

Focus on Freeport #10: Hell in Freeport Prestige Classes

By Jim Bishop

Editing: Chris Pramas Graphic Design: Hal Mangold
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The blackthorn, crusader, grayback, and manikin are new prestige classes with special requirements. All four require a special initiation (detailed in the entries), and all four change the character's base type from humanoid to something else: construct, elemental, outsider, or even plant.

Note that these classes are NOT intended for use by PCs—they are far more powerful than traditional prestige classes, and are designed to round out four very specific cultures within the infernal prison of the Forge (see Hell in Freeport). If the DM allows his players to take these classes, he should impose a 20% penalty on earned experience so that they advance more slowly than conventional characters.

Blackthorn

Locked away from the woods and green hills of their homes, the elves of the Forge stood little chance against their opponents in the arena. In a desperate gamble, the clan's high druid engineered a symbiotic bargain with a local predator; a species of thorn bush that grows only in the lower planes. This tough, predatory vine has thorns long and sharp enough to pierce armor, and is known for hunting lesser fiends.

Today the pit-briers supply the elves with shelter and defense, and some warriors take the seeds directly into their bodies (see Initiation, below). Once the seeds take root, these warriors lose their identities to the bramble, and are known as blackthorns. The blackthorns are famed for their speed and cunning, and their ferocious defense of the tribe.

Barbarians, druids, rangers, and rogues are the most common blackthorns, and stand to gain the most from the class. Bards and monks rarely initiate, and other classes are almost unheard of.

Hit Die: d8.

Requirements

A character must fulfill all the following criteria before becoming a blackthorn.

Race: Elf, half-elf.

Base Save Bonus: Reflex +5.

Wilderness Lore: 6 1/2 ranks.

Feats: Alertness, Lightning Reflexes, Quick Draw.

Special: Initiation (see below).

Initiation Requirements

The reagent is prepared from at least a dozen pit-brier seeds harvested at the peak of growth. Only seeds from the largest and most aggressive plants are used.

Drying and preparing the seeds requires a successful Knowledge (nature) or Profession (gardener) check (DC 14). Implanting the seeds into an initiate requires a successful Healing check (DC 16).

The ritual requires a 16th-level patron who can cast divine spells. Completing the ritual drains 500 xp from the patron and requires *command plants*, *commune with nature*, and *plant growth*.

Class Skills

Blackthorn class skills (and the key ability for each skill) are Animal Empathy (Cha, exclusive skill), Climb (Str), Concentration (Con), Craft (Int), Escape Artist (Dex), Handle Animal (Cha), Heal (Wis), Hide (Dex), Intimidate (Cha), Intuit Direction (Wis), Jump (Str), Knowledge (nature) (Int), Listen (Wis), Move Silently (Dex), Profession (Wis), Search (Int), Spot (Wis), Swim (Str), Use Rope (Dex), and Wilderness Lore (Wis). See Chapter 4: Skills in the *Player's Handbook* for skill descriptions.

Skill Points at Each Level: 6 + Int modifier.

Class Features

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

Weapon and Armor Proficiency: Blackthorns are proficient with all simple weapons, plus the hand crossbow, longbow, longspear, rapier, repeating crossbow, shortbow, spiked chain, and whip. They are proficient with light and medium armor, but not with shields.

Initiation (Su): Pit-brier seeds are planted near the blackthorn's heart, where the plant sprouts and takes root in her flesh. This symbiotic relationship gives her supernatural powers while draining her vitality.

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Initial Con drain of 1d3 points, secondary Con drain of 1d3 points; Ref save halves (DC 22). One day later the blackthorn gains a +4 inherent bonus to Dex and her type changes to Plant. All damage taken from this catalyst is permanent ability drain, and may not be cured by spells or healing (besides *wish*). Creatures who are immune to ability drain may not become blackthorns.

Plant: Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and polymorphing. Not subject to critical hits.

The Green Teeth (Ex): The blackthorn is covered in thorny grows that change with the seasons. She gains a +8 racial bonus on Hide checks when outdoors in a natural setting.

Natural weapons (Ex): The blackthorn may attack with her bare hands as if attacking with magical weapons. Each spurred fist may strike as a rapier or punching dagger, at the character's discretion, in

either case with a +2 enhancement bonus. It's important that they gain this ability AS IF their hands were rapiers and/or daggers for the sake of feats that may apply to these weapons.

