

Lords of the Night Playtest

Introduction

Welcome to the playtest for *Lords of the Night*, Dreamscarred Press's upcoming vampire-themed supplement. Vampires themselves need no introduction, but their inclusion as player characters can prove, well, problematic. We aim to fix that, with content to support vampires (and other undead characters), an alternate vampire-themed template, and advice on how to run a vampiric campaign. Most of this content is suitable for any campaign, but some is not; in those cases, it will be clearly marked.

As always, this is a live document and may be updated without warning. Your feedback is welcome and valued beyond all ability to say, and we hope you have fun with the new material!

Jade Ripley
Freelancer, *Dreamscarred Press*

As Jade says, welcome! Vampires are a classic monster, and deep enough that they deserve a book to themselves, that does not simply add vampires as a playable race or antagonist, but also shows off some of their complexity.

A big thank you to Jim Bishop who wrote "Fang & Fury" (published by *Green Ronin*) which served as the inspiration for this work. Bishop's work on integrating vampires into the ranks of PC options 10 years ago showed us how the dead could walk among the living.

Your feedback is greatly appreciated, and we hope you enjoy the material!

Alexander Clatworthy
Freelancer

Chapter One - In Sanguine Veritas

There is no humanoid society free of the taint of undeath.

From the elegant cities of the elves to the tunnels of the dwarves and even in the depths of the sea, the undying stalk the living and prey upon them without pity. Few undead, however, are as famous or feared as the vampire. While other undead may be more deadly or more vicious, vampires threaten mortals within their safe havens, camouflaging themselves against the crowds of living souls and preying on the weak and ignorant. Most members of the living are content to protect themselves against the undead and learn their weaknesses, and only very few examine the essence or nature of the vampire more closely. For those that do, however, vampires are unique amongst their kind, and offer mysteries that tempt further exploration.

Vampiric Nature

Vampires have many things in common with their fellow undead beings. Like all undead, vampires are animated by negative energy and are vulnerable to positive energy. Like many undead, vampires prey upon the living to feed an unnatural hunger that can never truly be sated. However, there are striking differences between vampires and their fellow undead that set them apart and form the core of questions that remain unanswered to this day.

Vampires are amongst the very few corporeal undead vulnerable to sunlight, a weakness that puzzles scholars of the undead to this day. Half-substantiated legends abound, of course; the weakness is a curse from a sun god, or the result of memories of life wracking the vampire's wounded soul. Ultimately no confirmed explanation exists, but the vampiric weakness to sunlight remains a powerful weapon wielded by the living against the dead.

Unique as well is the fact that vampires retain their memories of life and, indeed, strong elements of their former personality. While many undead do indeed retain shadows of their former lives (wights and mummies, for example), vampires enjoy near-complete memories, with only memories of certain sensations such as sunlight fading over time. Vampires definitely go through a marked change in personality as their souls twist, shifting towards evil as a result of their transformations, but even through this they are very recognizable as the sapient beings they were in life – and a vampire who was formerly evil to begin with may seem wholly unchanged. These memories of life help the vampire to blend in to mortal society in ways unparalleled by almost any other member of the undead, but they can also form weaknesses that can be exploited by the vampire's enemies.

Other vampiric strengths and weaknesses tend to follow in "bloodlines", passing down from one vampire to its progeny, but this rule is far from set in stone and exceptions abound with infuriating frequency. Not even supposedly universal traits such as a lack of reflection are consistently true, and can sometimes even be trained or enchanted away by enterprising members of the undead. Often a vampire hunter's only recourse is to find some stealthy way to infuse a potential undead being with positive energy and see if it hurts the victim.

The vampire's attraction to blood is their single-most known feature, and also possibly their greatest mystery. Vampires seem to derive almost nothing from blood, save for a brief and temporary rush of life force, and yet they crave it incessantly. No known cases exist of a substitute for this craving, despite century upon century of research into the matter. Necromancer and cleric alike have no answers, though they often tell convincing lies.

The Sinister Urge

Vampirism changes its victims in subtle ways, which is sometimes attributed to the infusion of negative energy and other times blamed on a warping of their soul. Whatever the cause, vampires experience a combination of changes that all add up to a more hungry, unforgiving being. The instinct towards mercy and empathy weakens, while predatory instincts heighten and move towards the forefront of their minds. Vampires are free-willed moral agents and certainly capable of refraining from evil or even actively seeking good, but it's more difficult for them. Vampires anger swiftly, and their hunger surges to the forefront when they're frightened or furious.

This heightened attack instinct can – and does – work against the vampire quite a bit. It's easy for vampires to become drunk on the power of undeath and forget that they are far from the apex predators of their food chains, or to lose their composure in a fit of temper and expose themselves before mortals. Self-control is not necessarily more difficult for vampires than it is for the living; rather, they cannot learn the *habits* of self-control the way that living beings can. No matter how much one beats, trains, or conditions a vampire, they still tend to react instinctively and emotionally to stimuli and they have to remind themselves – even in cases of pure self-interest – not to attack, flee, or otherwise expose themselves. This need to consciously restrain themselves becomes wearying over the years, and older vampires trend towards evil because of sheer exhaustion. Exceptions exist, of course, and are all the more striking for the iron will displayed in remaining virtuous.

Sidebar - Forever Young

Vampiric children are an infrequent but persistent tragedy. There are not many pragmatic reasons to curse a child with undeath, but it does happen - grieving parents who refuse to be separated from their children sometimes turn them, as do well-meaning vampires who arrive too late to prevent the child's death. Either way, the resulting vampire is one of the most vicious creatures the living could ever hope to not meet.

Even living children can have problems with empathy. The erosion of empathy caused by the curse of undeath, coupled with heightened aggression, makes vampiric children particularly hostile predators. While usually weak physically, these immortal youths often use their evident age to lure in prey, which is then savagely murdered. Child vampires tend to be sloppy about their feeding, and while some learn the survival habits that mark older undead, many don't - and even the ones that do often forget, or put it off, and get discovered. Older vampires often cover for them out of a sense of protectiveness or responsibility, which usually only leads to more murders to hide the crime.

All vampires have problems maturing. Vampiric children, especially, face difficulties in "growing up" - which is not to say they can't. Such an undertaking is staggering in its scope, however, requiring long-term commitment from someone dedicated to helping the child find themselves and resist their predatory urges long enough to think straight on a regular basis. Too often, the attempt fails when the living finally discover the killer in their midst, and destroy the child.

Post-Mortem Society

Vampires tend to congregate in and around cities, which have several alluring factors for the living dead: easy access to prey, an abundance of locations in which to hide corpses, a large population to hide themselves amongst, and access to avenues of socialization and special interests that the vampire may carry over from life (such as politics, magical research, or art). This tendency towards urban environments does mean that multiple vampires can and do

converge on the same city, sometimes in surprising numbers – especially as one or more of the resident vampires begins to create progeny.

This can, obviously, create some issues, even aside from the fact that several bloodthirsty predators are living in close proximity with one another. Vampires compete with other predators for prey and secrecy, and also often for political or personal resources such as votes, contacts, or businesses. Other vampires are, of course, competition for these things – but they can also be kindred spirits, and are some of the few who understand the difficulties of vampiric life. Most humanoids are social beings, and the vampires created from them share those social instincts. The result is a cautious, sort-of-society that revolves around certain traditions. These traditions, when followed, theoretically allow vampires to co-exist and compete safely. Obviously the system is not perfect, but it works more often than it doesn't, and keeps night-to-night living moving forward.

Hospitality

The basic tenant of vampire culture is that another vampire's home is her castle. The place a vampire calls their own territory and especially their own dwelling place is sacrosanct, and to disturb it without invitation is a declaration of war. Vampires may grant permission to walk on their land (or even declare some parts of it public) as a gesture of goodwill, a mark of friendship, or even a display of power to their fellow vampires. Even so, an invitation to a vampire's personal dwelling place, where they hide away their days, is a high honor and treated as such. Insulting one's host's hospitality during such a visit is not suggested.

Solidarity

Though less rigidly observed than hospitality, the rule of solidarity states that vampires should band together against non-vampiric threats. At its most basic level, that means that vampires cooperate to hunt down and subdue or slay non-vampire predators within their communities, but some vampires take the practice further, actively furnishing alibis for their fellow undead and helping to oppose vampire hunters, hide their shadow communities, and calm the mortals when the herds of the living become aware of the predators in their midst. It is generally accepted that two vampires that are enemies are not expected to show solidarity with one another, but some members of the undead choose to do so anyway. Assuming such brave souls survive, they garner quite a bit of respect.

Occultation

The rule of occultation is simple but difficult to obey. Simply put, it is the practice of keeping the existence of vampires within a community, and the identity of specific vampires, secret. Occultation is the rule that forbids revealing one's enemy to groups that hunt vampires or exposing them to the rabble of mortality, but the difficulty in cleaving to it is found in the responsibility to *prevent discovery*. The logic behind the rule is simple but undeniable – if you cannot keep the community's collective secret, you must be destroyed before you can reveal it. Though the results can be harsh, occultation is literally the foundation of trust between one vampire and another, and no peaceful coexistence may happen without it.

Respect

It seems like a curious contradiction with the previous rule, but vampires are expected to conduct their rivalries openly, with a certain amount of respect for their enemies. While this is the most-commonly broken tradition, when followed it helps to safeguard the vampiric community. The most basic act, when following the rule of respect, is to state your intentions to

your enemy in some clear fashion and to conduct your rivalry with a sense of proportion. Vampires that value the tradition of respect may have “enemies” that are more like very old friends, invited to social functions and given rights to visit each other’s territory in matters that do not involve their conflict. In other cases, vampires invoke the tradition of respect to settle matters through personal duels rather than elaborate conflicts. No matter how the tradition of respect is conducted, it is considered polite to inform one’s allies and neighbors of a conflict so that they might prepare for potential fallout.

Long in the Tooth

There are notable differences between the behavior of young vampires and old ones. Young vampires tend to be brasher, quicker to anger and without many of the nuanced habits of survival that mark their older kin. Conversely, young vampires tend to have an easier time adapting to new habits, changing circumstances, and disruptions in their nightly routine. Because they lose less in the doing, relatively speaking, young vampires are often the ones who choose to create progeny, which can lead to situations where a newly-made vampire is being raised and taught by someone who barely knows more than they do about undead life. On the other hand, this creates a valuable support network that young vampires can leverage against the interests of entrenched older undead.

Older vampires are defined by their patience, caution, and planning. As a species, vampires tend to die young, especially because discovery so often equals swift and brutal destruction. Those vampires who survive into old age are possessed of overwhelming personal power, extensive information networks, a remarkable talent for secrecy, or any combination of the above. Though they can be more solitary than younger vampires (the years winnow away friends due to misfortune, betrayal, or circumstance), older vampires make a point of gaining influence and power within the mortal communities that hide them, and they leverage this influence to secure their own safety and comfort, and as a weapon against their rivals. Old vampires create progeny much more rarely than young vampires, and with a considerably greater amount of forethought. If they can keep a good relation with their newly-turned child, however, the rewards can be much greater for both parties involved; the new vampire gains access to her maker’s resources, and her creator gains a trustworthy confederate and aide.

Bring Out Your Dead

Though almost any humanoid can theoretically become a vampire, in practice few do. Logistically, of course, any given community can only safely support so many vampires before their numbers threaten collective exposure. However, this is not the primary limiting factor on the number of vampires created and maintained in any given community - indeed, most worlds harbor far fewer vampires than they might theoretically support. Destruction accounts for this to an extent, but the largest reason, by and far, is that even young vampires tend to be picky about who they turn.

Creating another vampire is an act of immense will and sacrifice, and the resulting undead being is not necessarily loyal or even grateful to its creator. As a result, it pays to be selective with one’s “children”, as a vampire. Most people who are purposefully transformed into vampires are selected for a combination of survival instinct, sense of self, friendliness towards the potential creator, interest in undeath (or fear of death or old age), and personal prowess. The vampire dances around the matter for months or even years to be sure of their selection and then makes the preparations. In an ideal scenario, the vampire-to-be is turned with little fuss and remains under their creator’s protection while they transform in death, though for a

valuable enough resource the vampire might attack their selected child and attempt to persuade them of the value of their “gift” post-mortem.

Ideal circumstances do not always happen, of course. Emergencies, love, or political necessity can cause unusual candidates to be made into vampires. A vampire unable to heal a dying bystander or loved one may bestow undeath upon them to preserve their existence, and undeath is sometimes meted out as punishment to nosy mortals that threaten to expose the vampiric community. Sometimes a less-than-ideal candidate simply has to be turned into a vampire to ensure greater control over them, or to gain leverage or even as part of a bargain with another being. The resulting undead beings tend to have mixed feelings about their new state and fit awkwardly into the culture that they now belong to for a very long time.

_____As a general rule, older vampires are more picky about their potential children than younger ones are, and tend to spend years observing very promising candidates before approaching any of them. Elder vampires have been known, at times, to take in young mortals and raise them with the explicit intention of becoming the elder’s heir or strong right hand, training them in the necessary skills and introducing them slowly to the power of undeath before their final transformation, usually in the prime of their life so as to preserve their youth and beauty in reward for their dedication. Younger vampires, on the other hand, are more likely to turn a mortal out of love or passion, or with only a year or two of observation, simply because they lose less in the doing.

Last Rites

As sapient beings, vampires are just as likely to seek faith as the living. Their relationship with divinity is, however, complicated by their undead state. A vampire’s connection to their previous deity of choice (if any) is disturbed by the infusion of negative energy into their soul. The connection isn’t *gone*, but the god in question is aware of the fate that has befallen the new vampire, and a particularly attentive vampire - or one versed in divine casting - is likewise aware that something is not right.

Many good or neutral aligned gods - and their faiths - are justifiably concerned about vampiric membership in their faith. Gods that despise undead likely forsake the vampire entirely, who is left with a distinct sense of *refusal* when they attempt to pray or make contact with their former patron. Most gods are at least willing to see how the vampire reacts to their new circumstances. Often a vampire who was turned by surprise will attempt to embrace their faith, and those willing to provide patience and servitude may eventually be rewarded with transformation back into the living beings they once were. Others, justifiably afraid of any plan that involves them dying a second time before it can be completed, try to make the most of their new circumstances.

Regardless of their relationship with their old - or new - gods, vampires never shake that feeling of disconnection. They have just enough of a sense of their god to know that something isn’t right, even when they choose to worship evil gods. Whether they eventually learn it or not, what the vampire is sensing is a change in their connection to their god, which affects the bond that exists between the two over the astral plane. Their soul, now charged or possibly even replaced with negative energy, no longer gives off quite the same energy as a faithful living soul. Vampires with access to divine spellcasting are often forced to route the flow of their power through the negative energy plane, using its entropic power to amplify their “voice” and be heard by their god. The results are not particularly pleasant for either being, though it is more of an annoyance than any kind of active harm.

Because vampires cannot enjoy the afterlife, they tend to have a different relationship with their gods (assuming a friendly relationship exists) than the living do. Vampires tend to

bargain with their deities and in any event are difficult to motivate with promises of paradise or threats of torment, simply because neither are relevant to the undead being. Most vampires eventually settle into a state of offering respect to gods but not truly serving any, out of mutual disinterest and, perhaps, a whisper of sorrow for what they once had as living beings. Those who remain loyal or discover purpose in faith are exceptional beings, often driven to accomplish great acts in the name of their patrons.

The Lightless Depths

Societies that do not experience the light of the sun have more to fear from vampires. Unrestricted by their ancient weakness, vampires may move more freely and hide more readily in the shadows of underground cultures such as drow or dwarven society, and move through the black depths of the sea unhindered by the sun. The reaction of the living to this fact varies greatly from society to society.

Evil societies, such as drow and sahuagin, are essentially indifferent to the presence of the undead. While it is usually still pragmatic to hide one's vampiric nature (although some sahuagin societies openly bestow the gift of undeath to learned sages, to preserve their knowledge), ultimately a vampire is simply one more deadly thing in a society that is already full of heinously lethal things. Defenses against the undead are installed when an individual worries about them, not societally.

Dwarves and other non-evil societies worry a bit more about the undead, but the closed-in nature of their cities works against the vampire. It's harder to cover up murders or sloppy feedings in tight-knit societies and easier to uncover the odd man out, and as a result vampires do not particularly thrive in the underground cities favored by dwarves and many other races. Indeed, many such vampires are forced to flee, either to the surface and the hateful sun, or to the sunless wilds, where they prey on travelers and monsters for their sustenance.

Chapter Two - Dead Man's Party

Running a Vampire-Themed Campaign

Vampire-centric campaigns present their own unique challenges and difficulties that make them different from other campaigns. Notably, vampires follow a nocturnal life cycle and have great difficulty acting during the day, but other concerns are also present; the need to feed, remain secret, and vampiric weaknesses among them. A party mostly - or wholly - composed of vampires also poses different storytelling challenges than one made up of living creatures, in that it places players in the role of predators who must work to conceal their presence and ensure a steady supply of food.

The following chapter presents mechanical alterations and suggestions to the game intended to make running a vampire-centric campaign easier. There is a fairly strong emphasis on urban-based campaigns; after all, settlements are where the people, and thus the food, is located. Some discussion of vampires on more traditional campaigns can be found towards the end of the chapter.

Vampire Player Characters

The first part of running a vampire-centric campaign is, obviously, vampiric player characters. Undeath changes priorities about a character's training and tactics that can lead to an emphasis on certain classes and skill sets, as well as behaviors.

Presented below is an alternate vampire template meant for campaigns in which one or more player characters are vampires. It is strongly suggested that you only use one vampire template in any given campaign.

Vampire

Vampire is an acquired template that can be added to any living, corporeal humanoid, fey, or monstrous humanoid (hereafter referred to as the base creature). A vampire uses the base creature's stats and abilities, except as noted below. To create a vampire, the base creature must first be slain by a vampire's bite attack, then buried in earth or soil. At the next new moon, the vampire which slew the base creature may sacrifice XP sufficient to reduce his level by 1, placing him at the minimum XP needed for that level (vampires with only 1 level cannot create vampires).

Creating a Vampire

Senses: The base creature gains darkvision 60 ft. or increases its existing darkvision by 30 ft.

Alignment: The base creature's alignment moves one step towards evil. Its alignment on the law-chaos axis is unchanged.

Size and Type: Change the base creature's type to undead. Recalculate racial hit dice. Do not recalculate hit dice based on class levels. Do not alter its base attack bonus, skill points, or class skills. Its size is unchanged.

Special Attacks: The base creature gains the following special attacks:

Vampire Fangs (Ex): The vampire gains a bite natural attack that deals 1d6 damage (damage given is for medium creatures). The vampire gains temporary hit points equal to $\frac{1}{2}$ the damage he deals with his bite attack and also slakes his thirst (see the thirst ability, below). These temporary hit points stack with themselves up to a maximum equal to $\frac{1}{2}$ the vampire's full normal hit point total, and last for up to 1 hour. The vampire does not gain temporary hit points in this manner when damaging constructs or undead with his bite attack.

Channel Resistance (Ex): The vampire benefits from +4 channel resistance.

Vampiric Power: Vampires display a variety of powers; the vampire chooses one of the following abilities upon acquiring this template. The vampire gains the chosen ability. Once made, this choice may not be changed:

Familiar Stranger (Sp): The vampire may cast *disguise self* as a spell-like ability up to three times per day, with a caster level equal to his character level. Starting at 6th level, the vampire may communicate telepathically with any creature within 100 ft. that has a language. At 10th level, the vampire benefits from a constant *detect thoughts* effect at a caster level equal to his character level.

Hypnotic (Sp): The vampire may cast *charm person* and *charm animal* as spell-like abilities up to twice per day, with a caster level equal to his character level. At 6th level, the vampire may also cast *charm monster* up to twice per day as a spell-like ability with a caster level equal to his character level.

Servitor Beast (Ex): The vampire gains an animal companion. His effective druid level is equal to his character level minus three, which might mean that the vampire does not attract a companion immediately. If the vampire would gain an animal companion from another source (such as druid levels), he instead possesses a single animal companion at his highest effective druid level, plus one.

Undying Ferocity (Ex): The vampire gains 2 claw attacks that deal 1d4 damage (or increases the base creature's existing claw damage by 1 die step; damage given is for medium creatures) and gains temporary hit points equal to $\frac{1}{2}$ the damage dealt with these claws (but does not slake his thirst). These temporary hit points are treated as though gained through the vampire's vampire fangs ability for the purposes of stacking, and last for up to 1 hour.

Special Qualities: The base creature gains the following special qualities:

Shadowless (Ex): A vampire casts no shadows and shows no reflection in a mirror; in a room with shadowy or better illumination, or with one or more mirrors, creatures gain a +5 circumstance bonus on their Knowledge (religion) checks to identify the vampire.

Thirst (Ex): A vampire must feed to sustain themselves. If the vampire does not gain 10 temporary hit points through his bite attack before sunrise each morning, he becomes hungry, suffering a -2 penalty to all D20 rolls, as well as a -1 penalty to the vampire's save DCs. After three days without feeding, these penalties increase to a -4 to all D20 rolls, -2 to the vampire's

save DCs, and a -2 penalty to the vampire's caster level, initiator level, and manifester level. These penalties vanish after the vampire has gained the required number of temporary hit points. Vampires that are cut off from the sun (such as by living underground) must meet their feeding requirements every 24 hours.

Vampiric Weakness (Ex): The vampire is vulnerable to sunlight; it becomes exhausted (ignoring immunity) when exposed to direct sunlight and suffers a -4 penalty to its level-based variables (such as those calculated based on caster level, initiator level, manifester level, or character level, among others) while so exposed. Additionally, choose one of the weaknesses listed below. The vampire gains the chosen weakness (once made, this choice may not be altered):

Accursed Being (Ex): The vampire is vulnerable to holy symbols of good-aligned religions; if confronted by such a symbol (wielded by a member of its faith as a standard action or used as part of casting a divine spell) the vampire suffers a -2 penalty to attack rolls and saving throws for 3 rounds. In addition, the vampire cannot cast spells with the evil descriptor that target creatures bearing such symbols, nor include those creatures in the area of spells with the evil descriptor.

Arithmomania (Ex): Some vampires develop an obsession with counting objects. The vampire suffers a -2 penalty to attack rolls, skill checks, and concentration checks while in the presence of a small objects (such as a bowl of rice or a pile of coins) that he has not yet counted. This penalty does not stack with itself, and persists as long as the vampire can see the container, or until he spends a full-round action doing nothing but count the objects. If there is more than one grouping of small objects nearby, the penalty lasts until the vampire has counted them all (spending at least one full-round action per grouping).

Foot in the Grave (Ex): The vampire's body has been weakened by the transition to undeath. The vampire gains a -2 penalty to its Strength and Dexterity whenever it is subjected to a critical hit or sneak attack. This penalty stacks with itself and lasts until the vampire can rest for eight hours.

Purification (Ex): The vampire's corruption is especially susceptible to fire; it suffers an additional 25% damage (rounded down) from fire damage. A vampire that is immune to fire may not select this weakness, and a vampire that selects this weakness may not gain fire immunity or fire resistance; attempts to do so simply fail.

Spilled Blood (Ex): The vampire is not immune to bleed damage or damage to its Strength and Dexterity scores.

Unclean Being (Ex): The cleansing touch of water is enough to hinder the vampire. While standing in water at least an inch deep, the vampire is *slowed*. When the vampire is affected by a spell of the water descriptor, they must succeed at an additional Reflex save (DC equal to the spell's save DC) or suffer 1d6 damage per two caster levels of the spell's source (items typically have their own caster level).

Abilities: Strength +2. Increase the base creature's Intelligence, Wisdom, or Charisma by +2. As an undead creature, the vampire does not have a Constitution score.

Skills: Bluff +2, Diplomacy +2

Challenge Rating: +1

Sidebar - Soon, the Living Shall Envy the Dead

When running a *Lords of the Night* campaign, our suggestion is to let all PCs have the benefits of the vampire template without worrying about adjusting their level or otherwise compensating for the increased power (aside, of course, from in your encounter design). However, the template presented above can also be used to play a vampire in a more traditional campaign. If you choose to allow its use, some adjusting may be necessary.

Existing rules cover the use of templates by PCs. However, an alternate suggestion to the use of these rules is to have the vampiric character gain XP one track slower than the rest of the party; that is, if the party is using the fast XP track, the vampire uses normal, and so forth (if the campaign is using slow XP gain, the vampire remains 1 level lower than the party and is treated as being of equal level when calculating XP gained and average party level).

The reverse case - a living character in a *Lords of the Night* campaign - may also be true, and presents an interesting roleplaying opportunity. Though you don't necessarily have to "catch up" such a living character to the power level of the vampiric party members, GMs that wish to can do so by offering small bonuses, such as an additional character trait and a bonus feat at 1st level. Alternately, the living character could take a template with a CR adjustment of +1 or lower (such as half-doppelganger), placing them into an equivalent position to their vampiric compatriots.

Lessons in Death - Vampiric Skills

While vampires can theoretically spawn from all walks of life, in practice successful vampires display certain patterns of behavior and experience. While rare and exceptional individuals - often "blessed" with undeath by demonic cults - can get away with being ravagers that leave trails of death strewn in their wake, most vampires must cultivate careful behavior and a talent for deception, suspicion, and patience that serves them through their immortal unlives. Most vampires invest quite a bit of time into training their progeny in the habits that have kept themselves alive, so as not to waste the time and effort it took to turn the person to undeath in the first place.

In terms of skills, almost all vampires acquire Knowledge (Religion) early in their undeath; clerics wield powers that can destroy vampires or strip them of their will, and must be identified and then eliminated as threats as swiftly as possible. A certain acumen for Bluff, Sense Motive, and Perception helps most vampires hunt and blend into mortal society, though more overt ones may favor Stealth instead. Vampires do not tend to advance Profession skills unless they have a prior interest or are spending their days performing the Profession somehow; the hunt consumes much of their active time out among others. Quite a few do take up a Craft that forms their hobby during daytime hours when they dare not venture out of doors for fear of their vulnerability.

The Unquiet Dead - Vampires and Class Levels

Vampires advance by class level and are often as, or more, potent than their living counterparts. Certain classes make better fits for undeath than others, and in some cases have mechanical alterations brought about by the character's new state. These are discussed below.

Akashic Classes: Vampires use their Charisma in place of their Constitution when qualifying for akashic feats and abilities, allowing them to leverage their supernatural force of personality to deadly effect. Whether it's combining their undead savagery with natural attack veils or combining their immortal cunning with veils that entrance and immobilize their foes, akashic vampires are amongst the deadliest of undead.

Arcane Classes: Vampiric spellcasters are famed and feared for the terror of their magics. With unlimited time to hone their art, ancient vampiric mages can unleash spells from unknown periods of history, display strange and bizarre magical items, and layer their resting places in protective magics and cunning traps. Vampiric spellcasters tend to favor spells that paralyze or incapacitate their victims, so that they can feed, though mind control is often utilized for the same effect.

Divine Classes: Relatively rare among vampires, divine classes are often striking enough that they seem more common than they are. Vampires that can channel energy always channel negative energy (even if their class or alignment normally cannot), and they tend to prepare their spells at sunset or midnight. Vampiric clerics always spontaneously cast *inflict* spells (even if their alignment normally does not), and vampiric druids replace their ability to spontaneously cast *summon nature's ally* with the ability to spontaneously cast *inflict* spells, just as an evil cleric does. Vampire paladins often make use of the nightguard archetype (see chapter three); paladins turned to vampires may elect to replace their class features with those of the nightguard archetype upon rising as undead. Those that do not pay a terrible price, as utilizing their lay on hands ability causes them to suffer as though exposed to direct sunlight for 2 rounds as they channel harmful positive energy.

Martial Classes: Possibly the rarest kind of vampire, vampiric warriors are nearly unheard of. Brawlers, fighters, monks, and swashbucklers lack the tools of subtlety needed to survive in undeath. Savage vampires sometimes train as barbarians, and often favor the way of the frenzied slayer because of its more defensive nature. Martial vampires are found in three varieties, when they are encountered: those with the social skills needed to blend in (often warders or warlords), those whose food supply is provided by another source, and those who can afford to have their identity as one of the undead publicly known. Others tend to die to mortal hunters in short order, victims of an unsuitable skill set.

Psionic Classes: Vampire psionics can be strange and terrifying foes to face, augmenting their powers of undeath with new and strange capabilities. Still, some trends can be seen; vampire aegii and soulknives are comparatively rare, though vampiric psychic warriors are not unknown and can indeed be feared for their enhanced fangs and terrifying physical might. Vampiric vitalists and tacticians turn their talents to leading hordes of servants both living and undead, while vampire psions, cryptics, and dreads exploit mortal society, worming their way into positions of safety in which to corrupt the living around them. It is notable that more wilders become vampires than the other way around; undeath dulls passions, making it harder for a vampire to find the wilder's path after their heart has ceased to beat.

Skillful Classes: Though it isn't always easy, vampiric bards, investigators, rangers, rogues, and slayers all get by, though they are usually reduced to crude murders in alleyways or sloppy seductions in order to feed. These sorts of vampires thrive in poor and violence-stricken parts of the urban environment, preying upon the ignorance and injustice of the populace around themselves to stay secret and safe. As with wilders, more bards become vampires than vampires become bards; though a vampire can see the passion she stirs in others with her primal music, she can never again experience that passion, and too many set their instruments down and never pick them back up.

Feeding

Feeding is all-important to vampires; their thirst calls to them constantly, and if they do not slake it regularly they suffer incredible pain and lethargy. Just as important as feeding, however, is concealing the vampire's activities. The following rules relate to slaking a vampire's thirst.

