



# *The Tolkien d20 Project*

*By Paolo Ammassari*

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**An adaptation of J.R.R. Tolkien myths  
to D&D 3.5 rules**

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## INTRODUCTION

*J.R.R. Tolkien is my favorite writer and D&D is my favorite role-playing game. I can justify all the following pages with this simple, concise introducing statement. As I read The Hobbit, The Lord of the Rings, the Silmarillion and all the other books, a land of wonder and excitement unraveled before my eyes. I was fascinated by the races of Middle Earth, their history, their language, and the places described in those beautiful maps, which hinted to a world so real you could just close your eyes to reach.*

*For years I dreamed to wake up in Imladris, to speak with Master Elrond and Bilbo Baggins, or walk up to the trails of the Misty Mountains and admire the long stretch of Mirkwood below, or follow the course of great Anduin to the sea. Alas, it was not my destiny to switch dimension and enter the world Tolkien described, but as I grew up I fully appreciated the “rest of the weary” a fantasy world could offer to all dreamers stuck into a reality of daily work and career progression.*

*Later on in my life I come upon D&D, and for long hours spanning into three decades I spent my evenings battling orcs and dragons and demons and giants with a bunch of similar minded friends, until I reached the age when I turned Dungeon Master for my little sons and their friends, continuing the glorious tradition of spreading nerds into this world. For years I planned a way to reconcile my two great passions, until I finally decided to start the work you’re now reading and (I hope) enjoying.*

*My primal source is the core Tolkien production: The Hobbit, The Silmarillion and the Lord of the Rings. Other secondary sources used are the unfinished tales and the other books made by different authors inspired by Tolkien's opera (from “A Tolkien bestiary” to the MERP manuals, from various internet sites to lampoon's “Bored of rings”). The primary source superceeds the secondary sources anytime the two appears to be in contrast. Movies where not used as a source (books are books, movies are movies)*

*In the translation of Tolkien's world and characters, I used the 3.5 D&D version, the one I'm most familiar with, having the OGL system as foundation. This work is totally the product of my imagination and it's totally free. You can print it and do what you want with it. From the moose-infested forests of Canada to the shark-ridden coral reef of Indonesia, you can use it to fix the leg of the table in your living room, for paper planes mass production, or burn it in the long winter nights.*

*You might even read it and enjoy it, and use it for your role-playing sessions in a Middle Earth campaign.*

## CHAPTER 1 – TOLKIEN D20 RPG GAMING

The present work is organized in four chapters and five appendices. Chapter one acts as an introduction to the main elements of the game. Chapter two outlines rules (races, classes, feats, equipment, both mundane and magic) and magic system. Chapter three is dedicated to the creatures of Middle Earth. Chapter four describes the main characters of Tolkien's books, from valars down to the hobbits.

Appendices are dedicated to comparative stats of unique beings, feats, complete spells description, mundane animals data and acknowledgement of all the images you'll find inside.

When transposing Tolkien's opera in a 3.5 D&D setting, it must be taken into account how a Tolkien-based campaign differs from a standard D&D campaign. Spells are the first issue: the magic of Middle Earth is subtle, mainly aimed at protecting the land, influence others or create magic items. You won't have a caster flying and throwing lightning bolts to his opponents, on summoning beings from other dimensions.

There is no difference between arcane and divine magic, no spellbooks from where wizard memorize their spells (the so-called vancian magic system) or divinities to pray; instead, magic is innate or tied to the land. Fixing magic is the first step I made in designing a Tolkien d20 campaign (from now on, Td20).

Healing is another issue. There's no "immediate healing" spells in Tolkien, but rituals which help (and accelerate) the natural recovery of someone ill or injured. Characters will be more exposed to wounds: that's why armor class has been redrawn introducing defense bonus and armor damage reduction.

Monsters will be more difficult to defeat. In a standard D&D setting a group of average-level characters would be able to overcome challenges and monsters which are far more deadly in Td20.

We now get an overview on those issues, so to better understand game mechanics and changes made to core basic D&D 3.5 game.

### 1.1– Themes

#### MAGIC

In Td20 system, wisdom and charisma are the abilities linked with the capacity to harness magical forces. The two are independent, meaning that a being can use one of the two to master magic and increase the power of his or her spells. Wisdom is the ability of beings who "gets in tune" with arcane energies filling the world, while charisma is the main ability if magic is a natural part of the being. The great powers of Arda (Valar and Maiars) use one of the two abilities (usually charisma). Elves, whose nature is filled with magic, use charisma as their main ability to power their spells. Other races usually use wisdom.

Spells do not, as general rule, require any material or somatic components to cast. Verbal component is still necessary (and the associated metamagic feat "silent spell" still very useful).

Spells in Td20 are organized in a list of base, "common" spells, and seven additional "spheres". Those spheres are:

**Air and water:** spells which manipulate weather.

**Nature:** spells which command nature (beasts and plants), and enable the caster to change shape.

**Fire:** spells commanding fire and light.

**Healing:** spells which heal and cure.

**Illusion:** spells tricking the senses and mind of the target

**Inner fire:** spells which power up the spirit and soul of the target.

**Sorcery:** spells which harm with fear and desperation the spirit and soul of the victim.

In Td20 there are two spellcaster classes who can manipulate magic, the artificer and the mage, but the first has a very limited spell selection, taken from the base list and “fire” and “inner fire” spheres. Mages are the main users of magic and have access to all base spells; as they progress in level, they access to spheres and augment their spell selection.

**Singing magic:** a number of spells may be sung; instead of vocalizing the spell, the caster includes the spell in a song. Only a caster using charisma as ability to cast magic can sing spells. A spell cast in this way has a casting time which is doubled, but the DC against it has a +2 penalty. You can't apply “silent spell” or “quicken spell” feats to a spell cast in this way. You can power singing magic with some appropriate feats (see chapter 2.3 “feats and skills” for more information).

**Magic duels:** sometimes powerful spellcasters lock in magic duels. This confrontation takes not the single spell against single spell routine, but it's a battle combining inner power, force of will and the sum of all arcane knowledge a character can muster, pitted against his opponent.

A magic duel is similar to a grapple contest: you use a spell slot and make a spell check (DC 10+spell level + relevant ability modifier + d20) applying any other modifier (es spell penetration, or singing feats modifier); the opponent must succeed in a will ST, the difficulty of which is the spell check made; at the same time he makes his attack spell check, to whom you must resist with a will ST. The two can go on until one fails the will saving throw: at that moment, the loser is magically pinned (i. e. he can't use any spells, and all other spells he cast are dispelled). This effect continue for as many days as the loser lost the save.

An opponent must possess magic abilities (artificer or mage class) to be involved in a magic duel, and if he refuses the fight, he's banished from the presence of the spellcaster who initiated the duel, acknowledging the superiority of his opponent. Banishing means that the spellcaster who refuses the fight will move away from the one proposing the duel, fleeing by the best and fastest means available, and won't approach the challenger for at least one hour.

Famous magic duels are the Sauron vs Finrod Felagund confrontation, or the one between Gandalf the White and Saruman the Multi-colored.

**Epic spellcasting:** epic spellcasting is available in Td20 to many Valar and Maiar. If they have mage class above 20<sup>th</sup>, and the relevant Epic spellcasting feat, they have epic spell slots available thanks to their knowledge skill (arcane or nature). The number of epic spells they can cast every day is however based on only one of the two knowledge skills (usually the best). So if a being has 33 skills in knowledge (arcane) and 45 skills in knowledge (nature), he will know (3+4) seven epic spells, but will be able to cast only four epic spells every day.

## **HEALING AND RESTORE LIFE**

Healing from wounds in Td20 can be a long affair. There's no immediate healing spells, and spells which are accessible through the “healing” sphere of magic simply grant a bonus to a healing check of someone who's treating the wounds or poison or disease of the unfortunate. It takes time to recover from wounds, and adventurers and Dungeon Master should take into account that the attrition ratio of characters is far higher than the one they accustomed to in a standard D&D setting. If they want to come out alive from an adventure, characters must rest and recover. As standard healing rules, a character recovers 1 hp per character level with a full night's rest (8 hours of sleep), or 2 hp per character level for a complete bed rest for an entire day and night. The use of the “heal” skill enable to double the speed of recovering (so respectively 2 and 4 hp per character level).

There's no way in Td20 to restore life to a character short of a direct intervention from Iluvatar (something players should not expect).

## **ARMOR CLASS BONUS AND DAMAGE REDUCTION**

In Td20 you will make full use of the optional rules detailed in Unearthed Arcana tome. A specific characteristic of Td20 classes is the Defense Bonus (DB). Every class has a defense bonus, which applies to armor class and does not stack with the character's armor bonus. A character wearing armor gains its armor bonus or his defense bonus, but not both. The only exception is the fighter, who may add half his DB rounded down to his armor class even when wearing armor. A DB does improve a character's AC vs touch attacks and when flat-footed.

To somehow offset the unavailability of immediate healing spells, Td20 mechanics foresee armor providing damage reduction, which helps characters to shrug off minor damage. Details of the amount of damage reduction (the amount of damage that can be ignored) are provided for in equipment description.

Finally, mages can use armor, if they acquire the necessary feats, and they can cast spells while in armor without any chance of spell failure. As said, magic in Td20 is (with some very limited exceptions) purely verbal, not somatic or needing material components.

## **1.2– Ages**

An important issue of a T20 campaign is that as the ages roll by, individual power of characters born in later ages diminishes. A character of the third age, unless already living in a previous age, may be assumed to be capped at 20 levels, and a character born into the second age won't exceed 30 levels. Individual power of elves diminishes from one generation to another, while humans won't be able to reach the epic levels of their forefathers on the first age.

Another thing to consider is the immortality of elves: as centuries pass on, those beings accumulate an incredible (from a mortal perspective) amount of knowledge and skills. It could be assumed that the average noldor of the first age is a 7<sup>th</sup> level character, who becomes a 9<sup>th</sup> level in the second age and a 11<sup>th</sup> level character by the time of the third age. This is the average, then you can obviously have more powerful individuals, but the underlying idea is clear: one of the few "common" noldor still living in Middle Earth by the third age is at the same level of the very best the human race can produce by that time, and Sindar are nearly as powerful (assume 5/7/9 levels by first, second and third ages). Other elves fall two or three levels below a Sindar average.

## CHAPTER 2 – THE GAME

Basic rules for players follow the basic rules as detailed in D&D 3.5 rules compendium. Modifiers for high or low ability scores (strength, dexterity, constitution, intelligence, wisdom, charisma, abbreviated in str, dex, con, int, wis and cha) are as usual, and are reported here for quick reference:

Score	Modifier	Bonus Spells (by Spell Level)									
		0	1st	2nd	3rd	4th	5th	6th	7th	8th	9th
1	-5	Can't cast spells tied to this ability									
2-3	-4	Can't cast spells tied to this ability									
4-5	-3	Can't cast spells tied to this ability									
6-7	-2	Can't cast spells tied to this ability									
8-9	-1	Can't cast spells tied to this ability									
10-11	0	—	—	—	—	—	—	—	—	—	—
12-13	+1	—	1	—	—	—	—	—	—	—	—
14-15	+2	—	1	1	—	—	—	—	—	—	—
16-17	+3	—	1	1	1	—	—	—	—	—	—
18-19	+4	—	1	1	1	1	—	—	—	—	—
20-21	+5	—	2	1	1	1	1	—	—	—	—
22-23	+6	—	2	2	1	1	1	1	—	—	—
24-25	+7	—	2	2	2	1	1	1	1	—	—
26-27	+8	—	2	2	2	2	1	1	1	1	—
28-29	+9	—	3	2	2	2	2	1	1	1	1
30-31	+10	—	3	3	2	2	2	2	1	1	1
32-33	+11	—	3	3	3	2	2	2	2	1	1
34-35	+12	—	3	3	3	3	2	2	2	2	1
36-37	+13	—	4	3	3	3	3	2	2	2	2
38-39	+14	—	4	4	3	3	3	3	2	2	2
40-41	+15	—	4	4	4	3	3	3	3	2	2
42-43	+16	—	4	4	4	4	3	3	3	3	2
44-45	17	—	5	4	4	4	4	3	3	3	3

etc. . .

### 2.1 – Races

Races available to players are four: elves, dwarves, hobbits and humans. Other races may be used by players, such as half-elves or orcs, but a party of adventurers will usually be composed by the four main races.

#### Elves

The first children of Ilùvatar to awake in Middle Earth, the elves are immortal, and as centuries passes, they grow in power and wisdom. During the unfolding of the ages, different subraces originated. All elves share the following traits:

- elves do not age and are immune to disease;
- +1 on dex
- +2 on listen, search and spot checks;
- survival skill as automatic race skill
- low-light vision
- cold endurance feat
- +2 bonus vs spells

The elves who managed to reach Aman (Noldor, Vanyar, Teleri of Aman), having lived in the blessed



lands, have the additional following traits:

- immune to ability drain, energy drain, poison;
- damage reduction 5/- vs beings of Middle Earth

those traits disappear after 30-100 days they abandon Aman.



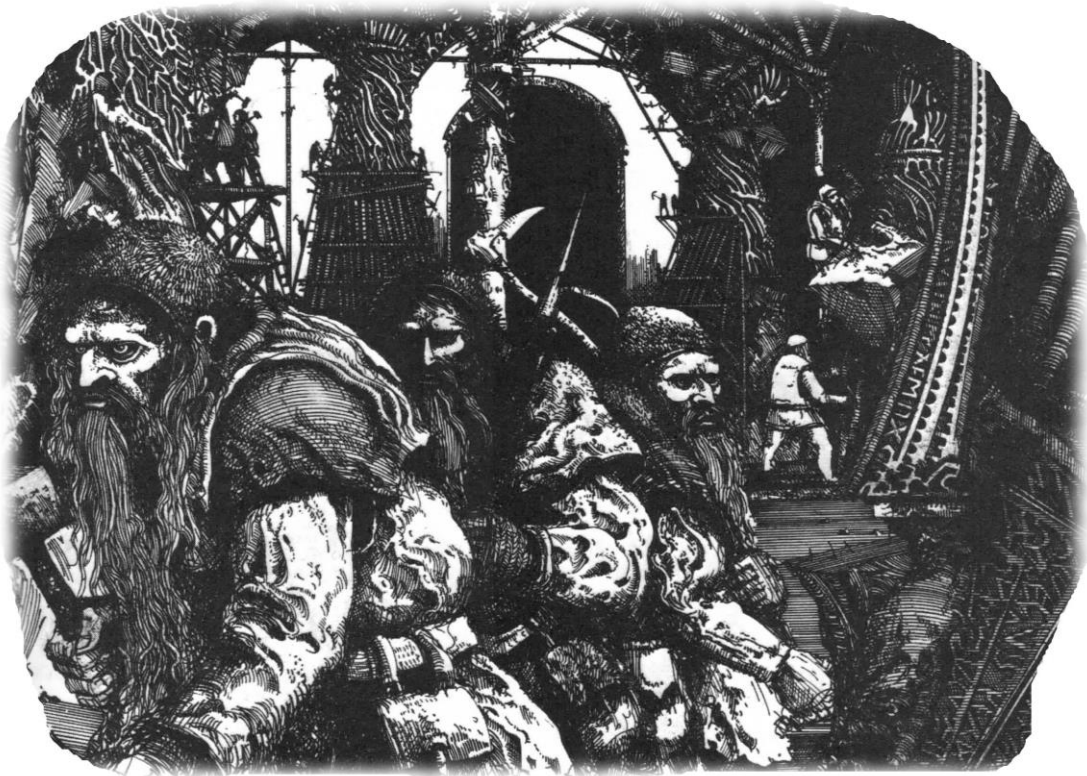
In addition, the different elves subraces have the following traits:

- Noldors have a +2 bonus on any craft skill, +1 on str, con, wis and cha; +2 on int.
- Vanyar have a +2 bonus on sense motive checks, +1 on str, con, int, cha; +2 on wis.
- Teleri have a +2 bonus on profession (sailor), +1 on wis and cha;
- Sindar have a +2 on move silently and hide checks, +1 on wis and cha;
- other elven subraces (Avari, Nandor, and Laiquendi) have a +2 on move silently and hide checks, and knowledge (nature) as race skill.

### **Dwarves**

Short, stout and hardy, dwarves are a proud and stern race. The dwarves have the following traits:

- +2 con, -1 cha;
- +2 on trs vs poison; +2 on ST vs spells and spell-like effects;
- +2 on search checks to notice unusual stoneworks;
- +2 on crafts and appraise checks related to stone or metal items;
- +4 bonus on checks to resist bull-rushing when on ground



### **Hobbits**

good-natured and peaceful, hobbits may reveal far more courageous than appears at first sight.

Hobbits have the following traits:

- Small (+1 to AC, on attack rolls, +4 on hide checks, but use smaller weapons);
- -2 str, +2 dex
- +2 on climb, jump, listen and move silently;
- +1 on all saving throws;



## Humans

the second children of Eru, humans are the predominant race by the second age.

Humans have the following traits:

- 1 extra feat at first level; 4 sk pts at first level



racess and relative traits table:

race	subrace	traits	str	dex	con	int	wis	cha			
human		1 extra feat at first level; 4 sk pts at first level									
elf	Middle Earth noldor	immortal, immune to disease; +2 on trs vs spells; low-light vision; +2 on listen, search and spot checks; survival skill as automatic race skill; cold endurance feat	+2 on craft skills		+1	+1	+1	+2	+1	+1	
	sindar		+2 on move silently and hide			+1			+1	+1	
	Other (avari, laiquendi)		+2 on move silently and hide; knowledge (nature) as race skill			+1					
	Noldor of Aman		immune to ability drain, energy drain, poison, damage reduction 5/0 vs beings from middle earth	+2 on craft skills		+1	+1	+1	+2	+1	+1
	Vanyar		+2 on sense motive checks		+1	+1	+1	+1	+2	+1	
	Teleri of aman		+2 on profession (sailor)			+1			+1	+1	

dwarf	+2 on search checks to notice unusual stoneworks; +2 on trs vs poison; +2 on ST vs spells and spell-like effects; +2 on crafts and appraise checks related to stone or metal items; +4 bonus on checks to resist bull-rushing when on ground			+2					-2
hobbit	Small (+1 to AC, on attack rolls, +4 on hide checks, but use smaller weapons); +2 on climb, jump, listen and move silently; +1 on all saving throws;	-2	+2						

## 2.2 - Classes

The main Classes available to players in Td20 are the following:

- **Artificier:** a class combining limited spellcasting, combat abilities and the capacity to create magic items and powerful magical weapons
- **Fighter:** a class specialized in combat abilities
- **Mage:** a class specialized in casting spells
- **Ranger:** a class whose main ability is fighting in the wilderness
- **Rogue:** a class with a huge skill selection

The **Expert**, **Noble** and **Warrior** npc classes are also common in Middle Earth and may be used by players if so wished. The noble class has been somehow modified by the standard 3.5 D&D class, adding a few additional features.

The classes mentioned and their combination should, in the opinion of the author, complete any possible character playing in Middle Earth. There's no particular need of any of the hundred prestige classes typical of a D&D third edition setting. If, however, you feel the lacking of a prestige class, you can discuss it with your DM to include it in the available selection of classes at the disposal of a player.

There's only one prestige class who is provided for in this book, which is the **Skin-changer**, described at the end of this section.

There are no favored classes linked to a particular race in Td20, so every race can freely multiclass without xp penalties.

### Optional rule: restricted use of some classes

A strictly literal book-oriented approach to the game restricts class availability to the different races. This variant is more adherent to the atmosphere of the books, where magic was rarely used by mortals, but will take off variety and fun. You can refer to the table below, which restricts class use and adds some prerequisites. "Pre" means a prerequisite; "X" means the class is fully available to that race.

race	Artifc	figh	mage	ranger	rogue	expert	noble	warrior	Sk-ch
Human	Pre: wis 15	X	Pre: wis 15	X	X	X	X	X	X
Elf	X	X	X	X	X	X	X	X	X
dwarf	Pre: wis 15	X	NO	X	X	X	X	X	X
hobbit	NO	X	NO	X	X	X	NO	X	NO

The table below summarize the common elements for each class.

<b>Level</b>	<b>feats</b>	<b>Ability score increase</b>	<b>xp</b>
1st	1st		0
2nd			1000
3rd	2nd		3000
4th		1st	6000
5th			10000
6th	3rd		15000
7th			21000
8th		2nd	28000
9th	4th		36000
10th			45000
11th			55000
12th	5th	3rd	66000
13th			78000
14th			91000
15th	6th		105000
16th		4th	120000
17th			136000
18th	7th		153000
19th			171000
20th		5th	190000
21st	8 <sup>th</sup> , may be epic		210000
22nd			231000
23rd			253000
24th	9 <sup>th</sup> , may be epic	6th	276000
25th			300000
26th			325000
27th	10 <sup>th</sup> , may be epic		351000
28th		7th	378000

..and so on

Epic progressions are shown below.

**Table: Epic Save and Epic Attack Bonuses**

<b>Character Level</b>	<b>Epic Save Bonus</b>	<b>Epic Attack Bonus</b>	<b>Def Bonus</b>
21st	+0	+1	+1
22nd	+1	+1	+1
23rd	+1	+2	+1
24th	+2	+2	+2
25th	+2	+3	+2
26th	+3	+3	+2
27th	+3	+4	+3
28th	+4	+4	+3
29th	+4	+5	+3
30th	+5	+5	+4
31th	+5	+6	+4
32th	+6	+6	+4
33th	+6	+7	+5
34th	+7	+7	+5
35th	+7	+8	+5

.. and so on, with the exception of the Defense Bonus, which is capped at 20 maximum.

## ARTIFICER

Artificers are master crafters who use their skill and personal energy to create items of great power. An artificer has good combat skills and learn a number of spells, drawn from the common list and from “fire” and “inner fire” spheres. Intelligence is very important for artificers, as it helps them with their craft skills. The artificer's spell list is very limited and used mainly to craft magic items, and rarely used for defense or attack, given also the rule that the main abilities to power spells are wisdom or charisma.

**Alignment:** Any.

**Hit Die:** d6.

### Class Skills

The artificer's class skills (and the key ability for each skill) are Appraise (Int), Concentration (Con), Craft (Int), Decipher Script (Int), Diplomacy (Cha), Disable Device (Int), Knowledge (Arcana, Geography, History, Local, Nature) (Int), Open Lock (Dex), Profession (Wis), Spellcraft (Wis or Cha))

**Skill Points at 1st Level:** (6 + Int modifier) x4.

**Skill Points at Each Additional Level:** 6 + Int modifier.

**Table: The Artificer**

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Def. Bonus	Special	Spells						
							1st	2nd	3rd	4th	5th	6th	7th
1st	0	+0	+0	+2	-	Favorite craft (+5)	1	-	-	-	-	-	-
2nd	+1	+0	+0	+3	-		2	-	-	-	-	-	-
3rd	+2	+1	+1	+3	1	Reduce xp cost	2	1	-	-	-	-	-
4th	+3	+1	+1	+4	1	Bonus feat	2	2	-	-	-	-	-
5th	+3	+1	+1	+4	2		3	2	-	-	-	-	-
6th	+4	+2	+2	+5	2	2 <sup>nd</sup> favorite craft (+10/+5)	3	2	1	-	-	-	-
7th	+5	+2	+2	+5	3	Reduce xp cost	3	2	2	-	-	-	-
8th	+6/+1	+2	+2	+6	3	Bonus feat	3	3	2	-	-	-	-
9th	+6/+1	+3	+3	+6	4		3	3	3	1	-	-	-
10th	+7/+2	+3	+3	+7	4		3	3	3	2	-	-	-
11th	+8/+3	+3	+3	+7	5	Reduce xp cost	4	3	3	2	-	-	-
12th	+9/+4	+4	+4	+8	5	3 <sup>rd</sup> favorite craft (+15/+10/+5), Bonus feat	4	3	3	2	1	-	-
13th	+9/+4	+4	+4	+8	6		4	4	3	2	1	-	-
14th	+10/+5	+4	+4	+9	6		4	4	4	2	2	-	-
15th	+11/+6/+1	+5	+5	+9	7	Reduce xp cost	5	4	4	3	2	-	-
16th	+12/+7/+2	+5	+5	+10	7	Bonus feat	5	5	4	3	2	1	-
17th	+12/+7/+2	+5	+5	+10	8		5	5	4	3	2	2	-
18th	+13/+8/+3	+6	+6	+11	8	4 <sup>th</sup> favorite craft (+20/+15/+10/+5)	5	5	4	4	2	2	-
19th	+14/+9/+4	+6	+6	+11	9	Reduce xp cost	5	5	4	4	2	2	1
20th	+15/+10/+5	+6	+6	+12	9	Bonus feat	5	5	4	4	3	2	1

### Class Features

All of the following are class features of the artificer.

**Weapon and Armor Proficiency:** An artificer is proficient with all simple and martial weapons and with all armor (heavy, medium, and light) and shields (excluding tower shields).

**Favorite Craft:** at first level and at sixth, twelfth and eighteenth level, an artificer can choose a craft he knows and gain a +5 bonus on that craft skill roll. Those bonus are cumulative, so at sixth level the

artificer can choose a second craft in which he'll gain a +5 bonus, while the first craft picked will have an additional +5 bonus (total +10).

**Reduce xp cost:** at third level and every four levels thereafter, an artificer can choose an item creation feat he knows and reduce by half the xp cost of items created with that feat. He can choose the same feat a maximum of three times (thus reducing the total xp cost by 1/8). So if for example an artificer has the “craft magic arms and armor” feat, by choosing that feat to apply the “reduce cost/xp” feature he can craft a +4 weapon with only 1600 px instead of 3200. He can choose again the same feat and reduce the xp cost at 800, and again to bring the xp expenditure at 400. An epic (21<sup>st</sup> level or more) artificer can “switch” the reduce xp cost ability from a non-epic item creation feat to the equivalent epic version.

**Bonus Feats:** At 4th level, and every four levels thereafter, an artificer gains a bonus feat.

**Spells:** an artificer can cast any spell he knows without any previous preparation. To learn or cast a spell, an artificer must have a Charisma or a Wisdom score equal to at least 10 + the spell level. The Difficulty Class for a saving throw against an artificer spell is 10 + the spell level + the artificer's charisma or wisdom modifier. An artificer can cast only a certain number of spells of each spell level per day. His base daily spell allotment is given on Table: The Artificer. In addition, he receives bonus spells per day if he has a high Charisma or wisdom score.

An artificer's selection of spells coincide with the number of spells given on the table: The Artificer.

He can cast any spell he knows at any time, assuming he has not yet used up his spells per day for that spell level. He does not have to decide ahead of time which spells he'll cast. He can always decide to use an higher level “slot” to cast a spell of a lower level

## FIGHTER

**Alignment:** Any.

**Hit Die:** d10.

### Class Skills

The fighter's class skills (and the key ability for each skill) are Climb (Str), Craft (Int), Handle Animal (Cha), Heal (Wis) Intimidate (Cha), Jump (Str), Ride (Dex), and Swim (Str).

**Skill Points at 1st Level:** (2 + Int modifier) x4.

**Skill Points at Each Additional Level:** 2 + Int modifier.

**Table: The Fighter**

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Def. Bonus	Special
1st	+1	+2	+0	+0	1	Bonus feat
2nd	+2	+3	+0	+0	1	Bonus feat
3rd	+3	+3	+1	+1	2	
4th	+4	+4	+1	+1	2	Bonus feat
5th	+5	+4	+1	+1	3	
6th	+6/+1	+5	+2	+2	3	Bonus feat
7th	+7/+2	+5	+2	+2	4	
8th	+8/+3	+6	+2	+2	4	Bonus feat
9th	+9/+4	+6	+3	+3	5	
10th	+10/+5	+7	+3	+3	5	Bonus feat
11th	+11/+6/+1	+7	+3	+3	6	
12th	+12/+7/+2	+8	+4	+4	6	Bonus feat
13th	+13/+8/+3	+8	+4	+4	7	
14th	+14/+9/+4	+9	+4	+4	7	Bonus feat
15th	+15/+10/+5	+9	+5	+5	8	
16th	+16/+11/+6/+1	+10	+5	+5	8	Bonus feat
17th	+17/+12/+7/+2	+10	+5	+5	9	
18th	+18/+13/+8/+3	+11	+6	+6	9	Bonus feat
19th	+19/+14/+9/+4	+11	+6	+6	10	
20th	+20/+15/+10/+5	+12	+6	+6	10	Bonus feat

## Class Features

All of the following are class features of the fighter.

As said, a fighter is the only class that can add half his DB rounded down to his armor class even when wearing armor.

**Weapon and Armor Proficiency:** A fighter is proficient with all simple and martial weapons and with all armor (heavy, medium, and light) and shields (including tower shields).

**Bonus Feats:** At 1st level, a fighter gets a bonus combat-oriented feat in addition to the feat that any 1st-level character gets and the bonus feat granted to a human character. The fighter gains an additional bonus feat at 2nd level and every two fighter levels thereafter (4th, 6th, 8th, 10th, 12th, 14th, 16th, 18th, and 20th). These bonus feats must be drawn from the feats noted as combat feats. A fighter must still meet all prerequisites for a bonus feat, including ability score and base attack bonus minimums.

These bonus feats are in addition to the feats that a character of any class gets from advancing levels. A fighter is not limited to the list of fighter bonus feats when choosing these feats.

## MAGE

**Alignment:** Any.

**Hit Die:** d4.

### Class Skills

The mage's class skills (and the key ability for each skill) are Bluff (Cha), Concentration (Con), Craft (Int), Decipher Script (Int), Heal (Wis), Intimidate (Cha), Knowledge (arcana, geograohy, history, local, nature, nobility and royalty) (Int), Listen (Wis), Profession (Wis) and Spellcraft (Wis or Cha).

**Skill Points at 1st Level:** (2 + Int modifier) x 4.

**Skill Points at Each Additional Level:** 2 + Int modifier.

**Table: The Mage**

Leve 1	Base					special	Spells per Day								
	Attack Bonus	Fort Save	Ref Save	Will Save	Def. Bonus		1st	2nd	3rd	4th	5th	6th	7th	8th	9th
1st	+0	+0	+0	+2	-	1 <sup>st</sup> sphere	2	—	—	—	—	—	—	—	—
2nd	+1	+0	+0	+3	-		3	—	—	—	—	—	—	—	—
3rd	+1	+1	+1	+3	1		3	1	—	—	—	—	—	—	—
4th	+2	+1	+1	+4	1		3	2	—	—	—	—	—	—	—
5th	+2	+1	+1	+4	2	2 <sup>nd</sup> sphere, bonus feat	3	2	1	—	—	—	—	—	—
6th	+3	+2	+2	+5	2		3	2	2	—	—	—	—	—	—
7th	+3	+2	+2	+5	3		3	2	2	1	—	—	—	—	—
8th	+4	+2	+2	+6	3		3	3	2	2	—	—	—	—	—
9th	+4	+3	+3	+6	4		3	3	3	2	1	—	—	—	—
10th	+5	+3	+3	+7	4	3 <sup>rd</sup> sphere, bonus feat	3	3	3	2	2	—	—	—	—
11th	+5	+3	+3	+7	5		4	3	3	3	3	—	—	—	—
12th	+6/+1	+4	+4	+8	5		4	3	3	3	3	1	—	—	—
13th	+6/+1	+4	+4	+8	6	4 <sup>th</sup> sphere	4	3	3	3	3	2	—	—	—
14th	+7/+2	+4	+4	+9	6		5	4	4	3	3	3	-	—	—
15th	+7/+2	+5	+5	+9	7	Bonus feat	5	4	4	4	3	3	1	—	—
16th	+8/+3	+5	+5	+10	7		5	5	4	4	4	3	2	-	—
17th	+8/+3	+5	+5	+10	8	5 <sup>th</sup> sphere	5	5	4	4	4	3	3	-	—
18th	+9/+4	+6	+6	+11	8		5	5	5	4	4	3	3	1	-
19th	+9/+4	+6	+6	+11	9		5	5	5	4	4	3	3	2	-
20th	+10/+5	+6	+6	+12	9	Bonus feat	5	5	5	4	4	3	3	2	1

## Class Features

All of the following are class features of the mage.

**Weapon and Armor Proficiency:** Mages are proficient with all simple weapons. They are not proficient with any type of armor or shield. Armor does not impede spellcasting.



**Bonus Feats:** At 5th, 10th, 15th, and 20th level, a mage gains a bonus feat.

**Magic Spheres:** at first, fifth, tenth, thirteenth and seventeen level, a Mage gain access to a magic sphere which expand the possible selection of spells he may know.

**Spells:** A Mage can cast any spell he knows without any previous preparation. To learn or cast a spell, a mage must have a Charisma or a Wisdom score equal to at least 10 + the spell level. The Difficulty Class for a saving throw against a mage's spell is 10 + the spell level + the mage's charisma or wisdom modifier.

A mage can cast only a certain number of spells of each spell level per day. His base daily spell allotment is given on Table: The Mage. In addition, he receives bonus spells per day if he has a high Charisma or wisdom score.

A Mage's selection of spells coincide with the number of spells given on the table: The Mage.

He can cast any spell he knows at any time, assuming he has not yet used up his spells per day for that spell level. He does not have to decide ahead of time which spells he'll cast. He can always decide to use an higher level "slot" to cast a spell of a lower level

Upon reaching 4th level, and at every even-numbered level after that (6th, 8th, and so on), a mage can choose to learn a new spell in place of one he already knows. In effect, the mage "loses" the old spell in exchange for the new one. The new spell's level must be the same as that of the spell being exchanged, and it must be at least two levels lower than the highest-level spell the mage can cast. A mage may swap only a single spell at any given level, and must choose whether or not to swap the spell at the same time that he gains new spells known for the level.

## RANGER

**Alignment:** Any.

**Hit Die:** d10

### Class Skills

The ranger's class skills (and the key ability for each skill) are Climb (Str), Craft (Int), Handle Animal (Cha), Heal (Wis), Hide (Dex), Jump (Str), Knowledge (dungeoneering, geography, nature) (Int), Listen (Wis), Move Silently (Dex), Profession (Wis), Ride (Dex), Search (Int), Spot (Wis), Survival (Wis), Swim (Str), and Use Rope (Dex).

**Skill Points at 1st Level:** (6 + Int modifier) x 4.

**Skill Points at Each Additional Level:** 6 + Int modifier.

**Table: The Ranger**

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Def. Bonus	Special
1st	+1	+2	+2	+0	1	1st favored enemy or terrain, Track
2nd	+2	+3	+3	+0	2	Combat style
3rd	+3	+3	+3	+1	2	Endurance
4th	+4	+4	+4	+1	3	Bonus feat
5th	+5	+4	+4	+1	3	2nd favored enemy or terrain
6th	+6/+1	+5	+5	+2	4	Improved combat style
7th	+7/+2	+5	+5	+2	4	Woodland stride
8th	+8/+3	+6	+6	+2	5	Swift tracker
9th	+9/+4	+6	+6	+3	5	Evasion
10th	+10/+5	+7	+7	+3	6	3rd favored enemy or terrain
11th	+11/+6/+1	+7	+7	+3	6	Combat style mastery
12th	+12/+7/+2	+8	+8	+4	7	
13th	+13/+8/+3	+8	+8	+4	7	Camouflage
14th	+14/+9/+4	+9	+9	+4	8	
15th	+15/+10/+5	+9	+9	+5	8	4th favored enemy or terrain
16th	+16/+11/+6/+1	+10	+10	+5	9	
17th	+17/+12/+7/+2	+10	+10	+5	9	Bonus feat
18th	+18/+13/+8/+3	+11	+11	+6	10	
19th	+19/+14/+9/+4	+11	+11	+6	10	Bonus feat
20th	+20/+15/+10/+5	+12	+12	+6	11	5th favored enemy or terrain

## Class Features

All of the following are class features of the ranger.

**Weapon and Armor Proficiency:** A ranger is proficient with all simple and martial weapons, and with light armor and shields (except tower shields).

**Favored Enemy or terrain (Ex):** At 1st level, a ranger may select a type of creature or a terrain from among those given on Table: Ranger Favored Enemies and terrains. If he chooses a favored enemy, the ranger gains a +2 bonus on Bluff, Listen, Sense Motive, Spot, and Survival checks when using these skills against creatures of this type. Likewise, he gets a +2 bonus on weapon damage rolls against such creatures. If he selected a terrain, he gains a +2 bonus on Hide, Listen, Move silently, Spot and Survival checks when using these skills in that environment.

At 5th level and every five levels thereafter (10th, 15th, and 20th level), the ranger may select an additional favored enemy or terrain from those given on the table. In addition, at each such interval, the bonus against any one favored enemy or in any one favored terrain (including the one just selected, if so desired) increases by 2.

Bonus coming from enemies and terrains do stack together, so a ranger who selected orcs as favored enemies and Low Hills and Plains as favored terrain would have a +4 bonus on his spot checks vs orcs in low hills and plains environments.

**Table: Ranger Favored Enemies and Terrains**

Enemies	Terrains
Dragon	Aquatic (sea, ocean)
Human	Desert, cold (es tundra)
Monstruous spider	Desert, temperate or warm
Orc (and Uruk)	Forest, cold or temperate
Troll (and Olog)	Forest, warm (jungle)
Undead	Low hills and plains
Warg	Marsh and swamps
Werewolves and Vampires	Mountains
Elf dwarf	underground

**Track:** A ranger gains Track as a bonus feat.

**Combat Style (Ex):** At 2nd level, a ranger must select one of three combat styles to pursue: archery, two-weapon combat or single weapon combat. This choice affects the character's class features but does not restrict his selection of feats or special abilities in any way.

If the ranger selects archery, he is treated as having the Rapid Shot feat, even if he does not have the normal prerequisites for that feat.

If the ranger selects two-weapon combat, he is treated as having the Two-Weapon Fighting feat, even if he does not have the normal prerequisites for that feat.

If the ranger selects single weapon combat, he must choose a type of weapon, usually a two-handed weapon or a weapon that can be used two-handed. He is then treated as having the Combat expertise Fighting feat, even if he does not have the normal prerequisites for that feat.

The benefits of the ranger's chosen style apply only when he wears light or no armor. He loses all benefits of his combat style when wearing medium or heavy armor.

**Endurance:** A ranger gains Endurance as a bonus feat at 3rd level.

**Bonus feat:** A Ranger gains a bonus feat at 4<sup>th</sup>, 17<sup>th</sup> and 19<sup>th</sup> level.

**Improved Combat Style (Ex):** At 6th level, a ranger's aptitude in his chosen combat style (archery, two-weapon combat or single weapon combat) improves. If he selected archery at 2nd level, he is treated as having the Manyshot feat, even if he does not have the normal prerequisites for that feat.

If the ranger selected two-weapon combat at 2nd level, he is treated as having the Improved Two-Weapon Fighting feat, even if he does not have the normal prerequisites for that feat.

If the ranger selected single weapon combat at 2nd level, he is treated as having the Power attack feat, even if he does not have the normal prerequisites for that feat.

As before, the benefits of the ranger's chosen style apply only when he wears light or no armor. He

loses all benefits of his combat style when wearing medium or heavy armor.

**Woodland Stride (Ex):** Starting at 7th level, a ranger may move through any sort of undergrowth (such as natural thorns, briars, overgrown areas, and similar terrain) at his normal speed and without taking damage or suffering any other impairment.

However, thorns, briars, and overgrown areas that are enchanted or magically manipulated to impede motion still affect him.

**Swift Tracker (Ex):** Beginning at 8th level, a ranger can move at his normal speed while following tracks without taking the normal –5 penalty. He takes only a –10 penalty (instead of the normal –20) when moving at up to twice normal speed while tracking.

**Evasion (Ex):** At 9th level, a ranger can avoid even magical and unusual attacks with great agility. If he makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage. Evasion can be used only if the ranger is wearing light armor or no armor. A helpless ranger does not gain the benefit of evasion.

**Combat Style Mastery (Ex):** At 11th level, a ranger's aptitude in his chosen combat style (archery, two-weapon combat or single weapon combat) improves again.

If he selected archery at 2nd level, he is treated as having the Improved Precise Shot feat, even if he does not have the normal prerequisites for that feat. If the ranger selected two-weapon combat at 2nd level, he is treated as having the Greater Two-Weapon Fighting feat, even if he does not have the normal prerequisites for that feat. If the ranger selected single weapon combat at 2nd level, he is treated as having the Power Critical fighting feat, even if he does not have the normal prerequisites for that feat.

As before, the benefits of the ranger's chosen style apply only when he wears light or no armor. He loses all benefits of his combat style when wearing medium or heavy armor.

**Camouflage (Ex):** A ranger of 13th level or higher can use the Hide skill in any sort of natural terrain, even if the terrain doesn't grant cover or concealment.

## ROGUE

**Alignment:** Any.

**Hit Die:** d6.

### Class Skills

The rogue's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Decipher Script (Int), Diplomacy (Cha), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge (local) (Int), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Perform (Cha), Profession (Wis), Search (Int), Sense Motive (Wis), Sleight of Hand (Dex), Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha), and Use Rope (Dex).

**Skill Points at 1st Level:** (8 + Int modifier) x 4.

**Skill Points at Each Additional Level:** 8 + Int modifier.

**Table: The Rogue**

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Def. Bonus	Special
1st	+0	+0	+2	+0	1	Sneak attack +1d6, trapfinding or bonus feat
2nd	+1	+0	+3	+0	2	Evasion
3rd	+2	+1	+3	+1	2	Sneak attack +2d6, bonus feat
4th	+3	+1	+4	+1	3	Uncanny dodge
5th	+3	+1	+4	+1	3	Sneak attack +3d6
6th	+4	+2	+5	+2	4	Trap sense +1
7th	+5	+2	+5	+2	4	Sneak attack +4d6
8th	+6/+1	+2	+6	+2	5	Improved uncanny dodge
9th	+6/+1	+3	+6	+3	5	Sneak attack +5d6, bonus feat
10th	+7/+2	+3	+7	+3	6	Special ability
11th	+8/+3	+3	+7	+3	6	Sneak attack +6d6
12th	+9/+4	+4	+8	+4	7	Trap sense +2

13th	+9/+4	+4	+8	+4	7	Sneak attack +7d6, special ability
14th	+10/+5	+4	+9	+4	8	Bonus feat
15th	+11/+6/+1	+5	+9	+5	8	Sneak attack +8d6, special ability
16th	+12/+7/+2	+5	+10	+5	9	Special ability
17th	+12/+7/+2	+5	+10	+5	9	Sneak attack +9d6
18th	+13/+8/+3	+6	+11	+6	10	Trap sense +3
19th	+14/+9/+4	+6	+11	+6	10	Sneak attack +10d6, special ability
20th	+15/+10/+5	+6	+12	+6	11	Bonus feat

## Class Features

All of the following are class features of the rogue.

**Weapon and Armor Proficiency:** Rogues are proficient with all simple weapons, plus the light crossbow, rapier, sap, shortbow, and short sword. Rogues are proficient with light armor, but not with shields.

**Sneak Attack:** If a rogue can catch an opponent when he is unable to defend himself effectively from her attack, she can strike a vital spot for extra damage.

The rogue's attack deals extra damage any time her target would be denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when the rogue flanks her target. This extra damage is 1d6 at 1st level, and it increases by 1d6 every two rogue levels thereafter. Should the rogue score a critical hit with a sneak attack, this extra damage is not multiplied.

Ranged attacks can count as sneak attacks only if the target is within 30 feet.

With a sap (blackjack) or an unarmed strike, a rogue can make a sneak attack that deals nonlethal damage instead of lethal damage. She cannot use a weapon that deals lethal damage to deal nonlethal damage in a sneak attack, not even with the usual  $-4$  penalty.

A rogue can sneak attack only living creatures with discernible anatomies—undead, constructs, plants, and incorporeal creatures lack vital areas to attack. Any creature that is immune to critical hits is not vulnerable to sneak attacks. The rogue must be able to see the target well enough to pick out a vital spot and must be able to reach such a spot. A rogue cannot sneak attack while striking a creature with concealment or striking the limbs of a creature whose vitals are beyond reach.

**Trapfinding:** Rogues (and only rogues) can use the Search skill to locate traps when the task has a Difficulty Class higher than 20.

Finding a nonmagical trap has a DC of at least 20, or higher if it is well hidden. Finding a magic trap has a DC of 25 + the level of the spell used to create it.

Rogues (and only rogues) can use the Disable Device skill to disarm magic traps. A magic trap generally has a DC of 25 + the level of the spell used to create it.

A rogue who beats a trap's DC by 10 or more with a Disable Device check can study a trap, figure out how it works, and bypass it (with her party) without disarming it.

**Evasion (Ex):** At 2nd level and higher, a rogue can avoid even magical and unusual attacks with great agility. If she makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, she instead takes no damage. Evasion can be used only if the rogue is wearing light armor or no armor. A helpless rogue does not gain the benefit of evasion.

**Trap Sense (Ex):** At 3rd level, a rogue gains an intuitive sense that alerts her to danger from traps, giving her a +1 bonus on Reflex saves made to avoid traps and a +1 dodge bonus to AC against attacks made by traps. These bonuses rise to +2 when the rogue reaches 6th level, to +3 when she reaches 9th level, to +4 when she reaches 12th level, to +5 at 15th, and to +6 at 18th level.

Trap sense bonuses gained from multiple classes stack.

**Uncanny Dodge (Ex):** Starting at 4th level, a rogue can react to danger before her senses would normally allow her to do so. She retains her Dexterity bonus to AC (if any) even if she is caught flat-footed or struck by an invisible attacker. However, she still loses her Dexterity bonus to AC if immobilized.

If a rogue already has uncanny dodge from a different class she automatically gains improved uncanny dodge (see below) instead.

**Improved Uncanny Dodge (Ex):** A rogue of 8th level or higher can no longer be flanked.

This defense denies another rogue the ability to sneak attack the character by flanking her, unless the

attacker has at least four more rogue levels than the target does.

**Special Abilities:** On attaining 10th level, and at 13<sup>th</sup>, 15<sup>th</sup>, 16<sup>th</sup>, and 19<sup>th</sup>, a rogue gains a special ability of his choice from among the following options.

*Crippling Strike (Ex):* A rogue with this ability can sneak attack opponents with such precision that her blows weaken and hamper them. An opponent damaged by one of her sneak attacks also takes 2 points of Strength damage. Ability points lost to damage return on their own at the rate of 1 point per day for each damaged ability.

*Defensive Roll (Ex):* The rogue can roll with a potentially lethal blow to take less damage from it than she otherwise would. Once per day, when she would be reduced to 0 or fewer hit points by damage in combat (from a weapon or other blow, not a spell or special ability), the rogue can attempt to roll with the damage. To use this ability, the rogue must attempt a Reflex saving throw (DC = damage dealt). If the save succeeds, she takes only half damage from the blow; if it fails, she takes full damage. She must be aware of the attack and able to react to it in order to execute her defensive roll—if she is denied her Dexterity bonus to AC, she can't use this ability. Since this effect would not normally allow a character to make a Reflex save for half damage, the rogue's evasion ability does not apply to the defensive roll.

*Improved Evasion (Ex):* This ability works like evasion, except that while the rogue still takes no damage on a successful Reflex saving throw against attacks henceforth she henceforth takes only half damage on a failed save. A helpless rogue does not gain the benefit of improved evasion.

*Opportunist (Ex):* Once per round, the rogue can make an attack of opportunity against an opponent who has just been struck for damage in melee by another character. This attack counts as the rogue's attack of opportunity for that round. Even a rogue with the Combat Reflexes feat can't use the opportunist ability more than once per round.

*Skill Mastery:* The rogue becomes so certain in the use of certain skills that she can use them reliably even under adverse conditions.

Upon gaining this ability, she selects a number of skills equal to 3 + her Intelligence modifier. When making a skill check with one of these skills, she may take 10 even if stress and distractions would normally prevent her from doing so. A rogue may gain this special ability multiple times, selecting additional skills for it to apply to each time.

*Slippery Mind (Ex):* This ability represents the rogue's ability to wriggle free from magical effects that would otherwise control or compel her. If a rogue with slippery mind is affected by an enchantment spell or effect and fails her saving throw, she can attempt it again 1 round later at the same DC. She gets only this one extra chance to succeed on her saving throw.

*Feat:* A rogue may gain a bonus feat in place of a special ability.

For reference and possible use, the Expert, Noble (modified) and Warrior classes are reported below.

## **EXPERT**

**Hit Die:** d6.

### **Class Skills**

The expert can choose any ten skills to be class skills.

**Skill Points at 1st Level:** (6 + Int modifier) x4.

**Skill Points at Each Additional Level:** 6 + Int modifier.

**Table: The Expert**

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Def Bonus
1st	+0	+0	+0	+2	-
2nd	+1	+0	+0	+3	-
3rd	+2	+1	+1	+3	1
4th	+3	+1	+1	+4	1
5th	+3	+1	+1	+4	2
6th	+4	+2	+2	+5	2

7th	+5	+2	+2	+5	3
8th	+6/+1	+2	+2	+6	3
9th	+6/+1	+3	+3	+6	4
10th	+7/+2	+3	+3	+7	4
11th	+8/+3	+3	+3	+7	5
12th	+9/+4	+4	+4	+8	5
13th	+9/+4	+4	+4	+8	6
14th	+10/+5	+4	+4	+9	6
15th	+11/+6/+1	+5	+5	+9	7
16th	+12/+7/+2	+5	+5	+10	7
17th	+12/+7/+2	+5	+5	+10	8
18th	+13/+8/+3	+6	+6	+11	8
19th	+14/+9/+4	+6	+6	+11	9
20th	+15/+10/+5	+6	+6	+12	9

### Class Features

The following is a class feature of the expert class.

**Weapon and Armor Proficiency:** The expert is proficient in the use of all simple weapons and with light armor but not shields.

### NOBLE

Nobles are born into their high position and have usually access to high education and etiquette, resources and connections. Thanks to their selection of skills and combat training, Nobles can make good Pc's, and many characters of Middle Earth have at least one (or more) noble level, reflecting their high education and royal or princely status.

**Hit Die:** d8.

### Class Skills

The Noble's class skills (and the key ability for each skill) are Appraise (Int), Bluff (Cha), Diplomacy (Cha), Disguise (Cha), Forgery (Int), Gather Information (Cha), Handle Animal (Cha), Intimidate (Cha), Knowledge (all skills taken individually) (Int), Listen (Wis), Perform (Cha), Ride (Dex), Sense Motive (Wis), Speak Language, Spot (Wis), Survival (Wis) and Swim (Str).

**Skill Points at 1st Level:** (4 + Int modifier) x4.

**Skill Points at Each Additional Level:** 4 + Int modifier.

**Table: The Noble**

Level	Base attack bonus	Fort Save	Ref Save	Will Save	Def. Bonus	Special
1st	+0	+0	+0	+2	-	Inspire confidence +1
2nd	+1	+0	+0	+3	1	Skill bonus
3rd	+2	+1	+1	+3	1	Call in a favor
4th	+3	+1	+1	+4	2	Bonus feat
5th	+3	+1	+1	+4	2	Inspire confidence +2
6th	+4	+2	+2	+5	3	Skill bonus
7th	+5	+2	+2	+5	3	
8th	+6/+1	+2	+2	+6	4	Bonus feat
9th	+6/+1	+3	+3	+6	4	Skill bonus
10th	+7/+2	+3	+3	+7	5	Inspire confidence +3
11th	+8/+3	+3	+3	+7	5	
12th	+9/+4	+4	+4	+8	6	Bonus feat
13th	+9/+4	+4	+4	+8	6	Skill bonus
14th	+10/+5	+4	+4	+9	7	
15th	+11/+6/+1	+5	+5	+9	7	Inspire confidence +4
16th	+12/+7/+2	+5	+5	+10	8	Bonus feat
17th	+12/+7/+2	+5	+5	+10	8	
18th	+13/+8/+3	+6	+6	+11	9	
19th	+14/+9/+4	+6	+6	+11	9	
20th	+15/+10/+5	+6	+6	+12	10	Inspire confidence +5, Bonus feat

## Class Features

The following is a class feature of the noble class.

**Weapon and Armor Proficiency:** The noble is proficient in the use of all simple and martial weapons and with all types of armor and shields.

**Inspire confidence:** a noble can use his eloquency to inspire confidence in allies. By speaking for at least one round and succeeding in a diplomacy check with a DC of 10 + 1 per three allies to be inspired, a noble can grant a +1 bonus to attacks (to hit rolls and damage rolls) and to all skill checks. The effect lasts for 10 minutes. The bonus increase every five levels the noble has. The noble may use this ability once per day plus any bonus he has on his charisma score.

**Skill bonus:** at second, sixth, ninth and thirteenth level, a noble may add a +3 bonus to a single skill related to social abilities (diplomacy, gather information, intimidate, perform (oratory), sense motive) or to a study background (any one of the available knowledge skills).

**Call in a Favor:** a noble of third level can Call in a favor to another noble. Noble families have usually dynastic or family ties and are bound to a common code of nobility and loyalty to each others, so a noble can ask to another noble help, or refuge or information. The DM judges upon the favor requested and may require a diplomacy check if the request seems excessive.

**Bonus feat:** at fourth level and every four levels, a noble gains a bonus feat

## WARRIOR

**Hit Die:** d8.

**Class Skills:** The warrior's class skills (and the key ability for each skill) are Climb (Str), Handle Animal (Cha), Intimidate (Cha), Jump (Str), Ride (Dex), and Swim (Str).

**Skill Points at 1st Level:** (2 + Int modifier) x 4.

**Skill Points at Each Additional Level:** 2 + Int modifier.

Table: The Warrior

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Def. Bonus
1st	+1	+2	+0	+0	-
2nd	+2	+3	+0	+0	1
3rd	+3	+3	+1	+1	1
4th	+4	+4	+1	+1	2
5th	+5	+4	+1	+1	2
6th	+6/+1	+5	+2	+2	3
7th	+7/+2	+5	+2	+2	3
8th	+8/+3	+6	+2	+2	4
9th	+9/+4	+6	+3	+3	4
10th	+10/+5	+7	+3	+3	5
11th	+11/+6/+1	+7	+3	+3	5
12th	+12/+7/+2	+8	+4	+4	6
13th	+13/+8/+3	+8	+4	+4	6
14th	+14/+9/+4	+9	+4	+4	7
15th	+15/+10/+5	+9	+5	+5	7
16th	+16/+11/+6/+1	+10	+5	+5	8
17th	+17/+12/+7/+2	+10	+5	+5	8
18th	+18/+13/+8/+3	+11	+6	+6	9
19th	+19/+14/+9/+4	+11	+6	+6	9
20th	+20/+15/+10/+5	+12	+6	+6	10

## Class Features

The following is a class feature of the warrior NPC class.

**Weapon and Armor Proficiency:** The warrior is proficient in the use of all simple and martial weapons and all armor and shields.

## SKIN-CHANGER (Prestige Class)

The Skin-changer is a human who can transform into a great bear during rituals, battle, or other times of frenzy or need. The class described below is focused on bear skin-changers; other kind of skin-changers may exist in far regions of Middle Earth (es, wolf or great felines skin-changers).

**Alignment:** Any nonlawful.

**Hit Die:** d12.

### Requirements

Base attack bonus +2

Handle animal +3, track feat

### Class Skills

The skin-changer's class skills (and the key ability for each skill) are Climb (Str), Handle Animal (Cha), Intimidate (Cha), Jump (Str), Listen (Wis), spot (wis), Survival (Wis), and Swim (Str).

**Skill Points at Each Level:** 4 + Int modifier.

**Table: The Skin changer**

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Def Bonus	Special
1st	+1	+2	+0	+0	1	Scent, nature's sense
2nd	+2	+3	+0	+0	2	Bear form (black) 1/day; Handle animal +4
3rd	+3	+3	+1	+1	2	Animal rage 1/day, Speak with animals,
4th	+4	+4	+1	+1	3	shapemorph
5th	+5	+4	+1	+1	3	Bear form (brown) 1/day, increased rage
6th	+6/+1	+5	+2	+2	4	Animal rage 2/day,
7th	+7/+2	+5	+2	+2	4	Strenght of nature

### Class Features

**Weapon and Armor Proficiency:** A skin changer gains no proficiency with any weapon or armor

**Scent (Ex):** at first level, a skin changer gains the scent special ability.

**Nature Sense (Ex):** A skin changer gains a +2 bonus on Knowledge (nature) and Survival checks.

**Bear form (ex):** a skin changer can transform into a bear once per day, gaining the bear's form physical qualities and special attacks, while retaining his own intelligence, wisdom and charisma scores. The skin changer may retain the new form for one hour, plus one additional hour for every skin-changer level. Hit points are adjusted to the new constitution score. The skin changer adds his feats to those he has in animal form, and takes the best of his saves (animal or human form).

At second level, a skin changer may assume the form of a black bear. At fifth level, a skin changer may assume the form of a brown bear.

**Handle animal (Ex):** at second level, a skin changer gains a +4 bonus on handle animal skill.

**Animal Rage (Ex):** a skin changer in bear form can enter into a rage. In a rage, a skin changer temporarily gains a +4 bonus to Strength, a +4 bonus to Constitution, and a +2 morale bonus on Will saves, but he takes a -2 penalty to Armor Class. The increase in Constitution increases the skin changer's hit points by 2 points per level, but these hit points go away at the end of the rage when his Constitution score drops back to normal. (These extra hit points are not lost first the way temporary hit points are). While raging, a skin changer cannot use any Charisma-, Dexterity-, or Intelligence-based skills (except for Balance and Intimidate), the Concentration skill, or any abilities that require patience or concentration. He can use any feat he has except Combat Expertise. A fit of rage lasts for a number of rounds equal to 3 + the character's (newly improved) Constitution modifier. A skin changer may prematurely end his rage. At the end of the rage, the skin changer loses the rage modifiers and restrictions and becomes fatigued (-2 penalty to Strength, -2 penalty to Dexterity, can't charge or run) for the duration of the current encounter. A skin changer can fly into a rage only once per encounter.

**Speak with Animals (ex):** at third level, a skin changer may speak with animals at will.



**Shapemorph (ex):** at fourth level, a skin changer may change shape from human to bear and vice versa three times per day. The total time per day he may spend in bear's form does not change.

**Increased rage (ex):** at fifth level, He no longer becomes fatigued at the end of his rage, and may use abilities that require concentration even while raging.

**Strenght of nature (ex):** while raging, at seventh level a skin changer gain damage reduction 5/-. His bonuses to Strength and Constitution during his rage each increase to +6, and his morale bonus on Will saves increases to +3.

## 2.3– Feats and Skills

### 2.3.1 - FEATS

Dungeons&Dragons third edition provides for hundreds of feats coming from dozen of sources. In Td20 you can safely use the basic feats described in the core rules. In Appendix II you'll find a quick table which list the most appropriate feats for a Middle Earth setting, grouped into eleven major blocks: Armor, Combat (base, two-handed, hands, ranged, ride); general-oriented feats, item creation, magic, monster, rogue), including a few limited changes on pre-requisites.

The main difference with a standard D&D campaign is, as said in Chapter 1, Magic. In Td20 there is no need for a “still spell” feat or feats to enable casting without material components, since spells in Middle Earth do not depend on material components or elaborate movements from a spellcaster's side.

Another difference is in the limited availability of some item creation feats, and different levels to access. For example, craft magic arms or armors is available at third level, but only to artificers.

### SINGING FEATS

Singing a spell means taking more time to cast a spell, but increase its power. The song echoes the music that firstly created the world, and the magic is powered by this reverberation. As already said, only a caster using charisma as ability to cast magic can sing spells, and you can't apply “silent spell” or “quicken spell” feats to a spell cast in this way.

#### **Improve singing (metamagic)**

when singing a spell, you cast it with greater effect

**Prerequisite:** Mage class

**Benefit:** the DC save against your spell is raised by +2 (this in addition to the +2 penalty applied to any save against singing magic).

#### **Major song (metamagic, epic)**

your skills in singing magic reach incredible pinnacles of power

**Prerequisite:** Mage class, Improve singing feat, 21<sup>th</sup> level

**Benefit:** the DC save against your spell is raised by an additional +4 (this stack with the improve singing effect).

### 2.3.2 - SKILLS

Skills and skill use do not have particular changes or modification.

## 2.4– Equipment

Mundane equipment in Td20 is similar to the standard 3.5 D&D equipment, with the only change coming from armor description, where, as said in Chapter 1, you'll find that armor provides not only standard Armor Class, but also damage reduction.

For quick reference, this section provides tables with the stats of the most common weapons and armor, adapted to feats available in Td20.

## WEAPON DESCRIPTIONS

**Table: Weapons**

<b>Simple Weapons</b>	<b>Cost</b>	<b>Dmg (S)</b>	<b>Dmg (M)</b>	<b>Critical</b>	<b>Range Incrmnt</b>	<b>1 Weight</b>	<b>2 Type</b>
<b>Unarmed Attacks</b>							
Gauntlet	2 gp	1d2	1d3	x2	—	1 lb.	Bludgeoning
Unarmed strike	—	<b>3</b> 1d2	<b>3</b> 1d3	x2	—	—	Bludgeoning
<b>Light Melee Weapons</b>							
Dagger	2 gp	1d3	1d4	19–20/x2	10 ft.	1 lb.	Piercing or slashing
Dagger, punching	2 gp	1d3	1d4	x3	—	1 lb.	Piercing
Gauntlet, spiked	5 gp	1d3	1d4	x2	—	1 lb.	Piercing
Mace, light	5 gp	1d4	1d6	x2	—	4 lb.	Bludgeoning
<b>One-Handed Melee Weapons</b>							
Club	—	1d4	1d6	x2	10 ft.	3 lb.	Bludgeoning
Mace, heavy	12 gp	1d6	1d8	x2	—	8 lb.	Bludgeoning
Morningstar	8 gp	1d6	1d8	x2	—	6 lb.	Bludgeoning and piercing
Shortspear	1 gp	1d4	1d6	x2	20 ft.	3 lb.	Piercing
<b>Two-Handed Melee Weapons</b>							
<b>4</b> Longspear	5 gp	1d6	1d8	x3	—	9 lb.	Piercing
<b>5</b> Quarterstaff	—	1d4/1d4	1d6/1d6	x2	—	4 lb.	Bludgeoning
Spear	2 gp	1d6	1d8	x3	20 ft.	6 lb.	Piercing
<b>Ranged Weapons</b>							
Crossbow, heavy	50 gp	1d8	1d10	19–20/x2	120 ft.	8 lb.	Piercing
Bolts, crossbow (10)	1 gp	—	—	—	—	1 lb.	—
Crossbow, light	35 gp	1d6	1d8	19–20/x2	80 ft.	4 lb.	Piercing
Bolts, crossbow (10)	1 gp	—	—	—	—	1 lb.	—
Dart	5 sp	1d3	1d4	x2	20 ft.	1/2 lb.	Piercing
Javelin	1 gp	1d4	1d6	x2	30 ft.	2 lb.	Piercing
Sling	—	1d3	1d4	x2	50 ft.	0 lb.	Bludgeoning
Bullets, sling (10)	1 sp	—	—	—	—	5 lb.	—
<b>Martial Weapons</b>							
<b>Light Melee Weapons</b>							
Axe, throwing	8 gp	1d4	1d6	x2	10 ft.	2 lb.	Slashing
Hammer, light	1 gp	1d3	1d4	x2	20 ft.	2 lb.	Bludgeoning
Handaxe	6 gp	1d4	1d6	x3	—	3 lb.	Slashing
Sap	1 gp	<b>3</b> 1d4	<b>3</b> 1d6	x2	—	2 lb.	Bludgeoning
Shield, light	special	1d2	1d3	x2	—	special	Bludgeoning
Spiked armor	special	1d4	1d6	x2	—	special	Piercing
Spiked shield, light	special	1d3	1d4	x2	—	special	Piercing
Sword, short	10 gp	1d4	1d6	19–20/x2	—	2 lb.	Piercing
<b>One-Handed Melee Weapons</b>							
Battleaxe	10 gp	1d6	1d8	x3	—	6 lb.	Slashing
Flail	8 gp	1d6	1d8	x2	—	5 lb.	Bludgeoning
Longsword	15 gp	1d6	1d8	19–20/x2	—	4 lb.	Slashing
Pick, heavy	8 gp	1d4	1d6	x4	—	6 lb.	Piercing
Rapier	20 gp	1d4	1d6	18–20/x2	—	2 lb.	Piercing
Scimitar	15 gp	1d4	1d6	18–20/x2	—	4 lb.	Slashing
Shield, heavy	special	1d3	1d4	x2	—	special	Bludgeoning
Trident	15 gp	1d6	1d8	x2	10 ft.	4 lb.	Piercing
Warhammer	12 gp	1d6	1d8	x3	—	5 lb.	Bludgeoning

<b>Two-Handed Melee Weapons</b>							
Sword, bastard	35 gp	1d8	1d10	19–20/x2	—	6 lb.	Slashing
Falchion	75 gp	1d6	2d4	18–20/x2	—	8 lb.	Slashing
<b>4</b> Glaive	8 gp	1d8	1d10	x3	—	10 lb.	Slashing
Greataxe	20 gp	1d10	1d12	x3	—	12 lb.	Slashing
Greatclub	5 gp	1d8	1d10	x2	—	8 lb.	Bludgeoning
Flail, heavy	15 gp	1d8	1d10	19–20/x2	—	10 lb.	Bludgeoning
Greatsword	50 gp	1d10	2d6	19–20/x2	—	8 lb.	Slashing
<b>4</b> Guisarme	9 gp	1d6	2d4	x3	—	12 lb.	Slashing
Halberd	10 gp	1d8	1d10	x3	—	12 lb.	Piercing or slashing
<b>4</b> Lance	10 gp	1d6	1d8	x3	—	10 lb.	Piercing
<b>4</b> Ranseur	10 gp	1d6	2d4	x3	—	12 lb.	Piercing

<b>Ranged Weapons</b>							
Longbow	75 gp	1d6	1d8	x3	100 ft.	3 lb.	Piercing
Arrows (20)	1 gp	—	—	—	—	3 lb.	—
Longbow, composite	100 gp	1d6	1d8	x3	110 ft.	3 lb.	Piercing
Arrows (20)	1 gp	—	—	—	—	3 lb.	—
Shortbow	30 gp	1d4	1d6	x3	60 ft.	2 lb.	Piercing
Arrows (20)	1 gp	—	—	—	—	3 lb.	—
Shortbow, composite	75 gp	1d4	1d6	x3	70 ft.	2 lb.	Piercing
Arrows (20)	1 gp	—	—	—	—	3 lb.	—
Net	20 gp	—	—	10 ft.	6 lb.	—	—

1 Weight figures are for Medium weapons. A Small weapon weighs half as much, and a Large weapon weighs twice as much.

2 When two types are given, the weapon is both types if the entry specifies “and,” or either type (player’s choice at time of attack) if the entry specifies “or.”

3 The weapon deals nonlethal damage rather than lethal damage.

4 Reach weapon.

5 Double weapon.

As for armor, you’ll find in the following table armor data, including damage reduction.

**Table: Armor and Shields**

Armor	Cost	Armor or Shield Bonus	Maximum Dex Bonus	Armor Check Penalty	Damage reduction	— Speed —		1 Weight
						(30 ft.)	(20 ft.)	
Light armor								
Padded	5 gp	+1	+8	0	none	30 ft.	20 ft.	10 lb.
Leather	10 gp	+2	+6	0	1	30 ft.	20 ft.	15 lb.
Studded leather	25 gp	+3	+5	–1	1	30 ft.	20 ft.	20 lb.
Chain shirt	100 gp	+4	+4	–2	2	30 ft.	20 ft.	25 lb.
Medium armor								
Hide	15 gp	+3	+4	–3	1	20 ft.	15 ft.	25 lb.
Scale mail	50 gp	+4	+3	–4	2	20 ft.	15 ft.	30 lb.
Chainmail	150 gp	+5	+2	–5	2	20 ft.	15 ft.	40 lb.
Breastplate	200 gp	+5	+3	–4	2	20 ft.	15 ft.	30 lb.
Heavy armor								
Splint mail	200 gp	+6	+0	–7	3	2 20 ft.	2 15 ft.	45 lb.
Banded mail	250 gp	+6	+1	–6	3	2 20 ft.	2 15 ft.	35 lb.

Half-plate	600 gp	+7	+0	-7	3	<b>2</b> 20 ft.	<b>2</b> 15 ft.	50 lb.
Full plate	1,500 gp	+8	+1	-6	4	<b>2</b> 20 ft.	<b>2</b> 15 ft.	50 lb.
Shields								
Buckler	15 gp	+1	—	-1	none	—	—	5 lb.
Shield, light wooden	3 gp	+1	—	-1	none	—	—	5 lb.
Shield, light steel	9 gp	+1	—	-1	none	—	—	6 lb.
Shield, heavy wooden	7 gp	+2	—	-2	none	—	—	10 lb.
Shield, heavy steel	20 gp	+2	—	-2	none	—	—	15 lb.
Shield, tower	30 gp	<b>3</b> +4	+2	-10	none	—	—	45 lb.

1 Weight figures are for armor sized to fit Medium characters. Armor fitted for Small characters weighs half as much, and armor fitted for Large characters weighs twice as much.

2 When running in heavy armor, you move only triple your speed, not quadruple.

3 A tower shield can grant you cover.

## 2.5– Magic

As said, magic in Td20 differs from the standard magic found in a D&D setting. In the table below, available spells are break up by level and sphere.

Spell available to artificers are indicated in bold.

level	Base spells	air, water	nature	fire	healing	illusion	inner fire	sorcery
1	<b>charm person</b>	lightning cone	charm animal	<b>light</b>	healing	disguise self	<b>remove fear</b>	cause fear
	<b>command</b>	obscuring mist	magic fang	<b>Raging flame</b>		ventriloquism		doom
	comprehend languages		pass without trace					
	daze		speak with animals					
	<b>endure elements</b>		call nature's ally I					
	longstrider							
	<b>magic weapon</b>							
	prestidigitation							
	sense power							
sleep								
2	<b>arcane lock</b>	fog cloud	animal messenger	<b>produce flame</b>	delay poison	minor image	<b>aid</b>	desecrate
	darkness	gust of wind	camouflage				<b>remove paralysis</b>	scare
	daze monster		hide from animals					
	detect thoughts		Call nature's ally II					
	eagle's splendor							
	enthrall							
	hold person							

	knock							
	resist energy							
	shatter							
3	bestow curse		dominate animal	daylight	major healing	alter self	heroism	contagion
	deep slumber		entangle	quench		major image		crushing despair
	dispel magic		Call nature's ally III					
	glyph of warning							
	nondetection							
	remove curse							
	scorching ray							
	suggestion							
4	confusion	control water	change shape		restoration	hallucinatory terrain	Freedom of movement	fear
	magic weapon, greater		call nature's ally IV			web of misdirection		mindwipe
	modify memory							
	scrying							
	voice of the dragon							
5	break enchantment	control winds	commune with nature	Fire shield	true healing	permanent image	hallow	dominate person
	command, greater	boreal wind						greymantle
	dream							unhallow
	hold monster							
	mist of speed							
6	song of slumber		mastery of forms	fire seeds		greater misdirection	heroism, greater	
	suggestion, mass					programmed image		
	wipe memory					veil		
7	hold person, mass	control weather	tree stride	sunbeam	restoration, mass	project image	holy word	blasphemy
	limited wish							
	stone shape, greater							
8	antipathy	whirlwind				screen	mind blank	maddening whispers
	sympathy					shifting paths		
9	crown of glory			incendiary cloud		shadow landscape	unbinding	dominate monster
level	normal	air, water	nature	fire	healing	illusion	inner fire	sorcery

The complete table of spells available to mages and artificiers is briefly described below. For a full

description of spells see Appendix 3.

level	Spell name	description	sphere	singing casting	available to artificer
1	cause fear	one creature of 5HD or less flees for 1d4 rounds	sorcery		
	charm animal	makes one animal your friend	nature	yes	
	charm person	makes one person your friend	none	yes	x
	command	one subject obeys selected orders for 1 round	none		x
	comprehend languages	you understand all spoken and written languages	none		
	daze	humanoid creature of 4 HD or less loses next action	none	yes	
	disguise self	changes your appearance	illusion		
	doom	one subject takes -2 on attack rolls, damage rolls, saves and checks	sorcery	yes	
	endure elements	exist confortably in cold or hot environment	none		x
	healing	grant + 5 to next healing check	healing	yes	
	light	object shines like a torch	fire		x
	lightning cone	as burning hands, but electrical energy: 1d4/level electricity damage, max 6d4	air, water		
	longstrider	increases your speed	none		
	magic fang	one natural weapon of subject creature gest +1 on attack and damage rolls	nature		
	magic weapon	weapon gains +1 bonus	none		x
	obscuring mist	fog surrounds you	air, water	yes	
	pass without trace	one subject/level leaves no tracks	nature	yes	
	prestidigitation	performs minor tricks	none		
	raging flame	fires burn twice as hot, half as long	fire	yes	x
	remove fear	suppress fear or gives +4 on saves agaist fear for one subject + one per four levels	inner fire	yes	x
	sense power	as detect magic, but only beings (alive or undead) are revealed	none		
	sleep	puts 4 hd of creatures into magical slumber	none	yes	
	speak with animals	you can communicate with animals	nature		
call nature's ally I	calls creatures to fight.	nature	yes		
ventiloquism	throws voices for 1 min/level	illusion			

2	aid	+1 on attack rolls and saves against fear, 1d8 temporary hp + 1/level (max + 10)	inner fire	yes	x
	animal messenger	sends a tiny animal to a specific place	nature	std	
	arcane lock	magically locks a portal or chest	none		x
	camouflage	Gains +10 bonus on hide checks	nature	yes	
	darkness	fills 20ft radius with supernatural shadows	none		
	daze monster	living creature of 6 HD or less loses next action	none	yes	
	delay poison	stops poison from harming subject for 1 hour/level	healing	yes	
	desecrate	fills area with negative energy, making undeads stronger	sorcery		
	detect thoughts	allows "listening" to surface thoughts	none		
	eagle's splendor	subject gains +4 to cha for 1 min/level	none	yes	
	enthrall	captivates all within 100 ft + 10 ft/level	none	yes	
	fog cloud	fog obscures vision	air, water	yes	
	gust of wind	blows away or knocks down smaller ceratures	air, water	yes	
	hide from animals	animals can't perceive one subject per level	nature	yes	
	hold person	paralyzes one humanoid for 1 round/level	none		
	knock	opens locked or magically sealed doors	none	yes	
	minor image	as silent image, plus some sound	illusion	yes	
	produce flame	1d6 damage +1/level, touch or thrown	fire		x
	remove paralysis	frees one or more creatures form paralysis or similar effects	inner fire		x
	resist energy	ignores first 10 (or more) points of damage/attack from specific energy type	none	yes	x
	scare	panics ceratures of less than 6 HD	sorcery		
shatter	damages objects	none		x	
call nature's ally II	calls creatures to fight.	nature	yes		
3	alter self	as "alter self", assume form of a similar creature, but range is "touch" and target is "willing creature"	illusion	yes	
	bestow curse	minus 6 to an ability score, -4 on attack rolls, saves and checks, or 50% chance of losing each action	none	yes	x

	contagion	infects subject with chosen disease	sorcery	yes	
	crushing despair	subjects take -2 on attack rolls, damage rolls, saves and checks	sorcery	yes	
	daylight	60-ft radius of bright light	fire	yes	x
	Deep slumber	puts 10 hd of creatures to sleep	none	yes	
	dispel magic	Cancels magical spells and effects	none	yes	x
	dominate animal	subjects animal obeys silent mental commands	nature	yes	
	entangle	plants entangle everyone in a 40' radius	nature	yes	
	glyph of warding	inscription harms those who pass it	none		
	heroism	gives a +2 bonus on attack rolls, saves, skill checks	inner fire	yes	x
	major healing	grant +10 to next healing check	healing	yes	
	major image	as minor image, plus sound, smell and thermal effects	illusion	yes	
	nondetection	hides subject from divination, scrying	none	yes	x
	remove curse	frees object or person from curse	none	yes	x
	quench	extinguishes nonmagical fires or one magic item	fire		x
	scorching ray (blast of magic)	ranged touch attack deals 4d6 magic damage + 1 every two levels	none		
	suggestion	compels subject to follow stated course of action	none	yes	x
	Call nature's ally III	calls creatures to fight.	nature	yes	
4	change shape	as polymorph, except only animal shapes are possible	nature	yes	
	confusion	subjects behave oddly for 1 round/level	none	yes	
	control water	raises or lowers bodies of water	air, water	yes	
	fear	subjects within cone flee for 1 round/level	sorcery		
	Freedom of movement		Inner fire		x
	hallucinatory terrain	makes one type of terrain appear like another (field into forest, or the like)	illusion	yes	
	magic weapon, greater	weapon gains +1 bonus every four levels	none		x
	mindwipe	subject's recent experiences wiped away, bestowing negative levels	sorcery	yes	
	modify memory	changes 5 minutes of subject's memories	none	yes	
	restoration	restores level and ability score drains	healing	yes	
	scrying	spies on subject from a distance	none	yes	x



	Call nature's ally IV	calls creatures to fight.	nature	yes	
	Voice of the dragon	+10 on bluff, diplomacy and intimidate checks, can use one suggestion	none		x
	web of misdirection	create an area of misdirection were people get lost or moves towards the caster, range half a mile/caster level	illusion	yes	
5	boreal wind	gust of wind deals 1d4 cold damage/level and knock creatures back	air, water	yes	
	break enchantment	frees subject from enchantments, alterations, curses and petrification	none	yes	x
	command, greater	as command, but affects one subject/level	none		x
	commune with nature	learn about terrain for 1 mile/level	nature	yes	
	control winds	change wind direction and speed	air, water	yes	
	dominate person	controls humanoid telepathically	sorcery		
	dream	sends message to anyone sleeping	none	yes	
	Fire shield		fire		x
	greymantle	target is prevented from regaining hit points by any means	sorcery		
	hallow	designates location as holy	inner fire	yes	x
	hold monster	as hold person, but any creature	none		
	mist of speed	create a bank of magial mist radius 100 ft/caster level inside which it's possible to ride or run without tiring	none	yes	
	persistent image	as major image, but no concentration required	illusion	yes	
true healing	grant +15 to next healing check	healing	yes		
unhallow	designates location as unholy	sorcery	yes		
6	fire seeds	acorns and bombs become grenades and bombs	fire		x
	greater misdirection	as web of misdirection, but range is 10 miles/level and can be "sculpted" according to the caster	illusion	yes	
	heroism, greater	+4 bonus on attack rolls, saves, skill check, immunity to fear, temporary hp	inner fire	yes	x
	mastery of forms	as change shape, but also dragon, magical animal, monstrous humanoid is possible	nature	yes	
	programmed image	as major image, plus triggered by event	illusion	yes	
	Song of slumber	puts every creature in range failing a saving throw to sleep	none	yes	

	suggestion, mass	as suggestion, plus one subject/level	none	yes	x
	veil	changes appearance of a group of creatures	illusion	yes	
7	Blasphemy	kills, paralyzes, weakens or dazes non-evil	sorcery		
	control weather	changes weather in local area	air, water	yes	
	hold person, mass	as hold person, but all within 30 ft	none		
	holy word	kills, paralyzes, weakens or dazes non-good	inner fire	yes	x
	restoration, mass	as restoration, but multiple subjects	healing	yes	
	sunbeam	beam blinds and deals 4d6 damage, more to undead	fire		x
	limited wish	alters reality within spell limits	none	yes	
	Project image	illusory double can talk and cast spells	illusion	yes	
	Stone shape, greater	Sculpts 10 cubic feet+ 10 cubic feet per level of stone to any shape	none	yes	x
	tree stride	step from one tree to another far away	nature		
8	antipathy	object or location repels certain creatures	none	yes	
	maddening whispers	induce confusion and madness in subjects	sorcery	yes	
	mind blank	subject is immune to mental/emotional magic and scrying	inner fire	yes	
	screen	illusion hides area from vision, scrying	illusion	yes	
	shifting paths	illusion hides path, creates false new path	illusion	yes	
	sympathy	object or location attracts certain creatures	none	yes	
	whirlwind	cyclone deals damage and can pick up creatures	air, water	yes	
9	crown of glory	you gain +4 charisma and inspire your allies	none		
	dominate monster	as "dominate person" but any creature	sorcery		
	incendiary cloud	cloud deals 4d6 fire damage/round	fire		
	shadow landscape	makes natural terrain more dangerous, creates guardians that you command	illusion	yes	
	unbinding	frees everyone in range from spells that constrain or bind	inner fire	yes	

In the following paragraph, you'll find a brief description of new spells and the spells that undergone a few changes from D&D 3.5 core system; as said, full description of all spells, including the ones below, are in Appendix 3.

## New spells

*Change shape* (IV level) and *Mastery of forms* (VI level) are specialized (and less powerful) versions of standard “Polymorph” spell. *Greater misdirection* (VI level) is a stronger version of “Web of Misdirection” spell. All the healing spells (first-level *Healing*, third-level *Major Healing* and fifth-level *True Healing*) are new and grant a bonus to a healing check. *Lightning cone* (I level) is similar to “Burning hands”, using electricity instead of fire. *Sense Power* is the standard “Detect magic” spell. *Stone shape (greater)* (VII level) is a stronger version of the third-level “Stone Shape” standard spell. *Song of Slumber* (VI level) is a stronger version of a Sleep spell.

## Altered spells

Spells which have been altered to give a more Tolkien-setting atmosphere are the following:

Call nature's ally (I-IV level) (is basically the “Summon nature's ally” spell with less choices), Greymantle, Hallow, Magic weapon (greater), Scrying, and Shatter.

## 2.6 – Magic Items and artifacts

As mentioned in the introduction, magic items in T20 are available, but are in general rare items, and their frequency tends to diminish as the ages rolls by. There is no “market” of magic items: each item is specific, created for a purpose by a mage or an artificer, and it's usually not possible to buy or sell an item powered by magic. Whenever an item cost is addressed, it must be intended only as a reference cost which helps calculate the xp cost or the cost to produce it.

Magic items and objects main categories are grouped below:

- magic food and drink
- potions, oils and charms (prerequisite: Brew potion feat or Craft charm feat, both available to mages and artificers);
- armors, shields and weapons (prerequisite: Craft magic arms and armor feat, available to artificers only);
- rings (prerequisite: forge ring feat, available to mages and artificers);
- scrolls (available to mages and artificers);
- staves (prerequisite: craft staff, available to mages only);
- wondrous items (prerequisite: craft wondrous item, available to mages and artificers).

To craft epic items, you need the corresponding epic feats. Even with the use of epic feats, it's not possible to craft artifacts: a being needs the “craft artifact” divine feat to succeed in such an achievement.

Table of item creation feats with levels and class prerequisites

Brew Potion	Spell Caster level (mage or artificer) 3rd
craft charm	Spell Caster (mage or artificer) level 3rd
Craft Magic Arms and Armor	Artificer 3rd level
Craft Staff	Mage 12th level
Craft Wondrous Item	Spell Caster (mage or artificer) level 3rd
Forge Ring	Spell Caster (mage or artificer) level 3rd
Scribe Scroll	Spell Caster (mage or artificer) level 1st

## MAGIC FOOD AND DRINK

**Lembas:** also called elven bread or waybread, it remains fresh for months and gives complete nourishment for a day for a human-sized being with just a mouthful. Only elves may produce

Lembas.

**Ent draught:** possessed only by the ents, this magic drink, filled with the pure water of the Fangorn Forest and other contents, grants a complete nourishment for a human-like being for a day. If assumed several times over the course of at least two days, it grants a +1 permanent bonus to strength and constitution to a medium-sized being (double if the creature is small-sized). Only ents may produce Ent draughts from the uncorrupted water of the forests they tend upon.

### POTIONS, OILS AND CHARMS

To brew a potion or distill an oil, you must have the brew potion feat and be a mage or an artificer of at least 3rd level. Brewing a potion or distill an oil takes one day. When a potion or oil is created, you set the caster level, which must be sufficient to cast the spell in question and no higher than your own level. The base price is its spell level x its caster level x 50 gp. You must spend 1/25 of this base price in XP and use up raw materials costing one half this base price.

When you create a potion or distill an oil, you make any choices that you would normally make when casting the spell. Whoever drinks the potion is the target of the spell.

A charm is a single-use magic item that anyone can use. To create a charm, you must have the Craft charm feat and be a mage or an artificer of at least 3rd level. Usually a charm is cast upon a symbol, a piece of jewellery, or a common item such as a feather or a candle. Activating a charm takes a standard action; an activated charm casts its stored spell at its caster level, having the normal effect given in the spell description; after casting the spell, the object is no longer magical. The base price is its spell level x its caster level x 50 gp. You must spend 1/25 of this base price in XP and use up raw materials costing one half this base price.

**Table 2.6.1: potions, oils and charms**

Level of the spell	Potion, oil and charm	Potion (p), oil (o) or charm (c)	Available to mage (m) or artificer (a)
1° level	charm animal	p, c	m
	charm person	p, c	m,a
	command	p, c	m,a
	comprehend languages	p	m
	disguise self	p, c	m
	doom	p, c	m,a
	endure elements	p, o, c	m (only p and c),a
	healing	p,c	m
	light	o	m,a
	longstrider	p	m
	magic weapon	o	a
	pass without trace	p, c	m
	remove fear	p, c	m,a
	sleep	p, c	m
speaking with animals	p, c	m	
2° level	aid	p, c	m,a
	camouflage	p,o	m
	delay poison	p	m
	eagle's splendor	p	m
	hide from animals	p, c	m
	hold person	p, c	m
	remove paralysis	p, c	m
	resist energy	p,o, c	m (only p and c, a)
3° level	alter self	p, c	m
	bestow curse	p, c	m, a
	contagion	p	m
	crushing despair	p	m

	deep slumber	p, c	m
	dominate animal	p, c	m
	heroism	p, c	m,a
	remove curse	p, c	m,a
	suggestion	p, c	m,a

Example: a 6th level artificer wants to brew a resist energy potion. The (hypothetical) cost of the potion would be 2 (spell level) x 6 (caster level) x 50, or 600. The artificer will have to use 24 xp (600/25) and 300 gp worth of materials, in addition of the use of the spell for the day.

## ARMORS, SHIELDS AND WEAPONS

Those items are the hallmark of an artificer's art. To create magic armors, shields and weapons, you need the apposite feat (craft magic arms and armor) and be an artificer of at least 3rd level.

The process of crafting an armor, shield or weapon and enchanting is a continuous work, which start by possessing the appropriate craft skill (armorsmithing for armor and shields, or bowmaking or weaponsmithing for weapons) and using the craft to create the object to be enchanted later on. The craft Dc is 10+AC bonus for armor or shields, 15 for weapons or composite bow.

As you craft the item, you start the enchanting process, giving the item the powers whose prerequisite you meet. To calculate the px and days of work needed, refers to table 2.6.2 and 2.6.4 below; for granting specific powers, refer to table 2.6.3 and 2.6.5.

The base cost for the item is not included in reference cost.

Remember that an artificier can decrease the xp cost thanks to his specific class ability.

**Table 2.6.2: armor and shield cost**

Item and effect	prerequisite	item reference cost	px	days of work
+1 armor or shield	3 <sup>rd</sup> level	1000	100	1
+2 armor or shield	6 <sup>th</sup> level	4000	400	4
+3 armor or shield	9 <sup>th</sup> level	9000	900	9
+4 armor or shield	12 <sup>th</sup> level	16000	1600	16
+5 armor or shield	15 <sup>th</sup> level	25000	2500	25
+6 armor or shield	18 <sup>th</sup> level	36000	3600	36
+7 armor or shield	21 <sup>st</sup> level, epic craft feats	49000	4900	49
+8 armor or shield	21 <sup>st</sup> level, epic craft feats	64000	6400	64
+9 armor or shield	21 <sup>st</sup> level, epic craft feats	81000	8100	81
+10 armor or shield	21 <sup>st</sup> level, epic craft feats	100000	10000	100

**Table 2.6.3: armor and shield powers**

power	prerequisite	effect	Magic bonus
bashing	heroism, 6 <sup>th</sup> level	increase bashing damage	1
<b>improved dexterity</b>	3 <sup>o</sup> level	+1 dex allowed	1
<b>improved protection</b>	Non detection, 6 <sup>th</sup> level	+1 damage reduction	1
arrow deflection	non detection, 6 <sup>th</sup> level	reflex save to deflect ranged weapons	2
axeblock	Aid, arcane lock, 7 level	DR 5/bludgeoning or piercing	2
<b>greater dexterity</b>	6 <sup>th</sup> level	+2 dex allowed	2
acid resistance	resist energy, 6th level	absorb first 10 pts of dmg	3
cold resistance	resist energy, 6th level	absorb first 10 pts of dmg	3
electricity resistance	resist energy, 6th level	absorb first 10 pts of dmg	3
fire resistance	resist energy, 6th level	absorb first 10 pts of dmg	3

<b>greater protection</b>	Non detection, 8 <sup>th</sup> level	+2 damage reduction	3
<b>mithral shirt</b>	8 <sup>th</sup> level	light, unencumbering, considered with greater protection	3
fire resistance, improved	resist energy, 9 <sup>th</sup> level	absorb first 20 pts of dmg	4
greater axeblock	heroism, arcane lock, 13 <sup>th</sup> level	DR 10/bludgeoning or piercing	4
fire resistance, greater	resist energy, 15 <sup>th</sup> level	absorb first 30 pts of dmg	5

Note that “axeblock” and “greater axeblock” special abilities are not cumulative with Td20 standard damage reduction provided by armor. The rule is that you applies the better protection, so an half-plate armor (DR 3) with the “axeblock” special ability will provide for DR 5 against damage, except for bludgeoning or piercing damage, against which the DR 3 provided for by the armor will apply.

### Armor and shield special abilities

In addition to base abilities, the T20 system allows the following additional abilities:

**Improved dexterity:** allows an additional +1 bonus coming from high dexterity. Example: a full plate mail allows a maximum bonus for dexterity of +1; a full plate with this ability allows a +2 bonus. An armor with this special ability is considered one category lighter (medium armor as light, heavy armor as medium) and enables 30ft movement.

**Improved protection:** add a +1 bonus to damage reduction. Example: a full plate has a damage reduction of 4. A full plate with this ability has 5 damage reduction

**Greater dexterity:** the armor allows +2 additional bonus for high dexterity. An armor with this special ability is considered one category lighter (medium armor as light, heavy armor as medium) and enables 30ft movement.

**Greater protection:** add a +2 bonus to damage reduction.

### Specific armors

**Mithral Shirt:** a mithral shirt is a light and unencumbering chain mail. It provides no penalties to skill checks or speed, and grants +5 to AC and DR 4.

**Table 2.6.4: weapon cost**

Item and effect	prerequisite	base item reference cost	px	days of work
+1 weapon	3 <sup>rd</sup> level	2000	200	2
+2 weapon	6 <sup>th</sup> level	8000	800	8
+3 weapon	9 <sup>th</sup> level	18000	1800	18
+4 weapon	12 <sup>th</sup> level	32000	3200	32
+5 weapon	15 <sup>th</sup> level	50000	5000	50
+6 weapon	18 <sup>th</sup> level	72000	7200	72
+7 weapon	21 <sup>st</sup> level, epic craft feats	98000	9800	98
+8 weapon	21 <sup>st</sup> level, epic craft feats	128000	12800	128
+9 weapon	21 <sup>st</sup> level, epic craft feats	162000	16200	162
+10 weapon	21 <sup>st</sup> level, epic craft feats	200000	20000	200
+11 weapon	21 <sup>st</sup> level, epic craft feats	250000	25000	250
+12 weapon	21 <sup>st</sup> level, epic craft feats	300000	30000	300
+13 weapon	21 <sup>st</sup> level, epic craft feats	350000	35000	350
+14 weapon	21 <sup>st</sup> level, epic craft feats	400000	40000	400
+15 weapon	21 <sup>st</sup> level, epic craft feats	450000	45000	450
+16 weapon	21 <sup>st</sup> level, epic craft feats	500000	50000	500

**Table 2.6.5: weapon powers**

power	prerequisite	effect	Magic bonus
bane	command, magic weapon, bestow curse, 8 <sup>th</sup> level	+2 bonus and +2d6 damage vs specific foe	1
defending	Aid, magic weapon, 8 <sup>th</sup> level	Transfer some or all of the enhancement bonus to AC	1
distance	heroism, 6 <sup>th</sup> level	double range increment	1
flaming	raging flame, 7 <sup>th</sup> level	extra 1d6 fire damage	1
frost	quench, 8 <sup>th</sup> level	extra 1d6 cold damage	1
keen	heroism, 9 <sup>th</sup> level	double threat range	1
<b>warning</b>	light, 3 <sup>rd</sup> level	shines when enemies approach	1
wound seeking	Heroism, 9 <sup>th</sup> level	+4 to confirm critical	1
flaming burst	heroism, produce flame, 12 <sup>th</sup> level	as flaming, +1d10 on critical	2
holy	Aid, heroism, 10 <sup>th</sup> level	extra 2d6 vs evil opponents	2
icy burst	quench, 10 <sup>th</sup> level	as frost, +1d10 on critical	2
<b>sundering</b>	shatter, 9 <sup>th</sup> level	deals double damage when attempting a sundering	2
unholy	bestow curse, 10 <sup>th</sup> level	extra 2d6 vs good opponents	2
Wounding	bestow curse, 10 <sup>th</sup> level	Deals 1 point of const damage from blood loss	2
<b>mighty</b>	magic weapon, greater; heroism, 15 <sup>th</sup> level	deals double base damage	3
speed	Magic weapon (greater), 13 <sup>th</sup> level,	make another attack at full bonus	3
<b>sharpness</b>	magic weapon (greater), 14 <sup>th</sup> level	severs opponent's appendice (hand or feet)	4
<b>vengeance</b>	command, magic weapon (greater), bestow curse, magic weapon greater, 14 <sup>st</sup> level	+4 bonus and +4d6 damage vs single specific foe, fortitude save dc 30 or be killed; if save succeed, victim loses all special abilities and is helpless for 1d3 rounds	5
dread	command, magic weapon (greater), bestow curse, magic weapon greater, 21 <sup>st</sup> level, epic craft feat	+4 bonus and +4d6 damage vs specific foe, fortitude save dc 27 or be destroyed	7

**Weapon special abilities**

In addition to base abilities, the T20 system allows the following additional abilities:

**Warning:** a weapon with this power shine with a faint light when the servants of evil approach

**Sundering:** the weapon deals double damage to objects when attempting a sundering

**Mighty** a weapon with this power deals double base damage.

**Sharpness:** a weapon with this power severs an extremity (hand or foot or tentacle) on a natural 20 followed by a succesful roll to confirm the critical. If the victim is a living humanoid, it loses immediately 1/5 of his hp's and must immediatley roll a DC 15 fortitude save or die for massive damage. The victim loses 1 point of constitution every round until the wound is treated (DC 15 healing check). The victim regains lost hp's from a severed limb four times slower than the usual recovery time (1 hp per level every four days of rest instead of only one day of rest). Constitution points are regained at a rate of one point every week of rest; however, a humanoid being subject to a mutilation of an appendage loses 2 points of constitution permanently (unless he has divine ranks).

**Vengeance:** similar to the “bane” ability, the “Vengeance” ability focus the power of the weapon against a specific, named enemy. Against that enemy the weapon has a +4 bonus to hit rolls and +4d6

damage; the victim of the vengeance must also save (fortitude dc 30) or be killed; even if the save succeed, he loses all special abilities and is helpless for 1d3 rounds.

### Specific weapons

**Morgul Knife:** a morgul knife is a terrible weapon designed to turn a victim into an undead being under the control of Sauron. It is an enchanted knife (usually +1 or +2, rarely +3 to hit and damage) that strikes as a short sword (1d6 base damage) and dissolves when exposed to sunlight. If the “to hit” roll is +5 or more than the minimum required, the blade breaks off and burrows towards the heart of the victim.

Every day the blade is inside a victim, it imposes a -1 cumulative penalty on each ability unless the victim manages a fortitude save (DC 10 + enchantment bonus of the knife + charisma bonus of the wielder of the knife), with a minimum of 3 to each ability. Will and fortitude saving throws must be modified accordingly. Ability damage is recovered after the blade is pulled off, at the rate of 1 point every day of rest.

In addition, every day, the victim must succeed in a will save (DC 10 + enchantment bonus of the knife + charisma bonus of the wielder of the knife). After each failure, the blade moves towards the heart of the victim, imposing a cumulative -2 penalty to the will ST roll. A healing check of 25 or more made before the ST roll grants a +2 bonus. After three failures, the blade reaches for the heart and turns the victim into a wraith-servant of Sauron and his minions.

A victim may be cured by extracting the blade (healing check DC 30, 35 after the first failure, 40 after the second failure).

**Example of a magic weapon crafting:** a 9th level artificer wants to create a flaming, orc bane +1 longsword. The total enchantment is +3 (+1 to hit and damage rolls, +1 for the “flaming” effect and +1 for the “bane” effect). He meets the basic prerequisite (9th level for a +3 weapon, which comprises also 7th level for granting “flaming” and 8th level for “bane” effects). He must also know the “raging fire” spell (for the flaming effect) and “command”, “magic weapon” and “bestow curse” to confer the bane effect.

In addition to the time spent in forging the base item, the artificer must spend 18 additional days of work; he must also pay 1800 px (less if he can reduce the px cost with his class ability).

Epic weapons are found in Tolkien's opera, and the relative description of those awesome weapons is detailed in the entry of their owners (es, the sword Ringil is described in Fingolfin's entry),

### RINGS

Mages and artificers can create magic rings. To craft and enchant magic rings you must possess the appropriate craft skill for the creation of the basic item, then you must have the “Forge ring” feat and meet any requested prerequisite.

item	Prerequisite	effect	base item reference cost	px	Days of work
Protection +1	4 <sup>rd</sup> level	+1 to ac	3000	300	3
Protection +2	8 <sup>th</sup> level	+2 to ac	9000	900	9
Protection +3	12 <sup>th</sup> level	+3 to ac	27000	2700	27
Protection +4	16 <sup>th</sup> level	+4 to ac	40000	4000	40
Protection +5	20 <sup>th</sup> level	+5 to ac	60000	6000	60
Protection +6 or more	21 <sup>st</sup> level, epic craft feats	+6 to ac	90000	9000	90
mind shielding	non detection, 6 <sup>th</sup> level	The wearer is continually immune to <i>detect thoughts</i> , <i>discern lies</i> , and any attempt to magically discern her alignment	8000	800	8



energy resistance, minor	endure elements, 3 <sup>rd</sup> level	Grants 10 points of resistance to cold, electricity or fire	12000	1200	12
energy resistance, major	resist energy, 7 <sup>th</sup> level	Grants 20 points of resistance to cold, electricity or fire	28000	2800	28
energy resistance, greater	resist energy, 11 <sup>th</sup> level	Grants 30 points of resistance to cold, electricity or fire	44000	4400	44
wizardry I	limited wish (m); heroism, voice of the dragon, command (a); 15 <sup>th</sup> level	doubles 1st-level spells,	20000	2000	20
wizardry II	limited wish (m); heroism, voice of the dragon, command (a); 16 <sup>th</sup> level	doubles 2st-level spells,	40000	4000	40
wizardry III	limited wish (m); heroism, voice of the dragon, command (a); 17 <sup>th</sup> level	doubles 3st-level spells,	70000	7000	70
wizardry IV	limited wish (m); heroism, voice of the dragon, command (a); 18 <sup>th</sup> level	doubles 4st-level spells,	100000	10000	100

In addition to those items, there are epic rings which can be created using the epic feat “forge epic rings”. Detailed in the following paragraph is the description of the Nine and the Seven rings; the Three rings of the elves are detailed in the entry of their main owners. Finally, the One Ring is detailed in the “artifact” section.

