
Masterwork Characters: Born of the Shadows

Almost everyone has been afraid of the dark at some time in their lives. Sight is our most important sense, and darkness robs us of it. Our culture and language are filled with references to the power of darkness, associations between shadows and death, and tales of the terrifying things that can lurk in dark places.

For players and GMs looking for an interesting motif to attach to their next character or NPC, shadows and darkness make an interesting theme. Fantasy fiction is filled with villains who command the very power of darkness itself, sly thieves who skulk in the shadows, and the dreadful monsters that emerge from literal or metaphorical darkness. Using shadows and darkness as a theme can create a unique and interesting character, a goal that everyone strives for regardless of which side of the GM's screen they sit.

Born of the Shadows gives you new feats, prestige classes and magic, all designed to give a character some of the mystique and power that we associate with shadows, darkness and death. From the dark hand adept, whose touch brings darkness to his enemies, to the devastating terror inflicted by the *shadowfear* spell, *Born of the Shadows* offers all the tools you need to create a memorable darkness-themed character for your next game.



Requires the use of the Dungeons & Dragons, Third Edition Core Books, published by Wizards of the Coast, Inc.

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Design Assumptions

The material presented here reflects the following assumptions about darkness-themed characters:

- Throughout mythology and history, darkness and shadows have been associated with many concepts: evil, barbarism, death, secrets and magic. New material should reflect all these mythic associations, not just one.
- While darkness is often associated with evil in fantasy games, and material herein should be suited to creating memorable villains, it should also be balanced for use by players looking for a new hook on which to hang their character.
- Darkness is frequently associated with the undead in d20 fantasy games, and this role should be present in some of the new rules presented.
- An affinity with darkness is often associated with sensitivity or weakness against light. Although not every feat or ability in this work should have this weakness, it is appropriate to include in some instances, particularly with the most powerful abilities.

People of the Shadows: Shadowborn

When an expectant mother survives an injury from an undead attack, there is a chance the child she carries will be tainted by the negative energy of the attacking creature. These children are known as shadowborn.

The subject of considerable suspicion and superstition in many cultures, shadowborn are tolerated rather than accepted. While some find a safe haven among accepting communities, persecution and distrust are often daily occurrences throughout a shadowborn's childhood. Shadowborn appear much like a typical member of the race into which they are born (referred to as their 'parent race'), though they often have a distinctive physical coloration and certain personality traits that mark their unusual heritage.

There is rarely more than a handful of shadowborn in a community, and many people might go their entire lifetime without meeting one. Despite their rarity, stories of these folk have traveled far and wide and many people believe they know all about them. Naturally, most such stories are highly embroidered and genuine understanding of the shadowborn is rare.

One trait that is commonly ascribed to the shadowborn is that the unusual circumstances of their birth are an omen that they will encounter great conflict and difficulty in their life.

Personality: The taint of their birthright affects the personality of the shadowborn just as it does their appearance and capabilities. Most shadowborn have a reserved and somber demeanor. They rarely smile or joke, and even when they do there is usually an edge of bitterness to their humor.

Shadowborn are often gravely intense, able to focus their energies and attention on a single task or cause to an almost manic degree. This intensity can be both alluring and repulsive to those around them. Many shadowborn are social pariahs; others are almost supernaturally charismatic leaders.

Physical Description: Shadowborn usually have pale complexions. A sizeable minority are true albinos, with reddish eyes and white hair. Those that are not albino usually have dark hair and eyes, contrasting sharply with their pale skin.

Other than their coloration, shadowborn appear much like any other member of their parent race.

Relations: Shadowborn typically face greater distrust and suspicion in remote and uniformed communities. There are many old fireside tales of the shadowborn 'succumbing to the taint of their unholy blood', and these stories still command belief in some communities.

These prejudices are less common in more cosmopolitan settlements, though there are still a few educated bigots who complain of the 'incipient threat' of the shadowborn.

Alignment: Some shadowborn live up to the worst expectations of those around them, descending into the vilest kinds of evil. Others actively seek to overcome the stigma of their birth, becoming powerful champions of good. The vast majority of shadowborn, however, simply want to live their lives. Unless their parent race has a strong tendency in one direction or the other (in which case they share that tendency), shadowborn tend toward neutral alignments with respect to good and evil.

Shadowborn share their parent race's tendencies with respect to lawful and chaotic alignments.

Shadowborn Lands: Being born in such small numbers, the shadowborn do not have a nation or homeland of their own. Many take their place in the lands of their parent race, while others, particularly those who experience distrust and bigotry in their youth, search for cultures in which their unusual heritage will be better tolerated, or at least ignored. Many shadowborn thus gravitate toward large cities in human lands, as these are the

settlements most likely to boast a wide range of races amongst which the shadowborn will go all but unnoticed.

Religion: Given the nature of their heritage, it is not surprising that most shadowborn are deeply interested in questions of life and afterlife; death and undeath. Most are deeply religious, though not necessarily publicly outspoken about their beliefs.

Shadowborn generally follow the gods of their parent race or culture, though some consciously adopt deities that better reflect their own nature and experiences. Most shadowborn also respect the gods of death, even if they bear them no love.

Language: Shadowborn speak the same languages as their parent race.

Names: Shadowborn share the same names as a typical member of their parent race, but many also take on names of their own choosing. These often reflect the shadowborn's unnatural heritage; either celebrating or refuting it, depending on the shadowborn's attitude toward its own nature.

Adventurers: Marked by the unusual circumstances of their birth and often distrusted by those around them, shadowborn are often drawn to the adventurer's lifestyle. It allows them to travel freely, never settling in one place long enough for uncomfortable questions to be asked about their background. It also allows them to build a reputation (for good or evil) that has nothing to do with the circumstances of their birth, but only with their own endeavors.

Shadowborn Racial Traits

- Shadowborn is a template that can be added to any humanoid. Shadowborn have all the racial traits of their parent race, as well as those noted below.
- -2 penalty to Constitution. Shadowborn are tainted with death from the moment of their birth. This modifier applies in addition to any ability modifiers for their parent race.
- Shadowborn can see in the dark up to 30 feet. Darkvision is black and white only, but it is otherwise like normal sight, and shadowborn can function just fine with no light at all. If the shadowborn's parent race has darkvision with a greater range, use the parent race's range instead.
- Add +1 to the Difficulty Class for all saving throws against necromancy spells cast by shadowborn. This adjustment stacks with those from similar effects.
- +2 racial bonus to intimidate. The unnatural taint in the shadowborn can be sensed by other creatures, making them uneasy and nervous around the shadowborn.
- All shadowborn gain the shadowtaint feat as a bonus feat, without the need to meet the normal pre-requisites. The shadowborn's unnatural heritage means they have already developed a resistance to death magic and negative energy attacks.
- Favored Class: Cleric. A multiclass shadowborn's cleric class does not count when determining whether they take an experience point penalty. This favored class replaces the favored class of the parent race.
- Level Adjustment: +0

Secrets of the Shadows: Feats

Shadows and darkness are tools of adventurers and villains alike. Many characters have dedicated considerable effort to honing their skills of concealment and stealth, or tapped into the eldritch power of darkness and undeath, in order to give themselves an edge over their opponents. Some of the abilities they have developed are described below.

