

d20  
MODERN™



# MENACE

Manual™



JD Wiker, Eric Cagle, Matthew Sernett



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# CONTENTS

<b>Introduction</b> .....	<b>4</b>	Fire Wisp .....	43	Contract Killer (Fast) .....	104
How to Use This Book .....	5	Fraal (Gray) .....	45	Cultist (Tough/Dedicated).....	105
Reading the Creature Entries .....	5	The Truth .....	46	Demolitions Expert (Smart/Fast).....	106
Challenge Rating .....	5	Fraal Society.....	46	ER Physician (Smart/Dedicated).....	106
Size .....	5	Fraal Weapons .....	46	Firefighter (Strong/Dedicated).....	107
Type.....	5	Gardhyi .....	47	Fringe Scientist (Smart/Dedicated).....	108
Hit Dice (HD) and Hit Points (hp).....	8	Ghoul (Template).....	48	Government Agent	
Massive Damage Threshold .....	8	Grimlock .....	49	(Tough/Smart/Dedicated).....	109
Initiative .....	8	Half-Fiend (Template) .....	50	Government Investigator	
Speed .....	8	Half-Fraal (Template) .....	51	(Strong/Smart) .....	110
Defense.....	8	Harpy .....	52	Government Bureaucrat (Dedicated).....	111
Base Attack Bonus (BAB).....	8	Hippopotamus .....	53	Grifter (Fast/Charismatic).....	112
Grapple Modifier (Grap).....	9	Infester.....	53	High-Tech Criminal (Fast/Smart).....	113
Primary Attack (Atk).....	9	Intellect Devourer .....	54	Lawyer (Smart/Charismatic).....	113
Full Attack (Full Atk).....	9	Jynx.....	55	Martial Arts Disciple (Fast/Strong).....	114
Fighting Space (FS).....	9	Kinori .....	56	Mercenary (Strong) .....	115
Reach .....	9	Kroath .....	57	Paramedic (Strong/Dedicated).....	115
Allegiances (AL).....	9	Kroath Weapons .....	58	Parapsychologist (Smart/Dedicated).....	117
Saves (SV).....	9	Litter Brute .....	59	Security Guard (Tough/Strong).....	117
Action Points (AP) .....	10	Luciferan .....	61	Security Specialist (Smart/Dedicated).....	118
Reputation (Rep) .....	10	Malleable Creature (Template).....	61	Spy (Fast/Smart/Charismatic).....	119
Abilities.....	10	Maniac (Template).....	62	SWAT Team Member (Fast/Tough).....	120
Skills.....	10	Man-o-War, Giant .....	63	Undercover Cop (Tough/Charismatic).....	120
Feats .....	10	Mapinguari .....	64	University Scientist (Smart) .....	121
Advancement .....	10	Megalodon .....	64	Vatican Investigator (Dedicated).....	122
Creature Weaknesses.....	10	Mongolian Death Worm .....	65	Wilderness Tracker (Fast/Dedicated).....	123
Source Effects .....	11	Monitor Lizard .....	66	Heroic GM Characters .....	124
<b>Chapter One: Creatures</b> .....	<b>12</b>	Montauk Monster .....	66	The 25th Freedom Corps.....	124
Acid Rainer.....	12	Mothfolk .....	68	Barret's Crew.....	126
Alien Probe .....	14	Neothelid .....	69	The Circle A's.....	129
Anaconda, Giant .....	15	Night Terror .....	70	The Cleaning Crew .....	132
Animated Object .....	16	N'sss .....	71	Club Diabolique .....	135
Boar (Wild Pig).....	17	N'sss Weapons .....	72	Shadow Company .....	138
Bodak .....	18	Revenant (Template).....	73	Fleshing Out GM Characters .....	141
Bogeyman (Template).....	19	Robot.....	75	<b>Chapter Three: Factions</b> .....	<b>142</b>
Cat Folk .....	20	Building a Robot .....	75	Reality vs. Spin .....	143
Charred One .....	21	Rod.....	76	Splinter Groups & Rogue Agents.....	143
Chemical Golem.....	22	Rogue Tulpa .....	77	Reading the Organization Entries .....	143
Chimpanzee.....	23	Sand Slave .....	79	Organization .....	143
Crawfordsville Monster.....	24	Sasquatch .....	80	Overview.....	144
Crawling Claw .....	25	Satanic Ichor .....	81	Involving the Heroes .....	144
Create Crawling Claw Sidebar .....	25	Scorpion .....	82	Using the Organization .....	144
Demonic Machine .....	26	Sea Serpent.....	82	Learning About the Organization.....	144
Dimensional Horror .....	26	Sesheyana .....	83	Members.....	144
New Equipment.....	28	Sewer Sludge .....	84	Al-Jambiya .....	144
Dinosaur, Plesiosaur .....	29	Shark, Huge .....	85	Central Intelligence Agency, The .....	148
Dinosaur, Pteradon.....	30	Skin Feaster .....	85	Crimson Scorpion .....	152
Dinosaur, Tyrannosaur .....	30	Snake, Cobra.....	86	Cryptonauts, The.....	157
Doom Hag .....	31	Snake, Hoop .....	87	Department of Defense, The .....	161
Dread Tree.....	32	Star Doppelganger.....	88	Federal Bureau of Investigation, The .....	164
Drop Bear.....	32	Thought Eater .....	91	Federal Emergency	
Elohim .....	33	Thunderbird.....	91	Management Agency, The.....	168
Etoile .....	35	Toxic Sludge .....	93	Final Church, The .....	170
Fiend.....	37	Udroot.....	93	Global Network News .....	172
Baal (unique archfiend).....	37	Whisperer in the Dark.....	94	Green Brigade, The .....	179
Fleshraker (knife fiend).....	38	Yeti.....	95	Hoffmann Institute, The .....	186
Harriken (headsnatcher fiend).....	39	Zap.....	95	La Gente.....	189
Jumping Jack (blood fiend).....	40	Zeikune .....	97	Nautilus Club, The .....	195
Kwevencha (spider fiend).....	41	<b>Chapter Two: GM Characters</b> .....	<b>98</b>	Neo-Scientists .....	200
Murdergaut (whisper fiend).....	42	Bringing Supporting Characters to Life.....	99	Nova Records .....	204
Stygilior (tumor fiend).....	43	Buying Services.....	99	Six-Fingered Hand, The .....	209
		Reading the Character Entries .....	100	Solomon Solutions .....	213
		Animal Handler (Strong/Charismatic).....	100	United Nations Elite Security Force, The ..	218
		Attorney (Smart/Charismatic).....	101	<b>Creatures Ranked by Challenge Rating</b> .....	<b>224</b>
		Black Marketeer (Tough/Smart).....	102		
		Burglar (Fast/Smart).....	102		
		Clergy (Dedicated/Charismatic).....	103		



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# INTRODUCTION

You hold in your hands a massive collection of creatures, characters, and organizations for the *d20 Modern Roleplaying Game*. If it goes bump in the night, corners you in a dark alley, or plots to take over the world, chances are it's described in this book. Gamemasters (GMs) can use the creatures, characters, and organizations described herein to develop interesting challenges, or even just entertaining interludes, for *d20 MODERN* heroes.

**Chapter One:** This chapter details nonhuman creatures, including ordinary animals, aliens, magical and mechanical constructs, and things from beyond. This section includes the strange organisms that human beings sometimes encounter on the fringes of civilization. Animals that have not been scientifically proven to exist (cryptids, or “hidden animals”) lurk in places where few humans care or dare to tread. As civilization sprawls across the Earth, however, sightings of and even face-to-face encounters with such creatures become increasingly common.

Alien encounters, too, seem to occur primarily on the edges of civilization, though as otherworldly visitors grow increasingly bold, they occasionally venture even into urban surroundings. Aliens are defined as beings not native to Earth, but some of them are not native to any world in our universe either. Such “extradimensionals” might be intelligent creatures from other planes of existence, and their past explorations of our world might have been taken for visitations of godlike beings. Encounters with extradimensionals are the most harrowing of all, for such creatures frequently do not adhere to the laws of physics, and they can often impose the effects of their own realities upon heroes unfortunate enough to meet them.

**Chapter Two:** This section covers character archetypes. From the police and firefighters who keep citizens safe to the contract killers and burglars who don't much care if others feel safe or not, these ordinary and extraordinary people can come into contact with the heroes at any time during adventures. This section provides the GM with pregenerated statistics for just about any single person the heroes might encounter.

**Chapter Three:** This chapter presents groups and organizations composed of people from the previous section. Real-world agencies such as the FBI and FEMA are detailed here, as well as some suitably sinister fictional versions of other organizations, such as the Mafia and various political, religious, philosophical, and commercial groups. The GM can use these organizations as the basis for any conspiracies or secret plots that the characters are investigating. The shadowy, nebulous nature of such groups means that even if the heroes uncover one plot, the same organization can sponsor many, many others.

## HOW TO USE THIS BOOK

To use this book, you need a copy of the *d20 Modern Roleplaying Game*. Begin by familiarizing yourself with Chapter Eight: Friends and Foes, which explains how to use creatures and supporting characters in your game. Next, review the following short refresher course in how to read creature entries.

Entries are presented alphabetically for creatures, and alphabetically by general description (Attorney, Burglar, Clergy, and so on) for GM characters. Organization entries, also arranged alphabetically, include both fictitious and real-world organizations. In a few instances, these entries also include maps of the locations in which heroes are most likely to encounter members of the organizations.

## READING THE CREATURE ENTRIES

Every creature entry uses the same general format, as described below and in the *d20 Modern Roleplaying Game*. Because the creature entries are condensed to a series of short codes—such as CR, HD, hp, Mas, and so forth—you need some “keys” to interpret the information. A more complete version of this material appears in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game*.

## MAIN STATISTICS BLOCK

This part of the creature’s text presents a summary of its capabilities. Below is an explanation of each component of the main statistics block.

TABLE 1–1: CREATURE SIZES

Typical Size	Modifier to			Dimension <sup>1</sup>	Weight <sup>2</sup>	Typical	
	Defense and Attack Rolls	Grapple Modifier	Modifier on Hide Checks			Fighting Space	Reach
Colossal	–8	+16	–16	64 ft. or more	250,000 lb. or more	30 ft. by 30 ft.	15 ft.
Gargantuan	–4	+12	–12	32 ft. – 64 ft.	32,000 lb. – 250,000 lb.	20 ft. by 20 ft.	15 ft.
Huge	–2	+8	–8	16 ft. – 32 ft.	4,000 lb. – 32,000 lb.	15 ft. by 15 ft.	10 ft.
Large	–1	+4	–4	8 ft. – 16 ft.	500 lb. – 4,000 lb.	10 ft. by 10 ft.	10 ft.
Medium-size	+0	+0	+0	4 ft. – 8 ft.	60 lb. – 500 lb.	5 ft. by 5 ft.	5 ft.
Small	+1	–4	+4	2 ft. – 4 ft.	8 lb. – 60 lb.	5 ft. by 5 ft.	5 ft.
Tiny	+2	–8	+8	1 ft. – 2 ft.	1 lb. – 8 lb.	2 1/2 ft. by 2 1/2 ft.	0 ft.
Diminutive	+4	–12	+12	6 in. – 1 ft.	1/8 lb. – 1 lb.	1 ft. by 1 ft.	0 ft.
Fine	+8	–16	+16	6 in. or less	1/8 lb. or less	6 in. by 6 in.	0 ft.

<sup>1</sup> Biped’s height, quadruped’s body length (nose to base of tail).

<sup>2</sup> Assumes that the creature is roughly as dense as a regular animal. A creature made of stone should weigh considerably more than the amount noted here, and a gaseous creature should weigh much less.

## Challenge Rating (CR)

As a general rule, four heroes of a character level equal to a given creature’s Challenge Rating should use up roughly one-quarter of their resources (hit points, ammunition, and so on) doing battle with it. The GM may adjust the CR of a creature up or down to reflect the circumstances of the encounter.

## Size

The nine size categories for creatures and the modifiers that each provides for other statistics are summarized in Table 1–1. These modifiers have already been figured into the statistics for the creatures in this book.

## Type

The *d20 Modern Roleplaying Game* describes fifteen possible creature types. No creature can have more than one type.

A creature’s type determines its Hit Die size, base attack bonus, saving throw bonuses, skill points, number of feats, and certain special qualities. In addition, creatures of a given type and size usually have physical ability scores (Strength, Dexterity, and Constitution) that fall within a particular range. (See Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for details on type-based statistics.) Mental ability scores (Intelligence, Wisdom, and Charisma) vary widely, even among creatures of the same type.

## Aberration

An aberration has a bizarre anatomy, strange abilities, an alien mindset, or some combination of the three. Aberrations share the following traits.

**Weapon and Armor Proficiency:** Unless otherwise noted, an aberration receives either Archaic Weapons Proficiency or Simple Weapons Proficiency as a bonus feat. In addition, it is automatically proficient with its natural weapons and with any weapons mentioned in its entry. If armor is noted in its entry, the aberration also receives the corresponding Armor Proficiency feat (light, medium, or heavy) as a bonus feat, as well as the Armor Proficiency feat for each armor type lighter than what it wears.

**Darkvision (Ex):** Unless otherwise noted, an aberration has darkvision with a range of 60 feet.

### Animal

An animal is a nonhumanoid creature, usually a vertebrate, that exists in nature. It has no magical abilities and no innate capacity for language or culture. Even a nonterrestrial creature can be considered an animal if it exists naturally somewhere in the universe. Animals share the following traits.

**Weapon and Armor Proficiency:** Unless otherwise noted, an animal is proficient with only its natural weapons (claws, teeth, and so on). Animals are not proficient with armor.

**Ability Scores:** An animal has a maximum Intelligence score of 2. No creature with an Intelligence score of 3 or higher can be an animal.

**Low-Light Vision (Ex):** Unless otherwise noted, an animal has low-light vision.

### Construct

A construct is an object or artificially constructed creature that has been magically or technologically animated. Constructs share the following traits.

**Weapon and Armor Proficiency:** A construct is proficient with only its natural weapons. It is not proficient with armor.

**Ability Scores:** A construct has no Constitution score, and only rarely does one have an Intelligence score. Although most constructs have no cognitive ability, they can nevertheless perform tasks by following a series of pre-programmed instructions.

**Darkvision (Ex):** Unless otherwise noted, a construct has darkvision with a range of 60 feet.

**Extra Hit Points:** A construct gains extra hit points based on its size (see Table 8–5 in the *d20 Modern Roleplaying Game*).

**Immunities (Ex):** Constructs are immune to mind-affecting effects and to poison, sleep, paralysis, stunning, disease, necromancy effects, and any effect that requires a Fortitude save unless the effect also works on objects or is harmless. They are not subject to critical hits, nonlethal damage, ability damage, ability drain, energy drain, or the effects of massive damage.

**Repairable:** Constructs cannot heal damage on their own, but they can be repaired using the Repair skill. A successful Repair check (DC 30) heals 1d10 points of damage to a construct, and each check represents 1 hour of work. A construct reduced to 0 hit points is immediately destroyed and cannot be repaired.

**Special:** Constructs cannot be raised from the dead.

### Dragon

A dragon is a reptilian creature, generally winged, with magical or otherwise unusual abilities. Dragons share the following traits.

**Weapon and Armor Proficiency:** A dragon is proficient only with its natural weapons. It is not proficient with armor.

**Darkvision (Ex):** Unless otherwise noted, a dragon has darkvision with a range of 60 feet.

**Immunities (Ex):** Dragons are immune to sleep, hold, and paralysis effects.

### Elemental

An elemental is a being composed of one of the four classical elements: air, earth, fire, or water. Elementals share the following traits.

**Weapon and Armor Proficiency:** An elemental is proficient only with its natural weapons. It is not proficient with armor.

**Darkvision (Ex):** Unless otherwise noted, an elemental has darkvision with a range of 60 feet.

**Immunities (Ex):** Elementals are immune to poison, sleep, paralysis, and stunning. They are not subject to critical hits, flanking, or the effects of massive damage.

**Special:** Elementals cannot be raised from the dead.

### Fey

A fey is a creature with supernatural abilities and connections to nature or to some other force or location. Most fey are human-shaped. Fey share the following traits.

**Weapon and Armor Proficiency:** A fey receives either Archaic Weapons Proficiency or Simple Weapons Proficiency as a bonus feat. In addition, it is automatically proficient with its natural weapons and with any weapons mentioned in its entry. If armor is noted in its entry, the fey also receives the corresponding Armor Proficiency feat (light, medium, or heavy) as a bonus feat, as well as the Armor Proficiency feat for each armor type lighter than what it wears.

**Low-Light Vision (Ex):** Unless otherwise noted, a fey has low-light vision.

### Giant

A giant is a humanoid-shaped creature of great size and strength. Giants share the following traits.

**Weapon and Armor Proficiency:** A giant receives either Archaic Weapons Proficiency or Simple Weapons Proficiency as a bonus feat. In addition, it is automatically proficient with its natural weapons and with any weapons mentioned in its entry. If armor is noted in its entry, the giant also receives the corresponding Armor Proficiency feat (light, medium, or heavy) as a bonus feat, as well as the Armor Proficiency feat for each armor type lighter than what it wears.

**Low-Light Vision (Ex):** Unless otherwise noted, a giant has low-light vision.

**Size:** Giants are always Large or larger.

### Humanoid

Normally, a humanoid has two arms, two legs, and one head—or a humanlike torso, arms, and a head. An occasional humanoid might have supernatural or extraordinary abilities, but such are not the norm. Humanoids share the following traits.

**Weapon and Armor Proficiency:** A humanoid with more than 1 Hit Die receives one of the following as a bonus feat: Archaic Weapons Proficiency, Armor Proficiency (light), or Simple Weapons Proficiency.

**Keen Sight (Ex):** Any kind of humanoid that is accustomed to living underground or in otherwise lightless conditions may have darkvision with a range of 60 feet, low-light vision, or both, as noted in its entry.

**Size:** Humanoids are always Medium-size or smaller.



## Magical Beast

A magical beast is similar to an animal but can have an Intelligence score higher than 2. It may also possess supernatural or extraordinary abilities. Some magical beasts are also bizarre in appearance and habits. Magical beasts share the following traits.

**Weapon and Armor Proficiency:** A magical beast is proficient only with its natural weapons. It is not proficient with armor.

**Keen Sight (Ex):** Unless otherwise noted, a magical beast has darkvision with a range of 60 feet and low-light vision.

## Monstrous Humanoid

A monstrous humanoid is a human-shaped creature with monstrous or animalistic features. It may also possess supernatural abilities. Monstrous humanoids share the following traits.

**Weapon and Armor Proficiency:** A monstrous humanoid receives either Archaic Weapons Proficiency or Simple Weapons Proficiency as a bonus feat. In addition, it is automatically proficient with its natural weapons and with any weapons mentioned in its entry. If armor is noted in its entry, the monstrous humanoid also receives the corresponding Armor Proficiency feat (light, medium, or heavy) as a bonus feat, as well as the Armor Proficiency feat for each armor type lighter than what it wears.

**Darkvision (Ex):** Unless otherwise noted, a monstrous humanoid has darkvision with a range of 60 feet.

## Ooze

An ooze is an amorphous or mutable creature. Oozes share the following traits.

**Weapon and Armor Proficiency:** An ooze is proficient only with its natural weapons. It is not proficient with armor.

**Ability Scores:** An ooze has no Intelligence score. It is not capable of rational thought.

**Blindsight (Ex):** Unless otherwise noted, an ooze has blindsight with a range of 60 feet.

**Extra Hit Points:** An ooze gains extra hit points according to its size (see Table 8–13 in the *d20 Modern Role-playing Game*).

**Immunities (Ex):** Oozes are immune to mind-affecting effects, poison, sleep, paralysis, stunning, gaze attacks, visual effects, illusions, and other attack forms that rely on sight. Oozes are not subject to critical hits, flanking, or the effects of massive damage.

## Outsider

The outsider type encompasses all creatures that originate from other dimensions, realities, or planes but are not elementals. Outsiders share the following traits.

**Weapon and Armor Proficiency:** An outsider receives either Archaic Weapons Proficiency or Simple Weapons Proficiency as a bonus feat. In addition, it is automatically proficient with its natural weapons and with any weapons mentioned in its entry. If armor is noted in its entry, the outsider also receives the corresponding Armor Proficiency feat (light, medium, or heavy) as a bonus feat, as well as the

Armor Proficiency feat for each armor type lighter than what it wears.

**Darkvision (Ex):** Unless otherwise noted, an outsider has darkvision with a range of 60 feet.

**Special:** Like elementals, outsiders cannot be raised from the dead.

## Plant

A plant is an animate vegetable creature; inanimate plants are treated as objects. Plants share the following traits.

**Weapon and Armor Proficiency:** A plant is proficient only with its natural weapons. It is not proficient with armor.

**Blindsight (Ex):** Unless otherwise noted, a plant without visual sensory organs has blindsight with a range of 60 feet.

**Immunities (Ex):** Plants are immune to sleep, paralysis, stunning, and mind-affecting effects. They are not subject to critical hits or the effects of massive damage.

**Low-Light Vision (Ex):** Unless otherwise noted, a plant with visual sensory organs has low-light vision.

## Undead

An undead is a once-living creature animated by spiritual or supernatural forces. Undead share the following traits.

**Weapon and Armor Proficiency:** An undead receives either Archaic Weapons Proficiency or Simple Weapons Proficiency as a bonus feat. In addition, it is automatically proficient with its natural weapons and with any weapons mentioned in its entry. If armor is noted in its entry, the undead also receives the corresponding Armor Proficiency feat (light, medium, or heavy) as a bonus feat, as well as the Armor Proficiency feat for each armor type lighter than what it wears.

**Ability Scores:** An undead has no Constitution score. It uses its Charisma modifier for Concentration checks and all other Constitution-based checks. An undead may or may not have an Intelligence score.

**Darkvision (Ex):** Unless otherwise noted, an undead has darkvision with a range of 60 feet.

**Immunities (Ex):** Undead are immune to poison, sleep, paralysis, stunning, disease, necromantic effects, and mind-affecting effects. They are not subject to critical hits, nonlethal damage, ability damage, ability drain, energy drain, or effects of massive damage, or any effect requiring a Fortitude save unless the effect also works on objects or is harmless.

**Healing:** An undead with no Intelligence score cannot heal damage on its own. Undead can be healed with negative energy (such as an *inflict light wounds* spell). Unless otherwise stated, an undead is destroyed immediately if reduced to 0 hits points.

**Special:** Undead cannot be raised from the dead.

## Vermin

The vermin type encompasses insects, arachnids, other arthropods, worms, and similar invertebrates. Most vermin have no supernatural abilities. Vermin share the following traits.

**Weapon and Armor Proficiency:** A vermin is proficient only with its natural weapons. It is not proficient with armor.



**Ability Scores:** A vermin has no Intelligence score. It functions purely on survival instinct.

**Blindsight (Ex):** Unless otherwise noted, a vermin without visual sensory organs has blindsight with a range of 60 feet.

**Darkvision (Ex):** Unless otherwise noted, a vermin with visual sensory organs has darkvision with a range of 60 feet.

**Immunities (Ex):** Vermin are immune to mind-affecting effects.

**Potent Venom:** A Medium-size or larger poisonous vermin gets a bonus to the save DC of its poison based on its size, as follows: Medium-size +2, Large +4, Huge +6, Gargantuan +8, Colossal +10.

**Resistance to Massive Damage (Ex):** A vermin gains a +5 species bonus on Fortitude saves to negate the effects of massive damage.

## Hit Dice (HD) and Hit Points (hp)

A creature's size and type determine its Hit Dice, and its Hit Dice and Constitution modifier determine its hit points. Each creature's entry gives its average number of hit points. Hit Dice equate to level for the purpose of determining a creature's rate of natural healing, its maximum ranks in a skill, and how various FX abilities (such as magic and psionics) affect it.

## Massive Damage Threshold (Mas)

When the damage a creature takes from a single attack is equal to or greater than its current Constitution score, it must succeed on a Fortitude save (DC 15) or immediately drop to -1 hit points. If the damage would reduce the creature to -1 hit points or fewer anyway, the massive damage threshold does not apply, and the creature does not need to make a Fortitude save.

Constructs, elementals, oozes, plants, and undead ignore the effects of massive damage and do not have massive damage thresholds. A vermin gains a +5 species bonus on its Fortitude saves to avoid falling to -1 hit points.

## Initiative (Init)

A creature's modifier on Initiative checks is usually equal to its Dexterity modifier, though certain feats (such as Improved Initiative) and abilities provide bonuses on Initiative checks.

## Speed (Spd)

A creature's tactical speed on land is the amount of distance it can cover in one move action. If this speed is a reduced value because of armor the creature wears, a parenthetical note indicating the armor type and the creature's base unarmored speed follows the land speed entry.

Any other modes of movement the creature has are given after the land speed entry. Unless otherwise noted, these modes of movement are natural (not magical).

**Burrow:** The creature can tunnel through dirt but not through rock, unless the descriptive text says otherwise. Creatures cannot run while burrowing.

**Climb:** A creature with a climb speed automatically has the Climb skill as a class skill and gains a +8 species bonus on Climb checks. The creature must make a Climb check to climb any wall or slope with a Climb DC greater than 0, but it can always choose to take 10 on Climb checks, even if rushed or threatened. The creature climbs at the given speed. If it attempts an accelerated climb (see the *d20 Modern Roleplaying Game*, page 50), it moves at double the given climb speed (or its normal land speed, whichever is lower) and makes a single Climb check at a -5 penalty. A creature cannot use the run action while climbing. The creature retains its Dexterity bonus to Defense (if it has any) while climbing, and opponents get no special bonus on their attack rolls against it while it climbs.

**Fly:** The creature can fly at the given speed if carrying no more than a medium load. The fly speed entry includes a parenthetical note indicating the creature's maneuverability in flight.

*Perfect:* The creature can perform almost any aerial maneuver it wishes.

*Good:* The creature is agile in the air, but it cannot change direction as readily as a creature with perfect maneuverability can.

*Average:* The creature can fly as adroitly as a small bird.

*Poor:* The creature flies as well as a very large bird.

*Clumsy:* The creature can barely fly at all.

Flying creatures can make dive attacks. A dive attack works just like a charge maneuver, except that the diving creature must move a minimum of 30 feet. It can make only claw attacks while diving, but each such attack deals double damage. A flying creature can use the run action, provided that it flies in a straight line.

**Swim:** A creature with a swim speed can move through water (or similar liquids) at the given speed without making Swim checks. It gains a +8 species bonus on any Swim check made to perform some special action or avoid a hazard. The creature can always choose to take 10 on a Swim check, even if it is distracted or endangered. A swimming creature can use the run action, provided that it swims in a straight line.

## Defense

A creature's Defense entry includes a parenthetical explanation of the modifiers contributing to it (usually size, Dexterity, and natural armor). Also provided are the creature's "touch" Defense (discounting natural armor and other armor modifiers) and "flat-footed" Defense (discounting Dexterity bonus). The touch Defense measures how difficult it is to simply touch the creature in combat, and the flat-footed Defense measures how difficult it is to hit the creature when it is taken unaware.

## Base Attack Bonus (BAB)

The base attack bonus is the creature's base chance to hit based only on type, Hit Dice, and class levels, if any (see Chapter Eight of the *d20 Modern Roleplaying Game*). No other modifiers (such as those for size, Strength, or Dexterity) are included in this value. The base attack bonus is used to calculate a creature's grapple modifier, as well as the maximum bonus on damage rolls that can be gained with the Power Attack feat.



## Grapple Modifier (Grap)

A creature's grapple check bonus is equal to the creature's base attack bonus + the creature's Strength modifier + the creature's size modifier (from Table 1-1).

## Primary Attack (Atk)

A creature that moves more than 5 feet in the same round that it attacks makes only a single attack using its primary attack bonus. This bonus includes modifications for size and Strength (for melee attacks) or Dexterity (for ranged attacks, melee attacks of incorporeal creatures, or melee attacks using the Weapon Finesse feat). Use the primary attack bonus whenever the creature makes an attack of opportunity. A creature can attack with natural or manufactured weapons, or sometimes both.

The damage and primary weapon type are noted in parentheses. A creature's primary attack damage includes its full Strength modifier (multiplied by 1.5 if it is the creature's sole attack form).

## Full Attack (Full Atk)

A creature that takes no more than a 5-foot step during its turn can make a full attack using all of its natural weapons, plus one or more manufactured weapons, if it carries any. A creature's full attack includes both its primary and secondary attacks (if any). If the creature uses a manufactured weapon, that always counts as its primary attack; all others are secondary.

The primary attack bonus is calculated as described above. Each remaining attack counts as a secondary attack and takes a -5 penalty on the attack roll, unless the creature has the Multiattack feat (see Chapter Eight of the *d20 Modern Roleplaying Game*), which lessens the penalty to -2. A secondary attack adds only one-half the creature's Strength bonus (rounded down) to the damage roll.

## Fighting Space (FS)

The approximate amount of space that a creature needs to move and fight effectively is its fighting space. This figure applies only to combat situations; obviously, multiple Medium-size creatures that are not engaged in combat can occupy a single 5-foot-by-5-foot elevator.

## Reach

A creature's reach is the distance at which it can strike targets without needing to adjust its position on the grid. When measuring diagonally, every second square counts as two squares.

Unlike a creature using a manufactured weapon (such as a spear), a creature using natural weapons threatens all squares within its reach. Thus, a creature whose natural weapon has a reach greater than 5 feet can still strike creatures next to it. A Large or larger creature with a manufactured reach weapon can strike targets out to double its normal reach but not targets that are within its normal reach.

A creature with a reach of 0 feet must move into its target's fighting space to attack it, thus provoking an attack

of opportunity from the target. A creature with a 0-foot reach does not threaten the squares around it.

## Special Qualities (SQ)

Many creatures have unusual abilities. Such abilities include but are not limited to: ability score reduction (permanent ability drain or temporary ability damage), blindsight, breath weapons, constriction, damage reduction, darkvision, energy drain, fast healing, fear aura, gaze, improved grab, low-light vision, poison, power resistance, psionics, regeneration, resistances, scent, spell resistance, spells, swallow whole, trample, turn resistance, and vulnerabilities to certain types of damage. A special quality can be extraordinary (Ex), spell-like (Sp), or supernatural (Su).

**Extraordinary:** Extraordinary abilities are nonmagical, so they are not subject to any effect that disrupts magic. Unless noted otherwise, an extraordinary ability can be used at will as a free action.

**Spell-Like:** Spell-like abilities are magical and work just like spells, though they have no verbal, somatic, material, focus, or XP components. They are subject to spell resistance.

A spell-like ability usually has a use limit, which is given in the creature's entry. A spell-like ability designated as "at will" has no use limit.

Using a spell-like ability is an attack action unless otherwise noted, and using one while threatened provokes attacks of opportunity. A spell-like ability can be disrupted just like a spell can.

A designated caster level defines how difficult it is to dispel a spell-like ability and defines any level-dependent variables it may have. The caster level never affects which spell-like abilities the creature has; sometimes the given caster level is lower than the level that a spellcasting character would have to be to cast the spell of the same name.

The saving throw DC (if any) for a spell-like ability is 10 + the level of the spell the ability resembles or duplicates + the creature's Charisma modifier.

**Supernatural:** Supernatural abilities are magical but not subject to spell resistance. Using a supernatural ability is an attack action unless otherwise noted. However, using a supernatural ability does not provoke attacks of opportunity and never requires a Concentration check. Like spell-like abilities, supernatural abilities may have use limits or be usable at will.

## Allegiances (AL)

This entry lists the creature's most likely allegiances. A fantastic creature may have an allegiance to a moral or ethical philosophy as well as to a master, group, organization, or owner. See the *d20 Modern Roleplaying Game*, page 37, for more information on allegiances.

## Saves (SU)

The Fortitude, Reflex, and Will saving throw modifiers given in a creature's entry include its base saves (by type and Hit Dice/level), as well as any applicable modifiers contributed by its ability scores, feats, equipment, special qualities, or other sources.

## Action Points (AP)

Unlike characters, creatures have no action points. However, a creature can gain action points by taking levels in a heroic character class. Every time a creature gains a heroic class level, it receives a number of action points equal to 5 + one-half its heroic character level (not counting its starting Hit Dice as a creature). Like most heroic characters, however, a creature with heroic class levels has typically spent some of its action points during its career. Assume that a creature has a number of unused action points equal to one-half its heroic class levels.

## Reputation (Rep)

A creature ordinarily has a Reputation bonus of +0, but it may increase its bonus by taking levels in a character class.

## Abilities

Though creatures have the same six ability scores as characters do (Strength, Dexterity, Constitution, Intelligence, Wisdom, and Charisma), certain factors unique to creatures can have an effect on how those abilities are applied.

**Strength:** Quadrupeds can carry heavier loads than bipedal characters. See Carrying Capacity on page 121 of the *d20 Modern Roleplaying Game*.

**Intelligence:** A creature can speak all the languages mentioned in its descriptive text. Any creature with an Intelligence score of 3 or higher understands at least one language.

**Nonabilities:** Some creatures lack certain ability scores. Such a creature does not have a score of 0 in the ability it lacks—it has no score at all. The modifier for a nonability is +0. See page 229 in the *d20 Modern Roleplaying Game* for more information about nonabilities.

## Skills

A creature's skills are listed in alphabetical order in its entry, along with the corresponding skill modifiers. Adjustments for ability scores, feats, special abilities, and other effects that always apply are already factored into these values, but temporary adjustments (such as those from limited-duration spells) are not included. All the skills noted in the entry are considered class skills for the creature, unless it has also acquired a character class.

**Automatic Languages:** Some creatures read, write, or speak unique languages that heroes don't know anything about. At the GM's discretion, heroes may be able to learn these languages.

## Feats

A creature's feats are listed in alphabetical order in its entry. Certain creatures in the *d20 Modern Roleplaying Game* have feats that are not available to characters without the GM's permission. In addition to the Multiattack feat (see page 229 in the *d20 Modern Roleplaying Game*), the following three feats fall into this category.

### Alien Craft Operation

The creature is proficient at operating one type of spacecraft utilized by certain alien species. The available types include

abductor craft, gray craft, and circle maker craft, among others. Gardhyi and sesheyans do not use alien craft.

**Prerequisite:** Pilot 4 ranks.

**Benefit:** The creature takes no penalty on Pilot checks or attack rolls made to operate a craft of the selected type.

**Normal:** A creature without this feat takes a –4 penalty on Pilot checks made to operate a spacecraft that falls into any of these types, and on attack rolls made when using the weapons of such a spacecraft.

**Special:** A creature can gain this feat multiple times. Each time the feat is taken, select a different type of alien craft.

### Alien Weapons Proficiency

The creature is proficient with alien weapons.

**Benefit:** The creature takes no penalty on attack rolls when using any kind of alien weapon.

**Normal:** A creature without this feat takes the –4 nonproficient penalty when making attacks with an alien weapon.

### Flyby Attack

The creature can attack on the wing.

**Prerequisite:** Fly speed.

**Benefit:** When flying, the creature can take a move action (including a dive) and another partial action at any point during the move. The creature cannot take a second move action during a round when it makes a flyby attack.

**Normal:** Without this feat, a creature can take a partial action either before or after its move.

### Advancement

The GM can improve a creature by increasing its Hit Dice. The advancement entry indicates the increased Hit Dice (and often size) of the creature, or it indicates that the creature can advance by character class. For full details on advancement, see Chapter Eight of the *d20 Modern Roleplaying Game*, pages 229–230.

## CREATURE WEAKNESSES

Although a creature's type and species determine many of its traits and abilities, GMs are encouraged to alter a creature's physiology, behavior, abilities, tactics, and defenses when it serves the story or to confound players who think they know everything about grimlocks, mothfolk, and star doppelgangers.

Many of the creatures presented in this book have resistances, immunities, and damage reduction that make them especially formidable against heroes with few, if any, magic items or FX powers. A half-fiend with damage reduction can be a terrible foe for heroes bereft of magic weapons—unless they can discover the creature's secret vulnerability, such as an aversion to spoken Latin, an attraction to ice cream, or a fear of clowns. From the heroes' point of view, a creature's weaknesses are more important than its abilities. In the modern world, plutonium and country music can be as deadly to creatures as swords and assault rifles. Assigning weaknesses to creatures gives under-powered or poorly equipped heroes a fighting chance.



Table 8–26 in the *d20 Modern Roleplaying Game* (page 269) lists many sources to which a creature may be vulnerable. A source can be a specific object, location, substance, sound, sensation, or activity. How the creature interacts with a source of weakness is left up to the GM, although most sources must be in close proximity to the creature (if not touching the creature) to affect it. GMs may roll randomly on the table, choose a source that suits the creature, or devise their own.

## Source Effects

After you determine a creature's source of weakness, you need to decide how the creature reacts when confronted by the source. Pick an effect that seems appropriate for the creature and the source. A creature gets either a Fortitude or Will saving throw to overcome or resist the source of weakness; the DC of the save varies depending on the source's strength:

Strength of Source	Save DC
Easily resistible	10
Moderate	15
Strong	20
Overpowering	25

Creatures usually react to a source of weakness in one of six ways:

**Addiction:** The creature is compelled to ingest, imbibe, or inhale the source. The source must be within 5 feet of the creature to affect it. On a successful Will save, the creature negates the compulsion. On a failed save, the creature spends a full-round action indulging its addiction, then may resume normal actions while suffering one or more of the following effects (GM's choice):

- Creature takes a –2 penalty to Dexterity and Wisdom.
- Creature takes a –2 penalty on attack rolls and skill checks.
- Creature loses 10% of its current hit points.
- Blindness: The creature has a 50% miss chance in combat, loses any Dexterity bonus to Defense, moves at half speed, takes a –4 penalty on Strength and Dexterity-based skills, and cannot make Spot checks. Foes gain a +2 bonus on attack rolls to hit the creature.
- Deafness: The creature takes a –4 penalty to initiative checks and has a 20% chance of spell failure when casting spells with verbal components. The creature cannot make Listen checks.
- Creature loses one of its extraordinary, supernatural, or spell-like special qualities.

Each effect lasts 1d4 hours. Even creatures immune to mind-affecting effects are susceptible to a source-induced addiction.

**Attraction:** The creature is compelled to move as fast as it can toward the source. On a successful Will save, the creature resists the compulsion. On a failed save, the creature moves toward the source at its maximum speed, taking the safest and most direct route. Once it reaches the source, the compelled creature seeks to possess it. If the source isn't something the creature can easily possess, such as music or a symbol painted on a brick wall, it gets a new save every round to break the compulsion.

Even creatures immune to mind-affecting effects are susceptible to a source-induced attraction.

**Aversion:** The creature finds the source repellant. On a failed save, the creature cannot approach or remain within 1d4 × 10 feet of it. In the case of traveling sounds, the creature moves away from the source as fast as it can, stopping only when it can no longer hear it. On a successful Will save, the creature overcomes its aversion and may approach the source freely.

A repelled creature that cannot move the requisite distance from the source suffers one or more of the following effects (GM's choice):

- Creature takes a –2 morale penalty to Strength and Dexterity.
- Creature takes a –2 morale penalty on attack rolls, damage rolls, and skill checks.
- Creature takes a –2 penalty to Defense.
- Blindness: See Addiction, above.
- Deafness: See Addiction, above.
- Creature loses one of its extraordinary, supernatural or spell-like special qualities.

Each effect lasts until the creature leaves the affected area and for 1d4 rounds afterward. Even creatures immune to mind-affecting effects are susceptible to a source-induced aversion.

**Fascination:** The creature finds the source fascinating and ceases all attacks and movement upon seeing, hearing, smelling, or otherwise perceiving it. On a successful Will save, the creature negates the fascination and can act normally. On a failed Will save, the creature can take no actions, and foes gain a +2 bonus on attack rolls against the creature. Any time the creature is attacked or takes damage, it gets a new save to negate the fascination. Otherwise, the fascination lasts as long as the creature can see, hear, smell, or otherwise perceive the source.

Even creatures immune to mind-affecting effects are susceptible to a source-induced fascination.

**Fear:** The creature is frightened by the source. If it fails its Will save, the creature flees from the source as fast as it can. If unable to flee, the creature takes a –2 morale penalty on attack rolls, weapon damage rolls, and saving throws. On a successful save, the creature overcomes the fear and can approach the source or otherwise act without penalty.

Even creatures immune to mind-affecting effects are susceptible to a source-induced fear.

**Harm:** Contact with the source or proximity to the source harms the creature in some fashion. On a successful Fortitude save, the creature negates the effect or, in the case of instant death or disintegration, takes damage instead. GMs may choose one of the following effects or invent their own:

- Blindness and deafness: See Addiction, above. The blindness and deafness last 1d4 hours.
- Creature loses all of its supernatural and spell-like special qualities.
- Creature is turned to stone instantly.
- Creature loses 50% of its current hit points.
- Creature drops dead. On a successful save, the creature takes 3d6+15 points of damage instead.
- Creature is disintegrated. On a successful save, the creature takes 5d6 points of damage instead.

Even creatures immune to effects that require Fortitude saves are susceptible to source-induced harm.





# Chapter One

# CREATURES

The term “creature” includes run-of-the-mill animals (such as the cobra and the leopard), animals long thought extinct (such as the plesiosaur and pteradon), animals never before encountered (such as the Mongolian death worm), and intelligent species from other worlds or other dimensions (such as the fraal or the elohim). Each creature in this chapter has a complete entry giving its statistics and description.

Anyone who has ever been to a zoo or watched nature programs on television has at least heard about some of the strangest animals on Earth. But the cryptids, xenofoms, and other strange creatures whose existence the authorities keep secret from the public could fill a zoo the size of Staten Island. Creatures that don't officially exist wander throughout the unsettled places of the Earth, and those that occasionally come into contact with humanity are but the tip of the xenobiological iceberg. Sometimes, humanity runs across such creatures by pure coincidence. For the most part, cryptids are intelligent enough to avoid humans, but in recent years they have begun to surface more frequently, probably because of because of civilization's relentless expansion into previously undeveloped areas. Perhaps the most frightening creatures, though, are the ones that deliberately seek out human contact for dark reasons of their own—particularly the alien races with designs on planetary domination.

## ACID RAINER

Acid rainers are creatures of elemental air that live in Earth's upper atmosphere. They secrete an extremely caustic substance that can eat through flesh and vegetable matter in mere seconds.

Seemingly composed of low-density plasma, an acid rainer resembles a gigantic jellyfish. A dozen or more long, trailing tendrils hang beneath its massive, hemispherical body. Because its entire form is translucent, the few humans who have actually seen one have been unable to describe it accurately, and most have failed to recognize it as a creature at all.



An acid rainer feeds primarily on birds that it captures with its tentacles. Because of its great size and strength, however, it is quite capable of capturing and swallowing humans or other Medium-size creatures as well.

When an acid rainer dies, its body usually decomposes into harmless air long before it hits the ground. In very cold weather, however, a large chunk of an acid rainer's corpse may freeze and plummet to earth, where it is usually mistaken for an abnormally large hailstone.

Fortunately for humankind, so few acid rainers exist that contact between the species is rare. Even though advancing technology has made it possible for humans to invade the upper atmosphere more and more frequently, the translucent bodies of acid rainers make them difficult to spot. Most verifiable encounters have occurred at lower altitudes, either on very high mountaintops, or when turbulence in the upper atmosphere (such as a windstorm) has forced the creatures closer to the ground. During particularly stormy weather, suspected encounters have occurred at elevations as low as the Smokey Mountains of North America. Such encounters are sporadic, however, since acid rainers have no more desire to stay at low altitudes than humankind has to keep them there.

In combat, an acid rainer attacks with its tentacles, attempting to grab its opponent and haul it into the mouth situated in the underside of its crown. If pressed by a large group of opponents, the creature uses its acid spray ability.

## Species Traits

**Acid Resistance 10 (Ex):** An acid rainer ignores the first 10 points of acid damage from any single attack.

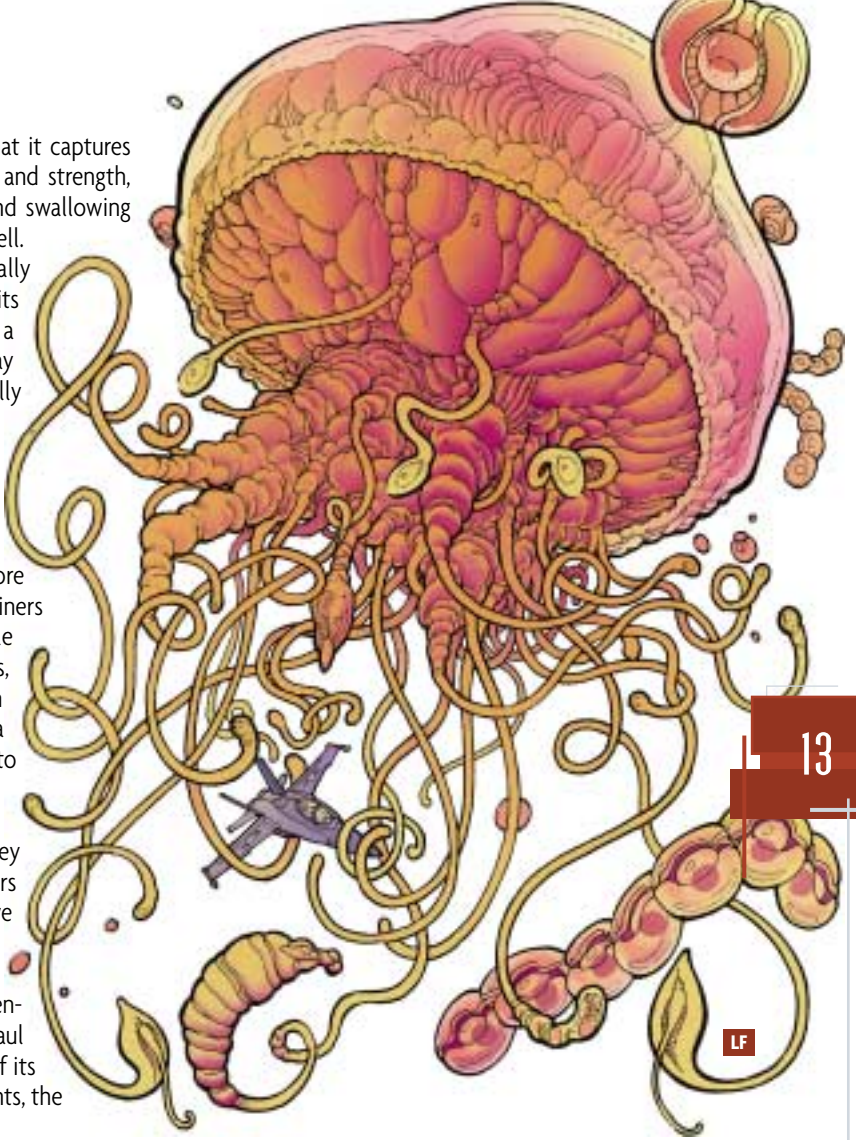
**Acid Spray (Ex):** Once every 1d4 rounds, an acid rainer can spray out a cloud of caustic mist that fills a 30-foot radius spread centered on itself. Each creature within this area takes 2d6 points of acid damage, or half damage if a Reflex save succeeds (DC 10 + 1/2 the acid rainer's Hit Dice + its Constitution modifier).

**Acid Touch (Ex):** An acid rainer's tentacles are coated with a caustic secretion that deals 1d6 points of acid damage on a successful hit.

**Elemental:** An acid rainer has the traits and immunities common to elementals.

**Improved Grab (Ex):** To use this ability, the acid rainer must hit a single opponent at least one size category smaller than itself with two tentacle attacks during the same round. If it gets a hold, it automatically deals damage for two tentacle attacks (including acid) each round that the hold is maintained. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for more information.

**Skill Bonuses:** An acid rainer gains a +8 species bonus on Hide checks and a +4 species bonus on Move Silently checks.



**Acid Rainer:** CR 8; Huge elemental (air); HD 8d8+40; hp 76; Mas —; Init -2; Spd 5 ft., fly 40 ft. (average); Defense 10, touch 6, flat-footed 10 (-2 size, -2 Dex, +4 natural); BAB +6; Grap +19; Atk +9 melee (1d4+5 plus 1d6 acid, tentacle); Full Atk +9 melee (1d4+5 plus 1d6 acid, 6 tentacles) or +2 ranged; FS 15 ft. by 15 ft.; Reach 20 ft. with tentacles; SQ acid resistance 10, acid spray (DC 19), acid touch, darkvision 60 ft., elemental, improved grab; AL none; SV Fort +7, Ref +4, Will +2; AP 0; Rep +0; Str 20, Dex 7, Con 20, Int 6, Wis 11, Cha 11.

**Skills:** Hide +6, Listen +6, Move Silently +8, Spot +6.

**Feats:** Power Attack.

**Advancement:** 9-16 HD (Huge); 17-24 HD (Gargantuan); 25-31 HD (Colossal).

**Advanced Acid Rainer:** CR 11; Gargantuan elemental (air); HD 20d8+140; hp 230; Mas —; Init -2; Spd 5 ft., fly 40 ft. (average); Defense 12, touch 4, flat-footed 12 (-4 size, -2 Dex, +8 natural); BAB +15; Grap +36; Atk +20 melee (1d8+9 plus 1d6 acid, tentacle); Full Atk +20 melee (1d8+9 plus 1d6 acid, 6 tentacles) or +9 ranged; FS 20 ft. by 20 ft.; Reach 25 ft. with tentacles; SQ acid resistance 10, acid spray (DC 27), acid touch, darkvision 60 ft., elemental, improved grab; AL none; SV Fort +13, Ref +12, Will +6; AP 0; Rep +0; Str 28, Dex 7, Con 24, Int 6, Wis 11, Cha 11.

**Skills:** Hide +11, Listen +12, Move Silently +16, Spot +12.

**Feats:** Combat Reflexes, Lightning Reflexes, Power Attack, Stealthy.

## ALIEN PROBE

Some of the first explorations of Earth by the fraal (see the “Fraal” entry later in this chapter) in the 20th century took place via remote control. Employing small, sophisticated, light constructs as probes, the grays surreptitiously collected data about Earth, its inhabitants, and its defenses.

An alien probe in flight looks like an erratically moving light in the sky or a hovering ball of fire. Because of its ability to become invisible at will, actual sightings are rare. The most famous sightings occurred during World War II, when several alien probes followed aircraft during missions, dodging in and out of air engagements. Pilots and crews who saw the probes over and over eventually developed a nickname for them—foo fighters.

Alien probes are also responsible for the phenomena known as crop circles. Using their psionic *telekinesis* ability, the probes sometimes carve patterns into fields as messages to the base ships that monitor them. Such symbols can have a variety of meanings, but they usually convey some sort of time-sensitive information about the locale that could not wait until the probe was due to return to base. The technique is quite similar to those that human hunters and trappers once used to convey information—marking trees and stones to tell others

what kind of game or resources were available in an area. The difference is that the markings left by alien probes can be seen from extremely high altitudes.

Alien probes are highly intelligent, so they can operate with a high degree of autonomy. An individual probe can act on a staggeringly complex series of instructions for weeks at a time. In the rare cases when probes are spotted, they sometimes respond to attempts at communication, often by perfectly duplicating sequences of flashing lights.

An alien probe can move at mind-boggling speed, easily keeping pace with automobiles or even effortlessly tagging along with supersonic jet aircraft. It can also travel short distances through solid matter by some means as yet not understood by human science. (Probes frequently use this latter ability to carry out abductions on behalf of their creators.)

Alien probes are not designed to fight, though they can defend themselves adequately. If threatened, a probe typically uses its *dimension door* ability to flee. If unable to do so, it attacks with its shock attack or its psionic abilities.

### Species Traits

**Actinic Light (Sp):** As an attack action, an alien probe can produce an extremely bright, blue-white light in a 60-foot cone. This light is not so much an attack form as a side effect of the means by which the creature gathers data. Never-

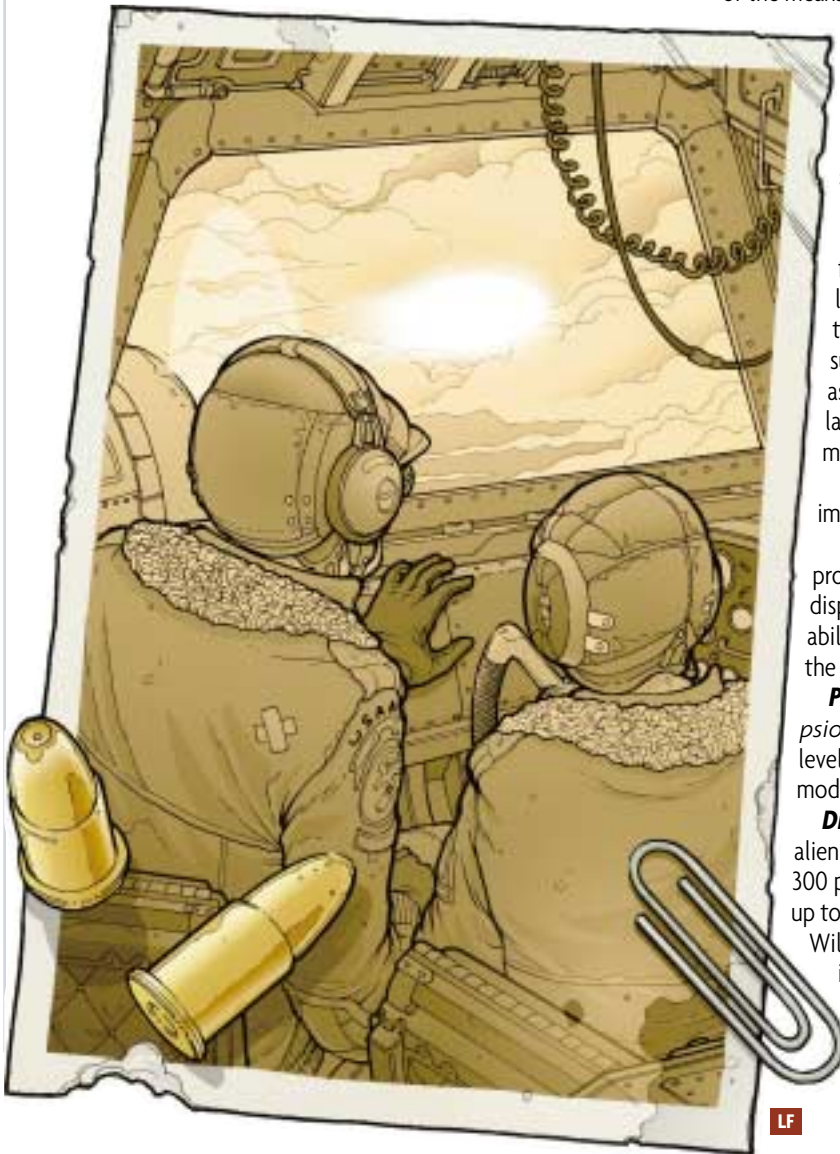
theless, exposure to the effect can cause mild discomfort or even harm to carbon-based life forms. Each creature within the area of the light takes 1d4 points of fire damage and is nauseated for 1d4 rounds; a successful Reflex save (DC 10 + 1/2 the alien probe’s Hit Dice + its Charisma modifier) halves the damage and negates the nauseating effect. A creature that fails the saving throw by 5 or more is also paralyzed until removed from the area. A creature that fails the save by 10 or more experiences such severe swelling of the flesh that it is blinded as well as paralyzed. The paralysis and blindness last for 2d4 days, or until the victim receives medical attention (Treat Injury DC 15).

**Construct:** An alien probe has the traits and immunities common to constructs.

**Invisibility (Su):** As a free action, an alien probe can become invisible by shifting its light display to a wavelength beyond other creatures’ ability to perceive. This ability is usable at will, and the effect lasts until dismissed (also a free action).

**Psionics (Sp):** At will—*brain lock, daze, detect psionics, tailor memory, telekinesis*. Manifestor level 10th; save DC 10 + alien probe’s key ability modifier + power level.

**Dimension Door (Sp):** As an attack action, an alien probe can psionically transfer itself plus up to 300 pounds of additional material and/or creatures up to 600 feet; creatures can resist with a successful Will save (DC 10 + 1/2 the alien probe’s Hit Dice + its Charisma modifier). The probe must be in physical contact with the materials or creatures that it wishes to transfer. This ability is usable at will.



**Shock (Ex):** With a successful ranged touch attack, an alien probe can deal 2d6 points of electricity damage.

**Supersonic Speed (Ex):** At will, an alien probe can shift into an accelerated mode of travel that exceeds supersonic speed. Its fly speed changes to 4,000 feet (good). It can maintain this increased speed for up to 6 hours per day, though it need not use the entire duration at once.

**Alien Probe:** CR 5; Small construct; HD 6d10+5; hp 38; Mas —; Init +9; Spd fly 400 ft. (perfect); Defense 20, touch 20, flat-footed 11 (+1 size, +9 Dex); BAB +4; Grap +3; Atk +14 ranged touch (2d6 electricity, shock); Full Atk +14 ranged touch (2d6 electricity, shock); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ *actinic light* (DC 14), construct, darkvision 60 ft., *dimension door* (DC 14), invisibility, *psionics*, shock, supersonic speed; AL creator; SV Fort +2, Ref +11, Will +5; AP 0; Rep +0; Str 1, Dex 28, Con —, Int 15, Wis 16, Cha 12.

**Skills:** Listen +12, Spot +12.

**Feats:** None.

**Advancement:** None.

## ANACONDA, GIANT

Common anacondas have been known to eat human beings, but such instances are exceedingly rare. Even a common anaconda of great size poses little threat to an alert and mobile person, but the giant anaconda is another matter.

A giant anaconda is an immense snake with a head the size of a rowboat. It has a muscular but lithe body and jaws that support large fangs.

A giant anaconda can devour an alligator as swiftly as a common anaconda can swallow a mouse. Sightings of these monsters are thankfully rare, though human disappearances are common in and around the swamps where they dwell.

### Species Traits

**Constrict (Ex):** A giant anaconda deals 1d6+16 points of bludgeoning damage with a successful grapple check against a target at least one size category smaller than itself.

**Improved Grab (Ex):** To use this ability, the giant anaconda must hit an opponent at least one size category smaller than itself with either a bite or a tail slap attack. If it gets a hold, it automatically deals bite or tail slap damage each round that the hold is maintained, and it can constrict in the same round and attempt to swallow in the next round. If the giant anaconda wishes, it can continue to attack with its tail or its bite (not both) while it grapples with its body, but it takes a –20 penalty on all grapple checks if it does so. See Special Qualities in Chapter

Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for more information.

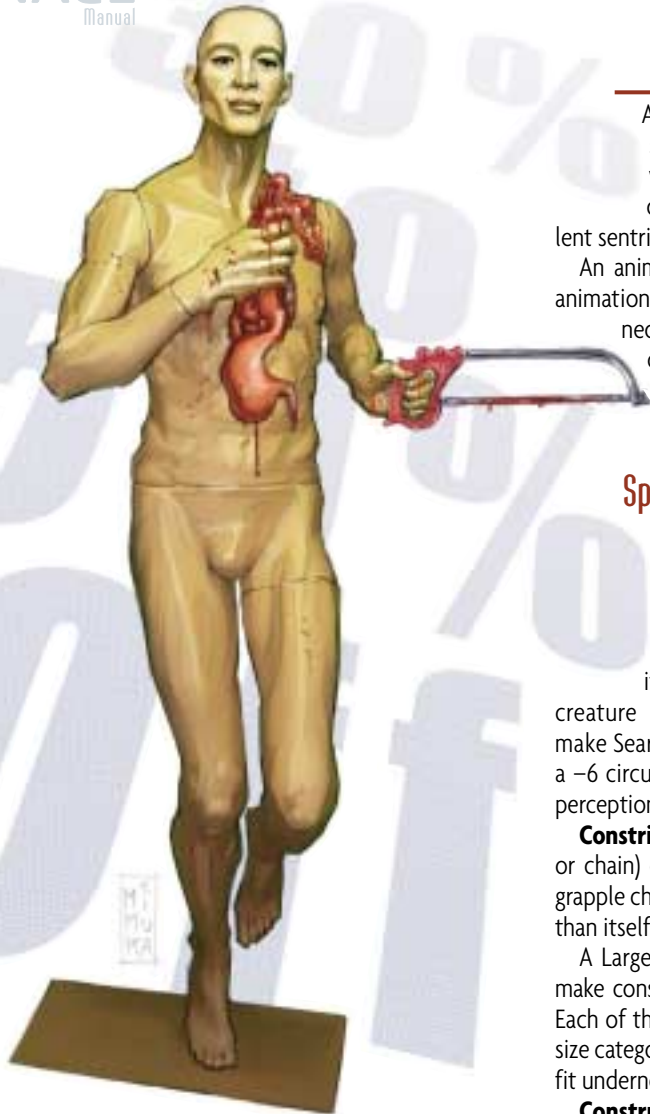
**Scent (Ex):** This ability allows a giant anaconda to detect approaching enemies, sniff out hidden foes, and track by sense of smell. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for details.

**Skill Bonuses:** A giant anaconda gains a +8 species bonus on Balance, Climb, and Swim checks and a +4 species bonus on Hide, Listen, and Spot checks.

**Swallow Whole (Ex):** If a giant anaconda begins its turn with an opponent one or more size categories smaller than itself held in its mouth, it can attempt a new grapple check as though trying to pin the opponent. If it succeeds, it swallows its opponent, automatically dealing bite damage. Once inside the giant anaconda, the opponent takes bludgeoning damage equal to the anaconda's tail slap attack plus 1d6 points of acid damage per round from the monster's stomach. A successful grapple check allows the swallowed creature to climb out of the stomach and return to the giant anaconda's maw, where another successful grapple check is needed to get free. Alternatively, the swallowed creature can attack from inside the stomach using claws or a Small or Tiny slashing weapon. Dealing at least 30 points of damage to the stomach (Defense 18) in this way creates an opening large enough to permit escape. Once a single swallowed creature exits, muscular action closes the hole; thus, another swallowed creature must cut its own way out. A Huge giant anaconda's stomach can hold 1 Large, 2 Medium-size, 8 Small, 32 Tiny, or 128 Diminutive or smaller opponents.







## ANIMATED OBJECT

Animated objects are magically powered constructs that follow the orders of their creators as well as they possibly can, never arguing or asking questions. Animated objects typically make excellent sentries, since they never need to eat or sleep.

An animated object resembles whatever it was before animation—a candlestick, weapon, vehicle, house, mannequin, or any other object. However, its form has a certain fluidity and may appear bendable.

An animated object attacks by slamming opponents with any appendages it possesses.

### Species Traits

**Blind (Ex):** A sheetlike animated object (such as a carpet or a drape) can use this ability against an opponent up to three size categories larger than itself. The animated object makes a normal grapple check. If it gets a hold, it wraps itself around the opponent's head, blinding that creature until removed. The blinded creature cannot make Search, Spot, or Survival checks to track, and it takes a -6 circumstance penalty on all other checks related to perception (such as Listen).

**Constrict (Ex):** A flexible animated object (such as a rope or chain) deals automatic slam damage with a successful grapple check against a target up to one size category larger than itself.

A Large or larger animated object (flexible or not) can make constrict attacks against multiple creatures at once. Each of the targets of such an attack must be at least two size categories smaller than the animated object and able to fit underneath it.

**Construct:** An animated object has the traits and immunities common to constructs.

**Hardness (Ex):** An animated object has the same hardness it had before it was animated (see Attack an Object on page 149 of the *d20 Modern Roleplaying Game*).

**Improved Speed (Ex):** The base speeds given in the statistics blocks below assume that the animated objects lurch, rock, or slither along the ground. An object with two legs (a statue or a ladder, for example) or some other feature that allows faster movement has a bonus of +10 feet to its speed. An object with multiple legs (such as a table, chair, or statue of a quadrupedal creature) has a bonus of +20 feet, and a wheeled object has a bonus of +40 feet.

Certain objects might also have other modes of movement. A wooden object can float, so it has a swim speed equal to one-half its land speed. A rope or similar sinuous object has a climb speed equal to one-half its land speed. A sheetlike object can fly (clumsy maneuverability) at one-half its land speed.

**Trample (Ex):** As a standard action during its turn each round, a Large or larger animated object with a hardness of at least 10 can trample opponents at least two size categories smaller than itself. This attack deals bludgeoning damage equal to the object's slam damage plus 1.5 times its Strength modifier. A trampled opponent can attempt either an attack of opportunity at a -4 penalty or a Reflex

**Giant Anaconda:** CR 9; Huge animal; HD 12d8+60; hp 114; Mas 21; Init +1; Spd 20 ft., climb 20 ft., swim 40 ft.; Defense 16, touch 9, flat-footed 15 (-2 size, +1 Dex, +7 natural); BAB +9; Grap +28; Atk +18 melee (1d6+11, tail slap); Full Atk +18 melee (1d6+11, tail slap) and +13 melee (2d6+5, bite); FS 15 ft. by 15 ft.; Reach 10 ft; SQ constrict (1d6+16), improved grab, low-light vision, scent, swallow whole; AL none; SV Fort +13, Ref +9, Will +5; AP 0; Rep +0; Str 32, Dex 13, Con 21, Int 1, Wis 12, Cha 2.

**Skills:** Balance +9, Climb +19, Hide +12, Listen +5, Spot +5, Swim +19.

**Feats:** None.

**Advancement:** 13–23 HD (Huge); 24–36 HD (Gargantuan).

**Advanced Giant Anaconda:** CR 15; Gargantuan animal; HD 30d8+210; hp 345; Mas 25; Init +1; Spd 20 ft., climb 20 ft., swim 40 ft.; Defense 18, touch 7, flat-footed 17 (-4 size, +1 Dex, +11 natural); BAB +22; Grap +49; Atk +33 melee (1d8+15, tail slap); Full Atk +33 melee (1d8+15, tail slap) and +28 melee (2d8+7, bite); FS 20 ft. by 20 ft.; Reach 15 ft; SQ constrict (1d8+22), improved grab, low-light vision, scent, swallow whole; AL none; SV Fort +24, Ref +18, Will +11; AP 0; Rep +0; Str 40, Dex 13, Con 25, Int 1, Wis 12, Cha 2.

**Skills:** Balance +9, Climb +23, Hide +8, Listen +5, Spot +5, Swim +23.

**Feats:** None.

save (DC 10 + 1/2 object's HD + object's Strength bonus) for half damage.

**Tiny Animated Object:** CR 1/2; Tiny construct; HD 1/2 d10; hp 2; Mas —; Init +2; Spd 30 ft.; Defense 14, touch 14, flat-footed 12 (+2 size, +2 Dex); BAB +0; Grap -9; Atk +1 melee (1d3-1, slam); Full Atk +1 melee (1d3-1, slam) or +4 ranged; FS 2 1/2 ft. by 2 1/2 ft.; Reach 0 ft.; SQ by object, construct, darkvision 60 ft.; AL none; SV Fort +0, Ref +2, Will -5; AP 0; Rep +0; Str 8, Dex 14, Con —, Int —, Wis 1, Cha 1.

**Skills:** None.

**Feats:** None.

**Advancement:** None.

**Small Animated Object:** CR 1; Small construct; HD 1d10+5; hp 10; Mas —; Init +1; Spd 30 ft.; Defense 14, touch 12, flat-footed 13 (+1 size, +1 Dex, +2 natural); BAB +0; Grap -4; Atk +1 melee (1d4, slam); Full Atk +1 melee (1d4, slam) or +2 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ by object, construct, darkvision 60 ft.; AL none; SV Fort +0, Ref +1, Will -5; AP 0; Rep +0; Str 10, Dex 12, Con —, Int —, Wis 1, Cha 1.

**Skills:** None.

**Feats:** None.

**Advancement:** None.

**Medium-size Animated Object:** CR 2; Medium-size construct; HD 2d10+10; hp 21; Mas —; Init +0; Spd 30 ft.; Defense 14, touch 10, flat-footed 14 (+4 natural); BAB +1; Grap +2; Atk +2 melee (1d6+1, slam); Full Atk +2 melee (1d6+1, slam) or +1 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ by object, construct, darkvision 60 ft.; AL none; SV Fort +0, Ref +0, Will -5; AP 0; Rep +0; Str 12, Dex 10, Con —, Int —, Wis 1, Cha 1.

**Skills:** None.

**Feats:** None.

**Advancement:** None.

**Large Animated Object:** CR 3; Large construct; HD 4d10+20; hp 42; Mas —; Init +0; Spd 30 ft.; Defense 14, touch 9, flat-footed 14 (-1 size, +5 natural); BAB +3; Grap +10; Atk +5 melee (1d8+4, slam); Full Atk +5 melee (1d8+4, slam) or +2 ranged; FS 10 ft. by 10 ft.; Reach 10 ft.; SQ by object, construct, darkvision 60 ft.; AL none; SV Fort +1, Ref +1, Will -4; AP 0; Rep +0; Str 16, Dex 10, Con —, Int —, Wis 1, Cha 1.

**Skills:** None.

**Feats:** None.

**Advancement:** None.

**Huge Animated Object:** CR 5; Huge construct; HD 8d10+40; hp 84; Mas —; Init -1; Spd 30 ft.; Defense 13, touch 7, flat-footed 13 (-2 size, -1 Dex, +6 natural); BAB +6; Grap +19; Atk +9 melee (2d6+7, slam); Full Atk +9 melee (2d6+7, slam) or +3 ranged; FS 15 ft. by 15 ft.; Reach 10 ft.; SQ by object, construct, darkvision 60 ft.; AL none; SV Fort +2, Ref +1, Will -3; AP 0; Rep +0; Str 20, Dex 8, Con —, Int —, Wis 1, Cha 1.

**Skills:** None.

**Feats:** None.

**Advancement:** None.

**Gargantuan Animated Object:** CR 7; Gargantuan construct; HD 16d10+80; hp 168; Mas —; Init -2; Spd 30 ft.;

Defense 12, touch 4, flat-footed 12 (-4 size, -2 Dex, +8 natural); BAB +12; Grap +31; Atk +15 melee (2d8+10, slam); Full Atk +15 melee (2d8+10, slam) or +6 ranged; FS 20 ft. by 20 ft.; Reach 15 ft.; SQ by object, construct, darkvision 60 ft.; AL none; SV Fort +5, Ref +3, Will +0; AP 0; Rep +0; Str 24, Dex 6, Con —, Int —, Wis 1, Cha 1.

**Skills:** None.

**Feats:** None.

**Advancement:** None.

**Colossal Animated Object:** CR 10; Colossal construct; HD 32d10+120; hp 296; Mas —; Init -3; Spd 30 ft.; Defense 11, touch -1, flat-footed 11 (-8 size, -3 Dex, +12 natural); BAB +24; Grap +49; Atk +25 melee (4d6+13, slam); Full Atk +25 melee (4d6+13, slam) or +13 ranged; FS 30 ft. by 30 ft.; Reach 15 ft.; SQ by object, construct, darkvision 60 ft.; AL none; SV Fort +10, Ref +7, Will +5; AP 0; Rep +0; Str 28, Dex 4, Con —, Int —, Wis 1, Cha 1.

**Skills:** None.

**Feats:** None.

**Advancement:** None.

## BOAR (WILD PIG)

The wild boar is an aggressive swine that originated in Europe and spread to northern Africa and Asia. These creatures have also been introduced into roughly half of the United States, as well as portions of South America. Boars are still hunted in parts of Europe and India.

A wild boar's hide is covered with short, woolly, grayish-black hair. Along the spine, hair mixes with stiffer bristles to form a sort of mane. The average adult boar stands 3 feet high at the shoulder and measures roughly 4 feet long. Its formidable tusks protrude from its lower jaw and can grow up to 12 inches long.

Wild boars are mostly herbivorous, feeding on grains, grasses, and fruit, as well as roots that they dig out of the ground with their tusks. Sometimes, however, they kill and eat tiny animals, such as mice, rats, frogs, birds, worms, and insects. Boars travel in family groups, usually foraging in wild forests in temperate areas. Because of their unusually sharp sense of smell, they can generally detect interlopers and avoid them. A surprised boar always attacks to give the rest of the herd time to escape.

Wild boars are known for their ferocity. In the Middle Ages, the sport of boar hunting was quite popular, though the creature's deadly tusk attacks often made it extremely dangerous for the hunters.

### Species Traits

**Ferocity (Ex):** A boar is so fiercely aggressive in combat that it continues fighting even when disabled or dying. See page 141 in the *d20 Modern Roleplaying Game* for explanations of disabled and dying.

**Scent (Ex):** This ability allows a boar to detect approaching enemies, sniff out hidden foes, and track by sense of smell. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for details.

**Boar (Wild Pig):** CR 3; Medium-size animal; HD 3d8+9; hp 22; Mas 17; Init +0; Spd 40 ft.; Defense 16, touch 10, flat-footed 16 (+6 natural); BAB +2; Grap +4; Atk +4 melee (1d8+3, gore); Full Atk +4 melee (1d8+3, gore); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ ferocity, low-light vision, scent; AL none; SV Fort +6, Ref +3, Will +2; AP 0; Rep +0; Str 15, Dex 10, Con 17, Int 2, Wis 13, Cha 4.

**Skills:** Listen +7, Spot +5.

**Feats:** None.

**Advancement:** 4–5 HD (Medium-size).

## BODAK

The fraal, or grays, occasionally come into conflict with true evil, just as humans do. A fraal slain by a force of evil becomes a bodak—a kind of malicious undead alien.

A bodak looks like a gnarled version of a gray, with its face twisted into a fixed expression of horror mingled with madness. Its formerly large, dark eyes have turned milky-white, and its skin has turned from pale gray to a darker, more ashen shade.

Bodaks pursue agendas that seem to mirror those of the grays in some dark way. Bodaks lurk in dark places, often near human settlements. At night, they emerge from their hiding places and attempt to carry off humans in some diabolical parody of the abductions they carried out in life. The major difference is that humans generally don't survive the crude experiments to which the bodaks subject them.

Fortunately for humankind, bodaks are far more common aboard gray city-ships than they are on Earth. Few of these creatures actually manage to move from the city-ships to Earth; most of the bodaks found on the planet came into being when grays died at the hands of evil creatures while on missions for their people. In fact, encounters with bodaks are often followed by lights in the sky and visitations by grays in search of their lost companions.

Bodaks fight with their fists and their gaze attacks. They never speak, but they can understand Fraal.

### Species Traits

**Acid and Fire Resistance 20 (Ex):** A bodak ignores the first 20 points of acid or fire damage from any single attack.

**Damage Reduction 15/+1 (Su):** A bodak ignores the first 15 points of damage dealt by any nonmagical weapon. In campaigns without magic weapons, the GM can either disregard the bodak's damage reduction or apply it only to certain types of weapons (ballistic, bludgeoning, piercing, slashing, or sonic/concussion).

**Death Gaze (Su):** Any creature within 30 feet of a bodak that meets its gaze must succeed at a Fortitude save (DC 10 + 1/2 the bodak's Hit Dice + its Charisma modifier) or die instantly. This ability is usable at will.

**Electricity Immunity (Ex):** A bodak is immune to electricity damage.

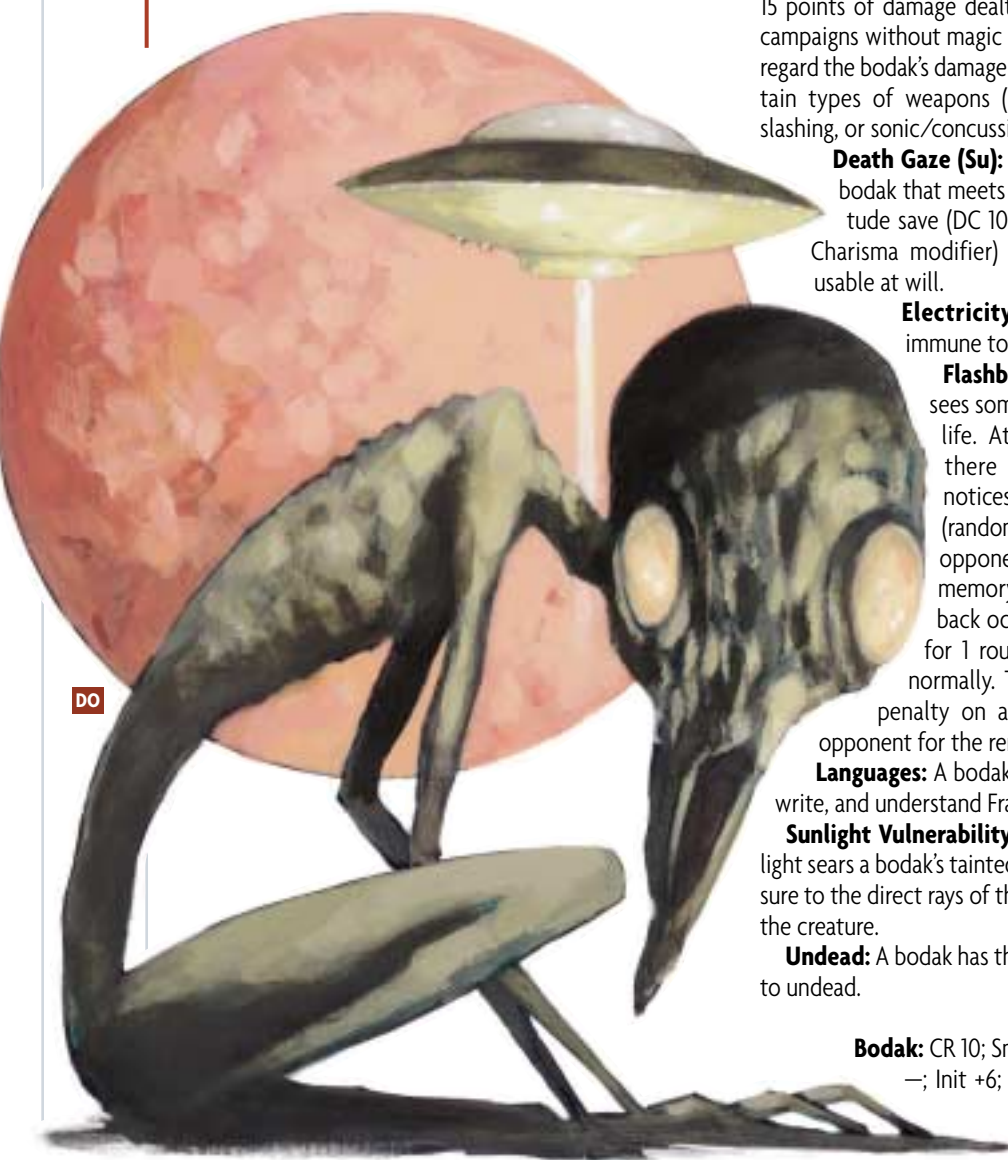
**Flashbacks (Ex):** Occasionally, a bodak sees something that reminds it of its past life. At the start of every encounter, there is a 5% chance that a bodak notices something about an opponent (randomly determined if more than one opponent is present) that triggers its memory of the past. When such a flashback occurs, the bodak takes no actions for 1 round, though it can defend itself normally. Thereafter, it takes a –2 morale penalty on all attack rolls directed at that opponent for the remainder of the combat.

**Languages:** A bodak does not speak, but it can read, write, and understand Fraal.

**Sunlight Vulnerability (Ex):** The merest touch of sunlight sears a bodak's tainted alien flesh. Each round of exposure to the direct rays of the sun deals 1 point of damage to the creature.

**Undead:** A bodak has the traits and immunities common to undead.

**Bodak:** CR 10; Small undead; HD 9d12; hp 58; Mas —; Init +6; Spd 20 ft.; Defense 16, touch 13, flat-footed 14 (+1 size, +2 Dex, +3 natural); BAB +4; Grap +1; Atk



+7 melee (1d4+1, slam); Full Atk +7 melee (1d4+1, slam); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ acid and fire resistance 20, damage reduction 15/silver, death gaze (DC 15), electricity immunity, flashbacks, sunlight vulnerability, undead; AL evil; SV Fort +3, Ref +5, Will +7; AP 0; Rep +0; Str 13, Dex 15, Con —, Int 6, Wis 12, Cha 12.

**Skills:** Hide +11, Listen +9, Move Silently +11, Spot +9.

**Feats:** Dodge, Improved Initiative.

**Advancement:** 10–18 HD (Medium-size); 19–27 HD (Large).

**Advanced Bodak:** CR 11; Medium-size undead; HD 12d12; hp 78; Mas —; Init +6; Spd 20 ft.; Defense 14, touch 11, flat-footed 13 (+1 Dex, +3 natural); BAB +6; Grap +9; Atk +9 melee (1d6+3, slam); Full Atk +9 melee (1d6+3, slam) or +7 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ acid and fire resistance 20, damage reduction 15/silver, death gaze (DC 17), electricity immunity, flashbacks, sunlight vulnerability, undead; AL evil; SV Fort +4, Ref +5, Will +9; AP 0; Rep +0; Str 17, Dex 13, Con —, Int 6, Wis 12, Cha 12.

**Skills:** Hide +12, Listen +11, Move Silently +12, Spot +11.

**Feats:** Dodge, Improved Initiative.

## BOGEYMAN (TEMPLATE)

Tales of blade-wielding bogeymen who stalk and slaughter isolated youths have been part of the world's culture for hundreds of years. From urban legends about “the hook on the door handle” to the lunatics of countless slasher films, these tales reflect humankind's subconscious fear of supernatural retribution for youthful indiscretions.

Despite the fanciful nature of such tales, the bogeyman is decidedly real. A grim, purposeful figure bent on punishing the wicked, this creature haunts the dark woods and back alleys where people gather to pursue illicit activities. When they have completed their lascivious and immoral acts, the bogeyman emerges from hiding to slaughter them, one by one, in a gruesome and horrible fashion. The creature usually leaves the lifeless bodies of its victims grotesquely displayed to warn others that a similar fate awaits them. Most terrifying is the fact that a bogeyman is extremely difficult to kill. Such creatures have been known to survive explosions, electrocution, immersion in freezing water, and even baths in hydrochloric acid.

A bogeyman begins life as a humanoid that feels a certain moral superiority over others. At some point, it becomes consumed with a kind of diabolical might that enables it to exact righteous vengeance according to its own twisted agenda. A bogeyman most often seeks out underage drinkers, recreational drug users, or people who engage in premarital sex for victims.

A bogeyman looks the same as it did when it was a normal humanoid, except for a maniacal gleam in its eyes. Some bogeymen affect unusual clothing, masks, or other accoutrements in keeping with their combat style and need for anonymity.

A bogeyman attacks with slashing weapons and is fearless in combat. No threat to its life holds it back from its self-appointed, grisly tasks.

## Template Traits

“Bogeyman” is an acquired template that can be added to any corporeal humanoid (referred to hereafter as the “base creature”). The creature retains its humanoid type. It uses all the base creature's statistics and special abilities except as noted here.

**Challenge Rating:** Same as base creature +1.

**Defense:** The base creature's natural armor bonus improves by +3.

**Special Qualities:** A bogeyman retains all the special qualities of the base creature and gains the additional special qualities described below.

*Death's Door (Su):* A bogeyman appears to die if reduced to –10 hit points. However, unless it is reduced to its negative Constitution score in hit points, its “death” is only temporary; when the bogeyman's fast healing ability (see below) brings its hit point total to 1 or higher, it springs back to life.

*Fast Healing 5 (Su):* A bogeyman heals 5 points of damage per round until it is reduced to its negative Constitution score, at which point it dies. This ability does not enable the bogeyman to regrow or reattach severed body parts.



**Immunities (Ex):** A bogeyman is immune to disease, mind-affecting effects, necromantic effects, paralysis, poison, and sleep. It is not subject to nonlethal damage.

**Allegiances:** Previous allegiances are lost; Replaced by an allegiance to evil. Changed allegiances might cause the loss of particular class abilities (see Allegiances on page 37 of the *d20 Modern Roleplaying Game*).

**Saves:** Same as the base creature, modified by new ability scores.

**Ability Scores:** A bogeyman gains the following ability score increases: Str +2, Con +4. A bogeyman must have a minimum Constitution score of 11.

**Languages:** A bogeyman rarely speaks, but it can read, write, and understand whatever languages the base creature could.

**Feats:** A bogeyman gains Great Fortitude and Improved Damage Threshold as bonus feats, assuming that it meets the prerequisites and the base creature did not already have those feats. A human bogeyman keeps the extra feat it gained as a 1st-level human character.

**Advancement:** By character class.

**Bogeyman Tough Hero 9:** CR 10; Medium-size humanoid; HD 9d10+63; hp 112; Mas 33; Init +1; Spd 30 ft.; Defense 19, touch 11, flat-footed 18 (+1 Dex, +3 natural, +5 class); BAB +6; Grap +9; Atk +11 melee (1d8+3 nonlethal, unarmed strike); Full Atk +11 melee (1d8+3 nonlethal, unarmed strike) or +9 melee (by weapon) or +7 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ death's door, fast healing 5, immunities; AL evil; SV Fort +13, Ref +4, Will +5; AP 5; Rep +3; Str 16, Dex 12, Con 24, Int 11, Wis 14, Cha 12.

**Occupation:** Law Enforcement.

**Skills:** Hide +7, Intimidate +13, Listen +8, Move Silently +4, Read/Write English, Speak English.

**Feats:** Archaic Weapons Proficiency, Armor Proficiency (light), Blind-Fight, Brawl, Endurance, Great Fortitude, Improved Brawl, Improved Damage Threshold (x3), Power Attack, Simple Weapons Proficiency Sunder.

**Talents:** Damage reduction 1/—, robust, stamina.

**Possessions:** Variety of slashing weapons.

## CAT FOLK

Cat folk are sleek and dangerous humanoids that prowl the cities of humankind. These vain, arrogant creatures consider themselves far superior to the hairless apes that claim to rule the world. Though cat folk have integrated fully into human society, most have found their way into its seedier side. These creatures are often found running prostitution rings, setting up drug distribution networks, or dealing in illicit goods. They prefer to surround themselves with weak-willed humans whom they can coerce into performing most of their dirty work. Humans who ally with or work for these creatures walk a dangerous tightrope—cat folk can be extremely capricious, switching from generous benefactors to murderers over the tiniest slights. Cat folk prefer to live in luxury and tend to covet wealth and power.

In its natural form, a cat folk is an attractive biped standing approximately 6 feet tall and weighing about 120

pounds. Its face and body are humanlike except for several distinctly feline features: a short muzzle, whiskers, vertical pupils, a long, graceful tail, and legs shaped like those of big cats. Its body is covered in soft fur—usually black, although almost any shade is possible. If desired, a cat folk can assume the form of a normal (albeit a bit large) house cat with fur the same color as it has in its normal form. The creature most often takes cat form to hide or run from attackers.

Whatever its form, the mere presence of a cat folk evokes irrational fear in normal felines, usually causing them to flee. For its part, a cat folk is highly disdainful of normal cats, and it attempts to kill any that dare to enter its territory.

Cat folk can attack with either weapons or claws. Against humanoid opponents, a cat folk prefers to use its gaze attack to gain time for either drawing a weapon or escaping.

## Species Traits

**Alternate Form (Su):** As an attack or move action, a cat folk can assume the form of a normal-sized cat or revert to its natural form. In cat form, the creature has the same physical statistics and attributes as a normal cat (see page 232 in the *d20 Modern Roleplaying Game*) but retains its normal Intelligence, Wisdom, and Charisma scores, as well as its normal hit points. A cat folk can remain in either form indefinitely.

**Automatic Languages:** A cat folk reads, writes, and speaks Cat Folk. It can also speak the language of other felines (cats, panthers, tigers, and the like).

**Bonus Feats:** A cat folk receives Alertness as a bonus feat.

**Claws (Ex):** A cat folk has retractable claws that function as natural weapons. Each claw deals 1d4 points of slashing damage (plus the creature's Strength bonus) and threatens a critical hit on a natural 20.

**Feline Aversion (Ex):** Any normal feline (such as a panther, a lion, a housecat, or even a feline moreau) that can smell or see a cat folk must make a successful Will save (DC 10 + 1/2 the cat folk's Hit Dice + its Charisma modifier) or flee in fear. A successful save means the feline is shaken but does not flee. In either case, the feline attacks the cat folk only if cornered. A cat folk is immune to its own feline aversion effect and to those of other cat folk.

**Mesmerizing Gaze (Su):** Any mammalian creature within 30 feet of a cat folk that meets its gaze must make a successful Will save (DC 10 + 1/2 the cat folk's Hit Dice + its Charisma modifier) or be dazed (see page 140 in the *d20 Modern Roleplaying Game*).

**Scent (Ex):** This ability allows a cat folk, regardless of its form, to detect approaching enemies, sniff out hidden foes, and track by sense of smell. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for details)

**Slow Fall (Ex):** A cat folk ignores falling damage from heights of 30 feet or less. When falling from a greater height, it can attempt a Reflex save (DC 15) to halve the damage.

**Cat Folk:** CR 2; Medium-size monstrous humanoid; HD 2d8–2; hp 7; Mas 9; Init +7; Spd 30 ft.; Defense 14, touch 13, flat-footed 11 (+3 Dex, +1 natural); BAB +2; Grap +2; Atk +2



melee (1d4+1, 2 claws); Full Atk +2 melee (1d4+1, 2 claws) or +6 ranged (2d6, Glock 17); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ alternate form, claws, feline aversion (DC 14), mesmerizing gaze (DC 14), scent; AL evil; SV Fort -1, Ref +6, Will +5; AP 0; Rep +0; Str 10, Dex 16, Con 9, Int 12, Wis 14, Cha 16.

**Skills:** Balance +8, Hide +8, Listen +7, Read/Write Cat Folk, Read/Write English, Speak Cat Folk, Speak English, Spot +7, Tumble +7.

**Feats:** Alertness, Improved Initiative, Personal Firearms Proficiency, Simple Weapons Proficiency.

**Possessions:** Glock 17 (9mm autoloader), 50 rounds of ammunition, concealed carry holster, formal outfit.

**Advancement:** By character class.

**Cat Folk Fast Hero 1/Charismatic Hero 2:** CR 5; Medium-size monstrous humanoid; HD 2d8-2 plus 1d6-2 plus 2d6-2; hp 15; Mas 9; Init +7; Spd 30 ft.; Defense 19, touch 18, flat-footed 16 (+3 Dex, +1 natural, +5 class); BAB +3; Grap +3; Atk +3 melee (1d4+1, claws); Full Atk +3 melee (1d4+1, claws) or +7 ranged (2d6, Glock 17); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ alternate form, claws, feline aversion (DC 15), mesmerizing gaze (DC 15), scent; AL evil; SV Fort +1, Ref +10, Will +5; AP 1; Rep +2; Str 10, Dex 16, Con 9, Int 12, Wis 14, Cha 16.

**Skills:** Balance +10, Bluff +6, Disguise +8, Gather Information +7, Hide +11, Knowledge (behavioral science) +5, Knowledge (streetwise) +5, Listen +10, Read/Write English, Read/Write Cat Folk, Speak English, Speak Cat Folk, Spot +10, Tumble +8.

**Feats:** Alertness, Dodge, Improved Initiative, Personal Firearms Proficiency, Simple Weapons Proficiency.

**Talents (Fast Hero):** Evasion.

**Talents (Charismatic Hero):** Charm.

**Possessions:** Glock 17 (9mm autoloader), 50 rounds of ammunition, formal outfit, concealed carry holster, cell phone.

## CHARRED ONE

A charred one is the restless and vengeful spirit of a person who was burned alive, either through the willful or careless act of another or through fire from an infernal source. A charred one exists only to burn the living and exact revenge on those it holds responsible for its death. Its intellect has been replaced by a feral cunning and an insane desire to burn everything around it.

A charred one resembles a human being that has been burned to a blackened husk. Its glowing-red eyes glitter with hatred and malice.

A charred one speaks one language that it knew in life. Its voice sounds like crackling flames.

Despite its solid appearance, a charred one has no physical form and can glide through solid objects. It gives off a shimmering, intense heat that can ignite flammable objects it touches. In combat, a charred one uses its incorporeal touch attack to set opponents afire.



## Species Traits

**Fire Subtype:** A charred one is immune to fire damage. It takes 50% more damage from cold.

**Heat (Su):** The intense heat generated by a charred one's body deals 2d10 points of fire damage to anything it touches. This heat is usually enough to melt nonmagical weapons, but a magic weapon subjected to this effect receives a Fortitude save (DC 10 + 1/2 the charred one's Hit Dice + its Charisma modifier). Flammable items, such as clothing, wood, or paper, are automatically ignited by the touch of a charred one (see *Catching on Fire*, page 213 in the *d20 Modern Roleplaying Game*).

**Incorporeal Subtype:** A charred one has no physical form and can be harmed only by other incorporeal creatures, +1 or better magic weapons, or magic, though it has a 50% chance to ignore any damage from a corporeal source. The charred one can pass through solid objects at will, and its own attacks pass through armor. The charred one moves in complete silence and cannot be heard at all.

**Locate Killer (Su):** If the charred one was created as the result of arson or careless use of fire, it gains the ability to hunt down the perpetrator. This ability is similar to the effect of a *locate object* spell (as if cast by a 5th-level Acolyte), but the creature can locate only the creature responsible for its death. A charred one can use this ability once per day.

**Undead:** A charred one has the traits and immunities common to undead.

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**Charred One:** CR 3; Medium-size undead (fire, incorporeal); HD 5d12; hp 32; Mas —; Init +1; Spd fly 30 ft.; Defense 12, touch 12, flat-footed 11 (+1 Dex, +1 deflection); BAB +2; Grap —; Atk +4 melee (2d10 fire, incorporeal touch); Full Atk +4 melee (2d10 fire, incorporeal touch); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ darkvision 60 ft., fire subtype, heat (DC 13), incorporeal subtype, locate killer, undead; AL chaos, evil; SV Fort +1, Ref +4, Will +7; AP 0; Rep +0; Str —, Dex 13, Con —, Int 6, Wis 17, Cha 13.

**Skills:** Hide +6, Intimidate +6, Listen +11, Read/Write Language (any one), Speak Language (any one), Spot +11.

**Feats:** Lightning Reflexes, Weapon Focus (incorporeal touch).

**Advancement:** 6–10 HD (Medium-size); 11–15 HD (Large).

**Advanced Charred One:** CR 5; Medium-size undead (fire, incorporeal); HD 11d12; hp 71; Mas —; Init +1; Spd 30 ft.; Defense 12, touch 12, flat-footed 11 (+1 Dex, +1 deflection); BAB +5; Grap —; Atk +7 melee (2d10 fire, incorporeal touch); Full Atk +7 melee (2d10 fire, incorporeal touch); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ darkvision 60 ft., fire subtype, heat (DC 15), incorporeal subtype, locate killer, undead; AL chaos, evil; SV Fort +3, Ref +6, Will +12; AP 0; Rep +0 Str —, Dex 13, Con —, Int 6, Wis 17, Cha 13.

**Skills:** Hide +10, Intimidate +10, Listen +13, Read/Write Language (any one), Speak Language (any one), Spot +13.

**Feats:** Iron Will, Lightning Reflexes, Weapon Focus (incorporeal touch).

**Possessions:** None.

## CHEMICAL GOLEM

The chemical golem is a strange construct created from a toxic brew of bizarre chemicals, oils, herbs, and other esoteric ingredients. The creation of such a creature blurs the lines that separate chemistry, magic, and “weird science.” Most people who dabble in this art eventually become irrevocably insane, but whether that result stems from the mind-bending complexity of the work or the constant exposure to deadly toxins is not known.

A typical chemical golem stands about 9 feet tall and weighs approximately 4,000 pounds. Its body is composed of a tough, transparent membrane in the shape of a humanoid, with a face that mimics its creator's. Inside the membrane is a swirling collection of toxic, oily chemicals, merging and separating at random. Although the membrane is strong enough to contain the golem's chemical “ingredients” without leakage, its body still gives off a faint, acrid smell. A chemical golem wears no clothing and carries no possessions.

A chemical golem is incapable of speech, though it can understand any language spoken by its creator.

In combat, a chemical golem strikes with its mighty fists. If faced with several opponents, it makes good use of its breath weapon.

## Species Traits

**Berserk (Ex):** When a chemical golem enters combat, it has a cumulative 1% chance each round of going berserk. When the uncontrolled golem goes on a rampage, it attacks the nearest living creature. If no creature is within reach, it smashes some object smaller than itself, then moves on to spread more destruction. Once the golem goes berserk, no known method can reestablish control.

**Breath Weapon (Ex):** Once every 1d4 rounds, a chemical golem can breathe a 30-foot cone of acid and toxic fumes. Each creature in the area takes 5d6 points of acid damage (Reflex half) and 1d4 points of Constitution damage (Fortitude negates). The DC for both saves is 10 + 1/2 the golem's Hit Dice.

**Chemical Healing (Ex):** A chemical golem does not heal normally, but it can drink toxic liquids (such as acid, poison, or cleaning supplies) to heal itself. The creature heals 1 point of damage per 8 points of Purchase DC that it consumes in toxic chemicals. A chemical golem has no ability to discern which substances can heal it, so its creator must either command it to drink the appropriate chemicals on the spot or provide it with precise commands and a ready supply so that it can heal itself. A chemical golem gains no benefit from drinking a substance not considered immediately harmful to humans. The consumed liquids mix with the chemicals inside the golem and are destroyed.

**Construct:** A chemical golem has the traits and immunities common to constructs.

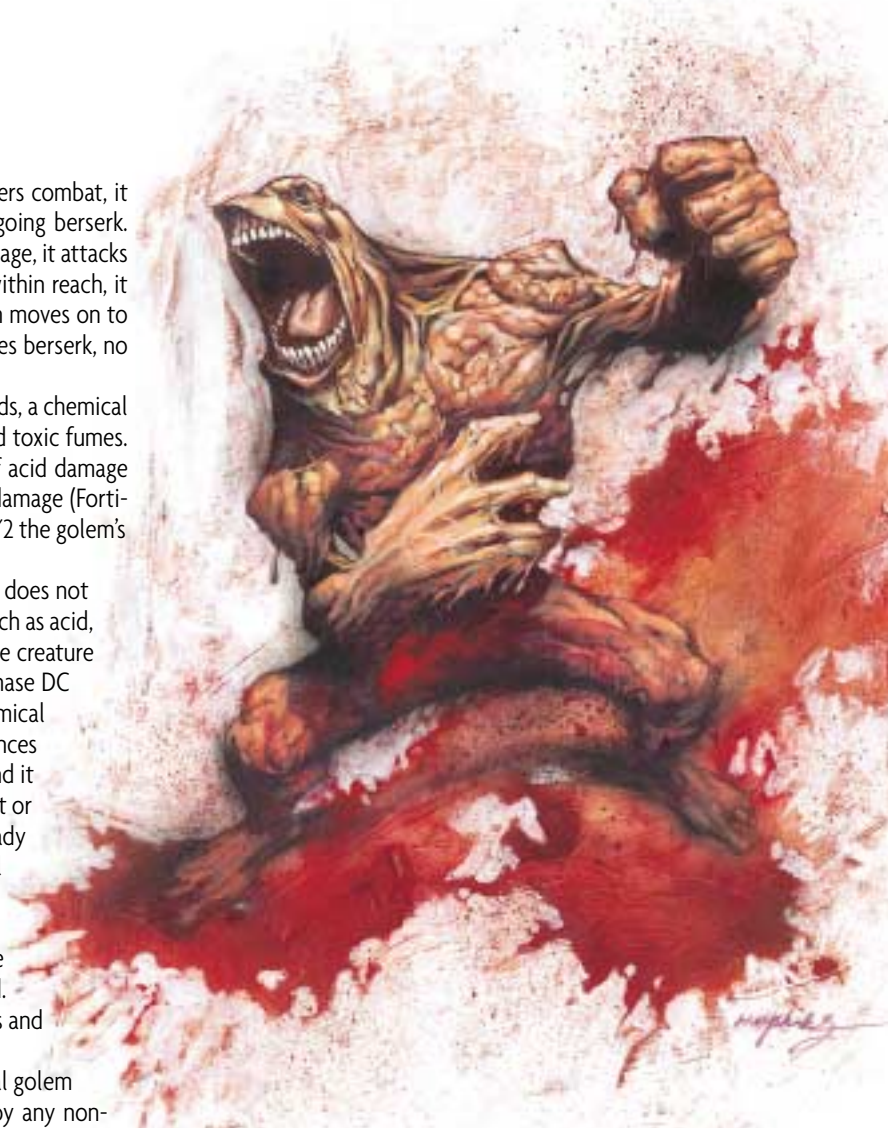
**Damage Reduction 15/+1 (Su):** A chemical golem ignores the first 15 points of damage dealt by any non-magical weapon. In campaigns without magic weapons, the GM can either disregard the chemical golem's damage reduction or apply it only to certain types of weapons (ballistic, bludgeoning, piercing, slashing, or sonic/concussion).

**Magic Immunity (Ex):** A chemical golem is immune to all spells, spell-like abilities, and supernatural effects, except one. A *neutralize poison* spell or effect slows the creature (as the *slow* spell) for 2d6 rounds, with no saving throw.

**Rupture (Ex):** If the chemical golem takes at least 10 points of damage (after damage reduction) from a single hit with a piercing or slashing weapon, its membrane ruptures, spraying a 10-foot cone of burning liquid and noxious fumes in the direction from which the attack originated. Each creature in the area takes 2d6 points of fire damage (Reflex half) and 1d4 points of Constitution damage (Fortitude negates). The DC for both saves is 10 + 1/2 the golem's Hit Dice.

When the chemical golem is reduced to 0 hit points, its membrane collapses, spilling out all the remaining chemicals inside as a 15-foot-radius burst of acid, flame, and deadly gases. Every creature in the area takes 10d6 points of damage (half acid and half fire; Reflex half) and 2d4 points of Constitution damage (Fortitude negates). The DC for both saves is 10 + 1/2 the golem's Hit Dice.

**Chemical Golem:** CR 10; Large construct; HD 9d10; hp 49; Mas —; Init —1; Spd 20 ft (can't run); Defense 20, touch 8, flat-footed 19 (–1 size, –1 Dex, +10 natural); BAB +11; Grap +15; Atk +11 melee (2d8+6, slam); Full Atk +11 melee (2d8+6, 2



slams) or +10 ranged; FS 5 ft. by 5 ft.; Reach 10 ft.; SQ berserk, breath weapon, chemical healing, construct, damage reduction 15/+1, magic immunity, rupture; AL creator; SV Fort +3, Ref +2, Will +3; AP 0; Rep +0; Str 23, Dex 9, Con —, Int —, Wis 10, Cha 1.

**Skills:** None.

**Feats:** None.

**Advancement:** 10–18 HD (Large); 19–27 HD (Huge).

**Advanced Chemical Golem:** CR 13; Huge construct; HD 19d10; hp 104; Mas —; Init –2; Spd 20 ft (can't run); Defense 23, touch 8, flat-footed 18 (–2 size, –2 Dex, +13 natural); BAB +11; Grap +15; Atk +11 melee (2d8+6, slam); Full Atk +11 melee (2d8+6, 2 slams) or +10 ranged; FS 5 ft. by 5 ft.; Reach 10 ft.; SQ berserk, breath weapon, chemical healing, construct, damage reduction 15/+1, magic immunity, rupture; AL creator; SV Fort +6, Ref +4, Will +6; AP 0; Rep +0; Str 31, Dex 7, Con —, Int —, Wis 10, Cha 1.

**Skills:** None.

**Feats:** None.

## CHIMPANZEE

The statistics below represent a chimpanzee, but they can also be used for any ape or monkey of similar size, such as a howler monkey. Most such animals are omnivorous, although some can be quite fierce and aggressive.



A chimpanzee is generally humanoid in form, although all four of its limbs are prehensile. Its fur can be black, white, or any shade of brown, yellow, orange, or red. It has a protruding muzzle and bright, intelligent eyes.

Despite their small statures and wild natures, chimpanzees, howler monkeys, and other primates often demonstrate remarkable strength and cunning. In battle, they attack with teeth and fists.

## Species Traits

**Improved Grab (Ex):** To use this ability, the chimpanzee must hit a single opponent that is its own size category or smaller with both slam attacks in the same round. During any round that it grapples such a creature, the chimpanzee may make one additional grapple check as a free action at its highest attack bonus. On a successful hit with such an attack, it automatically deals bite and slam damage to its foe. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for more information.

**Bonus Feat:** A chimpanzee gains Weapon Finesse (slam) as a bonus feat.

**Skill Bonuses:** A chimpanzee gains a +8 species bonus on Climb checks and a +4 species bonus on Jump checks.

**Chimpanzee:** CR 1/3; Small animal; HD 1d8+1; hp 5; Mas 13; Init +3; Spd 30 ft., climb 20 ft.; Defense 15, touch 14, flat-footed 12 (+1 size, +3 Dex, +1 natural); BAB +0; Grap -2; Atk +3 melee (1d4+2, bite); Full Atk +3 melee (1d4+2, bite) and -1 melee (1d2+1, 2 slams); FS 5 ft. by 5 ft.; Reach 5 ft; SQ improved grab, low-light vision; AL none or trainer; SV Fort +3, Ref +5, Will +2; AP 0; Rep +0; Str 15, Dex 17, Con 13, Int 2, Wis 14, Cha 8.

**Skills:** Climb +14, Hide +6, Jump +7, Listen +5, Move Silently +6, Spot +5.

**Feats:** Weapon Finesse (slam).

**Advancement:** 2-3 HD (Small).

## CRAWFORDSVILLE MONSTER

First documented in the town of Crawfordsville, Indiana in 1891, these bizarre creatures are actually throwbacks to the Mesozoic era. Drifting high in the sky, nearly invisible to the naked eye, they have coexisted peacefully with humankind for millennia.

A Crawfordsville monster appears as a gigantic amoeba floating through the air. A typical specimen measures 20 feet in diameter but weighs only 500 pounds. The creature has malleable, flipperlike pseudopods that allow it to maneuver and a single nucleus that resembles a gigantic red eye. Ordinarily, a Crawfordsville monster is completely transparent except for its nucleus, but after absorbing a meal, its body takes on a pinkish-red hue that lasts for several hours. When in distress, a Crawfordsville monster emits a piercing, wheezing noise that can be heard several hundred yards away.

Crawfordsville monsters subsist primarily on birds that are attracted to certain pheromones the creatures emit. In recent years, however, these monsters have become much more aggressive, venturing down to the surface of the earth occasionally in search of humans and other land-based creatures to feed their insatiable appetites. A Crawfordsville monster feeds by engulfing its prey, then secreting powerful enzymes to dissolve the food into a pinkish jelly. This substance courses through the monster's body, giving it its characteristic post-meal coloration.

These aerial predators lived an idyllic life until the creation of modern aircraft, which have decimated their populations worldwide. A jet can blast through a Crawfordsville monster with ease, causing only a ripple of turbulence for those inside the plane.

A Crawfordsville monster attacks by slamming with its pseudopods, then attempting to grab and engulf its opponent.

## Species Traits

**Acidic Enzymes (Ex):** Any creature that takes damage from a Crawfordsville monster's slam attack also takes 1d6 points of acid damage from its digestive enzymes. These enzymes continue to dissolve the victim even after the attack, dealing 1d6 points of acid damage each round until the wound is washed with at least 1 pint of water (or some other appropriate liquid).



**Engulf (Ex):** A Crawfordsville monster can simply bowl over opponents up to one size category smaller than itself as a attack action during a move action. This attack affects as many opponents as the monster's body can cover. Each target can make either an attack of opportunity against the Crawfordsville monster or a Reflex save (DC 13) to avoid being engulfed. A successful saving throw indicates that the target has been pushed back or aside (target's choice) as the monster moves forward. An engulfed creature is considered grappled and trapped within the monster's body. A Crawfordsville monster cannot make a slam attack during a round in which it attempts to engulf, but each engulfed creature takes 2d6 points of acid damage on that round and every round thereafter that it remains trapped.

**Immunities (Ex):** A Crawfordsville monster is immune to damage from piercing weapons.

**Natural Invisibility (Su):** A Crawfordsville monster remains invisible even when attacking. Any creature that correctly discerns its location despite being unable to see it has a 50% miss chance on melee and ranged attacks. The miss chance drops to 20% after the Crawfordsville monster has successfully engulfed at least one Small or larger creature or four or more Tiny creatures, because of the pink shade its body acquires. This ability is always active.

**Ooze:** A Crawfordsville monster has the traits and immunities common to oozes.

**Sonic/Concussion Vulnerability (Ex):** A Crawfordsville monster takes double damage from attacks that deal sonic or concussion damage.

**Crawfordsville Monster:** CR 9; Huge ooze; HD 8d10+52; hp 96; Mas —; Init -2; Spd 5 ft., fly 30 ft. (average); Defense 11, touch 6, flat-footed 11 (-2 size, -2 Dex, +5 natural); BAB +6; Grap +23; Atk +13 melee (2d6+9 plus 1d6 acid, slam); Full Atk +13 melee (2d6+9 plus 1d6 acid, 2 slams); FS 15 ft. by 15 ft.; Reach 10 ft.; SQ acidic enzymes, blindsight 60 ft., engulf, immune to piercing weapons, natural invisibility, ooze, sonic/concussion vulnerability; AL none; SV Fort +6, Ref +0, Will -3; AP 0; Rep +0; Str 28, Dex 6, Con 18, Int —, Wis 1, Cha 1.

**Skills:** None.

**Feats:** None.

**Advancement:** 9–18 HD (Huge); 19–27 HD (Gargantuan).

**Advanced Crawfordsville Monster:** CR 12; Gargantuan ooze; HD 19d10+135; hp 239; Mas —; Init -2; Spd 5 ft., fly 30 ft. (average); Defense 13, touch 7, flat-footed 13 (-4 size, -2 Dex, +9 natural); BAB +14; Grap +39; Atk +23 melee (2d8+13 plus 1d6 acid, slam); Full Atk +23/+18/+13 melee (2d8+13 plus 1d6 acid, slam); FS 20 ft. by 20 ft.; Reach 15 ft.; SQ acidic enzymes, blindsight 60 ft., engulf, natural invisibility, ooze, piercing immunity, sonic/concussion vulnerability; AL none; SV Fort +12, Ref +4, Will +1; AP 0; Rep +0; Str 36, Dex 6, Con 22, Int —, Wis 1, Cha 1.

**Skills:** None.

**Feats:** None.

## CRAWLING CLAW

A crawling claw is a horrible construct made from the severed left hand of a humanoid. Animated by a mix of foul

## Create Crawling Claw

Transmutation [Evil]

**Level:** Mage 3; **Components:** V, S, M; **Casting Time:** 1 hour; **Range:** Close (25 ft. + 5 ft./2 levels); **Targets:** Severed human left hands within a 5-foot-radius circle; **Duration:** Instantaneous; **Saving Throw:** None; **Spell Resistance:** Yes (harmless)

You create a number of crawling claws up to twice your caster level. The hands to be transformed must all be within a 5-foot-radius circle. Once created, the group of crawling claws obeys your telepathic commands as long as the instructions are simple and you are within 100 feet. If you give the crawling claws simple standing orders before moving out of range, they obey these orders to the best of their ability until you return and issue new orders. Otherwise, they mill about aimlessly, attacking anything that moves into their space.

*Material Component:* Clippings from a ghoulish fingernails, and a ring that someone else lost.

magic and strange alchemy, these creatures prowl tombs and other forlorn places. They move about by walking on their fingers in a spiderlike manner—in fact, they can easily be mistaken for large, grotesque spiders in darkness.

A crawling claw resembles a severed left hand. The stump drips a clear ichor that exudes the faint scent of formaldehyde and alchemical mixtures.

Though it is not intelligent, a crawling claw retains some of the personality traits of the human from which it was made. For example, a crawling claw made from an anxious person may constantly twitch and tap its fingers, while one made from an angry person might make rude gestures or knot itself up in a fist when excited.

A crawling claw attacks with its clawlike fingernails. While not much of a threat alone, the creature becomes more formidable in the company of others of its kind. Such a group, called an applause, swarms over any creature that enters its territory, attacking without mercy.

## Species Traits

**Construct:** Crawling claws have the traits and immunities common to constructs.

**Gaze Immunity (Ex):** Because it lacks eyes, a crawling claw is immune to gaze attacks.

**Smite Fallen (Ex):** A crawling claw's attacks deal double damage against prone combatants.

**Crawling Claw:** CR 1/3; Diminutive construct; HD 1d10; hp 5; Mas —; Init +0; Spd 20 ft.; Defense 15, touch 14, flat-footed 15 (+4 size, +1 natural); BAB +0; Grap -12; Atk +4 melee (1, claw); Full Atk +4 melee (1, claw); FS 1 ft. by 1 ft.; Reach 0 ft.; SQ construct, gaze immunity, smite fallen, spell resistance 10; AL any; SV Fort +0, Ref +0, Will -3; AP 0; Rep +0; Str 10, Dex 10, Con —, Int —, Wis 5, Cha 5.

**Skills:** None.

**Feats:** None.

**Advancement:** None.

## DEMONIC MACHINE

A demonic machine is an ordinary mechanical device possessed by a fiendish spirit. It has an insatiable appetite for living flesh and blood.

A demonic machine has the normal dimensions, weight, and appearance of its mundane counterpart, and to all outward appearances, it is a perfectly normal machine. Any sort of device that has sufficiently dangerous moving parts—a printing press, a farm combine, an industrial shredder, or the like—is an excellent candidate for fiendish possession.

Demonic machines can function like normal machines of their kinds, and they often do so for long periods, just waiting for a chance to catch an unwary victim off guard in an “unfortunate industrial accident.” Demonic machines do not need living operators; they are perfectly capable of starting and running on their own. They can even move on twisted legs composed of levers, bars, or machine parts.

A demonic machine does not speak. In combat, it extends levers, rails, or other parts of its form to use as claws. It attempts to draw its victim into its works and mangle or shred it.

### Species Traits

**Charm Person (Sp):** Once per day, as a full-round action, the demonic machine can use *charm person* (manifestor level 5th; save DC 8).

**Construct:** A demonic machine has the traits and immunities common to constructs. Unlike most constructs, however, it has an Intelligence score supplied by the demonic force that animates it.

**Damage Reduction 10/+1 (Su):** A demonic machine ignores the first 10 points of damage dealt by any non-magical weapon. In campaigns without magic weapons, the GM can either disregard the demonic machine’s damage reduction or apply it only to certain types of weapons (ballistic, bludgeoning, piercing, slashing, or sonic/concussion).

**Feats:** Though technically a construct, a demonic machine is animated by a fell presence from beyond Shadow. It gains feats as an outsider (1, plus 1 feat per 4 HD beyond 1 HD).

**Grind (Ex):** A demonic machine may make a grind attack (at its normal attack bonus) against a grappled creature, dealing double claw damage plus its Strength modifier.

**Improved Grab (Ex):** To use this ability, the demonic machine must hit an opponent at least one size category smaller than itself with its claw attack. If it gets a hold, it automatically deals claw damage each round that the hold is maintained, and it can grind in the next round. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for more information.

**Machine Possession:** The animating force in a demonic machine is a demon from beyond Shadow. This creature can, at any time, choose to abandon one machine as a free action and possess another as an attack action.

**Skills:** A demonic machine gains skills as if it were an outsider (8 + Int modifier per HD).

**Demonic Machine:** CR 5; Large construct; HD 5d10+15; hp 42; Mas —; Init +3; Spd 30 ft.; Defense 13, touch 8, flat-footed 13 (–1 size, –1 Dex, +5 natural); BAB +3; Grap +12; Atk +7 melee (1d6+5, claw); Full Atk +7 melee (1d6+5, 2 claws); FS 10 ft. by 10 ft.; Reach 5 ft.; SQ construct, damage reduction 10/+1, improved grab, grind (2d6+5), machine possession; AL evil; SV Fort +1, Ref +0, Will +1; AP 0; Rep +0; Str 20, Dex 8, Con —, Int 10, Wis 10, Cha 5.

**Skills:** Bluff +5, Listen +10, Sense Motive +8, Spot +10.

**Feats:** Alertness, Improved Initiative.

**Advancement:** 6–7 HD (Large); 8–15 HD (Huge).

**Advanced Demonic Machine (industrial shredder):** CR 8; Huge construct; HD 8d10+20; hp 64; Mas —; Init +1; Spd 30 ft.; Defense 14, touch 6, flat-footed 14 (–2 size, –2 Dex, +8 natural); BAB +6; Grap +23; Atk +13 melee (2d4+9, claw); Full Atk +13 melee (2d4+9, 2 claws); FS 15 ft. by 15 ft.; Reach 10 ft.; SA improved grab, grind (4d4+9); SQ construct, damage reduction 10/+1, improved grab, grind, possession; AL evil; SV Fort +2, Ref +0, Will +2; AP 0; Rep +0; Str 28, Dex 6, Con —, Int 10, Wis 10, Cha 5.

**Skills:** Bluff +11, Listen +16, Sense Motive +14, Spot +16.

**Feats:** Alertness, Improved Initiative.

## DIMENSIONAL HORROR

Dimensional horrors are creatures from beyond space and time that break the laws of physics by their very existence. Scientists and occultists argue as to whether these creatures come to Earth from other places or are created by dimensional accidents. Whatever their source, they can often be found near sites where great magic or dangerous experiments in nuclear or gravitational physics have been attempted. Dimensional horrors make it their business to guard such places from intrusion, killing any creature larger than a rabbit that approaches. These strange guardians show no need to eat or sleep, but they seem to draw sustenance by remaining near the areas they protect.

A dimensional horror resembles a praying mantis, though it is broader and much more fearsome. Its black and purple carapace rises high over its shoulders to shield its head, which is a nest of eyestalks, pincers, and tentacled, toothy mouths. From either side of this squirming mass juts a massive, scythelike arm covered with sharp tines and hooklike blades of chitin. The creature’s sawlike legs extend from a thick knot of gleaming, black muscle that hangs beneath its lower body.

Invisible and intangible most of the time, dimensional horrors make ideal guardians. Most interlopers who intrude on sites guarded by dimensional horrors simply vanish from the world, never to be seen again. Such places often earn reputations for being haunted or cursed. Local legends may attribute the disappearances to an angry spirit, a fey creature, or even a serial killer.

Some scientists theorize that dimensional horrors protect rifts or tears in space—the larger the rift, the more dimensional horrors flock to defend it. Whether such tears actually generate the creatures or whether they are summoned there from some space beyond remains a point of conjecture.



Communication and negotiation with dimensional horrors is impossible. The creatures are incapable of speech, and they respond only to attacks and intrusions into the places they protect. Even when two or more dimensional horrors are found together, they don't acknowledge one another's presence.

When a dimensional horror attacks interlopers, it attempts to grab a single creature and drag it back into whatever dimension or space it normally inhabits, thereby separating the invader from any allies. Once it reaches the safety of its own reality, the dimensional horror can focus all its fury on its prisoner. Reliable reports of such attacks are understandably rare, but from the few that exist, researchers postulate that dimensional horrors have some capacity to judge the threat that intruders represent. Although normally bound to specific regions, dimensional horrors have been known to track those they view as persistent threats up to 100 miles to eliminate them.

### Species Traits

**Blindsight (Ex):** A dimensional horror can ascertain all creatures and objects within 30 feet in both the normal world and its own coexistent dimension. The dimensional horror's blindsight is not dependent on vision, echolocation, vibrations, or scent; rather, it is gained through an unknown sense that detects the space objects and creatures occupy. Although a dimensional horror can be blinded and deafened normally, nothing can rob it of its blindsight.

**Improved Grab (Ex):** To use this ability, the dimensional horror must hit a single opponent that is its own size category or smaller with both claw attacks in the same round. If it gets a hold, it automatically deals damage for two claw attacks each round that the hold is maintained, and it can attempt to use its shift dimension ability (see below) in the same round. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for more information on the improved grab ability.

**Scent (Ex):** This ability allows a dimensional horror to detect approaching enemies, sniff out hidden foes, and track by sense of smell. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for details. The dimensional horror may use its scent ability against creatures in the normal world even while it is in its coexistent dimension (see below).

**Shift Dimension (Su):** This ability, usable at will, allows the dimensional horror to move from the normal world to a coexistent dimension or back again as a free action. Any creature grappled by the dimensional horror as it shifts must succeed at a Will saving throw (DC 10 + 1/2 the dimensional horror's Hit Dice + its Charisma modifier) or be taken along to the other dimension.

Any creature in this alternate dimension is invisible and intangible with respect to the normal world. Creatures there cannot see or hear dimensionally shifted creatures; to anyone watching a shift from the normal world, it appears that the affected creature simply ceases to exist.

Creatures within the coexistent dimension can see, hear, and affect each other normally, and they can also see and hear the normal world. No visual cue differentiates creatures in one dimension from those in the other, so creatures unwillingly brought to the coexistent dimension may be confused when their companions seem unable to see them anymore. A dimensional horror, however, innately knows which of the two dimensions any creature within range of its blindsight occupies.

A dimension-shifted creature is unable to affect anything in the normal world and can pass through nonshifted objects harmlessly. The coexistent dimension effectively lacks gravity, so a shifted creature can move about at its base speed in any direction or orientation it desires. However, the physics of movement for objects remains the same as in the normal world. A dropped object falls at the same rate as it would in the normal world and comes to rest on the "floor," but creatures and the objects they carry do not fall when dropped and can be pushed through the "floor" or through other objects that are solid in the normal world. Though the coexistent dimension has no atmosphere as such, any shifted creature can breathe normally there. These



phenomena baffle scientists and will likely continue to do so until some safe and reliable means of accessing the alternate dimension is established.

A dimensional horror can remain in the coexistent dimension as long as it wishes. Any other shifted creature or object remains there as long as it is grappled or held by a dimensional horror and for 1 minute thereafter. When that time elapses, the creature instantly shifts back to the normal world. When a dimensional horror dies, all creatures it shifted to the coexistent dimension instantly return to the normal world, along with the corpse of the dimensional horror. Creatures that arrive in the normal world within a solid object or creature are pushed out of the obstruction and into the nearest open space, taking 1d6 points of damage for each 5 feet so traveled. The object or creature within which the shifter arrived is unharmed by the process. Dimensional horrors often take care to hide their victims' bodies in caverns and other open spaces deep underground or in hollow trees, so that when they automatically shift back to the normal world, they will not be obvious.

*True seeing*, *see invisibility*, and similar effects make dimensionally shifted creatures visible to creatures in the normal world, and *dispel magic* returns them there, automatically breaking the grapple of any dimensional horrors that hold them.

Attempts by scientists to harness the dimensional horrors' alternate space have had little success, partially because such efforts seem to attract the attention of dimensional horrors. Nevertheless, a few technological items have been created to combat these terrors from beyond (see the New FX Equipment sidebar).

**Dimensional Horror:** CR 7; Large outsider; HD 6d8+18; hp 45; Mas 16; Init +2; Spd 40 ft.; Defense 18, touch 11, flat-footed 16 (-1 size, +2 Dex, +7 natural); BAB +6; Grap +16; Atk +11 melee (1d6+9, claw); Full Atk +11 melee (1d6+6, 2 claws) and +9 melee (1d8+3, 2 bites); FS 10 ft. by 10 ft.; Reach 10 ft.; SQ blindsight 30 ft., darkvision 60 ft., improved grab, scent, shift dimension (DC 15); AL none; SV Fort +8, Ref +7, Will +7; AP 0; Rep +0; Str 22, Dex 15, Con 16, Int 9, Wis 15, Cha 14.

**Skills:** Listen +11, Navigate +4, Search +5, Sense Motive +6, Spot +11, Survival +11.

**Feats:** Multiattack, Track.

**Advancement:** 7–12 HD (Huge); 13–24 HD (Gargantuan).

**Advanced Dimensional Horror:** CR 13; Gargantuan outsider; HD 14d8+98; hp 161; Mas 24; Init +1; Spd 40 ft.; Defense 21, touch 7, flat-footed 20 (-4 size, +1 Dex, +14 natural); BAB +14; Grap +39; Atk +23 melee (2d6+19, claw); Full Atk +23 melee (2d6+13, 2 claws) and +21 melee (2d8+6, 2 bites); FS 20 ft. by 20 ft.; Reach 15 ft.; SQ blindsight 30 ft., darkvision 60 ft., improved grab, scent, shift dimension (DC 19); AL none; SV Fort +16, Ref +10, Will +11; AP 0; Rep +0; Str 36, Dex 13, Con 24, Int 9, Wis 15, Cha 14.

**Skills:** Listen +19, Navigate +16, Search +15, Sense Motive +16, Spot +19, Survival +19.

**Feats:** Cleave, Multiattack, Power Attack, Track.

## New Equipment

The scientific experimentation needed to develop the equipment below frequently attracted attention from the very horrors that the items were designed to combat. Many people died to bring these items into being, and many more will die unless they can be put to good use.

**Dimensional Transformer:** Acting on the few available reports of the coexistent dimension inhabited by dimensional horrors, scientists set to work attempting to access it. After ten years of study and many disastrous trials, it became clear that only very small objects could safely be shifted to this dimension and then only for short periods. Since then, all efforts have been devoted to miniaturizing the technology and making it more reliable. The result of this development is the dimensional transformer.

A dimensional transformer is a bulky, suppressorlike device that can be attached to nearly any properly fitted handgun or longarm gun barrel with a successful Repair check (DC 15). Once activated (a move action), the dimensional transformer shifts any bullet fired from the gun into the realm of the dimensional horrors. The bullet shifts just before leaving the barrel and remains in the other dimension for only a few seconds. This effect allows the wielder to fire at dimensional horrors and other shifted targets even though they are not visible or tangible. The effects of the target's invisibility still apply (a 50% miss chance, assuming that the shooter targets the correct square). Although its accuracy leaves much to be desired because of this miss chance, the dimensional transformer has proven useful in many encounters with dimensional horrors. The device can shift 200 bullets before it burns out and becomes ineffective.

An interesting side effect of the dimensional transformer was discovered during its first live test. A dimensional horror grabbed a soldier, who managed to escape the creature's grasp after it had taken him to the other dimension. The soldier immediately fired several shots at the creature with his weapon. The bullets had no effect on the dimensional horror, but they struck and killed two of the soldier's compatriots in the normal world before he realized what was happening. When fired in the coexistent dimension, a dimensional transformer shifts bullets into the normal world, allowing them to strike targets there. They then shift back to the coexistent dimension, where they remain for 1 minute before reappearing in the normal world. Fortunately, dimensional horrors seem incapable of manipulating guns well enough to fire them. The potential of the dimensional transformer as a means to flawless, evidence-free assassinations is just one of the many reasons that governments around the world continue to study dimensional horrors and their realm, despite the grave dangers of such experimentation.

*Size:* Small; *Purchase DC:* 34; *Purchase Restriction:* Military; *Weight:* 3 lb.

**Shift Detector:** A shift detector looks like a bulky, portable satellite receiver, but its clumsy shape hides an extremely complicated system designed to project a field of specially charged subatomic particles and detect disturbances in their flow. When a dimensionally shifted creature



enters the field, the detector's alarm sounds, alerting those nearby to the presence of such a creature. (Alternatively, the device can be wired to a networked alert system that relays the alarm elsewhere.) The field projects outward from the shift detector in a 10- to 60-foot radius, and it can detect shifted creatures within or on the other side of objects. Unfortunately, the shift detector is imprecise: It cannot pinpoint the direction of the shifted being, and the fields generated by other shift detectors invariably set it off.

*Size:* Medium; *Purchase DC:* 35; *Purchase Restriction:* Military; *Weight:* 40 lb.

**Shift Extender:** Scientists have been unable to perfect any means of transferring creatures or objects as large as dimensional horrors from one dimension to another. However, they have created a device that extends the amount of time a creature remains shifted once a dimensional horror has taken it to the coexistent dimension. Though it is somewhat awkward to use, this device, called a shift extender, has proven to be highly useful in fighting dimensional horrors.

A shift extender is a surprisingly small device about the size and shape of a brick, with two nets made of long wires and cables extending from the top. When these nets are wrapped around a creature or object weighing no more than 300 pounds, the shift extender is ready for use.

The device activates automatically when the creature or object to which it is attached is shifted to the dimensional horror's realm. Both the shift extender and its attachment remain shifted for an extra 2d10 rounds beyond the usual 1-minute duration after release in the coexistent dimension. If the wearer of the device is grappled again by a dimensional horror during this period, the device resets, providing another 2d10 rounds of extra time after the next release. When the extra time has elapsed, the device and the object or creature to which it is attached return to the normal world. If desired, the wearer can return to the normal world before the time is up by manually shutting off the device. Doing so requires a move action to disconnect the cables.

*Size:* Small; *Purchase DC:* 32; *Purchase Restriction:* Military; *Weight:* 8 lb.

## DINOSAUR, PLESIOSAUR

The plesiosaur (*Elasmosaurus platyrus*) is a massive, water-dwelling dinosaur that feeds primarily on fish and small amphibians. Plesiosaurs are intelligent as animals go, and they seem to be highly curious, especially about ships and other waterborne vessels. Scientists have speculated that their interest stems from the fact that, at least in silhouette, a boat somewhat resembles the body of a plesiosaur.

Averaging 45 feet long and weighing several thousand pounds, a plesiosaur is only nominally amphibious. Though it can travel out of water for short distances, it does so only with great difficulty because its mass is a hindrance without the added buoyancy of water. A plesiosaur's tail is fairly short, but its neck and head account for roughly half of its length. The creature's small head has been

described as "snakelike," and its mouth and throat are so small that it cannot swallow anything larger than 18 inches in any dimension. Though its teeth are extremely sharp, they are better suited for grabbing, holding, and swallowing than for chewing or tearing. In fact, evidence suggests that plesiosaurs employ gastroliths (stones swallowed and stored in the stomach) to aid in the digestive process.

Despite the fact that plesiosaurs cannot actually consume anything larger than big fish, these dinosaurs can be hazardous to waterborne craft because of their intense interest in such vessels. A plesiosaur might nudge a boat a few times in an attempt to determine its nature or gain its attention. If the occupants prove to be aggressive, the dinosaur might fight back by trying to bite either the boat or a creature that falls from it into the water. Beyond incidents of this nature, however, plesiosaurs rarely attack humans. Their primary interests are eating and self-defense.

## Species Traits

**Scent (Ex):** This ability allows a plesiosaur to detect approaching enemies, sniff out hidden foes, and track by sense of smell. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for details.



**Plesiosaur:** CR 10; Gargantuan animal (aquatic); HD 16d8+12; hp 184; Mas 24; Init +0; Spd 10 ft., swim 50 ft.; Defense 12, touch 6, flat-footed 12 (−4 size, +6 natural); BAB +12; Grap +36; Atk +20 melee (2d8+18, bite); Full Atk +20 melee (2d8+18, bite); FS 20 ft. by 20 ft.; Reach 15 ft.; SQ scent; AL none; SV Fort +17, Ref +10, Will +6; AP 0; Rep +0; Str 34, Dex 10, Con 24, Int 2, Wis 13, Cha 9.

**Skills:** Listen +6, Spot +6.

**Feats:** None.

**Advancement:** 17–31 HD (Gargantuan); 32–45 HD (Colossal).

## DINOSAUR, PTERADON

The pteradon is the best known of the dinosaurs called pterosaurs, and the one that has survived the longest. Sightings of the birdlike reptile in various parts of the world date back to the early first millennium. Such reports may have grown into the dragon legends that abounded in Europe and China during the Middle Ages.

A pteradon resembles a long-necked bat with a wingspread of 15 to 20 feet. It has a long, whiplike tail that trails out behind it as it glides through the air. The creature's body is almost entirely built for flight, with a streamlined, aerodynamic shape and powerful leg muscles that can launch it almost straight up into the air on takeoff.

Pteradons normally hunt from the air, gliding along about 100 feet above the ground as they search for prey. Despite documented incidents in which pteradons have attempted to carry off pets and small children, these creatures seem to prefer the role of scavenger to that of predator. Pteradons are easily frightened by creatures and objects their own size or larger, such as cars, trucks, and other dinosaurs; however, they fiercely stand their ground against smaller opponents, especially if food is involved.

A pteradon attacks with its massive beak and sharp talons. When attacking from the air, it generally tries to grapple its prey and carry it aloft, then drop it from a height to take some of the fight out of it before retrieving it again. Pteradons don't like to fly long distances while carrying struggling victims, so this maneuver may be repeated several times with particularly feisty prey.

### Species Traits

**Scent (Ex):** This ability allows a pteradon to detect approaching enemies, sniff out hidden foes, and track by sense of smell. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for details.

**Pteradon:** CR 2; Large animal; HD 4d8; hp 18; Mas 10; Init +3; Spd 20 ft., fly 40 ft. (good); Defense 15, touch 13, flat-footed 12 (+3 Dex, +2 natural); BAB +2; Grap +7; Atk +2 melee (1d8+1, bite); Full Atk +2 melee (1d8+1, bite) and −3 melee (1d4+1, 2 claws); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ scent; AL none; SV Fort +3, Ref +6, Will +2; AP 0; Rep +0; Str 12, Dex 16, Con 10, Int 2, Wis 12, Cha 5.

**Skills:** Listen +3, Move Silently +8, Spot +6.

**Feats:** None.

**Advancement:** 5–8 HD (Large); 9–14 HD (Huge).

## DINOSAUR, TYRANNOSAUR

The tyrannosaur (*Tyrannosaurus rex*) was the largest land-dwelling carnivore to walk the Earth during the late Mesozoic era. Though thought to have become extinct eons ago, tyrannosaurs are still occasionally sighted in remote wilderness areas.

Standing almost 20 feet tall, the tyrannosaur is a biped with a long, muscular tail. Its heavy, tapered skull features powerful jaws containing sharp, serrated teeth up to 6 inches long. Its almost vestigial forelimbs seem tiny compared to the rest of its bulk. Though the tyrannosaur can emit a deafening roar, it usually does so only to warn off other predators from a kill, or to establish its territory. Tyrannosaurs roar primarily at dusk and dawn, when the noise carries over longer distances.

Tyrannosaurs are opportunistic hunters, though not always predators. If they can get food more easily by scavenging than by hunting, they do so. When it does stalk prey, the tyrannosaur approaches by stealth, using trees for cover when possible, then lurks until a good opportunity for attack presents itself. The moment its potential prey is distracted, the tyrannosaur charges out from cover, hoping to overtake the target before it can escape.

### Species Traits

**Improved Grab (Ex):** To use this ability, the tyrannosaur must hit an opponent two or more size categories smaller than itself with its bite attack. If it gets a hold, it shakes the grabbed opponent back and forth, automatically dealing bite damage each round. Once the opponent stops resisting, the tyrannosaur attempts to swallow on its next turn. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for more information.

**Scent (Ex):** This ability allows a tyrannosaur to detect approaching enemies, sniff out hidden foes, and track by sense of smell. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for details.

**Swallow Whole (Ex):** If a tyrannosaur begins its turn with an opponent two or more size categories smaller than itself held in its mouth, it can attempt a new grapple check as though trying to pin the opponent. If it succeeds, it swallows its opponent, automatically dealing bite damage. Once inside the tyrannosaur, the opponent takes bludgeoning damage equal to the tyrannosaur's bite attack plus 1d6 points of acid damage per round from the monster's gizzard. A successful grapple check allows the swallowed creature to climb out of the gizzard and return to the tyrannosaur's maw, where another successful grapple check is needed to get free. Alternatively, the swallowed creature can attack from inside the gizzard using claws or a Small or Tiny slashing weapon. Dealing at least 25 points of damage to the gizzard (Defense 20) in this way creates an opening large enough to permit escape. Once the creature exits, the tyrannosaur must make a successful Fortitude save (DC 20) or die, whether or not the full amount of damage was dealt with a single blow. A Huge tyrannosaur's gizzard can hold 2 Medium-size, 8 Small, 32 Tiny, or 128 Diminutive or smaller opponents.



**Tyrannosaur:** CR 11; Huge animal; HD 20d8+80; hp 170; Mas 19; Init +1; Spd 40 ft.; Defense 14, touch 9, flat-footed 13 (-2 size, +1 Dex, +5 natural); BAB +15; Grap +32; Atk +22 melee (4d6+13, bite); Full Atk +22 melee (4d6+13, bite); FS 10 ft. by 10 ft.; Reach 15 ft.; SQ improved grab, scent, swallow whole; AL none; SV Fort +16, Ref +13, Will +8; AP 0; Rep +0; Str 28, Dex 12, Con 19, Int 2, Wis 15, Cha 10.

**Skills:** Listen +11, Spot +11.

**Feats:** None.

**Advancement:** 21–36 HD (Gargantuan); 37–54 HD (Colossal).

## DOOM HAG

The doom hag is a horrible creature that lurks in abandoned buildings, secluded woods, and spots where murders have taken place. It is said that these foul creatures are the withered spirits of demented spinsters who were feared and reviled by people who knew them in life. Doom hags take sadistic pleasure in tormenting and then slaying intelligent creatures that wander into their territories.

Standing 6 feet tall and weighing 175 pounds, a doom hag resembles a grizzled crone. It is always clad in a shabby, tattered dress and shawl of a drab color. Although the doom hag's long black hair is matted and filthy, it floats gently around the creature's face, shrouding it in darkness. Instead of walking, the doom hag floats a few inches above the ground, letting its gnarled feet dangle uselessly below. When a doom hag dies, its form dissolves into a foul-smelling vapor that forever taints the surrounding landscape.

A doom hag typically uses its *confusion* ability to get a potential victim thoroughly lost before closing in for the kill. Despite its emaciated appearance, a doom hag is incredibly strong and can rend flesh with ease. The creature takes care to leave bits of its victims' clothing and spatters of gore at the sites of its kills to draw in others who come to look for the missing persons.

### Species Traits

**Confusion (Sp):** A doom hag can use *confusion* three times per day, as the spell cast by a 9th-level Mage (Will save negates; save DC 14 + the doom hag's Charisma modifier).

**Mimicry (Ex):** A doom hag can imitate (but not necessarily understand) the sounds made by any person or animal it hears.

**Natural Invisibility (Su):** During daylight, a doom hag is naturally invisible and remains so even when attacking. Any creature that correctly discerns the doom hag's location despite being unable to see it has a 50% miss chance on melee and ranged attacks. This ability is always active, but the doom hag can suppress it for 1 round with a successful Concentration check (DC 15). A new check at the same DC is required for each subsequent round that it wishes to remain visible. The doom hag is visible from sundown to sunup.

**Rend (Ex):** If a doom hag hits with both claw attacks, it latches onto the opponent's body and tears the flesh. The rending attack deals damage as a claw attack plus 1.5 times the doom hag's Strength modifier.

