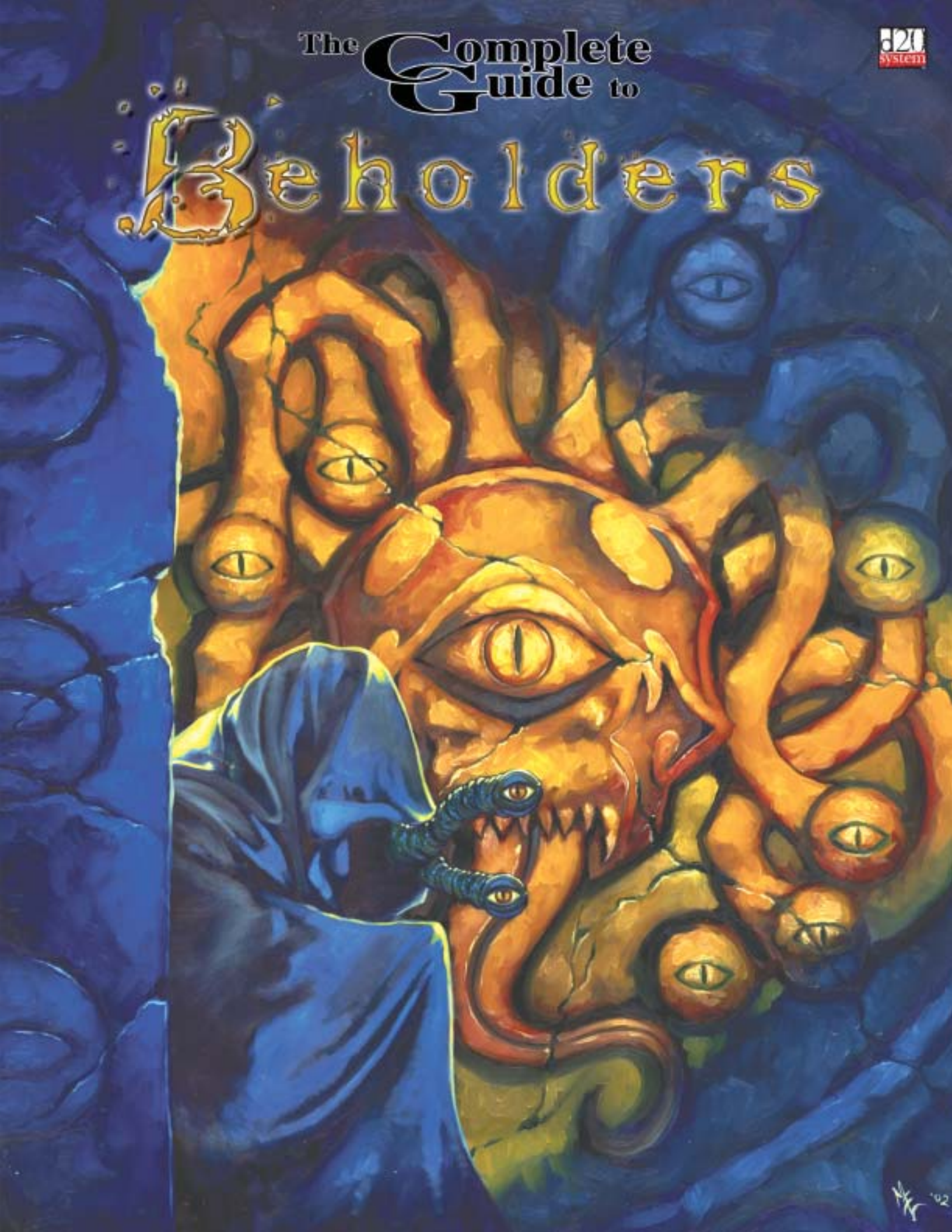


The Complete
Guide to



Beholders



02

The Complete Guide to Beholders

Behold: the ultimate resource for the ultimate monster. With enough material to sustain a campaign for years, the Complete Guide to Beholders offers a completely new perspective on this misunderstood monster. Far more than simply a book of new options, this work is a transformation of the beholder. It expands their social structure and cultural life in new ways, forever changing the way you play them. Inside you will find:

- A comprehensive look at the different varieties of beholders, including the nation-like Dominions by which they separate themselves, the differing ideologies of each Dominion, and stats for more than a dozen variants, including the Eyetouched template.
- An eye-opening look at beholder cultists and their infiltration of humanoid civilizations, including everything you need to play a cultist or one of the beholders' corrupted eyekin servants.
- A detailed guide to creating memorable beholder encounters, adventures, and long-term campaigns, covering tactical advice for combat, maps of common beholder lair designs, and new classes, feats, equipment, and magic items just for beholders.
- New player options for fighting *against* beholders, including new classes, spells, and organizations.

And much more, all of it compatible with the 3.5 revision, with free bonus material available online.

Requires the use of the Dungeons & Dragons® Third Edition Core Books, and the Psionics Handbook, published by Wizards of the Coast, Inc. This product utilizes updated material from the v.3.5 revision.



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Chapter Four

Characters with Many Eyes

Beholders as Player Characters

Beholders are extremely powerful creatures with highly focused minds. In addition to its natural inclinations, the Dominion of a beholder plays a tremendous part in shaping its behavior. As a result, beholders are generally unsuitable as player characters. It is extremely unlikely that a beholder would abandon the goals of its Dominion, and if it did, it would still have little in common with the typical group of adventurers.

However, there are a variety of story possibilities for adventures using beholder characters. It is possible to run a campaign based around beholder and eyekin PCs; as members of the Dominion of the Final Forge or the Dominion of the First Eye, characters could fight the plans of other Dominions or evil denizens of the underdark.

