

P L A N E S C A P E[®]
ACCESSORYMONSTROUS COMPENDIUM[®]

APPENDIX III

by Monte Cook



MONSTROUS COMPENDIUM[®] APPENDIX III

*Being a Guide to previously Unknown Inner-Planar
Creatures, both Malevolent and Benign, and Including
selected Revised Entries from older Sources.*

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Plenty of berks who've traveled from Mechanus to Limbo and everywhere in between think they've seen the best and the worst the multiverse has to offer, whether it's the shining cities of Mount Celestia or the fetid swamps of the Abyss. Perhaps they've dined with archons, marched

with modrons, and even put a few pit fiends into the dead-book. But if they haven't explored the Inner Planes — well, they just haven't seen anything yet.

See, the Inner Planes present some of the oddest and most dangerous environments of all the cosmos. Most folks know of the four Elemental Planes (Air, Earth, Fire, and Water), but few can speak with authority about the four Paraelemental Planes (Ice, Magma, Ooze, and Smoke), the eight Quasielemental Planes (Ash, Dust, Lightning, Mineral, Radiance, Salt, Steam, and Vacuum), or the two Energy Planes (Positive and Negative). Some of these places're as inhospitable as a body could imagine — yet they teem with life. 'Course, the inhabitants of these planes're unlike those of any other, and even a seasoned planewalker can't know the dark of them all. Most creatures have unexpected appearances and powers, and sometimes unknowable motives and mysterious goals.

The PLANESCAPE® MONSTROUS COMPENDIUM® *Appendix III* looks to set the record straight. Assembled here are dozens of monsters from the Inner Planes, along with a handful from the Astral Plane and the Ethereal Plane. Most of 'em are brand new, but some appeared — in much more abbreviated form — in old magazine articles or products that're now out of print. Still, this volume puts a fresh twist on the older creatures, so a body shouldn't assume he knows all there is to know about a beast just because he's seen it once before.

Naturally, this tome doesn't include *every* old favorite. Why not? First of all, it tries to cover each Inner Plane (not to mention the Silver Void and the Misty Shore) in relatively equal measure. Enough fire-related monsters alone exist to fill this book from front to back, but no one plane was meant to be stressed here. Second, the *Appendix III* isn't supposed to be a reprint volume — most of the creatures here are new.

Thus, choices had to be made as to which older beasts'd get another chance in the spotlight. Those included were picked on the basis of how important they were, how unique they were, and how sodding difficult they were to find anywhere else. So a body shouldn't worry if he can't find the firetail, the nightshade, or the ice crab in this book. They haven't been forgotten — they just didn't make the cut. Maybe next time, berk.

◆ USING THIS BOOK ◆

Like the PLANESCAPE MONSTROUS COMPENDIUM *Appendix* (2602) and *Appendix II* (2613), this volume follows the entry format of the MONSTROUS MANUAL™ tome. Brief explanations of the categories used in each entry appear below.

CLIMATE/TERRAIN: The plane(s) the creature inhabits most of the time. Creatures can, and often do, leave their home plane through normal means (portals, spells, innate abilities, and so on).

FREQUENCY: The likelihood of encountering the creature on its home plane. "Very rare" indicates a 4% chance; "rare" means an 11% chance; "uncommon" is a 20% chance; and "common" indicates a 65% chance.

ORGANIZATION: The social structure the creature typically adopts. "Solitary" can include small family groups.

ACTIVITY CYCLE: The time of day when the monster is most active. Since none of the planes dealt with in this book follows the standard cycle of day and night, this entry is often meaningless.

DIET: What the creature usually eats. Carnivores eat meat, herbivores eat plants, and omnivores eat either. However, many inner-planar monsters consume other substances entirely.

INTELLIGENCE: Descriptive terms range from "non-" to "godlike," and the corresponding Intelligence ability score is presented in parentheses.

TREASURE: This refers to Table 84: Treasure Types, found in Appendix 1 of the DUNGEON MASTER® GUIDE (DMG). If possible, intelligent monsters make use of magical items in their possession.

ALIGNMENT: The general behavior of the average monster of that type. Note that exceptions may be encountered.

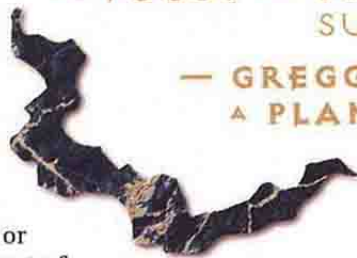
NO. APPEARING: An average encounter size. Adjust this as appropriate to the situation and player character capability.

ARMOR CLASS: A combined rating of the protective value of the creature's hide, reflexes, speed, magical protection, typical armor worn, and so on.

MOVEMENT: The creature's speed rating. Unusual movement types include Fl (flying), Sw (swimming), and Br (Burrowing). Fliers have a maneuverability class rating of A (excellent) to E (clumsy); for details, refer to the aerial combat rules in Chapter 9 of the DMG.

YOU CAN LISTEN
TO THE SCREECH ABOUT
THE PLANES BEING ALL
ABOUT BELIEF IF YOU WANT TO,
BUT HERE ON THE INNER PLANES,
WE FOCUS ON SOMETHING DIFFERENT:
SURVIVAL.

— GREGGAR RHONH,
A PLANEWALKER



HIT DICE: The amount of damage a creature can withstand before dying. Hit Dice are eight-sided; roll the indicated quantity to determine the creature's hit point total. An addition noted after the number is an extra amount of hit points. For example, 4+3 HD is 4d8+3 hit points. Creatures with a bonus of 3 or more hit points are treated as having the next higher Hit Die for purposes of determining saving throws and attacks.

THACO: An acronym for To Hit Armor Class 0. This does not include any special bonuses that may appear in the monster's description.

NO. OF ATTACKS: The basic number of attacks that a creature can make in a single round, not necessarily including special attacks.

DAMAGE/ATTACK: The amount of damage each of the monster's attacks causes, in terms of the die to be rolled. "By weapon" means that the amount of damage is based on the type of weapon the creature uses.

SPECIAL ATTACKS: Any special offensive capabilities (such as breath weapons or poison), which are listed here and detailed in the text.

SPECIAL DEFENSES: Any special protections (such as immunities or regeneration), which are listed here and detailed in the text.

MAGIC RESISTANCE: The percentage chance that a monster ignores the effects of magic it interacts with, from a spell or item to the innate power of another being. Even if the magic isn't ignored, the monster still makes normal saving throws. Creatures may also be immune to specific types of magic, but that's not considered magic resistance.

SIZE: Abbreviated as T (tiny, 2 feet tall or smaller), S (small, 2 to 4 feet), M (medium or human-sized, 4 to 7 feet), L (large, 7 to 12 feet), H (huge, 12 to 25 feet), or G (gargantuan, 25+ feet in length or height).

MORALE: A rating of how likely the creature is to persevere against adversity or armed opposition. Adjust this for current circumstances; even cowardly creatures don't run away from a fight they're easily winning. Morale ratings fall into the following ranges: unreliable (2 to 4), unsteady (5 to 7), average (8 to 10), steady (11 to 12), elite (13 to 14),



champion (15 to 16), fanatic (17 to 18), and fearless (19 to 20). For more details, refer to Chapter 9 of the DMG.

XP VALUE: Experience points awarded for defeating (but not necessarily killing) the monster. Modify this for campaign balance and the danger characters face during the encounter. Don't let the death of a monster in unfair circumstances result in free XP for the PCs.

In addition to the base statistics outlined above, the text describing each monster is organized as follows:

COMBAT: An explanation of the monster's special combat abilities, arms and armor, and tactics. Unless otherwise noted, a creature with more than one special ability or spell-like power can use them at the rate of one per round.

HABITAT/SOCIETY: A look at the monster's behavior, nature, social structure, lair, goals, and interaction with others.

ECOLOGY: A description of the niche the monster fills on its home plane, what the creature eats, how it reproduces, and other miscellaneous information.

CREATURES OF THE ◆ INNER PLANES ◆

As this book focuses on the Inner Planes, it won't come as a surprise to well-lanned bloods that it deals mostly with elemental, paraelemental, and quasiaelemental creatures. Many such beasts — including the elemental grue, elemental "kin," and the four basic elementals themselves — have been presented in a previous *PLANESCAPE MONSTROUS COMPENDIUM Appendix* or in the *MONSTROUS MANUAL* tome. While those creatures haven't been reprinted here, this book does contain monsters that share a number of similarities with them (particularly with the elementals).

The *Monstrous Manual* tome presents elementals from a prime-material point of view — as creatures summoned to the Prime by spellcasters. On their own planes, however, elementals're treated a bit differently. At home, their frequency is common, they're often encountered in bands of 1d6, and many of them have high Intelligence (13-14) or better. What's more, they're free-willed creatures with societies, leaders, fears, and aspirations. Some of the more intelligent elementals have even changed alignments, so a planewalker might encounter the rare one that's become good or evil — or the even rarer elemental that's given itself over to law or chaos.

Unfortunately, folks who aren't too familiar with the Inner Planes rattle their bone-boxes endlessly about "elementals," using the term to describe anything that lives on any of those planes. But they're wrong.

An elemental in the strictest sense of the word is a spiritual creature found only on the planes of Earth, Air, Fire, and Water that inhabits its respective element. It flows freely throughout its plane, and when it wants to interact with its environment, it can assume a material form by wrapping a portion of elemental force around itself. (This resultant "body" isn't really the elemental at all.) And the same is true of paraelementals and quasiaelementals. Both are free-willed spirits that shape bodies for themselves out of their environments.

However, not all creatures native to the Inner Planes are elementals, paraelementals, or quasiaelementals, and these other beasts don't possess quite so much freedom. Instead, like most terrestrial beings, they're tied to a physical form, even if that form — say, that of a water weird — is composed entirely of a single element.

Still, whether a creature is a true elemental or just a native, any inhabitant of an Inner Plane is immune to the harmful effects of that plane. For example, all beings from the plane of Fire are immune to flames and heat, and all those from the quasiplane of Dust are exempt from its disintegrating properties.

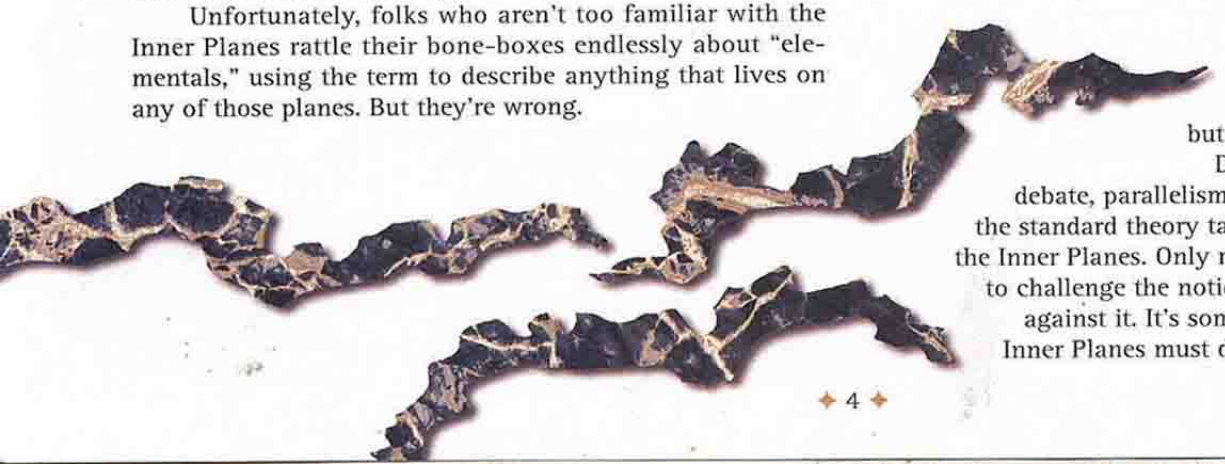
PARALLELISM

Parallelism is the belief that the Inner Planes are essentially variants of the same theme. In terms of the inhabitants, this would mean that any creature found on one plane had its counterpart on all others. Well, each plane does have its own native elemental, paraelemental, or quasiaelemental, and each also has its own mephitis. The theory of parallelism certainly holds on the four Elemental Planes — each has a native grue, geniekind, gen, vermin, plasm, and fundamental. And graybeards can point to plenty of other examples. Thus, adherents of parallelism claim that the study of one Inner Plane is really the study of them all, for they're all the same.

'Course, this school of thought has as many opponents as it does supporters. The naysayers're quick to point out all of the creatures that seem to have no parallels — the fire bat, the khargra, the xorn, and so on. Besides, they argue, even if a bit of parallelism does exist, it doesn't mean that all things elemental follow the rule. After all, there's no reasoning (as yet) for parallelism. Supporters have never produced proof of

any force or multiversal mechanism that causes the elements to stay in synch (though Guvner parallelists try and try to find it). They've offered nothing but wild theories.

Despite all the controversy and debate, parallelism has been and continues to be the standard theory taught regarding the makeup of the Inner Planes. Only recently have bloods been able to challenge the notion and make a believable case against it. It's something that all scholars of the Inner Planes must deal with, eventually.





ECOLOGY OF THE ◆ INNER PLANES ◆

It may take a while, but any canny cutter'll tumble to one thing regarding the Inner Planes: They're nothing like home. In places where there's virtually no plant life, where there's no up or down, and where many of the inhabitants are literally composed of the same substance as their surroundings, things begin to seem very alien. But even alien things can be understood.

Well, a body can try, at least.

For the purposes of this book, which describes and studies denizens of the Inner Planes, a blood should focus primarily on understanding the basics of inner-planar ecology. It's next to useless to know anything about the creatures that live on these planes without knowing how they interact. Nothing lives in a vacuum (well, the egarus, the vacuous, and a few others do — that's a joke, berk). They all fill a niche within their own ecosystem, no matter how strange the creature or how bizarre the environment.

INTERACTION ◆ BETWEEN PLANES ◆

A well-known planewalker once made the point that, all in all, it's easier to get around on the Inner Planes than on the Outer. That is, it's not a difficult matter to get from one Inner Plane to another. That's probably true. However, inter-planar interaction is limited, because many of the natives can't survive in their neighboring environments. For example, the planes of Fire or Magma would make short work of most creatures from the Paraelemental Plane of Ice.

Still, some interaction does exist, particularly between the Elemental Planes and their related paraplans and quasiplanes. This is certainly true of the geniekind. Djinn are found not only on the plane of Air, but also on the planes of Ice, Smoke, Lightning, and even Vacuum. Dao slavers roam all of the Inner Planes (and even the Astral and Ethereal) with magical protection, but they live in great numbers on the planes of Mineral, Dust, Magma, and Ooze. Efreet and other natives of Magma (as well as Radiance, Steam, and Ash), sometimes war with the dao there.

Fact is, conflicts between elemental creatures on adjoining paraplans make them dangerous places to visit. Many are the kings, dukes, and princes of the various races, and it seems that they're always engaged in petty squabbles that send elemental armies clashing together. That's the way of the Inner Planes.

Other natives, especially mephits, regularly travel back and forth between planes with (usually) less hostile intent. Khargra are a good example of this; they "swim" between Earth and Mineral, occasionally getting lost and wandering into Dust, Ooze, or even Magma (where they soon die).

True elementals, paraelementals, and quasiaelementals, on the other hand, usually stay where they're most comfortable and powerful — on their home planes.

ELEMENTAL OPPOSITES

Much has been made of the enmity between opposing elements — fire versus water, earth versus air, magma versus ice, and ooze versus smoke (not to mention the opposing negative and positive quasiplanes). But don't worry too much about memorizing every pair of opposites. Instead, just remember one hard and fast rule: Creatures of one element hate creatures of all other elements.

It proves to be true more often than not.

Sure, plenty of exceptions exist, but they're minor: earth elementals and mineral paraelementals, smoke mephits and efreet, and dozens of others. And, of course, many inner-planar creatures

never get the opportunity to interact. When would an immoth from the paraplane of Ice and a lesser salamander from the plane of Fire ever meet? Neither really leaves its home plane, and even if one did, it couldn't survive in the environment of the other. Nevertheless, a canny basher'd bet his jink on the idea that if they *could* meet, they'd hate each other.

This isn't to say that all is peaceful and harmonious within each plane, however. On the contrary, elemental creatures have waged great and devastating wars against other natives of the same plane. The Princes of Elemental Good and Evil embody this sort of inner strife (if a body'll pardon the pun).

INTERACTION WITHIN ◆ EACH PLANE ◆

The ecology of each Inner Plane varies considerably. According to some graybeards, each element has a sort of "personality" — creatures of fire are hot-tempered, beasts of earth are ponderous and slow, and so on. But only an addle-cove'd assume that such generalizations are always true.

When reading through the following sections, even the most well-lanned of planar scholars're bound to come upon a reference or two to creatures they've never heard of. Don't be too upset by this. Some of the monsters mentioned come from obscure sources and are included only for the sake of completeness (although there still wasn't room for everything). See, the Inner Planes are full of life, and if all a basher knows is what's in this book alone, he's doing all right.

EARTH

As on the other "core" Elemental Planes, much of the ecology and interaction of Earth's inhabitants is dictated by the powerful forces swayed toward good and evil.

Though the Inner Planes and most of the creatures that live there are known for their neutrality, mighty bloods known as archomentials — the Princes of Elemental Good and Evil — try to drag things toward one end or another of the moral pole.

On Earth, the conflict (or the threat of conflict) between Sunnis and Ogrémoch looms over the entire plane. While each marshals armies of good- or evil-aligned elemental creatures, their feud is ultimately a personal one, and it'll most likely end as a singular combat between the two archomentials themselves. Otherwise, things on the plane are actually quite peaceful. Left alone, earth elementals and many of the other natives don't really do much — at least not very quickly.


The dao live in huge cities based on their wealth, burghs where they've garnered slaves from all ends of Earth, the rest of the Inner Planes, and even the Prime and the Outer Planes. Schools of khargra swim through the plane, hunted by pech, shad, and chaggrin grue. Stone giants, found in surprisingly large numbers, hunt them all. The xorn and xaren keep to themselves, occasionally seeking to feast upon a galeb duhr or a creature that's wandered in from the quasi-plane of Mineral (like a crysmal). The erdeen, elementals of chaos, also attack most galeb duhr they encounter, but more out of spite than hunger. No wonder the galeb duhr don't move around much.



The pech wage tiny wars among their various tribes, aided by allied sandmen and earth weirds. Recently, a bit of chant circulated regarding a mighty pech queen uniting the disparate groups, but it turned out that she was just a puppet of Ogremoch.

The hordes, insectlike inhabitants of the plane, swarm over various areas, destroying everything in their path. They're the enemies of all else that dwells on Earth. In particular, the lawful good elementals known as the kryst fight a never-ending war against the hordes.

AIR



The Archomentals of the Elemental Plane of Air are not as domineering as those of other planes, allowing various forces to flourish. Air elementals are easily the most numerous and definitive of the plane's inhabitants. It's thought that air elementals that spend too much time near the border with the quasipane of Vacuum grow tainted with negative energy and become airy creatures known as mihstu. Whatever their origin, the mihstu spread their malice throughout all of Air. When someone or something dies mysteriously, accusing fingers often point first to the mihstu.

Other natives're less troublesome. The sislan and the vortex, for example, keep mostly to themselves and their own business, while air walkers spend a good deal of time silently observing and gaining information about the plane's other inhabitants. Spirits of the air, tempests, skriaxits, and creatures like the air plasm and the air drake are loners — even the predators among them don't occur in large enough numbers to have a meaningful impact on the native populations.

Visitors to Air often marvel at the fabulous floating cities of the djinn, which are talked about throughout the multiverse. In these sparkling burgs, the creatures known elsewhere as invisible stalkers make their homes. Here, they live without malice or violence as wise sages and lorekeepers. Fact is, the only real blights upon the conditions in djinn cities are the ildriss and the duster, more pests and vermin than anything else. But the air elementals of chaos, called eolians, launch unpredictable attacks against the burgs.

It's important to note that with all of the other floating cities, towns, and fortresses, the Elemental Plane of Air has more non-natives than any other Inner Plane. Though these include cloud and storm giants, giant eagles, and other "monsters," Air also boasts many humans, elves, tieflings, and even githzerai and bariaur. These outsiders — who usually move around on griffon, hippogriff, and giant bird mounts — often fall prey to the attacks of sislan, eolians, or other hostile natives. But most large groups make pacts and treaties with air elementals, djinn, and even sylphs. These agreements are often worked out by air genasi.

FIRE

The Elemental Plane of Fire has more than its share of powerful, warlike creatures. The blood known as Imix has established himself as the supreme Archomental of the plane, and the ranks of his armies are swelling. Nevertheless, the efreet and their fortresses, not to mention their gargantuan and magnificent City of Bronze, are a stable and formidable force throughout the plane.

Natives of other Inner Planes often stay within racial or species-centered groups, but the denizens of Fire don't always follow suit. Rather, they form tiny kingdoms and principalities, each ruled by a specific leader who commands a variety of creatures. Beings like fire minions, mephits, harginn, gen, plasms, giants, drakes, hell hounds, and flame spirits are all likely to be found working together in these communities. Though the whole of the plane is neutral, Fire leans more toward evil than any of the other Elemental Planes, and these small autonomous groups reflect this.

The salamanders (another evil race) live in vast nations ruled by salamander nobles. They generally maintain an uneasy alliance with the efreet and an on-again, off-again war with the azer. But the various nations are by no means unified, and the greatest enemy of the salamanders is currently other salamanders.

Not all natives of Fire fall under the rule of the kingdoms. Flamelings, lava worms, fire bats, fire elemental beasts, and a few other predators simply form their own packs or family units, preying upon anything that wanders by. Firetails (and their betters, the tshala) lead a more peaceful existence and avoid conflicts if they're able. They never ally with any other natives of the plane, and are never found in their company. Pyrophor — chaotic evil elementals — fight endlessly against the helions, their lawful good counterparts.

Finally, armies of firenewts mounted upon giant striders plague virtually any patch of solid ground on the plane. Although some graybeards say that they're related to salamanders, a body'd never tumble to that conclusion after seeing the lesser ferocity with which they fight.

WATER

It's been said before, but the Elemental Plane of Water is thick with living creatures. All manner of fish and aquatic animals make their homes here. For the most part, they behave as if they were in a terrestrial sea, with plankton and kelp providing the base of the food chain. Sea creatures that normally need plant life or sunlight sustain themselves by eating what little there is of the free-floating seaweed and simply adapt to living without the light.

Don't get the wrong idea, though — the plane ain't just a big prime-material lake or ocean. Sure, normal creatures swim through Water, but so do gargantuan beasts like plesiosaurs, giant sharks, giant octopi and squids, kraken, leviathans, and singular beasts so unimaginably huge that they don't have names. Most are dangerous predators, but

many are too huge to find something as tiny as a plane-walker a satisfying meal.

Water elementals, naturally, dominate the plane. Their vast undersea kingdoms are marked by the lack of any other living thing — if a traveler passing through the plane looks around and doesn't see any fish, he knows he's in a realm populated solely by elementals. 'Course, the greatest of these kingdoms is held by Olhydra, the Princess of Evil Water Elementals. (Her good counterpart, Ben-hadar, also has a principality, but it's hidden.) Though wicked through and through, Olhydra doesn't have the fearsome reputation that other evil Archomentials command. She spends her time worrying about creatures from the plane of Fire, and no being of Water'd object to that.

Tritons, sahuagin, mermen, ixitxachitl, and other sea-born races have built great cities throughout the plane. Most of these watery creatures don't get along, feuding among

themselves rather than interacting much with other inhabitants like the marids, who also construct undersea burghs. Marids, on the other hand, ally themselves with nereids, water mephits, and undine. Their enemies include hydrax, spitters, and varrdig, as well as the watery fiends — hydroloths and wastrilith — that frequently visit the plane.

Suisseen are peaceful except for the rare few that become corrupted by evil after being summoned to the Prime. Once tainted, these dark-souled creatures are a menace to all that live on the Elemental Plane of Water. Fortunately, the bzastra — a strange race that usually keeps to itself — hunt evil suisseen if aware of their presence.

Water weirds, thought to be elementals tainted with negative energy (perhaps from spending too much time near the border with the quasiplane of Salt), wreak havoc and woe whenever they can. Entire communities of sea elves and other creatures have been slaughtered by the tender mercies of the evil weirds.



ICE

The Paraelemental Plane of Ice has many inhabitants, most of them predators that feed on one another. Cryonax, the plane's Archomental Prince of Evil, seeks (actually, *claims* is a better word) complete domination of Ice. In his quickly growing army, he's gathered ice paraelementals, frost giants, particularly intelligent winter wolves, white dragons, and ice mephits, as well as such unlikely soldiers as ice toads, white puddings, and ice crabs.

The frost salamanders and the im-moths remain out of Cryonax's icy grasp for now, preying upon all cold creatures weaker than themselves. The ice paraelementals and mephits that've likewise maintained their freedom live together in tiny kingdoms and follow a policy of isolation; they simply try to ignore the Archomental.

MAGMA

Fire and magma mephits skirmish for control of this Paraelemental Plane, but the brutish magma mephits far outnumber their fiery adversaries, so it's rarely much of a contest. As a result, the fire mephits have petitioned the lava children for an alliance, but chant is nothing'll come of it. The lava children already have their hands full trying to stay out of the greedy clutches of dao slavers, whose power on the plane is kept in check only by the presence of a large force of efreet.

Magma paraelementals wage wars with both types of mephits, but other than that, they're a peaceful, harmonious folk with no rulers, borders, or internal conflicts. They enjoy a good relationship with the united tribes of the magmen, who attack and hunt all other creatures.

Fire giants, the occasional pack of fire bats, and a handful of other torrid natives make their homes on floating islands of volcanic rock not yet fully liquefied (or eaten by the thoqqua). Most of these creatures have either fled the plane of Fire or simply lost their way; they're too insignificant to take part in the power struggles that grip Magma.

OOZE

Though a cutter might spy the occasional dao or marid here, one thing is certain — no one willingly visits the Paraelemental Plane of Ooze without a good reason. Even the natives, including the ooze mephits, don't appear to like the place much. The horrible muck that fills the plane is infested with worms

and crawling insects that don't seem to provide much to the environment (except for a source of food for the desperate).

The oddly named ooze sprites use their unique powers to make fairly good lives for themselves by exploiting the mephits. The ooze paraelementals, in turn, hate both the sprites and the mephits, killing them on sight. Fact is, no one likes anyone else on this choleric plane.

SMOKE,
ASH, DUST,
LIGHTNING...

WHAT I NEED

IS SOMEPLACE TO STAND.

— BOORDIN CHATTERHOST,
A BARRIUR PLANEWALKER



SMOKE

The ecology of the Paraelemental Plane of Smoke is quite involved, even though it doesn't have many inhabitants. The plane is "ruled"

by a smoke mephit named Ehkakh, but most look upon him as nothing but a joke. Efreet and djinn often come to the plane (particularly to wage wars against each other), and they pay Ehkakh no heed whatsoever.

Smoke paraelementals also ignore the so-called lord of the smoke mephits, choosing instead to form their own kingdoms and follow their own nobility. One thing that's sure to confuse a planewalker is the fact that the mephits have their own rulers and realms and the paraelementals have theirs — and the borders (which are difficult to ascertain anyway, in a plane of nothing but smoke) don't coincide. A cutter traveling through the kingdom of a smoke mephit count might pass through three other realms belonging to the smoke paraelementals. But the paraelementals don't care; they rarely interact with other denizens at all. They have taken it upon themselves, however, to rid the plane of meddling outsiders like the efreet and djinn.

The predatory belkers hate the efreet as well. Belkers attack the native mephits and anything else that wanders into their path, but they truly despise the fiery genies, who try to conscript them as soldiers in their endless little wars. Fact is, the recruitment strategy's backfired on the efreet, for now if the belkers must choose sides, they choose the djinn.

Creatures known on some prime-material worlds as vapor rats also dwell on Smoke, often serving as pets for self-proclaimed mephit nobles. And everything on the plane simply avoids the lumbering creatures known as sootbeasts.

ASH

Outsiders know of only three major creatures native to the Quasielemental Plane of Ash: ash mephits, ash quasielementals, and rasts. The mephits and the rasts prey upon each other in a constant struggle of eat-or-be-eaten. In this kind

of atmosphere, neither race has time to form any sort of society other than warlike hunting packs.

The quasiaelementals, by contrast, are well organized and led by a council that lives in the Citadel of Former Flame. There, they plot against their enemies, the inhabitants of the Elemental Plane of Fire.

Naturally, other creatures – like the descriat and the ulish – swim through the endless expanse of ash and cinder, but they seem to function only as handy prey when the predators of the plane can't feed on one another.

DUST+

Malicious and vengeful, the quasiaelementals of dust roam their plane in leaderless packs looking for something to destroy. Everything else that lives in this desolate place hates them, including dune stalkers, sandlings, sandmen, and silt weirds. For the most part, however, these other creatures can't stand against the quasiaelementals and so flee when they come near. The dune stalkers and sandmen each have their own tribal communities on the plane, but they must remain forever nomadic to avoid the ravaging quasiaelementals.

Dust mephits manage to stay one step ahead of the marauders, having formed a fairly respectable civilization under the leadership of a queen, but their society's still known for its dour and morbid outlook.

LIGHTNING

The Quasiaelemental Plane of Lightning has so few inhabitants that it's quite possible a visitor might never encounter one. 'Course, that assumes a basher'd know a native if he saw one – and that's a big assumption. After all, it's sodding difficult to tell a lightning quasiaelemental or even a shocker from the ambient lightning that fills the plane.

Still, the quasiaelementals, while having no organization, are the dominant folk of the plane. Even the shockers are aware of this fact and never work at cross purposes to them. The lightning mephits, on the other hand, speed across the quasiplane so busily that they hardly recognize that there are other inhabitants.

In one isolated realm of the plane, beings known as thunder children wander in autonomous tribes, living out their existences without ever associating with either the paraelementals or the shockers.

MINERAL

The ecology of the Quasiaelemental Plane of Mineral isn't terribly unlike that of the Elemental Plane of Earth. Chant is, a powerful quasiaelemental named Crystalle claims to

be the Archomental of the plane. 'Course, since the other Archomentials don't recognize his authority, and because none of the other quasiplanes or paraplans (except Ice) even have associated Archomentials, it seems unlikely that the berk's anything but a lord on the order of Ehkakh or the late Bwimb. The mere fact that he sides with neither the forces of good nor evil casts serious doubt on his claim – the other Archomentials all take clear moral stances.

Despite Crystalle's proclamations, the gemlike tsnnng present themselves as the true rulers of Mineral. Their tiny cabals are spread throughout the plane, and even though these local bands usually clash with one another, some of the plane's other denizens – including small groups of quasiaelementals, crysmals, mephits, and shards – do recognize the tsnnng's leadership.

Mineral quasiaelementals patrol the plane in warlike bands, taking it upon themselves to repel outsiders. They kill mineral-eating creatures like the khargra and the xorn on sight and suspect most other non-natives of being plunderers. The dao, who come to the plane quite frequently, have made a pact with the quasiaelementals which allows them to mine small quantities of mineral to take back with them. No other beings have this luxury, although there's always some bubbler wigwagging about a secret dwarven mine, or a bunch of pech raiders who get in, mine valuable materials, and get out.

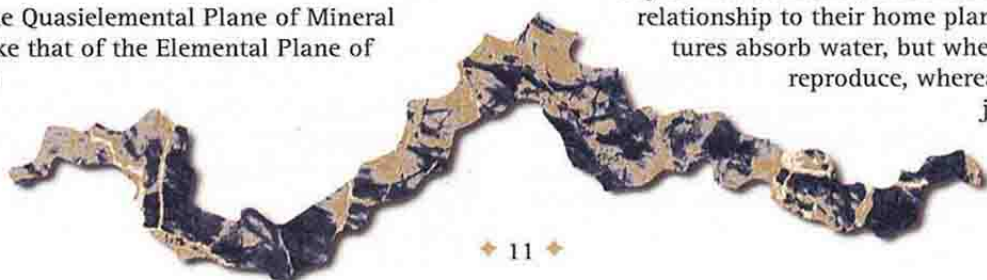
A handful of natives spend most of their time near the border with the Positive Energy Plane, feeding from its vitality. The chamrol, the shard, the spined shard, the energy pod, and the trilling crysmal all fall into this category, though the shard and the trilling crysmal do appear elsewhere – sometimes even on the plane of Earth.

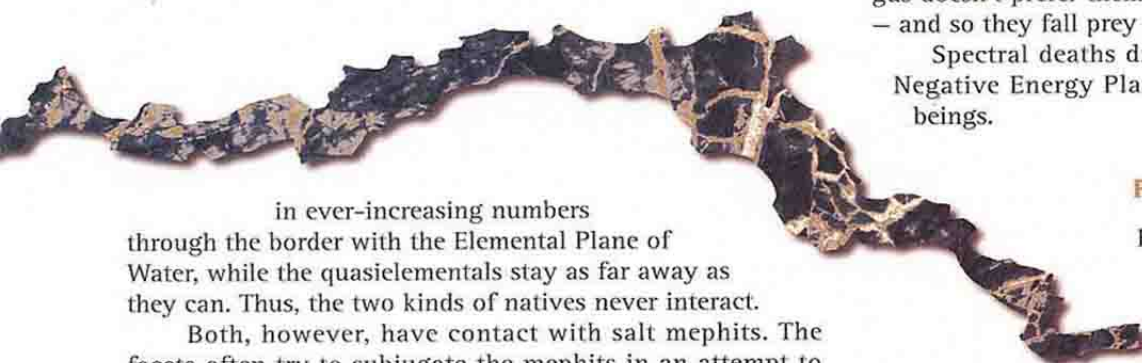
RADIANCE

The radiance mephits, the quasiaelementals, the strange undead darklights, the scile, and the varisoh are the only known creatures that dwell on the quasiplane of Radiance. Most quasiaelementals are solitary philosophers and avoid other life forms. The mephits seem content with occasionally annoying the quasiaelementals and thinking themselves top-shelf thinkers in their own right (which, as any addle-cove knows, they're not). The scile and darklights occasionally work in concert, but only against planewalking outsiders.

SALT+

Salt quasiaelementals and the beings known as facets are very similar in nature, but shockingly different in their relationship to their home plane. Both kinds of creatures absorb water, but when saturated, the facets reproduce, whereas the quasiaelementals just die. It doesn't take a blood to see why the facets move





in ever-increasing numbers through the border with the Elemental Plane of Water, while the quasiaelementals stay as far away as they can. Thus, the two kinds of natives never interact.

Both, however, have contact with salt mephits. The facets often try to subjugate the mephits in an attempt to gain aid for their "conquest" of the plane of Water. The quasiaelementals, on the other hand, relate with the mephits on a friendlier level, treating them as comrades in the otherwise empty, lonely plane.

STEAM

Two different types of mephits call the Quasiaelemental Plane of Steam home, each vying for a position superior to the other. The steam mephits seem as if they should have the advantage of being more suited to the territory, but, truth is, the mist mephits're more akin to the environment of their home.

Steam quasiaelementals don't concern themselves with such petty conflicts, living in orderly communities of their own. Many operate as spies not only across their own plane but also the planes of Water, Ice, Ooze, Lightning, and even Salt. Thus do the quasiaelemental leaders stay well-informed regarding all that happens on the planes in question.

Unfortunately, the steamy berks sometimes take slaves from these nearby planes, too. (Chant is, they also meet in secret with the dao on Ooze to work out arrangements for purchasing workers.) These slaves perform all necessary labor in the cold metal palaces of the quasiaelemental rulers, who cannot interact with physical objects.

Other creatures of the plane include the klyndesi, nasty predators that attack non-natives as well as the native fabere. Wavefires, unlike the klyndesi, don't feed on flesh, but they sometimes fight among themselves when they find a bubble of dry air to feed upon. And to be entirely accurate, wavefires will attack outsiders to get at the air in their lungs.

VACUUM

It ain't hard to find a leatherhead here or there who spouts the screed that the Quasiaelemental Plane of Vacuum's a lifeless place. But most folks realize that even on Vacuum, there is life — just not very much.

No mephit calls this plane home, but vacuum quasiaelementals do hover in small groups. They despise the undead vacuous and attack them on sight. Both are in danger of being consumed by the fungal egarus, which feeds on absence itself. Luckily for the other natives, however, the fun-

gus doesn't prefer them over its normal meal — nothingness — and so they fall prey to the egarus only if they're careless.

Spectral deaths drift invisibly at the border with the Negative Energy Plane, avoiding contact with all other beings.

POSITIVE ENERGY

Because the Positive Energy Plane's a pulsating, seething cauldron of life force, a body might think that it's teeming with living beings. Quite the opposite, actually — there's too *much* energy here. Virtually nothing can survive the overload of vitality. The xag-ya and the ravid hail from here, but they only really exist as individual beings while they're off the plane. At least, that's what scholars believe; both creatures're so strange and rare that it's hard to pin them down. No interaction between the xag-ya and the ravid (or between them and others) is known.

NEGATIVE ENERGY

While this plane may be full of life-draining energies, it's got no real shortage of inhabitants. 'Course, the berks found here are primarily of the nonliving sort. Undead spirits like spectres and wraiths tear at one another with their unending hatred of all that is. The trilloch, the slow shadow, and the nightshade interact only with those not native to the plane — in other words, with victims whose life energies they can feed upon or steal.

Most of these creatures, as well as the strange xeg-yi, only really affect the ecology around them (at least, in a manner comprehensible to most folks) when they leave their home plane. In such a case, they spread death, decay, and destruction until they are themselves destroyed.

ASTRAL

This realm of the mind, this plane of magic, spills over with life. A surprising number of creatures call it home. The main inhabitants, of course, are the githyanki, who live in huge fortress-cities and are ruled by their lich-queen. They make use of spectral hounds and astral streakers as pets, messengers, and guardians. But the wormlike psurlons gain more and more power all the time, and it's a sure bet that they're headed toward war with the githyanki. Both races hunt astral whales and other natives — as well as unfortunate visitors.

The astral devas aren't true natives of the Silver Void; the upper-planar bloods got their name because they occasionally patrol the Astral doing good deeds, fighting against evil, and aiding travelers. The berbalangs, on the other hand, hunt on other planes but make their secretive homes on the Astral. They avoid confrontation and interaction with other creatures whenever possible.

Most of the rest of the plane's inhabitants are solitary predators like astral dreadnoughts, dhours, astral searchers, brain collectors, devourers, and garmorm. The more peaceful denizens — including shedu, foo creatures, astral dragons, and kodragons — just wish to be left alone.

Course, all manner of travelers pass through the Silver Void, from fiends and celestials to primes and planars. These folk (the smart ones, anyway) don't interact with the natives, hoping instead to just get where they're going. Basically, the Astral's a plane of loners who don't deal much with others. But in a realm of the mind, is that so surprising?

ETHEREAL

Believe it or not, the Ethereal Plane has more inhabitants than even the Astral. A few lone wanderers usually found in the Silver Void make appearances here, too, including devourers, brain collectors, shedu, dhours, and foo creatures. Ethereal undead such as ghosts and apparitions also wander the Misty Shore but care little for the other inhabitants.

The High Clan xill and the nathri both live in relatively sophisticated communities in the Deep Ethereal (Lower Clan xill live in the Border Ethereal and focus most of their attention on other planes). The nathri are nomadic and the xill more stable, but neither race cares much for the other, and they've fought skirmishes over territory in the past. Both also fear devourers, dhours, and brain collectors and fight them off when possible, fleeing when they must.

The phase spider and its similar cousin, the planar spider, also pose threats, but they stick mainly to the Border Ethereal, feeding on tweens and thought eaters. The terithran keep to themselves in their lairs, though they're careful to avoid some of the more dangerous inhabitants, as well as hunting parties of xill or nathri. And, just like the Astral, the Ethereal plays host to a number of travelers passing through on their way somewhere else, but these berks're interested in *avoiding* the ecology, not becoming part of it.

Finally, it's no secret that the Deep Ethereal contains as many demiplanes as there are leaves on Arborea, but each has its own localized ecology. In any event, far too many demiplanes exist for this volume to begin to describe.



ANIMENTAL

CLIMATE/TERRAIN:	Inner Planes
FREQUENCY:	Common (animals), rare (monsters)
ORGANIZATION:	Varies (usually solitary)
ACTIVITY CYCLE:	Any
DIET:	Varies (usually carnivorous)
INTELLIGENCE:	Varies
TREASURE:	Nil
ALIGNMENT:	Neutral

NO. APPEARING:	Varies (usually 1)
ARMOR CLASS:	Varies
MOVEMENT:	Varies
HIT DICE:	Varies
THACO:	Varies
NO. OF ATTACKS:	Varies
DAMAGE/ATTACK:	Varies
SPECIAL ATTACKS:	Varies
SPECIAL DEFENSES:	Varies
MAGIC RESISTANCE:	Nil
SIZE:	Varies
MORALE:	Varies
XP VALUE:	Varies

It's said that the Elemental Planes shape the Prime Material Plane, forming the basis for all things found there. Sometimes, however, it works the other way.

See, when an animal dies on the Prime, its spirit usually wends its way to the Outer Plane that most closely matches the alignment or devotion it had while alive (often, the Beastlands). Sometimes, though, a portion of the deader's life energy is left over, and it passes through to the Inner Planes instead — most likely shunted through a vortex leading to one of the Elemental Planes. The residual force finds its way to a new plane of primal energy and matter, where, like a reflection in a pond, it creates a duplicate of the beast it once animated on the Prime. The new form — known as an animal — is composed of whatever element is at hand.

Thus, inner-planar travelers have encountered birds made of fire, snakes made of smoke, wolves made of water, and elk made of ice. But animalments can resemble monsters, too, though it happens a bit more rarely. A planewalker might find a griffon composed of minerals, a basilisk formed from air, or a dragon made of lightning. The combinations are usually surprising, and only rarely make "logical" sense. For example, most folks'd expect an animalment fish to be shaped out of water or a bird to be made from air, but such combinations occur no more frequently than any other.

For reasons no graybeard's yet tumbled to, no one's ever seen elemental humanoids created in this fashion. The Inner Planes just don't seem to spawn counterparts for humans, elves, dwarves, or even monsters like orcs, gnolls, and ogres. But that doesn't stop berks from rattling their bone-boxes. One well-known rumor talks about animalment giants, but no proof's been given to date. Still, chant has it that animalment humanoids *do* exist and are, in fact, the true progenitors of geniekind. Others say that the reason no one's run into animal-

ment humanoids is that they're all rounded up by dao slavers. Both of these rumors seem extraordinarily far-fetched.

COMBAT: In general, an animalment fights in the same manner as the actual beast it represents. In almost every way, however, it's slightly superior to its prime-material counterpart.

While the animalment's Hit Dice, THACO, number of attacks, and Intelligence all remain the same, it usually inflicts greater damage and has a better Armor Class. First of all, the creature's physical attacks are enhanced by its new composition, whether it's due to heat from flame, steam, or magma; the choking fumes of smoke or ash; the impact of stony earth or forceful air; and so on. Thus, all damage per attack is

increased by an additional 1d4 points for animalments of size S or M, 1d6 points for animalments

of size L, and

1d8 points for

those even

larger. The

creature's new

composition enhances its

natural defenses, too — the

animalment's Armor Class im-

proves by two steps (due to

the noncorporeal nature of flame or steam, the protection of hardy earth or mineral, and so on).

Special attacks involving elements, such as a petrifying gaze (stone) or flaming breath (fire), are retained only if the animalment is composed of the appropriate element. If the creature can't use the special attack, approximately 25% of the time it adopts a new and more appropriate power. For example, a medusa made of fire might turn her victims into pillars of flame via her gaze (or, perhaps, simply into volcanic obsidian or ash). A blue dragon that's become a beast of ooze might see its lightning breath replaced by a gout of corrosive slime.

The animalment has about a 50% chance of retaining other special abilities — such as poison, regeneration, disease, and so forth — and a 30% chance of retaining spell-like abilities.

All animalments can fly or swim through their respective element without difficulty, but they otherwise move at the normal rate for the prime-material creature they mirror.

When slain, animalments revert to their component elements (a stone bat crumbles to pebbles, a smoke dragonne fades away, and so on), leaving no trace that they ever existed.

HABITAT/SOCIETY: Being creatures that exist as imitations of life rather than as true life, these beasts have no real culture. They're truly natives of their own elements, unable to leave their home planes except in the most special of circumstances (such as when summoned by a rare spell into an area that has large amounts of their respective element). Most other elemental beings ignore animalments as phantoms, though a few employ them as guards or pets.

JUST WHEN YOU THINK
YOU'VE BEGUN TO TUMBLE
HOW THINGS WORK . . .
— VASIL THROPE,
PLANEWALKER,
UPON LEARNING OF THE
ANIMENTALS

Remember, though, that not all animalicals are "dumb" beasts. They keep the same Intelligence they had when they lived as real creatures. That means that if the original, flesh-and-blood being was able to communicate in some manner (speech, telepathy, or the like), the animalical can do the same.

Ecology: Animalicals are aberrations, an exception to all the rules; they fit into the strange ecologies of the Inner Planes as best they can. Because most of those planes have no plant life, even "normally" herbivorous beasts become meat-eaters, preying upon visitors or other inhabitants found there.

The point should be made that animalicals are no longer the creatures they were, no longer made of flesh and blood, no longer slaves to terrestrial natures. They've become beasts of elemental energy and matter — only their appearances still bring to mind the animals or monsters they used to be. Many graybeards theorize that animalicals aren't even living beings in the truest sense, and are, in fact, little more than reflections of life, with no more substance than images in a mirror. This might be overstating the point, but the essence of the statement gives a body something to rattle about in his brain-box.



ARCHOMENTAL (EVIL)

	IMIX	OGREMOCH	OLHYDRA	YAN-C-BIN	CRYONAX
CLIMATE/TERRAIN:	Plane of Fire	Plane of Earth	Plane of Water	Plane of Air	Paraplane of Ice
FREQUENCY:	Unique	Unique	Unique	Unique	Unique
ORGANIZATION:	Unique	Unique	Unique	Unique	Unique
ACTIVITY CYCLE:	Any	Any	Any	Any	Any
DIET:	Carnivorous	Carnivorous	Carnivorous	Carnivorous	Carnivorous
INTELLIGENCE:	Genius (18)	Exceptional (16)	Genius (18)	Genius (17)	Genius (17)
TREASURE:	R,U	H,U,Z	H,S,U	U,Z	H,V,X
ALIGNMENT:	Neutral evil	Neutral evil	Neutral evil	Neutral evil	Neutral evil
<hr/>					
NO. APPEARING:	1	1	1	1	1
ARMOR CLASS:	-4	-7	-5	-6	-6
MOVEMENT:	18	9	6, Sw 18	Fl 48 (A)	9
HIT DICE:	90 hp	110 hp	90 hp	85 hp	90 hp
THACO:	5	5	5	5	5
NO. OF ATTACKS:	1	2	1	2	2
DAMAGE/ATTACK:	6d6	5d10/5d10	2d12	2d10/2d10	5d4/5d4
SPECIAL ATTACKS:	Heat, spells	Spells	Engulf, spells	See below	See below
SPECIAL DEFENSES:	See below	See below	See below	See below	See below
MAGIC RESISTANCE:	85%	85%	70%	90%	75%
SIZE:	L (18' tall)	L (10' tall)	L (20' dia.)	L (10' dia.)	L (15' tall)
MORALE:	Fearless (20)	Fearless (20)	Fearless (20)	Fearless (20)	Fearless (20)
XP VALUE:	25,000	28,000	27,000	28,000	28,000



SOMEDAY, THERE WILL BE ONLY FIRE.
SOMEDAY, EVERYTHING WILL BURN.

On the four Elemental Planes (and even one of the Paraelementals), there are those elemental beings that rise above their fellows, subjugating the rest under their own rule. Chant is these leaders — bloods known as archomentials — twist away from the true nature of the Inner Planes that spawned them and take on the outlooks of those beyond. In other words, they adopt the mantle of good and evil.

Fact is, some folks refer to the archomentials as the Princes of Elemental Evil (or Good) or similar derivations of that name. But the elemental high-ups resent the idea that they're anything but unique, and rarely refer to themselves as a group at all. Thus, the "correct" term is unknown.

The archomentials don't rule their respective planes or all the elementals found there. Instead, they control realms within their home planes, mastering as many of the less powerful elementals as they can. Like Abyssal lords, they're not true powers, but they are only one step removed. The princes can be slain, and yet they can grant spells to priests who serve and worship them — 1st- through 3rd-level spells through faith alone, and 4th-level spells if they appear in person. Word of the archomentials has spread throughout the multiverse. Any berk who's associated with a particular element — even if he's not native to the Inner Planes — knows

of the princes and fears their power.

All archomentials are able to cast the following spells (once per round, at will) as though they were 20th-level casters: *detect invisibility*,

dispel magic, *infravision* (duration of one day), *know alignment*, *suggestion* (duration of 12 hours),

and *teleport without error*. They can cast each of the following spells three times per day: *comprehend languages* and *read magic*. Once per day, they can cast *telekinesis* (600 pounds). All archomentials have the ability to understand and converse with any intelligent creature.

The Princes of Elemental Evil are said to have a relationship with the mysterious being known only as the Elder Elemental God. Supposedly, some of the princes are that being's offspring, making them queer siblings to say the least.

IMIX: Imix is the Prince of Evil Fire Creatures, ruling over his domain from within the heart of a powerful volcano said to contain vortices leading to the planes of Earth and Magma. Thousands of fire elementals, efreet, and salamanders call him master, yet he constantly strives to destroy those creatures that refuse to bow down to him.

The Prince of Good Fire Creatures, Zaaman Rul, recently launched a great war against Imix — a battle clearly won by the forces of evil. Imix now seeks to take advantage

of this victory by tipping the scales of the entire plane of Fire toward evil (and declaring it all under his dominion). More consuming than even that dark agenda, however, is Imix's hatred for Olhydra, a being named by some sources as his cousin or even sister, but known by all as the Princess of Evil Water Creatures.

Imix appears as an 18-foot-tall column of flame, radiating powerful waves of heat at all times. These waves inflict 1d20 points of damage per round to every being within 10 feet; no saving throw is allowed, though resistance to fire decreases the damage by half. When Imix strikes at his foes physically, his fiery hand causes 6d6 points of damage.

Once per day, Imix can summon his servants to do his bidding. When he calls, either 1d3 efreet, 1d3 fire elementals, or 1d3 salamanders appear immediately. The prince also wields potent spell-like abilities. Three times per day, he can cast a painfully powerful *continual light*, a *wall of fire* that's triple strength (in regard to damage and size), and *pyrotechnics*. Once per day, Imix can cast a *fireball* that inflicts 20d6 points of damage.

Finally, Imix can be struck only by +2 or better weapons, and he's immune to paralysis, poison, and petrification. Water-based attacks against the prince are made with a +1 bonus to hit. Cold-based attacks gain a +2 bonus to hit and inflict 1 additional point of damage per damage die.

OGREMOC: This Lord of Evil Earth Creatures is a rocky tyrant standing 10 feet tall. Although he dwells in a fortress within a giant plateau inside an immense cavern on the plane of Earth, Ogremoch often wanders his home plane looking for new subjects to intimidate, new slaves to command, or new opponents to challenge. Fear of his sudden appearance pervades all of Earth.

This fear, probably more than anything else, draws many of the plane's natives to his enemy, Sunnis, the Princess of Good Earth Creatures. They look to her for protection, for her battles with Ogremoch are legendary. It's said the entire Elemental Plane of Earth shakes with the rumblings of their blows.

Ogremoch enjoys using his huge stone fists to pummel his enemies, inflicting 5d10 points of damage per punch. 'Course, he commands other great powers as well. Three times per day, he can cast the following spells: *wall of stone* (triple strength), *flesh to stone*, and *move earth* (the area of effect is doubled, and the casting time is measured in rounds rather than turns). Once per day, Ogremoch can create an *earthquake* 100 feet in diameter.

Once per day, the prince can summon 1d3 earth elementals, 1d6 khargra, 1d4 umber hulks, or 1d4 xorn. His wicked influence and magic corrupt any creatures he calls, leaving them permanently evil.

Ogremoch is immune to fire and poison. Attacks based on cold, lightning, or magical fire inflict one less point of damage per die rolled against him. The prince can be struck only by weapons of +3 or greater enchantment.

OLHYDRA: As Princess of Evil Water Creatures, Olhydra is revered not only by elementals, but also by prime-material monsters such as sahuagin, vodyanoi, seawolves, and eyes of the deep (among many others). Chant has it that she's even built working relationships with a good many hezrou tanar'ri. Fact is, whispers abound that Olhydra, of all the archomental, is the closest to becoming a true power, for she has the greatest number of worshipers.

On the Elemental Plane of Water, Olhydra lives within a coral castle guarded by a shockingly large number of water weirds. She spends a great deal of time in her palace, no doubt occupying her mind with hatred of Imix and schemes to bring about his destruction — there has long been a great enmity between her and the fire lord. Conversely, she ignores Ben-hadar, the Prince of Good Water Creatures, as well as the true deities of her plane. For now, Olhydra seems content with the power she has on Water and sees no reason to engage in needless battles.

The princess is a furious current or wave of water 20 feet in diameter, always ready to smash into a victim and inflict 2d12 points of damage. To make matters worse, she can envelop up to five man-sized creatures if she makes a successful attack roll versus AC 6 (modified only by the victims' Dexterity and magical bonuses). Those engulfed are powerless to act in any way, suffer 2d6 points of damage each round, and drown in 2d4 rounds. The only way to save the sods is to drive Olhydra away, since she can't move with enveloped victims.

Additionally, the Princess of Evil Water Creatures can summon 1d3 water elementals, 1d2 sea hags, 1d4+1 water weirds, or 20d10 sahuagin once per day. She can cast each of the following spells three times per day at the 20th level of ability: *wall of fog* (triple strength), *lower water*, *part water*, *transmute rock to mud*, and *ice storm*. While on another plane, she can attack surface ships, ramming them with a force likened to two heavy galleys. ('Course, she must remain in a body of water while away from home.)

Olhydra can be struck only by +1 or better weapons, though edged weapons inflict only half the normal damage. She's immune to petrification and paralyzation, and she extinguishes any normal fires within 10 feet of her presence. However, assaults made on her with magical fire gain +2 to the attack roll and cause 1 extra point of damage per damage die. And though Olhydra's immune to cold damage, if 20 points of it are inflicted upon her, it acts as a *slow* spell (she has no magic resistance or saving throw versus this effect).





YAN-C-BIN: More subtle than the other Princes of Elemental Evil, Yan-C-Bin, the Master of Evil Air, is naturally invisible. Only a slight disturbance in the air marks his passing. He lives in a palace of solid air on — guess where? — the Elemental Plane of Air, but spends much of his time wandering the plane (not to mention several others, particularly the Prime Material). All creatures that soar the skies of any plane or realm know of Yan-C-Bin and fear him.

His greatest foe is Chan, the Princess of Good Air Creatures. Their conflict is not an open, physical war, but one of silent intimidation and covert chant-gathering. Truth is, the two've never even met. Neither puts much stock in amassing armies, but it's said that someday these wandering beings will meet, and that only one will survive the day.

In combat, Yan-C-Bin attacks twice per round, hammering his foe with powerful gusts of air that each inflict 2d10 points of damage. What's more, if he rolls 5 or more over the number required to hit his opponent, the victim is stunned for 1d6 rounds, unable to act.

Though he normally takes the form of a 10-foot-diameter current of air, the prince can alter his shape into that of an 80-foot-tall whirlwind with a diameter of 10 feet at the bottom and 30 feet at the top. Anyone within the area of effect is attacked automatically. The destructive form slays creatures under 3 Hit Dice outright, sweeping them away, and inflicts 4d8 points of damage to all other nonaerial creatures. (If an obstruction keeps the whirlwind from attaining its full height, it does not automatically slay creatures under 3 HD and inflicts only 2d8 points of damage on others.) Yan-C-Bin can keep this shape for up to 1d4+1 rounds at a time; formation or dissipation of the whirlwind takes a full round.

