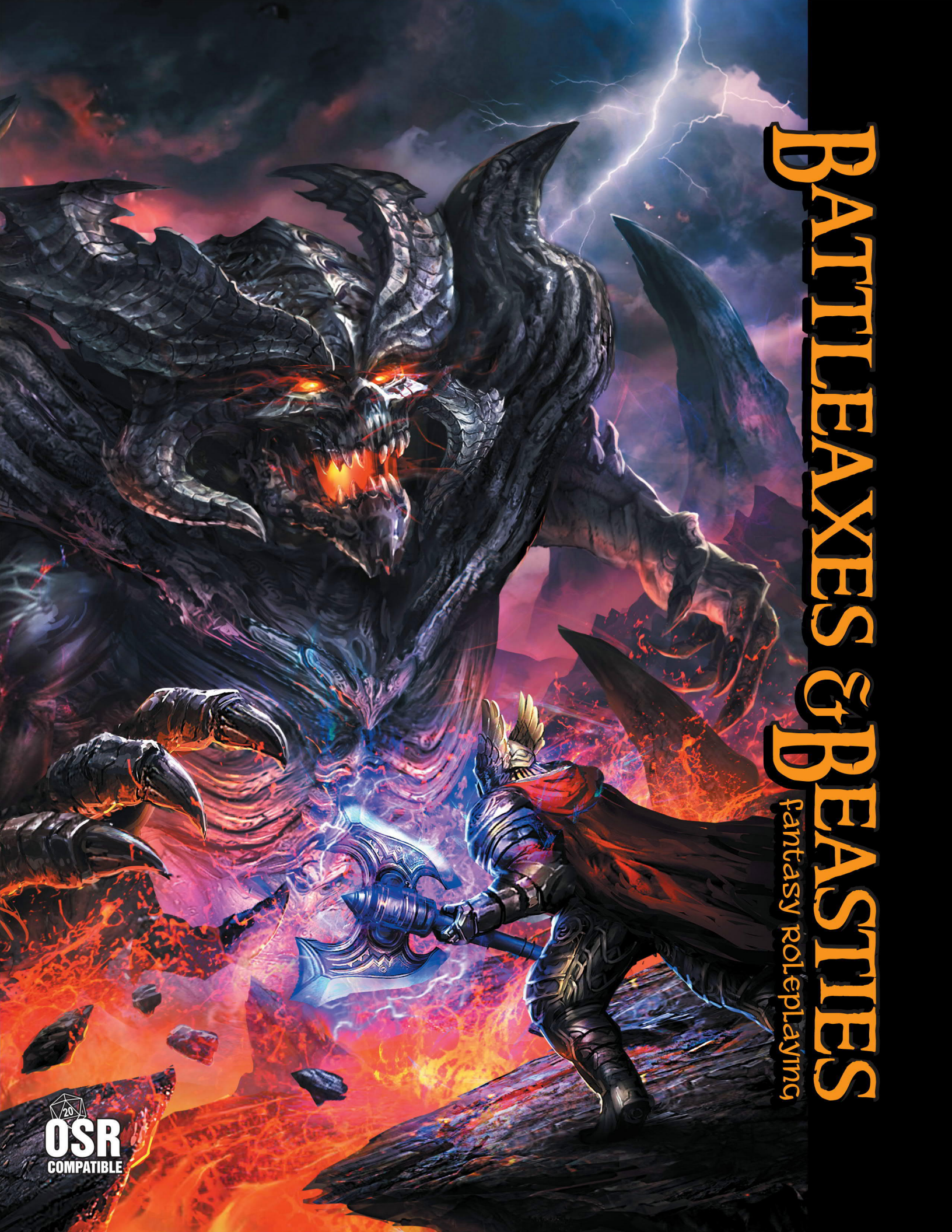


BATTLEAXES & BEASTIES

fantasy roleplaying



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OSR
WHITE BOX
COMPATIBLE

by anthony c. hunter
sleeping griffon productions

BATTLEAXES & BEASTIES

fantasy roleplaying

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I'd like to dedicate this to my Best Friend, my lovely wife Linda for her infinite patience in listening to me expound upon my ideas.



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Battleaxes & Beasties can be used for any fantasy setting the referee and players want with very little adjustment. The default setting for B&B is the Borderlands of Zarteth, which will be described in a bit more detail further along in this text.

The world in which the Empire of Zarteth exists is very old and has seen the rise and fall of many different civilizations over the centuries. The lands of the world are dotted with ruins and strange sites that may be filled with ancient treasures and are almost certainly filled with ravenous monstrosities waiting for some adventurous or foolhardy (is there really a difference?) soul to wander into their lairs.

The supplied basic campaign will begin in the Northwestern borderlands of the empire, with the characters being residents of the village of Headwaters or its immediate environs, which includes a few tribal groups and a few other settlements, along with one small city.

... See, a very generic fantasy setting that can either be freely ignored, expanded upon, or even dropped into your existing world.



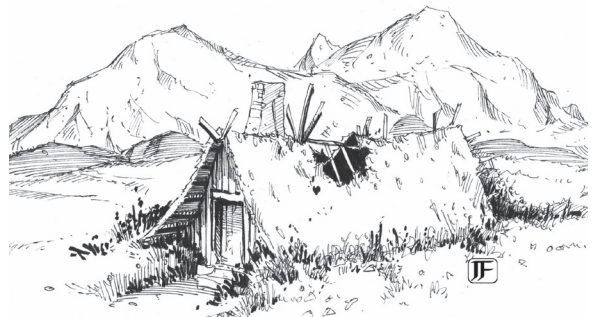
What is Roleplaying?

I won't spend a lot of time on this question, because if you've been given this book by someone else, or knew enough to go look for it in the outlets it sells from, I would imagine that you have a good idea of what roleplaying games are, or you know someone who shares the interest.

Just in case you were given this as a gift to get you interested in the hobby, I'll simplify the answer and be somewhat vague by telling you this. . .

Roleplaying games are basically interactive storytelling; wherein one person, known as the Referee, sets the stage for an adventurer that at least one other, and hopefully, several other people will participate in as Players. The players take the role of an Adventuring Character, and the Referee handles everyone and everything else in the world. The Referee will describe a situation, and the player tells them how their character wants to react to the situation.

If that isn't very clear, go to YouTube.com and various other online resources to find examples of people playing. The hobby may not be for everyone, but if you have not tried it before, you may find that you will build a very strong retinue of friendships from participating in the hobby. I have played and refereed since 1980 and it has, in my opinion, been of vast benefit to me in my life even away from the hobby. The thing to remember is, it is a game, have fun, make friends.



Getting Started

Battleaxes & Beasties requires at least two participants; the Referee and at least one Player.

For players the first step is to create your Adventurer (*alternately referred to as a character or hero*). This is a simple matter of performing the few simple functions listed on the following pages, such as rolling dice, choosing an Adventuring Class, background and recording your starting equipment.

If you are the Referee, however, you will have a bit more work to do in preparing for a game. See the Referee's section of the book for more details.

Rule Number One

The most important rule in Battleaxes & Beasties (*and most games, whether it is implicitly stated or not*) is that the Referee always has the right to modify the rules to suit his campaign and personal preferences.

In truth, the Referee is encouraged to do so. Your home campaign is your own, and the default setting should be generally vague enough beyond a few, set points, and even those are simple enough to take a hammer to, if you so desire.

The rules may (*okay, will*) be vague on many points, and this is intentional. After all, a great deal of the fun for 'old school' type gaming is the ability to wing it and go, rather than having to stop the game to look up the rules for toe stubbing and beard trimming.

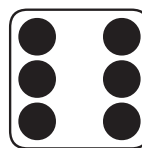
Dice

Battleaxes & Beasties uses the standard array of polyhedral dice, and they are abbreviated according to the number of sides they have. For example, a six-sided die is noted as a 'd6.' If the text states that the player should roll '3d6', that means they will roll three of the six-sided dice and add the results together for a total.

Should a modifier be included in the description, such as '2d8 + 2', that would indicate that the player should add (or subtract as appropriate), the number to the total. If Emma rolled two eight-sided dice and got results of 6 and 3, she would have 9 + 2, or 11 for her roll total. Having several of each type of dice is always helpful, and frankly, most veteran gamers will tell you that there is no such thing as too many dice, even if you seldom use most of them.



d4



d6



d8



d10



d12



d20

Adventurer Record (aka, the Character Sheet)

A character sheet will be made available in this document, and you will also be able to download a character sheet for free from the same place you purchased this book.

If you so desire, feel free to go totally old school and write your character up on a sheet of notebook paper or an index card. As long as you have some means of keeping track of your adventurers scores and abilities, it's all good.

I've blathered on enough for now, let's get cracking on birthing your Adventurer, for real this time. . .

Attribute Scores

Adventurers all have six scores which represent the basic physical, mental and spiritual attributes that define their raw ability to perform. These (and their common abbreviations) are as follow:

Strength (STR) - A measure of muscle power and physical prowess

Intelligence (INT) - The ability to grasp concepts, learn and remember

Wisdom (WIS) - Common sense, perceptiveness, willpower and faith

Constitution (CON) - A general measure of health and hardiness

Dexterity (DEX) - Eye-hand coordination, agility and fine motor skills

Charisma (CHA) - The ability to relate to others and general appeal

Determining Attribute Scores

The primary and generally accepted old school method of determining your Adventurer's Attribute Scores is to roll 3d6 in order, recording the results on each Attribute as you roll them.

This allows luck to have some influence over the course your Adventurer takes through his Career.



Common Attribute Score Modifiers

SCORE	DESCRIPTION	MODIFIER
3-6	Below Average	-1
7-13	Average	None
14-17	Above Average	+1
18+	Exceptional	+2

Attribute bonuses also apply to Ability Checks.

Alternate Attribute Score Methods

Place as desired: Roll 3d6 six times and place the results in the order desired.

Tougher Characters: Roll 2d6 + 6, six times, also placing the results as desired. This will often result in Adventurers with better scores. This is desired by some Referees and Players.

Other: If you have a method you prefer that you have used in other games, feel free to use it here. No method will 'break the game' as long as the Referee and Players are having fun, after all, it is a game and we are all here to have fun.

Attribute Descriptions and Specific Modifiers that Apply

STRENGTH - A high Strength gives bonuses to attacks and damage in close combat based on the Common Attribute Modifier.

INTELLIGENCE - A high Intelligence affects the number of languages your Adventurer knows and has a direct bearing on a Wizard's ability to affect others with their spells.

High or low Intelligence on the part of the Wizard affects their target's saving throw against any spells cast against them based on the Common Attribute Modifier.

INT Score	Bonus Spells*	Bonus Languages
3 - 6	N/A	0
7 - 13	+0	+1
14 - 17	+1	+2
18 +	+2	+3

* May be applied to any level of spells known.

WISDOM - Faithful with a high or low Wisdom has a direct affect on any saving throws their targets must make to avoid the effects of Miracles.

Any Adventurer with a Wisdom of 13 or higher receives a +5% bonus to all experience points awards.

The target's saving throw modifier is based on the Common Attribute Modifier.

CONSTITUTION - A high Constitution grants your Adventurer additional Hit Points equal to the Common Attribute Modifier. Negative modifiers will not reduce minimum Hit Points gained per level below 1.

DEXTERITY - A high Dexterity improves an Adventurer's defense (Armor Class) and gives bonuses when attacking with Ranged weapons such as thrown weapons, bows or slings. Dexterity Modifiers also apply to damage delivered with ranged attacks.

DEX Score	Ranged Hit / Dmg	AC Adjust
3 - 6	-1	+1 [-1]
7 - 13	+0	+0 [+0]
14 - 17	+1	-1 [+1]
18 +	+2	-2 [+2]

CHARISMA - Any Adventurer with a Charisma of 13 or higher receives a +5% bonus to all experience points earned.

Charisma also determines the number of Skilled Assistants the Adventurer may have at any one time (*General Laborers can be hired by anyone with money, but those with special skills require special handling above and beyond the mere payment of gold*).

Charisma also modifies the loyalty and reactions of all NPCs.

CHA Score	Loyalty & Reaction	Assistants
3 - 4	-2	1
5 - 6	-1	2
7 - 8	+0	3
9 - 13	+1	4
14 - 15	+1	5
16 - 17	+2	6
18 +	+2	7

Choose an Adventuring Class

Once you've rolled and placed your Attribute Scores, the next step is to determine your Adventuring Class. There are seven human classes in the base game: Warrior, Scout, Hunter, Faithful, Wizard, Beguiler and Totemist.

There are also four Adventuring Classes for Non-Human characters: Halfling Outcasts, Dwarf Guardians, Dwarf Paladins, and Elf Rangers. All of the basic classes are designed to be Human Adventurers.

The Non-Humans are separate classes for a variety of reasons, the primary one being that it has its roots in the older versions of the game B&B is built around. If you don't like it, feel free to allow Non-Humans to be any class you desire, it really will not hurt my feelings.

Your Referee may also have additional classes available that they've either created themselves or brought over from another product.

Battleaxes & Beasties is designed in such a way that if you wanted to import a character class from another product, it should be easy to do, as long as your Referee is amenable to the idea.

The only requirement for choosing a particular Adventuring Class is you must have a minimum score of 9 in all of the Prime Attribute(s) for the Class.

Experience Bonuses

After choosing your Adventuring Class, be sure to note any experience point bonuses your Adventurer qualifies for.

If your Adventurer's Wisdom is 13 or higher, they get a +5% Bonus to Experience earned.

Likewise, if Charisma is 13 or higher, this gains your Adventurer another +5% bonus to earned experience points.

If the Prime Attribute(s) for the Adventuring Class you chose are 13 or higher, this adds an additional +5% bonus to earned experience.

These bonuses are cumulative, giving exceptional Adventurers a possibility of as much as a +15% bonus to earned experience points.

An Adventuring Class does not necessarily reflect the experience and professional training of the individual before they became an Adventurer, it does reflect the focus of their special abilities and the path they will travel on their roads to Adventure, however.

Multi-Class Adventurers

This Option is only available if your Referee agrees to allow multi-class Adventurers. You may choose Two or Three Adventuring Classes for your human character to follow. This has benefits, but costs as well.

- In order for a Multi-Class Adventurer to gain bonus experience for exceptional Prime Attributes, the Prime Attribute in each Class must be 15 or higher (and your Adventurer only gains the single +5% experience bonus for having high Prime Attributes).
- The experience required to level is the sum of all Adventuring Classes, but your Adventurer gains the better of all available Hit Dice, Base Hit Bonuses and Saving Throws from their Classes. All classes level simultaneously based on the adjusted experience requirements.
- They also get all bonuses for Saving Throws and Action Checks, and all special abilities of the class.
- They get the combined (or better) options from weapons training and armor training.

The Adventurer Leveling Table

There are several abbreviations and sections for the tables that shows how each Adventuring Class levels. The following explains what they mean

Level - This is the Adventurers current level of experience. It is a measure of how skilled they are in their chosen path. The level table only goes to 10, but if the Referee wants to create levels beyond 10, feel free. There may be a supplement for higher level gaming at some point in the future if there is demand for it.

XP - this is how many experience points (XP) are needed to attain the level of experience. Referees will award experience as fits their style of running a game. Guides and suggestions for this are in the Referee section of the book.

HD - Short for Hit Dice, this determines the general health of the Adventurer. The total of Hit Dice are the Hit Points of the Adventurer, which will be explained further along in the text.

All Adventuring classes begin with a set amount of hit points at first level (*to which any Constitution modifiers are added or subtracted*).

When your Adventurer reaches a new level of experience, roll the designated Hit Dice, add the character's Constitution modifier for Hit Points and if the total is higher than the previous levels Hit Points, write down the new total.

It is possible for an Adventurer to gain a level and not gain any additional Hit Points.

Adventurers will have more hit points at level one than an average person. This reflects the idea that the adventurers, even though from a normal or common background are special individuals, the type that stand out from the crowd and are touched by that special ray of destiny (or crazy) that draws them into an adventurous lifestyle.

BHB - Base Hit Bonus, this is added to all attacks the Adventurer makes, in addition to any modifiers from Strength or Dexterity.

ST - Saving Throws. If the Referee asks for a Saving Throw, roll 1d20 and if you roll over the number listed, you succeeded. Attribute modifiers do not apply, but each class will have one or more modifiers that apply to Saving Throws (*also referred to simply as a 'Save'*).

Spell casting classes will have a few additional notations in their Spells Table. These indicate the number of spells per level that they can prepare. Details on spell casting will be given the Magic & Miracles section

Now, on to the class descriptions themselves . . .



Beguiler

Possessing a mastery of language and an insight into the desires and behaviors of their fellow sentients, the Beguiler is able to use that knowledge to influence others with an almost supernatural effect.

Having a Beguiler in the Adventuring party can be a useful addition when you are faced with recalcitrant NPC's with whom you would rather avoid violence.

Prime Attribute: Charisma is the Prime Attribute for the Beguiler.

Combat Training: The Beguiler typically prefers to avoid combat, but are still able to handle themselves in a tight situation. Light Armor is the only armor allowed them, but they are proficient in all 1 handed melee weapons, thrown weapons, slings, and light crossbows,

Saving Throws: The necessity of living life ready to react quickly to changing social situations reflects itself in a Beguiler receiving a +2 bonus to all saving throws made when interacting with another humanoid being and to avoid magical and non-magical attempts to influence them.

Skill Training: The Beguiler receives a +1 bonus on any Action Check involving Persuasion, insight into the motives of others and Languages. This improves to +2 at 4th Level and +3 at 9th Level.

Gift of Tongues: The beguiler is a master of languages. In addition to the normal allotment of languages, the beguiler begins play knowing an additional number of languages equal to their Charisma modifier plus two (minimum two).

Silver Tongued: The Beguiler has the ability to place one or more intelligent beings into a trance-like state with the sound of their voice.

The Beguiler may simultaneously affect a number of beings equal to their level +2. The targets must be able to see and hear the Beguiler and if they fail a Saving Throw, they will be enraptured by the spiel coming from the Beguiler, even if it is sheer nonsense.

The distractions posed by nearby combat or other dangers will give the target a +2 bonus to their saving throw. The target does not have to be able to

understand the language of the Beguiler to be affected.

The Beguiler may use this ability one time per day for every three levels of experience or fraction of that they possess, and must continue speaking to maintain the effect.

Alternately, the Beguiler may use this ability to inspire companions and allies, granting them a +2 bonus to all rolls (including attack and damage), for the duration of their speech.

This may be used to affect a number of allies equal to the level of the Beguiler, plus an additional two individuals per point of Charisma modifier. If the Beguiler takes damage or is otherwise distracted while using this ability, they must make a Saving Throw to avoid ending the effect.

Starting Equipment

All Beguilers have the following equipment:

- Backpack, fire starter, waterskin, bedroll, dagger
- 1 handed melee weapon of choice
- A sling or light crossbow
- 1d10 + 10 ammunition in a pouch or quiver

BEGUILER LEVEL				
LEVEL	XP	HD	BHB	ST
1	0	8 hp	+0	13
2	1200	2d6+2	+0	12
3	2400	2d6+4	+1	11
4	4800	3d6+4	+1	10
5	9600	3d6+6	+2	9
6	19200	4d6+6	+2	9
7	38400	4d6+8	+3	8
8	77500	5d6+8	+3	7
9	155000	+4	+4	7
10	310000	+4	+4	6

Faithful

Empowered by their faith in their beliefs, the Faithful are able to channel the strength of their faith into the form of miracles. Faithful are not members of any particular religion, nor, even necessarily, of a religion.

Prime Attribute: Wisdom is the Prime Attribute of the Faithful.

Combat Training: The Faithful are able to use light armor and shields and are proficient in the use of all weapons

Saving Throws: The beliefs of the Faithful grant them a +2 to saving throws against Fear and Charm effects and against the draining effects of undead or demons (*even if no save is normally allowed*).

Skill Training: The Faithful receives a +1 bonus on any Action Check involving Undead or Demon related Knowledge, Religion, and Philosophy. This improves to +2 at 4th Level and +3 at 9th Level.

Smite the Unholy: Faithful gain a +1 to all damage and attack rolls made against undead and demonic creatures. This increases to +2 at level five and +3 at level ten.

Healing Touch: One time per day, plus one for each 3 levels of experience, the Faithful can instantly heal 1d3+level in hit points.

This can only be used once per day per person and resets at either sunrise or sunset.

Rebuke the Unholy: Faithful may channel their faith to hold back the undead or demonic creatures. They may attempt to affect 1d6+Cha Modifier HD of opponents one time per day. This increases to twice a day at level three and three times a day at level six and four times at level eight. It may be attempted an additional number of times per day equal to the Wisdom Modifier of the Faithful. Intelligent undead and demonic opponents get a saving throw to avoid the effect.

Miracles: The Faithful are able to channel their faith into the form of Miracles. The table below shows how many Miracles they may call upon each day and of what power level.

Starting Equipment:

All Faithful have the following equipment:

- Backpack, fire starter, waterskin
- Bedroll, dagger, Symbol of Faith
- Ceremonial Clothing,
- Any two weapons or a weapon and a shield

FAITHFUL LEVELS

LEVEL	XP	HD	BHB	ST
1	0	10 hp	+0	16
2	1800	2d6+2	+0	15
3	3600	3d6+2	+1	14
4	7200	3d6+4	+1	13
5	14400	4d6+4	+2	12
6	28800	4d6+6	+2	11
7	57800	5d6+6	+3	10
8	115200	5d6+8	+3	9
9	230400	+6	+4	8
10	460800	+6	+4	7

FAITHFUL MIRACLES

LEVEL	1	2	3	4	5
1	---	---	---	---	---
2	2	---	---	---	---
3	3	---	---	---	---
4	4	2	---	---	---
5	4	3	2	---	---
6	4	3	3	2	---
7	5	4	3	3	2
8	5	4	4	3	3
9	5	5	4	4	3
10	6	6	5	4	3

Hunter

Some folks enjoy camping, some folks are able to tell which way is north if they have a compass, but a Hunter is truly at home in the wilds. They are attuned to the rhythm of the natural world. Often found working as guides, big game trackers, or perhaps they simply prefer to spend as much time away from the big city as possible. In any case, a Hunter is a great addition to an Adventuring party, especially one that may spend much time in the wilderness.

Prime Attribute: Constitution is the Prime Attribute of the hearty and robust Hunter.

Combat Training: A Hunter is limited to wearing Light Armor, and is proficient with daggers, handaxes, short blades (i.e., machete style blades), spears, clubs, whips, nets, thrown weapons, bows, crossbows, and slings

Saving Throws: The robust nature of the Hunter grants them a +2 to saving throws versus poison. They also get a +2 bonus to saving throws to avoid being caught in snares or being entangled.

Skill Training: A Hunter receives a +1 bonus on any Action Check involving Perception, Survival, Tracking, setting and disarming snares, and/or any checks to identify or 'read' the mood of animals. This improves to +2 at 4th Level and +3 at 9th Level.

Bagging the Game: Hunters get a +2 bonus to all attack and damage rolls made against normal Animals. At level four this improves to includes any monsters that resemble animals, and at level eight, this increases to a +3 bonus and includes all non-humanoid creatures and animals

Leave no Trace: Hunters can move at half speed through natural terrain without leaving tracks if they so desire. At level five this increases to full speed, and at level eight they can include a number of companions equal to their experience level.

Survivalist: Hunters can live off the land for extended periods of time. A Hunter can find shelter if any is reasonably available and can find sustenance for himself and two additional people per level of experience by reducing his daily movement by half.

Starting Equipment

All Hunters have the following gear:

- Backpack, fire starter, waterskin
- Bedroll, Skinning Knife
- Choice of proficient ranged weapon
- 1d10 + 10 ammunition and quiver or pouch
- Choice of one proficient close combat weapon
- Light Armor
- 1d3 animal snares

HUNTER LEVELS				
LEVEL	XP	HD	BHB	ST
1	0	12 hp	+0	14
2	1600	3d6+2	+0	13
3	3200	4d6+4	+1	12
4	3400	5d6+4	+1	11
5	12800	5d6+6	+2	10
6	25600	6d6+6	+3	9
7	51200	6d6+8	+3	8
8	102400	7d6+8	+4	7
9	205000	+6	+5	6
10	410000	+6	+5	6



Scout

Scouts are excellent at ferreting out hidden items and getting into areas where they are not wanted.

Prime Attribute: A Scout relies on quick reflexes in the course of their adventures, and thusly, have Dexterity as their Prime Attribute.

Combat Training: Scouts rely on their mobility and as such, are limited to wearing light armor.

They are proficient in all 1 handed weapons, small shields, short bows, light crossbows, thrown weapons and slings

Saving Throws: Scouts receive a +2 bonus to avoid attempts at interrogation or influence (magical or mundane) directed at them and to avoiding the effects of traps.

Skill Training: A Scout receives a +1 bonus to any Action Check involving Perception, Interrogation, Stealth, Finding, Setting or Removing Traps, or Opening Locks. This improves to +2 at 4th level and +3 at 9th level.

Sneak Attack: A Scout normally avoids face-to-face combat if possible, preferring instead to use stealth to catch an opponent unaware.

A Scout able to attack an opponent from the rear and who is unaware of the Scout's presence, or otherwise engaged with one of the Scout's allies, gains a bonus to attacks and to damage.

If the Scout is able to do so, he gains +2 to his attack and does an additional die of damage for one attack.

Scale Sheer Surface: The scout is able to climb up, down or across a slope, wall or steep incline, even across a ceiling, if any type of handhold or protrusions are available and do so at their normal movement rate. At the Referee's discretion, this ability may also allows a Scout to make an Action Check to attempt to climb a surface that would normally be nigh impossible for others to climb.

Decipher Script: This ability allows a Scout to decipher writing in an unfamiliar language, a message written in an incomplete or archaic form or a message written in code.

This does not require a roll, but takes 2d6+2 minutes per page of information to decode. The time required is reduced by 1 for every three levels.

Starting Equipment

All Scouts start play with the following:

- Backpack, fire starter, waterskin, bedroll
- Dagger, 50' rope
- Choice of 1handed melee weapon
- Choice of proficient ranged weapon
- 1d10+10 ammunition with quiver or pouch
- Thieves tools

SCOUT LEVELS

LEVEL	XP	HD	BHB	ST
1	0	10 hp	+0	13
2	1150	3d6	+1	12
3	2300	3d6+2	+1	11
4	4600	4d6+2	+2	10
5	9200	5d6+2	+2	9
6	18400	5d6+4	+3	8
7	36800	6d6+4	+3	7
8	73600	7d6+4	+4	6
9	147200	+6	+4	6
10	294400	+6	+5	6



Totemist

Attuned to a particular environment, the Totemist can speak with animals, shapechange and become one with the natural world.

Totemists are sometimes mistaken for witches or were-creatures, but they are neither. A totemist is supernaturally attuned to a specific environment, and as they become more powerful, may become attuned to as many as three distinctively different environments.

Prime Attribute: Hardy and resourceful, Constitution is the Prime Attribute for the Totemist.

Combat Training: Totemists are proficient with Staves, clubs, daggers, slings and thrown weapons. They disdain the use of armor, preferring their natural instincts to protect themselves.

Saving Throws: Being attuned to the natural world gives the Totemist a +2 bonus to saving throws to avoid the effects of extreme weather, elemental damage, natural toxins, and disease.

Skill Training: The Totemist receives a +1 bonus on any Action Check involving tracking, survival, finding shelter, natural lore, identifying what plants and animals are native to the region and the like. This bonus improves to +2 at 4th level and +3 at 9th level.

Favored Environ - This is the environment (*forest, plains, urban, arctic, swamp, etc.*) in which a Totemist is most comfortable. The Totemist may choose a second environment at fifth level and a third at tenth.

The Totemist should choose a Totem Animal appropriate to their native Environ when the environs are chosen. The Referee has final approval on which animal choices are available.

Within their favored Environ, the Totemist moves at normal speed without leaving a trace if they so desire, and is unhindered by obstacles native to the Environ.

Animal Speech - Totemists may communicate basic ideas to any animal, and may converse with their Totem species. Although limited to the intellectual abilities of the animal, the bond the Totemist has with their totem animal works to offset the limitations to where the two may essentially carry on a regular conversation.

This communication will sound to those nearby that the Totemist is barking, growling, grunting or whatever the method of communication used by the animal, including non-verbal communication in the form of bites, pushes and the like.



Helpful Remedies: Using the vast store of knowledge regarding their favored Environ, the Totemist can put together a poison remedy in 1d6 minutes using items gathered from the nearby area.

Outside of their Favored Environ, it will take 3d6 minutes to assemble a remedy. This will allow those affected by the toxin to make an additional saving throw at a +2 bonus per level of the Totemist.

Medicinal Herbs: Using the extensive knowledge of their favored Environ, the Totemist can treat a patient and heal hit point damage.

Any individual may only benefit from the use of Medicinal Herbs once per day. The Totemist will be able to gather necessary items with whatever is close at hand, and use them to heal the patient.

Hit points are recovered at a rate of 1 per minute, and both the Totemist and the patient must remain still during the process.

At first level, the Totemist can heal 1d6+1 Hit Points of damage in this fashion per patient. This increases to 2d6+4 at level four and 3d6+8 at level eight.



Totem Shape: The Totemist can take the shape of their Totem Animal at will up to one time a day per two levels of experience. Any clothing or possessions on their body will change shape with them.

While in totem form, they maintain their own physical and mental attributes and gain any special abilities of the animal (flight, water breathing, etc).

The Totemist may shift back to their normal form at will. Both changes take 1d6 rounds to complete from levels 1 to 4, 1d3 from levels 5-7 and may be done instantly at level 8 and higher. Any attack bonuses they possesses in their natural form will remain unchanged while in totem form.



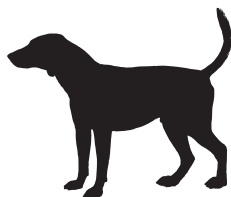
Natural Weapons:

Due to their ability to take on the shape of natural animals and reliance upon natural weapons when they do so, the Totemist develop a more efficient form of fighting without weaponry.

At level 1, a Totemist does 1d4+1 damage with unarmed attacks and attacks in their Totem form. This improves to 1d6+2 at level three and 2d6+4 at level six. The Totemist may apply the better of their Strength or Dexterity modifiers to both attack and damage for these attacks.

Defensive Fighting: While disdaining the wearing of Armor, Totemists are able to maximize their mobility and awareness of their surroundings and turn this into a bonus to their natural Armor Class.

At Level 1, a Totemist gains a -1 [+1] bonus to armor class if unarmored. This improves to a -2[+2] at level four and a -3 [+3] bonus at level seven.



Starting Equipment

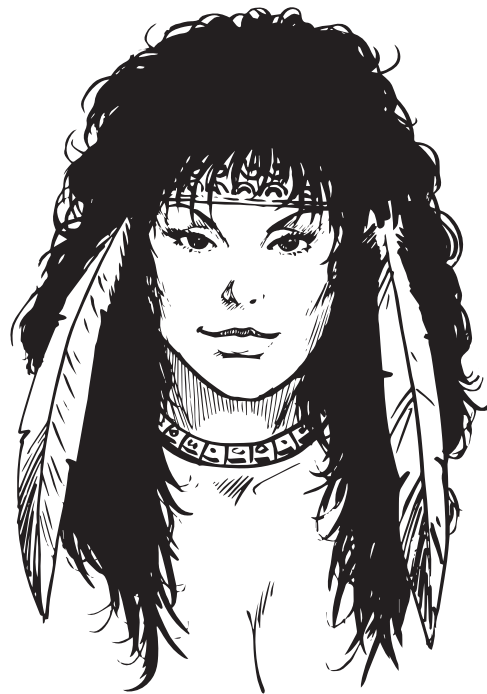
All Totemists start with the following equipment:

- Backpack, fire starter, waterskin, bedroll, dagger
- a sling and a pouch containing 20 stones
- An animal companion of their Totem type

Note: This animal companion travels with the Totemist out of friendship, it is a normal animal of its type and if treated badly, will leave the company of the Totemist.

TOTEMIST LEVEL

LEVEL	XP	HD	BHB	ST
1	0	10 hp	+0	14
2	2600	2d6+4	+0	13
3	5200	2d6+6	+1	12
4	10400	3d6+6	+1	11
5	20800	3d6+8	+2	10
6	41600	4d6+8	+2	9
7	84000	4d6+10	+3	8
8	170000	5d6+10	+3	7
9	350000	+8	+4	6
10	700000	+8	+4	5



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Warrior

A master of mayhem, the warrior may follow the ways of close combat or marksmanship. Whichever their specialty, the Warrior is always an opponent to respect and possibly fear on the field of combat.

Prime Attribute: The Prime Attribute for a Warrior is the player's choice of Strength or Dexterity.

Combat Training: Warriors possess a preternatural affinity with all weapons and armor, even if they have never encountered their like before.

This means they never suffer a penalty for using an unfamiliar weapon or wearing unfamiliar armor.

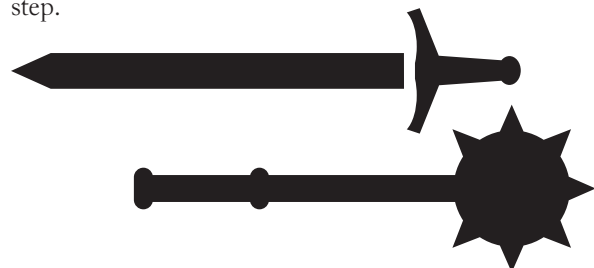
Saving Throws: The naturally combative nature of a Warrior grants them a +2 bonus to all Saving Throws versus Stun effects and to avoid the effects of area effect attacks.

Skill Training: Warriors receive a +1 action check bonus when evaluating and repairing weapons and armor, and in any action check involving strategy and tactics. This bonus improves to +2 at level 4 and +3 at level 10.

Armor Mastery: Due to their inherent martial prowess, Warriors are able to utilize armor and shields more effectively. They receive a -1 [+1] bonus to all armors and shield benefits. This improves to a -2 [+2] at level 6. They also do not suffer movement or action check penalties when wearing armor.

Damage Dealer: Choose from close combat or ranged combat. Whichever the Warrior chooses, their damage dealt from that class of attack increases by one die step (d3 becomes a d4, d4 becomes a d6, d6 becomes a d8, 2d6 becomes 2d8, etc.)

At level 6, choose again. If the Warrior chooses the same attack class, then it increases by yet another die step.



Combat Machine: When facing foes of 1HD or less, a number of extra attacks may be made equal to the Warrior level plus 1. At Level 5, this increases to foes of 2HD or less, and at level 9 to foes of 3HD or less.

Against groups of mixed hit dice, the referee will use the HD of the most dangerous foe to determine how many the Warrior is capable of attacking. These attacks may be made with any type of armed or unarmed attack, but the foes must be within reach of the Warrior's attack.

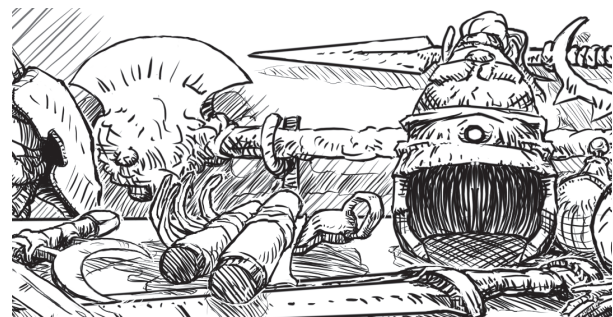
Starting Equipment

All Level One Warriors start with the following equipment:

- Backpack, 4 torches, fire starter, waterskin
- Bedroll, dagger, whetstone
- Medium or light armor
- 2 Close combat weapons or 1 weapon and shield
- 1 Ranged weapon
- 1d10+10 ammunition with quiver or pouch

WARRIOR LEVELS

LEVEL	XP	HD	BHB	ST
1	0	18 hp	+1	14
2	2200	3d8+2	+2	13
3	4400	4d8+4	+2	12
4	8800	5d8+4	+3	11
5	17600	6d8+6	+4	10
6	35200	7d8+6	+4	9
7	70400	8d8+8	+5	8
8	140800	9d8+8	+6	7
9	281600	+8	+6	6
10	563200	+8	+7	6



Wizard

Undeterred by the notion that there are things man was not meant to know, the Wizard delves into the realm of arcane power and learns to control that power in the form of magical spells.

Prime Attribute: Intelligence is the Prime Attribute of the Wizard

Combat Training: Wizards are able to wear light armor only and are proficient with staves, daggers, clubs, thrown weapons, light crossbows and slings.

Saving Throws: The arcane training of the Wizard provides them with a +2 bonus to saving throws against spell effects and also against the player's choice of either Fear or Poison (chosen at character creation and may not be changed).

Skill Training: The Wizard receives a +1 bonus on any Action Check involving scholarly lore, arcane and occult knowledge, or obscure languages. This improves to +2 at 4th level and +3 at 9th level.

Low Magic: The wizard can do any of the following at will (*maximum of one per combat round*):

- Create a floating globe of soft light that illuminates a 10' radius, this globe of light will follow the wizard at a walking pace and last until dismissed or dispelled.
- Enhance the volume and impressiveness of their voice or the voice of another within 10'.
- Concentrate and detect the presence of magical auras and read magical writings.

No Action Check is required for any of these effects.

Arcane Spellcasting - Wizards maintain a spellbook and are able to learn and cast arcane spells. The table below shows how many spells they may call upon each day and of what power level.

Spells must be prepared beforehand, requiring 5 minutes of study per level of the spell to commit it to memory, or to change the spells the Wizard has prepared. Specific details regarding spellcasting will be found in the Magic & Miracles section.

All Wizards have the following equipment:

- Backpack, fire starter, waterskin, bedroll, dagger
- Spellbook, Journal, Pen & Ink, Quarterstaff

First Level Wizards may also choose one of the following packages of spells:

- Arcane Bolt, Arcane Signature, Protective Ward, Night Vision
- Arcane Signature, Slumbertime, Detect (type), Telekinesis
- Arcane Signature, Regenerating Tissue, Sobering Thoughts, Night Vision

WIZARD LEVEL				
LEVEL	XP	HD	BHB	ST
1	0	8 hp	+0	13
2	2500	2d6	+0	12
3	5000	2d6+2	+1	11
4	10000	3d6+2	+1	10
5	20000	3d6+4	+1	9
6	40000	4d6+4	+2	8
7	80000	4d6+6	+3	7
8	160000	5d6+6	+3	6
9	320000	+5	+3	6
10	640000	+5	+4	5

ARCANE SPELL LEVEL					
LEVEL	1	2	3	4	5
1	2	---	---	---	---
2	3	---	---	---	---
3	4	1	---	---	---
4	4	2	---	---	---
5	5	3	1	---	---
6	5	4	2	---	---
7	6	4	3	1	---
8	6	5	4	2	---
9	7	5	4	3	1
10	7	6	5	4	2

Non Human Classes

Each of the following are available non-human classes. Some races may have more options available than others. Referees should feel free to create any additional classes they desire or disallow any they don't want in their campaigns.

These classes do not reflect the average or stereotypical members of the race. They are meant to represent the typical adventuring members of those races that the characters may encounter during their travels.

Almost any Halfling who takes up the adventuring life is an outcast from his tribe or clan for reasons that they are most likely not willing to share with anyone but a new family unit.

This also means that a Halfling Outcast that finds a new Family with a group of like-minded Adventurers will typically be very loyal to them, for they are so used to having a family unit to travel with.

Dwarves who Adventure are typically Guardians (*Dwarven Warriors*) or Paladins (*The Faithful holy warriors of the Dwarves*) who feel a need to extend their protection to the world beyond their home.

They are stout and faithful companions to have on an Adventure or fierce enemies to face should you cross them.

Almost invariably, the Elves who most often take to Adventuring are Rangers, who, by their very nature are on the move quite often.

Other Non-Human classes may certainly exist. Feel free to pull classes and races from other products if your Referee approves (*or if you are the Referee*).

The racial classes listed in this book are based on some of the most common stereotypes found in old school games and also the most common found in the Borderlands.



Dwarven Guardian

Dwarves tend to make their homes along the slopes and underneath the mountains and hills of the world, and have a well deserved reputation for their skill at stone and metalworking.

Short and stout, solid as the mountains they call their home, Dwarves are solid friends or ferocious enemies, depending upon how they are treated.

Dwarf Guardians are members of the race who take their martial responsibilities very seriously and are even more formidable opponents than the average Dwarf.

Prime Attribute: Strength and Constitution are the Prime Attributes of the Dwarf Guardian

Combat Training: Guardians are proficient with all types of armor and shields. They are proficient with All Melee weapons, Crossbows, Slings and Thrown Weapons. Guardians suffer no movement or Action Check penalties when wearing armor.

Saving Throws: The doughty and durable Dwarves receive a +2 bonus to saving throws to resist the effects of toxins, magic, fear and disease.

Skill Training: All Dwarves receive a +1 bonus to any Action Check involving metal, stone or gems. This improves to +3 at 4th Level and +3 at 9th Level.

Low Light Vision: Although Dwarves prefer to work by lantern or torchlight when underground, sometimes those light sources fail. This has led to them developing the ability to see up to 30 feet in complete darkness, although colors and intricate details are lacking.

If there is even a candle's glow available to them, they regain the ability to see colors and details up to a distance of 60 feet. Brighter lights enable them to see in low light conditions as if it were a cloudy day on the surface.

Pathfinder: The world beneath the surface can be a labyrinthine confusion of passages that go in any direction and switch back upon themselves.

The Dwarves have a keen sense of direction when underground that allows the to always know approximately how far beneath the surface they are and which direction they are facing.

Weapon Mastery: At level two, the Dwarf Guardian may choose one weapon to master. When using this weapon, the Guardian gets a +2 to their attack rolls and increases the damage by one die step.

A second weapon (or the same weapon for a +4 to attack and an additional die step of damage) may be chosen, also getting a +2 to attack and increasing the damage die by one step.

Heavy Metal Mastery: A Dwarf Guardian gains a -1 [+1] bonus to all armor and shield protection. This increases to a -2 [+2] at level six.

Starting Equipment

All Dwarf Guardians have the following equipment:

- Backpack, fire starter, waterskin, bedroll, dagger,
- Choice of 2 close combat weapons
- 1 shield, 1 suit of medium armor

DWARF GUARDIAN LEVELS

LEVEL	XP	HD	BHB	ST
1	0	14 hp	+0	15
2	2500	3d6+2	+1	14
3	5000	4d6+2	+2	13
4	11000	4d6+4	+2	12
5	24000	5d6+4	+3	11
6	48000	5d6+6	+4	10
7	96000	6d6+6	+4	9
8	192000	6d6+8	+5	8
9	384000	+10	+6	7
10	768000	+10	+6	6

Dwarven Paladin

The holy warriors of the Dwarven people, the Paladin combines martial training with the power to channel the miracles of the Dwarven deities.

Prime Attribute: Constitution and Wisdom are the Prime Attributes of the Dwarf Paladin

Combat Training: Paladins are proficient with light and medium armor and all shields. They are proficient with all melee weapons.

Saving Throws: The doughty and durable dwarves receive a +2 bonus to saving throws to resist the effects of toxins, magic, fear and disease.

Skill Training: All Dwarf Paladins receive a +1 bonus to any Action Check involving religious lore, metal, stone or gems. This improves to +3 at 4th Level and +3 at 9th Level.

Low Light Vision: Although Dwarves prefer to work by lantern or torchlight when underground, sometimes those light sources fail and they have developed the ability to see up to 30 feet in complete darkness, although colors and intricate details are lacking. If there is even a candle's glow available to them, they regain the ability to see colors and details up to a distance of 60 feet. Brighter lights enable them to see in low light conditions as if it were a cloudy day on the surface.

Pathfinder: The world beneath the surface can be a labyrinthine confusion of passages that go in any direction and switch back upon themselves. The Dwarves have a keen sense of direction when underground that allows them to always know approximately how far beneath the surface they are and which direction they are facing.

Smite the Unholy: Paladins gain a +1 to all damage and attack rolls made against undead and demonic creatures. This increases to +2 at level five and +3 at level ten.

Healing Touch: Paladins are able to channel the power of their faith into the ability to heal wounds. Once per day, the Paladin can restore 1d3+Level Hit Points of damage instantly with a touch. This increases

to twice per day at fourth level and three times a level at level eight. This may only be used one time per day per person and renews at Sunrise each day.

Miracles: Paladins are able to channel their faith into the form of Miracles. The following table shows how many Miracles they may call upon each day and of what power level.

Equipment: All Dwarven Paladins begin play with the following items:

- Backpack, fire starter, waterskin, bedroll, dagger
- Light armor, melee weapon, Symbol of Faith

DWARF PALADIN LEVELS

LEVEL	XP	HD	BHB	ST
1	0	10 hp	+0	14
2	2600	3d6	+0	13
3	5200	3d6+2	+1	12
4	11000	4d6+2	+2	11
5	22500	4d6+4	+2	10
6	48000	5d6+4	+3	9
7	100000	5d6+6	+4	8
8	215000	6d6+6	+4	7
9	400000	+4	+5	6
10	800000	+4	+5	6

DWARF PALADIN MIRACLES BY LEVEL

LEVEL	1	2	3	4	5
1	---	---	---	---	---
2	---	---	---	---	---
3	1	---	---	---	---
4	2	---	---	---	---
5	2	1	---	---	---
6	3	2	---	---	---
7	3	2	1	---	---
8	4	3	2	---	---
9	4	3	2	1	---
10	5	4	3	2	1

Elf Ranger

Attuned to the ways of nature, the Elves are descended from the Fey and maintain some of their supernatural abilities. The Rangers are Elves who have left the security of their homes and travel the world, assisting those in need as best they can, and hindering those who would maliciously damage the order of the natural world.

Prime Attribute: Dexterity and Intelligence are the Prime Attributes of the Elf Ranger

Combat Training: Elf Rangers are proficient with all bows, thrown weapons, 1 handed swords, daggers, spears and staves. Elf Rangers are limited to wearing Light armor.

Saving Throws: Elf Rangers receive a +2 bonus to saves versus charm, magic, sleep, and natural toxins.

Skill Training: Rangers receive a +1 bonus to any Action Check involving stealth, perception, and natural lore. This improves to +2 at 4th Level and +3 at 9th Level

Marksman: With their exceptional senses, Rangers are excellent shots. Any attacks with Bows or Thrown weapons gets a +1 to the BHB and damage. They also double the effective range of any ranged attack.

Animal Tongue: The affinity a Ranger has with nature allows them to speak the language of one particular type of animal. Choose a natural animal breed (*bird, fish, canine, feline, equine, etc.*) that the Ranger can communicate with. At level six, the Ranger may choose a second animal breed with which they can communicate.

One with Nature: The Ranger is able to move through natural environments at full speed without leaving a trace of their passage. Beginning at level four, they can add one additional person per level minus three to this ability.

Live off the Land: Unless in an area where there is absolutely no nourishment or water of any type available, the Ranger can find enough food and water to sustain themselves and a number of people equal

to their level plus two without suffering a movement penalty.

Fey Magic: Beginning at level four, Elven Rangers have a limited access to Fey Magic due to their Fey Ancestry. Elf Rangers do not require a spellbook, and can only cast as many spells as they have preparation slots available (*they do get the bonus spells for high Intelligence*). All Ranger spells are learned randomly.

Starting Equipment

All Elf Rangers have the following equipment:

- Backpack, fire starter, waterskin, bedroll, dagger,
- 1 suit of light armor
- Short Bow with 1d10+10 arrows in a quiver
- Pathfinder Blade (Elven Shortsword/Machete)

ELF RANGER LEVELS

LEVEL	XP	HD	BHB	ST
1	0	8 hp	+0	13
2	3000	2d6	+1	12
3	6000	3d6	+1	11
4	13000	3d6+2	+2	10
5	27000	3d6+4	+2	9
6	60000	4d6+4	+3	8
7	120000	4d6+6	+3	7
8	250000	5d6+6	+4	6
9	500000	+4	+4	6
10	1000000	+4	+5	6

ELF RANGER SPELLS BY LEVEL

LEVEL	1	2	3	4
4	1	---	---	---
5	2	---	---	---
6	3	1	---	---
7	3	2	---	---
8	4	3	1	---
9	4	3	2	1
10	5	4	3	2

Halfling Outcasts (Traveling Folk)

Upon initial inspection, Halflings appear to be small, typically well-fed humans. They are often mistaken for children by those who are distracted or who don't bother to look down.

Halflings do share some of the appearances of humans, but have rather oversized feet for their small stature and eyes that appear to be a bit large for their face. Halflings are a nomadic people by nature, preferring the open roads and seas to crowded cities.

Some do settle in towns and cities, but they are considered strange and possibly 'broken' by their wandering kin.

Halfling adventurers are typically outcasts or orphans, for some reason having had to leave or having lost their extended families.

Adventuring Halflings make excellent companions as they bond with their fellow Adventurers as a new family unit and are typically quite loyal.

Prime Attribute: Halflings use both Constitution and Dexterity as their Prime Attributes

Combat Training: Being smaller than humans limits Halflings to smaller weaponry.

They are proficient with small blades, clubs, handaxes, small shields, thrown weapons, slings, short bows and light crossbows.

Halflings are restricted to light armor, which has to be specially made for their smaller stature and does not interfere with their stealthy nature.

Saving Throws: Halflings get a +2 bonus to saving throws versus fear, charm and poison.

Skill Training: Halflings receive a +1 bonus on any Action Check involving the opening of locks, sleight of hand, stealth, perception, evaluating value of items and setting or removing traps. This improves to a +2 at 4th level and +3 at 9th level.

Nightvision: The oversized eyes of the Halfling allows them to see in low light conditions quite well.

Normal starlight allows the Halfling to see as well as they would in daylight.

They have no advantage in total darkness, requiring some type of illumination to see.

Swift Reactions: Halflings get a +2 bonus to their Initiative rolls when alone or with other halflings.

If the Referee is using individual initiatives, then this bonus applies all of the time for the Halfling Outcast.

Keen Aim: Halflings get a +1 bonus to attack and damage with thrown and ranged weapons.

This improves to +2 at level five and +3 at level ten.

Stealthy Attack: If able to get behind an opponent, or if attacking an opponent who is distracted by an ally, the Halfling can take advantage of their small stature and natural stealth to deliver a devastating blow, adding an additional die of damage to a successful attack.

The Stealthy attack may be made from a distance or up close and personal, as long as the above qualifications are satisfied for the attack.

Defense Bonus: Because of their small stature and quick nature, Halflings gain an additional -1 [+1] to Armor Class. This bonus is cumulative with armor worn.

Uncanny Luck: Once per campaign day (*resets at either sunset or sunrise, determined by the player at character creation*), the Halfling may reroll any one die result and take the better of the two results.

At level five, they can do this twice per campaign day.

At level nine, their Uncanny Luck increases to three times per campaign day.

Two Weapon Combat: Because of their exceptional reflexes, a Halfling Outcast may fight with a weapon in each hand and make two attacks at their normal attack bonus, Plus gain an additional -1 [+1] AC bonus for the offhand weapon (*see the combat section for a description of two weapon combat*)

Starting Equipment

All Halflings have the following equipment:

- Backpack, fire starter, waterskin, bedroll,
- Two Daggers, light armor
- 1d4+2 throwing knives or a sling
- 1d10+10 bullets in a small pouch

HALFLING OUTCAST LEVEL				
LEVEL	XP	HD	BHB	ST
1	0	8 hp	+0	14
2	2100	2d6	+0	13
3	4200	2d6+2	+1	12
4	8400	3d6+2	+2	11
5	16800	3d6+4	+2	10
6	35000	4d6+4	+3	9
7	70000	4d6+6	+4	8
8	150000	5d6+6	+4	7
9	300000	+6	+5	6
10	600000	+6	+5	6



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CAREERS

As mentioned previously, Adventuring Classes are not necessarily indicative of what the Character did before becoming an Adventurer (*or during their non-adventuring hours*). Your Adventurer did not simply spring fully formed from the forehead of Zeus or Cthulhu or any other entity (*well, except for actually springing forth fully formed from the minds of the player, but I'm talking about in the game, not reality. No, really, that's what I'm trying to do here. Oh, where were we?*)

They had lives and, most likely, jobs of some type prior to succumbing to the siren call of the madness known as Adventuring. This background information can come in handy by granting bonuses to Action Checks that may have some bearing on tasks the Adventurer is attempting.

Each Adventurer gets three ranks they may place into any background career they desire (*and the referee approves, check before you list your Adventurer as having been a designer of Jewelry that can only be destroyed in a volcano and be sure it's acceptable*), and may have up to three careers prior to Adventuring. 1 rank indicates that your Adventurer is a trained professional in the career; 2 ranks indicate expertise and someone with 3 ranks is a noted master in the career.

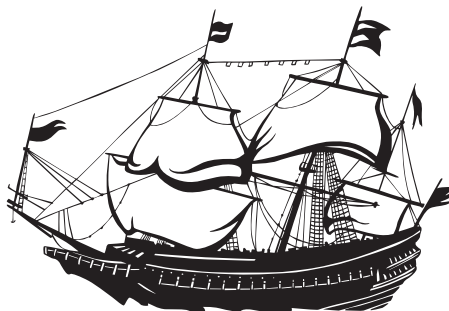
These Career ranks can be added to Action Checks that the player and referee agree have some relation to the task being attempted.

Example: Mason's First Level Adventurer, the Warrior, Tyrone Masters, was a Musician (1 rank) and a Librarian (2 ranks) before becoming an adventurer. His party finds a strange Sword, with arcane writing inscribed along the blade. The party does not have a Wizard, Beguiler or a Faithful with them to translate the writing, so Tyrone decides to give it a go. Although Tyrone can easily wield the sword, being a Warrior, he's interested in determining what the writing indicates. Tyrone gets a +1 for Action Checks involving examining weapons, and because of his prior Career as a librarian, the referee allows him to add the ranks from that career to the Check as well.

