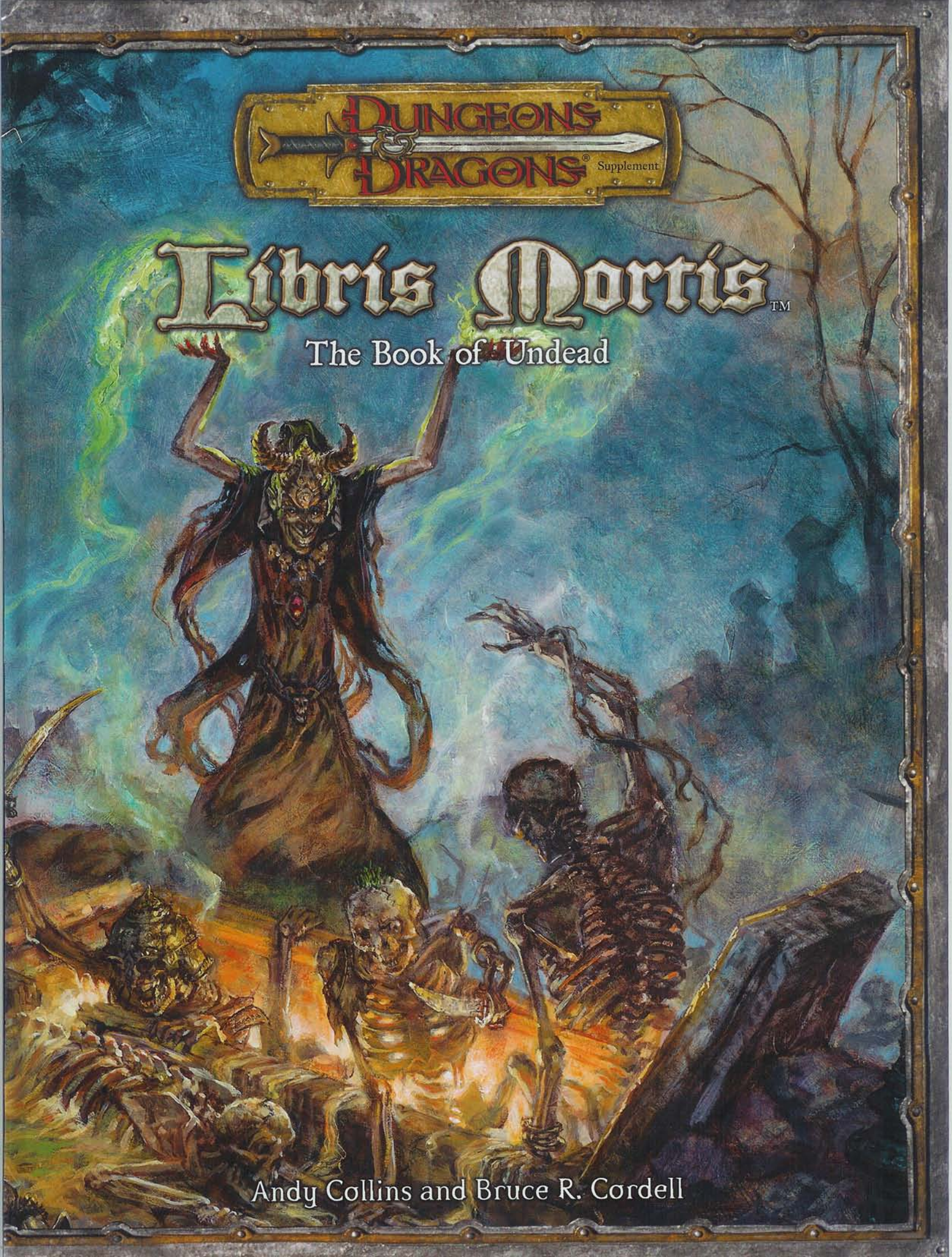
Dungeons & Dragons® Supplement
Libris Mortis™
The Book of Undead
Andy Collins and Bruce R. Cordell

Libris Mortis™

The Book of Undead

Andy Collins and Bruce Cordell

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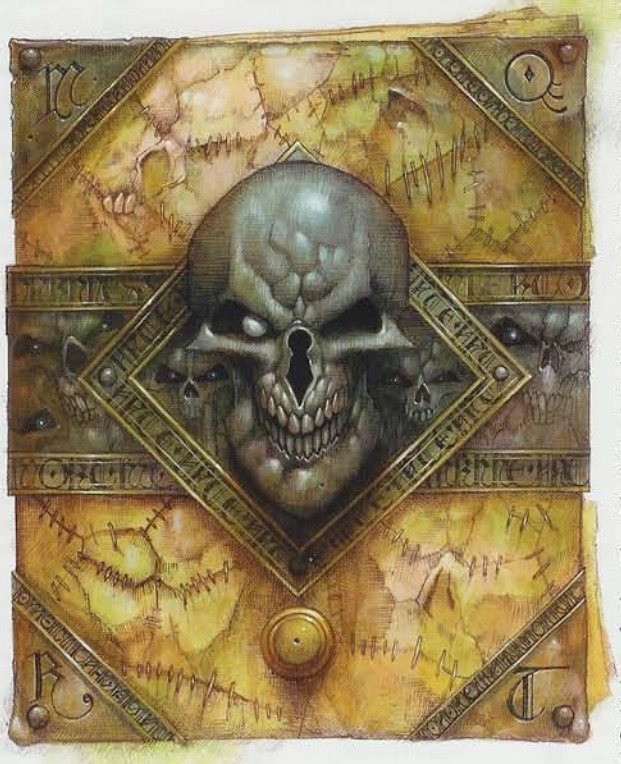
Introduction

It doesn't take too much effort to unearth stories, histories, and legends of the walking dead, those horribly animate monstrosities that prey upon the living. From haunted catacombs to the city necropolis, undead are something every adventurer is likely to encounter, again and again. In the face of such certainty, it is best to be prepared with knowledge of unlife.

Tales of the walking dead have entranced and horrified listeners, readers, and watchers for hundreds, perhaps thousands of years. Almost every culture on the planet has its own legends of restless spirits, blood-drinking fiends, and the animate corpses of beloved relatives coming back to haunt their unsuspecting relations. Hundreds of books exist describing encounters with vampires, ghosts, and ghouls, and the motion picture industry has contributed an enormous list of new (and old) versions of these stories.



Illus. by W. England

Libris Mortis collects many of those bits of folklore, literature, and pop culture and presents them in formats appropriate for D&D. Within these covers the DM can find new horrors to include in his game, ideas for how to incorporate the undead in his campaign world, tips and tricks for running undead encounters, and a range of sample undead and undead encounters to drop right into his game. If you've been looking for new ways to use familiar undead creatures, for new takes on familiar themes of death and unlife, or just a new scare to throw at your all-too-complacent players, this book is what you need.

But the book doesn't leave players out in the cold. Also included are optimal tactics for battling the undead, new tools for the fight—including equipment, magic items, spells, feats, and prestige classes—and even some guidelines for playing an undead creature as a player character. If roleplaying a horrible creature damned to eternal unlife—or perhaps someone dedicated to destroying such monstrosities—gets you in the mood to roll some dice, you've come to the right place.

So whether you like your undead pustulent and hungry for brains or aristocratic and thirsty for blood, you won't go wrong with this book. A word to the wise, though: You might want to leave the lights on while you read.

An extra strand of garlic isn't a bad idea either.

WHAT YOU NEED TO PLAY

Libris Mortis makes use of the information in the three D&D core rulebooks—*Player's Handbook*, *Dungeon Master's Guide*, and *Monster Manual*. In addition, it includes references to material from several D&D supplements, including *Monster Manual II*, *Fiend Folio*, and *Book of Vile Darkness*. Although possession of any or all of these supplements will enhance your enjoyment of this book, they are not strictly necessary.

LIBRIS MORTIS

This book takes its name from a set of tomes penned in a dialect of Celestial by an aasimar cleric of Pelor named Acrinus, who collected the information from a variety of other sources over the course of decades. Roughly translated, it means "From the Books of Dead," though some sages claim that the current name is a bastardization of Acrinus's original title. Since he's long dead, and the dialect of Celestial is no longer used by living creatures, this is impossible to confirm.

The elven tome *Maie Firvain* ("Beyond Death") was one of the first treatises on the realities of undeath. Most sages find this work too detached and clinical to be very useful, but it has its share of supporters.

Not to be outdone by their hated cousins, the drow also pursued this topic. Their most notable contribution, *Tsabal Gulstrae* ("Weavers of the Dark Void"), explored new depths of necromantic lore. The book is required reading in most drow academies of sorcery, and copies are on the shelves of many dark elven clerics as well.

As befits their nature, dwarven scholars took a straightforward approach to the study of the undead. *Thrakharaktor* ("The Book of Dark and Restless Souls") contributed many tactics for battling such creatures, and its lessons have been passed down for generations among the races of stone.

The most notable human approach to the topic is, of course, *The Book of the Dead* (also known as the *Necronomicon*). Though this work is perhaps the most well-known of any source material on the undead, its veracity is frequently questioned by those well informed on the topic. Some even claim that the book is a crafty attempt at disinformation, created by some necromancer or lich to thwart its enemies.

Illus. by C. Lukacs

This chapter presents the truth about undead—their origins, habits, physiology, and worldview. Moreover, it attempts to ascertain the nature of undeath itself, presenting several theories concerning the energies that give rise to unlife.

WHAT IS AN UNDEAD?

"What lies at the end of a life well lived? Eons of cold servitude, your flesh but a memory, your every tortured thought focused on one thing only: to feed on the living."

—Academician Drake
Bleak Academy Necromancer

". . . uhhhnnsss . . ."

—Nameless zombie

Among scholars, debates rage about the multitude of forms, bodies, powers, and abilities to be found among the undead. Why are they not all alike? The differences spring from the source of unlife itself, the dark élan that suffuses the necrotic tissue of the dead.

MANIFESTATIONS OF UNDEATH

Undeath manifests itself in various ways. One need only flip through the pages of a necromancer's bestiary to see the multitude of forms and states ascribed to the undead.

Form/State	Example
Corporeal, rotting	Zombie
Corporeal, preserved	Mummy
Corporeal, preserved with feeding	Vampire
Incorporeal, transient	Wraith
Incorporeal, haunting	Ghost
Humanoid	Wight
Monstrous	Nightcrawler
Mindless	Skeleton
Sentient	Lich

One unifying element defines most undead creatures: Each must have been alive in the past, no matter how little of the original creature is left, even if just the spirit or memory remains. Although extreme and rare cases have seen small bits of the energy of unlife itself (negative energy) take on terrible form and purpose, almost all undead once had breath in their bodies before gaining their feared title.

ORIGINS OF UNDEATH

Numerous theories exist concerning the nature of undeath, and though some hypotheses compete with or contradict one another, others reinforce or overlap each other. While these conjectures may not agree on the origins of unlife, most of them at least assert that this condition is generally visited upon the bodies of recently deceased creatures. Below are some of the more widely accepted theories about the origins of this affliction.

VARIANT RULE: HAUNTING PRESENCES

Sometimes when undead are created, they come into being without a physical form and are merely presences of malign evil. Haunting presences can occur either spontaneously (see Atrocity Calls to Unlife, earlier in this section) or as a result of the spell *haunt shift* (see page 66). Tied to particular locations or objects, these beings may reveal their unquiet natures only indirectly, at least at first.

As a haunting presence, an undead is impossible to affect or even directly sense. A haunting presence is more fleeting than undead that appear as incorporeal ghosts or wraiths, or even those undead enterprising enough to range the Ethereal Plane. In fact, a haunting presence is tied to an object or location, and only upon the destruction of the object or location is it dispelled. However, despite having no physicality, each haunting presence still possesses the identity of a specific kind of undead. For instance, one haunting presence may be similar to a vampire, while another is more like a wraith.

The Haunting: Whenever an undead appears as a haunting presence, it haunts an unattended, mundane object or location. Using the same decision-making process that he uses to populate a location or area with a standard monster, the DM simply chooses an unattended mundane object or location as the subject of a haunting presence. The DM also determines the variety of undead (skeleton, zombie, wraith, or other kind) that serves as the source of the haunting presence. An undead may haunt a discrete object of at least Tiny size and no larger than Huge size. Items (both magical and mundane) currently in the possession of a character (often referred to as attended items) cannot be haunted. Unattended magic items receive a saving throw as if a spell was being cast upon the item (DC 10 + 1/2 the undead's HD + the undead's Cha modifier).

A haunting presence becomes a part of the object or location haunted. Haunting presences are always aware of what is going on around the object that they haunt. They can see and hear up to 60 feet away (but do not gain blindsight). A haunting presence cannot be turned, rebuked, or destroyed while the presence remains immaterial (but see Exorcising a Haunting Presence, below). Normal vulnerabilities of a particular kind of undead do not apply to the haunting presence of that undead. For instance, the haunting presence of a vampire haunting a fire poker is not destroyed if brought into sunlight.

Effects of a Haunting: A presence haunting an object may do so in a couple of ways. Undead of fewer than 5 Hit Dice may use only one form of haunting, but undead of 5 or more HD can make their presence known using either of the methods described below (impermanent home or poltergeist). No matter the way the haunting presence makes itself felt, the haunting presence of a sentient undead can always choose to speak to nearby creatures, usually in a whispery or incoherent voice that seems to come from the air. However, haunting presences are usually not much for conversation. Characters may note at times that the object they've found or the location they inhabit has a strange air, or the appearance of it is somehow "off" (with a successful DC 15 Intelligence check).

Impermanent Home: An undead presence haunting an object or an area can sometimes become more than a presence, actually taking corporeal or incorporeal form a number of times per week equal to the undead's Hit Dice (that includes haunting presences that manifest "physically" as incorporeal undead). The presence that takes form does so anywhere within the location it haunts, or in the closest empty space adjacent to the object it haunts. A presence that takes form can remain so for up to a number of minutes equal to its HD. An undead that takes form can always choose to return to its haunting presence status earlier, but it must take a move action to do so.

While in physical form, the undead can take any actions normal for an undead of its kind. It can attack, take damage, and even be destroyed. Unless it is a ghost, lich, or some other sort of undead that is resistant to destruction, the haunting presence is also permanently eradicated, though most attempt to return to their haunting presence status if threatened with such destruction.

Poltergeist: If an object has parts that move, such as a wagon, a clock, or a crossbow, a haunting presence can control the object's movement, though the object will move no faster than the undead itself could move in its normal form. Thus, a wagon can be made to steer toward a pedestrian on a street or roll out of a stable with no horse pulling it. A clock can slow or run backward. A crossbow can cock and fire (but not aim or load itself).

An undead with at least 10 HD and a Charisma score of 17 or higher can actually force an object with no moving parts to animate (see Animated Objects, page 13 of the *Monster Manual*), based on the object's size. No undead, no matter how many Hit Dice it has or what its Charisma score is, can animate an object that has a higher Challenge Rating than its own.

If a location instead of an object is haunted, the haunting presence can animate a number of objects equal to its HD at one time.

Exorcising a Haunting Presence: No matter how a haunting presence chooses to reveal itself, it is subject to being discovered and destroyed. Unfortunately, a cleric's turning ability generally has no direct effect on haunting presences, other than to irritate them and focus their attention on the cleric doing the turning. Something more is called for—an exorcist. Exorcism is a special ritual, involving a spoken formula calling upon one or more deities, used with the intention of driving out haunting presences. Exorcism of a haunting presence is essentially a two-step process—forcing a presence to become physical, then destroying the revealed undead in the most expeditious manner possible.

First, the forced revelation can be achieved through the use of a special ritual, which is generally known to anyone with ranks in Knowledge (religion). It must be performed by an exorcist who spends ten consecutive full-round actions chanting or speaking the formula that pertains to exorcism, at the end of which time the exorcist must make a DC 20 Knowledge (religion) check. If the exorcist's concentration is interrupted, the ritual must begin again. If the ritual is successful, the haunting presence becomes physical and must remain so for 1 full round. The exorcist's next action can be used to either attempt to turn the revealed undead, or to continue the ritual, with an additional DC 20 Knowledge (religion) check required at the end of each round. Each successful check forces the undead to stay corporeal or incorporeal for 1 additional round.

Even undead of 5 or fewer HD that normally haunt only as poltergeists are forced to take form by the exorcism ritual, as well as haunting presences that have already used up all their chances to take form for the week. Undead forced to take form usually use their actions to attempt to slay the exorcist before they themselves are destroyed, so exorcists generally bring along companions who can physically attack the revealed undead.

Atrocity Calls to Unlife: Evil acts can resonate in multiple dimensions, opening cracks in reality and letting the blight creep in. A sufficiently heinous act may attract the attention of malicious spirits, bodiless and seeking to house themselves in flesh, especially recently vacated vessels. Such spirits are often little more than nodes of unquenchable hunger, wishing only to feed. These comprise many of the mindless undead. Sometimes these evil influences also manage to reinvigorate the decaying memories of the body's former host. Thus, some semblance of the original personality and memories remain, though the newly awakened being is invariably twisted by the inhabiting spirit, resulting in an evil, twisted, and intelligent creature. However, this being is not truly inhabited by the spirit of the original creature, which has left to seek its ultimate destiny in the Outer Planes. This amalgamation is something entirely new.

Other times, atrocious deeds call dark, reanimating spirits into the fleshy form of the newly deceased, leaving the original spirit intact. This might happen if the person was already evil, or was tempted to evil in life. Alternatively, some good spirits might be unnaturally trapped within their bodies, slowly being perverted to evil as the dark spirits convert the body to undead status.

Negative Energy as a Supportive Force: While atrocity may serve as a trigger for unlife, it is not enough to bring about a transformation of this magnitude on its own. It requires the very energy that drives dark spirits and their unquenchable thirst for life. That which is dead has no vitality, so where does the energy of animation come from? Negative energy—a force that is marshaled, stored, and utilized mostly by evil creatures, malign deities, and their servants—provides the power for this metamorphosis. Just as blood suffuses living creatures, negative energy suffuses undead, providing them all their abilities, from mobility to sentience, from flesh-eating to soul-devouring.

Negative Energy as a Draining Force: Some claim that undead exist concurrently on the Material Plane and the Negative Energy Plane. More precisely, they believe that undead on the Material Plane are linked to the Negative Energy Plane via a conduit, just as life itself somehow partakes of positive energy.

The Negative Energy Plane is the heart of darkness—the hunger that devours souls. It is a barren, empty place, a void without end, and a place of vacant, suffocating night. Worse, it is a needy, greedy plane, sucking the life out of anything vulnerable to its grasp. Heat, fire, and life itself are all drawn into the maw of this plane, which perpetually hungers for more.

The very existence of even the weakest undead produces a constant drain on the energies of the Material Plane, which accounts for sensations of cold often attributed to the unliving. As part of the enchantment of their creation, undead "siphon" a bit of the energy flowing from the Material Plane toward the Negative Energy Plane. This "stolen" energy serves to power their ongoing existence.

More powerful undead have a stronger connection to the Negative Energy Plane and are therefore able to siphon even more Material Plane energy for their own purposes before it is forever lost in the Final Void. This type of animation is known as necromancy, but it could also be called entropic animancy. Wizards speculate that magic might be able to link objects or corpses to the Positive Energy Plane, in this case reversing the flow of energy.

Undeath as Contagion: Many undead have methods of propagating their curse among their previously living victims. For instance, those infected by the diseased bite of a ghoul may contract ghoul fever. Those who perish from this rotting illness rise at the next midnight as ghouls themselves. In this way, some undead recruit the formerly living into their shuffling ranks.

Undead propagate in a sick parody of life's method of multiplying. Worse yet, undead proliferation is far quicker, easier, and doesn't require the consent of the creature to be made undead—only a victim's inability to drive off the grave-born attacker.

Purposeful Reanimation: Count on the knowledge-seekers to pursue too far the spark of life, and the dark fruits of death. Some seek death's secrets out of fear, thinking that by overcoming mortality, they will have no more to dread. Mages who tread this road to its conclusion sometimes embrace death completely, though they do not become immortal but simply enduring. Spellcasters who adopt this existence are commonly known as liches. To their sorrow, most find that forsaking all the pleasures of life while continuing to exist is a fate worse than the absolution of true death. Others probe the boundaries between one's last breath and the final silence solely for the sake of knowledge. Shorn of conscience or any passion other than the need to know the truth, these dabblers have been responsible for plagues of zombies, soul-snuffing winds, and other atrocities.

Sometimes these learned mages also experiment with animation of inert matter that shares many properties with the animation of undead, especially when the inert matter in question is composed of the cast-off body parts of once-living creatures. Such creations are commonly known as flesh golems. However, as similar as a flesh golem (or any other construct) may appear to a zombie, constructs and undead remain separate entities, for two main reasons. First, negative energy is not a requisite power for any common construct, including flesh golems. Negative energy does not energize constructs, nor does negative energy play a part in the methods whereby constructs can afflict foes. Second, constructs are not animated by evil spirits, but rather by elemental spirits. By some people's estimation, this similarity is too close for comfort, but most feel that the difference is great enough to warrant a clear separation of type.

UNDEAD PHYSIOLOGY

"Necromantic metabolism and faith are indistinguishable. What is animation of fallow tissue if not faith so pure and undiluted that it can reach past the grave?"

—Gulthias, vampiric head of Ashardalon's Cult

"I know only this—I feed to live, and live to feed."

—Redbone, wight assassin

Barring misfortune or their purposeful destruction, undead can expect to survive in good health for thousands of years, possibly even a great deal longer. Undead creatures differ from the living in far more ways than just longevity, however. This section expands on the undead traits already noted in the description of the undead type on page 317 of the *Monster Manual*.

UNDEAD METABOLISM

With rare exceptions, undead have little or no metabolism to speak of. Undead are essentially animated by negative energy, though this animation is sometimes dependent upon the undead's ability to feed. Still, while biology plays little part in the existence of these creatures, the undead do have some similarities to living beings.

Like ectothermic (cold-blooded) creatures, the unliving lack the ability to produce their own heat and must depend on their environment for warmth. This inability to produce heat is a defining undead characteristic, most remarked upon by scholars and those who encounter them, and often compared to the chill of the grave. To classify undead as cold-blooded creatures would be inaccurate, however, since undead are mostly bloodless. Like ectotherms, undead take on the temperature of their surroundings. However, unlike cold-blooded living creatures, undead are not unduly harmed by particularly low temperatures (unless they become frozen solid) or particularly high temperatures (unless they begin to smolder and burn).

Diet

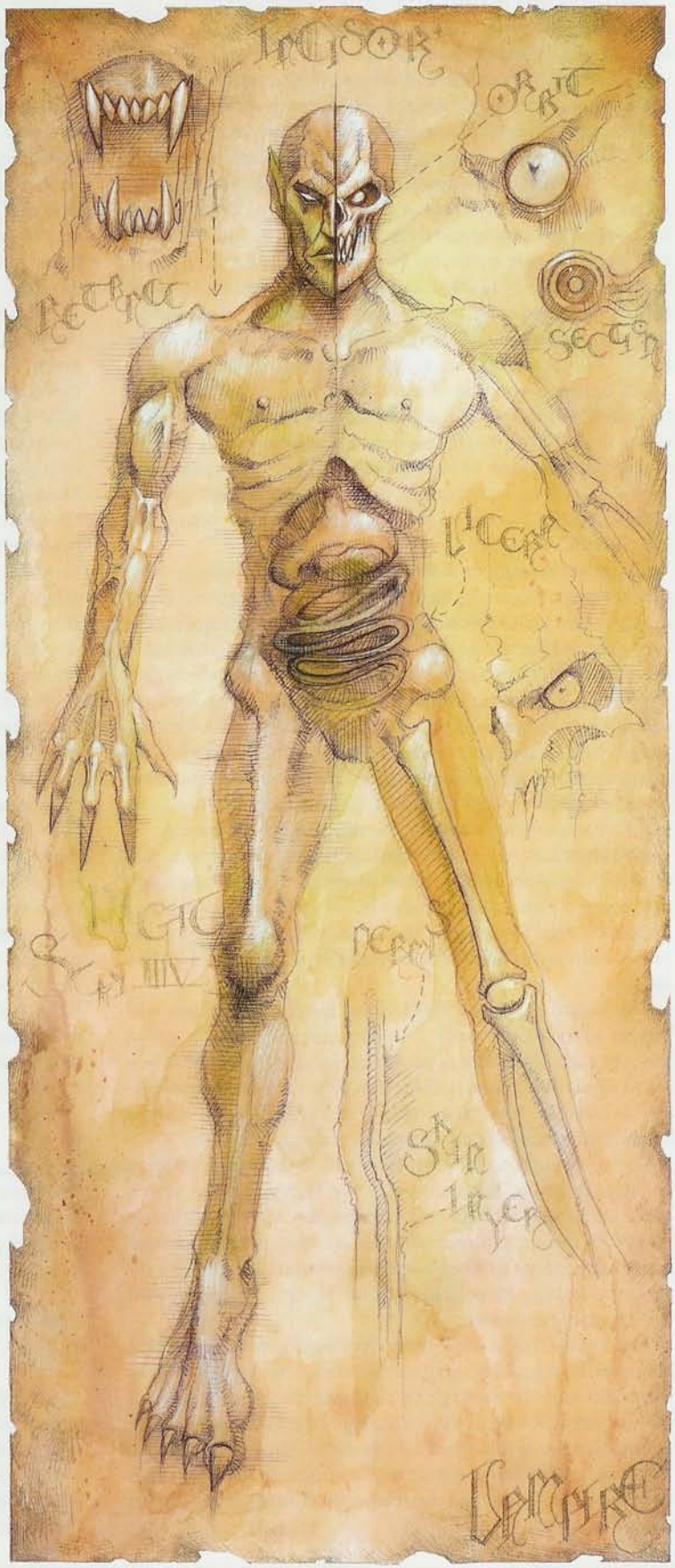
Some undead exist for centuries without interacting with any living beings, while others seem to require, or at least crave with an unstoppable passion, the flesh, energy, or life force of the still living. However, even undead that do not need to eat may have a preferred morsel. Essentially, some undead can choose to eat if they desire, even if they have no requirement to consume. They could eat even ordinary food, if they desired to appear normal or were interested in trying to tease out some hint of flavor; undead with tongues, such as ghouls and skirrs (see page 120) actually retain their sense of taste.

Some undead glory in their ability to feed off the living. Others, especially the more intelligent, romanticize or even eroticize their need to feed on the living to maintain their strength (or to feed their addiction). Still, despite the fact that this feeding ability is often dangerous (or even deadly) to those who oppose them, the hunger behind it is a major weakness for many undead.

With all of this in mind, undead feeding requirements can be broken into three types: not required, inescapable craving, and diet dependent.

Not Required: Some undead have no feeding requirements, existing solely on negative energy.

Inescapable Craving: Some undead have no "bodily" requirement to feed, and could continue to exist solely on negative energy, but are driven to their diet all the same by inescapable cravings. These cravings, denied too long, could turn even a sentient undead to mindless hunger. Once the feeding is accomplished and the hunger sated, the intensity of the craving drops back to a tolerable level, but it is a cycle doomed to repeat itself.



Illus. by W. England

Table 1–1: Undead Diet

Undead Variety	Not Required	Inescapable Craving	Diet Dependent
Abyssal ghoul[FF]	Wis[1]	—	—
Angel of decay[LM]	—	—	—
Atropal scion[LM]	—	—	—
Allip	—	Wis[1]	—
Banshee[M2]	Cha[1]	—	—
Bhut[FF]	—	—	—
Blaspheme[LM]	—	Str[1]	—
Bleakborn[LM]	—	—	Warmth
Blood amniote[LM]	—	Blood[1]	—
Bloodmote cloud[LM]	—	—	Blood[1]
Bodak	—	—	—
Bone naga[M2]	—	—	—
Bone rat swarm[LM]	—	—	—
Boneclaw[M3]	—	—	—
Bonedrinker[M3]	—	Con[1]	—
Boneyard[LM]	—	Bones[1]	—
Brain in a jar[LM]	—	—	—
Carcass eater[LM]	Flesh	—	—
Charnel hound[M3]	Bodies	—	—
Cinderspawn[LM]	—	Cha[1]	—
Corpse gatherer[M2]	—	Flesh	—
Corpse rat swarm[LM]	—	—	—
Crawling head[FF]	Heads	—	—
Crimson death[M2]	—	Blood[1]	—
Crypt chanter[LM]	—	—	—
Crypt thing[FF]	—	—	—
Death knight[M2, T]	—	—	—
Deathbringer[M2]	—	—	—
Deathlock[LM]	—	—	—
Deathshrieker[M3]	—	Cha[1]	—
Demon, blood fiend[FF]	Life force[2]	Blood[1]	—
Desiccator[LM]	—	Water	—
Devourer	—	—	Life force[2]
Dire maggot[LM]	—	—	—
Dream vestige[LM]	—	Bodies[1]	—
Drowned[M3]	—	—	—
Dust wight[M3]	—	Metal or stone items	—
Effigy[M]	—	Life force[2]	—
Entomber[LM]	—	—	—
Entropic reaper[LM]	—	—	—
Ephemeral swarm[M3]	—	Str[1]	—
Famine spirit[M2]	—	Food	—
Forsaken shell[LM]	—	—	—
Ghost[T]	—	—	—
Ghost brute[LM, T]	—	—	—
Ghoul	—	—	Flesh
Ghoul (ghast)	—	—	Flesh
Gravecrawler[M2]	Con[1]	—	—
Gravetouched ghoul[LM, T]	—	—	Flesh
Grave dirt golem[LM]	—	—	—
Grimweird[M3]	—	Life force[2]	—
Half-vampire[LM, T]	—	—	Blood[1]
Hooded pupil[LM, T]	Blood[1]	—	—
Huecuva[FF, T]	—	—	—
Hulking corpse[LM]	—	—	—
Hullathoin[FF]	—	—	—
Jahi[M2]	—	Cha[1]	—
Lich[T]	—	—	—
Mohrg	—	—	—
Mummified creature[LM, T]	—	—	—
Mummy	—	—	—
Murk[LM]	—	Wis[1]	—
Necromental[LM, T]	Life force[2]	—	—
Necronaut[M3]	—	Bodies	—
Necropolitan[LM, T]	—	—	—
Nightshades:			
Nightcrawler	—	Life force[2]	—
Nightwalker	—	—	—
Nightwing	—	Magic[3]	—
Plague blight[LM]	—	—	—
Plague spewer[M3]	—	—	—
Quell[LM]	—	—	—
Quth-maren[FF]	—	—	—
Ragewind[M2]	—	—	—
Raiment[LM]	—	—	—
Revived fossil[LM, T]	—	—	—
Salt mummy[M3]	—	—	—
Shadow	—	Str[1]	—
Shadow, greater	—	Str[1]	—
Skeleton[T]	—	—	—
Skin kite[LM]	—	—	Skin
Skirr[LM]	—	—	Flesh
Skulking cyst[LM]	—	Blood[1]	—
Slaughter wight[LM]	—	Life force[2]	—
Slaymate[LM]	—	—	—
Spawn of Kyuss[M2]	—	—	—
Spectre	—	Life force[2]	—
Spectral lyrist[LM]	—	Cha[1]	—
Spellstitched creature[M2, T]	—	—	—
Swarm-shifter[LM, T]	—	—	—
Swordwraith[FF]	—	—	—
Symbiont (ghostly visage)[FF]	—	—	—
Tomb mote[LM]	—	—	—
Ulgurstasta[FF]	—	Bodies (Int)	—
Umbral creature[LM, T]	—	Str[1]	—
Vampire[T]	—	Life force[2]	Blood[1]
Vampire spawn	—	Life force[2]	Blood[1]
Vasuthant[M3]	—	Str[1]	—
Visage[LM]	—	—	—
Voidwraith[LM]	—	Con[1]	—
Wheep[LM]	—	—	—
Wight	—	Life force[2]	—
Wraith	—	Con[1]	—
Wraith, dread	—	Con[1]	—
Zombie[T]	—	—	—

1 Causes ability drain or damage, which may also provide the undead with temporary hit points.
2 Undead drains victim's life force, resulting in negative levels.
3 Undead drains magical charge from items.

M2 From *Monster Manual II*.
M3 From *Monster Manual III*.
FF From *Fiend Folio*.
LM New monster or template in this book.
T Template.

If a player controls an undead with an inescapable craving, use the Variant Rule: Handling Undead Hunger sidebar on page 10.

Diet Dependent: Some undead must feed on the living to retain either their mobility or some of their other abilities. The link to the Negative Energy Plane for undead of these sort grows increasingly tenuous the longer they are denied the necessary food. At some point, their mobility or one or more specific abilities are suppressed until they can feed again. However, no matter how enervated by lack of feeding, undead cannot be starved to the point of permanent deanimation. A fresh infusion of their preferred food can always bring them back to their full abilities. Most diet-dependent undead can go for 3d6 months before losing all mobility.

If a player controls an undead with a diet-dependent existence, use the Variant Rule: Handling Undead Hunger sidebar on this page.

Undead Hunger: Undead that have an inescapable craving do not have the option to *not* feed; their hellish hunger cannot be denied. Likewise, diet-dependent undead know that they require sustenance as well. Mindless undead do not care if their hunger drives them into the open or into tactically questionable attacks, but intelligent undead prefer to direct their own actions. However, if an intelligent undead is too long denied that which it desires most, its actions may soon drive it into a frenzy, despite its desire to remain hidden or anonymous. Similarly, those that depend on a steady diet to supplement their existence will take steps to see that their ability to feed is not compromised. The DM determines when insatiable hunger may play a role in an undead monster's or NPC's motivation.

Undead Healing

A living creature that is lethally hurt may become disabled or dying. During this time, aid or good luck can return the creature back to health and eventually full strength. Undead are not so fortunate. What would disable or render unconscious a living creature destroys an undead creature beyond recall. (In game terms, when an undead is reduced to 0 hit points or less, it is permanently destroyed.) No aid, magical or mundane, is sufficient to restore the undead to its previous state of animation.

Since they are already dead, undead that are destroyed cannot be returned to existence through *raise dead* or *reincarnate*. *Resurrection* and *true resurrection* can affected undead, but these spells turn undead back into the living creatures they were before they became undead.

Only undead with Intelligence scores can recover lost hit points, usually through necromantic healing (see below) or through the application of negative energy. An undead with the fast healing ability does not require an Intelligence score to benefit from that ability.

Necromantic Healing: With 8 or more consecutive hours of inactivity in any 24-hour period, an undead with an Intelligence score recovers 1 hit point per Hit Die. If such an undead is completely inactive for a full 24-hour period, it recovers 2 hit points per Hit Die.

Magical Healing: The application of negative energy, such as an *inflict* spell, can restore hit points to an undead. Generally, any spell that would harm a living creature by the application of negative energy heals the same number of lost hit points when cast on an undead.

Healing Ability Damage: Ability damage is temporary, just as is hit point damage. Ability damage returns at the rate of 1 point per 24 hours (although ability damage taken through failure to satiate an undead's inescapable craving to feed or to satisfy an undead's diet dependence does not heal naturally in this manner).

Necrotic Reserve: Some undead that have the ability to feed on the living can use this ability to invigorate their bodies on a daily basis, granting them some small reprieve from immediate destruction when they take damage. See the Necrotic Reserve feat, page 28, for more details.

Sleeping

Undead do not sleep, and they almost never require rest (though some may receive healing benefits from rest, as outlined above).

VARIANT RULE: HANDLING UNDEAD HUNGER

This variant rule is best applied to undead player characters that are diet dependent or have inescapable cravings. These rules work less well for undead that spend years or more locked away in tombs before getting a chance to feed. However, the DM may decide to use these rules on a case-by-case basis for NPC or monster undead as well.

The hunger felt by an undead with the need for sustenance is akin to an addiction. Like living creatures with an extreme craving for some chemical substance, hungry undead are prone to erratic, violent, and sometimes self-destructive behavior if they are denied their preferred morsels.

Hunger Type	Satiation	Will DC	Damage
Inescapable craving	1 day	25	1d6 Wis
Diet dependent	3 days	15	2d4 Wis

Satiation: An undead with an inescapable craving takes ability damage each day unless it makes a successful DC 25 Will save. A diet-dependent undead takes ability damage every three days unless it makes a successful DC 15 Will save. Each time an undead feeds on its preferred morsel, it is satiated and need not make these saving throws for the satiation period noted on the table. After the satiation period wears off, the undead once again grows hungry.

Damage: An undead's need to feed is like a mental spike boring into its awareness, dealing the indicated damage each day unless the undead succeeds on the saving throw or feeds. An undead immediately gains back all of the ability damage it has taken if it manages to feed.

As the undead goes longer and longer without feeding, potentially losing Wisdom all the while, the undead grows increasingly unbalanced. It mulls over plans that would allow it to feed—plans it would likely consider too risky were it completely sane. When the undead reaches 0 Wisdom, it retains no volition of its own, no judgment to deter it from seeking its preferred morsel, even if the undead's utter destruction seems likely thereafter. (A player character who reaches 0 Wisdom from a failure to feed is temporarily remanded to the DM, who plays the undead as a ravening beast until the character has fed.)

An intelligent undead sometimes plans for this eventuality, even arranging to have itself locked away in a self-constructed vault from which it is unable to escape. It will stay there until a prearranged third party provides the undead with its preferred morsel (presumably in a fashion that does not endanger the third party, though accidents do happen).

However, undead that cast spells require some time to refresh their consciousness, just as living spellcasters do, before they can prepare or cast new spells.

To regain the ability to cast or prepare daily spells, an undead must have a clear mind. To clear its mind, the undead must experience 8 hours of restful calm—it must refrain from movement, combat, spellcasting, skill use, conversation, or any other demanding physical or mental task during the rest period. If the restful calm is interrupted, each interruption adds 1 hour to the total amount of time the undead has to rest in order to clear its mind.

UNDEAD PROPAGATION

Many undead share at least one characteristic with living creatures—they possess the means to propagate their own kind. Several varieties of undead can cause their slain victims to rise from the grave, thereby creating new unliving creatures.

Creating Undead Spawn: Many undead have the ability to create spawn (an equal or lesser version of themselves, but under their control) simply by slaying their victims. Presumably, the undead must have drained at least one of the victim's ability scores or bestowed at least one negative level for this death to occur. (For instance, a wight that pushes a gravestone over on an enemy, killing it, shouldn't expect to gain a new wight servant from the victim's remains.)

Taking a broader view, undead propagation might be regarded as an infectious disease: It is nasty, it is easily spread, and it kills its hosts. Of course, the plague of self-propagating undead is far worse than any common disease (especially since normal methods for preserving oneself against disease are useless in this case), but the cure is little different—eliminate the source of infection, and you eliminate the malady itself.

The unliving make use of several different methods to create new undead creatures. These methods, and the creatures that employ them, are summarized in Table 1–2.

Table 1–2: Undead Propagation

Method	Creatures That Use It
Drain	Bleakborn*, blood amniote*, shadow, vampire, wraith
Kill victim with ability	Bodak, forsaken shell*
Disease	Ghast, ghoul, lacedon
Energy drain	Crypt chanter*, slaughter wight*, spectre, vampire, wight
Magical creation	Lich, mummy, skeleton, zombie
Split	Dream vestige*, skin kite*

*New monster described in Chapter 6.

Prevention of Unlife: Those who hope to escape the curse of undead when their lives end sometimes seek the blessing of a good deity. Those who seek such blessings in city temples or who serve a god directly may ask for a boon—a blessing that protects the body against rising as a spawn should the unthinkable happen, and the believer fall in battle against undead. (See the *spawn screen* spell, page 71, for more details.)

VARIANT RULE: FORGOING SPAWN CREATION

In cases where stealth or obfuscation of their presence is necessary, some undead may choose to not create spawn. Any undead that has the ability to create spawn (even those that normally do so automatically) can choose to forgo that creation with a little effort. Each time it is capable of spawning a new creature, an undead can prevent the spawn from coming into existence by making a DC 15 Intelligence check.

UNDEAD DEVELOPMENT

Unlike living creatures, which grow and mature throughout their life cycles, undead are usually changeless, frozen in the moment of their creation. Most are cursed to never adopt new philosophies, or change with the uncertainties and lessons of life, or ever find happiness.

An undead that persists for century after century sometimes finds ways to grow in strength and knowledge. Its connection to the Negative Energy Plane, originally a mere trickle, can become an actual current over hundreds of years, and given enough time, a mighty stream.

Gaining Class Levels: Intelligent undead have the option of receiving training and gaining levels in an NPC or PC class. Not all intelligent undead have the mental aptitude necessary for some of the more intellectual endeavors, so less cerebral classes, such as barbarian and fighter, often prove popular among them. Particularly intelligent undead are usually drawn to spellcasting classes. Undead that started as high-level spellcasters and used magic to bridge the gulf separating them from mortality may continue to add spellcasting classes normally.

Evolution: Sometimes undead just become stronger through time. This seasoning of ability takes hundreds of years of existence, and even then, of those undead that persevere for so long, only a handful grow more powerful. This maturity of power is dependent on the undead's tie to the Negative Energy Plane. As the creature's existence stretches through the centuries, its connection to this void energy slowly grows more secure, imbuing the monster with strength, vigor, and dark purpose. (See the evolved undead template, page 99, for more details.)

UNDEAD SENSES

As with other predatory creatures, undead have senses sufficient to reveal their prey, and in some cases, these senses are even enhanced.

Vision (Ex): The energy that animates an undead extends to its organs of sight, giving all undead creatures darkvision out to at least 60 feet. They are never hindered by darkness, and they are able to see even in pitch black conditions, when most living creatures are unable to discern the least visual clue.

Scent and Hearing (Ex): The energy that animates an undead extends to the organs of scent and hearing as well. Thus, undead can smell and hear just as living beings do. As with sight, however, if an undead physically loses a particular organ, it can no longer use that particular ability.

Taste (Ex): The energy of animation also extends to an undead's organs of taste. However, if an undead physically loses its tongue, it can no longer detect its environment in this fashion. Many undead fall into this category, including skeletons. All incorporeal undead lose the ability to taste (but they can still hear and smell).

Touch: Undead retain a blunt, phantom sense of touch, more mechanical than biological. It is a pale, crude approximation of a real tactile sense. Incorporeal undead have no sense of touch.

Lifesense: Some undead, especially those without the customary organs that grant the ability to sense their environment, sense the world as a great darkness illuminated only by

the "light" given off by living creatures. To such an undead, each living creature gives off "light" in a 20-foot radius, illuminating all objects within that radius. (See the Lifesense feat, page 28, for more details.)

UNDEAD OUTLOOK AND PSYCHOLOGY

Death does determine life. . . . Once life is finished it acquires a sense; up to that point it makes no sense; its sense is suspended and therefore ambiguous.

—Pier Paolo Pasolini

Death borders upon our birth, and our cradle stands in the grave.

—Joseph Hall

Like people, no two undead have exactly the same outlook. However, among a population that is composed of stale flesh, skeletal shells, or insubstantial shadows of ill will, certain similarities emerge.

SENTIENCE

The ability to think is a quality the vast bulk of undead do not possess. Mindless undead merely respond to preset commands or stimuli, driven by nothing other than the energy that animates them. These undead have no outlook; they are robbed of thought. They are nearly mechanical in their actions, and often those actions are as easy to anticipate as the revolution of a water wheel.

On the other hand, sometimes mindless undead are agents of an intelligent master, whether undead or merely malign. Thus, even mindless undead may prove to be surprising foes, if their positions and responses to a given situation are properly coordinated and prepared. Only sentient undead have the luxury of possessing an outlook and a comprehensible psychological state.

TIME AND IMMORTALITY

Those creatures fanatical enough to actually seek undeath strive to escape the bonds of mortality and thereby gain a term of existence far beyond their natural life spans. Such mortals often presume that this gift of extended time comes without a price. They hope that by having no temporal limits on their life spans, they will be able to accomplish all of their dreams and visions.

The living spend their time living life and gathering experience, thereby shaping their personalities and adjusting to the world as it changes around them. In contrast, the undead mind sees the passage of time very differently. Undead exist, they do not live. Life means change, and while undead endure over time and learn new facts, they rarely change or appreciate new paradigms. Aside from a rare few exceptions, an undead's outlook remains stagnant over the decades, or centuries, of its existence, despite new experiences and new situations it may encounter.

This inflexible mental nature is the reason many ancient undead seem insane. In fact, they may merely be operating with goals and aspirations that are slightly out of step with the present world. Unfortunately, like any ambition that cannot be swayed by reason or tempered by changing circumstances, the goals of the stubborn immortal undead become a cankerous evil that can only be excised. While a living creature may accept compromise when life hands it a new challenge, undead can rarely do anything other than what they have always done.

COMPASSION

Compassion is a choice. When someone is perceived as compassionate, that person has made a series of choices. Mindless undead are already out of the running when it comes to making choices, but what about sentient undead and compassion?

Plainly, the choice to be compassionate is not something most intelligent undead consider. In many cases, the event that animated a particular undead is such a transformative experience that it imprints the new undead in its image. And in almost every case, that event is generated from an evil impulse or action.

But is something truly evil if it doesn't consider the consequences of its actions? Yes, of course, but consider evil for evil's sake—the ability to recognize that actions taken will cause horror, ruin, and death, but to take those actions anyway. Most intelligent undead retain enough memory of their former lives to know that their acts are horrendous. Some may even feel pangs of guilt, even going so far as to capriciously allow surviving victims to go free. This act becomes more likely if the undead is a feeder that has recently fed on its preferred morsel. However, when the hunger mounts again, as it must, the undead may curse its generosity, again seeking out those it previously allowed to escape.

VARIANT RULE: INFLUENCING UNDEAD

Victims may attempt to play upon the sympathy of certain intelligent undead, seeking leniency or freedom. If the would-be victim can verbally demonstrate some kinship with the undead assailant (recalling to the undead that it once breathed, was once also human, also had children at home, or demonstrating some other, more direct relationship), the victim gains a +4 circumstance bonus to influence the undead with a Diplomacy check. Most undead begin with a hostile attitude, but if a victim can change the attitude to indifferent or better, that undead may allow the victim and friends to go free, at the DM's option. However, this grace period lasts only 10d10 minutes, after which the undead has a change of heart, regrets its leniency, and again seeks out its former prisoners. At this point, no further play on its sympathy is possible.

VARIANT RULE: UNDEAD DENSITY

When too many undead are spawned (or gather on their own initiative), the concentration of undead within a given area rises. As the density increases, the influence of so many creatures suffused with negative energy can have real effects.

Undead density is expressed in terms of the total Hit Dice of undead in a 100-foot-radius sphere (regardless of intervening walls or other barriers). If the total Hit Dice of undead in this area rises to 1,000 or higher, the saturation of negative energy effectively grants all undead in the area +4 turn resistance.

An even higher undead density could grant greater turn resistance, but such density would be difficult to achieve due to space requirements and crowding.

For other undead with the ability to "feel," it is an easier burden to bear if they mentally detach themselves from their former lives. These undead cannot feel empathy for would-be victims because they no longer feel a kinship. To these undead, the living are now the prey, and the undead the predators. Just as wolves take down weak and old herd beasts, so too can undead prey upon the living, simply fulfilling their role in the "natural" order of life.

SPAWN

Many undead have the ability to create spawn (see Undead Propagation, above), but undead take a very different approach to their "children" than mortals do. Although exceptions exist (such as the necropolitans, which are created willingly by other undead in a grisly and painful ceremony, as described on page 115), most undead tend to fall within the general parameters described below.

Reasons

Undead of low intelligence (such as shadows) that have the ability to create spawn do so almost by accident. They do not create spawn for any higher purpose but as a consequence of the curse that gives them life. Sometimes undead of low intelligence even come to regard the spawn they have created as competitors for the same living resources, resulting in conflict.

Undead with more intelligence (such as wraiths and vampires) usually create spawn only when it serves their goals. Unfortunately for the living victims, it is often in the undead's best interest to create spawn. After all, not only does it eliminate a potential adversary, but it creates a willing ally in the process.

Control

Once undead have created their spawn, they may command these "children" as they see fit. Their power over the spawn they have created remains in effect until their death, at which time all their spawn become free. Spawn in turn have the same capacity to create children in their own image, and they may command those children as they are in turn commanded by their creator.

It is not uncommon for great webs of control to exist in undead hierarchies, reaching back to the oldest, longest surviving undead that initiated the chain. Ultimately, the "heads" of these undead webs may wield great power if they guide their ever-growing family in ways that maximize their strength and minimize their exposure to being found and eliminated by zealous undead hunters.

Usually, even creatures of limited free will come to resent being under the control of another, but this is not true of undead spawn. The act of their creation generates a bond of service and even affection for their creators. While this command can be briefly undermined through a cleric's turning or rebuking ability, undead always return to the service of their creators if possible.

Affection

Calling any portion of the bond between spawn and creator "affection" may be going too far, but spawn are definitely slavish in their attention to every detail of their creators' wishes. Spawn never hesitate to take any action commanded by their creators, even if that action leads to certain destruction.

However, this "affection" doesn't necessarily run both ways. For the most part, spawn creators care little for the fate of those they have created, except so far as it serves a larger plan or generates a body of useful servants. Intelligent undead view their spawn in much the same manner as they view the mindless undead in their employ—expendable.

Some undead that retain corporeal bodes and can create spawn (most notably vampires) retain a strong tie to the associations of their life. As such, they may continue to nurture real affection for individuals still living. Tortured by the thought of losing contact with a friend or loved one, the undead may seek out that individual and, out of love, may attempt to turn its beloved into a spawn. If the attempt is successful, the loved one joins the ranks of the undead, but the bond between the two of them is now artificially enforced by the nature of the creation. The "loved one" now exists in a horrible position of compulsory affection.

UNDEAD SOCIETY

I am dead; dead, but who could recognize it? When I haunt the coffee houses, the dances, and the elegant evening parties, who would guess that I am anything other than the witty gentleman with pale skin and dark eyes I pretend to be? Who, but those whom I use to slake my thirst.

—Phenom Marquiz, well-known socializer

Beyond acrobatics, beyond theater, the Deathless Troupe has created an entirely original form of entertainment. Part theater, part opera, the troupe creates a world where anything is possible. For it is in the theater that the unliving try to understand their destiny.

—Ethana, proprietress of the Theater of the Dead

After a millennia of study, a lich has little left to learn

Illus. by S. Prescott

Because undead can be "made" of any living creature, they generally have no overall culture or single form of society. However, undead can still be defined in how they interact with other established societies around them. Additionally, while most undead prefer to exist on the fringes of real society, some undead are more cultured and refined in their sensibilities.

No Society: Many undead have no society. They are animated through chance or malign power, they lurk for years in or near a grave, and if they need to feed, they scrabble and claw their way to their desired food as best they can. They continue this pattern ceaselessly until they are finally destroyed. Mindless undead make up the bulk of these societyless undead, but any undead, no matter its intelligence, can fall into this basic predatory existence.

Infiltrators: Undead with magical powers sufficient to disguise their lifeless nature sometimes choose to partake in the society of the living. Undead that can naturally appear alive also commonly employ this trick, particularly vampires. In this way, some undead never really leave the society from which they sprang, though their habits must change to support this masquerade.

Undead may choose to retain their ties to living society for several different reasons. For instance, some undead feel that without the contacts and entertainments they enjoyed as living creatures, they would eventually become insane. Additionally, the infiltration of living society also provides some undead with a constantly renewing pool of potential victims. This scenario has been played out so many times (particularly with vampires) that it needs little further elaboration.

Finally, intelligent undead may have other requirements beyond simple nourishment or surcease from loneliness. Liches, in particular, enter their unliving state to prevent disturbing their research by anything so mundane as mortality. While many liches are content to entomb themselves for eons of private study, other liches understand the value of collaboration and desire access to the latest magical theories and research. These "cosmopolitan" undead may maintain the charade of life simply to ensure their continued access to such resources as magical academies, memberships in spellcaster guilds, and access to libraries of lore.

Open Members: In some extraordinary settings, undead need not even hide their status, but may become open members of society. Where, you might ask, can undead openly walk the streets without be shunned and hunted? Probably not anywhere on the Material Plane, but some extraplanar cities are cosmopolitan enough to grant limited citizenship even to undead, presuming that those undead follow all the rules of polite society. The rules of such societies generally include, first and foremost, no predation on other members of that society. On the Outer Planes, Sigil (also called the City of Doors) is the most renowned of such tolerant locations.

Even in such open-minded cities, undead must often submit to a process of authorization in order to have unrestricted legal access to the metropolis. An undead with recognized feeding requirements (notably vampires, but also other undead) must obtain an authorization for a given length of time (which varies by locale or even precinct, but usually must be renewed at least once a year). This authorization requires the undead to show, in detail, how it will meet its feeding needs for the given period in a way that does not involve harm to other citizens, visitors to the locale, or citizens of other locations that could find fault with the city's harboring the undead in question. Most such plans revolve around the purchase of livestock from which the undead obtains sustenance.

Illus. by T. Baxa

Undead are right at home in this sort of city

Living citizens are usually presumed innocent of predation until proven otherwise, but for undead, whose natures are often impossible to suppress, the presumption goes the other way. Undead that are openly part of societies that tolerate them must go a step farther than the average citizen to maintain their civilized nationality. They must be very careful not to break any rules or overstep any boundaries, or their citizenship may not be the only thing revoked.

Undead Society: In some places, the roles of living and dead in society are turned upside down. Undead are a part of society to such an extent that they are completely integrated. Undead merchants sell their wares in the shadowed end of the market bazaar, undead councilors hold positions of authority, and undead adventurers seek gold and glory alongside (or instead of) living thrill-seekers.

In other places, undeath is the dominant aspect of society. Only the dead partake of the society's benefits, and all the needs of the society are addressed. Farms on the outskirts of large cities do not grow grains, but instead produce living creatures (often humanoids) that feed the undead masses that require life essence, blood, or flesh for sustenance. Unless a would-be member of this society is already undead, becoming a member requires the creature to undergo the transformation into unlife.

For example, in a ward of the city called Nocturnus, undead rule. While living citizens from other parts of the city can enter the ward and conduct their business, only undead can claim residence in the ward, and therefore gain the dark benefits provided to ward residents. The living can petition to take up residence in the undead ward, called the Pale, but they must submit to a supremely painful process called crucimigration, which transforms them into deathless, but intelligent, versions of their former selves. (See the necropolitan description, page 115, for more details about this transformation.)

UNDEAD RELIGION

Do you question your life? Do you wonder what use is this day-to-day existence each of us endures? Have your youthful dreams been trampled by necessity, and are those dreams now forever beyond your grasp? Do you labor each day just to "get by, get through," only to wake again on the morrow to repeat another plodding day, a hollow husk of what you had hoped to be and do? Do you desire to blunt the harsh, banal life you live? Do you despair? Then come find us. The Church of the Reaper has the answer.

—Pamphlet seeking converts to Nerull's fold under false pretenses

The undead revere many different deities, though newly converted undead are often entirely ignorant of those deities now most deserving of their service. As noted in the previous section, undead often partake of no unified culture. However, like calls to like, and no unifying force is more potent than the divine call of undead gods to their potential flocks.

Creatures other than undead can worship the deities described here. These gods are always happy to have living, if evil, adherents. In time, these followers too may become undead. Such worship is particularly common among certain cults and depraved races, as outlined below.

Table 1–3: Undead Deities

Name	Portfolio	AL	Domains	Fav. Weapon
Afflux	inquiry, necromancy, death	NE	Deathbound, Evil, Knowledge, Undeath[1]	short sword
Doresain	necromancy, ghouls	CE	Chaos, Evil, Hunger[1]	scimitar
Evening Glory	love, beauty, immortality	N	Chaos, Charm[2], Good	dagger
Nerull	death, darkness, underworld, murder	NE	Death, Evil, Trickery	scythe
Orcus	undeath, revenge	CE	Chaos, Darkness[2], Death, Evil	mace

1 New domain; see page 60.
2 Described in the *Forgotten Realms Campaign Setting*. If your campaign is set in that world, you can add this domains to the deity's list (possibly replacing another domain if desired).

DEITY DESCRIPTIONS

Each of the deity descriptions that follow contains the categories of information explained below. (Game statistics and divine powers for the deities are beyond the scope of this book).

Name: The first line of a deity description gives the name by which the deity is generally known. Other names or titles attributed to the deity (if any) are given immediately beneath this name.

Divine Rank/Alignment: The next line gives the deity's relative level of power compared to that of other deities. In descending order, the levels of power (as described in *Deities and Demigods*) are greater deity, intermediate deity, lesser deity, and demigod. This ranking does not affect the abilities of clerics of a deity, the power of the spells those clerics cast, or most anything else in the mortal world. Immediately following this is the deity's alignment. Deities have the same alignments as mortals do (see Alignment, page 103 of the *Player's Handbook*).

Description: Next is a brief description of what the deity looks like and other general facts, including how the deity's clerics act. This section also describes any particular alliances or enmities between that faith and others. This section describes who is most likely to worship the deity, and provides an overview of the basic tenets of the deity's creed or teachings.

Portfolio: A deity's portfolio is the aspects of existence with which the deity is most often associated. Portfolio elements are listed roughly in their order of importance to the deity.

Domains: Clerics of the deity can choose from among the domains listed here.

Cleric Training: This section describes any special lessons or ordeals that new followers—especially clerics—must partake in to become ordained.

Quests: Samples of what types of quests the deity may require its followers to accomplish in its name.

Prayers: This section outlines and illustrates the various prayers that the deity's followers may use.

Temples: Places of worship, called temples here for consistency's sake, vary from deity to deity. Many temples provide

healing, information, or other services to those allied with their faith.

Rites: This section outlines and illustrates some of the rites that the deity may require from its followers and clergy.

Herald and Allies: A deity's herald is the kind of creature it often sends to the Material Plane when it needs to intervene in mortal affairs. A deity's allies are the creatures it sends in response to *lesser planar ally, planar ally, and greater planar ally* spells, respectively.

Favored Weapon: This entry gives the kind of weapon the deity favors. The deity's clerics prefer to use this weapon, and certain spells that clerics cast, such as *spiritual weapon*, may have effects that resemble this weapon.

Holy symbol of Afflux

AFFLUX

Bloodfather, the Unsatisfied Questioner, the Bloodspiller

Lesser Deity (Neutral Evil)

The unquenchable Afflux seeks knowledge of blood, body, and mind. Afflux never flinches from sacrificing the living to understand what made them once alive. He is the lord of interrogation, torture, and execution, as well as the knowledge gained thereby. He appears as a hairless, blood-soaked man of pale flesh and supernaturally bloodshot eyes. He wears a great coat of blood that constantly drips and flows but never runs dry. His home plane is Carceri, and his symbol is a scarlet droplet.

Necromancers, evil wizards, inquisitors, and torturers revere Afflux. All followers of Afflux see members of good-aligned faiths, especially those that claim to offer knowledge, as their enemies. Among the evil deities, Afflux has no special foes, and his followers may sometimes enter alliances of convenience with other evil churches when their goals intersect.

Afflux teaches that every creature has a secret, no matter how mundane, and the best way to spill that secret is along with the creature's blood. To search eternally for knowledge is a noble quest, but the best place to search is in the tissues of the living, dead, and undead, since the secrets of sentience and animation mask the real secret of ultimate understanding.

Portfolio: Inquiry, necromancy, death.

Domains: Knowledge, Evil, Deathbound, Undeath.

Cleric Training: Sometimes evil wizards come to at least revere, if not worship, Afflux. Certainly his name is known among necromancers, whose grisly researches are so similar to Afflux's prescribed methods. Torturers and others who delight in the physical pain visited on others pay the Unsatisfied Questioner frequent homage.

Quests: The clerics of Afflux disseminate to lands near and far, teaching their twisted lore of pain and torture to all that will listen.

Prayers: The prayers offered up to Afflux resemble the sounds of the victims put on the rack by the god's ordained torturers. Each scream is a mantra, and a night of pain is a solemn mass.

Temples: Afflux has few temples. Any necromancer's lab where the methods of the Bloodspiller are utilized can become a shrine to Afflux if the space is hallowed in his name.

Rites: When a victim succumbs too quickly to pain, it is customary for the presiding cleric to wound himself in Afflux's name (if the cleric is living), to offer some additional pain as recompense.

Herald and Allies: Afflux generally sends a wheep (see page 132) as a herald. His planar allies are ravids, night hags, and nightwings.

Favored Weapon: Short sword.

Holy symbol of Doresain

DORESAIN

King of the Ghouls

Demigod (Chaotic Evil)

The insatiably hungry Doresain appeals to all creatures whose hunger can never be appeased. The deity looks like an especially thin and wasted ghoul. He has eyes ablaze with a sickly green ghoul-light, and his feet are hooflike. In contrast with Doresain's wasted body, he wears an elegant white cloak of supple man-flesh over pale leather armor studded with tiny skulls. Ghouls are the primary worshipers of Doresain, and his symbol is a ghoul skull.

Though the King of the Ghouls is a powerful entity himself and controls his own layer of the Abyss, he was once a vassal of Orcus. Later, Yeenoghu's gnoll host invaded, and the King of the Ghouls was forced to swear fealty and pay homage to Yeenoghu. Yeenoghu subsequently lost control of the King's layer, and more recently, Yeenoghu has lost the ability to command the King.

The King of the Ghouls teaches that to exist is to eat. A fully experienced existence requires the consumption of prey, preferable sentient. Flesh for sacrifice is dear to the King. When life is quenched under tearing teeth and quivering lips, the eater can finally feel true happiness, at least for a time.

Portfolio: Necromancy, ghouls.

Domains: Chaos, Evil, Hunger.

Cleric Training: Doresain sometimes makes an appearance when incautious necromancers meddle with the Negative Energy Plane. Taking such meddling as an invitation, the King appears and forcibly converts all those present to ghouls, often thereby creating new worshipers for himself. While many ghouls are ignorant and godless, those that find religion invariably discover the King of the Ghouls. Creatures other than ghouls that come to worship the King do so with the knowledge that they will be "drawn into the fold" sooner rather than later.

Quests: All ghouls pay homage to the King. Ghoul lore hearkens back to a land sacred to ghouls called the White Kingdom. Though ghouls bound to the mortal plane sometimes create lesser versions of what they believe the White Kingdom to be,

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it is accepted that the true incarnation of the White Kingdom can be found on the layer of the Abyss where the King rules.

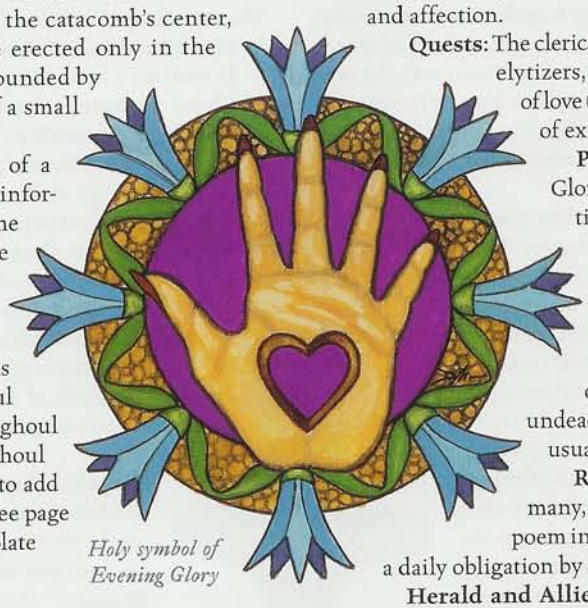
Prayers: Each gluttonous act of consumption is, in its way, a prayer to Doresain, even if the eater doesn't know it.

Temples: Temples to the King of the Ghouls are found only underground. Small shrines can sometimes be found in underground mausoleums or at the catacomb's center, but fully functioning temples are erected only in the deepest subterranean realms, surrounded by a community of ghouls the size of a small city (at least).

Rites: Sharing the sweet flesh of a victim among several ghouls is informally called "passing it around the horn," and serves as a common rite in remembrance of Doresain.

Herald and Allies: Doresain often sends a gravetouched ghoul 13th-level barbarian as his herald. His planar allies are gravetouched ghoul succubus demons, gravetouched ghoul erinyes devils, and gravetouched ghoul ice devils. Doresain has the power to add the gravetouched ghoul template (see page 103) to creatures to which the template is normally not applicable.

Favored Weapon: Scimitar.



Holy symbol of Evening Glory

EVENING GLORY

The Deathless Beauty, the Eternal Lover

Lesser Deity (Neutral)

Evening Glory teaches that love need not ever die. Instead, love may go on indefinitely, if the body's remains are properly preserved. The deity of love at any price, Evening Glory appears as an exquisitely preserved woman with ice-white (almost translucent) flesh and platinum-white, neck-length hair. She has eyes of baby blue, with lips, fingernails, and toenails the same color. She is flawless, despite (or because of) her necrotic chill. Disdaining simple nudity, the Deathless Beauty prefers extravagant, backless gowns. A heart-shaped, oddly alluring hole completely pierces the palm of each of her bloodless hands. Evening Glory's symbol is an open hand, pierced through the palm with a heart-shaped hole.

The Eternal Lover appeals strongly to immortality seekers, lovers, and undead. Still, anyone who has loved and lost, or knows love and fears its end, is a potential worshiper of Evening Glory. Most who worship her are undead, or soon become undead after worshiping her for a time. Many of her followers would rather welcome the followers of other faiths, but it is hard to welcome members of faiths that believe undeath must be eradicated.

Evening Glory teaches that desire is all that matters, and the desire for the love of another should never be allowed to fail through the depredations of age. Those whose love transcends life should seek life everlasting through the grace of undeath. The perfect preservation may freeze love forever. While the resurrection of tragically slain lovers may do for some, nothing can stay old age's imperious final call—nothing but the embrace of undeath.

Portfolio: Love, beauty, immortality through undeath.

Domains: Charm, Magic, Protection.

Cleric Training: The training a cleric must undergo to become fully vested by Evening Glory is a secret cloaked in love and affection.

Quests: The clerics of Evening Glory are mainly proselytizers, preaching about the continuance of love (and, through this, the continuance of existence after death).

Prayers: All prayers to Evening Glory extol her unchanging perfection, a beauty frozen at its height by the balm of death.

Temples: Temples to the Eternal Lover can show up anywhere, though when the authorities realize the true nature of the worship to this god, with its undead component, those temples are usually banned.

Rites: The rites of Evening Glory are many, but the mere recitation of a love poem inspired by the goddess is considered a daily obligation by her followers.

Herald and Allies: Evening Glory usually sends a female lich as her herald. Planar allies are Medium, Large, and Huge fire elementals.

Favored Weapon: Dagger.

NERULL

The Reaper, the Foe of All Good, Hater of Life, Bringer of Darkness, King of All Gloom, the Reaper of Flesh

Greater Deity (Neutral Evil)

Holy symbol of Nerull

The deity of death, Nerull, is widely known and widely feared. His gaunt form resembles a mummified—nearly skeletal—corpse with flaky red skin, thick blackish-green hair, a cowled cloak of rusty black, and eyes, teeth, and nails the color of poisonous verdigris. His black staff (Lifecutter) forms a scythelike blade of red force that slays anyone it touches. Nerull makes his home on the plane of Carceri. His symbol is a skull and scythe.

Clerics of Nerull are secretive and solitary, since few sane people tolerate their presence. Except in the most evil lands, Nerull has no organized church. Still, the Reaper is feared across the lands. His clerics wear rust-red garb (when not in disguise).

Nerull is the patron of those who seek the greatest evil for their own enjoyment or gain. All are equal in Nerull's cold realm. Every living thing is an affront to the Reaper, and every death brings a dark spark of joy to his long-dead heart.

Portfolio: Death, darkness, murder, underworld.

Domains: Death, Evil, Trickery.

Cleric Training: Some individuals are obsessed with death, even as children, and those are potential recruits to the clergy of Nerull. All must endure the final initiation rite: being buried alive (for days or even weeks, sometimes). Though his undead clerics aren't "alive" per se, this can still be a painful process,

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since they are left with no food for the duration. It is clearly a more trying ordeal for his living protégés, since most of them are transformed into undead through this very process.

Quests: Nerull's followers desecrate ancient tombs looking for lost lore, establish cults to provide willing food for vampires, and raise undead armies to terrify the world of the living.

Prayers: Much of Nerull's liturgy is spoken in the past tense, even if it hasn't happened yet. For example, a cleric of Nerull might pray, "You granted me ultimate dominion over the dead . . ." Those who pray to Nerull to appease him only attract his attention and bring about their own doom. Those who kill in his name shall be rewarded (or so Nerull promises).

Temples: Temples to Nerull are always hidden, even in lands where the Reaper is honored. They are usually located underground, often as parts of catacomb complexes. Most temples are well stocked with undead creatures and others that spread or celebrate death, such as hags, fiends, and vargouilles.

Rites: Nerull finds little worth celebrating, other than death. The number of different funereal rites Nerull has, depending on who died and how, is staggering.

Nerull's clerics commit murders as offerings to their deity. If their actions are discovered, they move on to new hunting grounds. Some take up the wandering life, putting on innocent faces as they move from town to town, murdering a few people and then moving on.

Holy symbol of Orcus

Herald and Allies: Nerull uses a nightwalker as his herald on the Material Plane. Allies are shadow mastiffs, average salamanders, and cauchemar nightmares.

Favored Weapon: Scythe.

ORCUS

Demon Prince of the Undead, Tenebrous
Demon Lord (Chaotic Evil)

Orcus is a massive, bloated demon prince—bloated on spite, bile, and contempt. Once complacent, his wars against Demogorgon and Graz'zt waning, he was murdered and deposed. But then Orcus rose from the dead as an undead demon and took the name Tenebrous, hiding in the shadows, waiting to take his revenge. Now he has reinstated himself in his former position and taken up residence in Naratyr, his terrible fortress-city in the Abyss on Thanatos (the layer he rules). Once again, he finds himself in a struggle for dominance with many of the other demon lords. He is no longer content to grow old and fat feeding on larvae in his castle. Orcus lives in the Abyss. His symbol is a skull-headed rod.

Orcus appeals most to demons, necromancers, and the undead. While not an actual god quite yet, Orcus is worshiped as a god more often than any of the other demon princes. Although Demogorgon might actually be more powerful, Orcus is closer to ascending to true godhood. The cult of Orcus is widespread among other groups as well, with a more significant following among humanoids than most demon princes. In particular, orcs, half-orcs, ogres, and giants revere Orcus, as well as corrupt and despicable humans.

Orcus is, in many ways, a contradictory figure. He does not delight in his charges, the undead, and has not taken up the self-proclaimed mantle of "Prince of the Undead" out of devotion or allegiance. If anything, the demon lord despises the undead—he has little but contempt for them and uses them without thought or consideration. Of course, Orcus despises the living as well. He hates everything and everyone, often being almost overwhelmed with revulsion and loathing. He craves only personal power and the spread of misery and destruction for all others.

Portfolio: Undeath, revenge.

Domains: Chaos, Evil, Death, Darkness.

Cleric Training: Orcus isn't one for orderly training or organization, so neither are his priests. Thus, training consists of little more than a grisly oath, the introduction to the mythology of Orcus, and a hearty strike with a skull-headed rod to complete the process.

Quests: Orcus has set his worshipers the task of increasing the level of his own worship across all lands, killing those who resist—including the followers of other evil deities, especially Nerull. Typical quests include attacking a rival Nerull-cultist compound, raiding a church of Pelor to destroy its sacred items, and building or opening portals or gates from the Abyss to the Material Plane.

Prayers: The most common refrain in a prayer to Orcus is a confirmatory phrase at the end of a declaration, something like ". . . or let Orcus strike me dead and steal my eternal soul."

Temples: Despite his status as a demon prince rather than a true god, Orcus has inspired the creation of temples all over the planes. Those that worship him gain clerical power as if worshiping a true deity, though they clearly gain that power from some more universal source (perhaps from the Negative Energy Plane itself). His temples are usually hidden, while his worshipers function as secret societies living in otherwise normal communities. Other temples, however, are terrible strongholds full of undead, where wicked lords commit atrocities and wage wars in the demon prince's name. Sometimes an entire orc tribe devotes itself to the Prince of the Undead, but these individuals are shunned even by other orcs.

Rites: Bloody conflict is the method that Orcus's followers use to rise in the ranks. Sometimes this activity is formalized, as when underlings challenge upper-echelon clerics according to the Rite of Challenge. Of course, this usually results in the underlings' death before the Rite of Challenge can properly occur. In fact, the Rite of Challenge may just be a way for high-level clerics to identify troublemakers and weed them from the flock.

Herald and Allies: A balor is Orcus's favorite choice for herald. Planar allies include howlers, glabrezu demons, and nalfeshnee demons.

Favored Weapon: Mace.

FIGHTING UNDEAD

"I fight dragons because I want to. I fight undead because I have to."
—Jozan, cleric of Pelor

The undead. Perhaps no other type of creature conjures up such utter revulsion in the minds of its opponents. Not only are such creatures possessed of deadly powers, but their very existence serves to remind characters of the eternal punishments that

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may lie beyond the grave. Some undead even have the ability to transform their fallen opponents into similarly twisted mockeries of life—the ultimate penalty for failure.

As formidable and unstoppable as undead sometimes seem, they also have their vulnerabilities. This section serves as a guide for the adventurer who must face these living dead in battle. From the lowly skeleton to the mighty lich, every undead creature has its own quirks and special abilities. If you fight undead in the same manner that you fight ogres and dire wolves, you will most likely come out on the losing end of the battle before too long. If instead you learn which tactics to use against the many undead foes you face, your chances of survival increase dramatically.

KNOW YOUR FOE

Even counting only those that appear in the *Monster Manual*, a wide variety of undead creatures exist in the D&D® game. Many are similar in appearance and/or tactics, which can become very confusing to even the most seasoned adventurer. The hero who mistakes a ghost for a wraith is at a distinct disadvantage, even before a single attack is made.

The most useful skill in identifying undead creatures is Knowledge (religion), since the teachings of the temple often include information about these foes of all living clerics. When you view an undead creature, you can identify its kind (ghoul, wraith, mummy, and so on) by making a successful Knowledge (religion) check as a free action. The DC of the check is 10 + the creature's base HD. Don't include any extra HD from advancement or class levels in this calculation. For creatures without a base quantity of HD (such as a vampire or lich), set the DC at 20 or 10 + total HD, whichever is lower. If you can hear an undead but not see it (for instance, a mummy shuffling through the darkness), add +5 to the DC when trying to identify it.

