



# BEAR WITH ME, PART 2

BY SHELLY MAZZANOBLE

illustrations by William O'Conner

*Oso de la Fez! Now that you're a real bear, what are you going to do first?*

*"I'm getting a Facebook page!"*

"I'm ignoring Oso's friend request," Sara told me. "We're not friends in real life, we're not friends on Facebook."

I should have asked her to clarify which of her lives she was calling real, but instead I scolded her blatant display of smug species-ism.

"Look at you, Miss Maxed Out. Someone thinks she can have too many friends," I said. Especially friends brought to you by shady soul-swapping.

"I ignored him too," Marty said. "I only accept real friends."

Weird, considering I'm Facebook friends with both of his cats.

It was only days before when Rob and I spent over an hour fleshing out Oso's past, present, and future. Turns out with his new history, Oso could easily land an ingénue job on a soap opera. And with his new

future, Rob and I should seriously consider writing for one.

"First, he needs to shrink," Rob said.

And I'll probably need to see one after this, but that's a different story.

"Sure, Oso won't mind shrinking. Small price to pay," I say, laughing. "Get it? *Small price?*"

Rob got it, but wasn't as amused. What can I say? I pun when I'm nervous, and I'm nervous about what I had signed on for.

"Now when he's in passive mode, Tabitha can keep him in her pocket or inside her robe," Rob explained.

"Actually Tabitha prefers to wear him like one of those teddy bear backpacks. It's much more practical this way than taking up valuable pocket space. And that way he can hold things for her. Cell phone, keys, plastic bags."

"Plastic bags?"

"Got to keep the Shadowfell beautiful!"

"He can't have a bike though," Rob said. "Too mechanical for D&D."

Hmm . . . animals really need to something to keep them engaged to prevent destructive behavior. Besides, Oso really loved his bike.

“How about a rubber ball?” I asked. “He really enjoys balancing on things. Like d20s.”

Rob lit up like a sunrod in dungeoncrawl space. “We’ll give him an orb to cruise around on when he’s in active mode. He can fly around his targets and hover there like a dire mosquito.”

This made for a cute visual, which Rob enhanced by humming a little ditty while doing an impression of Oso jogging on his orb.

“What’s with the fez?” he asked. “Can he take it off?”

*“He’s stored years of power in the fez,” Rob added. “And when he gets in his opponent’s face he does a little song and dance.”*

“Good question. He never has,” I said. “Maybe it’s his security blanket. Or maybe it’s like Bret Michaels’s bandana and he’s trying to hide the fact that he’s balding.”

“Perhaps it’s what fuels his revenge,” Rob said, writing something down. “He likes to have a visual reminder of where he’s been and who made him suffer.”

“And he’ll keep wearing it until all show bears are freed!”

“He’s stored years of power in the fez,” Rob added.

“And when he gets in his opponent’s face he does a little song and dance.”

“So ironic considering his past!”

“And finishes with a tip of his hat.”

“Like he’s issuing a silent hello.”

“Or panhandling.”

“And you can’t help but be charmed by this tiny, hovering ex-show bear’s performance.”

“So you dig around in your pockets for silver pieces.”

“And when you look up—”

“You’re dead!” I concluded triumphantly

“Yessssssssssss!”

“Well maybe not dead. But pretty bummed out.”

I think I’m getting the hang of this R&D business.

One thing I know about bears is their attempt to move a predator to a more comfortable distance is

called a “bluff charge.” I suggest we work that into his powers somehow.

“If that doesn’t work, a mauling probably would.”

“Good idea. Tabitha could get +2 on Intimidate checks thanks to Oso’s constant benefit.”

For an active benefit, we toss around the idea the ability to grant Tabitha the power of Oso’s orb, but Rob thinks we can do one better.

“We’ll give him speech as an active benefit and let him speak any language you know.”

“Still pretty impressive for a bear.”

“And he can issue a warlock’s curse as a minor action.”

“Oh! Tabitha always wanted to curse someone!” It’s like she’s always standing behind the paladin going,

“Yeah! *What she said!*”

“And . . . like all bears, Oso doesn’t take well to being disturbed, so he deals immediate damage to any opponent who attacks him and misses.”