Example Careers

(*this is by no means a comprehensive or exhaustive list*)

Acolyte	Herder
Actor	Hideworker
Animal Trainer	Illuminator
Apothecary	Innkeeper
Artist	Jailer
Aristocrat	Jeweler
Baker	Librarian
Barber	Locksmith
Beekeeper	Lumberjack
Beggar	Mason
Blacksmith	Merchant
Bowyer	Messenger
Burglar	Metalsmith
Butcher	Minstrel
Candlemaker	Navigator
Carpenter	Ostler
Cartographer	Perfumer
Chef	Priest
Cobbler	Rat Catcher
Con Artist	Sailmaker
Courtier	Sailor
Cutpurse	Scribe
Dockhand	Soldier
Domestic Servant	Spy
Farrier	Tailor
Fisher	Teamster
Guard	Trapper
Healer	Wanderer



ACTION CHECKS

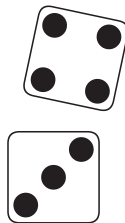
Rather than trying to have an exhaustive list of skills, the Adventurer can pretty much attempt any action they wish to try. Success or failure on an action can either be automatically determined by the referee based upon the situation and the description of what the Adventurer is doing, or, if needed, a roll of the dice can be made.

Action Checks should only be made when there is some urgency to the action, whether pressed for time because enemies are approaching, or the ledge your Adventurer is standing on as they tries to pick the lock on a door is crumbling, that type of thing.

Assume that any normal action, or any action that make sense based upon the Adventurer's Class and/or prior Career can reasonably be performed, given enough time and the proper resources.

Should a dice roll be called for, it is a simple procedure; Roll two six-sided dice, add them together along with any applicable modifiers, and should the results total 9 or higher, the roll succeeds.

In our previous example, Tyrone was attempting to determine what the script says on the sword that the party found. Normally, with a few hours of quiet study, this would be a given for Tyrone.



Unfortunately, he has decided that he needs to know what it says as an angry mob of goblins are trying to break open the door and the ground begins to shake as the secret volcano lair of the Goblin Wizard reacts to the Wizard attempting to summon the Fire god, Flambeau.

Mason rolls 2d6, getting a 3 and a 3, for a roll of 6. Fortunately, Tyrone gets a +1 because he is a Warrior examining a weapon, and another +2 because he had a career as a librarian, bringing his total to 9, just what he needs (*amazing how that always works in examples, but not as reliably in play, eh?*).

This allows Tyrone to find reference on the blade that the sword will open passages through stone. Tyrone realizes that this could allow them to pass through

the walls of the lair without having to face erupting volcanoes, hot-tempered gods, and hordes of angry Goblins.

SAVING THROWS

Quite often, during the course of Adventuring, a hazardous situation, an incoming spell, the explosion of a trap or some other issue will occur that will cause the Referee to ask for a 'Saving Throw.'

Every Adventurer has a Saving Throw number (ST in the Class experience table).

To make a Saving Throw, roll one d20 and add or subtract any appropriate modifiers. If your final result is equal to or higher than the ST number for your current Level and Class, you have succeeded.

Success may indicate that your Adventurer has avoided the hazard completely, or it may mean that they only take a lesser effect.

For instance, if your Adventurer succeeds on a Saving Throw to avoid the effects of a fireball spell or a magical ward, a success will usually mean they take Half Damage, rather than full damage.

As Adventurers progress in levels, the number they need to roll for Saving Throws lowers, reflecting the relative ease with which experienced and savvy Adventurers can manage to avoid serious harm.



HIT POINTS

Hit Points (HP) represents the amount of stress and damage an Adventurer can withstand before becoming seriously wounded and in danger of dying. All Adventurers have a set base of Hit Points at level one, to which they can add their Constitution Modifier.

All Hit Points are rolled with a number of dice of the type indicated (+ modifiers, if any), as shown in the Hit Dice (HD) column of the experience table for their Class.

Hit Points are re-rolled at each level, and if the result is equal or lower to the current hit point total, then the Adventurer only gains a number of additional hit points equal to any positive Constitution Modifier.

All Adventurers have a set number of hit points (plus Constitution Modifiers) that they gain at levels nine and ten.

Seriously Wounded and Dying

If the adventurer's hit point total reaches zero, they are rendered insensible and unable to act. At this point they are in danger of dying.

Each Adventurer Record has a section under Hit Points called Death's Door. When your Adventurer reaches zero hit points, they are at Death's Door and must knock every round until they pass through or are turned away and told to continue living (for now).

Knocking on Death's Door

Every round after your Adventurer reaches zero hit points, they must roll 1d6. On a 1 or 2, they have unlocked one of the locks for Death's Door.

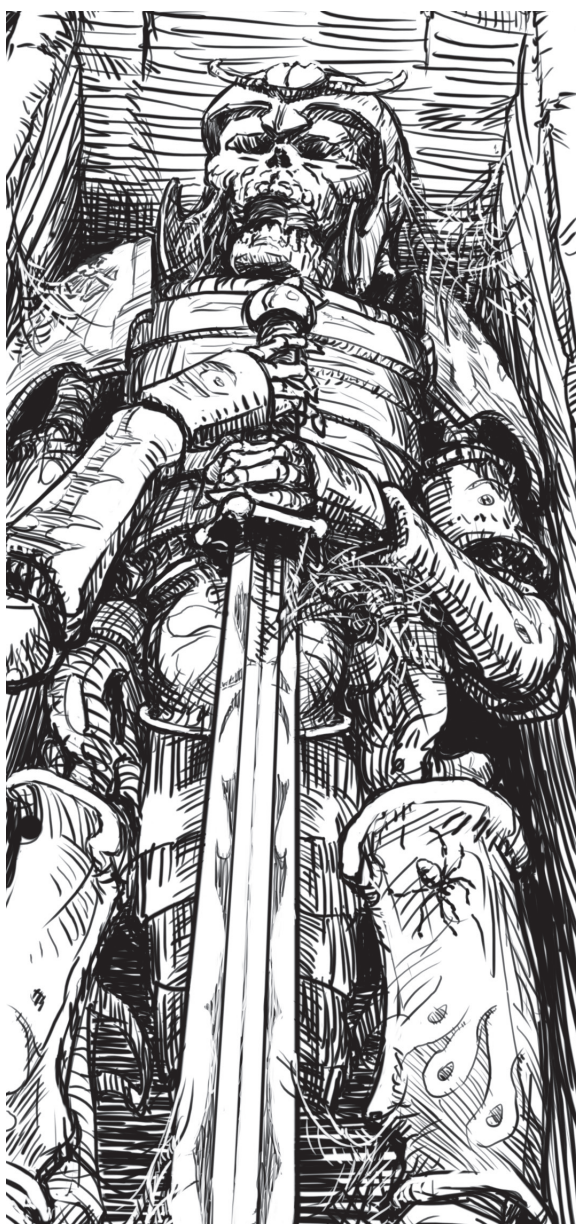
On a 3 or higher, they have been turned away. If the Adventurer is turned away three times, they are no longer in danger of passing through Death's Door and are stabilized (*still insensible and with zero hit points, but alive*).

If they open three locks on Death's Door, they will automatically pass through and be dead. If an Adventurer takes damage while knocking on Death's Door, it automatically opens a lock.

Instant Death

Taking massive amounts of damage can send your Adventurer speeding straight through Death's Door to greet the Reaper face to face.

If your character takes enough damage to reach a negative amount equal or higher than the maximum hit points they have, then they have died.



Languages

Adventurers begin play speaking the common tongue of their homeland plus one additional language (*for non-humans, that additional language is their racial tongue*).

High Intelligence Scores or being a Beguiler grants the Adventurer knowledge of additional languages. Adventurers must have an Intelligence of 9 or higher to be literate.

The following languages are available to be learned in the Borderlands of Zarteth setting. Your Referee may have different languages available for their campaign, so be sure to check with them regarding language availability.

This is by no means a complete list of the languages of the world, but the ones that the Adventurers may have encountered or been able to learn.

Human Languages

Zartian - Native language of the Empire of Zarteth and the Borderlands, by extension.

Cheram - Native language of the Cheram Tribes of the Borderlands

Sahabrian - language of the Matriarchy of Sahabrai

Adysi - Common language of the inhabitants of the Desert of Adys

High Adysi - language of the ruling class of the Caliphate of Adys

Korycc - Native language of the Empire of Coryll

Taranti - Native language of the jungle tribes of the Tarant Jungles

Non-Human Languages

Gobbish - Language of the Goblins, Orcs and Hobbors (hobgoblins)

Elvari - Common language of the Elves

Dwargan - Common language of the Dwarven clans.

Morean - Common tongue of the Beast Folk (gnolls, minotaurs, centaurs, serpent folk, etc.)

Jotun - Common language of the various Giant-Kin

Draconian - The common language of Dragon-kin

Mer - The language of intelligent undersea dwellers

Koboli - The common language of the Kobolds

Exotic and Dead Languages

High Draconian - Supposedly the 'true' language of the Dragons

Infernus - Common tongue of the inhabitants of the Infernal Depths (demons and their ilk)

Ophidian - The ancient language of the Serpent Folk

Auld Auran - Seldom encountered language of a long dead empire

Auld Taranti - Language of the lost Empire of Tarana, which once flourished in the Tarant Jungles

Languages and Literacy

Adventurers with an Intelligence of 8 or less are illiterate unless they have a background Career that would require literacy.

All Wizards are automatically literate. In regards to other Adventurers, if using the Borderlands setting, any Adventurer with an Intelligence of 9 or higher is automatically literate in any language they know.

Equipment

Starting equipment for each class is listed in the description for that class in an effort to get the group up and running quickly.

If the referee would like to allow the players to start out with different equipment, or with a shopping spree, feel free to give each Adventurer a bit of starting coin with which to purchase initial equipment.

If you want to go this route, have each player roll 3d6, add their Charisma Modifier (*or subtract as the case may be*), and multiply the result by 10.

This is their starting coin in gold. This gives the Adventurer somewhere between 30 and 200 gold coins to buy weapons, armor, spells and additional equipment with

Oh yes, if you are going to allow shopping, make the Wizards purchase their first level spell. Each first level spell will cost them 30 gold, unless you, the referee, are feeling particularly generous.

Players and Referees, please note that prices listed here are guidelines for the Referee, and to give a baseline of costs to work from.

Prices may vary in some areas due to availability of items. For instance, in a desert town, a flask of fresh water may be as expensive as a dagger, or in a town that specializes in crafting, weapons may be purchased a bit more cheaply. This is entirely up to the referee.



Coinage of the Borderlands

Each government within the world will have its own particular coinage, with names specific to the locale, but for the sake of sanity and simplicity, we will be using a general description of coinage based upon the metal they are struck from.

Coins in the Borderlands run in value from Copper to Silver to Gold to Platinum. The breakdown is pretty straightforward as follows:

- 10 Coppers are equal in value to 1 Silver
- 10 Silvers are equal in value to 1 Gold
- 10 Gold are equal in value to 1 Platinum

The weight of coins will vary slightly, but most of the coins are about the size of a modern U.S. Quarter, roughly an inch in diameter. 100 coins will equal 1 Encumbrance (enc) if the Referee is tracking encumbrance.

Equipment and Encumbrance

Encumbrance is a somewhat abstract measurement. It is meant to reflect how awkward or unwieldy something is, as well as how heavy it may be. Worn clothing does not count toward Encumbrance, and worn armor encumbrance is halved (*round down*) in figuring encumbrance for the Adventurer.

Containers that have a full Enc listed indicate that the item is designed to distribute what is carried in it to reduce the encumbrance of the contents. Items marked with --- as Enc are negligible individually (*50 of this type add up to 1 Enc*).

Each Adventurer can haul around an Enc equal to their 2x Strength score plus their Constitution Modifier before being Encumbered.

Each level of Encumbrance adds a cumulative -1 penalty to all die rolls (*Saving throws, Action Checks, Attacks AND Damage*).

Movement is also reduced by 1 for each level of Encumbrance.

Slipping out of a backpack and dropping it on the ground takes a single round of action.

Weapons of Individual Destruction

Weapon damages will be scaled a bit differently from Skyscrapers & Sorcery here, although if you prefer the variations of d6 method used there, by all means use it, it will not harm anything, just scale the damage for Warriors and other classes that get damage upgrades to a d8 as opposed to a d6.

If Using a weapon with which they are not proficient, the Adventurer may not apply any attribute bonuses to rolls to hit or inflict damage. Also, because they are not as efficient in the use of the weapon, the damage dealt is reduced by one die step (*2d6 becomes 2d4, 1d8 becomes 1d6, 1d4 becomes 1d3 and so on.*)

Close Combat Weapons			
Weapon	Damage	Enc	Cost (gp)
Axe	1d8	2	15
Club	1d6-1	1	---
Great Axe	2d6+2	3	50
Great Sword	2d6+1	3	50
Hatchet / Handaxe	1d6	1	10
Knife/Dagger	1d4	---	5
Knuckledusters / Cestus	+1	---	5
Mace	1d6	1	10
Maul	2d6+2	4	20
Polearm	2d6	3	15
Quarterstaff	1d6+1	2	5
Sap	1d4/special	---	5
Short Sword / Machete	1d6	1	10
Short Spear / Javelin	1d6+1	2	10
Spear	1d8	3	15
Sword	1d8	2	15
Unarmed	1d3	---	---
Warhammer	1d8	2	15
Whip	1d6	---	15

Wielding Non-Proficient Weapons

"I want my Wizard to use a Great Sword."

All Referees have heard some variation of this statement during their games. Your Adventurer's Class does not magically prevent them from picking up any weapon and making use of it.

However, they will not be anywhere near as effective with these weapons as they are with the weapons ascribed to their Class.

Weapon Descriptions

I'm going to include some basic descriptions of weapons to aid anyone who perhaps doesn't know what the various items listed are.

If you would like more detail regarding an item, there are many wonderful resources online or in your local library.

Any game specific notes will be included in these descriptions, so it doesn't hurt to skim over them at least.

Axe - A long handled chopping weapon that can be wielded in one or two hands. If used in two hands, add +1 to the damage roll. This includes the eponymous Battleaxe the Adventurers can wield against the Beasties of the world.

Club - Any blunt object of two to three feet in length and with a weight of a pound or so. Clubs can be had by finding a stout branch

on the floor of the forest or trimming one from a tree, breaking a chair leg off to hit someone with. If you'd like to have something a bit fancier, go buy a mace.

Great Axe - A large axe that requires two hands to be wielded properly



Great Sword - A large, heavy sword with a grip long enough to comfortably hold with two hands.

A Great Sword is too large to wield with a single hand, but it is designed in such a way that it is easily used for parrying and blocking blows, in much the same way as a shield.

If the character is proficient with a Great Sword, they may add -1 [+1] to their Armor Class against armed close combat attacks.

Hatchet / Handaxe - A small axe, designed to be comfortably held in one hand. Variations on the hatchet exist and are called by different names, such as the Cheram Tomahawk, but all are essentially the same weapon.

Hatchets and Handaxes may be thrown with an effective range equal to the wielder's Strength in yards.

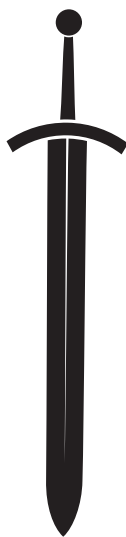
Knife / Dagger - Any one of a number of small, one handed bladed weapons. Knives and Daggers have a blade of less than a foot in length (*anything longer is considered a short sword or a sword*).

Knives and Daggers may be thrown with an effective range equal to the wielder's Strength in yards.



Knuckledusters - Also known as a cestus, or even incorporated into a heavy gauntlet, this weapon is favored of those who find themselves often without a weapon in a fight, as it adds a little more to the punch and it protects the hand of the brawler from damage from hard jaws and rough armor.

Mace - A step up from a club, this is a single handed blunt weapon with a worked head, of wood, bone or metal typically, but designed in such a manner as to be a bit more sturdy than a found club.



Maul - A large mallet redesigned for the purposes of combat. This weapon is very large and unwieldy, but delivers a solid impact.

Polearm - A catchall term for a long, spear-like pole with a blade or hammer attached to one end.

There are a massive variety of polearms, a few terms you may hear are glaive, lucerne hammer, pole-axe, or halberd.

For purposes of the game, these are all identical in terms of how much damage they do. Most often found in the hands of town guardsmen in game.

Quarterstaff - A long stick about the height of the wielder. That's a very simple description. A proper quarterstaff will be worked wood that often has carved wooden or worked metal caps on the ends and along the length. If the character is proficient with a staff, they may add -1 [+1] to their Armor Class against armed close combat attacks.

Sap - A sap is designed to render the recipient of its gentle touch unconscious, or at least somewhat insensible by means of a blow to the head.

To simulate this, the attacker must state that the goal of the attack is to render the target unconscious, which will result in the target of an attack only taking 1 point of damage, but they must make a Saving Throw with a -2 penalty to avoid being knocked unconscious for a number of minutes by which they failed the save.

If the person striking with the sap is of a higher level than the target, the target will get a penalty to their roll equal to half the difference in level, rounded up, although a 19 or 20 is always a successful save against the effects of even an expertly applied sap.

Note: *Any blunt weapon (or unarmed attack) can accomplish the same effect if the attacker states before the attack that the goal is to knock out the target. Only a Sap gives the penalty to the Saving Throw to reflect the fact that it is designed specifically for this type of job.*

Short Sword - A single handed bladed weapon with a blade between 1' and 2' in length. This category includes machete type blades as well as the classic Roman style gladius.

Short Spear / Javelin - a lightweight spear, typically shorter than the wielder. The Short Spear can be used one handed in close combat, often in combination with a small shield, or it can be thrown with an effective distance equal to twice the wielders Strength score in yards.

Spear - A spear is basically a sharp, pointy stick. Manufactured spears found in civilized areas will have a forged and sharpened metal head, but a fire hardened sharp stick works as well.

Can be wielded one or two handed. If used two handed, add +1 to the damage total. Spears can be thrown, but are a bit more unwieldy than short spears and javelins and have a range equal to half Strength in yards (*round down*).



Sword - A bladed weapon with a blade from 2 feet to 3 and a half feet in length, designed to be wielded comfortably in one hand. Often paired with a shield of some type. Sword covers a variety of weapons from the broadsword, cutlass, longsword and scimitar among others. If attacking with the sword held in two hands, add a +1 to damage inflicted.



Unarmed - Seriously? Yes, I'm going to give you a description of being unarmed. Your character does not have a weapon in hand, and is punching or is head butting, kicking or elbowing their opponent.

While it may not seem that unarmed combat does much, bear in mind when looking at monster and npc listings later, that your character could feasibly take out a normal human opponent with an unarmed attack.

Warhammer - A hammer specifically designed for use in combat, a Warhammer often has one flat face and a pointy end on the other side to penetrate armor (and skin). If using two hands to attack with a Warhammer, add +1 to the total damage inflicted. A warhammer may be thrown with a range in yards equal to Strength.

Whip - A person using a whip has a reach of 15' with the whip and may choose to attempt to entangle their target rather than inflicting damage.

The target may make a Saving Throw to evade the entangling effect of the whip. If they fail, they are caught by the whip and subject to being thrown off balance or pulled towards the whip wielder, as desired. If the person striking with the whip is of a higher level than the target, they get a penalty to their roll equal to half the difference in level, rounded up, although a 19 or 20 is always a successful save against the effects of even an expertly applied whip.

If you have to use a ranged weapon as an impromptu close combat weapon (*hitting your opponent with your bow, using the bow to parry a sword, that type of thing*), roll 1d6. On a result of 1, you broke the weapon. on the other hand, if you have an arrow or bolt at hand and want to stick it in that annoying goblin that is trying to bite you on the arm, go for it. An arrow or bolt delivered directly by hand will do 1d4+1 damage if you hit with it. And, what the heck, go ahead and say you are proficient with it, after all, you ARE proficient with that bow or crossbow you were firing, right? Oh, and by the way, the modifiers listed under ammunition would apply in the above example, after all, the bonus to hit for an armor piercing arrow is there to reflect it's ability to push through the armor.

Ranged Weapon Descriptions

Bow - The average, curved bow used for hunting and war. Longer than a shortbow, but not as large as a Longbow, it is still too large to be used comfortably from a moving mount.

Crossbow / Light Crossbow - A crossbow is a projectile weapon that looks like a small bow mounted crosswise on a stock with a trigger. The Crossbow packs a considerable punch, firing the ammunition, known as a bolt, with greater force than most muscle powered bows.

Ranged Weapons					
Weapon	Damage	RoF	Range	Enc	Cost (gp)
Bow	1d8	2	100	1	50
Crossbow	2d8+2	1 / 2	100	2	150
Light Crossbow	1d6+2	1	80	1	40
Longbow	2d6+1	2	150	2	100
Shortbow	1d6	2	80	1	25
Sling	1d6	1	STR x 3	---	5

Ammunition

That fancy Longbow is not going to do you a bit of good if you don't get some arrows to shoot from it, so here is a handy little table about available ammunition.

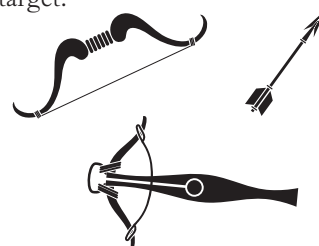
Arrows - Sharp pointy sticks that is propelled from a bow. Typically tipped with a metal or stone.

Longbow - A large (typically almost or as tall as the user), powerful bow, The Longbow requires a Strength of 12 to use without penalty (-1 to hit and damage if the Strength of the shooter is less than 12).

Shortbow - A more compact, less powerful bow, the shortbow does not require as high a Strength to use as the Longbow, and is compact enough to be used on horseback, or in the tight confines of a dungeon passageway.

Sling - A simple weapon, basically a strip of hide or cloth designed to hold a cast bullet or a stone, the sling is whirled around one or more times to build

momentum and then the projectile is released to fly at it's target.



Bolts - Shorter sharp pointy sticks that is fired from a crossbow. Typically with a metal tip.

Sling Bullets - Round projectiles cast from metal, typically either lead or iron.

Sling Stones - Uhm, that's a rock you picked up off the ground, typically no bigger than half th size of your fist

Ammunition Type	Cost (gp)	Notes
Regular Arrow	2 / 20	Standard, run of the mill arrow
Armor Piercing Arrow	1 each	+3 Attack, -2 damage
Blunt Arrow	2 / 10	-2 Attack, 1 point damage, Target must make Saving Throw or be knocked Unconscious for 1d4 rounds
Crossbow Bolt	1 / 10	Standard bolt for all crossbows
Armor Piercing Bolt	1 each	+3 Attack, -2 damage
Blunt Bolt	2 / 5	-2 Attack, 1 point damage, Target must make Saving Throw or be knocked Unconscious for 1d4 rounds
Sling Bullet	1 / 20	Cast Metal Projectile for Slings
Sling Stone	Free	-2 Attack, -1 damage, but you can just pick them up off the ground.

Armor and Shields

Armor decreases the chance of it's wearer receiving a damaging blow in combat.

The mechanics of Armor Class (AC) are explained in the Referee's section of this book.

Armor types cannot be mixed or stacked to greater effect, it is of one category or another.

Light Armor - Reasonably lightweight protection that does not interfere overmuch with movement. Heavy Winter clothing can also count as light armor. This armor is useful for those who need some protection but do not want to give up the ability to move quickly and quietly.

Medium Armor - As indicated by the name, this is a medium weight armor (*comparatively*). Medium armor will inflict a -2 to Action Checks involving stealth, swimming, sprinting or acrobatics.

Heavy Armor - Large amounts of metal typically distinguish heavy armor. The ultimate in non-magical protection, but also very expensive and bulky. -4 to any Action Checks involving stealth, swimming, sprinting or acrobatics.

Shield / Heavy Shield - Designed to block incoming attacks, shield bonuses only apply to attacks that the wielder is aware of.

Armor	AC	Enc	Cost (gp)	Examples of the Armor Type
Light Armor	-2 [+2]	1	50	leather jack, leather armor, padded leather
Medium Armor	-4 [+4]	2	150	studded leather, ring mail, chainmail, breastplate
Heavy Armor	-6 [+6]	4	800	half plate, plate, scale armor
Shield	-1 [+1]	1	15	buckler, round shield
Large Shield	-2 [+2]	2	40	knights shield, tower shield

Base Armor Class - The Armor Class of an unarmored individual is 9 [10] before any Dexterity or armor modifiers are applied.

Why can't my Wizard wear plate armor?

Well, they can. Any character can wear any armor they wish, but if their class does not provide the character with proficiency in that armor, they only gain half the protective value, have double the penalties and cannot use any of their class specific abilities while wearing the armor.



All Shields Must Be Broken

This has become a popular house rule in the Old School Community, and one I particularly like, so we are implementing it as an official rule here. If an Adventurer is about to take an unacceptable amount of damage (*as in 'oh no, the giant has hit me with a boulder with a natural 20 and I have 1 hit point left'*), or you just don't want your character to take that damage, the character may sacrifice their shield (*typically*), or even their weapon in soaking up all the damage from a single attack.

If you do this, the item sacrificed is gone, kaput, splintered even. However, your character didn't take the damage from the Giant's attack, the Kobold's Crit, or the Dragon's Breath. Work with your Referee on coming up with a remotely reasonable description (*even if it is a very cinematic and cheesy one*) of what just happened that saved your character's proverbial bacon.

Miscellaneous Adventuring Gear

Item	Cost (gp)	Enc
Backpack (holds 30 enc) [reduces enc of contents 1/2]	5	1 (15 full)
Bedroll	2	1
Belt Pouch (holds 4 enc) [reduces enc of contents 1/2]	1	-- (2 full)
Crowbar (+2 <i>action checks</i> to open stuck doors)	5	1
Firestarter	2	---
Grappling Hook (+2 <i>Action checks</i> to climb)	10	1
Hammer (1d6-1 damage if used as a weapon)	2	---
Map/Scroll Case (holds 10 sheets)	2	---
Symbol of Faith, simple	5	---
Symbol of Faith, ornate	25	---
Lantern (8 hours of light when filled) 30' radius	10	1
Lantern Oil, Pint	1	1
Mirror (polished metal - 6" diameter)	10	---
Quiver (holds 20 arrows or bolts)	5	1
Collapsible 10' pole (folds down to 3.5' long)	10	1
Rope, 50' Hemp	1	3
Rope, 50' Silk	10	1
Holy Water, glass vial (does 1d4+2 damage to undead/demons)	25	---
Rations, Trail (1 day)	1	1
Rations, Dried (1 day)	5	---
Sack (holds 5 enc)	1	---
Sack (holds 10 enc)	2	---
Journal - 50 pages 12" x 16" x 2"	50	1
Pen & Ink	5	---
Penknife (1d3-1 damage if used as a weapon)	2	---
Shovel	4	2
Shovel, Folding	10	1
Iron Spikes (small bag of 12)	2	4
Wooden Stakes (small bag of 12)	1	3
Torches (15' radius light) (bundle of 10 - Each provides 4 hours of light)	1	4
Waterskin - Holds 1 gallon	1	-- (2 full)
Metal Flask - holds 1 pint	1	---
Tent - Two Person, with stakes and ropes	15	6
Tent - Four Person, with stakes and ropes	25	15

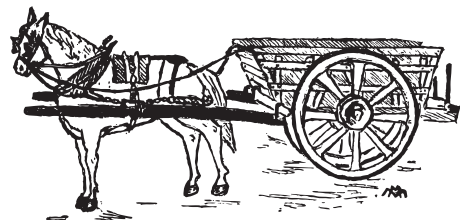
Item	Cost (gp)	Enc
Candle, Tallow - bundle of 20 (burns 6 hours 5' radius light)	1	1
Canvas / Tarp (5' x 5' square)	1	1
Manacles	10	1
Musical Instrument (small)	5	1
Musical Instrument (medium)	15	2
Musical Instrument (large)	25	4
Parchment (10 sheets)	1	---
Cook Pot	1	1
Chalk (small pouch of 20 pieces)	1	1
Signal Whistle	1	---
Thieves Tools	25	---
Traveling Clothes	10	---

The above is a far from complete list of ordinary items available in the world.



Transportation

Item	Cost (gp)	Enc
Saddle Bags (holds 20 enc)	10	1 (10 full)
Tack (Saddle, Bridle, Harness, Blanket)	25	6 (2 worn)
Mule	25	n/a
Horse, Riding	50	n/a
Horse, Draft	40	n/a
Horse, Warhorse	200	n/a
Oxen	10	n/a
Pull Cart (no animal needed)	15	n/a
Canoe (4 person)	20	20
Oars (1 pair)	2	3
Rowboat (8 person)	50	100
Small Sailing Ship	8000	n/a



MAGIC & MIRACLES

One of the many things that makes fantasy gaming so much fun is the ability to have a character who weaves the fabric of magic or channels the powers of beings beyond the realms of the players.

Magic and Miracles have a place in the Borderlands, and in this section, I will attempt to explain how it will work with this game, and give you a selection of Arcane and Fey Spells as well as Divine (*or Infernal*) Miracles that your Adventurers and the Referee's NPCs can use during the game.

Arcane Magic

Wizards are able to learn and cast arcane magical spells and rituals. They have a limited number of spells that they may prepare at one time, based upon the level of experience of the Wizard and the power level of the spell.

A Wizard may prepare a number of spells of a particular difficulty level equal to the number of spells they can cast that day.

A Wizard must have at least one hand free for spellcasting, and be able to speak and move. If any of these conditions are not met, they will be unable to cast the spell.

For instance, Sara Dashiell, a level four Wizard, can prepare 4 first level spells, and 2 second level spells. She stumbled across an abandoned arcane library early in her adventuring career and has managed to accumulate a total of 9 first level spells, 5 second level spells and 3 third level spells into her spellbook. She has to decide which 4 first level spells and which 2 second level spells that she want to have prepared for the day, and the third level spells will have to wait until she reaches level five, at which time she will be able to memorize 1 level three spell as well.

Prepared Spells

Wizards have a number of spells per level that they may prepare ahead of time for instant casting. Any prepared spell may be chosen, expending one slot per spell.

Prepared spells are not 'lost' after casting and may be cast multiple times, as desired. To regain the use of the 'slots' used requires the Wizard to spend four hours in either quiet meditation or comfortable sleep.

Changing Prepared Spells

Prepared spells may be changed by spending 5 minutes per level of the spell being prepared in study.

The Wizard must have their spellbook on hand in order to change prepared spells, but it is not necessary for casting spells that are already prepared.

This means that a level 10 Wizard who wanted to change all of their currently prepared spells would spend five hours in preparation time .



Learning Spells

Wizards start play knowing four first level spells from one of the equipment packages listed in the Wizard description. They will then automatically gain knowledge of one randomly determined spell when they gain the ability to cast spells of a new power level (*they gain one random 2nd level spell at level 3, one random 3rd level spell at level 5, etc.*). Tables for randomly determining spells are found near the end of this book among the Referee References.

Learning additional spells after character creation involves either finding a teacher or a source of information about that spell (*tome, etc.*) and making a successful Action Check (INT) to learn the spell.

If the spell is of a power level the Wizard can prepare, there is no negative modifier to the Action Check to learn the spell. However, if the spell is of a level the Wizard is unable to prepare, the level of the spell is applied as a negative modifier to the Action Check.

Should the caster fail when making this check, they cannot check again until they have gained a level of experience. Rolling an unmodified 2 on the check means they can never learn that spell from this particular source, and must seek out a new teacher or copy of the spell, after they have gained a level of experience.

To learn a new spell requires 16 hours of instruction per level of the spell, or twice that if attempting to learn from a written source or from research.

This does not have to be all at one time, typically an instructor will spend 4 to 8 hours at a time with a student, over the course of several days.

Teachers, if willing to teach a spell at all, will typically charge 50 gold per level of the spell, although some might be willing to teach in exchange for a favor of some type (*referee's option*).

Ritual Casting

Wizards can use their spellbooks to cast any spell they have learned as a ritual. Ritual casting involves complete concentration (*no other actions may be taken, slow movement of only up to five feet per round is allowed*), and the spell must be pronounced in a loud, clear voice, accompanied by intricate hand gestures.

Ritual Casting requires thirty minutes per level of the spell being cast, so high level Rituals can take hours to complete. At the end of the Ritual, a successful Action Check must be made to activate the spell. As with learning a spell, if the spell is of a level higher than the Wizard can prepare, they have an Action Check penalty equal to the level of the spell.

'Bonus' Spells

Wizards with exceptional Intelligence are able to cast more spells in a day than the average. These bonus spells (+1 for INT 14-17; +2 for INT 18+) may be used by the Wizard for casting any power level spell they are able to prepare.

For example: Sara, from our earlier example, can prepare 4 first level and 2 second level spells. Due to her Intelligence of 16, she has access to one 'bonus spell' per day.

During a combat with a clan of ill-tempered Orcs she stumbled across during her trip through the Shattered Valley, she has used all four of her first level and both of her second level spells, when the matriarch of the Orc Clan steps out of the cabin door holding a Crossbow in her hands.

Sara can use that bonus spell to either cast a first level spell OR a second level spell, but at that time she will be well and truly out of spells until such time as she meditates or rests. Fortunately, Sara also carries a light crossbow for situations such as this.



FIRST LEVEL WIZARD SPELLS

Alarm

Range: 1 mile / level

Duration: 4 hours + 1 hour/level

The Wizard designates an anchoring spot for the Alarm spell, and will be aware of anything larger than a rat that comes within 30 feet of that spot for the duration.

The Wizard may concentrate and see and hear whatever is within range of the Alarm anchor point if they so desire.

Arcane Bolt

Range: 30 ft. + 10 ft./level

Duration: Instantaneous

A bolt of pure arcane energy shoots unerringly at the target from the hand of the Wizard, taking whatever appearance the caster desires (*chosen when cast*), and delivers 1d6 points of damage. This damage is increased to 2d4+2 at level five and 2d6+4 at levels seven and higher.

Rick's Wizard Instabul the Magnificent casts Arcane Bolt at a Goblin Shaman and Rick declares that the bolt takes the form of a large, glowing green fist.



Arcane Signature

Range: Touch

Duration: Until dispelled

Creates a unique magical mark, invisible to the untrained eye (*requires the ability to see magical energy*). Typically used to identify items belonging to a Wizard or to mark territory.

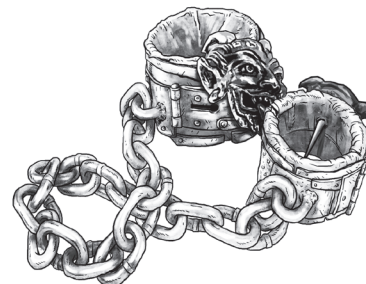
Control Sentient

Range: 120'

Duration: Until dispelled

This spell affects living bipeds of human size or smaller, such as goblins or dryads.

If the spell succeeds (*saving throw allowed*), the unfortunate creature falls under the caster's influence and will follow directions given them as if the caster were their only true friend.



Detect (*type*)

Range: INT miles

Duration: special

The Wizard must declare what it is they wish to detect upon casting this spell (*gold, undead, dogs, rare books, cigars, etc.*)

If the item is within INT feet of the caster, they will know immediately where it is. If it is farther away, but within range, they will get a general sense of direction and distance, and become aware of when the object is within INT feet.

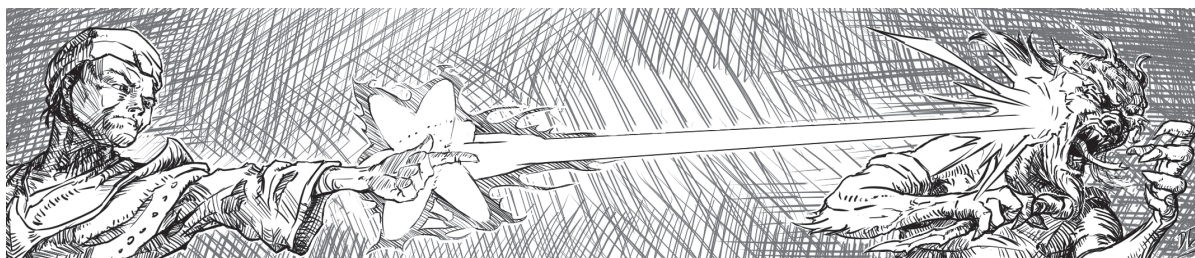
Unless a specific object is designated, the spell will located the largest/most powerful concentration of the object within range.

Heightened Awareness

Range: Touch

Duration: 1d6 x 10 minutes

The target of this spell receives a magical boost to their senses, granting them a +2 to all perception related Action Checks for the duration and allowing them to go first in combat without having to roll for initiative.



Hold Portal

Range: INT x2'
Duration: 2d6 + caster level hours
This spell magically holds a door, window, lid, or gate in position for the duration of the spell (*or until dispelled*). Creatures with magic resistance can shatter the spell effect with a successful Action Check to open the portal.

Intangibility

Range: Self
Duration: 1d6 + caster level rounds
The Wizard becomes intangible for the duration, but is unable to move or interact physically with the world around him. The caster is immune to physical damage for the duration, but energy attacks (*electrical, fire, etc.*) will still do them harm.

Literacy

Range: Self
Duration: 1 hour / level
This spell allows the caster to read directions, instructions, and similar notations that are written in unfamiliar or even unknown non-magical languages. It is especially useful for treasure maps. This spell does not translate magical scripts or the spoken word.

Memory Stream

Range: Self
Duration: 1d3 + 1 Minutes
The Wizard is able to hear and see a montage of past impressions and sensory data from immediate area.

The Adventurer has no control over what information comes to their mind, but the strongest, most significant memories attached to the area (*Referee's discretion*) will leap to mind most strongly.

The Wizard is unable to move or act while receiving the Memory Stream, and must, at the end of the duration, make a Saving Throw or be knocked unconscious for 1d3 + 1 minutes, overcome by the information they received.

Night Vision

Range: Special
Duration: Until Sunrise
This spell grants the Wizard and 1d6 + 1 additional designated targets (*must be within 30' at the time of casting*) the ability to see in up to complete darkness as if it were daylight (*albeit in shades of gray*) until the next sunrise.

Pedantic Overload

Range: 60 ft.
Duration: 1d3 + 1 minutes
Forces the target to stop everything, drop their defenses and begin to involuntarily recite everything they know about one particular mundane subject. A successful Saving Throw results in the target being slightly distracted for 1d3 rounds (*-2 to attacks and Action Checks*)

Protective Ward

Range: Self
Duration: 1 hour / level
Creates a magical field of protection around the caster to block out all beings who bear ill intent towards the caster, causing them to suffer a -1 penalty to-hit the caster, and the caster gains +1 on all saving throws against such attacks.

Regenerating Tissue

Range: Touch
Duration: Special
The Wizard can touch a wound, causing it to slowly regenerate. 1d6 hit points, plus an additional 1 hit point per caster level will return to the target at a rate of 1 minute per point healed. Interruptions during the process will cause the process to fail and reduce the effectiveness of the spell.

Shape Metal

Range: Touch
Duration: Instantaneous
The Wizard can liquefy metals and alloys on touch, affecting up to one cubic foot of material per level. This spell can be used to sculpt metal into new shapes, should the caster have some aptitude or talent for such things.

It can also be used to inflict 1d6 damage +1 per caster level on metal-based lifeforms, golems, automatons and the like, or to make spontaneous modifications to the hull of a metal wall or piece of machinery.

Shared Thoughts

Range: 1 mile / level
Duration: Concentration
This spell allows the Wizard to communicate mentally with one other person within range. The communication granted is two-way. If the target is unwilling, a successful Saving Throw will prevent the connection.

Slumbertime Range: 240 ft Duration: Referee's discretion
This spell puts enemies into an enchanted slumber. It affects creatures based on their hit dice. Those affected will awaken normally in 2d6 hours, or if physically shaken or disturbed.

Numbers Affected by Slumbertime

TARGET HD	NUMBER AFFECTED
Less than 1 to 1+	2d6+3
1+ to 2	2d6
3+ to 4+1	1d6

Sobering Thoughts Range: Touch
Duration: Instantaneous
The target of this spell has any and all effects of intoxicants immediately removed from their system. Unwilling targets get a Saving Throw to remain intoxicated.

Summon Familiar Range: Self
Duration: Until death or dismissal of Familiar
This spell summons an extra-dimensional spirit that typically takes on the form of a small animal of some kind (no larger than a small dog). The Familiar will do simple errands for the Wizard and can speak the primary language of the Wizard as well.

The Familiar possesses enough intelligence to perform simple tasks and communicate simple ideas to the Wizard. Should the Familiar be killed, the Wizard must make a Saving Throw or permanently lose 1 point of Constitution and be rendered unconscious for 3d6 days. If the Saving Throw is successful, the Constitution loss is temporary, returning in 6d6 hours, during which time the Wizard is unconscious.

Familiars have the following statistics

Armor Class: 6 [13] Hit Dice: 1+1
Saving Throw: 14 Total Hit Bonus: +2
Attacks: Bite or Claw: 1d4+1
Movement: 12 [18 fly]
Special: +2 Action Checks to Stealth, Dark Vision

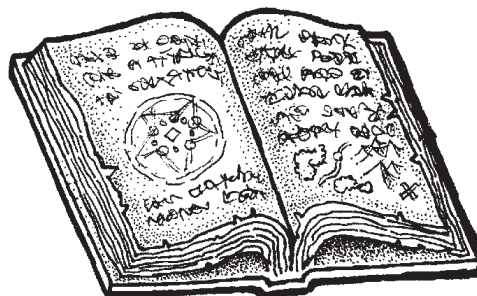
Telekinesis Range: INT x Level
Duration: Concentration
This spell allows the Wizard to move and manipulate an object of up to 1 pound in weight, plus one additional pound per caster level. Items can only be moved at a maximum speed of 6 squares/hexes (30') per round.

SECOND LEVEL WIZARD SPELLS

Arachne's Web Range: 30 ft. + 10 ft./level
Duration: 8 hours
Fibrous, sticky webs fill an area up to 10 x 10 x 20 feet. It is extremely difficult to get through the mass of strands—it takes 1d3+2 full rounds if a torch and sword (*or a flaming sword*) are used, and creatures larger than a horse can break through in 2 rounds. Trying to break through without flame or an edged weapon will take longer—2d6 + 4 rounds.

Arcane Lock Range: 5 ft.
Duration: Permanent until dispelled
As with a Hold Portal spell, but it is permanent until dispelled. Creatures with magic resistance can permanently shatter the spell effect with a successful Action Check to open the portal.

Any Arcane spell caster of 6HD or higher can open the portal on a successful Action Check, and an Open Portal spell will automatically open it as well (*although the spell is not permanently destroyed in these cases*). The caster may open the portal any time they desire without disrupting the spell.



Fog Bank Range: 150 ft + 10 ft/level
Duration: 1d3 x 10 minutes per level
A bank of fog billows out from the target point. The fog obscures all natural sight, beyond 5 feet.

A creature within 5 feet has concealment (-4 [+4] to AC). Creatures farther away have total concealment (-10 [+10] AC, and the attacker can't use sight to locate the target). A moderate wind (11+ mph) disperses the fog in 4 rounds; a strong wind (21+ mph) disperses the fog in 1 round. The spell does not function underwater.

Improved Intangibility Range: Self
Duration: 2d6 + caster level minutes
This improved version of the Intangibility spell causes the Wizard to become both translucent and intangible, unable to affect, or be affected by physical objects. They are still subject to damage from energy attacks.

The Intangibility may be activated and deactivated during the duration, but it takes a full combat round to make the transition from one state to the other.

Levitation Range: 20 ft./level
Duration: 10 min./level
This spell allows the Wizard to levitate themselves, moving vertically up or down, but the spell itself provides no assistance with lateral movement. A wall, cliff side, or ceiling could be used to move along hand-over-hand.

Levitation allows up or downward movement at INT feet per round, and the caster cannot levitate more than 20 feet per level from the original point where the spell was cast.

Magic Mouth Range: 30'
Duration: Until Triggered
This spell creates an enchanted mouth that suddenly appears and speaks its message when triggered by an event specified at the time of casting.

The message can be up to 30 words, plus one additional word per level of the caster in length and in any language the caster knows. The range of the trigger is 15' per level of the caster.

Mirror Image Range: Around caster
Duration: Encounter or until destroyed
The spell creates 2d3 images of the caster, acting in perfect synchronization with them like mirror images.

Attackers cannot distinguish the images from the caster, and may attack one of the images instead of the actual caster (*determined randomly - roll 1d6, a result of 1 hits the caster instead of an image*). When a hit is scored upon one of the images, it disappears.

Missile Shield
Range: Self Duration: 2 hours
The Wizard becomes nigh-invulnerable to small non-magical missiles. This grants a damage reduction to incoming damage from non-magical projectiles of 8 points. Any damage that exceeds that amount will get through.

Open Portal Range: 30 ft.
Duration: Instant
This spell will force open a closed door, window, trapdoor or lid. The target portal can be physically or magically locked. Bars will be moved aside, tumblers will be dropped into place and even chains holding a portal closed will snake off and drop out of the way. The portal will open fully when this spell is cast.

Phantasm Range: 240 ft.
Duration: Until negated or dispelled
This spell creates a realistic illusion in the sight of all who view it. The illusion disappears when it is touched, but if the viewer believes the illusion is real they can take damage from it. The size of the phantasm created cannot be more than 10 cubic feet per level of the Wizard.



Pyrotechnics

Range: 240 feet

Duration: 1 hour

The caster creates either fireworks or blinding smoke from a normal fire source such as a torch or campfire. The Referee will decide exactly how much smoke (or fireworks) is produced, what effect it has, and what happens to it as it is produced, but the amount of smoke will definitely be more than enough to fill a 20 x 20 x 20 feet cube in volume.

Sphere of Darkness

Range: 120 ft.

Duration: 1d3 hours

This spell creates a sphere of complete and absolute darkness, inside of which, no non-magical light will shine, nor can any non-magically enhanced vision penetrate. The sphere created is 15 feet in diameter at first level and increases in size by 5 feet for each additional level gained. The Wizard may make an Action Check to create a smaller sphere than the maximum allowed.

THIRD LEVEL WIZARD SPELLS

Alter Time

Range: 240 ft.

Duration: 30 min.

The caster must announce which of the two options is being cast.

Both options have a 60 foot radius area of effect:

1. As a Haste spell, as many as 24 creatures may move and attack at double normal speed.
2. As a Slow spell, as many as 24 creatures failing a saving throw may only move and attack at half speed.

Amphibious Adaptation

Range: Touch

Duration: 2 hours/level

This spell allows the target to breathe under water as well as in air for the duration of the spell.

**Animal Tongues**

Range: Self

Duration: 1 hour / level

For the duration of this spell, the Wizard is able to understand and be understood by, normal animals with whom they wish to speak. This does not grant any control ability, nor does it improve the Intellect of the animal (*or that of the caster, a fact which many cats are known to complain about when speaking to Wizards under the influence of this spell.*)

Cloak of Invisibility

Range: 240 ft.

Duration: Until dispelled or an attack is made

The object of this spell, whether a person or a thing, becomes invisible to normal vision, Night Vision, Improved Night Vision and to technological devices. An invisible target cannot be attacked unless its approximate location is known, and all attacks against the invisible target are made at -4 to-hit.

Dispel Magic

Range: 120 ft.

Duration: 10 minutes / level

Dispel magic can be used to completely dispel most spells and enchantments, at least temporarily.

An Action Check is required, with the difference in the level of the original caster and the dispelling caster used as a modifier for success.

Our Wizard, Sara Dashiel, has reached level 6 and has learned (but not prepared) Dispel Magic. She and her companions encounter a locked door covered with a magical ward of disruption (A legendary level 5 spell, requiring at least a level 9 caster; although the referee's notes mark it as having been cast by a level 10 caster).

She receives a +2 for being a level 6 Wizard and a +1 for her Intelligence to her Action Check for this, for a modifier of +3. However, the original caster was four levels higher than her, so her final modifier is +3-4 = -1 to her Action Check. Sara spends 90 minutes casting the spell as a ritual, makes her Action Check to successfully cast the spell and then rolls to see if her spell is effective in dispelling the magical ward. She and her companions breathe a sigh of relieve as the dice turn up with a 10 on the faces, allowing it to succeed.

Gift of Tongues

Range: Self

Duration: 1 hour + 1 hour/level

The Wizard gains the ability to understand any spoken language they hear and their words are instantly understandable to all within hearing, regardless of their language, each will hear it in a language that makes sense to them.

Improved Night Vision

Range: Special

Duration: Until Sunrise

This spell grants the Wizard and up to $2d6 + 3$ additional designated targets (*must be within 30' at the time of casting*) the ability to see in up to complete darkness and in full color as if it were daylight until the next sunrise.

Improved Protective Ward

Range: 30 ft.

Duration: 1 hour / level

Creates a spherical magical field of protection, 30 feet in diameter around the target area to block out all beings who bear ill intent towards the caster, causing them to suffer a -4 penalty to-hit those in the area, and those protected gain +4 on all saving throws against such attacks.

In order to enter the field, beings of ill intent must make a successful Saving Throw. They are still subject to the attack penalties if this saving throw is made, but they may enter into close combat with those within the warded area. Any protected individual exiting the warded area loses the benefits of the ward.

Improved Shared Thoughts

Range: 1 mile / level

Duration: Concentration

This spell allows the Wizard to communicate mentally with up to six other persons within range.

The communication granted is two-way. If any of the target is unwilling, a successful Saving Throw will prevent the connection with that individual.

Improved Slumbertime

Range: 240 ft

Duration: until awakened

This spell puts enemies into an enchanted slumber. It affects creatures based on their hit dice. Those affected will awaken normally in $2d6 + 4$ hours, or if physically shaken or disturbed.

Numbers Affected by Improved Slumbertime

VICTIM'S HD	NUMBER AFFECTED
Less than 1 to 1+	$6d6 + \text{level}$
1+ to 2	$3d6 + 3$
3+ to 4+1	$2d6 + 2$
5 to 7	$1d6 + 1$
7+1 to 8	1d3

Mystic Bonds

Range: 100 ft. + 10 ft./level

Duration: 1 hour + 10 minutes per level

The caster can target either $1d3 + 1$ visible persons within range or may instead target a single individual who must make their save at a -4 penalty.

Glowing, translucent chains of magical energy bind the target(s). A successful saving throw by the target(s) causes the spell energy to shatter when it tries to bind the target.

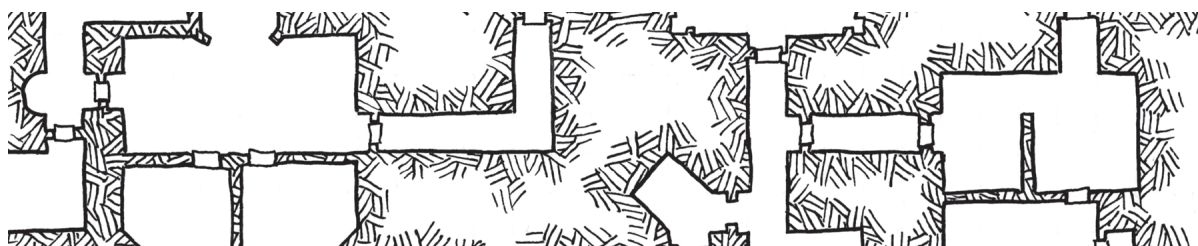
Reduction

Range: 10 ft. / level

Duration: 1 hour / level or until dispelled

The target of the spell is reduced in size to 10% of its original size. Living beings retain their Attribute scores and abilities, they are simply reduced in size.

Unwilling targets get a Saving Throw to avoid the effects of the spell. The caster may dismiss the effect of this spell as a free action, and a dispel magic spell will cancel the spell effect and duration.



Rope Trick

Range: STR x 2 ft.

Duration: 1 hour/level

The Wizard tosses a rope into the air, and it hangs there, waiting to be climbed. A number of human-sized individuals equal to the casters INT score can climb the rope and disappear into a small pocket dimension.

The rope itself can be pulled into the pocket dimension, or left outside. The rope can be removed from the outside if left visible.

Anyone or anything inside the pocket dimension at the end of the spells duration will be ejected and dumped on the ground, possibly taking falling damage as the pocket dimension implodes.

Scrying Glass

Range: special

Duration: Concentration

The caster must have a clear or reflective surface upon which to cast this spell (*bowl of water, mirror, window, etc.*), and must concentrate upon a person or location known to him.

As long as the Wizard concentrates, they can see and hear everything within a 30 foot radius of the spot or person they are targeting. If a person, the point of view moves with them.

Beings with an Intelligence of 13 or higher get a Saving Throw to realize they are being watched, although they will not know from where. The target or person must be within 10 miles per level of the Wizard.

Sensory Overload

Range: 120 ft.

Duration: Instantaneous

This spell forces the sight, smell, hearing, touch and taste senses of the target to be inundated with stimuli in an instant, causing disorientation and pain.

Targets will take 1d6 points of damage, plus an additional 1d6 points of damage for every 3 levels of the caster, and be stunned for 1d3+3 rounds. A successful saving throw will reduce the damage by half and the target will only be stunned for 1d3 rounds.

FOURTH LEVEL WIZARD SPELLS

Control Monster

Range: 60'

Duration: Until dispelled

This spell affects living monsters and animals, as well as affecting Sentient beings. For creatures of less than 3 HD, up to 3d6 targets may be affected.

If the spell succeeds (*saving throw allowed*), the unfortunate creature falls under the caster's influence and will follow directions given them as if the caster were their only true friend.

Confusion

Range: 120 ft.

Duration: 1 minute/level

This spell confuses people and monsters, making them act randomly. Roll 2d6 to determine the creature's behavior:

Confusion Reaction

ROLL	REACTION
2	Attack the caster and his allies
3-8	Stand baffled and inactive
9-12	Attack each other

The effects of the confusion may shift every 3 rounds, and the dice are rolled again to determine any change.