**The Nine rings:** as long as they are wear, those rings extend natural human lifespan by three, meaning that, for an average human and having as a reference the aging effect table (Players handbook p. 109), middle age is reached at 105 years, old age at 159 and venerable at 210, adding +6d20 to maximum age limit. If the wearer of the ring is already in his middle or old or venerable age, he will remain in his current state without getting any older until he reaches his new, increased age limits. The ring grants also a +1 bonus to charisma, +2 to saving throws and +3 to any skill check. Those powers come with a curse: each year the wearer must succeed in a DC 14 will saving throw (not applying the ring inherent bonus to ST) or be unable to exercise the will to take off the ring. Each year the saving throw has a cumulative penalty of -2 (-2 after the first year, -4 the second, -6 the third, and so on). When the wearer finally fails his ST, he won't voluntarily take off the ring. The wearer won't be able to fully enjoy his increased lifespan, as after having failed his first saving throw, after 2-40 years, he must again roll for a will save, every year, with a cumulative -1 to his save. When he fails, he becomes a ringwraith under Sauron's control.  
Pre: 21st level, epic craft feats, limited wish, command (greater), bestow curse.

**The Seven rings:** as long as they are wear, those rings extend natural dwarven lifespan by two, meaning that, for an average dwarf and having as a reference the aging effect table (Players handbook p. 109), middle age is reached at 250 years, old age at 376 and venerable at 500 years, adding +4d% to maximum age limit. If the wearer of the ring is already in his middle or old or venerable age, he will remain in his current state without getting any older until he reaches his new, increased age limits. The ring grants also a +2 bonus to charisma vs dwarves, +2 to saving throws and +3 to any skill check.  
The wearer of the ring becomes obsessed with acquiring new wealth. Anytime this goes against his alignment, he must succeed in a DC 18 will save or do anything in his power to attain his goal.  
Pre: 21st level, epic craft feats, limited wish, command (greater), bestow curse.

## SCROLLS

To scribe a scroll, you must have the “Scribe scroll” feat and know the relevant spell to be inscribed. Scribing a scroll takes one day for each 1,000 gp in its base price. The reference price of a scroll is its

spell level x its caster level x 25 gp. To scribe a scroll, you must spend 1/25 of this base price in XP and use up raw materials costing one-half of this base price.

Any scroll that stores a spell with a costly material component or an XP cost also carries a commensurate cost. In addition to the costs derived from the base price, you must expend the material component or pay the XP when scribing the scroll.

## STAFFS

To craft a magic staff you must be a mage of at least 12th level, and know all the spells you want to place in it. Crafting a staff takes one day for each 1,000 gp in its reference cost. To craft a staff, you must spend 1/25 of its reference cost in XP and use up raw materials costing one-tenth of its base price. A newly created staff has 50 charges.

Type of staffs	Spells available (each spell level counts as a single charge)	base item reference cost	px	Days of work
abjuration	resist energy, dispel magic, non detection, break enchantment	45000	1800	45
charming	charm person, voice of the dragon, charm animal	18000	720	18
enchantment	sleep, suggestion, crushing despair, suggestion (mass), confusion	51000	2040	51
illusion	disguise self, major image, web of misdirection, hallucinatory terrain, permanent image	51000	2040	51
illumination	light, daylight, sunbeam	33000	1320	33
sorcery	cause fear, desecrate, mindwipe, contagion, crushing despair	39000	1560	39
woodlands	charm animal, speak with animals, summon nature's ally IV, entangle	30000	1200	30
wizardry	voice of the dragon, dispel magic, command greater, lightning cone, control winds, produce flame, major image	69000	2760	69

## WONDROUS ITEMS

To create a wondrous item, you must be a mage or an artificer of at least 3rd level use the “Craft wondrous item” feat and meet all the prerequisites. Crafting and enchanting a wondrous item takes one day for each 1,000 gp in its reference cost. To enchant a wondrous item, you must spend 1/25 of the item’s price in XP and use up raw materials costing half of this price.

item	class	prerequisite	effect	base item reference cost	px	Days of work
Bag of shouting and cursing against pilfering	m	3 <sup>rd</sup> level, ventriloquism	The bag warns the possessor of pilfering attempts against it	1000	40	1
boots of elvenkind	m,a	creator must be an elf, 5 <sup>th</sup> level,	+5 on move silently	2500	100	2,5
cloak of elvenkind	m,a	creator must be an elf, 3 <sup>rd</sup> level,	+5 on hide checks	2500	100	2,5
cloak of resistance +1	m,a	4 <sup>rd</sup> level, aid	+1 to AC	1000	40	1
cloak of resistance +2	m,a	8 <sup>th</sup> level, aid	+2 to AC	4000	160	4
cloak of resistance +3	m,a	12 <sup>th</sup> level, aid, non detection	+3 to AC	9000	360	9
cloak of resistance +4	m,a	16 <sup>th</sup> level, aid, non detection	+4 to AC	16000	640	16

cloak of resistance +5	m,a	20 <sup>th</sup> level, aid, non detection, heroism (greater)	+5 to AC	25000	1000	25
cloak of the vampire	m,a	15 <sup>th</sup> level, bestow curse, crushing despair	turn into vampire	12000	480	12
Dwarven war-mask	a	5 <sup>th</sup> level, endure elements	+2 to saves against fire attacks, grants fire resistance 3	2000	80	2
helm of protection +1	a	4 <sup>rd</sup> level, aid	+1 to AC	1000	40	1
helm of protection +2	a	8 <sup>th</sup> level, aid	+2 to AC	4000	160	4

**Cloak of the Vampire:** by wearing this cloak, the owner may turn into a vampire. The effect is similar to the spell “change shape”, changing the shape into a medium vampire (up to 5 levels) or large vampire (level 6 +). The subject gains strenght, dexterity and Constitution of the new form, and all special attacks and qualities, adding Dodge and Mobility feats to his/her feats.

### Specific wondrous items:

**The Dragon-Helm of Dor-Lómin:** the helm grants a +2 to AC and DR 10/magic  
Pre: 14<sup>th</sup> level, aid, heroism.

**The Nauglamir:** crafted by the Nogrod master crafters for Finrod Felagund, the Nauglamir is a necklace of incomparable beauty and inestimable cost. By wearing it, the necklace grants a +4 bonus to all charisma-based skill checks and +2 to dexterity. Whith the Silmaril mounted on it, the Nauglamir adds the power of the holy gem.  
Pre: 12<sup>th</sup> level, charm person, command, suggestion.

**Palantír:** a Palantír (plural: Palantiri), also know as seeing-stone, enable communication from one Palantír to another. A character can use the device to see what can be seen by another active Palantír. To activate a seeing-stone, a character needs to gaze into it for at least three rounds; the Palantír will then connect with other active Palantiri. A Palantír may only convene views, not sounds, but can connect with other Palantiri regardelss of the distance in Middle Earth.  
Pre: 21<sup>th</sup> level, scrying, epic craft feat.

**The Phial of Galadriel:** a glass phial filled with the light of Earendil, when willed by its owner it sheds light as a light spell, dealing 1d6 hp of damage per round to any evil creature within the area. Upon command, once every hour the phail can emanate a powerful wave of blessed power. Evil creatures within 30 ft must save (DC 15 will save) or be stunned for 1-4 rounds.  
The phial grants its wearer a +4 bonus on will saves.  
Pre: 12<sup>th</sup> level, light, daylight, aid .

### ARTIFACTS

Several epic items appears in Tolkien’s world, from epic weapons to powerful rings. The main opera of Tolkien however revolves around four objects: the One Ring and the Three Silmarils. These powerful artifacts require the “craft artifact” feat, which only Valar, Maiar and the noldor Feanor could access.

**The One Ring:** the Ruiling Ring appears as a normal gold band, with the following words inscribed in the black speech: “*Ash nazg durbatuluk, ash nazg gimbatul, ash nazg thrakatuluk agh burzum-ishi krimpatul*”. The One Ring is inherently evil, has a malign sentience, is forever bound to its creator,

the maia Sauron, to whom he wants to be rejoined having part of his essence, and has the following powers:

- the One ring is a sentient item with an ego of 25 and lawful evil alignment.
- The ring will fit to the wearer's size, but may slip away according to his will;
- the wearer see invisibility; hearing and smell are doubled; he can detect magic at will
- it allows its wearer to become invisible as with the spell improved invisibility; this cannot be dispelled; at the same time, however, the wearer is visible to beings living in both the spirit and the material world, such as wraiths. This power won't apply to beings who incarnate their spirits in the material world, such as maia or valar.
- the wearer has +4 to all saving throws and +5 to all skill checks;
- the owner of the ring ceases aging. This power however comes with a curse, which gains strength depending on the strength of Sauron. When coming in possession of the Ring, the owner must succeed in a DC 12 will saving throw (the +4 bonus to ST provided by the Ring won't apply in this case) or be unable to exercise the will to part with the ring. If the save fails, after having possessed the ring for 10 + 4-400 years, the owner must again roll for a second will save, every twenty years, with a cumulative -1 to his save. When he fails, he become a wraith under Sauron's control.

If Sauron has DR 4, the first save must be repeated every twenty years, every time with a cumulative -1 to the save.

The effects of the curse accelerate dramatically if Sauron gains additional Divine ranks.

If Sauron has DR 5 or more, the current owner must succeed the first ST every three months; if it fails, he must roll the second will save every month.

If Sauron has DR 6 or more, the current owner must succeed the first ST every month; if it fails, he must roll the second will save every week.

- At any point during the possession of the Ring, the current owner may attempt to master the artifact and harness the power held in it. The owner must succeed in a will ST against the One Ring's ego. Even if the wearer manage to dominate the artifact, his success is short-lived, because it won't impede his falling under Sauron's control, as described above. In case the wearer is another maia, the effect is more insidious: when the wearer fails his second will save, he won't become a wraith, but his/her alignment shifts every year a step towards lawful evil. This effect can be prevented only if the being has power equal or superior to Sauron (expressed in divine ranks).

If the owner master the Ring, when he wears it he has access to the following powers:

- The ring acts as a ring of wizardry IV;
- The ring acts as a ring of protection +4
- wearer may cast 21 levels of sorcery spells every day as a mage of his current level;
- all metamagic effects to sorcery spells are made with a spell level bonus;
- the wearer can cast scrying on the wearers of the other lesser rings (the nine and the seven);
- the wearer controls the ringwraiths as with a *dominate monster* spell;
- the wearer adds +6 to all his charisma checks vs evil creatures.

pre: 25<sup>th</sup> level, craft artifact divine ability, limited wish, command (greater), bestow curse, voice of the dragon.



**The Silmarils:** created by Fëanor with an unbreakable crystal, imbued with the essence of the Two Trees of Valinor and sanctified by Varda, the three Silmarils are bound with the destiny of Arda, and the tale of their theft by the evil Melkor and their recovering are the main theme of the Silmarillion.

The three Silmarils have the following powers:

- the jewels are holy, and no evil being can't safely hold them, as they burn his/her flesh for 1d6 hp/round. No spell or divine power can prevent this damage, the only exception being Ungoliant's special capacity to absorb light for her own nourishment.
- A single Silmaril grants to good beings a +6 bonus to will saves, +3 to other saves, +4 to any skill checks. An additional silmaril adds +2 to will saves and +1 to other saves and skill checks.
- A Silmaril shine constantly with holy light. The effect is similar to a daylight spell; undead creatures exposed to the light suffer 1d6 points of damage per round. This effect is cumulative for every gem.
- A Silmaril is unbreakable. Only the whole might of the Aratar may shatter the crystal.

Pre: 30<sup>th</sup> level, craft artifact divine ability, fire seeds, daylight, remove fear, heroism; the creation of a Silima crystal needs 100+ in an alchemy craft check.

## CHAPTER 3 – MONSTERS AND CREATURES

Middle Earth is a land of magical creatures and powerful monsters. In this chapter, we provide the stats for magical and enchanted beings prowling its forests, swamps, barrows and high peaks. In appendix 4 you'll find the D&D 3.5 base animal list, enabling you a quick reference to mundane animals.

### BALROG



Large Outsider (Ainur, Evil)

<b>Hit Dice:</b>	20d8+200 (250 hp)
<b>Initiative:</b>	+6
<b>Speed:</b>	40 ft, fly (if available, see note*) 50 ft. (poor)
<b>Armor Class:</b>	21 (-1 size, +2 Dex, +10 natural), touch 11, flat-footed 19
<b>Base Attack/Grapple:</b>	+20/+32
<b>Attack:</b>	+1 flaming burst longsword +28 melee (2d6 + 9 + 1d6 fire, 19-20/x2 + 1d10 fire burst)
<b>Full Attack:</b>	+1 flaming burst longsword +26/21/16/11 melee (2d6 + 9 + 1d6 fire, 19-20/x2 + 1d10 fire burst) and +1 flaming whip +27/22 melee (3d4+4 + 3d4 fire plus entangle/20) or 2 slams +26 melee (1d4 + 8)
<b>Space/Reach:</b>	5 ft./10 ft. (20 ft. with +1 flaming whip)
<b>Special Attacks:</b>	entangle, fear aura, whip mastery

<b>Special Qualities:</b>	Ainur traits ( immune to polymorphing, petrification, or any other attack that alters its form.; not subject to energy drain, ability drain, or ability damage); damage reduction 10/epic, darkvision 60 ft., flaming body; immune to fire; magic resistance, spell resistance 32
<b>Saves:</b>	Fort +20, Ref +14, Will +17
<b>Abilities:</b>	Str 26, Dex 15, Con 26, Int 17, Wis 20, Cha 22
<b>Skills:</b>	Balance +13, Bluff +16, Climb+18, Concentration +18, Hide +13, Intimidate +26, Knowledge (arcana, geography, history, local, nature) +13, Listen +25, Search +13, Sense Motive +15, Spellcraft +16, Spot +15, Survival +15
<b>Feats:</b>	Cleave, Improved Initiative, Improved grapple, Improved Two-Weapon Fighting, Improved unharmed strike, Power Attack, Two-Weapon Fighting, Weapon Focus (flame whip)
<b>Environment:</b>	Any land
<b>Organization:</b>	Solitary or patrol (1-6 trolls, 10-100 orcs)
<b>Challenge Rating:</b>	20
<b>Alignment:</b>	Always evil (70% lawful, 30% chaotic)
<b>Advancement:</b>	21–38 HD (Huge)
<b>Level Adjustment:</b>	—

Balrogs are spirits of fire that joined Melkor and become seduced by the lure of darkness. They appear as beings of shadow, surrounded by flame and armed with fire whips. Ancient and powerful, balrogs are among the most destructive and dangerous beings of Middle Earth.

A balrog may advance as a monster, but may also take levels in a class, usually fighter (rarely mage). A balrog is a 0-level ainur, but a small number of them may have also divine ranks, usually 1 or even 2. None may reach or come near the power of their sire Gothmog, who peaks at 4 divine ranks.

A Balrog usually uses a whip with his off-hand and a sword, or mace, or axe, as primary weapon, making full use of his strenght.

The Balrog presented above has a flying speed. Not all Balrogs, however, have this ability.

### Combat

A balrog quickly close to melee combat, confiding in his magic resistance to overcome any magical attempt to stop him.

**Entangle (Ex):** A balrog's +1 multi-tail flaming whip inflicts lethal damage to any armor class and entangles foes much like an attack with a net. The whip has 20 hit points. The whip needs no folding. If it hits, the target and the balrog immediately make opposed Strength checks; if the balrog wins, it drags the target against its flaming body (see below). The target remains anchored against the balor's body until it escapes the whip.

**Fear:** A Balrog's aura of fear has 30' radius. Will save 14+1/2 balrong's HD's (rounded down).

**Flaming Body (Su):** a balrog may wreath his body in flame as a quick action. Anyone grappling a balor takes 2d6 points of fire damage each round. The flames surrounding a balrog's body may be doused with normal water, and as long as his body is wet, the balrog can't take fire again.

**Improved unharmed strike (ex):** A Balrog has Improved unharmed strike feat as bonus feat

**Magic resistance (Su):** a Balrog, while not usually capable of using magic, is highly impervious to magic. In addition to his spell resistance, a balrog is immune to spells of fifth level or lower and may dispel magic by touch as a mage of 20<sup>th</sup> level

**Whip mastery (ex):** a Balrog may use his flaming whip as a light weapon with his off-hand.

\*Note on flying barlogs: the majority of balrogs cannot fly. A number of them has however this ability, and may fly with poor maneuverability.

## BARROW-WIGHT



Barrow-wights are corpses reanimated by evil spirits. A barrow-wight's appearance is a weird and twisted reflection of the form it had in life. Its wild, cold eyes burn with hate, its leathery, dessicated flesh is drawn taut across its bones.

Barrow-wights lurk in barrow-mounds, catacombs, and similar places.

### CREATING A BARROW-WIGHT

“barrow-wight” is an acquired template that can be added to any humanoid corporeal creature (referred to hereafter as the base creature).

**Size and Type:** The creature’s type changes to undead. It retains any subtypes except alignment subtypes and subtypes that indicate kind. It uses all the base creature’s statistics and special abilities except as noted here.

**Hit Dice:** change to d12

**Armor Class:** Natural armor bonus increases by +4.

**Attacks:** A barrow-wight retains all the weapon attacks and weapon proficiencies of the base creature. A barrow-wight also gains a slam attack.

**Damage:** weapons deal damage normally. A slam attack deals damage depending on the barrow-wight’s size. (Use the base creature’s slam damage if it’s better.)

Fine	1
Diminutive	1d2
Tiny	1d3
Small	1d4
Medium	1d6
Large	1d8
Huge	2d6



Gargantuan	2d8
Colossal	4d6

### Special Attacks:

A barrow-wight retains the base creature's special attacks. It also gains dominate and aura of fear

**Dominant (Su):** A barrow-wight can crush an opponent's will just by looking onto his or her eyes. This is similar to a gaze attack, except that the barrow-wight must use a standard action, and those merely looking at it are not affected. Anyone the barrow-wight targets must succeed on a Will save or fall instantly under the barrow-wight's influence as though by a *dominate person* spell (caster level 9th). The ability has a range of 30 feet.

**Aura of fear (Su):** A barrow wight is surrounded by an aura of fear. At the sight of a barrow-wight, the viewer must succeed at a will save or be paralysed with fear for 1d4 rounds. Whether or not the save is successful, that creature cannot be affected again for one day. DC will save is 12+cha bonus.

### Special Qualities:

A barrow-wight retains all the special qualities of the base creature. It gains the following special qualities: Immune to mind-influencing effects, poison, sleep, paralysis, stunning and disease. Not subject to critical hits, subdual damage, ability damage, energy drain or death from massive damage.

**Damage reduction:** 5/magic

**Sunlight vulnerability:** Exposing a barrow-wight to direct sunlight disorients it: it can take only a single move action or attack action and is destroyed utterly in the next round if it cannot escape. A Barrow wight exposed to sunlight loses all special attacks.

**Saves:** same as the base creature.

**Abilities:** increase from base creature are as follows: +2 strength, +2 wisdom, +2 charisma. A barrow-wight has no constitution score.

**Skills:** same as base creature

**Feats:** same as base creature

**Environment:** underground.

**Organization:** usually solitary

**Challenge Rating:** same as base creature +2

**Alignment:** Usually neutral evil.

**Advancement:** same as base creature

### Sample Barrow-wight

This sample uses a 3rd level human noble as the base creature.

<b>Human barrow-wight, 3rd-Level noble</b>	
	Medium-sized undead
<b>Hit Dice:</b>	3d12 (20 hp)
<b>Initiative:</b>	+1
<b>Speed:</b>	30 ft. (6 squares)
<b>Armor Class:</b>	20 (+1 Dex, +5 chain mail, +4 natural), touch 11, flat-footed 19
<b>Base Attack/Grapple:</b>	+2/+4
<b>Attack:</b>	Longsword +5 melee (1d8+2/19–20) or slam +4 (1d6+2)
<b>Full Attack:</b>	Longsword +5 melee (1d8+2/19–20) or slam +4 (1d6+2)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Dominant, aura of fear
<b>Special Qualities:</b>	Damage reduction 5/magic, sunlight vulnerability, Undead traits,
<b>Saves:</b>	Fort +1, Ref +2, Will +5
<b>Abilities:</b>	Str 15, Dex 13, Con -, Int 11, Wis 15, Cha 13
<b>Skills:</b>	Bluff +5, Hide +4, Intimidate +5, knowledge (history, nobility and royalty) +2, Listen +4, Move Silently +4, Ride +3, Spot +4
<b>Feats:</b>	mounted combat, Power attack, weapon focus (longsword)
<b>Environment:</b>	mound
<b>Organization:</b>	solitary
<b>Challenge Rating:</b>	5

<b>Treasure:</b>	Standard
<b>Alignment:</b>	Neutral evil
<b>Advancement:</b>	By character class

### Combat

**Dominate (Su):** Anyone the barrow-wight targets must succeed on a will save (DC 16) or fall instantly under the barrow-wight's influence as though by a *dominate person* spell (caster level 9th). The ability has a range of 30 feet.

**Aura of fear (Su):** At the sight of a barrow-wight, the viewer must succeed at a will save (DC 13) or be paralysed with fear for 1d4 rounds. Wheter or not the save is succesful, that creature cannot be affected again for one day.

## DUNHARROW DEAD



Dunharrow dead are undead beings cursed to unlife. A dunharow dead appears as a grey shade of its former self, still bearing his ancient weapons, tattered armor and rotten banners

### CREATING A DUNHARROW DEAD

“Dunharrow dead” is an acquired template that can be added to any humanoid corporeal creature, referred to hereafter as the base creature.

**Size and Type:** The creature's type changes to undead. It retains any subtypes except alignment subtypes and subtypes that indicate kind. It uses all the base creature's statistics and special abilities except as noted here.

**Hit Dice:** change to d12

**Armor Class:** Natural armor bonus increases by +4.

**Attacks:** Dunharrow dead retains all the weapon attacks and weapon proficiencies of the base creature. A Dunharrow dead also gains a slam attack.

**Damage:** weapons deal damage normally. A slam attack deals damage depending on the Dunharrow dead size. (Use the base creature's slam damage if it's better.)

Fine	1
Diminutive	1d2
Tiny	1d3
Small	1d4
Medium	1d6
Large	1d8
Huge	2d6
Gargantua	2d8
n	
Colossal	4d6

**Special Attacks:** A Dunharrow dead retains the base creature's special attacks. It also gains an aura of fear

**Aura of fear (Su):** Dunharrow dead is surrounded by an aura of fear. At the sight of a Dunharrow dead, the viewer must succeed at a will save or be paralysed with fear for 1d4 rounds. Whether or not the save is successful, that creature cannot be affected again for one day. DC will save is 12+cha bonus.

**Special Qualities:** A Dunharrow dead retains all the special qualities of the base creature. It gains the following special qualities:

Immune to mind-influencing effects, poison, sleep, paralysis, stunning and disease. Not subject to critical hits, subdual damage, ability damage, energy drain or death from massive damage.

**Damage reduction:** 5/magic

**Saves:** same as the base creature.

**Abilities:** increase from base creature are as follows: +2 strength. Dunharrow dead has no constitution score.

**Skills:** same as base creature

**Feats:** same as base creature

**Environment:** Dunharrow or other foggy, cursed place.

**Organization:** Group (2–4 first level warriors), squad (11–20 plus 2 3rd-level fighter sergeants and 1 leader fighter of 3rd–6th level)

**Challenge Rating:** same as base creature +1

**Alignment:** Usually neutral evil.

**Advancement:** same as base creature

The Dunharrow dead can be used as basic template for any kind of humanoid cursed with unlife, with the exception of the Nazgul.

### Sample Dunharrow dead

This sample uses a 3rd level human fighter as the base creature.

<b>Human Dunharrow dead, 3rd-Level fighter</b>	
	Medium-sized undead
<b>Hit Dice:</b>	3d12 (20 hp)
<b>Initiative:</b>	+5
<b>Speed:</b>	30 ft. (6 squares)
<b>Armor Class:</b>	21 (+1 Dex, +5 chain mail, +4 natural, +1 def bonus), touch 12, flat-footed 20
<b>Base Attack/Grapple:</b>	+3/+6
<b>Attack:</b>	Longsword +7 melee (1d8+3/19–20) or slam +6 (1d6+2) or shortbow +4 ranged (1d6/x3)
<b>Full Attack:</b>	Longsword +7 melee (1d8+3/19–20) or slam +6 (1d6+2) or shortbow

	+4 ranged (1d6/x3)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	aura of fear
<b>Special Qualities:</b>	Damage reduction 5/magic, Undead traits
<b>Saves:</b>	Fort +3, Ref +2, Will +1
<b>Abilities:</b>	Str 16, Dex 13, Con -, Int 11, Wis 10, Cha 12
<b>Skills:</b>	Climb +5, Intimidate +4, knowledge (history) + 1, Listen +1, Ride +2, Spot +1
<b>Feats:</b>	Cleave, Improved initiative, Power attack, Weapon focus (longsword)
<b>Environment:</b>	Dunharrow
<b>Organization:</b>	Group (2–4 first level warriors), squad (11–20 plus 2 3rd-level fighter sergeants and 1 leader fighter of 3rd–6th level)
<b>Challenge Rating:</b>	4
<b>Treasure:</b>	Standard
<b>Alignment:</b>	Neutral evil
<b>Advancement:</b>	same as base creature

## Combat

**Aura of fear (Su):** At the sight of Dunharrow dead, the viewer must succeed at a will save (DC 13) or be paralysed with fear for 1d4 rounds. Whether or not the save is successful, that creature cannot be affected again for one day.

## DRAGON

Created by Morgoth in the first age as his main weapon, dragons are the most powerful and feared monsters of Middle Earth. They fall in two main categories: winged and wingless. Among those categories, there are fire breathing dragons, called Uruloki, and the Cold drakes, who cannot breath fire.

As they age, dragons continue to grow, becoming more and more powerful, as showed in the two tables below

### Dragon Space/Reach, Attacks, and Damage

Size	Space/Reach*	1 Bite	2 Claws	2 Wings	1 Tail Slap	1 Crush	1 Tail Sweep
Huge	15 ft./10 ft. (15 ft. with bite)	2d8	2d6	1d8	2d6	2d8	—
Gargantuan	20 ft./15 ft. (20 ft. with bite)	4d6	2d8	2d6	2d8	4d6	2d6
Colossal	30 ft./20 ft. (30 ft. with bite)	4d8	4d6	2d8	4d6	4d8	2d8
Colossal +	30 ft./20 ft. (30 ft. with bite)	8d6	4d8	4d6	4d8	8d6	4d6

\*A dragon's bite attack has reach as if the creature were one size category larger. All other attacks are made with the standard reach for the dragon's size.

Dragon Size, damage reduction, spell resistance and speed							
Size	Overall length	Body length	height	wingspan	Damage reduction	Spell resistance	speed
Huge	50 ft	25 ft	12 ft	75 ft	5/magic	21	40 ft., fly 160 ft. (poor)
Gargantuan	90 ft	45 ft	20 ft	135 ft	10/magic	24	40 ft., fly 180 ft. (poor)
Colossal	140 ft	70 ft	30 ft	210 ft	15/magic +2	27	50 ft., fly 200 ft. (clumsy)
Colossal +	200+ ft	100+ft	50+ ft	300+ft	20/magic +3	30	60 ft., fly 220 ft. (clumsy)



### **Combat**

you can follow the general guidelines provided for dragons in monster manual, with the following notes/reminders/additions:

**Crush (Ex):** This special attack allows a flying or jumping dragon of at least Huge size to land on opponents as a standard action, using its whole body to crush them. Crush attacks are effective only against opponents three or more size categories smaller than the dragon (though it can attempt normal overrun or grapple attacks against larger opponents).

A crush attack affects as many creatures as can fit under the dragon's body. Creatures in the affected area must succeed on a Reflex save (DC equal to that of the dragon's breath weapon) or be pinned, automatically taking bludgeoning damage during the next round unless the dragon moves off them. If the dragon chooses to maintain the pin, treat it as a normal grapple attack. Pinned opponents take

damage from the crush each round if they don't escape.

A crush attack deals the indicated damage plus 1-1/2 times the dragon's Strength bonus (rounded down).

**Tail Sweep (Ex):** This special attack allows a dragon of at least Gargantuan size to sweep with its tail as a standard action. The sweep affects a half-circle with a radius of 30 feet (or 40 feet for a Colossal dragon), extending from an intersection on the edge of the dragon's space in any direction. Creatures within the swept area are affected if they are four or more size categories smaller than the dragon. A tail sweep automatically deals the indicated damage plus 1-1/2 times the dragon's Strength bonus (round down). Affected creatures can attempt Reflex saves to take half damage (DC equal to that of the dragon's breath weapon).

**Breath Weapon (Su):** Using a breath weapon is a standard action. Once a dragon breathes, it can't breathe again until 1d4 rounds later. A blast from a breath weapon always starts at any intersection adjacent to the dragon and extends in a direction of the dragon's choice, with an area as noted on the table below. A dragon breath attack is composed by fire; creatures caught in the area can attempt Reflex saves to take half damage; the DC depends on the dragon's age and variety, and is given in each individual entry. The save DC against a breath weapon is 10 + 1/2 dragon's HD + dragon's Con modifier.

Breath weapons come in two basic shapes, line and cone, whose areas vary with the dragon's size. Breath weapon damage is d8 half the dragon's Hd, rounded down.

#### Dragon Breath Weapons

Dragon Size	Line* (Length)	Cone** (Length)
Huge	100 ft.	50 ft.
Gargantuan	120 ft.	60 ft.
Colossal	140 ft.	70 ft.
Colossal +	160 ft.	80 ft.

\*A line is always 5 feet high and 5 feet wide.

\*\*A cone is as high and wide as its length.

**Frightful Presence (Ex):** A dragon can unsettle foes with its mere presence. The ability takes effect automatically whenever the dragon attacks, charges, or flies overhead. Creatures within a radius of 90 feet +30 per size category are subject to the effect if they have fewer HD than the dragon. A potentially affected creature that succeeds on a Will save (DC 10 + 1/2 dragon's HD + dragon's Cha modifier) remains immune to that dragon's frightful presence for 24 hours. On a failure, creatures with 4 or less HD become panicked for 4d6 rounds and those with 5 or more HD become shaken for 4d6 rounds. Dragons ignore the frightful presence of other dragons.

**Voice of the dragon:** By merely speaking, a dragon may cast spells affecting the mind and spirit of his opponents; as he ages, the spells become more powerful. The save DC (will) is 13 + dragon's Cha modifier + special size modifier (gargantuan +2, colossal +4). Spellcaster level is half the dragon's HD's. A Dragon of Gargantuan size may use those spells simply by making eye contact with an opponent.

#### Voice of the dragon

Dragon Size	Voice	Eye attack
Huge	Charm person, command, daze, hold person	-
Gargantuan	Confusion, suggestion, crushing despair	Charm person, command, daze, hold person
Colossal	Modify memory, command (greater), wipe memory	Confusion, suggestion, crushing despair
Colossal +	-	Modify memory, command (greater), wipe memory

**Gaze of death:** when reduced to 0 or lower hps, a Dragon may strike dead a single opponent with a final evil eye attack. Save DC (will) is 12+2 per Dragon size category. if the victim fails, it is reduced immediately to 0 hps. If the victim saves, takes 3d6 damage, and it is disabled for 1d6 hours.

**Poison blood:** A Dragon of colossal size has poisonous blood. If the victim is sprayed with the black blood of a dragon, (es damaging a dragon with a melee weapon) it takes 2d6 hp of damage (save fortitude DC 12 +2 per dragon category for half damage, apply any Damage reduction provided by armor)

**Immunities (Ex):** All dragons have immunity to *sleep* and paralysis effects. Fire-breathing dragons are immune to fire.

**Spell Resistance (Ex):** As dragons age, they become more resistant to spells and spell-like abilities, as indicated below

**Scent (Ex):** Dragons have the scent special quality

**Keen Senses (Ex):** A dragon sees four times as well a human in shadowy illumination and twice as well in normal light.

**Belly vulnerability (Ex):** a dragon is vulnerable on its belly, which is not covered by strong scaly plates as the rest of the dragon's body. Each time a critical is rolled against a dragon, roll again. If the critical is confirmed for the second time, it's assumed a vulnerable spot on the belly was reached. In this case, a dragon must succeed in a fortitude DC with difficult class equal to 10 + critical damage produced. If the dragon fails, he takes quadruple base damage (instead of double, as on a regular critical).

## FLYING DRAGON

	Huge Dragon
<b>Hit Dice:</b>	18d12+144 (261 hp)
<b>Initiative:</b>	+4
<b>Speed:</b>	40 ft., fly 160 ft. (poor)
<b>Armor Class:</b>	22 (-2 size, +14 natural), touch 8, flat-footed 22
<b>Base Attack/Grapple:</b>	+18/+36
<b>Attack:</b>	bite + 26 melee (2d8+10)
<b>Full Attack:</b>	1 bite +26 melee (2d8+10) and 2 claws +23 melee (2d6+ 5) and 2 wings +23 melee (1d8 + 5) and 1 tail slap + 23 melee (2d6 + 5)
<b>Space/Reach:</b>	15 ft./10 ft (15 ft with bite).
<b>Special Attacks:</b>	(breath weapon), crush, gaze of death, frightful presence, voice of the dragon
<b>Special Qualities:</b>	belly vulnerability, DR 5/magic, Keen senses, Immunities, low-light vision, scent, SR 21
<b>Saves:</b>	Fort +19, Ref +11, Will +13
<b>Abilities:</b>	Str 30, Dex 10, Con 26, Int 15, Wis 15, Cha 15
<b>Skills:</b>	Appraise +15, Bluff + 12, Hide +10, Intimidate +17, knowledge (geography, history) +7, Listen +23, Move Silently +11, Sense Motive +17, Search +23, Spot +23,
<b>Feats:</b>	Ability Focus (breath weapon, +2 to dc), Alertness, improved initiative, multiattack, power attack, hover, snatch
<b>Environment:</b>	Usually mountains
<b>Organization:</b>	Solitary
<b>Challenge Rating:</b>	18 (15 if not fire-breathing)
<b>Treasure:</b>	Standard
<b>Alignment:</b>	Usually neutral evil
<b>Advancement:</b>	19–30 HD (Gargantuan); 31-50 (colossal); 51-60 (colossal+)
<b>Level Adjustment:</b>	—

Flying dragons erupted from Angband during the War of Wrath, and their attack was so terrible than even the advance of the host of Aman was stilled. They are usually fire-breathing.

**Belly vulnerability:** a dragon is vulnerable on its belly, which is not covered by strong scaly plates. Each time a critical is rolled against a dragon, roll again. If the critical is confirmed for the second time, it's assumed a vulnerable spot on the belly was reached. In this case, the dragon must succeed in a fortitude DC with difficult class equal to 10 + critical damage produced. If he fails, he takes quadruple base damage (instead of double, as on a regular critical).

**Breath weapon:** (if available) blast of fire, 9d8 (line 100 ft, cone 50 ft.). Reflex save DC 27 for half damage.

**Frightful presence:** Radius 120 ft, Will save DC 21

**Gaze of death:** Will save DC 14

**Immunities:** Immune to sleep and paralysis; immune to fire (if fire-breathing).

**Keen senses:** a dragon sees four times as well a human in shadowy illumination and twice as well in normal light.

**Low-light vision:** a dragon sees twice as far as a human in starlight, moonlight, torchlight and similar conditions of shadowy illumination.

**Scent:** a dragon has the scent special quality

**Voice of the dragon:** a dragon may use his voice to produce the following spell-like effects: *Charm person, Command, Daze, Hold person*. Spellcaster level 9°, Will DC 15

## WINGLESS DRAGON

	Huge Dragon
<b>Hit Dice:</b>	10d12+60 (125 hp)
<b>Initiative:</b>	+4
<b>Speed:</b>	40 ft.,
<b>Armor Class:</b>	22 (-2 size, +14 natural), touch 8, flat-footed 22
<b>Base Attack/Grapple:</b>	+10/+36
<b>Attack:</b>	bite +(10+7-2) 15 melee (2d8+7)
<b>Full Attack:</b>	1 bite +15 melee (2d8+7) and 2 claws +10 melee (2d6+3) and 1 tail slap + 10 melee (2d6 + 3)
<b>Space/Reach:</b>	15 ft./10 ft (15 ft with bite).
<b>Special Attacks:</b>	(Breath weapon), crush, frightful presence, voice of the dragon
<b>Special Qualities:</b>	belly vulnerability, DR 5/magic, Keen senses, Immunities, low-light vision, scent, SR 21
<b>Saves:</b>	Fort +13, Ref +7, Will +9
<b>Abilities:</b>	Str 24, Dex 10, Con 22, Int 15, Wis 15, Cha 14
<b>Skills:</b>	Hide +7, Listen +13, Move Silently +11, Spot +16
<b>Feats:</b>	Ability Focus (breath weapon, Alertness, improved initiative, snatch)
<b>Environment:</b>	usually mountains
<b>Organization:</b>	Solitary
<b>Challenge Rating:</b>	10 (8 if not fire-breathing)
<b>Treasure:</b>	Standard
<b>Alignment:</b>	Usually neutral evil
<b>Advancement:</b>	11-20 HD (huge); 21-31(gargantuan); 32-40 (colossal);
<b>Level Adjustment:</b>	—

Wingless dragons were the first dragons created by Morgoth, and the father of them, Glaurung, brought uncountable pain and desperation upon Middle Earth. They are usually fire-breathing, but a number of them are non-firebreathing Cold Drakes.



**Wingless dragon attacks:** a wingless dragon full attack consists in a bite, two claw attacks and a tail strike/sweep.

**Belly vulnerability:** a dragon is vulnerable on its belly, which is not covered by strong scaly plates. Each time a critical is rolled against a dragon, roll again. If the critical is confirmed for the second time, it's assumed a vulnerable spot on the belly was reached. In this case, the dragon must succeed in a fortitude DC with difficult class equal to 10 + base damage produced. If he fails, he takes quadruple base damage (instead of double, as on a regular critical).

**Breath weapon:** (if available) blast of fire, 5d8 (line 100 ft, cone 50 ft.). Reflex save DC 21 for half damage.

**Frightful presence:** Radius 120 ft, Will save DC 17

**Gaze of death:** Will save DC 14

**Immunities:** Immune to sleep and paralysis; immune to fire (if fire-breathing).

**Keen senses:** a dragon sees four times as well a human in shadowy illumination and twice as well in normal light.

**Low-light vision:** a dragon sees twice as far as a human in starlight, moonlight, torchlight and similar conditions of shadowy illumination.

**Scent:** a dragon has the scent special quality

**Voice of the dragon:** a dragon may use his voice to produce the following spell-like effects: *Charm person, Command, Daze, Hold person*. Spellcaster level 5°, Will DC 15

## DWARF

	<b>Dwarf, 1st-Level Warrior</b>	<b>Dwarf, 3rd Level Fighter</b>
	Medium Humanoid (Dwarf)	Medium Humanoid (Dwarf)
<b>Hit Dice:</b>	1d8+2 (7 hp)	3d10+6 (23 hp)
<b>Initiative:</b>	+0	+0
<b>Speed:</b>	20 ft. in scale mail; base speed 20 ft.	20 ft. in chainmail; base speed 20 ft.
<b>Armor Class:</b>	16 (+4 scale mail, +2 heavy shield), touch 10, flat-footed 16	18 (+5 chainmail, +2 heavy shield; Def. Bonus +1), touch 11, flat-footed 18
<b>Base Attack/Grapple:</b>	+1/+2	+3/+5
<b>Attack:</b>	Dwarven waraxe +3 melee (1d8+1/x3) or shortbow +1 ranged (1d6/x3)	Warhammer +6 melee (1d8+2/x3)
<b>Full Attack:</b>	Dwarven waraxe +3 melee (1d8+1/x3) or shortbow +1 ranged (1d6/x3)	Warhammer +6 melee (1d8+2/x3)
<b>Space/Reach:</b>	5 ft./5 ft.	5 ft./5 ft.
<b>Special Attacks:</b>	-	-
<b>Special Qualities:</b>	+2 on ST vs poison, +2 on ST vs spells and spell-like effects; +4 on checks to resist bull-rushing when on ground; +2 on search checks to notice unusual stoneworks.	+2 on ST vs poison, +2 on ST vs spells and spell-like effects; +4 on checks to resist bull-rushing when on ground; +2 on search checks to notice unusual stoneworks..
<b>Saves:</b>	Fort +4, Ref +0, Will -1	Fort +5, Ref +1, Will +1
<b>Abilities:</b>	Str 13, Dex 11, Con 14, Int 10, Wis 9, Cha 9	Str 14, Dex 11, Con 14, Int 10, Wis 10, Cha 9
<b>Skills:</b>	Appraise +2, Craft (blacksmithing) +2, Craft (stonemasonry) +2, Listen +2, Spot +2	Appraise +2, Craft (blacksmithing) +4, Craft (stonemasonry) +4, Listen +2, Spot +2
<b>Feats:</b>	Weapon Focus (dwarven waraxe)	Cleave, Power Attack, Weapon Focus (dwarven warhammer)
<b>Environment:</b>	Temperate mountains	Temperate mountains
<b>Organization:</b>	Team (2-4), squad (11-20 plus 2 3rd-level sergeants and 1 leader of 3rd-6th level), or clan (30-100 plus 30% noncombatants plus 1 3rd-level sergeant per 10 adults, 5 5th-level lieutenants, and 3 7th-level captains)	Team (2-4)
<b>Challenge Rating:</b>	1	3

<b>Treasure:</b>	Standard coins; double goods; standard items	Standard coins, double goods, standard items
<b>Alignment:</b>	Often lawful neutral or good	Often lawful neutral or good
<b>Advancement:</b>	By character class	By character class
<b>Level Adjustment:</b>	+0	+0

Born from Aule's thought, Dwarves are a strong and vigorous race, rock-hard, stubborn and resistant to toil and hardship. Physically they are short, stocky and strong; they are four to five feet tall and weigh as much as adult humans.

## COMBAT

The Khazad, as they call themselves, are known for their military prowess. Superbly equipped and strong in purpose, they fight without thought of retreat or giving quarter. In addition to the dwarven waraxe and thrown hammer, dwarves also use warhammers, picks, shortbows, crossbows, and maces.

## EAGLE, GIANT

	Large Magical Beast
<b>Hit Dice:</b>	4d10+8 (30 hp)
<b>Initiative:</b>	+3
<b>Speed:</b>	10 ft. (2 squares), fly 80 ft. (average)
<b>Armor Class:</b>	15 (-1 size, +3 Dex, +3 natural), touch 12, flat-footed 12
<b>Base Attack/Grapple:</b>	+4/+12
<b>Attack:</b>	Claw +7 melee (1d6+3)
<b>Full Attack:</b>	2 claws +7 melee (1d6+3) and bite +2 melee (1d8+1)
<b>Space/Reach:</b>	10 ft./5 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision, evasion
<b>Saves:</b>	Fort +5, Ref +7, Will +3
<b>Abilities:</b>	Str 16, Dex 17, Con 14, Int 10, Wis 14, Cha 10
<b>Skills:</b>	Knowledge (nature) +2, Listen +6, Sense Motive +4, Spot +15, Survival +3
<b>Feats:</b>	Alertness, Flyby Attack
<b>Environment:</b>	Temperate mountains
<b>Organization:</b>	Solitary, pair, or eyrie (5–12)
<b>Challenge Rating:</b>	3
<b>Treasure:</b>	None
<b>Alignment:</b>	Usually neutral good
<b>Advancement:</b>	5–8 HD (Large); 9–18 HD (Huge); 19–29 (gargantuan); 30 (colossal)*
<b>Level Adjustment:</b>	+2 (cohort)

\* only Thorondor may reach colossal size. Eagles of the third age are limited to 8HD, and those of the second age to 18 HD.

Giant eagles are the noblest of birds, and the history of Middle earth is full of the glorious tales of their exploits. Giant Eagles are dedicated foes to evil and are intelligent as any of the free people. A typical giant eagle stands about 10 feet tall, has a wingspan of up to 20 feet, and resembles its smaller cousins in nearly every way except size. It weighs about 500 pounds.

Giant eagles speak their own tongue, but can usually speak sindarin and some prevalent mannish tongue.

## COMBAT

A giant eagle typically attacks from a great height, diving earthward at tremendous speed. When it cannot dive, it uses its powerful talons and slashing beak to strike at its target's head and eyes.

A solitary giant eagle is typically hunting or patrolling in the vicinity of its nest and generally

ignores creatures that do not appear threatening.

**Evasion (Ex):** With a successful Reflex save against an attack that allows a Reflex save for half damage, a giant eagle takes no damage.

**Skills:** Giant eagles have a +4 racial bonus on Spot checks.

### ELF (moriquendi, sindar, noldor)

The first of Eru's children to awaken, fair and proud, immortal and strong, the Quendi (as they call themselves) are the most blessed of the free people.

In the following tables we present different elves subraces and a few examples of them. You may refer to “races description” for a complete overview on different elven subraces traits.

#### Moriquendi:

	Elf, 2st-Level Warrior	Elf, 4st-Level Ranger
	Medium Humanoid (Elf)	Medium Humanoid (Elf)
<b>Hit Dice:</b>	2d8 (9 hp)	4d10 (22 hp)
<b>Initiative:</b>	+1	+1
<b>Speed:</b>	30 ft. (6 squares)	30 ft. (6 squares)
<b>Armor Class:</b>	14 (+1 Dex, +3 studded leather; Def Bonus +1); touch 12, flat-footed 14	14 (+1 Dex; Def Bonus +3); touch 14, flat-footed 13
<b>Base Attack/Grapple:</b>	+2/+2	+4/+5
<b>Attack:</b>	shortspear +2 melee (1d8/x3) or longbow +4 ranged (1d8/x3)	Longsword +6 melee (1d8 + 1/19–20) or Longbow +6 ranged (1d8/x3)
<b>Full Attack:</b>	shortspear +2 melee (1d8/x3) or longbow +4 ranged (1d8/x3)	Longsword +6 melee (1d8 + 1/19–20) or Longbow +6 ranged (1d8/x3)
<b>Space/Reach:</b>	5 ft./5 ft.	5 ft./5 ft.
<b>Special Attacks:</b>	None	combat style: single weapon combat
<b>Special Qualities:</b>	do not age, immune to disease, low-light vision, +2 bonus vs spells	do not age, immune to disease, low-light vision, +2 bonus vs spells; favored terrain (+2 bonus on Hide, Listen, Move silently, Spot and Survival checks while in temperate forests);
<b>Saves:</b>	Fort +3, Ref +2, Will +0 (saves do not include +2 vs spells)	Fort +4, Ref +5, Will +1 (saves do not include +2 vs spells)
<b>Abilities:</b>	Str 11, Dex 12, Con 10, Int 10, Wis 10, Cha 11	Str 12, Dex 12, Con 10, Int 10, Wis 10, Cha 11
<b>Skills:</b>	Hide +4, Knowledge (nature) +1, Listen +4, Move Silently +3, Search +4, Spot +4, Survival +3	Heal +3, Hide +10, Jump +6, Knowledge (nature) +5, Listen +8, Move Silently +9, Search +6, Spot +8, Survival +6
<b>Feats:</b>	Cold Endurance, Weapon Focus (longbow)	Cold Endurance, Combat expertise, Endurance, Track, Weapon Focus (longbow, longsword)
<b>Environment:</b>	Temperate forest	Temperate forest
<b>Organization:</b>	Squad (2–4), company (11–20 plus 2 3rd-level sergeants and 1 leader of 3rd–6th level), or band (30–100 plus 20% noncombatants plus 1 3rd-level sergeant per 10 adults, 5 5th-level lieutenants, and 3 7th-level captains)	Squad (2–4), patrol (5–8 plus 1 leader of 6th–8th level)
<b>Challenge Rating:</b>	2	4
<b>Treasure:</b>	Standard	Standard
<b>Alignment:</b>	Usually chaotic good	Usually chaotic good
<b>Advancement:</b>	By character class	By character class
<b>Level Adjustment:</b>	+0	+0

Those two are examples of moriquendi elves. The first is a Nandor living in the years of the Trees, the second a Laiquendi at the end of the first age.

## COMBAT

Moriquendi elves are cautious warriors and take time to analyze their opponents and the location of the fight if possible, maximizing their advantage by using ambushes, snipers, and camouflage. They prefer to fire from cover and retreat before they are found, repeating this maneuver until all of their enemies are dead.

They prefer the use of longbows, shortbows and spears.

### Sindar

	Elf, 4 <sup>st</sup> level mage/1 <sup>th</sup> level noble	Elf, 7 <sup>st</sup> -Level Ranger
	Medium Humanoid (Elf)	Medium Humanoid (Elf)
<b>Hit Dice:</b>	4d4 + 1d8 (15 hp)	7d10 (39 hp)
<b>Initiative:</b>	+1	+1
<b>Speed:</b>	30 ft. (6 squares)	30 ft. (6 squares)
<b>Armor Class:</b>	12 (+1 Dex, Def Bonus +1); touch 12, flat-footed 11	15 (+1 Dex; Def Bonus +4); touch 15, flat-footed 14
<b>Base Attack/Grapple:</b>	+2/+2	+7/+8
<b>Attack:</b>	longsword +2 melee (1d8/19-20) or longbow +4 ranged (1d8/x3)	Longsword +9 melee (1d8 + 1/19-20) or Longbow +9 ranged (1d8/x3)
<b>Full Attack:</b>	longsword +2 melee (1d8/19-20) or longbow +4 ranged (1d8/x3) Longsword +9 melee (1d8 + 1/19-20) or Longbow +9 ranged (1d8/x3)	Longsword +9/+4 melee (1d8 + 1/19-20) or Longbow +9/+4 ranged (1d8/x3)
<b>Space/Reach:</b>	5 ft./5 ft.	5 ft./5 ft.
<b>Special Attacks:</b>	Spells (4/2; 1 <sup>st</sup> level: <i>Charm person, Command, Sleep, Speak with animals</i> ; 2 <sup>nd</sup> level: <i>Animal messenger, Hold person</i> ; DC (Cha): 10+ spell level)	combat style: archery; Favored enemy: Wargs
<b>Special Qualities:</b>	do not age, immune to disease, low-light vision, +2 bonus vs spells	do not age, immune to disease, low-light vision, +2 bonus vs spells; Favored terrain (+2 bonus on Hide, Listen, Move silently, Spot and Survival checks while in temperate forests); Woodland Stride
<b>Saves:</b>	Fort +1, Ref +2, Will +7 (saves do not include +2 vs spells)	Fort +5, Ref +6, Will +2 (saves do not include +2 vs spells)
<b>Abilities:</b>	Str 11, Dex 12, Con 10, Int 10, Wis 12, Cha 13	Str 12, Dex 12, Con 11, Int 10, Wis 11, Cha 12
<b>Skills:</b>	Bluff +3, Diplomacy +4, Hide +5, Knowledge (arcana, history, local, nature, nobility and royalty) +3, Listen +4, Move Silently +5, Perform (singing) +3, Search +4, Spot +4,	Heal +3, Hide +13, Jump +7, Knowledge (nature) +5, Listen +10, Move Silently +12, Search +8, Spot +10, Survival +6
<b>Feats:</b>	Cold Endurance, Enlarge Spell, Heighten Spell, Weapon Focus (longbow),	Cold Endurance, Endurance, Manyshot, Power attack, Rapid Shot, Track, Weapon Focus (longbow, longsword)
<b>Environment:</b>	Temperate forest	Temperate forest
<b>Organization:</b>	Squad (2-4 5 <sup>th</sup> level guards).	Squad (2-4)
<b>Challenge Rating:</b>	5	4
<b>Treasure:</b>	Standard, may have a magic item (es, ring of wizardry I)	Standard, may have magic items (elven cloak, bane arrows)
<b>Alignment:</b>	Usually chaotic good	Usually chaotic good
<b>Advancement:</b>	By character class	By character class
<b>Level Adjustment:</b>	+0	+0

Those two are examples of Sindar elves. Under the guide of Melian and Elwe, sindar elves reached a power and knowledge unknown to other Moriquendi elves.

## COMBAT

Sindar elves are similar to other Moiquendi elves in fighting techniques, but add also magic knowledge and the possible use of magic items.

### Noldor

	<b>Elf, 7<sup>th</sup> level fighter</b>	<b>Elf, 10<sup>th</sup>-Level Artificer</b>
	Medium Humanoid (Elf )	Medium Humanoid (Elf )
<b>Hit Dice:</b>	7d10+7 (46 hp)	10d6 (35 hp)
<b>Initiative:</b>	+1	-
<b>Speed:</b>	30 ft. (6 squares)	30 ft. (6 squares)
<b>Armor Class:</b>	22 (+9 Halfplate +2, Shield +1; Def Bonus +2); touch 12, flat-footed 22	20 (+7 Halfplate, Shield +1, Ring +2); touch 12, flat-footed 20
<b>Base Attack/Grapple:</b>	+7/+9	+7/+8
<b>Attack:</b>	Longsword +11 melee (1d8 +4, 17-20) or shortbow +8 ranged (1d6/x3)	Longsword +8 melee (1d8 + 1, +2d6 vs evil opponents/19–20)
<b>Full Attack:</b>	Longsword +11/+6 melee (1d8 +4, 17-20) or shortbow +8/+3 ranged (1d6/x3)	Longsword +8/+3 melee (1d8 + 1, +2d6 vs evil opponents/19–20)
<b>Space/Reach:</b>	5 ft./5 ft.	5 ft./5 ft.
<b>Special Attacks:</b>	None	Spells (4/3/3/2; 1 <sup>st</sup> level: <i>Charm person, Command, Light, Magic Weapon</i> ; 2 <sup>nd</sup> level: <i>Aid, Produce Flame, Resist Energy</i> ; 3 <sup>rd</sup> level: <i>Heroism, Remove Curse, Suggestion</i> ; 4 <sup>th</sup> : <i>Magic Weapon (Greater), Voice of the Dragon</i> ; DC (Cha) 1 + spell level)
<b>Special Qualities:</b>	do not age, immune to disease, low-light vision, +2 bonus vs spells	do not age, immune to disease, low-light vision, +2 bonus vs spells; Favorite craft (Blacksmithing, Weaponsmithing), reduce xp cost (Craft Magic Arms and Armor, Forge ring)
<b>Saves:</b>	Fort +6, Ref +3, Will +2 (saves do not include +2 vs spells)	Fort +3, Ref +3, Will +8 (saves do not include +2 vs spells)
<b>Abilities:</b>	Str 14, Dex 12, Con 12, Int 12, Wis 10, Cha 11	Str 12, Dex 11, Con 11, Int 16, Wis 12, Cha 13
<b>Skills:</b>	Climb +2, Handle Animal +2, Heal +2, Listen +4, Ride +2, Search +4, Spot +4, Survival +2	Appraise +6, Craft (Armorsmithing +11, Blacksmithing +20, Weaponsmithing + 15), Diplomacy + 6, Heal +5, Hide +6, Knowledge (Arcana, History, Local, Nature) +8, Listen +7, Move Silently +4, Open Lock +4, Profession (Smith) +7, Search +8, Spellcraft + 8, Spot +7, Survival +4
<b>Feats:</b>	Cleave, Cold Endurance, Mounted Combat, Power Attack, Power Critical, Weapon Focus (longsword), Weapon Specialisation (longsword)	Brew Potion, Cold Endurance, Craft Magic arms and Armor, Empower Spell, Extend Spell, Forge Ring, Weapon Focus (longsword)
<b>Environment:</b>	Any	Any
<b>Organization:</b>	Squad (2–4 7 <sup>th</sup> level)	Alone, or with 2 8 <sup>th</sup> -10 <sup>th</sup> companions)
<b>Challenge Rating:</b>	8	11
<b>Treasure:</b>	Standard, +1 Keen Longsword, +2 Halfplate	Double Standard, Ring of protection +2, +1 Holy Longsword, Fire resistance HalfPlate
<b>Alignment:</b>	Usually neutral good	Usually neutral good
<b>Advancement:</b>	By character class	By character class
<b>Level Adjustment:</b>	+1	+1

Those two are examples of Noldor elves; the first is a fighter of the first age, the second an artificer of the second age. Noldors are beings of great knowledge, versed in lore and possessing powerful magical items.

## COMBAT

Noldor elves are fearsome fighters, who are not afraid to face apparently overwhelming odds thanks

to their personal power and magic equipment.

## ENT (and Huorn)



	Large Plant
<b>Hit Dice:</b>	8d8+48 (84 hp)
<b>Initiative:</b>	-
<b>Speed:</b>	30 ft. (6 squares)
<b>Armor Class:</b>	17 (-1 size, +8 natural), touch 9, flat-footed 17
<b>Base</b>	+6/+17
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Slam +11 melee (2d6+6)
<b>Full Attack:</b>	2 slams +11 melee (2d6+6)
<b>Space/Reach:</b>	10 ft./10 ft.
<b>Special Attacks:</b>	double damage against objects
<b>Special Qualities:</b>	Commune with nature, Damage reduction 10/slashing, , plant traits,
<b>Saves:</b>	Fort +10, Ref +1, Will +7
<b>Abilities:</b>	Str 23, Dex 10, Con 22, Int 12, Wis 17, Cha 12
<b>Skills:</b>	Diplomacy +3, Hide -9*, Intimidate +6, Knowledge (nature) +6, Listen +8, Sense Motive +8, Spot +8, Survival +8 (+10 above ground)
<b>Feats:</b>	Improved Sunder, Iron Will, Power Attack
<b>Environment:</b>	Temperate forests
<b>Organization:</b>	Solitary or grove (4-7)
<b>Challenge Rating:</b>	8
<b>Treasure:</b>	Standard
<b>Alignment:</b>	Usually neutral good
<b>Advancement:</b>	9-15 HD (Huge);
<b>Level Adjustment:</b>	+5

\* +16 hide bonus in forested area

Powerful and quiet, the Ents are physically the most powerful of Eru's speaking children. They are a peace-loving race, usually content to rest and tend the trees of their forests, but when roused to anger they can become an army of terrible strength. An Ent may work in few seconds the devastation which natural trees work in years, ripping stone and rocks with their bare hands.

Each ent resembles the kind of tree he herds; usually an ent is about 20 feet tall, with a "trunk" about 2 feet in diameter; a motionless treant is nearly indistinguishable from a tree.

Treants speak their own language, plus the language of elves and men.

## COMBAT

Ents prefer to watch potential foes carefully before attacking.

**Commune with nature (Sp):** An ent can commune with nature once per day as a spellcaster of the same level as his HD's.

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

## Huorn

Huorns are ents that become more tree-like, moving and communicating with other ents less and less. They share the same characteristics of ents, unless they become rooted. In this case, they lose the ability to move (dex become 0), but acquire magic spells and the subtle ability to control the entire forest in a given range. Alignment becomes neutral evil, as rooted huorns are always ill-disposed against any trespasser of "their" forests.

### Rooted Huorn:

as ents, remove speed and slam attack. Gains 1 spellcaster level every 2 HD's, with access to air/water, beasts, illusion and sorcery spheres; gains silent spell and still spell feats. Use wisdom as spellcasting relevant ability. Common spells known are *daze, sleep, cause fear, enthrall, hold person, fog cloud, minor image, deep slumber, suggestion, entangle*. A rooted Huorn gains the ability to control the vegetation nearby, in a range equal to his "commune with nature" power. The ability takes the form of a subtle control of plants and trees, so that all vegetation in a given direction becomes difficult terrain, reducing movement in that direction by half.

A Rooted Huorn may use his "commune with nature" power to become aware of trespassers, and use his control forest ability to repel or attract victims nearby.

Some Rooted huorns become so malicious they start to consume living creatures. They try to attract trespassers near their trunk using suggestions or illusion spells, and then they grapple them, forcing the victims inside their trunk. A victim must win a grapple check against a branch attack, or the next round be imprisoned (partly or fully) inside the huorn's body. A partly imprisoned victim may wiggle free by winning a grapple check at -4; a fully imprisoned victim may get out by winning a grapple check at -8. An huorn will release a victim if he takes damage equivalent to a third of his hp's. A Huorn may damage a trapped victim, delivering 1d8 + huorn's bonus strength (fully imprisoned) or 1d4 + half the huorn's bonus strength (partly imprisoned) of crush damage. Once the victim dies, the Huorn slowly consumes his body.

## FELL BEAST

Huge Magical Beast	
<b>Hit Dice:</b>	6d10+24 (57 hp)
<b>Initiative:</b>	1
<b>Speed:</b>	10 ft. (2 squares), fly 60 ft. (average)
<b>Armor Class:</b>	14 (-2 size, +1 Dex, +5 natural), touch 9, flat-footed 13
<b>Base</b>	+6/+17
<b>Attack/Grapple:</b>	
<b>Attack:</b>	bite +9 melee (1d8+5)

<b>Full Attack:</b>	bite +9 melee (1d8+5)
<b>Space/Reach:</b>	10 ft./10 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision
<b>Saves:</b>	Fort +9, Ref +6, Will +3
<b>Abilities:</b>	Str 20, Dex 13, Con 19, Int 3, Wis 13, Cha 9
<b>Skills:</b>	Listen +4, Sense Motive +3, Spot +6
<b>Feats:</b>	endurance, flyby attack, snatch
<b>Environment:</b>	any
<b>Organization:</b>	Solitary
<b>Challenge Rating:</b>	5
<b>Treasure:</b>	None
<b>Alignment:</b>	Usually neutral evil
<b>Advancement:</b>	-

Fell Beasts are winged creatures created by Sauron to act as aerial steeds for his Nazgul. They resemble huge, featherless birds, with skin tough and leathery.

## COMBAT

Fell Beasts can snatch their prey and let it drop to its death.

## GIANT

	Large Giant
<b>Hit Dice:</b>	14d8+56 (119 hp)
<b>Initiative:</b>	+2
<b>Speed:</b>	30 ft. in hide armor; base speed 40 ft.
<b>Armor Class:</b>	25 (-1 size, +2 Dex, +11 natural, +3 hide), touch 11, flat-footed 23
<b>Base Attack/Grapple:</b>	+10/+22
<b>Attack:</b>	Greatclub +17 melee (2d8+12) or slam +17 melee (1d4+8) or rock +11 ranged (2d8+12)
<b>Full Attack:</b>	Greatclub +17/+12 melee (2d8+12) or 2 slams +17 melee (1d4+8) or rock +11 ranged (2d8+12)
<b>Space/Reach:</b>	10 ft./10 ft.
<b>Special Attacks:</b>	Rock throwing
<b>Special Qualities:</b>	Low-light vision, rock catching
<b>Saves:</b>	Fort +13, Ref +6, Will +7
<b>Abilities:</b>	Str 27, Dex 15, Con 19, Int 10, Wis 12, Cha 11
<b>Skills:</b>	Climb +11, Hide +6*, Jump +11, Spot +12
<b>Feats:</b>	Combat Reflexes, Iron Will, Point Blank Shot, Power Attack, Precise Shot
<b>Environment:</b>	Temperate mountains
<b>Organization:</b>	Solitary, gang (2–5), band (6–9 plus 35% noncombatants),
<b>Challenge Rating:</b>	9
<b>Treasure:</b>	Standard
<b>Alignment:</b>	Usually neutral
<b>Advancement:</b>	By character class
<b>Level Adjustment:</b>	+4

Giant inhabit the high peaks of the major mountain ranges. They are wild and dim-witted creatures who live by themselves, with little or no contact with other races. They love to come out their lairs during great storms, to play rock-throwing.

## COMBAT

Giants fight from a distance whenever possible, but if they can't avoid melee, they use gigantic clubs.

**Rock Throwing (Ex):** The range increment is 180 feet for a giant's thrown rocks. It uses both hands when throwing a rock.



**Rock Catching (Ex):** A giant gains a +4 racial bonus on its Reflex save when attempting to catch a thrown rock.

**Skills:** \*A giant gains a +8 racial bonus on Hide checks in rocky terrain.

### GIANTS AS CHARACTERS

Strong, silent loners, giant characters are a rare sight in human lands.

Giant characters possess the following racial traits.

— +16 Strength, +4 Dexterity, +8 Constitution, +2 Wisdom.

—Large size. –1 penalty to Armor Class, –1 penalty on attack rolls, –4 penalty on Hide checks, +4 bonus on grapple checks, lifting and carrying limits double those of Medium characters.

—Space/Reach: 10 feet/10 feet.

—A Giant’s base land speed is 40 feet.

—low-light vision.

—Racial Hit Dice: A Giant begins with fourteen levels of giant, which provide 14d8 Hit Dice, a base attack bonus of +10, and base saving throw bonuses of Fort +9, Ref +4, and Will +4.

—Racial Skills: A Giant’s levels give it skill points equal to 17 x(2 + Int modifier). Its class skills are Climb, Hide, Listen, and Spot. A giant has a +8 racial bonus on Hide checks in rocky terrain.

—Racial Feats: A giant’s levels give it five feats.

— +11 natural armor bonus.

—Special Attacks (see above): Rock throwing.

—Special Qualities (see above): Rock catching.

—Automatic Languages: Giant.

—Favored Class: Warrior.

—Level adjustment +4.

### HOBBIT

<b>Hobbit, 1st-Level Warrior</b>	
	Small Humanoid (Hobbit)
<b>Hit Dice:</b>	1d8 (5 hp)
<b>Initiative:</b>	+1
<b>Speed:</b>	20 ft. (4 squares)
<b>Armor Class:</b>	16 (+1 size, +1 Dex, +3 studded leather, +1 light shield), touch 12, flat-footed 15
<b>Base Attack/Grapple:</b>	+1/–3
<b>Attack:</b>	Club +2 melee (1d4/x2) or sling +3 ranged (1d3/x2)
<b>Full Attack:</b>	Club +2 melee (1d4/x2) or sling +3 ranged (1d3/x2)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	Small creature (+1 to AC and attack rolls, use small weapons), +1 on ST
<b>Saves:</b>	Fort +3, Ref +2, Will +1
<b>Abilities:</b>	Str 10, Dex 13, Con 11, Int 10, Wis 9, Cha 9
<b>Skills:</b>	Climb +4, Hide +4, Listen +3, Move Silently +6
<b>Feats:</b>	Stealthy
<b>Environment:</b>	Temperate plains and hills
<b>Organization:</b>	Village (1-6 + 30–100 noncombatants plus 1 3rd-level major
<b>Challenge Rating:</b>	1/2
<b>Treasure:</b>	Standard
<b>Alignment:</b>	Usually neutral
<b>Advancement:</b>	By character class
<b>Level Adjustment:</b>	+0

Hobbits are the smallest of the speaking people, averaging about 3 feet tall. They are quick, agile and peaceful; they have hairy feet and go usually barefoot.

### COMBAT

Hobbits prefer to fight defensively, usually hiding and launching ranged attacks as the foe

approaches.

## MEARA

	Large Animal
<b>Hit Dice:</b>	4d8+16 (34 hp)
<b>Initiative:</b>	+3
<b>Speed:</b>	60 ft. (12 squares)
<b>Armor Class:</b>	16 (-1 size, +3 Dex, +4 natural), touch 12, flat-footed 13
<b>Base Attack/Grapple:</b>	+3/+11
<b>Attack:</b>	Hoof +6 melee (1d6+4)
<b>Full Attack:</b>	2 hooves +6 melee (1d6+4) and bite +1 melee (1d4+2)
<b>Space/Reach:</b>	10 ft./5 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +8, Ref +7, Will +2
<b>Abilities:</b>	Str 18, Dex 16, Con 18, Int 8, Wis 13, Cha 10
<b>Skills:</b>	Listen +5, Spot +4
<b>Feats:</b>	Endurance, Run
<b>Environment:</b>	Temperate plains
<b>Organization:</b>	Domesticated
<b>Challenge Rating:</b>	2
<b>Advancement:</b>	—
<b>Level Adjustment:</b>	—

Combining and exceeding the strength of a heavy warhorse and the speed of a light horse, mearas are the finest horses in Middle earth. Highly appreciated by any warrior, mearas however bear no rider but the kings and princes of Rohan (The Istari Gandalf being the only noteworthy exception).

**Carrying Capacity:** A light load for a meara is up to 300 pounds; a medium load, 301–600 pounds; and a heavy load, 601–900 pounds. A meara can drag 4,500 pounds

## MUMAKIL

	Huge Animal
<b>Hit Dice:</b>	15d8+105 (173 hp)
<b>Initiative:</b>	+0
<b>Speed:</b>	40 ft. (8 squares)
<b>Armor Class:</b>	16 (-2 size, +8 natural), touch 8, flat-footed 16
<b>Base Attack/Grapple:</b>	+11/+31
<b>Attack:</b>	Gore +21 melee (2d10+18)
<b>Full Attack:</b>	Slam +21 melee (2d6+12) and 2 stamps +18 melee (2d6+6); or gore +21 melee (2d10+18)
<b>Space/Reach:</b>	15 ft./10 ft.
<b>Special Attacks:</b>	Improved grab, toss, trample 2d8+18
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +16, Ref +5, Will +7
<b>Abilities:</b>	Str 34, Dex 10, Con 25, Int 2, Wis 13, Cha 8
<b>Skills:</b>	Listen +12, Spot +10
<b>Feats:</b>	Alertness, Endurance, improved bull rush, improved overrun, multi attack, power attack
<b>Environment:</b>	Warm plains
<b>Organization:</b>	Solitary or herd (6–30)
<b>Challenge Rating:</b>	9
<b>Advancement:</b>	16–25 HD (Huge);
<b>Level Adjustment:</b>	—

The huge Mumakil is related to the elephant, but is bigger, growing up to thirty feet in length and standing up to 17 feet at the shoulder. Haradrim use the Mumakil as beasts of war, building fighting towers to place on the backs of these large herbivores.

#### COMBAT

Mumakils can charge with deadly effect, trampling everything in their path.

**Trample (Ex):** Reflex half DC 29. The save DC is Strength-based.

#### NAZGUL (SEE SPECIFIC SECTION, CHAPTER 4.5)

#### ORC

	Orc, 1st-Level Warrior
	Medium Humanoid (Orc)
<b>Hit Dice:</b>	1d8+1 (6 hp)
<b>Initiative:</b>	+0
<b>Speed:</b>	30 ft. (6 squares)
<b>Armor Class:</b>	13 (+3 studded leather armor), touch 10, flat-footed 13
<b>Base</b>	+1/+2
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Falchion +2 melee (2d4+1/18–20) or javelin +1 ranged (1d6+1/x2)
<b>Full Attack:</b>	Falchion +3 melee (2d4+1/18–20) or javelin +1 ranged (1d6+1/x2)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	light sensitivity
<b>Saves:</b>	Fort +3, Ref +0, Will –1
<b>Abilities:</b>	Str 13, Dex 10, Con 12, Int 8, Wis 10, Cha 8
<b>Skills:</b>	Climb +2, Listen +3, Spot +3
<b>Feats:</b>	Alertness
<b>Environment:</b>	Temperate Mountains
<b>Organization:</b>	Gang (2–4), squad (11–20 plus 2 3rd-level sergeants and 1 leader of 3rd–4th level), or band (30–100 plus 100% noncombatants plus 1 3rd-level sergeant per 10 adults, 5 4th-level lieutenants, and 3 5th-level captains)
<b>Challenge Rating:</b>	1/2
<b>Treasure:</b>	Standard
<b>Alignment:</b>	Often chaotic or lawful evil
<b>Advancement:</b>	By character class
<b>Level Adjustment:</b>	+0

Cruel and malicious, orcs are the main opponent of every race (and adventurer) in Middle Earth. Orcs are humanoid in shape, squat and broad and usually shorter than a man's average height. They are bow-legged, with long arms, dark skin and fangs.

Most orcs encountered away from their homes are warriors; the information in the statistics block is for one of 1st level.

#### COMBAT

Orcs are proficient with all simple weapons. Many orcs who take up the warrior or fighter class also gain proficiency with the falchion or the greataxe as a martial weapon. They enjoy attacking from concealment and setting ambushes.

**Light Sensitivity (Ex):** Orcs are dazzled in bright sunlight or within the radius of a *daylight* spell.

#### ORCS AS CHARACTERS

**Orc Traits (Ex):** Orcs possess the following racial traits.

— +1 Strength, +1 Constitution, –1 Intelligence, –1 Wisdom, –2 Charisma.

—An orc's base land speed is 30 feet.

—Light Sensitivity: Orcs are dazzled in bright sunlight or within the radius of a *daylight* spell.

*The fall of Gondolin*



## HALF-ORCS

These orc–human crossbreeds were developed by Saruman. They are as tall as humans and a little heavier, thanks to their muscle. They have squinting eyes, sallow faces, jutting jaws, prominent teeth, and coarse body hair.

**Half-Orc Traits (Ex):** Half-orcs possess the following racial traits.

— +1 Strength, –1 Intelligence, –2 Charisma.

—Medium size.

—A half-orc’s base land speed is 30 feet.

—An half-orc is no discomfited by the sun at all

## SPIDER, monstrous

	<b>Monstrous Spider, Small</b>	<b>Monstrous Spider, Medium</b>
	Small magical beast	Medium magical beast
<b>Hit Dice:</b>	1d10 (6 hp)	2d10+2 (13 hp)
<b>Initiative:</b>	+3	+3
<b>Speed:</b>	30 ft. (6 squares), climb 20 ft.	30 ft. (6 squares), climb 20 ft.
<b>Armor Class:</b>	14 (+1 size, +3 Dex), touch 14, flat-footed 11	15 (+3 Dex, +2 natural), touch 12, flat-footed 13
<b>Base Attack/Grapple:</b>	+1/-5	+2/+3
<b>Attack:</b>	Bite +4 melee (1d4–2 plus poison)	Bite +5 melee (1d6 plus poison)
<b>Full Attack:</b>	Bite +4 melee (1d4–2 plus poison)	Bite +5 melee (1d6 plus poison)
<b>Space/Reach:</b>	5 ft./5 ft.	5 ft./5 ft.
<b>Special Attacks:</b>	Poison, web	Poison, web
<b>Special Qualities:</b>	Darkvision 60 ft., light sensitivity	Darkvision 60 ft., light sensitivity
<b>Saves:</b>	Fort +2, Ref +5, Will +0	Fort +4, Ref +6, Will +1
<b>Abilities:</b>	Str 7, Dex 17, Con 10, Int 6, Wis 10, Cha 6	Str 12, Dex 17, Con 13, Int 7, Wis 12, Cha 7
<b>Skills:</b>	Climb +11, Hide +11*, Jump –2*, Spot +4*	Climb +11, Hide +7, Jump +1, Spot +5
<b>Feats:</b>	Weapon Finesse	Weapon Finesse
<b>Environment:</b>	Temperate forests	Temperate forests
<b>Organization:</b>	Colony (2–20)	Colony (2–12)
<b>Challenge Rating:</b>	1/2	1
<b>Treasure:</b>	None	1/10 coins; 50% goods; 50% items
<b>Advancement:</b>	—	3 HD (Medium)
<b>Level Adjustment:</b>	—	—
	<b>Monstrous Spider, Large</b>	<b>Monstrous Spider, Huge</b>
	Large magical beast	Huge magical beast
<b>Hit Dice:</b>	4d10+12 (34 hp)	8d8+24 (60 hp)
<b>Initiative:</b>	+3	+3
<b>Speed:</b>	30 ft. (6 squares), climb 20 ft.	30 ft. (6 squares), climb 20 ft.
<b>Armor Class:</b>	16 (–1 size, +3 Dex, +4 natural), touch 12, flat-footed 13	18 (–2 size, +3 Dex, +7 natural), touch 11, flat-footed 15
<b>Base Attack/Grapple:</b>	+4/+11	+8/+21
<b>Attack:</b>	Bite +7 melee (1d8+3 plus poison)	Bite +11 melee (2d6+5 plus poison)
<b>Full Attack:</b>	Bite +7 melee (1d8+3 plus poison)	Bite +11 melee (2d6+5 plus poison)
<b>Space/Reach:</b>	10 ft./5 ft.	15 ft./10 ft.
<b>Special Attacks:</b>	Poison, web	Poison, web
<b>Special Qualities:</b>	Darkvision 60 ft., light sensitivity	Darkvision 60 ft., light sensitivity
<b>Saves:</b>	Fort +7, Ref +7, Will +3	Fort +11, Ref +9, Will +5
<b>Abilities:</b>	Str 16, Dex 17, Con 16, Int 10, Wis 14, Cha 9	Str 20, Dex 17, Con 20, Int 13, Wis 16, Cha 12
<b>Skills:</b>	Climb +14, Hide +10, Jump +7, Listen +6, Spot +12	Climb +14, Hide +10, Jump +7, Listen +6, Spot +12
<b>Feats:</b>	Alertness, Dodge	Alertness, Dodge, combat expertise
<b>Environment:</b>	Temperate forests	Temperate forests
<b>Organization:</b>	Solitary or colony (2–5)	Solitary or colony (2–4)
<b>Challenge Rating:</b>	2	6
<b>Treasure:</b>	1/10 coins; 50% goods; 50% items	1/10 coins; 50% goods; 50% items
<b>Advancement:</b>	5–7 HD (Large)	9–10 HD (Huge)
<b>Level Adjustment:</b>	—	—

Descendants of the foul Ungoliant, monstrous spiders are found in dark places far removed from the sun, like caves or deep woods. They are intelligent and can speak the black speech and a few words of the most common tongues. They also cooperate in hunting and trapping victims. As they increase in size they also increase in cunning and malice.

All monstrous spiders are aggressive predators that use their poisonous bites to subdue or kill prey.

They usually try to trap their victims with their web, or ambush them with a surprise attack. Then they keep them poisoned and “in storage” for a while.

**Light sensitivity (ex):** monstrous spiders shun light and avoid the light of the sun. This weakness increase as the spider grow in size, as follows:

Size	torchlight	sunlight
Small	No effect	Shun (2)
Medium	No effect	Avoid
Large	shun	Avoid (2)
Huge	Shun (2)	Avoid (3)

Shun: the spider won't willingly come near a torch or its bearer, unless ravenous

Shun (2): as shun, but the spider suffers -1 to attack rolls, saving throws and skill checks

Avoid: as shun (2), but the penalty increase to -2

Avoid (2): as shun (2), but the penalty increase to -3; spider must save (will DC 10) to resist remaining in the area

Avoid (3): as shun (2), but the penalty increase to -4; spider must save (will DC 13) to resist remaining in the area

**Poison (Ex):** A monstrous spider has a poisonous bite. The details vary by the spider's size, as shown on the table below. The save DCs are Constitution-based. The indicated damage is initial and secondary damage.

Size	Fort DC	Damage
Small	10	1d3 Str
Medium	12	1d4 Str
Large	13	1d6 Str
Huge	16	1d8 Str

**Web (Ex):** monstrous spiders often wait in their webs or in trees, then lower themselves silently on silk strands and leap onto prey passing beneath. A single strand is strong enough to support the spider and one creature of the same size. A monstrous spider can throw a web eight times per day. This is similar to an attack with a net (ranged touch attack) but has a maximum range of 50 feet, with a range increment of 10 feet, and is effective against targets up to one size category larger than the spider. An entangled creature can escape with a successful Escape Artist check or burst it with a Strength check. Both are standard actions whose DCs are given in the table below.

A monstrous spider often create sheets of sticky webbing from 5 to 60 feet square, depending on the size of the spider. They usually position these sheets to snare flying creatures but can also try to trap prey on the ground. Approaching creatures must succeed on a DC 20 Spot check to notice a web; otherwise they stumble into it and become trapped as though by a successful web attack. Attempts to escape or burst the webbing gain a +5 bonus if the trapped creature has something to walk on or grab while pulling free. Each 5-foot section has the hit points given on the table; sheet webs have damage reduction 5/—.

A monstrous spider can move across its own web at its climb speed and can pinpoint the location of any creature touching its web.

Size	Escape Artist DC	Break DC	Hit Points
Small	10	14	4
Medium	12	16	6
Large	13	17	12
Huge	16	20	14

**Skills:** Monstrous spiders have a +4 racial bonus on Hide and Spot checks and a +8 racial bonus on Climb checks. A monstrous spider can always choose to take 10 on Climb checks, even if rushed or threatened. Monstrous spiders use either their Strength or Dexterity modifier for Climb checks, whichever is higher.

## SPIRIT OF THE DEAD



Medium-sized undead

<b>Hit Dice:</b>	1d12 (7 hp)
<b>Initiative:</b>	-
<b>Speed:</b>	-
<b>Armor Class:</b>	Not applicable
<b>Base Attack/Grapple:</b>	Not applicable
<b>Attack:</b>	Not applicable
<b>Full Attack:</b>	Not applicable
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Suggestion
<b>Special Qualities:</b>	Immune to physical attacks
<b>Saves:</b>	Fort +3, Ref +12, Will +9
<b>Abilities:</b>	Str -, Dex -, Con -, Int 11, Wis 13, Cha 12
<b>Skills (when applicable):</b>	Bluff +5, Diplomacy +5, Knowledge (history +5, local +5)
<b>Feats (when applicable):</b>	persuasive
<b>Environment:</b>	Temperate marshes
<b>Organization:</b>	Solitary, pair, or group (3–4)
<b>Challenge Rating (when applicable):</b>	1
<b>Treasure:</b>	1/10 coins; 50% goods; 50% items
<b>Alignment:</b>	Usually chaotic evil
<b>Advancement:</b>	-
<b>Level Adjustment:</b>	-

Also called dead faces, or corpse-candles or corpse-lanterns, those beings are undead spirits that can create the illusion of being a whole creature. They lurk in the water and exudes a tiny light. One in ten of those spirits is particularly powerful and more aware of his surroundings, and can actively seek prey by attaching to the light a suggestion spell that brings the victim into the water, where it can drown as the spirit feeds on its life essence.

Those beings are trapped in an unending half-death, and usually cannot be physically interacted with. They are however sensible to magic, and can be destroyed by spells.

It is possible to interact with the more powerful spirits, who may be knowledgeable about events of the age when they were alive.

## COMBAT

Spirits of the dead usually do not present danger to travellers. The most powerful of them however confuse and bewilder adventurers, luring them near their watery graves. A character drawn by the light near the water must resist a powerful suggestion spell (usually helping someone out of the water, or suggesting there's a treasure under the water). If the victim fails a Will save (DC 15), he falls into the water, with a penalty to -5 to his swimming check. If the victim drowns, the spirit takes nourishment from the vital energy of his victim.

## TROLL (and Olog)

	<b>Troll</b>	<b>Olog, 1th-Level Fighter</b>
	Large Giant	Large Giant
<b>Hit Dice:</b>	5d8+15 (41 hp)	5d8+15 plus 1d10+3 (50 hp)
<b>Initiative:</b>	-1	+0
<b>Speed:</b>	40 ft.	40 ft. in hide armor
<b>Armor Class:</b>	16 (-1 size, -1 Dex, +5 natural, +3 hide armor), touch 8, flat-footed 16	17 (-1 size, -1 dex, +5 natural, +4 Scale mail), touch 8, flat-footed 17
<b>Base Attack/Grapple:</b>	+3/+12	+3/+12
<b>Attack:</b>	Greatclub +8 melee (2d8+7) or javelin +1 ranged (1d8+5)	Iron Greatclub +8 melee (2d10+7) or javelin +1 ranged (1d8+5)
<b>Full Attack:</b>	Greatclub +8 melee (2d8+7) or javelin +1 ranged (1d8+5)	Iron Greatclub +8 melee (2d10+7) or javelin +1 ranged (1d8+5)
<b>Space/Reach:</b>	10 ft./10 ft.	10 ft./10 ft.
<b>Special Attacks:</b>	—	-
<b>Special Qualities:</b>	low-light vision, turn to stone in sunlight	low-light vision
<b>Saves:</b>	Fort +7, Ref +0, Will +1	Fort +7, Ref +0, Will +1
<b>Abilities:</b>	Str 21, Dex 8, Con 16, Int 7, Wis 10, Cha 9	Str 21, Dex 8, Con 16, Int 8, Wis 10, Cha 9
<b>Skills:</b>	Climb +6, Listen +2, Spot +2	Climb +6, Listen +4, Spot +4
<b>Feats:</b>	Toughness, Weapon Focus (greatclub)	Power Attack, Toughness, Weapon Focus (greatclub)
<b>Environment:</b>	Temperate hills and forests	Temperate hills and forests
<b>Organization:</b>	Solitary, pair, gang (3-4), or band (5-8)	Solitary, pair, gang (3-4), or band (5-8)
<b>Challenge Rating:</b>	4	5
<b>Treasure:</b>	Standard	Standard
<b>Alignment:</b>	Usually chaotic evil	Usually chaotic evil
<b>Advancement:</b>	By character class	By character class
<b>Level Adjustment:</b>	+3	+3

Trolls are huge and foul creatures bred by Morgoth. Standing around 10 feet tall, their skin is stone-like, and they cannot abide direct sunlight, turning to stone when exposed to it (they won't turn to stone in cloudy conditions).

## COMBAT

Trolls favor overwhelming odds, sneak attacks, and ambushes over a fair fight. They are intelligent enough to fire ranged weapons first to soften up their foes before closing.

**Turn to stone in sunlight:** A troll exposed to direct sunlight must save (Fortitude save at -2) or be confused; it can take only a single move action or attack action and is turned to stone in the next round if it cannot escape.



## OLOG-HAI

Created by Sauron from trollish race to resist the light of day, Olog-hai are a terror to behold.

### COMBAT

More intelligent than trolls, Olog-hai may learn to fight together. A group of Olog-hai using their powerful greatclubs may destroy a wall of shields in seconds, and only the strongest fighters may stand to their charge.

## URUK HAI

<b>Uruk-hai, 1st-Level Warrior</b>	
	Medium Humanoid
<b>Hit Dice:</b>	1d8+2 (7 hp)
<b>Initiative:</b>	+1
<b>Speed:</b>	30 ft. (6 squares)
<b>Armor Class:</b>	15 (+1 Dex, +3 studded leather, +1 light shield), touch 11, flat-footed 14
<b>Base</b>	+1/+3
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Longsword +3 melee (1d8+2/19–20) or javelin +2 ranged (1d6+1)
<b>Full Attack:</b>	Longsword +3 melee (1d8+2/19–20) or javelin +2 ranged (1d6+1)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Darkvision 60 ft.
<b>Saves:</b>	Fort +4, Ref +1, Will –1
<b>Abilities:</b>	Str 14, Dex 13, Con 14, Int 10, Wis 9, Cha 9
<b>Skills:</b>	Hide +2, Intimidate +3, Listen +2, Move Silently +3, Spot +2
<b>Feats:</b>	Alertness
<b>Environment:</b>	any
<b>Organization:</b>	Gang (4–9), warband (10–24)
<b>Challenge Rating:</b>	1
<b>Treasure:</b>	Standard
<b>Alignment:</b>	Usually lawful evil
<b>Advancement:</b>	By character class
<b>Level Adjustment:</b>	+1

Breed by Sauron to be stronger than common orcs, uruk-hai are also more intelligent and cunning, and compose the elite of orcs armies and warbands.

Uruk-hai appears more human-like than orcs, and taller. Uruks are also immune to the light sensitivity of their smaller brethren. Most Uruks are warriors, but a number of them are fighters or even rangers; the information in the statistics block is for a 1st level warrior.

### COMBAT

Uruk-hai fight in a more organized way than common orcs, and have usually better weapons and armors.

**Skills:** Uruk-hai have a +2 bonus on intimidate checks.

### URUK-HAI CHARACTERS

Uruk-hai characters possess the following racial traits.

— +2 Strength, +1 Dexterity, +2 Constitution, -1 Intelligence, -1 Wisdom.

—An Uruk-hai base land speed is 30 feet

—*Level adjustment +1.*

## VAMPIRE

<b>Medium monstrous humanoid</b>	
<b>Hit Dice:</b>	5d8+8 (30 hp)
<b>Initiative:</b>	+6
<b>Speed:</b>	30 ft. , flying 60 ft (good)
<b>Armor Class:</b>	20 (+6 Dex, +4 natural), touch 16, flat-footed 14
<b>Base Attack/Grapple:</b>	+5/+8
<b>Attack:</b>	Claw + 8 melee (1d6+3)
<b>Full Attack:</b>	2 claws + 8 melee (1d6+3) and 1 bite + 3 melee (1d6+1) or

	by weapon type
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	wounding bite
<b>Special Qualities:</b>	low-light vision
<b>Saves:</b>	Fort +4, Ref +10, Will +6
<b>Abilities:</b>	Str 17, Dex 22, Con 17, Int 11, Wis 14, Cha 14
<b>Skills:</b>	Hide +9, Listen +4, Move Silently +9, Spot +5,
<b>Feats:</b>	Dodge, Mobility
<b>Environment:</b>	any
<b>Organization:</b>	Solitary, pair, or group (3-6)
<b>Challenge Rating:</b>	4
<b>Treasure:</b>	standard coins, double items
<b>Alignment:</b>	Usually neutral evil
<b>Advancement:</b>	6–12 HD (Large)
<b>Level Adjustment:</b>	-

Middle Earth vampires appear as gigantic bats with the faces of hideous men or women and equipped with powerful claws on their feet. They are very good flyers and were used by Morgoth and Sauron as scouts, spies or messengers.

### COMBAT

Vampires stalk their prey and attack by ambushing their victims. They like to strike with a bite and fly out of reach, weakening their victims until they can administer a final attack. Some of them are very old and may have spellcaster abilities (mage level equal to their HD's)

**Wounding:** a vampire that hits a victim with his bite deals 1 point of constitution ability damage.

### WARG

	Medium Animal
<b>Hit Dice:</b>	3d8+4 (20 hp)
<b>Initiative:</b>	+2
<b>Speed:</b>	50 ft. (10 squares)
<b>Armor Class:</b>	14 (+2 Dex, +2 natural), touch 12, flat-footed 12
<b>Base</b>	+1/+2
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Bite +3 melee (1d6+1)
<b>Full Attack:</b>	Bite +3 melee (1d6+1)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Trip
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +5, Ref +5, Will +1
<b>Abilities:</b>	Str 13, Dex 15, Con 15, Int 7, Wis 12, Cha 9
<b>Skills:</b>	Hide +2, Listen +3, Move Silently +3, Spot +3, Survival +1*
<b>Feats:</b>	Track, Weapon Focus (bite)
<b>Environment:</b>	Temperate forests
<b>Organization:</b>	Solitary, pair, or pack (7–16)
<b>Challenge Rating:</b>	2
<b>Treasure:</b>	-
<b>Alignment:</b>	Neutral evil
<b>Advancement:</b>	4–6 HD (Large)
<b>Level Adjustment:</b>	-

Wargs are wolves corrupted by evil. Similar to big wolves (3 HD or more), they have an evil will and cunning intelligence, and they are capable of speech. They are sometimes used by orcs as steeds.

### COMBAT

**Trip (Ex):** A warg that hits with a bite attack can attempt to trip the opponent (+1 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt

fails, the opponent cannot react to trip the warg.

**Skills:** \*Wargs have a +4 racial bonus on Survival checks when tracking by scent.

## WERE WOLF

	Medium Magical Beast
<b>Hit Dice:</b>	4d10+16 (38 hp)
<b>Initiative:</b>	+2
<b>Speed:</b>	50 ft. (10 squares)
<b>Armor Class:</b>	15 (+2 Dex, +3 natural), touch 12, flat-footed 13
<b>Base</b>	+4/+7
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Bite +7 melee (1d8+3)
<b>Full Attack:</b>	Bite +7 melee (1d8+3)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Trip, Improved grab, jaw lock
<b>Special Qualities:</b>	Darkvision 60 ft., low-light vision, scent
<b>Saves:</b>	Fort +8, Ref +6, Will +3
<b>Abilities:</b>	Str 16, Dex 15, Con 18, Int 11, Wis 14, Cha 13
<b>Skills:</b>	Hide +4, Listen +6, Move Silently +6, Spot +6, Survival +2*
<b>Feats:</b>	Alertness, Track
<b>Environment:</b>	Temperate plains
<b>Organization:</b>	Solitary or group (3–6)
<b>Challenge Rating:</b>	3
<b>Treasure:</b>	1/10 coins; 50% goods; 50% items
<b>Alignment:</b>	Usually neutral evil
<b>Advancement:</b>	5–6 HD (Medium); 7–16 HD (Large)
<b>Level Adjustment:</b>	+1 (cohort)

Note: maximum hd is 12 for second age and 8 for the third age.

Middle earth werewolves are not shapeshifters. Instead, they are evil spirits imprisoned in a wolfish form.

A werewolf appears a black wolf with eyes shining red in the dark, big as a Warg or bigger.

### COMBAT

**Improved Grab:** to use this ability, a werewolf must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can lock his jaws on the opponent.

**Jaw lock:** a werewolf may maintain a hold once he bites the victim, inflicting automatic bite damage every round with a successful grapple check

**Fear aura (only if Large):** A werewolf is surrounded by an aura of fear. At the sight of a werewolf, the viewer must succeed in a will save or be paralysed with fear for 1d4 rounds. Whether or not the save is succesful, that creature cannot be affected again for one day. DC will save is 13.

**Trip (Ex):** A werewolf that hits with a bite attack can attempt to trip the opponent (+3 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the worg.

**Skills:** A werewolf has a +1 racial bonus on Listen, Move Silently, and Spot checks, and a +2 racial bonus on Hide checks.

\*A werewolf has a +4 racial bonus on Survival checks when tracking by scent.

## CHAPTER 4 – CHARACTERS AND UNIQUE CREATURES

In this chapter we provide stats for many of the unique beings described in Tolkien's legendarium. We will provide, using the 3.5 D&D format, the characteristics of the powerful Valar, Maiar and Istari, of the great elf lords and the mighty human heroes, of the nazgûl and the horrible beasts who fought against the free people age after age, down to the small hobbits who managed to save Middle Earth from the shadow of Sauron.

While reading the entries of the main characters in Chapter 4, you will encounter boxed texts called “technicalities”, where a possible description and explanation (in a Td20 rules framework) of some of the most iconic fights described in Tolkien's opera is given.

### 4.1 – Ainur (Valar and Maiar)

Ainur (sing. Ainu) are divine and immortal spirits living with the supreme spirit, Eru. When their music, given shape by Eru, created Arda, some of them decided to enter into the material world; in doing so, they assumed a “fana”, a physical manifestation. The most powerful of the Ainur are the Valar; Maiar act as servants of the Valar.

#### THE AINUR TEMPLATE

The ainur template is the base format to describe valar and maiar. The template follows the divine template provided for in D&D 3.5 OGL, with some changes needed to adapt it to Tolkien's cosmology. The main difference is that the template is somehow less powerful than the full D&D divine template. The reason is that while D&D divine beings have power deriving from their followers and churches, ainur have only their intrinsic abilities and do not enjoy the additional power coming from a collective belief in their existence; they however exist even if no one believes in them. Ainur are not concepts personified like other deities; this means that an Ainu is not tied to the ebbs and flows of a faith.

The great majority of Valar and Maiar live in a continent, Aman, different from the material plane which is Middle Earth. Aman is however fully part of Ea, even if metaphysically separated from it since the Sundering of Numenor in the second age. Ainur cannot form an avatar, but they must physically reach Middle Earth if they wish to interact with the beings living there.

The following section points out the main differences between a standard divine template and the Ainur's.

**Divine Ranks (DR):** Each ainu has a divine rank. An ainu's divine rank determines how much power the entity has. An ainu's divine rank may change over time, depending on how long the ainu has over the material plane and the essence he/she puts into creation of beings.

Maiar have divine rank ranging from 0 to 8. The less powerful of the maiar are quasi-divine beings, while the strongest reach the equivalent power of a lesser deity.

Valar have divine rank 9-18. Valar power range from lesser deity up to greater deity.

Iluvatar is a superior deity (Rank 21+).

**Levels:** Ainur are outsiders ranging from 20 to 65 HD; those with a DR have as many character class levels as HD. Attack bonus and saves are calculated as normal, using the outsider stats (hp, saves, to hit rolls, ecc); the benefits deriving from class levels are then added. (exception: istari at their arrival have usually less class levels than HD; as they learn new abilities, class levels catch up with his HD's)

**Hit Points:** Ainur do not receive maximum hit points for each Hit Die. Calculate 4.5 hp per HD, rounded up.

**Speed:** as deities rules. Usual speed will be 60 ft for a medium-sized ainu.

**Armor Class:** A field of divine energy encompasses an ainu's body, granting it a divine Armor Class bonus equal to its divine rank. This bonus stacks with all other Armor Class bonuses and is effective against touch attacks and incorporeal touch attacks.

Many ainur have other Armor Class bonuses as noted in their individual descriptions. They also add the Defensive bonus from class levels.

**Attacks:** An Ainu's Hit Dice determines its base attack bonus and number of attacks (being outsiders with at least 20 HD's, they usually have four attacks per round as full attack option when using a weapon); an ainu has no attack bonus for his/her DR.

The natural attacks of ainur, as well as any weapons they wield, are considered aligned the same as the ainur for the purposes of bypassing damage reduction.

**Rolls:** Ainur with high divine rank do not automatically get the best result possible on any check, saving throw, attack roll, or damage roll.

**Saving Throws:** An ainu's outsider Hit Dice determines its base saving throw bonuses. An ainu gets its divine rank as a divine bonus on all saving throws.

**Checks:** an ainu does not add its DR to ability checks, nor do they always get an automatic 20.

**Portfolios and Domains:** similar to deities, ainur have portfolios and domains. Every ainu of rank 1 or higher has at least limited knowledge and control over some aspect of mortal existence. An ainu's connection to its portfolio gives it a number of powers. Ainur with a DR of 1-5 have 1 domain (there's however the possibility to use the "Extra domain" divine ability to "buy" an extra domain); every ainur with a DR of 6 or more has two domains, plus additional ones if said divine ability is used.

**Immortality:** All ainur (even those of rank 0) are naturally immortal and cannot die from natural causes. Ainur do not age, and they do not need to eat, sleep, or breathe (exception: istari must sleep, rest, eat and drink). The only way for an ainu to die is through special circumstances, usually by being slain in magic or physical combat. Ainur of rank 1 or higher are not subject to death from massive damage.

**Divine Aura:** The mere presence of an ainu of rank 1 or higher can deeply affect mortals and beings of lower divine rank. All divine aura effects are mind-affecting, extraordinary abilities. Mortals and other ainur of lower rank can resist the aura's effects with successful Will saves; the DC is 10 + the ainu's rank + the ainu's Charisma modifier. Ainur are immune to the auras of ainur of equal or lower rank. Any being who makes a successful saving throw against an ainu's aura power becomes immune to that ainu's aura power for one day. Divine aura is an emanation that extends around the ainur in a radius whose size is a function of divine rank. The ainu chooses the size of the radius and can change it as a free action. If the ainu chooses a radius of 0 feet, its aura power effectively becomes non-functional. When two or more ainur's auras cover the same area, only the aura that belongs to the ainu with the highest rank functions. If divine ranks are equal, the auras coexist.