Once you have identified the variety of undead creature you are facing, try to determine what special attacks, special qualities, or vulnerabilities it might have. Once per round on your turn, you can make another Knowledge (religion) check as a free action to remember or figure out an important bit of information. For example, if you have identified your foe as a wraith, you can attempt another check to remember that it has a Constitution-draining touch attack, or that any humanoid it slays rises as a wraith a few rounds later, or that it is powerless in daylight. Each check reveals only one piece of information, but the DM can choose to give you another piece of useful information for every 5 points by which your check result exceeds the DC.

The DM can modify the DC by 2 or more for undead deemed particularly rare or common in the campaign. For instance, if ghouls are prevalent in the campaign world, the DM might reduce the DC to identify them from 12 to 10, since most people have seen or at least heard of ghouls. Conversely, when introducing a new undead creature to the campaign, the DM might increase the DC to identify it by 5 to reflect its rarity, at least on the first couple of times characters encounter it.

Normally you can't retry a Knowledge check—you simply know an answer or you don't—but the DM may allow you to retry a check to identify a creature or remember some bit of information after you have learned something new about it. For instance, if you fail to identify a ghoul before it attacks, you might receive another chance to identify it after it paralyzes your comrade.

Characters without much expertise in Knowledge (religion) can use Gather Information to learn about undead creatures, though this check typically only comes into play after a first encounter with a particular kind of undead. Use the same DCs as for the Knowledge (religion) checks.

Task	DC
Identify kind	10 + creature's base HD
Identify special attack	10 + creature's base HD
Identify special quality	10 + creature's base HD
Identify vulnerability	10 + creature's HD

DC Modifier	Condition
+5	Character can hear but not see undead
+2 or higher	Creature is particularly rare or unknown
–2 or lower	Creature is particularly common or well known

KNOW ITS WEAKNESSES

Once you've identified what you face, the next step is to use proper tactics based on your foe's capabilities. While some techniques work well on a variety of undead, whenever possible you should tailor your preparation to the specific challenge you face.

Turning

The first tactic employed by characters against undead is typically turning (or rebuking, for those rare characters with that ability). At low levels, turning undead is very effective. Because multiple 1 HD and 2 HD creatures comprise reasonable challenges for a group of low-level characters, one use of the turning ability can often remove multiple undead from an encounter. Even as the characters reach 5th and 6th level, the turn undead ability can often remove multiple weak undead creatures from a mixed group.

The turn undead ability compares the cleric's level with the Hit Dice of the affected undead creatures. However, because Hit Dice generally increase much faster than a creature's CR, a cleric of 5th level or higher often faces undead creatures that have more Hit Dice than he can possibly affect with his turn undead ability. This means that high-level clerics are generally better off using their powerful spells or combat abilities directly against undead creatures rather than turning them.

Positive Energy

Rotting sinews, missing tendons, and decomposing flesh flex in an obscene parody of life when they are flushed with negative energy. Additional quantities of negative energy even heal damage done to undead (see Undead Metabolism, earlier in this chapter). Thus, it should come as no surprise that the opposed energy of the multiverse, positive energy, has significant deleterious effects on moldering flesh.

Using Positive Energy: When positive energy is channeled and brandished by servitors of good-aligned deities, undead can be turned or even destroyed in a flash. Evil servitors may also choose to use positive energy to destroy undead, or subvert the intentions of even intelligent undead to their own purposes by holding this powerful force over their heads.

In general, a spell that channels positive energy deals as much damage to an undead creature as it would heal damage in a living creature. Healing effects that don't rely on positive energy (such as some psionic powers) have no effect on undead.

If you can maneuver yourself into position to touch an undead creature, you can deal a significant amount of damage with a *cure* spell or a *heal* spell. Ranged options include the *mass cure wounds* spells, *mass heal*, and *disrupt undead*. Holy water also uses positive energy to damage undead creatures, and a paladin's lay on hands ability deals damage to undead creatures just as a *cure* spell does.

Table 1–4: Positive Energy Effects

Spell	Effect
Bless water	Water deals 2d4 damage to undead, or 1 damage with splash
Cure wounds	Deals damage to undead by touch
Disrupt undead	Deals 1d6 damage to undead at range
Heal	Deals 10 hp/level damage to undead by touch
Mass heal	Deals 10 hp/level damage to many undead at range

Positive Energy Resistance: Not all undead are equally susceptible to the harmful effects of positive energy. Some undead can resist the damage dealt to them by means of positive energy resistance, while others can better resist being turned or destroyed by the brandishing of positive energy in the service of a deity. (See the Positive Energy Resistance and Improved Turn Resistance feats in Chapter 2 for more details.)

Sunlight

A number of undead creatures have special vulnerability to sunlight. Some, such as the spectre and the wraith, are merely rendered powerless by sunlight. Others, such as the bodak and the vampire, can be damaged or even destroyed by exposure to sunlight.

Table 1–5: Effects of Sunlight Spells

Spell	Effect
Searing light	Deals 1d6/level damage to undead at range, or 1d8/level damage to sunlight-vulnerable undead at range
Sunbeam	Deals 1d6/level damage to undead at range, or destroys sunlight-vulnerable undead at range
Sunburst	Deals 1d6/level damage to undead at range, or destroys sunlight-vulnerable undead at range

Reason for Vulnerability: Why are some undead rendered powerless by sunlight, while others are destroyed by it, and yet others can blithely ignore it? Many have suggested theories to answer that question. Some early scholars suggested that sunlight was a manifestation of positive energy. However, if that were the case, presumably all undead would have some vulnerability to it (or at least those without resistance to positive energy), and since that does not seem to be the case, this theory has been discredited.

Currently, the most accepted theory about why sunlight is anathema to vampires, wraiths, and bodaks, among others, is its undiluted strength and the life-giving effect it has on most living creatures. Thus, some undead are just constitutionally unable to accept exposure to sunlight as anything other than a direct physical attack. Additionally, sunlight is light energy, strong and pure. While some undead gain much by mimicking the flexibility of life (such as the vampire) and others are strong in shadow where no illumination can reach them (such as the wraith), few can withstand the very radiation that engenders growth in the world. When bathed in its rays, they are rendered powerless or even disintegrated.

Sunlight Damage: Regardless of the effect, only real, direct sunlight deals damage unless a creature's descriptive text specifically states otherwise. For instance, despite its name, the *daylight* spell doesn't have any special effect against undead, even those vulnerable to sunlight. That said, even undead that don't have any special vulnerability to sunlight take extra damage from the sunlight-related spells listed in Table 1–5.

Enduring Sunlight: Some sunlight-vulnerable undead are more resistant to the harmful effects of sunlight than others. Instead of being instantly rendered powerless, or destroyed, these undead have a few rounds of grace. (See the Endure Sunlight feat, page 26, for more details.)

Special Weapons

Many undead are resistant to certain kinds of physical attacks. The wise adventurer learns to bring the right weapon to any fight against undead.

General Weapons: Even at low levels, you can prepare for undead encounters by carrying both a bludgeoning weapon and a slashing weapon. Even if your secondary weapon doesn't deal as much damage as your primary weapon, it will still be better against those undead creatures with damage reduction, particularly at low levels. Use your mace, club, warhammer, or morningstar against skeletons, while relying on your sword, axe, or dagger against zombies.

Magic Weapons: The most common weapon needed against undead creatures is a magic weapon. A weapon with an enhancement bonus of +1 or higher is needed to successfully attack a wide variety of incorporeal undead, from the shadow to the dread wraith. Make sure you have a +1 or better weapon handy in any situation where you expect to encounter undead. Barring that, pack a couple of scrolls or oils of *magic weapon*.

Special Weapons: Better still against incorporeal undead are ghost touch weapons. At a price equivalent to a +1 bonus, the ghost touch special ability is well within the reach of even low- to mid-level adventurers. The *ghost touch weapon* spell (see page 65) allows you to utilize the ability for a limited time, and works well for characters who don't encounter incorporeal undead with great frequency.

Other undead have special resistances or vulnerabilities to take into account when arming yourself. A flaming (or flaming burst) weapon works well against fire-vulnerable mummies. Pack a silvered weapon for vampire spawn encounters, and if you expect to run into the head vampire, carry a handy scroll or oil of *greater magic weapon* as well. Don't even think about going up against a lich without a magic bludgeoning weapon in the party. For the big, bad nightshades, a magic silvered weapon is a must (and when fighting the item-crushing nightwalker or magic-draining nightwing, you might want to bring a spare).

Wooden Stakes: Only vampires and vampire spawn are vulnerable to staking. Driving a wooden stake through a vampire's heart instantly slays the monster. However, those looking to exploit a vampire's vulnerability would do well to remember that staking a vampire is only half the task, and if the body is not dealt with, the vampire could return to shadow their steps at a later date. A staked vampire will quickly return to life if the

stake is removed before the body has been destroyed properly (such as by removing the creature's head and filling its mouth with holy wafers).

If a vampire is staked, but the body is left to rot away on its own, the danger remains. Eventually, a lone stake might be all that remains visible, driven into the earth, the dust of the slain vampire long since blown away. However, if the stake is removed, that dust reconstitutes, and the vampire returns to animation within 72 hours.

Other Spells and Effects

A few other spells in the *Player's Handbook* have other special effects against undead creatures, as summarized in Table 1–6. This list doesn't include spells specifically designed to be used against undead, such as *command undead*.

Disintegrate is a special case that bears mentioning. Though this spell has no special effect against undead creatures, the fact that such creatures have very low Fortitude saves makes *disintegrate* terrifically effective at destroying them.

Table 1–6: Spell Effects on Undead

Spell	Effect
Antimagic field	Incorporeal undead wink out while in area
Chill touch	Touched undead flees as if panicked for 1d4 rounds +1 round per caster level
Consecrate	Turning checks gain +3 bonus; undead take –1 penalty on attack rolls, damage rolls, and saves
Disrupting weapon	Weapon destroys undead
Hallow	Turn checks gain +4 bonus
Magic stone	Each stone deals 2d6+2 damage to undead
Wall of fire	Deals double damage to undead

DEFENSIVE TACTICS

While the best defense may well be a good offense, that doesn't mean you should ignore some basic protective measures. Undead creatures pack some of the nastiest special attacks around, and if you don't prepare against those attacks, you dramatically decrease your odds of survival.

Ability Damage and Drain

Many undead creatures, particularly incorporeal ones, have the ability to damage or drain ability scores. Ability damage and drain are significantly more difficult to heal than hit point damage, and they often have the secondary effect of reducing the target's ability to resist or survive further attacks. Even a single hit from a shadow can make a big difference in your ability to fight it off, and a few of them teaming up against you can make for a very quick (and one-sided) fight.

Don't make the mistake of thinking that damage or drain to an unimportant ability isn't worth worrying about. Fighters who take Wisdom or Charisma damage or drain may not care about the immediate effects (since few fighters rely on skills or special powers based on those abilities), but they are probably much more vulnerable to those abilities being reduced to 0, which takes them out of the fight completely.

Though you can't easily protect yourself from ability damage or drain, you should keep handy some methods of restoring lost ability score points. These spells can be costly, whether in time, components, or both. Table 1–7 summarizes the various methods available to characters, the casting time, and any cost involved. The lowest-level spell that can cure ability damage is *lesser restoration*, and every character should carry around at least one potion or scroll of that spell as soon as he can afford it. *Restoration* is the lowest-level spell that can offset ability drain. Thus, it's also a good idea to have at least one scroll of *restoration* in the party at any given time.

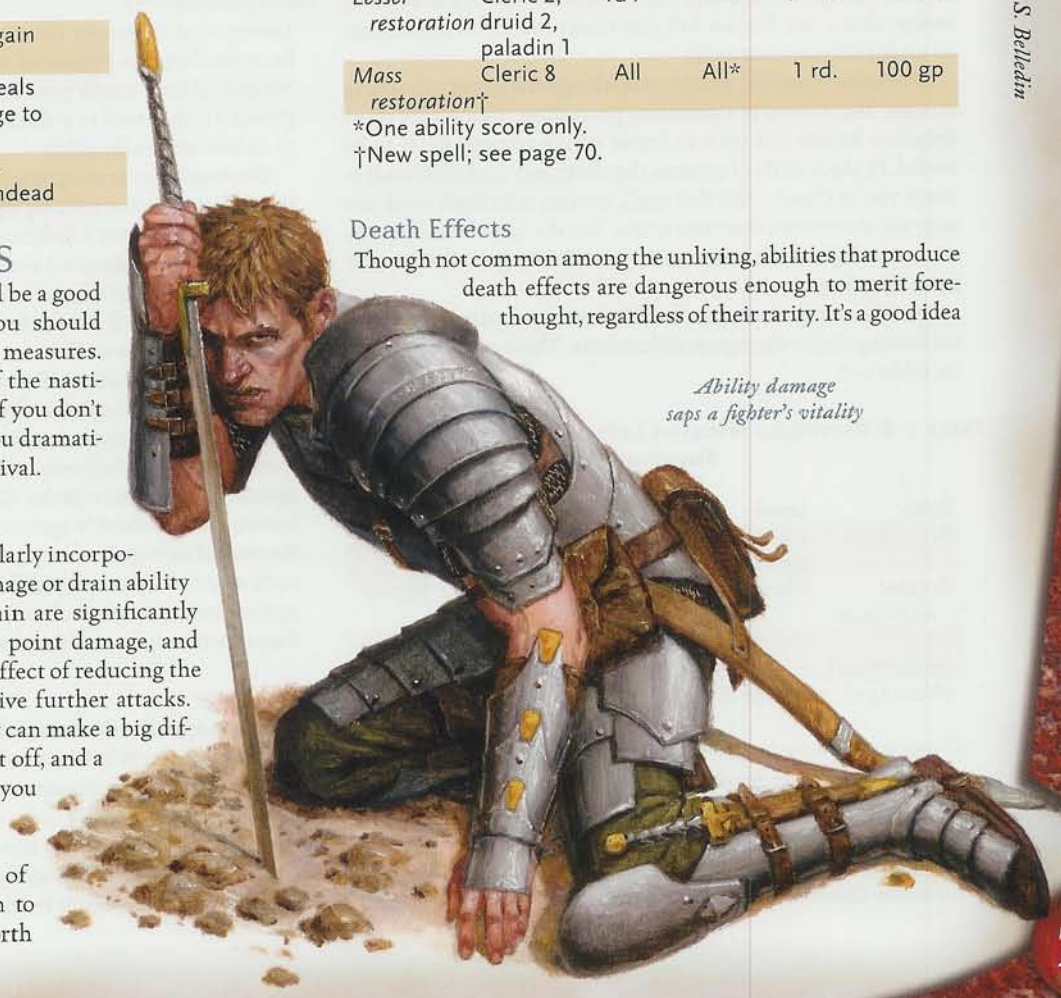
Table 1–7: Restoring Ability Damage and Drain

Spell	Level	Damage Healed	Drain Healed	Casting Time	Cost
Heal	Cleric 6, druid 7, Healing 6	All	—	1 action	—
Heal, mass	Cleric 9, Healing 9	All	—	1 action	—
Restoration	Cleric 4, paladin 4	All	All*	3 rds.	100 gp
Greater restoration	Cleric 7	All	All	10 min.	500 XP
Lesser restoration	Cleric 2, druid 2, paladin 1	1d4*	—	3 rds.	—
Mass restoration†	Cleric 8	All	All*	1 rd.	100 gp

*One ability score only.
†New spell; see page 70.

Death Effects

Though not common among the unliving, abilities that produce death effects are dangerous enough to merit forethought, regardless of their rarity. It's a good idea



Ability damage saps a fighter's vitality

Illus. by S. Belledin

to keep a scroll of *death ward* handy. Even if you don't run into a bodak, banshee, or a spellcaster packing *slay living* or similar magic, it'll still help you against energy drain (see below). At higher levels, *mass death ward* (see page 63) can protect the whole party at a moment's notice, or casters can protect themselves with *veil of undeath* (see page 72).

Disease

A handful of rare undead creatures can infect their victims with diseases. Nonetheless, you'll rarely need access to a *remove disease* spell in the field, since most diseases have lengthy incubation periods and thus aren't likely to kick in right away. The day after fighting any undead (particularly one you're not familiar with), it's a good idea for the cleric to cast *remove disease* on anyone who came in contact with the creature, just in case.

The most commonly known disease associated with undead, mummy rot, is actually a powerful and fast-acting curse. You'll need *remove curse* (or its more powerful cousin, *break enchantment*) to rid yourself of this horrific affliction. Unlike typical diseases, mummy rot also sets in fast enough that you'll want access to such spells even while adventuring.

Energy Drain

Most characters fear energy drain more than almost any other attack form, and with good reason. Like ability damage or drain, energy drain delivers the double whammy of reducing your adventuring capabilities while simultaneously putting you closer to death. But while most forms of ability damage or drain simply knock you out at the extreme of their effect, energy drain can flat-out kill you (and possibly turn you into an undead creature as well).

Whenever possible, guard yourself against energy-draining attacks. *Death ward* is a common protection, though its short duration means you have to know what's coming for it to be useful. In the middle of combat, the cleric may find it difficult to reach you in time to cast this spell, though *mass death ward* (see page 63) overcomes that restriction. For the high-level cleric or wizard, *veil of undeath* (see page 71) provides foolproof protection from this threat.

Even fewer resources exist for eliminating negative levels than for healing ability damage or ability drain. These are summarized in Table 1–8.

Table 1–8: Restoring Negative Levels and Lost Levels

Spell	Level	Negative Levels Dispelled	Lost Levels Regained	Casting Time	Cost
Restoration	Cleric 4, paladin 4	All	1	3 rds.	100 gp
Greater restoration	Cleric 7	All	all	10 min.	500 XP
Mass restoration†	Cleric 8	All	1	1 rd.	100 gp

†New spell; see page 70.

If you can't remove negative levels before 24 hours elapse, at least make every effort to boost your Fortitude save before determining if they become permanent. Assuming you can know the time when the save must be made with reasonable accuracy, *bear's endurance* is an effective method for doing so, but any spell that increases Constitution or saving throws can help.

Fear

Though most undead creatures send a shudder down any adventurer's spine, only a few use the sheer power of magical terror against their foes. The lich's fear aura is only effective against the weakest of opponents, so you probably don't need to worry about it. (If your level is low enough to be affected by the lich's fear aura, you're better off running away anyway.) The mummy, on the other hand, has a powerful despair ability that can paralyze creatures that see it. Even tough the effect is of short duration, it can cripple an unprepared adventuring group, allowing the mummy valuable time to obliterate its foes. The nightwalker also has a similar fear power, though it affects only those creatures that meet its gaze.

Calm emotions can suppress fear for several characters simultaneously. *Remove fear* works both as a fix for a terrified character as well as protection against fear effects. *Bless* and *aid* each grant a bonus on saves against fear, as does the bard's inspire courage ability and a paladin's aura of courage. At higher levels, spells such as *heroes' feast* and *greater heroism* provide immunity to fear. Whenever possible, take advantage of the preventive nature of these spells and effects to avoid suffering the fear entirely.

Potions of remove fear are cheap, but don't make the mistake of handing them out to characters likely to fail their saves against fear, since they'll be incapable of using the potions. Instead, leave them in the hands of characters with good Will saves and the speed to catch up with fleeing allies, such as monks.

Incorporealness

Incorporeal creatures often prove terrifying to adventurers because they can bypass so many of the characters' defenses. No matter how tough your armor, shield, or hide is, the incorporeal touch attack of a shadow or spectre slips right through to deliver its deadly effect.

Obviously, increasing your touch AC—whether by improving your Dexterity, picking up a *ring of protection* or other item or effect that grants a deflection bonus, or adding some dodge bonuses—is the simplest and most effective method of guarding against the attacks of incorporeal creatures. Since these defenses also work perfectly well against other attack forms, they're efficient as well.

Still, sometimes the efficient methods aren't enough. If you find yourself fighting a lot of incorporeal undead, you may need more help against their attacks. Both *mage armor* and *shield*, since their Armor Class bonuses are force-based, add to your touch AC against incorporeal attacks. Ghost touch armor is a bit pricey, but incredibly valuable against incorporeal creatures. Chapter 4 has several new spells that work well against incorporeal attacks, such as *ectoplasmic armor* (which increases your Armor Class against incorporeal touch attacks) and *ectoplasmic shield* (which damages incorporeal creatures that strike you).

Paralysis

A wide range of undead creatures have paralyzing attacks, from the ghoul to the lich. The simplest fix is *remove paralysis* (which works on up to four creatures). *Freedom* works as well, though it's a bit of an overkill. The best antiparalysis spell is *freedom of movement*. Not only does it free a paralyzed creature, it provides immunity to paralysis (as well as a wide range of other benefits) for 10 minutes per caster level.

Illus. by C. Lukacs

Tainted by the dark power of negative energy, undead embody some of the most dangerous and insidious foes in the D&D game. This chapter provides feats beneficial to both undead and living hunters of the undead, as well as information about including undead in the party as player characters. After all, sometimes the best way to learn about a foe is to walk in its shoes. With your DM's guidance, you can opt to play an undead character or add an undead familiar, cohort, or other companion to your adventuring group.

NEW FEATS

This section presents several new feats. Many are intended to help the adventurer battle undead enemies, while others enable those same enemies to become even more fearsome.

DIVINE FEATS

The feats in this category share a number of characteristics that restrict them to certain classes or class combinations. First, they all have as a prerequisite the ability to turn or rebuke undead. Thus, they are open to clerics, paladins of 3rd level or higher, and a member of any prestige class or any creature that has that ability.

Second, the force that powers a divine feat is the ability to channel positive or negative energy to turn or rebuke undead. Each use of a divine feat costs a character a minimum of one turning or rebuking attempt from her number of attempts each day. If you don't have any turn or rebuke attempts left, you can't use a divine feat. Turning or rebuking undead is a standard action (unless you have a special ability that says otherwise). These feats often take a standard action to activate, but may require other types of actions as specified. Regardless, you may activate only one divine feat (or use the ability to turn or rebuke undead once) per round, though overlapping durations may allow you the benefits of more than one divine feat at a time.

Third, turning or rebuking undead is a supernatural ability and a standard action that does not provoke attacks of opportunity and counts as an attack. Activating a divine feat is also a supernatural ability and does not provoke attacks of opportunity unless otherwise noted in the feat description. Activating a divine feat is not considered an attack unless the feat's activation could be the direct cause of damage to a target. Sacred Vengeance, for example, adds 2d6 points of damage to all your melee attacks, but does not directly deal damage to an opponent upon its activation. It is not itself an attack.

Paladins in particular should consider these feats. Because the paladin's turning ability remains behind the cleric's throughout the paladin's career, a paladin who chooses one or two divine feats has more options than just rebuking undead.

MONSTROUS FEATS

A few of the feats in this chapter belong to the category of monstrous feats. Only creatures and characters

Table 2–1: New Feats

General Feats	Prerequisites	Benefit
Corpsecrafter	—	Undead gain +4 Str and +2 hp per Hit Die
Bolster Resistance	Corpsecrafter	Undead gain +4 turn resistance
Deadly Chill	Corpsecrafter	Undead deal +1d6 cold damage on melee attacks
Destruction Retribution	Corpsecrafter	Undead deal negative energy damage when killed
Hardened Flesh	Corpsecrafter	Undead gain +2 natural armor
Nimble Bones	Corpsecrafter	Undead gain +4 to initiative and +10 ft./round.
Daunting Presence	Cha 13, base attack bonus +1	Overawe enemy to make it shaken
Enduring Life	—	Ignore penalties from negative levels
Lasting Life	Endurance, Enduring Life	Purge negative levels with Will saves
Empower Turning	Ability to turn or rebuke undead	Can turn more undead
Ghost Scarred	Knowledge (religion) 8 ranks	+2 on attacks, damage, saves against incorporeal undead
Graft Flesh	Heal 10 ranks	You can apply grafts of a certain type
Heighten Turning	Cha 13, Extra Turning	Can turn more powerful undead
Improved Toughness	Base Fortitude save bonus +2	Gain hp equal to your current HD
Mother Cyst	Caster level 1st, Knowledge (religion) 2 ranks	Internal undead cyst allows access to special spells
Necromantic Presence	—	Undead in your presence gain +4 turn resistance
Necromantic Might	Necromantic Presence	Undead in your presence gain +2 on attack rolls and damage rolls
Necropotent	Proficiency with selected weapon, Weapon Focus with selected weapon, Weapon Specialization with selected weapon, fighter level 4th	+4 damage with selected weapon against undead
Quicken Turning	Ability to turn or rebuke undead	Can turn undead as a free action
Requiem	Bardic music, Perform (any) 8 ranks	Bardic music affects undead
Stitched Flesh Familiar	Ability to acquire a new familiar, ability to cast three or more necromancy spells	Familiar gains undead qualities, and you can control 4 extra HD of undead
Tomb-Tainted Soul	Nongood	Heal with negative energy as an undead creature
Tomb-Born Fortitude	Nongood, Tomb-Tainted Soul	25% crit resistance, no massive damage risk
Tomb-Born Resilience	Nongood, Tomb-Tainted Soul	+2 on saves vs. mental influence, poison, disease
Tomb-Born Vitality	Nongood, Tomb-Tainted Soul	Forego sleep, immunity to magic sleep effects
Undead Leadership	Character level 6th, nongood, Knowledge (religion) 1 rank	Attract undead followers and cohort
Unquenchable Flame of Life	—	+2 bonus on saves against undead attacks
Vampire Hunter	Knowledge (religion) 6 ranks	Detect vampires, immunity to dominating gaze

Divine Feats	Prerequisites	Benefit
Divine Accuracy	Ability to turn or rebuke undead	Ignore miss chance for incorporealness
Profane Lifeleech	Ability to rebuke undead	Steal 1d6 hp from nearby creatures
Profane Vigor	Cha 11, ability to rebuke undead	Grant 1d8 hp to nearby undead allies
Sacred Vengeance	Ability to turn or rebuke undead	+2d6 on melee attacks against undead
Sacred Vitality	Ability to turn undead	Gain immunity to ability damage, ability drain, and energy drain
Spurn Death's Touch	Ability to turn undead	Heal ability damage, paralysis, negative level

Metamagic Feats	Prerequisites	Benefit
Energize Spell	Nonevil, no ability to rebuke undead	Deal 50% extra damage to undead
Enervate Spell	Nongood, no ability to turn undead	Deal 50% extra damage to living creatures
Fell Animate	—	Creatures slain by the spell rise as zombies
Fell Drain	—	Creatures hurt by the spell gain a negative level
Fell Frighten	—	Creatures damaged by the spell are also shaken
Fell Weaken	—	Creatures damaged by the spell also take –4 Str

with a monstrous form or one or more monstrous abilities may select these feats. Monstrous forms and abilities are those that are typically unavailable to humanoid or animal creatures, including but not limited to extra appendages, nonstandard appendages, and extraordinary, supernatural, or spell-like abilities.

Although some characters will be unable to take these feats initially, later events (such as acquiring an undead template or multiclassing into an undead monster class) might allow access to these specialized feats.

FEAT DESCRIPTIONS

These feat descriptions follow the standard format.

BALEFUL MOAN [MONSTROUS]

Your hollow cry strikes fear into the hearts of the living.

Prerequisites: Undead type, incorporeal subtype, Daunting Presence.

Benefit: You can emit a moan as a standard action. All living creatures within a 30-foot spread must succeed on a Will save

Monstrous Feats	Prerequisites	Benefit
Baleful Moan	Undead type, incorporeal subtype, Daunting Presence	Emit a terrifying moan
Contagious Paralysis	Paralysis extraordinary or supernatural ability	Paralysis spreads to those who touch target
Corrupted Wild Shape	Undead type, wild shape class feature	Undead druids retain ability to wild shape
Death Master	Cha 13, undead type, Daunting Presence, base attack bonus +1	On your critical hit, target is also shaken
Eviscerator	Cha 13, undead type, Daunting Presence, Death Master, Improved Critical, base attack bonus +1	On your critical hit, foe and its allies are shaken
Empowered Ability Damage	Cha 11, undead type, incorporeal subtype, supernatural ability to drain or damage an ability score	Increase variable effects of ability damage or ability drain
Endure Sunlight	Sunlight powerlessness or sunlight-related weakness	Resist dangerous effects of sunlight
Ghostly Grasp	Cha 15, incorporeal subtype	Use corporeal items
Improved Energy Drain	Cha 15, energy drain supernatural ability	Draw extra power from energy-drained victims
Spell Drain	Cha 15, energy drain supernatural ability, Improved Energy Drain, caster level 5th	Gain spells lost by the negative levels you bestow
Improved Paralysis	Undead type, paralysis extraordinary ability	+4 DC to paralysis ability
Improved Turn Resistance	Undead type	Increase turn resistance by +4
Life Drain	Cha 13, energy drain supernatural ability	Negative levels you bestow deal, gain more hp
Lifebond	Cha 11, undead type	Bond with chosen living creature to gain benefits
Lifesense	Cha 13, Con — (no Constitution score)	Living creatures provide illumination
Necrotic Reserve	Cha 13, supernatural ability to drain or damage an ability score or drain energy	Drain abilities or levels to survive below 0 hit points
Positive Energy Resistance	Undead type	Resistance 10 to positive energy effects
Quicken Manifestation	Ability to manifest from the Ethereal Plane to the Material Plane	Manifest from Ethereal Plane as free action

(DC 10 + 1/2 your HD + your Cha modifier) or become shaken for 1 minute. This is a supernatural, sonic, necromantic, mind-affecting, fear effect. A creature that successfully saves against the moan cannot be affected by your moan for 24 hours.

Special: If you already have the frightful moan ability (see the ghost's special attacks, page 117 of the *Monster Manual*), instead of the normal benefits of this feat, the DC to resist your frightful moan ability increases by 2.

BOLSTER RESISTANCE [GENERAL]

Undead you raise or create are more resistant to turning than normal.

Prerequisite: Corpsecrafter.

Benefit: Each undead you raise or create with any necromancy spell gains +4 turn resistance.

CONTAGIOUS PARALYSIS [MONSTROUS]

Your paralyzing attack is contagious.

Prerequisite: Paralysis as an extraordinary or supernatural ability.

Benefit: Any creature paralyzed by your special attack can confer paralysis to other creatures that touch it. Any creature touching a creature that you have paralyzed is immediately affected as if you had delivered a paralyzing attack upon it (using the same save DC to resist, if allowed).

If a creature successfully saves against your contagious paralysis attack, it can't be affected by your attack for 24 hours.

CORPSECRAFTER [GENERAL]

Undead you raise or create are tougher than normal.

Benefit: Each undead you raise or create with any necromancy spell gains a +4 enhancement bonus to Strength and +2 hit points per Hit Die.

CORRUPTED WILD SHAPE [MONSTROUS]

You have learned to use the necromantic energy that powers your undead form to overcome the inability of undead creatures to wild shape. You can assume the form of an undead, rotten creature with the use of your wild shape ability.

Prerequisites: Undead type, wild shape class feature.

Benefits: You can use your wild shape ability even though you are undead. The ability functions just as if you were a living creature using the ability, with the following exceptions.

You do not gain a Constitution score in the new form, and you retain all the immunities of the undead type while in your new form. The form you assume looks half-decayed, with missing patches of fur and rotted, worm-eaten flesh. While you are in this form, the rank odor of death hangs around you.

Normal: Since it is based on the *polymorph* spell, wild shape works only on living creatures.

DAUNTING PRESENCE [GENERAL]

You are skilled at inducing fear in your opponents.

Prerequisites: Cha 13, base attack bonus +1.

Benefit: You may take a standard action to awe an opponent. The opponent must be within 30 feet, have line of sight to you, and have an Intelligence score. If the opponent fails a Will saving throw (DC 10 + 1/2 your character level + your Cha modifier), it is shaken for 10 minutes. This feat has no effect on a creature that is already shaken.

Special: A fighter may select Daunting Presence as one of his fighter bonus feats.

DEADLY CHILL [GENERAL]

Undead you raise or create deal more damage than normal.

Prerequisite: Corpsecrafter.

Benefit: Each corporeal undead you raise or create with any necromancy spell deals an extra 1d6 points of cold damage with its natural weapons.

DEATH MASTER [MONSTROUS]

Foes are especially afraid of your critical hits.

Prerequisites: Cha 13, undead type, Daunting Presence, base attack bonus +1.

Benefit: Whenever you score a critical hit with a melee attack against a living foe, the foe is also shaken for 1 minute. This is a mind-affecting, fear effect.

DESTRUCTION RETRIBUTION [GENERAL]

Undead you raise or create harbor a retributive curse that is unleashed if they are destroyed.

Prerequisite: Corpsecrafter.

Benefit: Each undead you raise or create with any necromancy spell releases a burst of negative energy upon its destruction, dealing 1d6 points of damage plus an additional 1d6 points per 2 Hit Dice to every creature within a 10-foot spread (Reflex DC 15 half). This damage comes from negative energy, and it therefore heals undead creatures.

DIVINE ACCURACY [DIVINE]

You can channel positive energy to give your allies' melee attacks another chance to strike true against incorporeal creatures.

Prerequisite: Ability to turn or rebuke undead.

Benefit: Spend one of your turn or rebuke attempts to grant all your allies (including yourself) within a 60-foot burst the ability to reroll their miss chance with melee attacks whenever they miss a foe because of a miss chance caused by incorporealness. This effect lasts for 1 minute and can be used once per missed attack.

EMPOWERED ABILITY DAMAGE [MONSTROUS]

Your ability damage (or ability drain) special attack is more potent than normal.

Prerequisites: Cha 11, undead type, incorporeal subtype, supernatural ability to drain or damage an ability score.

Benefits: All variable, numeric effects of an empowered ability damage or ability drain special attack are increased by 50%. For example, an allip with this feat drains 1-1/2 times the normal amount of Wisdom (roll 1d4 and multiply the result by 1-1/2).

EMPOWER TURNING [GENERAL]

You can turn or rebuke greater numbers of undead with a single turning attempt.

Prerequisite: Ability to turn or rebuke undead.

Benefit: You can turn or rebuke more undead than usual. After adding your cleric level and Charisma modifier to your turning damage roll, multiply the result by 1-1/2.

ENDURE SUNLIGHT [MONSTROUS]

Your vulnerability to sunlight is reduced.

Prerequisites Sunlight powerlessness or sunlight-related weakness.

Benefit: You can resist all dangerous effects of sunlight for a number of rounds equal to 1 + your Charisma modifier (minimum 1 round). After this time, if you are still exposed to sunlight, you take the normal effects as appropriate for your kind.

ENDURING LIFE [GENERAL]

You can ignore the effect of negative levels for a short time.

Benefit: Whenever you would gain a negative level, you can ignore the penalties and other ill effects associated with that negative level for a number of minutes equal to your Constitution bonus (if any). For example, if Tordek (Con 15) is struck by a wight, he gains one negative level. However, he can ignore the –1 penalty on attack rolls, saves, ability checks, and skill checks associated with that negative level for 2 minutes, since his Constitution bonus is +2. (If Tordek were a spellcaster, he would also avoid losing a spell slot for 2 minutes.)

You also gain a +4 bonus on Fortitude saves to remove negative levels.

ENERGIZE SPELL [METAMAGIC]

Your spells channel positive energy to deal extra damage to undead creatures, but are less effective against other opponents.

Prerequisites: Nonevil alignment, must not have the ability to rebuke undead.

Benefit: Your spells are infused with positive energy. An energized spell deals an extra 50% damage to undead creatures, but deals 50% less damage to nonundead creatures and to objects. An energized spell uses up a spell slot one level higher than the spell's actual level.

Special: A character who has the ability to channel negative energy to rebuke or command undead cannot select this feat.

ENERVATE SPELL [METAMAGIC]

Your spells channel negative energy to deal extra damage to living creatures, but are less effective against unliving opponents.

Prerequisites: Nongood alignment, must not have the ability to turn undead.

Benefit: Your spells are infused with negative energy. An enervated spell deals an extra 50% damage to living creatures, but deals 50% less damage to constructs, undead, and objects. An enervated spell uses up a spell slot two levels higher than the spell's actual level.

Special: A character who has the ability to channel positive energy to turn undead cannot select this feat.

EVISCERATOR [MONSTROUS]

The allies of your foes are especially afraid of your critical hits.

Prerequisites: Cha 13, undead type, Death Master, Daunting Presence, Improved Critical, base attack bonus +1.

Benefit: Whenever you score a critical hit with a melee attack against a living foe, creatures within 30 feet that are allied to that foe are shaken for 1 minute. This is a mind-affecting, fear effect.

FELL ANIMATE [METAMAGIC]

Living foes slain by your spell may rise as zombies.

Benefit: You can alter a spell that deals damage to foes. Any living creature that could normally be raised as a zombie and that does not possess more than double your Hit Dice, when

slain outright by a fell animated spell, rises as a zombie under your control at the beginning of your next action. Even if you kill several creatures with a single fell animated spell, you can't create more Hit Dice of undead than twice your caster level. The standard rules for controlling undead (see *animate dead*, page 198 of the *Player's Handbook*) apply to newly created undead gained through this metamagic feat. A fell animated spell uses up a spell slot three levels higher than the spell's actual level.

FELL DRAIN [METAMAGIC]

Living foes damaged by your spell also gain a negative level.

Benefit: You can alter a spell that deals damage to foes so that any living creature that is dealt damage also gains a negative level. If the subject has at least as many negative levels as Hit Dice, it dies. Assuming the subject survives, the negative level disappears (without requiring a Fortitude save) after a number of hours equal to your caster level (maximum 15). A fell draining spell uses up a spell slot two levels higher than the spell's actual level.

FELL FRIGHTEN [METAMAGIC]

Living foes damaged by your spell are also shaken.

Benefit: You can alter a spell that deals damage to foes so that any creature subject to fear effects and mind-affecting spells and abilities that is dealt damage also becomes shaken for 1 minute. A fell frightening spell uses up a spell slot two levels higher than the spell's actual level.

FELL WEAKEN [METAMAGIC]

Living foes damaged by your spell are also weakened.

Benefit: You can alter a spell that deals damage to foes so that any living creature that is dealt damage also takes a –4 penalty to Strength for 1 minute. Strength penalties from multiple spells enhanced by the Fell Weakening feat do not stack. A fell weakening spell uses up a spell slot one level higher than the spell's actual level.

GHOST SCARRED [GENERAL]

You are adept at fighting incorporeal undead.

Prerequisite: Knowledge (religion) 8 ranks.

Benefit: You gain a +2 insight bonus on attack rolls and weapon damage rolls against incorporeal undead. You also gain a +2 bonus on all saving throws made to resist the spells or abilities of incorporeal undead.

GHOSTLY GRASP [MONSTROUS]

You can handle corporeal objects even while incorporeal.

Prerequisites: Cha 15, incorporeal subtype.

Benefit: You can wear, wield, and otherwise use corporeal items as though you were not incorporeal.

Special: Without this feat, an incorporeal creature can only wear or wield items that have the ghost touch special ability.

GRAFT FLESH [GENERAL]

You can apply a certain type of grafts to other living creatures or to yourself.

Prerequisite: Heal 10 ranks.

Benefit: Choose a type of graft: aboleth, beholder, fiendish, illithid, undead, or yuan-ti. You must be an aboleth to choose aboleth grafts. You must be a fiend to choose fiendish grafts. You must be an illithid to choose illithid grafts. You must be a yuan-ti to choose yuan-ti grafts. There are no additional requirements for choosing beholder or undead grafts.

You can create grafts of your chosen type and apply them to other living creatures or to yourself. Creating a graft takes 24 hours for each 1,000 gp in its price. To create a graft, you must spend 1/25 of the graft's price in XP and use up raw materials costing half of this price. (See Chapter 5 of this book for prerequisites and other information on grafts.)

HARDENED FLESH [GENERAL]

Undead you raise or create can better handle themselves in a fight.

Prerequisite: Corpsecrafter.

Benefit: Every undead you raise or create with any necromancy spell gains a +2 natural armor bonus to Armor Class.

HEIGHTEN TURNING [GENERAL]

You can affect more powerful undead with your turning or rebuking attempts.

Prerequisites: Cha 13, Extra Turning.

Benefit: When you turn or rebuke undead, you may choose a number no higher than your cleric level. Add that number to your turning check, while subtracting it from your turning damage roll.

If you're not a cleric, you may choose a number no higher than your effective cleric level (for instance, a paladin could choose a number up to two less than his paladin level). If a prestige class increases your effective turning level, use your effective turning level.

IMPROVED ENERGY DRAIN [MONSTROUS]

You draw extra power from your energy-drained victims.

Prerequisites: Cha 15, energy drain supernatural ability.

Benefits: Whenever you bestow a negative level upon a creature, you gain a +1 bonus on skill checks, ability checks, attack rolls, and saving throws for 1 hour.

IMPROVED PARALYSIS [MONSTROUS]

You are better at paralyzing your victims.

Prerequisites: Undead type, paralysis special ability, Ability Focus (paralysis).

Benefit: When your natural attacks threaten to paralyze your foe, add a +4 bonus to the save DC.

IMPROVED TOUGHNESS [GENERAL]

You are significantly tougher than normal.

Prerequisite: Base Fortitude save bonus +2.

Benefit: You gain a number of hit points equal to your current Hit Dice. Each time you gain a Hit Die (such as by gaining a level), you gain 1 additional hit point. If you lose a Hit Die (such as by losing a level), you lose 1 hit point permanently.

IMPROVED TURN RESISTANCE [MONSTROUS]

You have a better than normal chance to resist turning.

Prerequisite: Undead type.

Benefits: You are less easily affected by clerics or paladins than you normally would be (see Turn or Rebuke Undead, page 159 of the *Player's Handbook*). When resolving a turn, rebuke,

command, or bolster attempt, add +4 to your character level (monster Hit Dice plus class levels) to determine your Hit Dice for turn, rebuke, command, and bolster attempts. For example, a 4 HD wight with this feat is treated as an 8 HD undead for the purpose of turn, rebuke, command, and bolster attempts, even though it is a 4 HD creature for any other purpose. A vampire that already has +4 turn resistance adds an additional +4 with this feat, for a total of +8.

LASTING LIFE [GENERAL]

You can shed negative levels with an act of will.

Prerequisites: Endurance, Enduring Life.

Benefit: Once per round as a standard action, you can attempt to remove a negative level from yourself by attempting a Will save (DC 10 + 1/2 attacker's HD + attacker's Cha modifier). If the saving throw succeeds, the negative level goes away. You make a separate saving throw for each negative level you have gained. If the save fails, you retain the negative level, but you can try again next round to remove it.

LIFE DRAIN [MONSTROUS]

You drain additional life energy from your foes.

Prerequisites: Cha 13, energy drain supernatural ability.

Benefits: Whenever you bestow a negative level upon a creature, add your Charisma modifier to the hit points lost by the creature due to that negative level. You then gain temporary hit points equal to the amount lost by the creature due to the negative level. These temporary hit points last for up to 1 hour.

For example, a creature touched by a spectre (Cha 15) with this feat loses an additional 2 hit points due to each negative level, and the spectre gains an additional 2 temporary hit points from each negative level it bestows.

Special: Without this feat, a target loses 5 hit points each time it gains a negative level, and the creature delivering the negative level gains 5 temporary hit points that last for up to 1 hour.

LIFEBOND [MONSTROUS]

Select a specific living creature that is friendly to you. You create a special bond with that creature.

Prerequisites: Cha 11, undead type.

Benefit: Whenever the chosen creature is within 60 feet, you gain a +4 bonus to your turn resistance and a +2 bonus on all saving throws.

If the chosen creature dies, you lose these bonuses and take a –2 penalty on all saves for 24 hours.

If you replace the chosen creature with another living creature, the bond can be transferred at your option.

Special: This feat can be selected multiple times. Each time you select this feat, you apply its effects to a different living ally of yours. The effects of multiple lifebonded allies stack.

LIFESENSE [MONSTROUS]

You see the light that all living creatures emit.

Prerequisites: Cha 13, Con — (no Constitution score).

Benefits: In addition to any normal light that might be present, your surroundings are illuminated by roving points of brightness created by living creatures. To your eyes, a Medium or smaller creature gives off life force sufficient to provide bright illumination in a 60-foot radius, revealing itself and all features and objects in range to your life-adapted sight. This life-light behaves like regular light—you can't see into solid objects, or past solid walls.

A Large creature gives off life-light in a 120-foot radius, and the radius doubles again for each additional size category larger than Medium, up to a maximum radius of 960 feet for a Colossal creature.

MOTHER CYST [GENERAL]

You gain the ability to cast necrotic cyst spells by growing a cyst of your own.

Prerequisites: Caster level 1st, Knowledge (religion) 2 ranks.

Benefit: You grow an internal cyst of undead flesh called a mother cyst. The cyst may be noticeable as a discolored swelling on your skin, if desired. The mother cyst is slightly painful, but otherwise isn't harmful. The mother cyst grants you access to a selection of cyst-related spells listed below (and described in Chapter 4 of this book). You cast these spells like any other spell you can cast, once you host a mother cyst (if you are a caster who prepares spells, you can prepare all necrotic cyst spells without referring to a spellbook, as if you had the Spell Mastery feat for each such spell).

Necrotic Cyst Spells: 1st—*necrotic awareness*; 2nd—*necrotic cyst*, *necrotic scrying*; 3rd—*necrotic bloat*; 4th—*necrotic domination*; 5th—*necrotic burst*; 6th—*necrotic eruption*; 7th—*necrotic tumor*; 8th—*necrotic empowerment*; 9th—*necrotic termination*.

Normal: A creature without this feat cannot cast necrotic cyst spells.

NECROMANTIC MIGHT [GENERAL]

Undead you control gain benefits when they are near you.

Prerequisite: Necromantic Presence.

Benefit: Whenever undead you control are within 60 feet of you, they are physically inspired by your necromantic aura, and gain a +2 enhancement bonus on their attack rolls and saving throws.

NECROMANTIC PRESENCE [GENERAL]

Undead you control are harder to turn when they are near you.

Benefit: Whenever undead you control are within 60 feet of you, they gain a +4 bonus to their turn resistance.

NECROTIC RESERVE [MONSTROUS]

You are not immediately destroyed when your hit points fall to 0 or lower.

Prerequisites: Cha 13, supernatural ability to drain or damage an ability score or drain energy.

Benefits: Each day that you slake your hunger by draining or damaging a living creature's ability score, or draining a living creature's life force, you gain a necrotic reserve. On days when you have created a reserve, you are weakened but not destroyed when you are dealt enough damage to reduce your hit points to 0 or lower.

A weakened undead acting on the strength of its necrotic reserve may take a single move action or standard action each round (but not both, nor can it take full-round actions). It moves at half speed. Taking move actions doesn't risk further injury, but performing any standard action (or any other action the DM

deems strenuous, including some free actions such as casting a quickened spell) immediately expends the necrotic reserve. Unless the action increased the weakened undead's hit points, it is destroyed. A weakened undead acting on the strength of its necrotic reserve is also destroyed if it is dealt additional damage after the attack that first weakened it.

An undead may only rely on a necrotic reserve up to once per day, even if it engages in additional feeding following its successful return to positive hit points.

Normal: Undead reduced to 0 hit points or lower are immediately destroyed.

NECROPOTENT [GENERAL]

Your special melee or ranged attack with one type of weapon is especially effective against undead.

Prerequisites: Proficiency with selected weapon, Weapon Focus with selected weapon, Weapon Specialization with selected weapon, fighter level 4th.

Benefit: You gain a +4 bonus on all damage rolls you make using the selected weapon type against undead.

Special: A fighter may select Necropotent as one of his fighter bonus feats.

NIMBLE BONES [GENERAL]

Undead you raise or create are faster and more nimble than normal.

Prerequisite: Corpsecrafter.

Benefit: Each undead you raise or create with any necromancy spell gains a +4 bonus on initiative checks and a 10-foot increase to its base land speed.

POSITIVE ENERGY RESISTANCE [MONSTROUS]

You are resistant to the damage dealt by positive energy effects.

Prerequisite: Undead type.

Benefit: You gain resistance 10 against positive energy effects, such as *cure* spells.

PROFANE LIFELEECH [DIVINE]

You can channel negative energy to draw the life force from nearby living creatures.

Prerequisite: Ability to rebuke undead.

Benefit: As a standard action, you can spend two of your rebuke attempts to deal 1d6 points of damage to all living creatures within a 30-foot burst. This effect can't reduce any creature's current hit points to less than 0. You are healed of an amount of damage equal to the total amount of hit points that you drain from affected creatures, but this healing does not allow you to exceed your full notmal hit point total.

Special: This feat deals no damage to constructs or undead.

PROFANE VIGOR [DIVINE]

You can channel negative energy to heal nearby undead allies of physical damage.

Prerequisite: Cha 11, ability to rebuke undead.

Benefit: As a standard action, you can spend one of your rebuke attempts to heal one undead ally within 60 feet 2 hit points of damage per cleric level. This healing does not allow the affected undead to exceed their full normal hit point totals.

QUICKEN MANIFESTATION [MONSTROUS]

You can manifest from the Ethereal Plane with a moment's thought.

Prerequisite: Ability to manifest from the Ethereal Plane to the Material Plane.

Benefits: Once per round, you can manifest from the Ethereal Plane to the Material Plane as a free action. Turning ethereal still requires a standard action.

Normal: Without this feat, manifesting from the Ethereal Plane requires a standard action.

QUICKEN TURNING [GENERAL]

You can turn or rebuke undead with a moment's thought.

Prerequisite: Ability to turn or rebuke undead.

Benefit: You can turn or rebuke undead as a free action. You may still make only one turning attempt per round.

Profane Lifeleech

REQUIEM [GENERAL]

Your bardic music affects undead creatures.

Prerequisite: Bardic music class feature, Perform (any) 8 ranks.

Benefit: You can extend the effects of your mind-affecting bardic music and virtuoso's performance abilities so that they influence even the undead. All bardic music effects on undead creatures have only half the duration they normally would against the living.

Normal: Undead are usually immune to mind-influencing effects.

Illus. by W. Reynolds

SACRED VENGEANCE [DIVINE]

You can channel energy to deal extra damage against undead in melee.

Prerequisite: Ability to turn undead.

Benefit: As a free action, spend one of your turn undead attempts to add 2d6 points of damage to all your successful melee attacks against undead until the end of the current round.

SACRED VITALITY [DIVINE]

You can channel positive energy to gain protection from damage to your abilities or your life force.

Prerequisite: Ability to turn undead.

Benefit: As a standard action, you can spend one of your turning attempts to gain immunity to ability damage, ability drain, and energy drain for 1 minute.

SPELL DRAIN [MONSTROUS]

You can cast any spell that you drain from a creature's mind.

Prerequisites: Cha 15, energy drain supernatural ability, Improved Energy Drain, caster level 5th.

Benefits: If you bestow a negative level upon a spellcasting creature, and that creature loses a prepared spell, you gain the ability to cast that spell once (as if you had prepared it). Treat the spell's effect as if it had been cast by the character who prepared it (including caster level, save DC, and so forth). You need not have the requisite ability score to cast the spell (for instance, you need not have an Intelligence of 13 or higher to cast a *fireball* drained from the mind of a wizard).

The spell remains in your mind for up to 1 hour. You can have a maximum number of stolen spells equal to your Charisma bonus (minimum 1); any spells that you would gain above this number are simply lost.

This feat has no effect on spellcasters who don't prepare spells (such as a sorcerer, who simply loses one spell slot for each negative level bestowed as normal) or who have no spells prepared (such as a fighter, or a wizard who has cast all her spells).

SPURN DEATH'S TOUCH [DIVINE]

You can channel divine energy to remove some of the harmful effects of attacks made by undead creatures.

Prerequisite: Ability to turn undead.

Benefit: As a standard action that does not provoke attacks of opportunity, you can spend one of your turning attempts for the day to touch an ally to heal 1d4 points of ability damage, remove a paralysis effect, or remove a negative level. You can only use this effect to heal ability damage dealt by an undead creature or remove effects caused by an undead creature.

STITCHED FLESH FAMILIAR [GENERAL]

When you are ready and able to acquire a new familiar, you may choose to gain a stitched flesh familiar.

Prerequisites: Ability to acquire a new familiar, ability to cast three or more necromancy spells.

Benefit: When choosing a familiar, you may choose a stitched flesh familiar.

A stitched flesh familiar appears similar to any of the standard familiars available in the *Player's Handbook*, except that the stitched flesh familiar is obviously sewn together from many different creatures of that kind and, to a practiced eye, is clearly an undead creature.

A stitched flesh familiar is magically linked to its master in the same way as a normal familiar. A stitched flesh familiar uses the basic statistics for a creature of its kind, as given in the *Monster Manual*, except as noted below.

Hit Dice: A stitched flesh familiar has a d12 Hit Die and gains no bonus hit points from Constitution (since it is an undead creature). For effects that depend upon Hit Dice, use the master's character level or the familiar's normal Hit Dice total, whichever is higher.

Hit Points: Use 1/2 the master's total or the familiar's normal total, whichever is higher.

Attacks: Use the master's base attack bonus or the familiar's, whichever is higher.

Saving Throws: For each saving throw, use either the familiar's base save bonus or the master's (as calculated from his character level), whichever is higher.

Familiar Special Abilities: Use the second table in the Familiars sidebar on page 52 of the *Player's Handbook* to determine additional abilities, just as you would for a normal familiar. Stitched flesh familiars do not grant their masters any of the benefits that appear on the first table in that sidebar. Instead of the noted special ability, a stitched flesh familiar grants its master the ability to control 4 more Hit Dice of undead than he is normally capable of controlling (both through the rebuke undead ability and through spells such as *animate dead*).

TOMB-BORN FORTITUDE [GENERAL]

The power of undeath taints you, body and soul. Its power has hardened your flesh and given it the foul look of the grave.

Prerequisite: Nongood alignment, Tomb-Tainted Soul.

Benefit: You have a 25% chance to resist critical hits. When a critical hit or sneak attack is scored against you, there is a 25% chance that the critical hit or sneak attack is negated and damage is instead rolled normally.

In addition, you do not risk death from massive damage.

Your skin takes on the pallor and texture of a dead creature of your race.

TOMB-BORN RESILIENCE [GENERAL]

The power of undeath taints you, deadening your mind and body to the effects of mind-controlling magic, poison, and disease.

Prerequisite: Nongood alignment, Tomb-Tainted Soul.

Benefit: You gain a +2 bonus on saving throws made to resist mind-affecting spells and abilities, poison, and disease.

Your nails or claws grow yellow and rotten. Although this change has no effect on the damage of your unarmed or natural attacks, most individuals find such creatures horrid-looking.

Stitched Flesh Familiar

Illus. by S. Belledin

TOMB-BORN VITALITY [GENERAL]

The power of undeath taints you, body and soul. Its power has removed your need to sleep and eat.

Prerequisite: Nongood alignment, Tomb-Tainted Soul.

Benefit: You do not need to sleep, and you are immune to magic sleep effects. If you are a spellcaster, you still require 8 hours of uninterrupted rest (but not sleep) to prepare your spells. In addition, you no longer need to eat.

Your body grows unnaturally thin, your flesh stretching tightly over your bones to give you a freakish, skeletal appearance.

TOMB-TAINTED SOUL [GENERAL]

Your soul is tainted by the foul touch of undeath.

Prerequisite: Nongood alignment.

Benefit: You are healed by negative energy and harmed by positive energy as if you were an undead creature. This feat gives no other penalties or benefits of the undead type.

UNDEAD LEADERSHIP [GENERAL]

You gain the service of loyal undead followers.

Prerequisites: Character level 6th, nongood alignment, Knowledge (religion) 1 rank.

Benefit: You attract followers and a cohort as if you had taken the Leadership feat. Your leadership score is treated as 2 higher than it otherwise would be for the purposes of attracting undead followers and treated as 4 lower than it otherwise would be for the purposes of attracting living followers.

If you choose to attract an undead cohort rather than a living cohort, you can attract an undead cohort with a maximum effective character level equal to two less than your ECL. See page 106 of the *Dungeon Master's Guide* for more information on the Leadership feat.

Special: Like the standard Leadership feat, you must check with your DM before selecting this feat, and work with your DM to determine an appropriate cohort and followers for your character. See the Undead Cohorts and Followers section, below, for more information on choosing an undead creature as a cohort or follower.

UNQUENCHABLE FLAME OF LIFE [GENERAL]

You are hardened to the attacks of the undead.

Benefit: You gain a +2 bonus on all saves against the extraordinary or supernatural abilities of undead creatures.

Special: If you have selected undead as your favored enemy, your bonus on saving throws is instead equal to your favored enemy bonus against undead.

VAMPIRE HUNTER [GENERAL]

Your knowledge of vampires has given you the extraordinary ability to detect subtle signs of their presence and to resist their dominating gaze ability.

Prerequisite: Knowledge (religion) 6 ranks.

Benefits: You can take a move action to unfailingly determine whether a vampire or vampire spawn is within 30 feet of you.

In addition, you are immune to the dominating gaze ability of vampires and vampire spawn.

UNDEAD IN THE PARTY

"It's a dead man's party/Who could ask for more?"
—Danny Elfman and Oingo Boingo, "Dead Man's Party"

As a twist on the standard game, the DM can allow players to run undead characters, either a single character in a party made up primarily of standard races, or an entire party of undead. These undead characters might be the result of encounters with undead enemies along the way, or might be created as undead from the very start.

An undead character could also be added as a cohort or even a mount or other ally, using the guidelines in this section.

UNDEAD ADVANTAGES AND DISADVANTAGES

Perhaps the most obvious difference between a living character and an undead character is the long list of immunities enjoyed by the undead. Undead characters are immune to many of the effects that plague the living—mind-affecting spells and abilities such as charms and compulsions, poison, stunning, energy drain and other physical effects, and extra damage from critical hits. Some might say that it's easier to list those effects that do affect undead rather than all those that don't.

But while the immunities of undead creatures are indeed useful, they come at a heavy price. Having no Constitution score means an undead character rarely must make Fortitude saves, but when he does—such as against a *disintegrate* spell—his save modifier is often woefully low. While the d12 Hit Die seems attractive, that's no better than rolling d10 with a 12 Con, or d6 with a 16 Con. Most fighters and even many clerics have as many or more hit points per level than a typical undead creature.

Probably the greatest disadvantage to playing an undead character is the danger of immediate destruction upon reaching 0 hit points. Without the buffer zone of the dying condition (0 to –9 hp), combat tends to be far more dangerous for undead characters. While Tordek can often keep fighting until unconsciousness, a vampire doesn't have that same option. Particularly at lower levels, undead characters should either be careful in combat or else invest in armor or magical protection.

And of course, undead creatures must worry about clerics of all alignments. It's easy to see the threat posed by a cleric who can turn or even destroy your character as a standard action (with no save allowed), but don't forget about evil clerics who can command undead to do their bidding.

Undead also face certain societal disadvantages in most campaigns. While the sight of an orc or even an ogre walking down the street might not send people running for cover—depending on how cosmopolitan the community is—the sight of a ghoul or a zombie is almost certain to draw attention. Depending on the DM and the style of the campaign, this may affect game play in a variety of ways, but in most cases undead characters should face some degree of social stigma if they fail to disguise their true nature.

Some specific undead creatures have other advantages or disadvantages, such as incorporealness or vulnerability to sunlight, which can affect their viability as characters in many ways.

All told, an undead character enjoys an edge over his living allies. But that's where level adjustments come into play.

LEVEL ADJUSTMENTS

Some creatures—such as most undead—are simply more powerful as player characters than their Hit Dice would indicate. Level adjustments of +1 or higher help to even the score. A creature's level adjustment is added to its total Hit Dice to arrive at its effective character level (or ECL, the number that describes the creature's overall power relative to a character from the *Player's Handbook*). A 2 HD creature with a level adjustment of +3 (such as a ghoul) is equivalent in power to a 5th-level player character. Table 2–2: Undead Level Adjustments and ECLs lists level adjustments and effective character levels for a few of the undead creatures found in the *Monster Manual* and in this book. Creatures not listed are either inappropriate for use as player characters or cohorts—such as nonintelligent or most incorporeal undead—or have ECLs above 20.

Table 2–2: Undead Level Adjustments and ECLs

Creature	LA	ECL
Ghast	+4	8
Ghost	+5	*
Ghoul	+3	5
Lich	+4	*
Mohrg	+6	20
Mummy	+5	13
Vampire	+8	*
Vampire spawn	+4	8
Wight	+4	8

*Add the creature's HD to the indicated level adjustment to find its ECL.

Level adjustment helps determine the maximum level of each undead monster class (see Templates and Monster Classes, below). Unlike other classes, a monster class has a maximum number of levels equal to the creature's starting effective character level. For example, a mummy's starting ECL is 13, so the mummy monster class has thirteen levels.

When using the rules to create a character with one or more levels in a monster class, you can ignore level adjustments. This is replaced by your character's monster level.

TEMPLATES AND MONSTER CLASSES

Undead characters can be created in one of two basic ways. You can either apply an undead template (such as those found in the *Monster Manual* or in Chapter 6) to a character, or you can use the undead monster classes featured later in this chapter.

The template approach is easy because it applies essentially the same effects regardless of the character's race and class. Since it doesn't require multiclassing, spellcasters don't suffer the severe disadvantage of losing spellcasting levels. However, simply adding undead templates to one or more characters has the possibility of seriously unbalancing your game. A vampire character is much more powerful than a regular character with the same number of class levels. Such templated characters must forgo gaining one or more levels (to take into account the level adjustment of such templates) or he is likely to outshine most other characters in the party. A similar problem applies when simply using a stock undead creature (such as the ghoul or mummy from the *Monster Manual*)—such creatures are more powerful than their HD indicate, requiring a level adjustment to be applied. Either way, such options are inappropriate for starting (1st-level) characters.

Using undead monster classes, such as those presented in the last section of this chapter, provides a more gradual approach to including undead player characters. A player who wants to play a ghoul can begin as a balanced 1st-level character, without having to apply level adjustments or wait until later in his career. Over time, the character gains additional ghoul-related abilities until he eventually becomes the equivalent of the ghoul appearing in the *Monster Manual*. One drawback to this approach is that it necessitates multiclassing, with all the good and bad side effects that brings. Even a single-minded character eventually reaches a maximum level limit in his undead monster class, requiring him to choose another class to continue advancement.

UNDEAD COHORTS AND FOLLOWERS

With the right feat selection and your DM's consent, your character can gain the loyal service of an undead cohort or even a small army of undead followers.

Cohorts: Just like a normal cohort, an undead cohort is effectively another character under your control. Use the creature's effective character level, as found in Table 2–2, to determine if you can attract the desired creature as your cohort.

Example: A PC with a Leadership score of 12 can normally attract a cohort of 8th level by selecting the Leadership feat. Instead of selecting an 8th-level fighter or wizard, he could, with his DM's permission, choose to attract an ECL 8 ghast. If he instead used the Undead Leadership feat to attract the undead cohort, he could gain the service of an ECL 10 undead. The character can only recruit a cohort who is two or more levels lower than himself, regardless of his Leadership score.

Followers: You can choose to attract undead creatures as followers gained from the Leadership feat (see page 106 of the *Dungeon Master's Guide*), or the Undead Leadership feat (see page 31of this book).

Some undead that do not make good characters or cohorts are acceptable as lower-level followers. These creatures are listed below, along with the level that such a creature is considered to be for determining whether you can have it as a follower. In a few instances, these creatures are equivalent to a follower of a level slightly different from their ECL. In most cases, this is because the creatures are nonintelligent and have no level adjustment but still work fine as followers (not cohorts). In other cases, their special abilities pose less of a threat to game balance when used by a follower rather than an active adventurer such as a PC or a more powerful cohort. The creatures obey the character without question, but this control can be disrupted by clerical turning or controlling abilities, spells, or other effects.

Undead	Level Equivalent	Undead	Level Equivalent
Allip	7th	Wight	7th
Ghast	7th	Zombie	
Ghoul	5th	1 HD	1st
Shadow	6th	2 HD	2nd
Skeleton		3–4 HD	3rd
1 HD	1st	5–6 HD	4th
2 HD	2nd	7–8 HD	5th
3–4 HD	3rd	9–10 HD	6th
5–6 HD	4th	11–12 HD	7th
7–8 HD	5th		
9–10 HD	6th		
11–12 HD	7th		

In general, DMs should be hesitant to allow characters to have followers or cohorts that can create spawn. When an undead cohort or follower creates a spawn, the creature must release or destroy the spawn unless the character is of sufficiently high level for the spawn to be a follower in its own right.

Example: A character with a Leadership score of 15 normally attracts twenty 1st-level followers, two 2nd-level followers, and one 3rd-level follower. If he wants undead followers, he can attract twenty 1 HD skeletons, two 2 HD zombies, and one 3 HD skeleton. With the Undead Leadership feat and an effective Leadership score of 17 when dealing with undead followers, he can attract thirty 1 HD skeletons, three 2 HD zombies, one 3 HD skeleton, and one 5 HD zombie.

UNDEAD MOUNTS

Acquiring an undead mount isn't difficult: Any character with access to the *animate dead* spell and an appropriate skeleton or corpse is only 75 gp worth of black onyx gems away from having a light horse skeleton or zombie to use as a mount. However, controlling such a mount in battle is not so easy. Though an undead mount follows spoken commands, that's not the same as having a mount that responds to the guidance of voice, hands, and knees, like a typical horse.

It's simply harder to ride a nonintelligent undead mount than it is to ride a traditional steed. As a result, the rider of an undead mount takes a –2 penalty on all Ride checks. In addition, the bonus on Ride checks from the Animal Affinity feat doesn't apply, nor does the bonus created by synergy with the Handle Animal skill. An undead mount can't be spurred to greater speed.

On the other hand, upkeep for such a mount is extraordinarily simple. It requires no food or water, no brushing, and virtually no shelter.

A blackguard of 5th level or higher (see page 182 of the *Dungeon Master's Guide*) can choose to call an undead horse or pony (skeleton or zombie) instead of a fiendish version of such a creature. This undead servant has all the normal special abilities of a fiendish servant except for the empathic link, the speak with blackguard ability, and an increased Intelligence score. If a blackguard also has the undead companion ability from his level as a fallen paladin, he can forgo gaining this companion and instead grant his undead mount immunity to turning or rebuking.

UNDEAD MONSTER CLASSES

This section presents rules for treating undead as character classes. If you want to play an undead creature, particularly at low levels or even from the start of your character's career, these rules allow you to do that.

This system offers an alternative to the monster advancement system presented in the *Monster Manual*. While a DM can advance monsters at will using that system, this method lets players advance their monster characters gradually, until they eventually reach the typical power level for such a monster.

Illus. by S. Prescott

This section describes five undead classes, each selected for its playability and general coolness. A DM interested in adding more undead classes can use this material (and the rules in *Savage Species*) as guidelines for creating additional classes.

CREATING AN UNDEAD CHARACTER

One method of using these classes is to begin play as a 1st-level undead character. To do so, follow the normal steps for creating a starting character, including the selection of a race (such as human or dwarf). Remember that even though you're playing a ghoul or vampire spawn, you were something else before that, and that something else is represented by your race.

An undead monster character gains the benefits and drawbacks of the undead type (and any subtypes associated with that kind of undead) at 1st level. The undead type replaces the character's normal type. A monster class description does not repeat information about the base creature's type or subtype; see the *Monster Manual* for relevant information.

When you create an undead character at 1st level, roll ability scores normally, including assigning a score to Constitution. Because the character is undead, however, the character is treated as having no Constitution score.

ENTERING AN UNDEAD CLASS

Normally, the only way to take a level of a monster class, such as those described in this chapter, is to be that monster. A minotaur cannot freely multiclass as a mummy, nor can a dwarf take levels as a vampire spawn whenever he desires.

However, since these undead classes by definition represent a creature transformed from one form into another, an existing character can "become" one of these monsters, thus (intentionally or not) multiclassing into that monster class.

When a living character becomes one of these forms of undead—for instance, a dwarf fighter slain by a vampire's energy drain attack who rises as a vampire spawn 1d4 days later—he loses one class level, much as if he had died and been raised. If the character has only one class level, he loses that class level and all features thereof. He then gains one level of the appropriate undead class. Effectively, the undead class level replaces another class level.

If the character has no class levels, he simply gains one level of the appropriate undead class and may multiclass freely between that undead class and normal class levels.

Examples: A 5th-level dwarf fighter is slain by a vampire's energy drain attack. A few days after burial, he rises as a dwarf 4th-level fighter/1st-level vampire spawn. A gnoll with no class levels slain by the same vampire rises as a gnoll 1st-level vampire spawn.

The undead monster classes described below have special rules regarding multiclassing. Normally, a monster can't multiclass between its monster class and its other class levels until it completes the full progression in its monster class. These classes work a little differently. When a character begins taking levels in one of the undead monster classes presented here, he must progress all the way through the class's levels before multiclassing in any other class, including another monster class. A character can interrupt the progression of a normal monster class to take levels in an undead monster class, but must then advance all

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the way through the undead monster class and then finish the progression of his normal monster class before taking levels in any other classes. A character cannot have levels in more than one undead monster class.

Example: A character begins play using the minotaur monster class from *Savage Species*. The character advances to 3rd level as a minotaur and then multiclasses into the ghoul/ghast undead monster class. The character must then advance all the way through the ghoul/ghast monster class before taking any other levels, eventually becoming an 11th-level character with three levels in minoutar and eight in ghoul/ghast. Then the character must return to the minotaur class until completing its progression, becoming a 6th-level minotaur/8th-level ghast. From then on, the character can take class levels normally.

Characters who take levels in an undead monster class retain all their normal class abilities, with one exception: A cleric who becomes undead loses any ability to turn undead, but gains the ability to rebuke undead.

HOW MONSTER CLASSES WORK

The undead monster classes described in this section use the monster class rules detailed in *Savage Species*. You don't necessarily need that book to use these classes. Undead monster classes work just like other classes, with the following exceptions.

- When using an undead monster class to create a character, you can ignore level adjustment. This is replaced by the character's monster class level. (The level adjustment is, in effect, built into the monster class's level progression.)
- Undead monster classes do not grant a character skill points or Hit Dice at every level, nor do they grant a feat every three levels. When a level grants skill points, a Hit Die, or a feat, the gain is noted on the class table.
- All of the undead monster classes described here grant natural armor bonuses. The table for each class gives the total natural armor bonus the creature has at that level. Do not add these bonuses together, as is done for ability score increases. These natural armor bonuses stack with any natural armor bonuses granted by the creature's original race.
- A monster class does not impose an experience penalty for multiclassing, as other classes do.
- All members of undead monster classes are of the undead type and possess the following undead traits: Immune to mind-affecting spells and abilities, poison, sleep, paralysis, stunning, and disease. Not subject to extra damage from critical hits, nonlethal damage, ability damage, energy drain, or death from massive damage. When an undead is reduced to 0 hit points, it is immediately destroyed. A destroyed undead can be reanimated with a *limited wish*, *wish*, or *miracle* spell (the first spell causes the undead to lose a level, the latter two do not). A *resurrection* or *true resurrection* spell can bring an undead back to life (the former spell causes the ex-undead to lose a level, the latter one does not). An undead restored to life loses all the levels it had taken in an undead monster class, along with all the benefits gained from those levels.

GHOUL/GHAST

Although usually portrayed as bloodthirsty killers content to dine on carrion, ghouls (and their tougher cousins, the ghasts) were once living humanoids with true emotions. Sometimes memories of that previous life comes back to haunt a ghoul, and such qualities make for an excellent tragic character.

Because of the similarity between ghouls and ghasts, a single undead monster class covers both creatures. In effect, a ghoul "becomes" a ghast at 6th level.

Adventures: A ghoul might turn to adventuring out of a wish to avenge its death, protect a loved one, or destroy an old enemy.

Characteristics: Ghouls are strong characters because of their combat ability, particularly their resistance to many kinds of damage. Most of a ghoul's power comes from the fact that it is undead. On top of the standard undead immunities, it has favorable ability score modifiers and (after 1st level) multiple attacks per round. Although it is at risk of being destroyed or controlled by a cleric's use of positive or negative energy, even the weakest ghoul has turn resistance.

Alignment: Ghouls are traditionally chaotic evil, though this restriction can be relaxed in a campaign that features undead player characters. Even so, most ghouls tend toward chaos and/or evil. Lawful or good ghouls are extremely rare.

Religion: Ghouls, like most undead, rarely devote themselves to any religion. As intelligent undead, ghouls are rightfully wary of divine power. Those that seek out a divine power to follow often gravitate to the worship of Orcus.

Background: Some ghouls are created upon the death of a living individual who savored the taste of humanoid flesh. Others are transformed by the bite of a ghoul or ghast; these ghouls are the most likely to deviate from the normal ghoul alignment of chaotic evil.

Races: Most ghouls were formerly human or a member of one of the savage humanoid races (orcs, gnolls, goblinoids, and the like). Evil dwarves sometimes prove wicked enough to transform into ghouls, but elves, gnomes, and halflings rarely descend to such depths of depravity. Of course, any humanoid afflicted by ghoul fever might become a ghoul, even without resorting to such behavior.

Other Undead Classes: Ghouls get along reasonably well with wights, though they sometimes look down on the wights' lack of subtlety. They respect the power and "vision" of the mass-

Table 2–3: The Ghoul/Ghast

Level	Hit Dice	Base Attack Bonus	Fort Save	Ref Save	Will Save	Skill Points	Special
1st	1d12	+0	+0	+0	+2	(4 + Int mod) × 4	Feat, +1 natural armor, bite 1d4, +2 turn resistance
2nd	1d12	+0	+0	+0	+2	—	2 claws 1d3, paralysis 1 round, +2 Str
3rd	2d12	+1	+0	+0	+3	4 + Int mod	+2 natural armor, +2 Int
4th	2d12	+1	+0	+0	+3	—	Bite 1d6, paralysis 1d4+1 rounds, +2 Cha
5th	2d12	+1	+0	+0	+3	—	Ghoul fever, +2 Dex, +2 Wis
6th	3d12	+2	+1	+1	+3	4 + Int mod	Feat, +3 natural armor, +2 Str
7th	3d12	+2	+1	+1	+3	—	2 claws 1d4, bite 1d8, +2 Dex, +2 Cha
8th	4d12	+2	+1	+1	+4	4 + Int mod	Stench (sickened), +4 natural armor, +2 Str, +2 Cha

murdering mohrgs, but vampire spawn are much too haughty for a ghoul's liking, and mummies are generally too lawful.

Role: Ghouls can serve as adequate front-line fighters, but they are better at scouting and skirmishing. A ghoul's natural cunning and agility lends itself to a role of stealth over sheer power.