Death's Kiss: Given a sufficiently relaxed or unaware victim, a vampire can feed with a minimum of sloppy gore and waste. A vampire may make a Bluff or Diplomacy check (opposed by the higher of its victim's Perception or Sense Motive) to engage in death's kiss against a creature with an attitude of friendly or better. A successful Stealth check (opposed by its victim's Perception) permits a vampire to engage in death's kiss against a flat-footed creature, regardless of its attitude (failing this check alerts the victim to the vampire's presence). A vampire does not need to make a check to engage in death's kiss against a willing creature.

While engaged in death's kiss, the vampire and its victim share a space. The victim is considered helpless and suffers damage equal to 2 + the vampire's strength modifier each round. The vampire gains temporary hit points equal to the damage dealt this way, which are treated as if coming from their vampire fangs ability for stacking and slaking the vampire's thirst. The vampire is treated as flat-footed while engaging in death's kiss, but can end it as a free action on their turn (this returns the vampire to their space). Both the vampire and their victim experience a euphoric rush during death's kiss, which can become addictive to mortals overexposed to it, though a successful Will save (DC 10 + $\frac{1}{2}$ the vampire's character level + the vampire's Charisma modifier) ends the effect and drives the vampire back into its previously-occupied space. Any amount of damage is sufficient to end death's kiss, returning the vampire to its own space. If the vampire engaged in death's kiss would reduce their victim to 0 or less hit points, they may instead reduce that creature to 0 hit points.

Death's kiss leaves behind a pair of fang marks that add a +2 circumstance bonus to Knowledge (religion) checks made to realize that the victim was attacked or slain by a vampire.

Simplified Feeding: It is not always appropriate to play through a vampire's hunt from beginning to end at the table. When appropriate, the GM can ask a player that wishes to feed to roll a Bluff, Stealth, or Survival check (player's choice) vs. a DC of 15 + the area's Alert Level. Success indicates that the vampire has acquired 5 temporary hit points that go towards slaking their thirst (see the thirst ability of the vampire template), plus an additional temporary hit point for every 5 points by which the DC was exceeded. Failure raises the settlement's Alert Level by 2.

Sidebar: Optional Variants

Unlike the other variants in this chapter, these mechanics are not considered necessary to run a *Lords of the Night* campaign; instead they are presented as options to expand on the themes of undeath for gamemasters interested in their themes.

The Sleep of Ages: For various reasons, a vampire may wish to pass a large amount of time all at once. These vampires may enter the sleep of ages, a state in which they rest dormant for many years while their body enters a preserved stasis. The vampire enters the sleep of ages as a full-round action and becomes helpless. During this time, the vampire may make Perception checks to note his surroundings without penalty, but is otherwise given over solely to dreams. The sleep of ages lasts for a minimum of 10 years, plus any additional number of years the

vampire wishes to extend it by, and may only be ended early if the vampire detects hostile creatures within 30 feet of himself or suffers damage. Upon waking, the vampire suffers penalties as if he'd gone three days without feeding.

Scourge: When using this variant, vampires must sustain themselves from sapient life force; the vampire can only slake his thirst when feeding on living creatures with an Intelligence score of 3 or higher.

Simplified Spawning: When using this variant, creating another vampire is not the involved process described earlier in this chapter. Instead, whenever a creature eligible to become a vampire is slain by a vampire's bite attack, they rise as a vampire three days after being buried in the earth. If the creature is not buried within one month, it does not rise as a vampire.

Alerts

The world is full of hidden threats that lurk amongst a populace, from cunning spies concealing themselves in urban settlements to shapeshifters, vampires, and sinister cults using a city's population to hide their dark arts. All of these threats trade on secrecy to execute their agendas, but mistakes - or unavoidable consequences from their acts - can reveal the hidden monsters to the residents around them.

The following Alert system measures a Settlement's (here defined as a village, town, or neighborhood) general wariness and suspicion of a hidden threat in their midst. It is not intended to measure a reaction to a known or ongoing threat, such as nearby woods full of dire wolves or an impending invasion. The Alert system measures a settlement's Alert Level, which is rated 0 (Peaceful) through 10 (Manhunt). Each Settlement has a Base Alert Level, which it tends to begin at and to which it will eventually return. Certain events, known as Provocations, modify a Settlement's Alert Level by either raising or lowering it. Some Provocations may be permanent, while others can be resolved, which removes their modification.

For a game that includes vampires as player characters, managing the Alert Level of their home or temporary residence is all-important. Detection by the mortal herds can lead to the vampire's destruction and is, at the very least, highly inconvenient and may cause the loss of property and political contacts. The vampire must watch not only their own behavior, but ensure that other killers and villains do not disturb the mortals and give them a reason to keep an eye out for the predator in their midst.

Base Alert Levels

All Settlements have their own unique attitudes, mores, and problems. All of these add up to a Base Alert Level that shows how wary and prepared the Settlement is on a regular basis. An inner kingdom village with few problems probably defaults to a Peaceful state, where a crime-ridden neighborhood might be Wary or even Suspicious as a general rule. The following are examples of reasons a settlement might have a higher or lower base alert level (and resolving or changing those reasons may affect its base alert level). A settlement may have more than one influence on its Base Alert Level; use the following as guidelines for the sort of mechanics used to help flesh out a settlement's attitudes and preparedness.

Secret: The settlement has a secret that it feels the need to hide from outsiders, be it a dark cult or a sacred artifact. The settlement's default Alert Level is 3 (Wary), and checks made to

influence its natives with social skills suffer a -2 circumstance penalty. Ordinary citizens are probably armed, and band together to shut out and discourage - or murder - outsiders.

Superstitious: The settlement has beliefs or superstitions that make it react poorly to changes in daily routine. The settlement's default Alert Level is 2 (Wary), and any Provocation that increases the Settlement's Alert Level has a 25% chance to increase its Alert level by an additional 1.

Threat: The settlement faces a persistent threat of some variety, such as a nearby den of monsters or an ongoing military conflict. The settlement's default Alert Level is 2 (Wary), and ordinary citizens possess arms and armor, and probably have heroic class levels. Strangers to the settlement that help fight against the persistent threat benefit from a +1 circumstance bonus to skill checks made to influence the natives socially.

Time of Peace: The settlement enjoys relative peace and security; it may have a strong military presence, be known for its law and order, or just seem blessed with avoiding tragedy. The settlement's default Alert Level is 0 (Peaceful), and it tends to welcome strangers with open arms. The first Provocation that increases the Settlement's Alert Level increases it by an additional 1.

Sidebar - Settlement Rules

Here are some tips about how the existing settlement rules might interact with the Alerts system.

Corruption: A society with high corruption is generally advantageous to vampires. Guards can be convinced to look the other way (via a bribe) or that the whole thing is too much effort (via a Bluff check, adding the settlement's corruption modifier to the result of this check). Anyone sneaking through the streets benefits from this apathy, adding the settlement's corruption score to their Stealth checks

Crime: A high crime is both a help and a hinderance to vampires, as it helps to camouflage their own wrongdoings while also making the population more alert. A citizen adds the settlement's crime modifier to their Sense Motive checks to avoid being bluffed, but there is a chance that a crime will go un-noticed. Each time a crime would cause the settlement's alert level to rise by more than 1 point, make a crime check (d20 + settlement's crime modifier) DC21. If successful, the alert level only rises by 1 point.

Economy: A booming economy is attractive to a certain sort of vampire, but does not help them in any way (apart from the minor crime and corruption that often accompany a lot of money moving about).

Law: A strict settlement can be advantageous to a vampire dealing with city officials (add the law modifier to any diplomacy roll against an official). However, a higher law modifier indicates more thorough patrols and more thorough investigations by the watch.

Lore: An educated society works against a vampire, as a citizen adds the settlement's lore modifier to their Knowledge checks to identify creatures (it is assumed that the citizens have easy access to a public library or similar).

Society: A cosmopolitan society is the greatest boon a vampire could ask for. A vampire adds the settlement's society modifier to their Disguise checks, as well as to their Diplomacy checks to alter the attitude of any citizen (except officials, see "Law" above).

Provocations

Provocations, despite their name, are any event which might modify a Settlement's Alert Level, whether to increase it or decrease it. Provocations are often modified by how the Settlement *perceives* an event, rather than what actually happened. The following list is an example of Provocations that might affect a Settlement's Alert Level, though it is not intended to be exhaustive.

Death, Accidental or Natural: Seemingly accidental or natural deaths (a tree falls on a lumberjack, an old woman dies of heart failure) are not necessarily suspicious in and of themselves. However, as the death toll mounts, the Settlement begins to grow more worried. The first three accidental or natural deaths in any given month do not modify the Settlement's Alert Level, but each death thereafter increases it by 1, then by an additional 1 if the victim died in a similar or identical fashion to one of the previous victims. It takes approximately one month of no further deaths for the modification from this Provocation to abate.

Death, Suspicious: An identifiable murder or attack is a cause for concern and alarm. The Settlement's Alert Level raises by 2 (3 if the Settlement was previously Peaceful), and the local watch and/or militia are immediately involved. The modification from this Provocation abates after one year or when the community believes it has captured or slain the perpetrator of the attack, whatever comes first.

Missing Person: A known citizen or visitor to the Settlement is missing, either without explanation, or with some evidence of an attack or struggle. If they do not resurface within 3 days, increase the Settlement's Alert Level by 1 (by 2 if there is evidence of a struggle or attack). The modification from this Provocation abates after three months or after the missing citizen is found and their absence explained (possibly entailing the capture or death of their abductor).

Attacker Identified: The monster responsible has been identified and reported by a reliable source. The Settlement's Alert Level increases to 6 unless it is already higher. Local military elements and/or law enforcement actively distribute information about the threat; citizens of the Settlement do not need to make Knowledge checks to identify the threat's type and/or subtypes and the strengths and weaknesses granted by its type and subtypes (they still may need to succeed at an appropriate Knowledge check to identify its other abilities and history). The modification from this Provocation abates after one year or whenever the Settlement believes the threat has been slain, captured, or driven out.

Threat Sighted: A citizen of the Settlement has seen a threat (an orcish spy, a lurking ghoul) and reported it to others. Increase the Settlement's Alert Level by 1, then by an additional 1 if the threat was spotted attacking a citizen. The modification from this Provocation abates after one year or whenever the Settlement believes the threat has been slain, captured, or driven out.

Call for Peace: A trusted civic leader states that the problem is under control, and citizens should go back to their lives. (Alert level -1, -2 in lawful-aligned settlements). The modification from this Provocation abates after the next time the alert level is raised.

Call for Alarm: A trusted civic leader call for alarms, asking the population to be extra prepared and ready to oppose the threat (Alert level +1). The reasoning behind this may not be entirely in the civic interest, though simply eliminating the leader is more likely to provoke the settlement

further than it is to help. The modification from this Provocation abates after one month or when the leader calls for peace..

Strange Happenings: Events out of the ordinary (a new tree grows overnight, bottles re-arrange themselves) begin happening in the Settlement. Raise the Settlement's Alert Level by 1, then by an additional 1 if the strange events injure any citizens. The modification from this Provocation abates one week after the events cease or are otherwise contained or revealed to be benevolent.

Property Damage, Mild: A piece of public or private property has been maliciously assaulted. This Provocation covers such occurrences as threatening messages, broken locks, and murdered livestock; minor occurrences such as graffiti or accidents do not modify the Settlement's Alert Level. Increase the Settlement's Alert Level by 1 for each such event. The modification from this Provocation abates two weeks after the attacks stop.

Property Damage, Major: A building has been destroyed or thoroughly ravaged, a sacred space defiled, or a public icon toppled. Increase the Settlement's Alert Level by 2 for each such event, plus an additional 1 if the property destroyed was a source of safety or calm in the community (such as a watch house or a temple). The modification from this Provocation abates one month after the attacks stop. Note that any citizens killed in these attacks count as Suspicious Deaths.

Warning: The Settlement has been convinced to arm themselves against some hidden threat or danger. Increase the Settlement's Alert Level by 2. Citizens of the Settlement gain a +2 circumstance bonus to Knowledge checks made to identity the foretold threat. The modification from this Provocation abates after the foretold threat is slain or driven off, or if the Settlement can be convinced that the warning was a sham.

Alert Levels

The following describes the effects of a Settlement's Alert Level on its citizens. These effects are most appropriate when the PCs are the threat or a potential threat; in a more standard campaign, where the PCs are adventurers who aid society, these rules are somewhat extraneous, though they may be useful to model situations where a Settlement is hostile to outsiders but secretive about their attitude.

Peaceful (0-1): Many Settlements default to a Peaceful state; routines have been established, life is relatively free of crime or surprises, and people tend to feel safe or at least not threatened. While people still take precautions appropriate for the area (such as carrying weapons in case of wild animals in a frontier town), citizens generally do not feel the need to be armed and do not gain any special bonuses.

Wary (2-3): Wary Settlements might be located in dangerous places, have a high crime rate, or simply have their hackles raised for some other reason. Citizens stay actively alert (+1 circumstance bonus to Perception checks) and know where the weapons are kept in their homes. Wary Settlements field trained combatants (such as watch members, gangsters, or militia) who keep an eye out for trouble. Life functions normally, however, with no disturbance in daily routine and a general sense of safety.

Suspicious (4-5): The citizens of the Settlement begin to feel threatened. Weapons are kept close to hand, and additional combatants may be brought out to help ensure the peace or to root out a suspected threat. Citizens benefit from a +2 circumstance bonus to Perception checks, as well as to Knowledge checks made to identify a publicly-suspected threat (the latter presumes that information about the suspected threat is available and distributed). A bounty on information or the suspected threat may be posted, and the Settlement has a cumulative 5% chance to attract a party of adventurers for each month it passes at this Alert Level, which resets to 0% after a party is attracted or if the Settlement's Alert Level is reduced to Wary or lower.

Vigilant (6-7): The Settlement is convinced that it is under attack by some hidden threat and may even know the nature, if not the location, of that threat. Patrols are doubled, and the local militia (if any) may be pressed into service. Citizens stay armed and lock their doors, and the measures taken to remain safe have disrupted normal life. If any information on known threats is available it will be distributed, and as a result the citizens of the Settlement benefit from a +3 circumstance bonus to Perception checks, as well as Knowledge checks made to identify any known threat.

Alarmed (8-9): Citizens of the Settlement travel in groups to secure their own safety (and benefit from a +4 circumstance bonus to Perception checks, as well as Knowledge checks made to identify the known threats, if any). Adventurers and mercenaries are called in if the Settlement can afford them, and military backup may be requested if the Settlement remains at this Alert Level for more than a week and can get a message out. Specific countermeasures to the threat, if they exist (such as holy water if the threat is known to be undead) are distributed to the citizenry and the combatants that protect the Settlement. Existing bounties may have their rewards increased.

Manhunt (10): The citizenry rise in their fear and wrath to oust the threat from their community, forming angry mobs with weapons in hand, backed up by trained combatants and available adventuring parties. The bounty on the threat(s) present is likely to be quite high at this point, and those hunting for it benefit from a +5 circumstance bonus to Perception checks, as well as Knowledge checks made to identify the threat. No Settlement can sustain this level of activity for long; after three days, its Alert Level is reduced to 9, and cannot be raised to this level again for 1 week.

The following is additional information on how Settlements of various sizes tend to behave at the various Alert Levels.

Village

These small Settlements often have few resources, though a village located along a trade route may have a high transient population that gives it better-than-average responses to threats. Local law enforcement usually consists of one sheriff, who may also be the captain of the local militia, and one or two deputies. While villages are often lacking in trained combatants, they are also often the home of retired adventurers, who can be much more dangerous than their simple facade might suggest. Villages may have a shrine or small church, and often have a resident adept or, more rarely, a heroic spellcaster.

Peaceful: Life in the village continues as normal. People are mostly happy and the village is welcoming and hospitable to travelers. Most inner-kingdom villages default to a Peaceful state.

Wary: Frontier villages and trade villages (especially river or ocean villages) tend to default to Wary as their Base Alert Level. Wary villages maintain an active militia, which may be trained or lead by a retired adventurer, and attend to the safety of the Settlement as part of their daily routine. The village may have (or construct) a wall or palisade, and the sheriff or her deputies can usually be seen around the public places in town, keeping an eye on trouble spots.

Suspicious: The village responds as if under attack; the militia is called out to active service and reinforcements, if they are available, are called for immediately. The villagers gather around a strong central leader to plan against the threat (eliminating this leader may break the village's morale, causing the citizens to flee for safer pastures). Something akin to martial law is implemented, as the village's normal rules take a back seat to the needs of the moment.

Vigilant: Citizens may begin to flee the village, which sends out regular calls for reinforcements until they arrive. Adventuring parties begin to appear, seeking bounties on whatever dark force is threatening life in the Settlement. Normal life has ground to a halt.

Alarmed: Those villagers who choose to remain gather in a defensible central location and may not be willing to leave the safety of the group to attempt to get a message out. Escape attempts are likely, especially if they know the threat does not, or cannot, act during a certain time.

Manhunt: Mobs with pitchforks lead by soldiers and any remaining or surviving adventurers. Further elaboration is probably not needed.

Town

Larger and more defensible than villages, towns tend to benefit from native defenses (usually at least a wall and gate of some variety) and usually have more law enforcement and either a local military group (usually a militia) or a detachment of their nation's military on hand, even if it's just a recruitment office and a dozen rookies. While towns offer more places for a potential threat to hide than a village does, the risks are still amazingly high - especially if the town figures out it is under attack and closes the gates, trapping the monster inside with their hunters.

Peaceful: Most towns default to a Peaceful state, but the feeling is notably different from that of a village at this Alert Level; law enforcement is visible (even if it is only a guard or two in the town square) and the basic defense of the town is a part of the daily routine. Soldiers manning the wall or on patrol nearby are not unusual. A town may host an adventuring party semi-permanently, or one may be passing through to spend its newfound riches.

Wary: Frontier towns, as well as those located along coasts or rivers, tend to default to Wary. The town keeps a more active militia or augments its local military presence with citizen volunteers, and citizens take basic defensive precautions with their homes and property, such as stout locks and keeping weapons at home or under the counters of their stores.

Suspicious: Towns pushed this far are actively hunting the threat in their midst. Patrols double and civilian volunteers help to keep an eye on the streets while soldiers and watchmen search

the nooks and crannies. Adventurers are called out to hunt the local wilderness for the source of the threat. Reinforcements are not necessarily called for, though there's a chance they may arrive anyway because of reports from private citizens or travelers.

Vigilant: Life begins to resemble martial law. Citizens are encouraged to stay in their homes and most business and trade grinds to a halt. Those leaving the town are questioned and possibly even inspected to ensure that they aren't smuggling the threat out.

Alarmed: At this Alert Level, most towns will try to move non-combatants into defensible central locations. Anyone on the streets is a trained combatant or has a *damn* good reason to be away from safety. If kept at this level for long enough, a threat may move on simply because of a lack of available prey.

Manhunt: Soldiers and watchmen comb the streets and, depending on the Settlement in question, may kick open the doors to homes and businesses to search them for the threat. Towns pushed this far likely remain in martial law for up to one month as they settle out the after-effects of the threat and the damage caused by both it and the hunt for it.

Neighborhoods and Cities

The sheer size of cities makes them easy for even obviously unusual or monstrous threats to hide within, and also difficult to model in this system. Any given city, as a whole, is not modeled as a Settlement; instead, common parts of the city, referred to as Neighborhoods (or districts) are treated as related Settlements. The reason for this is fairly simple: while any given part of a city is related to the others, sometimes activity within a Neighborhood is simply not important or unusual in the perception of other Neighborhoods. Another murder in the slums is hardly noteworthy, but one in the affluent market district is much more unusual.

Ultimately these sorts of relationships are difficult to codify or model without intimate knowledge of the city in question, but the rule of thumb is this: if one Neighborhood is intimately related to another (for example, if the noble's district and the market district have a lot of interaction with each other), they share Provocations unless they stop being related for some reason. So if, in the above example, a man is found murdered in the merchant's district inside his own shop, both the merchant's district and the noble's district treat it as a Suspicious Death and modify their Alert Level accordingly.

The following descriptions describe only life in the affected Neighborhoods.

Peaceful: Affluent and/or well-policed Neighborhoods tend to default to Peaceful; law enforcement is present and well-kept, and people feel safe in their own homes. Basic safety precautions are part of day-to-day life (locking the door to one's home, owning or carrying weapons), but people feel comfortable within the Neighborhood and are not afraid to report goings-on to the watch if they feel the need to.

Wary: Neighborhoods afflicted with poverty or that play host to a large transient population probably default to Wary. People stay alert and attend to their own safety and belongings, but socialization happens and people still walk the streets at night.

Suspicious: Truly bad Neighborhoods may default to Suspicious, especially in cities with relatively weak or absent law enforcement. Most citizens avoid the region of they can; those who cannot are always armed and often have concealed weapons as well. In Neighborhoods with a lower default Alert Level, civilians arm themselves and may take to vigilante action to try and root out the threat, unless the law intervenes.

Vigilant: At this point, the Neighborhood has a siege mentality against the threat; patrols double (or triple) if available, and citizens call in what aid they can. Nearby Neighborhoods likely lend aid if they can spare it. Bounties may be posted, which draw adventurers to combat the hidden menace.

Alarmed: The Neighborhood teeters on the brink; martial law may be declared in the area in an effort to contain the spread of chaos.

Manhunt: The citizenry spills into the streets looking to destroy the thing that has disturbed their life. A riot (or riots) may ensue, and criminals certainly take advantage of the unleashed chaos. The threat, if captured, is almost certain to be summarily slain.

Night to Night Living - Running a Vampiric Campaign

An all or mostly-vampire party changes a lot of the basic assumptions of the game, starting with the activity cycle (vampires are, after all, nocturnal) and continuing with other concerns. Vampires must feed to survive, and that often means preying on sapient beings - beings that are just as smart as the vampire is, and will organize to destroy the predator in their midst. The following section details concerns raised by running a vampire-centric game, as well as matters of tone, theme, and example plot hooks.

The Night Life

Nocturnal campaigns change things, but not always as much as one might think. Many races are very capable of seeing in the dark (elves, orcs, and dwarves, for example) and as a result do not necessarily have a strictly diurnal activity cycle. Even in primarily human settlements, there is a portion of the evening in which people are still social and many businesses - but notably taverns, brothels, and inns - are still operating. While members of certain professions may be active mostly during the night, a vampire hoping to blend in to a town or city environment faces the challenge of not being present or active during the day, especially since their vulnerability to sunlight would expose them for what they are.

There are some solutions that have been taken up by vampires over the years to help hide themselves. While the classic choice is, of course, to simply lair somewhere remote and inaccessible (an underwater cave near the docks, or a tomb), some actually take up day jobs. Vampires don't need to sleep, so if they have sufficient protection from sunlight a vampire might work as an innkeeper during the day, or labor away in dark craft rooms or a blacksmith's forge. A vampire that can keep up a day job benefits from a +1 circumstance bonus to checks made to convince others that they are not undead, though it takes approximately a month of steady work to establish the cover.

Secrecy

Even more than blood, vampires require secrecy in order to survive. All but the most puissant of vampiric beings can - and will - eventually be whelmed by mortal foes if their nature becomes public. Outside of the rare solution of finding acceptance in general society, a vampire keeps its

nature hidden for, quite literally, all that its unlife is worth. Fortunately, vampires have several advantages to aid them in remaining hidden.

Knowledge checks to identify a vampire suffer a -4 penalty until or unless the being making the check observes a clue to the vampire's nature, such as its lack of reflection, catching the vampire in the act of feeding, or a vampiric weakness. Vampires gain a +2 circumstance bonus to checks made to disguise themselves as a member of the living as well.

A vampire being identified within a settlement raises its Alert level by at least 2 (and might raise it more depending on local attitudes) and will rapidly result in reinforcements being called to deal with the undead menace unless the matter is contained or resolved somehow. Angry and frightened mortals most likely attack places they know the vampire to value or frequent - his home or business, for example - and target his known associates.

Sidebar - Coming Out of the Coffin

It's rare, but sometimes a vampire can get away with admitting her true nature to the living society around her. Most frequently this happens in evil societies, where the vampire relies on her personal power to protect herself, but this happens less often than people might think; evil living creatures are not any more likely to tolerate the predator in their midst than good-aligned ones are.

Obviously being openly undead in good-aligned societies is nearly unheard of - yet, it can happen. A vampire may approach a temple, begging their sanctuary and understanding. Others take a legal approach, suing for their citizenship rights and demonstrating non-harmful methods of sustenance in order to secure their place. A vampire with willing servants may make the legal argument that feeding with consent is not a crime, which sometimes holds enough water for them to have a place in public society. Such vampires can expect to be closely watched and distrusted by good-aligned churches - and the living in general - but assuming they either behave or contrive not to be caught at their various crimes, they can live in surprising comfort, even garnering goodwill and protection from hunters.

Of course, the threat of being framed for someone else's crimes always looms...

Dead Man Walking

Vampires only rarely take up traditional adventuring - that is, travel-heavy lifestyles in which one works in a mercenary or para-military capacity. This has much less to do with a lack of altruism (adventuring often pays well, after all) and much more to do with the sheer logistics involved. Vampires are hideously vulnerable during the day and, unlike mortals, cannot train themselves to withstand starvation either. Most of the time moving through the roadways on a regular basis with no certified access to food or shelter is simply too risky, especially if the vampire gets caught out during the daylight, to dare it.

There are exceptions, of course. In lands that do not know sunlight (the deep ocean, for example), vampires move and hunt freely and may indeed take up adventuring. Still, feeding remains the foremost concern, and that's hard to do on the road. Any vampire that wants to take up adventuring needs this all-important issue solved.

The Feast of Scraps - City Life

The overwhelming majority of vampires dwell in urban centers, for the single and undeniable reason that all of the food is there. Even with all of the potential risks - discovery, rivals, and a higher number of native spellcasters among them - the rewards can be great. Cities offer socialization (both with the living and the undead), political power, plentiful feeding, wealth, stability, and a plethora of places in which to make one's lair with convenient access to both

food and escape. Anything a vampire might want can, eventually, be found in a city, though an intelligent vampire remains mindful of a few things.

Rivals

Rival predators are a major concern for vampires. Vampires require live prey and secrecy in order to thrive, and quite aside from rival predators threatening the vampire's food supply, sloppy feeding or attacks can get the mortals spooked and angry, which only makes it harder for the vampire to feed. Most vampires are loathe to simply butcher said rival and then parade the corpse around town, as that would harm their facades or even expose their vampiric power. The ideal solution is to murder or drive out a potential rival before they can harm any members of the vampire's community, but failing that, most vampires either pack up and leave or get very good at arranging for someone else to kill those monsters (or to look like they did, at least).

Spellcasters

Magic-users - and psionics - often have the tools needed to identify a vampire, and they can be much more present in a city than in rural environments and somewhat harder to avoid. The best way to avoid general detection by spellcasters is to be one yourself, but this is not always an option for vampires. Most do their best to blend in to the society around them and give no reason to be picked out from the herd of the living. Those with the means to do so may invest in magical items or other resources to hide their undead nature, or employ minions willing to do so.

Politics

For vampires that choose to involve themselves in politics of some stripe - even if it's just gang violence - security is even more paramount. Where in normal proceedings a political spy or snoop might reveal a sordid affair or illegal business dealings, a vampire has a *much worse* secret, and failing to keep it properly will result in their horrible death. The most time-honored - and effective - solution to this is to live nowhere near where the vampire claims to actually be living, though that means ensuring that they aren't followed back to their true dwelling place. Information control within the vampire's own network can also be vital, and servants entrusted with knowledge of the vampire's undead nature must be shielded from mind-influencing powers.

Telling Vampiric Stories

Though we have discussed some of the changes in tone in running a primarily vampiric campaign, an equally important consideration is how a vampiric party changes the interaction between the players and the game world, and to a different extent between the players and the game master. Quite aside from the previously-mentioned difficulties in adventuring, vampires are predators within the setting. Many - perhaps even most - games involve an adventuring party responding to some dark or sinister happening and attempting to unearth and then stop it, but in a vampiric campaign, the player characters *are* a dark and sinister happening, even if they're not the only ones. The following advice is aimed primarily at game masters looking to run vampire-themed campaigns.

On the Hunt

Vampires thrive best as pro-active members of a particular community or region, which will often be a city of some variety. What this means, more than anything else, is that they need goals to work towards, to be *pro*-active rather than *re*-active. Examples of those goals might be political power, revenge, or the protection of a particular neighborhood or even object. Most campaigns present scenarios the players react to, such as a demonic uprising or a sinister plot by a dark

cult. As the GM of a vampiric campaign, you instead present obstacles to the players' goals, as well as opportunities to help achieve those goals. Do the players want territory? Maybe an elder vampire is offering some, if they'll clean up a problem for him. Their campaign for political influence might be suddenly complicated by the election of a paladin to the city's legislation or a rival underhanded influence that opposes them from the shadows.

This does of course lead to the question of what happens when, and if, the players reach their goals, but those goals are always able to be threatened. The vampiric need for both secrecy and blood means that resting on their laurels is not particularly possible, especially as other up-and-comers seek to curry their favor or eliminate them as rivals. The characters may even dare to dream bigger, seeking influence or goals on a national scale when they find that local power pales. These are *good things*. Encourage your players' ambitions and they'll reward you with a bottomless supply of plot hooks.

Biting Back

The pro-active nature of vampiric campaigns does not preclude the existence of essentially reactive events. Indeed, such events make for great complications to the player characters' goals. However, the important thing to keep in mind is to permit and, indeed, encourage the PCs to come up with their own solutions to these problems. A new temple moving in to the city and bolstering its flagging law enforcement with divine foot soldiers is a potential problem, for instance, but do the vampires subvert the temple? Destroy it? Discredit it in the eyes of the law or frame it for dark deeds? Pack up and move someplace less holy? Running campaigns with open-ended solutions may be slightly more difficult at first, but it's essential for preserving the feeling that the player characters are dangerous predators hiding in the midst of society.