Divine Rank	Divine Aura Size
1–5	10 ft./rank
6–10	100 ft./rank
11–15	100 yards/rank
16–20	1 mile/rank

The ainu can make beings of its alignment immune to the effect as a free action. The immunity lasts one day or until the ainu dismisses it. Once affected by an aura power, creatures remain affected as long as they remain within the aura's radius. The ainu can choose from the following effects each round as a free action.

*Daze:* Affected beings just stare at the ainu in fascination. They can defend themselves normally but can take no actions.

*Fright:* Affected beings become shaken and suffer a –2 morale penalty on attack rolls, saves, and checks. The merest glance or gesture from the ainu makes them frightened, and they flee as quickly as they can, although they can choose the path of their flight.

*Resolve:* The ainu's allies receive a +4 morale bonus on attack rolls, saves, and checks, while the ainur's foes receive a –4 morale penalty on attack rolls, saves, and checks.

**Immunities:** Ainur have the following immunities. Individual ainur may have more immunities. Unless otherwise indicated, these immunities do not apply if the attacker is an ainu of equal or higher rank.

*Transmutation:* an ainu is immune to polymorphing, petrification, or any other attack that alters its form. Any shape-altering powers the ainu might have work normally on itself.

*Energy Drain, Ability Drain, Ability Damage:* an ainu is not subject to energy drain, ability drain, or ability damage.

*Energy Immunity:* ainur of rank 1 or higher are immune to electricity, cold, and acid, but not if the attacker is a ainur of higher divine rank. Some ainur have additional energy immunities.

ainur of rank 1 or higher are immune to disease and poison, and disintegration

ainur of rank 5 or higher are immune to paralysis and death effects.

**Damage Reduction:** An ainu has damage reduction as shown below

Divine Rank	Damage Reduction
0	10/epic
1-5	15/epic
6-10	20/epic
11-15	25/epic
16-18	30/epic

Note: Istari don't have any damage reduction, unless decreed by the valars. The only istari to retain a damage reduction is Gandalf the white.

If the ainu also has damage reduction from another source, this damage reduction does not stack with the damage reduction granted by divine ranks. Instead, the ainu gets the benefit of the best damage reduction in a given situation. Whenever an ainu has a second kind of damage reduction that might apply to an attack, that damage reduction is listed in parentheses after the damage reduction entry in the ainur's statistics block.

**Resistances:** All ainur have at least the following resistances. Individual ainur may have additional resistances.

*Energy Resistance:* An ainu has fire resistance of 5 + its divine rank.

*Spell Resistance:* An ainu has spell resistance of 32 + its divine rank.

**Salient Divine Abilities:** Every ainu of DR 1 or higher has a divine ability per divine rank (see Salient Divine Abilities).

**Domain Powers:** An ainu can use only the special powers associated to that domain, not the corresponding spells.

*Alter reality:* an Ainu can use limited wish (DR 1-5) or wish (DR 6+) regards his/her domains once every day. This ability costs no xp, and requires a standard action to implement.

A Wish spell may be used by an Ainu to duplicate (in conjunction with his/her domains) a spell of 8th level or lower, or create or improve a magic item or a nonmagical item of up to 10.000 gp in value. More powerful objects can be created, up to 70.000 gp, but the ainu must rest for a day for every 3000 gp equivalent exceeding the 10.000 gp base.

A Limited Wish spell may be used by an Ainu to duplicate (in conjunction with his/her domains) a spell of 6th level or lower, or create or improve a magic item or a nonmagical item of up to 5.000 gp in value. More powerful objects can be created, up to 35.000 gp, but the ainu must rest for a day for every 2000 gp equivalent exceeding the 5.000 gp base.

“Resting” means that the ainu can't use his/her divine abilities for the indicated time; this mean that very rarely will an ainu use his alter reality power to create magic items; the preferred way for an ainu to create magic items is via common item creation feats.

**Class abilities:** an Ainu has the powers, spells and abilities deriving from his/her class.

**Senses:** Ainur of rank 9 or higher have incredibly sensitive perception. Such an ainu's senses (including darkvision and low-light vision, if the ainu has them) extend out to a radius of one mile per divine rank. Perception is limited to the senses an ainur possesses.

*Remote Sensing:* An Ainu doesn't have a remote sensing ability. They can expand a divine ability slot to buy a specific power such as Divine perception or Far senses. An Ainu retains portfolio senses and remote communication (see below) to interact with the rest of the world.

**Portfolio Sense:** Ainur may perceive events regarding their portfolio. DR 1-5 ainur automatically sense any event that involves their portfolios and that involves two thousand or more people. DR 6-10 ainur sense any event affecting one thousand or more people. DR 11-15 ainur sense any event that affects five hundred or more people. DR 16-18 ainur automatically sense any event that involves their portfolios, regardless of the number of people involved. When an ainu senses an event, it merely knows that the event is occurring and where it is. The ainu receives no sensory information about the event.

**Automatic Actions:** Ainur don't have this special ability.

**Create Magic Items:** Ainur don't enjoy this special feature. If they want to create magic items they must use a specific feat, or the alter reality power associated to their domains.

**Communication:** An ainu of rank 1 or higher can understand, speak, and read any language, including nonverbal languages. The ainu can speak directly to any beings within one mile of itself per divine rank.

*Remote Communication and presence:* As a standard action, an ainu of rank 1 or higher can manifest his/her presence and send a communication to a remote location. The ainu must sense an event via his usual sensitive perception or via his portfolio senses, or thanks to a specific divine ability (such as divine perception or far senses). He can then manifest his presence in proximity of the event, perceiving with their senses the surroundings of the event in a radius of 100 ft + 20 ft per

divine rank. The ainu can then send a manifestation or omen, or speak to anyone in the indicated radius. The creature being contacted can receive a telepathic message that only it can hear. Alternatively, the ainu's voice can seem to issue from the air or the ground. In the latter case, anyone within earshot of the sound can hear it. Once communication is initiated, the ainu can continue communicating as a free action until it decides to end the communication.

If the ainu sent a manifestation instead of a spoken or telepathic message, he can use his/her spells through the manifestation.

The ainu must concentrate on a remote communication and presence. He can't do other things, except walking. An ainu can't exercise this power in a godly realm of another not willing ainu, unless he wins an opposite DR check (d20 + Divine Rank); the ainu master of the godly realm will be able to pinpoint the remote communication and presence.

**Godly Realm:** Each ainu of rank 1 or higher may designate a location that serves as a workplace, personal residence, audience chamber, and sometimes as a retreat or fortress. An ainu is at its most powerful within its godly realm. An ainu has at least modest control over the environment within its realm, controlling the temperature and minor elements of the environment. The radius of this control is a function of the ainu's rank and whether the realm is located on an Outer Plane or some other plane (including the Material Plane).

Divine Rank	Radius of Control	
	Material Plane (Aman)	Material Plane (Middle Earth)
1–5	100 yards./rank	100 ft./rank
6–10	1 mile	100 yards./rank
11–15	10 miles	2 miles
16–20	100 miles	20 miles

Within this area, the ainu can set any temperature that is normal for the plane where the realm is located (for the Material Plane, any temperature from –20°F to 120°F), and fill the area with scents and sounds as the ainu sees fit. Sounds can be no louder than one hundred humans could make, but not intelligible speech or harmful sound. The ainur's ability to create scents is similar. Ainur of rank 6 or higher can create the sounds of intelligible speech. A DR 1-5 or lesser ainu can erect buildings and alter the landscape, but must do so through its own labor, through magic, or through its divine powers.

In addition, an ainu of rank 11 or higher can erect buildings as desired and alter terrain to become any terrain type found on the Material Plane. These buildings and alterations are manifestations of the ainu's control over the realm.

A greater ainu (rank 16 or higher) also can perform any one of the following acts (not on Middle Earth):

- Change or apply an elemental or energy trait within the realm.
- Change or apply a time trait within the realm.
- Apply the limited magic trait to a particular sphere within the area, preventing such spells and spell-like abilities from functioning. The greater ainu's own spells and spell-like abilities are not limited by these restrictions.

Once an ainu sets the conditions in its realm, they are permanent, though the ainur can change them. As a standard action, the ainur can specify a new environmental condition. The change gradually takes effect over the next 10 minutes.

### SALIENT DIVINE ABILITIES

You may use the divine abilities presented in 3.5 OGL, with the following changes:

Alter form does not require alter size as prerequisite;

Divine blessing applies not only to mortals but also to elves, and has ability score prerequisite 35



instead of 40;

Divine gibness prerequisites are as follows: cha 26, 30 points on bluff skill;

Divine radiance: this ability do not requires sun domain as prerequisite;

Craft artifact does not require craft rod and craft wand feats as prerequisite;

Divine celerity has Dex 25 (and not 29) as prerequisite;

Divine creation has DR 15 (and not 16) as prerequisite;

Divine Rage has no barbarian class prerequisite;

Divine ranger has no wilderness lore prerequisite;

Energy storm has no prerequisite, and when using elemental energy deals only elemental damage (2 points of acid, cold, electricity, fire or sonic damage);

Indomitable strenght has no strenght domain as prerequisite;

Know Death also affects elves;

Lay Quest also affects elves;

Life and Death also affects elves;

Power of Luck has no prerequisite;

Shift form: this ability may be used to assume the form of an element, a substance or a living being tied with the ainur's portfolio, and it does not requires alter size as prerequisite;

Stride has no travel domain prerequisite;

Undead mastery do not requires cleric levels as prerequisite.

The following extra divine abilities are available to ainur:

**Cloud of Darkness**: creates a cloud of darkness max 100 y per DR, in which any sense or spell is blocked. To overcome it, an ainu must win a DR rank check. The creator of the cloud can choose who can see inside; duration is 1hour/DR.

**Cloud of Utterdarkness** (pre: Cloud of Darkness): as Cloud of Darkness, except range is up to one mile per DR, and DR rank checks made to overcome the effect of the cloud are made at -5, unless the opposing Ainu has the Light portfolio.

**Corrupt Species**: the ainu can corrupt an existing species. At the most basic level, the corrupted species has a -3 on charisma and turn to evil alignment. Other changes are possible.

**Divine area protection**: part of the power of the ainu is sacrificed in an area protection. Inside a max area of 20 miles radius/Divine rank, any being must win a contest against the power of the creator of the protected area to enter the warded zone (DC 10 + DR + cha bonus of the creator); the roll to succeed is d20 + cha bonus (if any) of the being. If the being fails, he cannot enter the warded area and suffers as many d6 of non-lethal damage as the DR of the ainu originating the Divine Area protection, and is dazed for 1d6 turns. If a being fails is first check, he has a -2 cumulative penalty on further tries. Example: a balrog (cha 22, +6 bonus) tries to penetrate inside an area warded by Melian (DR 5, cha bonus +8). The DC is 23 (10 + 5DR + 8 Cha bonus). The balrog succeed if he rolls 17 or more on a d20. If he fails, he takes 5d6 of nonlethal damage and is dazed for 1d6 turns. Next time the same balrog tries to enter, he must roll 19 to overcome the protection and acced to the warded area. As long as is mantained, the creator of the protected area sacrifices 2 other divine powers.

**Divine hope**: the ainu can restore hope. In a radius of 10 yards per divine rank, he can remove fear and grant a +4 bonus to saving throws, ability checks and morale checks for as many hours as DR. Also, the ainu may restore 1 hp of damage per divine rank. The ainu can use this power as he wishes, but only once per individual each day.

**Divine intercession**: the ainu is close in mind with the original principle of the creation, and can call on it to attain effects which are beyond evet the powers of ainur.

**Divine perception**: the ainu can simultaneouly perceive what all the creatures of a specific species perceive, or what the element he has domain upon perceive.

**Far senses**: the ainu can extend one of his senses on the entire surface of the world. The ainu can select an area of DR's miles (if DR 10 or more) or 100 yards/DR (if DR 9 or less) in radius and use

a specified sense (hearing, smell, or sight), which will extend to all the area selected.

**Hallowed tears:** The tears of the Ainu burn evil and heal other beings. A non-evil being coming into contact with the tears will immediately heal  $3d6 + 2$  hp per DR (so a being with 13 DR will heal with his/her tears  $3d6 + 26$  hp of damage to a single being). The effect only function once every day for a single being. The tears also grant +20 to any healing check made upon that being that day. If an evil being come in contact with the tears, it suffers  $1d6$  hp of damage + 1 per DR (no save) and it is confused for 1-6 rounds unless he succeed in a will save (DC  $10 + DR +$  cha bonus of the ainur).

**Magic control:** the ainu can prevent someone bested in a spell duel to regain magic powers.

**Poison of death:** the poison of the being it's so powerful, it may affect beings normally immune to poison (es other ainur). The ability can't however be used against beings with a higher DR.

**Sanctuary:** inside a determined, fixed area (for a maximum range of 10 miles per DR), the Ainu can air walk, perceive sentient creatures and add + 7 to his checks (including Divine Rank checks) and saves. The ainu receives an additional+5 bonus on knowledge (local) while inside the area.

**Song of sorrow:** the ainu can sing a mournful dirge that affect everybody in a 10yrds/DR. Effects are the same of divine inspiration (despair)

**Supreme performance** (pre: Irresistible performance): the ainu selects one of the effects of irresistible performance. The ainu can amplify the effect of the irresistible performance (which muust be going on since at least 10 rounds) to any beings in a radius of 100 feet +10 feet per DR. The ainu makes an ability check on the relevant skill (usually perform - oratory, or playing an instrument, or singing). An ainu can use "improved singing" and "major song" feats, if possessed, to grant additional bonuses to the ability check. All beings must save to avoid the effect. Will save is  $dc 10 + ainur dr + cha$  modifier + half the perform check. The ainu can continue her performance for a maximum of 10 rounds, and every round of uninterrupted performance inflicts a cumulative -1 penalty to the will save of all beings in radius, with a maximum of -10; every round of performance however inflicts to the performer a cumulative -1 ability damage to constitution.

**Wound transfer:** the ainu can heal hp or ability damage, with a maximum of 10 hp per divine rank or 1 point of ability damage per DR, transferring that damage upon itself.

#### 4.1.1 - VALAR

Valar are the mightiest beings of Arda. There are fifteen of them, but one, Melkor, the most powerful of them, was removed from the number of the exalted. All Valar are powerful beings whose Divine Rank goes from 18 to 9. With Melkor's (Morgoth) rebellion, fourteen Valar remained: seven male and seven female. Of those fourteen, eight called Aratar are more powerful than the other six, and their influence has greater impact on Arda.

In the following table there's a quick reference table to Valar ranked by power.

name	DR	HD	classes	str	dex	con	int	wis	cha	portfolio	domains	hp
Melkor - Morgoth	18 to 12	65	20 artificer, 40 mage, 5 fighter	32	24	35	40	24	40 to 32	Strife, war, discord, oppression, corruption, darkness, evil	Earth, Evil, Fire, Trickery, Tyrant	1073
Manwë	17	62	42 mage, 20 noble	30	30	33	33	40	40	Air, Birds, Good, Knowledge, Nobility, Sky, Weather	Air, Birds, Good, Knowledge, Nobility	961
Varda	17	62	42 mage, 20 noble	28	26	30	34	39	42	Beauty, Elves, Good, Light, Stars	Glory, Good, Nobility	899
Ulmo	16	60	4 fighter, 40 mage, 16 noble	32	28	36	25	38	38	Sea, Water	Ocean, Water	1050
Aulë	15	58	32 artificer, 26 mage	35	25	40	39	30	33	Crafts, Creation, Earth, Jewels, Metal, Mining	Artifice, Craft, Earth	1131
Yavanna	15	58	40 mage, 1 ranger, 17 noble	32	25	40	25	34	36	Beasts, Forests, Nature, Trees	Animal, Plant	1131
Mandos	14	55	40 mage, 15 noble	27	23	30	25	39	34	Death, Fate, Knowledge, Judgement, Prophecy	Destiny, Repose, Retribution	798
Oromë	14	55	50 ranger, 5 mage	38	38	35	20	25	33	Hunting, Wild beasts, Wilderness	Animal, Hunt	908
Nienna	13	52	40 mage, 12 noble	22	22	31	25	35	32	Endurance, hope, mercy, suffering	Endurance, Protection	754
Tulkas	12	52	52 fighter	54	30	46	18	16	32	Bravery, Hand-to-hand fighting, Strength	Courage, Strength	1170
Irmo	11	50	39 mage, 11 noble	24	28	27	25	30	31	Dreams, visions	Dream, Illusion	625
Este	11	50	39 mage, 11 noble	23	25	28	26	32	31	Kindness, Healing, Sleep, Repose	Repose, Healing	675
Vaire	10	46	39 mage, 6 noble, 5 expert	24	23	26	25	30	30	Time, Fate, Weaving	Fate, Time	575
Vana	10	45	35 mage, 5 noble, 5 expert	28	28	30	20	25	31	Youth, Flowers, Renewal	Plants, Renewal	653
Nessa	9	44	20 mage, 4 noble, 20 expert	27	33	28	19	22	32	Dance, Joy, Happiness	Joy, Feast	594

What follows now are the stats of the Aratar, the most powerful of the Valar, plus Tulkas, and their great enemy Morgoth.

## AULË

	Large Outsider (Ainur, Good)
<b>Divine Rank</b>	15
<b>Hit Dice and classes:</b>	58d8+870 (1131 hp); 32 Artificer, 26 Mage
<b>Initiative:</b>	+11
<b>Speed:</b>	60 ft
<b>Armor Class:</b>	59 (+15 divine, +7 dex, +7 natural, + 20 DB), touch 52, flat-footed 52
<b>Base Attack/Grapple:</b>	+58+73
<b>Attack:</b>	+77 hammer (4d8 + 19/19-20 x3) melee, or by spell
<b>Full Attack:</b>	+77/72/67/62 hammer (4d8 + 19/19-20 x3) melee, or by spell
<b>Space/Reach:</b>	10 ft./10 ft.
<b>Special Attacks:</b>	Domain powers; Divine abilities; Spells
<b>Special Qualities:</b>	Divine immunities; Divine senses; Divine aura (1500 yards radius, DC 36)
<b>Saves:</b>	Fort +61; Ref +53, Will +56
<b>Abilities:</b>	Str 35, Dex 25, Con 40, Int 39, Wis 30, Cha 33
<b>Skills:</b>	Appraise +64, Bluff +31, Climb +32, Concentration +45, Craft (Armorsmithing +74, Gemcutting +74, Metalworking +84, Stoneworking +92, Weaponsmithing +54), Decipher script +34, Diplomacy +45, Disable device +44, Disguise +31, Gather information +35, Handle animal +31, Heal +20, Hide +27, Intimidate +45, Jump +32, Knowledge (Arcana + 74, Architecture and engineering +74, Geography +64, Local +74, Nature +74, Nobility and royalty +60), Listen +40, Open lock +27, Profession (architect +60, engineer + 50, miner +57), Ride +27, Search +34, Sense motive + 40, Spellcraft +69, Spot +40, Swim +22
<b>Feats:</b>	Brew potion, Cleave, Combat casting, Combat expertise, Craft epic arms and armor, Craft epic staff, Craft epic wondrous item, Craft magic arms and armor, Craft staff, Craft wondrous item, Enhance spell, Epic reputation, Epic spell casting, Forge epic ring, Forge ring, Greater spell penetration, Heighten spell, Improve singing, Improved sunder, Improved critical (hammer), Improved disarm, Improved initiative, Intensify spell, Major song, Maximize spell, Power attack, Power critical (Hammer), Quicken spell, Scribe scroll, Spell penetration, Silent spell, Weapon focus (Hammer), Widen spell
<b>Alignment:</b>	Lawful Good
<b>Portfolio</b>	Crafts, Creation, Earth, Jewels, Metal, Mining
<b>Domains</b>	Artifice, Craft, Earth
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Damage reduction 40/epic, darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an ainur with higher DR). Immune to sonic energy. Immune to disease, poison, disintegration, paralysis and death effects. Fire resistance: immune to fire (thanks to divine ability) Spell resistance 47
<b>Divine abilities</b>	Alter form, Alter size, Automatic metamagic (extend), Craft artifact, Create object, Create greater object, Divine creation, Divine earth mastery, Divine shield, Divine spellcasting, Extra domain, Extra energy immunity (fire, sonic), Increased damage reduction, Master crafter
<b>Domain powers</b>	+4 bonus on craft checks, creation spells at +2 level; skill focus (stoneworking), rebuke/control/bolster earth creatures or turn/destroy air creatures 14 times/day; cast a wish spell once every day in connection with his domains.
<b>Class abilities</b>	Reduce xp cost: Craft wondrous item, Craft epic wondrous item, Craft epic magic arms and armor, Forge epic ring, Craft epic staff, Forge ring Favored crafts Stoneworking, Metalworking, Armorsmithing, Gemcutting Artificer spells known: 5/5/4/4/3/2/1; level 32°, Ability used: Charisma. Artificer spells per day (level 1-7): 8/8/7/6/5/4/3; DC 21 + spell level. Spell Known:

7<sup>th</sup> level: *Holy word (greater)*  
 6<sup>th</sup> level: *Fire seeds, Heroism (greater)*  
 5<sup>th</sup> level: *Break enchantment, Command (greater), Hallow*  
 4<sup>th</sup> level: *Freedom of movement, Magic weapon (greater) Scrying, Voice of the dragon*  
 3<sup>rd</sup> level: *Heroism, Nondetection, Quench, Remove curse*  
 2<sup>nd</sup> level: *Aid, Arcane lock, Produce flame, Resist energy, Shatter*  
 1<sup>st</sup> level: *Command, Endure elements, Magic weapon, Raging fire, Remove fear*

Mage spells known: 5/5/5/4/4/3/3/2/1; level 26°. Ability used: Charisma.  
 Mage spells per day (level 1-11): 8/8/8/6/6/5/5/3/2/2/2; DC is 21 + spell level.  
 Spheres: Air/Water, Fire, Healing, Inner fire, Nature.

Spell known:

9<sup>th</sup> level: *Unbinding*  
 8<sup>th</sup> level: *Antipathy, Simpathy*  
 7<sup>th</sup> level: *Hold person (mass), Limited wish, Stone shape (greater)*  
 6<sup>th</sup> level: *Mastery of forms, Suggestion (mass), Wipe memory*  
 5<sup>th</sup> level: *Command (greater), Dream, True healing, Commune with nature*  
 4<sup>th</sup> level: *Change shape, Control water, Modify memory, Restoration,*  
 3<sup>rd</sup> level: *Dispel magic, Glyph of warding, Major healing, Major image, Suggestion*  
 2<sup>nd</sup> level: *Aid, Camouflage, Daze monster, Hold person, Resist energy,*  
 1<sup>st</sup> level: *Charm animal, Light, Obscuring mist, Sense power, Sleep*  
 Epic spells known: 12. Epic spells per day: 6; spellcraft check +69

<b>Senses</b>	Aulë can see, hear, touch and smell at a distance of 15 miles.
<b>Portfolio sense</b>	Aulë senses any act concerning his portfolio the instant it happens that affects five hundred or more people
<b>Communication</b>	Aulë can understand, speak, and read any language, including nonverbal languages. Aulë can speak directly to any beings within 15 miles of itself. <i>Remote Communication and presence:</i> As a standard action, Aulë can manifest his presence and send a communication to a remote location. He can sense the event via his portfolio senses. He can then manifest his presence in proximity of the event, perceiving with his senses the surroundings of the event in a radius of 400 ft. He can speak to anyone in the indicated radius, or sent a manifestation or omen. The creature being contacted can receive a telepathic message that only it can hear. Alternatively, his voice can seem to issue from the air or the ground. In the latter case, anyone within earshot of the sound can hear it. Once communication is initiated, he can continue communicating as a free action until he decides to end the communication. The manifestation takes usually the form of a pillar of rock; he can cast his spells through the manifestation. Aulë must concentrate on a remote communication and presence. He can't do other things, except walking. He can't exercise this power in a godly realm of another not willing ainur, unless he wins a DR check; the ainur master of the godly realm will be able to pinpoint his remote communication and presence
<b>Godly realm</b>	Aulë in Aman has a Godly realm power of 10 miles radius

Lord of earth and crafts, Aulë built the mountains and mold the surface of Arda according to Eru's vision. He forged the Two Lamps, the vessels of the sun and the moon, and the race of Khazad (the Dwarves), which was allowed to live by Eru. Aulë was the supreme smith, and enjoyed the creation of beings, being them material or alive. In this he was similar to Melkor, but his creations were motivated by love, not selfishness. His form is that of a powerful, heavily muscled being with long hairs and black beard.

**Possessions:**

**Hammer:** a +7 warhammer, strikes as a gargantuan weapon, inflicting quadruple base damage. It has a +20 to any sunder checks. Seven times a day, may add +3d6 of fire, ice or electrical damage.

## MANWĒ



	Medium Outsider (Ainur, Good)
<b>Divine Rank</b>	17
<b>Hit Dice and classes:</b>	62d8+682 (961 hp); 42 Mage, 20 Noble
<b>Initiative:</b>	+18
<b>Speed:</b>	60 ft
<b>Armor Class:</b>	62 (+17 divine, +10 dex, +5 vestment, + 20 DB), touch 57, flat-footed 52
<b>Base Attack/Grapple:</b>	+62/+72
<b>Attack:</b>	+79 staff (2d6 + 17 x2) melee, or by spell
<b>Full Attack:</b>	+79/74/69/64 staff (2d6 + 17 x2) melee, or +79 staff (2d6 + 17 x2) ranged, or by spell
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Domain powers; Divine abilities; Spells
<b>Special Qualities:</b>	Divine immunities; Divine senses; Divine aura (17 miles radius, DC 42)
<b>Saves:</b>	Fort +61; Ref +60, Will +71
<b>Abilities:</b>	Str 30, Dex 30, Con 33, Int 33, Wis 40, Cha 40
<b>Skills:</b>	Appraise +31, Balance +40, Bluff +39, Climb +30, Concentration +75, Decipher script +31, Diplomacy +84, Disguise +35, Gather information +55, Handle animal +55, Heal +45, Hide +20, Intimidate +69, Jump +25, Knowledge (Arcana + 76, Architecture and engineering +31, Geography +73, History + 76, Local +71, Nature +71, Nobility and royalty +61), Listen +72, Move silently +30, Perform (Dancing +20, Oratory +59, Singing +41), Ride +30, Search +71, Sense motive + 45, Spellcraft +80, Spot +82, Survival +25, Swim +20
<b>Feats:</b>	Alertness, Automatic silent spell x2, Blinding speed, Combat casting, Cooperative spell, Craft epic staff, Craft staff, Craft wondrous item, Dodge, Empower spell, Energy admixture, Energy substitution, Enhance spell, Epic leadership, Epic

	reputation, Epic spell casting, Epic will, Extend spell, Greater spell penetration, Heighten spell, Improved initiative, Improve singing, Leadership, Major song, Maximize spell, Power attack, Quicken spell, Sanctum spell, Scribe scroll, Silent spell, Spell penetration, Superior initiative, Widen spell
<b>Alignment:</b>	Lawful Good
<b>Portfolio</b>	Air, Birds, Good, Knowledge, Nobility, Sky, Weather
<b>Domains</b>	Air, Birds, Good, Knowledge, Nobility
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form.; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Damage reduction 30/epic, darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an ainur with higher DR). Immune to disease, poison, disintegration, paralysis and death effects. Fire resistance: immune to fire (thanks to divine ability) Spell resistance 49
<b>Divine abilities</b>	Automatic metamagic (quicken), Call creatures (birds), Clear sight, Divine air mastery, Divine blessing (wisdom, charisma), Divine inspiration (courage), Divine perception (eagles), Divine spellcasting, Divine intercession, Extra domain x3, Extra energy immunity (fire), Far senses (sight), Power of nature
<b>Domain powers</b>	rebuke/control/bolster air creatures or turn/destroy earth creatures 17 times/day; when airborne, gains a +1 on attack and damage rolls vs earthbound creatures; cast good spells at +1 caster level; cast divination spells at +1 spell caster; once per day for 13 rounds gives his allies a +2 bonus to attacks, saves, ability checks, skill checks and weapon damage; cast a wish spell once every day in connection with his domains.
<b>Class abilities</b>	Mage spells known: 5/5/5/4/4/3/3/2/1; level 42°. Ability used: Charisma. Mage spells per day (level 1-15): 9/9/9/7/7/6/6/4/3/3/3/2/2/2; DC is 25 + spell level. Spheres: Air/Water, Fire, Healing, Inner fire, Nature. Spell known: 9 <sup>th</sup> level: <i>Unbinding</i> 8 <sup>th</sup> level: <i>Mind blank, Whirlwind</i> 7 <sup>th</sup> level: <i>Control weather, Hold person (mass), Holy word</i> 6 <sup>th</sup> level: <i>Heroism (greater), Mastery of forms, Suggestion (mass)</i> 5 <sup>th</sup> level: <i>Command (greater), Control winds, Dream, Hallow</i> 4 <sup>th</sup> level: <i>Freedom of movement, Restoration, Scrying, Voice of the dragon,</i> 3 <sup>rd</sup> level: <i>Daylight, Dispel magic, Heroism, Major healing, Remove curse</i> 2 <sup>nd</sup> level: <i>Fog cloud, Daze monster, Delay poison, Detect thoughts, Shatter</i> 1 <sup>st</sup> level: <i>Charm person, Lightning cone, Obscuring mist, Sense power, Sleep</i> Epic spells known: 12. Epic spells per day: 6; spellcraft check +80
	Inspire confidence +5 16 times/day; Call in a favor (other ainur)
<b>Senses</b>	Manwë can see, hear, touch and smell at a distance of 17 miles.
<b>Portfolio sense</b>	Manwë senses any act concerning his portfolio the instant it happens
<b>Communication</b>	Manwë can understand, speak, and read any language, including nonverbal languages. Manwë can speak directly to any beings within 17 miles of itself. <i>Remote Communication and presence:</i> As a standard action, Manwë can manifest his presence and send a communication to a remote location. He can sense the event via his portfolio senses or with his Divine perception/Far senses ability. He can then manifest his presence in proximity of the event, perceiving with his senses the surroundings of the event in a radius of 440 ft. He can speak to anyone in the indicated radius, or sent a manifestation or omen. The creature being contacted can receive a telepathic message that only it can hear. Alternatively, his voice can seem to issue from the air or the ground. In the latter case, anyone within earshot of the sound can hear it. Once communication is initiated, he can continue communicating as a free action until he decides to end the communication. The manifestation takes usually the form of an eagle; he can cast his spells through the manifestation. Manwë must concentrate on a remote communication and presence. He can't do other things, except walking. He can't exercise this power in a godly realm of another not willing ainur, unless he wins a DR check; the ainur master of the godly realm will be able to pinpoint his remote communication and presence
<b>Godly realm</b>	Manwë in Aman has a Godly realm power of 100 miles radius

The King of the Valar and closer to Eru than any other spirit, Manwë is the master of the skies and controls the air and weather over Arda. Together with his spouse Varda, Manwë is the leader and consuelor of his people: no Vala is above him. Manwë appears as a wise, bearded, white-haired lord with sky-blue eyes.

**Possessions:**

**Staff:** a +7 staff that can be use as a spear (trowing range 1 mile; when throw, impact the enemy the same round no matter the distance and returns to his wielder after striking); when wielded by Manwë, the staff may call once per day on an *Energy storm* (electricity; see Divine ability description) at Manwë's current DR. Thrice per day, the wielder of the staff can cast the following spells: *Chain lightning*, *Whirlwind*, *Wall of ice*, at 40° level.

**Throne:** symbol of Manwë's and Varda's lordship over Arda, the Throne is built on the Taniquetil mountain. The throne enable Manwë (when he sits side by side with Varda) to exercise his far senses divine ability in ten remote locations at once.

dress of protection (+5 to AC)

**MORGOTH (MELKOR)**



*Note on Morgoth stats: as you will see, some of Morgoth stats change. This reflects of the steady loss of power Morgoth undergoes, declining from the status of the most powerful Vala in Arda to a medium-powered being and is expressed in terms of divine rank (DR) and Charisma. The first influences his Armor Class and Saving Throws, the number of Divine abilities, his damage reduction, fire and spell resistance, the extension of his senses and other minor characteristics; the second influences the power and number of his spells and other minor characteristics.*

	Large Outsider (Ainur, Evil)
<b>Divine Rank</b>	18 to 12 (18 upon materializing in Arda; 17 after pillars destruction, 16 after first imprisonment, 14 at the time of his fight against Fingolfin, 12 at the time of the War of Wrath)
<b>Hit Dice and classes:</b>	65d8+780 (1073 hp); 20 Artificer, 40 Mage, 5 Fighter



<b>Initiative:</b>	+11
<b>Speed:</b>	60 ft (50 in armor)
<b>Armor Class:</b>	57 to 51 (-1 size, +18 to +12 divine, +1 dex, +14 armor, + 15 DB), touch 43 to 37, flat-footed 56 to 50
<b>Base Attack/Grapple:</b>	+65/+80
<b>Attack:</b>	+82 Grond (3d8 + 19 + 2d6 unholy, x3) melee, or by spell
<b>Full Attack:</b>	+82/77/72/67 Grond (3d8 + 19 + 2d6 unholy, x3) melee, or +80 spear (2d8 + 7 + 11, 19-20 x3) ranged, or by spell
<b>Space/Reach:</b>	10 ft./10 ft.
<b>Special Attacks:</b>	Domain powers; Divine abilities; Spells
<b>Special Qualities:</b>	Divine immunities; Divine sense; Divine aura (1 mile/rank when DR 16-18; 100 ft/rank when DR 12-15), DC 10 + DR + Cha modifier;
<b>Saves:</b>	Fort +64-58 (46 +18-12), Ref +59-53 (41 +18-12), Will +63-57 (45 +18-12)
<b>Abilities:</b>	Str 32, Dex 24, Con 35, Int 40, Wis 24, Cha 40 down to 32 (40 at his entrance in Arda, 36 after his first imprisonment, 34 at the time of his fight with Fingolfin, 32 at the time of the War of Wrath).
<b>Skills:</b>	Appraise +35, Balance +37, Bluff +81, Climb +31, Concentration +62, Craft (Armorsmithing +40, Gemcutting +30, Metalworking +48, Stoneworking +40, Weaponsmithing +60), Decipher script +27, Diplomacy +59, Disable device +20, Disguise +57, Escape artist +27, Forgery +35, Gather information +49, Handle animal +35, Hide +49, Intimidate +69, Jump +31, Knowledge (Arcana + 86, Architecture and engineering +75, Geography +75, History + 65, Local +75, Nature +75, Nobility and royalty +60), Listen +59, Move silently +49, Open lock +17, Perform (oratory + 49, singing +35), Ride +17, Search +45, Sense motive + 57, Sleight of hand +27, Spellcraft +83, Spot +49, Survival +20, Swim +21, Use rope +16 <i>Note: Charisma-based skills are calculated considering his maximum (40).</i>
<b>Feats:</b>	Alertness, Automatic quicken spell, Automatic silent spell, Brew potion, Cleave, Combat casting, Combat expertise, Craft epic magic arms and armor, Craft epic wondrous item, Craft magic arms and armor, Craft wondrous item, Deceitful, Efficient item creation, Empower spell, Energy admixture, Epic leadership, Epic reputation, Epic spell casting, Epic will, Extend spell, Forge ring, Greater weapon focus (longspear), Heighten spell, Improve singing, Improved initiative, Improved critical (longspear), Leadership, Maximize spell, Major song, Persuasive, Power attack, Power critical (longspear), Quicken spell, Scribe scroll, Silent spell, Weapon focus (longspear, warhammer), Weapon specialisation (warhammer)
<b>Alignment:</b>	Lawful Evil
<b>Portfolio</b>	Strife, War, Discord, Oppression, Tyranny, Corruption, Darkness, Evil
<b>Domains</b>	Earth, Evil, Fire, Trickery, Tyrant
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form.; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an aινur of equal or higher rank. Damage reduction 30 (DR16+) or 25 (DR12-15)/epic, darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an aινur with higher DR). Immune to disease, poison, disintegration, paralysis and death effects. Fire resistance 5 + DR (base, but consider Divine fire mastery) Spell resistance 32 + DR
<b>Divine abilities</b>	As Melkor at the time of his entrance in Arda (DR 18): Alter form, Alter size, Annihilating strike, Control creatures (balrog), Corrupt species, Divine earth mastery, Divine fire mastery, Divine glibness, Divine inspiration (despair, dread), Divine spellcasting, Extra domain x3, Frightful presence (command), Grow creature, Lay curse, Master crafter.  As Melkor after imprisonment, at the time of his attack to the Trees and the stealing of the Silmarils (DR 16): Alter form, Control creatures (balrog), Corrupt species, Divine earth mastery, Divine fire mastery, Divine glibness, Divine inspiration (despair, dread), Divine spellcasting, Extra domain x3, Frightful presence (command), Grow creature, Lay curse, Master crafter.  As Morgoth at the time of his fight against Fingolfin (DR 14): Alter form, Control creatures (balrog), Control creatures (dragon), Corrupt species, Divine glibness, Divine earth mastery, Divine inspiration (despair), Extra domain x3, Frightful

	presence (command), Grow creature, Lay curse, Master crafter.
	As Morgoth at the time of the War of Wrath (DR 12): Control creatures (balrog), Control creatures (dragon), Corrupt species, Divine earth mastery, Extra domain x3, Frightful presence (command), Grow creature, Divine inspiration (despair), Lay curse, Master crafter.
<b>Domain powers</b>	Cast evil spells at +1 caster level; rebuke/control/bolster earth creatures or turn/destroy air creatures DR's times day; rebuke/control/bolster fire creatures or turn/destroy water creatures DR's times day; all compulsion spells have a +2 to DC; Cast a wish spell once every day in connection with his domains.
<b>Class abilities</b>	<p>Reduce xp cost: Craft wondrous item, Craft epic wondrous item, Craft magic arms and armor, Craft epic magic arms and armor</p> <p>Favored crafts weaponsmithing, stoneworking, armorsmithing, gemcutting</p> <p>Artificer spells known: 5/5/4/4/3/2/1; level 20°, Ability used: Charisma.</p> <p>Artificer spells per day: varies with his charisma. Taking his powers at the time with his fight with Fingolfin (Cha 34), spells per day (level 1-7) are 8/8/7/7/5/4/3 and DC is 22 + spell level.</p> <p>Spell Known:</p> <p>7<sup>th</sup> level: <i>Stone shape (greater)</i></p> <p>6<sup>th</sup> level: <i>Fire seeds, Heroism (greater)</i></p> <p>5<sup>th</sup> level: <i>Break enchantment, Command (greater), Fire shield</i></p> <p>4<sup>th</sup> level: <i>Freedom of movement, Magic weapon (greater) Scrying, Voice of the dragon</i></p> <p>3<sup>rd</sup> level: <i>Bestow curse, Heroism, Nondetection, Quench</i></p> <p>2<sup>nd</sup> level: <i>Aid, Arcane lock, Produce flame, Resist energy, Shatter</i></p> <p>1<sup>st</sup> level: <i>Charm person, Command, Endure elements, Magic weapon, Raging fire</i></p> <p>Mage spells known: 5/5/5/4/4/3/3/2/1; level 40°. Ability used: Charisma.</p> <p>Mage spells per day: varies with his charisma and availability of “divine spellcasting” divine ability: as long as Morgoth has the Divine Spellcasting ability, he has at its disposal spell slots above 9th level, depending on its charisma.</p> <p>Taking his powers at the time of his fight with Fingolfin (Cha 34), spells per day (level 1-9) are 8/8/8/7/6/5/5/4/2 and DC is 22 + spell level. Spheres: Air/Water, Fire, Illusion, Nature, Sorcery.</p> <p>Spell known:</p> <p>9<sup>th</sup> level: <i>Dominate monster</i></p> <p>8<sup>th</sup> level: <i>Maddening whispers, Screen</i></p> <p>7<sup>th</sup> level: <i>Blasphemy, Control weather, Stone shape (greater)</i></p> <p>6<sup>th</sup> level: <i>Mastery of forms, Suggestion (mass), Veil</i></p> <p>5<sup>th</sup> level: <i>Boreal wind, Command (greater), Dominate person, Unhallow</i></p> <p>4<sup>th</sup> level: <i>Confusion, Fear, Mindwipe, Web of misdirection</i></p> <p>3<sup>rd</sup> level: <i>Contagion, Dispel magic, Glyph of warding, Major image, Suggestion</i></p> <p>2<sup>nd</sup> level: <i>Fog cloud, Darkness, Hold person, Resist energy, Minor image</i></p> <p>1<sup>st</sup> level: <i>Cause fear, Charm animal, Doom, Obscuring mist, Sense power,</i></p> <p>Epic spells known: 13. Epic spells per day: 7; spellcraft check +83</p>
<b>Senses</b>	Melkor/Morgoth can see, hear, touch and smell at a distance of (DR's) miles.
<b>Portfolio sense</b>	Melkor/Morgoth senses any act concerning his portfolio the instant it happens. His portfolio sense decreases accordingly as he loses Divine Ranks
<b>Communication</b>	<p>Melkor/Morgoth can understand, speak, and read any language, including nonverbal languages. Melkor/Morgoth can speak directly to any beings within (DR's) miles of itself.</p> <p><i>Remote Communication and presence:</i> As a standard action, Melkor/Morgoth can manifest his presence and send a communication to a remote location. He can sense the event via his portfolio senses. He can then manifest his presence in proximity of the event, perceiving with his senses the surroundings of the event in a radius of 100 ft + 20 ft per divine rank. He can speak to anyone in the indicated radius, or sent a manifestation or omen. The creature being contacted can receive a telepathic message that only it can hear. Alternatively, his voice can seem to issue from the air or the ground. In the latter case, anyone within earshot of the sound can hear it. Once communication is initiated, he can continue communicating as a free action until he decides to end the communication.</p>

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The manifestation takes usually the form of a black cloud with a humanoid shape or a pillar of flame; he can cast his spells through the manifestation.

Melkor/Morgoth must concentrate on a remote communication and presence. He can't do other things, except walking. He can't exercise this power in a godly realm of another not willing ainur, unless he wins a DR check; the ainur master of the godly realm will be able to pinpoint his remote communication and presence

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**Godly realm**

Melkor/Morgoth in Middle Earth (Utumno or Angband) has a Godly realm power of 20 miles radius (DR 16-18) or 2 miles (DR 12-15).

The greatest of the Ainur, Melkor, “He Who Arises in Might”, was also the greatest enemy of all the good beings of Arda, since he wanted to create and dominate outside the vision of Eru and the other Valar. He brought down the Two Lamps, destroyed the Two Trees with the aid of the Spirit of the Void Ungoliant, and stole the three Silmarils, beginning the struggle with the elves that ended only with the War of Wrath and the final exile into the Timeless Void. But the evil he spread continued to infest Arda, through his creations and servants, chief among them Sauron and the balrogs.

**Possessions:**

**Grond:** a +6 Unholy Warhammer. Grond is a massive, black weapon which inflicts triple standard damage (3d8). The wielder can use the Power attack feat to “charge” Grond's attack; in this case Grond can make just a single attack per round, but the Hammer kills outright if inflicts 75 or more hp of damage, unless the victim succeed a Fortitude save DC 50. When the attack is charged, Grond creates an effect similar to the Earthquake spell if it hits the ground (see below).

**The Black Spear:** a +7 unholy spear. The spear is barbed and may viciously wounds his target: after being wounded by the spear, the victim must succeed in a DC 30 reflex save to avoid being struck by the barbed part of the blade. If it fails, it is assumed the spear fasten into the body of the victim, which must save again (fortitude DC 30) or lose 1 point of constitution every round. The save must be repeated every round. The victim has a -5 penalty on every roll as long as the spear is struck inside his body.

**Iron Crown:** forged by Morgoth upon his return in Angband and holding the three silmarils, the Iron Crown is the symbol of the tyranny and oppression of Morgoth over Middle earth. It acts as a ring of wizardry IV and as a focus for epic spells, granting a +5 to related checks, +10 if the seeds used are Afflict, Energy (fire), Transform. The Crown provides a bonus of +3 to any saves or skill checks, (+6 if the checks are charisma-based); these bonus drops by one point if a Silmaril is extracted from the Crown. Note: these bonuses are not accounted for in the stats above.

+6 full plate armor

+5 spiked bashing shield

**Grond's Earthquake effect:**

**Area:** 80-ft.-radius spread (S)

**Duration:** immediate

**Saving Throw:** See text

**Spell Resistance:** No

The shock of the impact knocks creatures down, collapses structures, opens cracks in the ground, and more. The effect lasts for 1 round., and Grond's wielder is immune to the effects. A spellcaster on the ground must make a Concentration check (DC 20 + spell level) or lose any spell he or she tries to cast. The earthquake affects all terrain, vegetation, structures, and creatures in the area. The specific effect of an *earthquake* spell depends on the nature of the terrain where it is cast.

*Cave, Cavern, or Tunnel:* The impact collapses the roof, dealing 8d6 points of bludgeoning damage to any creature caught under the cave-in (Reflex DC 15 half ) and pinning that creature beneath the rubble (see below).

*Cliffs:* *the impact* causes a cliff to crumble, creating a landslide that travels horizontally as far as it fell vertically. Any creature in the path takes 8d6 points of bludgeoning damage (Reflex DC 15 half ) and is pinned beneath the rubble (see below).

*Open Ground:* Each creature standing in the area must make a DC 15 Reflex save or fall down. Fissures open in the earth, and every creature on the ground has a 25% chance to fall into one (Reflex DC 20 to avoid a fissure). If the

impact is renewed on the same ground, the reflex DC to remain standing on its feet increases by 2 for any hit.

*Structure:* Any structure standing on open ground takes 100 points of damage, enough to collapse a typical wooden or masonry building, but not a structure built of stone or reinforced masonry. Hardness does not reduce this damage, nor is it halved as damage dealt to objects normally is. Any creature caught inside a collapsing structure takes 8d6 points of bludgeoning damage (Reflex DC 15 half ) and is pinned beneath the rubble (see below).

*River, Lake, or Marsh:* Fissures open underneath the water, draining away the water from that area and forming muddy ground. Soggy marsh or swampland becomes quicksand for the duration of the spell, sucking down creatures and structures. Each creature in the area must make a DC 15 Reflex save or sink down in the mud and quicksand. At the end of the spell, the rest of the body of water rushes in to replace the drained water, possibly drowning those caught in the mud.

*Pinned beneath Rubble:* Any creature pinned beneath rubble takes 1d6 points of nonlethal damage per minute while pinned. If a pinned character falls unconscious, he or she must make a DC 15 Constitution check or take 1d6 points of lethal damage each minute thereafter until freed or dead.

## MANDOS (NAMO)

	Medium Outsider (Ainur, Good)
<b>Divine Rank</b>	14
<b>Hit Dice and classes:</b>	55d8+550 (798 hp); 40 Mage, 15 Noble
<b>Initiative:</b>	+10
<b>Speed:</b>	60 ft
<b>Armor Class:</b>	55 (+14 divine, +6 dex, +5 ring, + 20 DB), touch 55, flat-footed 49
<b>Base Attack/Grapple:</b>	+55/+63
<b>Attack:</b>	+68 mace (1d8 + 13/x2) melee, or by spell
<b>Full Attack:</b>	+68/63/58/53 mace (1d8 + 13/x2) melee, or by spell
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Domain powers; Divine abilities; spells
<b>Special Qualities:</b>	Divine immunities; Divine senses; Divine aura (1400 yards radius, DC 36);
<b>Saves:</b>	Fort +53; Ref +49, Will +61
<b>Abilities:</b>	Str 27, Dex 23, Con 30, Int 25, Wis 39, Cha 34
<b>Skills:</b>	Appraise +22, Bluff +36, Climb +18, Concentration +50, Decipher script +17, Diplomacy +59, Disguise +32, Gather information +53, Handle animal +22, Heal +34, Hide +34, Intimidate +56, Knowledge (Arcana + 65, Geography +57, History +65, Local +57, Nature +57, Nobility and royalty +57), Listen +54, Move silently + 27, Perform (oratory)+49, Ride +16, Search +44, Sense motive + 70, Spellcraft +69, Spot +53, Swim +18
<b>Feats:</b>	Alertness, Arcane strike, Automatic quicken spell (x2), Automatic silent spell (x2), Combat casting, Combat expertise, Dodge, Empower spell, Energy admixture, Energy substitution, Enhance spell, Epic reputation, Epic spell casting, Epic spell penetration, Epic will, Extraordinary spell aim, Greater spell penetration, Heighten spell, Improve singing, Improved initiative, Intensify spell, Major song, Maximize spell, Quicken spell, Scribe scroll, Silent spell, Spell penetration, Widen spell
<b>Alignment:</b>	Lawful Neutral (good tendencies)
<b>Portfolio</b>	Death, Fate, Knowledge, Judgement, Prophecy
<b>Domains</b>	Destiny, Repose, Retribution
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Damage reduction 25/epic, darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an ainur with higher DR). Immune to disease, poison, disintegration, paralysis and death effects. Fire resistance 19 Spell resistance 46
<b>Divine abilities</b>	Alter form, Alter size, Annihilating strike, Automatic metamagic (extend), Clearsight, Divine spellcasting, Extra domain, Hand of death, Know death, Lay quest, Life and death*, Power of luck, Power of truth, Undead mastery <i>*special: only in accordance with Manwë</i>
<b>Domain powers</b>	Reroll a roll made by a willing creature other than himself and keep the new roll; death touch once per day (touch attack deals 40 d6; if the total is greater than or equal the touched creature's hp, it dies – no save); strike of vengeance once per day (if Mandos is harmed in combat, he may attack the one who harmed him; if he hits,

	he deals maximum damage); cast a wish spell once every day in connection with his domains.
<b>Class abilities</b>	Mage spells known: 5/5/5/4/4/3/3/2/1; level 40°. Ability used: Wisdom. Mage spells per day (level 1-14): 9/9/8/7/7/6/5/4/3/3/2/2/2/2; DC is 24 + spell level. Spheres: Fire, Healing, Illusion, Inner fire, Nature. Spell known: 9 <sup>th</sup> level: <i>Unbinding</i> 8 <sup>th</sup> level: <i>Antipathy, Screen</i> 7 <sup>th</sup> level: <i>Holy word, Hold person (mass), Limited wish</i> 6 <sup>th</sup> level: <i>Greater misdirection, Suggestion (mass), Wipe memory</i> 5 <sup>th</sup> level: <i>Command (greater), Dream, Hallow, Hold monster</i> 4 <sup>th</sup> level: <i>Confusion, Modify memory, Restoration, Voice of the dragon</i> 3 <sup>rd</sup> level: <i>Dispel magic, Major healing, Major image, Remove curse, Suggestion</i> 2 <sup>nd</sup> level: <i>Aid, Daze monster, Hold person, Resist energy, Shatter</i> 1 <sup>st</sup> level: <i>Charm animal, Light, Remove fear, Sense power, Sleep</i> Epic spells known: 10. Epic spells per day: 5; spellcraft check +69
	Inspire confidence +4 13 times/day; Call in a favor (other ainur)
<b>Senses</b>	Mandos can see, hear, touch and smell at a distance of 14 miles.
<b>Portfolio sense</b>	Mandos senses any act concerning his portfolio the instant it happens that affects five hundred or more people
<b>Communication</b>	Mandos can understand, speak, and read any language, including nonverbal languages. Mandos can speak directly to any beings within 14 miles of itself. <i>Remote Communication and presence:</i> As a standard action, Mandos can manifest his presence and send a communication to a remote location. He can sense the event via his portfolio senses. He can then manifest his presence in proximity of the event, perceiving with his senses the surroundings of the event in a radius of 380 ft. He can speak to anyone in the indicated radius, or sent a manifestation or omen. The creature being contacted can receive a telepathic message that only it can hear. Alternatively, his voice can seem to issue from the air or the ground. In the latter case, anyone within earshot of the sound can hear it. Once communication is initiated, he can continue communicating as a free action until he decides to end the communication. The manifestation takes usually the form of a shadow; he can cast his spells through the manifestation. Mandos must concentrate on a remote communication and presence. He can't do other things, except walking. He can't exercise this power in a godly realm of another not willing ainur, unless he wins a DR check; the ainur master of the godly realm will be able to pinpoint his remote communication and presence
<b>Godly realm</b>	Mandos in Aman has a Godly realm power of 10 miles radius

Namo is the older brother of Irmo and Nienna, and presides over the passing of spirits. He is the caretaker of souls, both mortal and elven, and the speaker of doom. He resides in the Halls of Mandos, and is best known with the name of his reign. No soul could leave the Halls without his consent. His fana was human-like and covered with black, long robes.

### Possessions:

**Mace:** a +5 mace, destroys undeads with a single strike.

Ring of protection +5, of greater energy resistance (cold, electricity and fire)

### NIENNA

	Medium Outsider (Ainur, Good)
<b>Divine Rank</b>	13
<b>Hit Dice and classes:</b>	52d8+520 (754 hp); 40 Mage, 12 noble
<b>Initiative:</b>	+10
<b>Speed:</b>	60 ft
<b>Armor Class:</b>	49 (+13 divine, +6 dex, + 20 DB), touch 49, flat-footed 43
<b>Base Attack/Grapple:</b>	+52/+58
<b>Attack:</b>	+58 touch or ranged spell

<b>Full Attack:</b>	+58 touch or ranged spell
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Domain powers; Divine abilities, Spells
<b>Special Qualities:</b>	Divine immunities; Divine senses; Divine aura (1300 yards radius, DC 34)
<b>Saves:</b>	Fort +55; Ref +47, Will +57 (+61 vs fear)
<b>Abilities:</b>	Str 22, Dex 22, Con 31, Int 25, Wis 35, Cha 32
<b>Skills:</b>	Concentration +40, Diplomacy +51, Disguise +36, Gather information +54, Handle animal +20, Heal +50, Hide +30, Knowledge (Arcana + 62, Geography +57, History + 57, Local +57, Nature +57, Nobility and royalty +57), Listen +32, Move silently +36, Perform (oratory)+31, Ride +16, Search +37, Sense motive +68, Spellcraft +62, Spot +52,
<b>Feats:</b>	Automatic silent spell x2, Automatic quicken spell x2, Brew potion, Combat casting, Cooperative spell, Courage, Dodge, Elusive target, Empower spell, Energy resistance x3 (electricity, fire, sonic), Enlarge spell, Epic fortitude, Epic spell casting, Epic will, Heighten spell, Improved initiative, Improved singing, Iron will, Major song, Quicken spell, Sanctum spell, Sculpt spell, Silent spell, Spell penetration, Widen spell
<b>Alignment:</b>	Neutral Good
<b>Portfolio</b>	Endurance, hope, mercy, suffering
<b>Domains</b>	Endurance, Protection
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form.; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Damage reduction 25/epic, darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an ainur with higher DR). Immune to disease, poison, disintegration, paralysis and death effects. Fire resistance: 28 Spell resistance: 45
<b>Divine abilities</b>	Alter form, Area divine shield, Automatic metamagic (extend), Clearsight, Divine blessing, Divine hope, Divine shield, Divine spellcasting, Hallowed tears, Increased spell resistance, Lay quest, Song of sorrow, Wound transfer
<b>Domain powers</b>	Once per day, gains for one minute a +20 enhancement bonus to constitution; touched target receives a +20 bonus on his/her saving throw; cast a wish spell once every day in connection with his domains.
<b>Class abilities</b>	Mage spells known: 5/5/5/4/4/3/3/2/1; level 40°. Ability used: Wisdom. Mage spells per day (level 1-12): 8/8/8/7/6/5/5/4/3/2/2/2; DC is 22 + spell level. Spheres: Air/water, Healing, Illusion, Inner fire, Nature. Spell known: 9 <sup>th</sup> level: <i>Unbinding</i> 8 <sup>th</sup> level: <i>Mind blank, Screen</i> 7 <sup>th</sup> level: <i>Hold person (mass), Holy word, Project image</i> 6 <sup>th</sup> level: <i>Heroism (greater), Song of slumber, Wipe memory</i> 5 <sup>th</sup> level: <i>Dream, Hallow, Hold Monster, True healing</i> 4 <sup>th</sup> level: <i>Freedom of movement, Restoration, Scrying, Web of misdirection</i> 3 <sup>rd</sup> level: <i>Dispel magic, Major healing, Nondetection, Remove curse, Suggestion</i> 2 <sup>nd</sup> level: <i>Aid, Daze monster, Delay poison, Detect thoughts, Hold person</i> 1 <sup>st</sup> level: <i>Charm person, Pass without trace, Sense power, Remove fear, Sleep</i> Epic spells known: 10. Epic spells per day: 5; spellcraft check +62
	Inspire confidence +3 12 times/day; Call in a favor (other ainur)
<b>Senses</b>	Nienna can see, hear, touch and smell at a distance of 13 miles.
<b>Portfolio sense</b>	Nienna senses any act concerning her portfolio the instant it happens that affects five hundred or more people
<b>Communication</b>	Nienna can understand, speak, and read any language, including nonverbal languages. Nienna can speak directly to any beings within 13 miles of herself. <i>Remote Communication and presence:</i> As a standard action, Nienna can manifest her presence and send a communication to a remote location. She can sense the event via her portfolio senses. She can then manifest her presence in proximity of the event, perceiving with her senses the surroundings of the event in a radius of 360 ft. She can speak to anyone in the indicated radius, or sent a manifestation or omen. The creature being contacted can receive a telepathic message that only it can hear. Alternatively, her voice can seem to issue from the air or the ground. In

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the latter case, anyone within earshot of the sound can hear it. Once communication is initiated, she can continue communicating as a free action until she decides to end the communication.

The manifestation takes usually the form of a shadow in the wind; she can cast his spells trough the manifestation.

Nienna must concentrate on a remote communication and presence. She can't do other things, except walking. She can't exercise this power in a godly realm of another not willing ainur, unless she wins a DR check; the ainur master of the godly realm will be able to pinpoint her remote communication and presence

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**Godly realm**

Nienna in Aman has a Godly realm power of 10 miles radius

Nienna is called the mourner, as she emboides grief and cried for all the acts of destruction and hate unleashed upon the world by Morgoth and his minions. She endured all the sadness of other creatures, but there was also hope and wisdom in her vision, as with her suffering she could redeem the evil and errors of other creatures. No transgression is to great for her to amend, as long as repentance is offered. Her fana is that of a woman with deep, knowing eyes and grey robes.

**Possessions:**

amulet of hope, acts as a ring of wizardry IV and a ring of major energy resistance (all energy forms), may heal 50 hp every day distributed as the owner sees fit.

**OROMĚ**



Medium Outsider (Ainur, Good)

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<b>Divine Rank</b>	14
<b>Hit Dice and classes:</b>	55d8+660 (908 hp); 50 Ranger, 5 Mage
<b>Initiative:</b>	Always first (Supreme initiative divine ability); +18 (if he has to roll)
<b>Speed:</b>	60 ft
<b>Armor Class:</b>	66 (+14 divine, +14 dex, +8 armor, + 20 DB), touch 58, flat-footed 52

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<b>Base Attack/Grapple:</b>	+55/+69
<b>Attack:</b>	+81 longbow (1d8 + 35 + 2d6 holy/19-20x3 + 2d6 holy) ranged, or + 78 bastard sword ( 1d10 + 27/17-20 x2) or + 76 lance (1d8 + 20/x3) melee
<b>Full Attack:</b>	+81/76/71/66 longbow (1d8 + 35 + 2d6 holy/19-20x3 + 2d6 holy) ranged, or +81 to each opponent in 140 feet radius (Divine archery ability), or + 78/73/68/63 bastard sword ( 1d10 + 27/17-20 x2) or + 76/71/66/61 lance (1d8 + 20/x3) melee
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Domain powers; Divine abilities; Spells
<b>Special Qualities:</b>	Divine immunities; Divine senses; Divine aura (1400 yards radius, DC 35);
<b>Saves:</b>	Fort +55; Ref +61, Will +50
<b>Abilities:</b>	Str 38, Dex 38, Con 35, Int 20, Wis 25, Cha 33
<b>Skills:</b>	Balance +34, Bluff +25, Climb +44, Concentration +21, Craft (bowmaking) +25, Decipher script +10, Diplomacy +25, Disguise +31, Gather information +45, Handle animal +41, Heal +25, Hide +54, Intimidate +55, Jump +34, Knowledge (Arcana + 15, Geography +60, History +35, Local +55, Nature +60, Nobility and royalty +35), Listen +47, Move silently + 44, Ride +44, Search +25, Sense motive + 15, Survival +35, Spot +57, Swim +24
<b>Feats:</b>	Alertness, Cleave, Combat expertise, Combat reflexes, Dodge, Endurance, Epic reflexes, Epic reputation, Epic weapon focus (bastard sword), Far shot, Improved critical (bastard sword), Improved critical (longbow), Improved initiative, Improved mounted archery, Improved precise shot, Manyshot, Mobility, Mounted archery, Mounted combat, Point blank shot, Power attack, Power critical (bastard sword), Power critical (longbow), Precise shot, Rapid shot, Ride-by attack, Spirited charge, Spring attack, Track, Trample, Weapon focus (bastard sword, lance, longbow), Whirlwind attack
<b>Alignment:</b>	Chaotic Good
<b>Portfolio</b>	Hunting, Wild beasts, Wilderness
<b>Domains</b>	Animal, Hunt
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Damage reduction 25/epic, darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an ainur with higher DR). Immune to disease, poison, disintegration, paralysis and death effects. Fire resistance 34 Spell resistance 46
<b>Divine abilities</b>	Alter form, Alter size, Banestrike (animals, magic beasts, humanoids (orcs)), Divine archery, Divine Dodge, Divine ranger, Divine weapon focus (longbow), Divine weapon specialisation (longbow), Frightful presence (attack), Increased energy resistance (fire), Shapechange, Supreme initiative
<b>Domain powers</b>	Speak with animals once per day; Cast “sense life” spell 5 times/day; cast a wish spell once every day in connection with his domains.
<b>Class abilities</b>	Mage spells known: 3/2/1; level 5°. Ability used: Charisma. Mage spells per day (level 1-3): 6/5/4; DC is 21 + spell level. Spheres: Inner fire, Nature. Spell known: 3 <sup>rd</sup> level: <i>Dispel magic</i> 2 <sup>nd</sup> level: <i>Call nature's ally II, Hold person</i> 1 <sup>st</sup> level: <i>Charm animal, Sense power, Speak with animal</i>  Favored terrains (Oromë gains a +2 bonus on Hide, Listen, Move silently, Spot and Survival checks when using these skills in that environment): Forest (cold or temperate), Forest (warm, jungle), Low hills and plains, marsh and swamps Favored enemies: Monstrous spiders, orcs, trolls, wargs, werewolves and vampires Combat style: archery Woodland stride: Oromë may move through any sort of undergrowth (such as natural thorns, briars, overgrown areas, and similar terrain) at his normal speed and without taking damage or suffering any other impairment Swift tracker: Oromë can move at his normal speed while following tracks without taking the normal –5 penalty. He takes only a –10 penalty (instead of the normal –20) when moving at up to twice normal speed while tracking



Evasion: If Oromë makes a successful Reflex saving throw against an attack that normally deals half damage on a successful save, he instead takes no damage.  
 Camouflage: Oromë can use the Hide skill in any sort of natural terrain, even if the terrain doesn't grant cover or concealment

<b>Senses</b>	Oromë can see, hear, touch and smell at a distance of 14 miles.
<b>Portfolio sense</b>	Oromë senses any act concerning his portfolio the instant it happens that affects five hundred or more people
<b>Communication</b>	Oromë can understand, speak, and read any language, including nonverbal languages. Oromë can speak directly to any beings within 14 miles of itself. <i>Remote Communication and presence:</i> As a standard action, Oromë can manifest his presence and send a communication to a remote location. He can sense the event via his portfolio senses. He can then manifest his presence in proximity of the event, perceiving with his senses the surroundings of the event in a radius of 380 ft. He can speak to anyone in the indicated radius, or sent a manifestation or omen. The creature being contacted can receive a telepathic message that only it can hear. Alternatively, his voice can seem to issue from the air or the ground. In the latter case, anyone within earshot of the sound can hear it. Once communication is initiated, he can continue communicating as a free action until he decides to end the communication. The manifestation takes usually the form of a wild animal or a shadow. Oromë must concentrate on a remote communication and presence. He can't do other things, except walking. He can't exercise this power in a godly realm of another not willing ainur, unless he wins a DR check; the ainur master of the godly realm will be able to pinpoint his remote communication and presence
<b>Godly realm</b>	Oromë in Aman has a Godly realm power of 10 miles radius

Oromë is the lord of hunting and wild animals. A hunter without peer, he used to travel in the old days in the wild areas of Middle Earth to kill the dangerous beast created by Morgoth, and was the first Vala to meet the elves after their awakening. The evil beings feared his wrath, as Oromë was quick to anger and a deadly foe.

### Possessions:

**Longbow:** a +7 longbow which matches his strength every time, with the following properties: holy power, unerring accuracy, distant shot, ghost touch.

**Bastard sword:** a +6 weapon with the sharpness, sundering and vorpal properties.  
 +6 holy mighty lance.

+4 unencumbering chain shirt with fire, cold, acid and electricity resistance (greater).

Horn: can be heard in a 50 miles radius; evil creatures hearing the sound must save (Will DC 18) or be affected by a fear spell cast by a 20<sup>o</sup> level spellcaster.

Horse. Oromë's horse is Nahar, a majestic white stallion. Said to be the first horse, Nahar has the following stats:

	Large magical beast
<b>Hit Dice:</b>	10d10+ 60 (115 hp)
<b>Initiative:</b>	+7
<b>Speed:</b>	90 ft.
<b>Armor Class:</b>	16 (-1 size, +3 Dex, +4 natural), touch 12, flat-footed 13
<b>Base Attack/Grapple:</b>	+10/+16
<b>Attack:</b>	Hoof +16 melee (1d6+6)
<b>Full Attack:</b>	2 hooves +16 melee (1d6+6) and bite +11 melee (1d4+3)
<b>Space/Reach:</b>	10 ft./5 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision, scent, sure footing, damage reduction 10/magic, tireless
<b>Saves:</b>	Fort +14, Ref +10, Will +11
<b>Abilities:</b>	Str 23, Dex 16, Con 23, Int 10, Wis 18, Cha 15
<b>Skills:</b>	Listen +8, Hide + 8, Move silently + 10, Spot +4, Knowledge

	(nature) + 6, Sense motive + 4, Survival + 4
<b>Feats:</b>	Endurance, Improved initiative, Iron will, Run, danger sense

**Sure footing:** Nahar moves at the same speed even when travelling on difficult terrain (such as swamp or sand or broken ground). He can run on water as on land, and on air for 3 rounds before starting to fall.

**Tireless:** Nahar has the equivalent of the Epic endurance feat.

## TULKAS



	Large Outsider (Ainur, Good)
<b>Divine Rank</b>	12
<b>Hit Dice and classes:</b>	52d8+936 (1170 hp); 52 fighter
<b>Initiative:</b>	Always first (Supreme initiative divine ability); +14 (if he has to roll)
<b>Speed:</b>	90 ft
<b>Armor Class:</b>	57 (+12 divine, +10 dex, +5 natural, + 20 DB), touch 52, flat-footed 47
<b>Base Attack/Grapple:</b>	+52/+119
<b>Attack:</b>	+ 84 fist (1d6 + 30, 19-20 x2, resolve attack as melee touch attack, DC 40 or be stunned for 1d10 rounds) melee
<b>Full Attack:</b>	+82/82/77/77/72/72/67 fist (1d6 + 30, 19-20 x2, resolve attack as melee touch attack, DC 40 or be stunned for 1d10 rounds) melee
<b>Space/Reach:</b>	10 ft./10 ft.
<b>Special Attacks:</b>	Domain powers; Divine abilities
<b>Special Qualities:</b>	Divine immunities; Divine senses; Divine aura (1200 yards radius, DC 33);
<b>Saves:</b>	Fort +58; Ref +54, Will +49 (53 vs fear)
<b>Abilities:</b>	Str 54, Dex 30, Con 46, Int 18, Wis 16, Cha 32
<b>Skills:</b>	Balance +20, Bluff +25, Climb +40, Concentration +21, Escape artist +30, Gather information +20, Handle animal +21, Hide +20, Intimidate +65, Jump +32, Knowledge ( Geography +14, History +20, Local +14, Nature +14, Nobility and royalty +14), Listen +13, Move silently + 30, Search +9, Sense motive + 8, Spot +15, Swim +25
<b>Feats:</b>	Acrobatic, Athletic, Blinding speed, Cleave, Combat expertise, Combat reflexes,

	Courage, Dodge, Elusive target, Epic prowess (x3), Epic reflexes, Epic reputation, Epic speed, Epic weapon focus (fist), Epic weapon specialisation (fist), Epic will, Great cleave, Greater two-weapon fighting, Greater weapon focus (fist), Greater weapon specialisation (fist), Improved bull rush, Improved combat expertise, Improved critical (fist), Improved disarm, Improved feint, Improved grapple, Improved initiative, Improved overrun, Improved sunder, Improved trip, Improved two-weapon fighting, Improved unharmed strike, Iron will, Legendary wrestler, Mobility, Power attack, Power critical (fist), Run, Spring attack, Two-weapon fighting, Weapon focus (fist), Weapon specialisation (fist), Whirlwind attack.
<b>Alignment:</b>	Chaotic Good
<b>Portfolio</b>	Bravery, Hand-to hand fighting, Strength
<b>Domains</b>	Courage, Strength
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Damage reduction 37/epic, darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an ainur with higher DR). Immune to disease, poison, disintegration, paralysis and death effects. Fire resistance 32 Spell resistance 44
<b>Divine abilities</b>	Alter form, Alter size, Annihilating strike, Divine fast healing, Divine rage, Frightful presence (laugh), Increased damage reduction, Increased energy resistance (fire), Increased spell resistance, Indomitable strength, Irresistible blows (fist), Supreme initiative
<b>Domain powers</b>	Allies within 10' radius gain a +4 vs morale bonus vs fear effects; cast a wish spell once every day in connection with his domains.
<b>Class abilities</b>	-
<b>Senses</b>	Tulkas can see, hear, touch and smell at a distance of 12 miles.
<b>Portfolio sense</b>	Tulkas senses any act concerning his portfolio the instant it happens that affects five hundred or more people.
<b>Communication</b>	Tulkas can understand, speak, and read any language, including nonverbal languages. Tulkas can speak directly to any beings within 12 miles of itself. <i>Remote Communication and presence:</i> As a standard action, Tulkas can manifest his presence and send a communication to a remote location. He can sense the event via his portfolio senses. He can then manifest his presence in proximity of the event, perceiving with his senses the surroundings of the event in a radius of 340 ft. He can speak to anyone in the indicated radius, or sent a manifestation or omen. The creature being contacted can receive a telepathic message that only it can hear. Alternatively, his voice can seem to issue from the air or the ground. In the latter case, anyone within earshot of the sound can hear it. Once communication is initiated, he can continue communicating as a free action until he decides to end the communication. The manifestation takes usually the form of a commanding and boisterous voice in the wind. Tulkas must concentrate on a remote communication and presence. He can't do other things, except walking. He can't exercise this power in a godly realm of another not willing ainur, unless he wins a DR check; the ainur master of the godly realm will be able to pinpoint his remote communication and presence
<b>Godly realm</b>	Tulkas in Aman has a Godly realm power of 10 miles radius

The strongest of the Valar, Tulkas was also the last one to enter in Arda. Although his wisdom and intelligence were limited, which made him a poor consueller (for this reason Tulkas was not numbered among the Aratar, the most powerful of the Valar), Tulkas was the most feared Vala by Morgoth, since he fought without any fear or concern, and he could not be intimidated. Tulkas fought without weapons, anger and fear, faster and stronger than any beast. His form is a powerful built warrior with golden hair and beard.

### Possessions:

Tulkas disregards any possession. His powerful physical form and his fists are the only weapons he needs.

## ULMO



	Medium Outsider (Ainur, Good)
<b>Divine Rank</b>	16
<b>Hit Dice and classes:</b>	60d8+780 (1050 hp); 4 Fighter, 40 Mage, 16 Noble
<b>Initiative:</b>	+ 17
<b>Speed:</b>	60 ft, swimming 60 ft
<b>Armor Class:</b>	59 (+16 divine, +9 dex, +4 Helm, + 10 armor, + 10 DB), touch 45, flat-footed 50
<b>Base Attack/Grapple:</b>	+60/+71
<b>Attack:</b>	+77 trident (1d8 + 16/19-20 x2) melee, or by spell
<b>Full Attack:</b>	+77/72/67/62 trident (1d8 + 16/19-20 x2) melee, or by spell
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Domain powers, divine abilities, spells
<b>Special Qualities:</b>	Breath water; Divine immunities; Divine senses; Divine aura (16 miles radius, DC 40);
<b>Saves:</b>	Fort +61; Ref +57, Will +66
<b>Abilities:</b>	Str 32, Dex 28, Con 36, Int 25, Wis 38, Cha 38
<b>Skills:</b>	Appraise +22, Bluff +28, Climb +31, Concentration +43, Craft (musical instruments) +27, Decipher script +17, Diplomacy +54, Disguise +28, Gather information +45, Handle animal +44, Heal +34, Hide +34, Intimidate +48, Jump +21, Knowledge (Arcana + 67, Geography +68, History + 67, Local +67, Nature +67, Nobility and royalty +67), Listen +44, Move silently +24, Perform (playing instrument +24, singing +61), Ride +26, Search +27, Sense motive + 50, Spellcraft +65, Spot +44, Swim +51
<b>Feats:</b>	Arcane strike, Automatic silent spell x2, Combat casting, Combat expertise, Combat reflexes, Craft wondrous item, Dodge, Elusive target, Empower spell, Enhance spell, Epic reputation, Epic spell casting, Epic will, Greater spell penetration, Heighten spell, Improved critical (trident), Improved disarm, Improved grapple, Improved initiative, Improve singing, Improved sunder, Improved

	unarmed strike, Improved overrun, Intensify spell, Leadership, Major song, Maximize spell, Mobility, Power attack, Spell penetration, Silent spell, Superior initiative, Weapon focus (trident), Widen spell
<b>Alignment:</b>	Lawful Good
<b>Portfolio</b>	Sea, Water
<b>Domains</b>	Ocean, Water
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Damage reduction 46/epic, darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an ainur with higher DR). Immune to disease, poison, disintegration, paralysis and death effects. Fire resistance: immune to fire (thanks to divine ability) Spell resistance 48
<b>Divine abilities</b>	Alter form, Alter size, Automatic metamagic (extend), Call creatures (aquatic), Control creatures (aquatic), Divine blessing (wisdom), Divine inspiration (hope), Divine perception (water), Divine spellcasting, Divine water mastery, Extra energy immunity (fire), Increased damage reduction, Know secrets, Shift form (aquatic animal, water), Speak with animals (aquatic)
<b>Domain powers</b>	rebuke/control/bolster water creatures or turn/destroy fire creatures 17 times/day; cast a wish spell once every day in connection with his domains.
<b>Class abilities</b>	Mage spells known: 5/5/5/4/4/3/3/2/1; level 40°. Ability used: Charisma. Mage spells per day (level 1-14): 9/9/8/7/7/6/5/4/3/3/2/2/2/2; DC is 24 + spell level. Spheres: Air/water, Healing, Illusion, Inner fire, Nature. Spell known: 9 <sup>th</sup> level: <i>Crown of glory</i> 8 <sup>th</sup> level: <i>Mind blank, Antipathy</i> 7 <sup>th</sup> level: <i>Hold person (mass), Holy word, Project image</i> 6 <sup>th</sup> level: <i>Mastery of forms, Programmed image, Suggestion (mass)</i> 5 <sup>th</sup> level: <i>Command (greater), Dream, Hallow, Hold Monster</i> 4 <sup>th</sup> level: <i>Control water, Freedom of movement, Restoration, Scrying</i> 3 <sup>rd</sup> level: <i>Dispel magic, Heroism, Major healing, Major image, Remove curse</i> 2 <sup>nd</sup> level: <i>Camouflage, Daze monster, Fog cloud, Hide from animals, Hold person</i> 1 <sup>st</sup> level: <i>Charm person, Charm animal, Healing, Sense power, Sleep</i> Epic spells known: 12. Epic spells per day: 6; spellcraft check +62
	Inspire confidence +4 15 times/day; Call in a favor (other ainur)
<b>Senses</b>	Ulmo can see, hear, touch and smell at a distance of 16 miles.
<b>Portfolio sense</b>	Ulmo senses any act concerning his portfolio the instant it happens
<b>Communication</b>	Ulmo can understand, speak, and read any language, including nonverbal languages. Ulmo can speak directly to any beings within 16 miles of itself. <i>Remote Communication and presence:</i> As a standard action, Ulmo can manifest his presence and send a communication to a remote location. He can sense the event via his portfolio senses or with his Divine perception ability. He can then manifest his presence in proximity of the event, perceiving with his senses the surroundings of the event in a radius of 420 ft. He can speak to anyone in the indicated radius, or sent a manifestation or omen. The creature being contacted can receive a telepathic message that only it can hear. Alternatively, his voice can seem to issue from the air or the ground. In the latter case, anyone within earshot of the sound can hear it. Once communication is initiated, he can continue communicating as a free action until he decides to end the communication. The manifestation takes usually the form of a wave, or fog rising from the ground; he can cast his spells through the manifestation. Ulmo must concentrate on a remote communication and presence. He can't do other things, except walking. He can't exercise this power in a godly realm of another not willing ainur, unless he wins a DR check; the ainur master of the godly realm will be able to pinpoint his remote communication and presence
<b>Godly realm</b>	Ulmo has no specific realm, preferring to wander through Arda's oceans

Lord of Arda's waters and seas, Ulmo is the best know of the Valar to the people of Middle Earth, as his spirit swirled through rain and streams, bringing to his attention all the troubles and pain of the

people which would pass unnoticed to Manwë and Varda. Ulmo prefers to live alone, and his voice is as deep as the sea. No other Vala was so versed in the lore and meaning of the music. Ulmo's wisdom was renowned, and he never abandoned elves and men to their struggle against Morgoth. His interventions proved vital to the cause of the people of Middle Earth. His form, when he decided to assume one, is a humanoid incarnation of the sea.

**Possessions:**

**Helm of the sea:** the helm grants Ulmo +4 to armor class and to any checks as long as he's in contact with water.

**Horn of the deep:** the sound of the horn can be heard in a 50 miles range; those who hear the horn will never forget the sound.

+6 chain shirt, allows maximum dexterity bonus and no encumbrance. The shirt can emit a daylight spell at the wearer's will; the wearer can also use a sunbeam spell three times per day at 20° level.

Trident +5, it increases size to match the size of the owner and may animate a wave as a water monolith under the control of the wielder once per day for 10 rounds. Wielder may use quench spell at 20° level 3 times/day.

**VARDA**



	Medium Outsider (Ainur, Good)
<b>Divine Rank</b>	17
<b>Hit Dice and classes:</b>	62d8+620 (899 hp); 42 Mage, 20 Noble
<b>Initiative:</b>	+16
<b>Speed:</b>	60 ft
<b>Armor Class:</b>	61 (+17 divine, +8 dex, +6 ring, + 20 DB), touch 61, flat-footed 53
<b>Base Attack/Grapple:</b>	+62/+71
<b>Attack:</b>	+71 touch spell

<b>Full Attack:</b>	+71 touch spell, or +70 ranged spell
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Domain powers, divine abilities, spells
<b>Special Qualities:</b>	Divine immunities; Divine senses; Divine aura (17 miles radius, DC 43)
<b>Saves:</b>	Fort +60; Ref +58, Will +70
<b>Abilities:</b>	Str 28, Dex 26, Con 30, Int 34, Wis 39, Cha 42
<b>Skills:</b>	Appraise +33, Balance +28, Climb +24, Concentration +70, Decipher script +32, Diplomacy +80, Disguise +26, Gather information +66, Handle animal +46, Heal +44, Hide +33, Intimidate +65, Jump +34, Knowledge (Arcana + 77, Architecture and engineering +32, Geography +74, History + 77, Local +72, Nature +77, Nobility and royalty +61), Listen +81, Move silently +48, Perform (Dancing +50, Oratory +33, Singing +46), Ride +26, Search +62, Sense motive + 70, Spellcraft +77, Spot +79, Survival +30, Swim +19
<b>Feats:</b>	Alertness, Automatic silent spell x2, Combat casting, Cooperative spell, Courage, Craft wondrous item, Dodge, Empower spell, Energy substitution, Enhance spell, Epic leadership, Epic reputation, Epic spell casting, Epic will, Extend spell, Greater spell penetration, Heighten spell, Improved disarm, Improved initiative, Improve singing, Intensify spell, Iron will, Leadership, Major song, Maximize spell, Power attack, Quicken spell, Sanctum spell, Scribe scroll, Silent spell, Spell penetration, Superior initiative, Widen spell
<b>Alignment:</b>	Lawful Good
<b>Portfolio</b>	Beauty, Elves, Good, Light, Stars
<b>Domains</b>	Glory, Good, Nobility
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form.; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Damage reduction 30/epic, darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an ainur with higher DR); immune to negative energy. Immune to disease, poison, disintegration, paralysis and death effects. Fire resistance: immune to fire (thanks to divine ability) Spell resistance 69
<b>Divine abilities</b>	Alter form, Alter size, Automatic metamagic (quicken), Divine blessing (wisdom, charisma), Divine inspiration (courage), Divine radiance, Divine shield, Divine spellcasting, Energy storm (positive), Extra domain, Extra energy immunity (fire, negative), Far senses (hearing), Increased spell resistance, Irresistible performance, Power of truth,
<b>Domain powers</b>	Cast good spells at +1 caster level; Turn undead 19 times/day at 62° level, check 18+ d20, +1d6 bonus damage; once per day for 13 rounds gives his allies a +2 bonus to attacks, saves, ability checks, skill checks and weapon damage; cast a wish spell once every day in connection with his domains.
<b>Class abilities</b>	Mage spells known: 5/5/5/4/4/3/3/2/1; level 42°. Ability used: Charisma. Mage spells per day (level 1-16): 9/9/9/8/7/6/6/5/3/3/3/3/2/2/2; DC is 26 + spell level. Spheres: Fire, Healing, Illusion, Inner fire, Nature. Spell known: 9 <sup>th</sup> level: <i>Unbinding</i> 8 <sup>th</sup> level: <i>Mind blank, Screen</i> 7 <sup>th</sup> level: <i>Hold person (mass), Holy word, Sunbeam</i> 6 <sup>th</sup> level: <i>Heroism (greater), Programmed image, Suggestion (mass)</i> 5 <sup>th</sup> level: <i>Command (greater), Dream, Hallow, Hold Monster</i> 4 <sup>th</sup> level: <i>Freedom of movement, Restoration, Scrying, Web of misdirection,</i> 3 <sup>rd</sup> level: <i>Daylight, Dispel magic, Heroism, Major healing, Remove curse</i> 2 <sup>nd</sup> level: <i>Daze monster, Delay poison, Detect thoughts, Hold person, Shatter</i> 1 <sup>st</sup> level: <i>Charm person, Light, Sense power, Remove fear, Sleep</i> Epic spells known: 12. Epic spells per day: 6; spellcraft check +77
	Inspire confidence +5 16 times/day; Call in a favor (other ainur)
<b>Senses</b>	Varda can see, hear, touch and smell at a distance of 17 miles.
<b>Portfolio sense</b>	Varda senses any act concerning her portfolio the instant it happens
<b>Communication</b>	Varda can understand, speak, and read any language, including nonverbal languages. Varda can speak directly to any beings within 17 miles of herself. <i>Remote Communication and presence:</i> As a standard action, Varda can manifest her presence and send a communication to a remote location. She can sense the

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event via her portfolio senses or with her Far senses ability. She can then manifest her presence in proximity of the event, perceiving with her senses the surroundings of the event in a radius of 440 ft. She can speak to anyone in the indicated radius, or sent a manifestation or omen. The creature being contacted can receive a telepathic message that only it can hear. Alternatively, her voice can seem to issue from the air or the ground. In the latter case, anyone within earshot of the sound can hear it. Once communication is initiated, she can continue communicating as a free action until she decides to end the communication.

The manifestation takes usually the form of a bright light; she can cast his spells trough the manifestation.

Varda must concentrate on a remote communication and presence. She can't do other things, except walking. She can't exercise this power in a godly realm of another not willing ainur, unless she wins a DR check; the ainur master of the godly realm will be able to pinpoint her remote communication and presence

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**Godly realm**

Varda in Aman has a Godly realm power of 100 miles radius

Manwë's spouse and counterpart, Varda shares with her husband the true and original vision of Eru. Compassionate and wise, and beautiful beyond compare, she helped Manwë understand the danger posed by the black enemy, Morgoth. She created the stars, illuminated the Two Trees, blessed the Silmarils and was considered by the elves their patron. Seated beside Manwë atop Arda's highest peak, she can hear any sound uttered above the surface of the land, as Manwë can pierce any cloud with his sight.

**Possessions:**

**Throne:** symbol of Varda and Manwë's lordship over Arda, the Throne is built on the Taniquetil mountain. The throne enable Varda (when she sits side by side with Manwë) to exercise his far senses divine ability in ten remote locations at once.

+6 ring of protection, acts as a ring of wizardry IV and enable the caster to heighten any spell from fire and inner fire spheres at the maximum level usable by the caster.

**YAVANNA**



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Large Outsider (Ainur, Good)

**Divine Rank**

15

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<b>Hit Dice and classes:</b>	58d8+870 (1131 hp); 40 Mage, 1 ranger, 17 Noble
<b>Initiative:</b>	+11
<b>Speed:</b>	60 ft
<b>Armor Class:</b>	56 (+15 divine, +7 dex, +4 natural + 20 DB), touch 52, flat-footed 49
<b>Base Attack/Grapple:</b>	+58/+72
<b>Attack:</b>	+74 staff (2d6 + 17 x2) or by spell
<b>Full Attack:</b>	+74/69/64/59 staff (2d6 + 17 x2) or by spell
<b>Space/Reach:</b>	10 ft./10 ft.
<b>Special Attacks:</b>	Domain powers; Divine abilities; Spells
<b>Special Qualities:</b>	Divine immunities; Divine senses; Divine aura (1500 yards radius, DC 38)
<b>Saves:</b>	Fort +72; Ref +53, Will +58
<b>Abilities:</b>	Str 32, Dex 25, Con 40, Int 25, Wis 34, Cha 36
<b>Skills:</b>	Balance +30, Climb +31, Concentration +50, Diplomacy +43, Disguise +38, Gather information +28, Handle animal +58, Heal +50, Hide +37, Intimidate +30, Jump +31, Knowledge (Arcana + 67, Geography +57, History + 57, Local +57, Nature +77, Nobility and royalty +47), Listen +43, Move silently +47, Perform (Dancing +35, Singing +30), Profession (Woodcraft +25, Herbalism + 52), Ride +27, Search +27, Sense Motive +32, Spellcraft +68, Spot +53, Survival +42, Swim +21
<b>Feats:</b>	Automatic silent spell x2, Brew potion, Combat casting, Combat expertise, Cooperative spell, Craft epic staff, Craft staff, Dodge, Empower spell, Energy admixture, Energy substitution, Enhance spell, Epic fortitude, Epic reputation, Epic spell casting, Extend spell, Greater spell penetration, Heighten spell, Improved disarm, Improved initiative, Improve singing, Intensify spell, Major song, Maximize spell, Power attack, Quicken spell, Sense poison, Sculpt spell, Spell penetration, Silent spell, Widen spell
<b>Alignment:</b>	Lawful Good
<b>Portfolio</b>	Beasts, Forests, Nature, Trees
<b>Domains</b>	Animal, Plant
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form.; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Damage reduction 40/epic, darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an ainur with higher DR). Fast healing 70 Immune to disease, poison, disintegration, paralysis and death effects. Fire resistance: immune to fire (thanks to divine ability) Spell resistance 47
<b>Divine abilities</b>	Alter form, Alter size, Automatic metamagic (extend), Call creatures (ents), Command plants, Divine fast healing x2, Divine shield, Divine spellcasting, Extra energy immunity (fire), Mind of the beast, Increased damage reduction, Power of nature, Shapechange, Speak with creatures (animals)
<b>Domain powers</b>	Rebuke/control plant creatures up to 16 times per day; cast a wish spell once every day in connection with his domains.
<b>Class abilities</b>	Mage spells known: 5/5/5/4/4/3/3/2/1; level 40°. Ability used: Charisma. Mage spells per day (level 1-13): 9/8/8/7/7/5/5/4/3/2/2/2/2; DC is 23 + spell level. Spheres: Air/water, Healing, Illusion, Inner fire, Nature. Spell known: 9 <sup>th</sup> level: <i>Unbinding</i> 8 <sup>th</sup> level: <i>Mind blank, Shifting paths</i> 7 <sup>th</sup> level: <i>Hold person (mass), Control weather, Tree stride</i> 6 <sup>th</sup> level: <i>Heroism (greater), Suggestion (mass), Veil</i> 5 <sup>th</sup> level: <i>Commune with nature, Hallow, Hold Monster, True healing</i> 4 <sup>th</sup> level: <i>Call nature's ally IV, Hallucinatory terrain, Restoration, Scrying,</i> 3 <sup>rd</sup> level: <i>Dispel magic, Entangle, Major image, Nondetection, Remove curse</i> 2 <sup>nd</sup> level: <i>Aid, Camouflage, Delay poison, Detect thoughts, Hold person,</i> 1 <sup>st</sup> level: <i>Charm person, Pass without trace, Sense power, Remove fear, Sleep</i> Epic spells known: 12. Epic spells per day: 6; spellcraft check +68  Inspire confidence +4 14 times/day; Call in a favor (other ainur)
<b>Senses</b>	Yavanna can see, hear, touch and smell at a distance of 15 miles.
<b>Portfolio sense</b>	Yavanna senses any act concerning her portfolio the instant it happens that affects

five hundred or more people

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**Communication**

Yavanna can understand, speak, and read any language, including nonverbal languages. Yavanna can speak directly to any beings within 15 miles of herself.

*Remote Communication and presence:* As a standard action, Yavanna can manifest her presence and send a communication to a remote location. She can sense the event via her portfolio senses. She can then manifest her presence in proximity of the event, perceiving with her senses the surroundings of the event in a radius of 400 ft. She can speak to anyone in the indicated radius, or sent a manifestation or omen. The creature being contacted can receive a telepathic message that only it can hear. Alternatively, her voice can seem to issue from the air or the ground. In the latter case, anyone within earshot of the sound can hear it. Once communication is initiated, she can continue communicating as a free action until she decides to end the communication.

The manifestation takes usually the form of a tree or flower; she can cast his spells through the manifestation.

Yavanna must concentrate on a remote communication and presence. She can't do other things, except walking. She can't exercise this power in a godly realm of another not willing ainur, unless she wins a DR check; the ainur master of the godly realm will be able to pinpoint her remote communication and presence

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**Godly realm**

Yavanna in Aman has a Godly realm power of 10 miles radius

Yavanna, queen of all the things that grow and flourish, is the spouse of Aulë. She presides over all the creations of nature, kelvar (animals) and olvar (trees and plants). She planted the first trees and created the two trees of Valinor, which gave light to the world until their destruction by the hands of Morgoth and Ungoliant.

Yavanna appears as a beautiful woman dressed in green garb.

**Possessions:**

+6 staff, may become a 15 hd ent with maximum hp's under the full control of the wielder once per day for 20 rounds; owner may cast *Shambler* and *Wall of Thorns* spell 3/day at 20<sup>o</sup> level.

#### 4.1.2 – MAIAR

Now we turn to the lesser Ainur, the Maiar.

In the following table we have a comparative look at the most known Maiar, ranked by power.

name	DR	HD	classes	str	dex	con	int	wis	cha	portfolio	domains	hp
Eönwë	8	44	40 fighter, 1 ranger, 3 noble	30	28	29	22	24	29	fighters, judgement, military might, strategy, warfare, weapon fighting	Strategy, War	594
Ilmarë	8	44	30 mage, 14 noble	24	25	26	21	25	30	Light, stars	Glory, good	550
Ossë	7	43	13 fighter, 30 mage	30	28	29	22	18	28	Coasts, Sea, Ships, Storm	Seafolk, Storm	581
Uinen	7	41	30 mage, 11 noble	26	25	25	19	23	28	Sea, sailors, sea creatures	Animal (sea), seafolk, ocean	472
Sauron II (second age, after forging the One Ring)	7	41	19 artificer, 1 fighter, 21 mage	21	20	25	26	25	28	Darkness, Evil, Treachery, Tyranny	Craft, Evil, Trickery; Tyrant	472
Ungoliant	6	42	42 HD	32	25	35	15	20	23	Darkness, hunger	Darkness, hunger	694
<i>Ungoliant</i>	<i>16</i>	<i>70</i>	<i>70 HD</i>	<i>40</i>	<i>28</i>	<i>42</i>	<i>15</i>	<i>20</i>	<i>29</i>	<i>Darkness, hunger</i>	<i>Darkness, hunger</i>	<i>1435</i>
Sauron I (first age, beginning of second age)	6	39	18 artificer, 21 mage	21	20	24	26	23	27	Darkness, Evil, Treachery, Tyranny	Craft, Evil, Trickery;	449
Arien	5	40	28 mage, 7 fighter, 5 noble	24	25	24	20	23	28	Sun, fire, light	Sun, fire	460
Melian	5	33	30 mage, 3 noble	18	19	23	22	25	27	Protection, shadows	Protection, shadows	347
Gothmog	4	38	33 fighter, 5 mage	34	15	30	18	22	26	Fire, darkness, massacre	Fire, war	571
Tilion	4	36	31 ranger, 5 mage	23	26	24	20	21	24	Moon, silver, night	moon	414
Curumir	2	29	7 artificer, 2 expert, 20 mage	16	17	22	23	19	21	Craft, resourcefulness, skills	craft	305
Olorin	2	25	6 expert, 19 mage	17	16	21	17	25	19	Good, hope, patience	good	238
Tom Bombadil	2	21	1 expert, 19 mage, 1 ranger	13	19	23	15	22	20	Plant, animals	plant	221
Radagast	1	20	4 expert, 16 mage	15	16	22	15	17	17	animals	animals	210
Balrog of Moria	0	24	24 HD	34	15	30	17	20	22	-	-	348
Thuringwethil	0	15	15 HD	21	22	21	17	17	18	-	-	143
Goldberry	0	13	13 HD	16	18	22	14	18	18	-	-	137

What follows now is the description of some the most prominent Maia in Middle Earth lore.

### BALROG OF MORIA, DURIN'S BANE.

*note: here you'll find the stats of the Balrog of Moria using the Ainur standard descriptive block, which is slightly different from the stats block we used in the "monsters and creatures" section.*

	Huge Outsider (Ainur, Evil)
<b>Divine Rank</b>	0
<b>Hit Dice and classes:</b>	24d8+240 (348 hp)
<b>Initiative:</b>	+6
<b>Speed:</b>	40 ft
<b>Armor Class:</b>	23 (+2 dex, -2 size, +13 natural), touch 10, flat-footed 21
<b>Base Attack/Grapple:</b>	+24/+44
<b>Attack:</b>	+36 (24+12-2+1+1wf) flaming burst longsword (2d8 + 13 + 1d6 fire, 19-20/x2 + 1d10 fire burst)
<b>Full Attack:</b>	+34/29/24/19 flaming burst longsword (2d8 + 13 + 1d6 fire, 19-20/x2 + 1d10 fire burst) and +1 flaming whip +33/28 melee (3d4+7 + 3d4 fire plus entangle/20) or 2 slams +34 melee (1d4 + 12)
<b>Space/Reach:</b>	10 ft./15 ft. (25 ft with +1 flaming whip)
<b>Special Attacks:</b>	Entangle, fear aura, whip mastery
<b>Special Qualities:</b>	Divine immunities; flaming body, magic resistance
<b>Saves:</b>	Fort +24; Ref +16, Will +19
<b>Abilities:</b>	Str 34, Dex 15, Con 30, Int 17, Wis 20, Cha 22
<b>Skills:</b>	Balance +12, Bluff +16, Climb +32, Concentration +14, Hide +9, Intimidate +33, Knowledge ( Arcana +14, Geography +14, History +12, Local +14, Nature +14), Listen +28, Search +26, Sense motive + 16, Spellcraft + 24, Spot +26, Survival +26
<b>Feats:</b>	Cleave, Combat expertise, Improved bull rush, Improved grapple, Improved initiative, Improved two-weapon fighting, Improved unharmed strike, Power attack, Two weapon fighting, Weapon focus (flaming burst longsword)
<b>Alignment:</b>	Lawful Evil
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Damage reduction 10/epic, darkvision 60 ft.. Fire resistance: immune to fire Spell resistance: 32

Like other fire spirits seduced by Melkor, the Balrog of Moria was a servant of darkness who managed to escape the onslaught of the War Of Wrath. He took refuge under the rocks of the Misty Mountains, until the dwarves of Moria accidentally awoke him. The Balrog assembled an army of orcs and other dark beings, and drove Durin's folk from their city. He ruled his underground realm until he was killed by Gandalf the Grey, who also found his death.

#### Balrog powers:

**Entangle (Ex):** The Balrog of Moria's multi-tail flaming whip inflicts lethal damage to any armor class and entangles foes much like an attack with a net. The whip has 20 hit points. The whip needs no folding. If it hits, the target and the Balrog of Moria immediately make opposed Strength checks; if he wins, it drags the target against its flaming body (see below). The target remains anchored against his body until it escapes the whip.

**Fear:** The Balrog of Moria's aura of fear has 30' radius; will save is 28 DC

**Flaming Body (Su):** The Balrog of Moria may wreath his body in flame as a quick action. Anyone grappling him takes 2d6 points of fire damage each round. The flames may be doused with normal water, and as long as his body is wet, the Balrog of Moria can't take fire again.

**Magic resistance (Su):** The Balrog of Moria is immune to spells of fifth level or lower and may dispel magic by touch as a 20 level mage

**Whip mastery (ex):** The Balrog of Moria may use his flaming whip as a light weapon with his off-

hand.