Racial Traits

Starting Ability Score Adjustments: +2 Dex, +2 Wis, Con —. Ghouls are more agile than humans and have a natural cunning and insight. As an undead creature, a ghoul does not have a Constitution score.

Speed: A ghoul's base land speed is the same as that of the base race.

Darkvision: Ghouls can see in the dark out to 60 feet.

Automatic Languages: Common. Once humanoids themselves, ghouls remember the language of their own former existence.

Favored Class: Ghoul. The best multiclass choices for a ghoul are ranger, rogue, and fighter. Those who choose to pursue spellcasting classes often take well to sorcery or even the role of a cleric, typically of a deity of death or undeath.

Class Skills

The ghoul's class skills (and the key ability for each skill) are Balance (Dex), Climb (Str), Hide (Dex), Jump (Str), Move Silently (Dex), and Spot (Wis).

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

Skill Points at Each Additional Hit Die: 4 + Int modifier.

Class Features

All of the following are class features of the ghoul monster class.

Weapon and Armor Proficiency: Ghouls are proficient with all simple weapons, but not with armor or shields.

Bite: A ghoul has a bite attack that is a natural weapon dealing the indicated damage plus its Strength bonus. The damage value given is for Medium ghouls.

Claws: Beginning at 2nd level, a ghoul has two claw attacks that are natural weapons dealing the indicated damage plus 1/2 its Strength bonus. The damage value given is for Medium ghouls.

Paralysis (Ex): A creature hit by a bite or claw attack from a ghoul of 2nd level or higher must succeed on a Fortitude save (DC 10 + 1/2 ghoul's HD from class levels + ghoul's Cha modifier) or be paralyzed for the indicated duration. Elves are immune to the paralysis of ghouls of 7th level or lower.

Ghoul Fever (Su): Disease—bite, Fortitude DC 10 + 1/2 ghoul's HD from class levels + ghoul's Cha modifier, incubation period 1 day, damage 1d3 Con and 1d3 Dex. The save DC is Charisma-based.

An afflicted humanoid who dies of ghoul fever rises as a ghoul at the next midnight. A humanoid who becomes a ghoul in this way retains none of the abilities it possessed in life. It is not under the control of any other ghouls, but it hungers for the flesh of the living and behaves like a normal ghoul in all respects. A humanoid of 4 Hit Dice or higher rises as a ghast (an 8th-level ghoul).

Stench (Ex): The stink of death and corruption surrounding an 8th-level ghoul (also known as a ghast) is overwhelming. Living creatures within 10 feet must succeed on a Fortitude save (DC 10 + 1/2 ghoul's HD from class levels + ghoul's Cha modifier) or be sickened for 1d6+4 minutes. A creature that successfully saves cannot be affected by the same ghoul's stench for 24 hours. A *delay poison* or *neutralize poison* spell removes the effect from a sickened creature. Creatures with immunity to poison are unaffected, and creatures resistant to poison receive their normal bonus on their saving throws.

MOHRG

A mohrg is the undead form of a horrifyingly evil individual, typically a mass murderer or similar villain, who died without atoning for his crimes. As punishment for a life of evil, a mohrg is tortured by an endless existence dominated by an all-consuming hatred of living things.

Adventures: Like any other normally viciously evil undead creature, a mohrg that becomes an adventurer typically does so either to further its horrid goals or to atone for its vile ways.

Table 2–4: The Mohrg

Level	Hit Dice	Base Attack Bonus	Fort Save	Ref Save	Will Save	Skill Points	Special
1st	1d12	+0	+0	+0	+2	(4 + Int mod) × 4	Feat, slam 1d4
2nd	2d12	+1	+0	+0	+3	4 + Int mod	+2 Dex
3rd	2d12	+1	+0	+0	+3	—	+1 natural armor
4th	3d12	+1	+1	+1	+3	4 + Int mod	Feat
5th	4d12	+2	+1	+1	+4	4 + Int mod	+2 natural armor
6th	4d12	+2	+1	+1	+4	—	+2 Str
7th	5d12	+2	+1	+1	+4	4 + Int mod	+3 natural armor
8th	6d12	+3	+2	+2	+5	4 + Int mod	Feat
9th	6d12	+3	+2	+2	+5	—	+4 natural armor, improved grab
10th	7d12	+3	+2	+2	+5	4 + Int mod	+2 Dex
11th	8d12	+3	+2	+2	+6	4 + Int mod	+5 natural armor
12th	8d12	+4	+2	+2	+6	—	+2 Str, paralyzing touch 1/day
13th	9d12	+4	+3	+3	+6	4 + Int mod	Feat, +6 natural armor
14th	10d12	+5	+3	+3	+7	4 + Int mod	+2 Dex
15th	10d12	+5	+3	+3	+7	—	+7 natural armor, paralyzing touch 3/day
16th	11d12	+5	+3	+3	+7	4 + Int mod	+2 Str
17th	12d12	+6	+4	+4	+8	4 + Int mod	Feat, +8 natural armor
18th	12d12	+6	+4	+4	+8	—	+2 Dex, paralyzing touch at will
19th	13d12	+6	+4	+4	+8	4 + Int mod	+9 natural armor
20th	14d12	+7	+4	+4	+9	4 + Int mod	Create spawn, +2 Str

Characteristics: Mohrgs are extraordinarily strong and agile, making them deadly combatants. A mohrg relies on its paralyzing tongue and improved grab ability to quickly neutralize an enemy, following up with brutal slam attacks.

Alignment: Mohrgs are traditionally chaotic evil, though this restriction can be relaxed somewhat in a campaign that features undead player characters. Even in such cases, most mohrgs lean strongly toward chaos and evil. Good-aligned mohrgs are virtually unknown.

Religion: Like other intelligent undead, mohrgs rarely come into voluntary association with religions of any kind.

Background: Unlike most other undead creatures described in this section, the most common trait among mohrgs is the evil that they performed in life. As the animated corpse of an unrepentant mass murderer or similarly vile person, a mohrg is a tortured personification of pure evil.

Races: Among the civilized races, the pure evil necessary to become a mohrg is found most often among humans and half-orcs. Few other races possess both the murderous rage and the ability to deal the amount of death necessary to damn oneself to eternal unlife as a mohrg.

Other Undead Classes: Mohrgs have the greatest respect for wights, which share their all-consuming hatred for the living. Ghouls are mere pawns in the fight against living creatures, and mummies are dim-witted thugs. Vampire spawn have vision, a quality that mohrgs respect, but they depend far too much on the living for the mohrgs' taste.

Role: Mohrgs are best as front-line warriors, thanks to their powerful combat abilities. They also make fine assassins, and if they can rein in their murderous attitudes, can be good scouts as well.

Racial Traits

Starting Ability Score Adjustments: +2 Str, Con —. Mohrgs are stronger than an average creature of the base race. As an undead creature, a mohrg does not have a Constitution score.

Speed: A mohrg's land speed is the same as that of the base race.

Darkvision: Mohrgs can see in the dark out to 60 feet.

Automatic Languages: Common. Once humanoids themselves, mohrgs remember the languages of their own former existence.

Favored Class: Mohrg. The best multiclass choices for a mohrg are fighter or barbarian.

Class Skills

The mohrg's class skills (and the key ability for each skill) are Climb (Str), Hide (Dex), Listen (Wis), Move Silently (Dex), Spot (Wis), and Swim (Str).

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

Skill Points at Each Additional Hit Die: 4 + Int modifier.

Class Features

All of the following are class features of the mohrg monster class.

Weapon and Armor Proficiency: Mohrgs are proficient with all simple weapons, but not with armor or shields.

Slam: A mohrg has a slam attack that is a natural weapon dealing the indicated damage plus 1-1/2 times its Strength bonus.

Improved Grab (Ex): At 9th level, a mohrg gains the improved grab ability. To use this ability, a mohrg must hit a creature of its size or smaller with its slam attack. It can then attempt to start a grapple without provoking attacks of opportunity.

Paralyzing Touch (Su): Beginning at 12th level, a mohrg gains a paralyzing touch attack that it executes by lashing out with its tongue. An opponent hit by a melee touch attack must succeed on a Fortitude save (DC 10 + 1/2 mohrg's HD from class levels + mohrg's Cha modifier) or become paralyzed for 1d4 minutes.

Create Spawn (Su): Creatures killed by a mohrg rise after 1d4 days as zombies under the morhg's control. They do not possess any of the abilities they had in life.

MUMMY

A mummy is a preserved corpse, typically animated through the auspices of dark desert gods. Traditionally, mummies serve as guardians of tombs or temples, destroying intruders or thieves who desecrate those areas.

Adventures: What could bring a mummy to abandon its eternal vigilance and take up the career of a traveling adventurer? Some are seekers of vengeance, pursuing grave robbers or desecrators of the dead. Others have memories of their lives long past, in which they performed feats of daring or heroism. Alternatively, this creature of the dead might seek to end its years of service to uncaring powers, and perhaps even long to pursue a more noble calling.

Characteristics: The mummy has in its repertoire despair, mummy rot, improved ability scores, natural armor, and its status as an undead creature. The undead status comes first, and because of this type advantage, a mummy must wait for several levels to acquire any special abilities. What is frequently the most feared aspect of an encounter with a hostile mummy, its supernatural rotting disease, does not add much to the effectiveness of a player character mummy. While PCs must deal with long-term consequences such as diseases and curses, the typical monster won't be alive long enough for the disease to matter—or if it is, it's only because the player characters have met an untimely end. The mummy's despair ability, on the other hand, is much more useful, even if it is troublesome for companions to deal with its paralyzing visage each morning.

Alignment: Mummies are usually lawful evil, but exceptions to this alignment are much more common than for most undead creatures. In fact, of all the undead monster races presented here, the mummy is perhaps the most likely to follow the path of good. Most retain their lawful tendency, as befits their typical role as guardians.

Religion: Unlike most other intelligent undead, mummies often have ties to established religions, either having been created specifically to guard the tombs of the dead or having once been priests themselves.

Background: Mummies are always created, never spawned. Some are the ancient guardians of long-deserted tombs, while others are the more recent creations of powerful necromancers or evil priests. Rarely, an otherwise noble or good individual might be transformed by divine powers into a mummy as punishment or a curse for transgressions (real or imagined).

Races: Creatures of all humanoid races can become mummies, though most are from highly religious cultures inhabiting desert lands. For that reason, sylvan races such as elves or halflings rarely practice techniques of mummification.

Other Undead Classes: Mummies interact poorly with most other undead. They find flesh-eating or blood-drinking undead creatures such as ghouls and vampire spawn distasteful, and have little patience for the chaotic nature of most undead, particularly the hateful mohrgs. Wights at least share some of the mummies' disciplined nature, and mummies can find common cause with them against a shared enemy.

Role: Mummies are formidable combatants. They are usually insightful and possessed of strong personalities, but don't have the intellect to serve effectively as leaders. They are often very spiritual, and one may serve as a group's conscience.

Racial Traits

Starting Ability Score Adjustments: +2 Str, Con —, –4 Int. Mummies are strong but slow, and they tend to be single-minded. As an undead creature, a mummy does not have a Constitution score.

Speed: A mummy's base land speed is 10 feet slower than that of the base race, to a minimum of 10 feet.

Darkvision: Mummies can see in the dark out to 60 feet.

Vulnerability to Fire: A mummy takes half again as much (+50%) damage as normal from fire attacks.

Damage Reduction: A mummy gains damage reduction as it advances in level, as noted on the accompanying table.

Automatic Languages: Common. Once humanoids themselves, mummies remember the languages of their own former existence. Mummies often study rare or exotic languages to preserve their connection to an ancient past.

Favored Class: Mummy. The best multiclass choice for a mummy is fighter, though sorcerer and cleric can also be interesting choices. A unique mummy paladin or bard could be an intriguing character.

Class Skills

The mummy's class skills (and the key ability for each skill) are Hide (Dex), Listen (Wis), Move Silently (Dex), and Spot (Wis).

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

Skill Points at Each Additional Hit Die: 4 + Int modifier.

Class Features

All of the following are class features of the mummy monster class.

Weapon and Armor Proficiency: Mummies are proficient with all simple weapons, but not with armor or shields.

Slam: A mummy has a slam attack that is a natural weapon dealing the indicated damage plus 1-1/2 times its Strength bonus.

Mummy Rot (Su): Starting at 5th level, once per day a mummy can infect a creature hit by its slam attack with mummy rot. At 8th level it can do this three times per day, and at 12th level every one of its slam attacks can bring about the disease if the mummy wishes. Mummy rot is a supernatural disease—Fortitude save DC 10 + 1/2 mummy's HD from class levels + mummy's Cha modifier, incubation period 1 minute; damage 1d6 Con and 1d6 Cha.

Unlike normal diseases, mummy rot persists until the victim reaches Constitution 0 (and dies) or is cured as described below.

Mummy rot is a powerful curse, not a natural disease. A character attempting to cast any conjuration (healing) spell on a creature afflicted with mummy rot must succeed on a DC 20 caster level check, or the spell has no effect on the afflicted character.

To eliminate mummy rot, the curse must first be broken with *break enchantment* or *remove curse* (requiring a DC 20 caster level check for either spell), after which a caster level check is no longer necessary to cast healing spells on the victim, and the mummy rot can be magically cured as any normal disease.

An afflicted creature that dies of mummy rot shrivels away into sand and dust that blow away into nothing at the first wind.

Despair (Su): A mummy of 10th level or higher causes fear in any creature that views it. Such a creature must succeed on a Will save (DC 10 + 1/2 mummy's HD from class levels + mummy's Cha modifier) or be paralyzed with fear for 1d4 rounds. Whether or not the save is successful, that creature cannot be affected again by that mummy's despair ability for 24 hours.

VAMPIRE SPAWN

Forever anchored to their unholy graves, the nocturnal predators known as vampire spawn scheme for power. They tend toward decadence, believing themselves superior to other living (or undead) creatures.

Would-be player character vampires are limited to advancing as free-willed vampire spawn. In order to take the class described here, a character must die as a result of a vampire's energy drain (or as a victim of its blood drain if the character has less than 5 HD). Characters with 5 or more Hit Dice who are killed by a vampire's blood drain must acquire the vampire template (see page 250 of the *Monster Manual*), and its +8 level adjustment places that template beyond the scope of the monster classes presented here.

Table 2–5: The Mummy

Level	Hit Dice	Base Attack Bonus	Fort Save	Ref Save	Will Save	Skill Points	Special
1st	1d12	+0	+0	+0	+2	(4 + Int mod) × 4	Feat, slam 1d4, +2 natural armor
2nd	2d12	+1	+0	+0	+3	4 + Int mod	+2 Str, damage reduction 1/—
3rd	2d12	+1	+0	+0	+3	—	+2 Wis, +4 natural armor
4th	3d12	+1	+1	+1	+3	4 + Int mod	Feat, +2 Str, damage reduction 2/—
5th	3d12	+1	+1	+1	+3	—	Mummy rot 1/day, +2 Cha, +5 natural armor
6th	4d12	+2	+1	+1	+4	4 + Int mod	Slam 1d6, +2 Str
7th	4d12	+2	+1	+1	+4	—	+6 natural armor, damage reduction 3/—
8th	5d12	+2	+1	+1	+4	4 + Int mod	Mummy rot 3/day
9th	5d12	+2	+1	+1	+4	—	+8 natural armor, +2 Str
10th	6d12	+3	+2	+2	+5	4 + Int mod	Feat, despair, +2 Cha
11th	6d12	+3	+2	+2	+5	—	+9 natural armor, +2 Str, damage reduction 4/—
12th	7d12	+3	+2	+2	+5	4 + Int mod	Mummy rot at will, +2 Wis
13th	8d12	+4	+2	+2	+6	4 + Int mod	+2 Str, +10 natural armor, damage reduction 5/—

Table 2–6: The Vampire Spawn

Level	Hit Dice	Base Attack Bonus	Fort Save	Ref Save	Will Save	Skill Points	Special
1st	1d12	+0	+0	+0	+2	(4 + Int mod) × 4	Blood drain, feat, slam 1d4, +2 turn resistance, +2 skill bonus
2nd	1d12	+0	+0	+0	+2	—	+1 natural armor, +2 Cha, Alertness
3rd	2d12	+1	+0	+0	+3	4 + Int mod	Spider climb, +2 Dex
4th	2d12	+1	+0	+0	+3	—	+2 natural armor, +4 skill bonus, +2 Str
5th	3d12	+1	+1	+1	+3	4 + Int mod	Fast healing 1, +2 Wis, Lightning Reflexes
6th	3d12	+1	+1	+1	+3	—	Feat, +2 Cha, resistance to cold 10 and electricity 10
7th	4d12	+2	+1	+1	+4	4 + Int mod	+3 natural armor, +2 Int, gaseous form, slam 1d6
8th	4d12	+2	+1	+1	+4	—	Domination, energy drain, fast healing 2, +2 Str, Improved Initiative, damage reduction 5/silver

Adventures: A vampire spawn might turn to adventuring to gain revenge upon the bloodsucking fiend that cursed it to eternal unlife, or as penance for untold years of spreading evil and death. Those that can overcome (or ignore) their emotions may instead seek knowledge, power, or both.

Characteristics: Vampire spawn have great talents of stealth and persuasion. They can stand their ground in melee combat, knowing that an easy escape (whether by gaseous form or spider climb) is always available. Their blood drain, domination, and energy drain abilities make them the bane of most living creatures.

Alignment: Vampire spawn are traditionally evil, though a DM may relax this restriction in a campaign that features undead player characters. The innate selfishness of the typical vampire spawn makes a good alignment difficult to uphold.

Religion: Like other intelligent undead, vampire spawn rarely voluntarily associate with religion of any kind.

Background: Unlike with most other undead creatures, every vampire spawn is the creation of a true vampire. In some cases, entire societies or cultures of vampire spawn exist in the shadows of normal civilization, hewing to their own arcane rules of behavior, often set down by one or more original "procreators" of the culture.

Races: Vampire spawn come from all humanoid races. They tend to be more common among the civilized races—including humans, elves, and half-elves—than the savage tribal races. That said, the ferocity of a half-orc or gnoll vampire spawn is indeed something to be reckoned with.

Other Undead Classes: Vampire spawn look down on all other undead as lesser beings, regardless of the actual power of such creatures. Still, some of the other undead have their place—ghouls and wights make fine soldiers, and some vampire spawn use mummies or mohrgs as bodyguards.

Role: Vampire spawn are natural leaders, and they know it. They are smart, insightful, and charismatic, though their sense of superiority often leads them to take on tasks best left to subordinates. Vampire spawn make excellent warriors and also fine scouts or assassins.

Racial Traits

Starting Ability Score Adjustments: +2 Str, +2 Cha, Con —. Vampire spawn are stronger than humans and arrogant enough to consider most humanoids little more than prey. As an undead creature, a vampire spawn does not have a Constitution score.

Speed: A vampire spawn's base land speed is the same as that of the base race.

Darkvision: Vampire spawn can see in the dark out to 60 feet.

+2 racial bonus on Bluff checks. Vampire spawn are very persuasive.

+2 racial bonus on Hide and Move Silently checks. Vampire spawn are quiet and sneaky.

+2 racial bonus on Listen, Search, Sense Motive, and Spot checks. Vampire spawn are very perceptive.

Vampire Spawn Weaknesses: Vampire spawn are vulnerable to all attacks and effects that repel or slay vampires. See Vampire Weaknesses, page 253 of the *Monster Manual*.

Automatic Languages: Common.

Favored Class: Vampire spawn. The best multiclass choices for a vampire spawn are fighter, rogue, sorcerer, and wizard.

Class Skills

The vampire spawn's class skills (and the key ability for each skill) are Bluff (Cha), Climb (Str), Craft (Int), Diplomacy (Cha), Hide (Dex), Jump (Str), Listen (Wis), Move Silently (Dex), Profession (Wis), Search (Int), Sense Motive (Wis), and Spot (Wis).

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

Skill Points at Each Additional Hit Die: 4 + Int modifier.

Class Features

All of the following are class features of the vampire spawn monster class.

Weapon and Armor Proficiency: Vampire spawn are proficient with all simple weapons, but not with armor or shields.

Bonus Feats: Vampire spawn gain Alertness at 2nd level, Lightning Reflexes at 5th level, and Improved Initiative at 8th level.

Blood Drain (Ex): A vampire spawn can suck blood from a living victim with its fangs by making a successful grapple check. If it pins the foe, it drains blood, dealing 1d4 points of Constitution drain each round the pin is maintained. On each such successful attack, a vampire spawn gains 5 temporary hit points that last for up to 1 hour.

Spider Climb (Ex): A vampire spawn can climb sheer surfaces as though with a *spider climb* spell.

Skill Bonus (Ex): At 4th level, a vampire spawn's racial bonus on Bluff, Hide, Listen, Move Silently, Search, Sense Motive, and Spot checks increases from +2 to +4.

Fast Healing (Ex): A vampire spawn gains fast healing 1 at 5th level. At 8th level, this improves to fast healing 2. A vampire spawn heals damage each round so long as it has at least 1 hit point. If reduced to 0 hit points in combat, it automatically assumes gaseous form and attempts to escape. It must reach its coffin home within 2 hours or be utterly destroyed. (It can travel up to nine miles in 2 hours.) Once at rest in its coffin, it is helpless. It regains 1 hit point after 1 hour, then is no longer helpless and resumes healing at the rate of 2 hit points per round.

Gaseous Form (Su): As a standard action, a vampire spawn can assume gaseous form at will, as the spell (caster level 5th), but it can remain gaseous indefinitely and has a fly speed of 20 feet with perfect maneuverability.

Domination (Su): A vampire spawn can crush an opponent's will just by looking into his or her eyes. This effect is similar to a gaze attack, except that the vampire spawn must use a standard action, and those merely looking at it are not affected. Anyone the vampire spawn targets must succeed on a Will save (DC 10 + 1/2 vampire spawn's HD from class levels + vampire spawn's Cha modifier) or fall instantly under the vampire spawn's influence as though by a *dominate person* spell (caster level 12th). The ability has a range of 30 feet.

Energy Drain (Su): Living creatures hit by a vampire spawn's slam attack gain one negative level. The Fortitude save to remove a negative level is DC 10 + 1/2 vampire spawn's HD from class levels + vampire spawn's Cha modifier. For each such negative level bestowed, a vampire spawn gains 5 temporary hit points that last for up to 1 hour.

WIGHT

The wight is an undead creature given a semblance of life through sheer violence and hatred. It is spiteful and cruel, seeking only to destroy all living creatures. Even those rare few that overcome their pure hatred of all living things remain jealous of such creatures.

Adventures: Wights prefer lurking in places that reek with death, though some leave such lairs to seek out additional victims. Those that are less murderous might seek adventure as a way of righting the scales for the evil they have done in the past, or as vengeance against those that put them in this form.

Characteristics: Wights are strong of will and personality. Though hateful and violent, they are much more disciplined than other undead creatures that share these tendencies, such as mohrgs. They are naturally stealthy, making them good scouts or assassins.

Alignment: Wights are traditionally lawful evil, though this restriction can be relaxed in a campaign that features undead player characters. Even so, most wights lean strongly toward evil. Good-aligned wights are exceedingly rare, and even neutral wights are rare.

Religion: Like other intelligent undead, wights rarely come into voluntary association with religions of any kind.

Background: Some wights are cursed to walk the earth because of their violent and horrid lives, but a good many are merely the victims of other wights, themselves spawned from violence. Wights spawned by other wights are more likely to have alignments differing from the traditional lawful evil.

Races: Wights are most often former humans or members of evil humanoid races (such as hobgoblins or orcs). Some particularly vile dwarves become wights, but other races only rarely are so cursed. Of course, any humanoid can become a wight through the actions of another wight.

Other Undead Classes: Wights get along well with mummies, since these sorts of undead share a level of discipline. They respect the cunning of ghouls, and the mohrgs' all-consuming hatred of living things, but in general find both of those creatures too savage. They see vampire spawn as embarrassing poseurs, trying far too hard to pass themselves off as living beings.

Role: A wight is a competent combatant, though its strengths lie in stealth and patience. A wight can make an excellent group leader, assuming the others in the group can put up with its cold, festering hatred.

Racial Traits

Starting Ability Score Adjustments: +2 Dex, Con —. Wights are agile and sneaky. As an undead creature, a wight does not have a Constitution score.

Speed: A wight's base land speed is the same as that of the base race.

Darkvision: Wights can see in the dark out to 60 feet.

+8 racial bonus on Move Silently checks. Wights are especially good at moving quietly in pursuit of their prey.

Automatic Languages: Common. Once humanoids themselves, wights remember the languages of their own former existence.

Favored Class: Wight. The best multiclass choice for a wight is rogue.

Class Skills

The wight's class skills (and the key ability for each skill) are Hide (Dex), Listen (Wis), Move Silently (Dex), and Spot (Wis).

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

Skill Points at Each Additional Hit Die: 4 + Int modifier.

Class Features

All the following are class features of the wight monster class.

Weapon and Armor Proficiency: Wights are proficient with all simple weapons, but not with armor or shields.

Slam: A wight has a slam attack that is a natural weapon dealing the indicated damage plus 1-1/2 times its Strength bonus.

Create Spawn (Su): Any humanoid slain by a wight becomes a wight in 1d4 rounds. Spawn are under the command of the wight that created them and remain enslaved until its death. They do not possess any of the abilities they had in life.

Energy Drain (Su): Living creatures hit by an 8th-level wight's slam attack gain one negative level. The Fortitude save to remove this negative level is DC 10 + 1/2 wight's HD from class levels + wight's Cha modifier). For each such negative level bestowed, a wight gains 5 temporary hit points that last for up to 1 hour.

Table 2–7: The Wight

Level	Hit Dice	Base Attack Bonus	Fort Save	Ref Save	Will Save	Skill Points	Special
1st	1d12	+0	+0	+0	+2	(4 + Int mod) × 4	Feat, slam 1d4
2nd	1d12	+0	+0	+0	+2	—	+1 natural armor
3rd	2d12	+1	+0	+0	+3	4 + Int mod	+2 Cha
4th	2d12	+1	+0	+0	+3	—	+2 natural armor
5th	3d12	+1	+1	+1	+3	4 + Int mod	Feat, +2 Wis
6th	3d12	+1	+1	+1	+3	—	+3 natural armor
7th	4d12	+2	+1	+1	+4	4 + Int mod	+2 Str
8th	4d12	+2	+1	+1	+4	—	+4 natural armor, +2 Cha, energy drain, create spawn

Illus. by C. Lukacs

Each of the prestige classes included here is appropriate for campaigns in which undead play a significant role. Some cast themselves in the role of enemies of the living dead, while others serve as their masters, allies, or minions.

DEATH'S CHOSEN

"For the glory of the Deathless One!"

From time to time, mortal beings choose to pledge their lives to the service of a powerful undead creature. Some are terrified of their own mortality and hope that in return for faithful service, the master will consent to make the chosen into one of its spawn in due time. Others are hateful folk who view service to an undead master as an instrument of vengeance against those who have slighted them, whether those slights are real or imagined. A rare few death's chosen exist to support an undead creature they perceive as having special knowledge or value, and thus they serve as a matter of duty and honor.

If accepted by his would-be master, a death's chosen serves as the master's living minion. The chosen gains great vigor and power in the service of his master, but slowly becomes tainted by close proximity to his master's unholy power.

Becoming a death's chosen necessitates turning one's back on life and the living. The demands of the master are all that matter—even if the master hungers for the blood or souls of the living. A loyal death's chosen can be a great boon to a powerful and predatory undead. He can go places the master cannot, and can help his master overcome its supernatural vulnerabilities. For example, a death's chosen in the service of a vampire can lure unsuspecting victims into the vampire's lair, spy on those plotting against his master in the sanctity of a hallowed church, or move his master's coffin to a new lair during the hours of hateful sunlight.

Fighters are the most common death's chosen, since most undead understand the utility of a bodyguard. Barbarians, rogues, assassins, and monks can also serve effectively as a death's chosen. Spellcasters rarely become death's chosen, though some clerics dedicated to gods of death take up this mantle.

NPC members of this prestige class typically remain close to their masters, though they sometimes venture forth on important missions. Individual death's chosen don't have any special allegiance to one another. They serve their masters above all else.

Hit Die: d10.

REQUIREMENTS

To qualify to become a death's chosen, a character must fulfill all the following criteria.

Type: Aberration, dragon, giant, humanoid, magical beast, or monstrous humanoid.

Alignment: Any nongood.

Base Attack Bonus: +5.

Skills: Knowledge (religion) 1 rank, Spot 2 ranks.

Special: The character must be accepted as a death's chosen by a sentient undead creature with at least as many Hit Dice as the character.

CLASS SKILLS

The death's chosen's class skills (and the key ability for each skill) are Craft (Int), Diplomacy (Cha), Gather Information (Cha), Hide (Dex), Knowledge (religion) (Int), Listen (Wis), Move Silently (Dex), Profession (Wis), Search (Int), and Spot (Wis).

Skill Points at Each Level: 2 + Int modifier.

CLASS FEATURES

All of the following are class features of the death's chosen prestige class.

Weapon and Armor Proficiency: Death's chosen gain no proficiency with any weapons, armor, or shields.

Shield of the Master (Ex): Whenever the master of a death's chosen casts a spell or uses an extraordinary, supernatural, or spell-like ability, it can choose (as a free action) to exempt the death's chosen from its effects. The master must make this choice when it casts the spell or uses the ability. If the ability is always active, the master can choose to exempt its death's chosen from the effect; this immunity remains in effect until the master chooses otherwise.

For example, a mummy could (and probably would) choose to make its death's chosen immune to its despair ability. An undead spellcaster casting a *fireball* into a fight that included its death's chosen could choose when casting the spell to have it not affect the death's chosen.

Larrak, a death's chosen

Illus. by B. Snoddy

Vigor of the Chosen (Ex): The physical needs of a death's chosen are greatly reduced. He needs to consume only one-tenth the normal amount of food and water each day—a few grubs and a mouthful of water make a full meal. He can subsist on a mere 2 hours of sleep each night without becoming fatigued (though spellcasters require the normal amount of rest to regain spells). He gains Endurance as a bonus feat (or, if he already has the feat, the bonuses granted by the feat increase to +8). He also gains a +4 bonus on Fortitude saves to resist disease.

Will of the Chosen (Ex): Starting at 2nd level, a death's chosen serves his master with inhuman intensity. He gains a +2 morale bonus on Will saves as long as he is within 60 feet of his master.

Bravery of the Chosen (Ex): When within 30 feet of his master, a death's chosen who has attained 3rd level gains a +1 morale bonus on melee attack rolls and melee damage rolls. If his master has been reduced to half or less of its full normal hit points, this bonus increases to +2. The bonus disappears if his master is destroyed.

Unnatural Aura (Su): When a death's chosen reaches 3rd level, wild or domesticated animals can sense his unnatural presence out to a distance of 30 feet. The animals do not willingly approach nearer than that and become panicked if forced to do so. They remain panicked as long as they are within that distance.

SAMPLE DEATH'S CHOSEN

Cruel and driven from his earliest days, Larrak held extreme views on life and death even when compared to his brutal orc father. After a short but successful career as an adventurer, Larrak betrayed his companions and swore service to a powerful lich.

Larrak the Death's Chosen: Male half-orc fighter 5/death's chosen 3; CR 8; Medium humanoid (orc); HD 8d10+16; hp 64; Init +5; Spd 20 ft.; AC 21, touch 11, flat-footed 20; Base Atk +8; Grp +13; Atk* +15 melee (2d6+10/19–20, +1 *greatsword*) or +10 ranged (1d8/×3, masterwork longbow); Full Atk* +15/+10 melee (2d6+10/19–20, +1 *greatsword*) or +10/+5 ranged (1d8/×3, masterwork longbow); SA —; SQ bravery of the chosen, darkvision 60 ft., half-orc traits, shield of the master, unnatural aura, vigor of the chosen, will of the chosen; AL LE; SV Fort +9 (+13 against disease), Ref +3, Will +5 (+7 within 60 ft. of master); Str 21, Dex 12, Con 14, Int 8, Wis 13, Cha 6.

*See Bravery of the Chosen, below.

Skills and Feats: Jump +1, Knowledge (religion) +0, Spot +7; Cleave, Endurance[B], Iron Will, Improved Initiative, Power

TABLE 3–1: THE DEATH'S CHOSEN

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+0	+0	Shield of the master, vigor of the chosen
2nd	+2	+3	+0	+0	Will of the chosen
3rd	+3	+3	+1	+1	Bravery of the chosen, unnatural aura

Attack, Weapon Focus (greatsword), Weapon Specialization (greatsword).

Bravery of the Chosen (Ex): When he is within 30 feet of his master, Larrak gains a +1 morale bonus on melee attack rolls and melee damage rolls (figured into the statistics above). If his master has been reduced to half or less of its full normal hit points, this bonus increases to +2.

Half-Orc Traits: For all effects related to race, a half-orc is considered an orc.

Shield of the Master (Ex): Under normal circumstances, Larrak is immune to his lich master's spells and extraordinary, supernatural, and spell-like abilities.

Unnatural Aura (Su): Wild or domesticated animals do not willingly approach within 30 feet of Larrak, and they become panicked if forced to do so. They remain panicked as long as they remain within 30 feet.

Vigor of the Chosen (Ex): Larrak needs to consume only one-tenth the normal amount of food and water each day. He can subsist on a mere 2 hours of sleep each night.

Will of the Chosen (Ex): Larrak gains a +2 morale bonus on Will saves as long as he is within 60 feet of his master.

Possessions: +2 full plate, +1 greatsword, masterwork longbow, *gauntlets of ogre power, potion of cure moderate wounds.*

DIRGESINGER

Dirgesingers voice melodies not of celebration and joy, but of sorrow and grief. They seek to spread this melancholy outlook far and wide, believing that only those who give in to their sadness can truly understand the world.

Dirgesingers hold high positions in death-obsessed cultures. Serving as members of a secret guild or as part of a hierarchy of death priests, they are entrusted with the serious responsibility of composing suitable laments for the dead. The more important the deceased, the more sorrowful and moving her lament is expected to be. No one will remember the dead queen in a few short generations, but a great lament might be sung a thousand years hence.

However, most dirgesingers do not belong to any special hierarchy or guild. Instead, they are rootless wanderers who travel from place to place, wrapped in inconsolable grief from some personal tragedy. These sad wanderers seek to express their grief through songs that teach the hearts of their listeners the meaning of true sorrow. Some of these fallen bards want nothing more than for others to understand the depths of their loss. A few are sinister creatures who believe that, since joy has been extinguished for them, they must in turn extinguish the joy of others by using their powers to teach folk the folly of love, the futility of hope, and the finality of the grave. Dirgesingers of this last sort often associate themselves with powerful undead, serving in the courts of vampire lords or lich-kings.

All dirgesingers must have at least some expertise as a bard. Some are also trained as rogues or clerics before entering this class.

Hit Die: d6.

REQUIREMENTS

To qualify to become a dirgesinger, a character must fulfill all the following criteria.

Alignment: Any nongood.

Skills: Knowledge (religion) 4 ranks, Perform (any) 8 ranks.

Feat: Requiem.

Special: Bardic music class feature.

CLASS SKILLS

The dirgesinger's class skills (and the key ability for each skill) are Bluff (Cha), Concentration (Con), Craft (Int), Diplomacy (Cha), Intimidate (Cha), Knowledge (history) (Int), Knowledge (religion) (Int), Listen (Wis), Perform (Cha), Sense Motive (Wis), and Speak Language (n/a).

Skill Points at Each Level: 4 + Int modifier.

CLASS FEATURES

All of the following are class features of the dirgesinger prestige class.

Weapon and Armor Proficiency: Dirgesingers gain no proficiency with any weapons, armor, or shields.

Dirgesong (Su): A dirgesinger gains the dirgesong ability. Dirgesong follows the same rules as bardic music (see Bardic Music, page 29 of the *Player's Handbook*). Dirgesinger levels stack with bard levels for the purpose of determining how often a character can use dirgesong or bardic music. Dirgesinger levels do not stack with bard levels for determining which bardic music effects and spells a bard has access to. Each of these songs counts as a use of bardic music.

Remi Orvenna, a dirgesinger

Illus. by E. Hunter

Song of Sorrow: A dirgesinger can evoke sorrow and lament in his enemies. To be affected, an enemy must be able to hear the dirgesinger perform. The effect lasts for as long as the enemy hears the dirgesinger perform and for 5 rounds thereafter. An affected enemy takes a –2 penalty on Will saving throws and a –2 penalty on attack rolls and weapon damage rolls. A successful Will save (DC 10 + the dirgesinger's ranks in Perform) negates the effect and makes the character immune to that dirgesinger's song of sorrow ability for 24 hours. Song of sorrow is a mind-affecting ability.

Song of Bolstering: At 2nd level and higher, a dirgesinger can bolster undead creatures against turning, much as an evil cleric does. All undead within 30 feet of the dirgesinger gain a bonus on their turn resistance equal to the dirgesinger's class level plus the dirgesinger's bard class level. The bolstering lasts for as long as the dirgesinger performs and for 10 rounds thereafter. An undead dirgesinger can bolster himself in this manner.

Song of Grief: A dirgesinger of 3rd level or higher can use song or poetics to inspire maddening grief in a living creature. The creature must be within 60 feet of the dirgesinger and able to hear him. Unless the target succeeds on a Will save (DC 10 + the dirgesinger's ranks in Perform), she becomes confused for as long as the dirgesinger performs and for 5 rounds thereafter. Song of grief is an enchantment (compulsion), mind-affecting ability.

Song of Horror: At 4th level and higher, a dirgesinger can strike a horrifying chord in the hearts of his enemies. Any enemy within 60 feet who can hear the dirgesinger must succeed on a Will save (DC 10 + the dirgesinger's ranks in Perform) or take 1d6 points of Strength damage and 1d6 points of Dexterity damage. A creature that is affected by a dirgesinger's song of horror or a creature that successfully saves against this effect cannot be affected by the same dirgesinger's song of horror for 24 hours.

Song of Awakening: At 5th level, a dirgesinger can animate the recently slain corpse of a creature within 30 feet. This requires the dirgesinger to make a Perform check (DC 10 + target creature's HD). The slain creature can have no more Hit Dice than the dirgesinger's character level. If the attempt fails, the dirgesinger can try again in a later round. The corpse to be awakened must have been dead for no more than 1 hour.

The awakened creature's type becomes undead, and it retains any subtypes it had. The creature retains all class features, as well as any supernatural or spell-like (but not extraordinary) abilities it possessed in life (though any spells cast or daily uses expended before the creature's death count against its normal limits). The awakened creature is completely loyal to the dirgesinger and obeys any commands given it (if no commands are given, it simply attacks the dirgesinger's foes). The creature remains animate as long as the dirgesinger continues to perform.

Table 3–2: The Dirgesinger

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+0	+0	+2	Song of sorrow
2nd	+1	+0	+0	+3	Song of bolstering
3rd	+2	+1	+1	+3	Song of grief
4th	+3	+1	+1	+4	Song of horror
5th	+3	+1	+1	+4	Song of awakening

A dirgesinger can animate no more than one awakened corpse at a time. If he awakens a second one while the first is still active, the first one falls dead as if the dirgesinger had ceased to perform.

SAMPLE DIRGESINGER

When Remi Orvenna lost both his children to the depredations of a raiding dragon, sorrow entered his world forever. Already an accomplished performer, Remi devoted his performances to giving a voice to the sorrows that others feel.

Remi Orvenna the Dirgesinger: Male half-elf bard 5/dirgesinger 2; CR 7; Medium humanoid (elf); HD 5d6+5 plus 2d6+2; hp 34; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 15; Base Atk +4; Grp +5; Atk or Full Atk +6 melee (1d6+2/18–20, *+1 rapier*) or +7 ranged (1d6/×3, masterwork shortbow); SA bardic music or dirgesong 7/day (countersong, *fascinate,* inspire competence, inspire courage +1), spells; SQ bardic knowledge +5, half-elf traits, low-light vision; AL CN; SV Fort +2, Ref +6, Will +6 (+8 against enchantments); Str 12, Dex 14, Con 13, Int 10, Wis 8, Cha 16.

Skills and Feats: Bluff +11, Diplomacy +12, Gather Information +6, Intimidate +5, Knowledge (religion) +4, Listen +10, Perform (oratory) +13, Perform (sing) +13, Search +1, Spot +8; Precise Shot, Point-Blank Shot, Requiem.

Bardic Music: Use bardic music seven times per day. See the bard class features on page 29 of the *Player's Handbook.*

Countersong (Su): Use music or poetics to counter magical effects that depend on sound.

Fascinate (Sp): Use music or poetics to cause one or more creatures to become fascinated with him.

Inspire Competence (Su): Use music or poetics to help an ally succeed at a task.

Inspire Courage (Su): Use music or poetics to bolster his allies against fear and improve their combat abilities.

Dirgesong (Su): Remi can use the *song of sorrow* and *song of bolstering* abilities described above.

Song of Sorrow: Will DC 20 negates.

Song of Bolstering: Undead within 30 feet gain +7 turn resistance.

Half-Elf Traits: Half-elves have immunity to magic sleep effects. For all effects related to race, a half-elf is considered an elf.

Bard Spells Known (3/4/2 per day, caster level 5th): 0—*detect magic, light, mage hand, message, open/close, read magic;* 1st—*alarm, cure light wounds, grease, Tasha's hideous laughter* (DC 14); 2nd—*cat's grace, cure moderate wounds, mirror image.*

Possessions: +1 studded leather armor, amulet of natural armor +1, +1 rapier, masterwork shortbow, 25 *+1 arrows.*

MASTER OF RADIANCE

Masters of radiance channel the pure, undiluted power of the sun. Often originating in a good-aligned druid sect that reveres the sun, they have a holy purpose to scour the earth clean of undead. Wielding the sun's radiance as a weapon, they are the bane of any evil creature that lurks in the darkness.

Most masters of radiance are druids, due to their historical connection to sun-worshiping sects. Clerics with the Animal or Plant domain have Knowledge (nature) as a class skill and can easily qualify to enter the class; such clerics often revere Pelor or another sun deity and choose Sun as their second domain. Some cleric/rangers and even rare paladin/rangers can also qualify for this class, bringing a combination of holy zeal and reverence for nature to their crusade against the undead. Other characters rarely have the combination of skills and spellcasting to become masters of radiance.

NPC masters of radiance prefer to work proactively against evil, seeking out the lairs of undead and other darkness-dwelling monsters and destroying them with ruthless efficiency. They often cluster in druid sects to pool their efforts, and frequently ally themselves with other religious groups that share their outlook, such as temples of Pelor.

Hit Die: d8.

REQUIREMENTS

To qualify to become a master of radiance, a character must fulfill all the following criteria.

Alignment: Any nonevil.

Skills: Knowledge (nature) 8 ranks, Knowledge (religion) 5 ranks.

Spells: Able to cast *daylight* as a divine spell.

CLASS SKILLS

The master of radiance's class skills (and the key ability for each skill) are Concentration (Con), Diplomacy (Cha), Heal (Wis), Knowledge (nature) (Int), Knowledge (religion) (Int), Profession (Wis), Spellcraft (Int), and Spot (Wis).

Skill Points at Each Level: 4 + Int modifier.

CLASS FEATURES

All of the following are class features of the master of radiance prestige class.

Weapon and Armor Proficiency: Masters of radiance gain no proficiency with any weapons, armor, or shields.

Spells per Day/Spells Known: Beginning at 2nd level, a master of radiance gains new spells per day (and spells known, if applicable) as if she had also gained a level in a divine spellcasting class to which she belonged before adding the prestige class level. She does not, however, gain any other benefit a character of that class would have gained (metamagic or item creation feats and so on; but see Turn Undead, below). If she had more than one divine spellcasting class before becoming a master of radiance, she must decide to which class to add each level for the purpose of determining spells per day and spells known.

Branna Caersicus, a master of radiance

Turn Undead (Su): Master of radiance class levels stack with levels of all other classes that grant the ability to turn undead for the purpose of determining the character's effective cleric level for turning. See Turn or Rebuke Undead, page 159 of the *Player's Handbook*. For example, a 7th-level cleric/5th-level master of radiance turns undead as a 12th-level cleric.

Radiant Aura (Su): A master of radiance can emanate an aura of brilliant light that weakens undead creatures. The aura provides bright illumination in a 30-foot radius around the character, and shadowy illumination for an additional 30 feet beyond that. Creatures that take penalties in bright light also take them while within the radius of the bright aura. In addition, undead creatures within the radius of bright light take a –2 penalty on attack rolls, damage rolls, and saving throws.

Activating the radiant aura is a free action that does not provoke attacks of opportunity. While her radiant aura is active, a master of radiance casts spells with the light descriptor at +2 caster level.

A master of radiance can use this ability once per day at 1st level, twice per day at 3rd level, and three times per day at 5th level. Each use lasts 1 minute.

The radiant aura is the equivalent of a 5th-level spell with the light descriptor for the purpose of interacting with spells and effects with the darkness descriptor.

Searing Light (Sp): Beginning at 2nd level, a master of radiance can use *searing light* as a standard action once per round as long as her radiant aura is active. Treat the character's caster level for this effect as equal to her highest divine caster level, including the +2 caster level adjustment for the radiant aura (for example, a 7th-level druid/2nd-level master of radiance would use this effect as a 10th-level spellcaster).

Beam of Sunlight (Sp): A 5th-level master of radiance can evoke a dazzling beam of intense light (the equivalent of a beam from the *sunbeam* spell) once per round as a full-round action as long as her radiant aura is active. Treat the character's caster level for this effect as equal to her highest divine caster level, including the +2 caster level adjustment for the radiant aura (for example, a 7th-level druid/5th-level master of radiance would use this effect as a 13th-level spellcaster).

TABLE 3–3: THE MASTER OF RADIANCE

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1st	+0	+2	+0	+2	Radiant aura 1/day, turn undead	—
2nd	+1	+3	+0	+3	*Searing light*	+1 level of divine spellcasting class
3rd	+2	+3	+1	+3	Radiant aura 2/day	+1 level of divine spellcasting class
4th	+3	+4	+1	+4		+1 level of divine spellcasting class
5th	+3	+4	+1	+4	*Beam of sunlight*, radiant aura 3/day	+1 level of divine spellcasting class

Illus. by S. Prescott

SAMPLE MASTER OF RADIANCE

Branna Caersiccus grew to adulthood within a large temple of Ehlonna, and it was there that she learned her love of light's pure, undiluted power and developed an undying hatred for undead.

Branna Caersiccus the Master of Radiance: Female elf cleric 5/master of radiance 5; CR 10; Medium humanoid; HD 10d8+10; hp 48; Init +0; Spd 20 ft.; AC 16, touch 10, flat-footed 16; Base Atk +6; Grp +8; Atk +10 melee (1d6+3/18–20, *+1 scimitar*); Full Atk +10/+5 melee (1d6+3/18–20, *+1 scimitar*); SA *beam of sunlight, searing light*, spells, turn undead 4/day (+3, 2d6+11, 10th); SQ elf traits, low-light vision, radiant aura; AL LG; SV Fort +8, Ref +2, Will +12 (+14 against enchantments); Str 14, Dex 10, Con 12, Int 10, Wis 19, Cha 13.

Skills and Feats: Knowledge (nature) +14, Knowledge (religion) +17, Listen +6, Search +2, Spot +16, Survival +1 (+3 aboveground); Brew Potion, Combat Casting, Spurn Death's Touch†, Weapon Focus (heavy mace).

†New feat described on page 30.

Elf Traits: Elves have immunity to magic sleep effects. An elf who merely passes within 5 feet of a secret or concealed door is entitled to a Search check to notice it as if she were actively looking for it.

Radiant Aura (Su): 3/day, 30-foot radius; undead creatures take a –2 penalty on attack rolls, damage rolls, and saves; cast spells with the light descriptor at +2 caster level.

Searing Light (Sp): *Searing light* 1/round as a standard action while radiant aura is active; CL 11th.

Beam of Sunlight (Sp): *Sunbeam* 1/round as a full-round action while radiant aura is active; CL 11th.

Cleric Spells Prepared (caster level 9th): 0—*detect magic* (2), *light* (2), *read magic* (2); 1st—*bless, comprehend languages, divine favor* (2), *entangle*[D], *shield of faith*; 2nd—*align weapon, barkskin*[D], *bear's endurance, bull's strength, hold person* (DC 16), *silence* (DC 16); 3rd—*daylight, dispel magic, invisibility purge, protection from energy, searing light*[D]; 4th—*air walk, divine power, fire shield*[D] (DC 18), *spell immunity*; 5th—*flame strike*[D] (DC 19), *righteous might*.

D: Domain spell. Domains: Plant (rebuke or command plant creatures 4/day [+1, 2d6+6, 5th]; Knowledge [nature] is a class skill), Sun (greater turning against undead 1/day).

Possessions: +1 hide armor, +1 light shield, ring of protection +1, periapt of Wisdom +2, +1 scimitar, potion of cure serious wounds.

MASTER OF SHROUDS

The master of shrouds is an evil spellcaster who magically seizes incorporeal undead and sets them to do her bidding. Plucking vile creatures such as wraiths and shadows from their restless haunts, she summons them to her presence and commands them to work her will. Furious at their forced servitude, the wrathful undead spread fear and death in their wake.

Most masters of shrouds have experience as clerics. Paladins never become masters of shrouds, though ex-paladins may do so, particularly if they turn far enough from their lawful good roots to become blackguards. Multiclass clerics are also common followers of this path, including cleric/fighters and cleric/rogues. A small number of cleric/necromancer/mystic theurges take up the role of master of shrouds at their highest levels.

NPC masters of shrouds operate in secret, pursuing their evil plans under cover of darkness. They may work individually or in groups, depending on their alignment. They rarely stay in one place for long, and rarely work in groups larger than four, to avoid attracting too much attention from paladins and good clerics, not to mention hunters of the dead.

Hit Die: d8.

REQUIREMENTS

To qualify to become a master of shrouds, a character must fulfill all the following criteria.

Alignment: Any nongood.

Base Save Bonus: Will +5.

Skills: Concentration 5 ranks, Knowledge (religion) 5 ranks, Spellcraft 5 ranks.

Feats: Augment Summoning, Spell Focus (conjuration).

Spells: Able to cast *protection from good* as a divine spell.

Special: Able to rebuke undead.

CLASS SKILLS

The master of shrouds's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Diplomacy (Cha), Hide (Dex), Knowledge (arcana) (Int), Knowledge (religion) (Int), Profession (Wis), and Spellcraft (Int).

Skill Points at Each Level: 2 + Int modifier.

CLASS FEATURES

All of the following are class features of the master of shrouds prestige class.

Weapon and Armor Proficiency: Masters of shrouds gain no proficiency with any weapons, armor, or shields.

Spells per Day/Spells Known: Beginning at 2nd level, a master of shrouds gains new spells per day (and spells known, if applicable) as if she had also gained a level in a divine spellcasting class to which she belonged before adding the prestige class level. She does not, however, gain any other benefit a character of that class would have gained (metamagic or item creation feats and so on; but see Rebuke Undead, below). If she had more than one divine spellcasting class before becoming a master of shrouds, she must decide to which class to add each level for the purpose of determining spells per day and spells known.

Extra Rebuking (Ex): A master of shrouds may use her rebuke undead ability four additional times per day.

Rebuke Undead (Su): Master of shrouds class levels stack with levels of all other classes that grant the ability to rebuke undead for the purpose of determining the character's effective cleric level for rebuking. See Turn or Rebuke Undead, page 159 of the *Player's Handbook*. For example, a 7th-level cleric/5th-level master of shrouds rebukes undead as a 12th-level cleric.

Summon Undead (Sp): At 2nd level and higher, a master of shrouds can summon one or more incorporeal undead creatures a number of times per day equal to 3 + her Charisma modifier (minimum 1). This ability is otherwise identical to the *summon monster* spells, except that a master of shrouds adds her Charisma modifier (if positive) to the duration of the effect.

At 2nd level, a master of shrouds can summon a single shadow. At 4th level, she can summon one wraith or two shadows. At 6th level, she can summon one spectre, two wraiths, or four shadows. At 8th level, she can summon one greater shadow, two spectres, four wraiths, or four shadows. At 10th level, she can

summon one dread wraith, two greater shadows, four spectres, four wraiths, or four shadows.

Improved Summoning (Ex): Beginning at 5th level, a master of shrouds summons more powerful undead creatures than normal. Whenever she casts a *summon undead* spell or when she uses her *summon undead* class ability, the summoned creature gains a +2 enhancement bonus on attack rolls and damage rolls.

SAMPLE MASTER OF SHROUDS

A lifelong devotee of Nerull, the god of death, Kaetta Bale is more at home with undead than she is with living creatures.

Kaetta Bale the Master of Shrouds: Female human cleric 6/master of shrouds 2; CR 8; Medium humanoid; HD 8d8+8; hp 47; Init –1; Spd 20 ft.; AC 18, touch 9, flat-footed 18; Base Atk +5; Grp +7; Atk or Full Atk +9 melee (2d4+4/×4, *+1 scythe*); SA rebuke undead 8/day (+3, 2d6+9, 8th), spells; SQ extra rebuking, *summon undead*; AL LE; SV Fort +6, Ref +1, Will +12; Str 14, Dex 8, Con 12, Int 10, Wis 19, Cha 13.

Skills and Feats: Concentration +12, Knowledge (religion) +11, Heal +10, Spellcraft +5; Augment Summoning, Combat Casting, Spell Focus (conjuration), Weapon Focus (scythe).

Summon Undead (Sp): 4/day, one shadow.

Cleric Spells Prepared (caster level 7th): 0—*detect magic* (2), *cure minor wounds* (2), *read magic* (2); 1st—*cure light wounds, divine favor* (2), *doom* (DC 15), *protection from good*[DE], *shield of faith*; 2nd—*align weapon, bear's endurance, death knell*[DE] (DC 16), *hold person* (DC 16), *silence* (DC 16); 3rd—*animate dead*[DE], *dispel magic, protection from energy, summon undead III*[E]†; 4th—*divine power, summon undead IV*[E]†, *unholy blight*[DE] (DC 18).

*Domain spell. Domains: Death (death touch 1/day, damage 6d6), Evil (cast evil spells [E] at +1 caster level).

†New spells described on page 71 and 72.

Possessions: +1 full plate, ring of protection +1, periapt of Wisdom +2, +1 scythe, potion of cure serious wounds.

Kaetta Bale, a master of shrouds

PALE MASTER

Necromancy is usually a poor choice for arcane spellcasters—those who really want to master the deathless arts almost always pursue divine means. However, there is an alternative for those who desire power over the undead but refuse to give up their arcane craft completely. Enter the pale master, who draws on a font of special lore that provides a macabre power all its own.

Virtually all pale masters are former wizards or sorcerers, due to the arcane talents required for entry into the class. Some have also dabbled in divine magic, perhaps multiclassing as clerics, before following this path.

NPC pale masters head special strike groups containing lesser undead, supplemented as needed with more powerful summoned undead. Sometimes they serve or act in collusion with powerful evil characters, such as true necromancers or divine spellcasters with Death as one of their domains. Wherever pale masters go, undead follow. Often it is difficult to tell a pale master from the undead that he surrounds himself with.

Hit Die: d4.

TABLE 3–4: THE MASTER OF SHROUDS

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1st	+0	+0	+0	+2	Extra rebuking, rebuke undead	—
2nd	+1	+0	+0	+3	*Summon undead* (shadow)	+1 divine spellcasting level
3rd	+2	+1	+1	+3		+1 divine spellcasting level
4th	+3	+1	+1	+4	*Summon undead* (wraith)	+1 divine spellcasting level
5th	+3	+1	+1	+4	Improved summoning	+1 divine spellcasting level
6th	+4	+2	+2	+5	*Summon undead* (spectre)	+1 divine spellcasting level
7th	+5	+2	+2	+5	—	+1 divine spellcasting level
8th	+6	+2	+2	+6	*Summon undead* (greater shadow)	+1 divine spellcasting level
9th	+6	+3	+3	+6	—	+1 divine spellcasting level
10th	+7	+3	+3	+7	*Summon undead* (dread wraith)	+1 divine spellcasting level

Illus. by B. Smoldy

REQUIREMENTS

To qualify to become a pale master, a character must fulfill all the following criteria.

Alignment: Any nongood.

Skill: Knowledge (religion) 8 ranks.

Feat: Skill Focus (Knowledge [religion]).

Spells: Able to cast *command undead* and *vampiric touch* as arcane spells.

Special: The candidate must have spent three or more days locked in a tomb with animate undead. This contact may be peaceful or violent. A character who is slain by the undead and later raised still meets the requirement, although the resulting level loss may delay compliance with other prerequisites.

CLASS SKILLS

The pale master's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Diplomacy (Cha), Hide (Dex), Knowledge (any) (Int), Listen (Wis), Move Silently (Dex), Profession (Wis), and Spellcraft (Int).

Skill Points at Each Level: 2 + Int modifier.

CLASS FEATURES

All of the following are class features of the pale master prestige class.

Weapon and Armor Proficiency: Pale masters gain proficiency with light and medium armor. They gain no proficiency with any weapons or shields.

Spells per Day/Spells Known: Beginning at 2nd level, a pale master gains new spells per day (and spells known, if applicable) as if he had also gained a level in an arcane spellcasting class to which he belonged before adding the prestige class level. He does not, however, gain any other benefit a character of that class would have gained (improved chance of turning or destroying undead, metamagic or item creation feats, and so on). If he had more than one arcane spellcasting class before becoming a pale master, he must decide to which class to add each level for the purpose of determining spells per day and spells known.

Animate Dead (Sp): Starting at 2nd level, a pale master begins to exercise control over the undead. Once per day, he can use *animate dead*, as the spell, without need of a material component. Use the pale master's highest arcane caster level as the caster level for this effect. All other level restrictions of *animate dead* still apply. For example, a 6th-level sorcerer/3rd-level pale master can animate up to 16 HD of undead with a single use of this ability. Likewise, he can control up to 32 HD of undead created using this ability, the *animate dead* spell, or both.

Darkvision (Ex): At 3rd level, the dark begins to lose its mysteries to a pale master, who gains darkvision out to 60 feet. If he already has darkvision, its effective distance increases by 60 feet.

Undead Armor Affinity (Ex): A pale master has an instinctive feel for undead armor. At 4th level and higher, he treats the undead armor as if its arcane spell failure chance were 10% less. At 8th level, this reduction improves to 20%.

Control Undead (Sp): Once per day, a pale master of 5th level or higher can gain control over an undead creature (with Hit Dice equal to or less than his highest arcane caster level) by making a successful touch attack against it. The undead creature receives no saving throw to resist this effect. The control lasts for 1 round per class level. When the duration expires, the undead creature returns to its former allegiance, if any. The newly controlled undead can still be turned or rebuked as normal. This effect is otherwise identical to the *control undead* spell. This ability is in addition to the number of undead a pale master can control using his *animate dead* ability.

Deathless Vigor (Ex): Beginning at 5th level, a pale master's body becomes more akin to the undying flesh of his undead associates. The character gains a +4 bonus on Fortitude saves except against effects that also work on objects.

Undead Graft (Su): At 6th level, a pale master gives in to terrible necrophiliac urges. He cuts off his arm and replaces it with an undead prosthetic, which may be skeletal in form or preserved flesh stitched in place like that of a flesh golem. Regardless of its composition, the graft grants a +4 inherent bonus to the character's Strength score.

Additionally, the undead graft allows him to deliver horrible touch attacks. A pale master can use this ability once per day at 6th level, twice per day at 8th level, and three times per day at 10th level. The character must declare that he is using this ability before making the attack roll; a failed attack roll still expends that use of the ability. Each time he makes a touch attack using this ability, the pale master can select from any of the effects described below for which he meets the prerequisite class level. The save DC for the pale master's touch attacks is 10 + his pale master class level + his Cha modifier.

Paralyzing Touch: Any living foe except for an elf that is hit by a pale master's touch attack must succeed on a Fortitude save or be paralyzed for 1d4+1 rounds. *Prerequisite:* Class level 6th.

Table 3–5: The Pale Master

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1st	+0	+0	+0	+2	—	
2nd	+1	+0	+0	+3	*Animate dead*	+1 level of existing arcane spellcasting class
3rd	+1	+1	+1	+3	Darkvision	+1 level of existing arcane spellcasting class
4th	+2	+1	+1	+4	Undead armor affinity (10%)	+1 level of existing arcane spellcasting class
5th	+2	+1	+1	+4	*Control undead*, deathless vigor	+1 level of existing arcane spellcasting class
6th	+3	+2	+2	+5	Undead graft, paralyzing touch	+1 level of existing arcane spellcasting class
7th	+3	+2	+2	+5	Tough as bone, weakening touch	+1 level of existing arcane spellcasting class
8th	+4	+2	+2	+6	Undead armor affinity (20%), degenerative touch	+1 level of existing arcane spellcasting class
9th	+4	+3	+3	+6	Undead cohort, destructive touch	+1 level of existing arcane spellcasting class
10th	+5	+3	+3	+7	Deathless mastery, deathless master's touch	+1 level of existing arcane spellcasting class

Weakening Touch: A living foe hit by a pale master's touch attack takes 1d6 points of Strength damage (no save). A creature reduced to Strength 0 dies. *Prerequisite:* Class level 7th.

Degenerative Touch: A living foe hit by a pale master's touch attack receives one negative level (no save), and must make a Fortitude save 24 hours later to avoid losing the level permanently. *Prerequisite:* Class level 8th.

Destructive Touch: A living foe hit by a pale master's touch attack must succeed on a Fortitude save or take 1d6 points of Constitution drain. *Prerequisite:* Class level 9th.

Deathless Master's Touch: A living foe of up to one size category larger than a pale master hit by the pale master's touch attack must succeed on a Fortitude save or die. A slain creature automatically animates 1 round later as a zombie (see page 265 of the *Monster Manual*) and is under the pale master's control as if he had animated it. Undead created using this power do not count against a pale master's HD total for controlling undead. *Prerequisite:* Class level 10th.

Tough as Bone (Ex): On reaching 7th level, a pale master takes on even more of the qualities of an undead creature. He becomes immune to disease, nonlethal damage, and stunning.

Undead Cohort: A 9th-level pale master gains the service of a loyal undead cohort. The cohort follows the rules for undead cohorts described under the Undead Leadership feat (see page 31). The pale master does not gain any followers from this ability, only a single cohort. The cohort's effective character level is determined by the pale master's Leadership score and character level exactly as if the cohort had been gained by means of the Undead Leadership feat.

Deathless Mastery (Ex): On reaching 10th level, a pale master gains the virtues of his deathless arts. His body becomes partly mummified (though he is not truly undead), and he becomes immune to poison, sleep effects, paralysis, death effects, critical hits, ability drain, and energy drain, as well as damage to his physical ability scores (Str, Dex, and Con). He still needs to breathe, eat, and sleep as normal for his type, and he still ages normally.

Ugen Allai, a pale master

SAMPLE PALE MASTER

Ugen Allai was outcast from his family when just on the verge of adulthood for committing sacrilege and raising a family member from the dead. Since that time, he's wandered, seeking more knowledge about necromantic magic.

Ugen Allai the Pale Master: Male human wizard 5/pale master 4; CR 9; Medium humanoid; HD 9d4+18; hp 42; Init +1; Spd 30 ft.; AC 15, touch 12, flat-footed 14; Base Atk +4; Grp +4; Atk or Full Atk +5 melee or +5 ranged (1d4/19–20, masterwork dagger); SA *animate dead*; SQ darkvision 60 ft., familiar; AL LE; SV Fort +5, Ref +4, Will +10; Str 10, Dex 13, Con 14, Int 16, Wis 12, Cha 8.

Skills and Feats: Concentration +15, Knowledge (arcana) +15, Knowledge (the planes) +15, Knowledge (religion) +17, Listen +9, Spellcraft +17, Survival +2 (+4 other planes); Corpsecrafter†, Dodge, Deadly Chill†, Fell Animate†, Skill Focus (Knowledge [religion]), Nimble Bones†, Scribe Scroll[B].

†New feats described in Chapter 2.

Animate Dead (Sp): 1/day, CL 8th.

Familiar: Ugen chooses not to summon a familiar, seeing a potential familiar as more of a vulnerability than an asset.

Wizard Spells Prepared (caster level 8th): 0—*detect magic* (2), *detect poison*, *read magic*; 1st—*charm person* (DC 14), *mage armor*, *ray of enfeeblement* (2) (+5 ranged touch), *shield*; 2nd—*command undead* (DC 15), *mirror image*, *scorching ray* (+5 ranged touch), *see invisibility*; 3rd—*dispel magic*, *displacement*, *fireball* (DC 16), *vampiric touch*; 4th—*animate dead*, *greater invisibility*.

Spellbook: as above plus 0—all; 1st—*expeditious retreat*, *identify*, *magic missile*, *true strike*; 2nd—*arcane lock*, *invisibility*; 3rd—*gaseous form*; 4th—*charm monster*.

Possessions: bracers of armor +2, *ring of protection +1*, *cloak of resistance +1*, *amulet of natural armor +1*, masterwork dagger, 1,700 gp.

SACRED PURIFIER

Sacred purifiers are priestly characters who specialize in destroying undead. They belong to a loose-knit order affiliated with the church of Pelor (or another similar faith), though they disdain hierarchical bureaucracy in favor of action and forthrightness. Many pursue an "act first, ask questions later" approach, which occasionally frustrates the more traditional-minded clerics in the church's chain of command.

Most sacred purifiers are clerics (often of Pelor), but paladins have also been known to take up the call. Fighter/clerics also make good sacred purifiers, as do barbarian/clerics (who appreciate the order's forthright nature).

NPC sacred purifiers may work alone or in groups, either with other purifiers, with devotees of Pelor, or with any who share their goals.

Hit Die: d8.

Illus. by T. Baxa

REQUIREMENTS

To qualify to become a sacred purifier, a character must fulfill all the following criteria.

Alignment: Any good.

Base Will Save Bonus: +5.

Skill: Knowledge (religion) 8 ranks.

Feat: Extra Turning.

Spells: Able to cast 2nd-level divine spells.

Special: Able to turn undead.

CLASS SKILLS

The sacred purifier's class skills (and the key ability for each skill) are Concentration (Con), Diplomacy (Cha), Heal (Wis), Knowledge (religion) (Int), Profession (Wis), Search (Int), and Spellcraft (Int).

Skill Points at Each Level: 2 + Int modifier.

CLASS FEATURES

All of the following are class features of the sacred purifier prestige class.

Weapon and Armor Proficiency: Sacred purifiers gain no proficiency with any weapons, armor, or shields.

Spells per Day/Spells Known: Beginning at 2nd level, a sacred purifier gains new spells per day (and spells known, if applicable) as if he had also gained a level in a divine spellcasting class to which he belonged before adding the prestige class level. He does not, however, gain any other benefit a character of that class would have gained (metamagic or item creation feats and so on; but see Turn Undead, below). If he had more than one divine spellcasting class before becoming a sacred purifier, he must decide to which class to add each level for the purpose of determining spells per day and spells known.

Greater Turning (Su): Once per day, a sacred purifier can perform a greater turning against an undead in place of a regular turning. The greater turning is like a normal turning, except that the undead creatures that would be turned are destroyed instead.

If the character already has this ability (such as from the Sun domain), he can use it one additional time per day.

Turn Undead (Su): Sacred purifier class levels stack with levels of all other classes that grant the ability to turn undead for the purpose of determining the character's effective cleric level for turning. See Turn or Rebuke Undead, page 159 of the *Player's Handbook*. For example, a 7th-level cleric/5th-level sacred purifier turns undead as a 12th-level cleric.

Sacred Strike (Su): Whenever a sacred purifier of 3rd level or higher successfully strikes an undead creature in melee, he can spend a turning attempt as a free action to deal an extra 2d6 points of damage with that attack. He can deliver such sacred strikes any number of times per round, but no more than once per attack. If the sacred purifier accidentally attempts a sacred strike against a nonundead creature, the turning attempt is lost with no effect.

Positive Energy Burst (Su): As a full-round action, a 5th-level sacred purifier can spend two turning attempts to create a positive energy burst. This energy deals 10d6 points of damage to all undead creatures within a 30-foot-radius burst centered on the sacred purifier. A successful Reflex save (DC 10 + sacred purifier's class level + sacred purifier's Cha modifier) halves this damage.

SAMPLE SACRED PURIFIER

Sabim Salri hails from a distant land. Although his deities are different from those of the lands that he travels through, none question his dedication to eradicating the taint of undeath.

Sabim Salri the Sacred Purifier: Male halfling cleric 6/sacred purifier 3; CR 9; Small humanoid; HD 9d8+9; hp 53; Init +1; Spd 15 ft.; AC 23, touch 12, flat-footed 22; Base Atk +6; Grp +3; Atk +10 melee (1d6+2, *+1 heavy mace*); Full Atk +10/+5 melee (1d6+2, *+1 heavy mace*); SA greater turning, sacred strike, spells, turn undead 8/day (+3, 2d6+10, 9th); SQ —; AL LG; SV Fort +10, Ref +5, Will +13 (+15 against fear); Str 12, Dex 12, Con 12, Int 8, Wis 19, Cha 13.

Skills and Feats: Climb –2, Hide +0, Jump –8, Knowledge (religion) +11, Listen +6, Move Silently –2; Cleave, Extra Turning, Power Attack, Weapon Focus (heavy mace).

Sacred Strike (Su): Whenever Sabim successfully strikes an

Illus. by S. Belledin

Sabim Salri, a sacred purifier

TABLE 3–6: THE SACRED PURIFIER

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1st	+0	+2	+0	+2	Greater turning, turn undead	—
2nd	+1	+3	+0	+3	—	+1 divine spellcasting level
3rd	+2	+3	+1	+3	Sacred strike	+1 divine spellcasting level
4th	+3	+4	+1	+4	—	+1 divine spellcasting level
5th	+3	+4	+1	+4	Positive energy burst	+1 divine spellcasting level

undead creature in melee, he can spend a turning attempt as a free action to deal an extra 2d6 points of damage with that attack.

Cleric Spells Prepared (caster level 8th): 0—*detect magic* (2), *light* (2), *read magic* (2); 1st—*bless*, *comprehend languages*, *divine favor* (2), *endure elements*[D], *shield of faith*; 2nd—*aid*[D], *align weapon*, *bull's strength*, *hold person* (DC 16), *silence* (DC 16); 3rd—*daylight*, *dispel magic*, *invisibility purge*, *protection from energy*, *searing light*[D]; 4th—*air walk*, *divine power*, *holy smite*[DG] (DC 18), *spell immunity*.

D: Domain spell. Domains: Good (cast good spells [C] at +1 caster level), Sun (greater turning against undead 1/day).

Possessions: +1 full plate, +1 light shield, ring of protection +1, periapt of Wisdom +2, +1 heavy mace, potion of cure serious wounds, 250 gp.

TRUE NECROMANCER

Power corrupts. Power over life and death corrupts absolutely. The power to raise an undying servant from the husk of the formerly living is darkly tempting—and certainly evil. Those who seek such unyielding obedience from the dead willingly tread the path of necromancy.

Characters who wish to become true necromancers must take levels in both arcane and divine spellcasting classes, usually cleric and wizard or cleric and sorcerer. Only then do they begin their sinister schooling, learning how to combine the foulest aspects of both disciplines into a single, necromantic whole.

NPC true necromancers are usually found singly—living in an abandoned graveyard, hidden in the depths of a centuries-old catacomb, or lurking in an unhallowed mausoleum. Occasionally, true necromancers gather into small societies or evil associations, but eventually most such groups are stamped out. At least, so hope those concerned with the triumph of good over evil in the world.

Hit Die: d6.

REQUIREMENTS

To qualify to become a true necromancer, a character must fulfill all of the following criteria.

Alignment: Any nongood.

Skills: Knowledge (arcana) 8 ranks, Knowledge (religion) 8 ranks.

Feat: Spell Focus (necromancy).

Spells: Able to cast *summon undead II* as a divine spell and *command undead* as an arcane spell.

Special: Able to rebuke undead.

Special: Access to the Death domain.

CLASS SKILLS

The true necromancer's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Heal (Wis), Knowledge (arcana) (Int), Knowledge (religion) (Int), Profession (Wis), Search (Int), and Spellcraft (Int).

Skill Points at Each Level: 2 + Int modifier.

CLASS FEATURES

All of the following are class features of the true necromancer prestige class.

Weapon and Armor Proficiency: True necromancers gain no proficiency with any weapons, armor, or shields.

Spells per Day/Spells Known: A true necromancer gains new spells per day (and spells known, if applicable) as if she had also gained a level in either an arcane spellcasting class she belonged to before adding the prestige class, a divine spellcasting class she belonged to before adding the prestige class, or both, according to the accompanying table. She does not, however, gain any other benefit a character of that class would have gained (metamagic or item creation feats and so on; but see Improved Rebuking and Necromantic Prowess, below). If she

Table 3–7: The True Necromancer

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1st	+0	+0	+0	+2	Rebuke undead	+1 level of existing arcane spellcasting class
2nd	+1	+0	+0	+3	*Create undead* 1/day	+1 level of existing divine spellcasting class
3rd	+1	+1	+1	+3	Necromantic prowess (+1)	+1 level of existing arcane spellcasting class/ +1 level of existing divine spellcasting class
4th	+2	+1	+1	+4	Zone of desecration	+1 level of existing arcane spellcasting class/ +1 level of existing divine spellcasting class
5th	+2	+1	+1	+4	*Create undead* 2/day	+1 level of existing arcane spellcasting class/ +1 level of existing divine spellcasting class
6th	+3	+2	+2	+5	Necromantic prowess (+2)	+1 level of existing arcane spellcasting class
7th	+3	+2	+2	+5	Major desecration	+1 level of existing divine spellcasting class
8th	+4	+2	+2	+6	*Create greater undead* 1/day	+1 level of existing arcane spellcasting class/ +1 level of existing divine spellcasting class
9th	+4	+3	+3	+6	Necromantic prowess (+3)	+1 level of existing arcane spellcasting class/ +1 level of existing divine spellcasting class
10th	+5	+3	+3	+7	*Horrid wilting*	+1 level of existing arcane spellcasting class/ +1 level of existing divine spellcasting class
11th	+5	+3	+3	+7	*Create greater undead* 2/day	+1 level of existing arcane spellcasting class/ +1 level of existing divine spellcasting class
12th	+6	+4	+4	+8	Necromantic prowess (+4)	+1 level of existing arcane spellcasting class/ +1 level of existing divine spellcasting class
13th	+6	+4	+4	+8	*Energy drain*	+1 level of existing arcane spellcasting class/ +1 level of existing divine spellcasting class
14th	+7	+4	+4	+9	*Wail of the banshee*	+1 level of existing arcane spellcasting class/ +1 level of existing divine spellcasting class

had more than one arcane or divine spellcasting class before becoming a true necromancer, she must decide to which class she adds the new level for purposes of determining spells per day and spells known.