Blinding Strike

You can instinctively find an opponent's weak spot.

Pre-requisites: Spot 8 ranks, Sneak Attack +3d6

Effects: Any time you attack a foe who is denied their Dexterity bonus, you may choose to forego your usual sneak attack damage to instead inflict a blinding strike. You must choose to do this before rolling the attack. If the attack is successful it still inflicts the normal base damage, but your extra sneak attack dice are not rolled. Instead, the victim must make a successful Fortitude save or lose the ability to see. The DC of the save is 10 + the number of sneak attack dice you normally have + your Intelligence modifier. The victim gets a new saving throw every round until they succeed.

Special: Blinding Strike can only be used on creatures you could normally harm with your sneak attack in this situation.

If you have the Knife in the Dark feat, and are in a position to qualify for the extra damage from that feat, you can choose to either inflict the additional damage, or add a +2 bonus to the DC of the Fortitude save.

Darksight

You do not need light to see.

Pre-requisites: Spot 10 ranks.

Effects: You gain darkvision with a range of 30 feet. If you already have darkvision, the range of this vision increases by 30 feet.

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

Death in the Shadows

You can instinctively find an opponent's weak spot.

Pre-requisites: Hide 8 ranks, Sneak Attack +3d6, Blind-Fight, Knife in the Dark

Effects: Whenever you make an attack against an opponent who was not aware of your presence, or while you benefit from concealment due to lack of lighting or spell effects, you do sneak attack damage even if you cannot see your opponent's vitals, or if your opponent has concealment from you.

Special: Other limitations on sneak attack damage still apply. For example, you still do not inflict sneak attack damage on undead, or when using a ranged weapon on an opponent more than 30 feet away.

Duskwalker

Your affinity with darkness makes you difficult to discern.

Pre-requisites: Hide 10 ranks, Skill Focus (Hide)

Effects: Whenever you are benefiting from partial concealment (for example, due to the effects of a *blur* spell), any opponent who is not adjacent to you treats you as if you have total concealment instead.

Ebon Adept

You have a magical connection to the elemental plane of shadows.

Pre-requisites: Spellcaster level 1st+

Effects: Whenever you cast a spell with the Darkness descriptor, or from the Shadow subschool, your caster level is treated as one level higher than normal.

Eyes of Ebon

Your vision can penetrate even magical darkness.

Pre-requisites: Must have darkvision, either from racial traits or the Darksight feat.

Effects: You can see in magical darkness as if it was normal darkness, up to a range equal to one half of your normal darkvision range.

Imbue Shadowtouch

You have learnt how to channel your shadowtouch through a weapon.

Pre-requisites: Shadowtaint, Shadowtouch.

Effects: As a move action, you may focus your shadowtaint into your weapon. When you do so, your hands and weapon gain a visible, shadowy aura. You inflict an additional 1 point of negative energy damage with every successful melee attack you make while the shadowtouch is in effect.

You may deactivate the shadowtouch as a move action on your turn.

Knife in the Dark

You are particularly deadly when you attack from hiding or concealment.

Pre-requisites: Hide 4 ranks, Sneak Attack +1d6

Effects: Whenever you make a sneak attack against an opponent who was not aware of your presence, or while you are benefiting from concealment due to lack of lighting or spell effects, you gain a +2d6 bonus to your sneak attack damage.

Special: This additional damage is subject to the same limitations as normal sneak attack damage. For example, you do not inflict the extra damage on undead, on creatures whose vitals you cannot see, or on opponents who have concealment.

Owlsight

Your eyes adjust to low levels of light far better than average.

Effects: You can see twice as far as a normal member of your race in starlight, moonlight, torchlight, and similar conditions of poor illumination. You retain the ability to distinguish color and detail under these conditions.

Shadowtaint

Your body has adapted to resist the effects of death magic and negative energy attacks.

Pre-requisites: You must have successfully resisted (made the saving throw against) level loss for a negative level.

Effects: You gain a +4 bonus to save against death spells, magical death effects, energy drain, and any negative energy effects.

Shadowtouch

You have learnt how to channel your shadowtaint as an attack.

Pre-requisites: Shadowtaint.

Effects: As a move action, you may concentrate your shadowtaint into your hands. When you do so, your hands gain a visible, shadowy aura. You inflict an additional 1 point of negative energy damage with every successful unarmed attack you make while the shadowtouch is in effect.

You may deactivate the shadowtouch as a move action on your turn. Shadowtouch is a supernatural ability.

Spectral Voice

Your voice has the power to carry beyond death itself.

Pre-requisites: Perform (sing) 8 ranks, bardic music class ability.

Effects: You can expend one or more of your bardic music uses for the day in order to gain the ability to *speak with dead*. This ability operates exactly like the clerical spell of the same name, except as follows:

You may ask the target one question for every use of bardic music you expend.

The DC of the target's Will saving throw to resist your spectral voice (if any) is 10 + the number of uses of bardic music you expended + your Charisma modifier.

Secrets of the Shadows: Prestige Classes

Some characters go beyond merely adapting to the darkness, instead refocusing their entire career on learning to use the shadows as tools and sources of power.

Dark Hand

There are many schools of martial arts in the world, each teaching a different technique and emphasizing to different degrees the parallel disciplines of physical and mental prowess.

One of the most secretive and notorious of the martial arts is the path of the dark hand, a curriculum of training which focuses on developing the abilities of those who are marked with shadowtaint. Students of the dark hand are taught techniques of meditation and discipline that reinforce and strengthen their connection with the otherworldly energies which suffuse their bodies, until they are able to channel deadly energy through their fists, or transform their very flesh into insubstantial shadow.

It is said that the path of the dark hand was first discovered by a novice monk whose behavior became erratic after he was badly injured by a wight. The elders of his order eventually cast him out when he was discovered stealing from the monastery stores, but the young novice continued his studies on his own, unlocking a new series of abilities quite unlike those of his original order.

Abilities: Mental strength and discipline is vital to the meditative techniques needed to master the path of the dark hand. Wisdom is therefore an important ability for dark hands, and affects the strength of several of their class abilities. A high Strength, Dexterity and Constitution are also of use, as they help make the dark hand more effective in melee combat.

Most dark hands are monks or psychic warriors, and the combination of martial and mental discipline taught by these professions is an excellent basis on which to develop the necessary meditative techniques to master the path of the dark hand. The spellcasting classes also teach the necessary techniques of concentration, but a pure spellcaster often lacks the physical resilience needed to excel in melee combat.