The spell affects 2d6 creatures, plus an additional creature for every caster level above 7th.

Creatures of 3 HD or fewer are automatically affected by the spell, and it takes effect immediately.

Creatures of 4 HD or more may make a Saving Throw every three rounds (when the effects change), until they successfully throw off the effects of the spell or the spell effect expires

Dimensional Portal

Range: 10 ft. casting, 500 ft. teleport

Duration: Instantaneous

Dimensional Portal is a weak form of the Teleport spell. The caster can teleport themselves, an object, or another person with perfect accuracy to the stated location, as long as it is within the given range and the caster is either familiar with or can see the target location.

Elemental Weapon

Range: 30 ft.

Duration: 10 minutes / level

This spell imbues the targeted weapon with a link to the one of the following elemental planes of the caster's choice at the time of casting [*ice, fire, electricity*] and the weapon does an additional 1d6 damage of that elemental type on a successful attack.

Elemental Wall

Range: 60 ft. + 10 ft./level

Duration: Concentration

The caster must decide what element the wall will be comprised of upon casting this spell; earth, air, fire, water, ice, or electricity.

The spell can be in any shape with a maximum size of 10 cubic feet per level of the caster. Walls will retain their shape for 1d3 rounds after the caster ceases concentrating on maintaining them.

The element chosen will have differing effects; chosen by the Referee, with the following suggestions:

Earth: Walls of Earth prevent forward movement and ranged attacks.

Air: A Saving Throw is required for a creature to pass through the wall of air at half normal movement, and ranged weapon attacks are made with a -4 penalty.

Fire: Any creature moving into the fire will take 3d6 fire damage (*Saving Throw for half damage*) and any combustibles will ignite each round they are in contact with the flames. Ranged attacks with wooden ammunition will be negated and those with metal ammunition will do half damage.

Water: A Saving Throw is required for a creature to pass through the wall of air at half normal movement, taking 1d6 damage each round from drowning, and ranged weapon attacks are made with a -4 penalty.

Ice: Walls of ice prevent forward movement and attempts to climb over them are subject to a -4 Action Check penalty.

Electricity: Walls of electricity will short out any electrical or electronic devices brought within 5 feet of them, and do 3d6 damage to any who touch the wall (*Saving Throw for half damage*). Ranged attacks through the wall of electricity are made at a -8 penalty.

Forest of Deception

Range: 500 ft.

Duration: Until negated or dispelled

One hundred or fewer man-sized creatures are changed to appear like innocent trees. The illusion is so perfect that creatures moving through the "forest" will not detect the deception. Any disguised creature that initiates an attack will be revealed.

Improved Cloak of Invisibility

Range: 300 ft.

Duration: Until dispelled or an attack is made

This spell creates a 15 foot radius hemispherical area centered upon the target location that becomes invisible to normal vision, Night Vision, and Improved Night Vision.

An invisible target cannot be attacked unless its approximate location is known, and all attacks against the invisible target are made at -4 to-hit. If the spell is targeted to an individual, it moves with them.

Passwall

Range: 30 ft.

Duration: 30 minutes + 10 minutes/level

This spell creates a hole through any material up to the density of solid granite. The hole or tunnel is up to 10 feet deep and is large enough to allow the passage of an average sized human. At the end of the duration, the hole seals itself, leaving no trace of its existence.

Phantasmal Terrain

Range: 200 ft. + 10 ft. / level

Duration: Until touched by an enemy or dispelled

This spell changes the appearance of the terrain into the semblance of what the caster desires. A hill can be made to disappear, or could be replaced with an illusory forest, for example. The maximum area affected is a number of cubic feet equal to the range.

Plant Growth

Range: 120 ft.

Duration: Permanent until dispelled

Up to 300 ft. x 300 ft. (90,000 sq. ft.) area of ground can be affected by this spell; undergrowth in the area suddenly grows into an impassable forest of thorns and vines. The caster can decide the shape of the area to be enchanted.

Polymorph

Range: See below

Duration: See below

The caster must announce which of the two options are being cast:

1. The caster assumes the form of any object or creature, gaining the new form's attributes (*the use of wings, for example*), but not its hit points or combat abilities. The Referee might allow the benefit of the new form's armor class, if it is due to heavily armored skin. A great deal of the spell's effect is left to the Referee to decide. This form of the spell lasts for roughly one hour plus one additional hour for each level of the caster. The caster may dismiss the polymorph on themselves at will.
2. Alternately, this spell allows the caster to turn another being into a different type of creature (*such as a dragon, a garden slug, and of course, a frog or newt*). The polymorphed creature gains all the abilities of the new form, but retains its own mind and hit points. Used in this way, the range on this spell is 60 feet. This form of the spell lasts until dispelled or dismissed by the caster.

If the target of the Polymorph is unwilling, a successful saving throw will still result in their being transformed, but the effect will wear off in 2d6 combat rounds.

FIFTH LEVEL WIZARD SPELLS

Animal Growth

Range: 120 ft.

Duration: 2 hours

This spell causes 1d6+2 normal creatures to grow immediately to giant size. The affected creatures gain an additional 2d6 hit points, any damage from attacks are increased by two die steps and they gain an attack bonus of +2, in addition to any bonus they may already possess.

Animate Dead

Range: Referee's discretion

Duration: Permanent

This spell animates skeletons or zombies from dead bodies. 1d6 undead are animated +1 additional undead per level of the caster. The corpses remain animated until destroyed or dispelled. Animated dead are not Undead and can not be rebuked by the faithful.

Animated Dead have the following statistics:

Armor Class: 8 [11]

Hit Dice: 1

Saving Throw: 17

Total Hit Bonus: +0

Attack: 1d6-1

Movement: 8

Special: half damage from piercing attacks.

Anti-Magic Shell

Range: Caster

Duration: 2 hours

An invisible bubble of force surrounds the caster, impenetrable to magic. Spells and other magical effects cannot pass into or out of the shell.

Fly

Range: Touch

Duration: 1d6 minutes + 1 minute/level

This spell grants the power of flight, with a movement rate of 120 feet per round. The Referee rolls for the duration of the spell in secret and does not disclose this information to the Player.



Move Water

Range: 500 ft.

Duration: See below

The caster must announce which of the two options are being cast:

1. The spell lowers the depth and water level of lakes, rivers, wells, and other bodies of water to 1/2 their normal levels. Used this way, the spell lasts for $2d6 + 2$ minutes.

2. Alternately, this spell creates a gap through water, but only to a depth of 10 feet. Used this way, the spell lasts for $1d3 + 1$ minutes.

Remove Curse

Range: Touch

Duration: Instantaneous

This spell removes the effect of one curse from an item or person.

Summon Elemental

Range: 240 ft.

Duration: Until dispelled

The caster summons a 16 HD elemental (any kind) from the elemental planes of existence, and binds it to his commands.

Each type of elemental may only be summoned once per day. The elemental obeys the caster only for as long as the caster concentrates on it; when the caster ceases to concentrate, even for a moment, the elemental is released and will attack or leave (*Roll 1d6: 1-2: Leave 3-6: Attack Caster*).

Teleport

Range: Touch

Duration: Instantaneous

This spell transports the caster or another person to a destination that the caster knows (at least knowing what it looks like from a painting or a map). Success depends on how well the caster knows the targeted location (an Action Check is required when cast):

1. If the caster has only indirect experience of the destination (known only through a picture or map) there is a -5 penalty—with failure resulting in the teleporter taking $10d6$ damage as they appear completely or partially inside another object.
2. If the caster has seen but not studied the destination there is an -4 Action Check penalty. Half of failures will place the traveler $2d6 \times 10$ feet below the intended

location, possibly resulting in death from arrival within a solid substance. The other half of failures will place the traveler $2d6 \times 10$ feet above the targeted location, possibly resulting in a deadly fall.

3. If the caster is familiar with the location or has studied it carefully there is a -1 Action Check penalty, with 1 in 6 failures arriving below and 5 in 6 arriving above the targeted location. In either case, the arrival is $1d6 \times 10$ feet low or high.

Toxic Cloud

Range: Close

Duration: 1 hour

Foul and poisonous vapors boil from the thin air, forming a cloud 20 feet in radius. The cloud moves away from the caster at a rate of 6 feet per minute unless its direction or speed is affected by winds.

Unusually strong gusts can dissipate and destroy it. Poison-laden, the horrid mist is heavier than air, and thus sinks down any pits or stairs in its path.

The toxins in the cloud will do $4d6$ damage to any caught within its area, and leave them weak and uncoordinated (-4 to attacks and Action Checks) for $3d6$ minutes after exposure. A successful saving throw will reduce the effects by half.

True Sight

Range: Self

Duration: 10 minutes / level

This spell allows the Wizard to see the true nature of anything in his line of sight. Invisible and ethereal objects and creatures are revealed, hidden doors and openings obtain a glowing outline visible only to the caster, items hidden deep within shadow are revealed in stark contrast to their surroundings and the caster can see colors as if it were a bright sunlit day, regardless of the actual light level of the area.



MIRACLES OF THE FAITHFUL

The Faithful and Dwarf Paladins are able to learn the secrets to channeling their beliefs into miraculous effects. There is a limited amount of this miraculous energy that one mortal body can channel without having to rest and/or meditate, and this is reflected in the number of Miracles of each power level the Faithful or the Paladin may channel at their experience level.

The Faithful or Paladin must spend four hours in quiet meditation or restful sleep in order to regain the focus and inner strength necessary to call forth the miracles available to them.

Neither Faithful nor Paladins require a written tome of any type to maintain a record of the Miracles they know. It is committed to the very fiber of their being and nothing less than a major crisis of faith or a major head trauma can dislodge the knowledge from them.

Faithful and Paladins can learn as many Miracles as they can find information or inspiration regarding, and may channel any they are able to use without prior preparation.

Learning Miracles

The Faithful begin play without the inner strength necessary to channel their Faith into Miracles, but gain such strength at Level 2, when they automatically come into the knowledge of one randomly determined Miracle and one of their choice from the first level list.

Paladins gain the ability to channel Miracles at level 3. Paladins have a separate list from the Faithful. There are some Miracles that exist on both lists, but there are also Miracles that are specific to each.

Every time the Faithful or Paladin gains the ability to channel a new power level of Miracles, they gain one randomly determined Miracle of that power level.

Additional Miracles may be learned through studies of the teachings of other bastions of Faith (*Scrolls and Prayer Books, often found through Adventuring*), or

by instruction from an extraplanar being or another individual of great faith (*either of whom must be at least 2 HD higher than the Faithful being taught*). There will typically be some cost to the teaching, although it may not be in standard coin.

If the Miracle is of a power level the Faithful or Paladin can channel, there is no negative modifier to the Action Check. However, if the Miracle is of a level the Faithful or Paladin is currently unable to use, the level of the Miracle is applied as a negative modifier to the Action Check.

Should the Faithful or Paladin fail when making this check, he cannot check again until they have gained a level of experience.

Rolling an unmodified 2 on the check means they can never learn that spell from this particular source, and must seek out a new teacher or source of information, after they have gained another level of experience.

As with Wizards learning arcane magics, the Faithful or Paladin must spend 16 hours per power level of the Miracle being learned in training, or twice that if attempting to garner the secrets without the benefit of instruction.



FIRST LEVEL MIRACLES OF THE FAITHFUL

Armored In Faith

Range: Self

Duration: 1 hour/level

Provides a -2 [+2] bonus to the Armor Class of the Faithful

Darkness of the Soul

Range: 100 ft. + 10 ft./level

Duration: 1 hour + 1 hour/level

This Miracle causes night-time darkness to fall upon the area with a radius of 20 feet per level of the Faithful.

Detect Intent

Range: 20 ft. /level

Duration: 1 hour / level

The Faithful is able to detect the base intentions and emotions of a thinking being. This gives general information such as anger, love, confusion, hunger and the like. The caster must consciously focus on a being to learn this information.

Detect Magic

Range: 60 ft.

Duration: 30 minutes / level

The caster can perceive in places, people, or things the presence of a magical spell or enchantment.

Magical items or secretly placed charms may be discovered with this spell. No information is revealed other than the presence of magical energy.

Healed by Faith

Range: Touch

Duration: Immediate

The Faithful is able to heal 1d6+level points of damage to the target.

Illuminating Faith

Range: 100 ft. + 10 ft./level Duration: 1 hour + 1 hour/level

A person or object is targeted, which then produces a light about as bright as a torch with a radius of 20 feet.

Purify Food and Drink

Range: 30 ft.

Duration: Instantaneous

This Miracle causes 5 cubic feet per level of food and water to be made pure, removing spoilage and poisons.

Putrefy Food and Drink

Range: 30 ft.

Duration: Instantaneous

This Miracle causes 5 cubic feet per level of food and water to be made spoiled and poisoned.

SECOND LEVEL MIRACLES OF THE FAITHFUL

Animal Tongues

Range: Self

Duration: 1 hour / level

For the duration of this Miracle, the Faithful is able to understand and be understood by, normal animals with whom they wish to speak.

This does not grant any control ability, nor does it improve the Intellect of the animal (*or that of the caster, a fact which many cats are known to complain about when speaking to Faithful under the influence of this Miracle.*)

Blanket of Faith

Range: 30 ft.

Duration: 1 hour / level

The target is bathed in a slightly glowing aura, which protect them from the natural elements.

While under the effect of this Miracle, the recipient is comfortable and dry, unable to be affected by natural heat, cold, wind, snow or rain

Blessings of Faith

Range: 60 ft.

Duration: 30 minutes / level

This Miracle can affect 2d3+1 targets within range as designated by the Faithful. Recipients receive a +1 bonus to all Attacks, Damage, Saving Throws and Action Checks for the Duration.



Bonds of Faith

Range: 100 ft. + 10 ft./level

Duration: 1 hour + 10 minutes per level

The caster can target either 1d3+1 visible persons within range or may instead target a single individual who must make their save at a -2 penalty. Glowing, translucent chains of magical energy bind the target(s).

Those who fail their save are unable to move unless a successful Save at -4 is made, and any actions that require movement will also be at a -4 penalty for the duration.

Curse of the Faithless

Range: 60 ft.

Duration: 30 minutes / level

This Miracle can affect 2d3+1 targets within range as designated by the Faithful. Recipients receive a -2 penalty to all Attacks, Damage, Saving Throws and Action Checks for the Duration. A successful Saving Throw avoids the effect of this Curse.

Holy Light

Range: Self

Duration: 10 minutes / level

The Faithful is surrounded by a faintly glowing light that brightens in the presence of undead and demonic creatures, and causes them to avoid the faithful, unless they make a successful saving throw.

In either case, any undead or demons will take 1d3 points of damage per round when within 10 feet of the Faithful. A saving throw can be made each combat round the creatures are within range of the light. A successful saving throw indicates they take no damage that round.



THIRD LEVEL MIRACLES OF THE FAITHFUL

Afflicted Caress

Range: Touch

Duration: Until Cured

The target of this spell, unless successful on a saving throw, is the recipient of a disease as determined by the referee.

On a successful saving throw, the target experiences a few moments of nausea, retching and reeling for 1d3 rounds, resulting in a -2 penalty to all actions while so affected.

Blessed Weapon

Range: 30 ft.

Duration: 30 minutes / level

The targeted weapon glows with the power of the Faithful and does an additional +2 damage to successful attacks, or +6 damage if the target of the attack is undead or demonic in origin.

Curative Touch

Range: Touch

Duration: Immediate

This Miracle will immediately remove the presence of any one disease in the target.

Improved Armored In Faith

Range: Self

Duration: 1 hour/level

Provides a -4 [+4] bonus to the Faithfuls Armor Class

Remove Curse

Range: Touch

Duration: Instantaneous

The targeted item/person has the effects of one curse removed.

Speak with Plants

Range: 30 ft.

Duration: 1 hour/level

The caster can speak to and understand the replies of plants. Plants will obey the commands of the faithful within their capability (*e.g. twisting or bending aside to ease his passage, etc.*).

That Which was Lost Shall be Found

Range: WIS miles + 1 mile/level

Duration: until located

The Faithful declares what it is they wish to find upon channeling this Miracle (*gold, undead, dogs, rare books, cigars, etc.*) If the item is within WIS feet of the caster, she will know immediately where it is.

If it is farther away, but within range, they will get a general sense of direction and distance, and become aware of when the object is within WIS feet. Unless a specific object is designated, the spell will locate the largest/most powerful concentration of the object within range.

FOURTH LEVEL MIRACLES OF THE FAITHFUL

Antitoxin

Range: Touch

Duration: Immediate

Immediately removes all toxins and their effects from the target.

Everlasting Darkness of Hopelessness

Range: 30 ft

Duration: Permanent until dispelled

This target creates a globe of impenetrable darkness with a 30 foot radius. Any Undead or Demonic creatures within the area of effect will be able to see perfectly. These creatures will also receive a +1 bonus to all actions. Any normal light source brought within the area of the globe is immediately snuffed out and any magical light is dimmed to a faint point of light, being dispelled completely if it gets within 10 feet of the target point of this Miracle. This darkness cannot be expunged by non-magical means, but can be dispelled, or if brought within 10 feet of the Everlasting Light of Faith, they will permanently cancel one another.

Everlasting Light of Faith

Range: 30 ft

Duration: Permanent until dispelled

The target glows with a warm light, illuminating a 30 foot radius and providing all living beings within it's glow a comfortable environment. Undead and Demonic creatures within the glow of this light are at a -1 penalty for all actions. This light cannot

be extinguished by non-magical means, but can be dispelled, or if brought within 10 feet of the Everlasting Darkness of Hopelessness, they will permanently cancel one another.

Improved Blanket of Faith

Range: 60 ft.

Duration: 1 hour / level

Up to 1 target per level of the faithful may be chosen within the range of this Miracle. Targets are bathed in a slightly glowing aura, which protect them from the natural elements. While under the effect of this Miracle, the recipients are comfortable and dry, unable to be affected by natural heat, cold, wind, snow or rain.

Improved Healing Touch

Range: Touch

Duration: Immediate

The Faithful is able to heal 3d6+3 points of damage to the target.

Sticks to Snakes

Range: 100 ft.

Duration: 15 minutes / level

The caster may turn as many as 1D6/level normal sticks into snakes, each one having a 50% chance of being venomous. The snakes follow his commands, but turn back into sticks at the end of the spell (or when killed).

The Snakes created have the following statistics:

Armor Class: 6 [13]

Hit Dice: 1-1

Saving Throw: 15

Total Hit Bonus: +0

Attacks: Bite: 1d2

Movement: 12

Special (3 in 6 are poisonous)

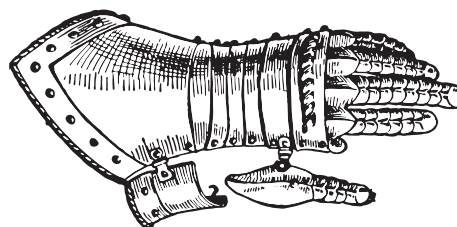
Poison: 1d3+1 damage per round for 1d6 rounds, save each round. Saving Throw negates further poison effect for that bite.

Truly Armored In Faith

Range: Self

Duration: 1 hour/level

Provides a -6 [+6] bonus to the Armor Class of the Faithful



FIFTH LEVEL MIRACLES OF FAITH

Improved Holy Light

Range: Self

Duration: 30 minutes / level

The Faithful is surrounded by a faintly glowing light that brightens when within 50 feet of undead and demonic creatures.

Any undead or demons will take $1d6+1$ points of damage per round when within 10 feet of the Faithful. A saving throw can be made each combat round the creatures are within range of the light. A successful saving throw indicates they take no damage that round.

Insect Plague

Range: 500 ft.

Duration: 4 rounds per level

A storm of insects gathers, and goes wherever the caster directs. The cloud is approximately 400 square feet (20×20 feet, or equivalent volume). Any creature with fewer than 2 HD exposed to the cloud of insects will flee in terror (*no saving throw*).

Questions of Faith

Range: Caster

Duration: 3 questions

Extraplanar beings grant answers to three questions the caster poses. Higher powers don't like constantly being interrogated by mere mortals, so the spell should be limited to one casting per week or so.

The Referee may rule that a caster may cast a double strength Questions of Faith spell composed of six questions once per year on a date that has special meaning to the Faithful.

Nurturing Feast

Range: 30 feet

Duration: Instantaneous

This Miracle summons forth a trestle table loaded with enough food and pure water to satisfy two dozen individuals.

Those who partake in the feast will feel refreshed and rested and will be healed of $2d6+2$ Hit Points of damage each.

Revivification

Range: Line of sight

Duration: See below

Revivification allows the Faithful to raise a body from

near death or recent death, provided it has not been dead too long. The normal time limit is 1 day, but for every caster level higher than 8th, the time limit extends another 2 days.

Characters with low constitution might not survive the ordeal (*roll 1d6, modified by Constitution Modifier; results of 2 or less are permanently dead*); and even for those with a strong constitution, a period of two weeks is required before they can function normally.

This Miracle is draining on the Faithful as well, and after Reviving the target, the Faithful must rest and will be unable to channel any miracles for $2d6$ days.



FIRST LEVEL MIRACLES OF THE PALADIN

Armored In Faith

Range: Self

Duration: 1 hour/level

Provides a -2 [+2] bonus to the Armor Class of the Paladin

Detect Intent

Range: 20 ft. /level

Duration: 1 hour / level

The Paladin is able to detect the base intentions and emotions of a thinking being. This gives general information such as anger, love, confusion, hunger and the like. The caster must consciously focus on a being to learn this information.

Detect Earth's Bounty

Range: 60 ft. + 10 ft. /level

Duration: 30 minutes / level

The Paladin can detect and distinguish the presence of, distance to and general amount of fresh water, edible plants, ore and gemstones within range.

Restorative Touch

Range: Touch

Duration: Immediate

The Paladin is able to heal 1d6 + level points of damage to the target.

Light the Path

Area of Effect: 100 ft. + 10 ft./level x 10 ft. wide

Duration: 1 hour + 1 hour/level

A cone of light precedes the Paladin, illuminating the direction they are facing with a bright light. This light may be dimmed or brightened from a faint glow to daytime brightness over the space of one round by the Paladin during its duration and may be extinguished with a simple gesture.

Sustenance for the Weary

Range: 30 ft.

Duration: Instantaneous

This Miracle turns enough stones or other inedible objects into tasty and nutritious foods (still maintaining their original appearance) and opens a spring of fresh water that will flow for half an hour. Enough food will be created to feed up to 1d3 individuals, plus an additional 2 individuals per level of the Paladin.

SECOND LEVEL MIRACLES OF THE PALADIN

Earth Tongues

Range: Self

Duration: 1 hour / level

For the duration of this Miracle, the Paladin is able to understand and be understood by creatures that burrow in or beneath the ground. This does not grant any control ability, nor does it improve the Intellect of the animal.

Paths of Guidance

Range: Touch

Duration: 12 hours / level

The Paladin is able to touch a surface and cause a faintly glowing mark to appear, which indicates the direction they wish to indicate with the mark.

This is often used to guide lost travelers to safety. The marks will fade away at the end of the duration.

When this Miracle is called upon, the Paladin receives the ability to place 2d6 marks, plus 1 additional mark per experience level. Each Paladin has a distinctive marking, which allows others of their kind to know who has passed along the trail.

Blessings of Faith

Range: 60 ft.

Duration: 30 minutes / level

This Miracle can affect 2d3 + 1 targets within range as designated by the Paladin. Recipients receive a +1 bonus to all Attacks, Damage, Saving Throws and Action Checks for the Duration.

Bonds of Earth

Range: 100 ft. + 10 ft./level

Duration: 1 hour + 10 minutes per level

The caster can target either 1d3 + 1 visible persons within range or may instead target a single individual who must make their save at a -4 penalty.

Ropes of stone will snake forth to bind the target(s). Those who fail their save are unable to move for the duration. A successful saving throw by the target(s) indicates that the stone disintegrates when it tries to bind them.

Curse of the Faithless

Range: 60 ft.

Duration: 30 minutes / level

This Miracle can affect $2d3 + 1$ targets within range as designated by the Paladin. Recipients receive a -2 penalty to all Attacks, Damage, Saving Throws and Action Checks for the Duration. A successful Saving Throw avoids the effect of this Curse.

Holy Aura

Range: Self

Duration: 10 minutes / level

The Paladin is surrounded by a faintly glowing light that brightens in the presence of undead and demonic creatures, and causes them to avoid the paladin, unless they make a successful saving throw.

In either case, any undead or demons will take $1d3$ points of damage per round when within 10 feet of the Paladin. A saving throw can be made each combat round the creatures are within range of the light. A successful saving throw indicates they take no damage that round.

THIRD LEVEL MIRACLES OF THE PALADIN

Blessed Weapon

Range: 30 ft.

Duration: 30 minutes / level

The targeted weapon glows with the power of the Paladin and does an additional +2 damage to successful attacks, or +6 damage if the target of the attack is undead or demonic in origin.

Curative Touch

Range: Touch

Duration: Immediate

This Miracle will immediately remove the presence of any one disease in the target.

Improved Armored In Faith

Range: Self

Duration: 1 hour/level

Provides a -4 [+4] bonus to the Paladins Armor Class

Speak with Stones

Range: 30 ft.

Duration: 1 hour/level

The caster can speak to and understand the replies of stones. Stones will obey the commands of the Paladin as far as they are able (e.g. *twisting or bending aside to ease passage, etc.*).



FOURTH LEVEL MIRACLES OF THE PALADIN

Antitoxin

Range: Touch

Duration: Immediate

Immediately removes all toxins and their effects from the target.

Everlasting Light of Faith

Range: 30 ft

Duration: Permanent until dispelled

The target glows with a warm light, illuminating a 30 foot radius and providing all living beings within it's glow a comfortable environment.

Undead and Demonic creatures within the glow of this light are at a -1 penalty for all actions.

This light cannot be extinguished by non-magical means, but can be dispelled, or if brought within 10 feet of the Everlasting Darkness of Hopelessness, they will permanently cancel one another.

Improved Restorative Touch

Range: Touch

Duration: Immediate

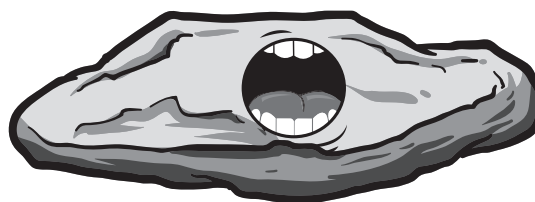
The Paladin is able to heal $3d6$ points of damage to the target, plus an additional 3 points per level of the Paladin.

Remove Curse

Range: Touch

Duration: Instantaneous

The targeted item/person has the effects of one curse removed.



Stones to Stoats

Range: 100 ft.

Duration: 2 minutes / level

The caster may turn as many as 1D3/level normal stones into stoats (a type of weasel). The stoats follow the commands of the Paladin, but turn back into stones at the end of the spell (or when destroyed).

The Stoats have the following statistics:

Armor Class: 7 [12]

Saving Throw: 18

Hit Dice: 1-1

Total Hit Bonus: +1

Movement: 18

Attacks: Bite (1d6-1)

Special: Keen Senses

FIFTH LEVEL MIRACLES OF THE PALADIN

Improved Holy Aura

Range: Self

Duration: 10 minutes / level

The Paladin is surrounded by a faintly glowing light that brightens when within 50 feet of undead and demonic creatures.

Any undead or demons will take 1d6+1 points of damage per round when within 10 feet of the Paladin. A saving throw can be made each combat round the creatures are within range of the light. A successful saving throw indicates they take no damage that round.

Fearsome Bugs

Range: 500 ft.

Duration: 4 rounds / level

A swarm of bugs gathers, and goes wherever the Paladin directs. The swarm is approximately 400 square feet (*20 x 20 feet, or of equivalent volume*). Any creature with fewer than 2 HD exposed to the army of bugs will flee in terror (*no saving throw*).

The Swarm will do 1d4 points of damage to any individuals within their area, they have a total attack bonus of +1 and each 5 points of damage will disperse the swarm within a 5 ft x 5 ft area, rendering that area safe.

Questions of Faith

Range: Self

Duration: 3 questions

Extraplanar beings grant answers to three questions the Paladin poses. Higher powers don't like constantly being interrogated by mere mortals, so the spell should be limited to one casting per week or there may be consequences.

The Referee may rule that a caster may cast a double strength Questions of Faith spell composed of six questions once per year on a date that has special meaning to the Paladin.

Nurturing Feast

Range: 30 feet

Duration: Instantaneous

This Miracle summons forth a trestle table loaded with enough food and pure water to satisfy three dozen individuals. Those who partake in the feast will feel refreshed and rested and will be healed of 4d6+4 Hit Points of damage each.

Revivification

Range: Line of sight

Duration: See below

Revivification allows the Paladin to raise a body from near death or recent death, provided it has not been dead too long.

The normal time limit is 1 day, but for every Paladin level higher than 8th, the time limit extends another 2 days.

Characters with low constitution might not survive the ordeal (*roll 1d6, modified by Constitution Modifier; results of 2 or less are permanently dead*); and even for those with a strong constitution, a period of two weeks is required before they can function normally.

This Miracle is draining on the Paladin as well, and after Reviving the target, the Paladin must rest and will be unable to channel any miracles for 2d6 days.

RANGER SPELLS

Fey Magic

Elves are descended from the Fey Folk and as such, have a natural ability to craft Fey Magic. Elven Rangers gain access to Fey Magic when they reach level four. Rangers learn their spells intuitively, and gain knowledge of the Fey Magic at the capricious whims of luck and fate (*i.e., randomly*).

When an Elf Ranger gains the ability to cast Fey Magic at level four, the player should declare at that time whether the magic renews at noon or midnight, and this will be when they regain the ability to cast their spells each day.

A Ranger does not have to prepare their spells, nor do they require a spellbook. The only requirement to cast their spells is the ability to speak aloud (*even in a whisper*) and gesture with a finger. Being bound by iron or steel will prevent their magic from working, however.

An Elf may cast any spell they know, as long as they have the power (*spell slots*) available to them.

Learning Spells

Elves will spontaneously receive knowledge of one randomly determined first level spell when they reach level four in experience. Each level that they gain the ability to cast a new number or level of spells, they gain a randomly determined spell from the lists they have available to them.

For example; Ryzalec the Blue, an Elven Ranger from Red Oak has just made level four during his adventures. He rests, and when he returns his awareness to the world around him, realizes that he has gained knowledge of one first level Fey Magic spell; Faerie Fire.

After adventuring for a few more months, he increases in level to level five and gains knowledge of yet another first level Fey Magic Spell, Guiding Wisp.

Upon reaching level five, he would gain both a new first level spell, as well as a second level spell. At seventh level, he would not gain any new first level spells, but would gain an additional second level spell.

Knowledge of Fey Magic may also be granted by

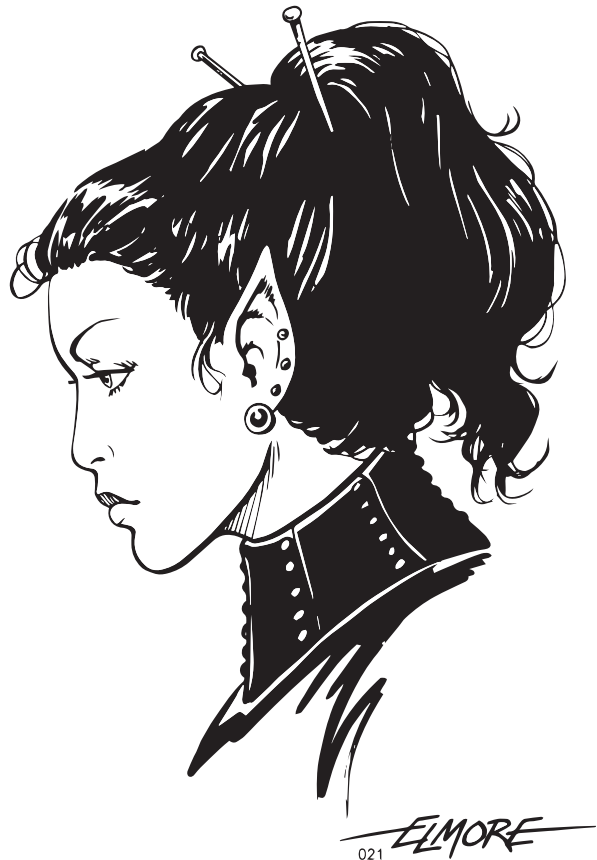
members of the Faerie Court, but this should involve a major quest of some type, as well as owing the member of the Court a Favor.

The Faeries of the Court are capricious, unpredictable and often cruel by mortal (*or even Elven*) standards, but will abide by the strict letter of an agreement.

Under almost no circumstances would a member of the Faerie Court grant knowledge of more than one spell to a petitioner at any time.

'Bonus' Spells

Rangers with exceptional Intelligence are able to cast more spells in a day than the average. These bonus spells (+1 for INT 14-17; +2 for INT 18+) may be used by the Ranger for casting any power level spell they have knowledge of.



FIRST LEVEL RANGER SPELLS

Compel Beast

Range: Touch

Duration: 6 hours per level

The Ranger may compel an unwilling creature of animal intelligence or lower to do their bidding for the duration.

The creature is allowed a Saving Throw, and if successful, will only follow the instructions of the Ranger grudgingly and to the letter, and there is a 1 in 6 chance that at the end of the spells duration, the creature may attack the Ranger.

This increases to a 3 in 6 chance if the creature is treated poorly or placed in obvious danger by the instructions given. The HD of the creature cannot be higher than the level of the Ranger.

Fae Senses

Range: Self or Touch

Duration: 30 minutes per Ranger level

The Ranger may increase their own already superior senses for the duration, or those of a willing recipient.

The target of the spell will gain a +2 to all Perception related Action Checks and allow them to act first in combat without having to roll for initiative. If more than one individual is under this effect, they act in order by Highest Dexterity first.

Faerie Fire

Range: 50 ft.

Duration: 2 rounds per level

The Ranger may illuminate a number of target's equal to half their own level (*rounded down*) in a glowing nimbus of light.

This illumination allows attackers to have a better chance at hitting the targets, granting a +2 bonus to hit to any who attack the illuminated targets.

If a successful Saving Throw is made, the illumination will only last a single combat round and then flicker out.

Giggling Trickster

Range: 30 ft.

Duration: 1 round / Ranger Level

If the target of this spell fails their Saving Throw, they

are beset by an uncontrollable case of laughter.

They are unable to take any actions other than laughing. Those affected by this spell do not suffer any Armor Class Penalties and can move no more than five feet per round while so affected.

Non-Intelligent creatures will be unaffected by the spell.

Guiding Wisp

Range: special

Duration: 1 hour per Ranger level

This spell summons forth a Wisp from the plane of Faerie to guide the Ranger or another indicated individual for the duration.

The Ranger imparts a destination and the individual to guide to the Wisp and it will stay within 100 feet of the individual, leading the way to the destination selected. The Guiding Wisp glows with a red light as bright as a full lantern, but does not interfere with night vision.

If the destination is not reached by the end of the spells duration the Wisp will bounce up and down and attempt to indicate the ultimate direction before returning to the plane of Faerie.

Lesser Glamour

Range: 50 ft.

Duration 1 hour / Ranger Level

The ranger is able to create an illusory scene that occupies no more than a 10 ft x 10 ft x 10 ft area. This scene is stationary and is visual only. If touched or investigated, a successful Saving Throw will reveal it to be an Illusion, but the scene will remain intact and in place until the duration expires, it is dispelled or the Ranger dismisses it.

Whispers of the Fae

Range: touch

Duration 1 minute / Ranger Level

The Ranger touches a target area to act as the nexus of this spell. For the duration, ghostly whispers of nonsensical menacing conversation and laughter will randomly be heard in an area with a 100' radius from the targeted nexus.

SECOND LEVEL RANGER SPELLS

Entangling Flora

Range: 100 ft

Area: 20' x 20' x 10'

Duration 1 hour

This spell causes the grass, vines, flowers and any flora in the area grows rapidly and wraps itself around anyone in the affected area, hindering their movement and ability to attack.

A successful saving throw will allow those within the area to move at a rate of 5' per round, and they must make a fresh saving throw each round to continue moving. If a saving throw is failed, the target is unable to move for the round and must make a successful saving throw in order to break free and attempt to move.

Anyone within the affected area must make a saving throw every round. If no flora is in sight, it will burst from the ground.

Faerie Weapon

Range: Self

Duration: 1d6+4 rounds

The ranger summons forth a weapon from the realm of Faerie. The weapon that appears will do 2d8+2 damage and will grant the Ranger a +1 to hit while wielding it. It can take the appearance of any weapon the Ranger desires and can change appearance instantly once per round if the Ranger wills it.

The Faerie weapon does not require ammunition if shaped into a ranged weapon, and if thrown, will return to the hand of the Ranger at the end of the round in which it was thrown. These weapons count as magical attacks for purposes of damaging opponents.

Mesmerizing Lights

Range: 50'

Duration: Concentration + 1d3+2 Rounds

2d4+Ranger Level Hit Dice of opponents within sight of the dancing faerie lights will be unable to act for the duration because of the fascinating effect of the lights.

A successful saving throw will allow the individual to partially ignore the lights but they will still suffer a -1 penalty to attack and a +1 [-1] penalty to their armor class due to the distracting nature of the display.

Natures Balm

Range: Touch

Duration: Instantaneous

The Ranger calls forth 1d3+2 Berries from the Faerie Realm. These berries, if consumed, will heal 1d6+2 hit points of damage each. The Berries will only remain fresh and effective until the next sunrise, at which time they wither to dust.

Summon Birds

Range 100'

Duration 1d3+1 rounds

This spell draws a flock of hostile avians from the plane of Faerie, directly above the chosen target. For the duration of the spell, the birds will attack the target in a swarm, attacking with a +2 bonus and doing 2d3+2 damage each round that they successfully attack.

In addition to the possible damage from attacks, the flock of birds will prevent spell casters and ranged combatants from being able to attack. The flock has an AC of 4[15] and any successful strike against the flock will reduce the duration of the spell by one round. At the end of the spells duration, the flock of birds will streak back to the plane of Faerie.

Veil of Darkness

Range: 100'

Duration: 10 minutes + 1 minute per Ranger Level

A Stygian cloud of Fae energy flows from the ground in a 50' radius area, rising to 10' in height, centered on the spot indicated by the Ranger.

This darkness is complete and will blanket even magical light within its confines. Those within cannot see at all and will move in a random direction each round that they attempt to move, until they are able to exist the veil.

Dwarves can attempt an Action Check with no bonuses each round to try and orient themselves, due to their pathfinder ability, but any other creature that relies upon sight to find their way will be at the mercies of luck. Movement inside the veil will be reduced to 5' per round due to the mystical effects of the Fae.

The casting Ranger is immune to the effects of the Veil.

THIRD LEVEL RANGER SPELLS

Confuse the Path

Range: Special

Duration: 1 day / level outdoors;
10 minutes / level indoors

The Ranger designates an end point for this spell, and anyone trying to reach that spot must make a saving throw every round or be led in a direction that lies away from the targeted point. A successful save allows those in the area to realize that something is amiss and may proceed to the targeted area, albeit at half speed.

Killing Joke

Range: 50 ft.

Duration: 1 round / Ranger Level

The target of this spell is beset by an uncontrollable case of painful laughter. While under the effects of this spell, they are unable to take any action other than laughing and will take 1d4+1 points of damage each round as their ribs begin to crack and break from the laughter.

Those affected by this spell do not suffer any Armor Class penalties and are able to move up to five feet per round while affected. Non-Intelligent creatures will be unaffected by the spell.

The target of this spell is allowed a saving throw each round. On a successful saving throw, they are still laughing, but take no damage. The caster may dismiss the spell at will.

Misty Form

Range: Self

Duration: 1 hour per Ranger Level

The Ranger and all of their possessions are converted to a translucent mist. The Ranger may move at half normal speed while in Misty Form, and can get through any opening that is not airtight.

The effects of this spell may be suspended or resumed by the Ranger at will while in effect. Changing from one form to the other requires an entire round.

Sword Fodder

Range: self

Duration: 1 hour per level or until destroyed

This spell produces a glamour that creates 1d4+2 identical images of the Ranger, each of which will act in sync with them like images in a mirror.

Attackers are unable to determine which is the real Ranger and which is a glamour. Each round that a successful attack is made against the Ranger, roll a 1d6. On a roll of 2 or higher on the d6, one of the images is struck and vanishes after an overly dramatic death scene (*but effectively instantly*).

if any of the images are left at the normal end of the duration, they will turn to the Ranger, perform an overly dramatic bow, then turn away and disappear as if they stepped through a door.

Thorn Storm

Range: 250'

Duration: Instantaneous

A single thorn shoots from the Ranger's hand, and when it reaches its targeted location, spins rapidly, immediately creating an explosion of thorns radiating out in a sphere from the target.

The Radius of the attack is 20' and inflicts 1d6 damage per level of the Ranger. Those within the area will only take half damage on a successful Saving Throw.

Thorny Entanglement

Range: 100'

Area: 20' Radius

Duration: 1 minute / level

This spell causes vines bearing sharp, vicious looking thorns to burst from the ground to fill the targeted area, and wrap themselves around those within, hindering movement and inflicting cuts and punctures.

A saving throw must be made each round while within the affected area. Those who fail the save will take 2d4 damage from the thorns, and be unable to move. A successful saving throw will reduce damage to a single point, and the entangled individual may move 5 feet in any direction.



FOURTH LEVEL RANGER SPELLS

Circle of Thorns

Range: 50 ft.

Duration: 2 rounds per Ranger level

A circular line of floating, spinning thorns forms around the targeted individual or area with a 10 ft radius. The Thorns will inflict $6d6 + 4$ points of damage to anyone attempting to pass through the protected area. A successful saving throw will result in only taking half damage from the thorns.

Enlarge the Beast

Range: 150 ft.

Duration: 15 minutes per Ranger level

This spell causes $1d4 + 2$ normal creatures to immediately double in size. For the duration of the spell, the affected creatures double their hit point total, gain a +2 to hit and do an additional $1d6$ damage per attack. When the affected creatures revert to their normal size, they are automatically healed of up to $2d6 + 4$ points of damage.

Faerie Portal

Range: Touch

Duration: 1 minute per level

The Ranger can now open a portal directly to the plane of Faerie, allowing themselves and anyone who can enter the portal to travel to Faerie. The portal appears as a vine and flower archway, with a shimmering view of the plane of Faerie visible through the opening.

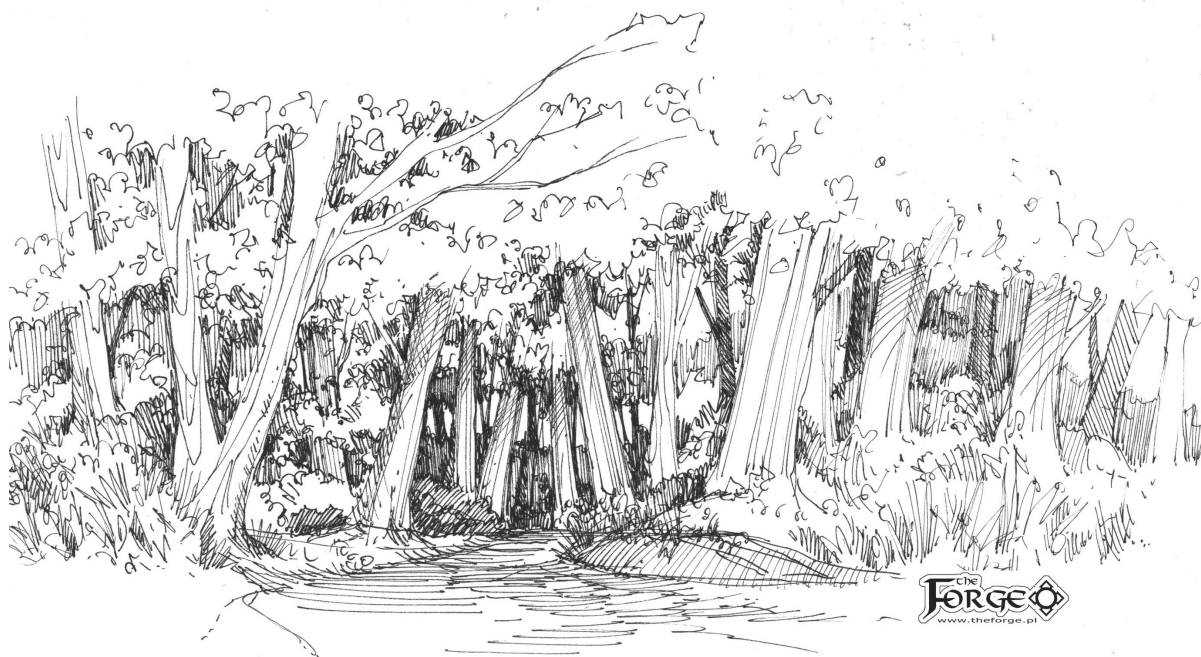
The Ranger will know and can learn paths through Faerie that allows them to cut travel times in the 'real' world.

Questions for the Court

Range: self

Duration: 3 questions

The Ranger may petition a member of the Faerie Court for the answer to three questions. The Fae must answer truthfully, but will only answer yes, no, unknown, or uncertain to the questions posed. If the member of the Court has a task they wish the Ranger to undertake, they may negotiate to give more detailed answers in exchange for the Ranger completing the task. Rangers should beware making deals with the Fae Court.



The Borderlands of Zarteth

The default setting for *Battleaxes & Beasties* is the Borderlands of Zarteth, which I briefly introduced at the beginning of the book. I will repeat that information here and expand upon it to give the players and the referee a basic background of the setting.

The world in which the Empire of Zarteth exists is very old and has seen the rise and fall of many different civilizations over the centuries. The lands of the world are dotted with ruins and strange sites that may be filled with ancient treasures and are almost certainly filled with ravenous monstrosities waiting for some adventurous or foolhardy (*is there really a difference?*) soul to wander into their lairs.

This chapter will give details of the northwestern borderlands of the empire. This region contains mostly a handful of small villages, and one reasonably sized town, Two Rivers, which is the seat of Imperial government for the region. The primary language of the area is Zartian.

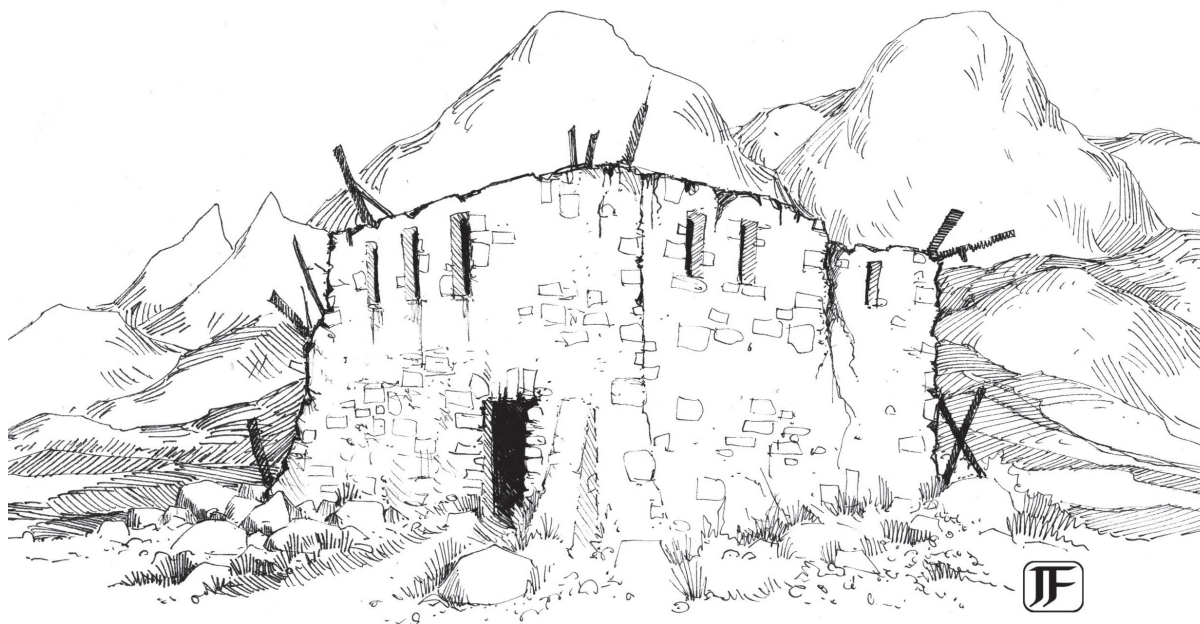
Outside of Two Rivers, there is not much of a military presence in the Borderlands, other than

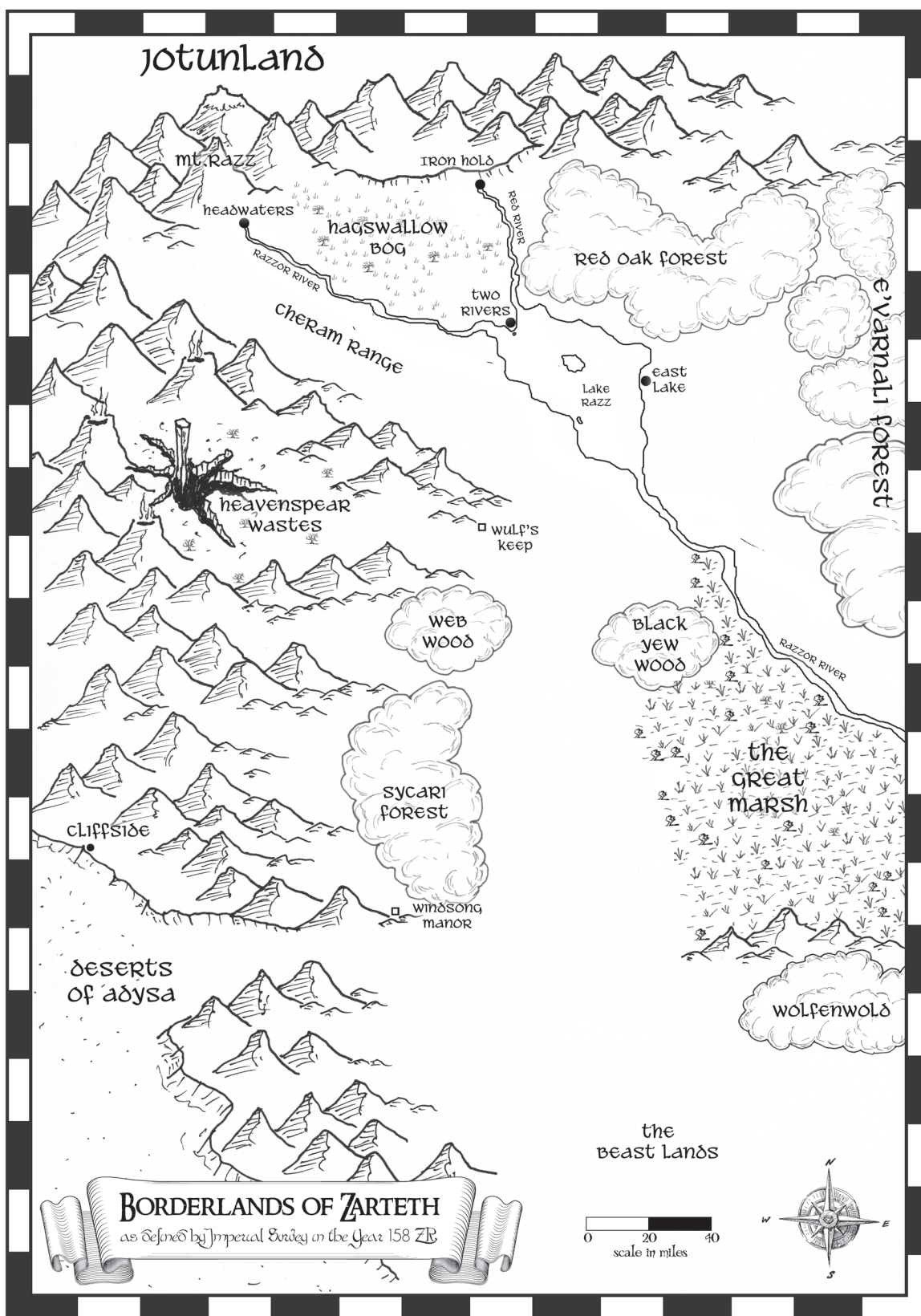
village militias and the outposts of Wulf's Keep and Windsong Manor. The soldiers at Wulf's Keep and Windsong Manor will respond to large threats, such as raiding parties of Beast Folk and the like, but remain close to their post until ordered out by their commanders.

If using the Borderlands as presented in this book, the author recommends having the Adventurers be natives of the area. If the Referee is dropping the Borderlands into an existing campaign, check with them regarding the origins of the Adventurers.

The map on the following page shows the extent of the Borderlands as covered in this book, and what Adventurer's who originate from there are familiar with.

Future products will be released to expand the information available about the Borderlands and the Empire of Zarteth.





What's on the Map?

The Borderlands of Zarteth map shows an area of just over 98 thousand square miles. 260 miles east to west and 380 miles north to south. This is almost as big as my home state (Georgia) and any one of it's neighboring states. With modern transportation, this is still a lot of area. When your primary mode of transportation is going to be on foot, or at best, a horse, it's a very large area.

The average citizen of the Borderlands seldom travels more than a day's walk from their home, and when they do, it is to travel to a nearby Market or to fetch needed supplies that are not available close at hand. Adventurers, on the other hand, tend to travel. They may find this area to become small in fairly short order, and the Referee may want to expand the world, or pick up any of the Empire of Zarteth supplements that will become available after this book hits the market.

As to what you see on the map; we will start at the top left and work our way across and down (well, I'll try to be orderly about it, my descriptions may wander off course a bit, so bear with me).