Rebuke Undead (Su): True necromancer class levels stack with levels of all other classes that grant the ability to rebuke undead for the purpose of determining the character's effective cleric level for rebuking. See Turn or Rebuke Undead, page 159 of the *Player's Handbook*. For example, a 5th-level cleric/3rd-level sorcerer/2nd-level true necromancer rebukes undead as a 7th-level cleric. The bonus from her necromantic prowess ability, once it is gained, also applies.

Create Undead (Sp): On attaining 2nd level, a true necromancer can cast *create undead* once per day, as the spell of the same name. She can use this ability one additional time per day at 5th level and higher. She must still supply the requisite material components. The true necromancer's caster level equals her character level plus the bonus from her necromantic prowess ability, once it is gained.

Necromantic Prowess (Ex): At 3rd level, a true necromancer gains unsurpassed power over death. When she rebukes undead, casts a necromancy spell, or uses a spell-like ability that mimics a necromancy spell, her effective caster level increases. The bonus is +1 at 3rd level, +2 at 6th level, +3 at 9th level, and +4 at 12th level and higher.

Zone of Desecration (Su): At 4th level, a true necromancer begins to exert her authority over undead. This aura is identical to the effects of the *desecrate* spell (see page 218 of the *Player's Handbook*) except that it affects only allied undead.

Major Desecration (Su): At 7th level, a true necromancer extends her authority over undead. The supernatural aura of negative energy surrounding her (see Zone of Desecration, above) now extends to a radius of 10 feet per true necromancer class level.

Create Greater Undead (Sp): On reaching 8th level, a true necromancer can cast *create greater undead* (see page 215 of the *Player's Handbook*) once per day, as the spell. She can use this ability one additional time per day at 11th level and higher. She must still supply the requisite material component. The true necromancer's caster level equals her character level plus the bonus from her necromantic prowess ability.

Horrid Wilting (Sp): At 10th level and higher, a true necromancer can use *horrid wilting* once per day, with a caster level equal to her character level plus her bonus from the necromantic prowess ability.

Energy Drain (Sp): At 13th level and higher, a true necromancer can use *energy drain* once per day, with a caster level equal to her character level plus her bonus from the necromantic prowess ability.

Wail of the Banshee (Sp): At 14th level, a true necromancer can use *wail of the banshee* once per day, with a caster level equal to her character level plus her bonus from the necromantic prowess ability.

SAMPLE TRUE NECROMANCER

As a disciple of Nerull, Thredra Aranax has studied both divine and arcane magic to better perfect her mastery over undead.

Thredra Aranax, a true necromancer

Illus. by T. Baxa

Theridus is a true believer in the power of death, seeing it as the source of both divine and arcane power.

Thredra Aranax the True Necromancer: Female human necromancer 3/cleric 3/true necromancer 5; CR 11; Medium humanoid; HD 3d4+3 plus 3d8+3 plus 5d6+5; hp 47; Init +0; Spd 30 ft.; AC 14, touch 11, flat-footed 14; Base Atk +5; Grp +4; Atk or Full Atk +5 melee (1d4–1/19–20, masterwork dagger) or +6 ranged (1d4–1/19–20, masterwork dagger); SA necromantic prowess +1, rebuke undead 8/day (+3, 2d6+10, 9th), spells; SQ *create undead* 2/day, familiar, zone of desecration; AL NE; SV Fort +8, Ref +5, Will +16; Str 8, Dex 10, Con 12, Int 17, Wis 18, Cha 13.

Skills and Feats: Concentration +15, Heal +15, Knowledge (arcana) +17, Knowledge (religion) +17, Search +12, Spellcraft +19, Survival +1 (+3 following tracks); Extra Turning, Greater Spell Focus (necromancy), Greater Spell Penetration, Scribe Scroll[B], Spell Focus (necromancy), Spell Penetration.

Create Undead (Sp): Thredra can use *create undead* twice per day, as the spell of the same name. Caster level 12th.

Familiar: Thredra chooses not to summon a familiar, seeing a potential familiar as more of a vulnerability than an asset.

Zone of Desecration (Su): Thedra is continuously surrounded by a 20-foot-radius aura of negative energy, identical to the *desecrate* spell.

Cleric Spells Prepared (caster level 7th): 0—*detect magic* (2), *light* (2), *read magic* (2); 1st—*bless, cure light wounds* (2), *protection from good*[DE], *sanctuary, shield of faith*; 2nd—*bear's endurance, cure moderate wounds, death knell*[DEN] (DC 18), *hold person* (DC 16), *silence* (DC 16); 3rd—*blindness/deafness*[N] (DC 19), *dispel magic, invisibility purge, magic circle against good*[DE]; 4th—*cure critical wounds, summon monster IV, unholy blight*[DE] (DC 18).

D: Domain spell. Domains: Death (death touch 1/day, damage 3d6), Evil (cast evil spells [E] at +1 caster level).

N: Necromancy spell, +1 caster level because of necromantic prowess.

Wizard Spells Prepared (caster level 7th; prohibited schools abjuration and illusion): 0—*acid splash, mage hand, open/close, touch of fatigue*[N] (2) (+4 melee touch; DC 15); 1st—*cause fear*[N] (DC 16), *charm person* (DC 14), *detect undead, magic missile, magic weapon, ray of enfeeblement*[N] (+5 ranged touch); 2nd—*command undead*[N] (DC 17), *darkvision, ghoul touch*[N] (2) (+4 melee touch; DC 17), *spider climb*; 3rd—*fireball* (DC 16), *fly, ray of exhaustion*[N] (+5 ranged touch; DC 18), *vampiric touch*[N]; 4th—*enervation*[N] (2) (+5 ranged touch).

N: Necromancy spell, +1 caster level because of necromantic prowess.

Spellbook: as above plus 0—all except abjuration and illusion; 1st—*identify, magic weapon, shield*; 2nd—*Melf's acid arrow, see invisibility*; 3rd—*slow, stinking cloud*; 4th—*animate dead.*

Possessions: amulet of natural armor +1, bracers of armor +2, ring of protection +1, periapt of Wisdom +2, headband of intellect +2, cloak of resistance +2, potion of cure serious wounds, masterwork dagger, 300 gp.

UNDEAD PRESTIGE CLASSES

This section presents prestige classes designed for undead creatures. Even undead creatures that normally don't advance by class level, such as mummies, wights, or spectres, may take these prestige classes. If an undead creature has no advancement (such as a skeleton or zombie), it cannot take levels in one of these prestige classes.

EPHEMERAL EXEMPLAR

Ephemeral exemplars are paragons of incorporealness. They gain greater resistance to attacks and turning, and eventually gain the ability to manipulate solid objects as easily as corporeal beings can.

Most ephemeral exemplars are ghosts, spectres, or dread wraiths. Some advanced allips, shadows, and wraiths can also qualify for this class.

NPC ephemeral exemplars often serve as leaders of weaker undead creatures, particularly those it can spawn. They typically lair in dark, haunted places, waiting for unsuspecting victims to pass by.

Hit Die: d12.

Requirements

To qualify to become an ephemeral exemplar, a character must fulfill all the following criteria.

Type: Undead (incorporeal subtype).

Base Attack Bonus: +3.

Base Save Bonus: Will +5.

Class Skills

The ephemeral exemplar's class skills (and the key ability for each skill) are Hide (Dex), Listen (Wis), Search (Int), and Spot (Wis).

Skill Points at Each Level: 4 + Int modifier.

Table 3–8: The Ephemeral Exemplar

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+0	+0	+2	Improved deflection, turn resistance
2nd	+1	+0	+0	+3	Enhanced spawn
3rd	+1	+1	+1	+3	Ghostly Grasp

Class Features

All of the following are class features of the ephemeral exemplar prestige class.

Weapon and Armor Proficiency: Ephemeral exemplars gain no proficiency with any weapons, armor, or shields.

Improved Deflection (Su): An ephemeral exemplar adds its class level to its deflection bonus to AC.

Turn Resistance (Ex): An ephemeral exemplar adds its class level to its turn resistance.

Enhanced Spawn (Su): Any spawn created by an ephemeral exemplar of 2nd level or higher gains a +4 enhancement bonus to its Dexterity score. If the exemplar is destroyed, the spawn loses this bonus.

Ghostly Grasp: At 3rd level, an ephemeral exemplar gains Ghostly Grasp (see page 27) as a bonus feat, even if it doesn't meet the prerequisite.

Sample Ephemeral Exemplar

Lalruun is a dangerous spectre that has been dead so long that it no longer remembers its living existence or even its full name. The creature hates the living, and attempts to destroy any who enter its lair.

Lalruun: Spectre ephemeral exemplar 3; CR 10; Medium undead (incorporeal); HD 10d12; hp 70; Init +7; Spd 40 ft.,

fly 80 ft. (perfect); AC 19, touch 19, flat-footed 16; Base Atk +4; Grp —; Atk or Full Atk +7 melee (1d8 plus energy drain, incorporeal touch) or +8 melee (2d4, *+1 ghost touch spiked chain*); SA create spawn, energy drain; SQ darkvision 60 ft., enhanced spawn, incorporeal traits, sunlight powerlessness, +5 turn resistance, undead traits, unnatural aura; AL LE; SV Fort +3, Ref +6, Will +10; Str —, Dex 16, Con —, Int 14, Wis 14, Cha 16.

Skills and Feats: Hide +16, Intimidate +14, Knowledge (religion) +13, Listen +17, Search +15, Spot +17, Survival +2 (+4 following tracks); Ability Focus (energy drain), Alertness, Exotic Weapon Proficiency (spiked chain), Ghostly Grasp[B], Improved Initiative.

Create Spawn (Su): Any humanoid slain by Lalruun becomes a spectre in 1d4 rounds. Lalruun's spawn are under its command and remain enslaved until its death. They do not possess any of the abilities they had in life. Any spawn created Lalruun gains a +4 enhancement bonus to its Dexterity score.

Energy Drain (Su): Living creatures hit by Lalruun's incorporeal touch attack gain two negative levels. The DC is 18 for the Fortitude save to remove a negative level. For each such negative level bestowed, Lalruun gains 5 temporary hit points that last for up to 1 hour.

Incorporeal Traits: Lalruun has no physical body and can be harmed only by other incorporeal creatures, magic weapons or creatures that strike as magic weapons, and spells, spell-like abilities, or supernatural abilities. (For a full description of incorporeal traits, see page 140.)

Sunlight Powerlessness (Ex): Lalruun is powerless in natural sunlight (not merely a *daylight* spell) and flees from it. If caught in sunlight, Lalruun cannot attack and can take only a single move action or attack action in a round.

Undead Traits: Lalruun is immune to mind-affecting spells and abilities, poison, magic sleep effects, paralysis, stunning, disease, death effects, and any effect that requires a Fortitude save unless it also works on objects or is harmless. It is not subject to extra damage from critical hits, nonlethal damage, damage to its physical ability scores, ability drain, energy drain, fatigue, exhaustion, or death from massive damage. It cannot be raised, and *resurrection* works only if it is willing.

Unnatural Aura (Su): Animals, whether wild or domesticated, can sense the unnatural presence of a spectre at a distance of 30 feet. They will not willingly approach nearer than that and become panicked if forced to do so; they remain panicked as long as they are within that range.

Possessions: +1 ghost touch spiked chain.

LURKING TERROR

Most people fear things that goes bump in the night. Lurking terrors give greater reason to fear things that can't be heard. These horrible monsters are the quintessential hunting undead, displaying great prowess with their special abilities and amazing powers of stealth.

Any undead creature with a modicum of stealth can become a lurking terror. Mohrgs, nightshades, vampires, wraiths, dread wraiths, and advanced ghasts commonly enter this prestige class.

NPC lurking terrors are more active than traditional undead, seeking out living prey rather than waiting for it to come to them. They can be found anywhere that darkness exists.

Hit Die: d12.

Requirements

To qualify to become a lurking terror, a character must fulfill all the following criteria.

Type: Undead.

Skills: Hide 8 ranks, Move Silently 8 ranks.

Special: If the character possesses the incorporeal subtype, it need not meet the Move Silently requirement.

Class Skills

The lurking terror's class skills (and the key ability for each skill) are Climb (Str), Escape Artist (Dex), Hide (Dex), Jump (Str), Listen (Wis), Move Silently (Dex), Search (Int), and Spot (Wis).

Skill Points at Each Level: 4 + Int modifier.

Class Features

All of the following are class features of the lurking terror prestige class.

Weapon and Armor Proficiency: Lurking terrors gain no proficiency with any weapons, armor, or shields.

Deathly Power (Ex): A lurking terror adds its class level to any save DCs for the extraordinary and supernatural special attacks possessed by an undead creature of its kind. This ability has no effect on the lurking terror's spells or spell-like abilities, nor on any special abilities gained from its nonundead kind (such as a vampiric medusa's petrifying gaze), feats, or class features (such as the assassin's death attack).

For example, a vampire that becomes a 1st-level lurking terror increases the DC of its dominate and energy drain special attacks by 1. If the vampire were also a sorcerer with the Stunning Fist feat, neither its spell save DCs nor the save DC for its stunning attacks would be affected.

Improved Darkvision (Ex): At 2nd level, the effective distance of a lurking terror's darkvision improves to 90 feet. (If the lurking terror doesn't already have darkvision, it gains darkvision out to 60 feet.)

Hide in Plain Sight (Ex): At 3rd level, a lurking terror can use the Hide skill even while being observed, as long as it has cover or concealment.

Table 3–9: The Lurking Terror

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+0	+0	+2	Deathly power
2nd	+1	+0	+0	+3	Improved darkvision
3rd	+2	+1	+1	+3	Hide in plain sight

Sample Lurking Terror

Years ago, the small village of Balcress was haunted by a merciless killer. The village lies deserted, but the killer, a powerful mohrg with levels in the lurking terror prestige class, lingers there still.

The Balcress Horror: Mohrg lurking terror 3; CR 11; Medium undead; HD 17d12; hp 110; Init +9; Spd 30 ft.; AC 24, touch 15, flat-footed 14; Base Atk +9; Grp +14; Atk +14 melee (1d6+7, slam) or +14 melee touch (paralysis, tongue); Full Atk +14 melee (1d6+7, slam) and +14 melee touch (paralysis, tongue); SA create spawn, improved grab, paralyzing touch; SQ darkvision 90 ft., deathly power +3, hide in plain sight, undead traits; AL

Lalrunn, an ephemeral exemplar

The Balcress Horror, a lurking terror

Illus. by S. Ellis

CE; SV Fort +5, Ref +12, Will +12; Str 21, Dex 20, Con —, Int 11, Wis 10, Cha 10.

Skills and Feats: Climb +13, Hide +25, Listen +14, Move Silently +25, Spot +18, Swim +9; Alertness, Dodge, Improved Initiative, Lightning Reflexes, Mobility, Spring Attack.

Create Spawn (Su): Creatures killed by the Balcress horror rise after 1d4 days as zombies under its control. They do not possess any of the abilities they had in life.

Hide in Plain Sight (Ex): The Balcress horror can use the Hide skill even while being observed, as long as it has cover or concealment.

Improved Grab (Ex): To use this ability, the Balcress horror must hit a creature of its size or smaller with its slam attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity.

Paralyzing Touch (Su): The Balcress horror lashes out with its tongue in combat. An opponent the tongue touches must succeed on a DC 20 Fortitude save or become paralyzed for 1d4 minutes.

Undead Traits: The Balcress horror is immune to mind-affecting abilities, poison, magic sleep effects, paralysis, stunning, disease, death effects, and any effect that requires a Fortitude save unless it also works on objects or is harmless. It is not subject to extra damage from critical hits, nonlethal damage, damage to its physical ability scores, ability drain, energy drain, fatigue, exhaustion, or death from massive damage. It cannot be raised, and *resurrection* works only if it is willing.

MASTER VAMPIRE

Any vampire can create spawn, but it takes a very special vampire to rule over an entire gang of minions. The master vampire uses its force of personality to control more spawn than any normal vampire could hope to rule.

As the name suggests, the master vampire must be a vampire, but the class of the master vampire can vary greatly. Master vampires are most common among charismatic character classes, including sorcerer, blackguard, rogue, and bard.

An NPC master vampire invariably rules a gang, tribe, or clan of lesser vampires and vampire spawn. It uses these minions as soldiers, guardians, or gatherers, depending on its goals.

Hit Die: d12.

Requirements

To qualify to become a master vampire, a character must fulfill all the following criteria.

Special: The character must be a vampire (not a vampire spawn).

Special: The character must control at least two vampires or vampire spawn that it has created by means of its create spawn ability.

Class Skills

The master vampire's class skills (and the key ability for each skill) are Bluff (Cha), Climb (Str), Concentration (Cha), Diplomacy (Cha), Hide (Dex), Intimidate (Cha), Listen (Wis),

Move Silently (Dex), Search (Int), Sense Motive (Wis), and Spot (Wis).

Skill Points at Each Level: 4 + Int modifier.

Class Features

All of the following are class features of the master vampire prestige class.

Weapon and Armor Proficiency: Master vampires gain no proficiency with any weapons, armor, or shields.

Spells Per Day/Spells Known: At each odd-numbered level, a master vampire gains new spells per day (and spells known, if applicable) as if it had also gained a level in a spellcasting class to which it belonged before adding the prestige class level. It does not, however, gain any other benefit a character of that class would have gained (improved chance of turning or destroying undead, metamagic or item creation feats, and so on). If the creature had more than one spellcasting class before becoming a master vampire, it must decide to which class to add each level for the purpose of determining spells per day and spells known.

More Spawn (Su): A master vampire adds its Charisma modifier to its Hit Dice to determine how many spawn it can have enslaved. For example, a master vampire with 10 HD and a Charisma of 18 is treated as having 14 HD for the purpose of determining its limit of controlled spawn, and therefore can enslave up to 28 HD of spawned vampires.

Turn Resistance (Ex): A master vampire's turn resistance is increased by 1 for each of its spawn within 60 feet.

Enhanced Spawn (Su): Any vampire or vampire spawn created by a master vampire of 2nd level or higher gains a +2 enhancement bonus to its Strength and Dexterity scores. If the master vampire is destroyed or releases the spawn from service, the spawn loses this bonus.

Master's Chosen (Su): At 3rd level, a master vampire can designate a single vampire or a vampire spawn that it created with its create spawn ability as its chosen. Doing this requires a 1-hour ritual during which the chosen must consume a small portion of the master's flesh. The chosen gains a +6 enhancement bonus to its Strength and Dexterity scores. The master can remove this designation as a standard action. If the master vampire is destroyed or releases the chosen from service, the chosen loses this bonus.

Sample Master Vampire

Ruler of a shattered barony, Laudric has filled her ancestral home with undead minions in a parody of her living existence.

Laudric, Lord of the Bloodhall: Female vampire elf cleric 8/master vampire 3; CR 13; Medium undead (augmented humanoid); HD 11d12; hp 77; Init +7; Spd 30 ft.; AC 28, touch 16, flat-footed 25; Base Atk +7; Grp +12; Atk +12 melee (1d8+7 plus energy drain, slam); Full Atk +12/+7 melee (1d8+7 plus energy drain, slam); SA blood drain, children of the night, create spawn, dominate, energy drain, rebuke undead 6/day (+3, 2d6+12, 9th), spells; SQ alternate form, damage reduction 10/silver and magic, elf traits, enhanced spawn, fast healing 5, gaseous form, low-light vision, master's chosen, resistance to cold 10 and electricity 10, spider climb, +4 turn resistance (+1 for each spawn within 60 feet), undead traits, vampire weaknesses; AL LE; SV Fort +9, Ref +8, Will +14 (+16 against enchantments); Str 20, Dex 16, Con —, Int 10, Wis 20, Cha 17.

Skills and Feats: Concentration +13, Heal +15, Listen +7, Search +2, Spot +7, Spellcraft +13; Alertness[B], Combat Reflexes[B], Dodge[B], Improved Initiative[B], Improved Natural Attack (slam), Improved Turning, Lightning Reflexes[B], Spell Penetration, Greater Spell Penetration.

Alternate Form (Su): Laudric can assume the shape of a bat, dire bat, wolf, or dire wolf as a standard action. This ability is similar to a *polymorph* spell cast by a 12th-level character, except that Laudric does not regain hit points for changing form and must choose from among the forms mentioned here. While in her alternate form, Laudric loses her natural slam attack and dominate ability, but she gains the natural weapons and extraordinary special attacks of her new form. She can remain in that form until she assumes another or until the next sunrise.

Blood Drain (Ex): Laudric can suck blood from a living victim with her fangs by making a successful grapple check. If she pins the foe, she drains blood, dealing 1d4 points of Constitution drain each round the pin is maintained. On each such successful attack, Laudric gains 5 temporary hit points that last for up to 1 hour.

Children of the Night (Su): Laudric commands the lesser creatures of the world and once per day can call forth 1d6+1 rat swarms, 1d4+1 bat swarms, or a pack of 3d6 wolves as a standard action. These creatures arrive in 2d6 rounds and serve Laudric for up to 1 hour.

Create Spawn (Su): A humanoid or monstrous humanoid slain by Laudric's energy drain (or one of 4 or fewer HD slain by Laudric's blood drain) rises as a vampire spawn 1d4 days after burial. A humanoid or monstrous humanoid of 5 or more HD slain by Laudric's blood drain rises as a vampire. Laudric can enslave up to 28 Hit Dice of spawned vampires at one time. Any vampire or vampire spawn created by Laudric gains a +2 enhancement bonus to its Strength and Dexterity scores. If Laudric is destroyed or releases the spawn from service, the spawn lose this bonus.

Dominate (Su): Laudric can crush an opponent's will just by looking onto his or her eyes. This effect is similar to a gaze attack, except that she must use a standard action, and those merely looking at her are not affected. Anyone Laudric targets must succeed on a DC 18 Will save or fall instantly under her influence as though by a *dominate person* spell (caster level 12th). The ability has a range of 30 feet.

Elf Traits: Elves have immunity to magic sleep effects. An elf who merely passes within 5 feet of a secret or concealed door is entitled to a Search check to notice it as if she were actively looking for it.

Energy Drain (Su): Living creatures hit by Laudric's slam attack gain two negative levels. For each negative level bestowed, she gains 5 temporary hit points that last for up to 1 hour. Laudric

Table 3–10: The Master Vampire

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1st	+0	+2	+0	+2	More spawn, turn resistance	+1 level of existing spellcasting class
2nd	+1	+3	+0	+3	Enhanced spawn	—
3rd	+1	+3	+1	+3	Master's chosen	+1 level of existing spellcasting class

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can use her energy drain ability once per round. The DC is 18 for the Fortitude save to remove a negative level.

Gaseous Form (Su): As a standard action, Laudric can assume gaseous form at will, as the spell (caster level 5th), but she can remain gaseous indefinitely and has a fly speed of 20 feet with perfect maneuverability.

Master's Chosen (Su): Laudric can designate a vampire or a vampire spawn that she created with her create spawn ability as her chosen. The chosen gains a +6 enhancement bonus to Strength and Dexterity. Laudric can remove this designation as a standard action. If she is destroyed or releases the chosen from service, the chosen loses this bonus.

Spider Climb (Ex): Laudric can climb sheer surfaces as though using a *spider climb* spell.

Undead Traits: Laudric is immune to mind-affecting spells and abilities, poison, magic sleep effects, paralysis, stunning, disease, death effects, and any effect that requires a Fortitude save unless it also works on objects or is harmless. She is not subject to extra damage from critical hits, nonlethal damage, damage to her physical ability scores, ability drain, energy drain, fatigue, exhaustion, or death from massive damage. She cannot be raised, and *resurrection* works only if she is willing.

Vampire Weaknesses: Laudric cannot tolerate the strong odor of garlic, may be kept at bay by a mirror or holy symbol, cannot cross running water, and cannot enter a home unless invited. She can be destroyed by exposure to direct sunlight, full immersion in running water, or by a stake through the heart.

Cleric Spells Prepared (caster level 10th): 0—*detect magic* (2), *guidance* (2), *resistance* (2); 1st—*deathwatch*[E], *divine favor* (2), *entropic shield*, *protection from good*[DE], *sanctuary*, *shield of faith*; 2nd—*bull's strength*, *darkness*, *death knell*[DE] (DC 17), *eagle's splendor*, *hold person* (DC 17), *silence* (DC 17); 3rd—*blindness/deafness* (DC 18), *dispel magic* (2), *invisibility purge*, *magic circle against good*[DE]; 4th—*air walk*, *divine power*, *freedom of movement*, *summon monster IV*, *unholy blight*[DE] (DC 19); 5th—*greater command* (DC 20), *righteous might*, *slay living*[D] (+12 melee touch; DC 20), *spell resistance*.

D: Domain spell. Domains: Death (death touch 1/day, damage 8d6), Evil (cast evil spells [E] at +1 caster level).

Possessions: +2 leather armor, ring of protection +3, amulet of natural armor +2.

TOMB WARDEN

Tomb wardens serve as selfless, undying protectors of the dead. Each one dedicates itself to the eternal guardianship of a tomb, graveyard, or similar repository of the dead, and gains great powers while within that area.

Most tomb wardens are mummies, because the role comes naturally to them. Advanced wights may become tomb wardens,

and some privacy-seeking liches also take up this mantle. On rare occasions, a ghost might be doomed to protect a crypt or graveyard, and might become a tomb warden as part of its service.

NPC tomb wardens are always solitary, private individuals. They have little use for companions, though some keep minions nearby for additional assistance in their appointed task.

Hit Die: d12.

Requirements

To qualify to become a tomb warden, a character must fulfill all the following criteria.

Type: Undead.

Alignment: Any nonchaotic.

Base Attack Bonus: +3.

Base Save Bonus: Will +5.

Feat: Toughness.

Special: A tomb warden must dedicate itself to the protection of a tomb, graveyard, or similar resting place of the dead.

Class Skills

The tomb warden's class skills (and the key ability for each skill) are Hide (Dex), Knowledge (religion) (Int), Listen (Wis), Move Silently (Dex), Search (Int), Sense Motive (Wis), and Spot (Wis).

Skill Points at Each Level: 4 + Int modifier.

Class Features

All of the following are class features of the tomb warden prestige class.

Weapon and Armor Proficiency: Tomb wardens gain proficiency with simple and martial weapons, and with light, medium, and heavy armor.

Turn Immunity (Ex): As long as it is within the tomb, graveyard, or similar resting place that it protects, a tomb warden is immune to turning or rebuking attempts. It can still be bolstered as normal.

Tomb Sense (Su): While it is within the tomb, graveyard, or similar resting place it protects, a tomb warden of 2nd level or higher automatically knows the precise location of all intruders within that tomb. This ability is similar to blindsense, except that it functions without regard to line of effect and its effect extends to every portion of the tomb.

Power of the Dead (Su): While it is within the tomb, graveyard, or similar resting place it protects, a 3rd-level tomb warden can call upon the spirits of the dead to gain insight from them. This ability requires only a free action to activate, and grants the tomb warden an insight bonus on attack rolls, damage rolls, and saving throws equal to its Charisma modifier (minimum +1). A tomb warden can use this ability once per day, and its effects last for 10 minutes.

Table 3–11: The Tomb Warden

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+0	+0	Turn immunity
2nd	+2	+3	+0	+0	Tomb sense
3rd	+3	+3	+1	+1	Power of the dead

Ex-Tomb Wardens

If a tomb warden leaves the tomb it protects for longer than seven days, or if it relinquishes guardianship of the tomb, it loses all class features (except for armor proficiencies). It must undergo *atonement* to regain these class features.

Sample Tomb Warden

Once a loyal guard to an ancient line of kings, Argotem was cursed to undeath for failing in his duties. He now stands a ceaseless vigil a sacred treasure known as the amber fire.

Argotem, Guardian of the Amber Fire: Male mummy tomb warden 3; CR 8; Medium undead; HD 11d12 plus 3; hp 77; Init +0; Spd 20 ft.; AC 29, touch 10, flat-footed 29; Base Atk +7; Grp +14; Atk or Full Atk +14 melee (1d6+10 plus mummy rot, slam); SA despair, mummy rot; SQ darkvision 60 ft., damage reduction 5/—, undead traits, vulnerability to fire; AL LE; SV Fort +7, Ref +3, Will +9; Str 25, Dex 10, Con —, Int 6, Wis 14, Cha 15.

Skills and Feats: Hide +7, Listen +11, Move Silently +7, Spot +11; Alertness, Great Fortitude, Power Attack, Toughness.

Despair (Su): At the mere sight of Argotem, a viewer must succeed on a DC 16 Will save or be paralyzed with fear for 1d4 rounds. Whether or not the save is successful, that creature cannot be affected again by Argotem's despair ability for 24 hours.

Mummy Rot (Su): Supernatural disease—slam, Fortitude DC 16, incubation period 1 minute; damage 1d6 Con and 1d6 Cha. Unlike normal diseases, mummy rot persists until the victim reaches Constitution 0 (and dies) or is cured as described below.

Mummy rot is a powerful curse, not a natural disease. A character attempting to cast any conjuration (healing) spell on a creature afflicted with mummy rot must succeed on a DC 20 caster level check, or the spell has no effect on the afflicted character.

To eliminate mummy rot, the curse must first be broken with *break enchantment* or *remove curse* (requiring a DC 20 caster level check for either spell), after which a caster level check is no longer necessary to cast healing spells on the victim, and the mummy rot can be magically cured as any normal disease.

An afflicted creature who dies of mummy rot shrivels away into sand and dust that blow away into nothing at the first wind.

Power of the Dead (Su): While within the tomb he protects, Argotem can call upon the spirits of the dead to gain insight from them. This ability requires only a free action to activate and grants Argotem a +2 insight bonus on attack rolls, damage rolls, and saving throws. Argotem may use this ability once per day, and its effects last for 10 minutes.

Tomb Sense (Su): While within the tomb he protects, Argotem automatically knows the precise location of all intruders within that tomb. This ability is similar to blindsense, except that it functions without regard to line of effect and its effect extends to every portion of the tomb.

Turn Immunity (Ex): As long as he is within the tomb that he protects, Argotem is immune to turning or rebuking. He can still be bolstered as normal.

Undead Traits: Argotem is immune to mind-affecting spells and abilities, poison, magic sleep effects, paralysis, stunning, disease, death effects, and any effect that requires a Fortitude save unless it also works on objects or is harmless. He is not subject to extra damage from critical hits, nonlethal damage, damage to his physical ability scores, ability drain, energy drain, fatigue, exhaustion, or death from massive damage. He cannot be raised, and *resurrection* works only if he is willing.

Vulnerability to Fire (Ex): Argotem takes half again as much (+50%) damage as normal from fire attacks.

Possessions: +1 full plate.

Illus. by C. Lukacs

This chapter presents an array of spells designed for use against (or in the service of) undead creatures.

ASSASSIN SPELLS

2ND-LEVEL ASSASSIN SPELL

Blade of Pain and Fear: Creates blade of gnashing teeth.

3RD-LEVEL ASSASSIN SPELL

Fangs of the Vampire King: Grow vampire fangs.

BLACKGUARD SPELLS

1ST-LEVEL BLACKGUARD SPELLS

Blade of Pain and Fear: Creates blade of gnashing teeth.
Summon Undead I[F]: Summons undead to fight for you.

2ND-LEVEL BLACKGUARD SPELL

Summon Undead II[F]: Summons undead to fight for you.

3RD-LEVEL BLACKGUARD SPELLS

Fangs of the Vampire King: Grow vampire fangs.
Summon Undead III[F]: Summons undead to fight for you.

4TH-LEVEL BLACKGUARD SPELL

Summon Undead IV[F]: Summons undead to fight for you.

CLERIC SPELLS

1ST-LEVEL CLERIC SPELLS

Necrotic Awareness[F]: Sense encysted subjects.
Summon Undead I[F]: Summons undead to fight for you.

2ND-LEVEL CLERIC SPELLS

Blade of Pain and Fear: Creates blade of gnashing teeth.
Ghost Touch Armor: Armor works normally against incorporeal attacks.
Necrotic Cyst[F]: Encyst undead sac of tissue in subject.
Necrotic Scrying[F]: Hear or see encysted subject at a distance.
Spawn Screen: You resist being transformed into an undead spawn if slain.
Summon Undead II[F]: Summons undead to fight for you.

3RD-LEVEL CLERIC SPELLS

Clutch of Orcus: Deals 1d3 damage/round and paralyzes foe with concentration.
Necrotic Bloat[F]: Encysted subject takes 1d6 damage/level.
Protection from Negative Energy: Ignore 10 points of negative energy damage per attack.

Protection from Positive Energy: Ignore 10 points of positive energy damage per attack.
Sheltered Vitality: Subject gains immunity to fatigue, exhaustion, ability damage, and ability drain.
Summon Undead III[F]: Summons undead to fight for you.

4TH-LEVEL CLERIC SPELLS

Consumptive Field: Draw life from all creatures in 10-ft. radius/level with –1 or fewer hit points that fail save.
Ghost Touch Weapon: Weapon works normally against incorporeal creatures.
Necrotic Domination[F]: Completely control encysted subject.
Summon Undead IV[F]: Summons undead to fight for you.
Undead Bane Weapon: Weapon gains undead bane property and is considered good-aligned.

5TH-LEVEL CLERIC SPELLS

Haunt Shift: Turn corporeal and incorporeal undead into haunting presences.
Incorporeal Nova: Destroy incorporeal undead.
Necrotic Burst[F]: Encysted subject killed, cyst begins to roam.
Summon Undead V[F]: Summons undead to fight for you.

6TH-LEVEL CLERIC SPELLS

Ghost Trap: Incorporeal creatures turn corporeal.
Necrotic Eruption[F]: Encysted subject killed, those nearby damaged and possibly encysted.

7TH-LEVEL CLERIC SPELLS

Consumptive Field, Greater: Draw life from all creatures in 10-ft. radius/level with 9 or fewer hit points that fail save.
Energy Ebb: Give subject one negative level/round for 1 round/level.
Necrotic Tumor[F]: Permanently control encysted subject.
Spark of Life: Undead creature loses most immunities.

8TH-LEVEL CLERIC SPELLS

Death Ward, Mass: As *death ward* but more targets.
Necrotic Empowerment[F]: Draw vigor from mother cyst.
Restoration, Mass[M]: As *restoration*, but multiple targets.
Veil of Undeath[M]: You gain undead traits.

9TH-LEVEL CLERIC SPELLS

Necrotic Termination[F, X]: Permanently eliminates encysted subject.
Plague of Undead[M]: Animates horde of undead.

CLERIC DOMAINS

DEATHBOUND DOMAIN

Deity: Afflux.
Granted Power: Your limit for controlling undead animated with spells increases to three times your caster level instead of the normal two times caster level.

Deathbound Domain Spells

1 **Chill of the Grave:** Ray causes cold damage.
2 **Blade of Pain and Fear:** Creates blade of gnashing teeth.
3 **Fangs of the Vampire King:** Grow vampire fangs.
4 **Wither Limb:** Cause enemy's limbs to wither.
5 **Revive Undead[M]:** Restores undeath to undead that was destroyed up to 1 day/level ago.
6 **Awaken Undead[X]:** Grant sentience to otherwise mindless undead.
7 **Avasculate:** Reduce foe to 0 hp and stun foe for 1 round by purging blood vessels.
8 **Avascular Mass:** Reduce foe to 0 hp and stun foe for 1 round by purging blood vessels, which can trap creatures in 20-ft. radius from victim.
9 **Wail of the Banshee*:** Kills one creature/level.

* See the *Player's Handbook*.

HUNGER DOMAIN

Deity: Doresain.
Granted Power: You gain a bite attack. If you are Small, your bite attack deals 1d4 points of damage; Medium, 1d6; or Large, 1d8. You are proficient with your bite, and considered armed. If you already have a natural bite attack, use the higher of the two damage values. This is considered a secondary natural attack.

Hunger Domain Spells

1 **Ghoul Light:** Light provides turn resistance.
2 **Ghoul Glyph:** Glyph wards area, paralyzes victims.
3 **Ghoul Gesture:** Ray paralyzes target.
4 **Enervation*:** Subject gains 1d4 negative levels.
5 **Ghoul Gauntlet:** Convert victim to a ghoul under your control.
6 **Eyes of the King:** Summon fiendish dire bats.
7 **Field of Ghouls:** Transform dying creatures into ghouls.
8 **Bite of the King:** Swallow enemies whole.
9 **Energy Drain*:** Subject gains 2d4 negative levels.

* See the *Player's Handbook*.

UNDEATH DOMAIN

Deity: Afflux.
Granted Power: You gain Extra Turning as a bonus feat.

Undeath Domain Spells

1 **Detect Undead*:** Reveals undead within 60 ft.
2 **Desecrate*[M]:** Fills area with negative energy, making undead stronger.
3 **Animate Dead*[M]:** Creates undead skeletons and zombies.
4 **Death Ward*:** Grants immunity to death spells and negative energy effects.
5 **Circle of Death*[M]:** Kills 1d4/level HD of creatures.
6 **Create Undead*:** Creates ghouls, ghasts, mummies, or mohrgs.
7 **Control Undead*:** Undead don't attack you while under your command.
8 **Create Greater Undead*[M]:** Create shadows, wraiths, specters, or devourers.
9 **Energy Drain*:** Subject gains 2d4 negative levels.

* See the *Player's Handbook*.

DRUID SPELLS

4TH-LEVEL DRUID SPELL

Sheltered Vitality: Subject gains immunity to fatigue, exhaustion, ability damage, and ability drain.

8TH-LEVEL DRUID SPELL

Spark of Life: Undead creature loses most immunities.

9TH-LEVEL DRUID SPELL

Death Ward, Mass: As *death ward*, but more targets.

PALADIN SPELLS

3RD-LEVEL PALADIN SPELL

Undead Bane Weapon: Weapon gains undead bane property and is considered good-aligned.

SORCERER/ WIZARD SPELLS

1ST-LEVEL SORCERER/WIZARD SPELLS

Abjur **Ectoplasmic Armor:** Gain +6 armor bonus against incorporeal touch attacks.

Conj **Summon Undead I**[F]: Summons undead to fight for you.

Necro **Necrotic Awareness**[F]: Sense encysted subjects.

2ND-LEVEL SORCERER/WIZARD SPELLS

Conj **Summon Undead II**[F]: Summons undead to fight for you.

Evoc **Blade of Pain and Fear:** Creates blade of gnashing teeth.

Trans **Ghost Touch Armor:** Armor works normally against incorporeal attacks.

Necro **Ghoul Glyph:** Glyph wards area, paralyzes victims.
Necrotic Cyst[F]: Encyst undead sac of tissue in subject.
Necrotic Scrying[F]: Hear or see encysted subject at a distance.
Spawn Screen: You resist being transformed into an undead spawn if slain.

3RD-LEVEL SORCERER/WIZARD SPELLS

Abjur **Ectoplasmic Feedback:** Incorporeal attackers take 1d6 damage.

Conj **Summon Undead III**[F]: Summons undead to fight for you.

Necro **Incorporeal Enhancement:** Grant bonuses to incorporeal undead.
Necrotic Bloat[F]: Encysted subject takes 1d6 damage/level.

4TH-LEVEL SORCERER/WIZARD SPELLS

Conj **Bloodstar**[M]: Hovering construct wounds foe each time foe is damaged.
Summon Undead IV[F]: Summons undead to fight for you.

Necro **Necrotic Domination**[F]: Completely control encysted subject.

5TH-LEVEL SORCERER/WIZARD SPELLS

Conj **Summon Undead V**[F]: Summons undead to fight for you.

Necro **Haunt Shift:** Turn corporeal and incorporeal undead into haunting presences.
Kiss of the Vampire[M]: You gain vampirelike supernatural abilities, but are vulnerable to attacks that harm undead.
Necrotic Burst[F]: Encysted subject killed, cyst begins to roam.
Night's Caress: Touched foe take 1d6 points of damage per level plus 1d6+2 Con damage.

6TH-LEVEL SORCERER/WIZARD SPELLS

Necro **Ghoul Gauntlet:** Convert victim to a ghoul under your control.
Incorporeal Nova: Destroy incorporeal undead.
Necrotic Eruption[F]: Encysted subject killed, those nearby damaged and possibly encysted.
Revive Undead[M]: Restores undeath to undead that was destroyed up to 1 day/level ago.
Spectral Touch: Your touch bestows one negative level per round.

7TH-LEVEL SORCERER/WIZARD SPELLS

Abjur **Ghost Trap:** Incorporeal creatures turn corporeal.

Necro **Avasculate:** Reduce foe to 0 hp and stun foe for 1 round by purging blood vessels.
Awaken Undead[X]: Grant sentience to otherwise mindless undead.
Energy Ebb: Give subject one negative level/round for 1 round/level.
Necrotic Tumor[F]: Permanently control encysted subject.

8TH-LEVEL SORCERER/WIZARD SPELLS

Necro **Avascular Mass:** Reduce foe to 0 hp and stun foe for 1 round by purging blood vessels, which can trap creatures in 20-ft. radius from victim.
Necrotic Empowerment[F]: Draw personal vigor from mother cyst.
Veil of Undeath[M]: You gain undead traits.

Trans **Ghostform:** You assume incorporeal form and gain some incorporeal traits and bonuses.

9TH-LEVEL SORCERER/WIZARD SPELLS

Necro **Necrotic Termination**[F X]: Permanently eliminates encysted subject.
Plague of Undead[M]: Animates horde of undead.

SPELLS

The spells herein are presented in alphabetical order (with the exception of those whose names begin with "greater," "lesser," or "mass;" see Order of Presentation on page 181 of the *Player's Handbook*.

AVASCULAR MASS

Necromancy [Death, Evil]
Level: Deathbound 8, sorcerer/wizard 8
Components: V, S
Casting Time: 1 standard action
Range: Close (25 ft. + 5 ft./2 levels)
Effect: Ray
Duration: See text
Saving Throw: Fortitude partial and Reflex negates; see text
Spell Resistance: Yes

You shoot a ray of necromantic energy from your outstretched hand, causing any living creature struck by the ray to violently purge blood vessels through its skin. You must succeed on a ranged touch attack to touch the subject. If the touch attack is successful, the subject loses half its hit points (rounded down) and is stunned for 1 round. On a successful Fortitude saving throw, the subject is not stunned.

The purged blood vessels are magically animate, creating a many-layered mass of magically strong, adhesive tissue that trap those caught in them. The avascular mass instantaneously erupts from the target, and must be anchored on last least two opposed points—such as floor and ceiling or opposite walls—or else the mass collapses and has no effect. Creatures caught within a 20-foot-radius avascular mass become entangled. The original target of the spell is automatically entangled.

An entangled creature takes a –2 penalty on attack rolls, a –4 penalty to effective Dexterity, and can't move. An entangled character who attempts to cast a spell must make a Concentration check or lose the spell. Because the avascular mass is magically animate, and gradually tightens on those it holds, the Concentration check DC is 30.

Anyone within 20 feet of the primary target when the spell is cast must make a Reflex save. If this save succeeds, the creature is not stuck in the avascular mass and is free to act, though moving may be a problem (see below). If the save fails, the creature is stuck. A stuck creature can break loose by spending 1 round and succeeding on a DC 25 Strength check or a DC 30 Escape Artist check. Once loose (either from making the initial Reflex save or a later Strength check or Escape Artist check), a creature may progress through the writhing blood vessels very slowly. Each round devoted to moving allows the creature to make a new Strength check or Escape Artist check. The creature moves 5 feet for each full 5 points by which the check result exceeds 10.

If you have at least 5 feet of avascular mass between you and an opponent, it provides cover. If you have at least 20 feet of avascular mass between you, it provides total cover.

When the secondary duration elapses, the blood vessel mass becomes only so much limp, decaying tissue.

AVASCULATE

Necromancy [Death, Evil]
Level: Deathbound 7, sorcerer/wizard 7
Components: V, S
Casting Time: 1 standard action
Range: Close (25 ft. + 5 ft./2 levels)
Effect: Ray
Duration: Instantaneous
Saving Throw: Fortitude partial
Spell Resistance: Yes

You shoot a ray of necromantic energy from your outstretched hand, causing any living creature struck by the ray to violently purge blood or other vital fluids through its skin. You must succeed on a ranged touch attack to affect the subject. If successful, the subject is reduced to half of its current hit points (rounded down) and stunned for 1 round. On a successful Fortitude saving throw, the subject is not stunned.

AWAKEN UNDEAD

Necromancy [Evil]
Level: Deathbound 6, sorcerer/wizard 7
Components: M, S, V, XP
Casting Time: 1 standard action
Range: Close (25 ft. + 5 ft./2 levels)
Targets: All mindless undead within a circle 25 ft. in radius + 5 ft./2 levels
Duration: Permanent (D)
Saving Throw: None (harmless)
Spell Resistance: Yes (harmless)

This spell grants intelligence to mindless undead such as skeletons and zombies. Undead with Intelligence scores are unaffected. Mindless undead within the radius gain Intelligence 4+1d6. Undead cannot gain more intelligence than typical of their original kind. A skeletal dog simply has Intelligence 2, while a skeletal orc makes the die roll but can't have more than Intelligence 8. Undead do not regain any skills or feats they had in life.

Undead regain the armor and weapon proficiencies they had in life (assume the undead were formerly warriors unless your DM specifies otherwise) and will don armor and take up weapons while obeying your commands. A zombie fighter can wear any armor and wield any simple or martial weapon, while a zombie warhorse can wear any armor.

Undead also regain any extraordinary abilities they had in life, such as poison or scent.

Awakened undead gain a +2 profane bonus on their Will saving throws to resist *control undead*. Awakened undead also gain +2 turn resistance (or retain their own turn resistance, if any, and if it is better than +2).

Material Component: A humanoid fingerbone.

XP Cost: 200 XP.

BITE OF THE KING

Necromancy
Level: Hunger 8
Components: V
Casting Time: 1 standard action
Range: Touch
Target: Living creature whose size does not exceed caster's
Duration: 1 round/level
Saving Throw: Fortitude negates
Spell Resistance: Yes

On your successful melee touch attack, a target that fails its saving throw is subject to being swallowed whole. To the observer, it appears as if your maw suddenly opens many times its normal size, after which the victim is engulfed. Your maw immediately returns to its natural size.

Of the victim, there is no visible sign—the swallowed subject exists in in a temporary "stomach" dimension. The swallowed victim takes 2d8+12 points of bludgeoning damage plus 12 points of acid damage per round while in the stomach dimension. A swallowed crea-

ture can cut its way out by using a light slashing or piercing weapon to deal 35 points of damage to the stomach dimension (AC 21). A creature that successfully exits appears to cut its way free from thin air, appearing in a space adjacent to the caster.

Each time you cast this spell, you create a separate temporary stomach dimension.

BLADE OF PAIN AND FEAR

Evocation
Level: Assassin 2, blackguard 1, cleric 2, Deathbound 2, sorcerer/wizard 2
Components: V, S, DF
Casting Time: 1 standard action
Range: 0 ft.
Effect: Swordlike column of gnashing teeth
Duration: 1 min./level (D)
Saving Throw: Will partial
Spell Resistance: Yes

Blade of pain and fear

A 3-foot-long column of disembodied gnashing teeth springs forth from your hand, screaming and chanting with unholy vigor. You make melee touch attacks with this *blade of pain and fear.* The blade deals 1d6 points of damage +1 point per two caster levels (maximum +10). Your Strength modifier does not apply to the damage. A creature that you successfully deal damage to must also make a saving throw or become frightened.

BLOODSTAR

Conjuration (Creation)
Level: Sorcerer/wizard 4
Components: V, S, M
Casting Time: 1 standard action
Range: Medium (100 ft. + 10 ft./level)
Effect: A bloodstar
Duration: 1 round/level
Saving Throw: Fortitude negates
Spell Resistance: Yes

You create a magical construct called a bloodstar that shoots from your hand and hovers in the air anywhere within the limit of your range (each round, you can move the bloodstar anywhere within range with a standard action spent concentrating on the new position). The bloodstar pulses with ruby light (providing illumination in a 20-foot radius). It has hardness 10 and 20 hit points. Any creature you initially designate within 10 feet of the bloodstar that takes damage from any source must make a saving throw. On a failed save, the victim takes 1 point of Constitution damage. Each time a victim or victims are damaged, a new save is allowed. The blood appears to stream from the wound to the pulsing bloodstar.

Material Component: A ruby worth at least 30 gp.

CHILL OF THE GRAVE

Necromancy
Level: Deathbound 1
Components: V, S
Casting Time: 1 standard action
Range: Close (25 ft. + 5 ft./2 levels)
Effect: Ray
Duration: Instantaneous
Saving Throw: None
Spell Resistance: Yes

A pale ray erupts from your pointing finger. You must succeed on a ranged touch attack with the ray to affect a target. The target takes 1d10 points of cold damage. This damage increases to 2d10 at caster level 4, 3d10 at caster level 7th, and 4d10 at caster level 10th.

CLUTCH OF ORCUS

Necromancy [Evil]
Level: Cleric 3
Components: V, S
Casting Time: 1 standard action
Range: Medium (100 ft. + 10 ft./level)
Target: One humanoid
Duration: Concentration
Saving Throw: Fortitude negates
Spell Resistance: Yes

Magical force grips the subject's heart (or similar vital organ) and begins crushing it. The victim reacts as if having a heart attack (it is paralyzed) and takes 1d3 points of damage per round. Concentration is required to maintain the spell each round. A conscious victim gains a new saving throw each round to end the spell. If the victim dies as a result of this spell, its smoking heart appears in the caster's hand.

CONSUMPTIVE FIELD

Necromancy [Death, Evil]
Level: Cleric 4
Components: V, S
Casting Time: 1 standard action
Range: Personal
Area: 30-ft.-radius spherical emanation, centered on you
Duration: 1 round/level
Saving Throw: Will negates
Spell Resistance: Yes

You draw forth the ebbing life force of all nearby badly wounded creatures and use it to fuel your own power. Upon casting this spell, you radiate a consumptive death field. All creatures in the area with fewer than 0 hit points that fail their saving throws die, and you gain 1d8 temporary hit points per death caused by this spell and +2 Strength until the spell's duration expires.

Additionally, your effective caster level goes up by 1 per death caused by this spell, to a maximum of 1/2 your original caster level, improving spell effects that are dependent on caster level. (This increase in effective caster level does not grant you access to more spells.)

Creatures that fall to –1 hit points or lower in the area after the spell is cast are likewise subject to its effect.

No creature can be affected by this spell more than once per casting, regardless of the number of times that the area of the spell passes over them.

CONSUMPTIVE FIELD, GREATER

Necromancy [Death, Evil]
Level: Cleric 7

This spell functions like *consumptive field,* except that the field affects all creatures in the area with 9 hit points or fewer that fail their saving throw die, and creatures that fall to 9 hit points or lower in the area after the spell is cast are likewise subject to its effect.

DEATH WARD, MASS

Necromancy
Level: Cleric 8, druid 9
Range: Close (25 ft. + 5 ft./2 levels)
Targets: One creature/level, no two of which can be more than 30 ft. apart

This spell functions like *death ward* (see page 217 of the *Player's Handbook*), except as noted above.

Illus. by W. England

ECTOPLASMIC ARMOR

Abjuration
Level: Sorcerer/wizard 1
Components: V
Casting Time: 1 standard action
Range: Personal
Target: You
Duration: 1 hour/level (D)

You gain a +5 armor bonus to AC, with an additional +1 to the bonus for every four caster levels you have (maximum +9 bonus at 16th level). This armor bonus applies only against incorporeal touch attacks. All other attacks ignore the armor bonus from *ectoplasmic armor.*

ECTOPLASMIC FEEDBACK

Abjuration
Level: Sorcerer/wizard 3
Components: V, S
Casting Time: 1 standard action
Range: Personal
Target: You
Duration: 1 min./level (D)

A sheath of energy that reacts to incorporeal touch attacks protects you. Any creature that hits you with an incorporeal touch attack takes 1d6 points of force damage +1 point per caster level (maximum +10). If the attacker has spell resistance, it applies to this effect.

ENERGY EBB

Necromancy [Evil]
Level: Cleric 7, sorcerer/wizard 7
Duration: 1 round/level
Saving Throw: Fortitude negates; see text

This spell functions like *enervation* (see page 226 of *Player's Handbook*), except the creature struck gains negative levels over an extended period.

You point your finger and utter the incantation, releasing a black needle of crackling negative energy that suppresses the life force of any living creature it strikes. You must make a ranged touch attack to hit. If the attack succeeds, the subject initially gains one negative level, then continues to gain another negative level each round thereafter as her life force slowly bleeds away. The drain can only be stopped by a successful Heal check (DC 23) or the application of a *heal, restoration* or *greater restoration* spell.

If the black needle strikes an undead creature, that creature gains 4d4×5 temporary hit points that last for up to 1 hour.

EYES OF THE KING

Conjuration (Summoning)
Level: Hunger 6
Components: V, S, M
Casting Time: 1 minute
Range: Unlimited
Effect: Magical sensor
Duration: Concentration + 5 rounds, up to 1 min./level (D)
Saving Throw: None
Spell Resistance: No

Eyes of the king

Illus. by D. Martin

You summon four fiendish dire bats blazing with ghoul-green light. Similar information-gathering servitors always accompany Doresain, the King of the Ghouls.

The bats, called eyes of the king, send you visual information. You can summon the *eyes of the king* at any point you can see, but they can then travel outside your line of sight without hindrance. Even while outside your line of sight, they follow your mental directions on where to explore. The *eyes of the king* travel together, never separating by more than 40 feet. *Eyes of the king* travel at 40 feet per round (400 feet per minute) if viewing an area ahead as a human would (primarily looking at the floor) or 10 feet per round (100 feet per minute) if examining the ceiling and walls as well as the floor ahead. They use their own senses to view their surroundings, including blindsense, which you also benefit from. The *eyes of the king* can travel in any direction as long as the spell lasts.

You must concentrate to use *eyes of the king.* If you do not concentrate, the bats move to attack the closest active creature. Once concentration lapses, the spell ends 5 rounds later.

Material Component: A bit of bat fur.

FANGS OF THE VAMPIRE KING

Transmutation [Evil]
Level: Assassin 3, blackguard 3, Deathbound 3
Components: V, S, M
Casting Time: 1 standard action
Range: Personal
Target: You
Duration: 1 min./level

You grow vampirelike fangs that allow you to make bite attacks with an attack bonus of +10 plus your Strength modifier. Your bite attack deals 1d6 points of damage and 1 point of Constitution damage. If you make a full attack with other weapons, you can also make a bite attack as a secondary attack (–5 to hit).

FIELD OF GHOULS

Necromancy [Death, Evil]
Level: Hunger 7
Components: V, S
Casting Time: 1 standard action
Range: Personal
Targets: 30-ft.-radius spherical emanation, centered on you
Duration: 1 round/level
Saving Throw: Will negates
Spell Resistance: Yes

You transform the ebbing life force of all nearby badly wounded creatures and use it to create ghouls. Upon casting this spell, you radiate a necroconsumptive death field. All creatures in the area with fewer than 0 hit points that fail their saving throws die, and immediately rise as ghouls under your control. The

ghouls follow you, or can remain where formed and attack any creature (or just a specific kind of creature) the ghoul notices. The ghouls remain until they are destroyed.

The ghouls that you create remain under your control indefinitely. No matter how many ghouls you generate with this spell, however, you can control only 2 HD worth of undead creatures per caster level (this includes undead from all sources under your control). If you exceed this number, all the newly created creatures fall under your control, and any excess undead from previous castings become uncontrolled (you choose which creatures are released). If you are a cleric, any undead you might command by virtue of your power to command or rebuke undead do not count toward the limit.

Creatures that fall to –1 hit points or fewer in the area after the spell is cast are likewise subject to its effect.

No creature can be affected by this spell more than once per round, regardless of the number of times that the area of the spell passes over them.

GHOST TOUCH ARMOR

Transmutation
Level: Cleric 2, sorcerer/wizard 2
Components: V, S, M
Casting Time: 1 standard action
Range: Touch
Target: Armor of creature touched
Duration: 1 min./level
Saving Throw: Will negates (harmless)
Spell Resistance: Yes (harmless)

The subject's armor gains the *ghost touch* property.

Material Component: A tiny shield made of resin.

GHOST TOUCH WEAPON

Transmutation
Level: Cleric 4
Components: V, S
Casting Time: 1 standard action
Range: Close (25 ft. + 5 ft./2 levels)
Target: One weapon or fifty projectiles (all of which must be in contact with each other at the time of casting)
Duration: 10 min./level
Saving Throw: Will negates (harmless, object)
Spell Resistance: Yes (harmless, object)

Ghost touch weapon makes a weapon magically capable of dealing damage normally to incorporeal creatures, regardless of its enhancement bonus. (An incorporeal creature's 50% chance to avoid damage does not apply to attacks made with weapons under the effect of this spell.) A ranged weapon affected by this spell does not bestow the ability on its ammunition.

The weapon can be picked up and moved by an incorporeal creature at any time. A manifesting ghost can wield the weapon against corporeal foes. Essentially, a weapon under the effect of this spell counts as either corporeal or incorporeal at any given time, whichever is more beneficial to the wielder.

GHOST TRAP

Abjuration
Level: Cleric 6, sorcerer/wizard 7
Components: V, S
Casting Time: 1 standard action
Range: Personal
Target: You
Duration: 1 min./level (D)

You are surrounded by a field of energy that negates incorporealness. The radius of the field is 5 feet per caster level. All incorporeal creatures in this field become corporeal. Creatures cannot turn ethereal while in this area, and ethereal creatures cannot become nonethereal while in this field.

GHOSTFORM

Transmutation
Level: Sorcerer/wizard 8
Components: V, S
Casting Time: 1 standard action
Range: Personal
Target: You
Duration: 1 round/level (D)

You assume a visible, incorporeal form like that of a manifesting ghost. You have no physical body while in this state. You can be harmed only by other incorporeal creatures, magic weapons or creatures that strike as magic weapons, and spells, spell-like abilities, or supernatural abilities. You are immune to all nonmagical attack forms. Even when hit by spells or magic weapons, you have a 50% chance to ignore any damage from a corporeal source (except for positive energy, negative energy, force effects such as *magic missile*, or attacks made with ghost touch weapons). Nondamaging spell effects affect you normally unless they require corporeal targets to function (such as *implosion*) or they create a corporeal effect that incorporeal creatures would normally be unaffected by (such as a *web* or *wall of stone* spell).

As an incorporeal creature, you have no natural armor bonus but have a deflection bonus equal to your Charisma bonus (always at least +1, even if your Charisma score does not normally provide a bonus).

You can enter or pass through solid objects while in *ghostform*, but you must remain adjacent to the object's exterior, and so cannot pass entirely through an object whose space is larger than your own. You can sense the presence of creatures or objects within a square adjacent to your current location, but enemies have total concealment (50% miss chance) from you while you are inside an object. In order to see farther from the object you are in and attack normally, you must emerge. While inside an object, you have total cover, but when you attack a creature outside the object you have cover only, so a creature outside with a readied action could strike at you as you attack. You cannot pass through a force effect.

While under the effect of *ghostform*, your attacks pass through (ignore) natural armor, armor, and shields, although deflection bonuses and force effects (such as *mage armor*) work normally against you. Your nonmagical attacks have no effect on corporeal targets, and any attack you make with a magic weapon against a corporeal target has a 50% miss chance, except for attacks you make with a ghost touch weapon, while are made normally (no miss chance). Spells you cast while in *ghostform* affect corporeal targets normally, including spells that require you to make an attack roll (such as rays or melee touch spells). You can pass through and operate in water as easily as you do in air. You cannot fall or take falling damage. You cannot make trip or grapple attacks, nor can you be tripped or grappled. In fact, you cannot take any physical action that would move or manipulate an opponent or its equipment, nor are you subject to such actions. You have no weight while in *ghostform* and do not set off traps that are triggered by weight.

You move silently and cannot be heard with Listen checks if you don't wish to be while in *ghostform*. You have no Strength

score while incorporeal, so your Dexterity modifier applies to both your melee attacks and ranged attacks. Nonvisual senses, such as scent and blindsight, are either ineffective or only partly effective with regard to you. You have an innate sense of direction and can move at full speed even when you cannot see.

GHOUL GAUNTLET

Necromancy [Death, Evil]
Level: Hunger 5, sorcerer/wizard 6
Components: V, S
Casting Time: 1 standard action
Range: Touch
Target: One living creature
Duration: Instantaneous
Saving Throw: Fortitude negates
Spell Resistance: Yes

Your touch gradually transforms a living victim into a ravening, flesh-eating ghoul. The transformation process begins at the limb or extremity (usually the hand or arm) touched. The victim takes 3d6 points of damage per round while the body slowly dies as it is transformed into a ghoul's cold, undying flesh. When the victim reaches 0 hit points, she becomes a ghoul, body and mind.

If the victim fails her initial saving throw, *cure disease, dispel magic, heal, limited wish, miracle, Mordenkainen's disjunction, remove curse, wish,* or *greater restoration* negates the gradual change. Healing spells may temporarily prolong the process by increasing the victim's hit points, but the transformation continues unabated.

The ghoul that you create remains under your control indefinitely. No matter how many ghouls you generate with this spell, however, you can control only 2 HD worth of undead creatures per caster level (this includes undead from all sources under your control). If you exceed this number, all the newly created creatures fall under your control, and any excess undead from previous castings become uncontrolled (you choose which creatures are released). If you are a cleric, any undead you might command by virtue of your power to command or rebuke undead do not count toward the limit.

GHOUL GESTURE

Necromancy
Level: Hunger 3
Components: V, S, M
Casting Time: 1 standard action
Range: Medium (100 ft. + 10 ft./level)
Effect: Ray
Duration: 1 round/level
Saving Throw: Fortitude partial
Spell Resistance: Yes

A green ray stabs from your pointing finger. You must succeed on a ranged touch attack with the ray to affect a target. A subject that is successfully targeted must make a Fortitude save or be paralyzed for the duration of the spell.

A subject of the ray that succeeds on its Fortitude save is instead sickened. A *neutralize poison* spell removes the effect from a sickened creature, and creatures immune to poison are unaffected by the stench.

Material Component: A small scrap of cloth taken from clothing worn by a ghoul, or a pinch of earth from a ghoul's lair.

GHOUL GLYPH

Necromancy
Level: Hunger 2, sorcerer/wizard 2
Components: V, S, M
Casting Time: 1 minute
Range: Touch
Effect: One ghoul glyph that must fit within a 1-ft. square
Duration: Permanent until discharged
Saving Throw: Fortitude partial
Spell Resistance: Yes

You inscribe a glyph that paralyzes any living creature of Large or smaller size that enters, passes, or opens the warded area. You can scribe the glyph to be visible as faintly glowing lines, or invisible. You can inscribe a *ghoul glyph* on a portable object, but if the object is moved more than 5 feet, the glyph fades.

Conditions for triggering a *ghoul glyph* are stringent. It takes effect on any creature except yourself that moves to or within 2 feet of it. It affects invisible creatures normally but is not triggered by those that travel past it ethereally. Only a single *ghoul glyph* can be inscribed in a 5-foot square.

Ghoul glyphs cannot be affected or bypassed by such means as physical or magical probing, though they can be dispelled. *Mislead* and *nondetection* can fool a *ghoul glyph*.

Read magic allows identification of a *ghoul glyph* with a successful DC 13 Spellcraft check, if the glyph is noticed before it is activated. A rogue (only) can use the Search skill to find a *ghoul glyph* and Disable Device to thwart it. The DC in each case is 27.

When a glyph is activated, the subject is paralyzed for 1d6+2 rounds. Additionally, if the subject fails his Fortitude save, the paralyzed subject exudes a carrion stench that causes retching and nausea in a 10-foot radius. Those in the radius must make a Fortitude save or take a –2 penalty on all attack rolls, weapon damage rolls, saving throws, skill checks, and ability checks until the spell ends.

Material Component: You trace the glyph with earth from a ghoul's lair.

GHOUL LIGHT

Necromancy
Level: Hunger 1
Components: V, S, M
Casting Time: 1 standard action
Range: Touch
Target: Object touched
Effect: Magical, heatless green flame
Duration: 10 min./level
Saving Throw: None
Spell Resistance: No

A sickly green flame, equivalent in brightness to a torch, springs forth from an object that you touch. The effect looks like a regular flame, except for its green hue, but it creates no heat and doesn't use oxygen. *Ghoul light* can be covered and hidden, but not smothered or quenched.

All undead within 30 feet of a source of *ghoul light* gain +1 turn resistance. Multiple *ghoul light* sources do not stack.

Darkness spells of 2nd level or lower can counter *ghoul light*.

Material Component: A bit of rendered fat.

HAUNT SHIFT

Necromancy
Level: Cleric 5, sorcerer/wizard 5
Components: V, S, M
Casting Time: 1 standard action
Range: Medium (100 ft. + 10 ft./level)
Targets: Undead creatures within a 40-ft.-radius burst
Duration: Instantaneous
Saving Throw: Will negates
Spell Resistance: Yes

Haunt shift translates corporeal and incorporeal undead into haunting presences (see page 6). The spell converts 1d4 HD worth of undead creatures per caster level (maximum 20d4). Undead creatures with the fewest HD are affected first;

among creatures with equal HD, those that are closest to the burst's point of origin are affected first. No creature of 9 or more HD can be affected, and Hit Dice that are not sufficient to affect a creature are wasted.

Material Component: A pinch of powdered skull.

INCORPOREAL ENHANCEMENT

Necromancy [Evil]
Level: Sorcerer/wizard 3
Components: V, S, M
Casting Time: 1 full round
Range: Close (25 ft. + 5 ft./2 levels)
Target: One incorporeal undead/level
Duration: 24 hours
Saving Throw: None
Spell Resistance: No

The undead affected by this spell gain a +1 deflection bonus to Armor Class, +1d8 bonus hit points, a +1 enhancement bonus on attack rolls, and a +2 bonus to turn resistance. Each of these enhancements doubles for every five caster levels, so that a 20th-level caster grants undead +4 to AC, +4d8 bonus hit points, +4 on attack rolls and +8 to turn resistance.

INCORPOREAL NOVA

Necromancy [Death]
Level: Cleric 5, sorcerer/wizard 6
Components: V, S
Casting Time: 1 standard action
Range: Medium (100 ft. + 10 ft./level)
Area: Incorporeal or gaseous creatures within a 50-ft.-radius burst
Duration: Instantaneous
Saving Throw: Will negates
Spell Resistance: Yes

A nova of dissolution dissipates the immaterial bodies of incorporeal and gaseous creatures, destroying them instantly.

The spell destroys 1d4 HD worth of creatures per caster level (maximum 20d4). Usually, creatures such as shadows, wraiths, spectres, ghosts, and similar creatures are destroyed, though vampires and living creatures in gaseous form are also affected, as well as other incorporeal creatures. Creatures with the fewest HD are affected first; among creatures with equal HD, those that are closest to the point of origin of the burst are affected first. No creature with 9 or more HD is affected, and HD that are not sufficient to affect a creature are wasted.

KISS OF THE VAMPIRE

Necromancy
Level: Sorcerer/wizard 5
Components: V, S, M
Casting Time: 1 standard action
Range: Personal
Target: You
Duration: 1 round/level

You draw upon the powers of unlife to give yourself abilities similar to those of a vampire. You become gaunt and pale with feral, red eyes, and you gain the following supernatural abilities.

- *enervation* (as a melee touch attack)
- *vampiric touch* (as a melee touch attack)
- *charm person*
- *gaseous form* (self only)
- damage reduction 10/magic

While you are using this spell, *inflict* spells heal you and *cure* spells hurt you. You are treated as if you were undead for the purpose of all spells and effects. A successful turn (or rebuke) attempt against an undead of your Hit Dice requires you to make a Will saving throw (DC 10 + cleric's Cha modifier) or be panicked (or cowering) for 10 rounds. A turn attempt that would destroy (or command) undead of your Hit Dice requires you to make a Will save (DC 15 + cleric's Cha modifier) or be stunned (or charmed as by *charm monster*) for 10 rounds.

Any charm effect you create with this spell ends when the spell ends, but all other effects remain until their normal duration expires.

Material Component: A black onyx worth at least 50 gp that has been carved with the image of a fang-mouthed face.

NECROTIC AWARENESS

Necromancy
Level: Cleric 1, sorcerer/wizard 1
Components: V, S, F
Casting Time: 1 standard action
Range: 60 ft.
Area: Cone-shaped emanation
Duration: Concentration, up to 1 min./level (D)
Saving Throw: None
Spell Resistance: No

You can sense the presence of creatures who bear a necrotic cyst (see spell of the same name). The amount of information revealed depends on how long you remain within range of a creature that triggers your cyst awareness:

1st Round: Presence or absence of creatures with necrotic cysts.

2nd Round: Number of creatures bearing necrotic cysts in the area.

3rd Round: The location of each creature bearing a necrotic cyst. If a cyst-bearer is outside your line of sight, then you discern its direction but not its exact location.

Focus: Caster must possess a mother cyst (see page 28).

NECROTIC BLOAT

Necromancy [Evil]
Level: Cleric 3, sorcerer/wizard 3
Components: V, S, F
Casting Time: 1 standard action
Range: Medium (100 ft. + 10 ft./level)
Target: Living creature with necrotic cyst
Duration: Instantaneous
Saving Throw: None
Spell Resistance: No

You cause the cyst of a subject already harboring a necrotic cyst (see spell of the same name) to pulse and swell. This agitation of the necrotic cyst tears living tissue and expands the size of the cyst, dealing massive internal damage to the subject. The subject takes 1d6 points of damage per level (maximum 10d6), and half the damage is considered vile damage (introduced in *Book of Vile Darkness*) because the cyst expands to envelop the newly necrotized tissue. The cyst is reduced to its original size when the vile damage is healed. Vile damage can only be healed by magic cast within the area of a *consecrate* or *hallow* spell (or an area naturally consecrated or hallowed). Points of vile damage represent such an evil violation to a character's body or soul that only in a holy place, with holy magic, can the damage be repaired.

Focus: Caster must possess a mother cyst (see page 28).

NECROTIC BURST

Necromancy [Evil]
Level: Cleric 5, sorcerer/wizard 5
Components: V, S, F
Casting Time: 1 standard action
Range: Medium (100 ft. + 10 ft./level)
Target: Living creature with necrotic cyst
Duration: Instantaneous
Saving Throw: Fortitude partial
Spell Resistance: No

You cause the cyst of a subject already harboring a necrotic cyst (see spell of the same name) to explosively enlarge itself at the expense of the subject's body tissue. If the subject succeeds on her saving throw, she takes 1d6 points of damage per level (maximum 15d6), and half the damage is considered vile damage (see *necrotic bloat*). The subject's cyst-derived saving throw penalty against effects from the school of necromancy applies.

If the subject fails her saving throw, the cyst expands beyond control, killing the subject. On the round following the subject's death, the cyst exits the flesh of the slain subject as a free-willed undead called a skulking cyst (see page 120). The skulking cyst is formed from the naked organs of the subject (usually the intestines, but also including a mass of blood vessels, the odd bone or two, and sometimes even half the lolling head).

Focus: Caster must possess a mother cyst (see page 28).

NECROTIC CYST

Necromancy [Evil]
Level: Cleric 2, sorcerer/wizard 2
Components: V, S, F
Casting Time: 1 standard action
Range: Touch
Target: Living creature touched
Duration: Instantaneous
Saving Throw: Fortitude negates
Spell Resistance: Yes

The subject develops an internal spherical sac that contains fluid or semisolid necrotic flesh. The internal cyst is noticeable as a slight bulge on the subject's arm, abdomen, or face (wherever you chose to touch the target) or it is buried deeply enough in the flesh of your target that it is not immediately obvious—the subject may not realize what was implanted within her.

From now on, undead foes and necromantic magic are particularly debilitating to the subject—the cyst enables a sympathetic response between free-roaming external undead and itself. Whenever the victim is subject to a spell or effect from the school of necromancy, she makes saving throws to resist at a –2 penalty. Whenever the subject is dealt damage by the natural weapon of an undead (claw, bite, or other attack form), she takes an additional 1d6 points of damage.

Victims who possess necrotic cysts may elect to have some well-meaning chirurgeon remove them surgically. The procedure is a bloody, painful process that incapacitates the subject for 1 hour on a successful DC 20 Heal check, and kills the subject with an unsuccessful Heal check. The procedure takes 1 hour, and the chirurgeon can't take 20 on the check.

Protection from evil or a similar spell prevents the necrotic cyst from forming. Once a necrotic cyst is implanted, spells that manipulate the cyst and its bearer are no longer thwarted by *protection from evil*.

Focus: Caster must possess a mother cyst (see page 28).

NECROTIC DOMINATION

Necromancy [Evil]
Level: Cleric 4, sorcerer/wizard 4
Components: V, S, F
Target: Living creature with necrotic cyst

This spell functions like *dominate person* (see page 224 of the *Player's Handbook*), except you can dominate any humanoidthat harbors a necrotic cyst.

Focus: Caster must possess a mother cyst (see page 28).