Sample Plot Hooks

The following are ideas and inspiration for reactive plot hooks in a vampire-focused campaign.

Shady Job Offer: The player characters are approached by a quiet man who tells them he has a job opportunity for them. The gentleman represents a demonic cult who wants the vampires' power to back its schemes, and the offer is *very* generous. Things aren't that simple, though: aside from the obvious trust issues, demonic cults have this habit of killing all of the food, and if they get sloppy they might alert the populace and threaten the vampires indirectly.

Paranoia Agent: There's been a murder in the Settlement, and the player characters were lucky enough to find it before any of the mortals were - but they didn't do it. There's another predator in the city and they need to both find it and cover up the evidence of its sloppy feeding before the mortals can panic and destroy both groups.

Ancient Hunger: A truly old vampire has emerged within the city, recently freed of thousands of years of confinement, and she's tearing a swath through the mortal populace in an effort to feed her hunger. Killing her may be more complicated than it sounds, and in any event she may have power or knowledge the player characters can exploit - if they can calm her down before all the food is dead.

The Benefactor: The player characters begin receiving mysterious aid - information, items of power, and blackmail intelligence - from an anonymous benefactor. There's no strings attached at first, but then the letters from their hidden patron begin demanding favors or tasks from them.

The Penitent: A vampiric rival of the player characters has recently created progeny, and she shows incredible promise as a member of the undead community - except one night she approaches the PCs and begs for help escaping her creator. She did not want the gift of undeath and begs their help in escaping the city and reaching a far-away temple where she can avoid harming the innocent. Is it a trap? And if it's not, do they dare to help her?

Chapter Three - Powers of the Undying

Archetypes

The following archetypes are appropriate for characters of any race unless otherwise noted, but may be especially attractive to vampires.

Paladin Archetype - Nightguard

Nightguards are paladins of a sort; instead of dedicating themselves to righteousness, nightguards dedicate their lives to hunting down and destroying those monsters and forces that threaten civilization. The distinction seems subtle, but is all-important. Nightguards *kill monsters*, and leave defending the weak to others. Thus while Nightguards are sometimes mistaken for paladins, they do not use that title for themselves, and usually encourage others not to as well.

Alignment: Any lawful (see code of conduct, below).

Aura of Law (Ex): A nightguard's aura of law (see the *detect law* spell) is equal to her class level.

This replaces aura of good.

Gravekeeper's Blade (Su): Beginning at 2nd level, weapons and natural attacks wielded by the nightguard gain the *ghost touch* property in addition to any other properties, even if they are not otherwise magical.

This replaces lay on hands.

Aura of Resilience (Su): At 3rd level, the nightguard and allies within 10 feet of her benefit from a +4 bonus to their AC against critical hit confirmation rolls.

This replaces aura of courage.

Nemesis (Su): At 3rd level and again every 3 levels thereafter, the nightguard selects a nemesis from the list below. Once made, this choice may not be changed. Some nemeses add

additional effects to the nightguard's smite evil ability. She may only use one such nemesis per smite; she chooses which to use at the time she declares her use of smite evil.

At 3rd level the nightguard may choose from the following initial nemeses:

Specter's Bane: Armor and shields worn or wielded by the nightguard gain the *ghost touch* property in addition to any other properties, even if they are not otherwise magical.

Wolfsbane: Weapons and natural attacks wielded by the nightguard are treated as silver in addition to their actual materials for the purpose of overcoming damage reduction.

Combat Feat: The nightguard gains a bonus combat feat.

At 6th level, the nightguard adds the following nemeses to the list that may be selected from:

Judge: The nightguard may smite any non-good creature with her smite evil ability. All other restrictions of smite evil still apply.

Exacerbate: Victims of the nightguard's smite evil reduce the effects of magical healing used upon them by 50%, to a minimum of 1 point of damage healed.

Smite: The nightguard gains an additional use per day of her smite evil ability.

At 9th level, the nightguard adds the following nemeses to the list that may be selected from:

Incarcerate: Victims of the nightguard's smite evil have their movement speeds reduced by 15 ft.

Demonbane: Weapons and natural attacks wielded by the nightguard count as cold iron in addition to their other materials for the purposes of overcoming damage reduction, and she deals additional damage equal to her Charisma modifier when making melee attacks against evil-aligned outsiders.

Undying Fury: The nightguard is not staggered at 0 or fewer hit points (unless another effect would cause her to be staggered) and does not become unconscious when dying. When the nightguard dies, it immediately becomes her turn, interrupting whatever turn is currently ongoing. For this turn, she may act as if she were not dead. No action she takes during this turn can undo or prevent her death. When she completes this turn, she is dead, and the interrupted turn resumes. This does not affect the nightguard's initiative, should she be raised from the dead during the same encounter.

Additionally, undead nightguards who select this ability are no longer destroyed when they reach 0 hit points and must be reduced a number of hit points equal to their Charisma below 0 before they are destroyed.

Gravekeeper's Vigil: The bonus to AC granted by the nightguard's aura of resilience also applies against touch attacks (such as incorporeal touch attacks or rays).

Lichbane: Victims of the nightguard's smite evil ability lose access to their highest level of maneuvers, powers, and/or spells known while the effects of the smite persist.

At 12th level, the nightguard adds the following nemeses to the list that may be selected from:

Weaken: Abilities, maneuvers, powers, and spells used by the victims of the nightguard's smite evil ability suffer a -3 penalty to their save DCs (a successful Will save (DC 10 + $\frac{1}{2}$ the nightguard's class level + her Charisma modifier) reduces this penalty to -1).

Condemn: Creatures that damage the nightguard with melee attacks or melee touch attacks cannot benefit from healing of any kind for a number of rounds equal to the nightguard's Charisma modifier.

Guilt Wrack: If the nightguard's weapon naturally (that is, without the aid of smite evil or other abilities) overcomes a creature's damage reduction her attacks against that creature deal an additional 2 Charisma damage, which increases to 4 Charisma damage against evil-aligned creatures.

Guilt Wrack: Creatures affected by the nightguard's smite evil ability also become confused for a number of rounds equal to $\frac{1}{2}$ her Charisma modifier.

Imprison: Victims of the nightguard's smite evil are subjected to a *dimensional anchor* effect (no save).

This replaces mercies.

Channel Positive Energy: Nightguards do not gain the ability to channel positive energy.

Aura of Resolve (Su): If the Nightguard is undead, she gains positive energy resistance equal to her character level instead of immunity to charm effects.

This modifies aura of resolve.

Aura of Righteousness (Su): If the Nightguard is undead, she becomes immune to the effects of channel energy, unless she chooses to be affected, instead of immunity to compulsion effects.

This modifies aura of righteousness.

Immortal Vengeance (Su): At 20th level, the nightguard's hunt transforms her on a fundamental level. Her DR increases to 10/evil. Victims of her smite evil ability cannot communicate or cast spells with verbal components. Additionally, weapons and natural attacks wielded by the nightguard gain the *axiomatic* property in addition to their other properties, even if they aren't otherwise magical.

This replaces holy champion.

Code of Conduct: A nightguard must be of lawful alignment and loses access to all class features if she ceases being lawful until such a time as she becomes lawful again. Additionally, the nightguard's code requires her to destroy those that threaten or harm the innocent unless those beings can prove that they are no longer a threat to the innocent (she may still choose to destroy such beings), destroy or safely contain artifacts harmful to the innocent, and to actively ensure the safety of lawful societies.

Ex-nightguards: A nightguard who ceases to be lawful or who grossly violates her code of conduct (such as by collaborating with a monster to extort the innocent) loses access to her paladin spells and class features. If she lost access by ceasing to be lawful, her spells and abilities are restored to her when she resumes a lawful alignment. If she violated her code of conduct, the nightguard must seek atonement through the *atonement* spell.

This replaces the paladin's code of conduct.

Barbarian Archetype - Frenzied Slayer

Some barbarians do not focus on the raw power of rage and instead push themselves to new heights of strength and speed, gaining a killing focus that propels them to blinding acts of violence. Undead barbarians are often frenzied slayers, since the more defensive style permits them to preserve their unlife more wholly.

Frenzy (Ex): At 1st level, the frenzied slayer may frenzy for a number of rounds per day equal to 4 + her Dexterity modifier. At each level after 1st, she may frenzy for 2 additional rounds. A frenzied slayer may begin frenzying as a free action. Temporary increases to Dexterity, such as from the *cat's grace* spell, do not increase the total number of rounds the frenzied slayer may frenzy per day. The total number of rounds per day is renewed after eight hours of rest, though these hours need not be consecutive.

When frenzying, the frenzied slayer gains a +4 insight bonus to her Strength, as well as a +2 dodge bonus to AC and Reflex saves. While frenzying, the frenzied slayer may make an additional attack at her highest attack bonus, though all attacks made that round suffer a -2 penalty (this includes any attacks of opportunity the frenzied slayer might make before her next action).

A frenzied slayer can end her frenzy as a free action and is fatigued after frenzy for a number of rounds equal to 2 times the number of rounds spent frenzying. A frenzied slayer cannot enter a new frenzy while fatigued or exhausted but can otherwise enter frenzy multiple times during a single encounter or combat. If a frenzied slayer falls unconscious, her frenzy immediately ends.

This replaces rage.

Rage Powers (Ex): The frenzied slayer gains the benefits of her rage powers while frenzying rather than while raging.

This modifies rage powers. Unlike most archetypes, frenzied slayer may be combined with archetypes that replace rage powers, provided that they do not otherwise replace or modify other features already replaced or modified by the frenzied slayer archetype.

Greater Frenzy (Ex): At 11th level, the Strength bonus granted by the frenzied slayer's frenzy ability increases to +6, and the AC and Reflex save bonus increases to +3.

This replaces greater rage.

Evasion (Ex): At 14th level, the frenzied slayer gains the evasion special ability while she is frenzying.

This replaces indomitable will.

Tireless Frenzy (Ex): At 17th level the frenzied slayer is no longer fatigued at the end of her frenzy.

This replaces tireless rage.

Mighty Frenzy: At 20th level, the Strength bonus granted by the frenzied slayer's frenzy ability increases to +8, and the AC and Reflex save bonus increases to +4.

This replaces mighty rage.

Prestige Classes

The following prestige classes are appropriate for *Lords of the Night* campaigns. With the exception of greater vampire, each is also potentially usable in more typical campaigns. Some features - such as the psychic vampire class feature of the lethe adept prestige class - may require minor tweaks to be compatible with campaigns not using the vampire template presented in the previous chapter.

Greater Vampire

While all vampires are graced with the power of undeath, most are content to take the gifts that death has given them and rely primarily upon the training and power they enjoyed in life. This is, to an extent, understandable - even the most evil and monstrous of vampires is not likely to enjoy constant reminders of their death, nor of the fragility of their current existence. But some vampires can taste greater power at the edges of their being, a promise that whispers itself in the aftertaste of hot blood and in the silent moments beneath the sickle moon. Even then, many of these leave such power alone. But those that choose to embrace death become something more than the vampires they were. These beings are known, out of both respect and fear, as greater vampires.

Greater vampires come from all walks of life, though generally only successful vampires manage to survive long enough to follow this path. In particular, vampires that favor subtlety of

action stand to benefit most from the powers afforded to them by reaching deeper into their deathly nature.

Alignment: Any

Hit Dice: D8

Role: Any; greater vampires tend to resemble their previous classes in how they approach their problems.

Requirements

_____ To qualify to become a greater vampire, a character must meet the following requirements:

Race: Vampire

Skills: Knowledge (Religion) 3 ranks

Feats: Positive Energy Resistance

Special: Base Attack Bonus +3, or able to cast 2nd level or higher spells, or able to initiate 2nd level or higher maneuvers, or able to manifest 2nd level or higher powers, or able to shape at least 3 veils per day.

Class Skills: the greater vampire's class skills (and the key ability for each skill) are Knowledge (religion) (Int).

Skill Ranks at Each Level: 4 + Int modifier

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special	Class Features
1	+0	+1	+0	+1	Deathly Speed	-
2	+1	+1	+0	+1	Feast of Scraps	+1 level of previous class
3	+2	+2	+1	+2	<i>Mist Form</i>	-
4	+3	+2	+1	+2	Advanced Vampirism	+1 level of previous class
5	+3	+3	+1	+3	Master Vampire	-

Class Features

All the following are class features of the greater vampire prestige class.

Weapon and Armor Proficiency: Greater vampires gain no proficiency with any weapon or armor.

Class Features: At 2nd level, and again at 4th level, the greater vampire advances class features just as if she had gained a level in a class she belonged to previously. She does not, however, gain any other benefit that a member of that class might have gained (such as hit dice, base attack bonus increases, or skill points). This essentially means that she adds those levels of greater vampire to her levels of the previous class and determines her class features (such as power points, initiator level, and bonus feats) accordingly. If the greater vampire had more than one class before she became a greater vampire, she must choose one of them to augment with this benefit; once made, this choice cannot be changed.

Deathly Speed (Ex): The greater vampire's body reacts much faster than other vampires. At first level she increases her Dexterity by 2 and gains Lightning Reflexes as a bonus feat.

Feast of Scraps (Su): Starting at 2nd level, the greater vampire learns incredible feats of parasitic regeneration. As a swift action, she may expend any number of temporary hit points and heal damage equal to $\frac{1}{2}$ (rounded down) the temporary hit points expended this way. Any excess healing that would bring the greater vampire above her full maximum hit point total is lost.

Mist Form (Sp): Starting at third level, the greater vampire may use *gaseous form* as a spell-like ability up to twice per day (with a caster level equal to her character level), except that its casting time is 1 swift action. At fifth level, she may use this ability at will.

Advanced Vampirism: The greater vampire's deathly power grows, pouring strength through her undead body. At 4th level, she may select an additional vampiric power (see the vampiric power ability under the vampire template in Chapter 2) and gain the benefits of that power, just as if she'd selected it when acquiring the vampire template. She may not select a vampiric power she already possesses.

Master Vampire (Sp): At 5th level, the greater vampire reaches the pinnacle of her deathly power, enabling her to command the dead and living alike. She may use *command undead* as a spell-like ability at will (with a caster level equal to her character level). Additionally, the greater vampire may cast *dominate person* up to twice per day as a spell-like ability (with a caster level equal to her character level).

Lethe Adept

Lethe adepts are amongst the most feared of psionicists. Enamored with the power of the mind, these dark telepaths attack the innermost thoughts of others and drink deep of their personalities, enslaving the will-less husks of their victims.

Psions, dreads, and cryptics are the most likely to become lethe adepts, though dark vitalists and certain wilders also pursue this path. Once started down this road, the prudent lethe adept hides their power for all their lives are worth, both to better effect their goals and to prevent themselves from being destroyed out of well-justified fear.

Alignment: Any nongood

Hit Die: d8

Role: Control. Lethe adepts decimate enemies with mental effects that render them incapable of fighting.

Requirements

_____ To qualify to become a lethe adept, a character must fulfill the following requirements:

Skills: Knowledge (psionics) 5 ranks, Knowledge (religion) 2 ranks

Feats: Psionic Meditation, Psychomachy

Psionics: Able to manifest 3rd level or higher powers, at least one of which deals mental ability damage.

Class Skills: the lethe adept's class skills (and the key ability for each skill) are:
Knowledge (religion)

Skill Ranks at Each Level: 4 + Int modifier

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special	Powers Known
1	+0	+1	+0	+1	Psychic Vampire, Expanded Knowledge	-
2	+1	+1	+0	+1	Telepathic Adept	+1 level of existing class
3	+2	+2	+1	+2	Mindbreaker	+1 level of existing class
4	+3	+2	+1	+2	Hollow Puppets	+1 level of existing class
5	+3	+3	+1	+3	Expanded Knowledge	-
6	+4	+3	+2	+3	Greater Mindbreaker	+1 level of existing class
7	+5	+4	+2	+4	Psychic Backlash	+1 level of existing class
8	+6	+4	+2	+4	Expanded Knowledge	+1 level of existing class

9	+6	+5	+3	+5	Telepathic Mastery	+1 level of existing class
10	+7	+5	+3	+5	Chains of No Iron	-

Class Features

All the following are class features of the lethe adept prestige class.

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

Powers Known: At every level except 1st, 5th, and 10th, the lethe adept gains additional power points per day and access to new powers as if she had also gained a level in any one manifesting class she belonged to previously. She does not, however, gain any other benefit that class would have gained (such as bonus feats or class features). This essentially means that she adds those levels of lethe adept to the level of whatever other manifesting class the character has, then determines power points per day, powers known, and manifester level accordingly. If the lethe adept had more than one manifesting class before she became a lethe adept, she must decide to which class she adds each level of lethe adept for purpose of determining power points per day, powers known, and manifester level.

Psychic Vampire (Su): Lethe adepts drain vital energy from the minds they destroy. Whenever the lethe adept deals ability damage to a mental ability score with a psionic power, psi-like ability, or supernatural ability, she gains 2 temporary hit points per point of ability damage dealt. These temporary hit points stack with themselves to a maximum equal to double the lethe adept's manifester level and last for up to an hour. Lethe adepts that are vampires may count temporary hit points gained through this ability towards their daily feeding requirements.

Expanded Knowledge: At 1st level, and again at 5th level and 8th level, the lethe adept gains Expanded Knowledge as a bonus feat. She must learn a power from the telepathy discipline with this feat.

Telepathic Adept (Ex): At 2nd level, the lethe adept's powers over the mind expand further. She increases the save DC for telepathy powers she manifests by 1. Additionally, she gains a +4 competence bonus to Spellcraft checks made to identify powers of the telepathy discipline and to Knowledge (Psionics) checks made to identify psionic items that require one or more powers of the telepathy discipline in their construction.

Mindbreaker (Su): A lethe adept of 3rd level or higher knows how to exploit the weaknesses she creates in the minds of others, sapping their will to fight. Creatures that fail their saving throws against the lethe adept's mind-affecting abilities suffer from a -2 penalty to their attack rolls, checks made to dispel magical or psionic effects, checks to penetrate power resistance or spell resistance, and skill checks for a number of rounds equal to the lethe adept's manifester level.

Hollow Puppets (Su): The lethe adept learns what is possibly her most terrifying ability at 4th level. Whenever she reduces one of a creature's mental ability scores to 0 or lower, that creature falls under her control instead of the usual effects of having that score at 0 or lower, just as if the lethe adept had used *mind control*, *Geth's* on that creature. This control lasts for a number of rounds equal to the lethe adept's key ability modifier (if she has more than one, use the highest), after which the creature suffers the normal effects of its ability damage. While under the lethe adept's control in this fashion, the victim is treated as having the lethe adept's mental ability scores for the purposes of understanding commands and is treated as having a common language with the lethe adept even if it doesn't share a language or speak any languages at all. A creature that breaks free of the lethe adept's control immediately suffers the normal effects of its ability damage.

Greater Mindbreaker (Su): Starting at 6th level, creatures suffering from the lethe adept's mindbreaker ability also suffer a -2 penalty to saving throws made against mind-affecting abilities.

Psychic Backlash (Su): Resisting the lethe adept's power does not free her victims from its pain; starting at 7th level, creatures that succeed their saving throws against her mind-affecting psi-like abilities, powers, and supernatural abilities suffer damage equal to ½ the lethe adept's manifester level.

Telepathic Mastery (Ex): At 9th level, the lethe adept's powers of telepathy sharpen even further. She treats her manifester level as being 2 levels higher than it actually is when manifesting powers of the telepathy discipline or using such powers as psi-like abilities.

Chains of No Iron (Ex): At 10th level, the duration of the lethe adept's hollow puppets class feature increases to a number of rounds equal to her manifester level. Additionally, once per day she may slay a creature controlled by her hollow puppets ability (no save) as a standard action and regain power points equal to that creature's hit dice.

Sussurratore

Sussuratori are the grim secret keepers of vampiric society. Charged with guarding the existence of individual vampiric communities and counteracting the activities of vampire hunters and traitors to the undead, these grim knights engage in a silent vigil designed to keep the fear of death in the undying. When asked why they do not turn over their fellow undead to vampire hunters, any given vampire is likely to list the wrath of the sussuratori as their prime reason.

Curiously, many - perhaps even most - sussuratori are living creatures, the better to effect their purpose and also to keep suspicions of corruption and personal ambition from marring their work. Warlords and stalkers are the most common sussuratori, though mystics, harbingers, and rangers form a strong minority of the membership.

Alignment: Any lawful

Hit Die: d8

Role: Sussuratori engage in a combination of martial prowess and stealth, and may also serve as a secondary face for the party.

Requirements

_____To qualify to become a sussurratore, a character must fulfill the following requirements:

Base Attack Bonus: +5

Skills: Knowledge (Religion) 5 ranks, Stealth 5 ranks

Maneuvers: Able to initiate third-level or higher maneuvers, at least one of which is from the Unquiet Grave or Veiled Moon disciplines.

Class Skills: the sussurratore's class skills (and the key ability for each skill) are: Bluff (Cha), Diplomacy (Cha), Perception (Wis), Sense Motive (Wis) and Stealth (Dex).

Skill Points Per Level: 4 + Int modifier

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special	Maneuvers Known	Maneuvers Readied
1	+1	+1	+0	+1	Silent Blade, Subdual Training	0	0
2	+2	+1	+0	+1	Stench of Guilt	1	0
3	+3	+2	+1	+2	Night's Children	0	1
4	+4	+2	+1	+2	Coffin Call	1	0
5	+5	+3	+1	+3	<i>Shepherd's Sense</i>	0	0
6	+6	+3	+2	+3	Silencing Strike	1	1
7	+7	+4	+2	+4	<i>Death's Challenge</i>	0	0
8	+8	+4	+2	+4	Writ of Passage	1	0
9	+9	+5	+3	+5	<i>Silent Tomb</i>	0	1
10	+10	+5	+3	+5	The Forbidden Name	1	0

Class Features

All the following are class features of the sussurratore prestige class.

Weapon and Armor Proficiency: Sussurratori gain no proficiency with any weapon or armor

Maneuvers Known and Readied: At 2nd, 4th, 6th, 8th, and 10th level, a sussurratore gains new maneuvers known from the Black Seraph, Scarlet Throne, Shattered Mirror, Unquiet Grave and Veiled Moon disciplines. She must meet a maneuver's prerequisites to learn it. She adds her full sussurratore levels to her initiator level to determine her total initiator level and highest-level maneuvers known.

At 3rd, 6th, and 9th level, she gains additional maneuvers readied per day, and at 2nd, 5th, and 8th level she may exchange a known maneuver for a different maneuver that she qualifies for.

Silent Blade (Su): The presence of the sussurratore muffles the sounds of battle they participate in, stifling the normal ring and din of combat. When the sussurratore rolls initiative (or after the surprise round, if there is one), she may also make a Stealth check. Creatures not in combat with her must succeed at a Perception check (DC equal to the sussurratore's Stealth check) in order to hear the sounds of the battle, applying the usual penalties for distance or distraction. This replaces the usual DC to hear the sounds of battle. This ability muffles the sounds of battle within medium range (100 ft. plus 10 ft. per class level) of the sussurratore; combat outside of this range may be heard normally.

Subdual Training (Ex): Sussurratori are often expected to bring their victims in alive, either to avoid panicking the mortals in the area or to extract more information on a possible conspiracy. A sussurratore may convert all damage from a melee attack, martial maneuver, or ranged attack they make to nonlethal damage at no penalty. If the attack or maneuver in question normally deals nonlethal damage, improve its damage by one die step.

Stench of Guilt (Su): At second level, the sussurratore gains a preternatural awareness of the guilt of others. She gains a +4 axiomatic bonus to Diplomacy checks made to gather information, as well as Sense Motive checks. Furthermore, she may make Diplomacy checks to gather information in ½ the normal time (1-2 hours).

Night's Children (Su): Starting at third level, the sussurratore benefits from a constant *speak with animals* effect, except that she may only speak to bats, dogs, owls, rats, and wolves. Furthermore, she may identify vampires on sight without having to succeed at a Knowledge (Religion) check to do so, though learning additional information beyond the effects of the vampire template may still require a successful Knowledge check.

Coffin Call (Su): A sussurratore of fourth level or higher may prepare a coffin with a special ritual, which requires one hour and 100 GP of special materials. Once per day, as a full-round action, the sussurratore may teleport herself or a helpless (or willing) creature to one of her prepared coffins that is large enough to contain the creature; the teleported creature (and all of its worn and carried equipment) arrives comfortably inside the coffin. If there are restraints built into the coffin, such as ropes or manacles, the sussurratore may choose to engage them when she transports the creature. If she does, the creature arrives bound and must make the usual checks to free itself (to say nothing of escaping the coffin). The sussurratore may maintain a maximum number of these coffins equal to her Charisma modifier (minimum 1).

Shepherd's Sense (Sp): Starting at fifth level, the sussurratore may use *augury* up to twice per day as a spell-like ability, with a caster level equal to her character level. Questions asked with this ability must relate to calming a mortal populace, covering up evidence of vampiric activity, or the identity of sapient beings revealing vampiric secrets to mortals. At eighth level, the sussurratore gains an additional use per day of this ability.

Silencing Strike (Su): Starting at sixth level, the sussurratore learns a quieting strike that swallows the sounds her victims attempt to make. She may expend one of her readied strikes as a standard action and make a melee or ranged attack. If it hits, it deals weapon damage as normal plus 6d6 nonlethal damage, and her victim must succeed at a Will save (DC 10 + the sussurratore's class level + her initiation modifier) or become utterly incapable of making sound, even by indirect action, for a number of rounds equal to the sussurratore's initiation modifier. The victim is treated as if within the area of a *silence* spell, and their actions produce no sound whatsoever - glass shatters in silence, weapons break soundlessly, and the victim cannot deal sonic damage or use sonic effects.

Death's Challenge (Sp): Starting at seventh level, the sussurratore may challenge a creature within 100 ft. as a standard action. If she does, both she and that creature are subjected to the effects of the *dimensional anchor* spell (no save) for a number of rounds equal to the sussurratore's class level. Furthermore, the sussurratore and the challenged creature are aware of each other's exact position during this time, and neither benefits from concealment of any kind against the other.

Writ of Passage (Su): Starting at eighth level, the sussurratore may move through walls and other solid objects as though she (and her worn and carried equipment) were incorporeal, provided that the object(s) are owned by a vampire or part of a building owned, operated, or whose owners owe fealty to a vampire. She may identify such objects and buildings when within at least 100 ft. of them; she senses the touch of undeath upon them. This does not afford the sussurratore any additional defense against attacks made by vampires.

Silent Tomb (Sp): Starting at ninth level, the sussurratore may use *forcecage* once per day as a spell-like ability with a caster level equal to her character level. Creatures trapped within her *forcecage* are subjected to the effects of a *silence* spell in addition to the normal effects of *forcecage*.

The Forbidden Name (Su): At 10th level, the sussurratore's powers of secrecy reach their pinnacle. Once per week, she may activate this ability as a free part of her silent blade ability triggering. If she does, any participants or witnesses to the encounter (aside from the sussurratore herself) must succeed at a Will save (DC 20 + the sussurratore's initiation modifier) to be able to communicate about the event in any fashion, even indirectly. Furthermore, existing writing and information on the event - such as battle orders written beforehand - shrivel and erase themselves, inflicting a -10 penalty on all attempts made to research information on the event.

Black Templar

Black templars are blights upon the living. Training in dark techniques that allow them to steal the life-force of others and transform it into akashic energy they can turn to their own purposes,

black templars are reviled as vampires and necromancers by the unenlightened. The fear they inspire in those who know of their true nature is even more terrible, as those who practice the akashic arts are particularly vulnerable to a templar's powers; when a black templar's wrath is turned against such a target, he can drain not only their life, but their essence, draining them until nothing is left but an unliving husk under their control.

Black templars can come from any origin, but usually their ranks are filled with veilweavers and others whose knowledge of akashic energy leads them down these darkened paths.

Role: Black templars must touch their victims in order to exercise their powers, and as a result are often found at the forefront of battle, relying on their akashic abilities to protect them while they decimate all opposition.

Alignment: Black templars are never of good alignment, as the first act in awakening their powers is to drain a sentient being to death, using that dark act to create a hungering hollowness in their own being that is the source of their power.

Hit Die: d8.

Requirements

To qualify to become a black templar, a character must fulfill all the following criteria.

Skills: Knowledge (Arcana) 5 ranks

Veilweaving: Must have an Essence Pool of at least 3 and the ability to have at least 2 veils shaped.

Special: The character must participate in the ritual sacrifice of a sentient creature, using the damage done to their soul by such a deed and the harvested energy to unlock their abilities

Class Skills

The black templar's class skills (and the key ability for each skill) are Heal (Wis), Intimidate (Cha), Knowledge (arcana) (Int), Knowledge (religion) (Int), and Spellcraft (Int).

Skill Ranks at Each Level: 2 + Int modifier.

Level	Base Attack Bonus	Fort Save	Reflex save	Will Save	Special	Veilweaving
1	+0	+1	+0	+1	Drain Essence	+1 level of existing veilweaving class
2	+1	+1	+1	+1	Black Defilement	+1 level of existing veilweaving class

3	+2	+2	+1	+2	Create Husk	+1 level of existing veilweaving class
4	+3	+2	+1	+2	Poison Essence	+1 level of existing veilweaving class
5	+3	+3	+2	+3	Blackened Soul	+1 level of existing veilweaving class

Proficiencies: Black templars gain proficiency with medium armor and bucklers.