Most beholders rely on the power of their eyestalks as opposed to following the paths of one of the traditional character classes. Beholders generally advance in power by adding aberration levels. The Void does not answer the call of clerics, and with the power that they inherently possess few sovereigns feel the need to study arcane magic (a lack of limbs also poses a problem for would-be beholder spellcasters). However, a small handful develop class levels. The beholders of the Final Forge and the Eternal Vigil often acquire rogue levels, developing Charisma-based skills to assist in their manipulation of humanoid civilizations. Eyekin who rise to become beholders through the Rite of Full Communion sometimes maintain the skills they developed in their first lives. And then there are the prestige classes supplied in this book: the eye of the void and the juggernaut.

A beholder is born with all of its powers, so a beholder character begins with its full hit dice and abilities. However, the following traits apply for purposes of personalizing the character.

SOVEREIGN BEHOLDER RACIAL TRAITS

- +4 Dexterity, +8 Constitution, +6 Intelligence, +4 Wisdom, +4 Charisma. Beholders are tough, exceptionally intelligent creatures with immensely powerful personalities.
- The saving throw DC for a beholder's eye rays is $10 + \frac{1}{2}$ the beholder's hit dice + its Charisma modifier. Levels in Eye of the Void or Juggernaut prestige classes are added to the creature's hit dice for purposes of determining the save DC.

- A sovereign beholder has $(2 + \text{Int modifier})$ skill points per hit die, with quadruple skill points for the first hit die. The following skills are considered to be class skills for beholder characters: Hide, Intimidate, Knowledge (arcana), Listen, Search, Spot, Survival. Each Dominion has additional class skills that beholders can choose from initially or when adding aberration levels; these can be found later in this chapter.
- All beholders receive Alertness as a bonus feat. A sovereign should select one of the following feats, plus an additional feat for every 3 hit dice that it possesses: Dodge, Farsighted, Flyby Attack, Great Fortitude, Improved Flight, Improved Initiative, Iron Will, Mobility, Nearsighted. A beholder must meet a feat's prerequisites. A sovereign may also choose feats from the list provided with its Dominion in Chapter Six.
- For purposes of character advancement, an 11 HD sovereign beholder is considered to be an 18th level character. Most beholders progress in the aberration class, but exceptional beholders may pursue other options.
- A beholder that gains the ability to cast arcane or divine spells will need to obtain and use the Still Spell feat in order to perform any spell that requires somatic components. If the spell requires material components, the gamemaster will have to determine if the beholder can manipulate the items with its telekinetic eye.

Eyekin as a Character Race

The raw power of a beholder makes it difficult to add beholder PCs to an adventuring group. But the eyekin – the subraces of humanity corrupted through long contact with beholders and the Void – are an excellent choice for the player who wants a few extra eyes on his character.

There are a few basic ways to work eyekin PCs into a campaign. Depending on the nature of the party, the character could be working on direct orders from his Dominion. While this is ideally suited to a party of evil characters or amoral mercenaries, an eyekin character in the service of the Dominion of Revelations or the Final Forge could actually be sent on missions that could benefit the humanoid world.

Another classic character option is the renegade – the eyekin who has fled from his evil masters and who has turned his skills





Physical Description: The bulk of the Eyekin populace is identical to human beings – at least, to a casual glance. What distinguishes the eyekin from their human ancestors are the many eyes scattered randomly around their bodies. The average eyekin has seven to thirteen extra eyes placed across his body. The color and shape of these eyes do not match his facial features. These additional eyes are covered with a tough, transparent membrane, allowing an eyekin to walk with an eye on the sole of his foot. Generally an eyekin can conceal his additional eyes with clothing, although additional eyes on the face can be difficult to hide.

As an eyekin gains levels in the prestige classes presented in this book, he becomes an eyekin aberration. Over time he will develop more severe physical mutations. The most common effect is the appearance of eyestalks on the character's head, but a variety of other mutations can occur.

Eyekin do not live as long as normal humans; their corrupted physiology burns out quickly. An eyekin achieves maturity at 12 years, and rarely lives to be 60 years old. Eyekin aberrations live far longer than their kindred; each level of beholder cultist or aberrant warrior class adds 10 years to the maximum lifespan of the character.

Relations: Eyekin are secretive creatures who rarely reveal their true nature to outsiders. When they are not isolated in beholder or eyekin communities, they are usually working undercover in the service of the eye tyrants.

Alignment: Eyekin communities lean towards the alignment of their associated Dominion.

Eyekin Lands: For the most part the eyekin serve in beholder territories, which are typically subterranean. There are eyekin communities scattered throughout human lands, but the true nature of these communities is typically secret.

Religion: Most eyekin revere the Void and consider the sovereign beholders to be the divine representatives of the Void. Eyekin aspire to become beholders themselves. As the Void does not respond to traditional prayer, there are few eyekin clerics. Instead, eyekin mystics will follow the path of the sorcerer or pursue one of the prestige classes presented in this chapter.

Language: Common and the language of the beholders.

Adventurers: Eyekin adventurers are either those who have escaped from their masters or who are traveling through the world at the request of their masters. It is rare to find an eyekin traveling the world trying to find her place in it, but it is rarer still that she will reveal her true nature. Some eyekin are trying to find the legendary rebel eyekin who have successfully formed their own culture, but most are simply trying to make their way in the world. Even after they leave, however, eyekin still have personality traits associated with the Dominion with which they grew up – Poisoned Eye eyekin will often be violent, the Final Forge eyekin tend to be organized, and the Enigma eyekin are secretive.

and natural abilities against the tyrants. Or perhaps an entire community of rebel eyekin has successfully overthrown the local sovereign – and as one of the heroes of the community, the PC must help his people find a place in the world.