**Possessions:**

- +1 flaming burst huge longsword
- +1 flaming whip

**EÖNWË**



	Medium Outsider (Ainur, Good)
<b>Divine Rank</b>	8
<b>Hit Dice and classes:</b>	44d8+396 (594 hp); 40 fighter, 3 noble, 1 ranger
<b>Initiative:</b>	+17
<b>Speed:</b>	90 ft (60 ft in armor)
<b>Armor Class:</b>	55 (+8 divine, +3 dex, +14 armor, +6 shield, +4 cloak, + 10 DB), touch 41, flat-footed 52
<b>Base Attack/Grapple:</b>	+44/+58
<b>Attack:</b>	+ 64 longsword (2d8 + 20, + 2d6 vs evil opponents, +1d6 fire or cold damage; 17-20 x2 +1d6, +2d6 vs evil opponents, + 1d10 fire or cold damage) melee, or + 60 composite longbow (1d8 + 14,+2d6 vs evil opponents, x3) ranged
<b>Full Attack:</b>	+64/59/54/49 longsword (2d8 + 20, + 2d6 vs evil opponents, +1d6 fire or cold damage; 17-20 x2 +1d6, +2d6 vs evil opponents, + 1d10 fire or cold damage) melee, or +60/55/50/45 composite longbow (1d8 + 14,+2d6 vs evil opponents, x3) ranged
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Domain powers; Divine abilities
<b>Special Qualities:</b>	Divine immunities; Divine senses; Divine aura (800 yards radius, DC 28);
<b>Saves:</b>	Fort +41; Ref +45, Will +43 (47 vs fear)

<b>Abilities:</b>	Str 30, Dex 28, Con 29, Int 22, Wis 24, Cha 30
<b>Skills:</b>	Balance +39, Bluff +33, Climb +40, Craft (weaponsmithing) +26, Diplomacy +62, Disguise +19, Gather information +43, Handle animal +29, Heal +17, Hide +29, Intimidate +63, Jump +35, Knowledge ( Geography +30, History +46, Local +26, Nature +21, Nobility and royalty +46), Listen +47, Move silently + 39, Perform (Oratory) +24, Ride +34, Search +26, Sense motive + 40, Spot +45, Survival +17, Swim +25
<b>Feats:</b>	Blinding speed, Cleave, Combat archery, Combat expertise, Combat reflexes, Courage, Dodge, Elusive target, Epic prowess, Epic reflexes, Epic reputation, Epic speed, Epic will, Far shot, Great cleave, Greater weapon focus (longsword), Greater weapon specialisation (longsword), Improved bull rush, Improved combat expertise, Improved grapple, Improved disarm, Improved feint, Improved initiative, Improved overrun, Improved shield bash, Improved sunder, Improved unharmed strike, Mobility, Overwhelming critical, Point blank shot, Power attack, Power critical (longsword), Run, Spring attack, Superior initiative, Whirlwind attack.
<b>Alignment:</b>	Lawful Good
<b>Portfolio</b>	Fighters, judgement, military might, warfare, combat
<b>Domains</b>	herald, war
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Damage reduction 20/epic, darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an ainur with higher DR). Immune to disease, poison, disintegration, paralysis and death effects. Fire resistance 13 Spell resistance 40
<b>Divine abilities</b>	Alter size, Battlesense, Divine battle mastery, Divine inspiration (courage), Divine shield, Divine weapon mastery, Lay quest, Power of truth
<b>Domain powers</b>	cast a wish spell once every day in connection with his domains.
<b>Class abilities</b>	Inspire confidence +1 10 times/day; Call in a favor (other ainur) Favored enemies: orcs
<b>Portfolio sense</b>	Eönwë senses any act concerning his portfolio that involves one thousand people or more the instant it happens.
<b>Communication</b>	Eönwë can understand, speak, and read any language, including nonverbal languages. Eönwë can speak directly to any beings within 8 miles of itself. <i>Remote Communication and presence:</i> As a standard action, Eönwë can manifest his presence and send a communication to a remote location. He can sense the event via his portfolio senses. He can then manifest his presence in proximity of the event, perceiving with his senses the surroundings of the event in a radius of 260 ft. He can speak to anyone in the indicated radius, or sent a manifestation or omen. The creature being contacted can receive a telepathic message that only it can hear. Alternatively, his voice can seem to issue from the air or the ground. In the latter case, anyone within earshot of the sound can hear it. Once communication is initiated, he can continue communicating as a free action until he decides to end the communication. The manifestation takes usually the form of a commanding voice coming from a weapon or in the wind. Eönwë must concentrate on a remote communication and presence. He can't do other things, except walking. He can't exercise this power in a godly realm of another not willing ainur, unless he wins a DR check; the ainur master of the godly realm will be able to pinpoint his remote communication and presence
<b>Godly realm</b>	Eönwë in Aman has a Godly realm power of 1 mile radius

Eönwë is the supreme master of weapon. While Tulkas is stronger, and Oromë a better bowman, no one can rival Eönwë in melee weapons. Eönwë is, together with his spouse Ilmarë, the greatest of the Maia; he was the herald of the Valar, their herald and standard bearer.

### Posessions:

**Longsword:** a +6 weapon, with the following proprieties: holy power, mighty, ghost touch, flaming or icy blast (owner's choice), sundering.

**Manwë's banner:** a banner (+6 lance, can be throw with triple range, inspire courage to allies and dread to enemies), wielder gains a + 4 to any checks (including divine rank checks)  
 +5 composite longbow with the following proprieties: distance, holy power,  
 +6 plate armor, energy resistance (any type), grants triple max dexterity  
 +6 bashing shield  
 +4 cloack of protection

## GOTHMOG



	Huge Outsider (Ainur, Evil)
<b>Divine Rank</b>	4
<b>Hit Dice and classes:</b>	38d8+380 +20 (Epic toughness) (571 hp); 33 fighter, 5 mage
<b>Initiative:</b>	+10
<b>Speed:</b>	70 ft
<b>Armor Class:</b>	50 (+4 divine, +2 dex, -2 size, +16 natural, + 20 DB), touch 34, flat-footed 48
<b>Base Attack/Grapple:</b>	+38/+60
<b>Attack:</b>	+61 battle axe (2d8 + 21 +2d6 unholy, 19-20 x3) melee, or by spell
<b>Full Attack:</b>	+ 59/54/49/44 battle axe (2d8 + 21 +2d6 unholy, 19-20 x3) and +54/49 flaming whip (5d4 + 11 + 5d4 file plus entangle/20) or +53/48 heavy mace (2d8 +10 + 2d6 /x2) melee, or by spell
<b>Space/Reach:</b>	15 ft./15 ft. (25 ft with +5 flaming whip)
<b>Special Attacks:</b>	Domain powers, Divine abilities, Entangle, Fear aura, Spells, Whip mastery
<b>Special Qualities:</b>	Divine immunities; Divine senses; Divine aura (40 yards radius, DC 22); flaming body, magic resistance
<b>Saves:</b>	Fort +35; Ref +27, Will +31
<b>Abilities:</b>	Str 34, Dex 15, Con 30, Int 18, Wis 22, Cha 26
<b>Skills:</b>	Balance +22, Bluff +33, Climb +42, Concentration +20, Gather information +43, Hide +22, Intimidate +53, Jump +22, Knowledge ( Arcana +29, Geography +34, History +34, Local +34, Nature +24), Listen +36, Move silently +12, Search +29, Sense motive + 36, Spellcraft + 26, Spot +36, Survival +16
<b>Feats:</b>	Cleave, Combat casting, Combat expertise, Combat reflexes, Dodge, Epic prowess x2, Epic reputation, Epic toughness, Great cleave, Greater weapon specialisation

	(battleaxe), Greater weapon focus (battleaxe), Improved bull rush, Improved critical (battleaxe), Improved grapple, Improved initiative, Improved overrun, Improved spell resistance, Improved sunder, Improved two-weapon fighting, Improved unharmed strike, Improved weapon focus (Battleaxe), Mobility, Power attack, Spring attack, Superior initiative, Throw anything, Two weapon fighting, Weapon focus (battleaxe, flame whip, heavy mace), Weapon specialisation (battleaxe)
<b>Alignment:</b>	Lawful Evil
<b>Portfolio</b>	Fire, Darkness, Massacre
<b>Domains</b>	Fire, War
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Damage reduction 15/epic, darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an ainur with higher DR). Immune to disease, poison and disintegration. Fire resistance: immune to fire Spell resistance: 38
<b>Divine abilities</b>	Divine fire mastery, Divine weapon focus (battleaxe), Energy burst (fire), Extra domain
<b>Domain powers</b>	Rebuke/control/bolster fire elementals or turn/destroy water elementals 11 times per day; cast a limited wish spell once every day in connection with his domains.
<b>Class abilities</b>	Mage spells known: 3/2/1; level 5°. Ability used: Charisma. Mage spells per day (level 1-3): 5/4/3 DC is 18 + spell level. Spheres: Fire, Sorcery Spell known: 3 <sup>rd</sup> level: <i>Bestow curse</i> 2 <sup>nd</sup> level: <i>Desecrate, Hold person</i> 1 <sup>st</sup> level: <i>Command, Doom, Sense power</i>
<b>Portfolio sense</b>	Gothmog senses any act concerning his portfolio that involves two thousand people or more the instant it happens.
<b>Communication</b>	Gothmog can understand, speak, and read any language, including nonverbal languages. Gothmog can speak directly to any beings within 4 miles of itself. <i>Remote Communication and presence:</i> As a standard action, Gothmog can manifest his presence and send a communication to a remote location. He can sense the event via his portfolio senses. He can then manifest his presence in proximity of the event, perceiving with his senses the surroundings of the event in a radius of 180 ft. He can speak to anyone in the indicated radius, or sent a manifestation or omen. The creature being contacted can receive a telepathic message that only it can hear. Alternatively, his voice can seem to issue from the air. In the latter case, anyone within earshot of the sound can hear it. Once communication is initiated, he can continue communicating as a free action until he decides to end the communication. The manifestation takes usually the form of a hard, commanding voice coming from a black shadow surrounded by flames. Gothmog must concentrate on a remote communication and presence. He can't do other things, except walking. He can't exercise this power in a godly realm of another not willing ainur, unless he wins a DR check; the ainur master of the godly realm will be able to pinpoint his remote communication and presence
<b>Godly realm</b>	Gothmog in Middle earth has a Godly realm of 400 ft radius

The most powerful of the fire spirits seduced by Melkor, Gothmog was the lord of the balrogs and the warlord of Angband's host. He was the strongest warrior among the forces of Morgoth; he killed Fëanor, then Fingon during the battle of uncountable tears, and directed the armies of Morgoth against Gondolin, the last Noldor stronghold in Beleriand. During the battle, he was killed by Ecthelion of the Fountain, even if the elf-lord perished as well.

The greatest of balrogs, Gothmog was a terrible figure to behold. Enfolded in fire and darkness, he could strike with terror any opponent and only the strongest of elves and men could bear the power of his presence.



**Balrog powers:**

**Entangle (Ex):** Gothmog's multi-tail flaming whip inflicts lethal damage to any armor class and entangles foes much like an attack with a net. The whip has 30 hit points. The whip needs no folding. If it hits, the target and Gothmog immediately make opposed Strength checks; if he wins, it drags the target against its flaming body (see below). The target remains anchored against his body until it escapes the whip.

**Fear:** Gothmog's aura of fear has 30' radius; will save is 33 DC

**Flaming Body (Su):** Gothmog may wreath his body in flame as a quick action. Anyone grappling him takes 2d6 points of fire damage each round. The flames may be doused with normal water, and as long as his body is wet, Gothmog can't take fire again.

**Magic resistance (Su):** Gothmog is immune to spells of fifth level or lower and may dispel magic by touch as a 20 level mage

**Whip mastery (ex):** Gothmog may use his flaming whip as a light weapon with his off-hand.

**Possessions:**

+5 unholy double dimension battle axe

+5 flaming whip

+4 unholy double dimension ghost touch wound seeking mace

**MELIAN**

	Medium Outsider (Ainur, Good)
<b>Divine Rank</b>	5
<b>Hit Dice and classes:</b>	33d8+198 (347 hp) 30 mage, 3 noble
<b>Initiative:</b>	+8
<b>Speed:</b>	60 ft
<b>Armor Class:</b>	38 (+5 divine, +4 dex, +5 ring, + 14 DB), touch 38, flat-footed 34
<b>Base Attack/Grapple:</b>	+33/+37
<b>Attack:</b>	+ 37 touch spell or +37 ranged touch spell
<b>Full Attack:</b>	+ 37 touch spell or +37 ranged touch spell
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Domain powers, divine abilities, spells
<b>Special Qualities:</b>	Divine immunities; Divine aura (50 ft radius, DC 23);
<b>Saves:</b>	Fort +29; Ref +27, Will +34
<b>Abilities:</b>	Str 18, Dex 19, Con 23, Int 22, Wis 25, Cha 27
<b>Skills:</b>	Appraise +16, Balance +9, Bluff +18, Climb +9, Concentration +28, Craft (weaving +16), Decipher script +14, Diplomacy +40, Disguise +18, Gather information +38, Handle animal +18, Heal +20, Hide +14, Jump +8, Knowledge (Arcana +41, Architecture and engineering +16, Geography +26, History +30, Local +36, Nature +36, Nobility and royalty +31), Listen +17, Move silently + 24, Perform (singing) +18, Ride +12, Profession (herbalist +16) Search +16, Sense motive + 40, Spellcraft + 36, Spot +22, Survival + 12, Swim +9
<b>Feats:</b>	Automatic quicken spell, Blind-fight, Dodge, Epic spellcasting, Epic will, Enlarge spell, Extend spell, Heighten spell, Improved singing, Improved initiative, Improved spell capacity, Leadership, Major song, Negotiator, Quicken spell, Scribe scroll, Sculpt spell, Spell penetration, Widen spell
<b>Alignment:</b>	Neutral Good
<b>Portfolio</b>	Protection, shadows
<b>Domains</b>	Protection, shadows
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Damage reduction 15/epic, darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an ainur with higher DR). Immune to disease, poison, disintegration, paralysis and death effects.

	Fire resistance 10 Spell resistance 37
<b>Divine abilities</b>	Automatic metamagic (silent), Divine area protection, Extra domain, Know secrets, Speak with creatures (woodland animals)
<b>Domain powers</b>	Protective ward: once per day, the touched target receives a +30 resistance bonus on his next ST; if not used in one hour, the ward dissipates. Cast a limited wish spell once every day in connection with her domains.
<b>Class abilities</b>	Inspire confidence:  Mage spells known: 5/5/5/4/4/3/3/2/1; level 30°. Ability used: Charisma. Mage spells per day (level 1-10): 7/7/7/6/5/4/4/3/1/1; DC is 18 + spell level. Spheres: Air/water, Healing, Illusion, Inner fire, Nature. Spell known: 9 <sup>th</sup> level: <i>Shadow landscape</i> 8 <sup>th</sup> level: <i>Mind blank, Screen</i> 7 <sup>th</sup> level: <i>Control weather, Holy word, Tree stride</i> 6 <sup>th</sup> level: <i>Greater misdirection, Suggestion (mass), Veil</i> 5 <sup>th</sup> level: <i>Commune with nature, Hallow, Hold Monster, Permanent image</i> 4 <sup>th</sup> level: <i>Control water, Hallucinatory terrain, Restoration, Scrying</i> 3 <sup>rd</sup> level: <i>Alter self, Dispel magic, Major healing, Major image, Remove curse</i> 2 <sup>nd</sup> level: <i>Aid, Detect thoughts, Fog cloud, Hide from animals, Hold person</i> 1 <sup>st</sup> level: <i>Charm person, Charm animal, Pass without trace, Sense power, Sleep</i> Epic spells known: 7. Epic spells per day: 3; spellcraft check +36
<b>Portfolio sense</b>	Melian senses any act concerning her portfolio that involves two thousand people or more the instant it happens.
<b>Communication</b>	Melian can understand, speak, and read any language, including nonverbal languages. Melian can speak directly to any beings within 5 miles of herself. <i>Remote Communication and presence:</i> As a standard action, Melian can manifest her presence and send a communication to a remote location. She can sense the event via her portfolio senses. She can then manifest her presence in proximity of the event, perceiving with her senses the surroundings of the event in a radius of 200 ft. She can speak to anyone in the indicated radius, or sent a manifestation or omen. The creature being contacted can receive a telepathic message that only it can hear. Alternatively, her voice can seem to issue from the air or from a tree. In the latter case, anyone within earshot of the sound can hear it. Once communication is initiated, she can continue communicating as a free action until she decides to end the communication. The manifestation takes usually the form of a soft voice coming from a tree or in the wind. Melian must concentrate on a remote communication and presence. she can't do other things, except walking. She can't exercise this power in a godly realm of another not willing ainur, unless she wins a DR check; the ainur master of the godly realm will be able to pinpoint his remote communication and presence
<b>Godly realm</b>	Melian can manifest in Middle earth a godly realm of 500 ft/radius. She can ward a much bigger area thanks to her "Divine area protection" ability.

Renowned for her wisdom, kindness and knowledge, Melian was unique among the Maiar, for she was the only one to wed one of the Eldar. She married the lord of the sindar elves Elwë, and the two became the lords of Beleriand in the first part of the first age. Against the threats of the north, Melian wove a powerful protective spell to ward the borders of their kingdom: the ward, called the girdle of Melian, managed to ensure the safety of their people for long centuries. After Elwë's death, Melian, struck by grief, lost interest in Middle Earth and her protective ward waned. She left Beleriand and returned to Valinor. Her heritage however continued to grace Middle Earth, as she was the mother of Luthien and the ancestor of Elrond and Elros.

#### Posessions:

+5 ring of defence and wizardry IV.

## OSSË



	Medium Outsider (Ainur, Good)
<b>Divine Rank</b>	7
<b>Hit Dice and classes:</b>	43d8+396 (581 hp) 13 fighter, 30 mage
<b>Initiative:</b>	+17
<b>Speed:</b>	60 ft (swimming 60 ft)
<b>Armor Class:</b>	51 (+7 divine, +9 dex, +5 bracers, + 20 DB), touch 51, flat-footed 43
<b>Base Attack/Grapple:</b>	+43/+67
<b>Attack:</b>	+ 60 longspear (1d8 + 20, 19-20 x3) melee, or + 59 longspear (1d8 + 15, 19-20 x3) ranged
<b>Full Attack:</b>	+ 60/55/50/45 longspear (1d8 + 20, 19-20 x3) melee, or + 59 longspear (1d8 + 15, 19-20 x3) ranged
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Domain powers, divine abilities, spells
<b>Special Qualities:</b>	Breath water; Divine immunities; Divine senses; Divine aura (700 yards radius, DC 26);
<b>Saves:</b>	Fort +39; Ref +43, Will +38
<b>Abilities:</b>	Str 30, Dex 28, Con 29, Int 22, Wis 18, Cha 28
<b>Skills:</b>	Balance +19, Bluff +32, Climb +30, Concentration +26, Craft (Carpentry +26, sailmaking +25), Diplomacy +22, Disguise +18, Escape artist + 29, Gather information +23, Handle animal +39, Heal +17, Hide +19, Intimidate +43, Jump +19, Knowledge ( Arcana +36, Geography +46, History +36, Local +36, Nature +36, Nobility and royalty +26), Listen +27, Move silently + 29, Perform (singing) +33, Ride +19, Search +36, Sense motive + 23, Spellcraft + 51, Spot +27, Swim +45
<b>Feats:</b>	Cleave, Combat expertise, Combat reflexes, Dodge, Energy substitution, Enlarge spell, Epic prowess, Epic reflexes, Epic reputation, Epic spellcasting, Epic will,

	Fast healing, Heighten spell, Improved bull rush, Improved grapple, Improved initiative, Improved singing, Improved unharmed strike, Legendary wrestler, Major song, Maximize spell, Mobility, Power attack, Power critical (longspear), Rapid swimming, Quicken spell, Silent spell, Superior initiative, Weapon Focus (longspear),
<b>Alignment:</b>	Chaotic Good
<b>Portfolio</b>	Coasts, Sea, Ships, Storm
<b>Domains</b>	Seafolk, Storm
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Damage reduction 20/epic, darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an ainur with higher DR). Immune to disease, poison, disintegration, paralysis and death effects. Electricity resistance 5 Fire resistance 12 Spell resistance 39
<b>Divine abilities</b>	Alter size, Alter form, Call creatures (aquatic), Control creatures (aquatic), Energy storm (electricity), Divine water mastery, Shift form (aquatic)
<b>Domain powers</b>	Gains rapid swimming as bonus feat, electricity resistance 5, cast a wish spell once every day in connection with his domains.
<b>Class abilities</b>	Mage spells known: 5/5/5/4/4/3/3/2/1; level 30°. Ability used: Charisma. Mage spells per day (level 1-9): 8/7/7/6/6/4/4/3/2; DC is 19 + spell level. Spheres: Air/water, Healing, Illusion, Inner fire, Nature. Spell known: 9 <sup>th</sup> level: <i>Crown of glory</i> 8 <sup>th</sup> level: <i>Antipathy, Whirlwind</i> 7 <sup>th</sup> level: <i>Control weather, Limited wish, Project image</i> 6 <sup>th</sup> level: <i>Mastery of forms, Suggestion (mass), Veil</i> 5 <sup>th</sup> level: <i>Command (greater), Control winds, Hallow, Hold Monster</i> 4 <sup>th</sup> level: <i>Control water, Freedom of movement, Restoration, Scrying</i> 3 <sup>rd</sup> level: <i>Dispel magic, Heroism, Major healing, Major image, Remove curse</i> 2 <sup>nd</sup> level: <i>Daze monster, Fog cloud, Hide from animals, Hold person, Resist energy</i> 1 <sup>st</sup> level: <i>Charm person, Charm animal, Healing, Sense power, Sleep</i> Epic spells known: 6. Epic spells per day: 3; spellcraft check +51
<b>Portfolio sense</b>	Ossë senses any act concerning his portfolio that involves one thousand people or more the instant it happens.
<b>Communication</b>	Ossë can understand, speak, and read any language, including nonverbal languages. Ossë can speak directly to any beings within 7 miles of itself. <i>Remote Communication and presence:</i> As a standard action, Ossë can manifest his presence and send a communication to a remote location. He can sense the event via his portfolio senses. He can then manifest his presence in proximity of the event, perceiving with his senses the surroundings of the event in a radius of 240 ft. He can speak to anyone in the indicated radius, or sent a manifestation or omen. The creature being contacted can receive a telepathic message that only it can hear. Alternatively, his voice can seem to issue from the air or the water. In the latter case, anyone within earshot of the sound can hear it. Once communication is initiated, he can continue communicating as a free action until he decides to end the communication. The manifestation takes usually the form of a booming voice coming from a wave or in the wind. Ossë must concentrate on a remote communication and presence. He can't do other things, except walking. He can't exercise this power in a godly realm of another not willing ainur, unless he wins a DR check; the ainur master of the godly realm will be able to pinpoint his remote communication and presence
<b>Godly realm</b>	Ossë, much like Ulmo, doesn't have a godly realm, but wander through Aman's coastlines; if he so wishes, he can extend in Aman a Godly realm power of 1 mile radius

Ossë and his spouse Uinen were the greatest servants of Ulmo and the best known of the maiar among the elves. In the first days of Ea, Melkor tried to swath Ossë to his side, as he was the lord of

coasts and storms, and his character reflected his portfolio, being moody and sometimes violent. Uinen brought Ossë back to the Valar but his character has not changed during the centuries: he remains unpredictable and driven by sudden passions.

Ossë taught the teleri elf to sing and was the first to instruct them in the art of shipmaking. He also was the one who, with the consent of the Valar, raised the great island of Numenor from the ocean.

**Possessions:**

**Longspear:** a +5 weapon, with the following proprieties: aquatic, keen, of wounding.  
+5 bracers of defence

**SAURON**



	Medium Outsider (Ainur, Evil)
<b>Divine Rank</b>	First age and beginning of second age: 6 Sauron after forging the One Ring (from S.A: 1693 on) : 7
<b>Hit Dice and classes:</b>	First age and beginning of second age: 39d8 +273 (449 hp); 18 artificer, 21 mage After forging the One Ring: 41d8 + 280 (472 hp); 19 artificer, 1 fighter, 21 mage
<b>Initiative:</b>	+9
<b>Speed:</b>	60 ft
<b>Armor Class:</b>	First age and beginning of second age: 42 (+6 divine, +5 dex, +3 ring, + 18 DB), touch 42, flat-footed 37 After forging the One Ring: 44 (+7 divine, +3 dex, +13 armor, +1 helm, +10 DB),

	touch 30, flat-footed 41
<b>Base Attack/Grapple:</b>	+39/+44 +41/46
<b>Attack:</b>	First age and beginning of second age: + 44 touch spell or + 44 ranged spell or by shape After forging the One Ring: +51 longsword (2d8 + 11, 2d6 vs good opponents, 17-20 x2 +2d6 vs good opponents) melee, or +46 touch spell or + 46 ranged spell
<b>Full Attack:</b>	First age and beginning of second age: + 44 touch spell or + 44 ranged spell or by shape After forging the One Ring: +51/46/41/36 longsword (2d8 + 11, 2d6 vs good opponents, 17-20 x2 +2d6 vs good opponents) melee, or +46 touch spell or + 46 ranged spell
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Domain powers, divine abilities, spells
<b>Special Qualities:</b>	Divine immunities; Divine senses; Divine aura (600 yards radius, DC 24, or 700 yards radius, DC 26);
<b>Saves:</b>	Fort +34; Ref +32, Will +33 Fort +35; Ref +33, Will +35
<b>Abilities:</b>	Str 21, Dex 20, Con 24, Int 26, Wis 23, Cha 27 Str 21, Dex 20, Con 25, Int 26, Wis 25, Cha 28
<b>Skills:</b>	Appraise +28, Bluff +42/43, Climb +15, Concentration +37, Craft (stoneworking + 48/50, metalworking +46/50, gemcutting + 38, weaponsmithing +33), Decipher script + 18, Diplomacy +32/33, Disguise +18/21, Gather information +32/33, Handle animal +18/19, Hide +17, Intimidate +42/43, Jump +15, Knowledge (Arcana +48/50, architecture and engineering +28, Geography +38, History +38/40, Local +38, Nature +38, Nobility and royalty +28), Listen +26, Move silently + 15, Profession (smith + 26/30, architect + 26), Ride +15, Search +28, Sense motive + 28, Spellcraft + 48, Spot +27
<b>Feats:</b>	Automatic silent spell, Cleave, Combat expertise, Craft epic magic arms and armor, Craft magic arms and armor, Craft wondrous item, Dodge, Energy substitution, Enlarge spell, Epic reputation, Epic spellcasting, Forge epic ring, Forge ring, Heighten spell, Improved initiative, Improved singing, Maximize spell, Power attack, Quicken spell, Scribe scroll, Silent spell, Widen spell. After forging the One Ring, add Power critical
<b>Alignment:</b>	Lawful Evil
<b>Portfolio</b>	Darkness, Evil, Treachery, Tyranny
<b>Domains</b>	Craft, Evil, Trickery; after S.A. 1693, add Tyrant
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Damage reduction 20/epic, darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an ainur with higher DR). Immune to disease, poison, disintegration, paralysis and death effects. Fire resistance 11 or 12 Spell resistance 38 or 39
<b>Divine abilities</b>	Alter form, Craft artifact, Divine glibness, Extra domain, Frightful presence (attacking), Shift form (large constrictor snake, large vampire, large werewolf). After forging the One Ring, add Extra domain (Tyrant). After 3319 (Akallabeth), replace Shift form with Divine weapon mastery; after his demise at the end of the second age, replace Divine weapon mastery with Far senses (sight). Note: after the first destruction of his body in the Akallabeth, Sauron can't use his Alter form ability or spell, even epic, to assume a fair form. See the section at the end of Sauron description for a full table of Sauron's divine abilities during the ages.
<b>Domain powers</b>	Creation spells at +1 level; skill focus (metalworking); cast evil spells at +1 level; cast a wish spell once every day in connection with his domains. After forging the One Ring, add: all enchantment (compulsion) spells have +2 DC
<b>Class abilities</b>	Reduce xp cost: Forge ring, Forge epic ring, Craft magic arms and armor. Favored crafts: stoneworking, metalworking, gemcutting, weaponsmithing. Artificer spells known (1-6): 5/5/4/4/2/2; level 18°, Ability used: Charisma.

Artificer spells per day: 7/7/6/6/3/3; DC 18 + spell level.

Spell Known:

6<sup>th</sup> level: *Fire seeds, Suggestion (mass)*

5<sup>th</sup> level: *Command (greater), Fire shield*

4<sup>th</sup> level: *Freedom of movement, Magic weapon (greater) Scrying, Voice of the dragon*

3<sup>rd</sup> level: *Bestow curse, Dispel magic, Nondetection, Suggestion,*

2<sup>nd</sup> level: *Aid, Arcane lock, Produce flame, Resist energy, Shatter*

1<sup>st</sup> level: *Charm person, Command, Endure elements, Magic weapon, Raging fire*

after Forging the One Ring:

Artificer spells known (1-7): 5/5/4/4/2/2/1; add *Stone shape (greater)* as seventh-level artificer spell. Level 19°.

Artificer spells per day: 8/7/6/6/4/3/1; DC 19 + spell level.

Mage spells known: 5/5/5/4/4/3/3/2/1; level 21°. Ability used: Charisma.

Mage spells per day: (level 1-9): 7/7/7/6/5/4/4/3/1; DC 18 + spell level. Spheres:

Air/Water, Fire, Illusion, Nature, Sorcery.

Spell known:

9<sup>th</sup> level: *Dominate monster*

8<sup>th</sup> level: *Antipathy, Simpathy,*

7<sup>th</sup> level: *Control weather, Limited wish, Stone shape (greater)*

6<sup>th</sup> level: *Mastery of forms, Veil, Wipe memory,*

5<sup>th</sup> level: *Dominate person, Greymantle, Permanent image, Unhallow*

4<sup>th</sup> level: *Confusion, Fear, Mindwipe, Web of misdirection*

3<sup>rd</sup> level: *Contagion, Dispel magic, Glyph of warding, Major image, Scorching ray*

2<sup>nd</sup> level: *Call nature's ally II, Darkness, Fog cloud, Hold person, Minor image*

1<sup>st</sup> level: *Cause fear, Charm animal, Doom, Obscuring mist, Sense power,*

Epic spells known: 7. Epic spells per day: 4; spellcraft check +48

After forging the One Ring:

replace *Stone shape (greater)* with *Hold person (mass)*.

Mage spells per day: (level 1-9): 8/7/7/6/6/4/4/3/2; DC 19 + spell level.

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**Portfolio sense**

Sauron senses any act concerning his portfolio that involves one thousand people or more the instant it happens.

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**Communication**

Sauron can understand, speak, and read any language, including nonverbal languages. Sauron can speak directly to any beings within 6 miles (7 miles after forging the One Ring) of itself.

*Remote Communication and presence:* As a standard action, Sauron can manifest his presence and send a communication to a remote location. He can sense the event via his portfolio senses. He can then manifest his presence in proximity of the event, perceiving with his senses the surroundings of the event in a radius of 220 ft. (240 ft after forging the One Ring). He can speak to anyone in the indicated radius, or sent a manifestation or omen. The creature being contacted can receive a telepathic message that only it can hear. Alternatively, his voice can seem to issue from the air or ground. In the latter case, anyone within earshot of the sound can hear it. Once communication is initiated, he can continue communicating as a free action until he decides to end the communication.

The manifestation takes usually the form of a whispering voice coming from a shadow.

Sauron must concentrate on a remote communication and presence. He can't do other things, except walking. He can't exercise this power in a godly realm of another not willing ainur, unless he wins a DR check; the ainur master of the godly realm will be able to pinpoint his remote communication and presence

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**Godly realm**

Sauron in Middle Earth has a Godly realm power of 600 yards radius, 700 after forging the One Ring.

Once the greatest serevant of Aulë, Sauron was seduced by Melkor and become his lieutenant and main servant. He held Angband in the absence of the Accursed, and during the wars of Beleriand he was always at his master's side. His skills in magic and the capacity to assume many forms enabled him to use the most efficient tools to overcome any enemy, using spells and lies, or brute force

when needed. He directed the attack on Tol Sirion after the Dragor Bragollach, imprisoned and killed Finrod Felagund and dueled against Luthien and the great wolfhound Huan. When his master was defeated at the end of the first age, he surrendered to the host of the Valar led by Eönwë, but escaped his judgement and fled in hiding.

Sauron reappeared in Eregion under the guise of Annatar, befriendng the Noldor smiths led by Celebrimbor. Here, he devised the plot to control the greatest creation of the elves, the rings of power, by crafting the One Ring. When his plot failed, he raised a great army and swept all Eriador, killing Celebrimbor. Coming into conflict with the might of Númenor, he again resorted to guile. Brought to Númenor as a prisoner, Sauron soon became the main counsellor of king Ar-Pharazon, so ensuring his downfall and the utter destruction of the island. Sauron escaped the catastrophe, but his physical form was destroyed and, even if, thanks to the power of his Ring, he could reform, he could not again assume a fair shape. Sauron tried again to conquer Middle Earth, but his attempt was foiled by the last alliance between men and elves, who, led by Gil-Galad and Elendil, managed to destroy again his physical form and taking the Ruling Ring. Since the Ring was not destroyed, however, Sauron survived and slowly recovered strength. Again he rose to menace Middle Earth, and even if the Valar provided help by sending the Istari to oppose him, he was succeeding in imposing his power to all free people. At the verge of his final victory, however, the Ruling Ring was destroyed, and all that Sauron had built with the power of the Ring perished with him. His form forever killed, Sauron finally passed from Arda, never to return.

### **Possessions:**

Sauron in the First age and beginning of second age

Ring of wizardry IV and of protection +3

Sauron after forging the One Ring

**The One Ring** (see artifact)

+5 full plate armor of greater dexterity and energy resistance (all)

+5 sword with the following properties: Keen, Mighty, Unholy

+5 glove of parrying and sundering, can be used to parry the attack of a weapon wielded by an opponent. During the action phase of the enemy, the wielder of the glove can attempt to parry one attack (calculate the parrying check as a standard action attack made at half base attack against an AC equivalent of the attack roll made against the wielder of the glove). If the parrying has effect, the weapon is subjected to a shatter spell cast by a 20<sup>th</sup> level caster.

+1 helm of arrow deflection

### **notes on Sauron divine abilities and capacity of assuming a new form after destruction.**

Sauron placed much of his power in the One Ring, and as long as the ring is not destroyed, he can't die. If his physical form is destroyed or killed, he can re-form it, very quickly if he has the Ring, much more slowly if the Ring is not in his possession. Without the One Ring in his possession, he slowly accumulates power and recovers Divine Ranks and abilities, but can't obtain his full power (expressed in Divine Ranks) and complete physical form again unless he recovers the Ring, remaining in a half-spirit form.

If the Ring is destroyed, his form and spirit are destroyed too.

Sauron can pinpoint exactly the ring if used in a 30 miles radius from him. Sauron can reform his form in 1-10 years with the ring, or 10 + 1-1000 years without the ring.

As long as he is without his full physical form, he has only a third of his strength and half his constitution (adjust hit points accordingly).

### **Resume of Sauron's divine abilities through the ages:**

First age and beginning of second age (DR6): Alter form, Craft artifact, Divine glibness, Extra domain (trickery), Frightful presence (attacking), Shift form

After forging the One Ring and revealing his power, SA 1693 (DR 7): Alter form, Craft artifact, Divine glibness, Extra domain x2 (Trickery, Tyrant), Frightful presence (attacking), Shift form



After 3319 (Akallabeth), as Lord of War (DR 7), Alter form (only horrible and menacing forms), Craft artifact, Divine glibness, Divine weapon mastery, Extra domain x2 (Trickery, Tyrant), Frightful presence (attacking).

As Black spirit of Dol Guldur (DR 3, spirit form): Alter form (only horrible and menacing forms), Divine Glibness, Frightful presence (attacking)

As Eye of Mordor (DR 4-6, spirit form): add Extra domain x2 (Trickery, Tyrant), Extra sense enhancement (sight; special: he can use this ability only when immobile)

If Sauron should ever regain his Ring (DR 7, full phisical form): Alter form (only horrible and menacing forms), Craft artifact, Divine glibness, Extra sense enhancement (sight), Extra domain x2 (Trickery, Tyrant), Frightful presence (attacking)

**Note:** Sauron's stats above do not take into account the powers of the One Ring. With the ruiling Ring in his possession, you should consider:

Sauron see invisibility; hearing and smell are doubled; he can detect magic at will  
+4 to all saving throws and +5 to all skill checks;

Ring acts as a ring of wizardy IV;

Sauron may cast 21 levels of sorcery spells every day as a mage of his current level;

all metamagic effects to sorcery spells are made with a spell level bonus;

he can cast scrying on the wearers of the other lesser rings (the nine and the seven);

he can control the ringwraiths as with a *dominate monster* spell;

he adds +6 to all his charisma checks vs evil creatures;

acts as a ring of protection +4

## TOM BOMBADIL



Medium Outsider (Ainur, Good)

<b>Divine Rank</b>	2
<b>Hit Dice and classes:</b>	21d8+126 (221 hp), 1 expert, 19 mage, 1 ranger
<b>Initiative:</b>	+8

<b>Speed:</b>	60 ft
<b>Armor Class:</b>	30 (+2 divine, +4 dex, +4 natural, + 10 DB), touch 26, flat-footed 26
<b>Base Attack/Grapple:</b>	+21/+22
<b>Attack:</b>	+ 22 touch spell or +25 ranged touch spell
<b>Full Attack:</b>	+ 22 touch spell or +25 ranged touch spell
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Domain powers, divine abilities, spells
<b>Special Qualities:</b>	Divine immunities; Divine aura (20 ft radius, DC 17);
<b>Saves:</b>	Fort +20; Ref +18, Will +24 note: bonuses for "sanctuary" divine ability are not accounted for in the saves above. While in the Old Forest, add +7 to his saves.
<b>Abilities:</b>	Str 13, Dex 19, Con 23, Int 15, Wis 22, Cha 20
<b>Skills:</b>	Balance +9, Bluff +15, Climb +14, Concentration +16, Disguise +14, Gather information +10, Handle animal +15, Heal +16, Hide +18, Jump +8, Knowledge (Arcana +17, Geography +12, History +12, Local +12, Nature +27), Listen +16, Move silently + 14, Perform (singing) +18, Profession (herbalist +14) Search +9, Spellcraft + 16, Spot +16, Survival +11, Swim +8 note: bonuses for "sanctuary" divine ability are not accounted for in the stats above. While in the Old forest, add +7 to any skill checks (including Divine Rank checks), +12 to Knowledge (local) skill checks
<b>Feats:</b>	Combat expertise, Dodge, Elusive target, Epic will, Extend spell, Heighten spell, Improved initiative, Improved singing, Major song, Sculpt spell, Silent spell, Track, Widen spell
<b>Alignment:</b>	Chaotic Good
<b>Portfolio</b>	Plants, animals
<b>Domains</b>	Plant
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Damage reduction 15/epic, darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an ainur with higher DR). Immune to disease, poison and disintegration Fire resistance 7 Spell resistance 34
<b>Divine abilities</b>	Sanctuary, Speak with creatures (plants)
<b>Domain powers</b>	Rebuke/control plant creatures up to 8 times per day. Cast a limited wish spell once every day in connection with her domains.
<b>Class abilities</b>	Mage spells known: 5/5/5/4/4/3/3/2; level 19°. Ability used: Wisdom. Mage spells per day (level 1-8): 7/7/6/5/5/4/3/2; DC is 16 + spell level. Spheres: Air/water, Fire, Healing, Inner fire, Nature. Spell known: 8 <sup>th</sup> level: <i>Antipathy, Mind blank</i> 7 <sup>th</sup> level: <i>Control weather, Holy word, Tree stride</i> 6 <sup>th</sup> level: <i>Mastery of forms, Suggestion (mass), Song of slumber</i> 5 <sup>th</sup> level: <i>Command (greater), Commune with nature, Hallow, Hold Monster</i> 4 <sup>th</sup> level: <i>Control water, Call nature's ally IV, Freedom of movement, Restoration</i> 3 <sup>rd</sup> level: <i>Daylight, Dispel magic, Entangle, Major healing, Remove curse</i> 2 <sup>nd</sup> level: <i>Aid, Detect thoughts, Fog cloud, Hide from animals, Hold person</i> 1 <sup>st</sup> level: <i>Charm person, Charm animal, Daze, Pass without trace, Sense power</i>  Favored terrain (Tom Bombadil gains a +2 bonus on Hide, Listen, Move silently, Spot and Survival checks when using these skills in that environment): Forest (cold or temperate)
<b>Portfolio sense</b>	Tom Bombadil senses any act concerning his portfolio that involves two thousand people or more the instant it happens.
<b>Communication</b>	Tom Bombadil can understand, speak, and read any language, including nonverbal languages. Tom Bombadil can speak directly to any beings within 2 miles of himself. <i>Remote Communication and presence:</i> As a standard action, Tom Bombadil can manifest his presence and send a communication to a remote location. He can sense the event via his portfolio senses. He can then manifest his presence in proximity of the event, perceiving with his senses the surroundings of the event in a radius of 120 ft. He can speak to anyone in the indicated radius, or sent a manifestation or

omen. The creature being contacted can receive a telepathic message that only it can hear. Alternatively, his voice can seem to issue from the air or from a tree. In the latter case, anyone within earshot of the sound can hear it. Once communication is initiated, he can continue communicating as a free action until he decides to end the communication.

The manifestation takes usually the form of a joyful, singing voice coming from a tree or in the wind.

Tom Bombadil must concentrate on a remote communication and presence. He can't do other things, except walking. he can't exercise this power in a godly realm of another not willing ainur, unless he wins a DR check; the ainur master of the godly realm will be able to pinpoint his remote communication and presence

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**Godly realm** Tom Bombadil can manifest in Middle Earth a godly realm of 200 ft/radius.

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The oldest of the Maiar to live in Middle Earth, Tom Bombadil was a powerful spirit servant of Yavanna. As centuries passed, he become more and more rooted to the forest he choose to call home, which by the end of the third age was reduced to the old forest. Inside the forest, Tom Bombadil enjoyed a great power. His soul, linked to the land, was strong as the earth he rapresented. He cared nothing of the events outside his forest, but he was ready to help any creature in need, thanks to his good spirit.

Tom Bombadil appears as a short, merry fellow, always singing, dressed in bright colors, with a brown beard and joyful eyes.

### Possessions:

Tom Bombadil doesn't possess, and doesn't want, any magical objects, and has scarce need of any objects at all.

## UNGOLIANT

	Huge (colossal) Outsider (Ainur, Evil)
<b>Divine Rank</b>	usual power: 6 After draining the Valar's trees and noldor gems : 16
<b>Hit Dice and classes:</b>	Normal form: 42d8 + 505 (694 hp) After draining the valar's trees and noldor gems : 70d8 + 1120 (1435 hp)
<b>Initiative:</b>	Normal form: +11 After draining the valar's trees and noldor gems : Always first (Supreme initiative divine ability); +11 (if she has to roll)
<b>Speed:</b>	120 ft/180 ft
<b>Armor Class:</b>	Normal form: 33 (+6 divine, +7 dex, -2 size, +12 natural), touch 21, flat-footed 28 After draining the valar's trees and noldor gems: 47 (+16 divine, +9 dex, -4 size, +16 natural), touch 31, flat-footed 38
<b>Base Attack/Grapple:</b>	Normal form:+42/63 After draining the valar's trees and noldor gems: +70/122
<b>Attack:</b>	Normal form: +57 bite (3d6 + 11/19-20 + poison) melee or +53 web (touch attack) ranged After draining the valar's trees and noldor gems: +92 bite (5d6 + 15/19-20 + poison) melee or +86 web (touch attack) ranged
<b>Full Attack:</b>	Normal form: +57 bite (3d6 + 11/19-20 + poison) melee or +53 web (touch attack) ranged After draining the valar's trees and noldor gems: +92 bite (5d6 + 15/19-20 + poison) melee or +86 web (touch attack) ranged
<b>Space/Reach:</b>	Normal form:10 ft./10 ft. After draining the valar's trees and noldor gems: 30 ft/20 ft
<b>Special Attacks:</b>	Domain powers, divine abilities, light drain, poison, web
<b>Special Qualities:</b>	Divine immunities; Divine senses; Divine aura (600 yards radius, DC 22, or 16 miles radius, DC 34);
<b>Saves:</b>	Normal form: Fort +41; Ref +36, Will +34 After draining the Valar's trees and noldor gems: Fort +69; Ref +62, Will +62
<b>Abilities:</b>	Normal form: Str 32, Dex 25, Con 35, Int 15, Wis 20, Cha 23

	After draining the valar's trees and noldor gems: Str 40, Dex 28, Con 42, Int 15, Wis 20, Cha 29
<b>Skills:</b>	Normal form: Balance +32, Bluff +26, Climb +51, Concentration +32, Gather information +26, Hide +49, Intimidate +36, Jump +31, Knowledge ( Arcana +27, Geography +27, History +22, Local +22, Nature +22), Listen +25, Move silently +47, Search +29, Sense motive + 25, Spot +35 After draining the valar's trees and noldor gems: Balance +59, Bluff +69, Climb +55, Concentration +46, Gather information +49, Hide +49, Intimidate +79, Jump +31, Knowledge ( Arcana +32, Geography +32, History +27, Local +22, Nature +32), Listen +45, Move silently + 47, Search +47, Sense motive + 65, Spot +75
<b>Feats:</b>	Normal form: Ability focus (webweaving), Blind fighting, Combat expertise, Combat reflexes, Dodge, Epic prowess x6, Improved bull rush, Improved critical (bite), improved grapple, Improved initiative, Power attack After draining the valar's trees and noldor gems: Ability focus (webweaving), Blind fighting, Combat expertise, Combat reflexes, Dodge, Epic prowess x11, Epic will, Improved bull rush, Improved critical (bite), improved grapple, Improved initiative, Improved sunder, Improved trip, Power attack, Spring attack,
<b>Alignment:</b>	Chaotic Evil
<b>Portfolio</b>	Darkness, Hunger
<b>Domains</b>	Darkness, Hunger
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank.  Normal form: Damage reduction 20/epic, darkvision 60 ft., immune electricity and acid (unless the attacker is an ainur with higher DR). Immune to cold Immune to disease, poison, disintegration, paralysis and death effects. Fire resistance 5 Spell resistance 38  After draining the Valar's trees and noldor gems: Damage reduction 30/epic, darkvision 60 ft., immune electricity and acid (unless the attacker is an ainur with higher DR). Immune to cold Immune to disease, poison, disintegration, paralysis and death effects. Fire resistance 10 Spell resistance 88
<b>Divine abilities</b>	Normal form: Alter form, Cloud of darkness, Divine celerity, Poison of death, Stride, Wound enemy (bite) After draining the Valar's trees and noldor gems: Alter form, Annihilating strike (bite), Clear sight, Cloud of darkness, Cloud of utterdarkness, Divine celerity, Divine inspiration (despair, dread), Free move, Increased spell resistance x2, Indomitable strenght, Poison of death, Stride, Supreme initiative, Wound enemy (bite)
<b>Domain powers</b>	cast a wish spell once every day in connection with her domains.
<b>Class abilities</b>	-
<b>Senses</b>	After draining the Valar's trees and noldor gems, Ungoliant can see, hear, touch and smell at a distance of 16 miles
<b>Portfolio sense</b>	Normal form: Ungoliant senses any act concerning her portfolio that involves one thousand people or more the instant it happens. After draining the Valar's trees and noldor gems: Ungoliant senses any act concerning her portfolio the instant it happens
<b>Communication</b>	Ungoliant can understand, speak, and read any language, including nonverbal languages. Ungoliant can speak directly to any beings within 6 miles (16 miles after draining the Valar's trees and noldor gems) of herself. <i>Remote Communication and presence:</i> As a standard action, Ungoliant can manifest her presence and send a communication to a remote location. She can sense the event via his portfolio senses. She can then manifest her presence in proximity of the event, perceiving with her senses the surroundings of the event in a radius of 220 ft (or 420 ft). She can speak to anyone in the indicated radius, or

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sent a manifestation or omen. The creature being contacted can receive a telepathic message that only it can hear. Alternatively, her voice can seem to issue from the air or ground. In the latter case, anyone within earshot of the sound can hear it. Once communication is initiated, she can continue communicating as a free action until she decides to end the communication.

The manifestation takes usually the form of a whispering voice coming from darkness.

Ungoliant must concentrate on a remote communication and presence. She can't do other things, except walking. She can't exercise this power in a godly realm of another not willing ainur, unless he wins a DR check; the ainur master of the godly realm will be able to pinpoint her remote communication and presence

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**Godly realm**

Ungoliant in her normal form has a Godly realm power of 6 miles radius.

The Spirit of the Void, Ungoliant was the incarnation of darkness and feed on light and the essence of life. Her origins were unknow, but she had entered Arda and taken residence in a dark valley of the Pelori Mountain in southeastern Aman. Here, Melkor convinced her to join him in an alliance that would give her all the nourishment she so desired. With the help of Ungoliant power to create a cloud of darkness impenetrable to any being, the two allies killed the trees of Valinor and, after stealing the silmarils and other gems made by Fëanor, escaped to Middle earth. Near the ruins of Angband however Ungoliant, now horribly powerful thanks to the life essence she had drained, asked Melkor/Morgoth to consume the silmarils held by him; at his refusal, Ungoliant trapped the dark vala with his webs.

Morgoth was saved by the balrogs: they come to his succour and chased Ungoliant away. She took refuge on the northern edge of Beleriand, mating with other beings and killing all that she could reach, until she passed away from history: legends says that she killed herself eating her own body.

Note: Ungoliant is totally immune to cold, even if the attacker has more DR, but her fire resistance is halved.

**Light drain:** Ungoliant takes her nourishment from light, and she can drain the essence of light from other beings. This attack is available only against beings of good, or holy objects. Against living beings, if she succeed in a bite attack she can follow with a grapple check; if she wins, she can drain levels and constitution at a rate of 3 levels and 3 points of constitution every round, until the grapple is broken. Against objects, she can reduce the magic essence by one point of enchantment every round. The DC against this attack is 33 (60 after draining the Valar's trees and noldor gems). This damage is in addition to her poison and Wound enemy divine ability.

**Poison (Ex):** bite. Fort save DC 33 (60 after draining the Valar's trees and noldor gems); initial and secondary damage 2d6 str and 1d6 con.

**Web (Ex):** a single strand is strong enough to support Ungoliant and one creature of the same size. Ungoliant can throw a web eight times per day. This is similar to an attack with a net (ranged touch attack) but has a maximum range of 150 feet, with a range increment of 20 feet, and is effective against targets up to Gargantuan size (Colossal size after draining the Valar's trees and noldor gems). An entangled creature can escape with a successful Escape Artist check (DC 35, 50 after draining the Valar's trees and noldor gems) or burst it with a Strength check (DC 41 or 55 after draining the Valar's trees and noldor gems).

Ungoliant can create sheets of sticky webbing up to 300 feet square. She can position these sheets to snare flying creatures but can also try to trap prey on the ground. Approaching creatures must succeed on a DC 20 Spot check to notice a web; otherwise they stumble into it and become trapped as though by a successful web attack. Attempts to escape or burst the webbing gain a +5 bonus if the trapped creature has something to walk on or grab while pulling free. Each 5-foot section has 20 hit points, (30 after draining the Valar's trees and noldor gems) and damage reduction 10/fire (15/fire after draining the Valar's trees and noldor gems). Ungoliant can move across its own web at its climb speed and can pinpoint the location of any creature touching its web.

## 4.2– The Istari

Istari are a small group of Maiar sent by the Valar to Middle Earth to oppose Sauron.

Istari have the general characteristics of the Ainur template, with a few limitations, given their mission. They do have a Divine rank, with the associated divine abilities, but their character class level is, at least at the beginning (at their arrival in Middle Earth), lower than their HD's (assume they have around half their HD's in class levels by the time they first reached Middle Earth shore). As they slowly re-learn their abilities and grow in knowledge, so their class level rises up, catching up with their Hd's, which constitute their upper limit in class levels.

Their armor class benefits for DR's, as well as their ST. They do have portfolios and domains, they are immortal but they must sleep, rest, eat and drink, and may die from natural causes. They have divine auras, but they won't normally use it, unless forced or turned to evil. As long as immunities are concerned, Istari retains their immunities, but no damage reduction, with the only exception of Gandalf the White.

Istari retains their domain powers, but not their alter reality power.

Istari do not have the remote communication and presence powers, or the power to speak directly in a range of 1 mile per DR. Finally, an Istari cannot generate a Godly realm.

In the following table we show the most known of the Istari, ranked by power

name	DR	HD	classes	str	dex	con	int	wis	cha	portfolio	domains	hp
Gandalf the white	3	30	2 expert, 3 fighter, 24 mage, 1 ranger	19	17	23	17	25	22	Good, hope, patience	good	315
Saruman	2	29	7 artificer, 2 expert, 20 mage	16	17	22	23	19	21	Craft, resourcefulness, skills	craft	305
Gandalf the grey Bilbo's quest	2	25	2 expert, 1 fighter, 16 mage, 1 ranger	17	16	21	17	25	19	Good, hope, patience	good	238
Gandalf the grey Frodo's quest	2	25	2 expert, 3 fighter, 19 mage, 1 ranger	17	16	21	17	25	19	Good, hope, patience	good	238
Radagast	1	20	3 expert, 16 mage, 1 ranger	15	16	22	15	17	17	animals	animals	210

## GANDALF THE GREY



	Medium Outsider (Ainur, Good)
<b>Divine Rank</b>	2
<b>Hit Dice and classes:</b>	At the time of Bilbo's quest (2941 third age): 25d8+125 (238 hp); 2 expert (sage), 1 fighter, 16 mage, 1 ranger (20 class levels) At the time of Frodo's quest (3018 third age): 25d8+125 (238 hp); 2 expert (sage), 3 fighter, 19 mage, 1 ranger (25 class levels)
<b>Initiative:</b>	+7
<b>Speed:</b>	40 ft
<b>Armor Class:</b>	At Bilbo's quest: 28 (+2 divine, +3 dex, +3 ring, +10 DB), touch 28 flat-footed 25 At Frodo's quest: 30 (+2 divine, +3 dex, +3 ring, +12 DB), touch 30 flat-footed 27
<b>Base Attack/Grapple:</b>	+25/+28
<b>Attack:</b>	+31 Glamdring (1d8 + 6, +2d6 vs evil opponents, 17/20) or +28 touch spell or +28 ranged touch spell
<b>Full Attack:</b>	+31/26/21/16 Glamdring (1d8 + 6, +2d6 vs evil opponents, 17/20) or +28 touch

	spell or +28 ranged touch spell
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Domain powers, divine abilities, spells
<b>Special Qualities:</b>	Divine immunities; Divine aura (20 ft radius, DC 17);
<b>Saves:</b>	Fort +23; Ref +21, Will +29
<b>Abilities:</b>	Str 17, Dex 16, Con 21, Int 17, Wis 25, Cha 19
<b>Skills:</b>	Appraise +14, Balance +12, Bluff +19, Climb +14, Concentration +22, Decipher script +15, Diplomacy + 26, Disguise +19, Escape artist + 12, Gather information +39, Handle animal +19, Heal +19, Hide +17, Intimidate + 17, Jump +12, Knowledge ( Arcana +26, Geography +17, History +17, Nature +17, Nobility and royalty +17), Listen +19, Move silently + 15, Perform (oratory) +17, Ride +15, Search +17, Sense motive + 31, Spellcraft + 31, Spot +26, Survival +17, Swim +12
<b>Feats:</b>	Combat expertise, Dodge, Elusive target, Epic skill focus (gather information), Epic will, Extend spell, Heighten spell, Improved initiative, Maximize spell, Mobility, Negotiator, Quicken spell, Silent spell, Track, Widen spell
	At Frodo's quest: add Spring attack
<b>Alignment:</b>	Lawful Good
<b>Portfolio</b>	Good, Hope, Patience
<b>Domains</b>	Good
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an ainur with higher DR). Immune to disease, poison and disintegration Fire resistance 7 (27 with Narya) Spell resistance 34
<b>Divine abilities</b>	Divine hope, Divine inspiration (courage)
<b>Domain powers</b>	Cast good spells at +1 level
<b>Class abilities</b>	At Bilbo's quest Mage spells known: 5/5/4/4/4/3/2; level 16°. Ability used: Wisdom. Mage spells per day (level 1-7): 7/7/6/5/5/4/3; DC is 17 + spell level. Spheres: Air/water, Fire, Illusion, Inner fire, Nature. Spell known: 7 <sup>th</sup> level: <i>Hold person (mass), Holy word</i> 6 <sup>th</sup> level: <i>Fire seeds, Heroism, Suggestion (mass)</i> 5 <sup>th</sup> level: <i>Break enchantment, Command (greater), Control winds, Hallow</i> 4 <sup>th</sup> level: <i>Confusion, Control water, Modify memory, Voice of the dragon</i> 3 <sup>rd</sup> level: <i>Alter self, Dispel magic, Major image, Suggestion</i> 2 <sup>nd</sup> level: <i>Aid, Arcane lock, Minor image, Produce flame, Shatter</i> 1 <sup>st</sup> level: <i>Light, Lightning cone, Prestidigitation, Remove fear, Ventriloquism</i>  At Frodo's quest Mage spells known: 5/5/5/4/4/3/3/2; level 19°. Ability used: Wisdom. Mage spells per day (level 1-8): 7/7/7/5/5/4/4/3; DC is 17 + spell level. Spheres: Air/water, Fire, Illusion, Inner fire, Nature. Spell known: 8 <sup>th</sup> level: <i>Mind blank, Screen</i> 7 <sup>th</sup> level: <i>Hold person (mass), Holy word, Sunbeam</i> 6 <sup>th</sup> level: <i>Fire seeds, Heroism (greater), Suggestion (mass)</i> 5 <sup>th</sup> level: <i>Break enchantment, Command (greater), Control winds, Hallow</i> 4 <sup>th</sup> level: <i>Confusion, Control water, Modify memory, Voice of the dragon</i> 3 <sup>rd</sup> level: <i>Alter self, Dispel magic, Major image, Nondetection, Suggestion</i> 2 <sup>nd</sup> level: <i>Aid, Arcane lock, Minor image, Produce flame, Shatter</i> 1 <sup>st</sup> level: <i>Light, Lightning cone, Prestidigitation, Remove fear, Ventriloquism</i>  Favored terrain (Gandalf gains a +2 bonus on Hide, Listen, Move silently, Spot and Survival checks when using these skills in that environment): Low hills and plains
<b>Portfolio sense</b>	Gandalf senses any act concerning his portfolio that involves two thousand people or more the instant it happens.



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**Communication**

Gandalf can understand, speak, and read any language, including nonverbal languages.

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Known as Olorin in Aman, and renowned for his kindness and wisdom, Gandalf was sent by Manwë as one of the five Istari to Middle Earth and was the only one of the five to return. He travelled all through Middle Earth, never settling in one place or accumulating wealth. He was called the Grey Pilgrim, and the Eldar respected and trusted him so much that Cirdan the carpenter entrusted him with Narya, one of the three elven rings of power.

Gandalf was behind Thorin's quest to free the Lonely Mountain of Smaug's presence, a quest met by success only thanks to the consuls and the help of Bilbo, who joined Thorin at Gandalf's insistence. He was the leader of the Fellowship of the ring, entrusted with the apparently desperate task of destroying the Ruiling Ring. While passing through Moria, Gandalf was killed by the Balrog. He was however reincarnated in a stronger form, Gandalf the White, so that he could complete his mission.

**Possessions:**

**Narya**, one of the three elven Rings of Power forged by Celembribor. Narya is associated with fire, and it kindles the spirit of people with inner fire, urging them to resist against oppression. Narya was given to Gandalf by Cirdan, and confers the following powers:

- acts as a ring of Wizardy II
- the wearer may use 15 additional spell levels of known fire and inner fire spells every day;
- all metamagic effects to fire and inner fire spells are made with a spell level bonus;
- +2 to all saving throws, +4 to all skill checks
- all allies in a 100 ft radius gain a +2 bonus to ST against fear;
- acts as a ring of protection +3 and major fire resistance
- wearer is immune to aging

*m,a; Limited wish, produce flame, command (greater), Heroism, Voice of the dragon; 21<sup>th</sup> level, Forge Epic ring feat*

note: Narya's bonuses are accounted for in the given stats

**Glamdring**, a +3 holy warning keen longsword

Staff +3 of abjuration, the owner can break the staff releasing the energy contained and focusing it on a "intensify spell" effect upon a single spell which must be cast at the same moment.

horse: Shadowfax, a Meara with maximum hit points.

**Technicalities: Gandalf against the Balrog of Moria explained**

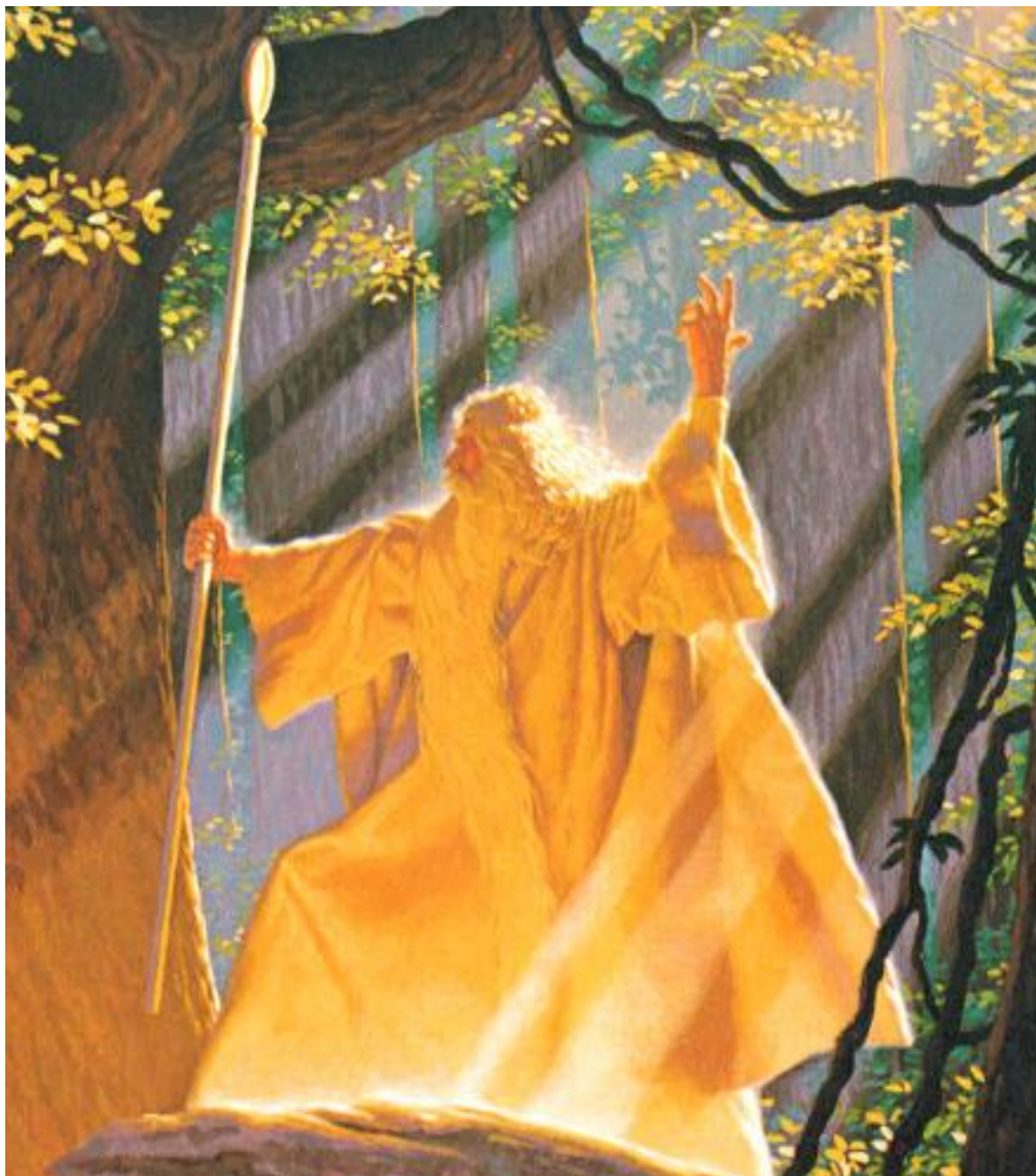
Probably the most celebrated scene in all Tolkien's opera, this fight pits Gandalf the Gray's magic skill against the Balrog's fighting prowess and magic resistance. While Gandalf the Grey is immune to the Balrog's fire attacks (with Narya he has fire resistance 27), in a melee fight the Balrog is far more powerful, and Gandalf knows that. He also knows that his enemy is directly immune to spells of V level or lower, and has a high spell resistance (Balrog's SR 32, Gandalf can beat the SR with 13 or more on a d20). Note that the Balrog has already dispelled Gandalf's arcane lock.

Usable spells at his disposal by using his Heightened spell feat would be Suggestion, Command (greater) or Confusion. He opts for a very reasonable suggestion, heightened to eight level. DC is 25, and the Balrog has a -1 on his ST. The spell passes the Balrog's Spell resistance, but the demon rolls a 11, with a total of (+19-1+11) 29, and walk over the bridge. Gandalf stiffens. And casts a shatter spell on the Balrog's sword. This time the Balrog rolls poorly (5), and his will ST (he uses his ST since he's grasping his magical sword, and his ST is far better than the ST of his sword) amount to 24, not enough to defend his sword against Gandalf's (heightened to eight's) shatter spell.

As the Balrog approaches with his whip, Gandalf continues his technique of targeting not his enemy, but his objects. He could try to destroy his whip, or, better still, the bridge he's walking upon, so he casts another shatter spell, this time upon a section of the bridge, destroying his staff and applying to his shatter spell (this time not maximized as it's not necessary) the Intensify spell effect of his staff. The intensified spell shatter the stones upon which the demon walks, and the non-flying balrog falls down... but not before hitting Gandalf with his whip. Entangled, Gandalf falls with his enemy in the chasm.



## GANDALF THE WHITE



	Medium Outsider (Ainur, Good)
<b>Divine Rank</b>	3
<b>Hit Dice and classes:</b>	30d8+180 (315 hp); 2 expert (sage), 3 fighter, 24 mage, 1 ranger
<b>Initiative:</b>	+7
<b>Speed:</b>	40 ft
<b>Armor Class:</b>	33 (+3 divine, +3 dex, +3 ring, + 14 DB), touch 33 flat-footed 30
<b>Base Attack/Grapple:</b>	+30/+34
<b>Attack:</b>	+ 37 Glamdring (1d8 + 7, +2d6 vs evil opponents, 17/20) or +34 touch spell or +34 ranged touch spell
<b>Full Attack:</b>	+ 37/32/27/22 Glamdring (1d8 + 7, +2d6 vs evil opponents, 17/20) or +34 touch spell or +34 ranged touch spell
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Domain powers, divine abilities, spells

<b>Special Qualities:</b>	Divine immunities; Divine aura (30 ft radius, DC 19);
<b>Saves:</b>	Fort +28; Ref +25, Will +33
<b>Abilities:</b>	Str 19, Dex 17, Con 23, Int 17, Wis 25, Cha 22
<b>Skills:</b>	Appraise +14, Balance +15, Bluff +22, Climb +15, Concentration +24, Decipher script +15, Diplomacy + 30, Disguise +20, Escape artist + 12, Gather information +39, Handle animal +22, Heal +21, Hide +17, Intimidate + 22, Jump +13, Knowledge ( Arcana +27, Geography +19, History +18, Nature +19, Nobility and royalty +17), Listen +22, Move silently + 15, Perform (oratory) +20, Ride +20, Search +17, Sense motive + 31, Spellcraft + 34, Spot +29, Survival +18, Swim +13
<b>Feats:</b>	Combat expertise, Dodge, Elusive target, Epic skill focus (gather information), Epic will, Extend spell, Heighten spell, Improved initiative, Maximize spell, Mobility, Negotiator, Quicken spell, Sculpt spell, Silent spell, Spring attack, Track, Widen spell
<b>Alignment:</b>	Lawful Good
<b>Portfolio</b>	Good, Hope, Patience
<b>Domains</b>	Good
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Damage reduction 15/epic darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an ainur with higher DR). Immune to disease, poison and disintegration Fire resistance 8 (28 with Narya) Spell resistance 35
<b>Divine abilities</b>	Divine hope, Divine inspiration (courage), Magic control
<b>Domain powers</b>	Cast good spells at +1 level
<b>Class abilities</b>	Mage spells known: 5/5/5/4/4/3/3/2/1; level 24°. Ability used: Wisdom. Mage spells per day (level 1-9): 7/7/7/5/5/4/4/2/1; DC is 17 + spell level. Spheres: Air/water, Fire, Illusion, Inner fire, Nature. Spell known: 9 <sup>th</sup> level: <i>Crown of glory</i> 8 <sup>th</sup> level: <i>Mind blank, Screen</i> 7 <sup>th</sup> level: <i>Hold person (mass), Holy word, Sunbeam</i> 6 <sup>th</sup> level: <i>Fire seeds, Heroism (greater), Suggestion (mass)</i> 5 <sup>th</sup> level: <i>Break enchantment, Command (greater), Control winds, Hallow</i> 4 <sup>th</sup> level: <i>Confusion, Control water, Modify memory, Voice of the dragon</i> 3 <sup>rd</sup> level: <i>Alter self, Dispel magic, Major image, Nondetection, Suggestion</i> 2 <sup>nd</sup> level: <i>Aid, Arcane lock, Minor image, Produce flame, Shatter</i> 1 <sup>st</sup> level: <i>Light, Lightning cone, Prestidigitation, Remove fear, Ventriloquism</i>  Favored terrain (Gandalf gains a +2 bonus on Hide, Listen, Move silently, Spot and Survival checks when using these skills in that environment): Low hills and plains
<b>Portfolio sense</b>	Gandalf senses any act concerning his portfolio that involves two thousand people or more the instant it happens.
<b>Communication</b>	Gandalf can understand, speak, and read any language, including nonverbal languages.

As Gandalf the White, he was the true shield of the free people during the open war Saruman and Sauron unleashed upon the free people of Middle Earth. Gandalf the White is the stronger of the Istari, and was able to show more of his true essence, his physical form and resistance being stronger than his previous incarnation.

### Possessions:

Narya

Glamdring +3 holy warning keen longsword

Staff +3 combining the powers of a staff of abjuration and a staff of illumination.

horse (Shadowfax)

## RADAGAST



	Medium Outsider (Ainur, Good)
<b>Divine Rank</b>	1
<b>Hit Dice and classes:</b>	20d8+120 (210 hp); 3 expert (1 sage, 1 woodman, 1 herbalist), 16 mage, 1 ranger
<b>Initiative:</b>	+3
<b>Speed:</b>	40 ft
<b>Armor Class:</b>	25 (+1 divine, +3 dex, +2 ring, +9 DB), touch 25, flat-footed 22
<b>Base Attack/Grapple:</b>	+20/+22
<b>Attack:</b>	+25 staff (1d6 + 5, x2) or +22 touch spell or +23 ranged touch spell
<b>Full Attack:</b>	+25/20/15/10 staff (1d6 + 5, x2) or +22 touch spell or +23 ranged touch spell
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Domain powers, divine abilities, spells
<b>Special Qualities:</b>	Divine immunities; Divine aura (10 ft radius, DC 14);
<b>Saves:</b>	Fort +19; Ref +16, Will +16
<b>Abilities:</b>	Str 15, Dex 16, Con 22, Int 15, Wis 17, Cha 17
<b>Skills:</b>	Balance +8, Climb +9, Concentration +11, Decipher script +7, Diplomacy +10, Disguise +11, Gather information +8, Handle animal +23, Heal +11, Hide +15, Intimidate +11, Jump +10, Knowledge (Arcana +12, Geography +10, History +10, Nature +20, Nobility and royalty +7), Listen +15, Move silently +12, Ride +13, Search +9, Sense motive +8, Spellcraft +12, Spot +17, Survival +13, Swim +10
<b>Feats:</b>	Alertness, Animal affinity, Brew potion, Dodge, Enlarge spell, Extend spell, Heighten spell, Quicken spell, Silent spell, Stealthy, Track, Widen spell
<b>Alignment:</b>	Neutral Good
<b>Portfolio</b>	Animals
<b>Domains</b>	Animals

<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an ainur with higher DR). Immune to disease, poison and disintegration Fire resistance 6 Spell resistance 33
<b>Divine abilities</b>	Speak with creatures (birds)
<b>Domain powers</b>	Speak with animals once per day
<b>Class abilities</b>	Mage spells known: 5/5/4/4/4/3/2; level 16°. Ability used: Wisdom. Mage spells per day (level 1-7): 6/6/5/4/4/3/2; DC 13 + spell level. Spheres: Air/water, Fire, Illusion, Inner fire, Nature. Spell known: 7 <sup>th</sup> level: <i>Control weather, Holy word</i> 6 <sup>th</sup> level: <i>Fire seeds, Suggestion (mass), Veil</i> 5 <sup>th</sup> level: <i>Commune with nature, Command (greater), Hallow, Hold monster</i> 4 <sup>th</sup> level: <i>Call nature's ally IV, Change shape, Control water, Hallucinatory terrain</i> 3 <sup>rd</sup> level: <i>Alter self, Dispel magic, Entangle, Suggestion</i> 2 <sup>nd</sup> level: <i>Aid, Animal messenger, Hide from animals, Minor image, Produce flame</i> 1 <sup>st</sup> level: <i>Charm animal, Light, Obscuring mist, Pass without trace, Remove fear</i>  Favored terrain (Radagast gains a +2 bonus on Hide, Listen, Move silently, Spot and Survival checks when using these skills in that environment): Cold and temperate forest
<b>Portfolio sense</b>	Radagast senses any act concerning his portfolio that involves two thousand people or more the instant it happens.
<b>Communication</b>	Radagast can understand, speak, and read any language, including nonverbal languages.

Radagast the brown was the weakest of the five Istari; he was chosen by Yavanna to look after beings which might escape the attention of the other four. His love for plants and animals brought him to extraniate from he political struggles at the end of the Third age. He remained fimly on the side of good, however, and played his role against Sauron by watching over western Mirkwood and the evil coming from Dol Guldur.

#### **Possessions:**

- +2 ring of protection, of elemental protection
- brown robes, +10 to hide checks
- Staff +3 of woodlands

## SARUMAN



	Medium Outsider (Ainur, Good, then Evil)
<b>Divine Rank</b>	2
<b>Hit Dice and classes:</b>	29d8+174 (305 hp); 7 artificer, 2 expert (sage), 20 mage
<b>Initiative:</b>	+3
<b>Speed:</b>	40 ft
<b>Armor Class:</b>	30 (+2 divine, +3 dex, +3 ring, + 12 DB), touch 30 flat-footed 27
<b>Base Attack/Grapple:</b>	+29/+32
<b>Attack:</b>	+ 35 staff (1d6 + 6, x2) or +32 touch spell or +32 ranged touch spell
<b>Full Attack:</b>	+ 35/30/25/20 staff (1d6 + 6, x2) or +32 touch spell or +32 ranged touch spell
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Domain powers, divine abilities, spells
<b>Special Qualities:</b>	Divine immunities; Divine aura (20 ft radius, DC 17);
<b>Saves:</b>	Fort +24; Ref +21, Will +22
<b>Abilities:</b>	Str 16, Dex 17, Con 22, Int 23, Wis 19, Cha 21
<b>Skills:</b>	Appraise +18, Balance +8, Bluff +27, Climb +8, Concentration +26, Craft (Stoneworking + 41, Metalworking + 34, Gemcutting + 26, Weaponsmithing + 21) Decipher script +16, Diplomacy + 27, Disable device + 11, Disguise +15, Gather information +20, Handle animal +15, Heal +14, Hide +13, Intimidate + 20, Jump +8, Knowledge ( Arcana +28, Architecture and engineering + 26, Geography +16, History +22, Local + 16, Nature +18, Nobility and royalty +20), Listen +16, Move

	silently + 8, Perform (oratory) +20, Ride +13, Search +20, Sense motive + 22, Spellcraft + 31, Spot +16, Swim +6
<b>Feats:</b>	Brew potions, Combat casting, Craft wondrous item, Dodge, Enlarge spell, Extend spell, Forge ring, Heighten spell, Leadership, Negotiator, Persuasive, Quicken spell, Scribe scroll, Silent spell, Widen spell
<b>Alignment:</b>	Lawful Good, then Lawful Evil
<b>Portfolio</b>	Craft, Resourcefulness, Skills
<b>Domains</b>	Craft
<b>Divine immunities</b>	Immune to polymorphing, petrification, or any other attack that alters its form; not subject to energy drain, ability drain, or ability damage; all those immunities do not apply if the attacker is an ainur of equal or higher rank. Darkvision 60 ft., immune electricity, cold and acid (unless the attacker is an ainur with higher DR). Immune to disease, poison and disintegration Fire resistance 7 Spell resistance 34
<b>Divine abilities</b>	Divine glibness, Master crafter
<b>Domain powers</b>	creation spells at +1 level; skill focus (metalworking)
<b>Class abilities</b>	Reduce xp cost: Craft wondrous item, Forge ring Favored crafts: stoneworking, metalworking, gemcutting, weaponsmithing. Artificer spells known (1-3): 3/2/2; level 7°, Ability used: Charisma. Artificer spells per day: 75/3/3; DC 15 + spell level. Spell Known: 3 <sup>rd</sup> level: <i>Heroism, Nondetection</i> , 2 <sup>nd</sup> level: <i>Aid, Arcane lock, Produce flame</i> 1 <sup>st</sup> level: <i>Endure elements, Magic weapon, Raging fire</i>  Mage spells known: 5/5/5/4/4/3/3/2/1; level 20°. Ability used: Charisma. Mage spells per day (level 1-9): 7/6/6/5/5/4/3/2/1; DC 15 + spell level. Spheres: Air/water, Fire, Illusion, Inner fire, Nature. Spell known: 9 <sup>th</sup> level: <i>Crown of glory</i> 8 <sup>th</sup> level: <i>Mind blank, Sympathy</i> 7 <sup>th</sup> level: <i>Control weather, Hold person (mass), Stone shape (greater)</i> 6 <sup>th</sup> level: <i>Suggestion (mass), Veil, Wipe memory</i> 5 <sup>th</sup> level: <i>Break enchantment, Command (greater), Control winds, Hold monster</i> 4 <sup>th</sup> level: <i>Confusion, Hallucinatory terrain, Modify memory, Voice of the dragon</i> 3 <sup>rd</sup> level: <i>Alter self, Dispel magic, Nondetection, Remove curse, Suggestion</i> 2 <sup>nd</sup> level: <i>Enthrall, Hide from animals, Hold person, Minor image, Shatter</i> 1 <sup>st</sup> level: <i>Charm person, Command, Pass without trace, Sense power, Sleep</i>  note: as Saruman changes alignment, replace <i>Remove curse</i> with <i>Bestow curse</i>
<b>Portfolio sense</b>	Saruman senses any act concerning his portfolio that involves two thousand people or more the instant it happens.
<b>Communication</b>	Saruman can understand, speak, and read any language, including nonverbal languages.

The head of the Istari, Saruman was know as Curumo in Aman. He was, by the time of his mission, the main servant of Aulë; skilled, cunning, wise and master of diplomacy, Saruman could have been a powerful opponent to Sauron's schemes. Unfortunately, he was slowly corrupted by Sauron. As a servant of Aulë, he was fascinated with the concept of creating things, losing sight of the spiritual detachment necessary to avoid succumbing to Sauron's seduction. Saruman become an agent of evil, although he was promoting his own agenda, trying to take hold of the Ruiling Ring. His army destroyed by the rohrrim, his holding devastated by the ents, his power shattered by Gandalf the white, Saruman become a mere shadow of itself and was killed by his own servant.

### Possessions:

- +3 ring of protection, of Wizardy IV, +5 to any craft skills
- Staff +3 of enchantment



**Technicalities: Gandalf the White versus Saruman the Multi-colored**

The fight between the two istari is a spell duel. Gandalf calls Saruman back to the parapet and challenge his multi-colored opponent. Saruman accepts, believing himself stonger than Gandalf and ignoring that his enemy is not the same Gandalf he imprisoned a few months ago. Using a ninth-level spell, Gandalf adds his +6 wisdom bonus, so he has a + 25 bonus, and rolls a 14, for a total of 39. Saruman's will save has a +22 bonus, but he rolls a mere 13, for a total of 35... not enough to escape Gandalf's attack. Saruman is now magically pinned.... and the bad new is that Gandalf has now the "Magic control" divine ability. Saruman won't be able to regain his magical powers.

### 4.3 – Elves and half-elves

The firstborn awaken under the stars, before the coming of the Sun and the Moon. Graced by immortality, they were able to attain levels of knowledge, power and wisdom on a par with the ones displayed by the Maiar.

name	level	classes	str	dex	con	int	wis	cha	hp
Fëanor	37	30 Artificer, 5 fighter, 2 noble	22	21	21	32	13	27	327
Fingolfin	36	30 fighter, 3 noble, 3 ranger	26	20	24	17	23	26	451
Luthien	34	28 mage, 6 noble	16	23	19	20	22	30	236
Fingon	33	27 fighter, 3 noble, 3 ranger	24	21	22	16	21	25	378
Mahedros	32	25 fighter, 3 noble, 4 ranger	22	22	21	16	19	24	334
Finrod	31	7 fighter, 18 mage, 3 noble, 3 ranger	22	21	21	19	22	22	270
Dior	26	12 fighter, 2 mage, 1 noble, 10 ranger	22	22	20	19	16	24	261
Gil-Galad	26	24 fighter, 2 noble	23	20	21	16	21	23	271
Eärendil	25	12 fighter, 13 expert	19	23	19	18	20	22	212
Elwë Thingol	24	6 fighter, 3 mage, 10 noble, 5 ranger	19	19	20	19	16	24	234
Galadriel	24	2 fighter, 18 mage, 3 noble, 1 ranger	15	18	18	21	22	22	172
Turgon	24	18 fighter, 6 noble	20	20	19	17	21	23	222
Celebrimbor	23	22 artificer, 1 noble	18	18	19	25	15	17	174
Echtelion	23	22 fighter, 1 noble	23	18	22	15	18	19	264
Elrond	22	8 fighter, 11 mage, 3 noble	16	16	18	19	21	20	174
Maglor	22	6 expert, 10 fighter, 3 noble, 3 ranger	18	20	19	18	20	22	194
Celegorm	21	4 fighter, 13 ranger, 3 noble, 1 rogue	19	21	18	18	13	22	195
Curufin	21	5 artificer, 7 fighter, 6 ranger, 2 noble, 1 rogue	18	20	18	20	13	21	186
Eöl	21	21 artificer	14	12	15	23	12	13	116
Caranthir	20	15 fighter, 3 ranger, 1 noble, 1 rogue	18	19	18	17	10	17	187
Amrod	19	14 fighter, 3 ranger, 1 noble, 1 rogue	18	18	17	17	14	16	159
Amras	19	12 fighter, 5 ranger, 1 noble, 1 rogue	18	18	17	17	13	16	159
Orodreth	19	10 fighter, 5 ranger, 2 mage, 2 noble	19	19	18	17	17	19	173
Angrod	18	10 fighter, 4 ranger, 3 mage, 1 noble	18	18	17	16	16	16	143
Aegnor	18	8 fighter, 6 ranger, 3 mage, 1 noble	17	18	17	16	16	16	143
Glorfindel (I)	18	17 fighter, 1 noble	20	19	19	18	20	19	171
Glorfindel (II)	18	7 fighter, 4 ranger, 6 mage, 1 noble	21	19	19	16	20	19	153
Cirdan	17	13 expert, 3 mage, 1 noble	16	18	17	18	22	18	109
Beleg	15	15 ranger	16	20	16	15	16	16	128
Mablung	14	7 ranger, 7 fighter	18	16	16	14	16	16	120
Thranduil	12	2 fighter, 5 ranger, 3 mage, 2 noble	14	18	16	16	15	16	92
Legolas	10	1 noble, 9 ranger	14	19	15	15	14	15	75

## CELEBRIMBOR



Medium-sized humanoid	
Noldor elf	
22 artificer, 1 noble (23 levels)	
<b>Hit dice</b>	22d6 + 1d8 + 92 (174 hp)
<b>Initiative:</b>	+13
<b>Speed:</b>	20 ft.
<b>Armor Class:</b>	28 (+2 dex, +10 armor, +3 cloak, +3 ring, touch 15, flat-footed 26)
<b>Base Attack/Grapple:</b>	+16/20
<b>Attack:</b>	Bastard sword +26 (1d10 + 11 + 1d6 fire, 17-20x2) melee or +20 longbow (1d8, x3) ranged
<b>Full Attack:</b>	Bastard sword +26/26/21/16 (1d10 + 11 + 1d6 fire, 17-20x2) melee or +20/15/10 longbow (1d8, x3) ranged
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	Noldor traits (immortal, immune to disease, low-light vision, cold endurance, +2

	on ST vs spells)
<b>Saves:</b>	Fort +11, Ref +11, Will +22; (+26 vs fear); add +2 to ST vs spells
<b>Abilities:</b>	Str 18, Dex 18, Con 19, Int 25, Wis 15, Cha 17
<b>Skills:</b>	Appraise +20, Bluff +10, Concentration +10, Craft (Alchemy +42, Gemcutting +47, Metalworking +58, Weaponsmithing +36, Armorsmithing +29, Stoneworking +19), Diplomacy + 8, Gather information +15, Handle animal +9, Intimidate + 10, Knowledge (Arcana +20, History +13, Local +12, Nature +14, Nobility and royalty +10), Listen +10, Ride +10, Search +13, Sense motive + 13, Spot +11, Survival +4, Swim +7
<b>Feats:</b>	Cold endurance, Combat expertise, Courage, Craft epic magic arms and armour, Craft magic arms and armour, Craft wondrous item, Dodge, Forge epic ring, Forge ring, Iron will, Leadership, Power attack, Skill focus (craft, metalworking), Weapon focus (bastard sword),
<b>Alignment:</b>	Chaotic good
<b>Class abilities</b>	Inspire confidence +1 4 times/day Reduce xp cost: Craft epic magic arms and armour x2, Craft magic arms and armour, Forge epic ring x3 Favored crafts: metalworking, gemcutting, alchemy, weaponsmithing Artificer spells known: 5/5/4/4/3/2/1; level 22°, Ability used: Charisma. Artificer spells per day (level 1-7): 6/6/5/4/3/2/1; DC 13 + spell level. Spell Known: 7 <sup>th</sup> level: <i>Limited wish</i> 6 <sup>th</sup> level: <i>Heroism (greater), Suggestion (mass)</i> 5 <sup>th</sup> level: <i>Break enchantment, Command (greater), Hallow</i> 4 <sup>th</sup> level: <i>Freedom of movement, Magic weapon (greater) Scrying, Voice of the dragon</i> 3 <sup>rd</sup> level: <i>Dispel magic, Heroism, Nondetection, Quench</i> 2 <sup>nd</sup> level: <i>Aid, Arcane lock, Produce flame, Resist energy, Shatter</i> 1 <sup>st</sup> level: <i>Command, Endure elements, Light, Magic weapon, Remove fear</i>

Celebrimbor is considered, behind his grandfather Fëanor, the greatest smith among the elves and the mortal races. Son of Curufin, after the first age he settled with the remaining great noldor smiths in Eregion. Here they were befriended by Sauron, under the guise of Annatar, who convinced the elves to create the rings of power. Celebrimbor forged his greatest creation, the Three Elven Rings (Vilya, Narya and Nenya), which - being untouched by Sauron's power - were uncorrupted by the dark Maia. When Sauron attacked Eregion, Celebrimbor was taken and tortured by death, holding until the end the hiding places of the three Rings.

Celebrimbor resembled his grandfather in physical aspect: dark-haired, strong and with piercing, dark eyes.

### Possessions:

- +5 Flaming, keen, of speed bastard sword
- +5 arrow deflection axeblock chain mail
- +3 ring of protection and elemental resistance, +10 to hide checks
- +3 cloak of protection

## EÄRENDIL

	Medium-sized humanoid
	Half elf (Noldor elf)
	12 fighter, 13 expert (25 levels)
<b>Hit dice</b>	12d10 + 13d6 + 100 (212 hp)
<b>Initiative:</b>	+14
<b>Speed:</b>	30 ft.
<b>Armor Class:</b>	32 (+6 dex, +4 ring, + 12 DB), touch 32, flat-footed 26
<b>Base Attack/Grapple:</b>	+20/24
<b>Attack:</b>	+33 longbow (1d8 + 15 + 2d6 holy, 19-20x3) ranged or +29 longsword (add +2

	to-hit rolls vs orcs) (1d8 + 8 + 2d6 vs orcs, 19-20x2 +2d6 vs orcs) melee
<b>Full Attack:</b>	+33/28/23/18 (1d8 + 15+ 2d6 holy, 19-20x3) ranged or 29/24/19/14 longsword (add +2 to-hit rolls vs orcs) (1d8 + 8 + 2d6 vs orcs, 19-20x2 +2d6 vs orcs) melee
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	Noldor traits (immortal, immune to disease, low-light vision, cold endurance, +2 on ST vs spells)
<b>Saves:</b>	Fort +15 (+18), Ref +14 (+17), Will +17 (+21 vs fear) (+23/+27 vs fear); add +2 to ST vs spells
<b>Abilities:</b>	Str 19, Dex 23, Con 19, Int 18, Wis 20, Cha 22
<b>Skills:</b>	Balance +16, Climb +18, Craft (shipbuilding) + 22, Diplomacy + 18, Gather information +16, Handle animal +14, Heal +10, Hide +6, Intimidate + 10, Jump +14, Knowledge (Geography +24, History +14, Local +14, Nature +14, Nobility and royalty +6), Listen +11, Perform (playing instrument + 9), Profession (sailor) + 22, Ride +8, Search +11, Sense motive + 7, Spot +23, Survival +10, Swim +13 note: when Eärendil has the Silmaril, add +4 to any skill check.
<b>Feats:</b>	Cold endurance, Courage, Epic weapon focus (longbow), Epic weapon specialization (longbow), Far shot, Greater weapon focus (longsword, longbow), Greater weapon specialisation (longbow), Improved critical (longbow), Improved initiative, Point blank shot, Power attack, Rapid shot, Superior initiative, Weapon focus (longbow, longsword), Weapon specialisation (longbow)
<b>Alignment:</b>	Lawful good
<b>Class abilities</b>	-

The half-elf son of Tuor and Idril, Eärendil was one of the most important figures of Middle Earth. With the aid on the silmaril rescued by Beren and Luthien, Eärendil was able to pierce the illusions surrounding Aman and pleaded the help of the Valar against Morgoth. The Valar assembled their host and marched against the Black enemy, annihilating him in the War of Wrath.

During the war Eärendil, riding on the flying ship Vingilot, the silmaril resting on his brow, slew the mightiest of the fire dragons Morgoth had unleash upon the earth. The fall of Ancalagon upon the peaks of Thangorodrim signaled the final defeat of the Datk Vala.

### Possessions:

+3 holy, distant shot, composite longbow (matches strenght up to +4)

+4 orc bane longsword

+4 ring of protection

Vingilot: the famed ship of Eärendil, Vingilot is a sloop which, after being sanctified by the Valars, can fly with a speed of 230 ft.(good), and is totally immune to damage from cold and fire. Vingilot grants elemental resistance 30 to anybody inside.

Eärendil can move Vingilot in the sky with a simple thought, without having to manoeuver the masts.

Silmaril. Eärendil is the possessor of one of the Silmarils, which grants him the following powers: +6 bonus to will saves, +3 to other saves, +4 to any skill checks. Those stats are in brackets after the normal, unmodified stats. The Silmaril shine constantly with holy light; the effect is similar to a dayligh spell: undead creatures exposed to the light suffer 1d6 points of damage per round.

## ECHTELION



Medium-sized humanoid	
Noldor elf	
22 fighter, 1 noble (23 levels)	
<b>Hit dice</b>	22d10 + 1d8 + 138 (264 hp)
<b>Initiative:</b>	+12
<b>Speed:</b>	30 ft.
<b>Armor Class:</b>	40 (+3 dex, +13 armor, +6 shield, +3 helm + 5 DB), touch 18, flat-footed 37
<b>Base Attack/Grapple:</b>	+23/29
<b>Attack:</b>	+38 longsword (1d8 + 15 + 2d6 holy, 17-20x2) melee or +30 longbow (1d8 + 6, x3) ranged
<b>Full Attack:</b>	+38/38/33/28/23/18 (1d8 + 15 + 2d6 holy, 17-20x2) melee or +30/25/20/15 longbow (1d8 + 6, x3) ranged
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	Noldor traits (immortal, immune to disease, low-light vision, cold endurance, +2 on ST vs spells)
<b>Saves:</b>	Fort +19, Ref +11, Will +14 (+18 vs fear); add +2 to ST vs spells
<b>Abilities:</b>	Str 23, Dex 18, Con 22, Int 15, Wis 18, Cha 19
<b>Skills:</b>	Bluff +9, Climb +10, Diplomacy + 8, Gather information +10, Handle animal +7, Heal +7, Intimidate + 12, Jump +10, Knowledge (Geography +7, History +7, Local +10, Nobility and royalty +10), Listen +13, Perform (playing instrument + 12), Ride +12, Search +8, Sense motive + 9, Spot +16, Survival +6, Swim +7

<b>Feats:</b>	Cleave, Cold endurance, Combat expertise, Courage, Die hard, Dodge, Epic prowess, Epic weapon focus (longsword), Greater weapon focus (longsword), Greater weapon specialisation (longsword), Improved bull rush, Improved critical (longsword), Improved grapple, Improved initiative, Improved unarmed strike, Mobility, Power attack, Power critical, Superior initiative, Weapon focus (longsword), Weapon specialisation (longsword)
<b>Alignment:</b>	Lawful good
<b>Class abilities</b>	Inspire confidence +1 5 times/day

Echtelion of the fountain was one of the captains of the forces of Gondolin and ranked among the greater noldor warriors. He was the guardian of the inner gate, renowned for his wisdom, strength and courage. In the final battle for Gondolin, he killed Gothmog lord of the balrogs, finding his death in the fight.

**Possessions:**

- +5 holy, of speed, longsword
- +5 full plate armor axeblocking, of greater dexterity
- +5 shield
- +3 helm of fire resistance, +3 to will saves, adorned with a jeweled spike, enable wielder to bull rush opponents up to one category higher and grants +20 to bull rush checks 2/day.
- +3 distance composite longbow (matches strength up to +3)

**ELROND**



Medium-sized humanoid	
Half-elf (Noldor elf by upbringing)	
8 fighter, 11 mage, 3 noble (22 levels)	
<b>Hit dice</b>	8d10 + 11d4 + 3d8 + 88 (174 hp)
<b>Initiative:</b>	+7

<b>Speed:</b>	40 ft.
<b>Armor Class:</b>	31 (+3 dex, +8 armor, +3 cloak, +2 Ring, + 5 DB), touch 20, flat-footed 28
<b>Base Attack/Grapple:</b>	+15/18
<b>Attack:</b>	+23 bastard sword (add +2 to-hit rolls vs orcs) (1d10 + 10 + 2d6 vs orcs, 17-20x2 +2d6 vs orcs) melee or +21 composite longbow (1d8 + 5, x3) ranged
<b>Full Attack:</b>	+23/18/13 bastard sword (add +2 to-hit rolls vs orcs) (1d10 + 10 + 2d6 vs orcs, 17-20x2 +2d6 vs orcs) melee or +21/16/11 composite longbow (1d8 + 5, x3) ranged, or by spell...
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	Noldor traits (immortal, immune to disease, low-light vision, cold endurance, +2 on ST vs spells)
<b>Saves:</b>	Fort +16, Ref +12, Will +20; add +2 to ST vs spells
<b>Abilities:</b>	Str 16 (+3), Dex 16 (+3), Con 18 (+4), Int 19 (+4), Wis 21 (+5), Cha 20 (+5)
<b>Skills:</b>	Climb +10, Craft (Alchemy +14, bowmaking +10, weaponsmithing + 10), Diplomacy + 17, Gather information +12, Handle animal +12, Heal +21, Hide +12 (17 with cloak), Jump +11, Knowledge (Arcana +14, Geography +15, History +20, Local +16, Nature +18, Nobility and royalty +18), Listen +19, Move silently + 14, Perform (playing harp +18, singing +18), Ride +13, Search +15, Sense motive + 17, Speak language (human, orc), Spellcraft +16, Spot +14, Survival +12, Swim +8
<b>Feats:</b>	Cold endurance, Combat casting, Combat expertise, Dodge, Heighten spell, Improved critical (bastard sword), Improved initiative, Leadership, Improve singing, Power attack, Quicken spell, Sanctum spell, Silent spell, Weapon focus (bastard sword), Weapon specialisation (bastard sword), Widen spell
<b>Alignment:</b>	Neutral good
<b>Class abilities</b>	Mage spells known: 4/3/3/3/3; level 11°. Ability used: Charisma. Mage spells per day (level 1-5): 6/4/4/4/4 DC 15 + spell level. Spheres: Air/water, Healing, Inner fire Spell known: 5 <sup>th</sup> level: <i>Break enchantement, Hallow, True healing</i> 4 <sup>th</sup> level: <i>Control water, Hallucinatory terrain, Restoration</i> 3 <sup>rd</sup> level: <i>Dispel magic, Nondetection, Remove curse</i> 2 <sup>nd</sup> level: <i>Aid, Daze monster, Delay poison</i> 1 <sup>st</sup> level: <i>Command, Remove fear, Sense power, Sleep</i>
	Inspire confidence +1 6 times/day, call in a favor (other noble elves)

Elrond and his brother Elros were sons of the half-elf Eärendil and Elwing, daughter of Dior (himself an half-elf). When given the choice, Elrond choose the elven race, becoming one of the leaders of the elves in Middle Earth. Elrond was the herald of Gil-Galad, and fought along him in the war of the Last Alliance. He founded Imladris as a refuge for all the elves, from there continuing to oppose the evil of Sauron and his minions. His wisdom and healing skills proved crucial in several occasions, and his magical skill enhanced by Vilya enable him to stand against the growing tide of the forces of evil in the third age.

### Possessions:

**Vilya**, one of the three elven Rings of Power forged by Celebrimbor. Vilya is associated with air, and it is generally considered the mightiest of the Three. Entrusted by Celebrimbor to Gil-Galad, the Ring was given to Elrond, who used its power to create a realm were elves could finally be at peace. Vilya confers the following powers:

- acts as a ring of Wizardy III;
- the wearer may use 16 additional spell levels of known air/water and healing spells every day;
- all metamagic effects to air/water and healing spells are made with a spell level bonus;
- +2 to all saving throws, +4 to all skill checks (accounted for in the above stats);
- The wearer may *Hallow* an area with a range of 1 mile per spellcaster level from a selected spot, with a nondetection fixed spell cast at the spellcaster level of the wearer. Inside the



area, all allies (previously designated by the wearer) have the advantage of an *aid* spell. The wearer is aware of all beings who enter/leave the area, unless under the effect of a *mind blank* or *screen* spell. The wearer may maintain only one Hallow effect at a time.