Veilweaving: Starting at 1st level, the black templar gains new veils shaped and binds as though he had gained a level in any one veilweaving class he belonged to before he added the prestige class. He does not, however, gain other benefits a character of that class would have gained. If a character had more than one veilweaving class before he became a black templar, he must decide to which class he adds each level of black templar for the purpose of determining his veils shaped and binds known.

Drain Essence (Su) : The black templar learns how to drain the life and essence out of his opponents, empowering himself with this stolen energy. As a melee touch attack that can be taken in place of any attack, the templar may inflict an amount of damage equal to 1d8 per class level plus his Constitution modifier points of damage to an opponent, gaining an equivalent number of temporary hit points and adding 1 point of temporary essence to his essence pool. The temporary essence gained increases by 1 for each class level the black templar gains after the first. If the targeted opponent is a veilweaver or other character with an essence pool of at least 1, the black templar doubles the temporary essence gained and this ability also inflicts 1 point of essence burn per class level. The black templar cannot have more temporary essence in his essence pool at any given time from this ability than twice his class level. The temporary hit points and temporary essence last for a number of minutes equal to the templar's class level plus his Constitution modifier.

Black Defilement (Su): Starting at 2nd level, if the black templar has a temporary pool of hit points from his drain essence ability, he can expend those temporary hit points as a swift action to create a zone of defilement centered around himself; all living creatures within this zone take a penalty to attack rolls and saving throws equal to the templar's class level. The zone extends in a radius around the templar whose distance is a number of feet equal to the temporary hit points expended to activate this ability. These temporary hit points must be expended in units of 5; if the black templar does not have at least 5 temporary hit points available from his drain essence ability, he cannot activate black defilement. The zone moves with the templar and lasts for a number of rounds equal to his Constitution modifier.

Create Husk (Su): Starting at 3rd level, the black templar can transform his victims into shambling husks under his control. Whenever a black templar reduces an opponent to 0 or fewer hit points with his drain essence ability, he can take 1 point of essence burn to transform the defeated opponent into a zombie under his control. The zombie has a number of hit die equal to the base creature. The zombie may act immediately on the templar's turn and moves and attacks as the templar directs. The darkened energy empowering the zombie fades quickly

however, and after a number of hours equal to the templar's class level plus his Constitution modifier the zombie becomes an inanimate corpse.

Poison Essence (Su): Starting at 4th level, whenever the black templar reduces an opponent's essence pool to 0 with his drain essence ability, he may take 5 points of essence burn as an immediate action to poison the target's essence. The target regains an amount of essence equal to the black templar's class level, but this essence has been twisted and corrupted by the templar's influence. The target takes a number of points of damage each round equal to twice the poisoned essence, an amount of Strength damage equal to the poisoned essence, and a penalty to their natural armor equal to the poisoned essence (this cannot lower their natural armor below 0). These penalties last for a number of rounds equal to the black templar's Constitution modifier, after which the target's body is able to re-assimilate the poisoned essence and purify it of the templar's influence.

Blackened Soul (Su): At 5th level, the black templar's corrupting influence reaches new levels of depravity. Once a day when he would activate his create husk ability, he can instead create a more powerful and permanent undead; instead of the normal effects of create husk, the templar may instead treat the target as though they were a corpse targeted by a *create undead* spell with a caster level equal to his character level +1. This undead follows the black templar's instructions to the best of its ability, but the templar can only maintain one such undead at a time; unless it's destroyed the undead remains active and under the templar's control until he uses blackened soul to create a new undead, at which point any undead previously animated by this ability immediately reverts to an inanimate corpse.

Feats

The following feats are appropriate for vampire-themed campaigns. Feats tagged with the [Vampire] descriptor are meant to only be used in the campaign style outlined in this book. Feats without that descriptor may be appropriate for other campaigns as well.

Blush of Life [Vampire]

You have learned to hide the signs of your undeath.

Prerequisite: Vampire

Benefit: You lose the shadowless racial trait. Additionally, you detect as your actual alignment when subjected to the *detect evil* spell or similar abilities (unless you have another ability that would alter how you are detected) and Knowledge (religion) checks made to identify you as undead or discern your vampiric nature suffer a -4 penalty.

Normal: Undead always detect as evil when subjected to the *detect evil* spell.

Dirgesinger [General]

You have learned to affect the undead with your bardic power.

Benefit: You may affect undead with your bardic performances as though they were not immune to mind-affecting abilities. Mindless undead remain immune to your performances.

Draining Spell [Metamagic]

Your spells leech life from your foes, granting it to you.

Prerequisites: Empower Spell *and/or* vampire

Benefit: You gain temporary hit points equal to half of the hit point damage dealt by a draining spell, plus half of the ability damage dealt by the draining spell. If the draining spell deals

damage to multiple victims (such as a *draining fireball*), calculate the temporary hit points gained based on the victim that suffered the most damage. These temporary hit points do not stack with themselves and last for up to 1 hour.

A draining spell uses up a spell slot 1 level higher than the spell's actual level.

Fang and Fury [Combat]

You combine savagery and martial training.

Prerequisites: base attack bonus +6, able to initiate 3rd level or higher maneuvers, bite natural attack

Benefit: Once per round you may make a bite attack as an additional part of initiating a strike. This bite attack must be made against one of the targets of your strike. It does not gain any of the benefits of the strike (though it might benefit from other effects, such as boosts or stances).

Grave's Embrace [Heritage]

You enhance your deathly nature, granting you some measure of control.

Prerequisites: Mixed Blood (undead) *and/or* graveblood subtype

Benefit: You may choose to count as undead only if it would be advantageous to you when resolving the effects of spells and abilities (you still do not gain undead immunities unless you are actually undead). Once per day you may drain your own life force to gain power; as a swift action you suffer a -4 penalty to your Constitution and gain a +4 untyped bonus to another ability score of your choice. Both bonus and penalty last for up to 1 minute.

Normal: Graveblood creatures count as undead for the purpose of resolving spells and abilities (they still do not gain undead immunities unless they are actually undead).

Imitate Corpse [Combat]

You can use your undead nature to pull a classic ruse.

Prerequisites: Undead type

Benefit: When you use the Bluff or Knowledge (religion) skills to appear fully dead (as opposed to undead), you may do so as an immediate action. Add a +4 circumstance bonus to this check if you activated this ability in response to suffering damage. As usual, you fall prone and observing creatures must succeed at a Knowledge (religion) or Perception check with a DC equal to your check's result to realize that you are not fully dead.

Normal: It takes a move action for an undead creature to appear fully dead using the Bluff or Knowledge (religion) skills.

Improved Channel Resistance [General]

You are harder to influence with channeled energy.

Prerequisite: Undead type

Benefit: Your channel resistance increases by +4 (even if you didn't have channel resistance).

Special: You may take this feat multiple times. Its effects stack.

Sidebar - Mixed Blood

The Mixed Blood feat has been reprinted here from *Bloodforge* for the sake of completeness and because it serves as the most common entry point into the Grave's Embrace feat, above.

Additionally, Mixed Blood (Undead) can be a great way to represent a vampire blessing an underling with just a taste of deathless power, or to represent a character's successful experiments with undeath.

Mixed Blood [Heritage]

You come from a family with diverse heritage.

Benefit: Choose one: Aberration, Air, Chaotic, Cold, Dragon, Dwarf, Earth, Elf, Evil, Fey, Fire, Giant, Gnome, Goblinoid, Good, Halfling, Lawful, Magical Beast, Monstrous Humanoid, Orc, Ooze, Outsider, Plant, Reptilian, Undead, or Water. Gain the benefits associated with your chosen type or subtype from the table below.. You may choose a subtype that is not appropriate for your creature type (such as a monstrous humanoid gaining the dwarf subtype through this feat). Do not recalculate your base attack bonus, saving throws, skill points, or hit dice.

Special: You may take this feat multiple times. Each time, you choose a different type and/or subtype from the above list. You may not select a type or subtype you already possess or gain both the cold and fire subtypes through this feat.

Mixed Blood type bonuses

Base Creature Type	Benefit
Aberration	You gain the aberrant subtype. Additionally, you gain darkvision 60 ft. or your existing darkvision improves by 30 ft.
Air	You gain the air subtype, and you gain a +1 dodge bonus to AC vs. ranged attacks as well as immunity to inhaled poisons.
Chaotic	You gain the chaotic subtype, and you gain a +2 racial bonus on saves against effects with the lawful descriptor.
Cold	You gain cold resistance equal to 5 + your level. At 7th level, you gain the cold subtype.
Dragon	You gain the drakeblood subtype, and you gain the scent special quality.
Dwarf	You gain the dwarf subtype, and you gain a +2 competence bonus to your CMD when resisting a bull rush or trip attempt while standing on the ground.
Earth	You gain the earth subtype, and your natural armor bonus increases by 1.
Elf	You gain the elf subtype, and you gain a +1 racial bonus on Perception checks and ranged attack rolls involving a bow, crossbow, or firearm.
Evil	You gain the evil subtype, and you gain a +2 racial bonus on saves against effects with the good descriptor.
Fey	You gain the feyblood subtype, and you gain a +2 racial bonus on saves against compulsions.

Fire	You gain fire resistance equal to 5 + your level. At 7th level, you gain the fire subtype.
Giant	You gain the giant subtype, and you gain a +2 racial bonus on intimidate checks and a +1 competence bonus on CMB and CMD.
Gnome	You gain the gnome subtype, and you gain a +1 racial bonus to Craft and Perception checks.
Goblinoid	You gain the goblinoid subtype, and you gain a +2 racial bonus on Stealth checks.
Good	You gain the good subtype, and you gain a +2 racial bonus on saves against effects with the evil descriptor.
Halfling	You gain the halfling subtype, and you gain a +1 racial bonus on Acrobatics checks and attacks made with thrown weapons.
Lawful	You gain the lawful subtype, and you gain a +2 racial bonus on saves against effects with the chaotic descriptor.
Magical Beast	You gain the beastblood subtype, and you gain a +1 racial bonus to Fortitude saves.
Monstrous Humanoid	You gain the crossblood subtype, and your existing natural armor bonus increases by 1.
Orc	You gain the orc subtype, and you gain a +1 racial bonus on melee attack and damage rolls.
Ooze	You gain the slimeblood subtype, and you gain acid resistance 5.
Outsider	Your type changes to outsider (native), and you gain a +2 racial bonus to Knowledge (Planes) checks.
Plant	You gain the earthblood subtype, and you gain low-light vision and do not need food to survive, provided you spend at least 1 hour a day in sunlight.
Reptilian	You gain the reptilian subtype, and you gain a 15 ft. climb speed.
Undead	You gain the graveblood subtype, and you gain negative energy resistance 5.
Water	You gain the water subtype and a swim speed equal to your land speed.

Positive Energy Resistance [General]

You have adapted to become resilient to positive energy damage.

Prerequisites: Undead type

Benefit: You gain positive energy resistance equal to 5 + your hit dice.

Special: This feat may be retrained at no cost if you cease being undead. It still takes time to retrain.

Psychomachy [Metapsionic]

You are adept at assaulting the minds of your victims.

Prerequisites: One or more metapsionic feats

Benefit: If a power you manifest deals damage to a mental ability score (such as *ego whip's* damage to Charisma), you may expend your psionic focus as part of manifesting that power. If you do, it instead deals damage to the mental ability score of your choice.

Undead Companion [General]

Your companion or familiar becomes undead.

Prerequisites: animal companion, dark messenger, or familiar

Benefit: Your animal companion, dark messenger, or familiar gains the undead type (if you have more than one of these features, choose one upon gaining this feat). Do not recalculate its base attack bonus hit points, saving throws, or skill points. If the creature's Charisma score was less than its Constitution score before becoming undead, its Charisma score becomes equal to its former Constitution. Additionally it gains channel resistance +4. If another ability you possess would permanently alter the affected creature's type (such as the sorrow's shadow class feature), instead improve its positive energy resistance by +5 and its channel resistance by +2.

Special: You may take this feat multiple times. Each time you do, choose another animal companion, dark messenger, or familiar you possess to be affected.

Maneuvers

The following section presents a new Martial Tradition and martial discipline, both of which are suitable for any campaign.

The Scales of Mourning

Alignment: Any

Symbol: A set of scales; one side is made of gold, the other of bleached bone

Disciplines: A Judge of the Scales of Mourning may trade access to one of her martial disciplines for access to the Unquiet Grave discipline.

Oath: The ceremony administered to a potential Judge depends on if they have chosen to seek out the eternal youth offered by the Scales of Mourning. Those who do not are sworn to the oath in a simple ceremony involving three other Judges. Recruits who desire immortality, however, are taken to a quiet place where a circle of both healers and necromancers administer the Transcendent Rite to them and then asked to swear the following oath with their skin still smoldering from the conflicting energies.

"I swear on my honor and in the name of my ancestors before me that I will uphold the balance between life and death. I will hunt threats to this balance when it is right to do so, trade life for

death and death for life when it is needful, and use restraint when exercising my powers over life and death. May my mortal husk crumble to ash if I fail in my oath."

Allegiance Benefit: In addition to access to Unquiet Grave (trading a discipline of their choice), Judges of the Scales of Mourning benefit from a +2 sacred bonus on saving throws and armor class against undead creatures and their abilities, as well as a +2 competence bonus to Heal, Knowledge (planes), and Knowledge (religion) checks.

Upon joining the Scales of Mourning, a non-undead Judge has the option of pursuing immortality (this option may be pursued at a later date). If they take this option, the ceremony takes approximately four hours and requires a special ritual powered by both positive and negative energy. Once complete, the Judge participating in the ceremony ceases to age; they gain no benefits or penalties from aging other than those they've already accrued. A Judge may cease to be immortal as a full-round action (they may not be magically compelled into forgoing their immortality), though if they do they may never again benefit from this avenue of eternal youth.

A Judge who violates her oath (such as by wantonly upsetting the balance between life and death) loses access to her sacred bonus to saves, as well as her bonus to skill checks, until she atones by spending seven days in contemplation of life and death or else by completing a heroic act to restore the balance (such as by closing a rogue portal to the positive energy plane). If she has sought immortality through this order, her aging resumes until she atones, though she once again gains eternal youth upon successful atonement. Leaving this Tradition strips a Judge of any immortality gained through its rituals.

Description: The quiet Judges of the Scales of Mourning are a group of semi-mortal warriors who pursue a long-term balance between life and death. This order began its existence as a very different sort of group, one which crusaded against the undead and the influence of negative energy. Eventually retreating to a small island in an effort to experiment with the effects of driving out all negative energy influence, the Scales completed their grand experiment, sealing their home away from the negative energy plane entirely.

They no longer live on that island, which they refer to only as the Great Failure.

The survivors, scarred and ravaged by cancerous growths, staggered onto the mainland and began training students in order to ensure that no one who followed them would make the same mistake. This first generation of students rebranded themselves the Judges of the Scales of Mourning and spread into the world to recruit like-minded souls, the better to preserve the delicate balance of positive and negative energy in the world.

Today, the Scales of Mourning quietly monitor the relative amounts of positive and negative energy within a given region. Most areas, they find, essentially take care of themselves. However, certain events - a keris dragon taking a lair, a necromancer raising armies of undead, great atrocity - can upset the balance of life and death, leading to a slow but dangerous degradation in one direction or another. The Judges usually prefer non-invasive solutions if they can be applied; an upwelling of positive energy from a keris dragon might be matched by the Judges moving a lich into the area, for example. More often than not, however, the Scales of Mourning must correct the problem by force, and usually follows up by assigning several junior members to the area to ensure that there is no long-term fallout.

Aside from their ongoing task, the Scales of Mourning collect what lore they can find on the interactions between planes of existence, but especially the interactions between the Prime Material and other planes, in an effort to better understand the complex relationships involved. Their history has taught them the painful lesson that even the seemingly destructive negative

energy plane is vital to existence as they know it, and they gather and sometimes spread their knowledge in the hopes of preventing anyone else from having to learn the same lesson.

Common Tasks: Judges without long-term assignments can sometimes feel like they're bouncing between contradictory orders. A Judge may be asked to save an undead being (and its library of knowledge) only to turn around and put down a nest of wraiths the next week. They close portals, open them, seek natural confluences with other planes and sometimes, regrettably, just plain kill people. The work is almost always messy.

Available Services: Quite aside from their extensive libraries on planar lore - and planar denizens - the Scales of Mourning collect items and artifacts relating to positive energy, negative energy, or both. As a result they maintain vast but well-balanced armories that contain a staggering mix of weapons, healing, curses, and even, sometimes, more exotic things. Members get a steep discount (based on the idea that they can be trusted), but they'll sell to outsiders, especially if they can arrange for the item in question to be used to further the balance (such as by selling discounted *wands of cure disease* to a plague-ravaged city).

Unquiet Grave

Practitioners of Unquiet Grave utilize the power of negative energy, enhancing their attacks with entropic power. Thought to have originated from ancient vampiric warlords, this necromantic discipline is used to scourge living opponents and infuse its practitioners with the powers of undeath. Though somewhat rare, Unquiet Grave remains popular amongst undead warriors, as well as assassins who specialize in living victims.

Maneuvers of the Unquiet Grave discipline are infused with negative energy and the power of undeath. As such, they are supernatural abilities. Additionally, a creature that knows 1 or more Unquiet Grave strikes may expend one of those strikes as a standard action to touch a creature that is healed by negative energy and infuse it with negative energy; the touch heals the creature for 1d8 hit points per level of the expended strike. As usual, a strike must be readied before it may be expended.

Many maneuvers of the Unquiet Grave discipline have additional, or different, effects if the creature that initiates them is undead. These effects are marked "Grave Call" in the maneuvers' descriptions. If an Unquiet Grave maneuver is initiated by a non-undead creature that is healed by negative energy, an undead creature that is healed by positive energy, or a creature with the graveblooded subtype, then they may choose whether or not to utilize its grave call each time they initiate that maneuver. Additionally, some maneuvers of the Unquiet Grave discipline grant temporary hit points. These temporary hit points stack with themselves and with temporary hit points gained through other maneuvers of this discipline, up to a maximum equal to ½ the initiator's normal maximum hit points, and last for up to 1 hour.

Associated Classes: Harbingers, mystics, stalkers, and warlords may exchange access to one of their martial disciplines for access to the Unquiet Grave discipline. They gain Knowledge (religion) as a class skill if they didn't already have it.

Associated Weapon Groups: Axes, natural, polearms. Scythes are considered discipline weapons for the Unquiet Grave discipline.

Associated Skill: Knowledge (religion)

Maneuver List

1st Level

Bean nighe Attitude: Stance - Gain a prophetic awareness of impending death that increases your saving throws.

Gravekeeper's Hood: Boost - Become immune to blindness for 1 round.

Hungry Stillness Strike: Strike - Make a melee attack, deal an additional 1d8 negative energy damage.

Starving Vampire Stance: Stance - Gain temporary hit points whenever you slay a creature.

Thirsting Axe Strike: Strike - Make a melee attack, gain temporary hit points.

Whisper of Undeath: Counter - Gain negative energy resistance 5, +1 bonus on saving throws vs. death effects and energy drain.

2nd Level

Chilling Grave Defense: Counter - Opponent suffers -4 penalty to Strength and Dexterity in response to an attack.

Headstone Breaking Strike: Strike - Make a melee attack, victim suffers 4 points of damage to a physical ability score, ignores undead immunity.

Raging Specter Strike: Strike - Make a melee attack as a touch attack.

Rattling Skeleton Parry: Counter - Gain DR 5/bludgeoning and magic and cold resistance 10 until the beginning of your next turn.

Stalking Ghoul: Boost - Gain a +4 bonus to Stealth checks, move out of cover or concealment without losing Stealth.

3rd Level

Avenging Revenant's Advance: Stance - You are healed by negative energy and harmed by positive energy, and your movement speeds may not be reduced below ½ their normal values.

Darkened Axe Style: Boost - Your melee attacks deal an additional 2d8 negative energy damage until the beginning of your next turn.

Life Sealing Strike: Strike [Curse] - Make a melee attack, deal an additional 2d8 negative energy damage and your victim cannot benefit from healing.

Wight's Blow: Strike - Make a melee attack, deal an additional 1d8 negative energy damage and your victim gains a negative level.

4th Level

Hunting Mohrg Strike: Strike - Make a melee attack, deal an additional 2d8 negative energy damage and your victim becomes paralyzed.

Rotting Axe Style: Boost - Your melee attacks ignore hardness and some damage reduction until the beginning of your next turn.

Shrieking Shadow Axe: Strike - Make a melee attack, deal an additional 1d8 Strength damage, gain temporary hit points.

Wretched Ghast Riposte: Counter - Opponent who attacks you becomes sickened, may become nauseated.

5th Level

Ancient Lich Parry: Counter - Gain spell resistance equal to 15 + your initiator level until the beginning of your next turn.

Flowing Gore Blow: Strike - Make a melee attack, deal an additional 4d8 bleed damage that is difficult to heal.

Howling Banshee Strike: Strike - Make a melee attack, deal an additional 4d8 negative energy damage and your victim becomes deafened.

Mourning Ghost Attitude: Stance - Your armor gains the *ghost touch* special property, and you may move through solid objects as though incorporeal.

6th Level

Ascending Necromancer Style: Counter - Gain immunity to energy drain and Constitution damage until the beginning of your next turn.

Feasting Wraith Strike: Make a melee attack, deal an additional 2d4 Constitution damage and your victim becomes shaken.

Headsmen's Descending Axe: Strike - Make a melee attack, deal an additional 6d8 negative energy damage or execute creature at ¼ its maximum hit points or lower and you gain temporary hit points.

Looming Nightwalker Parry: Counter - Gain DR 15/silver and good and negative energy resistance 20 until the beginning of your next turn.

7th Level

Charging Dullahan's Advance: Stance - You do not provoke attacks of opportunity for moving through threatened squares. Creatures you flank suffer additional negative energy damage from attacks made by you and your allies.

Poltergeist's Wrath: Strike - Make a melee attack at range, deal an additional 6d8 negative energy damage and your victim is knocked prone by phantasmal wrath.

Scything Reaper Riposte: Counter - Opponent attacking you must succeed at a saving throw or gain 2d4 negative levels.

8th Level

Chilling Mist Sidestep: Counter - Assume a misty form in response to an attack, attacker suffers 7d8 negative energy damage.

Laughing Demilich Attitude: Stance - Gain undead immunities, flight, and *death knell* fallen enemies.

Soul Drinking Strike: Strike - Make a melee attack, deal an additional 3d4 Intelligence, Wisdom, and Charisma damage.

9th Level

Pitiless Axe of the Executioner: Strike - Make a melee attack, deal an additional 3d6 Constitution damage and 9d6 bleed damage, leave behind cursed wounds.

Maneuver Descriptions

The maneuvers below are listed first by level, then in alphabetical order

Bean Nighe Attitude

Unquiet Grave (Stance)

Level: 1

Prerequisites: None

Initiation Action: 1 Swift action

Range: Personal

Target: You

Duration: Stance

By reading whispers of impending death, you stay one step ahead of your fate, avoiding even magical attempts on your life. While you maintain this stance, your clothing and equipment takes on a ravaged, blood-splattered appearance, as though you have been horrifically slain; additionally, you gain a +1 insight bonus on saving throws, which improves by 1 at 4th level and again every 4 levels thereafter.

Gravekeeper's Hood

Unquiet Grave (Boost)

Level: 1

Prerequisites: None

Initiation Action: 1 Swift action

Range: Personal

Target: You

Duration: 1 round

Drawing on the power that gives sight to the sightless dead, your vision transcends mortal limits. You become immune to the blinded condition for 1 round.

Grave Call: An undead creature initiating this boost may instead increase their channel resistance by 6 for 1 round.

Hungry Stillness Strike

Unquiet Grave (Strike)

Level: 1

Prerequisites: None

Initiation Action: 1 Standard Action

Range: Melee attack

Target: Creature struck

Duration: Instantaneous

You infuse your weapon with negative energy as you strike your foe. Make a melee attack. If it hits, it deals weapon damage as normal plus an additional 1d8 points of negative energy damage.

Starving Vampire Stance

Unquiet Grave (Stance)

Level: 1

Prerequisites: None

Initiation Action: 1 Swift action

Range: Personal

Target: You

Duration: Stance

When you assume this stance, you skin gains a deathly pallor, and your canines, if any, sharpen and elongate. While maintaining this stance, whenever you reduce a creature to 0 or fewer hit points, you gain twice that creature's hit dice in temporary hit points. The temporary hit points gained from this maneuver stack with those gained from other Unquiet Grave maneuvers, to the normal maximum.

Thirsting Axe Strike

Unquiet Grave (Strike)

Level: 1

Prerequisites: None

Initiation Action: 1 Standard action

Range: Melee attack

Target: Creature struck

Duration: Instantaneous

Drawing on the primal hunger of the negative energy plane, you lash out at your victim. Make a melee attack. If it hits, it deals weapon damage as normal and you gain temporary hit points equal to the damage dealt. The temporary hit points gained from this maneuver stack with those gained from other Unquiet Grave maneuvers, to the normal maximum.

Whispers of Undeath

Unquiet Grave (Counter)

Level: 1

Prerequisites: None

Initiation Action: 1 Immediate action

Range: Personal

Target: You

Duration: 1 round

You infuse yourself with subtle threads of negative energy. When you initiate this counter, you gain negative energy resistance 5, as well as a +1 bonus to saving throws vs. energy drain and death effects, for 1 round.

Grave Call: An undead creature initiating this maneuver instead improves their positive energy resistance by 5 and gains a +1 bonus to saving throws vs. effects with the good and/or light descriptors for 1 round.

Chilling Grave Defense

Unquiet Grave (Counter)

Level: 2

Prerequisites: None

Initiation Action: 1 Immediate action

Range: Close (25 ft. plus 5 ft. per 2 levels)

Target: 1 creature

Duration: 1 round

You afflict an attacker with the chill of the grave, sapping the strength from their limbs. You may activate this counter in response to a melee or ranged attack being made against you. The creature making that attack suffers a -4 penalty to its Strength and Dexterity for 1 round. Apply these penalties before calculating the attack and damage rolls for the attack (this may cause the attack to miss).

Headstone Breaking Strike

Unquiet Grave (Strike)

Level: 2

Prerequisites: None

Initiation Action: 1 Standard action

Range: Melee attack

Target: Creature struck

Duration: Instantaneous

You mimic the savage fury of the undying, breaking the bodies of your foes. Make a melee attack. If it hits, it deals weapon damage as normal, plus an additional 4 points of damage to a physical ability score of your choice. This ability damage ignores the normal immunity to physical ability damage enjoyed by undead creatures, though they still cannot suffer Constitution damage.

Raging Specter Strike

Unquiet Grave (Strike)

Level: 2

Prerequisites: None
Initiation Action: 1 Standard action
Range: Melee attack
Target: Creature struck
Duration: Instantaneous

You transmute your weapon into a semi-ethereal state, striking with the undying hate of a specter. Make a melee attack against your opponent's touch AC. If it hits, it deals weapon damage as normal. Unlike normal touch attacks, you may use Power Attack to enhance the damage dealt by this maneuver.

Rattling Skeleton Parry

Unquiet Grave (Counter)
Level: 2
Prerequisites: None
Initiation Action: 1 Immediate action
Range: Personal
Target: You
Duration: 1 round

Your flesh shrivels, revealing hard bones that turn aside enemy weapons. When you initiate this counter, you gain DR 5/bludgeoning and magic, as well as cold resistance 10, until the beginning of your next turn.

Grave Call: Undead creatures initiating this maneuver also improve their natural armor by 1.

Stalking Ghoul

Unquiet Grave (Boost)
Level: 2
Prerequisites: None
Initiation Action: 1 Swift action
Range: Personal
Target: You
Duration: 1 round

You move with the swiftness and cunning of the cannibalistic ghouls. When you initiate this boost you gain a +4 competence bonus to Stealth checks for 1 round. During that time, you do not require cover or concealment to remain hidden using the Stealth skill, which may permit you to move in the open without being detected. You still suffer the usual effects of not having cover or concealment while using Stealth when the duration of this boost expires.

Avenging Revenant's Advance

Unquiet Grave (Stance)
Level: 3
Prerequisites: 1 Unquiet Grave maneuver
Initiation Action: 1 Swift action
Range: Personal
Target: You

Duration: Stance

When you assume this stance, your skin pales and your breath fogs with the chill of the grave. While you maintain this stance you are healed by negative energy and harmed by positive energy, just as an undead creature is (you gain no other benefit or drawback of being undead). Additionally, the unstoppable vengeance of revenants drives you; your movement speeds may not be reduced to less than ½ their normal value while you maintain this stance.

Grave Call: An undead creature maintaining this stance is healed by cold damage in the same manner that it is healed by negative energy damage instead of the normal effects of this stance. Its movement speeds still cannot be reduced to less than ½ their normal value while it maintains this stance.

Darkened Axe Style

Unquiet Grave (Boost)

Level: 3

Prerequisites: 1 Unquiet Grave maneuver

Initiation Action: 1 Swift action

Range: Personal

Target: You

Duration: 1 round

You infuse your attacks with negative energy, draining the life of your victims. When you initiate this boost, your melee attacks deal an additional 2d8 points of negative energy damage for 1 round.

Life-Sealing Strike

Unquiet Grave (Strike) [Curse]

Level: 3

Prerequisites: 1 Unquiet Grave maneuver

Initiation Action: 1 Standard action

Range: Melee attack

Target: Creature struck

Duration: Instantaneous and special; see text

You afflict your victim with an entropic curse, sealing their life force away from succor. Make a melee attack. If it hits, it deals weapon damage as normal, plus an additional 2d8 points of negative energy damage, and your victim must succeed at a Will save or become cursed and unable to heal hit point damage (by any means) for a number of rounds equal to your initiation modifier.