The path of the dark hand is especially popular with those who are willing to apply discipline in order to gain power, but who are prone to taking short cuts and self-indulgence in other aspects of their lives.

Training and Culture: The path of the dark hand no longer maintains academies for potential students to seek out. Attempts in the past to maintain such institutions have failed due to suspicion and hostility from the wider populace, which fears the 'unnatural powers' the path employs.

Dark Hand (DkH) Level Progression

Level	BAB	Fort Save	Ref Save	Will Save	Special
1 st	+1	+0	+2	+2	Shadowed Soul, Unclosing Eye I
2 nd	+2	+0	+3	+3	Improved Shadowtouch +1
3 rd	+3	+1	+3	+3	Blind the Flesh, Not of Mortal Flesh I
4 th	+4	+1	+4	+4	Improved Shadowtouch +2
5 th	+5	+1	+4	+4	Shadowform, Unclosing Eye II
6 th	+6	+2	+5	+5	Improved Shadowtouch +3, Not of Mortal Flesh II
7 th	+7	+2	+5	+5	Blind the Mind
8 th	+8	+2	+6	+6	Improved Shadowtouch +4
9 th	+9	+3	+6	+6	Not of Mortal Flesh III
10 th	+10	+3	+7	+7	Improved Shadowtouch +5, Shadow Made Flesh

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Instead of maintaining large scale schools, masters of the technique take on individual apprentices. They choose only those who have already developed the mental discipline to channel their shadowtaint to some degree. This allows the dark hands to keep a low profile and work in the shadows - their preferred position - but it limits their ability to co-ordinate as a wider organization. Individual adepts of the path act on their own recognizance, joining forces only when it suits them to do so. They are as likely to work with, for or through characters of other classes as they are their own.

Hit Die: d8

Requirements

To qualify to become a dark hand, a character must fulfill all the following criteria:

Alignment: Non-Good

Base Attack Bonus: +4

Concentration: 8 ranks

Feats: Improved Unarmed Strike, Shadowtaint, Shadowtouch

Class Skills

The dark hand's class skills (and the key ability modifier for each) are Autohypnosis* (Wis), Balance (Dex), Bluff (Cha), Climb (Str), Concentration (Con), Craft (Int), Escape Artist (Dex), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge (religion) (Int), Knowledge (psicraft)* (Int), Listen (Wis), Move Silently (Dex), Profession (Wis), Sense Motive (Wis), Spot (Wis), Swim (Str), and Tumble (Dex).

* ignore this skill if you do not use psionics in your campaign

Skill points per level: 4 + Int bonus

Class Features

All of the following are Class Features of the dark hand prestige class.

Weapon and Armor Proficiency: The dark hand gains no new weapon, armor or shield proficiencies.

Shadowed Soul (Ex): Adepts of the dark hand learn to draw a shadow over their own hearts and minds. They are difficult to detect by divination spells such as *clairaudience/ clairvoyance*, *locate object*, and *detect* spells. This ability also prevents location by such magic items as *crystal balls*. If a divination is attempted against the dark hand, the caster of the divination must succeed on a caster level check (1d20 + caster level) against a DC of 10 + the dark hand's class level + the dark hand's Wisdom modifier in order for the spell to work.

Unclosing Eye (Su): The dark hand is filled with an otherworldly energy that makes him almost tireless. At 1st level, he is immune to all magical sleep effects. At 5th level the dark hand learns meditative techniques to strengthen this ability. Provided he spends at least four hours a day in a meditative trance, he is not subject to the fatigue or exhaustion conditions.

A dark hand who is also an arcane spellcaster or psionic character must still rest for eight hours in order to ready or prepare his spells or replenish his power points for the day.

Improved Shadowtouch (Su): The dark hand learns to focus and reinforce the negative energies of his shadowtouch. Commencing from 2nd level, he gains a +1 bonus to the negative energy damage he inflicts with every successful unarmed attack he makes. This bonus increases by +1 for every two additional class levels of the dark hand (+2 at 4th, +3 at 6th, and so on).

If the dark hand has the improved shadowtouch ability, the extra damage from this ability also applies for attacks made with weapons.

Blind the Flesh (Su): Starting at 3rd level, a dark hand can channel shadow energies into the body of another creature he strikes. He can use this attack once a day, and he must announce his intent before making his attack roll. If the dark hand strikes successfully and the target takes damage from the blow, the target must make a Fortitude saving throw (DC 10 + the dark hand's class level + the dark hand's Wisdom modifier) or be blinded. Creatures which do not see by normal means cannot be affected by this ability.

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The effects of **Blind the Flesh** are permanent unless the dark hand chooses to end them (which requires him to touch the target once more) or they are alleviated by magical means such as *remove blindness/deafness*.

Not of Mortal Flesh (Su): The energies that fuel the dark hand's body render him immune to many mortal limitations and afflictions. At 3rd level, a dark hand is immune to paralysis and stunning. At 6th level he is immune to poison and disease, and at 9th level he comes immune to death effects, and to any effect that requires a Fortitude save (unless the effect also works on objects or is harmless).

Shadowform (Su): At 5th level, a dark hand gains the ability to transform their entire body into an incorporeal shadowform for 2 rounds per class level per day. The dark hand may use this ability on a number of different occasions during any single day, as long as the total number of rounds spent in shadowform does not exceed twice his dark hand class level.

While in shadowform, the dark hand and all his equipment become incorporeal. While in this state, the dark hand can only affect corporeal creatures with his shadowtouch ability. He affects incorporeal creatures normally.

Example: Chen is a Monk 5 / Dark Hand 5. While in shadowform, he can make touch attacks against corporeal opponents that inflict 3 points of negative energy damage each (1 for the shadowtouch feat, +2 for the improved shadowtouch class ability), but no other damage.

Blind the Mind (Ex): Commencing from 7th level, the dark hand gains the ability to channel his shadow powers into another creature's mind. By use of this ability, the dark hand is able to completely eliminate all memory of an event the subject actually experienced. The target must either be willing or helpless in order for this ability to function.

The dark hand places his hands on the target and concentrates for 5 minutes. At the end of this time, he makes a Concentration check, which the target opposes with a Will save or Concentration check (target's choice). A willing target may forego the save/check.

The dark hand may use this ability as often as he likes, conceivably committing wholesale erasure of the victim's memories, but the target gains a +2 bonus to their checks to resist **Blind the Mind** for each previous use of the ability (successful or otherwise) the dark hand has made against them in the previous 8 hours.

The target's memory can be restored at any time by the dark hand who removed it, simply by touching the target and concentrating for one round. Alternatively, during the process of erasing the memory the dark hand can specify a particular time or circumstance at which the memory will be restored. The erased memory can also be restored through use of a *heal* spell.