Jotunland

Beyond the mountains that go across the northern portion of the map is the home of the Jotun, giants of various varieties. The giants mostly stay to their side of the mountain, although they do have occasional border disputes with the folk of the Borderlands. For the most part, as long as each group stays to their respective side of the mountain range, things stay mostly peaceful, random raids aside.

The geography of Jotunland is not generally known to the folk of the Borderlands, and it is considered a bit of a Terra Incognita for the most part. What has been reported by those rare and brave explorers and merchants who have ventured beyond the mountains is that there is a large grassy plain and more mountains in the distance. No reports beyond the Jotun trade town of Hurstwic have been made. Apparently the Jotun will tolerate polite visitors to Hurstwic for the purposes of trade.

The Northern Wall

The mountain range that runs across the top of the map is known locally as the Northern Wall, or simply, The Wall. Rich in iron, coal and gems, the Wall is home to numerous Dwarven clans, Orc and Goblins tribes and a variety of other humanoids and monsters range through here as well. The southern edge of the Northern Wall is considered to be the northwestern border of the Empire.

Mount Razz

Rising above the village of Headwaters, Mount Razz is both the source of the Razzor River and home to mysterious caverns that have yet to be explored.

The Flaming Snout tribe of kobolds have told the residents of Headwaters of the large stone door carved into the side of the mountain and warned that their witchdoctors say the door holds back a terrible evil that lives within the mountain.

There are known to be at least one tribe of ogres living along the slopes of Mount Razz as well, and a Griffon has been spotted flying over nearby grazing lands.

Headwaters Village

Detailed descriptions of the villages and towns of the region will follow the overview.

Headwaters is a small village which relies upon the signature wool they create for their livelihood. The village is on reasonably good terms with the Flaming Snout kobolds, who learned early on that trading peacefully with their neighbors made life much better for both groups.

Hagswallow Bog

This large, low-lying perpetually wet area is framed by the Razzor and Red Rivers and the Northern Wall mountains. There are a few isolated settlements within the bog, typically individual family units or extended families. The Bog is home to a number of small ruins, indicative that the Bog was perhaps not always a wetland. Large, aggressive hounds called Barghests roam the bogs, especially at night, and the land is said to be haunted by spirits and witches.

Iron Hold

Built atop the source of the Red River and deriving their livelihood from mines that delve into the cliffs of the Northern Wall, Iron Hold is a settlement that is owned and ran by the owner of the mines, a Dwarf named Cardin Unger, or Boss Unger as he prefers to be called.

Red River

A slow moving river that flows from beneath the Northern Wall mountain range, the Red River maintains a width ranging from 50 to 100 feet wide and an average depth of about 20 feet as it flows down to Lake Razz.

Red Oak Forest

The Red Oak forest is the domain of the Red Oak Elves, ruled by Queen Ma'abiana Goldthistle. There is one 'open' settlement along the southwestern edge of the forest, near where the Red River flows into Lake Razz. At this settlement, called Trádáil, is the only area of Red Oak freely open to visits from non-elven or non-fae folk.

E'varnali Forest

Insular and not welcoming to visitors, the Elves of the E'varnali are typically haughty and rude to those they meet. Any who wander into their domain are quickly offered an escort to the nearest border of the forest and directions on how to stay out of E'varnali territory. If trade items from outside the kingdom are needed, a small, but heavily armed contingent will usually travel to Trádáil or perhaps to East Lake or Two Rivers to trade. The E'varnali is ruled by the Green Lord, Systarian Ela and his Lady, Genari Ela.

Razzor River

Flowing from beneath Mount Razz to the distant sea known as the Vast Deeping, the Razzor is a wide and powerful river. Widening from it's initial 30 feet or so wide at the source, by the time the river feeds into Lake Razz, it has reached an impressive 500 feet in width.

Two Rivers

The largest settlement in the Borderlands, the town of Two Rivers is the heart of Imperial power in the region. The Empire is represented here by Governor Princess Celeste Waelden, a niece of the Emperor. Two Rivers relies upon the trade from neighboring settlements and from deeper in the Empire for it's livelihood. There is a small detachment of the Imperial Army here in addition to the Imperial Guard responsible for the safety of the Governor.

Isle of Mist

There are numerous small islands along the shore and in the waters of Lake Razz, but in the center of the lake there is an island that is perpetually wreathed in mist, regardless of the weather.

Sailors who venture into the mists report that they quickly lose their sense of direction and that there appears to be an island, with a tall tower upon it within the fog, but they have been unable to make landfall.

Rumors abound regarding the Isle of Mist, ranging from it being the home of a minor deity to it being a secret, magical prison utilized by the Empire.

East Lake

A small farming community along the eastern shores of Lake Razz that exports apple brandy and cheese. East Lake maintains good relations with the Elves of Red Oak.

Cheram Range

The grassy plain that lies between the western mountain range and the Razzor River is home to the Cheram, the name given to multiple and varied tribes comprised mostly of humans, but also of other races as well. The Cheram live a semi-nomadic existence along their territory, along with a few small, permanent settlements that maintain farms. Twice a year, at the summer and winter solstice, the tribes all gather at a sacred location along the western shore of Lake Razz for their 'great council', where they arrange marriages, alliances and compete in games of skill.

The Three Sisters

Three volcanoes that surround the Heavenspear Wastes, the Three Sisters are said to be gateways to the netherplanes or to the elemental plane of fire, or possibly both, depending upon who you ask.

It has been reported by reliable witnesses that at least one large dragon apparently makes it's home in or around the center most volcano. There is a large lake of molten lava between the northern and center of the volcanoes that is known as the Earthblood Sea.

Heavenspear Wastes

Eons ago, the gods waged a war that spilled over to the land below. Shanna, the Huntress drove her obsidian spear into the heart of the Dark Lord, splitting the land asunder with the force of the blow and burying the body of the Dark Lord deep within the crevice created by the impact, where he is said to be held to this day.

The Wastes are home to the Lost Ones, followers of the Dark Lord who roam the Wastes and the depths of the pit in an attempt to find their pinioned god and return him to power.

Wulf's Keep

This keep, on the edges of the Borderlands itself is tasked with keeping the Lost Ones within the confines of the Wastes and in trying to thin their ranks as possible. Commanded by Sir Maximus Mactyre, the Keep has a force of roughly six dozen soldiers and three additional knights.

Web Wood

This thick wood is said to be home to a giant spider that the Cheram say is either a minor deity or a minor demon, depending upon which tribe is asked. The wood is most assuredly filled with spiders, as most of the trees visible from the edges of the wood are festooned with thick spiderwebs.



Black Yew

A thickly wooded area bordering the Great Marsh, Black Yew is named for the rare version of the coniferous tree that are found mostly within this woodland within the Borderlands.

Black Yew wood is harder and more fire resistant than most coniferous wood and is highly sought after by crafters. The forest is, however, also home to various fae creatures, many of whom take exception to efforts to harvest the Black Yew from within their domain.

Deserts of Adysa

Stretching to the west and the south, the Deserts of Adysa are a windswept, sandy desert of dunes, scattered oases and ancient ruins. The entire desert and some adjacent lands to the west are claimed as the territory of the Caliphate of Adys. The fierce nomads of the Njhar dispute this claim and most refuse the rule of a soft, city bound caliph.

The deserts are home to large, poisonous scorpions, with bodies as large as a draft horse and stingers the size of swords. Also found in the desert in large numbers are the jackal-headed beast folk commonly called Anubans.



Cliffside

This small settlement is perched atop the cliffs that overlook the Deserts of Adysa. Aligned with neither the Caliphate of Adys nor the Empire of Zarteth, Cliffside has declared itself as a neutral and open town.

This, as well as its isolated location, gives it the distinction of being a meeting ground for diplomats and criminals both.

Windsong Manor

The fortified home of Baroness General Tabitha Windsong, slayer of the Beastking Azaeldran. Windsong manor is a fortified compound built upon the ruins of an older set of structures. A fifteen foot tall stone wall surrounds the Manor itself, and there are several outlying farms, each with it's own wooden or stone wall offering protection.

Baroness Windsong is also the official ambassador of the Empire to the Caliphate of Adys, and as such travels between her home and the capital of the Caliphate on a regular basis.

Sycari Forest

A thick forest that grows along the southwestern edge of the Cheram Range. The Sycari is a dark, forboding forest that is quite old and filled with large, thorned vines that block passage after a few hundred yards have been traveled.

The Great Marsh

This large swamp covers a large area to the west of the Razzor River as it flows from Lake Razz to the shores of the Empire further to the southeast. The marsh is home to serpent folk and lizard folk, many of whom few humans and their allied races as a nuisance at best, or more commonly, as potential food sources.

Deep within the Great Marsh lies a large ruin, referred to as the Palace of Set-Amon by the inhabitants of the marsh and by scholars. Set-Amon is said to have been an ancient and powerful sorcerer and leader of the serpent people, who led them in conquering the area currently known as the Borderlands.

Wolfenwold

A wooded area to the south of the Great Marsh, Wolfenwold is home to large, extremely aggressive wolves, ruled over by the Wolfen King, a beast kin with the aspect of a great wolf. Said to be over ten feet tall and unable to be harmed by mortal weapons, the Wolfen King is spoken of in whispers by those who live in the frontiers near the marsh or even across the Razzor River.

The Beast Lands

Stretching to the South of the Borderlands is the Beast Lands. Home to the large variety of beast folk, those creatures who bear the visage of wild beasts but who possess intellect and the stature of mankind.

The beast folk once roamed most of what is now the Borderlands, but have been driven southwards by the presence of the Empire and often raid the lands which were once their own.

After being defeated in battle five years previously by General Windsong, who slew the Beastking Azaeldran, the beast folk have been mostly quiet and peaceful. The occasional raid upon an isolated farm or homestead, or the attacking of travelers who wander through their territory has been the extent of the aggression of the beast folk of late.

The Settlements of the Borderlands

The villages of Headwaters, East Lake, Iron Hold and the town of Two Rivers will be detailed here. Other areas may be fleshed out by the Referee as desired, and will be available with more detail as future Battleaxes & Beasties supplements.

Each settlement will give an overview, list important locations and people and will give you a few possible adventure hooks for using the area.



Village of Headwaters

The village of Headwaters is located at the source of the Razzor River. Flowing from the base of Mount Razz, on the western edge of the village, The Razzor flows through the center of the village and down to Lake Razz and on to the distant ocean known as the Vast Deeping.

Around 90 people live in the village itself, with several other families living on farms outside the village proper. There are several communal vegetable and herb fields within the village itself, worked by all the families in the village and all benefit from these fields.

Any excess produce is sent downriver to the monthly market in Two Rivers and the profits used for any improvements needed for the village and to pay the Imperial taxes when the tax collectors makes their rounds of the Borderlands.

Many of the families keep goats, and the village youth all act as goatherds on a rotating basis, under the supervision of Harald the Stout, a Dwarven Spinner and Tailor whose skill makes Headwaters Wool a highly sought after commodity in the Two Rivers marketplaces.

Headwaters holds a village market on the 1st and 20th of each month, in the open spaces on either side of the village bridge.

About once every three months or so, a troupe of traveling performers, led by Aloysius Ropewalker will come through and stay for a few days, performing, giving news of the areas they have traveled through and trading oddities they have acquired for essentials.

The village was established twenty years prior to the current campaign date, on the site of what was obviously a previous settlement of some type. The stone bridge across the river and the buildings where the Mayor lives and uses as a meeting hall and the building used as the Temple of Light were all still standing and mostly intact. There was enough rubble and debris around the area that most of the other buildings in the village were built with material left from whatever had stood in this location in ages past.

The village was founded by Rebecca Thurston, now mayor; her husband, Davyd, Millicent Maybelle, and Faoud Ibn Sayeed.

Notable locations and people of Headwaters

1 The Temple of Light

Brother Theophilus Best maintains the temple to the pantheon of the Empire. He is assisted by a couple of youths from the village whose family wants them to serve the Empire. Brother Theophilus lives in a house adjacent to the temple along with his dog, Horace.

2 Mayor's House / Village Hall

Mayor Rebecca Thurston and her husband Davyd live in the south wing of this building with their four children. Mayor Thurston maintains an office in the central portion of the building and the main floor of the north wing is used as the village meeting hall.

The village Constable, Rogier Matson, a one-armed halfling, lives on the upper floor of the north wing and the cellar beneath the north wing is used as the village jail on those rare occasions when one is needed.

3 Apothecary

Millicent Maybelle lives in this house and works out of it as the village physician and apothecary. Millicent maintains a garden plot behind the house primarily devoted to plants that have healing properties. She enlists the help of those in the village interested in learning the art of healing to assist her.

4. Tharan's Mill

Tharan Miller and his wife, Sara and their children maintain this water powered mill to grind what grain is needed by the village. Sara also makes baked goods for the village in the Mills large kitchen.

5. The Whispering Dryad

The local tavern and inn has six rooms available on the second floor. The Innkeeper, Eliza Reede and her daughter Willow run the tavern and inn. They employ a Dwarven cook, Reginald Eightfingers, who provides tasty and wholesome food and also brews the tavern's signature ale, Dryad Tears.

6. Two Rivers Spinning

Dwarven Brothers Harald the Stout and Reginald Eightfingers live here on the second floor of the house. The ground floor and several outbuildings are used by Harald to turn the fleece of the goats into bolts of wool that will be shipped downriver to Two Rivers.

7. Faoud the Teacher

Faoud Ibn Sayeed lives in this three story house and teaches from here as well. A wizard, Faoud was blinded shortly after he and his friends found the ruins that they turned into the village of Headwaters.

Faoud teaches the locals to read and write, and is willing to take on an apprentice should any proof capable. He is guided through town and assisted in his house by his familiar, Fazzoli, a blue furred monkey that dresses in colorful outfits that Faoud had especially made for the familiar. Fazzoli speaks Zartian, Jotun and Adysi, as does Faoud.

8. Aisha's General Goods

Aisha Beckenridge and her wife, Samantha live on the upper floor of this house, while the main floor and the cellar serves as the local general goods store. Samantha also captains the barge used to take goods to Two Rivers and back. The dock for the barge is behind the house.



Adventure Seeds Involving Headwaters

The kobolds of the Flaming Snout tribe that live on the slopes of Mount Razz send a delegation into the village to request help in removing a group of ogres that have moved into their territory.

Large vine-like tentacles have been probing the surface of the river right at the base of Mount Razz. So far nothing has emerged, but the villagers are concerned that whatever is attached to the other end of them will be coming through soon.

Faoud sends Fazzoli to recruit a group to recover the Tome of Marek Andrazzi. He has learned that it may contain a spell that would reverse his blindness.



Village of Iron Hold

The village of Iron Hold is built atop the source of the Red River and exists to house the miners and suppliers of the Unger Mine. Iron Hold is owned and run by Mine Boss Cardin Unger, a Dwarf from the Imperial Capital who insists on being addressed as Boss Unger or simply Boss.

Everyone in the village is either an employee or tenant or both of Unger. 130 people live in Iron Hold. Cardin maintains a small force of 'peacekeepers.' This group of hand-picked enforcers answer only to Cardin Unger or his Peacekeeper Captain, Piraz Varrik.

Ore barges leave for Two Rivers on the 11th of every month to deliver ingots of iron to the market there and to pick up supplies needed for Iron Hold.

Visitors will find Iron Hold to be a dour, muddy village, where strangers are not welcomed with open arms unless they are there on business with Boss Unger.

Notable Locations and People of Iron Hold

1 Dockside

These three docks are where the Ore Barges are tied up when not in use. Should a stranger come upriver and want to dock here, Jareth the 'harbormaster' will charge them a 10 gold per day docking fee unless he has received prior notice from Boss Unger.

2. Ore Storage

This large warehouse houses the outgoing ingots and any incoming supplies for the village until such time as they are ready for transport.

The bottom floor includes a stable for the six mules used to haul the ore to the barges and from the mines, as well as quarters for the muleskinners. There is always one armed guard at the main door to the storage building.

3. Office of the Harbormaster

Jareth Blacktooth the 'harbormaster' lives and works from this building. He oversees the docks and the ore warehouse and schedules which crews will be making the trips to Two Rivers.

The trips to Two Rivers are considered a bonus duty because it allows citizens to leave the village and is used as a reward to those who are particularly loyal to Boss Unger and his lieutenants.

4. The Miner's Hostel

This three story stone building is filled with small apartments that miners can rent from the mine. The rooms are small and the rents are high, but not many options exist for the miners.

Supervisors can rent houses in the village proper for larger accommodations, and higher rent, of course.

5. The Silver Shovel

This tavern and inn has six private rooms on the top floor. It is a noisy and rowdy place with watered down, high priced drinks and barely edible food.

Owned by Samuel Unger, Boss Unger's younger brother. There is also a casino in the cellar of the tavern.

6. The Canary House

This brothel is ran by Madame Rannoli and offers special prices to the miners.

7. Physician

Drevyn 'Doc' Bergur serves as the town physician and apothecary. He maintains a small garden behind his house for growing medicinal plants.

8. Iron Hall

This two story building houses the Peacekeepers on the upper floor, the village jail in the cellar and the main floor is used as a meeting hall for village meetings.

9. Unger Manor

This walled compound is the home of Boss Unger and his family. He maintains a stable and smithy within the compound.

10. Mining Supplies

A stone walled, guarded warehouse contains tools and supplies needed for working the mine.

11. The Unger Mine

The entrance to the Unger Iron Mine, which is dug deeply into the mountain.

12. The Company Store

A general goods store that supplies residents with essentials and luxury items. Employees of the mine and their families are automatically given credit accounts with the Company Store.

Credit payments are deducted from the pay of the miner by Boss Unger. The store is ran by Esmeralda Unger, Cardin's older sister.

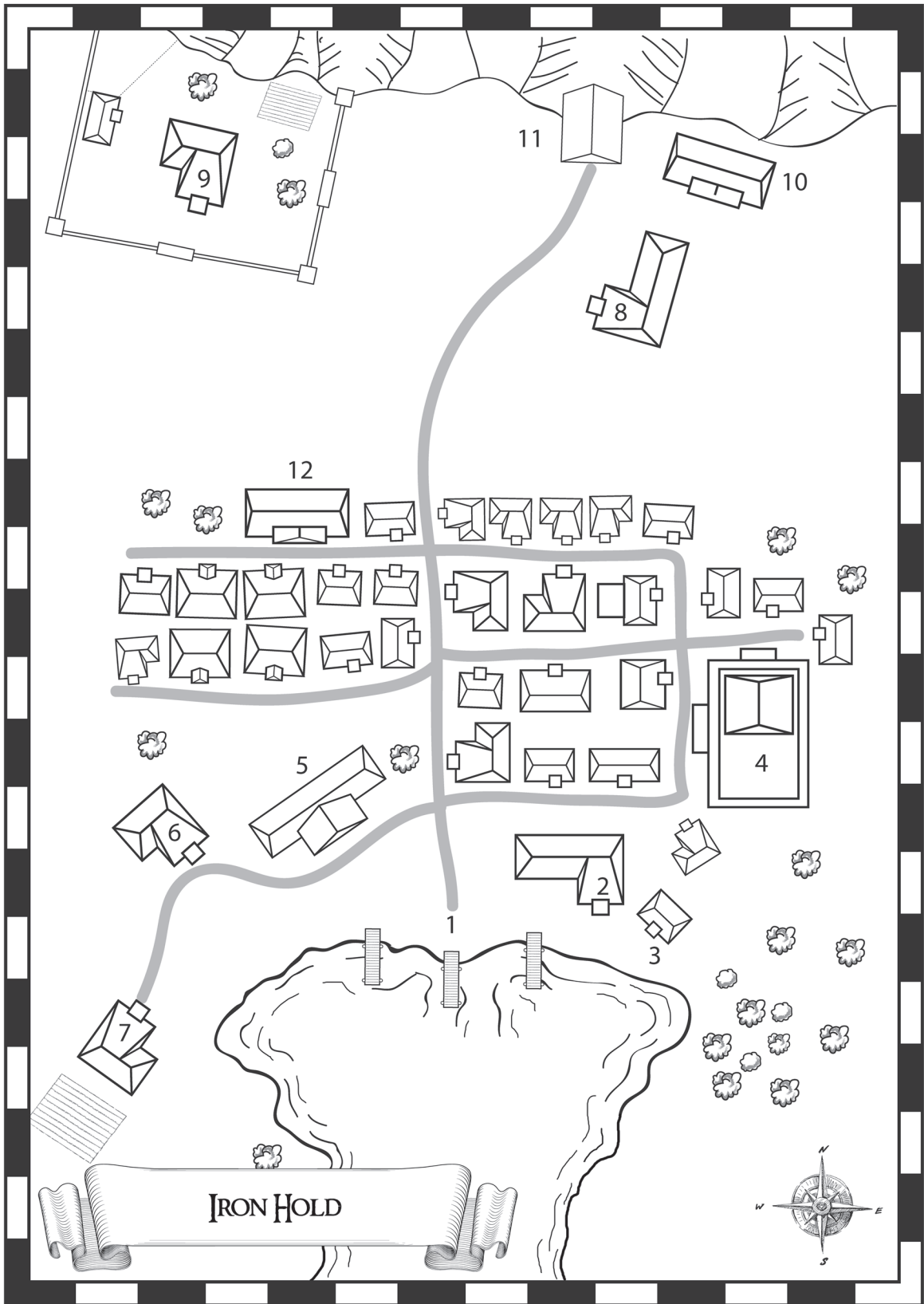
Adventure Hooks for Iron Hold

An employee of the mine is a friend or relative of one of the adventurers and gets word to them that they want to leave the mine, but their debts to Boss Unger have them working in effective slavery.

Boss Unger hires the adventurers after a new mine shaft is opened and it awakens a slumbering monster. He will pay handsomely for the removal of the monster and resumption of mine operations.

The adventurers are contracted in a different settlement to escort a prisoner to Piraz Varrik and the peacekeepers for trial. The prisoner has been accused of stealing from the mines.





Village of East Lake

The village of East Lake is situated along the Eastern shore of Lake Razz. 50 people live in the village itself, with numerous farms located to the east and south of the village, extending the actual 'borders' of the village out to almost a full day's walk from the village itself.

The primary claim to fame of the village is their apple brandy. An apple orchard is located in the northern portion of the village and extends to the east off the map. The Salazar distillery is built on the edge of the village and beside the orchard.

The orchard is owned by several families who work and maintain the orchard and provide apples to the distillery. The distillery pays a small fee for the apples and then gives an equal portion of the profits to each of the families who own the orchard.

Secondary to the brandy is the village cheese making industry. Eastlake Cheese fetches a good price from the market in Two Rivers and from Imperial markets downriver as well.

There are four large cattle ranches outside the village as well, providing the village with a good supply of leather, beef and dairy products.



Notable locations and individuals include:

1 Salazar Distillery

Overseen by family patriarch Anton Salazar, the distillery produces a distinctive and well-received apple brandy that sells for premium prices in finer taverns and inns throughout the Empire. Anton employs the El'daris family, a group of elves originally from Red Oak, to create the bottles used for the brandy. They have a small, comfortable compound of their own in the woods to the northeast of the distillery where they live and create glassworks.

2 Town Hall and Magister's Tower

This three story tower serves as home for the mayor, Magister Ryzal Lecta and also doubles as the village hall for public meetings and is used as a school for those who wish to learn.

3 The Beachfront

The wooden piers along the sandy beach here service the village's fishing boats and the merchant vessels that come to take cheese, brandy and other goods to market.

4 Dawn to Dusk General Store

Regis Aubec (halfling), the proprietor of this store claims to have everything under the sun that a reasonable person could need available for sale here. Prices are reasonable and the stock is average.

5 Eastlake Cheesery

The local cheese is manufactured in this building. Owned by Terrance Wallbreaker (dwarf), the local cheese has a distinctive, sharp flavor that is touted throughout the western reaches of the Empire as being a favorite.

6 Village Warehouses

This walled compound holds goods until such time as they are ready for transport to market. Storage space can also be rented at a rate of 1gp per month for a 10 foot cubical container space. Fredrick Verdun acts as manager and security for the warehouse.

7 The Welcoming Hearth

The local inn and tavern. Six private rooms are available on the second floor of the inn. Johann Smart, the proprietor, and his wife Lavidia live in the small house immediately behind the inn.

Lavidia produces delicious baked goods and their eldest son, Jacob, acts as chef for the Inn. The rooms are clean and comfortable and prices are reasonable.

8. Constable

Constable Andrew Strew lives in this building, which doubles as the local jail on the rare occasions one is needed. Andrew is a personable, quiet speaking man who seldom carries a weapon, relying upon his wits and personality to disarm most problems that occur, and if necessary, falling back upon using his fists if need be.

9 Apothecary and Herbalist

Mirja Sanje - Wise Woman, herbalist, apothecary. Rumored to be a witch.

The various vegetable plots located within the village are worked by all of the villagers and the harvest shared among the residents.

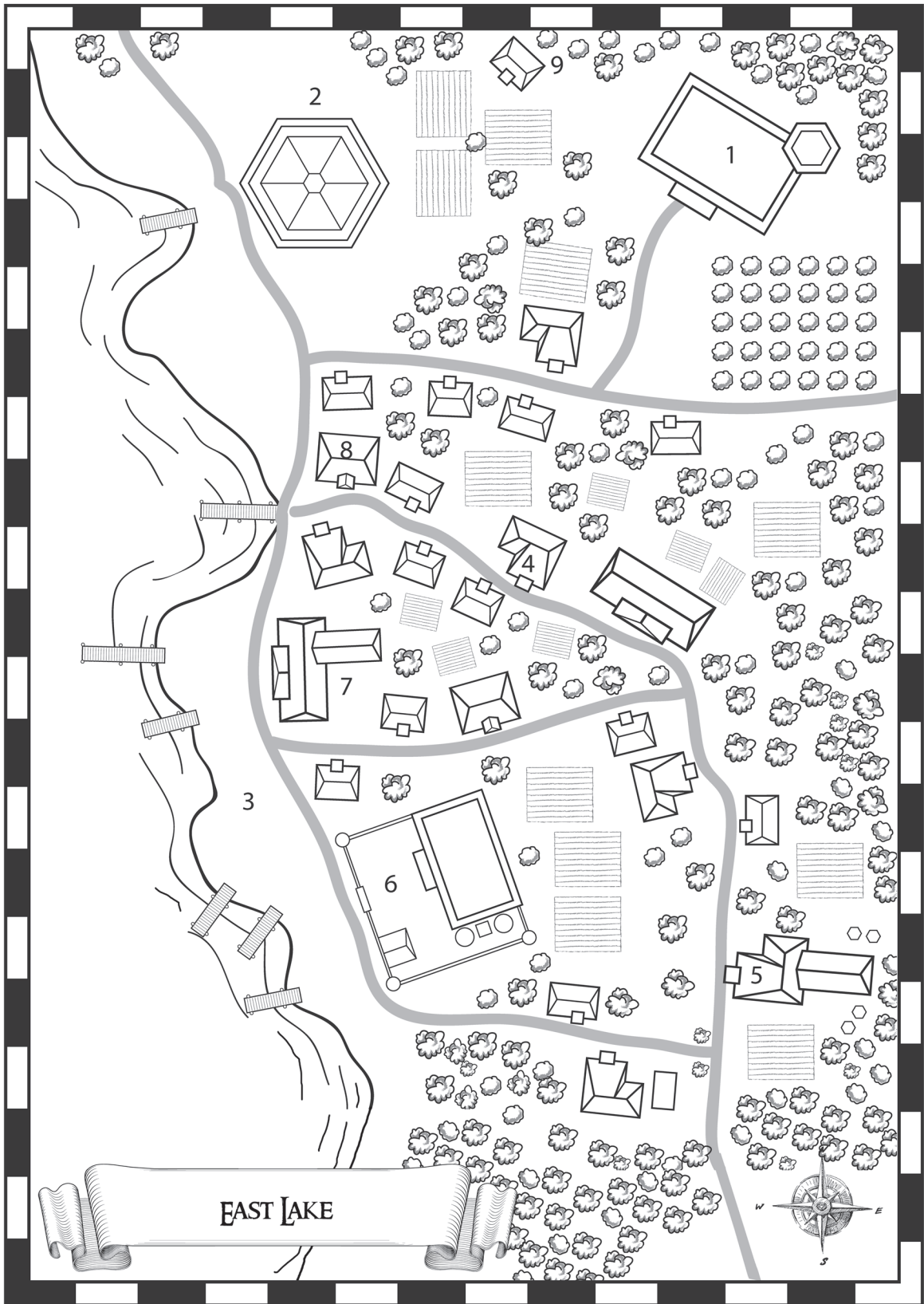
Possible Adventure Hooks for East Lake

A distillery owner from the Imperial capital is offering a sizable reward for the recipe used by Salazar Distillery for making their brandy.

Fredrick Verdun shares with the adventurers that he is worried because there is an unclaimed item in the storage section that has recently started pulsing with a green glow that seems to be increasing in strength and frequency.

The adventurers are accused of cattle rustling by one of the local ranchers, who offers to drop the charges if they will undertake a mission for him of negotiating with a nearby orc tribe for some of their Aurochs for his herd.





Two Rivers

A town of near 2000, the folk of Two Rivers have an existence that is provided by their location. In addition to the farms in the area beyond the city between the rivers, The folk of Two Rivers host the final port on the Razzor and on Lake Razz.

Ore is shipped down the Red River from Ironhold, lumber from the Redoak, other goods from Headwaters. Two Rivers has a small fishing fleet that fish Lake Razz, but the majority of the city income is derived from some aspect of shipping or trading.

The town is protected by twenty five foot tall stone walls on two sides and down the third side to the edge of the cliff that runs down the Razzor River side of town. Hexagonal guard towers are spaced along the walls, providing protection and barracks for the town guard.

The Imperial Governor of the Borderlands rules from Two Rivers as her seat of power. Governor Princess Celeste Waelden, niece of the Imperial Emperor has a small, fortified manor situated on a cliff-sided island just off the shore of the town.

The Governor's Manor is connected to town by a large stone bridge. In addition to the town guard, there are a dozen members of the Imperial Guard attached to the Governor's retinue, led by Captain Fredrick Grahame.

In addition to the farms outside of town, there is also a very large vineyard and winery ran by the Garibaldi family, which lies within its own walled compound just over two miles from the town walls.

A common market is held on the commons surrounding the Temple of Light on the 15th through 18th days of every month, allowing area farmers and craftsmen to bring their goods to a larger marketplace.

The Imperial Tax for goods sold or traded on these days is lowered from the standard 10% to the same 5% that Mercantile Guild members pay (*it is rumored that the Guild Members have to pay no taxes during the Market days*).

Locations and individuals of note include:

1 Governor's Manor

Center of Imperial government for the region and home to Princess Governor Celeste Waelden. The Princess is also ranked as a General in the Imperial army and is known for having successfully led troops along with General Tabitha Windsong to stop a Beastfolk invasion to the south several years ago. She still bears the scar on her left jaw from the sword of the Beastfolk chieftain.

2 Temple of Light

A large, six story tower capped by a bronze dome rises above the rest of the town and is the spiritual, if not actual physical center of town. Presided over by priestess Alesha Lightbringer and her acolytes, the grounds around the temple are used for the monthly common market.

3 Cliffside

The Razzor River side of town is home to four walled estates, home to some of the town's wealthiest residents.

4 Lycaenum

The last walled compound along Cliffside houses the Lycaenum, the local university, library and museum. Overseen by Curator Ydris Stormbrow, rumored to be a wizard of great skill.

5 Customs Warehouse

This walled compound contains warehouse where items being held for customs inspection or tax collection are held, or where local merchants can store their items to wait for the next ship out. Reginald Broome, his sons Andrew and Micah, and his daughter Olivia run this warehouse and see to the security of its contents.

6 Crafters Row

This riverside street is home to many of the town's primary craftsfolk

7 The Crimson Lantern

The premier brothel in town, the Lantern is owned and ran by Baroness Laesha de Torre. Baroness of what, she never says, but everyone in town refers to her simply as 'The Baroness.'

The Lantern provides a wide variety of options and also houses a casino and tavern on the ground floor.

8 The Driftwood

Owned and operated by Sylvester Dupre, a distant cousin of the Governor. The Driftwood is a very clean and high priced inn with a clubroom rather than a tavern and an actual restaurant on the ground floor.

9 The Burning Mast

A rather rowdy tavern and inn by the docks. It is quite popular with the fishers and the sailors who frequent the dockside.

The manager / bartender / bouncer is Rufus the Hook, a former sailor who claims to have sailed with a pirate crew on the Vast Deeping.

10 The Evening Mist

Elanna Mystani, an Elf, runs this reasonably priced and respectable inn and tavern.

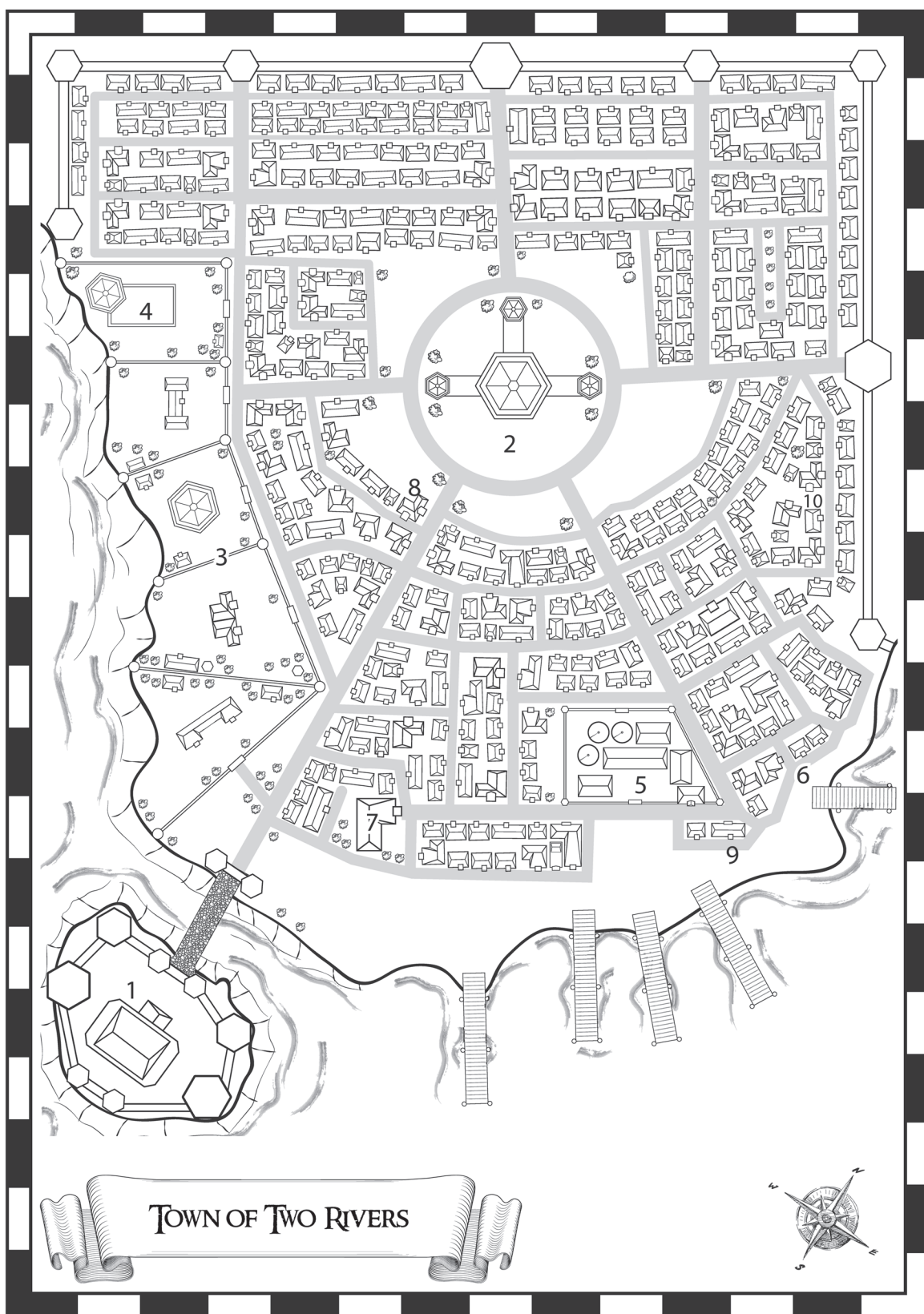
Numerous general outfitters, weaponsmiths, apothecary shops and the like can be found in Two Rivers. Almost any non-magical item available can be found here.

Possible Adventure Hooks for Two Rivers

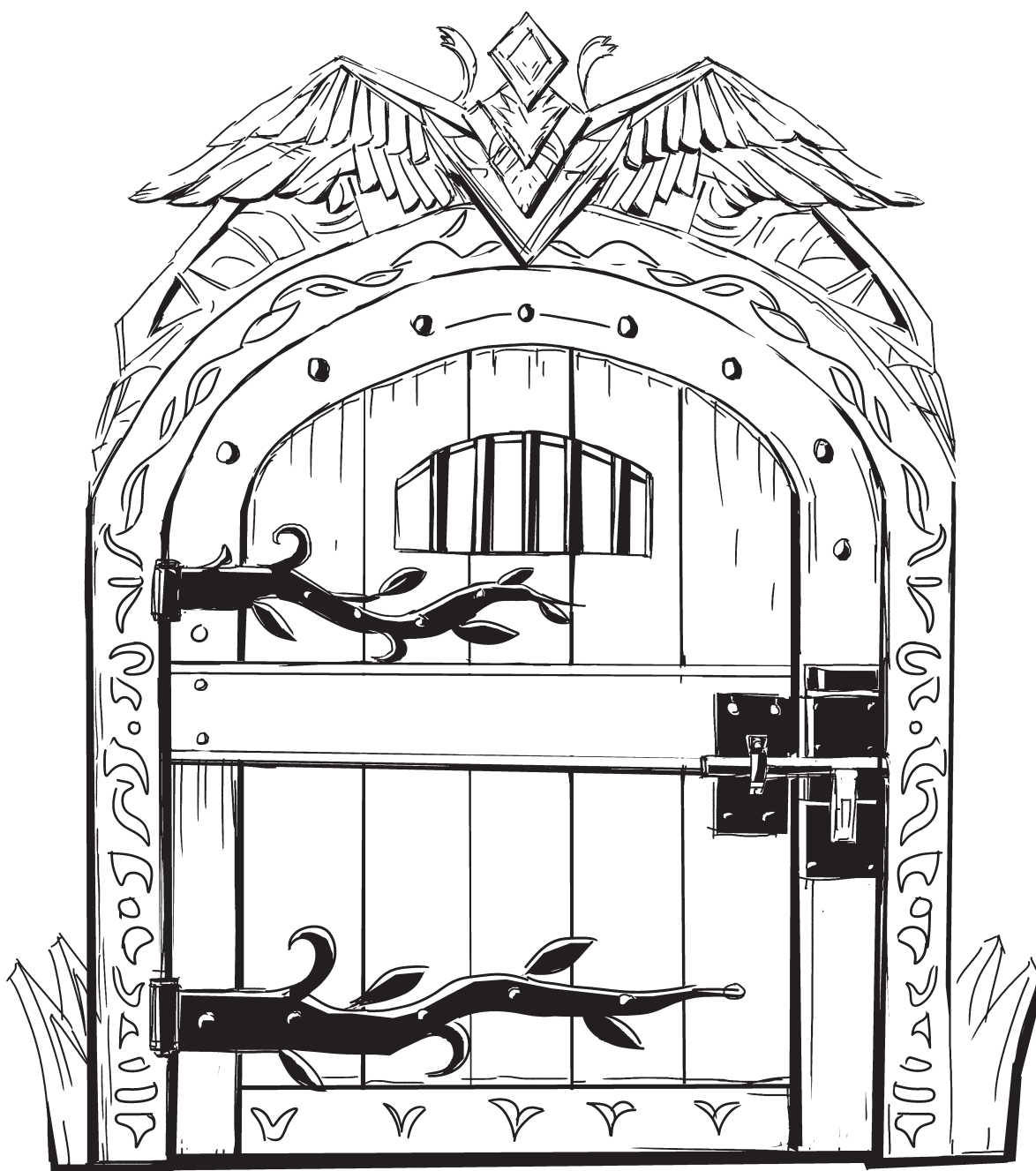
The adventurers are approached by someone looking to have an item retrieved from the Customs Warehouse. They claim that it is a dangerous magical item that endangers the town.

Baroness de Torre is looking for one of her missing hostesses. The woman has been subjected to the unwanted and unpaid for attention of a ship's captain who claims he loves her.





Referee's Section



REFEREE'S SECTION

The following pages contain the rules information, adversary statistics and the like that the Referee needs to run a game. The players do not have to know any of this information, and your Referee may ask you to avoid all or part of this section to avoid spoiling the fun of the game for yourself and the other players.

TIME IN GAME

Most of the time, the game moves at the “*Speed of Plot*.” This means that if the Adventurers are leaving Headwaters and traveling to Port Croslyn and the Referee has no side trips or encounters planned for them, and the players don’t specifically state that they are making side trips or special stops, the Referee can say something along the lines of “*Your Adventurers load up their wagon in Headwaters, make stops for meals and spend a couple of uneventful nights in inns along the way and arrive at the gates of Port Croslyn shortly after sunrise, fifteen days later.*” (Or however long you want it to take for them to arrive in Port Croslyn). Unless time is pressing for an action, things take as long as the Referee and the players want them to take. Shopping trips, research stops and the like can all be determined at the Referee’s whim.

When things get sticky for the Adventurers and time drops down to the ticking second hand of the clock, whether it be in actual Combat situations, or simply because the Adventurers hear a shuffling sound and think there may be a mummy behind the door they are trying to open, or they know that a barracks full of sleeping Goblins is likely to be bearing down on them soon since Mr. Oh so graceful Warrior tripped over a decorative suit of armor and sent it crashing to the ground, then it is perhaps time to go to Turns and Rounds (or ‘Combat Rounds’).

With a slight change from the standard of the original source material and to represent the more cinematic pace of this setting, a turn represents one minute (approximately ten rounds), and a combat round represents a few seconds (typically around six).

Movement

Base movement rate for all Human Adventurers is calculated in terms of twelve 5’ squares (or hexes) per 6-second combat round. Adventurers can move carefully at half their listed movement rate, or can run at double their rate. Referees must arbitrate movement, the effects of terrain, and how it affects or is affected by combat.

Halflings have a base movement of 10, Dwarves have a base movement of 9 and Elves a base movement of 15 .

Typically, an Adventurer may move at their base movement rate and make one attack or other action per combat round unless a specific rule or the Referee’s ruling says otherwise.

The movement rate of an Adventurer is affected by the amount of equipment they are carrying. This is referred to as Encumbrance (ENC).

Some Referees will insist on tracking encumbrance faithfully, others will simply estimate it. Find out the preferred method of your Referee.

Each Adventurer can haul around an Enc equal to their Strength score plus their Constitution Modifier before being Encumbered.

Each level of Encumbrance adds a cumulative -1 penalty to all die rolls (Saving throws, Action Checks, Attacks AND Damage). Movement is also reduced by 1 for each level of Encumbrance.

Slipping out of a backpack and dropping it on the ground takes single round of action.



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Experience and Advancement

Adventurers get better at what they do as they become more Experienced. Experience is gained by defeating opponents (*not necessarily killing them, simply outwitting the opponent can often be a better option for the Adventurers*), completing adventures, and accumulating treasure.

All of these things combine to move the Adventurer forward towards the benefits of the next experience level of his Class.

Adventurers gain the XP award of an Adversary as listed on their description (*or use the chart to the right*), and specific Adventures may have an XP reward listed for reaching certain milestones or goals during the adventure.

Bonus Experience

Referees should feel encouraged to grant bonus experience points for good roleplaying, teamwork and the like.

DEFEATED ADVERSARY	XP AWARD
Level <1	5 XP
Level 1	15 XP
Level 2	30 XP
Level 3	60 XP
Level 4	120 XP
Level 5	240 XP
Level 6	400 XP
Level 7	600 XP
Level 8	800 XP
Level 9	1,100 XP
Level 10	1,400 XP
Level 11	1,700 XP
Level 12	2,000 XP
Level 13	2,300 XP
Level 14	2,600 XP
Level 15	2,900 XP



Combat

Inevitably during an Adventure, things will go sideways and someone will pull a weapon, or punch that loudmouth drunk in the nose. At that time, the game will shift to Combat Rounds until such time as the combat is resolved.

The order of events for combat is as follows:

1. Determine Initiative Order
2. The Individual or Group with the highest Initiative acts first (*attacking, using items, etc.*) and the results of the attacks are applied.
3. The next highest Initiative acts, and their results are applied.
4. Continue in this method until everyone has acted.
5. The combat round is completed; maintain the initiative order for subsequent rounds and repeat until combat is resolved.

Determining Initiative Order

Initiative may be rolled either individually by Adventurer or once for the group depending upon the preference of the Referee and the players.

If group initiative is rolled, the Adventurer with the highest Dexterity gets to choose who goes first on their side, and then that person chooses the next person to act, and so on, until everyone on the side has acted. The referee makes those decisions for the adversaries, of course.

If individual initiative is rolled, the individual on either side with the highest initiative goes, then the next highest and so forth, until all have acted. In the inevitable case of a tie for initiative order, Player Characters (Adventurers) get priority, then the individual with the Highest Dexterity for that Initiative result resolves any further ties.

All Initiatives are determined by rolling 1d6, regardless of which method listed above is used. The combat round counts down from 6, with each individual acting on their turn, as described above.

THE ATTACK ROLL

To attack with a weapon, the player rolls a d20 and adds any bonuses to the result. These “to-hit” bonuses include the Adventurer’s base hit bonus (BHB), the Strength bonus for attacks with hand held weapons, Dexterity bonuses for ranged attacks, and any other “to-hit” bonuses.

The attack roll is then compared to the target’s Armor Class to see if the attack hits, according to whichever system you’ve decided to use.

The standard system (where a lower AC is better) is resolved by rolling 1d20, add the attackers BHB, add (or subtract) the appropriated attribute modifier for the attacker and then add the Armor Class of the target to the total.

If the final total is 20 or higher, then the attack hits. Results of 1 on the die are always a miss, and results of a natural 20 always hit.

$$1d20 + BHB + Mods + Target AC \geq 20 = \text{Hit.}$$

The above method is used instead of requiring the use of a complicated table being referenced during combat.

In the ascending (AAC) system, the attack roll is made using the same method, except that the target's AC is not added in to the roll. If the attack roll is equal to or higher than the defender’s Armor Class, the attack hit.

$$1d20 + BHB + Mods \geq Target AC = \text{Hit}$$



Melee Attack

A melee attack is a close combat attack made unarmed or with hand-held weapons such as a sword, axe, or a dagger. Two combatants within ten (10) feet of each other are considered to be engaged in combat with each other.

An Adventurer's Strength Bonus To-Hit and Damage modifiers may also be added to melee Attack Rolls and melee damage. Base unarmed damage is 1d3, as stated in the weapons charts.

Missile Attack

Missile attacks are attacks with ranged weapons such as a bow, crossbow or thrown weapon. A character's Dexterity Bonus is added to both the attack and damage rolls for missile attacks.

Missile weapons have a RoF value. This indicates the Rate of Fire, or the maximum number of attacks that can be made with this weapon each round.

Some weapons allow you to attack multiple times per round. The Referee will determine how exactly that happens, whether you must resolve all your attacks at one time, or if you can save some of them for later in the initiative order.

Two Weapon Combat

If attempting to wield a weapon in each hand, the Adventurer may choose to either make a single attack at -2 to hit, but if successful, inflict an additional +3 damage; or they may take a bonus of -2[+2] to AC for the round by using the off hand weapon to parry.

Negotiation and Diplomacy

Sometimes fighting is not the best answer. Occasionally NPC's, or even Adventurer's will realize that a fight is not in everyone's best interest and that perhaps a peaceful, or at least reasonably painless arrangement might be reached.

Intelligent non-player characters are thinking beings and may very well be willing to avoid combat. Ravening, blood-thirsty monsters with someone's head in their mouth, on the other hand, are probably not as likely to talk first (*at least until they spit out the head or chew it up*).

Optional Rule: Special Dice Results

Many Referees and Players enjoy having an unmodified 1 or 20 on the dice mean something special. The exact effects are up to the Referee, but here is the author's suggestion:

Natural 1

A complication arises. A weapon is dropped, the ammunition falls out of it by accident, a tree limb catches your swing, you accidentally shoot the weapon out of your buddies hand if you were shooting into a melee. Something annoying and inconvenient, but not immediately deadly to either side.

Natural 20

Your Adventurer gains an advantage of some type; either an extra die of damage, or possibly something that inconveniences your opponent, such as disarming them, getting a ricochet shot that causes a chandelier chain to come loose and knock them down, something of that nature. Mix it up, keep it fun.

Invisibility & Darkness

Darkness is a commonly encountered hindrance when Adventuring. A torch will get dropped, candles are subject to errant breezes, not to mention those magical spells and miracles that also cause sudden darkness to descend upon an area.

A twilight darkness, or a darkness with some ambient light available (*at the far edges of a lantern's glow for instance, or at night with a partial moon in the sky*), inflicts a -2 penalty to all attacks.

Total darkness inflicts a -4 penalty to attacks as long as the attacker has some way to judge where their opponent is (See Invisible Opponents, below).

Invisible Opponents

An invisible opponent can only be attacked if their general location is known and the attack suffers a -4 penalty “to-hit.” Note that more powerful monsters (*those with sensitive smell, hearing, or those with more than 10 HD*) will frequently be able to detect invisible opponents; the Referee should determine the chance of this according to the creature concerned and the situation.

Morale

Certain monsters, such as mindless or undead creatures, are fearless and will always fight to the death. The majority of opponents, however, will not continue to fight a hopeless battle and will seek to retreat, surrender, or flee.

The Referee will decide when monsters abandon battle and retreat, based upon the situation and the monster’s intelligence. If a roll for morale is needed, use the Saving Throw of the creature to determine if they will choose fight or flight.

Referees should also use morale to determine the actions and loyalty of hirelings or other companion NPCs. If the Adventurer takes his hirelings for granted, this should negatively impact their morale and loyalty.

Damage

Hit Points (HP) represents the amount of stress and damage an Adventurer can withstand before becoming seriously wounded and in danger of dying. All Adventurers have a set base of Hit Points at level one, to which they can add their Constitution Modifier.

Seriously Wounded and Dying

If the adventurer's hit point total reaches zero, they are rendered insensible and unable to act. At this point they are in danger of dying.

Each Adventurer Record has a section under Hit Points called Death's Door. When your Adventurer reaches zero hit points, they are at Death's Door and must knock every round until they pass through or are turned away and told to continue living (*for now*).

Knocking on Death's Door

Every round after your Adventurer reaches zero hit points, they must roll 1d6. On a 1 or 2, they have unlocked one of the locks for Death's Door.

On a 3 or higher, they have been turned away. If the Adventurer is turned away three times, they are no longer in danger of passing through Death's Door and are stabilized (*still insensible and with zero hit points, but alive*).

If they open three locks on Death's Door, they will automatically pass through and be dead. If an Adventurer takes damage while knocking on Death's Door, it automatically opens a lock.

Instant Death

Taking massive amounts of damage can send your Adventurer speeding straight through Death's Door to greet the Reaper face to face.

If your character takes enough damage to reach a negative amount equal or higher than the maximum hit points they have, then they have died.

NPC Death

When an animal or non-player Adventurer or character reaches 0 Hit Points, he's either unconscious or dead, depending on the situation behind his damage and the desire of the Referee.

Healing

Left to their own devices and being able to rest, an Adventurer will recover 1 Hit Point per day, plus any applicable Positive Constitution Modifier on his own.

If the Adventurer is knocking on death's door (above), anyone can bind their wounds in a single round to the point of stabilizing the character and removing the threat of their stumbling through death's door.

Four weeks of rest will return an Adventurer to full Hit Points regardless of how many Hit Points the Adventurer lost.

Poisons & Diseases

There are many toxic substances in the world, plus there are creatures that will poison with their attacks, or unscrupulous opponents who apply a poison to their weapons. Any of these situations can cause an Adventurer to become poisoned.

Poison takes many different forms, and specifics will be given in the description of a creature or situation within an adventure or encounter. For general use and as a guideline, the following are some standard poisoning results that the Adventurers may encounter:

Immediate Damage

Some toxins immediately shock the system of the target and inflict an additional amount of damage. Typically, if a Saving Throw is successful, these toxins have no immediate effect.

Insidious Damage

An insidious toxin or disease will slowly do damage to the system as it spreads through the target. For instance, an insidious toxin that does 1d6 per round for 1d3+2 rounds. A saving throw must be made each round, and on successful saves, no damage is taken that round.

Attribute Damage

This type of poison or disease will target a specific attribute in an attempt to weaken the victim. For instance, a poison that reduces Strength by 1d6 points for 1d6 days. A successful saving throw inflicts temporary weakness in the form of a -2 penalty to attacks and damage for 1d6 combat rounds. If an attribute is reduced to zero, the victim dies or suffers a permanent disability.

Falling Damage

Falling from great heights can be quite dangerous and disabling for an adventurer. Beginning at falls of 20 feet or more, an adventurer will take 1d6 hit points of damage for each 10 feet or fraction of that they fall. A successful saving throw will reduce the damage by half.

For instance, Luthan the Bald leaps from a 12 foot tall platform and lands safely. He continues to run forward and leaps from the next platform under the assumption that it is about the same distance to the ground on the other side. Luthan finds out his error as he plummets 40 feet to the ground, taking 4d6 damage unless his player can make a successful saving throw.

Fire Damage

Fire will inflict 1d4 damage per round if applied directly to a target. If that target is flammable, or is wearing flammable material, roll 1d6. On a result of 4 or higher, the flammable material catches fire, and inflicts 1d4 points of damage in the first round and increasing by an additional 1d4 each round, to a maximum of 6d4 points of damage per round.