As the Prince of Evil Air Creatures, once each day Yan-C-Bin can summon 1d3 air elementals, 1d4 cloud giants, 1d4 invisible stalkers, or 1d3 aerial servants. Like Ogremoch, the prince taints these creatures simply by his presence, making them evil forever.

Yan-C-Bin can be struck only by weapons of +2 or greater enchantment, though no object launched into the air can harm him. He's also immune to lightning and petrification. However, cutters who attack the prince with fire gain +1 to their attack rolls for every four experience levels they possess.

CRYONAX: Of all the Princes of Elemental Evil, Cryonax is the one who doesn't really fit in. After all, he's not an elemental lord, but a *para*elemental lord. Yet he doesn't fit in with

those bashers either, since the rest of the paraelemental lords're nothing more than formidable mephits or other berks who've claimed power in places where no one cares enough to challenge them. Cryonax is more like the archomental in that he's a true force to contend with, and may even be another child of the Elder Elemental God (if a body believes that of any of the archomental, that is). His plans include not only making the Paraelemental Plane of Ice as strong as the planes of the four base elements, but actually surpassing them in power, leaving Ice the mightiest force on the Inner Planes. A lofty goal indeed.

How can he plot such grandiose schemes? Well, for one thing, he has no direct foes. Imix and Olhydra hate each other, and Ogremoch and Yan-C-Bin are likewise enemies, though their hostility is not as vehement as that of the other pair. But Cryonax has no opposing elemental force (Chilimba of the paraplane of Magma is simply a powerful mephit, not nearly in the league of the archomental.) Furthermore, Cryonax has no opposing moral force — there is no Elemental Prince or Princess of Good Ice. No one knows exactly why this is, but it leaves the lord of Ice alone to shape his plans for ultimate domination.

Cryonax is a fur-covered monstrosity standing 15 feet tall. Basically humanoid (his appearance has been likened to that of a yeti), he has two long tentacles where folks might expect him to have arms. These tentacles inflict terrible wounds in combat (5d4 points of damage each), and any sod struck by them must also make a saving throw versus paralysis or be frozen in place for 3d4 rounds. What's more, all creatures within 15 feet of Cryonax suffer 1d6 points of damage per round from the terrible cold he radiates (no saving throw is allowed, but those resistant to cold suffer only half damage). Fact is, his glacial palace within the Chiseled Estate is said to be the coldest part of the paraplane of Ice, though, truth to tell, many locations claim that title.

The prince can use each of the following abilities three times per day: *wall of ice* (triple strength), *hold person*, and *ice storm* (inflicting 4d10 points of damage). Once per day, he can create a *cone of cold* as a 15th-level caster. Also once per day, he can summon 1d3 ice paraelementals, 1d4 white dragons, 1d4 frost giants, or 1d6 yeti.

The lord of ice can be struck only by +2 or better weapons, and there's a cumulative 10% chance per strike that any weapon will shatter upon contact with his frigid form. An attack that shatters a weapon inflicts no damage on Cryonax. He's immune to poison and petrification, and cold-based spells heal rather than harm him (though they won't raise his hit points above his maximum). Bashers who make fire attacks on Cryonax, however, gain +2 to their attack rolls, and the fire inflicts 1 additional point of damage per damage die.



ARCHOMENTAL (GOOD)

	BEN-HADAR	CHAN	SUNNIS	ZAAMAN RUL
CLIMATE/TERRAIN:	Plane of Water	Plane of Air	Plane of Earth	Plane of Fire
FREQUENCY:	Unique	Unique	Unique	Unique
ORGANIZATION:	Unique	Unique	Unique	Unique
ACTIVITY CYCLE:	Any	Any	Any	Any
DIET:	Carnivorous	Carnivorous	Carnivorous	Carnivorous
INTELLIGENCE:	Genius (17)	Genius (18)	Exceptional (16)	Genius (17)
TREASURE:	U,Z	H,S,U	H,U,Z	R,U
ALIGNMENT:	Neutral good	Neutral good	Neutral good	Neutral good
NO. APPEARING:	1	1	1	1
ARMOR CLASS:	-4	-6	-7	-3
MOVEMENT:	12, Sw 18	Fl 48 (A)	9	12
HIT DICE:	90 hp	90 hp	115 hp	80 hp
THACO:	5	5	5	5
NO. OF ATTACKS:	2	2	2	1
DAMAGE/ATTACK:	3d6/3d6	2d10/2d10	3d12/3d12	3d10
SPECIAL ATTACKS:	Spells	Spells	Spells	Spells, burning touch
SPECIAL DEFENSES:	See below	See below	See below	See below
MAGIC RESISTANCE:	80%	85%	70%	60%
SIZE:	L (18' tall)	L (10' diameter)	L (12' tall)	L (10' tall)
MORALE:	Fearless (20)	Fearless (20)	Fearless (20)	Fearless (20)
XP VALUE:	24,000	28,000	29,000	23,000



BEN-HADAR: Deep within a hidden recess in the Coral Reef of Ssesurgass, Ben-hadar rules over good-aligned water elementals. The blood's an

The origins of most of the Princes of Elemental Good aren't known for certain. In all likelihood, they were normal elementals that somehow grew in power and stature. Only Zaa-man Rul is said to be related to one of the Princes of Elemental Evil; the rest merely gained their positions as a direct result of the swelling strength of their wicked counterparts. They came afterward to champion the resistance against evil.

NOTE: For general information on archomental, refer to the first few paragraphs of the entry for evil archomental (on page 16). But to minimize page-flipping, here's the dark of their common powers:

All archomental are able to cast the following spells (once per round, at will) as though they were 20th-level casters: *detect invisibility*, *dispel magic*, *infravision* (duration of one day), *know alignment*, *suggestion* (duration of 12 hours), and *teleport without error*. They can cast each of the following spells three times per day: *comprehend languages* and *read magic*. Once per day, they can cast *telekinesis* (600 pounds). All archomental have the ability to understand and converse with any intelligent creature.

arrogant, selfish boor, but he fights against evil at every turn and promotes the general welfare of those under him, so he's earned the title of Prince of Good Water Creatures. He has little to do with his malicious counterpart, Olhydra, but he's had feuds with both Chan and Zaa-man Rul, who find him personally repugnant and unwilling to look beyond the concerns of the Elemental Plane of Water.

Ben-hadar is a tall humanoid figure made of water. He can batter his foes with his huge, clawed hands (causing 3d6 points of damage each), but as a lord of the water, Ben-hadar has a number of other powers. He can use each of the following abilities three times per day: *lower water*, *part water*, and create a wall of water equal to a triple-strength *wall of ice* (this power works only underwater). At will, he can bestow the ability to breathe water on another; this gift lasts as long as he wishes. Once per day, the prince can summon 1d3 water elementals, 2d4 nereids, or 10d10 tritons.

Ben-hadar can be struck only by weapons of +2 or greater enchantment. However, bladed weapons that strike him inflict only half their normal damage as they pass through his watery form. The prince is immune to poison, petrification, and paralyzation.

CHAN: Like Yan-C-Bin, her evil foe, Chan is an invisible entity of softly churning air. She's the master of calm breezes

and gentle sounds, though she can rage like a harsh wind or even a violent tornado when she must (striking a sod for 2d10 points of damage twice per round). Her steady surveillance of Yan-C-Bin often forces him to curb his activities for fear of her intervention. But, as they say, a peery eye stares both ways — Chan must also have a care in regard to what she does, for Yan-C-Bin could just as easily stick his nose into *her* business. This war of quiet threat has gone on for years, and will most likely continue for many more.

Course, just because she tries to fend off evil doesn't mean she always sides with the other good archomental. Surprisingly, Chan seems to have a great rivalry with Ben-hadar, the Prince of Good Water Creatures. While the two don't actually wage war, they refuse to help each other — or any berk who allies himself with the other.

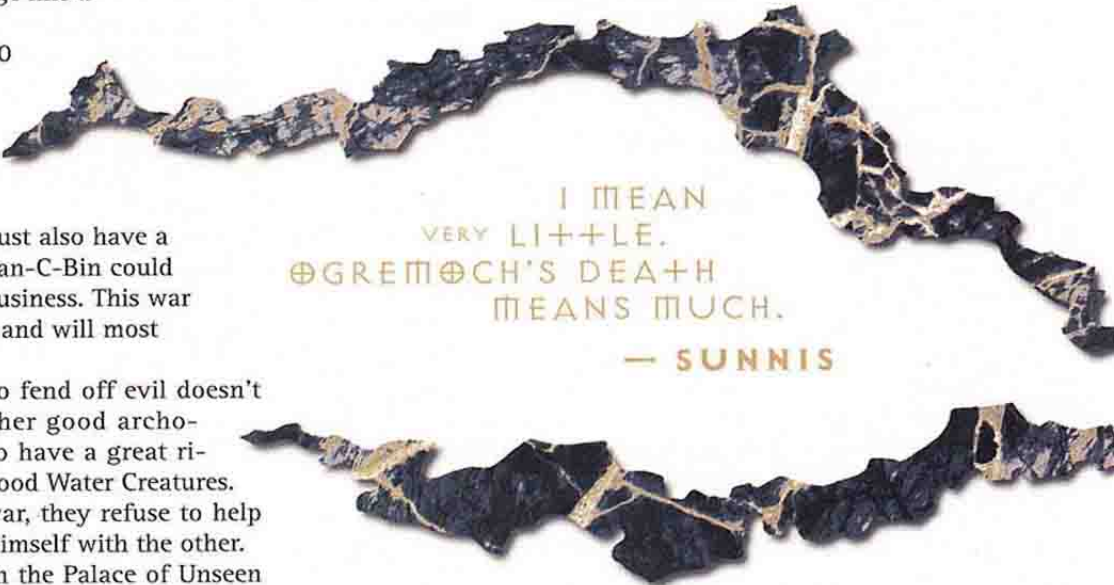
Chan spends some of her time in the Palace of Unseen Contemplation, her floating stronghold made of glass. Otherwise, she wanders the Elemental Plane of Air, watching Yan-C-Bin and attempting to further the cause of good.

Like the other good archomental, Chan can be struck only by +2 or better weapons. As the Princess of Good Air Creatures, she can use each of the following abilities three times per day: *wind wall* (triple strength), *gust of wind* (triple strength), *stinking cloud*, *solid fog*, and *cloudkill*. Once per day, she can *control weather*; the effects appear instantly and cover an area of 30 square miles. Finally, she can summon 1d3 air elementals, 1d3 djinn, 1d4 aerial servants, or 1d8 air mephits once per day.

SUNNIS: The Princess of Good Earth Creatures, who takes the form of a tall, muscular woman with features chiseled out of stone, is a power to be respected on her plane. Though she doesn't really concern herself with amassing followers, a number of earth elementals, galeb duhr, xorn, and other creatures serve her in the Sandfall — a fortress built within a cavern underneath a perpetually falling column of sand. The sand eventually drains down into what appears to be a bottomless pit not far away from Sunnis's stronghold.

Some say she plans to one day lay a trap for her enemy, Ogremoch, and hurl him into the pit, but that seems far-fetched. The princess is much more likely to want to pummel her foe with her mighty fists, each of which inflicts 3d12 points of damage. In addition, she can use each of the following abilities three times per day: *move earth*, *stone shape*, *stone to flesh*, *wall of iron* (double strength), and *wall of stone* (double strength). Once per day, she can animate a mass of rock as per the *animate object* spell.

Sunnis can be struck only by weapons of +2 or greater enchantment, and she's immune to petrification and poison. As the Princess of Good Earth Creatures, she can summon 1d3 earth elementals, 1d4 galeb duhr, 1d4 xorn, 2d6 pech, or 3d6 sandlings once per day.



I MEAN
VERY LITTLE.
OGREMOC'S DEATH
MEANS MUCH.
— SUNNIS

ZAAMAN RUL: Chant has it that Zaaman Rul is the bastard son of Imix, and, as such, has inherited some of his sire's might. Rising quickly through the ranks of the fire elementals, Zaaman Rul gathered together a great army of his brethren, as well as azer, firetails, and various fiery monsters. Gathering on the Plain of Burnt Dreams, his troops waited until what he thought was the right moment, and then attacked the fortress of Imix.

Unfortunately, the berk grossly underestimated the might of his foe. Imix and his evil minions routed and scattered the army of good-aligned fire elementals, seizing and converting (or simply destroying) many prisoners. As a result, Zaaman Rul's now in hiding. He bides his time, licks his wounds, and waits for another opportunity to end the oppression of his dark sire.

Zaaman Rul is a 10-foot-tall, red-skinned humanoid with long black hair and black eyes. At will, he can conjure forth a flaming sword that inflicts 3d10 points of damage per blow. The prince can also use each of the following abilities three times per day: *fireball* (12d6 points of damage), *flame arrow* (double damage), and *wall of fire* (double size and damage). His touch burns combustibles, and he can extinguish any flame within 20 feet. Once each day, he can summon 1d2 fire elementals, 1d4 firetails, or 1d6 azer.

Zaaman Rul can be struck only by +2 or better weapons. Those of lesser (or no) enchantment simply melt when they strike his red-hot hide. Cold- and water-based attacks on the prince inflict 1 additional point of damage per damage die.

The blood's the weakest of the Princes of Elemental Good, and he's well aware of that fact — moreso after his defeat by Imix than ever before. He won't overestimate his own prowess again, but he won't give up, either.

CLIMATE/TERRAIN:	Paraplane of Smoke
FREQUENCY:	Rare
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	Carnivore
INTELLIGENCE:	Very (11-12)
TREASURE:	Nil
ALIGNMENT:	Neutral evil
<hr/>	
NO. APPEARING:	1 or 1d3
ARMOR CLASS:	-2
MOVEMENT:	12, Fl 18 (B)
HIT DICE:	7+3
THACO:	13
NO. OF ATTACKS:	3 or 2
DAMAGE/ATTACK:	1d3/1d3/1d4 or 1d6/1d6
SPECIAL ATTACKS:	Noxious fumes
SPECIAL DEFENSES:	Smoke form, immunities
MAGIC RESISTANCE:	20% (40% in smoke form)
SIZE:	L (7'-9' tall)
MORALE:	Champion (15-16)
XP VALUE:	5,000

I am not what you might think. Do you see me as a creature of evil nature or intent? I enjoy peace and solitude, not violence or pain. Yet still I'm regarded as though I were a monster — a fiend from the Abyss. Oh, yes, I know of the Abyss. I'm aware of the Outer Planes that stretch beyond our Inner Planes. I've never been there, but I have heard tales. And because my form looks a bit fiendish and I have large black wings — well, I know what you think when you see me. But I'm no devilish tormentor from the Lower Planes.

Someone such as you might consider me an elemental creature. I suppose that I am — your kind refers to my home as the Paraelemental Plane of Smoke. Creatures that I call the N'raaigib, you call smoke paraelementals (that, in itself, says much of our differences, does it not?). Smoke is an integral part of my essence, and thus you would name me an elemental as well. That's fine. I'm not bothered by it — quite flattered, really. Smoke is one of the fundamental components of existence, and I'm glad that you're aware of that.

I can even alter the composition of my body to become as the smoke of my home. This ability provides me with many advantages, and makes me a great deal different from you. But different is not always evil.

COMBAT: When I must fight, I do so with claws and fangs [1d3/1d3/1d4] or with powerful blows from my large wings [1d6/1d6] — particularly if I am in my smoke form. Did I mention that I can transform my body into a smoky cloud? When I do, however, my wings remain completely solid.

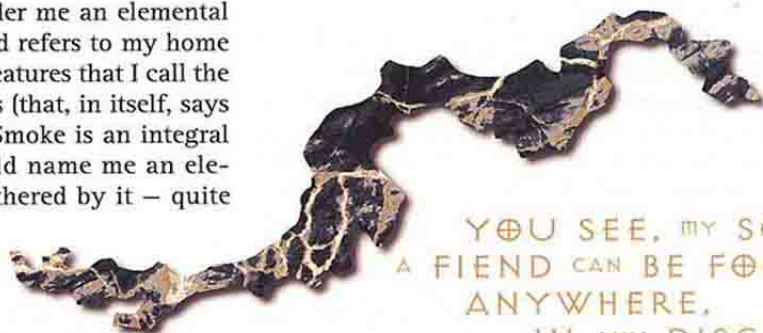
Turning to smoke is a useful defensive measure, certainly, but it also complements my natural

weaponry. It allows me to weaken a foe in the manner I really prefer — from the inside. You see, if a creature such as yourself — and by that I mean someone who breathes air (not that I would ever think of harming you) — engages in combat with me, my favorite tactic is to transform my body into smoke and let my foe simply inhale me.

Ah, what a wondrous feeling that is! Then, while the air-breather coughs and chokes on the vapors of which I'm composed [saving throw versus poison to avoid], I make a portion of myself solid — a claw, perhaps — directly inside his body. This causes him great distress. [If the victim failed his saving throw, the attack automatically succeeds, inflicting 3d4 points of damage per round. Each round, the victim can attempt another saving throw versus poison to expel the smoky creature from his body.]

Best of all, while in my smoke form, I can be harmed only by enchanted weapons [+1 or better], and my resistance to magic doubles. I can transform into smoke at will, and I can even turn only part of my body to smoke and leave the rest solid, if I wish. However, as I think I mentioned before, I can never turn fully to smoke — my wings remain solid in any situation. [If any portion of the belker is smoke, its special defenses are in effect — that is, it's hit only by +1 or better weapons and its magic resistance doubles.] Sadly, I can sustain my smoky form for only a short while each day [20 rounds per day, which need not be consecutive].

Still find me fiendish or frightening? I'll tell you what — as a show of good faith, I'll even reveal to you a few of my weaknesses. Perhaps that will set your mind at ease. You see, while my smoke form helps to protect me from attacks with weapons, it makes me especially vulnerable to certain kinds



YOU SEE, MY SON,
A FIEND CAN BE FOUND
ANYWHERE,
IN ANY DISGUISE.

— REMA THE JUST,
THE ORDER OF THE
PLANES-MILITANT



of magic. Cold-based attacks inflict twice their usual damage, a *gust of wind* spell sends me up to a mile away, and a *wind wall* entraps me as if it were a *hold* spell.

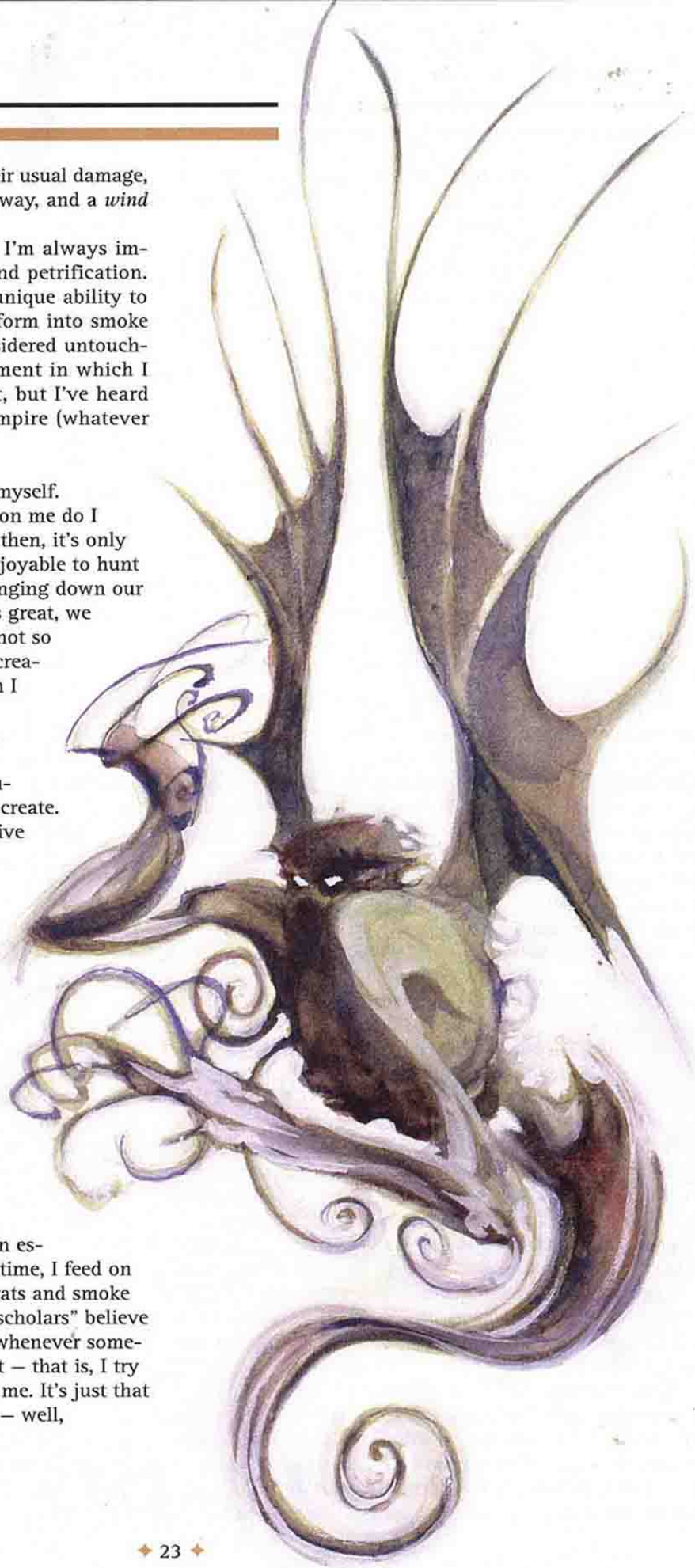
No matter what form I'm in, though, I'm always immune to heat, fire, poison, paralyzation, and petrification. And, as a last note, I apparently have the unique ability to damage other creatures that can also transform into smoke or mist — even when they're normally considered untouchable. It must be a product of the environment in which I flourish. I've never thought much about it, but I've heard that I could attack and destroy even a vampire (whatever *that* is) in its mist form.

HABITAT/SOCIETY: Most of the time, I keep to myself. Only when one of the baser needs comes upon me do I seek out the company of others — and even then, it's only for a short time. Sometimes, though, it *is* enjoyable to hunt with my fellows. We work well together, bringing down our prey quickly and efficiently. If our hunger is great, we finish the meal off quickly. Other times . . . not so quickly. You'd be surprised how loud some creatures can squeal when they're in pain. When I catch something particularly soft-fleshed, I like to — well, I suppose you'd call that evil. You're quick to judge, aren't you?

Occasionally, when things grow particularly boring, some of us find the time to procreate. Once born, however, my kind learns to survive on its own. We're not coddled like mewling infants, and that's part of what makes us strong. We thrive and flourish here in our own realm, thank you, with little interference from outsiders like yourself.

Look around you, at this large cinder in which I've made my lair — impressive, yes? For the most part, cinders like these are the only solid surfaces on the entire plane, and they're quite rare. I'll slay any fool that — I mean, rather, that intruders are not welcome, even others of my kind.

ECOLOGY: I eat whatever I please. Nothing can escape me when I'm on the hunt. Most of the time, I feed on tiny creatures that I believe you call vapor rats and smoke mephits. (Strangely enough, some of your "scholars" believe me related to the mephits — the fools.) But whenever something new crosses my path, I just can't resist — that is, I try to . . . ah . . . (smack) you, erm . . . Pardon me. It's just that (smack smack) . . . it's just that you look so — well, *tasty* . . .



CLIMATE/TERRAIN:	Elemental Plane of Water
FREQUENCY:	Very rare
ORGANIZATION:	Varies
ACTIVITY CYCLE:	Any
DIET:	Omnivorous
INTELLIGENCE:	Average to genius (10-18)
TREASURE:	V
ALIGNMENT:	Neutral (rarely, any)

NO. APPEARING:	1d6
ARMOR CLASS:	6 (or 0)
MOVEMENT:	Sw 9
HIT DICE:	5
THACO:	15
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	2d6
SPECIAL ATTACKS:	Telekinesis
SPECIAL DEFENSES:	Telekinesis
MAGIC RESISTANCE:	Nil
SIZE:	M (5' tall)
MORALE:	Steady (11-12)
XP VALUE:	650

From the notebooks of Ctan Ftaw:

What strange life is spawned on the endless planes, where all things are surely possible, given enough time? Indeed, infinite time and infinite space means infinite potential, and the proof is all around us, on each plane of our multiverse.

Take, for example, the case of the bzastra. Most folks don't know of this creature of the Elemental Plane of Water, for it is both rare and reclusive. Nonetheless, it's the product of strange chance and random possibility.

As near as anyone can determine, there were once small creatures on Water that appeared to be rings of coral but were actually beasts of scaly flesh. These unintelligent, unobtrusive animals fed on the rich kelp beds of the plane.

Then, at some point (probably long ago), chance stepped in. A few of these ring creatures came upon a waterborne plant called a blue waterwhip – a bit of aquatic flora that seemed no different from the millions of other simple seaweeds thriving in the Endless Ocean. No one knew, however, that the blue waterwhip gave off a low-frequency aura of energy, invisible in all spectrums. Somehow, this energy interacted with the chemical nature of the ring creatures, bringing them together – linking them in a heretofore unknown way. On that day, the first bzastra was born.

This intelligent creature is formed from the union of a blue waterwhip and three to six of the ring beasts. The rings stack horizontally atop one another, the plant's blue vine threaded in and out between them. The bzastra exists only in this symbiotic fusion. If separated, the rings and the waterwhip resume their simplistic, unintelligent existences.

Unemotional, logical creatures, bzastra have no real passions or goals other than survival. On rare occasions, however, an individual bzastra encounters someone or something that exerts a powerful influence and bends it to the cause of good or evil (or, even more rarely, law or chaos).

Despite the sheer impossibility of their existence, bzastra have formed a complex society of clever, free-thinking individuals. With their strange evolution came amazing powers that allowed them to communicate telepathically with any creature, protect themselves against the predators of their watery plane, and reach high above their meager beginnings.

COMBAT: The bzastra manipulates energy currents that run through the plane of Water. These subtle, invisible waves enable the creature to affect matter in a way that resembles a powerful and delicate telekinesis.

First and foremost, the creature can defend itself by lashing out with the energy, inflicting 2d6 points of damage per attack. Alternatively, a bzastra can immobilize a single creature as if it had cast a *hold person* or *hold monster* spell (though the victim can remain free if he succeeds at a saving throw versus paralyzation). Lastly, a bzastra can project the energy all around it, forming a kind of telekinetic shield that improves its Armor Class by 6 steps (giving it an AC of 0). However, the creature can do nothing else while using its power to maintain the shield.

In addition, a bzastra's energy-control abilities enable it to use the following spell-like powers once per round, at will: *animal growth*,

blink, *ESP*, *plant growth*, *suggestion*, and *water breathing* (on others).

Through *telekinesis*, a

bzastra can also manipulate an object of up to 200 pounds with

a high degree of dexterity. The creature can use each of these spell-like powers independently of its above-mentioned offensive and defensive capabilities.

The energy given off by the waterwhip must be at least somewhat magical in nature, because a *dispel magic* spell renders a bzastra into its component parts: a few ring beasts and a strand of blue waterwhip. The spell causes no physical damage. No one's found any other method of separating the parts of the creature without killing it in the process.

HABITAT/SOCIETY: Scholars assume that when the first bzastra was created by accidental contact between the ring creatures and the blue waterwhip, it used its newfound intelligence and powers to maneuver other rings and waterwhips together, thus forming more of its kind. Indeed, bzastra occasionally refer to a "prime mover," and it's thought that it is this first individual to which they refer.

Bzastra construct homes for themselves out of water plants, most frequently relying on none other than the blue waterwhip. Their globelike lairs consist of vines woven

WHA+THE-?

- A + TYPICAL REACTION
+ @ A BZAS+RA

together and provide only privacy, not protection. More than just homes, however, the constructs ride the currents of the plane of Water, carrying the bzastra inside safely along. Each creature builds a separate lair, though at times a group of them may link their individual dwellings together with vine tethers.

Whether alone or in a community, bzastra prize private contemplation. Many spend weeks and months in quiet meditation, focusing on topics that outsiders can barely guess at. Given their apparently random evolutionary leap, some scholars believe that the bzastra contemplate the beauty of chance. Of course, the scholars who offer this theory are Xaositects, so a berk should take their "wisdom" with a grain of salt.

When active, bzastra spend their time building homes, feeding on microscopic life, and exploring their plane. Inquisitive and scholarly in their pursuits, they even record some of their findings on animal shells (using their telekinesis). Those who've tumbled to the creatures' written language are said to have learned a great many secrets about the Elemental Plane of Water.

Bzastra aren't likely to be hostile, but will defend themselves if attacked. They may also try to steal interesting objects from intelligent creatures that cross their path. Generally, they do this only to further their knowledge and satisfy their curiosity, though sometimes they may figure out how to operate a magical item they've obtained and use it for their own sake.

Ecology: Bzastra feed on microscopic or near-microscopic animals and plants like plankton and kelp. Although some bzastra are made of as few as three ring beasts or as many as six, any differences that this might cause or reflect remain a mystery.

Chant has it, however, that the bzastra gather all the ring creatures they can find and secrete them away. They keep the rings safe and sound like children, occasionally forcing evolution on them through the introduction of a blue waterwhip. This speculation is probably true, since no one has ever actually seen one of the mysterious ring creatures on its own in the wild. Blue waterwhip, on the other hand, thrives throughout the Elemental Plane of Water, though it exhibits no known effects on any other creatures.



CHOSOSION

CLIMATE/TERRAIN:	Inner Planes
FREQUENCY:	Very rare
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	Inner-planar nature
INTELLIGENCE:	High (13-14)
TREASURE:	Nil
ALIGNMENT:	Neutral

NO. APPEARING:	1
ARMOR CLASS:	-5
MOVEMENT:	Fl 12 (A)
HIT DICE:	8
THACO:	13
NO. OF ATTACKS:	2
DAMAGE/ATTACK:	1d8/1d8
SPECIAL ATTACKS:	Discorporating poison
SPECIAL DEFENSES:	Struck only by +4 or better weapons, immunities
MAGIC RESISTANCE:	95%
SIZE:	M (6' across)
MORALE:	Elite (14)
XP VALUE:	8,000

"Just barely in the same multiverse, if you ask me," Tregoth said. The old man pulled out a pipe and began to fill it.

"You say that like there's more than one," I countered, prompting him for more.

"Don't know about such things," he said, lighting the tobacco in the pipe, "but I know one thing. You can't touch it, your magic can't touch it, and it ain't hindered by planar barriers or anything a plane might have in it."

"Maybe it's not even real," I said, wondering if Tregoth was telling me all that he knew.

"Yep . . . yep," he replied, puffing thoughtfully. "But then, what is?"

A creature found (or, at least, seen) only on the Ethereal and the Inner Planes, the chososion seeps mainly through the elemental worlds. Most who've spied it, however, would say that it never really enters the space the rest of us inhabit. That is, it's always just out of touch. More than simply ethereal — like a ghost on a prime-material world — the chososion is intangible on any plane. Even sorcery can barely affect it.

Despite this quality, the chososion appears substantial when a basher manages to lay eyes on one (they're extraordinarily rare). Its wide body, colored black or dark blue, is composed primarily of many winglike flaps of flesh. The entire creature seems to be in constant motion, as though the waving of its strange appendages keeps it within physical reality as it's understood. Chant is that if these flexible ridges

stop their rippling motion, the chososion disappears. Beyond the ever-moving mass of the creature, a mouthlike opening lies buried in its fluttering fins.

First encountered by the shad of the Elemental Plane of Earth, the chososion gets its name from that race's word for "out of reach."

COMBAT: So how does a cutter harm a creature that's not really all there? A better question might be why he'd want to. Still, the chososion can become a threat to planewalkers and natives to the realms through which it seeps. If disturbed, the beast is likely to react with violence.

Graybeards don't wholly understand the chososion's means of attack. When the creature grows angry, two long, flexible pseudopods ending in flat grasping pads stretch out from its mouth. Unlike the rest of the beast's body, the pseudopods're fully corporeal and covered with thousands of tiny, razor-sharp hooks. They inflict terrible injuries on any sod they strike (1d8 points of damage each), but the real danger comes from the poison secreted into the wounds by the grasping pads.

A chososion's poison is, by most standards, magical. If the victim fails a saving throw versus poison, he becomes paralyzed in 1d6 rounds. Once paralyzed, the sod must make a saving throw versus death magic. If he makes that save, he

merely remains paralyzed for 3d6 rounds.

But if he fails the second saving throw, the poison completely discorporates him (treat the

victim as if *disintegrated*).

Some folks claim that the poor berk leaves our reality and enters the chososion's realm — beyond any known plane. But popular chant says the victim's just gone, period. See, most folks believe that there are no planes beyond those already known and named, and even if there were, why would the chososion bring a foe to its home, where presumably it's more vulnerable?

A body can accept whichever theory he likes. Either way, he'll never again see a friend lost to chososion poison.

Fighting back against the creature is sodding difficult. Fact is, a basher'd be much better off just running away. With a 95% resistance to magic, a chososion's affected by only a few choice spells. It's not bothered by the environmental hazards of the Inner Planes; truth is, it seems not even to notice them. What's more, the beast completely shrugs off all non-magical attacks (poison, gas, heat, cold, acid, and so on).

Fighting it with a weapon is just as hard, if not harder — only those with an enchantment of +4 or greater can wound the beast. And as any planewalker knows, it's tricky enough to keep *any* enchantment to a blade when hopping around the multiverse, let alone as mighty a dweomer as that.

ANY FOOL CAN SEE THAT THE
CHOSOSION IS NOT A NATIVE
OF THE KNOWN PLANES.
— GORAD DRUMMERHAVEN,
PLANAR BIOLOGIST

However, the chososion does have a weak spot: the corporeal pseudopods (tongues?) that protrude from its mouth. These are quite real and solid, capable of touching and being touched. Each pseudopod has 2 Hit Dice and an Armor Class of 4, and its hit points are separate from the creature's total. In fact, these strange extensions are more like organic tools than actual parts of the chososion's body, and the monster treats them as if they were completely expendable.

All chososions can grow new pseudopods to replace destroyed members. Most require 1d6 hours to do so. However, sometimes (25% of the time) a chososion already has 1d4 replacement limbs tucked away inside its body, ready to shoot out immediately when needed. But no chososion can operate more than two pseudopods at once.

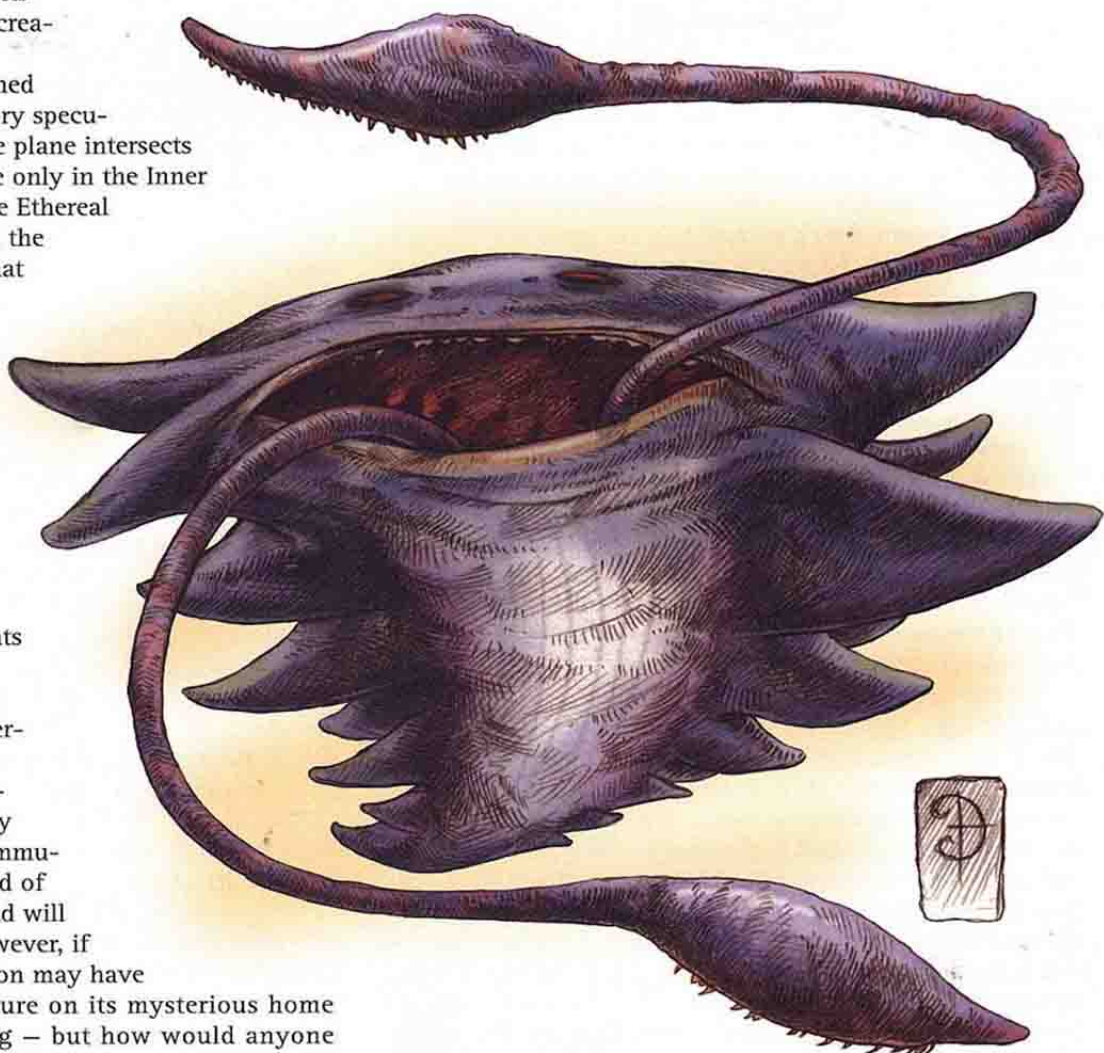
HABITAT/SOCIETY: If the theory that the chososion actually inhabits some unknown plane is true, then it may also be true that the creature can intersect the known multiverse only at its most primal, basic point — the Inner Planes. Supporters of this idea claim that the chososion is most likely fully tangible on its own plane, as is an ethereal creature on the Ethereal Plane.

In fact, a graybeard named Vivan who holds to this theory speculates that the creature's home plane intersects and permeates the multiverse only in the Inner Planes, similar to the way the Ethereal touches the Inner Planes and the Prime. Vivan also believes that this unknown plane, which he calls the Macrocosm, could act as a bridge to an entirely different multiverse. 'Course, Vivan now resides in the Madhouse with all the other barmies in Sigil.

Here's what's known for sure: The chososion haunts the Inner Planes looking for food. It never congregates in groups, nor does it have a perceivable society. Though the creature seems highly intelligent, no one's discovered any proof that it can (or will) communicate with others. Its method of reproduction is a mystery and will most likely remain dark. However, if Vivan is correct, the chososion may have a complex society and culture on its mysterious home plane, complete with young — but how would anyone ever know?

ECOLOGY: The chososion interacts with the environment around it only by accident. It apparently feeds on the primal nature of the Inner Planes, but not the elements or beings within the planes themselves. It need never encounter another creature (native or otherwise), but sometimes bad luck brings a poor sod right into a chososion's path. Perhaps misunderstanding the newcomer's intentions, the chososion always reacts defensively and usually attacks on sight.

On the other hand, it's possible that a hostile chososion attacks only because it's confused by or fearful of a basher's very nature. See, Vivan claims that the chososion regards inhabitants of the known planes the same way most folks view environmental dangers of the Inner Planes (heat from the plane of Fire, fumes from the paraplane of Smoke, and so on) — as something to be avoided or conquered.



DARKLIGHT

CLIMATE/TERRAIN:	Quasiplane of Radiance (any)
FREQUENCY:	Very rare
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	Life energy
INTELLIGENCE:	Very (11-12)
TREASURE:	None
ALIGNMENT:	Any evil

NO. APPEARING:	1
ARMOR CLASS:	0
MOVEMENT:	Fl 12 (C)
HIT DICE:	6+6 (but see below)
THACO:	13 (but see below)
NO. OF ATTACKS:	2
DAMAGE/ATTACK:	1d4/1d4
SPECIAL ATTACKS:	Level drain, eye blast
SPECIAL DEFENSES:	Struck only by +1 weapons, <i>invisibility</i> , immunities
MAGIC RESISTANCE:	Nil
SIZE:	M (6' tall)
MORALE:	Champion (15-16)
XP VALUE:	7,000

When a mortal spirit leaves its body upon death, it usually becomes a petitioner on the Outer Plane that most closely matches its alignment or devotion. But sometimes — particularly when the spirit's torn away in sudden and horrible violence — it loses its way en route to its final rest. Drawn inexorably toward the insatiable maw of the Negative Energy Plane, the spirit instead becomes an undead entity like a spectre, a wraith, or other horror. And even if it later returns to the Prime Material Plane, it retains its connection to the Negative Energy Plane, forever tethered like a slave on a chain or a hound on a leash.

However, the Inner Planes hold certain spots known as "leaks" — places where the energy or matter of one plane seeps onto another. When such a rift occurs on the Negative Energy Plane, spirits frequently try to flee through it in the hopes of giving the laugh to their all-consuming prison. 'Course, they almost always fail. Most of the time, these would-be escapees're drawn back by the negative energy. It's what powers them, after all.

If the leak leads to the Quasielemental Plane of Radiance, though, any spirits that manage to slip through are able to stay. Apparently, their link to the Negative Energy Plane is somehow negated or thwarted by the nature of Radiance. The brilliantly illuminated quasiplane doesn't cause the negative energy itself to dissipate — the spirits're still infused with its dark force, still able to move about freely despite being dead (or, really, undead) — but it does alter them. Radiance adopts these wayward phantoms, making them its own. Yet still they retain the darkness in their hearts — and their thirst for life.

A darklight is an animate, undead apparition on the Quasielemental Plane of Radiance with a link to the place

just as strong as the connection a standard wraith might have to the Negative Energy Plane. That is, in many ways of looking at it, the darklight can exist on Radiance and one other plane (the Ethereal, the Prime, or any of the Inner Planes) at the same time.

Canny planewalkers can recognize a darklight without too much trouble. It looks like a man-shaped specter of blackness with bright, shining eyes of everchanging colors, and its whole form is surrounded by a nimbus of multicolored light.

As an intelligent creature, a darklight can speak planar common and any other languages it knew from its mortal life.

COMBAT: Most berks're surprised to discover the many, many ways that a darklight can rob them of their lives. Before now, little'd been recorded about these creatures, meaning that scholars and explorers had to learn the dark the hard way. Few survived the initial lesson.

First and foremost, a darklight retains the ability to steal the life force of others, just like all undead with ties to the Negative Energy Plane. The creature's cold, soul-numbing touch drains two levels from its victims. But since its link with the Negative Plane has been altered, the darklight absorbs the energy directly into itself, thus gaining Hit Dice in direct proportion to the levels ingested. Statistics associated with Hit Dice, including hit points and THACO, also improve. These enhancements fade after 1d4 hours, or sooner if the victim somehow regains his lost levels (through a *restoration* spell or similar magic).

A darklight can also become invisible once per day. Though it might fade from sight in order to avoid trouble or escape from an enemy, the creature enjoys using *invisibility* to gain surprise on an unsuspecting foe. That makes it easier to rend the poor sod to bits with its claws, which are made of both darkness and light and cause 1d4 points of damage each.

As a creature of Radiance, a darklight can also direct blasts of light and color from its eyes. Depending on its need, the undead monster can use the blasts in several different ways:

- ◆ Once every three rounds, they can blind a foe permanently if the sod fails a saving throw versus paralyzation.
- ◆ Three times per day, they can duplicate the effects of a *color spray*.
- ◆ Once per day, they can become a much more potent *prismatic spray*.
- ◆ Once per day, they can form a *prismatic wall*.

Any time that the darklight's not shooting out these blasts, its everchanging eyes scintillate with a *hypnotic pattern*.

With all these formidable powers, a body wouldn't think that a darklight'd need much in the way of defensive abilities. Maybe not, but it's got 'em just the same. The creature can be struck only by weapons of +1 or greater enchantment. It's immune to the effects of paralysis, petrification, poison, *charm*, *hold*, *sleep*, and magic that's based on cold, light, or darkness (the thing can always see, regardless of light conditions). Finally, a darklight has the uncanny ability to move right through *walls of force* as if they didn't exist.

HABITAT/SOCIETY: Darklights rarely interact with other creatures or even others of their own kind, insisting upon a solitary existence. However, they make an exception for the Radiance-dwelling creatures known as incandescents or scile — tiny beings of light that literally eat the colors of the plane. Some scile hunger for the colors of things not native to Radiance, however, and a darklight may form a symbiotic relationship with them.

In these cases, the scile center their cloud around their new ally, using their power in conjunction with that of the undead creature to attack outsiders found on the plane (and never each other). Darklights who form these relationships learn to detect sods who've already been rendered transparent by the scile; thus, they're not hindered by their victims' odd condition.

ECOLOGY: Other than its occasional strange alliance with the scile, the darklight serves no real function in the ecology of the Quasiplane of Radiance. It preys only upon non-natives.

Off the plane, though, darklights are vicious predators that attack any living beings, feeding off their victims' life forces. They prefer to sap the vitality of thinking creatures, but this simply may be a facet of their evil nature (as opposed to true biological need).

Chant is that certain spells have been developed that can summon a darklight from Radiance to any "connected" plane (the Ethereal, the Prime, or any of the other Inner Planes). While this is probably true, one thing is certain — a summoned darklight remains on the new plane. There seems to be no way to force the monster to go back.

I AM THE DARKNESS
OF DEATH,
YE+ MADE LIGHT+.
— A DARKLIGHT+



DEVETE

CLIMATE/TERRAIN:	Astral Plane
FREQUENCY:	Rare
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	N/A
INTELLIGENCE:	Average (8-10)
TREASURE:	Nil
ALIGNMENT:	Neutral (rarely, neutral evil)

NO. APPEARING:	1 (rarely, 1d3)
ARMOR CLASS:	6
MOVEMENT:	12 (42 on the Astral)
HIT DICE:	4
THACO:	17
NO. OF ATTACKS:	3
DAMAGE/ATTACK:	Varies
SPECIAL ATTACKS:	Mimicry
SPECIAL DEFENSES:	Mimicry, immunities
MAGIC RESISTANCE:	Nil
SIZE:	M (5' tall)
MORALE:	Elite (13-14)
XP VALUE:	975

"Cold, lonely passages of astral space stretch outward beyond imagining. Adrift in a world of thought, the genesis of your own being is lost to the artifice of time (although, truly, the Silver Void knows no time). You yearn to find your way, but you cannot, for in a realm with no real space, how can you ever reach your goal? How can you take the depression, the solitude, the bleakness? One path does exist, but it is dangerous. Do you dare to walk it? Would you risk all that you are, and divest your own being of all concept of 'self?' For *that* is the only way. The way of the devete — the way of no self."

— Gharohna, an Astral philosopher

THERE IS NO
BETTER JUDGE
OF CHARACTER
THAN A DEVETE.
— VALAXANDER,
A DEVA

The devetes are blue-skinned, humanoid creatures that wander the Astral Plane. They're easily marked by their large, haunting eyes and long, swishing tails. They roam the Silver Void as if on some kind of arcane quest; a few graybeards claim that the devetes are actually searching for a means of returning to the birthplace of their race (see the "Ecology" section for the dark of a theory as to their origins). Most scholars, however, believe that the devetes have long since given up the search and have become a race without motivation, emotion, or goals. And that makes them potentially quite dangerous, especially to a berk who has no idea what he's getting into.

See, the nature of a devete depends on how its approached — literally. When it comes to emotions and mental outlook, the creature is a blank slate. If a basher advances on it spoiling for a fight, he'll get one. If he comes looking for aid, he'll find only need himself. This mimicry is an unconscious power of the devete. It can't be peeled or tricked. If a berk pretends to be nice to a devete while secretly planning treachery, he'll run into nothing but the same.

If a devete encounters multiple entities with different emotions and motivations, it simply copies one basher at random (or goes along with a majority, if one exists).

These strange creatures can communicate telepathically with any intelligent being. As far as anyone can tell, it's impossible to successfully lie to a devete, or to hide any thought or fact from it.

COMBAT: Like many other monsters on virtually any plane, the devete attacks its foes with its claws and fangs. But the damage inflicted by these assaults depends on the ferocity of the attack — in other words, on the motivation and intent of the devete.

If a devete attacks out of fear, each claw inflicts 1d4+1 points of damage, and its bite another 1d3+1 points. When lashing out in pure self-defense, the devete inflicts 1d6 points with each claw, and 1d4+1 points with its bite. If it strikes with malice or hate, each claw causes 1d8 points of damage, while the fangs inflict 1d6+1 points and drip a foul venom (the victim must make a saving throw versus poison or die in 1d4 rounds). And in all other cases, the damage per attack is simply 1d4/1d4/1d3.

All devetes possess an immunity to poison, paralyzation, and petrification. Further, elemental attacks — such as those involving fire, cold, and electricity — inflict only half their normal damage.

HABITAT/SOCIETY: Normally, devetes lead solitary lives, meandering through the Astral Plane without any apparent aim or goal. Encounters with a wandering devete usually lead to strange events. Since the creature copies the motives and outlook of those around it, meetings with devetes are always different — and often confusing. It's almost impossible for other beings to somehow "take advantage" of the devete's



mimicry, for the sods'll soon find *it* taking advantage of *them*. The creature's emotional adaptation is just too complete.

However, if a clever cutter understands the nature of a devete and wishes to influence it with his own emotional state, he can attempt to make a Wisdom check at -6 to successfully change his motivations/emotions. Bluffing and lying just don't work. The basher's actually got to make himself happy, or sad, or whatever he wants the devete to likewise feel.

Sometimes, however, a planewalker runs across more than one of the creatures traveling together in a little clutch. When devetes gather like this, they act very, very differently. Fact is, they develop extremely xenophobic tendencies, looking to slay any other beings (intelligent or otherwise) they encounter out of sheer malice. The murderous devetes should be considered neutral evil in alignment, and their attacks always inflict the hate-based damage listed above (1d8/1d8/1d6+1) – including the poison dripping from their fangs.

ECOLOGY: Chant has it that an intelligent race known as the kyleen once dwelled on the Outlands (in a gate-town where Xaos now stands) but traveled throughout the

multiverse as traders, explorers, and planewalkers. Unfortunately, their downfall came when a great smith performed a grand experiment. He wanted to see if he could sculpt an entire palace out of karach, a dangerous, unstable, transmuting substance made from the chaos-stuff of Limbo itself.

The enormity of the berk's hubris was matched only by the scope of his blunder and its ramifications.

Not only did the palace transform itself into something never seen before (or since) and then promptly disappear, but the whole event infected the kyleen with a strange chaos-plague. This rampant infection somehow spread through the race, eventually catching up even with members on faraway planes. Each victim of the disease slowly and painfully turned into an entirely new sort of creature, and when the chaos-plague had run its course, the sods all simply disappeared.

Some graybeards say that most of the mutated kyleen ended up on the Astral and became known as the devetes. However, a few folks claim that some landed on the Ethereal Plane, where they evolved into the mysterious creatures now called tweens.



DEVOURER

CLIMATE/TERRAIN:	Ethereal or Astral Plane
FREQUENCY:	Very rare
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	Life energy
INTELLIGENCE:	Exceptional (15-16)
TREASURE:	Nil
ALIGNMENT:	Neutral evil

NO. APPEARING:	1
ARMOR CLASS:	2
MOVEMENT:	12
HIT DICE:	9+3
THACO:	11
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	2d6
SPECIAL ATTACKS:	Level drain, spirit theft, spells
SPECIAL DEFENSES:	Hit point recovery, protection from spells
MAGIC RESISTANCE:	45%
SIZE:	L (8' tall)
MORALE:	Fanatic (17)
XP VALUE:	13,000

Haunting the deep reaches of the Ethereal and Astral Planes, the creatures known as devourers have a reputation for being among the most fearsome and loathsome of foes. For many planewalkers, they embody the true nature of evil (despite the fact that

they don't come from the Lower Planes). See, devourers have so little regard for anyone but themselves that they're willing to steal the life essence of other beings to power their own magic.

Nothing about a devourer's appearance gives the impression that it's anything other than a horrible monster. A gaunt, skeletal creature of great height, it usually has a tiny figure trapped within what appears to be the bones of its rib cage. This captive is obviously powerless and clearly suffers great distress and pain, though he often has a look about him that indicates that he's been imprisoned for a long, long time.

COMBAT: Most cutters fear the devourer, and with good reason. Sure, its large, crooked claws inflict 2d6 points of damage per strike, but even worse, its touch also drains one

energy level. If wounded in battle, a devourer regains a number of hit points equal to those permanently lost by a victim from whom it drained a level.

What's more, the creature can capture a berk's entire life essence — truly a fate far worse than death. To steal a spirit, the devourer must roll a successful attack against its chosen victim. The sod must then make a successful saving throw versus death magic to avoid the effect. If he fails the saving throw, he's slain, and his spirit becomes trapped within the devourer. Onlookers can see it appear within the rib cage of the skeletal horror.

A captive spirit is completely unable to act and can't be restored by a *raise dead* spell. Fact is, all it can do is serve as fuel for the devourer's spells and abilities. The greater the level or Hit Dice of the trapped spirit, the more power it provides to its "host." And because a devourer's rib cage can hold only one spirit at a time, the creature always seeks to prey upon the mightiest victims it can find.

While it holds a trapped spirit, a devourer can use the following spell-like powers at will, once per round: *confusion*, *control undead*, *paralysis* (as the wand), *ray of enfeeblement*, *spectral hand* (which it can use to drain levels, but not steal spirits), *suggestion*, *summon shadow*, and *true seeing*.

Each level or Hit Die of the captive gives the devourer a total of five power uses. Once it has completely consumed the spirit in this manner, the sod's life essence is destroyed forever and the devourer must find a new victim.

In addition to powering spell-like abilities, the captive spirit offers the devourer magical protection. If a cutter casts any of the following spells upon the creature (and if they penetrate its magic resistance), they affect the trapped spirit instead: *banishment*, *chaos*, *confusion*, *dispel evil*, *emotion*, *entrapment*, *ESP*, *fear*, *geas*, *holy word*, *imprisonment*, *magic jar*, *maze*, *quest*, *spirit wrack*, *trap the soul*, and any type of *charm*, *domination*, *hypnosis*, or *suggestion*.

Note that some of these spells (including *banishment*, *dispel evil*, and *entrapment*) get rid of the trapped spirit, leaving the devourer's rib cage empty. If this occurs, the creature can't use any of its spell-like powers — or protect itself from the above-named spells — until it finds a new victim. And what becomes of the spirit, once released from its skeletal prison? Well, the basher's still in the dead-book, but at least the spirit is free to go to the plane of its alignment (and can also be brought back to life with *raise dead*).

When encountered, a devourer will almost always have a captive spirit in its rib cage (85% chance). The Dungeon

OH, A PI+ FIEND'S
PROBABLY +OUGH, BU+ A
DEVOURER'S NO+ MORE
PLEASANT +O SCUFFLE WI+H.
— KEDRIS NOLIC,
ASTRAL GUIDE

Master should roll 3d4+3 to randomly determine how many Hit Dice or levels the victim has left for its captor to utilize.

HABITAT/SOCIETY: Some folks believe that only one devourer exists, that it's a unique creature. Wishful thinking — it's been pretty well confirmed that that's not the case. However, exactly what the creatures *are* is still a mystery. Are they a predatory race found only on the Silver Void and the Misty Shore? Are they the magical creations of a viciously evil wizard? Are they manifestations of something else entirely — perhaps the most despicable thoughts and emotions that end up on the Astral? No one's tumbled to the dark of it yet. Fact is, no one even knows if the things can communicate, though it's been theorized that they're telepathic.

When a planewalker stumbles across a devourer, the creature's always alone (except for its captive spirit, of course). Nothing alive seems to tolerate the monsters' presence; they even appear to abhor one another. Furthermore, devourers are encountered only when they're out hunting for victims from whom they can drain levels or steal spirits. If the creatures do make lairs on the Astral and the Ethereal, such places've never been found. Perhaps that's for the best.