Hunter's Bane (Ex): The blackthorn gains a +8 racial bonus on Move Silently and Listen checks when outdoors in a natural setting.

Soft Step (Su): The character gains the druid abilities of *nature sense*, *woodland stride* and *trackless step*.

Natural weapons (Ex): The blackthorn's spurs gain the Keen special ability.

Rampant Growth (Su): With this level, the pit-brier completely overtakes the host body. The blackthorn gains a +2 natural armor bonus to AC, and an additional +2 racial bonus on Hide, Listen, and Move Silently checks when outdoors in a natural setting.

Sample Blackthorn

Medium-size Plant (Elf)

Hit Dice: 7d6, 3d10, 2d8 (50 hp)

Initiative: +11 (+7 Dex, +4 Improved Initiative)

Speed: 30 ft.

AC: 20 (+7 Dex, +1 *ring of protection* +1, +1 *amulet of natural armor* +1, +1 *bracers of armor* +1)

Attacks: +2 *longspear* +15/+10 melee; or mighty composite longbow +16/+11 ranged

Damage: +2 *longspear* 1d8+6/x3; or mighty composite longbow 1d8+4/x3

Face/Reach: 5 ft. by 5 ft./10 ft. (*longspear*)

Special Attacks: Sneak attack +4d6

Special Qualities: Evasion, uncanny dodge (Dex to AC, can't be flanked), plant

Saves: Fort +8, Ref +18, Will +5

Abilities: Str 18, Dex 24, Con 10, Int 12, Wis 15, Cha 12

Skills: Balance +17, Bluff +10, Climb +15, Craft (weaponsmithing) +11, Disguise +9, Hide +13, Jump +15, Knowledge (nature) +7, Listen +14, Move Silently +7, Pick Pocket +16, Search +12, Spot +4, Use Rope +8, Wilderness Lore +10

Feats: Alertness, Lightning Reflexes, Improved Initiative, Quick Draw, [Track]

Climate/Terrain: Any land

Organization: Solitary, company (1 blackthorn, plus 3 7th-level rogues), squad (1 blackthorn, plus 3 7th-level rogues, 3 7th-level rangers, and 2d6 3rd-level rogues), or clan (1 blackthorn, plus 1 10th-level druid, 3 7th-level rangers, 3 7th-level rogues, and 5d10 3rd-level rogues)

Challenge Rating: 12

Treasure: Standard

Alignment: Chaotic neutral

Advancement: By character class

This example character is a wood elf Rog7/Rgr3/Bla2.

Combat

Sneak Attack (Ex): Whenever the character's target is denied his Dexterity bonus to AC, or if the character is flanking her target, she deals +4d6 extra damage.

Evasion (Ex): If exposed to an attack that allows a Reflex saving throw for half damage, the character takes no damage from a successful saving throw.

Uncanny Dodge (Ex): The character retains her Dexterity bonus to AC even when flat-footed, and can't be flanked except by a rogue of 11th-level or higher.

Plant: Immune to mind-influencing effect, poison, sleep, paralysis, stunning, and polymorphing. Not subject to critical hits.

Possessions: +2 *longspear*, mighty composite longbow (+4 Str), *ring of protection* +1, *amulet of natural armor* +1, *bracers of armor* +1.

Table 1-1: Blackthorn

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+0	+2	+0	Initiation
2nd	+1	+0	+3	+0	
3rd	+2	+1	+3	+1	The green teeth
4th	+3	+1	+4	+1	
5th	+3	+1	+4	+1	Hunter's bane
6th	+4	+2	+5	+2	Soft step
7th	+5	+2	+5	+2	
8th	+6/+1	+2	+6	+2	Rampant growth
9th	+6/+1	+3	+6	+3	
10th	+7/+2	+3	+7	+3	King in the woods

Natural weapons (Ex): These weapons improve to a +3 enhancement bonus.

King in the Woods (Su): With the last growth spurt of the infernal bramble, the blackthorn becomes a part of the forest world. She suffers 1d4 Con drain immediately (Ref save halves [DC 26]), and one day later she gains an additional +2 inherent bonus to Dex.

Natural weapons (Ex): These weapons may be used to deliver powerful venom once per day. Injury DC 17, initial damage 1d6 Con, secondary damage 1d6 Con.

Spell-like abilities: At will—*entangle*, *commune with nature*, and *plant growth*. Once per day—*command plants*, *transport via plants*. These abilities are as the spells cast by a 20th-level sorcerer (save DC 10 + Cha + spell level).

