

NMR6–03

# Privilege of the Dead

A One–Round Dungeons & Dragons® Living  
Greyhawk™

Meta–Regional Adventure set in Ratik

Version 2.0

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“The pain comes in waves now, almost more than I can bear. My hope is fading, and I don’t know how much longer I can hold on or even if there is any reason for me to keep trying.” A very challenging search and rescue module for players and PCs that are comfortable with leaving what they know behind (APLs 8 thru 16).

Resources for this adventure [and the authors of those works] include [title \[author\]](#), [title \[author\]](#), [title \[author\]](#), and [title \[author\]](#). [List in alphabetical order. Include all rules- and setting-based sources.](#)

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## PLAYERS READ NO FARTHER

If you are planning on playing this adventure, stop reading now. The rest of the information in this adventure is for the DM only. If you read farther than this section, you'll know too much about its challenges, which kills the fun. Also, if you're playing this adventure as part of an RPGA-sanctioned event, reading beyond this point makes you ineligible to do so.

## PREPARING FOR PLAY

To get the most out of this adventure, you need copies of the following D&D rule books: *Player's Handbook*, *Dungeon Master's Guide*, and the *Monster Manual*.

Throughout this adventure, text in ***bold italics*** provides player information for you to paraphrase or read aloud when appropriate. Information on nonplayer characters (NPCs) and monsters appear in abbreviated form in the adventure text. Refer to Appendix 1 for full information on NPCs and monsters. For your convenience, Appendix 1 is split by APL.

Along with this adventure, you'll find a RPGA Session Tracking sheet. If you're playing this adventure as

part of an RPGA-sanctioned event, complete and turn in this sheet to your senior GM directly after play. You'll also find a LIVING GREYHAWK Adventure Record (AR). You need one copy of this for each participating player.

## LIVING GREYHAWK LEVELS OF PLAY

Because players bring their own characters to LIVING GREYHAWK games, this adventure's challenges are proportionate to the modified average character level of the PCs participating in the adventure. To determine this modified Average Party Level (APL) follow the steps below:

1. Determine the character level for each of the PCs participating in the adventure.
2. If PCs bring animals that have been trained for combat (most likely dogs trained for war), other than those brought by virtue of a class ability (such as animal companions, familiars paladin's mounts) or the warhorse of a character with the Mounted Combat feat, use the sidebar chart to determine the number of levels you add to the sum of step one. Add each character's animals separately. A single PC may only bring four or fewer animals of this type, and animals with different CRs are added separately.

Mundane Animals Effect on APL		# of Animals			
		1	2	3	4
CR of Animal	1/4 & 1/6	0	0	0	1
	1/3 & 1/2	0	0	1	1
	1	1	1	2	3
	2	2	3	4	5
	3	3	4	5	6
	4	4	6	7	8
	5	5	7	8	9
	6	6	8	9	10
	7	7	9	10	11

3. Sum the results of step 1 and 2, and divide by the number of characters playing in the adventure. Round to the nearest whole number.
4. If you are running a table of six PCs, add one to that average.

Throughout this adventure, APLs categorize the level of challenge the PCs face. APLs are given in even-numbered increments. If the APL of your group falls on an odd number, ask them before the adventure begins whether they would like to play a harder or easier adventure. Based on their choice, use either the higher or the lower adjacent APL.

APL also affects the amount of experience and gold a PC can gain at the end of the adventure. If a player character is three character levels or more either higher or lower than the APL at which this adventure is being played, that character receives only one-half of the experience points and gold for the adventure. This simulates the fact that either the PC was not challenged as much as normal or relied on help by higher-level characters to reach the objectives.

Furthermore, a PC who is four or more levels higher than the highest APL supported by the adventure may not play the adventure.

LIVING GREYHAWK adventures are designed for APL 2 and higher. Four or five 1st-level characters may find the challenge of an APL 2 adventure difficult. Suggest the following to these groups to help increase their chances of success:

1. Enlist a sixth player.
2. Advise characters to buy riding dogs to help protect them and fight for them.

## TIME UNITS AND UPKEEP

This is a standard one-round meta-regional adventure, set in the Nyrond Metaregion. Characters from Nyrond and her environs pay one (1) Time Unit per round, while all other characters pay two (2) Time Units per round.

Adventurer's Standard Upkeep costs 12 gp per Time Unit. Rich Upkeep costs 50 gp per Time Unit. Luxury Upkeep costs 100 gp per Time Unit. Characters that fail to pay at least Standard Upkeep will retain temporary ability damage until the next adventure, must buy new spell component pouches and healer's kits, and may suffer other in-game penalties (or possibly gain in-game benefits) as may be detailed in this adventure.

A character that does not pay for at least Standard Upkeep may also avoid the above-described penalties by living off the wild. If the character possesses four or more ranks in the Survival skill and succeeds at a DC 20 Survival check, the character will heal temporary ability damage as if he or she paid for Standard Upkeep, may refill spell component pouches and healer's kits, and may restock up to 20 arrows or bolts if the character has at least four ranks in Craft (bowmaking). The player is allowed to Take 10 on this roll.

More information about Lifestyle and Upkeep can be found in the "Lifestyle and Upkeep" section of Chapter 3 of the *Living Greyhawk Campaign Sourcebook*.

## A ADVENTURE BACKGROUND

A very bad man sacrificed all the attendees of his carnival in order to escape the Ether Threat and live forever. This turned him into a strange planar entity that must feed on souls from the Material Plane to survive. While he can survive on animals he prefers more intelligent prey.

## ADVENTURE SUMMARY

**Encounter One:** The PCs find themselves at the gates of an abandoned carnival in the middle of a featureless grey plain surrounded by fog. They have no memory of how they came to be there or even why they are there.

**Encounter Two:** They encounter the Ticket Booth and get invited further into the carnival by an apparent illusion of a ringmaster.

**Encounter Three:** They get to explore the carnival's midway with its strange collection of games. These games can alter the PCs' statistics.

**Encounter Four:** A gruesome repeating rapidly scaling encounter where the PCs meet various small children who were sacrificed in the creation of the carnival. Once the PCs fight the children this encounter stops repeating.

**Encounter Five:** The PCs encounter a grisly carousel where a unicorn is trapped and slowly dying. If they are perceptive and act quickly, they will have the chance to save the unicorn.

**Encounter Six:** This is an encounter the PCs can only access after having each spent a ticket to get on the carousel. They get to witness the strange fate of Rel Mord's dock 22.

**Encounter Seven:** This is an encounter the PCs can only access after having each spent a ticket to get on the carousel. They find a menagerie that was once filled with monsters that all had powerful gaze attacks. Looking a little closer it appears that all of the creatures have escaped and are apparently taking refuge in a nearby house of mirrors.

**Encounter Eight:** A hall of mirrors filled with a different threat than the PCs might be expecting. They end up having to face . . . one of their own.

**Encounter Nine:** After journeying through the house of mirrors the PCs can visit the carnival's puppet show. This hideous Punch and Judy show features a real little girl as Judy. If the PCs don't act the 'Judy' girl will die. If they interrupt the show the puppet audience will get angry and attack.

**Encounter Ten:** Should the PCs defeat the puppets in the puppet show they will have the chance to destroy the entire carnival, if they don't listen to the lies that the ringmaster spins in an attempt to get the PCs to leave.

## PREPARATION FOR PLAY PREPARATION FOR PLAY

THIS IS NOT A MODULE TO RUN UNPREPARED!

There are a lot of new rules items, environmental effects and unique challenges about running this module. Make sure that you are aware of, or familiar with, the following:

- Get to know your players in order to think about how you are going to handle the descriptive portions of Encounters 4, 5 and 9. In particular, determine if you have any minors at the table and ask if anyone is likely to be distressed by those potentially gruesome

sections. If there are any minors, or if even one person does not want to hear the details, then DO NOT go into detail in describing any scene marked with a warning.

- Make sure to thoroughly read **DM's Aid A – The Environment** and **DM's Aid B – Spells and Magic** very carefully before running this adventure. There are a lot of environmental factors present in this pocket dimension. It may be helpful to keep this appendix handy while running the module.
- Remember that everything the Player Characters encounter in this pocket dimension is all actually a part of one creature, the ringmaster. He is the entire dimension. All of the creatures that are encountered all simply a part of the ringmaster. They are not what they were based on (Wheeps, Deathshriekers, Quth-Maren, Plague Walkers, Entombers, etc.). The same holds true for the mirror trap in Encounter 8. This is also just another part of the ringmaster.
- This module starts immediately and does not give casters the ability to select spells in response to their situation. With this in mind let players of spell casters know that they should select spells based on the blurb. It is perfectly acceptable for PCs, should they have the ability, to leave spell slots empty (so that they can fill them later). Insure that they have selected their spells before you read the opening box text.
- If casters have spells that last 12 hours or longer they can start the module with them in effect.
- Check and see if any PC has the Magical Tattoo from COR4-04 Red Tide's Suel AR (Tattooed on upper left arm with the ancient Suel word "shar" which roughly translates in common to "purity"). This will have in game effects detailed in **DMs aid A – The Environment**
- This module is supposed to be creepy and unnerve players. Play it up! Feel free to improvise based on the reactions at the table.
- In order to support the horror factor of this module the box text is intentionally sparse. Feel free to embellish it based on the enjoyment and comfort level of your players.

## INTRODUCTION

The PCs find themselves at the gates of an abandoned carnival in the midst of a featureless grey field. They have no knowledge (at least at this point in time) of what they are doing here. Their memories stop at the end of their last adventure (the end of the last AR). Faint ghostly sounds of activity are all around, but when investigated there is nothing there.

NOTE THE FOLLOWING INFORMATION IS **NOT** AVAILABLE TO THE PCS UNTIL AFTER THEY HAVE COMPLETED THE MODULE.

When the PCs awake after completing the module they remember everything. Lady Deerskin, an ancient elven druid of the Nutherwood contacted them to assist in the tracking down of a missing unicorn (the unicorn on the Carousel). The druid explained that she was able to determine that a strange planar entity was responsible for the unicorn's abduction, in addition this entity had been depopulating vast areas of wilderness. She had also found out that she would need help in order to eliminate the problem. Thus the PCs were contacted. She began by leading the PCs to a swath of destruction cutting through the Nutherwood forest. As the PCs began to follow the trail it passed near to a small village. They saw a little girl (Judy, the girl in the Puppet Show) playing in a field get sucked up by the entity. The PCs either charged after her or got talked into it. And the next thing they knew they were standing in a featureless grey field in front of the gates of an abandoned carnival.

The PCs later experience a dream about the Flan ringleader (Cade Courtley – unnamed in the module). They see him delving into subjects that are better left not understood (the Ur-Flan magics). His carnival was performing in Tenh when the ether invasion arrived. He created the shadow carnival in a desperate attempt to save himself from the Ether Threat. He sacrificed all of the carnivals attendees (including the children in the ghost scene) in order to survive forever. He became the entire Carnival. This module takes place inside of the entity that he has become.

## ENCOUNTER ONE: AT THE GATES

Put down Map#1 and place the PCs' figures on the battle map in the positions that their players are sitting at the table, with minimal space between the PCs' figures. The PCs can move after the game begins but not before.

*The air is utterly still. It smells thick, musty and has an under taste of rot. Your body surges with the feeling you normally get right before a combat. You find yourself staring at the decaying wooden gates of an abandoned carnival. Faint sounds of activity can be heard beyond its battered arch. Looking around you see . . . nothing. You stand on a flat plain of grey gravel surrounded on all sides by a murky grey mist. Although there is no obvious source of light you can easily see 60 feet in any direction. Wherever you are it feels old and somehow dead. What you are doing here is a complete mystery. Indeed you have no memory at all of how you came to be in this spot with these people. You can remember back to the conclusion of your last adventure, but beyond that there is . . . nothing. It's almost as if you were immediately plucked from the face of Oerth at the end of that adventure and dropped here in front of this gate, on this flat grey plain in this murky grey fog. Other people stand near, and somehow you know their names and talents. A ticket vending station is dimly visible ahead.*

The PCs appear arrayed on the battle mat in the positions that their players are sitting at the table. They can rearrange their order once the game begins, but not before.

Let the players know that they can only see 60' in any direction regardless of the type of vision they have.

The PCs already know the names of each other, and what skills and talents they bring to the table (at least to the level that PCs would know after adventuring with one another).

**Carnival Gate:** 1 in. thick; hardness 3; hp 7; AC 3; Break DC 13.

**Rickety Carnival Fence:** 1/2 in. thick; hardness 3; hp 3; AC 4; Break DC 11.

**Development:** Remember anything that is destroyed will be repaired/returned to its prior state once the PCs leave the area.

## ENCOUNTER TWO: TICKET BOOTH

The PCs are likely return to this encounter many times.

*The pea-sized gravel crunches underfoot as you move closer. A dull metal box with a coin slot, lever and catch bin rests on a 3-foot high wooden table. Floating in the air just slightly above the box is an obvious illusion of the upper body of a human ringmaster. He is an attractive Flan, wearing a top hat and tails, and his frozen smile shines blankly. It is obviously an illusion because you can see right through him.*

*A sign is attached to the box that reads "One Ticket: One Silver; 12 Tickets: One Gold."*

*In the distance an arrow shaped sign with the word "Midway" painted on it points into the mist*

If any of the PCs attempt to interact with the illusion, they will encounter nothing that responds in any way different from a low-level illusion spell in their attempts. The ringmaster will only become corporeal, and an opponent, once the PCs have defeated the rest of the Carnival.

The PCs can indeed buy tickets from this machine. Once a PC puts coins into the slot and pulls the lever the illusionary ringmaster animates and begins to speak. The first time this happens read the following:

*Just as the lever is released a small gold foil ticket drops into the catch bin and the illusion of the ringmaster animates to vibrant life. He looks you in the eye, smiles brightly and waves his hand to encompass the entire carnival and, in a rich baritone, says: "Make you see all we have to offer."*

*After this grand gesture, the illusion returns to its former, lifeless state.*

MAKE SURE THAT YOU KEEP TRACK OF THE NUMBER OF TICKETS THAT EACH PC BUYS AS WELL AS THE NUMBER THAT EACH PC CURRENTLY HAS.

What the Ringmaster says on subsequent visits will come from the list of things found below under Ringmaster Quotes.

All of the tickets are gold foil and about the size of a playing card. If the PC has the intention to spend a ticket and is in a location where it can be spent, then the ticket will be spent and disappear.

The PCs can return to the ticket booth and buy more tickets, but the ticket booth will only sell a maximum of 206 tickets (the same as the average number of bones in the human body).

The ticket machine will not make change, but it will take 10 coppers for 1 silver. If disassembled by an industrious trapfinder the illusion will immediately flicker out of existence and the PCs will find 1 ticket left as well as any gold previously inserted into the coin box earlier during the encounter. If the PCs leave and return later, the coin box and illusion will be back in their original state.

### Ringmaster Quotes

1. "Buy more! You never know **what** you'll need them for." (Always the second thing he says)
2. "Don't leave now! You're not done yet." (Only if the PCs attempt to leave through the gate)
3. "You'll never see another show like this one".
4. "Enjoy this once in a lifetime experience"
5. "You'll see things here that you will remember forever."
6. "Try your skill, or luck at the Midway!" (If they haven't played any of the Midway games)
7. "You must ride the carousel!" (If the PCs haven't rescued the unicorn)
8. "The house of mirrors will give you a scare! (If they haven't dealt with the house of mirrors)
9. "Seen the puppet show? It's a classic! Guaranteed to keep you coming back for more. (If they haven't had the fight with the puppets)

Feel free to ad lib on the Ringmaster's speech to the PCs as you see fit. The intention is to have him be creepy, but not to react to what the players do. He should appear almost like an automaton until Encounter 10-Show time!

## ENCOUNTER THREE: MIDWAY

*The Midway is deserted. It is as if the space is quietly waiting for the return of the people that must have once thronged through it. There are many game booths, but almost all of them are dark. A large number of the booths have parts missing, and pieces lying on the floor. Only three of the game booths are lit; the rest are dark and empty.*

*The nearest booth is labeled: 'the Cyclops'. It has a brightly lit pole about 20 ft. tall. A sledge-hammer lies next to a lever with a large leather-wrapped disk that has a target painted on it. The pole is surrounded by a wooden frame, painted with the garish image of a giant one-eyed monster with a huge club raised over its head. The eye of the beast is actually a bell. Resting at the bottom of the pole, and on the other side of the lever, is a battered, cylindrical weight, sporting a brightly-painted arrow. The words: "Hit the eye of the Cyclops – Win a Prize! One swing, one ticket." are written on a wooden plaque near the hammer.*

*Another lit booth is labeled: "Whack a Gnome!" A small mallet, wrapped with padded leather, is chained to a small table that has nine, blue circles painted on it. The image of a leering gnome is painted above the words: "Beat back the gnomish invasion! One ticket to play."*

*The sign above the last booth reads: "Spectra-Grab". The rules for this game are posted in large print at the back of the booth. "From 4-10 players. One Ticket, One Play. The more players, the bigger the prize! A winner EVERY time!" There are 10 chairs ranged around a counter, each facing inwards, surrounding an empty spot where a barker would stand. In front of each chair are two metallic handles. One handle is painted white, and reads: "give". The other handle is painted black and is labeled: "take".*

*None of the games appear to have any prizes.*

*At the edge of your vision, a sign points the way to the : "Carousel"; and another points towards: "Tickets".*

In order for the PCs to interact with a game, they need to have a ticket. Remember all that they need is to possess a ticket and the express desire to play the game in order for them to be able to play.

Once a game has been played it turns dark like the rest of the booths on the Midway. Games cannot be played more than once.

Once a player decides to play a game, read the appropriate text below.

KEEP TRACK OF WHICH PCs PLAY MIDWAY GAMES. If a PC does not play a midway game, they will receive slightly less experience for this adventure.

NOTE: MIDWAY GAMES WILL NOT KNOCK OUT PCs DUE TO ABILITY DAMAGE. PCS WILL TAKE (AT MAXIMUM) ONLY ENOUGH DAMAGE TO REDUCE A STAT TO 1 (ONE)

A PC does not have to succeed at a game to get experience for playing the game.

## THE CYCLOPS

*Stepping up to the Cyclops, you lift the hammer. Sliding both of your hands down to the end to get a good grip, it seems that the hammer gets an even better grip on you. Your flesh melds seamlessly with the hammer and you are starting to have the growing urge to take your best swing at the target.*

The hammer acts as a cursed weapon. Once a ticket is paid, and the PC picks up the hammer, it melds with the wielder. There is no save for this effect. The PC has given up their attempt to make a save by voluntarily playing the game. The wielder must make a Will save (DC APL+14) each round or be compelled to do all in their power to take a swing at the target and try to 'slay' the Cyclops. This works by turning the PCs own power against them. The higher level the PC, the harder they find it to resist the urge to swing. The PC is free to say what ever they wish. Protection from evil, or the like, will have no effect on this curse.

The PC takes one swing a round, regardless of the number of attacks they get.

Each swing takes one ticket and does one point of Wisdom damage to the PC wielding the hammer.

If the PCs' Wisdom drops to 1 (one) the hammer will fade out, reappearing in its original position, freeing the PC's hands. At this point, the booth will go dark, and the game is no longer playable. If a PC attempts to pick up the hammer after this has happened it will break at their slightest touch.

If the wielder runs out of tickets, they do all in their power to buy or obtain more tickets. Not having hands any more while under this curse may, however, pose some problems.

The hammer can only be wielded against the Cyclops. It can not be used as a weapon or against other PCs in any manner.

For the hammer's wielder to ring the bell, they need to make a DC 20+1/2 APL Strength check.

Ring the bell by any means (including the other characters finding a way to ring it by any means) ends the curse effect, the hammer separates from the wielder (freeing his hands), and the wielder of the hammer gains +3 circumstance bonus to Strength for the duration of the module.

NOTE: Anything can ring the bell. Hitting the bell (AC 12) with any physical projectile will ring it.

A *remove curse* (or similar effect) targeted on the hammer's wielder (must be Caster Level APL+5) frees the wielder. In this case, however, the wielder will not get the Strength bonus, the hammer will fade out and the booth will go dark as if it has been played.

Any penalty or bonus gained by playing this game is in effect until the module ends.

## SPECTRA-GRAB

Once all of the required players/PCs (there needs to be a minimum of 4 players) are seated, have paid their tickets and have a hold of the handles the game beings. Read or paraphrase the following:

*Spectra-Grab is the most unusual game in the Midway. Finding your seat, you grab the handles in front of you. The handles are cold. For a moment, nothing happens, then the handles begin to vibrate, the right 'give' handle grows icy cold while the left 'take' handle begins to warm up.*

**Round 1** – Negative and positive energy start flowing through the take and give handles respectively. Each PC must make a DC2 (two) Con check to continue to hold on. If anyone fails the check at this point, the game stops and allows them to try again with no further loss of tickets. PCs do not have to try again but will not be allowed to rejoin the game if they pass on this opportunity. Four players must participate in order for the game to progress. If four players do not continue playing into Round 2, this will not count as 'playing a Midway game' for experience calculations.

**Round 2** – All players lose 1 point of Int per player in the game (from the "Take" handle). Let the PCs know that they can begin to feel their Int beginning to come back almost immediately, but very slowly, through the "Give" handle. A DC 5 (five) CON check will allow the PCs to continue to hold on. A PC can let go at any time. When a PC drops all other players who continue to hold on gain back 1 (one) point of Int per PC who dropped. IF ANY PC IS REDUCED TO 1 INT BY THE DAMAGE, THEN THEY AUTOMATICALLY LET GO.

**Rounds 3 and onward** – Each have the PCs make a CON check. The PC that got the lowest check drops. When a PC drops all other players who continue to hold on gain back 1 (one) point of Int. The "Winner" (last PC to let go) gets all of their original Int back plus a bonus of 1 per PC participating in the game. Resolve ties by random roll.

Any penalty/bonus gained by playing this game is in effect until the module ends.

## WHACK A GNOME

When a PC wishes to play this game, read or paraphrase the following:

*Picking up the mallet, you quickly the illusion of a leering gnome that pops up from one of the blue circles. It makes an insulting gesture at you. What do you do?*

When this game is played, the PC takes the mallet and watches the blue circles. At random intervals an illusion of the leering gnome's head appears above one of the circles. It lingers for a short while and then disappears. This happens 10 times in one game.

Have the PC roll 10 Dex checks. The DC starts at 10 and goes up by 1 each time. Hitting the gnome causes him to squeak 'Ow!' and disappear.

When the game ends the PC playing this game gains the following temporary Charisma bonus or penalty:

Successes	Charisma bonus or penalty
0	-8
1	-7
2	-6
3	-5
4	-4
5	-3
6	-2
7	-1
8	0
9	+1
10	+2

The PC will feel either a great excitement (bonus to Charisma) or overwhelming disappointment (penalty to Charisma) about their performance in the game. Any penalty/bonus gained by playing this game is in effect until the module ends. A PC can only be reduced to a minimum Charisma of 1 by this temporary penalty.

## ENCOUNTER FOUR: GHOSTS IN THE MACHINE

**WARNING:** The following scene is meant to be both gruesome and disturbing. Please be careful when running this to take into account the make up of your table. If you have younger players (minors) at the table or players who are simply uncomfortable with the material, please gloss over the details.

**NOTE:** This encounter can repeated multiple times. However, once the PCs fight the children this encounter stops repeating. Future travels towards the carousel donot



reveal any more children. The PCs simply arrive at the carousel without meeting any visitors along the way.

*You hear, in the distance, the gentle sound of carousel music. It winds down to a stop as you get closer. The tune is hauntingly familiar but impossible to place.*

## FIRST VISIT

Read the following the FIRST time the PCs head towards the Carousel. This encounter happens in the mist in between leaving the Midway and before the Carousel. :

*Walking out of the mist directly in front of you is a young, Flan boy. He might be eleven or twelve years old. In a flash, you recall that part of whatever caused you to come here had something to do with a young child.*

*Seeing your group, he eagerly asks, "Could you give me a silver so I can ride the carousel again?"*

**Creatures:** A typical 11-year-old boy (4 feet tall 56 pounds). If any PC gets in back of the boy, they notice that the entire back of his head is caved in (not evident from the front, the wound is similar to one from an ether spitter). All of the PCs notice this as he leaves.

UP UNTIL HIS TRANSFORMATION, THE YOUNG BOY DOES NOT DETECT AS EVIL.

The boy is one of the children that were sacrificed when the Carnival of Shadows was created. There are many others that the PCs may see on returning to this encounter later.

The boy stops at a point directly in front of the lead PC.

If the PCs ask, they feel that their mission had something to do with a young child, but not this boy (or any of the other children in this encounter) in particular.

The boy responds to questions by repeating his pleas for a silver to ride the carousel. The more questions he is asked (up to his limit for the encounter) the more desperate and frantic his pleas become. If the PCs give him a silver or a ticket, he immediately snatches it and runs off into the fog before the PCs can react. The next time the PCs approach the carousel run the Second Visit version of this encounter.

ASK THE PLAYER THAT GAVE THE BOY A SILVER OR A TICKET TO HAND YOU THEIR MAGIC ITEM LIST (MIL). WRITE DOWN THE ITEM WITH THE HIGHEST VALUE ON THE MIL. Do not answer any questions to the players as to why you want this information. This has no in-game effect other than to trigger the player's meta-game paranoia and to raise doubts.

When the boy is asked 4 (FOUR) questions read the following:

*The young looks pained as he begs: "PLEASE! Talking is just going to make it worse..." He sobs: "All I want is a silver. Just give me one silver." Tears start to roll down his young face, dropping gently to the gravel below.*

Let the PCs know that their questions seem to be causing the boy great pain and that continuing to ask him questions MIGHT not be a good act.

If the PCs fail to heed the young boy's warning and ask him more than 6 (SIX) questions, read the following boxed text:

*With your last question, the boy lets loose a howl of mindless rage. His eyes burst, and, from the sockets, a foul, black ichor pours down his face into his still-bellowing mouth.*

**Tactics:** Attack the PCs, giving preference to those who asked the most questions. If attacked first he will attack back, focusing on the attacking PC.

**Development:** Once the PCs defeat this opponent do not continue to come back and rerun this encounter each time they head towards the carousel. They will encounter no more children on the way to the carousel.

### APL 8 (EL 12)

👉**Young Boy (male wheep):** hp 81; see Combat Appendix.

### APL 10 (EL 14)

👉**Young Boy Visit (male wheep):** hp 144; see Combat Appendix.

### APL 12 (EL 16)

👉**Young Boy Visit (male wheep):** hp 240; see Combat Appendix.

### APL 14 (EL 18)

👉**Young Boy Visit (male wheep):** hp 254; see Combat Appendix.

### APL 16 (EL 20)

👉**Young Boy Visit (male wheep):** hp 266; see Combat Appendix.

## SECOND VISIT

Read the following the SECOND time the PCs head towards the Carousel. Again this encounter will happen on the featureless grey plane that exists between encounters.

**If the PCs fought the young boy in his first visit do not run this encounter. Go directly to Encounter 5: Carousel of the Dying.**

**If the PCs did not fight the young boy on their First Visit, read or paraphrase the following:**



*Walking out of the mist directly in front of you is the same, young, Flan boy you saw before. He is followed by a shy, young, Flan girl. She clutches a red balloon, and she is obviously very uncomfortable being near you. Her skin is deathly pale and her cheeks are sunken.*

*Seeing your group, the boy grins and asks: "She wants to ride as well. You got two silver for us?"*

**Creatures:** The same boy from the previous encounter. The young girl is deathly pale (she stand 3 foot 6 inches and weighs 45 pounds, she has the look of someone who has suffered enormous blood loss). These are both children that were sacrificed when the Carnival of Shadows was created.

UP UNTIL THEIR TRANSFORMATION, NEITHER THE YOUNG BOY NOR THE YOUNG GIRL DETECT AS EVIL.

If the PCs ask, let them know that they feel that their mission had something to do with a young girl, but not this girl (or any of the other children in this encounter) in particular.

Again, the boy is the only one who will speak. His responses will become more desperate and frantic the more questions he is asked. He responds to questions by repeating his pleas for silver/tickets to ride the carousel. If the PCs give him the silver or two tickets, he snatches them and runs off with the little girl, into the fog, before the PCs can react (regardless of their Dexterity or other abilities, if a PC asks tell them that they felt for a moment that moving would be a bad idea). The girl looks back over her shoulder at the last moment, and the PCs have a terrible feeling that something horrific is going to happen to her. The next time the PCs continue to approach the carousel run the Third Visit version of this encounter.

ASK THE PLAYER(S) THAT GAVE THE CHILDREN THE SILVERS OR THE TICKETS TO HAND YOU THEIR MAGIC ITEM LISTS (MILs). WRITE DOWN THE ITEMS WITH THE TWO HIGHEST VALUE ON THE MILs. DO NOT COUNT ANY ITEMS THAT YOU HAVE ALREADY WRITTEN DOWN. Again do not answer any questions to the players as to why you want this information.

When the boy or the young girl (who will not answer) is asked 2 (TWO) questions read the following

*Both children wince as if your last question were a slap. "Don't make it happen again. Please! Just a couple of silver is all we need..." the boy begs.*

*The young girl freezes in place, like a mouse caught by the eyes of a snake.*

Let the PCs know that their questions seem to be causing the children great pain and that continuing to ask him questions MIGHT not be a good act.

If the boy or the girl (who will not answer) is asked more than 4 (FOUR) questions, read the following box text:

*With your last question, the boy groans and begins to shake violently as his flesh pours from his body like water.*

*The young girl takes a deep breath. Her face twists in horrible pain as she begins to scream. As she continues to scream, her face becomes more and more skeletal. Her balloon pops with the force of her shrieks.*

**Tactics:** Attack the PCs giving preference to those who asked the questions. If attacked first they will attack back, focusing on the attacking PC.

**Development:** Once the PCs defeat these opponents they will not encounter any more Ghosts in the Machine.

#### APL 8 (EL 10)

☛ **Young Boy (advanced corpse-crafted quth-maren Rog1):** hp 114; see Combat Appendix.

☛ **Young Girl (gloom golem):** hp 90; see Combat Appendix.

#### APL 10 (EL 12)

☛ **Young Boy (advanced corpse-crafted quth-maren Rog2):** hp 122; see Combat Appendix.

☛ **Young Girl (gloom golem):** hp 174; see Combat Appendix.

#### APL 12 (EL 14)

☛ **Young Boy (advanced corpse-crafted quth-maren Rog3):** hp 134, see Combat Appendix.

☛ **Young Girl (reduced death shrieker):** hp 53; see Combat Appendix.

#### APL 14 (EL 16)

☛ **Young Boy (advanced corpse-crafted quth-maren Rog6):** hp 140; see Combat Appendix.

☛ **Young Girl (reduced death shrieker):** hp 126, see Combat Appendix.

#### APL 16 (EL 18)

☛ **Young Boy (advanced corpse-crafted quth-maren Rog8):** hp 158; see Combat Appendix.

☛ **Young Girl (death shrieker):** hp 178, see Combat Appendix.