**Skill Bonus:** A doom hag blends into the gloom, gaining a +4 species bonus on Hide checks at night or in darkness.

**Undead:** A doom hag has the traits and immunities common to undead.

**Doom Hag:** CR 6; Medium-size undead; HD 6d12; hp 39; Mas —; Init +0; Spd fly 30 ft. (perfect); Defense 18, touch 10, flat-footed 18 (+8 natural); BAB +3; Grap +7; Atk +8 melee (1d4+4, claw); Full Atk +8 melee (1d4+4, 2 claws); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ *confusion* (DC 17), darkvision 60 ft., mimicry, natural invisibility, rend 1d4+6, undead; AL chaos, evil; SV Fort +2, Ref +2, Will +8; AP 0; Rep +0; Str 18, Dex 10, Con —, Int 15, Wis 17, Cha 16.

**Skills:** Bluff +11, Concentration +8, Hide +8 (+12 at night or in darkness), Intimidate +8, Knowledge (arcane lore) +10, Listen +10, Move Silently +8, Read/Write Language (any three), Speak Language (any three), Spot +10.

**Feats:** Simple Weapons Proficiency, Stealthy, Weapon Focus (claw).

**Possessions:** Tattered clothing, collections of scalps, teeth, and thighbones.

**Advancement:** 7–15 HD (Medium-size).





## DREAD TREE

A dread tree is an enormous, gnarled tree that has somehow gained a modicum of sentience, a streak of cruelty, and a craving for blood. According to certain myths, the dread tree was once an ordinary oak until its roots were watered by the blood of an innocent murdered beneath its boughs.

These fell creatures are typically found in the least explored regions of the world, although occasionally a dread tree has appeared in a populated area. A forest that hosts a dread tree is typically thought to be haunted, at least by the locals, and missing persons reports abound in the general area around it.

A dread tree resembles an ancient oak with black bark and huge, glossy leaves that droop heavily from its branches. Anyone who stares long enough at its trunk can discern a twisted, evil-looking face in the bark. A dread tree has at least two branches that end in humanlike hands, although these limbs are usually hidden among its leaves. These misshapen branches are much more noticeable in the winter months, when the tree loses its foliage. In the summer and late fall, a dread tree produces fruits resembling luscious cherries. These fruits emit a sweet fragrance that most mammals find irresistible, but they induce unconsciousness in creatures that consume them.

Unless prey is immediately within its grasp, a dread tree remains perfectly still during daylight hours. At night, however, it can uproot itself and walk with a shambling gait if so desired. This mobility enables the dread tree to move to an area where food is more plentiful after exhausting the available “game” in its former forest.

A dread tree cannot speak any language, but it emits a horrible creaking sound when angered.

Although a dread tree gains its basic sustenance through photosynthesis and water, it cannot grow without consuming the blood of living creatures. Typically, a dread tree allows potential prey to eat its fruit before attacking, in the hope that its victim will fall unconscious beneath it. The plant attempts to grab any creature that is unaffected by its fruit before it can move out of reach. After making a kill, the tree squeezes every drop of blood from the carcass onto its roots.

### Species Traits

**Blindsight (Ex):** A dread tree is blind but can ascertain all creatures and objects within 30 feet just as a sighted creature would. Beyond that range, all targets have total concealment with respect to the dread tree (see Concealment in the *d20 Modern Roleplaying Game*).

**Double Damage against Objects (Ex):** A dread tree that makes a full attack against an object or structure deals double damage to it.

**Fire Vulnerability (Ex):** A dread tree takes 50% more damage from fire attacks.

**Improved Grab (Ex):** To use this ability, the dread tree must hit an opponent at least one size category smaller than itself with its slam attack. If it gets a hold, it automatically deals slam damage each round that the hold is maintained, and it can smash in the next round (see below). See

Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for more information.

**Intoxicating Fruit (Ex):** The fruit of a dread tree produces a scent that is extremely intriguing to mammals. Any such creature within 100 feet of a dread tree must make a successful Will save (DC 10 + 1/2 the dread tree’s Hit Dice + its Charisma modifier) or move into its fighting space. Once there, the creature must make another successful Will save (same DC) or pick and eat the fruit. A creature too small to reach the branches eats fruit that has fallen from the tree.

The fruit contains an ingested poison (Fortitude save DC 18; 1d6 Dex/unconsciousness for 2d6 rounds). The toxin remains viable for 1d6 days after picking.

**Plant:** Dread trees have the traits and immunities common to plants.

**Skills:** Because a dread tree is intelligent, it gains skill points as if it were an animal. A dread tree gains a +16 species bonus on Hide checks made in forested areas.

**Smash (Ex):** A dread tree can smash a grappled opponent into its trunk or on the ground, dealing slam damage every round the hold is maintained.

**Dread Tree:** CR 8; Huge plant; HD 7d8+35; hp 66; Mas —; Init –1; Spd 20 ft.; Defense 20, touch 7, flat-footed 20 (–2 size, –1 Dex, +13 natural); BAB +5; Grap +22; Atk +12 melee (2d6+13, slam); Full Atk +12 melee (2d6+13, slam); FS 10 ft. by 10 ft.; Reach 15 ft.; SQ blindsight 30 ft., double damage against objects, fire vulnerability, intoxicating fruit (DC 14), plant, smash 2d6+13; AL evil; SV Fort +10, Ref +1, Will +4; AP 0; Rep +0; Str 29, Dex 8, Con 21, Int 2, Wis 15, Cha 12.

**Skills:** Hide –6 (+10 in forested areas), Intimidate +4, Listen +5, Spot +5.

**Feats:** None.

**Advancement:** 8–16 HD (Huge); 17–21 HD (Gargantuan).

**Advanced Dread Tree:** CR 12; Gargantuan plant; HD 17d8+119; hp 195; Mas —; Init –1; Spd 20 ft.; Defense 22, touch 5, flat-footed 22 (–4 size, –1 Dex, +17 natural); BAB +12; Grap +41; Atk +25 melee (2d8+17, slam); Full Atk +25/+20/+15 melee (2d8+17, slam); FS 20 ft. by 20 ft.; Reach 15 ft.; SQ blindsight 30 ft., double damage to objects, fire vulnerability, intoxicating fruit (DC 19), plant, smash 2d8+17; AL evil; SV Fort +17, Ref +4, Will +7; AP 0; Rep +0; Str 37, Dex 8, Con 25, Int 2, Wis 15, Cha 12.

**Skills:** Hide –6 (+10 in forested areas), Intimidate +4, Listen +5, Spot +5.

**Feats:** None.

## DROP BEAR

Although the Australian government officially denies the existence of the drop bear, this bloodthirsty cousin of the peaceful koala is the scourge of Australia’s parks and forests. Named for their preferred mode of attack—hurtling down from the shelter of trees onto the heads of unsuspecting creatures—drop bears are responsible for dozens of deaths each year, and that number climbs with each passing season. Although drop bears traditionally feed on rabbits, the decline in the rabbit population has caused them to turn to a more plentiful food source—humans.





Friends and Foes in the *d20 Modern Roleplaying Game* for details.

**Stealthy Pounce (Ex):** If a drop bear leaps upon a flat-footed foe, it can make a full attack even if it has already taken a move action.

**Drop Bear:** CR 1; Medium-size animal; HD 2d8+4; hp 13; Mas 14; Init +2; Spd 30 ft., climb 20 ft.; Defense 14, touch 12, flat-footed 12 (+2 Dex, +2 natural); BAB +1; Grap +4; Atk +4 melee (1d6+4, bite); Full Atk +4 melee (1d6+4, bite) and -1 melee (1d4+2, 2 claws); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ low-light vision, scent, stealthy pounce; AL none; SV Fort +5, Ref +5, Will +1; AP 0; Rep +0; Str 16, Dex 14, Con 14, Int 3, Wis 13, Cha 6.

**Skills:** Balance +5, Climb +6, Hide +5, Move Silently +5, Spot +3.

**Feats:** None.

**Advancement:** 3–5 HD (Medium-size); 6–8 HD (Large).

## ELOHIM

The elohim are inscrutable beings of fire. Their origin is unknown, but strong evidence suggests that they have existed on Earth for millennia. In fact, researchers speculate that the gods, angels, devils, demons, and transcended beings described in the histories of many world religions

may actually have been elohim. If so, it is likely that these creatures were at one time much more populous than they are now, and that they operated more openly in human society. Today, elohim sightings are rare, though reports of encounters with “beautiful aliens” and “angels” are reported relatively often.

An elohim looks like a tall, stunningly beautiful human of any race. No physical differences mark an elohim as a different species, though its unusual grace of carriage and stunning beauty make it stand out in the company of humans.

Egotistical and vain, elohim are nonetheless quite charismatic. Because of their incredible beauty and well-developed skills, most people find their superior air both justifiable and charming. Thus, these creatures are most often found in the highest social strata of any culture in which they choose to live. As top-level executives, highly successful lawyers, drug lords, models, and movie stars, elohim live high-power and high-profile lives.

In ancient times, elohim frequently set themselves up as kings, emperors, angels, or gods. They used humans to play petty games of control and power with little thought for how their actions might affect the world. At some point, however, the elohim were betrayed by one of their own. Their true nature and activities were revealed to humans, who formed secret societies for the sole purpose of rooting out and destroying them. When the elohim began to suffer great losses, they knew a traitor lurked in their midst, but

The minor differences between a drop bear and a koala are discernable only to trained naturalists. A drop bear can even imitate the sleepy demeanor of its genetic cousins as a sort of behavioral camouflage. Because drop bears can so easily be mistaken for koalas, roughly one-third of all fatalities from drop bear attacks occur when well-meaning tourists try to pose with the creatures for souvenir photographs.

Australia’s recent tourism marketing has spawned an internal government conspiracy to disavow the existence of drop bears. The tourist industry certainly can’t sell visitors on the idea of coming to Australia if it becomes known that vicious wild animals masquerading as cuddly koalas routinely kill humans there. Australian officials are aware that certain chemical repellants are effective in discouraging drop bear attacks, but forestry service rangers are forbidden by law from explaining exactly why they so heartily recommend it.

A drop bear prefers to initiate combat by pouncing on an unsuspecting foe. Thereafter, it uses its teeth and claws to tear at its prey.

### Species Traits

**Scent (Ex):** This ability allows a drop bear to detect approaching enemies, sniff out hidden foes, and track by sense of smell. See Special Qualities in Chapter Eight:

they could not decide who it was. Once a unified race, the elohim fell to infighting, and their combined losses in battles with both humans and each other eventually caused them to lose their grip on the world.

The elohim hid for a long time thereafter, unwilling to put their lives at risk by taking significant roles in human affairs. Eventually, the secret societies once dedicated to their destruction died out or lost their focus, becoming associations of mystics. Histories of the elohim's activities passed into the realm of legend and myth, but suspicion and distrust still run rampant among the elohim, and they remain divided and contentious today. Because they are no longer united, they cannot control humankind as they once did. However, if these creatures can expunge the traitors within their ranks and quash the humans' token resistance, they may yet reign supreme again.

Although elohim can use most human weapons, they prefer to assume their fire forms and fight with their flame swords if seriously threatened.

## Species Traits

**Elemental:** An elohim has the traits and immunities common to elementals.

**Fear Aura (Su):** When in its fire form (see below), an elohim projects an aura of righteous wrath that is fearsome to behold. Each creature within 30 feet must succeed on a Will save (DC 10 + 1/2 the elohim's Hit Dice + its Charisma modifier) or cower until the elohim moves out of range, until it stops using its fire form ability, or until 10 rounds have elapsed. Thereafter, the creature is shaken for 24 hours. A creature that makes a successful saving throw or has stopped cowering after a failure is immune to that elohim's fear aura for 24 hours.

**Fire Form (Ex):** At will, an elohim can assume fire form, changing its body and equipment into a pillar of living, semisolid flame. In this form, the elohim can use its flame shield ability and swing its flame sword normally, but any normal, unattended objects it touches immediately catch on fire. Any creature that touches or is touched by an elohim in fire form takes 2d6 points of fire damage; a successful Reflex save (DC 10 + 1/2 the elohim's Hit Dice + its Charisma modifier) halves the damage. A creature that grapples with an elohim in this form takes 4d6 points of fire damage per round of grappling (no saving throw). In fire form, the elohim can deal an extra 2d6 points of fire damage to an opponent with a successful unarmed attack, though it usually prefers to use its flame sword. An elohim in fire form can fly at a speed of 60 feet with perfect maneuverability, and it gains damage reduction 10/+1 and a +10 circumstance bonus on Escape Artist checks. Assuming fire form or reverting to human form requires a full-round action. An elohim that is killed or knocked unconscious while in fire form instantly reverts to its human form.

**Fire Subtype (Ex):** Elohims are immune to fire damage and take 50% more damage from cold attacks.

**Flame Shield (Su):** At will as an attack action, an elohim can summon a shield of semisolid fire that floats near its body. This shield grants the creature a +2 bonus to Defense, and any adjacent foe that makes a melee attack against the elohim takes 1d6 points of fire damage from the shield.

If desired, the elohim can use an attack action to send the flame shield hurtling toward a foe up to 100 feet away with no range penalty. On a successful ranged touch attack, the shield deals 3d6 points of fire damage to the designated foe; a successful Reflex save (DC 10 + 1/2 the elohim's Hit Dice + the elohim's Charisma modifier) halves the damage. The elohim loses the shield's other benefits, and the shield itself disappears.

**Flame Sword (Su):** At will as a free action, an elohim can summon forth a greatsword made of semisolid fire. The elohim must use both hands to wield this weapon, which deals 2d6 points of damage and 3d6 points of fire damage on a successful hit. The sword threatens a critical hit on a roll of natural 20 and deals double damage on a confirmed critical hit. Should the weapon leave the hands of the elohim, it vanishes in a puff of smoke.

**Telepathy (Su):** An elohim can speak telepathically to any other creature within 100 feet. Its telepathic words are comprehensible to any intelligent creature, even if the



creature and the elohim share no common language. An elohim cannot read thoughts, so any creature that receives a telepathic message from an elohim must respond verbally in a language that the latter can understand in order to converse.

**Elohim:** CR 8; Medium-size elemental (fire); HD 7d8+21; hp 52; Mas —; Init +1; Spd 30 ft., fly 60 ft. (perfect; fire form only); Defense 15, touch 11, flat-footed 14 (+1 Dex, +4 natural) or 17, touch 11, flat-footed 16 (+1 Dex, +4 natural, +2 flame shield); BAB +5; Grap +6; Atk +6 melee (2d6+1 plus 3d6 fire, flame sword) or +6 ranged touch (3d6 fire, flame shield); Full Atk +6 melee (2d6+1 and 3d6 fire, flame sword) or +6 ranged touch (3d6 fire, flame shield); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ damage reduction 10/+1 (fire form only), darkvision 60 ft., elemental, fear aura (DC 17), fire form (DC 17), fire subtype, flame shield (DC 17), flame sword, telepathy; AL elohim or any, evil; SV Fort +5, Ref +6, Will +4; AP 0; Rep +0; Str 12, Dex 13, Con 16, Int 14, Wis 15, Cha 19.

**Skills:** Bluff +10, Diplomacy +10, Gather Information +10, Intimidate +10, Investigate +8, Read/Write English, Read/Write Language (any two), Research +8, Search +4, Speak English, Speak Language (any two).

**Feats:** Archaic Weapons Proficiency, Personal Firearms Proficiency, Simple Weapons Proficiency.

**Advancement:** By character class.

**Elohim Charismatic Hero 4:** CR 12; Medium-size elemental (fire); HD 7d8+21 plus 4d6+12; hp 78; Mas —; Init +1; Spd 30 ft., fly 60 ft. (perfect; fire form only); Defense 17, touch 12, flat-footed 16 (+1 Dex, +4 natural, +1 class, +1 equipment) or 19, touch 12, flat-footed 18 (+1 Dex, +4 natural, +1 class, +1 equipment, +2 flame shield); BAB +7; Grap +8; Atk +8 melee (2d6+2 plus 3d6 fire, flame sword) or +9 ranged (2d6, HK MP5) or +8 ranged touch (3d6 fire, flame shield); Full Atk +8/+3 melee (2d6+2 plus 3d6 fire, flame sword) or +9/+4 ranged (2d6, HK MP5) or +8 ranged touch (3d6 fire, flame shield); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ damage reduction 10/+1 (fire form only), darkvision 60 ft., elemental traits, fear aura (DC 20), fire form (DC 20), fire subtype, flame shield (DC 20), flame sword, telepathy; AL evil, elohim or any; SV Fort +7, Ref +8, Will +5; AP 2; Rep +5; Str 12, Dex 13, Con 16, Int 14, Wis 15, Cha 20.

**Skills:** Bluff +18, Diplomacy +18, Gather Information +15, Intimidate +16, Investigate +8, Profession +9, Read/Write (English), Read/Write (Spanish), Research +8, Search +4, Speak (English), Speak (Spanish).

**Feats:** Archaic Weapons Proficiency, Burst Fire, Personal Firearms Proficiency, Renown, Simple Weapons Proficiency, Trustworthy.

**Talents (Charismatic Hero):** Coordinate, fast-talk.

**Possessions:** Light undercover shirt, HK MP5, 60 rounds of 9mm ammunition (2 magazines), cell phone, PDA, briefcase.

## ETOILE

Named for their appearance by the French monks who discovered them, the etoile are a far cry from the celestial creatures that the monks first thought they were.

An etoile resembles nothing so much as a deadly Christmas ornament. Approximately 1 foot tall and 6 inches wide, the spindle-shaped body of an etoile consists of shining metal tines and blades. Three of these tines are actually extendable tentacles fitted with surprisingly dexterous pincers.

The inoffensive appearance of the etoile belies the species' expansionist designs. These creatures seek nothing less than domination of Earth and the enslavement of the human race. The etoile spend their time studying the military capability of nations around the world, infecting humans and other intelligent creatures with a transforming virus and using their slaves to cripple military science and stunt advances in scientific technology. Many who know of the etoile theorize that they came to Earth to prepare it for invasion; others believe the etoile are themselves the invasion force.

An etoile is a natural power source, constantly generating electricity by drawing electrons from the surrounding area. The creatures can directly supply power to devices that require it and operate them independently. Multiple etoile can increase the power available in direct proportion to their number. In theory, if enough etoile worked together, they could generate power for a whole city, though the etoile have no such benefits in mind.

Although their ability to manipulate electricity makes etoile similar to jynxes (see the "Jynx" entry later in this chapter), the two species have entirely different purposes and are deadly enemies—each takes great pains to destroy the other when they meet. Whether this enmity stems from a time before both species came to Earth or from encounters after their arrival, no one can say. The etoile are silent on the matter, and the jynxes keep changing their story.

In combat, an etoile attacks with its pincers, jolting its foes with electricity in the process. It chooses victims to infect with the transforming virus carefully and with an eye toward advancing its agenda.

## Species Traits

**Device Operation (Ex):** At will as an attack action, an etoile can turn on any machine powered by electricity with a touch, even if the device usually requires a key, a passcode, or other security bypass to activate. If the object lacks a power source, it operates for only 1 round after activation. If desired, an etoile can supply continuous power to operate an unpowered device. To do so, it must keep all three pincers in contact with the device, and it can do nothing else except move (assuming it can lift the device). A single etoile generates enough power to continuously operate a desktop computer. Multiple etoile supplying power to the same device increase the available power in direct proportion to their number; that is, doubling the number of etoile doubles the available power, tripling it triples the power, and so on.

**Electric Shock (Ex):** When an etoile hits with a melee or melee touch attack, it can choose to shock its foe for an additional 1d6 points of electricity damage as a free action.

**Electricity Immunity (Ex):** Etoile are immune to electricity.

**Elemental:** An etoile has the traits and immunities common to elementals.

**Mechanical Healing (Ex):** An etoile cannot heal normally. To regain hit points lost to damage, it must either be repaired like a mechanical device or devour the corpse of one of its own kind.

All the normal rules for healing via the Treat Injury skill can be applied to an etoile, but a Repair check rather than a Treat Injury check is required. Any creature (including an etoile) without a mechanical repair kit takes a penalty on Repair checks, just as a character lacking a first aid kit would when making Treat Injury checks.

Alternatively, an etoile can consume the body of a dead etoile to heal itself. This process requires an available etoile corpse and three full-round actions. As soon as consumption is complete, the etoile regains all lost hit points and heals all ability damage.

**Nannite Infection (Ex):** Through a process as yet unknown, an etoile naturally produces microscopic machines known as nannites within its body. Once per day as a free action, it can inject these nannites into a foe it has damaged with a pincer. The nannites function as a disease, attacking the host creature's DNA and transforming its structure and psychology over time.

A creature injected with nannites must immediately make a Fortitude save (DC 10 + 1/2 the etoile's Hit Dice + its Intelligence modifier). On a successful save, the creature's body fights off the infection, destroying the nannites in the process.

On a failed save, the creature immediately takes 1 point of Dexterity damage and 1 point of Wisdom damage. Each day thereafter, the creature must succeed on a new Fortitude save at the same DC or take 1d3 points of Dexterity damage and 1d3 points of Wisdom damage. Two successful saving throws in a row indicate that the creature has fought off the nannite infection, but any damage already taken must heal normally. If an infected creature has an Intelligence score of at least 6 and either its Dexterity or its Wisdom score is reduced to 0 by the disease, it is transformed into a sand slave. Such a creature immediately gains the sand slave template (see the "Sand Slave" entry later in the chapter), and all ability damage previously dealt by the disease is healed. Thereafter, the new sand slave is a servant of all etoile and can no longer be cured of the nannite infection.

Nannite infection has no visible symptoms, and many confuse its debilitating effects with drunkenness or drug use. However, microscopic study of an infected creature's blood or high-resolution x-rays can reveal the nannites and the alterations they have created in its body structure (see the "Sand Slave" entry for more information).

A creature other than an etoile using the Treat Injury skill to treat the disease takes a -10 penalty on Treat Injury checks unless it also has at least 5 ranks in both Knowledge (technology) and Knowledge (physical sciences), or 5 ranks in Disable Device.

Etoile are immune to nannite infection.

**Telepathy (Ex):** Though it cannot produce sounds, an etoile can communicate its thoughts and desires to any creature within 200 feet that it can see, regardless of intervening matter such as glass. The target creature "hears" the etoile's thoughts in whatever language it can most easily understand. However, it cannot communicate thoughts back to the etoile unless it also has telepathy. Etoile do not normally know any languages other than their own thought-speech, so they often rely on their human agents to act as interpreters.

**Etoile:** CR 2; Tiny elemental (air, earth); HD 3d8+3; hp 16; Mas —; Init +3; Spd fly 40 ft. (perfect); Defense 23, touch 15, flat-footed 20 (+2 size, +3 Dex, +8 natural); BAB +2; Grap -8; Atk +7 melee (1d3-2 plus 1d6 electricity, pincer); Full Atk +7 melee (1d3-2 plus 1d6 electricity, 3 pincers); FS 2 1/2 ft. by 2 1/2 ft.; Reach 5 ft; SQ darkvision 60 ft., device operation, electric shock, electricity immunity, elemental, mechanical healing, nannite infection (DC 16), telepathy; AL etoile, evil; SV Fort +4, Ref +6, Will +2; AP 0; Rep +0; Str 7, Dex 16, Con 12, Int 20, Wis 13, Cha 11.

**Skills:** Computer Use +13, Craft (electrical) +13, Craft (mechanical) +13, Demolitions +9, Disable Device +13, Knowledge (technology) +11; Repair +13, Treat Injury +7.

**Feats:** Builder, Cautious, Gearhead, Surgery, Weapon Finesse (pincer).

**Advancement:** By character class.



**Etoile Techie 5:** CR 7; Tiny elemental (air, earth); HD 3d8+3 plus 5d6+5; hp 38; Mas —; Init +3; Spd fly 40 ft. (perfect); Defense 26, touch 18, flat-footed 23 (+2 size, +3 Dex, +8 natural, +3 class); BAB +4; Grap -5; Atk +9 melee (1d3-1 plus 1d6 electricity, pincer); Full Atk +9 melee (1d3-1 plus 1d6 electricity, 3 pincers); FS 2 1/2 ft. by 2 1/2 ft.; Reach 5 ft; SQ darkvision 60 ft., device operation, electric shock, electricity immunity, elemental, mechanical healing, nannite infection (DC 19), telepathy; AL etoile, evil; SV Fort +7, Ref +7, Will +3; AP 2; Rep +2; Str 8, Dex 16, Con 12, Int 20, Wis 13, Cha 11.

**Skills:** Computer Use +18, Craft (electrical) +18, Craft (mechanical) +18, Demolitions +14, Disable Device +18, Knowledge (earth and life sciences) +10, Knowledge (physical sciences) +10, Knowledge (technology) +16, Read/Write English, Read/Write Japanese, Research +13; Repair +18, Treat Injury +7.

**Feats:** Builder, Cautious, Defensive Martial Arts, Educated (Knowledge [physical sciences], Knowledge [technology]), Gearhead, Surgery, Weapon Finesse (pincer).

**Class Features (Techie):** Build robot, extreme machine, jury-rig +2, mastercraft.

**Possessions:** Tiny robot (wheeled, 10 ranks in Disable Device), Diminutive robot (wheeled, 10 ranks in Demolitions).

## FIEND

Otherworldly beings of terrible power, fiends are physical manifestations of evil and corruption that exist to inflict pain, fuel hatred, or spread despair. They are universally violent, greedy, and perverse. Their greatest pleasure is to tempt mortals to become as depraved as they are.

Fiends appear in countless forms, although their physical characteristics often reflect some sin or other vile aspect.

### Species Traits

Fiends share the following traits:

**Darkvision (Ex):** Fiends have darkvision out to a range of 60 feet. Darkvision is black and white only, but it is otherwise like normal sight, and a fiend can function with no light at all.

**Allegiances:** All fiends have a primary allegiance to evil. Fiends may also have an allegiance to either chaos or law.

**Weapon and Armor Proficiency:** Fiends receive either Archaic Weapons Proficiency or Simple Weapons Proficiency as a bonus feat. They are proficient with their natural weapons and any weapon mentioned in their entries. Fiends noted for wearing armor gain the bonus feat Armor Proficiency with whatever type of armor they are accustomed to wearing (light, medium, heavy), as well as all lighter types.

**Languages:** Fiends can speak Abyssal (the language of demons) and a number of additional languages equal to their Intelligence bonus. Fiends with an Intelligence of 8 or higher can also read and write these languages.

**Special:** Fiends cannot be raised from the dead.

### Baal (Unique Archfiend)

The archfiend Baal feeds on the corruption of mortals who hunger for wealth and power. As the gap between rich and poor grows ever wider, Baal grows ever more powerful. In this age of nearly limitless corporate expansion and official policies that favor greed and dehumanization, his power is at an all-time high.

In his normal form, Baal is a slim, black-skinned humanoid with blazing yellow eyes. His face is handsome, though his mouth has a cruel set. A pair of short, curving horns juts from his forehead. In his human form, he moves among humans in the guise of a corporate power broker known as James Ball. In this form, he looks like a trim and fit middle-aged human male with dark hair, penetrating blue eyes, and a remarkably handsome visage.

A confidante of CEOs and an advisor to heads of state, Ball is the perfect role model for wealthy and ambitious people all over the world. Witty, urbane, and irresistible to anyone he so much as winks at, Ball travels the world, dispensing words of wisdom and encouragement in countless corporate boardrooms. In some circles, a private audience with James Ball is worth more than a benediction from the Pope.



The archfiend's goal is nothing short of world domination. By creating a vast disparity between the rich and the poor, he plans to divide society into two classes—wage slaves and their corporate masters—with himself ruling the rulers. Baal approaches his goal by dangling the promise of limitless riches as a reward for depleting natural resources, slashing the workforce, and sacrificing personal ethics. Should any major corporation show signs of humanitarianism, he judiciously plants agents within it to sow the seeds of destruction while pitting other corporate empires against it. In this way, Baal slowly turns the world's movers and shakers into his servants.

**Alternate Form (Su):** At will as a free action, Baal can assume the form of a human male or revert to his normal form. He can retain either form indefinitely.

**Aura of Greed (Su):** Once per day as a free action, Baal can create an aura of greed extending out from his body in a 20-foot radius. Except as noted here, the effect functions like the psionic power *domination* (manifest level 10th). Each creature within this area must make a successful Will save (DC 21) or be overcome with greed. A creature that fails its saving throw must immediately attack another random creature within 60 feet (possibly even Baal himself) and attempt to take its valuables. If no target is within reach, the affected creature must move toward a randomly chosen target it can see and attack it as soon as possible. This effect is Charisma-based and lasts for 1d4 rounds. As a move action, Baal can specify one creature for other affected creatures to attack instead of allowing random targeting. In this case, the Will save DC drops to 15.

**Damage Reduction 10/+2 (Su):** Baal ignores the first 10 points of damage dealt by any weapon with a magical bonus lower than +2. In campaigns without magic weapons, the GM can either disregard Baal's damage reduction or apply it only to certain types of weapons (ballistic, bludgeoning, piercing, slashing, or sonic/concussion).

**Fear Aura (Su):** At will as a free action, Baal can create an aura of fear in a 20-foot radius around himself. This effect is otherwise identical to that of a *fear* spell (caster level 10th; Will DC 21). A creature that succeeds on the saving throw cannot be affected again by Baal's fear aura for 24 hours.

**Immunities (Ex):** Baal is immune to fire and poison.

**Resistances (Ex):** Baal has cold resistance 20 and electricity resistance 20.

**Spell-Like Abilities:** At will—*augury*, *bane*, *bestow curse*, *command*, *comprehend languages*, *confusion*, *detect magical aura*, *discern lies*, *dispel magic*, *enhance ability*, *faith's fury*, *fireball*, *flaming projectiles*, *flaming wrath*, *greater command*, *hold monster*, *inflict critical wounds*, *inflict light wounds*, *inflict moderate wounds*, *inflict serious wounds*, *knock*, *mass inflict light wounds*, *passwall*, *prestidigitation*, *read magic*, *see invisibility*, *telekinesis*, *true seeing*, *wall of fire*. Caster level 10th; save DC 17 + spell level.

**Baal, Charismatic Hero 10/Negotiator 8:** CR 25; Huge outsider; HD 8d8+80 plus 10d6+100 plus 8d8+80; hp 367; Mas 31; Init +4; Spd 30 ft., fly 80 ft. (poor); Defense 34, touch 12, flat-footed 30 (–2 size, +4 Dex, +6 class, +16 natural); BAB +19; Grap +36; Atk +26 melee (2d6+9, claw); Full Atk +26

melee (2d6+9, 2 claws), or +26/+21/+16/+11 melee (by weapon), or +22/+17/+12/+7 ranged; FS 10 ft. by 5 ft.; Reach 10 ft.; SQ alternate form, aura of greed, conceal motive, damage reduction 10/+2, darkvision 120 ft., fear aura, immune to fire and poison, no sweat, react first, resistances, sow distrust, spell-like abilities, talk down several opponents; AL evil, law; SV Fort +25, Ref +17, Will +24; AP 8; Rep +11; Str 28, Dex 19, Con 31, Int 30, Wis 24, Cha 25.

**Occupation:** Entrepreneur.

**Skills:** Bluff +44, Computer Use +18, Concentration +16, Diplomacy +44, Forgery +16, Gamble +26, Gather Information +28, Intimidate +43, Knowledge (arcane lore) +29, Knowledge (behavioral sciences) +34, Knowledge (business) +46, Knowledge (civics) +46, Knowledge (current events) +40, Knowledge (history) +24, Knowledge (technology) +18, Knowledge (theology and philosophy) +16, Listen +13, Profession +41, Read/Write Abyssal, Read/Write Arabic, Read/Write Dutch, Read/Write English, Read/Write French, Read/Write German, Read/Write Greek, Read/Write Italian, Read/Write Japanese, Read/Write Russian, Read/Write Spanish, Research +19, Sense Motive +32, Speak Abyssal, Speak Arabic, Speak Dutch, Speak English, Speak French, Speak German, Speak Greek, Speak Italian, Speak Japanese, Speak Russian, Speak Spanish, Spot +13.

**Feats:** Archaic Weapons Proficiency, Cleave, Confident, Deceptive, Educated, Frightful Presence, Iron Will, Personal Firearms Proficiency, Power Attack, Renown, Simple Weapons Proficiency, Sunder, Trustworthy, Windfall (×4).

**Talents (Charismatic Hero):** Charm (males), coordinate, favor, greater inspiration, inspiration.

**Possessions:** Vast personal and corporate wealth, collection of ancient Middle Eastern religious artifacts.

## Fleshraker (Knife Fiend)

A fleshraker is obsessed with knives and cutting implements of all kinds. This merciless killer prowls the city streets in search of prey and leaves behind horribly mutilated corpses.

A fleshraker is a human-shaped creature that stands 6 feet tall and weighs 175 pounds. It fits the classic description of a demon, with an elongated face, pitch-black eyes, and red, scaly skin. Its mouth, which is usually pulled back in a manic grin, is filled with needlelike teeth, and its tongue can extend nearly a foot. Two small, sharp, curved horns jut from its forehead.

Once it enters the normal world, a fleshraker must take a human life every day. It usually lurks in the streets, wearing normal clothes and a high-collared coat and hat to disguise its unusual features.

A fleshraker prefers to prey on weak and isolated individuals. It takes great pleasure in tormenting and toying with its victim, preferring to inflict several small cuts that bleed profusely before closing in for the final slash. A fleshraker happily uses swords and axes if such are available, but it prefers knives and razors, often carrying more than a dozen on its person. The fiend disdains the use of other weapons and fights barehanded only if sorely pressed. If completely disarmed or confronted by a well-armed force, it attempts to flee.

**Bonus Feat:** A fleshraker gains Archaic Weapons Proficiency as a bonus feat.



**Damage Reduction 10/Ballistic (Ex):** A fleshraker ignores the first 10 points of damage dealt by any non-ballistic weapon.

**Death Hunger (Ex):** A fleshraker that goes 24 hours without killing a human suffers 1d4 points of Constitution damage. This damage cannot be restored until the fleshraker kills a human, at which point the ability damage heals normally.

**Fire Resistance 20 (Ex):** A fleshraker ignores the first 20 points of damage from any attack that deals fire damage.

**Immunities (Ex):** A fleshraker is immune to slashing and piercing weapons.

**Wounding Weapon (Su):** Any slashing weapon wielded by a fleshraker can inflict terrible wounds that bleed profusely. In addition to the normal damage the weapon deals, the target takes 1 point of damage that round and each subsequent round from bleeding. Multiple wounds from a wounding weapon result in cumulative bleeding loss (two wounds for 2 points of damage per round, and so on). A successful Treat Injury check (DC 15) or the application of any *cure* spell stops the bleeding. The weapon does not retain this ability outside the grasp of a knife fiend, although any bleeding wounds it has inflicted continue to bleed if the fleshraker is disarmed.

**Fleshraker (knife fiend):** CR 3; Medium-size outsider; HD 4d8+8; hp 26; Mas 14; Init +4; Spd 30 ft.; Defense 24, touch 14, flat-footed 20 (+4 Dex, +9 natural, +1 leather jacket); BAB +4; Grap +5; Atk +9 melee (1d4+1/19–20, knife); Full Atk +9 melee (1d4+1/19–20, knife) or +9 ranged (1d4+1/19–20, knife); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ damage reduction 10/ballistic, darkvision 60 ft., fire resistance 20, immunities, wounding weapon; AL evil, chaos; SV Fort +6, Ref +8, Will +5; AP 0; Rep +0; Str 12, Dex 18, Con 14, Int 14, Wis 12, Cha 10.

**Skills:** Balance +8, Bluff +4, Disguise +4, Escape Artist +8, Hide +8, Knowledge (arcane lore) +6, Knowledge (behavioral science) +6, Listen +5, Move Silently +8, Read/Write Abyssal, Read/Write English, Read/Write Latin, Speak English, Speak Abyssal, Speak Latin, Spot +5.

**Feats:** Archaic Weapons Proficiency, Simple Weapons Proficiency, Weapon Finesse (knife), Weapon Focus (knife).

**Possessions:** Leather jacket, casual outfit, hat, 12 knives.

**Advancement:** By character class.

**Fleshraker Fast Hero 3:** CR 6; Medium-size outsider; HD 4d8+8 plus 3d8+4; hp 43; Mas 14; Init +8; Spd 30 ft.; Defense 28, touch 21, flat-footed 24 (+4 Dex, +9 natural, +4 class, +1 leather jacket); BAB +6; Grap +5; Atk +11 melee (1d4+1/19–20, knife); Full Atk +11/+6 melee (1d4+1/19–20, knife) or +11/+6 ranged (1d4+1/19–20, knife); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ damage reduction 10/ballistic, darkvision 60 ft., death hunger, fire resistance 20, immunities, wounding weapon; AL evil, chaos; SV Fort +6, Ref +11, Will +6; AP 1; Rep +1; Str 12, Dex 18, Con 14, Int 14, Wis 12, Cha 10.

**Skills:** Balance +10, Bluff +7, Disguise +7, Escape Artist +10, Hide +11, Knowledge (arcane lore) +6, Knowledge (behavioral science) +6, Listen +6, Move Silently +11, Read/Write Abyssal, Read/Write English, Read/Write Latin, Speak English, Speak Abyssal, Speak Latin, Spot +6.

**Feats:** Archaic Weapons Proficiency, Dodge, Improved Initiative, Simple Weapons Proficiency, Weapon Finesse (knife), Weapon Focus (knife).

**Talents (Fast Hero):** Evasion, uncanny dodge 1.

**Possessions:** Leather jacket, casual outfit, hat, 12 knives.

## Harriken (Headsnatcher Fiend)

The harriken resembles a 6-foot-tall human with pale bluish skin and a slender but well-muscled frame clad in tight-fitting black leather fitted with numerous buckles, hooks, and strange clasps. Its demonic head is hairless and covered with small horns. A harriken can detach its head from its body and replace it with the decapitated head of any humanoid creature. In so doing, it can assume the dead creature's form.

To kill a harriken, one must destroy its head. While wearing the head and assuming the form of another creature, a harriken will usually entrust its detached head to loyal underlings or hide it somewhere safe.

**Attach Head (Ex):** As an attack or move action, a harriken can attach a head (either its own detached head or the severed head of any Medium-size humanoid creature) to its headless body. It gains the visual, auditory, and olfactory senses of the creature whose head it wears; if the creature had low-light vision, for instance, the harriken gains this ability for as long as the head is worn.







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The creature from which the head is taken must have died within the past 24 hours; otherwise, any attempt by the harriken to graft the head onto its body fails.

**Body Blindsight (Ex):** A harriken's headless body can sense its surroundings as though it has the blindsight ability (see the *d20 Modern Roleplaying Game*, page 226) with a range of 30 feet. However, without its own head, the harriken loses its darkvision.

**Detach Head (Ex):** As an attack or move action, a harriken can detach the head (either its own head or the severed head of any Medium-size humanoid creature) from its body.

**Disguise Self (Su):** The harriken can assume the appearance of a specific Medium-size humanoid creature by attaching the creature's severed head to its body. The illusion lasts as long as the head remains attached. The harriken does not gain any of the creature's abilities, mannerisms, or knowledge, but it gains a +10 bonus on Disguise checks. Other creatures get a Will save (DC 10 + 1/2 the harriken's Hit Dice + its Charisma modifier) to pierce the illusion if they interact with it (such as by touching the harriken and having that sensory input not match what they see). A *true seeing* spell reveals the harriken's actual horrific appearance.

**Electrical Rejuvenation (Ex):** A harriken is immune to electricity. Furthermore, it heals 1 point of damage for every die of electricity damage it would take normally. For example, a 6d6 *lightning bolt* heals 6 points of damage to the harriken.

**Fire Resistance 10 (Ex):** A harriken ignores the first 10 points of damage from any attack that deals fire damage.

**Indestructible Body (Su):** While its head is attached to its body, a harriken can be killed. However, if its head is detached, the body stops taking damage when reduced to 1

hit point. Any damage dealt to the body that would knock it below 1 hit point is ignored. If the harriken's detached head is found and destroyed (Defense 7; hp 5), the harriken's body is instantly slain.

**Telepathy (Su):** A harriken can communicate telepathically with any creature within 100 feet that has a language.

**Harriken (headsnatcher fiend):** CR 4; Medium-size outsider; HD 4d8+4; hp 22; Mas 13; Init +0; Spd 30 ft.; Defense 21 (+9 natural, +2 leather armor), touch 10, flat-footed 21; BAB +4; Grap +5; Atk +5 melee (1d6+1, slam) or +5 melee (1d8+1/19–20, longsword); Full Atk +5 melee (1d6+1, slam) or +5 melee (1d8+1/19–20, longsword) or +4 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ Attach head, body blindsight, darkvision 60 ft., detach head, disguise self (DC 15), electrical rejuvenation, fire resistance 10, indestructible body, telepathy; AL evil; SV Fort +5, Ref +4, Will +6; AP 0; Rep +0; Str 13, Dex 11, Con 13, Int 16, Wis 15, Cha 16.

**Skills:** Bluff +10, Disguise +10 (+20 when using disguise self ability), Hide +6, Intimidate +9, Listen +6, Move Silently +6, Read/Write Abyssal, Read/Write Languages (any three), Sense Motive +6, Speak Abyssal, Speak Languages (any three), Spot +6.

**Feat:** Heroic Surge (1/day).

**Advancement:** By character class.

## Jumping Jack (Blood Fiend)

The jumping jack first appeared in 1837, just outside London, England. At that time, it was known as the Spring-Heeled Jack. Garbed in outré clothing and breathing blue fire, it terrorized women, taunted policemen, and harassed coach drivers. The creature vanished for a few years at the end of the decade, then reappeared in the 1840s, the 1850s, and the 1870s. Encounters with the jumping jack in England seemed to end in 1904, but several similar sightings occurred in the United States during the 1970s.

This unique creature always appears as a tall, athletically built human male wearing tight oilskin or leather clothing. It has pointed ears and typically sports a pointed goatee, and its protruding eyes blaze with an eerie red flame, as though lit by the fires of hell. In some descriptions, a pair of small horns grows from its forehead.

The jumping jack considers itself something of a sportsman. Its "sport" consists of hunting humans—terrifying them into running, and then pursuing them until they collapse. The jumping jack slashes at its panicked victims with its razor-sharp claws and laughs uproariously at their screams. When pursued by the authorities or other courageous individuals, the jumping jack leads them on a merry chase, howling with glee at their vain efforts to apprehend it.

**Breath Weapon (Su):** Once every 1d4 rounds, the jumping jack can breathe a 15-foot cone of fire. Each creature in the area takes 2d6 points of fire damage; a successful Reflex save (DC 10 + 1/2 the jumping jack's Hit Dice + its Constitution modifier) halves the damage.

**Damage Reduction 10/Silver (Su):** A jumping jack ignores the first 10 points of damage dealt by any unsilvered weapon.

**Immunities (Ex):** The jumping jack is immune to fire and poison.

**Prodigious Leap (Ex):** The jumping jack can ignore the 20-foot move requirement for making long and high jumps. If it does move 20 feet before attempting a jump, the distance jumped is doubled.

**Jumping Jack (blood fiend):** CR 2; Medium-size outsider; HD 1d8+2; hp 6; Mas 14; Init +5; Spd 35 ft.; Defense 18, touch 15, flat-footed 13 (+5 Dex, +3 natural); BAB +1; Grap +2; Atk +2 melee (1d4+1, claw); Full Atk +2 melee (1d4+1, 2 claws) or +6 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ breath weapon (DC 12), damage reduction 10/silver, darkvision 60 ft., immunities, prodigious leap; AL chaos, evil; SV Fort +4, Ref +7, Will +3; AP 0; Rep +0; Str 13, Dex 20, Con 14, Int 11, Wis 13, Cha 12.

**Skills:** Intimidate +4, Jump +8, Read/Write English, Speak English, Tumble +8.

**Feats:** Acrobatic.

**Advancement:** By character class.

**Jumping Jack Fast Hero 9:** CR 11; Medium-size outsider; HD 1d8+2 plus 9d8+18; hp 65; Mas 14; Init +9; Spd 35 ft.; Defense 25, touch 22, flat-footed 20 (+5 Dex, +3 natural, +7 class); BAB +7; Grap +9; Atk +9 melee (1d4+2, claw); Full Atk +9 melee (1d4+2, 2 claws) or +13 ranged (2d6, Colt Python); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ breath weapon (DC 17), damage reduction 10/silver, darkvision 60 ft., immunities, prodigious leap; AL chaos, evil; SV Fort +7, Ref +11, Will +6; AP 5; Rep +3; Str 15, Dex 20, Con 14, Int 11, Wis 13, Cha 12.

**Occupation:** Adventurer.

**Skills:** Hide +14, Intimidate +13, Jump +17, Read/Write English, Speak English, Tumble +17.

**Feats:** Acrobatic, Archaic Weapons Proficiency, Defensive Martial Arts, Dodge, Elusive Target, Heroic Surge, Improved Initiative, Mobility, Simple Weapons Proficiency, Spring Attack.

**Talents:** Evasion, defensive roll, increased speed, uncanny dodge 1, uncanny dodge 2.

**Possessions:** Colt Python (fully loaded).

## Kwevencha (Spider Fiend)

This horrible fiend appears as a 7-foot-tall, 10-foot long spider with coarse fur covering its leathery hide. Its small head bears eight beady black eyes and four black mandibles, which it uses to clamp onto its prey. The kwevencha has eight limbs: two spindly, barb-covered forelegs ending in claws and six walking legs covered with larger barbs that aid in climbing. Small spiders cling to its bloated form.

The kwevencha revels in spinning convoluted plots, and it enjoys staging elaborate traps to snare its prey. However, the fiend isn't particularly bright, and many of its schemes are needlessly complex or flawed on some basic level. A kwevencha kills and devours underlings who point out flaws in its carefully laid plans.

**Damage Reduction 5/Silver (Ex):** A kwevencha ignores the first 5 points of damage dealt by any unsilvered weapon.

**Immunities (Ex):** A kwevencha is immune to poison.

**Improved Grab (Ex):** To use this ability, the kwevencha must hit a Small or Medium-size creature with its bite attack. If it gets a hold, it deals automatic damage with its bite on subsequent rounds (see the *d20 Modern Roleplaying Game*, page 227, for more information on the Improved Grab ability).

**Monstrous Spider Minions:** A kwevencha has 2d6 Tiny monstrous spiders (see the *d20 Modern Roleplaying Game*, page 245–246, for statistics) clinging to its body. It can telepathically command these spiders to attack, but the kwevencha must remain within 100 feet of the monstrous spiders to telepathically control them.

**Poison (Ex):** Bite; contact 1d6 Str/1d6 Str; Fortitude save (DC 10 + 1/2 the kwevencha's Hit Dice + its Constitution modifier) resists.

**Spit Poison (Ex):** A kwevencha can shoot a 20-foot-long line of poisonous spittle at a single target. The save DC and effects of the poison are described above.

**Stability (Ex):** A kwevencha gains a +4 stability bonus on checks to resist trip and bull rush attacks.

**Telepathy (Su):** A kwevencha can communicate telepathically with any creature within 100 feet that has a language.

**Web Cocoon (Ex):** A kwevencha uses a spinneret in its abdomen to weave web cocoons around creatures incapacitated by its poison. A creature trapped inside the cocoon is



immobile, although breathing is possible through the porous webbing. A kwevencha's web cocoon has 20 hit points and a break DC of 26. Dealing damage to the web cocoon deals a like amount of damage to the creature trapped inside.

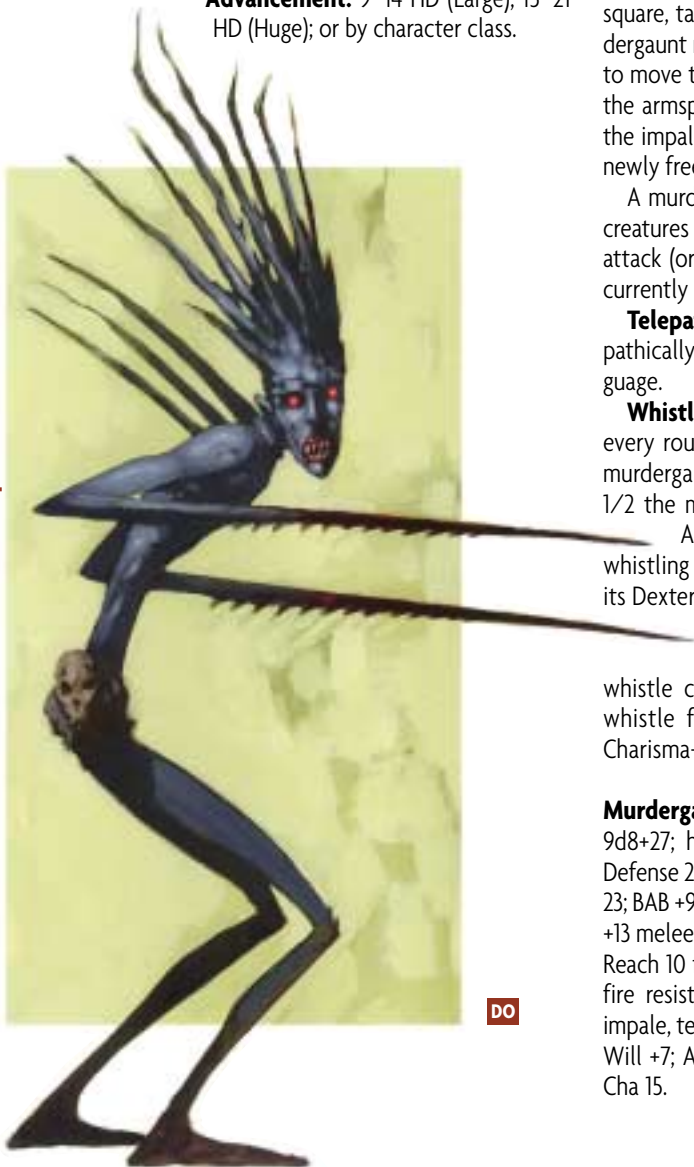
**Skill Bonuses:** A kwevencha gains a +4 species bonus on Balance, Climb, Jump, and Spot checks.

**Kwevencha (spider fiend):** CR 7; Large outsider; HD 8d8+24; hp 60; Mas 20; Init +0; Spd 30 ft., climb 30 ft.; Defense 23 (-1 size, +14 natural), touch 10, flat-footed 23; BAB +8; Grap +18; Atk +13 melee (1d8+6 plus poison, bite) or +7 ranged touch (poison spittle); Full Atk +13 melee (1d8+6 plus poison, bite) and +8 melee (1d6+3, 2 claws) or +7 ranged touch (poison spittle); FS 10 ft. by 10 ft.; Reach 5 ft.; SQ Damage reduction 5/silver, darkvision 60 ft., immunities, improved grab, monstrous spider minions, poison (DC 17), spit poison, telepathy, web cocoon; AL chaos, evil; SV Fort +9, Ref +6, Will +7; AP 0; Rep +0; Str 22, Dex 11, Con 17, Int 8, Wis 13, Cha 12.

**Skills:** Balance +11, Climb +17, Hide +3, Intimidate +8, Jump +13, Listen +8, Move Silently +7, Read/Write Abyssal, Speak Abyssal, Spot +12.

**Feats:** Improved Damage Threshold, Iron Will.

**Advancement:** 9–14 HD (Large); 15–21 HD (Huge); or by character class.



DO

## Murdergaunt (Whistling Fiend)

This fiend resembles a frighteningly thin, black, 10-foot-tall ambling humanoid with long, ropy limbs. Each of the murdergaunt's slim arms ends in a serrated spike used to impale prey. The murdergaunt has hateful green eyes and a cluster of strange, whiplike antennae protruding from the top of its tiny head.

The murdergaunt keeps to the shadows, terrorizing its intended prey with a haunting, whistling dirge.

**Damage Reduction 10/+1 (Ex):** A murdergaunt ignores the first 10 points of damage dealt by any nonmagical weapon. In campaigns without magic weapons, the GM can either disregard the fiend's damage reduction or apply it only to certain types of weapons (ballistic, bludgeoning, piercing, slashing, or sonic/concussion).

**Fire Resistance 10 (Ex):** A murdergaunt ignores the first 10 points of damage from any attack that deals fire damage.

**Immunities (Ex):** A murdergaunt is immune to sonic and concussion damage.

**Impale (Ex):** A murdergaunt that hits with one of its armspikes may choose to impale its opponent. An impaled opponent takes armspike damage each round it remains impaled (on the murdergaunt's turn). An impaled creature must tear free of the serrated armspike to move to another square, taking 1d6 points of damage in the process. A murdergaunt must tear its armspike from an impaled opponent to move to another square or to free the limb; pulling free the armspike deals an automatic 1d6 points of damage to the impaled creature, but the murdergaunt cannot use the newly freed armspike to attack that round.

A murdergaunt can impale two Medium-size or smaller creatures at the same time; however, it cannot make an attack (or attack of opportunity) with an armspike that is currently impaling a foe.

**Telepathy (Su):** A murdergaunt can communicate telepathically with any creature within 100 feet that has a language.

**Whistle (Su):** A murdergaunt can whistle as a free action every round. Creatures within 120 feet who can hear the murdergaunt's horrid tune must make a Will save (DC 10 + 1/2 the murdergaunt's Hit Dice + its Charisma modifier).

Any creature that fails its Will save covers until the whistling stops. A cowering creature is frozen in fear, loses its Dexterity bonus, and can take no actions. In addition, a cowering creature takes a -2 penalty to Defense.

A creature that saves against the murdergaunt's whistle cannot be affected by the same murdergaunt's whistle for 24 hours. The save DC for the whistle is Charisma-based.

**Murdergaunt (whistling fiend):** CR 9; Large outsider; HD 9d8+27; hp 67; Mas 17; Init +3; Spd 40 ft., climb 20 ft.; Defense 25 (-1 size, +2 Dex, +14 natural), touch 11, flat-footed 23; BAB +9; Grap +17; Atk +13 melee (1d6+5, armspike); Full Atk +13 melee (1d6+5, 2 armspikes) or +12 ranged; FS 5 ft. by 5 ft.; Reach 10 ft.; SQ Damage reduction 10/+1, darkvision 60 ft., fire resistance 10, immune to sonic/concussion damage, impale, telepathy, whistle (DC 16); AL evil; SV Fort +9, Ref +9, Will +7; AP 0; Rep +0; Str 18, Dex 16, Con 16, Int 13, Wis 13, Cha 15.

**Skills:** Balance +12, Climb +13, Escape Artist +12, Hide +14, Jump +13, Listen +10, Move Silently +14, Read/Write Abyssal, Read/Write Language (any one), Speak Abyssal, Speak Language (any one), Spot +10, Tumble +12.

**Feats:** Agile Riposte, Dodge, Stealthy.

**Advancement:** By character class.

### Stygilior (Tumor Fiend)

A stygilior appears as a 6-foot-tall, obese humanoid draped with flabby layers of flesh. Scabs and oozing lesions cover its hairless head and body, and its shoulders sport numerous knobby protrusions. Its thick, fleshy arms end in hooklike talons. The stygilior has sickly yellow slits for eyes and a circular, lampreylike maw filled with mucus strands.

The stygilior enjoys devouring diseased flesh, cancerous tissue, and tumors, and it goes to great lengths to obtain a steady supply, usually by preying on patients in hospital wards.

**Damage Reduction 5/Piercing (Ex):** A stygilior ignores the first 5 points of damage dealt by any nonpiercing weapon.

**Disease Sense (Ex):** A stygilior can sense whether a creature is infected with a disease merely by being within 10 feet of it. It cannot sense nannite infection (see the “Etoile” entry for details).

**Frightful Presence (Ex):** A stygilior can use the Frightful Presence feat once per round as a free action. All creatures within 10 feet that can see the stygilior and have fewer levels or Hit Dice than the stygilior must succeed at a Will save (DC 10 + 1/2 the stygilior’s Hit Dice + its Charisma modifier) or take a –2 penalty on attack rolls, saving throws, and skill checks for 1d6+2 rounds. A successful save grants immunity to the stygilior’s frightful presence for 24 hours. Creatures with an Intelligence of 3 or lower are unaffected. This is a mind-affecting ability.

**Immune to Disease (Ex):** A stygilior is immune to diseases of all sorts.

**Invisibility (Sp):** A stygilior can use *invisibility* at will (caster level 6th) as an attack action. It often uses this ability to move through hospital wards unseen.

**Telepathy (Su):** A stygilior can communicate telepathically with any creature within 100 feet that has a language.

**Wounding Gaze (Su):** As a free action, a stygilior can fix its gaze upon a single creature within 30 feet. The target must succeed at a Will save (DC 10 + 1/2 the stygilior’s Hit Dice + its Charisma modifier) or take 1d4+2 points of damage, as though struck by one of the stygilior’s horrible claws. The target need not be looking at the stygilior, and wounds inflicted by this attack leave nasty scars once healed. This is a mind-affecting ability. The save DC is Charisma-based.

**Stygilior (tumor fiend):** CR 4; Medium-size outsider; HD 6d8+12; hp 39; Mas 18; Init –1; Spd 20 ft.; Defense 18 (–1 size, +9 natural), touch 9, flat-footed 18; BAB +6; Grap +8; Atk +8 melee (1d4+2, claw); Full Atk +8 melee (1d4+2, 2 claws) and +3 melee (1d6+1, bite) or +5 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ Damage reduction 5/piercing, darkvision 60 ft., disease sense, frightful presence (DC 15), immune to disease,



*invisibility*, telepathy, wounding gaze (DC 15); AL chaos, evil; SV Fort +7, Ref +4, Will +5; AP 0; Rep +0; Str 15, Dex 8, Con 15, Int 12, Wis 10, Cha 15.

**Skills:** Bluff +11, Intimidate +11, Knowledge (any one) +10, Listen +9, Read/Write Abyssal, Read/Write Language (any one), Sense Motive +9, Speak Abyssal, Speak Language (any one), Spot +9.

**Feats:** Frightful Presence, Improved Damage Threshold.

**Advancement:** 7–8 HD (Medium-size); 9–12 (Large); 13–18 HD (Huge).

### FIRE WISP

Fire wisps are strange creatures composed of agitated gas that ride the winds of storms, seeking living creatures to feed on. Many people find them ethereally beautiful, but their mysterious and enchanting appearance hides a baleful nature. A devilish sentience lurks within a fire wisp, and woe to those who are ignorant of the threat it presents.

A fire wisp resembles a jet of fire between 6 inches and 1 foot high. Green or blue in color, it flickers a like living flame.



Observers often confuse fire wisps with St. Elmo's fire, a brushlike fiery jet that extends from an object or creature—often one that is higher than the surrounding area, such as a ship's mast, church steeple, or even the horns of a cow. The phenomenon occurs when there is a significant difference in electrical charge between the air and the object upon which the fiery glow appears. St. Elmo's fire has been regarded with superstitious awe for centuries and was often thought to be a portent of doom in humankind's earlier days.

Fire wisps appear under circumstances similar to those that produce St. Elmo's fire, but while St. Elmo's fire is relatively harmless, the presence of fire wisps can indeed spell doom for creatures close enough to see them. Fire wisps draw sustenance from living creatures through electrical attacks. The deaths from such attacks are often blamed on lightning strikes, but witnesses know better.

In combat, a fire wisp alights near a living creature and burns it with fire. If several potential targets are present, the fire wisp can jump from one to the next in arcs of green fire, burning each in turn. Whole herds of cattle have been killed in seconds by a few fire wisps attacking in this fashion.

### Species Traits

**Ability Scores:** A fire wisp has no Strength score. It cannot grapple other creatures or be grappled, and it applies its Dexterity modifier instead of its Strength modifier to melee attack rolls.

**Blindsight (Ex):** A fire wisp can detect the electrical currents in and around creatures and objects within 60 feet. This perception reveals their locations as accurately as normal vision would. Beyond that range, all targets have total concealment with respect to the fire wisp (see Concealment in the *d20 Modern Roleplaying Game*).

**Elemental:** A fire wisp has the traits and immunities common to elementals.

**Fire Subtype:** A fire wisp is immune to fire damage and takes 50% more damage from cold attacks.

**Damage Reduction 10/+1 (Su):** A fire wisp ignores the first 10 points of damage dealt by any nonmagical weapon. In campaigns without magic weapons, the GM can either disregard the fire wisp's damage reduction or apply it only to certain types of weapons (ballistic, bludgeoning, piercing, slashing, or sonic/concussion).

**Fiery Leap (Ex):** A fire wisp can attack multiple creatures in the same round by leaping from one to the next. A fire wisp can attack as many creatures in a single round as it can reach with a full round of movement (40 feet), leaving behind visible arcs of green fire between the targets. It makes a separate attack roll for each target, and all attacks are made at the fire wisp's full attack bonus. A leaping fire wisp does not provoke attacks of opportunity as it enters a target's square.

For example, a fire wisp attacks a creature standing 10 feet away. Whether it hits or misses the creature, it can then "leap" to any other target within 30 feet and make a free attack against it. If another target is standing 10 feet away, the fire wisp can attack it and use the 20 feet of movement remaining to reach other targets in range or "double back" and attack the first creature it struck a second time.

**Gaseous (Ex):** The gaseous body of a fire wisp can travel through openings as small as pinholes. A fire wisp cannot enter water or other liquids, but unlike other gaseous creatures, it is affected by wind only if it wishes to be. Even tornado-strength winds pass through a fire wisp with no effect if it wants to fly in a different direction.

**Ignite (Ex):** Any creature that takes damage from a fire wisp catches on fire (see *Catching on Fire* on page 213 in the *d20 Modern Roleplaying Game*).

**Immunities (Ex):** Fire wisps are immune to electricity and fire damage.



**Fire Wisp:** CR 3; Diminutive elemental (fire); HD 2d8; hp 9; Mas —; Init +4; Spd fly 20 ft. (perfect; can't run); Defense 18, touch 18, flat-footed 14 (+4 size, +4 Dex); BAB +1; Grap —; Atk +9 melee touch (1d6 fire, touch); Full Atk +9 melee touch (1d6 fire, touch); FS 1 ft. by 1 ft.; Reach 0 ft.; SQ blindsight 60 ft., damage reduction 10/+1, elemental, fiery leap, fire subtype, gaseous, ignite, immunities; AL evil or none; SV Fort +0, Ref +7, Will +2; AP 0; Rep +0; Str —, Dex 18, Con 10, Int 2, Wis 14, Cha 6.

**Skills:** Listen +3, Spot +3.

**Feats:** None.

**Advancement:** 3–4 HD (Diminutive); 5–6 HD (Tiny).

**Advanced Fire Wisp:** CR 5; Tiny elemental (fire); HD 5d8; hp 22; Mas —; Init +3; Spd fly 20 ft. (perfect; can't run); Defense 15, touch 15, flat-footed 12 (+2 size, +3 Dex); BAB +3; Grap —; Atk +8 melee touch (1d6 fire, touch); Full Atk +8 melee touch (1d6 fire, touch); FS 1 ft. by 1 ft.; Reach 0 ft.; SQ blindsight 60 ft., damage reduction 10/+1, elemental, fiery leap, fire subtype, gaseous, ignite, immunities; AL evil or none; SV Fort +1, Ref +7, Will +3; AP 0; Rep +0; Str —, Dex 16, Con 10, Int 2, Wis 14, Cha 6.

**Skills:** Listen +6, Spot +6.

**Feats:** Heroic Surge (2/day).

## FRAAL (GRAY)

The fraal, dubbed “grays” by humans for the pale gray shade of their skin, first appeared in the United States in 1947, near Roswell, New Mexico. That first visit appears to have been a complete accident: A gray scout ship crashed in the desert, and the U.S. Army team that investigated the incident reported that four bodies were recovered. (Certain accounts claim that a fifth gray was found alive and taken prisoner by the army, but that rumor has never been verified.) During the decade that followed, the grays began abducting humans from North and South America, evidently for examination. According to several sources, the grays were also actively negotiating with the U.S. government for unspecified resources during this period.

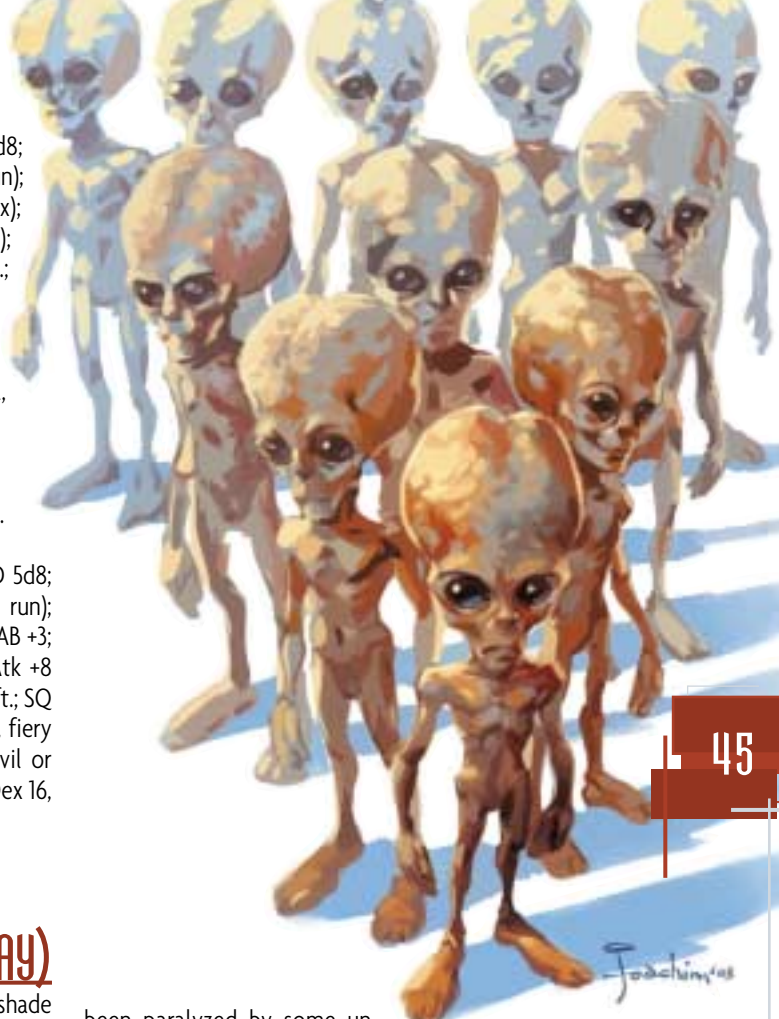
A fraal is a small, gray-skinned humanoid with large eyes and a tiny mouth. Some grays wear suits of shimmering silvery material; others wear nothing except a belt for tools and weapons.

Tales of abduction by grays always follow the same basic script. While traveling at night, one or two people see a bright light in the sky, which often appears to hover a short distance from the ground. Upon investigating, the humans encounter a group of grays. Reports vary as to how the grays capture the humans—some victims claim to have

been paralyzed by some unknown agent; others say they were enticed by a vision or sound. Invariably, however, the humans are somehow brought aboard an alien spacecraft by the little gray creatures.

For what seems like an extraordinarily long time, the grays then perform medical examinations or experiments on the hapless humans. Sometimes these procedures are innocent examinations, sometimes they are painful and invasive, and occasionally they may even be arousing. The attitude of the aliens throughout the process varies from kindly and tolerant to cruel and impatient, depending on the account. When the examinations are over, the grays allow the humans to compose themselves, then return them to Earth—usually to the same spot from which they were taken. Often, the humans return only a few minutes after the initial encounter, even if the examinations seemed to take days.

No one knows why the grays perform these abductions and experiments, or why they choose the people they do. Theories range from the sinister (research for biological warfare or alien eugenics programs) to the innocent (curiosity about Earth and its inhabitants, much like human scientists



### Fraal Scout Ship

Operating this ship efficiently requires the use of the Alien Craft Operation feat.

Name	Crew	Pass	Cargo	Init	Maneuver	Top			Hit	Size	Purchase
						Speed	Defense	Hardness	Points		DC
Fraal scout ship	6	4	500 lb.	+4	+6	4,500 (450)	18	15	56	G	80

investigating a newly discovered species) to the sublime (taking tissue samples from which to recreate the human species after humankind wipes itself out). Occasional accounts from abductees claim that other humans—or perhaps alien-human hybrids—dwell among the grays. If true, this fact may indicate previous, unreported abductions from centuries past.

## The Truth

The aliens known to humans as grays actually call themselves the fraal. They have come to Earth's solar system to study the long-term effects of visits from other alien species on the planet's native sentient race—humanity. The fraal wish to know whether humankind has been physically or psychologically contaminated by centuries of periodic alien contacts. To the fraal, humans are comparatively primitive life forms with an equally primitive culture. Therefore, Earth needs to be sheltered from the galactic community at large until humankind is ready for the truth.

The fraal have visited Earth many times in the past. Some ancient accounts that mention “wheels of fire” in the sky are actually describing the peculiar configuration of fraal landing craft. In a like manner, tales of “little people” in various lands often (but not always) refer to encounters with fraal scouting parties. In fact, during ancient times, the fraal had a permanent base on a large island called Atlantis in the Aegean Sea. They shared the island peacefully with a human colony that had sprung up there. When some sort of accident destroyed the island and all its inhabitants, the remaining fraal left Earth and retreated to the outer reaches of the solar system. Eventually, though, they dared to move closer again, establishing new bases on Mars and on the dark side of Earth's moon. From these bases they periodically launch scout ships to visit Earth and bring back specimens for study.

Despite their desire to avoid interfering with humankind's development, the fraal recognize that visits by other aliens have put humans at risk. Thus, from time to time, they provide advanced technologies that enable humans to develop better defenses. Often such benefits are simply offered directly to human governments and officials.

## Fraal Society

Each of the three fraal city-ships based in Earth's solar system houses a distinct and separate fraal culture. Its inhabitants use the name of the city-ship to identify themselves in the same manner that humans identify themselves by nationality.

The Ahotti ship is stationed on the moon, the Ziljir ship on Mars, and the Iltan ship in orbit between Neptune and

Pluto. Of the three cultural divisions, the Iltans are the friendliest to humankind. Their task is to guard the edge of the solar system and prevent incursions by other alien visitors. For the most part, they are quite successful, though a few other aliens do slip past their defenses from time to time. The Ahotti are primarily responsible for human abductions and experiments. The Ziljirs make occasional diplomatic contacts with human governments to offer technological aid in building defenses.

The fraal are gifted with unusual mental abilities. All of them can broadcast their own thoughts as naturally as humans can speak out loud, but those among them who work directly with humans usually develop their mental powers still further—to astounding degrees, in some cases. Scouting parties in particular are always made up of fraal with highly developed psionic abilities.

In encounters with humans, fraal typically use *suggestion* or *charm person* to gain cooperation. If these attempts fail and the grays are sorely pressed, they defend themselves with their neural pistols.

The first set of statistics given below is for a baseline fraal; the second is for a fraal scout.

## Species Traits

**Ability Scores:** A GM may allow fraal heroes in his or her campaign. Fraal heroes gain all of the fraal species traits and have the following ability score modifiers: Str -4, Con -2, Int +4, Wis +4, Cha +4.

**Automatic Language:** A fraal can read, write, and speak Fraal.

**Psionics (Sp):** At will—*lesser mindlink*; 3/day—*suggestion*. Manifest level 10th; save DC 10 + fraal's key ability modifier + power level.

## Fraal Weapons

The following alien weapons are typical of fraal technology (see Table 1–2 for statistics):

**Mass Pistol:** Using gravity induction technology, this weapon throws an artificial, short-lived mass singularity at its target. This gravity point causes horrible damage but is short-ranged and consumes an enormous amount of energy.

**Neural Pistol:** The fraal created this small gun to facilitate abductions. The neural pistol fires an invisible ray that disrupts the nervous system of the target. The ray is treated as a ranged touch attack, and any living creature struck by the ray must make a successful Fortitude save (DC 20) or be paralyzed for 1d4 minutes.

**Fraal:** CR 1/2; Small humanoid (alien); HD 1d8–1; hp 3; Mas 9; Init +0; Spd 30 ft.; Defense 11, touch 11, flat-footed 11 (+1 size);

TABLE 1–2: FRAAL WEAPONS

Weapon	Damage	Critical	Damage Type	Range Increment	Rate of Fire	Magazine	Size	Weight	Purchase	
									DC	Restriction
<b>Alien Weapons (require the Alien Weapons Proficiency feat)</b>										
Mass pistol	2d6	19–20	Energy	10 ft.	S	4 box	Tiny	2 lb.	32	special <sup>2</sup>
Neural pistol	special <sup>1</sup>	—	Energy	20 ft.	S	5 box	Tiny	0.5 lb	29	special <sup>2</sup>

<sup>1</sup> See the weapon's description (under Fraal Weapons) for more information.

<sup>2</sup> This weapon is not sold on Earth in legitimate or black markets.



BAB +0; Grap -6; Atk -1 melee (1d2-2 nonlethal, unarmed strike) or +1 ranged touch (paralysis for 1d4 rounds, neural pistol); Full Atk -1 melee (1d2-2, nonlethal unarmed strike) or +1 ranged touch (paralysis for 1d4 rounds, neural pistol); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ *psionics*; AL ship; SV Fort -1, Ref +0, Will +5; AP 0; Rep +0; Str 7, Dex 10, Con 9, Int 14, Wis 15, Cha 14.

**Skills:** Concentration +3, Read/Write Fraal, Sense Motive +7, Speak Fraal.

**Feats:** Alien Weapons Proficiency.

**Possessions:** Neural pistol (see Table 2-1: Exotic Weapons for statistics).

**Advancement:** By character class.

**Fraal Charismatic Hero 1/Smart Hero 2/Telepath 3:**

CR 6; Small humanoid (alien); HD 1d6-1 plus 2d6-2 plus 3d6-3; hp 17; Mas 9; Init +0; Spd 30 ft.; Defense 13, touch 13, flat-footed 13 (+1 size, +2 class); BAB +2; Grap -4; Atk +1 melee (1d2-2 nonlethal, unarmed strike) or +1 ranged touch (paralysis for 1d4 rounds, neural pistol); Full Atk +1 melee (1d2-2 nonlethal, unarmed strike) or +3 ranged touch (paralysis for 1d4 minutes, neural pistol); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ *psionics*, trigger power (*charm person*, DC 13); AL ship; SV Fort +1, Ref +2, Will +12; AP 3; Rep +3; Str 7, Dex 10, Con 9, Int 14, Wis 16, Cha 14.

**Occupation:** Academic.

**Skills:** Bluff +8, Computer Use +4, Concentration +6, Diplomacy +10, Gather Information +10, Handle Animal +6, Intimidate +6, Knowledge (behavioral sciences) +11, Knowledge (earth and life sciences) +11, Navigate +6, Pilot 4 ranks, Psicraft +8, Read/Write Fraal, Sense Motive +7, Speak English, Speak Fraal, Speak French, Speak Japanese.

**Feats:** Alien Craft Operation, Alien Weapons Proficiency, Educated, Iron Will, Simple Weapons Proficiency, Trustworthy, Wild Talent (*missive*).

**Talents:** Coordinate, savant (Knowledge [earth and life sciences]).

**Telepath Powers Known** (3/3): 0—*daze* (DC 12), *detect psionics*, *distract* (DC 12); 1st—*attraction* (DC 13), *charm person* (DC 13), *object reading*.

**Possessions:** Neural pistol.

## GARDHYI

Perhaps the most sinister aliens that have ever visited Earth are the eerie gardhyi—humanoid beings from the edge of the galaxy. The gardhyi are scouts sent by an alliance of aliens hailing from far beyond Earth’s solar system. Their mission is to observe Earth and collect data for a planned interplanetary invasion. Chosen for this mission because they resemble humans, the gardhyi move freely among Earth’s major populations, collecting information about the planet’s ability to defend itself and about other alien visitors. Until the gardhyi arrived, the alliance had no idea that other aliens were also interested in Earth, and its members are concerned that these

others—most notably the grays and the sesheyans—might become competitors for Earth’s resources.

A gardhyi stands slightly more than 6 feet tall, has a generally human shape, and is hairless. The creature has two thumbs on each hand and a large second toe on each foot. Its skin is medium-gray in color, and its eyes have no pupils. From a distance, a gardhyi can easily pass for a human, but gardhyi agents working closely with humans must take extra steps to disguise their unusual features. Most hide their odd skin tone with makeup and wear broad-brimmed hats or dark sunglasses to mask their inhuman eyes. Their six-toed feet are easy to hide with footwear, but they tend to keep their hands in the pockets of their long, black coats when interacting with humans.

Their odd appearance, dark clothing, and keen interest in alien sightings have all contributed to the misidentification of gardhyi agents as “men in black.” (In fact, the latter are most often agents of human governments who are trying to collect their own data on alien visitors.)

Gardhyi marked to become agents on Earth are trained to use human weapons in combat instead of alien ones.

## Species Traits

**Automatic Language:** A gardhyi can read, write, and speak Gardhyi.

**Call Shadows (Sp):** Three times per day as a free action, a gardhyi can create an area of intense shadow in a 20-foot





radius around itself. The effect lasts for 1 hour and does not move with the gardhyi. A -2 penalty applies to all Spot and Search checks made within this area.

**Psionics (Sp):** At will—*detect psionics, missive, object reading, sensitivity to psychic impressions*; 3/day—*clairaudience/clairvoyance, inflict pain, mind probe*. Manifest level 9th; save DC 10 + the gardhyi's key ability modifier + power level.

**Gardhyi:** CR 2; Medium-size humanoid (alien); HD 2d8+4; hp 13; Mas 15; Init +3; Spd 30 ft.; Defense 13, touch 13, flat-footed 10 (+3 Dex); BAB +1; Grap +3; Atk +3 melee (1d3+2 nonlethal, unarmed strike) or +5 ranged (2d6, Glock 17); Full Atk +3 melee (1d3+2 nonlethal, unarmed strike) or +5 ranged (2d6, Glock 17); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ *call shadows, psionics*; AL evil; SV Fort +2, Ref +6, Will +2; AP 0; Rep +0; Str 14, Dex 16, Con 15, Int 15, Wis 14, Cha 13.

**Skills:** Hide +7, Move Silently +7, Read/Write Gardhyi, Speak English, Speak Gardhyi.

**Feats:** Personal Firearms Proficiency.

**Advancement:** By character class.

**Possessions:** Glock 17, one extra clip of ammunition.

**Gardhyi Charismatic Hero 3/Telepath 3:** CR 8; Medium-size humanoid (alien); HD 2d8+2 plus 3d6+6 plus 3d6+6; hp 38; Mas 15; Init +3; Spd 30 ft.; Defense 15, touch 13, flat-footed 12 (+3 Dex, +2 class); BAB +3; Grap +5; Atk +5 melee (1d4+2, unarmed strike) or +7 ranged (2d6, Glock 17); Full Atk +5 melee (1d4+2, unarmed strike) or +7 ranged (2d6, Glock 17); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ *call shadows, psionics, trigger power (charm person, DC 13)*; AL evil; SV Fort +5, Ref +9, Will +6; AP 3; Rep +0; Str 14, Dex 16, Con 15, Int 15, Wis 14, Cha 14.

**Occupation:** Investigative.

**Skills:** Bluff +11, Concentration +8, Diplomacy +8, Disguise +10, Gather Information +11, Hide +9, Intimidate +8, Investigate +8, Knowledge (streetwise) +8, Move Silently +9, Psycraft +8, Sense Motive +8, Speak English.

**Feats:** Alien Weapons Proficiency, Combat Expertise, Combat Martial Arts, Deceptive, Low Profile, Personal Firearms Proficiency, Simple Weapons Proficiency, Stealthy.

**Talents:** Charm, favor.

**Telepath Powers:** 0—*burst, daze, finger of fire*; 1st—*attraction, charm person, lesser mindlink*. Manifest level 3rd; save DC 10 + gardhyi's key ability modifier + power level.

**Possessions:** Glock 17, one extra clip of ammunition.

## GHoul (TEMPLATE)

The rise of streptococcal gangrene—the infamous flesh-eating virus—during the late 19th and 20th centuries created a new kind of undead creature—a variation of the ancient ghoul. These modern ghouls are pitiable creatures that still retain whatever knowledge they had in life (including languages) but are trapped in their own disease-ravaged corpses, driven by an agonizing hunger for the flesh of others.

A ghoul is a desiccated version of the creature it once was. A formerly human ghoul may be dressed in the rags of a hospital gown or the scraps of a morgue sheet. Its bones

are clearly visible in spots, and its mottled skin is drawn tight over what remains of its flesh. Its eyes glow like red-hot coals when it attacks.

Ghouls can survive on garbage, and they are often encountered near dumpsters behind restaurants. However, they prefer raw meat, especially meat that has begun to decay. A ghoul that has the luxury of feeding at its leisure often kills its prey, then tucks the body away somewhere to save it for a later repast. A few particularly gruesome encounters with ghouls have occurred in and around hospital biohazard disposal containers, where hospitals collect amputated limbs and excised tissue before incinerating it.

Lone ghouls usually attack only apparently helpless prey, but the creatures sometimes band together in hunting packs to seek out more dangerous prey. They attempt to rend foes with their claws and bite with their disease-ridden teeth.

## Template Traits

“Ghoul” is an acquired template that can be added to any living corporeal creature that has flesh (referred to hereafter as the “base creature”). The creature's type changes to undead. It uses all the base creature's statistics and special abilities except as noted here.

**Challenge Rating:** Same as base creature +2.

**Hit Dice:** Change to d12.

**Defense:** The base creature's natural armor bonus improves by +2.

**Attacks:** A ghoul retains all the attacks of the base creature. It also gains a bite attack and two claw attacks if the base creature didn't already have them. If the base creature did not have bite or claw attacks, use the base damage values in the table below. Otherwise, use the values below or the base creature's base damage, whichever is greater.

Size	Bite Damage	Claw Damage
Fine	1	—
Diminutive	1d2	—
Tiny	1d3	1
Small	1d4	1d2
Medium-size	1d6	1d3
Large	1d8	1d4
Huge	2d6	1d6
Gargantuan	2d8	2d4
Colossal	4d6	2d6

**Special Qualities:** A ghoul retains all the special qualities of the base creature and gains the additional special qualities described below.

**Create Spawn (Su):** If a ghoul's prey contracts advanced necrotizing faciiitis (see below) from the wounds it has sustained and dies from the disease, it rises 1d3 days later as a ghoul. A *remove disease* spell cast on the corpse can prevent it from rising.

**Disease (Su):** A ghoul's bite infects the victim with a supernatural version of streptococcal gangrene (injury; Fort DC 14; incubation period 1d3 days; initial damage 1d3 Con; secondary damage 1d3 Con. If Con damage is sustained, a second saving throw at the same DC is required; failure indicates that 1 point of the Con damage becomes Con drain



## GRIMLOCK

The term grimlock encompasses a number of primitive humanlike species that dwell underground, including creatures known in various places as morlocks, mole people, and throwbacks.

A grimlock is a powerfully built, human-shaped creature with thick, rough, gray skin. It has no eyes—a species trait developed through millennia of underground life. Keen senses of hearing and smell compensate for its lack of sight.

In the past, grimlocks ventured to the surface only rarely. Most encounters with them took place underground, in deep, isolated caves, sewers, or abandoned subway tunnels. However, in the past decade, a population explosion has evidently occurred within the species. As food has become scarcer, grimlocks have gradually widened their foraging range to include the surface world, and sightings have become more common. Grimlocks emerge into the open air only at night, and then just long enough to scavenge garbage or perhaps kill and carry off a few small animals (such as pets). A few attacks against humans have been reported, and transients sometimes tell stories of “cannibals” who abduct those foolish enough to sleep too near one of the entrances to their underground lairs. In the United States, where such attacks are alarmingly common, the grimlocks appear to have acquired a taste for human flesh.

Grimlocks typically attack with primitive weapons, such as spears.

instead). This disease, known as advanced necrotizing facitis, first manifests as an area of redness on the skin near the wound. Over the course of a few days, the redness becomes severe inflammation. The skin gradually turns dark purple and forms bloody blisters as the disease devours more and more of the victim's flesh. The disease can be arrested completely through amputation of the affected limb, but most doctors prefer to combat it by surgical removal of all the affected tissue as well as some nearby healthy tissue. A *cure disease* spell or a successful Treat Injury check (surgery, DC 25) halts the disease. The GM should roll the check secretly; if it fails, the disease returns again in 1d3 days.

**Scent (Ex):** This ability allows a ghoul to detect approaching enemies, sniff out hidden foes, and track by sense of smell. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for details.

**Undead:** Ghouls have the traits and immunities common to undead.

**Allegiances:** Previous allegiances are lost and replaced by allegiances to chaos and evil. Changed allegiances might cause the loss of particular class abilities (see Allegiances on page 37 in the *d20 Modern Roleplaying Game*).

**Saves:** Same as the base creature, modified by new ability scores.

**Ability Scores:** A ghoul gains the following ability score increases: Str +2, Dex +2. As an undead creature, a ghoul has no Constitution score.

**Language(s):** A ghoul can read, write, and speak whatever languages it could in life.

**Skills:** Same as the base creature, modified for new ability scores. A human ghoul retains the extra skill points afforded to all humans.

**Feats:** A ghoul gains Multiattack as a bonus feat, assuming the base creature meets the prerequisites and doesn't already have the feat. A human ghoul keeps the extra feat it gained as a 1st-level human character.

**Advancement:** By character class.

### Ghoul (Human Strong Ordinary 1/Tough Ordinary 1):

CR 3; Medium-size undead; HD 2d12; hp 13; Mas —; Init +2; Spd 30 ft.; Defense 14, touch 12, flat-footed 12 (+2 Dex, +2 natural); BAB +1; Grap +4; Atk +4 melee (1d3+3, claw); Full Atk +4 melee (1d3+3, 2 claws) and +2 melee (1d6+1 plus disease, bite) or +3 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ create spawn, darkvision 60 ft., disease, scent, undead; AL chaos, evil; SV Fort +4, Ref +2, Will +0; AP 0; Rep +0; Str 16, Dex 14, Con —, Int 13, Wis 10, Cha 8.

**Occupation:** Blue collar (class skills: Drive, Intimidate)

**Skills:** Craft (mechanical) +5, Drive +6, Intimidate +3, Knowledge (popular culture) +2, Knowledge (streetwise) +2, Profession +4, Read/Write English, Repair +2, Speak English, Swim +4.

**Feats:** Brawl, Multiattack, Personal Firearms Proficiency, Simple Weapons Proficiency.

**Possessions:** None.



## Species Traits

**Automatic Language:** A grimlock can speak (but not read or write) one local surface language.

**Blindsight (Ex):** A grimlock is blind but can ascertain all creatures and objects within 40 feet just as a sighted creature would. Beyond that range, all targets have total concealment with respect to the grimlock (see Concealment in the *d20 Modern Roleplaying Game*).

Grimlocks are affected normally by loud noises and sonic spells (such as *shout* or *silence*) and overpowering odors (such as a troglodyte's stench or incense-thick air). Negating a grimlock's sense of either smell or hearing denies it the benefits of blindsight, but the grimlock still functions as though it had the Blind-Fight feat. If both smell and hearing are negated, the grimlock is effectively blind.

**Immunities (Ex):** A grimlock is immune to gaze attacks, visual effects, illusions, and all other attack forms that rely on sight.

**Scent (Ex):** This ability allows a grimlock to detect approaching enemies, sniff out hidden foes, and track by sense of smell. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for details.

**Skill Bonus:** A grimlock's dull gray skin helps it hide in its native terrain, conferring a +10 species bonus on Hide checks in rocky terrain or underground.

**Grimlock:** CR 1; Medium-size monstrous humanoid; HD 2d8+2; hp 11; Mas 13; Init +1; Spd 30 ft.; Defense 15, touch 11, flat-footed 14 (+1 Dex, +4 natural); BAB +2; Grap +4; Atk +5 melee (1d6+2 nonlethal, unarmed strike) or +4 melee (1d8+2, spear); Full Atk +5 melee (1d6+2 nonlethal, unarmed strike) or +4 melee (1d8+2, spear) or +3 ranged (1d8+2, spear); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ blindsight 40 ft., immunities, scent; AL evil; SV Fort +1, Ref +4, Will +2; AP 0; Rep +0; Str 15, Dex 13, Con 13, Int 10, Wis 8, Cha 6.

**Skills:** Climb +7, Hide +6 (+16 in rocky terrain or underground), Listen +4, Search +5, Speak English, Survival +2.

**Feats:** Archaic Weapons Proficiency, Brawl.

**Possessions:** Spear.

**Advancement:** By character class.

**Grimlock Strong Hero 3:** CR 4; Medium-size monstrous humanoid; HD 2d8+2 plus 3d8+3; hp 27; Mas 13; Init +1; Spd 30 ft.; Defense 15, touch 11, flat-footed 14 (+1 Dex, +4 natural); BAB +5; Grap +7; Atk +9 melee (1d8+4 nonlethal, unarmed strike) or +8 melee (1d8+4, spear); Full Atk +9 melee (1d8+4 nonlethal, unarmed strike) or +8 melee (1d8+4, spear) or +6 ranged (1d8+2, compound bow); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ blindsight 40 ft., immunities, scent; AL evil; SV Fort +3, Ref +5, Will +3; AP 1; Rep +0; Str 15, Dex 13, Con 13, Int 10, Wis 8, Cha 6.

**Occupation:** Rural (class skills: Climb, Swim).

**Skills:** Climb +11, Hide +6 (+16 in rocky terrain or underground), Jump +7, Listen +4, Search +5, Survival +5, Swim +5.

**Feats:** Archaic Weapons Proficiency, Athletic, Brawl, Improved Brawl, Simple Weapons Proficiency, Track, Weapon Focus (spear).

**Talents:** Improved Melee Smash, Melee Smash.

**Possessions:** Spear, compound bow with 12 arrows.

## HALF-FIEND (TEMPLATE)

The magical nature of a fiend allows it to procreate with virtually any living creature. Most such creatures participate against their will, but some are deceived into believing that they will receive special treatment for their cooperation, and others are actually attracted to their fiendish partners. However, the fiends that crossbreed with other creatures seek only to satisfy their cruel lust. The fact that their half-fiend progeny can then run loose upon the world to create yet more havoc is merely an added bonus.

A typical half-fiend is hideous to behold. It may have dark, scaly skin, balefully glowing eyes, a sulfurous stench, or even a pair of membranous, batlike wings.

Because of their incredible ugliness, most half-fiends lurk on the fringes of society—reviled by fiends and feared by nonfiends. Ironically, though, many modern, progressive cultures consider these abominations the unfortunate victims of birth defects. Well-meaning individuals often take steps to correct some of the more obvious deformities with cosmetic surgery, thereby enabling half-fiends to blend in more readily with society.

### Template Traits

“Half-fiend” is an inherited template that can be added to any living creature (referred to hereafter as the “base creature”) other than a celestial. The creature's type changes to outsider. It uses all the base creature's statistics and special abilities except as noted here.

**Challenge Rating:** Same as base creature +2, or +3 if the half-fiend has wings.

**Speed:** There is a 25% chance that a half-fiend has batlike wings. Such a creature can fly at the base creature's normal speed (average maneuverability).

**Defense:** The base creature's natural armor bonus improves by +1.

**Attacks:** A half-fiend retains all the attacks of the base creature. It also gains a bite attack and two claw attacks if the base creature didn't already have them. If the base creature did not have bite and claw attacks, use the base damage values in the table below. Otherwise, use the values below or the base creature's base damage, whichever is greater.

Size	Bite Damage	Claw Damage
Fine	1	—
Diminutive	1d2	1
Tiny	1d3	1d2
Small	1d4	1d3
Medium-size	1d6	1d4
Large	1d8	1d6
Huge	2d6	1d8
Gargantuan	2d8	2d6
Colossal	4d6	2d8

**Special Qualities:** A half-fiend retains all the special qualities of the base creature and gains the additional special qualities described below.



**Darkvision (Ex):** A half-fiend has darkvision with a range of 60 feet.

**Damage Reduction (Ex):** Roll on Table 8–21: Fiend Immunities, Resistances, and Damage Reduction (page 235 of the *d20 Modern Roleplaying Game*), subtracting 30 from the die roll, to determine whether the half-fiend has damage reduction. If the result is less than 1, the half-fiend has no damage reduction. If the campaign includes few or no magic weapons, the GM should consider allowing specific types of weapons to ignore a half-fiend's damage reduction or contrive some other special vulnerability. See Creature Weaknesses in Chapter Eight in the *d20 Modern Roleplaying Game* for suggestions.

**Immunities (Ex):** Roll on Table 8–21: Fiend Immunities, Resistances, and Damage Reduction (page 235 of the *d20 Modern Roleplaying Game*), subtracting 30 from the die roll, to determine whether the half-fiend has any immunities. If the result is less than 1, the half-fiend has no immunities.

**Outsider:** A half-fiend has the traits common to outsiders.

**Resistance to Energy (Ex):** Roll on Table 8–21: Fiend Immunities, Resistances, and Damage Reduction (page 235 of the *d20 Modern Roleplaying Game*), subtracting 30 from the die roll, to determine whether the half-fiend has any resistances. If the result is less than 1, the half-fiend has no resistances.

**Spell-Like Abilities:** A half-fiend with an Intelligence or Wisdom score of 8 or higher possesses spell-like abilities according to its character level, as given on the table below. Unless otherwise indicated, each ability is usable once per day.

Level	Abilities	Level	Abilities
1–2	<i>Mage hand</i> 3/day	11–12	<i>Levitate</i>
3–4	<i>Daze</i> 3/day	13–14	<i>Displacement</i>
5–6	<i>Change self</i>	15–16	<i>Tongues</i>
7–8	<i>Cause fear</i>	17–18	<i>Bestow curse</i>
9–10	<i>Blur</i>	19+	<i>Animate dead</i>

**Telepathy (Su):** A half-fiend with an Intelligence score of 12 or higher can communicate telepathically with any living creature within 100 feet that has a language.

**Allegiances:** A half-fiend always has an allegiance to evil.

**Saves:** Same as the base creature, modified by new ability scores.

**Ability Scores:** A half-fiend gains the following ability score increases: Str +4, Dex +4, Con +2, Int +4, Cha +2.

**Automatic Language:** A half-fiend can speak Abyssal.

**Skills:** A half-fiend gains skill points as an outsider of its nonclass Hit Dice. Treat skills from the base creature's list as class skills. If the creature has a class, it gains skills for class levels normally.

**Feats:** A half-fiend gains feats as an outsider of its nonclass Hit Dice or as the base creature, whichever gives the greater number of feats.

**Half-Fiend/Half-Yuan-ti:** CR 7; Medium-size outsider; HD 6d8+6; hp 33; Mas 13; Init +7; Spd 30 ft., fly 30 ft. (average); Defense 15, touch 13, flat-footed 12 (+3 Dex, +2 natural);

BAB +6; Grap +8; Atk +8 melee (1d4+2, claw) or +8 melee (1d6+2/19–20, machete) or +9 ranged (2d6, TEC-9); Full Atk +8 melee (1d4+2, 2 claws) and +3 melee (1d6+1, bite) or +8/+3 melee (1d6+2/19–20, machete) or +9/+4 ranged (2d6, TEC-9); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ *alternate form, aversion, chameleon power*, cold resistance 10, darkvision 60 ft., *detect poison*, immunity to slashing damage, *produce acid*, spell-like abilities, spell resistance 16, telepathy; AL evil, chaos; SV Fort +3, Ref +6, Will +9; AP 0; Rep +0; Str 15, Dex 17, Con 13, Int 22, Wis 18, Cha 18.

**Skills:** Concentration +13, Craft (pharmaceutical) +15, Disguise +10 (+15 when impersonating a human), Knowledge (arcane lore) +15, Knowledge (history) +13, Knowledge (streetwise) +15, Hide +12, Intimidate +8, Listen +13, Read/Write Abyssal, Read/Write Draconic, Read/Write English, Read/Write Yuan-Ti, Speak Abyssal, Speak Draconic, Speak English, Speak Yuan-Ti, Spot +13.

**Feats:** Archaic Weapons Proficiency, Blind-Fight, Dodge, Combat Expertise, Improved Initiative, Personal Firearms Proficiency.

**Possessions:** Machete, TEC-9 (9mm machine pistol), 32 rounds of 9mm ammunition, concealed carry holster, business clothes, cell phone, PDA, disguise kit.

**Spell-Like Abilities:** 3/day—*mage hand, daze*; 1/day—*change self*. Caster level 6th; save DC 14 + spell level.

**Advancement:** By character class.

## HALF-FRAAL (TEMPLATE)

The creatures called half-fraal are the results of genetic engineering performed by the alien grays, which are known to others of their kind as the fraal (see the "Fraal" entry earlier in this chapter). As part of an experiment, the fraal have abducted females of various Earth species and altered their developing embryos to produce offspring in which parts of the normal DNA have been replaced with fraal DNA. Though most of these experiments are performed upon human mothers, the fraal have also tampered with the genes of countless other intelligent and nonintelligent terrestrial species.

The half-alien progeny produced by such experiments are sometimes difficult to detect as such, especially if the base species is a bipedal hominid. In such cases, genetic testing is usually required to reveal the presence of alien DNA. However, the tampering shows up quite readily in other species, where it can manifest as gray skin, enlarged eyes, long, tapering fingers, or underdeveloped teeth. Since most governments officially deny the presence of extraterrestrials on Earth, such creatures—and even human children with fraal features—are usually considered genetic mutations.

Half-fraal are usually unaware of their alien heritage, though others sense something odd about them, even if they don't display obvious mutations. In fact, half-fraal are typically shunned by others of their base species. Half-fraal also experience more abductions by grays than humans without alien DNA, as the fraal perform frequent checkups to ensure that their genetic tampering doesn't spiral out of control.

## Template Traits

“Half-fraal” is an inherited template that can be added to any living creature (referred to hereafter as the “base creature”). The creature retains its original type but gains the alien subtype. It uses all the base creature’s statistics and special abilities except as noted here.

**Challenge Rating:** Same as base creature.

**Special Qualities:** A half-fraal retains all the special qualities of the base creature and gains the additional special qualities described below.

**Psionics (Sp):** At will—*lesser mindlink, suggestion*. Manifest level 5th or base creature’s manifest level, whichever is higher; save DC 10 + half-fraal’s key ability modifier + power level.

**Saves:** Same as the base creature, modified by new ability scores.

**Ability Scores:** A half-fraal gains the following ability score modifiers: Str –2, Con –2, Int +4, Wis +4, Cha +2.

**Automatic Language(s):** A half-fraal with an Intelligence score of at least 8 gains the ability to read, write, and speak Fraal.

**Skills:** A half-fraal gains skill points as an outsider of its nonclass Hit Dice. Treat skills from the base creature’s list as class skills. If the creature has a class, it gains skills for class levels normally.

**Feats:** A half-fraal gains feats as an outsider of its nonclass Hit Dice or as the base creature, whichever gives the greater number of feats.

**Half-Fraal/Half-Illithid:** CR 8; Medium-size aberration (alien); HD 8d8; hp 36; Mas 10; Init +6; Spd 30 ft.; Defense 15, touch 12, flat-footed 13 (+2 Dex, +3 natural); BAB +6; Grap +6; Atk +8 melee (1d4, tentacle); Full Atk +8 melee (1d4, 4 tentacles) or +8 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ darkvision 60 ft., extract, improved grab, *mind blast, psionics*, spell resistance 25, telepathy; AL evil, law, alien; SV Fort +3, Ref +4, Will +9; AP 0; Rep +0; Str 10, Dex 14, Con 10, Int 23, Wis 21, Cha 19.

**Skills:** Bluff +7, Concentration +3, Hide +4, Intimidate +7, Knowledge (any two) +10, Listen +8, Move Silently +4, Read/Write English, Read/Write Fraal, Read/Write German, Read/Write Japanese, Read/Write Spanish, Speak English, Speak Fraal, Speak German, Speak Japanese, Speak Spanish, Spot +9.

**Feats:** Alertness, Combat Casting, Dodge, Improved Initiative, Simple Weapons Proficiency, Weapon Finesse (tentacle).

**Psiionic Powers:** 0—*detect psionics*; 1st—*charm person, lesser mindlink*; 2nd—*levitate, suggestion*.

**Possessions:** Business clothes, cell phone, notebook computer with cellular modem.

**Advancement:** By character class.

## HARPY

Harpies are malignant and wretched creatures that delight in torture, suffering, and death. Despite their cruel natures, these creatures have hauntingly beautiful voices that can weave songs so magical that no ordinary creature can resist them.

A harpy is a winged, human-shaped creature standing 6 feet tall and weighing about 200 pounds. It resembles a vicious-looking hag with the lower body and legs of a lizard-like bird and a wingspan of 15 feet. A harpy has pitch-black eyes, an oversized mouth lined with razor-sharp teeth, and long, stringy hair matted with dirt, blood, and other filth.

Harpies have adjusted well to the modern world. They often roost on skyscrapers and in the gloom of abandoned buildings, where they create filthy nests filled with scraps, garbage, and the remains of their victims. Although harpies are usually solitary, they sometimes band together in small flocks dominated by the largest and most aggressive individual. Such partnerships rarely last long; petty disputes and animosity take hold rather quickly when multiple harpies keep company.

A harpy is most active at night. It typically uses its captivating song ability to lure a hapless victim close, then spends the night (or even several days) torturing and tormenting its new “toy” until it grows bored. Only then does it tear its victim apart with its razor-sharp claws and feast on the remains.

## Species Traits

**Bonus Feat:** A harpy gains Flyby Attack as a bonus feat.

**Captivating Song (Su):** The song of a harpy is a sonic, mind-affecting charm effect that fills a 300-foot spread. Every creature within that area that can hear the harpy must succeed at a Will save (DC 10 + 1/2 the harpy’s Hit Dice + its Charisma modifier) or become utterly captivated for as long as the harpy sings. A captivated creature immediately begins moving toward the harpy, taking the most direct route available. If its path leads into a dangerous area (through flame, off a building, or the like), the creature is entitled to a second saving throw at the same DC to negate the effect. An affected creature within 5 feet of the harpy simply stands there and offers no resistance to the monster’s attacks, although it can defend itself against attacks from other sources. Extremely loud music and other noises (such as an air horn) allow the captivated creature a new Will save. A creature that makes a successful saving throw at any point negates the effect and is immune to that harpy’s song for 24 hours. A harpy is immune to its own captivating song ability and to those of other harpies.

**Species Bonuses:** The harpy’s amazing voice grants it a +4 species bonus on Perform (act), Perform (sing), and Perform (stand-up) checks.

**Harpy:** CR 4; Medium-size monstrous humanoid; HD 7d8; hp 31; Mas 10; Init +2; Spd 20 ft., fly 80 ft. (average); Defense 14, touch 12, flat-footed 12 (+2 Dex, +1 natural, +1 leather jacket); BAB +7; Grap +7; Atk +7 melee (1d8, metal baton); Full Atk +7/+2 melee (1d8, metal baton) or +7 melee (1d4, 2 claws) or +9/+4 ranged (2d6, S&W M29); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ captivating song (DC 15); AL chaos, evil; SV Fort +2, Ref +7, Will +5; AP 0; Rep +0; Str 10, Dex 15, Con 10, Int 7, Wis 10, Cha 15.

**Skills:** Bluff +6, Listen +5, Perform (act) +8, Perform (sing) +8, Perform (stand-up) +6, Read/Write English, Speak English, Spot +6.



**Feats:** Flyby Attack, Personal Weapon Proficiency, Simple Weapons Proficiency.

**Possessions:** Leather jacket, S&W M29 (.44 magnum revolver), 50 rounds of ammunition, metal baton.

**Advancement:** By character class.

**Harpy Charismatic Hero 4:** CR 8; Medium-size monstrous humanoid; HD 7d8 plus 4d6; hp 45; Mas 10; Init +2; Spd 20 ft., fly 80 ft. (average); Defense 15, touch 13, flat-footed 13 (+2 Dex, +1 class, +1 natural, +1 leather jacket); BAB +9; Grap +9; Atk +9 melee (1d8, metal baton); Full Atk +9/+4 melee (1d8, metal baton) or +9 melee (1d4, 2 claws) or +12/+7 ranged (2d6, S&W M29); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ captivating song (DC 16); AL chaos, evil; SV Fort +4, Ref +9, Will +6; AP 2; Rep +6; Str 10, Dex 15, Con 10, Int 7, Wis 10, Cha 16.

**Skills:** Bluff +10, Knowledge (any two) +2, Listen +5, Perform (act) +11, Perform (sing) +11, Perform (stand-up) +9, Read/Write English, Speak English, Spot +9.

**Feats:** Flyby Attack, Personal Weapon Proficiency, Point Blank Shot, Renown, Simple Weapons Proficiency, Weapon Focus (S&W M29).

**Talents (Charismatic):** Charm, fast-talk.

**Possessions:** Leather jacket, S&W M29 (.44 magnum revolver), 50 rounds of ammunition, metal baton.

## HIPPOTAMUS

The common brown or gray hippopotamus (*Hippopotamus amphibius*) is an immense, river-dwelling animal. Though usually portrayed as docile, friendly creatures, hippopotami can be savagely territorial, and older bulls have been known to attack anything that comes too near.

A hippopotamus has a massive head, small eyes and ears, and large nostrils that it can close when it submerges. It also has a pair of long, sharp incisors that resemble tusks.

Hippopotami are now found primarily in Africa, along the Nile River, where they roam in herds of ten to fifteen individuals. Fossilized remains, however, indicate that these creatures were once quite widespread, inhabiting areas as far away as the British Isles and India. Such remains offer evidence that the physiology of the hippo has changed little since the Pliocene epoch.

### Species Traits

**Hold Breath (Ex):** A hippopotamus can seal its nostrils by muscular action and hold its breath for a number of rounds equal to its Constitution score  $\times$  10.

**Scent (Ex):** This ability allows a hippopotamus to detect approaching enemies, sniff out hidden foes, and track by sense of smell. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for details.

**Skill Bonus:** A hippopotamus is agile in the water, gaining a +4 species bonus on Swim checks.

**Hippopotamus:** CR 6; Large animal; HD 8d8+40; hp 76; Mas 20; Init -1; Spd 20 ft., swim 20 ft.; Defense 14, touch 8, flat-footed 14 (-1 size, -1 Dex, +6 natural); BAB +6; Grap +17; Atk +12 melee (2d6+10, bite); Full Atk +12 melee (2d6+10, bite); FS 10 ft. by 10 ft.; Reach 5 ft.; SQ hold breath, scent; AL none; SV Fort +11, Ref +5, Will +3; AP 0; Rep +0; Str 24, Dex 9, Con 20, Int 2, Wis 12, Cha 3.

**Skills:** Listen +7, Swim +11.

**Feats:** None.

**Advancement:** 9–16 HD (Large); 17–24 HD (Huge).

## INFESTER

An infester is a nightmarish parasite that lives in the muck and filth produced by humanity's advancing technology. Whether this creature is the result of evolution or adaptation to a polluted environment, researchers agree that it was spawned by the cesspool of toxins released by so-called "advanced" nations.

A full-grown adult infester is 4 feet long and weighs 5 pounds. It resembles an electric-blue lamprey with a large maw filled with concentric rings of inward-pointing fangs. An infester grub is only 2 inches long and weighs no more than a few ounces.

An infester attacks by attaching itself to a human or other sizable mammal and burrowing into its flesh. Because its mouth secretes a powerful anesthetic, the host usually remains unaware of the attack. After feeding on the





nutrients its host takes in for a few months, the creature eats its way to freedom, usually killing the host in the process.

### Species Traits

#### Anesthetic Bite

**(Ex):** The bite of an infester grub releases an anesthetic that numbs nerves. An opponent that does not actually witness the attack must make a successful Wisdom check (DC 20) to notice it.

**Attach (Ex):** If an infester grub successfully deals damage to a warm-blooded opponent, it latches onto the latter's body in the same round and begins to burrow inside. The burrowing process takes 1 round to complete, during which the grub is flat-footed (Defense 16). Once the grub has finished burrowing into the host, only a tiny wound is left to indicate that anything is amiss.

**Boost Host (Ex):** An attached infester constantly pumps endorphins and other chemicals into the host's body, increasing its strength and instilling a sense of euphoria and indestructibility. The host gains a +2 bonus to both Strength and Constitution but takes a -2 penalty to Wisdom. These adjustments begin within 1d6 rounds of attachment and remain in effect as long as the infester is within the host's body.

**Host Protection (Ex):** An attached infester uses its host's base saving throw bonuses if those are better than its own. Effects that target vermin can't affect an infester inside a host of another type.

**Infestation (Ex):** Once inside its host, an infester grub slowly makes its way through the bloodstream until it reaches the torso, where it takes up residence and begins drawing nutrients from the host's body. During this period, its boost host ability (see above) is constantly in effect. Because of the infester's unique nutritional needs, even a normally herbivorous host gains an insatiable appetite for

raw meat—particularly that of its own species. Some instances of cannibalism are the result of infesters that drove their hosts beyond the brink of sanity with their lust for meat.

After one month of incubation, the infester reaches its full adult size and starts chewing its way out of the host's torso. This process takes 1d6 minutes, during which the host experiences excruciating pain. The victim must make a Fortitude save (DC 20) or die when the infester bursts from its torso. Even on a successful save, the host still takes 6d6 points of damage.

Once freed from the host, the adult infester seeks out a pool of filth and mud in which to live. It defends itself against any attacks but otherwise avoids conflict. After 1d6 days, the infester gives birth to thousands of grubs and then perishes, its body providing nourishment for its brood. Only a few of these offspring survive beyond the first few hours. The remaining grubs wait patiently until another unsuspecting creature comes along to repeat the cycle.

A successful Treat Injury check (DC 25) reveals the presence of an infester inside a host. The parasite can be removed with surgery (Treat Injury DC 30). A failure by 5 or more irritates the infester, which begins burrowing out of the host prematurely, dealing 2d6 points of damage to its host (Fortitude DC 20 half).

**Vermin:** Infesters have blindsight out to a range of 60 feet. They are immune to mind-affecting effects and gain a +5 species bonus on Fortitude saves to negate the effects of massive damage.

**Infester (grub):** CR 1/10; Fine vermin; HD 1/16 d8; hp 1; Mas 11; Init +3; Spd 30 ft.; Defense 24, touch 18, flat-footed 16 (+8 size, +6 Dex); BAB +0; Grap -2; Atk +3 melee (1, bite); Full Atk +3 melee (1, bite); FS 6 in. by 6 in.; Reach 0 ft.; SQ anesthetic bite, attach, blindsight 60 ft., boost host, host protection, infestation, vermin; AL none; SV Fort +2, Ref +6, Will +0; AP 0; Rep +0; Str 1, Dex 23, Con 11, Int 1, Wis 10, Cha 5.

**Skills:** Hide +24, Move Silently +8, Spot +6.

**Feats:** None.

**Advancement:** None.

**Infester (adult):** CR 1; Tiny vermin; HD 1d8+3; hp 7; Mas 13; Init +3; Spd 30 ft.; Defense 15, touch 14, flat-footed 12 (+1 size, +3 Dex, +1 natural); BAB +0; Grap -9; Atk +0 melee (1d3-2, bite); Full Atk +0 melee (1d3-1, bite); FS 2 1/2 ft. by 2 1/2 ft.; Reach 0 ft.; SQ blindsight 60 ft., boost host, host protection, infestation, vermin; AL none; SV Fort +3, Ref +3, Will +0; AP 0; Rep +0; Str 6, Dex 16, Con 13, Int 1, Wis 10, Cha 5.

**Skills:** Hide +14, Move Silently +6, Spot +6.

**Feats:** None.

**Advancement:** None.

## INTELLECT DEVOURER

Intellect devourers are genetically engineered organisms of alien origin. They are specifically designed to gather intelligence on the planet Earth by infiltrating the minds of its intelligent native species. An intellect devourer physically occupies the brain pan of a higher organism and, through

some unknown process, fuses itself to its host's spinal cord and central nervous system. This unique fusion allows the intellect devourer to devour an opponent's brain, absorb its memories, and then animate the dead body.

An intellect devourer looks like a 3-foot-diameter human brain. It has four bestially jointed legs, each of which ends in a three-toed foot tipped with cruel claws. The creature has no eyes or other visible sensory organs.

An intellect devourer selects its victims carefully. It usually seeks out a human who lives alone and has access to confidential information, restricted areas, or both. The creature stalks its chosen victim invisibly until the latter is isolated, alone, and vulnerable, then it uses its *mental blast* ability to stun the target into submission and its *body thief* ability to take the victim's place.

## Species Traits

**Body Thief (Sp):** After rendering its victim helpless with its *mental blast*, an intellect devourer cracks open the victim's skull, devours the brain within, and physically takes its place, sloughing off part of its own body to fit into the cavity. Once safely in control of the victim's body, the intellect devourer closes the victim's wounds with its psionic powers, then removes all physical evidence of its attack and assumes the victim's identity.

All of its psionic powers function on the possessed body as if it were the creature's own, so its first act after assuming control is to use *lesser body adjustment* to heal the grievous head wound. As long as the victim was not truly dead (hit points reduced to -10) at the time of the cranial invasion, the intellect devourer can control the body completely, though it may move a bit stiffly. The body theft lasts a maximum of seven days, after which the intellect devourer's own form once again grows too large to remain inside the cranial cavity.

A possessed body uses the ability scores of its controlling intellect devourer, although its Defense is unchanged. It has a maximum of 6 hit points (even when fully healed) and a base attack bonus of +4. The intellect devourer gains none of the victim's former class abilities or special qualities.

**Damage Reduction 10/+1 (Su):** An intellect devourer ignores the first 10 points of damage dealt by any nonmagical weapon. In campaigns without magic weapons, the GM can either disregard the intellect devourer's damage reduction or apply it only to certain types of weapons (ballistic, bludgeoning, piercing, slashing, or sonic/concussion).

**Electricity Resistance 15 (Ex):** An intellect devourer ignores the first 15 points of electricity damage from any single attack.

**Fire Immunity (Ex):** An intellect devourer is immune to fire damage.

**Invisibility (Sp):** The intellect devourer can become invisible at will, as the *invisibility* spell (caster level 10th).

**Psionics (Sp):** At will—*domination*, *lesser body adjustment*, *mental blast*. Manifest level 10th; save DC 10 + intellect devourer's key ability modifier + power level.

**Skill Bonus:** When an intellect devourer consumes a brain, it absorbs some of the victim's memories, gaining a +5

competence bonus on Perform (act) checks when trying to pass off the possessed body as the original creature.

**Intellect Devourer:** CR 8; Small aberration; HD 6d8+12; hp 39; Mas 15; Init +8; Spd 40 ft.; Defense 17, touch 15, flat-footed 13 (+1 size, +4 Dex, +2 natural); BAB +4; Grap +1; Atk +6 melee (1d3+1, claw); Full Atk +6 melee (1d3+1, claw) or +9 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ *body thief*, damage reduction 10/+1, electricity resistance 15, fire immunity, *invisibility*, *psionics*; AL chaos, evil; SV Fort +4, Ref +6, Will +6; AP 0; Rep +0; Str 13, Dex 19, Con 15, Int 12, Wis 12, Cha 10.

**Skills:** Climb +10, Jump +9, Listen +8, Perform (act) +6 (+11 when trying to pass off the possessed body as the original creature), Spot +9.

**Feats:** Alertness, Improved Initiative.

**Advancement:** 7–8 HD (Medium-size); 9–12 HD (Large).

## JUNK

55

During World War II, countless mechanical problems and electrical failures plagued the aircraft of the United States Army Air Force and the British Royal Air Force. Some of these malfunctions resulted in crashes that killed entire crews. Pilots and crew often claimed that the failures were due to "gremlins"—little creatures that sneaked





aboard aircraft and disabled vital components, often while the airplanes were in flight. Some of the flyboys whose planes suffered such “attacks” even claimed to have seen little creatures lurking in dark corners of their planes’ cabins or—stranger still—odd shadows clinging to the wings or the engine housings during flight.

Although military forces around the world deny their existence, these “gremlins” are quite real. Malicious in the extreme, they dwell high in the sky and call themselves jynxes.

A jynx is a fey creature about as tall as a human child. It has sharp, needlelike teeth and talons, and a pair of small wings juts from its back. Its eyes are black, and they often gleam with a malicious light.

For many years, jynxes have resented the noisy, smelly, manmade flying machines that regularly invade their territory. Consequently, they seize any opportunity to attach themselves to passing airplanes and rip holes in the wings, tear out vital engine components, or snarl wiring. Sometimes, aided by their natural invisibility, jynxes even venture earthward to tamper with grounded aircraft. They steal aboard planes and jets to tangle parachutes, disconnect hoses, and puncture hydraulic systems. Once they have finished with their deadly work, these spiteful and sadistic creatures enjoy clinging to the skin of the doomed aircraft to enjoy watching its demise.

## Species Traits

**Electricity Immunity (Ex):** A jynx is immune to electricity damage, though a successful attack that deals such damage causes it to become visible (see below).

**Natural Invisibility (Su):** A jynx remains invisible even when attacking. Any creature that correctly discerns its location despite being unable to see it has a 50% miss chance on melee and ranged attacks. This ability is always active, but the jynx can suppress or resume it at will as a free action.

**Rending Claws (Ex):** A jynx’s claws ignore the hardness of items made of wood, metal, or plastic.

**Skill Bonus:** A jynx gains a +4 species bonus on Disable Device checks.

**Spider Climb (Sp):** A jynx can travel on any surface as though affected by a *spider climb* spell. This ability is always active.

**Jynx:** CR 1; Small fey; HD 1d6; hp 3; Mas 11; Init +4; Spd 30 ft., fly 150 ft. (perfect); Defense 16, touch 15, flat-footed 12 (+1 size, +4 Dex, +1 natural); BAB +0; Grap -6; Atk +5 melee (1d3-2, claw); Full Atk +5 melee (1d3-2, 2 claws) or +4 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ electricity immunity, low-light vision, natural invisibility, rending claws, *spider climb*; AL chaos, evil; SV Fort +0, Ref +4, Will +5; AP 0; Rep +0; Str 7, Dex 18, Con 11, Int 15, Wis 16, Cha 14.

**Skills:** Balance +8, Climb +2, Disable Device +10, Escape Artist +8, Hide +8, Jump +2, Listen +7, Move Silently +8, Pilot +8; Repair +3, Search +6, Spot +7.

**Feats:** Dodge, Mobility, Weapon Finesse (claw).

**Possessions:** None.

**Advancement:** By character class.

**Jynx Fast Hero 3:** CR 4; Small fey; HD 1d6 plus 3d8; hp 17; Mas 11; Init +4; Spd 30 ft., fly 150 ft. (perfect); Defense 20, touch 19, flat-footed 16 (+1 size, +4 Dex, +1 natural, +4 class); BAB +2; Grap -4; Atk +7 melee (1d3-2, claw); Full Atk +7 melee (1d3-2, 2 claws) or +6 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ electricity immunity, low-light vision, natural invisibility, rending claws, *spider climb*; AL chaos, evil; SV Fort +1, Ref +6, Will +6; AP 1; Rep +1; Str 7, Dex 18, Con 11, Int 15, Wis 16, Cha 14.

**Occupation:** Adventurer.

**Skills:** Balance +14, Climb +2, Demolitions +8, Disable Device +16, Drive +7, Escape Artist +14, Hide +8, Jump +4, Listen +7, Move Silently +8, Pilot +11; Repair +3, Search +6, Spot +7, Tumble +12.

**Feats:** Acrobatic, Aircraft Operation (heavy aircraft), Aircraft Operation (jet fighters), Dodge, Mobility, Personal Firearms Proficiency, Weapon Finesse (claws).

**Talents:** Evasion, uncanny dodge 1.

**Possessions:** None.

## KINORI

Kinori are fierce dinosaurlike creatures that live deep underground. Despite their bestial appearance, however, kinori are intelligent tool users that have a culture on par with that of humans.

A kinori looks like a long-armed deinonychus with a paddlelike tail and webbed feet instead of clawed toes. Its pebbled skin ranges in hue from ivory to pale white—a result of the eons that the species has spent in subterranean cities. A kinori’s large white eyes are adapted to see in the dark, so the creatures despise bright light.

According to hieroglyphs found in the most ancient cave cities of the kinori, these creatures are the descendents of aliens that settled on Earth millions of years ago. To survive on Earth, they incorporated portions of DNA taken from native creatures (later known as dinosaurs) into their own, thereby assuming both the immunities and the general appearance of those creatures.

When the kinori learned that a meteor was about to strike the Earth, they did not have enough time to gather the resources they needed to flee. Instead, they took as many of their goods and people as possible to safety underground. After the meteor struck, the kinori discovered that the dinosaurs were dead. Conditions were harsh, and many of the kinori died as well. During the ensuing post-apocalyptic Dark Ages, the kinori had to struggle each day to find enough food. Rivalries and wars beneath the Earth’s surface were common, and the kinori existed on the brink or extinction for millions of years. Over time, they forgot their language, science, culture, and history and devolved into little more than the predatory animals they resembled.

Human encounters with kinori during those lean years are likely the sources of some human legends about slaying dragons and devils, but such encounters taught the kinori a great deal. Outnumbered and fearful of humans and the bright surface world, the kinori slowly began to rebuild what they had lost. Though they lagged behind humans in technological knowledge, they learned much from human science. Slowly, they developed a culture that grew in tandem



with that of humans. Using salvaged human technology, the kinori have sought out the buried relics of their own past, hoping to relearn the advanced sciences of their ancestors.

Small enclaves of kinori can be found beneath Europe and the Middle East, but most of these creatures have fled through an ancient network of tunnels to the polar regions. Inured to cold and fearful of light, the kinori find the desolate polar regions to be excellent places to test their new technologies. When the sun comes to a pole, the kinori either move deep beneath the ice or migrate to the other pole.

Kinori despise humans, seeing them as usurpers of their chosen homeworld. When the kinori discover enough of the technology of their ancestors to gain a military edge over humanity, they plan to attack the surface and take back their world.

Though some kinori have learned to use weapons, most prefer to attack with their claws and teeth. They are intelligent enough to work together and develop workable strategies.

### Species Traits

**Cold Resistance 20 (Ex):** A kinori ignores the first 20 points of cold damage from any single attack.

**Easy Breathing (Ex):** Since a kinori requires much less oxygen to breathe than a human does, the creature can hold its breath for up to an hour. If exposed to a dangerous inhaled effect, a kinori gains a +5 species bonus on any required saving throw.

**Light Sensitivity (Ex):** A kinori takes a -2 penalty on attack rolls, checks, and saves in sunlight or other bright light.

**Skill Bonus:** A kinori can turn its skin white as a free action, much as a chameleon changes its color. It gains a +4 species bonus on Hide checks when concealed against a white background, such as snow and ice.

**Kinori:** CR 1; Medium-size monstrous humanoid; HD 2d8+2; hp 11; Mas 13; Init +1; Spd 20 ft., swim 30 ft.; Defense 14, touch 11, flat-footed 13 (+1 Dex, +3 natural); BAB +2; Grap +3; Atk +3 melee (1d4+1, claw or bite); Full Atk +3 melee (1d4+1, 2 claws) and +1 melee (1d4, bite) or +3 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ cold resistance 20, darkvision 120 ft., easy breathing, light sensitivity; AL kinori, evil; SV Fort +1, Ref +4, Will +3; AP 0; Rep +0; Str 13, Dex 12, Con 13, Int 11, Wis 10, Cha 11.

**Skills:** Climb +5, Hide +5 (+9 when concealed against a white background), Listen +3, Move Silently +5, Spot +3, Survival +5, Swim +10.

**Feats:** Archaic Weapon Proficiency, Multiattack, Simple Weapons Proficiency.

**Advancement:** By character class.

**Kinori Strong Hero 1:** CR 2; Medium-size monstrous humanoid; HD 2d8+2 plus 1d8+1; hp 16; Mas 13; Init +1; Spd 20 ft., swim 30 ft.; Defense 15, touch 12, flat-footed 14 (+1 Dex, +3 natural, +1 class); BAB +3; Grap +4; Atk +4 melee (1d4+2, claw or bite) or +4 ranged (2d6, Colt Desert Eagle); Full Atk +4 melee (1d4+2, 2 claws) and +2 melee (1d4+1, bite) or +4 ranged (2d6, Colt Desert Eagle); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ cold resistance 20, darkvision 200 ft., easy breathing, light sensitivity; AL kinori,

evil; SV Fort +2, Ref +4, Will +3; AP 0; Rep +0; Str 13, Dex 12, Con 13, Int 11, Wis 10, Cha 11.

**Skills:** Climb +6, Hide +5 (+9 when concealed against a white background), Listen +3, Move Silently +5, Spot +3, Survival +5, Swim +11.

**Feats:** Archaic Weapons Proficiency, Multiattack, Personal Firearms Proficiency, Simple Weapons Proficiency.

**Talents (Strong Hero):** Melee smash.

**Possessions:** Colt Desert Eagle, 20 rounds of 10mm ammunition.

## KROATH

Kroaths are enigmatic humanoids that hail from another part of the galaxy. Almost nothing is known about them, except that they are aggressive when disturbed and use technology far beyond what humans currently possess. Even the name of their species is unknown; human researchers call them kroaths because of the odd croaking noises that make up their language. The few kroaths that have been spotted appear to be scouts, but their motives are unknown. No instances of friendly contact or interaction between kroaths and humans have ever been reported.

Kroaths move about the Earth encased in bulky armor that obscures their true forms. A typical specimen stands almost 7 feet tall, although this height may be attributable more to the armor than to the creature inside. Scientists speculate that kroath armor serves as an environment suit



Kinori

as well as protective gear, providing the atmosphere required for kroath to survive. A suit of kroath armor contains a mucuslike gel that oozes out and hardens to repair holes and damage to the suit—and possibly to the kroath inside as well. This self-repair ability combined with the kroath's natural resilience to pain means that a kroath goes down only when it's dead.

In fact, kroaths are masters of a bizarre form of biotechnology that they use for building armor, weapons, tools, vehicles, and literally anything else that they may need. Their armor is an extension of their own bodies, and their tools function like living organisms, pulsing with veins of glowing liquid and covered in nodules of semitransparent material. Kroath weapons emit beams of a strange energy known as dark plasma—a mixture of heat and dark matter that partially disintegrates its target. Kroaths also make use of monofilament melee weapons that can slice through the thickest materials with ease.

Despite their superior technology, kroaths do perish in combat from time to time. When this occurs, the dead kroath's armor secretes a powerful acid that quickly reduces both itself and its wearer to a pool of foul-smelling chemicals. This failsafe mechanism has thus far prevented human

scientists from discovering any useful information about kroath physiology or technology.

Kroaths read, write, and speak their own language, the key to which has so far eluded linguists. Kroaths understand but do not speak terrestrial languages.

## Species Traits

**Bioorganic Armor (Ex):** A kroath's armor is an extension of its body. As such, it imposes no armor penalties of any kind, despite its apparent bulk. When damaged, the armor automatically secretes a chemical that closes holes and effects repairs (see fast healing, below). If the kroath is rendered unconscious or reduced below 0 hit points, its armor releases a powerful acid that completely decomposes the kroath, armor and all, in 1 round. Any other creature touching the kroath during this round takes 4d6 points of acid damage (no saving throw). After the kroath has been reduced to its component chemicals, the acid becomes inert.

**Bonus Feats:** A kroath receives Alien Weapons Proficiency and Simple Weapons Proficiency as bonus feats.

**Damage Reduction 5/– (Ex):** The kroath's bioorganic armor allows it to ignore the first 5 points of damage dealt by any attack.

**Fast Healing 5 (Ex):** A kroath regains 5 hit points of damage per round unless it is reduced to –10 or fewer hit points. This ability does not enable the kroath to regrow or reattach severed body parts.

**Immunities (Ex):** A kroath is immune to poison and to any detrimental atmospheric effects, such as gas, smoke, or lack of oxygen.

## Kroath Weapons

The following alien weapons are typical of kroath technology (see Table 1–3 for statistics):

**Dark Plasma Rifle:** Made from the kroath's bioorganic technology, dark plasma rifles are the standard weapons of kroath troops. Any creature struck by the rifle's beam can make a Fortitude save (DC 15) to reduce the damage by half. A target killed by the rifle's beam is disintegrated. A dark plasma rifle can be fired twenty times on a single charge, and it can be recharged through a method only known by the kroath. The weapon has hardness 5 and 3 hp. If it takes enough damage to be destroyed, it melts down into a pool of chemicals.

**Dark Plasma Trigon:** The trigun is a larger version of the dark plasma rifle, commonly mounted on a tripod. It functions exactly like the dark plasma rifle, except that it has a greater range increment and 5 hp instead of 3.

**Filament Chain:** A filament chain is a short whip made of monofilament wire that can slice through most materials. The filament chain ignores the hardness of objects and the equipment bonus of armor. It has hardness 3 and 2 hp, and it breaks down into chemical goo if destroyed. The filament



**TABLE 1-3: KROATH WEAPONS**

Weapon	Damage		Range Increment	Rate of Fire	Size	Weight	Purchase				
	Damage	Critical					Type	Magazine	DC	Restriction	
<b>Alien Weapons (require the Alien Weapons Proficiency feat)</b>											
Dark plasma rifle	4d6 <sup>1</sup>	20	Energy	20 ft.	S, A	Large	12 lb.	20 box	32	special <sup>2</sup>	
Dark plasma trigun	4d6 <sup>1</sup>	20	Energy	50 ft.	S, A	Huge	35 lb.	20 box	37	special <sup>2</sup>	
Filament chain	2d6	19-20	Slashing	—	—	Small	2 lb.	—	26	special <sup>2</sup>	

**1** A successful Fortitude save (DC 15) reduces the damage by half.

**2** This weapon is not produced on Earth and is not available for sale in legitimate markets or on the black market.

chain must be recharged every 1d4 days if separated from a kroath's bioorganic armor. If it is not recharged after the required time, it melts down as described above.

**Kroath:** CR 3; Medium-size humanoid (alien); HD 2d8+8; hp 17; Mas 18; Init +1; Spd 30 ft.; Defense 19, touch 11, flat-footed 18 (+1 Dex, +8 bioorganic armor); BAB +1; Grap +2; Atk +2 melee (1d4+1, claw) or +2 melee (2d6+1/19-20, filament chain); Full Atk +2 melee (1d4+1, 2 claws) or +2 melee (2d6+1/19-20, filament chain) or +2 ranged (4d6, dark plasma rifle); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ bioorganic armor, damage reduction 5/-, fast healing 5, immunities, low-light vision; AL kroath; SV Fort +7, Ref +1, Will +1; AP 0; Rep +0; Str 13, Dex 13, Con 18, Int 16, Wis 12, Cha 9.

**Skills:** Computer Use +7, Craft (chemical) +7, Craft (mechanical) +7, Knowledge (Earth and Life Sciences) +7, Knowledge (physical sciences) +7, Knowledge (tactics) +7, Listen +5, Read/Write English, Read/Write Kroath, Speak Kroath, Search +5, Spot +5.

**Feats:** Alertness, Alien Weapons Proficiency, Simple Weapon Proficiency.

**Possessions:** Bioorganic armor, dark plasma rifle, filament chain.

**Advancement:** By character class.

**Kroath Tough Hero 3:** CR 6; Medium-size humanoid (alien); HD 2d8+8 plus 3d10+12 plus 3 (Toughness); hp 48; Mas 18; Init +5; Spd 30 ft.; Defense 21, touch 14, flat-footed 20 (+1 Dex, +2 class, +8 bioorganic armor); BAB +3; Grap +5; Atk +5 melee (1d4+1, claw) or +5 melee (2d6+2/19-20, filament chain); Full Atk +5 melee (1d4+1, 2 claws) or +5 melee (2d6+2/19-20, filament chain) or +4 ranged (4d6, dark plasma rifle); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ bioorganic armor, damage reduction 6/-, fast healing 5, immunities, low-light vision; AL kroath; SV Fort +9, Ref +2, Will +2; AP 0; Rep +1; Str 14, Dex 13, Con 18, Int 16, Wis 12, Cha 9.

**Skills:** Computer Use +12, Craft (chemical) +9, Craft (mechanical) +8, Knowledge (Earth and Life Sciences) +8, Knowledge (physical sciences) +8, Knowledge (tactics) +9, Listen +7, Read/Write English, Read/Write Kroath, Speak Kroath, Search +7, Spot +7.

**Feats:** Alertness, Alien Weapons Proficiency, Improved Initiative, Simple Weapons Proficiency, Toughness.

**Talents (Tough Hero):** Damage reduction 1/-, remain conscious.

**Possessions:** Bioorganic armor, dark plasma rifle, filament chain.

## LITTER BRUTE

Litter brutes are spontaneously generated constructs bent on exacting vengeance against humanity for ruining the environment. Like ecological bogeymen, litter brutes have been executing despoilers of nature ever since the mid-1970s, leaving asphyxiated victims lying in piles of rubbish. Litter brutes killed so many people in this fashion during the 1980s that the Federal Bureau of Investigation was convinced a sanitation worker had turned serial killer.

A litter brute is a towering pile of shifting, surging garbage shaped roughly like a human. Its body is a collection of nonbiodegradable refuse, such as cardboard, Styrofoam, plastic, metal, wire, string, and glass. It can reconfigure its form to face any direction in an instant, and



it can “flow” around most obstacles, though it cannot squeeze through openings smaller than its own body.

## Species Traits

**Construct:** A litter brute has the traits and immunities common to constructs.

**Dimension Door (Sp):** At will, a litter brute can remove its essence from the objects that form its body, dropping them wherever they happen to land, then reappear up to 500 feet away, reconstructing its body from garbage and refuse there (assuming enough raw material exists in the target location). The litter brute cannot use its *dimension door* ability to transport other objects or creatures.

**Electricity Immunity (Ex):** A litter brute takes no damage from electricity. In fact, a litter brute struck by an electrical attack uses the residual energy to deal +1d6 points of electricity damage on its slam attacks the following round.

**Engulf (Ex):** A litter brute can simply bowl over opponents up to one size category smaller than itself as a free attack during its move action. This attack affects as many opponents as the monster’s body can cover. Each target can make either an attack of opportunity against the litter brute or a Reflex save (DC 10 + 1/2 the litter brute’s Hit Dice + its Strength modifier) to avoid being engulfed. A successful saving throw indicates that the target has been pushed back or aside (target’s choice) as the litter brute surges forward. An engulfed creature is considered grappled. A litter brute cannot make a slam attack during a round in which it

attempts to engulf, but each engulfed creature takes slam damage (half bludgeoning, half slashing) on that round and every round that it remains trapped.

**Fast Healing 1:** So long as there is some sort of litter or refuse within 60 feet of it, a litter brute heals 1 point of damage per round unless it is reduced to –10 or fewer hit points. This ability does not enable the litter brute to regrow or reattach severed body parts.

**Garbage Growth (Ex):** A litter brute can stuff objects inside itself to add to its bulk, if desired. Given enough time and a large enough supply of refuse, it can increase its Hit Dice by 1 per 24 hours, provided that it does nothing else. See Advancement (below) for changes in size category based on Hit Dice.

**Sharp Implements:** Within a litter brute’s body are countless sharp implements, which protrude from its form in various places. Because of these protrusions, half of the damage a litterfolk deals with a slam attack is slashing damage.

**Litter Brute:** CR 4; Large construct; HD 6d10+20; hp 53; Mas —; Init +0; Spd 20 ft.; Defense 17, touch 9, flat-footed 17 (–1 size, +8 natural); BAB +4; Grap +10; Atk +5 melee (1d8+2, slam); Full Atk +5 melee (1d8+2, 2 slams); FS 10 ft. by 10 ft.; Reach 10 ft.; SQ construct, darkvision 60 ft., *dimension door*, engulf, fast healing 5, garbage growth, sharp implements; AL none; SV Fort +2, Ref +2, Will +3; AP 0; Rep +0; Str 14, Dex 11, Con —, Int —, Wis 12, Cha 6.

**Skills:** None.

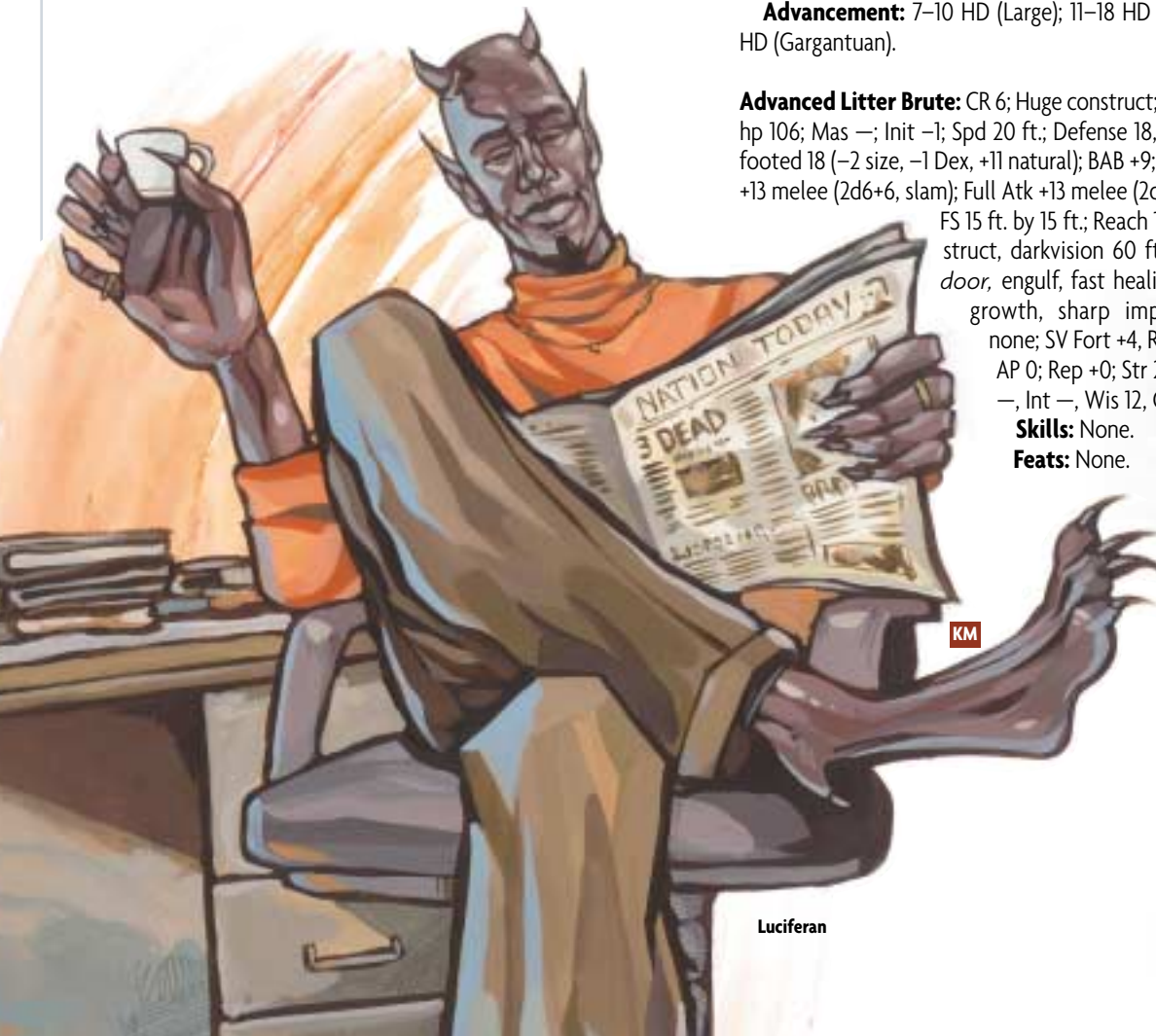
**Feats:** None.