Crusader

The crusaders imprisoned in the Forge have suffered perhaps the cruelest fate of any group held there. Centuries past they were captured as part of an invading inquisition force. In the years since, they have tended their sputtering faith amid the violence and degradation of the Ladder.

Many years ago, a splinter group of church fathers turned to dark measures to improve their chances in the arena. Without properly purified water, they distilled the ichors of the river Styx into a blasphemous holy water. This unholy brew grants the crusaders divine powers, but over time the infernal essence of the river robs them of their minds.

The overwhelming majority of the crusaders are clerics and paladins. A tiny number are druids and rangers of exceptional faith.

Hit Die: d8.

Requirements

A character must fulfill all the following before becoming a crusader.

Race: Any humanoid.

Alignment: Lawful good.

Base Attack Bonus: +7.

Heal: 6 1/2 ranks.

Knowledge (religion): 6 1/2 ranks.

Spells: Able to cast divine spells.

Special: Initiation (see below).

Initiation Requirements

The benediction requires at least six gallons of water taken from the Styx. This black liquid is rendered down in a still, and the resulting treacle is mixed with soda ash to neutralize the acids. The still and chemicals required cost 5,000 gp, and can be reused. This distillation process requires a successful Alchemy check (DC 21). Overseeing the ritual requires a 16th-level patron who can cast divine spells. It drains 500 xp from the patron and requires *bless*, *consecrate*, and *hallow*.

Class Skills

Crusader class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Diplomacy (Cha), Heal (Wis), Knowledge (religion) (Int), Profession (Wis), Ride (Dex), Scry (Int, exclusive skill), and Spellcraft (Int). See Chapter 4: Skills in the *Player's Handbook* for skill descriptions.

Skill Points at Each Level: 2 + Int modifier.

Class Features

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

Weapon and Armor Proficiency: Crusaders are proficient with all simple and martial weapons, all types of armor, and shields.

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Initiation (Su): To join the crusaders, the initiate drinks blessed ichors from the river Styx. This black fluid opens the character's mind to the invisible world, but burns away his mortal self. Initial Int drain of 1d3 points, secondary Cha drain of 1d3 points; Will save halves (DC 22). One day later he gains a +4 inherent bonus to Wis and his type changes to Outsider. All damage taken from this catalyst is permanent ability drain, and may not be cured by spells or healing (besides *wish*). Creatures who are immune to ability drain or mineral poisons receive no benefit from taking the chalice.

Outsider: Cannot be raised or resurrected. Darkvision 60 ft.

Spells per Day: The crusader continues training in magic after taking his benediction. When a crusader level is gained, the character gains new spells per day as if he had also gained a level in a spellcasting class he belonged to before taking the prestige class.

Winged Avenger (Ex): The crusader sprouts large feathered wings. He can fly at twice his normal speed (good maneuverability). He also gains Flyby Attack as a bonus feat.

Magic Weapon (Su): The crusader summons divine energy to create a blade of pure force. This blade may be used as a short sword, longsword, bastard sword, or greatsword. Switching between weapon functions is a free action. The blade has a +2 enhancement bonus, and as a force effect it can strike ethereal and incorporeal creatures. Note that this ability does not grant free proficiencies in these weapons.

Eyes of Faith (Su): The character gains a continuous *true seeing* ability, as the spell. As noted in the spell description, this divine ability allows him to see alignments at a glance. The effect can be dispelled, but he can create it again during his next turn as a free action. It can be deactivated at will, also as a free action.

Sword of Purity (Su): The crusader's force weapon gains the Bane (Outsiders, Evil) special ability. The weapon also projects a permanent *zone of truth*, as if cast by a 16th-level sorcerer (save

DC 10 + Cha + spell level).

Holy Warrior: The crusader gains three new abilities.

Smite Evil (Su): Once per day he can make a normal attack to deal additional damage equal to his HD total (maximum of +20) against an evil foe.

Immunities (Ex): Immune to acid, electricity, and petrification attacks.

Resistances (Ex): Cold and fire resistance 20.

Magic Weapon (Su): The crusader's force weapon improves to a +3 bonus.

Champion of Good: With his final level as a crusader, the character's faith is further strengthened at the cost of his mind. He suffers 1d4 Int drain immediately (Will save halves [DC 25]), and one day later gains an additional +2 inherent bonus to Wis.