Blind the Mind cannot negate the effects of *charm*, *geas/quest*, *suggestion*, or similar spells.

Shadow Made Flesh: At 10th level, a dark hand completes his bond with the otherworldly energies he channels. He is forevermore treated as an outsider rather than as a humanoid (or whatever his creature type was) for the purpose of spells and magical effects. Additionally, he gains damage reduction 10/magic, which allows him to ignore the first 10 points of damage from any attack made by a nonmagical weapon or by any natural attack made by a creature that doesn't have similar damage reduction. Unlike other outsiders, the dark hand can still be brought back from the dead as if he were a member of his previous creature type.

Ex-Dark Hands: A dark hand who becomes of good alignment cannot advance any further as a dark hand, but retains all existing class abilities.

Ebon Magus

Students of the ethereal and astral plane are common in arcane circles. The ebon magus eschews such well-worn territory, focussing her attention instead on the Plane of Shadow. Despite the long application of shadow energies in such spells as *shadow conjuration*, and the potentially limitless applications of such spells, coordinated study of the plane and its possible magical uses is relatively recent. The paucity of previous analysis is ascribed by most ebon magi to a lack of imagination on the part of those spellcasters who pursued other avenues of study.

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An ebon magus focuses her magical studies on the use of shadow energies, sacrificing power in other aspects of spellcasting in order to develop unique skills and abilities, and to master shadow spells to the maximum extent possible. She gains the ability to control her own shadow, and takes on many of the traits of a shadow herself.

Abilities: Wizards and sorcerers make up the majority of ebon magi, but members of this class can come from any of the spellcasting classes, provided they have access to the necessary shadow-based spells.

Naturally, their spellcasting ability, whether it be Intelligence, Wisdom or Charisma, is extremely important to the ebon magus. Of the other ability scores, Constitution is probably the most important, as it helps increase the ebon magi's limited hit points.

Most ebon magi are human, half-elves or gnomes. Humans and half-elves have the natural versatility and drive to succeed that this esoteric path of study requires, while gnomes have an affinity for illusion magic that leads them naturally into this class.

Training and Culture: In many cases the greatest challenge to becoming an ebon magus is to find an existing master of the technique. Like the more common illusionist, the ebon magus generally conceals their specialty, in order to maximize the likelihood that their adversaries will believe the ebon magi's shadow spells to be the real thing.

Once accepted as an apprentice however, the neophyte ebon magus will discover that there is a greater sense of camaraderie and allegiance between ebon magi than among other schools of magical study. Ebon magi see themselves as pioneers in a new form of magic and, with a few notable exceptions, are more likely to cooperate than to compete with other students of the plane of shadow.

Hit Die: d4

Requirements

To qualify to become an ebon magus, a character must fulfil all the following criteria:

Bluff: 4 ranks

Knowledge (the planes): 10 ranks

Feats: Ebon Adept

Spells: able to cast *Shadow Conjunction*

Class Skills

The ebon magi's class skills (and the key ability modifier for each) are Bluff (Cha), Concentration (Con), Craft (Int), Decipher Script (Int), Hide (Dex), Knowledge (all skills, taken individually) (Int), Profession (Wis), and Spellcraft (Int).

Skill points per level: 2 + Int bonus

Class Features

All of the following are Class Features of the ebon magus prestige class.

Ebon Magus (EbM) Level Progression

Level	BAB	Fort Save	Ref Save	Will Save	Special	Spells per day
1 st	+0	+0	+0	+2	Darksight, Shape Shadow, Shadow Familiar	
2 nd	+1	+0	+0	+3	Shadow Magic (Conjunction)	+1 level of existing class
3 rd	+1	+1	+1	+3	Eyes of Ebon	+1 level of existing class
4 th	+2	+1	+1	+4	Shadow Reach +5 ft.	+1 level of existing class
5 th	+2	+1	+1	+4	Darksight, Shadow Magic (Evocation)	+1 level of existing class
6 th	+3	+2	+2	+5	<i>Shadow Jaunt</i> 1/day, Shadow Movement	
7 th	+3	+2	+2	+5	Shadow's Shield	+1 level of existing class
8 th	+4	+2	+2	+6	Shadow Reach +10 ft.	+1 level of existing class
9 th	+4	+3	+3	+6	Darksight	+1 level of existing class
10 th	+5	+3	+3	+7	Shadow Magic (Shadow), <i>Shadow Jaunt</i> 2/day	+1 level of existing class

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Weapon and Armor Proficiency: The ebon magus gains no new weapon, armor or shield proficiencies.

Spells per Day: For the purposes of determining spells per day, caster level, and (for spontaneous spellcasters) spells known, whenever a level as an ebon magus grants the ability "+1 level of existing class", the character adds one effective level to one of their previous spellcasting classes. If the character had more than one spellcasting class before becoming an ebon magus, she must choose one class to which they will add the new level. Note that the character does not gain any other benefit a character of that class would have gained (such as metamagic feats, and so on).

Darksight: The eyes of the ebon magus no longer need light to see. She gains darksight as a bonus feat at 1st, 5th and 9th levels.

Shape Shadow (Su): An ebon magus imbues her own shadow with energy from the Plane of Shadow. She has conscious control of these energies, and is capable of altering the shape and position of her shadow at will as a free action. She gains a +2 bonus to Hide checks due to this ability. This bonus increases by +1 for every three additional class levels (4th, 7th and 10th).

Shadow Familiar: An ebon magus can summon a familiar in the same manner as a sorcerer or wizard. This magical beast takes on the appearance of a normal animal, but is imbued with the otherworldly power of the plane of shadow.

The shadow familiar gains the normal powers and abilities of a familiar, based on the ebon magi's class level. If the ebon magus has levels in another class which has access to a familiar, such as sorcerer or wizard, these levels stack.

In addition to the standard abilities outlined above, the shadow familiar gains the following powers, based on the ebon magi's class level (levels from other classes *do not* apply):

At 5th level, the shadow familiar can become incorporeal for a number of rounds equal to the ebon magi's class level each day. The familiar may use this ability on a number of different occasions during any single day, as long as the total number of rounds spent in incorporeal form does not

exceed the ebon magi's class level. Switching between forms is a free action that the familiar may only take on the ebon magi's turn.

At 10th level, the familiar can switch between corporeal and incorporeal form at will as a free action, and can remain in either form as long as it likes.

Shadow Magic (Conjuration): From 2nd level, the ebon magus is able to imbue certain of her spells with additional energies from the plane of shadow. Whenever she casts *shadow conjuration* the effects are 30% as powerful as the conjuration it mimics (as opposed to 20%). *Greater shadow conjuration* is 70% as powerful (not 60%), and a *shades* spell conjures at 90% of the power of the original (not 80%).

This increased power does not stack with the increase granted for being present on the Plane of Shadow itself (see sidebar). The effects overlap.