The eyekin have the following traits and statistics.

Personality: The eyekin come from human stock, but they have been tainted by centuries of contact with the Void. As a result, their personalities are colored by the aspect of the Void associated with their beholder masters. Eyekin serving the Dominion of the Eternal Vigil tend to be furtive and paranoid, while the eyekin of the First Eye are proud and haughty. However, this influence is less pronounced in the eyekin than the beholders.

Most eyekin consider their race to be superior to all other humanoid species; even if the eyekin are effectively slaves, they are proud to serve their mighty masters and strive to prove their worth. Almost all eyekin dream of one day ascending to become beholders themselves. There are certainly exceptions to these rules; the Dominion of the Poisoned Eye treats its slave populations with great cruelty, and most eyekin rebellions have occurred in the holds of the Poisoned Eye.

As a race, the eyekin are single-minded in their devotion to the beholders. They have little interest in art, humor, or entertainment; to the eyekin, work and the associated chance for advancement are everything.





EYEKIN RACIAL TRAITS

- +2 Intelligence, -2 Wisdom. While not as brilliant as their beholder masters, the eyekin possess an uncanny ability to process information. However, they are a slave race; over generations, selective breeding and mental conditioning have taken a toll on the willpower of the eyekin.
- Medium-size: As Medium-size creatures, eyekin have no special bonuses or penalties due to their size.
- Eyekin base land speed is 30 feet.
- Darkvision: Eyekin can see in the dark up to 60 feet. Darkvision is black and white only, but it is otherwise just like normal sight, and eyekin can function just fine with no light at all.
- +2 racial bonus to Spot and Search. Eyekin possess astonishing visual acuity.
- All-Around Vision: An eyekin who is naked from the waist up can see in all directions. While using all-around vision, the character cannot be flanked and he receives a +2 bonus to Spot and Search checks (which stacks with his normal racial bonus). This prevents the use of normal armor and reveals the inhuman nature of the eyekin. Eyekin can make use of this ability while wearing leather eyeband armor, studded eyeband armor, or chain veil armor; these new forms of protection are described in Chapter Five.
- Prehensile Vision: Most eyekin have eyes on their arms or legs. If these eyes are uncovered, an eyekin can look around corners, peer in a pocket, or perform similar vision-related feats. However, revealing these eyes can easily result in the exposure of the character's inhuman nature.
- Spell Malfunction: A trace of the power that shields a sovereign beholder from magic flows through the eyekin's blood. Eyekin have a 5% chance of failure when casting divine or arcane spells. This is added to any penalties resulting from encumbrance or armor. It does not affect the use of psionics, spell-like abilities, or the supernatural powers of the eyekin prestige classes presented in this book.
- Knowledge (aberrations) is always considered to be a class skill for eyekin. When the blood of aberrations flows through your veins, it's hard not to learn something about them.
- +2 save vs. spells and spell-like effects. While the eyekin may have difficulty casting spells, they are highly resistant to hostile magic.
- +3 racial bonus to Disguise checks made to pass as human. An eyekin that covers his additional eyes is virtually indistinguishable from a human.

- Eyekin Blood: All eyekin possess the Eyekin Blood feat.
- Automatic Languages: Common and Beholder. Bonus Languages: Draconic, Dwarven, Gnome, Goblin, Orc, and Undercommon. The majority of eyekin live beneath the earth, and they are most likely to learn the languages of other subterranean races.
- Favored Class: Beholder cultist. A multiclass eyekin's beholder cultist class does not count when determining whether he takes an experience penalty for multiclassing.

Use the human listing on the random height and weight table to determine the height and weight of an eyekin character. An eyekin is an adult at 12 years of age, middle aged at 28, old at 40, and venerable at 52. His maximum age is modified by adding 3d4. However, for every level in beholder cultist or aberrant warrior, the character's old and venerable thresholds are increased by 10 years; thus a 5th level cultist is old at 90, venerable at 102, and dies at 102 + 3d4 years. This increased lifespan will not remove existing age penalties; if the character is already old he does not regress to being middle aged, but he has a longer game before he becomes venerable.

Character Classes

This section presents four new classes for beholders and their minions. The first is the beholder cultist, a core class for those who wish to sprout extra eyes of their own. While it is a specialty of the eyekin, this class can be taken by any humanoid species. Next is the aberrant warrior. This prestige class is also designed for eyekin and other humanoids; a character who follows this path becomes physically altered by the power of the Void, eventually sprouting a pair of eye-tipped tentacles similar to those of a beholder skirmisher. The section concludes with two prestige classes designed solely for beholders. The eye of the void is a mystical path that allows a beholder to sprout new eyestalks and increase the power of its ray attacks, while the juggernaut is an elite warrior class.

As a point of clarification, members of the beholder cultist class develop the ability to project magical rays from their additional eyes. As the mechanics for these powers are slightly different from the abilities of the beholder, a cultist's rays are referred to as eyebeams, while a beholder's mystic weapons are eye rays.





BEHOLDER CULTIST

(Core Class)

The beholder is a symbol of magical power – a living creature with the power to decimate an army. To many, the clear power of the beholder is far more impressive than tales of gods that cannot be seen or touched. Beholder cults offer adherents the chance to serve these living gods – and more importantly, the opportunity to obtain their power. Those that dedicate themselves to the Void and its servants are twisted by its energies, slowly becoming more and more like the beholders that they revere. As a character embraces the beliefs of the cult, eyestalks begin to sprout from his head; these allow him to channel the energy of the Void to strike down his enemies. Once a cultist has ten eyestalks, he becomes eligible for the Rite of Full Communion – the rite that can transform a humanoid creature into a full-fledged beholder sovereign.