Wight's Blow

Unquiet Grave (Strike)

Level: 3

Prerequisites: 1 Unquiet Grave maneuver

Initiation Action: 1 Standard action

Range: Melee attack

Target: Creature struck

Duration: Instantaneous

You call upon the anger of the hungry wight, draining the vital essence of your foes. Make a melee attack. If it hits, it deals weapon damage as normal, plus an additional 1d8 points of negative energy damage. The creature struck also gains a negative level, which lasts until the end of the encounter.

Hunting Mohrg Strike

Unquiet Grave (Strike)

Level: 4

Prerequisites: 1 Unquiet Grave maneuver

Initiation Action: 1 Standard action

Range: Melee attack

Target: Creature struck

Duration: Instantaneous and special; see text

Your axe lashes out like a hungry mohrg. Make a melee attack. If it hits, it deals weapon damage as normal, plus an additional 2d8 points of negative energy damage, and your victim must succeed at a Fortitude save or become paralyzed for 1 round.

Rotting Axe Style

Unquiet Grave (Boost)

Level: 4

Prerequisites: 1 Unquiet Grave maneuver

Initiation Action: 1 Swift action

Range: Personal

Target: You

Duration: 1 round

You draw upon the destructive entropy of the negative energy plane, infusing it into your strikes. When you initiate this boost, your melee attacks ignore hardness and overcome an amount of damage reduction equal to your initiator level for 1 round.

Grave Call: Attacks by undead creatures initiating this boost overcome damage reduction entirely for the duration of this boost.

Shrieking Shadow Axe

Unquiet Grave (Strike)

Level: 4

Prerequisites: 1 Unquiet Grave maneuver

Initiation Action: 1 Standard action

Range: Melee attack

Target: Creature struck

Duration: Instantaneous

You wrap your weapon in tenebrous energy that saps the strength of your victims. Make a melee attack. If it hits, it deals weapon damage as normal, plus 1d8 points of Strength damage. You gain temporary hit points equal to twice the Strength damage dealt by this strike. The

temporary hit points gained from this maneuver stack with those gained from other Unquiet Grave maneuvers, to the normal maximum.

Wretched Ghast Riposte

Unquiet Grave (Counter)

Level: 4

Prerequisites: 1 Unquiet Grave maneuver

Initiation Action: 1 Immediate action

Range: Close (25 ft. plus 5 ft. per 2 levels)

Target: 1 creature

Duration: 1 round

You afflict an attacker with the charnel stench of the ghast, ruining their blow. You may initiate this counter in response to a melee or ranged attack being made against you. The creature attacking you becomes sickened for 1 round and must succeed at a Fortitude save or also become nauseated for 1 round. Apply these penalties before calculating the attack and damage rolls for the attack (this may cause the attack to miss or not occur).

Ancient Lich Parry

Unquiet Grave (Counter)

Level: 5

Prerequisites: 2 Unquiet Grave maneuvers

Initiation Action: 1 Immediate action

Range: Personal

Target: You

Duration: Special (see text)

You shield yourself with webs of entropic energy that sap at magic directed at you. When you initiate this counter, you gain spell resistance equal to 15 plus your initiator level until the beginning of your next turn.

Grave Call: An undead creature initiating this counter also gains an equal amount of positive energy resistance until the beginning of its next turn.

Flowing Gore Blow

Unquiet Grave (Strike)

Level: 5

Prerequisites: 2 Unquiet Grave maneuvers

Initiation Action: 1 Standard action

Range: Melee attack

Target: Creature struck

Duration: Instantaneous

Your axe flows forth with negative energy, creating a cursed wound. Make a melee attack. If it hits, it deals weapon damage as normal, plus an additional 4d8 points of bleed damage. The wound left behind is laced with negative energy; the caster of a healing spell or similar effect must succeed at a caster level check (DC 11 + initiator level) to halt the bleed damage (healing from the spell or effect still occurs even if the check fails to halt the bleeding), and the DC to

apply first aid with the Heal skill increases by 5 + your initiation modifier.

Howling Banshee Strike

Unquiet Grave (Strike)

Level: 5

Prerequisites: 2 Unquiet Grave maneuvers

Initiation Action: 1 Standard action

Range: Melee attack

Target: Creature struck

Duration: Instantaneous and special (see text)

Your weapon screams like a grieving banshee as you drive it into your foe. Make a melee attack. If it hits, it deals weapon damage as normal, plus an additional 4d8 points of negative energy damage, and the creature struck becomes deafened for a number of rounds equal to your initiation modifier.

Mourning Ghost Attitude

Unquiet Grave (Stance)

Level: 5

Prerequisites: 2 Unquiet Grave maneuvers

Initiation Action: 1 Swift action

Range: Personal

Target: You

Duration: Stance

When you assume this stance, your outline smudges gently, and your hair and equipment become semi-transparent, as though you had become a ghost. While you maintain this stance, your armor has the *ghost touch* property (even if it is not otherwise magical) and you - along with your worn, carried, or held equipment - may move through solid objects as though you were incorporeal, provided you do not end your movement within a solid object.

Ascending Necromancer Style

Unquiet Grave (Counter)

Level: 6

Prerequisites: 2 Unquiet Grave maneuvers

Initiation Action: 1 Immediate action

Range: Personal

Target: You

Duration: Special (see text)

You wrap yourself in armoring layers of negative energy, shielding your life force with the touch of undeath. When you initiate this counter, you become immune to energy drain and Constitution damage until the beginning of your next turn.

Grave Call: An undead creature initiating this maneuver instead becomes immune to channeling and positive energy damage until the beginning of its next turn.

Feasting Wraith Strike

Unquiet Grave (Strike)

Level: 6

Prerequisites: 2 Unquiet Grave maneuvers

Initiation Action: 1 Standard action

Range: Melee attack

Target: Creature struck

Duration: Instantaneous

Sickly gray tar clings to your blade as you initiate this dread strike. Make a melee attack. If it hits, it deals weapon damage as normal, plus 2d4 points of Constitution damage, and your victim becomes shaken for a number of rounds equal to your initiation modifier. A successful Will save halves the Constitution damage and prevents the shaken condition.

Headsmen's Descending Axe

Unquiet Grave (Strike)

Level: 6

Prerequisites: 2 Unquiet Grave maneuvers

Initiation Action: 1 Standard action

Range: Melee attack

Target: Creature struck

Duration: Instantaneous

You cleave into your foe with an executioner's stroke. Make a melee attack. If it hits and your victim is at more than $\frac{1}{4}$ their maximum hit point total, it deals weapon damage as normal, plus an additional 6d8 points of negative energy damage. If your victim is at $\frac{1}{4}$ or less of their maximum hit point total, that creature instead dies (no save) and you gain temporary hit points equal to twice its hit dice. The temporary hit points gained from this maneuver stack with those gained from other Unquiet Grave maneuvers, to the normal maximum.

Looming Nightwalker Parry

Unquiet Grave (Counter)

Level: 6

Prerequisites: 2 Unquiet Grave maneuvers

Initiation Action: 1 Immediate action

Range: Personal

Target: You

Duration: Special (see text)

You transform your body into shadowy energy, turning blows aside. When you initiate this boost, you gain negative energy resistance 20 and DR 15/silver and good until the beginning of your next turn.

Grave Call: An undead creature initiating this boost gains positive energy resistance 20 instead of negative energy resistance.

Charging Dullahan's Advance

Unquiet Grave (Stance)

Level: 7

Prerequisites: 3 Unquiet Grave maneuvers

Initiation Action: 1 Swift action

Range: Personal

Target: You

Duration: Stance

Your head vanishes when you assume this stance, leaving behind a dripping, bloody neck stump (this may complicate attempts to identify you). You suffer no ill effects from not having a head, such as blindness or an inability to utilize potions or head slot items. While maintaining this stance, you do not provoke attacks of opportunity for moving through threatened spaces (you may still provoke attacks of opportunity for other reasons). Additionally, you and other allies within 30 ft. deal additional negative energy damage equal to your initiator level against creatures you are flanking. Your other allies do not necessarily have to also be flanking such creatures.

Grave Call: Additionally, an undead creature maintaining this stance may imbue its mount with this power; its mount does not provoke attacks of opportunity for moving through threatened squares (it might still provoke attacks of opportunity for other reasons).

Poltergeist's Wrath

Unquiet Grave (Strike)

Level: 7

Prerequisites: 3 Unquiet Grave strikes

Initiation Action: 1 Standard action

Range: Medium (100 ft. plus 10 ft. per level)

Target: 1 creature

Duration: Instantaneous

You strike out with your weapon and emit a wave of rage and sorrow that brings your victim to their knees. Choose a creature within range, then make a melee attack against that creature (even if you don't threaten the chosen creature). If it hits, it deals weapon damage as normal, plus an additional 6d8 points of negative energy damage, and your victim is knocked prone (no save).

Scything Reaper Riposte

Unquiet Grave (Counter)

Level: 7

Prerequisites: 3 Unquiet Grave maneuvers

Initiation Action: 1 Immediate action

Range: Close (25 ft. plus 5 ft. per 2 levels)

Target: 1 creature

Duration: Instantaneous

You form a scythe of crackling negative energy and sweep it through your attacker, draining their vital essence. You may initiate this counter in response to a melee or ranged attack being made against you. The creature attacking you gains 2d4 negative levels (Will save half) that last until the end of the encounter.

Chilling Mist Sidestep

Unquiet Grave (Counter)

Level: 8

Prerequisites: 3 Unquiet Grave maneuvers

Initiation Action: 1 Immediate action

Range: Personal

Target: You

Duration: Special (see text)

You turn into dark mist that crackles with negative energy. You may initiate this counter in response to a melee or ranged attack being made against you. Until the beginning of your next turn, you are immune to weapon damage, and spells targeted against you have a 50% miss chance. If you initiated this counter in response to a melee attack, the creature attacking you suffers 7d8 points of negative energy damage.

Laughing Demilich Attitude

Unquiet Grave (Stance)

Level: 8

Prerequisites: 3 Unquiet Grave maneuvers

Initiation Action: 1 Swift action

Range: Personal

Target: You

Duration: Stance

The skin and muscle of your face pull tightly against your skull when you assume this stance, revealing yellow bone studded with phantasmal gemstones that crackle and dance with negative energy. While you maintain this stance, you gain a 100 ft. fly speed (or improve your existing fly speed by 50 ft.) with Good maneuverability, as well as the immunities enjoyed by creatures with the undead type. You do not gain any of the other benefits or drawbacks of being undead (notably, you are not healed by negative energy, nor are you vulnerable to effects that specifically target undead creatures). Additionally, you may use *death knell* as a spell-like ability once per round as a free action, though any bonuses gained this way fade when you leave this stance.

Grave Call: Undead creatures maintaining this stance do not gain the immunities enjoyed by the undead type; instead, they become immune to positive energy damage and gain DR 20/bludgeoning and good. They still benefit from the other effects of this stance.

Soul Drinking Strike

Unquiet Grave (Strike)

Level: 8

Prerequisites: 3 Unquiet Grave maneuvers

Initiation Action: 1 Standard action

Range: Melee attack

Target: Creature struck

Duration: Instantaneous

You channel the all-consuming void through your axe, brutally rending your victim's soul. Make a melee attack. If it hits, it deals weapon damage as normal, plus an additional 3d4 points of Intelligence, Wisdom, and Charisma damage. A successful Will save halves this damage.

Pitiless Axe of the Executioner

Unquiet Grave (Strike)

Level: 9

Prerequisites: 4 Unquiet Grave maneuvers

Initiation Action: 1 Standard action

Range: Melee attack

Target: Creature struck

Duration: Instantaneous

Your weapon descends in a merciless swing, its cursed edge crawling into the wounds of your victims. Make a melee attack. If it hits, it deals weapon damage as normal, plus an additional 3d6 Constitution damage and 9d8 bleed damage that ignores immunity to bleed. The wound left behind is laced with negative energy; the caster of a healing spell or similar effect must succeed at a caster level check (DC 11 + initiator level) to halt the bleed damage (healing from the spell or effect still occurs even if the check fails to halt the bleeding), and the DC to apply first aid with the Heal skill increases by 9 + your initiation modifier.

Grave Call: An undead creature initiating this maneuver gains temporary hit points equal to twice the hit dice of the creature struck. The temporary hit points gained from this maneuver stack with those gained from other Unquiet Grave maneuvers, to the normal maximum.

Spells and Powers

The following new spells and powers are suitable for any campaign.

Spells

Clutch of Undeath

School necromancy; **Level** antipaladin 1, cleric 2, magus 2, oracle 2, sorcerer/wizard 2, witch 2

Casting Time 1 standard action

Components V,S

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

Target one creature

Duration 1 round/level

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

You prevent positive energy from reaching the target. Increase the target's positive energy resistance by an amount equal to 10 + your caster level. Reduce healing that positive energy effects (such as *cure* spells) would grant to the target by an equal amount.

Deathly Cloud

School necromancy; **Level** bard 2, cleric 2, sorcerer/wizard 2, witch 2

Casting Time 1

Components V,S

Area 20 ft. radius emanation, centered on you

Duration Concentration (see text)

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

You belch forth the gusts of the grave, filling the air with negative energy. As long as you concentrate (up to a maximum of one round/level), creatures (other than you) who enter or end their turn in the *deathly cloud* suffer 1d4 points of negative energy damage per caster level (maximum 5d4 points at level 5).

False Dawn

School evocation [light]; **Level** cleric 4, druid 4, oracle 4, witch 4

Components V,S,DF

Casting Time 1 standard action

Area 20-ft.-radius sphere, centered on you

Range 20 ft.

Duration instantaneous

Saving Throw Reflex half; **Spell Resistance** yes

Sunlight blazes from your body, filling the area around you with dazzling white radiance. Any enemy caught in the area of effect is blinded for 1d6 rounds. Additionally, any undead creature within the area of effect suffers 1d6 points of damage per caster level (maximum 15d6). A successful Reflex save negates the blindness and halves the damage, if any.

Forbidden Page

School enchantment (compulsion) [mind-affecting]; **Level** cleric 3, bard 3, magus 4, oracle 3, paladin 3, sorcerer/wizard 3, witch 3

Casting Time 1 minute

Components V, S

Range touch

Target text touched

Duration 1 week/level

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

This subtle enchantment renders the contents of a written work secret. When you cast this spell on a work of text (anything as short as one sentence to as long as an entire novel or reference book) it gains an enchantment that affects those who read the text thereafter. Once a creature has read the enchanted text, they must succeed at a Will save to be able to communicate about the contents of that text in any way except to other creatures that already know them. This save must be attempted each and every time the creature attempts to communicate about the contents of the enchanted text, even indirectly, until the spell's duration expires.

Gift of Life

School conjuration (healing); **Level** cleric 6, oracle 6

Casting Time 1 standard action

Components V,S, M (500gp worth of diamond dust)

Range touch

Target intelligent undead creature touched

Duration 1 day/level

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

For the duration of the spell, the target of the spell is restored to life. The creature no longer counts as undead (or incorporeal, if applicable) and gains the Constitution score and creature type it had before being raised as an undead (otherwise it gains Constitution score equal to 6 + half your caster level). This spell has no effect on undead creatures that were never living beings, such as nightwalkers.

The creature retains its personality and memories from its time spent as an undead, and has its body restored to the age and health it was before its death (this might mean that an undead creature raised after dying of old age simply becomes a corpse for the duration of the spell). The creature is only alive on the most superficial level; it retains its special attacks and abilities (except those derived from the undead type itself) and must continue to sustain any feeding requirements appropriate for its variety of undead being, such as a vampire's need to drink blood. While the creature may consume more typical food and drink while benefitting from this spell, it gains no nourishment from doing so.

Hungering Blade

School divination; **Level** alchemist 4, bard 4, magus 4, paladin 3, witch 4

Casting Time 1 standard action

Components V,S

Range touch

Target weapon touched

Duration 1 min./level

Saving Throw Will negates (harmless, object); **Spell Resistance** yes (harmless, object)

You imbue a touched weapon with an attraction to the most vital places of your foes. Attacks made with the affected weapon also deal an additional 1 Constitution damage. Creatures immune to critical hits are immune to this damage.

Hungering Blade, Greater

School divination; **Level** alchemist 6, bard 6, magus 6, witch 6

Casting Time 1 standard action

Components V,S

Range touch

Target one weapon or 50 projectiles (all of which must be together at time of casting)

Duration 1 min./level

Saving Throw Will negates (harmless, object); **Spell Resistance** yes (harmless, object)

This spell functions like hungering blade, except that the affected weapon deals 1d4 Constitution damage (roll separately for each attack). A successful Fortitude save (DC equal to the spell's save DC) halves this Constitution damage.

Alternatively, you can affect as many as 50 arrows, bolts, or bullets. The projectiles must be of the same kind, and they have to be together (in the same quiver or other container). Projectiles, but not thrown weapons, lose their transmutation after they are used. Treat shuriken as projectiles, rather than as thrown weapons, for the purpose of this spell.

Murderous Hand

School necromancy **Level** antipaladin 2, bard 4, magus 4, witch 4

Casting Time 1 immediate action

Components V

Range close (25 ft. + 5 ft./level)

Target one living creature

Duration Instantaneous

Saving Throw Fortitude partial (see text); **Spell Resistance** yes

You cause a creature's arm or other limb to violently spasm, forcing them to strike themselves with their own attack. You may cast this spell in response to being targeted by a melee or ranged attack. Your attacker must succeed at a Fortitude save or instead strike themselves with their own attack, dealing weapon damage as normal (the creature is still entitled to any further attacks it might make). Creatures that succeed their Fortitude saves against this spell still suffer a -2 penalty to their attack roll.

Sanguine Eruption

School necromancy; **Level** sorcerer/wizard 6, witch 6

Casting Time 1 standard action

Components V, S

Range Medium (100 ft. +10 ft. per level)

Target 1 creature

Duration instantaneous and 1 round/level (see text)

Saving Throw Fortitude partial; **Spell Resistance** yes

You shoot a thin red ray at your victim, causing them to erupt in blood. Make a ranged touch attack. If it hits, that creature must make a Fortitude save; success indicates that they suffer 7d6 points of damage. However, failure causes them to lose ½ their current hit points (rounded down) as their blood violently sprays from their pores in a 15 ft. burst centered on the creature. Spaces become filled with a cloud of sticky blood and are treated as difficult terrain for 1 round per caster level.

Speak with Undead

School necromancy [language dependent]; **Level** cleric 3, oracle 3, witch 3

Casting Time: 10 minutes

Components V,S,DF

Target one mindless undead creature

Duration: 1 min./level

Saving Throw Will negates; see text **Spell Resistance** Yes

You gain the ability to speak to mindless undead, and question them on things that they have witnessed since being raised. You can ask one question per two caster levels. The creature remembers nothing of its previous life, and retains none of their former personality. Answers are in the same language in which they were asked. They are brief and simple (although honest), reflecting the creature's vicious nature. Undead are creatures of hunger and destruction, and view the world through a simple, violent lens. If the caster of this spell is not the same as the

caster who animated the undead, the creature is allowed a Will save. If successful, the creature babbles loudly, and does not produce coherent speech.

If the corpse has been subject to *Speak with Dead* or *Speak with Undead* within the past week, the spell fails. The creature does not need a mouth in order to answer the questions. This spell does not affect a destroyed undead creature.

Spray of Blood

School necromancy; **Level** cleric 1, druid 1, Inquisitor 1, magus 1, sorcerer/wizard 1

Casting Time 1 standard action

Components V,S

Range 15 ft.

Area cone-shaped burst

Duration instantaneous

Saving Throw Fortitude negates; **Spell Resistance** no

Your outstretched hand erupts in a shower of clinging blood. Creatures within the cone that fail their Fortitude saves are knocked prone by the force of the blood and become sickened for 1 round.

Swarming Bat Surge

School transmutation; **Level** bard 3, magus 3, sorcerer/wizard 3, witch 3

Casting Time 1 Swift action

Components V

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

Target you

Duration instantaneous

Saving Throw none; **Spell Resistance** no

You dissipate into a swarm of bats, move to another location, and reform. Choose a location within range. You (and your worn and carried equipment) explode into a cloud of bats and move to the chosen location. You do not provoke attacks of opportunity for this movement and may maintain the results of any Stealth check you have made even if you leave cover or concealment during the course of your movement.

Vascular Snare

School necromancy; **Level** bard 3, magus 3, sorcerer/wizard 3, witch 3

Casting Time 1 standard action

Components V,S

Range Medium (100 ft. + 10ft./level)

Target 15 ft. square

Duration 1 round/level

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

You cause the ground to erupt a disgusting mass of veins that ensnare and partially merge with creatures caught in the area. Any creature that fails their save is entangled, and has their movement speeds reduced to 0. A creature can be freed by making a Strength check (DC 5 + your caster level), or by dealing 5 points of piercing or slashing damage to the veins at their feet.

Living creatures who are forcibly freed from the spell's effect suffer 1d6 points of untyped damage per caster level (maximum 10d6).

Powers

Caustic Retribution

Discipline: Psychometabolism [Acid]

Level: dread 3, psion/wilder 3, psychic warrior 3, vitalist 3

Display: olfactory

Manifesting Time: 1 standard action

Range: Touch

Target: One creature

Duration: 1 round/level

Saving Throw Will negates (harmless) **Power Resistance** yes

Power Points: 5

You alter a creature's blood into a caustic fluid, and adjust their veins and arteries to accommodate it. The target gains acid resistance 10. Additionally, when the target is damaged by a melee attack, its attacker must succeed at a Reflex save or take 3d6 points of acid damage. Attackers using a natural weapon suffer a -4 penalty to their save.

Whenever the target takes damage from a bleed effect, creatures adjacent to the target must succeed at a Reflex save or suffer 3d6 points of acid damage.

Augment: You may augment this power in the following ways:

1. For every 2 power points you spend, its damage increases by one die (d6).
2. If you spend an additional 4 power points, creatures damaged by this power who fail their saves are also blinded until the beginning of their next turn

Caustic Transfusion [Acid]

Discipline: Psychometabolism

Level: dread 3, psion/wilder 3, vitalist 3

Display: visual

Manifesting Time: 1 standard action

Range: Medium (100 ft. + 10 ft./level)

Target: One creature (see text)

Duration: concentration (up to 1 round per level) plus 1 round

Saving Throw Fortitude partial (see text) **Power Resistance** yes

Power Points: 5

You convert large portions of your target's blood to a caustic fluid, wracking them with pain and misery. The target takes 2d6 acid damage at the start of their turn, and becomes fatigued until the beginning of their text turn. A successful Fortitude save halves the damage and negates the

fatigued condition. If the target is suffering bleed damage at the beginning of its turn, adjacent creatures must succeed at a Reflex save or suffer the damage dealt by this power as well.

Augment: You may augment this power in the following ways:

1. For every 2 power points you spend, its damage increases by one die (d6).
2. If you spend an additional 4 power points, victims that fail their saving throws also become nauseated for 1 round.

In addition, for every 2 power points spent to achieve either of these results, increase the save DC of this power by 1.

Epidermal Fissure

Discipline: Psychometabolism

Level: dread 2, psion/wilder 2, psychic warrior 2, tactician 2, vitalist 2

Display: visual

Manifesting Time: 1 Standard action

Range: Close (25ft. + 5 ft./2 levels)

Target: One creature

Duration: 1 round/level

Saving Throw Fortitude negates **Power Resistance** yes

Power Points: 3

You engorge muscles the muscles of your target, shredding their skin and exposing the tissue beneath. The target gains a +4 enhancement bonus to strength, and a +4 enhancement bonus to Intimidate checks. Additionally, the target suffers 2 points of bleed damage at the start of their turns.

Augment: You may augment this power in the following ways:

1. If you spend 3 additional power points you spend, the Strength and intimidate bonuses increase by 2.
2. For every 2 additional power points you spend, the bleed damage increases by 2
3. For every 2 additional power points you spend, the target suffers a -2 penalty to their natural armor (this cannot reduce their natural armor below 0).

Additionally, for every 2 power points you spend to achieve the above results, increase this power's save DC by 1.

Kyria's Vascular Disruption

Discipline: Psychometabolism

Level: cryptic 5, dread 5, psion/wilder 6

Display: visual, auditory

Manifesting Time: 1 Standard action

Range: medium (100 ft. plus 10 ft. per level)

Target: 1 creature

Duration: instantaneous and 1 round per level (see text)

Saving Throw Fortitude partial **Power Resistance** yes

Power Points: cryptic 9, dread 9, psion/wilder 11

You violently disturb your victim's vascular system, sending an eruption of gooey blood from their body. Your victim suffers 9d6 points of damage and erupts in a 20 ft. burst of blood. Creatures within the burst (including the victim) become entangled for 1 round/level as the blood congeals into a web-like mass that constricts their movement. A successful Fortitude save halves the damage and prevents the burst of blood. Creatures without blood or an equivalent bodily fluid (including, but not limited to, most forms of undead, constructs, and elementals) are immune to the effects of this power.

Augment: You may augment this power in the following ways.

1. For every 1 additional power point you spend, this power's damage increases by one die (d6). For each two extra dice of damage, this power's save DC increases by 1.
2. If you spend 4 additional power points, the eruption of blood occurs even if the victim succeeds at their saving throw.

Surge Augmentation: If you invoke your wild surge while manifesting this power, you may affect creatures that do not have blood or equivalent bodily fluids; you convert part of their form to liquid and force it outward.

Mind Trap

Discipline: Telepathy [mind-affecting]

Level: cryptic 5, dread 5, psion/wilder 5, tactician 5

Display: mental

Manifesting Time: 1 standard action

Range: Personal

Target: You

Duration: 1 hour/level or until discharged

Saving Throw none **Power Resistance** no

Power Points: 9

You store a single power in your mind as a trap to any who would trespass there. When you manifest this power, select another power you know with a range of close or greater, and a target of 'one creature'. That power is stored inside your *mind trap* (you may still manifest it normally).

When you succeed at a saving throw against a mind-affecting power, spell, or ability, you may trigger the stored power, targeting the source of the effect you saved against (regardless of the distance between you and that source). You must pay all costs associated with the power, and may augment it as normal.

Augment: You may augment this power in the following ways:

1. For every 4 additional power points you spend, you may trigger the power stored in your *mind trap* an additional time. You still need to pay all costs associated with the triggered power each time you use it.

Myra's Occultation

Discipline: Telepathy [mind-affecting]

Level: cryptic 2, dread 2, psion/wilder 3, tactician 3

Display: none

Manifesting Time: 1 standard action

Range: Personal

Target: You

Duration: 1 hour/level (D)

Saving Throw none **Power Resistance** no

Power Points: cryptic 3, dread 3, psion/wilder 5, tactician 5

You distort the way others perceive and remember you, making it hard for creatures to recall knowledge of you and your kind. Creatures attempting Knowledge checks to identify you and your traits (such as abilities or weaknesses) suffer a -4 penalty to do so. This does not affect Knowledge checks made to research you or information related to you (such as at a public library), or other forms of information-gathering related to you (such as Sense Motive or Diplomacy checks). Creatures that fail Knowledge checks to identify you and your traits learn false information instead of learning nothing.

Augment: You may augment this power in the following ways:

1. For every additional power point you spend, the penalty to Knowledge checks increases by 2.
2. If you spend 2 additional power points, you may determine the form of misinformation learned by creatures failing their Knowledge checks.

Sanguine Displacement

Discipline: Psychoportation

Level: dread 3, psion/wilder 3, vitalist 3

Display: visual

Manifesting Time: 1 standard action

Range: close (25 ft. plus 5 ft./2 levels)

Target: one creature

Duration: instantaneous

Saving Throw Fortitude partial **Power Resistance** yes

Power Points: 5

You teleport blood and vital fluids from your target's body. The target suffers 1d4 points of Constitution damage (save for half). If you feed on blood or life force (such as if you are a vampire or a wight), you may teleport the removed fluids into your own body, gaining 3 temporary hit points per point of Constitution damage dealt by this power, which do not stack with other uses of this power, and last for up to 1 hour. These temporary hit points may be used to satisfy feeding requirements, if applicable.

Augment: You may augment this power in the following ways

1. For every 4 power points you spend, the damage of this power increases by one die (d4) and its save DC is increased by 2.

Chapter Four - Sample NPCs

NPCs

The following sample NPCs are provided to aid the GM in representing the forces that defend Settlements and mortals in general. As usual, the GM is encouraged to present encounters that are level-appropriate for their group of player characters. Roughly, these NPCs are broken down into a few types:

Watch NPCs represent the guards and law enforcement of a realm, town, or city. These individuals enforce the law and protect and serve the citizenry, and are expected to have both social skills (to defuse difficult situations, investigate wrongdoings, and interrogate or persuade witnesses) and combat skills.

Soldier NPCs are militants. These may be called in as a Settlement's Alert Level climbs, bringing in a more extreme response than local powers are capable of.

Adventurers have heroic class levels and experience in fighting unusual and horrifying enemies. Adventurers have a honed killer instinct and steel resolve that makes them a particular problem for the undead, even in comparison to other types of NPCs that also have heroic class levels, and it's hard to predict the mix of abilities an adventuring party might bring into play.

Citizen NPCs are ordinary people and militia members, often with levels in one or more NPC classes. Citizens are often, but not always, noncombatants.

Watch NPCs

Sidebar - Heroic Guards?

Town watchmen or city guards have often been represented as warriors or fighters, and usually have NPC class levels rather than heroic class levels. We've chosen to create heroic guards partially because these foes will frequently threaten the interests and activities of the player characters in a vampire-themed campaign, and because most NPC classes do not have the basic skills necessary for effective law enforcement. Especially because these NPCs must threaten the player characters in methods besides straight combat (such as by investigating their crimes or threatening a carefully-constructed front the vampires maintain to conceal their undeath), it is important that they have the ability to effectively do so and to represent the threat that mortals pose to vampires. After all, there's got to be *some* reason that mortal society is not overrun with undead overlords.