Eyes of Ebon: Not even magical darkness can thwart the ebon magi's arcane sight. She gains eyes of ebon as a bonus feat at 3rd level.

Shadow Magic (Evocation): From 5th level, the ebon magus is able to imbue certain of her spells with additional energies from the plane of shadow. Whenever she casts *shadow evocation* the effects are 30% as powerful as the evocation it mimics (as opposed to 20%), and *greater shadow evocation* is 70% as powerful (not 60%).

This increased power does not stack with the increase granted for being present on the Plane of Shadow itself (see sidebar). The effects overlap.



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Shadow Reach: Commencing from 4th level, an ebon magus gains the ability to channel magic through her shadow, allowing her to use her shadow to deliver touch attacks. The ebon magi's shadow has a reach equal to her own natural reach, plus 5 feet. At 8th level, the shadow's reach increases by a further 5 feet.

As usual, if the ebon magus casts another spell before the touch spell is delivered, the touch spell dissipates.

Shadow Movement (Su): From 6th level, the ebon magus gains the ability to move across surfaces, whether solid or liquid, with the same ease as her own shadow. She gains a climb speed equal to her normal speed and is able to move across liquids as if under the effects of *water walking*.

Shadow Jaunt (Sp): At 7th level, the ebon magus gains the ability to *shadow jaunt* once per day. This ability functions exactly like *ethereal jaunt*, cast at a caster level equal to the ebon

magi's class level, except that the ebon magus travels via the plane of shadow rather than the ethereal plane. See the sidebar for more information on the plane of shadow.

At 10th level, the ebon magus can use this ability twice per day.

Shadow's Shield (Su): By 7th level, the ebon magi's connection to the plane of shadow grows so strong that she becomes resistant to certain types of magic. The ebon magus gains spell resistance equal to 15 + her class level, but only against spells with the light or fire descriptor.

Shadow Magic (Shadow Spells): At 10th level, the ebon magus is able to imbue any Shadow spell she casts with additional energies from the plane of shadow. Whenever she casts any spell with the shadow descriptor, the spell is cast as though it was prepared with the Maximize Spell feat, though it doesn't require the higher spell slot normally required of a metamagic spell, nor the additional casting time for a spontaneous caster.

The Plane of Shadow

The Plane of Shadow is a dimly lit dimension that is both coterminous to and coexistent with the Material Plane. It overlaps the Material Plane much as the Ethereal Plane does, so a planar traveler can use the Plane of Shadow to cover great distances quickly.

The Plane of Shadow is also coterminous to other planes. With the right spell, a character can use the Plane of Shadow to visit other realities.

The Plane of Shadow is a world of black and white; color itself has been bleached from the environment. It is otherwise appears similar to the Material Plane.

Despite the lack of light sources, various plants, animals, and humanoids call the Plane of Shadow home.

The Plane of Shadow is magically morphic, and parts continually flow onto other planes. As a result, creating a precise map of the plane is next to impossible, despite the presence of landmarks.

The Plane of Shadow has the following traits.

- Magically morphic. Certain spells modify the base material of the Plane of Shadow. The utility and power of these spells within the Plane of Shadow make them particularly useful for explorers and natives alike.
- Mildly neutral-aligned.
- Enhanced magic. Spells with the shadow descriptor are enhanced on the Plane of Shadow. Such spells are cast as though they were prepared with the Maximize Spell feat, though they don't require the higher spell slots.
- Furthermore, specific spells become more powerful on the Plane of Shadow. *Shadow conjuration* and *shadow evocation* spells are 30% as powerful as the conjurations and evocations they mimic (as opposed to 20%). *Greater shadow conjuration* and *greater shadow evocation* are 70% as powerful (not 60%), and a *shades* spell conjures at 90% of the power of the original (not 80%).
- Impeded magic. Spells that use or generate light or fire may fizzle when cast on the Plane of Shadow. A spellcaster attempting a spell with the light or fire descriptor must succeed on a Spellcraft check (DC 20 + the level of the spell). Spells that produce light are less effective in general, because all light sources have their ranges halved on the Plane of Shadow.
- Despite the dark nature of the Plane of Shadow, spells that produce, use, or manipulate darkness are unaffected by the plane.

Shadow Knight

To most honest folkdark back streets and alleyways are places to fear and avoid. To the shadow knight, they are home. These brave and dedicated men and women devote their lives to defending the weak and helpless from criminals, using the shadows themselves to turn the hunters into the hunted.

Combining rigorous combat training with exceptional athleticism and awareness the shadow knight takes control of the streets, keeping them clear of crime. Unfortunately, not all authorities approve of such vigilantes, and some shadow knights find themselves as much at odds with the law as the criminals against whom they struggle. Many such shadow knights set out on the road, seeking communities which will welcome their aid.

Abilities: Dexterity is an important ability for a shadow knight, as it allows him to dodge his opponent's attacks and move with increased grace and stealth. Wisdom and Charisma are also important, as they contribute toward several of his class abilities. However, almost every ability score can be of use to the shadow knight: Strength and Constitution give him increased effectiveness in combat, while Intelligence allows him to develop a wider variety of skills.

Humans are the most likely race to become shadow knights, as their cities are the most likely to have the crime-infested slums and dangerous alleys that provoke someone to pursue this class. Shadow knights of other races are more rare, but

there have been several notorious Halfling shadow knights.

Training and Culture: Few shadow knights are trained specifically for their profession. Instead they seek out many masters, learning different skills and techniques from each of them, and synthesizing them all into a whole that is even greater than the parts.

Most shadow knights are loners, relying only on themselves and their own skills. Despite this self-reliance, all shadow knights are loyal to those who share their struggle. Some take on apprentices or cohorts; others join groups of adventurers who share their beliefs.

Hit Die: d8

Requirements

To qualify to become a shadow knight, a character must fulfil all the following criteria:

- Alignment:** Any Good
- Base Attack Bonus:** +5
- Intimidate:** 4 ranks
- Sense Motive:** 8 ranks
- Spot:** 4 ranks
- Feats:** Blind Fight

Class Skills

The shadow knight's class skills (and the key ability modifier for each) are Bluff (Cha), Climb (Str), Concentration (Con), Craft (Int), Decipher

Shadow Knight (SwK) Level Progression

Level	BAB	Fort Save	Ref Save	Will Save	Special
1 st	+1	+2	+2	+0	Owlsight, Alertness
2 nd	+2	+3	+3	+0	One Against Many
3 rd	+3	+3	+3	+1	Sneak Attack +1d6, Instant Insight
4 th	+4	+4	+4	+1	<i>Shadow Sight</i> 1/day
5 th	+5	+4	+4	+1	Blindsense 30 ft., <i>Shadow Cloak</i>
6 th	+6	+5	+5	+2	Sneak Attack +2d6
7 th	+7	+5	+5	+2	Combat Insight
8 th	+8	+6	+6	+2	Blindsight 5 ft.
9 th	+9	+6	+6	+3	Sneak Attack +3d6
10 th	+10	+7	+7	+3	Blindsight 15 ft., <i>Shadow Sight</i> 2/day

Masterwork Characters: Born of the Shadows

Script (Int), Diplomacy (Cha), Gather Information (Cha), Heal (Wis), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge (local) (Int), Listen (Wis), Move Silently (Dex), Profession (Wis), Ride (Dex), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str) and Tumble (Dex).