Adventures: Each beholder cult is aligned with one of the Dominions, and this will govern its actions. Cultists following the Consuming Eye will steal treasures and collect rarities as tribute for their masters. Those aligned with the Poisoned Eye will seek to bring pain and suffering to other creatures. A Final Forge cult will actually seek to establish order and affect social change. Cultists following the Dominion of Revelations will be guided by dreams and given cryptic missions related to the mysterious goals of their hidden masters.

Characteristics: The primary power of a beholder cultist lies in the offensive abilities he gains from his eyebeams. While he only has access to an extremely limited set of abilities, he has the advantage that his powers are supernatural in nature as opposed to being spells; this removes many of the traditional limitations associated with spellcasting.

Alignment: A beholder cult is aligned with a specific Dominion sect. Cults typically recruit like-minded individuals, and in time a cultist's alignment will usually match that of his sect. Initially, however, he may be one step removed from the alignment of his sect.

Religion: Low-level beholder cultists typically revere the beholders themselves, being more enamored with temporal power than spiritual matters. As the cultist progresses up the ranks, he begins to study the mysteries of the Void.

Background: Beholder cults can be found in the shadows all across the world. Every eyekin community will have a cult dedicated to the associated sect, but eyekin also often travel to the cities of other races. Eyekin evangelists typically draw on the poor and downtrodden members of society, luring worshippers with the promise of true power. More information on cults can be found in Chapter Two.

Races: For both psychological and physiological reasons,

eyekin are ideally suited to become beholder cultists. However, the beholders will accept characters of any race.

Other Classes: The advanced cultist possesses strong mystical ranged attacks, but has little strength in close combat; cults will often have warriors or fighters around to provide physical protection. Rogues have value as scouts and assassins. Cultists typically avoid cleric and paladins, and look down on wizards and sorcerers.

Game Rule Information

Beholder cultists have the following game statistics.

Abilities: While a cultist does not receive bonus eyebeam abilities or vision points based on his statistics, his Charisma affects the power of his beams. The base Difficulty Class of a saving throw against a cultist's eyebeam is 10 + the eyebeam's level + the cultist's Charisma modifier. A high Charisma score will also help the cultist to conceal his true nature and to manipulate the moods of others.

Alignment: The alignment of a cultist cannot be more than one step removed from the Dominion sect that sponsors his cult.

Hit Die: d4.

Class Skills

The class skills (and the key ability for each skill) of the beholder cultist are: Craft (Int), Disguise (Cha), Knowledge (local), Listen (Wis), Profession (Wis), Spot (Wis). In addition, each cultist should pick four skills from the cultist skill list of the Dominion associated with the cult, which can be found in Chapter Six; these are considered to be permanent class skills. Most cultists have a basic grounding in a mundane profession, and they learn to conceal their eyestalks and to keep an eye on the local community; other skills vary widely based on the goals of the associated Dominion.

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

Skill Points at Each Additional Level: 4 + Int modifier

Class Features

All of the following are class features of the beholder cultist.

Weapon and Armor Proficiency: Beholder cultists are familiar with all simple weapons and light armor, but not with shields. The cultist cannot use any 1st – 5th level eye ray while wearing a helmet, unless the helmet has been specially designed with gaps for the stalks (see Chapter Five for more details). A cultist cannot use 6th – 9th level eye rays while wearing armor unless it has been specifically designed for his use.

Eyebeams: The primary power of the cultist is the ability to channel the energy of the Void through his eyestalks in order to produce supernatural effects. If the character possesses the Eyekin Blood feat he will gain new eyebeams as he progresses in level.





The number and level of eyebeams that a cultist possesses can be found on Table 4-2: Beholder Cultist Eyebeams. Using an eyebeam requires the character to expend vision points. The cultist's allocation of vision points can be found on Table 4-1: The Beholder Cultist. The value listed at each level is the character's total number of vision points; these scores are not cumulative, and the cultist does not receive additional vision points based on characteristic modifiers. The cost of using an eyebeam can be found on page 35. Using an eyebeam is a standard action that does not provoke an attack of opportunity. The basic Difficulty Class for a saving throw against an eyebeam is 10 + the spell level + the cultist's Charisma modifier, but this can change as the cultist gains power.

Vision points represent a cultist's ability to safely channel the energy of the Void. A character can refresh his vision points by resting for at least six hours, although he cannot recover points more than once in a 24 hour period. If the cultist possesses the Lidless Eyes feat, he can recover vision points by meditating for two hours.

If a cultist does not possess the Eyekin Blood feat he does not gain eyestalks, eyebeams, or vision points. However, as soon as he acquires the feat he immediately develops the full set of eyebeams, eyestalks, and vision points indicated by his class level.

When an eyekin receives a new eyebeam ability, he may select a power of the appropriate level from the beholder cultist eye-

beam list. However, there are a few limitations on the powers that he can select. The letter "d" in a column on Table 4-2 indicates that the cultist must select a power possessed by the sovereign beholders of the Dominion associated with his cult. So a 1st level cultist from a Dominion that uses the standard sovereign found on page 93 can select either *sleep* or *charm person*, the two first level abilities possessed by the typical sovereign. A cultist may manifest powers that most beholders do not, but overall his powers will resemble those of his masters.