**Advancement:** 7–10 HD (Large); 11–18 HD (Huge); 19–24 HD (Gargantuan).

**Advanced Litter Brute:** CR 6; Huge construct; HD 12d10+40; hp 106; Mas —; Init –1; Spd 20 ft.; Defense 18, touch 7, flat-footed 18 (–2 size, –1 Dex, +11 natural); BAB +9; Grap +23; Atk +13 melee (2d6+6, slam); Full Atk +13 melee (2d6+6, 2 slams); FS 15 ft. by 15 ft.; Reach 10 ft.; SQ construct, darkvision 60 ft., *dimension door*, engulf, fast healing 5, garbage growth, sharp implements; AL none; SV Fort +4, Ref +3, Will +5; AP 0; Rep +0; Str 22, Dex 9, Con —, Int —, Wis 12, Cha 6.

**Skills:** None.

**Feats:** None.



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Luciferan

## LUCIFERAN

Luciferans are aliens that have been on Earth for as long as humans have been the dominant species. These creatures have a name in every culture, and legends of encounters with “devils” often describe contact with luciferans. No one knows why or how they came to Earth, however.

Multiple races exist within the luciferan species, but all have a few features in common. A luciferan is a bipedal creature of generally human shape and size. Its skin is luminescent, though it may be of any shade from dark red to purple or blue, and the irises of its eyes shine with the same luminescence. Its long, thin fingers are tipped with sharp claws. Each of its legs has an extra joint between the ankle and shin and ends in doglike or birdlike feet, complete with talons.

Partly because of their sinister appearance, most luciferans maintain a safe distance from humanity. They consider humans amusing but treacherous animals, so they tend to be circumspect about contact with humankind. When they do initiate communication, it is usually to offer information or technology, spawning countless tales of “deals with the devil.”

Luciferans prefer to avoid open altercations with humans whenever possible. If pressed, however, a luciferan can fight with its claws or with nearly any personal firearm obtainable on Earth.

### Species Traits

**Automatic Language:** Luciferans read, write, and speak Aramaic.

**Body Glow (Su):** A luciferan’s skin constantly emits a pale red glow that is imperceptible in lighted conditions, but the effect reduces any concealment the luciferan may have due to darkness by one step.

**Immolation (Su):** A luciferan can increase the glow from its skin into a raging inferno. The flame so generated deal 6d6 points of fire damage to each object and creature within a 10-foot radius of the luciferan. A successful Reflex save (10 + 1/2 the luciferan’s Hit Dice + its Constitution modifier) halves the damage.

**Skill Bonuses:** A luciferan gains a +2 species bonus on Bluff and Intimidate checks.

**Luciferan:** CR 2; Medium-size outsider; HD 2d8+2; hp 11; Mas 14; Init +1; Spd 30 ft., fly 40 ft. (average); Defense 15, touch 11, flat-footed 14 (+1 Dex, +4 natural); BAB +2; Grap +2; Atk +2 melee (1d4, claw); Full Atk +2 melee (1d4, 2 claws) or +3 ranged (2d6, Colt Python); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ body glow, darkvision 60 ft., immolation; AL any; SV Fort +5, Ref +4, Will +4; AP 0; Rep +0; Str 10, Dex 13, Con 14, Int 12, Wis 12, Cha 14.

**Skills:** Bluff +4, Intimidate +4, Knowledge (arcane lore) +6, Read/Write Aramaic, Speak Aramaic, Speak English.

**Feats:** Simple Weapons Proficiency.

**Possessions:** Colt Python, 12 rounds of .357 ammunition.

**Advancement:** By character class.

**Luciferan Class Smart Hero 3/Mage 3:** CR 8; Medium-size outsider; HD 2d8+2 plus 3d6+6 plus 3d6+6; hp 44; Mas 14; Init +1; Spd 30 ft., fly 40 ft. (average); Defense 18, touch 14,

flat-footed 17 (+1 Dex, +3 class, +4 natural); BAB +4; Grap +4; Atk +4 melee (1d4, claw); Full Atk +4 melee (1d4, 2 claws), or +5 ranged (2d6, Colt Python revolver); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ body glow, brew potion, darkvision 60 ft., immolation, scribe scroll, summon familiar; AL any; SV Fort +7, Ref +6, Will +9; AP 3; Rep +3; Str 10, Dex 13, Con 14, Int 13, Wis 12, Cha 15.

**Occupation:** Dilettante (bonus class skill: Intimidate).

**Skills:** Bluff +4, Computer Use +7, Concentration +8, Craft (chemical) +10, Decipher Script +7, Disable Device +7, Intimidate +7, Investigate +7, Knowledge (arcane lore) +15, Knowledge (technology) +7, Read/Write Arabic, Read/Write Aramaic, Read/Write Dutch, Read/Write English, Research +10, Speak Arabic, Speak Aramaic, Speak Dutch, Speak English, Speak French, Spellcraft +7.

**Feats:** Alien Weapons Proficiency, Archaic Weapons Proficiency, Combat Expertise, Iron Will, Low Profile, Simple Weapons Proficiency.

**Talents:** Savant (research), trick.

**Mage Spells (4/3/1):** 0—*detect magical aura, light, mage hand, read magic*; 1st—*change self, power device, sleep*; 2nd—*invisibility*. Caster level 3rd; save DC 11 + spell level.

**Possessions:** Colt Python (.357 revolver), 12 rounds of .357 ammunition, 1d4 scrolls, 1d4 potions.

## MALLEABLE CREATURE (TEMPLATE)

“Malleable” is a term used to describe creatures that can elongate their limbs and compress their bodies in astounding ways. Typically, this trait is a mutation—or a throwback to a genetic trait present in the earliest life forms millions of years in the past. Exposure to strange radiation, chemicals, magic, or other situations sometimes triggers this dormant trait, making the possessor’s bones pliable and its muscles and tissues resistant to tearing and blunt trauma.

A malleable creature looks much like the creature it once was, except for a certain fluidity in its movements and a tendency to rest its limbs in unusual (often painful-looking) positions.

A malleable creature can stretch its limbs to almost twice their normal length or compress its torso to slip through impossibly narrow cracks. Over time, it gains more control over this ability, eventually gaining the ability to change its facial features to some extent. On the downside, malleable creatures lose a bit of coordination because of their flexible bones, and they are often considered freaks by the mundane world.

### Template Traits

“Malleable creature” is an acquired template that can be added to any corporeal humanoid or monstrous humanoid (referred to hereafter as the “base creature”). The creature retains its original type. It uses the base creature’s statistics and special abilities except as noted here.

**Challenge Rating:** Same as base creature +1.

**Grapple Bonus:** A malleable creature gains a +4 species bonus on grapple checks.

**Special Qualities:** A malleable creature retains all the special qualities of the base creature and gains the additional special qualities described below.

**Bludgeoning Resistance 5 (Ex):** A malleable creature ignores the first 5 points of bludgeoning damage from any single attack.

**Increased Reach (Ex):** The reach of a malleable creature increases by 5 feet.

**Malleable Form (Ex):** This ability allows a malleable creature to make itself look different. It can appear 1 foot shorter or taller than its normal height, and it can seem thinner or fatter. It cannot change its skin, hair color, body type, or number of limbs. This ability does not allow the malleable creature to mimic the appearance of specific individuals.

As a full-round action, a malleable creature can squeeze through an opening as small as 6 inches square. In the case of an enclosed space, such as a drainpipe or airshaft, the malleable creature moves at one-third of its normal speed, but it can take no other actions until at least half of its body mass has emerged from the enclosure. Objects and clothing worn by the malleable creature may or may not be small enough to fit through the opening—objects larger than Tiny are left behind unless every part of the opening is large enough to accommodate them.

**Saves:** Same as the base creature, with a +1 species bonus on Fortitude saves, and modified by new ability scores.

**Ability Scores:** A malleable creature's ability scores change as follows: Con +2, Dex -4.

**Skill Bonuses:** A malleable creature's pliant body grants it a +4 species bonus on Disguise checks and a +10 species bonus on Escape Artist checks.

**Bonus Feat:** A malleable creature gains Nimble as a bonus feat.

**Malleable Human Tough Hero 4/Dedicated Hero 3:** CR 8; Medium-size humanoid; HD 4d10+16 plus 3d6+12 plus 3 (Toughness); hp 63; Mas 19; Init -2; Spd 30 ft.; Defense 16, touch 13, flat-footed 16 (-2 Dex, +5 class, +3 undercover vest); BAB +5; Grap +10; Atk +6 melee (1d4+1, unarmed strike) or +3 ranged (2d6, Beretta 92F); Full Atk +6 melee (1d4+1, unarmed strike) or +3 ranged (2d6, Beretta 92F); FS 5 ft. by 5 ft.; Reach 10 ft.; SQ bludgeoning resistance 5, increased reach, malleable form; AL any; SV Fort +11, Ref +0, Will +6; AP 3; Rep +2; Str 12, Dex 6, Con 19, Int 10, Wis 16, Cha 11.

**Skills:** Bluff +8, Climb +3, Concentration +6, Disguise +13, Escape Artist +14, Knowledge (current events) +2, Read/Write English, Speak English, Spot +7, Survival +7.

**Feats:** Armor Proficiency (light), Combat Martial Arts, Defensive Martial Arts, Great Fortitude, Improved Combat Martial Arts, Nimble, Simple Weapons Proficiency, Toughness.

**Talents (Tough Hero):** Damage reduction 1/-, remain conscious.

**Talents (Dedicated Hero):** Intuition, skill emphasis (Disguise).

**Possessions:** Undercover vest, Beretta 92F (9mm auto-loader), 50 rounds of 9mm ammunition, disguise kit.

## MANIAC (TEMPLATE)

Sometimes people are confronted with such unspeakable horror, violence, torture, or despair that their minds snap, turning them into gibbering monsters. Freed of the restraints of sanity, such people become raving maniacs, existing only for violence and mayhem. No amount of therapy, compassion, or reasoning can get through to a maniac—the only solace such a person can find is in murder.

A maniac looks exactly like the creature it once was, except that its eyes gleam with madness and its nose tends to twitch as though scenting prey. Such a creature may also change its mode of dress to more easily accommodate activities such as stalking and killing.

Giving up all of their sanity, maniacs become incredibly tough and resistant to damage. They abandon their former lives and spend their time either stalking specific prey or randomly killing people. Despite their loss of reasoning, maniacs retain a feral cunning that makes them difficult to hunt down and almost impossible to predict.

A maniac speaks, reads, and writes the languages it knew before its transformation. Typically, however, it either says nothing at all or babbles in meaningless gibberish.

### Template Traits

“Maniac” is an acquired template that can be added to any humanoid or monstrous humanoid (referred to hereafter as the “base creature”). The creature retains its original type. It uses all the base creature's statistics and special abilities except as noted here.

**Challenge Rating:** Same as base creature +1.

**Hit Dice:** Change to d12.

**Attacks:** A maniac retains all the attacks of the base creature and gains a slam attack if the base creature didn't already have one. If the base creature did not have a slam attack, use the base damage values in the table below. Otherwise, use the values below or the base creature's base damage, whichever is greater.

Size	Slam Damage
Fine	1
Diminutive	1d2
Tiny	1d3
Small	1d4
Medium-size	1d6
Large	1d8
Huge	2d6
Gargantuan	2d8
Colossal	4d6

**Special Qualities:** A maniac retains all the special qualities of the base creature and gains the additional qualities described below.

**Ability Surge (Ex):** Once per day as a free action, the maniac can temporarily increase its Strength and Dexterity scores, but doing so imposes a penalty on its saving throws. While this ability is in effect, the maniac gains a +4 morale bonus to both Strength and Dexterity but takes a -2 penalty on all saving throws. Ability surge lasts for a number of



rounds equal to the maniac's character level. Following an ability surge, the maniac is fatigued (–2 to Strength and Dexterity) for as many rounds as the surge was in effect, but it may negate this penalty as a free action by spending an action point.

**Damage Reduction 5/– (Ex):** A maniac ignores the first 5 points of damage dealt by any attack.

**Immunities (Ex):** A maniac is immune to mind-affecting effects.

**Resistance to Massive Damage (Ex):** A maniac gains a +5 species bonus on Fortitude saves to negate the effects of massive damage.

**Allegiances:** Previous allegiances are lost and replaced by allegiances to chaos and evil. Changed allegiances might cause the loss of particular class abilities (see Allegiances on page 37 in the *d20 Modern Roleplaying Game*).

**Saves:** Same as the base creature, with a +2 bonus on Fortitude saves, and modified by new ability scores.

**Ability Scores:** A maniac gains the following ability score increases: Str +4, Con +4.

**Feats:** A maniac gains Improved Damage Threshold and Toughness as bonus feats.

**Maniac (Strong Hero 2/Tough Hero 3):** CR 6; Medium-size humanoid; HD 5d12+20 plus 3 (robust) plus 3 (Toughness); hp 58; Mas 22; Init +1; Spd 30 ft.; Defense 15, touch 15, flat-footed 14 (+1 Dex, +4 class); BAB +4; Grap +8; Atk +8 melee (1d4+5/19–20 nonlethal, improved unarmed strike) or +8 melee (1d6+5, slam) or +8 melee (3d6+5, chain saw); Full Atk +8 melee (1d4+5/19–20 nonlethal, improved unarmed strike) or +8 melee (1d6+5, slam) or +8 melee (3d6+5, chain saw) or +5 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ ability surge, damage reduction 5/–, immunities, resistance to massive damage; AL chaos, evil; SV Fort +12, Ref +2, Will +2; AP 2; Rep +1; Str 18, Dex 13, Con 19, Int 8, Wis 12, Cha 10.

**Skills:** Climb +9, Jump +9, Read/Write English, Speak English, Spot +4, Survival +4.

**Talents (Strong Hero):** Melee smash.

**Talents (Tough Hero):** Remain conscious, robust.

**Feats:** Combat Martial Arts, Great Fortitude, Improved Combat Martial Arts, Improved Damage Threshold, Power Attack, Simple Weapons Proficiency, Toughness.

**Possessions:** Chain saw, Halloween mask, bloodstained overalls.

## MAN-'O-WAR, GIANT

Still not definitely identified by modern science, the giant man-'o-war is a life form usually found only in the deeper parts of the ocean. Hurricanes occasionally dredge one up and deposit it on one of the world's beaches, or sometimes a larger sea creature partially devours one and leaves the remains to wash ashore, where witnesses puzzle over exactly what they have found. Dubbed "globsters" by the press, these cryptids were reported on Anastasia Island, Florida in 1896; in Tasmania in 1960 and in 1997; and in North Carolina in 1996.

Sometimes mistaken for a giant squid—another deep-sea cryptid as yet not officially recognized by the scientific community—a giant man-'o-war is actually a vast colony of

individual and extremely specialized cells. It resembles its smaller cousin in both body structure and color.

Giant man-'o-war usually lurk only in the deepest parts of the ocean, but some unknown effect has recently been driving them closer and closer to the surface. It may be only a matter of time before these creatures begin preying on divers, swimmers, and even small pleasure craft.

A giant man-'o-war attacks with its strands, which secrete a paralyzing slime. Once it has grabbed its prey, it attempts to swallow.

## Species Traits

**Attach (Ex):** If a giant man-'o-war hits with a strand attack, the strand latches onto the opponent's body. The attachment deals no damage, but the giant man-'o-war can then draw the opponent 20 feet closer to itself that round and each subsequent round thereafter that the opponent remains stuck. Once the creature is within 20 feet of the giant man-'o-war, the man-'o-war can draw it the remaining distance and bite (+4 melee) in that same round.

The opponent can break free of a strand with a successful Escape Artist check (DC 20) or Strength check (DC 16). Alternatively, the opponent or an ally can try to sever a strand. A single attack with a slashing weapon that deals at least 10 points of damage severs a strand (Defense 18).

**Damage Reduction 5/Piercing (Ex):** A giant man-'o-war ignores the first 5 points of damage dealt by any nonpiercing weapon.

**Fire Vulnerability:** A giant man-'o-war takes 50% more damage from fire attacks.

**Paralysis (Ex):** The strands of a giant man-'o-war secrete an anesthetizing slime. Any target hit by its strand attack must succeed on a Fortitude save (DC 10 + 1/2 the man-'o-war's Hit Dice + its Constitution modifier) or be paralyzed for 3d6 rounds. The man-'o-war can automatically bite a paralyzed opponent.

**Strands (Ex):** A giant man-'o-war lies in wait for prey by spreading out its long, sticky strands and floating along on the deep currents. In this mode, it can spread its strands over a 100-foot radius. When something brushes one of the strands, all the rest of the strands contract to assist in pulling the prey toward the man-'o-war's mouth.

**Wavesense (Ex):** A giant man-'o-war can automatically sense the location of any object or creature within 150 feet that is in contact with the water.

**Giant Man-'o-War:** CR 7; Large animal; HD 5d8+10; hp 32; Mas 15; Init +3; Spd swim 60 ft.; Defense 17, touch 12, flat-footed 14 (–1 size, +3 Dex, +5 natural); BAB +3; Grap +9; Atk +4 melee (attach, strand) or +4 melee (1d4+2, bite); Full Atk +4 melee (attach, 8 strands) and –1 melee (1d4+1, bite); FS 10 ft. by 10 ft.; Reach 5 ft. (100 ft. with strand); SQ attach, damage reduction 5/piercing, fire vulnerability, paralysis, strands, wavesense; AL none; SV Fort +6, Ref +7, Will +2; AP 0; Rep +0; Str 14, Dex 16, Con 15, Int 2, Wis 12, Cha 4.

**Skills:** Hide +9, Move Silently +9.

**Feats:** None.

**Advancement:** 6–9 HD (Large); 10–15 HD (Huge).



## MAPINGUARI

The mapinguari is a massive creature found in remote areas of South America. The local natives believe it to be an incarnation of a cursed shaman, but zoologists characterize it as a giant ground sloth—a member of a species that was believed to have died out more than 8,000 years ago. Though it is an herbivore, this creature is quite territorial and attacks any other creature that comes within reach. Thus, hunters and animals alike tend to give a mapinguari's territory a wide berth.

A mapinguari is more than 7 feet tall at the shoulder. Its body resembles that of a sloth and is covered with shaggy black or dark red fur. It has a long, sharp, backward-curving talon on each toe, and its face looks almost human. Few creatures can bear to come close enough to see its face, however, because of its unbearable stench. This foul odor emanates from a scent gland in its abdomen, which the natives have fancifully dubbed a “second mouth.” The mapinguari's long, bellowing roar is legendary, and a few recordings of it are in the possession of the Smithsonian Institute.

The mapinguari's incredible stench ensures its privacy most of the time. When it must fight, it does so by slamming opponents with its massive clawed “hands.”

## Species Traits

**Scent (Ex):** This ability allows a mapinguari to detect approaching enemies, sniff out hidden foes, and track by sense of smell. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for details.

**Stench (Ex):** The odor of a mapinguari is overpoweringly offensive. Anyone approaching within 60 feet of the creature must make a successful Fortitude save (DC 18) or become nauseated (see the Character Condition Summary sidebar on page 140 of the *d20 Modern Roleplaying Game*). The nausea persists for as long as the creature remains in the area and for 1 round thereafter. If a creature leaves and reenters the area, a new save is required.

**Mapinguari:** CR 5; Large animal; HD 8d8+48; hp 84; Mas 22; Init +0; Spd 30 ft.; Defense 15, touch 9, flat-footed 15 (–1 size, +6 natural); BAB +6; Grap +16; Atk +11 melee (1d6+6, slam); Full Atk +11 melee (1d6+6, 2 slams); FS 10 ft. by 10 ft.; Reach 10 ft.; SQ low-light vision, scent, stench; AL none; SV Fort +12, Ref +2, Will +3; AP 0; Rep +0; Str 23, Dex 11, Con 22, Int 2, Wis 12, Cha 8.

**Skills:** Climb +10, Listen +5.

**Feats:** None.

**Advancement:** 9–12 HD (Large); 13–18 HD (Huge).

**Advanced Mapinguari:** CR 7; Huge animal; HD 15d8+120; hp 187; Mas 26; Init –1; Spd 30 ft.; Defense 16, touch 7, flat-footed 16 (–2 size, –1 Dex, +9 natural); BAB +11; Grap +29; Atk +19 melee (2d4+10, slam); Full Atk +19 melee (2d4+10, 2 slams); FS 15 ft. by 15 ft.; Reach 10 ft.; SQ low-light vision, scent, stench; AL none; SV Fort +17, Ref +4, Will +6; AP 0; Rep +0; Str 31, Dex 9, Con 26, Int 2, Wis 12, Cha 8.

**Skills:** Climb +14, Listen +5.

**Feats:** None.

## MEGALODON

This prehistoric shark is a true behemoth that spends most of its time hunting whales and schools of large aquatic creatures, such as seals, dolphins, giant squid, and great-white sharks. As the supply of such prey dwindles, however, megalodons have begun to make occasional attacks on boats and other



watercraft. Moldering away in the archives of the world's navies are top secret documents that describe megalodons attacking and destroying small submarines and other seemingly indestructible vessels.

A typical megalodon measures between 55 and 90 feet long, weighs between 10 and 60 tons, and is characterized by its streamlined body and rear-facing teeth.

A megalodon can launch itself up to 40 feet out of the water to snatch up a low-flying creature or object. Because of its weight and massive jaws, a megalodon could easily clamp onto a hovering helicopter and pull it beneath the waves. Fortunately, a megalodon is only as smart as a typical shark, so a quick-witted opponent can often get away by using some clever trick. The largest of megalodons can be slain only with the aid of massive weaponry, such as torpedoes and depth charges.

A megalodon's hunting territory spans several hundred square miles of open water. These nearly insatiable predators even consider other megalodons fair game.

## Species Traits

**Improved Grab (Ex):** To use this ability, the megalodon must hit an opponent at least one size category smaller than itself with its bite attack. If it gets a hold, it automatically deals bite damage each round that the hold is maintained, and it can swallow in the next round. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for more information.

**Keen Scent (Ex):** A megalodon notices creatures by scent within a 180-foot radius. It can detect blood in the water at a range of up to 1 mile.

**Swallow Whole (Ex):** If a megalodon begins its turn with an opponent two or more size categories smaller than itself held in its mouth, it can attempt a new grapple check as though trying to pin the opponent. If it succeeds, it swallows its opponent, automatically dealing bite damage. Once inside the megalodon, the opponent takes bludgeoning damage equal to the megalodon's bite attack plus 1d6 points of acid damage per round from the monster's gullet. A successful grapple check allows the swallowed creature to climb out of the gullet and return to the megalodon's maw, where another successful grapple check is needed to get free. Alternatively, the swallowed creature can attack from inside the gullet using claws or a Small or Tiny slashing weapon. Dealing at least 25 points of damage to the gizzard (Defense 20) in this way creates an opening large enough to permit escape. Once a single swallowed creature exits, muscular action closes the hole; thus, another swallowed creature must cut its own way out. A Gargantuan megalodon's gullet can hold 2 Huge, 8 Large, 32 Medium-size, or 128 Small or smaller opponents.

**Megalodon:** CR 11; Gargantuan animal; HD 24d8+168; hp 264; Mas 24; Init +2; Spd swim 120 ft.; Defense 20, touch 8, flat-footed 18 (-4 size, +2 Dex, +12 natural); BAB +18; Grap +36; Atk +24 melee (4d6+10, bite); Full Atk +24/+19/+14/+9 melee (4d6+10, bite); FS 20 ft. by 40 ft.; Reach 10 ft.; SQ darkvision 60 ft., improved grab, keen scent, low-light vision, swallow whole; AL none; SV Fort +21, Ref +16, Will +9; AP 0; Rep +0; Str 31, Dex 15, Con 24, Int 1, Wis 12, Cha 10.

**Skills:** Hide -10, Listen +6, Spot +6, Swim +15.

**Feats:** None.

**Advancement:** 25-48 HD (Gargantuan); 49-72 HD (Colossal).

**Advanced Megalodon:** CR 17; Colossal animal; HD 49d8+441; hp 637; Mas 28; Init +2; Spd swim 120 ft.; Defense 21, touch 4, flat-footed 19 (-8 size, +2 Dex, +17 natural); BAB +43; Grap +74; Atk +58 melee (5d6+15, bite); Full Atk +58/+53/+48/+43 melee (5d6+15, bite); FS 30 ft. by 50 ft.; Reach 10 ft.; SQ darkvision 60 ft., improved grab, keen scent, low-light vision, swallow whole; AL none; SV Fort +35, Ref +16, Will +9; AP 0; Rep +0; Str 39, Dex 15, Con 28, Int 1, Wis 12, Cha 10.

**Skills:** Hide -10, Listen +6, Spot +6, Swim +20.

**Feats:** None.

## MONGOLIAN DEATH WORM

Swift death lies beneath the dunes of Mongolia's Gobi desert. Natives of the region fear to speak the name that they themselves have given this death, for it is said that saying it aloud brings misfortune. Slithering beneath the sands, the creature they fear is purported to breathe poison and cause death with its very touch.

The Mongolian death worm (or Allghoi Khorkhoi, as the native people call it) is a snakelike creature covered with scales the color of fresh blood. Tiny black eyes glare out from atop a wormlike head swollen with poison, and the creature's mouth is filled with sharp fangs.

A Mongolian death worm spends most of the day resting a few feet beneath the sand, waiting for the telltale earth tremors caused by creatures walking nearby. When it detects prey, it pokes its head from the sand and spews poison from its mouth. If its target still lives, the death worm attacks with its bite. At night, Mongolian death worms preferentially hunt other creatures beneath the sands, but if such hunts prove fruitless, they seek prey on the surface even during night hours.

## Species Traits

**Bonus Feat:** A Mongolian death worm gains Weapon Finesse (bite) as a bonus feat.

**Death Touch (Su):** Any creature grappling with a Mongolian death worm must make a successful Fortitude save (DC 10 + 1/2 the worm's Hit Dice + its Constitution modifier) each round or gain one negative level that lasts only until the grapple ends (no saving throw needed for removal). Most Mongolian death worms use this ability purely in self-defense, but some of the larger ones learn that it can be a swift means of killing prey.

**Poison (Ex):** Bite—Fortitude negates; save DC 10 + 1/2 the worm's Hit Dice + its Constitution modifier; 1d6 Con/1d6 Con.

**Poison Spray (Ex):** Once every 1d4 rounds, the Mongolian death worm can spray poison in a 15-foot cone. See above for the effects of the poison.

**Tremorsense (Ex):** A Mongolian death worm can automatically sense the location of anything within 60 feet that is in contact with the ground.

**Mongolian Death Worm:** CR 3; Small magical beast; HD 2d10+6; hp 17; Mas 16; Init +2; Spd 20 ft., burrow 20 ft.; Defense 16, touch 13, flat-footed 14 (+1 size, +2 Dex, +3 natural); BAB +2; Grap -3; Atk +5 melee (1d4-1 plus poison, bite); Full Atk +5 melee (1d4-1 plus poison, bite); FS 5 ft. by 5 ft.; Reach 5 ft; SQ darkvision 60 ft., death touch (DC 14), low-light vision, poison (DC 14), poison spray, tremorsense; AL none; SV Fort +6, Ref +5, Will -1; AP 0; Rep +0; Str 8, Dex 15, Con 16, Int 2, Wis 9, Cha 4.

**Skills:** Listen +3, Spot +6.

**Feats:** Weapon Finesse (bite).

**Advancement:** 3-5 HD (Small); 6-10 HD (Medium-size); 11-15 HD (Large).

#### Advanced Mongolian

**Death Worm:** CR 5; Medium-size magical beast; HD 6d10+24; hp 57; Mas 18; Init +1; Spd 20 ft., burrow 20 ft.; Defense 15, touch 12, flat-footed 13 (+2 Dex, +3 natural); BAB +6; Grap +7; Atk +7 melee (1d6+1 plus poison, bite); Full Atk +7 melee (1d6+1 plus poison, bite); FS 5 ft. by 5 ft.; Reach 5 ft; SQ darkvision 60 ft., death touch (DC 17), low-light vision, poison (DC 17), poison spray, tremorsense; AL none; SV Fort +9, Ref +6, Will +1; AP 0; Rep +0; Str 12, Dex 13, Con 18, Int 2, Wis 9, Cha 4.

**Skills:** Listen +5, Spot +8.

**Feats:** Alertness, Weapon Finesse (bite).



Indies. They can prey on insects, birds, small mammals, or even carrion. Some monitor lizard species, including the water monitor, are exceptional swimmers, though most are land-dwelling animals. Many species can also climb trees in search of prey, though they aren't given to pouncing from the branches. Nearly all monitor lizards have bacteria in their saliva that can paralyze prey long enough for the lizard to kill it.

A monitor lizard usually begins combat with a poison spray to cripple its prey. Thereafter, it uses its bite attacks to finish off the opponent.

#### Species Traits

**Poison (Ex):** Bite—Fortitude negates; save DC 10 + 1/2 the monitor lizard's Hit Dice + its Constitution modifier; 1d6 Dex/1d6 Dex.

**Poison Spray (Ex):** Once every 1d4 rounds, the monitor lizard can spray poison in a 15-foot cone. See above for the effects of the poison.

**Skill Bonuses:** Monitor lizards gain a +4 species bonus on Hide and Move Silently checks. In forested or overgrown areas, the bonus on Hide checks improves to +8.

**Monitor Lizard:** CR 3; Medium-size animal; HD 3d8+9; hp 22; Mas 17; Init +2; Spd 30 ft., swim 30 ft.; Defense 15, touch 12, flat-footed 13 (+2 Dex, +3 natural); BAB +2; Grap +5; Atk +5 melee (1d8+4, bite); Full Atk +5 melee (1d8+4, bite); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ Poison, poison spray; AL none; SV Fort +6, Ref +5, Will +2; AP 0; Rep +0; Str 17, Dex 15, Con 17, Int 2, Wis 13, Cha 2.

**Skills:** Climb +9, Hide +7 (+11 in overgrown or forested areas), Listen +4, Move Silently +6, Spot +4.

**Feats:** None.

**Advancement:** 4-5 HD (Medium-size); 6-12 HD (Large).

## MONITOR LIZARD

Monitor lizards are the largest known lizards alive on Earth today. Descended from the prehistoric mosasaur (a giant marine lizard reputed to be more than 30 feet long), this family of lizards includes the infamous Komodo dragon.

A monitor lizard measures between 8 inches and 10 feet long, depending on the particular species. Sleek and fast, it has a long neck ending in a tapered head, muscular legs, and a long, powerful tail.

Monitor lizards are found in tropical and desert regions throughout Africa, lower Asia, and Australia and the East

## MONTAUK MONSTER

The montauk monster derives its name from its first appearance, which occurred at the Montauk Air Force Radar Station on Long Island. This appearance and the proliferation

of montauk monsters on Earth ever since stems from a government experiment known as Project Rainbow.

Declassified government records report that Project Rainbow, also known as the Philadelphia Experiment, was a World War II research project to meant to investigate whether electrifying or magnetizing the hulls of ships could make them “invisible” to magnetic mines. The experiment took place on the USS Elridge in the Philadelphia Naval Yard during the summer of 1943. Officially, the experiment was considered a failure. Although the Elridge did in fact disappear from view entirely in the naval yard, it was quite visible to several fishermen and officers near the Norfolk Naval Base some 200 miles away. Whether by accident or design, the ship had been briefly teleported.

Although the United States government denies the incident entirely, the results of Project Rainbow led to a string of studies and experiments involving spacial and temporal physics, most of which took place in Montauk, Long Island. Many of these experiments were failures, but enough partial successes occurred to keep the program running until 1983, when public attention made further experiments at that location impossible.

Some of the most successful Montauk experiments involved attempts to open portals to distant locations or times. Although no one really knows whether time travel and teleportation were actually made feasible, witnesses attest that scientists did in fact open a portal to *some-where else*. This other place, from which no intrepid explorer ever returned alive, was apparently home to the creatures now known as montauk monsters, and they did not appreciate visitors.

Since that first entry into their space, montauk monsters have been able to appear in any place where teleportation or time-altering magic or technology is frequently used. Although they previously appeared only when scientists opened gateways to their dimension, they have evidently decided that their best defense is to destroy any beings whose activity might lead others to breach the barriers of their realm.

A montauk monster is normally invisible, but when it attacks, it is revealed as a hulking, headless, human-shaped mass of blue energy. Its long arms end in huge claws of nebulous force, which it uses both to climb and to rend foes.

Montauk monsters evidently reach Earth by “riding” other creatures’ teleportations and time-influencing spells. Initially, a montauk monster focuses its fury on the creature whose actions allowed it to reach Earth. Once that creature has been destroyed, the monster goes on a rampage of destruction that ends only with its own death. Evidently, montauk monsters are unable to return home after carrying out their missions, so they simply martyr themselves for their alien cause.

Montauk monsters are fearless creatures that always fight to the death. Although less intelligent than most humans, they possess a murderous cunning that makes them patient killers. Typically, a montauk monster in pursuit of a human waits until its chosen target is separated from others before striking with its force claws.

## Species Traits

**Damage Reduction 20/+1 (Su):** A montauk monster ignores the first 20 points of damage dealt by any nonmagical weapon. In campaigns without magic weapons, the GM can either disregard the montauk monster’s damage reduction or apply it only to certain types of weapons (ballistic, bludgeoning, piercing, slashing, or sonic/concussion).

**Elemental:** Montauk monsters have all the traits common to elementals.

**Energy Claw (Ex):** In addition to its base damage, a montauk monster’s claw attack deals 1d6 points of electricity damage and 1d6 points of fire damage with a successful hit.

**Energy Form (Ex):** Montauk monsters are raw energy given sentience. Their bodies and their melee attacks are force effects.

**Fast Healing 3:** A montauk monster heals 3 points of damage per round unless it is reduced to –10 or fewer hit points. This ability does not enable a montauk monster to regrow or reattach severed body parts.

**Fire Subtype (Ex):** A montauk monster is immune to fire damage and takes 50% more damage from cold attacks.

**Fuse (Su):** Once every 1d4 rounds, a montauk monster can cause a creature it has successfully hit with a melee attack to fuse with nearby matter. At the time of the attack, the target creature must be within 5 feet of a solid object with a volume at least equal to its own. (In most cases, the ground or a wall is sufficient.) The target must succeed at a Will saving throw (DC 10 + 1/2 the montauk monster’s Hit Dice + its Charisma modifier) or be fused with the object



and instantly killed. The object's hardness drops by 2 after the fusion, regardless of the creature's nature or physical makeup. Such an object continues to function normally, but it is usually cosmetically grotesque, with fleshy fingers or a portion of a face projecting from its surface.

**Immunities (Ex):** Montauk monsters are immune to fire and electricity. They are also immune to force effects such as *mage armor*, *magic missile*, and *wall of force*. The creatures and their melee attacks pass through such effects unharmed and unhindered.

**Invisibility (Su):** A montauk monster is naturally invisible, as though constantly under the effect of the *invisibility* spell (caster level 10th). Like a subject of that spell, the monster becomes visible upon attacking, but it can reinstate its invisibility as a free action once per round.

**Montauk Monster:** CR 11; Large elemental (air, fire); HD 9d8+27; hp 67; Mas —; Init +1; Spd 30 ft.; Defense 14, touch 10, flat-footed 13 (–1 size, +1 Dex, +4 natural); BAB +6; Grap +16; Atk +11 melee (1d8+6 plus 1d6 fire plus 1d6 electricity, energy claw); Full Atk +11 melee (1d8+6 plus 1d6 fire plus 1d6 electricity, 2 energy claws); FS 10 ft. by 10 ft.; Reach 10 ft.; SQ damage reduction 20/+1, darkvision 60 ft., elemental, energy claw, energy form, fast healing 3, fire subtype, fuse (DC 15), immunities, invisibility; AL evil; SV Fort +6, Ref +9, Will +3; AP 0; Rep +0; Str 22, Dex 13, Con 16, Int 6, Wis 10, Cha 12.

**Skills:** Climb +13, Listen +9, Move Silently +8, Spot +9.

**Feats:** Alertness, Lightning Reflexes.

**Advancement:** 10–18 HD (Large); 19–27 (Huge).



MN

**Advanced Montauk Monster:** CR 14; Huge elemental (air, fire); HD 19d8+95; hp 180; Mas —; Init +0; Spd 30 ft.; Defense 15, touch 8, flat-footed 15 (–2 size, +7 natural); BAB +14; Grap +32; Atk +22 melee (2d6+10 plus 1d6 fire plus 1d6 electricity, energy claw); Full Atk +22 melee (2d6+10 plus 1d6 fire plus 1d6 electricity, 2 energy claws); FS 15 ft. by 15 ft.; Reach 10 ft.; SQ damage reduction 20/+1, darkvision 60 ft., elemental, energy claw, energy form, fast healing 3, fire subtype, fuse (DC 24), immunities, invisibility; AL evil; SV Fort +11, Ref +13, Will +6; AP 0; Rep +0; Str 30, Dex 11, Con 20, Int 6, Wis 10, Cha 12.

**Skills:** Climb +22, Listen +14, Move Silently +12, Spot +14.

**Feats:** Alertness, Combat Reflexes, Lightning Reflexes, Power Attack.

## MOTHFOLK

Among the most enigmatic aliens on the Earth are the mothfolk, strange creatures known to primitive cultures the world over but which only recently made their presence known to modern western cultures. Although the species includes both males and females, the term “mothmen” continues to enjoy wide use among humankind. The actual name of the species, like everything else about the mothfolk, is shrouded in secrecy.

Mothfolk appear as tall, lanky humanoids covered in short, dark fur. Their large wings have a wingspread of over 20 feet. Their most arresting features are their eyes: large, red, and luminescent, and occasionally described as looking like oversized bicycle reflectors. They are also incredibly fast in flight.

The mothfolk are not native to Earth—but they are not precisely aliens, either. Mothfolk arrived on Earth from an alternate dimension, as part of a millennia-spanning nomadic migration, and they have been hunting throughout Africa, Europe, Australia, and North and South America for several centuries. Though deeply spiritual, they view humans like chimpanzees—intelligent in their own way, but still lower life forms. Mothfolk would happily hunt humans, but they don't find the meat palatable. Instead, humans are usually regarded as obstacles to avoid or chase away.

### Species Traits

**Automatic Language:** Mothfolk read, write, and speak a language of whistles, squeaks, and clicks (called Mothfolk, for lack of a better name).

**Fear Aura (Su):** A mothfolk projects an aura of fear around itself in a 20-foot radius. Creatures within this area that wish to remain must attempt a Will save (DC 10 + 1/2 the mothman's Hit Dice + its Charisma modifier) or be affected as by a *fear* spell. A mothfolk is immune to the fear auras of other mothfolk.

**Skill Bonuses:** Mothfolk gain a +4 species bonus on Balance, Climb, Listen, and Move Silently checks.

**Mothfolk:** CR 1; Large outsider; HD 2d8; hp 9; Mas 10; Init +1; Spd 30 ft., fly 300 ft. (good); Defense 12, touch 11, flat-footed 11 (–1 size, +1 Dex, +2 natural); BAB +2; Grap +7; Atk +2 melee (1d6+1, claw); Full Atk +2 melee (1d6+1, 2 claws) or +2 ranged; FS 5 ft. by 5 ft.; Reach 10 ft.; SQ darkvision 60 ft., fear aura

(DC 11); AL mothfolk; SV Fort +3, Ref +4, Will +5; AP 0; Rep +0; Str 12, Dex 13, Con 10, Int 10, Wis 14, Cha 10.

**Skills:** Balance +7, Climb +7, Hide +5, Listen +8, Move Silently +7, Read/Write Mothfolk, Sense Motive +4, Speak Mothfolk, Spot +4.

**Feats:** Simple Weapons Proficiency, Stealthy.

**Possessions:** Various personal items.

**Advancement:** By character class.

**Mothfolk Dedicated Hero 3/Acolyte 3:** CR 7; Large outsider; HD 2d8 plus 3d6 plus 3d8; hp 33; Mas 10; Init +2; Spd 30 ft., fly 300 ft. (good); Defense 17, touch 15, flat-footed 15 (-1 size, +2 Dex, +4 class, +2 natural); BAB +6; Grap +11; Atk +6 melee (1d6+1, claw); Full Atk +6 melee (1d6+1, 2 claws) or +7 ranged; FS 5 ft. by 5 ft.; Reach 10 ft.; SQ Darkvision 60 ft., divine spells, fear aura (DC 14), turn undead; AL mothfolk; SV Fort +8, Ref +8, Will +12; AP 3; Rep +3; Str 12, Dex 14, Con 10, Int 10, Wis 15, Cha 10.

**Skills:** Balance +7, Climb +7, Concentration +6, Hide +5, Knowledge (theology and philosophy) +4, Listen +8, Move Silently +7, Read/Write Mothfolk, Sense Motive +4, Speak Mothfolk, Spellcraft +6, Spot +4, Survival +6, Treat Injury +6.

**Feats:** Iron Will, Lightning Reflexes, Mobility, Simple Weapons Proficiency, Stealthy, Track.

**Talents (Dedicated**

**Hero):** Aware, skill emphasis (Survival).

**Acolyte Spells (4/4/3):** 0—*cure minor wounds, detect magical aura, light, resistance*; 1st—*bane, cause fear, comprehend languages, cure light wounds*; 2nd—*cure moderate wounds, hold person, shatter*. Caster level 3rd; save DC 12 + spell level.

**Possessions:** Various personal items.

**NEOTHELID**

The neothelid is little more than a rumor, since no one who has ever sighted it has survived to tell the tale. Hardcore cryptozoologists believe that the creature is a denizen of some other dimension, and that it entered our reality shortly after the first atomic bomb test at White Sands, New Mexico. Somehow, the blast must have weakened the barrier between dimensions, and this creature found its way through the breach. Quite intelligent in its own way, the

neothelid might be some sort of transdimensional explorer, investigating what it sees as an alien reality, or it might be a frightened and confused victim of an interdimensional accident, desperately seeking a way home. Whatever the story, the neothelid is deadly and has little regard for other life forms.

A neothelid is a 50-foot-long, wormlike creature with a mass of tentacles at one end. In the midst of this nest of tentacles is a toothy maw. The creature has no eyes or other sensory organs as such, though it unerringly senses the location of prey.

Fortunately for humanity, the neothelid is not comfortable on the surface and prefers to dwell underground, occasionally surfacing to attack and devour cattle and wild animals. Judging from the locations of sightings, its feeding ground may actually encompass several thousand square miles of North America. Other rumored sightings have taken place in the former Soviet Union, but the details are sketchy.

The neothelid attacks with a devastating blast of stomach acids, then uses its mouth tentacles to pull its prey into its mouth. The creature uses its psionics mostly to locate prey and evade detection.



## Species Traits

**Blindsight (Ex):** A neothelid is blind but can ascertain all creatures and objects within 500 feet by nonvisual means. Beyond that range, all targets have total concealment with respect to the neothelid (see Concealment in the *d20 Modern Roleplaying Game*).

**Breath Weapon (Su):** Once every 1d4 rounds, a neothelid can breathe a 50-foot cone of acid that deals 14d10 points of acid damage to every creature in its area. A successful Reflex save (DC 10 + 1/2 the neothelid's Hit Dice + its Constitution modifier) halves the damage.

**Damage Reduction 15/+2 (Su):** A neothelid ignores the first 15 points of damage dealt by any weapon with a magical bonus lower than +2. In campaigns without magic weapons, the GM can either disregard the neothelid's damage reduction or apply it only to certain types of weapons (ballistic, bludgeoning, piercing, slashing, or sonic/concussion).

**Psionics (Sp):** At will—*charm person, clairaudience/clairvoyance, detect thoughts, levitate, suggestion, telekinesis*. Manifest level 10th; save DC 10 + neothelid's key ability modifier + power level.

**Improved Grab (Ex):** To use this ability, the neothelid must hit a single opponent at least one size category smaller than itself with two tentacle rake attacks in the same round. If it gets a hold, it automatically deals damage for two tentacle rakes each round that the hold is maintained, and it can swallow in the next round. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for more information.

**Swallow Whole (Ex):** If a neothelid begins its turn with an opponent two or more size categories smaller than itself held in its mouth, it can attempt a new grapple check as though trying to pin the opponent. If it succeeds, it swallows its opponent, automatically dealing bite damage. Once inside the neothelid, the opponent takes bludgeoning damage equal to the neothelid's tentacle rake attack plus 1d6 points of acid damage per round from the monster's gizzard. A successful grapple check allows the swallowed creature to climb out of the gizzard and return to the neothelid's maw, where another successful grapple check is needed to get free. Alternatively, the swallowed creature can attack from inside the gizzard using claws or a Small or Tiny slashing weapon. Dealing at least 25 points of damage to the gizzard (Defense 20) in this way creates an opening large enough to permit escape. Once a single swallowed creature exits, muscular action closes the hole; thus, another swallowed creature must cut its own way out. A Gargantuan neothelid's gizzard can hold 2 Large, 8 Medium-size, 32 Small, or 128 Tiny or smaller opponents.

**Neothelid:** CR 18; Gargantuan aberration; HD 25d8+200; hp 312; Mas 27; Init +2; Spd 20 ft.; Defense 19, touch 4, flat-footed 19 (–4 size, –2 Dex, +15 natural); BAB +18; Grap +40; Atk +25 melee (2d6+10, tentacle rake); Full Atk +25 melee (2d6+10, 4 tentacle rakes); FS 20 ft. by 20 ft. (coiled); Reach 20 ft.; SQ blindsight 500 ft., breath weapon (DC 30), damage reduction 15/+2, improved grab, power resistance 25, *psionics*, swallow whole; AL evil; SV Fort +16, Ref +6, Will +16; AP 0; Rep +0; Str 30, Dex 7, Con 27, Int 16, Wis 15, Cha 9.

**Skills:** Climb +38, Listen +30, Swim +35.

**Feats:** Cleave, Improved Initiative, Power Attack, Sunder, Weapon Focus (tentacle rake).

**Advancement:** 26–45 HD (Colossal).

## NIGHT TERROR

Although dismissed by adults as figments of the imagination, the monsters that frequent children's nightmares are alive and well. These malicious fey live to terrorize people as they sleep.

A night terror stands 5 to 6 feet tall and weighs between 120 and 200 pounds. Although it is always horrific and feral, the details of the creature's appearance can vary widely. One night terror might be scaly and lizardlike, with a wicked tongue and protruding horns. Another might resemble a demonic wolf or bear. The typical specimen is almost impossible to describe because it can alter its appearance based on the specific fears of its victim.

A night terror cannot be seen by anyone other than its chosen victim. Thus, the reports of victims who claim that invisible monsters are terrorizing them in the middle of the night are often dismissed as mere nightmares or outright fantasy.

Researchers into psychic phenomena theorize that children possessing latent psionic or magical powers can accidentally give life to their darkest nightmares. Once brought into this world, a night terror attaches itself to a specific person and spends each night tormenting its victim, feeding on fear. In extreme cases, the night terror actually manages to scare the victim to death.

## Species Traits

**Bonus Feat:** A night terror gains Simple Weapons Proficiency as a bonus feat.

**Chosen Victim (Ex):** A night terror can feed on the terror of only one individual at a time. Once it chooses its victim, it can choose another only upon the death of the previous victim or by making a successful Will save (DC 25).

**Fear Aura (Su):** A night terror projects a frightful aura that affects all creatures within 30 feet. Creatures in the area that can see the night terror must make a Will save (DC 10 + 1/2 the night terror's Hit Dice + its Charisma modifier). Those that fail the save are shaken. The night terror's chosen victim is left cowering instead of shaken. (See the Character Condition Summary on page 140 of the *d20 Modern Roleplaying Game* for effects.) Creatures that successfully save against a night terror's fear aura cannot be affected by that particular night terror's fear aura for 24 hours.

**Immune to Fear (Ex):** Night terrors are immune to fear effects.

**Selective Invisibility (Su):** Once the night terror has chosen its victim, only that individual can see it. To everyone else, the creature is invisible, as the *invisibility* spell (caster level 10th). If the night terror attacks anyone, it becomes visible to all viewers until the next sunrise.

**Skill Bonuses:** A night terror gains a +4 species bonus on Intimidate and Sense Motive checks during the night. It loses these bonuses during daylight hours.

**Terrify (Su):** Once per night as a full-round action, the night terror can try to feed upon the fear of its chosen



victim. The victim must make a successful Will save (DC 10 + 1/2 the night terror's Hit Dice + its Charisma modifier) or take 1d4 points of Wisdom damage. The night terror can attempt to use this ability only if it has already successfully used its fear aura against the target. If this Wisdom damage would cause the chosen victim's Wisdom score to fall below 0, the victim must make another Will save. Success leaves the victim's Wisdom score at 0; failure means the victim dies on the spot.

**Vulnerability (Ex):** Each night terror has a specific irrational weakness that varies with the individual. For each night terror, roll on Table 8–26: Sources of Weakness on page 269 of the *d20 Modern Roleplaying Game*. Regardless of its nature, the weakness has overpowering strength (Will save DC 20) and causes the aversion effect.

**Night Terror:** CR 2; Medium-size fey; HD 3d6; hp 10; Mas 10; Init +5; Spd 30 ft., fly 30 ft. (average); Defense 12, touch 11, flat-footed 11 (+1 Dex, +1 natural); BAB +1; Grap +2; Atk +2 melee (1d4+1, claw) or +2 melee (1d6+1/19–20, cleaver); Full Atk +2 melee (1d4+1, 2 claws) or +2 melee (1d6+1/19–20, cleaver) or +2 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ chosen victim, fear aura (DC 14), immune to fear, low-light vision, selective invisibility, terrify (DC 14), vulnerability (any one); AL evil; SV Fort +1, Ref +2, Will +6; AP 0; Rep +3; Str 13, Dex 13, Con 10, Int 12, Wis 16, Cha 17.

**Skills:** Bluff +6, Climb +3, Disguise +5, Escape Artist +2, Hide +4, Intimidate +13, Knowledge (behavioral science) +6, Listen +6, Move Silently +5, Search +3, Sense Motive +13, Spot +6.

**Feats:** Improved Initiative, Renown, Simple Weapons Proficiency.

**Possessions:** Cleaver, collection of beheaded dolls.

**Advancement:** By character class.

**Night Terror Dedicated Hero 2/Charismatic Hero 3:**

CR 7; Medium-size fey; HD 3d6 plus 2d6 plus 2d6; hp 24; Mas 10; Init +5; Spd 30 ft., fly 30 ft. (average); Defense 15, touch 14, flat-footed 14 (+1 Dex, +3 class, +1 natural); BAB +3; Grap +4; Atk +4 melee (1d4+1, claw) or +4 melee (1d6+1/19–20, cleaver); Full Atk +4 melee (1d4+1, 2 claws) or +4 melee (1d6+1/19–20, cleaver) or +4 ranged (2d6, Colt M1911); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ chosen victim, fear aura (DC 17), immune to fear, low-light vision, selective invisibility, terrify (DC 17), vulnerability (laughter of children); AL evil; SV Fort +5, Ref +4, Will +9; AP 2; Rep +6; Str 13, Dex 13, Con 10, Int 12, Wis 16, Cha 18.

**Skills:** Bluff +10, Climb +3, Disguise +9, Escape Artist +2, Hide +4, Intimidate +17, Knowledge (behavioral science) +12, Knowledge (popular culture) +7, Listen +11, Move Silently +5, Read/Write English, Search +3, Sense Motive +13, Speak English, Spot +11.

**Feats:** Dodge, Improved Initiative, Point Blank Shot, Personal Firearms Proficiency, Renown, Simple Weapon Proficiency.

**Talents (Dedicated Hero):** Empathy.

**Talents (Charismatic Hero):** Fast-talk, dazzle.

**Possessions:** Colt M1911 (.45 autoloader), cleaver, talking clown doll.

**n'sss**

Like the kroath, the n'sss are aliens that have come to Earth to conduct some unknown research. Natives of a gas-giant planet, the n'sss can enter Earth's environment only within armored pods that serve as both life support systems and fighting machines.

A n'sss is not even remotely humanoid. About 4 feet long and weighing only 16 pounds, its body is composed of several inflated gas cells that provide structure and rigidity, but look like fine gossamer. A dozen long, delicate tentacles dangle from the creature's thorax, allowing it to manipulate small objects with ease and giving it the look of a jellyfish. Two enormous blue eyes provide a hint to the location of the creature's head.

A n'sss pod stands 12 feet tall and weighs 1,000 pounds. It maneuvers about on a dozen powerful metal tentacles that afford it considerable speed. These pods come in a variety of forms according to their function. The most common variety is dedicated to scientific research and has delicate extensions designed to take samples of different flora and fauna. Such pods seize occasional human subjects as well, though their operators do not seem any more interested in



Night Terror



TABLE 1-4: N'SSS WEAPONS

Weapon	Damage	Critical	Damage Type	Range Increment	Rate of Fire	Magazine	Size	Weight	Purchase	
									DC	Restriction
<b>Alien Weapons (require the Alien Weapons Proficiency feat)</b>										
Render pistol	2d8	20	Piercing	20 ft.	S	10 box	Small	5 lb.	26	special <sup>2</sup>
Render rifle	2d10	20	Piercing	50 ft.	S, A	10 box	Large	15 lb.	31	special <sup>2</sup>
Cluster rocket	4d6	—	Slashing	70 ft.	1	3 int.	Large	20 lb.	22	special <sup>2</sup>
Neural blade	1d8 plus stun <sup>1</sup>	20	Slashing	—	—	—	Small	2 lb.	28	special <sup>2</sup>

**1** Any creature that takes damage from the neural blade must make a successful Fortitude save (DC 15) or be stunned for 1 round.

**2** This weapon is produced exclusively by the n'sss and is not available for sale in legitimate markets or on the black market.

humanity than they do any other indigenous life form. Heavily armed and armored battle pods have also been spotted from time to time, typically defending the science pods as the latter go about their business. If the hull of an n'sss pod is breached, Earth's atmospheric pressure crushes the pod's occupant into a disgusting blue mush.

Scientists have no idea whether the n'sss are even aware of the kroath and other alien species that have made their way to Earth, much less whether they have allied with any of those species. N'sss seem to understand but dislike Earth technology, and they typically react to anything they can't understand by either taking it apart or destroying it completely.

N'sss usually use their own alien weapons in combat—typically render pistols or rifles, or neural blades. All fighting is done from within pods.

### Species Traits

**Automatic Language:** N'sss read, write, and speak their own language (N'sss).

**Bonus Feats:** A n'sss receives Alien Weapons Proficiency and Simple Weapons Proficiency as bonus feats.

**Camouflage (Ex):** N'sss possess technology that distorts their forms, granting them one-half concealment (20% miss chance). This ability is always active and works even if a n'sss is observed with low-light vision, darkvision, or nightvision goggles.

**Damage Reduction 10/— (Ex):** A n'sss pod ignores the first 10 points of damage dealt by any attack.

**Immunities (Ex):** A n'sss is immune to mind-affecting effects. Their pods also grant them immunity to detrimental atmospheric effects, such as gas, smoke, pressure, or lack of oxygen.

**Skill Bonuses:** A n'sss receives a +4 species bonus on Climb, Jump, and Swim checks and a +10 equipment bonus on Hide checks because of its camouflage ability.

### N'sss Weapons

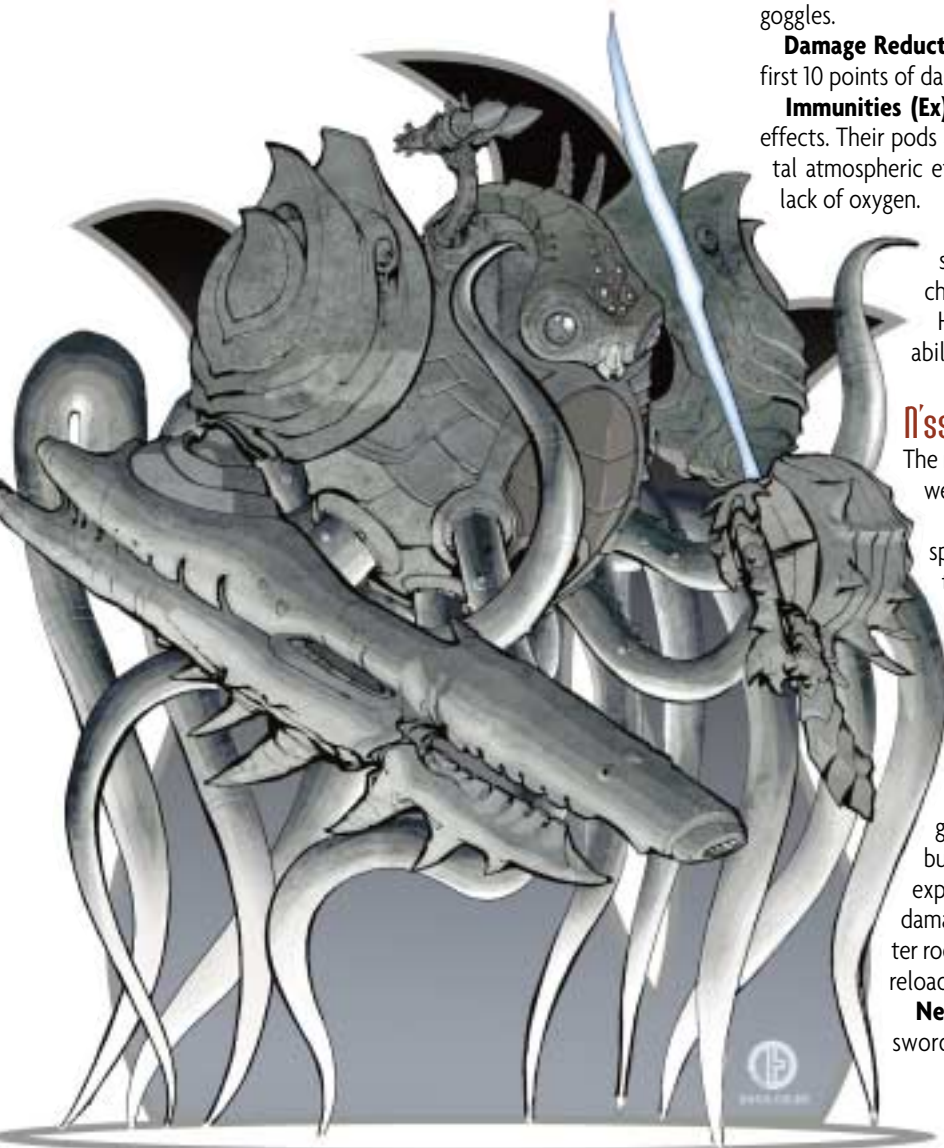
The n'sss have developed the following alien weapons (see Table 1-4 for statistics):

**Render Pistol:** A render pistol fires a spray of metallic needles. It can be fired ten times before reloading. Its reload ammo consists of a solid block of metal that has not yet been identified by human scientists.

**Render Rifle:** A render rifle is a larger version of the render pistol. It can be fired ten times before reloading.

**Cluster Rocket:** Cluster rockets are grenadelike rockets fired from a large bulge on the side of an n'sss pod. They explode in a 20-foot-radius burst, dealing damage to any creatures in the area. A cluster rocket port can be fired three times before reloading.

**Neural Blade:** A neural blade cuts like a sword but disrupts the target's mind as well.



Any opponent that takes damage from a neural blade must make a successful Fortitude save (DC 15) or be stunned for 1 round.

**N'sss (in science pod):** CR 3; Large aberration; HD 2d8+2; hp 11; Mas 15; Init +1; Spd 30 ft.; Defense 19, touch 10, flat-footed 18 (-1 size, +1 Dex, +9 pod); BAB +1; Grap +8; Atk +3 melee (1d8+3 plus stun, neural blade) or +1 ranged (2d8, render pistol); Full Atk +3 melee (1d8+3 plus stun, neural blade) or +1 ranged (2d8, render pistol); FS 10 ft. by 10 ft.; Reach 10 ft.; SQ camouflage, damage reduction 10/-, immunities; AL n'sss; SV Fort +1, Ref +1, Will +4; AP 0; Rep +0; Str 17, Dex 12, Con 12, Int 17, Wis 13, Cha 9.

**Skills:** Climb +9, Demolitions +6, Disable Device +6, Hide +7, Jump +9, Knowledge (earth and life sciences) +9, Knowledge (physical sciences) +9, Listen +4, Read/Write N'sss, Speak N'sss, Repair +8, Search +6, Spot +4, Survival +3, Swim +9.

**Feats:** Alien Weapons Proficiency, Educated (Knowledge [earth and life sciences], Knowledge [physical sciences]), Improved Damage Threshold, Simple Weapons Proficiency.

**Possessions:** N'sss pod, render pistol, neural blade, chemistry kit.

**Advancement:** By character class.

**N'sss (in attack pod):** CR 4; Large aberration; HD 3d8+6; hp 18; Mas 18; Init +1; Spd 50 ft.; Defense 22, touch 10, flat-footed 21 (-1 size, +1 Dex, +12 pod); BAB +2; Grap +11; Atk +6 melee (1d8+5 plus stun, neural blade) or +2 ranged (2d10, render rifle); Full Atk +6 melee (1d8+5 plus stun, neural blade) or +2 ranged (2d10, render rifle) or +2 ranged (4d6, cluster rocket); FS 10 ft. by 10 ft.; Reach 10 ft.; SQ camouflage, damage reduction 10/-, immunities; AL n'sss; SV Fort +3, Ref +2, Will +3; AP 0; Rep +0; Str 20, Dex 13, Con 15, Int 12, Wis 11, Cha 9.

**Skills:** Climb +11, Demolitions +3, Disable Device +3, Hide +7, Jump +11, Knowledge (earth and life sciences) +3, Knowledge (physical sciences) +3, Listen +4, Read/Write N'sss, Speak N'sss, Search +5, Spot +4, Survival +4, Swim +9.

**Feats:** Alien Weapons Proficiency, Improved Damage Threshold, Simple Weapons Proficiency.

**Possessions:** N'sss pod, render rifle, cluster rocket, neural blade.

**Advancement:** By character class.

## REVENANT (TEMPLATE)

The hanged man, the drowned maiden, and even the guy with a hook for a hand—stories abound about spirits such as these that return from the grave to seek revenge on the living. The creatures called revenants are the source of many such tales.

The exact circumstances of a revenant's creation are something of a mystery, but some trauma or injustice is always involved. A person killed in a gun battle does not usually return as a revenant, but a person who was taken captive, tied, up, humiliated, and then shot might do so. Victims whose killers took pleasure in their fear or pain and strong-willed individuals who met their deaths at the hands

of people they trusted are the ones who might claw their way back from the grave and seek vengeance.

A revenant feels that it was unjustly killed, and no amount of reasoning or proof otherwise can change its mind. Unfortunately, not all revenants were good people killed by criminals, and not every revenant knows who was actually responsible for its death. The revenant of a terrible villain might return to murder those who were forced to use extraordinary means to stop her, or a good person could be deceived about his killer's identity while dying and return later to seek revenge on innocents.

A revenant appears much as it did in life. Although the decay and stench of a dead body are lacking, its skin has a deathly pallor. Its body typically shows subtle or obvious signs of its manner of death. For example, a revenant that died in the cold may have bluish skin from frostburn, or the bullet wounds that killed the revenant may appear as bloodless holes in its body, or a revenant that died in a fire might be covered with horrible burns. A revenant understands that it is dead and seeks to hide this fact from anyone who might see it, so it rarely moves about in the daylight and avoids brightly illuminated areas. Those who knew the revenant in life usually recognize it. The revenant retains its memories and habits, but it seems colder and more emotionally distant than it once was. Astute observers might also note that the revenant is nimbler than it once was. Undeath gives the creature amazing reflexes and stunning agility, enabling it to move faster and react more rapidly than it ever could while alive. Revenants are truly the quick among the dead.

A revenant is nearly impossible to kill. Only one kind of damage truly harms it, and only one weapon gives it reason to fear—the weapon that originally killed it. Since this vulnerability varies from one revenant to another, a bit of research or astute observation is required to discover it.

Each revenant is driven to destroy the person or persons it believes responsible for its death. Once those individuals are dead, the revenant becomes an inanimate corpse, and the decay and putrefaction that was delayed while it sought vengeance take effect in full force, rendering its body as decomposed as it would have been had it lain in its grave since its original death.

A revenant can attack unarmed, or it can use any weapons it used in life.

## Template Traits

“Revenant” is an acquired template that can be added to any corporeal living creature that has both an Intelligence score and a Charisma score greater than 6 (referred to hereafter as the “base creature”). The creature's type changes to undead. It uses all the base creature's statistics and special abilities except as noted here.

**Challenge Rating:** Same as base creature +2.

**Hit Dice:** Change to d12.

**Speed:** The base creature's speeds increase by +10 feet each.

**Defense:** The base creature's natural armor bonus improves by +4.

**Special Qualities:** A revenant retains all the special qualities of the base creature and gains the additional special qualities described below.

*Revenant Regeneration (Ex):* The base creature loses the regeneration and fast healing special qualities if it had them and gains revenant regeneration instead. Only damage that matches the revenant's special vulnerability (see below) actually reduces its hit points. However, damage of other sorts does have an effect. Track the creature's nonvulnerability damage separately from its hit points. When that damage equals or exceeds its actual current hit point total, it falls prone and is immobile and helpless for 2d6 rounds. During this time, any further damage dealt to it heals instantly. When this time elapses, the revenant arises to fight again, and its nonvulnerability damage tally is wiped clean. Note that damage matching the revenant's special vulnerability reduces its revenant regeneration damage threshold by reducing its actual hit points.

*Special Vulnerability (Ex):* Each revenant has a special vulnerability related to the way it died. Any attack that deals the kind of damage that caused the revenant's original death deals damage to the creature normally. Should the revenant reach 0 hit points from such damage, it is destroyed. Possible damage types include acid, electricity, fire, cold, sonic/concussion, slashing, piercing, bludgeoning, and ballistic.

A revenant that died from poison, starvation, suffocation, or some other cause that does not cause hit point damage is instead vulnerable to some danger that frightened it in life or some means of death that it meted out to others. Choose one of the damage types above for its special vulnerability on that basis.

If the revenant was killed by an attack that dealt multiple types of damage, only one of those damage types counts as its special vulnerability. For instance, if a revenant was killed by a spell that causes half fire damage and half electricity damage, only one of those damage types could be its special vulnerability. If the revenant is subjected to another such mixed-damage attack, it takes hit point damage only from the type to which it is vulnerable.

*Turn Resistance (Ex):* A revenant is treated as an undead with Hit Dice equal to the base creature's Hit Dice +3 for the purpose of turn or rebuke attempts. This turn resistance increases by an additional +2 when it sees a creature upon which it wishes to take revenge and decreases by -2 while it is within sight of its vulnerability fear (see below). These modifiers stack.

*Undead:* Revenants have the traits and immunities common to undead.

*Vulnerability Fear (Ex):* A revenant is terrified of any specific items directly associated with its cause of death. For example, a revenant that was run down by a car is terrified of the particular car that killed it. The revenant of a person murdered with an axe fears that particular axe. A revenant that was trapped in a room and starved to death fears that room. Only something directly associated with the revenant's death can cause this fear; the creature cannot be deceived by illusions or duplicates. When the revenant sees the item it fears, it must succeed at a Will saving throw (DC 15) or be shaken for 24 hours. Success leaves it shaken for only 1d4 rounds. If that item is used to deal damage to the revenant that matches its special vulnerability, the revenant must succeed at a Will saving throw (DC 20) or be panicked for 1 minute and shaken for 24 hours thereafter. Success indicates that the revenant is shaken for 1 minute. The time that a revenant is shaken or panicked from this effect does not stack.

**Allegiances:** Revenge becomes the revenant's sole purpose. Any allegiances that would interfere with that goal are sublimated or abandoned (GM's choice).

**Saves:** Same as the base creature, modified by new ability scores.

**Ability Scores:** A revenant gains the following ability score increases: Str +4, Dex +6, Cha +4. As an undead creature, a revenant has no Constitution score and uses its Charisma modifier for all Constitution and Constitution-based checks.

**Skills:** A revenant gains a +8 species bonus on Balance, Climb, Escape Artist, Hide, Intimidate, Jump, Listen, Move Silently, Sense Motive, Spot, and Tumble checks. It can use Tumble as though it had ranks in the skill, even if it was untrained in life. A human revenant retains the extra skill points afforded to all humans.

**Feats:** A revenant receives Combat Reflexes, Improved Initiative, Lightning Reflexes, Quick Draw,



Quick Reload, and Run as bonus feats, assuming the base creature meets the prerequisites and doesn't already have these feats. A human revenant keeps the extra feat it gained as a 1st-level human character.

**Advancement:** By character class.

**Revenant Police Officer (Human Strong Ordinary 1/ Dedicated Ordinary 1):** CR 3; Medium-size undead; HD 2d12; hp 11; Mas —; Init +8; Spd 35 ft.; Defense 24, touch 16, flat-footed 20 (+4 Dex, +2 class, +4 natural, +4 concealable vest); BAB +1; Grap +5; Atk +5 melee (1d3+4 nonlethal, unarmed strike) or +5 melee (1d4+4, tonfa) or +5 ranged (2d6, Beretta 92F) or +5 ranged (2d8, Beretta M3P); Full Atk +5 melee (1d3+4 nonlethal, unarmed strike) or +5 melee (1d4+4, tonfa) or +5 ranged (2d6, Beretta 92F) or +5 ranged (2d8, Beretta M3P); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ darkvision 60 ft., revenant regeneration, special vulnerability (bludgeoning), turn resistance, undead, vulnerability (criminal's sawed-off shotgun); AL any; SV Fort +2, Ref +6, Will +3; AP 0; Rep +1; Str 19, Dex 18; Con —, Int 10, Wis 14, Cha 12.

**Occupation:** Law enforcement (class skills: Drive, Intimidate).

**Skills:** Balance +9\*, Climb +11\*, Drive +6, Escape Artist +9\*, Hide +9\*, Intimidate +11, Investigate +2, Jump +9\*, Knowledge (current events) +2, Knowledge (streetwise) +2, Knowledge (tactics) +2, Listen +10, Move Silently +9\*, Profession +4, Read/Write English, Sense Motive +12, Speak English, Spot +12, Swim +5, Treat Injury +4, Tumble +9\*.

**Feats:** Armor Proficiency (light, medium), Combat Reflexes, Improved Initiative, Lightning Reflexes, Personal Firearms Proficiency, Quick Draw, Quick Reload, Run, Simple Weapons Proficiency.

**Possessions:** Concealable vest, Beretta 92F (9mm auto-loader), 50 rounds of 9mm ammunition, Beretta M3P (12-gauge shotgun), 10 12-gauge shotgun rounds, tonfa, various gear and personal possessions.

\*Includes -3 armor penalty for concealable vest.

## ROBOT

Robots are manufactured, remote-controlled constructs powered by batteries. These highly useful machines come in a variety of sizes and shapes and can be fitted with tools or weapons. Techies create robots—for rules on this process, refer to Chapter 6: Advanced Classes in the *d20 Modern Roleplaying Game*.

### Species Traits

**Construct:** Robots have the traits and immunities common to constructs.

**Speed:** A robot's speed depends on its size and method of locomotion (bipedal, quadrupedal, tracked, or wheeled). The different speeds are given with each robot's statistics (below).

**Attacks:** A robot is not normally equipped with weapons. Robots fitted with arms or similar manipulators can attempt to grapple things, but only robots of Medium-size or larger can use their manipulators to deal damage.

**Skills:** A character with four or more levels in the Techie advanced class (see page 177 of the *d20 Modern*

*Roleplaying Game*) can program one or more ranks of a single skill into a robot; otherwise, the robot has no skills.

### Building a Robot

Follow these two steps to create Small or Medium-size robots.

**1. Wealth Check:** The purchase DC for the components needed to construct a robot is based on its size category. Make a Wealth check to purchase and gather the necessary components before starting construction.

Size	Purchase DC
Small	21
Medium-size	24

**2. Construct Frame:** The robot's body determines its size, shape, locomotion, and hit points. The DC of the required Craft (mechanical) check is set by the robot's size and modified by the mode of locomotion selected (see the Techie advanced class description on page 177 of the *d20 Modern Roleplaying Game*).

Size	Craft (mechanical) DC
Small	18
Medium-size	21

In addition to the external components noted in the *d20 Modern Roleplaying Game*, a Techie can add additional components, weapons, and armor plating to a robot. Refer to the table below to find the DC modifier for adding new components to a robot.

Components	DC Modifier
<i>Frame Shape and Locomotion</i>	
Articulated frame	+5
<i>External Components</i>	
Accessory mount	+1
Loading mechanism	+2
Basic toolkit	+2
Basic electrical kit	+2
Searchlight	+1
<i>Armor</i>	
Natural armor bonus	+2

\*This component can be purchased a number of times equal to the robot's size category (counted up from Diminutive). For example, a Small robot can have a +6 natural armor bonus.

**Articulated Frame:** This robot's body is articulated so that it can move like a snake, slithering through narrow openings and navigating stairs with ease. A robot with this frame moves as fast as a bipedal robot, but it can also move through difficult terrain and small spaces without slowing.

**Accessory Mount:** A robot with an accessory mount can be armed with a single weapon or accessory up to one size category larger than itself. Such a robot can fire a weapon using its normal attack modifier or via a remote, using the operator's attack modifier with a -4 penalty. Alternatively, an accessory mount can hold a single grenade, or nearly any

of the items noted on Table 4–10: General Equipment in the *d20 Modern Roleplaying Game*.

**Loading Mechanism:** A robot with a loading mechanism can reload a single weapon with a full-round action. The mechanism holds enough ammunition to reload the weapon three times, and it works with weapons that use box ammunition, speed-loaders (but not loose bullets), a grenade launcher round, or some sort of fuel tank (such as a flamethrower). A robot can have multiple loading mechanisms, one for each weapon that it has mounted in its frame.

**Toolkits:** A robot can use a toolkit if it has the appropriate skill or can use the operator's skill at a –2 penalty via remote control.

**Searchlight:** A searchlight operates in the same manner as a battery flood spotlight (see Chapter 4: Equipment in the *d20 Modern Roleplaying Game*).

**Small Robot:** CR 1/2; Small construct; HD 1d10+5; hp 10; Mas —; Init +0; Spd 30 ft. (treads), 30 ft. (bipedal), 40 ft. (quadrupedal), or 50 ft. (wheels); Defense 11, touch 11, flat-footed 11 (+1 size); BAB +0; Grap –4; Atk +1 melee; Full Atk +1 melee or +1 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ construct; AL none; SV Fort +0, Ref +0, Will +0; AP 0; Rep +0; Str 10, Dex 10, Con —, Int —, Wis 10, Cha 10.

**Skills:** None (unless programmed by a Techie, as described in Chapter 6: Advanced Classes in the *d20 Modern Roleplaying Game*).

**Feats:** None.

**External Components:** Audio/visual sensor, manipulator arms.

**Advancement:** None.

**Medium-Size Robot:** CR 1; Medium-sized construct; HD 2d10+10; hp 21; Mas —; Init +0; Spd 30 ft. (treads), 30 ft. (bipedal), 40 ft. (quadrupedal), or 50 ft. (wheels); Defense 9, touch 9, flat-footed 9 (–1 Dex); BAB +1; Grap +3; Atk +3 melee (1d4+2, claw); Full Atk +3 melee (1d4+2, claw) or +2 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ construct; AL none; SV Fort +0, Ref –1, Will +0; AP 0; Rep +0; Str 14, Dex 8, Con —, Int —, Wis 10, Cha 10.

**Skills:** None (unless programmed by a Techie, as described in Chapter 6: Advanced Classes in the *d20 Modern Roleplaying Game*).

**Feats:** None.

**External Components:** Audio/visual sensor, manipulator arms.

**Advancement:** None.

**Police Assault Drone\*:** CR 1; Medium-sized construct; HD 2d10+10; hp 21; Mas —; Init –1; Spd 30 ft. (treads); Defense 13, touch 9, flat-footed 13 (–1 Dex, +4 armor); BAB +1; Grap +3; Atk +3 melee (1d4+2, claw); Full Atk +3 melee (1d4+2, claw) or +2 ranged (2d8, Mossberg shotgun); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ construct; AL none; SV Fort +0, Ref –1, Will +0; AP 0; Rep +0; Str 14, Dex 8, Con —, Int —, Wis 10, Cha 10.

**Skills:** Disable Device +4.

**Feats:** None.

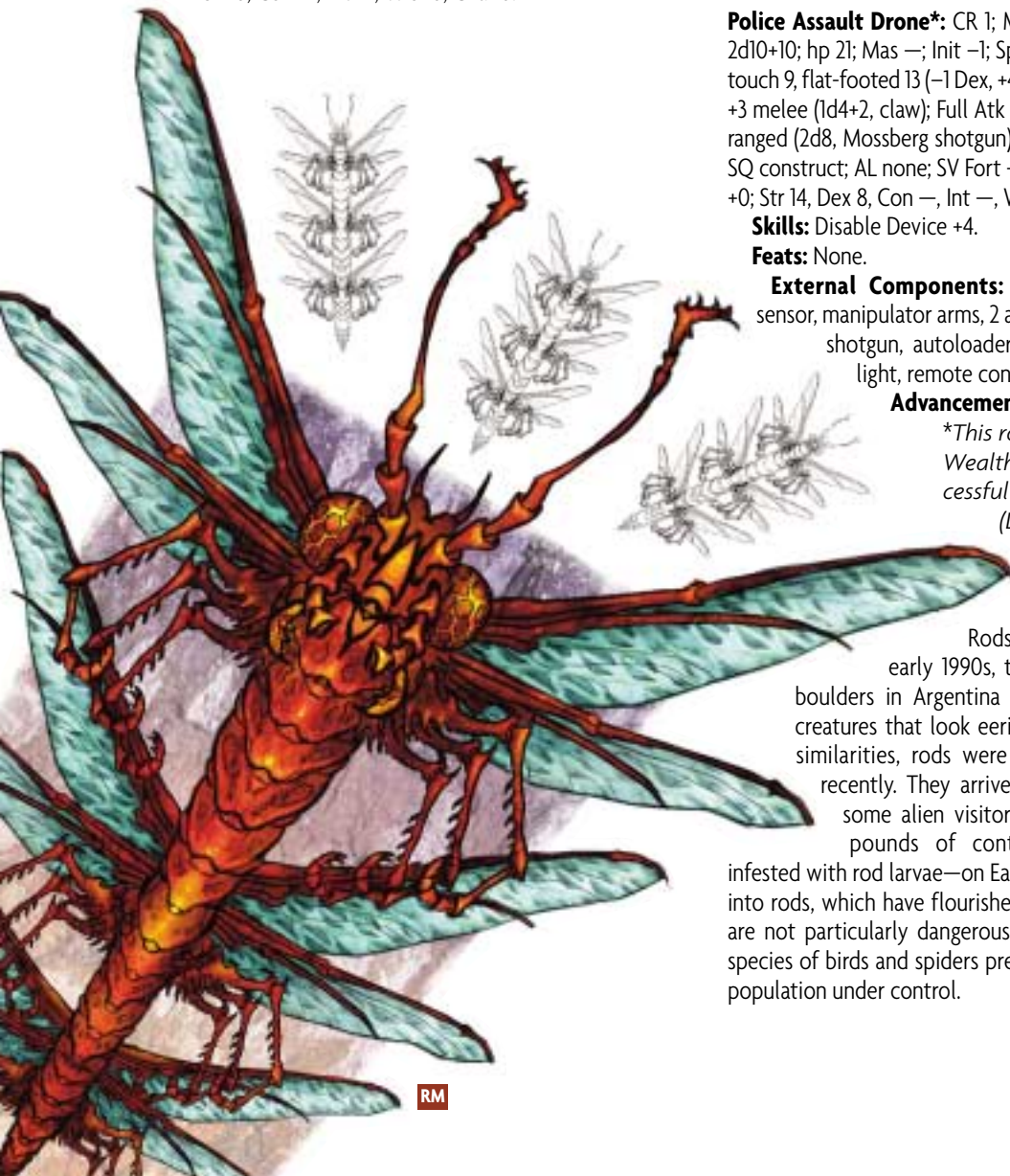
**External Components:** Armor (+4), audio/visual sensor, manipulator arms, 2 accessory mounts, Mossberg shotgun, autoloader, tear gas grenade, searchlight, remote control link (200 feet).

**Advancement:** None.

*\*This robot requires a successful Wealth check (DC 21) and a successful Craft (mechanical) check (DC 32) to create.*

## ROD

Rods were first detected in the early 1990s, though images recorded on boulders in Argentina by ancient humans depict creatures that look eerily like them. Despite these similarities, rods were introduced to Earth only recently. They arrived quite by accident, when some alien visitors dumped several hundred pounds of contaminated supplies—food infested with rod larvae—on Earth. These larvae developed into rods, which have flourished on Earth ever since. Rods are not particularly dangerous, and in fact, many natural species of birds and spiders prey upon them, keeping their population under control.



## ROGUE TULPA

Shamans and students of psychic powers have for centuries practiced the creation of tulpas—spirit duplicates that are indistinguishable from their creators and can operate independently of them. Only the most accomplished shamans can make tulpas. However, a few deranged individuals, brimming with latent psychic power, have somehow managed to create tulpas spontaneously, with no training whatsoever. Such a “rogue tulpa” is a psychic construct bent on murder and fueled by rage. Although it knows the inner workings of its creator’s mind, a rogue tulpa exists independently, feeding on the mental energies of other beings while it acts out its creator’s most psychotic whims and desires.

Standing as much as 10 feet tall and weighing more than 500 pounds, a rogue tulpa is a horrifying sight. Despite its warty hide, daggerlike teeth, and sickle-sharp claws, the tulpa’s features vaguely resemble those of its original creator—enough so that someone who survives a close encounter with the tulpa could, theoretically, identify the creator.

If a rogue tulpa’s creator dies, the creature continues to act on its own, carrying out whatever agenda of destruction its creator had last espoused. If its creator died at the

A rod is an insect with a sticklike body about 1 foot long. Short, undulating wings run the entire length of its form, allowing it to dart and maneuver quickly.

Rods certainly aren’t dangerous to the average human, but they can pose a significant danger to anyone with psionic abilities. Rods know instantly when a psionic creature is nearby, and they react with unreasoning violence. Upon detecting a psionic creature, a rod flies toward it at top speed and crashes into its body. Such an impact is always fatal to the rod, but it can also be fatal to the target, since a rod hits with the force of a bullet when moving at roughly 70 feet per second. A psionic creature can sometimes survive an impact from one rod, but the creatures often travel in swarms up of to two hundred individuals.

Needless to say, the fraal (see the “Fraal” entry earlier in the chapter) are eager to purge the Earth of its rod infestation, since they are powerful psionic beings. The presence of rods in certain areas means that the fraal cannot adequately patrol the Earth to ensure its safety from alien races bent on conquest. Because the fraal have had to declare portions of Mexico and the United States off-limits to their people on account of rod infestation, less scrupulous aliens have been able to use these locations as landing zones without fear of interference from the fraal.

### Species Traits

**Ballistic Path (Ex):** A rod reacts to the presence of a psionic creature by flying toward it at extremely high speed. As a full-round action, a rod can move up to 200 feet in a straight line, attacking with a +2 bonus (for a total melee attack bonus of +6). If it hits, the rod deals 2d8 points of ballistic damage to the target, but it is destroyed by the impact. Except as noted here, this attack is treated as a charge.

**Detect Psionics (Sp):** A rod is automatically aware of psionic creatures or powers within 60 feet, as though constantly under the effect of the *detect psionics* power.

**Invisible to Naked Eye (Ex):** A rod moves too fast to be seen by the naked eye, except as a blur of motion. It can be seen only as a recorded image on high-speed film or videotape, or via some similar means of recording fast-moving objects.

**Vermin:** A rod has darkvision out to a range of 60 feet. It is immune to mind-affecting effects and gains a +5 species bonus on Fortitude saves to negate the effects of massive damage.

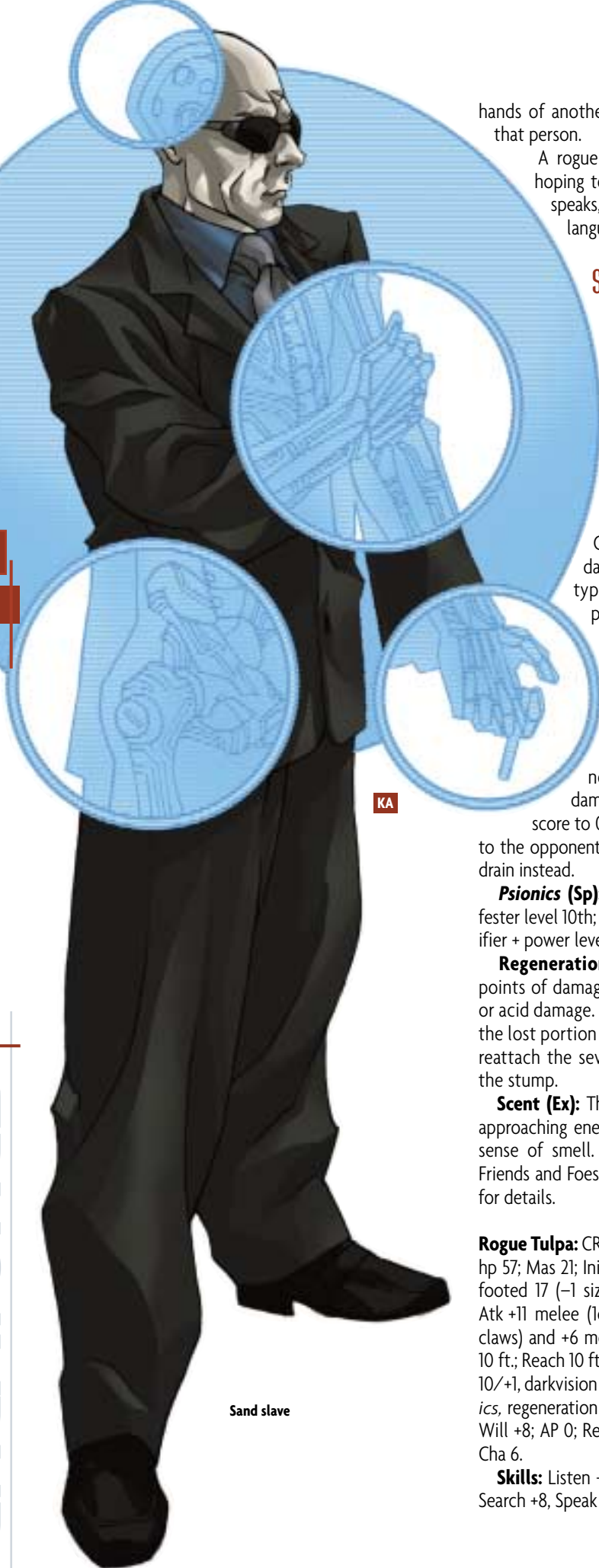
**Rod:** CR 1/4; Diminutive vermin; HD 1/8 d8; hp 1; Mas 4; Init +4; Spd fly 100 ft. (perfect); Defense 18, touch 18, flat-footed 14 (+4 size, +4 Dex); BAB +0; Grap –17; Atk –1 melee (1d2–5, bite); Full Atk –1 melee (1d2–5, bite); FS 1 ft. by 1 ft.; Reach 0 ft.; SQ ballistic path, darkvision 60 ft., *detect psionics*, invisible to naked eye, vermin; AL none; SV Fort –1, Ref +4, Will +0; AP 0; Rep +0; Str 1, Dex 18, Con 4, Int –, Wis 11, Cha 2.

**Skills:** Listen +4, Move Silently +8, Spot +4.

**Feats:** None.

**Advancement:** None.





Sand slave

hands of another, the rogue tulpa may seek revenge on that person.

A rogue tulpa attacks with its claws and teeth, hoping to feed on the minds of its foes. It rarely speaks, though it can speak, read, and write all the languages its creator can.

### Species Traits

**Automatic Language:** A rogue tulpa can read, write, and speak whatever languages its creator can.

**Cold Resistance 20 (Ex):** A rogue tulpa ignores the first 20 points of cold damage from any single attack.

**Damage Reduction 10/+1:** A rogue tulpa ignores the first 10 points of damage dealt by any nonmagical weapon. In campaigns without magic weapons, the GM can either disregard the rogue tulpa's damage reduction or apply it only to certain types of weapons (ballistic, bludgeoning, piercing, slashing, or sonic/concussion).

**Dimension Door (Sp):** A rogue tulpa can use *dimension door* five times per day (caster level 8th).

**Mind Feed (Ex):** If a rogue tulpa hits with its bite attack, it deals 1d4 points of Intelligence damage in addition to the normal damage for the attack. If this damage reduces the opponent's Intelligence score to 0, all unrestored Intelligence damage dealt to the opponent up until that point becomes Intelligence drain instead.

**Psionics (Sp):** At will—*brain lock*, *telekinesis*. Manifester level 10th; save DC 10 + rogue tulpa's key ability modifier + power level.

**Regeneration 5 (Ex):** A rogue tulpa regenerates 5 points of damage each round but cannot regenerate fire or acid damage. If a rogue tulpa loses a limb or body part, the lost portion regrows in 3d6 minutes. The creature can reattach the severed member instantly by holding it to the stump.

**Scent (Ex):** This ability allows a rogue tulpa to detect approaching enemies, sniff out hidden foes, and track by sense of smell. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for details.

**Rogue Tulpa:** CR 8; Large monstrous humanoid; HD 6d8+30; hp 57; Mas 21; Init +5; Spd 30 ft.; Defense 18, touch 10, flat-footed 17 (–1 size, +1 Dex, +8 natural); BAB +6; Grap +16; Atk +11 melee (1d6+6, claw); Full Atk +11 melee (1d6+6, 2 claws) and +6 melee (1d6+3 plus 1d4 Int, bite); FS 10 ft. by 10 ft.; Reach 10 ft.; SQ cold resistance 20, damage reduction 10/+1, darkvision 90 ft., *dimension door*, mind feed, *psionics*, regeneration 5, scent; AL chaos, evil; SV Fort +7, Ref +6, Will +8; AP 0; Rep +0; Str 23, Dex 12, Con 21, Int 10, Wis 16, Cha 6.

**Skills:** Listen +14, Move Silently +3, Read/Write Navajo, Search +8, Speak Navajo, Spot +14.

**Feats:** Alertness, Improved Initiative.

**Advancement:** 7–12 HD (Large); 13–24 HD (Huge).

**Advanced Rogue Tulpa:** CR 10; Huge monstrous humanoid; HD 13d8+91; hp 149; Mas 25; Init +5; Spd 30 ft.; Defense 19, touch 8, flat-footed 19 (–2 size, +11 natural); BAB +13; Grap +31; Atk +21 melee (2d4+10, claw); Full Atk +21 melee (2d4+10, 2 claws) and +6 melee (1d8+5 plus 1d4 Int, bite); FS 15 ft. by 15 ft.; Reach 10 ft.; SQ cold resistance 20, damage reduction 10/+1, darkvision 90 ft., *dimension door*, mind feed, *psionics*, regeneration 5, scent; AL chaos, evil; SV Fort +11, Ref +8, Will +11; AP 0; Rep +0; Str 31, Dex 10, Con 25, Int 10, Wis 16, Cha 6.

**Skills:** Listen +16, Move Silently +10, Read/Write Navajo, Search +11, Speak Navajo, Spot +16.

**Feats:** Alertness, Cleave, Improved Initiative, Power Attack.

## SAND SLAVE (TEMPLATE)

Sand slaves (sometimes called sandmen or cyberslaves) are intelligent creatures that have been transformed into cybernetic slaves of the etoile (see the “Etoile” entry earlier in this chapter). Nearly perfect for espionage, sand slaves can gather information on military institutions, sabotage scientific studies, assassinate key scientists and military officials, and destroy technological facilities. The etoile also use them for self-defense and transportation.

A sand slave looks much like it did before its transformation, though it is stronger, faster, and healthier than before. The reasons for these enhancements and others lie beneath the skin. Although a sand slave is superficially similar to its previous self, its biology has been significantly altered, and portions of its DNA have been replaced. X-rays reveal the presence of hair-thin wires running throughout the sand slave’s body and silicon structures that support bones and joints. Microscopic examination of the creature’s blood reveals tiny nannites—microscopic machines—busily altering their host’s body structure, and brain scans reveal more bioelectric activity than normal.

Sand slaves retain the knowledge, skills, and personalities they had before succumbing to the nannites, but their allegiances change. Now totally loyal to the etoile, sand slaves only feign loyalty to those they once knew and loved, using the trust of such people to their own advantage.

Of course, most people never realize that they have encountered a sand slave until they kill it or try to force it to reveal its purpose. At that point, they learn how the sand slave got its name. If discovery seems imminent, the nannites attack the sand slave’s body, reducing both it and themselves to carbon and iron dust in seconds.

### Template Traits

“Sand slave” is an acquired template that can be added to any corporeal living creature with an Intelligence score of 6 or higher that is susceptible to disease (referred to hereafter as the “base creature”). The creature retains its original type. It uses all the base creature’s statistics and special abilities except as noted here.

**Challenge Rating:** Same as base creature +2.

**Speed:** The base creature’s speeds increase by +10 feet each.

**Special Qualities:** A sand slave retains all the special qualities of the base creature and gains the additional special qualities described below.

*Darkvision (Ex):* A sand slave has darkvision to a range of 60 feet or the base creature’s darkvision, whichever is better.

*Electricity Resistance 10 (Ex):* A sand slave ignores the first 10 points of electricity damage from any single attack. If the base creature already has electricity resistance, use the better value.

*Fast Ability Healing 1 (Ex):* A sand slave heals ability damage at the rate of 1 ability score point per damaged ability per round.

*Fast Healing 3 (Ex):* A sand slave heals 3 points of damage per round unless it is reduced to –10 or fewer hit points. This ability does not enable the sand slave to regrow or reattach severed body parts. If the base creature already has fast healing, use the better value.

*Fortification (Ex):* A sand slave has a 50% chance to ignore the extra damage from a critical hit.

*Fugue (Ex):* Once per day as a free action, a sand slave may attempt a Constitution check (DC 20). Success indicates that the sand slave has forced its nannites into hyperproductivity, thereby gaining an extra attack or move action each round for 1d8+2 rounds.

*Hot Running (Ex):* Once per day as a free action, a sand slave can make a Constitution check (DC 15) to reverse the effects of fatigue and nonlethal damage. A successful check negates all nonlethal damage the sand slave has sustained and reduces fatigue or exhaustion as if the sand slave had rested for a full day.

*Immunities (Ex):* The sand slave is immune to disease and poison. The nannites in its body fight off all diseases, including other nannite infections, and break down all poisons before they can take effect.

*Network Mind (Ex):* A sand slave is automatically aware of the position and general emotional status of any other sand slaves within 200 feet. All sand slaves within that range that can see one another are in constant telepathic communication. If one is aware of a particular threat, they all are. If one sand slave in a particular group is not flat-footed, none of them are. No sand slave in such a group is considered flanked unless they all are.

*Self-Destruct (Ex):* When reduced to –10 hit points or below, a sand slave’s body immediately turns into a pile of dust. At any time, a sand slave can willfully destroy itself by taking an attack action to make a Constitution check (DC 10). Success indicates that the sand slave self-destructs as above.

*Stasis (Ex):* Once per day as a free action, a sand slave can attempt a Constitution check (DC 15). Success dramatically slows the creature’s metabolism for up to 1 hour. During this time, the sand slave does not need to breathe, and it lacks a heartbeat and normal body temperature. If it does not move, it appears dead to casual inspection, though a blood test or successful Treat Injury check (DC 20) reveals that it is still alive. While in stasis, the sand slave does not take damage from prolonged exposure to environmental heat or





**Feats:** A sand slave gains Improved Damage Threshold as a bonus feat.

**Sand Slave Terrorist (Human Tough Ordinary 3/Smart Ordinary 3):**

CR 7; Medium-size humanoid; HD 3d10+6 plus 3d6+6; hp 39; Mas 18; Init +2; Spd 40 ft.; Defense 17, touch 15, flat-footed 15 (+2 Dex, +3 class, +2 light undercover shirt); BAB +3; Grap +5; Atk +5 melee (1d3+2 nonlethal, unarmed strike) or +5 melee (1d4+2, pistol whip) or +5 ranged (2d6, MAC Ingram M10); Full Atk +5 melee (1d3+2 nonlethal, unarmed strike) or +5 melee (1d4+2, pistol whip) or +5 ranged (2d6, MAC Ingram M10); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ darkvision 60 ft., electricity resistance 20, fast ability healing 1, fast healing 3, fortification, fugue, hot running, immunities, network mind, self-destruct, stasis, telepathy; AL etoile; SV Fort +5, Ref +4, Will +3; AP 3; Rep +2; Str 14, Dex 15, Con 15, Int 15, Wis 10, Cha 8.

**Occupation:** Military (class skills: Navigate, Pilot).

**Skills:** Bluff +7, Computer Use +5, Craft (chemical) +7, Craft (electronic) +7, Craft (mechanical) +7, Craft (structural) +7, Demolitions +8, Disguise +3, Drive +5, Forgery +6, Gather Information +1, Intimidate +3, Knowledge (current events) +6, Knowledge (tactics) +5, Knowledge (technology) +6, Knowledge (theology and philosophy) +4, Navigate +4, Pilot +5, Profession +4, Read/Write English, Repair +4, Research +5, Search +4, Speak English.

**Feats:** Advanced Firearms Proficiency, Armor Proficiency (light), Deceptive, Improved Damage Threshold, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency.

**Possessions:** Tactical vest, Beretta 92F (9mm auto-loader), 50 rounds of 9mm ammunition, Beretta M3P (12-gauge shotgun) 10 12-gauge shotgun rounds, tonfa, various gear and personal possessions.

cold, and the time spent in stasis does not count toward the time limit that the sand slave can go without water or food before taking damage. While in stasis, a sand slave can act normally, except that it cannot use its hot running or fugue abilities, and it does not heal ability or hit point damage. The sand slave can end the stasis at any time before its duration runs out as a free action.

**Telepathy (Ex):** A sand slave can communicate its thoughts and desires to any etoile or sand slave within 200 feet that it can see, regardless of intervening matter such as glass. The target creature “hears” the sand slave’s thoughts in whatever language it can most easily understand. However, it cannot communicate thoughts back to the sand slave unless it also has telepathy.

**Allegiances:** A sand slave is totally dedicated to the etoile, but when not acting under any particular orders, it maintains the allegiances that the base creature had. This allegiance hierarchy allows the etoile to use sand slaves as sleeper agents. Sand slaves follow the orders of all etoile and give precedence to the last orders they received.

**Saves:** Same as the base creature, modified by new ability scores.

**Ability Scores:** A sand slave gains the following ability increases: Str +2, Dex +2.

**Skills:** A sand slave gains a +4 species bonus on Bluff checks.

## SASQUATCH

The hairy biped known as the yowie in Australia, the yeren in southern China, and Bigfoot in North America (for the size of the tracks it leaves) was originally called *sokqueatl*, or sasquatch, by the Native Americans of the Pacific Northwest. Sasquatches inhabit forested areas, usually at high altitudes, and generally avoid humans. As humans claim more of the wilderness, however, occasional encounters are inevitable.

A sasquatch stands 8 to 10 feet tall and weighs about 300 pounds. It has long, tawny fur and beady black eyes. A sasquatch has an oppressive, bestial stink that frightens domestic animals.

Most encounters with sasquatches are actually brushes with a primitive strain—creatures as different from the average sasquatch as a Neanderthal is from *homo sapiens*. True sasquatches are intelligent beings called weren that were originally brought to Earth by the fraal to serve as manual laborers, bodyguards, and sometimes shock troops. Left to their own devices when the fraal departed, these weren apparently regressed to a state of

## SATANIC ICHOR

barbarism. The descendents of these creatures are what humans commonly refer to as Bigfoot monsters.

A few of the more civilized wren also exist on Earth, probably brought there on a more recent visit by the fraal. Though not significantly more intelligent than their savage cousins, these advanced sasquatches are highly spiritual beings, and some of them actually practice shamanistic magic. In fact, the only major difference between the two strains is that those sasquatches that still serve the fraal have more access to technology than their primitive relations do. Some of their present-day operations on Earth involve tracking down and rounding up their bestial cousins for reindoctrination.

Sasquatches should not be confused with yeti, although there are certainly some similarities among these species.

Both primitive and civilized sasquatches speak Weren. Sasquatches usually fight with their fists, though they are capable of learning to use weapons.

### Species Traits

**Automatic Language:** Sasquatches speak Weren—a language of growls, rumbles, and snorts.

**Species Bonuses:** Because of its size and ferocious appearance, a sasquatch gains a +4 species bonus on Intimidate checks.

**Sasquatch (Weren):** CR 2; Large giant; HD 3d8+9; hp 22; Mas 17; Init +0; Spd 30 ft.; Defense 11, touch 8, flat-footed 11 (–1 size, –1 Dex, +3 natural); BAB +2; Grap +12; Atk +7 melee (1d4+6, slam); Full Atk +7 melee (1d4+6, 2 slams); FS 5 ft. by 5 ft.; Reach 10 ft.; SQ low-light vision; AL any; SV Fort +6, Ref –1, Will +2; AP 0; Rep +0; Str 22, Dex 9, Con 17, Int 6, Wis 12, Cha 10.

**Skills:** Climb +8, Intimidate +4, Listen +5, Speak Weren, Spot +5.

**Feats:** Alertness, Simple Weapons Proficiency.

**Possessions:** None.

**Advancement:** By character class.

**Sasquatch Strong Hero 3/Soldier 3:** CR 8; Large giant; HD 3d8+12 plus 3d8+12 plus 3d10+12; hp 72; Mas 21; Init +0; Spd 30 ft.; Defense 16, touch 13, flat-footed 16 (–1 size, +4 class, +3 natural); BAB +7; Grap +17; Atk +13 melee (1d4+9, slam); Full Atk +13 melee (1d4+9, 2 slams) or +6 ranged (1d10/19–20, crossbow); FS 5 ft. by 5 ft.; Reach 10 ft.; SQ low-light vision; AL fraal; SV Fort +7, Ref –1, Will +2; AP 3; Rep +0; Str 22, Dex 10, Con 18, Int 6, Wis 12, Cha 10.

**Occupation:** Military (class skills: Hide, Move Silently).

**Skills:** Climb +8, Hide +0, Intimidate +4, Knowledge (tactics) +1, Listen +5, Move Silently +3, Speak Fraal, Speak Weren, Spot +5, Survival +2.

**Feats:** Cleave, Combat Martial Arts, Great Cleave, Improved Combat Martial Arts, Improved Damage Threshold, Power Attack, Simple Weapons Proficiency, Weapon Focus (slam), Weapon Specialization (slam).

**Talents (Strong Hero):** Ignore hardness, melee smash.

**Possessions:** Crossbow, 20 bolts.

Satanic ichor, sometimes referred to as “liquid Lucifer,” appears as a sickly, fluorescent-green residue seething with hate and swirling with vile corruption. Some believe the liquid might be the distilled remains of some great and terrible power, if not the Prince of Darkness himself.

A sample of satanic ichor is usually contained within a sealed, airtight vat or canister adorned with angelic and devilish motifs. From within this container, it can reach forth to corrupt the minds of mortals and turn them against their own kind.

A 13-gallon canister of satanic ichor weighs 250 pounds. A typical canister has hardness 5, 15 hit points, and a break DC of 18. If the canister sports a lock, the lock is usually high quality (Open Lock DC 30). Once released from its canister, satanic ichor can crawl across surfaces or float through the air with ease.

### Species Traits

**Blindsight (Ex):** Satanic ichor is blind but can ascertain all creatures and objects within 120 feet by nonvisual means. Beyond that range, all targets have total concealment with respect to the satanic ichor (see Concealment in the *d20 Modern Roleplaying Game*).

**Corrupt the Mind (Su):** As an attack action, satanic ichor can *dominate* any creature it can contact telepathically (as the *domination* psionic power manifested by a 10th-level Telepath). A successful Will save (DC 18) negates the effect and protects the creature against further domination attempts by the satanic ichor for 24 hours. Satanic ichor trapped within a container will typically use a *dominated* creature to break the container that confines it. Freed satanic ichor will typically use a dominated creature as a vessel (see below) or thrall to attract other potential thralls.

**Immunities:** Satanic ichor is immune to all weapons except ones that deal energy damage, such as stun guns and kroath dark plasma rifles.

**Ooze:** Satanic ichor has the traits and immunities common to all oozes.

**Telepathy (Su):** Satanic ichor can communicate telepathically with any creature within 100 feet that has a language.

**Vessel of Flesh (Su):** If it succeeds at an attack roll against a living creature, satanic ichor can enter the creature’s body through one or more orifices (usually the mouth, nostrils, or ears) or an open wound. The target gets a Will save (DC 10 + 1/2 the satanic ichor’s Hit Dice + its Charisma modifier) to keep the satanic ichor from entering and taking control of its body. If the save fails, the satanic ichor seizes control of the creature’s body, using it as a vessel to commit murder and other atrocities. A *remove curse* spell can expel satanic ichor from a creature’s body, but the caster must succeed at a level check (1d20 + caster level) or the spell fails (DC 10 + 1/2 the satanic ichor’s Hit Dice + its Charisma modifier). The creature possessed by satanic ichor has no memory of the possession once the satanic ichor is expelled. If the host drops to 0 or fewer hit points, the satanic ichor inside spills out through the mouth, ears, and

nostrils and tries to commandeer a new “vessel” as quickly as possible.

While possessing a creature, satanic ichor cannot be attacked directly.

A living creature possessed by satanic ichor takes 1d2 points of temporary Constitution damage per day, or 1d6 points per day if the satanic ichor’s size category is larger than its host’s. The Constitution damage cannot be healed until the satanic ichor is expelled.

**Satanic Ichor:** CR 4; Small ooze; HD 2d10+10; hp 21; Mas —; Init +0; Spd 10 ft., climb 10 ft., fly 20 ft. (average); Defense 11 (+1 size), touch 11, flat-footed 11; BAB +1; Grap +0; Atk +1 melee touch (1d4–1 plus special, slam); Full Atk +1 melee touch (1d4–1 plus special, slam); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ blindsight 120 ft., corrupt the mind, immunities, traits, telepathy, vessel of flesh; AL evil; SV Fort +0, Ref +0, Will +3; AP 0; Rep +0; Str 9, Dex 11, Con 11, Int 18, Wis 17, Cha 18.

**Skills:** None.

**Feats:** None.

**Advancement:** 3–5 HD (Small); 6–9 HD (Medium-size); 10–15 HD (Large).

**Advanced Satanic Ichor:** CR 10; Medium-size ooze; HD 8d10+36; hp 80; Mas —; Init +0; Spd 10 ft., climb 10 ft., fly 20 ft. (average); Defense 11 (–1 Dex, +2 natural), touch 9, flat-footed 11; BAB +6; Grap +9; Atk +9 melee touch (1d6+4 plus special, slam); Full Atk +9/+4 melee touch (1d6+4 plus special, slam); FS 10 ft. by 10 ft.; Reach 10 ft.; SQ blindsight 120 ft., corrupt the mind (DC 18), immunities, ooze, telepathy, vessel of flesh (DC 18); AL evil; SV Fort +4, Ref +1, Will +5; AP 0; Rep +0; Str 17, Dex 9, Con 15, Int 18, Wis 17, Cha 18.

**Skills:** None.

**Feats:** None.

## SCORPION

Scorpions around the world are found in warm and dry tropical regions, where they hunt insects, small mammals, spiders, and other scorpions.

A scorpion is a small crustacean with an elongated body, a pair of large claws, and a flexible tail tipped with a wicked stinger. The tail arches up over its back and is capable of stinging a creature held in front of the scorpion by its claws. The creature’s body is covered with a segmented, chitinous shell.

Scorpion venom is strong enough to kill a human child and even the occasional fully-grown adult, though against a target larger than the scorpion, its sting is primarily a defensive measure.

### Species Traits

**Bonus Feats:** A scorpion gains Weapon Finesse (claw) and Weapon Finesse (sting) as bonus feats.

**Improved Grab (Ex):** To use this ability, the scorpion must hit an opponent of any size category with its claw attack. If it gets a hold, it automatically deals claw damage each round that the hold is maintained, and it can sting in the same round. See Special Qualities in Chapter Eight:

Friends and Foes in the *d20 Modern Roleplaying Game* for more information.

**Poison (Ex):** Sting—Fortitude negates; save DC 13; 1d4 Con/1d4 Con.

**Skill Bonuses:** A scorpion gains a +4 species bonus on Climb, Hide, and Spot checks.

**Vermin:** A scorpion has darkvision out to a range of 30 feet. It is immune to mind-affecting effects and gains a +5 species bonus on Fortitude saves to negate the effects of massive damage.

**Scorpion:** CR 1/4; Fine vermin; HD 1/4 d8; hp 2; Mas 4; Init +0; Spd 10 ft.; Defense 20, touch 18, flat-footed 20 (+8 size, +2 natural); BAB +0; Grap –20; Atk +8 melee (1d2–4, claw); Full Atk +8 melee (1d2–4, 2 claws) and +3 melee (1d2–4 plus poison, sting); FS 6 in. by 6 in.; Reach 0 ft.; SQ darkvision 30 ft., improved grab, poison, vermin; AL none; SV Fort –1, Ref +0, Will +0; AP 0; Rep +0; Str 2, Dex 10, Con 4, Int —, Wis 10, Cha 2.

**Skills:** Climb +4, Hide +15, Spot +7.

**Feats:** Weapon Finesse (claw), Weapon Finesse (sting).

**Advancement:** None.

## SEA SERPENT

For as long as humans have been traversing Earth’s oceans, there have been legends of sea serpents lurking beneath the waves. Most such reports can be dismissed as optical illusions or mistaken identifications of natural sea creatures, such as seals, sharks, or whales. Occasionally, however, a true sea serpent is sighted.

A sea serpent has a snakelike body between 30 and 200 feet long. Other features may vary with the individual creature—some sea serpents have slender fins like those of an eel, while others have completely smooth bodies. The head of one may be shaped like a horse, another like a seal.

Sea serpents subsist on sharks, schools of fish, octopi, and other large sea creatures, although they have also been known to attack swimmers and boats. Most of the time, however, they are shy and reclusive, hiding from sight in the blackened depths of the ocean.

A sea serpent attacks a boat by bashing the vessel with its great tail and then swallowing up anything that falls into the water. It can also use its tail and its bite directly against prey.

### Species Traits

**Hazy Outline (Su):** Part of the reason that so few sea serpents have ever been spotted or photographed is that they can make their forms indistinct and thereby blend into the lapping waves. As a full-round action, a sea serpent can blur its outline for a number of rounds equal to its Hit Dice. This distortion grants the sea serpent one-half concealment (20% miss chance). A sea serpent cannot be recorded on any visual media while in this state—a photograph shows only a fuzzy haze. A *see invisibility* spell does not counteract this effect, but a *true seeing* spell does.

**Improved Grab (Ex):** To use this ability, the sea serpent must hit an opponent at least one size category smaller than itself with its bite attack. If it gets a hold, it automatically deals bite damage each round that the hold is



maintained, and it can swallow in the next round. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for more information.

**Skill Bonuses:** The sea serpent's coloration and shape grant it a +10 species bonus on Hide checks made while it is in water.

**Swallow Whole (Ex):** If a sea serpent begins its turn with an opponent two or more size categories smaller than itself held in its mouth, it can attempt a new grapple check as though trying to pin the opponent. If it succeeds, it swallows its opponent, automatically dealing bite damage. Once inside the sea serpent, the opponent takes bludgeoning damage equal to the serpent's tail slap attack plus 1d6 points of acid damage per round from the monster's gullet. A successful grapple check allows the swallowed creature to climb out of the gullet and return to the sea serpent's maw, where another successful grapple check is needed to get free. Alternatively, the swallowed creature can attack from inside the gullet using claws or a Small or Tiny slashing weapon. Dealing at least 20 points of damage to the gullet (Defense 25) in this way creates an opening large enough to permit escape. Once a single swallowed creature exits, muscular action closes the hole; thus, another swallowed creature must cut its own way out. A Huge sea serpent's gullet can hold 2 Medium-size, 8 Small, 32 Tiny, or 128 Diminutive or smaller opponents.

**Sea Serpent:** CR 7; Huge magical beast; HD 9d10+27; hp 76; Mas 17; Init +7; Spd swim 60 ft.; Defense 15, touch 11, flat-footed 12 (-2 size, +3 Dex, +4 natural); BAB +9; Grap +25; Atk +15 melee (2d6+8, tail slap); Full Atk +15 melee (2d6+8, bite or tail slap); FS 15 ft. by 15 ft. (coiled); Reach 10 ft.; SQ darkvision 60 ft., hazy outline, improved grab, low-light vision, swallow whole; AL none; SV Fort +9, Ref +9, Will +5; AP 0; Rep +0; Str 26, Dex 16, Con 17, Int 2, Wis 15, Cha 9.

**Skills:** Hide +0 (+10 in water), Listen +7, Spot +7.

**Feats:** Improved Initiative, Power Attack.

**Advancement:** 10–18 HD (Gargantuan); 19–40 HD (Colossal).

**Advanced Sea Serpent:** CR 10; Colossal magical beast; HD 19d10+133; hp 237; Mas 25; Init +7; Spd swim 60 ft.; Defense 18, touch 5, flat-footed 15 (-8 size, +3 Dex, +13 natural); BAB +19; Grap +51; Atk +27 melee (4d6+16, tail slap); Full Atk +27 melee (4d6+16, bite or tail slap); FS 30 ft. by 30 ft. (coiled); Reach 15 ft.; SQ darkvision 60 ft., hazy outline, improved grab, low-light vision, swallow whole; AL none; SV Fort +18, Ref +14, Will +8; AP 0; Rep +0; Str 42, Dex 16, Con 25, Int 2, Wis 15, Cha 9.

**Skills:** Hide -8 (+2 in water), Listen +7, Spot +7.

**Feats:** Cleave, Great Cleave, Improved Initiative, Power Attack.



## SESHEYAN

Sesheyans dwell in dark rain forests and jungles, although some have begun to make forays into more civilized areas despite their misgivings about humans. Their alien appearance often startles the humans they encounter, and sesheyans find humans equally "alien" in appearance. A sesheyan has a light yet muscular frame, a bulbous head encircled by eight small eyes, large pointed ears, leathery wings, and a whiplike tail with an expandable fan-shaped tip that provides stability during flight. The wings can be folded tightly against the sesheyan's upper back when not in use. Though sesheyans walk with a hunched, labored gait, they exhibit a gracefulness while airborne that few other flying creatures can match.

Sesheyans shun bright light, preferring to live in the darkness. Although they can use technology, most of them never become completely comfortable with it, and some deeply religious sesheyans refuse to have anything to do with it. Most humans feel uneasy in the presence of sesheyans because of their alien appearance and preference for lurking in the dark, and most sesheyans view humans as equally strange and unnatural.

Sesheyans speak their own language and can learn to speak others as well. The average sesheyan stands between 5 and 6 feet tall and weighs 85 to 100 pounds.

## Species Traits

**Ability Scores:** With the GM's permission, sesheyans can be played as heroes. Sesheyan heroes gain all of the sesheyan species traits and have the following ability score modifiers: Dex +2, Cha -2.

**Darkvision (Ex):** A sesheyan has darkvision out to a range of 120 feet. Darkvision is black and white only, but it is otherwise like normal sight, and sesheyans can function with no light at all.

**Light Sensitivity (Ex):** Abrupt exposure to bright light (such as sunlight) blinds a sesheyan for 1 round. In addition, sesheyans take a -1 circumstance penalty on all attack rolls, saves, and checks while operating in bright light.

**Control Descent (Ex):** As long as a sesheyan is conscious and able to use its wings, it never takes damage from a fall. Instead, it simply takes flight or glides safely to the ground. If the sesheyan cannot use its wings, it takes falling damage as normal.

**Technophobic (Ex):** Sesheyans are technophobic creatures. They take a -4 species penalty on skill checks that require an understanding of technological items, including Computer Use, Craft (electronic), Demolitions, Disable Device, Drive, Pilot, and Repair checks.

**Bonus Feat:** Sesheyans gain the bonus feat Stealthy.

**Sesheyan:** CR 1/2; Medium-size monstrous humanoid; HD 1d8; hp 4; Mas 11; Init +1; Spd 30 ft., fly 40 ft. (good); Defense 12, touch 11, flat-footed 11 (+1 Dex, +1 natural); BAB +1; Grap +1; Atk +1 melee (1d3 nonlethal, unarmed strike) or +1 melee (1d6/19-20, machete) or +2 ranged (1d8, compound bow); Full Atk +1 melee (1d3 nonlethal, unarmed strike) or +1 melee (1d6/19-20, machete) or +2 ranged (1d8, compound bow); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ Darkvision 120 feet, light sensitivity, control descent, technophobic; AL varies; SV Fort +0, Ref +3, Will +2; AP 0; Rep +0; Str 11, Dex 12, Con 11, Int 10, Wis 11, Cha 8.

**Skills:** Hide +7, Listen +4, Move Silently +7, Read/Write Sesheyan, Speak Sesheyan, Spot +4, Survival +4.

**Feats:** Archaic Weapons Proficiency, Stealthy.

**Advancement:** By character class.

**Sesheyan Fast Hero 2/Infiltrator 4:** CR 6; Medium-size monstrous humanoid; HD 1d8+1 plus 2d8+2 plus 4d8+4; hp 38; Mas 12; Init +1; Spd 30 ft., fly 40 ft. (good); Defense 19, touch 18, flat-footed 18 (+1 Dex, +7 class, +1 natural); BAB +4; Grap +4; Atk +4 melee (1d3 nonlethal, unarmed strike) or +4 melee (1d6/19-20, machete) or +5 ranged (1d8, compound bow);



Sewer Sludge

Full Atk +4 melee (1d3 nonlethal, unarmed strike) or +4 melee (1d6/19-20, machete) or +5 ranged (1d8, compound bow); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ Darkvision 120 feet, improved evasion, improvised implements, light sensitivity, control descent, sweep, technophobic; AL varies; SV Fort +2, Ref +9, Will +3; AP 3; Rep +2; Str 11, Dex 12, Con 12, Int 10, Wis 11, Cha 8.

**Skills:** Disguise +2, Escape Artist +6, Hide +12, Listen +4, Move Silently +12, Read/Write Sesheyan, Search +3, Sleight of Hand +6, Speak Sesheyan, Spot +4, Survival +4, Tumble +7.

**Feats:** Archaic Weapons Proficiency, Defensive Martial Arts, Nimble, Point Blank Shot, Precise Shot, Simple Weapons Proficiency, Stealthy.

**Talent (Fast Hero):** Evasion.

**Advancement:** By character class.

## SEWER SLUDGE

Often found in sewer pipes and treatment plants, sewer sludges devour animal and vegetable material to survive.

Formed of untreated sewage and colonies of bacteria, sewer sludges should be no more animate than the contents of a septic tank. But although no one has yet been able prove that these creatures exist, waste management workers demand hazard pay for operating in certain areas, and the homeless no longer seek shelter in the mouths of storm drains.

A sewer sludge looks like an undulating mass of raw sewage. Bits of metal, ceramic, and other detritus of modern civilization poke forth from its surface at intervals, and it generates an incredibly foul stench.

A sewer sludge does not speak. It usually fights by extruding pseudopods with which to slam its opponents.

## Species Traits

**Blindsight (Ex):** A sewer sludge is blind but can ascertain all creatures and objects within 30 feet just as a sighted creature would. Beyond that range, all targets have total concealment with respect to the sewer sludge (see Concealment in the *d20 Modern Roleplaying Game*).

**Camouflage (Ex):** A motionless sewer sludge looks like nothing more than a pile of rotting garbage. A successful Spot check (DC 15) is required to recognize it as a creature.

**Constrict (Ex):** A sewer sludge deals slam damage (1d6+1 for a typical specimen) with a successful grapple check against a target at least one size category smaller than itself.

**Disease (Ex):** The touch of a sewer sludge carries typhoid bacillus (Fort DC 13 negates; incubation period 1d3 weeks; initial 1d4 Con; secondary 1d4 Con).

**Immunities (Ex):** A sewer sludge is immune to electricity and cold damage. If a cold attack deals damage equal to or greater than the sewer sludge's Constitution score, the creature is affected as though by a *slow* spell.

**Improved Grab (Ex):** To use this ability, the sewer sludge must hit an opponent at least one size category smaller than itself with its slam attack. If it gets a hold, it automatically deals slam damage each round that the hold is maintained, and it can constrict in the same round. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for more information.

**Ooze:** A sewer sludge has the traits and immunities common to oozes.

**Stench (Ex):** A creature within 10 feet of a sewer sludge must make a successful Fortitude save (DC 10 + 1/2 the sludge's Hit Dice + its Constitution modifier) or be nauseated. The nausea persists for as long as the creature remains within 10 feet of the sewer sludge. A creature that leaves and reenters the area must make another save.

**Sewer Sludge:** CR 5; Medium-size ooze; HD 4d10+14; hp 36; Mas —; Init +0; Spd 20 ft.; Defense 10, touch 10, flat-footed 10; BAB +3; Grap +4; Atk +4 melee (1d6+1 plus disease, slam); Full Atk +4 melee (1d6+1 plus disease, slam); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ blindsight 30 ft., disease, camouflage, constrict 1d6+1, immunities, improved grab, ooze, stench (DC 13); AL none; SV Fort +2, Ref +1, Will -4; AP 0; Rep +0; Str 13, Dex 10, Con 13, Int —, Wis 1, Cha 1.

**Skills:** None.

**Feats:** None.

**Advancement:** 5–8 HD (Large); 9–12 HD (Huge).

**Advanced Sewer Sludge:** CR 7; Large ooze; HD 8d10+39; hp 83; Mas —; Init +0; Spd 20 ft.; Defense 10, touch 8, flat-footed 10 (-1 size, -1 Dex, +2 natural); BAB +6; Grap +15; Atk +10 melee (1d8+7 plus disease, slam); Full Atk +10/+5 melee (1d8+7 plus disease, slam); FS 10 ft. by 10 ft.; Reach 10 ft.; SQ blindsight 30 ft., disease, camouflage, constrict 1d6+1, immunities, improved grab, ooze, stench (DC 17); AL none; SV Fort +5, Ref +1, Will -3; AP 0; Rep +0; Str 21, Dex 8, Con 17, Int —, Wis 1, Cha 1.

**Skills:** None.

**Feats:** None.

## SHARK, HUGE

Three of the largest sharks in the world's oceans are the tiger shark (*Galeocerdo cuvier*), the great hammerhead shark (*Sphyrna mokarran*), and the great white shark (*Carcharodon carcharias*). Still larger sharks exist (such as the whale shark), but these three are the most dangerous to humankind, relatively speaking.

All three of these shark species are aptly named. A great white shark has a white hide, and a tiger shark has a pattern of stripes on its skin. A hammerhead shark has protrusions on either side of its head, where its eyes are placed.

A Huge shark can digest a variety of foods, so it may try to swallow nearly anything that looks edible. Although its

keen sense of smell enables a Huge shark to sense wounded prey from quite some distance away, its vision is less reliable. Thus, it may attack what looks like a seal or a large tuna, but is actually a swimming or surfing human. The tiger shark and the great hammerhead shark are usually content to swim off in search of more edible prey upon discovering unaccustomed resistance, but the great white shark tends to be more persistent, perhaps attacking several more times before deciding it's had enough.

Because sharks often hunt in schools, the smell of blood in the water from an initial attack often drives the rest of the sharks into a feeding frenzy. Each feels obliged by millennia of genetic conditioning to attack the source of the blood, and they continue attacking until they lose the scent. By that time, the target is usually quite dead.

Tiger sharks range throughout the Atlantic, Pacific, and Indian Oceans, in tropical and subtropical seas. They occupy deeper waters during the day and move closer inland at night. Great hammerheads dwell in shallow, tropical reefs at moderate depths offshore, but they occasionally venture into water less than 3 feet deep. Great white sharks are found near temperate coastlines all over the world.

## Species Traits

**Keen Scent (Ex):** A Huge shark notices creatures by scent in a 180-foot radius. It can detect blood in the water at a range of up to 1 mile.

**Wavesense (Ex):** A shark can automatically sense the location of any object or creature within 80 feet that is in contact with the water.

**Shark, Huge:** CR 5; Huge animal; HD 10d8+20; hp 65; Mas 15; Init +2; Spd swim 40 ft.; Defense 15, touch 10, flat-footed 13 (-2 size, +2 Dex, +5 natural); BAB +7; Grap +20; Atk +10 melee (2d6+7, bite); Full Atk +10/+5 melee (2d6+7, bite); FS 15 ft. by 15 ft.; Reach 10 ft.; SQ keen scent, wavesense; AL none; SV Fort +9, Ref +9, Will +4; AP 0; Rep +0; Str 21, Dex 15, Con 15, Int 1, Wis 12, Cha 2.

**Skills:** Listen +7, Spot +7.

**Feats:** None.

**Advancement:** 11–17 HD (Huge).

## SKIN FEASTER

A skin feaster is the animated corpse of a person who has died from some terrible trauma to the skin—burns, leprosy, necrotizing faciitis, or some other similar affliction. Twisted and angered by such an ignoble death, the creature seeks to regain what it has lost—its skin.

In its normal form, a skin feaster looks like a human completely stripped of skin. The muscles, sinews, cartilage, and other tissues that normally lie directly beneath the skin are visible and intact. No rotting is evident, but the creature's body constantly oozes a transparent liquid that reeks of death and decay. A skin feaster's eyes have no eyelids, and the creature's unblinking stare is unnerving at best.

To regain a semblance of its former self, a skin feaster must seek out living beings and consume their flesh. This horrid act temporarily restores the creature's appearance to its original state, before the affliction. With a fresh skin, a

skin feaster may try to return to its “normal” life, much to the horror of friends and family who believed their loved one dead and buried. The skin feaster’s hunger for flesh is temporarily suppressed while its new skin is in place, but the transformation lasts for only a few days. Once its new skin falls off, the lust for flesh returns with a vengeance, and the skin feaster must seek out new victims.

A skin feaster fights with its claws or with manufactured weapons. It uses its necrotizing touch attack to remove the skin and flesh from its victims.

## Species Traits

**Automatic Languages:** A skin feaster can read, write, and speak any one language that it could in life.

**Bonus Feat:** A skin feaster gains Simple Weapons Proficiency as a bonus feat.

**Flesh Weakness (Ex):** A skin feaster that successfully deals damage to an opponent with its necrotizing touch attack must spend its next turn devouring the flesh that has fallen from that opponent’s body. It takes no other actions during this time but can defend itself normally. It can consume an amount of flesh equivalent to 3 points of Constitution damage (or drain; see below) per round.

**Necrotizing Touch (Su):** With a successful melee touch attack, the skin feaster causes lumps of flesh to fall from the target’s body, dealing 1d3 points of Constitution damage; a successful Fortitude save negates (DC 10 + 1/2 the skin feaster’s Hit Dice + its Charisma modifier). On a failed

save, the target must attempt a second Fortitude save at the same DC. Failure indicates that 1 point of the Constitution damage already taken becomes Constitution drain instead.

**Skin Regrowth (Su):** If a skin feaster manages to eat an amount of flesh equivalent to 6 points of Constitution damage (or drain; see above) in any 24-hour period, it begins to regrow its skin. This process requires 1d6 hours. For the next 1d3 days thereafter, the skin feaster appears just as it did before its death, excluding scars, moles, or other minor skin imperfections. Only the creature’s appearance changes—it is still an undead with all of its usual species traits except the flesh weakness, which is not active while the skin feaster wears its new skin. Once this period is over, the skin feaster’s regrown skin sloughs off, restoring it to its usual appearance and reactivating its flesh weakness.

**Undead:** Skin feasters have the traits and immunities common to undead.

**Skin Feaster:** CR 3; Medium-size undead; HD 4d12; hp 26; Mas —; Init +3; Spd 30 ft.; Defense 16, touch 13, flat-footed 13 (+3 Dex, +3 natural); BAB +2; Grap +2; Atk +2 melee (1d4, claw); Full Atk +2 melee (1d4, claw) or +5 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ flesh weakness, necrotizing touch (DC 13), skin regrowth, undead; AL evil; SV Fort +1, Ref +4, Will +6; AP 0; Rep +0; Str 10, Dex 16, Con —, Int 6, Wis 15, Cha 12.

**Skills:** Climb +6, Jump +6, Listen +8, Read/Write Language (any one), Speak Language (any one), Spot +8.

**Feats:** Simple Weapons Proficiency.

**Advancement:** 5–8 HD (Medium-size); 9–15 HD (Large).

**Advanced Skin Feaster:** CR 5; Large undead; HD 9d12; hp 58; Mas —; Init +2; Spd 30 ft.; Defense 16, touch 11, flat-footed 14 (–1 size, +2 Dex, +5 natural); BAB +4; Grap +12; Atk +7 melee (1d6+6, claw); Full Atk +7 melee (1d6+6, claw) or +5 ranged; FS 10 ft. by 10 ft.; Reach 10 ft.; SQ flesh weakness, necrotizing touch (DC 15), skin regrowth, undead; AL evil; SV Fort +3, Ref +5, Will +8; AP 0; Rep +0; Str 18, Dex 14, Con —, Int 6, Wis 15, Cha 12.

**Skills:** Climb +9, Jump +9, Listen +10, Read/Write (any one), Speak (any one), Spot +10.

**Feats:** Agile Riposte, Dodge, Simple Weapons Proficiency.

## Snake, Cobra

The family of snakes known as cobras includes the king cobra (*Ophiophagus hannah*), the spitting cobra (*Naja nigricollis*), and the black mamba (*Dendroaspis polylepis*). Cobra attacks kill numerous people every year in the Philippines, Malaysia, southern China, India, Thailand, Myanmar, and the Malay Peninsula. Cobra venom contains a powerful neurotoxin, which is often fatal within minutes of the initial bite.

A typical cobra measures about 12 feet long, but some have been known to grow to as much as 18 feet long.

The black mamba has a narrow head and large eyes, while the king cobra and spitting cobra are known for their flared hoods, which they display only when they feel threatened or angry.



Cobras are primarily ground hunters; they only rarely find occasion to climb into trees. They usually eat other snakes, although they frequently attack larger creatures that venture too near.

The spitting cobra ranges from southern Egypt to South Africa. It is so named because it can also spray its venom, causing temporary blindness if it strikes the target in the eyes, and agonizing pain regardless of where it hits. The black mamba, found in tropical areas of Africa, is known for its speed. Although most mambas dwell in trees, the black mamba, like the king cobra, hunts on the ground.

## Species Traits

**Bonus Feat:** Cobras gain Weapon Finesse (bite) as a bonus feat.

**Poison (Ex):** Bite—Fortitude negates; save DC 10 + 1/2 the cobra's Hit Dice + its Constitution modifier; 1d4 Str, 1d4 Dex/1d4 Str, 1d4 Dex.

**Poison Spray (Ex):** At will as a ranged touch attack, a spitting cobra can spray its venom at a target up to 10 feet away. When used in this manner, the spitting cobra's venom acts as a contact poison. The target must succeed on a Fortitude save (DC 10 + 1/2 the cobra's Hit Dice + its Constitution modifier) or be blinded and nauseated for 1 minute. A second Fortitude save must be made 1 minute later to negate the venom's secondary damage (same as the initial damage). Eye protection, such as goggles or a full-face visor, negates the blindness effect.

**Scent (Ex):** This ability allows a cobra to detect approaching enemies, sniff out hidden foes, and track by sense of smell. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for details.

**Skill Bonuses:** A cobra receives a +8 species bonus on Move Silently checks and a +4 species bonus on Hide, Listen, and Spot checks. It applies either its Strength or its Dexterity modifier, whichever is higher, to Climb checks.

**Snake, Cobra:** CR 2; Medium-size animal; HD 3d8; hp 13; Mas 11; Init +3; Spd 20 ft. (30 ft. for the black mamba), climb 5 ft.; Defense 14, touch 12, flat-footed 11 (-1 size, +3 Dex, +2 natural); BAB +2; Grap +2; Atk +5 melee (1d4 plus poison, bite); Full Atk +5 melee (1d4 plus poison, bite); FS 5 ft. by 5 ft. (coiled); Reach 5 ft.; SQ poison (DC 11), poison spray (DC 11; spitting cobra only), scent; AL none; SV Fort +3, Ref +6, Will +2; AP 0; Rep +0; Str 10, Dex 17, Con 11, Int 1, Wis 12, Cha 2.

**Skills:** Climb +11, Hide +10, Listen +9, Move Silently +11, Spot +9.

**Feats:** Weapon Finesse (bite).

**Advancement:** None.

## Snake, Hoop

In the American Southwest, cowboys, explorers, and the native population have been telling stories about the hoop snake for centuries. Native Americans have long considered spotting this creature to be a bad omen—so bad, in fact, that most people who admit to having seen one are shunned. Whether the hoop snake is a natural creature, a

throwback to a creature from an earlier time, or the result of some scientific experiment or strange magic, no one knows.

A hoop snake resembles an ordinary snake except that it has a head at either end of its body. It measures some 6 feet long and weighs about 75 pounds. Its sinuous body is covered with scales in any of several bright, vibrant colors, and each head is a different hue than the other.

A hoop snake gets its name from its unusual method of locomotion—it moves across the dusty plain by grasping its tail in its mouth and rolling along like a wheel. This technique allows it to move with remarkable speed and catch most prey with ease. The hoop snake's bite is no less deadly than that of a rattlesnake, but because it can attack with both heads at the same time, it can easily overcome the toughest animals, including bison, horses, and humans. Unlike other snakes, the hoop snake cannot swim, so it avoids large bodies of water. However, given a straight path of sufficient length, a hoop snake can "run" across a small body of water to surprise prey.

In combat, the hoop snake combines the deadliest traits of both constrictors and vipers. It can both constrict its prey in its powerful coils and inject a deadly poison with its bite. Irritable and twitchy, it attacks with little or no provocation.

## Species Traits

**Constrict (Ex):** A hoop snake deals bludgeoning damage with a successful grapple check against a target its own size category or smaller. The damage equals 1d6 + the snake's Strength modifier.

**Improved Grab (Ex):** To use this ability, the hoop snake must hit an opponent at least one size category smaller than itself with its bite attack. If it gets a hold, it automatically deals bite damage each round that the hold is maintained, and it can constrict in the same round. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for more information.

**Poison (Ex):** Bite—Fortitude negates; save DC 10 + 1/2 the snake's Hit Dice + its Constitution modifier.

**Scent (Ex):** This ability allows a hoop snake to detect approaching enemies, sniff out hidden foes, and track by sense of smell. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for details.

**Skill Bonuses:** A hoop snake receives a +8 species bonus on Balance checks and a +4 species bonus on Hide, Listen, and Spot checks. It applies its Dexterity modifier instead of its Strength modifier to Climb checks.

**Hoop Snake:** CR 2; Medium-size animal; HD 3d8+3; hp 16; Mas 13; Init +5; Spd 40 ft.; Defense 16, touch 14, flat-footed 12 (+4 Dex, +2 natural); BAB +2; Grap +5; Atk +5 melee (1d6+3 plus poison, bite); Full Atk +5 melee (1d6+3 plus poison, 2 bites); FS 5 ft. by 5 ft. (coiled); Reach 5 ft.; SQ constrict 1d6+3, improved grab, poison (DC 12), scent; AL none; SV Fort +4, Ref +8, Will +2; AP 0; Rep +0; Str 17, Dex 20, Con 13, Int 2, Wis 12, Cha 2.

**Skills:** Balance +7, Climb +8, Hide +8, Listen +4, Spot +4.

**Feats:** None.

**Advancement:** 4–5 HD (Medium-size); 6–12 HD (Large).



**Advanced Hoop Snake:** CR 4; Large animal; HD 7d8+21; hp 52; Mas 17; Init +4; Spd 40 ft.; Defense 17, touch 13, flat-footed 13 (-1 size, +4 Dex, +4 natural); BAB +5; Grap +16; Atk +11 melee (1d8+7 plus poison, bite); Full Atk +11 melee (1d8+7 plus poison, 2 bites); FS 10 ft. by 10 ft. (coiled); Reach 10 ft.; SQ constrict 1d6+7, improved grab, poison (DC 16), scent; AL none; SV Fort +8, Ref +9, Will +3; AP 0; Rep +0; Str 25, Dex 18, Con 17, Int 2, Wis 12, Cha 2.

**Skills:** Balance +6, Climb +12, Hide +3, Listen +4, Spot +4.

**Feats:** None.

## STAR DOPPELGANGER

A horror from the darkest depths of space, the star doppelganger has only one purpose: to convert the creatures of the world to its own mutable image.

In its natural form, a star doppelganger is a hideous conglomeration of all the creatures it has mimicked over the ages. An individual's body may exhibit any combination of features, including fish fins, crab claws, spider legs, shark jaws, bear teeth, a human face, tentacles, and less recognizable appendages of various alien beings. Its entire form is awash with blood, slime, and stinking ichor of unknown origin. If a star doppelganger once had a shape of its own, that shape has long ago become indistinguishable in the roiling mass of flesh and putrescence that makes up its current form.

