

THELESTES

Fighter 4/Rogue 2/Assassin 10

NE medium female outsider (Succubus) (chaotic, evil, extraplanar, tanar'ri) (7 HD)

Init +5

Senses Darkvision 60 feet; Spot +31, Listen +20

Languages Telepathy, permanent *tongues*.

AC 37, touch 20, flat-footed 32

hp 138

Resistance 10 to acid, cold and sonic; **Immune** to electricity and poison; **Spell Resistance** 34;

Damage Resistance 10/cold iron or good

Fort +19, **Ref** +26, **Will** +18

Spd 30 ft. (6 squares), 50 flight (good)

Atk Claw +23 melee (1d6+6) or

+3 *shortsword* +26 melee (1d6+9, 19-20/x2) or

+3 *spiked chain* +26 melee (2d4+12) or

+3 *composite longbow* +25 ranged (1d8+9)

Full Atk 2 claws +23 melee (1d6+6) or

+3 *shortsword* +26/+21/+16/+11 melee (1d6+9, 19-20/x2) or

+3 *spiked chain* +26/+21/+16/+11 melee (2d4+12) or

+3 *composite longbow* +25/+20/+15/+10 ranged (1d8+9)

Base Atk +17; **Grp** +23

Special Atk Death attack (DC 25), energy drain, sneak attack +6d6, spell-like abilities

Assassin Spells Known (CL 10th, 4/4/4/4):

4th—*freedom of movement*, *glibness* (DC 18), *improved invisibility*, *modify memory* (DC 18)

3rd—*deep slumber* (DC 17), *deeper darkness*, *misdirection*, *nondetection*

2nd—*cat's grace*, *fox's cunning*, *pass without trace*, *undetected alignment*

1st—*detect poison*, *ghost sound*, *obscuring mist*, *true strike*

Spell-Like Abilities (CL 12th):

At will—*call weaponry** (+3), *charm monster* (DC 24), *darkness*, *detect thoughts* (DC 22), *ethereal jaunt* (self plus 50 pounds of objects only), *greater teleport* (self plus 50 pounds of equipment only), *invisibility* (no limit on duration), *polymorph* (humanoid form only, no limit on duration), *suggestion* (DC 23).

Call weaponry is identical to the power found in the *Expanded Psionics Handbook*. The weapons Thelestes creates are considered to be evil-aligned, and have a +3 enhancement bonus.

Combat Gear +5 *glamered mithral chain shirt of shadow and silent moves*, +5 *cloak of resistance*, *belt of giant strength* +4, *boots of speed*, *two gloves of storing*, *mask of the misplaced aura*, *periapt of wisdom* +4, *ring of protection* +5, *ring of blinking*, *wand of cure moderate wounds*, *wand of silence*

Abilities Str 18 (22), Dex 20, Con 14, Int 20, Wis 16 (20), Cha 30

SQ Evasion, fast healing 2, hide in plain sight, improved uncanny dodge, poison use, telepathy 100 ft, tongues, trapfinding

Feats Blind-Fight, Combat Expertise^B, Combat Reflexes^B, Deft Strike^{CAdv}, Exotic Weapon Proficiency (spiked chain)^B, Hamstring^{CW}, Improved Feint, Improved Flight, Improved Trip, Quick Draw, Power Attack

Skills Bluff +30, Concentration +12, Diplomacy +20, Disable Device +20, Disguise +30 (+32 if acting, +40/44 with *polymorph*), Gather Information +25, Hide +20, Intimidate +15, Knowledge (arcana) +5, Knowledge (geography) +5, Knowledge (history) +5, Knowledge (local) +10, Knowledge (nobility and royalty) +5, Knowledge (the planes) +10, Knowledge (religion) +5, Listen +20, Move Silently +25, Open Lock +20, Perform (dance) +21, Search +20, Sense Motive +20, Sleight of Hand +20, Spot +31, Tumble +20, Use Magic Device +15

Possessions *arcane key*, masterwork thieves' tools. Her *mask of the misplaced aura* protects her from divination, duplicating the aura of a female elf of true neutral alignment who is not lying; see *Sharn: City of Towers* for complete information on this item.

Hook "Let us dance, you and I."