ECOLOGY: It's not known how (or if) devourers reproduce. They subsist totally on life energy, needing no actual food or drink. Despite their appearance and their requirements for existence, they're not undead.

Chant has it that a few bashers have encountered devourers on the Negative Energy Plane, but who'd believe the word of anyone who'd willingly go to such a horrible place? Others contend that while devourers spend most of their time on the Astral or the Ethereal, they do indeed make occasional trips to the Negative Energy Plane, for reasons unknown. Unlike undead, they have no direct connection to the plane (hence their ability to go to the Astral and even beyond, if they wished), but they do seem to make the odd "pilgrimage" now and then — no doubt because of their nature.



DHARUM SUHN

CLIMATE/TERRAIN:	Elemental Plane of Earth
FREQUENCY:	Uncommon
ORGANIZATION:	Clan
ACTIVITY CYCLE:	Any
DIET:	None
INTELLIGENCE:	Genius (17-18)
TREASURE:	Q (x20)
ALIGNMENT:	Neutral (lawful)
<hr/>	
NO. APPEARING:	1d4
ARMOR CLASS:	0
MOVEMENT:	6
HIT DICE:	24
THACO:	5
NO. OF ATTACKS:	2
DAMAGE/ATTACK:	3d8/3d8
SPECIAL ATTACKS:	Spells
SPECIAL DEFENSES:	Struck only by +1 or better weapons, immune to blunt weapons and impact attacks
MAGIC RESISTANCE:	60%
SIZE:	H (20' tall)
MORALE:	Fearless (20)
XP VALUE:	32,000

Hail, Rockfather, lord of substance and stone.

Hail, Rockmother, matron of patience and prudence.

To you we owe steadfastness

To you we owe loyalty

Never changing

Always supporting

All that is stable, steady, and true

Comes as a blessing from your boundless heart.

— genasi hymn

Beyond the elementals, which fall under the purview of Sunnis or her eternal foe Ogremoch, and beyond the powers of earth and stone, wait the dharum suhn. To some, they are known as the Lords of Stone or the Rockfathers and Rockmothers. Others call them the Old Men of the Mountains. A few even name them the Hearts of Steadfast Stone.

The dharum suhn are spiritual creatures that inhabit the element of earth. But unlike earth elementals (which could be described in the same way), the dharum suhn embody not just earth and rock, but the steadfastness and unchanging support of stone. The dharum suhn epitomize the qualities of stability, strength, endurance, wisdom, contemplation, and immovability.

Usually an invisible spirit, a dharum suhn only rarely assumes a physical form. When one needs to act physically, it animates a 20-foot-tall mass of rock that takes on a vaguely humanoid form. Until it moves, this manifestation is nearly indistinguishable from the inanimate rocks and stone of the Elemental Plane of Earth.

Dharum suhn speak the language of Earth common

only to earth elementals, galeb duhr, and the most studied earth genasi.

COMBAT: Woe to those who anger this massive master of earthpower! The dharum suhn's rocky manifestation has the strength of a cloud giant (Strength 23), inflicting 3d8 points of damage with each of its huge, mattocklike fists. Moreover, a dharum suhn can use the following spell-like abilities at will, once per round: *animate rock*, *conjure earth elemental*, *disintegrate* (rock only), *flesh to stone*, *hold monster*, *hold person*, *Maximilian's stony grasp*, *move earth*, *plane shift*, *spike stones*, *stone shape*, *transmute rock to mud*, *transmute water to dust*, and *wall of stone*. Once per day, a dharum suhn can call forth an *earthquake* or invoke a *time stop*.

Additionally, a dharum suhn can cast the following spells upon itself or for the benefit of others, once per round, at will: *cure critical wounds*, *meld into stone*, *passwall*, *statue*, *stoneskin*, *stone tell*, *stone to flesh*, and *strength*. These powers may also be given to others, although a recipient can cast the bestowed magic only once. The dharum suhn grants the recipient a chip of ordinary-appearing stone that contains the spell or spells; the spells are released by will alone. Once the spells have been cast, the stone chip crumbles into dust.

Dharum suhn are immune to blunt weapons and all impact-related attacks such as thrown boulders, collapsing ceilings, and so on. Bladed weapons inflict only half their normal damage when used against dharum suhn, and the weapons must be magical to be effective at all (+1 or better). Spells that harm or alter stone and earth such as *disintegrate* or *transmute rock to mud* do not affect dharum suhn, and in fact cannot be cast within 100 feet of these spirits against their will.

If the stone manifestation created by the dharum suhn is destroyed, the spirit itself is not slain. Only a spell like *destruction*, *power word: kill*, or *slay living*, cast after the death of the stone body, can truly end the life of this elemental spirit.

HABITAT/SOCIETY: Though native to the Elemental Plane of Earth, dharum suhn have been encountered on many planes, always manifesting within great mountains or plateaus.

Travelers usually find them alone, but it is said that dharum suhn each belong to a small clan. These clans exhibit ties of great strength and fidelity. An opinion held by one individual often reflects the opinion held by all in its clan; a canny planewalker takes great pains not to anger one dharum suhn, for then he has angered many.

Even in comparison with the archomental Ogremoch and Sunnis — the Elemental Prince and Princess of Earth — the dharum suhn possess vast power. They do not, however, become involved in the petty conflicts of these feuding lords. In fact, they don't get involved in much of anything. These contemplative beings simply watch and wait, as slow to anger or action as stone itself. The Hearts of Steadfast Stone are masters of knowledge, for they observe all that is — or at least all that takes place on or near stone. (Chant is they have

little idea about events in places like the plane of Air or the Ethereal Plane.)

Because of their contemplative nature, the dharum suhn are not only knowledgeable, but extremely wise. Sometimes those who respect and revere the merits of earth and stone undertake great pilgrimages to ask questions of these elemental spirits. If the supplicants sincerely respect the nature of what the dharum suhn represent, the stone spirits might even actually answer the questions. In great epic tales,

mighty heroes travel to the plane of Earth and ask the dharum suhn for aid – and receive it. Some say that such stories are just so much screed, but a persuasive, persistent, and forthright blood might be able to convince the dharum suhn that it was worth a pause in their contemplation and observation to actually take action. Obviously, coming up with an argument that might convince the dharum suhn would be an epic undertaking of its own.

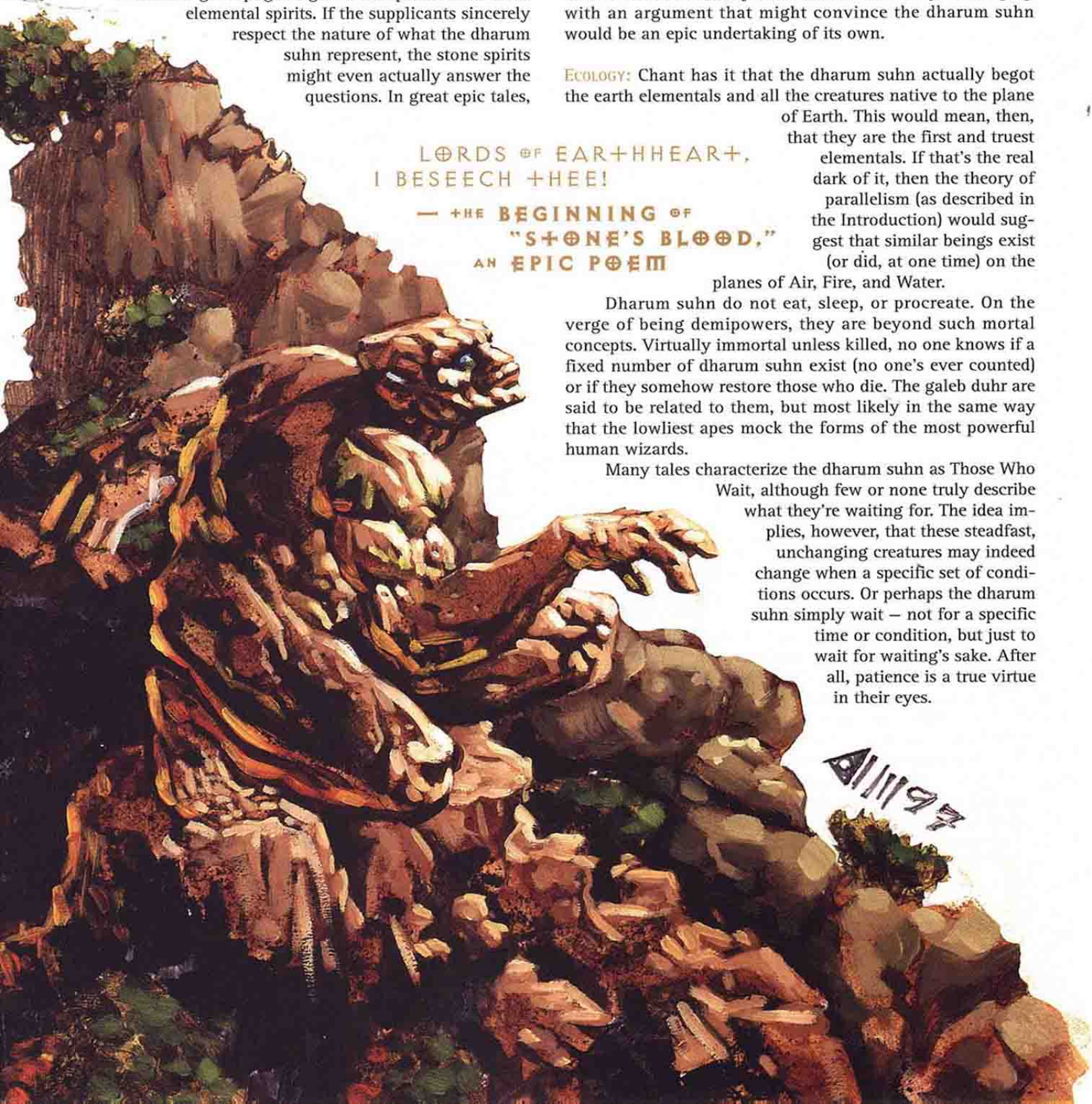
ECOLOGY: Chant has it that the dharum suhn actually begot the earth elementals and all the creatures native to the plane of Earth. This would mean, then, that they are the first and truest elementals. If that's the real dark of it, then the theory of parallelism (as described in the Introduction) would suggest that similar beings exist (or did, at one time) on the planes of Air, Fire, and Water.

Dharum suhn do not eat, sleep, or procreate. On the verge of being demipowers, they are beyond such mortal concepts. Virtually immortal unless killed, no one knows if a fixed number of dharum suhn exist (no one's ever counted) or if they somehow restore those who die. The galeb duhr are said to be related to them, but most likely in the same way that the lowliest apes mock the forms of the most powerful human wizards.

Many tales characterize the dharum suhn as Those Who Wait, although few or none truly describe what they're waiting for. The idea implies, however, that these steadfast, unchanging creatures may indeed change when a specific set of conditions occurs. Or perhaps the dharum suhn simply wait – not for a specific time or condition, but just to wait for waiting's sake. After all, patience is a true virtue in their eyes.

LORDS OF EARTH+HEART,
I BESEECH +HEE!

— THE BEGINNING OF
"STONE'S BLOOD,"
AN EPIC POEM



CLIMATE/TERRAIN:	Quasiplane of Vacuum
FREQUENCY:	Rare
ORGANIZATION:	Patch
ACTIVITY CYCLE:	N/A
DIET:	Absence
INTELLIGENCE:	Non- (0)
TREASURE:	Nil
ALIGNMENT:	Neutral

NO. APPEARING:	1d3 patches
ARMOR CLASS:	10
MOVEMENT:	Nil
HIT DICE:	N/A
THACO:	N/A
NO. OF ATTACKS:	0
DAMAGE/ATTACK:	0
SPECIAL ATTACKS:	Disintegration
SPECIAL DEFENSES:	Teleportation, immune to cold, fire, physical attacks, most spells
MAGIC RESISTANCE:	25%
SIZE:	T (one patch is 6" across)
MORALE:	N/A
XP VALUE:	270

A yawning expanse of unending nothingness stretches into infinity, turning a body's mind in on itself when he tries to grasp the enormity of it. The quasiplane of Vacuum is, by all accounts, one of the loneliest, most inhospitable places in all the multiverse. Even the most adventuresome plane-walkers find little reason to explore this plane. Better-known voids like the Astral and inhospitable backwaters like the bottom layer of Pandemonium look like well-traveled thoroughways teeming with life by comparison.

That's why when truly canny bloods need to get rid of something — something that must disappear from all existence forever — they banish it to the quasiplane of Vacuum. But sometimes even that doesn't work.

See, it all started in the Abyss. Some hapless berk had traveled to one of the layers considered to be "safe." Why he'd gone, and why he thought any part of the Abyss was safe, has been lost in the annals of time. He was Clueless; perhaps nothing more need be said.

When he returned to his prime world, however, he inadvertently brought with him some fungus that clung to the tip of his shoe. This Abyssal fungus, finding itself on an unprepared and unsuspecting world, immediately began to grow at an alarming rate. Unable to scrape off the fungus, the addle-cove discarded the boot — but that didn't solve the problem. It grew and grew, proliferating in the pleasant environment. Soon it covered the sod's house. While some of the local graybeards examined the fungus, it spread to the

neighbors' cases. Suddenly afraid, the graybeards tried to burn the stuff. It wouldn't burn.

Within days, the growth covered half the town, and the locals'd given it the name "egarus" (chant is, the word's a curse). Wizards arrived on the scene to help, and while some of their magic was effective, it was too little, too late. The wind had carried bits of fungus throughout the region. Certain spells and magical devices held the growth at bay or even destroyed a patch or two, but there weren't enough wizards to keep up with the spreading egarus fungus. Plus, even when it was apparently eradicated in one area, the insidious stuff reappeared elsewhere. There seemed no way to tell when it was really and truly gone!

Finally, a few deities who had a considerable following on this prime world took pity on the inhabitants. It was obvious that soon the Abyssal fungus would destroy the entire world. Thus, the powers answered the prayers of their worshipers and opened gates to the quasiplane of Vacuum. After many mortal generations of work, the primes managed to round up all of the fungus and thrust it through the multitude of gates. By this time, their best wizards had developed spells to detect the growth, so they could be sure that it was all gone.

At last, the gates were sealed. Everyone figured that with nothing to grow on, nothing to feed on, the egarus fungus would surely die on Vacuum.

Even the gods' plans can sometimes go awry.

The fungus didn't die. It adapted. The plane of Vacuum offered only emptiness — so it began to feed on that. The fungus learned to thrive on the absence of matter and energy. (Though the Dustmen would certainly disagree, there is nothing so tenacious, so powerful, as life and its ability to adapt and continue living.) In its new home, the egarus fungus formed tiny clumps that

floated in the void, feeding on the nothingness like a leech or a cancer.

The fungus thrives still. Its dull white lumps don't move or do anything that might call attention to themselves. In fact, it's extraordinarily unlikely that a basher visiting the quasiplane would ever encounter the tiny clumps, even if he actively looked for them. Despite this, the egarus' adaptations to its new environment make it a real threat to those barmy enough to enter the plane of Vacuum.

COMBAT: The egarus feeds on nonexistence, so anything with substance is anathema to it. Even in the infinite reaches of Vacuum, it cannot abide matter and energy in any amount other than itself. Thus, the fungus attacks anyone or anything entering the plane and alerting its delicate senses. A patch of egarus can sense matter many thousands of miles away — though on the plane of Vacuum, distance means very little.

The fungus attacks by using an ability much like *teleport without error* to reach the offending matter or energy.

ABSOLUTELY NOTHING LIVES
ON THE QUASIPLANE
OF VACUUM.
— FROM NEVIL'S
Treatise on the Inner Planes

(It cannot use the ability to leave the plane, however.) Once in close proximity (within 25 feet), the fungus begins breaking things down, effectively disintegrating its target. This process is slow, but insidious. No magical protections can defend against this (for they, too, are broken down), nor can magic resistance provide any help.

The fungus attacks energy first, so light sources, flames (torches or magical flame weapons, for example), and active spell effects are extinguished first. This happens at a rate of one energy source per round per egarus patch, in a random order. Nonliving material objects are attacked next, and

again, are simply disintegrated one by one until nothing stands between the fungus and the living being. Magical items and creatures are permitted a saving throw versus disintegration or death magic to avoid this effect.

Like so many things in the Inner Planes, the egarus can be stopped only by its utter destruction. This, fortunately, is not terribly hard to do. *Cure disease*, *disintegrate*, *finger of death*, *lightning bolt*, *shocking grasp*, or *slay living* spells destroy a patch instantly, as does the application of any acid, alcohol, electrical attack, or even a large amount of water (at least 60 gallons, which must be used to dilute and disperse the patch before the water freezes due to the cold of the plane). *Hold monster*, *hold plant*, or *slow* stop the egarus from attacking. The fungus is immune to cold, fire, physical attacks, and most spells other than those discussed above.

HABITAT/SOCIETY: The egarus has adapted well to its new habitat. It attacks intruders on the plane, since they threaten the emptiness the fungus requires to survive.

ECOLOGY: Presumably, the egarus reproduces like other types of fungi once it consumes "nourishment." There's no guessing how many clumps of egarus fungus now exist within the endless void.

If a patch of egarus were taken out of the quasiplane of Vacuum – say, on the tip of another sod's shoe – the fungus couldn't survive. Since it has adapted to thrive in the absence of matter, the egarus would literally starve to death. Before it died, however, it would destroy massive quantities of matter in an attempt to create a suitably empty void.



CLIMATE/TERRAIN:	Inner Planes
FREQUENCY:	Very rare
ORGANIZATION:	None
ACTIVITY CYCLE:	Any
DIET:	Planar boundaries
INTELLIGENCE:	Low to average (7–10)
TREASURE:	Nil
ALIGNMENT:	Chaotic neutral

NO. APPEARING:	1
ARMOR CLASS:	3
MOVEMENT:	12
HIT DICE:	11+6
THACO:	9
NO. OF ATTACKS:	3
DAMAGE/ATTACK:	1d8/1d8/1d12
SPECIAL ATTACKS:	Sunder space
SPECIAL DEFENSES:	Struck only by +2 or better weapons, immune to elements
MAGIC RESISTANCE:	Nil
SIZE:	H (20' long)
MORALE:	Fanatic (17–18)
XP VALUE:	10,000

"They're finished."

"Really?"

"Yes. I set one loose this morning."

"Where?"

"Between Air and Vacuum."

"Ooh – nasty."

"We'll slide the next between Earth and Magma. We'll melt those sodding dao right out of their own little kips!"

"Wow. Do you really think this is going to work?"

"Hey, it's going to happen no matter what. We – and our new little friends – are just speeding things along."

"Well, I still hope these new specimens will be under a little better control this time."

"You know, you keep saying things like that and folks'll think you're a Hardhead rather than a Sinker. Besides, the new ones'll do what we want, *where* we want. Those that escaped earlier will still break things down – just not where we had planned."

"That's the great thing about the Doomguard. No matter what, we always win in the end."

There are holes throughout the multiverse. Call them conduits, portals, or any other name, they're still holes. The Inner Planes are no exception. In fact, these planes in particular are full of tiny leaks where bits of one element seep into another plane. Some graybeards theorize that one day, in the far distant reaches of the future, the borders of the Elemental Planes will completely break down and all the elements will combine. Such a thing could signal the end of the multiverse, if it's true.

The Doomguard – ever interested in entropy – decided to make sure that it is true and to help the process along. Hence, their magicians and alchemists began devising a means to dissolve the barriers between the Elemental Planes. Hundreds of years of research, trials, and errors took place, but eventually they succeeded. They constructed magical creatures the Sinkers named *entropes*. Entropes feed on whatever makes up the borders separating the various Inner Planes. As they feed, the elements of the two planes blend and "bubbles" of foreign elements are introduced into alien planes. Eventually, the Doomguard hopes, the barriers will weaken enough so that the planes constantly bleed into each other, eventually becoming indistinguishable.

The first batch of these beasts escaped Doomguard control and now wander about the Inner Planes on their own, chewing away at the fabric of reality wherever they see fit. The second group is more closely controlled.

The entropes weren't designed with aesthetics in mind; the elongated, wormlike creatures have multiple arms, eyes, and mouths. At least one set of arms is equipped with claws, and one large mouth among the rest bears a set of viciously pointed teeth.

The Doomguard saw no reason to grant their creations the power of speech or communication. Entropes do understand planar common, however, the better to follow Sinker commands.

WHY DON'T WE
HAVE ONE OF THESE?
— FACTOL KARAN
OF THE
XASITECS

COMBAT: Because the entropes can literally break down the fabric of reality, it's nothing to fool around with. Anywhere within the Inner Planes, the beast can "eat" through elemental borders, creating a

small, temporary hole in space leading to any other Inner Plane. The rent results in a mass of the foreign element bursting into the plane with great power. While the entropes itself isn't harmed by this action, anyone within 25 feet is subject to the elemental explosion. The results depend on which plane the hole leads to (a decision made by the entropes):

- ♦ **Air, Earth, Mineral, Ooze, Salt, Water:** Matter or air explodes through the hole with great force, inflicting 3d10 points of impact damage (save versus breath weapon for half). Victims must save versus breath weapon or be knocked down and/or back 10 feet; they're also stunned for 1 round afterward.
- ♦ **Ash, Dust, Smoke, Steam:** Particulate matter bursts through the tear, inflicting 2d6 points of impact damage (save versus breath weapon for half). What's more, all victims must save versus poison or cough and choke for 1d6 rounds, incapacitated.
- ♦ **Fire, Lightning, Positive Energy, Radiance:** Raw energy gushes through the rent, inflicting 8d6 points of damage (save versus breath weapon for half).

✦ **Ice, Magma:** Energy (along with varying amounts of matter) erupts through the tear, inflicting 6d6 points of heat or cold damage (save versus breath weapon for half). Victims must save versus breath weapon or be knocked down and/or back 10 feet.

✦ **Negative Energy:** This hole sucks the life energy from all victims, draining one experience level from each.

✦ **Vacuum:** Matter and energy is drawn *into* this rent. The implosion inflicts 3d6 points of damage (save versus breath weapon for half) on victims and requires them to make a save versus death magic to avoid being pulled into the plane of Vacuum before the hole closes.

The entropie can open these holes once every three rounds. The rest of the time, it defends itself with two huge claws (1d8 points of damage each) and a gigantic tooth-filled maw (1d12 points of damage).

The strange creature is also immune to the effects of all elements, even ignoring impact damage from thrown boulders or similar attacks. Graybeards know of only two ways to harm an entropie: strike it with a magical weapon of +2 or greater enchantment, or subject it to nonelemental-based spells such as *cause light wounds*, *magic missile*, and so on.

HABITAT/SOCIETY: These petulant engines of destruction hate everything. Even the very space that they occupy annoys them. Entropies seek the annihilation of all things. Needless to say, these creatures haven't developed anything but antagonistic relations with anything that they've ever encountered, including one another. The Doomguard are able to control them only through judicious use of powerful magic.

Since the entropies can literally eat their way through to other planes and are immune to all harmful elemental effects, they can be found on any of the Inner Planes. They attempt to destroy any creature that they meet.

Fortunately, the powers of these beasts are entirely limited to the Inner Planes. Since the Outer Planes have no real "borders" as such, the entropies can't affect the planes of the Great Wheel.

ECOLOGY: It's no secret that Sinkers like to watch things fall apart. More than most factions, the Doomguard has always had an interest in the Elemental Planes. Why? Probably because it's where the building blocks of the multiverse originated. What better place to watch things disintegrate?

Better yet, why not hasten things a bit?

So they did.

The creation of the entropies was a great achievement for the Doomguard. The Sinkers carried out the creatures' production and development in the faction fortress on the plane of Salt. The plan was conceived by the lord of that castle, and its completion is said to have been overseen by his great-granddaughter.

Some speculate that if the Sinkers have the knowledge and resources to create such unstoppable monstrosities, what other sorts of horrors might they have ready to unleash upon the multiverse? The dark is, though, that the creation and maintenance of the entropies is as much as the Doomguard can presently handle. It's unlikely that anyone need fear the faction producing more creatures of this sort of power and destructive capability anytime soon — though certainly, the entropie is bad enough.



CLIMATE/TERRAIN:	Quasiplane of Salt
FREQUENCY:	Uncommon
ORGANIZATION:	Army
ACTIVITY CYCLE:	Any
DIET:	Water
INTELLIGENCE:	Average (8-10)
TREASURE:	Nil
ALIGNMENT:	Neutral
<hr/>	
NO. APPEARING:	2d6
ARMOR CLASS:	4
MOVEMENT:	9
HIT DICE:	3 (see below)
THACO:	17 (see below)
NO. OF ATTACKS:	2
DAMAGE/ATTACK:	1d4/1d4 (see below)
SPECIAL ATTACKS:	Dehydration
SPECIAL DEFENSES:	Nil
MAGIC RESISTANCE:	Nil
SIZE:	M (5' tall) (see below)
MORALE:	Average (8-10)
XP VALUE:	175
Combined facet (2 member): 420	
Combined facet (3 member): 1,400	
Combined facet (4 member): 3,000	
Combined facet (5 member): 6,000	

War is imminent on the Inner Planes, but most folks don't know it yet. A force of great power grows within the Quasi-elemental Plane of Salt. The vast army of beings known as facets is preparing a massive invasion of the Elemental Plane of Water.

Facets are multiple creatures of salt with a single intelligence. Rather than individual organisms, the facets essentially comprise a singular creature with many detachable appendages. All facets are part of all other facets. They work together the way the different portions of a singular individual do, never communicating but always in sync.

The oncoming conflict could happen only on the Inner Planes. It's a war that'll be waged by the facets from the plane of Salt against the very plane of Water itself. The strange thing is, it's a battle that may go on for quite some time before the creatures of Water even know it's happening.

See, the facets want to absorb all moisture, or so the chant says, and they've targeted the plane of Water as the perfect place to begin. Where Water and Salt meet, the essences of these planes converge in a sea of extremely salty water. The facets wage their war there, leeching moisture away from the border-sea. As the facets absorb the liquids, ever more flows in from the plane of Water itself to replenish the border. Although the quantities involved (the amount of water and space) are infinite or nearly so, the potential exists for a great deal of Water's power and essence to be drawn slowly away. Further, because the absorption of water allows the facets to reproduce, the threat will only magnify as time passes.

Facets appear as 5-foot-tall, nearly featureless hu-

manoids seemingly drawn of angular lines and composed entirely of salt crystals. They do not communicate with other creatures, nor seemingly with one another.

COMBAT: A single facet is dangerous enough to most living, organic creatures. Unfortunately, they are rarely encountered alone. Singly or collectively, the danger lies in the facet's ability to drain moisture from any source.

In combat, a facet strikes with two spindly limbs, each inflicting only 1d4 points of damage. However, the attack also leeches some moisture from any creature comprised partially of water (virtually any living thing except for elemental creatures of stone, fire, or air). The next round, creatures struck by the facet automatically lose an additional 1d4 points of damage as they suffer the wound's desiccating effect. The wounds from combat with a facet are known for the dry, chapped welts left behind.

If a berk who encounters a facet has already been injured from other attacks that opened bleeding wounds, he suffers 1d6 points of damage from the creature's salty strike, rather than 1d4. This is because the salt in the open wounds inflicts even more pain. However, the secondary damage of 1d4 points the following round does not increase.

Obviously, creatures made of water (such as water elementals) are particularly susceptible to a facet's attack. Against beings made solely or mostly of water, the blow inflicts 2d4 points of damage, and the secondary loss is likewise doubled to 2d4 points.

It's the secondary damage that sustains the facet as it draws water from an opponent's body into its own. When the total damage inflicted from the secondary attack equals the facet's own maximum hit points, it immediately splits in two. Absorbing that amount of water allows it to create a new facet. This splitting process takes a full round in which neither facet can act. Once split, the two facets each have half the Hit Dice of the original, and it takes about a week for each facet to regain its full Hit Die potential.

After splitting, the original facet can continue to attack, but it usually cannot split again (see "Ecology" for details). The newly produced facet *can* split, but not until it reaches its full growth a week later. Thus, in a given conflict with moisture-laden foes, a group of facets may double, but their numbers generally won't grow any larger than that.

A spell like *create water*, cast upon a facet, allows it to split immediately (if the creature is able). *Transmute water to dust* instantly slays a facet, even a combined facet (see below), if it fails a saving throw.

HABITAT/SOCIETY: It's easiest to think of all facets as a singular being. Only then can a body truly tumble to the utter lack of interaction and communication among the otherwise separate individuals, yet understand the total efficiency with which they work together.

About one-third of the total number of extant facets can be found inching their way through the border with the Elemental Plane of Water, absorbing the liquids in an ever-

expanding horde. The rest are found in more centrally located portions of their own plane. Eventually, it seems, they will all march toward their goal.

Chant has it that a master facet somewhere in the plane (perhaps the original creature) controls the actions of all other facets. Such an idea gives hope that there might be a way to stop the legions of facets that threaten the plane of Water. It's probably too good to be true, however, for the facts seem to suggest otherwise. It's more likely that all facets are equal to one another, each sharing a collective consciousness and each performing as a mere extension of that consciousness.

ECOLOGY: The facet is comprised entirely of salt crystals. Its sole motivation entails absorbing water. Water alone sustains and nourishes the creature, and the element's absence drives it with an all-consuming thirst. Water also enables it to reproduce, splitting in two to create another fully formed facet (see above). Most facets can split just once in their entire lives. However, one in five facets is able to reproduce twice, and one in 20 can reproduce three times — so the population always has the potential to continue to expand in greater and greater amounts.

As the facets march like an army toward the border with the Elemental Plane of Water, encountering larger and larger quantities of the life-sustaining liquid, folks calculate that their total number doubles every three weeks.

Somewhere, sometime, this potential threat to the plane of Water (and possibly the rest of the multiverse) should be addressed by the powers that be — before it's too late.

COMBINED FACET+

Facets have the ability to join their bodies together to become larger, composite entities. Up to five facets can assemble themselves into one gigantic creature. It takes 1d3 rounds to complete this action (and the same amount of time to separate again).

A combined facet has as many Hit Dice as its respective parts (so five facets can join to become a 15 HD creature). The new monster has the THACO commensurate with its new form, and damage inflicted is equal to

the combined total of all the members (so a five-facet beast has a THACO of 5 and inflicts 5d4 points of damage with each of its attacks). Combined facets made of two or three members are size L, while those made of four or five members are size H. All other stats remain the same.

# OF FACETS	HD	THACO	Dmg/Att	Size
1 member	3	17	1d4/1d4	M (5')
2 member	6	15	2d4/2d4	L (8')
3 member	9	11	3d4/3d4	L (12')
4 member	12	9	4d4/4d4	H (15')
5 member	15	5	5d4/5d4	H (18')



BU+ IF +HEY IUS+
KEEP ⊕N MUL+IPLYING
AND NEVER S+OP,
EVEN+UALLY —
UH, ⊕H ...
— RERISH T⊕L⊕N,
PLANEWALKER

FIRE BAT

CLIMATE/TERRAIN:	Elemental Plane of Fire
FREQUENCY:	Common
ORGANIZATION:	Pack
ACTIVITY CYCLE:	Any
DIET:	Blood
INTELLIGENCE:	Semi- (2-4)
TREASURE:	I
ALIGNMENT:	Neutral evil

NO. APPEARING:	10 + 1d10
ARMOR CLASS:	8
MOVEMENT:	6, Fl 21 (B)
HIT DICE:	2
THACO:	19
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	2d4
SPECIAL ATTACKS:	Heat, blood drain
SPECIAL DEFENSES:	Reform body, immune to fire, detect invisible, infravision 120'
MAGIC RESISTANCE:	Nil
SIZE:	S (2' long, 4' wingspan)
MORALE:	Average (8-10)
XP VALUE:	175

As if the concept of animal-like wasn't interesting and strange enough, the intriguing little fire bats take things a step further. They've evolved. Fire bats are more than just bats made of fire — though to a casual observer, they probably appear to be just that, and nothing more.

First of all, they're surprisingly intelligent. They hunt in packs and fight with a cunning that no terrestrial bat could ever develop. Second, their form and nature distinguish them from both normal bats and pure elementals. The creatures appear relatively batlike but are 2 feet long with a 4-foot wingspan. They aren't comprised entirely of fire but have physical bodies that burn with a steady, super-hot flame. Red-tinged fire bat skin is leathery and tough, moreso than a normal bat's — even their thin wings are difficult to cut or pierce.

Fire bat flight also differs from that of normal bats: They don't glide, but instead propel themselves with the heated gases expelled from their own flames. They can even fly through fire and magma. Unlike other bats, fire bats prefer well-lit areas to darkness, although they're able to see perfectly well in both (they have 120-foot infravision). Their enhanced sonarlike ability allows them to detect even invisible creatures and objects.

The most dramatic difference, however, between fire bats and normal bats is that the former are immortal. When reduced to 0 or fewer hit points, fire bats reform as small balls of flame elsewhere on the Elemental Plane of Fire, eventually regaining their original form. This is true even on

their home plane, though few primes realize it. Seemingly nothing except certain spells can decrease the number of fire bats on the plane of Fire. Between this ability and their method of reproduction (see "Ecology," below), fire bats have the potential to someday engulf the entire plane.

COMBAT: In combat, a fire bat swoops down and bites its foes, draining blood and burning them at the same time (both the bite and the burn inflict 1d4 points of damage, for a total of 2d4 points per attack). A successful hit in combat indicates that the fire bat has latched onto its prey and does not need to make further attack rolls to inflict more damage. Each round it drains more blood and burns the victim further. (Victims immune to fire still suffer 1d4 points of damage from the bite and blood drain.) After three rounds of draining, the fire bat drops off its victim, sated with blood. If the victim dies before those three rounds are over, the fire bat attacks other victims in order to finish feeding.

A fire bat pack always divides up its attacks equally among a group of opponents. If 25% or more of the pack's attacking numbers have been reduced through casualties or by sated bats, the pack flees. But that doesn't mean that whatever prey is left is safe. After the bats recover from their losses, the pack returns and hounds its opponents, making further attacks until all have had their fill or until the prey is completely dead. Since sated bats produce more of their kind (see below), a greater number of beasts may return than were in the original pack.

Immersing a fire bat (even briefly) in 10 or more gallons of water extinguishes its flames. It takes a fire bat 10 rounds to reignite its flames. Without its flames, the bat cannot fly and inflicts only 1d4 points of damage.

As stated above, a "slain" fire bat simply reappears somewhere on the plane of Fire. To permanently destroy a fire bat, a body must cast *affect normal fires*, *dispel evil*, *dispel magic*, or *protection from fire* on the creature, and then kill it. Also, slaying an extinguished fire bat (by any means) has a 75% chance of permanently destroying the creature.

HABITAT/SOCIETY: Fire bats have propagated to the point where the Elemental Plane of Fire is quite filled with them. The bats maintain a good relationship with fire elementals and frequent areas where these creatures are found. Fact is, they sometimes dwell *within* fire elementals and feed upon the creatures that the elementals consume. Sometimes, when a wizard or priest summons a fire elemental, the fire bats within it accompany the summoning. This is bad for the summoner, for while he has control over the elemental, the spell or device used most likely holds no sway over the unexpected fire bats.

AH, MY PRETTY,
IS THIS COLD-FLESHED ONE
BOTHERING YOU?
— ARISHABAKAL,
AN EFREETI,
+ HIS FAVORITE FIRE BAT

Fire bats are enemies of salamanders, efreet, and many other creatures of flame, preying on them as they are in turn preyed upon. Nevertheless, they are occasionally encountered with such creatures, enslaved as guardians through magic common to the plane of Fire.

ECOLOGY: Fire bats gorged on blood reproduce by splitting into two distinct, adult individuals. This process takes about a day. Once it has reproduced, the bat cannot do so again for up to a year. During this time, the fire bat is only 50% as likely to attack and feed as those capable of reproduction.

The following is a report filed with Dimmar Hubes, Observation Corps, Inner Planes Division, Fraternity of Order, by Ela Verihaeth, Elemental Plane of Fire Operative:

"It has come to my attention that the creatures known by the classification 'bat, fire' are not simply animal creatures but a distinct species of elemental native. I have found no parallel yet on record from any of the other planes, although I am certain further research will reveal them [Verihaeth is an outspoken parallelist — dh].

"Most alarming about my findings is the increasing number of these creatures. Through means unknown to me, fire bats are able to reform when their physical bodies are destroyed. Though this reformation occurs anywhere on the plane of Fire, this means that normal predation does not decrease the overall numbers of the beasts. Other natives of the plane of Fire seem to know this, though some still prey upon the fire bats and consume the ball of fire remaining when the

creatures are 'slain.' Due to the relative ease of reproduction displayed by the creatures, it then becomes obvious that a threat exists to the overall balance of the ecosystem of Fire. The number of fire bats will only increase — and at a greater and greater rate. It has, if you will, mathematics on its side.

"It is my recommendation that the Intervention Corps — or some other capable force — make it a priority to decrease the fire bat numbers through magical means. Without such intercession, the fire bats will rise from their status as a mere nuisance to one day completely consume the entire plane."

The reply from Dimmar Hubes:

"Your report shows all the attention to detail that we have come to expect, yet all the alarmism of a new recruit. The Intervention Corps is designed only to protect the status quo of a plane or realm from outside interference. In this case, we are certain that there is nothing to worry about.

"Fire will take care of Fire."



FROST SALAMANDER

CLIMATE/TERRAIN:	Paraplane of Ice
FREQUENCY:	Rare
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	Omnivorous
INTELLIGENCE:	Low (5-7)
TREASURE:	E
ALIGNMENT:	Chaotic evil

NO. APPEARING:	1d3
ARMOR CLASS:	3
MOVEMENT:	12
HIT DICE:	12
THACO:	9
NO. OF ATTACKS:	5
DAMAGE/ATTACK:	1d6 (x4)/2d6
SPECIAL ATTACKS:	Cold
SPECIAL DEFENSES:	Struck only by +1 or better weapons, immune to cold
MAGIC RESISTANCE:	Nil
SIZE:	L (8' long)
MORALE:	Steady (11-12)
XP VALUE:	9,000

The following account was taken from the Journals published by Kivbis Nom, a philosopher and scholar. These works were eventually re-edited and issued as *Re-examining the Facts: What You Know Can Hurt You*. Nom was a well-known proponent of the idea that old lore is just that — old. He believed scholars should constantly travel and research to make sure their facts are as up-to-date and accurate as possible.

"Ah, the life of a planar biologist. Categorizing the strange and varied forms of existence found on the planes is a task far too great for any mortal, but still one must try. Take, for example, the frost salamander. The name, given to it by some graybeard, says volumes. Obviously, some basher thought this creature was related somehow to the salamanders of the Elemental Plane of Fire. Now, how could that possibly be? They don't even look terribly similar. Yet the name stuck.

"Even if a body found something in their natures that suggested that the two types of 'salamanders' really could be related, it still staggers the imagination that a learned man could contemplate such a thing. The creatures come from different planes. Sure, a school of thought called parallelism claims that all the Inner Planes have certain aspects in common — including inhabitants. Still, even most proponents of parallelism feel that it only applies to the four basic Elemental Planes. Were we debating the existence of an earth salamander or an air salamander, there might be some validity to the argument. But instead, some planar biologist came up with the bright idea that a creature from the Elemental Plane

of Fire had some relatives on the Paraelemental Plane of Ice. Oh well. Maybe it seemed like a good idea at the time.

"Enough of what the frost salamander isn't. On to what it is. Its long, icy-blue serpentine body sports six powerful clawed limbs, a long tail, and a reptilian head. These multiple sharp claws allow it to move along even nearly vertical ice-covered surfaces. The creature's mouth is filled with translucent, iciclelike teeth and its eyes sparkle with the icy blue-whiteness of the plane from which it hails.

"Frost salamanders have a rudimentary grasp of planar common, and they're smart enough to be angered — and insulted — at being called salamanders. They have no other name for themselves, though. It's just not in their nature."

COMBAT: An intense cold encircles a frost salamander, more intense even than that produced by an ice paraelemental. Anyone within 20 feet of the creature suffers 1d8 points of cold damage per round.

In battle, a frost salamander takes the direct approach.

No plans, no coordination — just rip the prey apart and be done with it. A frost salamander never uses weapons. Instead, it rears up on its back two legs

and uses the front four to rake opponents (its long claws cause 1d6 points of damage each). These attacks accompany its savage bite (which inflicts 2d6 points of damage).

The closest thing to tactics employed by the beast is its tendency to

lair next to a near-frozen pool so it can push victims into the icy water. This reflects more on the frost salamander's preference for frozen meat than it does on its shrewd planning skills, however. Opponents in the water, it hopes, will die of hypothermia in the freezing liquid before being able to pull themselves up. At the very least, the intense cold of the water weakens potential prey.

It takes a magical weapon of +1 or better enchantment to strike a frost salamander. However, the beast suffers 1 additional point of damage per die from fire and heat-based attacks. It also suffers 1 point of damage per turn if in an area where the temperature is significantly above freezing.

HABITAT/SOCIETY: Frost salamanders lair in icy caverns, often with a near-frozen pool within. They keep at least a portion of the pool open to allow themselves entry to the cavern; the pool also serves as their lair. Frost salamanders don't interact with other beings on any level other than that of predator/prey. Although usually solitary, frost salamanders found together will be a mated pair, sometimes with a single young.

Chant is, someone once tried to prove a relationship between "ordinary" salamanders and frost salamanders. In order to do so, the berk brought some of both species

FROST SALAMANDER?

WHATEVER.

ALL I KNOW IS

IT'S UGLY —

AND THAT'S WHAT

I'M CALLING IT.

— VASIL THROPE,

PLANEWALKER

together. The result was a huge, destructive battle and an everlasting enmity between the two types of creatures. Survivors of the battle who still clung to the idea that the creatures were related weren't disheartened, though, and they claimed that the feverish hatred the beasts showed for each other proved a link of some kind. (Such dedicated philosophers and theorists have a way of "proving" anything.) Most other folks believe that the two species' hatred erupted from the natural conflict between creatures of fire and ice — antithetical to each other, they could not help but detest each other on sight.

ECOLOGY: These creatures can eat anything organic, as long as it's frozen. No relationship exists between frost salamanders and ice paraelementals, the most common residents of the parplane of Ice.

Chant around Sigil a few years back said that some intelligent, pacifistic frost salamanders had been encountered deep within the plane of Ice. This has never been confirmed, however.



FUNDAMENTAL

CLIMATE/TERRAIN:	Inner Planes
FREQUENCY:	Common
ORGANIZATION:	Flock
ACTIVITY CYCLE:	Any
DIET:	Varies
INTELLIGENCE:	Semi- (3)
TREASURE:	Nil
ALIGNMENT:	Neutral

NO. APPEARING:	2d10
ARMOR CLASS:	3-6 (see below)
MOVEMENT:	9-24 (see below)
HIT DICE:	1+1
THACO:	19
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	1d6
SPECIAL ATTACKS:	Nil
SPECIAL DEFENSES:	Struck only by +1 or better weapons, surprise, partial invisibility, immune to own element and <i>sleep</i> and <i>charm</i>
MAGIC RESISTANCE:	Nil
SIZE:	T (1-2' "wingspan")
MORALE:	Average to steady (10-12)
XP VALUE:	175

"Then they were upon me, bat-winged devils made of animate water. I swam and swam, but they overcame me — how could I outswim beasts of living water?"

"Only through my own skill and the enchantment of my blade, *Razorthrust*, was I able to save myself and defeat those liquid hell-spawn.

"I knew then that I had encountered what no man before me had — the purest form of elemental creature. Not an elemental, but something greater: a *fundamental*."

— Revorus, a Mystaran scholar/adventurer

"Revorus set inner-planar studies back a few entire generations with his account of a 'fundamental.' After years of searching and study, I can say without hesitation that these bat-winged ultra-elementals simply don't exist."

— Zamik Feron, a Doomguard researcher

'Course, neither Revorus nor Feron is correct. Fundamentals, as Revorus named them, do exist — but not as he described. They are, in fact, the weakest of the true elemental creatures (as opposed to other creatures native to the Elemental Planes). Still, no one knows the real dark of their nature, purpose, or how they fit into the mysterious scheme of the Inner Planes.

One of the most difficult-to-dispel myths regarding the fundamentals is the idea that they all appear as a pair of bodiless, headless bat-wings made of the appropriate element, flying eternally through the air. Although it's easy to see how a body might confuse their appearance, fundamentals are much more accurately described as narrow, nearly two-dimensional beings of elemental matter or energy. These little strips flutter and flap in the manner of a bat or certain birds. Fundamentals "fly" only in the sense that they pass through their own element unhindered and unhampered by forces like gravity. Sometimes fundamentals briefly "leap" from their element into another; earth or water fundamentals leaping into a nearby area of air might look as though they were flying low to the ground. Fundamentals that accidentally "leap" into their antithetical elements — say, fire fundamentals into a water pocket — don't immediately die, but they can't stay there long. They can resist the opposite element for 1d4 rounds before fizzling out, dissolving, or otherwise dissipating.

The bat-wing idea probably originated when some fire fundamentals were confused with fire bats, who do indeed have batlike wings.

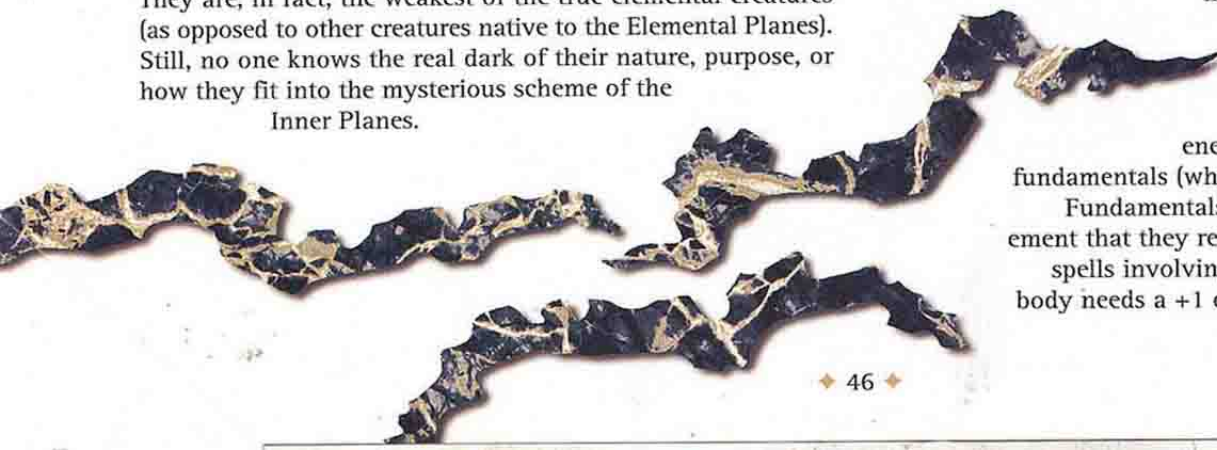
COMBAT: All fundamentals defend themselves by simply ramming their bodies into an opponent, causing 1d6 points of damage. This is a relatively ineffective way to fight, but since they don't really "fly," such an attack doesn't actually hinder or throw off their movement. The fundamentals aren't harmed by this ramming attack in any way.

The stats above give a range of Armor Classes and movement rates. These depend on the relative composition (energy or solid), weight, and speed of the fundamentals.

FUNDAMENTAL ELEMENT	AC	MV
Air, Ash, Dust, Smoke, Steam, Vacuum	6	24
Fire, Lightning, Radiance	5	18
Magma, Ooze, Water	4	12
Earth, Ice, Mineral, Salt	3	9

Within their own element, fundamentals are hard to detect. In fact, they are 90% invisible when not moving. (Contrary to some reports, fundamentals do sometimes stop "flying" and simply drift.) When fundamentals attack creatures within their own elements, opponents suffer a -2 penalty to surprise rolls due to the creatures' natural coloration. These advantages lead wizards on the Prime or other terrestrial settings to summon air fundamentals to attack their enemies more often than say, ooze fundamentals (which'd be spotted easily).

Fundamentals are entirely immune to the element that they represent. They are unaffected by spells involving *sleep* or *charm*. In addition, a body needs a +1 or better weapon to strike them.



ELEMENTAL,
PARAELEMENTAL,
QUASIELEMENTAL,
ARCHOMENTAL,
FUNDAMENTAL —
WHAT'S NEXT,
THE BERKAMENTAL?
— RED TAVRALANI,
FAILED COMIC

HABITAT/SOCIETY:

Fundamentals don't fit into the standard "society" of the Inner Planes very well. They're not intelligent enough to work with (or against, for that matter) any of the organized forces there, and they're not powerful enough for anyone to really take notice of them. For example, the archomental — the Elemental Princes of Good and Evil — don't make any attempts to win over the fundamentals for their respective elements. The fundamentals just simply *are*.

ECOLOGY: Fundamentals consume very little. They produce next to nothing and don't seem to reproduce at all. They may not actually be living creatures at all, but rather some mysterious animate (but not sentient) extension of the element that they represent. A few cutters have suggested that fundamentals are to the Elemental, Paraelemental, and Quasielemental Planes what plant life is to more terrestrial settings. Such an idea is just strange enough to be true, but it's certainly difficult to prove.

Others still believe the theories of the explorer Revorus that fundamentals are just that — the fundamental expression of their element. Sure, they're not as powerful as actual elementals, but they're still more basic, intrinsic, and . . . well, *fundamental* to the element and to the plane. Again, though, that's just conjecture.

At one time some graybeards thought that fundamentals might be young elementals, perhaps in a larval stage. This theory has definitely been discounted, simply because few (if any) of the elementals on any of the Inner Planes reproduce in that way.

GARMORM

CLIMATE/TERRAIN:	Astral Plane
FREQUENCY:	Rare
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	Mental energy
INTELLIGENCE:	Very to genius (12-18)
TREASURE:	V
ALIGNMENT:	Chaotic evil

NO. APPEARING:	1d3
ARMOR CLASS:	4 or 0
MOVEMENT:	18
HIT DICE:	5-10
THACO:	5-6 HD: 15 7-8 HD: 13 9-10 HD: 11
NO. OF ATTACKS:	1d6+5
DAMAGE/ATTACK:	2d6 + 1d4 per absorbed face
SPECIAL ATTACKS:	Mental absorption, spells, magical items
SPECIAL DEFENSES:	Immune to psionics
MAGIC RESISTANCE:	25%
SIZE:	L (12' long)
MORALE:	Steady (11-12)
XP VALUE:	5 HD: 8,000 6 HD: 9,000 7 HD: 10,000 8 HD: 11,000 9 HD: 12,000 10 HD: 13,000

We are many [snap]
We are one
Now we live [snap]
Never done.

Sing of days [snap]
Sing of night
Long to sing [snap]
Show our might.

Join us in eternal song [snap]
Live with us forever strong [snap]
Our choir seeks more of your kind [snap]
Our power grows with each new mind [snap]

— from the Song of the Garmorm
(including the snapping of jaws)

Few sounds are as terrible and wonderful as the Song of the Garmorm sung by the creature itself. A garmorm is a roundish, limbless beast with a huge, tooth-filled maw. This fearsome predator of the Astral Plane is also known as a mindworm or even a faceworm. These odd names derive from the fact that the creature feeds on the mental energies of others, and if a sod's mind is absorbed by the monster, a replica of his face appears in its flesh. These faces press their

way out of the garmorm's body to the extent that the faces can even speak, bite, and possibly cast spells — but mostly, they sing.

The garmorm communicates only through its song.

COMBAT: In combat, the garmorm sings its deadly song. At given portions of the song, the creature snaps its jaws upon a victim, using not only its huge, toothy mouth (which causes 2d6 points of damage) but also the maw of each face protruding from its flesh (which cause 1d4 points of damage each). Garmorm usually have from five to 10 absorbed faces, so they can make from six to 11 (or 1d6+5) attacks.

The song can also incorporate spells if one or more of the faces once belonged to a spellcaster (if determining randomly, there is a 10% chance per head). Only one spell can be cast per round, regardless of the number of spellcaster faces. Each face possesses the full complement of spells it would have memorized or prayed for normally (random determination for a cleric or wizard of level 2d4+1). Even worse, each day the spellcasting faces regain their total number of spells just as if the absorbed berks had memorized or prayed for the day's spells.

If someone absorbed into the garmorm had magical items, the creature can use the powers of those objects as a part of the song. It can't use magical items that require a touch (a *staff of striking*, magical weapons, and the like), but most rings, rods, wands, and many miscellaneous magical items still work. A garmorm usually has 1d4 items; the DM can determine which items' powers are available to the

creature. Only one such power can be used in a round, and only in a round in which the garmorm casts no other spell.

Thus, in one round the garmorm can cast a spell (either from an absorbed spellcaster or an item) and bite with its various mouths, or it can attempt to absorb another victim as described below.

While it sings its horrible song, the garmorm has the potential to absorb the minds of its foes. Every round, the garmorm can target an opponent with its main mouth and attempt to "swallow" the foe, although not in the usual sense. The opponent may make a saving throw versus death magic; if failed, the sod's body is drawn into the beast and instantly dissolves. (Magic resistance may also be applied against this effect.) Then the poor berk's mind becomes one with the garmorm "choir," his face appearing on the skin of the beast. When this happens, the garmorm's Hit Die total increases by one, as does the number of bite attacks it can make each round. Likewise, if the victim had magical items or spellcasting ability, the garmorm can use these as mentioned above. A garmorm can have only up to 10 faces (and HD) at a time, although it continues to absorb victims even after it has reached this maximum. It gains no new HD or attacks from the new additions, but the greedy creature consumes them nonetheless.

Interestingly, the garmorm's song seems to be an essential component of the absorption process. Canny planewalkers wise to the danger of the garmorm have taken to equipping themselves with *silence* spells in the event that they encounter one of these beasts. If it cannot sing, it cannot absorb minds or cast spells.

A victim whose mind has been absorbed can be rescued only if the garmorm is slain within 10 rounds after the poor sod was "eaten." If the beast is killed within that time, the berk reconstitutes, mind intact, within the garmorm's belly. At this point, the victim has only 1 hit point and is too weak to free himself — he must be cut out of the garmorm.

However, if the basher isn't freed within 10 rounds after being absorbed, his mind remains within the garmorm for 4d4 weeks as a willing participant in the beast's "collective." After this time, the garmorm loses that sod's Hit Die and bite attack and must find a new victim. No garmorm has ever been encountered with fewer than five absorbed minds — this must be a minimum threshold for the beasts.

The garmorm has the ability to remain on the Astral Plane and still attack foes on planes that touch the Astral (it perceives both planes simultaneously). Unless the victims have the ability to see into the Astral Plane, these attacks are always made with surprise. Fighting the astral garmorm requires a magical item or spell; to a nonastral body, the garmorm is essentially invisible and its AC drops to 0. Bashers tell tales of friends being devoured right before their eyes by an invisible force. These may be tales of the garmorm — especially if the stories allude to a mysterious song heard from far away.

Lastly, all garmorm are immune to psionic attacks and powers.

HABITAT/SOCIETY: The garmorm's a creature of intense hunger, intense loneliness, and intense evil. Selfish in the extreme, it absorbs and feeds upon the minds of others for its own gain.

Though sometimes found with others of its kind in small groups, the garmorm is more likely to keep to itself. The reason for this lies in its argumentative and irritable nature. Even the multiple faces of a single garmorm sometimes quarrel or express exasperation with one another.



Riding the waves of thought in the Astral, grazing on the plane's background energy like a terrible bovine beast, a garmorm never willingly leaves its plane of origin. It will, however, happily feed on poor sods on the Prime or the top layers of the Outer Planes who wander too near its corresponding Astral location.

Garmorm are hated enemies of the terithran of the Ethereal, although no one knows exactly why —

or how — two races that should never have met could develop such an enmity.

On very rare occasions, individual garmorm have even been known to form alliances with a githyanki, although no one knows what benefit either creature gains from the seeming partnership.

ECOLOGY: Garmorm feed on the minds of any sentient being. They reproduce in an asexual manner not entirely understood, but which seems to involve budding off some of the absorbed minds into a new garmorm.