This terror from beyond the stars earned its moniker shortly after its discovery in Antarctica by a joint German and American scientific team. Sent there in 1993 to study climate change in the Antarctic by taking ice cores, the team was startled to find bits of manufactured ceramic and metal in its deep core samples. The level at which these materials were found in the ice would make them more than 10,000 years old. The scientists radioed their home base to report the strange discovery. A day later, they radioed again, claiming that they were under attack by creatures they had pulled from beneath the ice that could take anyone's form. The radio transmission then ended abruptly. Three days later, the camp radioed that everything was fine but that a member of the camp had gone mad and needed medical attention. When the rescue team arrived, the camp was almost impossible to find. Most of it lay buried under snow from a freak storm, and what wasn't buried had been destroyed. No creature, living or dead, could be found, except for a shivering husky that the rescue team named James.

Rescuing James was a mistake that cost the lives of everyone on the rescue team and on the SS Jacobs, the icebreaker on which the rescuers had arrived. The SS Jacobs was later found unmanned and adrift, showing evidence of much violence but containing no bodies. All the information now known about star doppelgangers comes from frantic audio tape diaries discovered by the rescue team aboard the derelict vessel.

Those who believe what the tapes say are afraid of the human race—and indeed, for all creatures of Earth. The scientists who made the tapes claimed that star doppelgangers were alien invaders that reproduced by converting living creatures into their own kind. As if that thought

weren't disturbing enough, some of the scientists also worried that star doppelgangers might be a kind of plague, sent to Earth by even more advanced aliens to remove the indigenous life forms before the true invasion of Earth begins.

In combat, a star doppelganger in its normal form fights with teeth, claws, horns, and fists. When disguised as another creature, it can use any natural or manufactured weapon that the original creature could use.

### Species Traits

**Absorb (Ex):** As a full-round action, a star doppelganger can absorb the body (but not the equipment) of any creature to which it has successfully transferred its flesh (see Flesh Transfer, below). The star doppelganger gains a size category whenever it has absorbed creatures whose combined size categories equal its own, according to the following equivalencies: Four Tiny creatures equal a Small creature, four Small creatures equal a Medium-size creature, and four Medium-size creatures equal a Large creature. Thus, a Huge star doppelganger could have resulted from a Large star doppelganger absorbing one Large creature, four Medium-size creatures, or any mix of sizes that equals Large. The star doppelganger's statistics remain the same after absorption unless it gains a size category (see Advancement on pages 229–230 of the *d20 Modern Roleplaying Game*). Any hit point or ability damage that the star doppelganger has taken before absorbing its prey still applies to its new statistics. A star doppelganger cannot absorb a creature larger than itself, nor can it absorb another star doppelganger.

**Alien Physiology (Ex):** A star doppelganger does not need to eat or sleep the way a normal creature does. It cannot starve or become fatigued. A star doppelganger is not subject to death from massive damage or critical hits.

**Cold Resistance 10 (Ex):** A star doppelganger ignores the first 10 points of cold damage from any single attack.

**Convert (Ex):** If desired, a star doppelganger can convert any creature to which it has successfully transferred its flesh (see Flesh Transfer, below) into a new star doppelganger as a full-round action. A converted creature becomes in all ways a star doppelganger of the appropriate size category, losing all its own ability scores, Hit Dice, class levels, skills, feats, species traits, and allegiances and replacing them with those of a star doppelganger. A creature with less than 1 Hit Die or more than 16 Hit Dice cannot be converted.

**Flesh Transfer (Ex):** A star doppelganger can transfer its own flesh to a helpless living creature or a living creature that it has pinned in a grapple for 3 consecutive rounds. As an attack action, the star doppelganger sloughs flesh from its own body onto the helpless or pinned foe, thereby transforming the latter's body into star doppelganger flesh. The opponent may attempt a Fortitude save (DC 10 + 1/2 star doppelganger's Hit Dice + its Constitution modifier) to resist. Success indicates that the star doppelganger has failed to transfer its flesh to the opponent, but it can attempt to do so again using another attack action assuming that the proper conditions are still in place. Failure indicates that the flesh transfer was successful and the



opponent's body has begun to transform into star doppelganger flesh. The opponent is then helpless for the remainder of the process.

The star doppelganger must stay in physical contact with the target for 1d4 additional rounds before the transfer is complete. At that point, the opponent can be either absorbed by the star doppelganger or converted into a new star doppelganger (see Absorb and Convert, above), at the attacker's option. If the star doppelganger is physically separated from the opponent or killed before the flesh transfer is complete, the opponent takes 1d4 points of Constitution drain and remains helpless for 2d4 rounds.

An opponent smaller than Tiny or larger than Large cannot be either absorbed or converted. If the opponent cannot be either absorbed, and a creature with less than 1 Hit Die or more than 16 Hit Dice cannot be converted, it simply becomes a dead star doppelganger when the process is complete.

**Fear Aura (Su):** Any creature within 60 feet of a star doppelganger in its normal form must succeed on a Will saving throw (DC 10 + 1/2 star doppelganger's Hit Dice + its Charisma modifier) or be stunned for 1d4 rounds by its hideous appearance and otherworldly appendages. An opponent that cannot see the star doppelganger is immune to this effect. Whether or not the save is successful, the creature cannot be affected again by that star doppelganger's fear aura for 24 hours.

**Hive Mind (Su):** All star doppelgangers within 200 feet of one another are in constant mental communication. If one is aware of a particular threat, they all are. If one star doppelganger in a particular group is not flat-footed, none of them are. No star doppelganger in such a group is considered flanked unless they all are.

**Immunities (Ex):** Because a star doppelganger does not need to breathe, it is immune to suffocation, inhaled poisons, and other detrimental atmospheric effects. If it has assumed a form that normally breathes, it does so to look natural, but its immunities still apply.

**Mimic (Ex):** A star doppelganger can perfectly mimic any creature that it has absorbed within the past hour. Changing its form to match that of the absorbed creature is a full-round action that provokes attacks of opportunity. The star doppelganger retains its own Hit Dice, hit points, species traits, desires, and allegiances, but replaces its own ability scores with those of the absorbed creature. It also gains access to all the absorbed creature's natural weapons, attack bonuses, skills, ability scores, feats, memories, and even spells yet to be cast. All of these abilities function at the effective Hit Dice or level of the absorbed creature. The star doppelganger functions in all ways as the creature did just before the absorption.



The star doppelganger must be of the same size category as the creature it chooses to mimic, so it may need to split or absorb creatures until its size is correct. It must acquire the equipment of the absorbed individual to complete the ruse properly. A star doppelganger may mimic a particular creature only once, and it can stay in that form for no longer than 24 hours. Thereafter, it automatically reverts to its star doppelganger form, losing all the knowledge, skills, feats, and abilities that the mimicked form provided. It does retain the memories of its actions while in the mimicked form and any information it gained during that time.

Hit point and ability damage or drain taken in the mimicked form is healed upon reversion to its original form, but a star doppelganger that is killed in a mimicked form remains dead. Any magical effects that were operating on the star doppelganger in its mimicked form end upon reversion. Most star doppelgangers try to return to their normal forms when their mimicked forms have lost half their hit points to damage.

**Regeneration 5 (Ex):** A star doppelganger regenerates 5 points of damage each round but cannot regenerate fire, acid, or electricity damage. If a star doppelganger loses a limb or body part, the lost portion regrows in 3d6 minutes. The creature can reattach the severed member instantly by holding it to the stump.

**Split (Ex):** If a star doppelganger wants to escape bonds, or enter an area of smaller confines than its current size would permit, or diminish its size to mimic a creature it has absorbed, it can split off part of its body at will. Splitting is a full-round action that provokes attacks of opportunity. The detached portion is a new star doppelganger of a size category smaller than the original, with the normal statistics for a star doppelganger of its size category. (Use the size equivalencies given in the Absorb ability, above, to determine the results of splits.) Any damage or other negative effects previously suffered stay with the larger portion, or are randomly assigned to one portion if both are the same size category. Neither portion of the split doppelganger can be smaller than Tiny. Once it has split apart, the star doppelganger cannot rejoin its parts; they are forever separate creatures. A star doppelganger can initiate a split at any point on its body—a fact that makes binding one nearly impossible.

**Species Bonuses:** Because of its near-perfect mimicry ability, a star doppelganger gains a +30 circumstance bonus on Disguise checks and a +10 circumstance bonus on Bluff checks when acting as the creature it is mimicking. These bonuses are not accounted for in the statistics blocks below.

**Tiny Star Doppelganger:** CR 1/2; Tiny aberration; HD 1d8; hp 4; Mas —; Init +1; Spd 30 ft., burrow 20 ft. climb 20 ft., swim 20 ft.; Defense 17, touch 13, flat-footed 16 (+2 size, +1 Dex, +4 natural); BAB +0; Grap –8; Atk +2 melee (1d4, bite); Full Atk +2 melee (1d4, bite) and –3 melee (1d3, gore) and –3 melee (1d2, claw) and –3 melee (1, slam); FS 2 1/2 ft. by 2 1/2 ft.; Reach 0 ft.; SQ absorb, alien physiology, cold resistance 10, convert, darkvision 60 ft., fear aura (DC 10), flesh transfer (DC 10), hive mind, immunities, mimic, regeneration 5, split; AL evil; SV Fort +0, Ref +1, Will +4; AP 0; Rep +0; Str 10, Dex 12, Con 10, Int 16, Wis 15, Cha 10.

**Skills:** Climb +12, Craft (electronic) +9, Craft (mechanical) +9, Drive +5, Hide +11, Listen +8, Move Silently +11, Pilot +5, Spot +8, Swim +12.

**Feats:** Alertness, Athletic, Builder, Simple Weapons Proficiency.

**Advancement:** 2 HD (Small); 3–4 HD (Medium-size); 5–8 HD (Large); 9–16 HD (Huge).

**Small Star Doppelganger:** CR 2; Small aberration; HD 2d8; hp 9; Mas —; Init +0; Spd 30 ft., burrow 20 ft. climb 20 ft., swim 20 ft.; Defense 15, touch 11, flat-footed 15 (+1 size, +4 natural); BAB +1; Grap –2; Atk +4 melee (1d6+2, bite); Full Atk +4 melee (1d6+2, bite) and –1 melee (1d4+1, gore) and –1 melee (1d3+1, claw) and –1 melee (1d2+1, slam); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ absorb, alien physiology, cold resistance 10, convert, darkvision 60 ft., fear aura (DC 11), flesh transfer (DC 11), hive mind, immunities, mimic, regeneration 5, split; AL evil; SV Fort +0, Ref +0, Will +5; AP 0; Rep +0; Str 14, Dex 10, Con 10, Int 16, Wis 15, Cha 10.

**Skills:** Climb +14, Craft (electronic) +9, Craft (mechanical) +9, Drive +4, Listen +8, Hide +7, Move Silently +7, Pilot +4, Spot +8, Swim +14.

**Feats:** Alertness, Athletic, Builder, Simple Weapons Proficiency.

**Advancement:** 3–4 HD (Medium-size); 5–8 HD (Large); 9–16 HD (Huge).

**Medium-Size Star Doppelganger:** CR 3; Medium-size aberration; HD 4d8+4; hp 22; Mas —; Init –1; Spd 30 ft., burrow 20 ft. climb 20 ft., swim 20 ft.; Defense 13, touch 9, flat-footed 14 (–1 Dex, +4 natural); BAB +3; Grap +7; Atk +7 melee (2d4+4, bite); Full Atk +7 melee (2d4+4, bite) and +2 melee (1d6+3, gore) and +2 melee (1d4+2, claw) and +2 melee (1d3+2, slam); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ absorb, alien physiology, cold resistance 10, convert, darkvision 60 ft., fear aura (DC 12), flesh transfer (DC 13), hive mind, immunities, mimic, regeneration 5, split; AL evil; SV Fort +2, Ref +0, Will +6; AP 0; Rep +0; Str 18, Dex 8, Con 12, Int 16, Wis 15, Cha 10.

**Skills:** Climb +17, Craft (electronic) +9, Craft (mechanical) +9, Drive +3, Listen +8, Hide +3, Move Silently +3, Pilot +3, Spot +8, Swim +17.

**Feats:** Alertness, Athletic, Builder, Simple Weapons Proficiency.

**Advancement:** 5–8 HD (Large); 9–16 HD (Huge).

**Large Star Doppelganger:** CR 7; Large aberration; HD 8d8+24; hp 60; Mas —; Init –2; Spd 30 ft., burrow 20 ft. climb 20 ft., swim 20 ft.; Defense 13, touch 7, flat-footed 13 (–1 size, –2 Dex, +6 natural); BAB +6; Grap +18; Atk +13 melee (2d6+8, bite); Full Atk +13 melee (2d6+8, bite) and +8 melee (1d8+4, gore) and +8 melee (1d6+4, claw) and +8 melee (1d4+4, slam); FS 10 ft. by 10 ft.; Reach 10 ft.; SQ absorb, alien physiology, cold resistance 10, convert, darkvision 60 ft., fear aura (DC 14), flesh transfer (DC 17), hive mind, immunities, mimic, regeneration 5, split; AL evil; SV Fort +5, Ref +0, Will +8; AP 0; Rep +0; Str 26, Dex 6, Con 16, Int 16, Wis 15, Cha 10.

**Skills:** Climb +23, Craft (electronic) +9, Craft (mechanical) +9, Drive +2, Listen +8, Hide –1, Move Silently –1, Pilot +2, Spot +8, Swim +23.



**Feats:** Alertness, Athletic, Builder, Power Attack, Simple Weapons Proficiency.

**Advancement:** 9–16 HD (Huge).

**Huge Star Doppelganger:** CR 10; Huge aberration; HD 16d8+80; hp 152; Mas —; Init –3; Spd 30 ft., burrow 20 ft. climb 20 ft., swim 20 ft.; Defense 14, touch 5, flat-footed 14 (–2 size, –3 Dex, +9 natural); BAB +12; Grap +32; Atk +22 melee (2d8+12, bite); Full Atk +22 melee (2d8+12, bite) and +17 melee (2d6+6, gore) and +17 melee (2d4+6, claw) and +17 melee (1d6+6, slam); FS 15 ft. by 15 ft.; Reach 10 ft.; SQ absorb, alien physiology, cold resistance 10, convert, darkvision 60 ft., fear aura (DC 18), flesh transfer (DC 23), hive mind, immunities, mimic, regeneration 5, split; AL evil; SV Fort +10, Ref +2, Will +12; AP 0; Rep +0; Str 34, Dex 4, Con 20, Int 16, Wis 15, Cha 10.

**Skills:** Climb +30, Craft (electronic) +9, Craft (mechanical) +9, Drive +1, Listen +8, Hide –3, Move Silently –3, Pilot +1, Spot +8, Swim +30.

**Feats:** Alertness, Athletic, Builder, Cleave, Great Cleave, Power Attack, Simple Weapons Proficiency.

**Advancement:** None.

## THOUGHT EATER

As the number of humans with psychic powers increases, so too does the frequency of encounters with strange beings that are drawn to such powers. Scientists and mystics alike are at a loss to explain the origin of the odd creatures known as thought eaters—some believe they are the manifestations of cravings for power, while others maintain that they are extradimensional creatures summoned to our world by psychic energy. Whatever the truth may be, thought eaters have become a serious threat to emerging psychics, as well as to ordinary people who are unfortunate enough to cross their paths.

A thought eater is a 3-foot-long creature with flesh of wispy protomatter, through which its skeleton is visible. It has the body shape of a predatory feline and the skull and claws of a cruel bird of prey.

This nightmarish creature subsists on the mental energy of its victims. It is particularly drawn to individuals who possess psychic power, and it preys on them in preference to all other creatures. The thought eater's appetite is insatiable, and it must usually hunt down at least two to three victims per day to survive. Although it typically hunts alone, packs of these creatures have been known to prowl through crowded cities in search of easy prey. Because of this increasing threat, individuals and organizations that boast psychic power do everything possible to hunt down and eradicate thought eaters whenever and wherever they appear.

Thought eaters do not speak, but they occasionally release bursts of psychic energy that can best be interpreted as feral cries of hunger and maliciousness.

### Species Traits

**Bonus Feat:** A thought eater gains Improved Initiative as a bonus feat.

**Dimensional Jaunt (Su):** At will, a thought eater can shift from a different plane of existence into the normal world as part of any move action and shift back again as a free action. During this jaunt, the thought eater is incorporeal. In this state, a thought eater has no physical form and can be harmed only by other incorporeal creatures, +1 or better magic weapons, or magic, though it has a 50% chance to ignore any damage from a corporeal source. The thought eater can pass through solid objects at will, and its own attacks pass through armor. It moves in complete silence and cannot be heard at all.

**Eat Thoughts (Su):** A thought eater can drain the thoughts of a living being with a successful melee touch attack. Against an opponent with psionics, this ability drains 6 power points from the victim. (If the victim has fewer than 6 power points, the thought eater gains all the remaining power points that the opponent possesses). Against a non-psionic creature, this attack deals 1 point of Intelligence damage, which provides the thought eater with nourishment equivalent to 6 power points. A thought eater requires the equivalent of 10 power points per day to survive, but it happily gorges itself whenever the opportunity presents itself. Power points consumed in excess of its minimum daily requirement do not count against the next day's requirement.

**Psionics (Sp):** At will—*daze, detect psionics, distract, verve*. Manifest level 10th; save DC 10 + thought eater's key ability modifier + power level.

**Thought Eater:** CR 2; Small aberration; HD 3d8+3; hp 16; Mas 11; Init +8; Spd 40 ft.; Defense 17, touch 15, flat-footed 13 (+1 size, +4 Dex, +2 natural); BAB +2; Grap –2; Atk +3 melee touch (6 power points or 1 Int, touch); Full Atk +3 melee touch (6 power points or 1 Int, touch); SQ dimensional jaunt, eat thoughts, *psionics*; FS 5 ft. by 5 ft.; Reach 5 ft.; AL none; SV Fort +1, Ref +5, Will +4; AP 0; Rep +0; Str 11, Dex 18, Con 11, Int 7, Wis 12, Cha 10.

**Skills:** Hide +14, Listen +7, Spot +7.

**Feats:** Improved Initiative.

**Advancement:** 4–6 HD (Small).

## THUNDERBIRD

The thunderbird is a majestic and terrifying creature that usually appears in the roiling clouds of thunderstorms. It is often seen gliding and diving among the blasts of lightning, and its devastating shriek sounds like booming thunder. Among certain Native American tribes, spotting a thunderbird has always been considered a powerful omen for either good or ill. Because of the bird's capricious and dangerous nature, sacrifices of food, treasured objects, and the lives of young warriors and maidens were traditionally offered to placate it.

The thunderbird appears as an enormous raptor with blazing, electric-blue eyes. Its feathers are a mix of dark gray and snowy white, resembling the clouds of a thunderstorm. Its wings periodically shed wisps of fog and arcs of electricity that become more abundant when it is angered or excited. The thunderbird measures 30 feet from beak to tail, and its wingspan can reach 120 feet.

In modern times, thunderbird sightings have become increasingly rare. The birds spend the majority of their time high in the clouds or roosting on lonely mountaintops. With the encroachment of humans and modern technology on the wilderness, thunderbirds usually try to stay hidden, but they occasionally clash with the odd big-game hunter or low-flying plane. The dwindling stocks of native game have forced thunderbirds to prey upon cattle and other domestic livestock, which they prefer to seize during storms.

Because it is intelligent, the thunderbird sometimes allies with (or demands subservience from) isolated mountain communities. In either case, the inhabitants typically revere the thunderbird as either a god or a force of nature. Such thunderbirds demand the occasional sacrifice, resulting in the disappearance of young people or outside visitors who ask too many questions.

## Species Traits

**Automatic Language:** A thunderbird can speak Auran (the language of avian creatures).

**Breath Weapon (Su):** Every 1d4 rounds, a thunderbird can breathe a 60-foot-long cone of sonic energy as an attack action. Any creature in the cone takes 1d10 points of sonic damage per 2 Hit Dice of the thunderbird (8d10 for the typical adult specimen). A successful Reflex save (DC 10 +

1/2 the thunderbird's Hit Dice + its Constitution modifier) halves the damage.

**Fear Aura (Su):** Any creature within 60 feet of a thunderbird must succeed on a Will save (DC 10 + 1/2 the thunderbird's Hit Dice + its Charisma modifier) or be shaken for 1d4 rounds. Whether or not the save is successful, that creature cannot be affected again by that thunderbird's fear aura for 24 hours.

**Improved Grab (Ex):** To use this ability, the thunderbird must hit a single opponent at least two size categories smaller than itself with both claw attacks in the same round. If it gets a hold, it automatically deals damage for two claw attacks and a bite attack each round that the hold is maintained. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for more information.

**Immunities (Ex):** Thunderbirds are immune to electricity and sonic damage.

**Thunderbird (Chick):** CR 3; Medium-size magical beast; HD 5d10+5; hp 32; Mas 12; Init +2; Spd 20 ft., 50 ft. (average); Defense 21, touch 12, flat-footed 19 (+2 Dex, +9 natural); BAB +5; Grap +5; Atk +6 melee (1d6, bite); Full Atk +6 melee (1d6, bite) and +1 melee (1d4, 2 claws); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ breath weapon (2d10; DC 13), darkvision 60 ft., fear aura (DC 13), improved grab, immunities, low-light vision; AL chaos; SV Fort +5, Ref +6, Will +2; AP 0; Rep +0; Str 10, Dex 14, Con 12, Int 8, Wis 13, Cha 12.

**Skills:** Hide +6, Intimidate +5, Listen +5, Move Silently +6, Speak Auran, Spot +5.

**Feats:** Weapon Focus (bite).

**Advancement:** 6–7 HD (Medium-size); 8–15 HD (Large); 16–25 HD (Huge).

**Thunderbird (Adult):** CR 14; Huge magical beast; HD 16d10+80; hp 168; Mas 20; Init +0; Spd 30 ft., fly 100 ft. (average); Defense 22, touch 8, flat-footed 22 (–2 size, +14 natural); BAB +16; Grap +32; Atk +23 melee (2d6+8, bite); Full Atk +23 melee (2d6+8, bite) and +21 melee (2d4+4, 2 claws); FS 15 ft. by 15 ft.; Reach 10 ft.; SQ breath weapon (8d10; DC 23), darkvision 60 ft., fear aura (DC 20), improved grab, immunities, low-light vision; AL chaos; SV Fort +15, Ref +10, Will +8; AP 0; Rep +0; Str 26, Dex 10, Con 20, Int 12, Wis 16, Cha 14.

**Skills:** Hide –2, Intimidate +10, Listen +12, Move Silently +6, Speak Auran, Speak Language (any one), Spot +12.

**Feats:** Cleave, Multiattack, Power Attack, Weapon Focus (bite), Weapon Focus (claw).



Toxic sludge

## TOXIC SLUDGE

Originally created to combat oil spills, a toxic sludge is composed of genetically engineered bacteria designed to seek out and actually eat oil and petroleum products. Though initial experiments involving the removal of oil spills were successful, the bacteria mutated in the field, becoming extremely caustic and resisting efforts to neutralize them chemically.

A toxic sludge is mixture of chemicals given life. Its body is composed of bacteria and highly toxic chemicals from whichever waste spills it has recently visited. Small plumes of gas shoot out from random locations, and the creature leaves a trail of toxic goo when it moves.

Toxic sludges appear periodically in and around petrochemical facilities. Military forces have been mobilized to neutralize any toxic sludge located before it has a chance to kill and expand itself further.

### Species Traits

**Acid (Ex):** A toxic sludge is composed of caustic chemicals that dissolve any substance except stone and metal. A toxic sludge's slam attack deals 1d4 points of acid damage in addition to the normal bludgeoning damage.

**Blindsight (Ex):** A toxic sludge is blind but can ascertain all creatures and objects within 40 feet just as a sighted creature would. Beyond that range, all targets have total concealment with respect to the toxic sludge (see Concealment in the *d20 Modern Roleplaying Game*).

**Expansion (Ex):** A toxic sludge absorbs the bodies of creatures it has killed in battle. This process takes a number of rounds depending on the size of the corpse: Diminutive or smaller 1, Tiny 2, Small 4, Medium-size 8, Large 16, Huge 32, Gargantuan 64, and Colossal 128. The sludge grows by 1 Hit Die for every 16 rounds it spends consuming bodies, to a maximum of 45 Hit Dice.

**Immunities (Ex):** Toxic sludges are immune to acid, electricity, and cold damage. If a cold attack deals damage equal to or greater than a toxic sludge's Constitution score, the toxic sludge is affected as though by a *slow* spell.

**Improved Grab (Ex):** To use this ability, the toxic sludge must hit an opponent at least one size category smaller than itself with its slam attack. If it gets a hold, it automatically deals slam damage each round that the hold is maintained, and it can constrict in the same round. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for more information.

**Ooze:** A toxic sludge has the traits and immunities common to oozes.

**Toxic Fumes (Ex):** Any creature that comes within 10 feet of a toxic sludge must make a successful Fortitude save (DC 10 + 1/2 the toxic sludge's Hit Dice + its Constitution modifier) or take 1d4 points of Strength damage. A new save must be made each round a creature remains within 10 feet of the toxic sludge.

**Toxic Sludge:** CR 7; Large ooze; HD 6d10+27; hp 60; Mas —; Init -2; Spd 20 ft.; Defense 7, touch 7, flat-footed 7 (-1 size, -2 Dex); BAB +4; Grap +10; Atk +5 melee (1d8+3, slam plus 1d4 acid); Full Atk +5 melee (1d8+3, slam plus 1d4 acid); FS 10 ft.

by 10 ft.; Reach 10 ft.; SQ acid, blindsight, constrict, expansion, immunities, improved grab, ooze, toxic fumes (DC 15); AL none; SV Fort +4, Ref +0, Will -3; AP 0; Rep +0; Str 15, Dex 7, Con 14, Int —, Wis 1, Cha 1.

**Skills:** None.

**Feats:** None.

**Advancement:** 6–12 HD (Large); 13–18 HD (Huge); 19–31 HD (Gargantuan); 32–45 HD (Colossal).

**Advanced Toxic Sludge:** CR 12; Gargantuan ooze; HD 20d10+150; hp 260; Mas —; Init -2; Spd 20 ft.; Defense 10, touch 3, flat-footed 10 (-4 size, -3 Dex, +7 natural); BAB +15; Grap +37; Atk +21 melee (2d8+10 plus 1d4 acid, slam); Full Atk +21/+16/+11 melee (2d8+10 plus 1d4 acid, slam); FS 20 ft. by 20 ft.; Reach 15 ft.; SQ acid, blindsight, expansion, immunities, improved grab, ooze, toxic fumes (DC 26); AL none; SV Fort +12, Ref +3, Will +1; AP 0; Rep +0; Str 31, Dex 5, Con 22, Int —, Wis 1, Cha 1.

**Skills:** None.

**Feats:** None.

## UDOROOT

93

Udoroos are enormous carnivorous plants that possess psionic powers. They use their mental abilities to kill creatures that come too close, and the rotting corpses then provide fertilizer for their root systems. Several subspecies of udoroot have been found in underground areas, particularly sewer tunnels and cave systems.

The bulk of an udoroot lies beneath the soil. Its massive, bulbous root system can reach down as far as 30 feet below the surface. The above-ground portion of the plant consists of six stalks, each topped by a single flower crown. These crowns resemble mature sunflowers with red seeds, white petals, and tough, woody stalks. They grow in a circle that can reach 20 feet in diameter.

The plant can launch up to six psionic attacks per round, one from each crown. The plant uses its *telekinesis* ability to drag the bodies of its slain victims into the circle of its stalks.

An udoroot can be killed only by digging up or otherwise exposing its root, then burning it, hacking it apart, or totally destroying it in some other manner. Severing or psionically disabling all six crowns negates the plant's ability to attack and makes excavation of the root easier. To sever a crown, an opponent must penetrate the woody bark of the stalk (hardness 5, hp 7). A severed crown dies, but the udoroot suffers no ill effects other than its absence. As long as the creature's root remains intact, any severed crowns regrow in about a month. A psionic creature can also overcome a crown in psionic combat by reducing any one of the creature's ability scores to 0. This attack does not harm the main root or any other crowns, which must be attacked separately to deal any damage.

### Species Traits

**Blindsight (Ex):** An udoroot is blind but can ascertain all creatures and objects within 40 feet just as a sighted creature would. Beyond that range, all targets have total



concealment with respect to the udoroot (see Concealment in the *d20 Modern Roleplaying Game*).

**Cold Resistance 20 (Ex):** An udoroot ignores the first 20 points of cold damage from any single attack.

**Immunities (Ex):** An udoroot is immune to electricity and fire damage.

**Plant:** Udoroots have the traits and immunities common to plants.

**Psionics (Sp):** At will—*false sensory input, lesser body adjustment, lightning strike, telekinesis*. Manifest level 10th; save DC 10 + udoroot's key ability modifier + power level.

**Udoroot:** CR 5; Huge plant; HD 6d8+18; hp 45; Mas —; Init +0; Spd 0 ft.; Defense 14, touch 8, flat-footed 14 (–2 size, +6 natural); BAB +4; Grap —; Atk none; Full Atk none; FS 5 ft. by 5 ft. per stalk; Reach 10 ft. per stalk; SQ blindsight 40 ft., cold resistance 20, immunities, plant, *psionics*; AL none; SV Fort +8, Ref +2, Will +3; AP 0; Rep +0; Str 3, Dex 10, Con 16, Int —, Wis 13, Cha 9.

**Skills:** None.

**Feats:** None.

**Advancement:** 7–16 HD (Huge); 17–32 HD (Gargantuan).

**Advanced Udoroot:** CR 8; Gargantuan plant; HD 17d8+85; hp 161; Mas —; Init +0; Spd 0 ft.; Defense 16, touch 6, flat-footed 16 (–4 size, +10 natural); BAB +12; Grap —; Atk none; Full Atk none; FS 5 ft. by 5 ft. per stalk; Reach 15 ft. per stalk; SQ cold resistance 20, blindsight 40 ft., immunities, plant, *psionics*; AL none; SV Fort +15, Ref +5, Will +6; AP 0; Rep +0; Str 11, Dex 10, Con 20, Int —, Wis 13, Cha 9.

**Skills:** None.

**Feats:** None.

## WHISPERER IN THE DARK

Sometimes known as a shadow caller, a whisperer in the dark is an incorporeal amalgamation of dozens of sentient minds—mostly the minds of living beings who died together in abject terror. These beings are acutely aware that they are dead, but they see the living as beacons of life and guides to salvation. Tragically, though, every attempt these minds make to reach out to the living results in one more death, and one more mind added to the whisperer's collective consciousness.

From a distance, a whisperer in the dark resembles a swirling bank of mist or light fog, but an observer within 30 feet of the whisperer can clearly see dozens of humanoid faces in the fog, silently screaming their endless torment.

A whisperer in the dark usually haunts the place where its component creatures died. When a living being comes near, the whisperer calls out to it telepathically by means of its *attraction* psionic power. Those who cannot resist the *attraction* effect find themselves drawn into the dark place where the whisperer waits, as though called by indistinct, murmuring whispers. Once they have entered the whisperer's lair, such victims almost invariably succumb to a combination of the creature's psionic powers and its soul-chilling touch. With each new death, a new face appears in the whisperer's roiling mass of mist.

A whisperer in the dark cannot speak. Its only means of communication is its *suggestion* psionic power.

### Species Traits

**Daylight Powerlessness (Ex):** A whisperer in the dark is utterly powerless in natural sunlight and flees from it if possible. If caught in sunlight, it cannot attack and may make only one move or attack action each round. It cannot take full-round actions at all in this situation.

**Incorporeal Subtype (Su):** A whisperer in the dark has no physical form and can be harmed only by other incorporeal creatures, +1 or better magic weapons, or magic, though it has a 50% chance to ignore any damage from a corporeal source. The whisperer in the dark can pass through solid objects at will, and its own attacks pass through armor. The charred one moves in complete silence and cannot be heard at all.

**Psionics (Sp):** At will—*attraction, clairaudience/clairvoyance, concussion, detect psionics, suggestion*. Manifest level 10th; save DC 10 + whisperer in the dark's key ability modifier + power level.

**Steal Essence (Su):** If a creature with an Intelligence score greater than 2 is slain by a whisperer in the dark, its essence is absorbed into the monster's consciousness within 1d4 rounds, though its physical body remains intact. Stealing a creature's essence grants the whisperer 12 temporary hit points, and a new screaming face resembling that of the absorbed creature appears permanently within the cloud.

**Turn Resistance +2 (Su):** A whisperer in the dark is treated as having +2 Hit Dice for the purpose of turn or rebuke attempts.

**Undead:** A whisperer in the dark has the traits and immunities common to undead.

**Unnatural Aura (Su):** A whisperer in the dark constantly projects an unnatural aura to a radius of 30 feet around itself. Both wild and domesticated animals can sense this aura and refuse to enter its area. If forced to come closer than 30 feet to the whisperer in the dark, they panic and remain panicked for as long as they are in the area.

**Whisperer in the Dark:** CR 12; Large undead (incorporeal); HD 11d12; hp 71; Mas —; Init +7; Spd 30 ft., fly 60 ft. (good); Defense 14, touch 14, flat-footed 11 (–1 size, +3 Dex, +2 deflection); BAB +5; Grap —; Atk +4 melee (2d6 Con, incorporeal touch); Full Atk +4 melee (2d6 Con, 4 incorporeal touches); FS 5 ft. by 5 ft.; Reach 10 ft.; SQ daylight powerlessness, incorporeal, *psionics*, steal essence, turn resistance +2, undead, unnatural aura; AL chaos, evil; SV Fort +3, Ref +6, Will +9; AP 0; Rep +0; Str —, Dex 16, Con —, Int 14, Wis 14, Cha 15.

**Skills:** Concentration +8, Hide +13, Intimidate +12, Listen +12, Search +12, Sense Motive +8, Spot +12.

**Feats:** Alertness, Blind-Fight, Combat Reflexes, Frightful Presence, Improved Initiative.

**Advancement:** 12–18 HD (Huge); 19–26 HD (Gargantuan).

## YETI

Yetis are hairy, bipedal hominids native to cold Asian climates. The first humans to encounter them were the native people of the Himalayan Mountains in Tibet and China. The name yeti derives from the Sherpa term *yeh the*, which literally means “that thing.” Yetis dwell in secluded wilderness regions and survive by raiding the pasturelands of the indigenous peoples.

A yeti is a large, white-furred, human-shaped creature that stands about 8 feet tall and weighs approximately 300 pounds. Its long fur is heaviest around the head and shoulders, and its hands and feet are wide and flat. Layers of fat insulate its body, allowing it to survive and even thrive in subzero conditions. Although a yeti can stand and walk upright, it tends to hunch over and use its hands and feet, in the manner of a gorilla, to navigate ice floes and rocky terrain. Its eyes are either blue or colorless, and it has an extra pair of transparent eyelids that allow it to see even in blowing snow.

Yetis speak Giant. A yeti with an Intelligence score of 12 or higher may speak one or more of the local languages commonly spoken in its habitat as well.

## Species Traits

**Cold Subtype (Ex):** A yeti is immune to cold damage. It takes 50% more damage from fire attacks.

**Constrict (Ex):** A yeti deals normal claw damage (treat as bludgeoning damage) plus 2d6 points of cold damage with a successful grapple check against a target at least one size category smaller than itself.

**Improved Grab (Ex):** To use this ability, the yeti must hit an opponent at least one size category smaller than itself with its claw attack. If it gets a hold, it automatically deals claw damage each round that the hold is maintained, and it can constrict in the same round. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Role-playing Game* for more information.

**Skill Bonus:** The yeti's white fur grants it a +15 species bonus on Hide checks made in snowy conditions.

**Yeti:** CR 3; Large monstrous humanoid (cold); HD 4d8+4; hp 22; Mas 12; Init +1; Spd 40 ft.; Defense 14, touch 10, flat-footed 13 (–1 size, +1 Dex, +4 natural); BAB +4; Grap +12; Atk +7 melee (1d6+4, claw); Full Atk +7 melee (1d6+4, 2 claws); FS 10 ft. by 10 ft.; Reach 10 ft.; SQ cold subtype, constrict, darkvision 60 ft., improved grab; AL none; SV Fort +2, Ref +5, Will +5; AP 0; Rep +0; Str 18, Dex 13, Con 12, Int 9, Wis 12, Cha 11.

**Skills:** Climb +10, Hide +2 (+17 in snowy conditions), Move Silently +6, Speak Giant, Survival +7.

**Feats:** None.

**Advancement:** 5–8 HD (Large); 9–12 HD (Huge).

**Abominable Snowman (Advanced Yeti):** CR 6; Huge monstrous humanoid (cold); HD 12d8+36; hp 90; Mas 16; Init +0; Spd 40 ft.; Defense 15, touch 8, flat-footed 15 (–2 size, +7 natural); BAB +12; Grap +28; Atk +18 melee (2d4+8, claw); Full Atk +18 melee (2d4+8, 2 claws); FS 15 ft. by 15 ft.; Reach 10 ft.; SQ cold subtype, constrict, darkvision 60 ft., improved grab; AL any; SV Fort +7, Ref +8, Will +9; AP 0; Rep +0; Str 26, Dex 11, Con 16, Int 9, Wis 12, Cha 11.

**Skills:** Climb +14, Hide +3 (+18 in snowy conditions), Move Silently +10, Speak Giant, Survival +12.

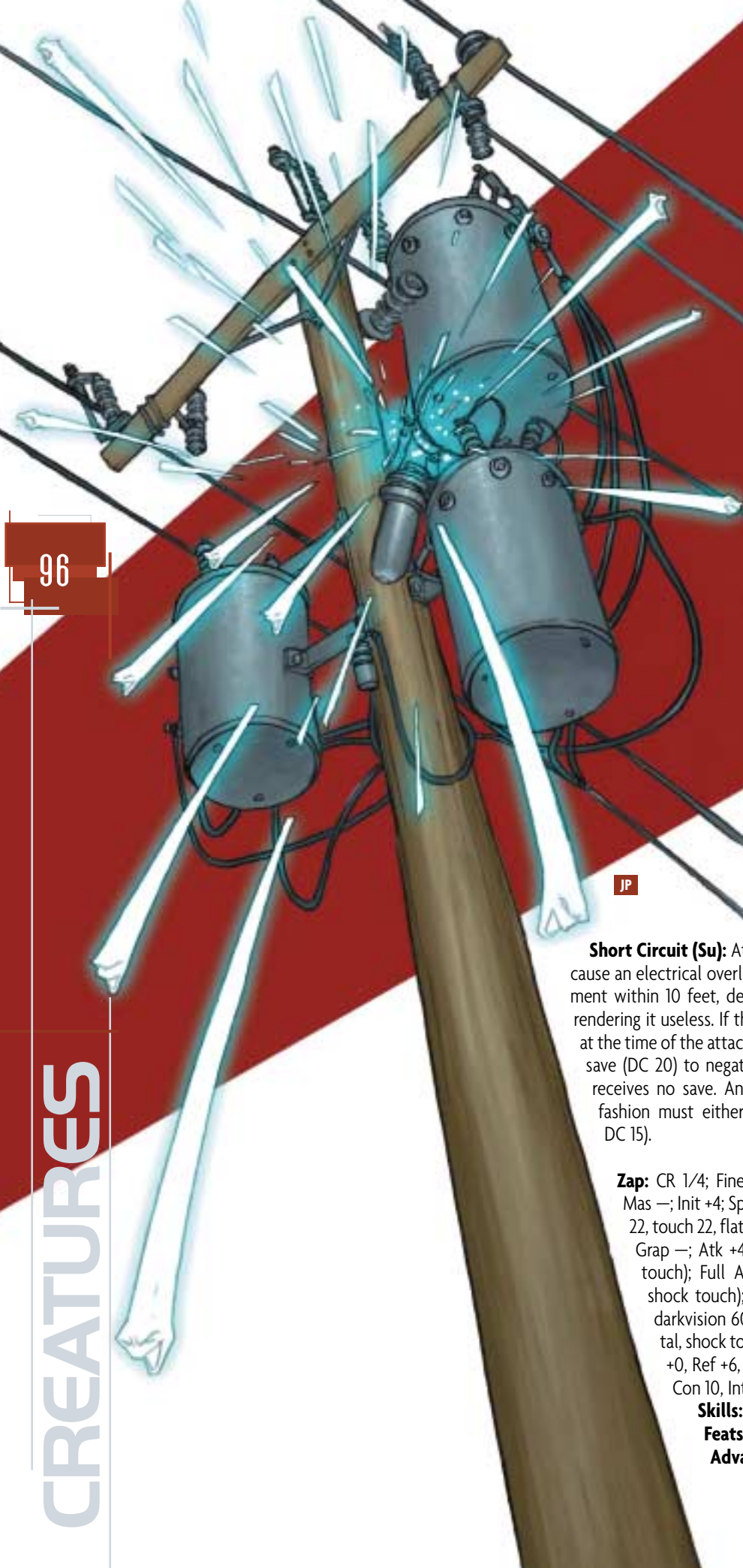
**Feats:** Power Attack, Track.

## ZAP

Zaps are minute elemental life forms made of electrical energy. Created when electrical equipment overloads, they generally don't survive for longer than a few seconds. However, when such an overload sends a current spike along an electrical pathway, zaps can survive by riding the current and gathering in transformers. When enough zaps collect in a transformer to overload it, they can escape into the surrounding environment and wreak havoc.

Zaps are not evil creatures, but they do like to play. Unfortunately, their games usually consist of causing short circuits in electronic equipment. The fact that this game usually destroys the equipment is of no concern to the zaps,





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and they do not understand why the lumbering creatures (humans, generally) that play with the same toys get so upset about this game. But human expressions can be quite funny when a flashlight or cell phone starts sparking, and this added bit of entertainment enhances the zaps' enjoyment of the game. They also find it amusing to deliver shocks to humans and other creatures by touching them. Individually, the little electrical arcs created in this manner are only painful, but when delivered in sufficient quantities to the same creature, they can be fatal. Zaps don't really understand death, so if such a fatality occurs, they merely assume that their erstwhile playmate is too tired to keep playing and move on to a new one.

### Species Traits

**Elemental:** Zaps have the traits and immunities common to elementals.

**Electricity Immunity (Ex):** A zap is immune to electricity damage.

**Shock Touch (Ex):** With a successful melee touch attack, a zap deals 1 point of electricity damage.

**Short Circuit (Su):** At will as an attack action, a zap can cause an electrical overload in a piece of electronic equipment within 10 feet, destroying its internal workings and rendering it useless. If the item is being carried or wielded at the time of the attack, the wielder can attempt a Reflex save (DC 20) to negate the effect. An unattended item receives no save. An electronic item damaged in this fashion must either be replaced or repaired (Repair DC 15).

**Zap:** CR 1/4; Fine elemental (air); HD 1/4 d8; hp 1; Mas —; Init +4; Spd 10 ft., fly 30 ft. (perfect); Defense 22, touch 22, flat-footed 18 (+8 size, +4 Dex); BAB +0; Grap —; Atk +4 melee touch (1 electricity, shock touch); Full Atk +4 melee touch (1 electricity, shock touch); FS 6 in. by 6 in.; Reach 0 ft.; SQ darkvision 60 ft., electricity immunity, elemental, shock touch, short circuit; AL chaos; SV Fort +0, Ref +6, Will +1; AP 0; Rep +0; Str 2, Dex 19, Con 10, Int 5, Wis 12, Cha 6.

**Skills:** Hide +24, Listen +3, Spot +5.

**Feats:** None.

**Advancement:** None.

## ZEIKUNE

Shaped like bloated starfish, the zeikune has rubbery flesh and floats through the air by a means unknown to both magic and science. Although it can fly in any orientation, a zeikune usually flies parallel to the ground, its eye-studded hump protruding from the dorsal side and its sinewy tentacle-mouth extending from the ventral side. The tentacle-mouth is surprisingly mutable and dexterous, capable even of typing on a keyboard or firing a gun.

A zeikune draws sustenance from the internal organs of its slain victims. After using *mental blast* to stun its intended victim, the zeikune clamps its mouth onto the creature and injects a fluid that begins liquefying the victim's organs. When the process is complete, the zeikune siphons the organ-fluids from the body using its tentacle-mouth before moving on.

For mutual protection, zeikunes will often congregate in small groups called quorums. However, when food is scarce, they typically kill one another fighting over the "scraps."

### Species Traits

**Improved Grab (Ex):** To use this ability, the zeikune must hit an opponent with its bite attack. If it gets a hold, it automatically deals bite damage and liquefaction damage (see below) each round that the hold is maintained. See Special Qualities in Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* for more information.

**Liquefaction (Ex):** Once the zeikune gets a hold of its opponent (see Improved Grab above), it begins injecting fluids that dissolve the victim's organs, dealing 1d4 points of Constitution damage per round. If the creature dies or its Constitution score drops to 0 as a result of this process, the creature's organs turn to slush, and the ability damage becomes ability drain. The victim dies, at which point the zeikune can begin sucking the liquefied organs from the creature's body (see Siphon Fluids, below).

**Psionics (Sp):** At will—*combat precognition* (always active), *mental blast*, *object reading*; 3/day—*inflict pain*, *levitate*. Manifestor level 5th; save DC 10 + zeikune's key ability modifier + power level.

**Siphon Fluids (Ex):** Once a zeikune liquefies the internal organs of a creature, it can spend a full-round action siphoning the fluids from the dead creature's body, leaving behind a shriveled husk. The fluid not only provides sustenance but also heals the zeikune of 3d6 points of damage and 1d6 points of ability damage (per ability).

**Zeikune:** CR 4; Medium-size aberration; HD 5d8+5; hp 27; Mas 13; Init +6; Spd fly 40 ft. (perfect); Defense 17, touch 13, flat-footed 15 (+2 Dex, +4 natural, +1 insight); BAB +3; Grap +3; Atk +3 melee (2d4, bite); Full Atk +3 melee (2d4, bite) or +5 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ darkvision 60 ft., improved grab, liquefaction, power resistance 17, psionics, siphon fluids; AL none; SV Fort +2, Ref +3, Will +5; AP 0; Rep +0; Str 11, Dex 14, Con 13, Int 10, Wis 12, Cha 16.

**Skills:** Hide +9, Listen +8, Move Silently +9, Spot +8.

**Feats:** Improved Initiative, Simple Weapons Proficiency.

**Advancement:** By character class.

**Zeikune Smart Hero 2:** CR 6; Medium-size aberration; HD 5d8+5 plus 2d6+2; hp 36; Mas 13; Init +6; Spd fly 40 ft. (perfect); Defense 18, touch 14, flat-footed 16 (+2 Dex, +1 class, +4 natural, +1 insight); BAB +4; Grap +4; Atk +4 melee (2d4, bite) or +6 ranged (2d6, Ruger Service-Six); Full Atk +4 melee (2d4, bite) or +6 ranged (2d6, Ruger Service-Six); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ darkvision 60 ft., improved grab, liquefaction, power resistance 17, psionics, siphon fluids; AL none; SV Fort +2, Ref +5, Will +7; AP 1; Rep +1; Str 11, Dex 14, Con 12, Int 14, Wis 12, Cha 16.

**Skills:** Computer Use +8, Disable Device +6, Hide +11, Listen +10, Move Silently +11, Read/Write English, Repair +5, Research +6, Search +6, Spot +10.

**Feats:** Improved Initiative, Lightning Reflexes, Personal Firearms Proficiency, Simple Weapons Proficiency.

**Talent (Smart Hero):** Savant (Computer Use).

**Possessions:** Ruger Service-Six (.38S revolver).



## Chapter Two

# GM CHARACTERS



Supporting characters are those individuals who have little more than walk-on parts in the great drama of the d20 MODERN roleplaying campaign. They aren't heroes, but they are capable in their own way. From the nurse who is studying to be a doctor to the thug who dreams of being a famous actor, the campaign's supporting characters provide an extra level of detail that helps make the campaign setting more real.

These people are just that: people. Like the heroes, they have needs and desires, they have plans and goals, and they have histories, and with any luck, they also have futures. The Gamemaster (GM) can describe or play them sketchily if it isn't terribly important to know a supporting character's full background and motivations for the purpose of the scene, but the players should never come to think of all supporting characters as cardboard cutouts. At the very least, the players learn to identify characters important to the plots of the GM's adventures if the major characters are the only ones who seem to have personalities!

The supporting characters on the following pages are designed as a convenience to the GM. They are more or less complete characters, with very few (if any) creative choices left undeveloped. The GM can simply open this book to the page needed and the supporting character's stats are right there for the GM to refer to. In some cases, the GM might want to modify these characters to fit specific needs. If so, do so! The players never need know that the richly detailed character with whom they interact every game session began as a mid-level government bureaucrat!

## BRINGING SUPPORTING CHARACTERS TO LIFE

The *d20 Modern Roleplaying Game* includes a handy chart for fleshing out supporting characters (Table 8–27: One Hundred Character Traits), and that’s an excellent place to start. Just one or two of those traits can make a hastily selected supporting character seem like a thoroughly developed part of the campaign or scenario. (Also, making a note of the traits further supports the illusion of preparation should the heroes encounter the same supporting character again later in the campaign.)

Characters need just a little more, though. The best place to start is with a name—since that’s one of the first things that most players ask for when they begin interacting with a GM character. Your best bet for fostering that appearance of readiness is to jot down a list of twenty or so names (with the appropriate local flavor) to keep with your notes. When you glance down to pick one that suits your fancy, your players will assume you’re looking at the character’s statistics; this method is much better than flipping to a random page in the telephone directory (although that works, too).

It also doesn’t hurt to have an idea in mind of what’s important to the character: the character’s main goal. Don’t wrack your brain trying to fully develop this concept, though. Again, jot down a list of ten or so goals, including mostly mundane things (collect a paycheck, provide for a loved one, stay out of trouble, have fun) along with a smattering of slightly more unusual goals (find Mister/Miss Right, stay out of jail, see a loved one soon). These goals, though, shouldn’t directly interfere with the characters’ interactions with the heroes; they’re just background motivations—what the supporting character would be doing if he or she didn’t have to deal with the heroes right now.

If you actually do want to put more thought into developing a GM-controlled character’s traits, though, but you’re at a loss on where to start, here are some suggestions.

*Television and Movies:* Whenever you’re watching television or a movie, and an interesting character captures your imagination, make a mental note of exactly what it is that made you notice and add it to the list of character traits. It doesn’t even have to be an actor; it could be someone interviewed on the evening news. If the trait that sparked your imagination is a mannerism or tone of voice, practice it between game sessions so that you’re ready when the time comes to introduce the character with that trait.

*Books and Magazines:* Books and magazines are generally better for traits of appearance—the kind you can describe verbally, because, well, they were described to you with words. Perhaps a character in a novel has an unusual and eye-catching hairdo; jot it down. Maybe a magazine article describes someone as “balding, heavy, and geeky.” Jot it down. You’ll find you can get a lot of mileage out of other people’s imaginations.

*Writer’s Manuals:* For the same reason that books and magazines work, reference books aimed at helping writers develop interesting characters can help you do exactly the same thing for your own small audience. Browse the

“writer’s books” section of your local library or favorite bookstore, and you’re almost guaranteed to find half a dozen books that give you plenty of ideas.

*People-Watching:* For realism, nothing beats reality. The next time you’re strolling through the local mall or sitting in a packed movie theater, observe the people around you. In fact, make a little game of it. Wherever you go, find five interesting people—for good or for bad—and think about how you would describe them to your players. Then jot down those descriptions and keep them handy.

## BUYING SERVICES

Sometimes a hero just needs someone to do the work for him. Sure, the hero could drive himself across town, locate a missing person, or get the blueprints to a casino’s vault—but if time is tight, what does it cost him if he pays someone else to do it for him?

When a hero buys services, the GM can use these rules to arrive at an asking price and a bare minimum price. In most cases, the arrived-at cost is per task that the GM-controlled character performs on the hero’s behalf. For example, if a hero pays a cab driver to follow another car, the cab driver expects one lump sum of cash, regardless how many Drive and Spot checks he has to make. Hiring that same cab driver to be one’s personal chauffeur is a bit different (see below).

These rules are specifically for buying services, as opposed to labor that results in tangible merchandise. Paying someone to build a car for you is, in essence, no different from buying a car—even though all that’s really happening is that you are paying someone else to make Craft checks on your behalf.

### Determining Cost

Every service has an asking price and a bare minimum price. The person providing the service starts by asking the highest price he thinks his services are worth, expressed as a Purchase DC. This number is equal to the GM-controlled character’s total skill modifier for the appropriate skill, multiplied by 1.5, rounded down. If two or more skills apply (such as with the cab driver example above), multiply the average of the skill modifiers by 1.5 to arrive at the Purchase DC. If no particular skill seems to apply, use the character’s Profession skill modifier. If the Purchase DC is fewer than 2, the character refuses to take the job—or takes it, then badly bungles it.

For example, assume the cab driver has a Drive skill modifier of +7 (including ranks in Drive, his Dexterity modifier, and the +1 competence bonus he gets from having selected Drive as one of his blue-collar occupation skills. Multiplying this number by 1.5 yields a Purchase DC of 10.5, rounded down to 10. Table 7–1: Purchase DCs in the *d20 Modern Roleplaying Game* book shows that the cabbie asks for \$120 to drive a hero around for the evening. If the hero asks the driver to tail someone, the cab driver’s Spot skill modifier (only +2, all from his Wisdom bonus) comes into play, averaging with his Drive skill modifier to yield a Purchase DC of 6. Since his low Spot skill modifier could cause him to fail, he can’t ask as much.

A hero can attempt to negotiate a lower price with an opposed Diplomacy check. For each point by which the hero beats the supporting character's Diplomacy check, the Purchase DC drops by 1. But for each point by which the supporting character's Diplomacy check beats the hero's, the Purchase DC goes up by 1. You can take 10 or take 20 on this check (as can your opponent). No retries are allowed.

Haggling the price in this fashion can never reduce the Purchase DC to fewer than the supporting character's skill ranks in the relevant skill (or average ranks in the relevant skills), multiplied by 1.5, rounded down. This is the bare minimum price; doing the job for less starts costing the character money.

## READING THE CHARACTER ENTRIES

Each character entry in *d20 Modern Menaces* includes the same basic information that appears on a d20 MODERN character sheet. Each entry follows the same format as the Supporting Characters in Chapter Eight: Friends and Foes, in the *d20 Modern Roleplaying Game*—including a low-level, mid-level, and high-level version. Except as noted below, character statistics use the same definitions and ranges as creature statistics do.

### Level, Descriptor, and Class

Each character entry begins with a level classification (low-level, mid-level, or high-level); a one-or two-word descriptor of the character's role in society (thug, taxi driver, police officer, and so on); and, in parentheses, what classes the character has, and how many levels in each class (such as Fast Hero 2/Charismatic Hero 4). A character listed with the word "Ordinary" ("Fast Ordinary 2/Charismatic Ordinary 4," for example) is a nonheroic character and follows the rules for ordinary characters (as explained in Chapter Eight: Friends and Foes, in the *d20 Modern Roleplaying Game*).

Low-level characters typically have no more than two character levels. Mid-level characters usually have six character levels, and high-level characters usually come in at ten character levels. When customizing these characters to fit the specific needs of an encounter in your game, it's usually far easier to add levels on to a lower-level character than it is to take levels away from a higher-level character.

### Talents and Action Points

Characters, unlike creatures, always have class levels, and with class levels come talents and action points (unless the character is an ordinary character).

### Occupation

All characters have chosen a starting occupation, which determines bonus skill selection and Wealth bonus increases, and sometimes bonus feats as well. Ordinary characters don't include listings for Wealth bonus, however; generally, they don't stick around long enough to spend it.

## Possessions

Both heroic and ordinary characters have a few possessions on their persons, or nearby, when the heroes encounter them. These possessions don't represent all that the character owns (in most cases), but rather represent what a hero finds when she searches the character.

"Personal possessions" include the kind of miscellaneous junk that everyday people carry around: keys, combs, wallets, makeup, purses, ticket stubs, inconsequential notes, and so on. Gamemasters should be careful about describing personal possessions in detail. Tracking down the origins of such items is almost always a classic "dead end" plot move and can inadvertently sidetrack an adventure.

## ANIMAL HANDLER

Animal handlers are trained professionals who specialize in wrangling and capturing wild animals. Low-level animal handlers include animal control specialists and zookeepers who handle smaller animals. Mid-level animal handlers have attained a certain amount of fame and often accompany scientists in the field. High-level animal handlers are especially well known and can be found hunting extremely dangerous animals or hosting their own television shows. They carry and use lethal weapons only when things go horribly wrong.

### Low-Level Animal Handler (Strong Ordinary 1/Charismatic Ordinary 1):

CR 1; Medium-size human; HD 1d8+1 plus 1d6+1; hp 10; Mas 12; Init +1; Spd 30 ft.; Defense 13, touch 12, flat-footed 12 (+1 Dex, +1 class, +1 leather jacket); BAB +1; Grap +3; Atk +3 melee (1d3+2 nonlethal, unarmed strike), or +3 melee (1d4+2 and special, ketch-all pole); Full Atk +3 melee (1d3+2 nonlethal, unarmed strike) or +3 melee (1d4 and special, ketch-all pole) or +2 ranged (1d2 and special, air rifle); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +3, Ref +2, Will +0; AP 0; Rep +2; Str 14, Dex 13, Con 12, Int 8, Wis 10, Cha 15.

**Occupation:** Rural (bonus class skills: Handle Animal, Survival).

**Skills:** Climb +3, Handle Animal +10, Intimidate +3, Jump +3, Profession +1, Read/Write English, Ride +4, Speak English, Survival +1, Swim +4.

**Feats:** Animal Affinity, Archaic Weapons Proficiency, Personal Firearms Proficiency, Simple Weapons Proficiency.

**Possessions:** Ketch-all pole, air rifle, 10 tranquilizer darts, leather jacket, various gear and personal possessions.

### Mid-Level Animal Handler (Strong Ordinary 3/Charismatic Ordinary 3):

CR 5; Medium-size human; HD 3d8+3 plus 3d6+3; hp 28; Mas 12; Init +1; Spd 30 ft.; Defense 15, touch 14, flat-footed 14 (+1 Dex, +3 class, +1 leather jacket); BAB +4; Grap +6; Atk +7 melee (1d6+2 nonlethal, unarmed strike), or +6 melee (1d4+2 and special, ketch-all pole); Full Atk +7 melee (1d6+2 nonlethal, unarmed strike) or +6 melee (1d4+2 and special, ketch-all pole) or +5 ranged (1d2 and special, air rifle); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +5, Ref +4, Will +2; AP 0; Rep +5; Str 15, Dex 13, Con 12, Int 8, Wis 10, Cha 15.



**Occupation:** Rural (bonus class skills: Handle Animal, Survival).

**Skills:** Climb +4, Handle Animal +14, Intimidate +8, Jump +3, Perform (act) +5, Profession +1, Read/Write English, Ride +5, Speak English, Survival +2, Swim +4.

**Feats:** Animal Affinity, Brawl, Heroic Surge, Personal Firearms Proficiency, Renown, Simple Weapons Proficiency.

**Possessions:** Ketch-all pole, air rifle, 10 tranquilizer darts, leather jacket, various gear and personal possessions.

**High-Level Animal Handler (Strong Ordinary 5/Charismatic Ordinary 5):** CR 9; Medium-size human; HD 5d8+5 plus 5d6+5; hp 50; Mas 12; Init +1; Spd 30 ft.; Defense 17, touch 16, flat-footed 16 (+1 Dex, +5 class, +1 leather jacket); BAB +7; Grap +10; Atk +11 melee (1d6+3 nonlethal, unarmed strike) or +10 melee (1d4+2 and special, ketch-all pole); Full Atk +11/+6 melee (1d6+3 nonlethal, unarmed strike) or +10/+5 melee (1d4+2 and special, ketch-all pole) or +9/+4 ranged (1d2 and special, air rifle); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +7, Ref +5, Will +2; AP 0; Rep +7; Str 16, Dex 13, Con 12, Int 8, Wis 10, Cha 15.

**Occupation:** Rural (bonus class skills: Handle Animal, Survival).

**Skills:** Climb +5, Handle Animal +18, Intimidate +9, Jump +3, Perform (act) +8, Profession +3, Read/Write English, Ride +7, Speak English, Survival +3, Swim +6.

**Feats:** Animal Affinity, Brawl, Dodge, Heroic Surge, Personal Firearms Proficiency, Renown, Simple Weapons Proficiency.

**Possessions:** Ketch-all pole, air rifle, 10 tranquilizer darts, leather jacket, various gear and personal possessions.

## ATTORNEY

From the prelaw student to the high-profile corporate lawyer, attorneys provide a valuable public service: They represent the interests of individuals, corporations, states, and entire countries, which ensures that society functions relatively smoothly, if not necessarily particularly perfectly. Without them, the corrupt, immoral, and outright evil individuals get away with all manner of crimes against their fellow men. (Of course, many people believe that corrupt, immoral, and evil individuals get away with their crimes *because of* attorneys, but it's all a matter of perspective.)

Low-level attorneys might be law school students, legal aides, or *pro bono* public defenders. Mid-level attorneys include public defenders who charge for their services and junior associates in legal firms, while high-level attorneys include assistant district attorneys, corporate legal advisors, and the types of lawyers retained by high-profile public figures to keep them out of the news.

**Low-Level Attorney (Smart Ordinary 1/Charismatic Ordinary 1):** CR 1; Medium-size human; HD 1d6 plus 1d6; hp 7; Mas 10; Init +1; Spd 30 ft.; Defense 11, touch 11, flat-footed 10 (+1 Dex, +0 class); BAB +0; Grap -1; Atk -1 melee (1d3-1 nonlethal, unarmed strike); Full Atk -1 melee (1d3-1 nonlethal, unarmed strike) or +1 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +1, Ref +2, Will +2; AP 0; Rep +3; Str 8, Dex 12, Con 10, Int 14, Wis 13, Cha 15.

**Occupation:** White collar (bonus class skills: Diplomacy, Research).

**Skills:** Bluff +6, Computer Use +7, Diplomacy +7, Gather Information +7, Knowledge (business) +9, Knowledge (civics) +9, Knowledge (current events) +7, Knowledge (history) +4, Knowledge (popular culture) +6, Profession +6, Read/Write English, Read/Write Language (any two) Read/Write English, Research +8, Sense Motive +4, Speak English, Speak Language (any two).

**Feats:** Educated (Knowledge [business] and Knowledge [civics]), Simple Weapons Proficiency, Trustworthy.

**Possessions:** Various gear and personal possessions.

**Mid-Level Attorney (Smart Ordinary 3/Charismatic Ordinary 3):** CR 5; Medium-size human; HD 3d6 plus 3d6; hp 21; Mas 10; Init +1; Spd 30 ft.; Defense 13, touch 13, flat-footed 12 (+1 Dex, +2 class); BAB +2; Grap +1; Atk +1 melee (1d3-1 nonlethal, unarmed strike) or +3 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +3, Ref +4, Will +4; AP 0; Rep +6; Str 8, Dex 12, Con 10, Int 14, Wis 13, Cha 16.

**Occupation:** White collar (bonus class skills: Diplomacy, Research).

**Skills:** Bluff +12, Computer Use +8, Diplomacy +15, Gather Information +14, Investigate +9, Knowledge (business) +13, Knowledge (civics) +12, Knowledge (current events) +7, Knowledge (history) +4, Knowledge (popular culture) +6, Profession +10, Read/Write English, Read/Write Language (any two), Read/Write English, Research +12, Sense Motive +5, Speak English, Speak Language (any two).

**Feats:** Attentive, Educated (Knowledge [business] and Knowledge [civics]), Simple Weapons Proficiency, Renown, Trustworthy.

**Possessions:** Various gear and personal possessions.

**High-Level Attorney (Smart Ordinary 5/Charismatic Ordinary 5):** CR 9; Medium-size human; HD 5d6 plus 5d6; hp 35; Mas 10; Init +1; Spd 30 ft.; Defense 15, touch 15, flat-footed 14 (+1 Dex, +4 class); BAB +4; Grap +3; Atk +3 melee (1d3-1 nonlethal, unarmed strike); Full Atk +3 melee (1d3-1 nonlethal, unarmed strike) or +5 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +4, Ref +5, Will +5; AP 0; Rep +8; Str 8, Dex 12, Con 10, Int 15, Wis 13, Cha 16.

**Occupation:** White collar (bonus class skills: Diplomacy, Research).

**Skills:** Bluff +16, Computer Use +12, Diplomacy +18, Gather Information +18, Investigate +9, Knowledge (behavioral science) +5, Knowledge (business) +17, Knowledge (civics) +9, Knowledge (current events) +13, Knowledge (history) +4, Knowledge (popular culture) +6, Profession +14, Read/Write English, Read/Write Language (any two), Read/Write English, Research +14, Sense Motive +9, Speak English, Speak Language (any two).

**Feats:** Attentive, Educated (Knowledge [behavioral sciences], Knowledge [business], Knowledge [civics], and Knowledge [current events]), Simple Weapons Proficiency, Renown, Trustworthy.

**Possessions:** Various gear and personal possessions.

## BLACK MARKETEER

Black marketeers specialize in dealing in goods that can't be found through ordinary means. Low-level black marketeers include "pawn brokers" or street hustlers, both of whom fence stolen goods and items that are common among criminals, but difficult to find otherwise. Mid-level black marketeers work in restricted weapons, beta software, and high-power firearms. High-level black marketeers deal in huge bulk or in items that are completely illegal, even among otherwise legitimate organizations—bomb-making material, prototype software and hardware, and powerful military weapons, such as surface-to-air missiles. Black marketeers usually carry a pistol to protect themselves—those black marketeers that deal in weapons have a staggering amount of firepower at their disposal.

### Low-Level Black Marketeer (Tough Ordinary 1/Smart Ordinary 1):

CR 1; Medium-size human; HD 1d10+2 plus 1d6+2; hp 13; Mas 14; Init +1; Spd 30 ft.; Defense 14, touch 12, flat-footed 13 (+1 Dex, +1 class, +2 light undercover shirt); BAB +0; Grap +1; Atk +1 melee (1d3+1 nonlethal, unarmed strike) or +1 melee (1d3 electricity, stun gun); Full Atk +1 melee (1d3+1 nonlethal, unarmed strike) or +1 melee (1d3 electricity, stun gun) or +2 ranged (2d6, Glock 17); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +3, Ref +1, Will +1; AP 0; Rep +1; Str 12, Dex 13, Con 14, Int 15, Wis 10, Cha 8.

**Occupation:** Criminal (bonus class skills: Forgery, Knowledge [streetwise]).

**Skills:** Computer Use +5, Craft (mechanical) +4, Craft (electronics) +5, Diplomacy +1, Forgery +5, Gamble +2, Gather Information +1, Intimidate +1, Knowledge (business) +4, Knowledge (streetwise) +7, Knowledge (technology) +5, Read/Write English, Read/Write Language (any one); Repair +4, Search +4, Speak English, Speak Language (any one).

**Feats:** Confident, Personal Firearms Proficiency, Simple Weapons Proficiency, Trustworthy.

**Possessions:** Glock 17 (9mm autoloader), 50 rounds of 9mm ammunition, stun gun, light undercover shirt, laptop computer, cell phone, various gear and personal possessions.

### Mid-Level Black Marketeer (Tough Ordinary 3/Smart Ordinary 3):

CR 5; Medium-size human; HD 3d10+6 plus 3d6+6; hp 39; Mas 15; Init +1; Spd 30 ft.; Defense 16, touch 14, flat-footed 15 (+1 Dex, +3 class, +2 light undercover shirt); BAB +3; Grap +4; Atk +4 melee (1d3+1 nonlethal, unarmed strike) or +4 melee (1d3 electricity, stun gun); Full Atk +4 melee (1d3+1 nonlethal, unarmed strike) or +4 melee (1d3 electricity, stun gun) or +6 ranged (2d6, Glock 17); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +5, Ref +3, Will +3; AP 0; Rep +2; Str 12, Dex 13, Con 15, Int 15, Wis 10, Cha 8.

**Occupation:** Criminal (bonus class skills: Forgery, Knowledge [streetwise]).

**Skills:** Computer Use +11, Craft (mechanical) +8, Craft (electronics) +11, Diplomacy +1, Forgery +14, Gamble +2, Gather Information +1, Intimidate +1, Knowledge (business) +5, Knowledge (streetwise) +11, Knowledge (technology) +8, Read/Write English, Read/Write Language (any one); Repair +4, Search +6, Speak English, Speak Language (any one).

**Feats:** Confident, Meticulous, Personal Firearms Proficiency, Simple Weapons Proficiency, Trustworthy, Weapon Focus (Glock 17).

**Possessions:** Glock 17 (9mm autoloader), 50 rounds of 9mm ammunition, stun gun, light undercover shirt, laptop computer, cell phone, various gear and personal possessions.

### High-Level Black Marketeer (Tough Ordinary 5/Smart Ordinary 5):

CR 9; Medium-size human; HD 5d10+10 plus 5d6+10; hp 65; Mas 15; Init +2; Spd 30 ft.; Defense 19, touch 17, flat-footed 17 (+2 Dex, +5 class, +2 light undercover shirt); BAB +5; Grap +6; Atk +7 melee (1d6+1 nonlethal, unarmed strike) or +6 melee (1d3 electricity, stun gun); Full Atk +7 melee (1d6+1 nonlethal, unarmed strike) or +6 melee (1d3 electricity, stun gun) or +9 ranged (2d6, Glock 17) or +8 ranged (2d6, Uzi); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +6, Ref +4, Will +4; AP 0; Rep +6; Str 12, Dex 14, Con 15, Int 15, Wis 10, Cha 8.

**Occupation:** Criminal (bonus class skills: Forgery, Knowledge [streetwise]).

**Skills:** Computer Use +12, Craft (mechanical) +8, Craft (electronics) +15, Diplomacy +2, Forgery +18, Gamble +3, Gather Information +2, Intimidate +3, Knowledge (business) +10, Knowledge (streetwise) +12, Knowledge (technology) +15, Read/Write English, Read/Write Language (any two); Repair +7, Search +8, Speak English, Speak Language (any two).

**Feats:** Brawl, Confident, Meticulous, Personal Firearms Proficiency, Simple Weapons Proficiency, Trustworthy, Weapon Focus (Glock 17).

**Possessions:** Glock 17 (9mm autoloader), Uzi (9mm submachine gun), 50 rounds of 9mm ammunition each, stun gun, light undercover shirt, laptop computer, cell phone, various gear and personal possessions.

## BURGLAR

From petty thieves to polished professionals, burglars enter places they're not supposed to be, take things that don't belong to them, and sell them to people who otherwise couldn't afford them. More experienced burglars prefer to study a target carefully before they begin working, and they try to avoid jobs where the residents might be home or the premises guarded in some fashion. Burglars would rather defeat security systems than sentries, guard dogs, or armed and angry homeowners. Conversely, the wiser burglars refuse to carry weapons while they're working: The penalties for armed robbery are considerably stiffer than simple breaking and entering.

### Low-Level Burglar (Fast Ordinary 1/Smart Ordinary 1):

CR 1; Medium-size human; HD 1d8+1 plus 1d6+1; hp 10; Mas 12; Init +2; Spd 30 ft.; Defense 15, touch 15, flat-footed 13 (+2 Dex, +3 class); BAB +0; Grap +0; Atk +0 melee (1d3 nonlethal, unarmed strike) or +0 melee (1d4/19–20, knife); Full Atk +0 melee (1d3 nonlethal, unarmed strike) or +0 melee (1d4/19–20, knife) or +3 ranged (2d6, Colt Python); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +1, Ref +3, Will +2; AP 0; Rep +1; Str 10, Dex 15, Con 12, Int 14, Wis 13, Cha 8.



**Occupation:** Criminal (bonus class skills: Disable Device, Move Silently).

**Skills:** Balance +4, Disable Device +8, Drive +4, Escape Artist +6, Hide +8, Knowledge (art) +3, Knowledge (streetwise) +7, Move Silently +9, Profession +4, Read/Write English, Search +7, Speak English, Tumble +6.

**Feats:** Personal Firearms Proficiency, Run, Simple Weapons Proficiency, Stealthy.

**Possessions:** Colt Python (.357 revolver), 50 rounds of .357 caliber ammunition, knife, lockpick set, multipurpose tool, various gear and personal possessions.

**Mid-Level Burglar (Fast Ordinary 3/Smart Ordinary 3):**

CR 5; Medium-size human; HD 3d8+3 plus 3d6+3; hp 30; Mas 12; Init +3; Spd 30 ft.; Defense 18, touch 18, flat-footed 15 (+3 Dex, +5 class); BAB +3; Grap +3; Atk +3 melee (1d3 nonlethal, unarmed strike) or +3 melee (1d4/19–20, knife); Full Atk +3 melee (1d3 nonlethal, unarmed strike) or +3 melee (1d4/19–20, knife) or +7 ranged (2d6, Colt Python); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +2, Ref +6, Will +4; AP 0; Rep -1; Str 10, Dex 16, Con 12, Int 14, Wis 13, Cha 8.

**Occupation:** Criminal (bonus class skills: Disable Device, Move Silently).

**Skills:** Balance +6, Craft (mechanical) +8, Disable Device +12, Drive +5, Escape Artist +9, Hide +11, Knowledge (art) +7, Knowledge (streetwise) +11, Knowledge (technology) +5, Move Silently +12, Profession +6, Read/Write English; Repair +5, Search +9, Sleight of Hand +4, Speak English, Tumble +7.

**Feats:** Dodge, Low Profile, Personal Firearms Proficiency, Run, Simple Weapons Proficiency, Stealthy.

**Possessions:** Colt Python (.357 revolver), 50 rounds of .357 caliber ammunition, knife, lockpick set, multipurpose tool, various gear and personal possessions.

**High-Level Burglar (Fast Ordinary 5/Smart Ordinary 5):**

CR 9; Medium-size human; HD 5d8 +5 plus 5d6+5; hp 50; Mas 12; Init +3; Spd 30 ft.; Defense 20, touch 20, flat-footed 17 (+3 Dex, +7 class); BAB +5; Grap +5; Atk +5 melee (1d3 nonlethal, unarmed strike) or +5 melee (1d4/19–20, knife); Full Atk +5 melee (1d3 nonlethal, unarmed strike) or +5 melee (1d4/19–20, knife) or +9 ranged (2d6, Colt Python); FS 5 ft. by 5 ft.; Reach 5 ft.; AL

any; SV Fort +2, Ref +7, Will +5; AP 0; Rep +0; Str 10, Dex 16, Con 12, Int 15, Wis 13, Cha 8.

**Occupation:** Criminal (bonus class skills: Disable Device, Move Silently).

**Skills:** Balance +8, Craft (mechanical) +10, Disable Device +16, Drive +5, Escape Artist +9, Hide +13, Knowledge (art) +11, Knowledge (streetwise) +15, Knowledge (technology) +9, Move Silently +14, Profession +8, Read/Write English; Repair +7, Search +11, Sleight of Hand +7, Speak English, Tumble +6.

**Feats:** Dodge, Low Profile, Mobility, Personal Firearms Proficiency, Run, Simple Weapons Proficiency, Stealthy.

**Possessions:** Colt Python (.357 revolver), 50 rounds of .357 caliber ammunition, knife, lockpick set, multipurpose tool, various gear and personal possessions.

## CLERGY

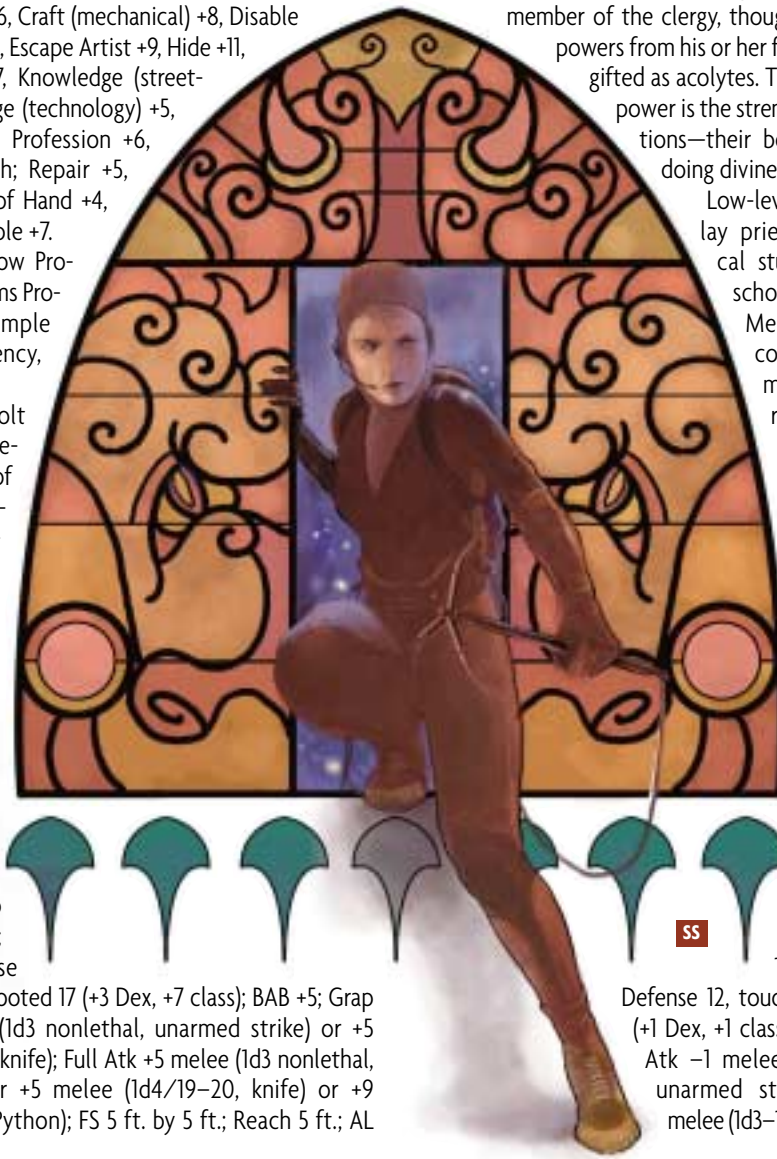
The ranks of the clergy include ministers, bishops, nuns, rabbis, lamas, and priests of every religion. The traditional role of the clergy has been to provide spiritual guidance to the faithful, to work within the community to promote a sense of community, and to extend mercy and compassion to those in need wherever possible. The average member of the clergy, though, gains no special powers from his or her faith; they are not as gifted as acolytes. The clergy's only real power is the strength of their convictions—their belief that they are doing divine work.

Low-level clergy might be lay priests, nuns, rabbinical students, theological scholars, and so forth.

Medium-level clergy could include youth ministers, younger rabbis, and students of the Qur'an. The high-level clergy consist of more mature priests, ministers, and rabbis, mothers superior, and so forth.

**Low-Level Clergy (Dedicated Ordinary 1/Charismatic Ordinary 1):**

CR 1; Medium-size human; HD 1d6 plus 1d6; hp 7; Mas 10; Init +1; Spd 30 ft.; Defense 12, touch 12, flat-footed 11 (+1 Dex, +1 class); BAB +0; Grap -1; Atk -1 melee (1d3-1 nonlethal, unarmed strike); Full Atk -1 melee (1d3-1 nonlethal, unarmed



SS



strike) or +1 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +2, Ref +2, Will +3; AP 0; Rep +2; Str 8, Dex 12, Con 10, Int 13, Wis 14, Cha 15.

**Occupation:** Religious (bonus class skills: Knowledge [theology and philosophy], Listen).

**Skills:** Concentration +1, Decipher Script +2, Diplomacy +3, Gather Information +5, Knowledge (behavioral sciences) +6, Knowledge (theology and philosophy) +8, Listen +8, Profession +3, Read/Write English, Read/Write Language (any one), Read/Write Latin, Research +2, Sense Motive +6, Speak English, Speak Language (any one), Speak Latin, Spot +7.

**Feats:** Alertness, Educated [behavioral science, theology and philosophy], Simple Weapons Proficiency.

**Possessions:** Holy symbol, various personal possessions.

**Mid-Level Clergy (Dedicated Ordinary 3/Charismatic Ordinary 3):** CR 5; Medium-size human; HD 3d6 plus 3d6; hp 21; Mas 10; Init +1; Spd 30 ft.; Defense 14, touch 14, flat-footed 13 (+1 Dex, +3 class); BAB +3; Grap +2; Atk +2 melee (1d3–1 nonlethal, unarmed strike); Full Atk +2 melee (1d3–1 nonlethal, unarmed strike) or +4 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +4, Ref +4, Will +5; AP 0; Rep +3; Str 8, Dex 12, Con 10, Int 13, Wis 14, Cha 16.

**Occupation:** Religious (bonus class skills: Knowledge [theology and philosophy], Listen).

**Skills:** Concentration +3, Decipher Script +5, Diplomacy +7, Gather Information +7, Knowledge (behavioral sciences) +10, Knowledge (theology and philosophy) +11, Listen +10, Profession +4, Read/Write English, Read/Write Language (any one), Read/Write Latin, Research +7, Sense Motive +6, Speak English, Speak Language (any one), Speak Latin, Spot +9.

**Feats:** Alertness, Educated [behavioral science, theology and philosophy], Renown, Simple Weapons Proficiency, Studious.

**Possessions:** Holy symbol, various personal possessions.

**High-Level Clergy (Dedicated Ordinary 5/Charismatic Ordinary 5):** CR 9; Medium-size human; HD 5d6 plus 5d6; hp 35; Mas 10; Init +1; Spd 30 ft.; Defense 16, touch 16, flat-footed 15 (+1 Dex, +5 class); BAB +5; Grap +4; Atk +4 melee (1d3–1 nonlethal, unarmed strike); Full Atk +4 melee (1d3–1 nonlethal, unarmed strike) or +6 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +6, Ref +5, Will +6; AP 0; Rep +8; Str 8, Dex 12, Con 10, Int 13, Wis 15, Cha 16.

**Occupation:** Religious (bonus class skills: Knowledge [theology and philosophy], Listen).

**Skills:** Concentration +3, Decipher Script +8, Diplomacy +11, Gather Information +10, Knowledge (behavioral sciences) +10, Knowledge (theology and philosophy) +15, Listen +11, Profession +8, Read/Write English, Read/Write Language (any one), Read/Write Latin, Research +8, Sense Motive +9, Speak English, Speak Language (any one), Speak Latin, Spot +9.

**Feats:** Alertness, Educated (Knowledge [behavioral science] and Knowledge [theology and philosophy]), Renown, Simple Weapons Proficiency, Studious, Trustworthy.

**Possessions:** Holy symbol, various personal possessions.

## CONTRACT KILLER

Contract killers murder for money. Most are free agents, a few are talented amateurs, and a large number work for organized crime. Their methods are as varied as their victims—and so are their fees. The price tag they set is not so much the value of a human life (which, to them, is pretty low), but their own freedom, should they be caught.

Low-level contract killers are little more than cold-blooded thugs, while the mid-level variety are skilled professionals. High-level contract killers usually have “lifetime” contracts with organized crime, big business, or even governments.

**Low-Level Contract Killer (Fast Ordinary 2):** CR 1; Medium-size human; HD 2d8+4; hp 13; Mas 14; Init +2; Spd 30 ft.; Defense 16, touch 16, flat-footed 14 (+2 Dex, +4 class); BAB +1; Grap +2; Atk +2 melee (1d3+1 nonlethal, unarmed strike) or +2 melee (1d3+1, brass knuckles) or +2 melee (1d4+1/19–20, knife); Full Atk +2 melee (1d3+1 nonlethal, unarmed strike) or +2 melee (1d3+1, brass knuckles) or +2 melee (1d4+1/19–20, knife) or +3 ranged (2d6, Beretta 92F) or +3 ranged (2d8, sawed-off shotgun); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +2, Ref +4, Will +1; AP 0; Rep +0; Str 12, Dex 15, Con 14, Int 10, Wis 13, Cha 8.

**Occupation:** Criminal (bonus class skills: Knowledge [streetwise], Sleight of Hand).

**Skills:** Drive +4, Hide +7, Knowledge (streetwise) +6, Move Silently +7, Profession +4, Read/Write English, Sleight of Hand +8, Speak English.

**Feats:** Double Tap, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency.

**Possessions:** 2 Beretta 92Fs (9mm autoloaders), 100 rounds of 9mm ammunition, sawed-off shotgun (12-gauge shotgun), 20 rounds of 12-gauge buckshot, brass knuckles, knife, cell phone, Ford Crown Victoria, various gear and personal possessions.

**Mid-Level Contract Killer (Fast Ordinary 6):** CR 5; Medium-size human; HD 6d8+12; hp 39; Mas 14; Init +3; Spd 30 ft.; Defense 19, touch 19, flat-footed 16 (+3 Dex, +6 class); BAB +4; Grap +5; Atk +5 melee (1d3+1 nonlethal, unarmed strike) or +5 melee (1d3+1, brass knuckles) or +5 melee (1d4+1/19–20, knife); Full Atk +5 melee (1d3+1 nonlethal, unarmed strike) or +5 melee (1d3+1, brass knuckles) or +5 melee (1d4+1/19–20, knife) or +7 ranged (2d6, Beretta 92F) or +7 ranged (2d8, sawed-off shotgun); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +4, Ref +6, Will +3; AP 0; Rep +2; Str 12, Dex 16, Con 14, Int 10, Wis 13, Cha 8.

**Occupation:** Criminal (bonus class skills: Knowledge [streetwise], Sleight of Hand).

**Skills:** Drive +6, Hide +10, Knowledge (streetwise) +9, Move Silently +10, Profession +6, Read/Write English, Sleight of Hand +11, Speak English.

**Feats:** Double Tap, Drive-By Attack, Personal Firearms Proficiency, Point Blank Shot, Quick Draw, Simple Weapons Proficiency.

**Possessions:** 2 Beretta 92Fs (9mm autoloaders), 100 rounds of 9mm ammunition, sawed-off shotgun (12-gauge



shotgun), 20 rounds of 12-gauge buckshot, brass knuckles, knife, cell phone, Ford Crown Victoria, various gear and personal possessions.

**High-Level Contract Killer (Fast Ordinary 10):** CR 9; Medium-size human; HD 10d8+20; hp 65; Mas 14; Init +3; Spd 30 ft.; Defense 21, touch 21, flat-footed 18 (+3 Dex, +8 class); BAB +7; Grap +8; Atk +8 melee (1d3+1 nonlethal, unarmed strike) or +8 melee (1d3+1, brass knuckles) or +8 melee (1d4+1/19–20, knife); Full Atk +8/+3 melee (1d3+1 nonlethal, unarmed strike) or +8/+3 melee (1d3+1, brass knuckles) or +8/+3 melee (1d4+1/19–20, knife) or +10/+5 ranged (2d6, Beretta 92F) or +10/+5 ranged (2d8, sawed-off shotgun); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +5, Ref +8, Will +5; AP 0; Rep +3; Str 12, Dex 16, Con 14, Int 10, Wis 14, Cha 8.

**Occupation:** Criminal (bonus class skills: Knowledge [streetwise], Sleight of Hand).

**Skills:** Drive +16, Hide +16, Knowledge (streetwise) +14, Move Silently +16, Profession +15, Read/Write English, Sleight of Hand +17, Speak English.

**Feats:** Double Tap, Drive-By Attack, Personal Firearms Proficiency, Point Blank Shot, Precise Shot, Quick Draw, Simple Weapons Proficiency.

**Possessions:** 2 Beretta 92Fs (9mm autoloaders), 100 rounds of 9mm ammunition, sawed-off shotgun (12-gauge shotgun), 20 rounds of 12-gauge buckshot, brass knuckles, knife, cell phone, Ford Crown Victoria, various gear and personal possessions.

## CULTIST

Cultists are those people who serve the cause of a particular religious group—usually a secret religious group, and usually one served by violence and deceit. Cultists carry out covert missions, guard the cult's meeting places, and quietly promote the cult's agendas in the world at large.

**Low-Level Cultist (Tough Ordinary 1/Dedicated Ordinary 1):** CR 1; Medium-size human; HD 1d10+2 plus 1d6+2; hp 13; Mas 15; Init +0; Spd 30 ft.; Defense 12, touch 12, flat-footed 12 (+2 class); BAB +0; Grap +1; Atk +2 melee (1d3+1 nonlethal, unarmed strike) or +2 melee (1d8/×3, battleaxe); Full Atk +2 melee (1d3+1 nonlethal, unarmed strike) or +2 melee (1d8/×3, battleaxe) or +0 ranged (2d6, TEC-9); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +4, Ref +0, Will +3; AP 0; Rep +1; Str 13, Dex 10, Con 15, Int 8, Wis 14, Cha 12.

**Occupation:** Blue collar (bonus class skills: Climb, Drive, Intimidate).

**Skills:** Climb +3, Concentration +4, Drive +2, Intimidate +3, Knowledge (arcane lore) +1, Knowledge (theology and philosophy) +1, Profession +3, Read/Write English, Read/Write Language (any one), Speak English, Speak Language (any one).

**Feats:** Archaic Weapon Proficiency, Personal Firearms Proficiency, Simple Weapons Proficiency.

**Possessions:** TEC-9 (9mm machine pistol), battleaxe, 50 rounds of 9mm ammunition, dark robes, holy symbol, various gear and personal possessions.

**Mid-Level Cultist (Tough Ordinary 3/Dedicated Ordinary 3):** CR 5; Medium-size human; HD 3d10+9 plus 3d6+9; hp 45; Mas 16; Init +0; Spd 30 ft.; Defense 17, touch 14, flat-footed 17 (+4 class, +3 studded leather); BAB +4; Grap +5; Atk +5 melee (1d6+1 nonlethal, unarmed strike) or +4 melee (1d8+1/×3, battleaxe); Full Atk +5 melee (1d6+1 nonlethal, unarmed strike) or +4 melee (2d8+1/×3, battleaxe) or +4 ranged (2d6, TEC-9); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +7, Ref +3, Will +5; AP 0; Rep +2; Str 13, Dex 10, Con 16, Int 8, Wis 14, Cha 12.

**Occupation:** Blue collar (bonus class skills: Climb, Drive, Intimidate).

**Skills:** Climb +3, Concentration +6, Drive +2, Intimidate +4, Knowledge (arcane lore) +5, Knowledge (theology and philosophy) +3, Profession +4, Read/Write English, Read/Write Language (any one), Sense Motive +4, Speak English, Speak Language (any one).

**Feats:** Archaic Weapon Proficiency, Armor Proficiency (light), Brawl, Personal Firearms Proficiency, Simple Weapons Proficiency.

**Possessions:** TEC-9 (9mm machine pistol), battleaxe, 50 rounds of 9mm ammunition, studded leather armor, dark robes, holy symbol, various gear and personal possessions.

**High-Level Cultist (Tough Ordinary 5/Dedicated Ordinary 5):** CR 9; Medium-size human; HD 5d10+15 plus 5d6+15; hp 75; Mas 16; Init +0; Spd 20 ft.; Defense 20, touch 16, flat-footed 14 (+6 class, +4 scale mail); BAB +6; Grap +8;



Atk +10 melee (1d8+2 nonlethal, improved unarmed strike) or +8 melee (1d8+2/×3, battleaxe); Full Atk +10/+5 melee (1d8+2 nonlethal, improved unarmed strike) or +8/+3 melee (1d8+2/×3, battleaxe) or +6/+1 ranged (2d6, Uzi); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +9, Ref +2, Will +6; AP 0; Rep +3; Str 14, Dex 10, Con 16, Int 8, Wis 14, Cha 12.

**Occupation:** Blue collar (bonus class skills: Climb, Drive, Intimidate).

**Skills:** Climb +3, Concentration +2, Drive +3, Intimidate +4, Knowledge (arcane lore) +5, Knowledge (theology and philosophy) +7, Profession +5, Read/Write English, Read/Write Language (any one), Sense Motive +6, Speak English, Speak Language (any one).

**Feats:** Archaic Weapon Proficiency, Armor Proficiency (light, medium), Brawl, Improved Brawl, Simple Weapons Proficiency.

**Possessions:** Uzi (9mm submachine gun), battleaxe, 50 rounds of 9mm ammunition, scale mail armor, dark robes, holy symbol, various gear and personal possessions.

## DEMOLITIONS EXPERT

Demolitions experts are highly trained individuals who specialize in blowing things up or preventing them from blowing up in the first place. Low-level demolitions experts include commercial professionals who detonate small buildings or work in the mining field. Mid-level demolitions experts work in police departments in the bomb disposal unit. High-level demolitions experts are pros that are called in for extremely difficult demolitions, including major landmarks or defusing nuclear weapons. Most go unarmed, but they may carry weapons if going into dangerous situations.

**Low-Level Demolitions Expert (Smart Ordinary 1/Fast Ordinary 1):** CR 1; Medium-size human; HD 1d6 plus 1d8; hp 8; Mas 10; Init +2; Spd 30 ft.; Defense 15, touch 15, flat-footed 13 (+2 Dex, +3 class); BAB +0; Grap -1; Atk -1 melee (1d3-1 nonlethal, unarmed strike) or -1 melee (1d4-1, pistol whip); Full Atk -1 melee (1d3-1 nonlethal, unarmed strike) or -1 melee (1d4-1, pistol whip) or +3 ranged (2d6, Glock 17); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +0, Ref +3, Will +2; AP 0; Rep +1; Str 8, Dex 14, Con 10, Int 15, Wis 13, Cha 12.

**Occupation:** Technician (bonus class skills: Craft (chemical), Craft (electronic), Craft (mechanical)).

**Skills:** Concentration +1, Craft (chemical) +10, Craft (electronic) +10, Craft (mechanical) +8, Demolitions +9, Disable Device +9, Knowledge (physical sciences) +7, Knowledge (technology) +7, Profession +6, Read/Write English; Repair +7, Search +6, Speak English.

**Feats:** Builder (Craft [chemical] and Craft [electronic]), Cautious, Simple Weapons Proficiency.

**Possessions:** Glock 17 (9mm autoloader), 50 rounds of 9mm ammunition, demolitions kit, basic electrical tool kit, basic mechanical toolkit, chemistry kit, various gear and personal possessions.

**Mid-Level Demolitions Expert (Smart Ordinary 3/Fast Ordinary 3):** CR 5; Medium-size human; HD 3d6 plus 3d8; hp 24; Mas 10; Init +2; Spd 30 ft.; Defense 17, touch 17, flat-footed 15 (+2 Dex, +5 class); BAB +3; Grap +3; Atk +3

melee (1d3-1 nonlethal, unarmed strike) or +3 melee (1d4-1, pistol whip); Full Atk +3 melee (1d3-1 nonlethal, unarmed strike) or +3 melee (1d4-1, pistol whip) or +6 ranged (2d6, Glock 17); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +2, Ref +5, Will +4; AP 0; Rep +2; Str 8, Dex 14, Con 10, Int 16, Wis 13, Cha 12.

**Occupation:** Technician (bonus class skills: Craft (chemical), Craft (electronic), Craft (mechanical)).

**Skills:** Computer Use +7, Concentration +4, Craft (chemical) +13, Craft (electronic) +14, Craft (mechanical) +13, Demolitions +14, Disable Device +14, Knowledge (physical sciences) +13, Knowledge (technology) +13, Profession +10, Read/Write English; Repair +14, Search +4, Speak English.

**Feats:** Builder (Craft [chemical] and Craft [electronic]), Cautious, Educated (Knowledge [physical sciences] and Knowledge [technology]), Gearhead, Simple Weapons Proficiency.

**Possessions:** Glock 17 (9mm autoloader), 50 rounds of 9mm ammunition, demolitions kit, deluxe electrical tool kit, deluxe mechanical toolkit, chemistry kit, various gear and personal possessions.

**High-Level Demolitions Expert (Smart Ordinary 5/Fast Ordinary 5):** CR 9; Medium-size human; HD 5d6 plus 5d8; hp 40; Mas 10; Init +3; Spd 30 ft.; Defense 19, touch 19, flat-footed 17 (+2 Dex, +7 class); BAB +5; Grap +4; Atk +4 melee (1d3-1 nonlethal, unarmed strike) or +4 melee (1d4-1, pistol whip); Full Atk +4 melee (1d3-1 nonlethal, unarmed strike) or +4 melee (1d4-1, pistol whip) or +8 ranged (2d6, Glock 17); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +2, Ref +8, Will +5; AP 0; Rep +6; Str 8, Dex 15, Con 10, Int 16, Wis 13, Cha 12.

**Occupation:** Technician (bonus class skills: Craft (chemical), Craft (electronic), Craft (mechanical)).

**Skills:** Computer Use +10, Concentration +6, Craft (chemical) +15, Craft (electronic) +15, Craft (mechanical) +17, Demolitions +18, Disable Device +18, Knowledge (physical sciences) +16, Knowledge (technology) +16, Profession +14, Read/Write English; Repair +17, Search +9, Speak English.

**Feats:** Builder (Craft [chemical] and Craft [electronic]), Cautious, Educated [Knowledge (physical sciences) and Knowledge (technology)], Gearhead, Lightning Reflexes, Simple Weapons Proficiency.

**Possessions:** Glock 17 (9mm autoloader), 50 rounds of 9mm ammunition, demolitions kit, deluxe electrical tool kit, deluxe mechanical toolkit, chemistry kit, various gear and personal possessions.

## ER PHYSICIAN

When the heroes are wounded or ill, often the first person truly able to help them is the physician on call in the local emergency room. The ER physician's job is to diagnose and treat the patient until the patient can leave, or at least until he or she becomes stabilized. These physicians remove bullets, stitch wounds closed, administer antitoxins and antibiotics, and generally keep people from dying.

Low-level ER physicians include interns and nurses; mid-level ER physicians are the resident physicians. The high-level types are usually the surgeons and head nurses.



**Low-Level ER Physician (Smart Ordinary 1/Dedicated Ordinary 1):** CR 1; Medium-size human; HD 1d6 plus 1d6; hp 7; Mas 10; Init +1; Spd 30 ft.; Defense 12, touch 12, flat-footed 11 (+1 Dex, +1 class); BAB +0; Grap -1; Atk -1 melee (1d3-1 nonlethal, unarmed strike); Full Atk -1 melee (1d3-1 nonlethal, unarmed strike) or +1 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +1, Ref +1, Will +4; AP 0; Rep +2; Str 8, Dex 13, Con 10, Int 15, Wis 14, Cha 12.

**Occupation:** Emergency services (bonus class skills: Knowledge [behavioral sciences], Treat Injury).

**Skills:** Computer Use +7, Concentration +2, Craft (pharmaceutical) +9, Diplomacy +3, Drive +3, Knowledge (behavioral sciences) +9, Knowledge (earth and life sciences) +10, Profession +7, Read/Write English, Read/Write Language (any two), Research +7, Speak English, Speak Language (any two), Treat Injury +10.

**Feats:** Educated (Knowledge [behavioral sciences] and [earth and life science]), Medical Expert, Simple Weapons Proficiency.

**Possessions:** Trauma kit, first aid kit, cell phone, various gear and personal possessions.

**Mid-Level ER Physician (Smart Ordinary 3/Dedicated 3):** CR 5; Medium-size human; HD 3d6 plus 3d6; hp 21; Mas 10; Init +1; Spd 30 ft.; Defense 14, touch 14, flat-footed 13 (+1 Dex, +3 class); BAB +3; Grap +2; Atk +2 melee (1d3-1 nonlethal, unarmed strike); Full Atk +2 melee (1d3-1 nonlethal, unarmed strike) or +4 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +3, Ref +3, Will +6; AP 0; Rep +2; Str 8, Dex 13, Con 10, Int 15, Wis 15, Cha 12.

**Occupation:** Emergency services (bonus class skills: Knowledge [behavioral sciences], Treat Injury).

**Skills:** Balance +5, Computer Use +10, Concentration +4, Craft (pharmaceutical) +7, Diplomacy +5, Drive +5, Knowledge (behavioral sciences) +11, Knowledge (earth and life sciences) +12, Profession +10, Read/Write English, Read/Write Language (any two), Research +8, Speak English, Speak Language (any two), Treat Injury +14.

**Feats:** Educated (Knowledge [behavioral sciences] and Knowledge [earth and life science]), Focused, Medical Expert, Simple Weapons Proficiency, Surgery.

**Possessions:** Trauma kit, first aid kit, cell phone, various gear and personal possessions.

**High-Level ER Physician (Smart Ordinary 5/Dedicated Ordinary 5):** CR 9; Medium-size human; HD 5d6 plus 5d6; hp 35; Mas 10; Init +1; Spd 30 ft.; Defense 16, touch 16, flat-footed 15 (+1 Dex, +5 class); BAB +5; Grap +4; Atk +4 melee (1d3-1 nonlethal, unarmed strike); Full Atk +4 melee (1d3-1 nonlethal, unarmed strike) or +6 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +4, Ref +5, Will +8; AP 0; Rep +4; Str 8, Dex 13, Con 10, Int 16, Wis 15, Cha 12.

**Occupation:** Emergency services (bonus class skills: Knowledge [behavioral sciences], Treat Injury).

**Skills:** Balance +5, Computer Use +12, Concentration +6, Craft (pharmaceutical) +10, Decipher Script +7, Diplomacy +5, Drive +6, Knowledge (behavioral sciences) +18, Knowledge (earth and life sciences) +19, Profession +15, Read/Write English, Read/Write Language (any two), Research +16, Speak English, Speak Language (any two), Spot +7, Treat Injury +18.

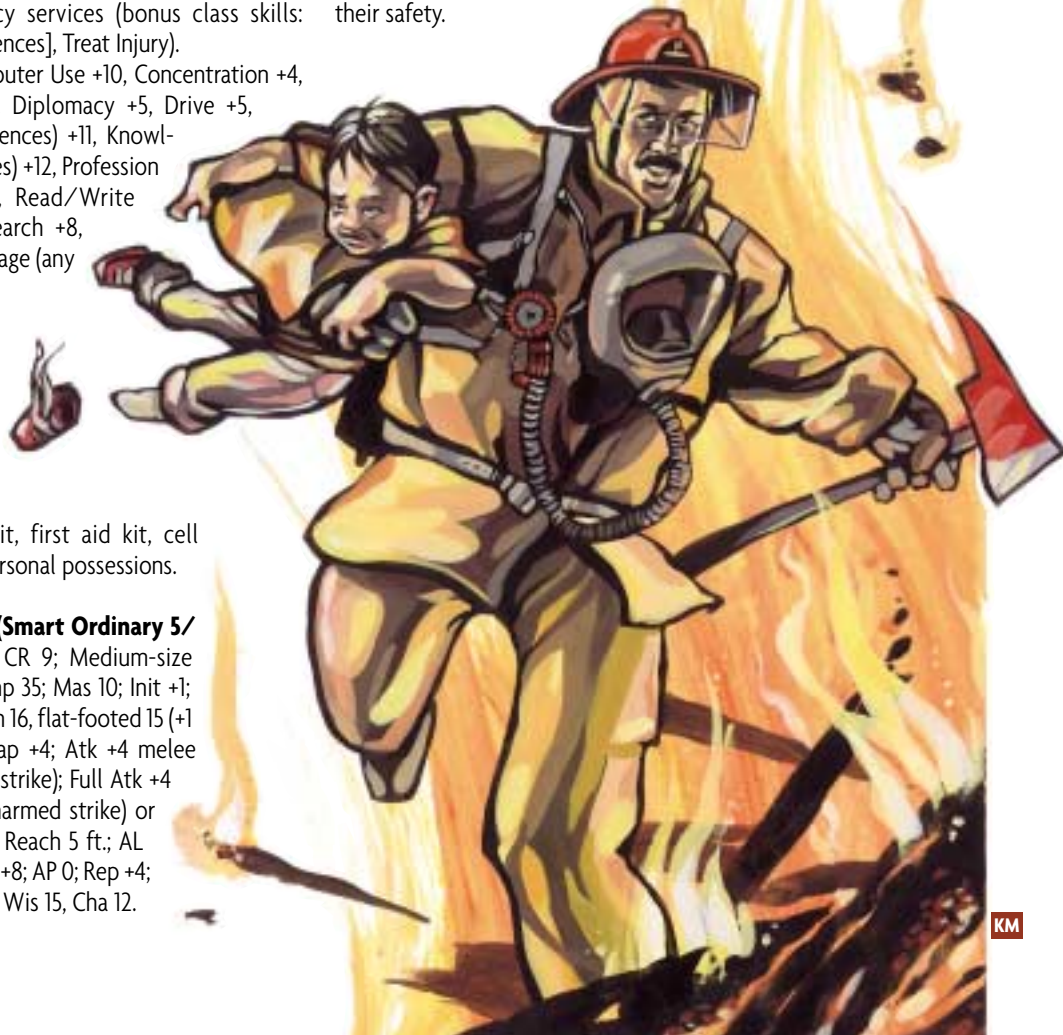
**Feats:** Educated (Knowledge [behavioral sciences] and Knowledge [earth and life science]), Focused, Medical Expert, Simple Weapons Proficiency, Studious, Surgery.

**Possessions:** Trauma kit, first aid kit, cell phone, various gear and personal possessions.

## FIREFIGHTER

Firefighters all around the world are heroes on a daily basis. They rush into burning buildings to save our homes, our offices, our pets, and our loved ones. Firefighters battle brushfires and forest fires, and they provide support to police and paramedic units. A large number of them are actually volunteers; they risk their lives not for pay, but instead out of a sense of civic duty.

The low-level firefighter is a volunteer, and the mid-level version is a seasoned volunteer or a full-time firefighter. The high-level firefighter is often the “fireground commander,” who is responsible for coordinating the others and looking after their safety.



## Firefighter Equipment

Two pieces of firefighter equipment are not found in the *d20 Modern Roleplaying Game*: fire axes and turnout coats.

Weapon	Type	Damage	Critical	Damage Type	Range Increment	Size	Weight	Purchase DC	Restriction
Fire Axe	Simple	1d8	19–20	Slashing	—	Large	8 lb.	5	—

Armor	Type	Equipment Bonus	Nonprof. Bonus	Maximum Dex Bonus	Armor Penalty	Speed (30 ft.)	Weight	Purchase DC	Restriction
Turnout Coat <sup>1</sup> (light)	Impromptu	+4	+1	+3	–3	25	15 lb.	13	Lic. (+1)

<sup>1</sup> Turnout coats also provide fire resistance 5 to the wearer and cannot catch fire.

**Low-Level Firefighter (Strong Ordinary 1/Dedicated Ordinary 1):** CR 1; Medium-size human; HD 1d8+2 plus 1d6+2; hp 12; Mas 14; Init +1; Spd 25 ft.; Defense 17, touch 13, flat-footed 16 (+1 Dex, +2 class, +4 turnout coat); BAB +1; Grap +3; Atk +4 melee (1d6+2 nonlethal, unarmed strike); Full Atk +4 melee (1d6+2 nonlethal, unarmed strike) or +3 melee (1d8+2/19–20, fire axe) or +2 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +4, Ref +1, Will +2; AP 0; Rep +1; Str 15, Dex 12, Con 14, Int 8, Wis 13, Cha 10.

**Occupation:** Emergency services (bonus class skills: Climb, Drive).

**Skills:** Climb +4, Drive +5, Profession +4, Read/Write English, Speak English, Spot +5.

**Feats:** Brawl, Armor Proficiency (light), Simple Weapons Proficiency.

**Possessions:** Fire axe, turnout coat, gas mask and air supply, professional walkie-talkie.

**Mid-Level Firefighter (Strong Ordinary 3/Dedicated Ordinary 3):** CR 5; Medium-size human; HD 3d8+6 plus 3d6+6; hp 34; Mas 14; Init +1; Spd 25 ft.; Defense 19, touch 15, flat-footed 18 (+1 Dex, +4 class, +4 turnout coat); BAB +5; Grap +8; Atk +9 melee (1d6+3 nonlethal, unarmed strike); Full Atk +9 melee (1d6+3 nonlethal, unarmed strike) or +8 melee (1d8+3/19–20, fire axe) or +6 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +8, Ref +3, Will +4; AP 0; Rep +1; Str 16, Dex 12, Con 14, Int 8, Wis 13, Cha 10.

**Occupation:** Emergency services (bonus class skills: Climb, Drive).

**Skills:** Climb +6, Drive +7, Profession +5, Read/Write English, Speak English, Spot +7, Treat Injury +7.

**Feats:** Brawl, Armor Proficiency (light), Endurance, Great Fortitude, Simple Weapons Proficiency.

**Possessions:** Fire axe, turnout coat, gas mask and air supply, professional walkie-talkie.

**High-Level Firefighter (Strong Ordinary 5/Dedicated Ordinary 5):** CR 9; Medium-size human; HD 5d8+10 plus 5d6+10; hp 60; Mas 17; Init +1; Spd 25 ft.; Defense 21, touch 17, flat-footed 20 (+1 Dex, +6 class, +4 turnout coat); BAB +8; Grap +11; Atk +11 melee (1d6+3 nonlethal, unarmed strike); Full Atk +11/+6 melee (1d6+3 nonlethal, unarmed strike) or +11/+6 melee (1d8+3/19–20, fire axe) or +9/+4 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +10, Ref +3, Will +6; AP 0; Rep +3; Str 16, Dex 12, Con 14, Int 8, Wis 14, Cha 10.

**Occupation:** Emergency services (bonus class skills: Climb, Drive).

**Skills:** Climb +8, Drive +9, Profession +8, Read/Write English, Speak English, Spot +11, Treat Injury +11.

**Feats:** Brawl, Armor Proficiency (light), Endurance, Great Fortitude, Improved Damage Threshold, Simple Weapons Proficiency.

**Possessions:** Fire axe, turnout coat, gas mask and air supply, professional walkie-talkie.

## FRINGE SCIENTIST

Fringe scientists research theories that conventional scientists denounce as pseudoscientific nonsense. Despite being thought of as crackpots and charlatans, though, fringe scientists are occasionally responsible for great advances—though their work is often hijacked by “legitimate” scientists when the fringe scientist’s theories become popular enough.

Low-level fringe scientists are little more than talented dabblers, while the mid-level and high-level types have fully developed (and sometimes lunatic) theories. High-level fringe scientists are often more obscure than mid-level ones, either because they prefer anonymity or because the greater scientific community seeks to discredit them.

**Low-Level Fringe Scientist (Smart Ordinary 1/Dedicated Ordinary 1):** CR 1; Medium-size human; HD 1d6–1 plus 1d6–1; hp 5; Mas 8; Init +1; Spd 30 ft.; Defense 12, touch 12, flat-footed 11 (+1 Dex, +1 class); BAB +0; Grap +0; Atk +0 melee (1d3 nonlethal, unarmed strike); Full Atk +0 melee (1d3 nonlethal, unarmed strike) or +1 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +0, Ref +1, Will +4; AP 0; Rep +2; Str 10, Dex 12, Con 8, Int 15, Wis 14, Cha 13.

**Occupation:** Technician (bonus class skills: Craft [electronic], Knowledge [technology], Research).

**Skills:** Computer Use +6, Craft (chemical) +8, Craft (electronic) +9, Demolitions +4, Disable Device +6, Investigate +7, Knowledge (arcane lore) +4, Knowledge (earth and life sciences) +7, Knowledge (physical sciences) +9, Knowledge (popular culture) +4, Knowledge (technology) +10, Profession +3, Read/Write English, Read/Write Language (any two), Research +6, Search +3, Speak English, Speak Language (any two), Treat Injury +4.



**Feats:** Builder, Educated (Knowledge [physical sciences] and Knowledge [technology]), Simple Weapons Proficiency.

**Possessions:** Lab coat, lab kit appropriate to field of expertise, desktop computer (with broadband modem and printer), cell phone, various gear and personal possessions.

**Mid-Level Fringe Scientist (Smart Ordinary 3/Dedicated Ordinary 3):** CR 5; Medium-size human; HD 3d6–3 plus 3d6–3; hp 15; Mas 8; Init +1; Spd 30 ft.; Defense 14, touch 14, flat-footed 13 (+1 Dex, +3 class); BAB +3; Grap +3; Atk +3 melee (1d3 nonlethal, unarmed strike); Full Atk +3 melee (1d3 nonlethal, unarmed strike) or +4 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +2, Ref +0, Will +6; AP 0; Rep +2; Str 10, Dex 12, Con 8, Int 16, Wis 14, Cha 13.

**Occupation:** Technician (bonus class skills: Craft [electronic], Knowledge [technology], Research).

**Skills:** Computer Use +9, Craft (chemical) +11, Craft (electronic) +15, Demolitions +7, Disable Device +9, Investigate +12, Knowledge (arcane lore) +9, Knowledge (earth and life sciences) +11, Knowledge (physical sciences) +14, Knowledge (popular culture) +5, Knowledge (technology) +15, Profession +5, Read/Write English, Read/Write Language (any three), Research +9, Search +5, Speak English, Speak Language (any three), Treat Injury +6.

**Feats:** Builder, Cautious, Educated (Knowledge [physical sciences] and Knowledge [technology]), Low Profile, Simple Weapons Proficiency.

**Possessions:** Lab coat, lab kit appropriate to field of expertise, desktop computer (with broadband modem and printer), cell phone, various gear and personal possessions.

**High-Level Fringe Scientist (Smart Ordinary 5/Dedicated Ordinary 5):** CR 9; Medium-size human; HD 5d6–5 plus 5d6–5; hp 25; Mas 8; Init +1; Spd 30 ft.; Defense 16, touch 16, flat-footed 15 (+1 Dex, +5 class); BAB +5; Grap +5; Atk +5 melee (1d3 nonlethal, unarmed strike); Full Atk +5 melee (1d3 nonlethal, unarmed strike) or +6 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +3, Ref +3, Will +8; AP 0; Rep +1; Str 10, Dex 12, Con 8, Int 17, Wis 14, Cha 13.

**Occupation:** Technician (bonus class skills: Craft [electronic], Knowledge [technology], Research).

**Skills:** Computer Use +9, Craft (chemical) +13, Craft (electronic) +19, Demolitions +10, Disable Device +13, Investigate +15, Knowledge (arcane lore) +12, Knowledge (earth and life sciences) +16, Knowledge (physical sciences) +18, Knowledge (popular culture) +9, Knowledge (technology) +19, Profession +7, Read/Write English, Read/Write Language (any three), Research +11, Search +7, Speak English, Speak Language (any three), Treat Injury +8.

**Feats:** Builder, Cautious, Educated (Knowledge [earth and life sciences], Knowledge [physical sciences], Knowledge [popular culture], and Knowledge [technology]), Low Profile, Simple Weapons Proficiency.

**Possessions:** Lab coat, lab kit appropriate to field of expertise, desktop computer (with broadband modem and printer), cell phone, various gear and personal possessions.



## GOVERNMENT AGENT

Various government branches such as the FBI, ATF, INS, and CIA send agents to investigate crimes, evaluate threats, provide back-up for government investigators, and gather data on incidents. The low-level agent below is a rookie. The mid-level agent is a seasoned agent assigned to difficult cases and may lead a small team of three or four other agents. The high-level agent handles high-priority cases, including highly visible cases and those involving major public figures (such as members of federal or state administrations).

**Low-Level Government Agent (Tough Ordinary 1/Smart Ordinary 1/Dedicated Ordinary 1):** CR 2; Medium-size human; HD 1d10+1 plus 1d6+1 plus 1d6+1; hp 15; Mas 13; Init +1; Spd 30 ft.; Defense 13, touch 13, flat-footed 12 (+1 Dex, +2 class); BAB +0; Grap +0; Atk +0 melee (1d3 nonlethal, unarmed strike); Full Atk +0 melee (1d3 nonlethal, unarmed strike) or +1 ranged (2d6, Ruger Service-Six); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +3, Ref +1, Will +4; AP 0; Rep +2; Str 10, Dex 12, Con 13, Int 15, Wis 14, Cha 8.

**Occupation:** Law enforcement (bonus class skills: Diplomacy, Gather Information).

**Skills:** Computer Use +3, Diplomacy +1, Drive +3, Gather Information +3, Intimidate +3, Investigate +7, Knowledge (behavioral sciences) +5, Knowledge (civics) +4, Knowledge

(current events) +6, Knowledge (streetwise) +6, Profession +5, Read/Write English, Read/Write Language (any one), Search +5, Sense Motive +6, Speak English, Speak Language (any one), Spot +3.

**Feats:** Attentive, Dodge, Educated (Knowledge [current events] and Knowledge [streetwise]), Personal Firearms Proficiency, Simple Weapons Proficiency.

**Possessions:** Ruger Service-Six (.38S revolver with concealed carry holster), 50 rounds of .38 special ammunition, steel handcuffs, 35mm camera, cell phone, notebook computer, basic evidence kit, various gear and personal possessions.

**Mid-Level Government Agent (Tough Ordinary 2/Smart Ordinary 2/Dedicated Ordinary 2):** CR 5; Medium-size human; HD 2d10+2 plus 2d6+2 plus 2d6+2; hp 31; Mas 13; Init +1; Spd 30 ft.; Defense 16, touch 16, flat-footed 15 (+1 Dex, +5 class); BAB +3; Grap +3; Atk +3 melee (1d3 nonlethal, unarmed strike); Full Atk +3 melee (1d3 nonlethal, unarmed strike) or +5 ranged (2d6, Glock 17) or +4 ranged (2d6, Ruger Service-Six); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +5, Ref +1, Will +6; AP 0; Rep +2; Str 10, Dex 12, Con 13, Int 16, Wis 14, Cha 8.

**Occupation:** Law enforcement (bonus class skills: Diplomacy, Gather Information).

**Skills:** Computer Use +6, Diplomacy +2, Drive +3, Gather Information +4, Intimidate +4, Investigate +13, Knowledge (behavioral sciences) +8, Knowledge (civics) +7, Knowledge (current events) +9, Knowledge (streetwise) +8, Profession +6, Read/Write English, Read/Write Language (any one), Search +9, Sense Motive +9, Speak English, Speak Language (any one), Spot +4.

**Feats:** Attentive, Dodge, Educated (Knowledge [current events] and Knowledge [streetwise]), Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency.

**Possessions:** Glock 17 (9mm autoloader with concealed carry holster), 50 rounds of 9mm ammunition, Ruger Service-Six (.38S revolver with concealed carry holster), 50 rounds of .38 special ammunition, steel handcuffs, 35mm camera, cell phone, notebook computer, basic evidence kit, various gear and personal possessions.

**High-Level Government Agent (Tough Ordinary 3/Smart Ordinary 3/Dedicated Ordinary 3):** CR 8; Medium-size human; HD 3d10+6 plus 3d6+6 plus 3d6+6; hp 55; Mas 14; Init +1; Spd 30 ft.; Defense 16, touch 16, flat-footed 15 (+1 Dex, +5 class); BAB +5; Grap +5; Atk +5 melee (1d3 nonlethal, unarmed strike); Full Atk +5 melee (1d3 nonlethal, unarmed strike) or +7 ranged (2d6, Glock 17) or +6 ranged (2d6, Ruger Service-Six); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +7, Ref +4, Will +7; AP 0; Rep +3; Str 10, Dex 12, Con 14, Int 16, Wis 14, Cha 8.

**Occupation:** Law enforcement (bonus class skills: Diplomacy, Gather Information).

**Skills:** Computer Use +6, Diplomacy +2, Drive +4, Gather Information +5, Intimidate +5, Investigate +13, Knowledge (behavioral sciences) +8, Knowledge (civics) +9, Knowledge (current events) +11, Knowledge (streetwise) +11, Profession +9, Read/Write English, Read/Write Language (any one), Search +14, Sense Motive +13, Speak English, Speak Language (any one), Spot +8.

**Feats:** Attentive, Dodge, Educated (Knowledge [current events] and Knowledge [streetwise]), Personal Firearms Proficiency, Point Blank Shot, Precise Shot, Simple Weapons Proficiency.

**Possessions:** Glock 17 (9mm autoloader with concealed carry holster), 50 rounds of 9mm ammunition, Ruger Service-Six (.38S revolver with concealed carry holster), 50 rounds of .38 special ammunition, steel handcuffs, digital camera, cell phone, notebook computer, deluxe evidence kit, various gear and personal possessions.

## GOVERNMENT INVESTIGATOR

Government investigators include investigators of government agencies such as the ATF and FBI. Low-level government investigators are typically rookies. Mid-level agents have more access to sensitive information and often are first on the scene for unusual circumstances. High-level government agents have top secret clearance and can easily requisition additional equipment, information, or manpower. Government investigators rarely carry armor or weapons larger than pistols, unless entering into a known hostile situation.

**Low-Level Government Investigator (Strong Ordinary 1/Smart Ordinary 1):** CR 1; Medium-size human; HD 1d8+1 plus 1d6+1; hp 10; Mas 13; Init -1; Spd 30 ft.; Defense 10, touch 10, flat-footed 10 (-1 Dex, +1 class); BAB +1; Grap +3; Atk +3 melee (1d3+2 nonlethal, unarmed strike); Full Atk +3 melee (1d3+2 nonlethal, unarmed strike) or -1 ranged (2d6, Beretta 92F); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +2, Ref -1, Will +2; AP 0; Rep +1; Str 14, Dex 8, Con 13, Int 15, Wis 12, Cha 10.

**Occupation:** Investigative (bonus class skills: Gather Information, Investigate).

**Skills:** Computer Use +6, Diplomacy +1, Gather Information +4, Investigate +9, Knowledge (behavioral science) +4, Knowledge (civics) +3, Profession +4, Read/Write English, Read/Write Language (any one), Research +7, Sense Motive +4, Speak English, Speak Language (any one).

**Feats:** Attentive, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency.

**Possessions:** Beretta 92F (9mm autoloader), 50 rounds of 9mm ammunition, various gear and personal possessions.

**Mid-Level Government Investigator (Strong Ordinary 3/Smart Ordinary 3):** CR 5; Medium-size human; HD 3d8+3 plus 3d6+3; hp 28; Mas 13; Init -1; Spd 30 ft.; Defense 12, touch 12, flat-footed 12 (-1 Dex, +3 class); BAB +4; Grap +6; Atk +6 melee (1d3+2 nonlethal, unarmed strike); Full Atk +6 melee (1d3+2 nonlethal, unarmed strike) or +3 ranged (2d6, Beretta 92F); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +4, Ref +1, Will +4; AP 0; Rep +1; Str 15, Dex 8, Con 13, Int 15, Wis 12, Cha 10.

**Occupation:** Investigative (bonus class skills: Gather Information, Investigate).

**Skills:** Computer Use +6, Diplomacy +4, Gather Information +11, Investigate +13, Knowledge (behavioral science) +4, Knowledge (civics) +7, Knowledge (current events) +4, Knowledge (streetwise) +4, Profession +8, Read/Write



English, Read/Write Language (any one), Research +8, Sense Motive +6, Speak English, Speak Language (any one), Swim +4.

**Feats:** Attentive, Defensive Martial Arts, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency, Trustworthy.

**Possessions:** Beretta 92F (9mm autoloader), 50 rounds of 9mm ammunition, various gear and personal possessions.

**High-Level Government Investigator (Strong Ordinary 5/Smart Ordinary 5):** CR 9; Medium-size human; HD 5d8+10 plus 5d6+10; hp 60; Mas 14; Init -1; Spd 30 ft.; Defense 14, touch 14, flat-footed 14 (-1 Dex, +5 class); BAB +7; Grap +9; Atk +9 melee (1d3+2 nonlethal, unarmed strike); Full Atk +9/+4 melee (1d3+2 nonlethal, unarmed strike) or +6/+1 ranged (2d6, Beretta 92F); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +6, Ref +1, Will +5; AP 0; Rep +3; Str 15, Dex 8, Con 14, Int 15, Wis 12, Cha 10.

**Occupation:** Investigative (bonus class skills: Gather Information, Investigate).

**Skills:** Computer Use +11, Diplomacy +5, Gather Information +15, Investigate +17, Knowledge (behavioral science) +8, Knowledge (civics) +11, Knowledge (current events) +5, Knowledge (streetwise) +6, Profession +11, Read/Write English, Read/Write Language (any one), Research +9, Sense Motive +8, Speak English, Speak Language (any one), Swim +5.

**Feats:** Attentive, Combat Throw, Defensive Martial Arts, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency, Trustworthy.

**Possessions:** Beretta 92F (9mm autoloader), 50 rounds of 9mm ammunition, various gear and personal possessions.

## GOVERNMENT BUREAUCRAT

The administration of every nation is full of people whose job it is to keep the administration running—not smoothly, necessarily, just running. In an ideal world, these individuals are there to serve the needs of the common citizenry; they speak to the public on behalf of the government, and they speak to the government on behalf of the public. Sometimes, however, these bureaucrats may prove to be more of a hindrance than a help.

The low-level government bureaucrat is an exceedingly minor functionary—one of the teeming masses of civil servants that the heroes are likely to encounter first in any government office (and most likely, the only person they'll speak to). If the heroes bypass the "front-office," they can encounter the mid-level bureaucrat: a middle manager who may be a bit more polished in dealing with the public and any concerns the public has. The high-level government bureaucrat is most likely the head of the office. While some high-level bureaucrats may genuinely have the interests of the public in mind, others may spend time angling for an official appointment, leaving mid-level aides to do all the real work.

**Low-Level Government Bureaucrat (Dedicated Ordinary 2):** CR 1; Medium-size human; HD 2d6; hp 7; Mas 10; Init +1; Spd 30 ft.; Defense 13, touch 13, flat-footed 12 (+1 Dex,

+2 class); BAB +1; Grap +0; Atk +0 melee (1d3-1 nonlethal, unarmed strike); Full Atk +0 melee (1d3-1 nonlethal, unarmed strike) or +2 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +2, Ref +1, Will +6; AP 0; Rep +1; Str 8, Dex 12, Con 10, Int 13, Wis 15, Cha 14.

**Occupation:** White collar (bonus class skills: Diplomacy, Knowledge [civics]).

**Skills:** Diplomacy +7, Knowledge (business) +8, Knowledge (civics) +9, Knowledge (current events) +6, Profession +6, Read/Write English, Read/Write Language (any one), Sense Motive +6, Speak English, Speak Language (any one).

**Feats:** Educated (Knowledge [business] and Knowledge [civics]), Iron Will, Simple Weapons Proficiency.

**Possessions:** Business casual suit, cell phone, desktop computer (with broadband modem and printer), various gear and personal possessions.

**Mid-Level Government Bureaucrat (Dedicated Ordinary 6):** CR 5; Medium-size human; HD 6d6; hp 21; Mas 10; Init +1; Spd 30 ft.; Defense 14, touch 14, flat-footed 13 (+1 Dex, +3 class); BAB +4; Grap +3; Atk +3 melee (1d3-1 nonlethal, unarmed strike); Full Atk +3 melee (1d3-1 nonlethal, unarmed strike) or +5 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +3, Ref +3, Will +8; AP 0; Rep +2; Str 8, Dex 12, Con 10, Int 13, Wis 16, Cha 14.

**Occupation:** White collar (bonus class skills: Diplomacy, Knowledge [civics]).

**Skills:** Diplomacy +13, Gather Information +6, Knowledge (business) +12, Knowledge (civics) +13, Knowledge (current events) +9, Profession +11, Read/Write English, Read/Write Language (any one), Sense Motive +10, Speak English, Speak Language (any one).

**Feats:** Educated, Iron Will, Simple Weapons Proficiency, Trustworthy, Windfall.

**Possessions:** Business suit, cell phone, notebook computer (with broadband modem and printer), various gear and personal possessions.

**High-Level Government Bureaucrat (Dedicated Ordinary 10):** CR 9; Medium-size human; HD 10d6; hp 35; Mas 10; Init +1; Spd 30 ft.; Defense 16, touch 16, flat-footed 15 (+1 Dex, +5 class); BAB +7; Grap +6; Atk +6 melee (1d3-1 nonlethal, unarmed strike); Full Atk +6/+1 melee (1d3-1 nonlethal, unarmed strike) or +8/+3 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +5, Ref +4, Will +10; AP 0; Rep +7; Str 8, Dex 12, Con 10, Int 13, Wis 17, Cha 14.

**Occupation:** White collar (bonus class skills: Diplomacy, Knowledge [civics]).

**Skills:** Diplomacy +13, Gather Information +8, Knowledge (business) +16, Knowledge (civics) +17, Knowledge (current events) +13, Profession +15, Read/Write English, Read/Write Language (any one), Sense Motive +13, Speak English, Speak Language (any one).

**Feats:** Educated, Iron Will, Renown, Simple Weapons Proficiency, Trustworthy, Windfall.

**Possessions:** Business suit, cell phone, notebook computer (with broadband modem and printer), PDA, various gear and personal possessions.







## GRIFTER

Grifters make their livings pulling the smallest of confidence scams: short-term cons that net fewer than a hundred dollars each. Low-level grifters usually run fixed games such as Three-Card Monte, billiards hustles, or scams that play on the victim's greed, such as the classic "Pigeon Drop" or the "Donation Can." Mid-level grifters generally ply the confidence scams, posing as some sort of workman or non-native speaker. High-level grifters play these roles to the hilt, often working in groups of two to four to help establish their credibility.

Some typical scams include Three-Card Monte, in which the dealer lays out three cards face-down, and the mark pays \$20 to try to guess which the ace is for a \$100 payoff. The dealer, though, uses Sleight of Hand to replace the ace with a different card. Variants include a lookout, a shill (who pretends to have won, proving the game can be beaten), and a "muscle man" (in case a player complains). Another classic is the Pigeon Drop, in which the grifter and his shill arrange to find a large sum of money at the same time as the mark. The grifter agrees to share the money with the others, and convinces the mark to put up some amount of money as a sign of good faith. The shill then distracts the mark while the grifter slips away with the cash.

**Low-Level Grifter (Fast Ordinary 1/Charismatic Ordinary 1):** CR 1; Medium-size human; HD 1d8 plus 1d6; hp 8; Mas 10; Init +2; Spd 30 ft.; Defense 15, touch 15, flat-footed 13 (+2 Dex, +3 class); BAB +0; Grap -1; Atk -1 melee (1d3-1 nonlethal, unarmed strike); Full Atk -1 melee (1d3-1 nonlethal, unarmed strike) or -1 melee (1d3 electricity, stun gun) or +2 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +1, Ref +4, Will +1; AP 0; Rep +3; Str 8, Dex 14, Con 10, Int 12, Wis 13, Cha 15.

**Occupation:** Entrepreneur (bonus class skills: Bluff, Diplomacy).

**Skills:** Bluff +9, Diplomacy +9, Disguise +6, Gather Information +9, Hide +4, Knowledge (streetwise) +6, Profession +4, Read/Write English, Read/Write Language (any one), Sleight of Hand +6, Speak English, Speak Language (any one).

**Feats:** Deceptive, Simple Weapons Proficiency, Trustworthy.

**Possessions:** Stun gun, aluminum travel case (40 lb. capacity), casual clothes, cell phone, various gear and personal possessions.

**Mid-Level Grifter (Fast Ordinary 3/Charismatic Ordinary 3):** CR 5; Medium-size human; HD 3d8 plus 3d6; hp 24; Mas 10; Init +2; Spd 30 ft.; Defense 17, touch 17, flat-footed 15 (+2 Dex, +5 class); BAB +3; Grap +2; Atk +2 melee (1d3-1 nonlethal, unarmed strike); Full Atk +2 melee (1d3-1 nonlethal, unarmed strike) or +2 melee (1d3 electricity, stun gun) or +5 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +3, Ref +6, Will +3; AP 0; Rep +1; Str 8, Dex 14, Con 10, Int 12, Wis 13, Cha 16.

**Occupation:** Entrepreneur (bonus class skills: Bluff, Diplomacy).

**Skills:** Bluff +14, Diplomacy +14, Disguise +8, Gather Information +14, Hide +6, Knowledge (popular culture) +7, Knowledge (streetwise) +10, Profession +7, Read/Write English, Read/Write Language (any one), Sleight of Hand +8, Speak English, Speak Language (any one).

**Feats:** Deceptive, Low Profile, Run, Simple Weapons Proficiency, Trustworthy.

**Possessions:** Stun gun, aluminum travel case (40 lb. capacity), casual clothes, cell phone, various gear and personal possessions.

**High-Level Grifter (Fast Ordinary 5/Charismatic Ordinary 5):** CR 9; Medium-size human; HD 5d8 plus 5d6; hp 40; Mas 10; Init +2; Spd 30 ft.; Defense 19, touch 19, flat-footed 17 (+2 Dex, +7 class); BAB +5; Grap +4; Atk +4 melee (1d3-1 nonlethal, unarmed strike); Full Atk +4 melee (1d3-1 nonlethal, unarmed strike) or +4 melee (1d3 electricity, stun gun) or +3 ranged (2d6, Ruger Service-Six); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +4, Ref +8, Will +4; AP 0; Rep +2; Str 8, Dex 14, Con 10, Int 12, Wis 14, Cha 16.

**Occupation:** Entrepreneur (bonus class skills: Bluff, Diplomacy).

**Skills:** Bluff +18, Diplomacy +18, Disguise +12, Gather Information +18, Hide +6, Knowledge (popular culture) +11, Knowledge (streetwise) +14, Profession +12, Read/Write English, Read/Write Language (any one), Sleight of Hand +10, Speak English, Speak Language (any one).

**Feats:** Deceptive, Dodge, Low Profile, Run, Simple Weapons Proficiency, Trustworthy.

**Possessions:** Stun gun, Ruger Service-Six (.38S revolver), 50 rounds of .38 special ammunition, aluminum travel case (75 lb. capacity), casual clothes, cell phone, various gear and personal possessions.

## HIGH-TECH CRIMINAL

A handful of criminals around the world subscribe to the theory that it's better to work smart than to work hard. Instead of pulling a series of low-yield criminal capers, full of guns and ski masks and police chases, they're a bit lazier. They prefer careful and innovative plans that take advantages of weaknesses the security experts haven't even thought of yet to steal something priceless—something that most people don't even think of as valuable.

The low-level high-tech criminal is little more than an amateur computer hacker or a gadget freak. The mid-level variety is a veteran hacker or safecracker. The high-level high-tech criminal is usually a mastermind, with a penchant for committing crimes from a safe distance.

**Low-Level High-Tech Criminal (Fast Ordinary 1/Smart Ordinary 1):** CR 1; Medium-size human; HD 1d8 plus 1d6; hp 8; Mas 10; Init +2; Spd 30 ft.; Defense 15, touch 15, flat-footed 13 (+2 Dex, +3 class); BAB +0; Grap -1; Atk -1 melee (1d3-1 nonlethal, unarmed strike); Full Atk -1 melee (1d3-1 nonlethal, unarmed strike) or -2 ranged (2d6, Beretta 92F); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +0, Ref +3, Will +2; AP 0; Rep +1; Str 8, Dex 14, Con 10, Int 15, Wis 12, Cha 13.

**Occupation:** Technician (bonus class skills: Computer Use, Knowledge [technology]).

**Skills:** Computer Use +9, Craft (electronic) +8, Craft (mechanical) +8, Drive +3, Escape Artist +4, Hide +3, Knowledge (streetwise) +6, Knowledge (technology) +6, Move Silently +4, Pilot +3, Profession +5, Read/Write English, Read/Write Language (any two); Repair +8, Speak English, Speak Language (any two).

**Feats:** Builder (Craft [electronic] and Craft [mechanical]), Gearhead, Simple Weapons Proficiency.

**Possessions:** Beretta 92F (9mm autoloader), 50 rounds of 9mm ammunition, notebook computer (with cellular modem), PDA, cell phone, car opening kit, basic electrical tool kit, multipurpose tool, backpack, tool belt, various gear and personal possessions.

**Mid-Level High-Tech Criminal (Fast Ordinary 3/Smart Ordinary 3):** CR 5; Medium-size human; HD 3d8 plus 3d6; hp 24; Mas 10; Init +2; Spd 30 ft.; Defense 17, touch 17, flat-footed 15 (+2 Dex, +5 class); BAB +3; Grap +2; Atk +2 melee (1d3-1 nonlethal, unarmed strike); Full Atk +2 melee (1d3-1 nonlethal, unarmed strike) or +5 ranged (2d6, Beretta 92F); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +2, Ref +5, Will +4; AP 0; Rep +2; Str 8, Dex 14, Con 10, Int 16, Wis 12, Cha 13.

**Occupation:** Technician (bonus class skills: Computer Use, Knowledge [technology]).

**Skills:** Computer Use +14, Craft (electronic) +10, Craft (mechanical) +11, Demolitions +12, Drive +5, Escape Artist +5, Hide +5, Knowledge (streetwise) +9, Knowledge (technology) +13, Move Silently +5, Pilot +5, Profession +7, Read/Write English, Read/Write Language (any two); Repair +14, Speak English, Speak Language (any two).

**Feats:** Builder (Craft [electronic] and Craft [mechanical]), Defensive Martial Arts, Gearhead, Personal Firearms Proficiency, Simple Weapons Proficiency.

**Possessions:** Beretta 92F (9mm autoloader), 50 rounds of 9mm ammunition, notebook computer (with cellular modem), PDA, cell phone, car opening kit, basic electrical tool kit, multipurpose tool, backpack, tool belt, various gear and personal possessions.

**High-Level High-Tech Criminal (Fast Ordinary 5/Smart Ordinary 5):** CR 9; Medium-size human; HD 5d8 plus 5d6; hp 40; Mas 10; Init +2; Spd 30 ft.; Defense 19, touch 19, flat-footed 17 (+2 Dex, +7 class); BAB +5; Grap +4; Atk +4 melee (1d3-1 nonlethal, unarmed strike); Full Atk +4 melee (1d3-1 nonlethal, unarmed strike) or +7 ranged (2d6, Beretta 92F); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +2, Ref +6, Will +5; AP 0; Rep +3; Str 8, Dex 15, Con 10, Int 16, Wis 12, Cha 13.

**Occupation:** Technician (bonus class skills: Computer Use, Knowledge [technology]).

**Skills:** Computer Use +18, Craft (electronic) +18, Craft (mechanical) +15, Demolitions +16, Drive +5, Escape Artist +8, Hide +6, Knowledge (streetwise) +11, Knowledge (technology) +17, Move Silently +6, Pilot +5, Profession +10, Read/Write English, Read/Write Language (any three); Repair +18, Speak English, Speak Language (any three).

**Feats:** Builder (Craft [electronic] and Craft [mechanical]), Defensive Martial Arts, Elusive Target, Gearhead, Personal Firearms Proficiency, Simple Weapons Proficiency.

**Possessions:** Beretta 92F (9mm autoloader), 50 rounds of 9mm ammunition, notebook computer (with cellular modem), PDA, cell phone, car opening kit, basic electrical tool kit, multipurpose tool, backpack, tool belt, various gear and personal possessions.