Eyestalks: Every time a cultist gains a new eyebeam ability, he grows a new eyestalk. The first ten eyestalks grow on his head; thereafter the eyestalks can appear anywhere on his body; common locations include the shoulders, forearms, and hips. The character's eyebeams emerge from these eyestalks. If the character wishes to wear armor, it must be specially designed to accommodate the eyestalks.

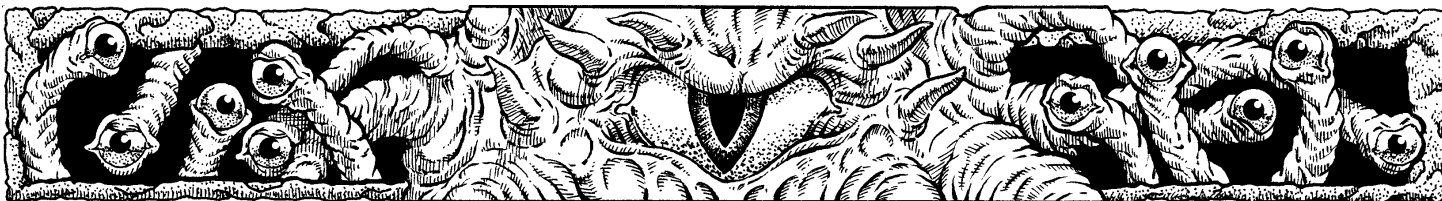
For every three levels of beholder cultist that the character possesses, he takes a cumulative -1 racial penalty to all Disguise checks made to pass as a member of another race. This penalty stacks with Disguise penalties from eyekin aberration feats, with a maximum total penalty of -8. This penalty only applies to beholder cultists who possess eyebeams.

Eyekin Blood: A character can only participate in a beholder cult for so long before the power of the Void begins to alter his

Table 4-1: The Beholder Cultist

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Vision Points	Special
1	+0	+0	+0	+2	4	Eyebeams, Eye Stalks
2	+1	+0	+0	+3	6	
3	+2	+1	+1	+3	8	
4	+3	+1	+1	+4	12	
5	+3	+1	+1	+4	16	Eyekin Blood Empower Beams
6	+4	+2	+2	+5	22	
7	+5	+2	+2	+5	28	
8	+6/+1	+2	+2	+6	36	
9	+6/+1	+3	+3	+6	44	Crown of Eyes Empower Beams Eyekin Aberration
10	+7/+2	+3	+3	+7	54	
11	+8/+3	+3	+3	+7	64	
12	+9/+4	+4	+4	+8	76	
13	+9/+4	+4	+4	+8	88	Empower Beams Eyebeam Focus
14	+10/+5	+4	+4	+9	102	
15	+11/+6/+1	+5	+5	+9	116	
16	+12/+7/+2	+5	+5	+10	132	
17	+12/+7/+2	+5	+5	+10	148	Void Corruption Eyebeam Focus
18	+13/+8/+3	+6	+6	+11	166	
19	+14/+9/+4	+6	+6	+11	184	
20	+15/+10/+5	+6	+6	+12	204	





form. At 6th level he receives the Eyekin Blood feat. If he already possesses the Eyekin Blood feat, he receives the Eyekin Aberration feat. If he already possesses that feat, he receives one of the bonus feats listed under Void Corruption. He must meet the requirements for any of the Void Corruption feats.

Empower Beams: As a cultist grows closer to the Void, his weaker eyebeams become more powerful. At 7th level, the saving throw DC for 1st-2nd level eyebeams is increased to 13 + the cultist's Charisma modifier. At 11th level, the saving throw DC for 1st-4th level eyebeams is increased to 15 + the character's Charisma modifier. At 15th level, the saving throw DC for 1st-7th level eyebeams is increased to 17 + the cultist's Charisma modifier.

Crown of Eyes: At 10th level, the character possesses ten distinct eyestalks protruding from his head. As long as his eyestalks are not covered, he receives all-around vision and cannot be flanked. An eyekin cultist gains his usual +4 bonus to Search and Spot checks while these eyes are exposed, but characters of other races do not receive this bonus; normal humans cannot process the additional sensory information as effectively as eyekin or beholders.

Eyekin Aberration: At 12th level a beholder cultist receives the Eyekin Aberration feat. If he already possesses this feat, he receives one of the bonus feats listed under Void Corruption. He must meet the requirements for any of the Void Corruption feats.

Eyebeam Focus: At 16th level, the cultist may select one of his 1st level eyebeams. This beam can be used with no vision point cost. At 19th level, the cultist's other 1st level eyebeam can also be used at no cost. The character must still use vision points if he uses metamagic feats in conjunction with these eyebeams, but the final cost is reduced by 2 points.

Void Corruption: At 18th level, a cultist may choose one of the following feats: Blindvision, Buoyant Blood, Gaping Maw, Hide of the Beholder, Lidless Eyes, Loss of Breath, Strange Appetites, Synesthetic Vision, or Visions of the Void. The character must meet the prerequisites of any feat that he wishes to take.