Captain (bard) **CR 8**

XP 4,800

Human bard 9

LN Medium humanoid (human)

Init +2; **Senses** Perception +13

DEFENSE

AC 18, touch 12, flat-footed 16 (+5 armor, +2 Dex, +1 shield)

hp 62 (9d8+18)

Fort +3, **Ref** +8, **Will** +7; +4 vs. bardic performance, language-dependent, and sonic

OFFENSE

Speed 30 ft.

Melee mwk rapier +9/+4 (1d6-1/18-20)

Ranged +1 *shortbow* +9/+4 (1d6/x3)

Special Attacks bardic performance 24 rounds/day (move action; countersong, dirge of doom, distraction, fascinate, inspire competence +3, inspire courage +2, inspire greatness, suggestion)

Bard Spells Known (CL 9th; concentration +13)

3rd (4/day)— *clairaudience/clairvoyance*, *dispel magic*, *good hope*, *haste*

2nd (5/day)— *eagle's splendor*, *glitterdust* (DC 16), *mirror image*, *tongues*

1st (6/day)— *cure light wounds*, *expeditious retreat*, *moment of greatness*^{UC}, *remove fear*, *see alignment*^{UC}

0 (at will)— *dancing lights*, *detect magic*, *light*, *mage hand*, *message*, *prestidigitation*

STATISTICS

Str 8, **Dex** 14, **Con** 10, **Int** 14, **Wis** 12, **Cha** 18

Base Atk +6; **CMB** +5; **CMD** 17

Feats Arcane Strike, Combat Casting, Silent Spell, Skill Focus (Perform [oratory]), Toughness, Weapon Finesse

Skills Acrobatics -1, Bluff +16, Diplomacy +19*, Handle Animal +16*, Intimidate +16*, Knowledge (arcana) +15, Knowledge (engineering) +15, Knowledge (history) +15, Knowledge (local) +15, Knowledge (planes) +15, Knowledge (religion) +15, Perception +13, Perform (oratory) +19, Perform (percussion instruments) +16, Sense Motive +19*, Use Magic Device +16

*skill bonuses due to versatile performance

Languages Common, Dwarven, Elven

SQ bardic knowledge +4, lore master 1/day, versatile performances (oratory, percussion)

Combat Gear *potion of cure moderate wounds* (2), *scroll of fly* (x3), *scroll of remove curse*, *wand of lesser restoration* (10 charges) ; **Other Gear** +1 *chain shirt*, mwk buckler, +1 *shortbow*, mwk rapier

Captain (ranger/rogue) CR 8

XP 4,800

Human ranger 6/rogue (investigator) 3 (*Pathfinder RPG Advanced Player's Guide* 133)

LN Medium humanoid (human)

Init +3; **Senses** Perception +13

DEFENSE

AC 20, touch 14, flat-footed 17 (+5 armor, +1 deflection, +3 Dex, +1 shield)

hp 55 (3d8+6d10)

Fort +6, **Ref** +11, **Will** +4

Defensive Abilities evasion, trap sense +1

OFFENSE

Speed 30 ft.

Ranged +1 *longbow* +13/+8 (1d8/x3)

Special Attacks combat style (archery), favored enemies (humans +2, undead +4), sneak attack +2d6

Ranger Spells Prepared (CL 3rd; concentration +4)

1st—*residual tracking*^{APG}, *resist energy*

STATISTICS

Str 8, **Dex** 16, **Con** 10, **Int** 16, **Wis** 12, **Cha** 14

Base Atk +8; **CMB** +7; **CMD** 21

Feats Deadly Aim, Endurance, Manyshot, Point-blank Shot, Precise Shot, Rapid Shot, Snap Shot^{UC}, Weapon Finesse, Weapon Focus (longbow)

Skills Acrobatics +9 (+5 to jump), Diplomacy +14, Disable Device +14, Knowledge (geography) +12, Knowledge (history) +9, Knowledge (local) +12, Knowledge (planes) +9, Knowledge (religion) +9, Linguistics +9, Perception +13, Ride +12, Sense Motive +13, Stealth +12, Survival +13

Languages Abyssal, Celestial, Common, Dwarven, Elven, Goblin, Infernal

SQ favored terrain (urban +2), follow up, hunter's bond (companions), rogue talent (snap shot), track +3, wild empathy +8

Combat Gear *potion of cure moderate wounds (2), potion of haste, potion of invisibility, potion of restoration, lesser (2)*; **Other Gear** +1 chain shirt, mwk buckler, +1 longbow with 20 arrows, ring of protection +1, masterwork thieves' tools

Guard (Bow) CR 1

XP 400

Human ranger 2

LN Medium humanoid (human)

Init +3; **Senses** Perception +6

DEFENSE

AC 19, touch 13, flat-footed 16 (+6 armor, +2 Dex, +1 dodge)

hp 19 (2d10+4)

Fort +5, **Ref** +6, **Will** +1

OFFENSE

Speed 20 ft.

Melee rapier +5 (1d6-1/18-20)

Ranged mwk longbow +6 (1d8-1/×3)

Special Attacks combat style (archery), favored enemy (undead +2)

STATISTICS

Str 8, **Dex** 17, **Con** 14, **Int** 13, **Wis** 12, **Cha** 10

Base Atk +2; **CMB** +1; **CMD** 15

Feats Dodge, Rapid Shot, Weapon Finesse

Skills Acrobatics -1 (-5 to jump), Heal +6, Knowledge (geography) +6, Knowledge (local) +3, Knowledge (nature) +6, Knowledge (religion) +3, Perception +6, Ride +3, Sense Motive +3, Stealth +3, Survival +6

Languages Common, Elven

SQ track +1, wild empathy +2

Combat Gear *potion of cure light wounds, tanglefoot bag, thunderstone*; **Other Gear** mwk chainmail, mwk longbow, rapier

Guard (polearm) CR 1

XP 400

Human ranger 2

LN Medium humanoid (human)

Init +1; **Senses** **Perception** +5

DEFENSE

AC 17, touch 11, flat-footed 16 (+6 armor, +1 Dex)

hp 21 (2d10+6)

Fort +6, **Ref** +4, **Will** +0

OFFENSE

Speed 20 ft.

Melee mwk guisarme +5 (2d4+3/×3) or

dagger +4 (1d4+2/19-20)

Ranged composite longbow +3 (1d8+2/×3)

Special Attacks combat style (two-handed weapon), favored enemy (undead +2)

STATISTICS

Str 15, **Dex** 12, **Con** 16, **Int** 13, **Wis** 10, **Cha** 8

Base Atk +2; **CMB** +4 (+6 trip); **CMD** 15 (17 vs. trip)

Feats Combat Expertise, Improved Trip, Power Attack

Skills Acrobatics -3 (-7 to jump), Diplomacy +1, Knowledge (geography) +6, Knowledge (local) +3, Knowledge (nature) +6, Knowledge (religion) +3, Perception +5, Ride +1, Sense Motive +2, Stealth +1, Survival +5

Languages Common, Elven

SQ track +1, wild empathy +1 Combat Gear potion of cure light wounds, tanglefoot bag, thunderstone; **Other Gear** mwk chainmail, composite longbow with 40 arrows, dagger, mwk guisarme

Veteran (with animal companion) CR 5

XP 1,600

Human ranger 6

LN Medium humanoid (human)

Init +4; **Senses** Perception +10

DEFENSE

AC 21, touch 13, flat-footed 18 (+7 armor, +3 Dex, +1 shield)

hp 52 (6d10+12)

Fort +7, **Ref** +9, **Will** +3

OFFENSE

Speed 20 ft.

Melee mwk longsword +6/+1 (1d8-1/19-20)

Ranged +1 longbow +11/+6 (1d8/×3)

Special Attacks combat style (archery), favored enemies (humans +4, undead +2)

Ranger Spells Prepared (CL 3rd; concentration +4)

1st—*residual tracking*^{APG}, *speak with animals*

STATISTICS

Str 8, **Dex** 18, **Con** 14, **Int** 12, **Wis** 13, **Cha** 10

Base Atk +6; **CMB** +5; **CMD** 19

Feats Endurance, Manyshot, Point-blank Shot, Precise Shot, Rapid Shot, Self-sufficient, Weapon Finesse

Skills Acrobatics +1 (-3 when jumping), Diplomacy +6, Handle Animal +9, Heal +12, Knowledge (geography) +10, Knowledge (local) +7, Knowledge (nature) +10, Perception +10, Ride +10, Survival +12

Languages Common, Elven

SQ favored terrain (urban +2), hunter's bond (animal companion), track +3, wild empathy +6

Combat Gear *potion of cure moderate wounds* (2); Other Gear +1 *breastplate*, mwk buckler, +1 *longbow* with 40 arrows, 10 cold iron arrows, 10 silver arrows, mwk longsword

Dog (Veteran's animal companion)

N Small animal

Init +4; **Senses** low-light vision, scent; **Perception** +1

DEFENSE

AC 19, touch 15, flat-footed 15 (+4 Dex, +4 natural, +1 size)

hp 19 (+6)

Fort +5, **Ref** +7, **Will** +4

Defensive Abilities evasion

OFFENSE

Speed 40 ft.

Melee bite +5 (1d4+3)

STATISTICS

Str 14, **Dex** 18, **Con** 15, **Int** 2, **Wis** 12, **Cha** 6

Base Atk +2; **CMB** +3; **CMD** 17 (21 vs. trip)

Feats Iron Will, Skill Focus (Survival)

Skills Acrobatics +4 (+12 when jumping), Survival +7; **Racial Modifiers** +4 to survival when tracking by scent

Military NPCs

Hunter CR 8

XP 4,800

Human paladin (oath against undeath) 9 (*Pathfinder RPG Ultimate Magic* 60)

LG Medium humanoid (human)

Init +4; **Senses** Perception +8

Aura courage (10 ft.)

DEFENSE

AC 20, touch 10, flat-footed 20 (+10 armor)

hp 81 (9d10+27)

Fort +10, **Ref** +5, **Will** +7; +4 morale bonus against saves to overcome negative levels

Immune disease, fear

OFFENSE

Speed 20 ft.

Melee +1 *greatsword* +15/+10 (2d6+8/17-20)

Ranged mwk longbow +10/+5 (1d8/×3)

Special Attacks channel positive energy 3/day (DC 16, 5d6), smite evil 3/day (+2 attack and AC, +9 damage)

Paladin Spells Prepared (CL 6th; concentration +8)

2nd—*darkvision*, *litany of righteousness*^{UC}

1st—*cure light wounds*, *protection from evil*, *lesser restoration*

STATISTICS

Str 20, **Dex** 10, **Con** 14, **Int** 12, **Wis** 8, **Cha** 14

Base Atk +9; **CMB** +14; **CMD** 24

Feats Critical Focus, Improved Critical (*greatsword*), Improved Initiative, Lunge, Power Attack, Toughness

Skills Acrobatics -5 (-9 to jump), Diplomacy +14, Heal +11, Knowledge (religion) +13, Perception +8, Sense Motive +11

Languages Common, Elven

SQ aura of life, detect undead, divine bond (weapon +2, 2/day), ghost touch aura, lay on hands 6/day (4d6), mercy (fatigued)

Combat Gear *potion of bear's endurance*, *potion of cure serious wounds*, *scroll of speak with dead*; **Other Gear** +1 *full plate*, +1 *greatsword*, mwk longbow, *belt of giant strength* +2

Specialist **CR 11**

XP 12,800

Human rogue (scout, sniper) 12 (*Pathfinder RPG Advanced Player's Guide* 134)

CN Medium humanoid (human)

Init +10; **Senses** Perception +16

DEFENSE

AC 20, touch 17, flat-footed 13 (+3 armor, +6 Dex, +1 dodge)

hp 81 (12d8+24)

Fort +8, **Ref** +16, **Will** +9

Defensive Abilities evasion

OFFENSE

Speed 30 ft.

Melee +1 *shortsword* +15/+10 (1d6+6/19-20), +1 *shortsword* +15/+10 (1d6+6/19-20)
Ranged +1 *shortbow* +16/+11 (1d6/x3)
Special Attacks accuracy, deadly range, scout's charge, skirmisher, sneak attack +6d6

STATISTICS

Str 8, **Dex** 22, **Con** 14, **Int** 13, **Wis** 12, **Cha** 10

Base Atk +9; **CMB** +8; **CMD** 28

Feats Combat Reflexes, Deadly Agility^{DSP}, Defensive Combat Training, Dodge, Improved Initiative, Improved Two-weapon Fighting, Iron Will, Two-weapon Fighting, Weapon Finesse, Weapon Focus (shortsword)

Skills Acrobatics +21, Bluff +15, Disable Device +23, Escape Artist +21, Knowledge (local) +16, Knowledge (planes) +13, Knowledge (religion) +13, Perception +16, Sense Motive +16, Stealth +26, Use Magic Device +15

Languages Common, Elven

SQ rogue talents (combat trick, fast stealth, finesse rogue, resiliency, slow reactions, weapon training)

Combat Gear *potion of cure serious wounds*, *potion of fly*, *scroll of greater invisibility*, *scroll of silence*; **Other Gear** +1 *shadow leather armor*, +1 *shortbow*, +1 *shortsword*, +1 *shortsword*, *belt of incredible dexterity* +2, *cloak of resistance* +2, masterwork thieves' tools

Adventurer NPCs

High Priest CR 10

XP 9,600

Human cleric 11

NG Medium humanoid (human)

Init +3; **Senses** Perception +5

Aura nimbus of light (30 ft., 11 rounds/day)

DEFENSE

AC 22, touch 9, flat-footed 22 (+10 armor, -1 Dex, +3 shield)

hp 86 (11d8+33)

Fort +9, **Ref** +2, **Will** +12

OFFENSE

Speed 20 ft.

Melee +2 *scimitar* +11/+6 (1d6+3/18-20)

Special Attacks channel positive energy 5/day (DC 19, 6d6 [+11 vs. undead]), holy lance (5 rounds, 1/day), sun's blessing

Domain Spell-Like Abilities (CL 11th; concentration +16)

8/day—*touch of good* (+5)

Cleric Spells Prepared (CL 11th; concentration +16)

6th—*blade barrier*^D (DC 21), *greater dispel magic*

5th—*breath of life* (DC 20), *dispel evil* *flame strike*^D (DC 20), *spell resistance*

4th—*death ward, freedom of movement, holy smite^D (DC 19), holy smite (DC 19), tongues*

3rd—*bestow curse (DC 18), daylight, magic circle against evil^P, communal resist energy^{UC}, searing light, speak with dead (DC 18)*

2nd—*align weapon (good only)^D, delay poison, hold person (DC 17), remove paralysis, silence (DC 17), spiritual weapon*

1st—*bles, cause fear (DC 16), detect evil, hide from undead (DC 16), obscuring mist, protection from evil^P, sanctify corpse*

0 (at will)—*create water, detect magic, light, read magic*

D Domain spell; **Domains** Good, Sun

STATISTICS

Str 12, **Dex** 8, **Con** 14, **Int** 10, **Wis** 20, **Cha** 14

Base Atk +8; **CMB** +9; **CMD** 18

Feats Combat Casting, Heavy Armor Proficiency, Improved Channel, Improved Initiative, Quick Channel^{UM}, Scribe Scroll, Toughness

Skills Acrobatics -7 (-11 when jumping), Diplomacy +16, Knowledge (history) +11, Knowledge (planes) +14, Knowledge (religion) +11, Sense Motive +14

Languages Common

Combat Gear *scroll of speak with dead*; **Other Gear** +1 full plate, +1 heavy steel shield, +2 scimitar, headband of inspired wisdom +2

Vampire Hunter CR 6

Dayborn dhampir warlord (Steelfist Commando) 6 / Shadowdancer 1

LN Medium humanoid (dhampir)

Init +4; **Senses** Perception +13, Darkvision 60ft, Low-Light Vision

DEFENSE

AC 22, touch 17, flat-footed 18 (+4 armor, +4 Dex, +1 shield, +3 dodge)

hp 49 (6d10+1d8+7)

Fort +6, **Ref** +7, **Will** +5

Defensive Abilities dodge bonus, force of personality, hide in plain sight, tactical presence (currently *rallying presence*), negative energy affinity, lurker in darkness, cannot be the target of, or within the area of, [Evil] spells cast by an *Accursed Being* vampire, +4 to AC against attacks of opportunity provoked by moving, if in Broken Blade Stance, +6 to Acrobatics checks to avoid attacks of opportunity

OFFENSE

Speed 30ft

Melee +1 *silvered rapier* +12/+7 (1d8+6, 18-20/x2) or mwk cold iron rapier +12/+7 (1d8+5, 18-20/x2) or unarmed strike +11/+6 (1d4+5); if in Broken Blade Stance, full attacks get an extra attack at the highest bonus

Ranged mwk shortbow +12/+7 (1d6, x3); if in Broken Blade Stance, full attacks get an extra attack at the highest bonus

Special Attacks dual boost 1/day, tactical flanker (+3), warleader

Warlord maneuvers readied (6)—Counter Step, Dizzying Venom Prana, Encouraging Roar, Leaping Dragon, Iron Fang, Sight Piercing Fang

Warlord maneuvers known (IL 6, initiator ability mod +3)

- 1st—Dizzying Venom Prana, Encouraging Roar, Flurry Strike, Leaping Dragon, Pride Movement, Shards of Iron Strike
- 2nd—Counter Step, Iron Fang
- 3rd—Sight Piercing Fang

Warlord stances known (IL 6, active stance is Broken Blade Stance)

- 1st—Body of the Night (+3 *overall bonus to attacks against flat-footed*, +1 to *Stealth*)
- 3rd—Broken Blade Stance

Warlord gambits known

- Acrobatic Gambit
- Unbreakable Gambit
- Victory Gambit

STATISTICS

Str 11, **Dex** 18, **Con** 12, **Int** 10, **Wis** 12, **Cha** 16

Base Atk +6, **CMB** +7, **CMD** 21

Feats Combat Reflexes, Deadly Agility^{PoW}, Dodge, Greater Unarmed Strike^{PoW}, Improved Unarmed Strike, Lurker In Darkness^{PsyBest}, Mobility, Weapon Finesse

Skills Acrobatics +13, Bluff +8, Heal +4, Knowledge (Religion) +2, Perception +13 (can be used to Track), Perform (Dance) +9, Sense Motive +7, Stealth +17

Languages Common

Special Qualities commando prowess (*already factored into stats*), manipulative, rogue talent (find clues), unarmed combat

Combat Gear +1 *silvered rapier*, mwk cold iron rapier, mwk shortbow, mwk buckler, mithral chain shirt, 20 silvered arrows, 40 cold iron arrows, 5 +1 *undead-bane silver arrows*, 5 *potions of infernal healing*, 2 bags of vicious caltrops, several bags of rice, 3 different wooden holy symbols displayed prominently), holy symbol tattoo, 4 flasks of oil, 10 tindertwigs, flint and steel, wooden stakes, 9gp, 3 sp, 45 cp (in a separate bag, for scattering if needed)

Citizen NPCs

Militia CR 1

XP 400

Human expert 1/fighter 1

N Medium humanoid (human)

Init +1; **Senses** Perception +3

DEFENSE

AC 17, touch 11, flat-footed 16 (+6 armor, +1 Dex)

hp 23 (1d8+1d10+9)

Fort +5, **Ref** +3, **Will** +1

OFFENSE

Speed 20 ft.

Melee club +3 (1d6+2) or

longspear +3 (1d8+3/×3)

Ranged longbow +2 (1d8/×3)

STATISTICS

Str 15, **Dex** 13, **Con** 16, **Int** 10, **Wis** 8, **Cha** 12

Base Atk +1; **CMB** +3; **CMD** 14

Feats Lightning Reflexes, Paired Opportunists APG, Toughness

Skills Acrobatics -4 (-8 to jump), Appraise +4, Bluff +5, Diplomacy +5, Handle Animal +5, Heal +3, Knowledge (local) +4, Knowledge (religion) +4, Perception +3, Profession (Any) +3, Sense Motive +3, Survival +3

Languages Common

Combat Gear *potion of cure light wounds*, alchemist's fire; **Other Gear** chainmail, club, longbow with 40 arrows, longspear

Militia Veteran **CR 2**

XP 600

Human expert 1/fighter 2

N Medium humanoid (human)

Init +1; **Senses** Perception +5

DEFENSE

AC 18, touch 12, flat-footed 16 (+6 armor, +1 Dex, +1 dodge)

hp 32 (3 HD; 1d8+2d10+12)

Fort +6, **Ref** +3, **Will** +1; +1 vs. fear

OFFENSE

Speed 20 ft.

Melee club +4 (1d6+2) or

longspear +4 (1d8+3/×3)

Ranged longbow +3 (1d8/×3)

STATISTICS

Str 15, **Dex** 13, **Con** 16, **Int** 10, **Wis** 8, **Cha** 12

Base Atk +2; **CMB** +4; **CMD** 16

Feats Dodge, Lightning Reflexes, Paired Opportunists^{APG}, Step Up, Toughness

Skills Acrobatics -4 (-8 when jumping), Appraise +4, Bluff +5, Diplomacy +5, Handle Animal +5, Heal +3, Knowledge (local) +4, Knowledge (religion) +4, Perception +5, Profession (any) +3, Sense Motive +5, Survival +3

Languages Common

Combat Gear *potion of cure light wounds*, alchemist's fire; **Other Gear** chainmail, club, longbow, longsword

Dead Culture

This chapter presents a sample society which is, in its nature, mostly vampiric. Vampires tend to gather socially - they were part of societies in life after all - but they have a need for these gatherings to remain either wholly secret or, at the very least, separate from many of their mortal associations. As a result, it is not uncommon for vampires to speak in code about their social orders, to refer to each other or themselves by oblique titles, and to hide themselves in the cracks and odd places of society. Vampires - and the other creatures that participate in their governments - are more likely to meet in the basement of an inn owned by a thrall or in the quiet killing floor of a slaughterhouse late at night than they are to rent a restaurant or inn for an evening. Rivalries, too, complicate matters and lead to the formation of factions that gather around strong central leaders.

The following is an example of how vampiric society might develop. In this case, a strong central leader has used her power and influence to provide non-murderous avenues of conflict

to her “subjects”, making it more profitable to toe her line and face her in the political arena than to attempt open warfare on the streets. Life - and unlife - is still dangerous of course, but where the Flayed Queen holds sway, it can be said to be more civilized. Of course, it is also dangerously connected to the mortals it interacts with. Though it may take some minor editing, this shadow society is designed to be inserted into any pre-existing city within your campaign setting with a minimum of fuss. Without further ado, we introduce:

The Leatherworkers' Guild

The Leatherworkers' Guild takes its name almost entirely from its nominal leader - Astrid, the Flayed Queen. She and her Skinned Court operate from a tannery whose basement conceals her personal fortress. Though Astrid's rule is mighty, it is not without challenge - both internal and external - and the Flayed Queen has chosen a dangerous path for her rule by interfering with the business of the living. She's dodged every problem thrown her way thus far, but it is, perhaps, only a matter of time before her interest in the mortals around her becomes a fatal attraction.

Governance in the Leatherworkers' Guild could be described as a constitutional monarchy of sorts. Queen Astrid sits as the ruler of the Guild and dictates how the wealth it gains from its membership is spent, as well as maintaining her own vigorous network of informants and servants. However, her council - known collectively as the Flayed - decide matters of territory and serve as the jury in trials conducted by the Guild. While Astrid has a veto power over her Flayed councilors, she rarely exercises it - partially out of respect for the system she instituted, and partially because angering a political body composed of dangerous bloodthirsty predators without good cause is an exceedingly poor idea. The result is that Astrid has both loyal followers and deeply opposed rivals amongst the Flayed, who play the dance of politics and maneuvering rather than killing each other in the streets - and as far as the Flayed Queen is concerned, that's a win.

While Astrid and her Flayed stand at the top of the power structure, the actual governance of the Leatherworkers' Guild has complexities. Becoming a member of the Flayed is simple, if hideously difficult: you must submit to being skinned alive before Astrid and her council. Scream, quit, or die, and you've failed the test (though you are free to try again without penalty). Succeed, and you are now a member of the ruling elite (and Astrid hangs your skin on the wall of her meeting room). Though vampires do not have to worry about this grim entrance exam killing them, many do not have the stomach to attempt it. Instead, they petition one or more members of the Flayed to represent their interests, exchanging service or resources or information for doing so. The results forms a constituency for each of the Flayed that they can use to accomplish their goals, but for which they are responsible as well. This permits both members of the living who participate in the Guild and vampires incapable of passing the test to have a voice in the government of their city. Astrid maintains a strict policy that murder will not lead to advancement, as some fools who mistook her callousness for malevolence learned to their detriment - attacking one of her Flayed without good cause is one of the few things that can inspire the Flayed Queen to hunt you down herself.

While each citizen of the Leatherworkers' Guild has their own agendas and concerns, the major power groups that clash and ally with one another in the city are as follows:

Sidebar - Fresh Blood

The Leatherworkers' Guild exists in a state of uneasy stasis that is slowly sinking towards violence despite best efforts to the contrary. No one seems to have any idea of how to resolve the conflict.

Which is, of course, where player characters come in.

For a gamemaster looking to use the Leatherworkers' Guild as the focus of their campaign, many options exist for introducing the player characters. They might be the young vampires, newly created as a reward for faithful service or a grab at power by one (or more!) of the city's factions. They may be a pack of traveling vampires looking to settle down, finding themselves courted by the various factions here. For mortal parties, servants of the undead factions - or a party of vampire hunters slowly realizing the extent of the city's infestation - can give them an outsider's perspective on the struggles and conflicts within the city's vampire populace.

Important to note is that while the characters presented in this chapter run a diverse range of levels, the player characters are still the main characters of the stories you tell within the Leatherworkers' Guild. Even an intimidating personal presence like the Flayed Queen has many constraints on her night-to-night activities, constraints that make mercenaries, loyal servants, and rivals significant factors - regardless of their personal prowess. Indeed, characters like Gnaws-His-Arms and Isoldt exist partially to demonstrate the potential relevance of lower-level characters to this diverse power structure, and player characters have the potential to rise to power both personal and temporal very swiftly - if they survive.

The Skinned Circle

Queen Astrid, her supporters, and their loyal servants are collectively referred to as the Skinned Circle - arguably the strongest power bloc in the Guild, and certainly the best-informed. Astrid has contacts in strange places that bring all manner of knowledge to her ears, and she and her Circle act on it with vicious speed, capitalizing on tiny opportunities and cutting off the plans of their rivals at their knees. It is often complained that Astrid's agents seem prescient.

The Skinned Circle is largely responsible for the connection of the Guild to the mortals around them, and it's because of Astrid's dedication to altruistic endeavors. Through her and her Circle, the Guild funds poverty relief efforts, runs at least two orphanages, and strives to improve public education and the city's infrastructure. These efforts are not as strident as, perhaps, they could be - Astrid must respect the secrecy of her peers, after all - but piles of gold move from the Guild to the destitute portions of the city nonetheless. To keep the flow of cash going, the Skinned Circle maintains a vigorous interest in shipping, industry, and mild political corruption ("Really, councilor, I'm asking you to launder money for an *orphanage*..."). Of the various factions in the Leatherworkers' Guild, the Skinned Circle contains the most non-vampiric members, another potentially compromising aspect of their operation. Ultimately, however, the Skinned Circle follows Astrid's vision, even if they do not quite understand it.

Major Figures

- Queen Astrid (female human vampire warlord 15; see entry below). The nominal ruler of the Leatherworkers' Guild, Astrid finds herself trying to clean up her own city and in need of an outsider's perspective on her own problems.
- Father Milree (male half-elf cleric 8). Milree acts as Astrid's advisor on matters of mortals and faith, as well as helping her maintain her sanity in the barbaric world she inhabits. Milree worries about his role - his church certainly does not know he consorts with a vampire - but sees in Astrid an opportunity to bring good out of evil.
- Toreth the Valorous (male grendle bloodrager 9; see entry below). The only living member of the Flayed, Toreth serves as Astrid's strong right hand and the captain of her guard, and is the self-appointed voice for the unwitting living beings influenced by the governance of the dead.

- Jitterbug (young female halfling vampire alchemist 6). Jitters is a young vampire and has maintained the exuberance of her halfling stock. She follows Astrid wide eyed, but is already making a name for herself by applying her alchemical knowledge to the problems that face the court.
- Gnaws-His-Arms (male ghoulish scout rogue 4; see entry below). An assassin and agent for the Skinned Circle, Gnaws-His-Arms helps solve the little problems that can be handled through stealth and discretion.

Astrid, the Flayed Queen

Astrid is an ancient vampire - well over two thousand years old, and possibly even older than that - who has been places and done things that she has trouble describing to modern societies. Death has not diminished her dark-skinned beauty; indeed, her newfound habits of smiling and befriending others have given her a vibrancy that she once only remembered as a dim echo of life. Still, her newfound cheer is tempered by deep worries.

Astrid has only recently (in the last century or so) really made a run at being a good person, motivated by a dissatisfaction with her unlife and close friendship with those who believe she can be more than a monster. Unfortunately, she's starting to realize that she's made a grievous error in how she's established the Leatherworker's Guild. Her brutal test for membership in her council was meant to weed out the greedy and weak-willed, but the presence of Loras Blacknail - and others - has proven that she has created a larger problem than the one she sought to prevent. With her time consumed running damage control on the Faithful of the Night, Astrid does not dare to try and clean her own house and try to reform the government she has created - at least, not without some outside help.