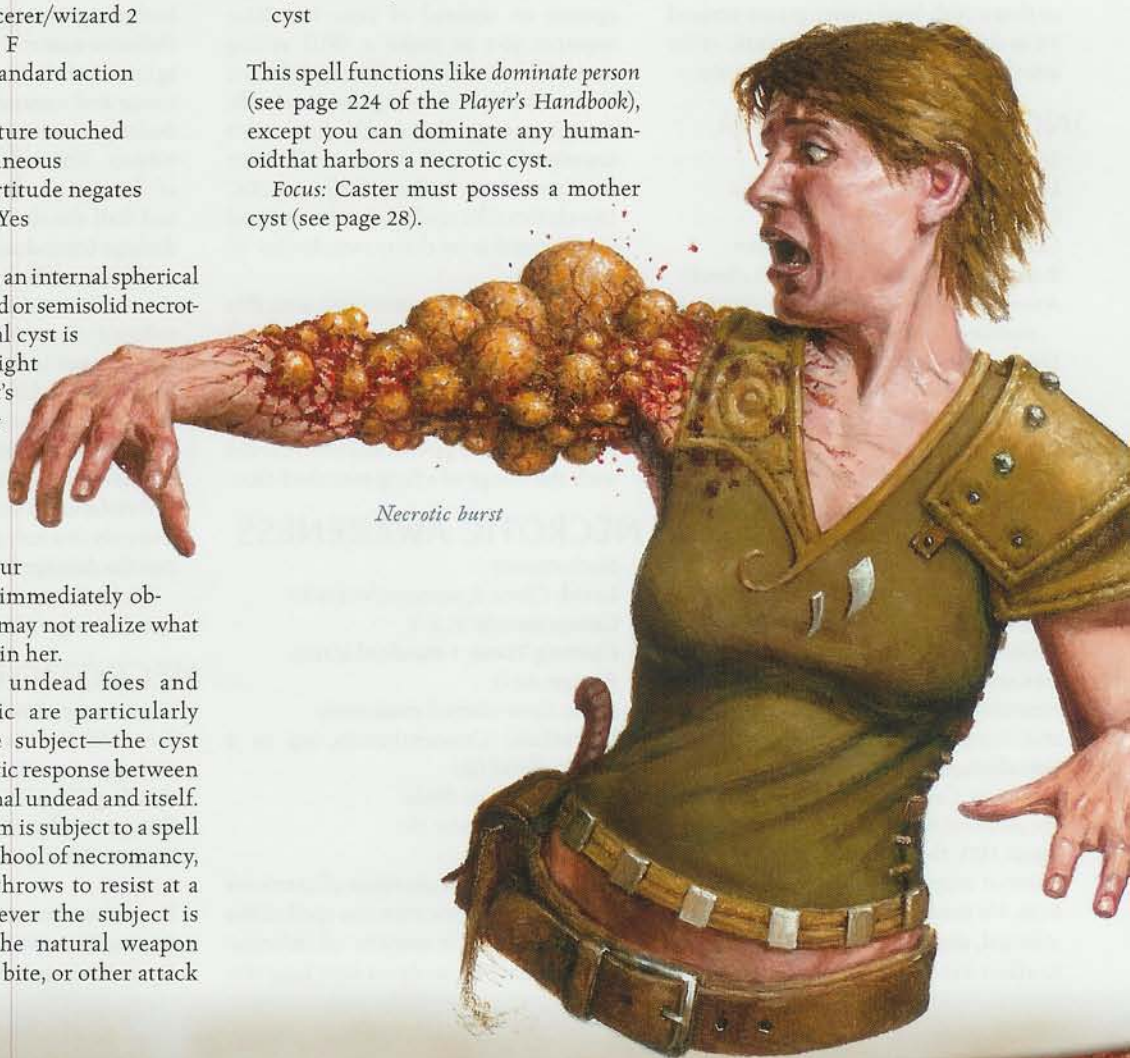
NECROTIC EMPOWERMENT

Necromancy [Evil]
Level: Cleric 8, sorcerer/wizard 8
Components: V, S, F
Casting Time: 1 standard action
Range: Personal
Target: You
Duration: 1 round/level

You call upon the mother cyst that your body hosts, drawing from it strength, vigor, speed, and vicious certainty. While the spell is in effect, you gain a +8 enhancement bonus to Dexterity, Intelligence, and Wisdom, a +8 natural armor bonus to Armor Class as your skin briefly crusts and hardens, a +5 competence bonus on Fortitude saves, and 100 temporary hit points.

While the empowerment lasts, you are unable to cast any other mother cyst feat-enabled spell.

Focus: Caster must possess a mother cyst (see page 28).



Necrotic burst

Illus. by S. Belledin

NECROTIC ERUPTION

Necromancy [Evil]
Level: Cleric 6, sorcerer/wizard 6
Components: V, S, F
Casting Time: 1 standard action
Range: Medium (100 ft. + 10 ft./level)
Target: Living creature with necrotic cyst and all creatures in 20 ft. radius spread
Duration: Instantaneous
Saving Throw: Fortitude partial
Spell Resistance: No

You cause the cyst of a subject already harboring a necrotic cyst (see spell of the same name) to explosively enlarge itself at the expense of the subject's body tissue, harming both the subject (and nearby creatures if the subject fails his save). If the subject succeeds on his saving throw, he takes 1d6 points of damage per level (maximum 15d6), and half the damage is considered vile damage (see *necrotic bloat*). The subject's cyst-derived saving throw penalty against effects from the school of necromancy applies.

If the subject fails his saving throw, the cyst expands beyond control, killing the subject. All creatures within 20 feet of the subject take 1d6 points of damage per level (maximum 15d6; Reflex half), and half the damage taken is considered vile damage. All creatures in range that take this secondary damage are also exposed to the effect of the base *necrotic cyst* spell. On the round following the subject's death, the cyst exits the flesh of the slain subject as a free-willed undead called a skulking cyst (see page 120).

Focus: Caster must possess a mother cyst (see page 28).

NECROTIC SCRYING

Necromancy [Evil]
Level: Cleric 2, sorcerer/wizard 2
Components: V, S, F
Casting Time: 1 standard action
Range: Unlimited
Effect: Cyst-bearer serves as magical sensor
Duration: 1 min./level (D)
Saving Throw: None
Spell Resistance: No

You can concentrate upon a specific individual who you believe to bear a necrotic cyst (see spell of the same name), and hear or see (your choice) almost as if you were there. Distance is not a factor, but the spell fails if the individual no longer bears the cyst or if the cyst bearer is no longer on the plane of existence you are currently occupying. If the chosen locale is magically dark, you see nothing. If it is naturally pitch black, you can see in a 10-foot radius around the center of the spell's effect. Lead sheeting or magical protection (such as *antimagic field, mind blank,* or *nondetection*) blocks the spell, and you sense that the spell is so blocked.

You may cast the following spells through *necrotic scrying: comprehend languages, magic mouth, message, read magic, tongues,* and *darkvision.*

Focus: Caster must possess a mother cyst (see page 28).

NECROTIC TUMOR

Necromancy [Evil]
Level: Cleric 7, sorcerer/wizard 7
Components: V, S, F
Casting Time: 1 standard action
Range: Medium (100 ft. + 10 ft./level)
Target: Living creature with necrotic cyst
Duration: One day/level or permanent
Saving Throw: Fortitude partial
Spell Resistance: No

You cause the cyst of a subject already harboring a necrotic cyst (see spell of the same name) to envelop a portion of the victim's brain. If the subject succeeds on his saving throw (the subject's cyst-derived saving throw penalty against effects from the school of necromancy applies), you may still influence him by suggesting a course of activity (limited to a sentence or two). The instruction must be worded in such a manner as to make the activity sound reasonable. Asking the creature to stab itself, throw itself onto a spear, immolate itself, or do some other obviously harmful act automatically negates the instruction. The instructed course of activity can continue for the entire duration. If the instructed activity can be completed in a shorter time, the instruction ends when the subject finishes what he was asked to do. You can instead specify conditions that trigger a special activity during the duration. If the condition is not met before the spell expires, the activity is not performed.

If the subject fails his saving throw, the cyst envelops a larger portion of the subject's higher brain, and you gain complete control of the actions of the subject permanently. You do not know what the subject is experiencing and share no special link with him. If a common language is shared, you can force the subject to perform as you desire, within the limits of his abilities. If no common language is shared, you can communicate only basic commands, such as "Come here," "Go there," "Fight," and "Stand still." A subject may resist this control, but the presence of his necrotic tumor on his brain stem ensures their loyalty. *Protection from evil* or a similar spell does not protect the subject from following your commands—the tumor is already inside him.

Focus: Caster must possess a mother cyst (see page 28).

NECROTIC TERMINATION

Necromancy [Evil]
Level: Cleric 9, sorcerer/wizard 9
Components: V, S, F, XP
Casting Time: 1 standard action
Range: Medium (100 ft. + 10 ft./level)
Target: Living creature with necrotic cyst
Duration: Instantaneous
Saving Throw: Fortitude partial
Spell Resistance: No

You cause the cyst of a subject already harboring a necrotic cyst (see spell of the same name) to physically and spiritually enlarge itself at the expense of the subject's body and soul. If the subject succeeds on her saving throw, she takes 1d6 points of damage per level (maximum 25d6), and half the damage is considered vile damage (see *necrotic bloat*). The subject's cyst-derived saving throw penalty against effects from the school of necromancy applies.

If the subject fails her saving throw, the cyst expands beyond control, killing the subject and digesting her soul. *Raise dead, resurrection, true resurrection, wish,* and *miracle* cannot return life to the subject once her soul is digested—she is gone forever. On the round following the subject's death, the cyst exits the flesh of the slain subject as a free-willed undead called a skulking cyst (see page 120).

Focus: Caster must possess a mother cyst (see page 28).

XP Cost: 1,000 XP.

NIGHT'S CARESS

Necromancy [Evil]
Level: Sorcerer/wizard 5
Components: V, S
Casting Time: 1 standard action

Range: Touch
Target: Creature touched
Duration: Instantaneous
Saving Throw: Fortitude partial
Spell Resistance: Yes

A touch from your hand, which sheds darkness like the blackest night, disrupts the life force of a living creature. Your touch deals 1d6 points of damage per caster level (max 15d6), and 1d6+2 points of Constitution damage. (A successful Fortitude saving throw negates the Constitution damage.)

The spell has a special effect on an undead creature. An undead touched by you takes no damage or Constitution loss, but it must make a successful Will saving throw or flee as if panicked for 1d4 rounds +1 round per caster level.

PLAGUE OF UNDEAD

Necromancy [Evil]
Level: Cleric 9, sorcerer/wizard 9
Components: V, S, M
Casting Time: 1 standard action
Range: Close (25 ft. + 5 ft./2 levels)
Targets: One or more corpses within range
Duration: Instantaneous
Saving Throw: None
Spell Resistance: No

This spell unleashes great necromantic power, raising a host of undead creatures. This spell turns the bones or bodies of dead creatures within the spell's range into undead skeletons or zombies that follow your spoken commands. The undead remain animated until destroyed (a destroyed skeleton or zombie can't be animated again).

Regardless of the specific numbers or kinds of undead created with this spell, you can't create more HD of undead with this spell than four times your caster level with a single casting of *plague of undead*.

The undead you create remain under your control indefinitely. No matter how many times you use this spell or *animate dead*, however, you can only control 4 HD worth of undead creatures per caster level. The limit imposed by this spell and the *animate dead* spell are the same, meaning that creatures you animate with either spell count against this limit. If you exceed this number, all the newly created creatures fall under your control and any excess undead from previous castings of this spell or *animate dead* become uncontrolled. Any time that this causes you to release only part of the undead that you control through this spell or *animate dead*, you choose which undead are released until the total HD of undead you control is equal to four times your caster level.

The bones and bodies required for this spell follow the same restrictions as *animate dead* (see page 199 of the *Player's Handbook*). All of the bones and bodies to be animated by this spell must be within range when the spell is cast.

Material Component: A black sapphire worth 100 gp or several black sapphires with total value of 100 gp.

PROTECTION FROM NEGATIVE ENERGY

Abjuration
Level: Cleric 3
Components: V, S
Casting Time: 1 standard action
Range: Touch
Target: Living creature touched
Duration: 10 min./level
Saving Throw: Will negates (harmless)
Spell Resistance: Yes (harmless)

The warded creature gains partial protection against negative energy effects. Subtract 10 from the hit point damage dealt by any negative energy effect (such as *inflict* spells) that affects the warded creature.

Negative energy effects that don't directly deal hit point damage (such as *energy drain*) affect the target normally.

PROTECTION FROM POSITIVE ENERGY

Abjuration
Level: Cleric 3
Components: V, S
Casting Time: 1 standard action
Range: Touch
Target: Undead creature touched
Duration: 10 min./level
Saving Throw: Will negates (harmless)
Spell Resistance: Yes (harmless)

The warded creature gains partial protection against positive energy effects. Subtract 10 from the hit point damage dealt by any positive energy effect (such as *cure* spells) that affects the warded creature.

Positive energy effects that wouldn't deal hit point damage to the target (such as turning attempts) affect the target normally.

RESTORATION, MASS

Conjuration (Healing)
Level: Cleric 8
Casting Time: 1 round
Range: Close (25 ft. + 5 ft./2 levels)
Targets: One creature/level, no two of which can be more than 30 ft. apart

This spell functions like *restoration* (see page 272 of *Player's Handbook*), except as listed above.

Material Component: Diamond dust worth 100 gp that is tossed into the air.

REVIVE UNDEAD

Necromancy [Evil]
Level: Deathbound 5, sorcerer/wizard 6
Components: V, S, M
Casting Time: 1 minute
Range: Touch
Target: Destroyed undead creature touched
Duration: Instantaneous
Saving Throw: None
Spell Resistance: Yes (harmless)

Your restore animation to an undead creature destroyed by hit point loss (even zombies and skeletons that can't normally be reanimated once destroyed). You can revive a destroyed undead that has been inactive for up to one day per caster level. In addition, the subject's animating spirit must be free and willing to return. If the subject's animating spirit is not willing to return, the spell does not work; therefore, subjects that want to revive receive no saving throw.

Revive undead heals hit point damage up to a total of 1 hit point per Hit Die to an undead. The body of the undead to be revived must be whole. Otherwise, missing parts are still missing when the creature is reanimated. None of the dead creature's equipment or possessions are affected in any way by this spell.

An undead that has been turned to dust by a turning effect can't be revived by this spell (because only dust remains of the undead).

The subject of the spell loses one level or HD (if it doesn't have a character class level, it loses a HD) when it is revived. This level loss cannot be repaired by any spell. If the subject is 1st level, it loses 2 points of Charisma instead. An undead that was destroyed with spells prepared has a 50% chance of losing any given spell upon being revived, in addition to losing spells for losing a

level. A spellcasting undead that doesn't prepare spells (such as a sorcerer) has a 50% chance of losing any given unused spell slot as if it had been used to cast a spell, in addition to losing spell slots for losing a level.

Material Component: A black pearl worth at least 500 gp.

SHELTERED VITALITY

Abjuration
Level: Cleric 3, druid 4
Components: V, S, DF
Casting Time: 1 standard action
Range: Touch
Target: Living creature touched
Duration: 1 min./level
Saving Throw: Fortitude negates (harmless)
Spell Resistance: Yes (harmless)

The subject gains immunity to fatigue, exhaustion, and ability damage or drain (regardless of the source).

SPARK OF LIFE

Necromancy
Level: Cleric 7, druid 8
Components: V, S
Casting Time: 1 standard action
Range: Touch
Targets: Undead creature touched
Duration: 1 round/level
Saving Throw: Will negates
Spell Resistance: Yes

A touch from your hand limns an undead creature in a faint yellow glow, making it vulnerable to many of the dangers that can harm living creatures. For the duration of the spell, the undead creature is subject to extra damage from critical hits (and thus sneak attacks), nonlethal damage, ability drain, energy drain, fatigue, exhaustion, and damage to its physical ability scores (though it still lacks a Constitution score and thus can't take Constitution damage) as if it were alive.

It loses its immunity to effects that require a Fortitude save, as well as its invulnerability to poison, sleep effects, paralysis, stunning, disease, and death effects. However, an undead affected by this spell gains a bonus on its Fortitude saves equal to its Charisma bonus (if any). (The bonus doesn't apply to Fortitude saves against effects that also affect objects.) It must breathe, eat, and sleep just like a normal creature (though the last two aren't likely to come into play thanks to the spell's short duration).

While it is under the effect of this spell, both negative energy (such as *inflict* spells) and positive energy (such as *cure* spells) heal damage to the undead creature, rather than damaging it.

An undead creature affected by this spell retains all other traits.

SPAWN SCREEN

Necromancy
Level: Cleric 2, sorcerer/wizard 2
Components: V, S, DF
Casting Time: 1 standard action
Range: Touch
Target: Living creature touched
Duration: 1 hour/level
Saving Throw: Will negates (harmless)
Spell Resistance: Yes (harmless)

The subject does not rise as undead spawn should she perish from an undead's attack form that normally would turn her into a spawn (such as from ghoul fever). This spell doesn't prevent the subject from perishing or provide anything other than insurance that the subject's body and spirit cannot be hijacked by an acquisitive undead creature.

The protection applies if the duration is still effect when the subject first dies; the spell need not linger in its effect over the period immediately prior to a spawn's rise. This spell cannot be cast on the body of a subject already killed by a spawn-creating undead.

SPECTRAL TOUCH

Necromancy
Level: Sorcerer/wizard 6
Components: V, S
Casting Time: 1 standard action
Range: Touch
Targets: Creature or creatures touched (up to one/level)
Duration: 1 round/level (D); see text
Saving Throw: Fortitude negates
Spell Resistance: Yes

A touch from your hand, which crackles with black energy, weakens the life force of living creatures. Each touch channels negative energy that bestows one negative level on the target and grants you 5 temporary hit points. Both the negative level and the temporary hit points last for up to 1 hour. A target's successful Fortitude save negates the negative level and prevents you from gaining the temporary hit points. You can use this melee touch attack once per round for a number of rounds equal to your level. Any charges of the spell not used by the time the duration expires are lost.

An undead creature you touch instead gains 5 temporary hit points and you lose a like amount (no save). Temporary hit points gained in this way last for up to 1 hour.

SUMMON UNDEAD I

Conjuration (Summoning) [Evil]
Level: Blackguard 1, cleric 1, sorcerer/wizard 1
Components: V, S, F/DF
Casting Time: 1 round
Range: Close (25 ft. + 5 ft./2 levels)
Effect: One summoned creature
Duration: 1 round/level
Saving Throw: None
Spell Resistance: No

This spell functions like *summon monster I*, except that you summon an undead creature.

Summon undead I conjures one of the creatures from the 1st-level list on the Summon Undead table. You choose which creature to summon, and you can change that choice each time you cast the spell. Summoned undead do not count toward the total Hit Dice of undead that you can control with *animate dead* or the other command undead abilities.

Focus: A tiny bag, a small (not lit) candle, and a carved bone from any humanoid.

SUMMON UNDEAD II

Conjuration (Summoning) [Evil]
Level: Blackguard 2, cleric 2, sorcerer/wizard 2
Effect: One or more summoned creatures, no two of which can be more than 30 ft. apart

This spell functions like *summon undead I*, except that you can summon one undead from the 2nd-level list or two undead of the same kind from the 1st-level list.

SUMMON UNDEAD III

Conjuration (Summoning) [Evil]
Level: Blackguard 3, cleric 3, sorcerer/wizard 3
Effect: One or more summoned creatures, no two of which can be more than 30 ft. apart

This spell functions like *summon undead I*, except that you can summon one undead from the 3rd-level list, two undead of the same kind from the 2nd-

level list, or four undead of the same kind from the 1st-level list.

SUMMON UNDEAD IV

Conjuration (Summoning) [Evil]
Level: Blackguard 4, cleric 4, sorcerer/wizard 4
Effect: One or more summoned creatures, no two of which can be more than 30 ft. apart

This spell functions like *summon undead I*, except that you can summon one undead from the 4th-level list, two undead of the same kind from the 3rd-level list, or four undead of the same kind from a lower-level list.

SUMMON UNDEAD V

Conjuration (Summoning) [Evil]
Level: Cleric 5, sorcerer/wizard 5
Effect: One or more summoned creatures, no two of which can be more than 30 ft. apart

This spell functions like *summon undead I*, except that you can summon one undead from the 5th-level list, two undead of the same kind from the 4th-level list, or four undead of the same kind from a lower-level list.

SUMMON UNDEAD

1st Level	4th Level
Skeleton, Medium	Allip
Zombie, Small	Ghast
	Zombie, Huge
2nd Level	**5th Level**
Skeleton, Large	Mummy
Zombie, Medium	Shadow
	Vampire spawn
	Wight
3rd Level	
Ghoul	
Skeleton, Huge	
Zombie, Large	

UNDEAD BANE WEAPON

Transmutation
Level: Cleric 4, paladin 3
Components: V, S, DF
Casting Time: 1 standard action
Range: Touch
Target: Weapon touched
Duration: 1 hour/level
Saving Throw: Will negates (harmless, object)
Spell Resistance: Yes (harmless, object)

You give a weapon the undead bane special ability in addition to any other properties it has. Against undead, your weapon's enhancement bonus (if any) is 2 higher than normal and it deals an extra 2d6 points of damage against undead. The spell has no effect if cast upon a weapon that already has the undead bane special ability. At caster level 9th (paladin level 18th) and above, the weapon gains a +1 enhancement bonus if it is not already a magic weapon.

Alternatively, you can affect up to fifty arrows, bolts, or bullets. The projectiles must be of the same kind, and they have to be together, such as in the same quiver. Projectiles (but not thrown weapons) lose their transmutation when fired.

The weapon is considered good-aligned for the purpose of overcoming damage reduction. Any weapon affected by this spell glows with a serene gray radiance that sheds as much light as a candle.

VEIL OF UNDEATH

Necromancy [Evil]
Level: Cleric 8, sorcerer/wizard 8
Components: V, S, M
Casting Time: 1 standard action
Range: Personal
Target: You
Duration: 10 min./level

You gain many of the traits common to undead creatures. While the spell lasts, you have immunity to mind-affecting spells and abilities, poison, sleep, paralysis, stunning, disease, death, extra damage from critical hits, nonlethal damage, death from massive damage, ability drain, energy drain, fatigue, exhaustion, damage to physical ability scores, and any effect requiring a Fortitude save unless it is harmless or affects objects. You need not breathe, eat, or sleep.

For the duration of the spell, your Con becomes —. You lose any bonus hit points gained from having a Con bonus (this can't reduce hit points to fewer than 1 per HD). If your Con modifier is normally a penalty, you don't gain any hit points by casting this spell.

Like an undead creature, you are damaged by *cure* spells and healed by *inflict* spells.

You don't actually gain the undead type by casting this spell.

Material Component: A black sapphire worth 1,000 gp.

WITHER LIMB

Necromancy [Evil]
Level: Deathbound 4
Components: V, S
Casting Time: 1 standard action
Range: Close (25 ft. + 5 ft./2 levels)
Target: Limbs of one humanoid
Duration: Permanent
Saving Throw: Fortitude negates
Spell Resistance: Yes

The caster chooses to wither either the arms or the legs of a humanoid. Withered legs force a subject to fall prone while at the same time reducing the subject's land speed to 5 feet. Withered arms make it impossible for the subject to use objects or cast spells with somatic components.

A withered limb can be restored by a successful *dispel magic* cast by a spellcaster of a level higher than the level of the *wither limb* caster.

Wither limb

Illus. by S. Belladin

Illus. by C. Lukacs

This chapter describes a variety of mundane, alchemical, and magic items that might be common in campaigns that prominently feature undead. Some function as weapons against the walking dead, while others serve the cause of undeath itself.

SPECIAL ITEMS AND ALCHEMICAL SUBSTANCES

The special equipment in this section is particularly suited for characters who deal with undead on a regular basis (either as enemies or allies).

Brittlebone: This unguent must be spread over a set of bones before animation as a skeleton. The ointment reduces the skeleton's natural armor by 2 points (to a minimum of 0), but when the skeleton is destroyed, its bones splinter and fly apart, sending shards in all directions. Any creature within the skeleton's reach takes 1 point of piercing damage per HD of the skeleton (Reflex DC 15 half; minimum 1 point).

Spreading britlebone over a creature's bones requires a full-round action. A single flask of the substance is sufficient for a single creature of Medium size or smaller. A Large creature requires two flasks, a Huge creature four flasks, a Gargantuan creature eight flasks, and a Colossal creature sixteen flasks.

Bullet, Priest's: These hollow glass sling bullets are filled with holy water. When they strike a target, they immediately shatter, dousing the target with holy water. Undead and evil outsiders take 1d4 points of damage from the holy water in addition to the normal damage from the sling bullet. To hold sufficient holy water, these bullets must be larger than normal, imposing a –2 penalty on the attack roll.

These bullets are useless against incorporeal creatures (since they won't shatter on impact) unless they also have the ghost touch special property or some other ability to affect incorporeal creatures.

Unholy versions of these bullets are also available.

Embalming Fire: This bitter-smelling liquid must be poured over a corpse and allowed to soak for at least 1 minute before the corpse is animated as a zombie. Once animated, if the zombie takes even a single point of damage, it bursts into blue flame for 1 minute. This fire does no damage to the zombie, but its attacks during that time deal an additional 1d6 points of fire damage.

Spreading embalming fire over a creature's body requires a full-round action. A single flask of the substance is sufficient for a single creature of Medium size or smaller. A Large creature requires two flasks, a Huge creature four flasks, a Gargantuan creature eight flasks, and a Colossal creature sixteen flasks.

Ghostoil: This clear oil has a slight tint of gray, and strange, wispy forms seem to swirl through it. When applied to a weapon, ghostoil allows it to affect incorporeal creatures normally for the next 2 rounds.

Applying ghostoil to a weapon of any size is a full-round action that provokes attacks of opportunity. One flask of ghostoil contains enough liquid to coat

one weapon of Medium size or smaller. A Large weapon requires two flasks, a Huge creature four flasks, a Gargantuan weapon eight flasks, and a Colossal weapon sixteen flasks.

Holy Water Sprinkler: The oversized, hollow head of this heavy mace is actually a reservoir that holds one pint of liquid (typically holy or unholy water). Any hit by the holy water sprinkler also affects the target as if it had been within the splash radius of a thrown flask of holy water (1 point of damage to undead creatures and evil outsiders for holy water, or to good outsiders for unholy water). A full reservoir has eight uses.

Alternatively, the wielder can choose to release the entire reservoir with a successful hit. Treat this as if the target had been hit directly by a flask of holy (or unholy) water, but subtract 1 point of damage for each use already dispensed from the reservoir (for instance, a reservoir only 5/8 full would deal 2d4–3 points of damage). There is no splash effect from such a hit.

Filling the reservoir is a standard action that provokes attacks of opportunity.

Liquid Night: This dark, sticky fluid provides a daylight-sensitive undead creature with temporary protection from the sun's deadly rays. It allows the creature to ignore any vulnerability to sunlight for a full hour. If subjected to a spell or magical effect that would cause extra damage to an undead creature that is vulnerable to sunlight, the creature is treated as not having that vulnerability (however, this also burns away the liquid night, ending the protection against either mundane or magical sunlight). Liquid night has a distinct musky odor of moonflower (one of its ingredients).

Spreading liquid night over a creature's body requires a full-round action. A single flask of the substance is sufficient for a single creature of Medium size or smaller. A Large creature requires two flasks, a Huge creature four flasks, a Gargantuan creature eight flasks, and a Colossal creature sixteen flasks.

Table 5–1: Special Items and Alchemical Substances

Item	Cost	Weight	Craft DC
Brittlebone	30 gp	8 oz.	DC 20 (alchemy)
Bullet, priest's	20 gp	10 oz.	DC 15 (glassblowing)
Embalming fire	20 gp	8 oz.	DC 20 (alchemy)
Ghostoil	50 gp	1 lb.	DC 25 (alchemy)
Holy water sprinkler	62 gp	8 lb.	as weapon +5 (weaponsmithing)
Liquid night	150 gp	8 oz.	DC 25 (alchemy)

POSITOXINS

Positoxins are special alchemical substances distilled from holy water and laced with positive energy. To a corporeal undead creature, a positoxin functions much like a poison, usually dealing initial and secondary ability damage or drain when the target fails a Fortitude save. The ability damage or drain dealt by most positoxins can't reduce an undead creature's ability score below 1.

Despite their normal immunity to damage or drain to physical ability scores (Str and Dex), undead are vulnerable to the ability damage or drain caused by positoxins. These substances actually break down the physical form of the undead, while simultaneously interfering with the unholy energies that keep the undead creature animated. In fact, any damage dealt to an undead creature's Str or Dex by a positoxin is actually permanent ability drain, making such substances feared indeed by such creatures.

A corporeal undead character has a 5% chance of exposing itself to a positoxin whenever it applies the positoxin to a weapon or otherwise readies it for use. Additionally, a corporeal undead character who rolls a natural 1 on an attack roll with a positoxined weapon must make a DC 15 Reflex save or accidentally poison itself with the substance. A character who can handle poisons safely, such as an assassin, can ignore these risks.

Positoxins are harmless to all other creatures, including incorporeal undead. As supernatural substances, positoxins don't function in antimagic fields or similar areas. Treat positoxins as poisons for the purpose of spells and effects such as *detect poison*, *delay poison*, and *neutralize poison*.

The characteristics of positoxins are summarized on Table 5–2: Positoxins. Terms on the table are defined below.

Type: The positoxin's method of delivery, and the Fortitude save DC to avoid the positoxin's damage. Most positoxins are delivered by contact or injury, since undead typically don't ingest or inhale substances.

Initial Damage: The damage the undead creature takes immediately upon failing its saving throw against the positoxin. Ability score reductions are temporary (ability damage) unless an entry is marked with an asterisk (*), in which case the loss is permanent (ability drain).

Secondary Damage: The amount of damage the undead creature takes 1 minute after exposure to the positoxin, if it fails a second saving throw. Ability score reductions are temporary (ability damage) unless an entry is marked with an asterisk (*), in which case the loss is permanent (ability drain).

Price: The cost of one dose (one vial) of the positoxin. It is not possible to use or apply positoxin in any quantity smaller than one dose. Unlike poisons, positoxins are not illegal, though their cost and the difficulty in creating such substances can limit their availability. (In societies controlled by undead, positoxins are as illegal as poisons are in a typical society.)

Craft: The Craft (alchemy) DC required to create the positoxin. Positoxins are very difficult to distill; in addition to the high Craft DC required, the crafting character must be able to channel positive energy to turn undead (or be assisted by a character who has that ability).

Bloodwine: This thick, crimson positoxin includes garlic in its creation, making it particularly harmful to vampires and other undead with a vulnerability to garlic. Such creatures take a –2 penalty on their Fortitude saves to resist damage. Though normally delivered by injury, it can also be consumed by a living creature to deliver it to a vampire or similar blood-draining creature via ingestion. A single dose, if consumed by a living creature, remains in the bloodstream for 12 hours. Any undead creature draining blood from a creature that has ingested bloodwine must make a Fortitude save as if it had been injured by a weapon bearing the positoxin, though the save DC drops to 9.

Boneshard Paste: This positoxin includes bone fragments in its recipe, giving it a pale color.

Celestial Essence: This viscous golden substance seems almost to shine with an inner radiance.

Gravedust: This gray-brown powder derives its name from its resemblance to the grime common to tombs and other long-enclosed areas.

Table 5–2: Positoxins

Positoxin	Type	Initial Damage	Secondary Damage	Price	Craft
Gravedust	Contact DC 10	1 Dex*	1d4 Dex*	100 gp	DC 20
Boneshard paste	Contact DC 13	1 Str*	1d4 Str*	750 gp	DC 26
Sunlight oil	Contact DC 16	1d3 Str*	1d3 Dex* + 1d3 Str*	1,300 gp	DC 32
Bloodwine	Injury DC 11†	1d4 Cha	2d4 Cha	250 gp	DC 22
Celestial essence	Injury DC 14	1d6 Wis	2d6 Wis	400 gp	DC 28
Lichbane	Injury DC 17	1 Int* + 1 Wis* + 1 Cha*	1d4 Int + 1d4 Wis + 1d4 Cha	650 gp	DC 34
Liquid mortality	Injury DC 20	1d4 Str*	2d4 Str*	1,250 gp	DC 40

*Ability drain, not ability damage.
†Or ingestion DC 9; see text.

Lichbane: This bone-white unguent is equally dangerous to all spellcasting undead, as well as to those that depend on mental ability scores for their special attacks. The initial damage is permanent drain.

Liquid Mortality: This potent oil is thought by most undead creatures to be mere myth. Unlike other positoxins, it can reduce the target's ability score to 0. Any undead creature whose Strength is reduced to 0 by this positoxin is utterly destroyed.

Sunlight Oil: A thin, slippery liquid, sunlight oil lasts only 24 hours in conditions other than bright light.

MAGIC ITEMS

Any world that includes a significant number of undead can be expected to develop a wide range of new magic items designed to interact with those creatures. Some are intended for combat, while others are more utilitarian in nature.

ARMOR

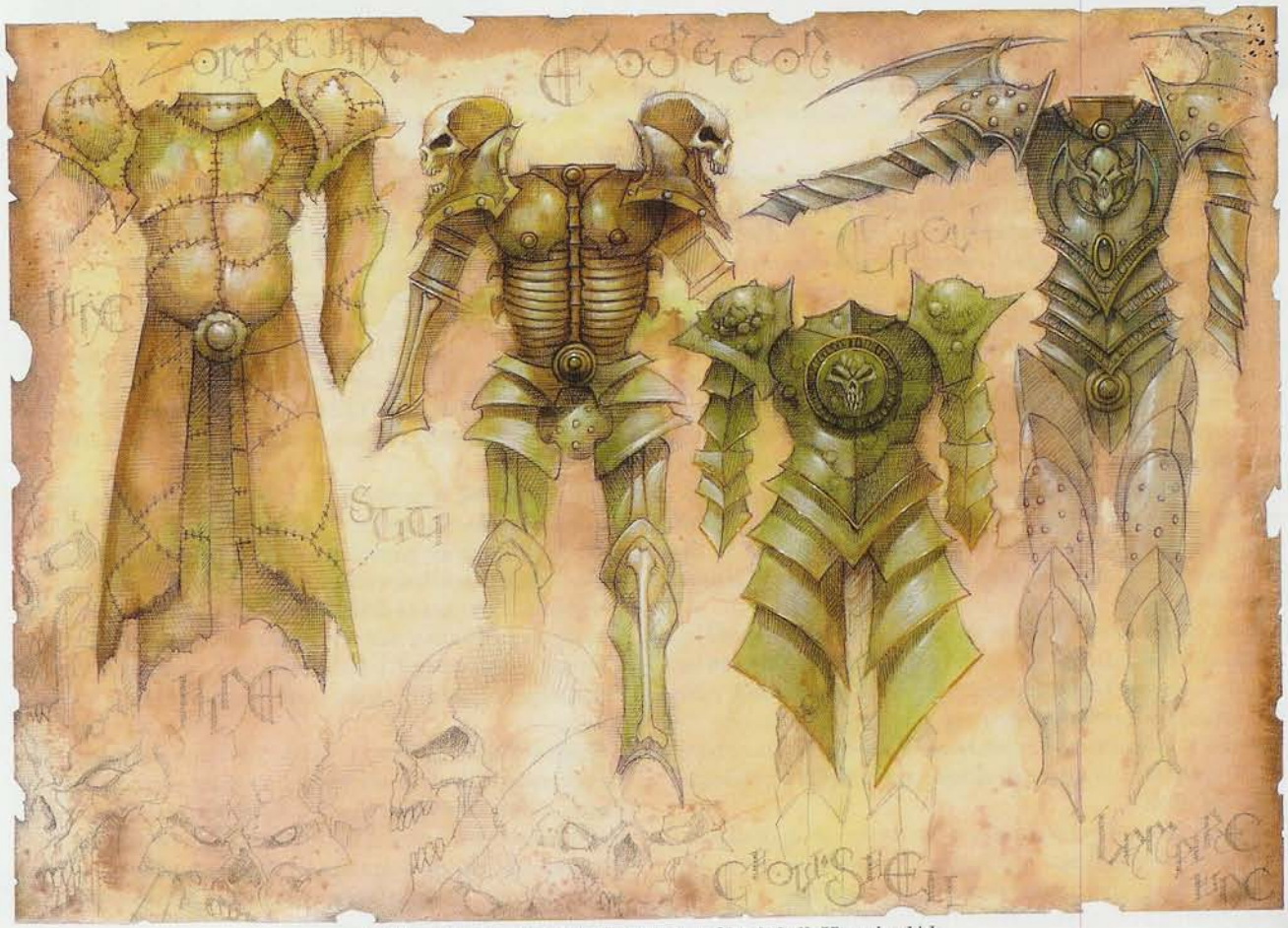
Magic armor and shields provide crucial defense against the attacks of undead creatures. These two new special properties are particularly appropriate in battle against the undead.

Ectoplasmic Feedback: A suit of armor with this property creates a backlash of positive energy when its wearer is hit by an incorporeal melee touch attack. This deals 1d6 points of damage to the attacking creature (no save). The armor's property has no effect on corporeal creatures.

Faint abjuration; CL 5th; Craft Magic Arms and Armor, *ectoplasmic feedback*; Price +8,000 gp.

Ghost Ward: A suit of armor or shield with this property allows its wearer to add the armor or shield's enhancement bonus (but not its armor or shield bonus) to his Armor Class against incorporeal touch attacks (but not against other touch attacks).

Faint abjuration; CL 5th; Craft Magic Arms and Armor, *mage armor*; Price +1 bonus.



Left to right: Zombie hide, Exoskeleton, Ghoul shell, Vampire hide

Illus. by W. England

Illus. by W. England

Left to right: Shadow veil, Wrapped tower, Wight shield, Ghost shroud

Undead Armor

Corporeal undead armor appears somewhat like normal armor, in that it covers the body and provides protection from melee and ranged attacks. However, undead armor is magically crafted from the essence of various kinds of undead. This grants some undead armor special qualities, such as damage reduction or more exotic abilities, depending on the sort of undead creature from which the armor was crafted. Incorporeal undead armor is even stranger, in that it grants a deflection bonus instead of an armor bonus (since it is comprised of an incorporeal undead creature).

Necromantic residue of the undead from which the armor was crafted remains present in the armor. It is sometimes possible to easily determine the kind of undead from which the armor was crafted (for instance, exoskeleton armor). However, not enough residue of the original undead remains for the armor to be treated as an actual undead creature (so undead armor can't be turned).

Each of these suits of armor is a specific armor enhanced by magic and the necromantic energies of the undead used in its creation. Anyone can wear undead armor, although those with the appropriate armor proficiency gain the most benefit. To construct undead armor, a crafter needs, at minimum, to have the Craft Arms and Armor Feat and 5 ranks in the Knowledge (religion) skill.

Exoskeleton: This armor is prepared from an undead skeleton. The armor essentially covers your upper body with a rib structure, providing protection equal to that of a +2 *breastplate* and granting damage reduction 5/bludgeoning.

Faint necromancy; CL 5th; Craft Magic Arms and Armor, Knowledge (religion) 5 ranks, *animate dead*; Price 49,500 gp; Weight 30 lb.

Ghoul Shell: A suit of ghoul shell armor consists of shaped and fitted sections of ghoul hide sewn and interlocked to cover the entire body, save for head, hands, and feet. Necromantic residue remaining in the ghoul shell keeps the armor pliant and responsive. This suit of +3 *leather armor* allows its wearer to make up to three *ghoul touch* attacks per day, Fortitude DC 15.

Strong necromancy; CL 12th; Craft Magic Arms and Armor, Knowledge (religion) 5 ranks, *create undead*; Price 35,230 gp; Weight 15 lb.

Ghost Shroud: A ghost shroud appears as a winding cloth in which the body is wrapped, as if for burial. The shroud sometimes appears, appropriately enough, ghostly and partially translucent. A ghost shroud precludes wearing any other kind of armor. A ghost shroud grants a +4 deflection bonus and allows its wearer to make all attacks as if with a ghost touch weapon or effect.

Strong necromancy; CL 12th; Craft Magic Arms and Armor, Knowledge (religion) 5 ranks, *create undead*; Price 35,000 gp; Weight —.

Shadow Veil: A shadow veil appears as a indistinct, enveloping covering. A shadow veil precludes wearing any other kind of armor. A shadow veil grants a +2 deflection bonus. Someone wearing a shadow veil is hard to distinguish in shadow, and is treated as if having concealment (20% miss chance) against creatures without darkvision, blindsight, or other sensory apparatus that does not rely on light.

Strong necromancy; CL 12th; Craft Magic Arms and Armor, Knowledge (religion) 5 ranks, *create undead*; Price 10,000 gp; Weight —.

Vampire Hide: This armor is prepared from a single layer of vampire skin. Necromantic residue remaining in the *vampire hide* keeps the armor pliant and responsive. In addition to providing the protective qualities of *+3 studded leather*, *vampire hide* grants the wearer damage reduction 5/silver and magic.

Strong necromancy; CL 12th; Craft Magic Arms and Armor, Knowledge (religion) 5 ranks, *create undead*; Price 63,325 gp; Weight 20 lb.

Wight Shield: A wight shield is a *+1 light steel shield* covered in the undead hide of a wight. You can bash an opponent with a wight shield, using it as an off-hand weapon. See Table 7–5: Weapons on page 116 of the *Player's Handbook* for the damage dealt by a shield bash. Used this way, a wight shield is a martial bludgeoning weapon. For the purpose of penalties on attack rolls, treat a wight shield as a light weapon. If you use your shield as a weapon, you lose its Armor Class bonus until your next action (usually until the next round). An enhancement bonus on a shield does not improve the effectiveness of a shield bash made with it.

When you successfully deal damage to a living creature with a wight shield bash, the creature must make Fortitude save DC 14 or gain a negative level.

Strong necromancy; CL 12th; Craft Magic Arms and Armor, Knowledge (religion) 5 ranks, *create undead*; Price 16,309 gp; Weight 6 lb.

Wrapped Tower: A wrapped tower is a *+2 tower shield* wrapped in the funerary wrappings of an undead mummy. Once per day, the wielder can use the *wrapped tower* for total cover and the mere sight of the mummylike façade requires all viewers in front of the shield to succeed on a DC 16 Will save or be paralyzed with fear for 1d4 rounds.

Strong necromancy; CL 12th; Craft Magic Arms and Armor, Knowledge (religion) 5 ranks, *create undead*; Price 6,330 gp; Weight 45 lb.

Zombie Hide: This armor is prepared from a single layer of zombie hide. While stiff, the joints provide some flexibility. This *+1 hide armor* grants the wearer damage reduction 5/slashing.

Faint necromancy; CL 5th; Craft Magic Arms and Armor, Knowledge (religion) 5 ranks, *animate dead*; Price 46,315 gp; Weight 25 lb.

WEAPONS

Some of the special weapon properties here are intended for the weapons of characters who fight undead, while others work best for weapons in the hands of the undead themselves.

Ghost Strike: A ghost strike weapon deals damage normally against incorporeal creatures, regardless of its bonus, just as if it were a ghost touch weapon.

In addition, a ghost strike weapon can deliver sneak attacks or critical hits to an incorporeal undead creature as if the creature were not undead.

Only melee weapons can have the ghost strike ability.

Moderate conjuration; CL 11th; Craft Magic Arms and Armor, *ghost touch weapon, undeath to death*; Price +2 bonus.

Profane: Upon command, a profane weapon is sheathed in crackling black negative energy. A living creature who wields a profane weapon when it is so energized takes 1 point of Con damage each round he holds the weapon. The effect remains until another command is given. A profane weapon deals an extra 1d6 points of damage to living creatures (or 2d6 against good outsiders) on a successful hit. Bows, crossbows, and slings so crafted bestow the negative energy upon their ammunition. The weapon is also treated as being evil-aligned (for the purpose of overcoming damage reduction) when sheathed in negative energy.

Moderate conjuration; CL 7th; Craft Magic Arms and Armor, *inflict light wounds*; Price +1 bonus.

Profane Burst: A profane burst weapon functions as a profane weapon that also explodes with negative energy upon striking a successful critical hit. (This effect occurs even if the target is normally immune to critical hits.) The negative energy burst also deals 1d4 points of Constitution damage to a living wielder. In addition to the extra damage from the profane ability (see above), a profane burst weapon deals an extra 1d10 points of damage to living creatures on a successful critical hit. If the weapon's critical multiplier is ×3, add an extra 2d10 points of damage instead, and if the multiplier is ×4, add an extra 3d10 points. (Double the bonus dice of damage against good outsiders.) Bows, crossbows, and slings so crafted bestow the negative energy upon their ammunition. Even if the profane ability is not active, the weapon still deals its extra damage on a successful critical hit.

Strong conjuration; CL 12th; Craft Magic Arms and Armor, *inflict critical wounds*; Price +2 bonus.

Sacred: Upon command, a sacred weapon is sheathed in luminous positive energy. This energy does not harm the wielder unless it is undead, in which case it takes 1 point of Charisma damage per round it holds the weapon when it is so energized. The effect remains until another command is given. A sacred weapon deals an extra 1d6 points of damage to undead (or 2d6 against evil outsiders) on a successful hit. Bows, crossbows, and slings so crafted bestow the positive energy upon their ammunition. The weapon is also treated as being good-aligned (for the purpose of overcoming damage reduction) when sheathed in positive energy.

Moderate conjuration; CL 7th; Craft Magic Arms and Armor, *cure light wounds*; Price +1 bonus.

Sacred Burst: A sacred burst weapon functions as a sacred weapon that also explodes with positive energy upon striking a successful critical hit. (This effect occurs even if the target is normally immune to critical hits.) The positive energy burst does not harm the wielder unless it is undead, in which case it takes 1d4 points of Charisma damage each time the weapon bursts. In addition to the extra damage from the sacred ability (see above), a sacred burst weapon deals an extra 1d10 points of damage to undead on a successful critical hit. If the weapon's critical multiplier is ×3, add an extra 2d10 points of damage instead, and if the multiplier is ×4, add an extra 3d10 points. (Double the bonus dice of damage against evil outsiders.) Bows, crossbows, and slings so crafted bestow the positive energy upon their ammunition. Even if the sacred ability is not active, the weapon still deals its extra damage on a successful critical hit.

Strong conjuration; CL 12th; Craft Magic Arms and Armor, *cure critical wounds*; Price +2 bonus.

Necrotic Focus: The magic weapon serves as a channel for the wielder's ability drain or energy drain supernatural ability, allowing the wielder to deal ability drain or bestow negative levels through the weapon as if attacking with its natural weapons. If a saving throw against the effect is allowed, add the weapon's enhancement bonus to the save DC. Only melee weapons can have the necrotic focus ability.

Moderate necromancy; CL 7th; Craft Magic Arms and Armor, *enervation, spectral hand*; Price +3 bonus.

RODS

Magic rods contain unique effects and abilities. Some function as weapons, while others have no combat abilities beyond their magical properties. The four rods described here might all be found in a campaign that features undead.

Nightstick: This black rod carved of darkly stained wood is inset with religious symbols of various deities. Anyone who possesses the rod and is able to turn or rebuke undead gains four more uses of the ability per day.

Moderate necromancy; CL 10th; Craft Rod, Extra Turning, class ability to turn or rebuke undead; Price 7,500 gp.

Rod of Defiance: This white cudgel-like rod can be used as a +2 *heavy mace*. All undead in a radius of 30 feet of the wielder who holds the *rod of defiance* are treated as if they had –4 turn resistance.

Moderate necromancy; CL 10th; Craft Rod, class ability to turn or rebuke undead; Price 13,000 gp.

Rod of Undead Mastery: This metal rod is carved to resemble a stack of miniature skulls. Anyone who holds the rod can control twice as many undead than he normally could. For instance, normally a caster can't control more HD of undead than four times his caster level, but while holding the *rod of undead mastery*, he can control eight times his caster level of undead.

Moderate necromancy; CL 10th; Craft Rod, *desecrate*; Price 10,000 gp.

Scepter of the Netherworld: This plain steel baton contains several glyphs incised along its length that promise power over the undead. Anyone who holds the rod and has the power to turn or rebuke undead is treated as if three levels higher than his actual level when he uses his turning or rebuking power.

Moderate necromancy; CL 10th; Craft Rod, class ability to turn or rebuke undead; Price 9,000 gp.

WONDROUS ITEMS

The assortment of wondrous items here runs the gamut of utility, from offensive tools to defensive protections to the purely utilitarian.

Bagpipes of the Damned: When played, these bagpipes help bolster undead against turning. The piper must make a DC 15 Perform (wind instruments) check. If successful, all undead within 60 feet gain a +4 bonus on turn resistance for 10 rounds.

Moderate necromancy; CL 10th; Craft Wondrous Item, able to rebuke undead as a 10th-level cleric; Price 3,000 gp; Weight 4 lb.

Cloak of Turn Resistance: This unholy item makes its wearer more difficult to turn by adding a +4 bonus on its turn resistance.

Moderate necromancy [evil]; CL 10th; Craft Wondrous Item, able to rebuke undead as a 10th-level cleric; Price 11,000 gp.

Ectoplasmic Ichor: When this thick, translucent paste is spread onto a corporeal object (requiring a standard action), it allows incorporeal creatures to interact with that object as if they were corporeal (much like a ghost touch weapon). A single vial coats one Medium or smaller weapon, shield, or suit of armor, or any other object of similar size. The effect lasts for 1 hour.

Moderate transmutation; CL 7th; Craft Wondrous Item, *ghost touch*; Price 500 gp.

Ghost Net: This gossamer-thin netting is thrown like a net, except it only affects incorporeal creatures. If the net hits an incorporeal target, the creature isn't entangled, but instead is treated as corporeal for the purpose of dealing damage to it with physical or magical attacks. It can be hit with normal weapons (though the creature's normal damage reduction, if any, still applies) and there is no 50% chance that it ignores damage from corporeal sources. A creature ensnared by a *ghost net* also can't turn ethereal (or, if snared on the Ethereal Plane, can't return to the Material Plane).

The creature retains all other special abilities, and can extract itself from the net with a DC 20 Escape Artist check (a full-round action). The *ghost net* can't be burst by Strength.

Moderate transmutation; CL 7th; Craft Wondrous Item, *ghost trap*; Price 8,000 gp.

Ghoul Gauntlets: When worn by a living creature, these mottled gloves virtually meld with the wearer's own flesh, making his hands appear gaunt and rotting.

Once per round, the wearer can make a touch attack that paralyzes the target for 1d6+2 rounds (Fortitude DC 13 negates). Elves are immune to this paralysis. The wearer can also deliver this attack as part of an unarmed strike, slam, claw, or similar natural attack made with the hand, but in that case must attack normally (and not with a touch attack).

The *ghoul gauntlets* have no effect when worn by a construct or undead creature. If the wearer dies, the gauntlets revert to their normal appearance.

Faint necromancy; CL 3rd; Craft Wondrous Item, *ghoul touch*; Price 10,000 gp.

Globe of Sunlight: This golden fist-sized orb can be hurled up to 50 feet. When it arrives at the end of its trajectory, it detonates as a *sunburst* spell (Reflex DC 22 partial), except that the radius of the burst is only 40 feet.

Strong evocation; CL 15th; Craft Wondrous Item, *sunburst*; Price 6,000 gp; Weight 1 lb.

Goggles of Day: The lenses of this item are made of silvered crystal. When placed over the eyes, the wearer can operate without penalty in preternaturally bright light, such as might result from a *flare*, *sunbeam*, or *sunburst* spell. A bonus side effect allows vampires a full-round action prior to dissolution when confronted with sunlight, as opposed to just a partial action.

Faint transmutation; CL 3rd; Craft Wondrous Item, *darkvision*; Price 4,500 gp; Weight 1 lb.

Goggles of Lifesight: The wearer of these goggles automatically knows whether any visible creature within 30 feet is alive, dead, undead, or neither alive nor dead (such as a construct).

Moderate divination; CL 9th; Craft Wondrous Item; *true seeing*; Price 2,000 gp.

Husk Globe: The bodies of humanoid creatures sacrificed according to special rituals of necromancy can be placed in globes of glass or crystal, so they remain perfectly preserved and on display indefinitely. Moreover, *husk globes* retain the imprinted knowledge once possessed by the corpse preserved within. Anyone who runs a hand across the surface of the globe and commands the occupant to speak by their correct name can ask questions of it. The questioner may ask up to ten questions once the corpse is activated. The corpse answers telepathically, mentally audible to all within 30 feet of the globe. The husk's knowledge is limited to what it knew during life, including the languages it spoke (if any). Answers may be brief, cryptic, or repetitive. The husk can be activated once per week. The husk can learn new information if told while active, and that information may be retrieved later by different questioners.

Moderate necromancy; CL 10th; Craft Wondrous Item, *speak with dead*; Price 8,500 gp; Weight 700 lb.

Lyre of the Restful Soul: When played, this lyre weakens the ability of undead creatures to resist turning or rebuking. The drummer makes a DC 15 Perform (string instruments) check. If successful, all undead within 60 feet take a –4 penalty to turn resistance (which can lower their effective HD for turning to below their normal HD, but not lower than 1) for 10 rounds.

Moderate necromancy; CL 10th; Craft Wondrous Item, able to turn or rebuke undead as a 10th-level cleric; Price 3,000 gp; Weight 5 lb.

Husk globe

Night Caller: This whistle is transparent but weighty as if forged of iron, not glass. The whistle resembles a small dragon curled up like a snail. When blown over a grave containing a body in darkness or at night, one corpse below animates and claws its way to the surface. The zombie serves the whistler faithfully until it is destroyed, as if it were created with *animate dead*. The whistle can be used once per week; however, the whistler can acquire no more than two zombie followers at any one time using *night caller*.

Faint necromancy; CL 5th; Craft Wondrous Item, *animate dead*; Price 7,000 gp.

Nycoptic Manuscripts: These twin papyrus scrolls are inscribed with ancient tales and cryptic prophecies by an anonymous, almost-certainly insane author. Despite their dubious accuracy, the manuscripts contain many useful descriptions of spells from the school of necromancy, and grant the possessor a +5 competence bonus on any Knowledge (arcana) check she makes that deals with necromantic topics as the long as the scrolls are in her possession and the character can take 1d4 rounds to find the proper reference.

Moderate necromancy; CL 10th; Craft Wondrous Item, Knowledge (arcana) 5 ranks; Price 2,500 gp; Weight 2 lb.

Unholy Shrouds: These shrouds look like ordinary funerary wrappings for dead bodies and are often decorated with symbols and icons representing the dead rising. If a dead body is wrapped in the shrouds, and the command word spoken, it returns as an undead creature.

The kind of undead it returns as is determined by the type of shrouds—*lesser shrouds* animate the corpse as a ghast, while *greater shrouds* turn the body into a wraith. The undead creature is not under anyone's control when it rises, though it may be commanded or controlled by the normal means.

Wrapping a body takes 10 minutes. The magic of the shrouds is usable once only, after which the wrappings turn to dust.

Strong necromancy; CL 12th (lesser) or 16th (greater); Craft Wondrous Item, *create undead* (lesser) or *create greater undead* (greater); Price 3,600 gp (lesser) or 6,400 gp (greater); Weight 10 lb.

UNDEAD GRAFTS

Undead grafts are formed of nonliving flesh attached to a still-living body, the results of vile experimentation by living necromancers and death priests seeking to become more like what they revere while remaining on this side of death.

Grafts have no statistics of their own. A graft might improve some ability or characteristic of the creature it's attached to, or grant the creature some new ability. For example, a graft might grant a creature a natural attack or an inherent bonus to an ability score. Some grafts are capable of independent action—this usually means that the graft can activate an ability or take an action without the character having to spend an action to do so. Such grafts always act on the character's turn.

Grafts are not magic items, but in game terms they function very much like magic items. A character with the Graft Flesh feat (see page 27) can create and apply grafts. The creator must be in a quiet and comfortable setting, usually an alchemical laboratory but in some cases an evil temple or similar locale. He needs a supply of materials, which usually involve flesh or body parts taken from another creature of the appropriate type or kind. The cost for the materials is subsumed in the cost for creating the graft. Creating a graft costs half the given market price, and otherwise works exactly like crafting a wondrous item, including time required, preparation of spells required, and expenditure of components, focuses, or XP required by the spells.

A graft does not radiate magic once completed, and it does not count against a creature's limit for magic items worn. It does not have a caster level. A graft is very hard, if not impossible, to salvage as treasure. It should be considered to count against the treasure value of the creature of the graft, which means that creatures with grafts are still appropriate challenges for their normal Challenge Rating, but have reduced treasure.

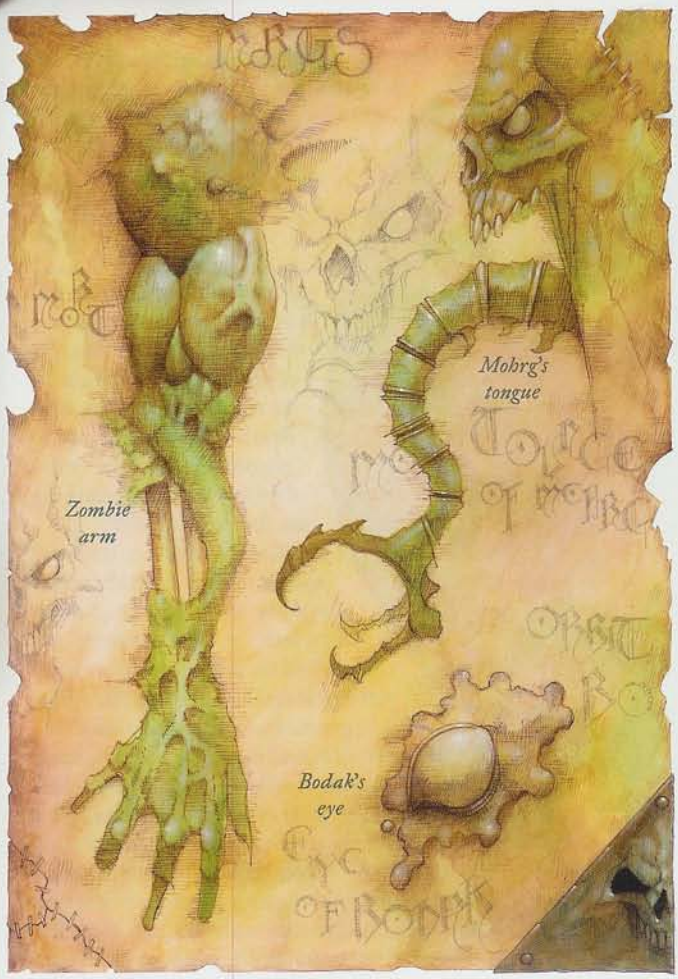
ACQUIRING AN UNDEAD GRAFT

Any spellcaster with the Graft Flesh feat (see page 27) and the proper prerequisites can create and apply an undead graft. Members of the pale master prestige class (see page 47) effectively receive certain grafts for free as they advance in levels, and become more adept in the use of their grafts as well.

Bonemail: Bonemail resembles armor crafted from interlocking bones and shards of bone, but is actually part of the grafted creature's body. Bonemail grants a +2 natural armor bonus to the grafted creature's AC.

Graft Flesh, *animate dead*; Price 16,000 gp.

Illus. by S. Ellis



Illus. by W. England

Bodak's Eye: This white, empty eye fits into a humanoid creature's empty eye socket and allows the grafted creature to make a death gaze attack once per day. The creature must use a standard action to target a creature with the gaze, and the range of the effect is 30 feet. A DC 15 Fortitude save negates the effect. Unlike an actual bodak's death gaze, a target that dies from this attack does not transform into a bodak 24 hours later.

Graft Flesh, *finger of death*; Price 25,000 gp.

Enervating Arm: An enervating arm is a gaunt limb of desiccated, leathery flesh. It grants a +4 inherent bonus to the grafted creature's Strength. Twice per day, the grafted creature can use an enervating touch to bestow one negative level on a living creature. Removing the negative level requires a DC 14 Fortitude save. A touch that misses does not count against the daily limit.

Prerequisites: Graft Flesh, *enervation*; Price 40,000 gp.

Eye of Flame: This crimson eye-shaped gem fits into a humanoid creature's empty eye socket and can produce a *fireball* once per day upon command. The *fireball* deals 10d6 points of damage (Reflex DC 14 half). Half of the damage is fire damage, and the other half is divine damage that affects even targets resistant to fire.

Graft Flesh, *fireball*; Price 10,800 gp.

Ghostly Arm: This gray, incorporeal arm can't be used to manipulate solid objects. However, the grafted creature can use the ghostly arm to deliver an incorporeal touch attack that deals 1d6 points of damage, the equivalent of a ghost's corrupting touch attack. Treat the arm as a secondary weapon, but because it is incorporeal the arm has no Strength score and therefore gains no bonus or penalty on damage rolls from the user's Strength.

Graft Flesh, *ethereal jaunt*; Price 6,000 gp.

Mohrg's Tongue: This long, cartilaginous tongue bears sharp claws at its tip. The grafted creature can make touch attacks with the tongue (treat it as a secondary weapon). A successful touch paralyzes the target for 1d4 minutes (Fortitude DC 17 negates).

Graft Flesh, *ghoul touch*; Price 24,000 gp.

Mummified Eye: This hard, round orb fits into a humanoid creature's empty eye socket and looks much like a normal eye at first glance, but it has a distinctly dry appearance and does not move in the socket. The grafted creature can use the *eyebite* spell as a 12th-level caster once per day.

Graft Flesh, *eyebite*; Price 50,000 gp.

Mummified Hand: This withered hand is swathed in the remnants of funereal wrappings. The grafted creature can use the mummified hand to deliver a slam attack; the damage dealt is the same as that dealt by a zombie of the creature's size. In addition, three times per day the grafted creature can deliver mummy rot with a slam attack. The choice to use mummy rot must be made before the attack is rolled; if the attack misses, the daily use is lost. The Fortitude save to resist the mummy rot is DC 16.

Graft Flesh, *contagion*; Price 16,200 gp.

Paralyzing Arm: A paralyzing arm is a hardy limb of preserved undead flesh. It grants a +4 inherent bonus to the grafted creature's Strength. Twice per day, the grafted creature can use a paralyzing touch. A living creature touched must make a Fortitude save (DC 14) or be paralyzed for 1d6+2 minutes. Elves are immune to this paralyzing touch. A touch that misses does not count against the daily limit.

Graft Flesh, *gentle repose, ghoul touch*; Price 40,000 gp.

Skeletal Hand: The grafted creature can use this bony hand to make claw attacks. The damage dealt is the same as that dealt by a skeleton of the creature's size.

Graft Flesh, *animate dead*; Price 3,000 gp.

Undead Skin: This mottled gray hide grants the grafted creature 25% resistance to critical hits and sneak attacks, similar to *armor of light fortification*. This resistance doesn't stack with similar abilities.

Graft Flesh, *animate dead*; Price 16,000 gp.

Vampiric Fangs: This set of sharp teeth replaces the creature's existing teeth. The grafted creature gains the ability to drain blood from a living victim with its fangs by making a successful grapple check. If it pins the foe, it drains blood, dealing 1d4 points of Constitution damage each round. On each such successful drain attack, the grafted creature gains 5 temporary hit points that last for up to 1 hour.

Graft Flesh, *vampiric touch*; Price 25,000 gp.

Weakening Arm: A weakening arm is a skeletal forelimb that grants a +4 inherent bonus to the grafted creature's Strength. Twice per day, the grafted creature can use a weakening touch. A living creature touched takes 1d6 points of Strength damage. A touch that misses does not count against the daily limit.

Graft Flesh, *ray of enfeeblement*; Price 40,000 gp.

Zombie Arm: A zombie arm is a perpetually rotting limb. It grants a +2 inherent bonus to the grafted creature's Strength, but also permanently reduces the grafted creature's Dexterity by 2. The grafted creature can use the zombie arm to make slam attacks; the damage dealt is the same as that dealt by a zombie of the creature's size.

Graft Flesh, *animate dead*; Price 25,000 gp.

Illus. by C. Lukacs

The undead monsters and templates in this chapter will help DMs build unique and terrifying encounters for their players.

USING THIS CHAPTER

These monsters are presented in the same general format as those in the *Monster Manual*. Each entry is composed of a statistics block, providing basic game information about the creature in condensed form, and a passage of descriptive text in which the creature's physiology, attacks, special abilities, and other important features are discussed. Any abilities not described in the creature's entry are discussed in the *Monster Manual* or the *Dungeon Master's Guide*.

CHALLENGE RATINGS

Table 6–1 provides a listing of all the new monsters presented in this chapter, ranked by their Challenge Ratings. The monster templates are also listed, ranked according to one of the sample creatures given in the template description.

TEMPLATES

In addition to new monsters, this chapter also includes a number of templates that can be added to existing creatures: evolved undead, ghost brute, gravetouched ghoul, half-vampire, hooded pupil, mummified creature, necromental, necropolitan, revived fossil, swarm-shifter, and umbral creature. Unless otherwise indicated (such as with the half-vampire), these are acquired templates rather than inherited templates.

As described in the *Monster Manual*, a creature can have multiple templates, though the templates must be added one at a time. Thus, some templates cannot be used together, due to changes they make to a creature's type. For example, the necropolitan and revived fossil templates can each be applied to a humanoid creature, though they could not be used on the same creature. Once you add either of these templates, the creature's type changes to undead, so it no longer qualifies for the second template.

COMMON TYPES AND SUBTYPES

Many of the creatures described in this chapter have similar subtypes, each of which has its own set of traits (indicated in the Special Qualities section for all applicable creatures).

Undead Traits

Unless otherwise indicated in an entry, all undead creatures have the following traits.

—No Constitution score.

—Darkvision out to 60 feet.

—Immunity to mind-affecting spells and abilities, poison, magic sleep effects, paralysis, stunning, disease, death effects, and any effect that requires a Fortitude save unless it also works on objects or is harmless.

—Immunity to extra damage from critical hits, nonlethal damage, damage to physical ability scores,

Table 6–1:
New Monsters Ranked by Challenge Rating

CR	Undead
1/2	Carcass eater
1	Raiment
2	Desiccator
2	Dire maggot
2	Slaymate
2	Tomb mote
3	Bone rat swarm
3	Deathlock
3	Ghost hound*
3	Half-vampire gnoll barbarian*
3	Murk
3	Quell
3	Skin kite
4	Brain in a jar
4	Corpse rat swarm
4	Skulking cyst
4	Spectral lyrist
5	Entomber
5	Necropolitan human wizard*
5	Mummified ogre*
6	Bloodmote cloud
6	Cinderspawn
6	Evolved wraith*
6	Forsaken shell
6	Large earth necromental*
6	Plague blight
6	Umbral displacer beast*
6	Voidwraith
7	Bleakborn
7	Crypt chanter
7	Gravetouched ghoul human monk*
7	Hooded pupil ettin*
7	Skirr
8	Slaughter wight
9	Blaspheme
9	Blood amniote
9	Grave dirt golem
9	Hulking corpse
9	Visage
10	Revived fossil megaraptor*
11	Atropal scion
11	Wheep
12	Entropic reaper
14	Boneyard
15	Angel of decay
16	Dream vestige
16	Swarm-shifter mummy king druid*

*Sample creature from template description.

ability drain, energy drain, fatigue, exhaustion, and death from massive damage.

—Cannot heal damage on its own if it has no Intelligence score. Negative energy can heal undead creatures. (See Undead Metabolism, page 8.)

—Uses its Charisma modifier for Concentration checks.

—Not at risk of death from massive damage, but when reduced to 0 hit points or less, it is immediately destroyed.

—Cannot be returned to existence by *raise dead* or *reincarnate*. *Resurrection* and *true resurrection* can affect only willing undead, but these spells turn undead back into the living creatures they were before becoming undead.

—Proficient with its natural weapons, all simple weapons, and any weapons mentioned in its entry.

—Proficient with whatever type of armor (light, medium, or heavy) it is described as wearing, as well as all lighter types. Undead not indicated as wearing armor are not proficient with armor. Undead are proficient with shields if they are proficient with any form of armor.

—Undead do not breathe, eat, or sleep.

Incorporeal Traits

An incorporeal creature has no physical body. It can be harmed only by other incorporeal creatures, magic weapons or creatures that strike as magic weapons, and spells, spell-like abilities, or supernatural abilities. It is immune to all nonmagical attack forms. Even when hit by spells or magic weapons, an incorporeal creature has a 50% chance to ignore any damage from a corporeal source (except for positive energy, negative energy, force effects such as *magic missile*, or attacks made with ghost touch weapons). Although it is not a magical attack, holy water can affect an incorporeal undead, but a hit with holy water has a 50% chance of not affecting it.

An incorporeal creature has no natural armor bonus but has a deflection bonus equal to its Charisma modifier (always at least +1, even if the creature's Charisma score does not normally provide a bonus).

An incorporeal creature can enter or pass through solid objects (though not through force effects), but must remain adjacent to the object's exterior, and so cannot pass entirely through an object whose space is larger than its own. Incorporeal creatures also pass through and operate in water as easily as they do in air. Incorporeal creatures cannot fall or take falling damage.

An incorporeal creature's attacks ignore natural armor, armor, and shields, but deflection bonuses and force effects

UNDEAD SWARMS AND TURNING

Because undead swarms are made up of many weak undead creatures, they are more vulnerable to turning than normal undead. For all purposes related to a turning check or turning damage, treat the undead swarm as having only one-half (50%) of its normal Hit Dice. Add any turn resistance only after halving the swarm's HD.

Example: A corpse rat swarm has 8 Hit Dice. However, it is treated as having only 4 HD for the purpose of determining the success of a turning check (and is therefore much easier to turn than a normal 8 HD undead creature). Furthermore, for every 4 HD of undead affected by the cleric's turning damage roll, the cleric turns one swarm. If the turning character's cleric level is 8th or higher, the corpse rat swarms are destroyed instead of turned.

(such as *mage armor*) work normally against them. Incorporeal creatures cannot make trip or grapple attacks, nor can they be tripped or grappled. In fact, they cannot take any physical action that would move or manipulate an opponent or its equipment, nor are they subject to such actions. Incorporeal creatures have no weight and do not set off traps that are triggered by weight.

An incorporeal creature moves silently and cannot be heard with Listen checks if it doesn't wish to be. Nonvisual senses, such as scent and blindsight, are either ineffective or only partly effective with regard to incorporeal creatures. Incorporeal creatures have an innate sense of direction and can move at full speed even when they cannot see.

Additional information about incorporealness is given in the Running Undead Encounters section starting on page 135.

Swarm Traits

A swarm has no clear front or back and no discernible anatomy, so it is not subject to critical hits or flanking. A swarm made up of Tiny creatures takes half damage from slashing and piercing weapons. A swarm composed of Fine or Diminutive creatures is immune to weapon damage.

Reducing a swarm to 0 hit points or fewer causes the swarm to break up, though damage taken until that point does not degrade its ability to attack or resist attack. Swarms are never staggered or reduced to a dying state by damage. Also, they cannot be tripped, grappled, or bull rushed, and they cannot grapple another.

A swarm is immune to any spell or effect that targets a specific number of creatures (including single-target spells such as *disintegrate*), with the exception of mind-affecting spells and abilities if the swarm has an Intelligence score and a hive mind. A swarm takes a –10 penalty on saving throws against spells or abilities that affect an area, such as many evocation spells and splash weapons. If the area attack does not allow a saving throw, the swarm takes double damage instead.

Though swarms are extremely difficult to fight with physical attacks, they have a few special vulnerabilities, as follows: A lit torch swung as an improvised weapon deals 1d3 points of fire damage per hit. A weapon with a special ability such as flaming or frost deals its full energy damage with each hit, even if the weapon's normal damage can't affect the swarm. A lit lantern can be used as a splash weapon, dealing 1d4 points of fire damage to all creatures in squares adjacent to where it breaks.

Swarms made up of Diminutive or Fine creatures are susceptible to high wind, such as that created by a *gust of wind* spell. For purposes of determining the effects of wind on a swarm, treat the swarm as a creature of the same size as its constituent creatures. Wind effects deal 1d6 points of nonlethal damage to the swarm per spell level (or Hit Die of the originating creature, in the case of effects such as an air elemental's whirlwind).

A swarm rendered unconscious by means of nonlethal damage becomes disorganized and dispersed, and does not re-form until its hit points exceed its nonlethal damage.

Swarms also gain the distraction ability, described below.

Distraction (Ex): Any living creature vulnerable to a swarm's damage that begins its turn with the swarm in its square is nauseated for 1 round; a Fortitude save negates the effect (DC 10 + 1/2 swarm's Hit Dice + swarm's Con modifier). Even with a successful save, spellcasting or concentrating on spells within the area of a swarm requires a Concentration check (DC 20 + spell level). Using skills requiring patience and concentration requires a DC 20 Concentration check. The save DC is Constitution-based.

Angel of decay

ANGEL OF DECAY

Large Undead
Hit Dice: 26d12 plus 29 (198 hp)
Initiative: +6
Speed: 30 ft. (6 squares), fly 50 ft. (poor)
Armor Class: 28 (–1 size, +2 Dex, +13 natural, +4 deflection), touch 15, flat-footed 26
Base Attack/Grapple: +13/+35
Attack: Claw +21 melee (2d6+18)*
Full Attack: 2 claws +21 melee (2d6+18) plus 2 wing slams +16 melee (1d6+11) plus rotting touch*
Space/Reach: 10 ft./10 ft.
Special Attacks: Rotting aura, rotting touch
Special Qualities: Damage reduction 10/adamantine and magic, darkvision 60 ft., spell resistance 24, undead traits, unholy grace
Saves: Fort +14, Ref +18, Will +26
Abilities: Str 37, Dex 14, Con —, Int 20, Wis 20, Cha 18
Skills: Concentration +29, Diplomacy +6, Hide +18, Knowledge (arcana) +29, Listen +29, Move Silently +26, Search +29, Sense Motive +29, Spellcraft +31, Spot +29, Survival +5 (+7 following tracks)
Feats: Cleave, Combat Reflexes, Great Fortitude, Improved Initiative, Improved Toughness†, Iron Will, Lightning Reflexes, Power Attack, Toughness
Environment: Any land and underground
Organization: Solitary
Challenge Rating: 15
Treasure: Standard
Alignment: Always chaotic evil
Advancement: 27–36 HD (Large); 37–63 HD (Huge)
Level Adjustment: —

*Includes adjustments for Power Attack feat.
†New feat described on page 27.

Illus. by T. Jarvis

A repulsive, extremely tall, humanlike creature with long, rotting wings and peeling flesh, this monstrosity continually sheds rivulets of filth and decay, creating a pool of rot in which it stands.

A mockery of a true angel, an angel of decay may appear similar to an angelic outsider only by happenstance, not design. It is an undead creature that is powered by decay.

When a healthy creature softens, crumbles, and liquefies in death, an indefinable essence wafts away like putrid steam off stagnant beach sand. This decomposing flesh radiates an essential energy in its dissipation, and an angel of decay can extract the power resident therein.

An angel of decay stands about 9 feet tall and weighs between 500 and 700 pounds.

Angels of decay speak Common and Abyssal.

COMBAT

An angel of decay prefers to wade into combat, literally, since when it touches down, it produces a constantly renewing pool of liquid corruption.

An angel of decay normally attacks using its Power Attack feat, taking a –5 penalty on its attack rolls and gaining a +5 bonus on damage rolls.

Rotting Aura (Su): When the creature is not flying, rivulets of vile corruption stream from an angel of decay's body, constantly regenerating and renewing a pool of odiferous rot all around the creature.