This concept has the graybeards wondering how much of the beast is simply the garmorm itself, and how much is the minds that it absorbs. The faces of those absorbed, and the song they sing, seem to indicate that they are more than happy with their new situation. Those freed from the belly of the beast have no memory of what occurred within. No one seems to know the whole dark.

Once they've slain the beast, canny bashers know to open up the innards of a garmorm, because some of the magical items used by the absorbed sods within it can still be found and used. (As above, magical items last 4d4 weeks within the creature's body.) Generally, a perceptive planewalker can recover at least two good, working devices. Considering the dangers of the Astral, every little bit helps.

HOMUNCULOUS, ELEMENTAL

	BREATHER	SKIN
CLIMATE/TERRAIN:	Varies	Varies
FREQUENCY:	Varies	Varies
ORGANIZATION:	Nil	Nil
ACTIVITY CYCLE:	Any	Any
DIET:	None	None
INTELLIGENCE:	Non- (0)	Non- (0)
TREASURE:	Nil	Nil
ALIGNMENT:	Neutral	Neutral

NO. APPEARING:	1	1
ARMOR CLASS:	8	10
MOVEMENT:	Nil	Nil
HIT DICE:	1d3 hp	2
THACO:	N/A	N/A
NO. OF ATTACKS:	Nil	Nil
DAMAGE/ATTACK:	Nil	Nil
SPECIAL ATTACKS:	Nil	Nil
SPECIAL DEFENSES:	Immune to one element	
MAGIC RESISTANCE:	Nil	Nil
SIZE:	T (3" tall)	M (6' tall)
MORALE:	N/A	N/A
XP VALUE:	15	65

"I don't know why folks don't just leave well enough alone. For instance, why do they gotta go traipsing off to the Inner Planes all the time? Don't they know they don't belong there? Why, a body'll get sent to the dead-book quicker'n a deva in Baator there. Nothing for a basher to do but burn or drown or some other thrice-damned thing. Barminess. Sheer barminess — that's what it is. Why go somewhere where you can't even breathe? Why not stay where you're born? That's where a body belongs, don't you know. The powers put you where they put you for a reason. Don't go hoppin' through some blasted portal and endin' up where you ain't supposed to be. If a body's got to go somewhere, go somewhere nice, like the Outlands or Elysium. At least you don't choke or burn away like on the quasi-para-ele-mental plane of some powers-be-damned thing like slime or fog or something.

"Ah, do what you want, you won't listen to me."

— Yviris Kun, a shopkeeper in Sigil

As planewalkers cope with the problems presented by travel on the Inner Planes, more and more solutions present themselves. Sometimes those solutions come from the most unlikely sources. In one case, a conclave of evil wizards working for a secret society called the Tacharim created a version of homunculi that could be used by the group's members to help them breathe on a mission to the quasi-plane of Ash. These little creatures were "built" to breathe in ash and breathe out clean air. Held close to the mouth, these homunculi enabled a body to breathe safely in an otherwise

hostile environment. 'Course, it wasn't long before the secret of the process leaked out, and other wizards and alchemists modified the homunculi to help folks breathe in all sorts of environments, particularly those of the Inner Planes.

But the bloods didn't stop there. Using the inspiration and knowledge gleaned from these advances in homunculus creation, another wizard developed a magical process that produced a man-sized creature resembling a strange suit of leather armor. This homunculus, when "worn," allows the wearer to share the homunculus' immunity to the particular element designated by the creator. This skin homunculus covers a cutter's entire body, but offers no protection other than immunity to one element (that is, it doesn't serve as armor).

Now, creation and use of these creatures is somewhat commonplace. Examples of both types keyed to virtually every element exist, and breathers can even be modified to provide substances other than air; for example, a fire creature could — for a hefty price — obtain a homunculus that inhales air and produces fire. Breathers can even exude air when there is no environment to transmute, as in the planes of Positive Energy, Negative Energy, and Vacuum. These odd creations allow beings of one element to exist in virtually any other.

COMBAT: Neither of these types of homunculi can engage in combat. In fact, neither is even ambulatory. They resemble inanimate objects more than creatures.

Nevertheless, both can sustain damage and be killed.

Though they're immune to their keyed element, these creatures can be wounded and slain by any other normal means. And when put in the dead-book, elemental homunculi cease providing any protection at all.

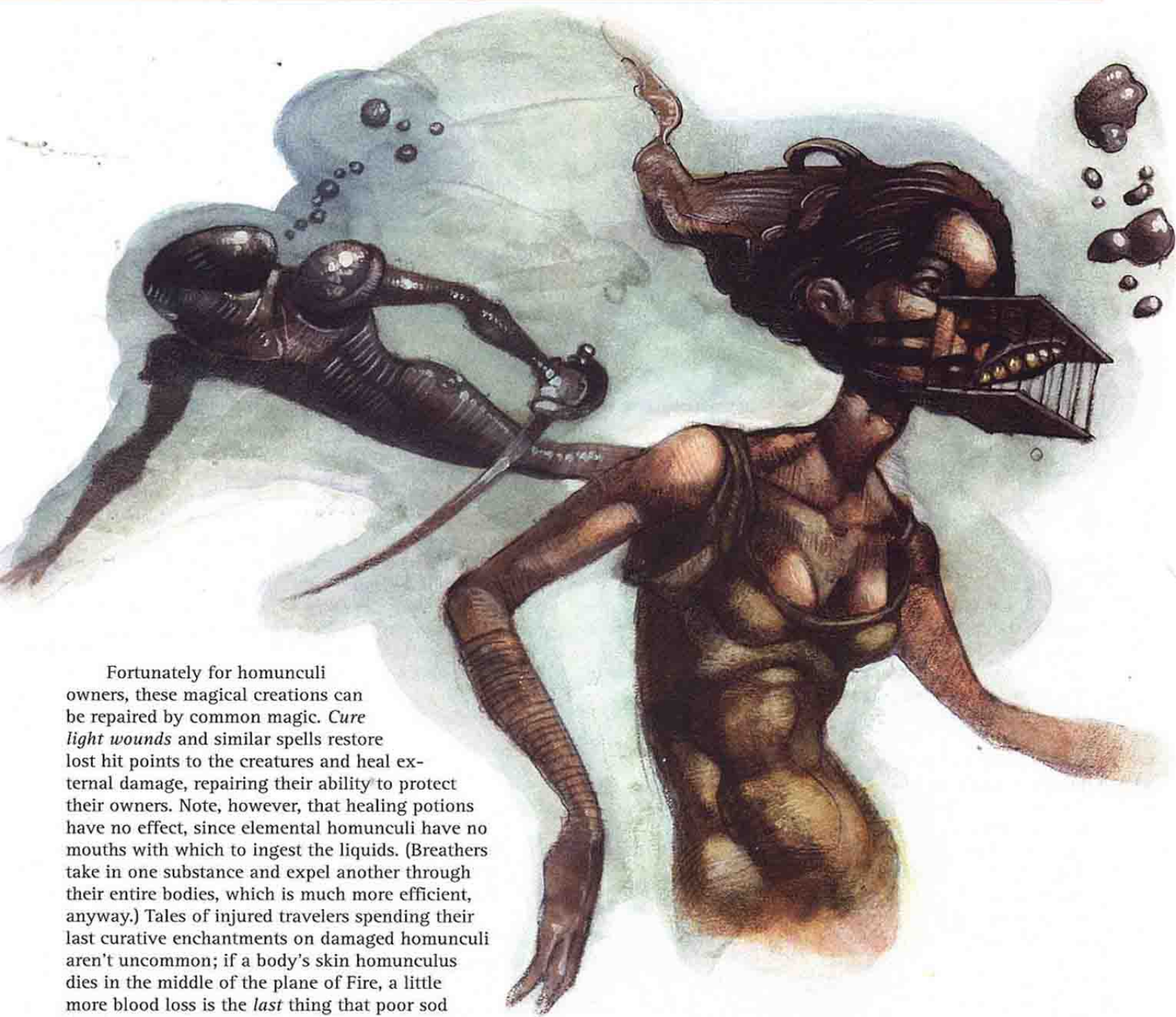
Thus, breathers are often housed within protective cages of some sort, usually hung by a harness in front of a cutter's

mouth or built right into a helmet (which gives the creatures an AC of 8).

Skin homunculi, since they surround a basher's entire body, always take damage intended for the wearer before the wearer does. Thus, in battle the skin dies quickly, leaving the wearer unprotected. To avoid this, a basher can wear the skin underneath his armor. The armor's AC then protects the homunculus skin (as opposed to its own AC 10). When worn underneath armor, the wearer and the skin each suffer half the total damage from any attack. (For example, if an attack inflicts 10 points of damage, the wearer suffers five points and the skin suffers five points, deducting the damage from its hit point total like any creature.) The elemental skin may still die more quickly than the wearer would probably like — especially considering the amount of jink he spent on the thing! — but not as quickly as if it were worn outside and unprotected.

Note, however, that armor outside the homunculus skin is not protected against the element(s), and may be damaged or destroyed depending on the situation. Canny bloods always avoid combat, but those wearing elemental skin homunculi are far more likely to give a fight the laugh.

WHAT'LL THEY
+HINK OF NEXT?
— VASIL THROPE,
PLANEWALKER



Fortunately for homunculi owners, these magical creations can be repaired by common magic. *Cure light wounds* and similar spells restore lost hit points to the creatures and heal external damage, repairing their ability to protect their owners. Note, however, that healing potions have no effect, since elemental homunculi have no mouths with which to ingest the liquids. (Breathers take in one substance and expel another through their entire bodies, which is much more efficient, anyway.) Tales of injured travelers spending their last curative enchantments on damaged homunculi aren't uncommon; if a body's skin homunculus dies in the middle of the plane of Fire, a little more blood loss is the *last* thing that poor sod has to worry about!

HABITAT/SOCIETY: As magical creations, elemental homunculi are more likely found in a wizard's laboratory than a natural lair. Mages or alchemists sell these beings for 100 to 500 gp (for breathers) or 300 to 1,000 gp (for skins). The price depends on the situation, the element keyed to the homunculi (the more dangerous, the more expensive), and the bargaining skills of those involved. In Sigil, a body's very likely to come across a wizard or a merchant selling one or more of these homunculi near a portal to an Elemental Plane.

ECOLOGY: Since they're examples of magical, artificial life, elemental homunculi don't require any sort of food or water to survive. Breathers don't even *need* to breathe; they just do so when presented with the appropriate element.

Further, these creatures don't reproduce in any way. Only the proper spells, materials, and processes can create one. Rumor has it that some of the required ingredients include the essence of an elemental, the flesh of a mephit, and the blood of a dragon, giant, genie, or other creature — each associated with the appropriate element.

CLIMATE/TERRAIN:	Paraplane of Ice
FREQUENCY:	Rare
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	Carnivorous
INTELLIGENCE:	High to exceptional (14-16)
TREASURE:	Special
ALIGNMENT:	Neutral

NO. APPEARING:	1
ARMOR CLASS:	2
MOVEMENT:	12
HIT DICE:	10+3
THACO:	9
NO. OF ATTACKS:	3
DAMAGE/ATTACK:	1d8+1/1d8+1/2d4+2
SPECIAL ATTACKS:	Poison, words of power
SPECIAL DEFENSES:	Immune to cold, bladed weapons inflict half damage
MAGIC RESISTANCE:	25%
SIZE:	L (8' tall)
MORALE:	Fanatic (17-18)
XP VALUE:	8,000

Words are power. It's been said many times, and each time it's the truth. It's also been said that on the Paraelemental Plane of Ice, the air is so cold that a cutter's words freeze the minute they're spoken. That's never been taken as a literal fact, but it's just as true a statement.

The frost-rimed immoth, giant native of the plane of Ice, knows the dark of where the frozen words go. It gathers them and taps the power inherent within. No one else has been able to fathom these secrets, but those who've encountered an immoth have no doubt that the chant about these creatures is true.

A giant made of icy crystals and encrusted with gemlike nuggets of ice, the immoth is both beautiful and terrible to behold. The creature is essentially humanoid but for the long tail that sweeps along the icy ground and the cruel talons that gleam at the end of its hands. Its sparkling, semitransparent body shimmers in the dim light of the plane of its origin. A beard of frost grows long on the face of the giant, marking its age. Mortals know no other means of distinguishing one immoth from another except by the length of the creatures' beards.

Each of the thousands of ice nuggets adhered along the immoth's body holds a frozen word gathered from a hidden place deep within the plane of Ice, a locale so utterly cold that everything freezes — even a body's speech. All words spoken on the Paraelemental Plane of Ice end up in this forbidden place to freeze for all eternity.

Immoths speak their own language and some speak planar common as well.

COMBAT: Physically imposing, an immoth can inflict grievous wounds with its icy talons (inflicting 1d8+1 points of damage each). Worse, however, the giant can also strike an opponent with its whiplike tail (causing 2d4+2 points of damage). Although the tail appears blunt, it's coated with a virulent contact poison secreted by the immoth. This strange venom, which appears as a partially frozen brown syrup, imparts a multistage affliction upon those who're struck and fail their saving throw.

The first stage of the poison's effects begins almost immediately. The victim collapses and suffers a -2 penalty to all actions. The poor sod then begins to suffer 1d3 points of damage every hour. Not long after — 1d100 rounds after the first stage begins — the second stage sets in, as the victim begins to lose his words. The poor sod finds himself helplessly babbling away, speaking whatever words come to his mind. Strangely, once he uses a particular word, he cannot ever use it again — it is purged from his memory. Even as he loses his words, the victim continues to rattle his bone-box until every bit of language he knows is gone. In 24 hours, if the sod is still alive, the poison finally finishes him off.

Further, the immoth can use the frozen words encrusted all over its body. Tapping into some inherent power, it can cause any of the ice crystals to shatter, releasing the word and a spell-like effect. An immoth casts spells as a 12th-level wizard, both in the power of its magic and in the number of spells it has available from the crystals. The immoth isn't

restricted by the usual limitations on magic imposed by the nature of the plane of Ice; it essentially has an innate spell key to avoid any such conditions. Regardless, an immoth never con-

jured forth magic that generates heat or fire or summons other creatures. In-

stead, it prepares spell-like abilities

that inflict pain or misfortune (such as *fumble*, *hold person*, or *magic missile*), that give it useful abilities (*fly*, *haste*, *pass-wall*, or *teleport*), or those with an icy nature (*cone of cold*, *ice storm*, or *wall of ice*). It can also manipulate spell effects to better control its frozen environment (*ice shape* rather than *stone shape*, *transmute ice to slush* rather than *transmute stone to mud*, and so on) as the DM allows.

Immoths are immune to cold attacks. Due to their hard crystalline nature, they suffer only half damage from bladed weapons. However, magical weapons are not required to strike them.

HABITAT/SOCIETY: Immoths are solitary creatures that keep to themselves. No one knows how many of these creatures live on the plane of Ice, but the number seems to be small.

DON'T. SAY. ANYTHING.
YOU'LL. ONLY. MAKE.
IT. WORSE.
— TARSHEVA LONGREACH
+ HER COMPANION.
AS THEY PASS THROUGH
IMMOTH TERRITORY

Although reports claim the existence of a particular immoth that has a number of frost salamanders *charmed* and under its control, it seems that most of the time the icy giants disdain the presence of other creatures.

When the immoths gather, they do so in a hidden locale somewhere in the Paraelemental Plane of Ice. This mysteri-

ous place lies somewhere near the fabled Mountain of Ultimate Winter. Here, chant has it, ideas, concepts, emotions, and words freeze forever in the incredible cold. Immoths scour the mountain for useful words trapped in the frozen ice. This area of the plane is said to be even colder than the rest, freezing non-natives solid in 1d4 rounds if they fail a saving throw versus spell (required each round).

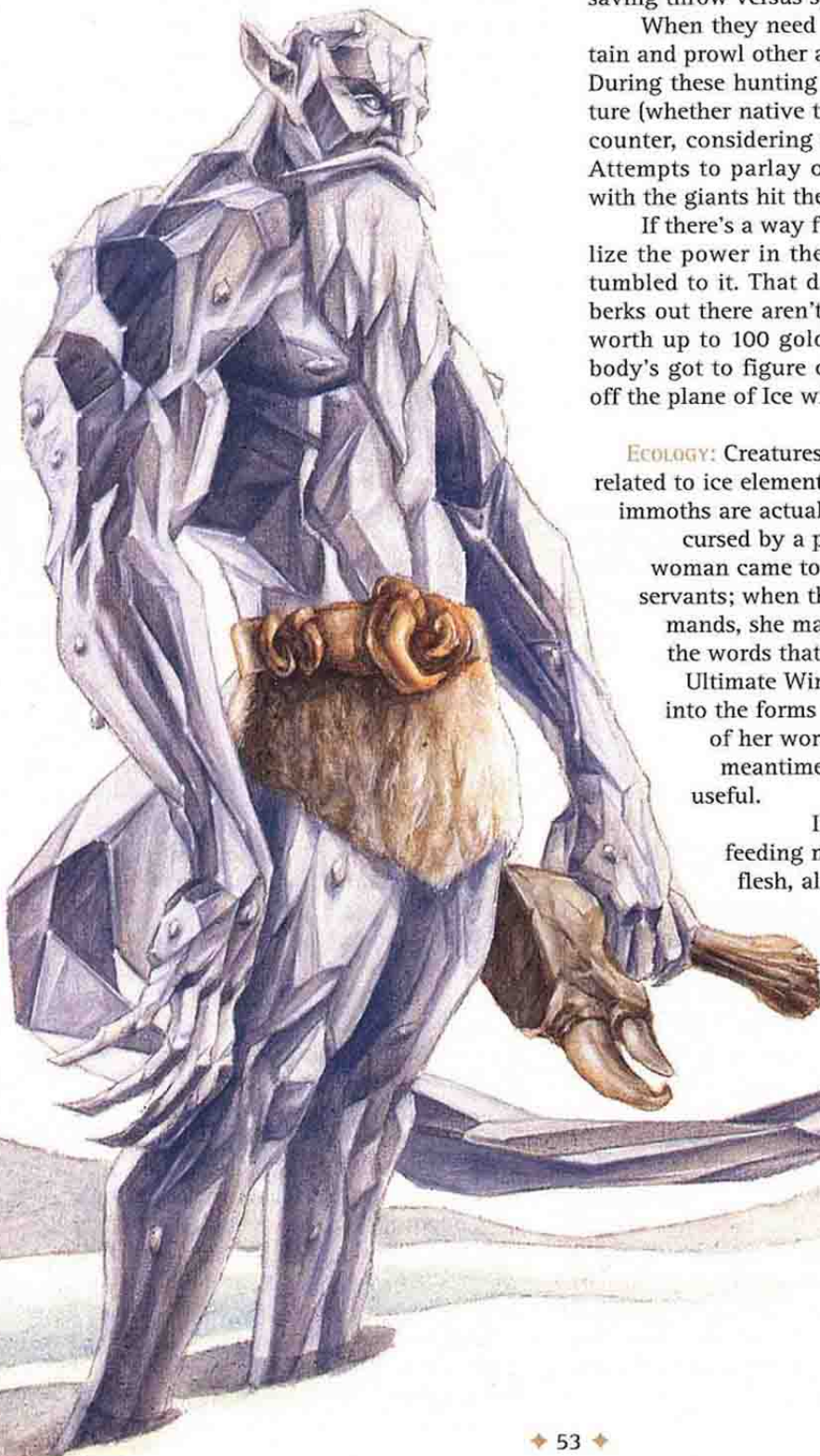
When they need to feed, the creatures leave the mountain and prowl other areas of the plane for months at a time. During these hunting trips, immoths attack any living creature (whether native to the plane of Ice or not) that they encounter, considering all other beings potential sustenance. Attempts to parlay or otherwise communicate peacefully with the giants hit the blinds.

If there's a way for a body other than an immoth to utilize the power in the frozen word-crystals, no one's ever tumbled to it. That doesn't mean, however, that ambitious berks out there aren't giving it a try. A frozen word can be worth up to 100 gold pieces to the right buyer. 'Course, a body's got to figure out a canny way to get the icy crystal off the plane of Ice without it melting – no mean feat.

ECOLOGY: Creatures of solid ice, the immoths are probably related to ice elementals in some way. One story relates that immoths are actually a group of intelligent ice elementals cursed by a powerful mortal witch. Supposedly, this woman came to the plane of Ice to obtain a number of servants; when the elementals refused to obey her commands, she magically compelled them to forever seek the words that she spoke to them on the Mountain of Ultimate Winter. This task changed them physically into the forms they currently wear. Once they find all of her words, the curse will be lifted – and in the meantime, the other words that they find can be useful.

Immoths eat any sort of living creature, feeding more on the life essence than the actual flesh, although they consume the flesh as well.

Most graybeards (at least, those who've bothered to study the reclusive creatures) believe that immoths do not reproduce.



KHARGRA

CLIMATE/TERRAIN:	Elemental Plane of Earth
FREQUENCY:	Common
ORGANIZATION:	School
ACTIVITY CYCLE:	Any
DIET:	Minerals
INTELLIGENCE:	Low (5-7)
TREASURE:	See below
ALIGNMENT:	Neutral

NO. APPEARING:	1d8
ARMOR CLASS:	-3
MOVEMENT:	15 (3 out of element)
HIT DICE:	6
THACO:	9
NO. OF ATTACKS:	3
DAMAGE/ATTACK:	Nil (arms), 3d6 (bite)
SPECIAL ATTACKS:	Surprise
SPECIAL DEFENSES:	Immune to heat and cold
MAGIC RESISTANCE:	Nil
SIZE:	S (3 1/2' long)
MORALE:	Elite (13-14)
XP VALUE:	1,400

There is always movement.

Even on a plane where immobility is virtually a way of life, where all seems solid and stable, things move. On the Elemental Plane of Earth, it would appear that nothing ever shifts or changes. However, some of that plane's inhabitants tell a different

tale. When asked about movement on the plane, a genasi named Fahdred Inthemonioun answered:

"Hmmm. Yes . . . I think . . . yes. You cannot see it? The movement? Layers upon layers of rocky strata . . . is it not beautiful? Waves of earth. Yes . . . I suppose . . . it moves too slowly for eyes such as . . . those which you possess. My eyes, they see the slower movements. The slow, majestic, grand movements . . . hmmm. They are always the most pleasing, do you not think? Yes. If you cannot see the . . . waves, surely you can perceive the . . . motion of the khargra? Yes, the little creatures ride the . . . shifts of the strata."

Fahdred would never make the comparison (in fact, he probably could not comprehend the similarities), but khargra swim through the earth, riding geological movements like a fish swims through the water by riding the currents. Some berks even call khargra "earth fish," but the name's really not any more accurate than calling birds "air fish."

Mature khargra reach a length of about 3-4 feet, their bodies roughly conical in shape and narrower toward the rear. Positioned around the front are two eyes and three tiny sheaths that hold the khargra's thin arms. These arms can extend up to 3 feet from the pocketlike sleeves.

The khargra's 1-foot-wide mouth is filled with tiny curved metallic teeth that open like an iris. This constantly working maw draws in earth, absorbing required elements and expelling the rest, propelling the creature further ahead. Canny bashers can thus always tell where a khargra's passed, for threads of softer, churned earth wind through the solid rock. Most folks can't spot such subtleties unless their eye's been trained to catch them.

COMBAT: As the khargra passes through stone and earth, it maintains a phased state not wholly the same as most matter. Unless a basher can somehow perceive a khargra's approach through the solid rock, victims attacked by one of the creatures suffer a -5 penalty to their surprise rolls. A khargra attacks only those who possess refined metals or large amounts of valuable ores. Normally, such victims are found in air-filled bubbles or tunnels that infrequently occur on the plane. In these cases, the khargra leaps out of the stone (up to 10 feet) to attack.

All three arms of the khargra strike at a victim, each as a 12-Hit Dice monster. The arms themselves inflict no damage, but at least one must strike the target before the khargra can use its bite attack. Once it grasps an opponent, the creature uses its surprising strength to drag the victim toward its always-gaping maw. The victim may make a bend bars/lift gates roll to attempt to escape the creature's grip. If the sod fails the roll, he is bitten in the same round in which he is grabbed.

The khargra's horrible irising mouth, designed to crush stone, inflicts appalling damage upon flesh (3d6 points). On an attack roll of 16 or better, the khargra also destroys a

metal weapon or piece of equipment in the possession of the poor sod it's attacking — even if the weapon is being used against it. (Only magical items are granted a saving throw versus this

attack.) Some planewalkers have reported seeing a khargra bite a man in full plate armor completely in half by tearing into the sod's midsection.

Due to its speed, stony skin, and semi-intangible nature, the creature is difficult to harm. It's not a matter of magical protection; unlike many planar beasts, the khargra is an entirely natural creature (well, natural for the plane of Earth, anyway). Thus, a basher doesn't need enchanted weapons to fight a khargra — fact is, a canny cutter'll hide his magical metal weapons for fear of having them chewed up in the attack. Heat and cold to any degree don't bother the khargra. Chant has it that some have even been found swimming through the paraplane of Magma.

Travelers to the Inner Planes and those who've met khargra on the Prime have discovered a few of the beasts' weaknesses. A *phase door* spell cast upon a khargra as it passes from an air-filled environment back into its native stone slays the creature. Likewise, a *stone to flesh* or *transmute metal to wood* spell sends the beast directly to the dead-book. *Heat*

I SUPPOSE NEXT
YOU'LL TELL ME
+ STICK MY FISHING POLE
BY THAT BIG ROCK, HUH?
— A CLUELESS FISHERMAN
ABOUT + MEET
A KHARGRA

metal always inflicts maximum damage despite the creature's immunity to fire, and *move earth* stuns it for 1d3 rounds. Lightning inflicts full damage.

Khargra eyes can "see" through earth and stone as a normal creature might see through open air. Some think the beast is blind outside of its element, but no one's ever actually proved this.

HABITAT/SOCIETY: Common throughout the plane of Earth (rare on Mineral, extraordinarily rare anywhere else), khargra pass blissfully through the element, usually ignoring all other creatures. They travel in small schools, although occasionally a particular individual separates from its fellows for a time.

The khargra life cycle seems to consist of three steps: hatching from an egg, growing to maturity on the plane of Earth (and spawning there), and finally traveling to the quasipane of Mineral, which they seem to regard as some sort of final reward. (Even in the Inner Planes, the Rule of Threes holds sway.) No one knows what eventually becomes of the khargra that eventually meet this goal, for though khargra are occasionally found on Mineral, there aren't enough to account for the vast numbers that pass into that plane.

Some say that the creatures' bodies become the minerals found on the plane in a sort of cosmic cycle that's slowly transferring all high-grade ores from Earth to Mineral. 'Course, some say they become bloated gluttons that quickly die from overeating.

A basher might hear a bit of chant claiming that khargra are larval forms of xorn and xaren, transforming into these mature forms on the plane of Mineral and then making their way back to the plane of Earth. While xorn and xaren are similar to khargra in nature and diet, and while they're all sometimes encountered near one another on either plane, the theory seems to rely on a significant leap in logic that is — at least with the information possessed currently — unwarranted.

ECOLOGY: Khargra feed on high-grade ores. If presented with the opportunity, however, they might attack travelers with refined metallic objects in their possession. These, apparently, are delicacies to the beasts. If a group of planewalkers offers such items willingly, the khargra won't attack — they have no care for flesh.

A dead khargra always has 1d6×100 gp worth of tiny bits of valuable minerals inside its gullet.



KLYNDES

CLIMATE/TERRAIN:	Quasiplane of Steam
FREQUENCY:	Rare
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	Carnivorous
INTELLIGENCE:	Very (11–12)
TREASURE:	Nil
ALIGNMENT:	Neutral

NO. APPEARING:	1
ARMOR CLASS:	4
MOVEMENT:	Fl 12 (A)
HIT DICE:	4
THACO:	17
NO. OF ATTACKS:	4
DAMAGE/ATTACK:	1d6 (x4)
SPECIAL ATTACKS:	Surprise
SPECIAL DEFENSES:	Shadow form, immune to heat, needs no air to breathe
MAGIC RESISTANCE:	Nil
SIZE:	M (6' tall)
MORALE:	Steady (11–12)
XP VALUE:	650

Over 30 years ago, the well-known explorer Rit'ha of the Fraternity of Order traveled to the Quasielemental Plane of Steam and tracked down one of the elusive klyndesi. Using a magical device that allowed her to record the conversation verbatim, she was able to provide the Guvners' record-keepers with a transcript of her dialogue with the creature. A portion of that transcript follows:

Rit'ha: You are a klyndes?

Creature: [Hrumms] A? Klyndes? Your mouth-sounds am strange upon my mind.

Rit'ha: What are you, then?

Creature: Are? I are the focus of light between the wisps of vapor. [ssshhss] I know no klyndes.

Rit'ha: Hmmm. Well, fine. What about the others of your kind?

Creature: Others? Kind? [hsssaass] Again I hear things that have no meaning to my mind.

Rit'ha: So, you're the only one.

Creature: There are only one darkness, one light, so only one shadow. [ssssaass]

When light filters through the constant haze of the quasiplane of Steam, it creates strange shadows cast upon nothingness. Lacking surfaces on which to form, the shad-

ows nevertheless rise and fall again upon nothing but more steam and other shadows. These impossible steam shadows occasionally coalesce into a creature called a klyndes.

Klyndesi are composed of wispy darkness, existing only in between the water and the air that makes up the vaporous atmosphere of the plane of Steam. They are intelligent beings, but they exist in complete isolation — they don't interact with others of their kind in any way whatsoever. In fact, it would seem that they do not even exist in each other's mind. Each klyndes believes itself to be the only such creature, a completely unique being, and there's no convincing it otherwise.

The voice of a klyndes is the hissing of steam. It has no reason to learn the languages of other beings, so all communication with a klyndes must be through spells or magical items.


COMBAT: The klyndes is a dangerous creature, for it preys upon flesh for its sustenance. To find prey, it can slip in and out of a shadowy, nebulous state of being between the bits of vapor on the plane of Steam. While in this misty state, the klyndes can move and watch its surroundings, but it cannot interact with objects and creatures of a more physical nature. It can neither touch nor be touched, harm nor be harmed. Adopting this shadowy nature, a klyndes can pass through even the most secure constructions by slipping through the spaces between the tiniest bits of matter composing all things. Only magical barriers such as a *wall of force* can keep a klyndes in shadow form at bay.

The klyndes almost always attacks with surprise, inflicting a –2 penalty to opponents' surprise rolls as it abruptly leaps out of its shadowy state and the impossibly small spaces among the steam. The klyndes requires a full round of inactivity to alter its state from shadow to solid (or vice versa). Taking on a physical form, the klyndes lashes its prey with four long, whiplike limbs ending in razor-sharp blades (inflicting 1d6 points of damage each). In this more "real" state, the creature is vulnerable to attack, and so it lashes out only when it feels confident of attaining a good meal.

Even in this vulnerable form, the klyndes is immune to attacks based on heat — magical or otherwise — and requires no air to breathe. Magic that affects water (such as *part water*, *water to dust*, and other similar spells) inflicts 1d4 points of damage upon the creature for every three levels of the spellcaster by removing the water vapor from around the klyndes. This weakness is evident no matter what form the klyndes currently takes, for as both shadow and solid it relies upon the spaces between the minuscule portions of water vapor in the air to support itself.

HABITAT/SOCIETY: As previously mentioned, each klyndes believes itself to be the only one of its kind. There is no society of klyndesi, and there never can be.

Each klyndes sequesters itself deep within the steam — dark, wet places far from any other creature. It has no "lair" per se, but it always moves its resting place away from the



presence of other beings. A klyndes spends at least half of its time at rest in a trancelike state, dreaming its alien dreams. The rest of the time it prowls the plane, seeking prey.

ECOLOGY: The klyndesi are the only known predators on the plane of Steam. They feed mainly upon creatures called fabere, the docile, gas-filled balloonlike beasts that feed upon the steam itself.

'Course, when the klyndesi find different prey — like visitors to the plane — they're likely to jump at the chance to consume a more exotic meal.

It's not common, but occasionally those of other races develop a working relationship with the klyndesi after convincing them not to attack. (The steam creatures are very intelligent, after all, and aren't immune to reasonable arguments.) Such klyndesi might become well-paid assassins or spies, since they're able to use their special powers even away from the plane of Steam.

However, klyndesi cannot abide an atmosphere devoid of water vapor, so desert climates are extremely unpleasant to them and voids like the plane of Vacuum instantly slay the creatures.

Cold-blooded alchemists will tell a body that the brain of a klyndes contains certain liquids and unguents important in the making of a *potion of breathing steam* — a mixture similar to a *potion of water breathing*, but one that allows a basher to breathe fire, steam, or water.

NØ+ EVEN A KLYNDES
COULD GE+ IN +HERE!

— AN ANARCHIST+
ØRDERED +Ø INFIL+RATE
THE YUGØLØ+H
TEMPLE ØF DARKNESS

MAGRAN

CLIMATE/TERRAIN:	Ethereal Plane
FREQUENCY:	Rare
ORGANIZATION:	School
ACTIVITY CYCLE:	Any
DIET:	Carnivorous
INTELLIGENCE:	Low (5-7)
TREASURE:	Special
ALIGNMENT:	Neutral

NO. APPEARING:	1d3 (or 3d6)
ARMOR CLASS:	3
MOVEMENT:	18
HIT DICE:	12
THACO:	9
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	3d8
SPECIAL ATTACKS:	Hypnosis, swallow whole
SPECIAL DEFENSES:	Invisibility
MAGIC RESISTANCE:	Nil
SIZE:	H (20' long)
MORALE:	Average (8-10)
XP VALUE:	8,000

"Then we sunks ourselves down into the deep, dark Ee-the-real," Thiggish said.

"What was you after downs there?" Wilv asked, his face wrinkled with doubt.

"Why, we's after big game. You know how I mean — them big bashers."

"Them fishes?"

"Well, don't go wigwagging 'bout fishes ta me. They ain't really fishes, so ta say."

"Than whats are they?" Wilv asked, more doubtful than ever.

"I don't know. What am I, some kinda book-learned berk? I know this, though: They ain't no fishes like I ever seen." Thiggish paused over-dramatically, then continued. "They gots this thing that'll put a charm on a body, then they come visible and tear ya twain."

"Aw, you ain't been to no Ee-the-real. You ain't never been nowheres." Wilv waved his hands in the air and left the tavern.

Thiggish leaned back in his chair and pushed the table away from him, knocking over the empty mugs.

"Was so," he said to himself, pulling a pulsing, golden sphere from the deep pocket of his cloak.

Magran are huge creatures that dwell on the Ethereal Plane. The common chant refers to them as fish, and their general appearance certainly is fishlike: multifinned sleek bodies with multiple eyes, large mouths, and a tendril ending with a little light that dangles in front of their faces. Any berk knows that appearances deceive, however, especially on the planes — the magran're actually large reptiles.

COMBAT: A magran hunts other creatures on the Ethereal using a special lure. A long tendril extends from between the magran's eyes, from which the creature dangles a glowing sphere that can be seen from 200 feet away or more. The magran hopes that the light will attract a creature's attention, bringing potential prey closer to it. The membranous organ pulses hypnotically, and any sod who gets within 30 feet of it falls into a trancelike state. While a creature is mesmerized, the magran moves in close and devours it with its mighty jaws (which inflict 3d8 points of damage per bite).

Essentially, the magran's pulsing light has the effect of a *hypnotic pattern* spell, able to affect up to 24 levels or Hit Dice of creatures at a time. Victims are affected only if they fail their saving throw versus spell, but they must make a new save each round while in the area of effect (anywhere within 30 feet of the creature). Such victims are held transfixed by the pulses until they are attacked by the magran or until they can no longer see the glowing sphere (perhaps due to comrades covering their eyes or removing them from the area of effect).

While its prey approaches the transfixing lure, the rest of the magran's body waits invisibly. The magran can become invisible at will, so it can be seen only right after it attacks — it disappears again immediately afterward. If the creature so wishes, even the pulsing organ can be made invisible, hiding the entire beast. Otherwise, potential victims see only the hypnotizing, glowing sphere. Between the victim's charmed state and the magran's own invisibility, the creature gains a +4 attack bonus. The poor sod it attacks receives no AC bonus from Dexterity.

Not only is the horrid maw of the monster filled with long, spiny teeth, but it's big enough to swallow foes whole (on an attack roll of 19 or 20).

The magran's gullet, however, is small — a swallowed victim can't move around or try to free himself

unless he is size S and has a size S weapon handy. If he is and does, the trapped sod can make attacks from the inside. (The magran's gullet has the same AC as its exterior.)

Regardless of whether swallowed berks can move or not, they suffer 1d12 points of damage per round from digestive acids, and, unless freed, suffocate and die in 2d4 rounds. Due to some strange aspect of its power of invisibility, living creatures swallowed by the magran remain visible inside the beast, so those outside can see them struggling for life within the otherwise unseen creature. When the swallowed sods die, they become invisible like the rest of the magran.

HABITAT/SOCIETY: The magran can be found exclusively in the Deep Ethereal, never traveling to the Border and never venturing into another plane. Normally, a magran hunts alone, although in any particular area of the Deep Ethereal up to three may hunt in close proximity. However, at rare times

AS UN+RUST+WØR+HY
AS A MAGRAN.
— A NATHRI SAYING

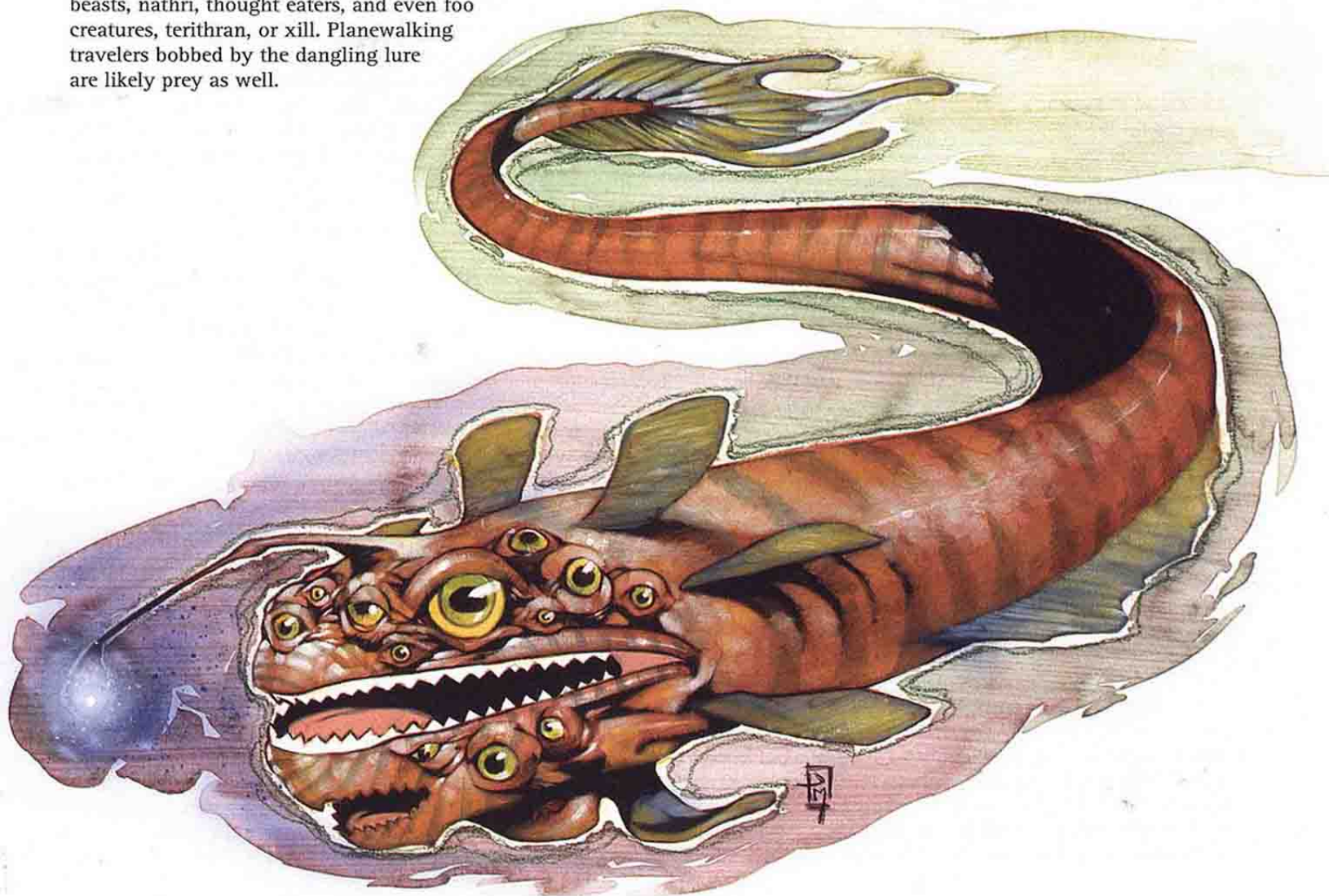
the creatures gather together in large groups to spawn. These periods last 4d6 days, and, during this time, the entire group acts almost as a singular entity, much like a school of fish. Though they do not hunt during the spawning time, they are so peery of outside threats that they attack any creature that approaches the school. Since all members of the group attack together, this is a very dangerous situation for a planewalker to find himself in. Canny bloods avoid magran schools at all costs.

When the young hatch at the end of the spawning time, the adult magran leave them to their own fates. This usually means that the larger young feed on the smaller ones until they've reached a size where they can take on other prey. (Planewalking scavengers and hunters take note: Unlike those of some monsters, magran eggs are worth nothing — don't bother with them.)

ECOLOGY: Magran aren't finicky about what creatures they feed upon. Anything attracted by their lure is fair game. Most often, a magran's prey consists of minor ethereal beasts, nathri, thought eaters, and even foo creatures, terithran, or xill. Planewalking travelers bobbed by the dangling lure are likely prey as well.

More than one canny basher's learned that the phosphorescent organ of the magran doesn't dim once the beast is dead. If carefully removed, the sphere (about 8 inches in diameter) can be used to generate a *hypnotic pattern* spell, although DMs should keep the following guidelines in mind:

- ◆ Everyone within 30 feet must make saving throws, regardless of who the wielder wishes to affect.
- ◆ The power within the sphere lasts only 1d4 weeks after the magran's death.
- ◆ The owner, although immune to the transfixing effects, is automatically so enchanted with the sphere that he'll never let it out of his possession (even after it's lost the hypnotizing glow) and within 1d6 months will give up all possessions in favor of the sphere. This effect lasts until a *remove curse* is cast upon the wielder. If such a spell is used, the sphere instantly loses all power.



MENGLIS

CLIMATE/TERRAIN:	Inner Planes
FREQUENCY:	Very rare
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	None
INTELLIGENCE:	High to genius (14-17)
TREASURE:	Nil
ALIGNMENT:	Neutral

NO. APPEARING:	1
ARMOR CLASS:	-4
MOVEMENT:	18
HIT DICE:	9
THACO:	11
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	2d4+4
SPECIAL ATTACKS:	Disintegration
SPECIAL DEFENSES:	Struck only by +1 or better weapons, immune to elemental attacks
MAGIC RESISTANCE:	45%
SIZE:	L (10' tall)
MORALE:	Champion (20)
XP VALUE:	8,000

The Outer Planes and the Inner Planes differ in many, many ways.

One of the most striking differences is that on the Inner Planes, it's possible for a body to walk (or swim, or whatever) from one plane to another. While each plane is infinite, it also

borders many of the other planes. Some theorize that all of the Inner Planes border all of the others, and that not all the borders have been discovered. Most graybeards think, however, that only certain planes border others. (See the diagram/map in the PLANESCAPE® Campaign Setting boxed set.)

The places where one plane fades into another are strange indeed. The conditions of one environment begin to subtly change until, before a body has tumbled to it, he's crossed over into the neighboring plane. Well, these strange areas have spawned a strange inhabitant. This creature, found only in places where two Inner Planes meet, is the menglis.

An elemental spirit unlike any other, the menglis is born of opposition. In those places where fundamental concepts and conditions clash, the menglis thrives. It is essentially invisible, but if a body's able to see those things that others can't, he'll see the menglis as a 10-foot-tall humanoid spirit, colorless and somewhat amorphous. While the menglis is not overtly hostile, it's dangerous nonetheless.

Solitary beings, the menglis do not have their own language but can communicate with other creatures through telepathy.

COMBAT: Menglis are not aggressive or predatory creatures. Nonetheless, a canny planewalker takes steps to avoid these spirits, because their mere presence can cause a body great harm.

The menglis has the ability to separate an object into its component elements. Fact is, anything within 30 feet of the creature is rendered into its most basic compounds. Beings must make a saving throw versus petrification to resist the deadly power. If a sod fails the saving throw, his body turns into elemental substances in 2d6 rounds. As each round of this transformation passes, the victim suffers 2d8 points of damage. This process can be halted only by one of the following spells: *cure disease*, *heal*, the various *hold* spells, or a *remove curse* appropriate to the creature. Damage inflicted by the partial transformation must then be healed normally.

All objects, including any equipment a character might have, must also make a saving throw (versus disintegration) to avoid being broken down into their basic elements. A spear's metal head, for example, would change into bits of stone and minerals, while the wooden shaft would melt into water after giving off a brief burst of positive energy. Objects break down more quickly than living beings; the process takes only 1d4 rounds. An *item*, *mend*, or *remove curse* spell

halts and even reverses the process, but only if cast before the object has completely disintegrated. The disintegration can also be stopped by leaving the menglis' area of effect.

Once a creature or object has made a successful saving throw versus this effect, no further saving throws versus that particular menglis' power are required for the rest of that day.

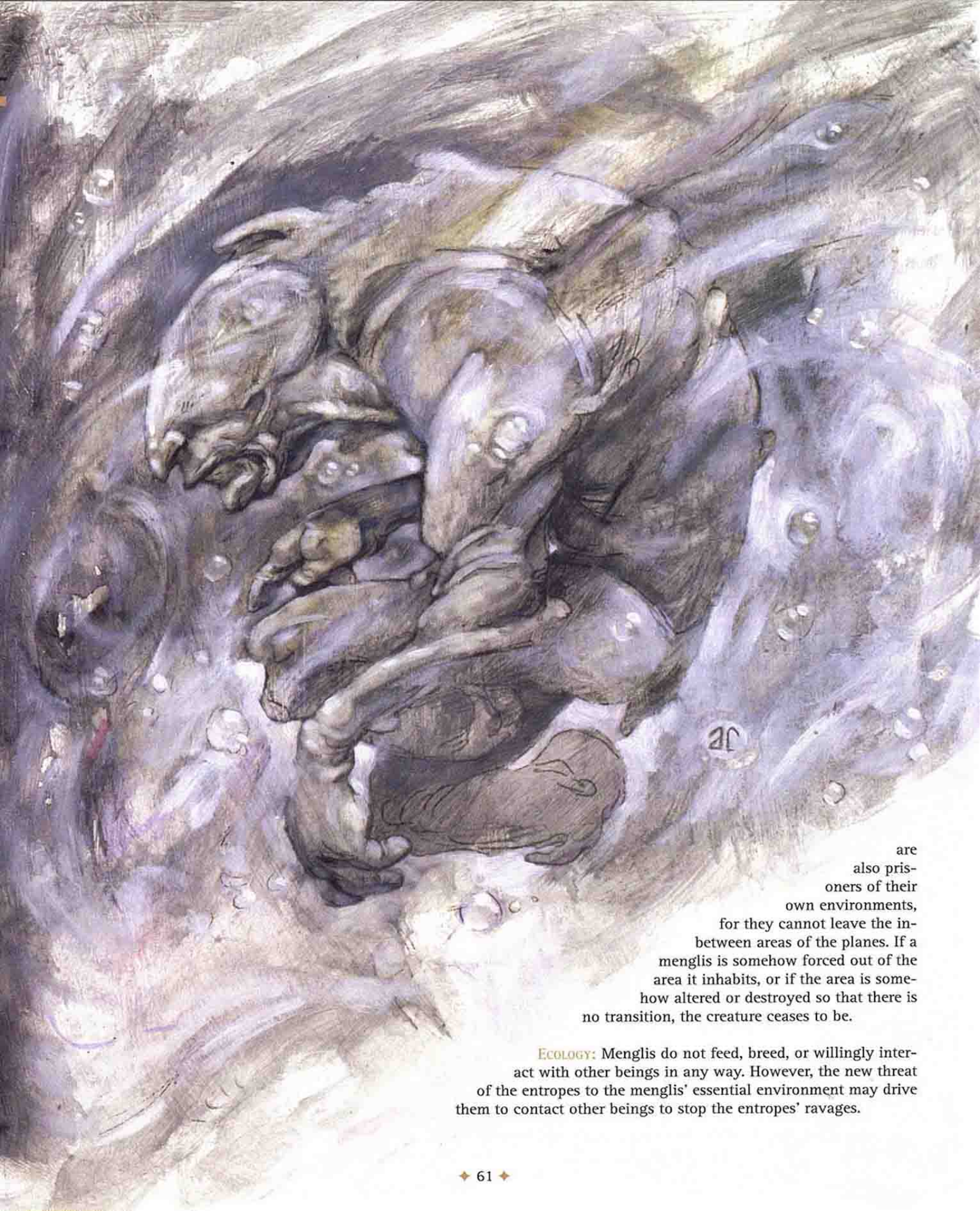
'Course, the death of the menglis also halts the transformation process. Because of this, it has learned to defend itself against attackers. It can lash out with a savage corporeal blow, inflicting 2d4+4 points of damage. For the most part, however, it is a noncorporeal spirit, difficult to harm. It is immune to nonmagical weapons (+1 or better to hit), and no elemental-based magic or attack can affect it.

The menglis can "turn off" the disintegration effect if it so wishes (to talk with other creatures, for example). However, this requires great concentration and the menglis can't repress the effect for long. In any case, it rarely has reason to do so.

HABITAT/SOCIETY: Aside from the borders between two planes, menglis can also be found (albeit rarely) in places where one element is incongruously found within another, such as the rare pockets of air within the plane of Earth or the odd clouds of steam a body might find on the plane of Fire.

No one has ever seen two or more of these creatures together. They have no society or association. Each menglis lives alone within an elemental border zone, somehow sustained by the transition of one element to another. Yet they

WITHOUT BORDERS,
HERE CAN BE NO DEFINITION.
— A SAW ATTRIBUTED
TO A MENGLIS
(THOUGH THE ACTUAL
SOURCE IS DISPUTED)



are
also pris-
oners of their
own environments,
for they cannot leave the in-
between areas of the planes. If a
menglis is somehow forced out of the
area it inhabits, or if the area is some-
how altered or destroyed so that there is
no transition, the creature ceases to be.

ECOLOGY: Menglis do not feed, breed, or willingly inter-
act with other beings in any way. However, the new threat
of the entropes to the menglis' essential environment may drive
them to contact other beings to stop the entropes' ravages.

CLIMATE/TERRAIN:	Ethereal Plane
FREQUENCY:	Uncommon
ORGANIZATION:	Clan
ACTIVITY CYCLE:	Any
DIET:	Omnivorous
INTELLIGENCE:	Low to high (7-13)
TREASURE:	K
ALIGNMENT:	Chaotic neutral
<hr/>	
NO. APPEARING:	2d20 (rarely, 2d100)
ARMOR CLASS:	6
MOVEMENT:	18
HIT DICE:	1+1
THACO:	19
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	1d4 or by weapon
SPECIAL ATTACKS:	Poison
SPECIAL DEFENSES:	+1 to saves vs. <i>charm</i>
MAGIC RESISTANCE:	Nil
SIZE:	S (4' tall)
MORALE:	Steady (11-12)
XP VALUE:	120

Color, sound, movement. Touch, feel, see. The ether is all around. The ether is all.

You are born of the ether. You bathe in its glory, feeling the sounds and watching the textures. The things of the center world (what some of the strangers call the Prime) are not for you: They are drab, lifeless, mundane. You have seen that and rejected it. You have seen the worlds of fire, water, air, and the other elements (for the ether touches all), but they are too focused and one-dimensional.

You and your people delve deep into the ether (deeper than even the magran go) to make your homes and find your food. What's down there? Only you know. The strange half-worlds and demiplanes are yours to explore.

The nathri are 4-foot-tall humanoids with dark greenish skin and long, unruly black hair. Fierce and wild, they nevertheless wear clothes and use weapons, so they're not totally barbaric. They normally speak only their own language, but the most intelligent nathri have learned to speak planar common as well.

COMBAT: Nathri attack in swarms. They're aware that they don't amount to much alone, but their great numbers make them formidable indeed. They strike at opponents with a small but sharp barb on the backs of their right hands; the barbs inflict 1d4 points of damage and require the targeted sods to make saving throws versus poison. If they fail, the victims fall prey to the mild venom coating the

barb. This poison makes them dizzy and disoriented, imposing a -1 penalty to attack rolls, ability checks, and saving throws for 2d10 rounds. Subsequent barb attacks and failed saving throws can extend the duration, but not the overall effect (the penalty is not cumulative).

Despite this natural attack ability, many nathri adopt the use of weapons. These are scavenged from other cultures, and therefore vary greatly. Nathri never use weapons longer than 5 feet long, however, so (for example) a basher won't find one wielding a polearm.

Nathri are divided into essentially two types: warriors and rogues. Non-nathri can't tell the difference between the two, but nathri warriors gain a +1 to attack and damage rolls when using weapons, while rogues have the abilities of 4th-level thieves. Neither sort ever wears armor.

Should they ever happen to leave the Misty Shore, nathri can see into the Ethereal Plane from its adjoining planes and the demiplanes. Additionally, these fiercely independent creatures gain a +1 to saving throws versus *charm* and similar spells.

HABITAT/SOCIETY: Nathri clans are groups linked by familial ties (although some are very distant). These bashers roam the Deep Ethereal like nomads, slipping in and out of the demiplanes by means of paths only they know. They wander through these tiny worlds scavenging food, weapons, and anything else they might need.

Demiplanes with intelligent inhabitants are their favored targets. Typically, a few rogues first infiltrate an area about to be raided, scouting out the place and determining what can be taken. Rich or poorly defended areas are hit again and again by nathri raids. If the demiplane has no civilizations, the nathri take whatever they can use or eat and move on, probably not returning again.

These bloods know the dark of the demiplanes. The nathri know where most of the demiplanes lie, and what can be found within them. However, this isn't a secret that they'll part with easily. They know the chant, but they're not willing to lann just anybody without good reason.

Negotiating with the nathri can be difficult. They would rather take things than trade for them, so offering gifts or services in exchange for information about a certain demiplane usually fails – and often provokes an attack, as the nathri attempt to seize the proffered gifts. Only nathri clans in dire need (those that are particularly hungry, beleaguered by a powerful foe, or in some other desperate circumstance) stoop to barter.

Each clan has a single leader, no matter how big or small the group. This leader, called a targai, is a 3-Hit Dice nathri who often wields a magical weapon or other item that the clan has procured. Small clans (consisting of 20-30 members) are more common than the larger clans (which sometimes have well over 100 members). Not surprisingly, the larger the clan, the more power and prestige the targai possesses.

ECOLOGY: These tiny humanoids can eat virtually anything organic. This makes their scavenger lifestyle easier. However, they prefer more sophisticated foodstuffs, so nathri often steal their food from the intelligent inhabitants of various demiplanes.

Within the demiplanes, the nathri are despised as thieves, scavengers, and vermin. On the Ethereal Plane, they serve as the lower end of the food chain for large predators like magran or xill. Nathri spend most of their time in the very deep Ethereal, supposedly deeper than most creatures go. Their trips to the demiplanes or even the other inhabited portions of the Ethereal Plane are brief. "Get in, take what you need, and get out" is the nathri way.

THE DEMIPLANES,
AS YOU CALL THEM,
ARE OUR GARDENS
AND OUR PASTURES.