## LAWYER

Lawyers are the interpreters of the bewildering world of the legal system. Low-level lawyers are either fresh out of law school, focus on "boring" fields, such as real estate or tax regulation, or work on minor cases. Mid-level lawyers include city prosecutors and public defenders, and they represent mid-size clientele. High-level lawyers deal in highly publicized trials or represent major corporations and famous public figures.

**Low-Level Lawyer (Smart Ordinary 1/Charismatic Ordinary 1):** CR 1; Medium-size human; HD 1d6 plus 1d6; hp 7; Mas 10; Init +1; Spd 30 ft.; Defense 11, touch 11, flat-footed 10 (+1 Dex, +0 class); BAB +0; Grap -1; Atk -1 melee (1d3-1 nonlethal, unarmed strike); Full Atk -1 melee (1d3-1 nonlethal, unarmed strike) or +1 ranged; FS 5 ft. by 5 ft.; Reach

5 ft.; AL any; SV Fort +1, Ref +2, Will +2; AP 0; Rep +3; Str 8, Dex 12, Con 10, Int 14, Wis 13, Cha 15.

**Occupation:** White collar (bonus class skills: Diplomacy, Research).

**Skills:** Bluff +7, Computer Use +7, Diplomacy +9, Gather Information +8, Knowledge (behavioral science) +3, Knowledge (business) +9, Knowledge (civics) +9, Knowledge (current events) +7, Profession +6, Read/Write English, Read/Write Language (any two), Research +8, Sense Motive +3, Speak English, Speak Language (any two).

**Feats:** Educated (Knowledge [business] and Knowledge [civics]), Simple Weapons Proficiency, Trustworthy.

**Possessions:** Laptop computer, briefcase, cell phone, various gear and personal possessions.

**Mid-Level Lawyer (Smart Ordinary 3/Charismatic Ordinary 3):** CR 5; Medium-size human; HD 3d6 plus 3d6; hp 21; Mas 10; Init +1; Spd 30 ft.; Defense 13, touch 13, flat-footed 12 (+1 Dex, +2 class); BAB +2; Grap +1; Atk +1 melee (1d3–1 nonlethal, unarmed strike); Full Atk +1 melee (1d3–1 nonlethal, unarmed strike) or +3 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +3, Ref +4, Will +4; AP 0; Rep +6; Str 8, Dex 12, Con 10, Int 14, Wis 13, Cha 16.

**Occupation:** White collar (bonus class skills: Diplomacy, Research).

**Skills:** Bluff +12, Computer Use +7, Diplomacy +14, Gather Information +14, Investigate +13, Knowledge (behavioral science) +11, Knowledge (business) +11, Knowledge (civics) +11, Knowledge (current events) +7, Profession +10, Read/Write English, Read/Write Language (any two), Research +8, Sense Motive +5, Speak English, Speak Language (any two).

**Feats:** Attentive, Educated (Knowledge [business] and Knowledge [civics]), Simple Weapons Proficiency, Renown, Trustworthy.

**Possessions:** Laptop computer, briefcase, cell phone, various gear and personal possessions.

**High-Level Lawyer (Smart Ordinary 5/Charismatic Ordinary 5):** CR 9; Medium-size human; HD 5d6 plus 5d6; hp 35; Mas 10; Init +1; Spd 30 ft.; Defense 15, touch 15, flat-footed 14 (+1 Dex, +4 class); BAB +4; Grap +3; Atk +3 melee (1d3–1 nonlethal, unarmed strike); Full Atk +3 melee (1d3–1 nonlethal, unarmed strike) or +5 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +4, Ref +5, Will +5; AP 0; Rep +8; Str 8, Dex 12, Con 10, Int 15, Wis 13, Cha 16.

**Occupation:** White collar (bonus class skills: Diplomacy, Research).

**Skills:** Bluff +16, Computer Use +9, Diplomacy +17, Gather Information +15, Investigate +13, Knowledge (behavioral science) +13, Knowledge (business) +16, Knowledge (civics) +16, Knowledge (current events) +13, Profession +14, Read/Write English, Read/Write Language (any two), Research +14, Sense Motive +9, Speak English, Speak Language (any two).

**Feats:** Attentive, Educated (Knowledge [behavioral sciences], Knowledge [business], Knowledge [civics], and Knowledge [current events]), Simple Weapons Proficiency, Renown, Trustworthy.

**Possessions:** Laptop computer, briefcase, cell phone, various gear and personal possessions.

## MARTIAL ARTS DISCIPLE

Martial arts disciples are athletes and warriors trained to use their bodies as weapons. They are masters of unarmed combat, but they also know how to use various exotic archaic weapons. Low-level martial arts disciples make good mooks and flunkies that protect strongholds. Mid-level martial arts disciples can be tougher leaders for a group of low-level martial artists. High-level martial arts disciples can act as the chief lieutenant of a leader with hero levels. Feel free to remove weapons or replace them with other exotic and archaic weaponry.

**Low-Level Martial Arts Disciple (Fast Ordinary 1/Strong Ordinary 1):** CR 1; Medium-size human; HD 1d8+1 plus 1d8+1; hp 11; Mas 12; Init +2; Spd 30 ft.; Defense 16, touch 16, flat-footed 14 (+2 Dex, +4 class); BAB +1; Grap +3; Atk +3 melee (1d4+2, unarmed strike) or +3 melee (1d10+2/×3, naginata) or +3 ranged (1, shuriken); Full Atk +3 melee (1d4+2, unarmed strike), or +3 melee (1d10+2/×3, naginata) or +3 ranged (1, shuriken); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +2, Ref +3, Will –1; AP 0; Rep +0; Str 15, Dex 14, Con 12, Int 13, Wis 8, Cha 10.

**Occupation:** Athlete (bonus class skills: Jump, Tumble).

**Skills:** Balance +7, Escape Artist +6, Jump +8, Knowledge (streetwise) +2, Move Silently +4, Profession +1, Read/Write English, Read/Write Language (any one), Speak English, Speak Language (any one), Swim +4, Tumble +10.

**Feats:** Acrobatic, Archaic Weapon Proficiency, Combat Martial Arts, Simple Weapons Proficiency.

**Possessions:** Naginata, 12 shuriken, various gear and personal possessions.

**Mid-Level Martial Arts Disciple (Fast Ordinary 3/Strong Ordinary 3):** CR 5; Medium-size human; HD 3d8+3 plus 3d8+3; hp 33; Mas 12; Init +2; Spd 30 ft.; Defense 18, touch 18, flat-footed 16 (+2 Dex, +6 class); BAB +5; Grap +7; Atk +7 melee (1d4+2/19–20/×3, advanced unarmed strike) or +7 melee (1d10+2/×3, naginata); Full Atk +7 melee (1d4+2/19–20/×3, advanced unarmed strike) or +7 melee (1d10+2/×3, naginata) or +7 ranged (1, shuriken); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +4, Ref +5, Will +1; AP 0; Rep +1; Str 15, Dex 15, Con 12, Int 13, Wis 8, Cha 10.

**Occupation:** Athlete (bonus class skills: Jump, Tumble).

**Skills:** Balance +9, Escape Artist +9, Jump +13, Knowledge (streetwise) +3, Move Silently +7, Profession +2, Read/Write English, Read/Write Language (any one), Speak English, Speak Language (any one), Swim +6, Tumble +14.

**Feats:** Acrobatic, Advanced Combat Martial Arts, Archaic Weapon Proficiency, Combat Martial Arts, Improved Combat Martial Arts, Simple Weapons Proficiency.

**Possessions:** Naginata, 12 shuriken, various gear and personal possessions.

**High-Level Martial Arts Disciple (Fast Ordinary 5/Strong Ordinary 5):** CR 9; Medium-size human; HD 5d8+5 plus 5d8+5; hp 55; Mas 12; Init +2; Spd 30 ft.; Defense 20, touch 20, flat-footed 18 (+2 Dex, +8 class); BAB +8; Grap +11; Atk +11 melee (1d6+3/19–20/×3, advanced unarmed strike) or +11 melee (1d10+3/×3, naginata); Full Atk +11/+6 melee



(1d6+3/19–20/×3, advanced unarmed strike) or +11/+6 melee (1d10+3/×3, naginata) or +10/+5 ranged (1, shuriken); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +5, Ref +6, Will +1; AP 0; Rep +2; Str 16, Dex 15, Con 12, Int 13, Wis 8, Cha 10.

**Occupation:** Athlete (bonus class skills: Jump, Tumble).

**Skills:** Balance +12, Escape Artist +12, Jump +16, Knowledge (streetwise) +5, Move Silently +9, Profession +5, Read/Write English, Read/Write Language (any one), Speak English, Speak Language (any one), Swim +8, Tumble +18.

**Feats:** Advanced Combat Martial Arts, Acrobatic, Archaic Weapon Proficiency, Combat Martial Arts, Defensive Martial Arts, Improved Combat Martial Arts, Simple Weapons Proficiency.

**Possessions:** Naginata, 12 shuriken, various gear and personal possessions.

## MERCENARY

Mercenaries fight for money—but unlike soldiers, they negotiate contracts with their employers, and when those contracts run out, they are free to sign up with someone else (including the other side). Most are former soldiers, though a significant number of complete amateurs are in the business, as well. Some serve on actual battlefields, while others merely work as bodyguards and security guards. The pay reflects the danger—but each job might be a mercenary's last.

Low-level mercenaries are sometimes little more than militaristic dilettantes who are looking for the “glory of battle” that they've read about, while others are simply new to the business. Mid-level and high-level mercenaries are the experienced professionals.

**Low-Level Mercenary (Strong Ordinary 2):** CR 1; Medium-size human; HD 2d8+2; hp 11; Mas 13; Init +2; Spd 25 ft.; Defense 16, touch 14, flat-footed 14 (+2 Dex, +2 class, +2 concealable vest); BAB +2; Grap +4; Atk +4 melee (1d4+2, unarmed strike) or +4 melee (1d4+2/19–20, knife); Full Atk +4 melee (1d4+2, unarmed strike) or +4 melee (1d4+2/19–20, knife) or +5 ranged (2d6, Glock 20) or +5 ranged (2d6, HK MP5) or +4 ranged (4d6, fragmentation grenade); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +3, Ref +2, Will +1; AP 0; Rep +0; Str 15, Dex 14, Con 13, Int 10, Wis 12, Cha 8.

**Occupation:** Military (bonus class skills: Demolitions, Survival).

**Skills:** Climb +0\*\*, Demolitions +3, Jump +0\*\*, Read/Write English, Speak English, Survival +5, Swim +2\*\*.

**Feats:** Advanced Firearms Proficiency, Combat Martial Arts, Personal Firearms Proficiency, Simple Weapons Proficiency.

**Possessions:** Glock 20 (10mm autoloader), 50 rounds of 10mm ammunition, HK MP5 (9mm submachine gun), 100 rounds of 9mm ammunition, fragmentation grenade, knife, concealable vest, cell phone, various gear and personal possessions.

\* Not proficient in armor.

\*\*Includes armor penalty for concealable vest.

**Mid-Level Mercenary (Strong Ordinary 6):** CR 5; Medium-size human; HD 6d8+12; hp 39; Mas 14; Init +2; Spd

25 ft.; Defense 17, touch 15, flat-footed 15 (+2 Dex, +3 class, +2 concealable vest); BAB +6; Grap +8; Atk +8 melee (1d4+2/19–20, improved unarmed strike) or +4 melee (1d4+2/19–20, knife); Full Atk +8/+3 melee (1d4+2/19–20, improved unarmed strike) or +8/+3 melee (1d4+2/19–20, knife) or +9/+4 ranged (2d6, Glock 20) or +9/+4 ranged (2d6, HK MP5) or +8/+3 ranged (4d6, fragmentation grenade); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +5, Ref +4, Will +3; AP 0; Rep +1; Str 15, Dex 14, Con 14, Int 10, Wis 12, Cha 8.

**Occupation:** Military (bonus class skills: Demolitions, Survival).

**Skills:** Climb +3\*\*, Demolitions +7, Jump +3\*\*, Read/Write English, Speak English, Survival +8, Swim +4\*\*.

**Feats:** Advanced Firearms Proficiency, Combat Martial Arts, Improved Combat Martial Arts, Personal Firearms Proficiency, Simple Weapons Proficiency, Strafe.

**Possessions:** Glock 20 (10mm autoloader), 50 rounds of 10mm ammunition, HK MP5 (9mm submachine gun), 100 rounds of 9mm ammunition, fragmentation grenade, knife, concealable vest, cell phone, various gear and personal possessions.

\* Not proficient in armor.

\*\*Includes armor penalty for concealable vest.

**High-Level Mercenary (Strong Ordinary 10):** CR 9; Medium-size human; HD 10d8+20; hp 65; Mas 14; Init +2; Spd 25 ft.; Defense 19, touch 17, flat-footed 17 (+2 Dex, +5 class, +2 concealable vest); BAB +10; Grap +13; Atk +13 melee (1d4+2/19–20/×3, advanced unarmed strike) or +13/+8 melee (1d4+2/19–20, knife); Full Atk +13/+8 melee (1d4+2/19–20/×3, advanced unarmed strike) or +13/+8 melee (1d4+2/19–20, knife) or +13/+8 ranged (2d6, Glock 20) or +13/+8 ranged (2d6, HK MP5) or +13/+8 ranged (4d6, fragmentation grenade); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +7, Ref +5, Will +4; AP 0; Rep +2; Str 16, Dex 14, Con 14, Int 10, Wis 12, Cha 8.

**Occupation:** Military (bonus class skills: Demolitions, Survival).

**Skills:** Climb +6\*\*, Demolitions +7, Jump +6\*\*, Read/Write English, Speak English, Survival +12, Swim +7\*\*.

**Feats:** Advanced Combat Martial Arts, Advanced Firearms Proficiency, Combat Martial Arts, Improved Combat Martial Arts, Personal Firearms Proficiency, Simple Weapons Proficiency, Strafe.

**Possessions:** Glock 20 (10mm autoloader), 50 rounds of 10mm ammunition, HK MP5 (9mm submachine gun), 100 rounds of 9mm ammunition, fragmentation grenade, knife, concealable vest, cell phone, various gear and personal possessions.

\* Not proficient in armor.

\*\*Includes armor penalty for concealable vest.

## PARAMEDIC

Paramedics, also known as emergency medical technicians (or “EMTs”), respond to emergencies involving injuries or illness. They usually arrive in an ambulance or helicopter, either of which is equipped with a supply of pharmaceuticals, additional first aid kits, and a compact but functional

surgery kit—and often a bolt cutter, flashlights, and at least one fire extinguisher.

EMTs have basic medical training, and their job is to keep patients alive until they can reach an emergency room. At low levels, paramedics are still only rookies and don't have much surgical training. At mid levels, they have sufficient training to treat most minor injuries on the spot and to keep even critical patients alive for the trip to the hospital, in most cases. A high-level paramedic is nearly as experienced as an emergency room physician and can sometimes resuscitate all but the most hopeless of cases.

If the paramedics operate from a helicopter, replace the Drive skill (in the class skills gained from the Emergency Services occupation) with the Pilot skill, and replace Drive ranks with Pilot ranks. In addition, replace the Heroic Surge feat with Aircraft Operation (helicopters).

**Low-Level Paramedic (Strong Ordinary 1/Dedicated Ordinary 1):** CR 1; Medium-size human; HD 1d8+1 plus 1d6+1; hp 10; Mas 12; Init +1; Spd 30 ft.; Defense 13, touch 13, flat-footed 12 (+1 Dex, +2 class); BAB +1; Grap +1; Atk +1 melee (1d3 nonlethal, unarmed strike); Full Atk +1 melee (1d3 nonlethal,

unarmed strike) or +2 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +3, Ref +1, Will +3; AP 0; Rep +1; Str 10, Dex 13, Con 12, Int 14, Wis 15, Cha 8.

**Occupation:** Emergency services (bonus class skills: Drive, Treat Injury).

**Skills:** Drive +6, Knowledge (earth and life sciences) +6, Knowledge (popular culture) +5, Knowledge (streetwise) +7, Profession +7, Read/Write English, Read/Write Language (any one), Sense Motive +3, Speak English, Speak Language (any one), Treat Injury +7.

**Feats:** Educated (Knowledge [earth and life sciences] and Knowledge [popular culture]), Heroic Surge, Simple Weapons Proficiency.

**Possessions:** Uniform, cell phone, professional walkie-talkie, first aid kit, medical kit, various gear and personal possessions.

**Mid-Level Paramedic (Strong Ordinary 3/ Dedicated Ordinary 3):** CR 5; Medium-size human; HD 3d8+3 plus 3d6+3; hp 30; Mas 12; Init +2; Spd 30 ft.; Defense 16, touch 16, flat-footed 14 (+2 Dex, +4 class); BAB +5; Grap +5; Atk +5 melee (1d3 nonlethal, unarmed strike); Full Atk +5 melee (1d3 nonlethal, unarmed strike) or +7 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +5, Ref +4, Will +5; AP 0; Rep +1; Str 10, Dex 14, Con 12, Int 14, Wis 15, Cha 8.

**Occupation:** Emergency services (bonus class skills: Drive, Treat Injury).

**Skills:** Drive +10, Knowledge (earth and life sciences) +10, Knowledge (popular culture) +8, Knowledge (streetwise) +10, Profession +11, Read/Write English, Read/Write Language (any one), Sense Motive +5, Speak English, Speak Language (any one), Treat Injury +11.

**Feats:** Educated, Heroic Surge, Run, Simple Weapons Proficiency, Surgery.

**Possessions:** Uniform, cell phone, professional walkie-talkie, first aid kit, medical kit, various gear and personal possessions.

**High-Level Paramedic (Strong Ordinary 5/ Dedicated Ordinary 5):** CR 9; Medium-size human; HD 5d8+5 plus 5d6+5; hp 50; Mas 12; Init +2; Spd 30 ft.; Defense 18, touch 18, flat-footed 16 (+2 Dex, +6 class); BAB +8; Grap +8; Atk +8 melee (1d3 nonlethal, unarmed strike); Full Atk +8/+3 melee (1d3 nonlethal, unarmed strike) or +10/+5 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +7, Ref +4, Will +7; AP 0; Rep +3; Str 10, Dex 14, Con 12, Int 14, Wis 16, Cha 8.

**Occupation:** Emergency services (bonus class skills: Drive, Treat Injury).

**Skills:** Drive +10, Knowledge (earth and life sciences) +13, Knowledge (popular culture) +11, Knowledge (streetwise) +13, Listen +8, Profession +13, Read/Write English, Read/Write Language (any one), Sense Motive +6, Speak English, Speak Language (any one), Spot +11, Treat Injury +15.

**Feats:** Alertness, Educated, Heroic Surge, Run, Simple Weapons Proficiency, Surgery.

**Possessions:** Uniform, cell phone, professional walkie-talkie, first aid kit, medical kit, various gear and personal possessions.



Parapsychologist

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## PARAPSYCHOLOGIST

Parapsychologists study psychic phenomena, such as extrasensory perception, telepathy, remote viewing, and psychokinesis, as well as the possible persistence of human consciousness after death.

Low-level parapsychologists are often college students, while mid-level types are usually their professors. High-level parapsychologists are usually recognized names in the field.

**Low-Level Parapsychologist (Smart Ordinary 1/Dedicated Ordinary 1):** CR 1; Medium-size human; HD 1d6–1 plus 1d6–1; hp 5; Mas 8; Init +1; Spd 30 ft.; Defense 12, touch 12, flat-footed 11 (+1 Dex, +1 class); BAB +0; Grap +0; Atk +0 melee (1d3 nonlethal, unarmed strike); Full Atk +0 melee (1d3 nonlethal, unarmed strike) or +1 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +0, Ref +1, Will +4; AP 0; Rep +2; Str 10, Dex 12, Con 8, Int 15, Wis 14, Cha 13.

**Occupation:** Technician (bonus class skills: Knowledge [earth and life sciences], Knowledge [physical sciences], Knowledge [technology]).

**Skills:** Computer Use +6, Craft (pharmaceutical) +4, Investigate +7, Knowledge (arcane lore) +6, Knowledge (behavioral sciences) +6, Knowledge (earth and life sciences) +10, Knowledge (physical sciences) +9, Knowledge (popular culture) +4, Knowledge (technology) +9, Knowledge (theology and philosophy) +4, Profession +6, Read/Write English, Read/Write Language (any two), Research +6, Sense Motive +7, Speak English, Speak Language (any two).

**Feats:** Educated (Knowledge [arcane lore], Knowledge [earth and life sciences], Knowledge [physical sciences], and Knowledge [technology]), Simple Weapons Proficiency.

**Possessions:** Lab coat, lab kit, desktop computer (with broadband modem and printer), various gear and personal possessions.

**Mid-Level Parapsychologist (Smart Ordinary 3/Dedicated Ordinary 3):** CR 5; Medium-size human; HD 3d6–3 plus 3d6–3; hp 15; Mas 8; Init +1; Spd 30 ft.; Defense 14, touch 14, flat-footed 13 (+1 Dex, +3 class); BAB +3; Grap +3; Atk +3 melee (1d3 nonlethal, unarmed strike); Full Atk +3 melee (1d3 nonlethal, unarmed strike) or +4 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +2, Ref +3, Will +8; AP 0; Rep +2; Str 10, Dex 12, Con 8, Int 16, Wis 14, Cha 13.

**Occupation:** Technician (bonus class skills: Knowledge [earth and life sciences], Knowledge [physical sciences], Knowledge [technology]).

**Skills:** Computer Use +9, Craft (pharmaceutical) +8, Investigate +12, Knowledge (arcane lore) +12, Knowledge (behavioral sciences) +10, Knowledge (current events) +7, Knowledge (earth and life sciences) +14, Knowledge (physical sciences) +11, Knowledge (popular culture) +6, Knowledge (technology) +11, Knowledge (theology and philosophy) +6, Profession +8, Read/Write English, Read/Write Language (any three), Research +8, Sense Motive +9, Speak English, Speak Language (any three), Treat Injury +6.

**Feats:** Educated (Knowledge [arcane lore], Knowledge [earth and life sciences], Knowledge [physical sciences], and Knowledge [technology]), Iron Will, Simple Weapons Proficiency.

**Possessions:** Lab coat, lab kit appropriate to field of expertise, desktop computer (with broadband modem and printer), cell phone, various gear and personal possessions.

**High-Level Parapsychologist (Smart Ordinary 5/Dedicated Ordinary 5):** CR 9; Medium-size human; HD 5d6–5 plus 5d6–5; hp 25; Mas 8; Init +1; Spd 30 ft.; Defense 16, touch 16, flat-footed 15 (+1 Dex, +5 class); BAB +5; Grap +5; Atk +5 melee (1d3 nonlethal, unarmed strike); Full Atk +5 melee (1d3 nonlethal, unarmed strike) or +6 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +3, Ref +3, Will +10; AP 0; Rep +4; Str 10, Dex 12, Con 8, Int 17, Wis 14, Cha 13.

**Occupation:** Technician (bonus class skills: Knowledge [earth and life sciences], Knowledge [physical sciences], Knowledge [technology]).

**Skills:** Computer Use +10, Craft (pharmaceutical) +10, Diplomacy +4, Investigate +18, Knowledge (arcane lore) +15, Knowledge (behavioral sciences) +16, Knowledge (current events) +9, Knowledge (earth and life sciences) +18, Knowledge (physical sciences) +14, Knowledge (popular culture) +8, Knowledge (technology) +13, Knowledge (theology and philosophy) +11, Profession +10, Read/Write English, Read/Write Language (any three), Research +10, Sense Motive +15, Speak English, Speak Language (any three), Treat Injury +8.

**Feats:** Attentive, Educated (Knowledge [arcane lore], Knowledge [behavioral sciences], Knowledge [earth and life sciences], Knowledge [physical sciences], Knowledge [technology], and Knowledge [theology and philosophy]), Iron Will, Simple Weapons Proficiency.

**Possessions:** Lab coat, lab kit appropriate to field of expertise, desktop computer (with broadband modem and printer), cell phone, various gear and personal possessions.

## SECURITY GUARD

Security guards are common sights in the modern era. They represent everything from the front-desk watchman of a hotel to highly-trained guards at a corporate headquarters. Low-level security guards are appropriate for public facilities, such as malls. Mid-level security guards are professionals who watch over banks or protect armored cars. High-level security guards are elite members of major corporations who keep an eye on sensitive locations. Security guards in public areas rarely carry anything larger than a pistol (if that), while high-level security guards carry much heavier weapons and armor.

**Low-Level Security Guard (Tough Ordinary 1/Strong Ordinary 1):** CR 1; Medium-size human; HD 1d10+2 plus 1d8+2; hp 14; Mas 15; Init +1; Spd 30 ft.; Defense 16, touch 13, flat-footed 15 (+1 Dex, +2 class, +3 undercover vest); BAB +1; Grap +3; Atk +3 melee (1d3+2 nonlethal, unarmed strike) or +3 melee (1d4+2, tonfa); Full Atk +3 melee (1d3+2 nonlethal, unarmed strike) or +3 melee (1d4+2, tonfa) or +2 ranged (2d6, Beretta 92F); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +4, Ref +1, Will +0; AP 0; Rep +0; Str 14, Dex 12, Con 15, Int 13, Wis 10, Cha 8.

**Occupation:** Blue collar (bonus class skills: Climb, Drive, Intimidate).

**Skills:** Climb +2\*, Concentration +5, Drive +5, Intimidate +5, Knowledge (current events) +2, Listen +1, Profession +1, Read/Write English, Speak English, Spot +3, Swim +1\*.

**Feats:** Armor Proficiency (light), Personal Firearms Proficiency, Simple Weapons Proficiency.

**Possessions:** Beretta 92F (9mm autoloader), 50 rounds of 9mm ammunition, uniform, undercover vest, various gear and personal possessions.

*\*Includes armor penalty for undercover vest.*

**Mid-Level Security Guard (Tough Ordinary 3/Strong Ordinary 3):** CR 5; Medium-size human; HD 3d10+6 plus 3d8+6; hp 45; Mas 15; Init +1; Spd 30 ft.; Defense 18, touch 15, flat-footed 17 (+1 Dex, +4 class, +3 undercover vest); BAB +5; Grap +7; Atk +7 melee (1d3+2 nonlethal, unarmed strike) or +7 melee (1d4+2, tonfa); Full Atk +7 melee (1d3+2 nonlethal, unarmed strike) or +7 melee (1d4+2, tonfa) or +7 ranged (2d6, Beretta 92F); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +6, Ref +3, Will +2; AP 0; Rep +1; Str 15, Dex 12, Con 15, Int 13, Wis 10, Cha 8.

**Occupation:** Blue collar (bonus class skills: Climb, Drive, Intimidate).

**Skills:** Climb +3\*, Concentration +7, Drive +8, Intimidate +6, Jump +1\*, Knowledge (current events) +3, Listen +3, Profession +5, Read/Write English, Speak English, Spot +7, Swim +2\*.

**Feats:** Alertness, Armor Proficiency (light), Personal Firearms Proficiency, Simple Weapons Proficiency, Weapon Focus (Beretta 92F).

**Possessions:** Beretta 92F (9mm autoloader), 50 rounds of 9mm ammunition, uniform, undercover vest, various gear and personal possessions.

*\*Includes armor penalty for undercover vest.*

**High-Level Security Guard (Tough Ordinary 5/Strong Ordinary 5):** CR 9; Medium-size human; HD 5d8+15 plus 5d10+15; hp 80; Mas 16; Init +1; Spd 30 ft.; Defense 20, touch 17, flat-footed 19 (+1 Dex, +6 class, +3 undercover vest); BAB +8; Grap +10; Atk +10 melee (1d3+2 nonlethal, unarmed strike) or +10 melee (1d4+2, tonfa); Full Atk +10/+5 melee (1d3+2 nonlethal, unarmed strike) or +10/+5 melee (1d4+2, tonfa) or +10/+5 ranged (2d6, Beretta 92F) or +9/+4 ranged (2d8, Mossberg); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +9, Ref +3, Will +2; AP 0; Rep +2; Str 15, Dex 12, Con 16, Int 13, Wis 10, Cha 8.

**Occupation:** Blue collar (bonus class skills: Climb, Drive, Intimidate).

**Skills:** Climb +3\*, Concentration +10, Drive +9, Intimidate +8, Jump +1\*, Knowledge (current events) +3, Listen +6, Profession +8, Read/Write English, Speak English, Spot +9, Swim +2\*.

**Feats:** Alertness, Armor Proficiency (light), Defensive Martial Arts, Personal Firearms Proficiency, Simple Weapons Proficiency, Weapon Focus (Beretta 92F).

**Possessions:** Beretta 92F (9mm autoloader), 50 rounds of 9mm ammunition, Mossberg (12-gauge shotgun), 12 rounds of 12 gauge ammunition, uniform, undercover vest, various gear and personal possessions.

*\*Includes armor penalty for undercover vest.*

## SECURITY SPECIALIST

Security specialists are individuals who have some level of expertise in making a client or location secure. Low-level security specialists include those who advise other ordinary people looking for protection (such as agents who advise clients on various security solutions for their houses) and those who work within a company's or location's security department. Mid-level security specialists often work as consultants to those companies seeking to improve their security measures or act as managers in businesses that either have a department focused on security or whose business is to provide security for others. High-level security specialists include those who run companies that provide security services to others and executive-level management for companies with departments focused on security and safety. Sometimes security specialists provide their services to break existing security measures so that they can advise their clients on the weaknesses they find and how to prevent future problems.

**Low-Level Security Specialist (Smart Ordinary 1/Dedicated Ordinary 1):** CR 1; Medium-size human; HD 1d6–1 plus 1d6–1; hp 5; Mas 8; Init +0; Spd 30 ft.; Defense 11, touch 11, flat-footed 11 (+0 Dex, +1 class); BAB +0; Grap +1; Atk +1 melee (1d3+1 nonlethal, unarmed strike); Full Atk +3 melee (1d3+1 nonlethal, unarmed strike) or +0 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +0, Ref +0, Will +3; AP 0; Rep +2; Str 12, Dex 10, Con 8, Int 15, Wis 13, Cha 14.

**Occupation:** Investigative (bonus class skills: Search, Sense Motive).

**Skills:** Computer Use +6, Demolitions +3, Investigate +6, Knowledge (behavioral sciences) +8, Knowledge (business) +4, Knowledge (civics) +4, Knowledge (current events) +4, Knowledge (physical sciences) +3, Knowledge (popular culture) +4, Knowledge (streetwise) +6, Knowledge (tactics) +6, Knowledge (technology) +8, Profession +5, Research +4, Search +6, Sense Motive +6, Spot +5.

**Feats:** Attentive, Defensive Martial Arts, Educated (Knowledge [behavioral sciences] and Knowledge [technology]), Personal Firearms Proficiency, Simple Weapons Proficiency.

**Possessions:** Laptop computer, briefcase, cell phone, professional walkie-talkie, various gear and personal possessions.

**Mid-Level Security Specialist (Strong Ordinary 3/Dedicated Ordinary 3):** CR 5; Medium-size human; HD 3d6–3 plus 3d6–3; hp 15; Mas 8; Init +0; Spd 30 ft.; Defense 13, touch 13, flat-footed 13 (+0 Dex, +3 class); BAB +3; Grap +4; Atk +4 melee (1d3+1 nonlethal, unarmed strike); Full Atk +4 melee (1d3+1 nonlethal, unarmed strike) or +3 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +2, Ref +2, Will +5; AP 0; Rep +2; Str 12, Dex 10, Con 8, Int 16, Wis 13, Cha 14.

**Occupation:** Investigative (bonus class skills: Search, Sense Motive).

**Skills:** Computer Use +9, Demolitions +4, Investigate +7, Knowledge (behavioral sciences) +11, Knowledge (business) +11, Knowledge (civics) +9, Knowledge (current events) +7, Knowledge (physical sciences) +4, Knowledge (popular



culture) +7, Knowledge (streetwise) +9, Knowledge (tactics) +9, Knowledge (technology) +11, Listen +6, Profession +7, Research +6, Search +9, Sense Motive +9, Spot +7, Treat Injury +7.

**Feats:** Attentive, Defensive Martial Arts, Educated (Knowledge [behavioral sciences], Knowledge [business], Knowledge [civics], and Knowledge [technology]), Personal Firearms Proficiency, Simple Weapons Proficiency.

**Possessions:** Laptop computer, briefcase, cell phone, professional walkie-talkie, various gear and personal possessions.

**High-Level Security Specialist (Strong Ordinary 5/Dedicated Ordinary 5):** CR 9; Medium-size human; HD 5d6–5 plus 5d6–5; hp 25; Mas 8; Init +0; Spd 30 ft.; Defense 15, touch 15, flat-footed 15 (+0 Dex, +5 class); BAB +5; Grap +6; Atk +6 melee (1d3+1 nonlethal, unarmed strike); Full Atk +6 melee (1d3+1 nonlethal, unarmed strike) or +5 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +3, Ref +2, Will +8; AP 0; Rep +4; Str 12, Dex 10, Con 8, Int 16, Wis 14, Cha 14.

**Occupation:** Investigative (bonus class skills: Search, Sense Motive).

**Skills:** Computer Use +11, Demolitions +4, Investigate +9, Knowledge (behavioral sciences) +13, Knowledge (business) +16, Knowledge (civics) +11, Knowledge (current events) +9, Knowledge (physical sciences) +5, Knowledge (popular culture) +9, Knowledge (streetwise) +11, Knowledge (tactics) +11, Knowledge (technology) +15, Listen +12, Profession +10, Research +7, Search +11, Sense Motive +12, Spot +12, Treat Injury +10.

**Feats:** Alertness, Attentive, Defensive Martial Arts, Educated (Knowledge [behavioral sciences], Knowledge [business], Knowledge [civics], and Knowledge [technology]), Personal Firearms Proficiency, Simple Weapons Proficiency.

**Possessions:** Laptop computer, briefcase, cell phone, professional walkie-talkie, various gear and personal possessions.

## SPY

Spies may be operatives of foreign governments or agents of corporate rivals. Their job, of course, is to pry secrets out of their targets for their employers. Despite what decades of spy movies suggest, the best spies are plain, unassuming, and definitely not licensed to kill.

Low-level spies may be gifted amateurs working for a cause or just a fortune. Mid- and high-level spies are experienced agents—often the “operators” of lower-level spies.

**Low-Level Spy (Fast Ordinary 1/Smart Ordinary 1/Charismatic Ordinary 1):** CR 2; Medium-size human; HD 1d8 plus 1d6 plus 1d6; hp 11; Mas 10; Init +1; Spd 30 ft.; Defense 14, touch 14, flat-footed 13 (+1 Dex, +3 class); BAB +0; Grap –1; Atk –1 melee (1d3–1 nonlethal, unarmed strike) or –1 melee (1d4–1/19–20, knife); Full Atk –1 melee (1d3–1 nonlethal, unarmed strike) or –1 melee (1d4–1/19–20, knife) or +1 ranged (2d4, Walther PPK); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +1, Ref +3, Will +3; AP 0; Rep +0; Str 8, Dex 12, Con 10, Int 13, Wis 15, Cha 14.

**Occupation:** Investigative (bonus class skills: Gather Information, Sense Motive).

**Skills:** Bluff +6, Computer Use +5, Disguise +6, Gather Information +7, Hide +5, Investigate +7, Knowledge (current events) +5, Move Silently +7, Read/Write English, Read/Write Language (any one), Sense Motive +9, Sleight of Hand +5, Speak English, Speak Language (any one).

**Feats:** Attentive, Low Profile, Personal Firearms Proficiency, Simple Weapons Proficiency, Stealthy.

**Possessions:** Walther PPK (.32 autoloader), 50 rounds of .32 caliber ammunition, knife, 35mm camera, cell phone, notebook computer (with cellular modem), tap detector, standard binoculars, various gear and personal possessions.

**Mid-Level Spy (Fast Ordinary 2/Smart Ordinary 2/Charismatic Ordinary 2):** CR 5; Medium-size human; HD 2d8 plus 2d6 plus 2d6; hp 23; Mas 10; Init +1; Spd 30 ft.; Defense 17, touch 17, flat-footed 16 (+1 Dex, +6 class); BAB +3; Grap +2; Atk +2 melee (1d3–1 nonlethal, unarmed strike) or +2 melee (1d4–1/19–20, knife); Full Atk +2 melee (1d3–1 nonlethal, unarmed strike) or +2 melee (1d4–1/19–20, knife) or +4 ranged (2d4, Walther PPK); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +2, Ref +5, Will +5; AP 0; Rep +0; Str 8, Dex 12, Con 10, Int 13, Wis 16, Cha 14.

**Occupation:** Investigative (bonus class skills: Gather Information, Sense Motive).

**Skills:** Bluff +10, Computer Use +5, Disguise +10, Gather Information +9, Hide +8, Investigate +11, Knowledge (current events) +6, Move Silently +9, Read/Write English, Read/Write Language (any one), Research +5, Sense Motive +11, Sleight of Hand +6, Speak English, Speak Language (any one).

**Feats:** Attentive, Deceptive, Low Profile, Personal Firearms Proficiency, Simple Weapons Proficiency, Stealthy.

**Possessions:** Walther PPK (.32 autoloader), 50 rounds of .32 caliber ammunition, knife, 35mm camera, cell phone, notebook computer (with cellular modem), portable video camera, tap detector, standard binoculars, various gear and personal possessions.

**High-Level Spy (Fast Ordinary 3/Smart Ordinary 3/Charismatic Ordinary 3):** CR 8; Medium-size human; HD 3d8 plus 3d6 plus 3d6; hp 34; Mas 10; Init +1; Spd 30 ft.; Defense 17, touch 17, flat-footed 16 (+1 Dex, +6 class); BAB +4; Grap +3; Atk +3 melee (1d3–1 nonlethal, unarmed strike) or +3 melee (1d4–1/19–20, knife); Full Atk +3 melee (1d3–1 nonlethal, unarmed strike) or +3 melee (1d4–1/19–20, knife) or +5 ranged (2d4, Walther PPK); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +4, Ref +6, Will +7; AP 0; Rep +1; Str 8, Dex 12, Con 10, Int 14, Wis 16, Cha 14.

**Occupation:** Investigative (bonus class skills: Gather Information, Sense Motive).

**Skills:** Bluff +13, Computer Use +6, Diplomacy +8, Disguise +10, Gather Information +15, Hide +10, Investigate +12, Knowledge (behavioral sciences) +7, Knowledge (current events) +8, Move Silently +9, Read/Write English, Read/Write Language (any two), Research +6, Sense Motive +13, Sleight of Hand +7, Speak English, Speak Language (any two).



**Feats:** Attentive, Deceptive, Low Profile, Personal Firearms Proficiency, Simple Weapons Proficiency, Stealthy, Trustworthy.

**Possessions:** Walther PPK (.32 autoloader), 50 rounds of .32 caliber ammunition, knife, digital camera, cell phone, notebook computer (with cellular modem), portable video camera, tap detector, standard binoculars, various gear and personal possessions.

## SWAT TEAM MEMBER

SWAT team members are police officers who receive additional training, including squad tactics, automatic weapons fire, and armor use. Low-level SWAT Team members are recently trained and probably on their first or second mission. Mid-level SWAT team members include squad commanders and elite team members. High-level SWAT team members are the cream-of-the-crop, representing SWAT commanders and individuals sent into the most difficult and dangerous situations. SWAT team members have additional equipment, depending on the situation, including bolt cutters, demolitions kits, and night vision goggles.

**Low-Level SWAT Member (Fast Ordinary 1/Tough Ordinary 1):** CR 1; Medium-size human; HD 1d8+2 plus 1d10+2; hp 14; Mas 14; Init +2; Spd 25 ft.; Defense 22, touch 16, flat-footed 20 (+2 Dex, +4 class, +6 tactical vest); BAB +0; Grap +1; Atk +2 melee (1d3+1 nonlethal, unarmed strike) or +2 melee (1d6+1, rifle butt) or +3 ranged (2d6, HK MP5); Full Atk +2 melee (1d3+1 nonlethal, unarmed strike) or +2 melee (1d6+1, rifle butt), or +3 ranged (2d6, HK MP5) or +2 ranged (special, tear gas grenade); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +3, Ref +3, Will +1; AP 0; Rep +0; Str 13, Dex 15, Con 14, Int 8, Wis 12, Cha 10.

**Occupation:** Law enforcement (bonus class skills: Intimidate, Knowledge [tactics]).

**Skills:** Intimidate +3, Knowledge (streetwise) +3, Knowledge (tactics) +3, Move Silently +4, Profession +3, Read/Write English, Speak English, Spot +2.

**Feats:** Armor Proficiency (light, medium), Personal Firearms Proficiency, Simple Weapons Proficiency.

**Possessions:** HK MP5 (9mm submachine gun), 100 rounds of 9mm ammunition, tactical vest, 3 tear gas grenades, various gear and personal possessions.

*\*Includes armor penalty for tactical vest.*

**Mid-Level SWAT Member (Fast Ordinary 3/Tough Ordinary 3):** CR 5; Medium-size human; HD 3d8+6 plus 3d10+6; hp 42; Mas 15; Init +2; Spd 20 ft.\*; Defense 25, touch 18, flat-footed 23 (+2 Dex, +6 class, +7 special response vest); BAB +4; Grap +5; Atk +5 melee (1d3+1 nonlethal, unarmed strike) or +5 melee (1d6+1, rifle butt); Full Atk +5 melee (1d3+1 nonlethal, unarmed strike) or +5 melee (1d6+1, rifle butt) or +7 ranged (2d6, HK MP5) or +6 ranged (special, tear gas grenade); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +5, Ref +5, Will +3; AP 0; Rep +2; Str 13, Dex 15, Con 15, Int 8, Wis 12, Cha 10.

**Occupation:** Law enforcement (bonus class skills: Intimidate, Knowledge [tactics]).

**Skills:** Intimidate +6, Knowledge (streetwise) +4, Knowledge (tactics) +5, Move Silently +1\*, Profession +5, Read/Write English, Speak English, Spot +3.

**Feats:** Armor Proficiency (light, medium, heavy), Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency.

**Possessions:** HK MP5 (9mm submachine gun), 100 rounds of 9mm ammunition, special response vest, 3 tear gas grenades, various gear and personal possessions.

*\*Includes armor penalty for special response vest.*

**High-Level SWAT Member (Fast Ordinary 5/Tough Ordinary 5):** CR 9; Medium-size human; HD 5d8+10 plus 5d10+10; hp 60; Mas 15; Init +2; Spd 20 ft.\*; Defense 29, touch 20, flat-footed 27 (+2 Dex, +8 class, +9 forced entry unit); BAB +6; Grap +8; Atk +8 melee (1d3+1 nonlethal, unarmed strike) or +8 melee (1d6+2, rifle butt); Full Atk +8/+3 melee (1d3+1 nonlethal, unarmed strike) or +8/+3 melee (1d6+2, rifle butt) or +9/+4 ranged (2d6, HK MP5) or +8/+3 ranged (special, tear gas grenade); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +6, Ref +6, Will +3; AP 0; Rep +2; Str 14, Dex 15, Con 15, Int 8, Wis 12, Cha 10.

**Occupation:** Law enforcement (bonus class skills: Intimidate, Knowledge [tactics]).

**Skills:** Intimidate +9, Knowledge (streetwise) +6, Knowledge (tactics) +8, Move Silently +1\*, Profession +6, Read/Write English, Speak English, Spot +4.

**Feats:** Advanced Firearms Proficiency, Armor Proficiency (light, medium, heavy), Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency.

**Possessions:** HK MP5 (9mm submachine gun), 100 rounds of 9mm ammunition, forced entry unit, 3 tear gas grenades, various gear and personal possessions.

*\*Includes armor penalty for forced entry unit.*

## UNDERCOVER COP

Undercover cops are police officers who use deceit to infiltrate criminal organizations to gather enough evidence to bring them to justice. They focus on maintaining a low, but believable cover. Low-level undercover cops work the streets, busting prostitutes, drug dealers, and gangs. Mid-level undercover cops focus on higher-level drug distributors, prostitution rings, and arms dealers. High-level undercover cops worm their way into the most dangerous of groups—major drug cartels, seriously corrupted corporations, and the like. Undercover cops can try to go armed and wear undercover vests, but they may forgo their weapons and armor if it would draw attention to their cover.

**Low-Level Undercover Cop (Tough Ordinary 1/Charismatic Ordinary 1):** CR 1; Medium-size human; HD 1d10+2 plus 1d6+2; hp 13; Mas 15; Init +1; Spd 30 ft.; Defense 12, touch 12, flat-footed 11 (+1 Dex, +1 class); BAB +0; Grap +1; Atk +1 melee (1d3+1 nonlethal, unarmed strike) or +1 melee (1d4+1, pistol whip); Full Atk +1 melee (1d3+1 nonlethal, unarmed strike) or +1 melee (1d4+1, pistol whip) or +1 ranged (2d6, Ruger Service-Six), or +1 ranged (2d4, Pathfinder); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +4, Ref +2, Will -1; AP 0; Rep +0; Str 12, Dex 13, Con 15, Int 10, Wis 8, Cha 14.



**Occupation:** Law enforcement (bonus class skills: Diplomacy, Intimidate).

**Skills:** Bluff +6, Diplomacy +7, Disguise +5, Forgery +1, Gather Information +4, Intimidate +5, Knowledge (business) +2, Knowledge (streetwise) +2, Read/Write English, Speak English.

**Feats:** Deceptive, Low Profile, Personal Firearms Proficiency, Simple Weapons Proficiency.

**Possessions:** Ruger Service-Six (.38S revolver with concealed carry holster), 50 rounds of .38 special ammunition, Pathfinder (.22 revolver with concealed carry holster), 50 rounds of .22 caliber ammunition, fake ID, various gear and personal possessions.

**Mid-Level Undercover Cop (Tough Ordinary 3/Charismatic Ordinary 3):** CR 5; Medium-size human; HD 3d10+6 plus 3d6+6; hp 39; Mas 15; Init +1; Spd 30 ft.; Defense 16, touch 14, flat-footed 15 (+1 Dex, +3 class, +2 light undercover shirt); BAB +3; Grap +4; Atk +4 melee (1d3+1 nonlethal, unarmed strike) or +4 melee (1d4+1/19–20, knife); Full Atk +4 melee (1d3+1 nonlethal, unarmed strike) or +4 melee (1d4+1, pistol whip) or +4 ranged (2d6, Ruger Service-Six) or +4 ranged (2d4, Pathfinder); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +6, Ref +4, Will +1; AP 0; Rep +0; Str 12, Dex 13, Con 15, Int 10, Wis 8, Cha 15.

**Occupation:** Law enforcement (bonus class skills: Diplomacy, Intimidate).

**Skills:** Bluff +14, Diplomacy +7, Disguise +5, Forgery +3, Gather Information +7, Intimidate +6, Knowledge (business) +4, Knowledge (streetwise) +4, Read/Write English, Speak English.

**Feats:** Armor Proficiency (light), Deceptive, Low Profile, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency.

**Possessions:** Ruger Service-Six (.38S revolver with concealed carry holster), 50 rounds of .38 special ammunition, Pathfinder (.22 revolver with concealed carry holster), 50 rounds of .22 caliber ammunition, fake ID, various gear and personal possessions.

**High-Level Undercover Cop (Tough Ordinary 5/Charismatic Ordinary 5):** CR 9; Medium-size human; HD 5d10+10 plus 5d6+10; hp 65; Mas 15; Init +1; Spd 30 ft.; Defense 19, touch 17, flat-footed 17 (+2 Dex, +5 class, +2 light undercover shirt); BAB +5; Grap +6; Atk +6 melee (1d3+1 nonlethal, unarmed strike) or +6 melee (1d4+1, pistol whip); Full Atk +6 melee (1d3+1 nonlethal, unarmed strike) or +6 melee (1d4+1, pistol whip) or +7 ranged (2d6, Ruger Service-Six) or +7 ranged (2d4, Pathfinder); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +8, Ref +6, Will +1; AP 0; Rep +1; Str 12, Dex 14, Con 15, Int 10, Wis 8, Cha 15.

**Occupation:** Law enforcement (bonus class skills: Diplomacy, Intimidate).

**Skills:** Bluff +14, Diplomacy +10, Disguise +5, Forgery +5, Gather Information +9, Intimidate +9, Investigate +4, Knowledge (business) +7, Knowledge (streetwise) +7, Read/Write English, Speak English.

**Feats:** Armor Proficiency (light), Attentive, Deceptive, Low Profile, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency.

**Possessions:** Ruger Service-Six (.38S revolver with concealed carry holster), 50 rounds of .38 special ammunition, Pathfinder (.22 revolver with concealed carry holster), 50 rounds of .22 caliber ammunition, fake ID, various gear and personal possessions.

## UNIVERSITY SCIENTIST

Universities with extensive science programs do a great deal of research funded by the government and private grants. Students and faculty of the science departments conduct this research with a varying degree of secrecy depending on the sensitivity of the research. Most projects are fairly innocuous, though, and may even be rather inane, at that.

Low-level university scientists are often graduate students or assistants to more experienced researchers. Mid-level types are just shy of achieving their tenure, while high-level types have reached tenure and have often received a government grant of some kind as well.

**Low-Level University Scientist (Smart Ordinary 2):** CR 1; Medium-size human; HD 2d6+2; hp 9; Mas 13; Init –1; Spd 30 ft.; Defense 10, touch 10, flat-footed 10 (–1 Dex, +1 class); BAB +1; Grap +1; Atk +1 melee (1d3 nonlethal, unarmed strike); Full Atk +1 melee (1d3 nonlethal, unarmed strike) or +0 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +1, Ref –1, Will +4; AP 0; Rep +1; Str 10, Dex 8, Con 13, Int 15, Wis 14, Cha 12.

**Occupation:** Academic (bonus class skills: Knowledge [physical sciences], Knowledge [technology], Research).

**Skills:** Computer Use +7, Craft (chemical) +6, Craft (pharmaceutical) +6, Knowledge (arcane lore) +7, Knowledge (behavioral sciences) +9, Knowledge (current events) +7, Knowledge (earth and life sciences) +9, Knowledge (physical sciences) +10, Knowledge (technology) +10, Profession +6, Read/Write English, Read/Write Language (any two), Research +7, Speak English, Speak Language (any two).

**Feats:** Educated (Knowledge [behavioral sciences], Knowledge [earth and life sciences], Knowledge [physical sciences], and Knowledge [technology]), Simple Weapons Proficiency.

**Possessions:** Lab coat, casual clothes, desktop computer (with broadband modem), various gear and personal possessions.

**Mid-Level University Scientist (Smart Ordinary 6):** CR 5; Medium-size human; HD 6d6+6; hp 27; Mas 13; Init –1; Spd 30 ft.; Defense 11, touch 11, flat-footed 11 (–1 Dex, +2 class); BAB +3; Grap +3; Atk +3 melee (1d3 nonlethal, unarmed strike); Full Atk +3 melee (1d3 nonlethal, unarmed strike) or +2 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +3, Ref +1, Will +5; AP 0; Rep +2; Str 10, Dex 8, Con 13, Int 16, Wis 14, Cha 12.

**Occupation:** Academic (bonus class skills: Knowledge [physical sciences], Knowledge [technology], Research).

**Skills:** Computer Use +11, Craft (chemical) +13, Craft (pharmaceutical) +13, Knowledge (arcane lore) +13, Knowledge (behavioral sciences) +13, Knowledge (current events) +11, Knowledge (earth and life sciences) +13, Knowledge (physical sciences) +14, Knowledge (technology) +14, Knowledge

(theology and philosophy) +11, Profession +11, Read/Write English, Read/Write Language (any three), Research +12, Speak English, Speak Language (any three).

**Feats:** Builder (Craft [chemical] and Craft [pharmaceutical]), Educated (Knowledge [arcane lore], Knowledge [behavioral sciences], Knowledge [earth and life sciences], Knowledge [physical sciences], Knowledge [technology], and Knowledge [theology and philosophy]), Simple Weapons Proficiency.

**Possessions:** Lab coat, casual clothes, desktop computer (with broadband modem), various gear and personal possessions.

**High-Level University Scientist (Smart Ordinary 10):** CR 9; Medium-size human; HD 10d6+10; hp 45; Mas 13; Init -1; Spd 30 ft.; Defense 12, touch 12, flat-footed 12 (-1 Dex, +3 class); BAB +5; Grap +5; Atk +5 melee (1d3 nonlethal, unarmed strike); Full Atk +5 melee (1d3 nonlethal, unarmed strike) or +4 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +4, Ref +2, Will +7; AP 0; Rep +4; Str 10, Dex 8, Con 13, Int 17, Wis 14, Cha 12.

**Occupation:** Academic (bonus class skills: Knowledge [physical sciences], Knowledge [technology], Research).

**Skills:** Computer Use +15, Craft (chemical) +17, Craft (pharmaceutical) +17, Knowledge (arcane lore) +17, Knowledge (behavioral sciences) +18, Knowledge (current events) +15, Knowledge (earth and life sciences) +18, Knowledge (physical sciences) +19, Knowledge (technology) +18, Knowledge (theology and philosophy) +13, Profession +15, Read/Write English, Read/Write Language (any three), Research +16, Speak English, Speak Language (any three).

**Feats:** Builder (Craft [chemical] and Craft [pharmaceutical]), Educated (Knowledge [arcane lore], Knowledge [behavioral sciences], Knowledge [earth and life sciences], Knowledge [physical sciences], Knowledge [technology], and Knowledge [theology and philosophy]), Simple Weapons Proficiency.

**Possessions:** Lab coat, casual clothes, desktop computer (with broadband modem), various gear and personal possessions.

## VATICAN INVESTIGATOR

Although they don't widely advertise the fact, the Catholic Church maintains a small corps of priests, headquartered in Vatican City, whose job is to investigate events around the world that might have religious significance. These priests have been dispatched to investigate sightings of angels, cases of demonic possession, and the appearance of stigmata. In each case, they compare the accounts and evidence to previously gathered information to determine whether or not the phenomenon in question matches confirmed events—or just the results of overactive imaginations or schizophrenia.

A low-level Vatican investigator is a recently ordained priest who has been recruited directly into the investigative branch. A mid-level Vatican investigator has a bit more experience in the field and may have witnessed some truly miraculous phenomena for which there seemed to be no explanation. A high-level investigator has seen plenty of unexplained phenomena and may have actually conducted an exorcism or two.

**Low-Level Vatican Investigator (Dedicated Ordinary 2):** CR 1; Medium-size human; HD 2d6+2; hp 9; Mas 12; Init +0; Spd 30 ft.; Defense 12, touch 12, flat-footed 12 (+0 Dex, +2 class); BAB +1; Grap +0; Atk +0 melee (1d3-1 nonlethal, unarmed strike); Full Atk +0 melee (1d3-1 nonlethal, unarmed strike) or +1 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +3, Ref +0, Will +4; AP 0; Rep +1; Str 8, Dex 10, Con 12, Int 13, Wis 15, Cha 14.

**Occupation:** Investigative (bonus class skills: Gather Information, Research).

**Skills:** Gather Information +7, Investigate +8, Knowledge (arcane lore) +8, Knowledge (history) +2, Knowledge (theology and philosophy) +8, Read/Write English, Read/Write Latin, Research +6, Sense Motive +6, Speak English, Speak Latin.

**Feats:** Attentive, Educated (Knowledge [arcane lore] and Knowledge [theology and philosophy]), Personal Firearms Proficiency, Simple Weapons Proficiency.



**Possessions:** Holy symbol, notebook computer (with cellular modem), cell phone, various personal possessions.

**Mid-Level Vatican Investigator (Dedicated Ordinary 6):** CR 5; Medium-size human; HD 6d6+6; hp 27; Mas 12; Init +0; Spd 30 ft.; Defense 13, touch 13, flat-footed 13 (+0 Dex, +3 class); BAB +4; Grap +3; Atk +3 melee (1d3–1 nonlethal, unarmed strike); Full Atk +3 melee (1d3–1 nonlethal, unarmed strike) or +4 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +4, Ref +2, Will +8; AP 0; Rep +2; Str 8, Dex 10, Con 12, Int 13, Wis 16, Cha 14.

**Occupation:** Investigative (bonus class skills: Gather Information, Research).

**Skills:** Diplomacy +6, Gather Information +13, Investigate +12, Knowledge (arcane lore) +11, Knowledge (history) +3, Knowledge (theology and philosophy) +12, Read/Write English, Read/Write Latin, Research +10, Sense Motive +9, Speak English, Speak Latin.

**Feats:** Attentive, Educated (Knowledge [arcane lore] and Knowledge [theology and philosophy]), Iron Will, Personal Firearms Proficiency, Simple Weapons Proficiency, Trustworthy.

**Possessions:** Holy symbol, notebook computer (with cellular modem), cell phone, various personal possessions.

**High-Level Vatican Investigator (Dedicated Ordinary 10):** CR 9; Medium-size human; HD 10d6+10; hp 45; Mas 12; Init +0; Spd 30 ft.; Defense 15, touch 15, flat-footed 15 (+0 Dex, +5 class); BAB +7; Grap +6; Atk +6 melee (1d3–1 nonlethal, unarmed strike); Full Atk +6/+1 melee (1d3–1 nonlethal, unarmed strike) or +7/+2 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +6, Ref +3, Will +10; AP 0; Rep +4; Str 8, Dex 10, Con 12, Int 13, Wis 16, Cha 15.

**Occupation:** Investigative (bonus class skills: Gather Information, Research).

**Skills:** Diplomacy +7, Gather Information +17, Investigate +16, Knowledge (arcane lore) +16, Knowledge (history) +5, Knowledge (theology and philosophy) +16, Read/Write English, Read/Write Latin, Research +14, Sense Motive +9, Speak English, Speak Latin.

**Feats:** Attentive, Educated (Knowledge [arcane lore] and Knowledge [theology and philosophy]), Iron Will, Personal Firearms Proficiency, Simple Weapons Proficiency, Trustworthy, Windfall.

**Possessions:** Holy symbol, notebook computer (with cellular modem), cell phone, various personal possessions.

## WILDERNESS TRACKER

Wilderness trackers are human bloodhounds that can track man or beast through difficult and wild terrain. Low-level wilderness trackers include volunteer search-and-rescue crews, along with amateur hunters. Mid-level wilderness trackers are professional hunters or elite search-and-rescue members. High-level wilderness trackers tackle the world's most difficult landscapes and often seek extremely elusive prey. Wilderness trackers are usually armed, in case they run into a dangerous beast—they rarely, if ever wear armor.

**Low-Level Wilderness Tracker (Fast Ordinary 1/Dedicated Ordinary 1):** CR 1; Medium-size human; HD 1d8 plus 1d6; hp 8; Mas 10; Init +2; Spd 30 ft.; Defense 16, touch 16, flat-footed 14 (+2 Dex, +4 class); BAB +0; Grap +1; Atk +1 melee (1d3+1 nonlethal, unarmed strike) or +2 ranged (2d10, Winchester 94); Full Atk +1 melee (1d3+1 nonlethal, unarmed strike) or +2 ranged (2d10, Winchester 94); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +1, Ref +3, Will +3; AP 0; Rep +1; Str 13, Dex 15, Con 10, Int 12, Wis 14, Cha 8.

**Occupation:** Adventurer (bonus class skills: Spot, Survival).

**Skills:** Hide +4, Knowledge (behavioral sciences) +3, Knowledge (tactics) +3, Listen +6, Move Silently +5, Navigate +5, Profession +4, Read/Write English, Speak English, Spot +7, Survival +9.

**Feats:** Guide, Personal Firearms Proficiency, Simple Weapons Proficiency, Track.

**Possessions:** Winchester 94 (.444 hunting rifle), compass, backpack, standard binoculars, 2-person dome tent, trail rations, standard flashlight, chemical light sticks, various gear and personal possessions.

**Mid-Level Wilderness Tracker (Fast Ordinary 3/Dedicated Ordinary 3):** CR 5; Medium-size human; HD 3d8 plus 3d6; hp 24; Mas 10; Init +2; Spd 30 ft.; Defense 18, touch 18, flat-footed 16 (+2 Dex, +6 class); BAB +4; Grap +5; Atk +5 melee (1d3+1 nonlethal, unarmed strike) or +6 ranged (2d10, Winchester 94); Full Atk +5 melee (1d3+1 nonlethal, unarmed strike) or +6 ranged (2d10, Winchester); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +3, Ref +5, Will +5; AP 0; Rep +2; Str 13, Dex 15, Con 10, Int 12, Wis 15, Cha 8.

**Occupation:** Adventurer (bonus class skills: Spot, Survival).

**Skills:** Hide +6, Knowledge (behavioral sciences) +6, Knowledge (tactics) +6, Listen +9, Move Silently +8, Navigate +7, Profession +5, Read/Write English, Speak English, Spot +12, Survival +13.

**Feats:** Alertness, Endurance, Guide, Personal Firearms Proficiency, Simple Weapons Proficiency, Track.

**Possessions:** Winchester 94 (.444 hunting rifle), compass, backpack, standard binoculars, 2-person dome tent, trail rations, standard flashlight, chemical light sticks, various gear and personal possessions.

**High-Level Wilderness Tracker (Fast Ordinary 5/Dedicated Ordinary 5):** CR 9; Medium-size human; HD 5d8 plus 5d6; hp 40; Mas 10; Init +3; Spd 30 ft.; Defense 21, touch 21, flat-footed 18 (+3 Dex, +8 class); BAB +6; Grap +7; Atk +7 melee (1d3+1 nonlethal, unarmed strike) or ranged +9 (2d10, Winchester 94); Full Atk +7/+2 melee (1d3+1 nonlethal, unarmed strike) or +9/+4 ranged (2d10, Winchester 94); FS 5 ft. by 5 ft.; Reach 5 ft.; AL any; SV Fort +4, Ref +7, Will +6; AP 0; Rep +3; Str 13, Dex 16, Con 10, Int 12, Wis 15, Cha 8.

**Occupation:** Adventurer (bonus class skills: Spot, Survival).

**Skills:** Hide +12, Knowledge (behavioral sciences) +9, Knowledge (tactics) +9, Listen +12, Move Silently +13, Navigate +9, Profession +6, Read/Write English, Speak English, Spot +15, Survival +15.

**Feats:** Alertness, Endurance, Guide, Personal Firearms Proficiency, Simple Weapons Proficiency, Stealthy, Track.

**Possessions:** Winchester 94 (.444 hunting rifle), compass, backpack, standard binoculars, 2-person dome tent, trail rations, standard flashlight, chemical light sticks, various gear and personal possessions.

## HEROIC GM CHARACTERS

Not every person a character meets is an ordinary character. GMs can use the following heroic supporting characters and the groups that they belong to in their own campaigns however they wish. Some suggestions have been provided to help work them into existing or upcoming plots, though GMs can easily pick out one or two of the characters below and introduce them singly instead of as part of their affiliated group and then later bring the rest of the group into play.

### The 25th Freedom Corps

The 25th Freedom Corps is a militia group that former marine sergeant Derek Osterman created in the mid-1990s, when he grew increasingly angry at the way America was changing. Purchasing several hundred acres of land in a rural area, Osterman recruited many of his friends to join his militia so that they could all prepare for the “approaching conflict” with the fascist elements that he believes have infiltrated and degraded the country he loves.

The members of the corps are made up of regular people with a penchant for guns, survivalist attitudes, and a disdain for the federal government. They train constantly in squad tactics, survival techniques, and guerilla warfare. Their activities have recently brought them to the attention of the government that they despise so much. The government monitors to see whether they are purchasing weapons and explosives. In truth, the 25th Freedom Corps is armed to the teeth, although they are careful to keep their most dangerous weapons out of sight, for fear of being harassed by the FBI and the ATF and other Homeland Security officials. They have contacts with other militia groups around the country, and they have made inquiries with black marketeers in other countries to acquire larger and more powerful weapons.

The 25th Freedom Corps have their base in a survivalist enclave that they fiercely protect from interlopers such as federal authorities. The compound is built like a military base and includes a barracks, a water supply, a target range, and a cache of weapons. If attacked, the members of the corps fight back with incredible ferocity—few realize exactly how much firepower they have at their disposal.

Derek Osterman is the founder and self-stylized Commander of the 25th Freedom Corps. He served in the U.S. Marines for many years, but he was dishonorably discharged after assaulting a superior officer. He drifted for a few years before purchasing a plot of land and establishing a camp that taught survival skills to the locals. After witnessing the attack on the Branch Davidians in Waco, Texas, Osterman had had enough and switched his focus to training troops for the next civil war that he was sure was approaching.

Derek is a charismatic individual who easily commands loyalty among his troops. He is tough but fair, although he has no respect or patience for anyone that pledges allegiance to the federal government. He does his best to maintain civil relations with the local law enforcement by portraying the image of a patriot.

John MacGonnell is the youngest member of the 25th Freedom Corps. The son of a local farmer, John learned how to shoot a gun almost as soon as he could walk. He spent most of his days out hunting in the fields and pastures around his house, dodging school, and getting into typical teenage trouble. After his father was arrested by the ATF for weapons trafficking, John took the message of the 25th Freedom Corps more to heart. He moved onto the compound full time and spends most of his days helping out around the base and honing his talent for sharp-shooting.

Scott Henry is the heavy weapons specialist of the 25th Freedom Corps. After serving in the Gulf War, Henry moved back to his hometown and tried to get back into normal life. However, adjusting to his previous life proved difficult, and he soon found himself in trouble with the law when he kept getting into fights. Osterman contacted Henry to see whether the weapons specialist could help establish the corps, and the leader drew on Henry’s knowledge of heavy weapons, explosives, and tactics. Henry found the companionship and mindset that he was craving in the corps and quickly became one of its most dedicated members. He helps to train the members of the corps in heavy weapons and tactics, as well as shows members ways to blow up buildings, bridges, and other structures.

Winston Clay is the 25th Freedom Corps’ primary scout and guerilla fighter. Previously a big game hunter and wilderness tracker, Clay was drawn to the corps after being contacted by a friend who had found the thrilling and dangerous lifestyle intoxicating. Winston was already disenchanted with the way that the country was heading and became one of the most ardent speakers on the goals and ideology that the corps espouses.

### Using the 25th Freedom Corps

The 25th Freedom Corps may be a great place for some clue to turn up that is relevant the heroes’ current adventures, or the corps may end up being a major source of problems for the heroes. Either way, the people in the corps are rather hard to talk to given their suspicions of the government, so it should be a challenge to deal with them.

**Derek Osterman (Dedicated Hero 2/Smart Hero 2/Charismatic Hero 3):** CR 7; Medium-size human; HD 2d6+2 plus 2d6+2 plus 2d6+2; hp 30; Mas 12; Init +1; Spd 25 ft.; Defense 20, touch 15, flat-footed 19 (+1 Dex, +4 class, +5 light-duty vest); BAB +3; Grap +4; Atk +4 melee (1d4+1, unarmed strike) or +4 melee (1d6+1, rifle butt); Full Atk +4 melee (1d4+1, unarmed strike) or +4 melee (1d6+1, rifle butt) or +4 ranged (2d6, Beretta 92F) or +5 (2d8, M4 carbine); FS 5 ft. by 5 ft.; Reach 5 ft.; AL 25th Freedom Corps; SV Fort +5, Ref +3, Will +7; AP 3; Rep +4; Str 12, Dex 13, Con 12, Int 15, Wis 15, Cha 16.



**Occupation:** Military (bonus class skills: Demolitions, Knowledge [tactics]).

**Skills:** Demolitions +13, Diplomacy +8, Disable Device +8, Hide +3, Intimidate +9, Knowledge (civics) +6, Knowledge (history) +6, Knowledge (tactics) +13, Listen +7, Move Silently -1\*, Navigate +7, Pilot +6, Profession +5, Read/Write English, Read/Write Spanish, Speak English, Speak Spanish, Spot +7, Survival +7.

**Feats:** Advanced Firearms Proficiency, Armor Proficiency (light, medium), Burst Fire, Combat Martial Arts, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency, Weapon Focus (M4 Carbine).

**Talents (Dedicated Hero):** Skill Emphasis (Demolitions).

**Talents (Smart Hero):** Savant (Knowledge [tactics]).

**Talents (Charismatic Hero):** Coordinate, inspiration.

**Possessions:** M4 Carbine (5.56mm assault rifle) with laser sight, 100 rounds of 5.56mm ammunition, 92F Beretta (9mm autoloader), 50 rounds of 9mm ammunition, light-duty vest, backpack, rangefinding binoculars, compass, standard flashlight, hip holster, mesh vest, ghillie suit, fatigues.

*\*Includes armor penalty for light-duty vest.*

Derek Osterman is 6 feet 3 inches tall and weighs 200 pounds. He wears his blonde hair in a military buzz, which frames his steely blue eyes. He boasts a scar that extends from his neck to his left cheek—a trophy that he acquired during his career in the military.

**John MacGonnell (Fast Hero 6):** CR 6; Medium-size human; HD 6d8+6; hp 38; Mas 12; Init +3; Spd 35 ft.; Defense 19, touch 19, flat-footed 16 (+3 Dex, +6 class); BAB +4; Grap +4; Atk +4 melee (1d3 nonlethal, unarmed strike); Full Atk +4 melee (1d3 nonlethal, unarmed strike) or +8 ranged (Remington 700, 2d10) or +7 ranged (Beretta 92F, 2d6); FS 5 ft. by 5 ft.; Reach 5 ft.; AL 25th Freedom Corps; SV Fort +3, Ref +6, Will +4; AP 3; Rep +2; Str 11, Dex 17, Con 12, Int 10, Wis 15, Cha 10.

**Occupation:** Rural (bonus class skills: Climb, Survival).

**Skills:** Balance +4, Climb +9, Hide +15, Move Silently +15, Read/Write English, Search +2, Speak English, Spot +4, Survival +11.

**Feats:** Advanced Firearms Proficiency, Dead Aim, Far Shot, Personal Firearms Proficiency, Point Blank Shot, Precise Shot, Simple Weapons Proficiency, Stealthy, Weapon Focus (Remington 700).

**Talents (Fast Hero):** Evasion, increased speed, uncanny dodge 1.

**Possessions:** Remington 700 (7.62mm hunting rifle) with standard scope, 100 rounds of 7.62mm ammunition, Beretta 92F (9mm autoloader), 50 rounds of 9mm ammunition, ghillie suit, fatigues, mesh vest, rangefinding binoculars, trail rations, professional walkie-talkie.

John is a tall, lean man with short-cropped hair. He speaks with a distinct drawl and is suspicious of most people that he does not know. If the corps is attacked, John tries to find a high point that gives him the best shots.



**Scott Henry (Strong Hero 2/Tough Hero 4):** CR 6; Medium-size human; HD 2d8+4 plus 4d10+8; hp 53; Mas 15; Init +2; Spd 30 ft.; Defense 17, touch 17, flat-footed 15 (+2 Dex, +5 class); BAB +5; Grap +8; Atk +8 melee (1d4+3, unarmed strike) or +8 melee (1d6+3/19–20, metal baton); Full Atk +8 melee (1d4+3, unarmed strike) or +8 melee (1d6+3/19–20, metal baton) or +8 ranged (2d8, M60) or +7 ranged (varies, M79) or +7 ranged (4d6, fragmentation grenade); FS 5 ft. by 5 ft.; Reach 5 ft.; AL 25th Freedom Corps; SV Fort +6, Ref +2, Will +1; AP 3; Rep +1; Str 17, Dex 14, Con 15, Int 9, Wis 11, Cha 13.

**Occupation:** Military (bonus class skills: Drive, Knowledge [tactics]).

**Skills:** Climb +4, Concentration +4, Drive +6, Intimidate +3, Jump +4, Knowledge (current events) +1, Knowledge (tactics) +2, Listen +3, Profession +1, Read/Write English, Speak English, Spot +3, Swim +4.

**Feats:** Advanced Firearms Proficiency, Alertness, Combat Martial Arts, Exotic Firearms Proficiency (heavy machine guns), Exotic Firearms Proficiency (grenade launcher), Personal Firearms Proficiency, Simple Weapons Proficiency, Vehicle Expert, Weapon Focus (M60).

**Talents (Strong Hero):** Extreme effort.

**Talents (Tough Hero):** Fire resistance, robust.

**Possessions:** M-60 (medium machine gun), 200 rounds of 7.62mm ammunition, M79 grenade launcher, 10 40mm fragmentation grenades, 2 fragmentation grenades, fatigues, ghillie suit, range pack, professional walkie-talkie.

Scott Henry is a hulking brute of a man who stands over 6 feet 5 inches tall and is packed with muscles. Like the other members of the corps, Scott wears his hair short and prefers to wear fatigues to regular clothing. He is taciturn, talking only when he has to. In case of an attack, Henry gets into a position where his M60 or grenade launcher can do the most damage.

**Winston Clay (Fast Hero 2/Dedicated Hero 4):** CR 6; Medium-size human; HD 2d8+2 plus 4d6+4; hp 29; Mas 12; Init +2; Spd 30 ft.; Defense 19, touch 19, flat-footed 17 (+2 Dex, +7 class); BAB +4; Grap +5; Atk +5 melee (1d4+1, unarmed strike); Full Atk +5 melee (1d4+1, unarmed strike) and +5 melee (1d6+1/19–20, machete) or +6 ranged (2d8, M16A2) or +6 ranged (2d6, Colt M1911) or +6 ranged (4d6, fragmentation grenade) or +6 ranged (special, smoke grenade); FS 5 ft. by 5 ft.; Reach 5 ft.; AL 25th Freedom Corps; SV Fort +3, Ref +5, Will +5; AP 3; Rep +2; Str 12, Dex 15, Con 12, Int 11, Wis 16, Cha 10.

**Occupation:** Adventurer (bonus class skills: Move Silently, Survival).

**Skills:** Hide +9, Knowledge (earth and life sciences) +2, Knowledge (tactics) +3, Listen +12, Move Silently +7, Navigate +7, Profession +5, Read/Write English, Speak English, Spot +8, Survival +13, Treat Injury +4.

**Feats:** Advanced Firearms Proficiency, Alertness, Archaic Weapon Proficiency, Combat Martial Arts, Guide, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency, Track.

**Talents (Fast Hero):** Evasion.

**Talents (Dedicated Hero):** Skill emphasis (Survival), aware.

**Possessions:** M16A2 (5.56mm assault rifle), 50 rounds of 5.56mm ammunition, Colt M1911 (.45 autoloader), 50 rounds of .45 caliber ammunition, 3 fragmentation grenades, 2 smoke grenades, machete, ghillie suit, fatigues, backpack, binoculars, compass, standard flashlight, GPS receiver, mesh vest, portable stove, trail rations, professional walkie-talkie.

Winston is a tall, lean man with leathery skin from spending most of his time in the wilderness. Despite his lonely occupation, Winston is a gregarious person who talks a great deal, and his topic of choice usually focuses on the state of the nation and the decline of western civilization. He has dark hair and deep brown eyes that quickly take in the situation around him, and he stands about 6 feet tall.

## Barret's Crew

Some common criminals rob banks and hold up liquor stores. Then there is Barret's Crew, which is a highly trained, highly motivated, and highly paid group of criminals that tackle the toughest of targets—international jewelry cartels, corporate headquarters, and prestigious museums with up-to-the-second security systems. While they can and do perform jobs for the highest bidder, they usually choose their own schemes. Each aspect of a job is meticulously investigated and planned out, and it sometimes takes months of work before the actual heist begins.

Each member of Barret's crew has their unique specialty, which makes the group a well-oiled machine of efficiency and style. The leader is Bertrand Barret, a professional criminal who has committed some of the most spectacular thefts in recent ages. He is well known among other criminals, but he prefers to keep a low profile when in public.

The crew has a variety of gear and weapons, depending on the job at hand. Some jobs require finesse and subtlety, while others focus on brute force and heavy weapons. The gear that each of the members has is their "standard" equipment—feel free to change this list to correspond to the crime they are involved in at the time.

Bertrand Barret is the founder and undisputed leader of the crew that bears his name. He is a career criminal who started out large by taking on banks. Over time, his skills, abilities, and reputation expanded, and he found himself being asked to help out with other criminal groups to pull off heists, robberies, and various scams. After a stint in prison for being set up by a former comrade, Bertrand decided to go it alone. He gathered several talented individuals with whom he'd worked in the past, or he sought out some for their expertise in fields that he required, and slowly created a perfect blend of criminals.

Bertrand does his best to blend into a situation and is the most well-rounded member of the crew. He masterminds every job, although he's usually planning several months or years in advance. Disdainful of petty crime, Bertrand focuses his efforts on the toughest of targets, such as military installations, museums, private homes with state-of-the-art security, and the like. Although he has made (and spent) several fortunes during the course of his career, Bertrand is always on the prowl for the most exciting adventures. He has been accused many times of acting like the whole thing is a big game, and he has never admitted to it one way or another.



Bertrand is a connoisseur in many of the finer things in life. He can talk at length about art, poetry, wine, and music.

Slick, smooth, and cultured, Anthony Van Slyke was a hustler working the French Riviera when Bertrand Barret discovered him. Actually, Van Slyke pegged Bertrand for an easy “mark,” and Bertrand later asked him to join up with his crew after he determined that he met Barret’s high standards of professionalism. Tired of bilking wealthy widows and young dilettantes from their fortunes, Van Slyke was delighted to get involved with a group that could show him the real money.

Anthony works as the crew’s social engineer—the person who can grease the wheels to allow access to forbidden areas, gain passwords from loose pillow talk, and find out information vital for the crew’s next job. He excels at using his looks and silver tongue and is utterly sure of himself. Despite his manners, Van Slyke is cold, calculating, and more than a bit cruel. He dislikes violence, but he uses it if his other techniques fail. During a job, Van Slyke works the social angle, while the rest of the crew gets inside the target zone.

Sergei Teknikov is Barret’s professional gunman and driver. A master with any sort of firearm, Sergei prefers using rifles for long distance shots, or powerful handguns if he needs to get in close. Sergei was a former soldier in the North Korean army before defecting to the United States, and he found that his skills and talent with a gun could land him work with anyone who could afford his price. He has recently

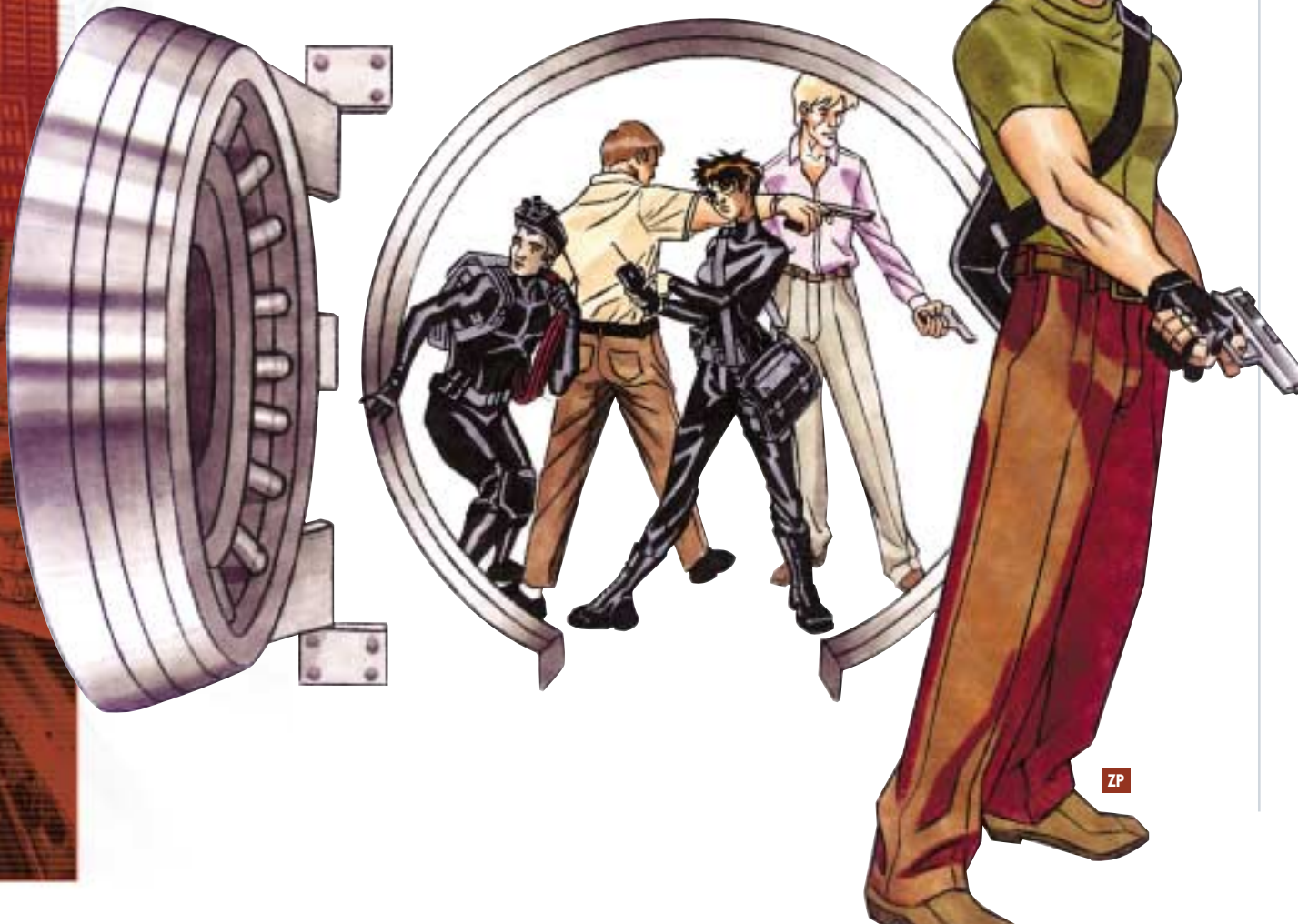
hooked up with Barret’s Crew and is still in the “probationary” stage—Bertrand is still evaluating to make sure that Sergei’s penchant for violence isn’t something to be concerned about.

As the technical specialist for Barret’s Crew, Hamsa Kumar is responsible for all the technological issues that might come up with a job. Before joining the crew, Hamsa was a brilliant electrical engineer, inventor, and software technician who worked for a large corporation targeted by one of Barret’s schemes. Hamsa actually discovered what Barret was up to in the middle of the job, but Bertrand paid her off to keep things quiet. Hamsa made a counter offer, at a substantially higher rate, to actually help Barret in his job. She’s been working with the crew ever since.

Hamsa does all the technical planning for each job, including acquiring equipment, schematics, and weapons that might be necessary. An accomplished chemist and engineer, Hamsa can create what the crew cannot acquire through normal means, sometimes coming up with ingenious, if unusual solutions to certain problems.

Andy Cliff is the break-in expert for Barret’s Crew. Small, slight, and nimble, he is a pro at getting into hard-to-reach places. Andy is usually the first person into a building or scenario so that he can scout it out or do the actual break-in. Andy prefers not to be seen at all and is uncomfortable in most social situations.

Andy Cliff began his work career as a con-tortionist for a small carnival. Barret first





spotted Andy during a performance. Impressed by the skills that Andy showed, Barrett offered a handsome reward to Andy if he would help out with a simple break-in job. Finding that he enjoyed himself immensely, Andy signed on full time with Barrett's Crew.

### Using Barret's Crew

The obvious way to implement Barret's Crew in a game session is to inform the heroes of Bertrand's upcoming heist or have the heroes be in charge of retrieving a stolen object from Barret before he does something with it. Another option includes allowing the heroes to work with the crew briefly as they pursue a common goal, but each team has a different item or piece of information that they want from the experience.

**Bertrand Barret (Smart Hero 4/Dedicated Hero 3/Charismatic Hero 4):** CR 11; Medium-size human; HD 4d6 plus 3d6 plus 4d6; hp 47; Mas 10; Init +0; Spd 30 ft.; Defense 16, touch 14, flat-footed 16 (+0 Dex, +4 class, +2 light undercover shirt); BAB +6; Grap +6; Atk +6 melee (1d3 nonlethal, unarmed strike); Full Atk +6/+1 melee (1d3 nonlethal, unarmed strike) or +6/+1 melee (1d6 nonlethal, sap) or +7/+2 ranged (2d6, Glock 17) or +7/+2 (2d6, HK MP5); FS 5 ft. by 5 ft.; Reach 5 ft.; AL Barret's Crew; SV Fort +5, Ref +4, Will +9; AP 5; Rep +6; Str 11, Dex 10, Con 10, Int 18, Wis 15, Cha 17.

**Occupation:** Criminal (bonus class skills: Forgery, Knowledge [streetwise]).

**Skills:** Bluff +19, Computer Use +8, Diplomacy +15, Disable Device +12, Drive +3, Forgery +14, Gamble +7, Gather Information +14, Intimidate +10, Investigate +12, Knowledge (art) +12, Knowledge (behavioral sciences) +11, Knowledge (business) +10, Knowledge (current events) +10, Knowledge (streetwise) +15, Listen +9, Profession +9, Read/Write English, Read/Write German, Read/Write Japanese, Read/Write Russian, Read/Write Spanish, Research +10, Search +9, Sense Motive +10, Speak English, Speak German, Speak Japanese, Speak Russian, Speak Spanish, Spot +9.

**Feats:** Alertness, Advanced Firearms Proficiency, Armor Proficiency (light), Attentive, Deceptive, Educated (Knowledge [behavioral sciences] and Knowledge [business]), Iron Will, Personal Firearms Proficiency, Point Blank Shot, Precise Shot, Simple Weapons Proficiency, Trustworthy.

**Talents (Smart Hero):** Linguist, plan.

**Talents (Dedicated Hero):** Skill emphasis (Bluff), faith.

**Talents (Charismatic Hero):** Fast-talk, dazzle.

**Possessions:** Glock 17 (9mm autoloader), 50 rounds of 9mm ammunition, HK MP5 (9mm submachine gun), light undercover shirt, sap, formal outfit, cell phone, walkie-talkie, Jaguar XJS (luxury sedan).

Bertrand is smooth and dashing, in an "everyman" sort of way. He stands 5 feet 11 inches tall and weighs 170 pounds. He dresses in fine yet unpretentious clothing, although he is willing to assume any costume or disguise required for a job.

**Anthony Van Slyke (Charismatic Hero 3/Negotiator 7):** CR 10; Medium-size human; HD 3d6-3 plus 7d8-7; hp 33; Mas 9; Init +0; Spd 30 ft.; Defense 13, touch 13, flat-footed 13

(+0 Dex, +3 class); BAB +6; Grap +6; Atk +6 melee (1d3 nonlethal, unarmed strike); Full Atk +6/+1 melee (1d3 nonlethal, unarmed strike) or +6/+1 ranged (2d6, Walther PPK); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ conceal motive, no sweat, react first, talk down several opponents; AL Barret's Crew; SV Fort +5, Ref +4, Will +9; AP 5; Rep +5; Str 11, Dex 10, Con 9, Int 15, Wis 16, Cha 19.

**Occupation:** White collar (bonus class skills: Diplomacy, Knowledge [art]).

**Skills:** Bluff +16, Diplomacy +17, Disguise +10, Forgery +7, Gamble +10, Gather Information +16, Intimidate +11, Knowledge (art) +11, Knowledge (behavioral sciences) +8, Knowledge (business) +10, Knowledge (history) +5, Profession +8, Read/Write English, Read/Write French, Read/Write German, Read/Write Japanese, Read/Write Russian, Read/Write Spanish, Search +7, Sense Motive +15, Speak English, Speak French, Speak German, Speak Japanese, Speak Russian, Speak Spanish.

**Feats:** Attentive, Confident, Deceptive, Educated (Knowledge [art], Knowledge [business]), Meticulous, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency, Trustworthy.

**Talents (Charismatic Hero):** Fast-talk, dazzle.

**Possessions:** Walther PPK (.32 autoloader with concealed carry holster), 50 rounds of .32 caliber ammunition, disguise kit, forgery kit, cell phone, PDA, several fake IDs, Aston-Martin Vanquish (sports coupe).

Anthony stands 6 feet tall, with bleached blonde hair, icy blue eyes, and chiseled features that get notice. Van Slyke wears only the latest fashions and drives fancy sports cars that draw attention.

**Sergei Teknikov (Fast Hero 3/Gunslinger 7):** CR 10; Medium-size human; HD 3d6+3 plus 7d10+7; hp 84; Mas 13; Init +4; Spd 30 ft.; Defense 22, touch 22, flat-footed 18 (+4 Dex, +8 class); BAB +7; Grap +7; Atk +7 melee (1d3 nonlethal, unarmed strike) or +7 melee (1d4, pistol whip); Full Atk +7/+2 melee (1d3 nonlethal, unarmed strike) or +7/+2 melee (1d4, pistol whip) or +12/+7 ranged (2d8, Desert Eagle) or +13/+8 ranged (2d10, HK PSG1); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ close combat shot, defensive position, lightning shot, sharpshooting, weapon focus (HK PSG1); AL Barret's Crew; SV Fort +4, Ref +10, Will +8; AP 5; Rep +3; Str 10, Dex 18, Con 13, Int 11, Wis 16, Cha 10.

**Occupation:** Criminal (bonus class skills: Hide, Move Silently).

**Skills:** Drive +8, Escape Artist +5, Hide +10, Knowledge (current events) +2, Knowledge (streetwise) +5, Listen +4, Move Silently +10, Read/Write English, Read/Write Russian, Search +2, Sleight of Hand +17, Speak English, Speak Russian, Spot +10, Tumble +17.

**Feats:** Advanced Firearms Proficiency, Dead Aim, Double Tap, Far Shot, Personal Firearms Proficiency, Point Blank Shot, Precise Shot, Simple Weapons Proficiency, Skip Shot, Weapon Focus (Desert Eagle).

**Talents (Fast Hero):** Evasion, uncanny dodge.

**Possessions:** HK PSG1 (7.62mm sniper rifle) with electro-optical scope and suppressor, 50 rounds of 7.62 ammunition, Desert Eagle (.50AE autoloader with concealed carry holster



and laser sight), 50 rounds of .50AE caliber ammunition, casual outfit, cell phone, Ford Escape XLT (SUV).

Sergei maintains a cool and stoic presence that belies his talent for killing. To him, theft and violence are merely parts of the business—anyone who gets in the way had it coming. He's not cruel, but he shows no remorse for the lives that he might take during a job. Sergei stands 5 feet 9 inches tall and weighs 150 pounds.

**Hamsa Kumar (Smart Hero 4/Techie 6):** CR 10; Medium-size human; HD 4d6+8 plus 6d8+12; hp 61; Mas 14; Init -1; Spd 30 ft.; Defense 14, touch 14, flat-footed 14 (-1 Dex, +4 class, +1 light undercover shirt); BAB +5; Grap +6; Atk +6 melee (1d3+1 nonlethal, unarmed strike) or +6 melee (1d3 electricity, stun gun); Full Atk +6 melee (1d3+1 nonlethal, unarmed strike) or +6 melee (1d3 electricity, stun gun) or +5 ranged (2d6, Glock 17) or +4 ranged (2d6, Uzi); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ build robot, extreme machine, jury-rig +2, mastercraft; AL Barret's Crew; SV Fort +5, Ref +2, Will +10; AP 5; Rep +4; Str 12, Dex 8, Con 14, Int 19, Wis 16, Cha 10.

**Occupation:** Technician (bonus class skills: Computer Use, Knowledge [technology]; Repair).

**Skills:** Computer Use +20, Craft (electronic) +19, Craft (mechanical) +19, Decipher Script +11, Demolitions +19, Disable Device +19, Forgery +11, Knowledge (earth and life sciences) +17, Knowledge (physical sciences) +19, Knowledge (technology) +20, Profession +11, Read/Write English, Read/Write Punjabi; Repair +20, Research +13, Search +19, Speak English, Speak Punjabi.

**Feats:** Builder, Cautious, Combat Expertise, Educated (Knowledge [physical sciences] and Knowledge [technology]), Gearhead, Meticulous, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency, Studious.

**Talents (Smart Hero):** Savant (Computer Use), plan.

**Possessions:** Uzi (9mm submachine gun), Glock 17 (9mm autoloader), 50 rounds of 9mm ammunition, light undercover shirt, cellular interceptor, deluxe electrical tool kit, deluxe mechanical tool kit, chemical kit, lineman's buttset, night vision goggles, demolitions kit, forgery kit, lockpick set, rangefinding binoculars, cell phone.

Hamsa stands 5 feet 4 inches tall and she weighs 120 pounds. She tends to wear loose clothing with many pockets so that she can easily hold the gadgets, tools, and parts she may need at any given time. She keeps her normally dark hair short so that she doesn't have to spend much time on it. She wears glasses or contacts depending on what her mood is, though she sometimes likes to play with different colored lenses and color her hair to enhance the look she wants to achieve.

**Andy Cliff (Fast Hero 3/Infiltrator 7):** CR 10; Medium-size human; HD 3d8+3 plus 7d8+7; hp 59; Mas 12; Init +5; Spd 35 ft.; Defense 24, touch 24, flat-footed 19 (+5 Dex, +9 class); BAB +5; Grap +6; Atk +6 melee (1d3+1 nonlethal, unarmed strike); Full Atk +6 melee (1d3+1 nonlethal, unarmed strike) or +6 melee (1d4+1/19-20, knife) or +11 ranged (2d6, Glock 17) or +10 ranged (special, smoke grenade) or +10 ranged (special, tear gas grenade); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ improved

evasion, improvised implements, improvised weapon damage, skill mastery (Balance, Climb, Escape Artist, Jump, Tumble), sweep; AL Barret's Crew; SV Fort +4, Ref +14, Will +6; AP 10; Rep +4; Str 13, Dex 20, Con 12, Int 14, Wis 16, Cha 9.

**Occupation:** Adventurer (bonus class skills: Climb, Move Silently).

**Skills:** Balance +16, Climb +13, Concentration +5, Disable Device +12, Escape Artist +16, Hide +18, Jump +13, Knowledge (physical sciences) +3, Knowledge (popular culture) +4, Knowledge (streetwise) +4, Knowledge (tactics) +3, Listen +10, Move Silently +18, Profession +4, Read/Write English, Search +9, Sleight of Hand +8, Speak English, Spot +4, Tumble +16.

**Feats:** Acrobatic, Athletic, Defensive Martial Arts, Dodge, Focused, Lightning Reflexes, Nimble, Personal Firearms Proficiency, Simple Weapons Proficiency, Stealthy.

**Talents (Fast Hero):** Evasion, improved speed.

**Possessions:** Glock 17 (9mm autoloader with suppressor), 50 rounds of 9mm ammunition, 2 smoke grenades, 2 tear gas grenades, climbing gear, car opening kit, bolt cutters, mastercraft lockpick set, lock release gun, night vision goggles, metal detector, black day pack, stealthy black outfit.

Andy stands 5 feet tall and weighs only 110 pounds, and he has mousy brown hair. He is extremely nimble and flexible, which allows him to contort his body in staggering ways.

## The Circle A's

The Circle A's is a group of 20-somethings, banded together for the sake of causing mayhem, anarchy, and overthrowing "The Man." They consider themselves revolutionaries who see conventional methods of dissent—rallies, sit-ins, peaceful demonstrations—to be both weak and ineffective. Their leader, a charismatic and intense young man who calls himself Mad Monkey, espouses a mish-mash of Marxism, the philosophy of Sun Tzu, and the teachings of certain radicals from the 1960s into a passionate, if confusing ideology. He has rounded up a group of like-minded individuals who are just as frustrated and angry as he is about the inequities that he sees occurring in the world today. Like Mad Monkey, the members of the Circle A's go by code-names, disdaining their normal names as shackles to a society that has betrayed them.

The Circle A's rely on hit-and-run tactics that cause impressive, if minor, property damage or embarrassment to their target. They focus their anger mostly on corporations and government institutions, but retail outlets, shopping malls, and suburbs have also been targeted. Their first assaults involved spray painting and "mind-altering performance art" to make their cause known. Over time, they have increased the intensity of their assaults, including attempting to blow up a corporate mainframe, releasing wild animals from area zoos, and even plotting the kidnapping of the local mayor. They typically disguise themselves as workers, repairmen, or students to enter into the target zone.

Mad Monkey is the leader, philosopher, and coordinator for the Circle A's. He makes public and explosive statements that all the members of his group are true equals, despite his undisputed command of the gang. Born

Thomas Asherton, he grew up the son of a wealthy and powerful businessman who later turned to politics. Thomas was a brooding teenager who did everything in his ability to rebel against his family and the privileged society that he was raised in. He dropped out of college after concluding that he “had learned everything The Machine could teach him” and drifted about the country for a few years. Thomas got involved with various activists, but either left them because he considered them too soft or because he was kicked out when they decided he was too radical and unstable. Thomas resolved to take matters into his own hands. He adopted the name Mad Monkey and sought out some of the few anarchists that he thought had the moxie to take revolution to a new level. He serves as the group’s spokesperson, but he rarely appears in public without some sort of disguise.

Heather Sinchee (Queen B) grew up in a typical middle-American town, going to a typical middle-American school and raised by a typical middle-American family. She despised it all and tried to get out as soon as possible. Once in college, Heather became immersed in the counter-culture that the university had to offer, focusing heavily on environmentalism and women’s rights. She was kicked out of school after being implicated in helping to storm the campus administration building, but she remained close to campus where she could continue to picket and participate in demonstrations. She assumed the moniker of Queen B and lent her energies to as many radical groups as possible.

Queen B knew Mad Monkey for years, considering him a worthy peer in their pledge to overthrow all that was wrong with the system. He recruited her into the Circle A’s to help him in a smear campaign against the CEO of a chemical company, which, while successful, also made her a menace in the eyes of the law.

Daryl Ahmed (Skillz) grew up in the ghetto and barely survived the life of poverty and violence. His remarkable intelligence would have gone unnoticed, if not for a young teacher who saw remarkable promise in the youth. The teacher tutored Daryl and helped him to avoid the worst dangers of the street. The tutor mentored him well enough for Daryl to get a scholarship at a local college. In the relative safety of academic life, Daryl did extremely well, showing a penchant for computers, electronics, and technology of all sorts.

Despite this, however, Daryl grew increasingly disenfranchised by the teachers and students around him, who showed a complete obliviousness to the plight of the inner-urban youth. Even his anger was dismissed as being reactionary, which only served to fuel it. After a particularly humiliating experience with a professor, Daryl had had enough and decided to use his talents to shine a light on the inequities that he saw on the campus.

Taking the hacker name Skillz, he began breaking into the university’s computer networks to cause all sorts of mayhem. He was pleased with his performance, until one day he encountered Mad Monkey at a political rally on campus. After a prolonged conversation, Skillz realized that his actions had been childish in their message and scope. He

soon dropped out of school and joined up with the Circle A’s to help them topple the “system.”

Smash, whose real name is Vic Shane, grew up in an economically depressed working-class neighborhood. He had few prospects and worked a number of low-paying jobs after dropping out of high school. His only real advantage was his impressive strength, which he used to bully anyone who bothered him. Smash’s temper often got the better of him, and he did time for assault. Once released from prison, Smash went back to his old neighborhood and started playing in a punk band—music being his only refuge. Mad Monkey was in the audience of one of his gigs and was impressed by the energy of Smash, along with his lyrics describing his frustration and anger at the system. After talking with him at length, Mad Monkey was convinced of Smash’s dedication to his cause and offered him a chance to join the Circle A’s.

Smash took to the life of an anarchist with gusto, preferring “jobs” that allowed him to cause a great deal of property damage and mayhem. He is violent and belligerent, and he uses his strength and natural aggression to get what he wants. Most of Mad Monkey’s political rhetoric goes over his head, although he never admits it to the rest of the Circle A’s. As long as he has a chance to bust some heads and break some windows, he’s happy.

### Using the Circle A’s

The Circle A’s are an appropriate low-level group for the heroes to encounter. They are just as likely to try to ally themselves with the heroes if they feel that they are dedicated to “the cause,” but they are extremely suspicious and hostile to anyone with ties to agencies of authority—law enforcement personnel, politicians, government officials, and corporate brass.

#### Mad Monkey (Dedicated Hero 1/Charismatic Hero 2):

CR 3; Medium-size human; HD 1d6+1 plus 2d6+2; hp 12; Mas 12; Init +0; Spd 30 ft.; Defense 13, touch 12, flat-footed 13 (+2 class, +1 light undercover shirt); BAB +1; Grap +1; Atk +1 melee (1d3 nonlethal, unarmed strike); Full Atk +1 melee (1d3 nonlethal, unarmed strike) or +1 melee (1d3 electricity, stun gun) or +2 ranged (Glock 17, 2d6); FS 5 ft. by 5 ft.; Reach 5 ft.; AL chaos, Circle A’s; SV Fort +4, Ref +2, Will +3; AP 1; Rep +7; Str 10, Dex 11, Con 12, Int 14, Wis 15, Cha 16.

**Occupation:** Dilettante (bonus class skills: Knowledge [current events]).

**Skills:** Bluff +6, Craft (writing) +5, Diplomacy +10, Disguise +7, Forgery +3, Gather Information +10, Intimidate +6, Knowledge (current events) +7, Knowledge (popular culture) +6, Profession +3, Read/Write English, Read/Write German, Research +4, Sense Motive +6, Speak English, Speak German.

**Feats:** Personal Firearms Proficiency, Renown, Simple Weapons Proficiency, Trustworthy.

**Talents (Dedicated Hero):** Empathy.

**Talents (Charismatic Hero):** Coordinate.

**Possessions:** Glock 17 (9mm autoloader with concealed carry holster), 50 rounds of 9mm ammunition, stun gun, 6 sticks of dynamite, casual clothes, day pack, fake ID, light undercover shirt, fatigue jacket, copy of *Mein Kampf*.

\* Not proficient in armor.



Mad Monkey is an attractive but glowering young man with shoulder-length black hair and a permanent glint of suspicion in his eyes. He stands 5 feet 11 inches tall and weighs 150 pounds. Mad Monkey speaks forcefully, yet eloquently, about the issues that he is passionate about—ending racism, fascism, corporate greed, globalization, and so on—and he can easily mesmerize casual passersby with his arguments. Despite his good intentions, Mad Monkey is dangerous and conniving, coming up with bolder and more dangerous acts of anarchy that his group can perform. Because of his bold acts, Mad Monkey has become a notorious figure—hailed by other radicals and underdogs, and despised by authority figures.

**Queen B (Charismatic Hero 2):** CR 2; Medium-size human; HD 2d6; hp 6; Mas 10; Init +1; Spd 30 ft.; Defense 13, touch 12, flat-footed 12 (+1 Dex, +1 class, +1 leather jacket); BAB +1; Grap +1; Atk +2 melee (1d6 nonlethal, unarmed strike); Full Atk +2 melee (1d6 nonlethal, unarmed strike) or +1 melee (special, pepper spray) or +3 ranged (2d6, Colt Python); FS 5 ft. by 5 ft.; Reach 5 ft.; AL Chaos, Circle A's; SV Fort +2, Ref +3, Will +2; AP 2; Rep +2; Str 11, Dex 13, Con 10, Int 12, Wis 14, Cha 16.

**Occupation:** Creative (bonus class skills: Craft [visual arts], Craft [writing], Forgery).

**Skills:** Bluff +5, Craft (visual arts) +7, Craft (writing) +7, Diplomacy +4, Disguise +6, Forgery +4, Gather Information +7, Intimidate +4, Knowledge (behavioral sciences) +4, Knowledge (civics) +4, Knowledge (current events) +4, Knowledge (popular culture) +4, Read/Write English, Perform (act) +4, Profession +3, Research +3, Sense Motive +3, Speak English.

**Feats:** Brawl, Creative (Craft [visual arts] and Craft [writing]), Personal Firearms Proficiency, Simple Weapons Proficiency.

**Talents (Charismatic Hero):** Charm (male).

**Possessions:** Colt Python (.357 revolver with concealed carry holster), 50 rounds of .357 caliber ammunition, pepper spray, fake ID, bullhorn, disguise kit, collection of flyers, cans of spray paint, daypack, casual clothing, leather jacket.

Queen B is a stocky woman with short, spiky brown hair who stands 5 feet tall and weighs 132 pounds. She sports numerous piercings and dresses to inflame controversy—rarely going out in public without some sort of t-shirt bearing a message.

**Skillz (Smart Hero 2):** CR 2; Medium-size human; HD 2d6; hp 6; Mas 10; Init +1; Spd 30 ft.; Defense 13, touch 12, flat-footed 12 (+1 Dex, +1 class, +1 light undercover shirt); BAB +1; Grap +0; Atk +0 melee (1d3–1 nonlethal, unarmed strike); Full Atk +0 melee (1d3–1 nonlethal, unarmed strike) or +2 ranged (2d6, MAC Ingram M10); FS 5 ft. by 5 ft.; Reach 5 ft.; AL chaos, Circle A's; SV Fort +0, Ref +1, Will +4; AP 2; Rep +1; Str 9, Dex 12, Con 10, Int 17, Wis 15, Cha 12.

**Occupation:** Technician (bonus class skills: Computer Use, Knowledge [technology]; Repair).

**Skills:** Computer Use +13, Craft (chemical) +8, Craft (electronics) +8, Craft (mechanical) +8, Demolitions +10, Disable Device +10, Knowledge (current events) +8, Knowledge (physical sciences) +8, Knowledge (streetwise) +7, Knowledge (technology) +9, Profession +4, Read/Write English; Repair +11, Search +7, Speak English.

**Feats:** Cautious, Gearhead, Personal Firearms Proficiency, Simple Weapons Proficiency.

**Talents (Smart Hero):** Savant (Computer Use).

**Possessions:** MAC Ingram M10 (.45 machine pistol), 100 rounds of .45 caliber ammunition, light undercover shirt,



laptop computer, fake ID, cell phone, tap detector, telephone tap, car opening kit, demolitions kit, chemistry kit, basic mechanical repair kit, basic electrical repair kit, tool belt.

Skillz is a slim, young African-American who stands 5 feet 5 inches tall and weighs 140 pounds. He has grown his hair out into an impressive afro, although his attempts to grow a mustache have failed miserably. Skillz serves as the Circle A's "technical wizard," providing them with bomb material, the best ways to break into buildings, and computer assistance.

**Smash (Strong Hero 2):** CR 2; Medium-size human; HD 2d8+6; hp 15; Mas 16; Init +0; Spd 30 ft.; Defense 13, touch 12, flat-footed 13 (+2 class, +1 leather jacket); BAB +2; Grap +5; Atk +6 melee (1d6+3 nonlethal, unarmed strike) or +6 melee (1d6+4, brass knuckles) or +5 melee (1d6+3/19–20, metal baton); Full Atk +6/+1 melee (1d6+3 nonlethal, unarmed strike) or +6/+1 melee (1d6+4, brass knuckles) or +5 melee (1d6+3/19–20, metal baton) or +2 ranged (2d8, sawed-off shotgun); FS 5 ft. by 5 ft.; Reach 5 ft.; AL Chaos, Circle A's; SV Fort +5, Ref +0, Will +1; AP 2; Rep +0; Str 17, Dex 10, Con 16, Int 10, Wis 13, Cha 12.

**Occupation:** Blue collar (bonus class skills: Drive, Intimidate).

**Skills:** Climb +4, Drive +1, Intimidate +7, Jump +4, Knowledge (current events) +1, Knowledge (streetwise) +2, Perform (stringed instruments) +3, Read/Write English, Speak English.

**Feats:** Brawl, Power Attack, Simple Weapons Proficiency, Streetfighting.

**Talents (Strong Hero):** Ignore hardness.

**Possessions:** Sawed-off shotgun (12-gauge shotgun), 50 rounds of 12-gauge buckshot ammunition, brass knuckles, metal baton, leather jacket, casual clothes.

Smash is a towering brute, standing 6 feet 5 inches tall and weighing 260 pounds, with a shaved head and dozens of tattoos. He dresses as a "typical" punk, including a battered leather jacket replete with spikes.

## The Cleaning Crew

Casper Manicossa—known as "Cappie" to his closest friends and associates—is the head of a small crew of mob killers who serve the interests of the Corleone crime family and its current boss, Dominic Lombardi. Manicossa's crew serves as the don's private executioners, ready to put a hit on anyone, at any time, at the merest nod from Don Lombardi. Knowing that the slightest error in judgment could prompt a late-night visit from Casper Manicossa makes many of the captains in the family extremely nervous. However, most of the captains respect Lombardi's discretion; they know that what the don does, he does for the good of the whole family—and that it takes more than a single black mark for Manicossa to deliver a "message" from Don Lombardi. For his part, the don sees the fear of his retribution as a powerful incentive not to foul up.

## Using the Cleaning Crew

The heroes might encounter Casper Manicossa's crew by crossing the mob in some fashion—especially if the heroes

interfere with mob business. Initially, the heroes might run only across a few footsoldiers who deliver a not-so-subtle warning to the heroes to mind their own business if they wish to avoid any "unpleasantness." Should the heroes ignore this warning, the foot soldiers (use the mid-level thug statistics on pages 273–274 of the *d20 Modern Roleplaying Game*) attempt to get the message across a bit more forcefully.

Should this fail, though, Don Lombardi authorizes Manicossa to take care of the problem. Cappie starts with a "mock execution," which is a drive-by shooting on one or two of the heroes, with Paulie behind the wheel of a stolen car and Little Vince firing Paulie's AK-47 from the back seat. As the car approaches, though, Annabella, pretending to be a bystander, shouts a warning to the heroes, giving them time to duck for cover. Assuming the heroes don't kill Paulie, he guns the engine and drives off, while Annabella rushes to the heroes' sides to see if they're all right.

Annabella's goal is to try to earn the heroes' trust by pretending to be attracted to one of them. She tries to insinuate herself in his life, all the while checking out the heroes' security measures—unlocked doors, alarm system codes, and so forth—and should the hero actually make the mistake of trusting her implicitly, she tries to murder him in his sleep. Give the hero a Listen check, opposed by Annabella's Move Silently check, to awaken just in time to see her pulling out her .357 revolver. If she fails at her attempt, she'll try to flee; if she succeeds, she puts duct tape over the corpse's mouth and eyes—a message that the mob is watching and the heroes should keep their mouths shut.

If the heroes just aren't getting the hint, Manicossa's crew gets mean. Little Vince rigs one of the heroes' vehicles to explode, or he and Paulie set fire to a hero's home late one night. If the heroes split up, and the crew notice, Cappie chooses one of the lone heroes to make an example of—using a "blitz" style attack to knock the hero out, then transporting the hero somewhere private to work him over at their leisure. Should the heroes put up a fair amount of resistance, Cappie simply calls them and tells them he wants to arrange a meeting, "to straighten this all out so that nobody else has to get hurt." If the heroes actually go for it, Cappie uses the meeting as an opportunity to try to kill as many heroes as possible. But if the heroes demur, Cappie simply keeps trying to pick them off, one or two at a time, until either their crew or his is all dead.

Manicossa is the most straightforward killer in the crew. He opens up with his sawed-off shotgun, and when both barrels are empty, he takes cover, either to reload or to draw his pistol. Cappie isn't subtle by any means, but he is opportunistic in his fighting. He uses any chance he is given to deliver as much damage as possible, and if he thinks taking a hostage will help, he pulls out his sap and bounces it off an opponent's head a few times until his opponent stops moving.

Anthony d'Angelo, or "D," is less subtle and less clever than Cappie. He gets into melee combat as soon as possible and goes for a grapple—but he's not really smart enough to pick his targets based on size or apparent strength; he just goes for whoever is closest and out in the



open. If an initial bull rush doesn't work, D just tries to put the target on the ground, after which he can simply pump bullets into the poor sap. Raised by a god-fearing mother, D thinks that it's a sin to brutalize a woman in this fashion. If his only available target is female, D stands out in the open, trying to decide what to do, until either somebody drops him or the woman hurts him badly enough to make up his mind for him.

Little Vince also has a problem with women, but it's only in his personal life. He has a fiancée—a nice Italian girl—but Vince can't help fooling around, and he has a weakness for girls of Asian descent. Faced with one, he can't help but try to seduce her—even in the middle of a firefight! Unlike D, though, Little Vince is smart enough to stay under cover while he does so. But if there aren't any Asian women around—or if they're just not interested—Little Vince is a formidable shooter, using a pair of Glocks and his Lightning Shot ability to throw a lot of lead at his enemies. If cover is available, Vince wastes no time in getting behind it, knowing that his defensive position ability lets him take advantage of every inch of protection. Lately, Vince has been experimenting with trick shots (his Skip Shot feat), and he actually looks forward to an opponent seeking cover of his own.

Paulie is “the crazy one,” and his antics in a firefight make for lots of laughs afterward. Paulie has come to the conclusion that a higher rate of fire means a better chance of success, and so always opts for automatic weapons, such as the AK-47 he keeps in the trunk of his precious Crown Victoria, or his trusty Ingram machine pistol. Unfortunately, Paulie really has no skill at firing an automatic, and he ends up wasting tremendous numbers of bullets without really hitting anything. He also has a wild temper and has been known to go from roaring rages to ice-cold menace in a heartbeat.

Annabella is actually the most stable person in Cappie's crew. As a woman in a field traditionally dominated by men, she feels she has to try harder to prove herself and so is non-nonsense about her work. Her preferred method of killing someone is to put her victim off-guard, wait until the person is asleep, and then shoot the sleeping target. When shooting starts, she saves her bullets for an easy target, and if things go badly, she's the first one to head for the door—albeit calmly.

**Casper “Cappie” Manicossa (Strong Hero 2/Tough Hero 5/Soldier 3):** CR 10; Medium-size human; HD 2d8+4 plus 5d10+10 plus 3d10+6; hp 81; Mas 18; Init +2; Spd 30 ft.; Defense 19, touch 19, flat-footed 17 (+2 Dex, +7 class); BAB +7; Grap +9; Atk +11 melee (1d8+3 nonlethal, improved unarmed strike) or +11 melee (1d8+3, brass knuckles) or +9 melee (1d6+3 nonlethal, sap); Full Atk +11/+6 melee (1d8+3 nonlethal, improved unarmed strike) or +11/+6 melee (1d8+3, brass knuckles) or +9/+4 melee (1d6+3 nonlethal, sap) or +9/+4 ranged (2d6, Colt M1911) or +10/+5 ranged (2d8+4, sawed-off shotgun); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ weapon focus (sawed-off shotgun), weapon specialization (sawed-off shotgun); AL *Omerta*; SV Fort +9, Ref +5, Will +5; AP 5; Rep +1; Str 14, Dex 14, Con 15, Int 12, Wis 12, Cha 13.

**Occupation:** Blue collar (bonus class skills: Drive, Intimidate).

**Skills:** Demolitions +7, Drive +12, Intimidate +14, Knowledge (streetwise) +11, Knowledge (tactics) +9, Listen +5, Read/Write English, Speak English, Speak Italian, Spot +6, Survival +2.

**Feats:** Brawl, Double Tap, Heroic Surge, Improved Brawl, Improved Damage Threshold, Iron Will, Knockout Punch, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency, Streetfighting.

**Talents (Strong Hero):** Melee smash.

**Talents (Tough Hero):** Remain conscious, robust, second wind.

**Possessions:** Colt M1911 (.45 autoloader), 50 rounds of .45 ammunition, sawed-off shotgun (12-gauge shotgun), 20 rounds of 12-gauge buckshot ammunition, brass knuckles, sap, business suit, casual clothes, cell phone, Chevrolet Suburban, various gear and personal possessions.

Cappie is a swarthy man with short, black hair who stands 5 feet 11 inches tall and weighs 190 pounds. He tends to prefer dark clothing, and he always looks perfectly groomed.

**Anthony “D” D’Angelo (Tough Hero 5/Bodyguard 5):** CR 10; Medium-size human; HD 5d10+20 plus 5d12+20; hp 118; Mas 21; Init -1; Spd 30 ft.; Defense 15, touch 15, flat-footed 15 (-1 Dex, +6 class); BAB +6; Grap +8; Atk +10 melee (1d8+2 nonlethal, improved unarmed



strike) or +10 melee (1d8+3, brass knuckles) or +8 melee (1d6+3 nonlethal, sap); Full Atk +10/+5 melee (1d8+2 nonlethal, improved unarmed strike) or +10/+5 melee (1d8+3, brass knuckles) or +8/+3 melee (1d6+3 nonlethal, sap) or +5/+0 ranged (2d8, Desert Eagle); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ combat sense (+1), harm's way, improved charge, sudden action; AL *Omerta*; SV Fort +12, Ref +4, Will +3; AP 5; Rep +2; Str 14, Dex 9, Con 18, Int 8, Wis 13, Cha 15.

**Occupation:** Criminal (bonus class skills: Gamble, Knowledge [streetwise]).

**Skills:** Concentration +10, Gamble +3, Intimidate +12, Knowledge (streetwise) +2, Read/Write English, Sense Motive +7, Speak English.

**Feats:** Brawl, Frightful Presence, Great Fortitude, Improved Brawl, Improved Damage Threshold, Improved Knockout Punch, Knockout Punch, Personal Firearms Proficiency, Simple Weapons Proficiency, Streetfighting.

**Talents (Tough Hero):** Damage reduction 2/–, remain conscious.

**Possessions:** Desert Eagle (.50AE autoloader), 50 rounds of .50AE caliber ammunition, brass knuckles, sap, casual clothes, cell phone, Ford F-150 XL (with covered bed and large supply of mops, sponges, buckets, and garbage bags), various gear and personal possessions.

D may have his problems with tactics from time to time, but he knows how to dress to enhance his light olive skin and dark eyes. He stands 5 feet 8 inches tall and weighs 170 pounds.

**Vincent “Little Vince” Chicchetticonsorte (Fast Hero 4/ Gunslinger 5):** CR 9; Medium-size human; HD 4d8+4 plus 5d10+5; hp 57; Mas 12; Init +7; Spd 30 ft.; Defense 21, touch 21, flat-footed 21 (+3 Dex, +8 class); BAB +6; Grap +7; Atk +7 melee (1d3+1 nonlethal, unarmed strike) or +7 melee (1d4+1/19–20, knife); Full Atk +7/+2 melee (1d3+1 nonlethal, unarmed strike) or +7/+2 melee (1d4+1/19–20, knife) or +10/+5 ranged (2d6, Glock 17) or +8/+8/+3 ranged (2d6, 2 Glock 17s); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ close combat shot, defensive position, lightning shot, weapon focus (Glock 17); AL *Omerta*; SV Fort +3, Ref +8, Will +5; AP 5; Rep +2; Str 12, Dex 17, Con 12, Int 14, Wis 12, Cha 13.

**Occupation:** Military (bonus class skills: Demolitions, Knowledge [tactics]).

**Skills:** Bluff +9, Demolitions +14, Hide +6, Intimidate +10, Knowledge (streetwise) +10, Knowledge (tactics) +8, Move Silently +12, Read/Write English, Read/Write Italian, Sleight of Hand +10, Speak English, Speak Italian, Spot +9, Tumble +14.

**Feats:** Double Tap, Drive-By Attack, Improved Initiative, Personal Firearms Proficiency, Point Blank Shot, Precise Shot, Quick Draw, Simple Weapons Proficiency, Skip Shot, Two-Weapon Fighting.

**Talents (Fast Hero):** Evasion, uncanny dodge 1.

**Possessions:** 2 Glock 17s (9mm autoloader), 80 rounds of 9mm ammunition, knife, casual clothes, cell phone, various gear and personal possessions.

Little Vince isn't too little in terms of height: He stands 6 feet 3 inches tall. However, his lean build makes him look shorter and deceptively lighter than he actually is. His

unusual hazel eyes dance merrily when he's in a fray or speaking with those he admires, but they darken and become quite piercing when he is angry.

**Paolo “Paulie” Stanzione (Tough Hero 4/Charismatic Hero 2):** CR 6; Medium-size human; HD 4d10+8 plus 2d6+4; hp 52; Mas 14; Init +0; Spd 30 ft.; Defense 14, touch 14, flat-footed 14 (+4 class); BAB +4; Grap +5; Atk +7 melee (1d8+1 nonlethal, improved unarmed strike) or +5 melee (1d6+1/19–20, cleaver); Full Atk +7 melee (1d8+1 nonlethal, improved unarmed strike) or +5 melee (1d6+1/19–20, cleaver) or +4 ranged (2d6, MAC Ingram M10) or +0 ranged (2d6, MAC Ingram M10, automatic) or +4 ranged (2d8, AKM/AK-47) or +0 ranged (2d8, AKM/AK-47, automatic); FS 5 ft. by 5 ft.; Reach 5 ft.; AL *Omerta*; SV Fort +6, Ref +3, Will +0; AP 3; Rep +3; Str 13, Dex 11, Con 14, Int 12, Wis 9, Cha 15.

**Occupation:** Criminal (bonus class skills: Gamble, Knowledge [streetwise]).

**Skills:** Bluff +8, Drive +3, Gamble +8, Gather Information +6, Intimidate +11, Knowledge (streetwise) +10, Read/Write English, Speak English, Speak Italian, Spot +3.

**Feats:** Brawl, Confident, Frightful Presence, Improved Brawl, Knockout Punch, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency, Streetfighting.

**Talents (Tough Hero):** Robust, second wind.

**Talents (Charismatic Hero):** Charm (females).

**Possessions:** MAC Ingram M10 (.45 machine pistol), 100 rounds of .45 caliber ammunition, cleaver, business suit, casual clothes, cell phone, Ford Crown Victoria (with chainsaw, AKM/AK-47 [7.62mmR assault rifle], and 300 rounds of ammunition), various gear and personal possessions.

Paulie has about the same build and complexion as Little Vince, but that's where the resemblance ends. His face is narrower and expresses his current emotion quite aptly. When angry, his expression resembles a distant thunderhead, and when happy, his dark eyes somehow seem to glow with his joy. He tends to wear comfortable clothing instead of well-tailored clothing, which allows him to move more freely than his companions.

**Annabella Paradisi (Fast Hero 3/Charismatic Hero 4):** CR 7; Medium-size human; HD 3d8 plus 4d6; hp 34; Mas 10; Init +2; Spd 30 ft.; Defense 17, touch 17, flat-footed 17 (+2 Dex, +5 class); BAB +4; Grap +3; Atk +3 melee (1d3–1 nonlethal, unarmed strike) or +3 melee (1d3 electricity, stun gun); Full Atk +3 melee (1d3–1 nonlethal, unarmed strike) or +3 melee (1d3 electricity, stun gun) or +7 ranged (2d6, Colt Python); FS 5 ft. by 5 ft.; Reach 5 ft.; AL *Omerta*; SV Fort +3, Ref +6, Will +3; AP 3; Rep +2; Str 8, Dex 14, Con 10, Int 13, Wis 13, Cha 16.

**Occupation:** Dilettante (bonus class skill: Knowledge [popular culture]).

**Skills:** Bluff +12, Diplomacy +12, Disguise +12, Drive +6, Escape Artist +8, Gather Information +12, Hide +8, Knowledge (popular culture) +7, Move Silently +8, Perform (dance) +7, Read/Write English, Sleight of Hand +8, Speak English, Speak Italian, Tumble +4.

**Feats:** Advanced Firearms Proficiency, Combat Expertise, Deceptive, Improved Disarm, Low Profile, Personal Firearms Proficiency, Simple Weapons Proficiency, Trustworthy.



**Talents (Fast Hero):** Evasion, uncanny dodge 1.

**Talents (Charismatic Hero):** Charm (males), fast-talk.

**Possessions:** Colt Python (.357 revolver), 25 rounds of .357 caliber ammunition, stun gun, casual clothes, BMW M3 sports coupe, various gear and personal possessions.

Annabella has long, dark black hair with eyes to match, and she stands 5 feet 10 inches tall. She tends to wear clothing that flatters her long legs and dresses in the latest fashions. Her manner suggests a girl who wants for nothing.

## Club Diabolique

Deep within the labyrinthine recesses of the Club Diabolique nightclub in downtown Los Angeles lurks an evil cult devoted to corrupting and controlling the wealthy and influential. This cult manipulates their targets through blackmail and extortion. When members join the cult, they believe that they are being granted access to a special “Executive Members Only” area of the club, where they can indulge their wildest fantasies and desires. While the movers and the shakers debauch themselves with drugs, sex, and sadistic torture “in absolute privacy,” hidden cameras record everything in glorious living color. Unless these people want their careers and lives ruined, last night’s wild revelers becomes next week’s revels. The only rule: “Leave no visible scars—lest ye be visibly scarred.”

The cult itself is somewhat atypical. Its members come to it voluntarily, but not from promises of wealth and power; they already have those things. What they want is for that power and money to get them something they can’t demand or buy anywhere else: the ability to completely use, abuse, and degrade other human beings. They do not have a religious philosophy involving demons or long-forgotten gods; they want to rule, not serve. There are rituals and ceremonies, but no “black masses,” no demon summonings—no magic spells. And at the end of the night, the cult’s members get to slip anonymously back out of the club and return to their jobs and families and lives knowing that no one will ever know what they just did. The cult does engage in human sacrifice from time to time; it presents an entertaining way to dispose of troublemakers, and coercing a member into murdering another human being is an extremely effective way to generate evidence for a blackmail scheme. They are, of course, terribly deluded by the masters of the cult: Gabriel Carver and his coterie of charlatans and seducers.

Carver—ironically, a former evangelist from America’s “Bible Belt”—opened the club with his partner and paramour, Rachel Strange. It ostensibly serves as just another wicked night spot in a city known for its iniquity. However, they have a third partner—a silent partner who is sometimes glimpsed wandering the back corridors of the club or occasionally seen lurking in the shadows behind Carver. This partner is Elijah Cross, a hulking, silent man of apparent Asian descent. Opening the club—using it as a front for the cult—was his idea. However, he lacked the business acumen to do it himself, and so he agreed to share with Carver and Strange in its profits and in its power. It also didn’t help that Cross—with his taloned fingers, prominent fangs, and great,

membranous bat wings—could never show his true face to the club’s legitimate investors.

Elijah Cross is the bastard child of a union between a human woman and a fiend from Hell. He and Carver met when Carver was bankrupt and contemplating suicide, and Cross convinced the fiery preacher that there was a much easier way to earn a living. Together they lured Rachel Strange—“Sister Rachel”—away from her secretarial job with a prominent television evangelist and used her employer’s past “indiscretions” with her as a hook for their first blackmail scheme. With the money the disgraced televangelist provided, Carver, Strange, and Cross started the ball rolling for opening their club. As the club attracted various important figures in the entertainment industry, the list of Executive Members grew—as did, mysteriously, the club’s bank account.

Cross hasn’t entirely confided in his partners. They are aware of his supernatural powers, and they even believe his story about his parentage, but they believe that his ultimate goal is only the accumulation of more wealth through more and more blackmail. Cross, though, really does have a supernatural agenda in mind. By manipulating the wealthy and powerful, Cross plans to force them to support certain city, state, and federal budget proposals—to vote a certain way in the state legislature and in the halls of Congress. Cross knows that certain research projects are going on that involve extradimensional contact (projects funded by the government, who are looking for alternate sources of natural resources). When the scientists finally and unwittingly succeed in opening the gates to Hell, Cross wants to be in control of America’s industrial and political leaders already—so that the fiends who once shunned and reviled him must come groveling to him if they don’t want the gates sealed shut behind them.

Because of his fiendish ability to read minds, Cross knows who in the club has the influence he wants and needs. It is then a simple matter of instructing Carver or Strange to offer that individual a “special free membership” in the club’s private V.I.P. areas. The process, of course, is slow and complex: seducing a movie star here leads to controlling a producer there; controlling the producer leads to an industrialist; blackmailing the industrialist leads to a politician; and the politician leads to the federal government. Cross is patient. So long as more people come to his club to feed their depraved desires, the cult grows—and each new member is, theoretically, only six steps removed from the real power in the western hemisphere.

Those who visit the club can mingle freely with the common rabble. Access to the V.I.P. areas is only by invitation, and potential Executive Members are recorded visually by Isaac Stone, the cult’s technical wizard, from a wide array of hidden cameras. They also have their credentials checked via the Internet. They are screened telepathically by Cross, who looks for any motive other than a desire for debauchery. If they pass his inspection, Cross sends Carver or Strange to make contact, according to the candidate’s sexual preference. Before anyone gets through the imposing brass-and-oak doors leading to the club’s “inner sanctum,” they are physically searched for weapons (or recording devices) by Nathaniel Carpenter, the doorman.



Should someone force their way in past Nathaniel (or try to force their way back out), Stone can control the building's door locks electronically and monitor the intruders' activities from a hidden security room. All the cult's "inner circle" are quite handy with firearms, and Rachel is particularly fond of hurling tear gas canisters into a crowd to create panic and buy herself time to slip away. The entire club is riddled with hidden doors and secret passages, and should it become obvious that the cult has been compromised, each of the members has a way out, and they can disappear completely from southern California within a matter of hours. (In fact, Rachel Strange has a penthouse apartment in Manhattan already set up as a safe house—and a base of operations for opening "Club Diabolique East.")

Of the cult's inner circle, the only one likely to stay to "fight it out" is Cross. Even then, all he really wants is a chance to hurt anyone who has upset his plans. He uses his *change self* ability to appear as a frightened and helpless victim of the cult, then waits for a moment alone with his would-be rescuer to reveal just how dangerous he really is.

### Using Club Diabolique

GMs have several options for introducing Club Diabolique and its supporting characters to a campaign. For instance, one of the members of the club feels trapped and approaches the characters or whoever they work for in the hopes of getting himself disentangled from the mess he is in. Perhaps Rachel does want to set up her East Coast version of the club, and the heroes, who have already received some hints of the nature of her business, must attempt to stop her from setting up another club. Also, it's possible an informant that the characters use regularly disappears, and her last known location was the club.

**Gabriel Carver (Dedicated Hero 4/Charismatic Hero 3/Personality 3):** CR 10; Medium-size human; HD 4d6+4 plus 3d6+3 plus 3d6+3; hp 52; Mas 12; Init -1; Spd 30 ft.; Defense 14, touch 14, flat-footed 14 (-1 Dex, +5 class); BAB +5; Grap +5; Atk +5 melee (1d3 nonlethal, unarmed strike) or +5 melee (1d3 electricity, stun gun) or +5 melee (1d4/19-20, knife); Full Atk +5 melee (1d3 nonlethal, unarmed strike) or +5 melee (1d3 electricity, stun gun) or +5 melee (1d4/19-20, knife) or +4 ranged (2d6, Colt M1911); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ bonus class skill (Intimidate), unlimited access; AL chaos, evil, Carver Ministry; SV Fort +7, Ref +4, Will +8; AP 5; Rep +9; Str 10, Dex 9, Con 12, Int 13, Wis 14, Cha 16.

**Occupation:** Religious (bonus class skills: Knowledge [arcane lore], Knowledge [theology and philosophy], Sense Motive).

**Skills:** Bluff +15, Diplomacy +15, Gather Information +7, Intimidate +11, Knowledge (arcane lore) +9, Knowledge (behavioral sciences) +7, Knowledge (business) +9, Knowledge (theology and philosophy) +9, Listen +5, Perform (act) +9, Profession +14, Read/Write English, Read/Write Latin, Sense Motive +9, Speak Abyssal, Speak English, Spot +5.

**Feats:** Alertness, Deceptive, Educated (Knowledge [arcane lore] and Knowledge [business]), Frightful Presence, Iron Will, Renown, Personal Firearms Proficiency, Simple Weapons Proficiency, Trustworthy, Windfall.

**Talents (Dedicated Hero):** Empathy, intuition.

**Talents (Charismatic Hero):** Charm (females), favor.

**Possessions:** Colt M1911 (.45 autoloader), 50 rounds of .45 caliber ammunition, stun gun, knife, business suit, robe, cell phone, Jaguar XJ sedan, private Learjet Model 45, Malibu mansion, various personal possessions.

**Elijah Cross (Half-fiend Strong Hero 3/Tough Hero 5/Bodyguard 2):** CR 13; Medium-size outsider; HD 3d8+12 plus 5d10+25 plus 2d12+8; hp 99; Mas 18; Init +4; Spd 30 ft., fly 30 ft. (average); Defense 24, touch 20, flat-footed 20 (+4 Dex, +6 class, +3 undercover vest, +1 natural); BAB +7; Grap +11; Atk +11 melee (1d4+6/19-20, unarmed strike) or +11 melee (1d4+6, claw); Full Atk +11/+6 melee (1d4+6/19-20, unarmed strike) or +11 melee (1d4+6, 2 claws) and +6 melee (1d6+3, bite) or +11/+6 ranged (2d8, Desert Eagle) or +11/+6 ranged (2d8, Mossberg); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ combat sense +1, darkvision 60 ft., fire resistance 10, harm's way, immune to ballistic damage, spell-like abilities, telepathy; AL chaos, evil, Carver Ministry; SV Fort +12, Ref +9, Wil +3; AP 5; Rep +2; Str 18, Dex 18, Con 18, Int 12, Wis 12, Cha 12.

**Occupation:** Law enforcement (bonus class skills: Drive, Intimidate).

**Skills:** Concentration +11, Drive +10, Intimidate +14, Jump +8\*, Listen +4, Sense Motive +4, Read/Write English, Speak Abyssal, Speak English, Spot +9, Swim +8\*.

**Feats:** Alertness, Armor Proficiency (light), Combat Martial Arts, Defensive Martial Arts, Frightful Presence, Great Fortitude, Improved Bull Rush, Improved Combat Martial Arts, Personal Firearms Proficiency, Power Attack, Simple Weapons Proficiency.

**Talents (Strong Hero):** Melee smash, improved melee smash.

**Talents (Tough Hero):** Remain conscious, robust (already added), second wind.

**Spell-Like Abilities (Sp):** 3/day—*mage hand*, *daze*; 1/day—*change self*, *cause fear*, *blur*. Caster level 10th; save DC 11 + spell level.

**Telepathy (Su):** Cross can communicate telepathically with any living creature within 100 feet that has a language.

**Possessions:** Desert Eagle (.50AE autoloader), 50 rounds of .50AE caliber ammunition, Mossberg (12-gauge shotgun), 50 rounds of 12-gauge buckshot ammunition, undercover vest, business suit, cell phone, 5 zip-tie handcuffs, flashlight, various personal possessions.

\*Includes armor penalty for undercover vest.

**Rachel Strange (Charismatic Hero 3/Negotiator 3):** CR 6; Medium-size human; HD 3d6-3 plus 3d8-3; hp 18; Mas 8; Init +1; Spd 30 ft.; Defense 13, touch 13, flat-footed 12 (+1 Dex, +2 class); BAB +3; Grap +3; Atk +3 melee (1d3 nonlethal, unarmed strike) or +3 melee (1d4/19-20, knife); Full Atk +3 melee (1d3 nonlethal, unarmed strike) or +3 melee (1d4/19-20, knife) or +4 ranged (2d6, Beretta 92F) or +4 ranged (special, tear gas grenade); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ conceal motive, react first; AL chaos, evil, Carver Ministry; SV Fort +3, Ref +4, Will +7; AP 3; Rep +3; Str 10, Dex 12, Con 8, Int 14, Wis 13, Cha 16.

**Occupation:** Entrepreneur (bonus class skills: Bluff, Diplomacy).



**Skills:** Bluff +14, Computer Use +8, Diplomacy +14, Disguise +9, Drive +4, Gather Information +11, Intimidate +9, Knowledge (arcane lore) +8, Knowledge (business) +8, Knowledge (theology and philosophy) +8, Listen +4, Profession +5, Read/Write English, Read/Write Latin, Sense Motive +9, Speak English, Speak Latin, Spot +4.

**Feats:** Alertness, Attentive, Deceptive, Iron Will, Personal Firearms Proficiency, Simple Weapons Proficiency, Trustworthy.

**Talents (Charismatic):** Charm (males), coordinate.

**Possessions:** Beretta 92F (9mm autoloader), 50 rounds of 9mm ammunition, 2 tear gas grenades, knife, business suit, cell phone, notebook computer (with cellular modem), Chevrolet Corvette, Manhattan penthouse apartment, various personal possessions.

**Isaac Stone (Smart Hero 4/Techie 2):** CR 6; Medium-size human; HD 4d6-4 plus 2d6-2; hp 15; Mas 8; Init +2; Spd 30 ft.; Defense 14, touch 14, flat-footed 12 (+2 Dex, +2 class); BAB +3; Grap +4; Atk +4 melee (1d3+1, unarmed strike) or +4 melee (1d3 electricity, stun gun); Full Atk +4 melee (1d3+1, unarmed strike) or +4 melee (1d3 electricity, stun gun) or +6 ranged (2d6, Colt Double Eagle); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ extreme machine, jury-rig +2; AL chaos, evil, Carver Min-

istry; SV Fort +0, Ref +3, Will +8; AP 3; Rep +2; Str 12, Dex 14, Con 8, Int 16, Wis 13, Cha 10.

**Occupation:** Technician (bonus class skills: Computer Use, Craft [electronic]; Repair).

**Skills:** Computer Use +15, Craft (electronic) +15, Craft (visual art) +12, Decipher Script +12, Disable Device +12, Forgery +10, Investigate +5, Knowledge (arcane lore) +10, Knowledge (behavioral sciences) +14, Knowledge (technology) +14, Profession +9; Repair +14, Research +14, Spot +6.

**Feats:** Builder (Craft [electronic] and Craft [visual art]), Educated (Knowledge [behavioral science] and Knowledge [technology]), Gearhead, Iron Will, Simple Weapons Proficiency, Studious, Windfall.

**Talents (Smart):** Savant (Computer Use), plan.

**Possessions:** Colt Double Eagle (10mm autoloader), 50 rounds of 10mm ammunition, stun gun, business suit, notebook computer (with cellular modem), cell phone, deluxe electrical tool kit, various surveillance gear and personal possessions.

**Nathaniel Carpenter (Fast Hero 3/Gunslinger 3):** CR 6; Medium-size human; HD 3d8+3 plus 3d10+3; hp 40; Mas 12; Init +3; Spd 30 ft.; Defense 19, touch 19, flat-footed 16 (+3 Dex, +6 class); BAB +4; Grap +4; Atk +4 melee (1d3 nonlethal,



unarmed strike); Full Atk +4 melee (1d3 nonlethal, unarmed strike) or +8 ranged (2d6, Colt M1911) or +7 ranged (2d6, MAC Ingram M10) or +7 ranged (special, tear gas grenade) or +7 ranged (2d6 fire, white phosphorous grenade); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ close combat shot, weapon focus (Colt M1911); AL chaos, evil, Carver Ministry; SV Fort +3, Ref +7, Will +4; AP 6; Rep +2; Str 10, Dex 16, Con 12, Int 14, Wis 13, Cha 8.