Magic Circle against Evil (Su): A *magic circle against evil* effect always surrounds the crusader, identical with the spell cast by a sorcerer of level equal to the crusader's character level. The effect can be dispelled, but he can create it again during his next turn as a free action. It can be deactivated at will, also as a free action.

Battle Hymn (Su): When fighting evil outsiders, the crusader can sing a battle hymn as a full-round action. All lawful good allies of the crusader within 100 ft. gain a morale bonus to attack rolls, checks, and saves equal to one-half the crusader's class level (5) plus his Charisma modifier. This action does provoke an attack of opportunity.

Spell-like abilities: At will—*consecrate*, *cure serious wounds*, *hallow*, *holy aura*, *holy smite*, and *holy word*. These abilities are as the spells cast by a 20th-level sorcerer (save DC 10 + Cha + spell level).

Magic Weapon (Su): The crusader's force weapon gains the Holy special ability.

Table 1-2: Crusader

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1st	+1	+2	+0	+2	Initiation	+1 Level of existing class
2nd	+2	+3	+0	+3		+1 Level of existing class
3rd	+3	+3	+1	+3	Wings of the dove	+1 Level of existing class
4th	+4	+4	+1	+4		+1 Level of existing class
5th	+5	+4	+1	+4	Eyes of faith	+1 Level of existing class
6th	+6/+1	+5	+2	+5	Sword of purity	+1 Level of existing class
7th	+7/+2	+5	+2	+5		+1 Level of existing class
8th	+8/+3	+6	+2	+6	Holy warrior	+1 Level of existing class
9th	+9/+4	+6	+3	+6		+1 Level of existing class
10th	+10/+5	+7	+3	+7	Champion of good	+1 Level of existing class

Sample Crusader

Medium-size Outsider (Good, Lawful, Human)

Hit Dice: 12d8+12 (75 hp)

Initiative: +1 (+1 Dex)

Speed: 20 ft.

AC: 24 (+1 Dex, +10 +2 *full plate*, +3 +1 *large shield*)

Attacks: +2 *longsword* +16/+11 melee; or masterwork javelin +11/+6 ranged

Damage: +2 *longsword* 1d8+4/17-20; or masterwork javelin 1d6+4

Face/Reach: 5 ft. by 5 ft./5 ft.

Special Attacks: Spells, turn undead

Special Qualities: Darkvision 60 ft., spontaneous casting, law domain, war domain

Saves: Fort +9, Ref +5, Will +13

Abilities: Str 18, Dex 13, Con 12, Int 10, Wis 25, Cha 14

Skills: Concentration +8, Diplomacy +9, Heal +15, Knowledge (arcana) +9, Knowledge (religion) +10, Listen +7, Spellcraft +7, Spot +7

Feats: Cleave, Combat Casting, Extra Turning, Great Cleave, Improved Critical (*longsword*), [Martial Weapon Proficiency (*longsword*)], Power Attack, [Weapon Focus (*longsword*)]

Climate/Terrain:

Organization: Solitary, company (1 crusader, plus 3 7th-level paladins), squad (1 crusader, plus 3 7th-level paladins, 5 3rd-level paladins, and 2d6 2nd-level fighters), or clan (1 crusader, 3 7th-level paladins, 10 3rd-level paladins, 5 3rd-level clerics, and 5d10 2nd-level fighters)

Challenge Rating: 12

Treasure: Standard

Alignment: Lawful good

Advancement: By character class

This example character is a human Clr10/Cru2.

Combat

Turn Undead (Su): The character can turn undead 9 times per day.

Spontaneous Casting: The character can swap out a prepared spell for a *cure* spell of the same level.

Law Domain: The character casts law spells at +1 caster level.

War Domain: The character gains free weapon feats.

Cleric Spells per Day: 6/7+1/6+1/6+1/4+1/4+1/3+1.

Possessions: +2 *full plate*, +1 *large steel shield of fire resistance*, +2 *holy longsword*, masterwork javelins (5).

Greyback

Without a mine or forge, the dwarves of the Forge were at a terrible disadvantage in the arena. They turned first to ancestral worship and the battle rages of their dim past, but eventually they hit upon the brew of minerals, metals, and stone now called the shine.

Their early experiments in alchemy were horribly costly, both in materials and fighting men. A dozen great champions fell to the poison before Barent Lockerhelm finally survived the transformation, and went on to smash his clan into the upper echelon of the standings.