Attempts to smother the fire require a saving throw, with positive or negative modifiers applied as the Referee sees fit (stop, drop and roll on a dirt surface would give a +2 *to the saving throw, jumping in a pond would give a +6*). A successful saving throw indicates the fire was smothered and no additional damage is taken.

Smothering or Drowning

Being denied air will cause the character to take damage, possibly lose consciousness, and eventually die. An Adventurer may hold their breath for a number of combat rounds equal to their Constitution score. Every round thereafter that they are denied air, they must make a Saving Throw.

If they fail, they must reduce their Strength by 1d3+1 points. If their Strength is reduced to 0 or lower, they are Knocking on Death's Door (*see the specifics for this condition above*).

If they are removed from the situation where they are denied air, the Knocking on Death's Door effects are immediately lifted, and will begin regaining their Strength at a rate of 1 point per round, plus an additional point for any positive Constitution modifiers.

Hirelings and Skilled Assistants

Adventurers will find a benefit to hiring normal folk from villages and towns to carry their equipment and torches, and to watch over any animals while the Adventurers delve into the depths of a dungeon or venture into a ruined city. Not to mention someone to handle the cooking if the Adventurers are incapable of doing more than burning meat over their campfire.

Hirelings are typically full-time, long term employees of the Adventurer. In addition to their wages, the employer is expected to provide room and board and food when traveling. The Adventurer will also provide all equipment the hireling will need to survive and do their job.

Generally, it costs about 1 gold per month per average person for food, and if the Adventurer does not own a dwelling where they may house their employees, figure common lodging for a hireling to run 3 gold per month (approximately 1 silver per night). Of course, if the Adventurers are sleeping rough (camping in the wilds), their employees will be doing the same.

Skilled Assistants are often hired for short term projects, and unless they are expected to travel with the Adventurer, they will not typically need room and board.

Hirelings

Animal Handler

Duties: Take care of feeding and grooming of animals

Wage: 1 gp per month

Stats: HP: 1d3 AC: 9 [10] ST: 17

Bearer

Duties: Carry equipment for the Adventurer

Limits: May carry up to 20 ENC of gear without suffering ENC Penalties

Wage: 1 gp per month

Stats: HP: 1d3+2 AC: 9 [10] ST: 17

Cook

Duties: Maintain Campsite, Prepare Meals

Wage: 2 gp per month

Stats: HP: 1d3+1 AC: 9 [10] ST: 17

Man At Arms

Duties: Guard Camp and other Hirelings
Maintain martial equipment of employer.

Wages: 15 gp per month

Stats: HP: 2d4+2 AC: based on equipment

ST: 16 Damage: by weapon

Tinker

Duties: Maintain equipment, make minor repairs.

Wages: 2 gp per month

Stats: HP: 1d3+1 AC: 9 [10] ST: 17

Skilled Assistants

Animal Trainer

Duties: Train an animal to follow commands
1d3 commands per month of training

Wages: 250 gp per month

Stats: HP: 1d3+1 AC: 9 [10] ST: 15

Assassin

Duties: Kill a particular target

Wages: 2500 gp+ per mission

Stats: sufficient for the job, double cross him and find out for yourself.

Chronicler / Scribe

Duties: Write letters, chronicle the adventures of their employer in a favorable light.

Wages: 20 gp per month

Stats: HP: 1d3 AC: 9 [10] ST: 16

Engineer / Architect

Duties: Design or repair a dwelling/stronghold.

Wages: 150 gp per month

Stats: HP: 1d3+2 AC: 9 [10] ST: 15

Sage

Duties: Maintain library / do research

Wages: 500 gp per month

Stats: HP: 1d3 AC: 9 [10] ST: 14

Beasties



Beasties

The following pages are not a complete list of potential allies or adversaries that the Adventurers may encounter. Creatures and NPCs from almost any old school compatible product may be used with little to no adjustment, and one of the beauties of old school based roleplaying games is that adding or converting creatures and npcs to work with it is very easy.

Beasties Descriptions

The following categories are common to each listing in the following section.

Name

This is the common name of the creature

Hit Dice

How many 6 sided dice are rolled to determine the hit points for this creature. A listing of HD+x (1 or 2 typically), indicates the creature has an above average Constitution and that number should be added to each HD rolled.

For simplicities sake, a Referee can simply multiply the HD by 3 if so desired, giving the creature average hit points.

Saving Throw

This is the Saving Throw of the creature. It works just like a saving throw for players. Roll 1d20 and if the result is equal to or higher than the listed number, the Saving Throw is successful.

Movement

How fast the creature moves each round. Some creatures move at different rates due to special abilities such as flying or burrowing.

Attack Bonus

Typically equal to the Hit Dice of the being, this is the total that is added to all attacks the being makes.

Attacks

What type and number of attacks available per round to the being. If an attack is listed twice or with a (x2), then it attacks twice each round with that attack. An or listing means the being may choose to attack with that option if the referee feels it makes more sense in the attack.

Special

The special features of the being listed. Commonly occurring features are listed below, others will be detailed in the description beneath the individual creature.

Level / XP

This indicates the relative level of the creature and its Experience Value when overcome.

Beasties Special Features

The listings in this section may have special features listed. If it is a feature found among different listings, then a description will be found here. If the feature is unique to that creature or individual, then whatever description is found in the listing will take precedence over similar features that are found in this list.

Alert

This being has a +1 bonus to any action checks for perceiving threats, traps and hidden items.

Call for Help

This being may have allies nearby that will respond to it's calls for assistance. 1d3 + 1 allies arrive in 1d6 combat rounds if summoned.

Charge

This being moves anywhere from its base movement up to twice its movement rate towards a target and attacks with a +1 to the attack roll.

Combat Monster

This being is a formidable foe that can make a number of attacks equal to their HD against foes with less than half their HD (round down) per combat round with no attack penalty.

Evasive Moves

Once per encounter for every five HD the being possesses, they may evade any one attack that would have caused them damage, automatically ignoring the blow. (*HD <1 to HD 5 = 1 time per encounter; HD 5 to HD 10 = 2 times per encounter; etc.*)

Fearless

These beings are immune to non-magical attempts at intimidation, and receive a +2 to saving throws versus magical fear.

Frenzied Attacks

This being attacks with a reckless disregard to its own well being. Any round that a Frenzied Attack is made, this being attacks with a +2 to attack and damage rolls, but with a +4 [-4] penalty to Armor Class.

Immunity [type]

This type of attack has no effect on this being.

Keen Senses [type]

This being has particularly sharp senses of the type indicated and receives a +2 bonus to action checks involving that sense.

Pounce

This being can leap up to 15 feet, attacking as they land, with a bonus of +2 to both attack and damage. This can only be done once per encounter for every 3 or less of the being.

Quick Reflexes

This being has exceptional reactions and is quick in combat. They have a +2 bonus to initiative.

Rake

This creature has bite and claw attacks and also has claws on its rear / lower feet. If this creature hits with both their standard bite and claw attacks, they are able to bring their rear/lower claws into play and do an additional die of claw damage.

Regeneration (x)

This being regenerates x number of hit points at the beginning of every combat round. If they have been reduced to zero or fewer hit points, they must regenerate to half their total before they are able to act, appearing dead to casual inspections.

Creatures with Regeneration and Vulnerability will not regenerate damage caused by attacks to which they are vulnerable.

Resistance [type]

Beings with Resistance take half damage (round down) from attacks of the listed type.

Roar

Those within hearing must make a saving throw or be frozen with fear for 1d3 combat rounds.

Shapeshift

This being is able to change its appearance and shape at will. It takes 1d3-1 rounds to affect a complete change, and the final shape must be within 75% to 125% of the beings original mass.

Stealthy

This being gains a +1 to any action checks for hiding or sneaking and gain automatic initiative if attacking from a hidden location.

Stunning Attack

Once per encounter, this being can attempt to stun an opponent for 1d3 combat rounds (Saving Throw negates). Stunned opponents are at +2 [-2] to their Armor Class and are unable to take any offensive actions for the duration and can only move up to of their normal movement (round down).

Sprint

Once per encounter, this being can move up to three times its normal movement rate for one round and still attack.

Takedown

This creature may attempt to knock down, trip or otherwise bear its opponent to the ground. This may be attempted one time per encounter for every three hit dice of the creature. Save to remain standing.

Trample [xdx]

This being will attempt to knock an opponent down (saving throw to avoid) and walk or run over them, inflicting the listed damage.

Vulnerability [type]

Beings with Vulnerability take double damage from the listed type of attack.

Animals

These are some of the more commonly found normal animals of the Borderlands. Most animals will not attack unless they are hungry, threatened, protecting their young, or cornered. That being said, having a flock of annoyed flamingos go after the Adventurers could be a great deal of fun. This is an adventure game, not a simulation of wildlife behavior, so go nuts, have fun.

Alligator

Armor Class: 5 [14]
Hit Dice: 3 + 1
Saving Throw: 13
Movement: 9 land [16 water]
Attack Bonus: +2
Attacks: Bite [2d4 + 2]
Tail Slap [2d6 + 2]
Special: Grapple and Rend
Level / XP: 4 / 90

If the bite from an Alligator is successful, the victim must make a saving throw or the animal will hold on with its jaws, doing additional bite damage and pulling them to the ground (*or into the water*), attempting to twist or drown the victim.

A successful saving throw is required to get out of the animal's grasp, and the Alligator will automatically hit with a bite each round they have their prey grappled.

Alligators are found along the shoreline of both the Razzor and Red Rivers and in the depths of the Great Marsh as well. Their hide is prized by leatherworkers and their eggs and meat are considered quite tasty by most folk of the Borderlands.

Bear, Borderland Common

Armor Class: 7 [12]
Hit Dice: 3
Saving Throw: 15
Movement: 12 [swim 9]
Attack Bonus: +2
Attacks: Claw [1d6 + 2] Claw [1d6 + 2]
or Bite [2d4 + 2]
Special: Keen Sense of Smell, Roar, Charge
Level / XP: 4 / 60

Borderland Bears are common throughout the region. They are quite adept at swimming and climbing (+2 to *action checks for both activities*).

Not typically aggressive unless threatened or protecting their cubs, Borderland bears will usually avoid people if at all possible. They are found along the outskirts of settlements from time to time, digging through the detritus of civilization in search of food.

If a bear is successful in hitting with both claws, it will get an additional attack with its bite at +2 to hit.



Bear, Mountain

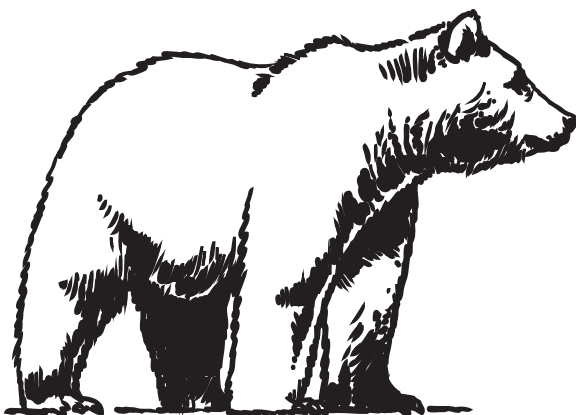
Armor Class: 5 [15]
Hit Dice: 8
Saving Throw: 14
Movement: 12
Attack Bonus: +5
Attacks: Claw [2d4+2] Claw [2d4+2]
or Bite [2d6+2]
Special: Keen Sense of Smell, Roar, Charge,
Crush, Sure Footed
Level / XP: 10 / 1400

Mountain Bears are much larger (*12 feet to 15 feet tall if standing on their hind legs*), and much more aggressive and ill-tempered than the Borderland Bear. While not as adept at climbing as the smaller Borderland Bear, the sure footed Mountain Bears do not receive any movement penalty for rough or loose terrain.

If the Mountain Bear successfully hits with both claws, they will attempt to pull their prey in close and crush them with a powerful hug.

The victim gets a Saving Throw to avoid this, but if not successful, take an additional 2d4+4 points of damage from the crushing attack.

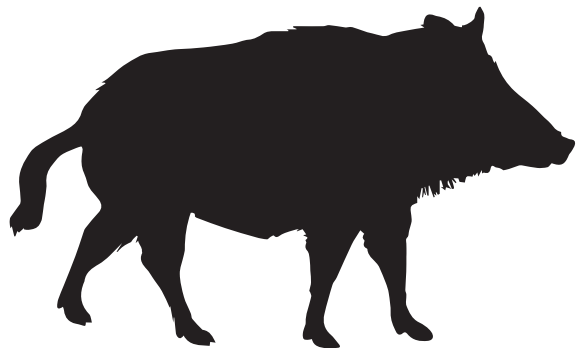
Unless the bear releases their victim, they will continue to do an additional 2d4+4 points of damage each round, unless the victim makes a successful saving throw. While crushing an opponent, the bear will often attempt to bite their victim.



Boar, Wild

Armor Class: 8 [11]
Hit Dice: 2+1
Saving Throw: 14
Movement: 10
Attack Bonus: +2
Attacks: Tusks (1d6+1)
Special: Charge, Frenzied Attacks, Tenacious
Level / XP: 3 / 60

Boars are tough and tenacious creatures, difficult to kill. When a Boar is reduced to 0 hit points, it makes a saving throw, and if successful, continues to fight for an additional 1d3 combat rounds.



Bog Ape

Armor Class: 6 [13]
Hit Dice: 2+1
Saving Throw: 16
Movement: 16
Attack Bonus: +2 [+4 throwing]
Attacks: Bite [1d4+1]
or Claw [1d4+1] Claw [1d4+1]
or Thrown [1d4+2]
Special: Pounce, Stealthy, Night Vision

Bog Apes are found in the Hagswallow Bog. They are primates, similar in appearance to an orangutan, with greenish to brown colored fur and bright, yellow eyes.

They travel in packs of 2 to 8 (2d4), hunting the bog for food. They mostly eat vegetation and grubs or fish. Bog Apes will often throw rocks or clumps of roots at their opponents if they feel threatened, and leap to attack if the intruder does not back away or acts aggressively.

Camel

Armor Class: 8 [11]
Hit Dice: 2
Saving Throw: 13
Movement: 18 [20 sandy terrain]
Attack Bonus: +0
Attacks: Bite [1d4] or Kick [1d6]
Special: Trample [3d6], Charge, Spit
Level / XP: 2 / 15

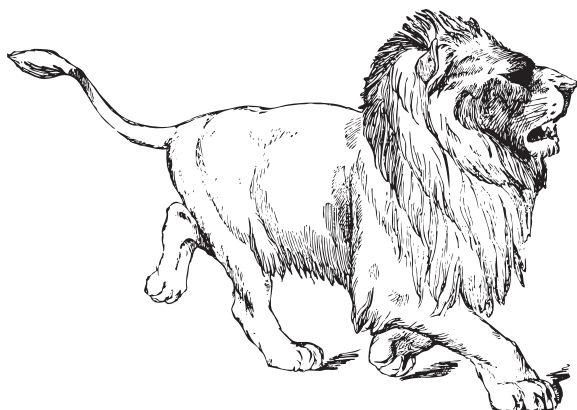
Camels are found in the Deserts of Adysa and are well suited to its dry, sandy environment. A camel is able to survive for up to two weeks without water or rest.

Once per encounter, a camel can regurgitate the contents of its stomach and spit it up to 10 feet at a single target. If the attack is successful, the target will be nauseated (*gagging and suffering a -2 penalty to all rolls*) for 2d6 combat rounds.

A successful saving throw will allow the target to avoid being hit by the camel spit.

Cat, Domestic

Armor Class: 7 [12]
Hit Dice: 1-1
Saving Throw: 15
Movement: 12
Attack Bonus: +0
Attacks: Claw [1d3-1] Claw [1d3-1]
Bite [1d3-1]
Special: Evasive Moves [1], Pounce,
Keen Senses [Smell, Hearing],
Rake, Stealthy, Sprint
Level / XP: 1 / 15



Cat, Plainstalker

Armor Class: 6 [13]
Hit Dice: 2
Saving Throw: 14
Movement: 16
Attack Bonus: +1
Attacks: Claw [1d4+1] Claw [1d4+1]
Bite [1d4+1]
Special: Keen Senses [Smell and Hearing],
Evasive Moves [1], Rake,
Sprint, Stealthy
Level / XP: 3 / 60

Plainstalker cats average about four feet in length (*before their tail*) and about two feet tall at the shoulder. Their coats are vertically striped, enabling them to blend into the terrain. Plainstalkers are aggressive hunters who typically travel in small packs of 2 to 4 (1d3+1).

Cat, Slopebounder

Armor Class: 5 [14]
Hit Dice: 3+1
Saving Throw: 14
Movement: 12
Attack Bonus: +2
Attacks: Claw [1d6+2] Claw [1d6+2]
Bite [2d4+1]
Special: Keen Sense of Smell, Rake,
Pounce, Stealthy
Level / XP: 4 / 120

Slopebounder cats are solitary creatures who prowl the mountain slopes of the Borderlands. These cats typically have gray or gray-mottled fur, helping them to blend in with the rocky slopes they hunt.

Slopebounders are large cats, with bodies of up to seven feet in length, not including their tails, and standing up to four feet tall at their powerfully muscled shoulders. They are not usually aggressive towards people unless they are cornered, hungry or protecting their lair or their young.

Cow

Armor Class: 8 [11]
 Hit Dice: 1+1
 Saving Throw: 19
 Movement: 12
 Attack Bonus: +0
 Attacks: Bite [1d4]
 Special: Trample [2d6]
 Level / XP: 1 / 15

Your standard, run of the mill dairy cow or other herd animal of similar size.

Deer / Antelope

Armor Class: 7 [12]
 Hit Dice: 1-1
 Saving Throw: 18
 Movement: 24
 Attack Bonus: +0
 Attacks: Kick [1d4]
 or Head Butt [1d4+1]
 Special: Alert, Stealthy
 Level / XP: ½ / 5

These statistics will apply to any deer-like creature the Referee desires.

Dog, Guard

Armor Class: 8 [11]
 Hit Dice: 2
 Saving Throw: 17
 Movement: 18
 Attack Bonus: +2
 Attacks: Bite [1d4+1]
 Special: Keen Senses [smell, hearing],
 Takedown [1], Track by Smell
 Level / XP: 2 / 30

Dog, Herd

Armor Class: 9 [10]
 Hit Dice: 1+1
 Saving Throw: 18
 Movement: 18
 Attack Bonus: +0
 Attacks: Bite [1d4]
 Special: Keen Senses [smell, hearing],
 Track by Smell
 Level / XP: 1 / 15

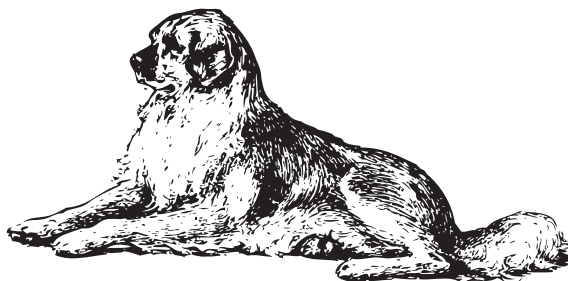
Dog, War

Armor Class: 8 [11]
 Hit Dice: 3
 Saving Throw: 16
 Movement: 18
 Attack Bonus: +2
 Attacks: Bite [1d6+1]
 Special: Keen Senses [smell, hearing],
 Takedown [1], Track by Smell,
 Level / XP: 4 / 120

Dog, Wild

Armor Class: 9 [10]
 Hit Dice: 1-1
 Saving Throw: 15
 Movement: 18
 Attack Bonus: +0
 Attacks: Bite [1d4-1]
 Special: Keen Senses [smell, hearing],
 Takedown [1], Track by Smell,
 Call for Help

Wild Dogs often run in packs of 2d6 individuals.

**Donkey / Mule**

Armor Class: 9 [10]
 Hit Dice: 2
 Saving Throw: 14
 Movement: 12
 Attack Bonus: +0
 Attacks: Bite [1d4+1] or Kick [2d4+2]
 Special: Trample [2d6], Sure Footed
 Level / XP: 2 / 30

Donkeys and Mules are very sure footed, getting a +2 to saving throws to avoid being knocked prone or falling due to rough terrain.

Goat / Sheep

Armor Class: 9 [10]
Hit Dice: 1/2 [1d3]
Saving Throw: 19
Movement: 10
Attack Bonus: 0
Attack: Bite [1d3-1]
or Head Butt [1d4+1]
Special: Charge

Horse, Draft

Armor Class: 9 [10]
Hit Dice: 3
Saving Throw: 16
Movement: 16
Attack Bonus: +0
Attacks: Bite [1d4+2] or Kick [2d4+4]
Special: Trample [2d6]
Level / XP: 2 / 30

Horse, Riding

Armor Class: 8 [11]
Hit Dice: 2+1
Saving Throw: 15
Movement: 24
Attack Bonus: +0
Attacks: Bite [1d4+1] or Kick [2d4+2]
Special: Trample [3d6]
Level / XP: 3 / 60

Horse, War

Armor Class: 8 [11]
Hit Dice: 3+1
Saving Throw: 15
Movement: 18
Attack Bonus: +2
Attacks: Bite [1d6+2] or Kick [2d8+4]
Special: Trample [3d6], Charge, Combat
Monster
Level / XP: 5 / 240

Owl

Armor Class: 7 [12]
Hit Dice: 1-1
Saving Throw: 16
Movement: 8 [24 flying]
Attack Bonus: +0
Special: Keen Senses [Vision],
Charge [Dive], Night Vision
Level / XP: 2 / 30

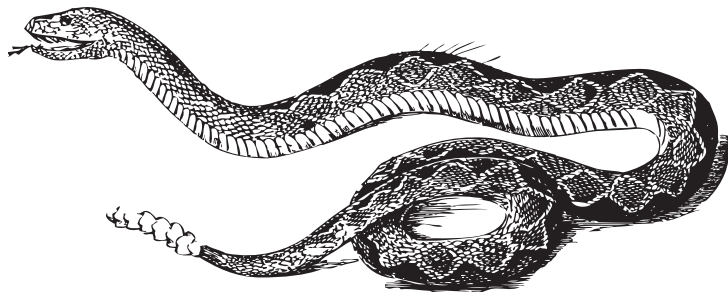
Raptor (Hawks, Falcons, Eagles, etc.)

Armor Class: 7 [12]
Hit Dice: 1-1
Saving Throw: 16
Movement: 8 [24 flying]
Attack Bonus: +0
Attacks: Claws [1d4+1]
Special: Keen Senses [Vision],
Charge [Dive]
Level / XP: 2 / 30

Snake, Poisonous

Armor Class: 6 [13]
Hit Dice: 1-1
Saving Throw: 16
Movement: 9
Attack Bonus: +0
Attacks: Bite [1d3-1]
Special: Poison
Level / XP: 2 / 30

The average poisonous snake in the Borderlands injects an insidious poison into its victim that does 1d4+1 damage per round over a period of 1d6+2 rounds. Save for no damage



Weasel / Ferret / Stoat

Armor Class: 7 [12]
Hit Dice: 1-1
Saving Throw: 18
Movement: 18
Attack Bonus: +0
Attacks: Bite [1d6-1]
Special: Keen Senses [Smell, Hearing]
Level / XP: ½ / 5

Wolf

Armor Class: 8 [12]
Hit Dice: 3+1
Saving Throw: 17
Movement: 18
Attack Bonus: +2
Attacks: Bite [1d6+1]
Special: Keen Senses [Smell], Takedown,
Level / XP: 3 / 60

Wolves often run in packs of 2d6+2



Monsters

Typically of much greater threat to the Adventurers are Monsters, those creatures that are supposed to only exist in myths, legends and nightmares. The following are some of the more likely monsters that Adventurers may encounter in their travels through the Borderlands. Some monsters with multiple types and the sentient races of the borderlands will fall into their own categories

Banshee

Armor Class: 0 [19]
Hit Dice: 7
Saving Throw: 12
Movement: 9 [15 fly]
Attack Bonus: +3
Attacks: Claw [1d6]
Special: Damage Resistant, Magic Resistant, Deathly Wail
Level / XP: 11 / 1700

Banshees are horrid fey creatures that are typically found in swamps and other desolate places.

Their shriek (useable once per encounter) can affect a cone-like area in front of them, 60 feet long and 15 feet wide at it's end point, which necessitates a saving throw from those who are in the targeted area. Those who fail the saving throw take 6d6+6 damage. Those who succeed in the save take 1d6+1 damage and are disoriented for 1d6 rounds (-2 to all actions).

Banshees can only be damaged by magic, silver and cold iron. They are immune to mind-controlling spells, including slumbertime. Banshees are magic resistant, able to shrug off the effects of any magic with a 2 in 6 chance of success. They can travel over water and other terrain as if it were land, but crossing running water causes them to lose their magic resistance for 3d6 hours.

Banshees look like gaunt humans or elves (male or female) with long, stringy hair and glowing yellow eyes. They often wear hooded cloaks and are found in all parts of the world and there are legends of such creatures in many cultures.

Barghest

Armor Class: 4 [15]
Hit Dice: 6+1
Saving Throw: 13
Movement: 18
Attack Bonus: +3
Attacks: Claw [1d6] (x2), Bite [2d6]
Special: Pounce, Fearless, Quick Reflexes
Level / XP: 6 / 400

A monstrous dark-furred dog-like creature of fey origins, The Barghest is a swift combatant, able to strike with two claws and bite within a combat round.

Basilisk

Armor Class: 4 [15]
Hit Dice: 6
Saving Throw: 14
Movement: 9
Attack Bonus: +3
Attacks: Bite [2d4+1]
Special: Calcifying Gaze
Level / XP: 8 / 800

Basilisks are large lizard like creatures whose gaze will calcify (*become immobile and stone like in appearance*) anyone who meets its gaze. Attempting to fight a basilisk without meeting its gaze incurs a -4 attack penalty. If the gaze of the basilisk is reflected back at it, there is a 2 in 6 chance that the basilisk will be forced to make a saving throw or be calcified itself.

Calcification takes 1d3+1 rounds to complete, inflicting 1d3 damage each round and slowing the reactions of the victim by -2 and halving their movement each round until they can no longer move on the final round. Those calcified by a basilisk can still breathe, see and hear, but are unable to speak, move or eat. If not killed by the pain of the transformation, most victims of a basilisk eventually starve to death.

Soaking the victim in a bath of warm water and vinegar for 4d6 hours has a 4 in 6 chance of removing the effects.

Beetle, Giant Glow

Armor Class: 4 [15]
Hit Dice: 1+2
Saving Throw: 16
Movement: 18
Attack Bonus: +0
Attacks: Bite [1d6+1]
Special: none
Level / XP: 1 / 15

Giant glow beetles have a grapefruit-sized gland that grows beneath its chitinous shell that emits a greenish glow, which lights up a 20 foot radius sphere around the beetle. If carefully removed after the death of the beetle (*4 in 6 chance of it being intact after combat*), the gland will continue to glow and give off light for 2d4 days.

Bloodsuckers

Armor Class: 6 [13]
Hit Dice: 1+1
Saving Throw: 16
Movement: 3 [18 fly]
Attack Bonus: +1
Attacks: Sting [1d3 + blood drain]
Special: Blood Drain [1d3+1 / round]
Level / XP: 3 / 60

Flying, feathered creatures with a prominent, hollow sharpened proboscis, bloodsuckers latch onto their prey after the initial attack and drain blood until the prey is empty or they are full. The blood drain is an automatic hit after the initial attack and will continue until the Bloodsucker is either killed or forcibly removed (*Strength based Action Check to pull the bloodsucker out, causing an additional 1d3+1 damage to the victim*).



Centipede, Giant

Giant centipedes are found in three different sizes; small, medium and large. They are found in all types of terrain and areas, and all possess a poisonous bite.

Small Giant Centipede

Armor Class: 9 [10]
Hit Dice: ½ [1d3]
Saving Throw: 18
Movement: 10
Attack Bonus: +0
Attacks: Bite [1d3] + poison
Special: Poison [1d3+1 per round for 1d6 rounds] Save Negates
Level / XP: 3 / 60

Small Giant Centipedes are about 2 feet in length

Medium Giant Centipede

Armor Class: 5 [14]
Hit Dice: 2
Saving Throw: 16
Movement: 16
Attack Bonus: +1
Attacks: Bite [1d6] + poison
Special: Poison [1d6+1 per round for 1d6+1 rounds] Save Negates
Level / XP: 5 / 240

Medium Giant Centipedes are about 4 to 6 feet in length

Large Giant Centipede

Armor Class: 0 [19]
Hit Dice: 4
Saving Throw: 14
Movement: 20
Attack Bonus: +2
Attacks: Bite [2d4+2] + poison
Special: Poison: [2d6 per round for 3d6 rounds] Save Negates
Level / XP: 8 / 800

Large Giant Centipedes range from 15 to 20 feet in length.

Changeling [Doppelganger]

Armor Class: 7 [12]
Hit Dice: 4
Saving Throw: 12
Movement: 12
Attack Bonus: +2
Attacks: Claw [1d6-1] or by weapon
Special: Shapeshifter,
Resistance [see below]
Level / XP: 5 / 240

A changeling is a fey creature that can change its form to resemble the physical appearance (*including clothing and gear*) of any person. These creatures are immune to sleep and charm type spells such as control sentient and slumbertime, and are considered magic resistant for purposes such as breaking through wizard locks and similar spells. They have a very good saving throw bonus (+4) against magic of all kinds.

Cockatrice

Armor Class: 6 [13]
Hit Dice: 5
Saving Throw: 13
Movement: 6 [18 fly]
Attack Bonus: +3
Attacks: Bite [1d6-1]
Special: Calcifying Bite
Level / XP: 7 / 600

This monstrosity has the appearance of an oversized rooster with bat-like wings and a long, scaly tail. Those bitten by a cockatrice must make a saving throw or have their body calcify, becoming immobile and stone-like in appearance.

Calcification takes 1d3+1 rounds to complete, inflicting 1d3 damage each round and slowing their reactions by -2 and halving their movement each round until they can no longer move on the final round. Those calcified by a Cockatrice can still breathe, see and hear, but are unable to speak, move or eat.

Soaking the victim in a bath of warm water and vinegar for 4d6 hours has a 4 in 6 chance of removing the effects.

Dire Bear

Armor Class: 3 [16]
Hit Dice: 10+2
Saving Throw: 12
Movement: 18 [12 swim]
Attack Bonus: +6
Attacks: Claw [2d6+2] (x2) or Bite [3d6+2]
Special: Keen Senses [smell], Roar, Charge, Crush
Level / XP: 10 / 1400

If the Dire Bear successfully hits with both claws, they will attempt to pull their prey in close and crush them with a powerful hug. The victim gets a Saving Throw to avoid this, but if not successful, take an additional 2d6+2 points of damage from the crushing attack.

Unless the bear releases their victim, they will continue to do an additional 2d6+2 points of damage each round, unless the victim makes a successful saving throw. While crushing an opponent, the dire bear will often attempt to bite their victim.

Dire Boar

Armor Class: 5 [14]
Hit Dice: 4+2
Saving Throw: 12
Movement: 12
Attack Bonus: +3
Attacks: Tusks [2d4+2]
Special: Charge, Frenzied Attacks, Tenacious
Level / XP: 4 / 120

Like their smaller cousins, Dire Boars are tough and tenacious creatures, difficult to kill. When a Dire Boar is reduced to 0 hit points, it makes a saving throw, and if successful, continues to fight for an additional 2d4 combat rounds.

Dire Wolf

Armor Class: 4 [15]
Hit Dice: 6
Saving Throw: 12
Movement: 24
Attack Bonus: +4
Attacks: Bite [2d6+2]
Special: Keen Senses [Smell], Takedown, Call For Help
Level / XP: 6 / 400

Dire Wolves often run in packs of 1d4+1 individuals, and can summon normal wolves to come to their aid if any are nearby.

Dire beasts are more primeval versions of their modern descendants, a throwback to the prehistoric eras when these beasts could hold their own against creatures such as dinosaurs and dragons.

Larger, naturally armored, often with external plates of bone or hardened cartilage or hair, the Dire version of an animal is often a nightmarish sight to behold, appearing as some twisted, hellbeast to the average person. Rare individual Dire Beasts are rumored to possess great intelligence and even the ability to speak.



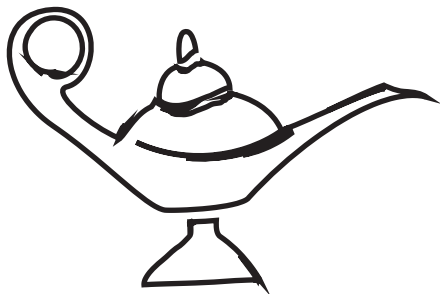
Djinn

Armor Class:	5 [14]
Hit Dice:	7
Saving Throw:	14
Movement:	12 [30 flying]
Attack Bonus:	+5
Attacks:	Fist [1d6+2] or by weapon
Special:	Great Strength, Immunity [Non-Magical Attacks]
Level / XP:	10 / 1400

Djinn are typically found in the areas of the Deserts of Adysa, although they can be encountered anywhere. They are magical creatures from another plane of existence who sometimes find themselves in the mortal world through misadventure or boredom.

Djinn can do any of the following things at will (*maximum of one per combat round*):

- Create a banquet of high quality, including tables and utensils. Enough to feed up to 21 people
- Create objects of metal (including coinage), but all such magically created metal items disappear with the next sunrise.
- Create very intricate illusions, but they will vanish immediately if touched.
- Take gaseous form (they are unable to interact with the physical world in this form, or be attacked, but can go anywhere that is not sealed airtight)
- Become invisible
- The djinn can turn itself into a whirlwind, automatically knocking down any adjacent creature of 2 HD or less



Dryad

Armor Class:	5 [14]
Hit Dice:	2
Saving Throw:	16
Movement:	12
Attack Bonus:	+1
Attacks:	Unarmed [1d3] or by weapon
Special:	Control Sentient, Tree Portal
Level / XP:	3 / 60

Dryads are beautiful fae tree spirits, that resemble human or elvish females. Dryads typically do not venture far from their home trees. They can cast (*as a native magical power*) a strong charm that operates as a Control Sentient spell with a -2 saving throw.

The Dryad may use this power up to four times per day. Those who are thus controlled are often either sent away to never return to the tree, or kept as a plaything by the dryad until she loses interest or the person dies. A dryad can merge with any tree as part of their normal move and may also portal from any tree they touch to any other within 100 feet.

Efreet

Armor Class:	3 [16]
Hit Dice:	10
Saving Throw:	14
Movement:	6 [18 flying]
Attack Bonus:	+5
Attacks:	Fist or Flaming Sword [2d6]
Special:	Wall of Fire, Immunity [fire], Resistance [Non-Magical attacks], Vulnerability [Water]
Level / XP:	12 / 2000

Efreets are the fiery counterpart of the Djinn.

Duplicitous, aggressive and mean spirited, they seem to delight in causing chaos and trouble. An efreet can summon a wall of fire (per the fourth level wizard spell Elemental Wall) once per encounter, and can create a giant, flaming sword at will.

Efreets appear as giant humans with red skin and cruel features, with flames flickering along their forms.

Gargoyle

Armor Class: 5 [14]
Hit Dice: 4
Saving Throw: 15
Movement: 9 [18 flying]
Attack Bonus: +3
Attacks: Claw [1d6+2] (x2)
Special: Resistance [Pierce/Slash attacks],
Rake, Dark Vision
Level / XP: 6 / 400

Gargoyles are winged creatures with a tough skin that resembles stone. They resemble the monstrous carvings that often adorn buildings. They can be found in many different environs.

Ghoul

Armor Class: 6 [13]
Hit Dice: 2+1
Saving Throw: 16
Movement: 12
Attack Bonus: +1
Attacks: Claw [1d6-1] (x2) Bite [1d6+1]
Special: Paralyzing Touch
Magic Resistance [1 in 6]
Level / XP: 5 / 2450

Often found in graveyards or roaming battlefields after a battle, these corpse eating humanoids are often mistaken for undead, but they are not, they exist firmly amongst the living.

They possess a slight resistance to magic (1 in 6). The claw like fingernails and sharpened teeth of the ghoul secretes a toxin that will render the victim paralyzed and unable to move or speak for 3d6 combat rounds. A successful saving throw negates the effects of the toxin.



Goatstalker

Armor Class: 7 [12]
Hit Dice: 3
Saving Throw: 16
Movement: 24
Attack Bonus: +1
Attacks: Bite [1d6+2] or Claw [1d6-1]
Special: Pounce, Blood Drain,
Keen Senses [smell], Night Vision

A blood-thirsty creature the size of a large dog, with a leathery, almost reptilian appearance and small spines on it's back and head; the goatstalker is infamous for stalking and feeding off goats in areas around the Hagswallow Bog, although it will gladly accept human blood if it is hungry or cornered.

If the goatstalker successfully bites a victim, it will drain 1d3+2 hit points of blood automatically each round that the victim fails a saving throw (*1 point if the saving throw is successful*) to get out of the grip of the creature's strong jaws.

Any blood the goatstalker drains from it's victim will also heal the monstrous creature of damage taken. The goatstalker possesses night vision and an extraordinarily keen sense of smell, able to find their prey from miles away.

Gryphon

Armor Class: 3 [16]
Hit Dice: 7+1
Saving Throw: 14
Movement: 10 [30 fly]
Attack Bonus: +3
Attacks: Claw [2d4+2] (x2) or Bite [2d6]
Special: Rake, Charge (dive),
Keen Senses (Sight)
Level / XP: 8 / 800

Possessing the body of a lion, the wings, head and fore-talons of an eagle, gryphons are masterful hunters. Nesting in high altitude, mountainous areas not easily accessible without wings, gryphons guard their nests and their eggs and young with a frightening ferocity.

Harpy

Armor Class: 7 [12]
Hit Dice: 3
Saving Throw: 16
Movement: 6 [18 fly]
Attack Bonus: +1
Attacks: Talons (1d6)
Special: Siren Song
Level / XP: 4 / 120

These detestable creatures have the upper body of a human female (often quite shapely and well formed, at least when young), combined with the lower body and wings of a vulture.

They possess voices that are surprisingly appealing, and touched with magical power. The song of the Harpy can be directed towards an individual, who, if a saving throw is failed are affected as by a Control Sentient spell.

Unfortunates who fall under the sway of a harpy are kept to act as slaves or breeding stock until their mistress grows weary of them, at which time they are usually killed and eaten.

Hellhound

Armor Class: 4 [15]
Hit Dice: 4 to 7
Saving Throw: 5 HD [15] • 6 HD [14]
7 HD [13]
Movement: 18
Attack Bonus: +2 to +3 (equal to 1/2 HD)
Attacks: Bite [2d6]
Special: Fire Breathing, Immunity [Fire], Vulnerability [Cold]
Level / XP: 4HD [5 / 240] • 5HD [6 / 400]
6HD [7 / 600] • 7HD [8 / 800]

Fire-breathing dogs, supposedly the hunting hounds of devils or lords of the underworld. Hellhounds take double damage from cold attacks and are immune to fire damage.

Each round of combat, roll 1d6; on a 3 or less, the Hellhound breathes a gout of flame, 10 feet in length and 1 foot wide. It does 1d4 hit points of damage per HD of the hellhound. Save for half damage.

Homunculus

Armor Class: 6 [13]
Hit Dice: 2
Saving Throw: 15
Movement: 6 [20 fly]
Attack Bonus: +0
Attacks: Bite [1d3 + sleep]
Special: Stealth, Sleep Inducing Bite
Level / XP: 5 / 240

A homunculus is a living, man-like creature created by a powerful spellcaster as a servant. The precise abilities of a homunculus depend upon the spells and procedures used in its creation (*the details of creating a homunculus are left to the game master*), although virtually all are created with wings of some kind.

The most common homunculus has a sleep-inducing bite (*saving throw to negate*), but others might be created with a poison bite (CL7 / 600XP), or might have unusual powers of perception instead (*such as the ability to detect magic, evil, spells, etc*).



Memory Devourer

Armor Class: 7 [12]
Hit Dice: 8
Saving Throw: 10
Movement: 12
Attack Bonus: +3
Attacks: Tentacles [1d3] (x4) or by weapon
Special: Magic Resistance (5 in 6),
Mental Blast, Brain Eating
Level / XP: 12 / 2000

Originally humans who were transformed by the elder god they worshipped to be more akin to his image, these humanoids have, over the centuries, bred true and are a species unto themselves. They have squid-like heads from which dangle four tentacles, and a human-like body, typically bluish to purple in complexion.

The only food source for these beings is brains and although they can survive on the brains of any lesser creature, they consider the one most like themselves to be a true delicacy and will savor a human brain like an oenophile savors a fine wine.

Memory Devourers attack by striking out with up to four of their facial tentacles. Should these tentacles manage to strike their target, it will begin to work itself in towards the victim's brain, where it remains for 1d3+2 combat rounds, reducing the targets Intelligence by 1d3 per round (save to negate), until they unceremoniously rip it free, doing an additional 1d6 damage per tentacle.

Additionally, Memory Devourers have a powerful mental blast, a cone 60 feet long, 20 feet wide at it's end point. This may be used once per encounter and is subject to a saving throw, with the following effects:

- Natural 1 on save = Mentally induced paralysis for 4d6 rounds
- Failed save = panicked and unable to attack or make decisions for 2d6 combat rounds.
- Successful Save = Confused (-2 to actions) for 2d6 combat rounds
- Natural 20 on save = Slight headache for 2d6 days with disturbing visions when eyes are closed (*no die-roll affecting effects*)

Ogre

Armor Class: 5 [14]
Hit Dice: 4+2
Saving Throw: 17
Movement: 10
Attack Bonus: +3
Attacks: Fist (1d4+2) or by weapon
Special: Great Strength (+2 damage)

Ogres tend to be a bit on the slow side, mentally, but make up for it physically. Hulking, humanoid brutes, Ogres average around 8 feet in height and are thought to be primitive kin of Jotun (giants).

Owlbear

Armor Class: 5 [14]
Hit Dice: 5 + 2
Saving Throw: 13
Movement: 10
Attack Bonus: +3
Attacks: Claw [1d6+1] (x2) Bite [2d4+1]
Special: Crush, Keen Senses (smell, sight),
Dark Vision
Level / XP: 6 / 400

This creature possesses the body of a bear, but with an owl's beak and eyes, and it has feathers in addition to the fur on it's head and upper body. Owlbears possess extraordinarily keen senses vision and smell, able to see in complete darkness and to track their prey by smell.

If the owlbear successfully hits with both claws, they will attempt to pull their prey in close and crush them with a powerful hug. The victim gets a Saving Throw to avoid this, but if not successful, take an additional 2d4 points of damage from the crushing attack.

Unless the owlbear releases its victim, they will continue to do an additional 2d4 points of damage each round, unless the victim makes a successful saving throw. While crushing an opponent, the owlbear will often attempt to bite their victim.

Rodents of Unusual Size

Armor Class: 7 [12]
Hit Dice: ½ (1d3)
Saving Throw: 19
Movement: 12
Attack Bonus: +0
Attacks: Bite [1d4-1]
Special: Dark Vision, Stealth, Disease

These rats are about the size of a small dog (*about 4 to 5 pounds*). Although not overly aggressive unless attacked or cornered, their bites do have a 1 in 6 chance of transmitting a disease to their victims (*reduce Strength, Dexterity and Constitution by 1d6 for 1d6+1 days. Onset in 1d6 hours*). A successful saving throw avoids the effects of the disease.

Scorpion, Giant

Armor Class: 3 [16]
Hit Dice: 5+1
Saving Throw: 16
Movement: 12
Attack Bonus: +2
Attacks: Pincers [1d6+1] (x2)
Stinger [1d4+1]
Special: Poison

Mostly found in underground passages and in the sandy wastes of the Deserts of Adysa, these scorpions are often as large as a draft horse and will attempt to grasp their prey and poison them with their tail stinger. The poison from their tail stinger inflicts an additional 1d6 damage per round for 1d4 rounds; a successful save negates the damage that round.

Shadow

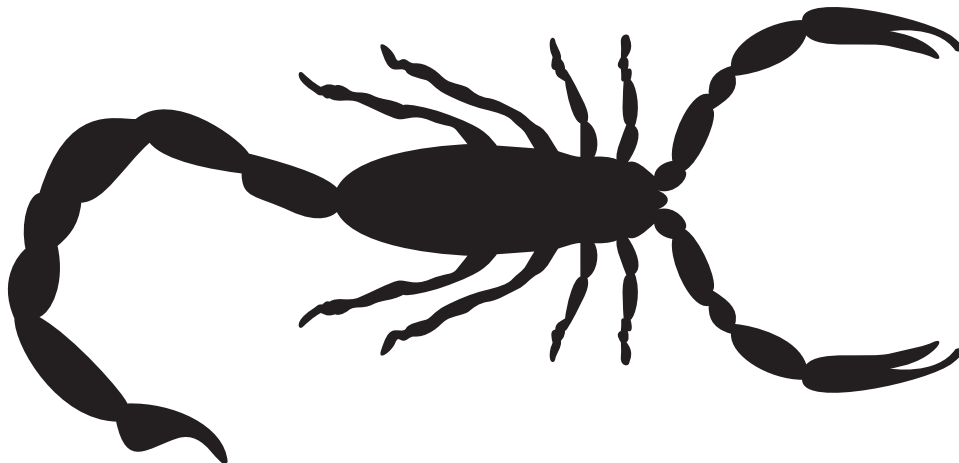
Armor Class: 7 [12]
Hit Dice: 4
Saving Throw: 12
Movement: 12
Attack Bonus: +2
Attacks: Touch [special - see below]
Special: Resistance [non-magical attacks], Immunity [cold], Draining Attack, Immune [mind control, including slumbertime], Stealth
Level / XP: 7 / 600

It is not known if shadows are magically animated creatures of pure, malevolent darkness, or if they originate on another plane. What is known is that they resemble nothing more than animated shadows, they are non-corporeal and are very difficult to defeat.

The touch of a Shadow will reduce the Strength of their victim by 1d3 points [save negates].

If the Strength of the victim is reduced to less than zero, the victim will be transformed into a Shadow themselves in 1d6 minutes.

The victims Strength will return at a rate of 1d6+1 points per hour if the victim survives.



Slug, Giant

Armor Class: 8 [11]
Hit Dice: 12
Saving Throw: 14
Movement: 6
Attack Bonus: +2
Attacks: Bite [2d6+1]
Special: Immunity [Blunt Weapons],
Vulnerability [Salt], Acidic Spit
Level / XP: 15 / 2900

Giant slugs are extremely large masses of slimy, thick flesh. Typically found deep underground or within the Great Marsh, Giant Slugs will take 1d6+2 points of damage from a handful of salt, taking a continuing 1d3 points of damage per round for 2d3 rounds (*no save allowed*).

On a roll of 4 or higher on a d6, they can also spit a glob of acidic saliva at a single target within 60 feet. The acidic glob will do an initial 2d6 points of damage to the target, and an additional 1d3 points per round for 2d4 rounds, unless the acid is washed off (*takes an entire round*).

Spider, Giant

Armor Class: 6 [13]
Hit Dice: 2+2
Saving Throw: 17
Movement: 18
Attack Bonus: +1
Attacks: Bite [1d6+1 + poison]
Special: Poison [see below]
Level / XP: 5 / 240

With bodies the size of a large hound, giant spiders are aggressive hunters. Only the greater giant spiders are web builders. Giant spider webs require a saving throw to avoid becoming stuck. Those who make their saving throw can fight and move (*5 feet per round*) in the webs.

Giant spiders surprise on a 1-5 on a d6, being able to hide well in shadows. A giant spider's bite is very poisonous, typically paralyzing it's victim for 3d6 minutes (*saving throw to avoid the effects*), but sometimes doing additional damage (*referee's preference*).

Troll

Armor Class: 4 [15]
Hit Dice: 6 + 2
Saving Throw: 15
Movement: 12
Attack Bonus: +4
Attacks: Claw [1d6+2] (x2)
Special: Regenerate (2),
Vulnerability [Fire, Acid],
Very Strong

Trolls average 8 to 10 feet tall and have warty looking, green to gray skin. Trolls seldom use weapons, preferring to rely upon their sharp claws.

Trolls regenerate 2 points of damage per combat round, unless the damage was done by fire or acid. The only way to completely kill a troll is to submerge it in acid or burn it to ashes. Trolls are able to regenerate decapitated heads and limbs.

Tunnel Worms

Armor Class: 6 [13]
Hit Dice: 15
Saving Throw: 10
Movement: 8 [12 burrowing]
Attack Bonus: +7
Attacks: Bite [4d6+2]
Special: Burrowing, Fearless,
Swallow Whole

Tunnel Worms are massive, worm-like creatures that average 40 to 50 feet in length and often exceed 10 feet in diameter. Subterranean creatures, they burrow tunnels through the ground, devouring rock, dirt and sand with equal ease.

If the attack roll of the worm exceeds its target's Armor Class by 5 or more points, they have swallowed their prey whole. A victim who has been swallowed whole will automatically take 2d6+2 points of damage each round from being crushed by the muscles of the Worm and its digestive acids [*saving throw each round for half damage that round*].

Beastfolk

Beast folk is a wide ranging description that encompasses a number of beings that seem to be a cross between animal and humanoid. In the Borderlands, the beastfolk are considered to be a problem, in that they once occupied the land and were driven out by the Imperial expansion into the area. Beastfolk often raid outlying settlements and attack travelers that are passing through their claimed territory.

Anuban (Jackal folk)

Armor Class: 6 [13]
Hit Dice: 2
Saving Throw: 16
Movement: 12
Attack Bonus: +1
Attacks: Bite [1d4+1] or by weapon
Special: Keen Senses [smell]
Frenzied Attacks
Level / XP: 2 / 30

Anubans are tall, wiry humanoids with what appears to be jackal or hyena like heads. They are commonly found in both the Beast Lands and in the Deserts of Adysa. They usually travel in packs of 2d4+2 individuals. On a roll of 1 or 2 on a d6, an Anuban will go into a frenzy of bloodlust and will use the Frenzied Attacks ability until they or their opponent is dead.

Centaur

Armor Class: 6 [13] or 4 [15] with shield
Hit Dice: 4+2
Saving Throw: 14
Movement: 24
Attack Bonus: +2
Attacks: Kick (2d4+2) or by weapon
Special: Trample, Charge
Level / XP: 5 / 240

Appearing to be half human, half horse, centaurs are fierce warriors who roam the open areas of the Beast Lands. They have reasonably good relations with the Cheram, because of the respect and reverence the Cheram show their mounts.

Gorgon

Armor Class: 8 [11]
Hit Dice: 6
Saving Throw: 14
Movement: 10
Attack Bonus: +3
Attacks: Bite [poison]
Or by weapon
Special: Poison Bite [see below]
Calcifying gaze
Level / XP: 8 / 800

Gorgons are an offshoot of the ancient serpent folk who once ruled the world. They have a female upper torso and face, with hair of writhing serpents. The gaze of a gorgon will calcify the victim, giving them an appearance of having been turned to stone.

In addition to a melee attack, the serpent hair of the gorgon may attack once per round, causing no physical damage, but delivering a potentially deadly poison with their bite (*3d6 damage, save for half damage*).

Those who meet the gaze of the gorgon (saving throw to avert view at the last moment), will have their body calcify, becoming immobile and stone-like in appearance. Calcification takes immediate effect, causing the victim 1d6+2 hit points of damage from the extreme pain that wracks their bodies.

Attempting to attack without looking at the gorgon will incur a -4 attack penalty. If the gaze of the gorgon can be reflected back upon itself, there is a 2 in 6 chance that it will calcify itself.

Those calcified by a gorgon can still breathe, see and hear, but are unable to speak, move or eat. If not killed by the pain of the transformation, most victims of a gorgon eventually starve to death.

Soaking the victim in a bath of warm water and vinegar for 6d6+4 hours has a 3 in 6 chance of removing the effects.

Lizard Folk

Armor Class: 6 [13]
Hit Dice: 2+1
Saving Throw: 18
Movement: 10 [15 swim]
Attack Bonus: +1
Attacks: Claw [1d6-1]
Or by weapon
Special: Amphibious
Level / XP: 2 / 30

Humanoid creatures of obvious reptilian origins, lizard-folk were the servitors of the serpent people of ancient times. Amphibious creatures, they can stay submerged beneath the water for hours at a time. Their scaly skin provides them with a small degree of protection.

Mostly primitive and devolved creatures, upon occasion, one will be hatched among them who has a greater natural intelligence and sometimes, even leadership ability. Some of these rare lizard-folk gain the abilities of casting arcane spells or channeling miracles.

Piscinoids [fish folk]

Armor Class: 4 [15]
Hit Dice: 2+2
Saving Throw: 15
Movement: 10 [18 swim]
Attack Bonus: +2
Attacks: Claw [1d4+1] (x2)
Or bite [1d4-1]
Or by weapon
Special: Strong [+1 damage]
Darkvision, Amphibious
Level / XP: 2 / 30

Aquatic humanoids found exclusively in areas where there are bodies of water as they can only breath out of water for 1d3 hours before they must immerse themselves for 2d6 rounds.

Piscinoids are roughly the size of humans and have large, glowing eyes which enable them to see in the murky depths as if it were daylight, but they are also blinded for 1d6 rounds by sudden bright lights.

Rattoids

Armor Class: 7 [12]
Hit Dice: 2
Saving Throw: 14
Movement: 16
Attack Bonus: +1
Attacks: Bite [1d4] or by weapon
Special: Immunity [disease], Alert
Keen Senses [Smell]
Dark Vision, Evasive Moves [1]
Level / XP: 3 / 60

Humanoid Rats, the Rattoids are often found in ancient ruins or in the ruins and sewers that run beneath Imperial settlements.