**Occupation:** Adventurer (bonus class skills: Escape Artist, Pilot).

**Skills:** Drive +8, Escape Artist +13, Hide +9, Move Silently +12, Pilot +12, Read/Write English, Sleight of Hand +12, Speak Abyssal, Speak English, Spot +7, Tumble +12.

**Feats:** Advanced Firearms Proficiency, Aircraft Operation (helicopters), Double Tap, Personal Firearms Proficiency, Point Blank Shot, Precise Shot, Quick Draw, Simple Weapons Proficiency.

**Talents (Fast):** Evasion, uncanny dodge 1.

**Possessions:** Colt M1911 (.45 autoloader), 50 rounds of .45 caliber ammunition, MAC Ingram M10 (.45 machine pistol), 100 rounds of .45 caliber ammunition, 2 tear gas grenades, 2 white phosphorus grenades, business suit, cell phone, GPS receiver, various gear and personal possessions.

## Shadow Company

Conspiracy theorists have been claiming for decades that a secret branch of the United States funds and oversees a military strike team known only to a handful of highly placed officials—not including the president. This secret strike team, dressed all in black and riding in eerily silent black helicopters, performs surgically precise missions all over the world: “black bag” operations in which politically inconvenient people are erased from existence. A disturbingly high percentage of these people are actually U.S. citizens.

This team has no official name, no official base of operations, and no permanently attached support personnel. They receive supplies, instructions, and funds all exactly the same way: in plain brown cardboard boxes, delivered to wherever they happen to be staying at any given point. Only their commander, Lieutenant Colonel Alastair McClain—who, according to official records, died in the crash of a cargo plane in 1996—ever sees his superior from the Pentagon in monthly progress meetings at prearranged locations.

McClain’s team carries out their missions with practiced precision. After setting up a base camp and surveying the area, the team waits for cover of darkness to infiltrate their target, with Corporal Jarmusch taking point. Once he is in position, Jarmusch serves as a forward observer. McClain, Carter, and Lloyd then move in to carry out the mission, usually leaving Lieutenant Pierce with their exit vehicle (a van or helicopter), a short distance away. Because their instructions are nearly always to minimize casualties, they generally use stealth and misdirection to ensure that they are not seen—but their policy is to leave no potentially hostile witnesses who might identify them. On a completely successful mission, they leave behind only an apparent suicide. When things go wrong, their modus operandi is a “murder-suicide.” If things *really* go wrong—which is rare—the team rounds up as many witnesses as possible and arranges for a tragic fire.

## Using the Shadow Company

The heroes might encounter Colonel McClain’s strike team if they have stumbled across some evidence that the United States government—particularly the Pentagon—is engaged in covert assassination operations against U.S. citizens. The simplest and most direct method is to simply have one of the team’s parcels delivered to one of the heroes (or to their office or headquarters, as the case may be) by mistake. When someone opens the package, it is full of bundles of U.S. currencies in denominations no larger than \$100, an envelope containing numbered photographs of a local media figure and her associates, including her office and home, and maps and blueprints of various local buildings. The package also includes a surveillance camera videotape of the media figure illegally accessing a computer terminal in some government office somewhere, as well as a CD-ROM recording of the woman’s voice having a telephone conversation in which she voices suspicions that an unsolved murder from three years ago was actually carried out by some kind of U.S. military strike team. On the outside of the envelope is an address in the city and a time in military notation (“2115 hours,” or 9:15 PM—only a couple of hours away).

If the heroes go to that location, it’s a parking lot outside a convenience store. At precisely 9:15 PM, the payphone rings. If the heroes pick up the telephone, there’s a short pause, and a man’s voice asks to speak to “McClain.” If the heroes say anything in response, the man on the other end realizes that there has been a miscommunication and hangs up. He then tracks the package via the delivery service and learns who signed for it, calls McClain directly to postpone the operation against the media figure, and orders McClain to retrieve the package and neutralize any and all witnesses.

The next morning, Corporal Jarmusch arrives dressed as a driver for the delivery service and says that he has come to reclaim the package. If it is obvious they’ve opened the package, Jarmusch merely asks if the original contents are still inside, as though he doesn’t know what those contents were. Whether the heroes believe him or not is unimportant; he is merely scouting the place from the inside while Corporal Lloyd is taking advantage of his distraction to tap their phones and Internet lines and find out if they’ve told anyone else. The heroes are now living on borrowed time; within about 3 hours, Colonel McClain and his team move in to eliminate anyone who might have seen the contents of the package.

The team’s tactics in any mission are straightforward. Carter and Pierce arrange to cut off ground traffic to and from the target’s location, while Lloyd disrupts their phone and Internet service and monitors surveillance cameras around the location from the back of a rented van parked nearby. Jarmusch, meanwhile, locates and occupies a vantage point with a clear view of the location’s main exit (more than one, if possible, and preferably one with a lot of open ground immediately outside).

Each member of the team is dressed in full tactical gear, prominently marked with the letters “FBI.” When everyone is in position, McClain, Carter, and Pierce enter (preferably from a secondary ingress) and attempt to neutralize their targets. Should anyone get past them via the main exit



(or appear at a window or doorway), Jarmusch tries to pick off the person with his sniper rifle. Should they escape via another exit, it is Lloyd's job to report this fact, then try to neutralize the target himself. In any event, once the situation is more or less secure, McClain, Carter, and Pierce ensure that they haven't left any bodies lying around and depart so that they can be picked up by either Lloyd or Jarmusch in the van.

**Lt. Colonel Alastair McClain (Strong Hero 3/Dedicated Hero 3/Soldier 4):** CR 10; Medium-size human; HD 3d8+6 plus 3d6+6 plus 4d10+8; hp 78; Mas 14; Init +1; Spd 25 ft.; Defense 23, touch 17, flat-footed 22 (+1 Dex, +6 class, +6 tactical vest); BAB +8; Grap +10; Atk +11 melee (1d4+6/19–20, unarmed strike) or +10/+5 melee (1d4+4/19–20, knife); Full Atk +11/+6 melee (1d4+6/19–20, unarmed strike) or +10/+5 melee (1d4+4/19–20, knife) or +9/+4 ranged (2d8, M16A2) or +9/+4 ranged (2d8, Desert Eagle) or +9/+4 ranged (4d6, fragmentation grenade) or +9/+4 ranged (special, smoke grenade) or +9/+4 ranged (2d6 fire, white phosphorous grenade); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ tactical aid, weapon focus (unarmed strike), weapon specialization (unarmed strike); AL law, U.S. government; SV Fort +8, Ref +5, Will +6; AP 5; Rep +1; Str 14, Dex 12, Con 14, Int 12, Wis 15, Cha 10.

**Occupation:** Military (bonus class skills: Move Silently, Survival).

**Skills:** Climb –2\*, Demolitions +5, Disguise +2, Intimidate +6, Jump –2\*, Knowledge (tactics) +14, Listen +6, Move Silently +0\*, Navigate +5, Profession +7, Read/Write English, Speak English, Speak Russian, Spot +8, Survival +18.

**Feats:** Advanced Firearms Proficiency, Armor Proficiency (light, medium), Burst Fire, Combat Martial Arts, Double Tap, Improved Combat Martial Arts, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency.

**Talents (Strong):** Melee smash, improved melee smash.

**Talents (Dedicated):** Skill emphasis (Survival), aware.

**Possessions:** M16A2 (5.56mm assault rifle), 100 rounds of 5.56mm ammunition, Desert Eagle (.50AE autoloader), 50 rounds of .50AE caliber ammunition, 2 fragmentation grenades, 2 smoke grenades, 2 white phosphorus grenades, knife, tactical vest, uniform, cell phone, PDA,

professional walkie-talkie, binoculars, 5 chemical light sticks, various survival gear.

*\*Includes armor penalty for tactical vest.*

McClain tends to change his hair color and eye color as needed, and his manner is unassuming. He stands about 5 feet 10 inches tall, weighs about 180 pounds, and wears whatever he needs to wear to fulfill his mission.

**Lieutenant Mike Pierce (Strong Hero 3/Fast Hero 3/Gunslinger 2/Soldier 2):** CR 10; Medium-size human; HD 3d8+6 plus 3d8+6 plus 2d10+4 plus 2d10+4; hp 74; Mas 14; Init +3; Spd 25 ft.; Defense 26, touch 20, flat-footed 26 (+2 Dex, +8 class, +6 tactical vest); BAB +7; Grap +9; Atk +9 melee (1d4+6, unarmed strike) +9 melee (1d4+4/19–20, knife); Full Atk +9/+4 melee (1d4+4, unarmed strike) or +9/+4 melee (1d4+4/19–20, knife) or +11/+6 ranged (2d8+2, M16A2) or +11/+6 ranged (2d8, Desert Eagle) or +10/+5 ranged (4d6, fragmentation grenade) or +10/+5 ranged (special, smoke grenade), or +10/+5 ranged (2d6 fire, white phosphorous grenade); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ close combat shot, weapon focus (Desert Eagle), weapon focus (M16A2), weapon specialization (M16A2); AL U.S. government; SV Fort +7, Ref +10, Will +5; AP 5; Rep +1; Str 14, Dex 16, Con 14, Int 10, Wis 12, Cha 10.

**Occupation:** Military (bonus class skills: Move Silently, Pilot).

**Skills:** Climb +0\*, Demolitions +2, Knowledge (tactics) +8, Move Silently +4\*, Navigate +4, Pilot +14, Read/Write English, Sleight of Hand +9, Speak English, Spot +3, Survival +6, Tumble +5\*.



**Feats:** Advanced Firearms Proficiency, Armor Proficiency (light, medium), Burst Fire, Combat Martial Arts, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency, Strafe.

**Talents (Strong):** Melee smash, improved melee smash.

**Talents (Fast):** Evasion, uncanny dodge.

**Possessions:** M16A2 (5.56mm assault rifle), 100 rounds of 5.56mm ammunition, Desert Eagle (.50AE autoloader), 50 rounds of .50AE caliber ammunition, 2 fragmentation grenades, 2 smoke grenades, 2 white phosphorus grenades, knife, tactical vest, uniform, PDA, professional walkie-talkie, 5 chemical light sticks, various survival gear.

*\*Includes armor penalty for tactical vest.*

Pierce stands 6 feet 2 inches tall and weighs 210 pounds. He has dark skin, hair, and eyes, and he prefers to wear a hat when he can. While he tends to wear whatever is needed for the mission, he prefers dark clothing.

#### **Corporal Bill Carter (Strong Hero 2/Tough Hero 4):**

CR 6; Medium-size human; HD 2d8+6 plus 4d10+12; hp 60; Mas 16; Init +1; Spd 25 ft.; Defense 22, touch 16, flat-footed 21 (+1 Dex, +5 class, +6 tactical vest); BAB +5; Grap +7; Atk +7 melee (1d3+3, unarmed strike) or +7 melee (1d4+2/19–20, knife); Full Atk +7 melee (1d3+3, unarmed strike) or +7 melee (1d4+2/19–20, knife) or +6 ranged (2d8, M16A2) or +6 ranged (2d8, Desert Eagle) or +6 ranged (3d6, M79) or +6 ranged (4d6, fragmentation grenade) or +6 ranged (special, smoke grenade) or +6 ranged (2d6 fire, white phosphorus grenade); FS 5 ft. by 5 ft.; Reach 5 ft.; AL law, U.S. government; SV Fort +9, Ref +2, Will +2; AP 3; Rep +1; Str 14, Dex 12, Con 16, Int 8, Wis 13, Cha 10.

**Occupation:** Military (bonus class skills: Drive, Survival).

**Skills:** Climb –2\*, Drive +9, Read/Write English, Speak English, Spot +3, Survival +8.

**Feats:** Advanced Firearms Proficiency, Armor Proficiency (light, medium), Combat Martial Arts, Endurance, Exotic Firearms Proficiency (M79 grenade launcher), Great Fortitude, Personal Firearms Proficiency, Simple Weapons Proficiency.

**Talents (Strong):** Extreme effort.

**Talents (Tough):** Remain conscious, second wind.

**Possessions:** M16A2 (5.56mm assault rifle), 100 rounds of 5.56mm ammunition, M79 (grenade launcher), 20 40mm fragmentation grenades, Desert Eagle (.50AE autoloader), 50 rounds of .50AE caliber ammunition, 2 fragmentation grenades, 2 smoke grenades, 2 white phosphorus grenades, knife, tactical vest, uniform, PDA, professional walkie-talkie, 5 chemical light sticks, various survival gear.

*\*Includes armor penalty for tactical vest.*

Carter is a heavily built man who stands 6 feet tall and weighs 210 pounds. His blond crewcut is more golden than white in shade, and he has green eyes and a light smattering of freckles across his prominent cheekbones.

#### **Corporal Dwight Lloyd (Strong Hero 2/Smart Hero 3/Techie 1):**

CR 6; Medium-size human; HD 2d8+2 plus 3d6+3 plus 1d6+1; hp 34; Mas 13; Init +2; Spd 25 ft.; Defense 22, touch 16, flat-footed 20 (+2 Dex, +4 class, +6 tactical vest); BAB +3;

Grap +4; Atk +4 melee (1d4+1, unarmed strike) or +4 melee (1d4+1/19–20, knife); Full Atk +4 melee (1d4+1, unarmed strike) or +4 melee (1d4+1/19–20, knife) or +5 ranged (2d8, M16A2) or +5 ranged (2d8, Desert Eagle) or +5 ranged (4d6, fragmentation grenade) or +5 ranged (special, smoke grenade) or +5 ranged (2d6 fire, white phosphorus grenade); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ jury-rig +2; AL U.S. government; SV Fort +4, Ref +3, Will +4; AP 3; Rep +1; Str 12, Dex 14, Con 13, Int 16, Wis 10, Cha 9.

**Occupation:** Military (bonus class skills: Demolitions, Move Silently).

**Skills:** Climb +1\*, Computer Use +14, Craft (electronic) +6, Craft (mechanical) +9, Craft (structural) +7, Demolitions +14, Disable Device +14, Disguise +0, Jump +0\*, Knowledge (tactics) +5, Knowledge (technology) +9, Move Silently –2\*, Navigate +8, Read/Write Arabic, Read/Write English, Read/Write Russian; Repair +13, Speak Arabic, Speak English, Survival +1.

**Feats:** Advanced Firearms Proficiency, Armor Proficiency (light, medium), Cautious, Combat Martial Arts, Gearhead, Personal Firearms Proficiency, Simple Weapons Proficiency.

**Talents (Strong):** Ignore hardness.

**Talents (Smart):** Savant (Disable Device), plan.

**Possessions:** M16A2 (5.56mm assault rifle), 100 rounds of 5.56mm ammunition, Desert Eagle (.50AE autoloader), 50 rounds of .50AE caliber ammunition, 2 fragmentation grenades, 2 smoke grenades, 2 white phosphorus grenades, knife, tactical vest, uniform, PDA, professional walkie-talkie, 5 chemical light sticks, notebook computer (with cellular modem), basic electrical tool kit, lineman's buttset, telephone line tap, various survival gear.

*\*Includes armor penalty for tactical vest.*

Lloyd stands 5 feet 7 inches tall and weighs 150 pounds. He keeps his dark hair as short as possible and sometimes even shaves his whole head. He feels comfortable in just about any type of clothing, but he prefers brighter colors when given a choice. Though his vision is perfect, he sometimes wears different glasses just to make his rounded and expressive facial features look slightly different.

#### **Corporal Orlando “Juice” Jarmusch (Strong Hero 1/Fast Hero 4/Infiltrator 1):**

CR 6; Medium-size human; HD 1d8 plus 4d8 plus 1d8; hp 38; Mas 10; Init +3; Spd 30 ft.; Defense 25, touch 20, flat-footed 22 (+3 Dex, +7 class, +5 light-duty vest); BAB +4; Grap +5; Atk +5 melee (1d3+2 nonlethal, unarmed strike) or +5 melee (1d4+2/19–20, knife); Full Atk +5 melee (1d3+2 nonlethal, unarmed strike) or +5 melee (1d4+2/19–20, knife) or +8 ranged (2d10, HK PSG1) or +7 ranged (2d8, Desert Eagle); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ sweep; AL U.S. government; SV Fort +2, Ref +7, Will +3; AP 3; Rep +2; Str 13, Dex 16, Con 10, Int 12, Wis 14, Cha 8.

**Occupation:** Military (bonus class skills: Hide, Move Silently).

**Skills:** Balance +7\*, Climb +1\*, Escape Artist +7\*, Hide +9, Jump +1\*, Move Silently +10\*, Read/Write English, Speak Dutch, Speak English, Spot +4, Swim –2\*.

**Feats:** Advanced Firearms Proficiency, Armor Proficiency (light, medium), Far Shot, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency, Stealthy.

**Talents (Strong):** Melee smash.

**Talents (Fast):** Evasion, increased speed.



**Possessions:** HK PSG1 (7.62 sniper rifle with electro-optical scope), 50 rounds of 7.62mm ammunition, Desert Eagle (.50AE autoloader), 50 rounds of .50AE caliber ammunition, 1 fragmentation grenade, 3 smoke grenades, knife, light-duty vest, uniform, PDA, professional walkie-talkie, 5 chemical light sticks, various survival gear.

*\*Includes armor penalty for light-duty vest.*

Because he is often used in situations that require stealth, Juice tends to have a varied wardrobe that covers just about any need in terms of moving about unseen and keeping the elements out. He keeps his brown hair short, but not dramatically so, and he wears sunglasses whenever he has a chance to shade his blue eyes from the sunlight, which he loves. Despite this love for the sun, he takes care to keep his fair skin protected from its rays, so unlike Carter, who has similar skin, Juice's skin is usually fairly pale. Juice stands 5 feet 11 inches tall, and he weighs 175 pounds.

## FLESHING OUT GM CHARACTERS

Supporting characters aren't just game statistics. They are individuals with personalities, quirks, and opinions. The GM

should strive to fill his or her campaign with characters that are engaging and seem real. This especially holds true for potentially recurring characters. Conversely, not every "bit" character or extra need be memorable—not everyone in real life is memorable, either.

One trick to making a supporting character memorable is to assign one or two distinctive traits to the individual. Such characters are likely to play off the heroes in interesting and unexpected ways, and players will remember them (perhaps even adore or revile them) in adventures to come.

Table 2-1: One Hundred Character Traits lists traits that the GM can choose from when creating supporting characters. The table is only the beginning, and many more traits could be added to the list. None of the traits listed in the table have any effect on the character's game statistics, although the GM may need to figure out how to marry certain traits with certain game statistics. For example, a well-mannered character with a low Charisma score might have some personality quirk or quality to account for his low charisma, such as an incessant nervous twitch or no sense of humor.

**TABLE 2-1: ONE HUNDRED CHARACTER TRAITS**

d% Trait		
01 Aloof	33 Forgiving	68 Perfect, white teeth
02 Bad breath	34 Foul-mouthed	69 Pessimistic or cynical
03 Bald	35 Gruff	70 Pleasant smelling (perfumed)
04 Bookish	36 Hacking cough	71 Preaching
05 Braces or dentures	37 Hard of hearing	72 Reclusive
06 Brave	38 Helpful	73 Self-destructive
07 Capricious	39 Hot tempered	74 Self-glorifying
08 Careless	40 Hyperactive	75 Sexist, racist, or otherwise prejudiced
09 Clean	41 Impeccably dressed	76 Sexually voracious or promiscuous
10 Collector (books, coins, weapons, butterflies, etc.)	42 Inquisitive	77 Shaky hands
11 Condescending	43 Jealous	78 Sings or hums a lot
12 Cowardly	44 Jokester	79 Slow talker
13 Crooked teeth	45 Jumpy	80 Stooped back
14 Cross-eyed or cock-eyed	46 Lazy or lackadaisical	81 Strong body odor
15 Cruel	47 Loquacious	82 Stutters, lisps, or slurs
16 Cryptic, evasive, or secretive	48 Melancholy	83 Suave
17 Dirty and unkempt	49 Missing tooth	84 Suspicious
18 Distinctive jewelry	50 Missing finger	85 Sweaty
19 Distinctive nose	51 Moody	86 Theatrical
20 Distinctive scar	52 Multiple body piercings	87 Unfeeling
21 Doesn't like to be touched	53 Nasal voice	88 Unusual hair style or color
22 Drunkard	54 Nervous eye twitch	89 Uses big words
23 Easy going	55 Neurotic	90 Uses expressive hand gestures
24 Enunciates very clearly	56 Never shuts up	91 Very short
25 Even tempered	57 No sense of humor	92 Very tall
26 Exacting	58 Not very observant	93 Visible birthmark
27 Eyeglasses	59 Obese	94 Visible tattoo
28 Eye patch	60 Obsequious	95 Walks with a limp
29 Fanatical	61 Opinionated	96 Wears flamboyant or outlandish attire
30 Fast talker	62 Optimistic	97 Wears toupee or wig
31 Fiddles or fidgets nervously	63 Overbearing	98 Well read
32 Foppish	64 Particularly high voice	99 Well mannered
	65 Particularly long hair	100 Whistles
	66 Particularly low voice	
	67 Passionate artist or hobbyist (fishing, hunting, etc.)	

## Chapter Three

# FACTIONS



Organizations in the *d20 Modern Role-playing Game* can be benefactors to the heroes, the public face of a secret society, or merely one of the factions at work in the background of a campaign. Whichever option the Gamemaster chooses, this chapter provides enough information to present a basic picture of how the organization works, where it came from, and how it's structured. In some cases, the entries include a map of what a typical office or base of operations might look like.

Not every organization will fit in every campaign setting, nor need it appear in a setting precisely as it appears here. The GM should create a kind of “organization pantheon,” composed of the groups and factions he most wants to use in his campaign. Knowing that the Crimson Scorpion is engaged in an ongoing war with the Federal Bureau of Investigation, who have turned to Unified Technologies for high-tech surveillance equipment—unaware that UT is a puppet of the Nautilus Club, which is trying to gain control of the United States Justice Department—will certainly help shape both the adventures and the attitudes of many GM characters. The more the GM knows about the organizations moving in the background of his campaign, the richer and more engaging the world becomes for the heroes.

Be creative with these organizations, and the plots will practically write themselves. Something else to keep in mind: Just because the heroes sever an important thread in the campaign's grand global conspiracy, the whole sinister web does not necessarily have to come untangled. There is always someone higher up in the chain to carry the plot forward.

ZP

Caption here ...

## REALITY VS. SPIN

Of course, there are no secret masters in the real world. Humankind has always had a hard time believing that bad things happen to good people purely at random; we have concocted elaborate mythologies about global conspiracies that are out to get us. Paranoia is its own reward.

Some of the organizations presented here are based on real groups. Although we've taken care to do some research on the FBI, Department of Defense, and other actual organizations, it is done with an eye toward creating believable fiction. Although their histories are based at least partially on fact, the accounts below are not accurate or complete depictions of their real-world counterparts (if any). There is no Corleone crime family outside of the *Godfather* films. The FBI does not actually have a paranormal investigations department. The Scientologists aren't really controlled by a rogue faction of grays, and those "messages" people hear when they play vinyl records backward are the result of their own overactive imaginations. However, a campaign world would be a lot more interesting place if those things were true, wouldn't it?

The trick to any successful conspiracy is for the conspirator's more suspicious activities—when they're noticed by the public, anyway—to have a reasonable and rational explanation. This is called "spin doctoring," and it sugarcoats a bitter truth so that the general public doesn't realize that, once again, they are being asked to accept yet another lie that they ordinarily wouldn't believe.

Police brutally beat peaceful protestors at the World Trade Organization summit in Seattle—clearly a case of mistaken identity.

Peacekeeping troops gunned down a village of innocent people in Kosovo—the regrettable result of faulty intelligence.

Five hundred people claim to have witnessed U.S. Air Force jet fighters fire air-to-air missiles at a squadron of flying saucers over the Nevada desert—hallucinations caused by unseasonably high amounts of swamp gas, and light from the planet Venus reflected off smog hanging over Dallas.

The same sort of rationalization can be applied to all the organizations in this chapter. The Central Intelligence Agency has no authority to operate within the boundaries of the United States, so those guys in dark suits and sunglasses must have been from the FBI. There is no global devil-worshipping conspiracy, so those people in the red robes who tried to murder a local girl were plainly just making up their ritual as they went along.

For every illegal, unethical, immoral, or outright evil act that the organization carries out, the GM should have an official explanation ready to go—the players are going to have a great deal of fun sifting through all the lies to get to the truth.

## SPLINTER GROUPS & ROGUE AGENTS

Only an organization of one can have complete unity of purpose; as soon as another person enters the picture, the

goals and visions become divided. One employee can become a rogue; two employees, a splinter group. When an organization is as well financed as the CIA or the Nautilus Club, one disgruntled employee has access to enough resources to cause big problems. When it is as large as the FBI, the Mafia, or the United Nations, a splinter group of rogues can cause *tremendous* problems.

Rogue agents and splinter groups are mainstays of thriller fiction. A writer—and, by extension, a Gamemaster—can make an otherwise upright organization into a ruthless villain by creating a splinter group working secretly within the organization, using legitimate resources and personnel to carry out its own agendas. (Conversely, a much less commonly used theme in fiction is a moral and ethical conspiracy within the ranks of an otherwise evil organization.) Worse, a single, highly placed rogue agent could seize command of loyal operatives and order them to take actions they would ordinarily refuse, taking advantage of their implicit trust in their commander.

The organizations presented here represent the base organizations, as opposed to splinter groups. Splinter groups, by their nature, have access to only a fraction of the base group's resources; requisitioning items to support an internal conspiracy can be tough. (The GM should apply a -5 to -10 penalty on level checks for requisitions made by members of the splinter group.) Similarly, rogue agents and members of splinter groups are not bound by the ideologies of their parent organization; they can have allegiances that run counter to the organization's usual allegiances. Sometimes, though, the basic allegiance—"U.S. government," "DOD," "Mafia"—remains the same, but the overall character is changed by adding a qualifying allegiance, such as "law," "chaos," "evil," or "good."

## READING THE ORGANIZATION ENTRIES

Each organization entry includes information on what the organization does, who its key members are, and how the organization interacts with the campaign world. These entries follow roughly the format laid out in Chapter Nine: Campaign Models, in the *d20 Modern Roleplaying Game*, with some additional information.

### Organization

This text contains a summary of the organization's goals and capabilities.

**Agenda:** A brief description of how the organization achieves its goal.

**Structure:** How the organization appears to the rest of the world.

**Symbol:** The group's logo (if the group is organized enough to have one).

**Most Common Allegiance(s):** The allegiance(s) an average member has.

**Requisition Limit:** The organization's effective Wealth score for purposes of members requisitioning equipment (and any limitations placed on such requisitions).



## Overview

This section describes how the organization came into existence and gives an overview of its hierarchy (Organization Structure) and various facilities (Bases of Operation). This section also discusses what sorts of equipment and funds the organization usually has available (Resources).

## Involving the Heroes

The overview includes a section on how the heroes can be introduced to the organization, either as members or as enemies. If the heroes are members of the organization, this section also discusses the kinds of work they might do for it.

## Using the Organization

This section gives ideas for plot hooks and advice to the Gamemaster on how to include the organization in his campaign.

## Learning About the Organization

Heroes may attempt Knowledge checks, Gather Information checks, and Research checks to learn about organizations. This section explains which Knowledge skills are appropriate for the organization, and gives the level of detail that a character can uncover based on the results for each type of check.

## Members

Lastly, each entry describes a typical member of the organization—at least, the type of member with whom the heroes are likely to interact. The character archetype listed here is someone unique to the organization—someone that differs from the average ordinary archetype. The difference could be as minor as choice of equipment, or it could be as extreme as species.

In most cases, other members of an organization can be represented by ordinary characters (see the Ordinary archetypes found in Chapter Eight: Friends and Foes of the *d20 Modern Roleplaying Game*).

## AL-JAMBIYA

Al-Jambiya (“the Dagger”) is a terrorist organization modeled roughly on Osama bin Laden’s al-Qaeda network, though considerably smaller, and with a more aggressive agenda. It is the intent of al-Jambiya’s leaders to torture and murder one U.S. citizen for every Muslim killed or injured by the actions of the United States.

**Agenda:** Instill terror in the United States of America by abducting, torturing, and murdering its citizens.

**Structure:** Terrorist organization.

**Symbol:** A sheathed jambiya, the traditional ritual dagger of some Muslim cultures.

**Most Common Allegiance(s):** Islam, evil, anti-American factions.

**Requisition Limit:** 30 (illegal).

## Overview

Jabbar Husam al Din was the only son of a wealthy Saudi industrialist and, unbeknownst to the world at large, also a

serial killer. Jabbar murdered two French tourists in 1993 and an American college student in 1994, and successfully concealed these crimes from everyone except his father. Suffering from cancer and afraid that his only son would be imprisoned and executed, the father helped Jabbar conceal his crimes in return for his son’s promise that he would devote himself to his religious studies and eventually take over the family business. The senior al Din hired bodyguards for his son—to supervise Jabbar as much to protect him.

When his father died in 1999, though, Jabbar fired the bodyguards and promptly murdered a visiting Spanish businesswoman. He chose his victim because she walked about her hotel lobby wearing a fashionably cut dress made of relatively thin material. To al Din, her immodesty was symptomatic of what was wrong with the West, and he fixated on the idea that he could combine his gift for abduction and murder with his political and religious views. Al Din greatly admired Osama bin Laden’s vision, but when he arranged a meeting with the terrorist leader, bin Laden seemed more interested in what al Din could do for al-Qaeda financially. In fact, bin Laden seemed faintly disgusted by al Din’s proposal to kidnap wealthy Americans and torture them to death on video. Though bin Laden promised to consider the idea, al Din felt that al-Qaeda simply didn’t match his vision, and determined to start his own anti-American terrorist faction.

Jabbar al Din began recruiting followers, searching throughout Afghanistan, Algeria, Bosnia, Chechnya, Iraq, the Philippines, Tajikistan, Saudi Arabia, Somalia, Yemen, and Kosovo for individuals who not only shared his dream, but who had the kinds of traits he needed—violent tempers, a propensity for ruthless brutality, and an absolute faith that murdering Westerners was a religious imperative. His initial search concluded in the summer of 2001, when Jabbar had assembled 31 followers aboard his yacht, the *Laila*, to discuss how to organize and expand their network. They were anchored off Somalia when news of al-Qaeda’s attacks on America came in.

Though his followers were elated, al Din was actually disappointed that bin Laden hadn’t confided his plans to him. As the United States responded, he realized that his own mission had just become more difficult; the U.S. would be on their guard now. Bin Laden’s “grand plan” had sabotaged his own! Al Din ordered his operatives to disperse to the target areas they had selected to act as training camps (mostly in Europe and South America). In time, he promised, he would contact them with fully developed cover identities and assignments. When they had gone, al Din swore to himself that he would not only upstage Osama bin Laden and al-Qaeda, but that he would see bin Laden beg him for forgiveness.

Al Din spent the next several months preparing while his al-Jambiya operatives recruited new members, conducted training exercises, and generally honed their skills. Finally, a year after he had brought his collection of serial killers together, Jabbar Husam al Din gave the order for the first phase of al-Jambiya’s operation to begin. Over the next two months, fourteen al-Jambiya cells, consisting of over 60 murderers and rapists, traveled to America under false identities and arriving from separate points of origins.

Throughout the arrival period, and carefully coordinated to establish alibis for the arriving terrorists, cells already on



location in Europe abducted and murdered four separate people: two Americans (a journalist and a tourist), a British petroleum executive's wife, and a French banker. Masked and wearing butcher's aprons, they slaughtered these unfortunate individuals, then sent videos of the grisly proceedings to news services in Great Britain, France, Germany, and Switzerland, along with their message: "So long as the United States keeps slaughtering innocents in the Middle East, we will slaughter innocents in the West." Shortly thereafter, the first cell in the United States carried out a similar abduction and murder, also delivering a videotape and recorded message: "How does it feel, America, knowing that you are not safe? That death can fall upon you at any time?"

Meanwhile, safely separated from these events in Saudi Arabia, Jabbar Husam al Din continued his recruitment drive, occasionally carrying out his own abductions and torture-killings aboard the *Laila*.

### Structure

Al-Jambiya is led by Jabbar Husam al Din, who commands a force of just under 100 fanatical killers scattered across Europe and North America. The members of al-Jambiya operate in small cells of no more than five men, but they frequently work with (and receive financial support from) sympathetic pro-Muslim groups.

### Bases of Operation

Jabbar Husam al Din is a citizen of Saudi Arabia, but his family owns holdings in Yemen, where he stays for roughly half of every year. From his home in Yemen, al Din conducts his terrorist business. He reportedly takes a two-month break once a year, vacationing aboard his private yacht, the *Laila*.

Al Din's followers use a wide variety of bases and hideouts, mostly properties owned by Muslims who believe that action must be taken against Western society. In America, though, these supporters are so rare (given the U.S.'s policy of aggressively prosecuting those who provide aid to terrorist groups) that members of the American al-Jambiya usually purchase small abandoned factories or garages to carry out their work.

### Resources

Al-Jambiya is woefully underfunded for the task al Din has set for the organization, so its members are forced to be extremely resourceful and self-sufficient. Al-Jambiya's meager funding comes from charitable Muslim families (the majority of whom have no idea what al-Jambiya uses the money for), "care packages" of unmarked, well-laundered bills from al Din, and, remarkably, from its members taking low-profile jobs with American businesses—typically fast-food restaurants and convenience stores. (Many, somewhat stereotypically, work as taxi drivers—which also enables them to locate, select, and abduct victims more easily.)

### Involving the Heroes

Heroes should not play members of al-Jambiya, because al-Jambiya is anything but heroic. Al-Jambiya is best described as a terrorist organization composed of ideologically

motivated serial killers, so the heroes are best involved as a group dedicated to ending their threat. The heroes could be members of the FBI's counter-terrorism task force, FEMA investigators seeking answers in the wake of a terrorist attack, or simply morally outraged citizens seeking to put a stop to the killings.

### Using Al-Jambiya

Al-Jambiya exists as a radical group among radical groups—an organization that makes even al-Qaeda somewhat uneasy. Though they consider themselves "good Muslims," their methods are morally objectionable to the average Muslim. The members of al-Jambiya are serial killers, using their hatred of the United States as an excuse to indulge their twisted fantasies.

Gamemasters can use al-Jambiya in a d20 MODERN campaign as the ultimate terrorist group—threatening American citizens not in a remote way, but with the immediate danger of possible abduction and murder. Al-Jambiya's killers can strike anywhere, at any time, leaving behind a grisly warning to the United States, a message that says: "We can do this to you, any time."

### Learning About Al-Jambiya

The heroes can collect information on al-Jambiya with Gather Information, Knowledge (current events), or Research checks. In each case, success at beating a DC grants that DC's information and all the information provided by any lower DC results. GMs might want to award slightly more information than what is provided depending on how much a player's roll exceeded a given DC. At the GM's discretion, other Knowledge skills might be used to reveal the same information.

### Gather Information

If made among the general populace, Gather Information checks gain the hero only wild speculation and conjecture. If the checks are conducted among Muslim communities, where some of the people might know members of al-Jambiya, use the results below.

**DC 5:** "Al-Jambiya" refers to ritual curved daggers carried by men in some Islamic countries. These daggers are family heirlooms, passed from father to son.

**DC 10:** The al-Jambiya terrorist group is extreme, even for a terrorist group. Most Muslims find it hard to believe that such a group even exists. Those who do believe that al-Jambiya exist find their actions completely abhorrent.

**DC 15:** Rumors suggest that the members of al-Jambiya may have been recruited from the criminal populations of Islamic countries—perhaps even straight out of Saudi prisons.

**DC 25:** Islamic religious groups believe that certain members of al-Jambiya might have been serial killers in their countries of origin, recruited specifically for their ruthlessness.

**DC 35:** The hero can learn the names of local Muslim families who have welcomed "relatives" to their homes in the



month before a killing spree began. (Note: Eighty percent of these leads turn out to be for legitimate family gatherings. Only about 5% of the others are connected to al-Jambiya operatives.)

### Knowledge (Current Events)

Knowledge (current events) checks can tell a hero what she knows about al-Jambiya's activities from coverage in the mass media. The existence of al-Jambiya is still recent news, though, so little has been uncovered about them so far.

**DC 1:** The terrorist group al-Jambiya has carried out torture-killings of several American and European citizens.

**DC 5:** Rumors say that al-Jambiya is to al-Qaeda in some as-yet-unknown way—perhaps as a series of separate “sleeper” cells, waiting for instructions from Osama bin Laden to act again.

**DC 10:** Bin Laden's most recent recorded messages do not mention the murders carried out by al-Jambiya—neither taking credit for nor praising the actions.

**DC 15:** The FBI feels that these murders may have been carried out by a separate anti-American group—one that is deeply embedded in Europe and the U.S. through the use of disguises and forged identification papers.

**DC 20:** FBI profilers have been assigned to investigate the murders, but nothing conclusive has come of that so far.

### Research

Research checks cover what the hero can learn by examining various news services, including Muslim news sources. This check provides information on what is known so far about al-Jambiya.

**DC 1:** Suspected members of al-Jambiya include various individuals who in the past have been associated with al-Qaeda.

**DC 5:** INTERPOL believes that al-Jambiya's has, at best, tenuous ties with Osama bin Laden and al-Qaeda.

**DC 10:** Saudi law enforcement believes that al-Jambiya's leader might be operating out of Saudi Arabia, Yemen, Oman, or the United Arab Emirates.

**DC 15:** The FBI believes that al-Jambiya cells are operating in multiple locations throughout the United States with possibly more than one cell per geographic region.

**DC 20:** The FBI believes that al-Jambiya is getting its funding many of the same sources as al-Qaeda, including Muslim nationalist groups operating inside the U.S.

**DC 25:** The hero can find out exactly which Muslim nationalist groups the FBI believes are supplying funds to al-Jambiya.

**DC 30:** The hero can learn where in the U.S. these Muslim nationalist groups are headquartered.

### Members

Members of al-Jambiya come from different walks of life, but have undergone similar training in stealth and abduction tactics since joining al-Jambiya. The al-Jambiya assassin below is a typical example, but specific members of the terrorist organization might have a more specialized skill set.

**Al-Jambiya Assassin (Strong Hero 2/Tough Hero 2/Dedicated Hero 2/Charismatic Hero 2):** CR 8; Medium-size

human; HD 2d8+4 plus 2d10+4 plus 2d6+4 plus 2d6+4; hp 65; Mas 15; Init +1; Spd 30 ft.; Defense 18, touch 18, flat-footed 17 (+1 Dex, +7 class); BAB +5; Grap +7; Atk +8 melee (1d6+3 nonlethal, unarmed strike) or +8 melee (1d4+3/19–20, jambiya) or +7 melee (1d3 electricity, stun gun) or +6 ranged (4d6, fragmentation grenade) or +6 ranged (special, smoke grenade); Full Atk +8 melee (1d6+3 nonlethal, unarmed strike) or +8 melee (1d4+3/19–20, jambiya) or +7 melee (1d3 electricity, stun gun) or +6 ranged (2d8, AKM/AK-47) or +6 ranged (2d6, MAC Ingram M10) or +6 ranged (4d6, fragmentation grenade) or +6 ranged (special, smoke grenade); FS 5 ft. by 5 ft.; Reach 5 ft.; AL al-Jambiya, evil; SV Fort +10, Ref +3, Will +3; AP 4; Rep +0; Str 14, Dex 13, Con 15, Int 13, Wis 12, Cha 12.

**Occupation:** Criminal (bonus class skills: Hide, Move Silently).

**Skills:** Bluff +8, Climb +6, Disguise +6, Hide +9, Intimidate +7, Jump +6, Knowledge (tactics) +7, Listen +5, Move Silently +9, Read/Write Arabic, Read/Write English, Speak Arabic, Speak English, Spot +5, Survival +10.

**Feats:** Advanced Firearms Proficiency, Brawl, Deceptive, Heroic Surge, Knockout Punch, Low Profile, Personal Firearms Proficiency, Simple Weapons Proficiency, Stealthy, Weapon Focus (jambiya).

**Talents (Strong Hero):** Melee smash.

**Talents (Tough Hero):** Remain conscious.

**Talents (Dedicated Hero):** Skill emphasis (Survival).

**Talents (Charismatic Hero):** Fast-talk.

**Possessions:** AKM/AK-47 (7.62mmR assault rifle), 500 rounds of 7.62mmR ammunition, MAC Ingram M10 (.45 machine pistol), 200 rounds of .45 ammunition, jambiya (knife), stun gun, 2 fragmentation grenades, 4 smoke grenades, casual clothes, fatigues, desktop computer with broadband modem, portable video camera, fake ID, steel handcuffs, various gear and personal possessions.

### The *Laila*

Jabbar Husam al Din uses this yacht as a mobile base of operations during vacations. He holds private parties aboard the ship whenever he makes port, taking advantage of the opportunity to entertain and meet with “investors.” The ship is equipped with satellite television, satellite telephones equipped with caller ID defeaters, and an Internet connection so that al Din can stay abreast of world events and communicate with other members of al-Jambiya.

See the accompanying map of the *Laila* for a key to the various areas and cabins aboard the vessel. In addition to the regular accoutrements, the *Laila* contains plenty of firepower in the form of an arsenal of pistols, longarms, and grenades hidden in secret floor compartments throughout the ship.

The *Laila* has twelve crewmembers who serve a variety of shipboard functions. Eight of the *Laila*'s crewmembers are low-level mechanics (see page 274 of the *d20 Modern Roleplaying Game* for statistics). The rest are actually mid-level terrorists (see page 279 of the *d20 Modern Roleplaying Game* for statistics), all of whom have an allegiance to al-Jambiya and give their lives to protect al Din.

**Laila (330-foot luxury yacht):** Crew 6 (minimum); Passengers 8+; Cargo 30,000 lb.; Init -6; Maneuver -6; Top Speed 45 [4]; Defense 2; Hardness 5; hp 94; Size C; Purchase DC 72; Restriction Lic [+1].



# THE LAILA

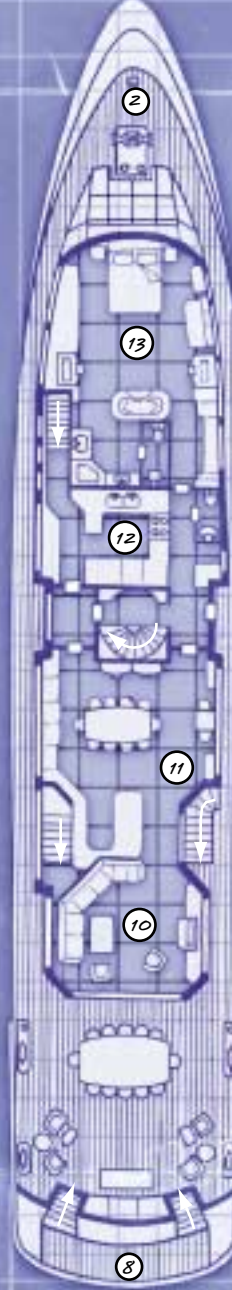
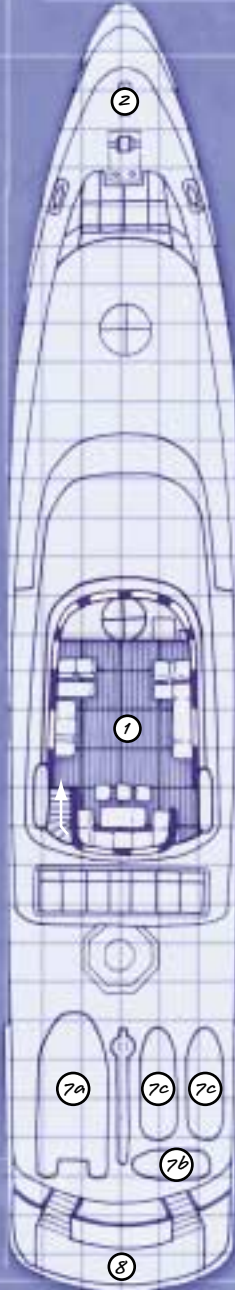
Scale: One Square = 10 Feet

FLYBRIDGE DECK

BOAT DECK

MAIN DECK

LOWER DECK



- 1. Bridge
- 2. Anchors
- 3. Launch Crane
- 4. Sky Lounge
- 5. Captain's Cabin
- 6. Pilot House
- 7A. Pontoon Launch

- 7B. 1-Person Jet Ski
- 7C. 2-Person Jet Ski
- 8. Stern Deck
- 9. Jacuzzi
- 10. Large Saloon
- 11. Dining Room
- 12. Guest Galley

- 13. Master Bedroom (with Master Bath)
- 14. Guest Stateroom (with Guest Bath)
- 15. Crew Galley
- 16. Crew Berths (4)
- 17. Crew Berths (3)



## CENTRAL INTELLIGENCE AGENCY, THE

The Central Intelligence Agency, or CIA, is the fact-finding bureau of the United States government. With agents all over the world gathering intelligence both overtly and covertly, there is theoretically little information they cannot provide about developments in any country.

**Agenda:** Monitor publications and the media all over the world, analyze the collected data (with an eye toward finding patterns and connections), and advise America's policy-makers as to developing situations and potential threats to U.S. security.

**Structure:** Intelligence-gathering and military advisory group.

**Symbol:** An eagle's head surmounting a shield bearing a central compass.

**Most Common Allegiance(s):** CIA or U.S. Government.

**Requisition Limit:** 45 (illegal).

### Overview

As part of 1947's National Security Act, President Harry Truman authorized the creation of the Central Intelligence Agency. The CIA's mandate was to coordinate the nation's intelligence-gathering activities, which previously had been scattered over several military departments. With all of these activities under one roof, the CIA could correlate intelligence, analyze it, evaluate its importance, and disseminate it as needed. The goal of national security was largely in response to mistrust of the Soviet Union, which after World War II had laid claim to much of the land it had liberated from Nazi Germany. With Hitler's Third Reich defeated by the Allies, Americans worried that the Soviets would take advantage of the political and ideological vacuum to spread communism—the "red menace"—all over Western Europe.

The CIA was a major player in the "Cold War" that lasted from the late 1940s to the early 1990s. Though America had won the race to create an atomic bomb, the other nations hadn't simply given up, and America feared that Soviet or Chinese ballistic missiles would drop nuclear warheads on major U.S. cities before the U.S. military could act to defend the nation. Since these so-called "superpower" nations did not trust one another to follow through on promises to limit nuclear weapons research, the only sensible plan was to monitor each other's technological progress and achievements. The CIA set up agents in every country where the enemy was known to operate, and began quietly gathering data on what was going on in those places.

The Cold War occasionally turned hot—such as during the Cuban Missile Crisis of 1962—and spies and agents of both sides were killed or captured. The James Bond books and movies of the late 1950s and 60s glamorized the espionage business, but the reality was that most spies (on either side) were not nearly as flamboyant or adventurous. Alger Hiss, Kim Philby, Ethel and Julius Rosenberg, and Aldrich Ames were all extremely effective spies, stealing countless secrets and passing them on to their foreign contacts before being caught. The CIA (and their counterparts in the Soviet Union's KGB, or State Security Committee)

developed an endless variety of tools and devices to record and transmit information, and to detect the transmission of information by enemy agents.

By the late 1980s, world espionage had become a kind of chess game, with CIA and KGB operatives covertly working to help their respective countries seize ideological control of various strategic nations and territories. They often supported friendly regimes or provided secret military aid to rebel forces. Plainly, the CIA had exceeded its original mandate—acting, rather than observing—but times had changed, and the U.S. needed to protect not only its citizens in the at home, but those traveling and working abroad. America had grown increasingly dependent on foreign oil, and several members of O.P.E.C. (the Organization of Petroleum Exporting Countries) were frequently openly hostile to the United States. To ensure a steady supply of crude oil, the CIA operated in the O.P.E.C. nations to create or maintain a stability that favored U.S. interests. By the end of the Cold War in 1990, the CIA had built a new niche for itself that lived on even after its original intelligence-gathering mission became obsolete.

In the new millennium, the current Director of Central Intelligence acts as one of the president's chief advisors on matters of intelligence and national security. The CIA gathers information in much the same way it always has. Agents monitor "open source" information (including newspaper, television and radio broadcasts, and speeches made by foreign policy makers), and they analyze data to look for missing pieces of information (and to try to determine what those pieces might be). The CIA uses "clandestine source" information—human intelligence (gathered directly by investigating agents of the CIA), electronic intelligence (including monitoring telephone conversations and intercepting e-mail and coded broadcasts), and shared intelligence (data from other intelligence agencies)—to fill in some of the missing pieces, and tries to estimate the complete picture from the pieces they have.

### Structure

Like most other government offices, the CIA has a strict and clearly defined bureaucratic hierarchy that is led by the Director of Central Intelligence. Reporting to the Director are the Deputy Director, the Associate Director of Central Intelligence for Homeland Security, the Associate Director of the CIA, the Office of the General Counsel, and the directors of several intelligence panels. Overseeing management of the Center and human resources issues is the Executive Director, to whom report the Chief Financial Officer, the Chief Information Officer, Security, Human Resources, and Global Support. In addition, each branch of the CIA—Analytical, Technology, Professional, and Clandestine—has a director. The CIA also includes of an Office of General Counsel (for legal matters), an Office of Military Affairs (for military intelligence), and an Office of Public Affairs (for media relations, public policy, and employee communications issues).

Below that level, the CIA operates much like any other multinational business. Where they differ most is in the position of "field officers"—the spies. Coordinated



through the Clandestine branch, each field officer is assigned to a different country where, theoretically, the field officer has a full working knowledge of the country and its culture. However, the field officer does not generally collect data himself. Instead, he works to convince foreign citizens to do the work for him. Some, who believe in the field officer's cause, willingly provide sensitive information and help undermine and destabilize hostile political parties. Others can be coerced into serving the CIA's needs, though they tend to be far less reliable. In any event, the field officer makes every effort to cover his trail; espionage is a capital crime in many countries, and a field officer can expect to be tortured before being executed if he is caught spying.

### Bases of Operation

The CIA is currently headquartered at the George Bush Center for Intelligence, in Langley, Virginia, on the banks of the Potomac River—about a fifteen minute drive from downtown Washington, D.C. The Center has something of a campuslike atmosphere, with a food court, exercise facilities, a company store, barbershop, film processing, a museum, and a policy of casual dress. It also has electronically locked doors, security checkpoints, canine patrols, and armed guards.

Because their mandate includes clandestine intelligence, the CIA's bases of operation, aside from the George Bush Center, are well disguised. A field officer might coordinate his activities in a foreign country while working ostensibly as a clerk in a U.S. consulate. He might pose as a foreign correspondent working with an American news agency abroad. He might simply be an American with a foreign residence. In any case, a field officer generally works from his home or a convenient cover location where the tools of his trade are carefully hidden. He generally makes sure his sensitive material can be easily packed into a carrying case if he needs to leave in a hurry. (The goal of such a case, by the way, is not to transport the information out of the country; it merely serves to disguise the contents until the field officer can dispose of them.) Thus, a CIA base of operations might consist of a small office in an American-owned company, an out-of-the-way desk in the U.S. consulate, or just the dining room table of an otherwise ordinary apartment.

The truly unusual bases are the safe houses. A safe house is a place for an agent or one of his contacts to hide in case his activities become known and his safety is in doubt. Safe houses are usually disguised as abandoned buildings or innocuous houses. However, they generally include a well-provisioned concealed room, where an individual can remain in hiding until it is safe to leave. Some safe houses even include secret entrances so that neighbors don't notice any unusual comings and goings.

### Resources

The CIA is funded by the U.S. government, allowing it access to a wide array of resources and technology. Even the most cutting-edge technology is within its grasp, though in situations where the safety of a U.S. citizen or the security of the United States is not a concern, the appropriations process can take a week or more. Typically, a CIA operative can immediately requisition a passenger vehicle, airline tickets, simple surveillance equipment (35mm cameras and digital audio recorders), and a handgun and ammunition without any particular red tape. Specialized vehicles, chartered flights, wire and telephone taps, and larger firearms or unusual ammunition require a supervisor's authorization.

Requisitions of equipment with a Purchase DC of 30 or more require the authorization of the Deputy Director. Items with a Purchase DC of 35 or higher require the authorization of the Director, and the higher an item's Purchase DC, the more likely the Director will get the President's signature as well.



### Involving the Heroes

Technically speaking, the CIA's jurisdiction only covers non-U.S. territories; they cannot legally operate within the United States. Therefore, in a realistic setting, for the heroes to encounter a CIA operative engaged in the pursuit of his duties, they should be in a country other than the United States. Even outside the U.S., though, a CIA agent isn't likely to identify himself to the heroes and will probably offer a cover identity.

If the heroes are to be opponents of the CIA—if part of the campaign involves rogue agents or uncovering corruption in the Central Intelligence Agency—they can, of course, encounter the CIA wherever the Gamemaster deems fit. Perhaps a splinter faction of the CIA is working to seize control of the agency or to assassinate politically inconvenient politicians. The heroes most likely encounter a field officer first—or, rather, one of her contacts, who isn't actually in the CIA—and catch the first faint glimmers of this conspiracy. Depending on the goals the GM has defined for his version of the CIA, this first contact might be gathering intelligence on the heroes and their activities, or actively trying to hurt or even kill one or more of the heroes. As the stakes get higher, this operative might call in specialized assistance: military officers charged with eliminating whatever threat the heroes pose to the CIA (see *Shadow Company*, described in the previous chapter). Ultimately, the heroes might discover that this conspiracy goes all the way up the chain of command to the Office of the Director—perhaps even higher. This sort of internal conspiracy scenario is typical of dozens of espionage movies and usually resolves in the exposure of a secret plot to stage a coup against the CIA or the U.S. government as a whole, perpetrated by fanatic revolutionaries with some sort of politically ambiguous cause.

A slightly more conventional depiction of the CIA might have the heroes joining the Clandestine branch to serve as a team of agents acting to protect the security of the United States. The CIA might recruit the heroes straight out of college or from their existing jobs in other branches of the U.S. government or armed forces. The heroes' mandate could be to gather intelligence in hostile territories, neutralize terrorist cells, or perhaps collect arcane artifacts whose existence might threaten national security if they fell into the wrong hands. They could report to a field officer assigned to act as their liaison to the Agency and to provide them with equipment, transportation, and backup. The heroes could operate from a base in nearly any city in the world or remain mobile, traveling to a new country with each new assignment. They could also be the "good guys" in a campaign scenario such as the one described above—agents of the CIA who discover the internal plot against it by a rival faction of the organization. This sort of scenario lends itself well to campaigns where the players never know exactly whom they should trust, and so embrace the idea of relying on their own resources and initiative.

### Using the CIA

The GM can use the CIA as either an ally for the heroes or as an opponent. Throughout its history, the CIA has certainly fulfilled both roles in popular fiction.

The CIA conducts surveillance on a variety of individuals for reasons often only they can fathom, and it's reasonable to assume that, if the heroes are involved in any kind of extraordinary activities, the CIA would take an interest. If their activities make the news in *any* country, the CIA knows about them on some level or another.

If the heroes work for some other organization, the CIA almost certainly will have a file on them. On the other hand, if the heroes are independent operators, the CIA might want to hire them occasionally to handle situations with which the CIA would prefer to maintain plausible deniability. In any case, when the CIA finally chooses to make contact, they will not do so blindly. Whoever approaches the heroes on the CIA's behalf will have already reviewed their files and know exactly what to expect from them. She will also know how best to present herself to achieve the desired reaction. She will generally appear friendly (to get the heroes' help), indifferent (to pique their curiosity), or hostile (to warn them not to mess with an organization that already knows everything about them).

### Learning About the CIA

The heroes can learn more about the CIA with Gather Information, Knowledge (current events), Knowledge (history) checks, or Research checks. The charts below represent the amount of detail that the heroes can collect using each method. In each case, success at beating a DC grants that DC's information and all the information provided by any lower DC results. GMs might want to award slightly more information than what is provided depending on how much a player's roll exceeded a given DC. At the GM's discretion, other Knowledge skills might be used to reveal the same information.

### Gather Information

Using Gather Information represents the information a character can gain by asking around about the CIA and its activities. The GM may want to assess a bonus or penalty depending on whom the hero asks, and how likely that person is to actually know anything substantial. (Questioning a goat farmer in Nepal about the CIA's activities isn't going to dig up any dirt, no matter how good the skill check is.) If the CIA isn't actually active in the area, the GM should apply a -5 circumstance penalty to the check, at least. As usual with Gather Information, there's bound to be some editorializing on the part of the persons providing the info.

**DC 1:** The CIA is the Central Intelligence Agency for the United States; they spy on other countries.

**DC 5:** The CIA is behind a number of political coups and assassinations—even if no one can prove it.

**DC 10:** The CIA has agents in countries everywhere. These agents pose as consulate workers or tourists, and take photos of sensitive areas or important people. Some American news reporters spy for the CIA. The hero also learns the name of the current Director of the CIA.

**DC 15:** The CIA uses dupes and traitors to get their information; that way, they can't be caught doing the spying themselves.

**DC 20:** The CIA often pries into the lives of private citizens working in sensitive areas, looking for a weakness they can exploit. The CIA then blackmails these people into spying for them.

**DC 25:** After charged with spying on U.S. citizens and with attempting to overthrow foreign governments during the 1970s, the CIA has made a concerted effort to act within the boundaries of its mandate.

### Knowledge (Current Events or History)

Making a Knowledge (current events) or Knowledge (history) check about the CIA represents what a character might have learned about the CIA through various media. Mostly this is in the form of allegations of current activities and the public history (including various inferences) of past activities.

**DC 1:** The CIA is the Central Intelligence Agency for the United States; they spy on other countries.

**DC 5:** The CIA is supposed to warn the U.S. government about possible threats to the United States, but they sometimes fail to notice major plots in time to do anything about them.

**DC 10:** The CIA is currently heavily involved with fighting the war on terrorism. (At this DC, the GM can also provide information about any major CIA activity currently in the news.)

**DC 15:** CIA operatives have been instrumental in interrogating captured enemy soldiers. (At this DC, the GM can also provide information about any minor CIA activity currently in the news, or updates on major CIA activities from the past month or so.)

**DC 20:** The CIA has come under fire from the U.S. government for not sorting through the information it gathers in a timely enough fashion. In truth, budget cutbacks have increased the amount of time it takes to filter information and recognize regional or global trends. However, the CIA



claims that they have not yet missed a critical threat. In fact, they argue that the legislature too often ignores warnings that the agency raises. (Also at this DC, the GM can also provide information about any suspected CIA activity currently in the news, updates on minor CIA activities from the past month or so, or updates on major CIA activities from the past year.)

**DC 25:** At this DC, the GM can provide information about the activities of CIA officials currently in the news (whether it appears to relate to CIA business or not), updates on suspected CIA activities from the past month or so, updates on minor CIA activities from the past year or so, or updates on major CIA activities from the past five years.

## Research

A Research check represents what the hero can find out about the CIA without any unusual amount of prior knowledge, obtained via online resources (including the CIA web page at [www.cia.gov](http://www.cia.gov)) and the reference desk in the local library. This sort of check gives a great deal of information about the general history and policies of the CIA, as well as some broad idea of their current activities (though the latter is mostly through inference).

**DC 1:** The Central Intelligence Agency has hundreds of “field officers” located all over the world, keeping an eye on the United States’ security, by analyzing the political climates in other countries.

**DC 5:** The CIA does not officially carry out surveillance of U.S. citizens; they have to rely on the work of other agencies (such as the FBI or the NSA) if they information from inside the United States. However, rogue CIA operatives have been implicated in numerous conspiracies against American citizens over the years.

**DC 10:** The CIA’s job during the Cold War was to monitor the development of nuclear weapons by other countries—particularly the Soviet Union and China—in order to give the U.S. ample warning if it looked like nuclear attack was impending.

**DC 15:** After the Cold War ended, the CIA was in danger of being dissolved, under the assumption that the United States no longer needed to gather intelligence on “the enemy,” since the enemy (the Soviet Union) broke into a collection of smaller nations. The CIA responded by slashing jobs and cutting the funding from some of its more expensive surveillance technology projects.

**DC 20:** Part of the reason why the U.S. government felt that the CIA was outmoded was that the CIA ate up a large part of the national budget but failed to spot a Soviet spy in their own office (former senior CIA counterintelligence official Aldrich Ames) until it was almost too late.

**DC 25:** Adding fuel to the fire was the fact that the CIA had failed to predict a great many world changes of great interest to American national security, including the fall of Mikhael Gorbachev and the overthrow of the Shah of Iran. Making matters worse, news leaked that the CIA had funded arms sales to Iran and Nicaraguan rebels—despite laws and presidential orders forbidding them to do so. This led some to believe that the CIA was carrying out its own agendas of doing what was “best for America,” whether America wanted it or not.

**DC 30:** The CIA has frequently suffered under Democratic presidents and flourished under Republican presidents. Presidents Carter and Clinton both limited the power and size of the CIA, while Presidents Reagan and Bush (Sr. and Jr.) increased funding to the CIA (or ensured the existing funding), or found reasons to expand the CIA’s operations.

## Members

Central Intelligence Agency operatives fall into one of four categories, based on their role in the CIA:

Analytical branch operatives are best represented by the Spy archetype.

Technical branch CIA employees are best represented by the University or Fringe Scientist.

Professionals can be Government Bureaucrats.

Clandestine branch operatives can either use the Spy archetype or, for someone a bit more geared toward the CIA (instead of the intelligence community in general), the Field Officer presented below.

### Field Officer (Smart Hero 2/ Dedicated Hero 5/Charismatic Hero 3/Infiltrator 1/Investigator 1):

CR 12; Medium-size human; HD 2d6 plus 5d6 plus 3d6 plus 1d8 plus 1d6; hp 46; Mas 11; Init +1; Spd 30 ft.; Defense 18, touch 18, flat-footed 17 (+1 Dex, +7 class); BAB +5; Grap +5; Atk +5 melee (1d3 nonlethal, unarmed strike) or +5 melee (1d3 electricity, stun gun); Full Atk +5 melee (1d3 nonlethal, unarmed strike) or +5 melee (1d3 electricity, stun gun) or +6 ranged (2d6, Beretta 92F); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ Profile, sweep; AL CIA; SV Fort +5, Ref +7, Will +8; AP 6; Rep +1; Str 10, Dex 13, Con 11, Int 14, Wis 13, Cha 15.

**Occupation:** Student (bonus class skills: Computer Use, Knowledge [current events], Research).

**Skills:** Bluff +11, Computer Use +8, Decipher Script +7, Diplomacy +8, Disable Device +7, Disguise +8, Forgery +7, Gather Information +13, Hide +7, Investigate +19, Knowledge (current events) +15, Knowledge (technology) +9, Listen +7, Move Silently +7, Profession +5, Read/Write Arabic, Read/Write English, Read/Write Russian, Read/Write Language (any two), Research +6, Search +10, Sense Motive +9, Speak Arabic, Speak English, Speak Japanese, Speak Russian, Speak Language (any two).

**Feats:** Attentive, Deceptive, Defensive Martial Arts, Dodge, Educated (Knowledge [current events] and Knowledge [technology]), Low Profile (x2), Mobility, Personal Firearms Proficiency, Simple Weapon Proficiency, Trustworthy.

**Talents (Smart Hero):** Linguist.

**Talents (Dedicated Hero):** Skill emphasis (Investigate), aware, cool under pressure (Computer Use, Disable Device, Hide, Move Silently).

**Talents (Charismatic Hero):** Fast-talk.

**Possessions:** Beretta 92F (9mm autoloader), 60 rounds of 9mm ammunition, stun gun, aluminum travel case (40 lb. capacity), standard handbag, casual clothes, 35mm camera, digital camera, cell phone, notebook computer (with cellular modem), digital audio recorder, portable video camera, scanner, tap detector, fake ID, backpack, electro-optical binoculars, flashlight, various surveillance gear and personal possessions.



## CRIMSON SCORPION

Need a master villain with delusions of world conquest? Look no further!

**Agenda:** Control the world.

**Structure:** Ex-Soviet espionage organization.

**Symbol:** A red scorpion set against a black background, usually centered in a red circle.

**Most Common Allegiance:** Crimson Scorpion.

**Requisition Limit:** 45 (licensed, military)

### Overview

Crimson Scorpion was created by the Soviet Union at the infancy of the Cold War. This super-secret agency seeded discontent and promoted communism and uprisings among the proletariat in foreign nations. If violent revolt seemed unlikely, Crimson Scorpion was to support the cause of greater socialism, as it was thought that a relatively stable socialist country would be likely to move toward communism once Crimson Scorpion instigated instability and class conflict. Weaker nations would require Soviet protection, and young, post-revolution nations would seek Soviet aid in establishing their government and policies. Eventually, the world would consist only of communist states, all allied with or subservient to the Soviet Union. Resistant countries would eventually fall to economic pressure and the demands of their people to join the communist utopia. At least, that was the plan.

In the 1980s, the Cold War came to a halt. Soviet communism lost the last shreds of its reputation for efficiency, fairness, and scientific advancement. The glory of Sputnik was ancient history. The world's vision of communism now centered on images of people standing in six-hour-long lines for bread and toilet paper. States declared independence, the Berlin Wall fell, and the Soviet Union collapsed.

During this period, Crimson Scorpion was dissolved. Some sold their allegiance to China and other foreign powers. Others gathered up what espionage and military equipment they could and became black marketeers. Operatives in foreign nations permanently adopted their cover identities, becoming the ordinary citizens they always pretended to be. Some domestic agents used their connections to government officials and commercial institutions to become mob bosses in the new capitalist Russia. Many others simply found themselves without jobs or prospects; they became street sweepers, factory workers, or a part of the growing number of unemployed and homeless people.

Goods and commodities were now readily available, but inflation was so high that no one could afford to buy them. If the communist dictatorship was a failure, to many the capitalistic democracy seemed like a disaster. Denied the glory of a world united by communism, some former members of Crimson Scorpion clung to their ideals and to one another. From among these people rose a leader—Josef Ukekov—who not only espoused the ideal of a worldwide communist revolution but also offered a plan to bring it about in less than a generation.

During the Cold War, Ukekov worked as a strategist assigned to collate the information provided by Crimson Scorpion (and other Soviet intelligence organizations) and

propose plans for action for the Soviet leadership to consider. Ukekov earned his place by demonstrating a strategic brilliance and an aptitude for quick thinking. However, the Soviet leadership considered him someone who needed to be watched constantly because, brilliant as he was, Ukekov's intelligence was eclipsed by his remorseless amorality. When given a goal, he could be relied upon to create a feasible plan that quickly achieved the leadership's aims. However, Ukekov's plans often had unacceptable collateral consequences. To Ukekov, human beings were expendable resources, and his plans frequently called for massive casualties—for both the Soviets and the enemy—in order to achieve decisive victory.

Even when Crimson Scorpion was dissolved, Ukekov refused to give up his mission. Plotting the creation of a global communist regime was his sole reason for living, and he planned to live a very long time. As his department was shut down, Ukekov stole as much foreign intelligence and classified information as he could. He sold his purloined secrets to foreign governments, criminal organizations, and capitalist investors, generating huge sums of cash with each sale. Trained in the craft of espionage, Ukekov made certain the buyers never knew his name and face. Then Ukekov set the second stage of his plan in motion: rebuilding Crimson Scorpion, this time as a privately funded organization.

Ukekov first contacted the former Crimson Scorpion members who most fanatically believed in their agency's goal. To these core people he explained the details of the Iron Web and Cold Over Bear projects (see below), punctuating his presentation with slogans and symbolism harkening back to the height of the Soviet Union. Only two people resisted Ukekov's temptations and the peer pressure of the group. When it became clear they could not be convinced, Ukekov shot them dead. He calmly explained to his now panicked audience that the new Crimson Scorpion did not have room for any disloyalty or dissent; if knowledge about his plans leaked to the outside world, they would all become targets of assassins in the employ of the capitalist governments. Anyone they could no longer trust completely had to be killed—there were no two ways about it.

Ukekov then had his new elite corps contact the most disenfranchised former members of the Crimson Scorpion—those who were jobless and penniless or who survived through petty crime. They leapt at the opportunity to join the new Crimson Scorpion, happily agreeing to the need for absolute secrecy. They felt betrayed by their former government and were thrilled to join a group that would one day make them the leaders of the world.

With this base, Ukekov could reasonably claim that Crimson Scorpion was active again. He contacted more former members—spies in foreign nations, black marketeers, arms dealers, crime lords—and played on their old loyalties. In a matter of months, the fledgling organization had an international network of agents that rivaled those of China and the United States.

Ukekov's goal is to establish a single worldwide government. He has promised the members of Crimson Scorpion that they will be part of the ruling elite who will relieve the world's suffering by evenly distributing resources, providing free education, instituting a program for population and



environmental damage control, and instituting a regime of worldwide socialism. Ukekov's rhetoric plays to their odd combination of greed and idealism, their hatred of the failures of communism, and their fears of capitalism. He provides the members of Crimson Scorpion with all the motivation they need to carry the fight forward.

In truth, Ukekov cares little about the form the world government takes—he doesn't even desire to rule it (although ruling the world would be a nice capstone to his achievements). Ukekov understands that in the infancy of a brave new world, no ruler will be able to hold power for long. It will take decades of relative peace and stability before any top official can realistically claim rulership of the globe.

What Ukekov desires is everlasting fame. He wants to be known throughout history as the man who created the united world government. Ukekov believes this will make him the most famous (and infamous) person in all history, if not Time's Man of the Year. Having others see him as a demigod is the ultimate goal that drives Josef Ukekov.

Ukekov's goal relies on three separate initiatives—Project Iron Web, Project Cold Over Bear, and Project Bygone—and different parts of the Crimson Scorpion currently pursue these plans independently. In fact, only a few members of Crimson Scorpion are aware of all three plans (and only Ukekov's inner circle have even heard of Project Bygone). In fact, many Crimson Scorpion agents are unaware of the implications of the missions they undertake. They simply place absolute trust in Ukekov and his vision.

**Project Iron Web:** Project Iron Web targets dictatorships and monarchies worldwide. Crimson Scorpion seeks to gain control of these countries by becoming the "power behind the throne." Any means are acceptable—blackmail, kidnapping, bribery, extortion, economic strong-arming—as long as the result is that the people in charge feel utterly beholden to the Crimson Scorpion. Once control is established, Ukekov can have these countries begin to create close political unions with their neighbors, eventually eschewing their sovereignty to create a single nation-state. Such a mega-nation—particularly one composed of former Middle East countries—could eventually rival the U.S. in power and influence.

Project Iron Web specifically avoids dealing with global democracies and republics. Democratic states cycle through representatives too quickly for Crimson Scorpion to gain long-term control over the government. However, the project does involve blackmailing and otherwise coercing government officials to support individual UN initiatives that lower or eliminate restrictions on international trade. These efforts are taken to facilitate the development of Project Cold Over Bear.

**Project Cold Over Bear:** Project Cold Over Bear begins with the acquisition of at least twenty-five nuclear warheads or biological weapons of mass destruction. Of course,

acquiring such an arsenal is a task beyond most countries, let alone a resurrected espionage agency from a defunct government. Yet Crimson Scorpion has already acquired three small nuclear weapons, and they have a line on at least five more.

Once enough weapons are acquired, they would be placed in the capitals and other major cities of all countries that currently have military nuclear capability. Without warning or preamble, one of the bombs would be detonated, doubtlessly killing millions of innocent people. One minute later, all the targeted countries would receive the following demand from Crimson Scorpion: "Surrender control over all your weapons of mass destruction or we will

detonate an identical bomb somewhere in your territory." The message will include the method for compliance. Ukekov is completely serious about his threat, and the Crimson Scorpion will follow his orders to the letter.

If any non-nuclear country threatens to become involved, they would receive a similar threat: "Stand down or your country will be the target of a nuclear missile."

Once the Crimson Scorpion has control of all the world's weapons of mass destruction, Ukekov will begin a campaign to unite the world like the conquerors of old—through a bloody war of conquest. He is willing to pit his tactical genius against the forces of every nation in the world. Fur-

thermore, Ukekov is confident that without the crutch of nuclear supremacy, the people of the world will not have the stomach to stand up to him for long (especially once it becomes clear that the Crimson Scorpion is rebuilding and improving the lands it conquers). He believes that once he has conquered roughly thirty percent of the globe, the rest of the nations will surrender without a fight.

**Project Bygone:** Ukekov's most insane plan, and the one he has shared with only his most trusted followers, is the one he intends to implement when Project Cold Over Bear fails. Ukekov has little confidence that his other plans will succeed; however, he cannot get the Crimson Scorpion members to accept Project Bygone as a primary plan. Once the war for conquest begins, though, he believes they will accept Project Bygone as the only means to avoid a repeat of their Cold War defeat.

When victory over the armies of the world proves impossible, Ukekov will order all the bombs at his disposal to be detonated, setting off worldwide nuclear armageddon. When the bombs go off, the Crimson Scorpion will then go underground (literally and figuratively) for ten years. During that time, Ukekov predicts that the nations of the world will wage relentless war against one another, each blaming some former enemy for the horrors that have been visited upon them. When the Crimson Scorpion returns, the armies of the world will be weary, over extended, and unprepared to face a wholly fresh and fully equipped fighting force. Most



countries will surrender immediately, but those that don't will fall quickly. Then the rebuilding process can begin.

Based on intelligence reports in his possession, Ukekov believes that project Bygone will kill only eighty-three percent of the human race, leaving nearly 1.75 billion people still alive. Even factoring in heavy casualties during the ten years of global war, his new empire would still have more than one hundred times more subjects than Alexander the Great ruled, and Ukekov would hold dominion over literally the entire world.

## Structure

The current Crimson Scorpion has essentially the same organization that it did in its first incarnation. Ukekov leads the Crimson Scorpion, his first recruits form the next tier of leadership, and the other members of the Crimson Scorpion are regular agents who might temporarily find themselves elevated to positions of team leaders for specific assignments. In addition to its dedicated agents, many people around the world unknowingly serve Crimson Scorpion. These people are members of legitimate and illicit businesses started by Crimson Scorpion members, and there is no obvious connection between them and Ukekov's organization.

Crimson Scorpion agents use a bizarre conglomeration of old-fashioned espionage and cutting-edge technology. Some agents seem like throwbacks to Cold War era spies, dressed in trenchcoats and greeting one another with code phrases, while others are indistinguishable from corporate executives, performing their work on secure computer terminals and passing messages through encoded email.

Ukekov knows that Crimson Scorpion requires secrecy, now more than ever. Unlike in its first incarnation, the organization does not have the protection of a nuclear superpower—if their plans are discovered, the entire world will unite against Crimson Scorpion. To help alleviate this pressure and deal with small information leaks, Ukekov maintains small criminal organizations and businesses on which he can shift the blame for any botched assignments. In addition, Ukekov closely monitors his agents. He knows every member's face and voice and has memorized volumes of information about their families and histories. He knows their personality quirks, flaws, and secret desires. This knowledge gives Ukekov tremendous power over every individual Crimson Scorpion agent—he can tailor his approach during any interaction to take advantage of the individual's biases and goals.

## Bases of Operation

Crimson Scorpion is spread across the globe. Each agent forms temporary bases depending on his or her assignments, so it could be said that Crimson Scorpion has thousands of bases that can be found in every major city in world. Of course, Crimson Scorpion also has a permanent base beneath the streets of St. Petersburg, Russia. The bomb-shelter base was under construction for use by the Crimson Scorpion when the agency was initially disbanded. Ukekov made certain that official records indicated that the base had been dismantled and filled in with cement but used his own money to complete the construction. When the base was finished, Ukekov offered the construction

workers the opportunity to join Crimson Scorpion. Those who agreed now work in the base they built beneath St. Petersburg; those who declined lay in unmarked graves beneath their former coworkers' feet.

The Crimson Scorpion's main base is an expansive warren of tunnels outside of St. Petersburg. Protected from nuclear, biological, and chemical attack, the base is built to allow both survival and comfort in the wake of a cataclysmic event. In addition to barracks, bunkers, hospitals, computer bays, and communication centers, the base has swimming pools, restaurants, shops, and luxury living quarters. At Ukekov's order, the base can be sealed off, all entrances locking down completely, and a thousand or more residents could live here for more than twenty years without ever needing to go to the surface for rations or supplies.

## Resources

Although no longer supported by a government, Crimson Scorpion has more funding than it ever had under the auspices of the Soviet Union. This money comes from the different criminal organizations and business ventures its agents control, as well as the brisk business Josef Ukekov still does selling the fruits of his organization's espionage. Most of this money goes directly to maintaining, equipping, and expanding the Crimson Scorpion base near St. Petersburg. Other money is used to bribe government officials and set up more shell organizations through which the Crimson Scorpion can further infiltrate the cultures of the world.

As a socialistic organization, all agents are supported completely by the organization. Although they do not draw salaries as such, Crimson Scorpion pays for their homes, food, entertainment, and miscellaneous expenses. The only exceptions to this are Crimson Scorpion agents who work deep undercover in various countries around the world—they are expected to arrange cover identities that generate sufficient funds to cover their cost of living. What money these agents receive from Crimson Scorpion allows them to cover the costs associated with specific assignments.

Agents of Crimson Scorpion can attempt to requisition anything they need as long as it pertains to their mission. Unexpected or unusual requisitions are often denied and always investigated thoroughly, and any agent found to be embezzling is quietly executed. Crimson Scorpion stockpiles military equipment and can gather many other items quickly and cheaply through the black markets it operates. If a distant agent requisitions an important item for a mission, Crimson Scorpion will fulfill the need through local criminal networks and agents, if possible.

## Involving the Heroes

Heroes are unlikely to join Crimson Scorpion, but they might unwittingly serve the organization's ends. A client who hires the heroes might secretly be a Crimson Scorpion agent, or a company the heroes do business with might turn out to be a shell corporation set up by Josef Ukekov.

It is more likely that the heroes will oppose Crimson Scorpion. Of course, given the secrecy surrounding the agency, the heroes could spend months or years fighting plots launched by the organization before they ever hear the name "Crimson Scorpion." Once they learn of Ukekov's



ultimate plans, though, the heroes will have all the reason they need to put down the organization. A hero's friend or family member might have been wounded or killed by one of Crimson Scorpion's many subordinate criminal organizations. A hero might know Crimson Scorpion as a foe due to its old incarnation as a tool for spreading communism.

### Using the Crimson Scorpion

Crimson Scorpion can be involved in many adventures before the heroes actually learn about the existence of this secret organization attempting to gain control of the world. The heroes might have many confrontations with Crimson Scorpion's criminal organizations. They could become entangled in political corruption fomented by one of its agents. The heroes might find themselves thwarting a Crimson Scorpion plot to add nuclear weapons to its growing stockpile. Once they learn of Ukekov's mad plans, Crimson Scorpion will likely become the focus of their adventures until they manage to locate, infiltrate, and destroy Ukekov's base near St. Petersburg. Even then, with agents spread across the world, the heroes will never be certain that Crimson Scorpion has been quashed permanently.

### Learning About Crimson Scorpion

There are few ways the heroes can gain reliable information about the Crimson Scorpion. What information their government has available about the group is probably classified. The following charts present information that is available only if the heroes specifically ask about Crimson Scorpion. In each case, success at beating a DC grants that DC's information and all the information provided by any lower DC results. GMs might want to award slightly more information than what is provided depending on how much a player's roll exceeded a given DC. At the GM's discretion, other Knowledge skills might be used to reveal the same information.

### Bluff, Diplomacy, and Intimidate

Heroes can not gain information about Crimson Scorpion by using the Gather Information skill, only by speaking with a specific individual who has information (such as a government agent who fought Crimson Scorpion during the Cold War). Talking with a captured member of Crimson Scorpion could also reveal secrets. The GM should adjust the DCs based upon the tactics the players use and how likely a character is to talk. If she is an agent of Crimson Scorpion, the GM should raise the DCs by 5 or more. Remember, though, that even if a Crimson Scorpion agent is convinced or coerced into talking, she probably knows little more than what is required for her specific assignment. In fact, Ukekov often provides agents with misleading or false information so that they will cause as little harm to the organization as possible in the event of their capture or torture.

**DC 20:** Crimson Scorpion was a secret Soviet organization tasked with spreading communism and inciting revolts against capitalistic governments. It was disbanded shortly after the fall of the Berlin Wall. It's as dead as Stalin.

**DC 25:** It's rumored that the organization reformed a few years later, but the Russian government disavows all

knowledge of this. That's not surprising; they don't acknowledge that Crimson Scorpion ever existed.

**DC 30:** If Crimson Scorpion did reform, the Russian government certainly isn't responsible or connected in any way—they no longer have the ability to hide such massive resources. It's likely that the organization is connected to the criminal organizations that have sprung up in the aftermath of Russia's switch to capitalism.

**DC 35:** The old Crimson Scorpion had field agents spread across the globe. If this new Crimson Scorpion has access to the old network of agents, the organization is a force to be reckoned with. With the resources coming from criminal cartels and agents trained during the height of the Cold War, the group could easily take control of several third-world countries right now.

**DC 40:** Crimson Scorpion was tasked with the spread of communism, but its ultimate goal was to place the entire world under Soviet control. The organization was designed for world domination; its agents were brainwashed into believing in that ideal. If Crimson Scorpion has a goal that overrides putting money in its members' pockets, world domination must be at the top of the list.

### Research

Making this check represents what information a hero can gain about the Crimson Scorpion through research in top-secret government files. Simply going to the library or searching on the Internet has no chance of success.

**DC 15:** Crimson Scorpion was a secret Soviet organization that was supposed to convert countries to communism and eventually put them under Soviet control. It was shut down after the fall of the Berlin Wall. Much of the Soviets' information about the Crimson Scorpion and its activities was lost or stolen shortly after the group was disbanded.

**DC 20:** The few known Crimson Scorpion agents disappeared in rapid succession during the late 1990s. Reports of kidnappings, immolations, and industrial accidents may have been falsified, suggesting that some of these supposedly dead individuals may still be alive.

**DC 25:** Crimson Scorpion does still exist, but the Russians have nothing to do with it. Although in top-secret discussions they have admitted that Crimson Scorpion was once a Soviet espionage group, common sense says that such a group no longer serves the Russian cause. U.S. intelligence believes that the group is now independently financed, with some ties to organized crime worldwide.

**DC 30:** Crimson Scorpion was tasked with the spread of communism, but its ultimate goal was to place the entire world under Soviet control. Its agents were brainwashed into believing in that ideal. If Crimson Scorpion has a goal that overrides putting money in its members' pockets, world domination must be at the top of their list.

**DC 35:** The name Ukekov turns up in various documents referencing Crimson Scorpion. In Russian files, the only Ukekov associated with the organization was a strategist named Josef Ukekov. The documents, however, seem to indicate that this man was not highly regarded by the Kremlin. The whereabouts of Josef Ukekov are unknown, but most Crimson Scorpion agents assumed new identities after the organization was disbanded.

**DC 40:** It's said Crimson Scorpion still has a secret base somewhere in Russia. The Russians have searched all abandoned bomb shelters and bases but found no trace of Crimson Scorpion. Regardless, the lion's share of Crimson Scorpion's resources can be traced to St. Petersburg, Russia.

## Members

Crimson Scorpion agents, for the most part, are spies whose careers date back to before the collapse of the Soviet Union. Although new agents are brought in when possible, few people these days have the ideological strength to be trusted with the organization's secrets. Total membership numbers just over 2,000 people worldwide, and about half of them reside and work in the Crimson Scorpion's secret base. The rest are agents living and working deep undercover in countries around the world.

Countless other people work for businesses, criminal organizations, and special interest groups that are unknowingly sponsored by Crimson Scorpion. They do the agency's bidding without knowing it and unwittingly help to bring about the demise of everything they hold dear.

Members remain loyal to Crimson Scorpion for one reason—Joseph Ukekov's vision. Charismatic and shrewd, Ukekov represents different things to different people. To one agent he is a friend and comrade. To another, he is a stern father. To yet another, he is a distant godlike figure of authority. Despite the many faces he wears, Ukekov is at his core cold and calculating. No energy is wasted, everyone and everything around him is merely a resource to be used at the proper time, and he makes few mistakes with his resources. Everything Ukekov does is a step toward his ultimate goal of being the man who unites the world.

Chapter Eight: Friends and Foes in the *d20 Modern Roleplaying Game* presents many ordinary characters who can serve as Crimson Scorpion agents. Drug dealers, terrorists, criminals, gang leaders, police officers, thugs, and bounty hunters all make excellent Crimson Scorpion operatives. Politicians and dilettantes make good spies for Crimson Scorpion, and mechanics and crime lab technicians could be useful as agents who work at a home base.

Ukekov also employs bear moreaus as shock troops and bodyguards. These genetically engineered supersoldiers are created in Crimson Scorpion laboratories within the organization's ultrasecret installation near St. Petersburg. Ukekov plans to create an army of bear moreaus to help crush enemy forces that survive Operation Bygone.

## Sample Members

Presented below is a Crimson Scorpion sniper. Although low-level, the equipment and training provided by Crimson Scorpion makes this GM hero quite deadly. Hiding carefully and using a suppressor to silently fire from long range, this character could easily kill an unlucky party of heroes several levels higher. A group of snipers firing from inaccessible positions could easily be the death of even a high-level group of heroes. Fortunately for the heroes, Crimson Scorpion won't resort to such obvious assassination unless more subtle attempts to eliminate the heroes fail.

**Crimson Scorpion Low-Level Sniper (Strong Hero 3):** CR 3; Medium-size human; HD 3d8+3; hp 17; Mas 12; Init +4; Spd 30 ft.; Defense 16, touch 16, flat-footed 12 (+4 Dex, +2 class); BAB +3; Grap +5; Atk +5 melee (1d3+4 nonlethal, unarmed strike) or +5 melee (1d6+4, rifle butt); Full Atk +5 melee (1d3+4 nonlethal, unarmed strike) or +5 melee (1d6+4, rifle butt) or +4 ranged (2d12, Barrett Light Fifty with suppressor), or +3 ranged (special, tear gas grenade); FS 5 ft. by 5 ft.; Reach 5 ft; AL Crimson Scorpion, evil; SV Fort +3, Ref +5, Will +4; AP 1; Rep +0; Str 14, Dex 18, Con 12, Int 14, Wis 16, Cha 8.

**Occupation:** Criminal (bonus class skills: Hide, Move Silently).

**Skills:** Climb +4, Hide +22\*, Jump +6, Move Silently +6\*\*, Spot +6, Swim +6.

**Feats:** Advanced Firearms Proficiency, Dead Aim, Far Shot, Personal Firearms Proficiency, Simple Weapons Proficiency, Weapon Focus (Barret Light Fifty).

**Talents (Strong Hero):** Melee smash, improved melee smash.

**Possessions:** Barrett Light Fifty (.50 sniper rifle), 3 boxes of 11 rounds of .50 caliber ammunition, suppressor, electro-optical scope, 4 tear gas grenades, gas mask, fatigues, ghillie suit, various gear and personal possessions.

\*Includes +10 bonus for ghillie suit and +2 bonus for fatigues.

\*\*Includes -4 penalty for ghillie suit.

Presented below is a typical Crimson Scorpion bear moreau supersoldier. Heroes who threaten Ukekov's plans might come face to face with a strike team of bear moreau supersoldiers. These soldiers also serve as guards in Ukekov's secret headquarters near St. Petersburg.

**Crimson Scorpion Supersoldier (Moderate Bear Moreau Strong Hero 5/Tough Hero 5):** CR 10; Medium-size humanoid; HD 5d8+15 plus 5d10+15; hp 80; Mas 17; Init +0; Spd 25 ft.; Defense 22, touch 16, flat-footed 22 (+6 class, +6 tactical vest); BAB +8; Grap +12; Atk +12 melee (1d6+7, claw); Full Atk +12 melee (1d6+7, 2 claws) or +12/+7 melee (1d6+7, rifle butt) or +8/+3 ranged (2d8, Steyr AUG) or +9/+4 ranged (2d6, Glock 20) or +8 ranged (4d6, fragmentation grenade) or +8 ranged (special, tear gas grenade); FS 5 ft. by 5 ft.; Reach 5 ft; SQ poor vision; AL Crimson Scorpion, evil; SV Fort +9, Ref +2, Will +1; AP 5; Rep +2; Str 18, Dex 11, Con 17, Int 10, Wis 8, Cha 10.

**Occupation:** Military (bonus class skills: Pilot, Survival).

**Skills:** Climb +4\*, Drive +5, Intimidate +3, Jump +3\*, Pilot +3, Repair +4, Survival +3, Swim +6\*\*.

**Feats:** Armor Proficiency (light, medium), Cleave, Great Cleave, Personal Firearms Proficiency, Point Blank Shot, Power Attack, Simple Weapons Proficiency, Vehicle Expert.

**Talents (Strong Hero):** Melee smash, improved melee smash, advanced melee smash.

**Talents (Tough Hero):** Damage reduction 3/-.

**Poor Vision (Ex):** Bear moreaus have bad eyesight. They take a -2 penalty on Spot checks and take a -4 penalty on ranged attacks for each range increment (instead of the normal -2 penalty).

**Possessions:** Tactical vest, Steyr AUG (5.56mm assault rifle) with laser sight, 300 rounds of 5.56mm ammunition,



Glock 20 (9mm autoloader), 60 rounds of 9mm ammunition, 3 fragmentation grenades, 3 tear gas grenades, gas mask, rangefinding binoculars, flash goggles.

*\*Includes -5 penalty for tactical vest.*

*\*\*Includes -2 penalty for the weight of the tactical vest.*

## CRYPTONAUTS, THE

Once an innocent gathering of computer and comics nerds, the Cryptonauts have metamorphosed into an international fraternity of hackers and code breakers with members of every race, religion, and creed. This fiendishly clever brotherhood spreads chaos and digital unrest through cyberspace, using computers and code as their preferred weapons of choice.

**Agenda:** Protect hackers and code breakers from detection and prosecution. Promote greater system security and awareness of the danger of computer hacking by committing acts of computer terrorism.

**Structure:** Secret fraternity organized in small local cells.

**Symbol:** The number 83.798 (the atomic weight of krypton).

**Most Common Allegiance:** Cryptonauts.

**Requisition Limit:** 20 licensed or military (all illegal; see Resources)

### Overview

At its genesis, the Cryptonauts existed only as a Stanford University computer club. Founded in 1989 by a group of computer game and comic book enthusiasts, the CompuComics Club provided a way for like-minded individuals to meet and make friends. Unfortunately for those legitimately interested in social interaction, fully half of the twenty-four members joined the club to share information about how to fix grades and break into various computer systems. Like many hackers, the CompuComics members first hacked without any real reason or driving goal. Their illegal endeavors were simply part of “the game,” with each member striving to outdo the others.

Two semesters after the club’s foundation, one of its members managed to shut down the local telephone network for three days. When the service interruption was traced back to the club, it wasn’t long before federal investigators unearthed other activities involving members of CompuComics. The club was dissolved, several club members were arrested, and most of the remaining members were placed on probation.

Five hackers had hidden their identities and activities well enough to go undiscovered and banded together to aid their friends. Although the authorities had a watchful eye out for further electronic tampering in this case, the students still managed to crack court records and Department of Justice files. They even managed to erase records of the phone system tampering, exploiting the same weaknesses that allowed their compatriot to shut down the network in the first place. Within a few days, they destroyed or invalidated most of the evidence of the CompuComics member’s activities. Most cases were dropped, and those who were convicted received light sentences of public service and

moderate fines. “Anonymous donations” gathered by CompuComics members through credit fraud soon covered the cost of the fines.

Flushed with a sense of power, but more wary of being caught, the twelve stayed away from one another but vowed to keep in touch. They communicated via email in code, using a shared vocabulary of comics and computer game references to hide their meanings and intentions. At some point in these communications, the term “Cryptonaut” was coined.

The word is a strange conglomeration of ideas. It refers to the members’ use of cryptography programs, makes reference to how the Cryptonauts think of themselves as astronauts exploring cyberspace, and obliquely alludes to kryptonite, the comic book hero Superman’s only weakness. The Cryptonauts saw themselves as collective “Supermen” protecting society from all manner of electronic danger. This kind of layered meaning remains common in Cryptonaut code phrases to this day.

The badge of honor for being involved in such a watershed electronic event, mutual interests, and peer pressure backed by the unspoken threat of blackmail kept the Cryptonauts together despite the group’s official dissolution. To further ensure their safety, they developed and shared new means of cloaking their hacking attempts and protecting their own computers and networks. In time, they traded their knowledge to others who shared their contempt of authority and love of hacking.

The group has long since outstripped its founders’ ability to control or monitor its every action, but cautions or commands from the original twelve still hold great sway over the rest. Of the original twelve, called the “Founders” by newer members, only four regularly make appearances in the forums that the Cryptonauts use to communicate with one another: Myxzptlk, Bizzarr0, Gen.Z0d, and Br4In14c. These four, whose hacking abilities are legendary, often make appearances in debates about the morality and purpose of computer terrorism, attempting to guide the Cryptonauts toward the ideals they share. At times, they order or carry out the “execution” of Cryptonaut hackers who go beyond what they consider the boundaries of appropriate hacking. Execution takes the form of targeted computer viruses and evidence trails that lead authorities to the offending hacker. Members that abide by the Cryptonaut Code need not fear these repercussions and can gain hacking knowledge and computer security that far outstrips what they could normally gather on their own.

The Cryptonaut Code is made up of three simple maxims created by the Founders:

**Hacking should hurt pocketbooks, not people.** This is held by most Cryptonauts to be the most important part of the Cryptonaut Code, but even the Founders interpret this maxim liberally. Cryptonauts are accepting, if not pleased with, instances when the unforeseen consequences of hacking a system result in harm to or death of people, but hacking a system to purposefully kill or maim is unforgivable.



83.798

The classic example is that of the Founder who brought down the local phone service. During those three days, several people died for lack of emergency medical care because no one could call an ambulance. This result was unintentional and forgivable, whereas hacking an air control tower with the intent of crashing planes would be a direct violation of the Code.

**Hack to create awareness, not just to pull pranks.**

This maxim also receives liberal interpretation. While some Cryptonauts hack only to post evidence of backdoors, loopholes, and viruses they find (and thereby increase awareness of security problems), others hack purely for personal gain or fun. Those without altruistic goals justify their hacking in various ways. Many who hack for fun often alter websites and databases to promote some political agenda. Those who hack for credit fraud and fund shifting claim they are identifying security issues in such a way that their victims have no choice but to fix the problem immediately. If victims don't recognize that they have been hacked or fail to take the appropriate measures to prevent it, they need to be victimized again for their own good.

**A hacker in need is a friend indeed.** This maxim serves as a recruiting statement and pledge of allegiance. The Cryptonauts gain new members by saving skilled hackers from prosecution. When Cryptonauts find a good hacker who is in, or is about to be in, trouble with the law, they come to the rescue by removing or altering evidence of the hacker's activities. When things have cooled off for their possible member, a Cryptonaut message appears on a computer the hacker is using. This message offers membership in the Cryptonauts in exchange for sharing new hacking and cryptography discoveries. Those who decline are left to their own devices—the Cryptonauts have no interest in coercing hackers to join their organization. The only exception is if a candidate threatens to expose the Cryptonauts; such threats result in new “incriminating evidence” being delivered to the police (or the hacker's enemies). The maxim also serves to remind Cryptonauts to help one another. Their organization exists because each member gives as well as takes from the information pool they share.

Once brought within the Cryptonaut fold, a member can expect to be introduced to hundreds of hackers from around the world. Many more will be invisible to the new member as the more paranoid Cryptonauts tend to lurk in the discussions until they are certain that everyone involved is deserving of their personal trust. Secret websites, coded forums, and encrypted instant messaging programs form the main means by which Cryptonauts keep in contact and exchange ideas, tips, and tricks. Particularly important secret messages, such as when and where Cryptonauts might meet in person, are exchanged via a unique code. The Cryptonauts create maps that appear to be meant for multiplayer online games, then seed them with representative objects and code words that describe real world locations. Alternatively, they imbed the message in a series of three-dimensional maps such that it can only be read when viewing the maps one atop another within the context of an actual online game. This kind of encryption has become so popular among Cryptonauts that many prank messages are disseminated. Debate rages in the group as to whether this overuse of the code is a good thing

(serving to make all members better able to use it) or a bad thing (creating an increased risk that the code will be noticed and broken by outsiders).

### Structure

The Cryptonauts seek to protect one another and share computer hacking information; little else unifies this diverse group. A large portion of the Cryptonauts (including most of the Founders) are devoted to using their skills to make the general public aware of lapses in computer security (especially when the company that suffers from the lapse works to cover it up in the name of public relations). However, many members also use the organization's resources to further their own ends.

The Founders have a great deal of influence over many of the members, being directly responsible for helping them out of some trouble and inducting them to the Cryptonauts as a result. This gives the Founders some degree of control over the Cryptonauts, but for the most part, the organization has a life all its own. Members of the Cryptonauts tend to be highly individualistic and egotistical (at least in their online personas), so only peer pressure, paranoia, and the pride of being considered an insider keeps them a cohesive group.

Unfortunately, some Cryptonauts are less grateful to the Founders, and still others are guided purely by self-interest. These Cryptonauts have little regard for laws or the mores of the organization. They hack to steal, destroy, and amuse themselves. Even so, these members take pains to avoid or hide actions that would anger or expose the rest of the Cryptonauts. Fear of retribution drives them to conform to this small degree.

Although most Cryptonauts are private citizens living independent, normal lives, some operate in small cells. Cryptonaut cells most often form when a club or group of friends engaged in hacking together and, through their communal efforts, came to the attention of the Founders. Other cells grow through friendships, romances, and working relationships formed online. Being part of a Cryptonaut cell usually leads members to become involved in more hacking activities than they would normally have pursued alone, but it also provides extra security and increased expertise—members of a cell help one another in their hacking and hiding efforts.

### Bases of Operation

The Cryptonauts have no official bases of operation. Even online, their forums and other means of communication change regularly. The only exceptions to this are the cells of members who operate together. These smaller groups often have a “home base” of sorts where they combine their resources and pool their skills. Such bases can be the basement of a suburban home, a van equipped to be a wireless mobile command center, or a room in the sewers that sits next to an underground phone line junction.

### Resources

Cryptonauts act as individuals and mercenaries. They get their funding from “day jobs,” credit fraud, or freelance online activities (hacking systems for anyone willing to meet their price). The dispersed and disparate nature of the group makes pooling resources almost impossible, and the



group rarely has need to do so. At the times when a member must undertake an activity on behalf of the group but does not have the means or the equipment required, that member can often requisition what is needed. Such requisitions are inevitably the result of fraud wrought upon an Internet vendor, and members who requisition equipment do so at their own risk.

Intellectual resources are another matter. Knowledge flows freely among the Cryptonauts. With their intermittent access to various government and commercial networks, the Cryptonauts pass around information on nearly every topic. Given their role as self-appointed “super heroes” of the Internet, Cryptonaut members will usually leak particularly worrisome information to the media and activist groups. Of course, the members tend to enjoy occasionally pulling hoaxes and promoting spurious information for its comedic value. Given the way any grapevine twists words and meanings, someone pulling facts from a Cryptonaut forum should take the information gained with a proverbial grain of salt.

### Involving the Heroes

Player characters can become involved with the Cryptonauts in many ways. Heroes who gain a reputation as excellent hackers might be invited or blackmailed into joining the group. Heroes whose hacking activities lead to legal troubles might find their problems suddenly and mysteriously disappear. A few days or weeks later, an invitation to join the Cryptonauts finds its way to them. Alternatively, heroes who rely upon an ally for their hacking needs could discover that this person is secretly a Cryptonaut. The heroes’ foes might use Cryptonaut mercenaries, or the heroes themselves may be engaged in activities that the Cryptonauts want to reveal to the public, making the group a villain of the campaign.

Heroes who are members of the Cryptonauts may occasionally be asked by fellow members to aid in hacking activities, but their involvement with the group will mostly consist of sharing information about hacking activities and successful strategies. In return, the hero can gather information online from fellow members to aid them in hacking projects or other endeavors. Some members might require that the heroes trade services or information for what they know, but most give it freely.

### Using Cryptonauts

Many modern-day action adventures involve computer hacking and characters with computer expertise. If GMs want to use this aspect of technology in their games but the heroes do not include a hacker character, a Cryptonaut makes for an excellent GM character the heroes might call upon to do their keystroke dirty work. If the heroes are unaware of their ally’s allegiances, the character comes with a built-in secret that can spawn many kinds of adventures.

Cryptonauts can be helpful strangers, staunch allies, annoying nuisances, or implacable villains. Members

are individuals or part of small cells, and they might be involved in anything ranging from cracking pornography websites to toppling governments. Their activities can be benevolent or cruel, good or evil, but most often they are decidedly neutral—the question being whether or not they benefit the heroes personally.

### Learning About the Cryptonauts

There are few ways the heroes can learn about the Cryptonauts. The group is extremely secretive; despite many members’ desire for recognition, Cryptonauts always let their information and hacking skills speak for themselves. The following charts present some information and the DCs for skill checks to discover that information. Use these charts when the heroes seek information about the Cryptonauts. In each case, success at beating a DC grants that DC’s information and all the information provided by any lower DC results. GMs might want to award slightly more information than what is provided depending on how much a player’s roll exceeded a given DC. At the GM’s discretion, other Knowledge skills might be used to reveal the same information.

### Gather Information

A character cannot gain information about the Cryptonauts through a Gather Information check, no matter where it is made. Even at a computer convention or during an online forum, nothing useful can be learned.

However, such open investigation about the group will certainly





come to the Cryptonauts' attention and may provoke some kind of reaction.

### Knowledge (Technology)

This check represents the knowledge that a character might gain studying recent developments the Cryptonauts have made in computer security and cryptography.

**DC 25:** A Russian hacker went to the police claiming to be a "kryptonite" who hacked into the computer systems of the Russian Mafia. Before his claims could be explained or investigated, he vanished, presumably the victim of gang violence.

**DC 35:** Some hackers talk about a kind of exclusive club or secret society of hackers who help each other out of trouble with the law. The technological equivalent of Robin Hood and his Merry Men, the group is called the Cryptonauts.

### Research

Making this check represents what information a character can gain about the Cryptonauts through searching online and in magazines devoted to cutting-edge technology. A character making or aiding this check must have a minimum of 5 ranks of Computer Use or the Research check automatically fails. The chart below represents what a character might find out if looking for general information about the Cryptonauts. For adventure-specific information, the GM should set the DCs based on this information.

**DC 30:** Some hackers talk about a kind of exclusive club or secret society of hackers who help each other out of trouble with the law. The technological equivalent of Robin Hood and his Merry Men, the group is called the Cryptonauts.

**DC 35:** The Cryptonauts are some kind of multinational organization of hackers. They trade information about hacking online in encrypted forums.

**DC 40:** College students from Stanford University founded the Cryptonauts. Their name comes from a love of comic books and cryptography. Some Cryptonauts hire themselves out as freelance hackers, but they're ultra secretive about the group, and you probably won't ever get one to admit that he's a Cryptonaut.

### Members

Cryptonauts can be of any race, religion, nationality, age, or creed. All members share a skill with computers and a willingness to follow the Cryptonaut Code.

### Sample Member

The heroic GM character presented below represents a mid-level Cryptonaut hacker. This hacker could be an ally of the heroes, a small-time crook the heroes might find and capture, the henchman of a major villain, or a major villain in her own right.

**Mid-Level Cryptonaut Hacker (Smart Hero 3/Dedicated Hero 5):** CR 8; Medium-size human; HD 3d6+3 plus 5d6+6; hp 40; Mas 12; Init +1; Spd 30 ft.; Defense 15, touch 15, flat-footed 14 (+1 Dex, +4 class); BAB +4; Grap +3; Atk +3 melee (1d3-1 nonlethal, unarmed strike); Full Atk +3 melee (1d3-1 nonlethal, unarmed strike) or +5 ranged; FS 5 ft. by

5 ft.; Reach 5 ft.; AL Cryptonauts, any; SV Fort +5, Ref +3, Will +9; AP 4; Rep +3; Str 9, Dex 13, Con 12, Int 16, Wis 14, Cha 9.

**Occupation:** Student (bonus class skills: Computer Use, Knowledge [technology], Research).

**Skills:** Computer Use +22, Craft (electronic) +11, Decipher Script +11, Drive +5, Knowledge (current events) +16, Knowledge (physical sciences) +16, Knowledge (popular culture) +13, Knowledge (technology) +12, Profession +8, Read/Write Chinese, Read/Write English, Read/Write Slavic; Repair +14, Research +14, Speak Chinese, Speak English, Speak Slavic.

**Feats:** Cryptophile\*, Educated (Knowledge [current events], Knowledge [physical sciences], Knowledge [physical sciences], and Knowledge [technology]), Gearhead, Hacker\*, Improved Initiative, Iron Will, Simple Weapons Proficiency.

**Talents (Smart Hero):** Savant (Computer Use), linguist.

**Talents (Dedicated Hero):** Skill emphasis (Computer Use), faith, cool under pressure (Computer Use, Craft [electronic], Decipher Script, Drive, Research).

**Possessions:** Cell phone, upgraded desktop computer, upgraded notebook computer, broadband modem, cellular modem, PDA, portable satellite telephone, portable video camera, digital camera, printer, scanner, black box, caller ID defeater, tap detector, electrical tool kit, aluminum travel case (10 lb. capacity), various gear and personal possessions. \*See *New Feats*, below.

### New Feats

Many Cryptonauts have the feats listed below. These feats are available to any character; you do not need to be a member of the Cryptonauts to take them.

### Cryptophile

You are obsessed with the ways that mathematics and language can be used to create and break codes. This obsession grants you insights into cryptography that few possess.

**Prerequisite:** Decipher Script 4 ranks.

**Benefit:** It takes you half as long to decipher a code or ancient language when using the Decipher Script skill (see the Decipher Script skill description). In addition, if you exceed the DC necessary to decipher the script or code by 5 or more, you can read two pages per minute. If you succeed by 10 or more, you can read five pages per minute. A success by less than 5 and failures are dealt with as described in Chapter Two: Skills of the *d20 Modern Roleplaying Game*.

**Normal:** Reading one page of text usually takes at least one minute.

### Hacker

You specialize in hacking into computers and defending networks from hacking.

**Prerequisites:** Computer Use 4 ranks, Knowledge (technology) 2 ranks.

**Benefit:** You gain a +4 competence bonus on Computer Use checks made to defeat computer security, defeat file security, or defend security. This bonus does not apply to other uses of the Computer Use skill.



## DEPARTMENT OF DEFENSE, THE

The Department of Defense, formed shortly after the end of World War II, combines the Department of the Army, the Department of the Navy (including the U.S. Marine Corps and, in wartime, the Coast Guard), and the Department of the Air Force, to direct and manage the United States' armed forces.

**Agenda:** Administrate the United States' armed forces at the direction of the president.

**Structure:** Military branch of the U.S. government.

**Symbol:** An eagle clutching three arrows and covered by a shield bearing the stars and stripes, with 13 stars above, and a laurel wreath below.

**Most Common Allegiance(s):** U.S. Government.

**Requisition Limit:** 50 (military).

### Overview

Formed in 1947 as the National Military Establishment and renamed in 1949, the Department of Defense (DOD) combined the various armed forces—the Department of the Army (the War Department during World War II), the Department of the Navy, and the Department of the Air Force (formerly part of the Army)—under one roof. This enabled the Joint Chiefs of Staff to more easily oversee military affairs. They work with and advise the Secretary of Defense, the National Security Council, and the president. Originally, the secretary's job was that of a coordinator, but amendments to the National Security Act gradually increased the importance of the secretary's role.

### Department of the Army

While the Chief of Staff of the Army is responsible for the military planning of the U.S. Army, the department is actually administrated by the Secretary of the Army, a civilian appointed by the president, and under the authority of the Secretary of Defense. The job of the Secretary of the Army is to conduct all the army's non-strategic business, including training, operations, administration, logistics, maintenance, welfare, and preparedness.

The army also assists in civil affairs, including programs to protect the environment, control floods, develop water resources, and so forth. The president frequently calls upon the army to provide disaster relief assistance and additional emergency medical transportation.

The Department of the Army includes the army, the army reserves, and the National Guard. The army consists of ten active divisions and eight reserve divisions—with anywhere from 13,000 to 16,000 soldiers, men and women, in each division. Individual divisions take care of their own supply, communications, and support units, so that each is capable of operating on its own.

### Department of the Navy

The purpose of the U.S. Navy is to guard the United States' coasts and its overseas territories, to uphold the country's national and international policies, and to protect and support U.S. commerce (particularly maritime shipping). Additionally, the Department of the Navy supplies and supports the U.S. Marine Corps, whose main purpose is to quickly deploy anywhere in the world to fight land, air, and sea battles. Marines serve as security troops at naval bases and aboard ships at sea.

The Department of the Navy functions much as the Department of the Army does. The Chief of Naval Operations oversees the military planning of the U.S. Navy, and the non-strategic administration is carried out by the Secretary of the Navy, who is appointed by the president and reports to the Secretary of Defense. Various deputy chiefs administrate matters of personnel, training, policy, operations, logistics, warfare, and planning. The Commandant of the Marines oversees the military planning of the Marine Corps, and likewise reports to and advises the Secretary of the Navy.

The navy consists of five fleets, the naval reserve, and Military Sealift Command. The Marine Corps consists of three air wings and three divisions, stationed at Camp Lejeune in North Carolina, Camp Pendleton in southern California, and the marine base in Okinawa, Japan.

### Department of the Air Force

The Department of the Air Force was originally created out of the Army Air Force after the end of World War II. The head of the Department of the Air Force is the Secretary of the Air Force, who is advised on military matters by the Air Force Chief of Staff, and who in turn answers to the Secretary of Defense. The secretary coordinates financial management, manpower, reserve affairs, installations, acquisition, and the space administration. The air force consists of nine major commands, each led by a four-star general and organized by function or geographic location.

The purpose of the air force is to conduct military operations in the air and in space. The air force is responsible for the air defense of the United States and its territories, and for the timely transport of military personnel and materiel to theaters of operation all over the world. Most of the United States' nuclear capability rests with the air force.

### Structure

The DOD is broken down into the Office of the Secretary, the Joint Chiefs of Staff, the unified and specified commands, the Armed Forces Policy Council, and the military departments themselves. The Joint Chiefs of Staff include the chiefs of staff of the Army and Air Force, the Navy's chief of naval operations, and the Marine Corps commandant. They report to the Secretary of Defense, who reports



to the president. The Office of the Secretary, primarily staffed by civilians, advises and assists the Secretary of Defense, as does the Armed Forces Policy Council.

### Bases of Operation

Headquartered in the Pentagon in Washington, D.C., the DOD has a combined 6,000 locations—including bases, camps, administrative offices, recruiting offices, and training centers—in 146 countries around the world (covering over 30 million acres, and incorporating more than 600,000 buildings and other structures). Since September 11th, 2001, security at military bases has tightened considerably, though many administrative and recruitment offices are little more than lightly staffed storefronts.

### Resources

The DOD has a 2003 budget of \$371 billion and 5.3 million personnel on whom to spend it—almost half a million of these men and women are stationed overseas or aboard ships at sea. The operating budget of the DOD allows it to purchase fantastically expensive items, but the acquisition process can be excruciatingly slow. In general, an item with a Purchase DC of 20 or less can be acquired with just a superior officer's signature; items with a Purchase DC of 21 to 25 require a commanding officer's signature. Beyond that, requisitions go to the office of the Chief of Staff, and the truly high-ticket items require congressional approval (this process generally takes several weeks or months).

### Involving the Heroes

Becoming part of the hierarchy of the Department of Defense is fairly easy. All one has to do is enlist in one of the armed services. Alternatively, civilians can get various clerical and bureaucratic jobs with the DOD, provided they pass a light background check. Of course, either avenue requires a somewhat structured lifestyle, so heroes looking for a life of adventure might not find it pushing pencils or doing push-ups for the DOD.

Of course, there's nothing to stop a GM from creating a campaign centered on the idea that the heroes are part of a military strike team, or perhaps investigators assigned to some branch of military intelligence. In fact, any campaign where the heroes serve in the U.S. armed forces must include the DOD. In most such campaigns, the department will remain in the background—low-ranking soldiers almost never have to deal with the upper echelons of the military structure. The higher the heroes rise in the chain of command, though, the more their adventures will include interaction with members of the DOD.

The DOD also makes a good villain for the kinds of adventures that d20 MODERN heroes experience. The U.S. military is an excellent springboard for stories of splinter groups and rogue agents (as seen in movies like *The Rock*, *Die Hard 2*, and *Dr. Strangelove*). The heroes could easily be caught up in the operations of radical factions of the U.S. armed forces—which means fighting against trained soldiers armed with the latest in military weaponry and communications technology.

### Using the DOD

Unless the campaign is about top-level decision-making in the U.S. military, the DOD should really just be a name attached to the occasional document. In the majority of situations, encounters with DOD personnel should be in the form of members of one of the armed forces, with the DOD involved only by extension.

In high-level adventures, the heroes could encounter military and civilian personnel attached to the DOD and carrying out instructions directly from the Joint Chiefs of Staff, or even the Secretary of Defense. Soldiers and sailors can still come into play—they act as security for the DOD, after all—but they shouldn't be the focus of such a campaign.

### Learning About the DOD

Gather Information, Research, or Knowledge (current events) can only tell the heroes so much about the Department of Defense, which is understandably secretive. The charts below represent the amount of detail that the heroes can collect using each method. In each case, success at beating a DC grants that DC's information and all the information provided by any lower DC results. GMs might want to award slightly more information than what is provided depending on how much a player's roll exceeded a given DC. At the GM's discretion, other Knowledge skills might be used to reveal the same information.

#### Gather Information

Gathering information on the military is not as difficult as gathering information on the CIA, but it's not as easy as gathering info on the FBI. The military is used to guarding its secrets, and while information can leak, it usually takes a lot of sifting and analyzing to glean anything useful. If the military isn't currently operating in the area, the GM should apply at least a -5 circumstance penalty to the check.

**DC 1:** The hero can find out whether or not there are any large military bases in the area.

**DC 5:** The hero can learn the name of the nearest military base, and a rough idea of where it's located (enough to find it on a map).

**DC 10:** The hero can find out how to get to the nearest military base, and can get a relatively clear picture of what's required to get onto the base under ordinary circumstances.

**DC 15:** The hero can find out whether or not the base is on alert or currently conducting maneuvers. The hero can learn what kind of vehicles, ships, or aircraft are generally found on the base.

**DC 20:** The hero can find out somewhat more specific information, such as how many troops are stationed at the base, the names of the base's ranking officers, and the local companies that service or supply the base.

**DC 25:** The hero can learn the direct telephone numbers of various offices on the base, including the office of the base commander (but not for individual personnel).

**DC 30:** The hero can find out the home or cellular telephone numbers of nearly anyone who lives on the base (not including intelligence officers or personnel whose residence on the base is secret).



**DC 35:** The hero can find out what kind of special ordinance is stored on the base, including high-tech weaponry and whether or not the base has access to nuclear (or biological or chemical) weapons.

### Knowledge (Current Events)

A Knowledge (current events) check regarding the DOD tells the hero what the media knows about military activity involving U.S. troops, within the borders of the U.S. and abroad.

**DC 1:** The Department of Defense coordinates the activities of the Army, Air Force, Navy, and Marines.

**DC 5:** The hero knows whether and where U.S. armed forces are engaged in active fighting.

**DC 10:** The hero knows whether and where U.S. armed forces troops are building up for a military operation.

**DC 15:** The hero knows the Secretary of Defense's current public stance regarding the United States' military priorities.

**DC 20:** The hero knows whether and where the U.S. is likely to send troops.

**DC 25:** The hero knows what kind of military technology is likely to be applied in current and upcoming theaters of military operation.

**DC 30:** The hero can predict, within a 10% variation, how long the DOD plans for any current U.S. military action to last.

**DC 35:** The hero knows whether or not the military is using (or has immediate plans to use) biological or chemical weapons in a given theater of operation.

### Research

Researching the DOD requires quite a bit of patience, since the DOD is under no orders to provide full disclosure. The DOD website ([www.dod.gov](http://www.dod.gov)) carries only the texts of news articles and press announcements, along with a few photos of troops on training exercises and such. A Research check on the DOD provides information on the general history and policies of the U.S. armed forces, and an insight into their current priorities.

**DC 1:** The Department of Defense coordinates the activities of the Army, Air Force, Navy, and Marines. The hero can also learn the names and titles of most of the ranking officers and administrators of the DOD.

**DC 5:** The hero can learn whether and where U.S. armed forces are engaged in active fighting, as well as whether and where U.S. armed forces troops are building up for a coming military operation.

**DC 10:** The hero knows the Secretary of Defense's current public stance regarding the United States' military priorities. The hero can also determine the strength and stage of preparedness of the troops at any given U.S. military base.

**DC 15:** The hero knows where the U.S. is likely to send troops.

**DC 20:** The hero knows what kind of military technology is likely to be applied in current and upcoming theaters of operation.

**DC 25:** The hero can estimate with a reasonable accuracy the level of casualties on both sides of a conflict involving U.S. troops.

**DC 30:** The hero can guess with a reasonable accuracy on which U.S. military bases nuclear, biological, and chemical weapons are stored, and in roughly what quantities.

**DC 35:** The hero knows for certain on which U.S. military bases nuclear, biological, and chemical weapons are stored, and in what quantities.

### Members

Statistics for a typical military officer are given below. Military officers include those above the ranks of sergeant major (for the Army and Marines), master chief petty officer (for the Coast Guard and Navy), and chief master sergeant (for the Air Force). The military officer presented below actually ranks somewhat above that, at the level of 2nd lieutenant (Army, Marines, and Air Force) or ensign (Navy and Coast Guard) or above.

**Military Officer (Strong Hero 3/Smart Hero 3/Charismatic Hero 3/Soldier 4):** CR 13; Medium-size human; HD 3d8+3 plus 3d6+3 plus 3d6+3 plus 4d10+4; hp 69; Mas 12; Init +1; Spd 30 ft.; Defense 17, touch 17, flat-footed 16 (+1 Dex, +6 class); BAB +8/+3; Grap +9; Atk +9 melee (1d4+2, unarmed strike); Full Atk +9/+4 melee (1d4+2, unarmed strike) or +10/+5 ranged (2d8+2, Desert Eagle); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ tactical aid, weapon focus (Desert Eagle), weapon specialization (Desert Eagle); AL U.S. government; SV Fort +8, Ref +7, Will +8; AP 6; Rep +3; Str 13, Dex 12, Con 12, Int 14, Wis 13, Cha 16.

**Occupation:** Military (bonus class skills: Knowledge [tactics], Survival).

**Skills:** Bluff +6, Climb +5, Computer Use +6, Demolitions +9, Diplomacy +9, Drive +4, Intimidate +13, Jump +5, Knowledge (current events) +12, Knowledge (tactics) +24, Listen +3, Navigate +10, Profession +13, Read/Write English, Read/Write Language (any two), Research +6, Search +5, Speak English, Speak Language (any two), Spot +3, Survival +20.

**Feats:** Advanced Firearms Proficiency, Armor Proficiency (light), Burst Fire, Combat Martial Arts, Educated (Knowledge [current events] and Knowledge [tactics]), Endurance, Exotic Weapon Proficiency (M-60), Guide, Iron Will, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency.

**Talents (Strong Hero):** Extreme effort, melee smash.

**Talents (Smart Hero):** Savant (Knowledge [tactics]), plan.

**Talents (Charismatic Hero):** Coordinate, inspiration.

**Possessions:** Desert Eagle (.50AE autoloader), 50 rounds of .50AE caliber ammunition, dress uniform, duty uniform, briefcase, cell phone, PDA, professional walkie-talkie, binoculars, various gear and personal possessions.

## FEDERAL BUREAU OF INVESTIGATION. THE

The Federal Bureau of Investigation, or FBI, is a division of the Department of Justice, charged with protecting United States citizens from crime, espionage, and terrorism. Operating from its Washington, D.C. headquarters, the FBI has 56 field offices in major cities around the U.S., as well as 400 smaller offices located in other U.S. cities and towns.

**Agenda:** Uphold the law, protect the U.S. from foreign espionage and terrorism, and provide advice and assistance to federal, state, local, and international law-enforcement agencies.

**Structure:** Law-enforcement and anti-terrorism organization.

**Symbol:** A shield and laurel wreath on a field of blue, surrounded by 13 stars, with the motto “Fidelity, Bravery, Integrity.”

**Most Common Allegiance(s):** FBI, Law, or U.S. Government.

**Requisition Limit:** 40 (military).

### Overview

Founded in 1908 by Theodore Roosevelt and Attorney General Charles Bonaparte, the “Bureau of Investigation” was at the time little more than a small corps of Special Agents for the Justice Department, periodically co-opted by the Secret Service. Even after they gained independence from the Secret Service, the mandate of these agents was somewhat limited, consisting of investigating crimes such as antitrust, land fraud, bank robbery and embezzlement, and occasionally bankruptcy and naturalization. At this time, agents did not carry guns and had no authority to make arrests. They were smart and they were dedicated—but they weren’t the police.

The Bureau’s sphere of operations expanded slowly in its first decade; it still hadn’t found its niche in the field of criminology. However, the advent of Prohibition created a whole new field of investigations for the Bureau, leading to one of their most famous pursuits: that of Al Capone. In 1923, President Calvin Coolidge appointed Harlan Fiske Stone as the new Attorney General, and Stone appointed a young J. Edgar Hoover to the post of Director of the Bureau of Investigations. Hoover had a strong vision of how the Bureau should operate, promptly fired everyone he felt was unqualified, and established regular performance reviews. Over the next few years, Hoover opened nine more field offices (bringing the total up to 39) and scheduled regular inspections to ensure that they were operating as directed. In 1928, Hoover followed up with his progressive policies by creating a training program for Bureau agents. It was also during these early years of Hoover’s administration that the Bureau came to be the central repository for fingerprinting records; previously, such records had been split among individual law enforcement agencies all over the United States.

In addition to being a progressive administrator and dedicated lawman, Hoover was a shrewd publicist. He had quickly realized that for America to cooperate with the Bureau, it had to trust the Bureau—and that the average citizen ate up reports of crime and punishment. Hoover

established a national law enforcement bulletin to keep the public informed on the diligence and good character of his agents. Within the space of a few years, the Bureau went from being just another faceless law enforcement organization to a source of great national pride. Special agents were honored to carry their badges, and following the infamous Kansas City Massacre of 1933, they were finally able to carry guns and make arrests, as well.

Public confusion over Bureau special agents and Prohibition special agents caused an official name change in 1935: the Bureau was now the Federal Bureau of Investigation (another marketing achievement for Hoover). The duties of the FBI gradually increased until World War II, when they became responsible for protecting America from espionage, subversion, and sabotage as well as hunting down deserters and draft dodgers. After the war, the FBI was charged with investigating un-American affairs, looking for spies who were passing information on U.S. nuclear secrets to the Russians and the Chinese. In 1957, the FBI gained information about a meeting of the country’s top mobsters, leading to a renewed crusade against organized crime and racketeering. Shortly after the assassination of President John F. Kennedy in 1963—a crime technically under the jurisdiction of the Dallas, Texas police—the FBI gained responsibility for investigating political assassinations as well.

Nine years later, the FBI underwent a time of upheaval. After the death of Director J. Edgar Hoover, President Richard M. Nixon appointed acting director L. Patrick Gray to replace him—but his implication in the Watergate scandal prompted Gray to withdraw, resulting in the appointment of former FBI agent Clarence Kelly, instead. Kelly, who had left the Bureau to become the Kansas City Chief of Police, followed the example of J. Edgar Hoover and instituted several reforms in how the FBI operated, including a Career Review Board and new ways of gathering and analyzing evidence. He also stressed a “quality over quantity” attitude, prioritizing cases in order of counterespionage, organized crime, and white-collar crime. When Kelly resigned in 1978, he was replaced by federal judge William H. Webster, who added counterterrorism to the list, in response to an upswing in terrorist activities around the world.

Much of Director Webster’s focus throughout the 1980s was on the War on Drugs, and the FBI made great strides in slowing the trafficking of illegal drugs in the U.S. He also introduced a hostage rescue team in time for the Los Angeles Olympics (remembering all too well the tragedy at the 1972 Munich Olympics), and established the Computer Analysis and Response Team (largely in response to the widespread use of computers in white-collar crimes). During his time as Director, Webster authorized the change in focus of the FBI’s Behavioral Science Unit, turning it into the Investigative Support Unit, and concentrating less on hostage negotiation than in the study of violent crimes and their perpetrators. Webster eventually resigned and was replaced by John Otto, who was himself replaced by William Sessions.

In the wake of the debacle at the Branch Davidian compound in Waco, Texas, President Bill Clinton removed Director Sessions and replaced him with Louis J. Freeh. Sessions



had improved the overall performance of the FBI (including actively recruiting women and minorities, and creating a database of DNA samples), and Freeh improved international relations with the foundation of a multinational training center—the International Law Enforcement Academy—in Budapest, Hungary. Freeh also stepped up the role of the CART (Computer Analysis and Response Team) in detecting and responding to cybercrimes, and his successor, Robert S. Mueller, was charged by the George W. Bush administration with continuing those efforts and focusing more on counterintelligence issues (given the recent discovery of the espionage activities of former Special Agent Robert Hanssen).

Director Mueller was sworn in just one week before the September 11th terrorist attacks on the World Trade Center and the Pentagon. The focus of the FBI's activities suddenly shifted again, making counterterrorism its top priority.

### Structure

The Federal Bureau of Investigation is a division of the U.S. Department of Justice. Led by a Director, the FBI has four major divisions: Criminal Investigations (including the Cybercrime Division); Counterterrorism/Counterintelligence; Law Enforcement Services (including the Training Division, Laboratory Division, and Criminal Justice Services Division); and Administration (which oversees Administrative Services, Finance, Information Resources, and Security). Each of these divisions is headed by an Assistant Director who reports to the Director or the Deputy Director.

In addition, the FBI's field offices, resident agencies (smaller versions of the field offices), and foreign liaison offices (FBI offices in other countries) also report to the office of the Director. All in all, the FBI employs approximately 28,000 people, approximately 12,000 of whom are special agents.

### Bases of Operation

The FBI is headquartered in the J. Edgar Hoover FBI Building but has field offices in over 50 major U.S. cities, as well as in San Juan, Puerto Rico. FBI headquarters houses the majority of the Bureau's personnel, equipment, records, and laboratories, though the field offices contain enough equipment and staff for most investigations. Each field office is administered by a Special Agent in Charge, except for particularly large offices, which are headed by an Assistant Director in Charge. In addition, other cities throughout the U.S. have "resident agencies," headed by Special Agents, as well as over 40 offices in foreign countries.

FBI offices are similar to police stations and are often near (if not attached to) the local police headquarters. At least partially staffed 24 hours a day, each office is capable of handling local investigations and liaising with local law enforcement on joint investigations.

### Resources

The FBI has an annual budget of around 3 billion dollars, which pays for salaries, over 500 offices worldwide, forensics laboratories, armories, and evidence storage. Requisition processes for anything other than basic equipment—vehicles, airline tickets, basic surveillance equipment (cameras and binoculars), and firearms—can take a few days or longer, depending on how unusual the equipment is.

Any equipment that is licensed or otherwise restricted requires several signatures and authorizations. Requisitions of equipment with a Purchase DC of 25 or more also require the authorization of the Agent in Charge. Items with a Purchase DC of 30 or higher require the authorization of an Assistant Director. An item with a Purchase DC of 35 or higher could actually require the President's authorization, as well.

### Involving the Heroes

The FBI is highly accessible, even to the ordinary citizen. Each field office has a website with contact information and a listing of employment opportunities. Because the FBI is so active in investigating so many different kinds of criminal activities (many of which typically involve heroes in some capacity or another), it might be only a matter of time before the heroes and the Feds cross paths.

If the heroes' role in the campaign puts them at odds with the FBI, it's probably best to lead up to FBI involvement over the course of a few incidents, rather than

simply having Special Agents show up in the first adventure. Because the FBI doesn't particularly have to remain covert about their activities (as the CIA does), the bureau can actually provide more trouble, soliciting the aid of local law enforcement to overwhelm while obscuring the FBI's involvement. Further, the FBI can simply arrest the heroes and cart them off to a federal prison to await arraignment. A rogue faction of the FBI can legally and above-board make someone disappear, and it may be months or years before the irregularities are brought to the attention of someone with the power to do anything about it.

Alternatively, the heroes might be FBI agents working out of a field office, or even FBI headquarters. They could be assigned to investigate serial killings, terrorism, espionage, computer crimes, corporate wrongdoing, or nearly anything else that falls under the FBI's jurisdiction—all from the office closest to a city with which all the players themselves are familiar. Fans of *The X-Files* might also want to play FBI special agents investigating unsolved cases, perhaps with a paranormal slant, or, in a slightly different direction, conspiracies within the federal government itself. They might find their efforts stymied by an unsympathetic Deputy Director, but secretly supported by the Director himself. Conversely, they could come to find that the whole of the



FBI's administration has been compromised by the conspiracy, driving them to gather the proof they need to get help from the Justice Department or the National Security Agency to set things right.

## Using the FBI

The FBI makes for a good parent organization for the heroes or a foil for their adventures. With the war on terrorism in full swing, a counterterrorism campaign could feature the heroes acting as a special investigative team for the FBI, tracking down and apprehending suspected terrorists in the United States. Similarly, if the campaign focuses on organized crime, cybercrime, or domestic espionage, the FBI is the perfect organization for the heroes to serve.

Conversely, if the heroes are investigating such crimes while *not* working for the FBI, they are certain to attract the FBI's attention fairly quickly—if only because they keep showing up at crime scenes, on surveillance videos, in eyewitness reports, and so forth. Sooner or later, the FBI is going to set up a sting operation or take the heroes into custody to find out why they keep showing up where crimes are about to be, or have already been, committed. (Of course, if the heroes aren't actually guilty of anything—or, at least, there's no evidence—the FBI can't do much more than advise them to stay clear. However, the special agents who interview them make it clear that "obstruction of justice" can have a broad definition, and unless the heroes want to spend time in jail awaiting a chance to prove their innocence, they had better wise up.) Conversely, if the heroes show aptitude in solving the types of crimes that fall under federal jurisdiction, the FBI could begin applying pressure for them to join the bureau.

Even if the FBI isn't to play a large part in the campaign, the appearance of FBI agents at the scene of a crime can serve as a barometer of the seriousness of the situation. Seeing local police usually doesn't impress veteran adventurers much, but knowing that the Feds are involved can make them tread a bit more carefully.

## Learning About the FBI

The heroes can uncover information about the FBI with Gather Information, Knowledge (current events), or Research checks. The charts below represent the amount of detail that the heroes can collect using each method. In each case, success at beating a DC grants that DC's information and all the information provided by any lower DC results. GMs might want to award slightly more information than what is provided depending on how much a player's roll exceeded a given DC. At the GM's discretion, other Knowledge skills might be used to reveal the same information.

### Gather Information

Because the FBI is not a covert organization, Gather Information can provide more data on their activities than it could on the CIA. The GM should modify the skill check result depending on whom the hero asks and how likely that person is to actually know anything substantial. If the FBI isn't currently operating in the area, the GM should apply at least a –5 cir-

cumstance penalty to the check. As usual with Gather Information, there's bound to be some editorializing on the part of the persons providing the facts—as well as some false assumptions derived from watching too much television.

**DC 1:** The Federal Bureau of Investigation acts as a central office for coordinating efforts to solve major crimes throughout the United States, including kidnapping and drug trafficking.

**DC 5:** Some people believe that the FBI routinely taps telephone lines and implants bugs in people's houses and offices. They also believe the bureau monitors both e-mail and traditional postal mail, looking for threats against the United States or other evidence of crimes.

**DC 10:** The FBI is responsible for investigating mob-related crimes and arresting such infamous gangsters as John Dillinger, George "Machine Gun" Kelly, Al Capone, John Gotti, Vincent Gigante, and others.

**DC 15:** The FBI is actively engaged in a high-priority search for possible terrorists living in and staging attacks on the United States. Their list of top terrorists is larger than their "Ten Most Wanted" list of more conventional criminals.

**DC 20:** The FBI has an Investigative Support Unit dedicated to tracking down serial killers and rapists. This unit is the basis for some of the characters in movies like *Silence of the Lambs* and *Red Dragon*.

**DC 25:** FBI agents have a lot of cutting edge criminology technology at their disposal, but they also have strict rules and regulations to keep them from doing whatever they please. The FBI has complex procedures to get permission to plant even a single bug or to tap a phone line.

**DC 30:** The hero can find out if the FBI is currently investigating someone in the local area.

**DC 35:** Conspiracy theorists have recently been chattering about the FBI having a secret death squad whose job is to eliminate criminals that the FBI can't arrest and convict through legal methods. (This is not true, but the GM can use it to refer to the *modus operandi* of Shadow Company, as detailed in Chapter Two.)

### Knowledge (Current Events or History)

The result of a Knowledge (current events) or Knowledge (history) check pertaining to the FBI gives the basics of what a character might have picked up about the FBI from television, radio, books, newspapers, and the Internet. For the most part, this information relates only to current cases and the history of the Bureau.

**DC 1:** The FBI investigates thousands of criminal cases every year—from serial killers to computer crime.

**DC 5:** The FBI's current top priority is anti-terrorism. In the wake of the September 11th attacks, identifying and locating domestic threats to national security has become a top priority.

**DC 10:** The FBI believes that there are several foreign terrorists living and operating within the borders of the United States. (At this DC, the GM can also provide campaign-specific information about any major FBI activity currently in the news.)

**DC 15:** The FBI is scrambling to develop new technologies (including nonlethal weapons for hostage situations



and riot control) to help them identify and apprehend terrorists and criminals. (At this DC, the GM can provide information about any minor FBI activity currently in the news, or updates on major FBI activities from the past month or so.)

**DC 20:** The FBI's budget increased considerably during the 1990s, to help pay for new technologies and to hire more personnel. (Also at this DC, the GM can provide information about any suspected or rumored FBI activity currently in the news, updates on minor FBI activities from the past month or so, or updates on major FBI activities from the past year.)

**DC 25:** The GM can provide information about the changes in the Department of Justice that might affect the FBI, updates on suspected or rumored FBI activities from the past month or so, updates on minor FBI activities from the past year or so, or updates on major FBI activities from the past five years.

## Research

Research on the FBI is made especially convenient by the full history they have posted on their web page ([www.fbi.gov](http://www.fbi.gov))—though, of course, it only tells the Bureau's side of the story. Countless other books, documentaries, and websites are devoted to analyzing the FBI's activities from a range of different perspectives. A Research check on the FBI provides information on the general history and policies of the Bureau, and an insight into their current priorities.

**DC 1:** The Federal Bureau of Investigation acts as a central office for coordinating efforts to solve major crimes throughout the United States, including murder and kidnapping.

**DC 5:** The FBI provides advice and assistance to local law enforcement authorities, maintains a "Ten Most Wanted" list of criminals suspected of being on U.S. soil, and offers a reward for information leading to their arrests and convictions.

**DC 10:** The FBI's list of priorities includes combating terrorism and high-technology crimes, including computer hacking. The change of mandate occurred in response to the September 11th attacks.

**DC 15:** The FBI helped capture Theodore Kaczynski in 1996, ending the Unabomber threat and helping to restore some public confidence in the Bureau after the infamous Ruby Ridge and Waco incidents. During this same period, the FBI established the Computer Investigations and Infrastructure Threat Assessment Center (CITAC) to safeguard telecommunications against attacks by hackers and terrorists.

**DC 20:** In the early 1990s, the FBI successfully developed new ways to compare genetic samples to either positively identify or rule out a suspect through examination of DNA samples derived from blood or saliva. This breakthrough prompted the creation of a DNA Index, much like the FBI's fingerprint index—creating an archive of samples against which forensic evidence could be compared.

**DC 25:** The FBI joined forces with the Drug Enforcement Administration to fight the "War on Drugs" in the mid-1980s. They also developed the CART (Computer Analysis and

Response Team) to retrieve evidence stored on computer media, as well as a hostage rescue team. Around this same time, the FBI's Behavioral Sciences Unit fell under new leadership and became the Investigative Support Unit, ushering in the start of modern profiling techniques.

**DC 30:** The way the FBI operated changed radically with the death of Director J. Edgar Hoover in 1972. Something of a traditionalist, Hoover had discouraged investigative techniques involving counterintelligence and attempts to understand why criminals committed crimes.

## Members

FBI agents cover a wide array of law-enforcement fields; they can be homicide investigators, hostage negotiators, cybercrime specialists, criminal profilers, and forensics technicians, to name a few. The FBI Field Agent archetype in Chapter Two works for most of these, with a few tweaks depending on the agent's field of expertise. The FBI also has SWAT teams, so the SWAT Team Member archetype works for them as well. For agents who work largely in advisory capacities for local law enforcement, the FBI Special Agent archetype below should cover most needs.

**FBI Special Agent (Tough Hero 2/Smart Hero 4/Dedicated Hero 4/Investigator 3):** CR 13; Medium-size human; HD 2d10+2 plus 4d6+4 plus 4d6+4 plus 3d6+3; hp 62; Mas 13; Init +1; Spd 30 ft.; Defense 19, touch 19, flat-footed 18 (+1 Dex, +8 class); BAB +8; Grap +8; Atk +9 melee (1d6 nonlethal, unarmed strike); Full Atk +9/+4 melee (1d6 nonlethal, unarmed strike) or +10/+5 ranged (2d6, Glock 17) or +9/+4 ranged (2d8, S&W M29); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ low-level contact, profile; AL law, FBI; SV Fort +7, Ref +5, Will +8; AP 6; Rep +5; Str 11, Dex 12, Con 13, Int 15, Wis 14, Cha 12.

**Occupation:** Law enforcement (bonus class skills: Diplomacy, Gather Information).

**Skills:** Bluff +6, Computer Use +8, Demolitions +7, Diplomacy +10, Disable Device +7, Drive +6, Forgery +9, Gather Information +11, Intimidate +6, Investigate +24, Knowledge (behavioral sciences) +7, Knowledge (business) +7, Knowledge (streetwise) +9, Listen +10, Profession +9, Read/Write English, Read/Write Language (any two), Research +5, Search +9, Sense Motive +12, Speak English, Speak Language (any two), Spot +5.

**Feats:** Alertness, Armor Proficiency (light), Attentive, Brawl, Combat Expertise, Combat Throw, Defensive Martial Arts, Educated (Knowledge [behavioral sciences] and Knowledge [business]), Improved Disarm, Improved Combat Throw, Meticulous, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency.