- acts as a ring of protection +2 and major electric resistance;
- wearer is immune to aging;

*m,a; Limited wish, command (greater), Heroism, Non-detection, Voice of the dragon; 21<sup>th</sup> level, Craft Epic ring feat*

- +4 keen woundseeking orc bane bastard sword
- +3 mithril chain mail
- +3 elven cloak of protection (+5 to hide checks)
- +3 distance composite longbow, matches strenght up to +2
- magic harp (+4 to any singing and playing perform checks)

## ELWË THINGOL



Medium-sized humanoid

Sindar elf

6 fighter, 3 mage, 10 noble, 5 ranger (24 levels)

**Hit dice** 6d10 + 3d4 + 10d8 + 5d10 + 120 (234 hp)

**Initiative:** +8

**Speed:** 30 ft.

**Armor Class:** 37 (+4 dex, +4 cloak, +3 ring, +3 crown, +13 DB), touch 33, flat-footed 33

**Base Attack/Grapple:** +18/22

**Attack:** +29 Aranruth (add +2 to-hit rolls vs orcs) (2d10 + 15 + 2d6 vs orcs, 17-20x2 +

	+2d6 vs orcs) melee or +26 composite longbow (1d8 + 8, x3) ranged
<b>Full Attack:</b>	+29/24/19 Aranruth (add +2 to-hit rolls vs orcs) (2d10 + 15 + 2d6 vs orcs, 17-20x2 + +2d6 vs orcs) melee or +26/21/16 composite longbow (1d8 + 8, x3) ranged
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	Sindar traits (immortal, immune to disease, low-light vision, cold endurance, +2 on ST vs spells)
<b>Saves:</b>	Fort +18, Ref +17, Will +13 (+17 with Crown); add +2 to ST vs spells
<b>Abilities:</b>	Str 19, Dex 19, Con 20, Int 19, Wis 16, Cha 24
<b>Skills:</b>	Bluff +17, Climb +10, Craft (bowmaking +10), Diplomacy + 20, Gather information +19, Handle animal +15, Heal +9, Hide +14 (24 with cloak), Intimidate + 20, Jump +10, Knowledge (Arcana +6, Geography +12, History +14, Local +18, Nature +14, Nobility and royalty +18), Listen +13, Move silently + 14 (+24 with cloak), Perform (playing harp +12, singing +12), Ride +12, Search +11, Sense motive + 11 (+21 with crown), Speak language (human, orc), Spot +13, Survival +11, Swim +10
<b>Feats:</b>	Cold endurance, Combat casting, Combat expertise (bastard sword), Endurance, Dodge, Great charisma, Greater weapon focus (bastard sword), Greater weapon specialisation (bastard sword), Improved critical (bastard sword), Improved initiative, Leadership, Power attack, Persuasive, Point blank shot, Quicken spell, Silent spell, Track, Weapon focus (bastard sword), Weapon specialisation (bastard sword)
<b>Alignment:</b>	Chaotic good (neutral tendencies)
<b>Class abilities</b>	Mage spells known: 3/1; level 3°. Ability used: Charisma. Mage spells per day (level 1-2): 5/3; DC 17 + spell level. Spheres: Nature. Spell known: 2 <sup>nd</sup> level: <i>Daze monster</i> 1 <sup>st</sup> level: <i>Charm animal, Command, Sense power</i>  Inspire confidence +3 8 times/day, call in a favor (other noble elves) Favored terrain (Elwe gains a +2 bonus on Hide, Listen, Move silently, Spot and Survival checks when using these skills in that environment): Cold and temperate forest Favored enemy: orcs Ranger combat style: single weapon combat

The king of the Teleri, Elwë fell in love with the maia Melian, and choose to remain in Middle Earth, becoming the High King of Doriath. He ruled Doriath for centuries, and Melian bore him the lovely daughter Luthien. His fate was entwined with the ones of his daughter and Beren, and with the silmaril they brought from Angband. When he set the stone in the Nauglamir Hurin brought from the ruins of Nargothrond, the dwarves coveting the silmaril slew him.

Elwë was a majestic figure, usually cautious but prone to fits of anger when his pride was insulted.

### Possessions:

Aranruth, a +5 keen, mighty, sundering, orc bane bastard sword

+4 elven cloak of protection (+10 to hide and move silently checks)

+4 distance composite longbow, matches strenght up to +4

+3 ring of protection and wizardry I

Crown of Doriath, grants +3 to AC, +4 to will saves, add +10 to sense motive checks

Sceptre of Doriath, owner may use 3/day *Entangle, Summon nature's ally III, Commune with nature* at 10<sup>th</sup> level

# FĒANOR



Medium-sized humanoid	
Noldor elf	
30 Artificer, 5 fighter, 2 noble (37 levels)	
<b>Hit dice</b>	30d6 + 5d10 + 2d8 + 185 (327 hp)
<b>Initiative:</b>	+13
<b>Speed:</b>	30 ft.
<b>Armor Class:</b>	45 (+3 dex, +14 armor, +6 shield, +4 ring, + 8 DB), touch 25, flat-footed 42
<b>Base Attack/Grapple:</b>	+23/29
<b>Attack:</b>	Longsword +38 (2d8 + 15 + 1d6 fire, 17-20x2 +1d10 fire) melee or +32 longbow (1d8 + 10, 20x3) ranged
<b>Full Attack:</b>	Longsword +38/33/27 (2d8 + 15 + 1d6 fire, 17-20x2 +1d10 fire) melee or +32/27/22 longbow (1d8 + 10, 20x3) ranged
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	Noldor traits (immortal, immune to disease, low-light vision, cold endurance, +2 on ST vs spells), supreme crafter
<b>Saves:</b>	Fort +20, Ref +18, Will +28; add +2 to ST vs spells
<b>Abilities:</b>	Str 22, Dex 21, Con 21, Int 32, Wis 13, Cha 27
<b>Skills:</b>	Appraise +21, Bluff +18, Climb +14, Concentration +15, Decipher script +21, Craft (Alchemy +86, Gemcutting +68, Metalworking +63, Weaponsmithing +58, Armorsmithing +53, Stoneworking +26), Diplomacy + 13, Gather information +18, Handle animal +11, Heal +6, Hide +12, Intimidate + 31, Jump +15,

	Knowledge (Arcana +31, History +14, Local +13, Nature +21, Nobility and royalty +16), Listen +13, Move silently + 10, Perform (oratory +28), Ride +15, Search +18, Sense motive + 28, Spot +20, Survival +6, Swim +11
<b>Feats:</b>	Brew potions, Cold endurance, Combat expertise, Craft artifacts, Craft epic arms and armours, Craft epic wondrous item, Craft magic arms and armour, Craft wondrous item, Dodge, Epic leadership, Epic skill focus (alchemy), Epic weapon focus, Epic will, Forge ring, Greater weapon focus (longsword), Greater weapon specialisation (longsword), Heighten spell, Improved initiative, Iron will, Leadership, Power attack, Scribe scroll, Weapon focus (longsword), Weapon specialisation (longsword)
<b>Alignment:</b>	Chaotic good (Chaotic evil after the oath)
<b>Class abilities</b>	Reduce xp cost: Craft epic wondrous item x3, Craft epic arms and armor x3, Forge ring Favored crafts Alchemy, gemcutting, metalworking, weaponsmithing Artificer spells known: 5/5/4/4/3/2/1; level 30°, Ability used: Charisma. Artificer spells per day (level 1-7): 7/7/6/6/4/3/2; DC 18 + spell level. Spell Known: 7 <sup>th</sup> level: <i>Sunbeam</i> 6 <sup>th</sup> level: <i>Fire seeds, Heroism (greater)</i> 5 <sup>th</sup> level: <i>Break enchantment, Command (greater), Fire shield</i> 4 <sup>th</sup> level: <i>Freedom of movement, Magic weapon (greater) Scrying, Voice of the dragon</i> 3 <sup>rd</sup> level: <i>Dispel magic, Daylight, Heroism, Quench</i> 2 <sup>nd</sup> level: <i>Aid, Produce flame, Remove paralysis, Resist energy, Shatter</i> 1 <sup>st</sup> level: <i>Command, Endure elements, Magic weapon, Raging fire, Remove fear</i>  Inspire confidence +1 9 times/day

The first son of Finwe, Fëanor was the greatest of the noldor and, true to his name, a true spirit of fire. His gifts in terms of skills, intellect and passion were unparalleled, but so were his anger and pride, which brought him and his sons to commit terrible crimes. A master crafter and alchemist, Fëanor devised the feanorian lamps, the Palantiri, the Tengwar alphabet and the Silmarils, which preserved the light of the Two Trees.

When Morgoth stole the Silmarils and killed his father, Fëanor swore with his sons a terrible oath which bound them to recover the Silmarils no matter the cost, and convinced a number of his people to follow him in his chase of the Black Valar to Middle Earth, leaving Aman behind. Recklessly pursuing an army of orcs towards Angband, Fëanor was killed by the Lord of the balrogs Gothmog.

**Supreme crafter:** As an artificer, Fëanor reached pinnacles of skills unequalled even among the Valar. He has access to the “craft artifact” divine ability even if not a deity; however he had to use an available feat slot to gain this power.

### Possessions:

- +5 Flaming burst, keen, mighty, sundering, woundseeking longsword
- +6 plate armor of greater dexterity and greater fire resistance
- +5 shield
- +4 ring of protection
- +4 composite longbow, always matches his strenght

## FINGOLFIN

	Medium-sized humanoid
	Noldor elf
	30 fighter, 3 noble, 3 ranger (36 levels)
<b>Hit dice</b>	30 d10 + 3d8 + 3d10 + 252 (451 hp)
<b>Initiative:</b>	+13
<b>Speed:</b>	30 ft.
<b>Armor Class:</b>	42 (+2 dex, +13 armor, +6 shield, +3 cloack, + 8 DB), touch 20, flat-footed 40
<b>Base Attack/Grapple:</b>	+27/35

<b>Attack:</b>	Ringil +46 (2d8 + 21 + 2d6 holy, 17-20x2 +1d6, severs if 20 followed by confirmed crit.) melee or +37 longbow (1d8 + 3, 19-20x3) ranged
<b>Full Attack:</b>	Ringil +46/41/36/31 (2d8 + 21 + 2d6 holy, 17-20x2 +1d6, severs if 20 followed by confirmed crit.) melee, or +37/32/27/22 longbow (1d8 + 3, 19-20x3) ranged
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	Noldor traits (immortal, immune to disease, low-light vision, cold endurance, +2 on ST vs spells)
<b>Saves:</b>	Fort +28, Ref +21, Will +22 (+26 vs fear); add +2 to ST vs spells
<b>Abilities:</b>	Str 26, Dex 20, Con 24, Int 17, Wis 23, Cha 26
<b>Skills:</b>	Bluff +13, Climb +18, Craft (bowmaking +7, weaponsmithing + 7), Diplomacy + 26, Gather information +13, Handle animal +13, Heal +11, Hide +10, Intimidate + 23, Jump +25, Knowledge (Geography +13, History +14, Local +13, Nature +8, Nobility and royalty +18), Listen +15, Move silently + 10, Perform (oratory +14, playing instrument + 10), Ride +22, Search +12, Sense motive + 19, speak language (human, orc), Spot +20, Survival +16, Swim +13
<b>Feats:</b>	Athletic, Cleave, Cold endurance, Combat expertise, Courage, Danger sense, Die hard, Dodge, Elusive target, Endurance, Epic prowess x2, Epic weapon focus (longsword), Epic weapon specialisation (longsword), Great charisma, Great cleave, Greater weapon focus (longsword), Greater weapon specialisation (longsword), Improved critical (longsword), Improved feint, Improved initiative, Improved sunder, Mobility, Mounted combat, Overwhelming critical, Power attack, Power critical, Rapid shot, Spring attack, Superior initiative, Track, Weapon focus (longsword), Weapon specialisation (longsword), Whirlwind attack
<b>Alignment:</b>	Lawful good
<b>Class abilities</b>	Inspire confidence +1 9 times/day, call in a favor (other noble elves) Favored terrain (Fingolfin gains a +2 bonus on Hide, Listen, Move silently, Spot and Survival checks when using these skills in that environment): Cold and temperate forest Ranger combat style: archery

The second son of king Finwe, Fingolfin was the strongest of all the noldor warriors. He was also wise and forgiving, all qualities which made him the king of the noldor in Middle Earth after the death of his half-brother Fëanor. Knowing the strenght of Morgoth and the futility of an open attack against Angband, he established the defensive line which kept the Accursed checked for centuries. When Morgoth broke the siege at the battle of the sudden flame, Fingolfin, full of rage and despair, rode to the doors of Angband and challanged Morgoth to a single duel. He was slain in the ensuing fight, but not before wounding Morgoth seven times and cutting off a foot from him. Fingolfin was tall, blonde and powerfully built.

#### Possessions:

- Ringil**, a +5 holy, mighty, of sharpness, adamantine longsword
- +5 plate armor of fire and cold resistance and improved dexterity
- +5 shield
- elven cloak of protection +3
- +3 longbow (with double critical range)
- Horse (Rochallor. Use the stats of a Meara with maximum hit points and wis 14)

#### Technicalities: the fight between Fingolfin and Morgoth

The epitome of epic fight, this duel is probably the most famous in the history of Middle Earth, surpassing in scope and drama other famous fights like the Sauron-Finrod spell duel or the desperate fight of Ehtelion against Gothmog. Just looking at the bare stats of the two characters involved, the outcome of the fight is already decided. However... however against the might of the fallen Vala, Fingolfin has the right combination of feats that could tip the balance of the fight in his favour.

As Morgoth ascends through the gates of Angband to confront his enemy, Fingolfin steels himself. And here comes the Vala, the echo of his steps thundering across the waste spreading from the black gates.

Morgoth's goal is to bring a sudden end to the fight, so he charges his weapon Grond with his power attack feat, intentioned to squash the king of the Noldor like a bug with a single attack. He subtracts 50 from his attack roll, adding 50 to his Grond-based damage if he hits, and with his +32 remaining bonus he's pretty sure to hit Fingolfin anyway. If he hits Fingolfin, he would be able to kill him outright. He needs a 10 or more to hit (and kill) Fingolfin. The noldor king can count on two important feats: Elusive target and Spring attack. The first feat enable him to avoid the effect of a power attack bonus damage, the second to move, attack and retreat out of a full attack reach in the same round. Fingolfin it is able to avoid a good part of the damage made by Grond (all the power attack part), while at the same time attack and wound his enemy (who would have been far better in this fight by using his full attack option). In the end, however, Grond's earthquake effect is such that Fingolfin is unable to use the spring attack feat. Morgoth manages to hit him with his shield, grapples him and pin him down. With his last breath, Fingolfin cuts Morgoth's left foot thanks to the sharpness power of his sword.



## FINGON

Medium-sized humanoid

Noldor elf

27 fighter, 3 noble, 3 ranger (33 levels)

**Hit dice** 27d10 + 3d8 + 3d10 + 198 (378 hp)

**Initiative:** +13

**Speed:** 40 ft.

**Armor Class:** 42 (+2 dex, +13 armor, +5 shield, +4 cloack, + 8 DB), touch 24, flat-footed 40

<b>Base Attack/Grapple:</b>	+26/33
<b>Attack:</b>	+43 longsword (2d8 + 20 + 2d6 holy, 17-20x2 + 2d6 holy +1d6) melee or +36 longbow (1d8 + 11, 19-20x3) ranged
<b>Full Attack:</b>	longsword +43/38/33/28 (2d8 + 20 + 2d6 holy, 17-20x2+ 2d6 holy +1d6) melee, or longbow +36/31/26/21 (1d8 + 11, 19-20x3) ranged
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	Noldor traits (immortal, immune to disease, low-light vision, cold endurance, +2 on ST vs spells)
<b>Saves:</b>	Fort +25, Ref +19, Will +19 (+23 vs fear); add +2 to ST vs spells
<b>Abilities:</b>	Str 24, Dex 21, Con 22, Int 16, Wis 21, Cha 25
<b>Skills:</b>	Bluff +12, Climb +16, Craft (bowmaking +8, weaponsmithing + 6), Diplomacy + 24, Gather information +12, Handle animal +12, Heal +10, Hide +10, Intimidate + 19, Jump +17, Knowledge (Geography +13, History +15, Local +13, Nature +8, Nobility and royalty +18), Listen +14, Move silently + 10, Perform (oratory +9, playing instrument + 10), Ride +22, Search +11, Sense motive + 18, speak language (human +6, orc + 4), Spot +14, Survival +15, Swim +12
<b>Feats:</b>	Cleave, Cold endurance, Combat expertise, Courage, Die hard, Dodge, Endurance, Epic prowess x1, Epic weapon focus (longsword), Epic weapon specialisation (longsword), Far shot, Great cleave, Greater weapon focus (longsword), Greater weapon specialisation (longsword), Improved critical (longsword), Improved initiative, Mobility, Mounted archery, Mounted combat, Overwhelming critical, Point blank shot, Power attack, Power critical, Rapid shot, Spring attack, Superior initiative, Track, Weapon focus (longsword), Weapon specialisation (longsword), Whirlwind attack
<b>Alignment:</b>	Lawful good
<b>Class abilities</b>	Inspire confidence +1 8 times/day, call in a favor (other noble elves) Favored terrain (Fingon gains a +2 bonus on Hide, Listen, Move silently, Spot and Survival checks when using these skills in that environment): Cold and temperate forest Ranger combat style: archery

First son of Fingolfin, Fingon was high king of the noldor for a brief time, before finding his death in the tragic battle of the Unnumbered Tears. A great warrior, he was known as “the Valiant” for his courage and for his rescuing of Mahedros from Angband, a feat which ended the division between the two major houses of the Noldor.

### Possessions:

- +5 holy, mighty longsword
- +5 plate armor of improved fire resistance and improved dexterity
- +4 greater axeblock shield
- +4 ring of protection
- +4 distance composite longbow
- boots of speed (+10 ft to base movement)

## FINROD



Medium-sized humanoid	
Noldor elf	
7 fighter, 18 mage, 3 noble, 3 ranger (31 levels)	
<b>Hit dice</b>	7d10 + 18d4 + 3d8 + 3d10 + 155 (270 hp)
<b>Initiative:</b>	+13
<b>Speed:</b>	30 ft.
<b>Armor Class:</b>	36 (+5 dex, +10 armor, +4 cloak, + 7 DB), touch 22, flat-footed 31
<b>Base Attack/Grapple:</b>	+19/25
<b>Attack:</b>	+34 bastard sword (add +2 to-hit rolls vs orcs) (1d10 + 18 + 2d6 holy + 2d6 vs orcs, 17-20x2 +2d6 holy +2d6 vs orcs) melee or +27 composite longbow (1d8 + 6, x3) ranged, or by spell
<b>Full Attack:</b>	+34/29/24 bastard sword (add +2 to-hit rolls vs orcs) (1d10 + 18 + 2d6 holy + 2d6 vs orcs, 17-20x2 +2d6 holy +2d6 vs orcs) melee or +27/22/17 composite longbow (1d8 + 6, x3) ranged
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	Noldor traits (immortal, immune to disease, low-light vision, cold endurance, +2 on ST vs spells)
<b>Saves:</b>	Fort +21, Ref +18, Will +27; add +2 to ST vs spells



<b>Abilities:</b>	Str 22, Dex 21, Con 21, Int 19, Wis 22, Cha 22
<b>Skills:</b>	Bluff +12, Climb +12, Craft (bowmaking +9, weaponsmithing + 9), Diplomacy + 20, Gather information +12, Handle animal +12, Heal +12, Hide +11 (16 with cloak), Intimidate + 12, Jump +12, Knowledge (Arcana +14, Architecture and engineering + 16, Geography +13, History +15, Local +12, Nature +12, Nobility and royalty +17), Listen +14, Move silently + 11, Perform (playing harp +14, singing +25), Ride +11, Search +11, Sense motive + 17, Speak language (human, orc), Spellcraft +12, Spot +15, Survival +14, Swim +10
<b>Feats:</b>	Cold endurance, Combat casting, Combat expertise (bastard sword), Endurance, Epic weapon focus (bastard sword), Epic will, Extend spell, Greater weapon focus (bastard sword), Greater weapon specialisation (bastard sword), Heighten spell, Improved critical (bastard sword), Improved initiative, Improve singing, Major song, Power attack, Quicken spell, Silent spell, Superior initiative, Track, Weapon focus (bastard sword), Weapon specialisation (bastard sword), Widen spell
<b>Alignment:</b>	Lawful good
<b>Class abilities</b>	Mage spells known: 5/5/5/4/4/3/3/1; level 18°. Ability used: Charisma. Mage spells per day (level 1-8): 7/7/6/5/5/4/3/1 DC 16 + spell level. Spheres: Air/water, Healing, Illusion, Inner fire, Nature. Spell known: 8 <sup>th</sup> level: <i>Mind blank</i> 7 <sup>th</sup> level: <i>Hold person (mass), Holy word, Stone shape (greater)</i> 6 <sup>th</sup> level: <i>Heroism (greater), Song of slumber, Veil</i> 5 <sup>th</sup> level: <i>Break enchantment, Commune with nature, Hallow, True healing</i> 4 <sup>th</sup> level: <i>Confusion, Hallucinatory terrain, Restoration, Voice of the dragon</i> 3 <sup>rd</sup> level: <i>Alter self, Dispel magic, Heroism, Nondetection, Remove curse</i> 2 <sup>nd</sup> level: <i>Aid, Enthral, Delay poison, Detect thoughts, Minor image</i> 1 <sup>st</sup> level: <i>Charm person, Charm animal, Comprehend languages, Sense power, Sleep</i>  Inspire confidence +1 7 times/day, call in a favor (other noble elves) Favored terrain (Finrod gains a +2 bonus on Hide, Listen, Move silently, Spot and Survival checks when using these skills in that environment): Cold and temperate forest Ranger combat style: single weapon combat

Eldest son of Finarfin, Finrod Felagund was renowned for his courage, strength and magic skills, but also for his wisdom, loyalty and justice. Guided by the Valar Ulmo, he designed the cave palaces of Nargothrond, where his people found home and shelter for centuries. Finrod was the first of the elves to meet the men, becoming their friend. He joined the quest for the Silmaril helping Beren, but they were imprisoned by Sauron, and he was killed by a werewolf in a dungeon under Tol-in-Gauroth

#### Possessions:

- +5 holy, orc bane bastard sword
- +5 mithril chain mail
- +4 elven cloak of protection (+5 to hide checks)
- +3 distance composite longbow, matches strength up to +3
- magic harp (+5 to any singing and playing perform checks)

Finrod was one of the owners of the Nauglamir (see pag 43)

#### Technicalities: the Sauron vs Finrod magic duel

This magic duel is famous in legends. Finrod, seeing that the quest for the Silmaril is coming to an abrupt end, tries to defeat Sauron in a magic duel (see pag 6): a desperate plan, but the only one available if he wants to overcome the evil maia in his tower, surrounded by his minions.

Sauron will save is +33, but if Finrod manages to put a good check, and Sauron rolls badly, he may win against his opponent. The noldor prince starts with an 8<sup>th</sup> spell slot, adds his +6 charisma bonus, his +2 singing bonus and his +6 additional bonus coming from “improve singing” and “major song”

casting feat, with a total bonus of +22. So he has a cumulative +32 base to his d20. He rolls a 13, so Sauron's ST must be 45 or more. The evil maia wins the will save by rolling 14 (47 total save), and counterattack by using a 9 level spell slot, adding his +8 charisma bonus, +2 singing bonus and +2 from the "improve singing" feat, and rolls 11. Finrod must save against (19+12+11) 40, but he manage the save having a +29 bonus to his roll. The fight goes on until the power gap between the two becomes evident: Finrod fails his ST and falls into Sauron's power.

## GALADRIEL



Medium-sized humanoid	
Noldor elf	
2 fighter, 18 mage, 3 noble, 1 ranger (24 levels)	
<b>Hit dice</b>	3d10 + 18d4 + 3d8 + 96 (172 hp)
<b>Initiative:</b>	+8
<b>Speed:</b>	30 ft.
<b>Armor Class:</b>	31 (+4 dex, +4 robes +2 Ring, + 11 DB), touch 27, flat-footed 27
<b>Base Attack/Grapple:</b>	+12/14
<b>Attack:</b>	+19 short sword (1d6 + 8 + 2d6 holy, 17-20x2 +2d6 holy) melee or +19 composite longbow (1d8 + 5, x3) ranged, or by spell...
<b>Full Attack:</b>	+19/14 short sword (1d6 + 8 + 2d6 holy, 17-20x2 +2d6 holy) melee or +19 /14 composite longbow (1d8 + 5, x3) ranged or by spell...

<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	Noldor traits (immortal, immune to disease, low-light vision, cold endurance, +2 on ST vs spells)
<b>Saves:</b>	Fort +17, Ref +14, Will +21; add +2 to ST vs spells
<b>Abilities:</b>	Str 15, Dex 18, Con 18, Int 21, Wis 22, Cha 22
<b>Skills:</b>	Bluff +17, Climb +11, Craft (Alchemy +17), Diplomacy + 18, Gather information +17, Handle animal +15, Heal +18, Hide +13 (23 with robes), Jump +12, Knowledge (Arcana +18, Geography +16, History +24, Local +16, Nature +20, Nobility and royalty +20), Listen +20, Move silently + 13, Perform (singing +16), Ride +14, Search +19, Sense motive + 19, Speak language (human, orc), Spellcraft +19, Spot +19, Survival +17, Swim +6
<b>Feats:</b>	Cold endurance, Combat casting, Combat expertise, Dodge, Enlarge spell, Heighten spell, Improved initiative, Leadership, Improve singing, Major song, Power attack, Quicken spell, Silent spell, Track, Weapon focus (short sword), Weapon specialisation (short sword)
<b>Alignment:</b>	Neutral good
<b>Class abilities</b>	Mage spells known: 5/5/5/4/4/3/3/1; level 18°. Ability used: Charisma. Mage spells per day (level 1-8): 7/7/6/5/5/4/3/1; DC 16 + spell level. Spheres: Air/water, Healing, Illusion, Inner fire Spell known: 8 <sup>th</sup> level: <i>Mind blank</i> 7 <sup>th</sup> level: <i>Control weather, Hold person (mass), Holy word</i> 6 <sup>th</sup> level: <i>Greater misdirection, Suggestion (mass), Veil</i> 5 <sup>th</sup> level: <i>Dream, Hallow, Hold monster, Mist of speed</i> 4 <sup>th</sup> level: <i>Hallucinatory terrain, Restoration, Scrying, Voice of the dragon</i> 3 <sup>rd</sup> level: <i>Alter self, Dispel magic, Heroism, Remove curse</i> 2 <sup>nd</sup> level: <i>Aid, Detect thoughts, Entrhall, Hold person, Minor image</i> 1 <sup>st</sup> level: <i>Command, Daze, Healing, Sense power, Sleep</i>  Inspire confidence +1 7 times/day, call in a favor (other noble elves) Favored terrain (Galadriel gains a +2 bonus on Hide, Listen, Move silently, Spot and Survival checks when using these skills in that environment): Cold and temperate forest

Daughter of Finarfin, Galadiel was among the greatest of the noldor. She went to Middle Earth inspired by the fiery words of Fëanor, and spent much time in Beleriand, where she became acquainted with Melian. With her husband Celeborn, she ruled over Lorien, helping the cause of good against the forces of evil; as she resisted the temptation of the One Ring, she was allowed to return to the blessed lands with the other ringbearers.

### Possessions:

**Nenya**, one of the three elven Rings of Power forged by Celembribor. Nenya is associated with water and confers the following powers:

- acts as a ring of Wizardry II
- the wearer may use 15 additional spell levels of known illusion spells every day;
- all metamagic effects to illusion spells are made with a spell level bonus;
- +2 to all saving throws, +4 to all skill checks;
- The wearer may *Hallow* an area with a range of 1 mile per spellcaster level from a selected spot, with a nondetection fixed spell cast at the spellcaster level of the wearer. Inside the area, all allies (previously designated by the wearer) have the advantage of an *aid* spell. The wearer is aware of all beings who enter/leave the area, unless under the effect of a *mind blank* or *screen* spell. The wearer may maintain only one Hallow effect at a time.
- acts as a ring of protection +2
- wearer is immune to aging

*m,a; Limited wish, command (greater), Heroism, Non-detection, Voice of the dragon; 21<sup>th</sup> level, Craft Epic ring feat*

+4 keen woundseeking holy short sword

The Mirror of Galadriel: a magic basin filled with water, used by Galadriel to evoke visions of the past, present and future. The Mirror can be activated by a 9<sup>th</sup> level mage casting *Scrying* on it. The Mirror then shows images and visions, not only of things happening (or happened) but also possibilities and alternate outcomes for different courses of action.

+4 robes of protection (add +10 to hide checks, wearer may activate continual light at will coming from the robe)

+3 composite longbow, matches strenght up to +2

## GIL-GALAD

Medium-sized humanoid	
Noldor elf	
24 fighter, 2 noble (26 levels)	
<b>Hit dice</b>	24d10 + 2d8 + 130 (271 hp)
<b>Initiative:</b>	+13
<b>Speed:</b>	30 ft.
<b>Armor Class:</b>	36 (+3 dex, +13 armor, +3 ring + 7 DB), touch 23, flat-footed 33
<b>Base Attack/Grapple:</b>	+22/28
<b>Attack:</b>	+38 Aeglos (2d6 + 23 + 2d6 holy, 19-20x2) melee or +31 longbow (1d8 + 5, x3) ranged
<b>Full Attack:</b>	+38/38/33/28/23/18 Aeglos (2d6 + 23 + 2d6 holy, 19-20x2) melee or +31/26/21/16 longbow (1d8 + 5, x3) ranged
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	Noldor traits (immortal, immune to disease, low-light vision, cold endurance, +2 on ST vs spells)
<b>Saves:</b>	Fort +19, Ref +14, Will +17 (+21 vs fear); add +2 to ST vs spells
<b>Abilities:</b>	Str 23, Dex 20, Con 21, Int 16, Wis 21, Cha 23
<b>Skills:</b>	Bluff +11, Climb +11, Diplomacy + 22, Gather information +11, Handle animal +11, Heal +10, Hide +10, Intimidate + 11, Jump +14, Knowledge (Geography +11, History +13, Local +13, Nature +8, Nobility and royalty +13), Listen +12, Move silently + 10, Perform (oratory +9, playing instrument + 9), Ride +15, Search +12, Sense motive + 13, speak language (human +6, orc + 4), Spot +14, Survival +4, Swim +10
<b>Feats:</b>	Cleave, Cold endurance, Combat expertise, Courage, Die hard, Dodge, Epic prowess, Epic weapon focus (greatspear), Epic weapon specialisation (greatspear), Greater weapon focus (greatspear), Greater weapon specialisation (greatspear), Improved critical (greatspear), Improved initiative, Mobility, Power attack, Power critical, Spring attack, Superior initiative, Weapon focus (greatspear, longsword), Weapon specialisation (greatspear), Whirlwind attack
<b>Alignment:</b>	Lawful good
<b>Class abilities</b>	Inspire confidence +1 7 times/day

Son of Fingon, Ereinion, known as Gil-Galad, was the last high king of the noldor. Know for his wisdom and prowess in battle, Gil-Galad was able to pierce Sauron's guile and foresaw Sauron's deceiving the Elven-smiths of Eregion. Allied with the surviving numenoreans guided by Elendil, Gil-Gaad defeated Sauron in the War of the last alliance. He was killed, together with his ally, fighting Sauron in single combat; they managed however to slain the physical form of the evil maia, banishing him for centuries.

### Possessions:

Aeglos, a +5 holy, of speed, defending greatspear

+5 plate armor of greater dexterity and arrow deflection

+3 ring of protection and energy resistance

+3 distance composite longbow, matches strenght up to +2

+3 holy orc bane longsword

## LEGOLAS

Medium-sized humanoid	
Sindar elf	
1 noble, 9 ranger (10 levels)	
<b>Hit dice</b>	9d10 + 1d8 + 20 (75 hp)
<b>Initiative:</b>	+12
<b>Speed:</b>	30 ft.
<b>Armor Class:</b>	19 (+4 dex, 5 DB), touch 19, flat-footed 15
<b>Base Attack/Grapple:</b>	+9/11
<b>Attack:</b>	+11 shortsword (1d6 + 2, 19-20x2) melee or +16 (or +17) longbow (1d8 + 4, x3, or 1d8 + 7, x3) ranged
<b>Full Attack:</b>	+11/6 shortsword (1d6 + 2, 19-20x2) melee or +16/11 (or +17/12) longbow (1d8 + 4, x3, or 1d8 + 7, x3) ranged
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	Sindar traits (immortal, immune to disease, low-light vision, cold endurance, +2 on ST vs spells)
<b>Saves:</b>	Fort +8, Ref +10, Will +7; add +2 to ST vs spells
<b>Abilities:</b>	Str 14, Dex 19, Con 15, Int 15, Wis 14, Cha 15
<b>Skills:</b>	Climb +10, Craft (bowmaking)+5, Diplomacy + 5, Handle animal +6, Heal +4, Hide +14 (+19 with cloak), Jump +8, Knowledge (Geography +7, History +7, Local +8, Nobility and royalty +7), Listen +12, Move silently +17, Ride +8, Search +8, Speak language (human, orc), Spot +11, Survival +8, Swim +6
<b>Feats:</b>	Cold endurance, Dodge, Endurance, Improved initiative, Manyshot, Point blank shot, Rapid shot, Track, Weapon Focus, Weapon specialisation (longbow),
<b>Alignment:</b>	Chaotic good
<b>Class abilities</b>	Inspire confidence +1 3 times/day Favored terrain (Legolas gains a +2 bonus on Hide, Listen, Move silently, Spot and Survival checks when using these skills in that environment): Cold and temperate forest Favored enemy: orcs Ranger combat style: archery woodland stride Swift tacker Evasion

Son of King Thranduil, Legolas was sent as emissary at the Council of Elrond, where he joined the Fellowship of the Ring. He shared the journey and adventures of the Fellowship, and fought at the battles of Hornburg, Pelennor Fields and Morannon. His friendship with the dwarf Gimli was so strong that together they sailed for the Undying lands after the death of King Elrond.

### Possessions:

- +2 longbow
- +3 composite longbow of distance, matches strength up to +3 (the gift of Galadriel)
- boots of elvenkind
- cloak of elvenkind (gift of Galadriel)
- shortsword

## LUTHIEN

Medium-sized humanoid	
Sindar elf (Maia parentage)	
28 mage, 6 noble (34 levels)	
<b>Hit dice</b>	28d4 + 6d8 + 136 (236 hp) (rivedere)
<b>Initiative:</b>	+14
<b>Speed:</b>	30 ft.
<b>Armor Class:</b>	36 (+6 dex, +2 cloak, +3 ring, + 15 DB), touch 34, flat-footed 30

<b>Base Attack/Grapple:</b>	+18/21
<b>Attack:</b>	dagger +24 (1d4 + 6, 17-20x2) melee or +21 touch spell or +24 ranged touch spell
<b>Full Attack:</b>	dagger +24/19/14 (1d4 + 6, 17-20x2) melee or +21 touch spell or +24 ranged touch spell
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Divine abilities (from Divine Blood quality), spells
<b>Special Qualities:</b>	Sindar traits (immortal, immune to disease, low-light vision, cold endurance, +2 on ST vs spells), divine blood
<b>Saves:</b>	Fort +16, Ref +18, Will +31 (35 vs fear); add +2 to ST vs spells
<b>Abilities:</b>	Str 16, Dex 23, Con 19, Int 20, Wis 22, Cha 30
<b>Skills:</b>	Concentration +24, Bluff +23, Climb +13, Diplomacy + 25, Gather information +18, Handle animal +18, Heal +16, Hide +20 (30 with cloak), Intimidate + 15, Jump +18, Knowledge (Arcana +25, History +10, Local +10, Nature +15, Nobility and royalty +10), Listen +20, Move silently + 20, Perform (+60 singing, +20 dancing), Ride +21, Search +19, Sense motive + 14, Speak language (+6 human), Spot +15, Survival +10, Swim +8
<b>Feats:</b>	Automatic quicken spell, Cold endurance, Combat casting, Courage, Dodge, Enlarge spell, Epic skill focus (perform, singing), Epic will, Extend spell, Heighten spell, Improve singing, Improved initiative, Major song, Quicken spell, Silent spell, Skill focus (perform, singing), Spell penetration, Stealthy, Superior initiative
<b>Alignment:</b>	Chaotic good
<b>Class abilities</b>	Mage spells known: 5/5/5/4/4/3/3/2/1; level 28°. Ability used: Charisma. Mage spells per day (level 1-9): 8/8/7/6/6/5/4/3/2; DC 20 + spell level. Spheres: Air/water, Healing, Illusion, Inner fire, Nature. Spell known: 9 <sup>th</sup> level: <i>Crown of glory</i> 8 <sup>th</sup> level: <i>Mind blank, Screen</i> 7 <sup>th</sup> level: <i>Hold person (mass), Holy word, Limited wish</i> 6 <sup>th</sup> level: <i>Greater misdirection, Song of slumber, Suggestion (mass),</i> 5 <sup>th</sup> level: <i>Commune with nature, Hallow, Hold Monster, True healing</i> 4 <sup>th</sup> level: <i>Change shape, Confusion, Restoration, Voice of the dragon</i> 3 <sup>rd</sup> level: <i>Dispel magic, Call nature's ally III, Heroism, Nondetection, Suggestion</i> 2 <sup>nd</sup> level: <i>Daze monster, Enthrall, Fog cloud, Hide from animals, Hold person</i> 1 <sup>st</sup> level: <i>Charm person, Charm animal, Sense power, Speak with animals, Sleep</i>  Inspire confidence +2 11 times/day

The most beautiful of the elves, Luthien had Melian the Maia as mother and High King Thingol as father. She was not only beautiful, but determined, courageous and an extremely powerful spellcaster. With her lover, the mortal Beren, she accomplished a feat no army was able to do: recovering a Silmaril from Morgoth's Iron Crown. For love of Beren, she chose to be a mortal, becoming the only elf to really die.

**Divine blood:** while not an ainur, Luthien has divine blood running in her veins thanks to her mother Melian. Although she doesn't possess DR, she can use two divine abilities at DR 2: Irresistible performance, Supreme performance (sleep).

#### **Possessions:**

+3 ghost touch keen dagger

+3 ring of protection, of wizardry III

Elven cloak of protection +2, +10 to hide and move silently skills (accounted for in her stats)

Luthien was for a while in possession of a Cloak of the Vampire, and of the Nauglamir with the Silmaril mounted on it. The empowered necklace adds +4 to any skill checks (+8 for charisma-based checks), +6 to will saves, +3 to other saves and +2 to dexterity.

#### **Technicalities: Luthien's dance and Morgoth's sleep**

Morgoth foolishly accepts Luthien's dance, followed by her song, so enabling the use of her

Supreme performance divine ability. Luthien's ability check on her perform (singing) check is 16, to which she adds the bonus coming from "improved singing" and "major song", bringing the total of her check to  $(16 + 6 + 60) = 82$ . Morgoth must save against  $(10 + 2 \text{ Divine Rank} + 10 \text{ cha modifier} + 41) = 63$ , with a +62 bonus (+59 base, +3 bonus granted by his crown). As Luthien continues her performance, he (and his court) suffers a -1 cumulative penalty to his save. While Luthien continues her singing (enduring in the meantime ability damage in the form of constitution loss) Morgoth finally rolls badly (probably at the last two or three rounds) and falls asleep.



## MAHEDROS



Medium-sized humanoid	
Noldor elf	
25 fighter, 3 noble, 4 ranger (32 levels)	
<b>Hit dice</b>	25d10 + 3d8 + 4d10 + 160 (334 hp)
<b>Initiative:</b>	+14
<b>Speed:</b>	30 ft.
<b>Armor Class:</b>	43 (+3 dex, +13 armor, +5 shield, +4 ring, + 8 DB), touch 25, flat-footed 40
<b>Base Attack/Grapple:</b>	+25/31
<b>Attack:</b>	+41 longsword (add +2 to-hit rolls vs orcs) (1d8 + 19 + 1d6 fire + 2d6 vs orcs, 17-20x2 + 1d10 fire +2d6 vs orcs +1d6) melee
<b>Full Attack:</b>	Longsword +41/41/36/31/26 (add +2 to-hit rolls vs orcs) (1d8 + 19 + 1d6 fire + 2d6 vs orcs, 17-20x2 + 1d10 fire +2d6 vs orcs +1d6) melee
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	Noldor traits (immortal, immune to disease, low-light vision, cold endurance, +2 on ST vs spells)
<b>Saves:</b>	Fort +24, Ref +19, Will +22; add +2 to ST vs spells



<b>Abilities:</b>	Str 22, Dex 22, Con 21, Int 16, Wis 19, Cha 24
<b>Skills:</b>	Bluff +15, Climb +12, Craft (bowmaking +10, weaponsmithing + 10), Diplomacy + 21, Gather information +15, Handle animal +12, Heal +9, Hide +11, Intimidate + 24, Jump +16, Knowledge (Geography +13, History +15, Local +13, Nature +9, Nobility and royalty +18), Listen +14, Move silently + 11, Perform (oratory +8), Ride +18, Search +11, Sense motive + 15, speak language (human +5, orc + 4), Spot +15, Survival +15, Swim +11
<b>Feats:</b>	Cleave, Cold endurance, Combat expertise (longsword), Combat reflexes, Danger sense, Die hard, Dodge, Endurance, Epic prowess x1, Epic weapon focus (longsword), Epic weapon specialisation (longsword), Epic will, Great cleave, Greater weapon focus (longsword), Greater weapon specialisation (longsword), Improved critical (longsword), Improved initiative, Improved shield bash, Mobility, Mounted combat, Overwhelming critical, Power attack, Power critical, Spring attack, Superior initiative, Track, Weapon focus (longsword), Weapon specialisation (longsword), Whirlwind attack
<b>Alignment:</b>	Lawful good (but bound by Fëanor's Oath)
<b>Class abilities</b>	Inspire confidence +1 8 times/day, call in a favor (other noble elves) Favored terrain (Mahedros gains a +2 bonus on Hide, Listen, Move silently, Spot and Survival checks when using these skills in that environment): Cold and temperate forest Ranger combat style: single weapon combat

The eldest son of Fëanor, Mahedros “the tall” was a great fighter and a tragic figure, being torn between his noble character and the Oath of Fëanor he was bound to oblige. A wise ruler, he was captured by Morgoth and bound to a rock by its right wrist; he was rescued by Fingon with the help of the great eagle Thorondor, but suffered the severance of his right hand. He however learned to use the sword with his left hand, becoming even deadlier than before.

At the end of the first age, with the defeat of Morgoth by the army of the Valar, Mahedros finally managed to enter in possession of a Silmaril, but finding that he could not hold the gem in his hand for his crimes, he committed suicide.

#### **Possessions:**

- +5 speed, flaming burst, orc bane longsword
- +5 plate armor lesser axeblock, improved greater dexterity
- +4 arrow deflection shield
- +4 ring of protection, of fire and electricity resistance

#### 4.4 – Humans

The Atani, or second-born, awoke with the light of the sun in Middle-earth. Apparently short-lived, and vulnerable to all the hardships of life, Men had the gift of being free from fate and destiny, and some of them rose to great fame, becoming the dominant people of Middle Earth as elves slowly left their lands to reach Aman.

<b>name</b>	<b>level</b>	<b>classes</b>	<b>str</b>	<b>dex</b>	<b>con</b>	<b>int</b>	<b>wis</b>	<b>cha</b>	<b>hp</b>
Hurin	25	18 fighter, 6 ranger, 1 noble	23	19	19	14	20	19	257
Turin	23	14 fighter, 1 noble, 8 ranger	20	20	18	14	13	20	218
Elendil	22	20 fighter, 2 noble	19	18	18	15	20	20	207
Beren	20	15 ranger, 5 rogue	18	21	18(16)	14	18	18	180 (160)
Elros	20	8 fighter, 4 mage, 8 noble	16	16	18	19	21	20	170
Tuor	19	1 expert, 15 fighter, 2 noble, 1 ranger	19	18	18	15	19	19	177
Isildur	18	16 fighter, 2 noble	18	18	18	15	13	18	169
Huor	17	10 fighter, 6 ranger, 1 noble	19	18	17	14	18	18	144
Aragorn II	16	6 fighter, 9 ranger, 1 noble	17	18	17	15	18	18	136
Barahir	16	4 fighter, 9 ranger, 1 noble, 2 rogue	17	20	20	13	16	16	163
Earnur	13	11 fighter, 2 noble	17	17	17	13	12	16	109
Boromir	10	9 fighter, 1 noble	16	16	16	13	12	16	85
Beorn	9	1 ranger, 7 skin-changer, 1 warrior	20	14	18	11	15	13	92
Mouth of Sauron	9	8 mage, 1 noble	14	15	16	17	16	17	64
Faramir	8	7 fighter, 1 noble	15	16	15	13	15	15	60
Eomer	8	7 fighter, 1 noble	16	16	15	13	13	16	60
Bard	7	7 warrior	15	16	15	12	14	14	46
Denethor	7	1 fighter, 6 noble	13	13	13	16	15	16	39
Theoden	7	5 fighter, 2 noble	15	13	15	13	16	16	51
Eowyn	6	5 fighter, 1 noble	14	16	14	13	14	16	44

## ARAGORN II



Medium-sized humanoid	
human	
6 fighter, 9 ranger, 1 noble (16 levels)	
<b>Hit dice</b>	15d10 + 1d8 + 48 (136 hp)
<b>Initiative:</b>	+12
<b>Speed:</b>	30 ft. (20 ft in armor)
<b>Armor Class:</b>	22 (+4 dex, + 8 DB), touch 22, flat-footed 18; or, 27 (+2 dex, +8 armor, +3 shield, +4 DB), touch 16, flat-footed 25
<b>Base Attack/Grapple:</b>	+15/18
<b>Attack:</b>	+25 Anduril (2d8 +12, 17-20 x2) melee or +20 longbow (1d8, x3) ranged
<b>Full Attack:</b>	+25/20/15 Anduril (2d8 +12, 17-20 x2) melee or +20/15/10 longbow (1d8, x3) ranged
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	-
<b>Saves:</b>	Fort +14, Ref +12, Will +11 (+15 vs fear);
<b>Abilities:</b>	Str 17, Dex 18, Con 17, Int 15, Wis 18, Cha 18
<b>Skills:</b>	Bluff +8, Climb +8, Craft (bowmaking +4), Diplomacy + 10, Gather information +10, Handle animal +8, Heal +11, Hide +10, Intimidate + 8, Jump +9, Knowledge (Geography +8, History +10, Local +8, Nature +8, Nobility and royalty +8), Listen +10, Move silently +10, Ride +9, Search +6, Sense motive + 9, Speak language (elven), Spot +12, Survival +10, Swim +6
<b>Feats:</b>	Cleave, Combat expertise, Courage, Dodge, Endurance, Greater weapon specialisation (longsword), Greater weapon focus (longsword), Improved critical (longsword), Improved initiative, Iron will, Point blank shot, Power attack, Track, Weapon focus (longbow, longsword), Weapon specialisation (longsword)
<b>Alignment:</b>	lawful good

<b>Class abilities</b>	Inspire confidence +1 5 times/day Favored terrain (Aragorn gains a +2 bonus on Hide, Listen, Move silently, Spot and Survival checks when using these skills in that environment): Cold and temperate forest Favored enemy: orcs Ranger combat style: single weapon combat Woodland stride Swift tracker Evasion
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Chief of the Dunadan rangers of the North, Aragorn was also the first king of the reunited kingdoms of Arnor and Gondor. Raised by Elrond in Rivendell, Aragorn fought against Sauron and his minions for long decades, under the name of Strider. He also served Gondor under the steward Ecthelion by leading the attack against the corsairs of Umbar (TA 2980).

Aragorn became a close friend of Gandalf, and during the war of the Ring he assisted Frodo and the other hobbits on their journey from Bree to Rivendell. He was one of the fellowship of the Ring, and led the company after the fall of Gandalf against the balrog of Moria. He participated in the defense of Hornburg, then, walking the Paths of the Dead, acting as the true heir of Isildur, commanded the dead to follow him, and with their aid defeated the corsairs at Pelargir, capturing their fleet. Using the conquered fleet, Aragorn brought a large contingent of soldiers up the Anduin river, arriving just in time to turn the tide of the battle of the Pelennor Fields. Revealing his true lineage, he led the armies of the west at the battle of Morannon. Following the war, Aragorn was crowned king; he married Arwen, daughter of Elrond, and reigned in justice, peace and prosperity until his death.

### Possessions:

Anduril, a +5 keen mighty woundseeking longsword. Anduril is Elendil's sword, Narsil, reforged after its destruction during Elendil's fight with Sauron.

longbow

as king: +1 half plate of greater dexterity.

The Ring of Barahir: a non-magic ring given from Finrod to Barahir, son of Beren, as symbol of friendship between elves and men.

## BARD

Medium-sized humanoid	
human	
7 warrior (7 levels)	
<b>Hit dice</b>	7d8 + 14 ( 46 hp)
<b>Initiative:</b>	+3
<b>Speed:</b>	30 ft.
<b>Armor Class:</b>	16 (+3 dex, +3 DB), touch 16, flat-footed 13
<b>Base Attack/Grapple:</b>	+7/9
<b>Attack:</b>	+9 longsword (1d8 + 2, 19-20x2) melee or +11 longbow (1d8, x3) ranged (+13 with black arrow)
<b>Full Attack:</b>	+9/4 longsword (1d8 + 2, 19-20x2) melee or +11/6 longbow (1d8, x3) ranged (+13 with black arrow)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	-
<b>Saves:</b>	Fort +7, Ref +5, Will +4
<b>Abilities:</b>	Str 15, Dex 16, Con 15, Int 12, Wis 14, Cha 14
<b>Skills:</b>	Climb +6, Craft (bowmaking) +4, Handle animal +3, Intimidate +4, Jump +5, Knowledge (History +3, Local +3), Listen +4, Ride +5, Spot +8, Swim +4
<b>Feats:</b>	Far shot, Point blank shot, Precise shot, Weapon focus (longbow)
<b>Alignment:</b>	Neutral good
<b>Class abilities:</b>	

A northman warrior descendant of Girion, the last Lord of Dale, Bard was quiet and grim. When the dragon Smaug attacked Lake Town, he rallied the townsmen and slew the dragon with a well-placed bow-shot. He later led the northman at the battle of the Five Armies; after the victory, he used his portion of the dragon's hoard to rebuild the town of Dale, becoming its king.

### Possessions:

- longbow
- the black arrow, a +2 arrow of vengeance against Smaug.

## BEORN

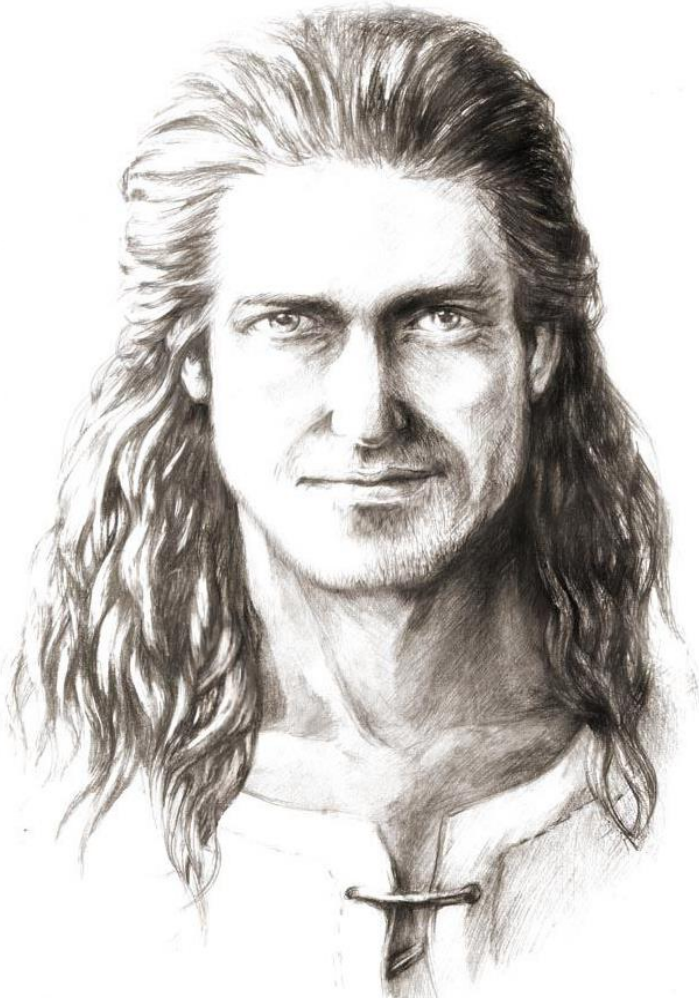
	Medium-sized humanoid
	human
	1 ranger, 7 skin-changer, 1 warrior (9 levels)
<b>Hit dice</b>	1d10 + 7d12 + 1d8 + 36 (92 hp) In bear form: 92 hp; while raging, 119 hp.
<b>Initiative:</b>	+6
<b>Speed:</b>	30 ft.
<b>Armor Class:</b>	18 (+3 dex, +5 DB), touch 18, flat-footed 15 In bear form: 15 (-1 size, +1 Dex, +5 natural), touch 10, flat-footed 14; while raging, 13, touch 8, flat-footed 12
<b>Base Attack/Grapple:</b>	+9/14 In bear form: +4/16; while raging, +4/+19
<b>Attack:</b>	+14 axe (1d8 + 7, 20x3) In bear form, Claw +11 melee (1d8+8); while raging, Claw +14 melee (1d8+11)
<b>Full Attack:</b>	+14/9 axe (1d8 +7, 20x3) In bear form, 2 claws +11 melee (1d8+8) and bite +6 melee (2d6+4); while raging, 2 claws +14 melee (1d8+11) and bite +9 melee (2d6+5);
<b>Space/Reach:</b>	5 ft./5 ft. In bear form, 10ft/5ft
<b>Special Attacks:</b>	In bear form, improved grab
<b>Special Qualities:</b>	Scent; in bear form, add low-light vision
<b>Saves:</b>	Fort +13, Ref +4, Will +4 In bear form, Fort +13, Ref +6, Will +4; while raging, Fort +16, Ref +6, Will +7
<b>Abilities:</b>	Str 20, Dex 14, Con 18, Int 11, Wis 15, Cha 13 In bear form: Str 27, Dex 13, Con 19, Int 11, Wis 15, Cha 13 While raging: Str 33, Dex 13, Con 25, Int 11, Wis 15, Cha 13
<b>Skills:</b>	Climb +8, Handle animal +8, Hide +3, Intimidate +10, Jump +9, Knowledge (Nature +7, local +7), Listen +8, Move silently +3, Spot +10, Survival +9, Swim +7 (+12 in bear form)
<b>Feats:</b>	Awesome blow (only in bear form), Cleave, Improved bull rush, Improved initiative, Power attack, Track. In bear form, add Endurance, Run.
<b>Alignment:</b>	Neutral (good tendencies)
<b>Class abilities:</b>	Favored terrain (Beorn gains a +2 bonus on Hide, Listen, Move silently, Spot and Survival checks when using these skills in that environment): Cold and temperate forest Bear form: Beorn may assume the shape of a Brown Bear for 8 hours every day, changing from human to bear form and vice versa three times per day. Speak with animals: Beorn may speak with animals at will Animal rage: while in bear form, Beorn may, 2/day, enter into a rage. The rage lasts for 10 rounds; he can end prematurely the rage effect. While raging, he has damage reduction 5/0, and a +3 bonus to will saves. He can use abilities that requires concentration even while raging, and is not fatigued at the end of his rage.

A powerful skin-changer, Beorn hated orcs and kept watch over the Misty Mountain passes and the crossings over the upper Anduin. Suspicious of strangers, Beorn lived in a longhouse in the eastern Anduin valley. During the battkle of the Five Armies, he killed the orc-lord Bolg.

**Improved Grab (Ex):** To use this ability, Beorn must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

**Possessions:** nothing worthwhile except honey.

## BEREN



Medium-sized humanoid	
human	
15 ranger, 5 rogue (20 levels)	
<b>Hit dice</b>	15d10 + 5d6 + 80/60 (180/160 hp)
<b>Initiative:</b>	+12
<b>Speed:</b>	30 ft.
<b>Armor Class:</b>	26 (+5 dex, + 11 DB), touch 26, flat-footed 26
<b>Base Attack/Grapple:</b>	+18/22
<b>Attack:</b>	+24 longsword (1d8 +8, 17-20 x2) melee or +24 longbow (1d8, x3) ranged
<b>Full Attack:</b>	+24/19/14/9 longsword (1d8 +8, 17-20 x2) melee or + 24/19/14/9 longbow (1d8, x3) ranged
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	-
<b>Saves:</b>	Fort +13, Ref +18, Will +10 (+14 vs fear);
<b>Abilities:</b>	Str 18, Dex 21, Con 16, Int 14, Wis 18, Cha 18 note: Beren's usual Con is 18, drops to 16 after losing his right hand.
<b>Skills:</b>	Bluff +8, Climb +15, Craft (bowmaking +7), Diplomacy + 9, Gather information +11, Handle animal +14, Heal +9, Hide +17, Intimidate + 8, Jump +17,

	Knowledge (Geography +10, History +12, Local +10, Nature +10, Nobility and royalty +8), Listen +14, Move silently +15, Ride +10, Search +12, Sense motive +9, Spot +16, Survival +18, Swim +10, Use rope +9
<b>Feats:</b>	Combat expertise, Courage, Dodge, Endurance, Greater weapon specialisation (longsword), Greater weapon focus (longsword), Improved critical (longsword), Improved initiative, Point blank shot, Power attack, Precise shot, Track, Weapon focus (longbow, longsword), Weapon specialisation (longsword)
<b>Alignment:</b>	Chaotic good
<b>Class abilities</b>	Favored terrain (Beren gains a +2 bonus on Hide, Listen, Move silently, Spot and Survival checks when using these skills in that environment): Cold and temperate forest, mountain Favored enemy: orcs, spiders Ranger combat style: single weapon combat Woodland stride Swift tracker Improved Evasion Camouflage Sneak attack +3d6 Uncanny dodge

The only man ever to return from death, Beren fought as an outlaw against the forces of Morgoth. Forced to escape Dorthonion by Sauron, he crossed the Mountains of Terror and managed to reach Doriath, where he met and fell in love with Luthien, the daughter of the maia Melian and king Elwe Thingol. Together, they managed the incredible deed of stealing a silmaril from Morgoth's crown; during the quest, Beren lost his right hand to the great wolf Carcharoth. During the successive hunting of the wolf, Beren was mortally wounded, but Luthien followed Beren in death; she went to the Halls of Mandos and convinced the Valar and Eru himself to resurrect him, losing her immortality in return. Beren avenged Thingol by killing the dwarves responsible for his murder; he lived with Luthien until their deaths. Their son Dior inherited Thingol's throne, albeit for a very short time.

### Possessions:

longsword

longbow

Angrist, a +5 sundering dagger, inflicts double damage against metal.

For a short time, Beren held a silmaril (adding +6 to will saves, +3 to other saves, +4 to skill checks)

## BOROMIR

	Medium-sized humanoid
	human
	9 fighter, 1 noble (10 levels)
<b>Hit dice</b>	9d10 + 1d8 + 30 (85 hp)
<b>Initiative:</b>	+7
<b>Speed:</b>	20 ft.
<b>Armor Class:</b>	21 (+2 dex, +5 armor, +2 shield, +2 DB), touch 14, flat-footed 19
<b>Base Attack/Grapple:</b>	+9/12
<b>Attack:</b>	+15 longsword (1d8 + 6, 17-20x2) melee
<b>Full Attack:</b>	+15/10 longsword (1d8 + 6, 17-20x2) melee
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	-
<b>Saves:</b>	Fort +9, Ref +6, Will +6
<b>Abilities:</b>	Str 16, Dex 16, Con 16, Int 13, Wis 12, Cha 16
<b>Skills:</b>	Climb +6, Diplomacy +6, Handle animal +6, Intimidate +6, Jump +6, Knowledge (Geography +4, History +4, Local +4, Nobility and royalty +6), Listen +6, Ride +10, Search +6, Sense motive +5, Spot +7, Swim +5
<b>Feats:</b>	Cleave, Combat expertise, Dodge, Greater weapon focus (longsword), Improved

	critical (longsword), Improved initiative, Improved shield bash, Power attack, Weapon focus (longsword), Weapon specialisation (longsword).
<b>Alignment:</b>	Lawful good
<b>Class abilities</b>	Inspire confidence +1 4 times/day

Eldest son and heir of Denethor II, the last ruling steward of Gondor, Boromir was brave and courageous. He joined the fellowship of the Ring, but fell to the evil call of the One Ring, attempting to steal it from Frodo. Boromir died while defending Merry and Pippin against a band of orcs.

- Possessions:**
- masterwork longsword
  - shield
  - chain mail
  - horn

**ELENDIL**



Medium-sized humanoid	
human	
20 fighter, 2 noble (22 levels)	
<b>Hit dice</b>	20d10 + 2d8 + 88 (207 hp)
<b>Initiative:</b>	+12



<b>Speed:</b>	30 ft.
<b>Armor Class:</b>	38 (+3 dex, +13 armor, +7 shield, + 5 DB), touch 18, flat-footed 35
<b>Base Attack/Grapple:</b>	+20/24
<b>Attack:</b>	+31 Narsil (2d8 +13, 17-20 x2) melee or +27 longbow (1d8 +6, x3) ranged
<b>Full Attack:</b>	+31/26/21/16 Narsil (2d8 +13, 17-20 x2) melee or +27/22/17/12 longbow (1d8 +6, x3) ranged
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	-
<b>Saves:</b>	Fort +16, Ref +11, Will +21 (+25 vs fear);
<b>Abilities:</b>	Str 19, Dex 18, Con 18, Int 15, Wis 20, Cha 20
<b>Skills:</b>	Climb +9, Diplomacy + 14, Gather information +9, Handle animal +8, Heal +7, Intimidate + 10, Jump +10, Knowledge (Geography +10, History +11, Local +7, Nature +5, Nobility and royalty +11), Listen +11, Perform (playing instrument + 8, oratory +8), Ride +11, Search +8, Sense motive + 16, Speak language (elf), Spot +10, Swim +9
<b>Feats:</b>	Cleave, Combat expertise, Courage, Dodge, Elusive target, Epic will, Greater weapon focus (longsword), Greater weapon specialisation (longsword), Improved critical (longsword), Improved initiative, Improved shield bash, Iron will, Leadership, Mobility, Point blank shot, Power attack, Superior initiative, Weapon focus (longsword), Weapon specialisation (longsword)
<b>Alignment:</b>	Lawful good
<b>Class abilities</b>	Inspire confidence +1 6 times/day

Last lord of the faithful of Westeros, warned by the impending destruction of Numenor, Elendil with his two sons (Isildur and Anarion) and a group of followers reached Middle Earth. When Sauron rised again after the destruction of his previous body in the Akallabeth, Elendil forged the last alliance with the Elven king Gil-Galad. The two led their people against the evil maia, and after a long and bitter war they killed him in single combat, although the two found their death in the fight. Elendil was tall, wise and just, a true leader of his people.

### Posessions:

- Narsil, a +5 keen mighty wound seeking longsword
- +5 greater dexterity full plate armor
- +4 fire resistance shield
- ring of speed (character is hasted 5 rounds/day)
- +3 composite longbow (matches strenght up to +3)

## EOWYN

Medium-sized humanoid	
human	
5 fighter, 1 noble (6 levels)	
<b>Hit dice</b>	5d10 + 1d8 + 12 ( 44 hp)
<b>Initiative:</b>	+7
<b>Speed:</b>	30 ft.
<b>Armor Class:</b>	20 (+2 dex, +5 armor, +2 shield, +1 DB), touch 13, flat-footed 18
<b>Base Attack/Grapple:</b>	+5/7
<b>Attack:</b>	+8 longsword (1d8 + 4, 19-20x2) melee
<b>Full Attack:</b>	+8 longsword (1d8 + 4, 19-20x2) melee
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	-
<b>Saves:</b>	Fort +6, Ref +4, Will +8
<b>Abilities:</b>	Str 14, Dex 16, Con 14, Int 13, Wis 14, Cha 16
<b>Skills:</b>	Climb +4, Diplomacy + 5, Handle animal +5, Intimidate +5, Jump +6, Knowledge (Geography +4, History +3, Local +4, Nobility and royalty +4), Listen +7, Perform (singing) +5, Ride +10, Spot +6

<b>Feats:</b>	Combat expertise, Dodge, Improved initiative, Iron will, Power attack, Weapon focus (longsword), Weapon specialisation (longsword).
<b>Alignment:</b>	Lawful good
<b>Class abilities</b>	Inspire confidence +1 4 times/day

Raised by his uncle Theoden as his own child, Eowyn was strong, passionate and fearless. During the war of the Ring, she assumed the disguise of a male warrior and rode to war with her king. In the fields of Pelennor, with the help of the hobbit Merry she killed the Lord of the Nazgûl. Healed by Aragorn, she wed Faramir at the end of the War.

**Possessions:**

- longsword
- shield
- chain mail

**HURIN**



Medium-sized humanoid	
human	
18 fighter, 6 ranger, 1 noble (25 levels)	
<b>Hit dice</b>	24d10 + 1d8 + 100 +20 (epic toughness) (257 hp)
<b>Initiative:</b>	+12

<b>Speed:</b>	30 ft. (20 ft in armor)
<b>Armor Class:</b>	33 (+2 dex, +8 armor, +5 shield, +2 helm + 6 DB), touch 18, flat-footed 31
<b>Base Attack/Grapple:</b>	+22/28
<b>Attack:</b>	+35 longsword (1d8 + 11 +2d6 vs evil, 17-20 x2) or +35 battle axe (2d8 +11 (+14 two-handed) +2d6 vs evil, 19-20 x3) or + 32 composite longbow (1d8 + 6, x3) ranged
<b>Full Attack:</b>	+35/35/30/25/20 longsword (1d8 + 11 +2d6 vs evil, 17-20 x2) or +35/30/25/20 battle axe (2d8 +11 (+14 two-handed) +2d6 vs evil, 19-20 x3) or + 32/27/22/17 composite longbow (1d8 + 6, x3) ranged
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	-
<b>Saves:</b>	Fort +19, Ref +15, Will +21 (+25 vs fear);
<b>Abilities:</b>	Str 23, Dex 19, Con 19, Int 14, Wis 20, Cha 19
<b>Skills:</b>	Bluff +9, Climb +14, Craft (metalworking +4, bowmaking +4), Diplomacy + 8, Gather information +10, Handle animal +8, Heal +7, Hide +12, Intimidate + 17, Jump +12, Knowledge (Geography +8, History +7, Local +10, Nobility and royalty +8), Listen +11, Move silently +14, Perform (playing instrument + 6), Ride +12, Search +10, Sense motive + 10, Spot +16, Survival +11, Swim +8
<b>Feats:</b>	Cleave, Combat expertise, Courage, Dodge, Endurance, Epic prowessx3, Epic toughness, Epic will, Improved critical (battle axe, longsword), Improved grapple, Improved initiative, Iron will, Power attack, Power critical (battle axe, longsword), Superior initiative, Track, Weapon focus (battle axe, longsword), Weapon specialisation (battle axe, longsword)
<b>Alignment:</b>	Lawful good
<b>Class abilities</b>	Inspire confidence +1 5 times/day Favored enemy: orcs, trolls Ranger combat style: single weapon combat

The greatest human warrior ever, strong of body and mind, Hurin was a noble and tragic figure. His deeds at the battle of the Unnumbered Tears were legendary, as he managed with a small number of men of Hithulum to cover the retreat of the remaining forces of the Noldor led by Turgon against the whole strength of the army of Angband.

Taken prisoner by Morgoth, he defied him, so the Black enemy cursed Hurin and his descendants, imprisoning him in a high tower and forcing him to view the despair and horror Morgoth unleashed in a land under his domination. Morgoth freed Hurin after the death of his son Turin. In his anguish, Hurin inadvertently revealed the approximate location of Gondolin, where he had been during his adolescence.

Hurin then went into the ruins of Nargothrond, where he brought the Nauglamir back to Thingol; there in Doriath, Melian lifted the veil of deception Morgoth had wrought upon him, but Hurin, tired of his life, killed himself shortly after.

### Possessions:

- +3 holy, of speed, longsword
- +3 holy mighty battle axe
- +3 greater axeblock chain mail
- +3 shield
- +2 helm of fire resistance
- +3 composite longbow (matches strength up to +3)

## TUOR



Medium-sized humanoid	
human	
1 expert, 15 fighter, 2 noble, 1 ranger (19 levels)	
<b>Hit dice</b>	16d10 + 2d8 +1d6 + 76 (177 hp)
<b>Initiative:</b>	+12
<b>Speed:</b>	30 ft.
<b>Armor Class:</b>	33 (+3 dex, +11 armor, +5 shield, + 4 DB), touch 17, flat-footed 30
<b>Base Attack/Grapple:</b>	+16/20
<b>Attack:</b>	+25 Dramborleg (2d8 +11, +2d6 holy, 19-20 x3) melee or +23 composite longbow (1d8, x3) ranged
<b>Full Attack:</b>	+25/20/15/10 Dramborleg (2d8 +11, +2d6 holy, 19-20 x3) melee or +23/18/13/8 composite longbow (1d8, x3) ranged
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	-
<b>Saves:</b>	Fort +15, Ref +11, Will +15 (+19 vs fear);
<b>Abilities:</b>	Str 19, Dex 18, Con 18, Int 15, Wis 19, Cha 19
<b>Skills:</b>	Climb +9, Craft (shipbuilding+9), Diplomacy + 8, Gather information +6, Handle animal +7, Heal +6, Hide +8, Intimidate + 8, Jump +10, Knowledge (Geography +8, History +8, Local +7, Nature +5, Nobility and royalty +10), Listen +7, Move silently +10, Perform (playing instrument + 8), Ride +7, Search +8, Sense motive + 12, Speak language (), Spot +10, Survival +9, Swim +9
<b>Feats:</b>	Cleave, Combat expertise, Courage, Dodge, Greater weapon focus (battle axe), Greater weapon specialisation (battle axe), Improved critical (battle axe), Improved initiative, Improved shield bash, Iron will, Point blank shot, Power attack, Superior initiative, Track, Weapon focus (battle axe, longsword), Weapon specialisation (battle axe)
<b>Alignment:</b>	Lawful good
<b>Class abilities</b>	Inspire confidence +1 5 times/day

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Favored terrain (Tuor gains a +2 bonus on Hide, Listen, Move silently, Spot and Survival checks when using these skills in that environment): Cold and temperate forest

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Tuor was born after his father's Huor death in the battle of the Unnumbered Tears. Raised by Sindarin elves, made a slave by the esterlings, he escaped Mithrim and found his way to Nevrast; there he meet the vala Ulmo, who urged him to find Gondolin and his king Turgon. Guided by the Gondolin noldor Voronwe, he reached the hidden city and warned Turgon of the city's doom. There, Tuor fell in love with Turgon's daughter Idril; the two married and their son Eärendil was born in Gondolin. During the sack of the city, Tuor managed to escape with his family, and reached the sea with others survivors. It is said that Tuor managed to reach Aman with his ship and was allowed to stay there, the only mortal permitted to live among the firstborn.

**Possessions:**

- Dramborleg, a +3 mighty holy woundseeking battle axe
- +3 greater dexterity full plate
- +3 arrow deflection shield
- +2 composite longbow

**TURIN**



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Medium-sized humanoid	
human	
14 fighter, 1 noble, 8 ranger (23 levels)	
<b>Hit dice</b>	22d10 + 1d8 + 92 (218 hp)
<b>Initiative:</b>	+12
<b>Speed:</b>	30 ft.
<b>Armor Class:</b>	Usually 29 (+5 dex, +2 leather armor, + 12 DB), touch 27, flat-footed 24 (may add +2 for the Dragon-helm); as war-leader of Nargothrond, 30 (+4 dex, +8

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	armor, +2 helm, +6 DB), touch 20, flat-footed 26
<b>Base Attack/Grapple:</b>	+21/26
<b>Attack:</b>	+36 Gurthang (2d8 +15, 17-20 x2) melee or +29 composite longbow (1d8 + 4, x3) ranged
<b>Full Attack:</b>	+36/31/26/21 Gurthang (2d8 +15, 17-20 x2) melee or +29/24/19/14 composite longbow (1d8 + 4, x3) ranged
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	-
<b>Saves:</b>	Fort +18, Ref +15, Will +10 (+14 vs fear);
<b>Abilities:</b>	Str 20, Dex 20, Con 18, Int 14, Wis 13, Cha 20
<b>Skills:</b>	Bluff +8, Climb +13, Craft (bowmaking +6), Diplomacy + 8, Gather information +11, Handle animal +8, Heal +6, Hide +14, Intimidate + 13, Jump +12, Knowledge (Geography +8, History +7, Local +10, Nobility and royalty +10), Listen +9, Move silently +15, Ride +12, Search +10, Sense motive + 8, Spot +13, Survival +13, Swim +8
<b>Feats:</b>	Cleave, Combat expertise, Courage, Dodge, Endurance, Epic prowessx2, Greater weapon focus (longsword), Greater weapon specialisation (longsword), Improved critical (longsword), Improved initiative, Iron will, Point blank shot, Power attack, Power critical (longsword), Precise shot, Superior initiative, Track, Weapon focus (longbow, longsword), Weapon specialisation (longsword)
<b>Alignment:</b>	Chaotic good
<b>Class abilities</b>	Inspire confidence +1 6 times/day Favored enemy: orcs Favored terrain (Turin gains a +2 bonus on Hide, Listen, Move silently, Spot and Survival checks when using these skills in that environment): Cold and temperate forest Ranger combat style: single weapon combat Woodland stride Swift tracker

Turin shared with his father Hurin the prowess in battle and a tragic destiny. After the disaster of the Battle of the Unnumbered Tears, his mother sent him in Doriath, and there he was raised by Elwe Thingol and the march-warden Beleg Strongbow. Leaving Doriath after the unwilling killing of Elwe's consueller Saeros, he fought a guerrilla campaign against the orcs of Morgoth together with Beleg, until they were betrayed and the orcs captured Turin. Beleg freed him, but during the escape Turin accidentally killed his elf friend. Torn by grief, Turin ended up in Nargothrond, where he quickly became, thanks to his fighting prowess, the war-lord of the realm. When the kingdom of Nargothrond was destroyed by a Morgoth orc-host led by the great dragon Glaurung, Turin ended up in Brethil, where he married a woman called Niniel; unknowingly, Niniel was in truth his sister Nienor, whom he had last seen as an infant. When Glaurung attacked the men of Brethil, Turin managed to kill the great dragon, but the victory was short-lived. Upon knowing that Niniel had killed herself, Turin committed suicide upon his great sword Gurthang.

### Possessions:

Anglachel/Gurthang, a +6 sundering mighty vengeance longsword. Anglachel is an intelligent, malevolent weapon made with an alloy obtained from a meteorite by the sindarin smith Eol (hardness similar to adamantine), and may change the object of its vengeance power according to the passions and hates of the owner, adding its magic +6 bonus and the charisma bonus of its wielder to the DC of the fortitude save the victim must roll to avoid the effect. As long as it was owned by Turin, she exercised her vengeance power on Glaurung and on Turin himself.

The Dragon-Helm of Dor-Lómin: the helm grants a +2 to AC and DR 10/magic

+3 greater dexterity chain mail

dwarven war-mask (+2 trs vs fire attacks, fire resistance 3)

+2 composite longbow (matches strength up to +2)

## 4.5 – Nazgûl

Humans who accepted the Nine Rings of power from Sauron become immortal servants of the Lord of the Rings. Once powerful kings, they become the Ringwraiths, creatures of shadow forever tied to the power and will of their master.

### The Nazgûl template

A nazgûl is an undead with additional powers and qualities coming from the nazgûl specific template.

The template can be added to any humanoid, mankind.

**Undead traits:** do not breath, eat or sleep; immune to mind affecting effects; immune to poison, sleep, paralysis, stunning, disease, death effects; not subject to critical hits, nonlethal damage, ability or energy drain, massive damage. Darkvision 60 feet. 12-sided dice.

### Nazgûl specific traits

attack bonus, defense bonus, saves, skills and feats remains the same of the base character. A nazgûl, although undead recovers every day an amount of hp's equal to his/her cha bonus.

**Aura of fear:** Anybody seeing a nazgûl suffers the effects of a *Cause fear* spell (DC 11 + nazgûl Charisma bonus). Furthermore, a nazgûl gains an aura of fear, extending in a 60 ft radius. Anyone in the area must save (will DC 14 + nazgûl charisma bonus) or suffer the effects of a *Fear* spell. Note that horses bred in Mordor specifically for the nazgûl are not affected by the fear effect.

**Black breath:** a nazgûl can curse a mortal being once per day by taking a full round, or at the moment of his death. The effects are similar to a *Bestow curse* spell (will DC 15 + nazgûl charisma bonus), with the notable difference that the victim may be cured not only with magic, but also with a successful healing check (DC 20 + nazgûl charisma bonus). A being can be subject to only one curse at a time.

**Bonus to physical abilities:** +3 bonus to str and dex. Base AC improve by +5 (natural); gains a slam attack (1d6 hp of damage, plus 1 point of constitution drain (fort dc 10 + vs nazgûl charisma); +4 to hide, move silently, listen and spot checks.

**Damage reduction:** DR 5/magic; ordinary weapons break after dealing damage.

**Fearsome shriek:** A nazgûl can shriek (by taking a full round action, and then must wait 1d3 rounds). The horrible shriek force every being who hears it to a will save (DC 13 + nazgûl charisma bonus). Those who fail suffers the effects of a *Crushing despair* spell (-2 penalty on attack rolls, saving throws, ability checks, skill checks and weapon damage rolls) for a duration of 1 minute per class level of the nazgûl.

**Perceive ring:** A nazgûl can perceive and pinpoint someone using the One Ring (wearing and/or using one of its powers) in a range of 1 mile every level he has.

**Vulnerability to nature:** A nazgûl is sensitive to sunlight. In full sunlight, a nazgûl suffer -5 to all checks, saves and to hit rolls. The penalty drops to -2 in half-light conditions, as by sundown and

light clouds; with heavy clouds there's no penalty. A nazgûl do not like crossing running water, and it is vulnerable to natural fire: no damage reduction applies to natural fire damage, and if struck by natural fire must make a fort save dc 15 + damage inflicted or forced to flee.

**Tied to Sauron's power:** If Sauron's physical form is killed, a nazgûl disappear. They can be reformed by Sauron if he regains a physical form, needing at least 2 divine ranks. A nazgûl destroyed can't be reformed. A nazgûl has his power tied to Sauron's Divine Ranks, as shown in the table below:

Sauron Divine Rank	Str, dex	Fear aura
7 Sauron with the ring, SA 1693 on until the end of SA	-	-
2 (around 1200 TA)	-5	-5
3 (around 1900 TA)	-4	-4
4 (2951 TA)	-3	-3
5 (end of 3016 TA)	-2	-2
6 (around march 3019, at the time of Mordor full assault on Gondor)	-1	-1

The table below shows the quick stats of the nine nazgûl at their peak power (Sauron with the ring). Following the table, we provide the stats for Khamul the easterling and the mighty Witch King.

name	level	classes	str	dex	con	int	wis	cha	hp
The Witch King	16	4 fighter, 10 mage, 2 noble	20	19	-	18	17	20	104
Khamul	13	2 mage, 1 noble, 10 ranger	18	21	-	16	16	18	85
Akhorail	13	1 artificer, 2 noble, 2 fighter, 8 mage	15	16	-	18	16	18	85
Adunaphel	12	3 fighter, 4 mage, 5 noble	17	18	-	16	17	18	78
Hoarmurath	12	2 fighter, 3 mage, 1 noble, 6 ranger	19	19	-	14	15	17	78
Ren	11	7 mage, 1 noble, 1 ranger, 2 rogue	16	17	-	18	17	17	72
Uvatha	11	9 fighter, 2 ranger	19	17	-	16	14	16	72
Dwar	10	1 fighter, 5 mage, 4 ranger	20	18	-	15	16	17	65
Indur	10	1 fighter, 5 mage, 2 noble, 2 ranger	18	21	-	16	16	16	65

## KHAMUL

Medium-sized humanoid

Undead (Nazgûl)

2 mage, 1 noble, 10 ranger (13 levels)

**Hit dice** 13d12 (85 hp)

**Initiative:** +9 (or +8 or +7, depending on his dex, see below)

**Speed:** 30 ft.

**Armor Class:** 24 to 26 (+3 to +5 dex, see below, +6 armor, +5 natural), touch 13 to 15, flat-footed 21

**Base Attack/Grapple:** +11/13 to 15

**Attack:** +18 (+17 at the time of Frodo's quest, +16 at the time of Sauron's coming to Barad-Dur) longsword (1d8 +8 or 7 or 6, 19-20x2) melee, or +17 or +16 morgul knife (1d6 + 7 or 6 or 5) ranged, or +17 or +16 longbow (1d8 + 7 or +6 or +5, 20x2) or +15 (+14 at the time of Frodo's quest) slam attack (1d6 + 1 point of constitution drain, fortitude DC 18), or by spell

**Full Attack:** +18/13 (+17/12 at the time of Frodo's quest, +16/11 at the time of Sauron's



	coming to Barad-Dur) longsword (1d8 +8 or 7 or 6, 19-20x2) melee, or +17 or +16 morgul knife (1d6 + 7 or 6 or 5) ranged, or +17/12 or +16/11 longbow (1d8 + 7 or +6 or +5, 20x2) or +15/10 (+14/9 at the time of Frodo's quest) slam attack (1d6 + 1 point of constitution drain, fortitude DC 18), or by spell
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Aura of fear, Black breath, Fearsome shriek
<b>Special Qualities:</b>	Undead traits, Nazgûl traits, DR 5/magic; ordinary weapon breaks after dealing damage
<b>Saves:</b>	Fort +7, Ref +8, 7 or 6, Will +14
<b>Abilities:</b>	Full power (Sauron at DR 7): Str 18, Dex 21, Con -, Int 16, Wis 16, Cha 18 Khamul at the time of Mordor assault on Gondor: -1 to str and dex at the time of the quest for the ring: -2 to str and dex at the time of Sauron's coming to Barad-Dur: -3 to str and dex around 1900 TA: -4 to str and dex
<b>Skills:</b>	Bluff +5, Climb +11 (or +10), Craft (Bowmaking +8), Diplomacy + 8, Gather information +9, Handle animal +10, Hide +19 (or +18), Intimidate + 14, Jump +11 or +10, Knowledge (Arcana +5, Geography +9, History +7, Local +7, Nature +7, Nobility and royalty +5), Listen +17, Move silently + 17 or +16, Ride +11 or +10, Search +7, Sense motive + 8, Speak language (elf, orc), Spellcraft +6, Spot +17, Survival + 10
<b>Feats:</b>	Combat expertise, Dodge, Endurance, Far shot, Improved initiative, Manyshot, Point blank shot, Power attack, Rapid shot, Silent spell, Track
<b>Alignment:</b>	Lawful evil
<b>Class abilities</b>	Mage spells known: 3; level 2°. Ability used: Wisdom. Mage spells per day (level 1): 4; DC 13 + spell level. Spheres: Nature Spell known: 1 <sup>st</sup> level: <i>Command, Daze, Pass without trace, Sense power</i>  Inspire confidence +1 5 times/day Favored terrain (Khamul gains a +2 bonus on Hide, Listen, Move silently, Spot and Survival checks when using these skills in that environment): Cold and temperate forest, Hills, Plains Ranger combat style: archery Woodland stride Swift tracker Evasion

Khamul the easterling was considered the second-in-command of the nine nazgûl. Like the other ringwraiths, he fought against Sauron's enemies during the War of the Last Alliance, then participated to the search of the ring and the ensuing war. Together with the other nazgûl, he fought at the battle of Morannon, only to be destroyed with their master with the destruction of the One Ring.

**Aura of fear:** Anybody seeing Khamul suffers the effects of a *Cause fear* spell (Will save DC 15). Khamul has an aura of fear, extending in a 60 ft radius. Anyone in the area must save (will DC 18) or suffer the effects of a *Fear* spell. This power is tied to Sauron's DR, as shown in the table above; adjust saves according to the table.

**Black Breath:** Khamul can curse a mortal being once per day by taking a full round, or at the moment of his death. The effects are similar to a *Bestow curse* spell (will DC 19), with the notable difference that the victim may be cured not only with magic, but also with a succesful healing check (DC 24)

**Fearsome shriek:** Khamul can shriek (by taking a full round action, and then must wait 1d3 rounds). The horrible shriek force every being who hears it to a will save (DC 17). Those who fail suffers the effects of a *Crushing despair* spell (-2 penalty on attack rolls, saving throws, ability checks, skill checks and weapon damage rolls) for a duration of 13 minutes.

**Possessions:**

- +3 longsword
- +3 studded leather armor
- +3 composite longbow (matches strenght up to +3)
- +3 morgul knife

**THE WITCH KING**

Medium-sized humanoid	
Undead (Nazgûl)	
4 fighter, 10 mage, 2 noble (16 levels)	
<b>Hit dice</b>	16d12 (104 hp)
<b>Initiative:</b>	+8 (or +7 or +6, depending on his dex, see below)
<b>Speed:</b>	30 ft.
<b>Armor Class:</b>	29 to 31 (+2 to +4 dex, see below, +9 armor, +5 natural, +3 DB), touch 15 to 17, flat-footed 27
<b>Base Attack/Grapple:</b>	+10/13 to 15
<b>Attack:</b>	+18 (+17 at the time of Frodo's quest, +16 as Witch-king of Angmar) longsword (1d8 +8 or 7 or 6, 19-20x2) melee, or flaming unholy longsword (1d8 +8 or 7 or 6, +1d6 fire, +2d6 unholy, 19-20x2) melee or mace (1d8 +8 or 7 or 6, 20x2) or +17 or +16 morgul knife (1d6 + 8 or 7 or 6) ranged, or +15 (+14 at the time of Frodo's quest, +13 as Witch-king of Angmar) slam attack (1d6 + 1 point of constitution drain, fortitude DC 20), or by spell
<b>Full Attack:</b>	+18/13 (+17/12 at the time of Frodo's quest, +16/11 as Witch-king of Angmar) longsword (1d8 +8 or 7 or 6, 19-20x2) melee, or flaming unholy longsword (1d8 +8 or 7 or 6, +1d6 fire, +2d6 unholy, 19-20x2) melee or mace (1d8 +8 or 7 or 6, 20x2) or +17 or +16 morgul knife (1d6 + 8 or 7 or 6) ranged, or +15 (+14 at the time of Frodo's quest, +13 as Witch-king of Angmar) slam attack (1d6 + 1 point of constitution drain, fortitude DC 20), or by spell
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Aura of fear, Black breath, Fearsome shriek, spells
<b>Special Qualities:</b>	Undead traits, Nazgûl traits, DR 5/magic; ordinary weapon breaks after dealing damage
<b>Saves:</b>	Fort +7, Ref +8, 7 or 6, Will +14
<b>Abilities:</b>	Full power (Sauron at DR 7): Str 20, Dex 19, Con -, Int 18, Wis 17, Cha 20 The Witch King at the time of his assault on Gondor: -1 to str and dex at the time of the quest for the ring: -2 to str and dex at the time of Sauron's coming to Barad-Dur: -3 to str and dex during the time as the Witch-king of Angmar: -4 to str and dex
<b>Skills:</b>	Bluff +9, Climb +8 (or +7), Craft (Alchemy +8), Diplomacy + 8, Gather information +11, Handle animal +9, Hide +14 (or +13), Intimidate + 20, Jump +8 or +7, Knowledge (Arcana +13, Geography +10, History +12, Local +8, Nature +8, Nobility and royalty +7), Listen +13, Move silently + 12 or +11, Ride +10 or +9, Search +8, Sense motive + 9, Speak language (elf, orc), Spellcraft +12, Spot +13, Swim +6 or +5
<b>Feats:</b>	Brew potion, Combat casting, Combat expertise, Dodge, Enlarge spell, Extend spell, Heighten spell, Improved initiative, Point blank shot, Power attack, Quicken spell, Silent spell
<b>Alignment:</b>	Lawful evil
<b>Class abilities</b>	Mage spells known: 3/3/3/2/2; level 10°. Ability used: Wisdom. Mage spells per day (level 1-5): 4/4/4/2/2; DC 13 + spell level. Spheres: Illusion, Nature, Sorcery Spell known: 5 <sup>th</sup> level: <i>Dominate person, Unhallow</i> 4 <sup>th</sup> level: <i>Confusion, Mindwipe</i> 3 <sup>rd</sup> level: <i>Contagion, Dispel magic, Dominate animal,</i> 2 <sup>nd</sup> level: <i>Darkness, Hold person, Shatter</i> 1 <sup>st</sup> level: <i>Command, Doom, Sense power</i>
	Inspire confidence +1 6 times/day

Sauron's most powerful servant and first human to become a nazgûl, the Witch King spread misery and terror for millennia. After receiving one of the Nine Rings and becoming a nazgûl, the Witch King fought for his master against the last alliance of Elves and Men, until Sauron was killed and momentarily banished from existence together with his servants.

When Sauron slowly reformed, the nazgûl were again able to assume a physical form; around 1300 TA the Witch King founded the kingdom of Angmar, and from there he started to destroy the kingdoms of the North left by the splitting of the old realm of Arnor. The mission completed, and together with the other nazgûl, he conquered Minas Ithil (called from now on Minas Morgul), slew King Earnur of Gondor (so ending Gondor's line of kings) and ruled Mordor until Sauron's coming from Dol Guldur.

In TA 3018, he rode with the other Ulairi in the search for the One Ring, looking for Bilbo Baggins and the Shire; they tried to capture Frodo and his companions, and the Witch King managed to wound severely Frodo with his morgul knife. He was however swept away at the Bruinen Ford together with his undead companions by an enchanted tide created by Lord Elrond, so ending their search.

During the War of the Ring, the Witch King commanded the main attack of Mordor against Gondor. At the battle at the Pelennor fields, he killed the king of Rohan Theoden, but, as he was going to deliver the killing blow against Eowyn, he was stabbed by an enchanted weapon held by the hobbit Merry. The weapon's magic left the nazgûl helpless for a moment, and Eowyn was able to kill him, so fulfilling the prophecy that no man could slew the Witch King.

**Aura of fear:** Anybody seeing the Witch King suffers the effects of a *Cause fear* spell (Will save DC 16). The Witch King has an aura of fear, extending in a 60 ft radius. Anyone in the area must save (will DC 19) or suffer the effects of a *Fear* spell. This power is tied to Sauron's DR, as shown in the table above; adjust saves according to the table.

**Black Breath:** the Witch King can curse a mortal being once per day by taking a full round, or at the moment of his death. The effects are similar to a *Bestow curse* spell (will DC 20), with the notable difference that the victim may be cured not only with magic, but also with a successful healing check (DC 25)

**Fearsome shriek:** the Witch King can shriek (by taking a full round action, and then must wait 1d3 rounds). The horrible shriek forces every being who hears it to a will save (DC 18). Those who fail suffer the effects of a *Crushing despair* spell (-2 penalty on attack rolls, saving throws, ability checks, skill checks and weapon damage rolls) for a duration of 16 minutes.

**Possessions:**

- +3 unholy flaming longsword
- +3 longsword
- +4 greater dexterity chain mail
- +3 mace of sundering
- +3 morgul knife
- Crown of wizardry (effect similar to a Ring of wizardry IV)

**Technicalities: The Witch-King demise**

As the lord of the nazgûl is about to deliver his final attack against Eowyn, it is stabbed flat-footed by Merry using the Cardolan dagger, which has the “vengeance” propriety against the Witch-king of Angmar.

He manages the save, but loses all his special abilities and is considered helpless against Eowyn's attack delivering a killing blow.



## 4.6 – Dwarves, Hobbits, Orcs and Trolls

4.6.1 - Created by Aule, accepted by Iluvatar as his own children, the strong and resistant Dwarves were protagonist of many deeds in the long history of Middle Earth, both heroic (like their fight at the battle of Unnumbered Tears, or their war against the orcs to avenge king Thror) and terrible (like the slaying of Elu Thingol , the sacking of Menegroth or the killing of the Human hero Fram). What follows is a quick overview of some of the best known Dwarven characters.

name	level	classes	str	dex	con	int	wis	cha	hp
Durin	22	8 artificer, 7 fighter, 7 noble	20	14	21	17	22	20	208
Telchar	21	21 artificer	18	13	15	21	18	16	116
Azaghal	15	14 fighter, 1 noble	18	12	18	14	16	16	142
Dain II	12	1 expert, 9 fighter, 2 noble	16	13	17	14	16	16	97
Thorin	11	1 expert, 9 fighter, 1 noble	16	14	16	15	12	16	92
Gimli	9	1 expert, 8 fighter	16	13	16	14	12	12	75

## GIMLI



Medium-sized humanoid	
dwarf	
1 expert, 8 fighter (9 levels)	
<b>Hit dice</b>	1d6 + 8d10 + 27 (75 hp)
<b>Initiative:</b>	+6
<b>Speed:</b>	20 ft.
<b>Armor Class:</b>	18 (+1 dex, +5 armor, +2 DB), touch 13, flat-footed 17
<b>Base Attack/Grapple:</b>	+8/11
<b>Attack:</b>	+14 battle axe (1d8 + 6, 19-20x3) melee
<b>Full Attack:</b>	+14/9 battle axe (1d8 + 6, 19-20x3) melee
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	Dwarf traits (+2 on search checks to notice unusual stoneworks; +2 on trs vs poison; +2 on ST vs spells and spell-like effects; +4 bonus on checks to resist bull-rushing when on ground)
<b>Saves:</b>	Fort +9 (+11 vs poison), Ref +3, Will +5; add +2 to ST vs spells and spell-like effects
<b>Abilities:</b>	Str 16, Dex 13, Con 16, Int 14, Wis 12, Cha 12
<b>Skills:</b>	Appraise +6 (+8 if related to stone and metalworking), Bluff +5, Climb +6, Craft (metalworking)+8, Handle animal +5, Intimidate +5, Jump +6, Knowledge (Architecture +5, Geography +4, History +4, Local +5, Nobility and royalty +4), Listen +5, Profession (smith) +6, Search +6 (+8 for unusual stoneworking), Speak language (human), Spot +5
<b>Feats:</b>	Cleave, Combat expertise, Greater weapon focus (battle axe), Improved critical (battle axe), Improved initiative, Power attack, Weapon focus (battle axe), Weapon specialisation (battle axe).
<b>Alignment:</b>	Lawful good

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**Class abilities**

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Son of Gloin, Gimli joined the Fellowship of the Ring, becoming friend with the elf Legolas and sharing with wim and the rest of the company the climatic battles of the end of the Third age. After the destruction of the One Ring, he was named Lord of the Caves of Aglarond; his fate is unique, as Gimli was awarded the honor to sail to the Blessed lands.

**Possessions:**

masterwork battle axe  
chain mail

**THORIN**

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Medium-sized humanoid

dwarf

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1 expert, 9 fighter, 1 noble (11 levels)

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**Hit dice** 1d6 + 9d10 + 1d8 + 33 (92 hp)

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**Initiative:** +6

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**Speed:** 20 ft.

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**Armor Class:** 17 (+2 dex, +5 DB), touch 17, flat-footed 15, or 24 (+1 dex, +9 armor, +2 shield, +2 DB), touch 13, flat-footed 23

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**Base Attack/Grapple:** +9/12

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**Attack:** +16 Orcrist (1d8 + 8, +2d6 vs orcs, 17-20x2) melee or +11 shortbow (1d6 x3) ranged

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**Full Attack:** +16/11 Orcrist (1d8 + 8, +2d6 vs orcs, 17-20x2) melee or +11/6 shortbow (1d6 x3) ranged

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**Space/Reach:** 5 ft./5 ft.

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**Special Attacks:** -

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**Special Qualities:** Dwarf traits (+2 on search checks to notice unusual stoneworks; +2 on trs vs poison; +2 on ST vs spells and spell-like effects; +4 bonus on checks to resist bull-rushing when on ground)

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<b>Saves:</b>	Fort +9 (+11 vs poison), Ref +5, Will +8; add +2 to ST vs spells and spell-like effects
<b>Abilities:</b>	Str 16, Dex 14, Con 16, Int 15, Wis 12, Cha 16
<b>Skills:</b>	Appraise +7 (+9 if related to stone and metalworking), Bluff +5, Climb +7, Craft (metalworking)+10, Diplomacy + 6, Handle animal +5, Intimidate +6, Jump +5, Knowledge (Architecture +6, Geography +5, History +6, Local +5, Nobility and royalty +5), Listen +6, Profession (smith) +7, Ride +4, Search +6 (+8 for unusual stoneworking), Speak language (human, orc), Spot +7
<b>Feats:</b>	Cleave, Combat expertise, Improved initiative, Improved shield bash, Power attack, Weapon focus (longsword, warhammer), Weapon specialisation (longsword, warhammer).
<b>Alignment:</b>	Neutral (good tendencies)
<b>Class abilities</b>	Inspire confidence +1 4 times/day

Eldest son of King Thrain, Thorin went in exile together with the remains of his people after the attack of the dragon Smaug to Erebor. He fought at the battle of Azanulbizar, gaining the nickname “Oakenshield”, then moved with his people to the Blue Mountains, where he was crowned king. He tended to his people for long decades, meditating revenge against the dragon who had deprived him and his folk of their home; then, in TA 2941, with the counsel and aid of Gandalf, resolved to lead an expedition to take back Erebor from Smaug. Thorin was killed during the Battle of the Five Armies, and entombed under the Lone Mountain with the Arkenstone (a gem of inestimable value) upon his chest.

#### Possessions:

Orcrist, a +3 orc bane, keen, warning longsword  
at five armies battle, +1 full plate

4.6.2 - Hobbits are almost unrecorded in history until the end of the third age. Their deeds enabled the free folk to overcome, once and forever, the evil of the Maiar Sauron.

name	level	classes	str	dex	con	int	wis	cha	hp
Bilbo	4	1 commoner, 2 rogue, 1 warrior	11	17	14	14	15	14	23
Frodo	4	1 commoner, 1 expert, 2 warrior	10	14	13	13	17	14	19
Gollum	4	1 commoner, 1 warrior, 2 rogue	15	15	15	13	12	6	22
Merry	4	1 commoner, 2 warrior, 1 fighter	14	14	14	12	12	11	25
Pippin	4	1 commoner, 2 warrior, 1 fighter	14	14	14	12	10	13	25
Sam	4	1 commoner, 3 warrior	13	13	14	10	16	10	24

Level progression for Hobbits:

The table below shows hobbit’s level progression through their respective adventures.