Skill points per level: 4 + Int bonus

Class Features

All of the following are Class Features of the shadow knight prestige class.

Weapon and Armor Proficiency: The shadow knight gains proficiency with bolas, shuriken and the hand crossbow.

Owlsight: Darkness holds no terror for the shadow knight. They gain the Owlsight feat as a bonus feat at 1st level.



Alertness: Shadow knights hone their senses to remain aware of their surroundings. They gain the Alertness feat as a bonus feat at 1st level.

One Against Many (Ex): A shadow knight often faces entire gangs of opponents by himself. To compensate, he becomes adept at throwing his opponents off balance. From 2nd level onwards, a shadow knight can use Intimidate to demoralize a number of opponents equal to his class level as a move action. All the targets must be within 30 feet of the shadow knight.

Sneak Attack: This is exactly like the rogue ability of the same name. The extra damage dealt increases by +1d6 every third level (3rd, 6th, and 9th). If a shadow knight gets a sneak attack bonus from another source the bonuses on damage stack.

Instant Insight (Ex): Shadow knights are trained to recognize the subtle and unconscious signs and body language that convey a person's true intentions, and can interpret these signs with near superhuman speed. A shadow knight of 3rd level or higher can use his sense motive skill to gain a hunch or sense enchantment after only 1 round, instead of the usual time of 1 minute. Additionally, a shadow knight can assess another character's trustworthiness after only one minute of observation.

Shadow Sight (Sp): A shadow knight is trained to penetrate the fabric of illusion and see the reality behind it. From 4th level, the shadow knight gains the ability to use *shadowsight* as a spell-like ability once per day, as a caster of his shadow knight class level. From 8th level, he can use this ability twice per day.

Blindsense (Ex): By 5th level, a shadow knight's senses have grown so sharp, and his understanding of his opponents' actions so acute, that he gains the benefit of blindsense within a range of 30 feet.

Shadow Cloak (Sp): Once per day, a shadow knight of 5th level or higher can use *shadow cloak* as a spell-like ability once per day, as a caster of his shadow knight class level. The save DC against this ability is 10 + shadow knight class level + charisma ability modifier.

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Combat Insight (Ex): A shadow knight of 7th level or higher has become so skilled at analyzing the body language of others that he can predict their actions in combat.

As a standard action, the shadow knight may choose one character within 30 feet and attempt to predict their tactics. The shadow knight must be able to see the target clearly, and the target may not have concealment.

The shadow knight makes a sense motive check, which the target can oppose with either a bluff check, or a special attack check (1d20+ base attack bonus + Wisdom ability modifier). The target may choose which check to use.

If the shadow knight's check exceeds that of the target, the target is denied their Dexterity bonus to armor class against the shadow knight for a number of rounds equal to half the shadow knight's class level, rounded down.

If the shadow knight ever ends their action in a position where they cannot see the target, they lose the benefit of combat insight immediately, even if the normal duration has not expired. The shadow knight can end the benefits of this ability as a free action at any time during their turn.

The shadow knight may use combat insight as often as they wish. However, they can only gain the benefits of this ability against one target at any one time. Additionally, if the target's check equals or exceeds that of the shadow knight, the shadow knight gains no benefit against them, and cannot attempt to use combat insight against that target for the rest of the encounter.

Blindsight (Ex): The senses of a shadow knight of 8th level or higher have become so acute that he gains the benefits of blindsight within a range of 5 feet. At 10th level, this range increases to 15 feet.

Secrets of the Shadows: Magic & Psionics

Shadows, darkness and undeath are all important forces in the study of magic. Many scholars of arcane lore have sought out spells that shroud their actions in darkness, or to turn the power of shadows to their own purposes. Nor are arcane casters the only ones to embrace these powers: many deities are intimately associated with the forces of darkness and shadow. Whether they be followers of the God of Murder, Night, or Dreams, priests of many different paths have reason to revere the power of shadows.

Some of the lore discovered by these students of the shadow is described below.

Blacklight

Evocation [Darkness]

Level: Sor/Wiz 3

Components: V, S, M

Casting Time: 1 standard action

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

Area: A 20-ft.-radius emanation centered on a creature, object, or point in space

Duration: 1 round/level (D)

Saving Throw: None or Will negates

Spell Resistance: See below

This spell causes 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 *blacklight*, but the caster can see normally within the blacklit area. Creatures outside the spell's area, even the caster, suffer the full effects if targeting a creature within the area.

Normal lights (torches, candles, lanterns, and so forth) shed no illumination in the area of a *blacklight*. Higher level light spells are not affected by *blacklight*.

The spell can be cast on a point in space, but the effect is stationary. The spell can be cast on an object or creature and the effect then radiates from the target and moves as it moves. If the spell is

cast on a creature or an object held by a creature, the target gains the benefits of spell resistance and may further make a Will saving throw in order to resist the spell. If the spell is resisted by either of these means, the spell fails and no area of *blacklight* is formed. This is the only circumstance in which spell resistance or saving throws apply to the spell's effects.

If *blacklight* 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.

Blacklight counters or dispels any light spell of equal or lower level. Light spells of equal or higher level counter or dispel *blacklight*.

Dark Betrayer

Illusion (Shadow)

Level: Shadows 2, Sor/Wiz 2

Components: V, S

Casting Time: 1 standard action

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

Area: One creature

Duration: 1 round/level

Saving Throw: Will disbelief (if interacted with); see below

Spell Resistance: Yes

You tap into the plane of shadow to create the illusion that a creature's own shadow has come to life and is attacking it. The victim receives a Will save to recognize the shadow creature's true nature. If this save succeeds, the spell has no effect, and the target perceives the shadow creature as insubstantial.

If the save fails, the shadow creature attempts to grapple the target each round. It has a base attack bonus equal to your caster level, and gains a bonus on its grapple checks equal to your spellcasting ability modifier (Intelligence for Wizards, Charisma for Sorcerers, Wisdom for Clerics). The shadow creature's size is equal to that of the victim.

Masterwork Characters: Born of the Shadows

The shadow creature automatically moves with the victim, and does not provoke an attack of opportunity when it makes a grapple attack. It only ever attempts to initiate and maintain a grapple; it does not pin or damage its opponent in any way.