Serpent Folk [Naga]

Armor Class: 7 [12]
Hit Dice: 7
Saving Throw: 10
Movement: 10
Attack Bonus: +5
Attacks: by weapon
Special: Spit Poison
Evasive Moves [1]
Magic Resistance [2 in 6]
Level / XP: 9 / 1100

Decadent descendants of the mighty serpent folk who once ruled the area now known as the Borderlands, Nagas appear like humans with the lower torso of a huge snake.

Their snake body often stretches as much as 12 to 15 feet behind them, and they can raise themselves up to 10 feet in height by gathering their serpentine tail beneath them.

On a roll of 5 or 6 during a combat round, a Naga can spit a gob of venom up to 10 feet towards a target (roll to hit normally). The venom will inflict 1d6 points of damage initially (save for half) and an additional 1d6 points per round for 1d4+1 rounds [save each round to only take half damage].

Taurens

Armor Class: 6 [13]
Hit Dice: 6 + 2
Saving Throw: 13
Move: 12
Attack Bonus: +6
Attacks: Gore [2d4+2] or by Weapon
Special: Very Strong [+2 damage]
Excellent Sense of Direction
Charge, Fearless
Level / XP: 8 / 800

Taurens have the body of a massive human and the head of a bull. Averaging 7 to 8 feet tall, Taurens are fond of two handed weapons and are typically not very bright. They have an innate sense of direction, knowing which direction is north and how to find their way to any point they have previously visited on a roll of 1-5 on a d6.

Ursinoids [bear folk]

Armor Class: 6 [13]
Hit Dice: 5 + 2
Saving Throw: 12
Movement: 14
Attack Bonus: +4
Attacks: Fist [2d4+2] (x2)
Or by weapon
Special: Keen Senses [smell]
Crush, Roar
Level / XP: 7 / 600

Bear like humanoids the ursinoids are found in many climes, from the frigid, snow capped mountains to the plains and forests of the Borderlands. Large, shaggy creatures, they are not typically as aggressive as some of the other beast folk, but are formidable opponents should they be forced to fight.

In combat, they typically attack twice with their fists, and if both attacks are successful, will pull their opponents in close for a bone-crushing hug. The victim will take an additional 2d6+2 points of damage from the crushing attack. On their initiative, the victim may make a saving throw to get free of the hug and avoid further damage. If the saving throw is failed, they take another 2d6+2 damage unless the ursinoid releases their grip.

Wolfen

Armor Class: 7 [12]
Hit Dice: 3 + 1
Saving Throw: 16
Movement: 20
Attack Bonus: +3
Attacks: Claw [1d4+1] (x2) Bite [2d4+1]
Or by weapon (x2)
Special: Keen Senses [smell], Alert
Call for Help, Combat Monster
Level / XP: 5 / 240

Wolf-like humanoids, Wolfen are often mistaken for being lycanthropes. Very aggressive and territorial, the Wolfen typically travel in packs of 3d6+2 individuals and often (4 in 6) have 2d3 Wolves and occasionally (1 in 6) 1d3 Dire Wolves traveling with them.



Dragons

Dragons in the Borderlands fall into two categories; Lesser Dragonkin, and Common Dragons

Lesser Dragonkin

Typically unintelligent animals which share a tenuous connection with Dragons, Lesser Dragonkin are nonetheless dangerous opponents.

Drake

Armor Class: 4 [17]
Hit Dice: 6
Saving Throw: 14
Movement: 16
Attack Bonus: +4
Attacks: Bite [1d6+2], Tail Slap [1d6+2]
Special: Magic Resistance [1 in 6]
Knock Prone, Pounce
Level / XP: 8 / 800

Drakes resemble a common dragon with vestigial wings, and typically have scales that are brown to brownish green in color. Possessed of an animal cunning, drakes have a mild and unreliable resistance to magic. They often begin their attacks by pouncing upon their targets. If they hit with their tail, their target must roll a saving throw or be knocked prone.

Wurm, Lesser

Armor Class: 4 [17]
Hit Dice: 4
Saving Throw: 15
Movement: 12
Attack Bonus: +2
Attacks: Bite [1d6+2], Tail Slap [1d6+2]
Special: Knock Prone
Level / XP: 5 / 240

Lesser Wurms are little more than bit, stupid lizards, averaging 20 to 25 feet in length. They possess a powerful bite and will attempt to strike opponents with their tail as well when they attack. If the tail attack is successful, the target must make a successful saving throw or be knocked prone.

Wyvern

Armor Class: 3 [16]
Hit Dice: 7
Saving Throw: 12
Movement: 9 [18 flying]
Attack Bonus: +4
Attacks: Bite [1d6+2]
Or sting [1d6+poison]
Special: Poison Sting
Immunity [poison]
Level / XP: 9 / 1100

A wyvern is a two legged lesser dragon, smaller and less intelligent than a true dragon. They have a stinger located at the end of their tail, which delivers a painful attack and injects the target with an insidious poison that does an immediate 1d6 points of damage, and an additional 2 points of damage per round for 2d4 rounds.

A successful saving throw will reduce the damage from the poison by half (only one saving throw required, when first poisoned). Wyverns are not coordinated enough to use both attacks in the same round.



Dragons

Most adult dragons range in body length from 25 to 35 feet, with a tail that is equally long and wings that are twice as wide as the length of the body. All dragons possess a breath weapon of some type, which is determined by the coloration of their scales. A dragon may use their breath weapon up to three times, with the ability returning once the dragon has had six hours of rest.

All dragons possess a magic resistance of 2 in 6 (*roll 1d6 if a spell is cast against them, a roll of 1 or 2 indicates that the spell had no effect, even spells that get no saving throw*). Most adult common dragons are able to speak Draconian and 1d3 other languages.

1 in 6 Dragons have managed to learn Wizard spells of levels equal to one third of their HD total. If a Dragon has learned spells, they have knowledge of 1d3 spells of each spell level available to them.

Black Dragon

Armor Class: 2 [17]
Hit Dice: 7
Saving Throw: 10
Movement: 12 [24 flying]
Attack Bonus: +4
Attacks: Bite [2d6+2], Tail Slap [2d6+2]
Special: Spits Acid, Immunity [acid]
Magic Resistance [2 in 6]
Level / XP: 9 / 1100

Black dragons spit a deadly, corrosive stream of acid as their breath weapon. This acid will hit everything in a line 5 feet wide and 60 feet long [saving throw for half damage].

Those struck by the acid will take 2d6 points of damage and then an additional 1d3 points of damage every round for 2d3 rounds. Immersion in water will stop the continual damage.

Blue Dragon

Armor Class: 2 [17]
Hit Dice: 9
Saving Throw: 9
Movement: 16 [32 flying]
Attack Bonus: +5
Attacks: Bite [2d6+2], Tail Slap [2d6+2]
Special: Lightning Breath
Magic Resistance [2 in 6]
Immunity [electric / lightning]
Level / XP: 11 / 1700

Blue dragons breathe a line of lightning like electricity, affecting all targets in a line 5 feet wide and 100 feet long. Those struck will take 4d6 points of damage, although a successful saving throw reduces the damage to half.

Gold Dragon

Armor Class: 2 [17]
Hit Dice: 11
Saving Throw: 7
Movement: 12 [24 flying]
Attack Bonus: +7
Attacks: Bite [2d6+2], Tail Slap [2d6+2]
Special: Fire Breath, Immunity [fire]
Magic Resistance [2 in 6]
Level / XP: 13 / 2300

Gold dragons are able to breathe a cone of fire 90 feet long by 30 feet wide at its terminus. Those struck by the fire will take 5d6 points of damage, although a successful saving throw will reduce the damage by half. More intelligent than most dragons, 2 in 6 gold dragons will have learned wizard spells.



Green Dragon

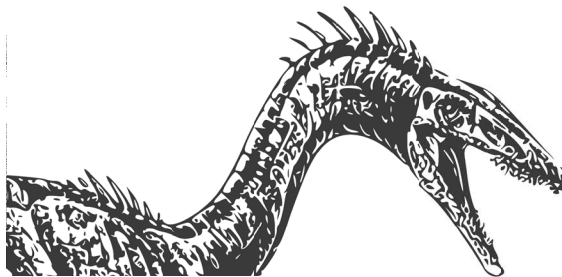
Armor Class: 2 [17]
Hit Dice: 8
Saving Throw: 12
Movement: 12 [24 flying]
Attack Bonus: +4
Attacks: Bite [2d6+2], Tail Slap [2d6+2]
Special: Poison Breath, Immunity [poison]
Magic Resistance [2 in 6]
Level / XP: 11 / 1700

Green dragons breathe a 50 foot diameter cloud of toxic gas. Those caught within the cloud take 3d6 points of damage and be weakened [-4 to all rolls] for 2d4 rounds. A successful saving throw will reduce the damage and penalty by half.

Red Dragon

Armor Class: 2 [17]
Hit Dice: 10
Saving Throw: 7
Movement: 12 [24 fly]
Attack Bonus: +5
Attacks: Bite [2d6+2], Tail Slap [2d6+2]
Special: Fire Breath, Immunity [fire]
Magic Resistance [2 in 6]
Level / XP: 12 / 2000

Red dragons are the classic 'fire-breathing' dragon. They breathe fire in a cone 90 feet long and 30 feet wide at its terminus. This fire does 6d6 damage to all within its reach, unless a successful saving throw is made, which will reduce the damage by half.



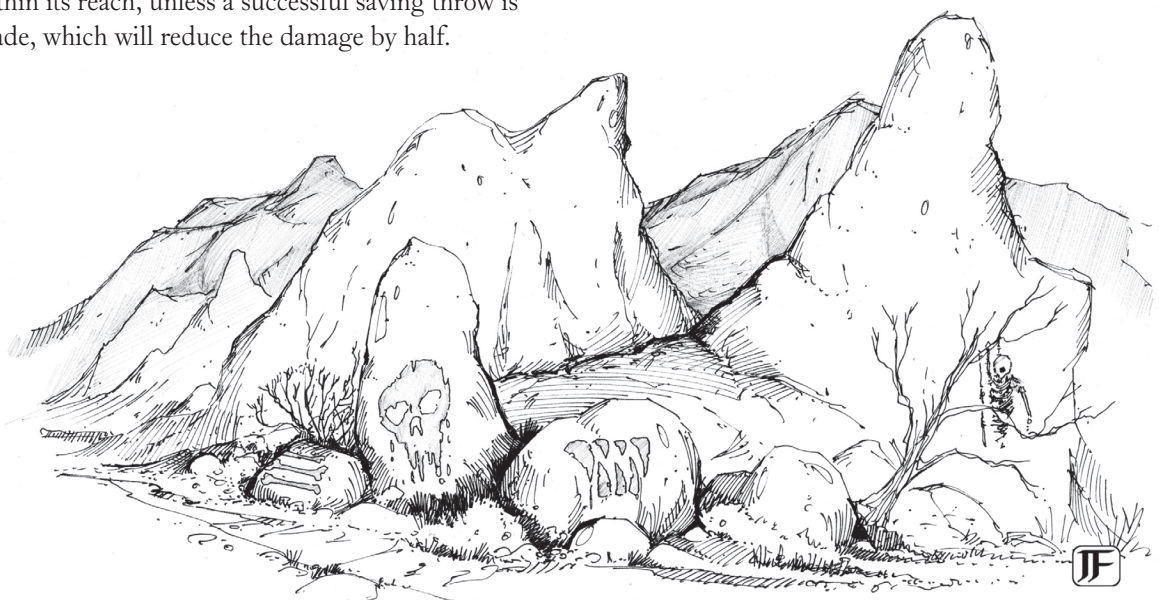
White Dragon

Armor Class: 2 [17]
Hit Dice: 6
Saving Throw: 12
Movement: 12 [24 fly]
Attack Bonus: +4
Attacks: Bite [2d6+2], Tail Slap [2d6+2]
Special: Freezing Breath, Immunity [cold]
Magic Resistance [2 in 6]
Level / XP: 8 / 800

A white dragon will breath a cone of extreme cold and frost in a cone that is 70 feet long and 30 feet wide at its terminus.

Those within the area of the breath take 3d6 points of damage and are slowed to half speed and suffer a -2 to attack rolls for the duration of the encounter.

A successful saving throw will reduce the damage taken and the attack penalty by half and negate the movement penalty.



Elementals

Elementals are living manifestations of the basic forms of matter; earth, air, fire and water. They are typically summoned from their native planes of existence to do the bidding of a powerful spellcaster.

These beings may also have been bound within objects or structures to give the object magical properties. Lesser elementals have very limited intelligence, but are as powerful as the forces of nature that they represent.

Elementals, Lesser

Armor Class: 3 [16]
Hit Dice: 10
Saving Throw: 12
Movement: varies by type
Attack Bonus: +6
Attacks: Strike [2d6+2]
Special: see below by type
Level / XP: 15 / 2900

Air Elemental, Lesser

Air elementals appear as a whirling mass of barely visible air. In addition to a single strike, a lesser air elemental may (on a 3 or higher on a d6) transform into a raging whirlwind for 3 rounds, with a 30 foot diameter.

While in whirlwind form, any being of 2 HD or less will automatically be hurled 6d6 x 10 feet, doing falling damage upon landing. Those of 3 HD or higher get a Saving Throw to avoid being thrown for each round they are within the area of the whirlwind.

The elemental whirlwind is approximately 100 feet tall. Air Elementals have a movement rate of 36.

Earth Elemental, Lesser

Hulking man-like forms of rock and earth, earth elementals will batter opponents with great fists of rock. Earth elementals can tear apart stone structures, able to rip down a section of even a castle wall in 1d6+4 minutes.

Earth elementals are slow, with a movement rate of 6. On a roll of 3 or higher on a d6, a lesser earth elemental will strike at 2d4 opponents within 100'.

If these opponents are standing upon a stone or dirt surface, large fists will erupt from beneath them, striking and doing 2d6+2 points of damage to each. Unless a successful saving throw is made, the targets will be held by the eruption, unable to move and taking an automatic 1d6 points of damage each round (Save to break free).

Fire Elemental, Lesser

Fire elementals are formless masses of flame and heat, sometimes taking a vaguely humanoid shape. Their attacks will cause flammable materials to ignite if the material fails a saving throw. Lesser fire elementals have a movement rate of 12, and are unable to cross water of more than 12 inches in depth.

On a roll of 3 or higher on a d6, a lesser fire elemental can create a fireball, as per the wizard spell, as a 10th level wizard. As with the fireball spell, those within its area will only take half damage if a successful saving throw is made.

Water Elemental, Lesser

Appearing as a rippling, upright figure made of water, Water elementals are unable to move more than 100 feet from a water source without being forcibly sent back to the elemental plane of water.

These powerful beings are able to overturn small boats without effort and can overturn or capsize a ship within 1d6+4 minutes of effort. Lesser water elementals have a movement rate of 6 on land, and 24 when in or on the water.

On a roll of 3 or higher on a d6, the lesser water elemental may create 1d4+2 waterspouts within a 100 foot range. Each of these waterspouts is 15 feet in diameter and 30 feet tall. Those within the area of the waterspout will take 4d6 damage (save for half) and have their movement rate halved while within the area.

Fungi, Oozes & Plants

There is an entire category of overlooked dangers that await unwary adventurers as they delve beneath the ground or into supposedly abandoned ruins.

Carnivorous plant life, gelatinous and amorphous creatures that exist only to devour whatever wanders into their hunting ground, and poisonous fungi.

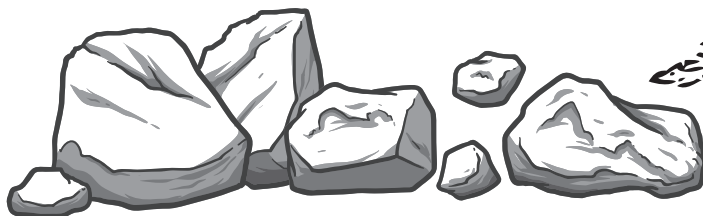
Quite often these dangers are difficult to see until it is too late to avoid them. Here are a few of the more commonly encountered varieties.

Acid Rock

Armor Class: 8 [11]
Hit Dice: 3
Saving Throw: 16
Movement: 2
Attack Bonus: +1
Attacks: Pseudopod Strike [1d4]
Special: Immunity [Magic]
Immunity [Heat/Cold]
Immunity [Blunt]
Level / XP: 6 / 400

This ooze appears to be wet rocks, but is actually a slow moving, amorphous creature that exists simply to devour anything in its way. It secretes a slimy acidic gel, that will transform anything except stone or wood into food for the ooze.

Acid Rock can form a pseudopod to strike out at objects within 5 feet of its location, and its touch leaves an acid that does 1d4 points of damage per round for 2d3 rounds [*saving throw to avoid taking damage each round*]. Acid Rock is immune to all spell magic, heat, cold and blunt damage. Only piercing and cutting attacks do normal damage.



Amber Ooze

Armor Class: 8 [11]
Hit Dice: 5
Saving Throw: 16
Movement: 4
Attack Bonus: +2
Attacks: Acid Strike [1d6+1]
Special: Invulnerability [acid / electricity]
Vulnerability [cold]
Multiplies, Continuous Damage

Amber oozes are an amorphous jelly like ooze with a highly acidic surface. Touching one does 1d6+1 damage, and if struck by their pseudopods, they leave an acidic secretion that does an additional 1 point of damage per round for 1d4 rounds.

If the Amber Ooze is struck by electrical / lightning damage, they will heal any for the amount of damage dealt, and split into two separate creatures of the same size. Cold attacks do double damage and reduce the movement rate by half.



Bloodthorn Shrub

Armor Class: 8 [11] (main bush)
9 [10] (vines)
Hit Dice: 3
Saving Throw: 16
Attack Bonus: +1
Attacks: Thorn Whip [1d3+] (x2)
Special: Blood Drain, Entangle
Level / XP: 5 / 240

Shrubs with spiky, black-edged leaves and long (3") purple thorns, the Bloodthorn shrubs react to movement within 10 feet of their location, shooting out a thorn-encrusted limb to attempt to ensnare prey and drain its blood.

The Bloodthorn can attack with up to two of its whiplike limbs in a single round, and if it hits, the target must make a saving throw to avoid being drained of blood and taking an additional 1d4 damage.

If the Bloodthorn successfully attacks with a total of 5 or more higher than needed to hit, the vine has entangled the prey, rendering it unable to move until it breaks free (Saving Throw) and automatically doing 1d4 blood draining damage per round while the victim is entangled.

Observant adventurers may notice assorted bones in the area around such shrubs. These are mostly animal bones, but a few human and humanoid bones can be found as well.

Green Slime

Green Slime is not a monster as such, but a very real hazard to those who Adventure. The name is quite descriptive, in that it is a slimy green coating that can be found in underground areas and ruins.

If an organic material (such as flesh) or any type of metal touches the green slime, it will be transformed into green slime as well.

A successful saving throw means the victim has avoided the transformative effects of the slime, this time.

Green slime is slightly phosphorescent, giving off a glow that will light up an area about a foot around it,

and can be seen from a distance if Adventurers are paying attention (*Action Check for noticing the glow*).

The only way to destroy the slime is by liberal application of fire or extreme (magical) cold.

Anyone affected by the Green Slime can have the transformative effects halted by the application of a curative touch miracle. Green Slime will transform a 1 foot cube of material in 1d3 round

Gelatinous Cube

Armor Class: 8 [11]
Hit Dice: 4
Saving Throw: 15
Movement: 4
Attack Bonus: +2
Attacks: Pseudopod Strike [1d4+1]
Special: Engulf (see below)
Immunity [Electrical / Cold]
Level / XP: 5 / 240

These are translucent cube shaped oozes that travel through underground passages, engulfing debris and organic material (corpses) to digest. The average Gelatinous Cube is around 10 feet per side, and can squeeze and reshape themselves to fit through more narrow openings.

The cube is comprised entirely of powerful digestive acids; anything it touches or hits must make a saving throw or become paralyzed for 6d6+6 combat rounds.

If the cube paralyzes a victim, they will attempt to engulf and digest them. The digestive acids of the Cube do 1d6+4 points of acid damage to anything engulfed with its mass per combat round.

Metal items, gems and glass items are unaffected by the acids of the cube and are regularly regurgitated by the Cube at a spot that it has cleared out for such a purpose. Gelatinous Cubes are immune to the effects of electric or cold attacks.

Mimic

Armor Class: 6 [13]
Hit Dice: 7
Saving Throw: 10
Movement: 4
Attack Bonus: +4
Attacks: Pseudopod [2d6]
Special: Shapeshift, Fearless, Adhesion
Level / XP: 9 / 1100

These amorphous creatures have developed a talent for imitating the appearance of their surroundings or of items they have encountered during their lives. Appearing as a table, a mug of ale, a door, or any number of mundane items is their method of ensnaring their prey.

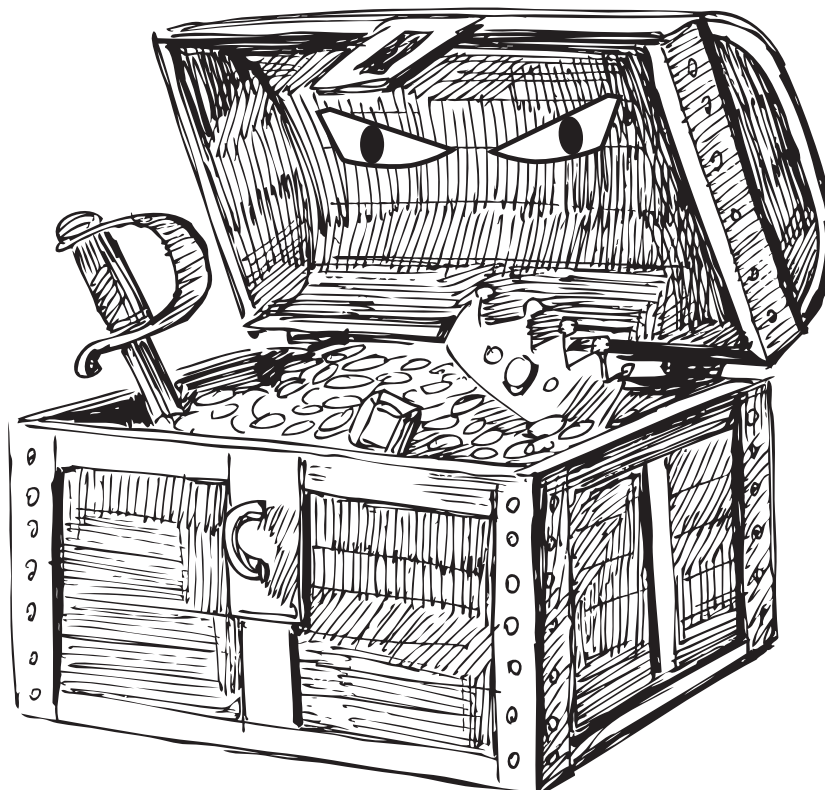
When touched, or when they sense prey within striking distance, they strike out with a pseudopod and launch a glue-like glob of adhesive to keep their prey immobile (*save to avoid glue - failure means the victim is unable to move for 1d6 rounds*).

Saffron Blight

Armor Class: n/a
Hit Dice: n/a
Saving Throw: n/a
Movement: 0
Attack Bonus: n/a
Attacks: see below
Special: airborne spores
Level / XP: 4 / 120

Saffron Blight is thought to be fae in origin and is most often found in subterranean areas. Saffron Blight is a fungus; it neither moves nor attacks of its own volition. However, if it is touched or struck, it may (3 in 6 chance) release a roughly 15 foot diameter cloud of poisonous spores.

Those who fail the saving throw against the spores have inhaled them and will take 1d6+1 points of damage per combat round for 1d6+3 rounds. The spores cause agonizing pain in the lungs of the victim, leaving them at a -6 to all rolls due to burning pain in the lungs and throat and inability to breath normally. These growths can be destroyed by judicious applications of fire.



Giants [Jotun]

Known collectively as Jotun in the Borderlands, giants come in a variety of types. Giants typically range from 10 feet to 20 feet tall.

Jotun, Common

Armor Class: 4 [15]
Hit Dice: 6
Saving Throw: 16
Movement: 16
Attack Bonus: +3
Attacks: Weapon [2d6+2]
Special: Hurl Boulders
Level / XP: 6 / 400

The average Jotun is between 10 and 12 feet in height. Due to their strength and size, and weapon they pick up to use does 2d6+2 damage in their hands.

Although Jotun have access to bows designed especially for their frames, in a pinch they can always pick up a boulder sized item and hurl it at their enemies. A hurled boulder has an effective range of 100 feet and does 3d4 points of damage if it hits.

Jotun, Cryonic

Armor Class: 4 [15]
Hit Dice: 10+2
Saving Throw: 12
Movement: 18
Attack Bonus: +7
Attacks: Weapon [2d6+2]
Special: Hurl Boulders, Ice Spears [3d6]
Immunity [cold], Vulnerability [fire]
Level / XP: 12 / 2000

Cryonic Jotun are 12 to 15 feet tall, with white to blue skin and typically found in cold regions, such as snowcapped mountain peaks or arctic regions. They may hurl boulder like objects at targets up to 100 feet away, which will deal 3d4 points of damage upon impact. Immune to cold, Cryonic Jotun take double damage from heat and fire attacks.

On a roll of 1 or 2 on a d6 in a combat round, they can summon up a spear of ice, which they can throw at an individual target within 150 feet. This ice spear will do 3d6 points of damage upon impact.

Jotun, Earthbound

Armor Class: 3 [16]
Hit Dice: 9
Saving Throw: 12
Movement: 12
Attack Bonus: +5
Attacks: Weapon [2d6+2]
Special: Hurl Boulders, Merge with earth
Level / XP: 11 / 1700

Earthbound Jotun have a special connection with the land. Standing 10 to 14 feet tall, with brown to gray skin, Earthbound Jotun can hurl boulder sized objects up to 150 feet, inflicting 3d6 points of damage if they impact.

Earthbound have no particular immunities or vulnerabilities, but due to their connection with the land, they are able to merge with earth or stone and immediately emerge at any point within 200 feet of where they entered. They may do this in lieu of a normal movement during a round.



Jotun, Pyronic

Armor Class: 4 [15]
Hit Dice: 11+2
Saving Throw: 10
Movement: 18
Attack Bonus: +8
Attacks: Weapon [2d6+2]
Special: Hurl Boulders, Immunity [fire]
Vulnerability [cold], Hurl Fire
Level / XP: 14 / 2600

Pyronic Jotun are 12 to 16 feet tall, with reddish to black skin and are often found living near volcanoes.

Pyronic Jotun are immune to fire and heat, but take double damage from cold attacks. Much like a common Jotun, they can hurl boulder sized objects at foes up to 100 feet away, which will inflict 3d4 points of damage upon impact.

On a roll of 1 or 2 on a d6 in a round, they can summon and hurl a small ball of fire, which they can throw at an individual target up to 150 feet away and which does 3d6 damage if it hits.



Jotun, Skylord

Armor Class: 1 [18]
Hit Dice: 16
Saving Throw: 10
Movement: 18 [36 fly]
Attack Bonus: +9
Attacks: Weapon [3d6]
Special: Lightning Spear [3d6]
Call Wind Burst [2 in 6]
Immunity [electric / lightning]
Level / XP: 20 / 4300

The largest of the Jotun, Skylords are typically from 16 to 20 feet in height, with light blue to dark gray skin, which appears to have lightning constantly flickering along their limbs.

Skylords can summon a spear formed of lightning to hurl at a target within 150 feet. This lightning spear will inflict 3d6 points of damage upon targets it strikes.

On a 1 or 2 on a d6 in a combat round, a Skylord Jotun can call forth a 15 foot wide burst of wind, which will automatically hurl any creature of less than 2HD back 4d6+6 feet.

Beings of more than 2HD may make a saving throw to avoid being blown backwards. Anyone blown back by the wind burst will take falling damage upon landing (Save for half damage).



Golems

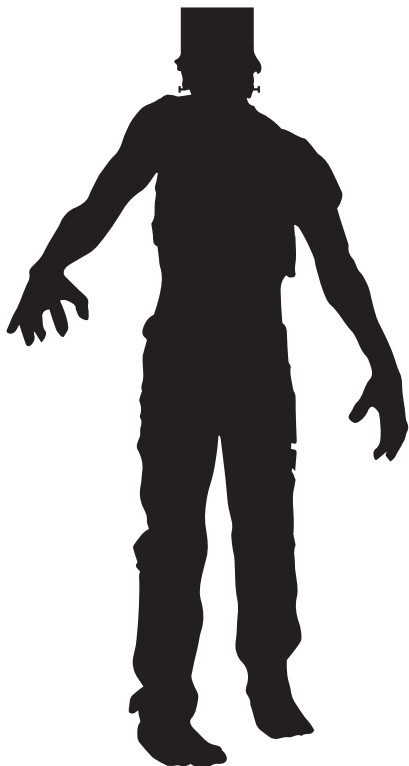
Golems are mannish shaped creatures built to serve their masters, usually powerful spellcasters or priests. They are often used as guardians.

Golem, Flesh

Armor Class: 9 [10]
Hit Dice: 12
Saving Throw: 12
Movement: 9
Attack Bonus: +8
Attacks: Fist [1d6+2] or by weapon
Special: Great Strength, Resistances and Immunities (see below)
Level / XP: 14 / 2600

A creation stitched together from human limbs and other parts, and animated by magic or lightning. Damage inflicted by lightning heals the golem, and it is slowed by fire and cold. No other type of spell than lightning, fire, or cold affects a flesh golem.

Non-magical weapons do half damage to the golem. If wielding a weapon other than its fists, the flesh golem gets a +2 damage bonus due to its great strength.



Golem, Iron

Armor Class: 3 [16]
Hit Dice: 13
Saving Throw: 10
Movement: 6
Attack Bonus: +9
Attacks: Fist [2d6+2] or by weapon
Special: Great Strength, Resistances and Immunities (see below)
Level / XP: 16 / 3200

Iron golems are huge moving statues of iron. Non-magical weapons only inflict a maximum of 1 point of damage per attack (*plus any applicable strength bonus*) on these creations.

These hulking statues are slowed by lightning spells, but fire-based spells actually restore hit points to them. No other type of spell affects them. If wielding a weapon other than its fists, the iron golem gets a +2 damage bonus due to its great strength.

Golem, Stone

Armor Class: 5 [14]
Hit Dice: 16
Saving Throw: 10
Movement: 6
Attack Bonus: +10
Attacks: Fist [2d6+2] (x2) or by weapon
Special: Great Strength, Resistances and Immunities (see below)
Level / XP: 16 / 3200

Stone golems are massive stone statues animated by very powerful magics. They are slowed by fire spells, and spells that affect rock (and fire spells) are the only magic that affects them.

Non-magical weapons only inflict a maximum of 2 points of damage per attack (plus any applicable strength bonus). If wielding a weapon other than its fists, the stone golem gets a +2 damage bonus due to its great strength.

Humans and Humanoids of the Borderlands

Dwarf

Armor Class:	9 [10]
Hit Dice:	1 + 1
Saving Throw:	15
Movement:	9
Attack Bonus:	+0
Attacks:	By Weapon
Special:	Pathfinder, Low Light Vision

Low Light Vision: Although Dwarves prefer to work by lantern or torchlight when underground, sometimes those light sources fail. This has led to them developing the ability to see up to 30 feet in complete darkness, although colors and intricate details are lacking.

If there is even a candle's glow available to them, they regain the ability to see colors and details up to a distance of 60 feet. Brighter lights enable them to see in low light conditions as if it were a cloudy day on the surface.

Pathfinder: The world beneath the surface can be a labyrinthine confusion of passages that go in any direction and switch back upon themselves.

The Dwarves have a keen sense of direction when underground that allows them to always know approximately how far beneath the surface they are and which direction they are facing.



Elf

Armor Class:	8 [11]
Hit Dice:	1
Saving Throw:	14
Movement:	12
Attack Bonus:	+0, +1 with ranged attacks
Attacks:	By Weapon [+1 damage with ranged attacks]
Special:	Alert, Stealthy, Keen Senses [all]

Typically found in wooded or forested areas, the elven folk are descended from the Fey and have similarities in their appearance and build.



Goblin

Armor Class:	7 [12]
Hit Dice:	½ [1d3]
Saving Throw:	19
Movement:	9
Attack Bonus:	+0
Attacks:	by weapon or Bite [1d6 + 1]
Special:	Magic Resistance [1 in 6], Stealthy
Level / XP:	½ / 5

Goblins are typically vicious, nasty little creatures, standing about 2 to 3 feet in height. They have yellowish green skin, bright red eyes and a mouth full of razor-sharp teeth.

Goblins reputedly have a fondness for the flesh of human children and when many children go missing in an area in a short time, Goblins often are blamed, regardless of their culpability.

They have a slight resistance to the effects of magic and although their fondness is for young flesh, they will eat pretty much anything they can sink their teeth into.

Humans

Humans can be found in a wide variety of shapes, colors, sizes and professions. NPC humans should be built to suit your needs for the game, don't worry about trying to build them by class.

Just as Adventurers are special individuals, so are their potential Adversaries. Below are a few example types to give you a stock to choose from.

Human, Average Person

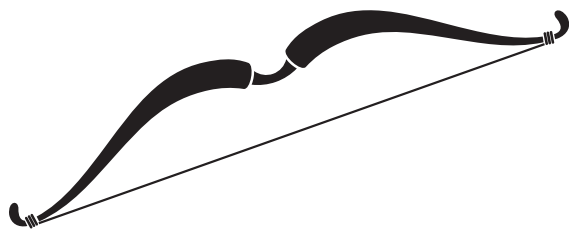
Armor Class: 9 [10]
Hit Dice: ½ 1d3
Saving Throw: 19
Movement: 12
Attack Bonus: +0
Attacks: by weapon
Special: Not a thing
Level / XP: ½ / 5

This is your average person on the street, shopkeepers and citizenry. If you want to make them special and memorable, do so by giving them a personality or hook that your players will remember them for.

Human Bandit

Armor Class: 7 [12]
Hit Dice: 1
Saving Throw: 17
Movement: 12
Attack Bonus: +0
Attacks: by weapon
Special: Call for Help, Alert
Level / XP: 1 / 15

Bandits seldom travel alone, quite often they have associates nearby ready to come to their aid. Typically Clad in light armor and using one handed weapons and bows.



Human Berserker

Armor Class: 7 [12]
Hit Dice: 2+2
Saving Throw: 15
Movement: 14
Attack Bonus: +3
Attacks: by weapon
Special: Frenzied Attacks, Alert, Combat Monster
Level / XP: 3 / 60

Seldom clad in any armor heavier than leather and often relying on their natural agility to protect themselves, Berserkers are fierce opponents.

Human Soldier

Armor Class: 7 [12]
Hit Dice: 1+1
Saving Throw: 16
Movement: 12
Attack Bonus: +1
Attacks: by weapon
Special: Call for Help, Charge
Level / XP: 1 / 15

This category includes mercenaries, town guards, and imperial foot soldiers. Typically armed with a mace, sword or a spear and clad in light armor. For every group of five to ten soldiers, there is a 4 in 6 chance they are accompanied by a Squad Leader.

Human Squad Leader

Armor Class: 5 [14]
Hit Dice: 3+2
Saving Throw: 14
Movement: 12
Attack Bonus: +3
Attacks: by weapon
Special: Call for Help, Charge, Alert, Combat Monster, Veteran
Level / XP: 5 / 240

Squad Leaders are often found in command of a unit of 1d6+5 soldiers. If they are not with such a group, they can Call for Help and expect their unit to arrive quickly. Squad Leaders are skilled and veteran fighters, and are quite capable on their own.

Kobolds

Armor Class: 6 [13]
Hit Dice: ½ [1d3]
Saving Throw: 17
Movement: 9
Attack Bonus: +0
Attacks: by weapon
Special: Night Vision
Level / XP: ½ / 5

Kobolds are small, averaging around 3 feet tall, and have vaguely dog shaped head but scaly skin that ranges from light gray to a dark orange in color.

They are usually found living in caves or small villages in shady areas. Kobolds in the Borderlands are known for creating intricate and beautiful carvings from bone, which they often trade in human villages or with traveling merchants to get items they are unable to make themselves.

Orc

Armor Class: 6 [13]
Hit Dice: 1
Saving Throw: 15
Movement: 12
Attack Bonus: +1
Attacks: by weapon
Special: Night Vision, Roar
Level / XP: 2 / 30

Orcs are typically regarded as big, stupid brutes by most humans, although those who have bothered to get to know individual Orcs report that they are not that different from humans. Slightly larger and much broader of build than the average human, with greenish to greenish gray skin and prominent lower canines that curve up like tusks from their mouths.

Orcs typically start combat with a battle cry that can turn a veteran warrior's spine to jelly momentarily.

Orcs see quite well at night, and are not comfortable in bright sunlight, having a -1 penalty to attacks and initiative in sunlight.

Lycanthropes

Lycanthropes are were-creatures, particularly those in whom the disease permits assumption of a hybrid form of the human and animal. Lycanthropes will involuntarily shift form beneath the light of a full moon.

Older, more experienced lycanthropes may have the ability to change their form at will. In either case, the transformation is very painful and takes 1d4 + 1 combat rounds to effect.

Those who have never seen a lycanthropic transformation before must make a saving throw or be transfixed in fear for 1d6 rounds.

Lycanthropes can be hit by normal weapons, but only take half damage, although magical weapons inflict normal weapon damage. All lycanthropes have a particular vulnerability to silver, taking double damage from silver weapons.

If any character is brought below 50% hit points by a lycanthrope, the character must make a saving throw or will contract the disease and a lycanthrope themselves.

Werebear

Armor Class: 2 [17]
Hit Dice: 7+2
Saving Throw: 11
Movement: 12
Attack Bonus: +9
Attacks: Claw [2d4+2] (x2)
or Bite [2d8+2]
Special: Infectious Lycanthropy,
Keen Senses (Smell),
Resistance (non-magical
Vulnerability (Silver)
Night Vision
Level / XP: 11 / 1700

Wererat

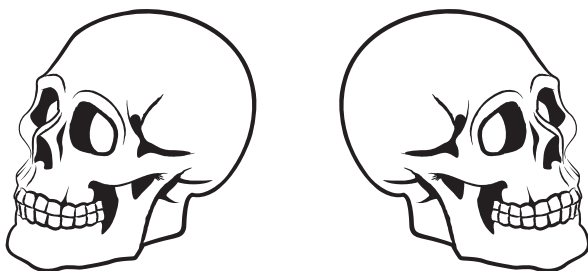
Armor Class: 6 [13]
Hit Dice: 3
Saving Throw: 16
Movement: 18
Attack Bonus: +2
Attacks: Claw [1d6] (x2) or Bite [2d4]
or by weapon
Special: Infectious Lycanthropy,
Keen Senses (Smell),
Resistance (non-magical
Vulnerability (Silver)
Dark Vision
Level / XP: 5 / 240

Werewolf

Armor Class: 5 [14]
Hit Dice: 4
Saving Throw: 15
Movement: 24
Attack Bonus: +4
Attacks: Claw [1d6+2] (x2)
or Bite [2d6+2]
Special: Infectious Lycanthropy,
Keen Senses (Smell),
Resistance (non-magical
Vulnerability (Silver)
Night Vision
Level / XP: 7 / 600

Undead

The restless dead, corpses that are animated by malevolent spirits or foul magics. Their presence often signaled by sudden and unseasonably cooler temperatures, the overwhelming smell of rotted flesh and an unholy moaning, undead are a fairly common sight in the Borderlands.



Lich

Armor Class: 0 [19]
Hit Dice: 15
Saving Throw: 7
Movement: 10
Attack Bonus: +10
Attacks: Touch [1d3+1]
Special: See Description
Level / XP: 20 / 4000

Powerful Wizards or Faithful sometimes want to live forever, even if 'live' is a loosely defined term for those who pursue the path to becoming a powerful undead creature.

A spellcaster intentionally pursues the path to becoming a lich, and it is a long, arduous, and irreversible path, ending with the spellcaster becoming 'blessed' with eternal undeath.

There are rumors that some of these creatures gained this state accidentally as the result of magical research gone horribly wrong.

In their new form as a lich, the former spellcaster retains all of their previously acquired spell-casting abilities, and gain the ability to prepare an additional 2 spells per power level per day for each power level of spell they can prepare.

The touch of a lich transmits a deathly chill that causes minor damage, but also causes paralysis in a living creature for 2d6+2 hours, although the lich may release the paralyzed victim at will.

A successful saving throw will avoid the paralysis, but leave the victim chilled and slowed, giving them a -4 to attacks and reducing their movement by half.

Creatures of less than 5 Hit Dice must make a saving throw when seeing the true form of a lich or be paralyzed with fear for 3d6 combat rounds.

Mummy

Armor Class: 3 [16]
Hit Dice: 5 +1
Saving Throw: 15
Attack Bonus: +5
Attacks: Strike [1d6+2]
Special: Vulnerability [Fire]
Resistance [Magical Weapons]
Magic Resistance [2 in 6]
Invulnerability [Non-Magical]
Diseased Touch [see below]
Level / XP: 8 / 800

The desiccated, undead remains are inhabited and animated by a malevolent spirit. Their power is such that non magical attacks do no damage to them, and magical attacks only inflict half damage. Fire, however, does double damage to their dried forms.

The attack of a mummy has a chance of inflicting a rotting disease upon their victim. If a Saving Throw is failed, the victim will suffer from Mummy Rot, which prevents natural healing and reduces the effectiveness of magical and divine healing to one half of its normal strength. A Curative Touch miracle will remove the disease from the target, but will take a period of 1d3 days to take effect. In the Borderlands, Mummies are almost exclusively found in ruins located in the Deserts of Adysa.

Skeletal Warrior

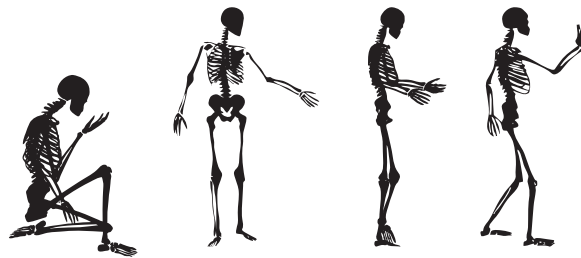
Armor Class: 6 [13] or 4 [15] (with shield)
Hit Dice: 2 +1
Saving Throw: 17
Attack Bonus: +2
Attacks: Strike [1d6] or by Weapon
Special: Resistance [piercing]
Strong [+1 damage]
Level / XP: 3 / 60

Bones animated by the malevolent spirit of a warrior, these skeletons are clad in tattered armor and typically wield 1 handed weapons and shields or 2 handed weapons. They are strong, getting a +1 bonus to damage inflicted. Their tatters of armor provide enough protection that they avoid the vulnerability to blunt attacks that regular skeletons have.

Skeleton

Armor Class: 8 [11]
Hit Dice: ½ [1d3 hp]
Saving Throw: 19
Attack Bonus: +0
Attacks: Strike [1d6-1] or by weapon
Special: Resistance [Piercing]
Vulnerability [Blunt]
Level / XP: 1 / 15

The animated bones of the dead, imbued with a soulless semblance of life by the spirit that animates their remains.



Specter

Armor Class: 2 [17]
Hit Dice: 6
Saving Throw: 9
Movement: 18
Attack Bonus: +3
Attacks: Draining Touch
Special: Drain [see below]
Immunity [non-magical attacks]
Level / XP: 9 / 1100

Non-corporeal undead, a specter appears as a misty humanoid form with eyes that glow with a burning, malevolent hate for all things living. If a specter successfully strikes their victim, they drain the vitality of the target, reducing Constitution by 1d4 points (save for half).

Any creature reduced to less than 0 Constitution by the touch of a specter dies and returns in 1d3 days as a specter themselves.

Survivors of the attack of a specter will find that their Constitution returns at a rate of 1 point for every three days of rest and that they must consume three times their normal amount of food as their vitality returns.

Vampire

Armor Class: 2 [17]
Hit Dice: 8+2
Saving Throw: 8
Movement: 24 [36 fly]
6 [mist]
Attack Bonus: +8
Attacks: Bite [drain] or By Weapon
Special: see below, great strength [+2]
Level / XP: 11 / 1700

Vampires are very powerful undead beings. Most of them retain their intelligence and skills they had upon 'turning,' and many of them have used their time since to gain more skills, resources and power. Some, on the other hand, are simply feral, psychotic monsters who are driven by hunger.

All vampires regenerate 3 hit points of damage from normal attacks every combat round, and if they are reduced to near zero hit points, will attempt to turn to their gaseous form and return to a safe place to heal.

Magic weapons do full damage to vampires and non-magical weapons only do half damage, with the exception of attacks that pierce or sever the spine of the vampire, or pierce the heart. Piercing a vampire's heart will paralyze it and allow an attacker to sever the spine of the vampire to destroy it.

To successfully hit the heart is a special 'called shot' that attacks an armor class of 0 [19] and the vampire gets a saving throw to only be hindered (-4 to all rolls until the piercing item can be removed).

Vampires who are pierced (or nearly pierced) through the heart cannot regenerate while in that state.

A vampire can turn into a gaseous mist or a giant bat as a single round action, and can summon a horde of 3d6 wolves, rats, or feral dogs from the surrounding area, which arrive in 1d3+2 combat rounds to assist the vampire.

Meeting the gaze of a vampire requires a saving throw at -2, or the victim is affected as by a Control Sentient spell. The bite of a vampire drains 2d3 points of Strength from the victim.

Those reduced to 0 Strength or lower in this manner become wampyre (lesser vampires) under the control of the creator vampire. If the victim is not turned to a wampyre by these attacks, they can regain their lost Strength at a rate of 1d3 points per 2 full days of rest.

Vampires can be killed by immersing them in running water (*they take 2d6 damage per round immersed*), severing their spine or exposing them to sunlight (5d6+5 damage per round). Contrary to legends, vampires are unaffected by garlic, mirrors or holy symbols (*although the Rebuke the Unholy ability of the Faithful can possibly affect them if their Faith is strong enough*).

Wampyre [lesser vampires]

Armor Class: 6 [13]
Hit Dice: 3+1
Saving Throw: 12
Movement: 18
Attack Bonus: +3
Attacks: Claw [1d3+2] or
By Weapon or
Bite [1d4+2]
Special: Very Strong [+2 damage]
Regeneration [bite]
Level / XP: 5 / 240

Wampyre are lesser vampires in thrall to the Vampire that created them. They have not yet developed all of the special abilities of their creator, but are still very fast and very strong.

Wampyre can regenerate lost hit points by drinking blood. They are healed 2 hit points of damage for every point of damage they inflict by drinking the blood of a living victim.



Wight

Armor Class: 5 [14]
Hit Dice: 3
Saving Throw: 12
Movement: 9
Attack Bonus: +2
Attacks: Claw [1d6 + drain]
Special: see below
Level / XP: 5 / 240

Wights live in tombs, graveyards, and burial mounds (barrows). They are undead, and thus not affected by mind altering spells. Wights only take half damage from all non-magical weapons, with the exception of silver weapons.

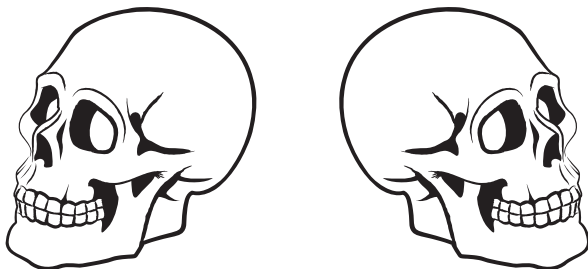
Any humanoid killed or completely drained of strength (*1 point per hit unless a successful saving throw is made*) by a wight returns as a zombie after 1d3 days.

Wraith

Armor Class: 3 [16]
Hit Dice: 5 + 1
Saving Throw: 9
Movement: 18
Attack Bonus: +4
Attacks: Claw [2d4 + drain]
Special: see below
Level / XP: 7 / 600

Powerful, older wights, Wraiths are completely immune to damage from non-magical weapons and only take half damage from silver or cold iron weapons.

The touch of a Wraith will drain 1d4 points of Strength from their victim (*save for half - minimum of 1 point drained*). Victims reduced to 0 Strength or lower will return as a wight in 1d4 days.



Zombie

Armor Class: 9 [10]
Hit Dice: 1
Saving Throw: 19
Attack Bonus: +0
Attacks: Strike [1d6-1] or by weapon
Special: Immunity [mind control]
Resistance [piercing], Slow
Level / XP: 2 / 30

Zombies are mindless undead creatures, driven by a spirit that hungers for the taste of fresh flesh. Common zombies are very slow moving and always act last on initiative unless they have surprise.

Zombie, Contagious

Armor Class: 7 [12]
Hit Dice: 2
Saving Throw: 17
Attack Bonus: +2
Attacks: Strike [1d6] or Bite [1d4]
Special: Contagion
Immunity [mind control]
Resistance [piercing]
Regeneration [2/round]
Level / XP: 5 / 240

Contagious Zombies are a terrifying anomaly that fortunately are very rare. These zombies carry within their bite or scratch a disease that turns those infected into mindless undead. Contagious Zombies appear identical to common zombies, but they are not as slow, and their bodies regenerate damage that is not fire or acid based.

The simplest way to completely destroy a Contagious Zombie is to burn the remains or immerse them in acid. The only other method of destroying a Contagious Zombie is to destroy their skulls, as that is where the contagion is created. A called shot to the head [Armor Class 3 [16]] will inflict double damage to the head if successful.

Wounds inflicted by Contagious Zombies heal at half the normal rate, unless magical or divine healing is used. Those slain by Contagious Zombies rise in 1d3 combat rounds as common zombies.

TREASURE & MAGIC ITEMS



Treasure & Magic Items

How much treasure Adventurers find when they defeat an opponent will vary by the situation. A monster that is wandering the forest in search of food is unlikely to be carrying treasure. Opponents encountered within their lair on the other hand, will likely have whatever items they find to be valuable.

Coin found may very well be the scattered debris of previously devoured travelers, or it might be all neatly stacked in a locked chest. The Referee should decide what makes sense for their world when they give out treasure. The following pages have guidelines for the type and how much treasure a creature might possibly have in its lair.

Treasure Value

Typically, the Referee should have the monetary value of the treasure in an opponent's lair to be about 1d3 times the opponent's XP value.

For instance, if the adventurers defeated a group of 3 level 1 bandits (*XP Value 15 each or 45 total*), then the Referee should roll 1d3 (*we'll be generous and say he rolls a 3*), and with that roll of 3, determines the gold value of the bandits cache is worth 135 gold.

Splitting this up a bit, the referee tells the players that their Adventurers find a saddlebag containing some coins and other items.

The Saddlebag contains 2000 copper coins, 300 silver coins, 20 gold coins, 1 small bloodstone worth 50 gold pieces, 50 feet of silk rope and a small, ornately carved silver ring worth roughly 5 gold.

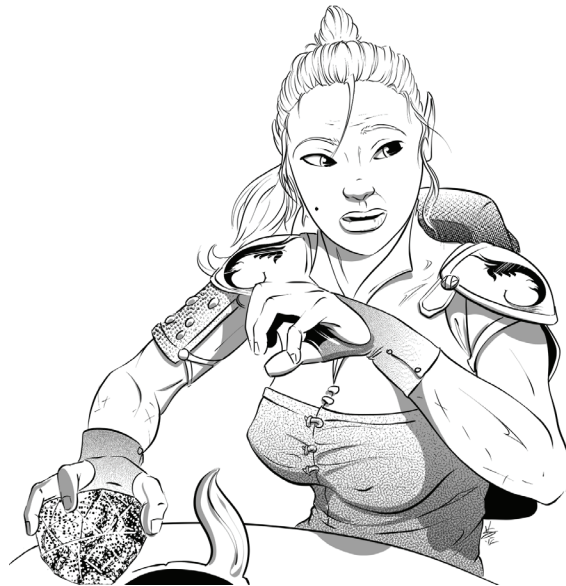
This requires a bit of pre-planning or quick thinking from the Referee, and remember, you don't have to add the treasure to be exactly 135 gold worth, feel free to toss in some odd amounts. Make it interesting.

Typically treasure values do not take into account the equipment (*if any*) carried by the opponents. Also, if you decide to give the opponents things such as magic weapons, wands, scrolls or potions, it would make sense for them to make use of such items themselves if the opportunity arises during an encounter.

A Goblin finding a glowing, rune-covered dagger is unlikely to toss that dagger on the pile where she throws spare coins, cracked pottery and other items collected. She is more likely to toss her old, pitted blade and rusty dagger onto the pile and slide the nice, glowy dagger into her sheath for some future stabby stabby fun.

Other items of value

Of course, as indicated in the example above, coins are not the only items of value that Adventurers may find in treasure. Gems, Potions, Scrolls, Magic items of various types are always welcome finds by the Adventurers.



Gems

The list below gives a sampling of the type of gems that Adventurers may find and their relative gold piece value. Each is for a polished or finished stone of 1 to 2 carats in size and average quality.

I will not list descriptions of each type of gemstone, after all, the internet can provide descriptions and photos of pretty much anything you want to find without adding unnecessary page count to this book.

10 Gold Piece per Carat Gems

Agates - banded, eye or moss; azurite; hematite; lapis lazuli; obsidian; turquoise; irregular freshwater pearls

50 Gold Piece per Carat Gems

Bloodstone; carnelian; citrine; jasper; moonstone; onyx; peridot; sardonyx; zircon

100 Gold Piece per Carat Gems

Amber; amethyst; coral; red or green garnet; jade; jet; white pearl; red spinel; tourmaline

500 Gold Piece per Carat Gems

Aquamarine; violet garnet; black pearl; deep blue spinel; golden yellow topaz

1000 Gold Piece per Carat Gems

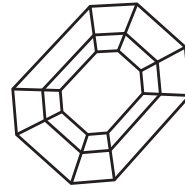
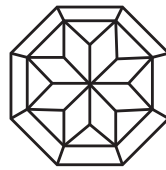
Emerald; fire opal; blue sapphire; blue or black star sapphire; star ruby

5000 Gold Piece per Carat Gems

Bright Green Emerald; diamond; jacinth

Jewelry

The value of non-magical jewelry can be figured by taking the value of any gems that are set into the piece, add the base value for the type of metal from the table below and then multiply that value by $1d6 + 1$ to simulate the quality of workmanship of the piece.