An angel of decay's pool of rot is a 15-foot-radius spread. Any corporeal creature standing on the ground within that area must make a DC 24 Reflex saving throw each round or take 5d6 points of damage (half that on a successful save) as its flesh begins to succumb to decay. The creature must also succeed on a subsequent DC 24 Will saving throw (regardless of whether it succeeds on the first save) or be nauseated for 1 round.

In each round that a creature takes damage from an angel of decay's rotting aura, the angel of decay heals 5 points of damage per victim.

Rotting Touch (Su): An angel of decay that hits a single foe with more than one attacks in a round rots its opponent's flesh. This effect automatically deals an extra 1d6+6 points of damage and heals the angel of decay of 5 points of damage.

Unholy Grace (Su): An angel of decay adds its Charisma modifier as a bonus on all its saving throws and as a deflection bonus to its Armor Class. (The statistics block already reflects these bonuses.)

Illus. by J. Jarvis

Atropal scion

ATROPAL SCION

Medium Undead
Hit Dice: 9d12+9 (67 hp)
Initiative: +6
Speed: Fly 30 ft. (6 squares)
Armor Class: 25 (+2 Dex, +8 natural, +5 deflection), touch 17, flat-footed 23
Base Attack/Grapple: +4/+5
Attack: Slam +6 melee (1d8+1)
Full Attack: Slam +6 melee (1d8+1)
Space/Reach: 5 ft./5 ft.
Special Attacks: Death gaze, negative energy aura, spell-like abilities
Special Qualities: Damage reduction 10/adamantine, darkvision 60 ft., fast healing 8, rebuke undead 5/day (+5, 2d6+14, 9th), undead traits, unholy grace
Saves: Fort +7, Ref +11, Will +16
Abilities: Str 13, Dex 15, Con —, Int 16, Wis 22, Cha 20
Skills: Listen +11, Knowledge (arcana) +8, Knowledge (religion) +8, Move Silently +10, Spot +11
Feats: Alertness, Improved Initiative, Improved Toughness†, Lightning Reflexes
Environment: Any
Organization: Solitary
Challenge Rating: 11
Treasure: None
Alignment: Always chaotic evil
Advancement: 10–13 HD (Medium); 14–27 HD (Large)
Level Adjustment: —
†New feat described on page 27.

This creature's hairless, overlarge head surmounts its wet, wrinkled, and bloated humanoid body. Its eyes are glassy and vacant. Its arms are too slender, and its tiny hands end in cruelly sharpened nails, while its legs are atrophied, dead things that hang useless below it.

Atropal scions are clots of divine flesh given form and animation by bleak-hearted gods of death. When a stillborn godling rises spontaneously as an undead, a great abomination is born. If that abomination is defeated, but any fragment or cast-off bit of flesh remains, an atropal scion may yet arise from those fragments, lessened in power from its divine beginnings, but no less hateful for its stature.

An atropal scion is a power to be reckoned with, and once animate in the world, seeks power over both life and unlife in an unrelenting bid for domination that only its lifeless tissue is able to sustain.

Atropal scions speak Common, Abyssal, Infernal, and Celestial.

COMBAT

A soul-numbing cold comes before and follows an atropal scion. The life energy of heroic creatures is suppressed in its foul aura, and the life force of lesser creatures is extinguished. It directs its spell-like abilities and death gaze upon those foes its mere presence cannot kill.

Death Gaze (Su): Death, range 60 feet; Fortitude DC 19 negates. The save DC is Charisma-based. Humanoids who die from this attack are transformed into wights 24 hours later.

Negative Energy Aura (Su): A 60-foot-radius negative energy aura surrounds an atropal scion. All undead in the aura (including the atropal scion) are treated as if they have +4 turn resistance and fast healing 5. Living creatures in the aura are treated as having two negative levels unless they have some sort of negative energy protection or protection from evil. Creatures with 2 or less HD fall dead in the negative energy aura (and, at the atropal scion's option, rise as wights under the atropal scion's command 1 minute later).

Rebuke Undead (Su): An atropal scion can rebuke or command undead as a cleric of the same level as the atropal scion's HD.

Spell-Like Abilities: 3/day—*animate dead, create undead, cone of cold* (DC 18), *desecrate, dispel magic, invisibility, plane shift, speak with dead, teleport.* Caster level 9th.

Unholy Grace (Su): An atropal scion adds its Charisma modifier as a bonus on all its saving throws and as a deflection bonus to its Armor Class.

BLASPHEME

Medium Undead
Hit Dice: 18d12+30 (147 hp)
Initiative: +1
Speed: 40 ft. (8 squares)
Armor Class: 20 (+1 Dex, +9 natural), touch 11, flat-footed 15
Base Attack/Grapple: +9/+18
Attack: Bite +18 melee (1d8+13 plus blasphemous contact)
Full Attack: Bite +18 melee (1d8+13 plus blasphemous contact)
Space/Reach: 5 ft./5 ft.
Special Attacks: Blasphemous contact, erratic charge
Special Qualities: Darkvision 60 ft., damage reduction 5/slash, immunity to cold, inescapable craving, undead traits
Saves: Fort +6, Ref +7, Will +13
Abilities: Str 28, Dex 12, Con —, Int 5, Wis 15, Cha 10
Skills: Listen +10, Spot +10, Survival +7
Feats: Improved Natural Attack (bite), Improved Toughness†, Toughness (4), Track
Environment: Cold plains or cold hills
Organization: Solitary or pair
Challenge Rating: 9
Treasure: None
Alignment: Always neutral evil
Advancement: 19–36 HD (Medium)
Level Adjustment: —
†New feat described on page 27.

Appearing similar to a corpse that has been dug up and surgically modified, this creature stands nearly 7 feet tall, but is extraordinarily thin. Its arms are extra long, hanging nearly to mid-calf. Its head is wide and wedge-shaped, with a split mouth that opens wider than that of a normal humanoid. Its teeth glitter like shards of black, steaming ice.

Crafted in bygone days by power-mad wizards searching to create the perfect undead guardians, blasphemes still roam forgotten areas, seeking to destroy nonevil creatures with their blasphemous bite. They are most likely to be encountered near ruins of ancient cities where magic was valued more highly than personal liberty or morals. If the secret of creating or calling a blaspheme into the world still exists, it is buried in just such a location.

Each blaspheme is created with parts from multiple ancient corpses, with teeth specially harvested from sacrifices to evil powers. However, blasphemes are not hulking, slow-moving constructs; rather, they are lithe and deadly, aware of their surroundings and capable of directing their own actions.

Blasphemes stand just under 7 feet tall and weigh about 190 pounds.

Blasphemes speak Common.

Blaspheme

Illus. by T. Baxa

COMBAT

A blaspheme resonates with evil power, the focus of which is concentrated in its teeth. Thus, blasphemes charge into combat in almost every situation, attempting to bite their victims as quickly as possible.

Blasphemous Contact (Su): Each time a blaspheme bites a nonevil creature, the creature is dazed for 1 round and takes 1d6 points of Strength damage. There is no saving throw against this effect.

Erratic Charge (Ex): When a blaspheme charges, it can make one turn of up to 90 degrees during its movement. All other restrictions on charges still apply. For instance, it cannot pass through a square that blocks or slows movement, or one that contains a creature. A blaspheme must have line of sight to a targeted opponent at the start of its turn.

Inescapable Craving: A blaspheme has an inescapable craving (see the Undead Metabolism section in Chapter 1) for Strength, which it satisfies by using its blasphemous contact ability.

BLEAKBORN

Medium Undead
Hit Dice: 8d12 (52 hp)
Initiative: +3
Speed: 30 ft. (6 squares)
Armor Class: 27 (+3 Dex, +14 natural), touch 13, flat-footed 24
Base Attack/Grapple: +4/—
Attack: Slam +10 melee (1d6+9 plus 2d6 cold)
Full Attack: Slam +10 melee (1d6+9 plus 2d6 cold)
Space/Reach: 5 ft./5 ft.
Special Attacks: Cold to the touch, create spawn, heat-draining aura
Special Qualities: Contingent healing 10, darkvision 60 ft., diet dependent, fire lover, undead traits, +2 turn resistance
Saves: Fort +2, Ref +7, Will +8
Abilities: Str 22, Dex 16, Con —, Int 14, Wis 14, Cha 15
Skills: Diplomacy +6, Hide +11, Intimidate +10, Listen +12, Search +10, Sense Motive +8, Spot +12, Survival +2 (+4 following tracks)
Feats: Alertness, Combat Reflexes, Lightning Reflexes
Environment: Any
Organization: Solitary
Challenge Rating: 7
Treasure: None
Alignment: Always neutral evil
Advancement: 6–10 HD (Medium)
Level Adjustment: —

Bleakborn

Illus. by S. Ellis

This frigid corpse is so cold that it is frosted with icy crystals. Sensing the warmth of life, it shambles eagerly toward its victims. Its eyes reflect the vacuum of the void, its touch chills to the bone, and its very presence seems to drain the heat from your pores.

When inactive, a bleakborn appears to be nothing but a humanoid corpse, slain either by bitterly cold conditions (or if in a warmer environment, as if by a magical cold attack so potent that the corpse still sparkles with ice crystals). However, whenever any living creature comes to within 30 feet of an inactive bleakborn, the warmth and life of the interloper revive the undead creature, giving it purpose and a icy semblance of life.

Bleakborns are also referred to as Moil zombies in some lesser-known tomes about undead, in supposed reference to the cursed city in which they first arose. A bleakborn is not marked by direct violence; rather, it looks like a humanoid that has been flash-frozen, with discoloration and some ruptured flesh showing here and there.

A bleakborn stands a little over 6 feet tall and weighs between 150 and 230 pounds.

Bleakborns speak Common and their own language (called Moilian).

COMBAT

A bleakborn actively moves toward living creatures, attempting to keep them within range of its heat-draining aura. If possible, a bleakborn pummels a living creature with its ice-cold limbs, hoping to deprive its victim of all warmth and life.

Cold to the Touch (Su): The touch of a bleakborn deals 2d6 points of cold damage. Each 3 points of cold damage dealt heals a bleakborn of 1 point of damage. If this amount of healing would cause a bleakborn to exceed its full normal hit point total, it gains any excess as temporary hit points. These temporary hit points last for up to 1 hour. Anyone who hits a bleakborn in melee also takes 1d6 points of cold damage, unless wielding a reach weapon.

Contingent Healing: A bleakborn only heals when in range of a living creature that it can affect with its heat-draining aura. Even if brought to 0 hit points or less, a bleakborn eventually heals if a living creature at some future date wanders within 30 feet of the bleakborn's remains, automatically triggering its heat-draining aura. As long as affected creatures are within its heat-draining aura, a bleakborn's contingent healing remains active.

A bleakborn does not have immunity to cold. While a bleakborn doesn't take cold damage from its own abilities, it can take cold damage from another of its kind.

Create Spawn (Su): Any humanoid slain by a bleakborn becomes a normal zombie in 1d4 rounds. These spawn are under the command of the bleakborn that created them and

remain enslaved until its destruction. They do not possess any of the abilities they had in life.

Sometimes a newly created spawn becomes a bleakborn instead of a mere zombie, though the wiles of the dark gods determine such instances (that is, the DM decides when this occurs).

Diet Dependent: Bleakborns are diet dependent (see the Undead Metabolism section in Chapter 1) upon warmth, which they gain through their heat-draining aura, as described below.

Fire Lover (Su): A magical fire attack heals a bleakborn of 1 point of damage for each 3 points of damage the attack would otherwise deal. If this amount of healing would cause bleakborn to exceed its full normal hit point total, it gains any excess as temporary hit points. These temporary hit points last for up to 1 hour. For example, a bleakborn hit by a *fireball* that would normally deal 18 points of damage instead gains 6 hit points. A bleakborn makes no saving throws against fire effects.

Heat-Draining Aura (Su): All living creatures (except those immune to cold damage) that approach within 30 feet of a bleakborn are subject to its heat-draining aura. Victims must make a DC 16 Fortitude save. If they fail, they take 2d6 hit points of cold damage per round as their living heat is sucked away, but if they succeed, they lose only 1d6 hit points per round that they remain in the radius. Should a bleakborn kill a humanoid creature with its heat-draining aura, the victim rises again as a bleakborn spawn. The save DC is Charisma-based.

Blood amniote

BLOOD AMNIOTE

Huge Undead
Hit Dice: 10d12 (65 hp)
Initiative: +5
Speed: 30 ft. (6 squares), climb 20 ft.
Armor Class: 26 (–2 size, +5 Dex, +13 natural), touch 13, flat-footed 11
Base Attack/Grapple: +7/+18
Attack: Slam +9 melee (2d6+6 plus blood call)
Full Attack: Slam +9 melee (2d6+6 plus blood call)
Space/Reach: 15 ft./10 ft.
Special Attacks: Blood call
Special Qualities: Blindsight 60 ft., damage reduction 10/—, darkvision 60 ft., fast healing 5, inescapable craving, ooze traits, self spawn, undead traits
Saves: Fort +3, Ref +8, Will –2
Abilities: Str 19, Dex 20, Con —, Int —, Wis 1, Cha 1
Skills: —
Feats: —
Environment: Underground
Organization: Solitary, pair, or amnion (4–8)
Challenge Rating: 9
Treasure: None
Alignment: Always neutral
Advancement: 11–15 HD (Huge); 16–30 HD (Gargantuan)
Level Adjustment: —

A clot of animate blood the size of a small house, this amoeba of failed life is hungry to add new blood to its oozing body.

The half-congealed blood of past victims gives a blood amniote its form, and its ties to the Negative Energy Plane give the creature animation. Mindless, it seeks only to pierce the fleshy carapace of all living creatures it comes upon so it can draw out the blood beneath.

Though these creatures are mindless, vestiges of past victims completely drained of blood remain imprinted on them. Observers sometimes see these random memories as faces that briefly form on the surface of a blood amniote, only to fall away again to formlessness moments later.

COMBAT

When a blood amniote senses potential prey, it quickly moves to engage, hoping to draw out the blood of its victims in full quantity.

Blood Call (Su): Whenever a blood amniote strikes a living creature in melee combat, its touch causes the target's body to expel a portion of its own blood through the pores. The expelled blood gathers and flows across the intervening distance between the prey and the blood amniote. This attack deals 1d4 points of Constitution damage to the foe.

If a blood amniote deals as many points of Constitution damage during its existence as its full normal hit point total, it self spawns (see below).

Inescapable Craving: A blood amniote has an inescapable craving (see the Undead Metabolism section in Chapter 1) for blood, which it satisfies by using its blood call ability.

Ooze Traits: Despite being undead, a blood amniote has all the benefits and disadvantages of being an ooze. Like oozes, blood amniotes do not receive any feats. Blood amniotes are mindless and are immune to all mind-affecting spells and abilities, and they are blind, giving them immunity to gaze attacks, visual effects, illusions, and other attack forms that rely on sight. Blood amniotes also have immunity to poison, magic *sleep* effects, paralysis, polymorph, and stunning, and they are not subject to extra damage from critical hits or flanking.

Illus. by W. England

Self Spawn (Ex): If a blood amniote deals as many points of Constitution damage during its existence as its full normal hit point total, it self spawns, splitting into two identical blood amniotes, each with a number of hit points equal to the original blood amniote's full normal total.

BLOODMOTE CLOUD

Fine Undead (Swarm)
Hit Dice: 10d12 (65 hp)
Initiative: —
Speed: Fly 20 ft. (4 squares)
Armor Class: 19 (+8 size, +1 Dex), touch 11, flat-footed 18
Base Attack/Grapple: +5/—
Attack: Swarm (1d4 plus blood drain)
Full Attack: Swarm (1d4 plus blood drain)
Space/Reach: 10 ft./0 ft.
Special Attacks: Blood drain, distraction
Special Qualities: Darkvision 60 ft., diet dependent, immune to weapon damage, swarm traits, undead traits
Saves: Fort +2, Ref +3, Will +6
Abilities: Str 4, Dex 13, Con —, Int —, Wis 10, Cha 1
Skills: —
Feats: —
Environment: Any
Organization: Solitary, cloud (2–4 swarms), or infestation (7–12 swarms)
Challenge Rating: 6
Treasure: None
Alignment: Always neutral evil
Advancement: None
Level Adjustment: —

This cloud of buzzing insects boils toward its victims, droning ominously in its strangely deep pitch and accompanied by the sickly sweet aroma of blood.

A bloodmote cloud is made up of undead mosquitoes with a blood thirst. While a living mosquito is hardly more than an annoyance, and a swarm of the same is hardly cause for alarm, the appearance of a concentrated swarm of undead bloodsuckers is a calamity.

COMBAT

A bloodmote cloud seeks to engulf and suck dry any living prey it encounters. A bloodmote cloud is never sated.

Blood Drain (Ex): A bloodmote cloud drains blood and deals 1d3 points of damage and 1d2 points of Constitution damage to any creature whose space it occupies at the end of its move.

Diet Dependent: A bloodmote cloud is diet dependent (see the Undead Metabolism section in Chapter 1) upon blood, which it consumes by using its blood drain ability.

Distraction (Ex): Any living creature that begins its turn with a bloodmote cloud in its space must succeed on a DC 15 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Illus. by W. Reynolds

Bloodmote cloud

BONE RAT SWARM

Tiny Undead (Swarm)
Hit Dice: 4d12 (26 hp)
Initiative: +3
Speed: 15 ft. (3 squares), climb 15 ft.
Armor Class: 15 (+2 size, +3 Dex), touch 15, flat-footed 12
Base Attack/Grapple: +2/—
Attack: Swarm (1d6)
Full Attack: Swarm (1d6)
Space/Reach: 10 ft./0 ft.
Special Attacks: Distraction
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., half damage from slashing and piercing weapons, immunity to cold, swarm traits, undead traits
Saves: Fort +1, Ref +4, Will +4
Abilities: Str 2, Dex 17, Con —, Int —, Wis 10, Cha 1
Skills: —
Feats: —
Environment: Any
Organization: Solitary, pack (2–4 swarms), or infestation (7–12 swarms)
Challenge Rating: 3
Treasure: None
Alignment: Always neutral evil
Advancement: None
Level Adjustment: —

With the scrabble of hundreds of bony claws, a mass of tiny skeletal creatures surges across the floor, with pinpoints of red light gleaming in their empty eye sockets.

A bone rat swarm is a mass of undead skeletal rats. Though individually such creatures would pose little risk, in great numbers they can strip a creature clean in short order.

COMBAT

A bone rat swarm seeks to engulf and devour any living prey it encounters. A bone rat swarm deals 1d6 points of damage to any creature whose space it occupies at the end of its move.

Distraction (Ex): Any living creature that begins its turn with a bone rat swarm in its space must succeed on a DC 15 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Bone rat swarm

BONEYARD

Huge Undead
Hit Dice: 17d12+17 (127 hp)
Initiative: +6
Speed: 20 ft. (4 squares), fly 60 ft. (good)
Armor Class: 30 (–2 size, +2 Dex, +20 natural), touch 10, flat-footed 28
Base Attack/Grapple: +8/+26
Attack: Bite +16 melee (2d8+15/19–20 plus bone subsumption)
Full Attack: Bite +16 melee (2d8+15/19–20 plus bone subsumption)
Space/Reach: 15 ft./10 ft.
Special Attacks: Bone subsumption, improved grab, summon skeletons, utter subsumption
Special Qualities: Damage reduction 10/—, darkvision 60 ft., fast healing 10, immunity to cold, inescapable craving, spell resistance 24, undead traits
Saves: Fort +7, Ref +9, Will +15
Abilities: Str 31, Dex 14, Con —, Int 18, Wis 20, Cha 18
Skills: Balance +22, Climb +30, Hide +22, Jump +30, Listen +25, Move Silently +22, Search +24, Spot +25
Feats: Combat Reflexes, Dodge, Great Fortitude, Improved Critical (bite), Improved Initiative, Improved Toughness†, Lightning Reflexes
Environment: Any
Organization: Solitary
Challenge Rating: 14
Treasure: Standard
Alignment: Always chaotic evil
Advancement: 18–25 HD (Huge); 26–51 HD (Gargantuan)
Level Adjustment: —
†New feat described on page 27.

The pile of bones before you stirs. The bones rise and reform, and as each bone finds its proper place, the shape of a huge serpentine creature emerges, one whose form is composed of interlocking bones, its head the skull of some unnamed and long-dead beast.

A boneyard is an undead creature made entirely from the bones of other dead creatures. However, unlike a skeleton or similar monster, a boneyard's form is fluid in the sense that it can appear merely as a pile of bones, or as a serpent composed of bones, or some other form of its choice. Boneyards have been called by many names, depending upon where they are encountered, including bone weirds, dancing bones, and bonetakers.

A boneyard weighs between 4,000 and 8,000 pounds, depending on the number of bones it has subsumed.

Boneyards speak Common, Terran, and Abyssal.

COMBAT

A boneyard seeks to bite and subsume the bones of its foes. If it can start a grapple, it pulls victims directly into its mass.

Bone Subsumption (Su): Whenever a boneyard successfully bites a foe, the victim must make a DC 22 Fortitude save (except for undead victims, which make Will saves). The save DC is Charisma-based. On a failed save, the victim's bones begin to melt away from the body to meld with the form of the boneyard. The victim takes 2d4 points of damage to Constitution, Dexterity, and Strength. This ability works only on creatures that possess a skeletal structure (so it works on many undead, but it is useless against constructs, elementals, oozes, and plants).

Improved Grab (Ex): To use this ability, a boneyard must hit a Large or smaller opponent with its bite attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity. If it wins the grapple check, it establishes a hold and can try to utterly subsume all the bones in the victim's body.

Illus. by W. England

Boneyard

Illus. by W. Reynolds and D. Martin

Inescapable Craving: A boneyard has an inescapable craving (see the Undead Metabolism section in Chapter 1) for bones, which it satisfies by using its bone subsumption ability.

Summon Skeletons (Su): A boneyard can summon undead creatures from its own bones once per day: 3–6 troll skeletons or 2–4 young adult red dragon skeletons. The undead arrive in 1d10 rounds and serve for 1 hour or until they are reabsorbed back into the boneyard.

Utter Subsumption (Su): If a boneyard wins a grapple check after using its improved grab ability, it attempts to pin the target on its next action. A boneyard that begins a turn with a victim still pinned and that makes one more successful grapple check automatically tears every bone from the victim's body, instantly killing the victim.

BRAIN IN A JAR

Tiny Undead
Hit Dice: 3d12 (19 hp)
Initiative: +2
Speed: Fly 30 ft. (8 squares) (good)
Armor Class: 13 (+2 Dex, +1 deflection), touch 13, flat-footed 11
Base Attack/Grapple: —/—
Attack: —
Full Attack: —
Space/Reach: 1 ft./—
Special Attacks: Mind thrust, psionics, rebuke undead 6/day (+5, 2d6+6, 3rd)
Special Qualities: Blindsight 60 ft., darkvision 60 ft., madness, telepathy, undead traits, +4 turn resistance
Saves: Fort +1, Ref +3, Will +6
Abilities: Str —, Dex 14, Con —, Int 16, Wis 12, Cha 16
Skills: Bluff +9, Diplomacy +9, Knowledge (history) +9, Knowledge (psionics) +9, Knowledge (religion) +9, Listen +9, Spot +9
Feats: Alertness, Iron Will
Environment: Any
Organization: Solitary
Challenge Rating: 4
Treasure: None
Alignment: Usually neutral evil
Advancement: 4–9 HD (Tiny)
Level Adjustment: —

Something gray and shriveled sloshes within a grimy glass canister—a disembodied brain afloat in alchemical preservatives.

The brain in a jar is a masterpiece of preservation—but where alchemical preservatives leave off, necromancy picks up. An animate brain in a jar is, in truth, an undead creature. Additionally, possibly because it is free of the need to worry about controlling and animating an entire body, a brain in a jar possesses potent mental powers.

Of course, merely removing the brain of a zombie or some other undead creature and storing it in alchemical preservatives is not enough to create an undead brain with psionic ability. The ritual of extraction, the spells of formulation, and the alchemical recipes of preservation are closely guarded secrets held by only a few master necromancers.

The creation of a brain in a jar is difficult and fraught with danger, because once its mental powers are fully developed, this undead creature is adept at controlling the thoughts and minds of other creatures, especially living creatures. It is not unknown for a brain in a jar to take control over the necromancer who created it.

A brain in a jar weighs about 25 pounds, which includes the weight of the glass canister and the preservative fluids.

A brain in a jar can speak telepathically to any creature within 100 feet that has a language.

COMBAT

A brain in a jar prefers control to direct combat, since brains in fragile glass jars can't stand too much jostling. However, when it can't stay completely clear of combat, it seeks to put off aggressors with its mind thrust ability.

Brain in a jar

Mind Thrust (Su): A brain in a jar can spend a standard action to deliver a massive assault on the thought pathways of any one creature, undermining its intellect. This mind thrust deals 2d10 points of damage to any target creature that fails a DC 14 Will save. The save DC is Charisma-based.

Madness (Su): Anyone targeting a brain in a jar with a thought detection, mind control, or any sort of telepathic or psionic ability that makes direct contact with its tortured mind takes 1d4 points of Wisdom damage.

Psionics (Sp): 3/day—*suggestion* (DC 16), *telekinesis* (DC 18); 1/day—*dominate person* (DC 18). Manifester level 10th. The save DCs are Charisma-based.

Rebuke Undead (Su): A brain in a jar can rebuke or command undead as a cleric of the same level as the brain's HD.

CARCASS EATER

Small Animal
Hit Dice: 1d8+3 (7 hp)
Initiative: +3
Speed: 30 ft. (6 squares), burrow 10 ft.
Armor Class: 15 (+1 size, +3 Dex, +1 natural), touch 14, flat-footed 12
Base Attack/Grapple: +0/–5
Attack: Bite +4 melee (1d4–1)
Full Attack: 2 claws +4 melee (1d2–1) and bite –1 melee (1d4–1)
Space/Reach: 5 ft./5 ft.
Special Attacks: Blood frenzy
Special Qualities: Low-light vision, scent
Saves: Fort +5, Ref +5, Will +1
Abilities: Str 8, Dex 17, Con 17, Int 2, Wis 12, Cha 6
Skills: Hide +7, Listen +3, Spot +3
Feats: Track, Weapon Finesse
Environment: Temperate forests
Organization: Solitary, pair, or throng (6–9)
Challenge Rating: 1/2
Advancement: 2 HD (Small)
Level Adjustment: —

This gore-streaked, four-footed animal seems like a cross between a overlarge rat and a wolf, though even that can't explain the extraordinary size of its toothy jaws.

Carcass eaters are most often found digging up fresh graves for food or, where opportunity is less available, hunting the night for prey.

An adult carcass eater is 3 to 4 feet long and weighs 65 to 75 pounds.

COMBAT

Carcass eaters attack with their sharp claws and teeth.

Blood Frenzy (Ex): A carcass eater that deals damage in combat against a living creature scents blood, which causes it to fly into a frenzy the following round. While in a blood frenzy, a carcass eater gains +4 to Strength, +4 to Constitution, and –2 to Armor Class. Sensing its victim's death, the carcass eater claws and bites until its opponent is brought to negative hit points, at which time the creature immediately gains an additional bite attack against its fallen foe. This attack automatically hits, dealing 1d4+1 points of damage (which takes into account the +4 Strength bonus). A carcass eater cannot end its rage voluntarily.

Skills: A carcass eater has a +4 racial bonus on Hide checks.

CINDERSPAWN

Large Undead (Fire)
Hit Dice: 10d12 (65 hp)
Initiative: +5
Speed: 50 ft. (10 squares)
Armor Class: 17 (–1 size, +5 Dex, +3 natural), touch 14, flat-footed 12
Base Attack/Grapple: +5/+10
Attack: Touch +9 melee (2d6 cold plus 1d6 Cha drain)
Full Attack: Touch +9 melee (2d6 cold plus 1d6 Cha drain)
Space/Reach: 10 ft./10 ft.
Special Attacks: Charisma drain
Special Qualities: Darkvision 60 ft., elemental turning vulnerability, frostfire shield, immunity to fire, inescapable craving, undead traits, vulnerability to cold
Saves: Fort +3, Ref +8, Will +7
Abilities: Str 12, Dex 21, Con —, Int 11, Wis 11, Cha 17
Skills: Jump +26, Listen +13, Move Silently +18, Spot +13
Feats: Dodge, Mobility, Spring Attack, Weapon Finesse
Environment: Any
Organization: Solitary, pair, or gang (3–5)
Challenge Rating: 6
Treasure: None
Alignment: Always chaotic evil
Advancement: 11–20 HD (Large); 16–30 HD (Huge)
Level Adjustment: +4

This tall, gaunt, coal-black humanoid flickers with a blue-white flame. Its bright yellow eyes gleam with menace.

Cinderspawn are burnt-out undead remnants of creatures of elemental fire. They hate living creatures for their warmth and seek to destroy all such beings.

Carcass eater

Illus. by T. Baxa

Like a fire elemental, a cinderspawn cannot enter water or any other nonflammable liquid. A body of water is an impassable barrier for a cinderspawn unless the creature can step or jump over it.

A cinderspawn stands 12 feet tall and weighs 200 pounds.

Cinderspawn speak Ignan.

COMBAT

A cinderspawn chooses targets carefully, using its Mobility and Spring Attack feats to reach vulnerable opponents that might otherwise be protected by comrades.

Charisma Drain (Su): Living creatures hit by a cinderspawn's touch attack must make a DC 18 Fortitude save or take 1d6 points of Charisma drain. (Creatures with the fire subtype take a –4 penalty on this save.) When a cinderspawn drains a victim's Charisma, it gains 5 temporary hit points, no matter how many points it drains. These temporary hit points last for up to 1 hour. The save DC is Charisma-based.

Elemental Turning Vulnerability (Ex): A character who can turn undead and also turn fire creatures gains a +2 bonus on turning checks to turn a cinderspawn. A character who can rebuke undead and also rebuke fire creatures gains a +2 bonus on turning checks to rebuke a cinderspawn.

Frostfire Shield (Su): Any creature striking a cinderspawn with a natural attack or a melee weapon (except for reach weapons) takes 1d6 points of cold damage as the cinderspawn drains its body heat.

Cinderspawn

Illus. by D. Martin and T. Baxa

Inescapable Craving: A cinderspawn has an inescapable craving (see the Undead Metabolism section in Chapter 1) for Charisma, which it satisfies by using its Charisma drain ability.

CORPSE RAT SWARM

Tiny Undead (Swarm)
Hit Dice: 8d12 (52 hp)
Initiative: +1
Speed: 15 ft. (3 squares), climb 15 ft.
Armor Class: 13 (+2 size, +1 Dex), touch 13, flat-footed 12
Base Attack/Grapple: +4/—
Attack: Swarm (1d6 plus disease)
Full Attack: Swarm (1d6 plus disease)
Space/Reach: 10 ft./0 ft.
Special Attacks: Disease, distraction
Special Qualities: Damage reduction 5/slashing, darkvision 60 ft., swarm traits, undead traits
Saves: Fort +2, Ref +3, Will +6
Abilities: Str 4, Dex 13, Con —, Int —, Wis 10, Cha 1
Skills: —
Feats: —
Environment: Any
Organization: Solitary, pack (2–4 swarms), or infestation (7–12 swarms)
Challenge Rating: 4
Treasure: None
Alignment: Always neutral evil
Advancement: None
Level Adjustment: —

Leaving a stinking trail of blood and rotting entrails, the horde of tiny rat corpses squirms and squeals toward its victims.

Corpse rat swarm

Like a bone rat swarm, a corpse rat swarm is made up of countless undead rats. These, however, are closer to zombies than skeletons, with hunks of rotting flesh still hanging on their bones. They are even more disease-ridden than a normal rat swarm, and every bit as hungry for flesh.

COMBAT

A corpse rat swarm seeks to engulf and devour any living prey it encounters. A corpse rat swarm deals 1d6 points of damage to any creature whose space it occupies at the end of its move.

Disease (Ex): Filth fever—swarm attack, Fortitude DC 16, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con. The save DC is Constitution-based and includes a +2 racial bonus.

Distraction (Ex): Any living creature that begins its turn with a corpse rat swarm in its space must succeed on a DC 15 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

CRYPT CHANTER

Medium Undead (Incorporeal)
Hit Dice: 7d12 (45 hp)
Initiative: +8
Speed: 30 ft. (6 squares), fly 30 ft. (perfect)
Armor Class: 19 (+4 Dex, +5 deflection), touch 19, flat-footed 15
Base Attack/Grapple: +3/—
Attack: Incorporeal touch +6 melee (1d8)
Full Attack: Incorporeal touch +6 melee (1d8)
Space/Reach: 5 ft./5 ft.
Special Attacks: Draining melody, create spawn
Special Qualities: Darkvision 60 ft., daylight powerlessness, incorporeal traits, undead traits, +2 turn resistance
Saves: Fort +2, Ref +6, Will +7
Abilities: Str —, Dex 18, Con —, Int 14, Wis 14, Cha 20
Skills: Hide +14, Intimidate +13, Listen +14, Perform (sing) +14, Search +12, Spot +14
Feats: Alertness, Blind-Fight, Improved Initiative
Environment: Any land and underground
Organization: Solitary, chorale (2–4), or choir (6–11)
Challenge Rating: 7
Treasure: None
Alignment: Always chaotic evil
Advancement: 8–17 HD (Medium)
Level Adjustment: —

A lone, wavering figure begins a song. The haunting melody echoes through the air, calling for you to dance. The music makes your soul shrivel, but it also makes you smile. How can something be so awful and so wonderful at the same time?

A crypt chanter's voice is the perfect horror, at once compelling and dreadful. These undead creatures sometimes appear to be playing spectral viols, flutes, drums, or any other instruments they choose, varying from chanter to chanter.

As incorporeal creatures, crypt chanters are weightless.

A crypt chanter never speaks directly, though it may give instructions or provide answers within the lyrics of its music (usually in Common, sometimes Abyssal).

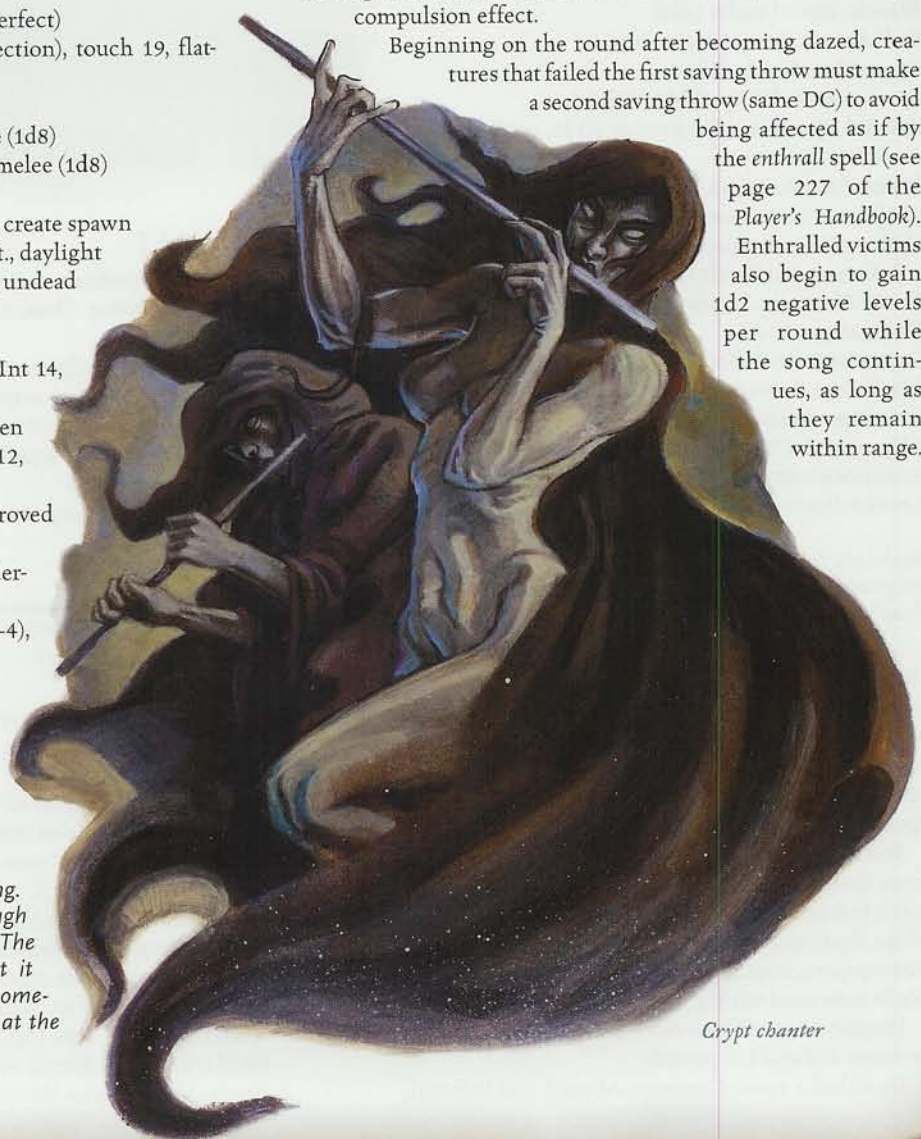
COMBAT

A crypt chanter's strength and shield is its music. A crypt chanter seeks to snare its victims with its music, and then drain them of life with the same melody. If threatened, a crypt chanter retreats into a nearby wall or other handy physical barrier.

Create Spawn (Su): Any humanoid slain by a crypt chanter through its draining melody (see below) becomes a crypt chanter 1d4 rounds later. Spawn are under the command of the crypt chanter that created them and remain enslaved until its destruction. They do not possess any of the abilities they had in life.

Draining Melody (Su): A crypt chanter constantly sings, creating a magically charged allure. All creatures within 60 feet of a crypt chanter must make a DC 18 Will save or stand dazed as long as the music continues. This is a sonic, mind-affecting, compulsion effect.

Beginning on the round after becoming dazed, creatures that failed the first saving throw must make a second saving throw (same DC) to avoid being affected as if by the *enthrall* spell (see page 227 of the *Player's Handbook*). Enthralled victims also begin to gain 1d2 negative levels per round while the song continues, as long as they remain within range.



Crypt chanter

Illus. by S. Ellis

If a creature gains a number of negative levels at least equal to its Hit Dice, it dies and becomes a spawn.

When a crypt chanter bestows negative levels on a victim, it gains 5 temporary hit points for each negative level bestowed. These temporary hit points last for up to 1 hour.

Creatures that successfully save upon hearing a crypt chanter's music cannot be affected by that crypt chanter's music again unless the chanter ceases singing for 1 full round (releasing all those it previously held in thrall) and begins a new song. The save DC is Charisma-based.

Daylight Powerlessness (Ex): A crypt chanter is utterly powerless in natural sunlight (not merely a *daylight* spell) and flees from it.

DEATHLOCK

Medium Undead
Hit Dice: 3d12 (19 hp)
Initiative: +6
Speed: 30 ft. (6 squares)
Armor Class: 13 (+2 Dex, +1 natural), touch 12, flat-footed 11
Base Attack/Grapple: +1/+1
Attack: Bite +1 melee (1d4)
Full Attack: Bite +1 melee (1d4)
Space/Reach: 5 ft./5 ft.
Special Attacks: Spell-like abilities
Special Qualities: Darkvision 60 ft., undead traits, +2 turn resistance
Saves: Fort +1, Ref +3, Will +4
Abilities: Str 11, Dex 15, Con —, Int 14, Wis 13, Cha 14
Skills: Concentration +6, Hide +8, Knowledge (arcana) +8, Listen +9, Spellcraft +8, Spot +9
Feats: Alertness, Improved Initiative
Environment: Any
Organization: Solitary, trio, or college (5–9)
Challenge Rating: 3
Treasure: Standard
Alignment: Usually neutral evil
Advancement: By character class
Level Adjustment: +3

Skeletally thin, this figure wears a dramatic cloak fringed with magical sigils. Its cadaverous eyes sizzle with cursed power, and deadly spells dance on its fingertips.

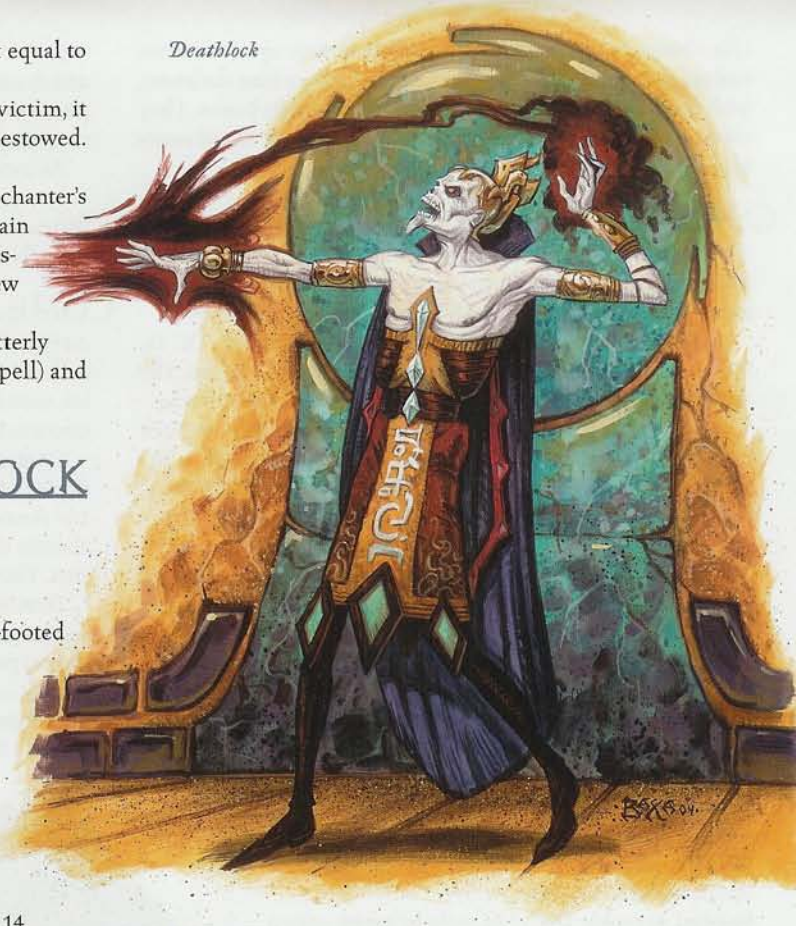
Deathlocks are undead born of the corpses of powerful spellcasters whose remains are so charged with magic that they are unable to lie quiet in the grave. Animate, but shorn of the spirit that once ruled their forms, deathlocks seek to bring all those they meet into an intimate embrace with death. Only their knowledge of spellcasting remains, though twisted and changed.

Sometimes deathlocks retain a single shred of memory from their former spirits. If the recollection was dear to the spirit that once inhabited the now shriveled and blasted body of the deathlock, the creature usually seeks out the source of that memory, hoping to destroy it, compromise it, or undo the deeds associated with it.

Deathlocks stand between 5-1/2 and 6-1/2 feet tall and weigh between 100 and 120 pounds.

Deathlocks speak Common, Abyssal, and Infernal.

Deathlock



Illus. by T. Baxa

COMBAT

A deathlock prefers to use its spell-like abilities from a distance, disdaining melee. Thus, it can also use *inflict minor wounds* to heal itself.

Spell-Like Abilities: At will—*detect magic*, *inflict minor wounds* (DC 13), *read magic*; 3/day—*cause fear* (DC 13), *magic missile*, *summon monster I*; 2/day—*death knell* (DC 14), *ghoul glyph*† (DC 14). Caster level equals the deathlock's HD. The save DCs are Charisma-based.

†New spell; see page 66.

DESICCATOR

Small Undead (Water)
Hit Dice: 4d12 (26 hp)
Initiative: +5
Speed: 20 ft. (4 squares), swim 60 ft.
Armor Class: 15 (+1 size, +1 Dex, +3 natural), touch 12, flat-footed 14
Base Attack/Grapple: +2/+1
Attack: Slam +6 melee (1d6 plus fatigue)
Full Attack: Slam +6 melee (1d6 plus fatigue)
Space/Reach: 5 ft./5 ft.
Special Attacks: Desiccating breath, fatiguing touch
Special Qualities: Darkvision 60 ft., elemental turning vulnerability, inescapable craving, undead traits
Saves: Fort +1, Ref +2, Will +4
Abilities: Str 16, Dex 12, Con —, Int 8, Wis 11, Cha 13
Skills: Listen +7, Search +7, Spot +7
Feats: Ability Focus (desiccating breath), Improved Initiative

Environment: Any
Organization: Solitary or gang (2–5)
Challenge Rating: 2
Treasure: None
Alignment: Always neutral evil
Advancement: 5–7 HD (Medium), 8–12 HD (Large)
Level Adjustment: +3

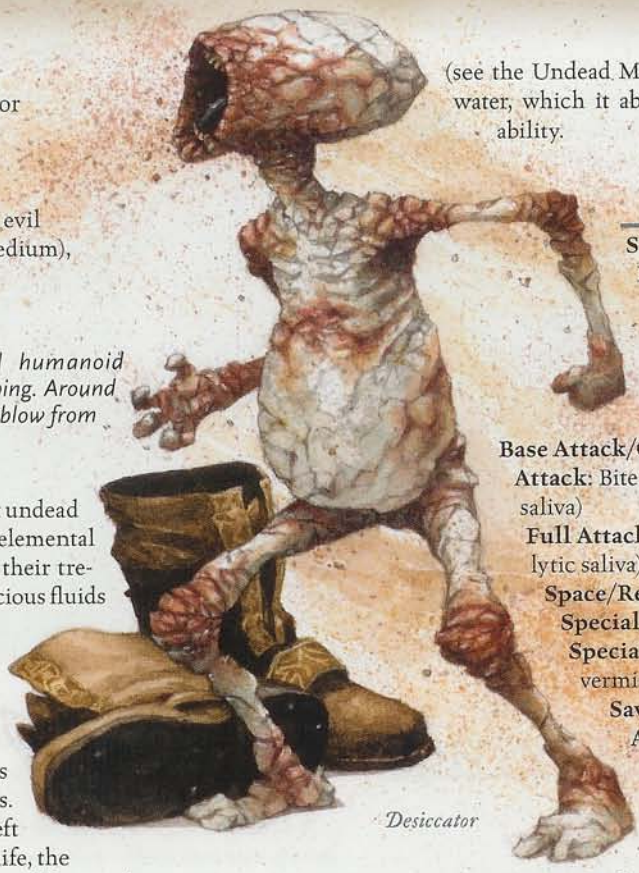
This small, salt-encrusted humanoid figure looks parched and gasping. Around it, a dry, hot breeze seems to blow from nowhere.

Desiccators are the dried-out undead remnants of creatures of elemental water. They long to quench their tremendous thirst with the precious fluids of living creatures.

Thanks to their withered forms, desiccators are sometimes mistaken for mummies, although they wear none of the wrappings common to those creatures. Cursed to remain forever bereft of the watery form it had in life, the desiccator envies and despises all living things.

Most desiccators stand about 4 feet tall but weigh only 30 to 40 pounds.

Desiccators speak Aquan.



Desiccator

COMBAT

A desiccator opens combat with its breath weapon, seeking to weaken opponents' resistance to its fatiguing touch.

Desiccating Breath (Su): 15-foot cone of desiccating air every 1d4 rounds, damage 1 Con, Fortitude DC 15 negates. (Creatures with the water subtype take a –4 penalty on this save.) The save DC is Charisma-based and includes a +2 bonus from the Ability Focus feat.

Fatiguing Touch (Su): The slam of a desiccator, in addition to dealing 1d8 points of damage, makes living creatures fatigued. A DC 13 Fortitude save negates the fatigue but not the damage. (Creatures with the water subtype take a –4 penalty on this save.) If the victim fails the save, the desiccator also gains 5 temporary hit points, which last for up to 1 hour. A creature already fatigued cannot become exhausted as a result of this touch. The save DC is Charisma-based.

Elemental Turning Vulnerability (Ex): A character who can turn undead and also turn water creatures gains a +2 bonus on turning checks to turn a desiccator. A character who can rebuke undead and also rebuke water creatures gains a +2 bonus on turning checks to rebuke a desiccator.

Inescapable Craving: A desiccator has an inescapable craving (see the Undead Metabolism section in Chapter 1) for water, which it absorbs by using its fatiguing touch ability.

DIRE MAGGOT

Small Vermin
Hit Dice: 6d8+6 (33 hp)
Initiative: +2
Speed: 40 ft. (8 squares), climb 40 ft.
Armor Class: 16 (–2 size, +2 Dex, +6 natural), touch 10, flat-footed 14
Base Attack/Grapple: +4/+15
Attack: Bite +3 melee (1d8+2 plus paralytic saliva)
Full Attack: Bite +3 melee (1d8+2 plus paralytic saliva)
Space/Reach: 15 ft./10 ft.
Special Attacks: Paralytic saliva
Special Qualities: Darkvision 60 ft., vermin traits
Saves: Fort +6, Ref +4, Will +2
Abilities: Str 13, Dex 15, Con 12, Int —, Wis 10, Cha 2
Skills: Climb +11, Hide +2, Spot +4
Feats: —
Environment: Underground
Organization: Solitary or slaughter (2–5)
Challenge Rating: 2
Advancement: 7–11 HD (Small)
Level Adjustment: —

A four-foot-long dead-white segmented worm heaves into view. Eyeless, drooling stinking ichor from its clacking mandibles, the monstrosity resembles nothing so much as a maggot grown orders of magnitude too large.

Dire maggot

Illus. by J. Jarvis and D. Martin

A maggot is the worm-shaped larva of a fly, but a dire maggot is the larva of similarly monstrous flying vermin. While regular maggots are found in decaying matter, dire maggots are large, quick, and aggressive enough to seek out living prey for nourishment.

COMBAT

Dire maggots seek to paralyze their prey, though still-squirming prey is just as good to the mindless maggot.

Paralytic Saliva (Ex): A creature bitten by a dire maggot must make a DC 14 Fortitude save or be paralyzed for 1 round. The save DC is Constitution-based.

Vermin Traits: A dire maggot is immune to all mind-affecting spells and abilities (charms, compulsions, phantasms, patterns, and morale effects). It also has darkvision out to 60 feet.

Dream vestige

Illus. by S. Ellis

DREAM VESTIGE

Huge Undead (Incorporeal)
Hit Dice: 17d12 (110 hp)
Initiative: +9
Speed: Fly 40 ft. (perfect)
Armor Class: 31 (–2 size, +5 Dex, +18 deflection), touch 31, flat-footed 26
Base Attack/Grapple: +8/+16
Attack: Tendril +15 melee touch (3d6 plus form consumption)
Full Attack: 4 tendrils +15 melee touch (3d6 plus form consumption)
Space/Reach: 15 ft./20 ft.
Special Attacks: Desecrating aura, form consumption, frightful presence
Special Qualities: Blindsight 120 ft., damage reduction 10/—, darkvision 60 ft., deflective aura, dream travel, incorporeal traits, inescapable craving, self spawn, spell resistance 28, undead traits
Saves: Fort +9, Ref +14, Will +19
Abilities: Str —, Dex 20, Con —, Int 18, Wis 20, Cha 20
Skills: Concentration +24, Diplomacy +6, Hide +16, Listen +25, Move Silently +24, Search +24, Sense Motive +25, Spellcraft +24, Spot +25, Survival +5 (+7 following tracks)
Feats: Combat Reflexes, Great Fortitude, Iron Will, Improved Initiative, Lightning Reflexes, Weapon Finesse
Environment: Any
Organization: Solitary
Challenge Rating: 16
Treasure: Standard
Alignment: Always chaotic evil
Advancement: 18–25 HD (Huge); 26–51 HD (Gargantuan)
Level Adjustment: —

A mighty river of fog streams forward like an evil waterfall, swollen with storm and spray. Accompanying the shape is a susurrus of dreamlike voices that murmur, cry, and rail against some terrible fate. Slender tendrils of mist extend from the mass, patting and feeling for sustenance.

The original dream vestige was born from the nightmares of an entire city, as all of its citizens died in cursed sleep (a curse that some attribute to Orcus). Since then, that creature has spawned itself many times over.

A dream vestige is a hunter; it hunts for other creatures to incorporate into itself—mind and body, living or undead. Thus, even the undying have cause to fear a dream vestige, which preys on its own. It stalks prey on rooftops, behind walls, or under floors, unseen by its victims. A sudden visceral dread (its frightful presence ability) heralds the creature's arrival, at which time the whispers, moans, and lamenting of its subsumed victims becomes audibly apparent.

A dream vestige understands the languages of all those who have been integrated into it, which essentially means it knows all the most prevalent languages.

COMBAT

A dream vestige uses its incorporeal tendrils to disrupt and crumble the minds and bodies of the living, seeking to draw ever more creatures into itself.

Desecrating Aura (Su): A dream vestige gives off a 20-foot-radius emanation of utter desecration, imbuing its surroundings with negative energy. This ability works much like a *desecrate* spell, except the vestige itself is treated as the shrine of an evil power. All undead within 20 feet of the dream vestige (including the creature itself) gain a +2 profane bonus on attack rolls, damage rolls, and saving throws, and +2 hit points per HD. (The dream vestige's Hit Dice, attack, and save entries given here already include these profane bonuses.) Charisma checks made to turn undead within this area take a –6 penalty.

A dream vestige's desecrating aura cannot be dispelled except by a *dispel evil* spell or similar effect. If the effect is dispelled, the dream vestige can resume it as a free action on its next turn. Its desecrating aura is suppressed if a dream vestige enters a consecrated or hallowed area, but the dream vestige's presence also suppresses the consecrated or hallowed effect for as long as it remains in the area.

Form Consumption (Su): Each touch by a dream vestige's tendril drains a portion of the victim's mind (though non-

intelligent or mindless creatures are immune to a dream vestige's lascivious caresses). Each touch deals 1d4 points of Intelligence drain to the victim. When a dream vestige drains a victim's Intelligence, it gains 5 temporary hit points, no matter how many points it drains. Temporary hit points gained in this way last for up to 1 hour. Should a dream vestige ever acquire a number of temporary hit points equal to its full normal hit points, it self spawns (see below).

At the beginning of a dream vestige's subsequent action after a creature has been drained to 0 Intelligence, the victim's body is automatically engulfed and dissolved by the dream vestige, leaving nothing behind, not even dust.

Frightful Presence (Su): A dream vestige can inspire terror by charging or attacking. Affected creatures must succeed on a DC 23 Will save or become shaken, remaining in that condition as long as they remain with 60 feet of the dream vestige. A creature that successfully saves cannot be affected by that dream vestige's frightful presence for 24 hours. The save DC is Charisma-based.

Deflective Aura (Su): A dream vestige is protected by a powerful aura of dream energy. This special aura increases its AC deflection bonus by 13 (in addition to its incorporeal deflection bonus of +5), which is already factored into the statistics above.

Dream Travel (Su): A dream vestige can pull itself fully into the world of dreams, leaving behind the waking world, as a standard action. For every minute the vestige moves through the dream region, it travels 5 miles in the waking world. A dream vestige can also use this ability to travel across planar borders, should it desire. A dream vestige always knows where it will come out in the waking world.

Inescapable Craving: A dream vestige has an inescapable craving (see the Undead Metabolism section in Chapter 1) for bodies, which it satisfies by using its form consumption ability.

Self Spawn (Ex): When a dream vestige gains a number of temporary hit points equal to its full normal hit point total, it self spawns, splitting into two identical dream vestiges, each with a number of hit points equal to the original dream vestige's full normal total.

ENTOMBER

Medium Undead
Hit Dice: 8d12 (52 hp)
Initiative: +0
Speed: 30 ft. (6 squares), burrow 10 ft.
Armor Class: 21 (+11 natural), touch 10, flat-footed 21
Base Attack/Grapple: +4/+11
Attack: Slam +10 melee (1d6+9 plus entomb)
Full Attack: Slam +10 melee (1d6+9 plus entomb)
Space/Reach: 5 ft./5 ft.
Special Attacks: Entomb, exhume
Special Qualities: Damage reduction 5/silver, darkvision 60 ft., undead traits
Saves: Fort +4, Ref +4, Will +8
Abilities: Str 23, Dex 10, Con —, Int 6, Wis 14, Cha 15
Skills: Hide +7, Listen +8, Move Silently +7, Spot +8
Feats: Alertness, Great Fortitude, Lightning Reflexes
Environment: Any
Organization: Solitary, digger squad (2–4), or cemetery detail (6–10)
Challenge Rating: 5
Treasure: Standard
Alignment: Always lawful evil
Advancement: 9–16 HD (Medium); 17–24 HD (Large)
Level Adjustment: —

This shrunken and disfigured humanoid carcass moves under the power of its own animation, though the details of its shape are blurred beneath a coating of filth and grave dirt.

Entombers are undead animated by necromancers who prefer to leave the dirty work to their servants. The entombers are perfect for putting bodies in the ground, or bringing them out, depending on the needs of their masters. They usually inhabit cemeteries, catacombs, or other places where many corpses might be found. Unless specifically commanded otherwise, entombers treat all living creatures as subjects for their entombing power.

Entombers are filthy, streaked with dirt, and sometimes even bits of desiccated flesh (not their own), jewelry, and other small bits taken from the bodies they exhume or entomb. They stink of both carrion and embalming alchemical fluids. Closer scrutiny reveals their lips are sewn shut.

Most entombers are about 6 feet tall and weigh about 160 pounds.

Entombers understand Common, but their lips are sewn shut, so they cannot speak.

Entomber

Illus. by J. Easley

COMBAT

In melee combat, an entomber's fist is a powerful weapon. However, the fear associated with entombers is more due to their ability to entomb foes with their attack.

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

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

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

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

Illus. by W. Reynolds

ENTROPIC REAPER

Medium Undead (Extraplanar, Chaotic)
Hit Dice: 19d12+19 (142 hp)
Initiative: +6
Speed: 30 ft. (6 squares)
Armor Class: 20 (+2 Dex, +8 natural), touch 12, flat-footed 18
Base Attack/Grapple: +9/+18
Attack: Large scythe +13 melee (2d6+18 plus entropic blade/19–20/×4)*
Full Attack: Large scythe +13/+8 melee (2d6+18 plus entropic blade/19–20/×4)*
Space/Reach: 5 ft./5 ft.
Special Attacks: Entropic blade, spell-like abilities
Special Qualities: Damage reduction 10/cold iron and lawful, darkvision 60 ft., fast healing 10, master of the scythe, spell resistance 22, undead traits
Saves: Fort +17, Ref +8, Will +13
Abilities: Str 29, Dex 14, Con —, Int 11, Wis 20, Cha 15
Skills: Concentration +23, Knowledge (planes) +23, Listen +26, Spot +26
Feats: Combat Reflexes, Improved Critical (scythe), Improved Toughness†, Power Attack, Cleave, Improved Initiative, Whirlwind Attack
Environment: Ever-Changing Chaos of Limbo
Organization: Solitary
Challenge Rating: 12
Treasure: Standard
Alignment: Always chaotic evil
Advancement: 20–35 HD (Medium)
Level Adjustment: —
*Includes adjustments for Power Attack feat.
†New feat described on page 27.

A skeletal being cloaked in a great black robe and head-concealing hood holds a large scythe in both hands. The head of the scythe is an absence in space, a blade-shaped hole in reality that draws in the light around it.

Entropic reaper

Entropic reapers are undead that arise in Limbo. They enforce the twisted edicts of chaotic beings that decree the death of lawful creatures (though an entropic reaper is not particular about the alignments of the creatures it brings low). Though originating in Limbo, entropic reapers spend much of their time in the Material Plane, seeking to apply their entropic scythes to the necks of the living.

Entropic reapers stand about 6-1/2 feet tall and weigh about 180 pounds.

Entropic reapers speak Common, Abyssal, and Celestial.

COMBAT

An entropic reaper uses its self-enhanced scythe to wreak terrible damage on those it decides must die (which includes most creatures it happens to meet).

The scythe an entropic reaper wields is treated as chaotic-aligned for the purpose of overcoming damage reduction.

An entropic reaper normally attacks using its Power Attack feat, taking a –5 penalty on its attack rolls and gaining a +5 bonus on damage rolls.

Entropic Blade (Su): An entropic reaper confers the entropic blade property upon any weapon it wields—usually a normal scythe. An entropic blade functions in all ways like the kind of weapon it is, with the following addition. Any time the entropic reaper successfully deals damage with its entropic blade, the victim must make a DC 21 Fortitude save or be overcome with

searing pain, as the victim's form melts, flows, writhes, and boils. During this entropic state, the victim cannot cast spells or use magic items, and it attacks blindly, unable to distinguish friend from foe (–4 penalty on attack rolls and a 50% miss chance, regardless of the attack roll). Each round spent in this entropic state, the victim takes 1 point of Wisdom drain from mental shock. If the victim's Wisdom score falls to 0, it discorporates into nothingness.

A victim can gain control over itself by taking a standard action to attempt a DC 21 Charisma check. Success renders the victim immune from the entropic state for 1 minute. On a failure, the victim can still repeat this check each round until successful. The entropic state is not a disease or a curse, so it is hard to remove. A *shapechange* or *stoneskin* spell does not cure an afflicted creature but fixes its state for the duration of the spell. A *restoration*, *heal*, or *greater restoration* spell removes the affliction (though a separate *restoration* is necessary to restore any drained points of Wisdom). The save DC is Charisma-based.

Master of the Scythe (Su): The entropic reaper is a master of the scythe, and gains the ability to wield a weapon one size larger than normal. It also treats the scythe as if it were a mighty cleaving weapon, which allows it to make one additional cleave attempt in a round.

Spell-Like Abilities: 1/day—*plane shift*. Caster level equals the entropic reaper's HD. The save DCs are Charisma-based.

EVOLVED UNDEAD

An evolved undead is an undead whose body is flushed with more negative energy than normal due to an exceptionally long lifetime. Any undead may gain this template, and in doing so, it retains all its previous abilities, but becomes more powerful than before.

When an intelligent undead creature survives for 100 years or more (or when the DM decides to create an undead monster with a twist), there is a 1% chance that its connection to the Negative Energy Plane grows more mature. When this "evolution" occurs, the undead gains this template. Each additional 100 years of existence affords an additional 1% chance of a more mature connection, plus an additional 1% chance for each previous evolution. For example, if an undead creature's connection to the Negative Energy Plane evolved three times previously, it has a 4% chance to gain one more step of maturation the next time its age requires an evolution check. Every step of evolution means that the evolved undead template can be applied again to the undead creature (setting this template apart from most other templates, which can be applied only once).

SAMPLE EVOLVED UNDEAD

This example uses a wraith as the base creature.

Evolved Wraith
Medium Undead (Incorporeal)
Hit Dice: 5d12 (32 hp)
Initiative: +7
Speed: Fly 60 ft. (12 squares) (good)
Armor Class: 16 (+3 Dex, +3 deflection), touch 16, flat-footed 13
Base Attack/Grapple: +2/—
Attack: Incorporeal touch +5 melee (1d4 plus 1d6 Constitution drain)

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An evolved wraith

Full Attack: Incorporeal touch +5 melee (1d4 plus 1d6 Constitution drain)
Space/Reach: 5 ft./5 ft.
Special Attacks: Constitution drain, create spawn
Special Qualities: Darkvision 60 ft., daylight powerlessness, fast healing 3, incorporeal traits, spell-like ability, undead traits, unnatural aura, +2 turn resistance
Saves: Fort +1, Ref +4, Will +6
Abilities: Str —, Dex 16, Con —, 14, Wis 14, Cha 17
Skills: Diplomacy +6, Hide +11, Intimidate +10, Listen +12, Search +10, Sense Motive +8, Spot +12, Survival +2 (+4 following tracks)
Feats: Alertness, Blind-Fight, Combat Reflexes, Improved Initiative
Environment: Any
Organization: Solitary, gang (2–5), or pack (6–11)
Challenge Rating: 6
Treasure: None
Alignment: Always lawful evil
Advancement: 6–10 HD (Medium)
Level Adjustment: —

Combat

An evolved wraith attacks just like a normal wraith, with a few extra abilities.

Constitution Drain (Su): Living creatures hit by an evolved wraith's incorporeal touch attack must succeed on a DC 14 Fortitude save or take 1d6 points of Constitution drain. The save DC is Charisma-based. On each such successful attack, the wraith gains 5 temporary hit points that last for up to 1 hour.

Create Spawn (Su): Any humanoid slain by an evolved wraith becomes a wraith in 1d4 rounds. Its body remains intact and inanimate, but its spirit is torn free from its corpse and transformed. Spawn are under the command of the wraith that created them and remain enslaved until its death. They do not possess any of the abilities they had in life.

Daylight Powerlessness (Ex): Evolved wraiths are utterly powerless in natural sunlight (not merely a *daylight* spell) and flee from it.

Fast Healing (Ex): An evolved wraith heals 3 points of damage each round so long as it has at least 1 hit point.

Spell-Like Ability: 1/day—*haste* (self only). Caster level 5th.

Unnatural Aura (Su): Animals, whether wild or domesticated, can sense the unnatural presence of an evolved wraith at a distance of 30 feet. They will not willingly approach nearer than that and panic if forced to do so; they remain panicked as long as they are within that range.

CREATING AN EVOLVED UNDEAD

"Evolved undead" is an acquired template that can be added to any undead with an Intelligence score (referred to hereafter as the base creature). An evolved undead uses all the base creature's statistics and special abilities except as noted here. This template does not alter the creature's type.

Note: Unlike most templates, an evolved undead can potentially acquire this template more than once, evolving more with each application.

Armor Class: The base creature's natural armor bonus improves by 1. If the creature is incorporeal, its deflection bonus to AC improves by 1.

Special Attacks: An evolved undead retains all the special attacks of the base creature and gains one spell-like ability from the following list. You can choose this ability from the list below, or roll randomly. The spell-like ability gained herein can be used once per day. If the undead already has the indicated ability, it gains another use; if it already has the ability as an at-will ability, choose another ability. The spell-like ability has a caster level equal to the evolved undead's HD (if the caster level is too low to cast the spell in question, choose another). The save DCs are Charisma-based:

d12	Spell-Like Ability
1	*circle of death*
2	*cloudkill*
3	*cone of cold*
4	*confusion*
5	*contagion*
6	*creeping doom*
7	*greater dispel magic*
8	*greater invisibility*
9	*haste*
10	*hold monster*
11	*see invisibility*
12	*unholy blight*

Special Qualities: An evolved undead retains all the special qualities of the base creature and gains the one described below.

Fast Healing (Ex): An evolved undead heals 3 points of damage each round so long as it has at least 1 hit point.

Abilities: An evolved corporeal undead gains +2 Strength and +2 Charisma. An evolved incorporeal creature gains only +2 Charisma.

Organization: An evolved undead usually becomes a leader among those of its base kind.

Challenge Rating: Same as the base creature +1.

Level Adjustment: Same as the base creature +1.

FORSAKEN SHELL

Medium Undead
Hit Dice: 14d12+14 (105 hp)
Initiative: +5
Speed: 30 ft. (6 squares), 15 ft. (burrow)
Armor Class: 17 (+1 Dex, +6 natural), touch 11, flat-footed 16
Base Attack/Grapple: +7/+12
Attack: Skin slap +7 melee (1d6+10)*
Full Attack: Skin slap +7 melee (1d6+10)*
Space/Reach: 5 ft./5 ft.
Special Attacks: Constrict, create spawn, improved grab
Special Qualities: Darkvision 60 ft., undead traits
Saves: Fort +4, Ref +7, Will +9
Abilities: Str 21, Dex 13, Con —, Int 11, Wis 10, Cha 10
Skills: Climb +13, Hide +22, Listen +11, Move Silently +18, Spot +15, Swim +9
Feats: Alertness, Improved Initiative, Improved Toughness†, Lightning Reflexes, Power Attack.
Environment: Any
Organization: Solitary, gang (2–4), or mob (2–4 plus 5–10 zombies)
Challenge Rating: 6
Treasure: Standard
Alignment: Always chaotic evil
Advancement: 15–30 HD (Medium)
Level Adjustment: —
*Includes adjustments for Power Attack feat.
†New feat described on page 27.

Roiling and coiling, this long, slender creature snakes forward. At first, it does seem like a snake, if strangely wide and loose-skinned, but an instant later the creature is revealed for what it is—an evacuated but horribly animate humanoid skin that continues to slither onward in an unmistakably aggressive manner.

Forsaken shells are what they appear to be—the empty skins of past victims, purged of their bloody and visceral former contents. The loose skins possess an amazing strength and elasticity, driven by necromantic élan and a predatory nature that cannot be denied.

This creature's ability to strip a skin from a victim and animate new versions of itself is terrible enough, but far worse is the accidental discovery of the creature's depredations before uncovering the creature itself. When a forsaken shell skulks into a new area, it seeks to hide the evidence of its predation in out-of-the-way places such as little-opened

Forsaken shell

closets or beneath piles of discarded supplies. Still, sometimes a telltale finger or toe peeking out from the obscuring barrier leads to the discovery of tangled, skinless bodies of fellow friends or family, their dead eyes reflecting their last silent screams.

Forsaken shells weigh about 20 to 30 pounds.

Forsaken shells do not speak, but they understand Common.

COMBAT

Forsaken shells are aggressive, but prefer to strike from secret against lone prey. However, even forsaken shells, despite their lack of form, can feel the need to exact vengeance upon someone who has harmed or merely threatened other forsaken shells, especially its spawn. When this happens, they become implacable enemies, willing to attack even large groups of opponents.

A forsaken shell normally attacks using its Power Attack feat, taking a –5 penalty on its attack rolls and gaining a +5 bonus on damage rolls.

Constrict (Ex): A forsaken shell deals 1d6+5 points of damage with a successful grapple check. Constricting uses the entire body of the creature, so it cannot take any move actions while constricting.

Create Spawn (Su): Creatures killed by a forsaken shell slough their skins after 1d4 rounds. These sloughed skins are new forsaken shells under the spawner's control. These forsaken shells do not possess any of the abilities they had in life.

Improved Grab (Ex): To use this ability, a forsaken shell must successfully hit an opponent with its skin slap attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Skills: Forsaken shells have a +4 racial bonus on Hide checks (already figured into the statistics above), due to their ability to fold themselves into very small spaces.

GHOST BRUTE

Ghost brutes are the spectral remnants of animals, magical beasts, and sentient plants—creatures without the minimum Charisma needed to become normal ghosts. They drift aimlessly, haunting the places where they died and moaning in endless misery.

A ghost brute most often results from the same circumstances that caused its earthly companion or master to remain after death. It might be the mount of a betrayed paladin, the beloved pet of a child tragically killed, the scorched oak of a ghostly dryad, or a murdered druid's animal companion. In most cases, laying the associated being to rest also puts an end to the ghost brute.

However, sometimes a bizarre circumstance might produce a ghost brute without an intelligent companion. For example, a forest suddenly obliterated by an evil magical attack might remain as a ghostly grove populated by lingering spirits not even completely aware of their own destruction.

SAMPLE GHOST BRUTE

This example uses a large riding dog as the base creature.

Against Material Plane Opponents

Ghost Brute Hound
Medium Undead (Incorporeal, Augmented Animal)
Hit Dice: 2d12 (13 hp)
Initiative: +2
Speed: Fly 30 ft. (6 squares) (perfect)
ArmorClass: 14 (+2 Dex, +2 deflection), touch 14, flat-footed 12
Base Attack/Grapple: +1/—
Attack: None
Full Attack: None
Face/Reach: 5 ft./5 ft.
Special Attacks: Slavering doom
Special Qualities: Darkvision 60 ft., incorporeal traits, low-light vision, manifestation, rejuvenation, scent, undead traits, +2 turn resistance
Saves: Fort +3, Ref +5, Will +1
Abilities: Str —, Dex 15, Con —, Int 2, Wis 12, Cha 15
Skills: Hide +8, Jump +4, Listen +13, Search +8, Spot +13, Swim +3, Survival +1 (+9 when tracking by scent)
Feats: Alertness, Track
Climate/Terrain: Any land
Organization: Solitary
Challenge Rating: 3
Treasure: None
Alignment: Usually neutral
Advancement: —

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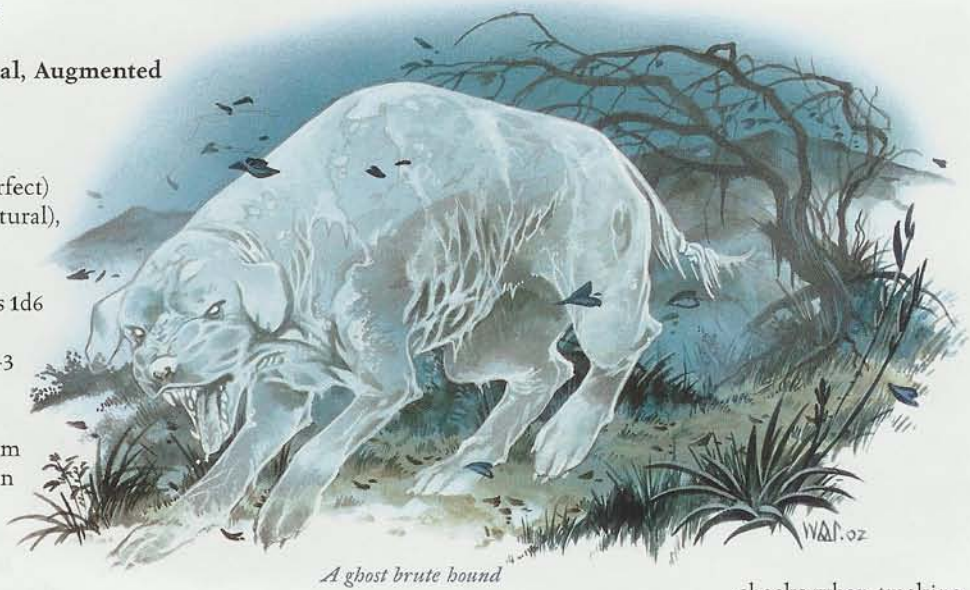
Against Ethereal Opponents

Ghost Brute Hound
Medium Undead (Incorporeal, Augmented Animal)
Hit Dice: 2d12 (13 hp)
Initiative: +2
Speed: Fly 30 ft. (6 squares) (perfect)
Armor Class: 16 (+2 Dex, +4 natural), touch 12, flat-footed 14
Base Attack/Grapple: +1/+3
Attack: Bite +3 melee (1d6+3 plus 1d6 negative energy)
Full Attack: Bite +3 melee (1d6+3 plus 1d6 negative energy)
Face/Reach: 5 ft./5 ft.
Special Attacks: Slavering doom
Special Qualities: Darkvision 60 ft., incorporeal traits, low-light vision, manifestation, rejuvenation, scent, undead traits, +2 turn resistance
Saves: Fort +3, Ref +5, Will +1
Abilities: Str 15, Dex 15, Con —, Int 2, Wis 12, Cha 15
Skills: Hide +8, Jump +4, Listen +13, Search +8, Spot +13, Swim +3, Survival +1 (+9 when tracking by scent)
Feats: Alertness, Track
Climate/Terrain: Any land
Organization: Solitary
Challenge Rating: 3
Treasure: None
Alignment: Usually neutral
Advancement: —



A ghost brute hound

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Combat

Against ethereal opponents, a ghost hound can bring to bear its vicious bite, which also deals 1d6 points of negative energy damage.