If the victim can engineer a situation where they have no shadow; such as being surrounded on all sides by light, bring in complete darkness, or by moving a distance greater than their own reach away from any surface capable of casting a shadow, the effects of the spell end.

Dark Flesh

Psychometabolism

Level: Psychic warrior 3

Display: Visual

Manifesting Time: 1 standard action

Range: Personal

Area: You

Duration: 1 minute/level (D)

Power Points: 5

SHADOW DOMAIN

Deities: The Shadow domain is often a suitable domain for deities who also have one or more of the following domains: Death, Evil, Magic, or Trickery. However this list is by no means absolute, and the domain could be used with many different gods.

Granted Power: You gain the Owlsight feat as a bonus feat. Additionally, add Hide to your list of cleric class skills.

Shadow Domain Spells

- 1 *Shadow's Step*
- 2 *Dark Betrayer*
- 3 *Nightchills*
- 4 *Shadow Conjuration*
- 5 *Shadow Walk*
- 6 *Shadow Cloak*
- 7 *Shadow Conjuration, Greater*
- 8 *Night and Fog*
- 9 *Shadowfear*

You transform your flesh and equipment into living darkness. While in this form you gain damage reduction 10/psionics, and your natural and armed attacks count as psionic for the purposes of penetrating damage reduction. While in this form, you are immune to poison and critical hits and gain a bonus to hide and move silently checks equal to your manifester level. Additionally, your dark eyes no longer need light to see. You see normally in natural and magical darkness of all kinds.

Dead of Night

Necromancy [Darkness]

Level: Cleric 4, Shadows 4, Sor/Wiz 5

Components: V, S, M

Casting Time: 1 standard action

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

Area: 20-ft.-radius emanation centered on a point in space

Duration: 1 minute/level (darkness effect); Instantaneous (animation effect)

Saving Throw: None

Spell Resistance: No

You create an area of shadowy illumination in a 20-foot radius. This effect is identical to a *darkness* spell except as noted here.

First, you may move the location of the darkness by up to 30 feet per round as a move action.

Second, if the area of darkness moves over any corpse during the course of a round, that corpse is immediately animated as a zombie or skeleton (your choice). Other than the material component of the spell (see below), this has exactly the same effects and limitations as *animate dead*. *Dead of night* even animates corpses buried up to ten feet below ground. These undead dig themselves free one round after animation.

Material Component: Black onyx gems worth at least 250 gp. The magic of the spell turns these gems into worthless, burned-out shells.

Masterwork Characters: Born of the Shadows

Night and Fog

Conjuration [Darkness, Mind-affecting]

Level: Clr 8, Shadows 8

Components: V, S, DF

Casting Time: 1 standard action

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

Area: A 60-ft.-radius emanation centered on a point in space

Duration: 1 round/level (D)

Saving Throw: See below

Spell Resistance: See below

You conjure forth a portion of the plane of shadow on the material plane, shrouding a wide area with a confusing swirl of cloud-like shadows. This effect functions like *blacklight*, except as noted here.

Creatures other than the caster who enter the area of *night and fog* or begin their turn within it must make a Will save at the beginning of their turn each round or be dazed and unable to act for that round, due to the disorienting effects of the spell. This aspect of the spell is mind-affecting.

Any creature still within the area of *night and fog* when the spell ends must make a further Will save or be transported to the plane of shadow along with the departing shadow energies. This includes the caster.

Sightless creatures are not dazed by *night and fog*, but are subject to transportation to the plane of shadow when the spell ends.

The darkness aspect of *night and fog* is not subject to spell resistance.

Nightchills

Evocation [Darkness, Cold]

Level: Shadows 3, Clr 4, Sor/Wiz 3

Components: V, M/DF

Casting Time: 1 standard action

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

Area: A 20-ft.-radius emanation centered on a creature, object, or point in space

Duration: 1 round/level (D)

Saving Throw: Fort partial; see below

Spell Resistance: See below

This spell functions like *darkness*, except as noted above, and that any creatures in the darkened area feels a bitter, bone-chilling cold.

Any creature ending its turn in the darkened area must make a Fortitude save. If they fail, they suffer 1d6 points of cold damage for every three caster levels you possess. A successful save means they suffer no damage that round. A new saving throw is required every round a creature is exposed to the darkness.

The darkness aspect of *nightchills* is not subject to spell resistance.

Arcane Material Component: A shard of black glass at least one inch in length.

Shadow Cloak

Illusion (Shadow) [Mind-affecting]

Level: Shadows 6, Sor/Wiz 7

Components: V, S, M

Casting Time: 1 standard action

Range: Personal

Target: You

Duration: 1 round/level (D); see below

Saving Throw: See below

Spell Resistance: See below

You transform your body and possessions into an insubstantial darkness, contained within the bounds of your cloak. While in this state, you gain damage reduction 10/magic and ranged and melee attacks against you suffer a 50% miss chance. You also gain a flight speed of 30 feet with average maneuverability. These aspects of the spell are not subject to spell resistance.

While in this form you are unable to use your normal natural and armed attacks. However, any creature you touch while in this form must make a Will save or be drawn within your cloak and transported to a nightmarish plane of darkness and shadow. This attack form is subject to spell resistance.

An affected creature remains trapped in this plane until the spell expires or you choose to eject them, at which point they reappear in the nearest unoccupied square to your location (your choice if there are multiple equally distant squares). Releasing a trapped creature is a standard action.

You can hold a maximum of one creature of your size category or less per three caster levels you possess. If you wish to hold more, you must first release one of those already held.

Material Component: A long, black cloak.

Shadowfear

Illusion (Shadow) [Mind-affecting]

Level: Shadows 9, Sor/Wiz 9

Components: V, S, M

Casting Time: 1 standard action

Range: Long (400 ft. + 40 ft./level)

Area: A 60-ft.-radius emanation centered on a point in space

Duration: 1 round/level (D)

Saving Throw: See below

Spell Resistance: See below

You conjure forth a portion of the plane of shadow on the material plane, shrouding a wide area with shadowy illumination. This effect functions like *darkness*, except as noted here.

Creatures entering the *shadowfear* area or beginning their turn within it are assaulted with terrifying images, sounds and premonitions. They must make a Will save or be reduced to a state of cowering, unable to act and barely able to defend themselves. Even if they succeed in this check they become shaken, due to the distracting effect of these sensations. A new save is required every round the creature remains in the area. A cowering creature suffers a -6 penalty to this save. This is a mind-affecting effect.

When casting *shadowfear*, you may nominate a number of creatures up to your caster level who are not affected by this mental assault. This group of creatures can include yourself, if you wish.

The darkness aspect of *shadowfear* is not subject to spell resistance.

Material Component: A dose of *liquid darkness*, which is consumed in the casting of this spell.