Bilbo	Starting profession: 1 commoner	After the Misty mountains: add 1 rogue	After fighting the spiders: add 1 warrior	At the lonely mountain after first visit to Smaug: add 1 rogue
Frodo	Starting profession: 1 commoner	After Amon Hem: add 1 warrior	After Anduin: add 1 warrior	Before entering in Mordor: add 1 expert (scout)
Merry	Starting profession: 1 commoner	After Amon Hem: add 1 warrior	After Anduin: add 1 warrior	After Pelennor field battle: add 1 fighter
Pippin	Starting profession: 1 commoner	After Amon Hem: add 1 warrior	After Anduin: add 1 warrior	After Pelennor field battle: add 1 fighter
Sam	Starting profession: 1 commoner	After Amon Hem: add 1 warrior	After Anduin: add 1 warrior	After Shelob: add 1 warrior

## BILBO

Small-sized humanoid	
hobbit	
1 commoner, 2 rogue, 1 warrior (4 levels)	
<b>Hit dice</b>	1d4 + 2d6 + 1d8 + 8 ( 23 hp)
<b>Initiative:</b>	+3
<b>Speed:</b>	20 ft.
<b>Armor Class:</b>	16 (+3 dex, +2 DB, +1 size), touch 16, flat-footed 13
<b>Base Attack/Grapple:</b>	+2/2
<b>Attack:</b>	+5 Sting (1d6 + 3, 19-20 x2) melee
<b>Full Attack:</b>	+5 Sting (1d6 + 3, 19-20 x2) melee
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	
<b>Special Qualities:</b>	Hobbit traits (Small; +2 on climb, jump, listen and move silently; +1 on all saving throws);
<b>Saves:</b>	Fort +5, Ref +7, Will +3 those are base saves; when Bilbo wears the One ring, saves are: Fort +9, Ref +11, Will +7
<b>Abilities:</b>	Str 11, Dex 17, Con 14, Int 14, Wis 15, Cha 14
<b>Skills:</b>	Climb +5, Diplomacy + 7, Handle animal +3, Hide +15, Jump +9, Knowledge (Geography +4, History +3, Local +4, Nobility and royalty +3), Listen +8, Move silently +16, Profession (landlord)+3, Ride +4, Sense motive +5, Spot + 4, Swim +3 Note: when wearing the One Ring, adds + 5 bonus to any skill check.
<b>Feats:</b>	Negotiator, Stealthy, Skill focus (move silently).
<b>Alignment:</b>	Neutral good
<b>Class abilities</b>	Sneak attack +1d6 Evasion

Bilbo Baggins lived a quiet life until Gandalf made him join Thorin's quest to free Erebor from the dragon Smaug. During the quest, Bilbo played a fundamental part in ensuring the survival of the dwarfs, saving them in several occasions. Most important, Bilbo was led by fate to discover Sauron's One Ring in Gollum's nest in the depths of the Misty Mountains. Bilbo adopted his nephew Frodo, and in TA 3001 dramatically left the Shire, leaving his possessions (including the Ring) in Frodo's hands. Bilbo lived in Rivendell for many years, until he sailed for the blessed lands.

### Possessions:

Sting, a +3 keen warning woundseeking dagger (strike as a short sword)

**the One Ring.** At the time of Bilbo's quest, the powers of the One Ring are as follows (Bilbo never attempted to master the Ring):

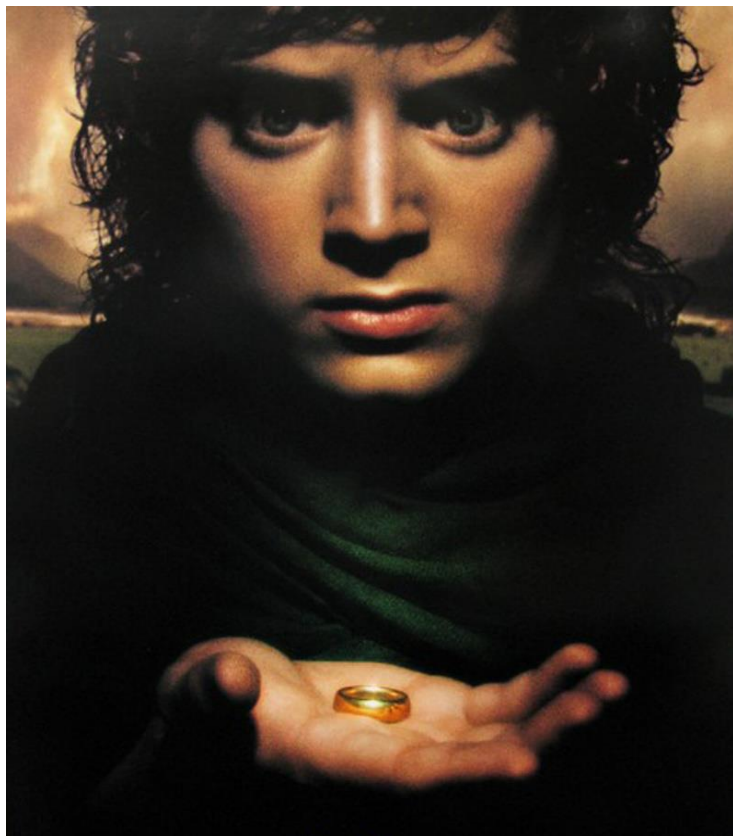
- the One ring is a sentient item with an ego of 25 and lawful evil alignment.
- The ring will fit to the wearer's size, but may slip away according to his will;
- the wearer see invisibility; hearing and smell are doubled; he can detect magic at will
- it allows its wearer to become invisible as with the spell improved invisibility; this cannot be dispelled; at the same time, however, the wearer is visible to beings living in both the spirit and the material world, such as wraiths. This power won't apply to beings who incarnate their spirits in the material word, such as maiar or valar.
- the wearer has +4 to all saving throws and +5 to all skill checks;
- the owner of the ring ceases aging. This power however comes with a curse, which gains strenght depending on the strenght of Sauron. When coming in possession of the Ring, the owner must succeed in a DC 12 will saving throw (the +4 bonus to ST provided by the Ring won't apply in this case) or be unable to exercise the will to part with the ring. If the save fails, after having possessed the ring for 10 + 4-400 years, the owner must again roll for a second will save, every twenty years, with a cumulative -1 to his save. When he fails, he become a wraith under Sauron's control. If Sauron has DR 4 (from TA 2951 on), the first



save must be repeated every twenty years, every time with a cumulative -1 to the save.  
 If Sauron has DR 4 (from TA 2951 on), the first save must be repeated every ten years.  
 Note that Bilbo had to save the first time when coming into possession of the Ring in TA 2941, and then in 2061 (with a -1 penalty), in 2081 (-2) and 3001 (-3), just before leaving the Shire.

at the end of Smaug's quest, a mithral shirt

## FRODO



Small-sized humanoid	
hobbit	
1 commoner, 1 expert, 2 warrior (4 levels)	
<b>Hit dice</b>	1d4 + 1d6 + 2d8 + 4 ( 19 hp)
<b>Initiative:</b>	+2
<b>Speed:</b>	20 ft.
<b>Armor Class:</b>	14 (+2 dex, +1 DB, +1 size), touch 14, flat-footed 12, or 18 (+2 dex, +5 armor, +1 size), touch 13, flat-footed 16
<b>Base Attack/Grapple:</b>	+2/2
<b>Attack:</b>	+5 Sting (1d6 + 3, 19-20 x2) melee
<b>Full Attack:</b>	+5 Sting (1d6 + 3, 19-20 x2) melee
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	-
<b>Special Qualities:</b>	Hobbit traits (Small; +2 on climb, jump, listen and move silently; +1 on all saving throws);
<b>Saves:</b>	Fort +5, Ref +3, Will +8 those are base saves; when Frodo wears the One ring, saves are: Fort +9, Ref +8, Will +12. When using the Phial of Galadriel, adds +4 to will saves.
<b>Abilities:</b>	Str 10, Dex 14, Con 13, Int 13, Wis 17, Cha 14
<b>Skills:</b>	Climb +4, Diplomacy + 6, Handle animal +3, Hide +8 (+13 with elven cloak), Jump +4, Knowledge (Geography +4, History +3, Local +3), Listen +7, Move silently +7, Profession (landlord)+2, Ride +3, Sense motive +3, Spot + 5, Survival +4

	Note: when wearing the One Ring, adds + 5 bonus to any skill check.
<b>Feats:</b>	Negotiator, Iron will
<b>Alignment:</b>	Neutral good
<b>Class abilities:</b>	-

The main hero of the quest for destroying the One Ring, Frodo was adopted by Bilbo after the death of his parents. At Gandalf's urging, Frodo went to Rivendell with the One Ring to escape the Nazgûl. At the council of Elrond, Frodo volunteered to serve as the Ringbearer, and with the help of Samwise Gamgee and the unwilling contribution of Gollum, he managed to throw the Ring in the belly of Mount Doom, destroying the artifact and Sauron himself.

Such were the wounds, both physical and spiritual, that Frodo had endured during his quest, that he would not be able to live peacefully in the Shire. He passed the sea in TA 3021.

### Possessions:

Sting, a +3 keen warning woundseeking dagger (strike as a short sword)

- **the One Ring.** For the powers of the Ring at Frodo's timeline, check with The One Ring powers under Bilbo's entry. Note that during Frodo's possession of the ring, Sauron grows more powerful, increasing his DR from 4 to 5 (around October TA 3016), and again from 5 to 6 (around March TA 3019), so that during Frodo's quest, he must save against the effect of the Ring every three months (from December 3016 to March 3019) and every month from April 3019 on)

mithral shirt

**The Phial of Galadriel:** a glass phial filled with the light of Eärendil, when willed by its owner it sheds light as a light spell, dealing 1d6 hp of damage per round to any evil creature within the area. Upon command, once every hour the phial can emanate a powerful wave of blessed power. Evil creatures within 30 ft must save (DC 15 will save) or be stunned for 1-4 rounds.

The phial grants its wearer a +4 bonus on will saves.

Elven cloak (grants +5 to hide checks)

## GOLLUM



Small-sized humanoid

hobbit	
1 commoner, 1 warrior, 2 rogue (4 levels)	
<b>Hit dice</b>	1d4 + 1d8 + 2d6 + 8 ( 22 hp)
<b>Initiative:</b>	+6
<b>Speed:</b>	20 ft.
<b>Armor Class:</b>	15 (+2 dex, +2 DB, +1 size), touch 15, flat-footed 13
<b>Base Attack/Grapple:</b>	+2/8
<b>Attack:</b>	+4 punch (1-2 +2) or grab
<b>Full Attack:</b>	+4 punch (1-2 +2) or grab
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	
<b>Special Qualities:</b>	Hobbit traits (Small; +2 on climb, jump, listen and move silently; +1 on all saving throws); Blindsense, Scent,
<b>Saves:</b>	Fort +5, Ref +6, Will +2 those are base saves; when Gollum wears the One ring, saves are: Fort +9, Ref +10, Will +6
<b>Abilities:</b>	Str 15, Dex 15, Con 15, Int 13, Wis 12, Cha 6
<b>Skills:</b>	Climb +6, Hide +8, Jump +2, Knowledge (Local +2, Nature +2), Listen +6, Move silently +8, Search +2, Spot +4, Survival +4, Swim +5 Note: when wearing the One Ring, adds +5 bonus to any skill check.
<b>Feats:</b>	Improved grapple, Improved initiative, Improved unharmed strike
<b>Alignment:</b>	Neutral evil
<b>Class abilities:</b>	-

Once known as Smeagol, Gollum's existence was forever altered by the possession of the One Ring, which poisoned his mind and altered his body. Gollum lived with his Precious for nearly five hundred years, in dark caves under the Misty Mountains, until the Ring was taken from him by Bilbo Baggins. After being captured by Sauron and successively by Aragorn, Gollum managed to find Frodo and the Fellowship of the Ring in Moria. In the hope of recovering the Ring, he tried to lead Frodo and Sam to their deaths by Shelob; when the plan failed, he stalked the two all the way to the Orodruin. Gollum was unwillingly instrumental in destroying the Ring, paradoxically completing the Ring quest as Frodo was finally overcome by the power of the artifact.

Notes: living hundred of years in dark caves under the Mountains has given Gollum the Blindsense and Scent abilities.

His usual attack consist in sneaking behind his prey, using the One Ring or just his move silently/hide skills, and sneak attack his foe with a grab attack. His grapple check is at +8; if he wins, he deals lethal unharmed damage (1-2 +2 plus 1d6 thanks to his sneak attack), continuing to inflict 1-2 +2 lethal damage in the following rounds as long as he wins his grapple check.

Possessions:

**the One Ring.** At Gollum's timeline, the powers of the One Ring are detailed under Bilbo's entry (Gollum/Smeagol failed miserably his first save).

## MERRY

Small-sized humanoid	
hobbit	
1 commoner, 2 warrior, 1 fighter (4 levels)	
<b>Hit dice</b>	1d4 + 2d8 + 1d10 + 8 ( 25 hp)
<b>Initiative:</b>	+6
<b>Speed:</b>	20 ft.
<b>Armor Class:</b>	15 (+2 dex, +2 DB, +1 size), touch 15, flat-footed 13
<b>Base Attack/Grapple:</b>	+3/5
<b>Attack:</b>	+7 cardolan dagger (1d6 + 3, 19-20 x2) melee
<b>Full Attack:</b>	+7 cardolan dagger (1d6 + 3, 19-20 x2) melee
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	
<b>Special Qualities:</b>	Hobbit traits (Small; +2 on climb, jump, listen and move silently; +1 on all

	saving throws);
<b>Saves:</b>	Fort +8, Ref +3, Will +2 (6 vs fear)
<b>Abilities:</b>	Str 14, Dex 14, Con 14, Int 12, Wis 12, Cha 11 note: these are Merry's abilities after drinking the water of the Ents. His stats before were Str 12 (+1), Con 12 (+1).
<b>Skills:</b>	Climb +6, Handle animal +2, Hide +9 (+14 with elven cloak), Jump +4, Knowledge (Geography +2, Local +2, Nobility and royalty +2), Listen +5, Move silently +6, Ride +5, Search +2, Spot +5
<b>Feats:</b>	Courage, Improved initiative, Weapon focus (dagger)
<b>Alignment:</b>	Neutral good
<b>Class abilities:</b>	-

Meriadoc Brandybuck, known as Merry, joined Frodo's quest since the very beginning, becoming at Rivendell part of the Fellowship of the Ring. He pledged his services to King Theoden and rode with the Riders of Rohan on their journey to relieve the besieged Minas Thirith. On the Pelennor Fields, Merry stabbed The Lord of the Nazgûl with his cardolan dagger, weakening his defenses so that Eowyn could kill the monster. Healed by Aragorn, he led with his cousin Pippin the revolt of the shire against Sharkey and his followers. With his cousin Pippin, he was the biggest hobbit ever, due to the drinking of the Ent-draught.

### Possessions:

Dagger of Cardolan: a masterwork dagger with the vengeance propriety against the Witch-king of Angmar.

Elven cloak (grants +5 to hide checks)

## PIPPIN

	Small-sized humanoid
	hobbit
	1 commoner, 2 warrior, 1 fighter (4 levels)
<b>Hit dice</b>	1d4 + 2d8 + 1d10 + 8 (25 hp)
<b>Initiative:</b>	+6
<b>Speed:</b>	20 ft.
<b>Armor Class:</b>	15 (+2 dex, +2 DB, +1 size), touch 15, flat-footed 13, or 19 (+2 dex, +4 chain shirt, +1 shield, +1 DB, +1 size), touch 14, flat-footed 17
<b>Base Attack/Grapple:</b>	+3/5
<b>Attack:</b>	+7 cardolan dagger (1d6 + 3, 19-20 x2) melee
<b>Full Attack:</b>	+7 cardolan dagger (1d6 + 3, 19-20 x2) melee
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	
<b>Special Qualities:</b>	Hobbit traits (Small; +2 on climb, jump, listen and move silently; +1 on all saving throws);
<b>Saves:</b>	Fort +8, Ref +3, Will +1 (5 vs fear)
<b>Abilities:</b>	Str 14, Dex 14, Con 14, Int 12, Wis 10, Cha 13 note: these are Pippin's abilities after drinking the water of the Ents. His stats before were Str 12 (+1), Con 12 (+1).
<b>Skills:</b>	Climb +4, Handle animal +3, Hide +6 (+11 with elven cloak), Jump +4, Knowledge (Geography +1, Local +3, Nobility and royalty +1), Listen +5, Move silently +5, Ride +3, Search +3, Spot +2
<b>Feats:</b>	Courage, Improved initiative, Weapon focus (dagger)
<b>Alignment:</b>	Neutral good
<b>Class abilities:</b>	-

Peregrin Took, known as Pippin, was naïve and curious, and prone to falling into trouble. He joined Frodo's quest since the beginning, and during the War of the Ring he became a guard of the Citadel. He saved Faramir and marched to the battle at the Morannon gates; after the destruction of the One Ring, he played a crucial role in freeing the shire from Sharkey.

### Possessions:

Dagger of Cardolan: a masterwork dagger with the vengeance propriety against the Witch-king of Angmar.

Elven cloak (grants +5 to hide checks)

### SAM

Small-sized humanoid	
hobbit	
1 commoner, 3 warrior (4 levels)	
<b>Hit dice</b>	1d4 + 3d8 + 8 ( 24 hp)
<b>Initiative:</b>	+1
<b>Speed:</b>	20 ft.
<b>Armor Class:</b>	13 (+1 dex, +1 DB, +1 size), touch 13, flat-footed 12
<b>Base Attack/Grapple:</b>	+2/3
<b>Attack:</b>	+4 cardolan dagger (1d6 + 2, 19-20 x2) melee
<b>Full Attack:</b>	+4 cardolan dagger (1d6 + 2, 19-20 x2) melee
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	
<b>Special Qualities:</b>	Hobbit traits (Small; +2 on climb, jump, listen and move silently; +1 on all saving throws);
<b>Saves:</b>	Fort +6, Ref +3, Will +7 (11 vs fear) those are base saves; when Sam wears the One ring, saves are: Fort +10, Ref +7, Will +11 (+15 vs fear). When using the Phial of Galadriel, adds +4 to will saves.
<b>Abilities:</b>	Str 13, Dex 13, Con 14, Int 10, Wis 16, Cha 10
<b>Skills:</b>	Climb +4, Handle animal +3, Hide +6 (+11 with elven cloak), Jump +4, Knowledge (Geography +1, Local +2), Listen +6, Move silently +5, Profession (gardener)+3, Ride +2, Spot +4 Note: when wearing the One Ring, adds + 5 bonus to any skill check.
<b>Feats:</b>	Courage, Iron will
<b>Alignment:</b>	Neutral good
<b>Class abilities:</b>	-

The only one to accompany Frodo in his quest after the disbanding of the Fellowship of the Ring, Sam was loyal, faithful and wise, all gifts that helped him fulfilling the quest of his friend. He acted for a brief time as the Ringbearer, and the One Ring would never been destroyed if not for him. After the War of the Ring, he married Rose Cotton, who bore him thirteen children.

### Possessions:

Dagger of Cardolan: a masterwork dagger with the vengeance propriety against the Witch-king of Angmar.

Elven cloak (grants +5 to hide checks)

for a brief span of time, Sam had Sting, the One Ring, the Phial of Galadriel and Frodo's mithral shirt (see Frodo's possessions).

4.6.3 - Orcs and trolls are the main enemies of the free folk in Moddle Earth. Brutal, violent and evil, orcs and trolls (and their sub-races uruk-hai and ologs) were a threat since their creation in the cold and black caverns of Utumno.

name	level	classes	str	dex	con	int	wis	cha	hp
Azog	11	9 fighter, 1 rogue, 1 warrior	19	15	17	13	14	16	92
Bert Huggins	10	5 HD + 5 warrior	23	8	18	7	10	9	85
Bolg	7	4 fighter, 1 rogue, 2 warrior	17	14	16	10	12	14	56
Ugluk	5	4 fighter, 1 warrior	16	14	14	10	9	13	37

## 4.7 – Unique creatures of Middle-Earth

name	HD	str	dex	con	int	wis	cha	hp
Ancalagon	60	54	10	38	18	21	24	1230
Glaurung	40	40	10	30	17	19	20	660
Thorondor	30	40	15	26	18	28	24	405
Smaug	28	38	10	30	16	17	18	462
Carcharoth	18	28	18	26	12	15	20	243
Huan	18	26	20	25	15	20	18	225
Watcher in the water	17	29	10	23	9	14	10	196
Draugluin	16	24	18	22	11	15	16	184
Scatha	16	24	10	22	15	15	14	200
Treebeard	15	31	10	26	13	24	18	188
Old Man Willow	12	31	-	26	13	19	12	150
Shelob	10	20	17	20	13	18	15	105

### ANCALAGON



Colossal+ dragon (fire-breathing, flying)

<b>Hit dice</b>	60d12 +840 (1230 hp)
<b>Initiative:</b>	+4
<b>Speed:</b>	60 ft., fly 220 ft. (clumsy)
<b>Armor Class:</b>	30 (-8 size, + 28 natural), touch 2, flat-footed 30
<b>Base Attack/Grapple:</b>	+60/102
<b>Attack:</b>	bite + 78 melee (8d6+22)
<b>Full Attack:</b>	1 bite + 78 (8d6+22, 19-20x2) and 2 claws +75 (4d8+11, 19-20x2) and 2 wings +75 (4d6+11) and 1 tail slap +83 (4d8+11) melee

<b>Space/Reach:</b>	30 ft./20 ft. (30 ft. with bite).
<b>Special Attacks:</b>	Breath weapon, crush, gaze of death, frightful presence, voice of the dragon
<b>Special Qualities:</b>	Belly vulnerability, DR 20/+3, Keen senses, Immunities, low-light vision, Poison blood, scent, SR 32
<b>Saves:</b>	Fort +46, Ref +32, Will +41
<b>Abilities:</b>	Str 54, Dex 10, Con 38, Int 18, Wis 21, Cha 24
<b>Skills:</b>	Appraise +34, Bluff +47, Climb +52, Concentration +27, Gather information +37, Hide +12, Intimidate +67, Jump +32, knowledge (Arcana +24, local +14, History +14, Nature +14) +7, Listen +67, Move Silently +20, Sense Motive +35, Search +64, Sense motive +35, Spot +67, Swim +20, Spellcraft +20
<b>Feats:</b>	Ability focus (breath weapon), Alertness, Awesome blow, Cleave, Clinging breath, Epic prowess x4, Epic will, Hover, Improved initiative, Improved bull rush, Improved critical (bite, claws), Improved overrun, Improved spell resistance, Multiattack, Power attack, Snatch, Tempest breath
<b>Alignment:</b>	Lawful evil

The greatest and most powerful dragon ever, Ancalagon erupted from Angband with his brethren during the War of Wrath, and so terrible was their attack that they stopped the army of the Valar in its tracks. He fought the eagles led by Thorondor and was killed by Eärendil on his flying magical ship; so huge was his body that, when he fell, he shattered the peaks of Thangonondrim.

**Belly vulnerability:** Ancalagon is vulnerable on its belly, which is not covered by strong scaly plates. Each time a critical is rolled against Ancalagon, roll again. If the critical is confirmed for the second time, it's assumed a vulnerable spot on the belly was reached. In this case, Ancalagon must succeed in a fortitude DC with difficult class equal to 10 + critical damage produced. If he fails, he takes quadruple base damage (instead of double, as on a regular critical).

**Breath weapon:** Ancalagon's blast of fire causes 30d8 (line 160 ft, cone 80 ft.). Reflex save DC 56 for half damage.

**Crush:** effective against huge or smaller creatures. Reflex save DC 56, damage 8d6 + 33.

**Frightful presence:** Radius 210 ft, Will save DC 47

**Gaze of death:** Will save DC 20

**Immunities:** Immune to sleep and paralysis; immune to fire.

**Keen senses:** Ancalagon sees four times as well a human in shadowy illumination and twice as well in normal light.

**Low-light vision:** Ancalagon sees twice as far as a human in starlight, moonlight, torchlight and similar conditions of shadowy illumination.

**Poison blood:** reflex save DC 20, apply any damage reduction provided by armor.

**Scent:** Ancalagon has the scent special quality

**Voice of the dragon:** Ancalagon may use his voice or eye contact to produce the following spell-like effects: *Charm person*, *Command*, *Daze*, *Hold person*, *Confusion*, *Suggestion*, *Crushing despair*, *Modify memory*, *Command (greater)*, *Wipe memory*. Spellcaster level 30°, Will DC 24

## CARCHAROTH

Large Were wolf (Magical beast)

<b>Hit dice</b>	18d10 +144 (243 hp)
<b>Initiative:</b>	+8
<b>Speed:</b>	50 ft.
<b>Armor Class:</b>	21 (-1 size, +8 natural, +4 dex), touch 13, flat-footed 17
<b>Base Attack/Grapple:</b>	+18/35
<b>Attack:</b>	bite +26 melee (3d6 +9, 19-20 x2 + sever appendage)
<b>Full Attack:</b>	bite +26 melee (3d6 +9, 19-20 x2 + sever appendage)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Fear aura, improved grab, jaw lock, poisonous fangs, sharpness bite, trip
<b>Special Qualities:</b>	Darkvision 60 ft., fast healing 3, low-light vision, scent
<b>Saves:</b>	Fort +19, Ref +15, Will +8
<b>Abilities:</b>	Str 28, Dex 18, Con 26, Int 12, Wis 15, Cha 20

<b>Skills:</b>	Hide +18, Intimidate +12, Jump + 11, Listen +13, Move Silently +11, Spot +19, survival +6 (+10 if tracking by scent)
<b>Feats:</b>	Alertness, Improved bull rush, Improved critical (bite), Improved grapple, Improved initiative, Power attack. Track
<b>Alignment:</b>	Lawful evil

A monster of unrelenting ferocity, Carcharoth was the guardian of the gates of Angband. When Beren and Luthien under false guises tried to enter into Angband, Luthien was able to enchant him; but as they were fleeing with the silmaril, Carcharoth bit off the hand of Beren that held the great jewel and swallowed them both. Crazed with the pain of the sacred gem, Carcharoth fled through Doriath until was finally slain by Huan, but the great hound was also killed in the fight.

**Fear aura:** Carcharoth is surrounded by an aura of fear. At his sight, the viewer must succeed in a will save or be paralysed with fear for 1d4 rounds. Whether or not the save is successful, that creature cannot be affected again for one day. DC will save is 17.

**Improved Grab:** to use this ability, Carcharoth must hit with its bite attack. He can then attempt to start a grapple as a free action without provoking an attack of opportunity. If he wins the grapple check, it establishes a hold and can lock his jaws on the opponent.

**Jaw Lock:** Carcharoth may maintain a hold once he bites the victim, inflicting automatic bite damage every round with a successful grapple check.

**Low-light vision:** Carcharoth sees twice as far as a human in starlight, moonlight, torchlight and similar conditions of shadowy illumination.

**Poisonous fangs:** Carcharoth's jaws are poisonous. If he bites an opponent, the opponent must succeed on a DC 24 fortitude save (DC 30 if Carcharoth scores a critical hit). Multiple bites impose a -1 cumulative penalty (for each bite) on the save. Damage (primary and secondary): 1d8 str and 2d6 con.

**Scent:** Carcharoth has the scent special quality

**Sharpness bite:** If Carcharoth scores a critical with his bite attack, he severs an extremity (usually the hand of his opponent). If the victim is a living humanoid, it loses immediately 1/5 of his hp's and must immediately roll a DC 15 fortitude save or die for massive damage. The victim loses 1 point of constitution every round until the wound is treated (DC 15 healing check). The victim regains lost hp's from a severed limb four times slower than the usual recovery time (1 hp per level every four days of rest instead of only one day of rest). Constitution points are regained at a rate of one point every week of rest; however, a humanoid being subject to a mutilation of an appendage loses 2 points of constitution permanently (unless he has divine ranks).

**Trip:** if Carcharoth hits with a bite attack can attempt to trip the opponent (+3 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip him.

## DRAUGLUIN

Large Were wolf (Magical beast)	
<b>Hit dice</b>	16d10 +96 (184 hp)
<b>Initiative:</b>	+8
<b>Speed:</b>	50 ft.
<b>Armor Class:</b>	20 (-1 size, + 7 natural, +4 dex), touch 13, flat-footed 16
<b>Base Attack/Grapple:</b>	+16/31
<b>Attack:</b>	bite + 22 melee (2d8+7)
<b>Full Attack:</b>	1 bite + 22 (2d6+7) melee
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Fear aura, improved grab, jaw lock, trip
<b>Special Qualities:</b>	Darkvision 60 ft., low-light vision, scent
<b>Saves:</b>	Fort +16, Ref +14, Will +7
<b>Abilities:</b>	Str 24, Dex 18, Con 22, Int 11, Wis 15, Cha 16
<b>Skills:</b>	Hide +11, Intimidate +9, Jump + 8, Listen +10, Move Silently +11, Spot +10, survival +5 (+9 if tracking by scent)



<b>Feats:</b>	Alertness, Improved bull rush, Improved grapple, Improved initiative, Power attack, Track
<b>Alignment:</b>	Lawful evil

Draugluin guarded Sauron's fortress of Tol-in-Gauroth. A mighty werewolf, he was nonetheless killed by Huan when the great wolf-hound accompanied Luthien to the fortress to rescue Beren.

**Fear aura:** Draugluin is surrounded by an aura of fear. At his sight, the viewer must succeed in a will save or be paralysed with fear for 1d4 rounds. Whether or not the save is successful, that creature cannot be affected again for one day. DC will save is 15

**Improved Grab:** to use this ability, Draugluin must hit with its bite attack. He can then attempt to start a grapple as a free action without provoking an attack of opportunity. If he wins the grapple check, it establishes a hold and can lock his jaws on the opponent.

**Jaw Lock:** Draugluin may maintain a hold once he bites the victim, inflicting automatic bite damage every round with a successful grapple check

**Low-light vision:** Draugluin sees twice as far as a human in starlight, moonlight, torchlight and similar conditions of shadowy illumination.

**Scent:** Draugluin has the scent special quality

**Trip:** if Draugluin hits with a bite attack can attempt to trip the opponent (+3 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip him.

## GLAURUNG



Colossal dragon (fire-breathing)

**Hit dice** 40d12 +400 (660 hp)

**Initiative:** +4

<b>Speed:</b>	50 ft.
<b>Armor Class:</b>	25 (-8 size, + 23 natural), touch 2, flat-footed 25
<b>Base Attack/Grapple:</b>	+40/71
<b>Attack:</b>	bite + 47 melee (4d8+15)
<b>Full Attack:</b>	1 bite + 47 (4d8+15, 19-20x2) and 2 claws +45 (4d6+7) and 1 tail slap +45 (4d6+7) melee
<b>Space/Reach:</b>	30 ft./20 ft. (30 ft. with bite).
<b>Special Attacks:</b>	Breath weapon, crush, gaze of death, frightful presence, voice of the dragon
<b>Special Qualities:</b>	Belly vulnerability, DR 15/+2, keen senses, immunities, low-light vision, poison blood, scent, SR 27
<b>Saves:</b>	Fort +32, Ref +22, Will +30
<b>Abilities:</b>	Str 40, Dex 10, Con 30, Int 17, Wis 19, Cha 20
<b>Skills:</b>	Appraise +23, Bluff + 45, Climb +35, Concentration +30, Gather information +25, Hide +10, Intimidate +35, Jump + 25, knowledge (Arcana +23, local +17, History + 18, Geography +13, Nature +14), Listen +26, Move Silently +20, Search +23, Sense motive +23, Spot +36, Swim +20, Spellcraft +20
<b>Feats:</b>	Ability focus (voice of the Dragon), Alertness, Awesome blow, Cleave, Epic will, Improved initiative, Improved bull rush, Improved critical (bite), Improved overrun, Improved spell resistance, Multiattack, Power attack, Snatch, Tempest breath
<b>Alignment:</b>	Lawful evil

The father of dragons, Glaurung was the first of his genre, and he caused terrible damage and mourning to elves and men. In his first appearance he was driven away by Fingon, but later on he led the armies of Morgoth in the battle of the Sudden Flame, he fought at the Niarneth Arnodiad, destroyed the elven realm of Nargothrond, before being killed by the human hero Turin Turambar.

**Belly vulnerability:** Glaurung is vulnerable on its belly, which is not covered by strong scaly plates. Each time a critical is rolled against Glaurung, roll again. If the critical is confirmed for the second time, it's assumed a vulnerable spot on the belly was reached. In this case, Glaurung must succeed in a fortitude DC with difficult class equal to 10 + critical damage produced. If he fails, he takes quadruple base damage (instead of double, as on a regular critical).

**Breath weapon:** Glaurung's blast of fire causes 20d8 (line 140 ft, cone 70 ft.). Reflex save DC 40 for half damage.

**Crush:** effective against large or smaller creatures. Reflex save DC 40, damage 4d8 + 22.

**Frightful presence:** Radius 180 ft, Will save DC 35

**Gaze of death:** Will save DC 18

**Immunities:** Immune to sleep and paralysis; immune to fire.

**Keen senses:** Glaurung sees four times as well a human in shadowy illumination and twice as well in normal light.

**Low-light vision:** Glaurung sees twice as far as a human in starlight, moonlight, torchlight and similar conditions of shadowy illumination.

**Poison blood:** reflex save DC 18, apply any damage reduction provided by armor.

**Scent:** Glaurung has the scent special quality

**Voice of the dragon:** Glaurung may use his voice or eye contact to produce the following spell-like effects: *Charm person*, *Command*, *Daze*, *Hold person*, *Confusion*, *Suggestion*, *Crushing despair*; by speaking, he may produce the following spell-like effects: *Modify memory*, *Command (greater)*, *Wipe memory*. Spellcaster level 20°, Will DC 22

## HUAN

Large Valar wolfhound (Magical beast)

<b>Hit dice</b>	18d10 +126 (225 hp)
<b>Initiative:</b>	+9
<b>Speed:</b>	50 ft.
<b>Armor Class:</b>	21 (-1 size, + 7 natural, +5 dex), touch 14, flat-footed 16
<b>Base Attack/Grapple:</b>	+18/34

<b>Attack:</b>	bite + 25 melee (2d8 +8, 19-20 x2)bite + 25 melee (2d8 +8, 19-20 x2)
<b>Full Attack:</b>	bite + 25 melee (2d8 +8, 19-20 x2)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Choke hold, Improved grab, jaw lock, trip
<b>Special Qualities:</b>	Favored enemy, low-light vision, scent
<b>Saves:</b>	Fort +18, Ref +16, Will +11
<b>Abilities:</b>	Str 26, Dex 20, Con 25, Int 15, Wis 20, Cha 18
<b>Skills:</b>	Hide +17, Intimidate +10, Jump + 18, Knowledge (geography +8), Listen +16, Move Silently +11, Spot +21, Survival +11 (+15 if tracking by scent), Swim +10
<b>Feats:</b>	Alertness, Die hard, Improved critical (bite), Improved grapple, Improved initiative, Power attack. Track
<b>Alignment:</b>	Neutral good

Huan, the mighty wolf-hound of the Valar, was initially in the service of the noldorin prince Celegorm. He abandoned his first master to join Beren and Luthien in their quest for the Silmaril. After killing numerous werewolves and defeating Sauron himself when the maia took wolf-form, Huan was killed by Carcharoth, but not before slaying the evil beast in return, so meeting his fate: that he would die at the jaws of the mightiest wolf of Arda.

**Choke hold:** if Huan has a victim locked in its jaws, he can pin his opponent by winning a second grapple check. If the victim is pinned, he inflicts an additional 2d8+8 hp of damage.

**Favored enemy:** + 4 to hit and damage vs wolves, +8 to grapple checks

**Improved Grab:** to use this ability, Huan must hit with its bite attack. He can then attempt to start a grapple as a free action without provoking an attack of opportunity. If he wins the grapple check, it establishes a hold and can lock his jaws on the opponent.

**Jaw Lock:** Huan may maintain a hold once he bites the victim, inflicting automatic bite damage every round with a successful grapple check

**Low-light vision:** Huan sees twice as far as a human in starlight, moonlight, torchlight and similar conditions of shadowy illumination.

**Scent:** Huan has the scent special quality

**Trip:** if Huan hits with a bite attack can attempt to trip the opponent (+3 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip him.

*Notes:* Huan can speak three times in his life

## OLD MAN WILLOW

Huge Rooted Huorn (Plant)

<b>Hit dice</b>	12d8 +96 (150 hp)
<b>Initiative:</b>	-
<b>Speed:</b>	-
<b>Armor Class:</b>	19 (-2 size, + 11 natural), touch 8, flat-footed 19
<b>Base Attack/Grapple:</b>	+9/31
<b>Attack:</b>	See below
<b>Full Attack:</b>	See below
<b>Space/Reach:</b>	10 ft./15 ft.
<b>Special Attacks:</b>	Spells, grapple attack
<b>Special Qualities:</b>	Commune with nature, control forest, damage reduction 10/slashing, plant traits
<b>Saves:</b>	Fort +16, Ref special (no save), Will +12
<b>Abilities:</b>	Str 31, Dex -, Con 26, Int 13, Wis 19, Cha 12
<b>Skills:</b>	Hide +16, Knowledge (Arcana +8, history +4, local +6, nature +6), Listen +9, Sense motive +9, Spellcraft + 7, Spot +10
<b>Feats:</b>	Enlarge spell, Heighten spell, Improved grapple, Iron will, Silent spell, Still spell, Widen spell
<b>Alignment:</b>	Neutral evil

A powerful and evil huorn of the Old Forest, the Old Man Willow had much power over the plants and trees. He tried to kill the hobbits at the very beginning of the quest of the Ring, before being subjugated by the maia Tom Bombadil.

**Commune with nature (Sp):** the Old Man Willow can commune with nature once per day as a spellcaster of 12<sup>th</sup> level

**Control forest:** the Old Man Willow may control plants and trees in a range of 12 miles, so that all vegetation in a given direction becomes difficult terrain, reducing movement in that direction by half.

**Grapple attack:** the Old Man Willow may attack once per round with his branches, If it hits, he starts a grapple check without provoking an attack of opportunity. If he wins the grapple check, he may imprison a victim inside his trunk, partly or fully. A partly imprisoned victim may wiggle free by winning a grapple check at -4; a fully imprisoned victim may get out by winning a grapple check at -8. The Old Man Willow will release a victim if he takes damage equivalent to a third of his hp's. He may damage a trapped victim, delivering 1d8 + 10 (fully imprisoned) or 1d4 + 5 (partly imprisoned) crush damage.

**Spells:** Mage spells known: 3/2/2; level 6°, ability used: Wisdom. Spells per day: 4/3/3; DC 14 + spell level. Spheres: Air/Water, Illusion; Spells known: 1<sup>st</sup> level: *Comprehend languages, Daze, Sleep*; 2<sup>nd</sup> level: *Enthrall, Fog cloud*; 3<sup>rd</sup> level: *Non detection, Suggestion*

## SCATHA

huge dragon	
<b>Hit dice</b>	16d12 +96 (200 hp)
<b>Initiative:</b>	+4
<b>Speed:</b>	40 ft.
<b>Armor Class:</b>	22 (-2 size, + 14 natural), touch 8, flat-footed 22
<b>Base Attack/Grapple:</b>	+16/31
<b>Attack:</b>	bite + 21 melee (2d8+7)
<b>Full Attack:</b>	1 bite + 21 (2d8+7) and 2 claws +19 (2d6+3) and 1 tail slap +19 (2d6+3) melee
<b>Space/Reach:</b>	15 ft./10 ft. (15 ft. with bite).
<b>Special Attacks:</b>	Crush, gaze of death, frightful presence, voice of the dragon
<b>Special Qualities:</b>	Belly vulnerability, DR 5/magic, keen senses, immunities, low-light vision, poison blood, scent, SR 21
<b>Saves:</b>	Fort +16, Ref +10, Will +12
<b>Abilities:</b>	Str 24, Dex 10, Con 22, Int 15, Wis 15, Cha 14
<b>Skills:</b>	Appraise +7, Bluff + 12, Climb +12, Concentration +11, Gather information +7, Hide +12, Intimidate +12, Jump + 12, knowledge (Arcana +7, local +7, History + 7, Geography +7, Nature +7), Listen +17, Move Silently +12, Search +13, Sense motive +27 Spot +16, Swim +10, Spellcraft +7
<b>Feats:</b>	Ability focus (voice of the Dragon), Alertness, Improved initiative, Multiattack, Power attack, Snatch
<b>Alignment:</b>	Chaotic evil

Scatha the Worm was a cold drake of the Grey Mountains. After amassing a great treasure from dwarves and men, he was killed by Fram the Eotheid, who took the hoard back to the northman realm. When the dwarves demanded that the Eotheid return the booty, Fram refused, sending instead a necklace made with Scatha's teeth. Enraged, the dwarves slew Fram in a brief conflict.

**Belly vulnerability:** Scatha is vulnerable on its belly, which is not covered by strong scaly plates. Each time a critical is rolled against Scatha, roll again. If the critical is confirmed for the second time, it's assumed a vulnerable spot on the belly was reached. In this case, Scatha must succeed in a fortitude DC with difficult class equal to 10 + critical damage produced. If he fails, he takes quadruple base damage (instead of double, as on a regular critical).

**Crush:** effective against small or smaller creatures. Reflex save DC 24, damage 2d8 + 10.

**Frightful presence:** Radius 120 ft, Will save DC 20

**Gaze of death:** Will save DC 12

**Immunities:** Immune to sleep and paralysis.

**Keen senses:** Scatha sees four times as well a human in shadowy illumination and twice as well in normal light.

**Low-light vision:** Scatha sees twice as far as a human in starlight, moonlight, torchlight and similar conditions of shadowy illumination.

**Scent:** Scatha has the scent special quality

**Voice of the dragon:** Scatha may use his voice to produce the following spell-like effects: *Charm person, Command, Daze, Hold person*. Spellcaster level 8°, Will DC 15

## SHELOB

Huge magical beast

<b>Hit dice</b>	10d10 +50 (105 hp)
<b>Initiative:</b>	+4
<b>Speed:</b>	30 ft., climb 20 ft
<b>Armor Class:</b>	18 (-2 size, +3 dex, +7 natural), touch 11, flat-footed 15
<b>Base Attack/Grapple:</b>	+10/23
<b>Attack:</b>	Bite +13 melee (2d6+5 plus poison)
<b>Full Attack:</b>	Bite +13 melee (2d6+5 plus poison)
<b>Space/Reach:</b>	15 ft./10 ft.
<b>Special Attacks:</b>	Poison, web
<b>Special Qualities:</b>	Darkvision 60 ft., tremorsense 60 ft., light sensitivity
<b>Saves:</b>	Fort +12, Ref +10, Will +7
<b>Abilities:</b>	Str 20, Dex 17, Con 20, Int 13, Wis 18, Cha 15
<b>Skills:</b>	Climb +14, Hide +10, Intimidate +9, Jump +9, Knowledge (local +6), Listen +10, Move silently +8, Spot +12
<b>Feats:</b>	Ability focus (poison), Alertness, Combat expertise, Dodge
<b>Alignment:</b>	Neutral evil

Daughter of Ungoliant, Shelob occupied the caves of Cirith Ungol, serving as guardian of Mordor. A terrifying monster, she would devour anything she could catch to satisfy her terrible hunger, but was very sensible to sunlight. Wounded by Frodo and Sam as they entered into Mordor, her final fate is not known.

**Light sensitivity (ex):** Shelob shuns light and avoid the light of the sun. She won't willingly come near a torch or its bearer, unless ravenous. She suffers a -2 to attack rolls, saving throws and skill checks. In sunlight, the penalty increase to -4 and she must save (will DC 13) to resist remaining in the area. Shelob is even more sensitive to sunlight than other giant spiders: if she fails her ST, she takes 1d6 hp of nonlethal damage per round.

**Poison (Ex):** Shelob's poisonous bite has fortitude DC 18 and inflicts 1d8 primary and secondary damage. She can choose the type of poison to inject; usually her poison affects strenght, but she can choose to affect constitution or dexterity.

**Web (Ex):** Shelob can throw a web eight times per day. This is similar to an attack with a net (ranged touch attack) but has a maximum range of 50 feet, with a range increment of 10 feet, and is effective against targets up to large. An entangled creature can escape with a successful Escape Artist check or burst it with a Strength check (DC 16 or 20)

Shelob can create sheets of sticky webbing up to 60 feet square. Approaching creatures must succeed on a DC 20 Spot check to notice a web; otherwise they stumble into it and become trapped as though by a successful web attack. Attempts to escape or burst the webbing gain a +5 bonus if the trapped creature has something to walk on or grab while pulling free. Each 5-foot section has 14 hp, and sheet webs have damage reduction 5/—.

Shelob can move across its own web at its climb speed and can pinpoint the location of any creature touching its web.

**Tremorsense (Ex):** Shelob can detect and pinpoint any creature or object within 60 feet in contact with the ground, or within any range in contact with her webs.

**Skills:** Shelob can always choose to take 10 on Climb checks, even if rushed or threatened.

## SMAUG



Gargantuan dragon (fire-breathing, flying)	
<b>Hit dice</b>	28d12 +280 (462 hp)
<b>Initiative:</b>	+4
<b>Speed:</b>	40 ft., fly 180 ft. (poor)
<b>Armor Class:</b>	24 (-4 size, + 18 natural), touch 6, flat-footed 24
<b>Base Attack/Grapple:</b>	+28/54
<b>Attack:</b>	bite + 38 melee (4d6+14)
<b>Full Attack:</b>	1 bite + 38 (4d6+14) and 2 claws +36 (2d8+7) and 2 wings +36 (2d6+7) and 1 tail slap +36 (2d8+7) melee
<b>Space/Reach:</b>	20 ft./15 ft. (20 ft. with bite).
<b>Special Attacks:</b>	Breath weapon, crush, gaze of death, frightful presence, voice of the dragon
<b>Special Qualities:</b>	DR 10/magic, Keen senses, Immunities, low-light vision, Poison blood, scent, SR 24
<b>Saves:</b>	Fort +26, Ref +16, Will +19
<b>Abilities:</b>	Str 38, Dex 10, Con 30, Int 16, Wis 17, Cha 18
<b>Skills:</b>	Appraise +18, Bluff + 24, Climb +24, Concentration +20, Gather information +24, Hide +6, Intimidate +30, Jump + 24, knowledge (Arcana +11, History + 8, geography +7, local +11, Nature +8) +7, Listen +30, Move Silently +20, Search +23, Sense motive +13, Spot +25, Spellcraft +16
<b>Feats:</b>	Ability focus (breath weapon), Alertness, Awesome blow, Cleave, Hover, Improved initiative, Improved bull rush, Multiattack, Power attack, Snatch
<b>Alignment:</b>	Chaotic evil

Smaug the golden was the greatest dragon living in the Grey Mountains, and probably of the third age. When he heard the tale of the wealth of Erebor, he attacked by surprise the hold of the Dwarves

and slaughtered them. He then turned to Dale and destroyed the city, before settling inside the Lonely Mountain, sleeping over the vast hoard he accumulated. He ruled under the Mountain for nearly two centuries, until he was challenged by Thorin Oakenshield and his company of dwarves (and a hobbit). Smaug was killed by Bard the Bowman while destroying the town of Esgaroth. Note: Smaug has no belly vulnerability quality, his belly being covered with gems.

**Breath weapon:** Smaug blast of fire causes 14d8 (line 120 ft, cone 60 ft.). Reflex save DC 36 for half damage.

**Crush:** effective against medium or smaller creatures. Reflex save DC 36, damage 4d6 + 21.

**Frightful presence:** Radius 150 ft, Will save DC 28

**Gaze of death:** Will save DC 16

**Immunities:** Immune to sleep and paralysis; immune to fire.

**Keen senses:** Smaug sees four times as well a human in shadowy illumination and twice as well in normal light.

**Low-light vision:** Smaug sees twice as far as a human in starlight, moonlight, torchlight and similar conditions of shadowy illumination.

**Scent:** Smaug has the scent special quality

**Voice of the dragon:** Smaug may use his voice or eye contact to produce the following spell-like effects: *Charm person, Command, Daze, Hold person*; by speaking, he may produce the following spell-like effects: *Confusion, Suggestion, Crushing despair*; Spellcaster level 14°, Will DC 19

#### Technicalities: the killing of Smaug

Bard fires his black arrow with the vengeance property against Smaug. Smaug fails his save by rolling 3 (or less) on his d20 save roll and dies. Sometimes things like this happens in RPG.

## THORONDOR

Colossal Magical beast

<b>Hit dice</b>	30d10 + 240 (405 hp)
<b>Initiative:</b>	+10
<b>Speed:</b>	20 ft., fly 240 ft. (average)
<b>Armor Class:</b>	19 (-8 size, +2 dex, +15 natural), touch 4, flat-footed 17
<b>Base Attack/Grapple:</b>	+30/65
<b>Attack:</b>	Claw +41 melee (3d6 +15) melee
<b>Full Attack:</b>	2 claws +41 melee (3d6 +15) and beak +39 melee (4d6 +7)
<b>Space/Reach:</b>	30 ft./20 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision, evasion
<b>Saves:</b>	Fort +25, Ref +19, Will +23
<b>Abilities:</b>	Str 40, Dex 15, Con 26, Int 18, Wis 28, Cha 24
<b>Skills:</b>	Diplomacy +17, Gather information +15, Hide +2, Intimidate +25, Knowledge (geography +18, history +16, local +14, nature +16), Listen +35, Move Silently +20, Search +14, Sense motive +15, Spot +45, Survival +19
<b>Feats:</b>	Alertness, Improved initiative, Power attack, Flyby attack, Hover, Multiattack, Snatch, Wingover, Superior initiative, Epic will, Epic prowess x4
<b>Alignment:</b>	Neutral good

The lord of the eagles of Beleriand in the first age, Thorondor was a beast whose majesty and power were unmatched. An ally and friend of edain and noldor, and a sworn enemy of Morgoth and his minions, Thorondor helped Fingon in rescuing Mahedros, wounded Morgoth himself while rescuing Fingolfin's body, saved Beren and Luthien as they fled from Angband, guarded the peaks surrounding the hidden city of Gondolin and led the eagles during the War of Wrath against the dragons.

**Evasion (Ex):** With a successful Reflex save against an attack that allows a Reflex save for half damage, Thorondor takes no damage.

## TREEBEARD

Huge Ent (Plant)	
<b>Hit dice</b>	15d8 +120 (188 hp)
<b>Initiative:</b>	-
<b>Speed:</b>	30 ft.
<b>Armor Class:</b>	19 (-2 size, + 11 natural), touch 8, flat-footed 19
<b>Base Attack/Grapple:</b>	+11/33
<b>Attack:</b>	Slam + 20 melee (2d8 +10, 19-20 x2) melee
<b>Full Attack:</b>	2 Slams + 20 melee (2d8 +10, 19-20 x2) melee
<b>Space/Reach:</b>	10 ft./15 ft.
<b>Special Attacks:</b>	double damage against objects
<b>Special Qualities:</b>	Commune with nature, Damage reduction 10/slashing, plant traits,
<b>Saves:</b>	Fort +17, Ref +5, Will +14
<b>Abilities:</b>	Str 31, Dex 10, Con 26, Int 13, Wis 24, Cha 18
<b>Skills:</b>	Diplomacy +7, Hide -3 (13 in forest areas), Intimidate +7, Knowledge (geography +3, history +4, local +6, nature +10), Listen +10, Move Silently +4, Sense motive +10, Spot +13, Survival +11
<b>Feats:</b>	Improved critical (slam), Improved grapple, Improved sunder, Iron will, Power attack, Weapon focus (slam)
<b>Alignment:</b>	Neutral good

The guardian of Fangorn Forest, Treebeard is among the oldest living beings in the Middle earth. During the War of the Ring, Treebeard aroused the other ents and the huorns of the forest to crush Saruman's armies before, and the forterss of Isengard after. Although patient and compassionate, Treebeard can wreak terrible destruction when angered.

**Commune with nature (Sp):** Treebeard can commune with nature once per day as a spellcaster of 15<sup>th</sup> level

**Double Damage against Objects (Ex):** If Treebeard makes a full attack against an object or structure deals double damage.

## WATCHER IN THE WATER

Gargantuan magical beast	
<b>Hit dice</b>	17d10 +102 (196 hp)
<b>Initiative:</b>	+4
<b>Speed:</b>	Swim 30 ft.
<b>Armor Class:</b>	18 (-4 size, + 12 natural), touch 6, flat-footed 18
<b>Base Attack/Grapple:</b>	+17/38
<b>Attack:</b>	Tentacle + 22 melee (1d8 +9)
<b>Full Attack:</b>	8 tentacles + 22 melee (1d8 +9)
<b>Space/Reach:</b>	20 ft./20 ft. (60 ft with tentacles)
<b>Special Attacks:</b>	Constrict 1d8+9, Improved grab, Trip
<b>Special Qualities:</b>	Low-light vision
<b>Saves:</b>	Fort +16, Ref +10, Will +9
<b>Abilities:</b>	Str 29 (+9), Dex 10, Con 23 (+6), Int 9 (-1), Wis 14 (+2), Cha 10
<b>Skills:</b>	Hide +16, Listen +14, Spot +14
<b>Feats:</b>	Alertness, Blind-fight, Diehard, Improved initiative, Iron will, Power attack
<b>Alignment:</b>	Neutral evil

The Watcher in the Water was a kraken-like creature that emerged from the depths of Moria into the Sirannon. Driven by his hunger and Sauron's will, he waited for prey in the lake facing Moria's west gate, were he nearly captured Frodo as the Fellowship entered the city.



**Constrict:** The Watcher in the Water deals 1d8 +9 points of damage with a succesful grapple check  
**Improved Grab:** to use this ability, the Watcher in the Water must hit an opponent of up to Huge size with a tentacle attack. He can then attempt to start a grapple as a free action without provoking an attack of opportunity. If he wins the grapple check, he establishes a hold and can constrict.  
**Trip:** if The Watcher in the Water hits with a tentacle attack. he can attempt to trip the opponent (+3 check modifier) as a free action without making a touch attack or provoking an attack of opportunity.

## APPENDIX 1 – TABLES OF CHARACTERS AND CREATURES

We group in this section all the tables of chapter 4, and we add a few other comparative table stats.

### VALAR (BY DIVINE RANK)

name	DR	HD	classes	str	dex	con	int	wis	cha	portfolio	domains	hp
Melkor - Morgoth	18 to 12	65	20 artificer, 40 mage, 5 fighter	32	24	35	40	24	40 to 32	Strife, war, discord, oppression, corruption, darkness, evil	Earth, Evil, Fire, Trickery, Tyrant	1073
Manwe	17	62	42 mage, 20 noble	30	30	33	33	40	40	Air, Birds, Good, Knowledge, Nobility, Sky, Weather	Air, Birds, Good, Knowledge, Nobility	961
Varda	17	62	42 mage, 20 noble	28	26	30	34	39	42	Beauty, Elves, Good, Light, Stars	Glory, Good, Nobility	899
Ulmo	16	60	4 fighter, 40 mage, 16 noble	32	28	36	25	38	38	Sea, Water	Ocean, Water	1050
Aule	15	58	32 artificer, 26 mage	35	25	40	39	30	33	Crafts, Creation, Earth, Jewels, Metal, Mining	Artifice, Craft, Earth	1131
Yavanna	15	58	40 mage, 1 ranger, 17 noble	32	25	40	24	34	36	Beasts, Forests, Nature, Trees	Animal, Plant	1131
Mandos	14	55	40 mage, 15 noble	27	23	30	25	39	34	Death, Fate, Knowledge, Judgement, Prophecy	Destiny, Repose, Retribution	798
Orome	14	55	50 ranger, 5 mage	38	38	35	20	25	33	Hunting, Wild beasts, Wilderness	Animal, Hunt	908
Nienna	13	52	40 mage, 12 noble	22	22	31	24	35	32	Endurance, hope, mercy, suffering	Endurance, Protection	754
Tulkas	12	52	52 fighter	54	30	46	18	16	32	Bravery, Hand-to hand fighting, Strength	Courage, Strength	1170
Irmo	11	50	39 mage, 11 noble	24	28	27	24	30	31	Dreams, visions	Dream, Illusion	625
Este	11	50	39 mage, 11 noble	23	25	28	24	32	31	Kindness, Healing, Sleep, Repose	Repose, Healing	675
Vaire	10	46	39 mage, 6 noble, 5 expert	24	23	26	26	32	30	Time, Fate, Weaving	Fate, Time	575
Vana	10	45	35 mage, 5 noble, 5 expert	28	28	30	20	25	31	Youth, Flowers, Renewal	Plants, Renewal	653
Nessa	9	44	20 mage, 4 noble, 20 expert	27	33	28	19	22	32	Dance, Joy, Happiness	Joy, Feast	594

## MAIAR (BY DIVINE RANK)

name	DR	HD	classes	str	dex	con	int	wis	cha	portfolio	domains	hp
Eonwe	8	44	40 fighter, 1 ranger, 3 noble	30	28	29	22	24	29	fighters, judgement, military might, strategy, warfare, weapon fighting	Strategy, War	594
Ilmare	8	44	30 mage, 14 noble	24	25	26	21	25	30	Light, stars	Glory, good	550
Osse	7	43	13 fighter, 30 mage	30	28	29	22	18	28	Coasts, Sea, Ships, Storm	Seafolk, Storm	581
Uinen	7	41	30 mage, 11 noble	26	25	25	19	23	28	Sea, sailors, sea creatures	Animal (sea), seafolk, ocean	472
Sauron II (second age, after forging the One Ring)	7	41	19 artificer, 1 fighter, 21 mage	21	20	25	26	25	28	Darkness, Evil, Treachery, Tyranny	Craft, Evil, Trickery; Tyrant	472
Ungoliant	6	42	42 HD	32	25	35	15	20	23	Darkness, hunger	Darkness, hunger	694
<i>Ungoliant</i>	<i>16</i>	<i>70</i>	<i>70 HD</i>	<i>40</i>	<i>28</i>	<i>42</i>	<i>15</i>	<i>20</i>	<i>29</i>	<i>Darkness, hunger</i>	<i>Darkness, hunger</i>	<i>1435</i>
Sauron I (first age, beginning of second age)	6	39	18 artificer, 21 mage	21	20	24	26	23	27	Darkness, Evil, Treachery, Tyranny	Craft, Evil, Trickery;	449
Arien	5	40	28 mage, 7 fighter, 5 noble	24	25	24	20	23	28	Sun, fire, light	Sun, fire	460
Melian	5	33	30 mage, 3 noble	18	19	23	22	25	27	Protection, shadows	Protection, shadows	347
Gothmog	4	38	33 fighter, 5 mage	34	15	30	18	22	26	Fire, darkness, massacre	Fire, war	571
Tilion	4	36	31 ranger, 5 mage	23	26	24	20	21	24	Moon, silver, night	moon	414
Curumir	2	29	7 artificer, 2 expert, 20 mage	16	17	22	23	19	21	Craft, resourcefulness, skills	craft	305
Olorin	2	25	6 expert, 19 mage	17	16	21	17	25	19	Good, hope, patience	good	238
Tom Bombadil	2	21	1 expert, 19 mage, 1 ranger	13	19	23	15	22	20	Plant, animals	plant	221
Radagast	1	20	4 expert, 16 mage	15	16	22	15	17	17	animals	animals	210
Balrog of Moria	0	24	24 HD	34	15	30	17	20	22	-	-	348
Thuringwethil	0	15	15 HD	21	22	21	17	17	18	-	-	143
Goldberry	0	13	13 HD	16	18	22	14	18	18	-	-	137

## ISTARI (RANKED BY POWER)

name	DR	HD	classes	str	dex	con	int	wis	cha	portfolio	domains	hp
Gandalf the white	3	30	2 expert, 3 fighter, 24 mage, 1 ranger	19	17	23	17	25	22	Good, hope, patience	good	315
Saruman	2	29	7 artificer, 2 expert, 20 mage	16	17	22	23	19	21	Craft, resourcefulness, skills	craft	305
Gandalf the grey Bilbo's quest	2	25	2 expert, 1 fighter, 16 mage, 1 ranger	17	16	21	17	25	19	Good, hope, patience	good	238
Gandalf the grey Frodo's quest	2	25	2 expert, 3 fighter, 19 mage, 1 ranger	17	16	21	17	25	19	Good, hope, patience	good	238
Radagast	1	20	3 expert, 16 mage, 1 ranger	15	16	22	15	17	17	animals	animals	210

## ELVES (RANKED BY LEVEL)

name	level	classes	str	dex	con	int	wis	cha	hp
Fëanor	37	30 Artificer, 5 fighter, 2 noble	22	21	21	32	13	27	327
Fingolfin	36	30 fighter, 3 noble, 3 ranger	26	20	24	17	23	26	451
Luthien	34	28 mage, 6 noble	16	23	19	20	22	30	236
Fingon	33	27 fighter, 3 noble, 3 ranger	24	21	22	16	21	25	378
Mahedros	32	25 fighter, 3 noble, 4 ranger	22	22	21	16	19	24	334
Finrod	31	7 fighter, 18 mage, 3 noble, 3 ranger	22	21	21	19	22	22	270
Dior	26	12 fighter, 2 mage, 1 noble, 10 ranger	22	22	20	19	16	24	261
Gil-Galad	26	24 fighter, 2 noble	23	20	21	16	21	23	271
Eärendil	25	12 fighter, 13 expert	19	23	19	18	20	22	212
Elwe Thingol	24	6 fighter, 3 mage, 10 noble, 5 ranger	19	19	20	19	16	24	234
Galadriel	24	2 fighter, 18 mage, 3 noble, 1 ranger	15	18	18	21	22	22	172
Turgon	24	18 fighter, 6 noble	20	20	19	17	21	23	222
Celebrimbor	23	22 artificer, 1 noble	18	18	19	25	15	17	174
Echtelion	23	22 fighter, 1 noble	23	18	22	15	18	19	264
Elrond	22	8 fighter, 11 mage, 3 noble	16	16	18	19	21	20	174
Maglor	22	6 expert, 10 fighter, 3 noble, 3 ranger	18	20	19	18	20	22	194
Celegorm	21	4 fighter, 13 ranger, 3 noble, 1 rogue	19	21	18	18	13	22	195
Curufin	21	5 artificer, 7 fighter, 6 ranger, 2 noble, 1 rogue	18	20	18	20	13	21	186
Eol	21	21 artificer	14	12	15	23	12	13	116
Caranthir	20	15 fighter, 3 ranger, 1 noble, 1 rogue	18	19	18	17	10	17	187

Amrod	19	14 fighter, 3 ranger, 1 noble, 1 rogue	18	18	17	17	14	16	159
Amras	19	12 fighter, 5 ranger, 1 noble, 1 rogue	18	18	17	17	13	16	159
Orodreth	19	10 fighter, 5 ranger, 2 mage, 2 noble	19	19	18	17	17	19	173
Angrod	18	10 fighter, 4 ranger, 3 mage, 1 noble	18	18	17	16	16	16	143
Aegnor	18	8 fighter, 6 ranger, 3 mage, 1 noble	17	18	17	16	16	16	143
Glorfindel (I)	18	17 fighter, 1 noble	20	19	19	18	20	19	171
Glorfindel (II)	18	7 fighter, 4 ranger, 6 mage, 1 noble	21	19	19	16	20	19	153
Cirdan	17	13 expert, 3 mage, 1 noble	16	18	17	18	22	18	109
Beleg	15	15 ranger	16	20	16	15	16	16	128
Mablung	14	7 ranger, 7 fighter	18	16	16	14	16	16	120
Thranduil	12	2 fighter, 5 ranger, 3 mage, 2 noble	14	18	16	16	15	16	92
Legolas	10	1 noble, 9 ranger	14	19	15	15	14	15	75

### HUMANS (RANKED BY LEVELS)

name	level	classes	str	dex	con	int	wis	cha	hp
Hurin	25	18 fighter, 6 ranger, 1 noble	23	19	19	14	20	19	257
Turin	23	14 fighter, 1 noble, 8 ranger	20	20	18	14	13	20	218
Elendil	22	20 fighter, 2 noble	19	18	18	15	20	20	207
Beren	20	15 ranger, 5 rogue	18	21	18(16)	14	18	18	180 (160)
Elros	20	8 fighter, 4 mage, 8 noble	16	16	18	19	21	20	170
Tuor	19	1 expert, 15 fighter, 2 noble, 1 ranger	19	18	18	15	19	19	177
Isildur	18	16 fighter, 2 noble	18	18	18	15	13	18	169
Huor	17	10 fighter, 6 ranger, 1 noble	19	18	17	14	18	18	144
Aragorn II	16	6 fighter, 9 ranger, 1 noble	17	18	17	15	18	18	136
Barahir	16	4 fighter, 9 ranger, 1 noble, 2 rogue	17	20	20	13	16	16	163
Earnur	13	11 fighter, 2 noble	17	17	17	13	12	16	109
Boromir	10	9 fighter, 1 noble	16	16	16	13	12	16	85
Beorn	9	1 ranger, 7 skin-changer, 1 warrior	20	14	18	11	15	13	92
Mouth of Sauron	9	8 mage, 1 noble	14	15	16	16	16	17	64
Faramir	8	7 fighter, 1 noble	15	16	15	13	15	15	60
Eomer	8	7 fighter, 1 noble	16	16	15	13	13	16	60
Bard	7	7 warrior	15	16	15	12	14	14	46
Denethor	7	1 fighter, 6 noble	13	13	13	16	15	16	39
Theoden	7	5 fighter, 2 noble	15	13	15	13	16	16	51
Eowyn	6	5 fighter, 1 noble	14	16	14	13	14	16	44

### NAZGUL (RANKED BY LEVEL)

name	level	classes	str	dex	con	int	wis	cha	hp
The Witch King	16	4 fighter, 10 mage, 2 noble	20	19	-	18	17	20	104
Khamul	13	2 mage, 1 noble, 10 ranger	18	21	-	16	16	18	85
Akhorail	13	1 artificer, 2 noble, 2 fighter, 8 mage	15	16	-	18	16	18	85
Adunaphel	12	3 fighter, 4 mage, 5 noble	17	18	-	16	17	18	78
Hoarmurath	12	2 fighter, 3 mage, 1 noble, 6 ranger	19	19	-	14	15	17	78

Ren	11	7 mage, 1 noble, 1 ranger, 2 rogue	16	17	-	18	17	17	72
Uvatha	11	9 fighter, 2 ranger	19	17	-	16	14	16	72
Dwar	10	1 fighter, 5 mage, 4 ranger	20	18	-	15	16	17	65
Indur	10	1 fighter, 5 mage, 2 noble, 2 ranger	18	21	-	16	16	16	65

#### DWARVES, HOBBITS, ORCS AND TROLLS (RANKED BY LEVEL)

name	level	classes	str	dex	con	int	wis	cha	hp
Durin	22	8 artificer, 7 fighter, 7 noble	20	14	21	17	22	20	208
Telchar	21	21 artificer	18	13	15	21	18	16	116
Azaghal	15	14 fighter, 1 noble	18	12	18	14	16	16	142
Dain II	12	1 expert, 9 fighter, 2 noble	16	13	17	14	16	16	97
Thorin	11	1 expert, 9 fighter, 1 noble	16	14	16	15	12	16	92
Gimli	9	1 expert, 8 fighter	16	13	16	14	12	12	75

name	level	classes	str	dex	con	int	wis	cha	hp
Bilbo	4	1 commoner, 2 rogue, 1 warrior	11	17	14	14	15	14	23
Frodo	4	1 commoner, 1 expert, 2 warrior	10	14	13	13	17	14	19
Gollum	4	1 commoner, 1 warrior, 2 rogue	15	15	15	13	12	6	22
Merry	4	1 commoner, 2 warrior, 1 fighter	14	14	14	12	12	11	25
Pippin	4	1 commoner, 2 warrior, 1 fighter	14	14	14	12	10	13	25
Sam	4	1 commoner, 3 warrior	13	13	14	10	16	10	24

name	level	classes	str	dex	con	int	wis	cha	hp
Azog	11	9 fighter, 1 rogue, 1 warrior	19	15	17	13	14	16	92
Bert Huggins	10	5 HD + 5 warrior	23	8	18	7	10	9	85
Bolg	7	4 fighter, 1 rogue, 2 warrior	17	14	16	10	12	14	56
Ugluk	5	4 fighter, 1 warrior	16	14	14	10	9	13	37

#### UNIQUE CREATURES OF MIDDLE EARTH (RANKED BY HD)

name	HD	str	dex	con	int	wis	cha	hp
Ancalagon	60	54	10	38	18	21	24	1230
Glaurung	40	40	10	30	17	19	20	660
Thorondor	30	40	15	26	18	28	24	405
Smaug	28	38	10	30	16	17	18	462
Carcharoth	18	28	18	26	12	15	20	243
Huan	18	26	20	25	15	20	18	225
Watcher in the water	17	29	10	23	9	14	10	196
Draugluin	16	24	18	22	11	15	16	184
Scatha	16	24	10	22	15	15	14	200
Treebeard	15	31	10	26	13	24	18	188
Old Man Willow	12	31	-	26	13	19	12	150
Shelob	10	20	17	20	13	18	15	105

THE TEN STRONGEST BEINGS IN ARDA:

Ancalagon	54
Tulkas	54
Glaurung	40
Thorondor	40
Ungoliant (II)	40
Orome	38
Smaug	38
Gothmog	34
Balrog of Moria	34
Morgoth	32

THE TEN BEINGS IN ARDA WITH THE HIGHER DEXTERITY:

Orome	38
Nessa	33
Manwe	30
Tulkas	30
Eonwe	28
Irmo	28
Osse	28
Ulmo	28
Ungoliant (II)	28
Varda	28

THE TEN BEINGS IN ARDA WITH THE GREATEST ENDURANCE:

Tulkas	46
Ungoliant (II)	42
Aule	40
Yavanna	40
Ancalagon	38
Ulmo	36
Morgoth	35
Orome	35
Ungoliant	35
manwe	33

THE TEN SMARTEST BEINGS IN ARDA:

Morgoth	40
Aule	39
Varda	34
Manwe	33
Feanor	32
Sauron	26
Vaire	26
Celebrimbor	25
Mandos	25
Ulmo	25

THE TEN WISEST BEINGS IN ARDA:

Manwe	40
Varda	39
Mandos	39
Ulmo	38
Nienna	35
Yavanna	34
Este	32
Vaire	32
Aule	30
Irmo	30

THE TEN MOST CHARISMATIC BEINGS IN ARDA:

Varda	42
Melkor/Morgoth (peak power)	40
Manwe	40
Ulmo	38
Yavanna	36
Mandos	34
Aule	33
Orome	33
Tulkas	32
Nessa	32



## A BUNCH OF MAGIC WEAPONS

name	powers	Ench. bonus
Anglachel	+6 mighty sundering vengeance longsword. Adds its magic +6 bonus and wielder's Cha to DC fortitude save the victim must roll to avoid the effect.	+17
Ringil	+5 holy, mighty, of sharpness, longsword	+14
The sword of Feanor	+5 Flaming burst, keen, mighty, sundering, woundseeking longsword	+14
Aranruth	5 keen, mighty, orc bane, sundering bastard sword	+12
Aeglos	+5 defending, holy, of speed, greatspear	+11
The sword of Mahedros	+5 flaming burst, of speed, orc bane longsword	+11
Narsil/Anduril	+5 keen mighty woundseeking longsword.	+10
The sword of Celebrimbor	+5 flaming, keen, of speed bastard sword	+10
The sword of Echtelion	+5 holy, of speed, longsword	+10
Glamdring	+3 holy, keen, warning longsword	+7
Orcrist	+3 keen, orc bane, warning longsword	+6
Sting	+3 keen warning woundseeking dagger (strike as a short sword)	+6



## THE FELLOWSHIP OF THE RING LEAVING RIVENDELL

<b>name</b>	<b>level</b>	<b>classes</b>	<b>str</b>	<b>dex</b>	<b>con</b>	<b>int</b>	<b>wis</b>	<b>cha</b>	<b>hp</b>
Gandalf the grey	25	2 expert, 3 fighter, 19 mage, 1 ranger	17	16	21	17	25	19	238
Aragorn II	15	6 fighter, 8 ranger, 1 noble	17	18	17	15	18	17	127
Boromir	10	9 fighter, 1 noble	16	16	16	13	12	16	85
Legolas	10	1 noble, 9 ranger	14	19	15	15	14	15	75
Gimli	9	1 expert, 8 fighter	16	13	16	14	12	12	75
Frodo	2	1 commoner, 1 warrior	10	14	12	13	17	14	10
Merry	2	1 commoner, 1 warrior,	11	14	12	12	12	11	10
Pippin	2	1 commoner, 1 warrior,	11	14	12	12	10	13	10
Sam	2	1 commoner, 1 warrior	12	13	14	10	16	10	12

## APPENDIX 2 – FEATS

In 3.5 D&D, there are hundreds of feats. We present here what we believe should be the feats to be used in Td20. Feats are grouped in the following type: Armor, Combat (base, Two-handed, hands, ranged, ride); general-oriented feats, item creation, magic, monster, rogue.

Sources are Players Handbook (PH), Epic level handbook (ep), Complete warrior (Cwar), Complete adventurer (cadv), stormwrack (sto), Sandstorm (sa), Psionic handbook (expanded) (psihan), Frostburn (fr), Book of exalted deeds (BoED), Shaman's handbook (green ronin publishing, d20 System, master class series) (ShHan), Complete Arcane (car), Monster Manual (MM), Book of vile darkness (BoVD), Draconomicon (DR). The two new feats from Td20 are also added (new). Epic feats are evidenced.

name	prerequisite	benefits	type	source
Armor Proficiency (heavy)	Armor Proficiency (Medium)	Only standard penalties apply	armor	PH
Armor Proficiency (Light)	none	Only standard penalties apply	armor	PH
Armor Proficiency (Medium)	Armor Proficiency (Light)	Only standard penalties apply	armor	PH
Shield Proficiency	none	Only standard penalties apply with shields.	armor	PH
Tower Shield Proficiency	Shield Proficiency	Only standard penalties apply using a tower shield	armor	PH
Cleave	str 13+, Power attack	Able to make an attack against another enemy within reach (same bonus and weapon) after killing one.	combat	PH
Combat Expertise	int 13 +	Can take a penalty (up to -5, but not over your Bab)to attack to gain an AC bonus	combat	PH
Combat Reflexes	none	Dex bonus added to number of AoO per round	combat	PH
Devastating Critical	str 25, Improved Critical, Weapon Focus, Power Attack, Cleave, Great Cleave, Overwhelming Critical	When using the weapon you have selected, whenever you score a critical hit the target must make a Fort save (DC 10 + ½ your level + Str modifier) or die instantly. Creatures immune to critical hits are also immune to this feat	combat	ep
elusive target	dodge, mobility, Bab +6	negate power attack, diverting defense, cause overreach	combat	Cwar
Epic Weapon Focus	Weapon Focus	+2 to attack with chosen weapon	combat	ep
Epic Weapon Specialization	Weapon Focus, Epic weapon Focus, weapon Specialisation	+4 damage with chosen weapon	combat	ep

Exotic Weapon Proficiency	Base Attack of +1 or higher	Can use an exotic weapon without penalty.	combat	PH
Great Cleave	str 13+, Power attack, Cleave, Bab +4	Same as Cleave, but there is no limit to the amount of times you may use the feat in one round	combat	PH
Greater weapon Focus	Weapon Focus, fighter level 8°	Additional +1 to attack using same weapon as with Weapon Focus	combat	PH
Greater Weapon specialisation	fighter level 12°, proficient with weapon, Weapon Focus, Greater Weapon Focus, Weapon specialisation	Additional + 2 damage with same weapon used in the feat Weapon Focus	combat	PH
Improved Bull Rush	str 13, Power Attack	When performing a bull rush you do not provoke an AoO. +4 on opposed Str check.	combat	PH
Improved Combat Reflexes	Dex 21+, Combat Reflexes	There is no limit to the number of attacks of opportunity you can make in one round	combat	ep
Improved Critical	Proficient with weapon, Base Attack of +8 or higher	Doubles the critical range of one weapon	combat	PH
Improved Disarm	int 13 + , combat expertise	You do not suffer an AoO when you attempt to disarm an opponent. +4 to opposed attack roll	combat	PH
Improved Feint	int 13 + , combat expertise	You can make a Bluff check to feint in combat as a move action, instead of a standard action	combat	PH
Improved Overrun	str 13, Power Attack	When attempting an overrun, your target cannot avoid you. +4 to Str check to knock them down	combat	PH
Improved Shield Bash	Shield Proficiency	Retain shield AC bonus during a shield bash	combat	PH
Improved Sunder	str 13, Power Attack	When striking a held or carried object, you do not provoke an AoO. +4 to attack such objects	combat	PH
Improved Trip	int 13 + , combat expertise	You may trip an opponent and make an attack as though you hadn't made the trip attempt	combat	PH

Improved Whirlwind Attack	Dex 23, int 13, Dodge, Mobility, Spring Attack, Combat Expertise, whirlwind Attack	As a standard action, you can make one melee attack for every 5 points of base attack bonus (including epic attack bonus) against opponents that you threaten. You can only make one attack per opponent. All of these attacks suffer a -4 penalty. You do not gain any other attacks granted by any means, as per the Cleave feat or the Haste spell.	combat	ep
improved combat expertise	int 13, combat expertise, bab +6	reduce your attack bonus to improve your AC	combat	Cowar
Martial Weapon Proficiency	none	Can use a type martial weapon without penalty	combat	PH
Mobile defense	dex 15, dodge, Mobility, Spring Attack, Defensive stance 3/day	While in a defensive stance, you may take one 5ft step each round without losing the benefits of the Stance	combat	ep
monkey grip	bab +1	use larger melee weapons at -2 penalty	combat	Cowar
Overwhelming Critical	str 23, Improved Critical, Weapon Focus, Power Attack, Cleave, Great Cleave	You add +1d6 on a successful critical hit for a x2, +2d6 for a x3, and so on. Those immune to critical hits are not effected by this feat.	combat	ep
Power attack	str 13+	Take a penalty to attack; add that to damage	combat	PH
power critical	weapon focus with weapon, bab +4	+ 4 bonus to confirm critical with one weapon	combat	Cowar
Power Throw	str 13, brutal throw, power atack	power attack with throw weapons	combat	Cadv
Quick Draw	Base Attack of +1 or higher	Drawing a weapon is a free action	combat	PH
Spring Attack	mobility, BAB+4	When using the attack action with a melee weapon, you can move both before and after the attack, but not more than your speed. Does not provoke an attack of opportunity	combat	PH
throw anything	dex 15, proficiency with weapon, bab +2	throw melee weapon with no penalty	combat	Cowar
weapon Finesse	Proficiency with weapon, bab +1	Use your Dex bonus instead of Str on melee attack rolls	combat	PH
weapon focus	Proficiency with weapon, bab +1	+1 to attack using a particular weapon	combat	PH

Weapon Specialization	fighter level 4°, proficient with weapon, weapon Focus	+ 2 damage with same weapon used in the feat Weapon Focus	combat	PH
Whirlwind Attack	dodge, mobility, spring attack, combat expertise, int 13+	When you perform the full attack action, you can give up your regular attacks and instead make one melee attack at your full base attack bonus against each opponent within reach	combat	PH
Greater Two-Weapon Fighting	dex 19, bab+11, Two-weapon Fighting, Improved Two-weapon Fighting	You receive a third attack with your off-hand weapon at a –10 penalty	combat (TW)	PH
improved Two-weapon Fighting	dex 17, bab+6, Two-weapon Fighting	You receive a second attack with your off-hand weapon at a –5 penalty	combat (TW)	PH
Two-weapon Defense	dex 15, Two-Weapon Fighting	With two weapons gain +1 shield AC bonus. This increases to +2 while fighting defensively	combat (TW)	PH
Two-Weapon Fighting	dex 15	Penalties are lowered when using 2 weapons (by 2 with primary and 6 with secondary)	combat (TW)	PH
greater two-weapon defense	dex 19, improved two-weapon fighting, two-weapon defense, two-weapon fighting, bab +11	gain shield bonus when fighting with two weapons	combat (TW)	Cowar
improved two-weapon defense	dex 17, two-weapon defense, two-weapon fighting, bab +6	gain shield bonus when fighting with two weapons	combat (tw)	Cowar
oversized two-weapon fighting	str 13, two-weapon fighting	treat one-handed weapon in off hand as if light weapon	combat (TW)	Cadv
Perfect Two-Weapon Fighting	dex 25, Two weapon fighting, Improved two weapon fighting, Greater two weapon fighting, Bab 18	You can make as many attacks with your off hand weapon as with your primary weapon, using the same base attack bonus	combat (TW)	ep
Two-Weapon Rend	dex 15, Two-Weapon Fighting, Improved two weapon Fighting, Bab +9	When you hit with both of your weapons, you deal additional damage equal to the base of the smaller weapon plus 1 ½ times Str damage	combat (TW)	ep
Improved Grapple	dex 13, Improved Unarmed Strike	You do not provoke an AoO when starting a grapple. Gain +4 on all grapple checks	combat (hands)	PH

Improved Stunning Fist	dex 19, wis 19, Improved Unarmed strike, stunning Fist	+2 DC to your stunning attacks	combat (hands)	ep
Improved Unarmed Strike	none	You are considered to be armed even when not; unarmed strikes may inflict lethal damage	combat (hands)	PH
Legendary Wrestler	str 21, dex 21, escape Artist 15 ranks, Improved Unarmed strike	+10 bonus on all grapple checks.	combat (hands)	ep
Reflect Arrows	dex 25, Improved Unarmed strike, Deflect arrows	When you deflect an arrow or other ranged attack that you can deflect, the attack is reflected back upon the attacker using your base ranged attack bonus	combat (hands)	ep
Snatch Arrows	dex 15, Improved Unarmed Strike, deflect arrows	You can grab incoming weapons or projectiles. Thrown weapons can be thrown back as an immediate free action	combat (hands)	PH
Stunning Fist	dex 13, wis 13, Improved Unarmed Strike, BAB + 8	Foes damaged by the use of this feat (you must call before making unarmed the attack) can be stunned for one round (DC 10 + ½ your level + Wis modifier)	combat (hands)	PH
Combat Archery	dodge, mobility, Point blank shot	You do not incur any attacks of opportunity for firing a bow when threatened	combat (ranged)	Ep
Distant Shot	Dex 25+, Spot 20+ ranks, Point Blank shot, Far Shot	You may throw or fire a ranged weapon at any target within line of sight, with no penalty for range	combat (ranged)	ep
Far Shot	Point Blank Shot	Projectile weapons range increased by ½. Thrown weapons range is doubled	combat (ranged)	PH
Improved Manyshot	Dex 19, Point Blank shot, Rapid Shot, Manyshot, Bab +21	The number of arrows you can fire is limited only by your base attack bonus (two arrows, plus one arrow for every 5 points of base attack bonus above +6).	combat (ranged)	ep
improved mounted archery	ride 1 rank, mounted archery, mounted combat	reduce or eliminate attack penalties with ranged weapons while monted	combat (ranged)	Cowar
Improved Precise Shot	Point Blank Shot, precise shot, dex 19, bab +11	You ignore the AC bonus and the miss chance of your targets cover or concealment bonus, when it is anything less than total. Also, you hit the target you where aiming at when attacking into a grapple	combat (ranged)	PH

improved rapid shot	manyshot, point blank shot, rapid shot	ignore -2 penalty when using rapid shot	combat (ranged)	Cowar
Instant Reload	quick Draw, Rapid Reload, weapon Focus	You can fire the selected type of crossbow just as fast as a bow. Reloading a crossbow does not provoke an attack of opportunity	combat (ranged)	ep
Manyshot	Point Blank Shot, Rapid shot, dex 15, Bab +6	Standard action, you can fire 2 arrows at a target within 30ft. Every 5 points of base attack above +6, you gain an extra arrow (max. of 4 arrows). Cumulative -2 to attack with each arrow	combat (ranged)	PH
Point Blank Shot	none	+1 to attack with ranged weapons within 30ft	combat (ranged)	PH
Precise Shot	Point Blank Shot	Don't suffer -4 to attack when shooting into a melee	combat (ranged)	PH
ranged disarm	dex 15, point blank shot, precise shot, bab +5	use ranged weapon to disarm foe within 30 feet	combat (ranged)	Cowar
Rapid Reload	Proficient with crossbow	Reload time of chosen crossbow type is reduced	combat (ranged)	PH
Rapid Shot	Point Blank Shot, dex 13	You get 1 extra attack (ranged weapon) per round. Each attack has -2 penalty	combat (ranged)	PH
sharp shooting	point blank shot, precise shot, bab +3	halve opponent's cover bonus	combat (ranged)	Cowar
Shot on the run	Point Blank Shot, Dodge, Mobility, dex 13, Bab +4	When using the attack action with a ranged weapon, you can move both before and after the attack, provided that your total distance moved is not greater than your speed.	combat (ranged)	PH
Storm of Throws	Dex 23, Quick Draw, point Blank shot, rapid shot	As a full round action, you may throw a light weapon at your full base attack bonus at each opponent within 30ft. All light weapons thrown need not be of the same type	combat (ranged)	ep
Swarm of Arrows	Dex 23, point Blank shot, rapid shot, Weapon focus	As a full round action, you may fire an arrow at your full base attack bonus at each opponent within 30ft.	combat (ranged)	ep
Uncanny Accuracy	Dex 21, spot 20 ranks, Point Blank shot, Precise Shot, Bab 11	You can ignore the miss chance when attacking with a ranged weapon, at a target with total concealment. You must still guess the location of the target	combat (ranged)	ep



Dire Charge	Improved Initiative	You can make a full attack with the 1st charge	combat (ride)	ep
Mounted Archery	Ride 1+ ranks, mounted combat	Your penalty is halved when using a ranged weapon from horseback	combat (ride)	PH
Mounted Combat	Ride 1+ ranks	Can make a ride check to negate a hit to your mount	combat (ride)	PH
Ride-By Attack	Ride 1+ ranks, mounted combat	When you charge an enemy, you continue to move after the attack without provoking an AoO.	combat (ride)	PH
Spirited Charge	Ride 1+ ranks, mounted combat, ride-by attack	When you charge an enemy, you deal double damage with a melee weapon (or x3 with a lance).	combat (ride)	PH
Trample	Ride 1+ ranks, mounted combat	An enemy may not avoid you when you attempt to knock them down while mounted	combat (ride)	PH
Acrobatic	none	+2 to all Jump and Tumble checks	general	PH
Additional Magic Item Space	none	You can wear one more magic item type	general	Ep
agile	none	+2 to all Balance and Escape Artist checks.	general	PH
alertness	none	+2 to all Listen and Spot checks	general	PH
Animal Affinity	none	+2 to all Handle Animal and Ride checks.	general	PH
Armor Skin	none	+2 Natural armor, doesn't stack with magic	general	Ep
Athletic	none	+2 to all Climb and Swim checks	general	PH
Blind-Fight	none	Invisible attackers get no bonus to attack you. Also, ¾ speed in dark areas.	general	PH
Blinding Speed	Dex 25+	Act as if Hasted for 5 rounds / per day	general	Ep
brutal throw	none	use str rather than dex to attack roll with throw weapons	general	Cadv
cold endurance	fortitude save +2	+ 2 to cold saves, can exist comfortably in cold environments	general	fr
Combat Casting	none	+4 to Concentration for spells / spell-like abilities	general	PH
courage	none	you gain a +4 bonus vs fear	general	
Damage Reduction	Con 21	You gain damage reduction 3/-.	general	Ep
danger sense	Improved Initiative	reroll initiative once per day	general	Cadv
Deceitful	none	+2 to all Disguise and Forgery checks	general	PH
Deft Hands	none	+2 to all Sleight of Hand and Use Rope checks	general	PH
Die Hard	endurance	You remain conscious after being reduced to negative HP. You act as if disabled	general	PH

Diligent	none	+2 to all Appraise and Decipher Script checks	general	PH
Dive for Cover	base reflex save +4	make one retry on failed reflex save, but end up prone	general	Cadv
Dodge	dex 13+	+1 AC to a single opponent	general	PH
Endurance	none	plus 4 to stamina based checks and some Fortitude saves. Can sleep in med. armor without fatigue	general	PH
Energy Resistance	none	Gain resistance +10 to a single energy type	general	ep
Epic Endurance	Con 25+, endurance	+ 10 on checks you make for actions requiring an extended amount of time	general	ep
Epic Fortitude	none	+4 on all Fortitude saves	general	ep
Epic Leadership	Cha 25+, Leadership, Leadership score 25+	You attract more powerful cohorts and followers than normally possible	general	ep
Epic Prowess	none	+1 on all attacks	general	ep
Epic Reflexes	none	+4 on all Reflex saves	general	ep
Epic Reputation	none	+ 4 to Bluff, Diplomacy, Gather Information, Intimidate, and Perform checks	general	ep
Epic Skill Focus	Skill selected 20+ ranks	+10 on selected skill	general	ep
Epic Speed	Dex 21+, Run	+ 30ft base movement. Does not stack with magically granted speed enhancements	general	ep
Epic Toughness	none	Gain +20 HP.	general	ep
Epic Will	none	+4 on all Will saves	general	ep
expert swimmer	swim 4 ranks, endurance	hold your breath longer, swim faster	general	sto
Extended Life Span	none	Increase the time between age categories	general	ep
Fast Healing	con 25	You gain Fast Healing +3.	general	ep
Great Charisma	none	+ 1 permanent Charisma	general	ep
Great Constitution	none	+ 1 permanent Constitution	general	ep
Great Dexterity	none	+ 1 permanent Dexterity	general	ep
Great Fortitude	none	+2 to all Fortitude saving throws	general	PH
Great Intelligence	none	+ 1 permanent Intelligence	general	ep
Great Strength	none	+ 1 permanent Strength	general	ep
Great Wisdom	none	+ 1 permanent wisdom	general	ep
heat endurance	fortitude save +2	+ 2 on saves against fire, heat protection 1	general	sa
Improved Initiative	none	+4 on all Initiative checks	general	PH

Improved Low-Light Vision	Low-Light Vision	Range of your natural Low-light vision doubles	general	ep
Improved Spell Resistance	Spell Resistance (feat, class ability, or permanent effect)	Your spell resistance increases by +2.	general	ep
insightful reflexes	none	add int modifier rather than dex modifier to reflex saves	general	Cadv
Iron Will	none	+2 to all Will saving throws	general	PH
jack of all trades	int 13	use any skill, even "trained only" ones	general	Cadv
Leadership	Character level 6th+	You attract loyal companions and followers	general	PH
Legendary Climber	Dex 21, Balance 12 ranks	You can ignore any check penalties for climbing at an accelerated rate or at a rapid rate.	general	ep
Legendary Commander	Cha 25+, Diplomacy 30+ ranks, Epic Leadership, Rule a kingdom or own a stronghold	Multiply the number of each level of followers that you can lead by 10. This feat has no effect on cohorts.	general	ep
Legendary Leaper	Jump 24 ranks	Need only move 5ft to make a running jump	general	ep
Legendary Rider	ride 24 ranks	You don't need to make a ride check to control your mount in battle or direct it to attack	general	ep
Lightning Reflexes	none	+2 to all Reflex saving throws	general	PH
mind over body	con 13	heal ability damage more quickly	general	psihan
Mobility	dodge	+4 AC to attacks of opportunity	general	PH
mountaineer	none	+ 2 bonus on climb and survival checks	general	fr
Negotiator	none	+2 on all Diplomacy and Sense Motive checks	general	PH
Perfect Health	con 25, Great Fortitude	You are immune to nonmagical diseases and poisons with a DC 25 or less	general	ep
Persuasive	none	+2 on all Bluff and Intimidate checks	general	PH
Polyglot	int 25, 5 languages knows	You can speak all languages and write them if you are literate, but not magical script	general	ep
Run	none	Running is now x5. +4 on a running jump.	general	PH
sailor's balance	profession (sailor) 4 ranks	+ 5 bonus on shipboard balance checks	general	sto
Self-Sufficient	none	+2 on all Heal and Survival checks.	general	PH
sense poison	alertness, wis 13	detect poison in food, drink or air with a DC 10 spot check	general	ShHan
Simple Weapon Proficiency	none	Without this feat suffer a -4 penalty to attack	general	PH

Skill Focus	none	+3 to a single skill	general	PH
snowrunner	woodland stride ability	move through snow at full speed, +5 balance on ice	general	fr
Stealthy	none	+2 on all Hide and Move Silently checks	general	PH
Superior initiative	Improved Initiative	+8 on Initiative checks, doesn't stack with other feats.	general	ep
Toughness	none	Gain +3 HP	general	PH
Track	none	Able to find tracks using the Survival skill.	general	PH
zen archery	wis 13, bab +1	use wis instead of dex for ranged attacks	general	Cowar
Brew Potion	Spell Caster level 3rd	Able to put up to 3rd level spells into potions and oils	item creation	PH
craft charm	Spell Caster level 3rd	create charms (one use magic item which contains a spell)	item creation	ShHan
Craft Epic Magic Arms and Armor	Knowledge (Arcana) 28+ ranks, Spellcraft 28+ ranks, Craft Magic Arms and Armor	You can craft these items that exceed the normal limit of a total enchantment of +10.	item creation	ep
Craft Epic Staff	Knowledge (Arcana) 35+ ranks, Spellcraft 35+ ranks, Craft Staff	You can craft staves that cast spells greater than 9th level or more than a +5 total enhancement bonus	item creation	ep
Craft Epic Wondrous Item	Knowledge (Arcana) 26+ ranks, Spellcraft 26+ ranks, Craft wondrous item	You can craft wondrous items greater than the usual magic items that require spells higher than 9th level to create	item creation	ep
Craft Magic Arms and Armor	Artificer 3rd level	Able to mend and make magic arms and armor	item creation	PH
Craft Staff	Mage 12th	Able to craft magic staves with many effects	item creation	PH
Craft Wondrous Item	Spell Caster level 3rd	Able to create miscellaneous magic items	item creation	PH
Efficient Item Creation	Knowledge (Arcana) 24+ ranks, Spellcraft 24+ ranks	Creating a magic item with chosen creation feat takes one day to make per 10,000gp of the item's market price, with a minimum of 1 da	item creation	ep
Forge Epic Ring	Knowledge (Arcana) 35+ ranks, Spellcraft 35+ ranks, forge ring	You can forge rings with greater than the usual enchantments or that require spells higher than 9th level to create	item creation	ep
Forge Ring	Spell Caster level 3rd	Able to forge a magic ring with varied magics	item creation	PH

scribe epic scroll	Knowledge (Arcana) 24+ ranks, Spellcraft 24+ ranks, scribe scroll	You can scribe scrolls of spells higher than 9th level or with spells that have a caster level higher than 20th on them.	item creation	ep
Scribe Scroll	Spell Caster level 1st	Able to scribe any spell known to be used later	item creation	PH
arcane strike	ability to cast 3rd level arcane spells, bab +4	sacrifice a spell for +1 on attacks and +1d4 damage per level of the spell	magic	Cowar
automatic quicken spell	spellcraft 30 ranks, quicken spell, ability to cast 9th level Arcane or Divine spells	Cast 0-level – 3rd level spells as quickened spells without using higher level spell slots. Taking this feat more than once, adds 3 more spell levels to that which can be quickened	magic	ep
Automatic Silent Spell	spellcraft 24 ranks, silent spell, ability to cast 9th level Arcane or Divine spells	Cast 0-level – 3rd level spells as silent spells without using higher level spell slots. Taking this feat more than once, adds 3 more spell levels to that which can be quickened	magic	ep
cooperative spell	any metamagic feat	bonus to save dc and on caster level checks of spell cast in conjunction with other casters	magic	Car
delay spell	any metamagic feat	spell effects are delayed 1-5 rounds	magic	car
Empower Spell	none	Spell effects increased by ½. (2 slots higher)	magic	PH
energy admixture	energy substitution	double energy spell damage by adding an additional energy type	magic	car
energy substitution	any metamagic feat, knowledge (arcana) 5 ranks	energy spells can deal different energy damage	magic	car
enhance spell	maximize spell	up limit on damaging spells (4 slots higher)	magic	ep
Enlarge Spell	none	Spell range doubled. (1 slot higher)	magic	PH
Epic Spell Casting	Spellcraft 24+ ranks, Knowledge (Arcana, Religion or Nature) 24+ ranks, Ability to cast 9th level Arcane or Divine spells	You can develop and cast the epic spells. The number of these spells you can cast per day is equal to your appropriate Knowledge skill divided by 10	magic	ep
Epic Spell Focus	spell Focus, Greater spell Focus, ability to cast a 9 <sup>th</sup> level spell from the chosen school	+ 3 DC to the spells of the chosen school, does not stack with spell Focus or Greater spell Focus	magic	ep

Epic Spell Penetration	spell penetration, Greater spell penetration	+ 6 to caster level checks to beat spell resistance (not stackable with other feats)	magic	ep
Extend Spell	none	Spell duration doubled. (1 slot higher)	magic	PH
extraordinary spell aim	spellcraft 15 ranks	exclude one creature from spell area	magic	Cadv
Greater Spell Focus	Spell Focus	Additional +1 to DC of chosen school of magic	magic	PH
Greater Spell Penetration	Spell Penetration	Additional +2 to caster level checks to beat SR.	magic	PH
heighten Spell	none	Spell used as a higher level. (Same slot as used)	magic	PH
Improve singing	Mage class	When singing a spell, add +2 to DC save	magic	new
Improved Combat Casting	Concentration 25+ ranks, Combat Casting	You don't incur attacks of opportunity for casting spells when threatened	magic	ep
Improved Counterspell	none	For counterspelling, you may use a spell of the same school that is at least one level higher	magic	PH
Improved Heighten Spell	Spellcraft 20+ ranks, Heighten Spell	There is no limit to the level to which you can heighten a spell. (Same slot as used)	magic	ep
Improved Metamagic	Spellcraft 30+ ranks, 4+ other metamagic feats	You reduce the spell slot modifier for all metamagic feats by one level, minimum +1	magic	ep
Improved Spell Capacity	Ability to cast 9th level spells in a spellcasting class	You gain one spell slot higher than the highest level spell you can cast	magic	ep
Intensify Spell	spellcraft 30 ranks, Empower spell, Maximize spell, ability to cast 9th level Arcane or Divine spells	All numerical effects of a spell are maximized and then doubled. You cannot combine this feat with another numerical effect metamagic feats (7 slots higher)	magic	ep
Magical Aptitude	none	+2 on all Spellcraft and Use Magic Device checks	magic	PH
Major song	Improve singing, 21th level	When singing a spell, The Dc save raised by +4	magic	new

Maximize Spell	none	Spell gains max on all rolls. (3 slots higher)	magic	PH
Multi-spell	Quicken Spell, Ability to cast 9th level Arcane or Divine spells	You can cast one addition quickened spell in a round	magic	ep
Quicken Spell	none	Spell cast as a free action. (4 slots higher)	magic	PH
sanctum spell	any metamagic feat	spell's effective level in increased while in special location, decreased outside special location	magic	car
sculpt spell	any metamagic feat	alter spell's area	magic	car
Silent Spell	none	Spell cast silently, non bardic. (1 slot higher)	magic	PH
Spell Focus	none	+1 DC to a single school of magic	magic	PH
Spell Knowledge	Ability to cast the maximum spell level of Arcane class	You learn 2 new arcane spells of any level up to the highest level that you can cast	magic	ep
Spell Opportunity	spellcraft 25 ranks, combat reflexes, combat casting, quicken spell	Any attack of opportunity you make can be done with a touch spell, without the need to be quickened	magic	ep
Spell Penetration	none	+2 to caster level checks to beat spell resistance	magic	PH
Tenacious Magic	Spellcraft 15+ ranks, Ability to cast the spell to be made tenacious	One of your spells or spell-like abilities that would normally be Dispelled is instead only suppressed for 1d4 rounds	magic	ep
twin spell	any metamagic feat	simultaneously cast a single spell twice	magic	car
widen Spell	none	Spell area doubled. (3 slots higher)	magic	PH
Ability Focus	special attack	add +2 to DC for all ST against the special attack	monster	MM
Awesome Blow	str 25, power attack, Improved Bull Rush, size large or +	subtract 1 to attack roll, if hits a corporal creature, sends him flying 10 feet and fall prone if Reflex save (DC = damage dealt) fails	monster	MM
boost spell resistance	any evil alignment	gains a +2 profane bonus to spell resistance	monster	BoVD
boost spell-like ability	none	the DC Saving throw of a boosted spell-like ability is increased by 2	monster	BoVD
clinging breath	con 13, breath weapon	breath deals extra damage 1 round later	monster	Dr
consecrate spell-like ability	any good alignment	add good descriptor to a spell-like ability up to three times a day	monster	BoED
corrupt spell-like ability	any evil alignment	add evil descriptor to a spell-like ability up to three times a day	monster	BoVD

Empower Spell-Like Ability	Spell like ability at caster level 6	the creature can use the ability as empowered three times a day	monster	MM
enlarge breath	con 13, breath weapon	length or breath weapon increase by 50%	monster	Dr
exalted spell resistance	cha 15, spell resistance	+ 4 to spell resistance against evil spells and spell-like abilities of evil outsiders	monster	BoED
Flyby Attack	Fly speed	when flying, can take a move action and another standard action at any point during the move	monster	MM
heighten breath	con 13, breath weapon	increase save DC against breath weapon	monster	Dr
Hover	Fly speed	when flying, can halt its forward motion and hover in place; can create a cloud of debris if near ground	monster	MM
Improved Natural Armor	natural Armor, con 13	increase natural armor bonus by 1	monster	MM
improved natural Attack	natural Weapon, Bab +4	increase damage for that attack by one step	monster	MM
Multiattack	three or more natural attacks	secondary attacks take only a -2 penalty	monster	MM
Multiweapon fighting	dex 13, three or more hands	penalties for fighting with multiple weapons are reduced by 2 with primary hand and by 6 by off hands	monster	MM
Multi-Weapon Rend	dex 15, 3 or more hands, Multi-weapon Fighting, Bab +9	When you hit with at least 2 of your weapons, you deal additional damage equal to the base of the smallest weapon plus 1 ½ times Str damage	monster	ep
Perfect Multi-Weapon Fighting	dex 25, 3 or more hands, Multi-weapon Fighting, Improved multi-weapon fighting, Greater multi-weapon fighting, Bab 18	You can make as many attacks with each extra weapons as with your primary weapon, using the same base attack bonus.	monster	ep
Quicken spell-like ability	spell-like ability at caster level 10	use that ability as quickened three times per day	monster	MM
shape breath	con 13, breath weapon, size small or larger	expel breath weapon as line or cone	monster	Dr
Snatch	size Huge	the creature can choose to start a grapple when it hits with claw or bite as with the improved grab special attack; can squeeze the opponent or drop it, and there's no save vs breath weapons	monster	MM
tempest breath	con 13, breath weapon, power attack, size large or	breath weapon also produces wind effects	monster	Dr



	larger			
Wingover	Fly speed	the creature can change direction quickly when flying	monster	MM
deft strike	int 13, spot 10 ranks, combat expertise, sneak attack	ignore armor and natural armor (spot check vs target's AC)	rogue	Cadv
Dexterous Fortitude	Dex 25+, Slippery Mind class ability	Once per round, when you would make a Fort save you instead make a Reflex (no Evasion)	rogue	Ep
Dexterous Will	Dex 25+, Slippery Mind class ability	Once per round, when you would make a Will save you instead make a Reflex (no Evasion).	rogue	ep
Epic Dodge	Dex 25+, Tumble 30+ ranks, Dodge, Improved Evasion, Defensive roll class ability	Once per round, when struck by an attack from whom you have designated as the object of your dodge, you may automatically avoid all damage from the attack	rogue	ep
Epic Trapfinding	Search 25+ ranks, Spot 25+ ranks, Ability to find traps	If you pass within 5ft of a trap, you are entitled to a Search check to notice it as if you were actively looking for it.	rogue	ep
Improved Sneak Attack	Sneak attack +8d6 or more	+1d6 to your sneak attack damage	rogue	ep
Lingering Damage	Sneak attack +8d6, Crippling strike class ability	Any time you deal sneak attack damage, the target also takes the same amount next round	rogue	ep
Nimble Fingers	none	+2 on all Disable Device and Open Lock checks	rogue	PH
Self-Concealment	dex 30, hide 30 ranks, tumble 30 ranks, Improved evasion	Attacks against you have a 10% miss chance (similar to the effects of concealment). You lose this benefit whenever you lose your Dex bonus to AC	rogue	ep
Sneak Attack of Opportunity	Sneak Attack +8d6 or higher, Opportunist class ability	Any attack of opportunity you make is considered a sneak attack	rogue	ep

## APPENDIX 3: SPELLS

Spells available in T20 are described here with the following format:

**Name of the spell**

Spell classification (details if it's a base spell; if not, to which sphere the spell belongs)

3.5 classification (reports the 3.5 classification, which may be useful to know)

Level: defines the level of the spell and the classes who can use the spell

Components: those are usually Verbal and Somatic; rarely there is an xp cost

Casting time: time necessary to cast the spell

range

### Aid

Inner fire

Enchantment (Compulsion, Mind-Affecting)

**Level:** Artificer and Mage 2

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Living creature touched

**Duration:** 1 min./level

**Saving Throw:** None

**Spell Resistance:** Yes (harmless)

*Aid* grants the target a +1 morale bonus on attack rolls and saves against fear effects, plus temporary hit points equal to 1d8 + caster level (to a maximum of 1d8+10 temporary hit points at caster level 10th).