## THIRD VISIT

If the PCs fought the children in any of the earlier visits do not run this encounter. Go directly to Encounter 5: Carousel of the Dying.

If the PCs did not fight the children in any of the earlier visits, read or paraphrase the following:

*Walking out of the mist are five children. The young boy and girl have been joined by three more young boys.*

*The first boy you met, eagerly darts in your direction, dragging the young girl close behind him. Nearing you, he asks: "Can we have five silver for another ride?"*

*The other children shamble slowly in your direction.*

**Creatures:** The same young boy and girl from before with 3 more boys. Each has an obviously fatal wound. Feel free to improvise the exact description of the boys. These are all children that were sacrificed when the Carnival of Shadows was created. The girl stares at one PC the entire time, as if she is wordless asking for something. A DC 25 Sense Motive check gives the PC making the check the impression that she wants them to kill her.

UP UNTIL THEIR TRANSFORMATION, NONE OF THE CHILDREN DETECT AS EVIL.

The pattern of this encounter should be familiar. Only the boy speaks. Any questions that are asked make the boy desperate and frantic. He continues to repeat his plea for silver or tickets. If the PCs give him 5 silver or 5 Tickets, he snatches them and all the children run off into the fog before the PCs can react. The next time the PCs approach the carousel run the Fourth Visit version of this encounter.

ASK THE PLAYER(S) THAT GAVE THE CHILDREN SILVER OR TICKET(S) TO HAND YOU THEIR MAGIC ITEM LISTS (MILs). WRITE DOWN THE FIVE ITEMS WITH THE HIGHEST VALUES ON THE MILs. DO NOT COUNT ANY ITEMS THAT YOU HAVE ALREADY WRITTEN DOWN. Again do not answer any player questions regarding why you want this information.

When the boy or any of the other children (who will not answer) is asked a question read the following:

*All of the children's eyes lock onto yours, almost as if your words were knives flying through the air to strike home in their flesh.*

*The young boy staggers with the impact. Hands clenched into fists at his sides, eyes screwed tightly*

*shut, he forces his plea out: "Silver ... please...!" through clenched teeth.*

*The young girl shakes so hard with fear that it seems that, at any moment, she could collapse.*

Let the PC know that their question physically seemed to hurt the children and that continuing to ask him questions MIGHT not be a good act.

If the Boy or the other children (who will not answer) is asked 2 (TWO) questions read the following box text.

*With your last question, the boy groans as his body shakes violently. He shrinks and becomes disfigured. The details become blurred beneath a coating of filth and grave dirt.*

*The young girl takes a deep breath. Her face twists in horrible pain as she begins to scream. As she continues to scream, her face becomes more and more skeletal. Tormented visages press out from beneath her membranous skin as though clamoring for release. Her balloon pops with the force of her shriek. The string that once held it grows wicked-looking barbs.*

*The other young boys swell into large spheres of bloated, rotting flesh. Their bloodshot eyes dart back and forth as they stagger forward with an uneven gait. A gurgling sound issues from deep within their throats.*

**Tactics:** Attack the PCs giving preference to those who asked the questions. If attacked first they will attack back, focusing on the attacking PC.

**Development:** Once the PCs defeat these opponents they will not encounter any more Ghosts in the Machine.

### APL 8 (EL 8)

👤**Young Boy (entomber):** hp 72; see Combat Appendix.

👤**Young Girl (reduced gloom golem):** hp 60; see Combat Appendix.

👤**Young Kid (plaguewalker):** hp 54; see Combat Appendix.

### APL 10 (EL 10)

👤**Young Boy (corpse-crafted, evolved entomber):** hp 88; see Combat Appendix.

👤**Young Girl (gloom golem):** hp 90; see Combat Appendix.

👤**Young Kids (evolved corpse-crafted plague walkers):** hp 69, 69; see Combat Appendix.

#### APL 12 (EL 12)

👤 **Young Boy** (advanced, evolved, corpse-crafted quth-maren Rog1): hp 114; see Combat Appendix.

👤 **Young Girl** (advanced gloom golem): hp 174; see Combat Appendix.

👤 **Young Kids** (advanced, evolved, corpse-crafted plague walkers): hp 157, 157; see Combat Appendix.

#### APL 14 (EL 14)

👤 **Young Boy** (advanced, evolved, corpse-crafted entomber): hp296; see Combat Appendix.

👤 **Young Girl** (reduced death shrieker): hp 53; see Combat Appendix.

👤 **Young Kids** (advanced, evolved, corpse-crafted plague walkers): hp 157, 157; see Combat Appendix.

#### APL 16 (EL 16)

👤 **Young Boy** (advanced, evolved, corpse-crafted quth-maren Rog3): hp128; see Combat Appendix.

👤 **Young Girl** (reduced death shrieker): hp 126; see Combat Appendix.

👤 **Young Kids** (advanced, evolved, corpse-crafted plague walkers): hp 263, 263; see Combat Appendix.

## FOURTH (AND FINAL) VISIT

If the PCs fought the children in any of the earlier visits do not run this encounter. Go directly to Encounter 5: Carousel of the Dying.

If the PCs did not fight the children in any of the earlier visits, read or paraphrase the following:

*Looming out of this mist is a mob of hundreds and hundreds of children led by the first young boy. He is grinning broadly. They are all begging for silver.*

**Creatures:** The PCs are incredibly outnumbered by the children. But anything the PCs do to defeat or avoid them will work (even a feeble turning attempt would destroy them all). The PCs will get full experience for defeating this encounter.

## ENCOUNTER FIVE: CAROUSEL OF THE DYING

**WARNING:** The following scene is meant to be both gruesome and disturbing. Please be careful when running this to take into account the make up of your table. If you have younger players (minors) at the table or players who are simply uncomfortable with the material, please gloss over the details.

*The carousel in front of you is silent and still. It is a typical representative of this gnomish invention except that the carousel animals are all incredibly realistic. They are almost lifelike, and their reflections shine off the slick, bright red floor beneath them.*

*A small sign sits near the attraction reading: "One Ticket to Ride".*

*In another flash of recollection, you remember that your mission had something to do with animals or nature.*

*A sign points to the "Midway".*

Every time the PCs see the carousel it always seems as if it has just stopped moving in the moments before they glimpse it. It rotates counterclockwise.

A PC making a DC20 Wisdom check remembers that their mission had something to do with a special horse.

As the PCs get closer, let them know that the animals on the carousel are unusually well-crafted, and that the standard poles appear to have been replaced by spears thrusting up from below. The parts of the spears visible below the animals are all uniformly bright arterial red. Let the PCs know, before they are close enough to touch them, that the animals (mostly forest animals – like the type that would be found in the Nurtherwood – bears, deer, horses, large cats, etc.) could in fact REAL. Let any nature-oriented PC know that it looks like they died in extreme pain.

Getting on to the carousel costs one ticket. It is not possible to interact with the animals without entering the Carousel.

Once a PC gets on the carousel it is apparent that all of the figures are made of wood (not really true) and that the floor appears to be covered in sticky red paint (also not true). True seeing cast at this point reveals the truth (if the character has a light source) that these are real animals impaled by black spikes.

When on the carousel, the PCs can detect movement, as though something is walking somewhere else on it.

A DC15 Listen check detects the faintest whinnying. A DC 20 Listen check detects the words, "Help me" from within the sound. This check can be repeated every 6 rounds.

If the players investigate they find that the sound is coming from a black unicorn. The unicorn is physically located on carousel between a dire boar (with glowing red eyes) to its front and a black bear behind it. There is a white horse to its left and a wolverine to its right.

	Dire Boar	
White Horse	Black Unicorn	Wolverine
	Black Bear	

Play up the other animals “looking” at the PCs. Whenever the PCs aren’t looking, it seems like the animals have moved, especially the dire boar. None of the animals will animate and nothing will keep the PCs from attempting to rescue the unicorn or any other animal.

The PCs need to separate the spear, currently pinning the unicorn, from the carousel, in order to be able to free it. Any plan that you think is reasonable succeeds in freeing the unicorn or any other animal. Any PC watching this with *True seeing* notices that the black spike leaks an ichor, almost like it was alive when attacked. None of the other animals will survive being removed from the carousel.

🔪 **Wooden Spear:** 1 in. thick; hardness 2; hp 6; AC 5; Break DC 15.

🎡 **Carousel:** large object, hardness 2; hp 33, AC 3, Break DC 22

If the PCs choose to rescue the unicorn nothing happens until they get it off the carousel. The unicorn will slowly recover from the stiffness. As it recovers it regains its normal white color. It is severely injured but is able to be healed. It cannot use any of its abilities. It thanks the PCs and attempts to go to sleep immediately. The unicorn will not be able to stay awake regardless of PC actions. After going to sleep over the course of 5 minutes the unicorn fades away and eventually disappears (see the ‘Sleep’ section in DM’s Aid A: The Environment). If the PCs stay with the unicorn, they notice the puppets appearing at the edge of their vision after 3 minutes. If the PCs stay with the unicorn and by their presence prevent the puppets from taking it (if the PCs are present the puppets will stay at the edge of their vision), the unicorn will fade from view (it will return in the conclusion of the module). If the PCs do not stay with the unicorn the puppets recapture and remount the unicorn on the carousel and it dies in the process.

Any damage done to the carousel is repaired when the PCs next return.

Anyone who looks for it finds that the carousel is powered by what appears to be clockwork. Anyone with either ranks in Knowledge (architecture and/or engineering), or any gnome with an Int of 12 or greater will know that there is no way that this machinery would ever be able to actually run the carousel.

Once the PCs are done with the carousel, any PC that paid their ticket and got on the carousel is able to see the following, but PCs that never got on the carousel see nothing new.

*Two arrow-shaped signs at the edge of your vision point the way to the “Big Top” and the “Menagerie”. You could swear that they weren’t there a moment ago.*

**Development:** When the PCs return to the carousel after visiting the Big Top, several of the animals will have been

replaced by very large fish and any damage that they had done previously has been repaired.

## ENCOUNTER SIX: BIG TOP

*The huge Big Top tent crouches silently before you. Its once-festive red and white stripes are faded with age. It is even sadder-looking than the vacant Midway. If the Midway is the life’s blood of the carnival, then the Big Top is its soul.*

Read the following once the PCs decide to enter.

*The big top sits empty, its bleachers abandoned, the 30-foot performance ring is deserted. About 50 ft in the air, a lone tight-rope crosses the ring.*

If the PCs do anything other than immediately leave, give them a moment to start looking around and then, prior to any of them entering the performance ring, read the following:

*Suddenly the big top is plunged into absolute darkness*

*Tension starts to build; you can feel it in the air.*

*A single drop spot illuminates the center of the performance ring.*

*An instant later, a section of sheared-off dock, of all things, and a huge amount of water and debris appear from nowhere, floating in the air above the center of the ring.*

*For a brief moment, they hang suspended and weightless, before plummeting into the center ring, where they land with an enormous, wet crash. The smell of the sea is strong and fish flop helplessly on the ground amid broken timbers.*

*A round of applause washes out of the darkness in response.*

Any PCs investigating the debris will find dying fish, broken timbers, lots of blood in the water, approximately 100 used arrows and few scraps of very fine silk-like black cloth. A DC 24 Spellcraft check will identify this cloth as once belonging to a portable hole. They will also find a metal plaque that reads ‘Dock 22’. It is apparent that a battle of some sort had taken place on the dock prior to its strange appearance in the big top.

For residents of Nyrond or any PC that participated in the “For King and Country” interactive a DC 17 Knowledge (Local – NMR) reveals the information that led up to the disappearance of Dock 22 from Rel Mord. For PCs that are not residents of Nyrond, a DC 27

Knowledge (Local – NMR) or Knowledge (Local – NMR) or a DC 25 Bardic Knowledge check reveals the same information. What has happened is that a dock disappeared in the Nyrond “For King and Country” interactive, when a group of PCs escaped from an almost TPK by thrusting a bag of holding into a portable hole ripping everything in a 20’ radius into the astral plane. The PCs returned to the Material Plane, while the dock happened to intersect with this demi-plane.

When the PCs leave this area the puppets appear in the tent. They capture the dying fish and make them part of the carousel and, in the meantime, clean up the Big Top.

Any PCs daring to walk the tight rope (DC 20 Balance check) elicit a fainter, more polite, round of applause from wherever in the tent the PCs can’t see. This only happens once.

From the tightrope it is possible to see a single, red balloon trapped at the top of the tent.

IF A PC SUCCESSFULLY WALKS THE TIGHROPE ON THEIR FIRST TRY THEN THE BLACK BALL (THE VASUTHANT) WILL NOT BE A PART OF THE ENCOUNTER NINE: THE PUPPET SHOW COMBAT. IT IS A CREATURE OF RISK AND CHOOSES NOT TO FIGHT IF THE PLAYER CHARACTER TOOK THIS RISK AND SUCCEEDED

If the PCs take the time to search the big top, they will find a wadded up note under the stands **Player Handout 2**

The only other thing of note is that flying from the absolute top pillar of the outside Big Top is a flag that reads “Courtley’s Traveling Carnival”. It is out of sight from the ground and is not visible unless a player flies over the Big Top. A DC25 Bardic Knowledge check reveals that this was once the name of a traveling carnival that worked mostly in Tenh before the ether invasion. A result of DC 30 on this check reveals that they had a dark reputation and that they haven’t been heard of since the ether invasion. A result of DC 35 on this check reveals that the owner of this carnival was reported to look a lot like the illusion floating over the ticket box.

**Development:** This fish may end up being added to the carousel; this will take a few minutes for the puppets to accomplish.

## ENCOUNTER SEVEN: MENAGERIE

*The menagerie is in ruins. A hand-painted sign reads: “Closed for repairs”.*

*All six of the cages have been destroyed, apparently by whatever they once held.*

*They are labeled:*

*Sea Hag  
Basilisk*

*Medusa  
Umberhulk  
Bodak  
Nightwalker*

*Tracks lead away from each of the cages. They all seem to head in a similar direction.*

All of the cages appear to have been broken from the inside. It appears that whatever creature the cage once held broke the bars and escaped.

The trail is incredibly easy to follow, requiring no training (DC 10 Survival). If a PC actually has the Track feat, a DC 15 Survival check reveals that the tracks are fairly recent (about 2 days old) and that all of the tracks are consistent with the creatures listed. The trail leads directly to the Hall of Mirrors.

## ENCOUNTER EIGHT: HALL OF MIRRORS

NOTE: Modify how you handle the ‘trap’ in this encounter depending on the players at your table.

*The tracks from the Menagerie lead straight to the entrance of the Hall of Mirrors, a brightly-painted building, standing quietly in the distance.*

*Painted on the door is: “Can you find your way out of our Hall of Mirrors? One ticket to enter.”*

The first PC to enter the Hall of Mirrors finds themselves facing a mirror maze. They also encounter the following trap:

❖ **Mirror:** ¼ in. thick; hardness 0; hp 2; AC 5; Break DC 5.

⚔ **Trap:** The inside of the House of Mirrors is trapped with a combination of a *mirror of opposition* and a *mirror of life trapping*.

⚔ **Mirror Trap:** CR 2; magical; proximity trigger; automatic reset; lock bypass (Open Lock DC 12); *Life Trapping and Opposition*, DC 25 Will save resists both effects; Search DC 12; Disable Device DC 12; Market value 285,400 gp

NOTE: If the mirror is destroyed, the ‘trapped’ PC reappears (this is due to the fact that everything in this dimension is merely a part of the ringmaster and this is not an actual mirror of opposition/life trapping). This could result in them fighting their duplicate.

If the trap is not detected, hand the first player to triggered it and fail their Will save Player Handout #1. The other PCs end up fighting their companion. If this happens inside of the hall of mirrors set the combat in a 5 foot wide corridor. Upon being defeated the opposition-

PC shatters (like a dropped mirror) and the 'trapped' PC is freed.

Depending on the player, you can either choose to run the PC yourself or allow the player to run their own PC. The 'evil' PC is not able to use any favors or consumables possessed by the original PC. They are under the same buff spells and use the same equipment (sans consumables) as the original PC.

**Creatures:** A mirror image of the character who failed their save.

**Tactics:** Immediately attack the other PCs, **no monologuing!**

**Development:** Once the trap has been triggered or bypassed it does not affect any other PC for the rest of the game.

**If the trap is not triggered** it goes unnoticed in the hall of mirrors. If all of the PCs make their Will save they have defeated this encounter and earn full experience.

## ENCOUNTER NINE: PUPPET SHOW

**WARNING:** The following scene is meant to be both gruesome and disturbing. Please be careful when running this to take into account the make up of your table. If you have younger players (minors) at the table or players who are simply uncomfortable with the material, please gloss over the details.

**NOTE:** If a PC successfully walked the tightrope in Encounter Six: The Big Top on their first attempt, then the Black Ball (the Vasuthant) will not participate in this combat. It will lie dormant, only using its powers to protect itself.

Please feel free to improvise on the descriptions of the puppets watching the show. They could easily be reflections of prior challenges that PCs might have faced in the history of their region.

*The puppet show is housed in a tent theater. Its faded red and white stripes echo those on the big top. The sounds of children laughing gleefully can be heard from inside.*

On entering

*The inside of the tent is dim. A central stage lies directly ahead. The audience laughs gleefully at the antics of the two performers cavorting in the spotlight – a young boy and a girl. These child performers are tethered by strings connecting to their wrists, ankles, and heads. The strings climb out of sight, into the darkness above, and pull them*

*through their paces. They appear to be acting out a scene from Punch and Judy.*

*Bleachers filled with many small forms ascend on either side of you. Looking closer, you see that the audience appears to be made up entirely of dolls and other childhood toys. The sound of laughter continues to come from the audience, even though none of the toys are moving.*

The boy looks like the illusion above the ticket box.

Any PC that makes a DC 13 Intelligence check has a strong feeling that the young girl is critical to their goal.

Have the PCs roll DC15 Spot checks. Any PC with any ranks in Perform (Acting) or Profession (Puppeteer) can roll that instead with the same DC. Anyone succeeding at this check realizes that, while the boy is a puppet, the girl is in fact a "real" child and she is terrified beyond belief, but something compels her to act out this horrible scene.

Anyone getting a DC40 Spot check thinks they briefly glimpse large, gloved hands manipulating the puppets' strings high above the stage (much higher above than would fit inside of this tent). This image is very faint, but the gloves look like the ones worn by the illusion above the ticket box.

Feel free to add notable dolls in the audience that your players would recognize (members of houses that have died, characters from prior regional modules, notable enemies).

Just after this check, Punch hits the point in the scene where he starts beating Judy to death. Punch will kill the girl if he is not stopped. Read or paraphrase the following:

*Punch is snatching at, and struggling for, the stick that Judy holds. He wrenches it from her hands and strikes her on the head with it, while she runs around the stage, trying to get out of his way. Hitting her, he yells gleefully: "How do you like my teaching, Judy, my dear?"*

*Judy replies tearfully: "No more, Mr. Punch. No more!"*

*Punch smiles: "One more little lesson." He hits her again. Judy falls with her head almost off the small stage as Punch continues to hit her. She puts up her hand to try and guard her head. Blood splatters the inside of the tent as Punch continues his relentless beating.*

If the PCs attempt to stop the performance, the audience erupts in an angry chorus and the dolls attack. Cutting the strings, or stepping into the spotlight, causes the strings controlling both Punch and Judy to fall from the heights above, dropping both Punch and Judy bonelessly to the ground. The strings actually enter Judy's body though small wounds and stretch nearly 100 feet up into the darkness above.

The girl can be healed, but falls immediately asleep after murmuring: "You came for me." and passing out from exhaustion. She begins to fade away and is gone 5

minutes later. If, somehow, her exhaustion is removed, she is not able to answer any questions about what is happening here. She was playing in the field and then she woke up here. The dolls came for her and put her in the show at just about the time the PCs showed up. It is highly likely that, if combat happens within the tent, she will die from area effect damage.

If the PCs don't stop the performance, Punch kills Judy. He then laughs and says: "To lose a wife is to gain a fortune". Spying the heroes, he calls out for them to join him on stage because Punch needs more "students". Entering the spotlight as well as any attack directed at him causes Punch to fall lifeless to the ground. This also triggers the dolls' attack.

Once the dolls attack read the following text:

*The audience erupts into an angry chorus at your actions. They sound like a crowd just about ready to riot. Three dolls stand and climb down from the bleachers towards you. The angry sounds turn to threats as these champions descend.*

*The first is a small, girl doll, dressed in a bridal gown. Her brightly-painted red fingernails seem very long and very sharp. Her small fingers twist and writhe like snakes.*

*The next is a toy knight crafted from some matte black metal that seems to absorb light. This knight moves slowly and silently, hovering slightly above the ground. His passing disturbs a small black ball that rolls down to the foot of the bleachers.*

*The last toy is a rather beat-up stuffed dog. One of its button eyes is missing.*

*The audience cheers on their champions, hoping for a new show to replace the one that you ruined.*

#### APL 8 (EL 9)

☛ **Child Bride** (corpse-crafted boneclaw): hp 150; see Combat Appendix.

☛ **Metal Knight** (reduced shadesteel golem): hp 35; see Combat Appendix.

☛ **Stuffed Dog** (spellwarped worg): hp 38; see Combat Appendix.

☛ **Black Ball** (reduced vasuthant): hp 84; see Combat Appendix.

#### APL 10 (EL 11)

☛ **Child Bride** (corpse-crafted, evolved boneclaw): hp 210; see Combat Appendix.

☛ **Metal Knight** (reduced shadesteel golem): hp 95; see Combat Appendix.

☛ **Stuffed Dog** (spellwarped worg of legend): hp 80; see Combat Appendix.

☛ **Black Ball** (reduced vasuthant): hp 196; see Combat Appendix.

#### APL 12 (EL 13)

☛ **Child Bride** (advanced, corpse-crafted, evolved boneclaw Ftr1): hp 284; see Combat Appendix.

☛ **Metal Knight** (reduced shadesteel golem): hp 155; see Combat Appendix.

☛ **Stuffed Dog** (advanced spell-warped winter wolf of legend): hp 99; see Combat Appendix.

☛ **Black Ball** (reduced vasuthant): hp 236; see Combat Appendix.

#### APL 14 (EL 14)

☛ **Child Bride** (advanced, corpse-crafted, evolved, boneclaw Ftr2): hp 368; see Combat Appendix.

☛ **Metal Knight** shadesteel golem: hp 155; see Combat Appendix.

☛ **Stuffed Dog** (advanced spell-warped winter wolf of legend): hp 144; see Combat Appendix.

☛ **Black Ball** (vasuthant): hp 312; see Combat Appendix.

☛ **Trilloch**: hp 72; see Combat Appendix.

#### APL 16 (EL 16)

☛ **Child Bride** (advanced, evolved, corpse-crafted boneclaw Ftr3): hp 509; see Combat Appendix.

☛ **Metal Knight** (advanced shadesteel golem): hp 216; see Combat Appendix.

☛ **Stuffed Dog** (advanced, spellwarped winter wolf of legend): hp 207; see Combat Appendix.

☛ **Black Ball** (advanced vasuthant): hp 384; see Combat Appendix.

☛ **Trilloch**: hp 72; see Combat Appendix.

**Tactics APLs 8-12:** If the vasuthant has not been impressed by a PC's derring-do on the high-wire, it tries to stay hidden and not draw attention to itself, although it will use its reality distortion power against anything that causes major damage to the Metal Knight. Its only goal is to keep the Metal Knight alive as long as possible. If it has been impressed by a PC's derring-do on the high-wire, it remains dormant and does not participate in this combat. Defeating the vasuthant by walking the wire counts the same as for defeating it in combat for the purpose of xp for this encounter.

**Tactics APLs 14-16:** The trilloch hovers above the PCs. It immediately turns on its *inspire rage* ability and uses its *death knell* ability every round. At these levels the vasuthant attempts to remain unnoticed for the encounter using its reality distortion powers from hiding. If found out will pitch in however it can.



**Development:** Once the dolls are dealt with, everything will go quiet and the spot light on the stage will begin to dim. Once the PCs have dealt with every other encounter (1 through 9) in the Carnival they will be able to move on to Encounter 10 Show Down and fight the Ringmaster.

## ENCOUNTER TEN: AND THAT'S THE SHOW

The PCs are only able to deal with this encounter after encountering all of the Carnival (Midway, Carousel, the Ghosts, The Menagerie, The House of Mirrors, The Big Top and surviving the Puppet attack). If the PCs travel to the Puppet Show prior to visiting the Big Top, modify the following boxed text to reflect their current location.

*After leaving the puppet show, a single drop spot can be seen in the distance, back in the direction of the front gate.*

Allow the PCs to take as much time as they like before they return to the front gates. The Ringmaster will use this time to begin casting his long term buff spells. He should have at least 4 rounds of casting time.

*Returning to the gates of the carnival, you see the illusion floating above the ticket box turn your way with a cheerful smile. It appears more solid than in your previous encounters.*

*I want to thank you for freeing all of us," it says, with a glimmer in its eyes and a broad smile on its lips. "We were trapped in this unlife when our fortune-teller, Hocedwyr, foretold the coming of the ether invasion. Rather than warn anyone, she used her studies of dark UR-Flan magic to create this place."*

*The ringmaster waves his cane in a theatrical gesture. He slams it into the table with a loud 'thock' and continues: "She sacrificed all of us so that she could live forever. She became the carnival, and we were her unwilling puppets." He bows his head slightly: "Now that you have..." he gathers himself for a moment, obviously extremely emotional, "triumphed... we can all move on."*

The ringmaster's goal at this point is to get the PCs to leave voluntarily.

A DC (25) Sense Motive reveals that there is something amiss in the ringmaster's responses and reactions to the PCs. He is obviously very emotional (barely restrained fury), and appears to be anxious for the PCs to leave. If asked about his anxiousness for the PCs to leave, he replies that the show can't close down until all of the patrons leave.

Any PC that speaks Flan, or is from the Duchy of Tenh, can make a DC22 Intelligence check to recognize that Hocedwyr is not actually a name but more of an old Flannish insult (teller of lies/cheater). Any bard who speaks Flan can make a DC19 Bardic Knowledge check to get this same information. If called on this the ringmaster professes his ignorance of that bit of knowledge.

Smart PCs should start to realize that something is not quite right. But don't help them. They need to come to a conclusion on their own. If the Ringmaster catches on to the fact that the PCs aren't buying his story (and with his high Sense Motive score, he should), or that, by continuing the conversation, he is risking having some of his buff spells drop he will preemptively attack the PCs, perhaps waiting for an opportune moment, or feigning an emotional breakdown. THERE WILL BE NO SURPRISE ROUND FOR THIS ACTION. HAVE THE PCS ROLL INITIATIVE NORMALLY.

During the conversation, the ringmaster conveys the following information:

How do we get back?

*The way out of this trap is easy. All you need to do is go to sleep. You have defeated the puppets that would have taken you as you slept. Once you awaken you will be back on Oerth.*

Who are you/what is your name?

*In life I was once the ringmaster of this traveling carnival. I was hired due to my silver tongue and talent with the crowds. (smiles) My name I have forgotten as a part of my transformation.*

What's up with the reaction to the tattoo? (regarding the Magical Tattoo from COR4-04 Red Tide)

*His eyes smolder as he answers, "I apologize, my savior, but it seems that even the dead have some standards".*

What is the privilege of the dead?

*He looks confused and answers, "To die no more."*

Read the following when, and if, the ringmaster attacks:

*The ringmaster's torso settles on top of the ticket box, fusing together with the table into some hideous whole. The legs of the table flex, and grow clawed feet: "You couldn't leave well enough alone, could you? Couldn't just go home and let me be? Well, so be it! You're in my world now, and it's show time!" With that, a large drop spot illuminates the entire area, burning away the mist.*

The mists that have been ever present until this encounter burn away.

**Note:** The ringmaster can not move more than 60 feet away from any PC on the map due to limitations of the demi-plane.

**Creatures:** The ringmaster is a human torso that grows out of the ticket box that is bolted to the table.

**APL 8 (EL 11)**

🌀 **Ringmaster (bone naga)** : hp 135, see Combat Appendix.

**APL 10 (EL 13)**

🌀 **Ringmaster (bone naga Sor2)** : hp 141, see Combat Appendix.

**APL 12 (EL 15)**

🌀 **Ringmaster (bone naga Sor4)**: hp 147, see Combat Appendix.

**APL 14 (EL 17)**

🌀 **Ringmaster (bone naga Sor6)**: hp 153, see Combat Appendix.

**APL 16 (EL 19)**

🌀 **Ringmaster (bone naga Sor8)** : hp 159, see Combat Appendix.

**Tactics:** The ringmaster does his best to destroy the PCs. He uses any knowledge that he has gained from observing them as they bought tickets to his advantage. He will not hesitate to catch downed PCs in area effects.

At APLs 8 and 10 he will only use *disintegrate* against wall of force spells. He will also use it against PCs that try and cast it on him.

At APL 14 and above his first spell is *timestop*.

## CONCLUSION

*Some time later, you waken to find yourself looking up into the most perfectly blue sky, and it all comes back to you in a rush.*

*You remember Lady Deerskin, the ancient elven druid of the Nutherwood who contacted you to help in the tracking down of a missing unicorn.*

*She explained that, through divination, she was able to discover that an odd planar entity was responsible for, not only the unicorn's disappearance, but for much other pain and destruction in the Nutherwood. Lady Deerskin guided you to the beginnings of a trail of devastation that cut through the forest like a knife. Dead animals and trees stretched out for miles. Following the trail of death, it led you close to a small village, where you saw a little girl – the girl from the puppet show, playing joyfully in a field. There was a bright flash, and a tearing sound as loud as thunder, and then a hole in space opened near the little girl. Wind rushed into the void, and the child's look of horror as she was drawn inexorably towards this rip in the fabric of reality, either touched your heroic soul, or led your companions to convince you to follow, in an attempt to rescue this innocent.*

**If the PCs rescued both the young girl and the unicorn:** they will hear her laugh and they can see her a short distance away laughing as she pets the rescued unicorn.

**If the PCs rescued the little girl but not the unicorn:** she will be holding the hand of the PC who was most sympathetic to her plight.

**If the PCs did not rescue the little girl (she died) but rescued the unicorn:** the unicorn will be gently nosing her battered body at the edge of the clearing.

**If the PCs failed to rescue either the little girl OR the unicorn:** then they are alone in the clearing.

**If the PCs defeated the ringmaster:** it starts (slowly at first) raining silver pieces. This only happens in the glade. The PCs soon realize that all of this money is from the people who had been caught by the carnival prior to the PCs victory. This is the primary source of gold for this module. Read or paraphrase the following:

*Later that evening, you have a dream, or maybe a vision, of the ringmaster and how this parody of a carnival came to be. You see the carnival thriving in the Duchy of Tenh. You watch the ringmaster delving into subjects better left unknown. You watch the ether threat sweep through Tenh and threaten to overwhelm the carnival. You witness the ringmaster's creation of the shadow carnival in his attempt to escape. He sacrificed all the attendees present that day in order to allow himself to survive in some sort of strange half-life. Apparently this sacrifice was enough to begin his change.*

**If the PCs DID NOT defeat the ringmaster OR fell for his ruse and simply slept their way home without defeating him:** read the following:

*Suddenly, you see the ringmaster again. That same, mocking smile broadens his lips, as his eyes twinkle. It seems that he can see you, and that you cannot move. He takes a grand bow, and everything fades to black. You realize, with horror, that he is still out there, still hunting, and still feeding on pain and desperation.*

*Weeks later, you hear of how another, more successful adventuring company from Ratik, encountered and destroyed the carnival.*

The End

## CRITICAL EVENTS SUMMARY

Please make sure to send the answers to the events summary to [EricBrittain2002@yahoo.com](mailto:EricBrittain2002@yahoo.com) as there will be

potential in game impacts affecting the meta-region from the results of this module.