I wonder if this includes verbal attacks. If so, Oso needs to learn about “sticks and stones,” and Maya and Anwar need to learn how to bite their tongues.

Rob, deep in thought, tapped a pencil against his temple. And then he issued the following as a side note:

“Oh, and he’s going to defect one day.”

“Excuse me?”

“Remember what I said about consequences. Besides, you already agreed to the terms.”

“Turning on the Wyld Stallyns wasn’t part of the terms!” I shouted. Then again . . . “Was it?”

“I didn’t say *who* he would turn on. Maybe he’ll turn on the townspeople who threw peanuts at him when he performed. Maybe he’s the mastermind behind a malicious plot. Or maybe he’s programmed to turn on the people who love him. The important thing is you won’t know when or how. Just that it’s coming.”

*That’s the important thing?* Not that I may have just signed on to kill off my entire group because my wizard didn’t want to pick a familiar out of the book? And okay, maybe one that was a little more powerful than the ones in the book. . . I’m okay with authentic surprises, but I hate anticipated surprises. Jack-in-the-boxes terrify me for that very reason, and I haven’t played a game of hide-and-seek since I was six years old and my cousin sprayed Easy Off in my face when I discovered her in the laundry room. I was it! I was *supposed* to find her!

“Brilliant, isn’t it?” Rob said.

“Did you know cocker spaniels are prone to a strange form of dementia that causes them to attack their masters?” I asked.

“No.”

“And it can be slowed with medication. So maybe the same is true for Oso?”

Rob shakes his head. “No medication has been proven to help. And he’ll be totally cognizant.”

“Fine,” I said. I could make this work. “Maybe he gets made fun of too many times by drunks and insular so-called friends and one day will wreck havoc on a local tavern. After everyone’s gone home, of course. Tabitha will be so mad when she finds out she has to pay for the damages.”

Rob smiled. “Cute, but you won’t know what his trigger is. We’ll leave that to your DM.”

Oh woe! This is worse than I thought.

“I don’t know about that. I’ll have to get New DM’s buy off.” I said this hoping Rob might believe New DM runs our game with such a tight fist he’ll never go for the chance to land a TPK at the hands of an ex-show bear familiar I forced on the group.

“Oh, I’m pretty sure he’ll agree,” Rob said.

Right. They know each other.

At the end of our hour, Oso’s transformation was mostly complete, barring the finishing touches Rob promised to do on his own.

“Remember,” Rob said, backing out of the Shadowfell, “One day his bluff charge won’t be a bluff!”

“Wait!” I called after him. Last ditch effort time.

“How about we go the way of the Velveteen Rabbit and bring Oso to life by Tabitha’s pure, unconditional love? That’s way cooler than some dubious pact with malevolent spirits, right? Right?”

“Love? Ha!” he laughed, leaving me and my unconditional love alone in the Shadowfell. Was this some kind of eerie foreshadowing?

After 10 minutes of New DM’s cackling, I picked up *Monster Manual 2* and threaten to beat him over the head with it.

As I feared, he had no qualms about using Oso and his Red Fez of Doom.

“So I get to not only determine what Oso’s trigger is, but exactly what dastardly deed he’s been plotting?” New DM asked. You could practically see his cold, steel heart beating through his shirt. “What a lovely gift.”

## As I feared, he had no qualms about using Oso and his Red Fez of Doom.

“You don’t have to use it for evil, you know?” I explained. “Maybe Oso has been developing an antidote to cure poison damage, or he’s been working on a documentary exposing the harsh reality of enslaved animals traveling with burlesque shows.”

“Or maybe he bites the hand that feeds him.” This sends New DM into another long fit of giggles, and I really do throw the book at him. Good thing I fail my Athletics check.

“I can’t believe I used to think you smelled good.”

“Alright,” he said trying to be serious. “Let’s think about this. So Tabitha will show up one day with 30% less soul and a teddy bear backpack. Neither of which her party will probably notice.”

“Well, yeah, but when Oso is in active mode everyone can see him,” I added. “Now if Sara and Marty ignore him, they’re just being rude.”