Those who survive the shine gain incredible physical resilience as heavy elements are woven into their skin and bones, but at the cost of speed and flexibility. After many doses, the skin takes on a gray tint and the eyes pick up a metallic gleam.

Most graybacks are clerics, fighters, and paladins, since they don't rely heavily on Dexterity for their skills or AC. Barbarians, monks, and rangers are badly hurt by the loss of Dex, but also stand to gain HP and powerful new abilities. Bards, rogues, sorcerers and wizards almost never take the shine.

Hit Die: d12.

Requirements

A character must fulfill all the following criteria before becoming a grayback.

Race: Dwarf.

Base Save Bonus: Fortitude +6.

Feats: Endurance, Great Fortitude, Toughness.

Special: Initiation (see below).

Table 1-5: Grayback

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+0	+0	Initiation
2nd	+2	+3	+0	+0	
3rd	+3	+3	+1	+1	Avalanche
4th	+4	+4	+1	+1	
5th	+5	+4	+1	+1	Greater earth mastery
6th	+6/+1	+5	+2	+2	Voice of stone
7th	+7/+2	+5	+2	+2	
8th	+8/+3	+6	+2	+2	Regeneration 10
9th	+9/+4	+6	+3	+3	
10th	+10/+5	+7	+3	+3	A dream of earth

Initiation Requirements

The shine is brewed from mineral salts, oxides of iron and mithral, ores of cobalt and nickel, and rare earths only found in the Hells. Blending this toxic brew requires a successful Alchemy check (DC 21), and requires an outlay of 5,000 gp, including 2,000 gp for specialized alchemical equipment, which can be reused. The ritual requires a 10th-level patron who can cast arcane or divine spells. It drains 500 xp from the patron and requires *flesh to stone*, *stone shape*, and *stoneskin*.

Class Skills

Grayback class skills (and the key ability for each skill) are Alchemy (Int), Concentration (Con), Climb (Str), Craft (Int), Heal (Wis), Intimidate (Cha), Jump (Str), Knowledge (geology) (Int), and Profession (Wis). See Chapter 4: Skills in the *Player's Handbook* for skill descriptions.

Skill Points at Each Level: 2 + Int modifier.

Class Features

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

Weapon and Armor Proficiency: Graybacks are proficient with all simple and martial weapons, all types of armor, and shields.

Initiation (Su): This toxic brew petrifies bones and connective tissue, making the character slow and ponderous but incredibly tough. Initial Dex drain of 1d3 points, secondary Dex drain of 1d3 points; Fort save halves (DC 22). One day later the character gains a +4 inherent bonus to Con and his type changes to Elemental (Earth). All damage taken from the shine is permanent ability loss, and may not be cured by spells or healing (besides *wish*). Creatures who are immune to ability drain or mineral poisons receive no benefit from taking the shine.

Stonelegs (Ex): The grayback's speed is halved (no lower than 10 ft. when in armor), and his weight doubles. His carrying capacity also doubles, as if he were one size category larger.

Natural Weapons (Ex): The grayback may attack with his bare hands as if attacking with magical weapons. Each stony fist may strike as a heavy

or light mace, at the character's discretion, in either case with a +2 enhancement bonus. They gain this ability AS IF their hands were maces for the sake of feats that may apply to these weapons.

Elemental: Immune to poison, sleep, paralysis, and stunning. Not subject to critical hits.

Avalanche (Ex): The grayback blooms stony material all over his body, particularly along his hands and forearms. These growths give all the benefits of the Improved Bull Rush and Sunder feats even if the character lacks the prerequisites.

Natural Weapons (Ex): The grayback's bare fists gain the Mighty Cleaving special ability.

Greater Earth Mastery (Ex): The grayback gains a +2 attack and damage bonus if both he and his foe touch the ground. If his opponent is airborne or waterborne, he suffers a -4 penalty to attack and damage. Additionally, if the grayback is touching the ground he may take a full-round action to remain in his place regardless of the force brought to bear against him. Treat this as a +20 circumstance bonus to resist a bull rush attempt, or on any test against being moved.

Natural Weapons (Ex): The grayback's fists improve to a +3 bonus.

Voice of Stone (Su): The grayback's bare fists gain the Thundering special ability, usable three times per day.