1. On which meeting did the Ghost in the Machine attack the players?
2. Was the unicorn rescued?
3. Did the girl in the puppet show die?
4. Did the PCs defeat the ringmaster or did they simply leave?

## EXPERIENCE POINT SUMMARY

To award experience for this adventure, add up the values for the objectives accomplished. Then assign the experience award. Award the total value (objectives plus roleplaying) to each character.

### Encounter Three

Individual PC participated in a Midway game All APLs 30 xp

### Encounter Four

PCs defeated the children

APL8 180 xp

APL10 240 xp

APL12 300 xp

APL14 360 xp

APL16 420 xp

### Encounter Six

PCs rescued the Unicorn from the Carousel of the Dying

All APLs 75 xp

### Encounter Eight

Did the PCs deal with the trapped Hall of Mirrors?

All APLs 60 xp

### Encounter Nine

PCs defeated the evil puppets.

APL8 300 xp

APL10 360 xp

APL12 420 xp

APL14 480 xp

APL16 540 xp

### Encounter Ten

PCs defeated the ringmaster

APL8 330 xp

APL10 390 xp

APL12 450 xp

APL14 510 xp

APL16 570 xp

Or

PCs simply left.

All APLs 10 xp

### Discretionary Roleplay experience:

APL8 150 xp

APL10 195 xp

APL12 240 xp

APL14 285 xp

APL16 330 xp

### Total possible experience:

APL8 1,125 xp

APL10 1,350 xp

APL12 1,575 xp

APL14 1,800 xp

APL16 2,025 xp

## TREASURE SUMMARY

During an adventure, characters encounter treasure, usually finding it in the possession of their foes. Every

encounter that features treasure has a "treasure" section within the encounter description, giving information about the loot, coins, and magic items that make up the encounter's treasure.

The loot total is the number of gold pieces each character gains if the foes are plundered of all their earthly possessions. Looting the bodies takes at least 10 minutes per every 5 enemies, and if the characters cannot take the time to loot the bodies, they do not gain this gold. If you feel it is reasonable that characters can go back to loot the bodies, and those bodies are there (i.e., not carted off by dungeon scavengers, removed from the scene by the local watch, and so on), characters may return to retrieve loot. If the characters do not loot the body, the gold piece value for the loot is subtracted from the encounter totals given below.

The coin total is the number of gold pieces each character gains if they take the coin available. A normal adventuring party can usually gather this wealth in a round or so. If for some reason, they pass up this treasure, the coin total is subtracted from the encounter totals given below.

Next, the magic items are listed. Magic item treasure is the hardest to adjudicate, because they are varied and because characters may want to use them during the adventure. Many times characters must cast *identify*, *analyze dweomer* or similar spell to determine what the item does and how to activate it. Other times they may attempt to use the item blindly. If the magic item is consumable (a potion, scroll, magic bolts, etc.) and the item is used before the end of the adventure, its total is subtracted from the adventure totals below.

Once you have subtracted the value for unclaimed treasure from each encounter add it up and that is the number of gold pieces a characters total and coin value increase at the end of the adventure. Write the total in the GP Gained field of the adventure certificate. Because this is a Regional scenario, characters may spend additional Time Units to practice professions or create items immediately after the adventure so this total may be modified by other circumstances.

L = Looted gear from enemy; C = Coin, Gems, Jewelry, and other valuables; M = Magic Items.

### Conclusion:

#### Deerskins reward

APL 8: L: 0 gp; C: 100 gp; M: 0 gp

APL 10: L: 0 gp; C: 175 gp; M: 0 gp

APL 12: L: 0 gp; C: 250 gp; M: 0 gp

APL 14: L: 0 gp; C: 500 gp; M: 0 gp

APL 16: L: 0 gp; C: 750 gp; M: 0 gp

#### Defeating the Ringmaster

APL 8: L: 0 gp; C: 1,150 gp; M: 0 gp

APL 10: L: 0 gp; C: 1,925 gp; M: 0 gp

APL 12: L: 0 gp; C: 2,750 gp; M: 0 gp

APL 14: L: 0 gp; C: 5,500 gp; M: 0 gp

APL 16: L: 0 gp; C: 8,250 gp; M: 0 gp

### Total Possible Treasure

APL 8: L: 0 gp; C: 1,250 gp; M: 0 gp - Total: 1,250 gp

APL 10: L: 0 gp; C: 2,100 gp; M: 0 gp - Total: 2,100 gp  
 APL 12: L: 0 gp; C: 3,000 gp; M: 0 gp - Total: 3,000 gp  
 APL 14: L: 0 gp; C: 6,000 gp; M: 0 gp - Total: 6,000 gp  
 APL 16: L: 0 gp; C: 9,000 gp; M: 0 gp - Total: 9,000 gp

- Staff of the Woodlands (Adventure; DMG, 101,250gp)

## ITEMS FOR THE ADVENTURE RECORD

**Lesser Favor of Deerskin:** For attempting to save her unicorn friend the ancient elven druid Lady Deerskin grants you a token. It is a small dark cocoon. When crushed (an immediate action that does not provoke attacks of opportunity) it duplicates the effects of the *rejuvenating cocoon* (Complete Divine, page 177) as cast by a 17th level druid. Cross off this favor once it is used.

**Greater Favor of Deerskin:** For returning alive the her abducted unicorn friend as well as the young girl and for additionally destroying the shadow carnival that had wrought so much destruction, Lady Deerskins has granted you a token. It is a small pale cocoon. When crushed (an immediate action that does not provoke attacks of opportunity) it duplicates either the effects of the *rejuvenating cocoon* spell (Complete Divine, page 177) or the *cocoon* spell (Spell Compendium, page 49) as if cast by a 17th level druid. Cross off this favor once it is used.

**Fortune Favors the Bold:** As a boon from your journeys into the strange demi-plane of the shadow carnival you can reroll any natural one rolled on a d20 a total of three times. Cross off this favor once it is completely used.

### Item Access

APL 8:

- Wand of Lesser Vigor – Caster Level 1 (Metaregion; SC, 750 gp)
- Ring of Counterspells (Adventure; DMG, 4,000 gp)
- Boots of Striding and Springing (Adventure; DMG, 5,500gp)
- Dust of Tracelessness (Metaregional; DMG 250gp)

APL 10 (all of APL 8 plus the following):

- Potion of Barkskin +5 (Metaregional; DMG, 1,200 gp)
- Decanter of Endless Water (Adventure; DMG, 9,000 gp)

APL 12 (all of APL S 8-10 plus the following):

- Potion of Greater Magic Fang +5 (Metaregional; DMG, 3,000 gp)

APL 14 (all of APL S 8-12 plus the following):

- Gauntlet of Rust (Adventure; DMG, 11,500gp)

APL 16 (all of APL S 8-14 plus the following):

## 4.1 FIRST VISIT

**WHEEP**

CR 11

Male wheep

Always LE small undead

**Init** +2; **Senses** Blindsight 60 ft., Darkvision 60ft, Listen +8 Spot +8**Aura****Languages** Common**AC** 29, touch 17, flat-footed 27

(-1 size, +2 Dex, +5 deflection, +12 natural)

**hp** 81 (9 HD); fast healing 10; DR5/magic and piercing**Immune** undead traits**Resist** turn resistance +4**Fort** +8, **Ref** +10, **Will** +13**Speed** 20 ft. (6 squares), base movement 20 ft.**Melee** claws x2 +14 (1d8+11 plus poison tears) and bite +9 (1d6+5 plus poison tears)**Space** 5 ft.; **Reach** 5 ft.**Base Atk** +4; **Grp** +11**Atk Options** weeping dirge, poison tears**Abilities** Str 32, Dex 15, Con -, Int 6, Wis 14, Cha 20**SQ** Unholy grace**Feats** Dodge, Mobility, Multiattack, Weapon Focus [claws]**Skills** Hide +12, Listen +8, Move Silently +8, Spot +8**Possessions** combat gear plus**Spellbook** spells prepared plus 0—

**Poison Tears (Ex)** The poison tears that continually pour from a wheep's empty eyes are actually an injury poison that coats the creature's claws and fills its mouth. Whenever a wheep succeeds on a claw or bite attack, its foe is subject to the poison—injury, Fortitude DC19, initial and secondary damage 1d6 Con. The save DC is Charisma-based. After an hour, the poisonous bile decomposes and evaporates, losing all efficacy.

**Unholy Grace (Su)** A wheep adds its Charisma modifier as a bonus on all its saving throws and as a deflection bonus to its Armor Class (already figured into the statistic above).

**Weeping Dirge (Su)** When it chooses (which is almost always, unless moving silently), a wheep can spend a free action each round crying and blubbering. All who hear the wheep's awful, grave-born sorrow must make DC19 Will saves or be shaken for the duration of the encounter. Once a particular creature saves against a wheep's dirge, that creature cannot be affected again by the same wheep for 24 hours. This is a sonic effect. The save DC is Charisma-based.

## 4.2 SECOND VISIT

**YOUNG BOY VISIT**

CR 9

Male advanced corpsecrafted Qthmaren Rog1

CE small undead

**Init** +1; **Senses** Listen +15, Spot +14**Languages** Common**AC** 15, touch 12, flat-footed 14

(+1 size, +1 Dex, +3 natural)

**hp** 114 (11 HD); fast healing 4;**Immune** acid, undead traits**Resist** electricity 15, fire 15, turn undead +2**Fort** +3, **Ref** +6, **Will** +9**Speed** 20 ft. in base movement 20 ft.;**Melee** 2 slams +12 (1d6+5 plus 1d6 acid damage)**Space** 5 ft.; **Reach** 5 ft.**Base Atk** +5; **Grp** +6**Atk Options** horrifying gaze, spit blood**Special Actions** command undead**Abilities** Str 20, Dex 13, Con -, Int 13, Wis 14, Cha 15**SQ** caustic blood,**Feats** Alertness, Blind-Fight, Power Attack, Weapon Focus (slam)**Skills** Climb +19, Hide +20, Listen +17, Move Silently +20, Search +13, Spot +15

**Caustic Blood (Ex)** Any target hit by a quth-maren's slam attack takes 1d6 points of additional acid damage from the creature's caustic blood. Creatures that hit a quth-maren with natural weapons or unarmed attacks also take 1d6 points of acid damage.

**Command Undead (Su)** A quth-maren commands undead as a 5<sup>th</sup>-level evil cleric. It cannot rebuke undead, but it can dispel turning or bolster other undead.

**Horrifying Gaze (Su)** A living creature within 30 feet that meets a quth-maren's deathless gaze must succeed on a Will save (DC17) or cower in fear. Cowering creatures lose their Dexterity bonus to Armor Class (if any) and can take no actions. Foes gain a +2 bonus on attack rolls to hit cowering characters.

**Spit Blood (Ex)** Once every 1d4 rounds, as a standard action, a quth-maren can spit a glob of its acidic blood as a grenadelike weapon attack. The quth-maren must make a ranged touch attack to hit its target. This attack has a range increment of 10 feet, with a maximum range of five range increments. The glob deals 2d6 points of acid damage on a direct hit, and 2 points of acid damage to all creatures within 5 feet of where it lands.

**Fast Healing (Ex)** A wuth-maren regains lost hit points at the rate of 4 per round as long as it has at least 1 hit point. Fast healing does not restore hit points lost from starvation, thirst, or suffocation, and it does not allow a quth-maren to regrow or reattach lost body parts.

**Turn Resistance (Ex)** A quth-maren is treated as an undead with 2 more Hit Dice than it actually has for the purposes of turn, rebuke, command, or bolster attempts.

**Undead Traits** A quth-maren is immune to mind-affecting effects, poison, *sleep*, paralysis, stunning, disease, death effects, necromantic effects (unless

they specifically affect undead), and any effect that requires a Fortitude save unless it also works on objects. It is not subject to critical hits, subdual damage, ability damage, ability drain, or death from massive damage. A quth-maren cannot be raised, and resurrection works only if it is willing. A quth-maren has darkvision 60-foot range)

**Skills** Quth-marens have a +4 racial bonus on Move Silently and Spot checks.

#### YOUNG GIRL VISIT

CR 7

Female gloom golem

Always NE small construct (evil, extraplanar)

**Init** +2; **Senses** Darkvision 60 ft., Low-light vision, Listen +0, Spot +0

**Languages** Common

**AC** 22, touch 11, flat-footed 20

(+1 size, +2 Dex, +8 natural)

**hp** 90 (8 HD); **DR** 10/good

**Immune** magic, mind-affecting spells and abilities, poison, sleep effects, paralysis, stunning, disease, death effects, necromancy effects, no massive damage, immune to any effect requiring a Fort save

**Fort** +3, **Ref** +5, **Will** +3

**Speed** 20 ft., base movement 20 ft.

**Melee** 2 claws +9 (1d8+4 plus 1d6 Cha) or spiked chain +9/+4 (2d6+^ plus 1d6 Cha)

**Space** 5 ft.; **Reach** 5 ft. (spiked chain up to 10 feet)

**Base Atk** +6; **Grp** +4

**Combat Gear** spiked chain

**Special Actions** crushing despair, touch of woe

**Abilities** Str 15, Dex 15, Con -, Int -, Wis 11 Cha 15

**SQ** construct traits

**Feats** -

**Skills** Listen +0, Move Silently -8, Spot +0

**Possessions** combat gear

**Crushing Despair (Su)** Creatures within 30 feet of a gloom golem who hear its incessant howl must succeed on a DC16 Will save or take a -2 penalty on attack rolls, saving throws, skill checks, ability checks, and weapon damage rolls. The penalties last until the golem is destroyed, for only then is the victim's despair lifted. A *good hope* spell counters this mind-affecting compulsion. The save DC is Charisma-based.

**Touch of Woe (Ex)** A creature wounded by a gloom golem must succeed on a DC 16 Will save or take 1d6 points of Charisma drain. As the creature loses Charisma, it becomes more miserable and withdrawn until, at 0 Charisma, it collapses into a nightmare filled coma. The save DC is Charisma-based.

**Skills** Due to its incessant howling, a gloom golem takes a -10 penalty on Move Silently checks.

### 4.3: THIRD VISIT

#### YOUNG BOY VISIT

CR 5

Male entomber

Always LE small undead

**Init** +0; **Senses** Darkvision 60 ft., Listen +8, Spot +8

**Languages** Common

**AC** 22, touch 11, flat-footed 22

(+1 size, +0 Dex, +11 natural)

**Miss Chance**

**hp** 72 (8 HD); **DR** 5/silver

**Immune** undead traits

**Fort** +4, **Ref** +4, **Will** +8

**Weakness**

**Speed** 20 ft. (6 squares), base movement 20 ft., burrow 10 ft.

**Melee** Slam +11 (1d6+9)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +4; **Grp** +7

**Special Actions** entomb, exhume

**Abilities** Str 23, Dex 10, Con -, Int 6, Wis 14, Cha 15

**SQ** undead traits

**Feats** Alertness, Great Fortitude, Lightning Reflexes

**Skills** Hide +11, Listen +8, Move Silently +7, Spot +8

**Entomb (Su)** Whenever an entomber succeeds on a slam attack, it can attempt to entomb its foe. The foe must make a DC 16 Reflex save or be pounded bodily into a shallow grave. The save DC is Charisma-based. This ability doesn't work in locations with a basement or open level immediately below, nor can the creature entomb victims in magical, living, or animate materials, or materials with a hardness higher than 8.

The upthrust bulge of cracked flooring material, earth, or stone reveals the location of the victim to compatriots. Two standard actions spent clearing away the broken flooring material reveals the entombed victim, who can use his or her next action to stand from a prone (and dusty) position. Attempting to rescue a friend in this way can provoke attacks of opportunity.

The victim is treated as if pinned by an opponent (the earth) with a grappling check of 20. Breaking free of first the 'pin' and then the 'grapple' allows the victim to stand from a prone position on his or her next round. If compatriots of the victim have partially cleared away the covering material, then the victim need only make a single check before standing from the prone position. Each round the victim spends fully or partially entombed is a round in which the victim suffocates (see Suffocation, page 304 of the *Dungeon Master's Guide*)

**Exhume (Su)** When an entomber spends a standard action and touches the top of a grave or space where a creature is buried no deeper than 10 feet, the body immediately rises to the surface, leaving no hole or runnel. A body is not harmed when brought to the surface in this manner.

#### YOUNG GIRL VISIT

CR 5

Female reduced gloom golem

Always NE small construct (evil, extraplanar)

**Init** +2; **Senses** Darkvision 60 ft., Low-light vision, Listen +0, Spot +0

**Languages** Common

**AC** 22, touch 11, flat-footed 20

(+1 size, +2 Dex, +8 natural)



**hp** 60 (4 HD); **DR** 10/good

**Immune** magic, mind-affecting spells and abilities, poison, sleep effects, paralysis, stunning, disease, death effects, necromancy effects, no massive damage, immune to any effect requiring a Fort save

**Fort** +2, **Ref** +4, **Will** +2

**Speed** 20 ft., base movement 20 ft.

**Melee** 2 claws +6 (1d8+4) or spiked chain +6 (2d6+6)

**Space** 5 ft.; **Reach** 5 ft. (spiked chain up to 10 feet)

**Base Atk** +3; **Grp** +1

**Combat Gear** spiked chain

**Special Actions** crushing despair

**Abilities** Str 15, Dex 14, Con -, Int -, Wis 11 Cha 15

**SQ** construct traits

**Feats** -

**Skills** Listen +0, Move Silently -8, Spot +0

**Possessions** combat gear

**Crushing Despair (Su)** Creatures within 30 feet of a gloom golem who hear its incessant howl must succeed on a DC16 Will save or take a -2 penalty on attack rolls, saving throws, skill checks, ability checks, and weapon damage rolls. The penalties last until the golem is destroyed, for only then is the victim's despair lifted. A *good hope* spell counters this mind-affecting compulsion. The save DC is Charisma-based.

**Skills** Due to its incessant howling, a gloom golem takes a -10 penalty on Move Silently checks.

**Note:** Removed Touch of Woe (-1CR) and 4 Hit Dice (-1 CR) to achieve -2CR.

#### OTHER VISITS (1)

CR 5

Plague walker

Always CE small undead

**Init** -2; **Senses** Listen +10, Spot +1

**Aura**

**Languages** Common

**AC** 13, touch 9, flat-footed 15


(+1 size, -2 Dex, +4 natural)

**hp** 54 (6 HD);

**Immune** undead immunities

**Fort** +2, **Ref** +0, **Will** +6

**Speed** 10 ft. (2 squares), base movement 10 ft.

**Melee** 2 claws +8 each (1d6+4 plus diseased touch) 

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +3; **Grp** +0

**Atk Options** diseased touch

**Special Actions** putrid burst

**Abilities** Str 18, Dex 6, Con -, Int 4, Wis 13, Cha 3

**SQ** bloated target, undead traits

**Feats** Skill Focus (Listen), Toughness, Weapon Focus (claws),

**Skills** Climb +7, Listen +10, Spot +1

**Diseased Touch (Su)** Any living creature struck by a plague walker's claws must succeed on a DC13 Fortitude save or be overcome with racking pain and nausea, causing that creature to become

sickened for 1 minute. The save DC is Constitution-based. Creatures that have immunity to disease are not affected by this ability.

**Putrid Burst (Ex)** When reduced to one-quarter of its starting hit points or fewer, a plague walker can use a swift action to explode. This burst has a 30-foot radius and deals 3d6 points of damage to everything in the area. All living creatures in the area are nauseated for 1 round; a DC 15 Reflex save halves the damage and negates the nauseated effect. The save DC is Constitution-based and includes a +2 racial bonus. If reduced to 0 hit points before it can activate its putrid burst, a plague walker simply dissolves into a pile of rotting flesh.

**Bloated Target (Ex)** The -4 penalty for firing into melee does not apply to ranged attacks made against a plague walker. This penalty does, however, apply to other creatures in melee with it.

## 9: PUPPET SHOW

### CHILD BRIDE

CR 5

Female corpse-crafted boneclaw

Always CE small undead

**Init** +8; **Senses** Darkvision 60 feet, Listen +15, Spot +15

**Languages** Common, Abyssal

**AC** 17, touch 15, flat-footed 13

(+1 size, +4 Dex, +2 natural)

**hp** 150 (10 HD); **DR** 5/bludgeoning

**Immune** undead immunities, cold

**Resist** +2 turn resistance;

**Fort** +4, **Ref** +4 **Will** +8

**Speed** 30 ft. (6 squares), base movement 30 ft.

**Melee** 2 claws +10 (1d6+8\*)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +5; **Grp** +9

**Atk Options** Power Attack, reaching claws (10 feet)

**Abilities** Str 17, Dex 18 Con -, Int 14, Wis 14, Cha 19

**SQ** Unholy toughness

**Feats** Combat Reflexes, Improved Initiative, Improved Natural Attack (claw), Power Attack

**Skills** Hide +13, Intimidate +17, Move Silently +17, Listen +15 Search +15, Spot +15,

**Reaching Claws (Ex)** A boneclaw can make melee attacks with its bone claws, instantly extending them as part of an attack to a distance of up to 10 feet (thereby allowing the boneclaw to threaten more squares than it would otherwise be able to.

**Unholy Toughness (Ex)** A boneclaw gains a bonus to its hit points equal to its Charisma modifier x its Hit Dice

### METAL KNIGHT

CR 5

Male reduced shadesteel golem

Always neutral small construct (extraplanar)

**Init** +2; **Senses** Darkvision 60 ft., Lowlight vision, Listen +0, Spot +0

**Languages** Common

**AC** 34, touch 14, flat-footed 31

(+1 size, +3 Dex, +20 natural)  
**hp** 35 (2 HD); DR 10/adamantine  
**Immune** magic  
**Fort** +0, **Ref** +2, **Will** +0

---

**Speed** 20 ft. (4 squares), base movement 20 ft., fly 20 ft. (perfect)  
**Melee** 2 slams +6 (1d6+4)  
**Space** 5 ft.; **Reach** 5 ft.  
**Base Atk** +1; **Grp** +3

---

**Abilities** Str 19, Dex 15, Con -, Int -, Wis 10, Cha 6  
**SQ** construct traits  
**Feats** -  
**Skills** Hide +18, Move Silently +18

---

**Immunity to Magic (Ex)** A shadesteel golem is immune to any spell, supernatural ability, or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below:

A magical effect that has the light descriptor (such as *continual flame*) causes the golem to speed up as if affected by the spell *haste* for 2d4 rounds. The golem is also hasted whenever it is subject to a positive energy effect, such as the turning attempt of a cleric. This might happen if the cleric has mistakenly identified the creature as a nightwalker or other undead, or if the golem is standing near undead.

If a shadesteel golem is targeted by or within the area of a spell with the darkness descriptor, the golem is healed of 1 point of damage per level of the spell.

**Shadow Blend (Su)** In any condition of illumination other than full daylight, a shadesteel golem can disappear into the shadows, giving it concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability, though a *daylight* spell does.

**Skills** A shadesteel golem has a +16 racial bonus on Move Silently checks and a +12 racial bonus on Hide checks.

**Note** Removed negative pulse wave (-2CR), removed 16HD (-4CR) in order to reduce CR by 6

#### **STUFFED DOG** **CR 4**

Spellwarped worg  
 NE small magical aberration  
**Init** +3; **Senses** Listen +4, Spot +4  
**Languages** Common

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**AC** 17, touch 13, flat-footed 15  
 (+1 size, +2 Dex, +4 natural)  
**hp** 38 (4 HD); regeneration/fast healing; DR  
**Immune**  
**SR** 15  
**Fort** +8, **Ref** +7, **Will** +3  
**Weakness**

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**Speed** 50 ft. (10 squares), base movement 50 ft.  
**Melee** bite +8 (1d4+3 and Trip)  
**Space** 5 ft.; **Reach** 5 ft.  
**Base Atk** +4; **Grp** +3  
**Atk Options**  
**Special Actions** Trip

**Abilities** Str 17, Dex 17, Con 19, Int 10, Wis 14, Cha 10

**SQ** spell absorption

**Feats** Alertness, Trip

**Skills** Hide +8, Listen +9, Move Silently +9, Spot +8  
 Survival

---

**Spell Absorption (Su)** Whenever a spell fails to penetrate a spellwarped creature's spell resistance, the creature gains one of the following benefits, chosen at the time that the spell resolves.

**Might:** The spellwarped creature gains a +4 enhancement bonus to Strength for 1 minute.

**Agility:** The spellwarped creature gains a +4 enhancement bonus to Dexterity for 1 minute.

**Endurance:** The spellwarped creature gains a +4 enhancement bonus to Constitution for 1 minute.

**Life:** The spellwarped creature gains temporary hit points equal to 5 x the level of the failed spell.

**Speed:** The spellwarped creature's base speed increases by a number of feet equal to 5 x the level of the failed spell.

**Resistance:** The spellwarped creature gains resistance 10 to one energy type (acid, cold, electricity, fire, or sonic).

**Note:** Since this template affords the creature with 'significant combat bonuses' a +2 CR adjustment has been made.

#### **BLACK BALL** **CR 5**

Advanced corpsecrafted, evolved vasuthant  
 Always CE small undead  
**Init** +7; **Senses** Blindsight, Darkvision 60 ft., Listen +5, Spot +6

**Languages** Nil

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**AC** 17, touch 14, flat-footed 14

(+1 size, +3 Dex, +4 natural)

**hp** 84 (6HD); fast healing 3

**Immune** undead immunities, immune to acid, cold, light

**Resist** +2 turn resistance, electricity 5, fire 5;

**Fort** +2, **Ref** +5, **Will** +6

---

**Speed** fly 30 ft. (perfect) (6 squares),

**Melee** slam +10 (1d4 +3) and up to 4 enervating crushes (1d4 plus 1d4 Str)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +4; **Grp** +3

**Atk Options** enervating crush, improved grab,

**Special Actions** reality distortion

---

**Abilities** Str 16, Dex 16, Con -, Int 4, Wis 12, Cha 16

**SQ** spell-like ability (*see invisibility*), trap light, undead traits, unholy toughness

**Feats** Flyby Attack, Improved Grapple, Improved Initiative

**Skills** Hide +16\*, Listen +5 Spot +6,

---

**Enervating Crush (Su)** A successful grapple attempt by a vasuthant against a living creature of the same size or smaller pulls the victim into the center of the vasuthant. In that round and every round thereafter, a grappled victim takes 1d4 points of Strength damage. A creature reduced to 0 Strength

by a vasuthant dies. This is a negative energy effect.

Every point of Strength damage dealt by a vasuthant heals the creature of 1 point of damage, or gives it 1 temporary hit point if the creature is at full normal hit points. These temporary hit points last for 10 minutes.

A vasuthant can grapple with one creature of its size, or can simultaneously grapple one or two creatures one size smaller or up to four creatures two or more sizes smaller. Creatures that become pinned are suspended inside the vasuthant while their life energy is crushed out of their bodies.

The use of its enervating crush ability does not prevent a vasuthant from making slam attacks or using its spell-like abilities.

**Improved Grab (Ex)** To use this ability, a vasuthant must first hit with its slam attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity. If it wins the grapple check, a vasuthant immediately employs its enervating crush attack.

**Reality Distortion (Ex)** A vasuthant has limited influence over the forces of time and reality. Three times per day (but only once per round), a vasuthant can take a free action to reroll any unfavorable die roll or force its opponent to reroll a favorable die roll. The vasuthant must accept the result of the roll.

**Immunity to Light (Ex)** Unlike many other undead creatures, the vasuthant is immune to any harmful effects of light, either natural or magical. All cleric spells of the Sun domain as well as other spells with the light descriptor (such as *daylight*) produce no adverse effects on a vasuthant.

**Trap Light (Ex)** A vasuthant effectively absorbs nearby magical and nonmagical light, creating a 60-foot emanation of shadow. All creatures within this area, including the vasuthant, gain concealment. Creatures with lowlight vision or darkvision can see normally within the area of the emanation. Light sources within the area are suppressed not dispelled. If a vasuthant moves out of range before the light source's duration expires, the light source illuminates again (though its illumination still cannot extend within the area of the vasuthant's trap light effect).

**Unholy Toughness (Ex)** A vasuthant gains a bonus to its hit points equal to its Charisma modifier x its Hit Dice.

**Skills** Vasuthants have a +2 racial bonus on Hide checks and Spot checks. \*A vasuthant gains a +4 racial bonus on Hide checks in areas of shadowy illumination. In areas of bright illumination, it takes a -4 penalty on Hide checks.

## 10: AND THAT'S THE SHOW

**THE RINGMASTER**

Male bone naga

LE large undead

**Init** +7; **Senses** Listen +12, Spot +12

**CR 11**

### Aura

#### Languages Common

**AC** 16, touch 10, flat-footed 15

(-1 size, +1 Dex, +6 natural)

**hp** 135 (15 HD); regeneration/fast healing; DR Half damage from piercing weapons

**Immune** cold, undead traits

**SR** 23

**Fort** +5, **Ref** +8, **Will** +11

**Speed** 40 ft. (40 squares), base movement 40 ft.

**Melee** Sting +9 (2d4+3 plus poison) and Bite +4(1d4+1 plus poison)

**Space** 5 ft.; **Reach** 10 ft.

**Base Atk** +11; **Grp** +18

**Atk Options** spells,

**Sorcerer Spells Known** (CL 14th):

6th (5/day)— *disintegrate*, *fleshshiver*

5th (6/day)— *arc of lightning*, *ball lightning*, *wall of force*,

4th (6/day)— *dimension door*, *greater invisibility*, *shadow well*, *stoneskin*

3rd (7/day)— *blacklight*, *dispel magic*, *fly*, *sonorous hum*

2nd (7/day)— *bone fiddle*, *false life*, *fireburst*, *glitterdust*, *scorching ray*

1st (7/day)— *backbiter*, *mage armor*, *magic missile*, *shield*, *true strike*

0 (6/day)— *acid splash*, *dancing lights*, *detect magic*, *ghost sound*, *light*, *mage hand*, *mending*, *read magic*, *touch of fatigue*

† Already cast

**Abilities** Str 16, Dex 13, Con -, Int 16, Wis 15, Cha 23

**SQ** detect thoughts, guarded thoughts,

**Feats** Alertness, Combat Casting, Dodge, Improved Initiative, Lightning Reflexes, Empower spell, Spell Focus Necromancy

**Skills** Bluff +12, Concentration +14, Diplomacy +7, Hide +11, Intimidate, +12, Listen +12, Sense Motive +8, Spellcraft +14, Spot +12

**Possessions** *Cloak of Charisma* +6, *Circlet of Persuasion*, *Rod of Extend- lesser*

**Poison (Ex)** A bone naga delivers its poison via successfully bite or sting attacks. The poison from its bite (Fortitude save DC 17) has the same initial and secondary damage (ad4 points of Strength damage). The poison from its sting (Fortitude save DC 17) is more virulent; its initial damage is 1d4 points of Constitution drain, and the secondary damage is 1d4 points of constitution damage.