Cultist Eyebeams

True beholders possess eye rays, which can be used at will. Humanoid cultists can develop eyestalks to channel the power of the Void, but there are limits to how much energy the cultist can

Table 4-2: Beholder Cultist Eyebeams

Cultist Level	1	2	3	4	5	6	7	8	9
1	d	-	-	-	-	-	-	-	-
2	d+1	-	-	-	-	-	-	-	-
3	d+1	d	-	-	-	-	-	-	-
4	d+1	d+1	-	-	-	-	-	-	-
5	d+1	d+1	d	-	-	-	-	-	-
6	d+1	d+1	d+1	-	-	-	-	-	-
7	d+1	d+1	d+1	d	-	-	-	-	-
8	d+1	d+1	d+1	d+1	-	-	-	-	-
9	d+1	d+1	d+1	d+1	d	-	-	-	-
10	d+1	d+1	d+1	d+1	d+1	-	-	-	-
11	d+1	d+1	d+1	d+1	d+1	d	-	-	-
12	d+1	d+1	d+1	d+1	d+1	d+1	-	-	-
13	d+1	d+1	d+1	d+1	d+1	d+1	d	-	-
14	d+1	d+1	d+1	d+1	d+1	d+1	d+1	-	-
15	d+1	d+1	d+1	d+1	d+1	d+1	d+1	1	-
16	d+1	d+1	d+1	d+1	d+1	d+1	d+1	1	-
17	d+1	d+1	d+1	d+1	d+1	d+1	d+1	2	-
18	d+1	d+1	d+1	d+1	d+1	d+1	d+1	2	1
19	d+1	d+1	d+1	d+1	d+1	d+1	d+1	2	1
20	d+1	d+1	d+1	d+1	d+1	d+1	d+1	2	2

d indicates an eye ray power possessed by the sovereign beholders of the Dominion the cult is associated with.





draw upon. A cultist's abilities are referred to as eyebeams to distinguish them from the eye rays of the beholder.

A cultist's eyebeams have much in common with a beholder's eye rays. Both are considered to be supernatural abilities. This means that an eyebeam is not affected by spell resistance and never provokes an attack of opportunity or requires a Concentration check – a powerful advantage over other forms of magic! However, there are a few critical differences between eye rays and eyebeams. While a beholder can fire all of its eye rays each round, a cultist must take a standard action to use one of his eyebeams; as a result, he can only use one per round, unless he obtains the Quicken Eyebeam feat.

While a beholder can use its eye rays at will, there is a limit to the number of eye rays a cultist can use each day. Based on his level, a cultist possesses a certain number of vision points. Using an eye ray costs a certain amount of vision points, as shown on the following table:

Eyebeam Level	1	2	3	4	5	6	7	8	9
Vision Point Cost	2	4	6	8	11	15	20	26	33

If the cultist does not possess the required number of vision points, he cannot use an eyebeam.

Cultist eyebeams mimic the effect of arcane and divine spells. However, the following modifications apply to all eyebeams:

- Eyebeams do not require any sort of verbal, somatic, or material components.
- An eyebeam has a visible effect – a ray that extends from the cultist's eyestalk to the target. An eyebeam also has an audible effect; anyone within 30 feet of the beam (at any point along its path) can make a Listen check (DC 10) to notice the sound. The cultist can negate this sound by using the Silent Eyebeam feat.
- All eyebeams are ranged ray attacks, regardless of the nature of the original spell.
- All eyebeams affect a single target, regardless of the nature of the original spell. So *color spray*, *sleep*, *silence*, *prismatic spray*, *power word stun* and the like are rays that have the same effect as the spell, but only on the target of the ray.
- Regardless of the range of the original spell, all eyebeams have a range of 40 feet + 10 feet per cultist level.
- The base DC to save against an eyebeam effect is 10 + the eyebeam level + the cultist's Charisma modifier. However, cultist class abilities can modify the DC.

The list of eyebeam choices can be found below. Except as described above, eyebeams are identical to the spells of the same name.

Beholder Cultist Eyebeams

1st level

- burning hands*. 1d4 fire damage/level (max 5d4).
- charm person*. Makes one person your friend.
- color spray*. Knocks unconscious, blinds, or stuns one weak creature.
- inflict light wounds*. 1d8+1/level damage (max +5).
- ray of enfeeblement*. Reduces Str by 1d6 points +1 point/2 levels (max 1d6+5).
- sleep*. Puts one creature to sleep; affects creatures of up to 4 HD + caster level.

2nd level

- blindness/deafness*. Makes subject blind or deaf.
- charm person or animal*. Makes one person or animal your friend.
- inflict moderate wounds*. 2d8+1/level damage (max +10).
- shatter*. Sonic vibration damages objects or crystalline creatures.
- silence*. Target cannot produce sound.

3rd level

- contagion*. Infects subject with chosen disease.
- dispel magic*. Cancels magic spells and effects.
- hold person*. Holds one person helpless; 1 round/level.
- inflict serious wounds*. 3d8+1/level damage (max +15).
- slow*. Subject takes only partial actions, -2 AC, -2 melee rolls.

4th level

- charm monster*. Makes monster believe it is your ally.
- confusion*. Makes subject behave oddly for 1 round/level.
- fear*. Subject flees for 1 round/level.
- inflict critical wounds*. 4d8+1/level damage (maximum +20).
- poison*. 1d10 Con damage, repeats in 1 minute.

5th level

- dominate person*. Controls humanoid telepathically.
- feeblemind*. Subject's Int drops to 1.
- hold monster*. As *hold person*, but any creature.
- telekinesis*. Lifts or moves 25 lb./level at long range.