Type of item	Jewelry Base Gold Piece Value by Metal Type				
	Bronze	Copper	Silver	Gold	Platinum
Earring	¼	½	1	2	10
Ring	1	1	2	5	50
Bracelet	2	2	5	10	500
Necklace	3	3	8	15	600

Magic Items

Most magic items found in the Borderlands are ancient weapons that have been lost and re-discovered or passed from hand to hand. The ability to create magical weapons and armor of significance is a long lost art. The exception to this is the ability of skilled alchemists and apothecaries to brew potions and spellcasters to create usable scrolls.

Potions and Scrolls

Potions and Scrolls are the most commonly found magical items and are considered disposable or consumable items. Apothecaries and alchemists can make potions, salves and oils using recipes that are passed from master to apprentice or learned through trial and error.

Scrolls may be created by spellcasters who are able to invest some of their magical power into a scroll that others may use.

Prices listed are the average price for items that may be purchased or commissioned. Adventurers who wish to make potions must make a successful Action Check to brew the item.

It costs one third (*round down*) the listed cost in materials to create a potion and takes 1d3 days, plus 1 additional day per 50 gold piece value of the potion to brew one potion. Failure on the Action Check results in a ruined potion and loss of the ingredients.

Potions and Poisons

Potions are a liquid or paste that simulates a magical spell or has some other special effect upon those who consume it. Potions typically come in small stone, glass or metal vials, capped and sealed in wax.

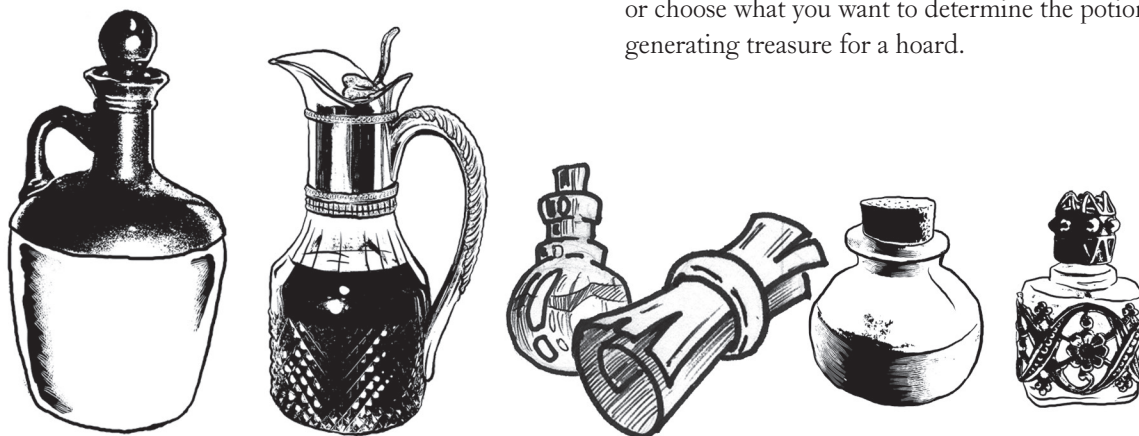
These vials are approximately 5 to 6 inches long, and about an inch in diameter (picture a fat marker as a visual clue). Each potion contains a single dose and will take effect at the beginning of the round following its consumption. 20 potions equal 1 ENC if tracking encumbrance.

Determining the possible effects of a potion that is unmarked may require a taste, inspection or just trusting on pure luck. On a successful Action Check, the Referee should give a hint or even a description of what the potion contains. If the Adventurer has encountered such a potion before, it could be easier, if it has very esoteric ingredients, perhaps a bit more difficult.

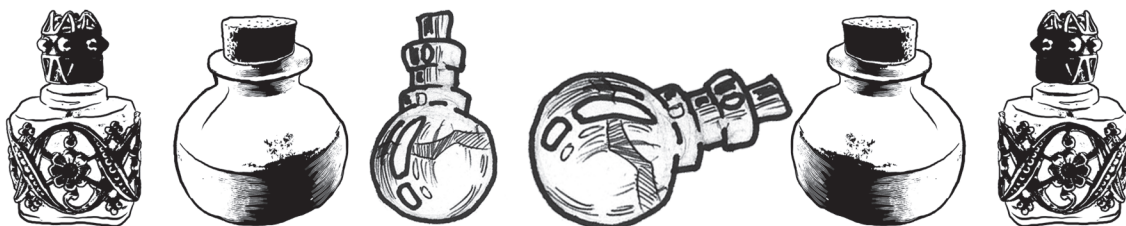
If the contents affect some type of change or are inimical, a Saving Throw might be required as well to avoid a lesser version of the effect that would occur upon consumption of the contents.

Most potion and poison makers will have some method of identifying the contents of the mixtures they make, to avoid possibly embarrassing, if not deadly, errors with potential clients.

Some of the more commonly found potions are listed in the table on the next page. Feel free to roll randomly or choose what you want to determine the potion type if generating treasure for a hoard.



Random Potion Table			
Roll d20	Potion Type	Cost	Effect
1	Animal Speech	15	Allows the drinker to communicate with normal animals for 1d6+6 hours
2-3	Sobriety	5	Instantly remove the effects of intoxicants from the drinker.
4	Sleeping Draught	250	Save at -4 or be rendered asleep for 2d6+2 hours.
	Awareness	50	Drinker gains a +2 bonus to all Action Checks relating to perception for the next 1d6+6 hours
5	Intangibility	200	As 1st level Intangibility spell, effective for 1d6+4 rounds.
6-7	Night Vision	50	As 1st level Night Vision spell, lasts until next sunrise.
8-9	Healing Brew	25	Regenerates 1d6+6 hit points at a rate of 1 per minute.
10	Fog	150	Opening this potion releases a fog that billows out of the container, instantly filling an area of 30 feet by 30 feet by 30 feet. This fog obscures all natural sight within 5 feet. A moderate wind will disperse the fog in 4 combat rounds, otherwise it lasts for 1d6 hours.
11	Levitation	100	As per the Wizard Spell Levitation, lasts for 1 hour.
12	Water Breathing	50	As the spell Amphibious Adaptation, lasts for 1d3+3 hours
13	Invisibility	1500	As the spell Cloak of Invisibility.
14	Communication	300	As spell Gift of Tongues. Lasts 1d4+1 hours
15	Deadly Poison	2500	Take 10d6+6 damage. Save negates
16	Reduction	750	As spell Reduction, lasts 1d3+4 hours
17	Improved Healing	500	Instantly heals 3d6+6 hit points of damage
18	Trolls Blood	1500	Grants regeneration [1d3 per round] for 2d6+4 hours.
19	Heroism	1000	+2 bonus to all attacks and damage for 1d3+1 hours
20	Toughness	1000	-2 [+2] to Armor Class for 1d3+3 hours



Scrolls

Scrolls may be found in treasure or they may be created by a spellcaster specifically to sell or for their allies to use. For a Wizard, Faithful, Paladin or Ranger to create a scroll, they must spend $1d8 + \text{spell level hours}$ physically scribing the scroll.

The scroll itself contains a series of glyphs, magical words and other links that will cause the spell to take effect when the scroll is unrolled and the trigger word is read.

Typically, the type of scroll and the trigger word are inscribed at the top of the scroll, or even on the back, where it can be seen without opening the scroll.

If the scroll is fully opened and anyone within 30 feet of it says the trigger word aloud, the scroll will be triggered. When a scroll is used, roll 1d6, on a result of 6, the scroll is not consumed by the magic and may be used one more time, wherein it will automatically crumble to dust as the magic is released.

Creating a scroll is not only time consuming but potentially tiring and mentally draining for a caster. Upon completion of the creation of the scroll, the caster must make a Saving throw, with a penalty equal to the level of the spell inscribed.

Failure results in the caster temporarily having their Intelligence (*or wisdom for a paladin or faithful*) reduced by $1d6 + 2$ points, which will recover at a rate of 1 point per day of full rest and no magical activity. Even if the saving throw succeeds, the caster will lose 1 point of Intelligence (or Wisdom) until they have a full day of rest with no magical activity.

The cost of a spell scroll is 120 gold pieces per level of the spell. The cost listed for the spell is for purchasing one from a willing spellcaster.

If an Adventuring caster wishes to scribe their own scrolls, the cost is 50 gold pieces per level of the spell. This cost is for special inks that must be created for each type of spell effect.

A caster may create a scroll for any spell that they know and it will function as if cast by a caster of their level. Anyone who can open the scroll and speak the trigger word may use a scroll. Casters may not use spell scrolls to learn new spells.

If you need to randomly generate a scroll, use the tables in the Useful Tables section near the end of the book. To randomly determine which table to use, roll 1d6 with the following results:

Roll 1d6	Scroll Type Found
1	Paladin Spell
2	Faithful Spell
3-5	Wizard Spell
6	Ranger Spell.

Roll 1d3 for the spell level of the scroll found.

Scrolls of Protection

Similar to spell scrolls, Scrolls of Protection may be scribed by any spellcaster. The same factors of mental or spiritual exhaustion apply as with spell scrolls, however, the caster has a flat -2 modifier to their saving throw.

Protection scrolls typically sell for 1000 gold pieces each (*or can be created by an Adventuring spellcaster at a cost of 400 gold pieces in materials*). All Protection scrolls take 3d4 hours each to scribe.

A scroll of protection, when activated, will grant everyone within a 15 foot radius of the scroll immunity from the attacks of the designated type of creature or damage for the period of time listed in the table below.

Those protected do not have to remain together or within a certain distance of one another once the scroll effect has been triggered, they will run to their duration and end.

Those protected will have a slight, visible aura of a color designated by the Referee or the Adventurer who initially scribes the scroll.

Protection Scrolls		
Roll 1d20	Type	Duration
1	Demons	1 hour
2-4	Drowning	Until next sunrise
5	Water Elemental	1 hour
6	Fire Elemental	1 hour
7	Earth Elemental	1 hour
8	Air Elemental	1 hour
9-10	Metal	1 hour
11-12	Wood	1 hour
13-14	Magic	1 hour (<i>cannot cast magic while under effects of this scroll</i>)
15-16	Poison	8 hours (<i>negates any poisons currently affecting target</i>)
17-18	Disease	Until next sunrise (<i>cures any non-magical diseases currently affecting target</i>)
19	Lycanthropes	1 hour
20	Undead	Protects from the attacks of 2d10x4 HD of undead each round until next sunrise



Items Crafted From Special Materials

Not magical items, but rare or unusual materials from which weapons and armor can be crafted to make better than average items.

Arachnae's Silk

Said to be harvested from the spider queen that rules the Web Wood, Arachnae's Silk can be crafted into clothing that protects like light armor and provides resistance to piercing attacks [*half damage*].

A pair of Gloves made from Arachnae's Silk will grant the wearer a +1 to all Action Checks involving climbing. A suit of clothing made from Arachnae's Silk costs 500 gold pieces. A pair of gloves costs 50 gold.

Black Yew

Found in the forest of the same name near the Great Marsh, black yew does not hold an edge to the degree of Ironwood, but bludgeoning weapons made from this dense wood will receive a +1 bonus to damage.

Shields crafted from Black Yew grant a +2 Saving Throw modifier to their wielder against fire based attacks (or reduce the damage by ½ if no saving throw is allowed). Black Yew doubles the base price of shields and increases the base price of bludgeoning weapons to 125% of its listed price.

Faerieweave

Made exclusively by Elven or Fae crafter, Faerieweave is made from the fibers of grasses that grow in proximity to Fae circles, places where the veil between the mortal world and the world of Faerie are thinner.

Faerieweave clothing provides resistance to slashing attacks and grants a +2 to mind controlling magics. A suit of clothing made from Faerieweave costs 1000 gold pieces, assuming the elves can be convinced to create it for a mortal. Typically these clothing items are given as gifts.

Ironwood

An exceptionally durable hardwood that grows in areas that have a strong connection to the lands of Faerie. Skilled crafters can carve blades that will hold an edge and weapons that are more difficult to break. Any weapon created with Ironwood has a +1 bonus to damage inflicted. Shields crafted from Ironwood get a saving throw if the All Shields must be Splintered action is used with them.

If the save is successful, the shield survives the maneuver but has a cumulative -1 to future saves every time it is used thusly. Ironwood increases the base price of an item to 125% of its listed value.

Star Iron

From time to time, metal falls from the heavens and can be retrieved from the ground after it has cooled. This Star Iron is a dull, black metal that requires very high temperatures and an extremely skilled crafter to work (-2 to Action Checks for the smith). The result is a metal that damages creatures affected by only silver or cold iron.

The density of this metal increases the encumbrance of an item by 1, but also adds a +1 to damage or a -1 [+1] bonus to armor and shields. Items crafted from Star Iron are typically triple the normal price.

True Silver

Also called Mythreal by the Dwarves, True Silver is a shiny silverish looking metal. As with Star iron, it requires the attention of a skilled crafter to work (-4 to Action Checks to work the metal, -2 if of Dwarfish blood).

Mythreal is lightweight and durable, creating well balanced weapons and lighter weight armor. Items created from True Silver have their Encumbrance reduced by 1.

Mythreal weapons gain a +1 bonus to attack and armor and shields grant the wearer resistance to fire [half damage from fire attacks]. True Silver items are typically five to six times the normal price, assuming they can be found.

Magic Items

As mentioned earlier, magic items in the Borderlands are items of ancient make, from a time when magic was more common and powerful, or perhaps items created by powerful extraplanar beings. A few of the more 'common' items are listed below.

All magic items should have some type of history to them, and as referee, they should add a bit of flavor to your world. Most of the examples listed below will each have a line or two of explanation to them. Intelligent opponents who own magical items should make use of them.

Jewelry

Rings, earrings, brooches, necklaces, tiaras. . . Magical jewelry can take many forms. A few examples are below

Magical Rings

Only two magical rings may affect a wearer at any one time, one on each hand.

Ring of the Fire Walker

These rings were said to have originally been created for a group that entertained people by walking across burning coals or appearing from within fires. These rings are carved from obsidian and engraved with what appears to be trapped flames along its circumference. The wearer of this ring is immune to all fire damage from normal fire, and gets a +5 bonus to saving throws against magical fire sources.

Ring of the Ice Queen

Crafted for the servants and slaves of the ancient ruler known as the Ice Queen. The Ice Queen ruled over the frozen lands far to the north of the borderlands in ages past. She or one of her followers crafted these rings to protect the fragile bodies of her servants from the frigid temperatures of her realm.

Carved from what appears to be a piece of ice with a small ruby set in the center, this translucent ring grants the wearer immunity from normal cold and a +5 bonus to saves versus magical cold.

Laltros' Ring of Spell Storage

Said to have been created by the archmage Laltros for the best of his apprentices when they were ready to venture into the world without his guidance, these rings increase the power of a wizard. These platinum rings each have an onyx, engraved with the sign of Laltros, surrounded by thirteen small quartz crystals.

Engraved inside the band is a trigger word. Speaking this word and then casting a spell enables the wearer to store that spell inside the ring. Saying the word backwards will empty all spells from the ring. The wearer may cast any spell stored in the ring as a single action as long as the ring has charges remaining.

When placed upon the finger of a wizard, the wearer will automatically know what, if any, spells are currently stored in the ring and how many it will hold. These rings will each store 1d6+6 spell levels worth of spells, and the quartz crystals indicate how many are active and ready.

When the ring is empty, the quartz crystals are clear. If a spell is stored and available, a number of quartz crystals equal to the spell levels available will be green. As spells are cast through the ring, crystals turn red.

Any spells stored within the ring may be cast as long as there are an equivalent number of charges equal to spell level available. 1d3+1 charges on these rings will renew at sunrise each day, until the spell has recharged fully.

Snake Handlers Ring

Carved from ivory or bone, these rings have the appearance of a snake coiled around the finger of the wearer. Supposedly created for the followers of a cult that used venomous serpents in their rituals, these rings give the wearer a +4 bonus to all saving throws versus poison.

Ring of the Shield Lord

This steel ring with the shape of a shield hammered into its center was enchanted to grant protection to the wearer.

The majority of these rings will grant the wearer a -1 [+1] bonus to armor class and a +1 to all saving throws. A rare number of these rings will be set with a pair of small diamonds on either side of the shield; these rings grant a -2 [+2] to Armor Class and a +2 to all saving throws. Both types of the more common rings can be worn in conjunction with armor.

There is said to be a single ring that was worn by the Shield Lord himself. This ring is said to have been crafted from Star iron and has three diamonds on the points of the shield.

This True Ring of the Shield Lord is said to grant the wearer an armor class of 2 [17] and grants a +6 bonus to all saving throws. The True Ring of the Shield Lord does not stack with existing armor, but shields are still effective if used.

Rings of the Beast Lords

The origins of these rings are lost to the annals of history, but legend claims they were created by the primal lords of each beast represented to give to those humans who revered them.

Each of these rings is carved from the bone, and set with a carved topaz in the shape of the type of animal that it affects.

The wearer can speak with and understand the type of animal represented by the ring. The ring also gives the wearer a +4 bonus to Action Checks to influence or convince the animal type to lend assistance.

This ring does not compel the animal to assist, but they will recognize the aura of the Beast Lord within the ring and be more inclined to be helpful, if it does not overly endanger them or their fellows.

Ring of the Troll King

This ring appears to be made from ivory and has some type of leather embedded in its circumference. These rings are said to have been made from the skin and bones of the primordial Troll, Truagh'zah.

The wearer of this ring will regenerate 2 hit points each round except for acid or fire based damage, which must heal naturally or be treated with magical healing.

Ring of the Wall Crawler

These rings were crafted from the webs of the spider goddess Neith and given to her loyal worshippers. Those who wear one of these woven silk rings gains a +4 bonus to saving throws versus poison and a +4 Action Check bonus to climbing.

They are also able to move at double their full movement rate when climbing.

Ring of Soft Landings

Said to have been crafted by an archmage who was terrified of the idea of falling, these rings are made of gold and mythreal and are carved to look like a group of feathers joined together over the band.

Each ring will have $1d3+4$ feathers carved into the band. If the wearer falls from a height of greater than 15 feet, the ring will automatically activate, causing their landing to be as gentle as if they had landed on a huge pile of feathers.

Each time the ring is activated, roll $1d6$, on a 3 or higher, one of the feathers disappears from the band. When the last feather fades away, the ring will crumble to dust, as the magic that bound it is released.



Ring of the Lantern

This ring appears to have been carved from a single piece of green stone, with the shape of a lantern on the front. Inside the band is carved the word 'illuminus'.

If the wearer of the band speaks this word aloud, the ring will create a floating green light, shaped like a lantern, which will float above and slightly behind the wearer, illuminating a cone shaped area 60 feet ahead.

This cone of light does not interfere with night or dark vision and can be turned in any direction by the wearer concentrating. If the wearer of the ring is rendered unconscious or says the key word a second time, the light will wink out. Otherwise, it will remain lit as long as the wearer desires.

Magical Earrings

Magical earrings are designed to be worn singly unless otherwise stated.

Earring of Understanding

It is surmised that these magical earrings were created for spies working for an ancient ruler. No one knows for sure, but they come in handy for those who travel or are around a variety of beings. Shaped like a silver conch shell, this earring will allow the wearer to understand any language they hear.

Earring of the Diplomat

Often found paired with the Earring of Understanding, this magical earring magically translates the spoken words of the wearer into a language that can be comprehended. Any intelligent being within 30 feet of the wearer that can hear what is being said will hear their words in a language they comprehend. Shaped like a small silver ear, the name comes from the assumption that these earrings were most useful to diplomats.

Earring of Narblaugh

These pair of onyx earrings are said to have been gifts to frequent visitors from the surface from the dwellers of Narblaugh, an ancient kingdom that is said to have existed in the depths of the earth beneath the lands the Empire now occupies.

Even though the lands of Narblaugh were well lighted, many of the passages from the surface were often dark, and those who wore these earrings were granted the gift of being able to see in full darkness as if it were twilight. They must be worn as a pair to gain the benefits.

Earring of Reflection

This earring, carved from hematite in the shape of a shield and etched with mythreal, was created by the Order of the Purifiers, an ancient order of witch hunters from the Taranti Empire. When wearing one of these earrings, if the wearer is hit by a spell, roll 1d6 and consult the table below

1d6 roll	Reflection
1	Spell affects wearer as normal
2-3	Spell does not affect wearer, caster takes 25% of any damage or effect
4-5	Spell does not affect wearer, caster takes 50% of any damage or effect
6	Spell does not affect wearer, is reflected back 100% on caster.

Earrings of the Skillful

These earrings were crafted by a merchant prince in ancient Tarant, each is silver, shaped like an object. These earrings were designed to enhance or provide skill to the employees of the merchant prince. Each earring grants a +2 bonus to one particular realm of Action Checks, as indicated by the shape in which it was crafted. Two different earrings may be worn to provide separate bonuses, but wearing two of the same still grants only a +2 bonus.

1d6 Roll	Earring Shape	Action Checks
1	Horse	Riding, Training, Veterinary - horses only
2	Anvil	Smithing, Weapon and Armor Maintenance, Shoeing animals.
3	Saw	Woodworking, Carpentry
4	Ship	Navigation, Piloting Ships, Sailing
5	Coin	Haggling, Appraisal, Bookkeeping
6	Compass	Navigation, Survival



Magical Weapons

Any type of weapon may have been created as a magical weapon, if you want to randomly assign traits to a weapon use the tables below create your own.

Roll 1d20	Weapon Type
1	Two Handed Axe
2	Spear
3	Battleaxe
4	Hatchet
5	Mace
6	Warhammer
7-8	Sword
9-10	Bow
11	Quarterstaff
12-13	Two Handed Sword
14	Club
15-16	2d6 Arrows
17	2d6 Crossbow Bolts
18-19	Crossbow
20	Sling Bullets

Roll 1d8	Weapon Attributes
1	Elemental Damage (+1d4 damage of elemental type)
2	Magically Sharp or Heavy (+1d3 additional damage)
3	Magically Balanced (+1d3 attack bonus)
4	Slayer of . . . (+1d6 damage versus specific type of opponent)
5	Returns if Thrown (reroll if not appropriate for weapon type)
6	Carried in pocket dimension, ready at will
7	Ranged weapon that requires no ammunition (reroll if not appropriate)
8	Speedy Weapon - Get 1 additional attack per encounter

Roll 1d6, on a 1 or 2, roll or choose one of the items below as a minor ability of the weapon

Roll 1d6	Minor Abilities
1	Grants +1 to Action Checks for Stealth when held
2	Grants wielder dark vision when drawn
3	Glow with torch like light of ----- color (choose one)
4	Faint Glow of ---- color (choose one) lights 5 foot radius
5	Causes Fear with successful attack, target must make Save or flee for 1d6 rounds
6	Envenomed - Save vs poison or take 1 point of poison damage per round for 3d6 rounds (cumulative with multiple attacks)

Using these tables, let us create a magical weapon for the players to encounter. . .

(Yes, I'll use actual rolls on this and not cheat. I promise, but you will simply have to take my word for it. I'm using Diceroll.com to roll the dice for this because I don't have any physical dice on hand while I sit at lunch writing.)

On the 1d20, I roll a 6, making our new weapon a warhammer.

On the 1d8, I get a result of 5, meaning it will return if thrown. That is okay since a warhammer can be reasonably thrown (truthfully, most weapons could be thrown, so if the Referee is okay with having a greatsword that will return if thrown, that could actually be an interesting weapon to hand the players.)

I have diceroll roll a 1d6 and it comes back with a 1, so we get a minor ability on the hammer.

The final 1d6 for special abilities comes back as a 3, giving us a glow of torchlike brightness. Picking the color of the closest thing to me at the table, the glow will be light green.

Now let's come up with a name and history for this hammer. . .

Warhammer of Aeric the Bald

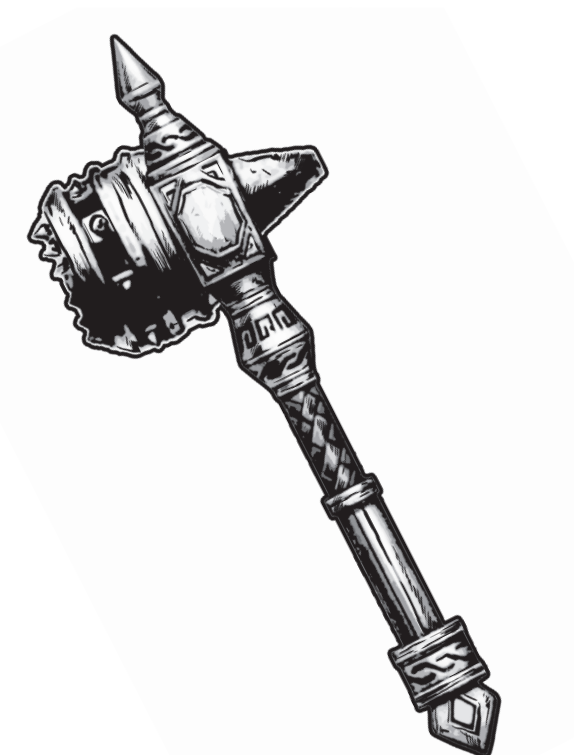
Aeric was a human faithful from Coryll who followed Thanatos, protector of the dead. Legend is that Aeric had finished pulverizing two score skeletons and skeletal warriors in the thrall of Phyzari the Necromancer when Phyzari herself suddenly stepped into view.

In a fit of pious rage, Aeric hurled his hammer at the necromancer, striking her in the chest as he yelled, "Now bring it back to me!"

Although he meant this as a challenge to the necromancer, Thanatos took it as a sign of Aeric's faith and returned the now glowing warhammer to his upraised hand.

Aeric went on to finish off Phyzari during that battle, saving the village of Savin's Cove from becoming undead minions to the Necromancer, who wanted a seaside home.

As referee, feel free to choose results from the table or to make up abilities as you desire. Just remember, if the Adventurers can use it, surely their adversaries can as well.



Magical Armor & Shields

Magical Armor and Shields are very rare indeed, as they take quite the beating over time and are often shattered protecting their owners from deathblows. Should you make magical armor and shields available, the following charts will come in handy.

Armor Type	
Roll 1d6	Armor Type
1	Heavy Armor
2-3	Light Armor
4	Shield
5-6	Medium Armor

Enchantment Type	
Roll 1d6	Enchantment
1	Additional Protection -1 [+1] Armor Class Bonus
2	Lighter Weight (-1 ENC)
3	Durable - if used for All Shields must be Shattered maneuver, roll 1d6, on a 3 or higher, the item survives.
4	Stealthy - Armor grants a +2 Action Check bonus to moving quietly
5	Repels Missile Fire -2[+2] Armor Class bonus versus ranged attacks only
6	Resistance - Pick an element or damage type, armor reduces that type of damage to one half.

Using these two tables we will create a random suit of magical armor and give it a short background, so, back to dicelog we go.

I rolled two six sided dice, getting results of 4 and 6, so we have a shield that grants resistance.

I will pick a resistance to ice and cold, because someone just got ice for their drink, and we will get the following item. . .

The Shield of Ivan the Icy

This heater shield (the curved triangular type of 'knight's shield') is covered with scales of a white dragon and reinforced with bands of star iron. Ivan was given this shield by a wizard whose brother he saved from the clutches of Varzahoom the White, a dragon that had moved into the domain of the wizard and taken his younger brother as insurance against retaliation.

Ivan managed to save the brother and by extension, the domain of the wizard by slaying the dragon in combat. The wizard used the section of hide of the dragon, skinned by Ivan after the fight, to create for him a shield that would protect him from cold attacks.

Magical Wands and Staves

The secret to creating wands and staves has been lost to time, but spellcasters are able to recharge wands, although a chance exists of destroying them when they do recharge them.

Every wand has a finite number of 'charges' it may hold. Only Wizards and Rangers are able to utilize magical wands, and when they find one, they may spend 1d6 hours attuning themselves to the magic that flows through the wand.

In doing so, they learn the command words (if any) required to make the wand work, the spell or abilities of the wand and how many charges it will hold and how many it currently contains.

If all of the charges of a wand are spent, there is a 1 in 6 chance that it will crumble to dust as the final bit of magic is drained from it. If it is not destroyed, a Wizard or Ranger may recharge the wand.

To recharge a wand, the caster must sacrifice the energy they would normally have for a day to add power to the wand. Attempting to overcharge a wand will have a 5 in 6 chance of resulting in an explosion of magical energy doing 4d6 points of damage in a 20 foot radius explosion (*save for half damage*), destroying the wand.



The caster will channel the energy for however many spell charges they wish to use into the wand, with each spell sacrificed for the day adding a charge equal to its level.

The spellcaster does not have to know the spell that is in the wand, only the energy for the spell is required.

For instance, Sara Dashiell has a wand of Arcane Bolt (a level one spell). The wand will hold a maximum of 10 charges and Sara is a Fifth level Wizard having the ability to cast 5 first level, 4 second level and 2 third level spells.

Sara knows that the wand has two charges left after her fight with the Ogres of Suttle Heights, and she is resting up in Two Rivers for a few days. She decides to channel her two third level spells (six charges) and one second level spell (two charges) into the wand to bring it back up to full charge while she is in town.

When she does this, she will not be able to use these spell slots to cast spells until she sleeps for the night, but since she is in town, she does not anticipate much trouble.

Every time a wand is recharged, there is a chance that the stress of forcing magical energy back into it may destroy it. When an item is recharged, there is a 1 in 6 chance of the item crumbling and the spell energy being lost.

Sara spends time in her room channeling spell energy into the wand of Arcane Bolt and as she finishes, she feels a shiver run up her spine (Her player rolls 1d6 and a 1 shows on the die), as the energy causes the wand to crumble to dust in her hands.

Sweeping the dust into a pile and dropping them out the window, Sara decides a hot cup of tea in the common room is just the ticket to offset the desire to fireball her room at the inn.

To determine the type of wand found, use the table below. Specific spells may be chosen from the random spell lists at the back of the book.

Wand Type		
Roll 1d8	Wand Level	Maximum Charges
1	Level 4 Spell	5 charges
2	Level 3 Spell	5 Charges
3	Level 2 Spell	5 Charges
4-6	Level 1 Spell	10 Charges
7	Level 2 Spell	10 Charges
8	Two Level 1 Spells	5 Charges

By default, spells cast by a wand are equal in power to the minimum level normally required by a caster. The wielder of the wand does not have to be of this level to use the wand, however.

Magical Staves

A Magical Staff has a finite number of uses per day. When the staff was created, it was created to replenish the expended magical energy at either sunrise or sunset. Staves may be used by any class, but must be attuned to by the wielder.

Before being used the first time, the wielder must spend 2d6 hours focusing on the wand and allowing the magic within it to flow into them (*spellcasters attune in half the time*). At the end of the attunement process, the wielder knows the properties of the staff and at what time they replenish.

If a staff is sacrificed in an All Shields Must Be Shattered move, whatever unused energy stored within the staff may be (*2 in 6 chance*) released at the same time, flowing outward from the broken staff with results determined by the referee (*typically related to the purpose of the staff*).

To determine the type of staff found, roll on the following table. Descriptions of the staves follow the table.

Random Magical Staff Table	
Roll 1d8	Magical Staff
1	Staff of the Necromancer
2	Staff of The Archmage
3	Staff of The Serpent Lord
4	Staff of Disruption
5	Staff of Smiting
6	Staff of Spell Shielding
7	Staff of Healing
8	Staff of The War Mage

Staff of the Archmage

This staff has a total of 10 charges and replenishes 1d3+2 daily.

The wielder may use the following effects at will at no cost of charges.

- Be made to glow with a light that is bright enough to reveal all within a 60 foot radius of the staff.
- Cast Arcane Signature
- Levitation (*Self only*)

For one charge each it may cast each of the following spells as a 10th level wizard:

- Arachne's Web
- Alarm
- Missile Shield
- Cloak of Invisibility
- Improved Protective Ward
- Mystic Bonds
- Elemental Wall
- Fly

Staff of Disruption

This heavy staff is magically enhanced to do 2d6+2 points of damage on a successful melee strike. It has no charges.

Staff of Healing

This Staff contains 10 charges and will replenish 1d3+2 charges per day. Each charge will instantly heal 1d6+2 damage in a target.

Staff of the Necromancer

This staff, typically carved from the bones of one or more creatures, contains 10 charges and replenishes 1d3+1 charges at sunset.

For one charge, the staff wielder may use one of the following effects:

- Do 2d6+2 damage to a target within 100 feet, no attack roll or saving throw.
- Ages the target physically 1d10+10 years. Saving throw negates
- Animate Dead - Causes 1d6+6 nearby corpses or sets of remains to animate as skeletons or zombies under the control of the staff wielder.
- Portal of Darkness - Casts the fourth level wizard spell Dimensional Portal, but physically creates an oval portal of darkness into which the wielder steps and another from which they emerge.
- Tentacles of Darkness - As Mystic Bonds if cast by a 10th level wizard; creates writhing tentacles that erupt from the ground to bind targets.

Staff of the Serpent Lord

Allows the wielder to communicate with normal serpents at will, and grants immunity to poisons.

Has 10 charges and replenishes 1d3+1 charges per day. As a weapon, the staff does 2d4+1 points of damage on a successful attack.

For the cost of one charge each, one of the following abilities may be used during a combat round:

- Poisoned Strike - after a successful strike, the wielder may do an additional 2d6 points of damage to the target, with a continual 1d4 points per round for an additional 1d6 rounds. A successful saving throw reduces the poison damage to half.
- Cast Sticks to Snakes as a 10th level faithful
- Cloud of Venom - Release a cloud of venomous gas with a 10 foot radius up to 100 feet away. This debilitating toxin will weaken those within by reducing their Strength by 1d6 per round (*saving throw for no effect*). If Strength is reduced to 0 or lower, the victim dies, otherwise Strength will return at a rate of 1d3 points per day of rest.

Staff of Smiting

This staff uses no charges, but does 2d6+2 damage on a successful melee strike, and 4d6+4 if the target is undead or demonic in nature.

Staff of Spell Shielding

This staff has 1d10+6 charges that will recharge at a rate of 1d3+2 per day.

This staff can absorb incoming spell power at a cost of 1 charge per level of the spell being absorbed.

Staff of the War Mage

This staff has 10 charges and replenishes at a rate of 1d3+2 charges per day. At no cost of charges the staff does 2d6+2 points of damage on a successful melee attack.

At the cost of one charge each, the following effects may be cast during a combat round as if the wielder were a 10th level wizard:

- Missile Shield (*as the spell*)
- Elemental Attack - Adds 1d6 additional damage to a successful attack of the elemental type chosen by the wielder. This effect lasts for the 2 hours
- Protection - Increases armor class of the wielder by -2 [+2] and gives a bonus to saving throws of +2 for 10 hours. This is cumulative with armor worn
- Renewal - Heal Self for 1d6+1 points instantly.

Miscellaneous Magical Items

These are the items that do not really fit into other categories. Magical clothing, utility items and the like. Most of these items have a specific magical function to them, some of them have limits per day or charges as listed in the description of the item.

It takes 1d6 hours of study by a spellcaster to determine the function of each item. Unless noted in the individual description, these items do not require attunement.

Adventurers Bag

Also referred to as a bag of holding, this bag is roughly 1 foot by 1 foot by 6 inches in size, with a buckled strap that can be adjusted to the comfort of the owner.

Each bag must be attuned to its owner. Upon attunement, the new owner may set a command word that will allow items to be placed into the bag and retrieved.

To place items in the bag, place them near the opening and say the command word, followed by the word 'stow.' To Retrieve an item, say the command word, the word 'retrieve' and the name of the item desired and it will appear either in hand or at the feet of the bag owner.

Regardless of the contents contained within, the bag itself always has an ENC value of 2.

An Adventurer Bag gets a +4 bonus to saving throws to avoid destruction. An Adventurer Bag may be of one of several sizes, each with the same exterior appearance, but with a possibility of different storage contents.

This item may be used by any class. Roll 1d6 on the table below, or choose the version of the bag you wish to place in your game.

Roll 1d6	Interior Bag Dimensions
1	50' x 50' x 10'
2	20' x 20' x 6'
3-4	10' x 8' x 4'
5	5' x 5' x 3'
6	100' x 50' x 10'

Amulet of the Unseen

These amulets are typically forged from star iron or silver and lead, often designed as a closed eye.

The Amulet of the Unseen protects the wearer from being magically scryed upon. This item works for anyone who wears it.

Arrow of Seeking

This small, silver arrow is enchanted to direct the user towards the specific item or location requested. It will float slightly ahead and always within sight of the user, and the point of the arrow will turn in the direction of the desired location.

The arrow will function until within 2 feet of the desired target, at which time it will return to the hand of the person who activated it. Only one activation at a time is possible, and the arrow must be dormant through two consecutive sunrises before it is ready to be used again.

Belt of Pockets

Akin to an Adventurers Bag, this belt has 1d4 + 4 small pockets, each with an internal dimension of 24" x 6" x 6". Upon attunement, the new owner may set a command word that will allow items to be placed into the pockets and retrieved.

To place items in the pockets, place them near the opening and say the command word, followed by the word 'stow.' To Retrieve an item, say the command word, the word 'retrieve' and the name of the item desired and it will appear in the hand of the wearer nearest the pocket.

Regardless the contents, the Belt of Pockets always has an ENC of 1.

Boots of Stealth

Soft, black leather boots in an ancient style, these boots allow the wearer to move in complete silence (*no Action Check required to move silently*). These boots are usable by any class.

Boots of Traveling

These boots tend to be of bright red leather with designs along the sides that look like small golden wings. The wearer of these boots receives several benefits:

- Base Movement increased by 6
- The wearer may walk for up to 18 hours without experiencing fatigue.
- The wearer may jump up to twice their movement distance from a five foot start.

Bracers of Armor

Always a popular find for those who find armor to be a weighty burden, these magical bracers are worn upon each wrist and convey the benefit of full armor to the wearer. Roll or choose from the table below to determine the power of the bracers:

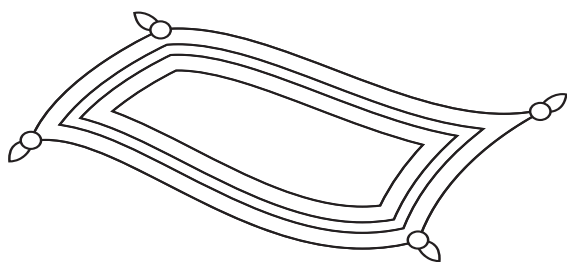
Roll 1d6	Bracers Effect
1	AC 2 [17]
2	AC 4 [15]
3	AC 6 [13]
4-5	AC 7 [12]
6	AC 5 [14]

Carpet of Transportation

These rare carpets were said to have been created in the Caliphate of Hakanistan, which once ruled over the Deserts of Adysa.

These magical carpets are large enough to carry up to four human sized individuals in comfort and safety. When fully loaded, they have a flying speed of 24, with just one or two passengers, they can fly with a speed of 48.

When not used, the carpet can be rolled up and shrunk to the size of a scroll by using the command word, although it will maintain an ENC of 3 while thus compressed, due to its weight.



Cloak of Comfort

Created in ancient times for those who traveled through many different lands, cloaks of comfort keep the wearer at a comfortable temperature, regardless of the weather.

Precipitation falls around the wearer, but not on them. This cloak does not provide any protection from elemental attacks. May be used by any class.

Crystal Ball

This allows the attuned spellcaster to focus on a location or individual they desire to view, regardless of how far away they may be.

This item is only usable by Wizards, Rangers, Faithful and Paladins. The ball may only be used once between one sunrise and the next, but may be used as long as the viewer wishes to concentrate.

There is a 1 in 6 chance that the ball found will transmit sound as well as visual information.

Gauntlets of Athletics

These gauntlets provide the wearer with a +4 Action Check bonus involving any athletic test, such as climbing, swimming, or the like.

Gauntlets of Dexterity

These thin gauntlets provide the wearer with a Dexterity modifier bonus of +2 while worn. This modifier is cumulative with existing Dexterity modifiers. They are usable by any class.

Gauntlets of Strength

These thick gauntlets provide the wearer with a Strength modifier bonus of +2 while worn. This modifier cumulative with existing Strength modifiers. The gauntlets are usable by any class.

Gauntlets of Striking

These leather gauntlets increase the damage from unarmed attacks to 2d4+2, plus any applicable strength modifiers. They are usable by any class.

Horseshoes of Arion

Only usable in sets of four and only on equine creatures. When shod with these magical horseshoes, the movement rate of the horse is doubled.

Horseshoes of the Hippocampus

Only usable in sets of four and only on equine creatures. When shod with these magical horseshoes, the animal is able to run across water at their normal movement rate.

Lucky Clover Amulet

A mythreal amulet shaped like a four leaf clover, wearing this amulet provides a +1 bonus to all saving throws and attack rolls. Usable by any class.

Mirror of Serying

A small, mythreal mirror that allows the attuned user to focus on a location or individual they desire to view, regardless of how far away they may be. This item may be used by any class. The mirror may only be used once between one sunrise and the next, but may be used as long as the viewer wishes to concentrate. There is a 2 in 6 chance that the mirror found will transmit sound as well as visual information.

Robe of the Wizard

Usable by Wizards only, requires 3d6 hours to attune. This blue robe, covered in stars, moons and magical sigils will grant the Wizard wearing it the ability to cast 1d4+4 additional spells per day.

Like the Intelligence bonus, these spells may be any that the Wizard knows. Wearing this robe while learning new spells grants a +2 bonus to the Action Check and also reduces the time to change out prepared spells by one half.

The Robe must be the external garment of the Wizard in order to be effective.

Many other magical items exist in the Borderlands, these are but a few examples to get your imagination rolling. Items from other games can be imported as is, or with very few adjustments. Just remember, try to make them memorable items.



Smugglers Blues

Smugglers Blues is a short dungeon crawl suitable for 2 to 5 Adventurers of 1st or 2nd level of experience. It is fairly straightforward and simple, but offers Adventurers a place to 'get their feet wet', as it were. The dungeon features lower powered undead and a few animal opponents and is suitable for any Adventuring Class combination.

Referee's Background Information

Around 150 years before the start of the campaign, there was an Adysan smuggler named Ahmal ben Rakha who moved goods from the Caliphate and the Borderlands areas to various places. Ahmal was quite successful as a smuggler and had a nice, underground headquarters in the foothills near the entrance to the Deserts of Adysa, on the Borderlands side (*see inset map to the below right*).

Unfortunately, Ahmal allowed greed to get ahead of common sense and double-crossed a number of powerful clients. These clients hired a crew of mercenaries to kill Ahmal and his crew, steal his wealth and 'bury him for good.'

The mercenaries took their employers at their word and slew Ahmal and his entire crew, although not without their own losses. They took all the treasure they found within the compound and then used magic to bury the entrance under a layer of stone and earth.

Recently, an earthquake revealed the entrance to the headquarters of Ahmal the Smuggler. Located on the side of a remote hillside, An elaborately carved door beckons. Someone barred it from the outside. What lies within?

Well, the restless spirits of the dead smugglers and the fallen mercenaries roam the hallways of the hideout, and there are still treasures to be found by those who look carefully, for the mercenaries only carried the most valuable items they could find and still be mobile.

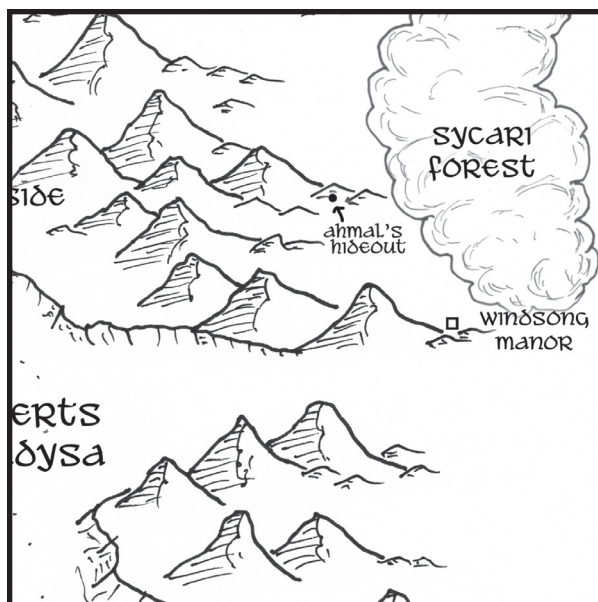
Getting the Adventurers into the Hideout

Any one of the following can be used to hook the Adventurers into exploring the dungeon, or feel free to come up with your own hook. . .

Stumble Across It - While traveling through the Borderlands, heading north or south along the foothills, the Adventurers hear the rumble of an earthquake and an avalanche, and see a dust cloud nearby. Investigating, they see an elaborately carved door, barred from the outside, that has been revealed by the movements of the earth. Obviously providence has smiled upon these poor Adventurers in revealing what is certainly long hidden troves of wealth . . .

Hear Rumors - The Adventurers hear of the recently revealed door second hand, from merchants or pilgrims who were traveling past as the door was revealed. Not being as brave (or foolhardy) as Adventurers tend to be, they simply share the fact that it exists.

An Ancestor of Ahmal - A Great-Great Grandniece or nephew of Ahmal ben Rakha has found documents in their family home that give clues as to Ahmal's profession and the location of his hidden hideout. They want to know if any of it is true and would like to recover any family heirlooms still in the headquarters, offering the Adventurers a fair share and insisting on accompanying them, of course.



The Atmosphere of the Smuggler Hideout

The interior of the dungeon is nicely made, this was the luxurious home away from home for a successful and vain smuggler who liked to live in comfort. No damp, dark caves for Ahmal, he paid dwarven engineers to build his headquarters and then furnished it so that he could live comfortably.

Ahmal worked with the dwarves to design and build traps to thwart any who might try to steal from him, unfortunately, he cheated the dwarves on their final payment, so they gave the mercenaries the information needed to bypass the traps.

The floors of the hideout are done in an alternating pattern of purple and yellowish marble tiles, and the walls are paneled with fine woods to about waist level, with light lavender painted stucco to the ceiling.

The ceilings of the hideout are slightly arched, going from twelve feet in height at the edges to eighteen feet in the center of the rooms, with carved wooden beams mounted to the ceilings.

The furnishings and items found within this dungeon are in remarkably good shape, not showing any signs of decay, even though they are nearly a century and a half old.

Except where noted, the interior is mostly dark, as the magical lights Ahmal had installed throughout were stolen for their intrinsic magical value. The interior is also cold, a side effect of the undead spirits inhabiting the place, as well as the natural cooling effect of being built underground.

A slightly glowing, greenish mist covers the floors to a depth of about a foot. This mist does not provide enough light to see far, but is eerie to see.

Map Key- Level One

1 - Entryway - The recent earthquake and avalanche have cleared a path to the doorway of the hideout. Revealed through the strewn rubble is a 12 foot tall wooden double door, intricately carved with scenes of a desert oasis. A set of iron brackets have been mounted to the outside of the door and a large, 8 inch thick wooden beam has been placed into the brackets, sealing the door from the outside.

The beam is very heavy but can be moved by characters with a combined strength of 18 or higher on a successful saving throw (*multiple attempts are allowed*). The doors also possess a lock (*-2 to action checks due to the quality*), but is not currently locked (*the mercenaries did not retrieve a key to the door before they left*). Opening the doors is accompanied by a gust of cold air and wisps of a slightly glowing, greenish colored mist wafts out the door before dissipating.

2- Anteroom - This six sided room was used by Ahmal as an initial meeting room with anyone he allowed access to his hideout. Furnished with comfortable sofas in the center of the room, and small wooden tables beside them. A half dozen bronze goblets are scattered about the room (*worth 1 gp each*), and sitting on one table is a sealed bottle of wine, the label indicating that it is called Tarana White Winds, and has a date of almost 200 years prior to the beginning of the Adventure. If taken to Two Rivers or a larger town or city, this bottle of wine would fetch 3d6x10 gold coins from a connoisseur. Also in this room is four skeletons, the restless remains of some of Ahmal's servants that were killed by the mercenaries. Two unlocked doors lead out of this chamber.

Skeleton Armor Class: 8 [11] Hit Dice: ½ [1d3 hp] Hit Points: 2, 1, 2, 3 Saving Throw: 19 Attack Bonus: +0
Attacks: Strike [1d6-1] or by weapon
Special: Resistance [Piercing] / Vulnerability [Blunt]
Level / XP: 1 / 15

3 - The Sample Room / Museum - This room is lined with mostly naked wood and cloth mannequins and empty picture frames. There are several weapons along the walls, all of normal quality. Four swords, two greatswords, one battleaxe and one longbow.

Of the mannequins, three of them are clad in suits of chainmail (*medium armor*); One is outfitted in a suit of leather armor (*light armor*). There is one shield on the wall, painted with the heraldry of the Caliphate of 200 years previous.

4 - Commons Room - This eight sided room was apparently used as a recreation room for the inhabitants. There is a billiards table in the center of the room, as well as a dozen comfortable looking chairs scattered around the room, each with a small table beside it

There are three skeletal figures going through the motions of playing billiards at the center table. Each is dressed in old style clothing and has an adysan styled dagger at their waist.

Throughout the room are another five skeletons, similarly dressed, sitting in chairs and going through the motions of drinking from empty pewter tankards. When the room is entered, all will put down their items and move to attack the intruders.

There are three wooden cabinets along the walls, containing billiard supplies, board games and several decks of cards as well as 3 dozen pewter tankards. There is one tapped ale keg on top of one of the cabinets, containing flat tasting ale. There is another ale keg beside it, which has not been tapped. This 200 pound wooden keg is marked with the emblem of the legendary Raucous Owlbear brewery, which went out of business in the Empire almost 100 years previously. If taken to a prosperous tavern and sold, this keg would fetch 2d6 + 10 x 10 Gold Coins (from 120 to 220).

Empty picture frames hang on the walls where paintings once graced the walls. The only painting still hanging on the wall is a large (5' wide) painting of a group of Anubans sitting around a table playing a card game. If removed and sold, it would bring 1d3 + 1 x 10 gold anywhere in the Borderlands.

Skeletons (8)

Armor Class: 8 [11] Hit Dice: ½ [1d3 hp]
Hit Points: 2, 2, 3, 1, 2, 2, 3, 2
Saving Throw: 19 Attack Bonus: +0
Attacks: Strike [1d6-1] or by weapon
Special: Resistance [Piercing] / Vulnerability [Blunt]
Level / XP: 1 / 15

5 - Bathing Hall - The southwestern walls of this octagonal room are the home to a large bathing pool. There are two steps leading up into the large pool, which takes up almost three quarters of this room, and then three steps carved into the inside, leading down to a ledge around the edge of the pool, which would allow an average person to sit while they soaked or bathed.

Scented bars of soap sit along the upper ledge of the pool, and there are three long stone benches around the room, hooks on the wall and recessed niches in the walls, apparently for storing clothing or linens, six of which contain stacks of clean, dry towels. Sprawled in the room are two skeletal corpses, each clad in chainmail (*medium armor*) and having a battleaxe, sheathed dagger and shield.

These are the remains of two of the original mercenary group and the skeletons are not animated by their spirits. The weapons and armor, as with most everything else in the place are in remarkably good shape. The water in the pool is clean and magically recycles to remain clean and is also kept at a comfortably warm temperature.

6 - Guardroom - This room leads to the stairwell that goes to Ahmal's personal level below. As such, there was always an armed guard posted here. There are four armed and armored Skeletal warriors in this room.

Wearing Chainmail (*medium armor*) and armed with curved swords and shields of Adysan style, the Skeletal Warriors will raise their shields and engage any who enter the room. The room is bare except for two stone benches along the sides of the walls near the long hallway, which is where visitors who were to be allowed into the lower level would await their escorts.

Skeletal Warrior [4]

Armor Class: 4 [15] (with shield) Hit Dice: 2+1
Saving Throw: 17 Hit Points: 6, 8, 11, 4
Attack Bonus: +2 Attacks: Strike [1d6] or by Sword [1d8+1] Special: Resistance [piercing] • Strong [+1 damage] Level / XP: 3 / 60

7 - Barracks - This was the barracks room for Ahmal's crew of smugglers. This long room has 24 three tier bunks down the walls, each with a trio of footlockers beneath the bottom bunk.

There are a total of twenty skeletons in this room, either laying in the bunks or wandering around the room. Each is wearing normal clothing, and if someone enters the room, they will pick up swords and turn to attack.