Slavering Doom (Su): A ghost hound's jaws drip with glowing ectoplasmic drool. The ectoplasm dissipates on contact with nonliving material, but if it touches a living being, that opponent must make a successful DC 13 Fortitude save or take 1d6 points of negative energy damage. The drool might be delivered through a bite attack or simply sprayed onto a nearby creature. The save DC is Charisma-based.

Manifestation (Su): As an ethereal creature, a ghost hound cannot affect or be affected by anything in the material world. When it manifests, the ghost hound becomes visible but remains incorporeal. A manifested ghost hound remains on the Ethereal Plane but can be attacked by opponents on both the Material and Ethereal planes.

Rejuvenation (Su): A ghost hound that would otherwise be destroyed returns to its old haunts in 2d4 days with a successful level check (1d20 + 2) against DC 16. A ghost hound is tied more closely to other beings than more intelligent spirits. Often it is the companion of a ghostly being, but it may also become fascinated with or enraged by a living creature that intrudes on its domain. It always returns to the object of its attachment rather than to a set location.

Skills: A ghost hound gains a +8 racial bonus on Hide, Listen, Search, and Spot checks. It also has a +8 racial bonus on Survival checks when tracking by scent. (These bonuses are already factored into the statistics above.)

CREATING A GHOST BRUTE

"Ghost brute" is an acquired template that can be added to any animal, magical beast, or plant with a Charisma score below 8 (hereafter referred to as the base creature). The creature follows the rules for ghosts (as described in the *Monster Manual*) except as noted here.

Size and Type: The creature's type changes to undead (augmented animal, magical beast, or plant), and it gains the incorporeal and augmented subtypes. Do not recalculate base attack bonus, saves, or skill points. Size is unchanged.

Hit Dice: Increase to d12.

Speed: A ghost brute has a fly speed of 30 feet (unless the base creature has a higher fly speed), with perfect maneuverability.

AC: Natural armor bonus is the same as the base creature's but applies only to ethereal encounters. When a ghost brute manifests (see below), its natural armor bonus is +0, but as an incorporeal creature, it gains a deflection bonus equal to its Charisma modifier or +1, whichever is higher.

Attacks: A ghost brute retains all the attacks of the base creature, although those relying on physical contact do not affect nonethereal creatures.

Damage: Against ethereal creatures, a ghost brute uses the base creature's damage ratings. Against nonethereal creatures, a ghost brute usually cannot deal physical damage at all but can use its special attacks, if any, when it manifests (see below).

Special Attacks: A ghost brute retains all the special attacks of the base creature, although those relying on physical contact do not affect nonethereal creatures. The ghost brute also gains one special attack selected from the list below. Saves have a DC of 10 + 1/2 ghost brute's HD + ghost brute's Cha modifier unless otherwise noted.

Bloodcurdling Howl (Su): The mournful howling of a ghost brute chills the living to the core. The creature can howl as a standard action. All living creatures within a 30-foot radius must make a successful Will save or become frightened for 2d4 rounds; those more than 30 feet away but within 300 feet must

make a Will save or become shaken for 2d4 rounds. This is a sonic, necromantic, mind-affecting fear effect. A creature that successfully saves against the bloodcurdling howl cannot be affected by the same ghost brute's howl for 24 hours.

Corrupting Touch (Su): A ghost brute that hits a living target with its corrupting touch attack deals 1d4 points of damage. Against ethereal opponents, it adds its Strength modifier to attack rolls and damage rolls. Against material opponents, it adds its Dexterity modifier to attack rolls only.

Loom (Su): A ghost brute can make itself more intimidating by exaggerating its natural size. It can appear up to two sizes larger than normal for a total of 10 minutes each day (the time need not be continuous). This enlargement is illusory; the creature's attack bonus and Armor Class remain unchanged. However, a ghost brute gains a +4 circumstance bonus on Bluff and Intimidate checks while enlarged.

Slavering Doom (Su): A ghost brute's jaws drip with a glowing ectoplasmic drool that exists in both ethereal and corporeal form. The ectoplasm dissipates on contact with nonliving material, but if it touches a living being, that opponent must make a successful Fortitude save or take 1d6 points of negative energy damage. The drool can be delivered through a bite attack against an ethereal opponent, or a melee touch attack against an opponent on the Material Plane. Alternatively, the drool can simply be sprayed onto a nearby creature as a ranged touch attack.

Special Qualities: A ghost brute gains the three special qualities described below.

Manifestation (Su): As ethereal creatures, ghost brutes cannot affect or be affected by anything in the material world. When they manifest, ghost brutes become visible but remain incorporeal. However, a manifested ghost brute can strike with a touch attack, if it has one, or a ghost touch weapon (if it can wield a weapon). A manifested ghost brute remains on the Ethereal Plane but can be attacked by opponents on both the Material and Ethereal planes.

Rejuvenation (Su): In most cases, it is difficult to destroy a ghost brute through simple combat. The "destroyed" spirit often restores itself in 2d4 days. A ghost brute that would otherwise be destroyed returns to its old haunts with a successful level check (1d20 + ghost brute's HD) against DC 16. As a rule, the only definitive way to get rid of a ghost brute is to determine the reason for its existence and set right whatever prevents it from resting in peace. The exact means varies with each spirit and may require a good deal of research.

Unlike other more intelligent spirits, a ghost brute is usually tied more closely to other beings. Often it is the companion of a ghostly being, but it may also become fascinated with or enraged by a living creature that intrudes on its domain. It always returns to the object of its attachment rather than to a set location.

Turn Resistance (Ex): A ghost brute has +2 turn resistance.

Abilities: Same as the base creature's, except that the ghost brute has no Constitution score, and its Charisma score increases by 8. It has no Strength score for the purpose of fighting creatures on the Material Plane, but its Strength score is the same as the base creature's against ethereal opponents.

Skills: A ghost brute has a +8 racial bonus on Hide, Listen, Search, and Spot checks.

Organization: Solitary or with associated ghost, or same as the base creature.

Challenge Rating: Base creature's CR +2.

Treasure: None.

Alignment: Usually neutral.

Level Adjustment: +5.

A gravetouched ghoul

GRAVETOUCHED GHOUL

Like traditional ghouls, gravetouched ghouls haunt graveyards, battlefields, and other places rich with the carrion for which they hunger. These terrible creatures lurk wherever the stench of death hangs heavy, ready to devour the unwary.

Ghouls are said to be created upon the death of a living sentient being who savored the taste of the flesh of other sentient creatures. This assertion may or may not be true, but it does explain the disgusting behavior of these anthropophagous undead. Some believe that anyone of exceptional debauchery and wickedness runs the risk of becoming a gravetouched ghoul. The transformation from living beings into fell creatures of the night has warped their minds, making them cunning and feral.

While most humanoids who engage in such activities and return from the grave are mere ghouls (as described in the *Monster Manual*), in rare occasions the creation of a ghoul briefly draws the attention of Doresain, King of the Ghouls. When this happens, the newly formed ghoul does not possess the standard *Monster Manual* statistics for a ghoul, but instead the base creature gains this gravetouched ghoul template. These templated creatures are said to be "touched by the King." The DM decides when this occurs.

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SAMPLE GRAVETOUCHED GHOUL

This example uses a 6th-level monk as the base creature.

Gravetouched Ghoul 6th-Level Human Monk
Medium Undead (Augmented Humanoid)
Hit Dice: 6d12 (39 hp)
Initiative: +8
Speed: 50 ft. (10 squares)
Armor Class: 23 (+4 Dex, +4 Wis, +2 bracers, +1 monk, +2 natural), touch 19, flat-footed 19
Base Attack/Grapple: +4/+11
Attack: Unarmed strike +7 melee (1d8+3) or bite +7 melee (1d6+3 plus paralysis)
Full Attack: Flurry of unarmed strikes +6/+6 melee (1d8+3) or bite +7 melee (1d6+3 plus paralysis) and 2 claws +5 melee (1d4+1 plus paralysis)
Space/Reach: 5 ft./5 ft.
Special Attacks: Flurry of blows, ghoul fever, *ki* strike (magic), paralysis
Special Qualities: Darkvision 60 ft., diet dependent, evasion, purity of body, slow fall 30 ft., still mind, undead traits, +2 turn resistance
Saves: Fort +5, Ref +9, Will +9
Abilities: Str 16, Dex 18, Con —, Int 12, Wis 19, Cha 10
Skills: Balance +11, Climb +12, Hide +13, Jump +13, Move Silently +8, Tumble +13
Feats: Deflect Arrows, Dodge, Improved Grapple, Improved Initiative, Improved Trip, Improved Unarmed Strike, Mobility, Multiattack, Spring Attack
Environment: Any
Organization: Solitary or group (2–5)
Challenge Rating: 7
Treasure: Standard
Alignment: Neutral
Advancement: By character class
Level Adjustment: +2

This foul humanoid wears a loose shift, but its mottled, decaying flesh is still clearly visible, drawn tightly over bones. Hairless, it has a carnivore's sharp teeth and eyes like hot coals.

Combat

This creature attacks with surprise, attempting to grapple a target and drag it away from its allies before they can react.

Diet Dependent: All gravetouched ghouls are diet dependent (see the Undead Metabolism section in Chapter 1) upon flesh.

Evasion (Ex): If this gravetouched ghoul monk is exposed to any effect that normally allows it to attempt a Reflex saving throw for half damage, it takes no damage with a successful saving throw.

Ghoul Fever (Su): Disease—bite, Fortitude DC 13, incubation period 1 day, damage 1d3 Con and 1d3 Dex. The save DC is Charisma-based.

Paralysis (Ex): Those hit by this gravetouched ghoul monk's bite or claw must make a DC 13 Fortitude save or become paralyzed for 1d4+1 rounds. Elves have immunity to this paralysis. The save DC is Charisma-based.

Purity of Body (Ex): Immune to all normal diseases. Magical and supernatural diseases still affect it.

Slow Fall (Ex): A gravetouched ghoul monk within arm's reach of a wall can use it to slow its descent while falling. It takes damage as if the fall were 30 feet shorter than it actually is.

Still Mind (Ex): +2 bonus on saves against spells and effects of the enchantment school.

Possessions: *Bracers of armor +2, potion of bull's strength* (2), silver necklace (900 gp), 5 pp.

CREATING A GRAVETOUCHED GHOUL

"Gravetouched ghoul" is an acquired template that can be added to any corporeal aberration, fey, giant, humanoid, or monstrous humanoid with Intelligence and Charisma scores of 3 or higher (referred to hereafter as the base creature).

A gravetouched ghoul speaks all the languages it spoke in life (usually Common). It has all the base creature's statistics and special abilities except as noted here.

Size and Type: The creature's type changes to undead, and it gains the augmented subtype. Do not recalculate base attack bonus, saves, or skill points. Size is unchanged.

Hit Dice: Increase to d12.

Armor Class: The base creature's natural armor bonus improves by 2.

Attack: A gravetouched ghoul retains all the attacks of the base creature and also gains a bite and two claw attacks if it didn't already have them. If the base creature uses weapons, the gravetouched ghoul retains this ability. A creature with natural weapons retains those natural weapons. A gravetouched ghoul fighting without weapons uses its bite attack. A gravetouched ghoul armed with a weapon uses its bite or weapon as it desires.

Full Attack: A gravetouched ghoul fighting without weapons uses its bite and two claws to attack. If armed with a weapon, it chooses whether to use the weapon or use its natural attacks.

Damage: Gravetouched ghouls have bite and claw attacks. If the base creature does not have this attack form, use the appropriate damage value from the table below according to the gravetouched ghoul's size. Creatures that have other kinds of natural weapons retain their old damage values or use the appropriate value from the table below, whichever is better.

Size	Bite Damage	Claw Damage
Fine	1	—
Diminutive	1d2	1
Tiny	1d3	1d2
Small	1d4	1d3
Medium	1d6	1d4
Large	1d8	1d6
Huge	2d6	1d8
Gargantuan	2d8	2d6
Colossal	4d6	2d8

Special Attacks: A gravetouched ghoul retains all the special attacks of the base creature and gains those described below. Saves have a DC of 10 + 1/2 the gravetouched ghoul's HD + gravetouched ghoul's Cha modifier unless otherwise noted.

Ghoul Fever (Su): Disease—bite, Fortitude save, incubation period 1 day, damage 1d3 Con and 1d3 Dex.

An afflicted humanoid who dies of ghoul fever rises as a ghoul at the next midnight. A humanoid who becomes a ghoul in this way retains none of the abilities it possessed in life. It is not under the control of any other ghouls, but it hungers for

the flesh of the living and behaves like a normal ghoul in all respects. A humanoid of 4 HD or higher rises as a ghast, rather than a ghoul.

Paralysis (Ex): Victims hit by a gravetouched ghoul's bite or claw attack must make a successful Fortitude save or be paralyzed for 1d4+1 rounds. Elves have immunity to this paralysis.

Special Qualities: A gravetouched ghoul retains all the special qualities of the base creature and gains those described below.

Turn Resistance (Ex): A gravetouched ghoul has +2 turn resistance.

Diet Dependent: Gravetouched ghouls are diet dependent (see the Undead Metabolism section in Chapter 1) upon flesh.

Abilities: Increase from the base creature as follows: Str +2, Dex +4, Int +2, Wis +4, Cha +2. As an undead creature, a gravetouched ghoul has no Constitution score.

Feats: A gravetouched ghoul retains all its feats, and it gains Multiattack as a bonus feat.

Environment: Any, usually same as base creature.

Organization: Solitary, gang (2–4 ghouls plus 1 gravetouched ghoul), or pack (7–12 ghouls plus 1–4 gravetouched ghouls).

Challenge Rating: Same as the base creature +1.

Alignment: Base creature's alignment changes to chaotic evil.

Level Adjustment: Same as base creature +2.

GRAVE DIRT GOLEM

Large Construct
Hit Dice: 11d10+30 (90 hp)
Initiative: –1
Speed: 20 ft. (4 squares), can't run
Armor Class: 20 (–1 size, –1 Dex, +12 natural), touch 8, flat-footed 20
Base Attack/Grapple: +8/+19
Attack: Slam +13 melee (2d8+6 plus soiled wound)
Full Attack: 2 slams +13 melee (2d8+6 plus soiled wound)
Space/Reach: 10 ft./10 ft.
Special Attacks: Berserk, soiled wound
Special Qualities: Construct traits, damage reduction 5/adamantine and bludgeoning, darkvision 60 ft., immunity to magic, low-light vision
Saves: Fort +3, Ref +2, Will +3
Abilities: Str 23, Dex 9, Con —, Int —, Wis 11, Cha 1
Skills: —
Feats: —
Environment: Any
Organization: Solitary, pair, or gang (3–4)
Challenge Rating: 9
Treasure: None
Alignment: Always neutral
Advancement: 12–18 HD (Large); 19–33 HD (Huge)
Level Adjustment: —

Preceded by the smell of carrion, this humanoid creature is formed of moist (almost muddy) earth, mixed in with small bone bits, teeth, and rotting cloth scraps, topped with a dirt-encrusted humanoid skull. Its legs are short and thick, and its chest and arms somewhat tapering.

This humanoid golem is composed of magically coherent grave earth. A grave dirt golem wears no clothing, though sometimes the clothing or the gear of past victims can be found mixed in with the medium of its form.

A grave dirt golem cannot speak or make any vocal noise. It walks and moves with a slow, clumsy gait. It weighs around 800 pounds.

COMBAT

No one likes to be hit by a grave dirt golem because its filth fouls the wounds of its enemies.

Berserk (Ex): When a grave dirt golem enters combat, there is a cumulative 1% chance each round that its elemental spirit breaks free and the golem goes berserk. An uncontrolled golem goes on a rampage, attacking the nearest living creature or smashing some object smaller than itself if no creature is within reach, then moving on to spread more destruction. Once a grave dirt golem goes berserk, no known method can reestablish control.

Construct Traits: A grave dirt golem has immunity to poison, magic sleep effects, paralysis, stunning, disease, death effects, necromancy effects, mind-affecting spells and abilities

Grave dirt golem

Illus. by T. Baxa

TOMBSTONE GOLEM

A stone golem becomes a tombstone golem with the following substitutions. Rather than simple stone, the creature is made up of fused grave headstones, inscribed with names in various languages, often more than one name per headstone, along with birth and death dates. Second, its supernatural ability to slow opponents is replaced by the slay living ability. Finally, increase the Challenge Rating by 2. Substitute *slay living* (see below) for *slow* as a required ingredient of the construction, and change the price to 135,000 gp and the cost to 70,000 gp + 5,200 XP.

Slay Living (Su): A tombstone golem can deliver a *slay living* effect, as the spell, in conjunction with a normal melee attack every 2 rounds. The effect slays those who fail a DC 17 Fortitude save, or deals 3d6+14 points of damage even on a successful save. The save DC is Constitution-based.

(charms, compulsions, phantasms, patterns, and morale effects), and any effect that requires a Fortitude save unless it also works on objects or is harmless. It is not subject to extra damage from critical hits, nonlethal damage, ability damage, ability drain, fatigue, exhaustion, or energy drain. It cannot heal damage, but it can be repaired. It also has darkvision out to 60 feet and low-light vision. As a construct, a grave dirt golem has no Constitution score, but it gains 30 bonus hit points due to its size (which are included in the statistics above).

Immunity to Magic (Ex): A grave dirt golem is immune to spells, spell-like abilities, and supernatural effects, just as if the attacker had failed to overcome spell resistance. The only exceptions are as follows: A *move earth* spell drives the grave dirt golem back 120 feet and deals 3d12 points of damage. A *disintegrate* spell slows the golem (as the *slow* spell) for 1d6 rounds and deals 1d12 points of damage. An *earthquake* spell cast directly at a grave dirt golem stops it from moving on its next turn and deals 5d10 points of damage. The golem receives no saving throw against any of these effects.

Any magical attack against a grave dirt golem that deals electricity damage heals 1 point of damage for every 3 points of damage it would otherwise deal. If the amount of healing would cause the golem to exceed its full normal hit points, it gains any excess as temporary hit points that last for up to 1 hour. A grave earth golem receives no saving throw against magical attacks that deal electricity damage.

Soiled Wound (Ex): The wound inflicted by a grave dirt golem is caked with grave dirt. Suffused with negative energy, the soiled wound deals an extra 2d4 points of negative energy damage on the round subsequent to its delivery, after which the dirt in the wound becomes inert.

CONSTRUCTION

A grave dirt golem's body must be formed from a volume of grave soil (soil dug from the immediate vicinity of a grave). This soil must weigh at least 1,000 pounds, and it must be treated with rare oils and powders worth at least 1,500 gp. Creating the body requires a DC 15 Craft (sculpting) check.

CL 11th; Craft Construct (see *Monster Manual*, page 303), *animate objects, commune, resurrection,* caster must be at least 11th level; Price 36,500 gp; Cost 18,250 gp + 1,400 XP.

A half-vampire gnoll barbarian

Illus. by S. Prescott

HALF-VAMPIRE

In rare circumstances, a vampire that has recently consumed a significant quantity of blood gains the ability to breed successfully with living humanoids or monstrous humanoids, creating half-vampire offspring. Also, in the unusual case of a pregnant humanoid or monstrous humanoid who survives a vampire's blood drain attack, the child may be born "tainted" by the attacker's vampirism. Regardless of the origin, the children produced by such events are typically branded as outcasts, welcome neither among the living or the undead.

A half-vampire is drawn to other living creatures, and feels far more comfortable when living in towns or cities. Still, half-vampires know that they must keep their identities secret or else risk the hatred and violence of others.

Half-vampires are often physically attractive and persuasive. Their skin is pale, even ashen in color.

Unlike their undead forebears, half-vampires enjoy the freedom (or curse) of pursuing any alignment, though most tend toward neutrality or evil. Those rare few good-aligned half-vampires often feel haunted by their heritage, sometimes working to undo the evil of their ancestry.

SAMPLE HALF-VAMPIRE

This example uses a 1st-level gnoll barbarian as the base creature.

Half-Vampire 1st-Level Gnoll Barbarian
Medium Humanoid
Hit Dice: 2d8+2 plus 1d12+1 (18 hp)
Initiative: +5
Speed: 40 feet (8 squares)
Armor Class: 16 (+1 Dex, +3 natural, +2 leather armor), touch 11, flat-footed 15
Base Attack/Grapple: +2/+5
Attack: Greataxe +5 melee (1d12+4) or slam +5 melee (1d6+3)
Full Attack: Greataxe +5 melee (1d12+4) or slam +5 melee (1d6+3)
Space/Reach: 5 ft/5 ft.
Special Attacks: Blood drain, rage
Special Qualities: Blood dependency, damage reduction 5/silver or magic, fast healing 1 (special), resistance to cold 5 and electricity 5, uncanny dodge

Saves: Fort +6, Ref +1, Will +0
Abilities: Str 17, Dex 12, Con 13, Int 8, Wis 11, Cha 10
Skills: Bluff +2, Hide +3, Listen +4, Move Silently +3, Spot +5
Feats: Cleave, Improved Initiative, Power Attack
Environment: Warm plains
Organization: Solitary
Challenge Rating: 3
Treasure: Standard
Alignment: Usually chaotic evil
Advancement: By character class
Level Adjustment: +3

The hyena-headed figure standing before you has a particularly feral appearance, its muscular hands clenched tightly around a greataxe.

Combat

This half-vampire uses stealth to approach its prey, then attacking savagely with its greataxe. It typically drains blood only from unconscious or otherwise helpless foes.

A half-vampire's natural weapons are treated as magic weapons for the purpose of overcoming damage reduction.

Blood Drain (Ex): This half-vampire can suck blood from a living victim with its fangs by making a successful grapple check. If it pins the foe, it drains blood, dealing 1d4 points of Constitution drain each round the pin is maintained. It can't drain more points of Constitution in a single hour than its Constitution score. When a half-vampire drains a victim's Constitution, it gains 5 temporary hit points, no matter how many points it drains. Temporary hit points gained in this way last for up to 1 hour.

Blood Dependency (Ex): If a half-vampire does not use its blood drain special attack against at least one living creature each day, it must make a DC 15 Fortitude save or become fatigued. Each day after the first that the half-vampire does not drink blood directly from a living creature, the DC increases by 1 until it fails the save and becomes fatigued. After that, it must make a DC 20 Fortitude save each week (with the DC increasing by 1 each week thereafter) that it does not use its blood drain or become exhausted.

The fatigue or exhaustion caused by blood dependency cannot be eliminated by rest (though magic can offset the condition until the vampire fails another save). Using its blood drain ability eliminates a half-vampire's fatigue immediately, or reduces exhaustion to fatigue.

Fast Healing (Ex): A half-vampire heals 1 point of damage each round so long as it has at least 1 hit point but less than half its full normal hit points. As long as the vampire has more than half its full normal hit points, its fast healing does not function (but other forms of healing still function normally).

Rage (Ex): Once per day, a half-vampire gnoll barbarian can enter a state of fierce rage that lasts for 6 rounds. The following changes last as long as it rages: hp 24; AC 16, touch 9, flat-footed 13; Grp ++5/+7; Atk or Full Atk +7 melee (1d12+7 greataxe) or +7 (1d6+5 slam); SV Fort +8; Str 21, Con 17.

Uncanny Dodge (Ex): This half-vampire gnoll barbarian retains its Dexterity bonus to AC even when flat-footed or targeted by an unseen foe (it still loses its Dexterity bonus if paralyzed or otherwise immobile).

Skills: This half-vampire gnoll barbarian has a +2 racial bonus on Bluff, Hide, Listen, Move Silently, and Spot checks (already calculated into the statistics above).

Possessions: +2 *leather armor*, greataxe.

CREATING A HALF-VAMPIRE

"Half-vampire" is an inherited template that can be added to any humanoid or monstrous humanoid (referred to hereafter as the base creature). The creature's size and type do not change.

A half-vampire uses all the base creature's statistics and special abilities except as noted here.

Armor Class: A half-vampire's natural armor bonus improves by 2.

Attack: A half-vampire retains all the attacks of the base creature and also gains a slam attack if it didn't already have one. If the base creature can use weapons, the half-vampire retains this ability. A creature with natural weapons retains those natural weapons. A half-vampire fighting without weapons uses either its slam attack or its primary natural weapon (if it has one). A half-vampire armed with a weapon uses its slam or a weapon, as it desires. A half-vampire's natural weapons are treated as magic weapons for the purpose of overcoming damage reduction.

Full Attack: A half-vampire fighting without weapons uses either its slam attack (see above) or its natural weapons (if it has one). If armed with a weapon, it usually uses the weapon as its primary attack along with a slam or other natural weapon as a natural secondary attack.

Damage: A half-vampire has a slam attack. If the base creature does not have this attack form, use the appropriate damage value from the table below according to the half-vampire's size. Creatures that have other kinds of natural weapons retain their old damage values or use the appropriate value from the table below, whichever is better.

Size	Damage	Size	Damage
Fine	1	Large	1d8
Diminutive	1d2	Huge	2d6
Tiny	1d3	Gargantuan	2d8
Small	1d4	Colossal	4d6
Medium	1d6		

Special Attacks: A half-vampire retains all the special attacks of the base creature and gains one of those described below. Saves have a DC of 10 + 1/2 half-vampire's HD + half-vampire's Cha modifier unless otherwise noted.

Blood Drain (Ex): Some half-vampires can suck blood from a living victim with their fangs by making a successful grapple check. If the half-vampire pins the foe, it drains blood, dealing 1d4 points of Constitution drain each round the pin is maintained. A half-vampire can't drain more points of Constitution in a single hour than its Constitution score. When a half-vampire drains a victim's Constitution, it gains 5 temporary hit points, no matter how many points it drains. Temporary hit points gained in this way last for up to 1 hour. If a half-vampire has this ability, it also gains the blood dependency special quality described below.

Charm Gaze (Su): Some half-vampires can charm humanoid or monstrous humanoid opponents just by looking into their eyes. This is similar to a gaze attack, except that the half-vampire must use a standard action, and those merely looking at the

half-vampire are not affected. Anyone the half-vampire targets must make a successful Will save or fall under the half-vampire's influence as though affected by a *charm monster* spell (caster level equal to HD). Any creature that successfully saves against a half-vampire's charm gaze cannot be affected by that half-vampire's charm gaze for 24 hours. The ability has a range of 30 feet.

Children of the Night (Su): Some half-vampires can command the lesser creatures of the world. Once per day, a half-vampire that has this special attack can call forth 1d4 rat swarms, 1d3 bat swarms, or a pack of 1d6 wolves as a standard action. (If the base creature is not terrestrial, this ability might summon other creatures of equivalent power.) These creatures arrive in 2d6 rounds and serve the half-vampire for up to 1 hour.

Special Qualities: A half-vampire retains all the special qualities of the base creature and also gains those described below.

Blood Dependency (Ex): If a half-vampire does not use its blood drain special attack against at least one living creature each day, it must make a DC 15 Fortitude save or become fatigued. Each day after the first that the half-vampire does not drink blood directly from a living creature, the DC increases by 1 until it fails the save and becomes fatigued. After that, it must make a DC 20 Fortitude save each week (with the DC increasing by 1 each week thereafter) that it does not use its blood drain or become exhausted.

The fatigue or exhaustion caused by blood dependency cannot be eliminated by rest (though magic can offset the condition until the vampire fails another save). Using its blood drain ability eliminates a half-vampire's fatigue immediately, or reduces exhaustion to fatigue.

Only half-vampires with the blood drain special attack (see above) gain this special quality.

Damage Reduction (Su): A half-vampire has damage reduction 5/silver or magic.

Fast Healing (Ex): A half-vampire heals 1 point of damage each round so long as it has at least 1 hit point but less than half its full normal hit points. As long as the vampire has more than half its full normal hit points, its fast healing does not function (but other forms of healing still function normally).

Resistances (Ex): A half-vampire has resistance to cold 5 and electricity 5.

Abilities: Increase from the base creature as follows: Str +2, Dex +2, Cha +2.

Skills: Half-vampires have a +2 racial bonus on Bluff, Hide, Listen, Move Silently, and Spot checks. Otherwise, same as the base creature.

Feats: A half-vampire gains Improved Initiative, if the base creature doesn't already have that feat.

Environment: Any, usually same as base creature.

Organization: Solitary.

Challenge Rating: Same as the base creature +1.

Level Adjustment: Same as the base creature +2.

HOODED PUPIL

A hooded pupil is a humanoid or a giant who was lured by the promises of necromancy, envious of the power the necromancer wields and the unending existence the vampire enjoys, but yet are not ready to relinquish life.

Hooded pupils usually are found serving an "apprenticeship" with a more powerful intelligent undead. The undead master sometimes has need for living servants to advance its ends in societies of the living. On the other hand, the living pupil sees firsthand what it means to fully embrace the darkness.

Hooded pupils are usually only created when a powerful undead bequeaths a secret of necromancy to one who accepts its truth. As testament to their apprenticeship, hooded pupils are most often dressed in some sort of ominous hooded mantle.

SAMPLE HOODED PUPIL

This example uses an ettin as the base creature.

Hooded Pupil Ettin
Large Giant
Hit Dice: 10d8+20 (65 hp)
Initiative: +3
Speed: 30 ft. in hide armor (6 squares); base speed 40 ft.
Armor Class: 20 (–1 size, –1 Dex, +9 natural, +3 hide armor), touch 8, flat-footed 20
Base Attack/Grapple: +7/+17
Attack: Morningstar +13 melee (2d6+8) or javelin +5 ranged (1d8+6)
Full Attack: 2 morningstars +13/+8 melee (2d6+8) or 2 javelins +6 ranged (1d8+8)
Space/Reach: 10 ft./10 ft.
Special Attacks: Clutch of Orcus, drink blood
Special Qualities: Low-light vision, resistance to cold 5, spider climb, superior two-weapon fighting
Saves: Fort +9, Ref +4, Will +6
Abilities: Str 25, Dex 8, Con 15, Int 6, Wis 12, Cha 13
Skills: Hide –6, Listen +13, Move Silently –2, Search +1, Spot +13
Feats: Alertness, Improved Initiative, Iron Will, Lightning Reflexes, Power Attack
Environment: Cold hills
Organization: Solitary, pair, gang (3–4), troupe (1–2 plus 1–2 brown bears), band (3–5 plus 1–2 brown bears), or colony (3–5 plus 1–2 brown bears and 7–12 orcs or 9–16 goblins)
Challenge Rating: 7
Treasure: Standard
Alignment: Usually chaotic evil
Advancement: By character class
Level Adjustment: +9

A smell like an open grave heralds this hulking figure. It is draped in ominous black folds, its features lost beneath a night-dark hood wide enough to conceal more than a single head.

COMBAT

A hooded pupil ettin relishes its heightened abilities in combat, usually beginning any conflict with its *clutch of Orcus* ability. Once threats are dealt with, it attempts to drink the blood of any smaller enemy it can grapple.

Clutch of Orcus (Sp): Once per day, a hooded pupil can use the spell *clutch of Orcus* (see page 63). Caster level 10th. The save DC is Charisma-based.

Drink Blood (Su): Once per day, a hooded pupil ettin can suck blood from a living victim who has damage that is yet unhealed (a hooded pupil ettin doesn't have exceptionally sharp teeth, so it must sip from wounds). It does so by making

A hooded pupil ettin

Illus. by C. Lukacs

a successful grapple check. Against a pinned or helpless foe, it drinks blood, dealing 2 points of Constitution damage.

Spider Climb (Su): A hooded pupil ettin can climb sheer surfaces as though with a *spider climb* spell.

Superior Two-Weapon Fighting (Ex): A hooded pupil ettin fights with a morningstar or javelin in each hand. Because each of its two heads controls an arm, the ettin does not take a penalty on attack rolls or damage rolls for attacking with two weapons.

Skills: An ettin's two heads give it a +2 racial bonus on Listen, Spot, and Search checks. As a hooded pupil, the creature also gains an additional +2 racial bonus on Hide, Listen, Move Silently, and Spot checks.

CREATING A HOODED PUPIL

"Hooded pupil" is an acquired template that can be added to any corporeal giant or humanoid (referred to hereafter as the base creature). The creature's size and type do not change.

A hooded pupil uses all the base creature's statistics and special abilities except as noted here.

Armor Class: The outermost layers of the hooded pupil's skin thickens into an all-encompassing yellow callus, granting the base creature an improvement of +2 to its natural armor bonus.

Special Attacks: A hooded pupil retains all the base creature's special attacks and gains those described below.

Clutch of Orcus (Sp): Once per day, a hooded pupil can use the spell *clutch of Orcus* (see page 63). Caster level 10th. The save DC is Charisma-based.

Drink Blood (Su): Once per day, a hooded pupil can suck blood from a living victim who has damage that is yet unhealed (the hooded pupil doesn't have exceptionally sharp teeth, unless the base creature has a bite attack, so it must sip from wounds). It does so by making a successful grapple check (it usually prefers to use this ability on foes that are already helpless). Against a pinned or helpless foe, it drinks blood, dealing 2 points of Constitution damage.

Special Qualities: A hooded pupil retains all the special qualities of the base creature and gains those described below.

Resistance to Cold (Ex): Hooded pupils gain resistance to cold 5.

Spider Climb (Su): Hooded pupils can climb sheer surfaces as though with a *spider climb* spell.

Abilities: A hooded pupil gains a taste of unholy strength and mental vigor. Increase from the base creature as follows: Str +2, Wis +2, Cha +2.

Skills: Hooded pupils have a +2 racial bonus on Hide, Listen, Move Silently, and Spot checks.

Feats: Hooded pupils gain Alertness, Improved Initiative, and Lightning Reflexes, if the base creature meets the prerequisites and it doesn't already have these feats.

Environment: Any, usually same as base creature.

Challenge Rating: +1.

Alignment: Always evil (any).

Level Adjustment: Same as the base creature +4.

HULKING CORPSE

Large Undead
Hit Dice: 20d12+20 (150 hp)
Initiative: +0
Speed: 30 ft. (6 squares)
Armor Class: 21 (–1 size, +12 natural), touch 9, flat-footed 21
Base Attack/Grapple: +10/+20
Attack: Bite +12 melee (2d6+13)*
Full Attack: Bite +12 melee (2d6+13) and 2 claws +7 melee (1d6+9)*
Space/Reach: 10 ft./10 ft.
Special Attacks: Improved grab, rend
Special Qualities: Damage reduction 5/bludgeoning and magic, darkvision 60 ft., mindless, undead traits
Saves: Fort +6, Ref +6, Will +13
Abilities: Str 26, Dex 10, Con —, Int —, Wis 12, Cha 8
Skills: —
Feats: Improved Toughness†[B], Power Attack[B]
Environment: Any
Organization: Solitary or pair
Challenge Rating: 9
Treasure: None
Alignment: Always chaotic evil
Advancement: 25–30 HD (Large); 31–60 HD (Huge)
Level Adjustment: —
*Includes adjustments for Power Attack feat.
†New feat described on page 27.

Hulking corpse

Illus. by S. Ellis

Tramping out of the night is a dreadful giant corpse. For all that its eyes are lifeless and devoid of mind, the creature's gaze still promises swift death to any that it can catch and crush in its mighty grip.

Any undead army would be happy to recruit a hulking corpse. Its raw power combined with its mindless devotion to whatever master is powerful enough to command it ensures a swift victory over lesser foes. Of course, few can command a hulking corpse. Thus, these creatures are often found wandering the night, seeking only to crush, destroy, and rend.

COMBAT

A hulking corpse never employs subtlety or strategy. It bulls in, attempting to grab and rend its foes until they cease moving.

A hulking corpse normally attacks using its Power Attack feat, taking a –5 penalty on its attack rolls and gaining a +5 bonus on damage rolls.

Improved Grab (Ex): To use this ability, a hulking corpse must hit with a claw attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity.

Mindless (Ex): Hulking corpses are mindless, having no Intelligence score, so they do not have any skills. A hulking corpse is immune to all mind-affecting spells and abilities.

Rend (Ex): A hulking corpse that wins a grapple check after a successful claw attack establishes a hold, latching onto the opponent's body and tearing the flesh. This attack deals an extra 3d6+12 points of damage.

MUMMIFIED CREATURE

Mummies are undead creatures, embalmed using ancient necromantic lore. Often set as guardians for sacred sites, mummies defend their charges until destroyed. Should a mummy be unable to defend its charge for any reason, it becomes an unreasoning spirit of vengeance, hunting those who desecrated the site it was tasked to defend.

A mummy appears withered and desiccated, its features hidden beneath centuries-old funereal wrappings. It moves with a slow, shambling gait and groans with the weight of the ages. Symbols of the deity it once served often mark these horrid creatures. While other undead stink of carrion, the herbs and powders used to create a mummy give off a sharp, pungent odor, like that of a spice cabinet.

SAMPLE MUMMIFIED CREATURE

This example uses an ogre as the base creature.

Mummified Ogre
Large Undead (Augmented Giant)
Hit Dice: 4d12+4 (30 hp)
Initiative: –1
Speed: 20 ft. in hide armor (4 squares); base speed 30 ft.
Armor Class: 21 (–1 size, –1 Dex, +10 natural, +3 hide armor), touch 8, flat-footed 21
Base Attack/Grapple: +3/+16
Attack: Slam +11 melee (2d6+13 plus disease) or greatclub +12 melee (2d8+13)
Full Attack: Slam +11 melee (2d6+13 plus disease) or greatclub +12 melee (2d8+13)
Face/Reach: 10 ft./10 ft.
Special Attacks: Despair, mummy rot
Special Qualities: Damage reduction 5/—, darkvision 60 ft., low-light vision, undead traits, vulnerability to fire
Saves: Fort +4, Ref +0, Will +3
Abilities: Str 29, Dex 8, Con —, Int 2, Wis 14, Cha 11
Skills: Climb +9, Listen +4, Spot +4
Feats: Improved Toughness, Weapon Focus (greatclub)
Climate/Terrain: Any desert and underground
Organization: Solitary, pair, warden squad (3–4), or guardian detail (6–10)
Challenge Rating: 5
Treasure: Standard
Alignment: Always lawful evil
Advancement: By character class

Combat

In melee combat, a mummified ogre delivers a powerful blow. Even if it had no other abilities, its great strength and grim determination would make it a formidable opponent.

Despair (Su): At the mere sight of a mummified ogre, the viewer must make a DC 12 Will save or be paralyzed with fear for 1d4 rounds. Whether or not the save is successful, that creature cannot be affected again by that mummified ogre's despair ability for 24 hours. The save DC is Charisma-based.

Mummy Rot (Su): Supernatural disease—slam, Fortitude DC 16, incubation period 1 minute; damage 1d6 Con and 1d6 Cha. The save DC is Charisma-based.

Unlike normal diseases, mummy rot persists until the victim reaches Constitution 0 (and dies) or is cured as described in the template description below. An afflicted creature that dies shrivels away into dust that blows away into nothing at the first wind.

CREATING A MUMMIFIED CREATURE

"Mummified creature" is an acquired template that can be added to any corporeal giant, humanoid, or monstrous humanoid (referred to hereafter as the base creature).

A mummified creature speaks all the languages it spoke in life, and it has all the base creature's characteristics except as noted here.

Size and Type: The creature's type changes to undead, and it gains the augmented subtype. Do not recalculate base attack bonus, saves, or skill points. Size is unchanged.

Hit Dice: Increase all current and future Hit Dice to d12.

Speed: A mummified creature's land speed decreases by 10 feet (to a minimum of 10 feet). The speeds for other movement modes are unchanged.

AC: A mummified creature's natural armor bonus is +10 or the base creature's natural armor bonus, whichever is higher.

A mummified ogre

Attack: A mummified creature retains all the attacks of the base creature and also gains a slam attack if it didn't already have one. If the base creature can use weapons, the mummified creature retains this ability. A mummified creature with natural weapons retains those natural weapons. A mummified creature fighting without weapons uses either its slam attack or its primary natural weapon (if it has any). A mummified creature armed with a weapon uses its slam or a weapon, as it desires.

Damage: A mummified creature has a slam attack. If the base creature does not have this attack form, use the appropriate damage value from the table below according to the creature's size.

Size	Damage	Size	Damage
Fine	1d2	Large	2d6
Diminutive	1d3	Huge	2d8
Tiny	1d4	Gargantuan	2d10
Small	1d6	Colossal	4d8
Medium	1d8		

A mummified creature can infect a foe with mummy rot (see below) with all of its natural weapons.

Full Attack: A mummified creature fighting without weapons uses either its slam attack (see above) or its natural weapons (if it has any). If armed with a weapon, it usually uses the weapon as its primary attack along with a slam or other natural weapon as a natural secondary attack.

Special Attacks: A mummified creature gains the two special attacks described below. Saves have a DC of 10 + 1/2 mummified creature's HD + mummified creature's Cha modifier unless otherwise noted.

Despair (Su): At the mere sight of a mummified creature, the viewer must make a successful Will save or be paralyzed with fear for 1d4 rounds. Whether or not the save is successful, that target cannot be affected again by that mummy's despair ability for 24 hours.

Mummy Rot (Su): Supernatural disease—natural weapon, Fortitude DC as above, incubation period 1 minute; damage 1d6 Con and 1d6 Cha.

Unlike normal diseases, mummy rot persists until the victim reaches Constitution 0 (and dies) or is cured as described below.

Mummy rot is a powerful curse, not a natural disease. A character attempting to cast any conjuration (healing) spell on a creature afflicted with mummy rot must make a DC 20 caster level check, or else the spell has no effect on the afflicted character.

To eliminate mummy rot, the curse must first be broken with *break enchantment* or *remove curse* (requiring a DC 20 caster level check for either spell), after which a caster level check is no longer necessary to cast healing spells on the victim, and the mummy rot can be magically cured as any normal disease.

An afflicted creature that dies of mummy rot shrivels away into sand that blows away into nothing at the first wind.

Special Qualities: A mummified creature gains the special qualities described below.

Illus. by J. Jarvis

Damage Reduction (Ex): A mummified creature's undead body is tough, giving it damage reduction 5/—.

Vulnerability to Fire (Ex): A mummified creature takes half again as much (+50%) damage as normal from fire attacks.

Abilities: A mummified creature's ability scores are modified as follows: Str +8, Int –4 (minimum 1), Wis +4, Cha +4. As an undead creature, a mummified creature has no Constitution score.

Climate/Terrain: Any.

Organization: Solitary, warden squad (2–4), or guardian detail (6–10).

Challenge Rating: Same as the base creature +3.

Alignment: Always lawful evil.

Level Adjustment: +4.

MUMMIFIED CHARACTERS

The process of becoming a mummy is usually involuntary, but expressing the wish to become a mummy to the proper priests (and paying the proper fees) can convince them to bring you back to life as a mummy—especially if some of your friends make sure the priests do what you paid them to do. The mummy retains all class abilities it had in life, provided that its new ability scores still allow it to use them (a wizard loses access to some spell levels, for instance). A loss of Intelligence does not retroactively remove skill points from a mummified creature.

A mummified character has the favored class it had in life, unless it is unable to continue in that class because of a change in ability score or alignment. In such a case, fighter becomes its favored class.

Illus. by D. Martin

Murk

MURK

Medium Undead (Incorporeal)
Hit Dice: 3d12 (19 hp)
Initiative: +2
Speed: Fly 30 ft. (8 squares) (good)
Armor Class: 13 (+2 Dex, +1 deflection), touch 13, flat-footed 11
Base Attack/Grapple: +1/—
Attack: Incorporeal touch +3 melee (1d6 Wis)
Full Attack: Incorporeal touch +3 melee (1d6 Wis)
Space/Reach: 5 ft./5 ft.
Special Attacks: Confer negative level, Wisdom damage
Special Qualities: Darkvision 60 ft., incorporeal traits, inescapable craving, undead traits
Saves: Fort +1, Ref +3, Will +4
Abilities: Str —, Dex 15, Con —, Int 7, Wis 13, Cha 12
Skills: Hide +8, Listen +7, Search +4, Spot +7
Feats: Alertness, Combat Reflexes
Environment: Any
Organization: Solitary, pair, gang (3–5), or cluster (6–11)
Challenge Rating: 3
Treasure: None
Alignment: Always chaotic evil
Advancement: 4–9 HD (Medium)
Level Adjustment: —

The wavering silhouette of a humanoid materializes. Its reaching, half-seen hand threatens to snag your soul.

A murk is an incorporeal, free-roaming blot of undead essence with a nugget of sentience. It exists to spread gloom and, when possible, drain life energy.

Most murks are no more than 6 feet tall. They cannot speak intelligibly.

COMBAT

Murks haunt tombs, crypts, cemeteries, and other places where undead roam.

Confer Negative Level (Su): Any humanoid reduced to Wisdom 0 by a murk (see Wisdom damage, below) gains one negative level. The DC is 12 for the Fortitude save to remove a negative level. The save DC is Charisma-based. When a murk bestows a negative level on a victim, it gains 5 temporary hit points (10 on a critical hit). These temporary hit points last for up to 1 hour.

A murk that bestows a negative level on a 1 HD creature kills the creature, which becomes a murk under the control of its killer within 1d4 rounds.

Inescapable Craving: A murk has an inescapable craving (see the Undead Metabolism section in Chapter 1) for Wisdom and life force, which it satisfies by using its Wisdom damage and confer negative level abilities.

Wisdom Damage (Su): The touch of a murk deals 1d6 points of Wisdom damage to a living foe.

NECROMENTAL

A necromental is the undead remnant of an elemental creature. It retains only a fraction of the self-awareness that the elemental had in life, but it becomes twisted and evil.

SAMPLE NECROMENTAL

This example uses a Large earth elemental as the base creature.

Large Earth Necromental
Large Undead (Augmented Elemental, Earth, Extraplanar)
Hit Dice: 8d12 (52 hp)
Initiative: –1
Speed: 20 ft. (4 squares)
Armor Class: 20 (–1 size, –1 Dex, +12 natural), touch 8, flat-footed 20
Base Attack/Grapple: +6/+17
Attack: Slam +12 melee (2d8+7 plus energy drain)
Full Attack: 2 slams +12 melee (2d8+7 plus energy drain)
Space/Reach: 10 ft./10 ft.
Special Attacks: Create spawn, earth mastery, energy drain, push
Special Qualities: Damage reduction 5/—, darkvision 60 ft., earth glide, elemental traits, fast healing 3, undead traits
Saves: Fort +8, Ref +1, Will +2
Abilities: Str 25, Dex 8, Con —, Int 1, Wis 10, Cha 1
Skills: Listen +6, Spot +5
Feats: Cleave, Great Cleave, Great Fortitude, Power Attack
Environment: Elemental Plane of Earth
Organization: Solitary
Challenge Rating: 6
Treasure: None
Alignment: Always neutral evil
Advancement: 9–15 HD (Large)
Level Adjustment: —

This walking pile of crumbling earth and stone radiates a palpable aura of death.

Combat

An earth necromental smashes into combat like a typical earth elemental, though with even more devastating results, thanks to its energy drain ability.

Create Spawn (Su): An elemental slain by a necromental's energy drain attack (see below) rises as a necromental 1d4 days after death.

Earth Glide (Ex): An earth necromental can glide through stone, dirt, or almost any other sort of earth except metal as easily as a fish swims through water. Its burrowing leaves behind no tunnel or hole, nor does it create any ripple or other signs of its presence. A *move earth* spell cast on an area containing a burrowing earth necromental flings the creature back 30 feet, stunning it for 1 round unless it makes a DC 15 Fortitude save.

A Large earth necromental

Earth Mastery (Ex): An earth necromental gains a +1 bonus on attack rolls and damage rolls if both it and its foe are touching the ground. If an opponent is airborne or waterborne, the necromental takes a –4 penalty on attack rolls and damage rolls. (These modifiers are not already calculated into the statistics above.)

Elemental Traits: An earth necromental has immunity to poison, sleep effects, paralysis, and stunning. It is not subject to critical hits or flanking. It cannot be raised, reincarnated, or resurrected (though a *limited wish*, *wish*, *miracle*, or *true resurrection* spell can restore life).

Energy Drain (Su): Living creatures hit by an earth necromental's natural weapon attack gain one negative level. An earth necromental can use its energy drain ability once per round. The save to remove the negative level 24 hours later has a DC of 14. When an earth necromental bestows a negative level on a victim, it gains 5 temporary hit points (10 on a critical hit). These temporary hit points last for up to 1 hour.

Fast Healing (Ex): An earth necromental heals 3 points of damage each round as long as it has at least 1 hit point and is within 5 feet of earth, stone, or metal.

Push (Ex): An earth necromental can start a bull rush maneuver without provoking attacks of opportunity. The combat modifiers given in Earth Mastery, above, also apply to the necromental's opposed Strength checks.

CREATING A NECROMENTAL

"Necromental" is an acquired template that can be added to any elemental (referred to hereafter as the base creature). A necromental uses all the base creature's statistics, attacks, and special abilities except as noted here.

Size and Type: The base creature's type changes to undead, and it gains the augmented subtype. It retains any other subtypes as well, except for alignment subtypes (such as good). Do not recalculate base attack bonus, saves, or skill points. Size is unchanged.

Hit Dice: Drop any Hit Dice from class levels (to a minimum of 1), and raise remaining Hit Dice to d12s.

Armor Class: The base creature's natural armor bonus improves by 2.

Special Attacks: A necromental retains all the special attacks of the base creature and gains those described below.

Illus. by S. Ellis

Create Spawn (Su): An elemental slain by a necromental's energy drain attack rises as a necromental 1d4 days after death.

Energy Drain (Su): Living creatures hit by a necromental's natural weapon attack gain one negative level. A necromental can use its energy drain ability once per round, regardless of the number of natural weapon attacks the necromental possesses. The save DC to remove the negative level 24 hours later is 10 + 1/2 the necromental's HD. When a necromental bestows a negative level on a victim, it gains 5 temporary hit points (10 on a critical hit). These temporary hit points last for up to 1 hour.

Special Qualities: A necromental retains all the special qualities of the base creature and gains the one described below.

Fast Healing (Ex): A necromental heals 3 points of damage each round as long as it has at least 1 hit point and is within 5 feet of some form of its element (air for necromentals with the air subtype; earth, stone, or metal for necromentals with the earth subtype; flame for necromentals with the fire subtype; or water for necromentals with the water subtype).

Abilities: A necromental has no Constitution score. Its Intelligence changes to 1, its Wisdom changes to 10, and its Charisma changes to 1.

Feats: A necromental gains Great Fortitude as a bonus feat.

Environment: Any, usually same as base creature.

Challenge Rating: Same as the base creature +1.

Alignment: Always neutral evil.

Advancement: Same as base creature (or — if the base creature advances by character class).

Level Adjustment: —.

NECROPOLITAN

Necropolitans are humanoids who renounce life and embrace undeath in a special ritual called the Ritual of Crucimigration (see below).

A necropolitan's skin is dry, withered, and powdery. Its eyes are as pale as driven snow, and as lifeless. It continues to dress in the fashion it preferred while living. Necropolitans are considered citizens of the little-known city of Nocturnus, but if their nature is revealed elsewhere, they are feared and hunted like common monsters.

SAMPLE NECROPOLITAN

This example uses a 5th-level human wizard as the base creature.

Necropolitan, 5th-Level Human Wizard
Medium Undead (Augmented Humanoid)
Hit Dice: 5d12 (32 hp)
Initiative: +2
Speed: 30 ft. (6 squares)
Armor Class: 17 (+2 Dex, +4 *mage armor*, +1 deflection), touch 13, flat-footed 15
Base Attack/Grapple: +2/+1
Attack: Quarterstaff +1 melee (1d6–1)
Full Attack: Quarterstaff +1 melee (1d6–1)
Space/Reach: 5 ft./5 ft.
Special Attacks: Spells
Special Qualities: Darkvision 60 ft., resist control, undead traits, unnatural resilience, +2 turn resistance
Saves: Fort +1, Ref +3, Will +5
Abilities: Str 8, Dex 14, Con —, Int 16, Wis 13, Cha 12
Skills: Concentration +8 (+12 casting defensively), Decipher Script +9, Knowledge (arcana) +11, Spellcraft +15, Use Magic Device +5 (+9 using scrolls)
Feats: Brew Potion, Combat Casting, Magical Aptitude, Scribe Scroll[B]
Environment: Any
Organization: Solitary, pair, or group (3–5)
Challenge Rating: 5
Treasure: Standard
Alignment: Neutral
Advancement: By character class
Level Adjustment: — (see below)

This withered human has eyes so blue they are more accurately described as white, as if drained of color and life. The figure wears severe black clothing and clutches a thin wand in one gnarled hand.

Combat

This necropolitan acts much like a typical wizard, though it focuses its attacks on any character prominently displaying a holy symbol or otherwise appearing to be a cleric. It typically has *mage armor* active (included in statistics above) whenever it anticipates combat.

Resist Control (Ex): Necropolitans have a +2 profane bonus on their Will saving throws to resist the effect of a *control undead* spell.

Unnatural Resilience (Ex): Necropolitans automatically heal hit point damage and ability damage at the same rate as a living creature. The Heal skill has no effect on necropolitans; however, negative energy (such as an *inflict* spell) heals them.

Wizard Spells Prepared (caster level 5th): 0—*daze* (DC 13), *detect magic*, *ghost sound* (DC 13), *touch of fatigue* (+1 melee touch; DC 13); 1st—*color spray* (DC 14), *expeditious retreat*, *mage armor*, *magic missile*; 2nd—*false life*, *flaming sphere* (DC 15), *web* (DC 15); 3rd—*deep slumber* (DC 16), *lightning bolt* (DC 16).

Possessions: *ring of protection +1*, *wand of hold person* (20 charges), *brooch of shielding* (60 points remaining), arcane scroll of *dispel magic*, arcane scroll of *fly*, 20 pp.

A necropolitan human wizard

Illus. by W. Reynolds

CREATING A NECROPOLITAN

"Necropolitan" is an acquired template that can be added to any humanoid or monstrous humanoid (referred to hereafter as the base creature).

A necropolitan speaks any languages it knew in life, and it has all the base creature's statistics and special abilities except as noted here.

Size and Type: The creature's type changes to undead, and it gains the augmented subtype. Do not recalculate base attack bonus, saves, or skill points. Size is unchanged.

Hit Dice: Increase to d12.

Special Qualities: A necropolitan retains all the special qualities of the base creature and gains those described below.

Resist Control (Ex): Necropolitans have a +2 profane bonus on their Will saving throws to resist the effect of a *control undead* spell.

Turn Resistance (Ex): A necropolitan has +2 turn resistance.

Unnatural Resilience (Ex): Necropolitans automatically heal hit point damage and ability damage at the same rate as a living creature. The Heal skill has no effect on necropolitans; however, negative energy (such as an *inflict* spell) heals them.

Abilities: Same as the base creature, except that as undead creatures, necropolitans have no Constitution score.

Advancement: By character class.

Level Adjustment: Same as the base creature. (Becoming a necropolitan involves losing a level—see Ritual of Crucimigration, below—so the advantages of the undead type cancel out what would other wise be a larger adjustment.)

Ritual of Crucimigration

Any living humanoid or monstrous humanoid can petition for consideration to undergo the Ritual of Crucimigration, which (if successful) enables the creature to become a necropolitan. The petition for consideration requires a fee of 3,000 gp and a written plea.

The Ritual: The first part of the ritual requires the placement of the petitioner on a standing pole. Cursed nails are used to affix the petitioner, and then the pole is lifted into place. The resultant excruciating pain that shoots like molten metal through the petitioner's fingers and up the arms is not what finally ends the petitioner's mortal life, however, since death usually comes from asphyxiation and heart failure. As petitioners feel death's chill enter their bodies, many have second thoughts, but it is far too late to go back—the cursed nails and chanting of the ritual ensures that the Crucimigration is completed.

The ceremony that lasts for 24 hours—the usual time it takes for the petitioner to perish. During this period, two or three zombie servitors keep up a chant initiated by the ritual leader when the petitioner is first placed into position. Upon hearing the petitioner's last breath, the ritual leader calls forth the names of evil powers and gods to forge a link with the Negative Energy Plane, and then impales the petitioner. Dying, the petitioner is reborn as a necropolitan, dead but animate.

Game Effect: Immediately upon opening its undead eyes, a new necropolitan loses a level as if the spell *raise dead* had been used on it and it was alive instead of animate. (If the subject has no levels to lose, it is simply destroyed.) It then also loses an additional 1,000 XP. If the loss of this much XP forces the necropolitan to lose another level, then it loses another level. No spell, not even *restoration*, can restore this lost XP. Petitioners may not spend experience points they don't have—if the level loss and the 1,000 XP cost drains a creature to 0 XP or less, it is destroyed, turned to dust, and can never be raised or revived again using any means. If the ritual is interrupted before it is completed, the petitioner is merely dead.

Plague blight

Illus. by T. Baxa

PLAGUE BLIGHT

Medium Undead (Evil)
Hit Dice: 6d12+6 (45 hp)
Initiative: +5
Speed: 30 ft. (6 squares)
Armor Class: 23 (+5 Dex, +8 natural), touch 15, flat-footed 18
Base Attack/Grapple: +3/+7
Attack: Slam +7 melee (1d6+6 [+2 against good-aligned foes] and gangrenous touch)
Full Attack: Slam +7 melee [1d6+6 [+2 against good-aligned foes] and gangrenous touch]
Face/Reach: 5 ft./5 ft.
Special Attacks: Gangrenous touch
Special Qualities: Damage reduction 5/slashing, darkvision 60 ft., gangrenous stench, resistant to blows, undead traits, +2 turn resistance
Saves: Fort +2, Ref +7, Will +7
Abilities: Str 19, Dex 21, Con —, Int 14, Wis 14, Cha 15
Skills: Balance +7, Escape Artist +12, Hide +14, Jump +6, Listen +13, Move Silently +14, Spot +13, Tumble +14

Feats: Alertness, Cleave, Improved Toughness†, Power Attack
Environment: Any
Organization: Solitary, pair, or rot (6–10)
Challenge Rating: 6
Treasure: Standard
Alignment: Always evil (any)
Advancement: 7–12 HD (Medium); 13–18 HD (Large)
†New feat described on page 27.

Soft and putrescent, this creature's form is wrapped in tight circles of cloth, though bloated, swollen tissue still seeps through. The odor of this creature goes beyond the stink of carrion; the putrefaction of its body is like a physical force that moves before it.

Plague blights are animated corpses of humanoids who died from plague or rot. In undeath, they seek to putrefy all that is pure. They are wily and may attempt to trick their victims into allowing themselves get close enough to touch.

Plague blights speak whatever languages they spoke before being claimed by plague, plus Common.

COMBAT

In melee combat, the stench of a plague blight sickens its opponents. Far worse is its touch, which brings on a terrible wasting disease in its victims, rotting the flesh in seconds and sending tendrils of dead flesh ever inward toward the heart.

A plague blight's natural weapons, as well as any weapons it wields, are treated as evil-aligned for purpose of overcoming damage reduction.

Gangrenous Stench (Ex): Whenever a plague blight desires, it causes its horrible odor of rot to emanate from the folds of its wrappings. All living creatures within 10 feet of the plague blight must make a DC 15 Fortitude save or take 1d6 points of Strength damage and become nauseated. The save DC is Charisma-based.

Gangrenous Touch (Su): Supernatural disease (accelerated)—slam, Fortitude DC 15, incubation period instant; damage 1d4 Con. Unlike normal diseases (see Disease, page 292 of the *Dungeon Master's Guide*), gangrenous touch requires a saving throw every round. It visibly progresses over a period of seconds, turning the afflicted area putrescent and gangrenous. The rot continues until the victim makes two successful saving throws in a row, the victim reaches Constitution 0 (and dies), or the victim receives a *remove disease* spell or similar treatment. Once it is infected or it successfully saves, a creature can't be infected by gangrenous touch again for 24 hours.

The body of a victim claimed by gangrenous touch sloughs into a brittle, stinking mass of putrescent ruin that molders to nothing over the course of 24 hours, unless *remove disease* is cast on the remains within that time.

Resistant to Blows (Ex): Physical attacks deal only half damage to a plague blight. Apply this effect before damage reduction.

QUELL

Medium Undead (Incorporeal)
Hit Dice: 5d12 (32 hp)
Initiative: +7
Speed: Fly 60 ft. (12 squares) (good)
Armor Class: 15 (+3 Dex, +2 deflection), touch 15, flat-footed 12
Base Attack/Grapple: +2/—
Attack: Incorporeal touch +5 melee (1d4)
Full Attack: Incorporeal touch +5 melee (1d4)
Space/Reach: 5 ft./5 ft.
Special Attacks: Coupled intercession, intercession
Special Qualities: Darkvision 60 ft., daylight powerlessness, incorporeal traits, undead traits, +4 turn resistance
Saves: Fort +1, Ref +4, Will +6
Abilities: Str —, Dex 16, Con —, Int 14, Wis 14, Cha 15
Skills: Diplomacy +6, Hide +11, Intimidate +10, Listen +12, Search +10, Sense Motive +8, Spot +12, Survival +2 (+4 following tracks)
Feats: Alertness, Combat Reflexes, Improved Initiative, Weapon Finesse
Environment: Any
Organization: Solitary or pair
Challenge Rating: 3
Treasure: None
Alignment: Always lawful evil
Advancement: 6–10 HD (Medium)
Level Adjustment: —

Two fiery green eyes glare from a shrouded, half-real visage of this vaguely humanoid shade. Either it is dressed in robes, or its ectoplasmic flesh is naturally loose and flowing. Dark symbols hang in the air just above and about its form, free-standing glyphs that viscerally demonstrate the creature's anathema to all things divine.

Quells are incorporeal creatures of malevolence and the night. They despise all living things, as well as the light that nurtures them, but the urge that truly drives them is their hatred of those who serve deities.

If they could, quells would commit deicide, though of course such actions are far beyond a quell's power. However, while a quell cannot directly affect a deity, it does have a power over the connection between a deity and its followers.

Because of their powers, quells are sought out by bands of more powerful undead or necromancers.

A quell is about as tall as a human, and is weightless.

Quells speak Common and Infernal.

Illus. by S. Belledin

COMBAT

Quells are poor combatants. Their power lies in their ability to break connections between clerics and their deities.

Coupled Intercession (Su): Whenever a quell takes a standard action to aid another quell in an intercession attempt, the effective cleric level of the quell increases by 1. Several quells could all take standard actions to aid a single quell's intercession attempt, each increasing the effective cleric level of the intercession attempt.

Daylight Powerlessness (Ex): Quells are utterly powerless in natural sunlight (not merely a *daylight* spell) and flee from it.

Intercession (Su): A quell can cut divine spellcasters off from their source of power. To do so, the quell makes a turning check as if it were a cleric of a level equal to the quell's Hit Dice (5th level). The result indicates the highest-level divine spellcasters the quell can cut off from their deity. The turning damage result indicates the maximum total Hit Dice of divine spellcasters within 60 feet the ability can affect. The quell's intercession affects the closest divine spellcasters it can affect first. Normally, affected divine spellcasters cannot turn undead or cast divine spells for 1 minute; however, if the quell has twice as many HD as the spellcaster has divine levels, the divine spellcaster loses the ability to cast divine spells for 24 hours. If the quell attacks an affected divine spellcaster in any way, or the affected spellcaster receives an *atonement* spell, the intercession ends. The quell's allies and other creatures can attack the divine spellcaster without breaking the intercession. A quell can use this ability a number of times per day equal to 3 + its Charisma modifier (five times for a typical creature).

RAIMENT

Small Undead
Hit Dice: 3d8 (13 hp)
Initiative: +2
Speed: 20 ft. (4 squares)
Armor Class: 14 (+1 size, +2 Dex, +1 natural), touch 13, flat-footed 12
Base Attack/Grapple: +1/+5
Attack: Coat sleeve +6 melee (1d2+3)
Full Attack: 2 coat sleeves +6 melee (1d2+3)
Space/Reach: 5 ft./5 ft.
Special Attacks: Constrict, improved grab
Special Qualities: Blindsight 60 ft., damage reduction 5/magic, darkvision 60 ft., mindless, undead traits
Saves: Fort +1, Ref +3, Will +4
Abilities: Str 16, Dex 14, Con —, Int —, Wis 13, Cha 7
Skills: —
Feats: —
Environment: Any
Organization: Solitary
Challenge Rating: 1
Treasure: None
Alignment: Usually chaotic evil
Advancement: 4–6 HD (Small)
Level Adjustment: —

An empty set of clothing, dingy and stained, flings itself forward, seemingly eager to reach you.

Raiment

Illus. by S. Prescott

A raiment is the clothing of a victim of some atrocious crime, animated by the spirit of the vengeful victim, mindlessly intent on using its only remaining tool to cause as much pain and suffering as its long-missing flesh felt in death.

The clothing sometimes retains other personal belongings of its former owners as well. Different raiments may appear in different styles of dress, but most require a sufficient mass of clothing to give them a shape and the ability to wrap their sleeves around the necks of prospective victims.

A raiment weighs 10 to 20 pounds and does not speak.

COMBAT

A raiment sometimes lies quiescent, like a pile of cast-off rags, attacking only when its victims are close enough to surprise.

Constrict (Ex): A raiment deals 1d2+3 points of damage with a successful grapple check against a Large or smaller creature, in addition to the normal 1d2+3 points of damage for its regular attack. Because it wraps itself around its victim's neck, a creature in the raiment's grasp cannot speak or cast spells that have verbal components.

Improved Grab (Ex): To use this ability, a raiment must hit a Large or smaller opponent with a coat sleeve attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity. A raiment is hard to grapple because of its body configuration, so it gains a +4 bonus on its grapple checks (already figured into the statistics above). If it wins the grapple check, it establishes a hold and can constrict.

Mindless (Ex): A raiment is mindless, so it has no Intelligence score and no feats or skills. A raiment is immune to mind-affecting spells and abilities.

REVIVED FOSSIL

Revived fossils are the remains of animals or monsters that were preserved in a petrified state. Fossils are found encased in stone or other geological deposits, but revived fossils are the freed and animated remains of the dead. They are mindless automatons that obey the orders of their evil masters.

A revived fossil does only what it is ordered to do. It can draw no conclusions of its own and takes no initiative. Because of this limitation, its instructions must always be simple, such as "Kill anyone who walks down this road." A revived fossil attacks until destroyed, for that is what it was created to do.

Revived fossils cannot be created with the *animate dead* spell, but instead are created through special necromantic rituals that vary depending on the fossil to be revived.

SAMPLE REVIVED FOSSIL

This example uses a megaraptor as the base creature.

Revived Fossil Megaraptor
Huge Undead (Augmented Animal)
Hit Dice: 8d12+40 (118 hp)
Initiative: +1
Speed: 60 ft. (12 squares)
Armor Class: 27 (–2 size, +1 Dex, +18 natural), touch 9, flat-footed 26
Base Attack/Grapple: +4/+17
Attack: Talons +7 melee (2d10+5)
Full Attack: Talons +7 melee (2d10+5) and 2 foreclaws +2 melee (1d4+2) and bite +2 melee (2d6+2)
Space/Reach: 15 ft./10 ft.
Special Attacks: —
Special Qualities: Bonus hit points, damage reduction 10/adamantine, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +2, Ref +3, Will +4
Abilities: Str 21, Dex 13, Con —, Int —, Wis 10, Cha 1
Skills: —
Feats: Combat Reflexes
Environment: Warm forests
Organization: Solitary, pair, or pack (3–6)
Challenge Rating: 10
Treasure: None
Alignment: Always neutral evil
Advancement: 9–16 HD (Huge); 17–24 HD (Gargantuan)
Level Adjustment: —

A vicious-looking creature of petrified bones, still partially imprisoned in stone, lumbers forward.

Combat

A revived fossil megaraptor uses its talons and foreclaws to shred prey.

CREATING A REVIVED FOSSIL

"Revived fossil" is an acquired template that can be added to any corporeal creature (other than an undead) that has a skeletal system (referred to hereafter as the base creature).

A revived fossil has all the base creature's statistics and special abilities except as noted here.

Size and Type: The creature's type changes to undead. It retains any subtype except for alignment subtypes (such as good) and subtypes that indicate kind (such as goblinoid or reptilian). It also gains the augmented subtype.

Hit Dice: Drop any Hit Dice gained from experience and raise remaining Hit Dice to d12s.

Speed: Winged revived fossils can't use their wings to fly. If the base creature flew magically, so can the revived fossil.

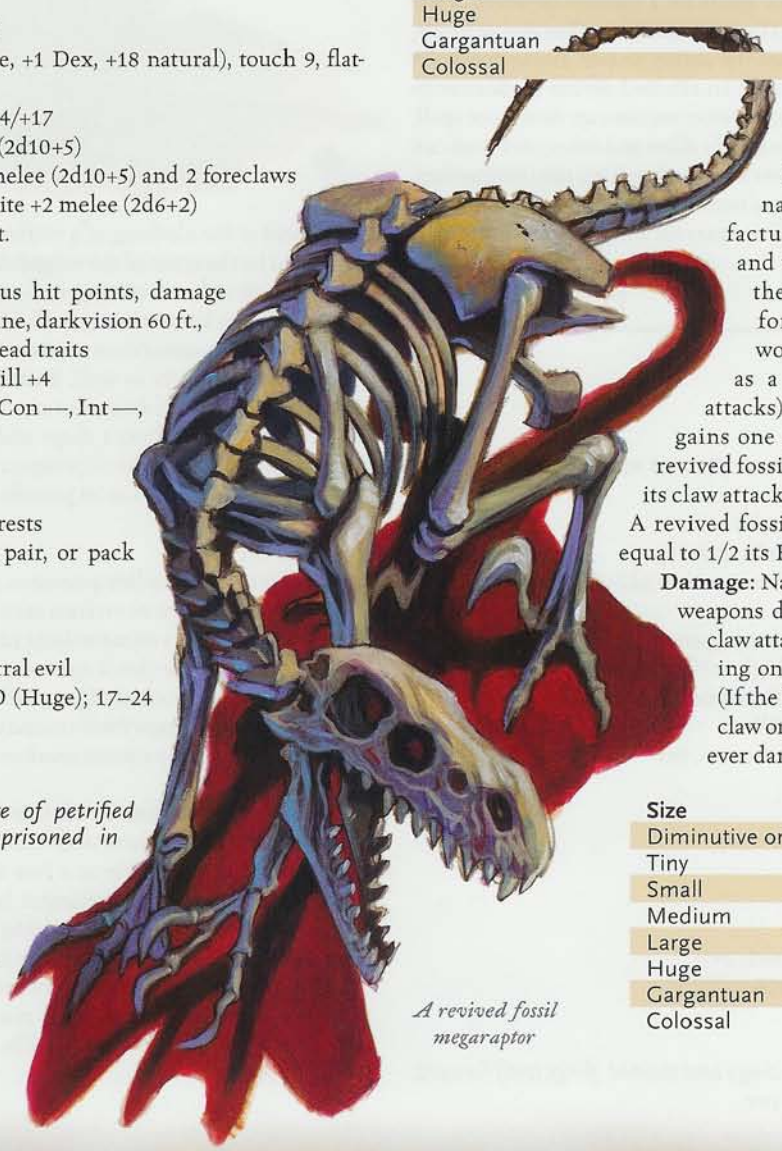
Armor Class: Natural armor bonus changes to a number based on the revived fossil's size:

Size	Bonus
Diminutive, Fine, Tiny	+6
Small	+9
Medium	+12
Large	+15
Huge	+18
Gargantuan	+24
Colossal	+30

Attacks: A revived fossil retains all the natural weapons, manufactured weapon attacks, and weapon proficiencies of the base creature, except for attacks that can't work without flesh (such as a mind flayer's tentacle attacks). A creature with hands gains one claw attack per hand; a revived fossil can strike with each of its claw attacks at its full attack bonus. A revived fossil's base attack bonus is equal to 1/2 its Hit Dice.

Damage: Natural and manufactured weapons deal damage normally. A claw attack deals damage depending on the revived fossil's size. (If the base creature already had claw or talon attacks, use whichever damage value is higher.)

Size	Damage
Diminutive or Fine	1d3
Tiny	1d4
Small	1d8
Medium	2d6
Large	2d8
Huge	2d10
Gargantuan	2d12
Colossal	2d20



A revived fossil megaraptor

Illus. by S. Ellis

Skin kite

Special Attacks: A revived fossil retains none of the base creature's special attacks.

Special Qualities: A revived fossil loses most special qualities of the base creature, though it retains any extraordinary special qualities that improve its melee or ranged attacks. A revived fossil also gains the following special qualities.

Bonus Hit Points: Because its body is a mass of stone, a revived fossil is hard to destroy. It gains bonus hit points based on size, as shown on the following table.

Size	Bonus Hit Points
Diminutive, Fine, Tiny	—
Small	10
Medium	20
Large	30
Huge	40
Gargantuan	60
Colossal	80

Damage Reduction 10/Adamantine: Revived fossils are similar to animated stone statues.

Immunity to Cold (Ex): Revived fossils are not affected by cold.

Saves: Base save bonuses are Fort +1/3 HD, Ref +1/3 HD, and Will +1/2 HD + 2.

Abilities: A revived fossil's Dexterity decreases by 2, it has no Constitution or Intelligence score, its Wisdom changes to 10, and its Charisma changes to 1.

Skills: A revived fossil has no skills.

Feats: A revived fossil loses all feats of the base creature but gains Combat Reflexes.

Environment: Any, usually same as base creature.

Organization: Any.

Challenge Rating: Depends on Hit Dice, as follows:

Hit Dice	CR
1/2	1/3
1	1
2–3	2
4–5	3
6–7	4
8–9	5
10–11	6
12–14	7
15–17	8
18–20	9

Treasure: None.

Alignment: Always neutral evil.

Advancement: As base creature (or — if the base creature advances by character class).

Level Adjustment: —.