**Talents (Tough Hero):** Second wind.

**Talents (Smart Hero):** Savant (Investigate), plan.

**Talents (Dedicated Hero):** Empathy, intuition.

**Possessions:** Glock 17 (9mm autoloader with concealed carry holster), 50 rounds of 9mm ammunition, S&W M29 (.44 magnum revolver with concealed carry holster), 50 rounds of .44 caliber ammunition, steel handcuffs, digital camera, cell phone, notebook computer (with cellular modem), deluxe evidence kit, electro-optical binoculars, various gear and personal possessions.



## FEDERAL EMERGENCY MANAGEMENT AGENCY, THE

The Federal Emergency Management Agency (FEMA) works to prepare for and respond to major civil emergencies and disasters throughout the United States, to reduce loss of life and property. FEMA coordinates disaster relief activities for such devastating events as earthquakes, hurricanes, floods, wildfires, and terrorist attacks.

**Agenda:** Anticipate and respond to disasters and major emergencies, with relief and reconstruction aid, and to protect the U.S. critical infrastructure.

**Structure:** Disaster response and relief organization.

**Symbol:** An eagle and shield, with the eagle holding in his beak a scroll bearing the motto “*Pace ac bello merita*” (“Service in Peace and War”), surmounted by a white equilateral triangle.

**Most Common Allegiance(s):** FEMA or U.S. Government.

**Requisition Limit:** 40 (restricted).

### Overview

Although the federal government had a number of emergency-response organizations in place since the early 1800s, they were not united as one organization until President Jimmy Carter created the Federal Emergency Management Agency in 1979. FEMA’s mandate was to help the nation’s citizens prepare for and recover from disasters, including, potentially, nuclear war and the complete breakdown of the administrative chain of command. This consolidated several federal emergency agencies under FEMA’s authority: the Defense Civil Preparedness Agency; the Federal Disaster Assistance Administration; flood, riot, and crime insurance programs from the Department of Housing and Urban Development; the United States Fire Administration; the National Academy for Fire Prevention; and the Federal Preparedness Agency.

A series of massive hurricanes and earthquakes in the 1960s and 1970s pointed out the need for a cohesive plan to deal with catastrophes, which previously had been addressed largely on an “as-required” basis. This string of disasters made it clear that the U.S. government could conceivably spread the disaster-relief budget across too many different agencies, and that lives could be lost while money was being reallocated. When the dangers posed by nuclear power plant emergencies and hazardous chemical transportation were factored in, the count of federal agencies involved in disaster management topped 100, with countless programs overlapping at the state and local levels. In response to requests from the National Governor’s Association, President Carter authorized the creation of a single umbrella organization to combine and coordinate all disaster-relief activities.

FEMA is prepared to deal with a variety of natural and manmade disasters. In its early years, FEMA dealt with the discovery of chemical waste contamination in the Love Canal neighborhood of Niagara Falls, New York; the radiation accident at the Three Mile Island nuclear power plant; and the ongoing Cuban refugee crisis. FEMA later went on to

provide relief in the wake of 1989’s Loma Prieta earthquake and the devastation caused by Hurricane Andrew in 1992. The end of the Cold War during this period also allowed FEMA’s director, James Witt, to reallocate personnel and resources away from civil defense into disaster relief.

FEMA’s next big challenge arrived in September of 2001, with the terrorist attacks on the Twin Towers of the World Trade Center and the Pentagon building in Arlington, Virginia. Coordinating with the newly created Office of Homeland Security, FEMA became responsible for ensuring that the nation’s corps of “first response” emergency personnel was properly trained and sufficiently equipped to deal with weapons of mass destruction. Billions of dollars of discretionary budget was allocated to FEMA to help the communities of the United States deal with the threat of terrorist attacks.

### Structure

FEMA is one of the nation’s smaller agencies, consisting of only 2,500 employees, with a 5,000-person reserve force. The agency functions under the auspices of the Department of Homeland Security.

### Bases of Operation

Headquartered in Washington, D.C., FEMA has regional offices in Boston, New York City, Philadelphia, Atlanta, Chicago, Denton (Texas), Kansas City, Denver, San Francisco, and Seattle.

### Resources

The U.S. government funds FEMA through the Department of Homeland Security. Most of FEMA’s budget is in the form of discretionary funds, to be used in disaster relief efforts. Thus, although FEMA has a great deal of money for purposes of requisitions, requisitioning items is actually *more* difficult unless the character is assigned to a current disaster-relief case. (Add +5 to the DC of the level check for requisitioning any item.) Additionally, FEMA is not a military organization by any means, and requisitions for weapons are simply not granted and, in fact, raise quite a few suspicions.

### Involving the Heroes

FEMA has job openings like any corporation, so as long as the heroes have disaster management skills, they can easily find a place in the Federal Emergency Management Agency. The heroes could be regular employees or reservists, working as a first-response team (rushing to the scene of disasters and other emergencies), or as a threat-assessment task force (investigating possible threats to the public welfare).

As it stands in the real world, FEMA is not a good choice for a villainous organization. It is an agency with a wholly humanitarian mission. In order to make FEMA something sinister, a GM could have the agency be a cover for a plot to seize control of the United States following a major disaster—perhaps even going so far as working to arrange such a disaster. A rogue faction of FEMA could be supplying terrorists groups (like al-Jambiya) with crucial information about America’s antiterrorism defenses, or even helping to provide them with visas and false identities. In return, the



terrorists would strike at key targets, allowing the rogue FEMA faction to take advantage of the chaos and confusion to implement a coup.

## Using FEMA

Crisis management teams from FEMA should arrive on the scene whenever any single event creates a massive loss of life or property damage. Any sort of humanitarian relief effort would have a FEMA representative helping to coordinate various emergency services, if not actually in command of them. Otherwise, FEMA should really only appear when the heroes are in the vicinity of a public or governmental facility that is in need of crisis prevention—perhaps *because* the heroes are in the vicinity.

If FEMA is to be an ally of the heroes, a representative could quietly provide them with information or material (most likely in the form of medical equipment or transportation) whenever the heroes are working to aid the agency in some fashion. FEMA could also contract the heroes as sort of freelance troubleshooters, going into dangerous situations to try to avert imminent disasters—in which case, FEMA would be more than happy to provide most non-weapon equipment the heroes might need.

If the heroes appear at disaster sites repeatedly, FEMA inspectors could become suspicious. Should the heroes find themselves at odds with FEMA, they have little to fear from the agency itself unless the Department of Homeland Security becomes involved. This would bring the CIA, FBI, and the DOD into the picture, making life very difficult for the heroes. They could find themselves the subjects of an FBI manhunt—especially if the heroes are even accidentally responsible, or can be framed, for a major federal disaster.

## Learning about FEMA

The heroes can gather data about FEMA with Gather Information, Knowledge (current events), or Research checks. The charts below represent the amount of detail that the heroes can collect using each method. In each case, success at beating a DC grants that DC's information and all the information provided by any lower DC results. GMs might want to award slightly more information than what is provided depending on how much a player's roll exceeded a given DC. At the GM's discretion, other Knowledge skills might be used to reveal the same information.

### Gather Information

A Gather Information check only turns up news of FEMA's activities in the local area. Most people are only peripherally aware of FEMA until they are personally affected by some kind of disaster. For example, despite being

heavily involved in search-and-rescue and cleanup efforts after the September 11th attacks, FEMA's participation was not widely publicized.

**DC 1:** FEMA is the Federal Emergency Management Agency; they help with relief efforts, such as floods, forest fires, earthquakes, hurricanes, and so on.

**DC 5:** FEMA organizes and coordinates the efforts of several emergency management organizations, such as the Red Cross. If FEMA is actively working in the local area, the hero can learn this as well.

**DC 10:** The hero can learn the location and contact information for the FEMA office covering the region she is in.

**DC 15:** The hero can learn whether or not FEMA has been alerted about an incident in the area, and roughly what sort of management efforts are likely to be taken.

**DC 20:** The hero can learn exactly what efforts are being taken to handle an existent crisis in the area.

**DC 25:** The hero can learn the names of FEMA personnel operating in the area, and their contact information (if it's been released to the public at all).

### Knowledge (Current Events)

A Knowledge (current events) check regarding FEMA represents what a character might have picked up about FEMA's activities through the usual media sources. Since FEMA's participation in disaster relief is not nearly as newsworthy as the disaster itself, though, being aware of its involvement is often a matter of knowing which emergency services organizations fall under its jurisdiction.

**DC 5:** The Federal Emergency Management Agency coordinates the activities of a large number of partner agencies, including the Red Cross.

**DC 10:** The hero knows what FEMA's current "hot spots" are, and why.

**DC 15:** The hero knows roughly what emergency services are on the scene of a current emergency, or an emergency in the cleanup stage.

**DC 20:** The hero knows roughly which FEMA agents are on the scene of a given emergency (as in which regional office is involved and, thus, which management team).

**DC 25:** The hero knows how much of FEMA's disaster relief funds have been allocated to a given emergency.

**DC 30:** The hero has a good idea of the breakdown of relief fund allocation in a given emergency (as in how much is going to help individuals, how much to businesses, how much to public works, and so forth).

### Research

Research checks represent what the hero can find out by checking out various news services, including FEMA's own web page at [www.fema.gov](http://www.fema.gov). This check provides information about FEMA's policies and priorities, as well.



**DC 1:** FEMA's website provides a number of documents relating to their policies and how to contact regional offices.

**DC 5:** The hero can learn what FEMA's current "hot spots" are, and why.

**DC 10:** The hero can find out roughly what emergency services are on the scene of a given emergency (as in which regional office is involved, and thus, which management team).

**DC 15:** The hero can learn roughly which FEMA agents are on the scene of a given emergency (as in which regional office is involved and, thus, which management team).

**DC 20:** The hero can learn how much of FEMA's disaster relief funds have been allocated to a given emergency.

**DC 25:** The hero can estimate the breakdown of relief fund allocation in a given emergency (as in how much is going to help individuals, how much to businesses, how much to public works, and so forth).

**DC 30:** The hero can learn where responsibility for a disaster is being laid, in a general way: human error, sabotage, terrorism, natural disaster, criminal negligence, and so forth.

## Members

Employees of the Federal Emergency Management Agency are often drawn from other emergency services. Depending on the situation, a FEMA representative could be a Paramedic, a Firefighter, an ER Physician, a Mechanic, or even a Government Bureaucrat—the high-level version in each case (see Chapter Two for statistics). Unless the situation was particularly dangerous, none of these individuals would be carrying weapons.

## FINAL CHURCH, THE

There is no proof that an international conspiracy of demon-worshippers exists—because its members, some highly placed, have erased all evidence of their existence. The Final Church is the ultimate conspiracy because its members all look perfectly normal and behave (publicly, at any rate) just like everyone else. They dabble in the arcane arts, however, seeking to gain material power in exchange for performing acts of unspeakable evil.

**Agenda:** Destroy traditional religions and restore the worship of the dark gods.

**Structure:** Worldwide conspiracy with members in all walks of life.

**Symbol:** Black pentacle on a field of red.

**Most Common Allegiance(s):** Evil, The Final Church.

**Requisition Limit:** 10–35 (illegal).

## Overview

The Final Church is an international conspiracy of hundreds of cults, including thousands of members, who seek to gain temporal power by granting access to Earth to extradimensional horrors called fiends. Members of the Final Church worship a variety of "elder gods"—powerful fiend masterminds who were driven from Earth by early Christian and Jewish holy men. These fiends seek ways to return to Earth and reestablish their dominion over humankind.

Loosely organized, the Final Church has no single leader and no one true religion. Even its name is merely a convenient means for non-members to refer to the conspiracy; it is too scattered to have a single name. Realistically speaking, however, it almost certainly has at least one distinct sect for each bloodthirsty deity out of man's early history. These cults are constantly competing for power and authority, and occasionally engage in brutal, bloody battles with one another.

These disparate sects all have roughly the same goal, however: world domination, followed by ushering in a new age of darkness by creating a gateway through which their dread masters can return to Earth. However, world domination is a tricky proposition, and their plots have failed time and again. Even Adolph Hitler, who came closer than anyone had since the Crusades, ultimately lost his ideological grip on his followers, and, consequently, their loyalty. Hitler and his director of propaganda, Heinrich Himmler, had been powerful acolytes of black magic, using human sacrifice and organized brutality to take control of Germany and found the Nazi party. Encouraged by their early successes in Poland and France, the Nazis pushed even harder, committing more and more atrocities to continue earning their dark lords' favor. But even the horrible evil of the Holocaust was not enough to persuade their dark lords to undo their failures at the Russian front, or to convince the Americans to stay out of the war after all, and their empire collapsed, dragging them down to Hell with it.

Learning from the mistakes of the past, the modern Final Church follows a much more subversive agenda. First, they fill their victims with a paranoid fear of cults full of thrill-kill death squads, then use their connections in positions of authority to reassure the terrified populace that the slaughtered pets and mutilated cattle are all in their imaginations. Thus, citizens live in constant fear of escalated attacks or reprisals, but with the knowledge that going to the authorities for help won't make any difference.

Final Church cults take many forms: the neighborhood "social club," munching on punch and cookies upstairs and slaughtering infants in the basement; cycle gang thrill-killers, running amok all over the countryside, looking for lone travelers to abduct and abuse before gruesomely sacrificing them; "thrash metal" rock band cultists, with their rebellious lyrics and outrageous lifestyles, seducing the nation's youth into drug-fueled orgies of sex and sadism; corporate cults, where the wealthy and powerful have traded their humanity for even more wealth and power; and perhaps worst of all, day-care cults, where the people we trust with our children sexually and emotionally abuse them, then swear them to secrecy lest monsters devour their mummies and daddies alive.

## Structure

The Final Church exists as a series of loosely connected cells all operating according to their individual means. Members inside a given community usually know one another, but could not identify members in an adjacent community. The leader of a given cell might know how to contact the leaders of other cells, but not actually know their names, or the nature of their cells or activities. Separation and secrecy



allow for the survival of the whole cult even if many cells are exposed or destroyed.

### Bases of Operation

The Final Church has a variety of “bases,” none of which is particularly permanent, and certainly not easily identifiable. The smallest tend to be shrines in isolated woodland areas or darkened basement rooms in suburban homes. The largest can be “unused” floors of corporate offices or entire nightclubs devoted to the pleasures of excess (such as Club Diabolique, detailed in Chapter Two).

### Resources

Although some members of the Final Church are quite wealthy, most are not so favored. Its members make do with what they have, and share, reuse, and recycle resources whenever possible. Members of the Final Church cannot so much “requisition” equipment as scrounge it; the Requisition Limit above represents what a single group can usually scrape together. The low end represents the average small cult cell, and the high end represents cults consisting of the wealthy and powerful.

### Involving the Heroes

True heroes should never become part of the Final Church, except perhaps as infiltrators. The Final Church is devoted to abominable acts of evil; heroes, by their definition, are not.

Campaigns involving the Final Church are much more satisfying if the heroes’ goal is to expose and destroy cells, one by one, until they have worked their way up to the cult’s depraved leaders. This sort of campaign lends itself to the idea of self-sufficient, outlaw heroes; as long as the cult exists, the heroes can never truly be certain that anyone they meet is not a secret member of the church out to sabotage their efforts. Similarly, a campaign pitting the heroes against the most depraved, malevolent people in the world gives the heroes a certain freedom. They needn’t ever question the morality of using potentially lethal force against cultists who abuse children, torture clergy for fun, and perform human sacrifices to contact or channel demonic powers.

### Using the Final Church

The Final Church is the ultimate conspiracy villain because its members are so well hidden: “We know they exist because they’ve so painstakingly erased all evidence of their existence.” Unfortunately, this makes them a little hard to introduce into a campaign, so the GM should present the heroes with incontrovertible evidence of their activities, first, followed by cultists trying to reclaim or destroy that evidence.

Heroes who know of the Final Church face grave danger. They know it exists, and so they must be eliminated. Each attempt, though, exposes a little more of the cult and

keeps the heroes’ momentum going: “If they’re trying this hard to stop us, we must be on the right track.” As the heroes advance, they progress from simple yet determined cultists to lethal killers, and from there to fiends summoned by the Final Church for the sole purpose of destroying the heroes. Ultimately, the heroes could find themselves facing off against an archfiend (such as Baal, described under the “Fiend” entry in Chapter One) in a battle for the fate of the world.

### Learning About the Final Church

Gathering data on the Final Church is a bit more difficult because the conspiracy is so well concealed. The Gather Information skill is useless, in fact, because those who actually know something are part of the conspiracy and therefore not talking. The heroes must rely on what they already know, or on conjecture based on what they have discovered. In each case, success at beating a DC grants that DC’s information and all the information provided by any lower DC results. GMs might want to award slightly more information than what is provided depending on how much a player’s roll exceeded a given DC. At the GM’s discretion, other Knowledge skills might be used to reveal the same information.

#### Knowledge (Arcane Lore)

Knowledge (arcane lore) checks don’t reveal much about the current workings of the Final Church. However, they can shed some light on the church’s history—sketchy as that is—and the foundations of its belief system.

**DC 1:** Practitioners of so-called “black magic” believe that they can use magic to force demons to do their will.

**DC 5:** Demons, or “fiends,” are notoriously hard to control, and the difficulty grows based on how powerful they are. Those who summon them generally must bargain for their services, and the price usually includes depraved acts of evil carried out by the summoner.

**DC 10:** Fiends are extradimensional beings, or “outsiders,” who enjoy performing acts of great evil. They take particular delight in manipulating mortals into performing similar acts, and there’s evidence that suggests it actually strengthens them.

**DC 15:** Cults periodically spring up to strengthen the summoners’ “bargaining power.” Specifically, the more people performing evil acts, the more powerful the fiend they can entice into providing them some kind of service.

**DC 20:** Extension of this logic is responsible for the large, many-celled cults. The power of the evil done by each cell feeds into the master cell, allowing them to summon and bargain with even more powerful fiends.

**DC 30:** What cultists of this nature generally fail to understand is that the more evil a cult perpetrates in order to propitiate a fiend, the more power the fiend has over



that cult. Evil does not feed the fiend; the fiend *is* evil. What makes the fiend powerful is a flock of mortal fools willing to carry out foul deeds to earn its favor.

### Knowledge (Popular Culture)

Rumors and hearsay feed the image of demonic cults in pop culture, leading the unwary into a false set of assumptions. Still, there is a degree of useful truth hidden among the speculations.

**DC 1:** Demonic cults operate in rural areas all over the United States and Canada.

**DC 5:** Worldwide, demonic cult activity is responsible for between 60,000 and 150,000 unsolved murders each year. In most cases, bodies are never found.

**DC 10:** Blue-eyed, blond haired virgins are a favorite target, as are green-eyed, red-haired wantons—the younger the better, in both cases. Women matching these descriptions are sometimes abducted and forced to bear children, which are then sacrificed.

**DC 15:** Cults can hide most of their activities by using black magic to cloud the minds of the police and the FBI.

**DC 20:** Cult members have also infiltrated positions of power—city halls, police departments, schools, and so on—in every city. When witnesses report cult activity, these people carefully lose the reports, destroy the evidence, and otherwise work to discredit the accounts.

**DC 25:** Cult members have even infiltrated the FBI, and they are responsible for the infamous FBI report that states that there is absolutely no evidence that demonic cults exist.

### Research

Research checks represent compiled accounts from various news services, official reports, and research performed by the Catholic Church.

**DC 1:** The FBI officially denies the possibility of the existence of demonic cults in the United States and Canada.

**DC 5:** Between 60,000 and 150,000 unsolved murders worldwide are attributed to demonic cult activity each year.

**DC 10:** FBI agents assigned to investigate these cases often go missing or transfer to other duties without ever solving the cases.

**DC 20:** FBI budget requests for more agents to investigate cult activity are denied year after year.

**DC 30:** The Catholic Church has an office at the Vatican specifically devoted to researching and eradicating demonic cult activity.

### Members

Cultists come from every segment of society; point your figure at a random archetype in this book or Chapter Eight: Friends and Foes of the *d20 Modern Roleplaying Game*, and that archetype can serve as a secret cult member. Thugs make excellent thrill-kill cultists, and politicians serve quite well as corporate cultists. Entertainers can be thrash-metal rocker cultists, while groups like Club Diabolique (in Chapter Two of this book) serve quite well as models for individual cult cells.

## GLOBAL NETWORK NEWS

The Global News Network can finagle its way into nearly any d20 MODERN adventure as a mass-media titan determined to bring the people of the world together by shedding light on the events that shape entire nations.

**Agenda:** Proliferate knowledge about unjust government policies and human rights violations while secretly supporting the concept of global culture and global unification.

**Structure:** Multinational news media corporation.

**Symbol:** The letters “GNN” set above a projection map of the earth.

**Most Common Allegiance:** GNN.

**Requisition Limit:** 30 (licensed).

### Overview

Anyone in the campaign with a television or access to the Internet should have heard of GNN. Global Network News took the world by storm at the end of the twentieth century. It seemed that overnight GNN suddenly had stations in nearly every country in the world. Free live webcasts in multiple languages made GNN a truly global network. This in itself was noteworthy to the public and governments around the world, but the style of GNN’s reporting was shocking. Rather than rehashing the political spins, celebrity sound bites, and economic news common to other news agencies worldwide, GNN reported all its news live, on location, as it was happening. GNN seemed to have reporters with cameras present on every battlefield, at each human rights protest-turned-tragedy, and near every political deal soured by bribery and graft. They ran films of massacres, unjust executions, abusive police behavior, and illegal environmental damage; anything and everything that was ugly and evil in the world was suddenly on display with a push of a button or the click of a mouse. The network’s motto is “The world is watching, and the world will judge.” Governments, private groups, and organized crime around the world quickly moved to censor GNN’s broadcasts, and some local stations were even bombed, but public backlash was instantaneous. Advocacy groups, environmental parties, human rights organizations, and impromptu groups of ordinary citizens made their feelings known through lobbying, protests, and bloody riots. For a tense six months, the world struggled with how to handle the GNN—and the GNN was there for every minute of it, cameras rolling.

This “War for the Truth,” as the GNN dubbed it, had many casualties. Viewers witnessed GNN reporters sacrifice their lives while preserving their journalistic integrity in the line of duty. Other news organizations, at first stunned by the GNN and then dismissive of its tactics, increasingly found themselves under public pressure to support the brave reporters in their idealistic pursuit of pure journalism. If such support was withheld, the news organizations’ were hit by loss of viewership and by employees suddenly quitting to join GNN. In time, the established news organizations eased their censorship and derision of GNN and, for its part, the GNN softened its broadcasts, blurring horrific scenes and muting terrible sounds.

Today, the GNN is one of the most trusted news organizations in the world. It is famous both for its devotion to



the unembellished truth and its drive to uncover wrongdoings. Although the GNN most often seems to take the side of liberalism, it displays vile actions taken on any side of a conflict. While one story might focus on the righteous plight protestors when a government violently cracks down on demonstrators, the next story may support a fascist government whose politicians are being assassinated by terrorists who claim to fight for democracy.

No one watches GNN to learn the latest stock market prices; they watch to learn about the troubles of the world and what they can do to become involved. Its uncensored look at the underbelly of the world earned GNN a place on the world stage, but over time, many people have come to realize that they'd rather not see it. This doesn't perturb the courageous reporters of the GNN. They seek the truth regardless of the cost or who will listen. Knowledge is power, and members of the GNN are dedicated to empowering as many people as are willing to learn.

Most GNN employees, however, do not realize that the network has an agenda beyond bringing live, relatively uncensored news to viewers worldwide. Only GNN's top-level executives, the corporation's board of directors, and a few special operatives know the GNN's true purpose.

The Global Network News was created with the sole purpose of promoting and eventually establishing a single world government. By exhibiting the flawed and self-centered policies promoted by all existing governments (as well as all opposition factions) and focusing world attention on troubles that no government has the power to control, GNN founders hope to seed a sense of dissatisfaction with the status quo and foment a popular demand for greater accountability and stability in global politics.

Although the world believes that GNN reports all the news exactly as it happens, the truth is that the network engages in just as much editorializing as any other—perhaps more. Governments that promote actions the GNN leadership believes will lead toward globalization receive favorable treatment, having GNN cameras present to show them in their best light. Worse than that, if a reporter is privy to illegal or immoral activities of a favored government, the on-air producers bury the video feed in favor of a more “newsworthy” event elsewhere. Incriminating photos of government officials, documents revealing biological weapons experiments, maps to the mass grave of massacred civilians, even evidence of attempted genocide have all been suppressed, lost, or destroyed.

Governments that take actions to oppose globalization find GNN reporters on the scene of every event that carries even a whiff of corruption, ineptitude, or cover up. GNN has never gone so far as to invent stories out of whole cloth, but they have been accused of entrapment, coercion, and other disreputable tactics when producing a story on an organization or government the network founders dislike.

GNN uses many avenues to support globalization. It donates millions of dollars each year to secular private schools that promote ideologies that GGN supports. Through dummy companies, GNN supports the campaigns of politicians it favors and runs smear campaigns against those it opposes. It uses lobbying (and even outright bribery) to support motions for tariffless world trade and the unification of independent political states. Without GNN donations, many radically liberal institutions around the world would collapse.

The leaders of Global Network News count religion, nationalism, patriotism, fundamentalism, political conservatism, communism, and laissez faire capitalism among the enemies they feel must be defeated in order for a global government to arise and have meaningful control. They believe that democracy, socialistic capitalism, and scientific inquiry are the only viable responses to an increasingly dangerous and unstable world. In their ideal model, a world government, elected by all citizens of the world, would manage the economy and safety of the planet. This world government would, they believe, usher in a utopian age. Education to any level would be free to all. Starvation would be eliminated by the shifting of surpluses. War would be outlawed, and anyone who engaged in it for any reason would be treated as a criminal. The world would have one economy so that resources could be distributed more evenly (and less parsimoniously). In all, the leaders of the GNN expect such a global government to render the world a peaceful place where humankind can pursue science and art for the advancement and elevation of all people.

In order to reach GNN's goal, the people of the world must first learn to be less insular and xenophobic, and become more open to new ideas. They must be willing to accept a culture and economy that supports everyone on earth equally. At least, that's how it's supposed to work. In reality, the high-powered members of the GNN's inner circle are themselves divided into three camps—the idealists, the opportunists, and the megalomaniacs.

The idealists believe in the vision as stated above. They are committed to this mission to ready the world for one government and to establish one global culture. It will, they know, take years—probably generations—to achieve, but without their efforts the goal might never be reached. They debate over the value of various aspects of philosophy and political thought, each trying to coax the theoretical “world culture” to suit his or her particular beliefs. Despite this preoccupation with philosophy, the idealists can be ruthless in their command of GNN and their willingness to manipulate the network's reporting. They are firm believers that the ends will eventually justify the means.

The opportunists mostly consist of recent recruits into the inner circle—those who came from the ranks of executives and clawed their ways to the top. These individuals don't really believe GNN can do what it aspires. They abuse



the network's power for personal gain. Some seek merely to make a great deal of money, while others use GNN's resources to pursue personal vendettas, and still others use sensitive knowledge gained by GNN reporters to blackmail politicians and industrialists to promote some agenda completely separate from the network's. The opportunists must always be wary, lest the idealists discover their treachery and lack of faith in the company's goals.

The megalomaniacs are the most dangerous members of GNN. Even more unrealistic than the idealists, this small number of board members (counting both founders and new arrivals among their number) believe that a single global government might be established in their lifetimes. These power mongers want Global Network News to be more than an instrument to get people to form a single world government; they want GNN to be the hub from which it grows, and plan to use their positions as an inside track to leadership of the world. The megalomaniacs rarely share their plans or work together, but their machinations often push the boundaries of what means GNN is willing to take in pursuit of its goals.

### Structure

On the face, the GNN has the structure common to many global businesses. It has a board and a chairperson. Various local branches all over the world are led by presidents, committees, and committee leaders that are subordinate to the main board. This organization serves Global Network News well in its day-to-day functions as a global media corporation, but behind all of this is a shadow committee consisting of the founders and GNN members pulled from every level of the organization who know its secret agenda. These people guide the GNN's coverage toward its goal of global unification. In addition, GNN's founders retain a personal secret police force made up of disaffected spies and double agents pulled from governments all over the world.

GNN's secret police ensures that shadow committee members don't live long if they attempt to share their knowledge of GNN's activities with outside agencies. Beholden only to GNN's cause and the founders, they quash particularly volatile news stories by killing the reporters, destroying the evidence, and creating convincing stories for the reporters' demises. Outside investigators who get too curious about GNN's motives might also fall prey to "accidents" set up by secret police members. The group is referred to as "Color Bars" by the shadow committee members who know of it, in reference to the test pattern shown when there is nothing else being broadcast—a situation producers refer to as "dead air."

### Bases of Operation

GNN has many bases of operation all over the world. Rather than one major corporate house, GNN has seven smaller corporate offices, each serving a different portion of the world. North America, South America, Europe, Africa, Australia, Northern China, and the Middle East all are home to a major GNN office.

GNN's founders come from a dozen nations and meet in different secure locations for yearly meetings, communicating via secured videophone and email the rest of the time.

Shadow committee members typically meet sporadically in small groups, usually at legitimate GNN gatherings and media conventions. Decisions made at these meetings and conferences are filtered through the rest of the corporation.

Global Network News maintains broadcast studios in most countries in the world. These studios hook up to the central GNN studio via satellite and broadcast locally in the major language of the area. Because most of the reporting that GNN does consists of live broadcasts from around the world, the studio's job is mainly to provide segues between different stories and provide a semblance of the standard news format that viewers are accustomed to seeing. Each station employs a relatively large staff of translators who do real-time translation of the local feed into Arabic, Cantonese, English, French, German, Hindi, Japanese, Russian, and Spanish so that other GNN stations can easily run the stories as they unfold.

### Resources

Taken as a whole, GNN possesses an astonishing amount of equipment, property, and capital, but for all practical purposes, ordinary members must rely on their studios' resources. These resources include recording and broadcasting equipment, civilian vehicles, small firearms and body armor for defense, funding for travel, and extra money or luxury goods to be used for bribes. Color Bars agents work directly for the founders and rely on them personally for equipment. Their supplies are provided by private funds so the costs don't need to be accounted for in GNN's books.

### Involving the Heroes

Player characters can become involved with GNN in numerous ways. Their actions might draw the attention of the news media; if they undertake activities of note regularly, a GNN reporting crew might be permanently assigned to follow them for live broadcasts. Heroes, particularly investigators and personalities, might work for GNN, unaware of its goals or its more unsavory methods. Alternatively, a hero might be a former GNN reporter, having become disillusioned after her reports were botched, lost, or passed over in preference to reports that better promoted the organization's agenda. The heroes might even encounter the GNN's ugly side directly: After discovering evidence of mass execution of innocents or some other horror perpetrated by a GNN-supported government, the heroes might encounter Color Bar agents sent by a megalomaniac member of the GNN to cover up evidence of the tragedy.

PC members of a GNN reporting crew might be called upon to enter a dangerous area or interview deadly criminals. The GNN might equip heroes with hidden microphones and cameras for missions of stealth and surveillance, relying on them to queue a live broadcast at the appropriate time. Low-level heroes likely have no idea what the GNN's goals are or what it aspires to. Mid-level heroes might have suspicions but no evidence. High-level heroes might know about and fight Color Bars, or alternatively, they might agree with GNN's goals and be Color Bars themselves.

PC members of GNN have access to all kinds of news equipment. They can requisition news vans with satellite



transmitters and the typical cameras, microphones, and lights of news media organizations. In addition, GNN regularly equips its reporters with body armor and sidearms for protection in dangerous areas. In war zones, GNN reporters might be given armored vehicles. GNN also outfits reporters for more stealthy reporting, providing tiny hidden cameras, microphones disguised as other objects, long range cameras, and other spying equipment.

## Using GNN

The Global Network News Company provides a news organization that can act for or against the heroes' aims at virtually any moment. GNN enjoyed early popularity because of its unflinching reporting and devotion to exposing corruption and wrongdoing rather than politics, sports, and Hollywood happenings, but this popularity has gradually waned. Although established as a major news organization, GNN subtly serves the needs of activists, philanthropists, and other groups that favor a single world government. Thus, Global Network News can be many things at many times. It might promote the heroics of the heroes one moment and report their failings the next. The GNN can be played as a valiant news organization, a corrupt company with a secret agenda, or a disturbing mixture of the two.

## Learning about GNN

The heroes can learn about GNN in a number of ways. The following charts present some information and the DCs for skill checks to discover that information. Use these charts when the heroes encounter the GNN or use them as the basis for devising similar charts for specific adventures featuring Global Network News. In each case, success at beating a DC grants that DC's information and all the information provided by any lower DC results. GMs might want to award slightly more information than what is provided depending on how much a player's roll exceeded a given DC. At the GM's discretion, other Knowledge skills might be used to reveal the same information.

## Gather Information

Making this check represents what information a hero can gain by questioning others. The difficulty of gaining this information will change depending on whom the hero canvases for information. If the hero is merely asking around a neighborhood for information, use the chart for Knowledge (popular culture) and increase all DCs by +5. If the character is schmoozing with news media professionals, use the chart below.

**DC 1:** GNN does good work, but their reporting style lacks sex appeal. GNN's reporters' hearts are in the right place, but they're behind the times. You have to sell the news. People don't want to turn on the TV and see tragedy every day. Once the novelty wears off, GNN will have to change their style to conform to the public's desires.

**DC 5:** GNN gets a lot of respect in most newsrooms. Most news organizations are trying to copy some of their tactics, but no one can do it quite as well.

**DC 10:** GNN expects a lot from its reporters. Those who aren't dedicated to GNN's style need not apply. If you don't give it all and make personal sacrifices, they'll fire you. On

the up side, the pay is almost half again as good as the rest of the industry.

**DC 15:** GNN is a pain to deal with in the field. They can be aggressive and territorial about their live broadcasts.

**DC 20:** GNN has let some big stories slip under the radar. The station managers might run some public interest piece about environmental damage when they have reporters ready to go live from the scene of a more serious issue, like proof of the sale of biological weapons.

**DC 25:** GNN is constantly hiring new field reporters. Some can't hack it, some suffer burnout and switch careers, and others die on the job. Fortunately for GNN, there's no shortage of idealistic, fanatic reporters or kids just out of college desperate to break into the industry.

**DC 30:** GNN has a program similar to a witness protection program for some of its reporters. Apparently, their reporting so often gets their employees in trouble that the company has taken it upon itself to give reporters alternative identities.

**DC 35:** The GNN employs elite crews of super-reporters known as Color Bars. If you ask a GNN person about them, he'll tell you he doesn't know what you're talking about, but some of them glance over their shoulder and look around before they say it.

## Knowledge (Current Events or Popular Culture)

Making this check represents the knowledge a character might have about the GNN through observation of media. This check will rarely result in a hero gaining knowledge GNN wants to remain hidden. Some of these facts might become apparent by watching the GNN station, checking out its website, or other research. Many people untrained in Knowledge (popular culture) will know the information below DC 10.

**DC 1:** GNN is a news station on cable television.

**DC 5:** GNN is a news organization with branches all over the world. It has a popular website and appears on television in many countries.

**DC 10:** GNN is devoted exposing wrongdoing of all kinds. It doesn't report on sports, Hollywood, the stock market, or politics unless there's some kind of illegal or immoral activity involved.

**DC 15:** Like many news organizations, GNN tends to be liberal. This is mainly visible in reports slanted against nationalism and conservatism. However, traditional liberal issues (such as gun control and abortion) receive little reporting.

**DC 20:** GNN is a decentralized company. It has no main base of operations. Instead, each country runs its own affiliate. Despite this diversity, GNN's news coverage is practically uniform worldwide.

**DC 25:** GNN was founded by wealthy individuals from many countries with the intent of creating the first multinational news company. These individuals still control the company, but they stay out of the spotlight.

**DC 30:** Although GNN seemed to appear overnight, it took its founders fifteen years to get the company up and running. Most of this time was devoted to developing an infrastructure for the company rather than gathering funding. The company's founders provided ample capital.



**DC 35:** Conspiracy theorists and nationalistic militias worldwide propose that GNN is secretly an arm of the United Nations or World Trade Organization developed to help establish a new world order. Few people lend any credence to these claims.

## Research

This check represents what information a character can gain about GNN through looking online, research in libraries, and by filing through court documents. The difficulty of gaining this information might change depending on what method the hero uses to research and where he is researching. The DCs below represent what a character might find out if looking for general information about GNN. For adventure-specific information, the GM should set the DC based on those in this chart.

**DC 1:** GNN stands for Global Network News. The company has branches all over the world.

**DC 5:** GNN burst onto the global media scene with an emphasis on live broadcasts and an uncensored look at goings-on worldwide. After a flurry of controversy, they toned down their broadcasts, but most people still think of GNN as antiestablishment.

**DC 10:** GNN has no main base of operation. Instead, it maintains offices all over the world. Each branch is autonomous, but all are beholden to a multinational board of its founders and investors who enforce the company's vision and protect its integrity.

**DC 15:** GNN isn't making the kind of money one would expect. It's unlikely to be a good investment for its founders unless the company survives for more than ten years. This doesn't seem to bother most of GNN's visible founders and investors; they seem as swept up in the company's idealism as its field reporters.

**DC 20:** Examining GNN's reporting worldwide reveals a strange pattern. GNN seems to favor general globalization and socialism, but they don't do this by running positive stories about these things. Rather, this preference is only apparent through the lack of negative reporting about these particular topics, despite any tragedies and injustices involved.

**DC 25:** Although it receives no official funding, some individuals involved in running the World Trade Organization, the United Nations, and the European Union are also involved with humanitarian organizations that donate large sums of money to GNN. The connection is tenuous at best, but it's interesting to note that GNN rarely reports any wrongdoing on the part of these multinational groups.

**DC 30:** A few GNN reporters have accused Global Network News of deliberately ignoring important stories that would be divisive or disruptive to a nation. These reporters have all been fired for cause, and the company dismisses such vague accusations as the rantings of disgruntled former employees. In one such case, a reporter claimed to have evidence of a grand GNN conspiracy to create a "new world order," but she committed suicide, and investigators found no evidence of foul play and no facts to support her claim.

**DC 35:** The hero gains access to the names and locations of GNN's founders and leaders (something the company has always been hesitant to reveal). More than half of these individuals have been quoted as publicly endorsing the idea of the world being led by a single government.

## Members

The GNN employs an enormous number of people all over the world. In addition to those in GNN's direct employ, GNN uses many informers and whistleblowers to get its stories; these people are paid handsomely and usually have a great deal of loyalty to GNN.

Many of the ordinaries listed in Chapter Eight: Friends and Foes of the *d20 Modern Roleplaying Game* make great members of GNN. GNN's reporters can be well represented by the reporter and private eye archetypes. The organization's leaders could be politicians or dilettantes. Color Bars agents could be represented by bounty hunters, but they must be able to pass themselves off as news reporters.

## Sample Member

The GM hero below represents a Color Bars agent. This agent could be the template for Color Bars agents, or it could be a major villain. Alternatively, this character could be used to represent a GM hero not involved with GNN. This character could be a bounty hunter, private detective, or government special agent.

### Mid-Level Color Bars Agent (Dedicated Hero 1/Charismatic Hero 1/Fast Hero 2/Strong Hero 1/Infiltrator 3):

CR 8; Medium-size human; HD 1d6+1 plus 1d6+1 plus 2d8+2 plus 1d8+1 plus 3d8+3; hp 44; Mas 13; Init +3; Spd 35 ft.; Defense 21, touch 21, flat-footed 18 (+3 Dex, +8 class); BAB +3; Grap +4; Atk +4 melee (1d3+2 nonlethal, unarmed strike) or +4 melee (1d4+2, pistol whip); Full Atk +4 melee (1d3+2 nonlethal, unarmed strike) or +4 melee (1d4+2, pistol whip) or +7 ranged (2d6, Glock 17 with suppressor); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ Improvised implements, sweep; AL GNN; SV Fort +5, Ref +9, Will +4; AP 4; Rep +1; Str 12, Dex 17, Con 13, Int 13, Wis 14, Cha 15.

**Occupation:** Investigative (bonus class skills: Investigate, Research).

**Skills:** Bluff +8, Craft (writing) +3, Diplomacy +6, Gather Information +7, Hide +15, Investigate +6, Knowledge (civics) +3, Knowledge (current events) +3, Knowledge (history) +3, Knowledge (popular culture) +3, Knowledge (streetwise) +3, Knowledge (tactics) +5, Listen +7, Move Silently +15, Profession +4, Read/Write English, Read/Write Spanish, Research +4, Sense Motive +6, Sleight of Hand +7, Speak English, Speak Spanish, Spot +7.

**Feats:** Advanced Firearms Proficiency, Attentive, Low Profile, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency, Stealthy, Trustworthy.

**Talents (Dedicated):** Skill emphasis (Bluff).

**Talents (Charismatic):** Fast-talk.

**Talents (Fast):** Increased speed.

**Talents (Strong):** Melee smash.

**Possessions:** Glock 17 (9mm autoloader with suppressor), cellular interceptor, night vision goggles, fake ID (DC 20), 35mm camera, film, portable satellite phone, portable video camera, notebook computer, cellular modem, standard binoculars, photojournalist's vest, contractor's field bag, handbag (standard range pack), various gear and personal effects.



## GNN Studio

The GNN Studio Map presents what a typical GNN regional office might look like. The studio serves as a central location where news stories generated both locally and abroad are collected, quickly reviewed, and then presented by the news anchors. Very little production takes place at the studio, as most news is broadcast live. The offices are always bustling with activity as translators are called to voice over incoming and outgoing newscasts as they happen. The building could also serve as the central building for a local news station not associated with GNN. With some alteration, this map could be used as the office building for any kind of company.

**1. Lobby:** In addition to the comfortable couches and chairs that fill this grand lobby, numerous flatscreen televisions play GNN newscasts from around the world. Two receptionists work the desk, fielding calls and making certain non-employees are escorted when they pass through the double doors on either side of their post. Other doors lead to public restrooms where the local GNN newscast plays quietly on small flatscreen televisions in every stall.

**2. Public Men's Restroom.**

**3. Public Women's Restroom.**

**4. Security Office:** Four security guards are stationed in this office, with at least one more patrolling the facility at all times. Cameras throughout the building reveal activities inside the GNN studio on two-dozen television screens.

**5. Meeting Room:** All GNN meeting rooms are equipped for visual teleconferencing and multimedia presentations.

**6. Cubicles:** This large room is filled with cubicles and the sound of frantic typing. Translators wear heavy headphones to block all noise except the broadcast they're translating.

**7. Men's Restroom.**

**8. Women's Restroom.**

**9. Employee Kitchen:** This kitchen has cupboards, a dishwasher, a microwave, a doublewide industrial refrigerator, and several vending machines.

**10. Elevator:** The elevator goes to from the basement garage to the roof, but a key is required for roof access.

**11. Stairway:** The stairways are stacked one above the other and grant access from the basement garage all the way to the roof. Someone wishing to gain access to the roof must obtain the key from security.

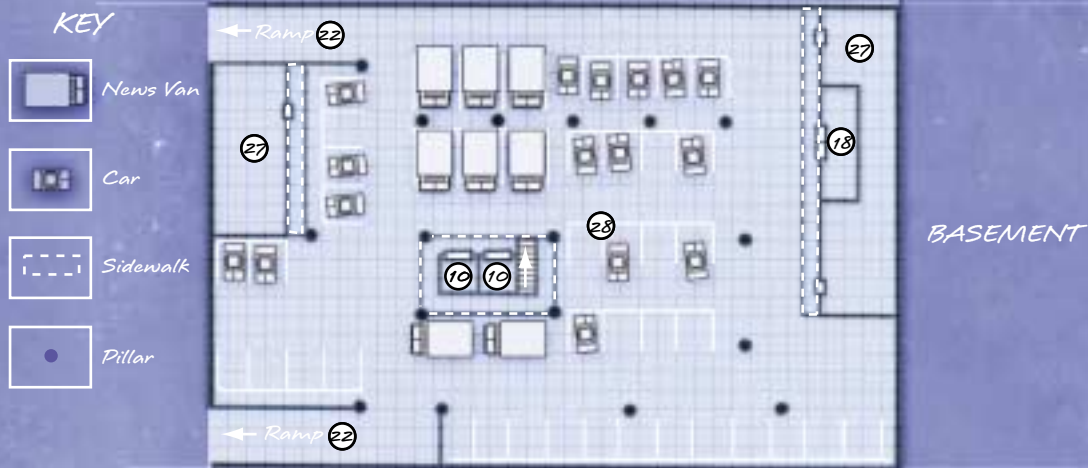
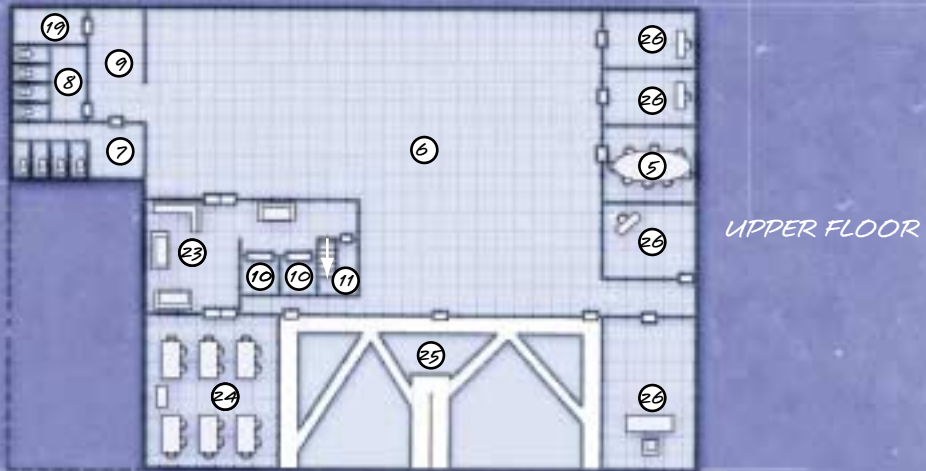
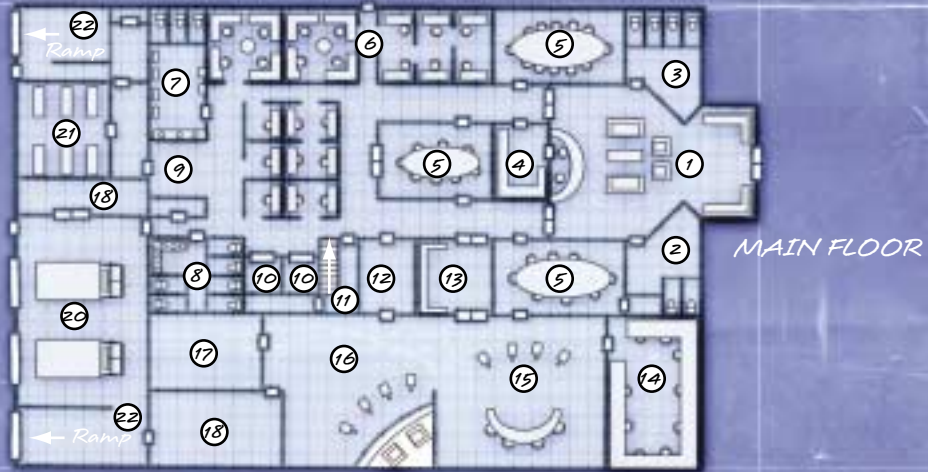
**12. Makeup Room:** In this room, hairstylists and makeup artists make certain news anchors and guests look their best.

**13. Shooting Lobby:** This lobby is the main access to the news studios. In addition to television screens showing the studio broadcast, a red "On Air" warning light lets those who enter the lobby know whether it is an appropriate time to enter the studio set. Signs on the doors admonish entrants to be quiet.

**14. Control Room:** This room is filled with television screens, control boards, and technicians wearing headsets. Here the director decides which camera angle to use and what news stories to run. The technicians monitor video feeds from remote locations, rout them to the proper translation teams, and then reroute the translated versions to the on-air feed when told to do so.



# NEWS STUDIO



Scale: One Square = 5 Feet

## GREEN BRIGADE, THE

The main objective of the Green Brigade is a virtually impossible task: stop the governments, corporations, and special interest groups of the world from destroying the world through their greed, inattentiveness, and lies. They see this as not merely a noble cause, but a righteous fight, as indicated by their motto, “The world is our mother and she cries out in pain. We are her last line of defense.”

**Agenda:** Save the ecology through whatever means necessary and destroy the organizations that are the worst offenders.

**Structure:** Hundreds of independent 3-person cells scattered throughout the world, loosely guided by a master cell.

**Most Common Allegiances:** Nature, chaos, socialism, communism.

**Requisition Limit:** 24 (restricted).

### Overview

As the world’s ecology comes under assault by pollution, population growth, urban sprawl, and the wanton rape of resources, it has become increasingly obvious that humanity’s presence on the planet is having a seriously detrimental effect. Every day, scientists utter dire warnings of imminent ecological disasters—drought devastating farmland worldwide, massive forest fires consuming fragile woodlands, and the melting of huge portions of ice from the Antarctic shelf. Despite these warnings, the governments and corporations of the world give little heed and continue blindly harvesting everything in sight and polluting the earth, water, and air. In the minds of the silent majority, little can be done to stop the devastation. However, others watch the destruction with a critical eye and will do anything in their power to stop the killing of the planet. The Green Brigade is one such organization.

Drawing its roots from a collection of peace activists, environmentalists, and left-leaning radicals from the 1960s and 1970s, the Green Brigade was formed to take an extreme (and often violent) approach to stopping the forces that they believe are responsible for Earth’s devastation. They have often been associated with Greenpeace, and indeed, many of their numbers originated with that group, but the Green Brigade considers Greenpeace’s actions ineffectual and far too passive to have the necessary impact. In the eyes of most governments and corporations, members of the Green Brigade are nothing more than anarchists and terrorists. They are equally despised by organizations dedicated to peace, that believe these violent and militant actions are just as atrocious as those performed by the groups that they claim to be fighting against. Still, the Green Brigade has many supporters who quietly provide aid and information.

The leadership of the Green Brigade consists of three individuals, known as Cell Abel. The members of Cell Abel are Ali Imad, George Santiago, and Michelle Saunders, all of whom have withdrawn from public life and dedicated their time to the cause. Ali Imad is a refugee from Syria, wanted for the bombing of NATO facilities in Europe. George Santiago was a famous author and scientist dismissed from MIT after a particularly controversial paper that implicated the U.S. government in a scheme to deliberately increase the

**15. Set 1:** On this set, up to four anchors provide segues between broadcasts, interpretations of events, and commentary. A large camera crew films the group from several angles (including close-ups of each individual) and a floor director prompts the anchors to look at the proper camera. Teleprompters are on the set but rarely used—GNN news anchors must be skilled improvisers.

**16. Set 2:** This set sees use during interviews and other special presentations. It is normally divided into two sections: a casual interview area, and screen set where anchors can host a broadcast with a blue-screened scene behind them. For special broadcasts, these sets can easily be pulled down and changed.

**17. Production:** This room serves as a production room. Individuals in these rooms create any visual or audio effects a broadcast requires, and they input the live running text seen at the bottom of the local GNN broadcasts.

**18. Storage Room.**

**19. Utility Closet.**

**20. Large Vehicle and Delivery Garage:** This garage accommodates delivery trucks and the large RV-style news vans when they aren’t being used to pursue a story.

**21. Computer Hub:** This heavily locked and fortified room contains the computer servers for the building.

**22. Ramp:** This ramp leads to and from the basement garage.

**23. Upstairs Lounge:** This lounge lacks the otherwise ubiquitous television screens. This quiet and comfortable room is where employees can go to take a break from the hectic pace of 24-hour reporting.

**24. Lecture Hall:** This room serves as a larger meeting room and lecture hall.

**25. Catwalks:** This area is exposed to Set 1 and Set 2 below. Technicians control the lighting for the broadcasts from these black catwalks above the sets.

**26. Executive Office:** An executive office is equipped with a wall of television screens, a large desk, and several chairs for visitors. Bookshelves and filing units line the walls.

**27. Utility Room.**

**28. Parking Garage:** This large parking garage holds news vans and many of the employees’ cars. Executives and on-air personalities have reserved spots near the elevators. When the garage is full, employees are required to park in an outside lot.

cancer rate among its citizens through pollution. Michelle Saunders is the de facto head of the Green Brigade—a radical feminist and daughter of a member of Parliament in the United Kingdom.

The Green Brigade consists of hundreds (perhaps thousands) of local cells. Each cell is composed of three people, each of whom has a contact with another cell somewhere else in the world. The other cell members are unaware of what cells each has contact with, doing their utmost to keep this information completely secret. The members of an individual cell are forbidden from living with one another and must meet in a public place. Such precautions make it more difficult for the police or other forces to locate and spy on the cell's activities. From time to time, capable (and even highly effective) cells are broken up and the members assigned to new cells. This allows new members to be paired with experienced activists, and prevents any one group from becoming so highly skilled that it no longer feels subservient to the Brigade as a whole.

The Green Brigade has an extensive network of informants and whistleblowers in government agencies, corporations, the media, and nonprofit groups. They are particularly active on the World Wide Web, gleaning from it as much information as they can about their targets. These informants include scientists, journalists, social servants, engineers, and government bureaucrats, who pass along bits of information through the disjointed grapevine that the Green Brigade uses.

Some of the typical activities of the Green Brigade include the following:

- Destroying or disabling oil tankers and oil processing facilities
- Bribing officials to keep dirty power plants from being built
- Kidnapping, extorting, blackmailing, or murdering key officials in major corporations and government agencies
- Releasing captured animals from zoos and medical research laboratories
- Killing or driving away poachers of endangered species
- Blowing up major engineering projects, such as dikes and dams
- Disseminating incriminating documents to the public about ecological crimes committed by the government and large corporations
- Disrupting or hijacking radio and television broadcasts
- Establish ties with other leftist and radical groups willing to assist the Green Brigade's cause

The Green Brigade's methods have grown increasingly violent and destructive over the years. The leaders of the group feel that time is running out, both for the Earth and for their cause, thus giving increased justification to their methods. The longer a member is involved with the Green Brigade, the more likely that she will be asked to do something extreme, such as kidnapping, arson, or even murder. Cells have begun to train in firearms and squad tactics, allowing them to conduct military-style raids on their targets.

To ensure success, Cell Abel keeps the membership awash in a steady flow of propaganda and praise for radical behavior, and they turn any members killed in action into martyrs. This fuels the rank-and-file members of the Green Brigade with an almost religious zeal and a willingness to attempt dangerous or self-sacrificing tasks. Most members are perfectly willing to die for Mother Earth, and many Green Brigade actions are designed as suicide missions.

The Green Brigade has ties to various other groups that are, in the eyes of the law, terrorist or extremist organizations. Some of these connections might seem ill-advised at best and ludicrously self-defeating at worst—a few cells in the United States have affiliations with the Ku Klux Klan and various white supremacy groups, while others have connections within the Army Corps of Engineers. In reality, the Green Brigade doesn't care much about the social impact of their alliances; all they care about are the results they get through their partnership with the groups—politics be damned.

Rumors abound, however, that the Green Brigade is nothing more than a false front, established by the government or some coalition of corporations, as a way to put a bad face to the Environmentalist Movement by painting them as criminals.

This reaction to the Green Brigade's actions has enabled many special interest groups to ramrod legislation through Congress, eroding free speech, the right to demonstrate, and civil disobedience. The members of Cell Abel vehemently deny these allegations, but because of their legal status, can do little to fight the slander.

### Structure

The Green Brigade has organized itself into a cell structure. This method ensures that if one cell is arrested or killed in action, the rest of the Brigade can continue to function with little or no disruption to the greater cause.

Each cell acts independently, taking on whatever missions its members deem necessary, occasionally working with other cells if more manpower is required. Of course, such compartmentalization has its disadvantages. For one thing, the dissemination of information between cells is slow and sometimes spotty, as each bit of information slowly makes its way through the twisting chain of communication. This also means that some information arrives to a cell far too late, forcing each cell to be as resourceful an independent as possible.

The Green Brigade is extremely active on the Web, using the Internet as its information distribution source of choice. Members have established a secret network of sites and message boards, collectively known as the Green Net. Even in this supposedly safe environment, messages are coded as heavily as possible and users make use of the latest encryption technology to keep their dialogue from prying eyes. As yet, the governments of the world have been unsuccessful in breaking the codes that members of the Green Brigade use to encrypt their messages. If a cell suspects it is being monitored, it uses old-fashioned methods such as couriers, parcels, and coded messages through graffiti, billboards, and classified ads to get information out to other cells.



Green Brigade recruits must be sponsored by a member in good standing, then go through a rigorous screening process. If accepted as a potential member, the recruit receives a single green card in the mail. Written on the card is a telephone number. If the recruit calls the number, she will be given her first task to perform in the name of the Green Brigade. This task will be an easily accomplished, often embarrassing task (similar to those demanded of college students pledging a fraternity), but the results are carefully and discreetly monitored by two or more Brigade members. After several months of performing “easy” tasks, such as leaflet campaigning, door-to-door canvassing, surveillance of target sites, picketing, and other low-risk activities, the recruit is given a much harder task. These tasks include spiking trees slated for harvest by loggers and disabling trucks belonging to chemical companies. If the recruit succeeds and is not 9as far as anyone can tell) a government agent, she is given the status of a full member and assigned to a newly formed cell.

Cell Abel is the head of the organization and sets the agenda for the Green Brigade. It is the only exception to the usual rules of the cell structure. All three members work and live together, making their headquarters onboard a fishing vessel called the *Vigilant* (see below). Although the leaders are aware of the members, histories, and assignments of every cell in the organization, Cell Abel officially connects to only three cells, called Cell Bethany, Cell Billy, and Cell Benson. There are nine cells led by the B Cells—Cell Charlie, Cell Carlos, Cell Christine, and so forth—and each subsequent layer of cells is likewise grouped alphabetically. This provides members with an easy way to tell how high or low they are in the organization’s hierarchy.

### Resources

As a loosely organized group, the Green Brigade does not have much in the way of resources to offer to its members. Information is passed along to cells, and they are allowed to act on it as they see fit. Stolen, illegally purchased, or borrowed equipment can sometimes be obtained through the network, including weapons (mostly pistols and legal long-garms, but occasionally military firearms or explosives). A favorite tactic of the Green Brigade is to steal equipment (generally software, hardware, and vehicles) from the very groups that they oppose, then use these items against them.

A cell can send out a request for information or goods through the Green Net or through their contacts among other cells. It typically takes 1d10 days for a request to reach the intended party and another 1d10 days for a response. Getting equipment follows the requisitioning rules described in Chapter Four: Equipment of the *d20 Modern Roleplaying Game*, but all requests incur a +5 increase to the DC and require an additional 1d6 days to complete the communication and transaction.

### Learning About the Green Brigade

The heroes can learn about the Green Brigade in any of several ways. The following charts present some information and the DCs for skill checks to discover that information. Use these charts when the heroes first encounter the Green Brigade or devise similar charts for future adventures. In each case, success at beating a DC grants that DC’s information

and all the information provided by any lower DC results. GMs might want to award slightly more information than what is provided depending on how much a player’s roll exceeded a given DC. At the GM’s discretion, other Knowledge skills might be used to reveal the same information.

### Gather Information

A Gather Information check represents the facts that a hero can gather by talking with members of local “green” groups such as the Sierra Club, Greenpeace, and World Wildlife Fund. If the hero is simply asking citizens at large, the GM may increase the DCs by +5 or more.

**DC 1:** The Green Brigade is a terrorist group.

**DC 5:** The Green Brigade is an extremist environmentalist group of radicals that are against polluters, corporations, and most of the governments of the world.

**DC 10:** The Green Brigade is responsible for some of the most violent and spectacular acts of ecoterrorism that the world has ever seen. Their objective is the destruction of most major corporations and governments.

**DC 15:** The Green Brigade has masterminded the kidnapping, assault, and murder of several key government officials, scientists, and corporate brass in the past decade, and the number of incidents is currently on the rise.

**DC 20:** The Green Brigade was formed through the combination of a variety of radical socialist, communist, and environmental groups. They have cells scattered around major cities throughout the world.

**DC 25:** The Green Brigade has ties to a number of legitimate organizations, which secretly provide Green Brigade cells with aid and information.

**DC 30:** The Green Brigade is led by a master cell, called Cell Abel. It is composed up of three political dissidents and radical environmentalists from America, Britain, and Syria.

**DC 35:** The Green Brigade recruits primarily from student and environmentalist groups, but has allies within various national governments, including those of the United States, Great Britain, and France.

### Research

This represents information a hero can amass through newspapers, websites, and private sources for ecological news. If the hero has dealt with the Green Brigade before, or has some reason to know which websites and Usenet groups the organization frequents, the GM may award a +2 insight bonus to the check.

**DC 1:** The Green Brigade is radically environmentalist.

**DC 5:** The Green Brigade opposes most industrialized nations. Its members are unknown, but are all considered criminals.

**DC 10:** The Green Brigade’s membership is made up of mostly young and idealistic radicals, drawn mostly from students.

**DC 15:** The Green Brigade’s tactics have grown increasingly violent in recent years, and seem to be leading up to something big.

**DC 20:** The Green Brigade is divided into cells. This structure allows the organization to remain intact if one or more cells are compromised. There is some rationale to the naming of the cells, but no one is sure what exactly it is.

**DC 25:** Despite its seemingly random attacks, there is a pattern to the Green Brigade's actions that show it spiraling closer to the governments of the world, possibly with the intent of destabilizing these governments in the name of freedom for the planet.

**DC 30:** The Green Brigade's main base of operations is mobile—possibly a ship, a truck, or some other vehicle, allowing its leaders to remain beyond the reach of governments seeking to decapitate the organization.

**DC 35:** The Green Brigade may be a pawn of the very governments that they oppose so strongly, and many crimes have been committed in their name.

## Green Brigade Member

Below is a typical Green Brigade member that the heroes might encounter out in the field. Unlike many organizations, the Green Brigade draws from every walk of life—blue-collar workers, students, Wall Street brokers, and others—making the idea of a “typical” member hard to pin down. Most members are young, radical, motivated, and fiercely dedicated to the cause.

**Typical Green Brigade Member (Dedicated Ordinary 2/Tough Ordinary 2):** CR 3; Medium-size human; HD 2d6+4 plus 2d10+4; hp 28; Mas 14; Init +0; Spd 30 ft.; Defense 14, touch 14, flat-footed 14 (+4 class); BAB +2; Grap +1; Atk +1 melee (1d3–1 nonlethal, unarmed strike); Full Atk +1 melee (1d3–1 nonlethal, unarmed strike) or +1 melee (1d6, rifle butt) or +2 ranged (2d6, Colt M1911) or +2 ranged (2d6, Uzi); FS 5 ft. by 5 ft.; Reach 5 ft.; AL Green Brigade, nature, chaos; SV Fort +6, Ref +0, Will +5; AP 0; Rep +0; Str 8, Dex 10, Con 14, Int 12, Wis 16, Cha 13.

**Occupation:** Student (bonus class skills: Knowledge [current events], Research).

**Skills:** Bluff +3, Climb +1, Concentration +4, Demolitions +2, Drive +2, Gather Information +3, Intimidate +3, Knowledge (civics) +4, Knowledge (current events) +5, Knowledge (popular culture) +3, Listen +5, Profession +5, Read/Write English, Research +4, Sense Motive +6, Speak English, Spot +5.

**Feats:** Low Profile, Personal Firearms Proficiency, Simple Weapons Proficiency.

**Possessions:** Uzi (9mm submachine gun), 50 rounds of 9mm ammunition, Colt M1911 (.45 autoloader), 50 rounds of .45 caliber ammunition, fatigues, day pack, ski mask, walkie-talkie.

### Cell Abel

Cell Abel is the group that leads the Green Brigade, setting the ideological course for the organization and picking the companies and individuals that each cell will target. From their headquarters aboard the *Vigilant*, Cell Abel sends communiqués to the other cells, providing them with enough information to carry the fight forward.

**Michelle Saunders (Dedicated Hero 3/Charismatic Hero 6/Investigator 3):** CR 12; Medium-size human; HD 3d6 plus 6d6 plus 3d6; hp 42; Mas 11; Init +1; Spd 30 ft.; Defense 20, touch 17, flat-footed 19 (+1 Dex, +6 class, +3 undercover vest); BAB +7; Grap +6; Atk +6 melee (1d3–1 nonlethal, unarmed strike) or +9 melee (2d6–1/19–20, katana);

Full Atk +6/+1 melee (1d3–1 nonlethal, unarmed strike) or +9/+4 melee (2d6–1/19–20, katana) or +8/+3 ranged (2d6, SITES M9) or +9/+4 ranged (2d6, HK MP5K); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ contact (low-level), profile; AL Green Brigade, nature, chaos; SV Fort +6, Ref +7, Will +8; AP 6; Rep +2; Str 9, Dex 13, Con 11, Int 14, Wis 17, Cha 18.

**Occupation:** Investigative (bonus class skills: Gather Information, Knowledge [earth and life sciences]).

**Skills:** Bluff +11, Computer Use +6, Craft (writing) +7, Demolitions +5, Diplomacy +14, Disable Device +5, Disguise +11, Forgery +6, Gather Information +13, Intimidate +9, Investigate +10, Knowledge (civics) +9, Knowledge (current events) +7, Knowledge (earth and life sciences) +7, Listen +11, Profession +6, Read/Write English, Read/Write German, Research +7, Search +4, Sense Motive +13, Speak English, Speak German, Spot +7.

**Feats:** Advanced Firearms Proficiency, Armor Proficiency (light), Deceptive, Defensive Martial Arts, Exotic Weapon Proficiency (katana), Iron Will, Low Profile, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency, Trustworthy, Weapon Finesse (katana), Weapon Focus (katana).

**Talents (Dedicated Hero):** Empathy, improved aid another.

**Talents (Charismatic Hero):** Coordinate, inspiration, greater inspiration.

**Possessions:** HK MP5K (9mm submachine gun), SITES M9 (9mm autoloader with concealed carry holster), 50 rounds of 9mm ammunition, mastercraft katana, undercover vest, digital camera, casual outfit, coat, fake ID, cell phone, laptop computer.

Thirty-year-old Michelle has a dry wit and earthy charm. Her curly black hair is kept short, and she prefers t-shirts and jeans to more formal attire. She wears sporty, octagonal-rimmed glasses and is rarely seen without a firearm or cell phone in hand. Michelle was born and raised in Hong Kong. At age eighteen, she and her family relocated to England, but Michelle soon dropped out of school and returned to the Far East, touring Japan and falling in love with the Japanese culture. By the time she returned to England, Michelle had become completely disenfranchised with western culture. She met George Santiago and Ali Imad online, and the rest is history.

**George Santiago (Smart Hero 6/Dedicated Hero 6):** CR 12; Medium-size human; HD 6d6 plus 6d6; hp 42; Mas 10; Init +1; Spd 30 ft.; Defense 19, touch 16, flat-footed 18 (+1 Dex, +5 class, +3 undercover vest); BAB +7; Grap +7; Atk +7 melee (1d3 nonlethal, unarmed strike); Full Atk +7/+2 melee (1d3 nonlethal, unarmed strike), +7/+2 melee (1d6, rifle butt), or +8/+3 ranged (2d6, Glock 17), or +9/+4 ranged (2d6, HK MP5); FS 5 ft. by 5 ft.; Reach 5 ft.; AL Green Brigade, nature, chaos; SV Fort +5, Ref +5, Will +9; AP 6; Rep +1; Str 10, Dex 13, Con 10, Int 19, Wis 16, Cha 12.

**Occupation:** Academic (bonus class skills: Computer Use, Knowledge [civics], Knowledge [earth and life sciences]).

**Skills:** Computer Use +15, Concentration +4, Craft (chemical) +20, Craft (electronics) +14, Craft (mechanical) +12, Craft (writing) +9, Demolitions +18, Diplomacy +5, Disable Device +14, Drive +5, Forgery +12, Knowledge (civics) +13,



Knowledge (current events) +11, Knowledge (earth and life sciences) +15, Knowledge (physical sciences) +13, Knowledge (tactics) +9, Knowledge (technology) +9, Listen +10, Profession +9, Read/Write English, Read/Write Spanish; Repair +14, Sense Motive +9, Speak English, Speak Spanish, Spot +9, Treat Injury +9.

**Feats:** Advanced Firearms Proficiency, Armor Proficiency (light), Burst Fire, Cautious, Combat Expertise, Double Tap, Educated (Knowledge [civics], Knowledge [earth and life sciences], Knowledge [physical sciences], and Knowledge [tactics]), Low Profile, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency, Weapon Focus (HK MP5).

**Talents (Smart Hero):** Savant (Craft [chemical]), plan, exploit weakness.

**Talents (Dedicated Hero):** Cool under pressure, faith, skill emphasis (Demolitions).

**Possessions:** HK MP5 (9mm submachine gun), HK MP5K (9mm submachine gun), Glock 17 (9mm autoloader), 50 rounds of 9mm ammunition, casual outfit, multitool, binoculars, basic mechanical repair kit.

Following his dismissal from MIT, 45-year-old author and scientist George Santiago retired to London, England and launched *Greenline*, an online newsletter dedicated to exposing various nations' ecological crimes. Santiago was criticized widely for his inflammatory editorials on "justifiable ecoterrorism," and he fled to mainland Europe to escape the media spotlight. Through *Greenline*, Santiago was able to make contact with hundreds of like-minded individuals, including Michelle Saunders and Ali Imad.

Santiago is a small, portly man with salt-and-pepper hair and a trimmed goatee. He wears scholarly tweed suits and green baseball caps, and he fancies himself a tea and wine connoisseur.

**Ali Imad (Fast Hero 3/Tough Hero 3/Daredevil 6):** CR 12; Medium-size human; HD 3d8+12 plus 3d10+12 plus 6d10+24; hp 112; Mas 18; Init +7; Spd 30 ft.; Defense 23, touch 23, flat-footed 20 (+3 Dex, +10 class); BAB +7; Grap +7; Atk +9 melee (1d8 nonlethal, unarmed strike); Full Atk +9/+4 melee (1d8 nonlethal, unarmed strike), or +10/+5 ranged (2d8, Beretta M3P), or +10/+5 ranged (2d6, Colt Double Eagle); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ Action bonus, adrenaline rush (one ability score), fearless, nip-up; AL Green Brigade, nature, chaos; SV Fort +14, Ref +8, Will +4; AP 6; Rep +1; Str 10, Dex 16, Con 18, Int 13, Wis 10, Cha 12.

**Occupation:** Adventurer (bonus class skills: Demolitions, Disable Device).

**Skills:** Concentration +10, Demolitions +7, Disable Device +4, Drive +9, Hide +11, Intimidate +5, Jump +9, Knowledge (civics) +3, Knowledge (current events) +6, Knowledge (streetwise) +4, Listen +2, Move Silently +11, Pilot +9, Profession +2, Read/Write English, Read/Write Farsi, Sleight of Hand +7, Speak English, Speak Farsi, Spot +2, Swim +4, Tumble +9.

**Feats:** Acrobatic, Advanced Firearms Proficiency, Brawl, Endurance, Great Fortitude, Improved Brawl, Improved Initiative, Low Profile, Personal Firearms Proficiency, Simple Weapons Proficiency, Stealthy, Surface Vehicle Operation (powerboats).

**Talents (Fast Hero):** Evasion, uncanny dodge 1.

**Talents (Tough Hero):** Remain conscious.

**Possessions:** Beretta M3P (12-gauge shotgun), 50 rounds of 12-gauge buckshot ammunition, Colt Double Eagle (10mm autoloader), 50 rounds of 10mm ammunition, casual clothes, walkie-talkie, night-vision goggles, cell phone, climbing gear, ski mask.

Ali Imad is a lifelong sportsman and outdoorsman who enjoys fast cars, fast boats, and fast women. Tall, dark, and slim, he considers himself quite the ladies' man, although his self-infatuation and crude sense of humor turn off most of the people he meets. He also has some disturbing fetishes and collects S&M magazines. His favored attire includes white shirts, khakis, and sandals.

## The Vigilant

The members of Cell Abel have set their base of operations on a commercial fishing vessel called the *Vigilant*. So far, no one suspects that the plain looking vessel is the headquarters of the Green Brigade. To maintain the illusion, the *Vigilant* is still a working vessel, heading out to sea during the fishing season, albeit with a smaller crew than normal and catching fewer fish than normal. During the off-season, the *Vigilant* sails from port to port, keeping on the move to avoid drawing undue attention to itself.

On the surface, the *Vigilant* appears as a normal fishing trawler. It is 110 feet long and has a crew of five people, three of whom are the members of Cell Abel. The other two are the captain and the boat's engineer. A Knowledge (technology) check (DC 15) or Spot check (DC 20) reveals that the *Vigilant* has far more antennae, radar dishes, and other electronics than would normally be found on a simple fishing vessel.

If the *Vigilant* is attacked, the members of Cell Abel defend it with their lives. The boat carries an enormous cache of weapons, and the fuel tanks are rigged with explosives linked to a radio detonator that goes off when one of the members speaks the word "apocalypse" into the radio. The explosion scuttles the ship and deals 12d10 points of damage to everyone on board; a successful Reflex save (DC 15) halves the damage.

**Vigilant (120-foot fishing trawler):** Crew 5; Passengers 3; Cargo 2,500 lb.; Init -6; Maneuver -6; Top Speed 55 [5]; Defense 2; Hardness 5; hp 40; Size C; Purchase DC 41; Restriction Lic [+1].

**1. Pilot House and Upper Patio:** The bridge of the *Vigilant* contains a radio, radar, depth finder, GPS receiver, and all the necessary equipment required to run the ship. It also has a comfortable and spacious sitting area in the rear cabin, with a table and bench couches. Behind the pilot house, a patio overlooks the aft deck, which has a small table (bolted to the floor) and four chairs. A sawed-off shotgun is hidden beneath the main control panel (DC 20 Search check to locate), and a set of rangefinding binoculars hangs on the wall nearby.

**2. Foredeck:** The main deck has a variety of nets, crabbing cages, ropes, and other fishing gear. When the



# THE VIGILANT

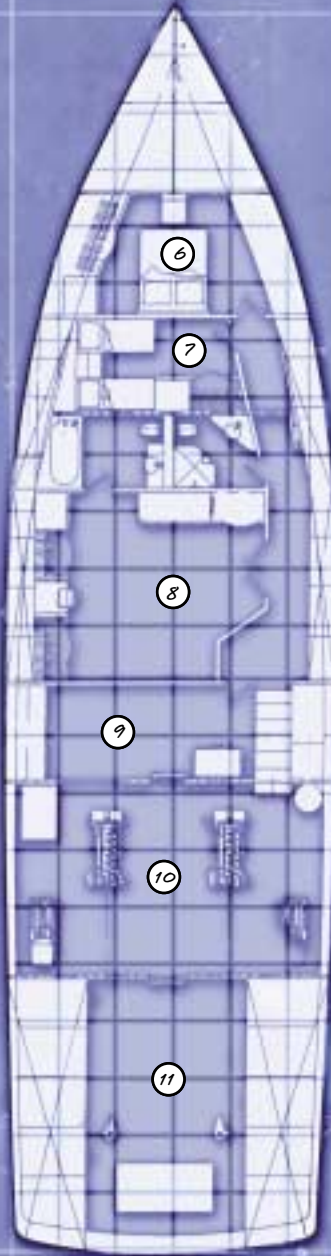
Scale: One Square = 5 Feet



TOP DECK



MAIN DECK



LOWER DECK

## KEY

- |                                |                   |               |
|--------------------------------|-------------------|---------------|
| 1. Pilot House and Upper Patio | 6. Galley         | 11. Fish Hold |
| 2. Foredeck                    | 7. Main Salon     |               |
| 3. Aft Deck                    | 8. The "Workshop" |               |
| 4. Staterooms                  | 9. Planning Room  |               |
| 5. Master Bedroom              | 10. Engine Room   |               |



*Vigilant* is at sea, the deck can get slippery, making it difficult to do anything out of the ordinary without falling down (DC 10 Balance check to avoid falling prone). In the center of the deck, a hatch leads to the hold 10 feet below (see area 10).

**3. Aft Deck:** The aft deck is equipped with fishing gear. A large, horizontal storage chest contains three full sets of scuba gear. This locker has a combination padlock (DC 20 Disable Device to open, or DC 24 Strength check to break). A Beretta M3P shotgun is discretely tucked underneath the gear (DC 15 Search check to locate).

**4. Staterooms:** The *Vigilant* has four staterooms on board, each of which can accommodate four people. A stateroom contains two bunk beds built into the walls, a small table, two chairs, and a private locker for each crewmember. A bathroom (head) with showers is attached to each stateroom.

The two staterooms belonging to Ali Imad and George Santiago have been modified to suit their individual tastes. Ali's room is decorated with curtains and silken veils. George's stateroom, on the other hand, might be confused with a small laboratory. It contains a worktable and several rows of beakers and flasks (tightly secured to withstand the rolling high seas), as well as a small desk and file cabinet.

**5. Main Cabin:** The main cabin, where Michelle Saunders sleeps, is slightly larger than the other staterooms. Spare and tidy, its Japanese-themed décor includes an altar that holds a *daisho* (a matched set of swords—katana and wakazashi). Michelle keeps a Mossberg shotgun next to her bed and a SITES M9 underneath her pillow.

**6. Galley:** The *Vigilant* has a small galley and dining area. The galley contains a stove, large refrigerator, microwave, and other electrical appliances. Food is stored in pantries, and large items are kept in a closet next to the galley.

**7. Main Salon:** The salon is a large room with a couch, table, several chairs, and a potted plant desperately in need of watering. A map of the world covers one wall, and the walls are filled with foam to prevent conversations from escaping the chamber's confines. Scattered about the room are several weapons, including an Uzi, an AKM, and a Colt Double Eagle.

**8. The Workshop:** This room holds various specialized gear, including the equivalent of a masterwork disguise kit, a masterwork forgery kit, a chemical kit, and a demolitions kit. A loaded Colt Double Eagle and an extra clip of ammunition is located in a drawer of the desk.

**9. Planning Room:** Formerly the *Vigilant's* lounge area, this room has been converted to the main headquarters for the Green Brigade. It is filled with computer equipment, files, papers, and maps. Four computers are networked together, acting as the server for Green Net—the communications are hooked up to a satellite dish on the roof of the boat (allowing data transmission as if by

a portable satellite phone). The server has exceptional security (see the Computer Use skill description in the *d20 Modern Roleplaying Game*).

**10. Engine Room:** The engine room is small and cramped. When the twin Caterpillar engines are on, the room is extremely loud—all Listen checks have their DC increased by +5 while inside this room. The engine has hardness 10, 75 hp, and can be shut down with a successful Disable Device check (DC 20). Alongside the walls are workbenches covered with tools, saws, a metal lathe, and other equipment (the equivalent to a deluxe mechanical repair kit and a deluxe electrical repair kit).

Cell Abel has attached two pounds of C4/Semtex explosive to the fuel lines that lead from the engine. The explosives are connected to a radio detonator and voice recognizer. Locating the explosives requires a successful Search check (DC 25). Three Disable Device checks (DC 25) are required to safely disarm the bomb. Two failures in a row causes the bomb to detonate the fuel tanks, dealing 12d10 points of damage to everyone and everything on the *Vigilant* (Reflex save, DC 15, for half damage). The explosives have been placed in such a location that whatever's left of the boat sinks in 2d6 rounds.

**11. Hold.** The door to the ship's hold has a good quality lock (DC 30 Disable Device check to bypass).

This storage area can hold almost 4 tons of cargo. The main compartment is like that found on any commercial fishing vessel—refrigerated and insulated to hold the fish that the crew catches during the season. The *Vigilant* doesn't hold much in the way of fish these days, though, so a second, secret compartment was installed (DC 25 Search check to locate it) that houses the ship's cache of weapons and explosives. The cache includes:

- 5 AK-74s
- 5 FN FALs
- 5 Uzis
- 4 Colt Double Eagles
- 4 Beretta 92Fs
- 2 M79 grenade launchers
- 3 Browning BPS shotguns
- 3 extra clips for each of the aforementioned weapons
- 500 rounds of ammunition for each of the aforementioned weapons
- 20 40mm fragmentation grenades
- 10 fragmentation grenades
- 5 WP grenades
- 10 smoke grenades
- 10 tear gas grenades
- 5 gas masks
- 5 tactical vests
- 5 pairs of night vision goggles
- 16 blocks of C4/Semtex
- 500 feet of det cord
- 10 blasting caps
- 2 radio controlled detonators
- 2 timed detonators
- 2 wired detonators

## HOFFMANN INSTITUTE, THE

The Hoffmann Institute is an independent “think-tank” organization ostensibly devoted to developing alternative, non-polluting energy sources. Under this veneer, however, the Hoffmann Institute is dedicated to preparing humanity for a cosmic shift due to occur in the year 2012—the end of the Mayan calendar. Hoffmann agents gather evidence of the paranormal and psychic phenomena, in a desperate attempt to learn what is required to ensure that humankind survives after the cosmic shift concludes in 2013.

**Agenda:** Gather and study alien artifacts and knowledge to prepare for the cosmic shift.

**Structure:** Think-tank and fringe science laboratories.

**Symbol:** A torch, surrounded by the motto “For the Advancement of Humanity,” and the date of the Institute’s founding: 1917.

**Most Common Allegiance(s):** Hoffmann Institute, good.

**Requisition Limit:** 35 (military).

186

### Overview

Founded in 1917 by Tomas Hoffmann and Itohiro Nakami, the Hoffmann Institute is officially a think-tank devoted to developing new technologies, particularly in the field of alternative energy. Unofficially, the Hoffmann Institute is a paranormal investigation agency that has become aware of—and is preparing for—a catastrophic event looming on the cosmic horizon.

The level of dark matter in the galaxy—known to insiders as “the dark tide”—has been rising steadily in the past century and will peak in December, 2012. Because the presence of dark matter “feeds” certain psychic and arcane entities, this means that their power will be at its zenith at that time. Since such entities have traditionally used their abilities to menace humanity, it follows that this period will pose the worst threat to the survival of humanity since the last ice age. If humankind isn’t ready, we won’t survive. The basis of their theory is simple: “A species that can control dark matter can control one of the great forces of the universe. A species that fails to master dark matter can be overrun by those species that do control it.”

One symptom of the rise of the dark tide has been an increase in arcane and psychic phenomena. After Tomas Hoffmann passed away in the 1970s, Nakami used the trust fund that Hoffmann had set up to step up the Institute’s investigations and operations. The Hoffmann Institute aggressively recruits anyone who displays supernatural abilities and shows an interest in learning to control them. A significant portion of the annual operating budget goes toward training these individuals. Similarly, the Hoffmann Institute works closely with a community of sasquatches living in the Cascade Mountains of eastern Washington, and these creatures—actually an intelligent alien species who call themselves “weren”—serve as the Institute’s secret shock troops when situations get out of hand.

The Hoffmann Institute doesn’t generally engage in violent actions, but their mandate of collecting and studying alien and arcane artifacts sometimes brings them into

conflict with other groups with the same agenda, among them the Nautilus Club (described later in this chapter). Hoffmann agents are instructed to destroy any artifacts that would otherwise fall into the wrong hands.

In most instances, the Institute operates covertly, although certain members of various government agencies are aware of their activities. Hoffmann agents frequently claim to work for one of these agencies, turning it around so that it seems like their position with the Hoffmann Institute is the cover story. However, even an agent captured and interrogated by enemy forces can do little to betray the Institute; every scrap of knowledge is given on a need-to-know basis. Only the upper echelons have a clear picture of just how much the Hoffmann Institute knows.

The Hoffmann Institute is not alone in its efforts. In addition to the weren special forces, the Institute maintains regular contact with the fraal (at least, the faction of fraal interested in providing aid and guidance to the human race). Itohiro Nakami is himself a rogue fraal, using a psionic artifact to disguise his appearance. Nakami believes that if humanity can survive the coming disaster, humans can emerge as a maturer species ready to join the galactic community, at least in the role of students. He has taken it upon himself to ensure that humanity has the chance to achieve its potential, and Nakami is willing to accept the consequences if he fails. While not all members of his species agree with him, they do respect his determination, and some even work to help him in whatever ways they can. In return, Nakami supplies the fraal with reports from Hoffmann agents regarding alien visitations, to assist the “grays” in their self-appointed duty to protect humanity from the more ruthless alien species that periodically visit Earth.

### Structure

As far as the public knows, the Hoffmann Institute has three divisions: the Administrative Division, the Analytical Division, and the Archives. These divisions take care of the organization’s day-to-day operations and serve as screens for more covert activities. Members know that the Institute has a fourth arm—the Intelligence Division. This division’s job includes gathering data and retrieving evidence. Unbeknownst to all but the most highly placed members, the Hoffmann Institute also maintains a Special Division that deals with black ops, direct contact with alien beings, and other particularly messy situations.

### Bases of Operation

Headquartered in New York City, the Hoffmann Institute has major branches (200–250 employees) in Barcelona, Chicago, El Paso, Philadelphia, Portland (Oregon), and Tampa, with satellite offices (75–100 employees) in Aspen, Baltimore, Lima, New Orleans, Mexico City, Minneapolis, Paris, Phoenix, and Jakarta. Each office houses a fully equipped library, forensics lab, sample storage, morgue, armory, detention area, employee cafeteria, gymnasium, and motor pool. If a sample defies analysis at a branch office, the NYC headquarters has an even more advanced laboratory available, fully staffed 24 hours per day.



## Resources

The Hoffmann Institute benefits from a number of inventions and patents donated to the Institute over the years by anonymous “benefactors,” so it never lacks for equipment and personnel. However, because Dr. Nakami wishes the Institute’s activities kept a secret, the Institute is not in the habit of doling out flashy or expensive equipment on a whim. New agents are issued a handgun and a single box of ammunition, with instructions not to fire except in life-or-death situations.

A variety of equipment is available for requisition, however, and not all of it was manufactured on Earth. In addition to some weapons of clearly alien design, the Institute has what appears to be an alien spacecraft (a fraal scout ship, as described in the “Fraal” entry in Chapter One) stored in a hidden warehouse in Colorado’s Rocky Mountains.

## Involving the Heroes

The Hoffmann Institute is eager to recruit new agents, especially those who have experienced some form of paranormal activity or alien encounter. (During the late 1980s and early 1990s, most of their recruits were approached within hours of their return from an alien abduction; how the Hoffmann Institute knew about these incidents has never been explained.) Hoffmann Institute agents are charged with investigating these same kinds of activities and encounters. Depending on their specific skill sets, teams of agents might be assigned to track down a cryptid in some remote location or interview alien abductees.

The Hoffmann Institute is not a sinister agency—but it could be if that suits the Gamemaster’s needs. Its ultimate goal could be less about making sure humanity survives the dark tide event, and more about ensuring that the event comes to pass—regardless of what that means for the fate of the Earth and its indigenous life forms. The Institute is highly secretive, and even within its ranks, the average agent might not know its true agenda, so the heroes could fight an evil Hoffmann Institute or come to understand the terrible truth and become rogue agents.

## Using the Hoffmann Institute

The Hoffmann Institute is not a government agency and has no authority whatsoever. Its agents pose as members of other agencies, showing up at the site of any Fortean event to collect data and samples. Institute agents are aggressive, but not particularly hostile, about their work. Although they’re willing to go to some extreme lengths to get what they came for, their mandate does not include hurting innocent civilians. They prefer to talk and reason first, and trick and steal only if the gentle approach fails. However, when faced with life-threatening situations, Hoffmann agents are not shy about returning fire.

Hoffmann agents could show up in the campaign long before the heroes actually find out who they are. If the heroes have a paranormal experience, a “journalist” could come to interview them. If the heroes find a relic of mystical significance, a “collector” could offer to buy it from them (and steal it if they refuse to sell). If the heroes see lights in the sky, catch a glimpse of a lizardlike creature emerging from a sewer, or tussle with a fiend, an “FBI special agent” could show up looking to analyze any evidence the heroes might have. The Institute should seem enigmatic—another mystery on top of the one that prompted their appearance on the scene.

Eventually, if the heroes show any competency in dealing with the paranormal, the Hoffmann Institute will try to recruit them. How soon this happens—and whether or not you want to switch the focus of the campaign—is up to the GM.

## Learning About the Hoffmann Institute

The heroes can gather data about the Hoffmann Institute with Gather Information, Knowledge (current events), or Research checks.

These charts spell out the amount of detail that the heroes can collect through various methods. In each case, success at beating a DC grants that DC’s information and all the information provided by any lower DC results. GMs might want to award slightly more information than what is provided depending on how much a player’s roll exceeded a given DC. At the GM’s discretion, other Knowledge skills might be used to reveal the same information.



### Gather Information

Few people know what the Hoffmann Institute is really up to, but plenty of rumors fly around about some of their least innocuous activities. Heroes who poke around where the Hoffmann Institute has been (including cities where they keep offices) can pick up a few facts and a lot of conjecture.

**DC 1:** The Hoffmann Institute is some sort of “new age” alternative energy research laboratory.

**DC 5:** The Hoffmann Institute was named after its founder, Tomas Hoffmann, but is run by a Japanese family named Nakami.

**DC 10:** Hoffmann agents ask a lot of questions that don’t seem to have anything to do with alternative energy.

**DC 15:** Hoffmann Institute scientists sometimes buy meteorite chunks, photos of lights in the sky, and things like that, so it must have something to do with their research. Maybe they’re building flying saucers.

**DC 20:** The Hoffmann Institute is interested in reports of the paranormal (ESP and stuff like that); apparently, their leader, Dr. Nakami, is some kind of UFO freak.

**DC 25:** The Hoffmann Institute keeps a huge archive of reports on the paranormal, and its agents always want to add to it.

**DC 30:** Hoffmann agents lie about who they are, usually saying they're with the FBI, the NSA, FEMA, or Homeland Security.

**DC 35:** The Hoffmann Institute has a storehouse somewhere in Chicago that is full of artifacts like the Holy Grail, the Spear of Longinus, and the Picture of Dorian Grey. They're not researching alternative energy; it sounds more like they're researching magic.

### Knowledge (Current Events)

Because the Hoffmann Institute keeps such a low profile, most news services don't pick up stories about their activities. Hence, Knowledge (current events) checks don't convey a lot of information.

**DC 1:** The Hoffmann Institute is a think-tank devoted to researching alternative energy sources.

**DC 5:** The Hoffmann Institute is run by a Japanese industrialist named Itohiro Nakami.

**DC 10:** The hero knows in which cities the Hoffmann Institute has major branches, and roughly how many people the Institute employs.

**DC 15:** The hero knows the URL of the Hoffmann Institute web page.

**DC 25:** The hero knows which recent energy-related conferences included a guest speaker from the Hoffmann Institute, and who that speaker was. (Usually it will be Dr. Nakami.)

### Research

Research on the Hoffmann Institute turns up a lot of curious little inconsistencies that would imply that its public mission statement is either broadly worded or a complete lie.

**DC 1:** The Hoffmann Institute maintains a bland web site at [www.hoffmanninstitute.org](http://www.hoffmanninstitute.org). It gives an overview of the Institute and mentions that Dr. Itohiro Nakami is the director.

**DC 5:** The hero can get a complete list of Hoffmann Institute branch and satellite offices, including addresses, office telephone numbers, and web sites.

**DC 10:** There's a hidden, top-secret login on the Hoffmann Institute's main site. Hacker discussion groups claim that when they tried to hack it, Hoffmann spiked their systems. When they tried again, FBI "Men in Black" showed up and threatened them.

**DC 15:** Itohiro Nakami speaks at alternative energy conferences, but often only sticks around long enough to deliver his address. At a conference in Geneva in 1993, someone apparently tried to assassinate him. Dr. Nakami got away, and the would-be assassin was never found.

**DC 20:** Despite Dr. Nakami being invited to speak at energy conferences again and again, the Hoffmann Institute doesn't seem to be doing much in the way of producing results. Their licenses are all in order, but all of their offices are located in urban centers—which aren't zoned for energy research. Either they're only doing theoretical mathematics, or all their research is done by secret employees in secret locations.

**DC 25:** Accounts of meetings with Hoffmann Institute "scientists" indicate that they frequently lack even basic scientific knowledge. What's more, some of them have been

observed carrying handguns. Net lore claims that these people often display behavior usually associated with encounters with "Men in Black," asking questions about paranormal events and alien encounters.

**DC 30:** Dr. Nakami has a thorough background in applied science, but his grades were only good enough to get him his degrees—rather unusual for a guy who's supposedly one of the world's foremost authorities on alternative energy. Curiously, none of the class photos for his years at university include pictures of Itohiro Nakami—or even anyone who looks like it might be him with a different name.

**DC 35:** The Hoffmann Institute buys a lot of beef every year from a ranch in eastern Washington state—twice as much beef as would be required to feed its 3,000 employees. There's no record of interstate transportation of the beef, so apparently they're just trucking the cows into the mountains and setting them free.

### Members

Hoffmann Institute employees are drawn from a variety of fields, including science, law enforcement, and even the criminal element. Dr. Nakami recruits those with abilities he feels he needs, and doesn't much care about how his employees acquired and developed those abilities. Nearly any archetype can serve as a Hoffmann Institute employee. The character below is Dr. Nakami himself; while he's certainly not typical of the Institute's employees, understanding who and what he is can provide a great deal of insight into how and why the Institute works the way it does.

**Itohiro Nakami (Fraal Smart Hero 6/Charismatic Hero 6/Telepath 8):** CR 20; Small humanoid (alien); HD 6d6–6 plus 6d6–6 plus 8d6–8; hp 55; Mas 9; Init +1; Spd 30 ft.; Defense 19, touch 19, flat-footed 18 (+1 size, +1 Dex, +7 class); BAB +10; Grap +5; Atk +9 melee (1d3–1, unarmed strike); Full Atk +9/+4 melee (1d3–1, unarmed strike) or +11/+6 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ combat manifestation, power crystal, psionics, trigger power (*charm person, detect thoughts, tailor memory*); AL Hoffmann Institute, good; SV Fort +6, Ref +8, Will +15; AP 10; Rep +8; Str 8, Dex 12, Con 9, Int 19, Wis 15, Cha 16.

**Occupation:** Academic (bonus class skills: Knowledge [arcane lore], Knowledge [history], Research).

**Skills:** Autohypnosis +13, Bluff +22, Computer Use +13, Concentration +10, Diplomacy +22, Disguise +14, Gather Information +14, Investigate +15, Knowledge (arcane lore) +26, Knowledge (art) +7, Knowledge (behavioral sciences) +9, Knowledge (civics) +9, Knowledge (current events) +19, Knowledge (earth and life sciences) +13, Knowledge (history) +20, Knowledge (physical sciences) +13, Knowledge (popular culture) +7, Knowledge (technology) +15, Knowledge (theology and philosophy) +16, Navigate +8, Psicraft +15, Read/Write Greek (ancient form), Read/Write Aztec (hieroglyphs), Read/Write Egyptian (hieroglyphs), Read/Write English, Read/Write Fraal, Read/Write Japanese, Read/Write Latin, Read/Write Sanskrit, Research +23, Sense Motive +15, Speak "Aztec," Speak Egyptian (ancient form), Speak English, Speak Fraal, Speak Greek, Speak Japanese, Speak Latin (ancient form), Speak "Sanskrit."



**Feats:** Alien Weapon Proficiency, Attentive, Combat Expertise, Deceptive, Defensive Martial Arts, Educated (Knowledge [arcane lore], Knowledge [current events], Knowledge [earth and life sciences], Knowledge [history], Knowledge [physical sciences], and Knowledge [theology and philosophy]), Improved Disarm, Iron Will, Simple Weapons Proficiency, Studious, Trustworthy, Wild Talent (*detect psionics*), Windfall (×3).

**Talents (Smart Hero):** Linguist, plan, savant (Research).

**Talents (Charismatic Hero):** Coordinate, inspiration, greater inspiration.

**Power Points:** 32.

**Telepath Powers Known (5/4/3/2/1):** 0—*daze* (DC 13), *detect psionics*, *distract* (DC 13), *far hand*, *missive* (DC 13); 1st—*charm person* (DC 14), *control object*, *lesser mindlink*, *object reading*; 2nd—*detect thoughts* (DC 15), *sensitivity to psychic impressions*, *suggestion* (DC 15); 3rd—*false sensory input* (DC 16), *mindlink*; 4th—*tailor memory* (DC 17).

**Psionics (Sp):** At will—*lesser mindlink*; 3/day—*suggestion*. Manifest level 10th; save DC 10 + key ability modifier + power level.

**Possessions:** Psionic illusion stabilizer (allows Nakami to appear to be a slight Japanese man for 12 hours at a time and even projects this image onto film and electronic video media), various gear and personal possessions.

## LA GENTE

La Gente combines and coordinates the actions of various illegal drug manufacturers, distributors, smugglers, and sellers to maximize profits and keep the business thriving.

**Agenda:** To unite and organize powerful drug cartels into a single, cohesive organization.

**Structure:** Coalition of drug families, cartels, and independent organizations.

**Symbol:** A serpent's head.

**Most Common Allegiance(s):** La Gente, evil, various associated drug cartels.

**Requisition Limit:** 30 (illegal).

## Overview

La Gente started out simply, run by the Carcavera family of Bolivia. In the 1980s and 1990s, the family was a relatively insignificant element in the world of drug smuggling until some of the larger organizations crumbled under the pressure of the Colombian government (backed by America's Drug Enforcement Agency). The Carcaveras, struggling to stay solvent with their network collapsing around them, sought help from groups in Asia, including the Chinese Tongs and the Russian Mafia. Although the short-term loss was substantial, both in money and respect worldwide, such long-term partnerships allowed the family to seize control of drug traffic throughout Central America.

Using money borrowed from their Asian "friends," the Carcaveras formed the White Triangle, transporting cocaine and other drugs across the Pacific to places as far away as

Cambodia, Canada, and Chile. Although its methods were ruthless and brutal, the Carcavera family maintained civil, professional relations with their foreign partners, giving them small slices of profit to keep them happy. In early 2000, the head of the family, Elario Carcavera, united several North American and South American drug czars, creating La Gente (Spanish for "the people"). Elario became the leader of what was suddenly the single largest drug cartel in the world. The other drug czars had little say in the matter, as Elario had leveraged his individual deals to create strangleholds on the major distribution points into the North America and Southeast Asia. The few attempts to shrug off La Gente were met with savage responses—something rival families did not expect from the previously compliant Carcavera family. It quickly became clear that Elario Carcavera was "here to stay," and that business as usual now meant dealing with La Gente.

Although resentful of Elario's success, drug czars throughout Central and South America saw advantages to joining the Carcaveras. A shrewd businessman, Elario had combined resources, centralized information, and bribed officials worldwide and, in so doing, smoothed the way for a new "golden age" of drug smuggling. For the first time ever, Carcavera was giving some of the older South American drug cartels a run for their money by expertly coordinating the shipment of cocaine, marijuana, opium, and heroin across the Pacific Ocean.

La Gente routinely hires or kidnaps up-and-coming pharmaceutical chemists to create new drugs to sell in the U.S. market. Many of the new "designer drugs" hitting the streets in western countries were engineered in La Gente laboratories. Scientists that could not be brought into the fold of La Gente were bribed or bullied into leaking information about proprietary work being done by pharmaceutical companies, or sabotaging projects that threatened to compete with La Gente products.

In 2001, after U.S. and Bolivian forces devastated the Carcavera estate, La Gente moved its headquarters from Bolivia to Mexico. The multiethnic and multicultural makeup of La Gente ensured that law enforcement was never sure whether a group they were investigating was just of a typical street gang or a branch of La Gente. Secrecy and loyalty are strictly enforced—La Gente assassins dismember anyone even suspected of breaking the code of silence.

La Gente is motivated by greed. As the largest and best-organized illegal drug distribution network in the world, La Gente already makes untold millions making and trading illegal substances, but it's never enough. They are constantly on the prowl for small, upstart groups that try to muscle into their territory. Once discovered, representatives of La Gente will pay one (and only one) visit to the group and make this offer: "Join us, or be destroyed." Groups that comply endure a brief trial period during which their competence and abilities are tested. Groups that are weak,



inefficient, or stupid are eliminated and replaced, while those that prove adept are retained. Anyone who refuses is eliminated quickly and efficiently.

Despite its impressive size, La Gente still has considerable competition among the larger *narcotraficantes*, the Yakuza, the Mafia, and other well-organized groups. Conflicts are common, often resulting in a high body count and considerable property damage.

La Gente spends an incredible amount of time and money bribing politicians, law enforcement officials, and import companies to insure the smooth transfer of their product. They have established several dummy corporations and legitimate business fronts in the United States, Canada, Mexico, the European Union, and Asia. La Gente has even contributed money to various organizations dedicated to keeping drug reform out of the public scope. Their operatives have even infiltrated the FBI, DEA, and Border Patrol.

La Gente has spilled millions of dollars into improving the standard of living in Mexico and other Central American nations. Through his many dummy companies and nonprofit groups, Elario Carcavera has generously helped governments improve roads, water systems, and hospital services. Styling himself as a “self-made humanitarian,” Carcavera uses his generosity to recruit new personnel and instill loyalty in the people who benefit from his charity. This tactic has worked well, causing much consternation when the legitimate governments step in to combat the actions of La Gente.

### Structure

La Gente’s organization is like a wheel, with the Carcavera family in the center. Radiating from this hub is an intricate web of drug cartels, criminal groups, and corrupt military dictatorships. Beyond this are a host of smaller street-level distributors, biker and street gangs, and smugglers. La Gente employs “independents” when the need arises (typically assassins, pilots, and informants), but they prefer to work with trusted members of the “family” whenever possible. Communication between groups is done through face-to-face meetings or courier whenever possible, although La Gente makes periodic use of scrambled phone lines and encrypted email.

Each division of La Gente retains considerable autonomy and is allowed to maintain its own internal structure, so long as it follows La Gente’s edicts. Often, just one or two individuals within each division enjoy contact with a La Gente boss, who makes appearances only when things are not going well. Many of these “bosses” are either drug czars corralled by Elario Carcavera or members of the Carcavera family.

### Resources

Members of La Gente have access to a variety of resources. Frequently requested items include licensed and restricted firearms as well as military hardware (including explosives). La Gente operatives have access to all types of vehicles, including trucks, boats, prop planes, helicopters, and small jets. In fact, La Gente has a thriving business in stolen vehicles. In 1987, the group commandeered a Russian oil tanker that was reportedly lost at sea; La Gente now uses the

tanker to run drugs up and down the Pacific coast of North and South America.

La Gente enforcers usually carry handguns or submachine guns, although they can easily obtain heavier weapons when they know that danger is coming. Enforcers sometimes wear concealable body armor. La Gente personnel encountered in third-world countries look more like soldiers than thugs, rivaling or exceeding the firepower available to legitimate armed forces. In addition, La Gente soldiers have access to expensive consumer electronics, some military-grade electronics (such as night vision goggles), and other restricted or illegal items.

Top members of the organization travel around in heavily armored cars, and their homes resemble fortresses. In addition, La Gente has established safe houses throughout North and South America, Europe, and Southeast Asia. Safe houses can come in almost any form, but are usually well stocked with weapons, ammunition, and other equipment necessary to secure operations.

La Gente maintains small research facilities in Houston, Los Angeles, Vancouver, New York, Chicago, Phoenix, London, and Singapore, dedicated to creating new and powerful drugs. Most of these facilities are disguised as legitimate pharmaceutical companies. Although various La Gente-sponsored organizations operate back-alley flophouses and opium dens, it has proven difficult for other agencies to connect them to the greater organization.

### Learning About La Gente

The heroes can learn about La Gente in many ways. The following charts present some information and the DCs for skill checks to discover that information. Use these charts when the heroes first encounter La Gente or use them as the basis for creating adventure-specific charts. In each case, success at beating a DC grants that DC’s information and all the information provided by any lower DC results. GMs might want to award slightly more information than what is provided depending on how much a player’s roll exceeded a given DC. At the GM’s discretion, other Knowledge skills might be used to reveal the same information.

### Gather Information

A lot of information can be gathered on local La Gente operations just by talking to the right people. Although the organization does not want evidence the police can use to connect them to their various enterprises, they take great care to make sure that word on the street promotes La Gente’s reputation. If the hero is talking to people who are particularly well connected in the illegal drug trade, the GM may grant an appropriate circumstance bonus to the check. However, if they are talking to people who are completely unconnected to the drug underworld, the GM may increase the DCs by 10 or more (or simply rule that the check is automatically unsuccessful).

**DC 1:** La Gente is the biggest cartel in the drug trade today.

**DC 5:** La Gente is based in Mexico and is run by the Carcavera family. La Gente deals primarily in cocaine and various designer drugs, and it pays chemists to develop new ones.



**DC 10:** Many different gangs and organizations are part of La Gente, but the cartel lets them keep their own names and colors. (The hero can also learn approximately how many La Gente-sponsored gangs and manufacturing facilities there are in town, but not their names.)

**DC 15:** Many of La Gente's members come from rival cartels, their loyalty bought with bribes. Bad blood between La Gente and various South American cartels sometimes leads to violence. (The hero can also learn which local gangs or organized crime elements oppose La Gente.)

**DC 20:** La Gente sometimes kidnaps people in order to test new drugs on them. These people usually disappear once the testing is completed. (The hero can also learn the names of the local gangs or manufacturing facilities that are associated with La Gente.)

**DC 25:** La Gente is well known for bribing local officials and politicians so that the business runs smoother. (The hero can also learn how many major local officials and politicians have dealings with La Gente.)

**DC 30:** The hero can learn the names of the local officials and politicians who have dealings with La Gente.

**DC 35:** The hero can learn the name of the senior local representative of La Gente and his connection to the Carcavera family.

### Knowledge (streetwise) or Research

This represents the information a hero can gather by going through reports in the media, court records, and reference books pertaining to the war on drugs. Similar information is available to anyone who has an intimate knowledge of street culture. At the GM's discretion, a hero might try to come up with similar results using the popular culture or current events branches of the Knowledge skill, but DCs for such attempts should be at least 5 points higher than those given below.

**DC 1:** Most illegal drugs come from South America and Asia.

**DC 5:** Many illegal "designer drugs" come from a single major drug cartel called La Gente. La Gente also ships cocaine as far away as Chile, Cambodia, and Canada—covering a region known to U.S. officials as the White Triangle.

**DC 10:** La Gente has recently begun expanding operations to include drug distribution in Europe.

**DC 15:** The Carcavera family controls La Gente. Formerly based in Bolivia and now based in Mexico, the family was nearly wiped out by competitors in the 1980s. However, the family managed to turn their business around shortly after fleeing Bolivia. Since forming La Gente, the family has become nigh untouchable.

**DC 20:** Many formerly independent drug cartels in North, Central, and South America are now affiliated in some way with La Gente. The patriarch of the Carcavera family, Elario Carcavera, eliminated rivals who refused to join his organization.

**DC 25:** La Gente has strong ties to the Russian Mafia and various Chinese drug lords. Most of the "movers and shakers" in the organization are members of the Carcavera family or former rivals who had no choice but to join.

**DC 30:** La Gente kidnaps prominent scientists to create illegal designer drugs. They have secret research facilities in many major cities.

**DC 35:** La Gente is based in Monterey, Mexico. Elario Carcavera maintains a residence outside of Monterey with security tighter than Fort Knox. Elario has a sister (Octavia), a daughter (Allegra), and three sons (Eduardo, Franco, and Nicolas) overseeing La Gente operations.

## Members

With the huge numbers of thugs, toughs, and mercenaries at its disposal, La Gente has a virtual army that it can bring to bear on anyone that invokes its wrath. Most of the "soldiers" of La Gente are low-level ordinaries (use the thug archetype in Chapter Eight: Friends and Foes of the *d20 Modern Roleplaying Game*). The sample enforcer provided here is a tougher, smarter soldier used to protect cargo, maintain order among the ranks, and eliminate any "problems" that might threaten La Gente's criminal pursuits.

**La Gente Enforcer (Strong Ordinary 3/Tough Ordinary 3):** CR 5; Medium-size human; HD 3d8+6 plus 3d10+6; hp 42; Mas 14; Init +1; Spd 30 ft.; Defense 18, touch 15, flat-footed 17 (+1 Dex, +4 class, +3 undercover vest); BAB +5; Grap +7; Atk +7 melee (1d4+2/19–20, unarmed strike); Full Atk +7 melee (1d4+2/19–20, unarmed strike) or +7 ranged (2d6, Glock 17); FS 5 ft. by 5 ft.; Reach 5 ft.; AL La Gente, evil; SV Fort +6, Ref +3, Will +3; AP 0; Rep +1; Str 15, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

**Occupation:** Criminal (bonus class skills: Gamble, Knowledge [streetwise]).

**Skills:** Climb +5, Drive +3, Intimidate +5, Jump +4, Knowledge (current events) +2, Knowledge (streetwise) +4, Profession +2, Read/Write English, Read/Write Spanish, Read/Write Language (any one), Speak English, Speak Spanish, Speak Language (any one), Spot +2, Swim +3.

**Feats:** Armor Proficiency (light), Combat Martial Arts, Improved Combat Martial Arts, Personal Firearms Proficiency, Point Blank Shot, Simple Weapons Proficiency.

**Possessions:** Glock 17 (9mm autoloader with concealed carry holster), 50 rounds of 9mm ammunition, undercover vest, professional walkie-talkie, cell phone, various gear and personal possessions.

## Elario Carcavera

Elario Carcavera is the undisputed leader and mastermind of the Carcavera family and the whole of La Gente. The son of a poor farmer, Elario learned how to read and write at an early age, hoping to better himself and his family. He became an entrepreneur, studying business and English (as well as a few other languages) after discovering that he possessed a quick mind and an insatiable thirst for knowledge.

To put his son through school, Eduardo Carcavera (Elario's father) worked on a cocoa plantation, harvesting plants for a local cocaine lord. He despised the work, but it was the only way to raise the necessary tuition. One night, Elario came home to find his father's bullet-riddled body thrown unceremoniously on the floor of their home. The cocaine lord claimed that the federal police killed old man during a raid. Eventually, Elario learned that the police had killed his



father on the cocaine lord's orders—"payment" for refusing to carry a shipment of drugs to a neighboring village.

Elario quit school to pursue his vengeance. Taking a job in the drug lord's organization, he used his knowledge of business and international trade to work himself into a position of power within the group. Elario helped to grow the operation, making deals with larger cartels and international money laundering operations. In fact, Elario was the only person these new partners had regular dealings with, and business was good. Once trust had been established, Elario told them that his boss was secretly working with corrupt U.S. officials to dismantle the cartels and steal their investments. The cartels believed him, had the cocaine lord brutally murdered, and installed Elario Carcavera as the new head of the organization.

Educated and cultured, Elario presents the image of a businessman and philanthropist. He gives money to the arts and is an accomplished cellist. Beneath this exterior, however, is a cold-blooded killer and ruthless drug czar. He rules his family and La Gente with a firm grip and little tolerance for dissent or incompetence. Anyone who shows a thirst for learning will find Elario nurturing—he provides them with education and avenues for personal growth and expansion. Elario has a large family, including three sons and a daughter who will take over the business once he is gone.

Elario Carcavera is 5 feet 11 inches tall and weighs 190 pounds. He has glossy black hair streaked with gray and dresses in seasonal fashions. Carcavera never goes anywhere without at least four bodyguards (use the enforcer entry listed above). He prefers to travel to different countries in his own personal jet (use the statistics for the Learjet 45 in Chapter Four: Equipment of the *d20 Modern Roleplaying Game*).

**Elario Carcavera (Smart Hero 2/Dedicated Hero 5/Charismatic Hero 8):** CR 15; Medium-size human; HD 2d6+2 plus 5d6+5 plus 8d6+8; hp 68; Mas 13; Init +0; Spd 30 ft.; Defense 21, touch 18, flat-footed 20 (+1 Dex, +7 class, +3 undercover vest); BAB +8; Grap +8; Atk +8 melee (1d3 nonlethal, unarmed strike); Full Atk +8/+3 melee (1d3 nonlethal, unarmed strike) or +10/+5 ranged (2d6, Colt Python); FS 5 ft. by 5 ft.; Reach 5 ft.; AL La Gente, evil; SV Fort +8, Ref +7, Will +12; AP 7; Rep +13; Str 10, Dex 11, Con 13, Int 17, Wis 16, Cha 19.

**Occupation:** Entrepreneur (bonus class skills: Diplomacy, Knowledge [business]).

**Skills:** Bluff +13, Computer Use +8, Concentration +6, Craft (chemical) +8, Craft (pharmaceutical) +8, Diplomacy +24, Gamble +8, Gather Information +16, Intimidate +15, Knowledge (art) +7, Knowledge (business) +20, Knowledge (civics) +10, Knowledge (current events) +10, Knowledge (streetwise) +17, Listen +8, Perform (sing) +7, Profession +21, Read/Write English, Read/Write Mandarin, Read/Write Spanish, Research +10, Search +8, Sense Motive +13, Speak English, Speak Mandarin, Speak Spanish, Spot +10.

**Feats:** Advanced Firearms Proficiency, Armor Proficiency (light), Attentive, Educated (Knowledge [business], Knowledge [streetwise]), Frightful Presence, Iron Will, Lightning Reflexes, Personal Firearms Proficiency, Point Blank Shot, Quick Reload, Renown (×2), Trustworthy, Weapon Focus (Colt Python), Windfall.

**Talents (Smart Hero):** Linguist.

**Talents (Dedicated Hero):** Empathy, faith, skill emphasis (Diplomacy).

**Talents (Charismatic Hero):** Fast-talk, coordinate, inspiration, greater inspiration.

**Possessions:** Colt Python (.357 revolver with concealed carry holster), 50 rounds of .357 caliber ammunition, cell phone, expensive suit, various gear and personal possessions.

## La Gente Cocaine Processing Plant

La Gente has cocaine processing plants scattered throughout South America, primarily in Bolivia, Panama, and Peru. The facilities include a storage area, work shed (where the cocoa plants are rendered down), chemical tanks, and ample security. Each plant has roughly eighty workers, plus twenty or more guards keeping watching for intruders and making sure that the workers do not steal or consume the product.

The processing plant described below should be located in a mountainous region covered in thick forest or jungle (so the trees can hide the location from spy planes). Although a road connects the plant to civilization, almost all travel to the plant is done by helicopter. The nearest village is a three-day hike away.

For a typical plant guard, use the low-level gang member presented in the Ordinary Archetypes section of the *d20 Modern Roleplaying Game* (page 277), but make Spanish their first language (instead of English) and equip each of them with an AK-47, a Beretta 92F, three fragmentation grenades, and a walkie-talkie.

For a typical plant worker, use the following statistics:

**Typical Plant Worker (Strong Ordinary 1):** CR 1/2; Medium-size human; HD 1d8+2 plus 3 (Toughness); hp 9; Mas 14; Init +1; Spd 30 ft.; Defense 12, touch 12, flat-footed 11 (+1 Dex, +1 class); BAB +1; Grap +3; Atk +4 melee (1d6+2 nonlethal, unarmed strike); Full Atk +4 melee (1d6+2 nonlethal, unarmed strike) or +3 melee (1d4+2/19–20, knife); FS 5 ft. by 5 ft.; Reach 5 ft.; AL La Gente; SV Fort +3, Ref +1, Will +1; AP 0; Rep +0; Str 15, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

**Occupation:** Rural (bonus class skills: Handle Animal, Survival).

**Skills:** Craft (chemical) +2, Craft (pharmaceutical) +2, Listen +4, Speak Spanish, Spot +4, Survival +2.

**Feats:** Alertness, Brawl, Toughness.

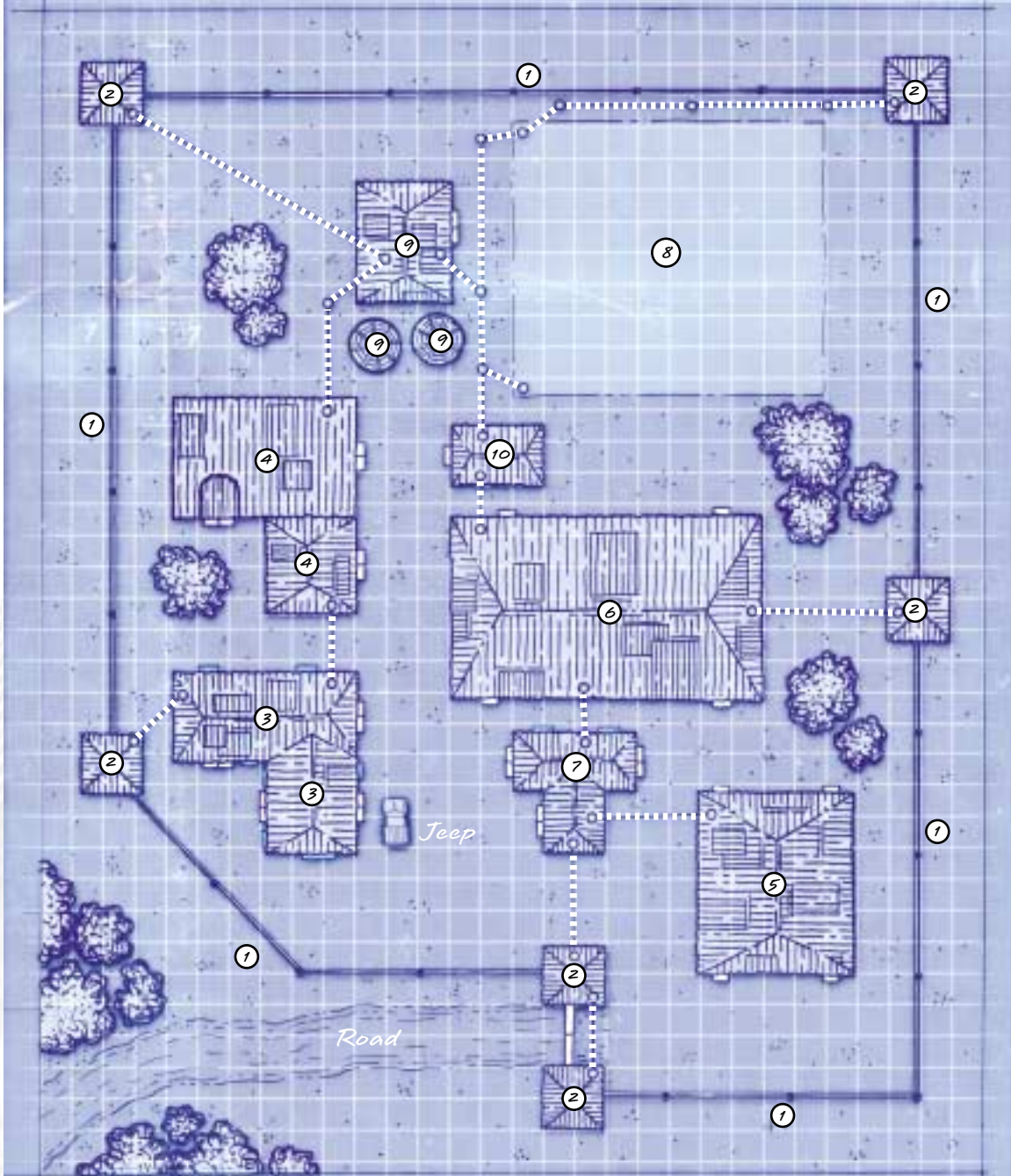
**Possessions:** Knife, tattered clothing.

**1. Perimeter Fence:** An imposing metal fence topped with barbed wire surrounds the compound. Anyone attempting to Climb the fence must make a Climb check (DC 25), taking 1d6 points of damage on a failed check. Each 5-foot section of fence has hardness 1 and 5 hp. Clipping a 5-foot-wide hole in the fence (large enough for a Medium-size creature to pass through) takes 1 minute.

Two guards watch the front gate around the clock. Each guard has a pair of binoculars and a walkie-talkie. At random times during the day, two guards take the Jeep (see area 3) around the inside perimeter of the fence. It takes 10 minutes for the Jeep to make one complete circuit around the






# THE COCAINE PLANT



## KEY

Scale: One Square = 10 Feet

 Double Doors	 Window	 Power Pole
 Single Door	 Power Line	



perimeter if moving at alley speed (see Vehicle Movement and Combat in Chapter Five: Combat of the *d20 Modern Roleplaying Game*).

**2. Guard Towers:** Six guard towers encircle the compound. Each tower resembles a hut on 50-foot-tall wooden support legs. A metal ladder affixed to one leg ascends to the each hut. Two guards stand in each tower at all hours. Tower guards each carry a pair of binoculars and a walkie-talkie, plus two additional clips of ammunition for each firearm.

Each tower comes equipped with a spotlight that can be rotated to shine in nearly any direction and a mounted M60 machine gun with 300 rounds of ammunition.

**3. Guard Barracks:** This large building is in much better condition than many of the other buildings in the compound. It can hold 40 people, sleeping in bunk beds. It contains a small kitchen and dining room, along with a large screen TV, VCR, and stereo. A weapons rack located next to the main entrance holds the following weapons:

- M79 grenade launcher with 10 40mm fragmentation rounds
- 4 AK-47s with 300 rounds of 7.62mm ammunition
- 4 Berreta 92Fs with 200 rounds of 9mm ammunition
- 5 fragmentation grenades
- 5 smoke grenades
- 5 WP grenades
- 5 tear gas grenades

A Jeep Wrangler is usually parked next to the barracks, except when it's being used to patrol the perimeter or accompany workers down the road past the compound. It has a mounted M2HB machine gun with 300 rounds of ammunition and two machetes (used to clear brush).

**Jeep Wrangler:** Crew 1; Passengers 3; Cargo 200 lb.; Init -1; Maneuver -1; Top Speed 176 [18]; Defense 9; Hardness 5; hp 32; Size L; Purchase DC 29; Restriction Lic [+1].

**4. Worker Barracks:** These buildings are poorly lit and poorly ventilated, becoming unbearably hot during the midday sun. Each building contains enough bunk beds to hold 80 workers, along with small chests for personal belongings. One branch of the building contains the mess hall, including kitchen and seating for 25 people. As many as 20 people are asleep, relaxing, or milling about the building at any time; the others are working in the processing plant (area 6).

**5. Product Storage:** This building holds the raw cocoa plants before they are processed. Depending on the time of the year and the most recent delivery, this area could be virtually empty or filled to the rafters with harvested plants. At least two guards patrol the interior. If the compound is attacked, two additional guards will stand watch outside the building.

**6. Processing Plant:** The processing plant is the heart of the operation, where the cocoa plants are rendered down into cocaine. Crews work day and night, watched over by 2d6 guards. The area is filled with tubs, chemicals, and other

equipment required for making the drug. With the exception of knives and machetes used during drug production, the workers are unarmed and do their best to get out of the way and hide if fighting starts.

**7. Main Office:** This building is the headquarters of the operation, where the lieutenant in charge of the plant oversees the workers and makes sure that everything goes smoothly. The office has a small, decently furnished bedroom, kitchen, dining area, and office. A HAM radio sits on a battered desk, along with a satellite phone. The boss keeps a small cache of weapons (three AK-47s, two FN FALs, two Uzis, and five Beretta 92Fs, along with ammunition for each weapon) in a large metal locker with a padlock (DC 25 Disable Device check). The roof of the office bears a solar panel that provides additional power and an antenna for the radio located inside.

The boss is a heartless taskmaster who does not tolerate any dissent among the ranks (use the mid-level gang leader statistics found on page 276 of the *d20 Modern Roleplaying Game*). He spends most of his time either here or in the processing plant (area 6).

**8. Helicopter Pad:** The helicopter pad is little more than a concrete slab and a single blinking light, which is turned on only when a helicopter is expected. Each of the compound's guard towers has a clear line of sight to the helicopter pad, making it an unsafe place for hostile craft to land.

La Gente typically sends a Bell Model 212 helicopter (see Chapter Four: Equipment in the *d20 Modern Roleplaying Game*) to drop off supplies and pick up the latest batch of refined cargo to take back to the main compound. This helicopter has four guards in it and a door-mounted M60 machinegun with 300 rounds of ammunition. If the base is attacked, the helicopter will try to take off as quickly as possible, providing cover from the air.

**9. Fuel Dump and Generator Shed:** A shed beside the helicopter pad has a large generator (hardness 5; hp 30) that provides power for the compound, along with a supply of tools. Two large fuel tanks (hardness 5; hp 20) rest adjacent to the shed; one is filled with regular gasoline for the generator, while the other one contains fuel for the helicopter. Any ballistic or fire attack that does 10 points of damage (beyond hardness) to a fuel tank causes both tanks to explode in a 50-foot-radius fireball, dealing 6d6 points of damage (DC 15 Reflex save for half). Power lines lead from the shed via 15-foot-tall poles to the other buildings in the compound.

A successful Disable Device check (DC 15) can shut down the generator without destroying it.

**10. Supply Shed:** The door to this shed is locked with a simple padlock (DC 20 Disable Device check). The shed contains miscellaneous supplies for the compound, including food, extra water, medical supplies, tools, and the like. A successful Search check (DC 15) reveals a small box hidden among the supplies that contains 5 fragmentation grenades, 5 smoke grenades, and 5 WP grenades.



## NAUTILUS CLUB, THE

Members of the Nautilus Club revere Jules Verne, viewing his body of work as inspiration for creative minds seeking to transform science fiction into fact.

**Agenda:** Expand the horizons of science at any cost.

**Structure:** Private association of wealthy intellectuals.

**Symbol:** A golden silhouette of Jules Verne's nautilus with the initials "JV" in the middle.

**Most Common Allegiance:** The Nautilus Club.

**Requisition Limit:** 40 (licensed).

### Overview

Jules Verne, born in Nantes, France in 1828, studied law but instead became a writer of great fame. Using his knowledge of various sciences and suppositions about what scientists might one day accomplish, Verne wrote adventure stories featuring fantastic machines and spectacular sciences. Among his works are such famous stories as "A Journey to the Center of the Earth," "Twenty Thousand Leagues Under the Sea," and "Around the World in Eighty Days." At the time the stories were written, his ideas were considered fanciful fiction. Along with H.G. Wells, Verne was considered the father of modern science fiction. However, much of what Jules Verne imagined has come to pass, while the inventions of H.G. Wells remain merely fiction.

Many Jules Verne clubs and societies exist, and most are dedicated to scholarly pursuits related to Jules Verne's work. The Nautilus Club formed to fulfill a mission of broader significance. People gain membership in the club by invitation only, and such membership is limited to wealthy intellectuals who already show signs of sharing the club's views. Becoming a member of the club costs 10 million dollars—enough to frighten off even the most ardent social climber—and annual dues are never less than one million dollars.

Once inducted into the club, a member is immediately made aware of the benefits. Being a part of the Nautilus Club gains one entrance to exclusive parties, buys box seats at sold-out events, and guarantees interest-free loans from banks worldwide. Nautilus Club members can make use of their association to get insider-trading knowledge, bypass customs laws, and influence political policies in their favor. Friends of Nautilus Club members might become successful overnight, while rivals and enemies go bankrupt in hours. Money and influence gives the Nautilus Club enormous power. With that power comes responsibility, and that responsibility is to aid the Nautilus Club's true agenda of scientific advancement. The Nautilus Club is devoted to scientific progress at any cost. They see science as the savior of humanity. It can solve all the world's ills and improve the lives and happiness of all people. Jules Verne remains a kind of teacher for this cause, his forward thinking seen as the classic expression of visionary scientific thought. The club's appreciation for Jules Verne is reflected in the club's motto: "With ingenuity and science, there is nothing we cannot accomplish."



With this in mind, the Nautilus Club funds just about every type of scientific research—micro-biology, high-speed data processing, and quantum physics, just to name a few. Its members support any project destined to expand the frontiers of science. Of course, the Nautilus Club funds all research in the role of investor. When the cure for cancer, cold fusion, or human cloning is perfected, the Nautilus Club wants to reap monetary profits.

Currently, most of the Club's money goes toward genetic research. The Nautilus Club sees cloning, gene therapy, genetic alterations, genetically enhanced food, and cures for congenital diseases as the most likely places for the next major breakthrough in our understanding, and the likeliest place for a profitable technological leap.

The Nautilus Club's actions might seem harmlessly self-serving and materialistic, but some of the research it funds is blatantly criminal. No one in the Nautilus Club bats an eye at animal experimentation, but many consider animal experimentation a poor substitute for the real thing—human test subjects. Only the most naïve or uninvolved members of the Nautilus Club are unaware that their money funds scientific research using human subjects. Some are consenting subjects involved in relatively harmless research, but other riskier experiments involve kidnapped subjects or slaves bought on the international black market.

This criminal activity is the main reason why potential members of the Club must be thoroughly screened before an invitation is made. Even then, knowledge of the inhumane research is kept from a member until at least three years after he joins. This provides the Nautilus Club with plenty of time to gather blackmail material, apply peer pressure, and gain a strong financial hold over the new member. Once a member of the Nautilus Club has this knowledge, terminating membership is no longer an option. Any member who tries to tear free of the Club or threatens to go to the authorities meets with an unfortunate end—an "accident" arranged, ironically enough, using money set aside from the member's entrance fee.

### Structure

The Nautilus Club is a semisecret organization. Few people know of it and fewer still know of the large contributions the Club makes to scientific research. Like many modern semisecret societies and fraternities, the Nautilus Club functions as a kind of networking and support group. Members come together to share their passion for a mutual goal, and they can rely on one another for favors and special treatment.

A council of twelve elected members lead the Nautilus Club. Only those who have belonged to the Nautilus Club for at least two years are allowed to vote, and only those who have been members for five or more years can serve on the council. A council member serves for four years, but elections are staggered into groups of three; every year holds an election, and each year three council members rotate out as three new members are voted in. After his

term is through, a council member must wait at least two years before he may sit on the council again. This rapid rotation of elections effectively prevents any single group's views from dominating the council. Someone who wished to fill the council with his cronies would have to constantly campaign for votes or regularly bribe new council members. Of course, some members have tried this tactic, but all have inevitably been discovered and discouraged from pursuing such agendas.

The council sets an annual agenda, paring down the vast array of possible venues for investment to those that most advance science and offer the greatest possibility of profitability. It then chooses the best and presents these options to the rest of the Club. A general vote takes place on New Year's Eve at the Nautilus Club Gala, with absentee votes filtering in during the first two weeks of January. Over the coming year, the council invests the Club's money as the vote decrees. The council members also have the responsibility of tracking the progress of previous investments and collating information for reports to the rest of the Nautilus Club. The investment fund comes from membership dues, new member entry fees, and the profits of the previous year's investments (after members have been paid their dividends and the Nautilus Club's expenses have been covered). The amount of money available for investment often reaches several billion dollars. Although results vary depending on the economic climate, members can expect to earn a 10% annual return on their investment in the Club. For many members, the Nautilus Club is simply one of many investments in their portfolio—it just happens to be an investment that comes with extraordinary fringe benefits.

### Bases of Operation

The Nautilus Club has no main base of operation. Instead, its members host events in their homes or at multi-million dollar convention centers, palaces, museums, and other awe-inspiring sites. At every Club function, time is set aside where members make apologies to their guests and retire to a private room to vote, make announcements, and handle other important club operations.

### Resources

With over one thousand members worldwide, the Nautilus Club has tens of millions of dollars set aside as petty cash, even after investing for the year. Access to this money is limited to the council members, and any withdrawal from the general fund requires the presence and approval of four council members, one from each generation of elections. Of course, members may spend their own money on Nautilus Club projects and events, knowing they can reasonably expect to be reimbursed when the council next makes a withdrawal.

### Involving the Heroes

Heroes are unlikely to become members of the Nautilus Club unless they are incredibly wealthy or a government or rival organization supports their entry into the Club for the purposes of espionage. Heroes could, however, be employed by the Nautilus Club, which often puts

adventurers, scientists, and other highly trained specialists on retainer for a time when one of the members requires the services of a skilled team for a particular task.

PCs working for the Nautilus Club can requisition nearly anything they need, but the Club is unlikely to grant them access to illegal or military equipment unless they have earned its trust through service in past matters. Through its many connections, the Nautilus Club can also get heroes access to restricted sites or events they might not otherwise be able to enter.

### Using the Nautilus Club

The Nautilus Club serves as a ready friend or foe to the heroes in any adventure. Given the broad range of the Nautilus Club's interests, they could provide the money to back a villain's plans or become secret supporters of the heroes' endeavors, providing high-tech gadgets for their investigations. The heroes might be tasked with protecting the Nautilus Club's money or they might be asked to take it. The heroes might also find themselves facing off against the Nautilus Club as they attempt to stop some form of cruel and illegal research it funds. A party of player characters might be hired by the Hoffmann Institute to spy on a Nautilus Club vote, making for dangerous high-class espionage. Particularly unfortunate heroes might find themselves captured to serve as test subjects at a research facility funded by the Nautilus Club.

### Learning About the Nautilus Club

The following charts present the DCs for skill checks to discover information about the Nautilus Club. Use these charts when the heroes first encounter the Nautilus Club or as the basis for creating similar charts for specific adventures. In each case, success at beating a DC grants that DC's information and all the information provided by any lower DC results. GMs might want to award slightly more information than what is provided depending on how much a player's roll exceeded a given DC. At the GM's discretion, other Knowledge skills might be used to reveal the same information.

### Gather Information

Making this check represents what information a character can gain while hobnobbing with wealthy individuals who may have heard of the Nautilus Club. Remember that when the hero gathers information, his questions might find their way to unintended ears, particularly in the relatively small circle of the super wealthy. The Nautilus Club is certain to be curious about anyone who takes an interest in their business.

**DC 20:** The Nautilus Club is extremely secretive. Its members adore the work of Jules Verne and get together at parties to discuss it.

**DC 25:** Every New Year's Eve, the Nautilus Club has a huge party, and only the richest people in the world are invited. Mostly they talk business, make insider deals, and trade favors that make them all richer.

**DC 30:** In addition to loving Jules Verne, one needs to be a multimillionaire just to be invited to join the club, and



joining isn't cheap. Members spend a million dollars each year just to stay in the club.

**DC 35:** The Nautilus Club is really an investors club. They keep things secret so that they can avoid certain tax repercussions. Digging too deeply into that could be dangerous.

### Research

Making this check represents what information a character can gain about the Nautilus Club through research. The difficulty of gaining this information might change depending on what method the hero uses to research and where they are researching. The DCs below represent what a character might find out if looking for general information about the Nautilus Club. For adventure-specific information, the GM should set the DC based on those in this chart.

**DC 10:** There are hundreds of clubs and organizations devoted to Jules Verne.

**DC 15:** The Nautilus Club is not the name of any publicly known Jules Verne club.

**DC 20:** Other clubs associated with promoting Jules Verne are often closely associated with one another. Few of them have ever heard of "The Nautilus Club."

**DC 25:** The Nautilus Club is a group wealthy Jules Verne admirers. They seem to be a multinational group.

**DC 30:** The Nautilus Club has no official registry, but it is associated with certain companies that invest in scientific research.

**DC 35:** Some of the companies that the Nautilus Club invested in have been accused of inhumane treatment of volunteer test subjects.

**DC 40:** After World War II, the United States discovered evidence that the Japanese tested chemical and biological weapons on Chinese captives and their own citizens. In exchange for not revealing this information and trying Japanese leaders for war crimes, the U.S. took the information provided by Japan's research. This arrangement was negotiated between Japanese and American Nautilus Club members.

### Members

Nautilus Club members are incredibly wealthy individuals whose egos are generally as large as their bank accounts. Being part of the Nautilus Club is often something done as a lark, a way to get into good parties and rub elbows with other unimaginably wealthy people. More serious members see the Nautilus Club as nexus for money and business from around the world—power and status are at the fingertips of every Nautilus Club member. Although all

profess the desire for the advancement of science, only a relative few actually have that ideal as their main goal. These people tend to be most interested in becoming council members, and they spend much of their time trying to bring other members around to their points of view so that voting goes their way.

Membership in the Nautilus Club is supposed to be secret. If anyone suspects that the Club exists, members are supposed to lead them to believe it is nothing but a group of Jules Verne enthusiasts. At most, a member might say that it is a group is a sort of high roller's investment club, where members talk about entrepreneurial opportunities. No one will ever reveal what programs the group backs. Club members' dues are funneled through dummy corporations, and completely separate shell organizations distribute the Nautilus Club's funds.

To preserve secrecy and to add an air of mystery to the group, members and those employed for Club business recognize one another through the use of Jules Verne quotations in normal conversation and carrying an item or two that shows something from one of Jules Verne's stories. A tie might have a pattern of tiny hot air balloons, or a pen might have the initials "JV" embossed on it in gold.

Many of the ordinaries listed in Chapter Eight: Friend and Foes of the *d20 Modern Roleplaying Game* make fine Nautilus Club members. The dilettantes and politicians make excellent members, and these members might employ thug or taxi driver ordinaries as bodyguards or chauffeurs.

### Sample Member

The sample Nautilus Club member below is Thaddeus Rule, one of the current council members. Once a Texas oil tycoon, wise investment and well-placed bribes expanded Rule Industries to include offshore oil drilling, diamond mines, engineering firms, and pharmaceutical companies.



Rule's business affairs have grown so large and granted him so much personal wealth that he now has a proxy deal with such mundane matters. Somewhat paranoid and shy, Rule lives almost exclusively on his luxury yacht, the *Hatteras*, although he owns no fewer than eleven mansions in various ports of call. Rule came to the attention of the Nautilus Club because of his keen interest in drug-induced genetic engineering. Now in the last year of his term, Rule fears that his absence on the council will result in a lapse of interest in genetic engineering just when the science is coming close to his goal.

For several years now, Rule has had the Nautilus Club investing in one of his pharmaceutical companies that tests gene-altering serums on subjects who have been kidnapped and brought to a private island. Many of the test subjects die during the process. This fact would not bother the Nautilus Club members, but they might be given pause by the fact that Rule allows some captives to escape into the jungle so that he can indulge in his favorite pastime: hunting and killing human beings.

**Thaddeus Rule (Smart Hero 6/Tough Hero 3/Charismatic Hero 3):** CR 12; Medium-size human; HD 6d6+18 plus 3d10+9 plus 3d6+9; hp 85; Mas 17; Init +1; Spd 30 ft.; Defense 19, touch 16, flat-footed 18 (+1 Dex, +5 class, +3 undercover vest); BAB +6; Grap +7; Atk +7 melee (1d6+1/18–20, sword cane); Full Atk +7/+2 melee (1d6+1 nonlethal, unarmed strike) or +7/+2 (1d6+1/18–20, sword cane) or +7/+2 (2d6, TEC-9); FS 5 ft. by 5 ft.; Reach 5 ft; AL Rule Industries, the Nautilus Club, evil; SV Fort +9, Ref +6, Will +7; AP 6; Rep +5; Str 12, Dex 13, Con 17, Int 20, Wis 14, Cha 16.