Astrid, the Flayed Queen CR 15

XP 51,200

human vampire warlord 15

CG medium undead

Init +6; **Senses** darkvision 60ft.; Perception +21

DEFENSE

AC 20, touch 12, flat-footed 18 (+2 Dex, +8 Armor)

hp 162 (15d10+75)

Fort +11, **Ref** +7, **Will** +15

Defensive Abilities channel resistance +8; **Immune** undead traits; **Weakness** sunlight vulnerability, vampire weakness (foot in the grave)

OFFENSE

Speed 30 ft.,

Melee +2 *keen vicious impact greataxe* (+27/+18/+13, 2d8+50+vicious), vampiric bite (+20, 1d6+18); or vampiric bite (+25, 1d6+26)

Special Attacks vampire fangs,

Warlord maneuvers readied (10)—devastating momentum, blade of fury, blood spray strike, lion lord's agony, strategic blow, harry the prey, warning roar, dizzying blow, pride movement, momentum crash

Warlord maneuvers known (IL 15, initiator ability mod +5)

- 1st— panther on the hunt, pride movement, demoralizing roar

- 2nd—devastating rush, momentum crash, warning roar
- 3rd—
- 4th—momentum crush, charge of the battle cat
- 5th—dizzying blow, strategic blow
- 6th—blade of fury, harry the prey
- 7th—devastating momentum, blood spray strike
- 8th—lion lord's agony

Warlord stances known (IL 15, active stance is iron hide stance)

- 1st—stance of aggression (-2 AC, +2d6 damage)
- 1st—running hunter's stance (+10ft movement, scent)
- 3rd—primal warrior stance (*ignore difficult terrain while charging, +2 size categories*)
- 4th—golden lion charger (*additional +2 to hit on a charge, charging doesn't provoke*)
- 6th—golden general's attitude (*allies gain +5 to attacks, damage, and saves vs fear*)
- 8th—iron hide stance (*DR 5/- and triple strength bonus on damage*)

Warlord gambits known (IL 15, initiator ability mod +5)

- brave gambit
- unbreakable gambit
- ravager's gambit
- victory gambit
- gatecrasher gambit

TACTICS:

Before Combat If she knows trouble is coming, Astrid will take the time to activate at least one of her psionic tattoos. If in full view of her opponent, she will try to keep them talking while activating them and hiding them with Bluff, and selects the most dangerous target she thinks she can take down in one charge.

During Combat Astrid will immediately dual boost for blade of fury and devastating momentum, charging her selected victim and using Martial Charge to deliver her strongest readied strike. She then uses Fang and Fury to gain an extra heavily-boosted attack (and temporary HP). If able, the next round she will charge a different opponent with brave gambit, and then repeat her initial rush again. Alternately, she will get her allies into position and attack with harry the prey to give multiple additional attacks. If the enemies break off, she will not pursue unless they cannot be allowed to live. She has no interest in continued suffering or conflict once her point is made.

STATISTICS

Str 26, **Dex** 14, **Con** -, **Int** 14, **Wis** 16, **Cha** 20

Base Atk +15; **CMB** +23; **CMD** 25

Feats Power Attack (-4/+12), Focused Offense, Improved Initiative, Martial Charge, Fang and Fury, Extra Readied Maneuver, Altered Life (Charisma), Leadership, Lightning Recovery, Discipline Mastery (Diplomacy, Perception, Sense Motive, Survival), Improved Channel Resistance, Reckless Offense, Victorious Recovery

Skills Bluff +22, Diplomacy +25, Intimidate +23, Knowledge (Engineering) +8, Knowledge (History) +11, Knowledge (Local) +14, Knowledge (Martial) +8, Knowledge (Religion) +7, Perception +21, Sense Motive +21, Survival +21; Racial: +2 Bluff, +2 Diplomacy

Languages Common, Undercommon, Gnome, telepathy (100ft)

SQ vampiric power (familiar stranger), warlord's presence (indomitable, rallying, and victorious), warleader (9/day, move action), force of personality, tactical flanker (+5), battle prowess (Primal Fury or Golden Lion, +2), dual boost (2/day), tactical assistance (+5),

Combat Gear Butterfly (+2 *keen vicious impact greataxe*), +2 *glamered breastplate*,
Other Gear *headband of mental prowess (Wisdom and Charisma) +4*, *belt of mighty strength +4*, *cloak of resistance +2*, *psionic tattoo of expansion (ML 7)*, *psionic tattoo of offensive precognition (ML7)*, *potion of flight*

Toreth the Valorous

The only living being to be a member of the Flayed, the half-troll known as Toreth the Valorous is the captain of Astrid's royal guard and the self-appointed Voice of the Living on her council. He argues in favor of mortals affected by the Guild's policies and actions and works to minimize needless death and destruction, which has the added side benefit of keeping the vampires hidden. The product of his barbarian tribe's alliance with nearby trolls, Toreth serves Astrid because he believes in her vision of purpose in death and aspires, one day, to join her in eternity.

Toreth strikes an interesting mixture of refinement and savagery that is most evident when his attempts at negotiation go wrong. Toreth often does everything in his power to strike a mutually beneficial deal - and when it goes wrong he wades in with flame and fury, rising on twin tides of sorcery and wrath that crush those that dare to oppose him. Toreth maintains a small cadre of mortal employees who are unaware of the Guild's activities, which he uses as men of all work and, sometimes, thugs.

Toreth the Valorous CR 8

XP 4,800

Gremlin bloodrager (primalist) 9

NG Medium humanoid (giant, human)

Init +5; **Senses** darkvision 60 ft., low-light vision; Perception +12

DEFENSE

AC 17, touch 9, flat-footed 16 (+6 armor, +1 Dex, +2 natural, -2 penalty)

hp 126 (9d10+72)

Fort +13, **Ref** +5, **Will** +6; +2 bonus vs. spells cast by self or an ally; +2 racial bonus on saves against fear or despair effects

Defensive Abilities blood sanctuary, improved uncanny dodge; **DR** 1/—

OFFENSE

Speed 40 ft.

Melee +1 *greataxe* +16/+11 (1d12+12/×3)

Ranged mwk composite longbow +11/+6 (1d8+6/×3)

Special Attacks blood casting, bloodrage (23 rounds/day), mock effort

Bloodrager (Primalist) Spells Known (CL 9th; concentration +11)

2nd (2/day)— *bear's endurance*, *bull's strength*, *mirror image*, *see invisibility*

1st (3/day)— *enlarge person* (DC 13), *expeditious retreat*, *long arm*, *magic missile*^B, *shield*, *true strike*

Bloodline Arcane

TACTICS

Before Combat Toreth casts *mirror image*, followed by his other buffs (including *enlarge person*) if he has the time.

During Combat Toreth rages, casts *enlarge person* (if he hasn't already) and then charges into the fray. He normally uses his arcane bloodrage ability to buff himself with *blur* and *haste*, although he will swap to *resist energy* or *displacement* if an obvious threat presents itself. He will avoid in-combat spellcasting, except to cast *mirror image* again if needed. He reserves his *potion of invisibility* to allow him to flee an overwhelming encounter (while he's not smart, he certainly isn't suicidal).

Base Statistics While neither raging nor using arcane strike, Toreth's statistics are **AC** 19, touch 11, flat-footed 18; **hp** 99; **Fort** +10, Will+4; **Melee** +1 *greataxe* +14/+9 (1d12+7/×3); **Ranged** mwk composite longbow +11/+6 (1d8+4/×3); Str 18, Con 16; CMB +13.

STATISTICS

Str 22, **Dex** 12, **Con** 22, **Int** 9, **Wis** 10, **Cha** 14

Base Atk +9; **CMB** +15; **CMD** 24

Feats Arcane Strike, Blooded Arcane Strike, Combat Reflexes, Eschew Materials, Improved Initiative, Power Attack, Raging Vitality, Toughness

Skills Acrobatics +10, Knowledge (religion) +0, Perception +12, Survival +11

Languages Common, Giant

SQ arcane bloodrage, disruptive bloodrage, fast movement

Combat Gear *potion of cure serious wounds*, *potion of invisibility*; **Other Gear** +2

chain shirt, cloak of resistance +1, +1 *greataxe*, mwk composite longbow (+4 Str) with 50 arrows

Gnaws-His-Arms

Few people look upon ghouls as anything other than hunger-crazed monsters, but many of them are smarter and more clever than the average person; they simply apply this brainpower toward the acquisition of food. Queen Astrid has managed to establish a rapport with Gnaws-His-Arms, and has offered him a deal; if he follows her orders, she will ensure that he never goes hungry again. Buying enough fresh meat to keep Gnaws-His-Arms sated does cost Astrid a few coins a day, but the creature's worth more than makes up for it.

Gnaws-His-Arms took to training very easily, and makes an excellent scout and assassin. Ghouls are naturally good at remaining hidden, and his paralyzing claws make him a formidable combatant. Few other assassins are happy (or able) to quickly consume the bodies of their victims. Furthermore, if Gnaws-His-Arms is ever captured, it would be very unlikely that it would be interrogated. A lone ghoul (while certainly a concern to the authorities) would draw attention towards the local graveyard and suspected necromancers - both things Astrid has no connection to at all.

Gnaws-His-Arms CR 4

XP 1,200

Ghoul rogue (scout) 4

CE Medium undead

Init +3; **Senses** darkvision 60 ft.; Perception +11

DEFENSE

AC 19, touch 13, flat-footed 16 (+4 armor, +3 Dex, +2 natural)

hp 46 (6d8+16)

Fort +3, **Ref** +7, **Will** +6; +2 bonus vs. channeled energy

Defensive Abilities channel resistance +2, evasion, trap sense +1; **Immune** undead traits

OFFENSE

Speed 30 ft.

Melee bite +7 (1d6+1 plus disease and paralysis), 2 claws +7 (1d6+1 plus paralysis)

Special Attacks disease (ghoul fever DC13), paralysis (1d4+1 DC15), scout's charge, sneak attack +2d6

STATISTICS

Str 13, **Dex** 16, **Con** —, **Int** 13, **Wis** 14, **Cha** 14

Base Atk +4; **CMB** +5; **CMD** 18

Feats Ability Focus (paralysis), Skill Focus (Stealth), Weapon Finesse

Skills Acrobatics +12, Climb +10, Disguise +12, Escape Artist +12, Intimidate +11, Knowledge (religion) +6, Perception +11, Sense Motive +11, Stealth +15, Swim +6

Languages Common, Undercommon

SQ rogue talents (fast stealth, resiliency), trapfinding +2

Gear +1 *studded leather*, *hat of disguise*

Disease (Su) Ghoul Fever: Bite—injury; save Fort DC 13; onset 1 day; frequency 1/day; effect 1d3 Con and 1d3 Dex; cure 2 consecutive saves.

The Elder Alliance

A rival to the power of the Skinned Circle, the Elder Alliance claims to represent the interests of the vampiric community. They are, to an extent, fairly correct in this statement: the Alliance argues against courses of action that might lead to exposure, works to hide the vampiric community against the backdrop of mortal society and emphasizes a sort of hands-off approach to its members garnering personal power. The rule, in the Alliance, is that you can do as you please so long as you do not intrude into someone else's business or expose the Guild to the ranks of the living.

While the Elder Alliance has great respect for Astrid as a ruler, they feel her strides into mortal society have gone too far and risk the community as a whole. Mortals, they feel, mostly take care of themselves and do not need someone to coddle them or hand-hold them through their societal problems. As long as the blood keeps flowing, there is no need for the Guild to disturb the ranks of the living and thus potentially incur their wrath. In a twist of irony, the Elder Alliance supports strengthening the democratic aspects of the Leatherworkers' Guild because they feel that if each vampire had their own say, the society as a whole would become more isolationist and less concerned about the herd they dwell amongst. To this end, they sometimes cooperate with the Faithful of the Night, though it leaves a bad taste in their mouths.

Major Figures

- Lady Windharpe (female elf vampire bard 11; see entry below). A master of internal politics, Lady Windharpe is less of an overall leader of the Elder Alliance and more of a first-among-equals. While she has nothing but respect for the surprising success of the Guild, Windharpe feels it is her duty to oppose radical change and form a legitimate challenge to Astrid's vision.
- Isoldt (female human vampire psion 3; see entry below). Lady Windharpe's confidant and servant. She serves her master faithfully, and hopes to learn all she knows.
- Demruth Arcadia (male human vampire tactician 9). Demruth is an old vampire, possibly as old as Astrid. When he speaks of history he speaks from personal experience, and is the self appointed guardian of "the old ways", when vampires held their rightful place far removed from the mortal rabble.

- Baron Stoneharrow (male dwarf vampire guru 7). Stoneharrow is a dwarf's dwarf and a vampire's vampire; slow, methodical, wise and proud. "Baron" is just a fitting epithet, the unusually charismatic dwarf is good at manipulating mortal affairs while staying well clear of their ranks.
- Izzie Redwaters (female merg vampire soul hunter stalker 7/sussurratore 2; see entry below). A young vampire with mixed feelings about undeath, Izzie is nominally loyal to the Elder Alliance but searches for purpose in her unlife.

Sidebar - Do They Even Bury People Here?

The Leatherworker's Guild has an unusually large amount of vampires within it, mostly as a consequence of the stability Astrid has brought to the region and, thus, the availability of hunting grounds that don't require negotiation or rivalry. Additionally, we wanted to present a truly vampiric society, which, to be complete, requires vampiric membership and vampiric leadership. Still, their numbers likely range between 30 and 50 total vampires of various kinds, many of whom are mostly concerned with their night-to-night living, plus mortal servitors and unusual participants like Toreth the Valorous.

With that in mind, the Leatherworker's Guild is written with the assumption that it exists within a fairly large city. The number of vampires or even of rival factions may need tweaking down if your campaign takes place in a smaller urban area, or even tweaking *up* if your campaign takes place in a city like Victorian London once was, teeming with a mind-boggling number of mortal souls - and plenty of societal cracks for the dead to thrive in.

Lady Windharpe

Lady Windharpe did politics even before she died and became a vampire - and she was *old* when she was turned. Making her way as a genteel elven noble has allowed her a nearly unparalleled amount of publicity in mortal society, as none of the younger races around her expect her to age visibly. While Windharpe appreciates Astrid both as a leader and as a person, she feels it is her duty to check the Leatherworkers' Guild's rapid growth and expansion into mortal society and act as a conservative voice against Astrid's passion. Her dance of politics exists both within the Elder Alliance and without it; for all her calculated posturing, Windharpe is quite aware that many of her confederates would dearly love to kill her and take her position, merely for the perception of power it would grant them.

Lady Windharpe CR 11

XP 9,600

female elf vampire bard (negotiator) 11

N Medium undead

Init +7; Senses darkvision 60 ft, low-light vision.; **Perception** +17

DEFENSE

AC 21, touch 13, flat-footed 18 (+6 armor, +2 Dex, +1 dodge, +2 shield)

hp 119 (11d8+66)

Fort +9, **Ref** +10, **Will** +8; +2 vs. enchantments, +4 vs. bardic performance, language-dependent, and sonic

Defensive Abilities channel resistance +4; **Immune** undead traits **Weakness** shadowless, sunlight vulnerability, vampire weakness (spilled blood)

OFFENSE

Speed 30 ft.

Melee mwk longsword +9/+4 (1d8/19-20) and bite +4 (1d6) or bite +9 (1d6)

Ranged +2 shortbow +12/+7 (1d6+2/x3)

Special Attacks bardic performance 31 rounds/day (countersong, dirge of doom, distraction, fascinate, countersong, inspire competence +4, suggestion), vampire fangs

Bard (Negotiator) Spells Known (CL 11th; concentration +18)

4th (3/day)—*dimension door*, *freedom of movement*, *modify memory* (DC 21)

3rd (6/day)—*dispel magic*, *haste*, *see invisibility*, *slow* (DC 20)

2nd (6/day)—*acute senses* (DC 19), *alter self*, *blur*, *enter image*, *heroism*

1st (7/day)—*alarm*, *disguise self*, *expeditious retreat*, *grease*, *invisibility alarm*, *see alignment*

0 (at will)—*detect magic*, *mage hand*, *message*, *prestidigitation*, *read magic*, *resistance*

STATISTICS

Str 10, **Dex** 16, **Con** —, **Int** 16, **Wis** 12, **Cha** 24

Base Atk +8; **CMB** +8; **CMD** 21

Feats Arcane Strike, Discordant Voice, Dirgesinger*, Improved Initiative, Point-blank Shot, Precise Shot

Skills Acrobatics +14 (+10 to jump), Bluff +25, Diplomacy +25, Escape Artist +14, Intimidate +25,

Knowledge (local) +22, Knowledge (religion) +17, Perception +17, Perform (oratory) +20, Sense Motive +20; **Racial Modifiers** +2 Bluff, +2 Diplomacy

Languages Common, Dwarven, Elven, Gnome, Halfling

SQ binding contract, elven magic, jack-of-all-trades, master of rhetoric, rogue talents (convincing lie, obfuscate story, resiliency), thirst, vampire power (familiar stranger), weapon familiarity

Combat Gear 2 *potions of greater invisibility*; **Other Gear** +2 *chain shirt*, *headband of alluring charisma* +2, +2 *shortbow* with 50 arrows, masterwork longsword, heavy steel shield

Isoldt

Isoldt is a very critical piece in the political game, especially for one so young. She was turned because of her valuable skills; manifesting as a psion, along with a noble upbringing and a solid respect for a person's place in society will make her a valuable member of the Elder Alliance as she gains power. However, she represents something more important to the Alliance - fresh blood. Many in the Alliance are old and distrustful of younger vampires. Isoldt is living proof that a young mortal can be elevated to their lofty ranks and perform with grace and skill.

The Skinned Circle would love to court Isoldt and bring her into their ranks, denying the Alliance her skills as well as what she represents. The Alliance on the other hand recognise her importance; she makes the Alliance appear powerful and appealing to other younger vampires, and could be a useful tool in recruiting other like-minded vampires.

Isoldt CR 3

XP 600

female human psion (seer) 3

NE Medium undead

Init +1; **Senses** darkvision 60ft.; Perception +9

DEFENSE

AC 12, touch 11, flat-footed 11 (+1 armor, +1 Dex)

hp 19 (3d6+6)

Fort +2, **Ref** +2, **Will** +6

Defensive Abilities channel resistance +4 **Weakness** shadowless, sunlight vulnerability, vampire weakness (arithmomania) **Immune** undead traits

OFFENSE

Speed 30 ft.

Melee dagger +0 (1d4-1/19-20) and bite -5 (1d6-1) or bite +0 (1d6-1)

Ranged light crossbow +2 (1d8/19-20)

Special Attacks recovered information, vampiric power (hypnotic)

Psion Powers Known (ML 3th; concentration +8); 20 pp

2nd—*clairvoyant sense, everyman, ego whip* (DC 17)

1st—*broker, energy ray* (DC 16), *precognition, psychic tracking*

0—*conceal thoughts, detect psionics, empathy, vim*

TACTICS

Base Statistics If Isoldt's psicrystal is not within arm's reach, her Perception modifier changes to +7, and her Sense Motive modifier changes to +7.

STATISTICS

Str 9, **Dex** 12, **Con** -, **Int** 22, **Wis** 13, **Cha** 12

Base Atk +1; **CMB** +0; **CMD** 11

Feats Improved Psicrystal, Inquisitor, Psicrystal Affinity (resolved, sympathetic), Psicrystal containment

Skills Autohypnosis +7, Knowledge (history) +12, Knowledge (local) +12, Knowledge (planes) +12, Knowledge (psionics) +12, Knowledge (religion) +12, Sense Motive +9, Perception +9;

Racial Modifiers +2 Bluff, +2 Diplomacy

Languages Common, Dwarven, Elven, Goblin, Gnome, Halfling, Draconic

SQ thirst

Combat Gear *potion of inflict moderate wounds, psionic tattoo of defy gravity, psionic tattoo of inertial armor* (ML 3rd, +5 AC); **Other Gear** *bracers of armour* +1, dagger

Izzie Redwaters

Izzie was a visitor to the city when she was mugged in an alleyway and left to die, a victim of urban dangers she did not yet understand. Lady Windharpe "saved" her with undeath, and while Izzie is grateful to still exist, she has mixed feelings about her vampiric state and that of the Leatherworkers' Guild - especially since her transformation has rendered contact with water nearly impossible for her. Eventually, these feelings lead her to seek out the Faceless Reaper and petition to become her apprentice, and the two have worked together ever since.

Izzie is nominally loyal to Windharpe but, increasingly, uses her position as an excuse to remain neutral and not get involved. She still hasn't resolved her feelings about vampires or about the woman who condemned her to undeath, and worries that she'll go as mad as Blacknail or his murderous second-in-command. When these feelings get to be too much for her, Izzie dons her face mask and goes out into the streets to keep an eye on her city.

Izzie Redwaters CR 9

XP 6,400

merg vampire soul hunter stalker 7/sussurratore 2

LN Medium undead

Init +8; **Senses** darkvision 60ft.; low-light vision; Perception +16

DEFENSE

AC 25, touch 17, flat-footed 16 (+4 Dodge, +5 Dex, +6 Armor)

hp 51 (9d8+7)

Fort +4, **Ref** +8, **Will** +11

Defensive Abilities channel resistance +4; **Immune** undead traits; **Weakness** sunlight vulnerability, vampire weakness (unclean being)

OFFENSE

Speed 30 ft., Swim 30 ft

Melee +1 *glaive* (+11/+6, 1d10+5 plus soulburning), vampiric bite (+10, 1d6+3)

Ranged masterwork mighty composite longbow +3 bonus (+11/+6, 1d8+3)

Special Attacks soul claiming, soulburning, vampire fangs

Stalker maneuvers readied (6)— headstone breaking strike, hunting mohrg strike, sight-piercing fang, weakening venom prana, flowing gore strike, sickening venom strike

Stalker maneuvers known (IL 9, initiator ability mod +5)

- 1st—dizzying venom prana, thirsting axe strike, ghost hunting blow, whispers of undeath, disturbing blow
- 2nd—headstone breaking strike, weakening venom prana, chilling grave defense
- 3rd—life sealing strike, sight-piercing fang, sickening venom strike,
- 4th—hunting mohrg strike, sting of the adder
- 5th—flowing gore strike

Stalker stances known (IL 9, active stance is body of the night)

- 1st—body of the night (+4 *bonus to attack*, +1d6 *damage against flat-footed*, +9 *Stealth*)
- 1st—bean nighe attitude (+3 *to all saves*)
- 1st—poisoner's stance (*Poison Use*, +4 *to DCs of all poisons, incl Stings and Pranas*)

TACTICS:

Before Combat Izzie sneaks around in body of the night stance, raising her Stealth up to +28. She maintains this until after combat is joined (and she rolls for Silent Blade plus an enhanced opening attack). If unnoticed, she will select a target and activate combat precognition followed by murderous insight immediately before charging.

During Combat She will pick one target out and attack, utilizing murderous insight and combat precognition instead of boosts to enhance her position and repeatedly using stat-damaging maneuvers to soften up enemies for the Faceless Reaper to finish. If the opener went as planned, she immediately shifts stance (usually to bean nigh attitude). If alone, she constantly tries to keep to the outside of any group, using her reach to keep people away. Undead enemies receive a headstone breaking strike first (usually targeting Dexterity), followed by pure-damage maneuvers. Unless desperate in the extreme, she will not use her fangs. She hates her current vampiric state.

STATISTICS

Str 16, **Dex** 18, **Con** -, **Int** 14, **Wis** 20, **Cha** 10

Base Atk +7; **CMB** +10; **CMD** 28

Feats Combat Reflexes, Improved Initiative, Blush of Life, Weapon Group Adaptation (Polearms), Improved Initiative

Skills Acrobatics +16, Diplomacy +10, Disable Device +9, Disguise +7, Heal +16, Knowledge (Local) +8, Knowledge (Religion) +16, Perception +17, Sense Motive +17, Stealth +14. Racial Bonuses: +2 Bluff, +2 Diplomacy +2 Escape Artist, +2 Knowledge (Nature), +2 Knowledge (Religion),

Languages Common, Aquan, Elven, Infernal

SQ vampiric power (hypnotic), ki pool (9), combat insight, stalker arts (murderous insight, combat precognition), sight of the hunter, silent blade, subdual training, stench of guilt, step back

Combat Gear +1 glaive, +1 chain shirt,

Other Gear *headband of inspired wisdom* +2, *psionic tattoo of expansion* (ML 3rd), *cloak of resistance* +1, thief's tools

The Faithful of the Night

The Faithful of the Night claim to represent “real” vampires. They sneer at the isolationist policies of the Elder Alliance and openly mock Astrid’s rule while pushing for the Leatherworker’s Guild to aggressively expand into the city’s underworld. The Faithful feel as though the Leatherworker’s Guild should seize advantage of its power base and rule the city from the shadows until it can step forward and rule openly, creating a true governance of the dead.

Astrid considers the Faithful completely insane, and the Elder Alliance isn’t too happy with them either. Their leader, Loras Blacknail, continues to gather followers despite this. His promises of power and glory lure angry young vampires to his flag, and he attracts psychopaths and murderers in equal measure with his brutal tactics. Loras toes the line of occultation enough to avoid being put down by the local sussurratore, and he isn’t afraid to use Astrid’s rules of governance against her - a fact that has kept the Flayed Queen from putting him in a coffin on a more permanent basis. If something isn’t done, he and his Faithful will plunge the Guild into civil war.

Major Figures

- Loras Blacknail (male gnome vampire daevic 7 / black templar 5; see entry below). Charismatic and driven, Loras has sworn (publicly) to see Astrid hurled from her throne and replaced by his own vision of vampiric governance.
- Jannis (female elven vampire ranger 9; see entry below). Jannis is the most powerful of the many psychopaths drawn to Blacknail’s side. Her passion is hunting, and intelligent humanoids are her favorite prey. If she had her way, the city would be her own personal playground.
- Father Augustine (male human cleric 8). Augustine is a calm, confident man, and a zealous worshipper of a god of undeath. He wants nothing more than to found a great church to this god, and to use the citizens as slaves and cultists. His spellcasting and encyclopedic knowledge of the undead makes him a powerful ally to Blacknail.
- Trylli the Silent Mind (female thrallspawn voidheart wilder 7). Trylli lives in terror of being found out. Free of her former enslavement, she tried to make a life for herself in the city only to be found out by Loras and threatened with a return to bondage. Now she kills in his name while desperately seeking a way out.
- Alvion Smythe (male ancient-born dhampir vizier 9; see entry below). Alvion serves as Blacknail’s eyes and ears in the city, delivering messages and coordinating the Faithful’s

activities with his keen mind for logistics, a skill Blacknail lacks. He also serves as Blacknail's double-agent inside the Elder Alliance.

Loras Blacknail

Driven by the twin demons of his vampiric curse and the possessing influence of the daeva Nal-Shaváat, Loras is a being driven by his need to dominate and subjugate others, though his dark charisma allows him to mask his worst impulses from his followers. Loras dreams of a world where vampires, under his leadership, can rule of the living with impunity, taking what they wish from the lesser beings and using them as they please.

Loras's bloodthirsty nature is tempered by an eye for talent; though he will ruthlessly crush those who oppose him, he is just as likely to coerce talented individuals to serve him as he is to slay them. One of Loras' favorite techniques is to use his spell-like abilities to charm talented foes into performing despicable acts he can later use to blackmail them. Other times, the implacable threat of violence oozing out of Blacknail's pores is more than enough to exert control over other beings.

Blacknail's deepest hatred is reserved for two individuals: Queen Astrid, and Lady Windharpe. He believes that Astrid is a sneaky usurper, begging for a crown that should belong to the strongest. Windharpe is even worse, shunning the power and right to rule that belongs to all vampires by their very nature. Loras will do anything to undermine these two, sometimes even taking great risks to himself or his followers if he believes that the embarrassment caused to his rivals is worth it. Blacknail knows that someday very soon, the women who claim to control the city will make a mistake that will leave them vulnerable to an overt attack; on that day, a new lord or king shall rise in the city of shadow.

Loras Blacknail CR 12

XP 25,600

gnome vampire daevic 7 / black templar 5

LE Small undead

Init +2; **Senses** darkvision 90 ft.; Perception +6

DEFENSE

AC 32, touch 12, flat-footed 31 (+13 armor, +4 shield, +1 Dex, +3 natural, +1 size)

hp 144 (7d10+5d8+64)

Fort +13, **Ref** +14, **Will** +10; +4 bonus vs. channeled energy, +2 vs. enchantment and illusion spells and effects

Defensive Abilities channel resistance +4, resist influence +2, illusion resistance; **Immune** undead traits **Weakness** shadowless, sunlight vulnerability, vampire weakness (unclean being)

OFFENSE

Speed 20 ft., burrow 15 ft.

Melee scizore +16/+11 (2d8+8), shield bash +14 (1d6+5), bite +11 (1d4+2)

Special Attacks drain essence, black defilement, create husk, poison essence, blackened soul

Spell-Like Abilities (CL 12)

1/day- *bleed* (DC 14), *chill touch* (DC 15), *detect poison* (DC 14), *touch of fatigue* (DC 14)

2/day- *charm person* (DC 15), *charm animal* (DC 15), *charm monster* (DC 18)

Special Combat Actions Tyranny: Intimidate to demoralize as a swift action

STATISTICS

Str 20, **Dex** 15, **Con** —, **Int** 10, **Wis** 10, **Cha** 18

Base Atk +10; **CMB** +14; **CMD** 26 (+36 vs. disarm)

Feats Power Attack, Two-Weapon Fighting, Double Slice, Extra Essence, Improved Shield Bash, Chakra Power, Essence of the Immortal, Will of the Daeva

Skills Bluff +21, Diplomacy +6, Intimidate +21, Knowledge (arcana) +8, Knowledge (local) +8, Perception +6, Sense Motive +13

Languages Common, Gnome, Sylvan

SQ tyranny, *unnatural lust* as move action, passion veils (behemoth hide, cincture of the dragon, sentinel's helm), veils shaped/bound (armory of the conqueror, immovable boots, heartsblood caress), eternal hope (1/day reroll natural 1),

Essence Pool 8

Gear *belt of giant strength* +2, *cloak of resistance* +5, *collapsible tower* (+2 heavy shield, change to +2 tower shield 3/day), *demon armor*, +3 scizore, *potion of fly*

Jannis

Vampires are not vicious monsters like legends suggest. This is not due to any lack of cruelty or malice on their part, but simply because vampires that cannot control their baser instincts are outed and killed in short order.