Regeneration (Ex): The grayback becomes more rock than flesh, and is almost impossible to put down. He treats most forms of damage as subdual damage, and regenerates this damage at the rate of 5 points per round. Energy attacks (acid, cold, electricity, fire, and sonic) deal normal damage.

A Dream of Earth: With his last level as a grayback, the character drifts into a long reverie of stone. He suffers 1d4 Dex drain immediately (Fort save halves [DC 26]), and one day later he gains an additional +2 inherent bonus to Con.

Spell-like abilities: At will—*earthquake*, *meld into stone*, *stone shape* and *stone tell*. These abilities are as the spells cast by a 20th-level sorcerer (save DC 10 + Cha + spell level).

Damage reduction 5/- (Ex): The character ignores the first 5 points of damage from each attack.

Natural Weapon (Ex): The grayback's bare fists improve to a +4 bonus.

Sample Grayback

Medium-size Elemental (Earth, Dwarf)

Hit Dice: 10d10+73, 4d12+28 (193 hp)

Initiative: +0

Speed: 10 ft.

AC: 21 (+7 +2 *breastplate*, +4 +2 *large steel shield*)

Attacks: Natural weapon +22/+17/+12 melee; or masterwork throwing axe +15/+10/+5 ranged

Damage: Natural weapon 1d8+9/19-20; or throwing axe 1d6+5

Face/Reach: 5 ft. by 5 ft./5 ft.

Special Attacks: Natural weapons

Special Qualities: Elemental, stonelegs, avalanche

Saves: Fort +18, Ref +4, Will +5

Abilities: Str 20, Dex 10, Con 20, Int 10, Wis 12, Cha 12

Skills: Climb +11, Craft (blacksmithing) +8, Craft (armorsmithing) +8, Knowledge (geology) +8

Feats: Blind-Fight, Cleave, Endurance, Great Cleave, Great Fortitude, [Improved Bull Rush], Improved Critical (natural weapons), Power Attack, Quick Draw, [Sunder], Toughness, Weapon Focus (natural weapons), Weapon Specialization (natural weapons)

Climate/Terrain: Any hill, mountains, and underground

Organization: Solitary, company (1 grayback, plus 6 7th-level fighters), squad (1 grayback, plus 6 7th-level fighters, 3 7th-level rangers, and 2d6 2nd-level fighters), or clan (1 grayback, plus 1 10th-level cleric, 6 7th-level fighters, 3 7th-level rangers, and 5d10 2nd-level fighters)

Challenge Rating: 14

Treasure: Standard

Alignment: Chaotic good

Advancement: By character class

This example character is a dwarf Ftr10/Gry4.

Combat

Natural Weapons (Ex): The character's fist is equal to +2 *heavy mace of mighty cleaving*.

Elemental: Immune to poison, sleep, paralysis, and stunning. Not subject to critical hits.

Stonelegs (Ex): The character's speed is halved, and his weight doubles (to 400 pounds). His carrying capacity also doubles, as if he were one size category larger.

Avalanche (Ex): When fighting with his natural weapons, the character gains all the benefits of the Improved Bull Rush, Mighty Cleaving, and Sunder feats.

Possessions: +2 *breastplate*, +2 *large steel shield*, masterwork throwing axes (5).

Manikin

Like the other terrestrial races trapped in the Forge, gnomes were cut off from their traditional sources of strength. Without the research and inquiry that form the basis of gnomish society, they stood little chance in the arena.

They recruited an automaton named Iron Jack to help, and recycled automata bodies for parts. Eventually their experiments culminated in the manlike constructs called manikins. The first gnomes to abandon their bodies were artificers and mages.

Their brains were carefully implanted in manikin shells, and they were taught to take advantage of the strengths of these new forms. The first trials were wildly successful, and in the months that followed dozens of gnomes and a handful of humans have gone under the knife.

Manikins are almost always bards, sorcerers, or wizards, though

the occasional multiclass rogue initiates to gain new spell-like abilities.

Hit Die: d6.

Requirements

A character must fulfill all the following criteria before becoming a manikin.

Race: Any humanoid.

Base Save Bonus: Will +6.

Feats: Iron Will, Quicken Spell, Spell Penetration.

Spells: Able to cast arcane spells.

Special: Initiation (see below)

Initiation Requirements

A manikin frame must be milled from a block of pure aluminum, weighing approximately 300 pounds. Nerves of glass, muscles of fine tungsten wire, relays of brass, and joints of porcelain and mercury are also required.