— FEK, A NATHRI



CLIMATE/TERRAIN:	Paraplane of Ooze
FREQUENCY:	Common
ORGANIZATION:	Tribal
ACTIVITY CYCLE:	Any
DIET:	Carnivorous
INTELLIGENCE:	Average (8-10)
TREASURE:	Nil
ALIGNMENT:	Neutral

NO. APPEARING:	1d6 (sometimes 3d6)
ARMOR CLASS:	6
MOVEMENT:	6
HIT DICE:	3 (king 10)
THACO:	17
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	1d6
SPECIAL ATTACKS:	Mind control
SPECIAL DEFENSES:	Malleable form, hide in ooze
MAGIC RESISTANCE:	Nil
SIZE:	M (5'-6' long)
MORALE:	Average (8-10)
XP VALUE:	650
OOZE SPRITE KING:	5,000

"Is every creature that hails from the plane of Ooze just a big joke?"

— Nahamra Ru, a new planewalker

Now *here's* a misnamed creature. There's nothing less spritely than this pile of ooze and muck. Little more than a heap of goo in appearance, the ooze sprite nevertheless possesses abilities and properties that distinguish it from other natives of the plane of Ooze.

When asked about ooze sprites, a sage in Sigil (who wished to remain nameless) stated: "These deceptive creatures rarely make their presence known. Their insidious nature reflects their quiet mastery of all things that occur around them. They may be behind everything that occurs on the entire plane — and possibly beyond. Who knows how far their influence has spread? Who knows what — or who — else they control? My advice? Watch out."

While such chant sounds like the paranoid screed of an unstable barmy, it is important for a planewalker to remember that these creatures are much more than they first appear. They are intelligent, well organized, difficult to combat, and potent in their ability to control the minds of others.

Ooze sprites do not speak, but communicate with each other through the standard mode of ooze sprite conversation: sign language. By manipulating their pseudopods and body shape, these creatures are able to convey complex ideas to those who understand.

COMBAT: The ooze sprite is an animate bit of protoplasm able to shift its form to virtually any shape. Thus, it is capable of seeping through small openings and conforming to any shape imposed upon the sprite by its surroundings without

harm (that is to say, it can't be crushed, cut, pierced, or seized). Fact is, a sprite is so malleable that blows from weapons can't harm it. Even magical weapons inflict damage only according to their enchantment (a +1 weapon inflicts 1 point of damage, a +2 weapon inflicts 2 points of damage, and so on).

In its natural environment or any similar ooze- or slime-filled area, the creature can hide with 95% efficiency, subtracting 2 from its opponents' surprise rolls.

Ooze sprites have an innate power of *suggestion*, although the commands given aren't transferred by voice, but by touch. They secrete a special substance that — when placed on the flesh of another creature — allows the sprites to send commands directly to the brain of their chosen victim. They must first make an attack roll to touch the chosen victim, who then may make a saving throw versus spell to resist the *suggestion*. The ooze sprites can use this ability on any being with an Intelligence of 1 or better, and the effects last only an hour. Thus, commands are usually short and very simple, such as "come here and let me devour you" or "go away."

HABITAT/SOCIETY: Ooze sprite society is surprisingly complex. The creatures organize themselves into little tribes, which roam nomadically about the plane of Ooze. Each tribe has a chieftain chosen through a process that is a combination rotation and election; most ooze sprites have the chance to become a chieftain, at least for a while.

Once every six Sigil years (approximately), all the current chieftains gather in a council to choose one of their number to be king. Each ooze sprite pays homage to the king by donating a potent chemical from its own body. This king, thus empowered, becomes a massive creature of 10 HD that then travels the plane, hunting its own kind and culling the weak. This self-destructive cycle keeps their population small, yet each individual strong.

Ooze sprites reproduce when each member of the tribe contributes a small portion of its own mass and intelligence to a new offspring created by the group as a whole. The entire tribe then acts as a family unit to raise the young creature, which matures very, very rapidly — due in part to the fact that it directly inherits some knowledge and ability from those creatures that sired it.

The ooze sprites use their power to control the minds of others as a matter of course. They don't look upon it as "evil" or "manipulative," though most of their victims would certainly claim otherwise. Rather, the ooze sprites use other beings to accomplish various tasks. (Other creatures are merely tools or food for the ooze sprites, so therefore using them cannot be evil.) For example, the ooze mephits, a common target of ooze sprite manipulations, are used to carry sign-language messages to other tribes. Occasionally, they are even used as a means of transportation should a sprite need to get somewhere quickly.

Since ooze sprites don't recognize that other creatures may possess intelligence equal to (or greater than) theirs,



YOU SEE FLOWERS
AND BIRDS
AND CALL IT BEAUTY.
SHOW ME THE SLIME,
THE WORMS,
THE PUSTULANT,
UNIDENTIFIABLE
GOBS OF GOO
OF THE PLANE OF OOZE,
AND I'LL SHOW YOU
PARADISE.

— A BARMY

they never use their suggestive capabilities to cause a body to do something requiring initiative or intelligence. Ooze sprites never cause their victims to say anything, for they don't realize that verbal communication is possible.

ECOLOGY: The origin of this creature plagues many sages and scholars. Most graybeards don't apply concepts like natural evolution to the Inner Planes, particularly given odd environments like the plane of Ooze. It seems unlikely that creatures such as the ooze sprites might arise spontaneously from the muck. It also seems unlikely that they were intentionally created by an outside force — unless that force also failed to recognize the intelligence of those around it. Most scholars believe the ooze sprites to be the accidental result of a magical experiment gone awry — although the bloods admit that they always use that same explanation when they have no real idea regarding a creature's origins.

Ooze sprites feed on tiny creatures native to the plane, ranging from nearly microscopic organisms to worms and grubs that live in the mire.



MR. SLUR

Chant has it that an ooze sprite was brought to Sigil, the City of Doors, where bashers taught it of the existence of other intelligent races, other planes, and more. This creature was even given a magical charm that allowed it to speak (albeit slowly and gutturally). Called Slurgosith originally, the anomalous creature worked its way into and up through the ranks of the Cage's criminal underground, using its abilities to control the minds of others. It adopted a humanoid shape — a short, fat man with no hair and greasy skin — and the name Mr. Slur.

Mr. Slur is now said to be the head of a vast criminal organization. If the dark of its real motives goes beyond that (and it probably does), no one knows for sure how far.

OPPOSITION

CLIMATE/TERRAIN:	Inner Planes
FREQUENCY:	Very rare
ORGANIZATION:	Sect
ACTIVITY CYCLE:	Any
DIET:	Omnivorous
INTELLIGENCE:	Low to genius (5-18)
TREASURE:	P,L,Q
ALIGNMENT:	Varies (generally neutral)

NO. APPEARING:	1d6
ARMOR CLASS:	Varies (4)
MOVEMENT:	Varies (12)
HIT DICE:	Varies (4d10)
THACO:	Varies (17)
NO. OF ATTACKS:	Varies (1)
DAMAGE/ATTACK:	By weapon
SPECIAL ATTACKS:	Varies
SPECIAL DEFENSES:	Varies
MAGIC RESISTANCE:	Varies (nil)
SIZE:	Varies (M)
MORALE:	Elite to fanatic (14-18)
XP VALUE:	Varies

Strength comes from adversity. Adversity comes from struggle. Struggle comes from enemies. Enemies come from opposing natures. For every action there is an equal and opposite reaction. Every force, every idea, every object has its opposite.

Anything that is can be defined by its opposites; therefore, opposites give meaning. Without an opposite – without forces working against an object – the object atrophies and grows weak.

Opposition brings conflict. From conflict, a body gains knowledge, power, and confidence. The weak are culled so that the strong can grow even stronger.

The Opposition is a group of people who believe these things to be true. They're not a full-fledged faction, but merely one of the sects that litter the planes. However, they live on the Inner Planes, where the clash of opposites is the most obvious and dramatic. Earth hates air and fire hates

water, each destroying the other in an eternal conflict that makes the multiverse possible – at least, according to the Opposition.

Whoever a body is, whatever she believes, the Opposition are her enemies. They oppose everyone and everything. They do so not out of belligerence, but to strengthen both themselves and everyone and everything else. Want to improve something? Give it something to struggle against – that's the Opposition's way.

When a cutter runs into the Opposition, it's best to assume the worst. More than likely, they're going to try to stop him from whatever he's doing. The only hope he's got is if the Opposers are already busy opposing someone or something else.

Nothing is beyond the scope of the Opposition's beliefs. Some of the barmier of them seek to oppose the laws of reality themselves. For ultimate strength, they believe, a body's got to undertake the ultimate struggles.

COMBAT: A typical Opposer is a fighter. (Thus, stats for a 4th-level fighter Opposer are given above in parentheses.) An Opposer has only one special sect ability, but it's a potent one. One time each day, a member of this sect can successfully oppose another's action. For example, an Opposer can block a blow, stop a runner, or counter an argument. This ability has three requirements: it must oppose the action of another thinking being (a sect member can't oppose an avalanche), it must have a means (blocking a blow with a shield, grappling a fleeing foe, dodging a thrown boulder, and so on), and it must be within the realm of possibility (DM's discretion).

A player character Opposer (if permitted by the DM) should always be required to state the means of the opposition, providing a rationale for how it can successfully occur. Opposition must be declared before any die rolls are made (if applicable). In other words, when the berk chooses to oppose an action, he doesn't even know if that action is going to succeed on its own – it might fail without the Opposer's help.

HABITAT/SOCIETY: The organization of this sect is particularly loose. Tiny little contingents within the group keep it divided enough so that there is virtually no

chance of them ever becoming as large or as powerful as one of Sigil's factions. Unfortunately, many of the Opposers spend their time opposing each other.

Each contingent of the sect lives in one of the Inner Planes, with many favoring the Elemental Plane of Air due to their inability to dwell in most of the other planes long-

AM +@@!
ER...
AM N++!
OR S+METHING.
— A BERK WHO +HINKS
HE'S AN OPPOSER

term without a significant amount of magical aid. Nonetheless, most Opposers travel through even (or perhaps especially) the most inhospitable planes for as long as they possibly can, whenever they can, because they believe that they gain strength from such adversity.

ECOLOGY: The Opposers are a small sect. Their members are almost always non-Inner Planes natives, so in terms of those planes, the Opposition is a very small factor indeed. Nevertheless, in isolated areas they are a potent force, respected (or feared) by those around them.

THE OPPOSITION

FACTION PHILOSOPHY: Whatever *you* think is wrong. Greatness comes from hardship, and hardship can be brought about through conflict. Ideas, objects, and people are constantly honed to ultimate perfection by clashing with their opposites. Agreement is weakness.

Here's a tip for planewalkers who encounter an Opposer: Don't try the old "turn their belief on themselves trick" and tell an Opposer that if he really opposes everything, then he opposes himself and his own beliefs too. Every member of the sect has heard that one, and the most common response is, "Now you're getting the idea, berk!" punctuated by a punch in the face. Their rationale is that, yes, they even oppose their own beliefs — or rather, they'd like others to oppose them, in order to make them stronger. Every belief must be challenged, constantly.

PRIMARY PLANE OF INFLUENCE: All of the Inner Planes are equally important to the Opposition, though occasionally one splinter group or another within the sect declares that one element is stronger than another, causing other groups to — surprise, surprise — oppose them. These sorts of activi-

ties are short-term and do more to encourage conflict than actually espouse a real preference for one plane. Opposers are rarely found on the Outer Planes. While they enjoy the clash of alignments and beliefs common to those planes, they prefer the more conspicuous manifestation of their beliefs in opposites embodied by the Inner Planes.

ALLIES AND ENEMIES: The Godsmen, who believe in the endless testing of everyone, understand the Opposers' love of adversity. Likewise, both the Fated and the Bleak Cabal agree in the idea that life is a struggle and that the strong should survive. However, the Opposition, due to the sect's very nature, has no allies.

Nor does the sect want them. They oppose the beliefs of all other

factions and sects (which makes them a little like the Anarchists, though the two groups still aren't allies). It's been said that if the Opposers were stronger or more significant, the other factions would bring them down on principal alone.

ELIGIBILITY: Only those who are truly neutral in alignment may become Opposers. It's simply too easy for someone aligned with good or evil, law or chaos, to become motivated by intentions that they should actually be opposing.

BENEFITS: Opposers gain the ability mentioned above in the "Combat" section.

RESTRICTIONS: The many drawbacks to being a member of the Opposition are probably obvious. No one likes them, thinking them to be belligerent, contrary, and unfriendly. (All true.) This opinion levies a -2 penalty to all reaction rolls made by non-Opposers. Further, no Opposer can ever espouse any belief, opinion, motivation, or outlook other than that of the Opposition, except to oppose the belief of someone else. Black is white — unless someone says it's white, in which case it's black.



PARAELEMENTAL

	ICE	MAGMA	Ooze	SMOKE
CLIMATE/TERRAIN:	Paraplane of Ice	Paraplane of Magma	Paraplane of Ooze	Paraplane of Smoke
FREQUENCY:	Common	Common	Common	Common
ORGANIZATION:	Band	Band	Band	Band
ACTIVITY CYCLE:	Any	Any	Any	Any
DIET:	Warmth	Any solid	Any solid	Air
INTELLIGENCE:	Low to high (5-14)			
TREASURE:	Nil	Nil	Nil	Nil
ALIGNMENT:	Neutral	Neutral	Neutral	Neutral
NO. APPEARING:	1d6	2d4	1d6	1d6
ARMOR CLASS:	3	3	0	2
MOVEMENT:	6	6	36	Fl 18 (E)
HIT DICE:	8, 12 or 16	8, 12 or 16	8, 12 or 16	8, 12 or 16
THACO:	8 HD: 13 12 HD: 9 16 HD: 5	8 HD: 13 12 HD: 9 16 HD: 5	8 HD: 13 12 HD: 9 16 HD: 5	8 HD: 13 12 HD: 9 16 HD: 5
NO. OF ATTACKS:	1	1	1	Special
DAMAGE/ATTACK:	3d8	3d6	2d8	2d8
SPECIAL ATTACKS:	Cold aura	Heat aura	Multiple tendrils	Blinding smoke
SPECIAL DEFENSES:	See below	See below	See below	See below
MAGIC RESISTANCE:	Nil	Nil	Nil	Nil
SIZE:	L (8'-16' tall)			
MORALE:	Champion (15-16)			
XP VALUE:	8 HD: 7,000 12 HD: 11,000 16 HD: 15,000	8 HD: 3,000 12 HD: 7,000 16 HD: 11,000	8 HD: 3,000 12 HD: 7,000 16 HD: 11,000	8 HD: 3,000 12 HD: 7,000 16 HD: 11,000



Between the Elemental Planes of Air, Earth, Fire, and Water lie four others – the Paraelemental Planes – that represent different combinations of those elements. And whereas the Elemental Planes spawn elementals, the Paraelemental Planes create, naturally enough, paraelementals – creatures that embody the natures of Ice, Magma, Ooze, and Smoke.

The four kinds of paraelementals are generally regarded as slightly less powerful than elementals, yet still mightier than quasidelementals (though plenty of inner-planar scholars dispute such rankings). Due to the nature of their home planes – which are, more or less, mixtures of two elements – paraelementals're often thought to exhibit dual characters, though this manifests itself in different ways.

By and large, paraelementals help to sustain themselves by consuming their opposites. In other words, ice para-

PARAELEMENTALS
ARE TWICE AS GOOD
AS ELEMENTALS.
GET IT?
PAIR OF ELEMENTALS?
EH?
— RED TAVRALANI,
FAILED COMIC



elementals drain warmth, smoke paraelementals ingest air, and so on. This strikes some as a bit odd – why wouldn't an ice creature keep itself alive by surrounding itself with cold? But that's the wrong kind of question, and the Rule of Threes explains why. First of all, paraelementals won't starve to death if they don't consume their opposites; after all, they're just spirits that shape bodies for themselves out of the substance of their home plane. Second, the paraplanes don't have much of their opposites, anyway – there just ain't a lot of warmth on Ice. And third,

the paraelementals don't actually eat their opposites; rather, they gain sustenance from the sheer act of converting it. Thus, an ice paraelemental relishes draining away the heat of a fire, not consuming the actual warmth itself.

Many paraelementals aren't too smart, but those with better than low Intelligence usually prefer to communicate in their own language.



ICE PARAELEMENTAL

From the plane of absolute cold, this tall, humanoid creature is utterly – dangerously – frigid. Its body is translucent white, made of icy crystals covered in patches of frost. Piercing blue eyes peer out of deep sockets.

Some folks refer to an ice paraelemental as a cold or frost paraelemental instead, but it's all the same thing.

COMBAT: The freezing touch of an ice paraelemental causes 3d8 points of damage, but it doesn't have to strike a sod to make him sorry. It also gives off intense cold the way a raging fire gives off heat, and all creatures within 10 feet suffer 1d4 points of damage per round from the numbing chill. What's more, the paraelemental is so cold that its touch freezes water (or similar fluids). It can freeze 100 square feet of watery liquid to a depth of 6 inches.

If wounded in some way, an ice paraelemental finds succor in cold environments. When in contact with natural ice, snow, or sleet, it automatically heals 1d8 hit points per round, up to its normal maximum. 'Course, this makes it sodding difficult to fight an ice paraelemental on its home paraplane.

All ice paraelementals can be struck only by +1 or better weapons, and they're completely immune to cold-based spells and magic. However, they're particularly vulnerable to heat-based attacks, which inflict twice their normal damage on the frosty creatures.

HABITAT/SOCIETY: A good many ice paraelementals have turned from their neutrality to serve the evil lord Cryonax, one of the Princes of Elemental Evil. But he's not the only blood with status on the paraplane – numerous minor lords and nobles rule their fellow paraelementals. They simply ignore Cryonax and his evil, maintaining their pure devotion to cold and nothing more. Ice paraelemental rulers gain their positions through strength and respect, and are often challenged by their underlings.

However, a planewalker traveling to Ice isn't likely to encounter any nobles or rulers. Instead, he'll find paraelementals operating in small, leaderless groups, hunting for food or patrolling for intruders. Strife among these creatures rarely occurs.

ECOLOGY: Any warmth at all – or rather, the act of draining such warmth – provides a little sustenance for ice paraelementals. They steal it from any source of heat,

even slowly snuffing out normal fires burning nearby. As mentioned earlier, they don't actually consume the heat so much as convert it. Naturally, those same flames'd be dangerously destructive if applied to an ice paraelemental directly. Perhaps that's part of the reason they drain the warmth from fire – to prevent it from being used against them.

MAGMA PARAELEMENTAL

The Paraelemental Plane of Magma is often confused with the Elemental Plane of Fire. While the conditions on Magma are dangerous to outsiders for many of the same reasons, Magma's as much about Earth as it is about Fire. That is, on the paraplane of Magma, the environment consists of molten rock – an uncommon substance on the plane of Fire, where there's little rock to melt.

From the waist up, a magma paraelemental resembles a huge, stocky humanoid being, but the lower portion of its body is nothing but an amorphous mass of molten stone. Most of its upper body is black rock, but a reddish heat shines from within – particularly from the eyes and mouth of the creature.

COMBAT: When it comes to combat, the magma paraelemental shares much with its icy cousin. Its super-heated touch inflicts 3d6 points of damage to a victim and sets combustibles (like wood) aflame.

However, the paraelemental's mere presence is also quite dangerous. Anyone within 20 feet of the creature is affected as if he were the target of an enhanced *heat metal* spell. That is, during the first round in the area, all metallic objects grow hot. During the second round, they inflict 1d4 points of damage to anyone in contact with them. In the third round (and all thereafter), anyone touching the scorching metal suffers 2d4 points of heat damage. What's more, at this point, even berks who aren't touching any metal sustain 1d4 points of damage from the incredible heat exuded by the monster.

Leaving the area reduces the effect by one step each round. For example, during the third round of close proximity to a magma paraelemental, a basher in plate mail armor suffers 2d4 points of damage. If he leaves the affected area, he suffers only 1d4 points of damage in the next round. In the round after that, his armor remains uncomfortably hot but inflicts no damage. And in the next round, the plate mail cools to its normal temperature.

A few cutters've pointed out an odd thing about the magma paraelemental: Although its touch causes less damage than that of a fire elemental, it exudes a debilitating aura of heat, whereas the fire elemental doesn't. This is because, quite simply, the fire elemental consists of more concentrated flame. It retains its intense heat in any environment, whereas the magma paraelemental constantly gives off warmth. That makes its touch less fiery, sure, but it also accounts for its radius of heat – an acceptable trade-off.



Magma paraelementals can be struck only by +1 or better weapons, and they're immune to the effects of heat and flame. They suffer normal damage from cold-based attacks. However, if they sustain a number of points of cold damage equal to their Hit Dice — in other words, if an 8-HD paraelemental suffers 8 points of cold damage — the cold affects them as would a *slow* spell.

HABITAT/SOCIETY: Magma paraelementals almost never travel alone. They roam their plane in packs, living in large communities that seem to have no leaders at all. A group of paraelementals is usually harmonious, though distrustful of (or even hostile to) outsiders. They often war with the mephits of their paraplane — clashes that almost always end very badly for the mephits.

ECOLOGY: Magma paraelementals enjoy melting solid objects into liquid forms. They also derive a bit of sustenance from such actions.

OOZE PARAELEMENTAL

Called the mud elemental by some among the Clueless, this creature is a liquid mass of dark, writhing tendrils. Its malleable form allows it to squeeze through small openings and even under the cracks of doors.

COMBAT: The ooze paraelemental attacks by grappling with and constricting its foes. A hit by the creature indicates that a tendril wraps around a sod and constricts him, causing 2d8 points of damage each round until the victim or the paraelemental dies (or until the paraelemental decides to call off the attack for some reason). While it constricts one foe, it can send out other tendrils to enwrap — and constrict — further victims with no limit, except that the creature can make only one new attack each round. Constricted sods can still make attacks and perform other actions, though they do so with a -2 penalty. 'Course, they can't flee unless they break free of the paraelemental's tendrils by succeeding at a bend bars roll.

The magical nature of an ooze paraelemental makes it immune to ordinary weapons; the creature can be struck only by those of +1 or greater enchantment. What's more, fire- and cold-based attacks inflict only half their normal damage. On the other hand, a *transmute mud to rock* spell (the reverse of *transmute rock to mud*) petrifies the paraelemental if it fails its saving throw.

HABITAT/SOCIETY: A number of powerful, highly intelligent ooze paraelementals vie for control of their paraplane, though some ooze mephit or other usually claims dominion over them all (and is roundly ignored). Ooze paraelementals despise both ooze mephits and ooze sprites. Some say that they despise themselves as well, perhaps because of their own revolting nature.



ECOLOGY: Ooze paraelementals subsist upon the act of crushing and eventually liquefying solid objects. This process takes many hours.

SMOKE PARAELEMENTAL

At first glance, some bashers might not be able to tell the difference between a smoke paraelemental and a steam quasiaelemental. Both appear to be large clouds of floating vapor or fog. A smoke paraelemental, however, is much darker in color, whereas the steam quasiaelemental is practically transparent.

Being composed entirely of smoke, this creature can fly through the air (often directed by strong winds, if present) or drift very low to the ground as a black, sooty mass.

COMBAT: In any given round, a smoke paraelemental can attack as many creatures as are within 10 feet of it. The paraelemental simply engulfs the targets and, if it makes a successful attack roll, partially enters their bodies, which causes 2d8 points of choking damage to each victim. Creatures who don't need to breathe are immune to this attack.

However, all sods in the affected area must also make a saving throw versus poison or suffer a -2 penalty to their attack rolls due to the paraelemental's blinding smoke. This saving throw is required even if the creature's own attack misses.

Smoke paraelementals can be harmed only by weapons of +1 or better enchantment. Heat- and air-based attacks made on them inflict 1 less point of damage per damage die (to a minimum of 1 point inflicted) — including attacks from fire and air elementals.

HABITAT/SOCIETY: The paraplane of Smoke is divided into tiny kingdoms of smoke paraelementals, each ruled by a powerful smoke king. As on the paraplane of Ooze, a smoke mephit claims rulership of the entire plane, but the paraelementals ignore him.

ECOLOGY: Smoke paraelementals don't really eat. Instead, they merely breathe. Fact is, their only ecological function is to consume air and exude smoke. On the paraplane of Smoke, the paraelementals frequent small bubbles of air that leak in from the Elemental Plane of Air, much like prime-material animals converge upon a desert oasis.

PHIRBLAS

CLIMATE/TERRAIN:	Ethereal Plane
FREQUENCY:	Rare
ORGANIZATION:	Family
ACTIVITY CYCLE:	Any
DIET:	Herbivorous
INTELLIGENCE:	High to genius (14-18)
TREASURE:	R,U
ALIGNMENT:	Neutral good

NO. APPEARING:	1d4
ARMOR CLASS:	8 (1 with plate mail)
MOVEMENT:	9
HIT DICE:	5
THACO:	15
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	1d4+1 or by weapon
SPECIAL ATTACKS:	<i>Hypnotic pattern, suggestion</i>
SPECIAL DEFENSES:	ESP, immunities
MAGIC RESISTANCE:	20%
SIZE:	M (6' tall)
MORALE:	Steady to elite (11-14)
XP VALUE:	1,400

"The chant says that there wasn't always a City of Doors or a Lady of Pain. Sometime in the past, she built the city as a . . . well, no one knows the dark of why. But here's what a body's got to tumble to: It all had to come from somewhere.

"Now, as any Cager knows, one of the permanent fixtures in the City of Doors is the presence of its caretakers, the dabus. But before there was a Sigil, the dabus must have come from somewhere, right? [Not necessarily; the Lady may have created them herself—ed.]

"Well, here's the dark that only I have uncovered: The Lady of Pain took some of the firblings [sic] of the Ethereal Plane to her new city of Sigil. There, she altered them for her purposes to create unfailing servants — the dabus."

— from Gorad Drummerhaven's
Origin of Planar Species

In any given situation, it's usually a safe bet that planar biologist Gorad Drummerhaven's more wrong than right, but in this case, he just may have something. Similarities do indeed

exist between the phirblas and the dabus.

Both are tall,

gaunt humanoid races that seem to

float a few inches above the ground rather than trod upon it. Both look

somewhat alike, though the phirblas are lighter in color, don't seem quite as old as

the dabus, and have no horns. Both races exhibit a strong devotion to purpose. And, of course, both employ a strange (yet different) means of visual communication.

Mildly telepathic, the phirblas project their words as written script in the language of the intended recipient. The words appear very quickly in the air above the phirblas, and only about 10 words are visible at a time, so anyone who wants to communicate with one of these humanoids must be able to read very fast. Illiterate berks can't understand them at all.

It's not entirely correct to say that the phirblas are from the Ethereal Plane. Rather, they hail from a demiplane they call Inphirblau, a city-realm filled with tall towers elegantly carved and shaped from living stone. Chant says that Inphirblau is one of the oldest of the demiplanes, though no one knows if the phirblas created it themselves or simply took up residence there.

COMBAT: The phirblas are not a combative or aggressive folk. If need be, a few of their number take up ornately decorated arms and armor. Most of the time, these warriors wield a two-handed sword (which causes 1d10 points of damage) or a long spear (which causes 1d6 points), and they wear plate mail (improving their AC from 8 to 1). Unarmed phirblas, if forced into a fight, bash opponents with their bare fists (causing 1d4+1 points of damage). Truth is, they pack a mighty punch, which often surprises berks caught on the receiving end — for some reason, many folks jump to the conclusion that the creatures aren't very tough.

Phirblas also possess a few innate spell-like powers. At will, they can use their telepathic ability to duplicate the effects of an *ESP* spell. Three times each day, they can create such a dizzying array of words with their "speech" that it acts as a *hypnotic pattern*. And, once per day, they can use those words to make a *suggestion*. (Note that the *hypnotic pattern* and *suggestion* powers work only on foes that can read and are never used on other phirblas.)

Heat- and cold-based attacks inflict only half the usual amount of damage on a phirblas, and disease and poison do them no harm. They're also immune to *charms*, *suggestions*,

and any other type of control based on verbal commands. Some berks might think this is because the phirblas're deaf, but that's not the case. Despite their strange mode of communication, they can hear just fine.

THE LADY ⊕ F PAIN?
I KNOW N⊕ SUCH PERSON.
PERHAPS YOU HAVE
MIS+AKEN ME
FOR S⊕ME⊕NE ELSE.
— A PHIRBLAS IN SIGIL



HABITAT/SOCIETY: Ancient even by planar standards, the phirblas boast a complicated and intricate society. They follow no clear-cut leader; instead, each individual has some degree of authority in one area or another. Even more confusing to outsiders, however, is the fact that the hierarchy of control isn't rigid, but extremely flexible and fluid.

Apparently, only the phirblas themselves can truly tumble to do who's supposed to do what for whom, and who can tell whom to do what in which situation.

The demiplane called Inphirblau is difficult to find. It's a huge city that seems to go on forever once a body's found his way in. Millions of phirblas live in the burg, yet somehow they all seem to know each other.

The communicative style of the phirblas' speech indicates emphasis, emotion, and intent. Formal, elegantly flowing script is used in important matters, while simple lettering indicates a casual attitude. Quick, messy, hard-to-read wording implies that the phirblas is in a hurry or has no real desire to communicate. Slow, shaky script probably means that the speaker is distraught.

ECOLOGY: The herbivorous phirblas eat plants and roots prepared in complicated hot and cold dishes. Members of their society who're designated as cooks work many days in advance to prepare each intricate meal. The plants grow in small herbariums located throughout the city that fills their demiplane.

The phirblas don't age or get sick, they hardly ever fall victim to serious accidents, and they never use violence against each other. Hence, phirblas rarely die. Most have no fear of the dead-book, as it seems so distant and unreal to them (thus, many outsiders consider the phirblas quite naive). Existing without the distinctions of gender, they reproduce asexually in a manner that's not fully understood. Due to the low death rate, little reproduction ever occurs. But when it does, new phirblas are "born" fully grown, apparently with the memories and knowledge of the parent.

Despite how loudly some so-called scholars rattle their bone-boxes, no relationship between the phirblas and the dabus of Sigil has ever been proven. Among biologists and racial development experts (a disagreeable bunch of graybeards if there ever was one), this is a hotly contested issue.

PRIMAL

CLIMATE/TERRAIN:	Inner Planes
FREQUENCY:	Very rare
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	Omnivore
INTELLIGENCE:	Average to genius (8-18)
TREASURE:	R,S,T
ALIGNMENT:	Any

NO. APPEARING:	1d4
ARMOR CLASS:	Varies (10)
MOVEMENT:	12
HIT DICE:	Varies (6d4 hp)
THACO:	Varies (19)
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	By weapon (1d6)
SPECIAL ATTACKS:	Varies by rank
SPECIAL DEFENSES:	Varies by rank
MAGIC RESISTANCE:	Nil
SIZE:	M (5'-7' tall)
MORALE:	Steady (11-12)
XP VALUE:	Varies (1,400)

"Power told is power lost." So states the creed of the Primals, an extremely secretive society based on the Inner Planes. See, these folks believe that they've mastered a secret of the multiverse, and unlike most factions and sects, have no desire to share it with anyone — or at least, not many.

On the whole, most folks know only one thing about the Primals: They exist. The rest is dark. 'Course, that leads people to believe that the group's up to no good, that they're just a bunch of subversive berks. They're nothing like the Revolutionary League, though — the Anarchists' goals and tenets are well known. Few have any idea what the Primals work toward or what they hold close to their hearts.

That hasn't stopped bloods from making educated guesses, however. After all, members of the secret sect base themselves on the Inner Planes and call themselves the "Primals." Most likely, then, they focus on the basic nature of the multiverse — the building blocks of which it's composed.

Three levels exist within the hierarchy of the sect. The newly inducted begin at the first rank, that of *initiate*. Those who apply themselves and truly begin to tumble to the primal secrets eventually gain the second rank, that of *lorewarden*. The third and final rank is that of *loremaster*, a title held by extremely few. Fact is, it's even dark as to what a sect member's got to do to earn it. This inner circle of Primals is

so secretive that no one alive today outside of the sect can claim to have seen them or even know where they dwell. The loremasters are said to be ancient by any race's reckoning, and they've probably mastered the highest level of magical knowledge as well.

Unlike many other sects and factions, the Primals don't advertise their membership in the group. They don't openly wear symbols — at least, none that a nonmember could recognize. Still, due to their nature, it's safe to assume that they use a wide range of secret code words, signs, and symbols. They may even have their own language.

COMBAT: Members of the Primals possess a number of potent abilities that apparently flow from the secrets they claim to have mastered. Basically, they can control (in a limited fashion) the matter in their own bodies and in other objects, and even the energies found both naturally and supernaturally in the multiverse. Thus, Primals can alter and shape things according to their ranking.

Initiates can harden their own bodies to give themselves a natural AC of 8. Additionally, they can *mend* a broken object once per day.

The further study of the lorewardens enables them to use a power similar to the *fabricate* spell once per day.

A learned and ancient loremaster can make objects move as he commands (as the spell *animate object*) once per week. Further, he can heal injuries to his own body (as the *cure serious wounds* spell) once every other day. Chant is that some loremasters can even destroy objects (*disintegrate*) and reshape matter (*polymorph any object*) as well as their own bodies (*polymorph self*), though no one's sure how often they can use these powers.

HABITAT/SOCIETY: As noted earlier, the secrecy of the sect is really the only thing that is known about them for sure. One

theory holds that the bashers don't take pains to blend in with normal communities, but simply keep to themselves in hidden enclaves on the Elemental Planes, there to further their study of primal matter. Others believe that sect members have already infiltrated the few inner-planar burgs that exist, planting Primal spies and perhaps even pulling the strings of

the local governments. The dark of it, most likely, is that to some extent both theories are true.

ECOLOGY: Primals don't have any special impact on the ecology. They're just normal cutters who say they've tumbled to some sort of hidden truth. Sure, everyone loves a secret, but to sect members, it's a way of life. No one knows for sure how long it takes to advance through the ranks of the group, but most graybeards feel certain that the time is measured in years, decades, or even centuries. Becoming a high-ranking Primal is a life-long (or perhaps even longer) commitment, one that shouldn't — or perhaps can't — be taken lightly.

SOME SECRETS
DO NOT PERMIT THEMSELVES
TO BE TOLD.

— A PRIMAL



THE PRIMALS

FACTION PHILOSOPHY: No one outside the group knows for sure, but presumably sect members believe that the key to the multiverse is in its basic components. Know the elemental forces, and a body'll know everything.

PRIMARY PLANE OF INFLUENCE: Sect members hold each of the Inner Planes to be equally important. Fact is, Primals never stray to any other planes, period.

ALLIES AND ENEMIES: The Primals're too secretive and withdrawn to have allies — they don't trust others enough to depend upon them for anything. 'Course, the flip side of that position means that the sect's earned no real enemies, either. But few folks trust them.

ELIGIBILITY: Theoretically, any character class can join the sect, but the typical Primal is a 6th-level wizard, and the statistics in parenthesis on the previous page reflect such an individual.

Presumably, any cutter who's willing to walk the path toward knowledge of the elements *and* keep the secrets of the sect is eligible to join. It's known that potential initiates go through a long screening process and

probationary period while the group determines whether or not to accept them. However, the criteria for admission remain a mystery — even to those being judged.

BENEFITS: Initiates, lorewardens, and loremasters gain the abilities described in the "Combat" section, above. These special powers are cumulative with rank.

Intelligent and peery as a rule, Primals almost always plan for various contingencies. They often hide magical items or at least weapons on their person, and they usually stick close by other Primals hidden in plain sight. In other words, a traveler passing through an inner-planar community should keep in mind that anyone around him could be a sect member, ready to rush to the aid of a fellow Primal in need.

RESTRICTIONS: Members of this sect can never leave the Inner Planes and can have only the briefest possible associations with non-members. For these reasons, player characters aren't allowed to join the Primals (or are, at least, highly discouraged from doing so).



	PSURLON	ADEPT	GIANT
CLIMATE/TERRAIN:	Astral Plane	Astral Plane	Astral Plane
FREQUENCY:	Very rare	Very rare	Very rare
ORGANIZATION:	Community	Solitary	Solitary
ACTIVITY CYCLE:	Any	Any	Any
DIET:	Carnivore	Carnivore	Carnivore
INTELLIGENCE:	Genius (17-18)	Supra-genius (19-20)	Genius (17-18)
TREASURE:	V	R,V	C,G,V
ALIGNMENT:	Lawful evil	Lawful evil	Neutral evil
<hr/>			
NO. APPEARING:	1d4	1	1
ARMOR CLASS:	4	3	2
MOVEMENT:	9	9	15
HIT DICE:	7	12	18
THACO:	13	9	3
NO. OF ATTACKS:	3	3	3
DAMAGE/ATTACK:	3d4/3d4/2d8	3d6/3d6/3d8	3d8/3d8/3d10
SPECIAL ATTACKS:	Psionics	Psionics	Psionics
SPECIAL DEFENSES:	See below	See below	See below
MAGIC RESISTANCE:	40%	50%	60%
SIZE:	M (7' long)	M (10' long)	H (20' long)
MORALE:	Elite (15-16)	Fanatic (17-18)	Fearless (19)
XP VALUE:	4,000	9,000	15,000

Quick – name the greatest threat to the githyanki race and their continued dominance of the Astral Plane. The illithids? Wrong. The githzerai? Guess again. No, the most dangerous of the githyanki's foes are actually the psurlons. While the githyanki busy themselves with their eternal feuds with other races, the psurlons – hyperintelligent, wormlike psionics – slowly spread throughout the Silver Void, establishing fortresslike communities not unlike those of the githyanki themselves.

Psurlons were once natives of a prime-material world, the name of which is now lost. As the race matured, they experimented more and more with their natural psionic abilities, even using their skills to manipulate their own physical forms. They discovered that over many generations, liberal applications of certain psionic disciplines could shape individuals into desired, permanent forms. This kind of transformation eventually created the giant psurlons. It also led to the race's downfall, as the psionic abilities of some of the mutated psurlons destroyed their homeworld. The handful that survived fled to the Astral Plane.

A normal psurlon has a multisegmented body with four limbs. The "front" of its body ends in a circular mouth full of sharp teeth, with similar fangs arranged around the outside of the maw. Each of its limbs also ends in a mouth both filled with and surrounded by teeth; the creature uses these limb-fangs in combat as other monsters use claws. It can even grasp objects with its limbs, manipulating them with the long outer teeth.

Fact is, a psurlon's a horrific sight. Thankfully, the creatures almost always wear long robes and cloaks that conceal most of their bodies, though they never don armor. They

communicate with one another telepathically or through squeals and grunts.

COMBAT: With their bodies honed by psionic manipulation, psurlons're tough fighters in both physical and mental combat. When engaged in the former, they can rake with two sharp-toothed limbs and bite with their large front mouth, all in the same round. However, they prefer making mental attacks with their psionic powers; refer to the chart at the end of this entry.

Psurlons have psionically toughened their bodies, which can be wounded only by weapons of +1 or greater enchantment. They've also used their mental prowess to build up a resistance to magic in general and many spells in particular. *Sleep*, *charm*, and *hold* spells don't affect psurlons at all.

HABITAT/SOCIETY: Currently, it seems that the main goal of the psurlons is the complete and utter destruction of the githyanki – which makes *three* races seeking that same end. But rather than attacking the githyanki outright, the psurlons are slowly putting some grand, unknown scheme into motion which will, supposedly, destroy their Astral rivals in one fell swoop. 'Course, as strong as the psurlons are, they may be unwisely stirring a hornet's nest by taking on the githyanki. Only time will tell.

By and large, the psurlons operate in small groups, each sequestered away in secret Astral fortresses. These communities're led by psurlon adepts and, occasionally, giant psurlons, though the latter bands aren't generally considered part of the greater community of the race (no doubt because of the stigma attached to the giants).

Now and then, psurlon groups make use of mentally subjugated slaves of other races. Although humans, demihumans, and humanoids are the norm, the dark of it is that the psionic masters force monsters, giants, and even fiends to serve them.

ECOLOGY: Like other natives of the Silver Void, the psurlons don't need to eat while on the plane, and they don't age there, either. Of course, if they leave the Astral, they immediately grow older and begin to feel hunger.

But neither's much cause for concern. Psurlons feed on humans and other intelligent beings, and the multiverse holds plenty of those. And though instantly aging decades or more might trouble some races, the psurlons have naturally long life spans — well over a thousand years, some say.

Each psurlon is hermaphroditic, giving birth to a litter of dozens of young just once in its life. As newcomers to the Astral Plane (relatively speaking), the psurlons're only now learning the tricks of living in a place without hunger or aging — for example, finding a spot off-plane to raise their young. Chant is they use a cold, airless prime-material world, traveling psionically to other planets to gather food and then bringing it back to their hidden brood.



PSURLON ADEPT+S

Highly skilled in psionic disciplines, larger and more capable with multimouthed attacks, these psurlons are the natural leaders of a race that respects only power. When a psurlon gives birth to a potential adept, the signs are obvious to the rest of the race — they train the child to become a ruler, a champion, and (worst of all) a real terror in combat.

Adepts usually remain on the Astral and lead groups of normal psurlons. Sometimes, though, they form small bands and use the Silver Void's color pools to venture forth and explore other planes. Apparently, they seek new avenues of power and new sources of food and slaves.

GIANT+ PSURLONS

As noted earlier, the psurlons — while on their prime-material homeworld — psionically manipulated their forms. Unfortunately, some of their experiments produced horribly misshapen psurlons of huge size. Most of the very few of these beings left alive now eke out solitary Astral existences. A handful, however, have returned to their own kind, dominating small groups and setting themselves up as ruthless absolute monarchs. Their rule is based on their own physical and mental power, which is incredible.

PSIONICS SUMMARY

	LVL	DIS/SCI/DEV	ATT/DEF	CORE	PSPs
PSURLON:	7	3/4/12	EW,II,MT,PsC,IF,MB,MBk,TS	13	50
ADEPT:	12	4/6/17	All/All	15	75
GIANT:	18	5/8/20	All/All	17	100

Psurlons have the following psionic powers:

Telepathy — Sciences: mass domination, mindlink. Devotions: contact, ego whip, id insinuation, mind thrust, psychic crush.

Psychoportation — Sciences: banishment.. Devotions: astral projection, time/space anchor.

Psychometabolism — Sciences: life draining. Devotions: body control, enhanced strength, flesh armor, mind over body, prolong.

Adepts have the following additional powers:

Telepathy — Sciences: psionic blast. Devotions: psychic drain.

Clairsentience — Sciences: clairvoyance. Devotions: combat mind, danger sense, know location, spirit sense.

Giant psurlons have all of the above powers as well as:

Psychometabolism — Devotions: double pain.

Psychokinesis — Sciences: disintegrate, telekinesis. Devotions: inertial barrier, levitation.

QUASIELEMENTAL, NEGATIVE

	ASH	DUST	SALT	VACUUM
CLIMATE/TERRAIN:	Quasiplane of Ash	Quasiplane of Dust	Quasiplane of Salt	Quasiplane of Vacuum
FREQUENCY:	Common	Common	Uncommon	Uncommon
ORGANIZATION:	Band	Band	Solitary	Band
ACTIVITY CYCLE:	Any	Any	Any	Any
DIET:	Fire	Any solid	Water	Anything
INTELLIGENCE:	Low to high (5-14)			
TREASURE:	Nil	Nil	Nil	Nil
ALIGNMENT:	Neutral	Neutral	Neutral	Neutral
NO. APPEARING:	1d6	1d6	1d6	1d6
ARMOR CLASS:	3	-1	1	-1
MOVEMENT:	12	12	3	36
HIT DICE:	6, 9 or 12	6, 9 or 12	6, 9 or 12	6, 9 or 12
THACO:	6 HD: 15 9 HD: 11 12 HD: 9	6 HD: 15 9 HD: 11 12 HD: 9	6 HD: 15 9 HD: 11 12 HD: 9	6 HD: 15 9 HD: 11 12 HD: 9
NO. OF ATTACKS:	1	1	1	1
DAMAGE/ATTACK:	1d6 + 1hp/HD	1d6 + 1 hp/HD	1d8 + 1 hp/HD	1d4 + 1 hp/HD
SPECIAL ATTACKS:	Drain heat	Engulf, dust storm	Absorb moisture	Draw air
SPECIAL DEFENSES:	See below	See below	See below	See below
MAGIC RESISTANCE:	Nil	Nil	Nil	Nil
SIZE:	M (6' tall)	M (6' tall)	L (9'-12' tall)	S (4' diameter)
MORALE:	Champion (15-16)			
XP VALUE:	6 HD: 2,000 9 HD: 5,000 12 HD: 8,000	6 HD: 3,000 9 HD: 6,000 12 HD: 9,000	6 HD: 2,000 9 HD: 5,000 12 HD: 8,000	6 HD: 2,000 9 HD: 5,000 12 HD: 8,000

Every time a body thinks he's nailed down the Inner Planes, they just get more complicated still. It's easy enough to understand the four Elemental Planes, and not too hard to tumble to how they mix to form the Paraelemental Planes. But it doesn't stop there. In addition to combining with one another, the four planes of the basic elements also mix with the Positive and Negative Energy Planes to produce the eight Quasielemental Planes. And, as sure as Sigil, those eight quasiplanes spawn their own elemental beings – namely, quasielementals.

For reasons that graybeards love to rattle their bone-boxes about, quasielementals simply aren't as powerful, in general, as elementals or paraelementals. The explanations range from mere coincidence to the idea that the quasiplanes have lower energy levels than the others. Most scholars, however, believe that the quasiplanes are the least fundamental of the Inner Planes, and therefore produce beings of less inherent power. 'Course, this doesn't mean that quasielementals're pushovers. Far from it. They're bloods to be respected, particularly when encountered in their home environments.

This entry takes a look at the negative quasielementals – the ones that hail from Ash, Dust, Salt, and Vacuum. They're considered "negative" because they come from quasiplanes formed from the conjunction of the Negative Energy Plane and Air, Earth, Fire, or Water. Some folks look upon

these negative quasiplanes – and their quasielementals – as representing the disintegration of the main four elements.

ASH QUASIELEMENTAL

In the mostly lifeless expanse that is the Quasiplane of Ash, the ash quasielemental embodies the slow fading of energy that has already consumed all it can. An animate pile of ashes and cinders, the quasielemental can form itself into crude shapes – a humanoid being, a serpentine creature, and so on.

COMBAT: This monster rarely makes attacks; its mere presence is threat enough. See, the ash quasielemental feeds on heat, forever sucking the warmth from all things around it. Anyone within 30 feet of the creature automatically suffers 1d6 points of damage per round. The quasielemental doesn't need to make an attack roll, and the victim doesn't get to make a saving throw. Creatures of cold – such as undead, white dragons, and frost salamanders – suffer no harm from the ash quasielemental's heat-draining effect. Note, however, that merely being cold-blooded doesn't protect a victim.

If it so chooses, the ash quasielemental can focus its draining effect into a conelike area 60 feet long and 30 feet wide at the base. Those within the cone suffer 2d6 points of damage per round from the loss of body heat. What's more,

FOUR DIFFERENT CREATURES
BASED ON ABSENCE AND LOSS.
NICE.

— DESCRA+IA GNØRRAS,
STUDEN+ ØF
INNER-PLANAR NATURE

this attack can extinguish a normal flame, such as a torch or a campfire.

If the ash quasiaelemental actually touches a sod in combat, its heat drain inflicts 1d6 points of damage plus 1 additional point per Hit Die of the elemental creature (6, 9, or 12). Note that the victim also suffers the normal damage from being within 30 feet of the quasiaelemental — the radius effect requires no effort on the monster's part (unless it's focusing the draining power into a cone).

Ash quasiaelementals can be struck only by +1 or better weapons and are immune to cold-based attacks. Oddly, though they drain warmth, a great amount of heat weakens them, as they can absorb only so much. Thus, all fire-based attacks inflict twice their normal damage. If an ash quasiaelemental is destroyed by fire, it explodes, inflicting 1d4 points of damage per Hit Die on all creatures within 30 feet.

HABITAT/SOCIETY: Ash quasiaelementals rarely leave their home plane. The Elemental Plane of Fire would prove lethal to them, and most other planes are either too hot (causing them harm) or too cold (offering no sources of warmth they can drain).

The Quasiplane of Ash holds a gigantic fortress made of cinders, a palace known as the Citadel of Former Flame. From here, a council of powerful, intelligent ash quasiaelementals plots and plans against their enemies from Fire. While they can't take direct action against the inhabitants of that plane for fear of their own destruction, they weave elaborate schemes that cause others to strike against their foes. Apparently, the council feels that with the eventual end of Fire, all that will be left is cold Ash.

ECOLOGY: These creatures live a strange existence. After all, they must fear what they crave, for too much will destroy them. They're not born through any sort of biological reproductive process, but seem to emerge randomly from the ash of the quasiplane.

And only the most leatherheaded prime still believes the old rumor that ash quasiaelementals're actually undead fire elementals.

DUST+ QUASIELEMENTAL

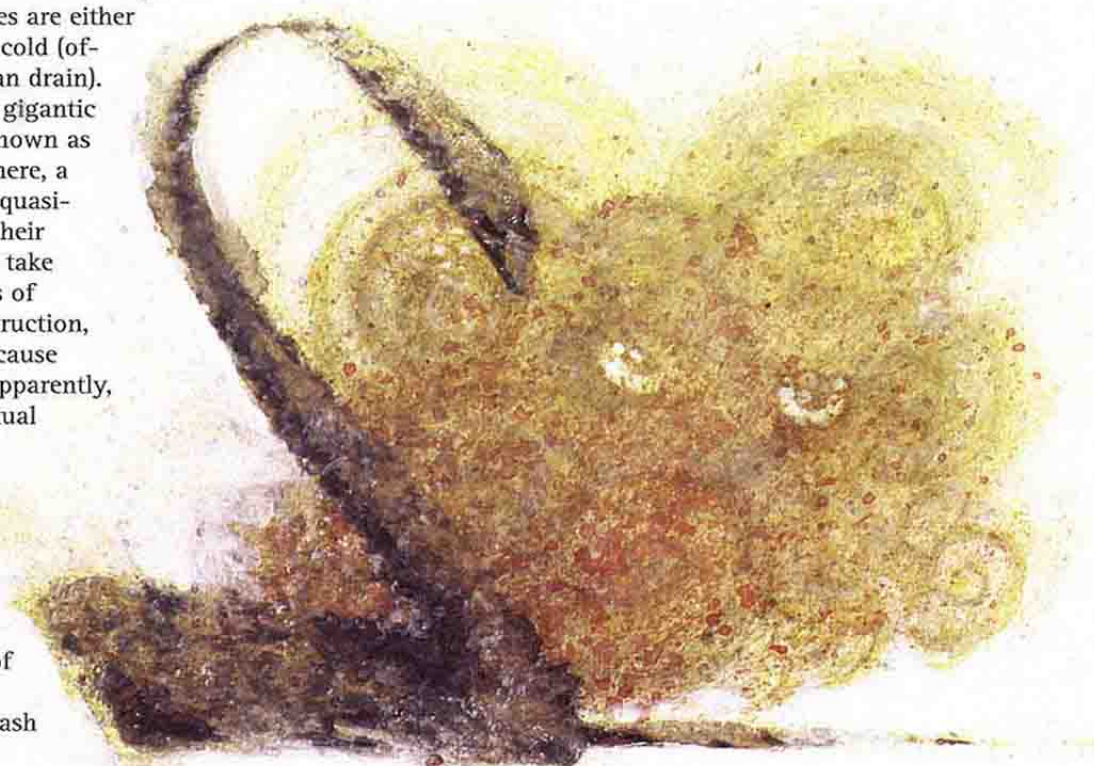
If the ash quasiaelemental embodies the death of energy, then its dust counterpart embodies the death of matter. It revels in the obliteration of solid objects, especially the pulverization of worked or crafted materials.

A dust quasiaelemental looks like a billowing cloud of dust, with tiny, eyelike pockets of swirling particles.

COMBAT: When fighting, a dust quasiaelemental can lash out with a pseudopod of churning dust, inflicting upon a foe 1d6 points of damage plus 1 additional point for each of its Hit Dice (6, 9, or 12).

However, if the quasiaelemental makes an unmodified (natural) attack roll of 19 or 20, it completely engulfs its opponent. Engulfed sods are powerless to act and begin disintegrating — their body's particles blend with those already swirling within the monster. Victims suffer 2d6 points of damage per round until they die, at which point they've been completely broken down. A quasiaelemental can engulf only one creature of size S or M at a time. If a sod's engulfed, the only way to free him is to kill the quasiaelemental.

The monster can also transform its body into a raging dust storm with a radius of 40 feet. Those caught within the



storm must make a successful saving throw versus rod/staff/wand or become blinded for 1d10 rounds. However, nothing can save them from the storm's physical battering, which causes 1d2 points of damage per Hit Die of the quasiaelemental.

A dust quasiaelemental can be struck only by weapons of +1 or greater enchantment.

HABITAT/SOCIETY: Vengeful and destructive, dust quasiaelementals could almost be considered evil. Ultimately, of course, they must be seen as a natural part of the multiverse, rather than as creatures of malice. Nevertheless, if crossed, a dust quasiaelemental stops at nothing to slay the berk who did it harm. (Actually, if a cutter really thinks about it, the monsters' affinity for destroying things that others have taken pains to create might also seem a bit immoral . . .)

Dust quasiaelementals have no real organization, although they sometimes gather in leaderless groups — mobs, really — to roam about wreaking havoc. They don't willingly leave their home quasiplane, but when they suddenly find themselves somewhere else (perhaps because of a summoning), they take no steps to return. They're simply content to break down matter wherever they happen to be.

ECOLOGY: Because they literally feed upon destruction, dust quasiaelementals are best feared and avoided, rather than dealt with. To make matters worse, the creatures're spontaneously generated wherever great devastation occurs, so their own actions tend to create more of their kind.

SALT+ QUASIELEMENTAL

Like the crystalline facets, other natives of the Quasiplane of Salt, the salt quasiaelementals absorb moisture of any sort. They're not as numerous as the constantly multiplying facets, though, especially in the border areas between Salt and the Elemental Plane of Water. They can take on other appearances (as can certain other quasiaelementals), but these salt beings most often resemble large, white, rime-encrusted lizards.

COMBAT: Using their large, dense fists, salt quasiaelementals can smack their foes and cause 1d8 points of damage plus 1 additional point per Hit Die (6, 9, or 12). But they pose an even greater danger to any beings that contain water — which includes most animal and plant life, creatures of elemental water, and so on. The quasiaelementals automatically leech moisture from anything within 80 feet, and this draining effect inflicts 2d6 points of damage per round on susceptible creatures.

'Course, a body knows what's said about too much of a good thing. If a salt quasiaelemental encounters so much water that it's entirely immersed, it dies, exploding with great force. Everything within 30 feet of the creature is subject to an attack (as if the quasiaelemental itself had made it). Those struck suffer 1d8 points of damage from flying salt shrapnel.

Salt quasiaelementals can be struck only by weapons of +1 or greater enchantment. They're also immune to fire.

HABITAT/SOCIETY: The salt quasiaelementals stick mostly to their own plane. Fact is, they'll never join the facets' crusade against the Elemental Plane of Water, due to the dangers they'd face from being near such large volumes of liquid. More or less solitary creatures, salt quasiaelementals're content to wander their plane, absorbing water in small amounts.

It's interesting to note that while a salt quasiaelemental can drain the moisture from a facet, the process doesn't work in reverse — a facet can't absorb anything from a salt quasiaelemental. This just goes to show that the quasiaelemental is truly the *embodiment* of salt (and dryness), while the facet is just a *creature* of salt.

ECOLOGY: Chant is that a few high-up wizards have figured out a way to imprison salt quasiaelementals in their laboratories to keep their spellbooks and delicate experiments dry.