**Spells** A bone naga casts spells as a 14<sup>th</sup>-level sorcerer (spells known 9/5/5/4/4/3/2/11 soekks.dat 6/7/7/7/6/6/5/3; save DC 13 + spell level

**Detect Thoughts (Su)** A bone naga can continuously detect the thought of those around it. This ability functions like a *detect thoughts* spell (caster level 9<sup>th</sup>; Will save DC 15), and it is always active.

**Guarded Thoughts (Ex)** Because of their ability to shield their thoughts, bone nagas are immune to any form of mind-reading.

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**Telepathy (Ex)** A bonenaga can communicate telepathically with any creature within 250 feet that has a language.

**Undead Traits** (A bone naga is immune to mind-affecting effects, poison, *sleep*, paralysis, stunning, disease, death effects, necromantic effects, and any effect that requires a Fortitude save unless

it also works on objects. It is not subject to critical hits, subdual damage, ability damage, ability drain, or death from massive damage. A bone naga cannot be raised, and resurrection works only if it is willing. The creature has darkvision (60 foot range).

*Possessions:*

## 4.1 FIRST VISIT

### WHEEP

CR 13

Male evolved, advanced wheep

Always LE small undead

**Init** +3; **Senses** Blindsight 60 ft., Darkvision 60ft, Listen +11 Spot +11

### Aura

**Languages** Common**AC** 32, touch 19, flat-footed 28

(+1 size, +3 Dex, +5 deflection, +12 natural)

**hp** 144 (16 HD); fast healing 10; DR5/magic and piercing**Immune** undead traits**Resist** turn resistance +4**Fort** +11, **Ref** +15, **Will** +18

### Weakness

**Speed** 20 ft. (6 squares), base movement 20 ft.**Melee** claws x2 +22 (1d8+9 plus poison tears) and bite +17 (1d6+4 plus poison tears)**Space** 5 ft.; **Reach** 5 ft.**Base Atk** +8; **Grp** +14**Atk Options** weeping dirge, poison tears**Abilities** Str 36, Dex 16, Con -, Int 6, Wis 14, Cha 22**SQ** Unholy grace**Feats** Dodge, Elusive Target Mobility, Multiattack, Quickened spell-like ability (*haste*)12 Weapon Focus [claws]**Skills** Hide +16, Listen +11, Move Silently 11, Spot +11**Possessions** combat gear

**Poison Tears (Ex)** The poison tears that continually pour from a wheep's empty eyes are actually an injury poison that coats the creature's claws and fills its mouth. Whenever a wheep succeeds on a claw or bite attack, its foe is subject to the poison—injury, Fortitude DC19, initial and secondary damage 1d6 Con. The save DC is Charisma-based. After an hour, the poisonous bile decomposes and evaporates, losing all efficacy.

**Unholy Grace (Su)** A wheep adds its Charisma modifier as a bonus on all its saving throws and as a deflection bonus to its Armor Class (already figured into the statistic above).

**Weeping Dirge (Su)** When it chooses (which is almost always, unless moving silently), a wheep can spend a free action each round crying and blubbering. All who hear the wheep's awful, grave-born sorrow must make DC19 Will saves or be shaken for the duration of the encounter. Once a particular creature saves against a wheep's dirge, that creature cannot be affected again by the same wheep for 24 hours. This is a sonic effect. The save DC is Charisma-based.

## 4.2 SECOND VISIT

### YOUNG BOY VISIT

CR 11

Male evolved corpsecrafted Qthmaren Rog2

CE small undead

**Init** +2; **Senses** Listen +18, Spot +17**Languages** Common**AC** 15, touch 12, flat-footed 14

(+1 size, +1 Dex, +3 natural)

**hp** 122 (12 HD); fast healing 4;**Immune** acid, undead traits**Resist** electricity 15, fire 15, turn undead +2**Fort** +3, **Ref** +9, **Will** +9**Speed** 20 ft. in base movement 20 ft.;**Melee** 2 slams +13 (1d6+5 plus 1d6 acid damage)**Space** 5 ft.; **Reach** 5 ft.**Base Atk** +6; **Grp** +7**Atk Options** horrifying gaze, sneak attack +1d6, spit blood**Special Actions** command undead**Abilities** Str 20, Dex 14, Con -, Int 13, Wis 14, Cha 15**SQ** caustic blood, trap finding**Feats** Alertness, Blind-Fight, Evasion, Lightning Reflexes, Power Attack, Weapon Focus (slam)**Skills** Climb +20, Hide +25, Listen +19, Move Silently +21, Search +14, Spot +19

**Caustic Blood (Ex)** Any target hit by a quth-maren's slam attack takes 1d6 points of additional acid damage from the creature's caustic blood. Creatures that hit a quth-maren with natural weapons or unarmed attacks also take 1d6 points of acid damage.

**Command Undead (Su)** A quth-maren commands undead as a 5<sup>th</sup>-level evil cleric. It cannot rebuke undead, but it can dispel turning or bolster other undead.

**Horrifying Gaze (Su)** A living creature within 30 feet that meets a quth-maren's deathless gaze must succeed on a Will save (DC17) or cower in fear. Cowering creatures lose their Dexterity bonus to Armor Class (if any) and can take no actions. Foes gain a +2 bonus on attack rolls to hit cowering characters.

**Spit Blood (Ex)** Once every 1d4 rounds, as a standard action, a quth-maren can spit a glob of its acidic blood as a grenadelike weapon attack. The quth-maren must make a ranged touch attack to hit its target. This attack has a range increment of 10 feet, with a maximum range of five range increments. The glob deals 2d6 points of acid damage on a direct hit, and 2 points of acid damage to all creatures within 5 feet of where it lands.

**Fast Healing (Ex)** A quth-maren regains lost hit points at the rate of 4 per round as long as it has at least 1 hit point. Fast healing does not restore hit points lost from starvation, thirst, or suffocation, and it does not allow a quth-maren to regrow or reattach lost body parts.

**Turn Resistance (Ex)** A quth-maren is treated as an undead with 2 more Hit Dice than it actually has for the purposes of turn, rebuke, command, or bolster attempts.

**Undead Traits** A quth-maren is immune to mind-affecting effects, poison, *sleep*, paralysis, stunning, disease, death effects, necromantic effects (unless they specifically affect undead), and any effect that requires a Fortitude save unless it also works on objects. It is not subject to critical hits, subdual damage, ability damage, ability drain, or death from massive damage. A quth-maren cannot be raised, and resurrection works only if it is willing. A quth-maren has darkvision 60-foot range)

**Skills** Quth-marens have a +4 racial bonus on Move Silently and Spot checks.

**YOUNG GIRL VISIT** **CR 9**  
Female advanced gloom golem  
Always NE small construct (evil, extraplanar)  
**Init** +2; **Senses** Darkvision 60 ft., Low-light vision, Listen +0, Spot +0  
**Languages** Common

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**AC** 22, touch 11, flat-footed 20  
(+1 size, +2 Dex, +8 natural)  
**hp** 174 (16 HD); DR 10/good  
**Immune** magic, mind-affecting spells and abilities, poison, sleep effects, paralysis, stunning, disease, death effects, necromancy effects, no massive damage, immune to any effect requiring a Fort save  
**Fort** +5, **Ref** +7, **Will** +5

---

**Speed** 20 ft., base movement 20 ft.  
**Melee** 2 claws +16 (1d8+4 plus 1d6 Cha) or spiked chain +16/+11/+6 (2d6+^ plus 1d6 Cha)  
**Space** 5 ft.; **Reach** 5 ft. (spiked chain up to 10 feet)  
**Base Atk** +12; **Grp** +15  
**Combat Gear** spiked chain  
**Special Actions** crushing despair, touch of woe  
**Abilities** Str 16, Dex 16, Con -, Int -, Wis 11 Cha 15  
**SQ** construct traits  
**Feats** -  
**Skills** Listen +0, Move Silently -7, Spot +0  
**Possessions** combat gear

**Crushing Despair (Su)** Creatures within 30 feet of a gloom golem who hear its incessant howl must succeed on a DC16 Will save or take a -2 penalty on attack rolls, saving throws, skill checks, ability checks, and weapon damage rolls. The penalties last until the golem is destroyed, for only then is the victim's despair lifted. A *good hope* spell counters this mind-affecting compulsion. The save DC is Charisma-based.

**Touch of Woe (Ex)** A creature wounded by a gloom golem must succeed on a DC 16 Will save or take 1d6 points of Charisma drain. As the creature loses Charisma, it becomes more miserable and withdrawn until, at 0 Charisma, it collapses into a nightmare filled coma. The save DC is Charisma-based.

**Skills** Due to its incessant howling, a gloom golem takes a -10 penalty on Move Silently checks.

### 4.3: THIRD VISIT

**YOUNG BOY VISIT** **CR 7**  
Male corpsecrafted, evolved entomber  
Always LE small undead  
**Init** +0; **Senses** Darkvision 60 ft., Listen +8, Spot +8  
**Languages** Common

---

**AC** 23, touch 11, flat-footed 23  
(+1 size, +0 Dex, +12 natural)  
**Miss Chance**  
**hp** 88 (8 HD); fast healing +3, DR 5/silver  
**Immune** undead traits  
**Fort** +4, **Ref** +4, **Will** +8  
**Weakness**

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**Speed** 20 ft. (6 squares), base movement 20 ft., burrow 10 ft.  
**Melee** Slam +14 (1d6+12)  
**Space** 5 ft.; **Reach** 5 ft.  
**Base Atk** +4; **Grp** +10  
**Special Actions** entomb, exhume, spell-like ability (*haste*)

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**Abilities** Str 29, Dex 10, Con -, Int 6, Wis 14, Cha 17  
**SQ** undead traits  
**Feats** Alertness, Great Fortitude, Lightning Reflexes  
**Skills** Hide +11, Listen +8, Move Silently +7, Spot +8

**Entomb (Su)** Whenever an entomber succeeds on a slam attack, it can attempt to entomb its foe. The foe must make a DC 16 Reflex save or be pounded bodily into a shallow grave. The save DC is Charisma-based. This ability doesn't work in locations with a basement or open level immediately below, nor can the creature entomb victims in magical, living, or animate materials, or materials with a hardness higher than 8.

The upthrust bulge of cracked flooring material, earth, or stone reveals the location of the victim to compatriots. Two standard actions spent clearing away the broken flooring material reveals the entombed victim, who can use his or her next action to stand from a prone (and dusty) position. Attempting to rescue a friend in this way can provoke attacks of opportunity.

The victim is treated as if pinned by an opponent (the earth) with a grappling check of 20. Breaking free of first the 'pin' and then the 'grapple' allows the victim to stand from a prone position on his or her next round. If compatriots of the victim have partially cleared away the covering material, then the victim need only make a single check before standing from the prone position. Each round the victim spends fully or partially entombed is a round in which the victim suffocates (see Suffocation, page 304 of the *Dungeon Master's Guide*)

**Exhume (Su)** When an entomber spends a standard action and touches the top of a grave or space where a creature is buried no deeper than 10 feet, the body immediately rises to the surface, leaving no hole or tunnel. A body is not harmed when brought to the surface in this manner.

**YOUNG GIRL VISIT** **CR 7**  
Female gloom golem

Always NE small construct (evil, extraplanar)  
**Init** +2; **Senses** Darkvision 60 ft., Low-light vision,  
Listen +0, Spot +0

**Languages** Common

**AC** 22, touch 11, flat-footed 20

(+1 size, +2 Dex, +8 natural)

**hp** 90 (8 HD); DR 10/good

**Immune** magic, mind-affecting spells and abilities,  
poison, sleep effects, paralysis, stunning, disease,  
death effects, necromancy effects, no massive  
damage, immune to any effect requiring a Fort  
save

**Fort** +3, **Ref** +5, **Will** +3

**Speed** 20 ft., base movement 20 ft.

**Melee** 2 claws +9 (1d8+4 plus 1d6 Cha) or spiked  
chain +9/+4 (2d6+^ plus 1d6 Cha)

**Space** 5 ft.; **Reach** 5 ft. (spiked chain up to 10 feet)

**Base Atk** +6; **Grp** +4

**Combat Gear** spiked chain

**Special Actions** crushing despair, touch of woe

**Abilities** Str 15, Dex 15, Con -, Int -, Wis 11 Cha 15

**SQ** construct traits

**Feats** -

**Skills** Listen +0, Move Silently -8, Spot +0

**Possessions** combat gear

**Crushing Despair (Su)** Creatures within 30 feet of a  
gloom golem who hear its incessant howl must  
succeed on a DC16 Will save or take a -2 penalty  
on attack rolls, saving throws, skill checks, ability  
checks, and weapon damage rolls. The penalties  
last until the golem is destroyed, for only then is the  
victim's despair lifted. A *good hope* spell counters  
this mind-affecting compulsion. The save DC is  
Charisma-based.

**Touch of Woe (Ex)** A creature wounded by a gloom  
golem must succeed on a DC 16 Will save or take  
1d6 points of Charisma drain. As the creature loses  
Charisma, it becomes more miserable and  
withdrawn until, at 0 Charisma, it collapses into a  
nightmare filled coma. The save DC is Charisma-  
based.

**Skills** Due to its incessant howling, a gloom golem  
takes a -10 penalty on Move Silently checks.

#### OTHER VISITS (2)

CR 5

Evolved corpse-crafted, plague walkers

Always CE small undead

**Init** -2; **Senses** Listen +10, Spot +1

**Languages** Common

**AC** 13, touch 9, flat-footed 15

(+1 size, -2 Dex, +4 natural)

**hp** 69 (6 HD); fast healing 3

**Immune** undead immunities

**Fort** +2, **Ref** +0, **Will** +6

**Speed** 10 ft. (2 squares), base movement 10 ft.

**Melee** 2 claws +12 each (1d6+4 plus diseased touch)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +3; **Grp** +7

**Atk Options** diseased touch

**Special Actions** putrid burst

**Abilities** Str 24, Dex 6, Con -, Int 4, Wis 13, Cha 3

**SQ** bloated target, spell-like ability (*haste*), undead  
traits

**Feats** Skill Focus (Listen), Toughness, Weapon  
Focus (claws),

**Skills** Climb +10, Listen +10, Spot +1

**Diseased Touch (Su)** Any living creature struck by a  
plague walker's claws must succeed on a DC13  
Fortitude save or be overcome with racking pain  
and nausea, causing that creature to become  
sickened for 1 minute. The save DC is  
Constitution-based. Creatures that have immunity  
to disease are not affected by this ability.

**Putrid Burst (Ex)** When reduced to one-quarter of its  
starting hit pints or fewer, a plague walker can use  
a swift action to explode. This burst has a 30-foot  
radius and deals 3d6 points of damage to  
everything in the area. All living creatures in the  
area are nauseated for 1 round; a DC 15 Reflex  
save halves the damage and negates the  
nauseated effect. The save DC is Constitution-  
based and includes a +2 racial bonus. If reduced to  
0 hit points before it can activate its putrid burst, a  
plague walker simply dissolves into a pile of rotting  
flesh.

**Bloated Target (Ex)** The -4 penalty for firing into  
melee does not apply to ranged attacks made  
against a plague walker. This penalty does,  
however, apply to other creatures in melee with it.

## 9: PUPPET SHOW

CHILD BRIDE

CR 7

Female advanced, evolved, corpse-crafted boneclaw

Always CE small undead

**Init** +8; **Senses** Darkvision 60 feet, Listen +19, Spot  
+19

**Languages** Common, Abyssal

**AC** 18, touch 15, flat-footed 14

(+1 size, +4 Dex, +3 natural)

**hp** 210 (14 HD); fast healing 3; DR 5/bludgeoning

**Immune** undead immunities, cold

**Resist** +2 turn resistance;

**Fort** +5, **Ref** +5 **Will** +10

**Speed** 30 ft. (6 squares), base movement 30 ft.

**Melee** 2 claws +14 (1d6+8\*)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +7; **Grp** +12

**Atk Options** Power Attack, reaching claws (10 feet)

**Special Actions** spell-like ability (*haste*)

**Abilities** Str 19, Dex 19, Con -, Int 14, Wis 14, Cha  
21

**SQ** Unholy toughness

**Feats** Combat Reflexes, Improved Initiative, Improved  
Natural Attack (claw), Power Attack, Toughness,  
Weapon Focus (claw)

**Skills** Hide +21, Intimidate +22, Move Silently +21,  
Listen +19 Search +19, Spot +19,

**Reaching Claws (Ex)** A boneclaw can make melee  
attacks with its bone claws, instantly extending  
them as part of an attack to a distance of up to 10



feet (thereby allowing the boneclaw to threaten more squares than it would otherwise be able to.

**Unholy Toughness (Ex)** A boneclaw gains a bonus to its hit points equal to its Charisma modifier x its Hit Dice

#### METAL KNIGHT

CR 7

Male reduced shadesteel golem

Always neutral small construct (extraplanar)

**Init** +3; **Senses** Darkvision 60 ft., Lowlight vision, Listen +0, Spot +0

**Languages** Common

**AC** 34, touch 14, flat-footed 31  
(+1 size, +3 Dex, +20 natural)

**hp** 95 (10 HD); DR 10/adamantine

**Immune** magic

**Fort** +3, **Ref** +6, **Will** +3

**Speed** 20 ft. (4 squares), base movement 20 ft., fly 20 ft. (perfect)

**Melee** 2 slams +12 (1d6+5)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +7; **Grp** +9

**Abilities** Str 19, Dex 16, Con -, Int -, Wis 10, Cha 6

**SQ** construct traits

**Feats** -

**Skills** Hide +19, Move Silently +19

**Immunity to Magic (Ex)** A shadesteel golem is immune to any spell, supernatural ability, or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below:

A magical effect that has the light descriptor (such as *continual flame*) causes the golem to speed up as if affected by the spell *haste* for 2d4 rounds. The golem is also hasted whenever it is subject to a positive energy effect, such as the turning attempt of a cleric. This might happen if the cleric has mistakenly identified the creature as a nightwalker or other undead, or if the golem is standing near undead.

If a shadesteel golem is targeted by or within the area of a spell with the darkness descriptor, the golem is healed of 1 point of damage per level of the spell.

**Shadow Blend (Su)** In any condition of illumination other than full daylight, a shadesteel golem can disappear into the shadows, giving it concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability, though a *daylight* spell does.

**Skills** A shadesteel golem has a +16 racial bonus on Move Silently checks and a +12 racial bonus on Hide checks.

**Note** Removed negative pulse wave (-2CR), removed 8HD (-2CR) in order to reduce CR by 4

#### STUFFED DOG

CR 7

Advanced spellwarped worg of legend

NE small magical aberration

**Init** +10; **Senses** Listen +13, Spot +12

**Languages** Common

**AC** 21, touch 17, flat-footed 15

(+1 size, +6 Dex, +4 natural)

**hp** 80 (7 HD); fast healing 5;

**SR** 15

**Fort** +15, **Ref** +14, **Will** +10

**Speed** 50 ft. (10 squares), base movement 50 ft.

**Melee** bite +12 (1d4+8 and Trip)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +6; **Grp** +12

**Atk Options**

**Special Actions** Trip

**Abilities** Str 27, Dex 23, Con 29, Int 12, Wis 16, Cha 14

**SQ** spell absorption, tomb-tainted soul

**Feats** Alertness Improved Initiative, Multi-Attack, Tomb-Tainted Soul, Track, Trip,

**Skills** Hide +18, Listen +13, Move Silently +15, Spot +12 Survival

**Spell Absorption (Su)** Whenever a spell fails to penetrate a spellwarped creature's spell resistance, the creature gains one of the following benefits, chosen at the time that the spell resolves.

*Might:* The spellwarped creature gains a +4 enhancement bonus to Strength for 1 minute.

*Agility:* The spellwarped creature gains a +4 enhancement bonus to Dexterity for 1 minute.

*Endurance:* The spellwarped creature gains a +4 enhancement bonus to Constitution for 1 minute.

*Life:* The spellwarped creature gains temporary hit points equal to 5 x the level of the failed spell.

*Speed:* The spellwarped creature's base speed increases by a number of feet equal to 5 x the level of the failed spell.

*Resistance:* The spellwarped creature gains resistance 10 to one energy type (acid, cold, electricity, fire, or sonic).

**Note:** Since this template affords the creature with 'significant combat bonuses' a +2 CR adjustment has been made.

#### BLACK BALL

CR 7

Advanced corpsecrafted, evolved vasuthant

Always CE small undead

**Init** +7; **Senses** Blindsight, Darkvision 60 ft., Listen +9, Spot +10

**Languages** Nil

**AC** 17, touch 14, flat-footed 14  
(+1 size, +3 Dex, +4 natural)

**hp** 196 (14HD); fast healing 3

**Immune** undead immunities, immune to acid, cold, light

**Resist** +2 turn resistance, electricity 5, fire 5;

**Fort** +6, **Ref** +7, **Will** +12

**Speed** fly 30 ft. (perfect) (6 squares),

**Melee** slam +14/+7 (1d4 +3) and up to 4 enervating crushes (1d4 plus 1d4 Str)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +4; **Grp** +3

**Atk Options** enervating crush, improved grab,

**Special Actions** reality distortion

**Abilities** Str 17, Dex 17, Con -, Int 4, Wis 12, Cha 16

**SQ** spell-like ability (see *invisibility*), trap light, undead traits, unholy toughness

**Feats** Flyby Attack, Greater Fortitude, Improved Grapple, Improved Initiative, Iron Will

**Skills** Hide +16\*, Listen +9 Spot +10,

**Enervating Crush (Su)** A successful grapple attempt by a vasuthant against a living creature of the same size or smaller pulls the victim into the center of the vasuthant. In that round and every round thereafter, a grappled victim takes 1d4 points of Strength damage. A creature reduced to 0 Strength by a vasuthant dies. This is a negative energy effect.

Every point of Strength damage dealt by a vasuthant heals the creature of 1 point of damage, or gives it 1 temporary hit point if the creature is at full normal hit points. These temporary hit points last for 10 minutes.

A vasuthant can grapple with one creature of its size, or can simultaneously grapple one or two creatures one size smaller or up to four creatures two or more sizes smaller. Creatures that become pinned are suspended inside the vasuthant while their life energy is crushed out of their bodies.

The use of its enervating crush ability does not prevent a vasuthant from making slam attacks or using its spell-like abilities.

**Improved Grab (Ex)** To use this ability, a vasuthant must first hit with its slam attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity. If it wins the grapple check, a vasuthant immediately employs its enervating crush attack.

**Reality Distortion (Ex)** A vasuthant has limited influence over the forces of time and reality. Three times per day (but only once per round), a vasuthant can take a free action to reroll any unfavorable die roll or force its opponent to reroll a favorable die roll. The vasuthant must accept the result of the roll.

**Immunity to Light (Ex)** Unlike many other undead creatures, the vasuthant is immune to any harmful effects of light, either natural or magical. All cleric spells of the Sun domain as well as other spells with the light descriptor (such as *daylight*) produce no adverse effects on a vasuthant.

**Trap Light (Ex)** A vasuthant effectively absorbs nearby magical and nonmagical light, creating a 60-foot emanation of shadow. All creatures within this area, including the vasuthant, gain concealment. Creatures with lowlight vision or darkvision can see normally within the area of the emanation. Light sources within the area are suppressed not dispelled. If a vasuthant moves out of range before the light source's duration expires, the light source illuminates again (though its illumination still cannot extend within the area of the vasuthant's trap light effect).

**Unholy Toughness (Ex)** A vasuthant gains a bonus to its hit points equal to its Charisma modifier x its Hit Dice.

**Skills** Vasuthants have a +2 racial bonus on Hide checks and Spot checks. \*A vasuthant gains a +4 racial bonus on Hide checks in areas of shadowy illumination. In areas of bright illumination, it takes a -4 penalty on Hide checks.

## 10: AND THAT'S THE SHOW

**THE RINGMASTER**

**CR 13**

Male bone naga, Sor2

LE large undead

**Init** +7; **Senses** Listen +12, Spot +12

**Aura**

**Languages** Common

**AC** 16, touch 10, flat-footed 15

(-1 size, +1 Dex, +6 natural)

**hp** 141 (17 HD); Half damage from piercing weapons

**Immune** cold, undead traits

**SR** 23

**Fort** +5, **Ref** +8, **Will** +14

**Speed** 40 ft. (40 squares), base movement 40 ft.

**Melee** Sting +10 (2d4+3 plus poison) and Bite +4(1d4+1 plus poison)

**Space** 5 ft.; **Reach** 10 ft.

**Base Atk** +12; **Grp** +19

**Atk Options** spells,

**Sorcerer Spells Known** (CL 14th):

7th (3/day)— *power word blind*, *wave of exhaustion*

6th (5/day)— *disintegrate*, *fleshshiver*

5th (6/day)— *arc of lightning*, *ball lightning*, *wall of force*,

4th (6/day)— *dimension door*, *greater invisibility*, *shadow well*, *stoneskin*

3rd (7/day)— *blacklight*, *dispel magic*, *fly*, *sonorous hum*

2nd (7/day)— *bone fiddle*, *false life*, *fireburst*, *glitterdust*, *scorching ray*

1st (7/day)— *backbiter*, *mage armor*, *magic missile*, *shield*, *true strike*

0 (6/day)— *acid splash*, *dancing lights*, *detect magic*, *ghost sound*, *light*, *mage hand*, *mending*, *read magic*, *touch of fatigue*

† Already cast

**Abilities** Str 16, Dex 13, Con -, Int 17, Wis 15, Cha 23

**SQ** detect thoughts, guarded thoughts,

**Feats** Alertness, Combat Casting, Dodge, Improved Initiative, Lightning Reflexes, Empower spell, Spell Focus Necromancy

**Skills** Bluff +16, Concentration +20, Diplomacy +7, Hide +11, Intimidate, +12, Listen +12, Sense Motive +8, Spellcraft +14, Spot +12

**Possessions** *Cloak of Charisma* +6, *Circlet of Persuasion*, *Rod of Extend- lesser*

**Poison (Ex)** A bone naga delivers its poison via successfully bite or sting attacks. The poison from its bite (Fortitude save DC 17) has the same initial and secondary damage (ad4 points of Strength damage). The poison from its sting (Fortitude save DC 17) is more virulent; its initial damage is 1d4 points of Constitution drain, and the secondary damage is 1d4 points of constitution damage.

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**Spells** A bone naga casts spells as a 14<sup>th</sup>-level sorcerer (spells known 9/5/5/4/4/3/2/1 spells/day 6/7/7/7/6/6/5/3; save DC 13 + spell level)

**Detect Thoughts (Su)** A bone naga can continuously detect the thought of those around it. This ability functions like a *detect thoughts* spell (caster level 9<sup>th</sup>; Will save DC 15), and it is always active.

**Guarded Thoughts (Ex)** Because of their ability to shield their thoughts, bone nagas are immune to any form of mind-reading.

**Telepathy (Ex)** A bonenaga can communicate telepathically with any creature within 250 feet that has a language.

**Undead Traits** (A bone naga is immune to mind-affecting effects, poison, *sleep*, paralysis, stunning, disease, death effects, necromantic effects, and any effect that requires a Fortitude save unless it also works on objects. It is not subject to critical hits, subdual damage, ability damage, ability drain, or death from massive damage. A bone naga cannot be raised, and resurrection works only if it is willing. The creature has darkvision (60 foot range).

*Possessions:*

**FIRST VISIT****WHEEP****CR 15**

Male evolved, advanced wheep

Always LE medium undead

**Init** +3; **Senses** Blindsight 60 ft., Darkvision 60ft, Listen +15 Spot +15**Aura****Languages** Common**AC** 30, touch 18, flat-footed 27

(+3 Dex, +5 deflection, +12 natural)

**hp** 240 (16 HD); fast healing 10; DR5/magic and piercing**Immune** undead traits**Resist** turn resistance +4**Fort** +15, **Ref** +19, **Will** +23**Weakness****Speed** 30 ft. (6 squares), base movement 30 ft.**Melee** claws x2 +25/20/15 (1d8+13 plus poison tears) and bite +20 (1d6+6 plus poison tears)**Space** 5 ft.; **Reach** 5 ft.**Base Atk** +12; **Grp** +25**Atk Options** weeping dirge, poison tears**Abilities** Str 30, Dex 16, Con -, Int 6, Wis 14, Cha 24**SQ** Unholy grace**Feats** Dodge, Elusive Target Force of Personality, Improved Toughness, Mobility, Multiattack, Positive Energy Resistance Quickened spell-like ability (*haste*) Weapon Focus [claws]**Skills** Hide +16, Listen +15, Move Silently 15, Spot +15**Possessions** combat gear**Poison Tears (Ex)** The poison tears that continually pour from a wheep's empty eyes are actually an injury poison that coats the creature's claws and fills its mouth. Whenever a wheep succeeds on a claw or bite attack, its foe is subject to the poison—injury, Fortitude DC19, initial and secondary damage 1d6 Con. The save DC is Charisma-based. After an hour, the poisonous bile decomposes and evaporates, losing all efficacy.**Unholy Grace (Su)** A wheep adds its Charisma modifier as a bonus on all its saving throws and as a deflection bonus to its Armor Class (already figured into the statistic above).**Weeping Dirge (Su)** When it chooses (which is almost always, unless moving silently), a wheep can spend a free action each round crying and blubbering. All who hear the wheep's awful, grave-born sorrow must make DC19 Will saves or be shaken for the duration of the encounter. Once a particular creature saves against a wheep's dirge, that creature cannot be affected again by the same wheep for 24 hours. This is a sonic effect. The save DC is Charisma-based.**SECOND VISIT****YOUNG BOY VISIT****CR 13**

Male evolved corpsecrafted Qthmaren Rog3

CE small undead

**Init** +2; **Senses** Listen +20, Spot +19**Languages** Common**AC** 15, touch 12, flat-footed 14

(+1 size, +1 Dex, +3 natural)

**hp** 128 (14 HD); fast healing 4;**Immune** acid, undead traits**Resist** electricity 15, fire 15, turn undead +2**Fort** +4, **Ref** +9, **Will** +10**Speed** 20 ft. in base movement 20 ft.;**Melee** 2 slams +14 (1d6+5 plus 1d6 acid damage)**Space** 5 ft.; **Reach** 5 ft.**Base Atk** +7; **Grp** +8**Atk Options** horrifying gaze, sneak attack +2d6, spit blood**Special Actions** command undead**Abilities** Str 20, Dex 14, Con -, Int 13, Wis 14, Cha 15**SQ** caustic blood, trap finding, trap sense +1**Feats** Alertness, Blind-Fight, Evasion, Lightning Reflexes, Power Attack, Weapon Focus (slam)**Skills** Climb +21, Hide +22, Listen +20, Move Silently +24, Search +13, Spot +19**Caustic Blood (Ex)** Any target hit by a quth-maren's slam attack takes 1d6 points of additional acid damage from the creature's caustic blood. Creatures that hit a quth-maren with natural weapons or unarmed attacks also take 1d6 points of acid damage.**Command Undead (Su)** A quth-maren commands undead as a 5<sup>th</sup>-level evil cleric. It cannot rebuke undead, but it can dispel turning or bolster other undead.**Horrifying Gaze (Su)** A living creature within 30 feet that meets a quth-maren's deathless gaze must succeed on a Will save (DC17) or cower in fear. Cowering creatures lose their Dexterity bonus to Armor Class (if any) and can take no actions. Foes gain a +2 bonus on attack rolls to hit cowering characters.**Spit Blood (Ex)** Once every 1d4 rounds, as a standard action, a quth-maren can spit a glob of its acidic blood as a grenadelike weapon attack. The quth-maren must make a ranged touch attack to hit its target. This attack has a range increment of 10 feet, with a maximum range of five range increments. The glob deals 2d6 points of acid damage on a direct hit, and 2 points of acid damage to all creatures within 5 feet of where it lands.**Fast Healing (Ex)** A wuth-maren regains lost hit points at the rate of 4 per round as long as it has at least 1 hit point. Fast healing does not restore hit points lost from starvation, thirst, or suffocation, and it does not allow a quth-maren to regrow or reattach lost body parts.**Turn Resistance (Ex)** A quth-maren is treated as an undead with 2 more Hit Dice than it actually has for

the purposes of turn, rebuke, command, or bolster attempts.