“Why would dear, sweet Tabitha do this?” New DM asked.

Unfortunately I know the whole story. Here’s the deal:

*Tabitha is not close to her parents. Her mother was a boring socialite and her dad made his fortune in fur trading. Always an animal lover, Tabitha fervently opposed her father’s line of work. Tabby tried to rescue animals, sometimes right out of her father’s slaughterhouse, and treat them as if they were beloved pets. But her efforts didn’t*

*matter. Her father always found out and made her return them.*

*Refusing to take one dime of his blood money, Tabitha put herself through Aldwyns Academy for Wizardry by working at a sketchy—but lucrative—traveling burlesque show. There she met Oso, and she saw her one chance to make up for all those animals she wasn’t able to save. She knew she would do anything within her power to give Oso the life he deserved. Until one day she learned the only thing that could save him was outside of her power.*

“Wow,” New DM said. “That’s got True Hollywood Story written all over it. I almost feel bad for her.”

“Bad enough that you’ll—”



“Oh, not *that* bad,” he said, nearly bursting into giggles again. “She made an unfortunate deal and someone has to pay for it.”

I know all about having to pay for bad deals. I got ripped off on eBay once trying to buy some Mookie Wilson baseball cards for my brother. The dealer sent me Carmen Fanzone instead and promptly canceled his email account and all traces of his existence on eBay.

*“You know that thing people always ask if bears do in the woods?” I asked. “They don’t. They do it in your rucksacks. Sorry about those trail rations.”*

We determine that Tabitha found this so-called bad deal by scouring the Shadowfell’s version of Craig’slist. She came across an open call posted by an exarch.

*Looking for a great investment opportunity? Look no further! We are actively seeking souls and partial souls in exchange for favors. Who doesn’t have a little soul to spare? You give us a slice of your inner being, and we grant you your deepest, darkest desire. All souls considered! Serious inquiries only. Warlocks strongly encouraged to apply.*

*Big whoop,* Tabby thought. *Souls are for wussies.* “Ahh...” New DM sighed. “Someone forgot to read the small print.”

“Who has time for that?” New DM picks up an art order, which he pretended was the alleged small print: *Offer subject to retribution. For a limited time only, favor will no longer act of it’s own volition and will be controlled by an indomitable*

*force with a questionable agenda. No notice will be given when or where favor will be redeemed.*

“I’m calling the Attorney General,” I said, leaving New DM to his maniacal giggles.

“While you’re at it, call back that Nigerian prince who’s trying to get a hold of Tabitha. There’s a large sum of money involved. It’s extremely urgent!”

When game day rolled around, we finally got our chance to see what the real Oso was made of (when not plotting our imminent demise). Instead of placing my Oso mini on the sidelines next to Darrin (Tabitha’s stalker ex-boyfriend), the hunting cougar (Darrin’s new, somewhat older, girlfriend) and Astrid (who offers encouragement and innocuous commentary like one of those judges on “America’s Got Talent”) I picture him rushing the playmat like the Kool-Aid man bursting through a high school science classes.

“Oh yeah!”

“Smell something?” Marty asked, flapping his hand up and down over his nasal area.

“Like bad salmon,” Sara agreed. “Disgusting.”

“You know that thing people always ask if bears do in the woods?” I asked. “They don’t. They do it in your rucksacks. Sorry about those trail rations.”

The game picks up with us duking it out in Umbraforge Tower with a dark creeper who has a penchant

for disappearing, his wraith companion, and a couple of peppy shadar-kai with spiked chains who can skip through the room like a pair of rhythmic gymnasts.

Tabitha was already down 15 hit points from taking a beating last week. But she’s inspired by Oso’s eagerness to play.

“Oso de la Fez, activate! Form of . . . a tiny, yet intimidating, flying ex-show bear in a fez!”

“Oops,” Sara said. “Tabitha dropped her backpack.”

Oso’s *going to drop her*, I thought. But not yet. Instead he sails on up to the dark creeper.

“Tabby uses her minor action to place a curse on this chump,” I said. She also tosses out a *magic missile* so Oso wouldn’t think she was getting lazy now that he’s here.