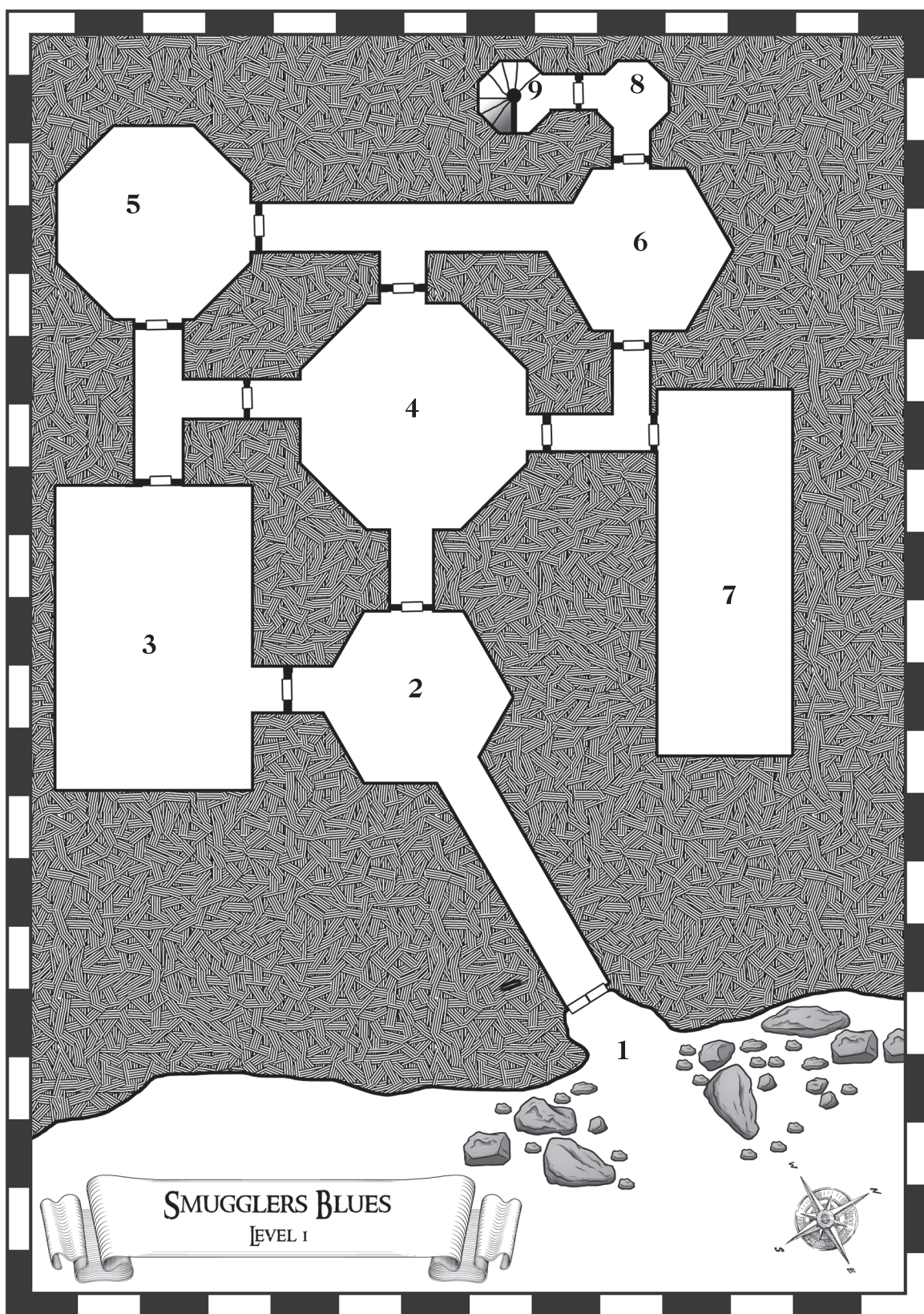
Some will be slower to attack than others, as they are farther back in the room and laying on bunks and will not become 'aware' of intruders until they are within three bunk lengths of them.

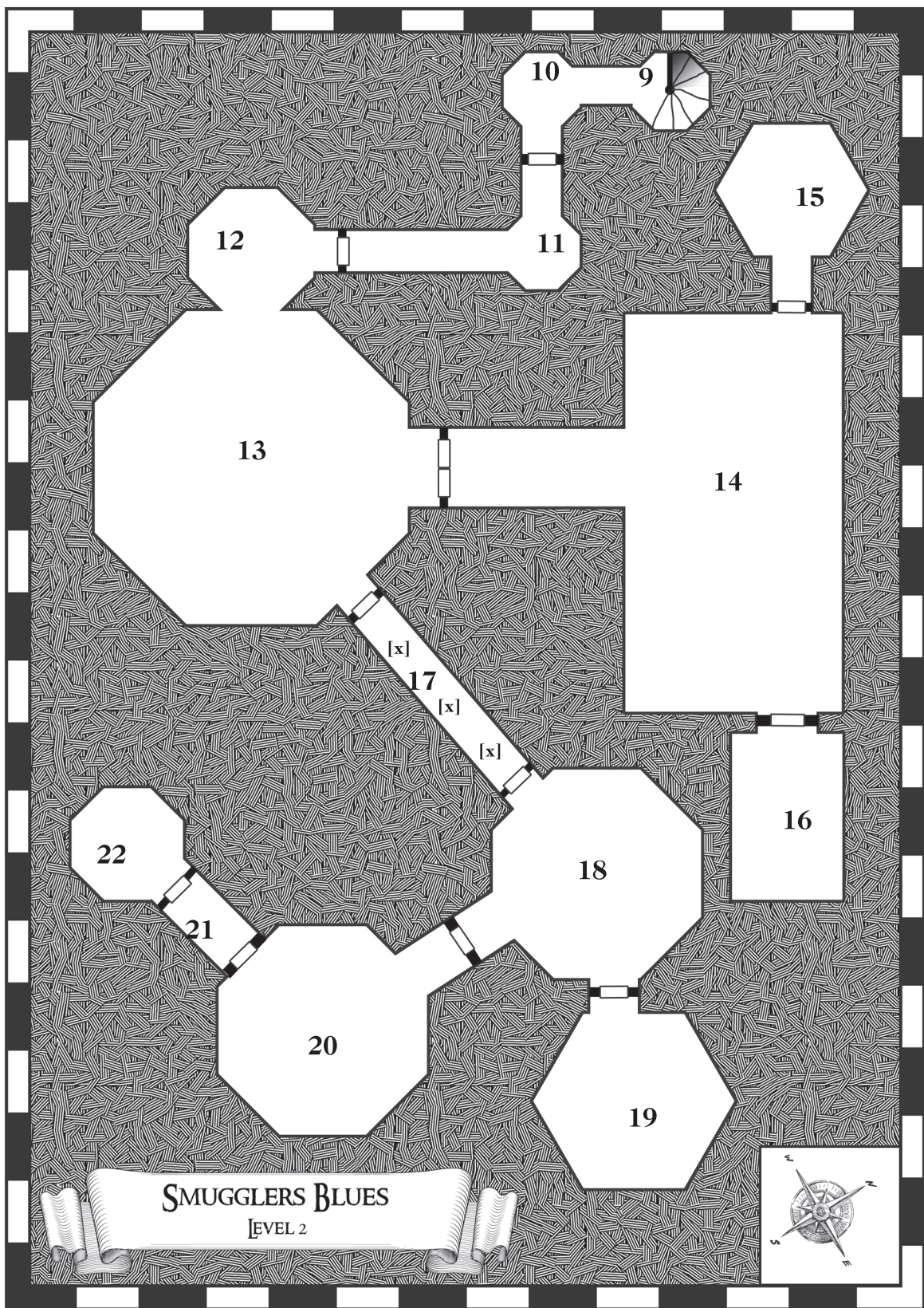
Skeletons (20) Armor Class: 8 [11]
Hit Dice: ½ [1d3 hp] Hit Points: 2, 2, 3, 1, 2, 2, 3, 2, 3, 1, 3, 2, 1, 1, 1, 3, 2, 2, 2, 3
Saving Throw: 19 Attack Bonus: +0
Attacks: Strike [1d6-1] or sword [1d8]
Special: Resistance [Piercing] / Vulnerability [Blunt]
Level / XP: 1 / 15

Treasures in the Barracks: Searching the skeletal remains and the footlockers after the combat will turn up a wide variety of clothing in various sizes, most of it in Adysan styles from a century and a half ago.

Several handwritten journals can be found, which may give clues to further adventure hooks that the Adventurers can pursue.

A total of 6d6 x 10 copper coins; 3d6 x 10 silver coins and 6d6 gold coins can be found among the footlockers. Scattered around the room can be found a total of forty Adysan style swords and daggers.





8 - Anteroom - this small bare room leads to the stairwell to the lower level. A pair of small giant centipedes have made their way into the facility and are lurking in the mists around the edge of the floor. They will attack if disturbed, but if Adventurers are not searching the room there is only a 2 in 6 chance that they will attack intruders.

Small Giant Centipede [2]

Armor Class: 9 [10] Hit Dice: ½ [1d3]
Hit Points: 3, 2 Saving Throw: 18
Movement: 10 Attack Bonus: +0
Attacks: Bite [1d3] + poison
Special: Poison [1d3+1 per round for 1d6 rounds]
Save Negates Level / XP: 3 / 60
Small Giant Centipedes are about 2 feet in length

9 - Stairwell - A stairwell wends down into the darkness here. It descends thirty feet to the level below. The stairs are cut directly from the stone and paved with smaller marble tiles matching the rest of the rooms. As they Adventurers descend the stairwell, they begin hearing a low moaning sound, that almost sounds like an angry, unintelligible mutter that seems to come from everywhere around them.

As they descend it sounds more and more like angry words, but no one can quite make out what the words are or even what, if any language they are.

Map Key- Level Two

10 - Lower Level Guard Room - Like the room at the top of the stairs, this room has a couple of stone benches and four armed and armored skeletal warriors. The skeletal warriors will raise their shields and advance upon intruders as soon as they reach the bottom of the stairs. As with the ones above, these are clad in chainmail (*medium armor*) and have curved swords and shields in the Adysan style.

Skeletal Warrior [4]

Armor Class: 4 [15] (with shield) Hit Dice: 2+1
Saving Throw: 17 Hit Points: 6, 8, 6, 11
Attack Bonus: +2 Attacks: Strike [1d6] or by Sword [1d8+1]
Special: Resistance [piercing] • Strong [+1 damage]
Level / XP: 3 / 60

11 - Trapped Corner - There is a 20 foot wide octagonal room at the bend of the hallway. Those looking carefully (*Successful Action Check to notice anything out of place*) can note that the floor of this area has multiple indentations in the floor, and that just above these spots on the ceiling are round spots on the ceiling.

There is a carved rose on the railing that divides the paneled lower wall from the stuccoed upper wall, where everywhere else there has been a carved lotus. The roses are located just inside the door from the lower level guard room, and there is another just before the door that leads out of the hallway to area 12. Pressing this rose will deactivate the trap for five minutes.

If the trap is not deactivated, then when anyone steps into the center of the octagonal area, they have a 5 in 6 chance of triggering the trap, which causes 30 spears to be thrust from the ceiling down to the floor, impaling those who are trespassing. A successful saving throw will allow those in the area to avoid taking damage. If the saving throw is not made, all those in the area will take 2d6+2 damage from the spears. The spears slowly retract over a 4 round period, doing an additional 1d6+1 damage to anyone impaled by them as they are extracted.

12 - Dining Room Guard Station - This open area leads into the large dining area that Ahmal and his officers and guests would use. There are six skeletal warriors within this area, wearing chainmail (*medium armor*) and armed with curved swords and shields of Adysan design.

On the floor are four skeletons (*non-animated*) wearing leather (*light armor*) and armed with spears and daggers. If Adventurers enter this room, the six skeletal warriors will raise their swords and shields and move to attack.

Skeletal Warrior [4]

Armor Class: 4 [15] (with shield)
Hit Dice: 2+1 Saving Throw: 17
Hit Points: 11, 4, 4, 9, 7, 11 Attack Bonus: +2
Attacks: Strike [1d6] or by Sword [1d8+1]
Special: Resistance [piercing] • Strong [+1 damage]
Level / XP: 3 / 60

13 - Dining Hall - This eight sided room was used as the main dining hall by Ahmal and his officers and guests.. An octagonal oak table sits in the center of the room, measuring 20 feet across. There are 2 beautifully carved oak chairs at each of seven sides of the table, and one very nice upholstered chair made from Black Yew sitting at the Northeast side of the table (*near the door that leads to area 17*).

Six of the oak chairs are occupied by a skeletal figure, clad in old style clothing and each wearing a sword and a dagger of Adysan design (*curved blades*) at their waists.

At each place setting is a delicately carved plate, bowl and mug of thin marble. Pewter utensils are in the hands of the skeletons as they sit through an undead parody of attempting to eat their long gone food.

When the room is entered, the skeletal warriors will put down their utensils, stand up and draw their swords, prepared to defend themselves against invaders, as they were unable to do when they were first killed a century and a half before.

Half a dozen oak cabinets sit against the walls, containing more dishes and cutlery like that on the table. All told, there is enough for 32 full sets.

These are beautiful and very valuable (*the full set would easily bring 200 gold in Two Rivers*), but are fragile and cumbersome to transport unless placed in a container with adequate padding and protection.

There is one tapped ale keg on top of one of the cabinets, containing flat tasting ale. There is another ale keg beside it, which has not been tapped.

This 200 pound wooden keg is marked with the emblem of the legendary Raucous Owlbear brewery, which went out of business in the Empire almost 100 years previously. If taken to a prosperous tavern and sold, this keg would fetch 2d6+10 x 10 Gold Coins (from 120 to 220).

There is one cabinet, obviously designed for holding wine and liquor bottles that is empty except for one unopened bottle of Dwarven whiskey that is sitting in the dark shadows in the bottom corner of the cabinet

(*found automatically if searching*). This whiskey would sell for 50 gold coins if sold in Two Rivers or a larger town.

Skeletal Warrior (6) Armor Class: 6 [13]
Hit Dice: 2+1 Hit Points: 8, 4, 10, 5, 11, 9
Saving Throw: 17 Attack Bonus: +2
Attacks: Strike [1d6] or by Sword [1d8+1] or Dagger [1d4+1] Special: Resistance [piercing]
• Strong [+1 damage] Level / XP: 3 / 60

14 - Kitchen - This is the kitchen for the hideout. Large and spacious, with elaborately designed flues that carry away cooking smoke to the surface and dissipate and almost completely hide its presence from casual observers.

There are three large stoves, a large water sink with a pump that brings water from an underground river that flows beneath the hideout. There are several preparation tables and utensils hanging from hooks.

Also in the kitchen are the animated skeletal remains of the head chef and her four assistants. All are dressed in plain clothing and wearing aprons.

The skeleton of the head chef has a large, gleaming cleaver in its hand, which it will use to attack intruders with.

The other four skeletons will also attack as anyone enters the kitchen, although they will either wield ordinary kitchen utensils (1d4 damage) or their bony claws.

Skeletons (4) Armor Class: 8 [11]
Hit Dice: ½ [1d3 hp] Hit Points: 2, 2, 3, 1
Saving Throw: 19 Attack Bonus: +0
Attacks: Strike [1d6-1] or Utensils [1d4]
Special: Resistance [Piercing] / Vulnerability [Blunt]
Level / XP: 1 / 15

Skeletal Chef Armor Class: 8 [11]
Hit Dice 1+1 Hit Points: 6 Saving Throw: 18
Attack Bonus: +0 [+1 with Cleaver]
Attacks: Strike [1d6-1] or True Silver Cleaver [1d6]
Special: Resistance [Piercing] / Vulnerability [Blunt]
Level / XP: 2 / 30

15 - Cold Storage Pantry - This large hexagonal room is even colder than the rest of the hideout, as it was magically enchanted to store items that would spoil in the heat.

There are half a dozen dressed deer, one cow, six rabbits, two large birds (*about turkey sized*) and a dozen fish hanging from hooks in this room. All are still edible

16 - Dry Storage Pantry - This is the normal pantry. There are half a dozen bags of beans, a barrel with 50 pounds of flour and 10 pounds of salt in this room that are still edible. In addition, there are a number of empty burlap bags and a couple of small, empty barrels.

17 - Trapped Hallway - When the door is opened to this hallway, the moaning can be heard more clearly, apparently originating from behind the door at the end of the hall.

There is a faintly sulphurous odor to the air in this hallway, and the floor tiles and ceiling appear a bit darker than the rest of the areas in the hideout.

There are three places in this hallway that have traps, each marked on the map with an [x]. Much like the spear trap in area 11, there is a switch on the wooden border that separates the paneled lower wall from the stuccoed upper wall.

In this case, there is a lotus every five feet down the wall on the right hand side as there is on most of the other walls in the facility, but on the left side, there is a carving of a phoenix every five feet.

Depressing and inverting each of these will deactivate the traps until the phoenix is returned to an upright position. Simply depressing them (*a click will be heard*), will disable the trap for five minutes, at which time it will reset.

When more than 50 pounds of pressure is put on the floor in the areas marked with an [x], the hallway 15 feet in each direction will be filled with a blast of flame from concealed jets in the floor and ceiling.

Anyone within the area will take 3d6 fire damage (*save for half damage*).

18 - Ahmal's Quarters - The moaning that has been heard since entering the lower level increases in volume as Adventurers get closer to this room.

The spirit of Ahmal returned after death, animating his remains as a Revenant, an undead creature that exists only to wreak vengeance upon those who betrayed and destroyed him.

The revenant that was once Ahmal is trapped in his old quarters, unable to pass the doorway of the room where his betrayal occurred until someone releases him to seek vengeance.

The door to this room is locked from the outside. When the door is opened, a freezing cold darkness flows into the hallway from the room and a hollow, echoing voice demands, "*Are you my slayers returned?*"

Regardless of the languages known by the Adventurers, they will all understand the words of the Revenant. If the Adventurers answer straight off with a negative response, then the voice will continue with "*Then stand aside and allow me to seek my vengeance upon those who betrayed and slew me.*" The Adventurers will feel a pressure from within the room moving towards them.

If they stand aside and do not attempt to hinder the presence, what appears to be a vaguely man shaped form of pure darkness will brush past them, muttering names and vowing death to the betrayers.

If the Adventurers attempt to dissemble or negotiate or talk to the darkness and do not immediately stand aside, the Revenant will roar in fury and attack until those blocking its way are either destroyed or moved out of its way.



[Unique Monster]

Vengeful Revenant of Ahmal ben Rakha

Armor Class: 3 [16] Hit Dice: 4+2
Hit Points: 19 Saving Throw: 15 Movement: 18
Attack Bonus: +2 Attacks: Strike [1d8+2]
Special: Chill, Immunity [Rebuke], Immunity [Cold],
Immunity [Sleep, Charm effects]
Level / XP: 6 / 400 xp

This octagonal room was the comfortable center of Ahmal's personal quarters. This room has two very nice Adysan style rugs on the floor (*each is 6 feet x 10 feet in size and have an ENC of 8 each due to their size and how awkward it would be to carry them*) that would fetch a tidy sum of 200 + 2d6 x 10 Gold Coins each in a town or city the size of Two Rivers or larger. There are four small, comfortable sofas around the room, each with a small, round cherry table sitting beside it. There are half a dozen empty frames on the walls, and the three ornate wooden cabinets that were obviously designed to hold dishes and drinks are all empty as well.

In the floor in the center of the room is the dessicated corpse of Ahmal. His spirit became the Revenant, leaving his body in the room as it fell.

This body is clad in older styled Adysan clothing in purple and gold colors, and has half a dozen crossbow bolts and two daggers sticking out of it.

Everything of obvious value was removed from the body before the mercenaries left, but they missed the fact that the clothing Ahmal wore is of a special design. The clothing is not magical, but is designed in such a way as to provide protection as light armor when worn, with no encumbrance at all.

There is also a hidden pocket inside the waistband that contains a key and a gold ring with a raised design that looks like a phoenix upon it.

The key is magical and will work on all of the doors of the hideout. The ring is not magical, but is a key in and of itself. It will open the secret door in area 20. As a gold ring, it's value is 25 gold coins.

19 - Bathing Room - This room is dominated by a large pool of slightly steaming water. Three feet deep and magically enchanted to keep the water fresh, clean and heated to right at 100 degrees, for maximum comfort. There is a marble bench on the wall beside the pool, and a marble cabinet filled with soft, fluffy towels.

20 - Ahmal's Bedroom - This room is dominated by a massive four poster bed against the left hand (*south east*) side of the room, as well as a pair of comfortable chairs and a small wooden table with a book lying upon it.

The book is The History of the Empire of Tarana by Allyn van Kloos, written 200 years previously. Anyone spending 40 hours or more studying this book (*which is written in Adysi*) may add +2 to any Action Checks involving Tarana history.

The entire western wall of the room is covered by an intricately carved wooden panel that runs from floor to ceiling.

The carving on the wall depicts a desert oasis with pyramids in the background and dragons flying through the sky, while warriors bow before a woman standing before the oasis. If examined closely, a successful Action Check will reveal the presence of what appears to be a secret door.

Finding the trigger to the door will require a bit of luck (Action Check) or thinking on the part of the players. To open the door, the Phoenix ring that was hidden in the clothing on Ahmal's corpse will fit into an indentation that is on the centermost pyramid.

When the two connect, a section of the wall clicks and swings open, revealing a passageway that leads down at a fairly steep slope just past the entryway.

21 - Trapped Hallway - This short hallway has a three foot flat surface and then leads downward at a 30 degree angle, ending in a doorway 20 feet below the door from the bedroom.

The hallway is lit by magical lighting, red in color. If anyone examines the walls or floor, small holes are present at the first five feet of the sloping hallway and another phoenix indentation the size of the ring is noticeable on the left hand side of the doorway.

Pressing the ring against this will disable the trap in the hallway and cause the light to change to a blue shade. The trap will remain disabled until the secret door is reopened and closed.

If the trap is not disabled, as soon as someone steps on the slope, oil will be sprayed out of the holes and large blades will slide out of the walls on either side at the bottom. Maintaining one's footing on the slippery slope will require a saving throw to be made with a -2 modifier.

If the saving throw is not made, anyone stepping upon the oily slope will fall and slide down into the blades, receiving 3d6+2 damage.

If the trap is triggered and then deactivated, a slight whirring sound will be heard and any oil on the slope will be seen being absorbed into the floor, leaving it dry and safe, and the blades at the bottom will retract into the walls. The door at the bottom, which leads to area 22 is locked and either requires a key (*found on the corpse of Ahmal*) or a successful Action Check to pick, made at a -3 due to the quality of the lock.

22 - Treasure Vault - This room is where Ahmal kept the majority of his coin and special goods between jobs and until he could distribute shares to his crew. At the time of their betrayal, the vault was not full, but far from empty. The following items are in the Treasure Vault [*Referee's should feel free to adjust this treasure to suit what they want their adventurers to find*]:

A large wooden chest filled with copper coins from various locales. This chest contains 8000 copper coins.

A large wooden chest partially filled with silver coins from various locales. This chest contains 1200 silver coins.

A large wooden chest with a few gold coins lying in the bottom. This chest contains 60 gold coins.

2 gold bars sitting on a marble table. The bars are 6" x 2" x 2", have an enc of 1 each and are worth 100 gold each.

A jade chalice that is magically enchanted to remove any toxins from liquids poured into it and to chill the liquid. It is engraved with a scene of a turtle swallowing a scorpion.

A magical ring that, if worn, will glow green when within five feet of a trap.

A magical wand carved from a bone, with scenes of healing upon it. This is a wand of Regenerating Tissue (Wizard level 1) that will heal 1d6+3 hit points per charge. It has 4 remaining of its 10 original charges and the command phrase is "sanare vulnere"



A reminder of how Wands work [*from the wands and staves section of this book*]. . .

Every wand has a finite number of 'charges' it may hold. Only Wizards and Rangers are able to utilize magical wands, and when they find one, they may spend 1d6 hours attuning themselves to the magic that flows through the wand.

In doing so, they learn the command words (if any) required to make the wand work, the spell or abilities of the wand and how many charges it will hold and how many it currently contains.

If all of the charges of a wand are spent, there is a 1 in 6 chance that it will crumble to dust as the final bit of magic is drained from it. If it is not destroyed, a Wizard or Ranger may recharge the wand. Details on recharging wands is in the Magical Wands and Staves section of the Magic Items section.

Wrap Up

I hope you and your players have enjoyed this short introductory adventure for Battleaxes & Beasties.

I plan on releasing several stand alone adventures, plus the Adventurous Locales selections available from my OBS store will work with B&B with little to no adjustments.

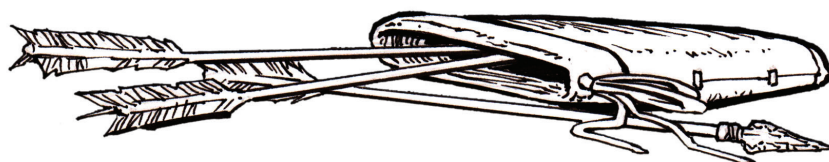
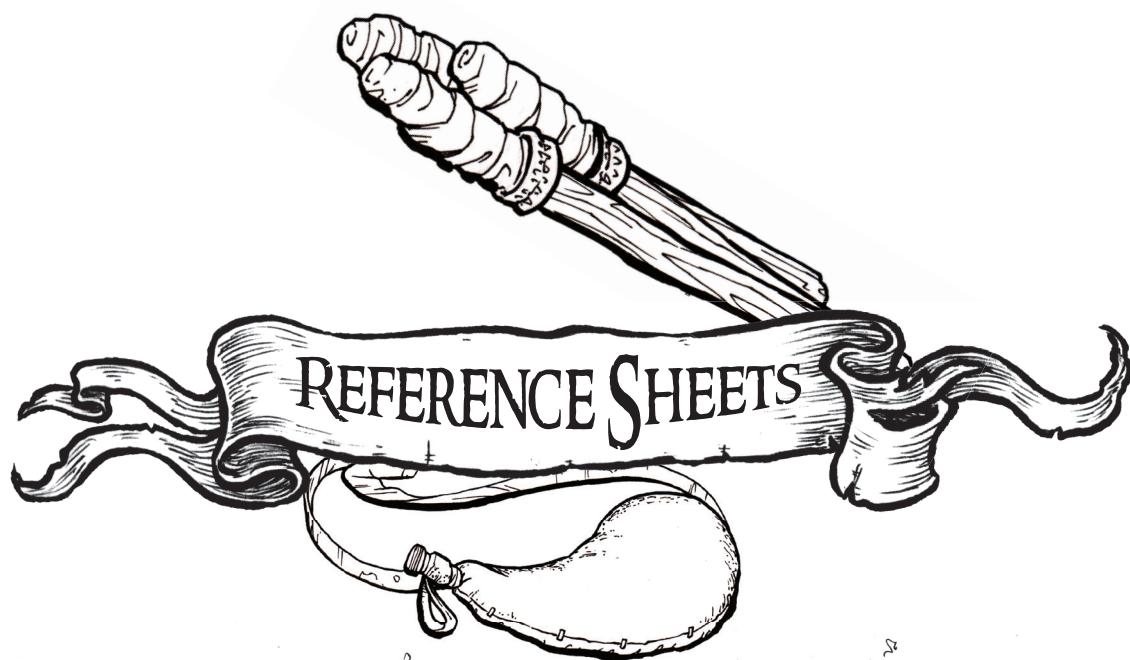
It is entirely possible that your players will want to keep the hideout as a headquarters of their own.

That's part of the intent of the adventure, to provide them with a comfortable, but out of the way place from which to operate. And, of course, as this adventure demonstrates, a secret hideout may not always be secret or entirely safe, so remember that if they make enemies or start bragging about their new home.

Thank you for purchasing Battleaxes & Beasties, the following pages will contain useful tables for the referee, a character sheet, the index and the legalese for the Open Gaming License.



JS



Attributes Overview

STRENGTH			
Score	Close Combat Attack Modifier	Close Combat Damage Modifier	Action Check Modifier
3-6	-1	-1	-1
7-13	+0	+0	+0
14-17	+1	+1	+1
18+	+2	+2	+2



INTELLIGENCE				
Score	Action Check Modifier	Bonus Spells	Bonus Languages	Target Saving Throw Modifier
3-6	-1	N/A	+0	-1
7-13	+0	+0	+1	+0
14-17	+1	+1	+2	+1
18+	+2	+2	+3	+2

An explanation of how Wisdom and Intelligence affects Target Saving Throws:

The Wizard Callie Entay Has an Intelligence score of 14, giving a +1 modifier. If she casts a Control Sentient spell on an uncooperative guard, who normally has a saving throw of 17, they now have to roll against a saving throw of 18.

Hope this helps clarify things.

WISDOM		
Score	Action Check Modifier	Target Save Modifier
3-6	-1	-1
7-13	+0	+0
14-17	+1	+1
18+	+2	+2

CONSTITUTION		
Score	Action Check Modifier	Hit Point Modifier
3-6	-1	-1
7-13	+0	+0
14-17	+1	+1
18+	+2	+2



CHARISMA			
Score	Action Check Modifier	Loyalty & Reaction Modifier	Skilled Assistants
3-4	-1	-2	1
5-6	-1	-1	2
7-8	+0	+0	3
9-13	+0	+1	4
14-15	+1	+1	5
16-17	+1	+2	6
18+	+2	+2	7

DEXTERITY				
Score	Action Check Modifier	Ranged Attack Modifier	Ranged Damage Modifier	AC Adjustment
3-6	-1	-1	-1	+1 [-1]
7-13	+0	+0	+0	+0
14-17	+1	+1	+1	-1 [+1]
18+	+2	+2	+2	-2 [+2]



Gods & Goddesses of the Borderlands

Feel free to use any pantheon (*or none*) for the Borderlands, especially if you are dropping it into an existing campaign.

The only religious organizations I've mentioned in the book is the Church of Light (*or Temple of Lyght, they are interchangeable names*).

If you'd like to have the names of the major deities of the Borderlands, however, the list below will give you their names and their common areas of 'expertise'.

The Pantheon of the Church of Light in the Empire of Zarteth

Oberon	Father of the gods; Lord of the Skies and the Sun and Light.
Reeah	Mother of the gods; Mother of the Living World, Patroness of the Hearth and Life
Thanator	Protector of the dead; Guardian of the afterlife
Tempesh	Lord of the Seas; Master of Storms
Mera	Lady of the Seas; Patroness of Sailors
Daar	Patron of crafts
Stahl	Lord of the Harvest
Sheena	Lady of Love, Passion and Beauty
Arik	Stormlord and Patron of War
Mysha	Lady of Peace and Health
Shanna	Patroness of the Hunt
Aeriss	The Peacemaker, Patron of Justice
Drua	Protector of the Woodlands, Keeper of the Wild Groves, Lord of the Fae
Maeve	She who reaches ever skyward; Lady of the Mountains and Hills

The Pantheon of Darkness as perceived by the Empire

Malanus	The Dark Lord; The Darkness of the Soul; Eclipse of Truth, King of Spite
Wampyras	The Mocker, the Undying; Drinker of Souls, Perpetuator of Pestilence; Lord of the Restless Dead
Toryett	The Assassin, the Murderer; Lord of Unjust Death and Poison
Shade	Father of Mischief and Theft

The Church of Adys

The Church of Adys acknowledges only Ady as their deity, but they have three primary orders within their church

Seekers of Truth (Inquisitors)	Judiciary arm of the Church
Sword of Ady	The military arm of the church; protectors of the children of Ady
Balm of Ady	The healers, those who provide aid and comfort to the children of Ady

Non-Human Deities

- Elves in the Borderlands typically follow the pantheon of the Church of Light, with their emphasis being upon Drua
- Dwarves in the Borderlands also typically follow the Church of Light, their primary deities are Daar, Arik, Maeve and Reeah
- Halfling Outcasts may follow any or no deities, depending upon their outlook, but the majority of non-outcast Halfings give homage to Nevara the Wanderer, patroness of the Traveler
- The Beastfolk have a variety of deities they worship, but their primary deity is Echidna, mother of the Beasts

Languages of the Borderlands

Adventurers begin play speaking the common tongue of their homeland plus one additional language (*for non-humans, that additional language is their racial tongue*).

High Intelligence Scores or being a Beguiler grants the Adventurer knowledge of additional languages. Adventurers must have an Intelligence of 9 or higher to be literate.

This is by no means a complete list of the languages of the world, but the ones that the Adventurers may have encountered or been able to learn.

Human Languages

Zartian	Native language of the Empire of Zarteth and the Borderlands, by extension.
Cheram	Native language of the Cheram Tribes of the Borderlands
Sahabrian	language of the Matriarchy of Sahabrai
Adysi	Common language of the inhabitants of the Desert of Adys
High Adysi	language of the ruling class of the Caliphate of Adys
Korycc	Native language of the Empire of Coryll
Taranti	Native language of the jungle tribes of the Tarant Jungles



Non-Human Languages

Gobbish	Language of the Goblins, Orcs and Hobbors (hobgoblins)
Elvari	Common language of the Elves
Dwargan	Common language of the Dwarven clans.
Morean	Common tongue of the Beast Folk (gnolls, minotaurs, centaurs, serpent folk, etc.)
Jotun	Common language of the various Giant-Kin
Draconian	The common language of Dragon-kin
Mer	The language of intelligent undersea dwellers
Koboli	The common language of the Kobolds

Exotic and Dead Languages

High Draconian	Supposedly the 'true' language of the Dragons
Infernus	Common tongue of the inhabitants of the Infernal Depths (<i>demons and their ilk</i>)
Ophidian	The ancient language of the Serpent Folk
Auld Auran	Seldom encountered language of a long dead empire
Auld Taranti	Language of the lost Empire of Tarana, which once flourished in the Tarant Jungles

Languages and Literacy

Adventurers with an Intelligence of 8 or less are illiterate unless they have a background Career that would require literacy.

All Wizards are automatically literate. In regards to other Adventurers, if using the Borderlands setting, any Adventurer with an Intelligence of 9 or higher is automatically literate in any language they know.

Random Wizard Spells

First Level Wizard Spells	
Roll 2d20	Spell Name
2-4	Alarm
5-7	Arcane Bolt
8-12	Arcane Signature
13	Control Sentient
14-15	Detect (type)
16	Heightened Awareness
17-18	Hold Portal
19-20	Intangibility
21-22	Literacy
23-26	Night Vision
27	Pedantic Overload
28-30	Protective Ward
31	Shape Metal
32-33	Shared Thoughts
34	Slumbertime
35-36	Sobering Thoughts
37-39	Summon Familiar
40	Telekinesis

Second Level Wizard Spells	
Roll 1d20	Spell Name
1	Arachne's Web
2-4	Arcane Lock
5	Fog Bank
6	Improved Intangibility
7-8	Levitation
9-11	Magic Mouth
12	Mirror Image
13	Missile Shield
14-16	Open Portal
17	Phantasm
18-19	Pyrotechnics
20	Sphere of Darkness



Third Level Wizard Spells	
Roll 1d20	Spell Name
1	Alter Time
2-3	Amphibious Adaptation
4-5	Animal Tongues
6	Cloak of Invisibility
7-8	Dispel Magic
9-10	Gift of Tongues
11	Improved Night Vision
12	Improved Protective Ward
13	Improved Slumbertime
14	Mystic Bonds
15	Reduction
16-17	Rope Trick
18-19	Scrying Glass
20	Sensory Overload

Fourth Level Wizard Spells	
Roll 1d20	Spell Name
1	Control Monster
2-3	Confusion
4	Dimensional Portal
5-7	Elemental Weapon
8-10	Elemental Wall
11-12	Forest of Deception
13	Improved Cloak of Invisibility
14-15	Passwall
16-17	Phantasmal Terrain
18-19	Plant Growth
20	Polymorph

Fifth Level Wizard Spells	
Roll 1d20	Spell Name
1-3	Animal Growth
4-6	Animate Dead
7	Anti-Magic Shell
8	Fly
9-11	Move Water
12-14	Remove Curse
15-16	Summon Elemental
17	Teleport
18	Toxic Cloud
19-20	True Sight

Random Faithful Miracles

First Level Miracles of the Faithful	
Roll 1d12	Miracle Name
1-2	Armored In Faith
3	Darkness of the Soul
4-5	Detect Intent
6-7	Detect Magic
8-9	Healed by Faith
10	Illuminating Faith
11	Purify Food and Drink
12	Putrefy Food and Drink

Fifth Level Miracles of the Faithful	
Roll 1d12	Miracle Name
1-3	Improved Holy Light
4-5	Insect Plague
6-8	Questions of Faith
9-11	Nurturing Feast
12	Revivification

Second Level Miracles of the Faithful	
Roll 1d12	Miracle Name
1-3	Animal Tongues
4-5	Blanket of Faith
6-8	Blessings of Faith
9	Bonds of Faith
10	Curse of the Faithless
11-12	Holy Lights

Third Level Miracles of the Faithful	
Roll 1d12	Miracle Name
1-2	Afflicted Caress
3-4	Blessed Weapon
5-6	Curative Touch
7	Improved Armored in Faith
8-10	Remove Curse
11	Speak with Plants
12	That Which was Lost Shall be Found

Fourth Level Miracles of the Faithful	
Roll 1d12	Miracle Name
1-3	Antitoxin
4	Everlasting Darkness of Hopelessness
5	Everlasting Light of Faith
6-7	Improved Blanket of Faith
8-9	Improved Healing Touch
10	Sticks to Snakes
11-12	Truly Armored in Faith



Random Paladin Miracles

First Level Miracles of the Paladin	
Roll 1d8	Miracle Name
1	Armored in Faith
2-3	Detect Intent
4	Detect Earth's Bounty
5-6	Restorative Touch
7	Light the Path
8	Sustenance for the Weary

Second Level Miracles of the Paladin	
Roll 1d8	Miracle Name
1	Earth Tongues
2	Paths of Guidance
3-4	Blessings of Faith
5-6	Bonds of Earth
7	Curse of the Faithless
8	Holy Aura

Third Level Miracles of the Paladin	
Roll 1d8	Miracle Name
1-3	Blessed Weapon
4-5	Curative Touch
6	Improved Armored in Faith
7-8	Speak with Stones

Fourth Level Miracles of the Paladin	
Roll 1d8	Miracle Name
1-3	Antitoxin
4	Everlasting Light of Faith
5	Improved Restorative Touch
6	Remove Curse
7-8	Stones to Stoats

Fifth Level Miracles of the Paladin	
Roll 1d8	Miracle Name
1	Improved Holy Aura
2	Fearsome Bugs
3	Questions of Faith
4-7	Nurturing Feast
8	Revivification

Random Ranger Spells

First Level Ranger Spells	
Roll 1d10	Spell Name
1	Compel Beast
2-3	Fae Senses
4-5	Faerie Fire
6	Giggling Trickster
7-8	Guiding Wisp
9	Lesser Glamour
10	Whispers of the Fae

Second Level Ranger Spells	
Roll 1d10	Spell Name
1	Entangling Flora
2-3	Faerie Weapon
4-5	Mesmerizing Lights
6-7	Natures Balm
8-9	Summon Birds
10	Veil of Darkness

Third Level Ranger Spells	
Roll 1d10	Spell Name
1-2	Confuse the Path
3	Killing Joke
4-5	Misty Form
6-8	Sword Fodder
9	Thorn Storm
10	Thorny Entanglement

Fourth Level Ranger Spells	
Roll 1d10	Spell Name
1-3	Circle of Thorns
4-7	Enlarge the Beast
8-9	Faerie Portal
10	Questions of the Court



Adventuring Classes In This Book

Human Classes	Prime Attribute(s)
Beguiler	Charisma
Faithful	Wisdom
Hunter	Constitution
Scout	Dexterity
Totemist	Constitution
Warrior	Strength or Dexterity
Wizard	Intelligence

Non-Human Classes	Prime Attribute(s)
Dwarven Guardian	Strength AND Constitution
Dwarven Paladin	Constitution AND Wisdom
Elf Ranger	Dexterity AND Intelligence
Halfling Outcasts	Constitution AND Dexterity

Adventuring Classes Leveling Tables

BEGUILER LEVEL				
LEVEL	XP	HD	BHB	ST
1	0	8 hp	+0	13
2	1200	2d6+2	+0	12
3	2400	2d6+4	+1	11
4	4800	3d6+4	+1	10
5	9600	3d6+6	+2	9
6	19200	4d6+6	+2	9
7	38400	4d6+8	+3	8
8	77500	5d6+8	+3	7
9	155000	+4	+4	7
10	310000	+4	+4	6

DWARF GUARDIAN LEVELS				
LEVEL	XP	HD	BHB	ST
1	0	14 hp	+0	15
2	2500	3d6+2	+1	14
3	5000	4d6+2	+2	13
4	11000	4d6+4	+2	12
5	24000	5d6+4	+3	11
6	48000	5d6+6	+4	10
7	96000	6d6+6	+4	9
8	192000	6d6+8	+5	8
9	384000	+10	+6	7
10	768000	+10	+6	6



DWARF PALADIN LEVELS				
LEVEL	XP	HD	BHB	ST
1	0	10 hp	+0	14
2	2600	3d6	+0	13
3	5200	3d6+2	+1	12
4	11000	4d6+2	+2	11
5	22500	4d6+4	+2	10
6	48000	5d6+4	+3	9
7	100000	5d6+6	+4	8
8	215000	6d6+6	+4	7
9	400000	+4	+5	6
10	800000	+4	+5	6

DWARF PALADIN MIRACLES BY LEVEL					
LEVEL	1	2	3	4	5
1	---	---	---	---	---
2	---	---	---	---	---
3	1	---	---	---	---
4	2	---	---	---	---
5	2	1	---	---	---
6	3	2	---	---	---
7	3	2	1	---	---
8	4	3	2	---	---
9	4	3	2	1	---
10	5	4	3	2	1

ELF RANGER LEVELS				
LEVEL	XP	HD	BHB	ST
1	0	8 hp	+0	13
2	3000	2d6	+1	12
3	6000	3d6	+1	11
4	13000	3d6+2	+2	10
5	27000	3d6+4	+2	9
6	60000	4d6+4	+3	8
7	120000	4d6+6	+3	7
8	250000	5d6+6	+4	6
9	500000	+4	+4	6
10	1000000	+4	+5	6

ELF RANGER SPELLS BY LEVEL				
LEVEL	1	2	3	4
4	1	---	---	---
5	2	---	---	---
6	3	1	---	---
7	3	2	---	---
8	4	3	1	---
9	4	3	2	1
10	5	4	3	2

FAITHFUL LEVELS				
LEVEL	XP	HD	BHB	ST
1	0	10 hp	+0	16
2	1800	2d6+2	+0	15
3	3600	3d6+2	+1	14
4	7200	3d6+4	+1	13
5	14400	4d6+4	+2	12
6	28800	4d6+6	+2	11
7	57800	5d6+6	+3	10
8	115200	5d6+8	+3	9
9	230400	+6	+4	8
10	460800	+6	+4	7

FAITHFUL MIRACLES					
LEVEL	1	2	3	4	5
1	---	---	---	---	---
2	2	---	---	---	---
3	3	---	---	---	---
4	4	2	---	---	---
5	4	3	2	---	---
6	4	3	3	2	---
7	5	4	3	3	2
8	5	4	4	3	3
9	5	5	4	4	3
10	6	6	5	4	3

HALFLING OUTCAST LEVEL				
LEVEL	XP	HD	BHB	ST
1	0	8 hp	+0	14
2	2100	2d6	+0	13
3	4200	2d6+2	+1	12
4	8400	3d6+2	+2	11
5	16800	3d6+4	+2	10
6	35000	4d6+4	+3	9
7	70000	4d6+6	+4	8
8	150000	5d6+6	+4	7
9	300000	+6	+5	6
10	600000	+6	+5	6



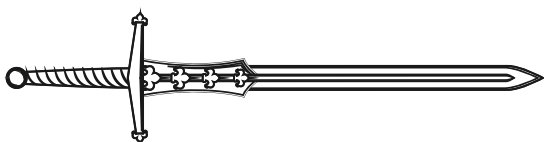
HUNTER LEVELS				
LEVEL	XP	HD	BHB	ST
1	0	12 hp	+0	14
2	1600	3d6+2	+0	13
3	3200	4d6+4	+1	12
4	3400	5d6+4	+1	11
5	12800	5d6+6	+2	10
6	25600	6d6+6	+3	9
7	51200	6d6+8	+3	8
8	102400	7d6+8	+4	7
9	205000	+6	+5	6
10	410000	+6	+5	6

SCOUT LEVELS				
LEVEL	XP	HD	BHB	ST
1	0	10 hp	+0	13
2	1150	3d6	+1	12
3	2300	3d6+2	+1	11
4	4600	4d6+2	+2	10
5	9200	5d6+2	+2	9
6	18400	5d6+4	+3	8
7	36800	6d6+4	+3	7
8	73600	7d6+4	+4	6
9	147200	+6	+4	6
10	294400	+6	+5	6

WIZARD LEVEL				
LEVEL	XP	HD	BHB	ST
1	0	8 hp	+0	13
2	2500	2d6	+0	12
3	5000	2d6+2	+1	11
4	10000	3d6+2	+1	10
5	20000	3d6+4	+1	9
6	40000	4d6+4	+2	8
7	80000	4d6+6	+3	7
8	160000	5d6+6	+3	6
9	320000	+5	+3	6
10	640000	+5	+4	5

TOTEMIST LEVEL				
LEVEL	XP	HD	BHB	ST
1	0	10 hp	+0	14
2	2600	2d6+4	+0	13
3	5200	2d6+6	+1	12
4	10400	3d6+6	+1	11
5	20800	3d6+8	+2	10
6	41600	4d6+8	+2	9
7	84000	4d6+10	+3	8
8	170000	5d6+10	+3	7
9	350000	+8	+4	6
10	700000	+8	+4	5

ARCANE SPELL LEVEL					
LEVEL	1	2	3	4	5
1	2	---	---	---	---
2	3	---	---	---	---
3	4	1	---	---	---
4	4	2	---	---	---
5	5	3	1	---	---
6	5	4	2	---	---
7	6	4	3	1	---
8	6	5	4	2	---
9	7	5	4	3	1
10	7	6	5	4	2

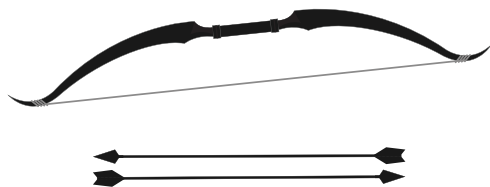


WARRIOR LEVELS				
LEVEL	XP	HD	BHB	ST
1	0	18 hp	+1	14
2	2200	3d8+2	+2	13
3	4400	4d8+4	+2	12
4	8800	5d8+4	+3	11
5	17600	6d8+6	+4	10
6	35200	7d8+6	+4	9
7	70400	8d8+8	+5	8
8	140800	9d8+8	+6	7
9	281600	+8	+6	6
10	563200	+8	+7	6



Close Combat Weapons			
Weapon	Damage	Enc	Cost (gp)
Axe	1d8	2	15
Club	1d6-1	1	---
Great Axe	2d6+2	3	50
Great Sword	2d6+1	3	50
Hatchet / Handaxe	1d6	1	10
Knife/Dagger	1d4	---	5
Knuckledusters / Cestus	+1	---	5
Mace	1d6	1	10
Maul	2d6+2	4	20
Polearm	2d6	3	15
Quarterstaff	1d6+1	2	5
Sap	1d4/special	---	5
Short Sword / Machete	1d6	1	10
Short Spear / Javelin	1d6+1	2	10
Spear	1d8	3	15
Sword	1d8	2	15
Unarmed	1d3	---	---
Warhammer	1d8	2	15
Whip	1d6	---	15

DEFEATED ADVERSARY	XP AWARD
Level <1	5 XP
Level 1	15 XP
Level 2	30 XP
Level 3	60 XP
Level 4	120 XP
Level 5	240 XP
Level 6	400 XP
Level 7	600 XP
Level 8	800 XP
Level 9	1,100 XP
Level 10	1,400 XP
Level 11	1,700 XP
Level 12	2,000 XP
Level 13	2,300 XP
Level 14	2,600 XP
Level 15	2,900 XP



Ranged Weapons					
Weapon	Damage	RoF	Range		
Bow	1d8	2	100		
Crossbow	2d8+2	1 / 2	100	2	150
Light Crossbow	1d6+2	1	80	1	40
Longbow	2d6+1	2	150	2	100
Shortbow	1d6	2	80	1	25
Sling	1d6	1	STR x 3	---	5

Ammunition Type	Cost (gp)	Notes
Regular Arrow	2 / 20	Standard, run of the mill arrow
Armor Piercing Arrow	1 each	+3 Attack, -2 damage
Blunt Arrow	2 / 10	-2 Attack, 1 point damage, Target must make Saving Throw or be knocked Unconscious for 1d4 rounds
Crossbow Bolt	1 / 10	Standard bolt for all crossbows
Armor Piercing Bolt	1 each	+3 Attack, -2 damage
Blunt Bolt	2 / 5	-2 Attack, 1 point damage, Target must make Saving Throw or be knocked Unconscious for 1d4 rounds
Sling Bullet	1 / 20	Cast Metal Projectile for Slings
Sling Stone	Free	-2 Attack, -1 damage, but you can just pick them up off the ground.



Armor	AC	Enc	Cost (gp)	Examples of the Armor Type
Light Armor	-2 [+2]	1	50	leather jack, leather armor, padded leather
Medium Armor	-4 [+4]	2	150	studded leather, ring mail, chainmail, breastplate
Heavy Armor	-6 [+6]	4	800	half plate, plate, scale armor
Shield	-1 [+1]	1	15	buckler, round shield
Large Shield	-2 [+2]	2	40	knights shield, tower shield

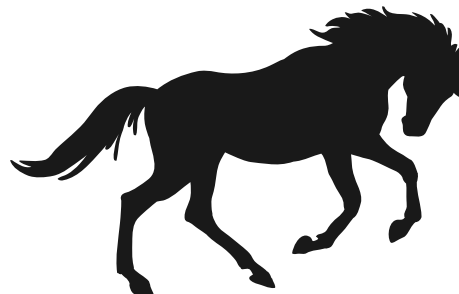
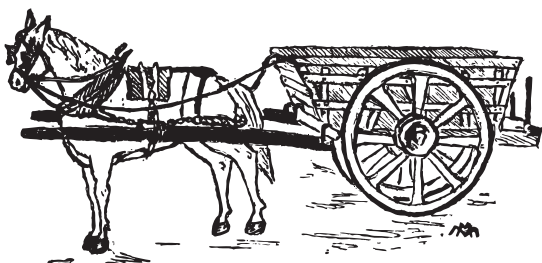
Miscellaneous Adventuring Gear

Item	Cost (gp)	Enc
Backpack (holds 30 enc) [reduces enc of contents 1/2]	5	1 (15 full)
Bedroll	2	1
Belt Pouch (holds 4 enc) [reduces enc of contents 1/2]	1	-- (2 full)
Crowbar (+2 <i>action checks</i> to open stuck doors)	5	1
Firestarter	2	---
Grappling Hook (+2 <i>Action checks</i> to climb)	10	1
Hammer (1d6-1 damage if used as a weapon)	2	---
Map/Scroll Case (holds 10 sheets)	2	---
Symbol of Faith, simple	5	---
Symbol of Faith, ornate	25	---
Lantern (8 hours of light when filled) 30' radius	10	1
Lantern Oil, Pint	1	1
Mirror (polished metal - 6" diameter)	10	---
Quiver (holds 20 arrows or bolts)	5	1
Collapsible 10' pole (folds down to 3.5' long)	10	1
Rope, 50' Hemp	1	3
Rope, 50' Silk	10	1
Holy Water, glass vial (does 1d4+2 damage to undead/demons)	25	---
Rations, Trail (1 day)	1	1
Rations, Dried (1 day)	5	---
Sack (holds 5 enc)	1	---
Sack (holds 10 enc)	2	---
Journal - 50 pages 12" x 16" x 2"	50	1
Pen & Ink	5	---
Penknife (1d3-1 damage if used as a weapon)	2	---
Shovel	4	2
Shovel, Folding	10	1
Iron Spikes (small bag of 12)	2	4
Wooden Stakes (small bag of 12)	1	3
Torches (15' radius light) (bundle of 10 - Each provides 4 hours of light)	1	4
Waterskin - Holds 1 gallon	1	-- (2 full)
Metal Flask - holds 1 pint	1	---
Tent - Two Person, with stakes and ropes	15	6
Tent - Four Person, with stakes and ropes	25	15

Item	Cost (gp)	Enc
Candle, Tallow - bundle of 20 (burns 6 hours 5' radius light)	1	1
Canvas / Tarp (5' x 5' square)	1	1
Manacles	10	1
Musical Instrument (small)	5	1
Musical Instrument (medium)	15	2
Musical Instrument (large)	25	4
Parchment (10 sheets)	1	---
Cook Pot	1	1
Chalk (small pouch of 20 pieces)	1	1
Signal Whistle	1	---
Thieves Tools	25	---
Traveling Clothes	10	---

The above is a far from complete list of ordinary items available in the world.

Item	Cost (gp)	Enc
Saddle Bags (holds 20 enc)	10	1 (10 full)
Tack (Saddle, Bridle, Harness, Blanket)	25	6 (2 worn)
Mule	25	n/a
Horse, Riding	50	n/a
Horse, Draft	40	n/a
Horse, Warhorse	200	n/a
Oxen	10	n/a
Pull Cart (no animal needed)	15	n/a
Canoe (4 person)	20	20
Oars (1 pair)	2	3
Rowboat (8 person)	50	100
Small Sailing Ship	8000	n/a



NAME

CLASS

LEVEL

XP Earned

Needed to Level

BATTLEAXES & BEASTIES

fantasy roleplaying

adventurer RECORD

DESCRIPTION

Bonus XP:

+5% WIS 13+

+5% CHA 13+

+5% Prime 13+

SAVING

THROW

score

modifier

Bonus Spells

Bonus Languages

Loyalty / Reaction

Skilled Assistants

AC Adjustment

Base Hit Bonus

Careers

ARMOR WORN

AC

WITH SHIELD

HIT POINTS

DAMAGE TAKEN

DEATHS DOOR

unlocked

turned away

LANGUAGES

ATTRIBUTES

STR

INT

WIS

CON

DEX

CHA

strength

intelligence

wisdom

constitution

dexterity

charisma

WEAPONS

ARMOR

NONE

LIGHT

MEDIUM

HEAVY

COIN & GEMS - JEWELRY

COPPER

SILVER

GOLD

PLATINUM

GEMS/JEWELRY

PREFERRED WEAPONS

WEAPON

ATTACK

DAMAGE

NOTES

RANGED WEAPON

ATTACK

DAMAGE

RoF

RANGE

NOTES

CLASS ABILITIES

Save Bonus

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