Creating the body requires a successful Craft (metalworking) check (DC 20). Installing the complex internal structures require a successful Craft (automata) check (DC 22). Transplanting a subject brain into its new body requires a successful Healing check (DC 20). Failure on the transplant check applies a -2 modifier to save against the initial ability damage.

Assembling the manikin costs 50,000 gp, including 20,000 for specialized lathes and tools, which can be reused.

The ritual requires a 16th-level patron who can cast arcane spells. Completing the ritual drains 500 xp from the patron and requires *animate objects*, *limited wish*, and *magic jar*.

Class Skills

Manikin class skills (and the key ability for each skill) are Alchemy (Int), Concentration (Con), Craft (Int), Decipher Script (Int, exclusive skill), Diplomacy (Cha), Knowledge (all skills, taken individually) (Int), Perform (Cha), Profession (Wis), Scry (Int, exclusive skill), Sense Motive (Wis), Speak Language (Int), Spellcraft (Int), and Use Magic Device (Cha, exclusive skill). See Chapter 4: Skills in the *Player's Handbook* for skill descriptions.

Skill Points at Each Level: 2 + Int modifier.

Class Features

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

Weapon and Armor Proficiency: Manikins gain no proficiency in any weapon or armor.

Initiation (Su): Initiation as a manikin is quite straightforward. The subject's brain is removed and implanted into a magically prepared golem shell. Freed from old duties the brain can develop its pure intellect, but at the cost of its attachment to the immediate world. Initial Wis drain of 1d3 points, secondary Wis drain of 1d3 points; Will save halves (DC 18). One day later the manikin gains a +2 inherent bonus to Int and Cha, and her type changes to Construct. All damage taken from this catalyst is permanent ability loss, and may not be cured by spells or healing (besides *wish*). Creatures who are immune to ability drain may not become manikins. **Special note:** all manikins are Medium-size creatures. If the initiate was a Small character, she loses all benefits from her old size category.

Construct: Immune to mind-influencing effects, poison, disease, and similar effects. Not subject to critical hits, subdual damage, ability damage (except damage taken from the manikin prestige class), energy drain, or death from massive damage. Constitution score becomes "—". Cannot heal damage naturally, but can be healed. Cannot be raised or resurrected. Darkvision 60 ft.

Spells per Day: The manikin continues training in magic after taking her new form. When a manikin level is gained, the character gains new spells per day as if she had also gained a level in an

arcane spellcasting class she belonged to before taking the prestige class.

Water Bearer: The manikin gains three new abilities.

Spell Resistance 13 (Ex): This ability can be activated and deactivated as a free action.

Spell Storing (Ex): A single targeted spell of up to 3rd level can be stored in the manikin's metal frame. (The spell must have a casting time of 1 action.) Any time she deals damage to a creature in melee combat, she can immediately cast the spell on that creature as a free action without provoking an attack of opportunity.

Chisel and Maul (Ex): The manikin gains the Sunder feat as a virtual feat even if she lacks the prerequisites. She also does double damage with her natural weapons when attacking an object or structure.

Spell Resistance 15 (Ex): This ability can be activated and deactivated as a free action.

Spell-like abilities: At will—*heat metal*, *rusting grasp*, and *shatter*. Once per day, she can cast *disintegrate* as a melee touch attack. These abilities are as the spells cast by a 15th-level sorcerer (save DC 10 + Cha + spell level).

Natural Weapons (Ex): The manikin may attack with her bare hands as if attacking with magical weapons. Each metal hand may strike as a club with a +2 enhancement bonus. They gain this ability AS IF their hands were clubs for the sake of feats that may apply to these weapons.

Cuirass (Ex): The character can stiffen her carapace as a full-round action, granting her a hardness rating of 10 until her next turn. This ability can be used any number of times per day.

Northern Crown (Su): The manikin has a reserve of magical energy she can draw on to instantly cast certain spells. She chooses a number of spells of 3rd-level or less equal to her Int or Cha modifier. The manikin can cast these spells as if they were prepared with the Quicken Spell metamagic feat, even if she lacks the feat.

Spell Resistance 17 (Ex): This ability can be activated and deactivated as a free action.

Spell-like abilities: At will—*blur*, *fly*, and *mirror image*. Once per day—*dimension door*, *ethereal jaunt*, *haste*. These abilities are as the spells cast by an 18th-level sorcerer (save DC 10 + Cha + spell level).