“Can familiars flank?” Scott asked, moving Teemu closer to Oso and the dark hunter.

“Nope,” said New DM.

“Can Oso?” I asked.

“Still nope,” New DM repeated.

“I thought maybe Oso was impervious to that decree. You know, because of his sudden extreme awesomeness.” I looked at Sara when I said this.

“Can they die?” she asked, looking at me. “You know, because I stab them?”

By the time my turn came around again, half the group, including Tabitha, was engulfed in darkness thanks to the pesky dark creeper. She could move away easily enough but instead used her minor action to direct Oso to place the curse on one of the shadar-kai.

“You’re practically blinded,” Marty found necessary to remind me. “You could have moved one

square and gotten out of the darkness instead of letting your imaginary bear do your dirty work.”

“Oso has bigger plans,” I told him. “Tabby can handle a little nighttime.”

She casts *scorching burst* for good measure.

A few more rounds left all of us a little banged up. Tabby took an additional 18 points of damage. The shadar-kai apparently didn’t like Oso and Tabby’s tag team attack, and he fired back at Tabitha dealing a whopping 14 points.

“She’s down!” I shouted. “Negative 1!”

“At least she has something soft to land on when she gets knocked prone,” Marty commented, referencing Oso’s return to backpack mode. Just when he was having so much fun. You could practically hear him whine, “Oh Mom! Just 5 more minutes!”

Tabitha failed one death save before Anwar made his way over and dumped a healing potion down her gullet. Good thing she sleeps with her mouth open.

We eventually knocked off one of the shadar-kai and the dark creeper, but the last chainfighter proved to be stubborn. Even though it was bloodied, that didn’t stop it from going to town on Sara’s dragon-born, Maya.

“That’s 17 damage,” New DM told her.

“That hurts,” she said. Maya was well into the single digits.

Tabitha got up, dusted off her robes and sprung Oso into action to curse the mulish shadar-kai. *Shock sphere* . . . crit! Oso jumped up and down in excitement, which accidentally knocked his fellow party members prone.

“Oops, sorry guys. He’s tiny but he’s dense. Lots of muscle.”

The crit damage from the *shock sphere* wasn’t enough to kill the shadar-kai, but the additional damage from Oso’s curse was exactly enough.

“Not too shabby,” Scott said. “For his first time.”

“That’s right!” Oso shouted, thumping his chest in Maya’s face. “Can you see me now, Scaly Pants?”

Sara brushed him off. “Whatever. I so could have handled that, Oso.”

“Might be kind of hard from a prone position,” said Marty. “Welcome to the Wyld Stallyns, Oso.”

“As much as Oso would like to bask in your retribution,” I said, “he has some important business to tend to. See you punks later.”

**Oso de la Fez** is waiting for New DM to pull his trigger.

### About the Author

**Shelly** can’t stop making illegal familiars and fancies herself the Pied Piper of the Shadowfell—minus the whole drowning rats and kidnapping thing.

### Oso the Circus Bear

*Oso keeps the patter steady as he runs through the air on the orb he uses as a magic circus ball. If he decides he doesn’t like you, he rolls up to you, does a little song and dance and tips his fez. But beware! The fez is mightier than the sword! Ouch!*

Speed 4, fly 6 (hover)

#### Constant Benefits

**Grrrrrr:** You gain a +2 bonus on Intimidate checks.

#### Active Benefits

**His Own Bear:** Oso can speak any language you know, and can converse with other creatures. Unlike mere familiars, you can’t hear everything Oso hears and says unless Oso lets you, and you would never be able to tell Oso what to say.

**Pact Bear:** As a minor action when Oso is in active mode, you can place a curse on one target in a square adjacent to Oso. Until the end of the encounter, your attacks deal an extra 1d6 damage to that target, exactly as the warlock’s curse ability on page 131 of the *Players’ Handbook*. At 11th level, you deal an extra 2d6 damage to a cursed target, and at 21st level, you deal an extra 3d6 damage.

**Verrrry Dangerous:** Oso deals 1d10 damage to anyone who attacks him and misses. At 11th level, he deals 2d10 damage, and at 21st level, he deals 3d10 damage.