At first, there seems to be little to draw the eye to this young elf. Though not unpleasant to look upon, she has made little effort to enhance her natural beauty; her cloak is gray and stained by the weather, draped over a white blouse and peasant breeches. Then she smiles at you, and a thrill runs through you – despite her average appearance, she has a magnetism that goes far deeper than simple appearance.

She takes a step towards you, moving with a dancer's grace. As she does, everything changes. Her short blond hair takes on a brilliant red hue, spreading around her head and shoulders like a wild wreath of flame. Her features and figure seem to become sharper and more defined, and an instant later she has become a creature of flawless beauty. Leathery wings unfold from beneath her cloak, and she twirls one

end of a long, glittering chain that has appeared in her hands. The rattling links of the chain sound like music, and she laughs as she dances towards you.

Background

Thelestes is a spirit of murder and death. For eons she danced through the darkness of Mabar, until a feud with a powerful cabal of ultraloths forced her to flee her home plane. She traveled the planes searching for allies, until she finally discovered the Lords of Dust on Eberron. Thelestes believes that the overlords of the first age can grant her the power she needs to defeat her enemies in Mabar. She is patient and prepared to wait another thousand years if she must: in the meantime, she is enjoying the schemes of the Lords of Dust.

While Thelestes has sworn her service to Eldrantulku the Oathbreaker and his prakhutu Kashtarak, she often lends her talents to other members of the Council of Ashtakala and she could be found working with any of the Lords of Dust.

Thelestes maintains cover identities in House Phiarlan, House Thuranni, and criminal organizations across Khorvaire. She prefers the form of a young elven woman, as her *mask of the misplaced aura* allows her to maintain this disguise in the face of divination magic, but when dealing with unsophisticated operations (the typical street gang isn't likely to have access to *true seeing*) she can assume any form. Thelestes often performs assassinations in the service of these groups; after all, the plans of the Lords of Dust can take centuries to unfold, and she prefers to kill more frequently. However, she rarely reveals the full extent of her abilities in these situations: her goal is to present herself as skilled and capable, but not so skilled as to draw the attention of the House patriarchs.

Personality

Thelestes is a master deceiver, and she can wear any face that suits her purposes. She is not human: she is an immortal spirit of murder, and takes pleasure in plotting the careful and calculated destruction of others. It is important to understand that she is an incarnation of murder, not simply slaughter: the preparation and deception involved in her work is just as important to her as the eventual death. Thelestes is ageless and ancient, and she has slain goblin kings and warrior dragons. When dealing with mortals, she is searching for weaknesses and considering how she might eventually kill them: useful allies will be spared (at least for the present), but when if Thelestes allows her true feelings to show, mortals should always feel the lurking threat: the chill of prey in the presence of a predator.

While murder is her greatest joy and her true source of sustenance, Thelestes does derive some lesser satisfaction from the seduction of mortals. Often this leads to death, either at the end of her chain or beneath her life-draining kiss... but sometimes she is satisfied with letting her victim know how close he came to his doom, then releasing him so that she can start the hunt anew.

Combat Tactics

Murder is Thelestes' joy. Given the opportunity she will take time to stalk and study her prey, using *invisibility*, *detect thoughts*, *charm monster*, and Gather Information to learn about her intended victim. She may impersonate an ally, use *charm monster* to suborn friends or hirelings, employ poison to incapacitate part of a group so she can focus on a single victim... but she will rarely attack a target without a plan of action. If she wants to end things quickly she will attempt a death attack with a short weapon; however, sometimes she does enjoy matching speed and skill against her foe, using the spiked chain and Improved Trip to bring her opponents to the ground and hammer on them.

Flight provides Thelestes with another advantage; thanks to Improved Flight she is capable of hovering, and her ability to *call weaponry* allows her to produce ranged weapons if it suits her purposes.

Thelestes is a cautious and intelligent opponent. She can deduce the odds of a conflict, and if the tide turns against her she will immediately teleport away. She has eternity on her side, and will always flee to fight another day if she believes that she is in danger.