**Undead Traits** A quth-maren is immune to mind-affecting effects, poison, *sleep*, paralysis, stunning, disease, death effects, necromantic effects (unless they specifically affect undead), and any effect that requires a Fortitude save unless it also works on objects. It is not subject to critical hits, subdual damage, ability damage, ability drain, or death from massive damage. A quth-maren cannot be raised, and resurrection works only if it is willing. A quth-maren has darkvision 60-foot range)

**Skills** Quth-marens have a +4 racial bonus on Move Silently and Spot checks.

#### DEATH SHRIEKER

CR 11

Female reduced deathshrieker

Always CE small undead (incorporeal)

**Init** +10; **Senses** Listen +11, Spot +1+11,

**Languages** Common

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**AC** 24, touch 24, flat-footed 18

(+1 size, +6 Dex, +5 deflection, +2 profane)

**Miss Chance** 50%

**hp** 53 (6 HD);

**Immune** to mind-affecting spells and abilities, poison, sleep effects, paralysis, stunning, disease, death effects, takes no damage from physical ability scores, immune to fatigue and exhaustion, immune to any effect requiring a Fortitude save, no massive damage

**Resist** +4 turn resistance;

**Fort** +2, **Ref** +8, **Will** +9

**Weakness** silence vulnerability

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**Speed** fly 40 ft (good);

**Melee** incorporeal touch +7/+2 (damage)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +6 **Grp** -

**Atk Options** Death rattle, scream of the dying

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**Abilities** Str -, Dex 23, Con -, Int 8, Wis 14, Cha 19

**SQ** Charisma drain, death's grace, incorporeal traits, undead traits

**Feats** Alertness, Improved Initiative Iron Will

**Skills** Hide +11, Intimidate +12, Listen +11, Search +7, Spot +11,

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**Charisma Drain (Su)** An individual struck by a deathshrieker must make a DC 17 Fortitude save or permanently lose 1d4 points of Charisma (2d4 points on a critical hit). The deathshrieker deals 5 points of damage (10 on a critical hit) whenever it drains Charisma, gaining any excess as temporary hit points. The save DC is Charisma-based.

**Death Rattle (Su)** When a deathshrieker is reduced to 0 hit points, it releases a final, devastating shriek. All living creatures within a 300-foot spread must succeed on a DC 17 Will save or gain 1d4 negative levels. Creatures that cannot hear or are under the effect of a *silence* spell gain a +4 bonus on the save to resist this effect. The save DC is Charisma-based.

**Scream of the Dying (Su)** Once per day, as a full-round action, a deathshrieker can release a soul-

numbing scream that lasts for up to 3 rounds. After this first round, a deathshrieker can use a standard action to sustain the scream. This attack affects all living creatures within a 30-foot spread centered on the deathshrieker, or within a 60-foot cone extending from the deathshrieker, at the creature's option. Once the deathshrieker chooses the shape of this effect, it must maintain that effect for all three rounds. In the case of a cone, it can aim in a single direction during its turn. Creatures caught in this area must make a DC19 Will save or suffer the effects described below. The save DC is Charisma-based. Creatures that cannot hear or are under the effect of a *silence* spell gain a +4 bonus on their Will saves. The effects are cumulative and concurrent:

*Round 1:* The creature is deafened for 1d4 rounds.

*Round 2:* The creature is stunned for 1d3 rounds.

*Round 3:* The creature suffers the effects of insanity, as the spell cast by an 18<sup>th</sup>-level sorcerer.

This effect is so loud that normal conversation is impossible. Spellcasters who attempt to cast spells with a verbal component must make a DC19 Concentration check or the spell is negated

**Death's Grace (Ex)** A deathshrieker gains a +1 profane bonus to AC for every 3 Hit Dice it possesses.

**Silence Vulnerability (Su)** Deathshriekers cannot abide silence and are harmed by it. To even into the radius of a *silence* spell, a deathshrieker must make a Will save (DC 12 + caster level). Each round that a deathshrieker remains within the area of a *silence* spell, it takes 1d10 points of damage (Will save for half).

Note: Removed 12 HD (-3CR) and Despair (-1CR) to reduce CR by 4. Saves for other abilities have also been recalculated to account for reduced HD and Cha.

### 4.3: THIRD VISIT

#### YOUNG BOY VISIT

CR 9

Male advanced corpsecrafted Qthmaren Rog1

CE small undead

**Init** +1; **Senses** Listen +15, Spot +14

**Languages** Common

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**AC** 15, touch 12, flat-footed 14

(+1 size, +1 Dex, +3 natural)

**hp** 114 (11 HD); fast healing 4;

**Immune** acid, undead traits

**Resist** electricity 15, fire 15, turn undead +2

**Fort** +3, **Ref** +6, **Will** +9

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**Speed** 20 ft. in base movement 20 ft.;

**Melee** 2 slams +12 (1d6+5 plus 1d6 acid damage)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +5; **Grp** +6

**Atk Options** horrifying gaze, spit blood

**Special Actions** command undead

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**Abilities** Str 20, Dex 13, Con -, Int 13, Wis 14, Cha 15

**SQ** caustic blood,

**Feats** Alertness, Blind-Fight, Power Attack, Weapon Focus (slam)

**Skills** Climb +19, Hide +20, Listen +17, Move Silently +20, Search +13, Spot +15

**Caustic Blood (Ex)** Any target hit by a quth-maren's slam attack takes 1d6 points of additional acid damage from the creature's caustic blood. Creatures that hit a quth-maren with natural weapons or unarmed attacks also take 1d6 points of acid damage.

**Command Undead (Su)** A quth-maren commands undead as a 5<sup>th</sup>-level evil cleric. It cannot rebuke undead, but it can dispel turning or bolster other undead.

**Horrorifying Gaze (Su)** A living creature within 30 feet that meets a quth-maren's deathless gaze must succeed on a Will save (DC17) or cower in fear. Cowering creatures lose their Dexterity bonus to Armor Class (if any) and can take no actions. Foes gain a +2 bonus on attack rolls to hit cowering characters.

**Spit Blood (Ex)** Once every 1d4 rounds, as a standard action, a quth-maren can spit a glob of its acidic blood as a grenadelike weapon attack. The quth-maren must make a ranged touch attack to hit its target. This attack has a range increment of 10 feet, with a maximum range of five range increments. The glob deals 2d6 points of acid damage on a direct hit, and 2 points of acid damage to all creatures within 5 feet of where it lands.

**Fast Healing (Ex)** A quth-maren regains lost hit points at the rate of 4 per round as long as it has at least 1 hit point. Fast healing does not restore hit points lost from starvation, thirst, or suffocation, and it does not allow a quth-maren to regrow or reattach lost body parts.

**Turn Resistance (Ex)** A quth-maren is treated as an undead with 2 more Hit Dice than it actually has for the purposes of turn, rebuke, command, or bolster attempts.

**Undead Traits** A quth-maren is immune to mind-affecting effects, poison, *sleep*, paralysis, stunning, disease, death effects, necromantic effects (unless they specifically affect undead), and any effect that requires a Fortitude save unless it also works on objects. It is not subject to critical hits, subdual damage, ability damage, ability drain, or death from massive damage. A quth-maren cannot be raised, and resurrection works only if it is willing. A quth-maren has darkvision 60-foot range)

**Skills** Quth-marens have a +4 racial bonus on Move Silently and Spot checks.

#### YOUNG GIRL VISIT

CR 9

Female advanced gloom golem

Always NE small construct (evil, extraplanar)

**Init** +2; **Senses** Darkvision 60 ft., Low-light vision, Listen +0, Spot +0

**Languages** Common

**AC** 22, touch 11, flat-footed 20  
(+1 size, +2 Dex, +8 natural)

**hp** 174 (16 HD); **DR** 10/good

**Immune** magic, mind-affecting spells and abilities, poison, sleep effects, paralysis, stunning, disease, death effects, necromancy effects, no massive damage, immune to any effect requiring a Fort save

**Fort** +5, **Ref** +7, **Will** +5

**Speed** 20 ft., base movement 20 ft.

**Melee** 2 claws +16 (1d8+4 plus 1d6 Cha) or spiked chain +16/+11/+6 (2d6+<sup>4</sup> plus 1d6 Cha)

**Space** 5 ft.; **Reach** 5 ft. (spiked chain up to 10 feet)

**Base Atk** +12; **Grp** +15

**Combat Gear** spiked chain

**Special Actions** crushing despair, touch of woe

**Abilities** Str 16, Dex 16, Con -, Int -, Wis 11 Cha 15

**SQ** construct traits

**Feats** -

**Skills** Listen +0, Move Silently -7, Spot +0

**Possessions** combat gear

**Crushing Despair (Su)** Creatures within 30 feet of a gloom golem who hear its incessant howl must succeed on a DC16 Will save or take a -2 penalty on attack rolls, saving throws, skill checks, ability checks, and weapon damage rolls. The penalties last until the golem is destroyed, for only then is the victim's despair lifted. A *good hope* spell counters this mind-affecting compulsion. The save DC is Charisma-based.

**Touch of Woe (Ex)** A creature wounded by a gloom golem must succeed on a DC 16 Will save or take 1d6 points of Charisma drain. As the creature loses Charisma, it becomes more miserable and withdrawn until, at 0 Charisma, it collapses into a nightmare filled coma. The save DC is Charisma-based.

**Skills** Due to its incessant howling, a gloom golem takes a -10 penalty on Move Silently checks.

#### OTHER VISITS (2)

CR 7

Advanced Evolved corpse-crafted, plague walkers

Always CE small undead

**Init** -1; **Senses** Listen +11, Spot +3

**Languages** Common

**AC** 13, touch 10, flat-footed 15

(+1 size, -1 Dex, +4 natural)

**hp** 157 (10 HD); fast healing 3

**Immune** undead immunities

**Fort** +4, **Ref** +3, **Will** +10

**Speed** 10 ft. (2 squares), base movement 10 ft.

**Melee** 2 claws +16/+1 each (1d6+7 plus diseased touch)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +7; **Grp** +10

**Atk Options** diseased touch, Power Attack, Improved Bull Rush

**Special Actions** putrid burst

**Abilities** Str 24, Dex 8, Con -, Int 4, Wis 13, Cha 3

**SQ** bloated target, spell-like ability (*haste*), undead traits

**Feats** Improved Bull Rush, Power AttackSkill Focus (Listen), Toughness, Weapon Focus (claws),  
**Skills** Climb +12, Listen +11, Spot +3

**Diseased Touch (Su)** Any living creature struck by a plague walker's claws must succeed on a DC13 Fortitude save or be overcome with racking pain and nausea, causing that creature to become sickened for 1 minute. The save DC is Constitution-based. Creatures that have immunity to disease are not affected by this ability.

**Putrid Burst (Ex)** When reduced to one-quarter of its starting hit points or fewer, a plague walker can use a swift action to explode. This burst has a 30-foot radius and deals 3d6 points of damage to everything in the area. All living creatures in the area are nauseated for 1 round; a DC 15 Reflex save halves the damage and negates the nauseated effect. The save DC is Constitution-based and includes a +2 racial bonus. If reduced to 0 hit points before it can activate its putrid burst, a plague walker simply dissolves into a pile of rotting flesh.

**Bloated Target (Ex)** The -4 penalty for firing into melee does not apply to ranged attacks made against a plague walker. This penalty does, however, apply to other creatures in melee with it

## 9: PUPPET SHOW

**CHILD BRIDE** **CR 9**  
Female advanced, evolved, corpse-crafted boneclaw  
Ftr1

Always CE small undead

**Init** +9; **Senses** Darkvision 60 feet, Listen +23, Spot +23

**Languages** Common, Abyssal

**AC** 19, touch 16, flat-footed 14  
(+1 size, +5 Dex, +3 natural)

**hp** 284 (14 HD); fast healing 3; DR 5/bludgeoning

**Immune** undead immunities, cold

**Resist** +2 turn resistance;

**Fort** +8, **Ref** +7 **Will** +12

**Speed** 30 ft. (6 squares), base movement 30 ft.

**Melee** 2 claws +14 (1d6+8\*)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +7; **Grp** +12

**Atk Options** Power Attack, reaching claws (10 feet)

**Special Actions** spell-like ability (*haste*)

**Abilities** Str 19, Dex 20, Con -, Int 14, Wis 14, Cha 21

**SQ** Unholy toughness

**Feats** Combat Reflexes, Improved Initiative, Improved Natural Attack (claw), Improved Two-Weapon Fighting, Power Attack, Toughness, Weapon Focus (claw)

**Skills** Hide +30, Intimidate +26, Move Silently +26, Listen +23Search +23, Spot +23,

**Reaching Claws (Ex)** A boneclaw can make melee attacks with its bone claws, instantly extending them as part of an attack to a distance of up to 10

feet (thereby allowing the boneclaw to threaten more squares than it would otherwise be able to.

**Unholy Toughness (Ex)** A boneclaw gains a bonus to its hit points equal to its Charisma modifier x its Hit Dice

### METAL KNIGHT

**CR 9**

Male reduced shadesteel golem

Always neutral small construct (extraplanar)

**Init** +3; **Senses** Darkvision 60 ft., Lowlight vision, Listen +0, Spot +0

**Languages** Common

**AC** 34, touch 14, flat-footed 31

(+1 size, +3 Dex, +20 natural)

**hp** 155 (18 HD); DR 10/adamantine

**Immune** magic

**Fort** +6, **Ref** +9, **Will** +6

**Speed** 20 ft. (4 squares), base movement 20 ft., fly 20 ft. (perfect)

**Melee** 2 slams +19 (1d6+5)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +13; **Grp** +16

**Abilities** Str 20, Dex 16, Con -, Int -, Wis 11, Cha 7

**SQ** construct traits

**Feats** -

**Skills** Hide +19, Move Silently +19

**Immunity to Magic (Ex)** A shadesteel golem is immune to any spell, supernatural ability, or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below:

A magical effect that has the light descriptor (such as *continual flame*) causes the golem to speed up as if affected by the spell *haste* for 2d4 rounds. The golem is also hasted whenever it is subject to a positive energy effect, such as the turning attempt of a cleric. This might happen if the cleric has mistakenly identified the creature as a nightwalker or other undead, or if the golem is standing near undead.

If a shadesteel golem is targeted by or within the area of a spell with the darkness descriptor, the golem is healed of 1 point of damage per level of the spell.

**Shadow Blend (Su)** In any condition of illumination other than full daylight, a shadesteel golem can disappear into the shadows, giving it concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability, though a *daylight* spell does.

**Skills** A shadesteel golem has a +16 racial bonus on Move Silently checks and a +12 racial bonus on Hide checks.

**Note** Removed negative pulse wave (-2CR), in order to reduce CR by 2

### STUFFED DOG

**CR 9**

Spellwarped worg of legend

NE small magical aberration

**Init** +8; **Senses** Darkvision 60 ft., Lowlight Vision, Listen +8, Spot +8



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**Languages** Common

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**AC** 24, touch 17, flat-footed 18  
(+1 size, +6 Dex, +7 natural)

**hp** 99 (6 HD); fast healing 5;

**Immune** cold

**SR** 17

**Fort** +15, **Ref** +14, **Will** +10

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**Speed** 50 ft. (10 squares), base movement 50 ft.

**Melee** bite +16 (1d4+9 plus poison – DC23 Fortitude  
1d6Str/1d6Str; and Trip)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +6; **Grp** +12

**Atk Options**

**Special Actions** Trip

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**Abilities** Str 28, Dex 21, Con 30, Int 11, Wis 15, Cha 14

**SQ** spell absorption, tomb-tainted soul

**Feats** Alertness, Improved Initiative, Multi-Attack,  
Track, Trip,

**Skills** Hide +12\*, Listen +8, Move Silently +12,  
Spot +8, Survival +4\*

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**Spell Absorption (Su)** Whenever a spell fails to penetrate a spellwarped creature's spell resistance, the creature gains one of the following benefits, chosen at the time that the spell resolves.

*Might:* The spellwarped creature gains a +4 enhancement bonus to Strength for 1 minute.

*Agility:* The spellwarped creature gains a +4 enhancement bonus to Dexterity for 1 minute.

*Endurance:* The spellwarped creature gains a +4 enhancement bonus to Constitution for 1 minute.

*Life:* The spellwarped creature gains temporary hit points equal to 5 x the level of the failed spell.

*Speed:* The spellwarped creature's base speed increases by a number of feet equal to 5 x the level of the failed spell.

*Resistance:* The spellwarped creature gains resistance 10 to one energy type (acid, cold, electricity, fire, or sonic).

**Note:** Since the spellwarped template affords the creature with 'significant combat bonuses' a +2 CR adjustment has been made.

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**BLACK BALL****CR 9**

Advanced corpsecrafted, evolved vasuthant

Always CE small undead

**Init** +8; **Senses** Blindsight, Darkvision 60 ft., Listen +9, Spot +10

**Languages** Nil

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**AC** 19, touch 14, flat-footed 16

(+1 size, +3 Dex, +5 natural)

**hp** 236 (22HD); fast healing 3

**Immune** undead immunities, immune to acid, cold, light

**Resist** +2 turn resistance, electricity 5, fire 5;

**Fort** +9, **Ref** +11, **Will** +16

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**Speed** fly 30 ft. (perfect) (6 squares),

**Melee** slam +15/+8 (1d4 +4) and up to 4 enervating  
crushes (1d4 plus 1d4 Str)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +16; **Grp** +15

**Atk Options** enervating crush, improved grab,

**Special Actions** reality distortion

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**Abilities** Str 18, Dex 18, Con -, Int 4, Wis 12, Cha 16

**SQ** spell-like ability (see *invisibility*), trap light, undead traits, unholy toughness

**Feats** Flyby Attack, Greater Fortitude, Hover, Improved Grapple, Improved Initiative, Improved Natural Armor, Iron Will

**Skills** Hide +17\*, Listen +9 Spot +10,

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**Enervating Crush (Su)** A successful grapple attempt by a vasuthant against a living creature of the same size or smaller pulls the victim into the center of the vasuthant. In that round and every round thereafter, a grappled victim takes 1d4 points of Strength damage. A creature reduced to 0 Strength by a vasuthant dies. This is a negative energy effect.

Every point of Strength damage dealt by a vasuthant heals the creature of 1 point of damage, or gives it 1 temporary hit point if the creature is at full normal hit points. These temporary hit points last for 10 minutes.

A vasuthant can grapple with one creature of its size, or can simultaneously grapple one or two creatures one size smaller or up to four creatures two or more sizes smaller. Creatures that become pinned are suspended inside the vasuthant while their life energy is crushed out of their bodies.

The use of its enervating crush ability does not prevent a vasuthant from making slam attacks or using its spell-like abilities.

**Improved Grab (Ex)** To use this ability, a vasuthant must first hit with its slam attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity. If it wins the grapple check, a vasuthant immediately employs its enervating crush attack.

**Reality Distortion (Ex)** A vasuthant has limited influence over the forces of time and reality. Three times per day (but only once per round), a vasuthant can take a free action to reroll any unfavorable die roll or force its opponent to reroll a favorable die roll. The vasuthant must accept the result of the roll.

**Immunity to Light (Ex)** Unlike many other undead creatures, the vasuthant is immune to any harmful effects of light, either natural or magical. All cleric spells of the Sun domain as well as other spells with the light descriptor (such as *daylight*) produce no adverse effects on a vasuthant.

**Trap Light (Ex)** A vasuthant effectively absorbs nearby magical and nonmagical light, creating a 60-foot emanation of shadow. All creatures within this area, including the vasuthant, gain concealment. Creatures with lowlight vision or darkvision can see normally within the area of the emanation. Light sources within the area are suppressed not dispelled. If a vasuthant moves out of range before the light source's duration expires, the light source illuminates again (though its

illumination still cannot extend within the area of the vasuthant's trap light effect).

**Unholy Toughness (Ex)** A vasuthant gains a bonus to its hit points equal to its Charisma modifier x its Hit Dice.

**Skills** Vasuthants have a +2 racial bonus on Hide checks and Spot checks. \*A vasuthant gains a +4 racial bonus on Hide checks in areas of shadowy illumination. In areas of bright illumination, it takes a -4 penalty on Hide checks.

## 10: AND THAT'S THE SHOW

### THE RINGMASTER

CR 15

Male bone naga, Sor4

LE large undead

**Init** +7; **Senses** Listen +12, Spot +12

**Aura**

**Languages** Common

**AC** 16, touch 10, flat-footed 15

(-1 size, +1 Dex, +6 natural)

**hp** 147 (19 HD); Half damage from piercing weapons

**Immune** cold, undead traits

**SR** 23

**Fort** +6, **Ref** +9, **Will** +18

**Speed** 40 ft. (40 squares), base movement 40 ft.

**Melee** Sting +11 (2d4+3 plus poison) and Bite +6(1d4+1 plus poison)

**Space** 5 ft.; **Reach** 10 ft.

**Base Atk** +13; **Grp** +20

**Atk Options** spells,

**Sorcerer Spells Known** (CL 14th):

7th (3/day)— *power word blind*, *wave of exhaustion*, *spell-turning*

6th (5/day)— *disintegrate*, *fleshshiver*, *globe of invulnerability*

5th (6/day)— *arc of lightning*, *ball lightning*, *wall of force*, *contingent energy resistance*

4th (6/day)— *dimension door*, *greater invisibility*, *shadow well*, *stoneskin*

3rd (7/day)— *blacklight*, *dispel magic*, *fly*, *sonorous hum*

2nd (7/day)— *bone fiddle*, *false life*, *fireburst*, *glitterdust*, *scorching ray*

1st (7/day)— *backbiter*, *mage armor*, *magic missile*, *shield*, *true strike*

0 (6/day)— *acid splash*, *dancing lights*, *detect magic*, *ghost sound*, *light*, *mage hand*, *mending*, *read magic*, *touch of fatigue*

† Already cast

**Abilities** Str 16, Dex 13, Con -, Int 17, Wis 15, Cha 23

**SQ** detect thoughts, guarded thoughts,

**Feats** Alertness, Combat Casting, Corpse Crafter, Dodge, Improved Initiative, Lightning Reflexes, Empower spell, Spell Focus Necromancy

**Skills** Bluff +16, Concentration +22, Diplomacy +20, Hide +11, Intimidate, +12, Listen +12, Sense Motive +8, Spellcraft +14, Spot +12

**Possessions** *Cloak of Charisma* +6, *Circlet of Persuasion*, *Rod of Extend- lesser*

**Poison (Ex)** A bone naga delivers its poison via successfully bite or sting attacks. The poison from its bite (Fortitude save DC 17) has the same initial and secondary damage (ad4 points of Strength damage). The poison from its sting (Fortitude save DC 17) is more virulent; its initial damage is 1d4 points of Constitution drain, and the secondary damage is 1d4 points of constitution damage.

**Spells** A bone naga casts spells as a 14<sup>th</sup>-level sorcerer (spells known 9/5/5/4/4/3/2/1/1 spells/day 6/7/7/7/6/6/5/3; save DC 13 + spell level)

**Detect Thoughts (Su)** A bone naga can continuously detect the thought of those around it. This ability functions like a *detect thoughts* spell (caster level 9<sup>th</sup>; Will save DC 15), and it is always active.

**Guarded Thoughts (Ex)** Because of their ability to shield their thoughts, bone nagas are immune to any form of mind-reading.

**Telepathy (Ex)** A bonenaga can communicate telepathically with any creature within 250 feet that has a language.

**Undead Traits** (A bone naga is immune to mind-affecting effects, poison, *sleep*, paralysis, stunning, disease, death effects, necromantic effects, and any effect that requires a Fortitude save unless it also works on objects. It is not subject to critical hits, subdual damage, ability damage, ability drain, or death from massive damage. A bone naga cannot be raised, and resurrection works only if it is willing. The creature has darkvision (60 foot range).

## FIRST VISIT

**WHEEP**

CR 17

Male evolved, advanced wheep monk2

Always LE medium undead

**Init** +3; **Senses** Blindsight 60 ft., Darkvision 60ft,  
Listen +16 Spot +16**Aura****Languages** Common**AC** 30, touch 18, flat-footed 27

(+3 Dex, +5 deflection, +12 natural)

**hp** 254 (26 HD); fast healing 10; DR7/magic and  
piercing**Immune** undead traits**Resist** turn resistance +4**Fort** +15, **Ref** +19, **Will** +23**Weakness****Speed** 30 ft. (6 squares), base movement 30 ft.**Melee** claws x2 +25/20/15 (1d8+13 plus poison tears)  
and bite +20 (1d6+6 plus poison tears)**Space** 5 ft.; **Reach** 5 ft.**Base Atk** +13; **Grp** +26**Atk Options** flurry of blows (-1/-1 atk bonus, 1d6+13  
dmg) poison tears, stunning fist (2/day – DC 13  
Fort);weeping dirge,**Abilities** Str 36, Dex 16, Con -, Int 6, Wis 14, Cha 24  
**SQ** Unholy grace**Feats** Combat Reflexes, Dodge, Elusive Target  
Evasion, Flurry of Blows, Force of Personality,  
Improved Toughness, Mobility, Multiattack, Positive  
Energy ResistanceQuickened spell-like ability  
(haste) Stunning FistUnarmed Strike, Weapon  
Focus [claws]**Skills** Hide +17, Listen +16, Move Silently 16, Spot  
+16**Possessions** combat gear**Poison Tears (Ex)** The poison tears that continually  
pour from a wheep's empty eyes are actually an  
injury poison that coats the creature's claws and  
fills its mouth. Whenever a wheep succeeds on a  
claw or bite attack, its foe is subject to the poison—  
injury, Fortitude DC19, initial and secondary  
damage 1d6 Con. The save DC is Charisma-  
based. After an hour, the poisonous bile  
decomposes and evaporates, losing all efficacy.**Unholy Grace (Su)** A wheep adds its Charisma  
modifier as a bonus on all its saving throws and as  
a deflection bonus to its Armor Class (already  
figured into the statistic above).**Weeping Dirge (Su)** When it chooses (which is  
almost always, unless moving silently), a wheep  
can spend a free action each round crying and  
blubbering. All who hear the wheep's awful, grave-  
born sorrow must make DC19 Will saves or be  
shaken for the duration of the encounter. Once a  
particular creature saves against a wheep's dirge,  
that creature cannot be affected again by the same  
wheep for 24 hours. This is a sonic effect. The  
save DC is Charisma-based.

## SECOND VISIT

**YOUNG BOY VISIT**

CR 15

Male evolved corpsecrafted Qthmaren Rog6

CE small undead

**Init** +2; **Senses** Listen +22, Spot +19**Languages** Common**AC** 15, touch 12, flat-footed 14

(+1 size, +1 Dex, +3 natural)

**hp** 140 (16 HD); fast healing 4;**Immune** acid, undead traits**Resist** electricity 15, fire 15, turn undead +2**Fort** +5, **Ref** +9, **Will** +10**Speed** 20 ft. in base movement 20 ft.;**Melee** 2 slams +16 (1d6+5 plus 1d6 acid damage)**Space** 5 ft.; **Reach** 5 ft.**Base Atk** +9; **Grp** +9**Atk Options** horrifying gaze, sneak attack +3d6, spit  
blood**Special Actions** command undead**Abilities** Str 20, Dex 15, Con -, Int 13, Wis 14, Cha  
15**SQ** caustic blood, trap finding, trap sense +1**Feats** Alertness, Blind-Fight, Evasion, Lightning  
Reflexes, Power Attack, Uncanny Dodge, Weapon  
Focus (slam)**Skills** Climb +24, Hide +29, Listen +23, Move Silently  
+25, Search +21, Spot +23**Caustic Blood (Ex)** Any target hit by a quth-maren's  
slam attack takes 1d6 points of additional acid  
damage from the creature's caustic blood. Cretures  
that hit a quth-maren with natural weapons or  
unarmed attacks also take 1d6 points of acid  
damage.**Command Undead (Su)** A quth-maren commands  
undead as a 5<sup>th</sup>-level evil cleric. It cannot rebuke  
undead, but it can dispel turning or bolster other  
undead.**Horrifying Gaze (Su)** A living creature within 30 feet  
that meets a quth-maren's deathless gaze must  
succeed on a Will save (DC17) or cower in fear.  
Cowering creatures lose their Dexterity bonus to  
Armor Class (if any) and can take no actions. Foes  
gain a +2 bonus on attack rolls to hit cowering  
characters.**Spit Blood (Ex)** Once every 1d4 rounds, as a  
standard action, a quth-maren can spit a glob of its  
acidic blood as a grenadelike weapon attack. The  
quth-maren must make a ranged touch attack to hit  
its target. This attack has a range increment of 10  
feet, with a maximum range of five range  
increments. The glob deals 2d6 points of acid  
damage on a direct hit, and 2 points of acid  
damage to all creatureswithin 5 feet of where it  
lands.**Fast Healing (Ex)** A wuth-maren regains lost hit  
points at the rate of 4 per round as long as it has at  
least 1 hit pint. Fast healing does not restore hit

points lost from starvation, thirst, or suffocation, and it does not allow a quth-maren to regrow or reattach lost body parts.

**Turn Resistance (Ex)** A quth-maren is treated as an undead with 2 more Hit Dice than it actually has for the purposes of turn, rebuke, command, or bolster attempts.