Jannis is one of the rare exceptions who was turned late in her career as a hunter, and was able to wreak considerable havoc before being brought down. Fortunately for her, her captor was not a righteous soul but rather Loras Blacknail. Loras was entranced by Jannis' mix of skill and psychosis, but recognised the need to keep her on a short leash.

In person, Jannis has the uncomfortable intensity of someone who's trying to remember why they're not currently attempting to murder you. For Blacknail, she is simply a weapon, and a volatile one at that. Her wolf Garm embodies her perfectly; a crazed, murderous creature of undeath that will one day slip its chains and need to be put down for good.

Jannis CR 9

XP 4,800

human vampire ranger 9

CE Medium undead

Init +5; **Senses** darkvision 60ft.; Perception +13

DEFENSE

AC 20, touch 14, flat-footed 16 (+6 armor, +4 Dex)

hp 90 (9d10+36)

Fort +9, **Ref** +11, **Will** +4

Defensive Abilities channel resistance +4, evasion; **Immune** undead traits; **Weakness** shadowless, sunlight vulnerability, vampire weakness (purification)

OFFENSE

Speed 30 ft.

Melee mwk greatsword +13/+8 (2d6+4/19-20) and bite +7 (1d6+3) or bite +12 (1d6+5)

Ranged +1 *composite longbow* +16/+11 (1d8+3/×3)

Special Attacks combat style (archery), favored enemies (elves +2, humans +4), vampire fangs

Ranger Spells Prepared (CL 6th; concentration +7)

2nd—*hunter's eye*

1st—*alarm, pass without trace, residual tracking*

STATISTICS

Str 16, **Dex** 20, **Con** -, **Int** 12, **Wis** 12, **Cha** 16

Base Atk +9; **CMB** +12; **CMD** 27

Feats Deadly Aim, Endurance, Manyshot, Point Blank Master, Point-blank Shot, Precise Shot, Rapid Shot, Weapon Focus (longbow), Undead Companion*

Skills Acrobatics +13, Bluff +5, Climb +8, Diplomacy +5, Handle Animal +15, Intimidate +15, Knowledge (Religion) +4, Perception +13, Sense Motive +10, Stealth +21, Survival +13, Swim +8; **Racial Modifiers** +2 Bluff, +2 Diplomacy

Languages Common, Elven

SQ favored terrains (plains +2, urban +4), hunter's bond (wolf named animal companion), swift tracker, track +4, thirst, vampiric power (familiar stranger), wild empathy +11, woodland stride

Gear *potion of inflict serious wounds*

Other Gear +2 *chain shirt, cloak of elvenkind*, +1 *composite longbow* (+2 Str) with 50 arrows, 10 silver arrows, 10 cold iron arrows, mwk greatsword

Garm, Jannis' companion

N Medium undead

Init +8; **Senses** low-light vision, scent; Perception +6

DEFENSE

AC 21, touch 15, flat-footed 16 (+4 Dex, +1 dodge, +6 natural)

hp 39 (+12)

Fort +7, **Ref** +9, **Will** +3

Defensive Abilities evasion **Immune** undead traits

OFFENSE

Speed 50 ft.

Melee bite +6 (1d6+3)

STATISTICS

Str 15, **Dex** 18, **Con** -, **Int** 2, **Wis** 12, **Cha** 15

Base Atk +4; **CMB** +6; **CMD** 21 (25 vs. trip)

Feats Combat Reflexes, Dodge, Improved Initiative

Tricks Attack, Attack Any Target, Come, Down, Fetch, Heel, Hunting, Seek, Stay, Track

Skills Acrobatics +4 (+12 to jump), Climb +6, Perception +6, Stealth +8, Survival +3; **Racial Modifiers** +4 to survival when tracking by scent

Alvion Smythe

Alvion knows two things for certain: his hatred of true vampires can only be quenched in a river of vampiric blood, and those he works for can never know this. Alvion uses his unusual gift for akashic magic to hide his true nature, cloaking himself in veils of blood and undeath. Blacknail relies on Alvion's keen mind to handle the basic logistics of the Faithful alongside Father Augustine, trusting Alvion's wits and Augustine's calm and level-headed nature to act as the cohesive agents for his bloodthirsty cult.

Unbeknownst to Blacknail, who believes Alvion's second role as a double-agent reporting on Lady Windharpe's activities in his capacity as a lower level functionary for the Elder Alliance is in service to the mad gnome's own ends, Alvion is in fact rendering the exact same service to Lady Windharpe, hoping that the two vampiric factions can be brought to all-out blows, with mutually assured destruction as the desired outcome. Alvion knows he walks the razor's edge, and will go to any lengths to keep his masters from discovering the truth about him, at least until he's ready to bring them both down once and for all. If Alvion is ever forced to defend himself against his vampiric masters, he trusts in his keen mind, akashic powers, and the looming presence of his cairn wight champion, Blackblade, to keep him safe.

One nagging doubt remains in Smythe's world though; Astrid's rule has been surprisingly beneficial for the city. Her relative benevolence indicates a capacity for understanding amongst vampires that clashes with everything Alvion believes. While he has managed to convince himself that it's just another vampiric game, the possibility that the world is not exactly as he believes it to be nags at him, filling him with a quiet doubt that prevents him from taking overt action against the vampiric factions.

Alvion Smythe CR 9

XP 6,400

ancient-born dhampir vizier 9

LG Medium humanoid

Init +3; **Senses** low-light vision, darkvision 90 ft.; **Perception** +13

DEFENSE

AC 18, touch 13, flat-footed 15 (+5 armor, +3 Dex)

hp 78 (9d6+53)

Fort +12, **Ref** +9, **Will** +10; +2 vs. disease and mind-affecting effects

Defensive Abilities resist level drain, concealment (20% miss chance, Will save DC 18 negates)

Weakness -1 penalty on saving throws against effects that lower physical ability scores

OFFENSE

Speed 30 ft., fly 15 ft. (clumsy)

Melee staff of authority +6 (1d6+2)

Ranged riven darts +7/+7, +7/+7 (4d4 force)

Special Attacks gaze (staggered 1d6+1 rounds, 30 ft. DC 16), aura of subjugation (-2 to enemy Will saves and Sense Motive checks, +2 to allied Will saves, 60 ft.), bloody shroud (3 bleed damage to enemies who take piercing or slashing damage DC 15, 15 ft.)

STATISTICS

Str 12, **Dex** 16, **Con** 16, **Int** 16, **Wis** 12, **Cha** 10

Base Atk +4; **CMB** +5; **CMD** 18

Feats Tainted Chakra, Share Veil, Extra Essence, Essence of the Immortal, Weaver's Reflexes

Skills Appraise +11, Bluff +12, Diplomacy +12, Disguise +8, Knowledge (arcana) +11, Knowledge (religion) +11, Linguistics +7, Perception +13, Sense Motive +9, Spellcraft +11

Languages Common, Draconic, Dwarven, Elven, Gnome

SQ eldritch insight, aura of subjugation, veilshifting 2/day, veils shaped (bloody shroud, dark lord's ring of essence binding, pestilence cloak, riven darts, stare of the ghaele), veils bound (dark lord's ring of essence binding - ring, pestilence cloak - feet, riven darts - hands, stare of the ghaele - head)

Essence Pool 13

Gear *belt of physical might* +2 (Con/Dex), *mistmail*, *staff of authority*, *potion of inflict serious wounds*, *potion of fly*, 150 gp

Blackblade

cairn wight

LE Medium undead

Init +3; **Senses** darkvision 60 ft.; Perception +13

DEFENSE

AC 28, touch 17, flat-footed 25 (+5 armor, +3 Dex, +6 natural, +4 profane)

hp 49 (4d8+31)

Fort +7, **Ref** +6, **Will** +9

Defensive Abilities channel resistance +4; **Immune** undead traits

Weakness resurrection vulnerability

OFFENSE

Speed 30 ft.

Melee greatsword +10 (2d6+8 plus energy drain)

Special Attacks energy drain (1 level, DC 20), bloody shroud (3 bleed damage to enemies who take piercing or slashing damage DC 15, 15 ft.)

STATISTICS

Str 16, **Dex** 16, **Con** —, **Int** 15, **Wis** 17, **Cha** 19

Base Atk +3; **CMB** +10; **CMD** 23

Feats Blind-Fight, Skill Focus (Perception)

Skills Intimidate +11, Knowledge (religion) +9, Perception +13, Stealth +14; **Racial Modifier** +8 Stealth

Languages Common

SQ bloody shroud

Gear scale mail, greatsword

Other Figures of Note

The following individuals and locations are considered part of the Leatherworker's Guild but not aligned to any particular faction of governance.

The Hole in the Ground Inn & Tavern

Located beneath a warehouse, the Hole in the Ground is a secretive gathering place where vampires, their servants, and other secretive beings are invited to gather. The rules are simple: no killing, no fighting, no politics. The owner and proprietress, Natasha Hollowshade, takes pains to be able to provide the exotic sustenance that her patrons require, and it's true that the majority of her employees are essentially paid to permit vampires to feed on them. They mostly don't mind - Natasha pays well.

You can find most members of the Guild at the Hole in the Ground if you wait long enough, and all three major factions of governance are pledged to defend its hospitality. Natasha makes sure she talks to everyone that comes through, and if she doesn't one of her barkeeps, blood workers, or servers does. Natasha gathers a staggering amount of knowledge, which she puts to very good use.

Major Figures

- Natasha Hollowshade (female tiefling warlord 5/sussurratore 7; see entry, below). Natasha presents a public face as a woman getting rich providing a service, but in secret she serves as a sussurratore, keeping the Guild preserved from prying eyes. She observes the chaos forming between the factions, quietly determining if, and when, to act.
- Clip (male half-orc vampire expert 1). Quite possibly the weakest vampire in the Guild - and maybe even out of it - Clip was turned to prevent his needless accidental death. He hates being undead and spends his nights quietly praying for revenge.

Natasha Hollowshade

Natasha Hollowshade is known to the Leatherworkers' Guild as a smiling young woman with sympathy for the undead. She talks about how a vampire saved her life when he had no call to, once upon a time, and keeps her establishment both carefully neutral and at the very peak of excellent service as a tribute to his kindness. "Tough, but kind", is the image most people get.

Few would associate her with the being they fear as the Faceless Reaper.

Natasha secretly works as a sussurratore, a "whisperer", bound to preserve the secrecy and existence of the Leatherworkers' Guild from both mortals that would destroy it and foolish vampires that would cause the deaths of their fellows with their malice or incompetence. When she is acting in this role - either as an executioner or to meet with vampires or informed mortals in her capacity as a sussurratore - Natasha assumes her *charging dullahan's advance*, dons her armor, and goes forth as the Faceless Reaper. Thus far, she has not had to execute many vampires or mortals, save those stupid enough to attack her, but she worries that the upcoming conflict between the Skinned Circle and the Faithful of the Night may change that.

Natasha Hollowshade, the Faceless Reaper CR 12

XP 19,200

tiefling warlord 6/sussurratore 7

LE medium outsider

Init +3; **Senses** darkvision 60ft.; Perception +1

DEFENSE

AC 19, touch 13, flat-footed 16 (+3 Dex, +6 Armor)

hp 82 (6d10+7d8+13)

Fort +5, **Ref** +7, **Will** +11

Defensive Abilities

OFFENSE

Speed 30 ft.,

Melee +1 *keen scythe* (+20/+10/+5, 2d4+22)

Special Attacks *detect thoughts* (1/day), *hold person* (2/day), *shield of faith* (4/day),

Warlord maneuvers readied (9)—sanguine barrier, chilling grave defense, scarlet riposte, poltergeist's wrath, blade of perfection, final blow, headsman's descending axe, hunting mohrg strike, red zephyr dance

Warlord maneuvers known (IL 13, initiator ability mod +4)

- 1st—red zephyr strike, scything strike, whisper of undeath, prince's attitude,
- 2nd—sanguine barrier, chilling grave defense
- 3rd—wight's blow
- 4th—hunting mohrg strike, red zephyr dance,
- 5th—scarlet riposte, headsman's descending axe
- 6th—blade of perfection, final blow
- 7th—poltergeist's wrath

Warlord stances known (IL 13, active stance is charging dullahan's advance)

- 1st—starving vampire stance (*gain temporary HP on slaying a creature*)
- 1st—circular stance (*flankers gain no bonus*)
- 3rd—unfettered movement (*+10ft speed, +4 AC against opportunity attacks for moving*)
- 7th—charging dullahan's advance (*movement doesn't provoke, +1L damage against flanked*)

Warlord gambits known (IL 13, initiator ability mod +4)

- brave gambit
- unbreakable gambit
- acrobatic gambit

TACTICS:

Before Combat Natasha Hollowshade, if in her role as the Faceless Reaper, will never under any circumstances leave charging dullahan advance. She uses *Stealth* and *hold person* to set up a coup de grace if able on someone isolated, *Intimidates* if the enemy seems susceptible otherwise, and as a last resort will activate *shield of faith* and strike without warning.

During Combat Natasha is incredibly mobile, doing her best to pick off the weak (and any casters she can find, since she knows they make the most trouble for her if they escape). She constantly uses counters in order to seem invincible, and any severely wounded foe can count on being immediately dispatched by a finishing strike. The intent is intimidation, she is more than happy to let a survivor or two go if they seems terrified, so that they can spread the tale. Finally, she has two coffins prepared for Coffin call, both fettered. One is in her sub-basement, the other is open-topped in a concealed niche on her roof, out in the sun.

STATISTICS

Str 18, **Dex** 16, **Con** 12, **Int** 12, **Wis** 12, **Cha** 18

Base Atk +13; **CMB** +17; **CMD** 20

Feats Fiendish Heritage (Rakshasa), Weapon Focus (Scythe), Power Attack (-5/+15), Spark of Divinity (*shield of faith* +4, 4/day), Furious Focus, Reckless Offense, Improved Spark of Divinity (*hold person* 2/day), Extra Readied Maneuver, Advanced Study (charging dullahan's advance)

Skills Acrobatics +17, Bluff +12, Disguise +7, Intimidate +11, Diplomacy +9, Knowledge (Local) +8, Knowledge (Religion) +9, Perception +6, Profession (barkeep) +9, Sense Motive +19, Stealth +17, Racial Bonuses: +2 Disguise, +2 Sense Motive

Languages Common, Infernal, Dwarven

SQ tactical presence (indomitable, rallying), force of personality, warleader (standard, 4/day), tactical flanker (+3), battle prowess (+1, Unquiet Grave), silent blade, subdual training, stench of guilt, night's children, coffin call, *shepherd's sense*, silencing strike, *death's challenge*, dual boost (1/day),

Combat Gear +1 *keen scythe*, MW Breastplate

Other Gear *headband of mental perfection* +2 (*wisdom and charisma*), *belt of mighty strength* +2

The Waif

When a newcomer asks why no one seems to feed on or, indeed, even speak with children in and around the Leatherworker's Guild, there is only one answer given: the Waif. He, or she, is a figure shrouded in mystery, for the Waif is able to change its face and form, and varies its patterns to avoid being caught. Nearly anyone caught interacting with or even talking to children near the Leatherworker's Guild is in for a visit from the Waif, which always includes a vicious beatdown but is occasionally followed by a reward if the unfortunate fool helped the child. On the other hand, those that harm children are brutally murdered, their bodies hung publicly as a silent warning to others.

Some curious patterns in the Waif's behaviors do emerge. The living are able to get away with interacting with children as long as they don't hurt them. Additionally, some of the Waif's attacks have taken place during the day, suggesting that they are not afraid to brave the sunlight in order to pursue their victims. Lastly, the Waif sometimes appears when Astrid holds court, concealed beneath layers of clothing and wearing a thick face scarf. They seem to have a cautious respect for the Flayed Queen, but is not a member of the Flayed and has consistently declined the offer to be tested.

The Waif CR 11

XP 12,800

young human vampire cryptic (brutal disruptor) 11

N Small undead

Init +3; **Senses** darkvision 60ft.; Perception +14

DEFENSE

AC 19, touch 14, flat-footed 16 (+5 armor, +3 Dex, +1 size)

hp 71 (11d8+22)

Fort +5, **Ref** +10, **Will** +7

Defensive Abilities altered defense 3 (10 rounds/day), channel resistance +4, evasion, rapid defense; **Immune** undead traits; **Weakness** sunlight vulnerability, vampire weakness (accursed being)

OFFENSE

Speed 30 ft.

Melee +1 *dagger* +13/+8 (1d3+3 plus disrupt pattern) and bite +7 (1d4+3 plus disrupt pattern) or bite +12 (1d4+3 plus disrupt pattern)

Ranged disrupt pattern +12 (touch attack, 6d6+6 plus bleeding pattern, shining pattern, and unnerving disruption)

Special Attacks channeled disruption, disrupt pattern 6d6 (plus bleeding pattern and shining pattern), unnerving disruption, vampire fangs

Cryptic Powers Known (ML 11th; concentration +17); 69 pp

4th - *fold space, hidden body*

3rd - *dispel psionics, escape detection, ubiquitous vision*

2nd - *breach, cloud mind, everyman, psionic lion's charge*

1st - *absorb weapon, chameleon, locate secret doors*

Talents - *detect psionics, far hand*

STATISTICS

Str 10, **Dex** 16, **Con** -, **Int** 24, **Wis** 11, **Cha** 14

Base Atk +8; **CMB** +7; **CMD** 20

Feats blush of life*, weapon finesse, scribe tattoo^B, deadly agility, ready response, lurker in darkness, expanded knowledge (*psionic lion's charge*)

Skills Acrobatics +17, Bluff +15, Disguise +13, Knowledge (history) +21, Knowledge (local) +21, Knowledge (psionics) +21, Knowledge (religion) +21, Intimidate +21, Perception +14, Sense Motive +14, Spellcraft +21, Stealth +27, Use Magic Device +16; **Racial Modifiers** +2 Bluff, +2 Diplomacy

Languages common, elf, dwarf, goblin, halfling, gnome, orc, sylvan

SQ hidden pattern (+6, hide in plain sight), insights (fast stealth, discerning pattern, bleeding pattern, shining pattern, light-bending pattern [10/day]), intimidating pattern (+5), thirst, vampiric power (familiar stranger)

Combat Gear *dorje of concealing amorpha* (50 charges), *2 tattoos of ubiquitous vision* (ML 5th), *1 tattoo of everyman* (ML 5th; functions against scent and pheromones), *2 tattoos of escape detection* (ML 5th; DC 18), *wand of inflict light wounds* (50 charges); **Other Gear** +1 dagger, +1 glamerer mithral shirt, headband of vast intellect +2, 550 GP in semi-precious gems.

The Lichyard

The Lichyard is the city's oldest graveyard, and it is full of the dead to the point where people are no longer interred within it - which is probably why no one's noticed that a mummy has moved into the place and declared herself the new caretaker. Calling herself Grandmother Nooli, the mummy makes an effort to avoid being seen by or bothering the living (except for those who desecrate the graveyard - those earn her undying wrath). For the right price and for the right reason, she'll help undead beings hide away from their enemies within her graveyard, interring them inside the crypt she calls home and keeping their presence quiet. Feeding is hard while you stay with Nooli, but when it comes to shaking mortal hunters it's hard to beat.

Major Figures

- Grandmother Nooli (female mummy). A kindly soul with something nice to say about almost everyone, Grandmother Nooli mostly wants to ensure that her graveyard remains sacred. Desecrate the graves in her care at your own mortal peril.

The Living

A vampiric society is a part of the living society around it, as much as both groups sometimes don't want to admit it. Vampires may have living friends that do not know they are undead, and many rely upon the services of living specialists who have no clue about vampiric nature. The following individuals have frequent interactions with the Leatherworker's Guild, in various ways.

Sidebar - Wretched Hives of Scum and Villainy

A vampire's interactions with the living are complicated by two major factors: the vampire tends to be nocturnal, and the vampire does not age. Both of these mean that when interacting with mortal society, vampires trend towards political and economic corruption as their primary tools. Most often, the vampire will run businesses and enterprises that are legally owned by a mortal servant. Vampires sometimes attempt to directly recruit politicians and public servants, but most eventually figure out that anonymous bribery is safer (and ultimately cheaper) and go that route. Vampires with political ambitions can establish a fairly intricate web of servants and resources.

Even without political ambitions, many vampires leech money and servants from mortal society as part of their ongoing efforts to remain secure, as well as to pay for overhead on traps, lairs, and magical protection. In the Leatherworker's Guild, Queen Astrid engages in this type of corruption to improve the mortal society around her, bribing politicians to support efforts to improve the lot of the poor and downtrodden. Investigators may be very confused, stumbling upon her network...

Professor Marceline

Marceline (female half-elf investigator 4) has been in the city for several weeks, called in after a minor squabble between members of the Faithful and the Alliance attracted the attention of mortal lawkeepers. Marceline proves a terrible thorn in Astrid's side, constantly poking her nose where (in Astrid's opinion) it does not belong. Marceline's father is a very high ranked official, which goes some way to explaining why she got this job over someone more fit to handle it. In truth, she is way out of her depth, a simple detective on the trail of something she has little chance of comprehending.

The Leatherworker's Guild treats Marceline as both a problem and a resource. She is too honest to be bribed and too tenacious to be easily dissuaded, so the Court is stuck with her for now. However, the detective is easily misled and manipulated - but, at the same time, is constantly digging into the Guild's business. Keeping her off the trail of the Guild's activities also neatly dovetails, many a time, with framing the enemies of the Guild or exposing other kinds of corruption that the vampires dislike. Simply murdering her is not an option; not only would such a thing be suspicious in the extreme (raising the city's Alert Level by 3 on its own unless the murder is a *completely airtight and plausible accident*), Marceline's death brings the dogs out onto the Guild's trail in the form of one or more adventuring parties.

Professor Marceline CR 3

XP 800

Female Half-elf investigator (empiricist) 4

N Medium humanoid (elf, human)

Init +3; **Senses** low-light vision; **Perception** +16

DEFENSE

AC 17, touch 13, flat-footed 14 (+4 armor, +3 Dex)

hp 21 (4d8)

Fort +1, **Ref** +7, **Will** +4 (+2 insight bonus save vs. illusion and unbelievable effects); +2 vs. enchantments

Defensive Abilities trap sense +1; **Resist** unfailing logic

OFFENSE

Speed 30 ft.

Melee mwk sword cane +7 (1d6+1)

Ranged mwk composite shortbow +7 (1d6+1/×3)

Special Attacks studied combat (+2, 4 rounds), studied strike +1d6

Investigator (Empiricist) Extracts Prepared (CL 4th; concentration +7)

2nd—*acute senses* (DC 15), *alchemical allocation*

1st—*cure light wounds*, *detect secret doors*, *detect undead*, *identify*

TACTICS

Before Combat Marceline uses *alchemical allocation* to drink the potion she feels will best suit the coming fight. She will also cast *acute senses* if she is hunting stealthy prey.

During Combat Marceline favors her shortbow if she is alone, keeping her distance and trying to wear a target down. If she has support she draws her sword and uses studied combat to give herself a +2 insight bonus to her attack and damage rolls.

STATISTICS

Str 12, **Dex** 16, **Con** 10, **Int** 18, **Wis** 11, **Cha** 10

Base Atk +3; **CMB** +4; **CMD** 17

Feats Extra Investigator Talent, Skill Focus (Perception), Weapon Finesse

Skills Acrobatics +9, Bluff +7, Craft (alchemy) +11 (+15 to create alchemical items), Diplomacy +7 (+11 to gather information), Disable Device +12, Disguise +7, Escape Artist +9, Knowledge (local) +11, Knowledge (religion) +11, Perception +16, Sense Motive +11; **Racial Modifiers** +2 Perception

Languages Common, Draconic, Dwarven, Elven, Elven, Gnome

SQ alchemy (alchemy crafting +4), ceaseless observation, elf blood, inspiration (6/day), investigator talents (expanded inspiration, extend potion), keen recollection, trapfinding +2

Combat Gear *potion of bull's strength*, *potion of cat's grace*, *potion of cure moderate wounds*, *potion of eagle's splendor*, *potion of fox's cunning*; **Other Gear** masterwork chain shirt, masterwork composite shortbow (+1 Str) with 20 arrows, masterwork sword cane

Iron Mind Weapons and Armor

A relative newcomer to the city - having opened its doors a mere five years ago - Iron Mind Weapons and Armor made a name for itself providing fine arms and armor and for buying and selling the same. Owned by a small “family” of forgeborn (“It is complicated,” they say to outsiders, “and hard to explain.”), Iron Mind has cornered the market on psionically enhanced weapons and armor and even does some side business in more general products such as *boots of skating* and depleted *ioun stones*.

They also trade in corpses.

The forgeborn of Iron Mind Weapons and Armor provide a secretive but highly lucrative service. They purchase the corpses of dead humanoids, paying more if the body is relatively intact, and they make the body vanish. Most of the vampires, assassins, and cults that use this service never question it beyond this point. Those that do are reassured that the body truly will never be seen again, because Iron Mind transforms the corpses they purchase into more forgeborn, which they send to other settlements for training and education. In this way, they contribute to the continued survival of their race while simultaneously providing a profitable service. The forgeborn of Iron Mind genuinely see nothing wrong with this behavior - after all, they don't complain about the unseemly moaning that comes out of the upstairs rooms they rent to visitors.

Major Figures

- Cobalt the Metalmaster (male forgeborn mindwright psion 8; see entry below). A purveyor of fine, psionically-enhanced arms and armor, Cobalt the Metalmaster handles the public face of Iron Mind Arms and Armor and receives the corpses brought into the business.
- Sheen (female forgeborn tactician 5). Sheen is in charge of the basement area, where corpses are made into new forgeborn and where the most delicate of psionic item-crafting happens.
- Ariadne (female maenad surging muse wilder 4). Ariadne creates tattoos in a small nook just off to the side of the main armory. Her services are new, but her loyalty to Cobalt is unquestionable; he saved her life.

Cobalt the Metalmaster

Cobalt is aware, objectively, that his business is breaking the law. After all, he's blithely obstructing justice (not to mention aiding and abetting murderers). However, the forgeborn crafter justifies his actions to himself - and sometimes to others - by noting that he creates new life and perpetuates his species through his actions.

Though Cobalt is, perhaps, not the world's best salesman (never ask a forgeborn to hawk your wares), the quality of his craft is beyond reproach and his consummate professionalism brings back return customers. Cobalt is more than happy to deal with adventurers, especially those who can bring him weapons and armor he cannot craft himself, and loves the thrill of discovering new kinds of psionically infused objects. He's paid top dollar before to get samples of exotic materials he hasn't had the chance to work with, and it's known publicly that he'd do so again.

Cobalt the Metalmaster CR 7

XP 3,200

Male Forgeborn mindwright psion 8 (*Dreamscarred Press*, Ultimate Psionics)

N Medium humanoid (forgeborn, half-construct)

Init +0; **Senses** Perception +3

DEFENSE

AC 12, touch 10, flat-footed 11 (+2 natural)

hp (38) (8d6 + 8)

Fort +2, **Ref** +2, **Will** +7; +2 racial bonus vs. disease, mind-affecting effects, poison, and effects that cause either exhaustion or fatigue.

OFFENSE

Speed 20 ft.

Melee dagger +4 (1d4)

Ranged light crossbow +4 (1d8)

Special Attacks

Psion Powers Known (ML 4th; concentration +15); 88 pp

4th - *aura sight, fold space, modify matter, slip the bonds*

3rd - *eradicate invisibility, dispel psionics, heightened vision, time hop* (DC 20)

2nd - *concussion blast, ego whip* (DC 19), *specified energy adaptation, thought shield*

1st - *empty mind, energy ray, force screen, inertial armor, matter agitation*

Talents - *conceal thoughts, detect psionics, ectoplasmic trinket, psionic repair*

TACTICS

Base Statistics If Cobalt's psicrystal is not within arm's reach, his Perception modifier changes to +1, and his Sense Motive modifier changes to +1.

STATISTICS

Str 10, **Dex** 10, **Con** 10, **Int** 24, **Wis** 12, **Cha** 9

Base Atk +4; **CMB** +4; **CMD** 14

Feats Craft Cognizance Crystal^B, Craft Magic Arms and Armor^B, Craft Power Stones, Craft Wondrous Item^B, Expanded Knowledge (*modify matter*), Forge Ring, Magical Aptitude, Psicrystal (artiste)^B, Psionic Talent^B

Skills Appraise +15, Autohypnosis 18, Craft (armor) +25, Craft (jewelry) +25, Craft (weapons) +25, Knowledge (psionics) +18, Knowledge (religion) +18, Spellcraft +20, Perception +3, Sense Motive +3, Use Magic Device +12

Languages Common, Forgeborn, Elven, Dwarven, Maenad, Ophiduan, Xeph, Gnome, Halfling

SQ efficient artisan (-10% crafting cost and time required), psionic identification, trained artisan

Combat Gear *potion of cure serious wounds* (2), *power stone of defy gravity*, *power stone of greater concealing amorphia* (2), *power stone of natural linguist*; **Other Gear** *amulet of natural armor*, *headband of vast intelligence* +2, dagger, crossbow with 20 bolts, 520 gp in mixed coinage.