VACUUM QUASIELEMENTAL

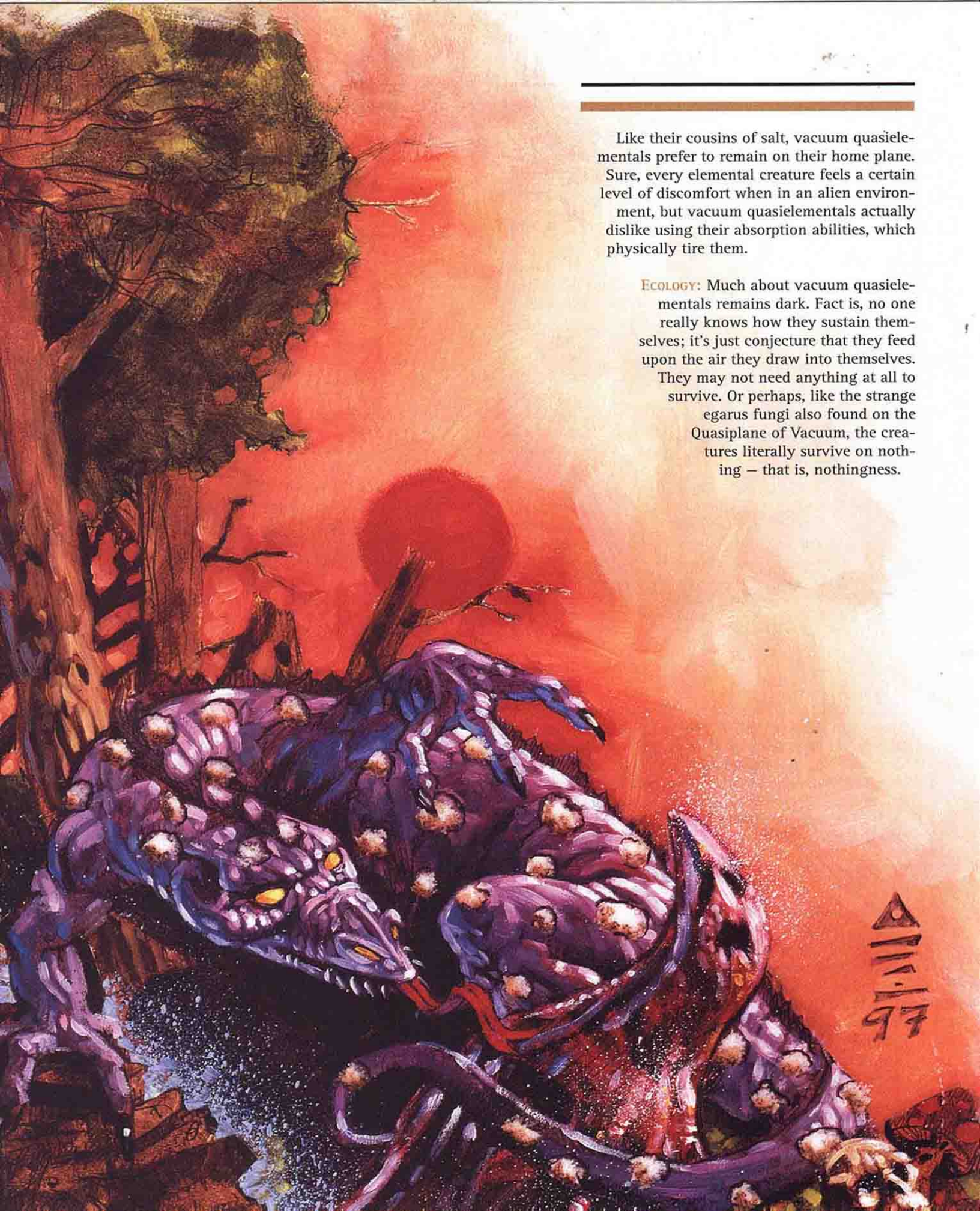
While some graybeards like to categorize these creatures as the embodiment of the destruction or absence of air, a truly canny blood knows the real dark — vacuum quasiaelementals embody the absence of *everything*. The things're completely invisible, and their shape is that of an amorphous, rubbery, hollow skin.

COMBAT: A vacuum quasiaelemental can ram foes with its shapeless body, inflicting 1d4 points of damage plus 1 additional point per Hit Die (6, 9, or 12). But more importantly, it also draws any surrounding air into itself. An area of 60 feet around the creature is treated as though a continual *gust of wind* spell blew toward the quasiaelemental. Any air-breathing sod within that area automatically suffers 1d4 points of damage per round — the monster literally sucks the breath away from him. ('Course, this doesn't apply on an airless void like the Quasiplane of Vacuum.)

If in a confined space, a vacuum quasiaelemental can reduce a 60-foot cube of air to a vacuum within a single round. However, it can maintain the airless state for only 10 rounds; it must then stop and rest for an hour before using this power again.

Like all quasiaelemental beings, vacuum quasiaelementals can be struck only by +1 or better weapons. Air-based spells (such as *gust of wind*) cast by a wizard or priest of a level higher than the quasiaelemental's total Hit Dice slay the creature if it fails a saving throw versus death magic.

HABITAT/SOCIETY: Vacuum quasiaelementals are surprisingly gregarious creatures, gathering in small groups whenever possible to converse and interact. On the other hand, they have no love for any other beings and usually attack intruders on their quasiplane.



Like their cousins of salt, vacuum quasiaelementals prefer to remain on their home plane. Sure, every elemental creature feels a certain level of discomfort when in an alien environment, but vacuum quasiaelementals actually dislike using their absorption abilities, which physically tire them.

ECOLOGY: Much about vacuum quasiaelementals remains dark. Fact is, no one really knows how they sustain themselves; it's just conjecture that they feed upon the air they draw into themselves. They may not need anything at all to survive. Or perhaps, like the strange egarus fungi also found on the Quasipplane of Vacuum, the creatures literally survive on nothing — that is, nothingness.

△
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QUASIELEMENTAL, POSITIVE

	LIGHTNING	MINERAL	RADIANCE	STEAM
CLIMATE/TERRAIN:	Quasiplane of Lightning	Quasiplane of Mineral	Quasiplane of Radiance	Quasiplane of Steam
FREQUENCY:	Common	Common	Common	Common
ORGANIZATION:	Band	Band	Band	Band
ACTIVITY CYCLE:	Any	Any	Any	Any
DIET:	Any energy	Any stone	Darkness	Any gas
INTELLIGENCE:	Low to high (5-14)			
TREASURE:	Nil	Nil	Nil	Nil
ALIGNMENT:	Neutral	Neutral	Neutral	Neutral
NO. APPEARING:	1d6	1d6	1d6	1d6
ARMOR CLASS:	2	0	0	2
MOVEMENT:	Fl 18 (E) (plus special)	6	Fl 48 (E)	Fl 12 (E)
HIT DICE:	6, 9 or 12	6, 9 or 12	6, 9 or 12	6, 9 or 12
THACO:	6 HD: 15 9 HD: 11 12 HD: 9	6 HD: 15 9 HD: 11 12 HD: 9	6 HD: 15 9 HD: 11 12 HD: 9	6 HD: 15 9 HD: 11 12 HD: 9
NO. OF ATTACKS:	1	1	1	1
DAMAGE/ATTACK:	1d6 + 1 hp/HD	1d8 + 1 hp/HD	1d3 + 1 hp/HD	1d6 + 1 hp/HD
SPECIAL ATTACKS:	Lightning globe	Merging	Beams, blinding	None
SPECIAL DEFENSES:	See below	See below	See below	See below
MAGIC RESISTANCE:	Nil	Nil	Nil	Nil
SIZE:	S (3' diameter)	L (9'-12' high)	S (3' diameter)	G (60' wide)
MORALE:	Champion (15-16)			
XP VALUE:	6 HD: 2,000 9 HD: 5,000 12 HD: 8,000	6 HD: 3,000 9 HD: 6,000 12 HD: 8,000	6 HD: 3,000 9 HD: 6,000 12 HD: 9,000	6 HD: 2,000 9 HD: 5,000 12 HD: 8,000

This entry sheds light on the positive quasielementals — the ones that come from Lightning, Mineral, Radiance, and Steam. Scholars think of them as “positive” because they’re natives of the quasiplanes formed from the conjunction of the Positive Energy Plane and Air, Earth, Fire, or Water.

NOTE: For general information on quasielementals, refer to the first few paragraphs of the entry for negative quasielementals (on page 78).

LIGHTNING QUASIELEMENTAL

The Quasiplane of Lightning is a wild and dangerous place, and the living embodiments of the realm are no different. If any of the quasielementals (or paraelementals, for that matter) could be said to lean a bit more toward chaos than pure neutrality, it’d have to be those of Lightning.

These creatures look like small balls of lightning, with bolts of electricity constantly arcing from them toward the nearest conductor. Further, they can carry themselves along one of these arcs, effectively teleporting (as per the spell) up to 60 yards away to any grounded or metallic object with a mass greater than 5 pounds. Each round, a quasielemental can “teleport” in this fashion in addition to physically moving its normal rate (18).

COMBAT: The touch of a lightning quasielemental carries with it a powerful jolt of electricity, enough to inflict 1d6 points of damage plus 1 additional point for each of the creature’s Hit Dice.

The quasielemental can also discharge globes of electricity, one per round, for as many rounds per day as it has Hit Dice. (Thus, once per day a quasielemental of 6 HD can release six globes, one of 9 HD can release nine, and one of 12 HD can release 12.) These globes float near the creature, sticking close wherever it goes. When a significant amount of metal (such as a basher in armor) or any living being of 200 pounds or more comes within 5 feet of the quasielemental, the globes move toward the target and discharge. Each globe inflicts damage according to the strength of the quasielemental: 1d4 points (for 6-HD quasielementals), 1d6 points (for 9-HD), or 1d8 points (for 12-HD). The victim receives no saving throw versus the attack, which could prove exceedingly dangerous if many globes zap the sod at once.

A lightning quasielemental can be struck only by a weapon of +1 or greater enchantment. Anyone who strikes it with a conductive material (such as a metal sword, even one that’s magical) suffers 1d4 points of electrical damage from the creature’s power. Not surprisingly, the quasielemental is immune to electricity. Fire- and acid-based attacks cause

only half damage. Water, on the other hand, inflicts 1d8 points of damage per gallon to a lightning quasiaelemental.

HABITAT/SOCIETY: Intelligent lightning quasiaelementals flock together in the constant storms of their home plane in a display that outsiders'd call a huge electrical conflagration. No one knows the dark of what happens during these gatherings. Some think it's reproduction, while others say the quasiaelementals meet to exchange information.

Beyond these mysterious assemblies, the creatures seem to have no real organization. No lightning quasiaelemental ruler is known to exist, nor — does it appear — could one. The beings are truly alien, somewhat chaotic loners.

ECOLOGY: Virtually nothing is known of the life cycle of lightning quasiaelementals. Still, it's clear that they're the undisputed masters of their plane. Should a need for hierarchy arise (which it hardly ever does), the creatures known as shockers are almost always subservient to the quasiaelementals.

MINERAL QUASIELEMENTAL

In many respects, the mineral quasiaelemental looks like an earth elemental, but one made of precious stones and metals. It can, however, take other forms. Fact is, it can mimic the basic shape of any other creature, though the new form is always made of sparkling minerals. When the poet Verismil wrote of "gem-studded dragons and multifaceted knights," he was actually referring to a unit of mineral quasiaelemental warriors marching into the Great Crystalline War of a few hundred years ago.

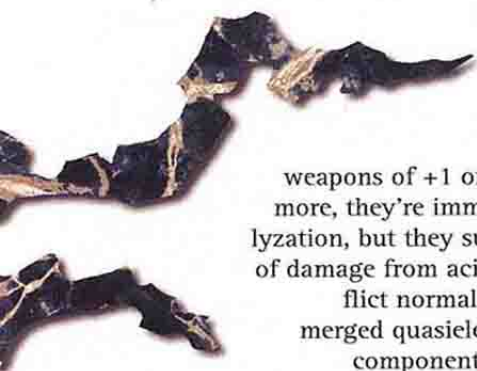
COMBAT: When a mineral quasiaelemental needs to bring down a foe, it simply clubs him with whatever sort of limbs it has in its current form. They always inflict 1d8 points of damage plus 1 additional point for each of its Hit Dice. The quasiaelemental can also pass through stone at will (at its normal movement rate) in the same manner as a xorn, but it rarely uses this

ability with any craftiness or stealth. Rather, its attacks are straightforward and guileless.

It's bad enough when a berk has to fight just one mineral quasiaelemental, but things really take a turn for the worse when two of 'em are near. See, the pair can merge to form a single gigantic mineral being with all the hit points and combined Hit Dice of its component parts. Each blow landed by this creature inflicts 2d8 points of damage plus 1 additional point per Hit Die (using the combined HD total), and the merged quasiaelemental makes two attacks per round. No more than two quasiaelementals can join together in this fashion.

I'M TELLIN' YOU,
I HAD THIS SACK O' GEMS
WHEN I CAME HERE!
— A THIEF ON MINERAL
+ AN ANGRY
QUASIELEMENTAL





Mineral quasielementals regenerate 2 hit points per round as long as they're alive and in contact with solid, inorganic matter.

They can be struck only by weapons of +1 or better enchantment. Furthermore, they're immune to petrification and paralysis, but they suffer twice the normal amount of damage from acid. Lightning-based attacks inflict normal damage, but they also force a merged quasielemental to break down into its component individuals if it fails a saving throw versus spell.

HABITAT/SOCIETY: Fairly warlike, mineral quasielementals gather into bands and patrol the glittering caverns of their plane. 'Course, who could blame them? Many bashers think that the quasiplane of Mineral is just a treasure-trove waiting to be plundered. The quasielementals despise creatures like xorn and khargra that seek to devour precious minerals, but, truth is, they're generally hostile to any intruder who doesn't offer a really good reason for being there.

ECOLOGY: When a mineral quasielemental is slain, its body becomes little more than uncut gems and valuable metal ore — approximately 200 gp worth for each of the creature's Hit Dice. But few berk's are barmy enough to try to get rich by killing the plane's guardians. See, there are far easier methods of obtaining the valuable materials — after all, the whole quasiplane is filled with them!

If a quasielemental dies on any other plane, it simply falls apart into the gems and ore used to summon it in the first place. In other words, unless the creature stepped through a gate, its corpse probably won't yield anything its slayer didn't already have access to.

RADIANCE QUASIELEMENTAL

A basher new to the Inner Planes might mistake a radiance quasielemental for one made of lightning. That's because a radiance quasielemental appears to be a glowing ball of energy, but unlike its lightning counterpart, it doesn't crackle chaotically with arcs of energy. Instead, it emits a steady, orderly glow, varied only by the intensity of the creature's continual, smooth spinning. The glow is equivalent to a double-strength *continual light* spell, though the quasielemental can dim the illumination if it chooses.

COMBAT: The touch of a radiance quasielemental inflicts 1d3 points of damage plus 1 additional point for each of the creature's Hit Dice. However, when forced to defend itself, the quasielemental usually prefers to drive off its attackers by emitting rays of light. It can release seven different beams, each with its own effect:

- ♦ *Red beam:* inflicts 1d6 points of cold damage + 1 additional point for each of the quasielemental's Hit Dice.
- ♦ *Orange beam:* inflicts 1d6 points of heat damage + 1 point/HD.
- ♦ *Yellow beam:* inflicts 1d6 points of acidic damage + 1 point/HD.
- ♦ *Green beam:* inflicts 1d6 points of poisonous damage + 1 point/HD.
- ♦ *Blue beam:* inflicts 1d6 points of electrical damage + 1 point/HD.
- ♦ *Indigo beam:* inflicts 1d6 points of "holy" damage + 1 point/HD. This attack only affects creatures susceptible to damage from holy water.
- ♦ *Violet beam:* inflicts 1d6 points of impact damage + 1 point/HD.

Each beam is 1 foot wide and has a range equal to the Hit Dice of the quasielemental in tens of yards. The creature can emit only one beam each round, but it can otherwise use the rays as often as it likes. The beams don't automatically hit their target; the quasielemental must make an attack roll. But it's canny enough to notice if a particular ray fails to injure a given basher; if that occurs, it'll try to hit him with a different colored beam next time.

Finally, a quasielemental can harm its foes by spinning very quickly and blinding those looking at it. Anyone within 120 yards of the creature when it uses this power must make a saving throw versus death magic or be struck blind for 2d10 days.

A radiance quasielemental can be struck only by weapons of +1 or better enchantment. Magical darkness of any kind wounds the creature, causing 1 point of damage per level of the caster. Attacks based on fire, cold, and electricity inflict only half damage, however.

HABITAT/SOCIETY: These light-based beings stick to small groups on their home plane. They rarely so much as move except to avoid the scile (other residents of the quasiplane). Chant is, the more intelligent radiance quasielementals are philosophers that remain in one position for eons in peaceful contemplation. 'Course, if disturbed, they grow quite temperamental.

Quasielementals that care less for philosophy move about a good deal more on their plane as well as on others, carrying out errands or simply looking to feed.

ECOLOGY: Since their plane is such a safe haven for creatures like themselves, radiance quasielementals have little to fear from predators or other threats. And the scile aren't so much a danger as a minor annoyance. But a few planewalkers say they've heard that evil creatures from the Demiplane of

Shadow occasionally invade Radiance and cause havoc. These raids are fairly trivial, but they could presage something larger and more dire.

STEAM QUASIELEMENTAL

Also known as mist quasielementals, these vaporous beings look like large clouds of virtually transparent gas. Their ghostly appearance should be a warning even to an addle-cove that the creatures are best left alone.

COMBAT: Steam quasielementals have full control of their temperature. They can become a mass of scalding steam or a cloud of freezing mist at will, even switching back and forth between the extremes every round.

In battle, they simply surround and engulf their foes. Each round, anyone within a quasielemental's area (which can fill a cube up to 60 feet on a side) suffers 1d6 points of either hot or cold damage plus 1 additional point for each of the creature's Hit Dice. The quasielemental doesn't need to make an attack roll, and the victim receives no saving throw. The gaseous creature can also strike those outside its area with a single misty tendril.

A steam quasielemental can be struck only by weapons of +1 or greater enchantment. It's immune to cold-based attacks, weather-affecting spells, and any harmful effects from water. Fire-based attacks cause only half damage. Electricity inflicts full damage, but it also can hurt anyone currently engulfed by the creature. (Sods in the cloud must make a saving throw versus spell; failure indicates that they suffer half damage from the electrical attack, and success means that they suffer none.)

Steam quasielementals can move through the air or water with equal ease, and they can pass through the smallest of openings or cracks in solid objects.

HABITAT/SOCIETY: Steam quasielementals are said to slip their misty tendrils into all aspects of life on their home plane, where they're virtually impossible to detect. The most intelligent ones organize their lessers into cadres of spies and agents. Thus, they not only know everything that happens on the Quasipane of Steam (and other planes nearby), but they can try to control those events as well.

These dangerous creatures don't hesitate to attack whenever a berk stands in the way of their plans – or whenever it serves their purposes. More frequently, they try to take intruders as slaves, because their one limitation is their inability to manipulate objects. Planewalkers or other bashers made of solid matter prove useful for such tasks (which, admittedly, don't arise too often).

ECOLOGY: Steam quasielementals absorb gases to sustain themselves and reproduce simply by absorbing a great deal and then splitting in two.



CLIMATE/TERRAIN:	Quasiplane of Ash
FREQUENCY:	Uncommon
ORGANIZATION:	Pack
ACTIVITY CYCLE:	Any
DIET:	Carnivorous
INTELLIGENCE:	Animal to semi (1-3)
TREASURE:	Nil
ALIGNMENT:	Neutral

NO. APPEARING:	1d6+1 (rarely, 1)
ARMOR CLASS:	5
MOVEMENT:	Fl 18 (B)
HIT DICE:	4+2
THACO:	17
NO. OF ATTACKS:	4 or 1
DAMAGE/ATTACK:	1d4/1d4/1d4/1d4 or 1d8+3
SPECIAL ATTACKS:	Paralyzation, blood drain
SPECIAL DEFENSES:	Immune to fire and heat
MAGIC RESISTANCE:	Nil
SIZE:	M (5' across)
MORALE:	Elite (13-14)
XP VALUE:	975

Uidin moved closer to the giant cinder and drew his sword. Something was amiss, but he couldn't tell quite what it was. A scratching sound came from around the left side of the cinder. The tiefling took a careful step toward the noise, but just then, a black swarm of creatures flew around from the right. A trap!

Uidin held out his sword and stumbled backward as quickly as he could. The monsters drew nearer, but he still couldn't identify them. Each seemed to be mass of flailing claws and clashing, gnashing teeth. They flew as one, moving like fish in a school.

"Get back," he cried to Stinaa, who'd been following him to the cinder. Uidin summoned a mass of inky darkness between himself and the creatures and turned to flee. He took only a few steps before the monsters flew right through the blackness and were upon him.

* * * * *

When Stinaa reached the portal and made it back to Mi-vare, she told the vizier of the encounter.

"Ah, yes," he replied, "the rasts — packs of creatures on Ash. A pity." The vizier puffed away on his intricately carved pipe. "I'm sure that you could have dispatched them with a spell. I don't believe them to be particularly powerful. Your tiefling friend probably just got careless."

"But sir," Stinaa said, "Uidin just *stood* there while those things tore him apart. As I fled, I saw them draining away his life's blood while he still lived — yet he did nothing!"

"Oh." Puff. Puff. "Perhaps there's more to those little beasts than I first believed."

Amid the cinders and soot of the Quasiplane of Ash, amid the choking clouds and wisps of smoke, the rast makes its home. The main body of the creature is fairly small — just big enough to hold its stomach and heart, really. Radiating outward are 10 to 12 spindly limbs (the creatures don't seem to have a standard number), each ending in a barbed claw for tearing apart meat or digging through the soft ash. The limbs don't flap or act in any way like wings, yet somehow the rast flies (perhaps in a manner similar to that of beholders). The rast's head sits atop a flexible neck, its mouth huge and obscenely full of teeth. Narrow red eyes peer out through the dark, sooty air of the plane.

COMBAT: The piercing gaze of the rast strikes a chord deep within all creatures. Those who meet the monster's stare must make a successful saving throw versus paralyzation or freeze in place for 1d6 rounds out of primal fear. No creature is immune to this effect, and magic resistance offers no protection against it. Fortunately, if a basher makes his saving throw, he's safe from the rast's gaze for the rest of the encounter. ('Course, he's subject to the effect again the *next* time he runs into a rast. . .)

Rasts enjoy attacking those held motionless in fear, but they're canny enough to strike first at those *not* frozen. Once they've put any active foes in the dead-book, they tear into the paralyzed berks.

Given that rasts have 10 to 12 limbs each, it's no surprise that they usually attack with multiple claws. Fact is, in a single round they can make up to four claw attacks (inflicting 1d4 points of damage each), on either one or two foes. This flurry of raking blows often weakens even the toughest of enemies. Yet a rast has one other weapon in its natural arsenal — its savage jaws.

If a rast elects to bite a foe rather than use its claws, it can make only one attack per round, but that single assault'll cause a lot more pain. The bite of the creature inflicts 1d8+3 points of damage, and once it's made a successful hit, the rast continues to grip the victim in its jaws, draining blood from the wound it created. The victim loses blood quite rapidly, suffering 1d4+4 points of damage per round. With its strong jaws, nothing can force the rast to release its prey unless it's slain or subdued — or until the victim dies. Physically tearing the rast away from its target always results in the death of the poor sod to whom it's attached.

As natives of the Quasiplane of Ash, rasts are — in some way or another — creatures of cinder. They breathe ash, even consuming it when they can find no meat (though it won't sustain them for long). And, being immune to fire and heat, they cannot burn.

Rasts are canny combatants, using stealth and misdirection to ambush their victims. The Quasiplane of Ash is a harsh place with little prey, so they must be efficient hunters to survive.

HABITAT/SOCIETY: Rasts lair within the ash of their home plane, hollowing out small caves to house an entire pack.



When not asleep, they fly out and hunt. The pack almost always operates as a unit, instinctively working together. Because prey is scarce, they must spend almost all their time on the hunt. Likewise, they must succeed in bringing down their quarry — a missed opportunity could lead to starvation.

Rasts of a particular pack never resort to cannibalism, though they will attack and eat members of other packs. Rast pack wars are quick, bloody, and merciless.

After all, when one rast kills another, it not only gains food but also eliminates a competitor.

ECOLOGY: Rast young are born in litters of 10 or more and must immediately fend for themselves as members of the pack. Those that become unable to take on their share of the hunting duties — the old, the sick, the feeble, and so on — are sent away, probably to become food for another hungry rast pack.



RAVID

CLIMATE/TERRAIN: Any (Positive Energy Plane)
 FREQUENCY: Very rare (common)
 ORGANIZATION: Solitary
 ACTIVITY CYCLE: Any
 DIET: Special
 INTELLIGENCE: Low (5-7)
 TREASURE: Nil
 ALIGNMENT: Neutral

NO. APPEARING: 1
 ARMOR CLASS: -4
 MOVEMENT: Fl 24 (A)
 HIT DICE: 3
 THACO: 17
 NO. OF ATTACKS: 2
 DAMAGE/ATTACK: 1d4/1d6
 SPECIAL ATTACKS: Energy jolt, animation
 SPECIAL DEFENSES: Animation

MAGIC RESISTANCE: 20%
 SIZE: M (6' long)
 MORALE: Unsteady (5-7)
 XP VALUE: 1,400

"Ask yourself this, berk: Would you rather face a creature of negative energy that wants to drain you, or a beast of positive energy that wants to pump you full of life?"

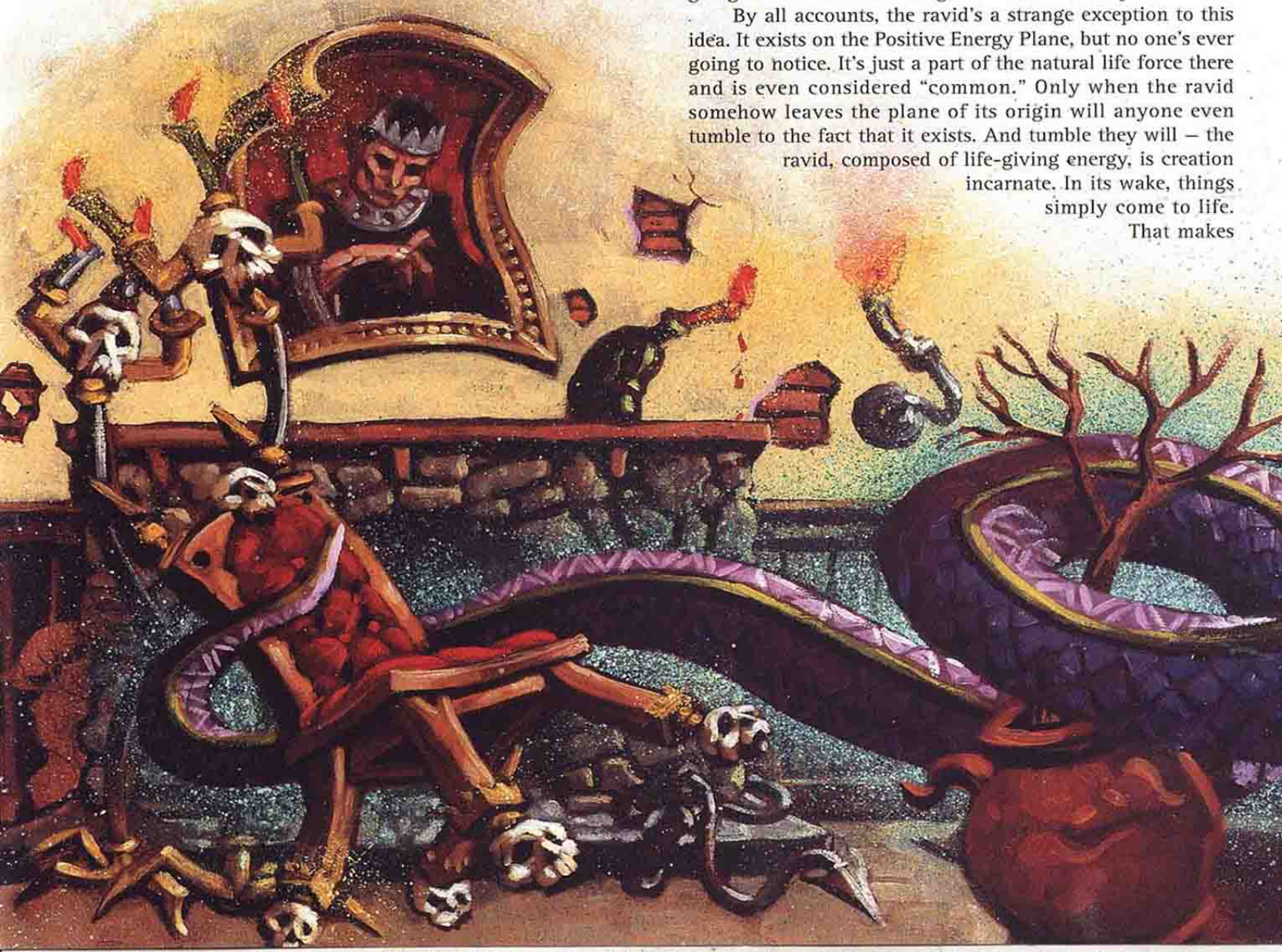
"The answer's not as simple as you might think."

— Thurgold Fammis, inner-planar sage

The ravid is a creature native to the Positive Energy Plane. That alone makes it a rare beast, since very little life hails from that brilliant place. And that's a bit odd in itself — shouldn't a plane full of life-giving energy spawn all manner of beings? A good many bashers think so, but it just ain't true. See, the plane has too *much* energy. Some graybeards even believe that life springs up all over the plane, but that it's instantly destroyed by the sheer overwhelming vitality, its own essence going on to create something else — an infinite cycle.

By all accounts, the ravid's a strange exception to this idea. It exists on the Positive Energy Plane, but no one's ever going to notice. It's just a part of the natural life force there and is even considered "common." Only when the ravid somehow leaves the plane of its origin will anyone even tumble to the fact that it exists. And tumble they will — the ravid, composed of life-giving energy, is creation incarnate. In its wake, things simply come to life.

That makes



it one of the most volatile and dangerous creatures a body's likely to come across.

In appearance, a ravid resembles a 6-foot-long serpent with no mouth and a single, spindly arm. It glows brightly with a golden light, illuminating whatever area it currently occupies with the force of a *continual light* spell.

COMBAT: A ravid's not likely to fight unless threatened, in which case it strikes with its single limb (causing 1d4 points of damage) and whipping tail (causing 1d6 points). Each of these attacks also carries with it an energy jolt. Victims struck must make saving throws versus paralyzation or feel the effect of the jolt. Note that it's possible for the ravid to strike a sod with both its limb and its tail, thus delivering two separate jolts. The Dungeon Master should determine the effect(s) on the victim by the following roll:

D6 EFFECT

- 1-3 The victim gains 2d4 hit points. If the new total places him over his normal maximum, he suffers burnout, and loses 1d4 hit points *permanently*.
- 4-5 The victim is *hasted* for 2d4 rounds, and then ages 1d2 years from burnout.
- 6 The victim receives the benefits of a *strength* spell, but then loses a point of Strength from burnout.

Ironically, a jolt may heal the damage inflicted by the attack that delivered it. Such is the nature of positive energy.



'Course, a ravid's unconscious ability to grant life isn't nearly so welcome. Once per round, an object or portion of an object within 10 feet of the ravid is permanently imbued with life, Intelligence, and mobility. The DM should treat these items as if affected by an *animate object* spell, but should also roll 3d6-2 to determine each object's new Intelligence.

If the ravid is not within 10 feet of an object in any given round, the ground or air (or whatever *does* surround the beast on that particular plane) will churn to life as a minor elemental creature, similar to an *animental*. Each creature thus formed has a 30% chance of being hostile to those around it. However, the situation modifies that percentage chance — for example, a living weapon is more likely to show aggression than a living chair.

In all cases, though, the new life forms consider the ravid their creator. They're never hostile to it, and they even defend their sire if it's threatened. The ravid, on the other hand, hardly pays its creations any notice at all. It doesn't have the brain-box or the motivation to "command" them. Sometimes, the animated objects follow the ravid around, and sometimes they just wander off on their own.

Another point worth noting: While a ravid passing by a dead creature may imbue it with life, the deceased being is not resurrected. That is, a planewalker's corpse might be animated, but the original spirit won't return from wherever it's gone to rejoin the body.

An *energy drain* spell or the touch of a life-draining creature like a spectre or a wight automatically slays a ravid. In the case of an undead creature, however, it is destroyed by the ravid in turn.

HABITAT/SOCIETY: As mentioned above, the very idea of a ravid has no real meaning in its native environment. The creature becomes significant only when it makes its way to another plane by being summoned, passing through a portal, or just tagging along behind a group of careless planewalkers.

Once on another plane, the ravid timidly begins to explore its new surroundings. Most of them see the multiverse as a sad, lonely expanse that needs to be filled with life, and they take it upon themselves to bestow that great gift upon as many objects as they can. (For this reason, they often avoid creatures that're already alive — especially other ravids.) Folks encountering a ravid might never actually see the creature itself, but instead find themselves in a desolate area where *everything* is alive. The energy beast might have long since departed, or it might be in hiding from the bashers.

Ravids are terrified of undead creatures and flee from them on sight. Intelligent undead despise the life-giving ravids and try to kill them, even if it means their own destruction.

ECOLOGY: The ravid, by its very nature, doesn't "feed" on anything. Its diet, rather, consists of giving energy to other objects rather than taking something away.

Ravids are spontaneously generated on the Positive Energy Plane, and have no way of creating more of their kind on their own.

CLIMATE/TERRAIN:	Inner Planes
FREQUENCY:	Very rare
ORGANIZATION:	Solitary (tribal)
ACTIVITY CYCLE:	Any
DIET:	Omnivorous
INTELLIGENCE:	High (13-14)
TREASURE:	See below
ALIGNMENT:	Neutral

NO. APPEARING:	1
ARMOR CLASS:	6 or better
MOVEMENT:	12 (18 within element)
HIT DICE:	3+
THACO:	17 or better
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	By weapon (+2 to +6 for Str)
SPECIAL ATTACKS:	Spells
SPECIAL DEFENSES:	Spells
MAGIC RESISTANCE:	Nil
SIZE:	M-L (7' to 12' tall)
MORALE:	Elite to fanatic (14-18)
XP VALUE:	3 HD: 975 4 HD: 1,400 5 HD: 2,000 6 HD: 3,000 7+ HD: 4,000 + 1,000/HD

"On planes where so little should live, so much does,"
— Siras Gren, prime planewalker

As if geniekind, elemental grues, animentials, Archomentials, and, of course, elementals themselves weren't enough, the Elemental Planes are also the home of the ruvoka. Fact is, these tall, gaunt humanoid creatures're known to inhabit almost all of the Inner Planes, even those as far-flung and inhospitable as Vacuum or Lightning. Only the two energy planes seem to be without 'em, though it just may be that they haven't been discovered there yet.

Simply put, the ruvoka're tough bashers, able to survive just about anywhere. While they can be killed, they don't age or die of natural causes.

The ruvoka are identified by the tribe to which they belong. Some of the most well-known tribes're the brajeti and the zathosi of Earth, the ethilum of Air, the kaltori of Fire, the ramoka of Steam, and the sartarin of Ash. Each tribe has its own language, though all ruvoka possess a form of telepathy that allows them to communicate with any intelligent creature.

COMBAT: Ruvoka begin their lives with 3 Hit Dice, but as they mature and grow more skilled during their incredibly long existences, they gain more and more power. Individuals of 15 or more Hit Dice have been encountered.

Ruvoka use weapons in combat, and often they're enchanted and imbued with elemental energy. Each ruvoka has a 5% chance per HD of possessing one of these special weapons, which inflict 2d4 or 2d6 additional points of related elemental damage — kaltori tridents, for example, forged on the plane of Fire, cause extra heat damage. The tough elemental flesh of the ruvoka grants them a natural Armor Class of 6, but most wear some kind of armor anyway. As before, each has a 5% chance per HD of owning magical armor. (Note that a ruvoka's chance of having an enchanted weapon is separate from his chance of wearing enchanted armor.)

Ruvoka are druids as well as warriors, though they're not limited by any druidic strictures. That is, they don't face the weapon and armor restrictions of that class. Each ruvoka operates as a druid of a level equal to twice his total Hit Dice, but no higher than 20th level. Each has major access to a sphere appropriate to his element (or one that's very close) and may have minor access to a sphere of a related element. For example, the brajeti, who once lived on the quasiplane of Dust but have since migrated to the plane of Earth, have major access to the sphere of elemental earth but retain minor access to that of elemental air. The vandesh of the Paraelemental Plane of Ice have major access to the sphere of water and minor access to that of air.

All ruvoka are immune to any harm caused by their own element and can move through it with ease. Those of Air can fly, those of Earth can phase through stone like a xorn, and so on.

HABITAT/SOCIETY: The ruvoka organize themselves into tribes, with many tribes per plane. Each group has a different appearance, language, manner of dress, choice of weapon, and set of customs. For example, the brajeti of Earth resemble large, tanned, hairless humans, and they use shining bronze armor and weapons. The zathosi, also of Earth, resemble tall humans with gray skin that's so wrinkled it makes them look like old men. They wear robes that appear to be made of stone and wield huge, heavy mauls.

Despite their tribal structure, the ruvoka are particularly insular and isolated as a rule. When planewalkers stumble across members of the race, they usually find only a single individual on a mysterious errand. Sometimes, one of these traveling ruvoka will approach other creatures to ask for help in accomplishing his goals. Generally, those who offer their aid can expect to be rewarded with a minor bit of elemental magic, or perhaps even the ruvoka's help in achieving some end of their own. However, they shouldn't expect to learn what the ruvoka's up to — he won't reveal the ultimate purpose of his mission.

Occasionally, these mysterious cutters show up on planes other than their own, even the Prime Material. Some tie themselves to particular areas of the Prime related to their element, but no one knows the dark of it. The ruvoka aren't

AWAY, INTERLOPERS!
TO SEEK FIRE
IS TO SEEK DEATH!
— REBAL-IN-KATARIL
OF THE KALTORI

interested in any affairs but their own, and they don't seem willing to share their secrets.

Ecology: Chant is the ruvoka aren't a planar race at all, but merely transformed prime-material bloods who've adapted themselves to the Inner Planes. Still, even if that were true of the first ruvoka, they've since produced offspring who're genuine natives of their respective planes.

One story of the origin of the ruvoka tells of a mortal prime named Garat who traveled to the Elemental Plane of Fire and accidentally wandered into the palace of Calif Alibashal, a powerful efreeti lord. Rather than being angry, the calif was amused by the intruder, and decided to inflict upon the sod the irony that he so enjoyed.

"Little mortal, I have summoned you," the calif lied. "Now you must grant me one wish."

This announcement surprised and worried Garat, yet he was canny enough not to contradict the efreeti. "Wise and wondrous Calif," the prime said, bowing low, "grant me the pleasure of hearing your request."

The efreeti lord smiled a toothy grin as his jest took form. "Ah, little man, I wish you to bring me the head of Baashizar, my rival."

"Your words are wise and your wish is just. With your leave, I shall make your desires reality." With that, Garat departed from the palace, fully intending to give it the laugh and never return. But he suddenly became curious. The efreeti was obviously playing a joke, but what would he do if Garat actually fulfilled his wish? The mortal came from the prime-material world of Athas,

after all; he knew he was a strong and capable warrior and a clever spellcaster. He decided that he'd try.

Garat traveled many days across the plane of Fire to the lair of the efreeti known as Baashizar, then found his way through the lord's traps and guardians. Surprising the efreeti at his own dinner table, Garat leapt at Baashizar and a terrible battle ensued that lasted for many hours.

Days later, Garat appeared again at the palace of Calif Alibashal. He held the head of Baashizar aloft. "Great and powerful Calif, as you have spoken, so have I done. Your wish was my command!"

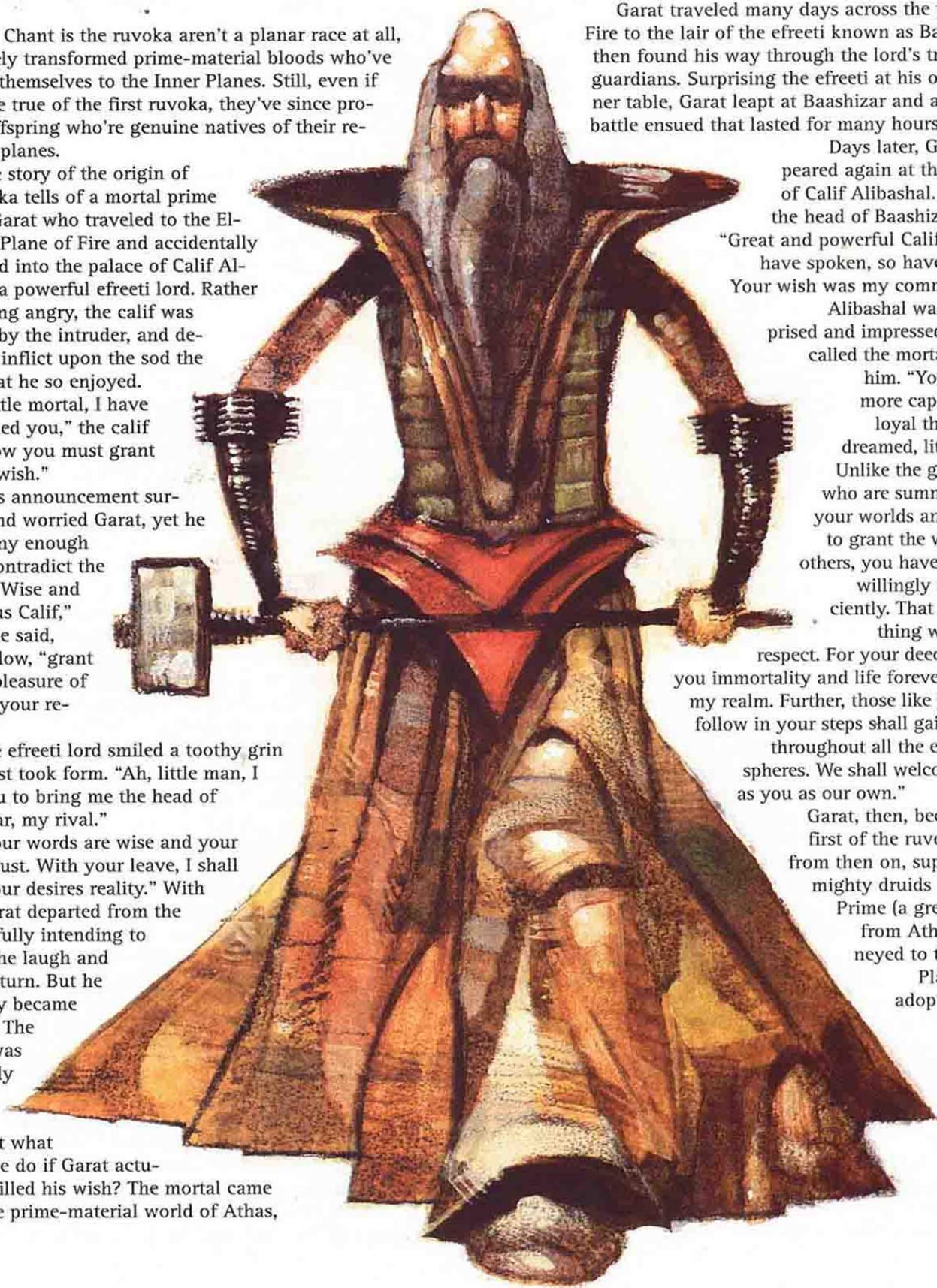
Alibashal was so surprised and impressed that he called the mortal before him. "You are far

more capable and loyal than I had dreamed, little man.

Unlike the geniekind who are summoned to your worlds and forced to grant the wishes of others, you have done so willingly and efficiently. That is something worthy of

respect. For your deed, I grant you immortality and life forever here in my realm. Further, those like you who follow in your steps shall gain homes throughout all the elemental spheres. We shall welcome such as you as our own."

Garat, then, became the first of the ruvoka. And from then on, supposedly, mighty druids from the Prime (a great many from Athas) journeyed to the Inner Planes and adopted them as their homes.



SALAMANDER NOBLE

	LESSER	NOBLE
CLIMATE/TERRAIN:	Plane of Fire	Plane of Fire
FREQUENCY:	Uncommon	Very rare
ORGANIZATION:	Tribe	Solitary
ACTIVITY CYCLE:	Any	Any
DIET:	Omnivore	Omnivore
INTELLIGENCE:	Average (8-10)	Genius (17-18)
TREASURE:	K,M	G
ALIGNMENT:	Neutral evil	Lawful evil
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NO. APPEARING:	3d6	1
ARMOR CLASS:	8	0
MOVEMENT:	12	18
HIT DICE:	2+2	12
THACO:	19	9
NO. OF ATTACKS:	1	2
DAMAGE/ATTACK:	By weapon	By weapon +4, 2d8+4
SPECIAL ATTACKS:	+2 heat dmg	+1d6 heat dmg
SPECIAL DEFENSES:	See below	See below
MAGIC RESISTANCE:	Nil	25%
SIZE:	M (6' long)	L (10' long)
MORALE:	Average (8-10)	Fanatic (17-18)
XP VALUE:	175	10,000

Most folks have heard of salamanders – the creatures appear more frequently than a body'd think, even off the Elemental Plane of Fire – but few really know the dark of them. See, the creatures've got a fairly complex life cycle.

They start their existence in a larval stage, during which time they're called fire snakes. The name was bestowed by some prime long ago, and unfortunately, it stuck. Some fire snakes eventually mature into what're called lesser salamanders, while others remain as they are until they die. No one knows why this occurs.

Lesser salamanders aren't spotted often by most bashers, as they rarely leave their home plane. However, experienced planewalkers know that Fire's thick with the monsters. Some, but not all, grow and develop into normal salamanders. Only one in a hundred thousand of these creatures has the potential to develop further. These special bloods, if they manage to survive for at least a thousand years, become salamander nobles. This name derives not only from their societal position as leaders, but also from their personal power – nobles're mighty foes in combat.

NOTE: This entry describes only lesser salamanders and nobles. For more information on fire snakes and normal salamanders, refer to the MONSTROUS MANUAL tome.

LESSER SALAMANDER

Lesser salamanders, sometimes called flamebrothers, are fairly bestial in nature, possessing only the civilization imposed upon them by their more sophisticated superiors.

COMBAT: Lesser salamanders use iron weapons in combat. Many wield spears, but others brandish swords, axes, daggers, or maces, all forged entirely of red-hot iron. The body heat of a flamebrother inflicts an additional 2 points of damage upon those struck by its weapon.

Lesser salamanders are immune to fire-based attacks, and *sleep*, *hold*, and *charm* spells. Cold-based attacks inflict 1 additional point of damage per damage die.

HABITAT/SOCIETY: These creatures of fire and heat dwell in flame-filled caverns on their home plane. They're usually encountered in huge numbers, often led by a normal salamander. Powerful creatures of the plane of Fire, such as efreet or intelligent elementals, sometimes put lesser salamanders to work as personal guards or soldiers in their armies. Vast nations of flamebrothers may be ruled by many normal salamanders, with a single salamander noble sitting above them all.

ECOLOGY: In the hierarchy of the plane of Fire, lesser salamanders find themselves somewhere near the very bottom. They're the front-line skirmishers – in other words, the fodder – in the armies of the plane. Many spend their days tending the deep pits of flame where the larval salamanders (fire snakes) grow to maturity.

SALAMANDER NOBLE

Enormous armies and huge kingdoms of salamanders (both lesser and normal) serve the nobles of the race, as do most other creatures of heat and flame. Occasionally, however, these formidable bloods wander about alone, even traveling to other planes. Chant is these plane-hoppers are really exiles, banished for their transgressions. Others believe that they simply search for means and methods of seizing more power and that the wandering salamander nobles are free to return to their home at any time. Both theories sound plausible.

COMBAT: Like their lessers, salamander nobles favor fighting with metal spears, which're often enchanted with at least a +2 or +3 bonus. The nobles' great strength adds another 4 points to the damage caused by the spears. And to make matters even worse, the great heat generated by the creatures' bodies inflicts an additional 1d6 points of fire damage to any berk struck by their weapons. If unarmed, a noble can grab a sod with its tail and constrict him, inflicting 2d8+4 points of damage per round, plus another 1d6 points due to its body heat.

Salamander nobles can be struck only by weapons of +2 or better enchantment. They're immune to heat as well as *sleep*, *charm*, and *hold* spells. However, they can also resist the harmful effects of hated cold, so unlike other salamanders, they suffer only normal amounts of damage from such attacks.

Furthermore, these masters of fire wield potent spell-casting abilities. They can cast each of the following spells

three times per day as 10th-level wizards: *affect normal fires*, *burning hands*, *fireball*, *flame arrow*, *flaming sphere*, and *wall of fire*. Once each day, a salamander noble can cast *conjure fire elemental* and a special form of *dispel magic* that robs a fire-resistant creature of this protection for 2d4 rounds. This spell negates *rings of fire resistance*, *protection from fire* spells, and even the natural resistance of creatures not native to the plane of Fire (such as fiends, red dragons, and so on). It doesn't work against fire elementals or other creatures native to the plane. Obviously, if cast on a plane-walking sod who's using special protections to pass safely through the Elemental Plane of Fire, it almost certainly spells his doom.

HABITAT/SOCIETY: Salamander nobles recognize no authority above their own. They do their best to ignore beings like Imix or Zaaman Rul, and they stay out of the way of powers on the plane of Fire. Some fiery creatures — including certain elementals, grue, azer, mephits, hell hounds, and fire minions — look upon the nobles as masters. The efreet, as a rule, hate the salamander nobles but grudgingly respect their strength.

Despite all their underlings, these powerful bloods are true loners. Since they're not a race unto themselves, they don't take mates or raise young. Lesser salamanders fear them too much to give them anything but blind obedience. If life as a salamander noble has any drawbacks, it's that the tyrant has no confidants, companions, or real allies — only servants.

Most nobles live in fabulous fortresses or palaces on the Elemental Plane of Fire. Each is a unique individual with a very different dwelling and personality. But one thing a berk can count on is that all salamander nobles are cruel masters that spend a great deal of time and energy imposing order and organization upon their chaotic lessers.

ECOLOGY: Salamander nobles are among the more powerful creatures on the Elemental Plane of Fire. Their life spans have virtually no limit.



SCILE

CLIMATE/TERRAIN:	Quasiplane of Radiance
FREQUENCY:	Common
ORGANIZATION:	Cloud
ACTIVITY CYCLE:	Any
DIET:	Color
INTELLIGENCE:	Low to average (7-9)
TREASURE:	Nil
ALIGNMENT:	Neutral
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NO. APPEARING:	10d10
ARMOR CLASS:	0
MOVEMENT:	Fl 9 (A)
HIT DICE:	1 hp
THACO:	20
NO. OF ATTACKS:	Nil
DAMAGE/ATTACK:	Nil
SPECIAL ATTACKS:	Drain color
SPECIAL DEFENSES:	Struck only by +1 or better weapons, immunities
MAGIC RESISTANCE:	Nil
SIZE:	T (1/100" long)
MORALE:	Fanatic (17-18)
XP VALUE:	35

From the journals of Ucec Odel:

"Now what do I sodding do? Reide sends me on this berk's errand to the Quasielemental Planes, and I run afoul at the first one I hit. Sure, I knew that the plane of Radiance'd burn my eyes out, but I prepared for that. Rittbon Blese taught me a spell to protect me, and I knew that my sword, *scold*, could stand up to any sodding radiance elemental. I was set.

"Yeah, right.

"Rittbon's spell worked, all right – my eyes didn't burn up – but I could see only a sodding short distance! That's why I never saw them coming until it was too late. Little creatures, little motes of light, swarmed at me in a cloud, almost like tiny glowing locusts. Well, they were more like sodding little sparks, really, but their light didn't flicker – it stayed constant.

"I suppose it didn't matter what the flame they looked like. Like my father always said, if you can see 'em, you're probably already in it too sodding deep. See, these little sparks – a blood in the Cage told me they're called scile or incandescents – feed on the colors of the quasiplane of Radiance. But they get bored eating the same old thing all the time, so if they run into some poor berk passing through, they eat *his* colors.

"It's not like going to the Gray Waste, either, 'cause they like to eat gray just fine. No, when those motes're done with you, they leave you completely transparent. Folks can see right through you. Doesn't sound so sodding bad? Let me *tell* you about bad . . ."

COMBAT: When preying upon planar travelers, the scile attack in large masses. Individually, they can do little, but in a

cloud of 30 or more, these little motes of light can drain the color from a sod in just a few minutes' time. All they need to do is stay within approximately 10 feet of the victim for 1d4 consecutive rounds. At the end of that time, the target gets to make a saving throw versus spell. If he fails the roll, he and his possessions lose their color and become transparent.

Transparency is a bit like invisibility, but the victim can't even see his own body, so he faces a -2 penalty to all die rolls involving physical maneuvers. After all, it's difficult and disorienting for a basher to climb if he can't see his feet or hands, to swing a sword if he can't tell how long it is, or to jump if he can't judge where he's standing. Further, if the sod casts a spell with somatic components, there's a 30% chance that he'll fail to make the proper gestures, thus wasting the spell. Transparent cutters also tend to bump into things, stub their toes, and the like – they lose all awareness of their body.

'Course, it's difficult if not impossible to use transparent items. Whether a basher is visible or color-drained, he suffers a -2 penalty when trying to use a transparent weapon or similarly physical item (transparent berks with transparent items aren't penalized twice). Transparent shields offer no bonus to Armor Class, because the wielder can't see the shield to know where it gives protection and where it doesn't. And magical items that've been rendered transparent by the scile simply fail to function.

Thankfully, the creatures' strange effect can be reversed. The application of a *remove curse* spell or *dust of appearance* restores the color to a transparent person or item, though each sod or object must be treated separately. Of course, mundane means such as paint or dyes work as well, after a fashion.

Incandescents can be struck only by weapons of +1 or greater enchantment. Because they're creatures of energy, they're immune to magic that alters physical forms, such as that which paralyzes, petrifies, polymorphs, or disintegrates. However, *darkness* spells drive scile away, and physical barriers like *walls of force* or *walls of ice* keep them at bay.

HABITAT/SOCIETY: The scile never leave the quasiplane of Radiance, probably because they couldn't survive anywhere else. On their home plane, they have an intricate society based around huge, permanent cloud-clusters. Each community consists of many thousands, if not millions, and each is a completely autonomous collective – all scile are equal. The creatures can communicate via telepathy with any others of their kind in sight.

Scholars don't know how – or if – the scile reproduce. Fact is, chant has it that the number of the creatures is constant. They don't grow old or ill, so the only way for an incandescent to go to the dead-book is through violence. It's a rare occurrence, but when it happens, the lost individual is not replaced. Instead, the entire population of the scile simply decreases by one. Once they're all slain, the race will be no more.

ECOLOGY: With all the colors of Radiance, the scile never want for food. Nevertheless, many travel the quasiplane in hunting clouds searching for non-natives, who apparently have colors that differ from those present naturally on the plane. It seems, however, that only an incandescent can notice these subtle differences.

THE RAVAGERS OF COLOR

A rare breed of evil scile is said to exist deep within the quasiplane of Radiance. These creatures eat away only certain colors, an act that somehow maliciously changes the victim. Those who know the dark of these wicked incandescents call them the Ravagers of Color.

When these creatures attack, the Dungeon Master should roll on the following table to determine what color they drain and how it affects the sod. The Ravagers eat only one color per victim — once drained of that color, the target is safe from further attack. *Dust of appearance* or a *remove curse* spell will restore the lost color and negate the effect. The effect will also cease if the victim is rendered fully transparent by normal scile.

D6 LOST COLOR/EFFECT

- 1 *Blue (serenity).*
Once per day, victim has a 25% chance to fly into a rage and attack all in sight.
- 2 *Red (passion).*
Victim becomes listless and impossible to motivate. He must make a saving throw versus spell to take any course of action.
- 3 *Yellow (hope).*
Victim grows depressed, suffering a -2 penalty to all actions.
- 4 *Green (secrets).*
Victim becomes unable to lie, and constantly relates information to all around him.

- 5 *Violet (intelligence).* Victim loses 1d2 points of Intelligence.
- 6 *Orange (vitality).* Victim loses 1d2 points of Strength.