**Undead Traits** A quth-maren is immune to mind-affecting effects, poison, *sleep*, paralysis, stunning, disease, death effects, necromantic effects (unless they specifically affect undead), and any effect that requires a Fortitude save unless it also works on objects. It is not subject to critical hits, subdual damage, ability damage, ability drain, or death from massive damage. A quth-maren cannot be raised, and resurrection works only if it is willing. A quth-maren has darkvision 60-foot range)

**Skills** Quth-marens have a +4 racial bonus on Move Silently and Spot checks.

#### YOUNG GIRL VISIT

CR 13

Female reduced deathshrieker

Always CE small undead (incorporeal)

**Init** +11; **Senses** Listen +17, Spot +17,

**Languages** Common

**AC** 27, touch 27, flat-footed 20

(+1 size, +7 Dex, +5 deflection, +4 profane)

**Miss Chance** 50%

**hp** 126 (14 HD);

**Immune** to mind-affecting spells and abilities, poison, sleep effects, paralysis, stunning, disease, death effects, takes no damage from physical ability scores, immune to fatigue and exhaustion, immune to any effect requiring a Fortitude save, no massive damage

**Resist** +4 turn resistance;

**Fort** +6, **Ref** +11, **Will** +13

**Weakness** silence vulnerability

**Speed** fly 40 ft (good);

**Melee** incorporeal touch +11/+6 (damage)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +10 **Grp** -

**Atk Options** Death rattle, scream of the dying

**Abilities** Str -, Dex 24, Con -, Int 8, Wis 14, Cha 20

**SQ** Charisma drain, death's grace, incorporeal traits, undead traits

**Feats** Alertness, Improved Initiative Great Fortitude, Improved Toughness, Iron Will

**Skills** Hide +11, Intimidate +12, Listen +17, Search +7, Spot +17,

**Charisma Drain (Su)** An individual struck by a deathshrieker must make a DC 22 Fortitude save or permanently lose 1d4 points of Charisma (2d4 points on a critical hit). The deathshrieker deals 5 points of damage (10 on a critical hit) whenever it drains Charisma, gaining any excess as temporary hit points. The save DC is Charisma-based.

**Death Rattle (Su)** When a deathshrieker is reduced to 0 hit points, it releases a final, devastating shriek. All living creatures within a 300-foot spread must succeed on a DC 22 Will save or gain 1d4

negative levels. Creatures that cannot hear or are under the effect of a *silence* spell gain a +4 bonus on the save to resist this effect. The save DC is Charisma-based.

**Scream of the Dying (Su)** Once per day, as a full-round action, a deathshrieker can release a soul-numbing scream that lasts for up to 3 rounds. After this first round, a deathshrieker can use a standard action to sustain the scream. This attack affects all living creatures within a 30-foot spread centered on the deathshrieker, or within a 60-foot cone extending from the deathshrieker, at the creature's option. Once the deathshrieker chooses the shape of this effect, it must maintain that effect for all three rounds. In the case of a cone, it can aim in a single direction during its turn. Creatures caught in this area must make a DC24 Will save or suffer the effects described below. The save DC is Charisma-based. Creatures that cannot hear or are under the effect of a *silence* spell gain a +4 bonus on their Will saves. The effects are cumulative and concurrent:

**Round 1:** The creature is deafened for 1d4 rounds.

**Round 2:** The creature is stunned for 1d3 rounds.

**Round 3:** The creature suffers the effects of insanity, as the spell cast by an 18<sup>th</sup>-level sorcerer.

This effect is so loud that normal conversation is impossible. Spellcasters who attempt to cast spells with a verbal component must make a DC24 Concentration check or the spell is negated

**Death's Grace (Ex)** A deathshrieker gains a +1 profane bonus to AC for every 3 Hit Dice it possesses.

**Silence Vulnerability (Su)** Deathshriekers cannot abide silence and are harmed by it. To even into the radius of a *silence* spell, a deathshrieker must make a Will save (DC 12 + caster level). Each round that a deathshrieker remains within the area of a *silence* spell, it takes 1d10 points of damage (Will save for half).

Note: Removed 4 HD (-1CR) and Despair (-1CR) to reduce CR by 2. Saves for other abilities have also been recalculated to account for reduced HD and Cha.

### 4.3: THIRD VISIT

#### YOUNG BOY VISIT

CR 11

Male advanced, corpsecrafted, evolved entomber

Always LE small undead

**Init** +5; **Senses** Darkvision 60 ft., Listen +8, Spot +8

**Languages** Common

**AC** 23, touch 11, flat-footed 23

(+1 size, +0 Dex, +12 natural)

**Miss Chance**

**hp** 296 (24 HD); fast healing +3, DR 5/silver

**Immune** undead traits

**Fort** +10, **Ref** +12, **Will** +16

**Weakness**

**Speed** 20 ft. (6 squares), base movement 20 ft., burrow 10 ft.

**Melee** Slam +23/+18/+13 (1d6+13)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +12; **Grp** +18

**Attack Options** Power Attack

**Special Actions** blindfighting, entomb, exhume, quickened spell-like ability (*haste*)

**Abilities** Str 29, Dex 14, Con -, Int 6, Wis 14, Cha 17  
**SQ** undead traits

**Feats** Alertness, Blindfighting Great Fortitude, Improved Initiative Improved Toughness Lightning Reflexes Power Attack, Quickened Spell-Like Ability (*haste*), Weapon Focus (slam)

**Skills** Hide +21, Listen +16, Move Silently +16, Spot +17

**Entomb (Su)** Whenever an entomber succeeds on a slam attack, it can attempt to entomb its foe. The foe must make a DC 16 Reflex save or be pounded bodily into a shallow grave. The save DC is Charisma-based. This ability doesn't work in locations with a basement or open level immediately below, nor can the creature entomb victims in magical, living, or animate materials, or materials with a hardness higher than 8.

The upthrust bulge of cracked flooring material, earth, or stone reveals the location of the victim to compatriots. Two standard actions spent clearing away the broken flooring material reveals the entombed victim, who can use his or her next action to stand from a prone (and dusty) position. Attempting to rescue a friend in this way can provoke attacks of opportunity.

The victim is treated as if pinned by an opponent (the earth) with a grappling check of 20. Breaking free of first the 'pin' and then the 'grapple' allows the victim to stand from a prone position on his or her next round. If compatriots of the victim have partially cleared away the covering material, then the victim need only make a single check before standing from the prone position. Each round the victim spends fully or partially entombed is a round in which the victim suffocates (see Suffocation, page 304 of the *Dungeon Master's Guide*)

**Exhume (Su)** When an entomber spends a standard action and touches the top of a grave or space where a creature is buried no deeper than 10 feet, the body immediately rises to the surface, leaving no hole or tunnel. A body is not harmed when brought to the surface in this manner.

#### DEATH SHRIEKER

CR 11

Female reduced deathshrieker

Always CE small undead (incorporeal)

**Init** +10; **Senses** Listen +11, Spot +1+11,

**Languages** Common

**AC** 24, touch 24, flat-footed 18

(+1 size, +6 Dex, +5 deflection, +2 profane)

**Miss Chance** 50%

**hp** 53 (6 HD);

**Immune** to mind-affecting spells and abilities, poison, sleep effects, paralysis, stunning, disease, death effects, takes no damage from physical ability scores, immune to fatigue and exhaustion, immune

to any effect requiring a Fortitude save, no massive damage

**Resist** +4 turn resistance;

**Fort** +2, **Ref** +8, **Will** +9

**Weakness** silence vulnerability

**Speed** fly 40 ft (good);

**Melee** incorporeal touch +7/+2 (damage)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +6 **Grp** -

**Atk Options** Death rattle, scream of the dying

**Abilities** Str -, Dex 23, Con -, Int 8, Wis 14, Cha 19

**SQ** Charisma drain, death's grace, incorporeal traits, undead traits

**Feats** Alertness, Improved Initiative Iron Will

**Skills** Hide +11, Intimidate +12, Listen +11, Search +7, Spot +11,

**Charisma Drain (Su)** An individual struck by a deathshrieker must make a DC 17 Fortitude save or permanently lose 1d4 points of Charisma (2d4 points on a critical hit). The deathshrieker deals 5 points of damage (10 on a critical hit) whenever it drains Charisma, gaining any excess as temporary hit points. The save DC is Charisma-based.

**Death Rattle (Su)** When a deathshrieker is reduced to 0 hit points, it releases a final, devastating shriek. All living creatures within a 300-foot spread must succeed on a DC 17 Will save or gain 1d4 negative levels. Creatures that cannot hear or are under the effect of a *silence* spell gain a +4 bonus on the save to resist this effect. The save DC is Charisma-based.

**Scream of the Dying (Su)** Once per day, as a full-round action, a deathshrieker can release a soul-numbing scream that lasts for up to 3 rounds. After this first round, a deathshrieker can use a standard action to sustain the scream. This attack affects all living creatures within a 30-foot spread centered on the deathshrieker, or within a 60-foot cone extending from the deathshrieker, at the creature's option. Once the deathshrieker chooses the shape of this effect, it must maintain that effect for all three rounds. In the case of a cone, it can aim in a single direction during its turn. Creatures caught in this area must make a DC19 Will save or suffer the effects described below. The save DC is Charisma-based. Creatures that cannot hear or are under the effect of a *silence* spell gain a +4 bonus on their Will saves. The effects are cumulative and concurrent:

**Round 1:** The creature is deafened for 1d4 rounds.

**Round 2:** The creature is stunned for 1d3 rounds.

**Round 3:** The creature suffers the effects of insanity, as the spell cast by an 18<sup>th</sup>-level sorcerer.

This effect is so loud that normal conversation is impossible. Spellcasters who attempt to cast spells with a verbal component must make a DC19 Concentration check or the spell is negated

**Death's Grace (Ex)** A deathshrieker gains a +1 profane bonus to AC for every 3 Hit Dice it possesses.

**Silence Vulnerability (Su)** Deathshriekers cannot abide silence and are harmed by it. To even into

the radius of a *silence* spell, a deathshrieker must make a Will save (DC 12 + caster level). Each round that a deathshrieker remains within the area of a *silence* spell, it takes 1d10 points of damage (Will save for half).

Note: Removed 12 HD (-3CR) and Despair (-1CR) to reduce CR by 4. Saves for other abilities have also been recalculated to account for reduced HD and Cha.

#### OTHER VISITS (2) CR 9

Advanced Evolved corpse-crafted, plague walkers

Always CE small undead

**Init** -1; **Senses** Listen +11, Spot +3

**Languages** Common

**AC** 13, touch 10, flat-footed 15

(+1 size, -1 Dex, +4 natural)

**hp** 157 (10 HD); fast healing 3

**Immune** undead immunities

**Fort** +4, **Ref** +3, **Will** +10

**Speed** 10 ft. (2 squares), base movement 10 ft.

**Melee** 2 claws +16/+1 each (1d6+7 plus diseased touch)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +7; **Grp** +10

**Atk Options** diseased touch, Power Attack, Improved Bull Rush

**Special Actions** putrid burst

**Abilities** Str 24, Dex 8, Con -, Int 4, Wis 13, Cha 3

**SQ** bloated target, spell-like ability (*haste*), undead traits

**Feats** Improved Bull Rush, Power AttackSkill Focus (Listen), Toughness, Weapon Focus (claws),

**Skills** Climb +12, Listen +11, Spot +3

**Diseased Touch (Su)** Any living creature struck by a plague walker's claws must succeed on a DC13 Fortitude save or be overcome with racking pain and nausea, causing that creature to become sickened for 1 minute. The save DC is Constitution-based. Creatures that have immunity to disease are not affected by this ability.

**Putrid Burst (Ex)** When reduced to one-quarter of its starting hit points or fewer, a plague walker can use a swift action to explode. This burst has a 30-foot radius and deals 3d6 points of damage to everything in the area. All living creatures in the area are nauseated for 1 round; a DC 15 Reflex save halves the damage and negates the nauseated effect. The save DC is Constitution-based and includes a +2 racial bonus. If reduced to 0 hit points before it can activate its putrid burst, a plague walker simply dissolves into a pile of rotting flesh.

**Bloated Target (Ex)** The -4 penalty for firing into melee does not apply to ranged attacks made against a plague walker. This penalty does, however, apply to other creatures in melee with it

## 9: PUPPET SHOW

### CHILD BRIDE

CR 11

Female advanced, evolved, corpse-crafted boneclaw  
Ftr2

Always CE small undead

**Init** +10; **Senses** Darkvision 60 feet, Listen +24, Spot +24

**Languages** Common, Abyssal

**AC** 20, touch 17, flat-footed 14

(+1 size, +6 Dex, +3 natural)

**hp** 368 (18 HD); fast healing 3; DR 5/bludgeoning

**Immune** undead immunities, cold

**Resist** +2 turn resistance;

**Fort** +10, **Ref** +8 **Will** +12

**Speed** 30 ft. (6 squares), base movement 30 ft.

**Melee** 2 claws +16/+11 (1d6+10\*)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +9; **Grp** +14

**Atk Options** Power Attack, reaching claws (10 feet)

**Special Actions** spell-like ability (*haste*)

**Abilities** Str 19, Dex 22, Con -, Int 14, Wis 14, Cha 21

**SQ** Unholy toughness

**Feats** Combat Reflexes, Improved Initiative, Improved Natural Attack (claw), Improved Two-Weapon Fighting, Power Attack, Toughness, Weapon Focus (claw)Weapon Specialization (claw)

**Skills** Hide +32, Intimidate +27, Move Silently +28, Listen +24Search +24, Spot +24,

**Reaching Claws (Ex)** A boneclaw can make melee attacks with its bone claws, instantly extending them as part of an attack to a distance of up to 10 feet (thereby allowing the boneclaw to threaten more squares than it would otherwise be able to.

**Unholy Toughness (Ex)** A boneclaw gains a bonus to its hit points equal to its Charisma modifier x its Hit Dice

### METAL KNIGHT

CR 11

Male shadesteel golem

Always neutral small construct (extraplanar)

**Init** +3; **Senses** Darkvision 60 ft., Lowlight vision, Listen +0, Spot +0

**Languages** Common

**AC** 34, touch 14, flat-footed 31

(+1 size, +3 Dex, +20 natural)

**hp** 155 (18 HD); DR 10/adamantine

**Immune** magic

**Fort** +6, **Ref** +9, **Will** +6

**Speed** 20 ft. (4 squares), base movement 20 ft., fly 20 ft. (perfect)

**Melee** 2 slams +19 (1d6+5)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +13; **Grp** +16

**Special Attacks** Negative pulse wave

**Abilities** Str 20, Dex 16, Con -, Int -, Wis 11, Cha 7

**SQ** construct traits

**Feats** -

**Skills** Hide +19, Move Silently +19

**Negative Pulse Wave (Su)** The shadesteel golem can radiate a burst ofinky black negative energy as a free action every 1d4+1 rounds. The pulse wave drains life from all living creatures within 40 feet of the golem, dealing 12d6 points of negative energy damage. DC 19 Fortitude save halves the damage; the save DC is Constitution-based. Undead creatures within the area are healed of 12d6 points of damage instead, and any turning effect they are under is broken. A *death ward* spell or similar effect protects a creature from a shadesteel golem's negative pulse wave.

**Immunity to Magic (Ex)** A shadesteel golem is immune to any spell, supernatural ability, or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below:

A magical effect that has the light descriptor (such as *continual flame*) causes the golem to speed up as if affected by the spell *haste* for 2d4 rounds. The golem is also hastened whenever it is subject to a positive energy effect, such as the turning attempt of a cleric. This might happen if the cleric has mistakenly identified the creature as a nightwalker or other undead, or if the golem is standing near undead.

If a shadesteel golem is targeted by or within the area of a spell with the darkness descriptor, the golem is healed of 1 point of damage per level of the spell.

**Shadow Blend (Su)** In any condition of illumination other than full daylight, a shadesteel golem can disappear into the shadows, giving it concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability, though a *daylight* spell does.

**Skills** A shadesteel golem has a +16 racial bonus on Move Silently checks and a +12 racial bonus on Hide checks.

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**STUFFED DOG** **CR 11**

Advanced spellwarped winter wolf of legend  
NE small magical aberration

**Init** +9; **Senses** Darkvision 60 ft., Lowlight vision, Listen +12, Scent, Spot +11

**Languages** Common

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**AC** 23, touch 16, flat-footed 18  
(+1 size, +5 Dex, +7 natural)

**hp** 144 (12 HD); fast healing 5;

**Immune** to cold

**SR** 17

**Fort** +20, **Ref** +16, **Will** +9

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**Speed** 50 ft. (10 squares), base movement 50 ft.

**Melee** bite +12 (1d4+9 and Trip)

**Space** 10 ft.; **Reach** 5 ft.

**Base Atk** +11; **Grp** +16

**Atk Options**

**Special Actions** Trip

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**Abilities** Str 29, Dex 22, Con 30, Int 11, Wis 15, Cha 14

**SQ** spell absorption, tomb-tainted soul

**Feats** Alertness, Improved Initiative, Multi-Attack, Power Attack, Tomb-Tainted Soul, Track, Trip,  
**Skills** (Hide +17\*, Listen +12, Move Silently +17, Spot +11, Survival +7\*)

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**Spell Absorption (Su)** Whenever a spell fails to penetrate a spellwarped creature's spell resistance, the creature gains one of the following benefits, chosen at the time that the spell resolves.

**Might:** The spellwarped creature gains a +4 enhancement bonus to Strength for 1 minute.

**Agility:** The spellwarped creature gains a +4 enhancement bonus to Dexterity for 1 minute.

**Endurance:** The spellwarped creature gains a +4 enhancement bonus to Constitution for 1 minute.

**Life:** The spellwarped creature gains temporary hit points equal to 5 x the level of the failed spell.

**Speed:** The spellwarped creature's base speed increases by a number of feet equal to 5 x the level of the failed spell.

**Resistance:** The spellwarped creature gains resistance 10 to one energy type (acid, cold, electricity, fire, or sonic).

**Note:** Since the spellwarped template affords the creature with 'significant combat bonuses' a +2 CR adjustment has been made.

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**BLACK BALL**

**CR 11**

Advanced corpsecrafted, evolved vasuthant  
Always CE small undead

**Init** +7; **Senses** Blindsight, Darkvision 60 ft., Listen +9, Spot +10

**Languages** Nil

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**AC** 19, touch 15, flat-footed 16  
(+1 size, +4 Dex, +5 natural)

**hp** 312 (22HD); fast healing 3

**Immune** undead immunities, immune to acid, cold, light

**Resist** +2 turn resistance, electricity 5, fire 5;

**Fort** +9, **Ref** +13, **Will** +16

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**Speed** fly 30 ft. (perfect) (6 squares),

**Melee** slam +15/+8 (1d4 +3) and up to 4 enervating crushes (1d4 plus 1d4 Str)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +19; **Grp** +19

**Atk Options** enervating crush, improved grab,

**Special Actions** reality distortion

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**Abilities** Str 19, Dex 19, Con -, Int 4, Wis 12, Cha 16

**SQ** spell-like ability (*see invisibility*), trap light, undead traits, unholy toughness

**Feats** Ability Focus (Enervating Crush), Flyby Attack, Greater Fortitude, Hover, Improved Grapple, Improved Initiative, Improved Natural Armor, Iron Will, Lightning Reflexes

**Skills** Hide +16\*, Listen +9, Spot +10,

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**Enervating Crush (Su)** A successful grapple attempt by a vasuthant against a living creature of the same size or smaller pulls the victim into the center of the vasuthant. In that round and every round thereafter, a grappled victim takes 1d4 points of Strength damage. A creature reduced to 0 Strength

by a vasuthant dies. This is a negative energy effect.

Every point of Strength damage dealt by a vasuthant heals the creature of 1 point of damage, or gives it 1 temporary hit point if the creature is at full normal hit points. These temporary hit points last for 10 minutes.

A vasuthant can grapple with one creature of its size, or can simultaneously grapple one or two creatures one size smaller or up to four creatures two or more sizes smaller. Creatures that become pinned are suspended inside the vasuthant while their life energy is crushed out of their bodies.

The use of its enervating crush ability does not prevent a vasuthant from making slam attacks or using its spell-like abilities.

**Improved Grab (Ex)** To use this ability, a vasuthant must first hit with its slam attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity. If it wins the grapple check, a vasuthant immediately employs its enervating crush attack.

**Reality Distortion (Ex)** A vasuthant has limited influence over the forces of time and reality. Three times per day (but only once per round), a vasuthant can take a free action to reroll any unfavorable die roll or force its opponent to reroll a favorable die roll. The vasuthant must accept the result of the roll.

**Immunity to Light (Ex)** Unlike many other undead creatures, the vasuthant is immune to any harmful effects of light, either natural or magical. All cleric spells of the Sun domain as well as other spells with the light descriptor (such as *daylight*) produce no adverse effects on a vasuthant.

**Trap Light (Ex)** A vasuthant effectively absorbs nearby magical and nonmagical light, creating a 60-foot emanation of shadow. All creatures within this area, including the vasuthant, gain concealment. Creatures with lowlight vision or darkvision can see normally within the area of the emanation. Light sources within the area are suppressed not dispelled. If a vasuthant moves out of range before the light source's duration expires, the light source illuminates again (though its illumination still cannot extend within the area of the vasuthant's trap light effect).

**Unholy Toughness (Ex)** A vasuthant gains a bonus to its hit points equal to its Charisma modifier x its Hit Dice.

**Skills** Vasuthants have a +2 racial bonus on Hide checks and Spot checks. \*A vasuthant gains a +4 racial bonus on Hide checks in areas of shadowy illumination. In areas of bright illumination, it takes a -4 penalty on Hide checks.

#### TRILLOCH

CR 8

Trilloch

CN small outsider (chaotic, extraplanar, incorporeal)

**Init** +8; **Senses** Blindsight, Darkvision 60 ft, Listen +15 Spot +15

**Languages** Common

**AC** 19, touch 19, flat-footed 15  
(+1size, +4 Dex, +4 deflection,)

**Miss Chance** 50%

**hp** 72 (8 HD); **DR** 15/lawful

**Immune** magic, incorporeal traits, outsider traits-  
**Fort** +9, **Ref** +10 **Will** +10

**Speed** 40 ft. (perfect) (8 squares), base movement 40 ft.

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +8; **Grp** +4

**Atk Options** *control rage, death knell*

**Abilities** Str - Dex 19, Con 17, Int 11, Wis 18 Cha 18

**SQ** incorporeal traits, natural invisibility, outsider traits

**Feats** Ability Focus (*control rage*), Improved Initiative, Quickened spell-like Ability (*death knell*)

**Skills** Concentration +14, Hide +19, Intimidate +15, Listen +15, Move Silently +15, Listen +15, Move Silently +15, Search +11, Spot +15, Survival +15 (+17 following tracks)

**Control Rage (Sp)** A trilloch can inspire rage (as *rage* spell, but with a DC 19 Will save allowed to negate the effect) in all living creatures within 180 feet at will. Each creature gains a +4 morale bonus on Will saves, and a -4 penalty to AC. This effect is otherwise identical to a barbarian's rage ability, except that the subjects aren't fatigued at the end of the rage. If a creature has the rage ability and its bonuses when raging are greater than those given here, it can use its other bonuses instead. The save DC is Charisma-based. This is a mind-affecting compulsion effect.

The affected creature can end its rage by making a DC 19 Will save. The trilloch can end the rage for any number of creatures prematurely, without affecting other raging creatures. It can also end a rage caused by any other effect, such as a barbarian's rage ability, and in that case, the barbarian would become fatigued. A trilloch always ends the rage for a creature who has gone beyond its normal hit points into those granted by the rage, likely killing it. This effect lasts for as long as the trilloch concentrates on it, plus 1 round per Hit Die of the creature.

**Death Knell (Sp)** As a quickened action at will, a trilloch can create an effect similar to *death knell* on all creatures within 180 feet. Any living creature in the area that has -1 or fewer hit points must succeed on a DC 16 Fortitude save or die. The trilloch gains no hit points or other benefit from the *death knell*.

**Immunity to Magic (Ex)** A trilloch is immune to most spells or spell-like abilities that allow spell resistance, except the following: *Detect magic* and *deathwatch* show its location. *Deathward* protects a creature from a trilloch's *control rage* and *death knell* abilities. *Holy word* and *banishment* return it to its home plane. It is treated as an undead creature for the purposes of being affected by *cure* spells and positive and negative levels.

**Natural Invisibility (Su)** This ability is inherent and not subject to the *invisibility* purge spell



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**Skills****10: AND THAT'S THE SHOW****THE RINGMASTER****CR 17**

Male bone naga, Sor6

LE large undead

**Init** +7; **Senses** Listen +12, Spot +12**Aura****Languages** Common**AC** 16, touch 10, flat-footed 15

(-1 size, +1 Dex, +6 natural)

**hp** 153 (21 HD); Half damage from piercing weapons**Immune** cold, undead traits**SR** 23**Fort** +6, **Ref** +9, **Will** +18**Speed** 40 ft. (40 squares), base movement 40 ft.**Melee** Sting +12 (2d4+3 plus poison) and Bite +6(1d4+1 plus poison)**Space** 5 ft.; **Reach** 10 ft.**Base Atk** +14; **Grp** +20**Atk Options** spells,**Sorcerer Spells Known** (CL 14th):8th – *mind blank*.7th (3/day)— *power word blind*, *wave of exhaustion*, *spell-turning*6th (5/day)— *disintegrate*, *fleshshiver*, *globe of invulnerability*5th (6/day)— *arc of lightning*, *ball lightning*, *wall of force*, *contingent energy resistance*4th (6/day)— *dimension door*, *greater invisibility*, *shadow well*, *stoneskin*3rd (7/day)— *blacklight*, *dispel magic*, *fly*, *sonorous hum*2nd (7/day)— *bone fiddle*, *false life*, *fireburst*, *glitterdust*, *scorching ray*1st (7/day)— *backbiter*, *mage armor*, *magic missile*, *shield*, *true strike*0 (6/day)— *acid splash*, *dancing lights*, *detect magic*, *ghost sound*, *light*, *mage hand*, *mending*, *read magic*, *touch of fatigue*

‡ Already cast

**Abilities** Str 16, Dex 13, Con -, Int 18, Wis 15, Cha 23**SQ** detect thoughts, guarded thoughts,**Feats** Alertness, Combat Casting, Corpse Crafter, Dodge, Improved Initiative, Lightning Reflexes, Maximize Spell, Empower spell, Spell Focus Necromancy**Skills** Bluff +24, Concentration +24, Diplomacy +20, Hide +11, Intimidate, +12, Listen +12, Sense Motive +8, Spellcraft +14, Spot +12**Possessions** *Cloak of Charisma* +6, *Circlet of Persuasion*, *Rod of Extend- lesser***Poison (Ex)** A bone naga delivers its poison via successfully bite or sting attacks. The poison from its bite (Fortitude save DC 17) has the same initial and secondary damage (ad4 points of Strength damage). The poison from its sting (Fortitude save DC 17) is more virulent; its initial damage is 1d4 points of Constitution drain, and the secondary damage is 1d4 points of constitution damage.**Spells** A bone naga casts spells as a 14<sup>th</sup>-level sorcerer (spells known 9/5/5/4/4/3/2/1 spells/day 6/7/7/7/6/6/5/3; save DC 13 + spell level)**Detect Thoughts (Su)** A bone naga can continuously detect the thought of those around it. This ability functions like a *detect thoughts* spell (caster level 9<sup>th</sup>; Will save DC 15), and it is always active.**Guarded Thoughts (Ex)** Because of their ability to shield their thoughts, bone nagas are immune to any form of mind-reading.**Telepathy (Ex)** A bonenaga can communicate telepathically with any creature within 250 feet that has a language.**Undead Traits** (A bone naga is immune to mind-affecting effects, poison, *sleep*, paralysis, stunning, disease, death effects, necromantic effects, and any effect that requires a Fortitude save unless it also works on objects. It is not subject to critical hits, subdual damage, ability damage, ability drain, or death from massive damage. A bone naga cannot be raised, and resurrection works only if it is willing. The creature has darkvision (60 foot range).

## FIRST VISIT

**WHEEP**

CR 19

Male evolved, advanced wheep monk4

Always LE medium undead

**Init** +7; **Senses** Blindsight 60 ft., Darkvision 60ft,  
Listen +17 Spot +17**Aura****Languages** Common**AC** 30, touch 18, flat-footed 27

(+3 Dex, +5 deflection, +12 natural)

**hp** 266 (28 HD); fast healing 10; DR7/magic and  
piercing**Immune** undead traits**Resist** turn resistance +4**Fort** +16, **Ref** +20, **Will** +24 (+2 vs enchantment  
spells and effects)**Weakness****Speed** 40 ft. (6 squares), base movement 40 ft.**Melee** claws x2 +28/23/18 (1d8+13 plus poison tears)  
and bite +23 (1d6+6 plus poison tears)**Space** 5 ft.; **Reach** 5 ft.**Base Atk** +15; **Grp** +28**Atk Options** flurry of blows (+1/+1 atk bonus, 1d8+13  
dmg) poison tears, stunning fist (2/day – DC 13  
Fort);weeping dirge,**Abilities** Str 36, Dex 16, Con -, Int 6, Wis 14, Cha 24**SQ** Ki Strike (magic), Slow Fall, Still Mind), Unholy  
grace**Feats** Combat Reflexes, Dodge, Elusive Target  
Evasion, Flurry of Blows, Force of Personality,  
Improved Initiative Improved Toughness, Mobility,  
Multiattack, Positive Energy ResistanceQuickened  
spell-like ability (*haste*) Stunning FistUnarmed  
Strike, Weapon Focus [claws]**Skills** Hide +19, Listen +17, Move Silently 19, Spot  
+17**Possessions** combat gear**Poison Tears (Ex)** The poison tears that continually  
pour from a wheep's empty eyes are actually an  
injury poison that coats the creature's claws and  
fills its mouth. Whenever a wheep succeeds on a  
claw or bite attack, its foe is subject to the poison—  
injury, Fortitude DC19, initial and secondary  
damage 1d6 Con. The save DC is Charisma-  
based. After an hour, the poisonous bile  
decomposes and evaporates, losing all efficacy.**Unholy Grace (Su)** A wheep adds its Charisma  
modifier as a bonus on all its saving throws and as  
a deflection bonus to its Armor Class (already  
figured into the statistic above).**Weeping Dirge (Su)** When it chooses (which is  
almost always, unless moving silently), a wheep  
can spend a free action each round crying and  
blubbering. All who hear the wheep's awful, grave-  
born sorrow must make DC19 Will saves or be  
shaken for the duration of the encounter. Once a  
particular creature saves against a wheep's dirge,  
that creature cannot be affected again by the samewheep for 24 hours. This is a sonic effect. The  
save DC is Charisma-based.