### Alter Self

Illusion

Transmutation

**Level:** Mage 3

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Willing creature touched

**Duration:** 30 min./level

You can change the form of a creature into a shape of the same type as your normal form. The new form must be within one size category of your normal size. The maximum HD of an assumed form is equal to your caster level, to a maximum of 7 HD at 7th level. You can change into a member of your own kind or even into yourself.

You retain your own ability scores. Your class and level, hit points, alignment, base attack bonus, and base save bonuses all remain the same. You retain all supernatural and spell-like special attacks and qualities of your normal form, except for those requiring a body part that the new form does not have (such as a mouth for a breath weapon or eyes for a gaze attack).

You keep all extraordinary special attacks and qualities derived from class levels, but you lose any from your normal form that are not derived from class levels.

If the new form is capable of speech, you can communicate normally. You retain any spellcasting ability you had in your original form, but the new form must be able to speak intelligibly (that is, speak a language) to use verbal components and must have limbs capable of fine manipulation to use somatic components.

You acquire the physical qualities of the new form while retaining your own mind. Physical qualities include natural size, mundane movement capabilities (such as burrowing, climbing, walking, swimming, and flight with wings, to a maximum speed of 120 feet for flying or 60 feet for nonflying movement), natural armor bonus, natural weapons (such as claws, bite, and so on), racial skill bonuses, racial bonus feats, and any gross physical qualities (presence or absence of wings, number of extremities, and so forth). A body with extra limbs does not allow you to make more attacks (or more advantageous two-weapon attacks) than normal.

You do not gain any extraordinary special attacks or special qualities not noted above under physical qualities, such as darkvision, low-light vision, blindsense, blindsight, fast healing, regeneration, scent, and so forth.

You do not gain any supernatural special attacks, special qualities, or spell-like abilities of the new form. Your creature type and subtype (if any) remain the same regardless of your new form. You cannot take the form of any creature with a template, even if that template doesn't change the creature type or subtype.

You can freely designate the new form's minor physical qualities (such as hair color, hair texture, and skin color) within the normal ranges for a creature of that kind. The new form's significant physical qualities (such as height, weight, and gender) are also under your control, but they must fall within the norms for the new form's kind. You are effectively disguised as an average member of the new form's race. If you use this spell to create a disguise, you get a +10 bonus on your Disguise check.

When the change occurs, your equipment, if any, either remains worn or held by the new form (if it is capable of wearing or holding the item), or melds into the new form and becomes nonfunctional. When you revert to your true form, any objects previously melded into the new form reappear in the same location on your body they previously occupied and are once again functional. Any new items you wore in the assumed form and can't wear in your normal form fall off and land at your feet; any that you could wear in either form or carry in a body part common to both forms at the time of reversion are still held in the same way. Any part of the body or piece of equipment that is separated from the whole reverts to its true form.

You can affect one creature (including yourself) every three levels you have.

## Animal Messenger

Nature

Enchantment (Compulsion, Mind-Affecting)

**Level:** Mage 2

**Components:** V, S

**Casting Time:** 1 standard action

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

**Target:** One Tiny animal

**Duration:** One day/level

**Saving Throw:** None; see text

**Spell Resistance:** Yes

You compel a Tiny animal to go to a spot you designate. The most common use for this spell is to get an animal to carry a message to your allies. The animal cannot be one tamed or trained by someone else, including such creatures as familiars and animal companions.

You call the animal to you. It advances and awaits your bidding. You can mentally impress on the animal a certain place well known to you or an obvious landmark. The directions must be simple, because the animal depends on your knowledge and can't find a destination on its own. You can attach some small item or note to the messenger. The animal then goes to the designated location and waits there until the duration of the spell expires, whereupon it resumes its normal activities.

During this period of waiting, the messenger allows others to approach it and remove any scroll or token it carries. The intended recipient gains no special ability to communicate with the animal or read any attached message (if it's written in a language he or she doesn't know, for example).

## Antipathy

Base

Enchantment (Compulsion, Mind-Affecting)

**Level:** Mage 8

**Components:** V, S

**Casting Time:** 1 hour

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

**Target:** One location (up to a 10-ft. cube/level) or one object

**Duration:** 2 hours/level

**Saving Throw:** Will partial

**Spell Resistance:** Yes

You cause an object or location to emanate magical vibrations that repel either a specific kind of intelligent creature or creatures of a particular alignment, as defined by you. The kind of creature to be affected must be named specifically. A creature subtype is not specific enough. Likewise, the specific alignment to be repelled must be named.

Creatures of the designated kind or alignment feel an overpowering urge to leave the area or to avoid the affected item. A compulsion forces them to abandon the area or item, shunning it and never willingly returning to it while the spell is in effect. A creature that makes a successful saving throw can stay in the area or touch the item but feels uncomfortable doing so. This distracting discomfort reduces the creature's Dexterity score by 4 points.

*Antipathy* counters and dispels *sympathy*.

## Arcane Lock

Base

Abjuration

**Level:** Artificer and Mage 2

**Components:** V, S,

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** The door, chest, or portal touched, up to 30 sq. ft./level in size

**Duration:** Permanent

**Saving Throw:** None

**Spell Resistance:** No

An *arcane lock* spell cast upon a door, chest, or portal magically locks it. You can freely pass your own *arcane lock* without affecting it; otherwise, a door or object secured with this spell can be opened only by breaking in or with a successful *dispel magic* or *knock* spell. Add 10 to the normal DC to break open a door or portal affected by this spell. (A *knock* spell does not remove an *arcane lock*; it only suppresses the effect for 10 minutes.)

## Bestow Curse

Base

Necromancy

**Level:** Artificer and Mage 3

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Creature touched

**Duration:** Permanent

**Saving Throw:** Will negates

**Spell Resistance:** Yes

You place a curse on the subject. Choose one of the following three effects.

- –6 decrease to an ability score (minimum 1).
- –4 penalty on attack rolls, saves, ability checks, and skill checks.
- Each turn, the target has a 50% chance to act normally; otherwise, it takes no action.

You may also invent your own curse, but it should be no more powerful than those described above.

The *curse* bestowed by this spell cannot be dispelled, but it can be removed with a *break enchantment*, *limited wish* or *remove curse* spell.

## Blasphemy

Sorcery

Evocation [Evil, Sonic]

**Level:** Mage 7

**Components:** V

**Casting Time:** 1 standard action

**Range:** 40 ft.

**Area:** Nonevil creatures in a 40-ft.-radius spread centered on you

**Duration:** Instantaneous

**Saving Throw:** None or Will negates; see text

**Spell Resistance:** Yes

Any nonevil creature within the area of a *blasphemy* spell suffers the following ill effects.

HD	Effect
Equal to caster level	Dazed
Up to caster level –1	Weakened, dazed
Up to caster level –5	Paralyzed, weakened, dazed
Up to caster level –10	Killed, paralyzed, weakened, dazed

The effects are cumulative and concurrent.

No saving throw is allowed against these effects.

*Dazed:* The creature can take no actions for 1 round, though it defends itself normally.

*Weakened:* The creature's Strength score decreases by 2d6 points for 2d4 rounds.

*Paralyzed:* The creature is paralyzed and helpless for 1d10 minutes.

*Killed:* Living creatures die. Undead creatures are destroyed.

Creatures whose Hit Dice exceed your caster level are unaffected by *blasphemy*.

## Boreal winds

Air, water

Evocation [Cold]

**Level:** Mage 5

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Long (400 ft. + 40 ft./level)

**Area:** Gust of wind (20 ft. wide, 20 ft. high) emanating out from you to the extreme of the range

**Duration:** 1 round + 1 round/2 levels

**Saving Throw:** fortitude negates

**Spell Resistance:** Yes

You create a strong blast of arctic air that originates from your fingertips and moves in the direction you are facing.

As a stronger form of gust of wind, this boreal wind automatically extinguishes candles, torches, and similar protected or unprotected flames, including lanterns.

Large fires (such as bonfires, a blacksmith's coals, or even a house fire) have a 50% chance to be extinguished by the boreal wind.

Forest or grassland fires are too large to be extinguished by this spell.

All creatures caught in the area take 1d4 points of cold damage per caster level (maximum 15d4).

A successful Fortitude saving throw negates the gust's effects.

Those that fail the save are pushed away from the caster a distance of 3 feet per caster level.

Creatures that remain in the area past the first round must make an additional saving throw each round.

A boreal wind can do anything a sudden blast of wind would be expected to do.

It can create a stinging spray of sand or dust, overturn tents and blow down small huts, scuttle a small boat, and blow gases or vapors to the edge of the range.

The wind can change direction if you actively direct it (a move action for you); otherwise, it merely blows in the same direction.

## Break Enchantment

Base

Abjuration

**Level:** Artificer and mage 5

**Components:** V, S

**Casting Time:** 1 minute

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

**Targets:** Up to one creature per level, all within 30 ft. of each other

**Duration:** Instantaneous

**Saving Throw:** See text

**Spell Resistance:** No

This spell frees victims from enchantments, transmutations, and curses. *Break enchantment* can reverse even an instantaneous effect. For each such effect, you make a caster level check (1d20 + caster level, maximum +15) against a DC of 11 + caster level of the effect. Success means that the creature is free of the spell, curse, or effect. For a cursed magic item, the DC is 25.

If the spell is one that cannot be dispelled by *dispel magic*, *break enchantment* works only if that spell is 5th level or lower.

If the effect comes from some permanent magic item *break enchantment* does not remove the curse from the item, but it does free the victim from the item's effects.

## Call Nature's Ally I

Nature

Conjuration (Summoning)

**Level:** Mage 1

**Components:** V, S

**Casting Time:** 3 rounds

**Range:** One mile + one mile/level

**Effect:** One summoned creature

**Duration:** 1 hour/level

**Saving Throw:** None

**Spell Resistance:** No

This spell calls for a natural creature in a range of one mile + one mile per caster level. Depending on the environment, the creature is attracted by the call. You can direct the creature to attack your opponents to the best of its ability. If you can communicate with the creature, you can direct it not to attack, to attack particular enemies, or to perform other actions.

The spell calls one of the creatures from the 1st-level list on the accompanying Call Nature's Ally table. You choose which kind of creature to call. You can't call for creatures which are not present in that environment. You can change that choice each time you cast the spell.

## Call Nature's Ally II

Nature

Conjuration (Summoning)

**Level:** Mage 2

**Effect:** One or more creatures

This spell functions like *call nature's ally I*, except that you can call one 2nd-level creature or 1d3 1st-level creatures of the same kind.

## Call Nature's Ally III

Nature

Conjuration (Summoning) [see text]

**Level:** Mage 3

**Effect:** One or more creatures

This spell functions like *call nature's ally I*, except that you can call one 3rd-level creature, 1d3 2nd-level creatures of the same kind, or 1d4+1 1st-level creatures of the same kind.

## Call Nature's Ally IV

Nature

Conjuration (Summoning) [see text]

**Level:** Mage 4

**Effect:** One or more creatures

This spell functions like *call nature's ally I*, except that you can call one 4th-level creature, 1d3 3rd-level creatures of the same kind, or 1d4+1 lower-level creatures of the same kind.

### Call Nature's Ally table

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#### 1st Level

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Badger (animal)

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Camel (animal)

---

Eagle (animal)

---

Horse (animal)

---

Monkey (animal)

---

Octopus (animal)

---

Owl (animal)

---

Porpoise (animal)

---

Snake, Small viper (animal)

---

Wolf (animal)

---

#### 2nd Level

---

Bear, black (animal)

---

Boar (animal)

---

Cheetah (animal)

---

Crocodile (animal)

---

Shark, Medium (animal)

---

Snake, Medium viper (animal)

---

Squid (animal)

---

Wolverine (animal)

---

#### 3rd Level

---

Ape (animal)

---

Eagle, giant (NG)

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Lion
Shark, Large (animal)
Snake, constrictor (animal)
Snake, Large viper (animal)
<b>4th Level</b>
Bear, brown (animal)
Crocodile, giant (animal)
Flying beast (NE)
Shark, Huge (animal)
Snake, Huge viper (animal)
Tiger (animal)

## Camouflage

Nature

Transmutation

**Level:** Mage 2

**Components:** V, S

**Casting Time:** 1 action

**Range:** personal

**Target:** you

**Duration:** 10 minutes/level

**Saving Throw:** no

**Spell Resistance:** no

You change your coloring to match the environment surrounding you.

The spell grants you a +10 competence bonus on your Hide checks.

## Cause Fear

Sorcery

Necromancy [Fear, Mind-Affecting]

**Level:** Mage 1

**Components:** V, S

**Casting Time:** 1 standard action

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

**Target:** One living creature with 5 or fewer HD

**Duration:** 1d4 rounds or 1 round; see text

**Saving Throw:** Will partial

**Spell Resistance:** Yes

The affected creature becomes frightened. A frightened creature flees from the source of its fear as best it can. If unable to flee, it may fight. A frightened creature takes a –2 penalty on all attack rolls, saving throws, skill checks, and ability checks. A frightened creature can use special abilities, including spells, to flee; indeed, the creature must use such means if they are the only way to escape. If the subject succeeds on a Will save, it is shaken for 1 round. (he won't flee, but penalties still applies). Creatures with 6 or more Hit Dice are immune to this effect.

*Cause fear* counters and dispels *remove fear*.

## Change Shape

Nature

(Transmutation)

**Level:** Mage 4

**Components:** V, S,

**Casting Time:** 1 standard action

**Range:** Touch or personal

**Target:** Willing living creature touched or you

**Duration:** 5 min./level (D)

**Saving Throw:** None

**Spell Resistance:** No

This spell functions like *alter self*, except that you change the willing subject or yourself into another form of living creature. The new form may be of the same type as the subject or animal or plant types. The assumed form can't have more Hit Dice than your caster level (or the subject's HD, whichever is lower), to a maximum of 8 HD. You can't cause a subject to assume a form smaller than Fine, nor can you cause a subject to assume an incorporeal or gaseous form. The subject's creature type and subtype (if any) change to match the new form.

Upon changing, the subject regains lost hit points as if it had rested for a night (though this healing does not restore temporary ability damage and provide other benefits of resting; and changing back does not heal the subject further). If slain, the subject reverts to its original form, though it remains dead.

The subject gains the Strength, Dexterity, and Constitution scores of the new form but retains its own Intelligence, Wisdom, and Charisma scores. It also gains all extraordinary special attacks possessed by the form but does not gain the extraordinary special qualities possessed by the new form or any supernatural or spell-like abilities.

Incorporeal or gaseous creatures are immune to being changed, and a creature with the shapechanger subtype can revert to its natural form as a standard action.

## Charm Animal

Nature

Enchantment (Charm) [Mind-Affecting]

**Level:** Mage 1

**Target:** One animal

This spell functions like *charm person*, except that it affects a creature of the animal type.

## Charm Person

Base

Enchantment (Charm) [Mind-Affecting]

**Level:** Artificer, Mage 1

**Components:** V, S

**Casting Time:** 1 standard action

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

**Target:** One humanoid creature

**Duration:** 1 hour/level

**Saving Throw:** Will negates

**Spell Resistance:** Yes

This charm makes a humanoid creature regard you as its trusted friend and ally (treat the target's attitude as friendly). If the creature is currently being threatened or attacked by you or your allies, however, it receives a +5 bonus on its saving throw.

The spell does not enable you to control the *charmed* person as if it were an automaton, but it perceives your words and actions in the most favorable way. You can try to give the subject orders, but you must win an opposed Charisma check to convince it to do anything it wouldn't ordinarily do (retries are not allowed.).

An affected creature never obeys suicidal or obviously harmful orders, but it might be convinced that something very dangerous is worth doing. Any act by you or your apparent allies that threatens the *charmed* person breaks the spell. You must speak the person's language to communicate your commands, or else be good at pantomiming.

## Command

Base

Enchantment (Compulsion) [Language-Dependent, Mind-Affecting]

**Level:** Artificer, Mage 1

**Components:** V

**Casting Time:** 1 standard action

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

**Target:** One living creature

**Duration:** 1 round

**Saving Throw:** Will negates

**Spell Resistance:** Yes

You give the subject a single command, which it obeys to the best of its ability at its earliest opportunity. You may select from the following options.

*Approach:* On its turn, the subject moves toward you as quickly and directly as possible for 1 round. The creature may do nothing but move during its turn, and it provokes attacks of opportunity for this movement as normal.

*Drop:* On its turn, the subject drops whatever it is holding. It can't pick up any dropped item until its next turn.



*Fall:* On its turn, the subject falls to the ground and remains prone for 1 round. It may act normally while prone but takes any appropriate penalties.

*Flee:* On its turn, the subject moves away from you as quickly as possible for 1 round. It may do nothing but move during its turn, and it provokes attacks of opportunity for this movement as normal.

*Halt:* The subject stands in place for 1 round. It may not take any actions but is not considered helpless.

If the subject can't carry out your command on its next turn, the spell automatically fails.

## Command, Greater

Enchantment (Compulsion) [Language-Dependent, Mind-Affecting]

Base

**Level:** Artificer, Mage 5

**Targets:** One creature/level, no two of which can be more than 30 ft. apart

**Duration:** 1 round/level

This spell functions like *command*, except that up to one creature per level may be affected, and the activities continue beyond 1 round. At the start of each commanded creature's action after the first, it gets another Will save to attempt to break free from the spell. Each creature must receive the same command.

## Commune with Nature

Nature

Divination

**Level:** Mage 5

**Components:** V, S

**Casting Time:** 10 minutes

**Range:** Personal

**Target:** You

**Duration:** Instantaneous

You become one with nature, attaining knowledge of the surrounding territory. You instantly gain knowledge of as many as three facts from among the following subjects: the ground or terrain, plants, minerals, bodies of water, people, general animal population, presence of woodland creatures, presence of powerful unnatural creatures, or even the general state of the natural setting.

In outdoor settings, the spell operates in a radius of 1 mile per caster level. In natural underground settings—caves, caverns, and the like—the radius is limited to 100 feet per caster level. The spell does not function where nature has been replaced by construction or settlement, such as in dungeons and towns.

## Comprehend Languages

Base

Divination

**Level:** Mage 1

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Personal

**Target:** You

**Duration:** 10 min./level

You can understand the spoken words of creatures or read otherwise incomprehensible written messages. In either case, you must touch the creature or the writing. The ability to read does not necessarily impart insight into the material, merely its literal meaning. The spell enables you to understand or read an unknown language, not speak or write it.

Written material can be read at the rate of one page (250 words) per minute. Magical writing cannot be read, though the spell reveals that it is magical. It does not decipher codes or reveal messages concealed in otherwise normal text.

## Confusion

Base

Enchantment (Compulsion) [Mind-Affecting]

**Level:** Mage 4

**Components:** V, S

**Casting Time:** 1 standard action

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

**Targets:** All creatures in a 15-ft. radius burst

**Duration:** 1 round/level

**Saving Throw:** Will negates

**Spell Resistance:** Yes

This spell causes the targets to become *confused*, making them unable to independently determine what they will do.

Roll on the following table at the beginning of each subject's turn each round to see what the subject does in that round.

d%	Behavior
01–10	Attack caster with melee or ranged weapons (or close with caster if attack is not possible).
11–20	Act normally.
21–50	Do nothing but babble incoherently.
51–70	Flee away from caster at top possible speed.

71–100 Attack nearest creature (for this purpose, a familiar counts as part of the subject's self).

A *confused* character who can't carry out the indicated action does nothing but babble incoherently. Attackers are not at any special advantage when attacking a *confused* character. Any *confused* character who is attacked automatically attacks its attackers on its next turn, as long as it is still *confused* when its turn comes. Note that a *confused* character will not make attacks of opportunity against any creature that it is not already devoted to attacking (either because of its most recent action or because it has just been attacked).

## Contagion

Sorcery

Necromancy [Evil]

**Level:** Mage 3

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Living creature touched

**Duration:** Instantaneous

**Saving Throw:** Fortitude negates

**Spell Resistance:** Yes

The subject contracts a disease selected from the table below, which strikes immediately (no incubation period). The DC noted is for the subsequent saves (use *contagion's* normal save DC for the initial saving throw).

Disease	DC	Damage
Blinding sickness	16	1d4 Str <sup>1</sup>
Cackle fever	16	1d6 Wis
Filth fever	12	1d3 Dex and 1d3 Con
Mindfire	12	1d4 Int
Red ache	15	1d6 Str
Shakes	13	1d8 Dex
Slimy doom	14	1d4 Con

<sup>1</sup> Each time a victim takes 2 or more points of Strength damage from blinding sickness, he or she must make another Fortitude save (using the disease's save DC) or be permanently blinded.

## Control Water

Air, water

Transmutation [Water]

**Level:** Mage 4

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Long (400 ft. + 40 ft./level)

**Area:** Water in a volume of 10 ft./level by 10 ft./level by 2 ft./level (S)

**Duration:** 10 min./level

**Saving Throw:** None; see text

**Spell Resistance:** No

Depending on the version you choose, the *control water* spell raises or lowers water.

*Lower Water:* This causes water or similar liquid to reduce its depth by as much as 2 feet per caster level (to a minimum depth of 1 inch). The water is lowered within a squarish depression whose sides are up to caster level x 10 feet long. In extremely large and deep bodies of water, such as a deep ocean, the spell creates a whirlpool that sweeps ships and similar craft downward, putting them at risk and rendering them unable to leave by normal movement for the duration of the spell.

*Raise Water:* This causes water or similar liquid to rise in height, just as the *lower water* version causes it to lower.

Boats raised in this way slide down the sides of the hump that the spell creates. If the area affected by the spell includes riverbanks, a beach, or other land nearby, the water can spill over onto dry land.

With either version, you may reduce one horizontal dimension by half and double the other horizontal dimension.

## Control Weather

Air, water

Transmutation

**Level:** Mage 7

**Components:** V, S

**Casting Time:** 10 minutes; see text

**Range:** 2 miles

**Area:** 2-mile-radius circle, centered on you; see text

**Duration:** 4d12 hours; see text

**Saving Throw:** None

**Spell Resistance:** No

You change the weather in the local area. It takes 10 minutes to cast the spell and an additional 10 minutes for the effects to manifest. You can call forth weather appropriate to the climate and season of the area you are in.

Season	Possible Weather
Spring	Tornado, thunderstorm, sleet storm, or hot weather
Summer	Torrential rain, heat wave, or hailstorm
Autumn	Hot or cold weather, fog, or sleet
Winter	Frigid cold, blizzard, or thaw

Late winter    Hurricane-force winds or early spring (coastal area)

You control the general tendencies of the weather, such as the direction and intensity of the wind. You cannot control specific applications of the weather—where lightning strikes, for example, or the exact path of a tornado. When you select a certain weather condition to occur, the weather assumes that condition 10 minutes later (changing gradually, not abruptly). The weather continues as you left it for the duration, or until you use a standard action to designate a new kind of weather (which fully manifests itself 10 minutes later). Contradictory conditions are not possible simultaneously.

*Control weather* can do away with atmospheric phenomena (naturally occurring or otherwise) as well as create them.

## Control Winds

Air, water

Transmutation [Air]

**Level:** Mage 5

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** 40 ft./level

**Area:** 40 ft./level radius cylinder 40 ft. high

**Duration:** 10 min./level

**Saving Throw:** Fortitude negates

**Spell Resistance:** No

You alter wind force in the area surrounding you. You can make the wind blow in a certain direction or manner, increase its strength, or decrease its strength. The new wind direction and strength persist until the spell ends or until you choose to alter your handiwork, which requires concentration. You may create an “eye” of calm air up to 80 feet in diameter at the center of the area if you so desire, and you may choose to limit the area to any cylindrical area less than your full limit.

*Wind Direction:* You may choose one of four basic wind patterns to function over the spell’s area.

- A downdraft blows from the center outward in equal strength in all directions.
- An updraft blows from the outer edges in toward the center in equal strength from all directions, veering upward before impinging on the eye in the center.
- A rotation causes the winds to circle the center in clockwise or counterclockwise fashion.
- A blast simply causes the winds to blow in one direction across the entire area from one side to the other.

*Wind Strength:* For every three caster levels, you can increase or decrease wind strength by one level. Each round on your turn, a creature in the wind must make a Fortitude save or suffer the effect of being in the windy area.

Strong winds (21+ mph) make sailing difficult.

A severe wind (31+ mph) causes minor ship and building damage.

A windstorm (51+ mph) drives most flying creatures from the skies, uproots small trees, knocks down light wooden structures, tears off roofs, and endangers ships.

Hurricane force winds (75+ mph) destroy wooden buildings, sometimes uproot even large trees, and cause most ships to founder.

A tornado (175+ mph) destroys all nonfortified buildings and often uproots large trees.

## Crown of glory

Base

Evocation

**Level:** Mage 9

**Components:** V, S,

**Casting Time:** 1 full round

**Range:** Personal

**Area:** 120-ft radius emanation centered on you

**Duration:** 1 min./level

**Saving Throw:** Will negates

**Spell Resistance:** Yes

The caster is imbued with an aura of celestial authority, inspiring awe in all lesser creatures. The caster gains a +4 enhancement bonus to his or her charisma score for the duration of the spell. All creatures with fewer than 8 **HD** or levels cease whatever they are doing and are compelled to pay attention to the caster. Any such creature that wants to take hostile action against the caster must make a successful **Will** save to do so. Any creature that does not make this **saving throw** the first time it attempts a hostile action is *enthralled* for the duration of the spell (as the *enthrall* spell), as long as it is in the spell's area, nor will it try to leave the area on its own. Creatures with 8 **HD** or more may pay attention to the caster, but are not affected by this spell.

When the caster speaks, all listeners telepathically understand him or her, even if they do not understand the language.

While the spell lasts, the caster can make up to three suggestions to creatures of fewer than 8 **HD** in range, as if using the *mass suggestion* spell (**Will** save negates); creatures with 8 **HD** or more aren't affected by this power. Only creatures within range at the time a *suggestion* is given are subject to it.

## Crushing Despair

Sorcery

Enchantment (Compulsion) [Mind-Affecting]

**Level:** Mage 3

**Components:** V, S,

**Casting Time:** 1 standard action

**Range:** 30 ft.

**Area:** Cone-shaped burst

**Duration:** 1 min./level

**Saving Throw:** Will negates

**Spell Resistance:** Yes

An invisible cone of despair causes great sadness in the subjects. Each affected creature takes a –2 penalty on attack rolls, saving throws, ability checks, skill checks, and weapon damage rolls.

## Darkness

Base

Evocation [Darkness]

**Level:** Mage 2

**Components:** V

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Object touched

**Duration:** 10 min./level (D)

**Saving Throw:** None

**Spell Resistance:** No

This spell causes an object to radiate shadowy illumination out to a 20-foot radius. All creatures in the area gain concealment (20% miss chance). Even creatures that can normally see in such conditions (such as with darkvision or low-light vision) have the miss chance in an area shrouded in magical *darkness*.

Normal lights (torches, candles, lanterns, and so forth) are incapable of brightening the area, as are light spells of lower level. Higher level light spells are not affected by *darkness*.

If *darkness* is cast on a small object that is then placed inside or under a lightproof covering, the spell's effect is blocked until the covering is removed.

*Darkness* counters or dispels any light spell of equal or lower spell level.

## Daylight

Fire

Evocation [Light]

**Level:** Artificer, mage 3

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Object touched

**Duration:** 10 min./level (D)

**Saving Throw:** None

**Spell Resistance:** No

The object touched sheds light as bright as full daylight in a 60-foot radius, and dim light for an additional 60 feet beyond that. Creatures that take penalties in bright light also take them while within the radius of this magical light. Despite its name, this spell is not the equivalent of daylight for the purposes of creatures that are damaged or destroyed by bright light.

If *daylight* is cast on a small object that is then placed inside or under a light- proof covering, the spell's effects are blocked until the covering is removed.

*Daylight* brought into an area of magical darkness (or vice versa) is temporarily negated, so that the otherwise prevailing light conditions exist in the overlapping areas of effect.

*Daylight* counters or dispels any darkness spell of equal or lower level, such as *darkness*.

## Daze

Base

Enchantment (Compulsion) [Mind-Affecting]

**Level:** Mage 1

**Components:** V, S

**Casting Time:** 1 standard action

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

**Target:** One humanoid creature of 4 HD or less

**Duration:** 1 round

**Saving Throw:** Will negates

**Spell Resistance:** Yes

This enchantment clouds the mind of a humanoid creature with 4 or fewer Hit Dice so that it takes no actions. Humanoids of 5 or more HD are not affected. A dazed subject is not stunned, so attackers get no special advantage against it.

## Daze Monster

Base

Enchantment (Compulsion) [Mind-Affecting]

**Level:** Mage 2

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

**Target:** One living creature of 6 HD or less

This spell functions like *daze*, but *daze monster* can affect any one living creature of any type. Creatures of 7 or more HD are not affected.

## Deep Slumber

Base

Enchantment (Compulsion) [Mind-Affecting]

**Level:** Mage 3

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

This spell functions like *sleep*, except that it affects 10 HD of creatures.

## Delay Poison

## Healing

Conjuration (Healing)

**Level:** Mage 2

**Components:** V, S, DF

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Creature touched

**Duration:** 1 hour/level

**Saving Throw:** Fortitude negates (harmless)

**Spell Resistance:** Yes (harmless)

The subject becomes temporarily immune to poison. Any poison in its system or any poison to which it is exposed during the spell's duration does not affect the subject until the spell's duration has expired. *Delay poison* does not cure any damage that poison may have already done.

## Desecrate

Sorcery

Evocation [Evil]

**Level:** Mage 2

**Components:** V, S

**Casting Time:** 1 standard action

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

**Area:** 20-ft.-radius emanation

**Duration:** 2 hours/level

**Saving Throw:** None

**Spell Resistance:** Yes

This spell imbues an area with negative energy. Every undead creature entering a *desecrated* area gains a +1 profane bonus on attack rolls, damage rolls, and saving throws. An undead creature created within or summoned into such an area gains +1 hit points per HD.

If the *desecrated* area contains an altar, shrine, or other permanent fixture dedicated to your deity or aligned higher power, the modifiers given above are doubled (–6 profane penalty on turning checks, +2 profane bonus and +2 hit points per HD for undead in the area).

If undead creatures are present but quiescent, the spell awakens them in an area of 100 yards radius per caster level.

## Detect Thoughts

Base

Divination [Mind-Affecting]

**Level:** Mage 2

**Components:** V, S, F/DF

**Casting Time:** 1 standard action

**Range:** 60 ft.

**Area:** Cone-shaped emanation

**Duration:** Concentration, up to 1 min./level

**Saving Throw:** Will negates; see text

**Spell Resistance:** No

You detect surface thoughts. The amount of information revealed depends on how long you study a particular area or subject.

*1st Round:* Presence or absence of thoughts (from conscious creatures with Intelligence scores of 1 or higher).

*2nd Round:* Number of thinking minds and the Intelligence score of each. If the highest Intelligence is 26 or higher (and at least 10 points higher than your own Intelligence score), you are stunned for 1 round and the spell ends. This spell does not let you determine the location of the thinking minds if you can't see the creatures whose thoughts you are detecting.

*3rd Round:* Surface thoughts of any mind in the area. A target's Will save prevents you from reading its thoughts, and you must cast *detect thoughts* again to have another chance. Creatures of animal intelligence (Int 1 or 2) have simple, instinctual thoughts that you can pick up.

Each round, you can turn to detect thoughts in a new area. The spell can penetrate barriers, but 1 foot of stone, 1 inch of common metal, a thin sheet of lead, or 3 feet of wood or dirt blocks it.

## Disguise Self

Illusion

Illusion (Glamer)

**Level:** Mage 1

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Personal

**Target:** You

**Duration:** 10 min./level (D)

You make yourself—including clothing, armor, weapons, and equipment—look different. You can seem 1 foot shorter or taller, thin, fat, or in between. You cannot change your body type. Otherwise, the extent of the apparent change is up to you. You could add or obscure a minor feature or look like an entirely different person.

The spell does not provide the abilities or mannerisms of the chosen form, nor does it alter the perceived tactile (touch) or audible (sound) properties of you or your equipment.

If you use this spell to create a disguise, you get a +10 bonus on the Disguise check.

A creature that interacts with the glamer gets a Will save to recognize it as an illusion.

## Dispel Magic

Base

Abjuration

**Level:** Mage 3

**Components:** V, S

**Casting Time:** 1 standard action

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

**Target or Area:** One spellcaster, creature, or object; or 20-ft.-radius burst

**Duration:** Instantaneous

**Saving Throw:** None

**Spell Resistance:** No

You can use *dispel magic* to end ongoing spells that have been cast on a creature or object, to temporarily suppress the magical abilities of a magic item, to end ongoing spells (or at least their effects) within an area, or to counter another spellcaster's spell. A dispelled spell ends as if its duration had expired. Some spells, as detailed in their descriptions, can't be defeated by *dispel magic*. *Dispel magic* can dispel (but not counter) spell-like effects just as it does spells.

*Note:* The effect of a spell with an instantaneous duration can't be dispelled, because the magical effect is already over before the *dispel magic* can take effect.

You choose to use *dispel magic* in one of three ways: a targeted dispel, an area dispel, or a counterspell:

*Targeted Dispel:* One object, creature, or spell is the target of the *dispel magic* spell. You make a dispel check (1d20 + your caster level, maximum +10) against the spell or against each ongoing spell currently in effect on the object or creature. The DC for this dispel check is 11 + the spell's caster level. If you succeed on a particular check, that spell is dispelled; if you fail, that spell remains in effect.

If you target an object or creature that is the effect of an ongoing spell, you make a dispel check to end the spell that conjured the object or creature.

If the object that you target is a magic item, you make a dispel check against the item's caster level. If you succeed, all the item's magical properties are suppressed for 1d4 rounds, after which the item recovers on its own. A suppressed item becomes nonmagical for the duration of the effect. A magic item's physical properties are unchanged: A suppressed magic sword is still a sword. Artifacts and divine beings are unaffected by magic such as this.

You automatically succeed on your dispel check against any spell that you cast yourself.

*Area Dispel:* When *dispel magic* is used in this way, the spell affects everything within a 20-foot radius.

For each creature within the area that is the subject of one or more spells, you make a dispel check against the spell with the highest caster level. If that check fails, you make dispel checks against progressively weaker spells until you dispel one spell (which discharges the *dispel magic* spell so far as that target is concerned) or until you fail all your checks. The creature's magic items are not affected.

For each object within the area that is the target of one or more spells, you make dispel checks as with creatures. Magic items are not affected by an area dispel.

For each ongoing area or effect spell whose point of origin is within the area of the *dispel magic* spell, you can make a dispel check to dispel the spell.

For each ongoing spell whose area overlaps that of the *dispel magic* spell, you can make a dispel check to end the effect, but only within the overlapping area.

If an object or creature that is the effect of an ongoing spell is in the area, you can make a dispel check to end the spell that conjured that object or creature (returning it whence it came) in addition to attempting to dispel spells targeting the creature or object.

You may choose to automatically succeed on dispel checks against any spell that you have cast.

*Counterspell:* When *dispel magic* is used in this way, the spell targets a spellcaster and is cast as a counterspell. Unlike a true counterspell, however, *dispel magic* may not work; you must make a dispel check to counter the other

spellcaster's spell.

## **Dominate Animal**

Nature

Enchantment (Compulsion) [Mind-Affecting]

**Level:** Mage 3

**Components:** V, S

**Casting Time:** 1 round

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

**Target:** One animal

**Duration:** 1 round/level

**Saving Throw:** Will negates

**Spell Resistance:** Yes

You can enchant an animal and direct it with simple commands such as "Attack," "Run," and "Fetch." Suicidal or self-destructive commands (including an order to attack a creature two or more size categories larger than the *dominated* animal) are simply ignored.

*Dominate animal* establishes a mental link between you and the subject creature. The animal can be directed by silent mental command as long as it remains in range. You need not see the creature to control it. You do not receive direct sensory input from the creature, but you know what it is experiencing. Because you are directing the animal with your own intelligence, it may be able to undertake actions normally beyond its own comprehension. You need not concentrate exclusively on controlling the creature unless you are trying to direct it to do something it normally couldn't do. Changing your instructions or giving a *dominated* creature a new command is the equivalent of redirecting a spell, so it is a move action.

## **Dominate Monster**

Sorcery

Enchantment (Compulsion) [Mind-Affecting]

**Level:** Mage 9

**Target:** One creature

This spell functions like *dominate person*, except that the spell is not restricted by creature type.

## **Dominate Person**

Sorcery

Enchantment (Compulsion) [Mind-Affecting]

**Level:** Mage 5

**Components:** V, S

**Casting Time:** 1 round

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

**Target:** One humanoid

**Duration:** One day/level

**Saving Throw:** Will negates

**Spell Resistance:** Yes

You can control the actions of any humanoid creature through a telepathic link that you establish with the subject's mind.

If you and the subject have a common language, you can generally force the subject to perform as you desire, within the limits of its abilities. If no common language exists, you can communicate only basic commands, such as "Come here," "Go there," "Fight," and "Stand still." You know what the subject is experiencing, but you do not receive direct sensory input from it, nor can it communicate with you telepathically.

Once you have given a *dominated* creature a command, it continues to attempt to carry out that command to the exclusion of all other activities except those necessary for day-to-day survival (such as sleeping, eating, and so forth). Because of this limited range of activity, a Sense Motive check against DC 15 (rather than DC 25) can determine that the subject's behavior is being influenced by an enchantment effect (see the Sense Motive skill description).

Changing your instructions or giving a *dominated* creature a new command is the equivalent of redirecting a spell, so it is a move action.

By concentrating fully on the spell (a standard action), you can receive full sensory input as interpreted by the mind of the subject, though it still can't communicate with you. You can't actually see through the subject's eyes, so it's not as good as being there yourself, but you still get a good idea of what's going on.

Subjects resist this control, and any subject forced to take actions against its nature receives a new saving throw with a



+2 bonus. Obviously self-destructive orders are not carried out. Once control is established, the range at which it can be exercised is unlimited, as long as you and the subject are on the same plane. You need not see the subject to control it. If you don't spend at least 1 round concentrating on the spell each day, the subject receives a new saving throw to throw off the domination.

## **Doom**

Sorcery

Necromancy [Fear, Mind-Affecting]

**Level:** Mage 1

**Components:** V, S

**Casting Time:** 1 standard action

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

**Target:** One living creature

**Duration:** 1 min./level

**Saving Throw:** Will negates

**Spell Resistance:** Yes

This spell fills a single subject with a feeling of horrible dread that causes it to become shaken. A shaken creature takes a -2 penalty on all attack rolls, saving throws, skill checks, and ability checks.

## **Dream**

Base

Illusion (Phantasm) [Mind-Affecting]

**Level:** Mage 5

**Components:** V, S

**Casting Time:** 1 minute

**Range:** Unlimited

**Target:** One living creature touched

**Duration:** See text

**Saving Throw:** None

**Spell Resistance:** Yes

You, or a messenger touched by you, sends a phantasmal message to others in the form of a dream. At the beginning of the spell, you must name the recipient or identify him or her by some title that leaves no doubt as to identity. The messenger then enters a trance, appears in the intended recipient's dream, and delivers the message. The message can be of any length, and the recipient remembers it perfectly upon waking. The communication is one-way. The recipient cannot ask questions or offer information, nor can the messenger gain any information by observing the dreams of the recipient.

Once the message is delivered, the messenger's mind returns instantly to its body. The duration of the spell is the time required for the messenger to enter the recipient's dream and deliver the message.

If the recipient is awake when the spell begins, the messenger can choose to wake up (ending the spell) or remain in the trance. The messenger can remain in the trance until the recipient goes to sleep, then enter the recipient's dream and deliver the message as normal. A messenger that is disturbed during the trance comes awake, ending the spell.

Creatures who don't sleep (such as elves, but not half-elves) or don't dream cannot be contacted by this spell.

The messenger is unaware of its own surroundings or of the activities around it while in the trance. It is defenseless both physically and mentally (always fails any saving throw) while in the trance.

## **Eagle's Splendor**

Base

Transmutation

**Level:** Mage 2

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Creature touched

**Duration:** 1 min./level

**Saving Throw:** Will negates (harmless)

**Spell Resistance:** Yes

The transmuted creature becomes more poised, articulate, and personally forceful. The spell grants a +4 enhancement bonus to Charisma, adding the usual benefits to Charisma-based skill checks and other uses of the Charisma modifier. Mages affected by this spell do not gain any additional bonus spells for the increased Charisma, but the save DCs for

spells they cast while under this spell's effect do increase.

## Endure Elements

Base

Abjuration

**Level:** Artificer and mage 1

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Creature touched

**Duration:** 24 hours

**Saving Throw:** Will negates (harmless)

**Spell Resistance:** Yes (harmless)

A creature protected by *endure elements* suffers no harm from being in a hot or cold environment. It can exist comfortably in conditions between –50 and 140 degrees Fahrenheit without having to make Fortitude saves). The creature's equipment is likewise protected.

*Endure elements* doesn't provide any protection from fire or cold damage, nor does it protect against other environmental hazards such as smoke, lack of air, and so forth.

## Entangle

Nature

Transmutation

**Level:** Mage 3

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Long (400 ft. + 40 ft./level)

**Area:** Plants in a 40-ft.-radius spread

**Duration:** 1 min./level

**Saving Throw:** Reflex partial; see text

**Spell Resistance:** No

Grasses, weeds, bushes, and even trees wrap, twist, and entwine about creatures in the area or those that enter the area, holding them fast and causing them to become entangled. The creature can break free and move half its normal speed by using a full-round action to make a DC 20 Strength check or a DC 20 Escape Artist check. A creature that succeeds on a Reflex save is not entangled but can still move at only half speed through the area. Each round on your turn, the plants once again attempt to entangle all creatures that have avoided or escaped entanglement.

*Note:* The effects of the spell may be altered somewhat, based on the nature of the entangling plants.

## Enthrall

Base

Enchantment (Charm) [Language Dependent, Mind-Affecting, Sonic]

**Level:** Mage 2

**Components:** V, S

**Casting Time:** 1 round

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

**Targets:** Any number of creatures

**Duration:** 1 hour or less

**Saving Throw:** Will negates; see text

**Spell Resistance:** Yes

If you have the attention of a group of creatures, you can use this spell to hold them spellbound. To cast the spell, you must speak or sing without interruption for 1 full round. Thereafter, those affected give you their undivided attention, ignoring their surroundings. They are considered to have an attitude of friendly while under the effect of the spell. Any potentially affected creature of a race unfriendly to yours gets a +4 bonus on the saving throw.

A creature with 4 or more HD or with a Wisdom score of 16 or higher remains aware of its surroundings and has an attitude of indifferent. It gains a new saving throw if it witnesses actions that it opposes.

The effect lasts as long as you speak or sing, to a maximum of 1 hour. Those *enthralled* by your words take no action while you speak or sing and for 1d3 rounds thereafter while they discuss the topic or performance. Those entering the area during the performance must also successfully save or become *enthralled*. The speech ends (but the 1d3-round delay still applies) if you lose concentration or do anything other than speak or sing.

If those not *enthralled* have unfriendly or hostile attitudes toward you, they can collectively make a Charisma check to

try to end the spell by jeering and heckling. For this check, use the Charisma bonus of the creature with the highest Charisma in the group; others may make Charisma checks to assist. The heckling ends the spell if this check result beats your Charisma check result. Only one such challenge is allowed per use of the spell.

If any member of the audience is attacked or subjected to some other overtly hostile act, the spell ends and the previously *enthralled* members become immediately unfriendly toward you. Each creature with 4 or more HD or with a Wisdom score of 16 or higher becomes hostile.

## Fear

Sorcery

Necromancy [Fear, Mind-Affecting]

**Level:** Mage 4

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** 30 ft.

**Area:** Cone-shaped burst

**Duration:** 1 round/level or 1 round; see text

**Saving Throw:** Will partial

**Spell Resistance:** Yes

An invisible cone of terror causes each living creature in the area to become panicked unless it succeeds on a Will save. If cornered, a panicked creature begins cowering. If the Will save succeeds, the creature is shaken for 1 round.

## Fire Seeds

Fire

Conjuration (Creation) [Fire]

**Level:** Artificer and mage 6

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Touch

**Targets:** Up to four touched acorns or up to eight touched holly berries

**Duration:** 10 min./level or until used

**Saving Throw:** None or Reflex half; see text

**Spell Resistance:** No

Depending on the version of *fire seeds* you choose, you turn acorns into splash weapons that you or another character can throw, or you turn holly berries into bombs that you can detonate on command.

*Acorn Grenades:* As many as four acorns turn into special splash weapons that can be hurled as far as 100 feet. A ranged touch attack roll is required to strike the intended target. Together, the acorns are capable of dealing 1d6 points of fire damage per caster level (maximum 20d6), divided up among the acorns as you wish.

Each acorn explodes upon striking any hard surface. In addition to its regular fire damage, it deals 1 point of splash damage per die, and it ignites any combustible materials within 10 feet. A creature within this area that makes a successful Reflex saving throw takes only half damage; a creature struck directly is not allowed a saving throw.

*Holly Berry Bombs:* You turn as many as eight holly berries into special bombs. The holly berries are usually placed by hand, since they are too light to make effective thrown weapons (they can be tossed only 5 feet). If you are within 200 feet and speak a word of command, each berry instantly bursts into flame, causing 1d8 points of fire damage +1 point per caster level to every creature in a 5-foot radius burst and igniting any combustible materials within 5 feet. A creature in the area that makes a successful Reflex saving throw takes only half damage.

## Fog Cloud

Air, water

Conjuration (Creation)

**Level:** Mage 2

**Components:** V, S

**Casting Time:** 1 standard action

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

**Effect:** Fog spreads in 20-ft. radius, 20 ft. high

**Duration:** 10 min./level

**Saving Throw:** None

**Spell Resistance:** No

A bank of fog billows out from the point you designate. The fog obscures all sight, including darkvision, beyond 5 feet.

A creature within 5 feet has concealment (attacks have a 20% miss chance). Creatures farther away have total concealment (50% miss chance, and the attacker can't use sight to locate the target).

A moderate wind (11+ mph) disperses the fog in 4 rounds; a strong wind (21+ mph) disperses the fog in 1 round.

The spell does not function underwater.

## **Glyph of Warding**

Base

Abjuration

**Level:** Mage 3

**Components:** V, S, M

**Casting Time:** 10 minutes

**Range:** Touch

**Target or Area:** Object touched or up to 5 sq. ft./level

**Duration:** Permanent until discharged (D)

**Saving Throw:** See text

**Spell Resistance:** No (object) and Yes; see text

This powerful inscription harms those who enter, pass, or open the warded area or object. A *glyph of warding* can guard a bridge or passage, ward a portal, trap a chest or box, and so on.

You set the conditions of the ward. Typically, any creature entering the warded area or opening the warded object without speaking a password (which you set when casting the spell) is subject to the magic it stores. Alternatively or in addition to a password trigger, *glyphs* can be set according to physical characteristics (such as height or weight) or creature type, subtype, or kind. *Glyphs* can also be set with respect to good or evil. They cannot be set according to class, Hit Dice, or level. *Glyphs* respond to invisible creatures normally but are not triggered by those who travel past them ethereally. Multiple *glyphs* cannot be cast on the same area. However, if a cabinet has three drawers, each can be separately warded.

When casting the spell, you weave a tracery of faintly glowing lines around the warding sigil. A *glyph* can be placed to conform to any shape up to the limitations of your total square footage. When the spell is completed, the *glyph* and tracery become nearly invisible.

*Glyphs* cannot be affected or bypassed by such means as physical or magical probing, though they can be dispelled. *Change shape* and *nondetection* (and similar magical effects) can fool a *glyph*, though nonmagical disguises and the like can't.

*Note:* Magic traps such as *glyph of warding* are hard to detect and disable. A rogue (only) can use the Search skill to find the *glyph* and Disable Device to thwart it. The DC in each case is 25 + spell level, or 28 for *glyph of warding*.

Depending on the version selected, a *glyph* either blasts the intruder or activates a spell.

*Blast Glyph:* A *blast glyph* deals 1d8 points of damage per two caster levels (maximum 5d8) to the intruder and to all within 5 feet of him or her. This damage is acid, cold, fire, electricity, or sonic (caster's choice, made at time of casting). Each creature affected can attempt a Reflex save to take half damage. Spell resistance applies against this effect.

*Spell Glyph:* You can store any harmful spell of 3rd level or lower that you know. All level-dependent features of the spell are based on your caster level at the time of casting the *glyph*. If the spell has a target, it targets the intruder. If the spell has an area or an amorphous effect the area or effect is centered on the intruder. If the spell summons creatures, they appear as close as possible to the intruder and attack. Saving throws and spell resistance operate as normal, except that the DC is based on the level of the spell stored in the *glyph*.

## **Greater misdirection**

Illusion

Illusion (Figment)

**Level:** Mage 6

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Long (1 mile/level)

**Effect:** area in range

**Duration:** 1 hour/level

**Saving Throw:** Will negates

**Spell Resistance:** yes

As web of misdirection, except that as noted above; the caster can also "sculpt" the spell as long as the area is roughly the same shape of a circle.

## **Greymantle**

## Sorcery

Necromancy

**Level:** Mage 5

**Components:** V, S

**Casting Time:** 1 standard action

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

**Effect:** One living creature

**Duration:** 10 minutes/level

**Saving Throw:** Fortitude negates

**Spell Resistance:** Yes

You create a cloud of sickly gray energy that streaks toward a living creature, wrapping it in the foul essence of unlife. The gray radiance is transferred to the creature, covering it entirely. For the duration of the spell, a living subject cannot regain hit points or ability score points by any means, nor can the creature remove negative levels. Regeneration or fast healing abilities the subject has from any source are suppressed for the duration of the spell. Spells that heal damage do not work on that individual. The subject can improve its current hit points by boosting its Constitution score and can receive temporary hit points (from an [aid](#) spell, for example)

## Gust of Wind

Air, water

Evocation [Air]

**Level:** Mage 2

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** 60 ft.

**Effect:** Line-shaped gust of severe wind emanating out from you to the extreme of the range

**Duration:** 1 round

**Saving Throw:** Fortitude negates

**Spell Resistance:** Yes

This spell creates a severe blast of air (approximately 50 mph) that originates from you, affecting all creatures in its path.

A Tiny or smaller creature on the ground is knocked down and rolled 1d4x10 feet, taking 1d4 points of nonlethal damage per 10 feet. If flying, a Tiny or smaller creature is blown back 2d6x10 feet and takes 2d6 points of nonlethal damage due to battering and buffeting.

Small creatures are knocked prone by the force of the wind, or if flying are blown back 1d6x10 feet.

Medium creatures are unable to move forward against the force of the wind, or if flying are blown back 1d6x5 feet.

Large or larger creatures may move normally within a *gust of wind* effect.

A *gust of wind* can't move a creature beyond the limit of its range.

Any creature, regardless of size, takes a –4 penalty on ranged attacks and Listen checks in the area of a *gust of wind*.

The force of the *gust* automatically extinguishes candles, torches, and similar unprotected flames. It causes protected flames, such as those of lanterns, to dance wildly and has a 50% chance to extinguish those lights.

In addition to the effects noted, a *gust of wind* can do anything that a sudden blast of wind would be expected to do. It can create a stinging spray of sand or dust, fan a large fire, overturn delicate awnings or hangings, heel over a small boat, and blow gases or vapors to the edge of its range.

## Hallow

Inner fire

Evocation [Good]

**Level:** Mage 5

**Components:** V, S,

**Casting Time:** 24 hours

**Range:** Touch

**Area:** 40-ft. radius emanating from the touched point

**Duration:** Instantaneous

**Saving Throw:** See text

**Spell Resistance:** See text

*Hallow* makes a particular site, building, or structure a holy site. This has five major effects.

First, inside the area the subject gains a +2 deflection bonus to AC and a +2 resistance bonus on saves against attacks made or effects created by evil creatures.

Second, the barrier blocks any attempt to possess the creatures in the warded area or to exercise mental control over the

creature (including enchantment (charm) effects and enchantment (compulsion) effects that grant the caster ongoing control over the subject, such as *dominate person*). The protection does not prevent such effects from targeting the protected creature, but it suppresses the effect inside the area warded by the Hallow effect.

Third, all undeads must succeed in a will save to approach the hallowed area, and they must save every round or be forced to exit. Spell resistance does not apply to this effect.

Fourth, any dead body interred in a *hallowed* site cannot be turned into an undead creature.

Finally, you may choose to fix a single spell effect to the *hallowed* site. The spell effect lasts for one year and functions throughout the entire site, regardless of the normal duration and area or effect. You may designate whether the effect applies to all creatures, creatures who share your faith or alignment, or creatures who adhere to another faith or alignment. At the end of the year, the chosen effect lapses, but it can be renewed or replaced simply by casting *hallow* again.

Spell effects that may be tied to a *hallowed* site include *aid*, *daylight*, *dispel magic*, *endure elements*, *heroism*, *remove fear*, *resist energy*. Saving throws and spell resistance might apply to these spells' effects. (See the individual spell descriptions for details.)

An area can receive only one *hallow* spell (and its associated spell effect) at a time. *Hallow* counters but does not dispel *unhallow*.

## Hallucinatory Terrain

Illusion

Illusion (Glamer)

**Level:** Mage 4

**Components:** V, S

**Casting Time:** 10 minutes

**Range:** Long (400 ft. + 40 ft./level)

**Area:** One 30-ft. cube/level (S)

**Duration:** 2 hours/level (D)

**Saving Throw:** Will disbelief (if interacted with)

**Spell Resistance:** No

You make natural terrain look, sound, and smell like some other sort of natural terrain. Structures, equipment, and creatures within the area are not hidden or changed in appearance.

## Healing

Healing

Conjuration (Healing)

**Level:** Mage 1

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Creature touched

**Duration:** Instantaneous

**Saving Throw:** no

**Spell Resistance:** no

When laying your hand upon a living creature, you grant +5 to the caster's next healing check

## Heroism

Inner fire

Enchantment (Compulsion) [Mind-Affecting]

**Level:** Artificer and mage 3

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Creature touched

**Duration:** 10 min./level

**Saving Throw:** Will negates (harmless)

**Spell Resistance:** Yes (harmless)

This spell imbues a single creature with great bravery and morale in battle. The target gains a +2 morale bonus on attack rolls, saves, and skill checks.

## Heroism, Greater

Inner fire

Enchantment (Compulsion) [Mind-Affecting]

**Level:** Artificer and mage 6

**Duration:** 1 min./level

This spell functions like *heroism*, except the creature gains a +4 morale bonus on attack rolls, saves, and skill checks, immunity to fear effects, and temporary hit points equal to your caster level (maximum 20).

## Hide from Animals

Nature

Abjuration

**Level:** Mage 2

**Components:** S

**Casting Time:** 1 standard action

**Range:** Touch

**Targets:** One creature touched/level

**Duration:** 10 min./level (D)

**Saving Throw:** Will negates (harmless)

**Spell Resistance:** Yes

Animals cannot see, hear, or smell the warded creatures. Even extraordinary or supernatural sensory capabilities, such as blindsense, blindsight, scent, and tremorsense, cannot detect or locate warded creatures. Animals simply act as though the warded creatures are not there. If a warded character touches an animal or attacks any creature, even with a spell, the spell ends for all recipients.

## Hold Monster

Base

Enchantment (Compulsion) [Mind-Affecting]

**Level:** Mage 5

**Components:** V, S

**Target:** One living creature

This spell functions like *hold person*, except that it affects any living creature that fails its Will save.

## Hold Person

Base

Enchantment (Compulsion) [Mind-Affecting]

**Level:** Mage 2

**Components:** V, S

**Casting Time:** 1 standard action

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

**Target:** One humanoid creature

**Duration:** 1 round/level; see text

**Saving Throw:** Will negates; see text

**Spell Resistance:** Yes

The subject becomes paralyzed and freezes in place. It is aware and breathes normally but cannot take any actions, even speech. Each round on its turn, the subject may attempt a new saving throw to end the effect. (This is a full-round action that does not provoke attacks of opportunity.)

A winged creature who is paralyzed cannot flap its wings and falls. A swimmer can't swim and may drown.

## Hold Person, Mass

Base

Enchantment (Compulsion) [Mind-Affecting]

**Level:** Mage 7

**Targets:** One or more humanoid creatures, no two of which can be more than 30 ft. apart

This spell functions like *hold person*, except as noted above.

## Holy Word

Inner fire

Evocation [Good, Sonic]

**Level:** Mage 7

**Components:** V

**Casting Time:** 1 standard action

**Range:** 40 ft.

**Area:** Nongood creatures in a 40-ft.-radius spread centered on you

**Duration:** Instantaneous

**Saving Throw:** None; see text

**Spell Resistance:** Yes

Any nongood creature within the area that hears the *holy word* suffers the following ill effects.

HD	Effect
Equal to caster level	Deafened
Up to caster level -1	Blinded, deafened
Up to caster level -5	Paralyzed, blinded, deafened
Up to caster level -10	Killed, paralyzed, blinded, deafened

The effects are cumulative and concurrent. No saving throw is allowed against these effects.

*Deafened:* The creature is deafened for 1d4 rounds.

*Blinded:* The creature is blinded for 2d4 rounds.

*Paralyzed:* The creature is paralyzed and helpless for 1d10 minutes.

*Killed:* Living creatures die. Undead creatures are destroyed.

Creatures whose HD exceed your caster level are unaffected by *holy word*.

## Incendiary Cloud

Fire

Conjuration (Creation) [Fire]

**Level:** Mage 9

**Components:** V, S

**Casting Time:** 1 standard action

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

**Effect:** Cloud spreads in 20-ft. radius, 20 ft. high

**Duration:** 1 round/level

**Saving Throw:** Reflex half; see text

**Spell Resistance:** No

An *incendiary cloud* spell creates a cloud of roiling smoke shot through with white-hot embers. The smoke obscures all sight as a *fog cloud* does. In addition, the white-hot embers within the cloud deal 4d6 points of fire damage to everything within the cloud on your turn each round. All targets can make Reflex saves each round to take half damage. As with a *cloudkill* spell, the smoke moves away from you at 10 feet per round. Figure out the smoke's new spread each round based on its new point of origin, which is 10 feet farther away from where you were when you cast the spell. By concentrating, you can make the cloud (actually its point of origin) move as much as 60 feet each round. Any portion of the cloud that would extend beyond your maximum range dissipates harmlessly, reducing the remainder's spread thereafter.

As with *fog cloud*, wind disperses the smoke, and the spell can't be cast underwater.

## Knock

Base

Transmutation

**Level:** Mage 2

**Components:** V

**Casting Time:** 1 standard action

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

**Target:** One door, box, or chest with an area of up to 10 sq. ft./level

**Duration:** Instantaneous; see text

**Saving Throw:** None

**Spell Resistance:** No

The *knock* spell opens stuck, barred, locked, *held*, or *arcane locked* doors. It opens secret doors, as well as locked or trick-opening boxes or chests. It also loosens welds, shackles, or chains (provided they serve to hold closures shut). If



used to open a *arcane locked* door, the spell does not remove the *arcane lock* but simply suspends its functioning for 10 minutes. In all other cases, the door does not relock itself or become stuck again on its own. *Knock* does not raise barred gates or similar impediments (such as a portcullis), nor does it affect ropes, vines, and the like. The effect is limited by the area. Each spell can undo as many as two means of preventing egress.

## Light

Fire

Evocation [Light]

**Level:** Artificer and mage 1

**Components:** V

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Object touched

**Duration:** 10 min./level

**Saving Throw:** None

**Spell Resistance:** No

This spell causes an object to glow like a torch, shedding bright light in a 20-foot radius (and dim light for an additional 20 feet) from the point you touch. The effect is immobile, but it can be cast on a movable object. Light taken into an area of magical *darkness* does not function.

A light spell (one with the light descriptor) counters and dispels a darkness spell (one with the darkness descriptor) of an equal or lower level.

*Arcane Material Component:* A firefly or a piece of phosphorescent moss.

## Lightning cone

Air, water

Evocation [Electricity]

**Level:** Mage 1

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** 15 ft.

**Area:** Cone-shaped burst

**Duration:** Instantaneous

**Saving Throw:** Reflex half

**Spell Resistance:** Yes

A cone of electric energy shoots from your fingertips. Any creature in the area takes 1d4 points of electricity damage per caster level (maximum 5d4).

## Limited Wish

Base

Universal

**Level:** Mage 7

**Components:** V, S, XP

**Casting Time:** 1 standard action

**Range:** See text

**Target, Effect, or Area:** See text

**Duration:** See text

**Saving Throw:** None; see text

**Spell Resistance:** Yes

A *limited wish* lets you create nearly any type of effect. For example, a *limited wish* can do any of the following things.

- Duplicate any spell of 6th level or lower, provided the spell is of a sphere available to you.
- Duplicate any spell of 5th level or lower, even if it's of a sphere not available to you.
- Undo the harmful effects of many spells, such as *bestow curse* or *dominate person*.
- Produce any other effect whose power level is in line with the above effects, such as a single creature automatically hitting on its next attack or taking a  $-7$  penalty on its next saving throw.

A duplicated spell allows saving throws and spell resistance as normal (but the save DC is for a 7th-level spell). When a *limited wish* duplicates a spell that has an XP cost, you must pay that cost or 300 XP, whichever is more.

*XP Cost:* 300 XP or more (see above).

## Longstrider

Base

Transmutation

**Level:** Mage 1

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Personal

**Target:** You

**Duration:** 1 hour/level (D)

This spell increases your base land speed by 10 feet. (This adjustment counts as an enhancement bonus.) It has no effect on other modes of movement, such as burrow, climb, fly, or swim.

## Maddening whispers

Sorcery

Enchantment (Compulsion) [Mind-Affecting]

**Level:** Mage 8,

**Components:** V,

**Casting Time:** 1 round

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

**Target:** One creature/level

**Duration:** 1 round/level

**Saving Throw:** Will negates

**Spell Resistance:** Yes

As you mutter this spell, your words burrow into your foes' minds like hungry maggots, spawning dark and disturbing thoughts.

You can choose to inflict one of the following conditions upon any creatures that fail their saving throws:

**Hysteria:** The subjects fall into fits of uncontrollable laughing or crying (equal chance for either). This hysteria affects subjects as though they were nauseated; they are unable to attack, cast spells, concentrate on spells, or do anything else requiring attention. The only action a subject can take is a single move action per turn.

**Panic:** The subjects become panicked. If cornered, a panicked creature cowers.

**Violent Hallucinations:** The subjects perceive any nearby creatures as dangerous enemies, attacking the nearest ones and fighting until the subjects are slain or until no more creatures are in sight.

**Stupor:** The subjects curl up on the floor and remain oblivious to events around them. Characters in a stupor are effectively stunned and prone.

## Magic Fang

Nature

Transmutation

**Level:** Mage 1

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Living creature touched

**Duration:** 1 min./level

**Saving Throw:** Will negates (harmless)

**Spell Resistance:** Yes (harmless)

*Magic fang* gives one natural weapon of the subject a +1 enhancement bonus on attack and damage rolls. The spell can affect a slam attack, fist, bite, or other natural weapon. (The spell does not change an unarmed strike's damage from nonlethal damage to lethal damage.)

## Magic Weapon

Base

Transmutation

**Level:** Artificer and mage 1

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Weapon touched

**Duration:** 1 min./level

**Saving Throw:** Will negates (harmless, object)

**Spell Resistance:** Yes (harmless, object)

*Magic weapon* gives a weapon a +1 enhancement bonus on attack and damage rolls. (An enhancement bonus does not stack with a masterwork weapon's +1 bonus on attack rolls.)

You can't cast this spell on a natural weapon, such as an unarmed strike (instead, see *magic fang*).

## **Magic Weapon, Greater**

Base

Transmutation

**Level:** Artificer and mage 4

**Components:** V, S

**Casting Time:** 1 standard action

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

**Target:** One or more weapons or fifty projectiles (all of which must be in contact with each other at the time of casting)

**Duration:** 1 hour/level

**Saving Throw:** Will negates (harmless, object)

**Spell Resistance:** Yes (harmless, object)

This spell functions like *magic weapon*, except that it gives to a single weapon or to a number of weapons an enhancement bonus on attack and damage rolls of +1 per four caster levels (maximum +5), which can be distributed as the caster wants.

Alternatively, you can affect as many as fifty 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 when used.

## **Major Healing**

Healing

Conjuration (Healing)

**Level:** Mage 3

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Creature touched

**Duration:** Instantaneous

**Saving Throw:** no

**Spell Resistance:** no

When laying your hand upon a living creature, you grant +10 to the caster's next healing check

## **Major Image**

Illusion

Illusion (Figment)

**Level:** Mage 3

**Duration:** Concentration + 3 rounds

This spell functions like *minor image*, except that sound, smell, and thermal illusions are included in the spell effect. While concentrating, you can move the image within the range.

The image disappears when struck by an opponent unless you cause the illusion to react appropriately.

## **Mastery of Forms**

Nature

(Transmutation)

**Level:** Mage 4

**Components:** V, S,

**Casting Time:** 1 standard action

**Range:** Touch or personal

**Target:** Willing living creature touched or you

**Duration:** 10 min./level (D)

**Saving Throw:** None

**Spell Resistance:** No

This spell functions like change shape, except as noted above and you can assume also dragon, magical animal and monstrous humanoid types, and the maximum Hd of the assumed form is 18 HD.

## Mind Blank

Inner Fire

Abjuration

**Level:** Mage 8

**Components:** V, S

**Casting Time:** 1 standard action

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

**Target:** One creature

**Duration:** 24 hours

**Saving Throw:** Will negates (harmless)

**Spell Resistance:** Yes (harmless)

The subject is protected from all devices and spells that detect, influence, or read emotions or thoughts. This spell protects against all mind-affecting spells and effects as well as information gathering by divination spells or effects. *Mind blank* even foils *limited wish* spells when they are used in such a way as to affect the subject's mind or to gain information about it. In the case of scrying that scans an area the creature is in, such as *arcane eye*, the spell works but the creature simply isn't detected. Scrying attempts that are targeted specifically at the subject do not work at all.

## Mindwipe

Sorcery

Enchantment (Compulsion) [Mind-Affecting]

**Level:** Mage 4

**Components:** V, S

**Casting Time:** 1 standard action

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

**Target:** One creature

**Duration:** instantaneous

**Saving Throw:** Fortitude negates

**Spell Resistance:** Yes (harmless)

You partially wipe your victim's mind of past experiences, bestowing two [negative levels](#) upon it. If the subject has at least as many negative levels as Hit Dice, it dies. If the subject survives, it loses these two negative levels after 1 hour.

## Minor Image

Illusion

Illusion (Figment)

**Level:** Mage 2

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Long (400 ft. + 40 ft./level)

**Effect:** Visual figment that cannot extend beyond four 10-ft. cubes + one 10-ft. cube/level (S)

**Duration:** Concentration + 2 rounds

**Saving Throw:** Will disbelief (if interacted with)

**Spell Resistance:** No

This spell creates the visual illusion of an object, creature, or force, as visualized by you. The illusion does not create smell, texture, or temperature; it includes some minor sounds but not understandable speech.. You can move the image within the limits of the size of the effect.

## Mist of Speed

Base

Conjuration (Creation)

**Level:** Mage 5

**Components:** V, S

**Casting Time:** 1 standard action  
**Range:** Medium (100 ft. + 100 ft./level)  
**Effect:** Cloud spreads in 100ft/level radius, 20 ft. high  
**Duration:** 1 hour/level  
**Saving Throw:** no  
**Spell Resistance:** No

Mist of speed creates a magical mist which obscures vision from the outside as a fog cloud spell; people inside the mist have half normal sight. Anyone inside the mist can ride or run without tiring (add + 5 bonus to any constitution checks made by people running or riding, and by any animals used as mounts). The mist moves in a single direction decided by the caster at the maximum speed of a fast horse and can be tied by the group moving inside the mist for the duration of the spell. If the group halts, the mist halts as well; if the group dismembers, the mist will follow the most numerous part of the group. The caster can end the spell at will.

A moderate wind (11+ mph) disperses the fog in 4 rounds; a strong wind (21+ mph) disperses the fog in 1 round. The spell does not function underwater.

## Modify Memory

Base  
Enchantment (Compulsion) [Mind-Affecting]  
**Level:** Mage 4  
**Components:** V, S  
**Casting Time:** 1 round; see text  
**Range:** Close (25 ft. + 5 ft./2 levels)  
**Target:** One living creature  
**Duration:** Permanent  
**Saving Throw:** Will negates  
**Spell Resistance:** Yes

You reach into the subject's mind and modify as many as 5 minutes of its memories in one of the following ways.

- Eliminate all memory of an event the subject actually experienced. This spell cannot negate *charm*, *suggestion*, or similar spells.
- Allow the subject to recall with perfect clarity an event it actually experienced.
- Change the details of an event the subject actually experienced.
- Implant a memory of an event the subject never experienced.

Casting the spell takes 1 round. If the subject fails to save, you proceed with the spell by spending as much as 5 minutes (a period of time equal to the amount of memory time you want to modify) visualizing the memory you wish to modify in the subject. If your concentration is disturbed before the visualization is complete, or if the subject is ever beyond the spell's range during this time, the spell is lost.

A modified memory does not necessarily affect the subject's actions, particularly if it contradicts the creature's natural inclinations. An illogical modified memory is dismissed by the creature as a bad dream or a memory muddled by too much wine.

## Nondetection

Base  
Abjuration  
**Level:** artificer and mage 3  
**Components:** V, S  
**Casting Time:** 1 standard action  
**Range:** Touch  
**Target:** Creature or object touched  
**Duration:** 1 hour/level  
**Saving Throw:** Will negates (harmless, object)  
**Spell Resistance:** Yes (harmless, object)

The warded creature or object becomes difficult to detect by divination spells. If a divination is attempted against the warded creature or item, the caster of the divination must succeed on a caster level check (1d20 + caster level) against a DC of 11 + the caster level of the spellcaster who cast *nondetection*. If you cast *nondetection* on yourself or on an item currently in your possession, the DC is 15 + your caster level.

If cast on a creature, *nondetection* wards the creature's gear as well as the creature itself.

## Obscuring Mist

Air, water

Conjuration (Creation)

**Level:** Mage 1

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** 20 ft.

**Effect:** Cloud spreads in 20-ft. radius from you, 20 ft. high

**Duration:** 1 min./level

**Saving Throw:** None

**Spell Resistance:** No

A misty vapor arises around you. It is stationary once created. The vapor obscures all sight, including darkvision, beyond 5 feet. A creature 5 feet away has concealment (attacks have a 20% miss chance). Creatures farther away have total concealment (50% miss chance, and the attacker cannot use sight to locate the target).

A moderate wind (11+ mph), such as from a *gust of wind* spell, disperses the fog in 4 rounds. A strong wind (21+ mph) disperses the fog in 1 round.

This spell does not function underwater.

## Pass without Trace

Nature

Transmutation

**Level:** Mage 1

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Touch

**Targets:** One creature/level touched

**Duration:** 1 hour/level (D)

**Saving Throw:** Will negates (harmless)

**Spell Resistance:** Yes (harmless)

The subject or subjects can move through any type of terrain and leave neither footprints nor scent. Tracking the subjects is impossible by nonmagical means.

## Permanent Image

Illusion

Illusion (Figment)

**Level:** Mage 5

**Effect:** Figment that cannot extend beyond a 20-ft. cube + one 10-ft. cube/level (S)

**Duration:** Permanent (D)

This spell functions like *minor image*, except that the figment includes visual, auditory, olfactory, and thermal elements, and the spell is permanent. By concentrating, you can move the image within the limits of the range, but it is static while you are not concentrating.

## Prestidigitation

Base

Universal

**Level:** Mage 1

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** 10 ft.

**Target, Effect, or Area:** See text

**Duration:** 1 hour

**Saving Throw:** See text

**Spell Resistance:** No

Prestidigitations are minor tricks that novice spellcasters use for practice. Once cast, a *prestidigitation* spell enables you to perform simple magical effects for 1 hour. The effects are minor and have severe limitations. A prestidigitation can slowly lift 1 pound of material. It can color, clean, or soil items in a 1-foot cube each round. It can chill, warm, or flavor 1 pound of nonliving material. It cannot deal damage or affect the concentration of spellcasters. *Prestidigitation* can create small objects, but they look crude and artificial. The materials created by a *prestidigitation* spell are extremely fragile, and they cannot be used as tools, weapons, or spell components. Finally, a *prestidigitation* lacks the power to duplicate any other spell effects. Any actual change to an object (beyond just moving, cleaning, or soiling it) persists

only 1 hour.

## Produce Flame

Fire

Evocation [Fire]

**Level:** Artificer and mage 2

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** 0 ft.

**Effect:** Flame in your palm

**Duration:** 1 min./level

**Saving Throw:** None

**Spell Resistance:** Yes

Flames as bright as a torch appear in your open hand. The flames harm neither you nor your equipment.

In addition to providing illumination, the flames can be hurled or used to touch enemies. You can strike an opponent with a melee touch attack, dealing fire damage equal to 1d6 +1 point per caster level (maximum +5). Alternatively, you can hurl the flames up to 120 feet as a thrown weapon. When doing so, you attack with a ranged touch attack (with no range penalty) and deal the same damage as with the melee attack. No sooner do you hurl the flames than a new set appears in your hand. Each attack you make reduces the remaining duration by 1 minute. If an attack reduces the remaining duration to 0 minutes or less, the spell ends after the attack resolves.

This spell does not function underwater.

## Programmed Image

Illusion

Illusion (Figment)

**Level:** Mage 6

**Effect:** Visual figment that cannot extend beyond a 20-ft. cube + one 10-ft. cube/level (S)

**Duration:** Permanent until triggered, then 1 round/level

This spell functions like *minor image*, except that this spell's figment activates when a specific condition occurs. The figment includes visual, auditory, olfactory, and thermal elements, including intelligible speech.

You set the triggering condition (which may be a special word) when casting the spell. The event that triggers the illusion can be as general or as specific and detailed as desired but must be based on an audible, tactile, olfactory, or visual trigger. The trigger cannot be based on some quality not normally obvious to the senses, such as alignment.

## Project Image

Illusion

Illusion (Shadow)

**Level:** Mage 7

**Components:** V, S

**Casting Time:** 1 standard action

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

**Effect:** One shadow duplicate

**Duration:** 1 round/level (D)

**Saving Throw:** Will disbelief (if interacted with)

**Spell Resistance:** No

You create a quasi-real, illusory version of yourself. The projected image looks, sounds, and smells like you but is intangible. The projected image mimics your actions (including speech) unless you direct it to act differently (which is a move action).

You can see through its eyes and hear through its ears as if you were standing where it is, and during your turn you can switch from using its senses to using your own, or back again, as a free action. While you are using its senses, your body is considered blinded and deafened.

If you desire, any spell you cast whose range is touch or greater can originate from the projected image instead of from you. The projected image can't cast any spells on itself except for illusion spells. The spells affect other targets normally, despite originating from the projected image.

Objects are affected by the projected image as if they had succeeded on their Will save.

You must maintain line of effect to the projected image at all times. If your line of effect is obstructed, the spell ends

## Quench

Fire

Transmutation

**Level:** Artificer and mage 3

**Components:** V, S,

**Casting Time:** 1 standard action

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

**Area or Target:** One 20-ft. cube/level (S) or one fire-based magic item

**Duration:** Instantaneous

**Saving Throw:** None or Will negates (object)

**Spell Resistance:** No or Yes (object)

*Quench* is often used to put out forest fires and other conflagrations. It extinguishes all nonmagical fires in its area. The spell also dispels any fire spells in its area, though you must succeed on a dispel check (1d20 +1 per caster level, maximum +15) against each spell to dispel it. The DC to dispel such spells is 11 + the caster level of the fire spell.

Alternatively, you can target the spell on a single magic item that creates or controls flame. The item loses all its fire-based magical abilities for 1d4 hours unless it succeeds on a Will save. (Artifacts are immune to this effect.) A quench spell may be used to quench a Balrog's flaming body for 1-3 rounds (Dispel check 1 every 2 HD of the Balrog + Balrog's cha bonus)

## Raging flame

Fire

Transmutation

**Level:** Artificer and mage 1

**Components:** V, S,

**Casting Time:** 1 standard action

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

**Area or Target:** 30-ft area spread

**Duration:** 1 minute

**Saving Throw:** None

**Spell Resistance:** No

This spell inflames existing fire, giving it a passion to burn. All normal fires within the affected area flare up, burning twice as hot and twice as bright. The illumination radii of all nonmagical fires double (so a torch casts bright illumination in a 40-foot radius), and all nonmagical fires deal double damage (so a creature that catches on fire takes 2d6 points of fire damage per round). Fire that leaves the area remains affected by the spell.

Fire affected by this spell burns out twice as quickly, so a torch that is the subject of a raging flame spell burns out in 30 minutes instead of the normal hour.

Magical fire in the area, such as from a produce flame spell, burns hotter, dealing +1 point of fire damage per die.

## Remove Curse

Base

Abjuration

**Level:** Artificer and mage 3

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Creature or item touched

**Duration:** Instantaneous

**Saving Throw:** Will negates (harmless)

**Spell Resistance:** Yes (harmless)

*Remove curse* instantaneously removes all curses on an object or a creature. *Remove curse* does not remove the curse from a cursed shield, weapon, or suit of armor, although the spell typically enables the creature afflicted with any such cursed item to remove and get rid of it. Certain special curses may not be countered by this spell or may be countered only by a caster of a certain level or higher.

## Remove Fear

Inner fire

Abjuration

**Level:** Artificer and mage 1



**Components:** V, S

**Casting Time:** 1 standard action

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

**Targets:** One creature plus one additional creature per four levels, no two of which can be more than 30 ft. apart

**Duration:** 10 minutes; see text

**Saving Throw:** Will negates (harmless)

**Spell Resistance:** Yes (harmless)

You instill courage in the subject, granting it a +4 morale bonus against *fear* effects for 10 minutes. If the subject is under the influence of a *fear* effect when receiving the spell, that effect is suppressed for the duration of the spell.

*Remove fear* counters and dispels *cause fear*.

## Remove Paralysis

Inner fire

Conjuration (Healing)

**Level:** Artificer and mage 2

**Components:** V, S

**Casting Time:** 1 standard action

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

**Targets:** Up to four creatures, no two of which can be more than 30 ft. apart

**Duration:** Instantaneous

**Saving Throw:** Will negates (harmless)

**Spell Resistance:** Yes (harmless)

You can free one or more creatures from the effects of any temporary paralysis or related magic. If the spell is cast on one creature, the paralysis is negated. If cast on two creatures, each receives another save with a +4 resistance bonus against the effect that afflicts it. If cast on three or four creatures, each receives another save with a +2 resistance bonus. The spell does not restore ability scores reduced by penalties, damage, or drain.

## Resist Energy

Base

Abjuration

**Level:** Artificer and mage 2

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Creature touched

**Duration:** 10 min./level

**Saving Throw:** Fortitude negates (harmless)

**Spell Resistance:** Yes (harmless)

This abjuration grants a creature limited protection from damage of whichever one of five energy types you select: acid, cold, electricity, fire, or sonic. The subject gains energy resistance 10 against the energy type chosen, meaning that each time the creature is subjected to such damage (whether from a natural or magical source), that damage is reduced by 10 points before being applied to the creature's hit points. The value of the energy resistance granted increases to 20 points at 7th level and to a maximum of 30 points at 11th level. The spell protects the recipient's equipment as well.

*Resist energy* absorbs only damage. The subject could still suffer unfortunate side effects.

## Restoration

Healing

Conjuration (Healing)

**Level:** Mage 4

**Components:** V, S

**Casting Time:** 3 rounds

**Range:** Touch

**Target:** Creature touched

**Duration:** Instantaneous

**Saving Throw:** Will negates (harmless)

**Spell Resistance:** Yes (harmless)

*Restoration* cures all temporary ability damage, and it restores all points permanently drained from a single ability score (your choice if more than one is drained). It also eliminates any fatigue or exhaustion suffered by the target.

This spell also dispels negative levels and restores one experience level to a creature who has had a level drained. The

drained level is restored only if the time since the creature lost the level is equal to or less than one day per caster level. A character who has a level restored by *restoration has* exactly the minimum number of experience points necessary to restore him or her to his or her previous level.

## Restoration, mass

Healing

Conjuration (Healing)

**Level:** Mage 7

**Components:** V, S

**Casting Time:** 1 round

**Range:** close (25 ft + 5ft/2 levels)

**Target:** One creature/level, no two of which are more than 30 ft. apart

**Duration:** Instantaneous

**Saving Throw:** Will negates (harmless)

**Spell Resistance:** Yes (harmless)

This spell works like restoration, except as noted above.

## Scare

Sorcery

Necromancy [Fear, Mind-Affecting]

**Level:** Mage 2

**Components:** V, S, M

**Casting Time:** 1 standard action

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

**Targets:** One living creature per three levels, no two of which can be more than 30 ft. apart

**Duration:** 1 round/level or 1 round; see text for *cause fear*

**Saving Throw:** Will partial

**Spell Resistance:** Yes

This spell functions like *cause fear*, except that it causes all targeted creatures of less than 6 HD to become frightened.

## Screen

Illusion

Illusion (Glamer)

**Level:** Mage 8

**Components:** V, S

**Casting Time:** 10 minutes

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

**Area:** 30-ft. cube/level (S)

**Duration:** 24 hours

**Saving Throw:** None or Will disbelief (if interacted with); see text

**Spell Resistance:** No

This spell combines several elements to create a powerful protection from scrying and direct observation. When casting the spell, you dictate what will and will not be observed in the spell's area. The illusion created must be stated in general terms. Once the conditions are set, they cannot be changed.

Attempts to scry the area automatically detect the image stated by you with no save allowed. Sight and sound are appropriate to the illusion created.

Direct observation may allow a save (as per a normal illusion), if there is cause to disbelieve what is seen. Even entering the area does not cancel the illusion or necessarily allow a save, assuming that hidden beings take care to stay out of the way of those affected by the illusion.

## Scrying

Base

Divination (Scrying)

**Level:** Artificer and mage 4

**Components:** V, S, M/DF, F

**Casting Time:** 1 hour

**Range:** See text

**Effect:** Magical sensor

**Duration:** 1 min./level

**Saving Throw:** Will negates

**Spell Resistance:** Yes

You can see and hear some creature, which may be at any distance. If the subject succeeds on a Will save, the scrying attempt simply fails. The difficulty of the save depends on how well you know the subject and what sort of physical connection (if any) you have to that creature.

<b>Knowledge</b>	<b>Will Save Modifier</b>
Secondhand (you have heard of the subject): not possible unless you have some connection (see below)	+10
Firsthand (you have met the subject)	+5
Familiar (you know the subject well)	0
<b>Connection (not cumulative, only one apply)</b>	
	<b>Will Save Modifier</b>
Likeness or picture	-1
Possession or garment	-2
Body part, lock of hair, bit of nail, etc.	-4

If the save fails, you can see and hear the subject and the subject's immediate surroundings (approximately 10 feet in all directions of the subject). If the subject moves, the sensor follows at a speed of up to 150 feet.

As with all divination (scrying) spells, the sensor has your full visual acuity, including any magical effects.

If the save succeeds, you can't attempt to scry on that subject again for at least 48 hours.

## Sense power

Base

Divination

**Level:** Mage 1

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** 60 ft.

**Area:** Cone-shaped emanation

**Duration:** Concentration, up to 1 min./level (D)

**Saving Throw:** None

**Spell Resistance:** No

You perceive the power possessed by another, or the magic of a certain area. The amount of information revealed depends on how long you study a particular area or subject.

*1st Round:* Presence or absence of magical auras.

*2nd Round:* Number of different magical auras and the power of the most potent aura.

*3rd Round:* The strength and location of each aura. If the creatures or the area bearing the auras are in line of sight, you can make Spellcraft skill checks to determine the kind of magic involved in each. (Make one check per aura; DC 13 + spell level, or 13 + half being level.)

Magical areas, multiple types of magic, or strong local magical emanations may distort or conceal weaker auras.

*Aura Strength:* An aura's power depends on a spell's functioning spell level placed into a given area, or the level of a being. If an aura falls into more than one category, *detect magic* indicates the stronger of the two.

<b>Spell or level</b>	<b>Aura Power</b>			
	<b>Faint</b>	<b>Moderate</b>	<b>Strong</b>	<b>Overwhelming</b>
Functioning spell in the area (spell level)	3rd or lower	4th–6th	7th–9th	10th+ (deity-level)
Level or HD of the being	5th or lower	6th–11th	12th–20th	21st+ (epic level or Maia/Vala)

*Lingering Aura:* A magical aura lingers after its original source dissipates. If *sense power* is cast and directed at such a location, the spell indicates an aura strength of dim (even weaker than a faint aura). How long the aura lingers at this dim level depends on its original power:

<b>Original Strength</b>	<b>Duration of Lingering Aura</b>
Faint	1d6 rounds
Moderate	1d6 minutes
Strong	1d6x10 minutes
Overwhelming	1d6 days

Each round, you can turn to sense power in a new area. The spell can penetrate barriers, but 1 foot of stone, 1 inch of common metal, a thin sheet of lead, or 3 feet of wood or dirt blocks it.

## Shadow landscape

Illusion

Illusion (shadow)

**Level:** Mage 9

**Components:** V, S

**Casting Time:** 1 hour

**Range:** long (400 ft. + 40 ft./level)

**Area or Target:** one mile radius spread centered on a point in space

**Duration:** 1 day/level

**Saving Throw:** reflex partial (see text)

**Spell Resistance:** Yes

By infusing the nearby landscape with shadow and illusion powers, you make the surrounding terrain a more savage, dangerous place. The spell's exact effects vary with the terrain upon which it is cast.

**Desert:** The spell transforms a desert into a place where no one goes willingly. The average temperature increases by 30 degrees, or decreases by 30 degrees if the desert is actually a tundra (see *Cold Dangers* and *Heat Dangers*, DMG 302—303). Sandstorms (or snowstorms if in a tundra) blow through a shadow landscape desert on an hourly basis.

**Forest:** Forests augmented with a shadow landscape spell become frightening places where a canopy of rotting leaves blocks the sun and all the trees are strangely twisted. Spaces with light undergrowth have heavy undergrowth instead, and spaces covered with heavy undergrowth grasp at passersby as if an [entangle](#) spell (PH 227) had been cast on them (save DC equal to the shadow landscape's DC).

**Hill:** Even gentle hills become more treacherous under the effect of a shadow landscape spell. Light undergrowth becomes heavy undergrowth in hill terrain, and slopes seem steeper than their elevation would indicate. It takes 2 squares of movement to move uphill on a gradual slope, and 4 squares to move uphill on a steep slope. Cliffs have frequent overhangs and are made of crumbling rock, requiring a DC 25 Climb check to ascend or descend.

**Marsh:** Marshes seem swamplier and more forbidding. Half the undergrowth spaces in the marsh become quicksand (DMG 88).

**Mountain:** The mountains become places of jagged peaks, slippery slopes, and howling winds. Cliffs and chasms require a DC 25 Climb check to scale. Creatures who fail Climb checks or make loud noises have a 10% chance of starting an avalanche (DMG 90). Altitude effects are one category worse: areas lower than 5,000 feet are treated as the 5,000- to 15,000-foot category, and anything above 5,000 feet is treated as being above 15,000 feet.

**Plain:** Only natural grasslands change as a result of shadow landscape, but they become wide-open spaces with stands of thick bushes where thunderstorms and tornados are frequent. Half the spaces with undergrowth (light or heavy) grasp at passersby as if an [entangle](#) spell (PH 227) had been cast on them (save DC equal to the shadow landscape's DC).

**Underground:** Ordinary dungeons aren't affected by shadow landscape, but naturally occurring caverns are. Natural stone floors take 4 squares of movement per space to enter. Stalagmites cover 10% of the available floor space.

In addition to terrain-specific effects, a shadow landscape spell worsens the weather within the spell's area. When rolling random weather (DMG 94), roll twice and take the higher result. In plains terrain, roll three times and take the highest result. This effect does not apply underground.

You don't suffer the terrain-specific effects (entangling terrain, hindrances to movement, altitude effects, higher Climb DCs, and so on) of a shadow landscape you created.

When you cast shadow landscape, you can designate one creature per four caster levels as a designated traveler. Creatures so designated don't suffer the terrain-specific effects of the spell, but they're still subject to the bad weather. You can also designate one or more animals, plants, or magical beasts native to the spell's area as shadow guardians of the landscape. You can designate 1 HD of creature per caster level, split up however you like. For example, a 20th-level mage could designate a giant (14 HD) and two wargs (6 HD) as shadow guardians. As long as the designated guardians remain within the spell's area, they have a friendly attitude toward you and the travelers you have designated, and they also gain the following special qualities: resistance to cold 10, darkvision out to 60 feet, damage reduction 5/magic, evasion, and lowlight vision. If the creature already has one or more of these special qualities, use the better value.

## Shatter

Base

Evocation [Sonic]

**Level:** Artificer and mage 2

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Close (30 ft. + 5 ft./level)

**Area or Target:** 5-ft.-radius spread; or one solid object or one crystalline creature

**Duration:** Instantaneous

**Saving Throw:** Will negates (object); Will negates (object) or Fortitude half; see text

**Spell Resistance:** Yes (object)

*Shatter* breaks brittle, nonmagical objects or sunders a single solid, object.

Used as an area attack, *shatter* destroys nonmagical objects of crystal, glass, ceramic, or porcelain. All such objects within a 5-foot radius of the point of origin are smashed into dozens of pieces by the spell. Objects weighing more than 1 pound per your level are not affected, but all other objects of the appropriate composition are shattered.

Alternatively, you can target *shatter* against a single solid object, regardless of composition or the magical properties, weighing up to 10 pounds + 10 pounds per caster level.

## Shifting paths

Illusion

Illusion (Glamer)

**Level:** Mage 8

**Components:** V, S

**Casting Time:** 10 minutes

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

**Area:** 1 mile radius + 1 mile/level

**Duration:** 1 hour./level

**Saving Throw:** Will disbelief (if interacted with)

**Spell Resistance:** Yes

This spell simultaneously hides a path or road specified by you, while simultaneously creating an illusory path. The illusory path starts at a point chosen by you within the range of the spell. It continues in the direction you indicate, to the limit of the spell's area, where it ends abruptly. The illusory path avoids obstacles and provides no bridges, stairs, ladders, ramps, or other methods of traversing such obstacles. There is no way to force the illusory path to lead over a cliff or across a river more than 4 feet deep.

Those who fail their Will saves struggle along the illusory path. If vegetation or rough terrain slows their progress, they believe the path is sloping enough to justify the reduced speed. Those who succeed on their Will saves see both paths, but the illusory path is shadowy and obviously unreal.

## Sleep

Base

Enchantment (Compulsion) [Mind-Affecting]

**Level:** Mage 1

**Components:** V, S

**Casting Time:** 1 round

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

**Area:** One or more living creatures within a 10-ft.-radius burst

**Duration:** 1 min./level

**Saving Throw:** Will negates

**Spell Resistance:** Yes

A *sleep* spell causes a magical slumber to come upon 4 Hit Dice of creatures. Creatures with the fewest HD are affected first.

Among creatures with equal HD, those who are closest to the spell's point of origin are affected first. Hit Dice that are not sufficient to affect a creature are wasted.

Sleeping creatures are helpless. Slapping or wounding awakens an affected creature, but normal noise does not. Awakening a creature is a standard action (an application of the aid another action).

*Sleep* does not target unconscious creatures, constructs, or undead creatures.

## ***Song of Slumber***

Base

Enchantment (Compulsion) [Mind-Affecting]

**Level:** Mage 6

**Components:** V

**Casting Time:** 5 rounds

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

**Area:** One or more living creatures in range

**Duration:** 10 minutes + 1 minute/level

**Saving Throw:** Will negates

**Spell Resistance:** Yes

This spell causes all creatures failing their saving throws to fall into a magic slumber similar to the one induced by a sleep spell. The caster must sing the enchantment without interruption, and the listeners must pay attention to the song of the caster (the caster can't use this spell in the middle of a melee). After five rounds, all beings in the area of effect must succeed in a will ST or be affected by the spell.

## **Speak with Animals**

Nature

Divination

**Level:** Mage 1

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Personal

**Target:** You

**Duration:** 1 min./level

You can comprehend and communicate with animals. You are able to ask questions of and receive answers from animals, although the spell doesn't make them any more friendly or cooperative than normal. Furthermore, wary and cunning animals are likely to be terse and evasive, while the more stupid ones make inane comments. If an animal is friendly toward you, it may do some favor or service for you.

## ***Stone Shape (greater)***

Base

Transmutation [Earth]

**Level:** Artificer and mage 7

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Stone or stone object touched, up to 10 cu. ft. + 10 cu. ft./level

**Duration:** Instantaneous

**Saving Throw:** None

**Spell Resistance:** No

You can form an existing block of stone into any shape that suits your purpose. While it's possible to make crude coffers, doors, and so forth with stone shape, fine detail isn't possible. There is a 30% chance that any shape including moving parts simply doesn't work.

## **Suggestion**

Base

Enchantment (Compulsion) [Language-Dependent, Mind-Affecting]

**Level:** Artificer and mage 3

**Components:** V, M

**Casting Time:** 1 standard action

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

**Target:** One living creature

**Duration:** 1 hour/level or until completed

**Saving Throw:** Will negates

**Spell Resistance:** Yes

You influence the actions of the target creature by suggesting a course of activity (limited to a sentence or two). The *suggestion* must be worded in such a manner as to make the activity sound reasonable. Asking the creature to do some

obviously harmful act automatically negates the effect of the spell.

The suggested course of activity can continue for the entire duration. If the suggested activity can be completed in a shorter time, the spell ends when the subject finishes what it was asked to do. You can instead specify conditions that will trigger a special activity during the duration. If the condition is not met before the spell duration expires, the activity is not performed.

A very reasonable *suggestion* causes the save to be made with a penalty (such as -1 or -2).

## Suggestion, Mass

Base

Enchantment (Compulsion) [Language-Dependent, Mind-Affecting]

**Level:** Artificer and mage 6

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

**Targets:** One creature/level, no two of which can be more than 30 ft. apart

This spell functions like *suggestion*, except that it can affect more creatures. The same *suggestion* applies to all these creatures.

## Sunbeam

Fire

Evocation [Light]

**Level:** Artificer and mage 7

**Components:** V, S, DF

**Casting Time:** 1 standard action

**Range:** 60 ft.

**Area:** Line from your hand

**Duration:** 1 round/level or until all beams are exhausted

**Saving Throw:** Reflex negates and Reflex half; see text

**Spell Resistance:** Yes

For the duration of this spell, you can use a standard action to evoke a dazzling beam of intense light each round. You can call forth one beam per three caster levels (maximum six beams at 18th level). The spell ends when its duration runs out or your allotment of beams is exhausted.