The Ravagers of Color are chaotic evil in alignment and very intelligent. They avoid normal scile for obvious reasons, but resemble them in every way other than the effect of their attack.



SHAD

CLIMATE/TERRAIN:	Elemental Plane of Earth
FREQUENCY:	Rare
ORGANIZATION:	Tribal
ACTIVITY CYCLE:	Any
DIET:	Omnivorous
INTELLIGENCE:	Average (9-10)
TREASURE:	Q
ALIGNMENT:	Neutral

NO. APPEARING:	2d8
ARMOR CLASS:	6
MOVEMENT:	12
HIT DICE:	2+1
THACO:	19
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	1d3 or by weapon
SPECIAL ATTACKS:	None
SPECIAL DEFENSES:	Contortion, save bonus, immunities
MAGIC RESISTANCE:	Nil
SIZE:	S-M (4'-5 1/2' tall)
MORALE:	Steady (11-12)
XP VALUE:	175

Long ago, a druidic cadre on a prime-material world known as Verdorth gathered together in order to perform a task so monumental that only a clueless prime would think it possible. They sought to transform the Elemental Plane of Earth.

See, these folks had learned of the Beastlands, a plane where the animal life ruled, and they sought to find a plane where the same could be said for the plant life. The druids found no such place (except for a certain layer of the Abyss, but that didn't have the kind of plant life they really meant) and decided to make their own. These ambitious berks were confident — some might say *overconfident* — that they were doing a good thing.

The druids of Verdorth used their spells to create air-filled grottoes within the Elemental Plane of Earth. These cavernous chambers were then fertilized and cultivated. The prime bloods grew all manner of plants in the secret gardens, and as time passed, the druids — and the subsequent generations that came after them — intensified their magic and extended the caverns throughout the plane. Temporary artificial gates leading to the Elemental Plane of Water provided the vast gardens with water, while "sunlight" streamed in through similar rifts to the Quasiplane of Radiance. For years, the plants flourished under the care of the druids, who nurtured the flora in ways that nature never could.

Chant has it that the plants grew in strange and unpredictable ways. Trees shot up to mountainous heights, vines moved of their own accord, and fruit offered more than simply sweet flavor. Unfortunately, it's unlikely that anyone'll

ever corroborate these stories, because disaster struck the druids — and thus, their gardens. An unknown force (some say the dao, some say the pech, some say an enemy from Verdorth itself) slaughtered the dedicated caretakers. Each and every one was put in the dead-book, and it didn't take long for neglect to claim the fantastic forests and orchards they'd cultivated within Earth.

But flora wasn't all that lived in those hidden caverns. Monstrous trees over a thousand feet tall were the homes of hordes of tiny, gray-skinned, humanoid creatures with very short hair and large eyes. Where they came from, no one knows, but it's said that not even the druids knew of their presence. As the towering plants died, the creatures fled like insects from a withered oak. They spread into the artificial grottoes and eventually adopted the plane of Earth as their own.

Today, folks know these invaders as the shad, and though many consider them to be vermin, they're actually surprisingly intelligent. Shad have their own language, and they adorn their large ears with multiple earrings. They also like to attach precious stones to their otherwise simple garments.

COMBAT: The shad prefer weapons of ancient wood or stone such as axes, clubs, staves, knives, daggers, spears, and short swords. Though these weapons may appear crude, they actually possess keen edges and sturdy construction. After all, the shad must contend with true natives of Earth, creatures made partly or wholly of stone, so they take care to craft weapons that'll stand up to repeated pounding on solid rock.

The harsh environment in which the shad have lived for many centuries has produced only the hardiest of individuals. Thus, the creatures are immune to poison, disease, petrification, and paralyzation. Further, they gain a +1 bonus on all saving throws versus spell, breath weapon, and rod/staff/wand.

Thin and wiry, the shad can contort their bodies to fit through openings as tiny as 6 inches by 6 inches (or sometimes even smaller). Naturally, this also means they can slip most any manner of bonds. Both skills aid the creatures in escaping the dao slavers that hunt them mercilessly.

Among the shad, a small number of priests and even (strangely enough) druids exist. Such individuals can reach 6th level. Additionally, for every 10 normal shad in a tribe, there's usually one great warrior with 3 or even 4 Hit Dice. These rare bashers sometimes carry wooden shields, which improve their AC by 1 (to 5).

HABITAT/SOCIETY: Virtually all creatures on the Elemental Plane of Earth see the shad as invaders, vermin, and enemies. Remarkably, despite the fact that nearly everything else on the plane seeks their destruction, the shad have

WE CAN GO
ANYWHERE WE WANT
ON THIS PLANE.
SOME PLACES
JUST TAKE LONGER
TO REACH.
— A SHAD

survived — and even flourished. They are incredibly adaptable and prolific in reproduction.

Since they have no ability to pass through stone, the nomadic shad must occupy existing openings and caverns that wend their way through the plane. Occasionally, they use their tools to painstakingly carve out their own tunnels and caves.

The shad aren't openly aggressive (at least, not if they've eaten recently), but they're unlikely to trust or help strangers. They've lasted as long as they have only by focusing on their own survival. Peery to the extreme, the shad assume that all creatures are out to get them, or, at the very least, are competition for meager local resources.

The priests and druids of the shad possess the power to spontaneously produce small amounts of plant life or fungus, which they nurture as best as they can in the lightless environment. The flora relies on water from the rare pockets that seep in from that Elemental Plane, which provides needed liquid to the shad as well. The tribes sustain themselves by eating these plants, but they always leave some of the flora intact. Perhaps they have a racial memory of the Verdorth druids and are slowly attempting to carry on their ancient mission.

Shad have a high birth rate and a short life expectancy, so they take steps to spread knowledge among their kind in lasting ways. For example, if a tribe comes upon a dangerous area (perhaps one of unstable terrain), they mark it with a warning symbol in the nearby stone to alert other wandering shad. But the sign's intended for their own tribe as well — by the time they return that way, everyone who explored the area firsthand might have long since died, replaced by new shad. The symbol will prevent them from repeating the mistakes of the previous generation.

Shad also mark areas of nearby water, secret food caches, and so on. Berks unskilled in interpreting the symbols find them impossible to decipher. Planewalkers who know the dark of the markings, however, may find their time on the Elemental Plane of Earth a little easier.

ECOLOGY: Aliens on their own plane, the shad are nomadic pariahs that roam Earth's tunnels looking for water and air. They eat plants and fungus produced by their tribes' priests and druids, as well as slain digestible foes, which are few (though khargra innards can be cooked up nicely). Most folks find it distasteful that the shad also eat their own dead, but this apparently causes them no ill effect, and they never seem to kill one another just for food.

Though they don't appear insectoid in nature, some graybeards speculate that the shad somehow descended from insects that lived and mutated in the druids' giant trees. 'Course, that still doesn't explain how the original insects got there in the first place.



	CONTENTED ONE	SOJOURNER
CLIMATE/TERRAIN:	Quasiplane of Lightning	
FREQUENCY:	Common	Rare
ORGANIZATION:	Varies	Varies
ACTIVITY CYCLE:	Any	Any
DIET:	Nil	Nil
INTELLIGENCE:	Semi- (2-4)	Avg (8-10)
TREASURE:	Q	Q
ALIGNMENT:	Chaotic neutral	Chaotic neutral
<hr/>		
NO. APPEARING:	6d4	2d4
ARMOR CLASS:	10 or 0	10 or 0
MOVEMENT:	9	15
HIT DICE:	1+2	5-10
THACO:	19	15 (5-6 HD) 13 (7-8 HD) 11 (9-10 HD)
NO. OF ATTACKS:	1	1
DAMAGE/ATTACK:	2d4	3d4
SPECIAL ATTACKS:	See below	See below
SPECIAL DEFENSES:	See below	See below
MAGIC RESISTANCE:	20%	50%
SIZE:	M (6' tall)	M (6' tall)
MORALE:	Average (8-10)	Elite (15-16)
XP VALUE:	270	5 HD: 2,000 6 HD: 3,000 7 HD: 4,000 8 HD: 5,000 9 HD: 6,000 10 HD: 7,000

"Frenzy.

"That's what you'd call it, I believe. It has taken me a long, long time to figure out how you think, my friend — my captor. But now I understand. You would call me undisciplined, unleashable. That, indeed, is why I am here, isn't it? To control the uncontrollable seems ever to be your urge. To you, I am an unfocused creature of energy, flitting about with speed and alacrity.

"You understand me less than I understand you, I think. I am an explorer. I seek knowledge. The same, perhaps, can be said of you. Unlike you, though, I can gather and process information much, much faster. That is how I've mastered your means of communication. Granted, you seem better able to retain information once you've observed and processed it. Perhaps, as far as intelligence goes, we're equals, you and I — different but equal.

"Yet you find me a frenzied, unintelligent maniac, while I find you a slow-thinking, controlling tyrant. Which of us is more off the mark, do you think?"

— statement given by a shocker held captive in a magical prison by Xivers Dinct, a prime wizard

Shockers are energy creatures of the Quasielemental Plane of Lightning. They're composed entirely of electricity and thus quite alien to most other life forms. On their own quasiplane,

all shockers look like amorphous masses of energy-ball lightning. But through unknown means (perhaps a method similar to the *astral spell*, but with marked differences), some shockers can extend a portion of themselves onto other planes. That's how they've become known — and feared — throughout the multiverse.

Shockers come in two distinct varieties. Those that seek to leave the quasiplane of Lightning and explore are known simply as sojourners (in their own language). They extend themselves onto the Prime, the Ethereal, or any other Inner Plane, adopting a form that resembles a suit of humanoid armor imbued with great energy that crackles and sparks when they move.

The rest of the shockers are called contented ones, apparently because they're happy to stay on their home plane. 'Course, they can still extend themselves to other planes if they choose to do so. When this happens, they appear as indistinct humanoids made of bluish electricity, and they constantly give off sparks.

COMBAT: Both types of shockers attack simply by touching their foes; the contented ones inflict 2d4 points of electrical damage, and the sojourners cause 3d4 points. Any sod who fights a shocker while wearing metal armor or carrying a metal shield is treated as if he had Armor Class 10 (though Dexterity and magical bonuses still apply). Shockers gain a +2 attack bonus against foes in plate mail, +3 versus those in field plate, and +4 against victims in full plate.

Further, if struck by a hand-held, metallic weapon, a shocker automatically discharges its electrical attack. Against such blows the shocker is treated as AC 10. Against nonmetallic or missile weapons, the creature has an AC of 0. In any case, however, the weapon must be of +1 or greater enchantment in order to harm the shocker.

If a contented one discharges its attack (either by striking or being struck) while on a plane other than Lightning, its essence on that plane dissipates, leaving nothing but a minor bit of gray, metallic dust. Sojourners don't face that limitation, nor do contented ones while on their home quasiplane.

What's more, sojourner shockers can unleash *chain lightning* attacks similar to those of the wizard spell. When the lightning bolt strikes its first target, it causes 1d8 points of damage for each of the shocker's Hit Dice. Then it arcs to another victim within 40 yards, this time causing 1d8 fewer points of damage. The bolt keeps striking new sods, inflicting 1d8 fewer points of damage each time, until its charge is exhausted (or until there are no more targets). Each victim can make a saving throw versus spell, with success indicating that he suffers only half damage from the bolt. Note that each time a shocker looses a bolt of *chain lightning*, it loses one of its Hit Dice, including the accompanying hit points.

Both kinds of shockers are immune to poison, paralysis, and mind-affecting spells such as *charm*, *hold*, and *sleep*. Both kinds sustain half damage from fire- and cold-based attacks (and can make the appropriate saving throws to

negate the damage entirely). And both are immune to electricity — the sojourners especially so. Fact is, each successful electrical attack gives a sojourner one extra Hit Die (including the additional hit points), to a maximum of 10 HD. In this manner, a sojourner can regain any Hit Dice it lost by using its *chain lightning* power. Sometimes, in dire situations, a group of sojourners will blast one or two of their number with *chain lightning* bolts, sacrificing some of their own strength in order to create a few super-defenders.

Because shockers extend only a portion of themselves when traveling, they can be slain only while on the quasi-plane of Lightning. If “killed” on any other plane, they don’t die — their extended portion just turns to gray, metallic dust.

HABITAT/SOCIETY: Because of the shockers’ exploratory nature, a basher’s more likely to encounter one on the streets of Sigil than almost any other creature from the Inner Planes. Shockers’ve been reported on nearly every known plane — they’ve even found their way to the Outer Planes by extending themselves onto the Prime and then through the Astral or a portal. Such expeditions are extraordinarily rare, though, due to the difficulties involved.

On any plane other than their own, shockers are inquisitive and curious, observing living organisms, the environment, and energy patterns invisible to most other creatures. On Lightning, though, it’s harder to tumble to a shocker’s motivations. They live in communities within the quasi-plane’s stormy atmosphere, communicating in their buzzing, frantic language. These creatures sometimes learn the tongues of other races, but they still never call themselves “shockers.” Instead, they always use their name from their own language: *vraxlzk* (or some approximation thereof).

Contented ones are either the very oldest or youngest of the race.

However, shockers apparently observe time in a manner different from most mortals, for they see it as a variable — something that literally speeds up and slows down. Therefore, shockers that converse with other races have difficulty talking in terms of age or the passage of time in a way that anyone else can understand.

Inner-planar scholars theorize that all shockers spend a great deal of their existence as lightning bolts arcing through the infinite expanse of their home quasiplane at the speed of light. Such would explain, perhaps, their unusual view of time.

ECOLOGY: On the Quasielemental Plane of Lightning, *vraxlzk* are relatively peaceful creatures that attack only in self-defense. While traveling elsewhere, though, shockers probe and explore and often test other species by attacking or acting in strange, unpredictable manners. Because they can’t truly be killed, these planewalking shockers rarely worry about danger. (When the creatures “die” off their home plane, the resultant dust occasionally contains a few rare minerals or gemstones.)

A handful of wizards know the dark of spells to summon shockers. Unfortunately, these poorly researched summonings have an equal chance of conjuring either a contented one or a sojourner.



SISLAN

CLIMATE/TERRAIN:	Elemental Plane of Air
FREQUENCY:	Rare
ORGANIZATION:	Triumvirate
ACTIVITY CYCLE:	Any
DIET:	Nil
INTELLIGENCE:	Average to high (10-14)
TREASURE:	Nil
ALIGNMENT:	Chaotic neutral

NO. APPEARING:	1d3
ARMOR CLASS:	2
MOVEMENT:	Fl 24 (A)
HIT DICE:	6+3
THACO:	15 (12 vs. nonfliers)
NO. OF ATTACKS:	3
DAMAGE/ATTACK:	1d6/1d6/1d6
SPECIAL ATTACKS:	Stun, grasp
SPECIAL DEFENSES:	Struck only by +1 or better weapons, immunities
MAGIC RESISTANCE:	Nil
SIZE:	L (12' tall)
MORALE:	Fanatic (17-18)
XP VALUE:	4,000

From the journal of Rel Emandhun, titled *A Long Way Down*:

"Everpresent but invisible, the air around us sustains, but when angered, it can destroy. The air is unpredictable and everchanging, never wholly friend nor foe. In my years on the plane of Air, the Breeze Realm, I encountered a thing – a beast – which embodied this dichotomy in full.

"At the time, I was living in a floating city named Ur Mar Nidas, ruled by the Blameless Court, also known as . . ."

[three pages later]

" . . . there, finding myself in the presence of a creature that towered over me. At the time, however, I was not sure that a creature it truly was, for it appeared to be nothing but a shimmering in the air – a queer whirlwind, perhaps. Only when I saw that it approached me, and even altered its course to get at me, did I realize it to be a thinking being.

"I knew it was no common air elemental because Huvaard's ward was effective in keeping them at bay, yet I had no idea what this apparition could possibly be. Once it stopped within twenty paces I could see it more clearly. A whirlwind it truly was, though it extended three appendages of solid, wispy air from its otherwise churning form. At its cloudy center, a single eye looked out at me, conveying no expression that I could understand.

"I attempted to communicate with the mysterious creature, but to no avail, or so I believe. If it did understand me, it refused to reply. Instead, it attacked me with whipping, spinning tendrils that buffeted me and swept me off the platform upon which I stood.

"So I fell and fell. The creature – and indeed, the city – was soon out of sight. You see, falling on the plane of Air is an experience which . . ."

COMBAT: A sislan spins rapidly enough to be a real terror in combat. It makes three attacks per round as its rotating limbs buffet and pummel the victim, each inflicting 1d6 points of damage. If all three attacks strike the sislan's opponent, the sod must make a saving throw versus paralyzation or be stunned for 1d3 rounds, unable to act.

The creature can also forego its pummeling attacks and instead attempt to grasp a foe. If successful, the sislan inflicts no damage on the victim, but pulls him into its swirling body, where he can take no action. The trapped berk is held until the sislan is slain or an outside force acts to help him.

Unfortunately, there ain't much an onlooker can do. A *control winds*, *gust of wind* or *control weather* spell – or the intervention of another creature of elemental air – gives the captive a chance to leap out of the sislan's clutches. *Bigby's grasping hand*, *telekinesis*, or similar magic could probably pull him out. But no direct physical action'll do the trick, and anyone who makes such an attempt is subject to three automatic strikes from the sislan.

Because of its whirling nature, the sislan also gains a +3 bonus to its attack roll when pummeling or grasping a stationary (non-

flying) foe.

Sislan can be

struck only by

weapons of +1 or

greater enchantment.

They're immune to non-

gaseous poison, petrifica-

tion, paralyzation, heat, and cold.

They suffer only half damage from elec-

trical attacks, but any kind of gas other

than pure air (including a *stinking cloud*,

death fog, or even a great deal of smoke) in-

fllicts 3d6 points of damage to a sislan and

forces it to make a morale check at -4. If it fails the roll, the creature flees to avoid the impure gas.

SOME BERK ONCE SAID +HA+ AIR,
OF ALL THE INNER PLANES,
IS THE "MOST HOSPI+ABLE
+A NON-NATIVE LIFE."
THAT LEATHERHEAD
NEVER RAN AFOL
OF A SISLAN.

— FELLIZ,
A PLANEWALKER

HABITAT/SOCIETY: If the latest chant is correct, sislan congregate in groups of three, each having authority over the other two in specific areas. Thus, the creatures form a complicated triumvirate. In these groups they wander the Elemental Plane of Air, never straying near portals or vortices.

It's difficult, at best, to discern the motivations of the sislan. One theory holds that they dislike alien intruders and act – subtly or overtly – to rid Air of planewalkers and would-be settlers. If that's true, the elitist sislan have a great

deal of work ahead of them, for of all the Inner Planes, Air's the one most overrun with outsiders.

Despite their apparent hatred for non-natives, the sislan also seem to despise ildiriss, the air elemental grues. They attack these evil wind terrors on sight.

ECOLOGY: The mysterious sislan roam the Elemental Plane of Air, never leaving it. Chant is they couldn't exist anywhere else. Some gray-beards suggest that sislan are really the spirits of slain air elementals, while others think that they're an even more fundamental embodiment of the plane than elementals. The real dark? No one knows for sure.

Unlike the elementals of its home plane, a sislan isn't composed entirely of air. Its thick mass also contains tiny particles of viscous liquid, though a casual observer wouldn't easily notice them. Nevertheless, a thin, waxy coating usually appears on objects that a sislan has passed by or over, and when one of the creatures dies, it leaves behind a dollop of clear, syrupy muck. This ichor dries quickly, hardening with great strength; some cutters gather and treat the stuff so it can be stored and then used as a powerful adhesive. One blood even discovered that skilled alchemists can use the substance to create long-lasting potions of flight or levitation.

SUISSEEN

CLIMATE/TERRAIN:	Elemental Plane of Water
FREQUENCY:	Common
ORGANIZATION:	None
ACTIVITY CYCLE:	Any
DIET:	Omnivorous
INTELLIGENCE:	Low (5-7)
TREASURE:	Nil
ALIGNMENT:	Neutral (neutral evil)

NO. APPEARING:	1
ARMOR CLASS:	3 (membrane), 0 (water)
MOVEMENT:	Sw 15
HIT DICE:	8
THACO:	13
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	1d4+1 or 2d8+2
SPECIAL ATTACKS:	Drowning
SPECIAL DEFENSES:	Immune to fire
MAGIC RESISTANCE:	Nil
SIZE:	L (10' long)
MORALE:	Elite (13-14)
XP VALUE:	2,000

"Water within water; element within, element without. This is our creed. Our link to the source and medium of life. Great suisseen, water and not water, provides the door and the way to this great source. Suisseen is our salvation and our path to life. If we give life, it gives back ten thousandfold."

— from the *Mayestri Book of Waves*
(a tome written entirely on clam shells
and strung together with fishgut)

On the Elemental Plane of Water swim the suisseen, creatures that're little more than thin, transparent membranes filled with water. Because they're suspended in the element, with water inside and without, it's unclear as to exactly what is the suisseen and what is not. Sure, the membrane is part of the creature, but apparently, some of the water outside and some or all of the fluid inside contributes to its existence as well.

Somehow, this semielemental beast exists both as living water and as a gelatinous substance containing and yet shaped by the liquid within and around it. Its membrane is perforated with flutelike tubes through which water pumps to give the suisseen locomotion. This act of siphoning and expelling water also serves as the creature's means of consumption, digestion, defecation, and even communication. But a body's got to keep in mind that the water in question is an actual part of the monster, not just the medium in which it survives.

COMBAT: The membranous portion of the suisseen is slightly caustic, and therefore able to break down things the creature can use as nutrients — like flesh. Any sod who touches the membrane or is struck by it sustains a burning wound that causes 1d4+1 points of damage. But that's not the beast's

main mode of attack. Like a true water elemental, it uses its watery mass like a powerful wave to crush and batter opponents, inflicting 2d8+2 points of damage.

If summoned out of its native environment, a suisseen can also drown creatures that don't breathe water. This special assault requires an attack roll (and can accompany a normal pummeling attack). If the roll succeeds, the victim must make a Constitution check. A sod who fails the check becomes immobilized, unable to act, and suffers 2d6+2 points of damage as the suisseen forces water down his throat. Each round thereafter, he must make another Constitution check, suffering the same result if he fails. If one of the victim's checks succeeds, he spends that round freeing himself from the suisseen's fluid grasp, and he need make no more Constitution checks (unless, of course, the monster makes another successful "drown attack" against him).

When attacking a suisseen, a basher's got to state in advance whether he's striking at the membrane or the surrounding watery mass. The liquid area around the beast has an Armor Class of 0 and can be harmed only by weapons of +1 or greater enchantment. The membrane has an AC of 3 and is vulnerable to ordinary (nonmagical) weapons. 'Course, a berk who tries to strike the membrane in melee must get close to the suisseen — close enough to be within the creature's watery exterior. That means he's subjecting himself to an attack by the beast — fact is, the suisseen gets a chance to strike the sod even if it's already made its attack for that round.

The suisseen suffers no harm from fire-based attacks, but those based on lightning or cold inflict twice their normal damage.

HABITAT/SOCIETY: A cult known as the Mayestri — a group of humans, sahuagin, and mermen — reveres the suisseen as a link to the true water elementals they worship. It might be more accurate to say *worshiped*, however, since all of the Mayestri's attention is currently focused on the suisseen, which they call "the door and the way." The evil members of this strange religion believe that water (as an element) can multiply life force, so by sacrificing victims to it, they hope to increase their power and lengthen their lives. Some folks think the cult believes in only one single suisseen, a being they consider their god, but that's nothing but wash — the group knows that the watery creatures are many.

Oddly enough, most suisseen don't realize that they're worshiped by the cult, as it operates primarily on the Prime Material Plane (though it has a few adherents in the strange depths of the plane of Water). The Mayestri use a special summoning spell to call a suisseen and then offer it living sacrifices, which it gladly accepts as food. The evil cultists believe that this gives them power, but by most accounts, they're deluded (or just barmy). Nevertheless, suisseen that've been summoned a few times have grown to like the attention — and especially the sacrifices. These beasts gradually change from neutral to neutral evil and begin to hunt humans and other intelligent prey.

After being called to the Prime, these evil suisseen often try to make agreements with their summoners so they can remain there and seek food as long as possible. However, unless the cult members use magic, communication's a problem — no one seems able to understand or speak the creatures' fluting, gurgling language. Once they return to the Elemental Plane of Water, the neutral evil suisseen attack merpeople, tritons, sahuagin, or whatever else is available. They also try to kill others of their own kind, which they suddenly see as competitors.

Normal suisseen — that is, those that haven't been tainted by the Mayestri's sacrifices — congre-

gate in small groups on the plane of Water. Their mating and reproductive capabilities remain dark, as does the structure of whatever small society they have.

ECOLOGY: Graybeards just don't know what to make of the suisseen. Are they magical combinations of water elementals and other creatures — perhaps even gelatinous cubes or similar beasts? It's possible, but unlikely. The suisseen appear more closely related to the varrdig (also known as the water grue), an elemental-like scavenger that roams the plane of Water seeking territories to claim and defend.



WATER WITHIN,
WATER WITHOUT.

— TRANSLATION OF
THE MARID WORD
FOR SUISEEN



TERITHRAN

CLIMATE/TERRAIN:	Ethereal Plane
FREQUENCY:	Rare
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	Carnivorous?
INTELLIGENCE:	Low to average (7-9)
TREASURE:	Nearly drained magical items
ALIGNMENT:	Neutral

NO. APPEARING:	1
ARMOR CLASS:	6 (3 on the Prime)
MOVEMENT:	18 (15 on the Prime)
HIT DICE:	5+1
THACO:	15
NO. OF ATTACKS:	2
DAMAGE/ATTACK:	1d8+1/1d8+1
SPECIAL ATTACKS:	Spell-like powers
SPECIAL DEFENSES:	Spell-like powers
MAGIC RESISTANCE:	50%
SIZE:	S (4' tall)
MORALE:	Average (9-10)
XP VALUE:	2,000

stirring magical chaos sleep disturbed eyes peeled swirling eddies spell weaver boils fingers reaching in take take take ignore the rest sense the microcosm lost the real feel the dangerdestroydeconstruct warped home ruined rest must destroy on the hunt seek the despoiler slip into the world sneak into the thick reality murky syrup plane slow cumbersome search wizard hate despite loathe contempt sorcery tear the heart rip the flesh rendrendrend drain seeping glowing hated power steal discard laughter echoes reverberate spirit away kill others blasting tearing cascading energy return home slide down dip border pool deepdeepdeep plummet cool sink back sweet plunge lair at last last lair feed eating consume mind brain thoughts no need just to make sure blessed sleep again until stirring magical chaos . . .

Making their lairs within tombs of solid ether, the ugly, hairless humanoids known as terithran sleep peacefully until disturbed. Only the presence of wizardly magic — in their minds, the bane of all existence — causes them to stir. To a terithran's sensibilities, sorcery used on the Prime Material Plane defiles the area of the Ethereal with which it intersects. When the magic is strong enough to be felt even in the Deep Ethereal, the sleeper awakens.

Apparently, a terithran can sense the warping ripples of magic without even trying (a few planewalkers've joked that the creature's oversized ears pick up the disturbance). And when it perceives them, it rises angrily from its slumber, walks the maze of its Ethereal lair, and slips onto the Prime to punish the offender, often dragging him back to the Misty Shore for discipline — which means the dead-book for the berk. It's whispered that the terithran also eats the heart of the magic-user, but whether this is for sustenance or simple retribution isn't known. Terithran don't seem to be meat-

eaters otherwise.

So only prime-material wielders of magic need fear the creatures, right? Wrong. See, travelers on the Ethereal can run afoul of the things as well. Though they don't seem to worry about wizards on their own plane, terithran are notoriously cranky once they've finished dealing with an offender from the Prime. For up to a week, a terithran might wait in its lair, unable to sleep, or perhaps even wander the Ethereal in its restlessness.

Planewalkers encountering an agitated terithran must have a care. The slightest provocation will anger the beast. Those who approach with the proper gentle manner might garner a bit of chant from the sleepless terithran, though it's highly suspect that such a creature could possess any useful knowledge. In any case, it communicates via telepathy.

COMBAT: Though a terithran isn't particularly tall and its limbs are quite spindly, when provoked the creature can lash out with two sharp claws per round, inflicting 1d8+1 points of damage each. What's worse, though, is that an angry terithran has a variety of magical powers at its disposal, which it uses with great skill and strategy despite its less-than-impressive intellect.

First of all, it can *detect magic* at will. Fact is, the creature apparently can't help but detect the presence of nearby magic. Furthermore, a terithran has four other powers which it can use a combined total of 16 times per day. These abilities are:

- ✦ **Blast of power.** Inflicts 4d8 points of damage upon all within a 10-foot radius. A successful saving throw versus spell reduces the damage by half.
- ✦ **Drain power.** Drains a wizard of all memorized spells or a magical item of all its power (or charges). A successful saving throw versus breath weapon negates this attack. Treat affected spellcasters as if they've used all their spells for that day.
- ✦ **Cause serious wounds.** Augments the terithran's claw attacks so that each causes 2d8+1 points of damage. There is no saving throw to avoid this effect.
- ✦ **Transportation.** Allows the terithran to move back and forth between the Ethereal and the Prime. It can take one other creature along for the ride, although to transport an unwilling victim, the terithran must make a successful claw attack against it. The victim receives no saving throw to avoid the effect.

On the Prime Material Plane, the terithran becomes shadowy and less substantial, and its abilities and statistics change slightly. Its Armor Class improves to 3, and it can be harmed only by silver weapons or those of +1 or greater enchantment. However, the creature's movement slows to 15, and it can use its special abilities a total of only 6 times per

day. Finally, its *blast of power* acts as a *power word*: *stun* spell rather than inflicting damage.

Because of these limitations, most terithran transport their victims to the Ethereal to finish them off. They use their blasts to ward away a wizard's allies and rely upon their innate magic resistance to penetrate a spellcaster's defenses.

HABITAT/SOCIETY: Sleeping endlessly in their spiraling maze-work lairs, terithran are always found alone. Truth is, they don't seem to interact at all, not even to breed. No one's ever seen terithran young or uncovered any evidence that the creatures age or die of natural causes. It just seems that

they've always been and always will be — and the terithran themselves support this belief. Despite this apparent immortality, though, they don't really do much of anything unless disturbed from their repose.

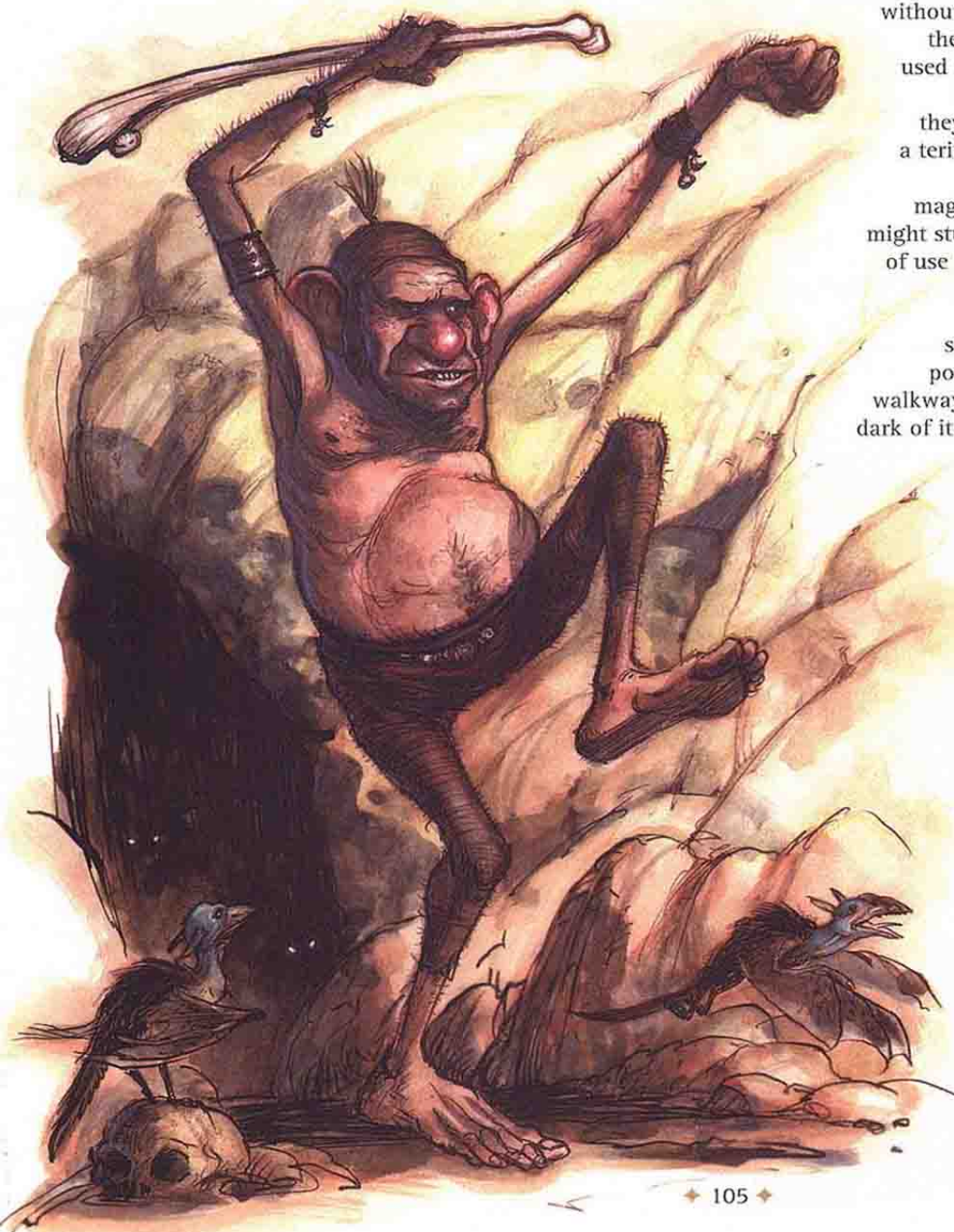
No one knows exactly what attracts a terithran, but scholars generally agree on a few specifics. The creature seems to take notice of magic only when it's a wizard spell of 7th level or higher, an equivalent use from a magical item, or a burst of concentrated wizardly magic in a small area. For example, one story claims that approximately 16 spell levels cast on consecutive rounds within 50 feet of each other once drew an angry terithran.

'Course, these aren't hard-and-fast rules, since folks cast powerful spells and use magical items all the time without disturbing the Ethereal sleepers. In fact, the vast majority of the time, such magic is used freely without fear, and rightly so. Graybeards need to gather more chant before they can accurately predict where and when a terithran will strike.

Terithran lairs are filled with drained magical items (though occasionally, a basher might stumble across an object that still has a bit of use to it) and the bones of slain wizards. The strange multidimensional maze that surrounds a terithran's sleeping chamber is said to contain the secret of the creature's power to jump between planes. Perhaps the walkways form a sort of planar pathway, but the dark of it remains a mystery.

ECOLOGY: How did the odd terithran come to be? One tale suggests that a former deity whose purview was the absence of magic (was there ever such a god?) cursed the creatures to be annoyed at its use. Other chant says the little sods are the only ones that can see the truth — that a cabal of entropy-loving bashers introduced wizardly magic eons ago as part of a plot to bring about the end of the multiverse through spellcasting. A third story claims that the terithran fiercely guard their sleep because they're dreaming the multiverse (or perhaps *another* multiverse); only magic can awaken them, and if enough spells are cast, it'll all end.

Who can say what's true and what's screeed? Here's all that is known for sure: The terithran hardly fit into the strange Ethereal ecology at all — they neither produce nor consume. Mostly, they just sleep.



THOQQUA

CLIMATE/TERRAIN:	Planes of Fire, Earth, Magma
FREQUENCY:	Very rare
ORGANIZATION:	Pairs
ACTIVITY CYCLE:	Any
DIET:	Stone
INTELLIGENCE:	Low (5-7)
TREASURE:	Nil
ALIGNMENT:	Neutral

NO. APPEARING:	1d2
ARMOR CLASS:	2
MOVEMENT:	12, Br 3
HIT DICE:	3 (but see below)
THACO:	17
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	2d6 or 4d8
SPECIAL ATTACKS:	Heat, charge
SPECIAL DEFENSES:	Melt weapons, gain hit points from heat/fire attacks
MAGIC RESISTANCE:	Nil
SIZE:	M (4'-5' long)
MORALE:	Steady (11-12)
XP VALUE:	650

Chant has it that the thoqqua — also known as a rockworm or a fireworm — is a creature native to the Paraelemental Plane of Magma. This makes a certain amount of sense, but the fact is, the monster's found just as often on the Elemental Planes of Fire and Earth. On Earth, it's a hated

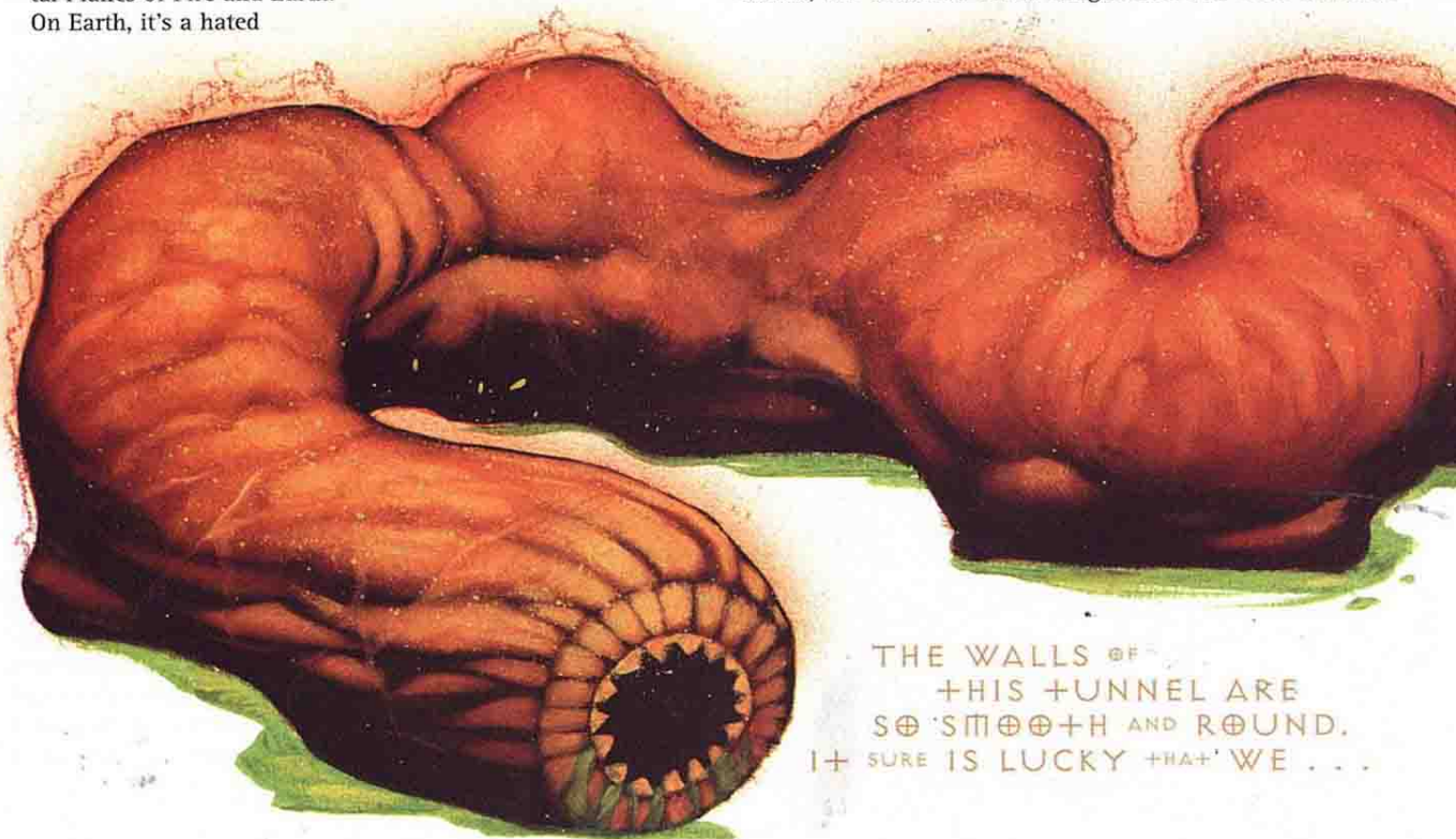
vermin, attacked on sight by most intelligent denizens of the plane, yet that's also where it's happiest. On Fire, a thoqqua's relatively ignored by the other inhabitants, but its existence is misery. And on Magma, it achieves a balance between the two but never finds true contentment.

See, the thoqqua is a creature of heat and fire that loves stone. It eats minerals and lives within solid rock. This dual nature has led the beast to develop a choleric mood and a foul temper — a thoqqua's never satisfied with its situation. When it comes across a basher, it's as likely to attack him as anything else, just out of mean-spiritedness.

However, that's not due to evil intent. The thoqqua's limited intelligence focuses mainly on self-preservation and finding food. It spends its time burrowing through rock, which it does quite easily thanks to the great heat generated by its long, wormlike body. Chant is that even fire elementals themselves can't boast the heat produced in the heart of a thoqqua. Sure, that's probably a barmy's exaggeration, but it's still true that the creature can melt stone and metal with ease.

COMBAT: Despite their small size and fairly low Hit Dice total, the thoquas inspire good, healthy fear in even the toughest of bloods. Inexperienced bashers should avoid them altogether. After all, fireworms give off enough heat to melt through rock — how hard would it be for them to melt their way through a person?

The blistering touch of a thoqqua inflicts 2d6 points of damage. Its most feared attack, however, is its charge into battle; the creature often lunges at a foe from within a



THE WALLS OF
+THIS +UNNEL ARE
S⊕ SM⊕⊕+H AND R⊕ND.
I+ SURE IS LUCKY +HA+ WE ...

nearby rock wall, floor, or ceiling (imposing -2 to the victim's surprise roll). In doing so, a thoqqua can move at a rate of 48 for up to 30 feet, inflicting 4d8 points of damage due to the heat and the impact.

Whenever a thoqqua strikes a sod (whether in a normal attack or a charge), the victim's equipment, armor, or clothing – whatever is actually touched – must make a successful saving throw or be destroyed by the scalding heat. Against a rockworm's charge, items make their saving throws at -4.

A thoqqua can be struck by ordinary (nonmagical) weapons, but they might melt against its super-hot hide. Those that fail a saving throw are destroyed, and each weapon must make a new save every time it strikes the monster.

Cold-based attacks inflict twice their normal damage on a thoqqua. On the other hand, heat makes a poor weapon. Fact is, when a berk uses a fire- or heat-based attack on a thoqqua, the creature gains one hit point for each point of damage that the assault would've caused. In this manner, it can attain a maximum of 48 hit points, which is twice its normal maximum amount, but the additional points last for only 5d8 rounds. When two or more thoquas are

HABITAT/SOCIETY: The thoqqua appears on many planes. While it doesn't have the power to travel the multiverse on its own, it seems to have a knack for finding vortices and borders which it can use to cross over. While the beast can survive on the planes of Magma, Earth, and Fire (though there's precious little for it to eat on Fire), it's truly at home on none.

On the Elemental Plane of Earth, it burrows endlessly, devouring the melted slag as it goes. Native creatures view these passages as wounds upon their plane and destroy the thoqqua if they can. Certain others, particularly non-natives, appreciate the rockworm for the tunnels it forms. The shad, for example, use thoqqua burrows so frequently that sometimes their priests *charm* the creatures to create passages where the shad wish to go.

A new rockworm tunnel's usually about 4 feet in diameter, and a canny cutter knows to let it cool for a short while before using it. For the first 10 rounds after a thoqqua has passed, the walls of the fresh passage are visibly red-hot and burn anything that touches them (inflicting 1d10+4 points of damage). For 10 rounds after that, even though the rock is cooling, any berk who touches the tunnel's walls still suffers 1d6+1 points of damage. The victim is not allowed a saving throw in either case.

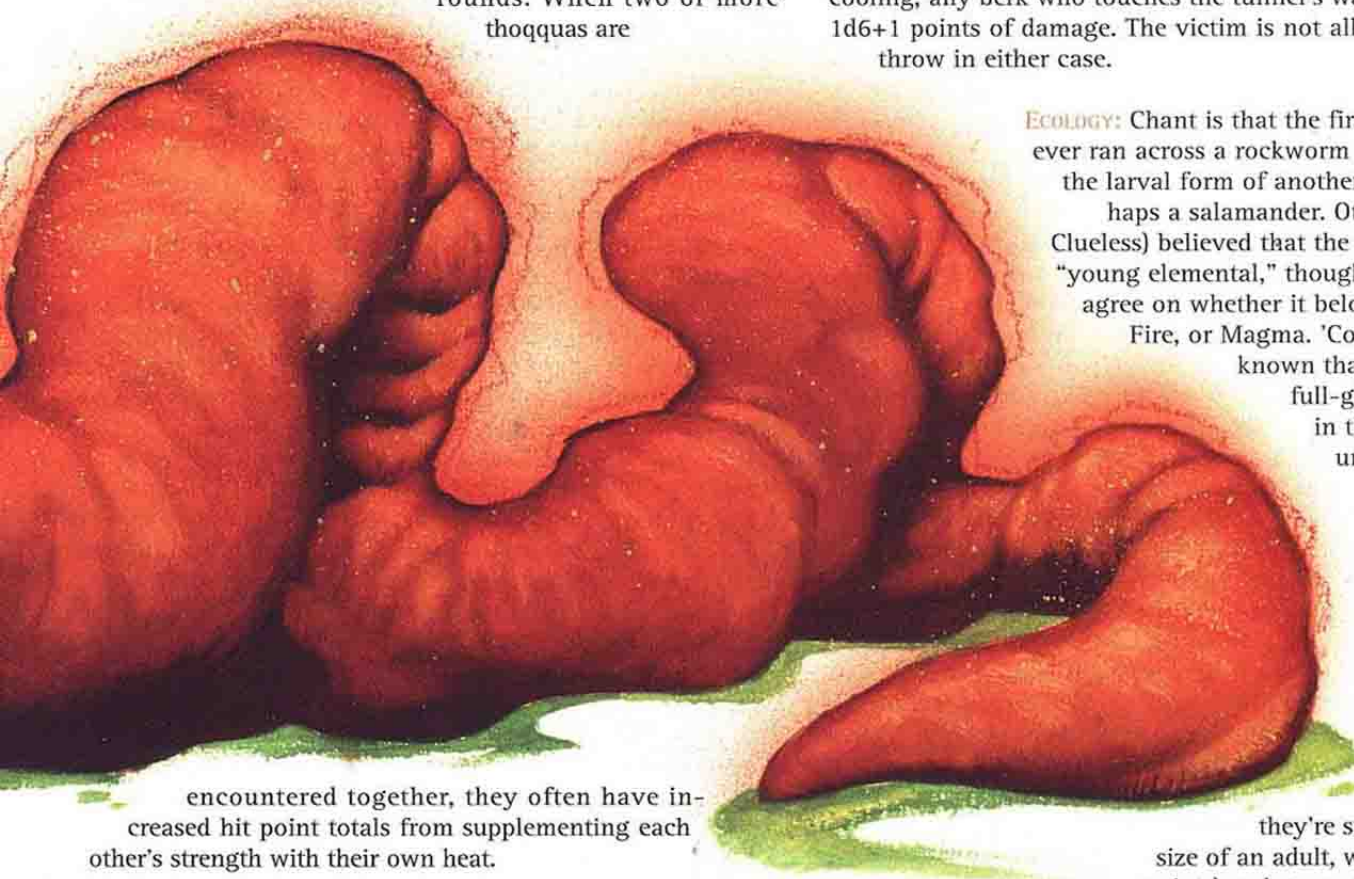
ECOLOGY: Chant is that the first bashers who ever ran across a rockworm thought it was the larval form of another creature, perhaps a salamander. Others (probably Clueless) believed that the thoqqua was a "young elemental," though no one could agree on whether it belonged to Earth, Fire, or Magma. 'Course, today it's

known that thoquas are full-grown creatures in their own right, unrelated to any other beasts.

Fireworms reproduce by budding, and thus are asexual. Young thoquas exactly resemble their sires except that

they're smaller (half the size of an adult, with half the hit points) and generate less heat (inflicting half as much damage).

The thoqqua feeds on minerals and rocks of any kind. It attacks other creatures only out of belligerence or self-defense. Few beings prey on the fiery tunneller, though some of the dao and efreet look upon boiled rockworm as a delicacy.



encountered together, they often have increased hit point totals from supplementing each other's strength with their own heat.

SAY, IS IT JUST ME,
OR IS IT GETTING WARM IN HERE?
— THE LEADER OF A
CLUELESS EXPEDITION

TRILLOCH

CLIMATE/TERRAIN:	Negative Energy Plane (any)
FREQUENCY:	Very rare
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	Waning life force
INTELLIGENCE:	Animal (1)
TREASURE:	Nil
ALIGNMENT:	Neutral

NO. APPEARING:	1
ARMOR CLASS:	N/A
MOVEMENT:	12
HIT DICE:	N/A
THACO:	N/A
NO. OF ATTACKS:	N/A
DAMAGE/ATTACK:	N/A
SPECIAL ATTACKS:	Induce violence, aid attacks
SPECIAL DEFENSES:	Invisibility, immunities
MAGIC RESISTANCE:	Nil
SIZE:	S-M (2'-6' diameter)
MORALE:	Unsteady (5-7)
XP VALUE:	650

From *The Book of Inverted Darkness*:

"Then, in those days in the land of Knell, there was a great famine. So many were the dead's numbers that their starved bodies were stacked like wood outside the towns, until those who stacked them no longer had the strength or the will.

"Such were the events when the twin heroines Evera and Rattir arrived. Looking upon the dead bodies and the starving people, they asked, 'What has transpired, to bring such a curse upon the land?'

"The people of Knell replied, 'The traitorous cur known as Rech has used a magical staff to bring this blight upon us! No food have we to eat or water to drink, for none exists in the land of Knell.' Without further discussion — for in the manner of all heroes their great courage was legendary — Evera and Rattir departed to find the one known as Rech.

"After a long and perilous journey, they arrived in the fells and found the tower of the villain. Confronting the evil knight, the heroines called for him to throw down his staff and dispel the ill that he had wrought upon the land.

"Rech knew of the two renowned warriors and realized that he could not best them in battle. Yet before he could respond to their demand, Evera rode forth on her steed Malfax and attacked him. The charge surprised both Rattir and Rech, but the evil knight's surprise cost him his head.

"When Rattir confronted her sister, she condemned the attack as cowardly and ignoble. Evera then turned upon her twin, but Rattir was ready, for even then she suspected that Evera might not be her own master. Rattir subdued her bloodthirsty sister, for as is well known, she was greater in the ways of battle. Then, knowing something of magic, Rattir cast a spell which laid forth all things to true sight.

"Suddenly revealed by her magic was a quivering crea-

ture of formless spirit, doubtless from some far-off realm. Rattir called out, 'Get thee hence, fiend of violence,' and drove it away with her spells. She named the beast 'triloch,' which in the tongue of Knell meant 'eater of death,' for that is what Rattir knew it to be.

"With the triloch gone, Evera returned to herself and the sisters were joyous. Together they broke Rech's evil staff and restored health to the land. Evera's transgressions, however, earned them both enmity with the goddess Elonn. Thus did the goddess cause the two to find their way to the Sea of Winds, where . . ."

The triloch is an extraordinarily uncommon creature that originally hails from the Negative Energy Plane but is encountered only as it wanders other planes. However, most folks wouldn't notice it, as the monster is invisible and almost imperceptible. Only a *detect magic* spell cast within 60 feet of a triloch reveals its unique aura — a pulsating ripple of negative energy with no fixed size, shape, or even color.

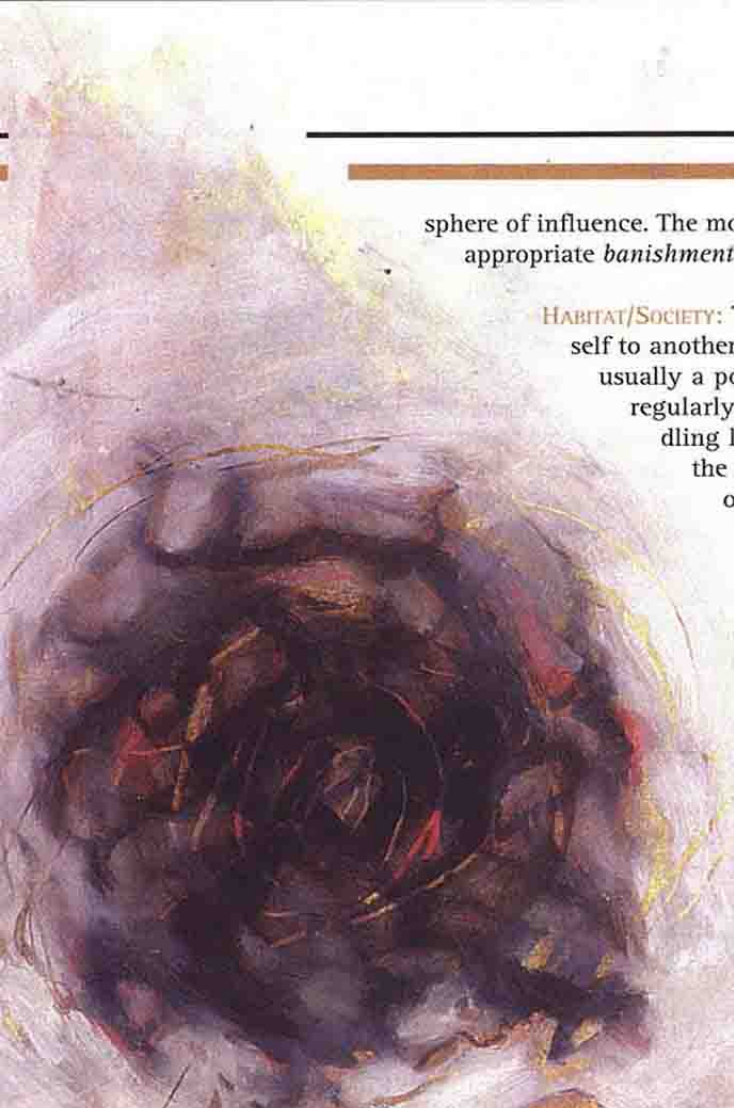
COMBAT: A triloch isn't so much an opponent as it is a force. The thing can't make physical attacks against a foe, nor can it be physically harmed by an attacker. Its focused essence is an energy mass from 2 to 6 feet in diameter, but its actual presence occupies a 60-foot-diameter sphere. The triloch can feed only from sources that fall within this zone. And as it consumes the life force of the dying, it must either find an expiring creature or cause one to die. Thus, unable to harm anything directly, the beast tries to influence events to bring about death.

First of all, the triloch amplifies the deadly potential of all combat that occurs within its 60-foot sphere of influence. All attack and damage rolls receive a +1 bonus, and morale checks are made with a +3 bonus — in the presence of a triloch, creatures are more likely to fight to the death.

Second, the triloch encourages violence. Beings of animal (1) or nonratable (0) Intelligence that're within 60 feet of the pulsating creature begin attacking whatever is near. Smarter sods can make a saving throw versus spell to resist the effect, but if they fail the roll, they automatically spend the next 1d6 rounds attacking anything they perceive to be an enemy. If they can find no "enemies," they simply attack anyone nearby for 1d4 rounds. Their target must fall within the 60-foot area of influence around the triloch.

'Course, even after the violent compulsion fades away, some berks might continue fighting on their own — which is what the unseen triloch counts on. But the combatants don't need to keep making saving throws, even if they remain within the 60-foot zone. The rolls are needed only upon initial contact with the negative-energy monster. However, if a sod runs into another triloch after 24 hours have passed, he must make a new saving throw in order to resist its power.

As noted above, a *detect magic* spell is the only means of discovering the presence of a triloch, and only if cast within 60 feet of the creature's central essence — which means that the spellslinger must be within the triloch's



sphere of influence. The monster can be “fought” in two ways: *dispel magic* drives it off, and an appropriate *banishment* (or similar spell) sends it back to its home plane.