## SECOND VISIT

**QTH-MAREN**

CR 17

Male evolved corpsecrafted Qthmaren Rog8

CE small undead

**Init** +2; **Senses** Listen +22, Spot +19**Languages** Common**AC** 16, touch 13, flat-footed 14

(+1 size, +2 Dex, +3 natural)

**hp** 158 (18 HD); fast healing 4;**Immune** acid, undead traits**Resist** electricity 15, fire 15, turn undead +2**Fort** +6, **Ref** +11, **Will** +13**Speed** 20 ft. in base movement 20 ft.;**Melee** 2 slams +19 (1d6+5 plus 1d6 acid damage)**Space** 5 ft.; **Reach** 5 ft.**Base Atk** +13; **Grp** +8**Atk Options** cleave, horrifying gaze, power attack,  
sneak attack +4d6, spit blood**Special Actions** command undead**Abilities** Str 21, Dex 15, Con -, Int 13, Wis 14, Cha  
15**SQ** caustic blood, trap finding, trap sense +2**Feats** Alertness, Blind-Fight, Cleave Evasion, Iron  
Will, Lightning Reflexes, Power Attack, Uncanny  
Dodge, Weapon Focus (slam)**Skills** Climb +25, Hide +30, Listen +22, Move Silently  
+26, Search +22, Spot +24Tumble +5**Caustic Blood (Ex)** Any target hit by a quth-maren's  
slam attack takes 1d6 points of additional acid  
damage from the creature's caustic blood. Cretures  
that hit a quth-maren with natural weapons or  
unarmed attacks also take 1d6 points of acid  
damage.**Command Undead (Su)** A quth-maren commands  
undead as a 5<sup>th</sup>-level evil cleric. It cannot rebuke  
undead, but it can dispel turning or bolster other  
undead.**Horrifying Gaze (Su)** A living creature within 30 feet  
that meets a quth-maren's deathless gaze must  
succeed on a Will save (DC17) or cower in fear.  
Cowering creatures lose their Dexterity bonus to  
Armor Class (if any) and can take no actions. Foes  
gain a +2 bonus on attack rolls to hit cowering  
characters.**Spit Blood (Ex)** Once every 1d4 rounds, as a  
standard action, a quth-maren can spit a glob of its  
acidic blood as a grenadelike weapon attack. The  
quth-maren must make a ranged touch attack to hit  
its target. This attack has a range increment of 10  
feet, with a maximum range of five range  
increments. The glob deals 2d6 points of acid  
damage on a direct hit, and 2 points of acid  
damage to all creatureswithin 5 feet of where it  
lands.

**Fast Healing (Ex)** A quth-maren regains lost hit points at the rate of 4 per round as long as it has at least 1 hit point. Fast healing does not restore hit points lost from starvation, thirst, or suffocation, and it does not allow a quth-maren to regrow or reattach lost body parts.

**Turn Resistance (Ex)** A quth-maren is treated as an undead with 2 more Hit Dice than it actually has for the purposes of turn, rebuke, command, or bolster attempts.

**Undead Traits** A quth-maren is immune to mind-affecting effects, poison, *sleep*, paralysis, stunning, disease, death effects, necromantic effects (unless they specifically affect undead), and any effect that requires a Fortitude save unless it also works on objects. It is not subject to critical hits, subdual damage, ability damage, ability drain, or death from massive damage. A quth-maren cannot be raised, and resurrection works only if it is willing. A quth-maren has darkvision 60-foot range)

**Skills** Quth-marens have a +4 racial bonus on Move Silently and Spot checks.

#### YOUNG GIRL VISIT

CR 15

Female deathshrieker

Always CE small undead (incorporeal)

**Init** +11; **Senses** Listen +17, Spot +17,

**Languages** Common

**AC** 26, touch 26, flat-footed 20

(+1 size, +7 Dex, +5 deflection, +6 profane)

**Miss Chance** 50%

**hp** 178 (18 HD);

**Immune** to mind-affecting spells and abilities, poison, sleep effects, paralysis, stunning, disease, death effects, takes no damage from physical ability scores, immune to fatigue and exhaustion, immune to any effect requiring a Fortitude save, no massive damage

**Resist** +4 turn resistance;

**Fort** +7, **Ref** +13, **Will** +15

**Weakness** silence vulnerability

**Speed** fly 40 ft (good);

**Melee** incorporeal touch +10/+5 (damage)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +9 **Grp** -

**Atk Options** Death rattle, scream of the dying

**Abilities** Str -, Dex 25, Con -, Int 8, Wis 14, Cha 20

**SQ** Charisma drain, death's grace, incorporeal traits, undead traits

**Feats** Ability Focus (scream of the dying) Alertness, Combat Reflexes Improved Initiative Great Fortitude, Improved Toughness, Iron Will

**Skills** Hide +22, Intimidate +19, Listen +17, Search +12, Spot +17,

**Charisma Drain (Su)** An individual struck by a deathshrieker must make a DC 24 Fortitude save or permanently lose 1d4 points of Charisma (2d4 points on a critical hit). The deathshrieker deals 5 points of damage (10 on a critical hit) whenever it drains Charisma, gaining any excess as temporary hit points. The save DC is Charisma-based.

**Death Rattle (Su)** When a deathshrieker is reduced to 0 hit points, it releases a final, devastating shriek. All living creatures within a 300-foot spread must succeed on a DC 24 Will save or gain 1d4 negative levels. Creatures that cannot hear or are under the effect of a *silence* spell gain a +4 bonus on the save to resist this effect. The save DC is Charisma-based.

**Despair (Su)** At the mere sight of a deathshrieker, the viewer must succeed on a DC24 Will save or be paralyzed with fear for 1d4 rounds. Whether or not the save is successful, that creature cannot be affected again by the same deathshrieker's despair ability for 24 hours. The save DC is Charisma-based.

**Scream of the Dying (Su)** Once per day, as a full-round action, a deathshrieker can release a soul-numbing scream that lasts for up to 3 rounds. After this first round, a deathshrieker can use a standard action to sustain the scream. This attack affects all living creatures within a 30-foot spread centered on the deathshrieker, or within a 60-foot cone extending from the deathshrieker, at the creature's option. Once the deathshrieker chooses the shape of this effect, it must maintain that effect for all three rounds. In the case of a cone, it can aim in a single direction during its turn. Creatures caught in this area must make a DC26 Will save or suffer the effects described below. The save DC is Charisma-based. Creatures that cannot hear or are under the effect of a *silence* spell gain a +4 bonus on their Will saves. The effects are cumulative and concurrent:

**Round 1:** The creature is deafened for 1d4 rounds.

**Round 2:** The creature is stunned for 1d3 rounds.

**Round 3:** The creature suffers the effects of insanity, as the spell cast by an 18<sup>th</sup>-level sorcerer.

This effect is so loud that normal conversation is impossible. Spellcasters who attempt to cast spells with a verbal component must make a DC26 Concentration check or the spell is negated

**Death's Grace (Ex)** A deathshrieker gains a +1 profane bonus to AC for every 3 Hit Dice it possesses.

**Silence Vulnerability (Su)** Deathshriekers cannot abide silence and are harmed by it. To even into the radius of a *silence* spell, a deathshrieker must make a Will save (DC 12 + caster level). Each round that a deathshrieker remains within the area of a *silence* spell, it takes 1d10 points of damage (Will save for half).

### 4.3: THIRD VISIT

#### YOUNG BOY VISIT

CR 13

Male evolved corpsecrafted Qthmaren Rog3

CE small undead

**Init** +2; **Senses** Listen +20, Spot +19

**Languages** Common

**AC** 15, touch 12, flat-footed 14

(+1 size, +1 Dex, +3 natural)

**hp** 128 (14 HD); fast healing 4;

**Immune** acid, undead traits  
**Resist** electricity 15, fire 15, turn undead +2  
**Fort** +4, **Ref** +9, **Will** +10

---

**Speed** 20 ft. in base movement 20 ft.;  
**Melee** 2 slams +14 (1d6+5 plus 1d6 acid damage)  
**Space** 5 ft.; **Reach** 5 ft.  
**Base Atk** +7; **Grp** +8  
**Atk Options** horrifying gaze, sneak attack +2d6, spit blood  
**Special Actions** command undead

---

**Abilities** Str 20, Dex 14, Con -, Int 13, Wis 14, Cha 15  
**SQ** caustic blood, trap finding, trap sense +1  
**Feats** Alertness, Blind-Fight, Evasion, Lightning Reflexes, Power Attack, Weapon Focus (slam)  
**Skills** Climb +21, Hide +22, Listen +20, Move Silently +24, Search +13, Spot +19

---

**Caustic Blood (Ex)** Any target hit by a quth-maren's slam attack takes 1d6 points of additional acid damage from the creature's caustic blood. Creatures that hit a quth-maren with natural weapons or unarmed attacks also take 1d6 points of acid damage.

**Command Undead (Su)** A quth-maren commands undead as a 5<sup>th</sup>-level evil cleric. It cannot rebuke undead, but it can dispel turning or bolster other undead.

**Horrifying Gaze (Su)** A living creature within 30 feet that meets a quth-maren's deathless gaze must succeed on a Will save (DC17) or cower in fear. Cowering creatures lose their Dexterity bonus to Armor Class (if any) and can take no actions. Foes gain a +2 bonus on attack rolls to hit cowering characters.

**Spit Blood (Ex)** Once every 1d4 rounds, as a standard action, a quth-maren can spit a glob of its acidic blood as a grenadelike weapon attack. The quth-maren must make a ranged touch attack to hit its target. This attack has a range increment of 10 feet, with a maximum range of five range increments. The glob deals 2d6 points of acid damage on a direct hit, and 2 points of acid damage to all creatures within 5 feet of where it lands.

**Fast Healing (Ex)** A wuth-maren regains lost hit points at the rate of 4 per round as long as it has at least 1 hit point. Fast healing does not restore hit points lost from starvation, thirst, or suffocation, and it does not allow a quth-maren to regrow or reattach lost body parts.

**Turn Resistance (Ex)** A quth-maren is treated as an undead with 2 more Hit Dice than it actually has for the purposes of turn, rebuke, command, or bolster attempts.

**Undead Traits** A quth-maren is immune to mind-affecting effects, poison, *sleep*, paralysis, stunning, disease, death effects, necromantic effects (unless they specifically affect undead), and any effect that requires a Fortitude save unless it also works on objects. It is not subject to critical hits, subdual damage, ability damage, ability drain, or death from massive damage. A quth-maren cannot be raised,

and resurrection works only if it is willing. A quth-maren has darkvision 60-foot range)  
**Skills** Quth-marens have a +4 racial bonus on Move Silently and Spot checks.

#### YOUNG GIRL VISIT

CR 13

Female reduced deathshrieker  
 Always CE small undead (incorporeal)  
**Init** +11; **Senses** Listen +17, Spot +17,  
**Languages** Common

---

**AC** 27, touch 27, flat-footed 20  
 (+1 size, +7 Dex, +5 deflection, +4 profane)  
**Miss Chance** 50%  
**hp** 126 (14 HD);  
**Immune** to mind-affecting spells and abilities, poison, sleep effects, paralysis, stunning, disease, death effects, takes no damage from physical ability scores, immune to fatigue and exhaustion, immune to any effect requiring a Fortitude save, no massive damage  
**Resist** +4 turn resistance;  
**Fort** +6, **Ref** +11, **Will** +13  
**Weakness** silence vulnerability

---

**Speed** fly 40 ft (good);  
**Melee** incorporeal touch +11/+6 (damage)  
**Space** 5 ft.; **Reach** 5 ft.  
**Base Atk** +10 **Grp** -  
**Atk Options** Death rattle, scream of the dying

---

**Abilities** Str -, Dex 24, Con -, Int 8, Wis 14, Cha 20  
**SQ** Charisma drain, death's grace, incorporeal traits, undead traits  
**Feats** Alertness, Improved Initiative Great Fortitude, Improved Toughness, Iron Will  
**Skills** Hide +11, Intimidate +12, Listen +17, Search +7, Spot +17,

---

**Charisma Drain (Su)** An individual struck by a deathshrieker must make a DC 22 Fortitude save or permanently lose 1d4 points of Charisma (2d4 points on a critical hit). The deathshrieker deals 5 points of damage (10 on a critical hit) whenever it drains Charisma, gaining any excess as temporary hit points. The save DC is Charisma-based.

**Death Rattle (Su)** When a deathshrieker is reduced to 0 hit points, it releases a final, devastating shriek. All living creatures within a 300-foot spread must succeed on a DC 22 Will save or gain 1d4 negative levels. Creatures that cannot hear or are under the effect of a *silence* spell gain a +4 bonus on the save to resist this effect. The save DC is Charisma-based.

**Scream of the Dying (Su)** Once per day, as a full-round action, a deathshrieker can release a soul-numbing scream that lasts for up to 3 rounds. After this first round, a deathshrieker can use a standard action to sustain the scream. This attack affects all living creatures within a 30-foot spread centered on the deathshrieker, or within a 60-foot cone extending from the deathshrieker, at the creature's option. Once the deathshrieker chooses the shape of this effect, it must maintain that effect for all three rounds. In the case of a cone, it can aim in a

single direction during its turn. Creatures caught in this area must make a DC24 Will save or suffer the effects described below. The save DC is Charisma-based. Creatures that cannot hear or are under the effect of a *silence* spell gain a +4 bonus on their Will saves. The effects are cumulative and concurrent:

**Round 1:** The creature is deafened for 1d4 rounds.

**Round 2:** The creature is stunned for 1d3 rounds.

**Round 3:** The creature suffers the effects of insanity, as the spell cast by an 18<sup>th</sup>-level sorcerer.

This effect is so loud that normal conversation is impossible. Spellcasters who attempt to cast spells with a verbal component must make a DC24 Concentration check or the spell is negated.

**Death's Grace (Ex)** A deathshrieker gains a +1 profane bonus to AC for every 3 Hit Dice it possesses.

**Silence Vulnerability (Su)** Deathshriekers cannot abide silence and are harmed by it. To even into the radius of a *silence* spell, a deathshrieker must make a Will save (DC 12 + caster level). Each round that a deathshrieker remains within the area of a *silence* spell, it takes 1d10 points of damage (Will save for half).

**Note:** Removed 4 HD (-1CR) and Despair (-1CR) to reduce CR by 2. Saves for other abilities have also been recalculated to account for reduced HD and Cha.

#### OTHER VISITS (2) CR 9

Advanced Evolved corpse-crafted, plague walkers

Always CE small undead

**Init** -1; **Senses** Listen +14, Spot +8

**Languages** Common

**AC** 16, touch 11, flat-footed 16

(+1 size, +0 Dex, +5 natural)

**hp** 263 (18 HD); fast healing 3

**Immune** undead immunities

**Fort** +6, **Ref** +6, **Will** +18

**Speed** 10 ft. (2 squares), base movement 10 ft.

**Melee** 2 claws +20/+15 each (1d6+7 plus diseased touch)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +11; **Grp** +14

**Atk Options** diseased touch, Power Attack, Improved Bull Rush

**Special Actions** putrid burst, quickened spell-like ability (*haste*)

**Abilities** Str 24, Dex 10, Con -, Int 4, Wis 13, Cha 3

**SQ** bloated target, undead traits

**Feats** Improved Bull Rush, Improved Toughness Power Attack Quickened Spell-like Ability (*haste*), Skill Focus (Listen), Toughness, Weapon Focus (claws),

**Skills** Climb +14, Listen +15, Spot +8

**Diseased Touch (Su)** Any living creature struck by a plague walker's claws must succeed on a DC13 Fortitude save or be overcome with racking pain and nausea, causing that creature to become

sickened for 1 minute. The save DC is Constitution-based. Creatures that have immunity to disease are not affected by this ability.

**Putrid Burst (Ex)** When reduced to one-quarter of its starting hit points or fewer, a plague walker can use a swift action to explode. This burst has a 30-foot radius and deals 3d6 points of damage to everything in the area. All living creatures in the area are nauseated for 1 round; a DC 15 Reflex save halves the damage and negates the nauseated effect. The save DC is Constitution-based and includes a +2 racial bonus. If reduced to 0 hit points before it can activate its putrid burst, a plague walker simply dissolves into a pile of rotting flesh.

**Bloated Target (Ex)** The -4 penalty for firing into melee does not apply to ranged attacks made against a plague walker. This penalty does, however, apply to other creatures in melee with it

## 9: PUPPET SHOW

**CHILD BRIDE**

**CR 13**

Female advanced, evolved, corpse-crafted boneclaw  
Ftr3

Always CE small undead

**Init** +10; **Senses** Darkvision 60 feet, Listen +25, Spot +25

**Languages** Common, Abyssal

**AC** 20, touch 17, flat-footed 14

(+1 size, +6 Dex, +3 natural)

**hp** 509 (20 HD); fast healing 3; DR 5/bludgeoning

**Immune** undead immunities, cold

**Resist** +2 turn resistance;

**Fort** +13, **Ref** +12 **Will** +18

**Speed** 30 ft. (6 squares), base movement 30 ft.

**Melee** 2 claws +18/+13 (1d6+10\*)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +11; **Grp** +16

**Atk Options** Power Attack, reaching claws (10 feet)

**Special Actions** spell-like ability (*haste*)

**Abilities** Str 19, Dex 23, Con -, Int 14, Wis 14, Cha 21

**SQ** Unholy toughness

**Feats** Combat Reflexes, Improved Initiative, Improved Natural Attack (claw), Improved Two-Weapon Fighting, Improved Toughness, Power Attack, Toughness, Weapon Focus (claw) Weapon Specialization (claw)

**Skills** Hide +34, Intimidate +29, Move Silently +30, Listen +26 Search +24, Spot +26,

**Reaching Claws (Ex)** A boneclaw can make melee attacks with its bone claws, instantly extending them as part of an attack to a distance of up to 10 feet (thereby allowing the boneclaw to threaten more squares than it would otherwise be able to).

**Unholy Toughness (Ex)** A boneclaw gains a bonus to its hit points equal to its Charisma modifier x its Hit Dice

**METAL KNIGHT** **CR 13**

Male advanced shadesteel golem  
Always neutral small construct (extraplanar)  
**Init** +5; **Senses** Darkvision 60 ft., Lowlight vision,  
Listen +0, Spot +0

**Languages** Common

**AC** 36, touch 16, flat-footed 31  
(+1 size, +5 Dex, +20 natural)  
**hp** 216 (26 HD); DR 10/adamantine  
**Immune** magic  
**Fort** +8, **Ref** +13, **Will** +8

**Speed** 20 ft. (4 squares), base movement 20 ft., fly 20 ft. (perfect)

**Melee** 2 slams +25 (1d6+5)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +19; **Grp** +22

**Special Attacks** Negative pulse wave

**Abilities** Str 20, Dex 20, Con -, Int -, Wis 11, Cha 7

**SQ** construct traits

**Feats** -

**Skills** Hide +21, Move Silently +21

**Negative Pulse Wave (Su)** The shadesteel golem can radiate a burst ofinky black negative energy as a free action every 1d4+1 rounds. The pulse wave drains life from all living creatures within 40 feet of the golem, dealing 12d6 points of negative energy damage. DC 19 Fortitude save halves the damage; the save DC is Constitution-based. Undead creatures within the area are healed of 12d6 points of damage instead, and any turning effect they are under is broken. A *death ward* spell or similar effect protects a creature from a shadesteel golem's negative pulse wave.

**Immunity to Magic (Ex)** A shadesteel golem is immune to any spell, supernatural ability, or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below:

A magical effect that has the light descriptor (such as *continual flame*) causes the golem to speed up as if affected by the spell *haste* for 2d4 rounds. The golem is also hasted whenever it is subject to a positive energy effect, such as the turning attempt of a cleric. This might happen if the cleric has mistakenly identified the creature as a nightwalker or other undead, or if the golem is standing near undead.

If a shadesteel golem is targeted by or within the area of a spell with the darkness descriptor, the golem is healed of 1 point of damage per level of the spell.

**Shadow Blend (Su)** In any condition of illumination other than full daylight, a shadesteel golem can disappear into the shadows, giving it concealment. Artificial illumination, even a *light* or *continual flame* spell, does not negate this ability, though a *daylight* spell does.

**Skills** A shadesteel golem has a +16 racial bonus on Move Silently checks and a +12 racial bonus on Hide checks.

**STUFFED DOG** **CR 11**

Advanced spellwarped winter wolf of legend  
NE small magical aberration  
**Init** +9; **Senses** Darkvision 60 ft., Lowlight vision,  
Listen +15, Scent, Spot +15

**Languages** Common

**AC** 23, touch 16, flat-footed 18  
(+1 size, +5 Dex, +7 natural)  
**hp** 207 (18 HD); fast healing 5;  
**Immune** to cold

**SR** 17

**Fort** +25, **Ref** +19, **Will** +9

**Speed** 50 ft. (10 squares), base movement 50 ft.

**Melee** bite +25 (1d4+9 and Trip)

**Space** 10 ft.; **Reach** 5 ft.

**Base Atk** +15; **Grp** +20

**Atk Options** breath weapon, freezing bite, poison

**Special Actions** Trip

**Abilities** Str 29, Dex 22, Con 30, Int 13, Wis 15, Cha 14

**SQ** spell absorption, tomb-tainted soul

**Feats** Alertness, Combat Expertise, Improved Initiative, Improved Toughness, Multi-Attack, Power Attack, Tomb-Tainted Soul, Track

**Skills** Hide +10\*, Listen +15, Move Silently +19, Spot +15, Survival +11\*

**Spell Absorption (Su)** Whenever a spell fails to penetrate a spellwarped creature's spell resistance, the creature gains one of the following benefits, chosen at the time that the spell resolves.

*Might:* The spellwarped creature gains a +4 enhancement bonus to Strength for 1 minute.

*Agility:* The spellwarped creature gains a +4 enhancement bonus to Dexterity for 1 minute.

*Endurance:* The spellwarped creature gains a +4 enhancement bonus to Constitution for 1 minute.

*Life:* The spellwarped creature gains temporary hit points equal to 5 x the level of the failed spell.

*Speed:* The spellwarped creature's base speed increases by a number of feet equal to 5 x the level of the failed spell.

*Resistance:* The spellwarped creature gains resistance 10 to one energy type (acid, cold, electricity, fire, or sonic).

**Note:** Since the spellwarped template affords the creature with 'significant combat bonuses' a +2 CR adjustment has been made.

**BLACK BALL** **CR 13**

Advanced corpsecrafted, evolved vasuthant  
Always CE small undead

**Init** +9; **Senses** Blindsight, Darkvision 60 ft., Listen +13, Spot +14

**Languages** Nil

**AC** 20, touch 16, flat-footed 16  
(+1 size, +5 Dex, +5 natural)

**hp** 384 (30HD); fast healing 3

**Immune** undead immunities, immune to acid, cold, light

**Resist** +2 turn resistance, electricity 5, fire 5;

**Fort** +12, **Ref** +17, **Will** +23

---

**Speed** fly 30 ft. (perfect) (6 squares),  
**Melee** slam +31 (1d4 +5) and up to 4 enervating  
crushes (1d4 plus 1d4 Str)

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +25; **Grp** +26

**Atk Options** enervating crush, improved grab,

**Special Actions** reality distortion

---

**Abilities** Str 20, Dex 20, Con -, Int 4, Wis 12, Cha 16

**SQ** spell-like ability (see *invisibility*), trap light, undead  
traits, unholy toughness

**Feats** Ability Focus (Enervating Crush), Alertness,  
Flyby Attack, Greater Fortitude, Hover, Improved  
Grapple, Improved Initiative, Improved Natural  
Armor, Iron Will, Lightning Reflexes, Skill Focus  
(Hide)

**Skills** Hide +20\*, Listen +13 Spot +14,

---

**Enervating Crush (Su)** A successful grapple attempt  
by a vasuthant against a living creature of the  
same size or smaller pulls the victim into the center  
of the vasuthant. In that round and every round  
thereafter, a grappled victim takes 1d4 points of  
Strength damage. A creature reduced to 0 Strength  
by a vasuthant dies. This is a negative energy  
effect.

Every point of Strength damage dealt by a  
vasuthant heals the creature of 1 point of damage,  
or gives it 1 temporary hit point if the creature is at  
full normal hit points. These temporary hit points  
last for 10 minutes.

A vasuthant can grapple with one creature of its  
size, or can simultaneously grapple one or two  
creatures one size smaller or up to four creatures  
two or more sizes smaller. Creatures that become  
pinned are suspended inside the vasuthant while  
their life energy is crushed out of their bodies.

The use of its enervating crush ability does not  
prevent a vasuthant from making slam attacks or  
using its spell-like abilities.

**Improved Grab (Ex)** To use this ability, a vasuthant  
must first hit with its slam attack. It can then  
attempt to start a grapple as a free action without  
provoking attacks of opportunity. If it wins the  
grapple check, a vasuthant immediately employs  
its enervating crush attack.

**Reality Distortion (Ex)** A vasuthant has limited  
influence over the forces of time and reality. Three  
times per day (but only once per round), a  
vasuthant can take a free action to reroll any  
unfavorable die roll or force its opponent to reroll a  
favorable die roll. The vasuthant must accept the  
result of the roll.

**Immunity to Light (Ex)** Unlike many other undead  
creatures, the vasuthant is immune to any harmful  
effects of light, either natural or magical. All cleric  
spells of the Sun domain as well as other spells  
with the light descriptor (such as *daylight*) produce  
no adverse effects on a vasuthant.

**Trap Light (Ex)** A vasuthant effectively absorbs  
nearby magical and nonmagical light, creating a  
60-foot emanation of shadow. All creatures within  
this area, including the vasuthant, gain  
concealment. Creatures with lowlight vision or

darkvision can see normally within the area of the  
emanation. Light sources within the area are  
suppressed not dispelled. If a vasuthant moves out  
of range before the light source's duration expires,  
the light source illuminates again (though its  
illumination still cannot extend within the area of  
the vasuthant's trap light effect).

**Unholy Toughness (Ex)** A vasuthant gains a bonus  
to its hit points equal to its Charisma modifier x its  
Hit Dice.

**Skills** Vasuthants have a +2 racial bonus on Hide  
checks and Spot checks. \*A vasuthant gains a +4  
racial bonus on Hide checks in areas of shadowy  
illumination. In areas of bright illumination, it takes  
a -4 penalty on Hide checks.

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## TRILLOCH

CR 8

Triloch

CN small outsider (chaotic, extraplanar, incorporeal)

**Init** +8; **Senses** Blindsight, Darkvision 60 ft, Listen  
+15 Spot +15

**Languages** Common

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**AC** 19, touch 19, flat-footed 15  
(+1size, +4 Dex, +4 deflection,)

**Miss Chance** 50%

**hp** 72 (8 HD); DR 15/lawful

**Immune** magic, incorporeal traits, outsider traits-

**Fort** +9, **Ref** +10 **Will** +10

---

**Speed** 40 ft. (perfect) (8 squares), base movement 40  
ft.

**Space** 5 ft.; **Reach** 5 ft.

**Base Atk** +8; **Grp** +4

**Atk Options** *control rage*, *death knell*

---

**Abilities** Str - Dex 19, Con 17, Int 11, Wis 18 Cha 18

**SQ** incorporeal traits, natural invisibility, outsider traits

**Feats** Ability Focus (*control rage*), Improved Initiative,  
Quickened spell-like Ability (*death knell*)

**Skills** Concentration +14, Hide +19, Intimidate +15,  
Listen +15, Move Silently +15, Listen +15, Move  
Silently +15, Search +11, Spot +15, Survival +15  
(+17 following tracks)

---

**Control Rage (Sp)** A trilloch can inspire rage (as *rage*  
spell, but with a DC 19 Will save allowed to negate  
the effect) in all living creatures within 180 feet at  
will. Each creature gains a +4 morale bonus on Will  
saves, and a -4 penalty to AC. This effect  
is otherwise identical to a barbarian's rage ability,  
except that the subjects aren't fatigued at the end  
of the rage. If a creature has the rage ability and its  
bonuses when raging are greater than those given  
here, it can use its other bonuses instead. The  
save DC is Charisma-based. This is a mind-  
affecting compulsion effect.

The affected creature can end its rage by making  
a DC 19 Will save. The trilloch can end the rage for  
any number of creatures prematurely, without  
affecting other raging creatures. It can also end a  
rage caused by any other effect, such as a  
barbarian's rage ability, and in that case, the  
barbarian would become fatigued. A trilloch always  
ends the rage for a creature who has gone beyond

its normal hit points into those granted by the rage, likely killing it. This effect lasts for as long as the trilloch concentrates on it, plus 1 round per Hit Die of the creature.

**Death Knell (Sp)** As a quickened action at will, a trilloch can create an effect similar to *death knell* on all creatures within 180 feet. Any living creature in the area that has -1 or fewer hit points must succeed on a DC 16 Fortitude save or die. The trilloch gains no hit points or other benefit from the *death knell*.

**Immunity to Magic (Ex)** A trilloch is immune to most spells or spell-like abilities that allow spell resistance, except the following: *Detect magic* and *deathwatch* show its location. *Deathward* protects a creature from a trilloch's *control rage* and *death knell* abilities. *Holy word* and *banishment* return it to its home plane. It is treated as an undead creature for the purposes of being affected by *cure* spells and positive and negative levels.

**Natural Invisibility (Su)** This ability is inherent and not subject to the *invisibility purge* spell

## 10: AND THAT'S THE SHOW

### THE RINGMASTER

CR 17

Male bone naga, Sor8

LE large undead

Init +7; Senses Listen +12, Spot +12

Aura

Languages Common

AC 16, touch 10, flat-footed 15

(-1 size, +1 Dex, +6 natural)

hp 159 (23 HD); Half damage from piercing weapons

Immune cold, undead traits

SR 23

Fort +7, Ref +10, Will +15

Speed 40 ft. (40 squares), base movement 40 ft.

Melee Sting +13 (2d4+3 plus poison) and Bite +8(1d4+1 plus poison)

Space 5 ft.; Reach 10 ft.

Base Atk +15; Grp +20

Atk Options spells,

Sorcerer Spells Known (CL 14th):

8<sup>th</sup> (3/day) — *flensing*, *mind blank*.

7<sup>th</sup> (3/day)— *power word blind*, *wave of exhaustion*, *spell-turning*

6<sup>th</sup> (5/day)— *disintegrate*, *fleshshiver*, *globe of invulnerability*

5<sup>th</sup> (6/day)— *arc of lightning*, *ball lightning*, *wall of force*, *contingent energy resistance*

4<sup>th</sup> (6/day)— *dimension door*, *greater invisibility*, *shadow well*, *stoneskin*

3<sup>rd</sup> (7/day)— *blacklight*, *dispel magic*, *fly*, *sonorous hum*

2<sup>nd</sup> (7/day)— *bone fiddle*, *false life*, *fireburst*, *glitterdust*, *scorching ray*

1<sup>st</sup> (7/day)— *backbiter*, *mage armor*, *magic missile*, *shield*, *true strike*

0 (6/day)— *acid splash*, *dancing lights*, *detect magic*, *ghost sound*, *light*, *mage hand*, *mending*, *read magic*, *touch of fatigue*

† Already cast

**Abilities** Str 16, Dex 13, Con -, Int 18, Wis 15, Cha 23

**SQ** detect thoughts, guarded thoughts,

**Feats** Alertness, Combat Casting, Corpse Crafter, Danger Sense, Dodge, Improved Initiative, Lightning Reflexes, Maximize Spell, Empower spell, Spell Focus Necromancy

**Skills** Bluff +24, Concentration +24, Diplomacy +20, Hide +11, Intimidate, +12, Listen +12, Sense Motive +8, Spellcraft +14, Spot +12

**Possessions** *Cloak of Charisma* +6, *Circlet of Persuasion*, *Rod of Extend- lesser*

**Poison (Ex)** A bone naga delivers its poison via successfully bite or sting attacks. The poison from its bite (Fortitude save DC 17) has the same initial and secondary damage (ad4 points of Strength damage). The poison from its sting (Fortitude save DC 17) is more virulent; its initial damage is 1d4 points of Constitution drain, and the secondary damage is 1d4 points of constitution damage.