Shadowsight

Divination

Level: Clr 3, Sor/Wiz 4

Components: V, S, M

Casting Time: 1 standard action

Range: Personal

Target: You

Duration: 1 minute/level (D)

Saving Throw: None

Spell Resistance: No

You infuse your sight with the power of the plane of shadow. While under the effects of this spell, you perceive all visual glamers and figments within your sight as a translucent overlay on reality, and you automatically disbelieve their effects.

You also suffer a -2 penalty to disbelieve spells from the shadow subschool while under the effects of *shadowsight*, due to your increased connection with the plane of shadow

Material Component: a pair of spectacles with crystal lenses, worth at least 50 gp.

Shadow's Step

Illusion (Shadow)

Level: Brd 1, Shadows 1, Sor/Wiz 1

Components: V, S

Casting Time: 1 standard action

Range: Personal

Target: You

Duration: 1 minute/level (D)

You create a tiny connection to the plane of shadow and divert some of the noise of your movement there, exchanging the sounds for small patches of shadow that linger for a few seconds before fading away.

You gain a +5 enhancement bonus to move silently checks. This bonus increases by +1 for every two caster levels (2nd, 4th, 6th and so on) to a maximum of +15 at 20th level.

Artifacts of the Shadows

Those who linger in the dark are responsible for the development of many magical and mundane items, including those below.

New Magic Items

Blackmail

This +3 *shadow chainmail* is made from abyssal iron ore and forged on lightless grey fires of the plane of shadow.

Any creature garbed in *blackmail* gains a +5 circumstance bonus to intimidate checks, and is treated as possessing the duskwalker feat.

Aura: Moderate transmutation; *Caster Level:* 7th; *Prerequisites:* Craft Magic Arms and Armor, *darkness*, *eagle's splendor*, *invisibility*, creator must have duskwalker feat; *Market Price:* 26,900 gp.

Cloak of Darkness

This long, ragged black cloak is large enough to completely envelop its wearer and trail several inches of material along the ground.

The *cloak of darkness* suppresses the effects of any light spell of 3rd level or lower within 60 feet of its position. The light spell is not dispelled; its effects are merely suppressed while the *cloak* is present. Additionally, the wearer of the cloak may use *blacklight* and *shadow walk* once each per day, as a caster of 11th level.

Aura: Strong illusion; *Caster Level:* 11th; *Prerequisites:* Craft Wondrous Item, *blacklight*, *shadow walk*; *Market Price:* 41,040 gp.

Darklight Lantern

This bronze device looks indistinguishable from a mundane hooded lantern, and provides exactly the same amount of light. However, the light given off by a darklight lantern is visible only those creatures within 30 feet of the lantern's position.

Those outside the area do not perceive the lantern's light. The *darklight lantern* thus allows rogues, scouts and adventurers to operate in areas

of darkness without giving away their approach to any enemy who happens to look in their direction.

Aura: Faint evocation; *Caster Level:* 5th; *Prerequisites:* Craft Wondrous Item, *blacklight*, *daylight*; *Market Price:* 54,000 gp.

Dragon Lenses

These rather pompously-named spectacles are the invention of a kobold sorcerer named Klixxit. Fashioned of smoky quartz, the *lenses* are wide enough to wrap around the sides of the wearer's head, and block out bright light without interfering with the wearer's ability to see.

Any creature wearing *dragon lenses* ignores the effects of light sensitivity and gains a +1 bonus to saving throws against spells and attack forms that rely on sight to work (such as *color spray*, *hypnotic pattern*, *scintillating pattern*, and gaze attacks).

Aura: Faint evocation; *Caster Level:* 3rd; *Prerequisites:* Craft Wondrous Item, *darkness*; *Market Price:* 1,000 gp.

Flute of the Night

This magic instrument comes in three varieties. Each appears to be normal until someone speaks its command word and plays the flute. Then the flute summons a number of shadow rogues to fight for the character who summoned them. Each flute can be used just once every seven days. Roll d% and refer to the table below to see what type of flute is found.

The flute's type determines what rogues are summoned and what prerequisite is needed to use the flute. Any character who uses a *flute of the night* fails to summon any rogues, but still counts as a use of the item.

Summoned rogues are shadow illusions, not actual people (though they seem to be); they arrive with the starting equipment for rogues. They follow the orders given to them by the possessor of the horn until they are slain or until 1 hour has elapsed, whichever comes first.

Any creature interacting with the shadow rogues may attempt a Will save (DC 20) in order to disbelieve them. Creatures who successfully disbelieve the rogues suffer only 60% damage from the rogues' attacks, in the same manner as with the spell *greater shadow conjuration*.

Aura: Strong illusion; *Caster Level:* 13th; *Prerequisites:* Craft Wondrous Item, *greater shadow conjuration*; *Market Price:* 30,000 gp; *Weight* 1 lb.

Liquid Darkness

This oily black liquid comes in small crystal vials. You can throw these vials as splash weapons with a range increment of 10 feet. When they land, they release a cloud of darkness. Until the end of your next turn, this cloud is 5 feet in radius. The cloud blocks line of sight (but not line of effect), granting total concealment to creatures within or behind it.

For the ten rounds after this, the cloud of darkness expands to be 20 feet in radius, but thins out so that it provides concealment to those creatures within it, but no other effects.

The cloud even affects creatures that can normally see in darkness. Normal lights (torches, candles, lanterns, and so forth) are incapable of brightening the area, as are light spells of less than 2nd level.

Aura: Faint evocation; *Caster Level:* 3rd; *Prerequisites:* Craft Wondrous Item, *darkness*; *Market Price:* 150 gp.

Midnight Star

This +2 *wounding ghost touch morning star* has a thick ebony shaft, bound in black iron. The flanged head is of meteoric ore, and adorned with barbed spikes. The *midnight star* appears dull and pitted with rust at first glance. Only a close inspection reveals that the weapon is in perfect condition, but the strange metals used in its construction do not seem to reflect the light.

Any creature which suffers a critical hit from the *midnight star* must make a Fortitude save (DC 16) or be blinded for 1d6+4 rounds.

Aura: Moderate necromancy; *Caster Level:* 9th; *Prerequisites:* Craft Magic Arms and Armor, *blindness*, *mage's sword*, *plane shift*; *Market Price:* 55,108 gp.

New Mundane Item

Metalblack

This thick, black paste is tacky to the touch and clings to most surfaces, even smooth ones such as metal. A jar of metalblack reduces the armor check penalty for hide checks by 2 points for one hour. Metalblack can reduce the armor check penalty to zero, but not below zero.

Weight: 0.5 lbs
Cost: 5 gp

Flute of the Night			
d%	Type of Flute	Thieves Summoned	Prerequisite
01-75	Copper	2d4+2, 2nd level	None
76-90	Bone	2d4, 4th level	Sneak Attack +1d6 or bardic music ability
91-100	Iron	1d4+1, 5th level	Sneak Attack +1d6 or bardic music ability

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