**Occupation:** Adventurer (bonus class skills: Drive, Pilot).

**Skills:** Bluff +13, Diplomacy +13, Drive +13, Gather Information +9, Intimidate +16, Knowledge (business) +23, Knowledge (civics) +17, Knowledge (earth and life sciences) +16, Knowledge (popular culture) +12, Knowledge (streetwise) +10, Knowledge (technology) +17, Navigate +14, Pilot +16, Profession +16, Read/Write English, Read/Write Cantonese, Sense Motive +6, Speak English, Speak Cantonese, Spot +12, Swim +6.

**Feats:** Advanced Firearms Proficiency, Archaic Weapon Proficiency, Armor Proficiency (light), Brawl, Educated (Knowledge [business], Knowledge [civics], Knowledge [earth and life sciences], and Knowledge [technology]), Frightful Presence, Heroic Surge, Personal Firearms Proficiency, Simple Weapons Proficiency, Surface Vehicle Operation (ship), Surface Vehicle Operation (powerboat), Vehicle Expert.

**Talents (Smart Hero):** Savant (Knowledge [business]), exploit weakness, plan.

**Talents (Tough Hero):** Damage reduction 1/–, second wind.

**Talents (Charismatic Hero):** Coordinate, inspiration.

**Possessions:** Sword cane, TEC-9 (9mm machine pistol), 64 rounds of 9mm ammunition, undercover vest, cell phone, electro-optical binoculars, compass, various gear and personal possessions.

## The *Hatteras*

The *Hatteras* is a Blohm and Voss 77m Luxury Yacht built for Thaddeus Rule to use as his home on the water. Almost 255 feet long and 45 feet wide at its widest point, the ship exudes opulence. Custom designed, the yacht has its own character but has several standard features. The aft of the main deck features four cranes and enough room to bring two 30-foot-long or smaller ships aboard, while the captain's deck accommodates a helicopter pad. In addition to rooms for crew, the ship features three luxury apartments, four guest cabins, a solarium, dining room, and swimming pool.

Sailing at cruising speed, the *Hatteras* can travel over 6,000 nautical miles, enough for Rule to reach—and return from—international waters. Rule runs the *Hatteras* with a crew of twenty-eight. The crew includes no fewer than four chefs and eight waitstaff/housekeepers. All are ex-military personnel who can defend the ship should necessity require it (use the low- and mid-level thug statistics found on pages 273–274 of the *d20 Modern Roleplaying Game*). All are paid extraordinarily well and are completely loyal, although their loyalty comes as much from fear of Rule as from respect for him. Despite his slight build, Rule cuts an imposing figure, and the crew understands that Rule makes no idle threats.

Beyond the usual options available in a luxury yacht, the *Hatteras* features a prow and hull reinforced for icebreaking, bullet-resistant windows and walls, and a hidden brig. The map presented for the *Hatteras* can be used as the basic map for any large luxury yacht. With some adjustment, the map could be used for a coast guard vessel or the transport ship of a drug cartel.

**Hatteras (255-foot luxury yacht):** Crew 10 (minimum); Passengers 12+; Cargo 50,000 lb.; Init –6; Maneuver –6; Top Speed 45 [4]; Defense 2; Hardness 5; hp 80; Size C; Purchase DC 60; Restriction Lic [+1].

**1. Bridge:** The ship is piloted from this room. In addition to steering and speed controls, it houses radio and navigational equipment as well as sonar and radar screens that reveal objects in and above the water.

**2. Exterior Walkway.**

**3. Captain's Quarters:** The ship's captain resides in this room. In addition to having a larger room, the captain has a small private shower and head.

**4. Crew Quarters:** The crew resides in these rooms, sleeping on bunked beds. Three for four crewmembers live in each room, so personal possessions are kept to a minimum or stored in the cargo hold.

**5. Helicopter Landing Pad:** Rule keeps his Bell Model 212 helicopter on the landing pad, fueled up and ready to go at a moment's notice. When at anchor, Rule often flies to his intended destination rather than taking a skiff to shore.



# THE HATTERAS

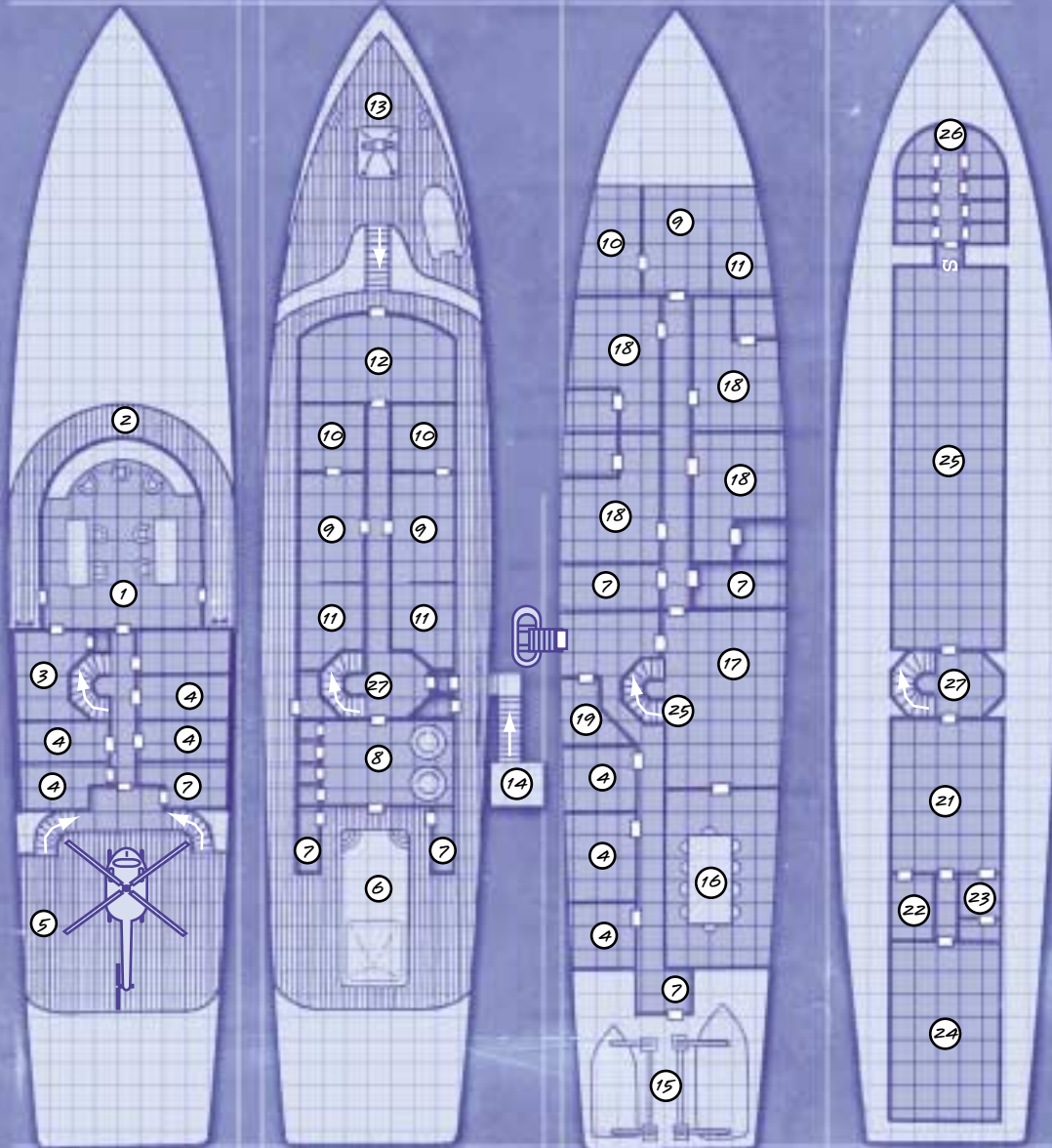
Scale: One Square = 5 Feet

CAPTAIN'S DECK

UPPER DECK

MAIN DECK

LOWER DECK



- 1. Bridge
- 2. Exterior Walkway
- 3. Captain's Quarters
- 4. Crew Quarters
- 5. Helicopter Landing Pad
- 6. Pool Deck
- 7. Storage Closet
- 8. Pool Lounge
- 9. Luxury Apartment
- 10. Luxury Apartment Bathroom

- 11. Luxury Apartment Bedroom
- 12. Sun Salon
- 13. Sun Deck
- 14. Retractable Dock and Gangway
- 15. Aft Deck
- 16. Dining Room
- 17. Lounge
- 18. Guest Cabin with Private Bath
- 19. Changing Room, Showers, and Restroom

- 20. Retractable Diving/Mooring Deck
- 21. Kitchen
- 22. Pantry
- 23. Walk-in Refrigerator and Freezer
- 24. Engine and Utility Room
- 25. Cargo Hold
- 26. Hidden Brig
- 27. Stairs





**6. Pool Deck:** The pool deck is shaded by the helicopter pad but open to the air. It features a 35-foot-long heated pool.

**7. Storage Closet.**

**8. Pool Lounge:** The sunny pool lounge features two hot tubs and four small changing rooms in addition to many comfortable chairs and a small bar.

**9. Luxury Apartment:** Each luxury apartment features a living room area with a television, DVD player, mini-bar, and half-kitchen.

**10. Luxury Apartment Bathroom:** The luxury apartment bathrooms feature whirlpool tubs, saunas, multihead showers, and multiple sinks as well as private toilets.

**11. Luxury Apartment Bedroom:** Luxury bedrooms feature king-sized beds, reading nooks, televisions, and DVD players.

**12. Solarium:** This room has a panoramic view with large sloping windows. In addition to a small bar, several couches, and many plants, it features a shuffleboard court.

**13. Sun Deck:** The sun deck is a great place for fishing, tanning, or watching the sea. Inflatable lifeboats are on hand in the event that the ship should sink, and a significant portion of the deck is taken up by the towing anchors.

**14. Retractable Dock and Gangway:** A large retractable dock and gangway can be lowered from the upper deck to allow smaller ships to dock next to the *Hatteras*.

**15. Aft Deck:** The aft deck holds Rule's two touring boats, a Capri speedboat and Targa cabin cruiser. Four large cranes and winches can lift such small boats out of the water and bring them aboard.

**16. Dining Room:** The table in this large dining room comfortably seats ten people but it can be expanded to seat four more. Large windows in the outside wall allow natural lighting when the shades aren't drawn.

**17. Lounge:** This large room on the main deck serves as a bar for the ship and a second, less informal dining area. It features many soft chairs, small tables, and a big-screen television hooked up to a satellite dish.

**18. Guest Cabin with Private Bath:** Although smaller than the luxury apartments, the guest cabins are nearly as well apportioned. Each features a private bath with shower, tub, sink, and sauna, as well as a bedroom/living room with a breakfast and reading nook.

**19. Changing Room, Showers, and Restroom:** This room provides a public restroom, a shower for the crew, and a place where guests can change after a swim.

**20. Retractable Diving/Mooring Deck:** A door from the main deck allows individuals to access a small retractable deck to which small boats can be moored. Guests can also dive from here to swim in the surrounding waters.

**21. Kitchen:** The ship's kitchen would be fitting for a five-star restaurant and contains everything the ship's four chefs would need to make opulent meals.

**22. Pantry.**

**23. Walk-in Refrigerator and Freezer.** This room-sized refrigerator contains an additional walk-in freezer at the back.

**24. Engine and Utility Room:** This room grants access to the ship's engines, water controls, and electrical controls.

**25. Cargo Hold:** Cargo must be carried down to the hold through the stairway, so much of what lies in this room are ship supplies, personal possessions of the crew, disused furniture, and trinkets Rule has picked up in his travels. This room also serves as the ship's armory. The crew generally keeps weapons locked in trucks in their rooms or on their persons when travelling in international waters, but when in port, the crew's weapons are stored in locked cabinets here (along with a selection of weapons Thaddeus Rule has collected).

**26. Hidden Brig:** Hidden behind a secret door on the cargo hold (DC 30 Search check) lies the *Hatteras* brig. Eight small cells provide Rule with a place to put crewmembers who disobey him or captives he wants to bring to his private island. The walls around the brig are soundproofed and coated in thick steel, making discovery or escape unlikely.

**27. Stairs:** These stairs wind their way through the ship from top to bottom. The landings on the lower and upper deck feature comfortable chairs for reading.

## NEO-SCIENTOLOGISTS

Formed out of a schism within the Church of Scientology, Neo-Scientology is a quasi-religion conceived by a man named William Kwouk to trick humans into surrendering control of Earth to the alien fraal and becoming their willing servants.

**Agenda:** Convert world leaders to Neo-Scientology to advance an agenda of human/alien coexistence.

**Structure:** Religious organization.

**Symbol:** A modernized version of Leonardo da Vinci's "Proportions of a Man."

**Most Common Allegiance(s):** Neo-Scientology, fraal.

**Requisition Limit:** 40.

### Overview

The Church of Neo-Scientology began in 1994, four decades after the founding of the Church of Scientology. One June day, an otherwise ordinary-looking Asian man walked into the Celebrity Center in Hollywood, California, and



explained that he was interested in pursuing Scientology as a way of better understanding his ability to read minds. Understandably skeptical, the Scientologist advisors administered their standard personality test and found that this remarkable young man had scored highly. He further amazed them by demonstrating his psychic talents, announcing the names and social security numbers of the people brought in to see him—before they had even entered the room.

This man's name was William Kwouk, and the Scientologists were so delighted to have him join their church that they failed to detect that he wasn't human. Kwouk was, in fact, a fraal (see the "Fraal" entry in Chapter One). He used psionic techniques to disguise his appearance, imitating a young man whom the grays had abducted a month before. The current Kwouk disposed of the original, took his place, and began carrying out his own agenda.

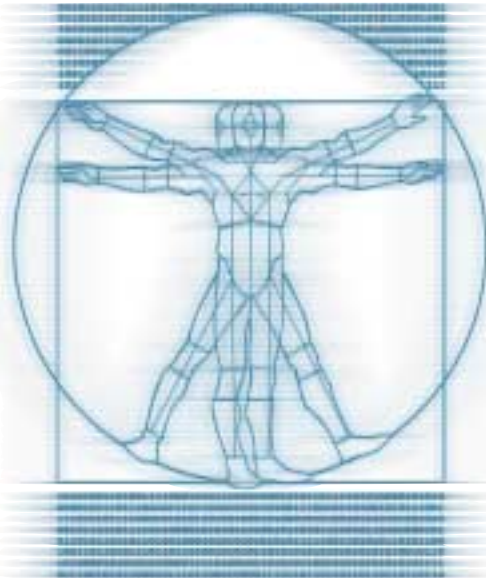
Kwouk felt that his people were wasting their time protecting humankind—that humans were bent on self-destruction, and as such, were really only fit to act as a servitor race to a more advanced culture. Tired of seeing the fraal confined to their city-ships, Kwouk felt that his species deserved the chance to remake the world. If the humans objected, they could be removed. However, doing so would be costly to the fraal, and too many fraal clung to the belief that they should observe and protect, but not interfere with, humanity. Kwouk reasoned that if he could convince the humans to surrender Earth to the fraal, he wouldn't have to convince the fraal to abandon their philosophy of non-involvement, and no fraal would be hurt.

Kwouk knew that religions guided human ideologies—sometimes directly, sometimes not—but most of humankind's religions had been in place for centuries and would not be easy to subvert with tales of alien visitations and guidance. Scientology, on the other hand, was a new religion founded by a science fiction writer and philosopher. L. Ron Hubbard had died in 1986, and Kwouk knew that if he gained the trust of some of the Church's new leaders, he could reveal his true form to them and claim that he had inspired Hubbard to create Scientology.

Kwouk, with his apparently flawless telepathic ability, was an instant celebrity among the Scientologists, and he advanced quickly through their ranks—but not quickly enough for his tastes. In early 2002, Kwouk decided that the rules and regulations of the Church of Scientology were holding him back. Conversion would take too long. He gathered his closest associates from the Church and told them that he wanted to work to change the direction of Scientology. Some supported his plan and some didn't, leading to Scientology's first major schism.

Kwouk and his followers were forced to leave the Church of Scientology, but they managed to create a great deal of confusion in the process by publicly proclaiming that Hubbard's vision had become corrupted since his death, and that the current leadership was doing more harm than good. The Scientologists sued, but the damage was done; many from the Church left to follow Kwouk's "pure" way.

Now, William Kwouk is the Director of the Church of Neo-Scientology and spends his time writing "religious" texts, alternately denouncing Scientology as a "crackpot religion" and expounding upon his theory that enlightened alien beings are quietly observing Earth and waiting for mankind to reach a similar state of enlightenment. He is involved in a tense legal battle with the Scientologists but is confident that he can drag out the proceedings for years, if need be. With his telepathic abilities, he has the advantage of always knowing what the Scientologists' lawyers are going to say next.



age of always knowing what the Scientologists' lawyers are going to say next.

### Structure

The 300,000 current Neo-Scientologists are divided into two orders, called Signs and Voices. Voices are the recruitment arm, bringing new members into the religion (including a large number of people who have left the Church of Scientology for whatever reason). Signs are the training arm, working with Director Kwouk to develop their own latent psychic abilities.

### Bases of Operation

The Neo-Scientologists have three churches at present, with two more under construction in Brazil and France. The world headquarters is located in Montreal, Canada, and the two satellite churches are in San Francisco, California, and Salisbury, England. Despite being labeled churches, though, these buildings are constructed more like universities, with large, open campuses and numerous lecture halls.

### Resources

The Church of Neo-Scientology has as much access to resources as any private university but also benefits from the availability of various alien artifacts collected over the years by Dr. Kwouk. The existence of these items is a closely guarded secret shared only by Kwouk and his circle of star pupils. Kwouk has secured a number of patents for designs based on these items, the residual payments from which enable him to finance most of the Church of Neo-Scientology's operating costs. Additionally, donations from members bring in sufficient annual revenue that the Church can afford to expand at a constant rate.

## Involving the Heroes

The heroes can meet the Neo-Scientologists in any number of ways, from visiting a Neo-Scientologist church to being approached by a “Voice” on the street. (Voices approach potential members and ask them to take a 5-minute personality test as a kind of survey.)

If the heroes are interested in UFO sightings, they have an even greater chance of happening across the Neo-Scientologists. Director Kwouk has instructed a segment of the Neo-Scientologist “Signs” to collect as much data as possible on such sightings, ostensibly as an exercise in using their abilities. Kwouk is actually hoping that his fellow fraal will abduct a few of his more talented telepaths; the humans can become even more comfortable with the idea that aliens exist, while the fraal can see that at least some humans embrace the idea of co-existing with aliens.

The heroes will most likely perceive the Neo-Scientologists as a dangerous cult and actively oppose them. The GM may purposefully foster this perspective if the campaign model allows the heroes access to psionic classes (see the AGENTS OF PSI campaign model in Chapter Nine: Campaign Models of the *d20 Modern Roleplaying Game*). The Neo-Scientologists will be particularly interested in recruiting individuals with the Wild Talent feat, whether they want to be recruited or not.

## Using the Neo-Scientologists

The GM should introduce the Neo-Scientologists gradually, almost as a bit of background flavor. The heroes might first become aware of the ongoing court case between the Scientologists and their splinter group, then see Neo-Scientologist “Voices” offering free personality tests in public places, such as shopping malls and airports. In time, the heroes could begin seeing construction of a Neo-Scientologist church in their area. Eventually the heroes should be intrigued enough—or concerned enough—to want to find out more about the Neo-Scientologists, which could ultimately lead to a meeting with the local director.

The director of any given Neo-Scientologist church is almost certainly one of William Kwouk’s handpicked Signs—and therefore aware of Kwouk’s true nature, if not his true goal. This person should have no more than two levels of the Telepath advanced class, but even that allows for the *detect psionics* and *lesser mindlink* psionic powers, which the director puts to good use testing the abilities and motives of any outsider who walks into his or her office. The Neo-Scientologists are not interested in physical confrontation, but they do like to know who is investigating them and why. If a church director encounters anyone clearly bent on opposing the Church of Neo-Scientology, the director informs William Kwouk, who is more than willing to use his powers to cause problems for his detractors.

## Learning About the Neo-Scientologists

Investigating the Neo-Scientologists is difficult, because to anyone who is not well versed in New Age Religions, they appear to be indistinguishable from the Church of

Scientology. The heroes can use the Gather Information, Knowledge (current events), Knowledge (philosophy and theology), or Research skills to gather data. In each case, success at beating a DC grants that DC’s information and all the information provided by any lower DC results. GMs might want to award slightly more information than what is provided depending on how much a player’s roll exceeded a given DC. At the GM’s discretion, other Knowledge skills might be used to reveal the same information.

## Gather Information

Gather Information works with any average member of the Church of Neo-Scientology, or those who have had contact with them. Unfortunately, the people who know the real answers—the directors and William Kwouk—don’t share information quite so easily, so Gather Information can only tell the heroes so much.

**DC 1:** The Neo-Scientologists are a splinter faction of the Church of Scientology; the two groups apparently don’t like each other much.

**DC 5:** Neo-Scientology is technically a religion, but nobody really knows the tenets of the faith.

**DC 10:** The Neo-Scientologists split off from the Church of Scientology because the “Neologists” felt that the Scientologists had lost their faith and were only interested in maintaining the status quo.

**DC 15:** Neo-Scientologists don’t believe in violence, but their churches are patrolled by armed private security—presumably because Scientologists keep trying to sabotage them or something.

**DC 20:** Neo-Scientologists are particularly interested in UFO sightings and will interview anyone who claims to have been abducted by aliens.

**DC 30:** The Neo-Scientologists believe that aliens are an enlightened species observing Earth until such time as humankind is ready to join them in the stars.

## Knowledge (Current Events)

A Knowledge (current events) check against the Church of Neo-Scientology represents what a hero knows about media coverage of the group. Again, the Neo-Scientologists don’t advertise their true philosophy much, so the news services only know what the Neo-Scientologists want them to know.

**DC 1:** The Church of Neo-Scientology split off from the Church of Scientology, and now there’s a legal battle going on between them.

**DC 5:** The crux of the legal battle is over the name; the Scientologists don’t want to be associated with the “misguided goals of the Neologists.” The Church of Scientology doesn’t particularly mind that some of their members have split off to form a new group.

**DC 10:** The Neo-Scientologists are headquartered in Montreal and have built or are building church-campuses in San Francisco, England, France, and Brazil.

**DC 15:** The worldwide Director of the Church of Neo-Scientology is William Kwouk, a naturalized U.S. citizen originally from South Korea. He was a Scientologist from 1994 to 2001, when he departed to form his own group.



**DC 20:** Kwouk was an up-and-comer in the Church of Scientology, rising to the position of prominence and gaining a large following inside the Church in just a few short years.

**DC 25:** When Kwouk left the Church of Scientology, most of his adherents followed him immediately, and most of the rest followed within the next year.

### Knowledge (Philosophy and Theology)

A Knowledge (philosophy and theology) check can provide a character with an understanding of the tenets of the Neo-Scientology faith.

**DC 5:** The Neo-Scientists believe that human beings should progress spiritually just as quickly as they progress physically and technologically. The rapid growth of technology and population, though, has brought with it too many distractions, and the human spirit is faltering.

**DC 10:** Like the Scientists, Neo-Scientists believe that a human's personality determines how well that person copes with life. Improve the personality, and you improve that human's ability to deal with life.

**DC 15:** Like the Scientists, Neo-Scientists believe that humans have an "analytical" and a "reactive" mind. Too much of what happens to humans—pain, fear, anger—causes a response in the reactive mind. Were the analytical mind allowed to react, a human could deal with such things rationally and therefore effectively.

**DC 20:** Scientists and Neo-Scientists both strive for a state of "Clear," in which the individual sheds his reactive mind. However, Neo-Scientists believe that being a Clear is just a step to another state of mind: "Aware."

**DC 25:** "Awares" are able to tap into humankind's collective subconscious—the platform upon which the analytical and reactive mind stand—to accomplish even greater things. Theoretically, an Aware would be able to read minds, move objects telekinetically, and see the future—though, of course, no one, not even Director Kwouk, has reached that stage yet.

### Research

Research checks represent what the hero can find out by checking out various media services, including the Neo-Scientology web page. This check provides information about the Church of Neo-Scientology's history and progress.

**DC 1:** The Church of Scientology so strongly disagrees with the research being done by the Church of Neo-Scientology that they are pressing a legal battle to ensure that there can be no confusion between them.

**DC 5:** The Neo-Scientists are headquartered in Montreal and have built church-campuses in San Francisco and England, with new church-campuses being constructed in France and Brazil. Each of these, except the one in England, is located in the same city as a Scientology church; the English one is in Salisbury, about 20 kilometers from Stonehenge.

**DC 10:** The worldwide Director of the Church of Neo-Scientology is William Kwouk, a naturalized U.S. citizen originally from South Korea. He was a Scientist from 1994 to 2001, when he departed to form his own group. Kwouk was highly regarded by the Scientists until he parted ways with them.

**DC 15:** Kwouk learned the tenets of Scientology quickly and was considered some kind of savant. Excerpts from Scientist conventions mention his name several times, with the implied understanding that Kwouk would someday be leading the Church of Scientology.

**DC 20:** Excerpts from interviews with Kwouk himself show him as a very humble, but driven, man with a quick sense of humor and an ability to immediately grasp any concept put before him.

**DC 25:** Early in his time with the Scientists, Kwouk claimed that he could read minds and apparently was quite adept at guessing hidden information. The Scientists, though, convinced him that this was a delusion—a rationalization of his keen empathy and intuition.

**DC 30:** One of Kwouk's first acts as Director of the Church of Neo-Scientology was to include Zener cards in the standard personality test. (Zener cards are cards bearing one of five symbols—star, square, cross, circle, and wavy lines—used to test for ESP ability.)

### Members

Neo-Scientists can be anyone. What marks them as different is that they have an allegiance to Neo-Scientology and have foregone any allegiance to evil or chaos—or are trying to. The truly unusual members of the church are the Signs: the people who have eerily accurate intuition and have undergone training with William Kwouk himself.

### Neo-Scientologist Sign (Charismatic Hero 3/Telepath 3)

CR 6; Medium-size human; HD 3d6 plus 3d6; hp 21; Mas 10; Init +1; Spd 30 ft.; Defense 13, touch 13, flat-footed 12 (+1 Dex, +2 class); BAB +2; Grap +1; Atk +1 melee (1d3–1 nonlethal, unarmed strike); Full Atk +1 melee (1d3–1 nonlethal, unarmed strike) or +3 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ *psionics*, trigger power (*charm person*); AL Neo-Scientology; SV Fort +3, Ref +4, Will +8; AP 3; Rep +3; Str 9, Dex 12, Con 10, Int 13, Wis 14, Cha 15.

**Occupation:** Academic (bonus class skills: Gather Information, Knowledge [behavioral sciences], Knowledge [theology and philosophy]).

**Skills:** Autohypnosis +6, Bluff +8, Diplomacy +13, Gather Information +11, Knowledge (arcane lore) +5, Knowledge (behavioral sciences) +10, Knowledge (business) +7, Knowledge (current events) +4, Knowledge (popular culture) +5, Knowledge (theology and philosophy) +10, Profession +4, Psicraft +5, Read/Write English, Read/Write Language (any one), Sense Motive +11, Speak English, Speak Fraal, Speak Language (any one).

**Feats:** Attentive, Educated (Knowledge [arcane lore], Knowledge [behavioral sciences], Knowledge [business], and Knowledge [theology and philosophy]), Iron Will, Simple Weapons Proficiency, Trustworthy, Wild Talent (*far hand*).

**Talents (Charismatic Hero):** Charm, coordinate.

**Telepath Powers Known (3/3):** 0—*detect psionics*, *far hand*, *missive* (DC 12); 1st—*charm person* (DC 13), *control object*, *lesser mindlink*.

**Possessions:** Business suit, cell phone, notebook computer, various gear and personal possessions.

## NOVA RECORDS

Star quality, razzle-dazzle, a twinkle in the eye, that special something. Whatever you call it, that's what Nova Records recording artists have and what the rest of the recording industry seems to lack. Whether it's pop, rap, punk, rock, country, classical, jazz, or blues, Nova Records always seems to have someone at the top and the next big thing waiting in the wings. Nova Records finds singers, songwriters, composers, mixers, and producers with charisma. They put a pretty face on every aspect of the recording industry, and every sensation Nova puts in the spotlight looks, walks, and talks like a movie star.

Nova Records represents a shining example of an aggressive and ambitious music recording corporation that turns talented artists into megawatt superstars—despite the tumultuous relationship of its two co-owners.

**Agenda:** Make enormous sums of money by promoting artists, producing music, and selling records.

**Structure:** Corporation.

**Symbol:** The word “Nova” with a starburst replacing the “o.”

**Most Common Allegiance:** Nova Records, music artists.

**Requisition Limit:** 35 (licensed).

### Overview

Nova Records was no overnight sensation. Like many recording studios, it started out small. Nova Records had its infancy as B&C Recording in Marengo, Illinois. Two brothers, Burt and Chad Becksworth, created a small recording studio in a tool shed on their parents' farm and made a record of their sister Celia's fine gospel singing. The Becksworth family had a long tradition in music, and Burt and Chad's father had been a highly acclaimed jazz musician before an accident severed half the fingers on his left hand. With a little effort and their father's music connections, they managed to put a demo tape in the hands of several record companies. In no time, their sister was signed and sent off to a real recording studio. In a few months, Celia could be heard singing catchy pop songs on radio stations from coast to coast, and TV shows were touting her as “one of the preeminent voices of our time.” Living the life of a pop star, she swiftly forgot about her brothers and their struggling recording studio and, for their part, her brothers did the same.

Ironically and tragically, Celia was also the force that pulled the family back together a few years later when she perished in an airplane crash. As many media pundits would soon point out, like James Dean she might well have been lucky in that she died at the height of her popularity. Before the crash, her career had been flat and record sales were quickly trending down; there had even been talk of the label releasing Celia from her contract. However, the record company wasted no time capitalizing on her death. It released special collections, tribute albums, remixes, and albums of previously unreleased tracks. Some of the unreleased songs even seemed to have prophetic lyrics about the time and manner of her death, and Chad and Burt's sister suddenly became the center of a pop-culture phenomenon. Although her music eventually faded from popularity, the record

company earned tens of millions of dollars in the wake of Celia's death.

Chad and Burt drew many lessons from the experience, but the most valuable was the secret behind their sister's success—marketing. Celia had a nice singing voice and a decent stage presence, but the record company transformed her into a star in fewer than twelve months, then elevated her into a superstar at a point where she was completely incapable of doing promotion or performing concerts. People all over the world had been tricked into thinking that Celia Becksworth stood side by side with the likes of Elvis Presley and the Beatles. This proved to Burt and Chad that you really can manufacture a star.

With this new vision, Chad and Burt took their share of Celia's success and set out to make a name for their company and one of the local country bands they recorded. They changed their company's name to Nova Records, a reference to the explosive entrance they planned to make on the popular music scene. That explosion took a couple of years to manufacture, but eventually a rap star called Jazzy Z succeeded in bringing international attention to Nova Records.

From the beginning, Burt and Chad treated Jazzy Z as though he was a superstar. They hired bodyguards to escort him to all public appearances, arranged for police barricades to be put in place before he would leave his limousine, and made sure that he traveled first class all the way. Of course, they also paid local actors to play the part of screaming fans at his public appearances, bribed on-air radio personalities to work Jazzy Z's material into the rotation, and bombarded national magazines (especially the tabloids) with “scoops” about the singer's whereabouts and activities. Although Jazzy Z eventually changed his name and signed with another studio, his success gave Nova Records a foothold in the industry and a reputation as a company that took care of its artists.

The tactics that catapulted Jazzy Z to stardom are still in use at the company today. Nova Records is not unique in manufacturing fame for its artists, but it stands out because of its ability to create so many stars in different parts of the company. Nova Records spends millions of dollars promoting its artists, but it spends just as much to promote its producers, sound mixers, songwriters, talent spotters, and the company itself. This barrage of propaganda must be modified to suit the tastes of different audiences, but Burt and Chad seem capable of handling multiple demographics. Nova Records has multimillion-dollar deals that guarantee its music will be heard in commercials, movie soundtracks, and awards ceremonies. It even has its own network of radio stations that play nothing but Nova Records hits. The company is a colossal success.

Nova Record's reputation is pointed to as a triumph of advertising and spin doctoring. Politicians study its marketing strategy. Corporations from every industry pay exorbitant fees to have Nova Records executives run seminars and workshops for their marketing and PR departments. Most employees want to stay with the company, but those who don't find that having Nova Records on their resumes makes them highly sought after and practically guarantees a rise in base salary.



The only dark spot on Nova Records' reputation is the growing division between its two founders, Burt and Chad Becksworth. Since the beginning, the two have had a famously tumultuous working relationship. However, their fraternal love and shared vision has always pulled them together in a crisis. In recent months, though, their relationship has soured. Fortunately the company has grown large enough to handle the slings and arrows, because Burt and Chad are focusing all their time and energy trying to cut one another out of various deals. The source of this argument seems to be an aborted deal to buy Columbia Records. Since that fell through, neither brother has attended any meeting or business function at which the other is scheduled to appear.

The brothers have become regulars on the covers of supermarket tabloids. One headline proclaimed that Burt's now-deceased second wife had a *ménage à trois* with both Chad and Chad's wife. Another claimed to have shocking photos of a private Tahitian vacation Burt took with Chad's stepdaughter. At first this feud was just embarrassing, but someone from Nova Records recently leaked copies of furious letters, emails, and memos Chad and Burt have issued. The documents show that their anger at one another is causing them to pursue business deals and investments that could very well threaten the stability of their multi-billion dollar company.

The brothers' feud has Nova Records' stock at its lowest price in a decade. Although the company continues to profit as a whole, the loss of consumer confidence has led to layoffs and a scaling back of the luxurious treatment afforded to many recording stars. Rumors abound that the end is near for the company. The truth, however, is that there's no feud at all between Chad and Burt—the whole thing is a put on.

The Columbia Records purchase fell through for completely unrelated reasons, but Burt and Chad realized that their company's stock would feel a pinch based on speculations that the cause might be some weakness in Nova Records' corporate structure. Rather than giving it the usual PR spin, they hit upon a strange plan. By appearing to fight with each other, and drawing the media into it, they could further drive the price of their stock down. This, in turn, would give them an excuse to purge some bureaucratic baggage the company had accumulated during the economic boom years. They could curb the expenses lavished on their stars, which had grown to the point where they threatened profitability.

When stock prices get low enough, Burt and Chad will begin their "stock fight," with each buying back as much stock as they can to seize control of the company and "kick my no good brother out once and for all." When they manage to purchase a combined 75% of the company, they'll publicly make up (probably having one brother save the other brother's life with a bogus organ donation), throw a huge party, and roll out a PR blitz like nothing ever seen before it. Both will own larger portions of the company, and the market will suddenly realize how undervalued the

newly streamlined Nova Records is, making their investments even more valuable.

In the meanwhile, Nova Records enjoys the media spotlight as its feuding brothers put on the show of their lives. Chad and Burt just need to protect their little secret until the time is right.

### Structure

Nova Records has a standard corporate structure. At the moment, Chad and Burt are fairly well relegated to the status of figureheads, despite the need for their signatures on all major deals. They lost much of their authority as they sold or granted stock to various executives over the years. However, if their current plans come to fruition, they will soon regain control over Nova Records.

### Bases of Operation

Nova Record's main office is in Manhattan, but it has a large branch in Hollywood and owns many smaller recording studios all over the U.S. and the world. Its UK branch has offices in London, and Nova Records even has a French division in Paris. The Manhattan headquarters consists mostly of offices and cubicles, but the areas that are open to the public seem more like a theme park or museum. The Nova Records headquarters has become a tourist attraction where visitors can catch glimpses of a music sensation or movie star entering or leaving one of the buildings. Usually these are look-alikes that the company hires to make dozens of entrances and exits per day, just to excite the fans.

Nova Record's recording studios are eclectic. Some are sleek and high-tech, while others are homey and rustic. They are located in places as varied as an old church, an ancient cave, and the penthouse of a high-rise building.

### Resources

Nova Records has millions of dollars of "play money" at its disposal. The Becksworth brothers use this money to take over successful small competitors, buy property, and pay for huge promotional shows and advertising. When a performer gains the national or international spotlight, Nova Records can afford to spend buckets of cash on PR and marketing to fan public interest.

### Involving the Heroes

Nova Records can easily be integrated into the background of a Charismatic hero. The hero might be an aspiring music star already under Nova Records' wings or under a different label and hoping to be noticed by Nova Records' talent scouts. Other heroes might also work for Nova Records in any number of capacities. Strong or Tough heroes might be roadies, bodyguards, or drivers. Fast heroes might be dancers, choreographers, or personal trainers for the recording stars. Smart or Dedicated heroes might be managers, engineers, or promoters.

Heroes who are employees of Nova Records can requisition all manner of recording and music equipment.



Limousines, luxury jets, and other vehicles aren't out of the question. Nova Records will furnish guns and body armor for the protection of important company members. In the past, Nova Records often acquired illegal goods and services for stars, but now it is more careful and does so only rarely.

## Using Nova Records

Nova Records provides the GM with a sponsor for everything from parties at mansion to concerts in nightclubs, from glitzy press conferences to vandals spraypainting graffiti as part of guerilla marketing campaigns. Nova Records can provide representation for slick celebrity villains and give the GM an excuse to design adventures that feature exotic, opulent locales and ostentatious arrangements. It also fits into gritty, streetlevel adventures about characters who are trying to claw their way out of poverty using their musical talents—being signed by Nova Records guarantees a better standard of living. The heroes might investigate the mysterious death of a media star and become suspicious of a company that manages to make more money after the star's death than he had made in the past five years of his career.

Alternatively, Nova Records can be the centerpiece of adventures filled with corporate intrigue. Chad and Burt are in a tenuous situation. Their staged fight and plans to buy back control of the company practically define stock manipulation and insider trading. They would do just about anything to prevent word from leaking out, and they have many employees who would do absolutely anything to win their favor. Corruption, greed, and hype lie beneath Nova Records' shiny surface, but somehow the company always seems to find the right way to spin it.

## Learning About Nova Records

The heroes can learn about Nova Records in a number of ways. The following charts present some information and the DCs for skill checks to discover that information. In each case, success at beating a DC grants that DC's information and all the information provided by any lower DC results. GMs might want to award slightly more information than what is provided depending on how much a player's roll exceeded a given DC. At the GM's discretion, other Knowledge skills might be used to reveal the same information.

### Gather Information

Making this check represents what information a character can gain by questioning others. The difficulty of gaining this information will change depending on what group of people the hero is canvassing. If the hero is asking random people, use the chart below. If the character is schmoozing with music industry professionals, give the Gather Information check a +5 circumstance bonus.

**DC 1:** Nova Records is a recording company that many big stars of pop music work with.

**DC 5:** Nova Records handles stars from many genres of music. It's two founders, Chad and Burt Becksworth, are having some kind of family squabble.

**DC 10:** Chad and Burt are involved in a bitter public dispute. Their incessant backstabbing and badmouthing has

made the tabloids, and their crazed antics have led to all kinds of mismanagement by their subordinates. You'd think they'd know better. It's a real scandal.

**DC 15:** Chad and Burt have led roller-coaster lives ever since they first appeared on the music scene. According to the tabloids, the brothers are at each other's throats because the company is floundering—not surprising given that each brother has the other's name tattooed on one butt cheek!

**DC 20:** Things at Nova Records are certainly chaotic, but most of the staff seems willing to hang in there and see how things pan out. This scandal might be just the wake-up call that the company needs to get back on track.

**DC 25:** It's clear that shareholders are worried, and it looks like the Nova Records' stock is going to drop sharply if things don't improve. Although stock prices are falling and shareholders are abandoning the company, most employees are waiting out the storm because they know their jobs are worth fighting for.

**DC 30:** The fight between Chad and Burt could end tomorrow for all anyone knows ... assuming the brothers stop throwing gasoline on the fire! If Chad and Burt can't work things out, Nova Records might go supernova. Many of the company's more established artists have either left already or are anxiously trying to cut deals with new labels.

### Knowledge (Art or Popular Culture)

Making this check represents the knowledge a character might have about Nova Records and its stars through knowledge of the music world. This check rarely results in a hero gaining privileged knowledge about Nova Records.

**DC 1:** Nova Records is a recording company that many of the big stars of pop music work with.

**DC 5:** Nova Records handles stars from many genres of music. It's two founders, Chad and Burt Becksworth, are having some kind of family squabble.

**DC 10:** Professionals like Nova Records because of the first class treatment they get. Many recording stars aspire to be signed by the label. Chad and Burt are arguing because of money and personal differences, and it's bringing the whole company down. Several big names have recently left or are planning to leave Nova Records.

**DC 15:** Nova Records is choosy when hiring people and signing artists. Talent, skill, and charisma aren't enough. You have to show potential for growth in many different fields. Chad and Burt founded the company after their sister, Celia, died in a plane crash and left them a lot of money.

**DC 20:** A failed buy-out attempt of Columbia Records seems to have brought a lot of longtime trouble between Chad and Burt to the fore. They're digging up a lot of family history in their fight with each other. Morale with Nova Records management is low. No fight between the brothers has ever lasted this long before.

**DC 25:** The music stars that left Nova Records are mainly the ones the company has had problems with in the past. Nova Records has covered up their drug use, encounters with the law, and other public relations nightmares. Regardless of what happens to the company, it's better off now that those people have become someone else's problem.



**DC 30:** Despite its current troubles, Nova Records is still the best company to work for. Although stock prices are falling and shareholders are abandoning the company, most employees are waiting out the storm because they know their jobs are worth fighting for.

**DC 35:** The hero knows the name of every major recording artist that currently works for Nova Records. Song lyrics for hundreds of songs are at the hero's fingertips, as are the names of studio musicians, producers, recording engineers, and even the particular studio used to produce each album.

**DC 40:** Although stock prices are down, the hero believes that Nova Records seems stronger than ever, and the hero can cite changes in management and policy that point to that conclusion.

### Research

Making this check represents what information a character can gain about Nova Records through newspapers, industry and business magazines, and the Internet. The information here is quite general. The GM can seed the chart with information based on the specific adventure or campaign.

**DC 1:** Burt and Chad Becksworth founded Nova Records with money they received from another recording company their sister, Celia, worked for.

**DC 5:** The hero discovers the general history of Nova Records and its major artists.

**DC 10:** The hero learns the public information about Chad and Burt's current feud.

**DC 15:** The hero discovers detailed information about the company, such as how many employees it has, where its various offices and recording studios are located, who manufactures its goods, and so on.

**DC 25:** In the past couple years, Nova Records has been burdened with a ballooning bureaucracy, investigations of embezzlement, and lawsuits brought on by inept management. The business community predicted the current stock price drop long before the Becksworth brothers began their feud.

**DC 30:** Burt and Chad are buying back portions of the company in roughly equal amounts. Both have missed opportunities to out-buy the other.

### Other Knowledge Checks

Because Nova Records is so intensely promoted, information about its trials and tribulations is more widely available than it would be for most companies. At the GM's discretion, other skills can be substituted for those listed above. For example, a Knowledge (business) check could provide the same information as a Research check, or a Knowledge (current events) skill might serve in place of a Gather Information check. When using an alternative skill check, add +5 to the DCs listed on the appropriate chart.

### Members

Nova Records employs thousands of people, and despite its reputation, not all of them are stars. Most are ordinary people working day-to-day jobs. However, Nova Records

does highlight many parts of the industry, and it pays its employees well.

Many of the ordinaries presented in Chapter Eight: Friends and Foes of the *d20 Modern Roleplaying Game* make good Nova Records employees. Bodyguards, mechanics, and dilettantes are particularly prevalent.

### Sample Member

The sample Nova Records character below could be any kind of star working for Nova Records. By simply switching the performance types listed below, any music medium could be represented. This character could be a villain, an NPC in need of bodyguards, or an influential ally. With such strong bluffing and disguise skills, this character could also be a spy.

### Mid-Level Media Star (Charismatic Hero 3/Personality

**5):** CR 8; Medium-size human; HD 3d6 plus 5d6; hp 28; Mas 11; Init +3; Spd 30 ft.; Defense 16, touch 16, flat-footed 13 (+3 Dex, +3 class); BAB +3; Grap +3; Atk +3 melee (1d3 nonlethal, unarmed strike); Full Atk +3 melee (1d3 nonlethal, unarmed strike) or +6 ranged (2d6, SITES M9); FS 5 ft. by 5 ft.;





Reach 5 ft; SQ bonus class skill (Sense Motive), royalty, unlimited access, winning smile; AL Nova Records; SV Fort +5, Ref +8, Will +4; AP 4; Rep +9; Str 10, Dex 16, Con 11, Int 14, Wis 14, Cha 20.

**Occupation:** Celebrity (bonus class skill: Bluff).

**Skills:** Bluff +19, Diplomacy +15, Disguise +13, Drive +6, Gather Information +12, Knowledge (art) +9, Knowledge (popular culture) +9, Perform (keyboards) +15, Perform (sing) +15, Profession +9, Read/Write English, Sense Motive +10, Speak English, Tumble +7.

**Feats:** Creative (Perform [keyboards] and Perform [sing]), Deceptive, Dodge, Personal Firearms Proficiency, Renown, Simple Weapons Proficiency, Trustworthy.

**Talents (Charismatic Hero):** Charm (males), fast-talk.

**Possessions:** SITES M9 (9mm autoloader), 16 rounds of 9mm ammunition, cell phone, various gear and personal possessions.

## Recording Studio

This small room has the simple layout common to many recording studios. The studio could be part of a larger

building or located among storefronts in an urban area. Alternatively, the elements of this recording studio could be rearranged to fit into a converted church or house. Nova Records owns many recording studios but also buys time in privately owned recording studios. Each recording studio has its own character, and Nova Records executives know that a good recording studio relies as much upon its character as the quality of sound it can record.

**1. Reception Area:** A counter separates this room into equal halves. On one side is a small waiting area where a comfortable couch provides a place for potential clients to wait and an informal setting for discussions about buying studio time. Behind the counter, a receptionist takes calls, tracks booked time, and monitors who enters and exits the studio and office areas.

**2. Office:** This somewhat messy room contains three desks and computers, several filing cabinets, and a few too many comfortable chairs. Here the studio manager, owner, and director take care of business matters.

**3. Lounge:** This comfortable room is filled with couches and chairs. A small table in the center provides a place for food to rest. A pinball machine, a television, and a video game-box provide amusement for artists resting between sets.

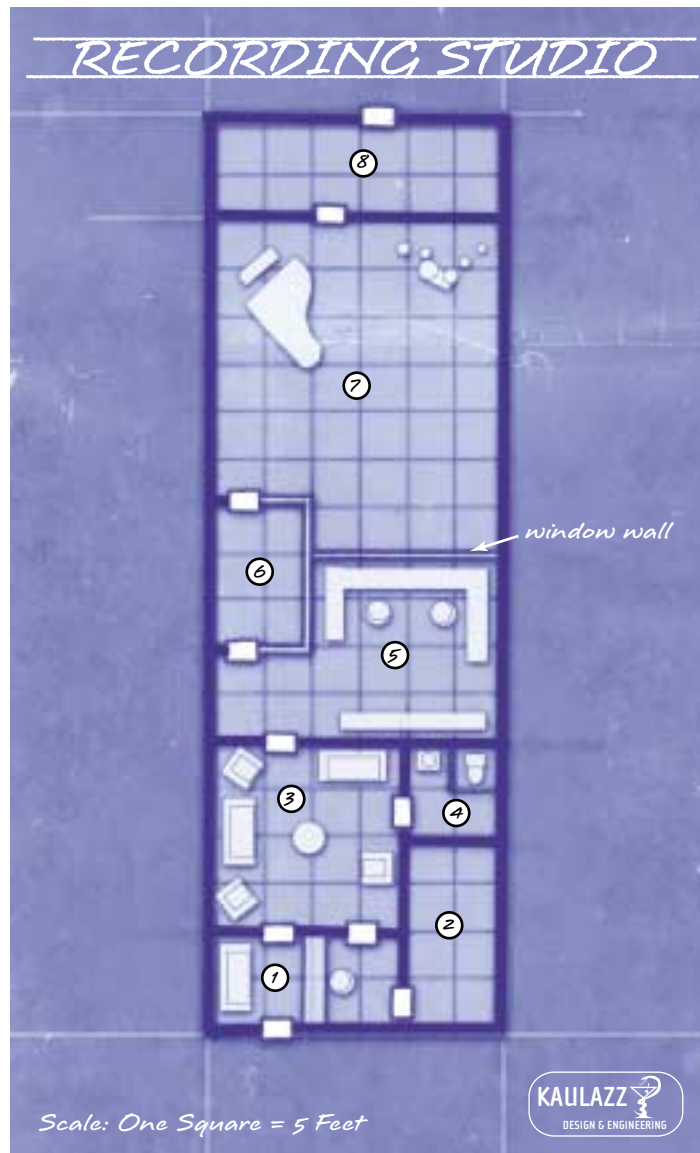
**4. Restroom.**

**5. Control Room:** Here technicians control sound recording. The room is filled with mixing boards, tape and digital recorders, computers, and other recording equipment.

**6. Isolation Room:** This room provides a place where a singer or musician can be recorded while isolated from the sound generated by the rest of the band. Several kinds of microphones and earphones are pushed to the corners of the room when not in use.

**7. Main Recording Room:** Besides several microphones, amplifiers, and speakers, this room has a drum set and piano for the use of recording artists.

**8. Storage Room:** This room is filled with recording and music equipment. The studio's piano and drum set are put in this room when an artist does not want them. A fire exit to the rear of the building also provides an entrance through which an artists instruments and equipment can be brought into the studio.



## SIX-FINGERED HAND, THE

This section presents a cult with a simple if ominous motto: “The end of the world isn’t merely at hand—it’s at our fingertips.”

**Agenda:** Destroy the world.

**Structure:** A loosely organized cult of lunatics.

**Symbol:** A hand with fingers splayed out and a second thumb on the pinky side of the hand.

**Most Common Allegiance:** Evil, chaos, Six-Fingered Hand.

**Requisition Limit:** 20 (licensed).

### Overview

Members of the Six-Fingered Hand claim that their organization has existed for as long as history has been recorded. To support this notion, they point to ancient pieces of art that depict figures with six-fingered hands and to art that shows people with a diagonal scar across the palm of the left hand—a mark they use to identify one another. This claim would be difficult enough to believe on its own, but add to this claim the fact that most members of the cult are certifiably insane, and most people find it hard to believe the organization exists even when a member sits before them and says it does. Even so, reliable historical evidence suggests that the Six-Fingered Hand has existed in some form since the early 1880s. What is known about the cult’s historical roots comes from the diaries of people who apparently encountered members as well as the logs of asylums where members were held.

Apparently, the Six-Fingered Hand has always had the goal of destroying the world. In the 1880s, the cult had a reason for this goal that involved some supernatural force called “the Red Death.” This devil-like spirit was somehow everywhere and nowhere at once, and it tempted and corrupted people to do terrible things. The Six-Fingered Hand believed the only way to stop this spirit of malevolence was to destroy the world. On this point, all the ramblings of supposed members agreed, but what would happen after that seemed to vary by the teller. Some believed the world would be reborn, phoenixlike, in a purer form. Others seemed to believe that nothing would happen, but that the universe would be better off without humanity in it. A large portion of them believed that bringing about the end of the world would provoke God’s cataclysms, which were predicted in Revelations, and all souls would be shuffled off to heaven or hell.

Today, the reasons individuals become members of the Six-Fingered Hand, as well as what they believe will happen once the world is destroyed, are as varied as the forms of madness. The cult has no clear foe, and most members who

know enough about the cult’s real history scoff at the idea of a “Red Death.” Whatever its origins, the Six-Fingered Hand now exists as a loose organization of individuals and cult cells dedicated to killing all humanity and destroying the world by any means. It seems odd to some that the Six-Fingered Hand exists; many people think it unlikely that so many people should have a desire to see the end of the world. However, its existence serves to shore up the resolution of such people, making the group a self-propagating entity that has grown tremendously in recent years due to the ease of communication and travel throughout the world.

Unlike many cults, the Six-Fingered Hand does not convert people to its beliefs. Attempts to join the cult result in the would-be cult member’s capture, interrogation, and execution. During the interrogation, they seek to discover the source of the individual’s knowledge about the cult, and after they find out as much as they can, the cult works to plug any leaks that their captive revealed.

Members of the Six-Fingered Hand are instead recruited. Six-Fingered Hand scouts watch the media for reports of people with ideals that match those of the cult.

Once an individual’s desire to kill humanity or destroy the world has been discovered, cult members observe that person for a time, hoping to ascertain if the individual has a real conviction to destroy the Earth and all its sentient inhabitants. Once observers gain some certainty, they appear before the person and offer membership in the Six-Fingered Hand. Besides the benefit of working with like-minded people and the greater likelihood of achieving their mutual goal, scouts often offer a service the Six-Fingered Hand can

provide as proof of their power and dedication. This might be spiriting the potential member out of prison or asylum, or it could be killing a rival or fulfilling some other form of revenge on behalf of the candidate. The reason for the person’s deadly wishes is rarely an issue. All that matters is that the possible inductee has a real desire for humanity’s destruction and that the desire is unlikely to change.

The induction of a new cultist draws dozens and sometimes hundreds of Six-Fingered Hand members to come together to meet the new member. This group holds a ceremony at which the inductee is the focus and guest of honor. At this ceremony and amid much mysticism, the inductee takes an oath of secrecy and cuts a diagonal gash on the left hand. The ceremony and meeting accomplishes many goals. First and foremost, it introduces the inductee to a host of other individuals that share the same interests and the same feelings. It makes the new member part of a family of sorts. All these members, pulled from all walks of life, also present the individual with an unsubtle threat. They are clearly committed to the cause, with their hand scars as evidence, and all profess to a willingness to kill or die to protect the cult’s





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secrecy. The inductee was watched for some months prior to joining, and after the ceremony, the new member understands that the Six-Fingered Hand might be watching at any time. The mysticism of the ceremony is a throwback to the cult's more superstitious roots, but it also provides a kind of spiritual backdrop for their activities. This mysticism and the sense of community often serve to fill a void the new member might not have acknowledged existed.

Members of the Six-Fingered Hand come from all nationalities and any economic and education level, but many Six-Fingered Hand members are what some might call mad geniuses. They tend to be people who are disillusioned and permanently angry at the world, which is a state that usually requires a great deal of knowledge about world affairs or an unbalanced opinion of the individual's importance to the rest of humanity. Many are scientists in the fields of biology or physics, and many more are savants of some kind who are gifted with incredible skill in some intellectual endeavor.

Members generally meet only in small groups and communicate information about their efforts using the Internet. Cryptography programs protect messages written with secret code phrases. Many communications between members are written with entirely new cryptographic methods and rely on the other member's intellectual abilities and interest in mental pursuits to decipher the text. Induction ceremony meetings also give members an opportunity to exchange knowledge and make plans.

Although the Six-Fingered Hand is made up almost entirely of psychopathic people, modern technology and science makes the Six-Fingered Hand's threat to the world credible. Six-Fingered Hand members work in the fields of cloning, gene therapy, disease control, biological weapons, and nuclear physics. Yet, individuals in these fields are rarely

directly responsible for hazardous spills, terrorist bombings, mass poisoning, and other such events. Six-Fingered Hand members are certainly willing to supply deadly means to other radical groups. They enjoy providing weapons, provoking wars, and otherwise acting to hurry humanity's ruination of Earth, but all Six-Fingered Hand members seek a foolproof means of humanity's destruction. Nuclear war, biological weapons, super diseases—all can be bested by human ingenuity and the instinct for survival. Six-Fingered Hand members seek to improve these means, but they also investigate crackpot schemes that involve melting the ice caps or drawing the moon into the Earth. As laughable as some of these ideas might be, the Six-Fingered Hand's willingness to see them done should not be underestimated.

### Structure

The Six-Fingered Hand has no real leadership. Its members form a confederation of like-minded individuals, but members are free to attempt to achieve their mutual goal by whatever means they see fit. In many ways, the Six-Fingered Hand is like an organization of scholars. Despite their lunatic goal, their interactions with one another can be laughably polite and cordial. This loose organization ensures that no one member is aware of all the others' identities, locations, or operations. Although this can lead to the easy deception and destruction of individual cells, it has allowed the organization to escape all attempts to annihilate it. This organization also offers its often antisocial members as much freedom or sense of community as they desire.

### Bases of Operation

Six-Fingered Hand cells and individuals operate anywhere from abandoned subway tunnels to business parks. Individual

Six-Fingered Hand members often work for other groups and organizations involved in nefarious activities but with no knowledge of the Six-Fingered Hand's ultimate goal. Creating biological weapons, studying gene therapy, or working to discover the cure for diseases provides a cover, grants them ample research equipment, and pays the bills while the search for a way to create mass extinction continues.

### Resources

Members of the Six-Fingered Hand can rarely rely on other members for funding or materials, but other members provide a vast library of knowledge about ways to cause death and destruction. Also, members who are scientists and researchers can often rely on the company they work for to provide them with whatever deadly toxins or chemicals they might need.

### Involving the Heroes

Heroes are unlikely to become members of the Six-Fingered Hand. If a hero talks openly about the destruction of the world or means by which humanity can be eliminated, the Six-Fingered Hand might take notice. Since most heroes *are* heroes, induction is likely only if the hero falls prey to madness or is attempting to deceive and infiltrate the group.

Hero members are mostly left to their own devices. A hero with pertinent skills might be called upon by another member to help with a particular experiment, steal a chemical ingredient, deliver a product of mass destruction to a buyer, spy on a potential member, kidnap a scientist with knowledge the cult needs, or eliminate a leak of cult information.

Although members of the cult can gain access to military weapons and illegal materials, a hero requisitioning equipment often borrows it from a fellow member rather than drawing on the resources of the organization as a whole. A hero member who betrays the group can expect a deadly response, and the Six-Fingered Hand isn't squeamish about innocent casualties or collateral damage.

### Using the Six-Fingered Hand

The Six-Fingered Hand puts weapons in the hands of terrorists and warlords. It creates the deadly pathogens and poisons villains use in their plans. The Six-Fingered Hand provides the GM with a source for the evil, mad scientists of any adventure and gives a way to link such characters to a larger part of the game world. Possible adventure hooks include the following:

The heroes discover that many of the small amounts of plutonium and uranium sold on the black market ended up in the hands of a terrorist organization from Turkey. After finding and defeating the threat of the terrorists, the heroes discover that more than half of the radioactive material the organization collected is missing, as is the lead scientist the terrorists hired to make them a bomb. However, in his haste, the scientist left his laptop computer, which has coded plans for his super bomb and cryptic references to the Six-Fingered Hand.

An explosion at a chemical plant kills hundreds and poisons the air over much of a city, requiring its evacuation. This makes finding the villain the heroes chased to the metropolis difficult. Eventually, they learn that the villain

### Campaign Models

Here are some ideas and ways that you can incorporate the Six-Fingered Hand into the three campaign models provided in the *d20 Modern Roleplaying Game*.

**SHADOW CHASERS:** The Six-Fingered Hand's tales of the Red Death bringing the supernatural to the world synch up well with the shifting periods of higher magic. Perhaps there's something to the Six-Fingered Hand's claims, and the Red Death has come back. This spurs the Six-Fingered Hand into a frenzy of activity, drawing in many new recruits. Is this cult of crazy people right, or are they being manipulated by some creature of the Shadow?

**AGENTS OF PSI:** Many members of the Six-Fingered Hand are wild talents, and since they are all insane, they often create id monsters of the sort they claim the Red Death brings to the world. The havoc these creature wreak is pointed to as proof of their mad beliefs.

**URBAN ARCANA:** Members of the Six-Fingered Hand hate the supernatural in all its forms, and the group is made up of people who have seen the Shadow and despised what they saw. The Six-Fingered Hand seeks to eradicate all trace of magic or Shadow from the earth, and through research they discovered a way to end the flux between magic and technology. Of course, ending that flux and closing the door to magic will result in a cataclysm, but someone will probably survive.

was killed in the explosion at the factory . . . as she drove by it on a little-used side road. A clue in her car suggests that she was asked to be there by someone she had business with. It seems implausible that someone would endanger thousands just to kill one person, but what if it's true?

A hero's brainy associate, perhaps a gifted child sent to college early, is kidnapped. No ransom is requested, no body turns up, and most give up hope after some months pass. Then one day, the hero overhears someone use a figure of speech unique to the hero's friend. Upon more eavesdropping, it becomes obvious the individual and his compatriots are discussing a science the hero's friend excelled at. It could just be a coincidence, but it bears some investigation.

### Learning About the Six-Fingered Hand

The heroes can learn about the Six-Fingered Hand in a number of ways. The following charts present some information and the DCs for skill checks to discover that information. Use these charts when the heroes encounter the Six-Fingered Hand or use them as a base when you devise similar charts for adventures of your own creation that involve the Six-Fingered Hand. In each case, success at beating a DC usually grants that DC's information and all the information provided by succeeding at any lower DC. GMs might award slightly more information than what is provided depending on how much a player's roll exceeds a given DC.

#### Knowledge (Arcane Lore)

Making this check represents the knowledge a character might have about the Six-Fingered Hand's in its former incarnation as a cult dedicated to stopping the "Red Death." Knowledge of arcane lore can lend some insight into the

group's past, but this might or might not have bearing on the group's current activities. GMs of the *d20 Modern Role-playing Game* that use elements of the supernatural and FX abilities, particularly the URBAN ARCANA setting, might find the information provided by this skill to be a good source of adventure hooks. Regardless of which way this information is used, it can serve as a background for the strange group and set the tone for battles against the mad members of the Six-Fingered Hand. The DCs for these checks are high because of the obscure nature of the group.

**DC 20:** The Six-Fingered Hand was a cult of people obsessed with the end of the world. Members cut one of their hands to show allegiance to the group.

**DC 25:** The Six-Fingered Hand was at its most powerful in the late 1800s, but they claimed to have existed throughout history as a kind of watchdog group over the state of humanity. Like a lot of religions, they thought the end of the world would be humanity's salvation.

**DC 30:** The Six-Fingered Hand believed in some sinister force called the "Red Death." Apparently, it was a kind of devil-being, everywhere and nowhere all at once, and it was responsible for creating many of the evils of the world, both natural and supernatural. Ghosts, goblins, witches, vampires, and werewolves—all these things were somehow placed on Earth by the Red Death. The Six-Fingered Hand felt that the only way to rid the world of the Red Death's taint was to destroy the world.

**DC 35:** The Six-Fingered Hand didn't just hope for the world to end—they actively sought out its destruction. It might seem crazy now, but some people in the 1800s thought the Six-Fingered Hand might actually do it. The group was attacked by an alliance of other semireligious cults and scattered to the four winds.

### Knowledge (History)

Making this check represents the knowledge a character might have about the Six-Fingered Hand due to a strong grasp of history. Such knowledge is extremely obscure, which is represented by the high DCs.

**DC 20:** The Six-Fingered Hand was a cult that cropped up in the 1880s and ran into conflicts with several governments of the period. A terrorist organization with no clear goals, it was effectively disbanded by 1899.

**DC 25:** A volcanic eruption destroyed the small island of Krakatoa in 1883, and the Six-Fingered Hand claimed responsibility. This claim was discounted, of course, but the destruction was so thorough that maps from the period that referenced the island were destroyed and replaced with maps that lacked the island's location.

**DC 30:** An arsonist named Henry Harold Franks was caught and put on trial in 1934. In his testimony, he claimed to be a member of the Six-Fingered Hand, a group whose sole purpose was to destroy the world. He committed suicide in the insane asylum he was placed in, but he left behind the diary of his arsons, which was the evidence that led to his conviction and placement in the asylum.

**DC 35:** J. Robert Oppenheimer, director of the Manhattan Project, quoted the *Bhagavad Gita* after witnessing the first nuclear detonation. He said, "Now I am become death, destroyer of worlds." Coincidence?

### Research

Making this check represents the information a character can gain by researching about the Six-Fingered Hand. Mentions in historical documents should be few and far between, and the current activities of the cult are encrypted and deliberately hidden.

**DC 20:** European and American governments both had a small amount of trouble with a group called the Six-Fingered Hand in the 1880s and 1890s. It was a cult that the governments dealt with rather harshly whenever they discovered it. Membership in the cult was considered criminal in many countries because the cult advocated the destruction of the world and humanity. Although governments did not fear the cult's ability to bring this about, they thought the cult had some mesmerizing power over inductees that would drive them to sinister conduct.

**DC 25:** The island of Krakatoa was destroyed in 1883 by a massive volcanic eruption that erased it from the face of the ocean. The Six-Fingered Hand claimed responsibility for this act, calling it a "nearly successful attempt" to achieve their ends. Needless to say, few took this claim seriously, but it is interesting to note that after this claim, the British, French, and United States governments all set up quiet campaigns for the cult's extermination.

**DC 30:** Court documents of the 1934 case of the arsonist Henry Harold Franks mention his insistence that he was doing the work of the Six-Fingered Hand. The prosecutors submitted his diary as evidence against him because Franks logged his arson crimes in the book. The defense used the diary to plea for leniency, since it showed Franks was insane. Neither set of attorneys seemed to know that the Six-Fingered Hand was a real cult.

**DC 35:** The log from the mental institution where H. H. Franks was held notes that Franks hanged himself, but the circumstances of the hanging were odd. Franks was not considered a suicide risk, and the table Franks had to stand on to reach the pipe his belt was tied to should not have supported his nearly 400-pound weight. A brief investigation could discover no other evidence of foul play, and without witnesses, motives, or suspects, the case was closed.

**DC 40:** The hero locates a transcription of the diary of H. H. Franks. The diary describes the history of the Six-Fingered Hand back to the coming to Earth of the "Red Death." According to Franks, a super-powerful evil force known only as the Red Death came to the world from "somewhere else" during a botched Egyptian ceremony to prolong a pharaoh's life. In his diary, Franks insists that the only way to rid the universe of the Red Death's taint is to destroy the world. Franks frequently rants about how the current cult has lost its way and forgotten its roots, but he describes its goals as being the same. In addition, Franks describes the Six-Fingered Hand induction ceremony and calls several influential people of the day members.

### Members

The Six-Fingered Hand usually enlists those with scientific talent, but sometimes it accepts fanatics or employs dupes. These people do the Six-Fingered Hand's dirty work of theft or terrorism so that its members can concentrate on more cerebral endeavors. Chapter Eight: Friends and Foes in the



*d20 Modern Roleplaying Game* has many ordinaries that make excellent candidates for membership in the Six-Fingered Hand; the terrorists and crime lab technicians are particularly suitable.

### Sample Member

Although an excellent chemist, the sample member of the Six-Fingered Hand called the mad bomber is dreadful in social situations, and even though he has some skill at lying and disguising himself, most find his face easy to remember and his lies transparent. Lacking the ability to hold a job, he must create his explosives from scratch and steal what he cannot purchase. Smart but lacking common sense and sensitivity, the mad bomber's plans often account for everything but the human element.

When used as a Six-Fingered Hand villain, the mad bomber should either be the patsy of a more competent foe or a lone major villain: Few people would follow the mad bomber, but a smart person might see through his foibles to the potential beneath. If not used in conjunction with the Six-Fingered Hand, the mad bomber could be used as a terrorist, a demolitions expert for hire, or a brilliant, but flawed bomb defuser working for a local or national government.

**Mid-Level Six-Fingered Hand Mad Bomber (Smart Hero 6):** CR 6; Medium-size human; HD 6d6+6; hp 29; Mas 13; Init +4; Spd 30 ft.; Defense 16, touch 16, flat-footed 12 (+4 Dex, +2 class); BAB +3; Grap +3; Atk +3 melee (1d3 nonlethal, unarmed strike) or +3 melee (1d4/19–20, knife); Full Atk +3 melee (1d3 nonlethal, unarmed strike) or +3 melee (1d4/19–20, knife) or +8 ranged (3d6, M79) or +7 ranged (4d6 fragmentation grenade); FS 5 ft. by 5 ft.; Reach 5 ft.; AL Six-Fingered Hand, evil; SV Fort +3, Ref +6, Will +2; AP 3; Rep +2; Str 11, Dex 18, Con 13, Int 19, Wis 8, Cha 7.

**Occupation:** Technician (bonus class skills: Craft [chemical], Craft [electronic], Craft [structural]).

**Skills:** Bluff +0, Craft (chemical) +16, Craft (electrical) +16, Craft (structural) +13, Decipher Script +9, Demolitions +21, Disable Device +11, Disguise +0, Forgery +9, Hide +8, Knowledge (physical sciences) +14, Knowledge (technology) +15, Listen +3, Move Silently +8, Profession +0, Read/Write English, Speak English, Spot +3, Tumble +8.

**Feats:** Builder (Craft [chemical] and Craft [structural]), Cautious, Educated (Knowledge [physical sciences] and Knowledge [technology]), Exotic Weapon Proficiency (M79), Quick Chemist, Run, Simple Weapons Proficiency, Weapon Focus (M79).

**Talents (Smart):** Savant (Demolitions), exploit weakness, plan.

**Possessions:** M79 (grenade launcher), twelve 40mm fragmentation grenades, 6 fragmentation grenades, knife, chemical kit, demolitions kit, disguise kit, basic electrical tool kit, forgery kit, 3 radio control detonators, 6 blasting caps, 3 timed detonators, various gear and personal possessions.

### New Feat

Many Six-Fingered Hand members have the feat listed below. This feat is available to any character; one does not need to be a member of the Six-Fingered Hand to take it.

### Quick Chemist

You can whip up chemical compounds at a frantic pace that astonishes masters of the craft.

**Prerequisites:** Builder (Craft [chemical] must be chosen as one of the skills), Craft (chemical) 5 ranks.

**Benefit:** You may attempt to make chemical substances faster than normal when making a Craft (chemical) check. Make a Craft (chemical) check normally; you cannot take 10 when trying to quickly create a chemical compound. If you exceed the DC necessary to create the substance by 5 or more, you create the chemical in two-thirds the normal time (see Table 2–5: Poisons in Chapter Two: Skills in the *d20 Modern Roleplaying Game*). If you succeed by 10 or more, you create the chemical compound in half the normal time. A success by fewer than 5 nets the normal result, and failures are dealt with normally. Using the Craft (chemical) skill always takes at least 1 round.

## SOLOMON SOLUTIONS

213

The pursuit of truth and justice, though noble, often comes with its perils and its price. When good people need help solving their problems, Solomon Solutions steps forward to represent them. In the words of its founder, "Rely on Solomon Solutions to solve your problem. We'll cut to the heart of the trouble every time."

**Agenda:** To solve conflicts by isolating their root causes and to see justice done.

**Structure:** Law firm with special negotiators and diplomats for hire.

**Symbol:** An abstraction of a baby cradled in the arms of its mother.

**Most Common Allegiance:** Good, Solomon Solutions, law.

**Requisition Limit:** 34 (licensed).

### Overview

Richard Solomon founded Solomon Solutions in 1979 after the death of his wife and infant son. A fast-talking, high-rolling lawyer, Solomon was a powerful prosecutor with a long list of successful cases. Driven by his desire to see crooks punished and his drive to compete and win, Solomon accepted no plea bargains and always sought to have criminals punished to the fullest extent that the law allowed. In April of 1978, Solomon closed a rape and murder case against an abusive drug addict with a laundry list of armed robbery and assault charges. Although Solomon suspected that the man was innocent of the crime for which he was tried, the defense lawyer could not help his client, and Solomon pushed for the death penalty, satisfied that if he succeeded, a dangerous criminal would be taken off the streets for good. A freak accident in transferring the prisoner to the prison where he would be held on death row led to the criminal's escape. After a six-day manhunt, the felon was found. The police alerted Solomon that the man he had convicted was holed up in Solomon's home with his wife and son. The convict claimed there was a conspiracy to convict him, and he would not release Solomon's family unless he was promised a new trial. Despite two days of

tense negotiations, it did not end well. The police found themselves forced to shoot the convict, and Solomon lost his wife and child.

Investigations by the media sparked by the convict's claims unearthed enough evidence to lead police to investigate the convict's defense lawyer as a suspect in the rape and murder case. The verdict against the now-dead felon was thrown out, and a year later, the defense lawyer was himself convicted for the crime. Later that year, Solomon, long out of work after the traumatic death of his family, leapt back into the legal profession. With a new zeal for seeing justice done, he founded a law firm with the help of some friends. This time, however, Solomon would argue for the defense of the accused.

Solomon Solutions quickly gained a reputation for a flawless record of success, but within legal circles, it was accused of taking only easy cases. In truth, Solomon was being careful to have his lawyers defend only those who were innocent. As time went on, the law firm branched out into corporate negotiations and legal settlements, and it hired negotiators, diplomats, and psychologists of all kinds to help in these areas. Solomon Solutions lawyers and negotiators began negotiating with the government on behalf of corporations and public interest groups, and eventually Solomon Solutions members began working with foreign embassies and at negotiating tables in other countries. In the late 1980s, Richard Solomon finally achieved his goal of having Solomon Solutions negotiators hired to negotiate hostage situations.

Although Solomon Solutions still regularly works for the defense of those accused of crimes, negotiations of all kinds are its main focus. Today, Solomon Solutions has a reputation for solving other people's problems. Its negotiators are highly skilled at getting all parties to leave the table satisfied, and when that's impossible, Solomon Solutions makes sure the right side comes out alive and on top. Lawyers and negotiators work hard to discover the truth in any conflict or court case, and whatever that truth might be, they work to have the truth win out while still performing their duties to their clients.

Solomon Solutions provides many different services. It negotiates divorce settlements. It argues on behalf of businesses or unions in labor disputes. It works as diplomats for governments who hire them for the task. It provides defense counsel to those who are accused of crimes or subject to lawsuits. With the company's reputation for swift resolution, both sides of an argument often collectively hire a negotiator from Solomon Solutions so that their differences can be ironed out quickly.

### Structure

Solomon Solutions is a large corporation with Richard Solomon firmly at its head. The company is divided by their

function into various groups, and each of these groups has a vice president served by many subordinates. The company is divided into five main parts: Criminal Defense, Litigation Defense, Negotiation, Research, and Operations. These portions of the company are further divided into specialist groups with specific tasks. Operations is by far the largest portion of the company since it includes human resources, accounting, maintenance, medical, psychiatric, spa staff, technical support, travel, and all the other parts that keep it running as an international corporation. Negotiation is divided into groups by client: law enforcement, corporate, government, international, and public. Criminal Defense acts like its own law firm within the company, and Litigation Defense does the same. All the other groups rely on the Research department to some degree, and the

Research department is divided into sections that serve the other departments' specific needs.

Solomon Solutions is a large and complicated organization, and only the strong will and smart hiring practices of Richard Solomon keep it true to Richard Solomon's ideals.

### Bases of Operation

Solomon Solutions has its main office in Washington D.C., but it has branches in New York, Dallas, Detroit, and Seattle. Internationally, the company has small offices and owns resort spas in Australia, England, France, Italy, Spain, Brazil, and South Korea. The resorts serve as calming locations for tense corporate negotiations or trade deals, as well as tidy investments for the Solomon Solutions company.

### Resources

Solomon Solutions earns billions of dollars each year. Their prices for entering negotiations change depending on the resources available to their client and the importance of the negotiation. When a Solomon Solutions negotiator sits in on an international trade deal or similar talks where both sides have a lot at stake but can't agree, the fee charged to both parties might run into millions for each day that the negotiations continue. This becomes an additional incentive to come to agreement. Much of the company's earnings are funneled back into the organization. Employees are paid well, and Solomon Solutions grows with each year.

Beyond monetary resources, Solomon Solutions keeps a large number of psychiatrists, physical therapists, and emergency care specialists on staff. These people act as support for the company's negotiators and lawyers. They stand ready to relieve stress or heal injury sustained while working for the company. Given the sensitive nature of many of the lawyers', investigators', and negotiators' activities, the company's medical and psychological staff form an integral part of Solomon Solutions' continued health as a business.

### Involving the Heroes

Solomon Solutions provides heroes with a great resource for their legal needs. An employee of the company could serve



as a source of legal advice, and if the heroes are accused of a crime, Solomon Solutions might argue their case.

Heroes might be employees of Solomon Solutions in a number of different capacities. Solomon Solutions needs researchers, computer experts, and private detectives to learn as much as they can about their clients and the opposition. This information gathering could even go as far as espionage, and with governments as clients, the activities of heroic Solomon Solutions employees could become very dangerous. Heroes could also be members of a legal team that investigates and argues criminal cases, or they can serve as a squad of hostage crisis negotiators trained to talk and fight for the hostages' lives.

Heroic employees of Solomon Solutions can requisition any equipment associated with their assignment. Researchers and detectives might require spying equipment. Hostage negotiators could requisition weapons and armor for self defense.

## Using Solomon Solutions

Solomon Solutions provides the GM with an alternative to the government-sponsored hero team and can offer many of the same adventure possibilities without access to government equipment and the government's "license to kill." Using Solomon Solutions in this way allows the government and officers of the law to be powerful and mysterious in the players' eyes without making them the heroes' enemy.

Alternatively, Solomon Solutions could be a foe to the heroes. Perhaps the heroes' employer is involved in negotiations, and the heroes catch Solomon Solutions members trying to gain sensitive information about the heroes' boss. Maybe their employer is involved in misdeeds they are unaware of and becomes the target of Solomon Solutions' desire to see justice done. Corrupt members of Solomon Solutions might use information they gain to blackmail the heroes or someone the heroes like. If the heroes find themselves on the wrong side of the law for good reason or are framed for a crime they did not commit, Solomon Solutions might mobilize against them.

## Learning About Solomon Solutions

The heroes can learn about Solomon Solutions in a number of ways. The following charts present some information and the DCs for skill checks to discover that information. Use these charts when the heroes encounter Solomon Solutions or use them as a base when you devise similar charts for adventures of your own creation. In each case, success at beating a DC grants that DC's information and all the information provided by succeeding at any lower DC. GMs can award slightly more information than what is provided depending on how much a player's roll exceeds a given DC.

### Gather Information

Making this check represents the information a character can gain by questioning others. The difficulty of gaining this information changes depending on what group of people the hero is canvassing for information. If the hero is merely asking around a neighborhood for information, use the chart for Knowledge (popular culture) and add 5 to all DCs.

## Campaign Models

Here are some ideas and ways that you can incorporate Solomon Solutions into the three campaign models provided in the d20 Modern *Roleplaying Game*.

**SHADOW CHASERS:** Richard Solomon can see the Shadow, and Solomon Solutions has a special branch of "negotiators" who can see the Shadow, too. These negotiators are called in to any legal case or negotiations that appear to involve creatures or powers of Shadow. Their purpose is to make certain that Solomon Solutions' involvement results in the defeat of whatever Shadow plot is involved. The heroes might be members of this special part of Solomon Solutions.

**AGENTS OF PSI:** Solomon Solutions employs many special negotiators with psionic abilities. These individuals use their powers to gain secret information and influence the decisions of people at the bargaining table. Heroic agents of PSI might be called upon to investigate Solomon Solutions after several government negotiations with Solomon Solutions' clients go inexplicably awry.

**URBAN ARCANA:** In addition to the usual tools a negotiator uses, Solomon Solutions provides its members with spells that enhance their Charisma and magic items that command other people's minds. In addition, Solomon Solutions employs several monsters with mind-dominating powers, such as vampires and illithids. Although the company's motives are generally pure, the same cannot always be said for all its employees.

If the character is talking to law enforcement, business, or legal professionals who might have had dealings with Solomon Solutions, use the chart below.

**DC 1:** Solomon Solutions is a legal firm.

**DC 5:** They have many negotiators and lawyers who work to iron out differences between parties in conflict.

**DC 10:** Solomon Solutions does good work. They really help people in need and fight for the little guy.

**DC 15:** Solomon Solutions doesn't work cheap. Their negotiators are paid highly, even when negotiations don't go quite the way their clients want. A lot of money flows in and out of Solomon Solutions. Richard Solomon, the company's head, must be worth hundreds of millions.

**DC 20:** Richard Solomon founded the company after his wife and son died. His family was killed during a hostage situation after negotiations went bad. That's why the company is so focused on negotiations.

**DC 25:** Solomon Solutions' negotiators work under almost any conditions. They train negotiators to withstand enormous psychological stress. That's one of the reasons the company has so many psychologists working for it.

**DC 30:** Solomon Solutions' negotiators can be real cutthroats. They use people's dirty laundry as leverage in negotiations. They try to dig up the real reasons behind a conflict and then they present a reasonable solution that gives no one what they want to force the parties involved to own up to their true motivations.

**DC 35:** Some of Solomon Solutions' hostage "negotiators" are more similar to Marines or Navy Seals. Many of



them actually are ex-members of the armed forces, although not necessarily ours. They're hired to negotiate with the hostage takers, but if negotiation isn't an option, they're often authorized by authorities to do whatever it takes to get the hostages out safely.

### Knowledge (Behavioral Sciences)

Making this check represents the knowledge a character might have about Solomon Solutions because of Solomon Solutions' dealings with criminologists, detectives, and psychologists.

**DC 20:** Solomon Solutions is a law firm that also hires out negotiators. They have many psychologists, psychiatrists, and investigators on staff.

**DC 30:** Solomon Solutions often investigates and evaluates all members of a case or negotiation so that they can better gauge the psychology of the members.

### Knowledge (Civics)

Making this check represents the knowledge a character might have about Solomon Solutions because of Solomon Solutions' many legal cases.

**DC 15:** Solomon Solutions is an important law firm. It has been involved in several cases against the government and between corporations.

**DC 20:** Solomon Solutions has a great track record in legal cases and settlement negotiations. Its lawyers and negotiators receive a lot of respect from their opponents at the bargaining table. They're often later hired by their opponents after successfully arguing their client's case.

**DC 25:** Solomon Solutions is often on the side of the underdog. They arrange for satisfied rich clients to set up grants so that those with righteous causes can afford Solomon Solutions' fees.

**DC 30:** Solomon Solutions was founded by Richard Solomon in the late 1970s after his wife and son were killed by someone innocent of the crime for which Solomon got him convicted.

### Knowledge (Popular Culture)

Making this check represents the knowledge a character might have about Solomon Solutions through observation of media. This check rarely results in a hero gaining privileged knowledge about Solomon Solutions.

**DC 15:** A relatively recent TV drama about a hostage crisis featured a negotiator who worked for Solomon Solutions. It was supposed to be based on a true story.

**DC 25:** Solomon Solutions is a law firm that also hires out negotiators. They have negotiators for just about any situation.

### Research

Making this check represents the information a hero can gain about Solomon Solutions through research. The difficulty of gaining this information might change depending on what method the hero uses to research and where they are researching. The DCs below represent what a hero might find out if looking for general information about Solomon Solutions. For adventure-specific information, the GM should set DCs based on those in this chart.

**DC 1:** Solomon Solutions is a legal firm founded by Richard Solomon.

**DC 5:** The hero discovers the general history of Solomon Solutions and some of its major cases.

**DC 10:** The hero learns about Richard Solomon's personal reasons for founding Solomon Solutions. The hero also learns about the type of cases and negotiations Solomon Solutions enters into and finds a few examples of each.

**DC 15:** The hero discovers more detailed information about the company, such as how many people it employs, where its various branches are located, who works for it, and so on. The law firm branch of Solomon Solutions is the smaller part of a larger corporation focused on negotiations.

**DC 20:** The hero can learn some of the employment history of some Solomon Solutions employees. This reveals that some of its negotiators have been private detectives, police officers, military personnel, and foreign diplomats.

**DC 25:** Important clients of Solomon Solutions include major corporations, the United States and foreign governments, and international trade organizations. Richard Solomon himself takes part in some of these very important cases.

**DC 30:** Unhappy clients of Solomon Solutions accuse its members of working against their interests, but these comments often come from clients who have been incarcerated as a result of criminal activity revealed during or after their association with Solomon Solutions.

## Members

Solomon Solutions employs all kinds of professionals in its pursuit of the truth of any conflict. It draws its members from the ranks of private detectives, investigative reporters, lawyers, hostage negotiators, international diplomats, psychologists, computer hackers, former members of the military, and even retired members of the FBI and CIA. Solomon Solutions employs many hostage negotiators with combat experience. These negotiators are often hired in teams and act like SWAT members when the hostage taker won't buckle to common negotiating tactics.

The ordinaries presented in Chapter Eight in the *d20 Modern Roleplaying Game* offer many good Solomon Solutions characters, as do the ordinaries presented in Chapter Two in this book. Private eyes, police officers, crime lab technicians, and reporters make good Solomon Solutions agents. Politicians, with their high Charisma scores and their knowledge of civics, make good lawyer supporting characters.

### Sample Member

The GM hero presented below is an example of the varied abilities a Solomon Solutions negotiator can bring to the table. Knowledgeable about law, psychology, criminology, and police and criminal tactics, the hostage negotiator can swiftly analyze any hostage negotiation. In tune with the way people think and feel, the hostage negotiator can successfully use words to calm situations and solve problems. In the event of the need for a more physical solution, the hostage negotiator comes equipped with the skills needed for combat and the tools to disarm booby traps, diffuse bombs, open locks, and treat wounds. The hostage



negotiator could be used as an ally to the heroes, but a character so knowledgeable about hostage situations could also make for a canny villain. If the heroes ever run afoul of the law, the Solomon Solutions hostage negotiator might come to negotiate with them.

**Mid-Level Solomon Solutions Hostage Negotiator (Smart Hero 1/Dedicated Hero 1/Charismatic Hero 1/Negotiator 4):**

CR 7; Medium-size human; HD 1d6+1 plus 1d6+1 plus 1d6+1 plus 4d8+4; hp 38; Mas 13; Init +6; Spd 25 ft.; Defense 20, touch 14, flat-footed 18 (+2 Dex, +2 class, +6 tactical vest); BAB +3; Grap +3; Atk +3 melee (1d3 nonlethal, unarmed strike) or +3 melee (1d4, tonfa); Full Atk +3 melee (1d3 nonlethal, unarmed strike) or +3 melee (1d4, tonfa) or +5 ranged (2d6, Beretta 92F) or +5 ranged (2d8, Beretta M3P); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ conceal motive, react first, talk down (one opponent); AL good, law, Solomon Solutions; SV Fort +5, Ref +4, Will +8; AP 3; Rep +6; Str 11, Dex 14, Con 13, Int 16, Wis 15, Cha 17.

**Occupation:** Military (bonus class skills: Demolitions, Knowledge [tactics]).

**Skills:** Bluff +13, Demolitions +14, Diplomacy +13, Disable Device +7, Investigate +10, Knowledge (behavioral sciences) +8, Knowledge (civics) +8, Knowledge (streetwise) +8, Knowledge (tactics) +14, Listen +6, Read/Write English, Read/Write Spanish, Search +7, Sense Motive +13, Speak English, Speak Spanish, Spot +10, Treat Injury +4.

**Feats:** Alertness, Armor Proficiency (light, medium), Attentive, Improved Initiative, Personal Firearms Proficiency, Simple Weapons Proficiency.

**Talents (Smart Hero):** Savant (Demolitions).

**Talents (Dedicated Hero):** Empathy.

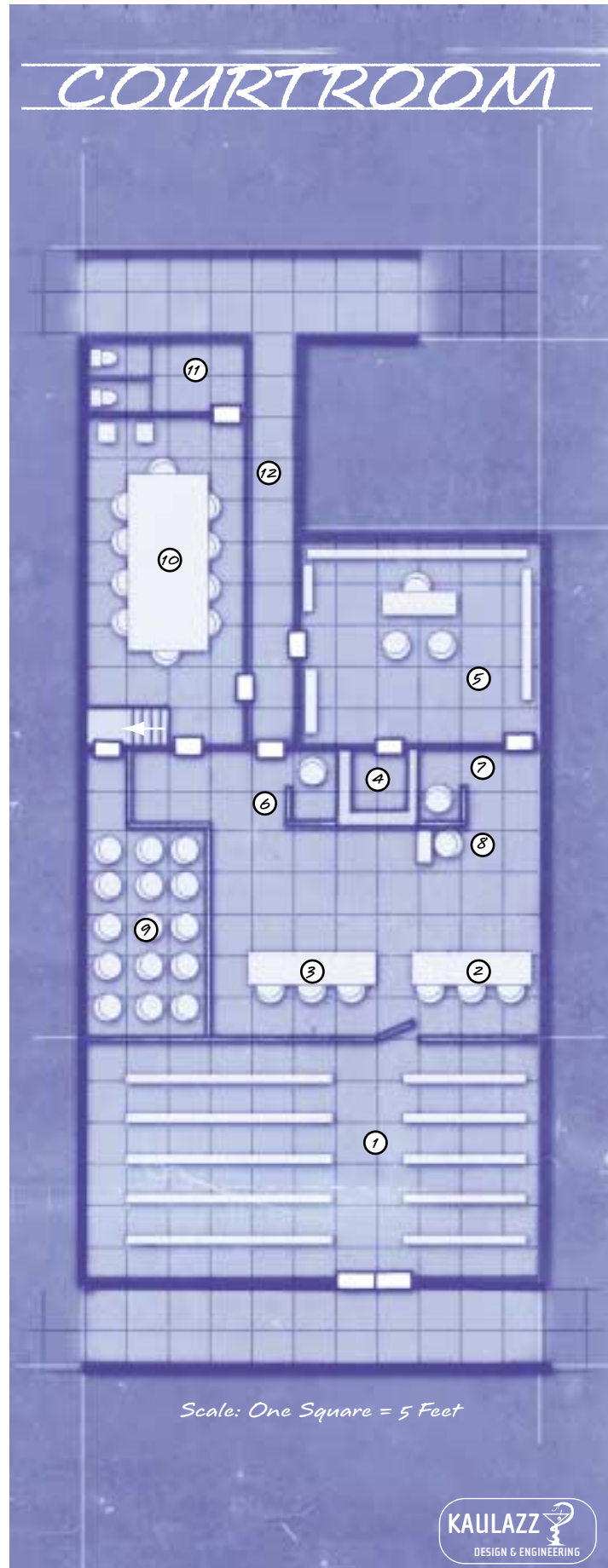
**Talents (Charismatic Hero):** Fast-talk.

**Possessions:** Beretta 92F (9mm auto-loader), 50 rounds of 9mm ammunition, Beretta M3P (12-gauge shotgun), ten 12-gauge shotgun rounds, tonfa, tactical vest, demolitions kit, basic evidence kit, medical kit, steel handcuffs, lockpick set, various gear and personal possessions.

*\*Includes armor penalty for tactical vest.*

**Court Room**

The court room map presents a court room that is part of a much larger municipal building. Although associated with Solomon Solutions, the map can be used for any courtroom scenario.



**1. Audience Seating:** The audience and reporters are provided with pewlike seating.

**2. Prosecutor's Bench.**

**3. Defense Bench.**

**4. Judge's Bench.**

**5. Judge's Office:** In this office the judge can privately review the conduct or the requests of lawyers. The room is a library of law books with the accoutrements common to an office.

**6. Witness Stand.**

**7. Court Clerk's Desk.**

**8. Court Reporter's Desk.**

**9. Jury Box:** The jury box has tiered seating and an elevated exit ramp leading to the room where the jury can debate.

**10. Jury Debate Room:** The jury debate room has a large table and chairs, a soda machine, and a snack machine. A side exit leads to the rear hall, but jury members are not supposed to leave while debating and thus a bailiff stands guard here so that jury requests can be fulfilled.

**11. Jury's Restroom.**

**12. Rear Hall:** This rear hall provides a way for the jury, judge, and other court personnel to enter the court without having to go through the audience.

## UNITED NATIONS ELITE SECURITY FORCE, THE

The Elite Security Force of the United Nations exists to quell threats—both terrestrial and extra-terrestrial—to global unity. Their world-spanning military operations are ultimately intended to bring about the establishment of what many have termed the New World Order.

**Agenda:** Establish a single world government (the New World Order).

**Structure:** Military brigade reporting to the United Nations Security Council.

**Symbol:** None (uses the United Nations Symbol).

**Most Common Allegiances:** Elite Security Force, United Nations, law, native country or military organization.

**Requisition Limit:** 40 (illegal).

### Overview

On the surface, the creation of the United Nations in 1947 was intended to help unify the countries of the world into a more cohesive whole and provide order where it was lacking. But beneath that, it was established to deal with global concerns best kept out of the public eye. The United Nations created several organizations that could respond anywhere in the world, such as the World Health Organization, the Davos Commission, and a Quick Response Force that could be deployed via helicopters. To most of the world, the United Nations is an idealistic, but naïve and inefficient, attempt at global unity. The huge bureaucracy, infighting, nepotism, and wasted resources hide a deeper secret, however. Underneath the public façade are a few individuals and conferences that have the task of shaping the UN into a true global governmental body. This paradigm is known as the New World Order.

To further its goals, the UN has extensive ties with the various intelligence-gathering organizations around the globe, along with powerful banks, the Catholic Church, drug cartels, major corporations, and even military dictatorships. As with everything in the UN, these connections are buried under massive amounts of bureaucracy, false fronts, aid organizations, and outright deception. Agents of the UN infiltrate the various strata government agencies and policymakers so that they can guide the policies of the UN toward the goal of a single, unified whole.



The UN Minister of Information is Hugh Fletcher, who is in charge of deploying the Elite Security Force. He controls the organization with an iron fist and is obsessed with secrecy and maintaining the conspiracy at all costs. He is wholly dedicated to the cause of the New World Order, but he views everyone in the organization with a critical and suspicious eye and looks for any signs of betrayal or wavering. As a result, he is one of the most feared men within the UN, as well as other conspiratorial circles.

The phrase “New World Order” comes from H.G. Wells but was later used by the Brandt Commission, which included President George H. Bush, Robert MacNamara, and other political movers and shakers. At the 1991 meeting in Germany, they gave definition to the NWO: “a supranational authority to regulate world commerce and industry; an international organization that would control the production and consumption of oil; an international currency that would replace the dollar; a world development fund that would make funds available to free and Communist nations alike; an international police force to enforce the edicts of the New World Order.”

In addition, the Elite Security Force exists to combat threats by alien species, extradimensional beings, and perils that cannot be explained through conventional methods. Because they are a military organization, the Elite Security Force deals with these issues through brute force and a “scorched earth” policy rather than research or attempts to understand the problem. It is stressed through the chain of command that the outside world should remain unaware that we are not alone in the universe, and this has resulted in the “disappearance” of individuals and seven small towns that know too much.

Despite its relatively large amount of firepower, the Elite Security Force is not meant to wage a conventional war. Instead, it is designed to infiltrate a region under hostile occupation, disarm or destroy the threat, and possibly occupy a small region for a short time. The soldiers of the Elite Security Force possess expertise at small-group tactics and pass over responsibility to the larger UN peacekeeping forces once the threat has been neutralized or reduced.

As the New World Order comes closer to fruition, the Elite Security Force will be involved in more overt military actions. To prepare its soldiers for the upcoming conflict, the ESF trains them in crowd control tactics, methods to seize and control infrastructure, and internment tactics pioneered by the Nazis in World War II.

## Structure

The ESF air brigade has more than 15,000 men and over 2,000 unmarked helicopters, which they have painted black and stripped of any identifying markings. The smallest units within the Elite Security Force are squads composed of 16 soldiers—four squads equals a platoon. Each squad is equipped with assault rifles, a heavy machine gun, antitank weapons, night vision goggles, and a scrambled burst-signal radio transmitter. Each squad is assigned to a black helicopter sheathed in heavy armor and bristling with air-to-air missiles, machine guns, and antitank weapons. A first lieutenant leads each platoon, though the entire squad answers to the helicopter pilots during the aerial portion of a mission. Each squad includes a demolitions expert, a heavy

weapons operator, an anti-tank gunner, a biochemical warfare expert, a medic, and a signals officer. If the squad is going into a situation where psionics are likely to be encountered, a psionic officer might be assigned alongside the squad. In many cases, a Quarantine Liaison Officer (QLO) is assigned to a company; this officer is always a captain and commands up to four platoons. The QLO can always overrule lieutenants and pilots as necessary.

The UN’s regular standing army numbers more than a half million. The Elite Security

Force ground troops consist of 100,000 crack troops and scattered peacekeeping forces totaling 275,000. These regiments are found in all corners of the globe, and they can mobilize within a matter of weeks.

The members of the Elite Security Force answer only to Hugh Fletcher (the leader of the ESF), the UN Security General, and the senior members of the Security Council staff. Loyalties to national armies, police forces, or other groups is actively discouraged, although many members of the ESF belong to these groups and wait for the call to join another mission.

## Bases of Operation

The Elite Security Force is an air cavalry brigade of highly trained, highly mobile soldiers that can deal with police actions, guerilla suppressions, and the occasional alien interception. These soldiers answer only to the highest levels of the United Nations Peacekeeping Forces, which are operated from the previous UN headquarters building in Geneva, Switzerland.

The ESF is primarily stationed on bases around the United States, the European Union, and Russia, with major bases located within 20 minutes of 90% of the populated centers of the industrialized world. In addition, the ESF has created several internment camps all around the globe so that they can incarcerate dissidents and “undesirables” when the ESF



removes its mask of secrecy and makes its final overthrow of the world's governments. Some of the largest of these camps are near Denver, Seattle, Miami, Atlanta, and Los Angeles—all disguised as normal military bases or massive mining operations.

## Resources

As a branch of one of the largest and most influential organizations on the planet, the Elite Security Force has almost unlimited resources available. The ESF troops carry the latest weapons, vehicles, and cutting-edge battlefield technology. Some items are highly experimental, and the scientists who create them consider their deployment in the field acceptable testing. The troops are not always told what they are carrying or what unusual side effects might occur, so a technical expert is brought along to monitor the results. Some of these weapons include prototype handheld lasers, sonic weapons that disorient the opponent, and chemical weapons. In a pinch, the ESF can commandeer tanks, artillery, ships, and even nuclear weapons from member nations, although this practice is highly discouraged by Hugh Fletcher and the rest of the Security Council.

Through financing and careful hiding in the bookkeeping, the UN has created several dummy corporations dedicated to creating mind control drugs and technology, advanced weaponry, smaller and more precise nuclear weapons, and even stranger science. Learning the lessons from the United States during the Philadelphia Experiment in World War II, the ESF is striving to achieve teleportation technology, true invisibility, and the ability to look into the past. Most of these experiments yield little results, but with the nearly unlimited funding from the UN, this research continues, regardless of the cost in dollars, sanity, and human life.

The trademark vehicle of the Elite Security Force is the "black helicopter." While the ESF makes extensive use of normal, black-painted helicopters, they have created their own special type that flies faster and stealthier than any other helicopter in the world. Rumors abound that some models can even change their shape to a certain degree or have weapons beyond those found in standard armies—lasers, masers, and sonic weapons.

## Involving the Heroes

A hero with a background involving the military may be one of the reserve members that the ESF can call upon. Perhaps the whole group serves the ESF in one manner or another. If this is the case, the heroes also know to keep their allegiances quiet and to say nothing about where they have been after they have been called upon. Heroes can also run into those who belong to the ESF if they're dealing with hostile situations in other countries.

## Using the ESF

The ESF shows up in a variety of locations as needed. Consequently, GMs can use them to provide support or run interference if the current mission that the heroes are carrying out involves going to a war-torn country or hot spot. In this case, should the heroes find themselves in a bad situation, an ESF squad might save them from overwhelming hostile forces.

## Campaign Models

Here are some ideas and ways that you can incorporate the UN Elite Security Force into the three campaign models provided in the d20 *Modern Roleplaying Game*.

**SHADOW CHASERS:** In addition to their regular duties, the Elite Security Force spends a large amount of time tracking down "black targets"—creatures of Shadow that prowl the cities of humanity. Their intention is to study these creatures so that they can destroy any more that might appear. Also, experiments that use certain Shadow creatures, such as vampires and fiends, create trainable "super troops" that are used in top-secret missions. The success rate of these experiments is unknown, although casualties among friendly troops are reported to be high.

**AGENTS OF PSI:** The Elite Security Force makes extensive use of psionic troops. Experts are employed in all major metropolitan areas, and they use their abilities on the general populace or to deal with other psionic enemies. A subgroup exists within the ESF whose sole purpose is hunting down and recruiting individuals who display psionic abilities, eliminating them if they refuse to join. Rumors abound of the Elite Security Force taking great interest in families who display such powers, and they raid medical records and engage in covert eugenics to breed more psionically talented children.

**URBAN ARCANA:** There are two ways to use the Elite Security Force in URBAN ARCANA. First, they could be the front line against the more dangerous creatures by tackling such monstrosities as terrestrial effluvium, wyrms, and other marauding beasts. Second, Shadow creatures could make up a small but powerful subgroup of the Elite Security Force, and these troops fight battles that regular humans are afraid to engage in themselves. These Shadow soldiers are often called up to fight other Shadow creatures, which may cause resentment and animosity as they ponder the fact that they are nothing more than disposable assets by the UN.

Another way to use the ESF involves any of the new weapons that the ESF is testing. Perhaps the heroes seek to find out more about the black helicopters, which were seen at various locales that had one thing in common. It may be that they want to discover what is causing a certain health problem in several locations that do not adjoin each other, and a witness remembers seeing a black helicopter at each location. They may discover that the ESF has already been there earlier during a conflict and used a new toxic weapon to dull their foes temporarily, causing the side effects the heroes discover later.

## Learning About the ESF

The heroes can learn about the ESF in a number of ways. The following charts present some information and the DCs for skill checks to discover that information. Use these charts when the heroes encounter the ESF or use them as a base when you devise similar charts for adventures of your own creation that involve the ESF. In each case, success at



beating a DC grants that DC's information and all the information provided by succeeding at any lower DC. GMs can award slightly more information than what is provided depending on how much a player's roll exceeded a given DC. The DC can also be modified depending on the person with whom the character speaks.

### Gather Information

Making this check represents the information a character can gain by questioning others. More appropriate sources of information include those who work for or with the UN, reporters (especially those who get sent to hot spots), and locals who live near any spot that the UN has sent peacekeeping forces. Add 10 to the DCs if the hero approaches anyone other than these types of people.

**DC 1:** The UN has peacekeepers that are sent to trouble spots around the globe.

**DC 5:** Black helicopters with no markings have been spotted in almost every major metropolitan area.

**DC 10:** The UN uses special troops in trouble areas, along with regular peacekeepers.

**DC 15:** These troops wear all black and command the other troops. They are deployed in special black helicopters.

**DC 20:** The UN has been considered a key factor in the "New World Order," which is dedicated to creating a single world government.

**DC 25:** The UN has a special group called the Elite Security Force, which answers only to the UN Minister of Information.

**DC 30:** The ESF has been established to enforce the will of the New World Order and set up internment camps around major cities.

**DC 35:** The ESF makes use of advanced and experimental technology, some of which was allegedly taken from alien beings.

### Research

Making this check represents the information heroes can gain about the ESF through research. The difficulty of gaining this information might change depending on what method the heroes use to research and where they are researching. The DCs below represent what a hero might find out if looking for general information about the ESF. For adventure-specific information, the GM should set DCs based on those in this chart.

**DC 1:** The UN has peacekeepers that are sent to trouble spots around the world.

**DC 5:** The UN has been considered the primary force behind the "New World Order."

**DC 10:** Black helicopters with no ID have been spotted around populated areas. Nobody knows who controls them.

**DC 15:** Black-garbed troops with no identifying markings are sometimes spotted among normal peacekeeping forces, and they seem to be in control of these troops.

**DC 20:** The UN has a special branch called the Elite Security Force, which is similar to the Green Berets. They answer only to the UN Minister of Information.

**DC 25:** The Minister of Information is Hugh Fletcher, a man with an amazing amount of control and almost no supervision.

**DC 30:** The ESF receives an enormous amount of funding and has well over 100,000 troops at its disposal. This unit does not "officially" exist, however.

**DC 35:** The ESF has bases located around the world and has international jurisdiction, which basically exempts it from prosecution or interference by other governments. It has ties to several government agencies, corporations, and think tanks. Its budget is in the billions of dollars.

### Members

Provided here is a typical private in the Elite Security Force. ESF soldiers are better armed and trained than regular soldiers, and they enjoy a special type of diplomatic immunity when engaged in a mission for the UN—other countries do not have authority to hold or prosecute ESF personnel. An ESF trooper garbed for battle wears matte black and has no identification that can link him to any particular group. Troopers are discouraged from getting tattoos or other permanent markings that can make them easier to identify if captured or detained.

The trooper described below is a basic infantryman—each squad has numerous specialists that focus on particular aspects of warfare. Troopers are given additional equipment as required for the mission, and some of it is highly experimental.

**Typical ESF Trooper (Strong Ordinary 1/Tough Ordinary 2/Fast Ordinary 1):** CR 3; Medium-size human; HD 1d8+1 plus 2d10+2 plus 1d8+1; hp 24; Mas 13; Init +3; Spd 25 ft.; Defense 24, touch 18, flat-footed 21 (+3 Dex, +5 class, +6 tactical vest); BAB +2; Grap +4; Atk +4 melee (1d4+2, unarmed strike) or +4 melee (1d6+2, rifle butt); Full Atk +4 melee (1d4+2, unarmed strike) or +3 melee (1d6+2, rifle butt) or +6 ranged (2d6, HK MP5) or +5 ranged (2d6, Berretta 92F) or +5 ranged (4d6, fragmentation grenade) or +5 ranged (special, smoke grenade) or +5 ranged (special, tear gas grenade); FS 5 ft. by 5 ft.; Reach 5 ft.; AL Elite Security Force, United Nations, law; SV Fort +3, Ref +4, Will +0; AP 0; Rep +0; Str 14, Dex 16, Con 13, Int 12, Wis 10, Cha 8.

**Occupation:** Military (bonus class skills: Knowledge [tactics], Move Silently).

**Skills:** Climb +1\*, Drive +4, Intimidate +2, Knowledge (current events) +5, Knowledge (tactics) +6, Move Silently +3\*, Profession +4, Spot +1, Survival +3.

**Feats:** Advanced Firearms Proficiency, Armor Proficiency (light, medium), Combat Martial Arts, Personal Firearms Proficiency.

**Possessions:** HK MP5 (9mm submachine gun with illuminator), 60 rounds of 9mm ammunition, Berretta 92F (9mm autoloader), tactical vest, 4 fragmentation grenades, 2 smoke grenades, 2 tear gas grenades, hip holster, black fatigues, black fatigue jacket, professional walkie-talkie, first aid kit, gas mask.

*\*Includes armor penalty for tactical vest.*

### Hugh Fletcher

Hugh Fletcher is the UN Minister of Information and commander of the Elite Security Force. He is the undisputed leader of the ESF, and his troops are utterly loyal to him. He is an astute observer of human behavior and knows how to



LF

**Hugh Fletcher (Dedicated Hero 3/Charismatic Hero 3/Negotiator 10):**

CR 16; Medium-size human; HD 3d6-3 plus 3d6-3 plus 10d8-10; hp 55; Mas 9; Init +0; Spd 30 ft.; Defense 18, touch 16, flat-footed 18 (+6 class, +2 light undercover shirt); BAB +10; Grap +11; Atk +11 melee (1d3+1 nonlethal, unarmed strike); Full Atk +11/+6 melee (1d3+1 nonlethal, unarmed strike) or +11/+6 ranged (2d6, Glock 17); FS 5 ft. by 5 ft.; Reach 5 ft.; SQ conceal motive, no sweat, react first, sow distrust, talk down all opponents; AL Elite Security Force, United Nations, law; SV Fort +8, Ref +6, Will +16; AP 8; Rep +13; Str 12, Dex 10, Con 9, Int 17, Wis 19, Cha 17.

**Occupation:** White collar (bonus class skills: Diplomacy, Knowledge [civics]).

**Skills:** Bluff +15, Computer Use +7, Concentration +4, Diplomacy +23, Gamble +9, Gather Information +17, Intimidate +18, Knowledge (arcane lore) +7, Knowledge (behavioral sciences) +16, Knowledge (business) +16, Knowledge (civics) +17, Knowledge (current events) +13, Listen +10, Profession +11, Read/Write English, Read/Write German, Read/Write Spanish, Sense Motive +23, Speak English, Speak German, Speak Spanish, Spot +10.

**Feats:** Armor Proficiency (light), Alertness, Confident, Deceptive, Educated (Knowledge [behavioral sciences] and Knowledge [civics]), Frightful Presence, Iron Will, Personal Firearms Proficiency, Renown (x2), Simple Weapons Proficiency, Trustworthy.

**Talents (Dedicated Hero):** Empathy, intuition.

**Talents (Charismatic Hero):** Charm (female), favor.

**Possessions:** Glock 17 (9mm autoloader), light undercover shirt, cell phone, briefcase.

motivate others to do his dirty work. He has extensive contact with high-ranking officials in the United Nations, the U.S. Congress, the CIA, and the NSA. Fletcher is used to dealing with subtlety and long-range thinking, but he is not afraid to call in huge favors and use overwhelming force when it is called for. This reputation has made him feared in almost every high-powered political, conspiratorial, and religious organization around the world.

Fletcher is a swarthy, balding man in his fifties, with a thick, black beard and pale, freckled skin. He stands 6 feet 2 inches tall and weighs 220 pounds, and he has far more fat than muscle. He has a heart condition that makes him avoid physical exertion, although few beyond his immediate peers are aware of it. Fletcher never goes anywhere without two well-armed bodyguards, an undercover vest, and a firearm of some kind.

**ESF Black Helicopter**

The ESF makes use of several makes and models of helicopters during their missions. All these helicopters are painted matte black and have no identifying markings on them—even running lights are kept off, except during landings or in high-traffic areas. This helicopter is especially suited to the stealthy and covert missions in which the ESF excels.

A black helicopter is armed with 2 sidewinder missiles, 4 hellfire missiles, a front-mounted minigun, and a door-mounted M2HB machinegun. It has specially modified

TABLE 3-1: ESF BLACK HELICOPTER

Name	Crew	Pass	Cargo	Init	Maneuver	Top Speed	Defense	Hardness	Hit Points	Purchase Size	DC	Restriction
Black helicopter	2	18	10,000	-4	-4	400 (40)	6	5	50	G	50	Illegal (+4)

TABLE 3-2: BLACK HELICOPTER MODIFICATIONS

Modification	Bonus	Penalty
Faster	Top speed 450 (45)	Init -8; maneuver -8
Tougher	Hardness 10	Top speed 200 (20); Init -8
More maneuverable	Maneuver -1	Top speed 200 (20); Init -8

**TABLE 3-3: NEW WEAPONS**

Weapon	Damage	Critical	Damage Type	Range Increment	Rate of		Size	Purchase		
					Fire	Magazine		Weight	DC	Restriction
Hellfire missile	15d6	—	Ballistic	500 ft.	1	—	Gargantuan	100 lb.	30	Mil (+3)
Sidewinder missile	20d6	—	Ballistic	1 mile	1	—	Gargantuan	190 lb.	31	Mil (+3)
Missile platform	—	—	—	—	—	—	Large	50 lb.	36	Mil (+3)
Minigun	4d10	20	Ballistic	150 ft.	A	Linked	Huge	120 lb.	29	Mil (+3)
Portable laser designator	—	—	—	—	—	—	Large	15 lb.	35	Mil (+3)

armor that grants it more protection and makes it extremely difficult to locate by radar (Computer Use check DC 45).

Black helicopters are made of a special polymer that allows it to change its shape to a certain degree. As a full-round action, the pilot can modify the shape to make it faster, more maneuverable, or even tougher. If the black helicopter takes more than half of its hit points in damage, it is stuck in the current modification and cannot change shape until fixed (DC 40 Repair check). See Table 3-1 for the black helicopter's statistics and Table 3-2 for the benefits and penalties of various modifications.

### Hellfire (Air-to-Surface Missile)

The hellfire is an air-to-surface, laser-guided missile used primarily to destroy tanks. It can also act as an air-to-air weapon against helicopters and other types of aircraft.

When the hellfire missile hits its target, it explodes like a grenade or other explosive, dealing 15d6 points of damage to all creatures within a 15-foot radius (Reflex save DC 20 half). Because its explosive features a shaped charge designed to penetrate the armor of military vehicles, the hellfire ignores up to 15 points of hardness if it strikes a vehicle, building, or object. However, this applies only to the target struck, not to other objects within the burst radius.

Hellfire missiles have a minimum range of 100 feet. If fired against a target closer than 100 feet, it does not arm and does not explode (but it still deals 3d6 points of ballistic damage, and hardness is not reduced). Hellfire missiles can be fired only from a missile platform mounted on a vehicle. (This cost is already factored into military vehicles that regularly carry these missiles.) This platform provides a +2 equipment bonus on attack rolls made against targets that have been acquired by the aircraft's laser designator.

To fire the missile, one must first acquire the target with the aircraft's laser designator, which requires a full-round action. Someone else can acquire the target by using a portable laser designator (see below), which allows the helicopter to remain behind cover until it fires. After this target acquisition, firing the missile is an attack action. Once fired, a hellfire missile travels one range increment per round until it reaches the target, at which point, an attack roll must be made. A hellfire missile has enough fuel for 5 rounds of movement before crashing to the ground and exploding.

### Sidewinder (Air-to-Air Missile)

The sidewinder is a short-range, air-to-air missile carried by aircraft, and it is used to bring down other aircraft. It has a heat-seeking guidance system that enables it to home in on the engine exhaust of other aircraft.

Sidewinder missiles have a minimum range of 500 feet. If fired against a target closer than 500 feet, it does not arm and does not explode (but still deals 3d6 points of ballistic damage). Sidewinder missiles can be fired only from a missile platform mounted on a fighter aircraft. (This cost is already factored into military vehicles that regularly carry these missiles.) This platform provides a +4 equipment bonus on attack rolls made against targets that produce a considerable amount of heat—specifically the heat produced by the jet engines and turboprops that power most modern helicopters and planes. The sidewinder cannot be fired at targets that do not produce heat. They can be fired at hot targets on the ground (such as idling aircraft), but without the +4 equipment bonus.

To fire the missile, one must first acquire the target, which requires a full-round action. After the target is acquired, firing the missile is an attack action. Once fired, a sidewinder missile travels one range increment per round until it reaches the target, at which point an attack roll must be made. The missile makes a single attack roll each round until it hits or runs out of fuel (10 total rounds of movement).

When the sidewinder missile hits its target, it explodes like a grenade or other explosive, dealing 20d6 points of damage to all creatures within a 10-foot radius (Reflex save DC 20 half).

### Minigun (7.62 Machine Gun)

Originally created for use in the Vietnam War, the minigun is a powerful machine gun that uses a rotating barrel capable of firing thousands of rounds per minute. The minigun uses slightly different rules for autofire. When firing a minigun, you target a 20-foot-by-20-foot area (regular autofire rules target a 10-foot-by-10-foot area). Creatures inside this area must make a Reflex save (DC 20) for half damage. Firing a minigun on autofire uses 100 rounds of ammunition, or 50 rounds if used with the Burst Fire feat.

### Portable Laser Designator

Easily carried by a soldier, the portable laser designator allows users to detect and designate targets so that another team (such as one within a black helicopter) can launch hellfire missiles (or other laser-guided ordnance) to the designated target. The designator can designate a target and guide laser-guided ordnance to a target up to three miles away (one mile if the target is moving). Acquiring a target is a full-round action. The portable laser designator can be fitted with electro-optical capability.



## CREATURES RANKED BY CHALLENGE RATING

Infester (grub) . . . . .	1/10	Grimlock Strong Hero 3 . . . . .	4	Gardhyi Charismatic Hero 3/Telepath 3 . . . . .	8
Rod . . . . .	1/4	Harpy . . . . .	4	Half-fraal/half-illithid . . . . .	8
Scorpion . . . . .	1/4	Harriken (headsatcher fiend) . . . . .	4	Harpy Charismatic Hero 4 . . . . .	8
Zap . . . . .	1/4	Jynx Fast Hero 3 . . . . .	4	Intellect devourer . . . . .	8
Chimpanzee . . . . .	1/3	Litter brute . . . . .	4	Luciferan Smart Hero 3/Mage 3 . . . . .	8
Crawling claw . . . . .	1/3	N'sss (in attack pod) . . . . .	4	Malleable Tough Hero 4/Dedicated Hero 3 . . . . .	8
Animated object, Tiny . . . . .	1/2	Satanic ichor . . . . .	4	Rogue tulpa . . . . .	8
Fraal . . . . .	1/2	Stygilor (tumor fiend) . . . . .	4	Sasquatch Strong Hero 3/Soldier 3 . . . . .	8
Robot, Small . . . . .	1/2	Zeikune . . . . .	4	Udroot (advanced) . . . . .	8
Sesheyan . . . . .	1/2	Alien probe . . . . .	5	Anaconda, giant . . . . .	9
Star doppelganger, Tiny . . . . .	1/2	Animated object, Huge . . . . .	5	Crawfordsville monster . . . . .	9
Animated object, Small . . . . .	1	Charred one (advanced) . . . . .	5	Murdergaunt (whistling fiend) . . . . .	9
Drop bear . . . . .	1	Cat folk Fast Hero 1/Charismatic Hero 2 . . . . .	5	Animated object, Colossal . . . . .	10
Grimlock . . . . .	1	Demonic machine . . . . .	5	Bodak . . . . .	10
Infester (adult) . . . . .	1	Fire wisp (advanced) . . . . .	5	Bogeyman Tough Hero 9 . . . . .	10
Jynx . . . . .	1	Mapinguari . . . . .	5	Chemical golem . . . . .	10
Kinori . . . . .	1	Mongolian death worm (advanced) . . . . .	5	Dinosaur, plesiosaur . . . . .	10
Mothfolk . . . . .	1	Sewer sludge . . . . .	5	Rogue tulpa (advanced) . . . . .	10
Robot, Medium-size . . . . .	1	Shark, Huge . . . . .	5	Satanic ichor (advanced) . . . . .	10
Robot, police assault drone . . . . .	1	Skin feaster (advanced) . . . . .	5	Sea serpent (advanced) . . . . .	10
Animated object, Medium-size . . . . .	2	Udroot . . . . .	5	Star doppelganger, Huge . . . . .	10
Cat folk . . . . .	2	Doom hag . . . . .	6	Acid rainer (advanced) . . . . .	11
Dinosaur, pteradon . . . . .	2	Fleshraker (knife fiend) Fast Hero 3 . . . . .	6	Bodak (advanced) . . . . .	11
Etoile . . . . .	2	Fraal Charismatic Hero 1/ Smart Hero 2/Telepath 3 . . . . .	6	Dinosaur, tyrannosaur . . . . .	11
Gardhyi . . . . .	2	Hippopotamus . . . . .	6	Jumping jack (blood fiend) Fast Hero 9 . . . . .	11
Jumping jack (blood fiend) . . . . .	2	Kroath Tough Hero 3 . . . . .	6	Megalodon . . . . .	11
Kinori Strong Hero 1 . . . . .	2	Litter brute (advanced) . . . . .	6	Montauk monster . . . . .	11
Luciferan . . . . .	2	Maniac Strong Hero 2/Tough Hero 3 . . . . .	6	Crawfordsville monster (advanced) . . . . .	12
Night terror . . . . .	2	Sesheyan Fast Hero 2/Infiltrator 4 . . . . .	6	Dread tree (advanced) . . . . .	12
Sasquatch . . . . .	2	Yeti (advanced) . . . . .	6	Elohim Charismatic Hero 4 . . . . .	12
Snake, cobra . . . . .	2	Zeikune Smart Hero 2 . . . . .	6	Toxic sludge (advanced) . . . . .	12
Snake, hoop . . . . .	2	Animated object, Gargantuan . . . . .	7	Whisperer in the dark . . . . .	12
Star doppelganger, Small . . . . .	2	Dimensional horror . . . . .	7	Chemical golem (advanced) . . . . .	13
Thought eater . . . . .	2	Etoile Techie 5 . . . . .	7	Dimensional horror (advanced) . . . . .	13
Animated object, Large . . . . .	3	Half-fiend/half-yuan-ti . . . . .	7	Montauk monster (advanced) . . . . .	14
Boar . . . . .	3	Kwevencha (spider fiend) . . . . .	7	Thunderbird (adult) . . . . .	14
Charred one . . . . .	3	Man-'o-war, giant . . . . .	7	Anaconda, giant (advanced) . . . . .	15
Fire wisp . . . . .	3	Mapinguari (advanced) . . . . .	7	Megalodon (advanced) . . . . .	17
Fleshraker (knife fiend) . . . . .	3	Mothfolk Dedicated Hero 3/Acolyte 3 . . . . .	7	Neothelid . . . . .	18
Ghoul Strong Ordinary 1/Tough Ordinary 1 . . . . .	3	Night terror Dedicated Hero 2/ Charismatic Hero 3 . . . . .	7	Baal (Charismatic Hero 10/Negotiator 8) . . . . .	25
Kroath . . . . .	3	Sand slave Tough Ordinary 3/ Smart Ordinary 3 . . . . .	7		
Mongolian death worm . . . . .	3	Sea serpent . . . . .	7		
Monitor lizard . . . . .	3	Sewer sludge (advanced) . . . . .	7		
N'sss (in science pod) . . . . .	3	Star doppelganger, Large . . . . .	7		
Revenant Strong Ordinary 1/ Dedicated Ordinary 1 . . . . .	3	Toxic sludge . . . . .	7		
Skin feaster . . . . .	3	Acid rainer . . . . .	8		
Star doppelganger, Medium-size . . . . .	3	Demonic machine (advanced) . . . . .	8		
Thunderbird (chick) . . . . .	3	Dread tree . . . . .	8		
Yeti . . . . .	3	Elohim . . . . .	8		

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# MODERN

## MONSTERS

### THAT TIME FORGOT



By JD Wiker

Converting Monsters for the d20 Modern Roleplaying Game

### CONVERTING MONSTERS

When I was asked to help write the *Menace Manual* for the *d20 MODERN Roleplaying Game*, I was overjoyed to see so many monsters on the list from the *Dark•Matter Campaign Setting* for the *ALTERNITY Roleplaying Game*. After all, I'd had a great time writing *Xenofoms: Aliens, Demons, & Aberrations* with Rich Redman, and I was really looking forward to converting some of those creatures to the *d20 MODERN* rules.

Then reality sank in: Converting monsters from *ALTERNITY* to the *d20 MODERN* rules wouldn't be the same as converting monsters from *DUNGEONS & DRAGONS*, with its built-in *d20 System* compatibility. Heck, it was starting to look like *work*. So I put together a system for conversion, which I'll share with you now. We'll see how it works with the conversion of a pretty basic *Dark•Matter* creature, El Chupacabras (from *Xenofoms*).

#### The Original

El Chupacabras is a small creature with 2 Hit Dice that can climb, attacks with claws and bite, and has psionics and a blood drain attack. It gains its sustenance by sucking the blood from warm-blooded animals. So let's see how the conversion process works.

#### Size and Type

El Chupacabras fits nicely into the Small category for size. It resembles an animal in many ways, but its psionic powers make it a good candidate for magical beast.

#### Ability Scores

The first thing I needed to change *Dark•Matter* monsters into *d20 MODERN* creatures was a method of converting ability scores from *ALTERNITY* to the *d20*

System. The first part of that job was converting the ALTERNITY abilities themselves (Strength, Dexterity, Constitution, Intelligence, Will, and Personality) to the corresponding abilities in the d20 System.

Fortunately, that's a pretty easy conversion: Strength, Dexterity, Constitution, and Intelligence all have direct d20 equivalents, and Will and Personality are just different ways of describing Wisdom and Charisma, respectively. So I was off to a good start.

To make things even easier, page 243 of the *ALTERNITY Gamemaster Guide* provides the following handy "ALTERNITY to AD&D" conversion table, which takes a lot of the guesswork out of the second part of the process (the numerical conversion).

ALTERNITY	AD&D
4	3–4
5	5–6
6	7
7	8
8	9–10
9	11–12
10	13–14
11	15
12	16
13	17
14	18
15	19
16	20

Now let's see how this works for El Chupacabras. Using the table above and figuring that the AD&D column is accurate for d20 MODERN, the creature's ability scores convert as follows.

XENOFORMS	D20 MODERN
Strength 7	Strength 8
Dexterity 13	Dexterity 17
Constitution 11	Constitution 15
Intelligence 5	Intelligence 6
Will 9	Wisdom 12
Personality 9	Charisma 12

## Attacks and Damage

El Chupacabras has only two claws and a bite for attacks, and those work fine in d20 MODERN, with the claws as primary attacks and the bite as secondary. The damage they deal is another issue.

Because damage works differently in ALTERNITY than it does in the d20 MODERN game, we can't use the same damage figures, and even just converting them can produce some weird numbers. So the smart route is to consult Table 8–11: Magical Beasts, in the d20 MODERN rulebook, to get an idea of the base damage El Chupacabras's claws and bite should deal. According to that table, the bite of a Small magical beast deals 1d4 points of damage, on average, while its claws deal 1d3 points of damage. But, since those numbers are only guidelines, and El Chupacabras is already taking a –1 penalty on damage rolls because of its low Strength, we'll go ahead and nudge those damage figures up to 1d6 and 1d4, respectively.

## Defense

Considering that El Chupacabras has armor under the ALTERNITY rules, it only makes sense that we should give the d20 MODERN version either natural armor or damage reduction (but not both—it doesn't have *that* much armor). Giving our creature natural armor would mean that it wouldn't get hit as often, but it would take more damage when it does. Giving it damage reduction would mean that it would get hit more often but take a little less damage each time. Since El Chupacabras as described in *Xenofoms* should appear to be strangely bulletproof but not have enough DR to shrug off melee attacks, the logical step is to give it a few points of natural armor bonus, so that it takes damage slightly less often. A natural armor bonus of about +3 should do the trick.

## Allegiances

We should also decide whether El Chupacabras has any kind of allegiances. "Alien" might be one choice if we assume that the monster is some kind of alien animal. But if we're defining El Chupacabras simply as a strange creature, "none" is actually more appropriate.

## Action Points/Reputation

Besides special qualities, which we'll get to later, all that's left now are the Action Points and Reputation entries. But a magical beast doesn't get either one unless it has levels in a character class. So at this point, El Chupacabras looks like this:

**El Chupacabras:** Small magical beast; HD 2d10+4; hp 15; Mas 15; Init +3; Spd 30 ft., climb 20 ft.; Defense 17, touch 14, flat-footed 14 (+1 size, +3 Dex, +3 natural); BAB +2; Grap –3; Atk +2 melee (1d4–1, claw); Full Atk +2 melee (1d4–1, 2 claws) and –3 melee (1d6–1, bite) or +6 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ blood drain, darkvision 60 ft., low-light vision, psionics; AL none; SV Fort +5, Ref +6, Will +1; AP 0; Rep +0; Str 8, Dex 17, Con 15, Int 6, Wis 12, Cha 12.

## Skills

A magical beast gets a number of skill points equal to 2 × Int score, plus 1 per Hit Die beyond 1. With an Int score of 6 and 2 Hit Dice, that works out to 13 skill points.

We already know from the ALTERNITY statistics what skills El Chupacabras has—but we have to remember that some of those are covered by d20 MODERN feats, the creature's Base Attack Bonus, or even just its speeds. A few of its ALTERNITY skills don't really fit with the d20 MODERN skills list, but those can be covered when we get to special qualities. So the only necessary skills we're looking at are Climb and Jump (from Athletics), Hide and Move Silently (from Stealth), and maybe Listen or Spot (from Awareness).

We *could* spread out El Chupacabras's skill points evenly, giving it 2 ranks in each of those six skills (plus 1 rank left over), but there are two good reasons not to do that. First, it's usually a good idea to max out a creature's ranks in whatever it's best at. Second, all these skills can be used untrained, so the bonus from the appropriate ability score might actually cover the desired effect fairly well.



To call the process of assigning skills “calculating” might actually be giving it more credit than it’s worth—it’s more of a series of estimates than anything else. Essentially, this process involves subtracting the value of the broad skill from the total of the specialty skill in the ALTERNITY statistics. The logic here is that the value of the broad skill is derived from the ability score that governs it, and since the d20 System already takes that into account, we’re pretty safe just using the difference as our baseline “ranks.”

Using that rule, we get the following skill rank totals: Climb 2, Jump 5, Hide 5, Move Silently 3, and Listen/Spot 3.

Simply converting skill points on a one-for-one basis in this manner gives us more points than we have to spend—a total of 18 out of our available 13. So we need to get rid of 5 skill points somewhere.

Based on the above, El Chupacabras’s two most important skills are Jump and Hide, so those two should get the most skill points. Giving each of them the maximum of 5 skill points leaves us with only 3, and dividing those among the other skills gives them only 1 point each, with one (either Listen or Spot) losing out altogether. For the time being, we’ll make Listen the loser. Using this arrangement of skill points and adding in the relevant ability scores, the size modifier for Hide, and the +8 species modifier on Climb checks for having a climb speed gives El Chupacabras the following skill modifiers:

Climb: 1 rank  $-1$  Str  $+8$  species =  $+8$   
 Hide: 5 ranks  $+3$  Dex  $+4$  size =  $+12$   
 Jump: 5 ranks  $-1$  Str =  $+4$   
 Listen: 0 ranks  $+1$  Wis =  $+1$   
 Move Silently: 1 rank  $+3$  Dex =  $+4$   
 Spot: 1 rank  $+1$  Wis =  $+2$

As it stands, then, El Chupacabras is really good at hiding (which fits in well with its legend) and climbing. It’s also reasonably good at jumping and moving silently, but not so keen on listening or spotting. Now it’s time to get creative.

Since the ALTERNITY system didn’t have darkvision or low-light version per se, perhaps we can assume that part of El Chupacabras’s good Perception score was due to those abilities—both of which it gets for being a magical beast. That lets us skip putting that 1 skill point into Spot.

We could add that point to Climb, which has only 1 rank and a Strength penalty to boot, but that +8 species bonus on Climb checks for having a climb speed makes it quite unnecessary. We could also add that skill point to Move Silently, since El Chupacabras is known for its ability to come and go without detection. But what good is a high Hide modifier if you don’t notice intruders before you have a chance to vanish into the trees? So let’s put that extra skill point into Listen.

That arrangement still gives El Chupacabras a Listen modifier of only  $+2$ , which is almost not worth the effort. So to balance it out a bit more, let’s take that 1 skill point out of Climb (which still leaves El Chupacabras with a  $+7$  Climb modifier) and put it into Listen. That gives us the following skill breakdown.

Climb: 0 ranks  $-1$  Str  $+8$  species =  $+7$   
 Hide: 5 ranks  $+3$  Dex  $+4$  size =  $+12$   
 Jump: 5 ranks  $-1$  Str =  $+4$   
 Listen: 2 ranks  $+1$  Wis =  $+3$   
 Move Silently: 1 rank  $+3$  Dex =  $+4$   
 Spot: 0 ranks  $+1$  Wis =  $+1$

## Feats

Next, we need to decide what feats El Chupacabras has. A quick perusal of the information on magical beasts in the *d20 MODERN Roleplaying Game* reveals that El Chupacabras, with only 2 HD and Intelligence 6, gets one feat. According to the formula for calculating feats for magical beasts (see Chapter 8: Friends and Foes in the *d20 MODERN Roleplaying Game*) an Intelligence score of 6 gives El Chupacabras a total of 1 feat ( $1 +$  Int modifier [minimum 0], plus 1 feat per 4 HD beyond 1 HD). That comes to 1 (base)  $+ 0$  (Int modifier)  $+ 0$  (extra Hit Dice), or one feat. Since we were concerned about his Listen ability before and actually removed a skill point from Spot, let’s go ahead and give him Alertness to boost those skills. Now the stat block for El Chupacabras looks like this.

**El Chupacabras:** Small magical beast; HD 2d10+4; hp 15; Mas 15; Init +3; Spd 30 ft., climb 20 ft.; Defense 17, touch 14, flat-footed 14 (+1 size, +3 Dex, +3 natural); BAB +2; Grap  $-3$ ; Atk +2 melee (1d4–1, claw); Full Atk +2 melee (1d4–1, 2 claws) and  $-3$  melee (1d6–1, bite) or  $+6$  ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ blood drain, darkvision 60 ft., low-light vision, psionics; AL none; SV Fort +5, Ref +6, Will +1; AP 0; Rep +0; Str 8, Dex 17, Con 15, Int 6, Wis 12, Cha 12.

**Skills:** Climb +7, Hide +12, Jump +4, Listen +5, Move Silently +4, Spot +3.

**Feats:** Alertness.

## Special Qualities

Now we’re ready to give El Chupacabras the special qualities that make it so fearsome: psionics and blood drain.

Let’s start with blood drain because, even though it’s not one of the special qualities described in either the *d20 MODERN Roleplaying Game* or the *d20 MODERN Menace Manual*, it’s in DUNGEONS & DRAGONS because stirges have it. The ability is pretty specific to stirges—in fact, its description references their attach special ability. So we need to reword it a bit and get rid of the references that don’t apply. We also need to assign a condition under which El Chupacabras can use this ability, so we’ll say that it has to begin its turn each round grappling its victim. Now, the goat-sucker isn’t really good at grappling, but maybe the next special ability can fix that.

The ability to deal Constitution damage is fairly impressive, but clearly, few animals are just going to sit around while a horrible monster sinks its fangs into their soft flesh and starts gulping down hemoglobin. And El Chupacabras isn’t strong enough to grapple most creatures long enough to get the job done. So it needs another way to get its victims to hold still.

In its *Dark•Matter* incarnation, El Chupacabras accomplished this task with psionics. In that game, telepathy—*suggest* is a potent power with which to convince the average farm animal to sleep through an exsanguination. But the ALTERNITY *suggest* skill works a bit differently than d20 MODERN telepathy powers; in particular, *suggestion* in d20 MODERN requires that the user communicate the suggestion. So a different power will have to suffice.

A few different powers, namely *brain lock*, *charm person*, *false sensory input*, and perhaps even *lesser domination*, look like they could do the same basic job. Let’s look at each of them in turn. *Charm person* sounds pretty good on the surface, but even a *charmed* goat isn’t likely to sit still for being bitten and blood-drained. *Brain lock* might work—what

with the “standing still and taking no actions” part—but the affected creature can still defend itself, which means that El Chupacabras would still have to maintain a grapple. *False sensory input* doesn't actually convince the target to stand still, so it's not as useful as it would appear. And *lesser domination*, while it sounds promising, doesn't work if the user and the target don't share a language. (*Domination* might work, though, so we'll put that one aside as a “maybe.”)

Hmm. None of these really seems to fit the bill precisely, so let's take a second look at the psionic powers list and see if something couldn't work just as well as *suggest*. *Daze* looks promising, but it works for only 1 round at a time. However, the 3rd-level psionic power *mental blast* has the same basic mechanics (a Will save) but stuns the target for 3d4 rounds. *Mental blast* it is, then! But since it's a 3rd-level power and El Chupacabras is only a 2-HD creature, we'll put a restriction on it. Let's say that El Chupacabras can use *mental blast* a limited number of times per day (two or three should be plenty).

Now let's address El Chupacabras's Biokinesis—*control metabolism* and *rejuvenate* skills. *Control metabolism* allows El Chupacabras to survive in hostile environments or appear dead. That's not a terribly important ability for our magical beast, so let's just go ahead and skip it for a moment. The other skill, *rejuvenate*, allows the user to regain stun or fatigue points quickly. Looking over our list of d20 MODERN psionic powers, *lesser body adjustment* looks pretty tempting. In fact, since it can also give the user a +1 bonus on a Fortitude save against disease or poison, it might actually cover *control metabolism* reasonably well too. No other psionic power in the d20 MODERN game covers both so neatly, so we'll just go with that and say that El Chupacabras can use it three times a day.

## Challenge Rating

Despite a couple of decent special abilities, El Chupacabras is still only a 2-HD creature with a low attack bonus. As such, it's likely to drain about 25% of the resources of a group of four 3rd-level heroes. Thus, CR 3 is a good guess.

## FINAL STATISTICS

Now that we have El Chupacabras's d20 MODERN stat block completely filled out, it's all down to the wording of the special qualities. Here's the final version.

**El Chupacabras:** Small magical beast; CR 3; HD 2d10+4; hp 15; Mas 15; Init +3; Spd 30 ft., climb 20 ft.; Defense 17, touch 14, flat-footed 14 (+1 size, +3 Dex, +3 natural); BAB +2; Grap -3; Atk +2 melee (1d4-1, claw); Full Atk +2 melee (1d4-1, 2 claws) and -3 melee (1d6-1, bite) or +6 ranged; FS 5 ft. by 5 ft.; Reach 5 ft.; SQ blood drain, darkvision 60 ft., low-light vision, psionics; AL none; SV Fort +5, Ref +6, Will +1; AP 0; Rep +0; Str 8, Dex 17, Con 15, Int 6, Wis 12, Cha 12.

**Skills:** Climb +7, Hide +12, Jump +4, Listen +5, Move Silently +4, Spot +3.

**Feats:** Alertness.

**Blood Drain (Ex):** El Chupacabras drains blood from a target that has previously been wounded, dealing 1d4 points of Constitution damage in any round when it begins its turn grappling a victim. El Chupacabras continues to feed until its victim either escapes or dies.

**Psonics (Sp):** 3/day—*lesser body adjustment*, *mental blast*. Manifest level 5th (Telepath); save DC 10 + key ability modifier + power level.

## Additional Notes

So there's El Chupacabras! Despite the fact that much of the “conversion” process involves making guesses and fudging numbers, these steps work for just about any *Dark•Matter* creature. You might have to redefine the background and even the nature of the creature, but if that's what it takes to get some use out of your old *Dark•Matter* sourcebooks, it's really a small price to pay.

## ABOUT THE AUTHOR

JD Wiker worked in Wizards of the Coast's RPG R&D department on the ALTERNITY line, including the *Dark•Matter* campaign setting, before joining the fledgling *Star Wars Roleplaying Game* design team. Some of JD's *Star Wars* titles include the core rulebook, *The Dark Side Sourcebook*, *The New Jedi Order Sourcebook*, and the *Power of the Jedi Sourcebook*. JD is currently freelancing while working as president of The Game Mechanics, a d20 design studio.

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