**Spells** A bone naga casts spells as a 14<sup>th</sup>-level sorcerer (spells known 9/5/5/4/4/3/2/1/1 spells/day 6/7/7/7/6/6/5/3; save DC 13 + spell level)

**Detect Thoughts (Su)** A bone naga can continuously detect the thought of those around it. This ability functions like a *detect thoughts* spell (caster level 9<sup>th</sup>; Will save DC 15), and it is always active.

**Guarded Thoughts (Ex)** Because of their ability to shield their thoughts, bone nagas are immune to any form of mind-reading.

**Telepathy (Ex)** A bonenaga can communicate telepathically with any creature within 250 feet that has a language.

**Undead Traits** (A bone naga is immune to mind-affecting effects, poison, *sleep*, paralysis, stunning, disease, death effects, necromantic effects, and any effect that requires a Fortitude save unless it also works on objects. It is not subject to critical hits, subdual damage, ability damage, ability drain, or death from massive damage. A bone naga cannot be raised, and resurrection works only if it is willing. The creature has darkvision (60 foot range).



## APPENDIX 2: NEW RULES ITEMS

### FEATS

List alphabetically. Include source and page reference like so:

#### Corpsecrafter

Undead you raise are tougher than normal.

**Benefit:** Each undead you raise or create with any necromancy spell gains a +4 enhancement bonus to Strength and +2 hit points per Hit Die.

**Source:** *Libris Mortis*, page 25

#### Danger Sense

You are one twitchy individual

**Prerequisite:** Improved Initiative

**Benefit:** Once per day, you can Reroll an initiative check you have just made. You use the better of your two rolls. You must decide to Reroll before the round starts.

**Source:** *Complete Adventurer*, page 106

#### Elusive Target

Trying to land a blow against you can be a maddening experience.

**Prerequisite:** Dodge, Mobility, base attack bonus of +6

**Benefit:** The Elusive Target feat enables the use of three tactical maneuvers.

*Negate Power Attack:* To use this maneuver, you must designate a specific foe to be affected by your Dodge feat. If that foe uses the Power Attack feat against you, the foe gains no bonus on the damage roll but still takes the corresponding penalty on the attack roll.

*Diverting Defense:* To use this maneuver, you must be flanked and you must designate one of the flanking attackers to be affected by your Dodge feat. The first attack of the round from the designated attacker automatically misses you and may strike the other flanking foe instead; the attacking creature makes the attack roll normally, and its ally is considered flat-footed. If the designated attacker is making a full attack against you, its second and subsequent attacks function normally.

*Cause Overreach:* To use this maneuver, you must provoke an attack of opportunity from a foe by moving out of a threatened square. If the foe misses you, you can make a free trip attempt against the foe, and the foe does not get a chance to trip you if your attempt fails.

**Source:** *Complete Warrior*, page 110

#### Force of personality

You have cultivated an unshakable belief in your self-worth. Your sense of self and purpose are so strong that they bolster your will power.

**Prerequisite:** Cha 13

**Benefit:** You add your Charisma modifier (instead of your Wisdom modifier) to Will saves against mind-affecting spells and abilities.

**Source:** *Complete Adventurer*, page 109

#### Improved Toughness

You are significantly tougher than normal.

**Prerequisite:** Base Fortitude save bonus +2

**Benefit:** You gain a number of hit points equal to your current Hit Dice. Each time you gain a Hit Die (such as by gaining a level), you gain 1 additional hit point. If you lose a Hit Die (such as by losing a level), you lose 1 hit point permanently.

**Source:** *Libris Mortis*, page 27

#### Positive Energy Resistance

You are resistant to the damage dealt by positive energy effects.

**Prerequisite:** Undead type.

**Benefit:** You gain resistance 10 against positive energy effects such as *cure* spells.

**Source:** *Libris Mortis*, page 29

#### Thick Skinned ()

Your tough hide grants improved damage reduction.

**Prerequisite:** Damage reduction

**Benefit:** Your damage reduction improves by 2/

**Special:** You can gain this feat multiple times. Each time you take it, it improves your damage reduction by 2, up to a maximum of twice your original damage reduction.

**Source:** *Savage Species*, page 40

#### Tomb Tainted Soul

Your soul is tainted by the foul touch of undeath.

**Prerequisite:** Nongood alignment.

**Benefit:** You are healed by negative energy and harmed by positive energy as if you were an undead creature. This feat gives you no other penalties or benefits of the undead type.

**Source:** *Libris Mortis*, page 31

## SPELLS

### **Arc of Lightning**

Conjuration (Creation) [Electricity]

**Level:** Druid 4, sorcerer/wizard 5, Windstorm 5

**Components:** V, S, M/DF

**Casting Time:** 1 standard action

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

**Area:** A line between two creatures

**Duration:** Instantaneous

**Saving Throw:** Reflex half

**Spell Resistance:** No

*Static fills the air as you complete the spell. With a gesture you create magical conductivity between two creatures, and a bolt of electricity arcs between them with a shockingly loud crackle.*

This bolt deals 1d6 points of electricity damage per caster level (maximum 15d6) to both creatures and to anything in the line between them.

Both creatures must be in range, and you must be able to target them both (as if this spell had them as its targets). Draw the line from any corner in one creature's space to any corner in the other's space. The bolt affects all squares in this line.

*Arcane Material Component:* Two small iron rods.

**Source:** *Spell Compendium*, page 15

### **Backbiter**

Necromancy

**Level:** Sorcerer/wizard 1

**Components:** V, S, F

**Casting Time:** 1 standard action

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

**Target:** One weapon

**Duration:** 1 round/level or until discharged

**Saving Throw:** Will negates; see text

**Spell Resistance:** Yes (object)

*The weapon you indicated during the spell's casting briefly shimmers with a black aura that disappears in an eyeblink.*

You cast this spell on any melee weapon. The next time that weapon is used to make a melee attack, its shaft twists around so that the weapon strikes the wielder instead. The weapon hits automatically, and no attack roll is made.

The wielder gets no warning or knowledge of the spell's effect on his weapon, and although he makes the attack, the self-dealt damage can't be consciously reduced (though damage reduction applies) or changed to nonlethal damage. Once the weapon attacks its wielder

(whether successfully or not), the spell is discharged.

Magic weapons targeted by this spell receive a Will save. An item in a creature's possession uses its own Will save bonus or its wielder's bonus, whichever is higher.

*Focus:* A dagger

**Source:** *Spell Compendium*, page 23

### **Ball Lightning**

Evocation [Electricity]

**Level:** Sorcerer/wizard 5

**Components:** V, S, M

**Casting Time:** 1 standard action

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

**Effect:** One lightning ball

**Duration:** 1 round/level

**Saving Throw:** Reflex negates

**Spell Resistance:** Yes

*With a circuitous pass of your hand through the air, a crackling ball of lightning appears before you, accompanied by the smell of ozone..*

You create a 5-foot-diameter ball of concentrated electricity that rolls in whichever direction you point, dealing electricity damage to creatures it strikes. It moves 30 feet per round. As part of this movement it can ascend or jump up to 30 feet to strike a subject. If it enters a space with a creature it stops moving for the round and deals 1d6 points of electricity damage per caster level (maximum of 15d6), though a successful Reflex save negates that damage.

The ball moves as long as you actively direct it (a move action for you), otherwise it merely stays at rest, damaging any creature in its space. It cannot push aside unwilling creatures or batter down large obstacles. The lightning winks out if it exceeds the spell's range.

*Material Component:* A handful of copper and iron pellets.

**Source:** *Spell Compendium*, page 23

### **Blackfire**

Necromancy [Evil]

**Level:** Sorcerer/wizard 8

**Components:** V, S, M

**Casting Time:** 1 standard action

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

**Effect:** Ray

**Duration:** 1 round/level

**Saving Throw:** Fortitude partial and Reflex negates; see text

**Spell Resistance:** Yes

*With the dark words still on your tongue, a ray of black energy springs from your hand to wrap the*

*indicated target in black flames that absorb heat rather than create it. The black fire crackles and hisses, emanating the smells of hot metal and sulfur.*

You must succeed on a ranged touch attack with the ray to strike a target. On a successful attack, a living target is engulfed in chill black flames that feed on the fuel of their victim's life force. A creature engulfed in blackfire must make a successful Fortitude save each round that the spell is in effect or take 1d4 points of Constitution damage and become nauseated. A creature that makes its Fortitude save takes no damage for that round and is sickened instead. In addition to its effects on the subject, blackfire can spread rapidly. Each round on its turn, any living creature adjacent to a creature engulfed in blackfire must succeed on a Reflex save or become engulfed itself.

Any creature that has its Constitution reduced to 0 or lower by the spell is turned into a pile of black ash and can be returned to life only by *true resurrection* or *wish*, the caster of which must succeed on a DC 30 caster level check to restore the victim to life. If a creature succeeds on its Fortitude save in 3 consecutive rounds, the *blackfire* affecting it gutters out. The black flames cannot otherwise be extinguished by normal means (such as immersion in water or smothering), but *antimagic field*, a successful *dispel magic*, *remove curse*, or *break enchantment* snuffs it out. As well, a creature protected by *death ward* has immunity to *blackfire*'s effects.

*Material Component:* A pinch of dust from a vampire destroyed by sunlight.

**Source:** *Spell Compendium*, page 29

### **Blacklight**

Evocation [Darkness]

**Level:** Darkness 3, sorcerer/wizard 3

**Components:** V, S, M

**Casting Time:** 1 standard action

**Range:** Close (25ft. + 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:** Will negates or none (object)

**Spell Resistance:** Yes or no (object)

*With a few short words of power, you draw the light from the surrounding area. Within just a few seconds, the light dims to utter darkness.*

You create an area of total darkness. The darkness is impenetrable to normal vision and darkvision, but you can see normally within the

blacklit area. Creatures outside the spell's area, even you, cannot see through it.

You can cast the spell on a point in space, but the effect is stationary unless you cast it on a mobile object. You can cast the spell on a creature, and the effect then radiates from the creature and moves as it moves. Unattended objects and points in space do not get saving throws or benefit from spell resistance.

*Blacklight* counters or dispels any light spell of equal or lower level, such as *daylight*.

*Material Component:* A piece of coal and the dried eyeball of any creature.

**Source:** *Spell Compendium*, page 30

### **Bonefiddle**

Necromancy

**Level:** Bard 2, sorcerer/wizard 2

**Components:** V, S, F

**Casting Time:** 1 standard action

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

**Target:** One creature with a skeleton or exoskeleton

**Duration:** Concentration, up to 1 round/level

**Saving Throw:** Fortitude negates

**Spell Resistance:** Yes

*You rub your middle finger across your thumb like a bow against a fiddle while simultaneously humming a discordant tune under your breath. Nearby, you see a translucent bone-white fiddle bow appear and sink into the flesh of your target. It begins sawing, as if playing your target like a fiddle.*

You call up a ghostly fiddle bow in the air above the targeted creature. This bow immediately begins to saw back and forth against its skeleton. Although the music produced is eerily beautiful, it causes intense pain and anguish in the victim. Each round on its turn, the victim must make a Fortitude save or take 3d6 points of sonic damage and a -20 penalty on Move Silently checks. A successful save negates the damage and ends the spell. The spell's effects continue even if the subject moves so that you no longer have line of sight or line of effect to it.

*Focus:* A miniature silver fiddle worth at least 30 gp.

**Source:** *Spell Compendium*, page 37

### **Contingent Energy Resistance**

Abjuration

**Level:** Cleric 4, druid 4, sorcerer/wizard 5

**Components:** V, S, M

**Casting Time:** 1 minute

**Duration:** 1 hour/level (D)

*As you finish chanting the words, a pearlescent film covers your body before fading into your skin, a pale rainbow of colors offering their protection against potential damage to come.*

This spell functions similarly to *contingency* (PH213), but with a more limited scope. While *contingent energy resistance* is in effect, if you are dealt damage associated with one of the five types of energy (acid, cold, electricity, fire, or sonic), the spell automatically grants you resistance 10 against that type of energy for up to 10 minutes per caster level, or until the remainder of the spell's duration, just as if you were under the effect of a *resist energy* spell of the appropriate type.

Once the energy type protected against by a particular casting of this spell is determined, it can't be changed. You can't have more than one *contingent energy resistance* in effect on yourself at the same time – if you cast the spell a second time while an earlier casting is still in effect, the earlier spell automatically expires.

The energy resistance granted by this spell does not stack with similar benefits against the same energy type (such as from the *resist energy* spell). However, it is possible to be simultaneously under the effect of *resist energy* (fire) and *contingent energy resistance* (electricity), or any other two such spells that protect against different types of energy.

*Material Component:* An oyster shell.

**Source:** *Spell Compendium*, page 52

### **Fireburst**

Evocation [Fire]

**Level:** Sorcerer/wizard 2

**Components:** V, S, M

**Casting Time:** 1 standard action

**Range:** 10 ft.

**Effect:** Burst of fire extending 10 ft. from you

**Duration:** Instantaneous

**Saving Throw:** Reflex half

**Spell Resistance:** Yes

*With a grand circular gesture the air around you fills with flame. An instant later the fire explodes outward, engulfing everything close to you.*

*Fireburst* causes a powerful explosion of flame to burst from you, damaging anyone within 10 feet of you. All creatures and objects within that area, except for you and any creatures or objects that share your space, take 1d8 points of fire damage per caster level (maximum 5d8).

*Material Component:* A bit of sulfur.

**Source:** *Spell Compendium*, page 93

### **Flensing**

Transmutation [Evil]

**Level:** Sorcerer/wizard 8

**Components:** V, S, M

**Casting Time:** 1 standard action

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

**Target:** One corporeal creature

**Duration:** 4 rounds

**Saving Throw:** Fortitude partial; see text

**Spell Resistance:** Yes

*With a cruel utterance, you complete the spell and unleash its terrible energy. A sickeningly wet sound accompanies the sight of strips of flesh being torn away, as if some invisible hand was attempting to peel your target like an onion.*

When you cast this spell, you literally strip the flesh from a corporeal creature's body, inflicting incredible pain and psychological trauma. Each round the subject takes 2d6 points of damage, 1d6 points of Charisma damage, and 1d6 points of Constitution damage. A successful Fortitude save negates the ability damage and reduces the hit point damage by half for that round, but does not end the spell.

Flensing has no effect on creatures in gaseous form.

*Material Component:* An onion

**Source:** *Spell Compendium*, page 95

### **Fleshshiver**

Necromancy

**Level:** Sorcerer/wizard 6

**Components:** V, S, M

**Casting Time:** 1 standard action

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

**Target:** One living creature

**Duration:** Instantaneous

**Saving Throw:** Fortitude partial; see text

**Spell Resistance:** Yes

*Breaking the bone in the grip of your fist, you hear the sickening but satisfying crunch of your foe's bones breaking beneath his squeezing flesh.*

A creature with Hit Dice less than or equal to your caster level is automatically stunned for 1 round (no saving throw). A creature with Hit Dice greater than your caster level is allowed a saving throw to negate the stunning effect.

In the following round, the target must make a Fortitude save or take 1d6 points of damage per caster level (maximum 15d6) and be nauseated by the pain for 1d4+2 rounds.

*Material Component:* A bone, which is snapped during the casting of the spell.

**Source:** *Spell Compendium*, page 95

### **Shadow Well**

Illusion (Shadow)

**Level:** Sorcerer/wizard 4

**Components:** V, S

**Casting Time:** 1 standard action

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

**Target:** One creature

**Duration:** 1 round/level

**Saving Throw:** Will negates; see text

**Spell Resistance:** Yes

*You spit out the words of the spell, and the shadow of your foe darkens, becoming a solid black pit. Your opponent pinwheels its arms as it topples backward into the darkness.*

You case the target's shadow to become a temporary gateway to a pocket realm within the Plane of Shadow. The target must make a Will save or be pulled into the gateway. Inside the pocket realm, the creature sees a deserted, gloomy duplicate of the real world, while shadowy phantasms stalk and taunt it without causing it actual harm. Each round, the creature can attempt another Will save to return from the *shadow well*. Otherwise, the subject returns to the real world when the spell's duration expires.

Being trapped in a *shadow well* can be terrifying; upon returning to the real world, the subject must succeed on another Will save or be frightened for 1d4 rounds.

Upon leaving the pocket realm, the subject reappears in the spot it had been in when the *shadow well* spell was cast. If this spot is filled with a solid object, the subject appears in the nearest adjacent empty space.

Spells and abilities that move a creature within a plane, such as *teleport* and *dimension door*, do not help a creature escape a *shadow well* spell, although a *plane shift* spell allows it to flee to another plane as normal. The target might still become frightened upon leaving.

**Source:** *Spell Compendium*, page 186

### **Sonorous Hum**

Evocation [Sonic]

**Level:** Bard 2, cleric 3, sorcerer/wizard 3

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Personal

**Target:** You

**Duration:** 1 minute/level (D)

*You finish casting this spell, and the area around you is abuzz with a low, droning hum that improves your concentration.*

After you cast this spell, the next spell you cast within the duration that requires concentration to

maintain is maintained for you until the *sonorous hum* spell expires. This effect allows you to cast other spells, even another spell that also requires concentration. If the spell maintained by the *sonorous hum* has a shorter duration than that of this spell, the maintained spell expires as it normally would, and you gain no further benefits from this casting of *sonorous hum*. The sound created by the spell is as loud as a person in armor walking at a slow pace trying not to make noise (normally a DC 5 Listen check to detect). You can end the spell as a free action.

For example, you could cast this spell, then cast *detect thoughts*, and this spell maintains the concentration on *detect thoughts* while you cast *discern lies* and maintain concentration on that spell yourself. You control all aspects of both spells, so you could change the orientation of the *detect thoughts* effect and select a different target for your *discern lies* spell in the same round.

If you take damage, you must still make a Concentration check to maintain the spell.

**Source:** *Spell Compendium*, page 196

# DM'S AID #1 – THE ENVIRONMENT

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## 1. Visibility

- a. Is a constant 60' - type of vision, magic or light source does not change visibility
- b. It is not possible to see beyond 60' in this module.
- c. The PCs will never be able to see the next encounter location from within their current location (other than the Front Gate/Ticket Booth combo). For example the PCs cannot see the Big Top from the Carousel.

## 2. Sleeping

- a. Anyone who falls asleep or goes unconscious (including having statistics drained to zero) in the carnival begins to fade out of existence after 5 minutes.
  - i. At 2 minutes the fading effect is easily noticeable
  - ii. At 3 minutes the PCs will notice that the puppets (a random assortment from the puppet show – not the ones that they fight in Encounter Nine “Puppet Show”) that appear at the absolute edge of their vision
  - iii. At 5 minutes the PC completely fades away
- b. If a PC actually sleeps or is unconscious for 5 minutes they fade out of existence and leave the mod.
  - iv. If for some reason all of the PCs fall asleep at once, one PC will be selected at random to be awakened as the puppets come for him/her.
  - v. If all the PCs are unconscious the PCs' deaths will be unrecoverable.
- c. When a PC sleeps or becomes unconscious (including having statistics drained to zero) the puppets from the puppet show can be seen at the edge of the PC's vision. They do not move except to remain at the edge of visibility. These puppets will always move to stay at the edge of the PCs vision. They will NEVER attack.
- d. If the unconscious or sleeping PC is not watched or guarded, the puppets will come for them in order to include them in the puppet show. This always happens slightly before the PC fades out. If a PC is taken by the puppets they can be found hanging (with strings connecting to their head, hands and feet) in the backstage of the puppet show in Encounter 9 “Puppet Show”.
- e. If the puppets in Encounter 9 “Puppet Show” are defeated no more puppets will come to claim sleeping or unconscious people.

## 3. Trying to leave.

Walking away from the gates of the carnival leads you out into darkness and eventually leads right back to the gates. The amount of time it takes to return to the carnival shortens with each attempt until eventually after moving 60 feet away from the gates the PCs finds themselves approaching it again.

## 4. Signposts

There are signs at each location that indicate directions to other locations that will be visible to PCs who have completed the encounter (for example: Until a PC has passed through the hall of mirrors they will not be able to see the sign leading to the puppet show, nor will they be able to follow a PC who can see the sign). The only exception to this is the Ticket Booth/Midway/Carousel encounters.

- a. If a PC can see the sign pointing to the next encounter and follows it, once the prior encounter location is out of sight (beyond 60') the next location comes into view.
- b. If a PC (or PCs) who cannot see the sign pointing to the next encounter try to follow someone who can see the sign in an attempt to get to the next encounter, the ones who can't see the sign will fall rapidly behind the ones who can and will soon find themselves back at the prior encounter. This will happen regardless of any attempts to have the PC (or PCs) who could see the sign stop and wait or turn back. It will happen even if the PCs hold hands or otherwise link themselves together.

**5. The gravel**

The gravel that lies underneath the PCs' feet is actually ground-up bone. A DC10 Heal check or any character with skill ranks in Profession (Mortician) will reveal this information.

- a. Asherati will not be able to swim in it since it is too course and densely packed.
- b. Earth Dreamers will not be able to see through it.

**6. The Magical Tattoo from COR4-04 – Red Tide**

Any PC with this tattoo will be the primary target of all undead in this module. The Undead will attack him to the exclusion of all other PCs. A silvery glowing image of the tattoo will appear in the air next to the tattoo's general location on the PC body. This glowing image cannot be hidden by any means. If the PC drops in combat any undead in the area will spend 1 additional round attacking the tattooed PC. Apparently even the undead have some standards.

## DM AID 2 – SPELLS AND MAGIC

Due to the unique nature of the shadow carnival not all magic works in the same manner as it does back on the Material Plane. Specific differences are noted here:

**Divination** – spells such as *augury*, *commune*, *divination*, etc. will only return the message that “It needs to be destroyed. We can’t tell you any more without risking to much.”

**Extra dimensional refuges** - Such as Rope Trick, Mordekainen’s Magnificent Mansion, etc. will only last for rounds per level.

**True seeing** – This spell will only work if the PC has some source of light. If they do they will be able to see the other PCs and them selves surrounded by masses of shadowy tentacles. They do not see the environments described in the box text (but they would see the creatures on the carousel as well as the little girl in the puppet show), only endless vistas of shadowy tentacles stretching off in all directions.

**Anti-Magic** – If a PC casts this spell without some source of non-magical light, they will be surrounded in a sphere of absolute darkness (treat as blindness) and will no longer be able to feel the ground beneath their feet. If they have non-magical light they will see thing as described under the True seeing entry above.

**Plane Shift** – Casting this spell would allow the PCs to return to the Material Plane without having to go to sleep.

**Summoning** – Feel free to change the appearance of what the creatures that the PCs summon to fit in with the Carnival theme.

**Turning** – Using turning will actually damage Carnival objects in the area.

**Scrying** – This will not function in this demi plane

**Animal Companions** – An animal companion will not want to be more than 30 feet from its master. Any attempt to order an animal companion to do so will need a DC20 handle animal check each round.

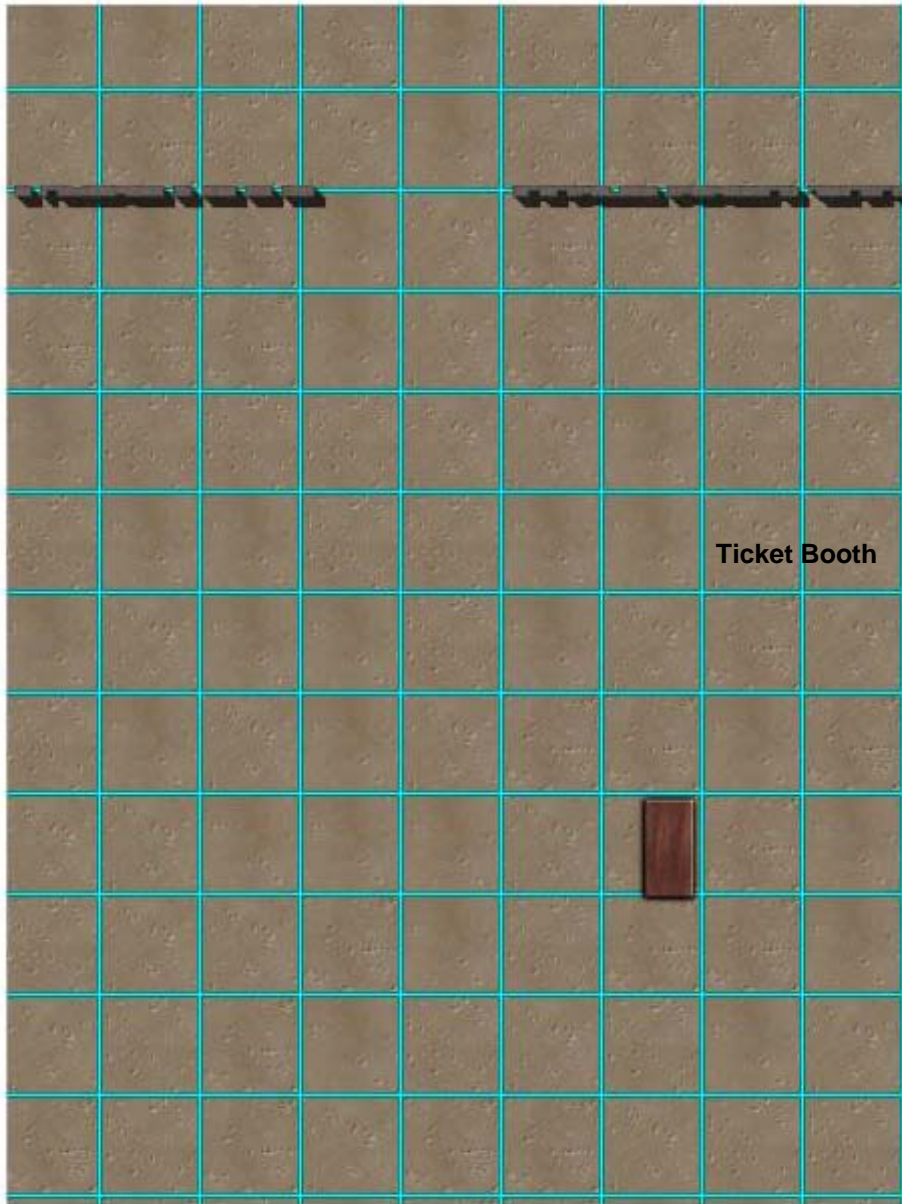
**Paladin’s Mounts** – Paladin’s mounts that are summoned into the shadow carnival will be appear injured (negative energy) and have taken (1/2 APL)d8 points of damage as a part of getting to this demi plane.



## MAP 1 – THE FRONT GATE

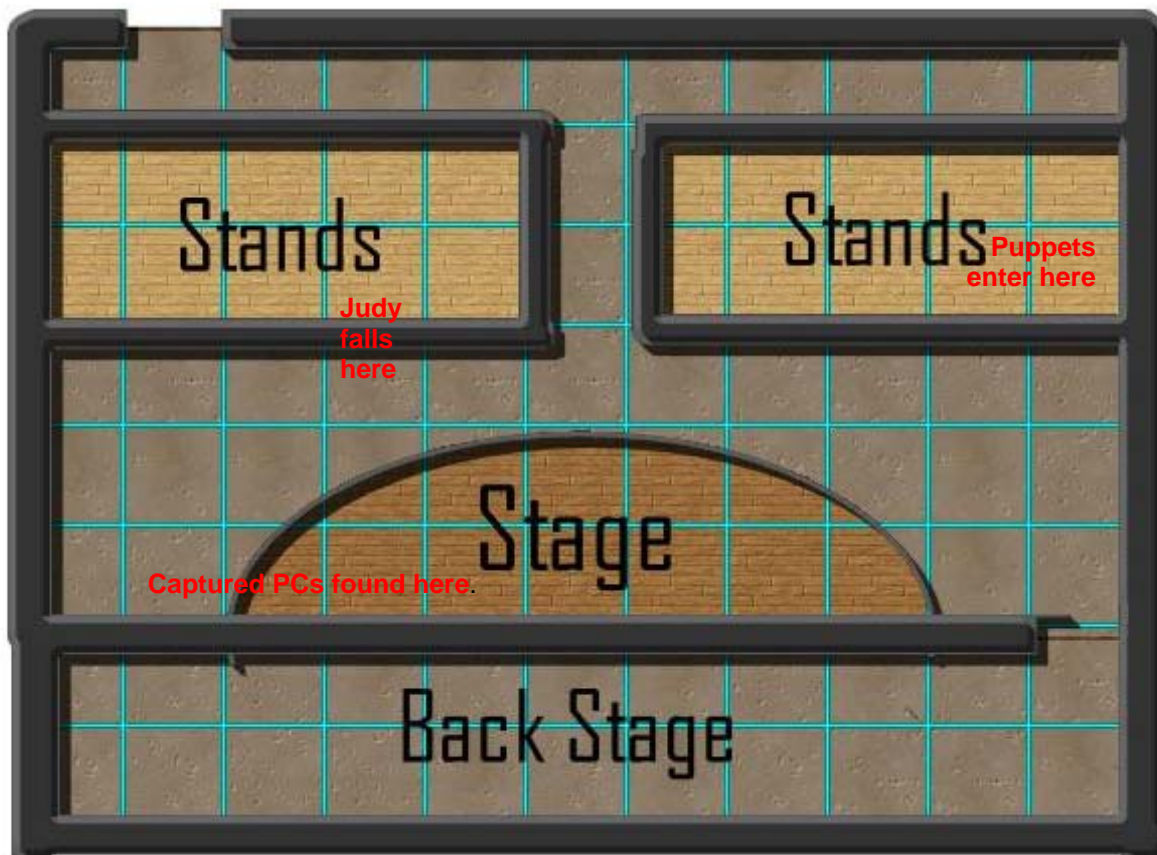
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PCs appear 10 feet off the map, directly in front of the gates



## MAP 2

PCs enter here



## PLAYER HANDOUT 1

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You have just triggered a trap. While working your way through the house of mirrors one mirror in particular caught your attention. Looking closer you were compelled to touch it. As soon as you did your image grabbed you and pulled you into the mirror while it stepped out into the world. You watch as your reflection gives you an evil grin before going to join your companions.

Your reflection will attack your companions to the best of its, that is to say your, ability.

## PLAYER HANDOUT 2

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A crumpled note found under the stands in the big top. It is completely dry.

**Wealsun 7 596CY Radigast City**

**Grey says 3 months**

**W.F.T.C. is the carrier.**

**A harvest in Harvester?**

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