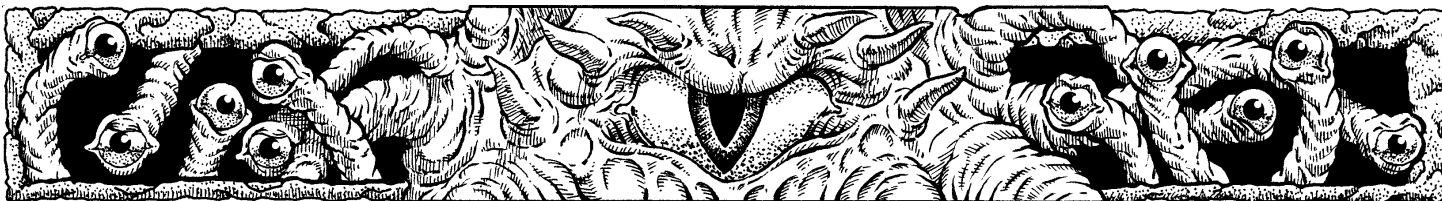
6th level

- disintegrate*. Makes one creature or object vanish.
- dispel magic, greater*. As *dispel magic*, but +20 on check.
- eyebite*. Target becomes panicked, sickened, and comatose.
- flesh to stone*. Turns subject creature into statue.

7th level

- finger of death*. Kills one subject.
- power word blind*. Blinds one creature of up to 200 hp.





prismatic ray. Rays hit subject with variety of effects.
reverse gravity. Target object or creature falls upwards.

8th level

horrid wilting. Deals 1d6 damage/level.
maze. Traps subject in extradimensional maze.
power word stun. Stuns creature with up to 150 hp.
polymorph any object. Changes any subject into anything else.

9th level

dominate monster. As *dominate person*, but any creature.
energy drain. Subject gains 2d4 negative levels.
imprisonment. Entombs subject beneath the earth.
power word kill. Kills one subject of up to 100 hp.

ABERRANT WARRIOR
(Prestige Class)

When most adventurers think of beholders, the image that leaps to mind is the sovereign – the sphere of many eyes. But there are many strange variants of the sovereign lurking beneath the earth. One of these is the skirmisher, a beholder subspecies designed for melee combat. Where a beholder cultist develops the eyestalks of the sovereign, the aberrant warrior follows a more martial path. An aberrant warrior quickly becomes twisted and altered by the forces that she has aligned herself with, and within short order she will actually develop the eye-tipped tentacles of the beholder skirmisher.

Aberrant warriors are relatively rare. They are commonly found among elite eyekin combat units, although they occasionally appear among beholder cults.

Hit Die: d10

Requirements

To qualify to become an aberrant warrior a character must fulfill all of the following criteria:

Base Will Save: +3

Base Attack Bonus: +3

Special: The character must have extended friendly contact with beholders or eyekin. She may be part of a beholder cult or eyekin community, or she may serve a beholder sovereign, but she must have dedicated herself to working with these aberrations.

Class Skills

The class skills (and the key ability for each skill) for aberrant warriors are: Climb (Str), Craft (Int), Disguise (Cha), Intimidate (Cha), Jump (Str), Spot (Wis), Tumble (Dex), Swim (Str).

Skill Points at Each Level: 2 + Int modifier

Class Features

All of the following are class features of the aberrant warrior.

Weapon and Armor Proficiency: An aberrant warrior is proficient with all simple and martial weapons. An aberrant warrior gains proficiency with light and medium armor and all shields. An aberrant warrior that possesses skirmisher tentacles can only wear armor that has been specially constructed to accommodate his tentacles. Aberrant warriors with tentacles are also trained in the use of tentacle hooks, as described in Chapter Five.

Eyekin Blood: An aberrant warrior embraces the corrupting power of the Void. At 1st level she receives the Eyekin Blood feat. If she already possesses the Eyekin Blood feat, she receives the Eyekin Aberration feat instead. If she already possesses that feat, she receives one of the bonus feats listed under Void Corruption. She must meet the requirements for any of the Void Corruption feats.

Eyekin Aberration: At 2nd level an aberrant warrior receives the Eyekin Aberration feat. If she already possesses this

Table 4-3: The Aberrant Warrior

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Vision Points	Special
1	+1	+2	+0	+0	0	Eyekin Blood
2	+2	+3	+0	+0	2	Eyekin Aberration
3	+3	+3	+1	+1	3	Void Corruption, Skirmisher Tentacles
4	+4	+4	+1	+1	4	Tentacle Powers
5	+5	+4	+1	+1	6	
6	+6	+5	+0	+0	8	Void Corruption
7	+7	+5	+0	+0	12	Tentacle Trip
8	+8	+6	+1	+1	16	
9	+9	+6	+1	+1	22	Void Corruption
10	+10	+7	+1	+1	28	





feat, she receives one of the bonus feats listed under Void Corruption. She must meet the requirements for any of the Void Corruption feats.

Void Corruption: At each of these levels, the aberrant warrior may choose one of the following feats: Blindvision, Buoyant Blood, Evil Eyes, Gaping Maw, Hide of the Beholder, Lidless Eyes, Loss of Breath, Strange Appetites, Synesthetic Vision, Tentacle Reach, Tentacle Strength, or Visions of the Void. The character must meet the prerequisites of any feat that she wishes to take.

Skirmisher Tentacles: At 3rd level, an aberrant warrior sprouts a pair of eye-tentacles similar to those of a beholder skirmisher (see page 104). These tentacles protrude from the warrior's shoulder blades. Each tentacle is approximately two inches in diameter and can stretch to a maximum distance of five feet. It is difficult for a character to perform delicate tasks using these tentacles. She cannot wield a weapon or use a shield with her tentacles. Manipulating an object or performing a delicate action using the tentacle requires a successful Dexterity check (base DC 20; the gamemaster can adjust this based on the complexity of the task). The character gets a +1 bonus to this check for every 2 aberrant warrior levels that she possesses.