HABITAT/SOCIETY: Though utterly solitary in its existence, the trilloch often attaches itself to another creature — without the creature ever even realizing it. This “host” is usually a powerful beast or something capable of dealing death efficiently and regularly. The invisible trilloch follows it around and feeds upon the dwindling life force of its victims. If the beast itself passes into the dead-book, the negative-energy being moves on, often following the slayer (if any) of the original host.

A body should note that the trilloch has only animal Intelligence and is not malicious. It doesn't delight in causing pain — fact is, it derives nothing from a creature's suffering. Even if a being dies without any pain, the trilloch can still consume the waning life force. Simply put, it feeds on other creatures just as any predator might, even though its methods are a little different. Nonetheless, most folks have a difficult time not looking upon the trilloch as an evil beast.

ECOLOGY: The trilloch is defined by what it feeds upon. It's more specialized than other creatures of the Negative Energy Plane in that it eats the life energy of beings that're already dying. In other words, unlike some natives of the dark plane, trillochs don't drain life force on their own.

They merely use their powers to bring about the death of others in order to feed.

The trilloch's victims don't need to be extremely intelligent creatures, but only higher organisms provide enough life energy to sustain the invisible predator. Microorganisms, normal insects, tiny worms, and the like aren't enough, but pretty much everything else fits the bill.



CLIMATE/TERRAIN:	Quasiplane of Mineral
FREQUENCY:	Rare
ORGANIZATION:	Cabal
ACTIVITY CYCLE:	Any
DIET:	Omnivorous
INTELLIGENCE:	Genius to supra-genius (18-20)
TREASURE:	Q×3,T,U
ALIGNMENT:	Neutral

NO. APPEARING:	2d4
ARMOR CLASS:	2
MOVEMENT:	9
HIT DICE:	6
THACO:	15
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	1d4 or by weapon + gem bonus
SPECIAL ATTACKS:	Spells, impale
SPECIAL DEFENSES:	None
MAGIC RESISTANCE:	Nil
SIZE:	M (5'-6' tall)
MORALE:	Steady (11-12)
XP VALUE:	2,000

Even most primes know that gems and jewels contain magical essences at their very core. That's just a fact. So why's it so surprising, then, that some of the greatest mages in the multiverse come from the Quasielemental Plane of Mineral? It's true. They're called the tsnnng. (By the way, a body shouldn't worry if he can't pronounce that word — nontsnnng never can. Their tongues just aren't crystalline enough. Most bashers say "tiss-ning" or something like that. It's not like the tsnnng care. Truth is, hardly anyone can understand their weird crystalline language without magical aid.)

Basically, tsnnng are a race of anthropomorphic gemstones. Most folks'd describe them as extraordinarily thin and spindly. Their multifaceted bodies shine and sparkle with a plethora of color, never the same pattern twice. Their long, narrow heads have only small, black eyes and a tiny mouth to distinguish them from large, baguette-cut gemstones. The rest of their bodies look like spun crystal of brilliant hue and luster. Normally, strange garments of black, gold, or silver cover some or all of a tsnnng's form.

COMBAT: All tsnnng can claw with their hard, sharp fingers, inflicting deep wounds in soft flesh (and causing 1d4 points of

damage). Their gemlike bodies give them an impressive natural Armor Class, and their AC would be even better — if the creatures weren't so spindly and fragile. Some'd describe them as downright brittle. When struck in combat, they don't bleed, but they do break and eventually shatter when slain.

Although it's impossible to tell them apart outside of battle, once a fight breaks out it's easy to see that there are two kinds of tsnnng — warriors and wizards.

The warriors engage in melee and missile combat with foes, using weapons made of fine gemstones. Javelins of ruby and long diamond knives are not uncommon in their arsenals. These weapons aren't magical, but they do add a bonus of +1 to +4 (DM's discretion, based on the kind of stone) to attack and damage rolls. Plenty of folks'd love to learn the dark of creating such weapons, but the tsnnng wouldn't share that kind of information with other races even if they could.

'Course, tsnnng warriors are quite capable even when unarmed. Like all members of their race, they can strike with their sharp claws. However, warriors can reshape one or both of their hands into spearlike extensions that impale foes on a natural attack roll of 19 or 20. Such a blow inflicts quadruple damage (4d4 points). The warriors need a full round to alter the shape of their hands, and obviously they can't hold or grasp anything while in spearlike form.

Tsnnng wizards are even more notorious in battle. Each has the spellcasting ability of a 6th-level wizard, and many advance far beyond that (their Hit Dice totals and other statistics do not increase, however). All tsnnng wizards can memorize twice the number of spells as they should normally be able for their level. A few graybeards have theorized that it's as though each spell-slinger inherently possesses the power of a potent ring of wizardry. This leads some to think that it's

possible for a nontsnnng to harness this ability through training, or even by using a tsnnng's body as a kind of component in a magical item. Most likely, though, it's not.

Not surprisingly, in combat the warriors take to the front ranks to protect the wizards while the spellslingers work their magic. This doesn't mean that the warriors are drones guarding their masters, or that the wizards consider their protectors expendable.



On the contrary, the two types of tsnng are equal in every way — they just specialize in different areas. The warriors are every bit as intelligent and crafty as the wizards and present just as much of a threat.

Because of their magical power, the tsnng often use various enchanted items of their own manufacture. 'Course, these objects — scrolls inscribed on sheets of gold and platinum, rings and amulets cut from huge gemstones, bejeweled weapons, and more — are also valuable for the materials from which they're made.

HABITAT/SOCIETY: Tsnng gather together in small enclaves and then never associate with any other members of their race. These leaderless, autonomous cabals usually consist of eight to 20 tsnng. Each group establishes a lair in a spectacular, gem-filled cavern — almost an amphitheater, really — the likes of which most folks will never see. Oddly, rather than consider itself a tribe or community, each cabal thinks of itself as a council of rulers with dominion over the entire quasiplane of Mineral.

Fact is, while a few cabals have managed to convince other natives of the plane that the tsnng are indeed their masters, most mineral quasiaelementals just ignore them. Further, as each cabal looks upon itself as the ultimate authority, and because there are uncounted tsnng enclaves, any one particular group has little chance of accomplishing much on a planar scale. They do, however, wield a great deal of local power.

ECOLOGY: The main enemy of the tsnng is, really, other tsnng. The various cabals often skirmish over control of an area of Mineral or a group of its inhabitants (sometimes without the inhabitants even knowing). They're generally hostile to outsiders from the rest of the multiverse, as well, so plane-walkers should take note.

Tsnng eat virtually anything, consuming the matter within their furnacelike guts. Because they can use any material as sustenance, require no sleep, and have no reproductive urges, they're free to spend all of their time learning new enchantments and contemplating elaborate schemes for their domains and their subjects.



UNGULOSIN

CLIMATE/TERRAIN:	Elemental Plane of Water
FREQUENCY:	Very rare
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	N/A
INTELLIGENCE:	Semi (2-3)
TREASURE:	Nil
ALIGNMENT:	Neutral

NO. APPEARING:	1
ARMOR CLASS:	6
MOVEMENT:	Sw 18
HIT DICE:	5
THACO:	15
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	1d4+4
SPECIAL ATTACKS:	Poison
SPECIAL DEFENSES:	See below
MAGIC RESISTANCE:	Nil
SIZE:	H (15'+ long)
MORALE:	Steady (12)
XP VALUE:	1,400

A protective spirit of the water, the ungulosin is a native of the Elemental Plane of Water. It takes its shape from the natural creatures of the sea — that is, it forms a body by controlling a number of fish, eels, octopi, or the like and forcing them to act in concert. The “borrowed” creatures can’t resist the ungulosin, although it might be better said that they *won’t* resist. See, the protective spirit never misuses the beasts it employs, and no harm comes to them unless the spirit is attacked.

The ungulosin always creates a form at least 15 feet long, and it calls only upon sea animals of size T or S. Thus, it never uses creatures like sharks or giant versions of normal sea life, and it never summons anything that has greater than animal Intelligence. However, it may borrow hundreds of tiny beasts in order to fashion an appropriate body.

Once the spirit gathers enough creatures to construct a body, it controls their every action. Moving in flawless tandem, the creatures take on the appearance of a single animal. Usually, the form is of an eel or a large predatory fish, but occasionally the spirit builds bodies in other shapes. Many prefer to adopt forms that suggest the shape of the animals

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used, so that if an ungosin calls upon squid, they will move together in the shape of a gigantic squid.

COMBAT:

Regardless of their general form, ungosin bodies have the same basic statistics and capabilities. All manifest a head with a large mouth filled with dozens of daggerlike teeth. The ungosin's bite causes 1d4+4 points of damage and transmits a terrible venom. This poison paralyzes victims for 1d4 rounds, after which they begin to spasm and suffer 1d6 points of damage per round until they die. A successful saving throw versus poison means that the victim is not paralyzed and suffers no damage.

It ain't easy to fight an ungosin. See, the individual sea animals act and strike as a singular being, but they suffer damage as many creatures. No matter how hard a basher tries or what weapon he uses, in physical combat he can hit only one of the beasts that make up the ungosin. Thus, no matter how much damage he deals, the best he can do is destroy one of the many animals in the ungosin's form.

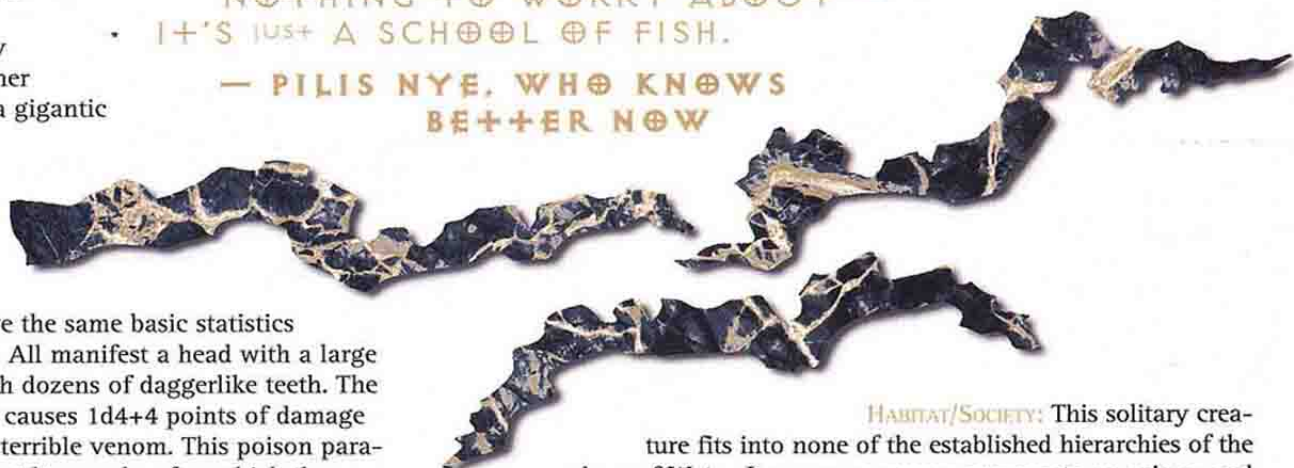
As far as the controlling spirit's concerned, a successful melee or missile attack on it either inflicts 1 point of damage or has no effect at all. The DM can resolve this in one of two ways. The first and simplest method is to roll any die — an even result means that the blow caused 1 point of damage to the ungosin, and an odd result means that it caused none.

The more realistic (and harsher) method is to compare the amount of damage inflicted to the average hit points of the individual sea creatures. If the damage is enough to slay one of the animals, the ungosin's body suffers 1 point of damage. Otherwise, it's unharmed. For example, if the ungosin is composed of weed eels, which have 1-1 Hit Dice (an average of 3 hit points each), a blow inflicting 1 or 2 points of damage — which isn't enough to kill an eel — has no effect. However, a strike that causes 3 or more points of damage — even one that causes 30 points! — still inflicts just 1 point of damage to the ungosin's form.

Luckily, magic works a good deal better against the guardian of the water. Area-of-effect spells affect the spirit normally, but those that cause individual damage (such as *magic missile* or *Melf's acid arrow*) have the same limitations as other sorts of combat. Ungosin are immune to *sleep*, *hold*, and *charm*-related spells.

When an ungosin is slain or banished, the spirit no longer holds the remaining animals together, and they disperse in a chaotic mass.

NOTHING TO WORRY ABOUT —
IT'S JUST A SCHOOL OF FISH.
— PILIS NYE, WHO KNOWS
BETTER NOW



HABITAT/SOCIETY:

This solitary creature fits into none of the established hierarchies of the plane of Water. It serves no power, answers to no prince, and bows to no elemental lord. An ungosin's motivations are its own, and it wanders the Endless Sea attacking some creatures (often, but not always, non-natives), helping others, changing conditions, and so on. It's similar to a water elemental in that it's a spirit that clothes itself in a body appropriate to whatever task is at hand, but an ungosin is much more of a rogue, doing whatever it pleases.

It's extremely rare for an ungosin to be encountered off of the Elemental Plane of Water, but when it roams that far, it usually does so to protect an isolated stream or lake on this plane or that — often for little or no apparent reason. In doing so, it might interact with local nereids and other water spirits, sometimes working with them and other times opposing them.

ECOLOGY: As a spiritual creature with no real physical body, the ungosin does not eat, sleep, or procreate. The individual sea animals that compose its form don't need food or rest, either (at least, not while they're under the spirit's control).

The origins of the ungosin are fascinating — if they're true, of course. It's said that they were once air spirits that were somehow betrayed by a power of the sky. Angry and disappointed, they left the Elemental Plane of Air in a mass exodus and went to Earth, where they dwelled for eons. Eventually, though, they found that they just couldn't adapt to an element so different from their original. Things on Earth, in their opinion, were too slow, too stagnant, too unchanging. The spirits next went to the Elemental Plane of Fire, but their stay there was shorter still — they found the denizens too hostile and too difficult to understand.

Finally, they made their way to the Elemental Plane of Water. There, the ungosin found an environment pleasingly similar to that of their original home. Like the air, the water constantly moves and changes, yet it's not hostile to life — quite the opposite, really. As elements, both air and water are powerful and nurturing. The spirits found their new home to their liking and have dwelled there for so long that most folks regard them as natives, never realizing the dark of their travels.

VACUOUS

CLIMATE/TERRAIN:	Quasiplane of Vacuum
FREQUENCY:	Rare
ORGANIZATION:	Pack
ACTIVITY CYCLE:	Any (nocturnal, if appropriate)
DIET:	Carnivorous
INTELLIGENCE:	Exceptional (15-16)
TREASURE:	Nil
ALIGNMENT:	Lawful evil

NO. APPEARING:	1d6
ARMOR CLASS:	4
MOVEMENT:	9, Fl 18 (B)
HIT DICE:	4+2
THACO:	17
NO. OF ATTACKS:	2
DAMAGE/ATTACK:	1d6/1d6
SPECIAL ATTACKS:	Suction, ingestion
SPECIAL DEFENSES:	Immune to <i>sleep</i> , <i>hold</i> , <i>charm</i>
MAGIC RESISTANCE:	Nil
SIZE:	M (5' tall)
MORALE:	Elite (13-14)
XP VALUE:	1,400

As much as the bean-counters of the Fraternity of Order'd like to keep everything in the multiverse nice and neat, the truth of it's undeniable — the Inner Planes are full of leaks. Bits of fire spread to the plane of Earth, spheres of air drift through the plane of Smoke, and so on. And the Negative Energy Plane is no exception. Negative energy leaks onto other planes, and wraiths, spectres, and other undead spirits often go with it. Most of the time, they're inexorably drawn back to their cold, dark home, but once in a while they manage to escape. The darklight, for example, is an undead entity able to form a brand-new existence on the quasiplane of Radiance.

Another example: the vacuous, an undead spirit that escapes the Negative Energy Plane through one of the rare leaks that spills onto the quasiplane of Vacuum. How do they avoid being drawn back to their home? Simple — they literally lose themselves in the nothingness of Vacuum. The endless void swallows them up.

Once on the quasiplane, the spirits take on properties related to their new environment. They become the creatures known as the vacuous: short humanoids with large heads, beady black eyes, and eggshell-white skin that's covered in tiny cracks. The relatively short arms of a vacuous end in long black talons. But the thing's most

significant feature is its huge, gaping mouth. A basher who looks into the gigantic maw of a vacuous sees nothing — the creature holds the void of its new home within its very form.

COMBAT: In normal combat, the vacuous rakes with its long claws, inflicting 1d6 points of damage with each strike. But the monster can also kill a foe without ever spilling a drop of blood. See, it can tap into the vacuum of its plane, creating a void within its body. This void hungrily draws everything outside the vacuous toward the creature's large, gaping mouth.

By "aiming" its mouth, the vacuous can focus this suction as it wishes, drawing any sods who happen to be within 25 feet. To resist the vacuum, a targeted victim must somehow brace himself and must make a successful Strength check with a -2 penalty. Otherwise, he's helplessly drawn close to the undead monster, which can automatically strike him with two claw attacks during the same round.

After the first round of suction, the vacuous must stop the effect, choose another target, or allow the first victim to be drawn completely through its mouth and into the void of its body. That's a horrible experience for the victim, but it incapacitates the monster as well — with its body full, it can't attack or even move. Thus, most of the time, the creature's willing to ingest a berk only if all other foes have already been defeated. Sometimes, though, a group of planewalkers who encounter several vacuous at once find that some of them draw the victims in while the others provide protection.

A sod drawn all the way into the maw of a vacuous must make another Strength check at -4. Success indicates that he's able to cling for dear life to the outside of the creature, preventing himself from being pulled into the mouth. However, he's unable to act — and is subject to two automatic claw attacks as well. A victim who fails his Strength check, however, finds himself forcefully sucked within the monster's mostly hollow body. Once inside, the sod's trapped within the tight enclosure, unable to move. In 2d4 rounds, he will die due to suffocation and heat loss. Only the death of the vacuous can save him.

The vacuous are turned as wights. Like many other types of undead, they're immune to poison, paralyzation, attacks based on cold or negative energy, and mind-affecting spells like *sleep*, *hold*, and *charm*.

HABITAT/SOCIETY: Extremely intelligent undead creatures, the vacuous travel and hunt in packs, using crafty tactics. For example, a group of vacuous might herd potential victims into an ambush where others are waiting to draw them inside their bodies. Other times, the monsters keep themselves spread out and attack a group from two or more different directions, separating their opponents by drawing them apart from one another. This also works on a single foe — the vacuous alternate using

their suction powers, which tosses the victim back and forth each round and keeps him off balance.

'Course, these tactics work better on planes other than Vacuum; it's difficult to lay an ambush in a featureless void. But, truth is, the monsters enjoy traveling (whether via summonings or accidental gate openings) to other planes, where there's so much more to eat. See, due to the nature of the quasiplane of Vacuum, the vacuuous can feed only when outsiders come to the plane — and that doesn't happen too often.

ECOLOGY: Vacuuous will feed on any living creature, devouring every bit of the body and brain. Their own bodies aren't really material at all, but rather constructs of planar energy from both the Negative Energy Plane and the quasiplane of Vacuum. This means, of course, that the vacuuous are made (at least in part) of nothingness.



WAVEFIRE

CLIMATE/TERRAIN:	Quasiplane of Steam
FREQUENCY:	Uncommon
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	Air
INTELLIGENCE:	Average (8-9)
TREASURE:	Nil
ALIGNMENT:	Neutral

NO. APPEARING:	1d3
ARMOR CLASS:	1 (6 out of water)
MOVEMENT:	Sw 48 (3 out of water)
HIT DICE:	8
THACO:	13
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	3d6
SPECIAL ATTACKS:	Scalding
SPECIAL DEFENSES:	Struck only by +1 or better weapons, immunities
MAGIC RESISTANCE:	Nil
SIZE:	L (12' tall)
MORALE:	Average (8)
XP VALUE:	4,000

Now *here's* a stretch — a body needs a wide-open mind to follow along. A few scholars and philosophers think that, long ago, the Inner Planes had a different configuration. They say that the four Elemental Planes (Air, Earth, Fire, and Water) were arranged in a different order, which produced different Paraelemental Planes than those that folks're familiar with. For example, the planes of Earth and Air mixed to create a very different Paraelemental (not Quasielemental) Plane of Dust — one full of choking, swirling sandstorms rather than disintegration and decay. Furthermore, the planes of Fire and Water shared a border, creating the Paraelemental Plane of Steam.

Well, this alternate plane of Steam was supposedly made up of a super-heated, infinitely deep ocean that boiled continuously, sending steam up off its surface into an endless sky filled with water vapor. And, bloods say, riding along the surface of this bubbling sea were the wavefires — boiling water elementals, more or less.

Now, the wavefires exist, there's no doubting that. See, graybeards who hold to the "alternate planes" theory claim that the Inner Planes rearranged themselves (or *were* rearranged — but by whom or what?) eons ago, resulting in the pattern so well known today. Most everything that lived in the previous configuration passed from existence, but the wavefires somehow made the transition into the present multiverse.

Fact is, the controversial scholars point to the wavefires as proof of their claim — and the *only* proof, at that. They say that the mere existence of the strange creatures validates their theory. But it's more of a leap than a tumble, a body's got to admit. Sure, the wavefires don't seem to fit well with what's known about the quasiplane of Steam, but does that necessarily mean that they come from an alternate Steam that no longer exists? Isn't it more likely that some berks just don't know as much about the quasiplane as they'd like to think? What kind of gullies do these so-called philosophers take folks for, anyway?

Know this: If a blood can tumble to the angle or percentage these cony-catchers might get from perpetuating such a lie, he's come to the real dark of the matter.

COMBAT: The wavefire is as straightforward a combatant as they come. With its great swimming speed, it rushes upon its foes and bashes them with a forceful, boiling wave of water. Those struck by the wave suffer 3d6 points of damage and must make a saving throw versus breath weapon. A sod who fails his roll sustains an additional 2d6 points of damage from the scalding temperature of the water. A successful save indicates that the victim suffers only half the extra damage (1d6 points).

The wavefire's excellent Armor Class comes partly from its fluid form and partly from its great speed. If the creature somehow suddenly finds itself in a nonwatery environment (say, if a canny spellslinger teleports it elsewhere), it's movement rate slows to 3 and its AC falls to 6.

RACING, RACING, RACING.
NEVER LOOK BACK.
ALWAYS CRESTING, ALWAYS REACHING
FLUID MY FORM
MOVEMENT GIVES SHAPE.
MOVEMENT GIVES HEAT.
MOVEMENT IS LIFE.

— MICAN, CIPHER POET
("WAVEFIRE")

Wavefires can be struck only by weapons of +1 or greater enchantment, and they're immune to heat and fire. Spells such as *part water* or *lower water* have no effect on them. A cold-based attack, however, such as a *cone of cold*, inflicts twice its normal damage on a wavefire, as it lowers the creature's temperature and robs it of its essence.

Such attacks also reduce the wavefire's movement by half for 1d3 rounds.

HABITAT/SOCIETY: As most any

berk knows, the quasiplane of Steam is a cool, damp, misty place. The wavefire, however, is hot to the point of boiling and "swims" through the mists of the plane with speed and ferocity.

They seem angry and alien creatures, out of place even in what appears to be their native environment (unless the previously mentioned sages are correct, of course). Rarely, the creatures appear on the Elemental Plane of Water, but they don't stay long — the cooler temperatures of the liquid there would eventually overcome and slay them.

Inner-planar travelers report having spotted small packs of wavefires flowing through the quasiplane of Steam, working in concert. Such groupings are almost always short-lived, however. Competition for food is so severe that, sooner or later, a wavefire must fend for itself. In other words, it tries to succeed instead of, rather than in addition to, its brethren.

Wavefires rarely interact with the few other creatures that live on Steam. The quasielementals and mephits usually give the boiling masses of water a wide berth, but little actual respect. The wavefires don't seem to mind this treatment

— in fact, they hardly notice the other natives at all.

ECOLOGY: The wavefire craves

dry air, which it absorbs into its scalding mass.

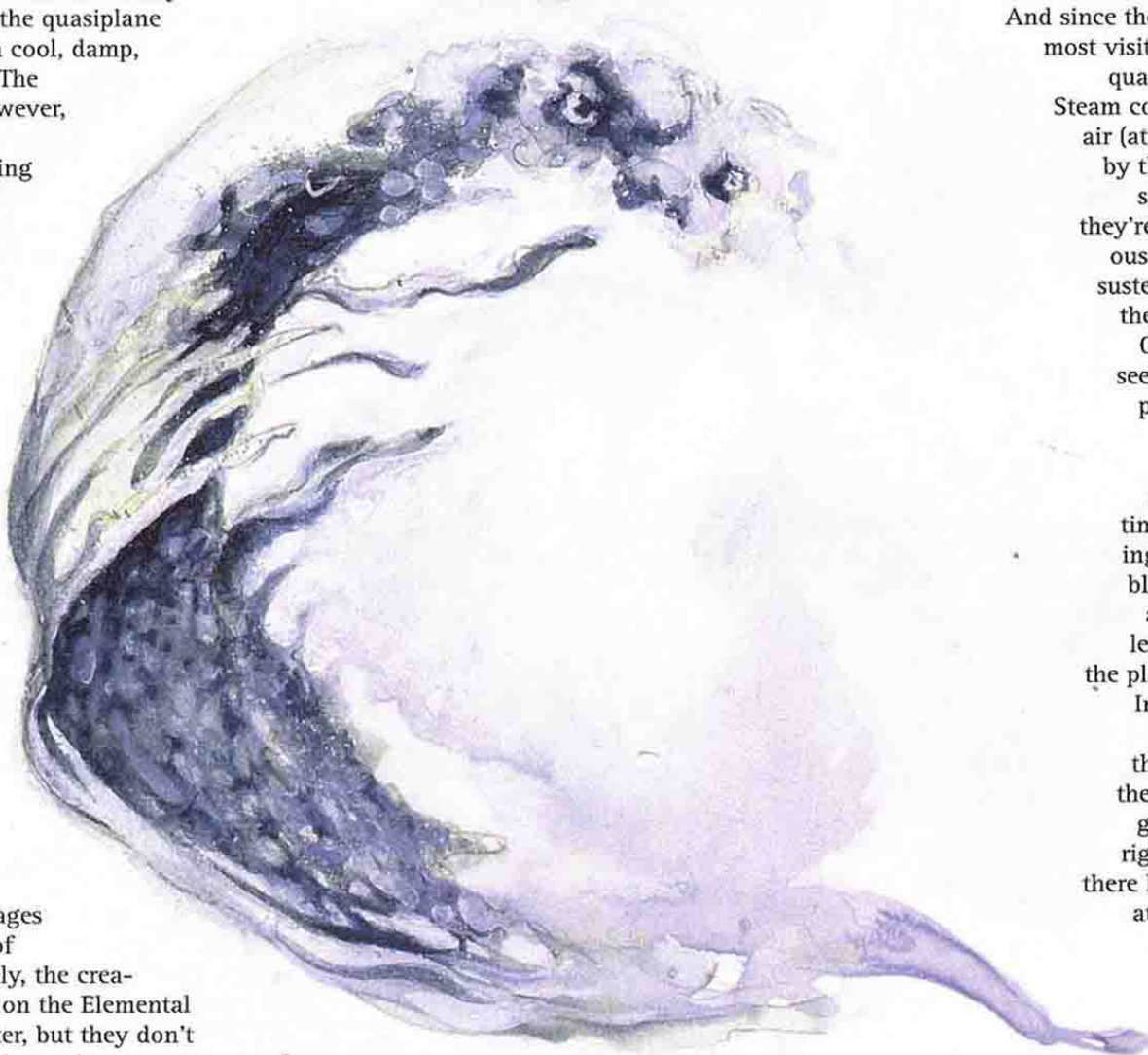
And since the lungs of most visitors to the quasiplane of Steam contain dry air (at least, dry by the plane's standards), they're an obvious source of sustenance for the creature.

Other than seeking such prey, however, the wavefire spends its time searching for bubbles of pure air that've leaked onto the plane.

In the final analysis, though, are the so-called graybeards right? Could there have been at one time different

Inner Planes with a different

configuration? Well, sure — with all the oddities that already exist in the multiverse, it seems that anything's possible. What's really hard to swallow, though, is that the only basis for the theory is the existence of the wavefire — one single creature that doesn't seem to fit into the environment of its plane. Most folks don't call that sound analysis so much as storytelling.



XAG-YA/XEG-YI

CLIMATE/TERRAIN:	Energy Planes
FREQUENCY:	Uncommon
ORGANIZATION:	Solitary
ACTIVITY CYCLE:	Any
DIET:	Energy
INTELLIGENCE:	High (13-14)
TREASURE:	Nil
ALIGNMENT:	Neutral

NO. APPEARING:	1
ARMOR CLASS:	0
MOVEMENT:	Fl 6 (B)
HIT DICE:	5-8
THACO:	5-6 HD: 15 7-8 HD: 13
NO. OF ATTACKS:	1
DAMAGE/ATTACK:	1d6+6
SPECIAL ATTACKS:	Energy blast or drain
SPECIAL DEFENSES:	See below
MAGIC RESISTANCE:	15%
SIZE:	M (4' diameter)
MORALE:	Steady (11)
XP VALUE:	5 HD: 5,000 6 HD: 6,000 7 HD: 7,000 8 HD: 8,000

Ah, life — there's no spot in the multiverse where it hasn't managed to take hold. Perhaps, in a tome dedicated to the creatures of the inhospitable Inner Planes, such a concept should be a theme, or even *the* theme. There's life everywhere.

The Positive and Negative Energy Planes are no exception to this rule. Somehow, on both of these seething planes of force, consciousnesses formed and adopted bodies made of the essence around them. The Positive Energy Plane — a brilliant sea of explosive vitality — spawned the creature known as the xag-ya, whereas the Negative Energy Plane — a cold pit of devouring darkness — brought forth the xeg-yi.

On the other hand, some say that neither creature is a true native of its plane at all. These folks claim that the xag-ya and xeg-yi came into existence elsewhere (perhaps on the same plane, perhaps on different planes), forming in isolated pockets of positive and negative energy. The beasts might even have been created by some intelligent agency for an unknown purpose.

'Course, this is just idle speculation, but it comes about for a very good reason. The Positive Energy Plane is practically life incarnate. How could a creature attain enough true individuality in such a place to achieve consciousness and

an ambulatory body? And the Negative Energy Plane is as antilife as a basher can conceive, which makes the idea of a living creature of negative energy seem a bit of a contradiction.

The graybeards can rattle their bone-boxes all they like about these problems, but the fact is that no one really knows how or why the xag-ya and the xeg-yi exist. The two creatures are similar and yet opposite in appearance and nature — so much so that it makes a body wonder if their genes didn't have something in common.

In any event, both are spherical beings with multiple tendrils of energy writhing about them, almost like the tentacles of an octopus. Each creature's main body is a globe of energy that's unremarkable except for two narrow spots that suggest eyes. These eyes, in turn, suggest an unknowable and alien intelligence. At first glance, there's only one way to tell the two creatures apart: The xag-ya appears silvery and lustrous, while its negative counterpart is black and dull.

COMBAT: Both monsters attack foes by striking with their whiplike tendrils of energy. The touch of the xag-ya carries with it a powerful jolt that overloads living creatures and causes them 1d6+6 points of damage. Combustible, nonliving items such as paper, cloth, and wood catch on fire when exposed to this raw force.

Every other round, the xag-ya can fire a bolt of this energy at a target up to 10 feet away. Like the touch of the creature's tendrils, the bolt ignites combustibles and inflicts 1d6+6 points of damage, but it also heats metal objects. Such items glow white-hot and remain so for 1d4 rounds.

During that time, they cause 1d4 points of damage per round to anyone in contact with them. Magical metallic items are allowed a saving throw versus electricity to resist being heated.

The life-draining tendrils of the xeg-yi corrode whatever they touch.

They inflict 1d6+6 points of damage on living targets and cause nonliving items such as paper, cloth, and wood to age and rot.

Every other round, the xeg-yi can discharge a bolt of negative energy with a range of 10 feet. It has the same effect as the touch of a tendril, corroding materials and inflicting 1d6+6 points of damage, but it also rots sturdy materials like metal and stone. Such items must make a successful saving throw versus electricity or become corroded and worthless.

A basher's got to have a weapon of +1 or better enchantment in order to harm either creature. And rather than discuss what kind of magic the pair is immune to, it's easier to list the few spells that *do* affect them. Xag-ya are vulner-

SURE,
THE POSITIVE ENERGY PLANE
IS DANGEROUS,
BUT AT LEAST THERE ARE
NO INHABITANTS TO WORRY ABOUT.
— RAESPH A+HAIR,
PROVING THAT NOT EVERYONE
SHOULD BE A PLANAR GUIDE

able to cold-based spells, while xeg-yi are harmed by magical fire. Both are subject to *disintegration* and *magic missile*, and neither can penetrate a *shield* spell. If a cutter runs into either monster elsewhere in the multiverse, he can send it back to its home plane with one of the following spells: *abjure*, *banishment*, *dismissal*, *dispel magic* (treat the level of magic as twice the creature's Hit Dice total), *holy word*, *limited wish*, *plane shift*, or *wish*. No other spells can affect them.

A *rod of absorption* or a *wand of negation* can thwart the attack of a xag-ya, while a *rod of cancellation* or a *mace of disruption* provides protection from the assaults of a xeg-yi. What's more, these four magical items can't be harmed by either creature.

If a xag-ya or xeg-yi is slain, it explodes in the appropriate release of energy — either an overloading jolt or an enervating drain. This burst has a radius of 10 feet, and all within the area suffer 2d6+12 points of damage. Victims and objects are also affected as if struck by a bolt of energy loosed by the creature (thus, certain items must make saving throws).

HABITAT/SOCIETY: Neither the xag-ya nor the xeg-yi seems to interact with other creatures — not even those of their own

kind. Though they're thought to be highly intelligent, they have no language or real means of communication. They're completely solitary beings. Still, they're also quite curious about what lies beyond their own planes and often wander

about the multiverse, observing.

While they're not outright hostile, their touch endangers virtually all things, so it's inevitable that they find themselves in combat fairly often — others can't help but perceive them as a threat.

Should a xag-ya and a xeg-yi ever meet, they instantly rush toward each other. If they come into contact, they annihilate themselves in a conflagration of

energy that inflicts 4d6+24 points of damage to every living thing in a 30-foot radius. The blast

randomly corrodes or heats nonliving objects within this area. No one knows exactly why the creatures do this; some believe it's motivated by hatred, while others think it's due to some other need or flaw.

ECOLOGY: Xag-ya and xeg-yi feed on all sorts of energy. Their means of reproduction is unknown but must be asexual — after all, individuals of these species never interact.



XILL

CLIMATE/TERRAIN:	Ethereal Plane (Inner Planes)
FREQUENCY:	Uncommon
ORGANIZATION:	Clan
ACTIVITY CYCLE:	Any
DIET:	Omnivorous
INTELLIGENCE:	Very (11-12)
TREASURE:	C
ALIGNMENT:	Lawful evil

NO. APPEARING:	1d6
ARMOR CLASS:	0
MOVEMENT:	15
HIT DICE:	5
THACO:	15 (13 with missiles)
NO. OF ATTACKS:	4
DAMAGE/ATTACK:	1d4/1d4/1d4/1d4 or by weapon
SPECIAL ATTACKS:	Paralyzation, clerical spells
SPECIAL DEFENSES:	See below
MAGIC RESISTANCE:	70%
SIZE:	M (4'-5' tall)
MORALE:	Elite (15)
XP VALUE:	3,000

No, no, the red-skinned creature "said," its telepathic message buzzing lightly in Conner's mind. *We're not all like that.*

"But both of us have heard tales of the xill," Conner replied, motioning toward his friend. He spoke aloud out of habit, really — he guessed that the xill could read his thoughts as easily as it projected its own. "Of their preying upon races of other planes to implant their eggs, and —"

Yes, I'm sure you have, the xill interrupted. *But as I said, we're not all that barbaric. Regretfully, the Lower Clans do commit such atrocities, but we of the High Clans are more civilized.*

Dillin floated forward, a bit unsteady — it was his first visit to the Ethereal Plane, and it showed. "I've never heard of civilized xill," he said, glancing at the creature's brightly colored garments and well-crafted weapons. "To tell the truth, where I come from, most folks haven't heard of your kind at all. But those who have think of you as monsters, not members of some sort of organized society."

"It seems we have much to learn about the nature of the planes, my friend," Conner said.

The xill narrowed its eyes slightly and moved its lips into what the two planewalkers assumed — hoped — was a smile.

The vaguely reptilian xill are natives of the Ethereal Plane. Four-armed, leathery-skinned humanoids brilliantly colored red by some strange twist of fate, these beings are feared on all planes that border the Ethereal (in other words, the Prime and the Inner Planes). 'Course, some xill claim that these fears are unfounded, but peery members of other races believe that even the so-called civilized xill harbor a dark secret.

All xill communicate telepathically — fact is, they have

no spoken language — and they can travel back and forth from the Ethereal Plane (via the Border Ethereal) as they wish.

COMBAT: Less sophisticated xill attack with their four claws when in battle, inflicting 1d4 points of damage per strike. Xill of more civilized clans use well-forged weapons. They can wield them in all four hands and often use at least one missile weapon for long-range combat.

Barbaric xill prefer to attack opponents on planes that "touch" the Misty Shore. From the Border Ethereal, they slip between the folds to reach the target plane, where they usually startle their intended victims (the sds roll for surprise at -6). The invading xill attack not to kill but to subdue their foes, using two arms to grapple and two to punch.

Here's how it works: If two of the xill's claws successfully strike a foe (inflicting 1d4 points of damage each), the creature automatically puts the victim in a wrestling hold. Then, the xill's other two arms make nonlethal punch attacks (refer to the rules for punching and wrestling in the combat chapter of the PHB or DMG). Once the xill has successfully grappled the opponent, it automatically bites him in the following round. The bite inflicts no damage but forces the victim to make a saving throw versus poison or face paralyzation for 1d4 hours. (The xill produces enough venom for only two bites every six hours, and it can't bite a foe that it hasn't grappled.)

If this occurs off the Ethereal, the xill then tries to spirit its paralyzed prey back to its home plane. This process of fading from one spot and reappearing in another takes two rounds, during which time the creature is completely immobile and forgoes its magic resistance. However, as the xill fades, it becomes harder and harder to strike (it's AC -1 in the first round of planar transfer and AC -3 in the second). Once it reaches its Ethereal lair, it implants its paralyzed victim with eggs (as explained below).

Xill of the High Clans use the paralyzation venom only as a last resort. Because they've let the associated glands atrophy, they produce only enough venom for one bite each day. Certain High Clan xill can become clerics of up to 5th level; these bloods worship a variety of deities.

HABITAT/SOCIETY: Xill can be classified as members of the Lower Clans or the High Clans. Lower Clan xill rarely use weapons, preferring the strength of their claws, and they never create anything of their own. They seemingly live only to reproduce, and thus raid other planes looking for intelligent hosts for their eggs. Interestingly, the xill of the Lower Clans don't refer to themselves as "Lower Clans," don't even acknowledge the High Clans, and can't look upon any other race as anything more than prey. If encountered on the Ethereal, Lower Clan xill are likely to flee after first securing the safety of their young and any prisoners serving as egg hatcheries.

High Clan xill lead more sophisticated lives, crafting tools, weapons, clothing, and other necessities for them-

Chant is, however, that the High Clan xill still need to use intelligent creatures as hosts in which to hatch their young. According to these dark rumors, somewhere hidden in the Deep Ethereal is a vast hatchery/nursery where human slaves are bred and grown like cattle to serve as hosts for xill eggs. These poor sods're supposedly the descendants of victims captured long ago and kept as living prisoners rather than implanted with eggs – for just such a long-term plan. The modern slaves, if they exist, are said to have lost all traces of intelligence or sophistication, and rarely live beyond their late teens before serving as hatcheries. Most folks hope that this rumor isn't true and try not to think about it too much.

In any event, a canny blood should always keep in mind that despite their sophistication, High Clan xill are still evil – vengeful, selfish, sometimes backbiting, and always power-hungry.

ECOLOGY: Xill live for approximately 50 years, reproducing twice during that time. To do so, they must implant their eggs in a living, intelligent host – only a live body provides the sustenance that the young creatures will need when born.

The eggs take four days to hatch (during which time a *cure disease* spell will remove the infestation), after which the larvae begin to eat their way out of the host. This horrible process takes another seven days (at this point, only a *wish* or *limited wish* can save the victim), during which time the host suffers 1d10+10 points of damage each day. Eventually, 2d8 young xill emerge from the victim, killing him instantly if he's not in the dead-book already.

selves.

The High Clans rarely leave the Ethereal, but if they're encountered by planewalkers, they don't automatically size up the situation as predator/prey. In fact, many High Clan xill trade goods and information with travelers to the Misty Shore. Cutters looking for such xill can find them in the Deep Ethereal, dwelling in refined cities built on chunks of what's known as solid ether. Some High Clan xill can even be paid to serve as guides to the mysterious plane.

APPENDIX

Not everything is a monster. This is true anywhere a body goes. Even the Inner Planes are home to beasts that some folks'd just call "animals" — inoffensive, nonaggressive creatures without much intelligence (or at least, that's what planewalkers might say about 'em). Most travelers won't have much interaction with these beings, but it's interesting to note that they exist if for no other reason than simple cataloguing purposes (for Guvners and modrons), or just plain old curiosity (for everyone else).

EARTH: Explorers on the Elemental Plane of Earth have encountered plenty of nonthreatening native beasts. For example, the giggag are hardy, thick-bodied insects that feed on carrion and refuse. Faribma are tunneling, blue-skinned worms, sometimes up to 5 feet in length, that feed on nothing but rich soil. In the vast caverns that lie throughout the plane, a planewalker might find a tiny burrowing animal called a tosh. These armor-plated beasts prey upon giggag and other small creatures, building nests among the boulders and stalagmites.

The denzelian — also called a rock-eater by the creatively challenged — is a wide, stonelike, amorphous mass that usually measures at least 10 feet across. This creature spreads itself very thin over natural rock (to a thickness of about 3 inches) and slowly devours it. Denzelian avoid metals, which they can't digest. Now and then, the owner of a mine'll hire a group of planewalkers to fetch him a denzelian (or, even better, a denzelian egg) so it can help dig tunnels and uncover ores. But this practice isn't as common as a body might think; a denzelian eats through only a foot or so of stone each week.

AIR: Not surprisingly, the Elemental Plane of Air is home to a number of birds. Most have adapted strange traits due to the fact that there aren't many spots on the plane where they can land. For example, some no longer have feet, while others retain them but use them only to capture prey. A great many insects also live on the plane, not to mention a few reptilian beasts like the saasin — long, snakelike creatures with many pairs of wings. These docile creatures feed on nothing at all, sustained merely by motion.

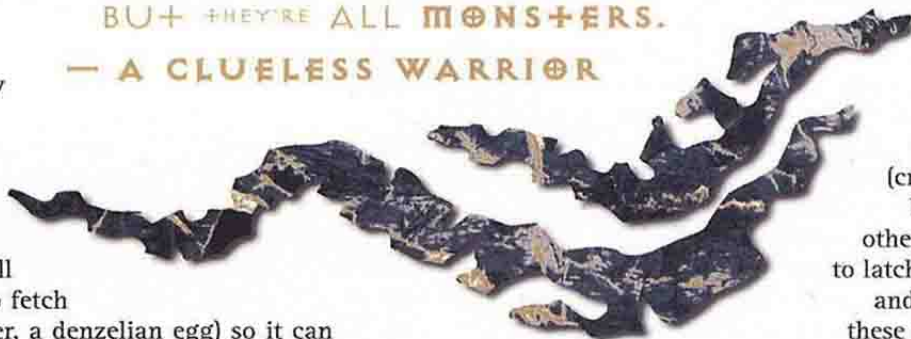
The windblown are odd beasts that look like wide leaves or pieces of paper tossed about by the wind. Fact is, they're actually colonies of fungi blown around by breezes, carried to the sources of moisture they require to live. They need so little moisture, however, that the touch of a human or similar being keeps them going for a long time. Thus, the windblown survive by being tossed up against other living creatures, even momentarily. The only effect felt by the "vic-

tim" is a bit of dry chafing and itching or a very slight rash. That's why the windblown're considered a simple nuisance rather than a threat.

FIRE: The number of nonhostile fire creatures is small. One that's quite common, though, is the waiveras, a multilegged black lizard that feeds only on tiny insects and the eggs of fire snakes. Another is the scape, a hairless rodent known for its ability to *teleport* itself at will. It feeds on carrion, which is undoubtedly well-cooked by the environment; however, the scape must take care to reach the meat quickly before the fires of the plane consume it entirely.

WATER: No basher with a brain'll be surprised to learn that the Elemental Plane of Water is full of fish. Something that most folks don't realize, though, is that a body's not likely to find whales or dolphins, since there's no air to breathe. Tiny animals like plankton and kelp serve as the base of the food chain, just as they do in prime-material seas.

YOU MEAN YOU
DON'T KILL EVERYTHING
YOU FIND ON THE PLANES?
BUT THEY'RE ALL MONSTERS.
— A CLUELESS WARRIOR



ICE: A surprising number of insects and small animals spend their lives burrowing through the Para-elemental Plane of Ice, looking for morsels to eat (creatures frozen by the cold) or other living beings to latch onto for heat and food. Though these parasites are a nuisance, they don't pose a

real threat to life and limb the way so many other creatures from the paraplane do.

One particularly common parasite is the frostmite. Planewalkers who stumble into the lair of a yeti or some other similar beast soon find their own flesh thick with the insects.

MAGMA: The gelterfish is a thick-skinned, black fish that's seemingly immune to heat. It slowly "swims" through the magma of the paraplane, though what it breathes or eats no one knows. Another beast, the blazon, is an animate burning rock about 6 inches across that avoids all beings larger than it. Efreet and intelligent fire elementals keep blazon as pets and even sentries, as they can be trained to keen like alarms when intruders approach an area. Some off-plane folks collect them as curiosities.

OOZE: The muck of the Paraelemental Plane of Ooze is bad enough all on its own, but to make it even less appealing, it teems with worms and insects. Near the border with the



plane of Water, a few unlucky fish try to swim in the swampy mud. However, some eels and poisonous rays can actually endanger the lives of travelers and natives alike.

SMOKE: Not much lives on the Paraelemental Plane of Smoke. One native behemoth, the sootbeast, awkwardly lumbers through the choking fumes of the paraplane. The creature's over 10 feet long, its shaggy black hair thick with soot, and its grimy, toothless mouth continually belches out smoke. Despite its size and fearsome appearance, the only danger it poses to others is that it might accidentally blunder into a sod who can't get out of the way fast enough — sootbeasts are as blind as they are stupid.

ASH: "Swimming" through the ash, the descariat and the ulish both make their homes on this dismal quasiplane. The descariat is a mammalian creature that a few primes have likened to something called a platypus. It feeds upon cinders and soot and radiates a type of powerful, elemental heat (its touch inflicts 1 point of damage per round).

The ulish is a scaly, piscine animal known for its curiosity. It likes to follow newcomers to Ash; fact is, sometimes an entire school of the beasts will surround and befuddle a group of planewalkers. A body shouldn't let the fishy appearance of the ulish fool him, though — it makes a poor meal.

DUST: A surprising number of insects and rodents dig their homes in the dust of this Quasielemental Plane. Creatures like the tabbitbug (a 2-foot-long centipedelike beast that constantly builds and re-builds complex sand-castle homes) and the verd (a roundish, red-furred rodent that rolls itself into a ball as protection from whipping sandstorms), which're somehow immune to the quasiplane's endless decay and disintegration, thrive here.

Also blown about in the dust are small brown bats called khirth. These beasts have a strange life cycle: They begin their existence as larval worms, feeding on a unique

NO . . . YOU . . .
ARE THE MONSTER.
— BICAI MAUZ,
AN EARTH GENASI
STANDING OVER THE PRIME'S
DENZELIAN VICTIMS

and disgusting substance secreted by dust mephiths (truth is, the mephiths exude it behind themselves as an almost

invisible trail). When larval khirth mature, they spin cocoons and later emerge in their batlike forms. To complete the cycle, dust mephiths then feed upon the detritus of the cocoons.

LIGHTNING: Orblike beings called the mrebb hover motionless here. Interestingly, these 5- to 10-foot-diameter spheres are never struck by the quasiplane's lightning bolts. That might lead a body to think of them as safe havens. However, canny bashers know not to linger too near the mrebb, for their tentacles reach out and grab anything that comes close (THACO 9), hurling it into the lightning. No one knows anything else about them.

Even stranger, the plane boasts tiny insects that "ride" the lightning. These creatures are born, live, and die in the time it takes a lightning bolt to streak from one cloud to the next. They're of interest only as a curiosity.

MINERAL: Chant is a bizarre beast made of mercury flows through the tiny cracks and crevices of the Quasielemental Plane of Mineral. This unnamed creature supposedly avoids all other life, though, so it's difficult to prove its existence. Burrowing creatures that a body might find on the plane of Earth aren't common here, as it's tougher to dig through the environment.

RADIANCE: Brilliant, multicolored, eyeless birds known as varisoh seem to flit across the entire quasiplane, though

they're said to roost in a place simply called the Refuge of Color. This, the only naturally occurring solid "ground" on Radiance, has only rarely been seen by outsiders. Chant has it that the Refuge of Color is ruled by a godlike king and queen, but their names and nature remain a mystery, if they exist at all.

SALT: Natives of the Quasielemental Plane of Salt know to steer clear of a leechlike parasite called the hlach. These nearly transparent beasts try to attach themselves to the denizens of the quasiplane (especially the facets and salt quasielementals) and drain nutrients and energy from their victims.

Rime-encrusted mammals known as sloggosh wade in herds through the watery portions of the quasiplane. These gigantic animals feed on salt, as well as tiny fish and other creatures from the Elemental Plane of Water that were unfortunate enough to have drifted away from their home. Some graybeards describe the sloggosh as a moose with no antlers and a particularly wide mouth.

STEAM: Fabere float like gigantic balloons through the Quasielemental Plane of Steam. These gentle beasts feed on steam and use it to propel themselves, filling and expelling it from their hollow bodies. Javoose are spindly, octopoidal creatures that also float through the quasiplane, flailing their numerous arms almost comically in the mist as they search for prey. Javoose eat only tiny creatures like the calden — 6-inch-long flying insects with flat, circular bodies.

VACUUM: Virtually nothing that could be considered a normal "animal" lives on the Quasielemental Plane of Vacuum.

POSITIVE AND NEGATIVE ENERGY PLANES: As is the case with Vacuum, neither of these planes really has an environment suited to the proliferation of life. Few or no animal-like creatures make their homes here.

ASTRAL: One more or less harmless native of the Silver Void is a bird known as an astral streaker, which is often captured by others (especially githyanki) and used to carry messages. Another denizen is the harriat, a beast that looks much like a human brain with a single pseudopod emerging from its base. The harriat feeds on stray thoughts and never bothers other living creatures, though it's often finicky as to the sort of thoughts it eats. The oft-mentioned but rarely seen astral whales also qualify as non-threatening inhabitants.

ETHEREAL: The Ethereal Plane is home to the mysterious tweens, amorphous energy beasts that do little but mimic the actions of other creatures. The serpentine rabbiun fly like spears through the Deep Ethereal, trying to avoid all beings larger than themselves. And, of course, the demiplanes of the Misty Shore teem with a nearly infinite variety of animal life.



This index lists monsters that originate on the Outer Planes, the Inner Planes, the Astral Plane, or the Ethereal Plane, and notes where to find the main entry (including statistics, if any) for each. It includes all monsters created or revised specifically for PLANESCAPE®, as well as planar creatures found in other sources (some of which are out of print but listed for the sake of completeness). If a monster first appeared in an earlier product but has since been re-presented in a later product, only the more recent entry is noted. Sources are abbreviated as follows:

Ast = *A Guide to the Astral Plane* (2625)
 Cha = *Monstrous Supplement in Planes of Chaos* boxed set (2603)
 Con = *Monstrous Supplement in Planes of Conflict* boxed set (2615)
 DG = *Dead Gods* (2631)
 DR = *Dragon's Rest* (DLA3 9294)
 DS = *DARK SUN® MONSTROUS COMPENDIUM® Appendix II* (2433)
 DU = *Doors to the Unknown* (2626)
 FF = *FIEND FOLIO® tome* (2012)*
 GA = *Greyhawk Adventures* hardcover (2023)
 GFP = *The Gates of Firestorm Peak* (9533)
 GR = *Greyhawk Ruins* (WGR1 9292)*
 HB = *Hellbound: The Blood War* boxed set (2621)
 IC = *In the Cage: A Guide to Sigil* (2609)
 Law = *Monstrous Supplement in Planes of Law* boxed set (2607)
 MA1 = *MONSTROUS COMPENDIUM Annual Volume One* (2145)*
 MA2 = *MONSTROUS COMPENDIUM Annual Volume Two* (2158)*
 MA3 = *MONSTROUS COMPENDIUM Annual Volume Three* (2166)
 MC3 = *MONSTROUS COMPENDIUM FORGOTTEN REALMS® Appendix* (2104)*
 MC4 = *MONSTROUS COMPENDIUM DRAGONLANCE® Appendix* (2105)*
 MC5 = *MONSTROUS COMPENDIUM GREYHAWK® Appendix* (2107)
 MC6 = *MONSTROUS COMPENDIUM Kara-Tur Appendix* (2116)

MC8 = *MONSTROUS COMPENDIUM Outer Planes Appendix* (2118)*
 MC9 = *MONSTROUS COMPENDIUM Spelljammer® Appendix II* (2119)*
 MC11 = *MONSTROUS COMPENDIUM FORGOTTEN REALMS Appendix* (2125)*
 MC12 = *MONSTROUS COMPENDIUM DARK SUN Appendix* (2405)
 MC13 = *MONSTROUS COMPENDIUM AL-QADIM® Appendix* (2129)*
 MC14 = *MONSTROUS COMPENDIUM FIEND FOLIO Appendix* (2132)*
 MM = *MONSTROUS MANUAL™ tome* (2140)
 MMII = *Monster Manual II tome* (2016)*
 Mys = *MYSTARA® MONSTROUS COMPENDIUM Appendix* (2501)
 PH = *Planewalker's Handbook* (2620)
 PS1 = *PLANESCAPE MONSTROUS COMPENDIUM Appendix I* (2602)
 PS2 = *PLANESCAPE MONSTROUS COMPENDIUM Appendix II* (2613)
 PS3 = *PLANESCAPE MONSTROUS COMPENDIUM Appendix III* (2635)
 R7 = *The Rod of Seven Parts* boxed set (1145)
 Set = *Monstrous Supplement in PLANESCAPE Campaign Setting* boxed set (2600)
 WD = *Waterdeep* (FRE3, 9249)*
 WoW = *Well of Worlds* (2604)

* = out of print

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APPENDIX III

by Monte Cook

HOW DOES A BERK FIGHT SOMETHING HE CAN'T EVEN UNDERSTAND?

Things're different on the Inner Planes. Oh, some bashers might say they're deadlier, or harsher, or just plain weirder, but the truth is, they're merely different. And on planes full of nothing but searing magmas, swampy ooze, glittering mineral, utter desolation, or life incarnate, is it any wonder that a body'd find creatures as alien as any the multiverse has ever seen? Things that eat color, leaving a victim fully transparent. Beasts that spread life like a virus, animating all things around them. Spirits that form bodies by forcing hundreds of smaller animals to act as one. It's enough to make a sod long for a pit fiend.

Liven up any PLANESCAPE® or AD&D® campaign with the MONSTROUS COMPENDIUM Appendix III, which features 128 pages of monsters that lurk on the Inner Planes, the Astral Plane, and the Ethereal Plane — some of the strangest and most inhospitable environments in the multiverse. Most of the critters are brand new, though a few old favorites have been updated. This book also provides a detailed look at the ecology of the planes in question, not to mention an appendix of inner-planar creatures that're more like animals than monsters. And, of course, all-new illustrations vividly bring each of these exotic beings to life.

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