Each creature in the beam is blinded and takes 4d6 points of damage. Any creatures to which sunlight is harmful or unnatural take double damage. A successful Reflex save negates the blindness and reduces the damage by half.

An undead creature caught within the beam takes 1d6 points of damage per caster level (maximum 20d6), or half damage if a Reflex save is successful. In addition, the beam results in the destruction of any undead creature specifically harmed by bright light if it fails its save.

## Sympathy

Base

Enchantment (Compulsion) [Mind-Affecting]

**Level:** Mage 8

**Components:** V, S,

**Casting Time:** 1 hour

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

**Target:** One location (up to a 10-ft. cube/level) or one object

**Duration:** 2 hours/level

**Saving Throw:** Will negates; see text

**Spell Resistance:** Yes

You cause an object or location to emanate magical vibrations that attract either a specific kind of intelligent creature or creatures of a particular alignment, as defined by you. The particular kind of creature to be affected must be named specifically. A creature subtype is not specific enough. Likewise, the specific alignment must be named.

Creatures of the specified kind or alignment feel elated and pleased to be in the area or desire to touch or to possess the object. The compulsion to stay in the area or touch the object is overpowering. If the save is successful, the creature is released from the enchantment, but a subsequent save must be made 1d6x10 minutes later. If this save fails, the affected creature attempts to return to the area or object.

*Sympathy* counters and dispels *antipathy*.

## Tree Stride

Nature

Conjuration (Teleportation)

**Level:** Mage 7

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Personal

**Target:** You

**Duration:** 1 hour/level or until expended; see text

You gain the ability to enter trees and move from inside one tree to inside another tree. The first tree you enter and all others you enter must be of the same kind, must be living, and must have girth at least equal to yours. By moving into an oak tree (for example), you instantly know the location of all other oak trees within transport range (see below) and may choose whether you want to pass into one or simply step back out of the tree you moved into. You may choose to pass to any tree of the appropriate kind within the transport range as shown on the following table.

Type of Tree	Transport Range
Oak, ash, yew	3,000 feet
Elm, linden	2,000 feet
Other deciduous	1,500 feet
Any coniferous	1,000 feet
All other trees	500 feet

You may move into a tree up to one time per caster level (passing from one tree to another counts only as moving into one tree). The spell lasts until the duration expires or you exit a tree. Each transport is a full-round action.

You can, at your option, remain within a tree without transporting yourself, but you are forced out when the spell ends. If the tree in which you are concealed is chopped down or burned, you are slain if you do not exit before the process is complete.

## True healing

Healing

Conjuration (Healing)

**Level:** Mage 5

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Creature touched

**Duration:** Instantaneous

**Saving Throw:** no

**Spell Resistance:** no

When laying your hand upon a living creature, you grant +15 to the caster's next healing check

## Unbinding

Inner fire

Abjuration

**Level:** Mage 9

**Components:** V, S

**Casting Time:** 1 round

**Range:** 180 ft

**Area:** 180-ft radius centered on you

**Duration:** Instantaneous

**Saving Throw:** none

**Spell Resistance:** no

When you cast an *unbinding* spell, a burst of energy erupts from your body and magically destroys any spell that contain, constrain, or seal, with the exceptions noted below.

The *unbinding* negates [charm](#) and *hold* spell of all types (like [hold person](#)), [arcane locks](#) and similar closures, spells with a duration longer than instantaneous that create physical or magical barriers. Any spell that holds magical effects, including other spells, immediately releases them at a range of 0 ft.

Protective spells are not affected by an *unbinding*. Petrified creatures are neither revealed nor restored. Individuals bound to service are not freed. Curses and [geas/quest](#) spells are negated only if the caster is of a level equal to or greater than that of the original caster.



All these effects operate without regard to the caster's wishes. Spell effects on the person of the caster or being carried or worn by the caster remain undisturbed, but any others within the burst are effected, including those of allies. The opening of locks or other closures triggers any alarms or traps attached to them. Any released creature may or may not be friendly to the caster.

## Unhallow

Base

Evocation [Evil]

**Level:** Mage 5

**Components:** V, S, M

**Casting Time:** 24 hours

**Range:** Touch

**Area:** 40-ft. radius emanating from the touched point

**Duration:** Instantaneous

**Saving Throw:** See text

**Spell Resistance:** See text

*Unhallow* makes a particular site, building, or structure an unholy site. This has three major effects.

First, inside the area the subject gains a +2 deflection bonus to AC and a +2 resistance bonus on saves against attacks made or effects created by good creatures.

Second, all undead have a +2 bonus on to hit and damage rolls made with their melee attacks, and saving throws against their special abilities or spells have a -2 penalty.

Finally, you may choose to fix a single spell effect to the *unhallowed* site. The spell effect lasts for one year and functions throughout the entire site, regardless of its normal duration and area or effect. You may designate whether the effect applies to all creatures, creatures that share your faith or alignment, or creatures that adhere to another faith or alignment. At the end of the year, the chosen effect lapses, but it can be renewed or replaced simply by casting *unhallow* again.

Spell effects that may be tied to an *unhallowed* site include *cause fear, darkness, desecrate, dispel magic, endure elements, resist energy,*

Saving throws and spell resistance might apply to these spells' effects. (See the individual spell descriptions for details.)

An area can receive only one *unhallow* spell (and its associated spell effect) at a time.

*Unhallow* counters but does not dispel *hallow*.

## Veil

Illusion

Illusion (Glamer)

**Level:** Mage 6

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Long (400 ft. + 40 ft./level)

**Targets:** One or more creatures, no two of which can be more than 30 ft. apart

**Duration:** Concentration + 1 hour/level

**Saving Throw:** Will negates; see text

**Spell Resistance:** Yes; see text

You instantly change the appearance of the subjects and then maintain that appearance for the spell's duration. You can make the subjects appear to be anything you wish. The subjects look, feel, and smell just like the creatures the spell makes them resemble. Affected creatures resume their normal appearances if slain. You must succeed on a Disguise check to duplicate the appearance of a specific individual. This spell gives you a +10 bonus on the check.

Unwilling targets can negate the spell's effect on them by making Will saves or with spell resistance. Those who interact with the subjects can attempt Will disbelief saves to see through the glamer, but spell resistance doesn't help.

## Ventriloquism

Illusion

Illusion (Figment)

**Level:** Mage 1

**Components:** V,

**Casting Time:** 1 standard action

**Range:** Close (25 ft. + 5 ft./level)

**Effect:** Intelligible sound, usually speech

**Duration:** 1 min./level

**Saving Throw:** Will disbelief (if interacted with)

**Spell Resistance:** No

You can make your voice (or any sound that you can normally make vocally) seem to issue from someplace else. You can speak in any language you know. With respect to such voices and sounds, anyone who hears the sound and rolls a successful save recognizes it as illusory (but still hears it).

## Voice of the dragon

Base

Transmutation

**Level:** Artificer and mage 4

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Personal

**Target:** You

**Duration:** 10 minutes/level (D)

**Saving Throw:** Will negates

**Spell Resistance:** yes

As you speak the words of the spell and inscribe the motions in the air, your voice deepens, taking on a resonance that makes the listener think of authority, power, and great age. You gain a +10 enhancement bonus on Bluff, Diplomacy, and Intimidate checks. You also gain the ability to speak and understand (but not read) Draconic. At any time before the spell's duration expires, you can use a standard action to target a creature with a suggestion effect, which functions identically to the spell of that name, including range, duration, and other effects. Doing this causes the voice of the dragon spell to end, though the suggestion itself lasts for the normal duration thereafter.

## Web of Misdirection

Illusion

Illusion (Figment)

**Level:** Mage 4

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Long (100y/level)

**Effect:** area in range

**Duration:** 10 min./level

**Saving Throw:** Will negates

**Spell Resistance:** yes

You create ever-shifting phantasmal terrain and landmarks that confuse the subject when it tries to move. The subject finds it nearly impossible to walk in a straight line. People inside the area must make a Will save after this spell is cast to discern true landmarks from phantasmal ones. If the save succeeds, the creature moves and acts normally. If the save fails, it instead moves in a direction 90 degrees to either side (equal chance of going left or right). Because of the disorientation, the subject doesn't realize it's headed in the wrong direction. For the duration of the spell, an affected creature must succeed on a Will save each 10 minutes to move normally. A web of misdirection spell affects only the direction of movement. Creatures subject to it can still make melee attacks, cast personal or touch spells, or otherwise act normally. A caster can also shape the spell to direct the movement of people inside the area towards its actual position. In this case, people must succeed in a will save to move away from the location of the caster.

## Whirlwind

Air, water

Evocation [Air]

**Level:** Mage 8

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Long (400 ft. + 40 ft./level)

**Effect:** Cyclone 10 ft. wide at base, 30 ft. wide at top, and 30 ft. tall

**Duration:** 1 round/level

**Saving Throw:** Reflex negates; see text

**Spell Resistance:** Yes

This spell creates a powerful cyclone of raging wind that moves through the air, along the ground, or over water at a

speed of 60 feet per round. You can concentrate on controlling the cyclone's every movement or specify a simple program. Directing the cyclone's movement or changing its programmed movement is a standard action for you. The cyclone always moves during your turn. If the cyclone exceeds the spell's range, it moves in a random, uncontrolled fashion for 1d3 rounds and then dissipates. (You can't regain control of the cyclone, even if it comes back within range.) Any Large or smaller creature that comes in contact with the spell effect must succeed on a Reflex save or take 3d6 points of damage. A Medium or smaller creature that fails its first save must succeed on a second one or be picked up bodily by the cyclone and held suspended in its powerful winds, taking 1d8 points of damage each round on your turn with no save allowed. You may direct the cyclone to eject any carried creatures whenever you wish, depositing the hapless souls wherever the cyclone happens to be when they are released.

## APPENDIX 4 - Animals

Common animals of Middle Earth are similar to the ones of our world or to the ones described in the Open Game source. We provide for a quick reference the statistics of the ones you're going to use or find in a typical Middle Earth environment.

**Animal Traits:** An animal possesses the following traits (unless otherwise noted in a creature's entry).

—Intelligence score of 1 or 2 (no creature with an Intelligence score of 3 or higher can be an animal).

—Low-light vision.

—*Alignment:* Always neutral. Animals are not governed by a human sense of morality.

—*Treasure:* None. Animals never possess treasure.

### APE

	Large Animal
<b>Hit Dice:</b>	4d8+11 (29 hp)
<b>Initiative:</b>	+2
<b>Speed:</b>	30 ft. (6 squares), climb 30 ft.
<b>Armor Class:</b>	14 (–1 size, +2 Dex, +3 natural), touch 11, flat-footed 12
<b>Base</b>	+3/+12
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Claws +7 melee (1d6+5)
<b>Full Attack:</b>	2 claws +7 melee (1d6+5) and bite +2 melee (1d6+2)
<b>Space/Reach:</b>	10 ft./10 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +6, Ref +6, Will +2
<b>Abilities:</b>	Str 21, Dex 15, Con 14, Int 2, Wis 12, Cha 7
<b>Skills:</b>	Climb +14, Listen +6, Spot +6
<b>Feats:</b>	Alertness, Toughness
<b>Environment:</b>	Warm forests
<b>Organization:</b>	Solitary, pair, or company (3–5)
<b>Challenge Rating:</b>	2
<b>Advancement:</b>	5–8 HD (Large)
<b>Level Adjustment:</b>	—

These powerful omnivores resemble gorillas but are far more aggressive. An adult male ape is 5-1/2 to 6 feet tall and weighs 300 to 400 pounds.

Combat

**Skills:** Apes have a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

### BADGER

	Small Animal
<b>Hit Dice:</b>	1d8+2 (6 hp)
<b>Initiative:</b>	+3
<b>Speed:</b>	30 ft. (6 squares), burrow 10 ft.
<b>Armor Class:</b>	15 (+1 size, +3 Dex, +1 natural), touch 14, flat-footed 12
<b>Base</b>	+0/–5
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Claw +4 melee (1d2–1)

<b>Full Attack:</b>	2 claws +4 melee (1d2–1) and bite –1 melee (1d3–1)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Rage
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +4, Ref +5, Will +1
<b>Abilities:</b>	Str 8, Dex 17, Con 15, Int 2, Wis 12, Cha 6
<b>Skills:</b>	Escape Artist +7, Listen +3, Spot +3
<b>Feats:</b>	B Track , Weapon Finesse
<b>Environment:</b>	Temperate forests
<b>Organization:</b>	Solitary, pair, or cete (3–5)
<b>Challenge Rating:</b>	1/2
<b>Advancement:</b>	2 HD (Small)
<b>Level Adjustment:</b>	—

The badger is a furry animal with a squat, powerful body. Its strong forelimbs are armed with long claws for digging. An adult badger is 2 to 3 feet long and weighs 25 to 35 pounds.

#### Combat

Badgers attack with their sharp claws and teeth.

**Rage (Ex):** A badger that takes damage in combat flies into a berserk rage on its next turn, clawing and biting madly until either it or its opponent is dead. It gains +4 to Strength, +4 to Constitution, and –2 to Armor Class. The creature cannot end its rage voluntarily.

**Skills:** A badger has a +4 racial bonus on Escape Artist checks.

## BAT

Diminutive Animal

<b>Hit Dice:</b>	1/4 d8 (1 hp)
<b>Initiative:</b>	+2
<b>Speed:</b>	5 ft (1 square), fly 40 ft. (good)
<b>Armor Class:</b>	16 (+4 size, +2 Dex), touch 16, flat-footed 14
<b>Base</b>	+0/–17
<b>Attack/Grapple:</b>	
<b>Attack:</b>	—
<b>Full Attack:</b>	—
<b>Space/Reach:</b>	1 ft./0 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Blindsense 20 ft., low-light vision
<b>Saves:</b>	Fort +2, Ref +4, Will +2
<b>Abilities:</b>	Str 1, Dex 15, Con 10, Int 2, Wis 14, Cha 4
<b>Skills:</b>	Hide +14, Listen +8*, Move Silently +6, Spot +8*
<b>Feats:</b>	Alertness
<b>Environment:</b>	Temperate deserts
<b>Organization:</b>	Colony (10–40) or crowd (10–50)
<b>Challenge Rating:</b>	1/10
<b>Advancement:</b>	—
<b>Level Adjustment:</b>	—

Bats are nocturnal flying mammals. The statistics presented here describe small, insectivorous bats.

#### Combat

**Blindsense (Ex):** A bat notices and locates creatures within 20 feet. Opponents still have 100% concealment against a creature with blindsense.

**Skills:** \*A bat has a +4 racial bonus on Spot and Listen checks. These bonuses are lost if its blindsense is negated.

## BEAR, BLACK

Medium Animal

<b>Hit Dice:</b>	3d8+6 (19 hp)
<b>Initiative:</b>	+1
<b>Speed:</b>	40 ft. (8 squares)
<b>Armor Class:</b>	13 (+1 Dex, +2 natural), touch 11, flat-footed 12
<b>Base Attack/Grapple:</b>	+2/+6
<b>Attack:</b>	Claw +6 melee (1d4+4)
<b>Full Attack:</b>	2 claws +6 melee (1d4+4) and bite +1 melee (1d6+2)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +5, Ref +4, Will +2
<b>Abilities:</b>	Str 19, Dex 13, Con 15, Int 2, Wis 12, Cha 6
<b>Skills:</b>	Climb +4, Listen +4, Spot +4, Swim +8
<b>Feats:</b>	Endurance, Run
<b>Environment:</b>	Temperate forests
<b>Organization:</b>	Solitary or pair
<b>Challenge Rating:</b>	2
<b>Advancement:</b>	4–5 HD (Medium)
<b>Level Adjustment:</b>	—

The black bear is a forest-dwelling omnivore that usually is not dangerous unless an interloper threatens its cubs or food supply.

Black bears can be pure black, blond, or cinnamon in color and are rarely more than 5 feet long.

**Combat**

Black bears rip prey with their claws and teeth.

**Skills:** A black bear has a +4 racial bonus on Swim checks.

## BEAR, BROWN

	Large Animal
<b>Hit Dice:</b>	6d8+24 (51 hp)
<b>Initiative:</b>	+1
<b>Speed:</b>	40 ft. (8 squares)
<b>Armor Class:</b>	15 (–1 size, +1 Dex, +5 natural), touch 10, flat-footed 14
<b>Base Attack/Grapple:</b>	+4/+16
<b>Attack:</b>	Claw +11 melee (1d8+8)
<b>Full Attack:</b>	2 claws +11 melee (1d8+8) and bite +6 melee (2d6+4)
<b>Space/Reach:</b>	10 ft./5 ft.
<b>Special Attacks:</b>	Improved grab
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +9, Ref +6, Will +3
<b>Abilities:</b>	Str 27, Dex 13, Con 19, Int 2, Wis 12, Cha 6
<b>Skills:</b>	Listen +4, Spot +7, Swim +12
<b>Feats:</b>	Endurance, Run, Track
<b>Environment:</b>	Cold forests
<b>Organization:</b>	Solitary or pair
<b>Challenge Rating:</b>	4
<b>Advancement:</b>	7–10 HD (Large)
<b>Level Adjustment:</b>	—

These massive carnivores weigh more than 1,800 pounds and stand nearly 9 feet tall when they rear up on their hind legs. They are bad-tempered and territorial. The brown bear's statistics can be used for almost any big bear, including the grizzly.

**Combat**

A brown bear attacks mainly by tearing at opponents with its claws.

**Improved Grab (Ex):** To use this ability, a brown bear must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

**Skills:** A brown bear has a +4 racial bonus on Swim checks.

## BEAR, POLAR

	Large Animal
<b>Hit Dice:</b>	8d8+32 (68 hp)
<b>Initiative:</b>	+1
<b>Speed:</b>	40 ft. (8 squares), swim 30 ft.
<b>Armor Class:</b>	15 (-1 size, +1 Dex, +5 natural), touch 10, flat-footed 14
<b>Base</b>	+6/+18
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Claw +13 (1d8+8)
<b>Full Attack:</b>	2 claws +13 melee (1d8+8) and bite +8 melee (2d6+4)
<b>Space/Reach:</b>	10 ft./5 ft.
<b>Special Attacks:</b>	Improved grab
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +10, Ref +7, Will +3
<b>Abilities:</b>	Str 27, Dex 13, Con 19, Int 2, Wis 12, Cha 6
<b>Skills:</b>	Hide -2*, Listen +5, Spot +7, Swim +16
<b>Feats:</b>	Endurance, Run, Track
<b>Environment:</b>	Cold plains
<b>Organization:</b>	Solitary or pair
<b>Challenge Rating:</b>	4
<b>Advancement:</b>	9–12 HD (Large)
<b>Level Adjustment:</b>	—

These long, lean carnivores are slightly taller than brown bears.

Combat

Polar bears fight just as brown bears do.

**Improved Grab (Ex):** To use this ability, a polar bear must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

**Skills:** A polar bear has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line. \*A polar bear's white coat bestows a +12 racial bonus on Hide checks in snowy areas.

## BISON (and Kine of Araw)

	Large Animal
<b>Hit Dice:</b>	5d8+15 (37 hp)
<b>Initiative:</b>	+0
<b>Speed:</b>	40 ft. (8 squares)
<b>Armor Class:</b>	13 (-1 size, +4 natural), touch 9, flat-footed 13
<b>Base</b>	+3/+13
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Gore +8 melee (1d8+9)
<b>Full Attack:</b>	Gore +8 melee (1d8+9)
<b>Space/Reach:</b>	10 ft./5 ft.
<b>Special Attacks:</b>	Stampede
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +7, Ref +4, Will +1
<b>Abilities:</b>	Str 22, Dex 10, Con 16, Int 2, Wis 11, Cha 4
<b>Skills:</b>	Listen +7, Spot +5
<b>Feats:</b>	Alertness, Endurance
<b>Environment:</b>	Temperate plains
<b>Organization:</b>	Solitary or herd (6–30)
<b>Challenge Rating:</b>	2
<b>Advancement:</b>	6–7 HD (Large)
<b>Level Adjustment:</b>	—

These herd animals can be aggressive when protecting young and during the mating season, but they generally prefer flight to fighting. A bison stands more than 6 feet tall at the shoulder and is 9 to 12 feet long. It weighs 1,800 to 2,400 pounds. The bison's statistics can be used for almost any large herd animal.

#### Combat

**Stampede (Ex):** A frightened herd of bison flees as a group in a random direction (but always away from the perceived source of danger). They literally run over anything of Large size or smaller that gets in their way, dealing 1d12 points of damage for each five bison in the herd (Reflex DC 18 half). The save DC is Strength-based.

For Kine of Araw, use the same stats as Bison.

## BOAR

	Medium Animal
<b>Hit Dice:</b>	3d8+12 (25 hp)
<b>Initiative:</b>	+0
<b>Speed:</b>	40 ft. (8 squares)
<b>Armor Class:</b>	16 (+6 natural), touch 10, flat-footed 16
<b>Base</b>	+2/+4
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Gore +4 melee (1d8+3)
<b>Full Attack:</b>	Gore +4 melee (1d8+3)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Ferocity
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +6, Ref +3, Will +2
<b>Abilities:</b>	Str 15, Dex 10, Con 17, Int 2, Wis 13, Cha 4
<b>Skills:</b>	Listen +7, Spot +5
<b>Feats:</b>	Alertness, Toughness
<b>Environment:</b>	Temperate forests
<b>Organization:</b>	Solitary or herd (5–8)
<b>Challenge Rating:</b>	2
<b>Advancement:</b>	4–5 HD (Medium)
<b>Level Adjustment:</b>	—

Though not carnivores, these wild swine are bad-tempered and usually charge anyone who disturbs them. A boar is covered in coarse, grayish-black fur. Adult males are about 4 feet long and 3 feet high at the shoulder.

#### Combat

**Ferocity (Ex):** A boar is such a tenacious combatant that it continues to fight without penalty even while disabled or dying.

## CAMEL

	Large Animal
<b>Hit Dice:</b>	3d8+6 (19 hp)
<b>Initiative:</b>	+3
<b>Speed:</b>	50 ft. (10 squares)
<b>Armor Class:</b>	13 (–1 size, +3 Dex, +1 natural) touch 12, flat-footed 10
<b>Base</b>	+2/+10
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Bite +0 melee (1d4+2*)
<b>Full Attack:</b>	Bite +0 melee* (1d4+2*)
<b>Space/Reach:</b>	10 ft./5 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +5, Ref +6, Will +1



<b>Abilities:</b>	Str 18, Dex 16, Con 14, Int 2, Wis 11, Cha 4
<b>Skills:</b>	Listen +5, Spot +5
<b>Feats:</b>	Alertness, Endurance
<b>Environment:</b>	Warm deserts
<b>Organization:</b>	Domesticated or herd (6–30)
<b>Challenge Rating:</b>	1
<b>Advancement:</b>	—
<b>Level Adjustment:</b>	—

Camels are known for their ability to travel long distances without food or water.

The statistics presented here are for the dromedary, or one-humped camel, which thrives in warm deserts. A dromedary stands about 7 feet tall at the shoulder, with its hump rising 1 foot higher. The two-humped, or Bactrian, camel is suited to cooler, rocky areas. It is stockier, slower (speed 40 feet), and has a higher Constitution score (16).

**Carrying Capacity:** A light load for a camel is up to 300 pounds; a medium load, 301–600 pounds; and a heavy load, 601–900 pounds. A camel can drag 4,500 pounds.

Combat

\*A camel's bite is treated as a secondary attack and adds only half the camel's Strength bonus to the damage roll.

## CHEETAH

	Medium Animal
<b>Hit Dice:</b>	3d8+6 (19 hp)
<b>Initiative:</b>	+4
<b>Speed:</b>	50 ft. (10 squares)
<b>Armor Class:</b>	15 (+4 Dex, +1 natural), touch 14, flat-footed 11
<b>Base</b>	+2/+5
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Bite +6 melee
<b>Full Attack:</b>	Bite +6 melee (1d6+3) and 2 claws +1 melee (1d2+1)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Trip
<b>Special Qualities:</b>	Low-light vision, scent, sprint
<b>Saves:</b>	Fort +5, Ref +7, Will +2
<b>Abilities:</b>	Str 16, Dex 19, Con 15, Int 2, Wis 12, Cha 6
<b>Skills:</b>	Hide +6, Listen +4, Move Silently +6, Spot +4
<b>Feats:</b>	Alertness, Weapon Finesse
<b>Environment:</b>	Warm plains
<b>Organization:</b>	Solitary, pair, or family (3–5)
<b>Challenge Rating:</b>	2
<b>Advancement:</b>	4–5 HD (Medium)
<b>Level Adjustment:</b>	—

Cheetahs are swift feline predators of the plains. A cheetah is 3 to 5 feet long and weighs 110 to 130 pounds.

Combat

Cheetahs make sudden sprints to bring down prey.

**Trip (Ex):** A cheetah that hits with a claw or bite attack can attempt to trip the opponent (+3 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the cheetah.

**Sprint (Ex):** Once per hour, a cheetah can move ten times its normal speed (500 feet) when it makes a charge.

## CROCODILE

	Medium Animal
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<b>Hit Dice:</b>	3d8+9 (22 hp)
<b>Initiative:</b>	+1
<b>Speed:</b>	20 ft. (4 squares), swim 30 ft.
<b>Armor Class:</b>	15 (+1 Dex, +4 natural), touch 11, flat-footed 14
<b>Base</b>	+2/+6
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Bite +6 melee (1d8+6) or tail slap +6 melee (1d12+6)
<b>Full Attack:</b>	Bite +6 melee (1d8+6) or tail slap +6 melee (1d12+6)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Improved grab
<b>Special Qualities:</b>	Hold breath, low-light vision
<b>Saves:</b>	Fort +6, Ref +4, Will +2
<b>Abilities:</b>	Str 19, Dex 12, Con 17, Int 1, Wis 12, Cha 2
<b>Skills:</b>	Hide +7*, Listen +4, Spot +4, Swim +12
<b>Feats:</b>	Alertness, Skill Focus (Hide)
<b>Environment:</b>	Warm marshes
<b>Organization:</b>	Solitary or colony (6–11)
<b>Challenge Rating:</b>	2
<b>Advancement:</b>	4–5 HD (Medium)
<b>Level Adjustment:</b>	—

Crocodiles are aggressive predators 11 to 12 feet long. They lie mostly submerged in rivers or marshes, with only their eyes and nostrils showing, waiting for prey to come within reach.

#### Combat

**Improved Grab (Ex):** To use this ability, a crocodile must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, the crocodile establishes a hold on the opponent with its mouth and drags it into deep water, attempting to pin it to the bottom.

**Hold Breath (Ex):** A crocodile can hold its breath for a number of rounds equal to 4 x its Constitution score before it risks drowning.

**Skills:** A crocodile has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line. \*A crocodile gains a +4 racial bonus on Hide checks when in the water. Further, a crocodile can lie in the water with only its eyes and nostrils showing, gaining a +10 cover bonus on Hide checks.

## CROCODILE, GIANT

	Huge Animal
<b>Hit Dice:</b>	7d8+28 (59 hp)
<b>Initiative:</b>	+1
<b>Speed:</b>	20 ft. (4 squares), swim 30 ft.
<b>Armor Class:</b>	16 (–2 size, +1 Dex, +7 natural), touch 9, flat-footed 15
<b>Base</b>	+5/+21
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Bite +11 melee (2d8+12) or tail slap +11 melee (1d12+12)
<b>Full Attack:</b>	Bite +11 melee (2d8+12) or tail slap +11 melee (1d12+12)
<b>Space/Reach:</b>	15 ft./10 ft.
<b>Special Attacks:</b>	Improved grab
<b>Special Qualities:</b>	Hold breath, low-light vision
<b>Saves:</b>	Fort +9, Ref +6, Will +3
<b>Abilities:</b>	Str 27, Dex 12, Con 19, Int 1, Wis 12, Cha 2
<b>Skills:</b>	Hide +1*, Listen +5, Spot +5, Swim +16
<b>Feats:</b>	Alertness, Endurance, Skill Focus (Hide)
<b>Environment:</b>	Warm marshes
<b>Organization:</b>	Solitary or colony (6–11)
<b>Challenge Rating:</b>	4
<b>Advancement:</b>	8–14 HD (Huge)
<b>Level Adjustment:</b>	—

These huge creatures usually live in salt water and can be more than 20 feet long. Giant crocodiles fight and behave like their smaller cousins.

## DOG

	Small Animal
<b>Hit Dice:</b>	1d8+2 (6 hp)
<b>Initiative:</b>	+3
<b>Speed:</b>	40 ft. (8 squares)
<b>Armor Class:</b>	15 (+1 size, +3 Dex, +1 natural), touch 14, flat-footed 12
<b>Base</b>	+0/-3
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Bite +2 melee (1d4+1)
<b>Full Attack:</b>	Bite +2 melee (1d4+1)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +4, Ref +5, Will +1
<b>Abilities:</b>	Str 13, Dex 17, Con 15, Int 2, Wis 12, Cha 6
<b>Skills:</b>	Jump +7, Listen +5, Spot +5, Survival +1*
<b>Feats:</b>	B Alertness, Track
<b>Environment:</b>	Temperate plains
<b>Organization:</b>	Solitary or pack (5–12)
<b>Challenge Rating:</b>	1/3
<b>Advancement:</b>	—
<b>Level Adjustment:</b>	—

The statistics presented here describe a fairly small dog of about 20 to 50 pounds in weight. They also can be used for small wild canines such as coyotes, jackals, and African wild dogs.

### Combat

Dogs generally hunt in packs, chasing and exhausting prey until they can drag it down.

**Skills:** Dogs have a +4 racial bonus on Jump checks.

\*Dogs have a +4 racial bonus on Survival checks when tracking by scent.

## DOG, WOLFHOUND

	Medium Animal
<b>Hit Dice:</b>	2d8+4 (13 hp)
<b>Initiative:</b>	+2
<b>Speed:</b>	40 ft. (8 squares)
<b>Armor Class:</b>	16 (+2 Dex, +4 natural), touch 12, flat-footed 14
<b>Base</b>	+1/+3
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Bite +3 melee (1d6+3)
<b>Full Attack:</b>	Bite +3 melee (1d6+3)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +5, Ref +5, Will +1
<b>Abilities:</b>	Str 15, Dex 15, Con 15, Int 2, Wis 12, Cha 6
<b>Skills:</b>	Jump +8, Listen +5, Spot +5, Swim +3, Survival +1*
<b>Feats:</b>	B Alertness, Track
<b>Environment:</b>	Temperate plains
<b>Organization:</b>	Solitary or pack (5–12)
<b>Challenge Rating:</b>	1
<b>Advancement:</b>	—
<b>Level Adjustment:</b>	—

A wolfhound is a big dog trained to combat.

### Combat

If trained, these animals can make trip attacks just as wolves do (see the Wolf entry).

**Skills:** Wolfhounds have a +4 racial bonus on Jump checks.

\*Wolfhounds have a +4 racial bonus on Survival checks when tracking by scent.

## EAGLE

	Small Animal
<b>Hit Dice:</b>	1d8+1 (5 hp)
<b>Initiative:</b>	+2
<b>Speed:</b>	10 ft. (2 squares), fly 80 ft. (average)
<b>Armor Class:</b>	14 (+1 size, +2 Dex, +1 natural), touch 13, flat-footed 12
<b>Base</b>	+0/-4
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Talons +3 melee (1d4)
<b>Full Attack:</b>	2 talons +3 melee (1d4) and bite -2 melee (1d4)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision
<b>Saves:</b>	Fort +3, Ref +4, Will +2
<b>Abilities:</b>	Str 10, Dex 15, Con 12, Int 2, Wis 14, Cha 6
<b>Skills:</b>	Listen +2, Spot +14
<b>Feats:</b>	Weapon Finesse
<b>Environment:</b>	Temperate mountains
<b>Organization:</b>	Solitary or pair
<b>Challenge Rating:</b>	1/2
<b>Advancement:</b>	2-3 HD (Medium)

**Level Adjustment:** —

These birds of prey inhabit nearly every terrain and climate, though they all prefer high, secluded nesting spots.

A typical eagle is about 3 feet long and has a wingspan of about 7 feet. The statistics presented here can describe any similar-sized, diurnal bird of prey.

Combat

Eagles dive at prey, raking with their powerful talons.

**Skills:** Eagles have a +8 racial bonus on Spot checks.

## ELEPHANT

	Huge Animal
<b>Hit Dice:</b>	11d8+55 (104 hp)
<b>Initiative:</b>	+0
<b>Speed:</b>	40 ft. (8 squares)
<b>Armor Class:</b>	15 (-2 size, +7 natural), touch 8, flat-footed 15
<b>Base</b>	+8/+26
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Gore +16 melee (2d8+15)
<b>Full Attack:</b>	Slam +16 melee (2d6+10) and 2 stamps +11 melee (2d6+5); or gore +16 melee (2d8+15)
<b>Space/Reach:</b>	15 ft./10 ft.
<b>Special Attacks:</b>	Trample 2d8+15
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +12, Ref +7, Will +6
<b>Abilities:</b>	Str 30, Dex 10, Con 21, Int 2, Wis 13, Cha 7
<b>Skills:</b>	Listen +12, Spot +10
<b>Feats:</b>	Alertness, Endurance, Iron Will, Skill Focus (Listen)
<b>Environment:</b>	Warm plains
<b>Organization:</b>	Solitary or herd (6-30)
<b>Challenge Rating:</b>	7
<b>Advancement:</b>	12-20 HD (Huge)
<b>Level Adjustment:</b>	—

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Massive herbivores of tropical lands, elephants are unpredictable creatures but nevertheless are sometimes used as mounts or beasts of burden.

**Combat**

Elephants tend to charge at threatening creatures.

**Trample (Ex):** Reflex half DC 25. The save DC is Strength-based.

## HAWK

	Tiny Animal
<b>Hit Dice:</b>	1d8 (4 hp)
<b>Initiative:</b>	+3
<b>Speed:</b>	10 ft. (2 squares), fly 60 ft. (average)
<b>Armor Class:</b>	17 (+2 size, +3 Dex, +2 natural), touch 15, flat-footed 14
<b>Base</b>	+0/-10
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Talons +5 melee (1d4-2)
<b>Full Attack:</b>	Talons +5 melee (1d4-2)
<b>Space/Reach:</b>	2-1/2 ft./0 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision
<b>Saves:</b>	Fort +2, Ref +5, Will +2
<b>Abilities:</b>	Str 6, Dex 17, Con 10, Int 2, Wis 14, Cha 6
<b>Skills:</b>	Listen +2, Spot +14
<b>Feats:</b>	Weapon Finesse
<b>Environment:</b>	Temperate forests
<b>Organization:</b>	Solitary or pair
<b>Challenge Rating:</b>	1/3
<b>Advancement:</b>	—
<b>Level Adjustment:</b>	—

These creatures are similar to eagles but slightly smaller: 1 to 2 feet long, with wingspans of 6 feet or less.

**Combat**

Hawks combine both talons into a single attack.

**Skills:** Hawks have a +8 racial bonus on Spot checks.

## HORSE

Horses are widely domesticated for riding and as beasts of burden.

**Combat**

A horse not trained for war does not normally use its hooves to attack. Its hoof attack is treated as a secondary attack and adds only half the horse's Strength bonus to damage. (These secondary attacks are noted with an asterisk in the Attack and Full Attack entries for the heavy horse and the light horse.)

	Horse, Heavy
	Large Animal
<b>Hit Dice:</b>	3d8+6 (19 hp)
<b>Initiative:</b>	+1
<b>Speed:</b>	50 ft. (10 squares)
<b>Armor Class:</b>	13 (-1 size, +1 Dex, +3 natural), touch 10, flat-footed 12
<b>Base</b>	+2/+9
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Hoof -1 melee (1d6+1*)
<b>Full Attack:</b>	2 hooves -1 melee (1d6+1*)

<b>Space/Reach:</b>	10 ft./5 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +5, Ref +4, Will +2
<b>Abilities:</b>	Str 16, Dex 13, Con 15, Int 2, Wis 12, Cha 6
<b>Skills:</b>	Listen +4, Spot +4
<b>Feats:</b>	Endurance, Run
<b>Environment:</b>	Temperate plains
<b>Organization:</b>	Domesticated
<b>Challenge Rating:</b>	1
<b>Advancement:</b>	—
<b>Level Adjustment:</b>	—

The statistics presented here describe large breeds of working horses such as Clydesdales. These animals are usually ready for heavy work by age three. A heavy horse cannot fight while carrying a rider.

**Carrying Capacity:** A light load for a heavy horse is up to 200 pounds; a medium load, 201–400 pounds; and a heavy load, 401–600 pounds. A heavy horse can drag 3,000 pounds.

	Horse, Light
	Large Animal
<b>Hit Dice:</b>	3d8+6 (19 hp)
<b>Initiative:</b>	+1
<b>Speed:</b>	60 ft. (12 squares)
<b>Armor Class:</b>	13 (–1 size, +1 Dex, +3 natural), touch 10, flat-footed 12
<b>Base</b>	+2/+8
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Hoof –2 melee (1d4+1*)
<b>Full Attack:</b>	2 hooves –2 melee (1d4+1*)
<b>Space/Reach:</b>	10 ft./5 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +5, Ref +4, Will +2
<b>Abilities:</b>	Str 14, Dex 13, Con 15, Int 2, Wis 12, Cha 6
<b>Skills:</b>	Listen +4, Spot +4
<b>Feats:</b>	Endurance, Run
<b>Environment:</b>	Temperate plains
<b>Organization:</b>	Domesticated or herd (6–30)
<b>Challenge Rating:</b>	1
<b>Advancement:</b>	—
<b>Level Adjustment:</b>	—

The statistics presented here describe smaller breeds of working horses such as quarter horses and Arabians as well as wild horses. These animals are usually ready for useful work by age two. A light horse cannot fight while carrying a rider.

**Carrying Capacity:** A light load for a light horse is up to 150 pounds; a medium load, 151–300 pounds; and a heavy load, 301–450 pounds. A light horse can drag 2,250 pounds.

	Warhorse, Heavy
	Large Animal
<b>Hit Dice:</b>	4d8+12 (30 hp)
<b>Initiative:</b>	+1
<b>Speed:</b>	50 ft. (10 squares)
<b>Armor Class:</b>	14 (–1 size, +1 Dex, +4 natural), touch 10, flat-footed 13
<b>Base</b>	+3/+11
<b>Attack/Grapple:</b>	

<b>Attack:</b>	Hoof +6 melee (1d6+4)
<b>Full Attack:</b>	2 hooves +6 melee (1d6+4) and bite +1 melee (1d4+2)
<b>Space/Reach:</b>	10 ft./5 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +7, Ref +5, Will +2
<b>Abilities:</b>	Str 18, Dex 13, Con 17, Int 2, Wis 13, Cha 6
<b>Skills:</b>	Listen +5, Spot +4
<b>Feats:</b>	Endurance, Run
<b>Environment:</b>	Temperate plains
<b>Organization:</b>	Domesticated
<b>Challenge Rating:</b>	2
<b>Advancement:</b>	—
<b>Level Adjustment:</b>	—

These animals are similar to heavy horses but are trained and bred for strength and aggression. A heavy warhorse can fight while carrying a rider, but the rider cannot also attack unless he or she succeeds on a Ride check.

**Carrying Capacity:** A light load for a heavy warhorse is up to 300 pounds; a medium load, 301–600 pounds; and a heavy load, 601–900 pounds. A heavy warhorse can drag 4,500 pounds.

	Warhorse, Light
	Large Animal
<b>Hit Dice:</b>	3d8+9 (22 hp)
<b>Initiative:</b>	+1
<b>Speed:</b>	60 ft. (12 squares)
<b>Armor Class:</b>	14 (–1 size, +1 Dex, +4 natural), touch 10, flat-footed 13
<b>Base</b>	+2/+9
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Hoof +4 melee (1d4+3)
<b>Full Attack:</b>	2 hooves +4 melee (1d4+3) and bite –1 melee (1d3+1)
<b>Space/Reach:</b>	10 ft./5 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +6, Ref +4, Will +2
<b>Abilities:</b>	Str 16, Dex 13, Con 17, Int 2, Wis 13, Cha 6
<b>Skills:</b>	Listen +4, Spot +4
<b>Feats:</b>	Endurance, Run
<b>Environment:</b>	Temperate plains
<b>Organization:</b>	Domesticated
<b>Challenge Rating:</b>	1
<b>Advancement:</b>	—
<b>Level Adjustment:</b>	—

These animals or similar to light horses but are trained and bred for strength and aggression. They usually are not ready for warfare before age three. A light warhorse can fight while carrying a rider, but the rider cannot also attack unless he or she succeeds on a Ride check.

**Carrying Capacity:** A light load for a light warhorse is up to 230 pounds; a medium load, 231–460 pounds; and a heavy load, 461–690 pounds. A light warhorse can drag 3,450 pounds.

## HYENA

	Medium Animal
<b>Hit Dice:</b>	2d8+4 (13 hp)
<b>Initiative:</b>	+2
<b>Speed:</b>	50 ft. (10 squares)
<b>Armor Class:</b>	14 (+2 Dex, +2 natural), touch 12, flat-footed 12

<b>Base</b>	+1/+3
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Bite +3 melee (1d6+3)
<b>Full Attack:</b>	Bite +3 melee (1d6+3)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Trip
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +5, Ref +5, Will +1
<b>Abilities:</b>	Str 14, Dex 15, Con 15, Int 2, Wis 13, Cha 6
<b>Skills:</b>	Hide +3*, Listen +6, Spot +4
<b>Feats:</b>	Alertness
<b>Environment:</b>	Warm deserts
<b>Organization:</b>	Solitary, pair, or pack (7–16)
<b>Challenge Rating:</b>	1
<b>Advancement:</b>	3 HD (Medium); 4–5 HD (Large)
<b>Level Adjustment:</b>	—

Hyenas are pack hunters infamous for their cunning and their unnerving vocalizations. The statistics presented here are for a striped hyena, which is about 3 feet long and weighs about 120 pounds.

#### Combat

A favorite tactic is to send a few individuals against the foe's front while the rest of the pack circles and attacks from the flanks or rear.

**Trip (Ex):** A hyena that hits with its bite attack can attempt to trip the opponent (+2 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the hyena.

**Skills:** \*Hyenas have a +4 racial bonus on Hide checks in areas of tall grass or heavy undergrowth.

## LEOPARD

	Medium Animal
<b>Hit Dice:</b>	3d8+6 (19 hp)
<b>Initiative:</b>	+4
<b>Speed:</b>	40 ft (8 squares), climb 20 ft.
<b>Armor Class:</b>	15 (+4 Dex, +1 natural), touch 14, flat-footed 11
<b>Base</b>	+2/+5
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Bite +6 melee (1d6+3)
<b>Full Attack:</b>	Bite +6 melee (1d6+3) and 2 claws +1 melee (1d3+1)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Improved grab, pounce, rake 1d3+1
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +5, Ref +7, Will +2
<b>Abilities:</b>	Str 16, Dex 19, Con 15, Int 2, Wis 12, Cha 6
<b>Skills:</b>	Balance +12, Climb +11, Hide +8*, Jump +11, Listen +6, Move Silently +8, Spot +6
<b>Feats:</b>	Alertness, Weapon Finesse
<b>Environment:</b>	Warm forests
<b>Organization:</b>	Solitary or pair
<b>Challenge Rating:</b>	2
<b>Advancement:</b>	4–5 HD (Medium)
<b>Level Adjustment:</b>	—

These jungle cats are about 4 feet long and weigh about 120 pounds. They usually hunt at night. The statistics presented here can describe any feline of similar size, such as jaguars, panthers, and mountain lions.

#### Combat

**Improved Grab (Ex):** To use this ability, a leopard must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can rake.

**Pounce (Ex):** If a leopard charges a foe, it can make a full attack, including two rake attacks.



**Rake (Ex):** Attack bonus +6 melee, damage 1d3+1.

**Skills:** Leopards have a +8 racial bonus on Jump checks and a +4 racial bonus on Hide and Move Silently checks. Leopards have a +8 racial bonus on Balance and Climb checks. A leopard can always choose to take 10 on a Climb check, even if rushed or threatened. \*In areas of tall grass or heavy undergrowth, the Hide bonus improves to +8.

## LION

	Large Animal
<b>Hit Dice:</b>	5d8+10 (32 hp)
<b>Initiative:</b>	+3
<b>Speed:</b>	40 ft. (8 squares)
<b>Armor Class:</b>	15 (-1 size, +3 Dex, +3 natural), touch 12, flat-footed 12
<b>Base</b>	+3/+12
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Claw +7 melee (1d4+5)
<b>Full Attack:</b>	2 claws +7 melee (1d4+5) and bite +2 melee (1d8+2)
<b>Space/Reach:</b>	10 ft./5 ft.
<b>Special Attacks:</b>	Pounce, improved grab, rake 1d4+2
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +6, Ref +7, Will +2
<b>Abilities:</b>	Str 21, Dex 17, Con 15, Int 2, Wis 12, Cha 6
<b>Skills:</b>	Balance +7, Hide +3*, Listen +5, Move Silently +11, Spot +5
<b>Feats:</b>	Alertness, Run
<b>Environment:</b>	Warm plains
<b>Organization:</b>	Solitary, pair, or pride (6–10)
<b>Challenge Rating:</b>	3
<b>Advancement:</b>	6–8 HD (Large)
<b>Level Adjustment:</b>	—

The statistics presented here describe a male lion, which is 5 to 8 feet long and weighs 330 to 550 pounds. Females are slightly smaller but use the same statistics.

### Combat

**Pounce (Ex):** If a lion charges a foe, it can make a full attack, including two rake attacks.

**Improved Grab (Ex):** To use this ability, a lion must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can rake.

**Rake (Ex):** Attack bonus +7 melee, damage 1d4+2.

**Skills:** Lions have a +4 racial bonus on Balance, Hide, and Move Silently checks. \*In areas of tall grass or heavy undergrowth, the Hide bonus improves to +12.

## LIZARD, MONITOR

	Medium Animal
<b>Hit Dice:</b>	3d8+9 (22 hp)
<b>Initiative:</b>	+2
<b>Speed:</b>	30 ft. (6 squares), swim 30 ft.
<b>Armor Class:</b>	15 (+2 Dex, +3 natural), touch 12, flat-footed 13
<b>Base</b>	+2/+5
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Bite +5 melee (1d8+4)
<b>Full Attack:</b>	Bite +5 melee (1d8+4)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision
<b>Saves:</b>	Fort +8, Ref +5, Will +2
<b>Abilities:</b>	Str 17, Dex 15, Con 17, Int 1, Wis 12, Cha 2
<b>Skills:</b>	Climb +7, Hide +6*, Listen +4, Move Silently +6, Spot +4, Swim +11

<b>Feats:</b>	Alertness, Great Fortitude
<b>Environment:</b>	Warm forests
<b>Organization:</b>	Solitary
<b>Challenge Rating:</b>	2
<b>Advancement:</b>	4–5 HD (Medium)
<b>Level Adjustment:</b>	—

This category includes fairly large, carnivorous lizards from 3 to 5 feet long.

#### Combat

Monitor lizards can be aggressive, using their powerful jaws to tear at prey or enemies.

**Skills:** A monitor lizard has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line. Monitor lizards have a +4 racial bonus on Hide and Move Silently checks. \*In forested or overgrown areas, the Hide bonus improves to +8.

## MONKEY

	Tiny Animal
<b>Hit Dice:</b>	1d8 (4 hp)
<b>Initiative:</b>	+2
<b>Speed:</b>	30 ft. (6 squares), climb 30 ft.
<b>Armor Class:</b>	14 (+2 size, +2 Dex), touch 14, flat-footed 12
<b>Base</b>	+0/–12
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Bite +4 melee (1d3–4)
<b>Full Attack:</b>	Bite +4 melee (1d3–4)
<b>Space/Reach:</b>	2-1/2 ft./0 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision
<b>Saves:</b>	Fort +2, Ref +4, Will +1
<b>Abilities:</b>	Str 3, Dex 15, Con 10, Int 2, Wis 12, Cha 5
<b>Skills:</b>	Balance +10, Climb +10, Hide +10, Listen +3, Spot +3
<b>Feats:</b>	Weapon Finesse
<b>Environment:</b>	Warm forests
<b>Organization:</b>	Troop (10–40)
<b>Challenge Rating:</b>	1/6
<b>Advancement:</b>	2–3 HD (Small)
<b>Level Adjustment:</b>	—

The statistics presented here can describe any arboreal monkey that is no bigger than a housecat, such as a colobus or capuchin.

#### Combat

Monkeys generally flee into the safety of the trees, but if cornered can fight ferociously.

**Skills:** Monkeys have a +8 racial bonus on Balance and Climb checks. They can always choose to take 10 on Climb checks, even if rushed or threatened. They use their Dexterity modifier instead of their Strength modifier for Climb checks.

## OCTOPUS

	Small Animal (Aquatic)
<b>Hit Dice:</b>	2d8 (9 hp)
<b>Initiative:</b>	+3
<b>Speed:</b>	20 ft. (4 squares), swim 30 ft.
<b>Armor Class:</b>	16 (+1 size, +3 Dex, +2 natural), touch 14, flat-footed 13
<b>Base</b>	+1/+2
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Arms +5 melee (0)
<b>Full Attack:</b>	Arms +5 melee (0) and bite +0 melee (1d3)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Improved grab
<b>Special Qualities:</b>	Ink cloud, jet, low-light vision
<b>Saves:</b>	Fort +3, Ref +6, Will +1
<b>Abilities:</b>	Str 12, Dex 17, Con 11, Int 2, Wis 12, Cha 3

<b>Skills:</b>	Escape Artist +13, Hide +11, Listen +2, Spot +5, Swim +9
<b>Feats:</b>	Weapon Finesse
<b>Environment:</b>	Warm aquatic
<b>Organization:</b>	Solitary
<b>Challenge Rating:</b>	1
<b>Advancement:</b>	3–6 HD (Medium)
<b>Level Adjustment:</b>	—

These bottom-dwelling sea creatures are dangerous only to their prey. If disturbed, they usually try to escape.

#### Combat

**Improved Grab (Ex):** To use this ability, an octopus must hit an opponent of any size with its arms attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and automatically deals bite damage.

**Ink Cloud (Ex):** An octopus can emit a cloud of jet-black ink 10 feet high by 10 feet wide by 10 feet long once per minute as a free action. The cloud provides total concealment, which the octopus normally uses to escape a losing fight. All vision within the cloud is obscured.

**Jet (Ex):** An octopus can jet backward once per round as a full-round action, at a speed of 200 feet. It must move in a straight line, but does not provoke attacks of opportunity while jetting.

**Skills:** An octopus can change colors, giving it a +4 racial bonus on Hide checks. An octopus also can squeeze and contort its body, giving it a +10 racial bonus on Escape Artist checks. An octopus has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

## OCTOPUS, GIANT

	Large Animal (Aquatic)
<b>Hit Dice:</b>	8d8+11 (47 hp)
<b>Initiative:</b>	+2
<b>Speed:</b>	20 ft. (4 squares), swim 30 ft.
<b>Armor Class:</b>	18 (–1 size, +2 Dex, +7 natural), touch 11, flat-footed 16
<b>Base</b>	+6/+15
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Tentacle +10 melee (1d4+5)
<b>Full Attack:</b>	8 tentacles +10 melee (1d4+5) and bite +5 melee (1d8+2)
<b>Space/Reach:</b>	10 ft./10 ft. (20 ft. with tentacle)
<b>Special Attacks:</b>	Improved grab, constrict
<b>Special Qualities:</b>	Ink cloud, jet, low-light vision
<b>Saves:</b>	Fort +7, Ref +8, Will +3
<b>Abilities:</b>	Str 20, Dex 15, Con 13, Int 2, Wis 12, Cha 3
<b>Skills:</b>	Escape Artist +12, Hide +12, Listen +4, Spot +6, Swim +13
<b>Feats:</b>	Alertness, Skill Focus (Hide), Toughness
<b>Environment:</b>	Warm aquatic
<b>Organization:</b>	Solitary
<b>Challenge Rating:</b>	8
<b>Advancement:</b>	9–12 HD (Large); 13–24 HD (Huge)
<b>Level Adjustment:</b>	—

These creatures are aggressive and territorial hunters, with arms reaching 10 feet or more in length. Their tentacles are studded with barbs and sharp-edged suckers.

#### Combat

An opponent can attack a giant octopus's tentacles with a sunder attempt as if they were weapons. A giant octopus's tentacles have 10 hit points each. If a giant octopus is currently grappling a target with the tentacle that is being attacked, it usually uses another limb to make its attack of opportunity against the opponent making the sunder attempt. Severing one of a giant octopus's tentacles deals 5 points of damage to the creature. A giant octopus usually withdraws from combat if it loses four tentacles. The creature regrows severed limbs in 1d10+10 days.

**Constrict (Ex):** A giant octopus deals 2d8+6 points of damage with a successful grapple check.

**Improved Grab (Ex):** To use this ability, a giant octopus must hit an opponent of any size with a tentacle attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

**Ink Cloud (Ex):** A giant octopus can emit a cloud of jet-black ink 20 feet high by 20 feet wide by 20 feet long once per minute as a free action. The cloud provides total concealment, which the octopus normally uses to escape a losing fight. All vision within the cloud is obscured.

**Jet (Ex):** A giant octopus can jet backward once per round as a full-round action, at a speed of 200 feet. It must move in a straight line, but does not provoke attacks of opportunity while jetting.

**Skills:** A giant octopus can change colors, giving it a +4 racial bonus on Hide checks. A giant octopus also can squeeze and contort its body, giving it a +10 racial bonus on Escape Artist checks. A giant octopus has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

## OWL

	Tiny Animal
<b>Hit Dice:</b>	1d8 (4 hp)
<b>Initiative:</b>	+3
<b>Speed:</b>	10 ft. (2 squares), fly 40 ft. (average)
<b>Armor Class:</b>	17 (+2 size, +3 Dex, +2 natural), touch 15, flat-footed 14
<b>Base Attack/Grapple:</b>	+0/-11
<b>Attack:</b>	Talons +5 melee (1d4-3)
<b>Full Attack:</b>	Talons +5 melee (1d4-3)
<b>Space/Reach:</b>	2-1/2 ft./0 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision
<b>Saves:</b>	Fort +2, Ref +5, Will +2
<b>Abilities:</b>	Str 4, Dex 17, Con 10, Int 2, Wis 14, Cha 4
<b>Skills:</b>	Listen +14, Move Silently +17, Spot +6*
<b>Feats:</b>	Weapon Finesse
<b>Environment:</b>	Temperate forests
<b>Organization:</b>	Solitary
<b>Challenge Rating:</b>	1/4
<b>Advancement:</b>	2 HD (Small)
<b>Level Adjustment:</b>	—

The statistics presented here describe nocturnal birds of prey from 1 to 2 feet long, with wingspans up to 6 feet. They combine both talons into a single attack.

### Combat

Owls swoop quietly down onto prey, attacking with their powerful talons.

**Skills:** Owls have a +8 racial bonus on Listen checks and a +14 racial bonus on Move Silently checks. \*They have a +8 racial bonus on Spot checks in areas of shadowy illumination.

## PONY

	Medium Animal
<b>Hit Dice:</b>	2d8+2 (11 hp)
<b>Initiative:</b>	+1
<b>Speed:</b>	40 ft. (8 squares)
<b>Armor Class:</b>	13 (+1 Dex, +2 natural), touch 11, flat-footed 12
<b>Base Attack/Grapple:</b>	+1/+2
<b>Attack:</b>	Hoof -3 melee (1d3*)
<b>Full Attack:</b>	2 hooves -3 melee (1d3*)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +4, Ref +4, Will +0
<b>Abilities:</b>	Str 13, Dex 13, Con 12, Int 2, Wis 11, Cha 4
<b>Skills:</b>	Listen +5, Spot +5
<b>Feats:</b>	Endurance
<b>Environment:</b>	Temperate plains
<b>Organization:</b>	Solitary
<b>Challenge Rating:</b>	1/4
<b>Advancement:</b>	—
<b>Level Adjustment:</b>	—

The statistics presented here describe a small horse, under 5 feet tall at the shoulder. Ponies are otherwise similar to light horses and cannot fight while carrying a rider.

### Combat

\*A pony not trained for war does not normally use its hooves to attack but rather to run. Its hoof attack is treated as a secondary attack and adds only half the pony's Strength bonus to damage.

**Carrying Capacity:** A light load for a pony is up to 75 pounds; a medium load, 76–150 pounds; and a heavy load, 151–225 pounds. A pony can drag 1,125 pounds.

## PORPOISE

	Medium Animal
<b>Hit Dice:</b>	2d8+2 (11 hp)
<b>Initiative:</b>	+3
<b>Speed:</b>	Swim 80 ft. (16 squares)
<b>Armor Class:</b>	15 (+3 Dex, +2 natural), touch 13, flat-footed 12
<b>Base</b>	+1/+1
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Slam +4 melee (2d4)
<b>Full Attack:</b>	Slam +4 melee (2d4)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Blindsight 120 ft., hold breath, low-light vision
<b>Saves:</b>	Fort +4, Ref +6, Will +1
<b>Abilities:</b>	Str 11, Dex 17, Con 13, Int 2, Wis 12, Cha 6
<b>Skills:</b>	Listen +8*, Spot +7*, Swim +8
<b>Feats:</b>	Weapon Finesse
<b>Environment:</b>	Temperate aquatic
<b>Organization:</b>	Solitary, pair, or school (3–20)
<b>Challenge Rating:</b>	1/2
<b>Advancement:</b>	3–4 HD (Medium); 5–6 HD (Large)
<b>Level Adjustment:</b>	—

Porpoises are mammals that tend to be playful, friendly, and helpful. A typical porpoise is 4 to 6 feet long and weighs 110 to 160 pounds. The statistics presented here can describe any small whale of similar size.

### Combat

**Blindsight (Ex):** Porpoises can “see” by emitting high-frequency sounds, inaudible to most other creatures, that allow them to locate objects and creatures within 120 feet. A *silence* spell negates this and forces the porpoise to rely on its vision, which is approximately as good as a human's.

**Hold Breath (Ex):** A porpoise can hold its breath for a number of rounds equal to 6 x □ its Constitution score before it risks drowning.

**Skills:** A porpoise has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line. \*A porpoise has a +4 racial bonus on Spot and Listen checks. These bonuses are lost if its blindsight is negated.

## RAT

	Tiny Animal
<b>Hit Dice:</b>	1/4 d8 (1 hp)
<b>Initiative:</b>	+2
<b>Speed:</b>	15 ft. (3 squares), climb 15 ft., swim 15 ft.
<b>Armor Class:</b>	14 (+2 size, +2 Dex), touch 14, flat-footed 12
<b>Base</b>	+0/–12
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Bite +4 melee (1d3–4)
<b>Full Attack:</b>	Bite +4 melee (1d3–4)
<b>Space/Reach:</b>	2-1/2 ft./0 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +2, Ref +4, Will +1
<b>Abilities:</b>	Str 2, Dex 15, Con 10, Int 2, Wis 12, Cha 2
<b>Skills:</b>	Balance +10, Climb +12, Hide +14, Move Silently +10, Swim +10
<b>Feats:</b>	Weapon Finesse
<b>Environment:</b>	Any

<b>Organization:</b>	Plague (10–100)
<b>Challenge Rating:</b>	1/8
<b>Advancement:</b>	—
<b>Level Adjustment:</b>	—

These omnivorous rodents thrive almost anywhere.

#### Combat

Rats usually run away. They bite only as a last resort.

**Skills:** Rats have a +4 racial bonus on Hide and Move Silently checks, and a +8 racial bonus on Balance, Climb, and Swim checks. A rat can always choose to take 10 on Climb checks, even if rushed or threatened. A rat uses its Dexterity modifier instead of its Strength modifier for Climb and Swim checks. A rat has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

## RAVEN

	Tiny Animal
<b>Hit Dice:</b>	1/4 d8 (1 hp)
<b>Initiative:</b>	+2
<b>Speed:</b>	10 ft. (2 squares), fly 40 ft. (average)
<b>Armor Class:</b>	14 (+2 size, +2 Dex), touch 14, flat-footed 12
<b>Base</b>	+0/–13
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Claws +4 melee (1d2–5)
<b>Full Attack:</b>	Claws +4 melee (1d2–5)
<b>Space/Reach:</b>	2-1/2 ft./0 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Low-light vision
<b>Saves:</b>	Fort +2, Ref +4, Will +2
<b>Abilities:</b>	Str 1, Dex 15, Con 10, Int 2, Wis 14, Cha 6
<b>Skills:</b>	Listen +3, Spot +5
<b>Feats:</b>	Weapon Finesse
<b>Environment:</b>	Temperate forests
<b>Organization:</b>	Solitary
<b>Challenge Rating:</b>	1/6
<b>Advancement:</b>	—
<b>Level Adjustment:</b>	—

These glossy black birds are about 2 feet long and have wingspans of about 4 feet. They combine both claws into a single attack. The statistics presented here can describe most nonpredatory birds of similar size.

## RHINOCEROS

	Large Animal
<b>Hit Dice:</b>	8d8+40 (76 hp)
<b>Initiative:</b>	+0
<b>Speed:</b>	30 ft. (6 squares)
<b>Armor Class:</b>	16 (–1 size, +7 natural), touch 9, flat-footed 16
<b>Base</b>	+6/+18
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Gore +13 melee (2d6+12)
<b>Full Attack:</b>	Gore +13 melee (2d6+12)
<b>Space/Reach:</b>	10 ft./5 ft.
<b>Special Attacks:</b>	Powerful charge
<b>Special Qualities:</b>	Low-light vision
<b>Saves:</b>	Fort +11, Ref +6, Will +3
<b>Abilities:</b>	Str 26, Dex 10, Con 21, Int 2, Wis 13, Cha 2
<b>Skills:</b>	Listen +14, Spot +3
<b>Feats:</b>	Alertness, Endurance, Improved Natural Attack (gore)
<b>Environment:</b>	Warm plains
<b>Organization:</b>	Solitary or herd (2–12)
<b>Challenge Rating:</b>	4
<b>Advancement:</b>	9–12 HD (Large); 13–24 HD (Huge)

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**Level Adjustment:** —

The rhinoceros is infamous for its bad temper and willingness to charge intruders.

The statistics presented here are based on the African black rhino, which is 6 to 14 feet long, 3 to 6 feet high at the shoulder, and weighs up to 6,000 pounds. These statistics can describe any herbivore of similar size and similar natural weapons (antlers, horns, tusks, or the like).

**Combat**

When it is harassed or annoyed, a rhinoceros lowers its head and charges.

**Powerful Charge (Ex):** A rhinoceros deals 4d6+24 points of damage when it makes a charge.

## SHARK

	<b>Shark, Medium</b>	<b>Shark, Large</b>	<b>Shark, Huge</b>
	Medium Animal (Aquatic)	Large Animal (Aquatic)	Huge Animal (Aquatic)
<b>Hit Dice:</b>	3d8+3 (16 hp)	7d8+7 (38 hp)	10d8+20 (65 hp)
<b>Initiative:</b>	+2	+6	+6
<b>Speed:</b>	Swim 60 ft. (12 squares)	Swim 60 ft. (12 squares)	Swim 60 ft. (12 squares)
<b>Armor Class:</b>	15 (+2 Dex, +3 natural), touch 12, flat-footed 13	15 (–1 size, +2 Dex, +4 natural), touch 11, flat-footed 13	15 (–2 size, +2 Dex, +5 natural), touch 10, flat-footed 13
<b>Base Attack/Grapple:</b>	+2/+3	+5/+12	+7/+20
<b>Attack:</b>	Bite +4 melee (1d6+1)	Bite +7 melee (1d8+4)	Bite +10 melee (2d6+7)
<b>Full Attack:</b>	Bite +4 melee (1d6+1)	Bite +7 melee (1d8+4)	Bite +10 melee (2d6+7)
<b>Space/Reach:</b>	5 ft./5 ft.	10 ft./5 ft.	15 ft./10 ft.
<b>Special Attacks:</b>	—	—	—
<b>Special Qualities:</b>	Blindsight, keen scent	Blindsight, keen scent	Blindsight, keen scent
<b>Saves:</b>	Fort +4, Ref +5, Will +2	Fort +8, Ref +7, Will +3	Fort +11, Ref +9, Will +4
<b>Abilities:</b>	Str 13, Dex 15, Con 13, Int 1, Wis 12, Cha 2	Str 17, Dex 15, Con 13, Int 1, Wis 12, Cha 2	Str 21, Dex 15, Con 15, Int 1, Wis 12, Cha 2
<b>Skills:</b>	Listen +6, Spot +6, Swim +9	Listen +8, Spot +7, Swim +11	Listen +10, Spot +10, Swim +13
<b>Feats:</b>	Alertness, Weapon Finesse	Alertness, Great Fortitude, Improved Initiative	Alertness, Great Fortitude, Improved Initiative, Iron Will
<b>Environment:</b>	Cold aquatic	Cold aquatic	Cold aquatic
<b>Organization:</b>	Solitary, school (2–5), or pack (6–11)	Solitary, school (2–5), or pack (6–11)	Solitary, school (2–5), or pack (6–11)
<b>Challenge Rating:</b>	1	2	4
<b>Advancement:</b>	4–6 HD (Medium)	8–9 HD (Large)	11–17 HD (Huge)
<b>Level Adjustment:</b>	—	—	—

These carnivorous fish are aggressive and liable to make unprovoked attacks against anything that approaches them.

Smaller sharks are from 5 to 8 feet long and not usually dangerous to creatures other than their prey. Large sharks can reach around 15 feet in length and are a serious threat. Huge sharks are true monsters, like great whites, that can exceed 20 feet in length.

**Combat**

Sharks circle and observe potential prey, then dart in and bite with their powerful jaws.

**Blindsight (Ex):** A shark can locate creatures underwater within a 30-foot radius. This ability works only when the shark is underwater.

**Keen Scent (Ex):** A shark can notice creatures by scent in a 180-foot radius and detect blood in the water at ranges of up to a mile.

**Skills:** A shark has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

## SNAKE

Snakes usually are not aggressive and flee when confronted.

**Skills:** Snakes have a +4 racial bonus on Hide, Listen, and Spot checks and a +8 racial bonus on Balance and Climb checks. A snake can always choose to take 10 on a Climb check, even if rushed or threatened. Snakes use either their Strength modifier or Dexterity modifier for Climb checks, whichever is higher. A snake has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

## Constrictor Snake

	Medium Animal
<b>Hit Dice:</b>	3d8+6 (19 hp)
<b>Initiative:</b>	+3
<b>Speed:</b>	20 ft. (4 squares), climb 20 ft., swim 20 ft.
<b>Armor Class:</b>	15 (+3 Dex, +2 natural), touch 13, flat-footed 12
<b>Base</b>	+2/+5
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Bite +5 melee (1d3+4)
<b>Full Attack:</b>	Bite +5 melee (1d3+4)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Constrict 1d3+4, improved grab
<b>Special Qualities:</b>	Scent
<b>Saves:</b>	Fort +4, Ref +6, Will +2
<b>Abilities:</b>	Str 17, Dex 17, Con 13, Int 1, Wis 12, Cha 2
<b>Skills:</b>	Balance +11, Climb +14, Hide +10, Listen +7, Spot +7, Swim +11
<b>Feats:</b>	Alertness, Toughness
<b>Environment:</b>	Warm forests
<b>Organization:</b>	Solitary
<b>Challenge Rating:</b>	2
<b>Advancement:</b>	4–5 HD (Medium); 6–10 HD (Large)
<b>Level Adjustment:</b>	—

Constrictor snakes usually are not aggressive and flee when confronted. They hunt for food but do not attempt to make a meal out of any creature that is too large to constrict.

### Combat

Constrictor snakes hunt by grabbing prey with their mouths and then squeezing it with their powerful bodies.

**Constrict (Ex):** On a successful grapple check, a constrictor snake deals 1d3+4 points of damage.

**Improved Grab (Ex):** To use this ability, a constrictor snake must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

## Constrictor Snake, Giant

	Huge Animal
<b>Hit Dice:</b>	11d8+14 (63 hp)
<b>Initiative:</b>	+3
<b>Speed:</b>	20 ft. (4 squares), climb 20 ft., swim 20 ft.
<b>Armor Class:</b>	15 (–2 size, +3 Dex, +4 natural), touch 11, flat-footed 12
<b>Base</b>	+8/+23
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Bite +13 melee (1d8+10)
<b>Full Attack:</b>	Bite +13 melee (1d8+10)
<b>Space/Reach:</b>	15 ft./10 ft.
<b>Special Attacks:</b>	Constrict 1d8+10, improved grab
<b>Special Qualities:</b>	Scent
<b>Saves:</b>	Fort +8, Ref +10, Will +4
<b>Abilities:</b>	Str 25, Dex 17, Con 13, Int 1, Wis 12, Cha 2
<b>Skills:</b>	Balance +11, Climb +17, Hide +10, Listen +9, Spot +9, Swim +16
<b>Feats:</b>	Alertness, Endurance, Skill Focus (Hide), Toughness
<b>Environment:</b>	Warm forests
<b>Organization:</b>	Solitary
<b>Challenge Rating:</b>	5
<b>Advancement:</b>	12–16 HD (Huge); 17–33 HD (Gargantuan)
<b>Level Adjustment:</b>	—

Giant constrictor snakes are more aggressive than their smaller cousins, principally because they need a great amount of food to survive.

## Viper Snake

	Snake, Tiny Viper	Snake, Small Viper
	Tiny Animal	Small Animal
<b>Hit Dice:</b>	1/4 d8 (1 hp)	1d8 (4 hp)



<b>Initiative:</b>	+3	+3
<b>Speed:</b>	15 ft. (3 squares), climb 15 ft., swim 15 ft.	20 ft. (4 squares), climb 20 ft., swim 20 ft.
<b>Armor Class:</b>	17 (+2 size, +3 Dex, +2 natural), touch 15, flat-footed 14	17 (+1 size, +3 Dex, +3 natural), touch 14, flat-footed 14
<b>Base Attack/Grapple:</b>	+0/-11	+0/-6
<b>Attack:</b>	Bite +5 melee (1 plus poison)	Bite +4 melee (1d2-2 plus poison)
<b>Full Attack:</b>	Bite +5 melee (1 plus poison)	Bite +4 melee (1d2-2 plus poison)
<b>Space/Reach:</b>	2-1/2 ft./0 ft.	5 ft./5 ft.
<b>Special Attacks:</b>	Poison	Poison
<b>Special Qualities:</b>	Scent	Scent
<b>Saves:</b>	Fort +2, Ref +5, Will +1	Fort +2, Ref +5, Will +1
<b>Abilities:</b>	Str 4, Dex 17, Con 11, Int 1, Wis 12, Cha 2	Str 6, Dex 17, Con 11, Int 1, Wis 12, Cha 2
<b>Skills:</b>	Balance +11, Climb +11, Hide +15, Listen +6, Spot +6, Swim +5	Balance +11, Climb +11, Hide +11, Listen +7, Spot +7, Swim +6
<b>Feats:</b>	Weapon Finesse	Weapon Finesse
<b>Environment:</b>	Temperate marshes	Temperate marshes
<b>Organization:</b>	Solitary	Solitary
<b>Challenge Rating:</b>	1/3	1/2
<b>Advancement:</b>	—	—
<b>Level Adjustment:</b>	—	—

	<b>Snake, Medium Viper</b>	<b>Snake, Large Viper</b>	<b>Snake, Huge Viper</b>
	Medium Animal	Large Animal	Huge Animal
<b>Hit Dice:</b>	2d8 (9 hp)	3d8 (13 hp)	6d8+6 (33 hp)
<b>Initiative:</b>	+3	+7	+6
<b>Speed:</b>	20 ft. (4 squares), climb 20 ft., swim 20 ft.	20 ft. (4 squares), climb 20 ft., swim 20 ft.	20 ft. (4 squares), climb 20 ft., swim 20 ft.
<b>Armor Class:</b>	16 (+3 Dex, +3 natural), touch 13, flat-footed 13	15 (-1 size, +3 Dex, +3 natural), touch 12, flat-footed 12	15 (-2 size, +2 Dex, +5 natural), touch 10, flat-footed 15
<b>Base Attack/Grapple:</b>	+1/+0	+2/+6	+4/+15
<b>Attack:</b>	Bite +4 melee (1d4-1 plus poison)	Bite +4 melee (1d4 plus poison)	Bite +6 melee (1d6+4 plus poison)
<b>Full Attack:</b>	Bite +4 melee (1d4-1 plus poison)	Bite +4 melee (1d4 plus poison)	Bite +6 melee (1d6+4 plus poison)
<b>Space/Reach:</b>	5 ft./5 ft.	10 ft./5 ft.	15 ft./10 ft.
<b>Special Attacks:</b>	Poison	Poison	Poison
<b>Special Qualities:</b>	Scent	Scent	Scent
<b>Saves:</b>	Fort +3, Ref +6, Will +1	Fort +3, Ref +6, Will +2	Fort +6, Ref +7, Will +3
<b>Abilities:</b>	Str 8, Dex 17, Con 11, Int 1, Wis 12, Cha 2	Str 10, Dex 17, Con 11, Int 1, Wis 12, Cha 2	Str 16, Dex 15, Con 13, Int 1, Wis 12, Cha 2
<b>Skills:</b>	Balance +11, Climb +11, Hide +12, Listen +5, Spot +5, Swim +7	Balance +11, Climb +11, Hide +8, Listen +5, Spot +6, Swim +8	Balance +10, Climb +11, Hide +3, Listen +7, Spot +7, Swim +11
<b>Feats:</b>	Weapon Finesse	Improved Initiative, Weapon Finesse	Improved Initiative, Run, Weapon Focus (bite)
<b>Environment:</b>	Temperate marshes	Temperate marshes	Temperate marshes
<b>Organization:</b>	Solitary	Solitary	Solitary
<b>Challenge Rating:</b>	1	2	3
<b>Advancement:</b>	—	—	7-18 HD (Huge)
<b>Level Adjustment:</b>	—	—	—

These creatures range widely in size. They are not particularly aggressive, but will often lash out with a bite attack before attempting to retreat.

#### Combat

Viper snakes rely on their venomous bite to kill prey and defend themselves.

**Poison (Ex):** A viper snake has a poisonous bite that deals initial and secondary damage of 1d6 Con. The save DC varies by the snake's size, as shown on the table below. The save DCs are Constitution-based.

Size	Fort DC
Tiny	10
Small	10
Medium	11
Large	11
Huge	14

## SQUID

	Medium Animal (Aquatic)
<b>Hit Dice:</b>	3d8 (13 hp)
<b>Initiative:</b>	+3
<b>Speed:</b>	Swim 60 ft. (12 squares)
<b>Armor Class:</b>	16 (+3 Dex, +3 natural), touch 13, flat-footed 13
<b>Base Attack/Grapple:</b>	+2/+8*
<b>Attack:</b>	Arms +4 melee (0)
<b>Full Attack:</b>	Arms +4 melee (0) and bite -1 melee (1d6+1)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Improved grab
<b>Special Qualities:</b>	Ink cloud, jet, low-light vision
<b>Saves:</b>	Fort +3, Ref +6, Will +2
<b>Abilities:</b>	Str 14, Dex 17, Con 11, Int 1, Wis 12, Cha 2
<b>Skills:</b>	Listen +7, Spot +7, Swim +10
<b>Feats:</b>	Alertness, Endurance
<b>Environment:</b>	Temperate aquatic
<b>Organization:</b>	Solitary or school (6-11)
<b>Challenge Rating:</b>	1
<b>Advancement:</b>	4-6 HD (Medium); 7-11 HD (Large)
<b>Level Adjustment:</b>	—

These free-swimming mollusks are fairly aggressive. They are more feared than sharks in some locales.

### Combat

**Improved Grab (Ex):** To use this ability, a squid must hit an opponent of any size with its arms attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and automatically deals bite damage. \*A squid has a +4 racial bonus on grapple checks.

**Ink Cloud (Ex):** A squid can emit a cloud of jet-black ink 10 feet high by 10 feet wide by 10 feet long once per minute as a free action. The cloud provides total concealment, which the squid normally uses to escape a losing fight. All vision within the cloud is obscured.

**Jet (Ex):** A squid can jet backward once per round as a full-round action, at a speed of 240 feet. It must move in a straight line, but does not provoke attacks of opportunity while jetting.

**Skills:** A squid has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line

## SQUID, GIANT

	Huge Animal (Aquatic)
<b>Hit Dice:</b>	12d8+18 (72 hp)
<b>Initiative:</b>	+3
<b>Speed:</b>	Swim 80 ft. (16 squares)
<b>Armor Class:</b>	17 (-2 size, +3 Dex, +6 natural), touch 11, flat-footed 14
<b>Base Attack/Grapple:</b>	+9/+29
<b>Attack:</b>	Tentacle +15 melee (1d6+8)
<b>Full Attack:</b>	10 tentacles +15 melee (1d6+8) and bite +10 melee (2d8+4)
<b>Space/Reach:</b>	15 ft./15 ft. (30 ft. with tentacle)
<b>Special Attacks:</b>	Constrict 1d6+8, improved grab
<b>Special Qualities:</b>	Ink cloud, jet, low-light vision
<b>Saves:</b>	Fort +9, Ref +11, Will +5
<b>Abilities:</b>	Str 26, Dex 17, Con 13, Int 1, Wis 12, Cha 2

<b>Skills:</b>	Listen +10, Spot +11, Swim +16
<b>Feats:</b>	Alertness, Diehard, Endurance, Toughness (2)
<b>Environment:</b>	Temperate aquatic
<b>Organization:</b>	Solitary
<b>Challenge Rating:</b>	9
<b>Advancement:</b>	13–18 HD (Huge); 19–36 HD (Gargantuan)
<b>Level Adjustment:</b>	—

These voracious creatures can have bodies more than 20 feet long and attack almost anything they meet.

#### Combat

An opponent can attack a giant squid's tentacles with a sunder attempt as if they were weapons. A giant squid's tentacles have 10 hit points each. If a giant squid is currently grappling a target with the tentacle that is being attacked, it usually uses another limb to make its attack of opportunity against the opponent making the sunder attempt. Severing one of a giant squid's tentacles deals 5 points of damage to the creature. A giant squid usually withdraws from combat if it loses five tentacles. The creature regrows severed limbs in 1d10+10 days.

**Constrict (Ex):** A giant squid deals 1d6+8 points of damage with a successful grapple check.

**Improved Grab (Ex):** To use this ability, a giant squid must hit an opponent of any size with a tentacle attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict. \*A giant squid has a +4 racial bonus on grapple checks.

**Ink Cloud (Ex):** A giant squid can emit a cloud of jet-black ink 20 feet high by 20 feet wide by 20 feet long once per minute as a free action. The cloud provides total concealment, which the squid normally uses to escape a losing fight. All vision within the cloud is obscured.

**Jet (Ex):** A giant squid can jet backward once per round as a full-round action, at a speed of 320 feet. It must move in a straight line, but does not provoke attacks of opportunity while jetting.

**Skills:** A giant squid has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

## TIGER

	Large Animal
<b>Hit Dice:</b>	6d8+18 (45 hp)
<b>Initiative:</b>	+2
<b>Speed:</b>	40 ft. (8 squares)
<b>Armor Class:</b>	14 (–1 size, +2 Dex, +3 natural), touch 11, flat-footed 12
<b>Base</b>	+4/+14
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Claw +9 melee (1d8+6)
<b>Full Attack:</b>	2 claws +9 melee (1d8+6) and bite +4 melee (2d6+3)
<b>Space/Reach:</b>	10 ft./5 ft.
<b>Special Attacks:</b>	Improved grab, pounce, rake 1d8+3
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +8, Ref +7, Will +3
<b>Abilities:</b>	Str 23, Dex 15, Con 17, Int 2, Wis 12, Cha 6
<b>Skills:</b>	Balance +6, Hide +3*, Listen +3, Move Silently +9, Spot +3, Swim +11
<b>Feats:</b>	Alertness, Improved Natural Weapon (bite), and Improved Natural Weapon (claw).
<b>Environment:</b>	Warm forests
<b>Organization:</b>	Solitary
<b>Challenge Rating:</b>	4
<b>Advancement:</b>	7–12 HD (Large); 13–18 HD (Huge)
<b>Level Adjustment:</b>	—

These great cats stand more than 3 feet tall at the shoulder and are about 9 feet long. They weigh from 400 to 600 pounds.

#### Combat

**Improved Grab (Ex):** To use this ability, a tiger must hit with a claw or bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can rake.

**Pounce (Ex):** If a tiger charges a foe, it can make a full attack, including two rake attacks.

**Rake (Ex):** Attack bonus +9 melee, damage 1d8+3.

**Skills:** Tigers have a +4 racial bonus on Balance, Hide, and Move Silently checks. \*In areas of tall grass or heavy undergrowth, the Hide bonus improves to +8.

## WHALE

Some varieties of these seagoing mammals are among the largest animals known. Relatively small whales (such as the orca presented here) can be vicious predators, attacking virtually anything they detect.

**Blindsight (Ex):** Whales can “see” by emitting high-frequency sounds, inaudible to most other creatures, that allow them to locate objects and creatures within 120 feet. A *silence* spell negates this and forces the whale to rely on its vision, which is approximately as good as a human’s.

**Hold Breath (Ex):** A whale can hold its breath for a number of rounds equal to 8 x □ its Constitution score before it risks drowning.

**Skills:** A whale has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line. \*A whale has a +4 racial bonus on Spot and Listen checks. These bonuses are lost if its blindsight is negated.

Baleen Whale	
Gargantuan Animal	
<b>Hit Dice:</b>	12d8+78 (132 hp)
<b>Initiative:</b>	+1
<b>Speed:</b>	Swim 40 ft. (8 squares)
<b>Armor Class:</b>	16 (–4 size, +1 Dex, +9 natural), touch 7, flat-footed 15
<b>Base</b>	+9/+33
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Tail slap +17 melee (1d8+18)
<b>Full Attack:</b>	Tail slap +17 melee (1d8+18)
<b>Space/Reach:</b>	20 ft./15 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Blindsight 120 ft., hold breath, low-light vision
<b>Saves:</b>	Fort +14, Ref +9, Will +5
<b>Abilities:</b>	Str 35, Dex 13, Con 22, Int 2, Wis 12, Cha 6
<b>Skills:</b>	Listen +15*, Spot +14*, Swim +20
<b>Feats:</b>	Alertness, Diehard, Endurance, Toughness (2)
<b>Environment:</b>	Warm aquatic
<b>Organization:</b>	Solitary
<b>Challenge Rating:</b>	6
<b>Advancement:</b>	13–18 HD (Gargantuan); 19–36 HD (Colossal)
<b>Level Adjustment:</b>	—

The statistics here describe a plankton-feeding whale between 30 and 60 feet long, such as gray, humpback, and right whales. These massive creatures are surprisingly gentle. If harassed or provoked, they are as likely to flee as they are to retaliate.

Cachalot Whale	
Gargantuan Animal	
<b>Hit Dice:</b>	12d8+87 (141 hp)
<b>Initiative:</b>	+1
<b>Speed:</b>	Swim 40 ft. (8 squares)
<b>Armor Class:</b>	16 (–4 size, +1 Dex, +9 natural), touch 7, flat-footed 15
<b>Base</b>	+9/+33
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Bite +17 melee (4d6+12)
<b>Full Attack:</b>	Bite +17 melee (4d6+12) and tail slap +12 melee (1d8+6)
<b>Space/Reach:</b>	20 ft./15 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Blindsight 120 ft., hold breath, low-light vision
<b>Saves:</b>	Fort +15, Ref +9, Will +6
<b>Abilities:</b>	Str 35, Dex 13, Con 24, Int 2, Wis 14, Cha 6
<b>Skills:</b>	Listen +15*, Spot +14*, Swim +20
<b>Feats:</b>	Alertness, Diehard, Endurance, Improved Natural Attack (bite), Toughness
<b>Environment:</b>	Temperate aquatic
<b>Organization:</b>	Solitary or pod (6–11)
<b>Challenge Rating:</b>	7
<b>Advancement:</b>	13–18 HD (Gargantuan); 19–36 HD (Colossal)

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**Level Adjustment:** —

Also known as sperm whales, these creatures can be up to 60 feet long. They prey on giant squids.

	Orca
	Huge Animal
<b>Hit Dice:</b>	9d8+48 (88 hp)
<b>Initiative:</b>	+2
<b>Speed:</b>	Swim 50 ft. (10 squares)
<b>Armor Class:</b>	16 (-2 size, +2 Dex, +6 natural), touch 10, flat-footed 14
<b>Base</b>	+6/+22
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Bite +12 melee (2d6+12)
<b>Full Attack:</b>	Bite +12 melee (2d6+12)
<b>Space/Reach:</b>	15 ft./10 ft.
<b>Special Attacks:</b>	—
<b>Special Qualities:</b>	Blindsight 120 ft., hold breath, low-light vision
<b>Saves:</b>	Fort +11, Ref +8, Will +5
<b>Abilities:</b>	Str 27, Dex 15, Con 21, Int 2, Wis 14, Cha 6
<b>Skills:</b>	Listen +14*, Spot +14*, Swim +16
<b>Feats:</b>	Alertness, Endurance, Run, Toughness
<b>Environment:</b>	Cold aquatic
<b>Organization:</b>	Solitary or pod (6–11)
<b>Challenge Rating:</b>	5
<b>Advancement:</b>	10–13 HD (Huge); 14–27 HD (Gargantuan)
<b>Level Adjustment:</b>	—

These ferocious creatures are about 30 feet long. They eat fish, squid, seals, and other whales.

## WOLF

	Medium Animal
<b>Hit Dice:</b>	2d8+4 (13 hp)
<b>Initiative:</b>	+2
<b>Speed:</b>	50 ft. (10 squares)
<b>Armor Class:</b>	14 (+2 Dex, +2 natural), touch 12, flat-footed 12
<b>Base</b>	+1/+2
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Bite +3 melee (1d6+1)
<b>Full Attack:</b>	Bite +3 melee (1d6+1)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Trip
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +5, Ref +5, Will +1
<b>Abilities:</b>	Str 13, Dex 15, Con 15, Int 2, Wis 12, Cha 6
<b>Skills:</b>	Hide +2, Listen +3, Move Silently +3, Spot +3, Survival +1*
<b>Feats:</b>	B Track , Weapon Focus (bite)
<b>Environment:</b>	Temperate forests
<b>Organization:</b>	Solitary, pair, or pack (7–16)
<b>Challenge Rating:</b>	1
<b>Advancement:</b>	3 HD (Medium); 4–6 HD (Large)
<b>Level Adjustment:</b>	—

Wolves are pack hunters known for their persistence and cunning.

### Combat

A favorite tactic is to send a few individuals against the foe's front while the rest of the pack circles and attacks from the flanks or rear.

**Trip (Ex):** A wolf that hits with a bite attack can attempt to trip the opponent (+1 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the wolf.

**Skills:** \*Wolves have a +4 racial bonus on Survival checks when tracking by scent.

## WOLVERINE

	Medium Animal
<b>Hit Dice:</b>	2d8+6 (15 hp)
<b>Initiative:</b>	+2
<b>Speed:</b>	30 ft. (6 squares), burrow 10 ft., climb 10 ft.
<b>Armor Class:</b>	14 (+2 Dex, +2 natural), touch 12, flat-footed 12
<b>Base</b>	+1/+3
<b>Attack/Grapple:</b>	
<b>Attack:</b>	Claw +3 melee (1d4+2)
<b>Full Attack:</b>	2 claws +3 melee (1d4+2) and bite –1 melee (1d6+1)
<b>Space/Reach:</b>	5 ft./5 ft.
<b>Special Attacks:</b>	Rage
<b>Special Qualities:</b>	Low-light vision, scent
<b>Saves:</b>	Fort +4, Ref +5, Will +2
<b>Abilities:</b>	Str 14, Dex 15, Con 17, Int 2, Wis 12, Cha 10
<b>Skills:</b>	Climb +10, Listen +6, Spot +6
<b>Feats:</b>	Alertness, Toughness, Track
<b>Environment:</b>	Cold forests
<b>Organization:</b>	Solitary
<b>Challenge Rating:</b>	2
<b>Advancement:</b>	3–5 HD (Medium)
<b>Level Adjustment:</b>	—

These creatures are similar to badgers but are bigger, stronger, and even more ferocious.

### COMBAT

**Rage (Ex):** A wolverine that takes damage in combat flies into a berserk rage on its next turn, clawing and biting madly until either it or its opponent is dead. It gains +4 to Strength, +4 to Constitution, and –2 to Armor Class. The creature cannot end its rage voluntarily.

**Skills:** Wolverines have a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

## APPENDIX 5 – CREDITS FOR THE IMAGES

Image placed in	subject	artist	www link or source
cover	gandalf	John Howe	<a href="http://angel.cs.msu.su/~salnikov/gilrond/Images/John_Howe/gandalf_one_of_the_istari.jpg">http://angel.cs.msu.su/~salnikov/gilrond/Images/John_Howe/gandalf_one_of_the_istari.jpg</a>
Chapter 2.	elves	Victor Ambrus	Il Bestiario di Tolkien (a Tolkien bestiary), Bompiani 1979, David Day
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Chapter 3	balrog	Arkis	<a href="https://pm1.narvii.com/6501/c9f55184a484bd008ffbe9d4fa157c8d81854062_hq.jpg">https://pm1.narvii.com/6501/c9f55184a484bd008ffbe9d4fa157c8d81854062_hq.jpg</a>
Chapter 3	Barrow whight	Wyna Hiros	<a href="https://wynahiros.deviantart.com/art/LOTR-Barrow-Wight-III-14876841">https://wynahiros.deviantart.com/art/LOTR-Barrow-Wight-III-14876841</a>
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Chapter 3	The fall of gondolin	John Howe	Tolkien Calendar 1995
Chapter 3	Spirit of the dead	Ian Miller	Il Bestiario di Tolkien (a Tolkien bestiary), Bompiani 1979, David Day
Chapter 4	Manwe	Jaroslav Bradac	Il Bestiario di Tolkien (a Tolkien bestiary), Bompiani 1979, David Day
Chapter 4	Morgoth	Rinthcog	<a href="http://pm1.narvii.com/6510/3145f9c1af608f9ffb903fa9e174935b549c16b4_hq.jpg">http://pm1.narvii.com/6510/3145f9c1af608f9ffb903fa9e174935b549c16b4_hq.jpg</a>
Chapter 4	Orome	KipRasmussen	<a href="https://kiprasmussen.deviantart.com/art/Orome-Hunts-the-Monsters-of-Morgoth-54346332">https://kiprasmussen.deviantart.com/art/Orome-Hunts-the-Monsters-of-Morgoth-54346332</a>
Chapter 4	Tulkas	?	<a href="https://vignette.wikia.nocookie.net/lotr/images/b/b1/Tulkas_the_Warrior.jpg/revision/latest?cb=20160409035530">https://vignette.wikia.nocookie.net/lotr/images/b/b1/Tulkas_the_Warrior.jpg/revision/latest?cb=20160409035530</a>
Chapter 4	Ulmo	Jaroslav Bradac	Il Bestiario di Tolkien (a Tolkien bestiary), Bompiani 1979, David Day
Chapter 4	Varda	KipRasmussen	<a href="https://www.deviantart.com/art/Varda-of-the-Stars-532293395">https://www.deviantart.com/art/Varda-of-the-Stars-532293395</a>
Chapter 4	Yavanna	Sedeptra	<a href="http://lotr.wikia.com/wiki/Yavanna">http://lotr.wikia.com/wiki/Yavanna</a>
Chapter 4	Eonwe	Gray	<a href="http://eonwepage.tumblr.com/post/85370707160/e%C3%B6nw%C3%AB-by-gray">http://eonwepage.tumblr.com/post/85370707160/e%C3%B6nw%C3%AB-by-gray</a>
Chapter 4	Gothmog	Caglayan Kaya Goksoy	<a href="http://vergilius9.tumblr.com/post/125459378729/battle-under-stars">http://vergilius9.tumblr.com/post/125459378729/battle-under-stars</a>
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Chapter 4	Sauron	PeanutbutterJelle	<a href="https://www.google.it/search?biw=1077&amp;bih=870&amp;tbm=isch&amp;sa=1&amp;ei=O9WrWuuUO4b7kwWb7rTQDQ&amp;q=sauron&amp;oq=sauron&amp;gs_l">https://www.google.it/search?biw=1077&amp;bih=870&amp;tbm=isch&amp;sa=1&amp;ei=O9WrWuuUO4b7kwWb7rTQDQ&amp;q=sauron&amp;oq=sauron&amp;gs_l</a>
Chapter 4	Tom Bombadil	Hildebrant brothers	Tolkien calendar 1976
Chapter 4	Gandalf the grey	Biggie917	<a href="https://www.pinterest.com/pin/369295238168376919/">https://www.pinterest.com/pin/369295238168376919/</a>
Chapter 4	Gandalf and the balrog	Angus McBride	Lords of Middle Earth Vol I - Cover
Chapter 4	Gandalf the white	Hildebrant brothers	Tolkien calendar 1978
Chapter 4	Radagast	David Ogilvie	<a href="https://www.pinterest.com/pin/158118636891016034/">https://www.pinterest.com/pin/158118636891016034/</a>
Chapter 4	Saruman	Eyal Degabli	<a href="https://www.artstation.com/artwork/saruman-4027062f-6bc1-491a-89b1-50fa26c04120">https://www.artstation.com/artwork/saruman-4027062f-6bc1-491a-89b1-50fa26c04120</a>
Chapter 4	Celebrimbor	Victor Ambrus	Il Bestiario di Tolkien (a Tolkien bestiary), Bompiani 1979, David Day
Chapter 4	Ecthelion	?	<a href="http://it.lotr.wikia.com/wiki/Ecthelion_(Prima_Era)">http://it.lotr.wikia.com/wiki/Ecthelion_(Prima_Era)</a>
Chapter 4	Elrond	Victor Ambrus	Il Bestiario di Tolkien (a Tolkien bestiary), Bompiani 1979, David Day
Chapter 4	Elwe Thingol	Victor Ambrus	Il Bestiario di Tolkien (a Tolkien bestiary), Bompiani 1979, David Day
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Chapter 4	Fingolfin's challenge to Morgoth	John Howe	Tolkien Calendar 1995
Chapter 4	Finrod	Elena Kukanova	<a href="http://it.lotr.wikia.com/wiki/Finrod?file=Finrod.jpg">http://it.lotr.wikia.com/wiki/Finrod?file=Finrod.jpg</a>
Chapter 4	Galadriel	Victor Ambrus	Il Bestiario di Tolkien (a Tolkien bestiary), Bompiani 1979, David Day
Chapter 4	Luthien	Ted Nasmith	Tolkien calendar 1990

Chapter 4	Mahedros	Elena Kukanova	<a href="https://ekukanova.deviantart.com/art/Maedhros-573256789">https://ekukanova.deviantart.com/art/Maedhros-573256789</a>
Chapter 4	Aragorn II	geekyglassesartist	<a href="https://geekyglassesartist.deviantart.com/art/The-Lord-of-the-Rings-Aragorn-Son-of-Arathorn-356108150">https://geekyglassesartist.deviantart.com/art/The-Lord-of-the-Rings-Aragorn-Son-of-Arathorn-356108150</a>
Chapter 4	Beren	Tuuliky	<a href="http://tolkiengateway.net/w/images/e/ea/Tuuliky_-_Beren.jpg">http://tolkiengateway.net/w/images/e/ea/Tuuliky_-_Beren.jpg</a>
Chapter 4	Elendil	?	<a href="http://it.lotr.wikia.com/wiki/Elendil">http://it.lotr.wikia.com/wiki/Elendil</a>
Chapter 4	Hurin	Elena Kukanova	<a href="https://www.google.it/search?biw=1077&amp;bih=870&amp;tbm=isch&amp;sa=1&amp;ei=https://ekukanova.deviantart.com/art/Hurin-278825422">https://www.google.it/search?biw=1077&amp;bih=870&amp;tbm=isch&amp;sa=1&amp;ei=https://ekukanova.deviantart.com/art/Hurin-278825422</a>
Chapter 4	Tuor	Ted Nasmith	Tolkien calendar 1992
Chapter 4	Turin	Alan Lee	<a href="http://lotr.wikia.com/wiki/T%C3%BArin?file=Turin-Artwork.JPG">http://lotr.wikia.com/wiki/T%C3%BArin?file=Turin-Artwork.JPG</a>
Chapter 4	Eowyn and the Witch king	Angus McBride	Lords of Middle Earth Vol II - Cover
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Chapter 5	Thorin	Twisted-melody	<a href="https://x-celebril-x.deviantart.com/art/Thorin-348348763">https://x-celebril-x.deviantart.com/art/Thorin-348348763</a>
Chapter 5	Frodo	?	<a href="http://www.thelandofshadow.com/wp-content/uploads/2015/04/FrodoRing3.jpg">http://www.thelandofshadow.com/wp-content/uploads/2015/04/FrodoRing3.jpg</a>
Chapter 5	Gollum	eryxfrt	<a href="https://eryxfrt.deviantart.com/art/Gollum-291551049">https://eryxfrt.deviantart.com/art/Gollum-291551049</a>
Chapter 5	Ancalagon	rubendevela	<a href="http://lotr.wikia.com/wiki/Ancalagon?file=Dragon_of_the_First_Age_by_rubendevela-0.jpg">http://lotr.wikia.com/wiki/Ancalagon?file=Dragon_of_the_First_Age_by_rubendevela-0.jpg</a>
Chapter 5	Glaurung	Ian Miller	Il Bestiario di Tolkien (a Tolkien bestiary), Bompiani 1979, David Day
Chapter 5	Smaug	? (dragon with treasure)	<a href="http://s1.funon.cc/img/orig/201607/02/57774b813a033.jpg">http://s1.funon.cc/img/orig/201607/02/57774b813a033.jpg</a>
Appendix 1	Swords from Tolkien	taghuso	<a href="https://it.pinterest.com/pin/682647255988867320/">https://it.pinterest.com/pin/682647255988867320/</a>
Farewell	Bilbo at Rivendell	Hildebrant brothers	Tolkien calendar 1976



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## *Farewell.....*

Wait!!! And the adventures? Where are the adventures? At least some adventure seeds?

...

Guys, you can use whatever material you have to plan your Td20 adventure. Middle Earth maps and locations are easy to come by in the web. You can adapt the beautiful old MERP scenarios, or plan your own adventure in any of the three ages. Anyway, if you really need some ideas, here's a couple I would like to play:

- Sauron seems to disappear by the end of the first age, there's no record of him while his fellow Gothmog reaps success on the battlefield of the unnumbered tears and on. A high-powered scenario may pit a group of adventurers against the evil maia, explaining his absence from the dramatic final fights of the first age.
- For a less-powered option, no one knows the end of Thuringwrethil. She may be hidden somewhere, waiting for a group of adventurers to uncover her secrets.
- A starting scenario taking place in the obscure fights the northern rangers had to wage to protect Bree from the forces of evil, including orcs and barrow-wights lurking in the old ruins of Angmar.

So, this is.....

*...the end*