Natural Weapons (Ex): The manikin's bare hands gain the Ghost Touch special ability.

Southern Cross (Su): The manikin suffers 1d4 Wis drain immediately (Will save halves [DC 18]), and one day later she gains an additional +1 inherent bonus to Int and Cha.

Spell Resistance 19 (Ex): This ability can be activated and deactivated as a free action.

Spell-like abilities: At will—*detect scrying*, *divination*, and *scrying*. Once per day—*animate objects*, *antimagic field*, and *spell turning*. These abilities are as the spells cast by a 20th-level sorcerer (save DC 10 + Cha + spell level).

Natural Weapons (Ex): The manikin's bare hands improve to a +3 enhancement bonus.

Table 1-8: Manikin

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1st	+0	+0	+0	+2	Initiation	+1 Level of existing class
2nd	+1	+0	+0	+3		+1 Level of existing class
3rd	+1	+1	+1	+3	Water bearer	+1 Level of existing class
4th	+2	+1	+1	+4		+1 Level of existing class
5th	+2	+1	+1	+4	Chisel and maul	+1 Level of existing class
6th	+3	+2	+2	+5	Cuirass	+1 Level of existing class
7th	+3	+2	+2	+5		+1 Level of existing class
8th	+4	+2	+2	+6	Northern crown	+1 Level of existing class
9th	+4	+3	+3	+6		+1 Level of existing class
10th	+5	+3	+3	+7	Southern cross	+1 Level of existing class

Sample Manikin

Medium-size Construct (Gnome)

Hit Dice: 12d4 (34 hp)

Initiative: +2 (+2 Dex)

Speed: 30 ft.

AC: 20 (+2 Dex, +2 *ring of protection* +2, +2 *amulet of natural armor* +2, +2 *bracers of armor* +2)

Attacks: +2 *club* +8/+3 melee; or +1 *light crossbow* +9 ranged

Damage: +2 *club* 1d6+2; or +1 *light crossbow* 1d8+1/19-20

Face/Reach: 5 ft. by 5 ft./5 ft.

Special Attacks: Spells

Special Qualities: Construct, darkvision 60 ft.

Saves: Fort +9, Ref +6, Will +11

Abilities: Str 10, Dex 14, Con —, Int 20, Wis 12, Cha 12

Skills: Alchemy +8, Craft (automata) +18, Innuendo +4, Knowledge (arcana) +20, Knowledge (automata) +17, Listen +4, Scry +20, Sense Motive +5, Spellcraft +17, Spot +7

Feats: Brew Potion, Combat Casting, Empower Spell, Iron Will, Quicken Spell, [Scribe Scroll], Silent Spell, Spell Penetration

Climate/Terrain: Any land or underground

Organization: Solitary, company (1 manikin, plus 3 7th-level wizards), squad (1 manikin, plus 3 7th-level wizards, 5 3rd-level wizards, and 2d6 2nd-level fighters), or clan (1 manikin, 3 7th-level wizards, 10 3rd-level wizards, and 5d10 2nd-level fighters)

Challenge Rating: 12

Treasure: Standard

Alignment: Lawful neutral

Advancement: By character class

This example character is a gnome Wiz10/Man2.

Combat

Construct: The character is immune to mind-influencing effects, poison, and disease. She is not subject to critical hits, subdual damage, ability, energy drain, or death from massive damage.

Wizard Spells Known (4/6/5/5/4/4/2): 0th—All. 1st—*feather fall*, *mage armor*, *magic missile*, *shield*, *shocking grasp*, *silent image*, *spider climb*. 2nd—*blur*, *ghoul touch*, *knock*, *mirror image*, *see invisibility*, *summon monster II*, *web*. 3rd—*blink*, *dispel magic*, *fireball*, *fly*, *invisibility sphere*, *lightning bolt*. 4th—*bestow curse*, *dimension door*, *minor creation*, *polymorph self*. 5th—*cone of cold*, *dominate person*, *greater shadow conjuration*, *hold monster*, *sending*, *telekinesis*, *teleport*, *wall of force*, *wall of stone*. 6th—*acid fog*, *analyze dweomer*, *chain lightning*, *control water*, *disintegrate*.

Possessions: +1 *light crossbow*, +2 *club*, *ring of protection* +2, *amulet of natural armor* +2, *bracers of armor* +2, *wand of dispel magic* (27 charges remaining), *wand of fly* (40 charges), spellbook.

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