The statistics above show Thelestes armed with her own manifested weapons. However, as an agent of the Council of Ashtakala – not to mention her ties to the dragonmark houses and criminal guilds of Khorvaire – it is always possible that she will have a different set of equipment specifically tailored to match her current target. If she's been sent to kill a wizard known for his use of *ironskin*, she'll have an adamantite weapon on hand. When fighting a pyromancer she'll have a few *potions of resist energy*. If she's had time to study her victim, she will seize on any weakness she can exploit, physical or psychological.

Thelestes' damage reduction and fast healing can actually threaten her ability to maintain a disguise. However, over the course of eons she has perfected the ability to feign injury, combining her shapeshifting skills and acting talent to appear to suffer a wound when it suits her purpose. When she is struck by a blow, she may make a Charisma check with a +20 total modifier; opponents oppose this with Sense Motive or Spot, whichever is higher. An opponent who makes a successful Sense Motive check realizes that she is pretending to be injured, while someone who makes a successful Spot check can see that the injury is false. It is usually simplest to make this check once for an entire combat, but a DM can make it every time she is injured if he prefers. This is a unique ability that does rely on her polymorphing power, and as such cannot be used in an *antimagic field*.

Adventure Seeds

Thelestes is a powerful enemy who can be deployed against any high level party that has chosen to challenge the Lords of Dust. But there are many ways to use her in a low-level campaign. Consider the following ideas.

While in her lesser guises, Thelestes rarely reveals her full powers; she may flee from a fight she could easily win because that's what fits her cover. Her high saving throws and hit points will make her hard to kill, and *invisibility* and teleportation will allow her to escape from battle. As such she can make an excellent recurring villain – seeming to be just as powerful as she wants to be, all the while learning about the adventurers and deciding if they have any role to play in her long-term plans. Between her skills, she can easily pose as a low-level fighter, rogue, or arcane spellcaster. When posing as a non-caster, her ability to use her spell-like abilities is handicapped. However, if she breaks line of sight with her opponents, she can teleport away (“There’s no way she could have escaped – but somehow she did!”)... or she can pretend that her powers are the result of wondrous items. In any case, each of her guises should feel like an entirely different character. She could be one of the party’s trusted and valuable allies, while simultaneously being one of their greatest foes; the truth will only come out when Eldrantulku’s plans are finally brought to light. While posing as a low-level character, Thelestes may voluntarily lower her BAB – while she CAN attack with a +17, if she wants to appear less skilled, she can drop her BAB as low as she wishes to go.

If you’re playing the RPGA modules EMH-7 or EMH-8, the House Tarkanan fixer Charisma could actually be one of Thelestes’ cover identities. Her she won’t make use of her increased abilities – but it becomes harder for a PC to kill her with a lucky critical hit, and her true identity could become relevant in future dealings with House Tarkanan.

A member of House Phiarlan or House Thuranni is drawn into the war between the houses. Is Thelestes the ally who helps him in the battle? The agent of the opposing house sworn to hunt him down? Or both?

Some people believe they have guardian angels: Thelestes is an angel of death. She monitors a number of families across Khorvaire, and when members of these bloodlines reach a certain age, she kills them. An ally of the party is a member of one of these families. He doesn’t know why or how, but he knows that no male of his bloodline has lived past the age of 33. He has one month to go: can the adventurers find a way to keep him alive? What if one of the *adventurers* is a member of one of the “cursed” families?

Thelestes still has enemies in Mabar. She could attempt to use planar explorers as tools in her feud – or the party could be caught in the middle of a yugoloth incursion (all the more interesting if the party has come to see the disguise Thelestes as an ally).

Design Notes

Thelestes will rarely stand and fight: the moment she feels she is truly in danger, she will flee. However, depending on the level of power she chooses to exercise, she may cripple one or more enemies before she makes her escape. As such, a DM should consider providing PCs with a partial experience reward for any dangerous encounter with Thelestes, even if she is not truly defeated. Straight up, her CR is 23, possibly dropped to 22 as she’s not using epic feats; however, if she’s intentionally not using her full abilities, her CR should be dropped accordingly.

Thelestes is drawn from the “Lords of Dust” article in *Dragon #327*. She cannot summon demons, but possesses *invisibility*, *call weaponry* instead, along with fast healing 1. Her Strength, Dexterity, and Intelligence scores have been boosted by 2 points each through use of *wish* – the reward of her services to powerful sorcerers of the Council of Ashtakala.