The primary use of the tentacles is combat. When attacking, the character may make an extra slam attack using her tentacles. This attack is made at her highest base attack bonus, but it takes a -2 penalty, as does every other attack she makes during the round; if an eyekin monk wishes to make a tentacle attack and use a flurry of blows, all of her attacks take a -4 penalty. The slam inflicts 1d4 points of damage, plus one-half of the character's Strength modifier. In addition, the tentacles are tipped with eyes; as a result, the warrior can use the tentacles to peer around corners or obstacles.

A character who wears loose clothing and wraps her tentacles tightly around her body can still pass as a normal human. However, she still receives a -2 to any Disguise check made to pass as a member of another race (including human). This penalty stacks with any other Disguise penalties from aberration features, with a maximum total penalty of -8.

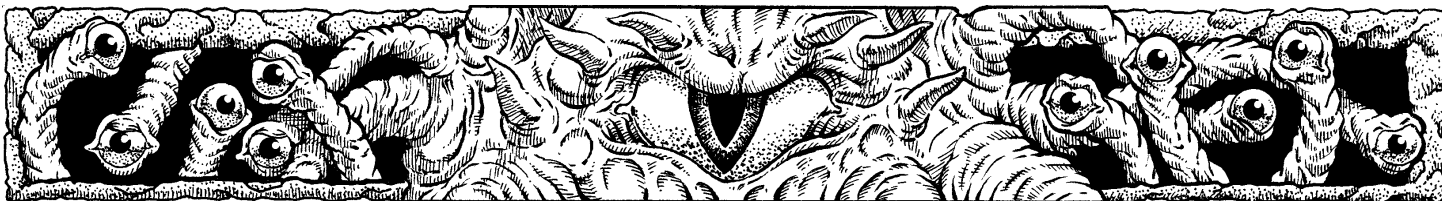
Tentacle Powers: As the aberrant warrior develops a stronger connection to the Void, she develops the ability to channel its mystical energy through her tentacles. Instead of making a slam attack with her tentacles, she may make a touch attack in order to deliver a supernatural effect. Like the normal tentacle slam, this may be performed along with the character's normal attacks at a -2 to the character's basic attack bonus. The warrior must expend vision points to generate the effect, and if the touch attack fails these points are lost. As a supernatural effect, this does not require any sort of concentration check or trigger an attack of opportunity, and it bypasses spell resistance.



Table 4-4: Aberrant Warrior Tentacle Powers and Costs

Level	VP Cost	Tentacle Powers
1	N/A	None
2	N/A	None
3	N/A	None
4	N/A	None
5	1	daze
6	2	ray of enfeeblement
7	4	touch of idiocy
8	4	hold person
9	6	slow
10	8	vampiric touch





The powers that the character can use are listed on Table 4-4: Aberrant Warrior Tentacle Powers and Costs. A warrior can use any of the powers available at her level or below. The effects of these powers are identical to the spells of the same name, except that the range is touch (and in the case of *hold person* the effect only affects a single target). The character's aberrant warrior level is used as the caster level of the spell. The basic Difficulty Class for a saving throw against a tentacle power is 10 + half the character's aberrant warrior level + her Charisma modifier.

Tentacle Trip: By 7th level, an aberrant warrior has become adept at using her tentacles in combat. In place of a slam or touch attack, she may a trip attack with her tentacles, at the usual -2 to her base attack bonus. This carries all of the usual dangers of making a trip attack. The warrior gets a -2 penalty on her Strength check for this action, as the tentacles do not possess her full strength.

Monastic Discipline: The aberrant warriors of the Final Forge merge spiritual discipline and martial arts with the bizarre physical prowess of the aberration. With the right training, a player character could choose to follow this path. As a result, a monk can continue to progress in the monk class even after taking aberrant warrior levels.

EYE OF THE VOID (Beholder Prestige Class)

The power of the beholder is derived from its spiritual connection to the enigmatic Void. As a beholder grows in age and wisdom, it can strengthen this bond and increase the power of its eye rays. This requires intense meditation and reflection, and as a result these Eyes of the Void are most frequently found in the Dominion of Revelations and the Dominion of Enigma. However, while its mystical powers grow, its physical form slowly atrophies and withers away. Among more militaristic Dominions like the Poisoned Eye, the Eyes of the Void are strategists and sages, who generally spend more time watching from the shadows than fighting on the front lines.

The purpose of the eye of the void is to allow a gamemaster to create an older and more powerful beholder – an advanced sovereign with higher-level eyebeams, instead of one that simply has more hit points.

Hit Die: d4

Requirements

To qualify to become an eye of the void a beholder must fulfill all of the following criteria:

Race: Beholder Sovereign

Base Will Save: +8

Wisdom: 16+

Special: A beholder can only take 1 level of eye of the void for every 3 levels that it possesses. Thus, a beholder with 12 aberration levels could only take 3 eye of the void levels.

Class Skills

The class skills (and the key ability for each skill) for an eye

Table 4-5: The Eye of the Void

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Bonus Eye Ray Points	Special
1	+0	+0	+0	+2	+10	Improved Caster Level
2	+0	+0	+0	+3	+10	Bonus Feat
3	+1	+1	+1	+3	+15	Eye Ray DC +1
4	+1	+1	+1	+4	+20	-2 Strength
5	+2	+1	+1	+4	+30	Bonus Feat
6	+2	+2	+2	+5	+40	Eye Ray DC +1
7	+3	+2	+2	+5	+60	-2 Constitution
8	+3	+2	+2	+6	+80	Bonus Feat
9	+4	+3	+3	+6	+120	Eye Ray DC +1
10	+4	+3	+3	+7	+160	-2 Strength