SKIN KITE

Small Undead
Hit Dice: 4d12 (24 hp)
Initiative: +4
Speed: 10 ft. (2 squares), fly 40 ft. (average)
Armor Class: 15 (+1 size, +4 Dex), touch 15, flat-footed 11
Base Attack/Grapple: +2/–4 (+8 when attached)
Attack: Touch +8 melee (1d4)
Full Attack: Touch +8 melee (1d4)
Space/Reach: 2–1/2 ft./0 ft.
Special Attacks: Meld, steal skin
Special Qualities: Darkvision 60 ft., diet dependent, launch kite, undead traits
Saves: Fort +1, Ref +5, Will +5
Abilities: Str 10, Dex 19, Con —, Int 4, Wis 12, Cha 6
Skills: Hide +7, Listen +5, Spot +5
Feats: Alertness, Weapon Finesse
Environment: Cold hills
Organization: Solitary, pair, or flock (5–8)
Challenge Rating: 3
Treasure: None
Alignment: Always neutral evil
Advancement: —
Level Adjustment: —

A knot of flaccidly flapping membranes kites through the air, now drifting with the currents, now stooping swiftly through the air toward you.

Skin kites are undead creatures made up of the stolen skin of past victims. They feed on the skin of living beings, replenishing their own constantly rotting skin, as well as using new skin as spawning material for new skin kites.

No two skin kites appear the same. They display a range of different colors, depending on the creatures from which they were harvested. Many skin kites have rotting clumps of hair or fur, unintended additional trophies from past victims.

A skin kite has no body, only a wingspan, which is about 5 feet. It weighs about 5 pounds.

COMBAT

A skin kite attacks by landing on a victim and melding a portion of its undead membrane with its victim's skin.

Diet Dependent: A skin kite is diet dependent (see the Undead Metabolism section in Chapter 1) upon skin, which it acquires by using its steal skin ability.

Illus. by S. Ellis

Launch Kite (Ex): When a skin kite has absorbed 4 points of Charisma (through its steal skin ability; see below), it attempts to retreat to a safe place where it can take a full-round action to spawn a new skin kite with the stolen skin. A freshly launched skin kite has a number of hit points equal to the original's current total (its full normal hit points are equal to the original's full normal total, even if its current hit points are lower than that).

Meld (Ex): If a skin kite hits a Small or larger creature with a melee touch attack, it melds with the opponent's body. An attached skin kite is effectively grappling its prey. The skin kite loses its Dexterity bonus to AC, but while melded, it is hard to remove. Skin kites have a +12 racial bonus on grapple checks (figured into the statistics above).

A melded skin kite can be struck with a weapon or grappled itself. To remove a melded skin kite by grappling, the opponent must achieve a pin against the skin kite, which forcefully peels the creature off and also deals 1d6 points of damage.

Steal Skin (Ex): A skin kite steals portions of its foe's skin, absorbing them directly into itself, dealing 1d4 points of Charisma damage in each round when it remains melded. Once it has dealt 4 points of Charisma damage, it detaches and flies off to launch a kite. If its victim reaches Charisma 0 before a skin kite has dealt 4 points of Charisma damage, the skin kite unmelds and seeks a new target.

Illus. by T. Baxa

A faint whirring sound and the stench of death precedes a great shape scudding through the air. The creature has a humanoid form with the skull of a long-toothed bull. Its upper arms are great wings, and its lower legs end in cruel, clawed talons. No skin or fur can be seen beneath the dingy gray funerary wrappings that cover the entire creature like a mummy.

Skirrs are predators that hunt the edges of necropolises, great expanses of deadly swamps, deserts, or other places where victims might be found alone, hurt, and pressed by dangers from directions other than the sky. That's when skirrs swoop in to attack.

Skirrs measure, wingtip-to-wingtip, 50 feet or more, and weigh about 20,000 pounds.

Skirrs know no languages.

SKIRR

Huge Undead
Hit Dice: 9d12 (58 hp)
Initiative: +2
Speed: 20 ft. (4 squares), fly 50 ft. (poor)
Armor Class: 22 (–2 size, +2 Dex, +12 natural), touch 10, flat-footed 20
Base Attack/Grapple: +4/+20
Attack: Bite +11 melee (2d8+8)
Full Attack: Bite +11 melee (2d8+8) and 2 claws +9 melee (2d6+4)
Space/Reach: 15 ft./10 ft.
Special Attacks: Improved grab
Special Qualities: Darkvision 60 ft., diet dependent, undead traits
Saves: Fort +11, Ref +10, Will +6
Abilities: Str 22, Dex 15, Con —, Int 2, Wis 13, Cha 14
Skills: Listen +9, Spot +9
Feats: Alertness, Flyby Attack, Lightning Reflexes, Multiattack, Weapon Focus (bite)
Environment: Cold hills
Organization: Solitary or pair
Challenge Rating: 7
Treasure: Standard
Alignment: Always neutral evil
Advancement: 10–16 HD (Huge); 17–27 HD (Gargantuan)
Level Adjustment: —

COMBAT

Skirrs are predators that scavenge the bodies of those killed by sudden stops. Their favored tactic is to swoop down, grab a victim, ascend to a height of at least 200 feet, and then drop the victim in a deadly fall.

Diet Dependent: A skirr is diet dependent (see the Undead Metabolism section in Chapter 1) upon flesh, which it devours from the dead bodies of its victims.

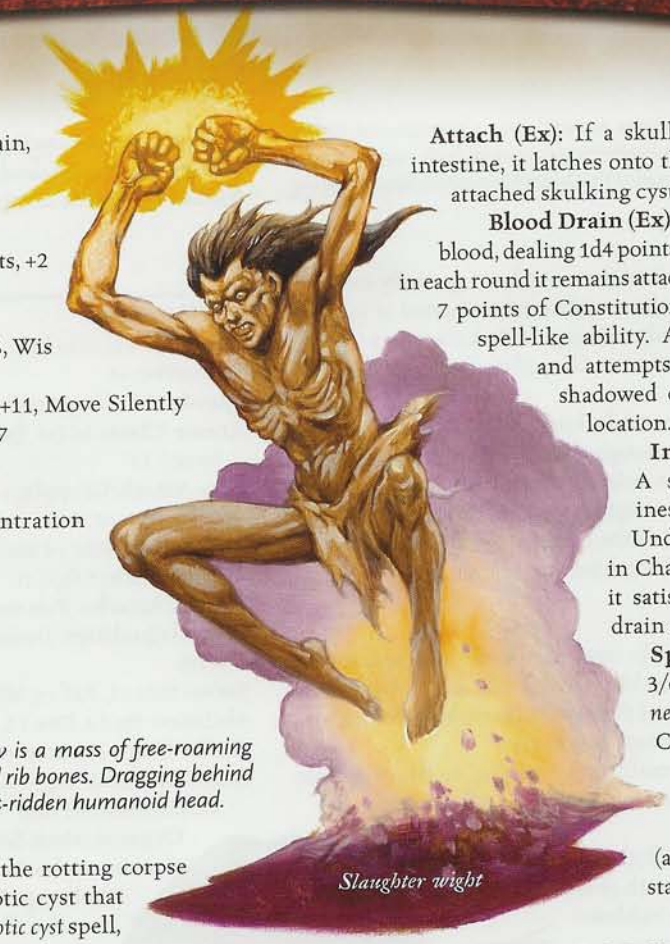
Improved Grab (Ex): To use this ability, a skirr must hit a Large or smaller opponent with a bite attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity. If it wins the grapple check, it establishes a hold and usually flies upward as quickly as possible, intent on dropping its victim from a great height.

SKULKING CYST

Small Undead
Hit Dice: 4d12 (26 hp)
Initiative: +4
Speed: 30 ft. (6 squares), climb 30 ft., swim 30 ft.
Armor Class: 19 (+1 size, +4 Dex, +4 natural), touch 15, flat-footed 15
Base Attack/Grapple: +2/–2
Attack: Intestine loop +6 melee (1d4 plus attachment)
Full Attack: 2 intestine loops +6 melee (1d4 plus attachment)
Face/Reach: 5 ft./5 ft.

Special Attacks: Attach, blood drain, spell-like abilities
Special Quality: Blindsight 60 ft., darkvision 60 ft., inescapable craving, resistance to fire 5, undead traits, +2 turn resistance
Saves: Fort +1, Ref +5, Will +6
Abilities: Str 10, Dex 19, Con -, Int 13, Wis 14, Cha 16
Skills: Climb +15, Hide +23, Listen +11, Move Silently +19, Search +8, Spot +11, Tumble +7
Feats: Alertness, Weapon Finesse
Environment: Any
Organization: Solitary or concentration (3–9)
Challenge Rating: 4
Treasure: Standard
Alignment: Always chaotic evil
Advancement: —
Level Adjustment: —

The horrible creature walking into view is a mass of free-roaming intestines, flaccid organs, and a few odd rib bones. Dragging behind it like a dead weight is a lolling, maggot-ridden humanoid head.



Slaughter wight

A skulking cyst is disgorged from the rotting corpse of a living creature, born of a necrotic cyst that eventually kills its host (see the *necrotic cyst* spell, page 68).

A skulking cyst prefers shadows and dark corners, only revealing the horror of its form when it strikes lone victims from hiding. Though often cloaked in the detritus of a previous victim, the skulking cyst's true "heart" is a 1-foot-diameter spherical sac that contains fluid and semisolid necrotic flesh, which slowly undulates as if in a mockery of breath.

A skulking cyst does not speak, but it understands Common and the languages its fleshy carapace originally spoke in life.

COMBAT

A creature of shadows, a skulking cyst prefers to launch attacks on lone victims from dark ceilings and sewer grates.

Skulking cyst

Attach (Ex): If a skulking cyst hits with an intestine, it latches onto the opponent's body. An attached skulking cyst has an AC of 15.

Blood Drain (Ex): A skulking cyst drains blood, dealing 1d4 points of Constitution damage in each round it remains attached. Once it has drained 7 points of Constitution, it uses its *necrotic cyst* spell-like ability. After that, it drops off and attempts to skitter away into a shadowed corner or other hidden location.

Inescapable Craving: A skulking cyst has an inescapable craving (see the Undead Metabolism section in Chapter 1) for blood, which it satisfies by using its blood drain ability.

Spell-Like Abilities: 3/day—*darkness*; 1/day—*necrotic cyst* (see page 68). Caster level 3rd.

Skills: A skulking cyst has a +8 racial bonus on Hide and Move Silently (already calculated into the statistics above).

SLAUGHTER WIGHT

Medium Undead
Hit Dice: 18d12+18 (135 hp)
Initiative: +9
Speed: 30 ft. (6 squares)
Armor Class: 19 (+5 Dex, +4 natural), touch 15, flat-footed 14
Base Attack/Grapple: +9/+16
Attack: Slam +11 melee (1d8+15/17–20 plus energy drain)*
Full Attack: Slam +11 melee (1d8+15/17–20 plus energy drain)*
Space/Reach: 5 ft./5 ft.
Special Attacks: Create spawn, energy drain
Special Qualities: Augmented critical, darkvision 60 ft., inescapable craving, undead traits, vicious slammer
Saves: Fort +6, Ref +11, Will +11
Abilities: Str 24, Dex 21, Con —, Int 11, Wis 10, Cha 16
Skills: Climb +17, Hide +22, Listen +15, Move Silently +22, Spot +19, Swim +13
Feats: Daunting Presence†, Death Master†, Eviscerator†, Improved Critical, Improved Initiative, Improved Toughness†, Power Attack
Environment: Any
Organization: Solitary, gang (2–4), or death squad (5–10)
Challenge Rating: 8
Treasure: Standard
Alignment: Always chaotic evil
Advancement: 15–21 HD (Medium); 22–28 HD (Large)
Level Adjustment: —

*Includes adjustments for Power Attack feat.
†New feats described in Chapter 2.

Illus. by J. Easley

A slender, wiry corpse moves toward you, supernatural agility obvious in its motions. Its leathery, desiccated flesh ripples across its body, tolerant of the creature's quick movements despite being lifeless parchment.

Slaughter wights are undead that have been specially touched by dark gods, endowing them with a vicious hatred of life that goes beyond that of simple walking dead. A slaughter wight's appearance is an exaggerated and horrifying effigy of the form it had in life.

Though sometimes found lurking in barrows, more often slaughter wights skulk through the nighttime streets of large cities seeking to fulfill an order or contract on a living human target. After all, slaughter wights make exceptional assassins.

A slaughter wight is about the height and weight of a human.

Slaughter wights speak Common.

COMBAT

Slaughter wights are deadly combatants, not only because of their supernaturally strong blows and ability to drain life from their foes, but also because of their special knowledge that allows them to deal and master death (see feats).

A slaughter wight normally attacks using its Power Attack feat, taking a –5 penalty on its attack rolls and gaining a +5 bonus on damage rolls.

Augmented Critical (Ex): A slaughter wight is so practiced at dealing death that it has learned the trick of better aiming its blows to deal maximum damage. Coupled with its Improved Critical feat, a slaughter wight's threat range for its slam attack is 17–20.

Create Spawn (Su): Any humanoid slain by a slaughter wight becomes a normal wight in 1d4 rounds. Spawn created by a slaughter wight are under its command and remain enslaved until their master's destruction. They have the statistics of normal wights (see *Monster Manual*, page 255) and do not retain any of the abilities they had in life.

Sometimes a newly created spawn becomes a slaughter wight instead of a mere wight, though the wiles of the dark gods determine such instances (that is, the DM decides when this occurs).

Energy Drain (Su): A living creature hit by a slaughter wight's slam attack gains one negative level. Removing the negative level requires a DC 21 Fortitude save. The save DC is Charisma-based. When a slaughter wight bestows a negative level on a victim, it gains 5 temporary hit points (10 on a critical hit). These temporary hit points last for up to 1 hour.

Inescapable Craving: A slaughter wight has an inescapable craving (see the Undead Metabolism section in Chapter 1) for life force, which it satisfies by using its energy drain attack.

SLAYMATE

Small Undead
Hit Dice: 4d12 (26 hp)
Initiative: +1
Speed: 20 ft. (4 squares)
Armor Class: 16 (+1 Dex, +1 size, +4 natural), touch 12, flat-footed 15
Base Attack/Grapple: +2/—
Attack: Bite +4 melee (1d3+1 plus pale wasting)
Full Attack: Bite +4 melee (1d3+1 plus pale wasting)
Space/Reach: 5 ft./5 ft.
Special Attacks: Pale wasting disease
Special Qualities: Darkvision 60 ft., undead pale aura, undead traits
Saves: Fort +1, Ref +4, Will +5
Abilities: Str 12, Dex 12, Con —, Int 11, Wis 13, Cha 15
Skills: Hide +8, Listen +7, Move Silently +8, Spot +7
Feats: Alertness, Lightning Reflexes
Environment: Any
Organization: Solitary or pairbond (1 3rd-level necromancer plus 1 slaymate)
Challenge Rating: 2
Treasure: None
Alignment: Always lawful evil
Advancement: 5–8 HD (Small)
Level Adjustment: —

This pale creature resembles a human child with slug-white skin. Its black eyes are too knowing for their size, and its too-wide mouth is home to rot and ruin.

Slaymate

Slaymates are undead creatures given a semblance of life when a guardian's betrayal, either outright or through negligence, leads to death. A slaymate's appearance is a weird and twisted reflection of the form it had in life.

Slaymates are highly prized by necromancers, and thus are rarely encountered alone, but instead are found in the presence of evil spellcasters and others who dabble in necromancy. Many a slaymate can be found riding, papoose style, on the back of a necromancer who values the slaymate's special abilities.

A slaymate is about the height and weight of an eight-year-old human child.

Slaymates speak Common.

Illus. by E. Hunter

COMBAT

Slaymates, when forced to fight, have a disease-laden bite.

Pale Aura (Su): A slaymate produces an invisible aura in a 10-foot radius around itself. Any creature within the aura that uses a metamagic feat on a spell from the school of necromancy can prepare or use the spell as if it took up a spell slot one level lower than what the metamagic necromancy spell would normally require.

For instance, if a caster wants to produce an enlarged *fear* spell, the enlargement would normally require the spellcaster to prepare the spell (or cast it on the fly) as if it were one level higher than it actually is. But, in the radius of a slaymate's pale aura, the caster prepares an enlarged *fear* spell as if the spell were being cast normally.

Pale Wasting (Su): Supernatural disease—bite, Fortitude DC 14, incubation period 1 day; damage 1d6 Con and 1d6 Str. The save DC is Charisma-based.

SPECTRAL LYRIST

Medium Undead (Incorporeal)
Hit Dice: 6d12 (39 hp)
Initiative: +6
Speed: Fly 60 ft. (12 squares) (good)
Armor Class: 20 (+2 Dexterity, +5 natural, +3 deflection), touch 15, flat-footed 18
Base Attack/Grapple: +3/—
Attack: Incorporeal touch +5 melee (1d6 Cha drain)
Full Attack: Incorporeal touch +5 melee (1d6 Cha drain)
Space/Reach: 5 ft./5 ft.
Special Attacks: Bardic music, Charisma drain
Special Qualities: Alter appearance, darkvision 60 ft., incorporeal traits, inescapable craving, undead traits
Saves: Fort +2, Ref +4, Will +7
Abilities: Str —, Dex 15, Con —, Int 13, Wis 14, Cha 17
Skills: Bluff +12, Diplomacy +5, Disguise +12 (+14 when acting in character), Intimidate +5, Listen +13, Perform (sing) +12, Spot +13
Feats: Ability Focus (Charisma drain), Alertness, Improved Initiative
Environment: Any
Organization: Solitary
Challenge Rating: 4
Treasure: None
Alignment: Always chaotic evil
Advancement: 7–12 HD (Medium)
Level Adjustment: —

A smiling, brightly clothed figure stands before you.

In life, a spectral lyrist used its powers of performance and persuasion to further the cause of evil and strife, whether by urging listeners to commit violence or simply luring the innocent to their deaths. Cursed to forever walk the earth, it blames those still alive for its undead state and seeks to commit even greater evils against them.

A spectral lyrist can appear as any Medium humanoid, and it doesn't share the insubstantial or diaphanous appearance of other incorporeal creatures when so disguised. A lyrist is weightless, regardless of appearance.

Spectral lyrists speak Common, plus one other language common to humanoids in its environment, such as Dwarven, Elven, Goblin, or Orc.

Spectral lyrist

COMBAT

A spectral lyrist uses its ability to bluff and change its appearance to present itself as a friendly creature, putting victims at ease until it can use its *fascinate* and *suggestion* abilities. Once victims are close enough, it uses its touch attack to drain their Charisma.

Alter Appearance (Su): As a free action once per round, a spectral lyrist can alter its appearance. It can appear as any humanoid creature of Medium size, and it gains a +10 bonus on Disguise checks when it uses this ability. Unless the disguise is pierced by a successful Spot check, onlookers don't even notice the lyrist's incorporeal nature until an attack passes harmlessly through the creature.

Bardic Music (Su): A spectral lyrist has the bardic music abilities of *fascinate* and *suggestion*. These function identically to the bard class features of the same name. A spectral lyrist can use these abilities a total of six times per day.

Charisma Drain (Su): Living creatures hit by a spectral lyrist's touch attack must make a DC 18 Fortitude save or take 1d6 points of Charisma drain. The save DC is Charisma-based. When a spectral lyrist drains a victim's Charisma, it gains 5 temporary hit points and 1 temporary Charisma point, no matter how many points it drains. Temporary hit points and ability points gained in this way last for 1 up to hour.

Inescapable Craving: A spectral lyrist has an inescapable craving (see the Undead Metabolism section in Chapter 1) for Charisma, which it satisfies by using its Charisma drain attack.

SWARM-SHIFTER

The vampire that explodes into a flock of bats, the mummy that crumbles into a pile of scorpions—these are swarm-shifters, undead that have been granted the dark power to become swarms.

A swarm-shifter appears like a normal undead creature until its body explodes into a swarm. There are many varieties of swarm-shifters, and although some are more common than others, swarm-shifters do not seem limited to certain kinds of swarms by their form of undeath.

Illus. by C. Lukacs

SAMPLE SWARM-SHIFTER

This example uses a 13th-level mummy druid as the base creature.

Swarm-Shifter 13th-Level Mummy King Druid
Medium Undead (Shapechanger)
Hit Dice: 8d12 plus 13d8+21 (131 hp)
Initiative: +2
Speed: 20 ft. (4 squares)
Armor Class: 27 (+2 Dex, +10 natural, +5 *+3 glamered leather*), touch 12, flat-footed 25
Base Attack/Grapple: +13/+20
Attack: *+1 keen shocking burst scimitar* +21 melee (1d6+7/15–20 plus 1d6 electricity) or slam +20 melee (1d8+7 plus mummy rot)
Full Attack: *+1 keen shocking burst scimitar* +21/+16/+11 melee (1d6+7/15–20 plus 1d6 electricity) or slam +20 melee (1d8+7 plus mummy rot)
Space/Reach: 5 ft./5 ft.
Special Attacks: Despair, mummy rot, druid spells
Special Qualities: Animal companion, a thousand faces, damage reduction 5/—, darkvision 60 ft., nature sense, resist nature's lure, swarm form (beetle, scorpion, and sand), trackless step, undead traits, vulnerability to fire, wild empathy +17 (+13 magical beasts), woodland stride
Saves: Fort +15, Ref +11, Will +21
Abilities: Str 24, Dex 15, Con —, Int 9, Wis 18, Cha 19
Skills: Concentration +11, Disguise +5, Hide +9, Knowledge (nature) +1, Listen +10, Move Silently +9, Spot +10, Survival +6
Feats: Alertness, Augment Summoning, Combat Casting, Corrupted Wild Shape†, Great Fortitude, Improved Natural Attack (slam), Improved Toughness†, Spell Focus (conjuration)
Environment: Any
Organization: Solitary
Challenge Rating: 16
Treasure: Standard, including possessions noted below
Alignment: Usually neutral evil
Advancement: 9–16 HD (Medium); 17–24 HD (Large)
Level Adjustment: —
†New feat described on page 27.

A swirling cloud of brown sand ten feet across approaches you rapidly. The dust devil contracts, swirling together and compacting. Suddenly, it coalesces into a withered corpse in funeral wrappings.

Combat

A Thousand Faces (Su): This mummy king can change its appearance at will, as if using the *alter self* spell, but only while in its normal form.

Animal Companion (Ex): As a 13th-level druid, this mummy king has an animal companion. The mummy king typically sets this animal to guard a location or object.

Despair (Su): At the mere sight of this mummy king, the viewer must make a DC 18 Will save or be paralyzed with fear for 1d4 rounds. Whether or not the save is successful, that viewer cannot be affected again by this mummy's despair ability for 24 hours. The save DC is Charisma-based.

Mummy Rot (Su): Supernatural disease—slam, Fortitude DC 18, incubation period 1 minute, damage 1d6 Con and 1d6 Cha. The save DC is Charisma-based.

Unlike normal diseases, mummy rot persists until the victim reaches Constitution 0 (and dies) or is cured as described below.

Mummy rot is a powerful curse, not a natural disease. A character attempting to cast any conjuration (healing) spell on a creature afflicted with mummy rot must make a successful DC 20 caster level check, or the spell has no effect on the afflicted character.

To eliminate mummy rot, the curse must first be broken with *break enchantment* or *remove curse* (requiring a DC 20 caster level check for either spell), after which a caster level check is no longer necessary to cast healing spells on the victim, and the mummy rot can be magically cured as any normal disease.

An afflicted creature who dies of mummy rot shrivels away into sand and dust that blows away into nothing at the first wind.

Nature Sense (Ex): +2 bonus on Knowledge (nature) and Survival checks.

Resist Nature's Lure (Ex): This mummy king gains a +4 bonus on saving throws against the spell-like abilities of fey.

Swarm Form (Su): This mummy king is able to turn into a swarm of beetles, sand, or scorpions. See the swarm-shifter template for more details.

Swarm-Shifter Mummy King, 13th-Level Druid, Beetle Swarm Form: CR 16; Diminutive undead (shapechanger, swarm); HD 21; hp 131; Init +5; Spd 30 ft., burrow 20 ft., fly 10 ft. (poor); AC 29, touch 19, flat-footed 25; Base Atk +13; Grp —; Atk or Full Atk swarm (5d6); Space/Reach 10 ft./—; SA distraction (DC 24), swarm; SQ animal companion, damage reduction 5/—, darkvision 60 ft., hive mind, immune to weapon damage, nature sense, resist nature's lure, swarm form (beetle, scorpion, and sand), swarm traits, trackless step, tremorsense, undead traits, vulnerability to fire, wild empathy +17 (+13 magical beasts); AL NE; SV Fort +12, Ref +13, Will +18; Str 14, Dex 21, Con —, Int 9, Wis 18, Cha 19.

Skills and Feats: Concentration +11, Disguise +5, Hide +24, Knowledge (nature) +1, Listen +10, Move Silently +12, Spot +10, Survival +6; Alertness, Augment Summoning, Combat Casting, Great Fortitude, Improved Natural Attack (slam), Improved Toughness, Spell Focus (conjuration).

Swarm-Shifter Mummy King, 13th-Level Druid, Sand Swarm Form: CR 16; Fine undead (shapechanger, swarm); HD 21; hp 131; Init +6; Spd fly 60 ft. (perfect); AC 30, touch 20, flat-footed 25; Base Atk +13; Grp —; Atk or Full Atk swarm (5d6); Space/Reach 10 ft./—; SA distraction (DC 24), swarm; SQ animal companion, damage reduction 5/—, darkvision 60 ft., hive mind, immune to weapon damage, nature sense, resist nature's lure, swarm form (beetle, scorpion, and sand), swarm traits, trackless step, undead traits, vulnerability to fire, wild empathy +17 (+13 magical beasts); AL NE; SV Fort +12, Ref +14, Will +18; Str 14, Dex 23, Con —, Int 9, Wis 18, Cha 19.

Skills and Feats: Concentration +11, Disguise +5, Hide +28, Knowledge (nature) +1, Listen +10, Move Silently +12, Spot +10, Survival +6; Alertness, Augment Summoning, Combat Casting, Great Fortitude, Improved Natural Attack (slam), Improved Toughness, Spell Focus (conjuration).

Swarm-Shifter Mummy King, 13th-Level Druid, Scorpion Swarm Form: CR 16; Diminutive undead (shapechanger, swarm); HD 21; hp 131; Init +5; Spd 20 ft.; AC 29, touch 19, flat-footed 25; Base Atk +13; Grp —; Atk or Full Atk swarm (5d6 plus poison); Space/Reach 10 ft./—; SA distraction (DC 24), poison

(DC 24; initial and secondary 1d2 Con), swarm; SQ animal companion, damage reduction 5/—, darkvision 60 ft., hive mind, immune to weapon damage, nature sense, resist nature's lure, swarm form (beetle, scorpion, and sand), swarm traits, trackless step, tremorsense, undead traits, vulnerability to fire, wild empathy +17 (+13 magical beasts); AL NE; SV Fort +12, Ref +13, Will +18; Str 14, Dex 21, Con —, Int 9, Wis 18, Cha 19.

Skills and Feats: Concentration +11, Disguise +5, Hide +24, Knowledge (nature) +1, Listen +10, Move Silently +12, Spot +10, Survival +8; Alertness, Augment Summoning, Combat Casting, Great Fortitude, Improved Natural Attack (slam), Improved Toughness, Spell Focus (conjuration).

Trackless Step (Ex): This mummy king druid leaves no trail in natural surroundings and cannot be tracked.

Wild Empathy (Ex): As the druid ability described on page 35 of the *Player's Handbook*.

Woodland Stride (Ex): This mummy king can move through natural thorns, briars, overgrown areas, and similar terrain at its normal speed and without damage or other impairment. However, thorns, briars, and overgrown areas that are magically manipulated to impede motion still affect it.

Druid Spells Prepared (caster level 11th): 0—*detect magic* (2), *flare* (DC 14), *guidance, read magic, resistance;* 1st—*calm animals, charm animal* (DC 15), *hide from animals, longstrider, magic fang, obscuring mist;* 2nd—*barkskin, bull's strength, cat's grace, resist energy, soften earth and stone, summon swarm;* 3rd—*call lightning* (2) (DC 17), *meld into stone, protection from energy, quench;* 4th—*air walk, dispel magic, flame strike* (DC 18), *giant vermin, spike stones;* 5th—*insect plague, transmute mud to rock, unhallow;* 6th—*antilife shell, wall of stone;* 7th—*creeping doom* (DC 21). (Different mummy kings may have different spells prepared.)

Possessions: +3 glamered leather, +1 keen shocking burst scimitar, cloak of resistance +3. (Different mummy kings may have different possessions.)

CREATING A SWARM-SHIFTER

"Swarm-shifter" is an acquired template that can be added to any corporeal undead with an Intelligence score (referred to hereafter as the base creature).

A swarm-shifter uses all the base creature's statistics and special abilities except as noted here.

Note: Unlike most templates, an undead can potentially acquire this template more than once, gaining a new swarm form with each application.

Size and Type: The base creature's type and size do not change, but it gains the shapechanger subtype. When in swarm form, it also has the swarm subtype and a new size (as determined by the particular swarm form, each described below). The swarm's size influences how wind affects it and how weapons damage it.

Hit Dice: The base creature retains its Hit Dice and hit points when it takes swarm form, but changing forms heals damage (as described in the swarm form ability description, below).

Speed: When in swarm form, the base creature has the movement modes and speeds listed for the particular kind of swarm (each described below).

Armor Class: When in swarm form, change the base creature's natural armor according to its size change using Table 4–2, page 291 of the *Monster Manual*. In swarm form, the base creature also gains a new size modifier to Armor Class depending on the swarm's size, as shown in Table 7–1, page 314 of the *Monster Manual*.

Base Attack/Grapple: When in swarm form, the base creature cannot grapple or be grappled. See the swarm subtype for details.

Attack and Full Attack: When in swarm form, the base creature lacks its normal attacks. Instead, a swarm-shifter has a swarm attack. This attack automatically damages any creature in the swarm-shifter's space when it ends its move.

If the base creature's natural attacks are treated in a manner that allowed it to overcome damage reduction, it retains that ability with its swarm attack in swarm form. For example, if the base creature's natural attacks are treated as chaotic-aligned for the purposes of overcoming damage reduction, its swarm attack is also treated as chaotic-aligned for this purpose.

See the swarm subtype description at the beginning of this chapter for more details about the swarm attack.

Damage: The amount of damage a swarm-shifter deals with its swarm attack is based on its Hit Dice, as shown in the table below.

HD	Damage
1–5	1d6
6–10	2d6
11–15	3d6
16–20	4d6
21 or more	5d6

Space/Reach: When the base creature is in swarm form, it has a space of 10 feet. In swarm form, it has a reach of 0 feet, it cannot make attacks of opportunity, and it provokes attacks of opportunity when it enters a creature's space. The swarm can occupy another creature's space and moves through other creatures' squares without impediment and vice versa. The swarm can move through holes and cracks large enough for its component creatures.

A swarm-shifter mummy king druid

Illus. by B. Smaddy

Special Attacks: When in swarm form, a swarm-shifter loses all the special attacks of the base creature. It gains the distraction and swarm special attacks, and gains new special attacks dependent on the swarm form it takes (as described in the individual swarm form entries below).

Distraction (Ex): As described in the Swarm Traits section at the beginning of this chapter.

Swarm (Ex): As described under the Attack and Damage entries above, the base creature in swarm form has a swarm attack.

Special Qualities: The base creature retains all special qualities and gains the swarm form special quality. When the base creature is in swarm form, it also gains the hive mind special quality. It loses special qualities of the base creature that rely on the base creature's shape or abilities it lacks in swarm form. In addition, it gains other special qualities dependent on the swarm form it takes (as described in the individual entries below).

Hive Mind (Ex): A swarm-shifter with this ability is immune to any spell or effect that targets a specific number of creatures (including single-target spells such as *disintegrate*), with the exception of effects that command, control, turn, rebuke, bolster, or destroy undead specifically. A swarm-shifter in swarm form is affected by turn and rebuke attempts just like the base creature.

Swarm Form (Su): The base creature can take the form of an undead swarm at will. The swarm (or swarms, if this template is applied multiple times) the base creature can turn into is chosen when this template is first applied. Each form alters the base creature in swarm form in different ways (as described in the individual entries below).

Changing shape to or from swarm form is a standard action that infuses the undead with negative energy and heals 1 hit point of damage per HD of the base creature. The undead cannot change from swarm form to its normal form in an area where its body could not normally fit. As with the *alter self* spell, the base creature's items are absorbed into the swarm form and provide no benefit. When it would normally be dispersed due to damage taken, the swarm reverts to the base creature's form and is destroyed (except in the case of vampires, liches, and other undead with special destruction rules).

If the swarm-shifter has multiple swarm forms, it can change from one swarm form directly into another, losing the first swarm's traits and gaining those of the other. When switching from one swarm form to another, the undead does not heal damage.

Although the use of this ability is a supernatural effect, remaining in one form or another is not supernatural, and the base creature in swarm form does not change into its normal shape in an *antimagic field*. *True seeing* and similar magic reveals both forms.

Abilities: The base creature's Strength and Dexterity scores are different in swarm form due to the swarm creatures' size. When the base creature takes swarm form, change the base creature's Strength and Dexterity scores according to Table 4–2, page 291 of the *Monster Manual*. This template cannot reduce the base creature's Strength in swarm form to less than 1.

Skills: An undead in swarm form gains a +10 bonus on Disguise checks to act like a normal grouping of its constituent creatures. An undead in sand swarm form gains this bonus when acting like inanimate sand. An undead in parts swarm form gains this bonus when acting like inanimate body parts. In swarm form, the swarm creatures' new size, speed, and ability scores can affect skill bonuses. An undead in swarm form loses the ability to speak.

Feats: Same as the base creature, but when the base creature is in swarm form it cannot benefit from feats that rely on attacks (such as Power Attack and Combat Expertise), special attacks of the base creature, or other abilities the base creature cannot use in swarm form.

Challenge Rating: Same as the base creature +1. If this template is applied multiple times, the base creature's Challenge Rating increases by 2, regardless of how many swarm forms the creature can take in excess of one.

Level Adjustment: —.

SWARM FORMS

When this template is applied, one of the following forms must be chosen for the swarm-shifter:

Swarm of Undead Bats

Diminutive Undead (Swarm)

Speed: 5 ft. (1 square), fly 40 ft. (good).

Special Attacks: An undead in bat swarm form has the following additional special attack.

Wounding (Ex): A living creature damaged by the swarm attack continues to bleed, losing 1 hit point per round thereafter. Multiple wounds do not result in cumulative bleeding loss. The bleeding can be stopped with a DC 10 Heal check or the application of a *cure* spell or some other healing magic.

Special Qualities: An undead in bat swarm form has the following additional special qualities, in addition to darkvision out to 60 feet and undead traits.

Blindsense (Ex): A bat swarm notices and locates creatures within 20 feet by hearing.

Immune to Weapon Damage (Ex): Weapon attacks are useless against a swarm of Diminutive creatures.

Swarm of Undead Beetles

Diminutive Undead (Swarm)

Speed: 30 ft. (6 squares), burrow 20 ft., fly 10 ft. (poor).

Special Qualities: An undead in beetle swarm form has the following additional special qualities, in addition to darkvision out to 60 feet and undead traits.

Immune to Weapon Damage (Ex): Weapon attacks are useless against a swarm of Diminutive creatures.

Tremorsense (Ex): A swarm of beetles can pinpoint the location of anything in contact with the ground within 60 feet.

Swarm of Undead Centipedes

Diminutive Undead (Swarm)

Speed: 20 ft. (4 squares), climb 20 ft.

Special Attacks: An undead in centipede swarm form has the following additional special attack.

Poison (Ex): Swarm attack, Fortitude DC 10 + 1/2 swarm HD + Cha modifier, initial and secondary damage 1d4 Dex.

Special Qualities: An undead in centipede swarm form has the following additional special quality, in addition to darkvision out to 60 feet and undead traits.

Immune to Weapon Damage (Ex): Weapon attacks are useless against a swarm of Diminutive creatures.

Swarm of Undead Flies

Fine Undead (Swarm)

Speed: Fly 40 ft. (8 squares) (perfect).

Special Attacks: An undead in fly swarm form has the following additional special attack.

Disease (Ex): Red ache—swarm attack, Fortitude DC 10 + 1/2 swarm HD + Cha modifier, incubation period 1d3 days, damage 1d8 Dex.

Special Qualities: An undead in fly swarm form has the following additional special quality, in addition to darkvision out to 60 feet and undead traits.

Immune to Weapon Damage (Ex): Weapon attacks are useless against a swarm of Fine creatures.

Swarm of Undead Leeches

Diminutive Undead (Aquatic, Swarm)

Speed: 5 ft. (1 square), swim 30 ft.

Special Attacks: An undead in leech swarm form has the following additional special attack.

Wounding (Ex): A living creature damaged by the swarm attack continues to bleed, losing 1 hit point per round thereafter. Multiple wounds do not result in cumulative bleeding loss. The bleeding can be stopped with a DC 10 Heal check or the application of a *cure* spell or some other healing magic.

Special Qualities: An undead in leech swarm form has the following additional special qualities, in addition to darkvision out to 60 feet and undead traits.

Immune to Weapon Damage (Ex): Weapon attacks are useless against a swarm of Diminutive creatures.

Tremorsense (Ex): A swarm of leeches can pinpoint the location of anything in contact with the ground or in the water with it within 30 feet.

Swarm of Undead Maggots (or Worms)

Fine Undead (Swarm)

Speed: 20 ft. (4 squares).

Special Attacks: An undead in maggot swarm form has the following additional special attack.

Extended Nausea (Ex): A creature nauseated by a maggot swarm's distraction special attack remains nauseated for 2d4 rounds.

Special Qualities: An undead in maggot swarm form has the following additional special quality, in addition to darkvision out to 60 feet and undead traits.

Immune to Weapon Damage (Ex): Weapon attacks are useless against a swarm of Fine creatures.

Swarm of Undead Parts

Tiny Undead (Swarm)

This swarm is composed of the body of the base creature broken into a pile of bones, sometimes including rotted flesh and organs. This swarm can skitter and slosh across the ground or rise in a cyclone of limbs and pieces.

Speed: 20 ft. (4 squares), fly 20 ft. (poor).

Special Attacks: An undead in parts swarm form has the following additional special attack.

Fear (Su): A creature damaged by a parts swarm must make a successful Will save (DC 10 + 1/2 the swarm's HD + Cha modifier) or be frightened for 1d4 rounds.

Parts (Ex): A parts swarm undead is a swarm made up of the body parts of the undead creature. This causes the swarm to deal an extra 1d6 points of damage with its swarm attack.

Special Qualities: An undead in parts swarm form has the following additional special quality, in addition to darkvision out to 60 feet and undead traits.

Half Damage From Slashing and Piercing (Ex): Slashing and piercing attacks deal half damage to a swarm of Tiny creatures.

Swarm of Undead Rats

Tiny Undead (Swarm)

Speed: 15 ft. (3 squares), climb 15 ft.

Special Attacks: An undead in rat swarm form has the following additional special attack.

Disease (Ex): Filth fever—swarm attack, Fortitude DC 10 + 1/2 swarm HD + Cha modifier, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Special Qualities: An undead in rat-swarm form has the following additional special qualities, in addition to darkvision out to 60 feet and undead traits.

Half Damage From Slashing and Piercing (Ex): Slashing and piercing attacks deal half damage to a swarm of Tiny creatures.

Scent (Ex): See the *Monster Manual*.

Swarm of Undead Sand (or Tomb Dust or Grave Dirt)

Fine Undead (Swarm)

Speed: Fly 60 ft. (12 squares) (perfect).

Special Qualities: An undead in sand swarm form has the following additional special quality, in addition to darkvision out to 60 feet and undead traits.

Immune to Weapon Damage (Ex): Weapon attacks are useless against a swarm of Fine creatures.

Swarm of Undead Scorpions

Diminutive Undead (Swarm)

Speed: 20 ft. (4 squares).

Special Attacks: An undead in scorpion swarm form has the following additional special attack.

Poison (Ex): Swarm attack, Fortitude DC 10 + 1/2 swarm HD + Cha modifier, initial and secondary damage 1d2 Con.

Special Qualities: An undead in scorpion swarm form has the following additional special qualities, in addition to darkvision out to 60 feet and undead traits.

Immune to Weapon Damage (Ex): Weapon attacks are useless against a swarm of Diminutive creatures.

Tremorsense (Ex): A swarm of scorpions can pinpoint the location of anything in contact with the ground within 60 feet.

Swarm of Undead Spiders

Diminutive Undead (Swarm)

Speed: 20 ft. (4 squares), climb 20 ft.

Special Attacks: An undead in spider swarm form has the following additional special attack.

Poison (Ex): Swarm attack, Fortitude DC 10 + 1/2 swarm HD + Cha modifier, initial and secondary damage 1d3 Str.

Special Qualities: An undead in spider swarm form has the following additional special qualities, in addition to darkvision out to 60 feet and undead traits.

Immune to Weapon Damage (Ex): Weapon attacks are useless against a swarm of Diminutive creatures.

Tremorsense (Ex): A swarm of spiders can pinpoint the location of anything in contact with the ground within 60 feet.

TOMB MOTE

Tiny Undead
Hit Dice: 3d12 (13 hp)
Initiative: +7
Speed: 20 ft. (4 squares), swim 20 ft.
Armor Class: 18 (+2 size, +3 Dex, +3 natural), touch 15, flat-footed 15
Base Attack/Grapple: +1/–8
Attack: Bite +6 melee (1d4–1 plus disease)
Full Attack: Bite +6 melee (1d4–1 plus disease)
Space/Reach: 2-1/2 ft./0 ft.
Special Attacks: Disease, quickness
Special Qualities: Damage reduction 2/cold iron or magic, darkvision 60 ft., undead traits
Saves: Fort +1, Ref +5, Will +4
Abilities: Str 8, Dex 17, Con —, Int 10, Wis 12, Cha 14
Skills: Hide +12, Move Silently +4
Feats: Improved Initiative, Weapon Finesse
Environment: Underground
Organization: Pair or bunch (3–7)
Challenge Rating: 2
Treasure: None
Alignment: Always chaotic evil
Advancement: 4–6 HD (Tiny)
Level Adjustment: —

These tiny, vaguely humanoid creatures are animated accumulations of tomb litter—shards of bone, lone teeth, matted hair, bits of shattered tombstone, and grave dirt.

Tomb mote

Illus. by J. Easley

Tomb motes sometimes spontaneously arise in graveyards with a high concentration of buried magic, undead activity, and/or mass burials. As accumulations of grave detritus, tomb motes are surprisingly smart and vicious.

Tomb motes weigh 5 to 8 pounds and measure no more than 1 foot in height.

Tomb motes understand Common and Abyssal but do not speak.

COMBAT

Tomb motes typically attack from ambush due to their size. If possible, they attempt to attack a foe en masse.

Disease (Ex): A creature struck by a tomb mote's bite attack must make a DC 13 Fortitude save or be infected with a disease known as corpse bloat (incubation period 1d3 days, damage 1d6 Str). The skin of a diseased victim turns a hue of green, bloats, and is warm to the touch. The save DC is Charisma-based.

Quickness (Su): A tomb mote is supernaturally quick. It can take an extra standard action or move action during its turn each round.

UMBRAL CREATURE

Like shadows, umbral creatures are creatures of living darkness. They hate life and light with equal fervor. Their touch bestows the painful chill of nonexistence, making them very dangerous opponents.

An umbral creature looks like a shadowy version of a material creature, and it may easily be mistaken for a living creature from the Plane of Shadow. Umbral creatures are difficult to see in dark or gloomy areas, but they stand out starkly in brightly illuminated places.

Natural enemies of all that live, umbral creatures are aggressive and predatory. They are quick to strike and make short work of those unprepared to deal with them.

SAMPLE UMBRAL CREATURE

This example uses a displacer beast as the base creature.

Umbral Displacer Beast
Large Undead (Incorporeal, Augmented Magical Beast)
Hit Dice: 6d12 (39 hp)
Initiative: +4
Speed: Fly 40 ft. (8 squares) (perfect)
Armor Class: 10 (–1 size, +1 deflection), touch 10, flat-footed 10
Base Attack/Grapple: +3/—
Attack: Incorporeal touch +7 melee (1d8 Strength)
Full Attack: Incorporeal touch +7 melee (1d8 Strength)
Face/Reach: 10 ft./5 ft. (10 ft. with incorporeal touch)
Special Attacks: Strength damage
Special Qualities: Create spawn, darkvision 60 ft., displacement, incorporeal traits, low-light vision, resistance to ranged attacks, undead traits, +2 turn resistance
Saves: Fort +2, Ref +6, Will +7
Abilities: Str —, Dex 19, Con —, Int 1, Wis 14, Cha 10
Skills: Hide +12, Listen +6, Move Silently +9, Spot +6
Feats: Alertness, Dodge, Stealthy

Climate/Terrain: Any land and underground
Organization: Solitary, pair, gang (3–4), or clutch (2–4 plus 2–7 shadows)
Challenge Rating: 6
Treasure: None
Alignment: Always chaotic evil
Advancement: 7–9 HD (Large); 10–18 HD (Huge)

A murky, vaguely feline shape crouches before you.

Combat

Umbral displacer beasts rely on their incorporeal nature and their natural displacement to avoid most attacks. Due to their limited Intelligence, they don't typically take full advantage of their incorporeal nature (such as attacking from above).

Create Spawn (Su): Any humanoid reduced to Strength 0 by an umbral displacer beast rises as a shadow under the control of its killer in 1d4 rounds.

Displacement (Su): A light-bending glamer continually surrounds an umbral displacer beast, making it difficult to surmise the creature's true location. Any melee or ranged attack directed at it has a 50% miss chance unless the attacker can locate the beast by some means other than sight. A *true seeing* effect allows the user to see the beast's position, but *see invisibility* has no effect.

Inescapable Craving: An umbral displacer beast has an inescapable craving (see the Undead Metabolism section in Chapter 1) for Strength, which it satisfies by using its Strength damage ability.

Resistance to Ranged Attacks (Su): An umbral displacer beast has a +2 resistance bonus on saves against any ranged magical attack that specifically targets it (except for ranged touch attacks).

Strength Damage (Su): The touch of an umbral displacer beast deals 1d8 points of Strength damage to a living foe. A creature reduced to Strength 0 by an umbral displacer beast dies.

Skills: An umbral displacer beast has a +8 racial bonus on Hide checks, thanks to its displacement ability.

CREATING AN UMBRAL CREATURE

"Umbral creature" is an acquired template that can be added to any aberration, dragon, giant, magical beast, or monstrous humanoid with a Charisma score of at least 8 (hereafter referred to as the base creature). Humanoids instead become shadows, as described on page 221 of the the *Monster Manual*.

Umbral creatures speak whatever languages they spoke in life. An umbral creature has all the base creature's characteristics except as noted here.

Size and Type: The creature's type changes to undead, and it gains the incorporeal and augmented subtypes. It retains any subtypes except alignment subtypes (such as good) and subtypes that indicate kind (such as goblinoid). Size is unchanged.

Hit Dice: Drop any Hit Dice from class levels (to a minimum of 1), and raise the remaining Hit Dice to d12s.

Speed: The creature's speed becomes fly 40 feet (perfect).

AC: The creature loses its natural armor bonus but gains a deflection bonus equal to its Charisma modifier or +1, whichever is greater.

Base Attack: An umbral creature has a base attack bonus equal to 1/2 its Hit Dice.

Attack: The creature loses all its attacks and gains an incorporeal touch attack that it can use once per round.

Full Attack: An umbral creature uses its touch attack.

Damage: An umbral creature's incorporeal touch attack deals Strength damage (as outlined in its Strength damage ability description) based on the creature's size, according to the table below.

Size	Damage	Size	Damage
Fine or Diminutive	1d2	Large	1d8
Tiny	1d3	Huge	2d6
Small	1d4	Gargantuan	3d6
Medium	1d6	Colossal	4d6

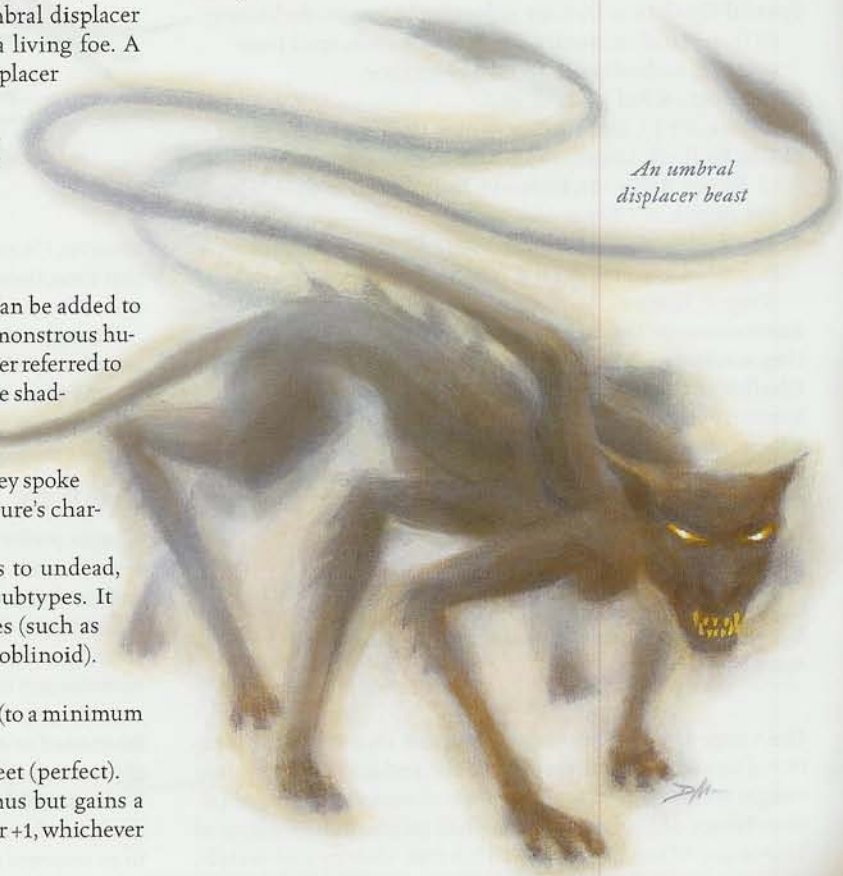
Special Attacks: An umbral creature retains the base creature's special attacks (though some of these may not be useable by the creature due to its incorporeal form) and gains the special attacks described below.

Create Spawn (Su): Any humanoid reduced to Strength 0 by an umbral displacer beast dies and rises as a shadow under the control of its killer in 1d4 rounds.

Strength Damage (Su): The touch of an umbral creature deals Strength damage to a living foe (as shown in the above table).

Special Qualities: An umbral creature gains the special qualities described below.

Inescapable Craving: An umbral creature has an inescapable craving (see the Undead Metabolism section in Chapter 1) for Strength, which it satisfies by using its Strength damage ability.



An umbral displacer beast

Illus. by D. Martin

Turn Resistance (Ex): An umbral creature gains +2 turn resistance.

Saves: Base save bonuses are Fort +1/3 HD, Ref +1/3 HD, and Will +1/2 HD +2.

Abilities: Dex +4, Int –4 (minimum 1), Wis +2, Cha +2. As an incorporeal undead, an umbral creature has no Strength or Constitution score.

Climate/Terrain: Any land and underground.

Organization: Solitary, pair, gang (3–4), or clutch (2–4 plus 2–7 shadows).

Challenge Rating: As base creature +2 (or +3 if Huge or larger).

Treasure: None.

Alignment: Always chaotic evil.

Advancement: As base creature (or — if base creature's advancement is by character class).

Level Adjustment: —.

VISAGE

Medium Undead (Chaotic, Evil, Extraplanar)
Hit Dice: 12d12+12 (90 hp)
Initiative: +8
Speed: Fly 40 ft. (8 squares) (perfect)
Armor Class: 22 (+4 Dex, +8 natural), touch 14, flat-footed 18
Base Attack/Grapple: +6/+7
Attack: Claw +10 melee (1d6+1)
Full Attack: 2 claws +10 melee (1d6+1)
Space/Reach: 5 ft./5 ft.
Special Attacks: Assume identity, create spawn, *dominate person*, lucidity control
Special Qualities: Damage reduction 10/magic, darkvision 60 ft., positive immunity, sneak attack +4d6, spell resistance 15, undead traits, +4 turn resistance
Saves: Fort +4, Ref +8, Will +9
Abilities: Str 13, Dex 18, Con —, Int 14, Wis 13, Cha 16
Skills: Bluff +18, Disguise +3 (+5 acting in character), Diplomacy +5, Escape Artist +29, Hide +19, Intimidate +5, Move Silently +29, Search +17, Sense Motive +16
Feats: Ability Focus (lucidity control), Improved Initiative, Improved Natural Attack (claws), Improved Toughness†, Weapon Finesse
Environment: Infinite Layers of the Abyss
Organization: Solitary, pair, or gang (3–4)
Challenge Rating: 9
Treasure: None
Alignment: Always chaotic evil
Advancement: 13–18 HD (Medium)
Level Adjustment: —
†New feat described on page 27.

This creature appears only somewhat solid, with a mostly shapeless body. Its only definite features include a pale, white, masklike face bearing a perpetual grin and a pair of particularly long and nasty claws.

Visage

Illus. by E. Hunter

The visage is a devious undead creature that steals the identity of its victims to further its chaotic and evil aims. The first visages were formed from the spirits of demons by Orcus, Demon Prince of Undead, while he had assumed the identity of Tenebrous. When he reassumed his true identity and mantle, however, Orcus discarded the visages from his service, and since that time, they have reproduced by spawning new visages from any evil outsiders.

Though a visage appears incorporeal, it does not actually possess that quality. A visage isn't very dense, though, and only weighs about 75 pounds despite its size. In its normal form, it is sometimes mistaken for a wraith.

Visages speak Common and Abyssal.

COMBAT

Visages prefer subterfuge to overt combat, since their physical attacks aren't very threatening. They use their *dominate person* and lucidity control abilities to influence weak-willed individuals, hoping to draw them to places where they can finish them off secretly and assume their identities. Then, the visage uses this new identity to sow chaos and discord as long as possible.

A visage's natural weapons, as well as any weapons it wields, are treated as chaotic-aligned and evil-aligned for the purpose of overcoming damage reduction.

Assume Identity (Su): A visage can, as a free action, take on the form of someone it has killed within the last round. A visage in an assumed identity gains a +20 bonus on Bluff and Disguise

checks made to pass as the victim. It also gains proficiency in the skills of the victim; treat this as an enhancement bonus to the skill check equal to the number of ranks the victim had in life. The visage does not gain the victim's extraordinary, supernatural, or spell-like abilities, nor does it gain any spellcasting powers of the victim. The visage retains its own ability scores, special attacks, and special qualities.

This effect lasts for 24 hours, though the visage can dismiss it at will. While a visage is in the form of its victim, that victim can't be returned to life except by a *true resurrection* spell (which also immediately ends the effect on the visage). After 24 hours, or if the identity is dismissed, the soul is damaged, and the victim can be returned to life only by a *miracle* or *wish* spell followed by a *true resurrection*.

Create Spawn (Su): Any evil outsider slain by a visage becomes a visage 24 hours after death. Spawn are under the command of the visage that created them and remain enslaved until death. They do not possess any of the abilities they had in life.

Dominate Person (Sp): Once per day, a visage can use *dominate person*, as the spell cast at 12th level (Will DC 19 negates). The save DC is Charisma-based.

Lucidity Control (Su): A visage can create a major image, similar to the *major image* spell except that only one target, selected by the visage, can perceive the illusion (Will DC 21 disbelief). The save DC is Charisma-based.

Positive Immunity (Ex): A visage is immune to damage from positive energy effects, including holy water, *cure wounds* spells, and the like. It gains no immunity to turning.

Sneak Attack (Ex): A visage deals an extra 4d6 points of damage on any successful attack against flat-footed or flanked targets, or against a target that has been denied its Dexterity bonus for any reason. This damage applies to point-blank ranged attacks as well. Creatures with concealment, creatures without discernible anatomies, and creatures immune to extra damage from critical hits are also immune to the visage's sneak attack.

Skills: A visage gets a +10 racial bonus on Escape Artist and Move Silently checks (already figured into the statistics above).

VOIDWRAITH

Medium Undead (Air, Incorporeal)
Hit Dice: 6d12 (39 hp)
Initiative: +9
Speed: Fly 60 ft. (12 squares) (perfect)
Armor Class: 22 (+5 Dex, +5 natural, +2 deflection), touch 17, flat-footed 17
Base Attack/Grapple: +3/+4
Attack: Incorporeal touch +8 melee (1d4 plus 1d2 Con drain)
Full Attack: Incorporeal touch +8 melee (1d4 plus 1d2 Con drain)
Space/Reach: 5 ft./5 ft.
Special Attacks: Steal breath
Special Qualities: Airless aura, darkvision 60 ft., elemental turning vulnerability, incorporeal traits, inescapable craving, undead traits
Saves: Fort +2, Ref +7, Will +6
Abilities: Str 12, Dex 21, Con —, Int 8, Wis 13, Cha 15
Skills: Hide +18, Listen +10, Spot +10
Feats: Improved Initiative, Lightning Reflexes, Weapon Finesse
Environment: Any
Organization: Solitary, pair, or gang (3–5)
Challenge Rating: 6
Treasure: None
Alignment: Always neutral evil
Advancement: 7–9 HD (Medium); 10–12 HD (Large); 13–18 HD (Huge)
Level Adjustment: —

This creature appears to be a formless cloud of darkness, broken only by two pinpoints of glowing red. A breeze blows toward it, as if it were drawing air into its body.

A voidwraith is an undead manifestation of elemental air. It hungers for the breath of the living.

Voidwraiths vaguely resemble wraiths in their appearance, but are more amorphous and cloudlike. Still, they share the wraith's hatred for all living things.

A voidwraith fills an area roughly 5 feet on a side, with cloudlike tendrils reaching beyond that. As an incorporeal creature, a voidwraith has no weight.

Voidwraiths speak Auran.

COMBAT

A voidwraith lurks in dark places until it can sweep out and attack a living victim. Thanks to its stealth and speed, it often surprises targets.

Voidwraith

Illus. by W. Reynolds

Airless Aura (Su): A voidwraith's body is surrounded by an aura of near vacuum at all times. This means that any creatures adjacent to the voidwraith have no air to breathe and must hold their breath (see Suffocation, page 304 of the *Dungeon Master's Guide*).

Elemental Turning Vulnerability (Ex): A character who can turn undead and also turn air creatures gains a +2 bonus on turning checks to turn a voidwraith. A character who can rebuke undead and also rebuke air creatures gains a +2 bonus on turning checks to rebuke a voidwraith.

Inescapable Craving: A voidwraith has an inescapable craving (see the Undead Metabolism section in Chapter 1) for Constitution, which it satisfies by using its steal breath ability,.

Steal Breath (Su): Living creatures hit by a voidwraith's touch attack must succeed on a DC 15 Fortitude save or take 1d2 points of Constitution drain. (Creatures with the air subtype take a –4 penalty on this save.) When a voidwraith drains a victim's Constitution, it gains 5 temporary hit points, no matter how many points it drains. Temporary hit points gained in this way last for 1 up to hour. The save DC is Charisma-based.

If the target creature is holding its breath and fails the save, the number of rounds of remaining breath is reduced by 2 per point of Constitution drained. If this reduction exhausts all of the target's remaining breath, it creature must begin making Constitution checks or start to suffocate (see Suffocation, page 304 of the *Dungeon Master's Guide*).

Skills: A voidwraith has a +4 racial bonus on Hide checks.

Illus. by J. Jarvis

WHEEP

Medium Undead
Hit Dice: 9d12 (58 hp)
Initiative: +2
Speed: 30 ft. (6 squares)
Armor Class: 29 (+2 Dex, +12 natural, +5 deflection), touch 17, flat-footed 27
Base Attack/Grapple: +4/+11
Attack: Claw +16 melee (1d8+11 plus poison tears)
Full Attack: 2 claws +16 melee (1d8+11 plus poison tears) and bite +13 melee (1d6 +5 plus poison tears)
Space/Reach: 5 ft./5 ft.
Special Attacks: Weeping dirge, poison tears
Special Qualities: Blindsight 60 ft., damage reduction 5/magic and piercing, darkvision 60 ft., fast healing 10, undead traits, unholy grace, +4 turn resistance
Saves: Fort +8, Ref +10, Will +13
Abilities: Str 33, Dex 15, Con —, Int 6, Wis 14, Cha 20
Skills: Hide +8, Listen +8, Move Silently +8, Spot +8
Feats: Dodge, Mobility, Multiattack, Weapon Focus (claws)
Environment: Cold mountains
Organization: Solitary, pair, group (3–4), or weep (6–10)
Challenge Rating: 11
Treasure: Standard
Alignment: Always lawful evil
Advancement: 9–16 HD (Medium); 17–24 HD (Large)
Level Adjustment: —

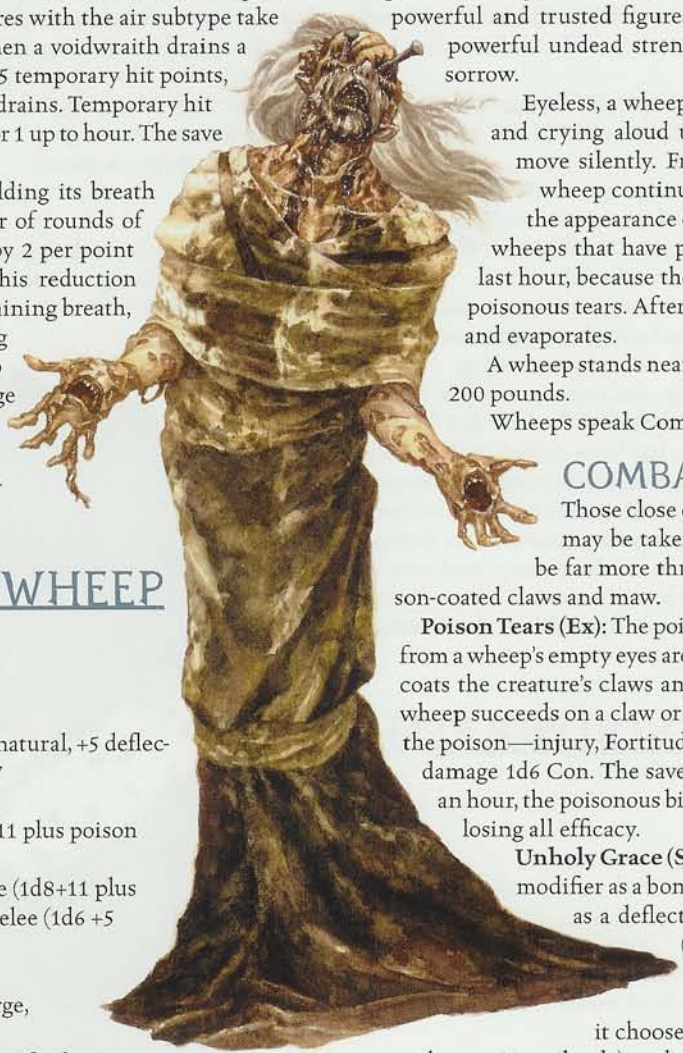
The empty orbs of this wizened corpse leak a vile, black ichor that streaks the creature's face and body, coating its clawed limbs. As the ichor runs into the creature's mouth, it bubbles and pops, so that its constant wailing emerges as a gurgling keen.

Wheeps are undead servants of more powerful unliving lords, usually serving as bodyguards but sometimes sent on missions to procure from guarded cemeteries the remains of particularly powerful and trusted figures. Their average size belies a powerful undead strength, fueled by their undying sorrow.

Eyeless, a wheep is in constant pain, sniffling and crying aloud unless it is trying to hide or move silently. From its hollow eye sockets, a wheep continuously produces a poison with the appearance of black bile. It is easy to track wheeps that have passed through an area in the last hour, because they leave behind a trail of their poisonous tears. After an hour, the bile decomposes and evaporates.

A wheep stands nearly 6 feet tall and weighs about 200 pounds.

Wheeps speak Common.



Wheep

COMBAT

Those close enough to hear a wheep's cries may be taken aback, but they are likely to be far more threatened by the creature's poison-coated claws and maw.

Poison Tears (Ex): The poison tears that continually pour from a wheep's empty eyes are actually an injury poison that coats the creature's claws and fills its mouth. Whenever a wheep succeeds on a claw or bite attack, its foe is subject to the poison—injury, Fortitude DC 19, initial and secondary damage 1d6 Con. The save DC is Charisma-based. After an hour, the poisonous bile decomposes and evaporates, losing all efficacy.

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

Weeping Dirge (Su): When it chooses (which is almost always, unless moving silently), a wheep can spend a free action each round crying and blubbering. All who hear the wheep's awful, grave-born sorrow must make DC 19 Will saves or be shaken for the duration of the encounter. Once a particular creature saves against a wheep's dirge, that creature cannot be affected again by the same wheep for 24 hours. This is a sonic effect. The save DC is Charisma-based.

Illus. by C. Lukacs

Creatures of unlife are among the most evocative and exciting monsters in the D&D game. Undead are simultaneously the ultimate in inhumanity and all too recognizable as what they once were. They can also be extremely challenging for a DM to run properly.

Undead creatures possess a wide range of special powers, and can fill almost any role in your campaign, from dumb brute to conniving archenemy. This chapter provides you (the DM) with guidance on how to use undead in your game, both at the macro level (incorporating them into your campaign) and at the micro level (by examining their tactics, powers, and weaknesses).

Undead make great antagonists for characters of every level. Their very existence is anathema to many characters, and they give any encounter a distinct feel because of their unique and powerful abilities. This chapter also provides sample undead for many of the templates in the *Monster Manual*, a selection of cults dedicated to the undead, and a variety of interesting adventure locations that feature undead guardians. Each of these elements should help you add undead to your campaign quickly and easily.

The six full-page maps placed throughout the chapter do not refer specifically to any creature or scenario, but rather are meant to provide interesting locations for unique undead encounters of your own design.

INCORPORATING UNDEAD INTO YOUR CAMPAIGN

Because of the wide range of Challenge Ratings for undead creatures (especially paired with the flexibility of undead templates), encounters with such creatures are common at all levels of play. Depending on how you use such encounters, the role of undead in the campaign can vary dramatically. This section explores some options on how to utilize undead in your campaign, whether as foes for your player characters or even as the focus for your entire world.

UNDEAD AS MONSTERS

In most cases, undead function best merely as challenges to overcome, particularly in the case of nonintelligent undead (skeletons and zombies). But regardless of whether they face skeletons, ghouls, wraiths, or even nightshades, the characters in your game might treat undead no differently from any other monsters, which is perfectly fine. The many options available in this book can still help such encounters be memorable and exciting, even if they aren't the centerpieces of your campaign.

If this is your preferred role for undead, then you should avoid overuse of undead that traditionally serve as major motivating forces behind evil plots (such as

vampires and liches). Instead, rely on "straightforward" undead creatures such as ghouls, wights, wraiths, spectres, and mohrgs. Use any of them as nasty minions, as horrifying inhabitants of foul locales, or even as wandering monsters.

Undead Monster Adventure Hooks

- Several zombies left over from an evil cleric's army of undead have wandered too close to a village of innocents.
- The city guard has been finding catatonic dock workers lying in alleyways for several days, the victims of an allip who committed suicide by drowning itself in the river.
- A pack of ghouls has moved into a local graveyard and is feasting on the recently deceased.
- City engineers excavating the foundation for a new temple of Pelor accidentally uncover a barrow-mound occupied by a gang of wights.
- Three days after an infamous mass murderer was hanged, the body disappeared and the murders started up again. The murderer, now a mohrg, seeks to recreate its reign of terror.

UNDEAD AS MASTERMINDS

Some undead, particularly ghosts, vampires, and liches, function best when they aren't used simply as speed bumps between characters and their next level. Such creatures have a deadly combination of high intelligence and longevity, so they are willing to wait a long time for a plan to come to fruition. A lich might be comfortable working behind the scenes for months or even years, slowly moving all the pieces into place before making a decisive strike. These undead schemers typically work through their living agents or minions, remaining in the shadows as long as possible.

Undead Mastermind Adventure Hooks

- The ghost of the former guildmaster of assassins has returned to reclaim its mantle. Now the ghost rules a fearless band of killers who believe that if they die in service, they will be rewarded with eternal unlife. They might even be right!
- A formerly respected cleric of St. Cuthbert is now a vampire. This foul creature has transformed the acolytes of the temple into vampire spawn, which it sends out each night to slaughter as many innocents as possible.
- A powerful lich sorcerer engineers the kidnapping of a royal heir, then plants clues to the heir's location. Before the rescue, the lich possesses the heir's body with magic jar. Once safely ensconced in the heir's royal quarters, it sends minions to retrieve its body, hiding it within range of the spell. Each day the lich repeats the spell, maintaining possession of the heir's body until it manages to arrange the death of the king, at which point the lich takes over the kingdom.

UNDEAD-THEMED CAMPAIGNS

For a twist on the traditional D&D experience, you can run a campaign centered on one or more aspects of the undead. A world where undead are far more common, for instance, breeds a very different kind of hero from what the traditional D&D setting offers.

The Risen Dead

In a world of this type, corpses rise as undead creatures after death, even without the application of *animate dead* or similar magic. The simplest version of this setup brings such creatures back as zombies, though at your option particularly vile individuals might return as ghouls, wights, or worse.

To run such a campaign, here are some questions about the world that you'll need to answer:

How long has the animating effect been active? Is it a new addition to the world (possibly the result of some horrible cataclysm of necromancy) or has it always been that way? The answer to this question can help set the tone for the world.

How long after death does the body rise—rounds, minutes, hours, or days? The shorter the time lag, the scarier the effect. If a character who falls in battle rises as a zombie mere rounds later, death becomes a truly terrifying prospect for characters.

Do only humanoids rise as undead, or does it affect a wider range of creatures? A world where every dead creature walks the earth until destroyed might fill up pretty fast!

Can the effect be suppressed, or even ended? This might make a great campaign goal for your heroes.

World of Shadows

In a world of this type, undead creatures exist alongside other races (sometimes secretly, sometimes not so secretly) within normal society. Vampires attend gala events (always after dark, of course), mummies work as night watchmen, and zombie platoons go into combats too brutal for living soldiers. Depending on the tone of the campaign, society might treat undead as oddities, celebrities, or even just like normal people.

For this campaign formula, you'd need to answer the following sorts of questions.

Are all undead inherently evil, or are the normal alignment restrictions relaxed or even absent? If the characters know that the lich attending tonight's opera is automatically evil, that can eliminate many interesting roleplaying opportunities. If undead aren't necessarily evil, what about spells that create undead?

Is there any stigma to returning from the dead as an undead creature? Is a newly risen wight shunned by its old friends?

What about legal standing? Are vampires considered the same people in undeath as they were in life—especially in regard to ownership of property and the like? Are they even considered citizens at all (particularly important for lawful societies)? Are the answers to these questions different for nonintelligent undead?

Undying Rulers

The ultimate challenge for a band of heroes is to triumph when the entire world is set against them. In a land ruled by the undead, you can guarantee that the characters have few allies to assist them in their adventures. Liches and vampires make the best undead rulers, while other undead work best in roles as soldiers, lieutenants, spies, and scouts.

This setting faces many of the same issues as the "world of shadows" campaign detailed above, though you'll need to consider a few additional questions:

How did the undead take over? Did they transform the world's existing rulers into undead beings, or did they merely conquer through more conventional means, such as with armies of zombies and skeletons or a clever palace coup?

How widespread is the rule of the undead? Do they rule a single city, a kingdom, an entire continent, or the whole world? If the undead only rule a limited swath of territory, the rest of the world might either be fearful of the control spreading or hopeful of containing or even destroying it.

How complete is the undead's control over their territory? Do townsfolk live in fear of nightly ghoul attacks on those out after sunset, or can they go about their business in relative normalcy? Do packs of wights drag people from their homes to join the ranks of the undying armies of the land? Are promising villagers plucked from their families to become vampiric princes of the realm? And perhaps most important, can the heroes count on any help from the locals, or is everyone too afraid (or too well trained by their masters) to even consider aiding and abetting those who would resist undying rule?

RUNNING UNDEAD ENCOUNTERS

"When the thirst comes upon me so fiercely I can't recall my own name, when the searing Eye of the Day scalds my flesh, or as loneliness shrouds the vacuum where my soul used to reside, I wonder if I am as invincible as I pretend."

—Blaesing, Dim Triad member

Undead run the gamut from simple to complex, but each one has its own tricks in combat. As with any encounter, read the undead creature's description carefully before running it in combat. Think not only about what tactics it is likely to use, but also what tactics the players are likely to use against it, reading up on any rules that you might need. Consult the special attack and special quality discussions later in this chapter for pointers.

For instance, if you use an undead creature with damage reduction, familiarize yourself with the rules for damage reduction, as well as the rules for switching weapons in a fight. If a fighter has to switch from sword to warhammer to battle skeletons, make sure that the character faces the tough choice of dropping the sword to attack with the hammer in the same round (and possibly losing the sword if forced into a hasty retreat) or carefully sheathing it before drawing the hammer, thereby giving up a round of attacks.

TACTICS

This section details some typical tactics used by the undead featured in the *Monster Manual*. They are intended as suggestions only; feel free to adjust your tactics based on the situation (at least as much as the creature can—a skeleton's tactics aren't likely to vary, since it doesn't have the intelligence to adapt to the situation).

General

From the lowly ghoul to the mighty nightshade, most intelligent undead favor ambushes. They rely on their ability to hide and move quietly to take adventurers by surprise. Since most undead also have the ability to weaken or neutralize foes with even a single hit, the advantage of a first strike can prove substantial.

Some undead creatures benefit from preparation before a fight. The lich is the most obvious example of this tactic, since it typically has many spells it can use in combat. Other undead that profit from a few rounds of prep time include the devourer (with spell-like abilities such as *ghoul touch, spectral hand, true seeing,* and even *lesser planar ally*), nightshades (*deeper darkness, haste, see invisibility*), and of course, spellcasting ghosts and vampires.

Allip

An allip opens encounters with its hypnotizing babble, which is likely to neutralize at least one member of a typical low-level adventuring party. Though an allip doesn't use the victim's improved attitude to make requests, it takes advantage of any characters' fascination to go after unaffected targets. Its unrelenting nature means it rarely retreats from a fight.

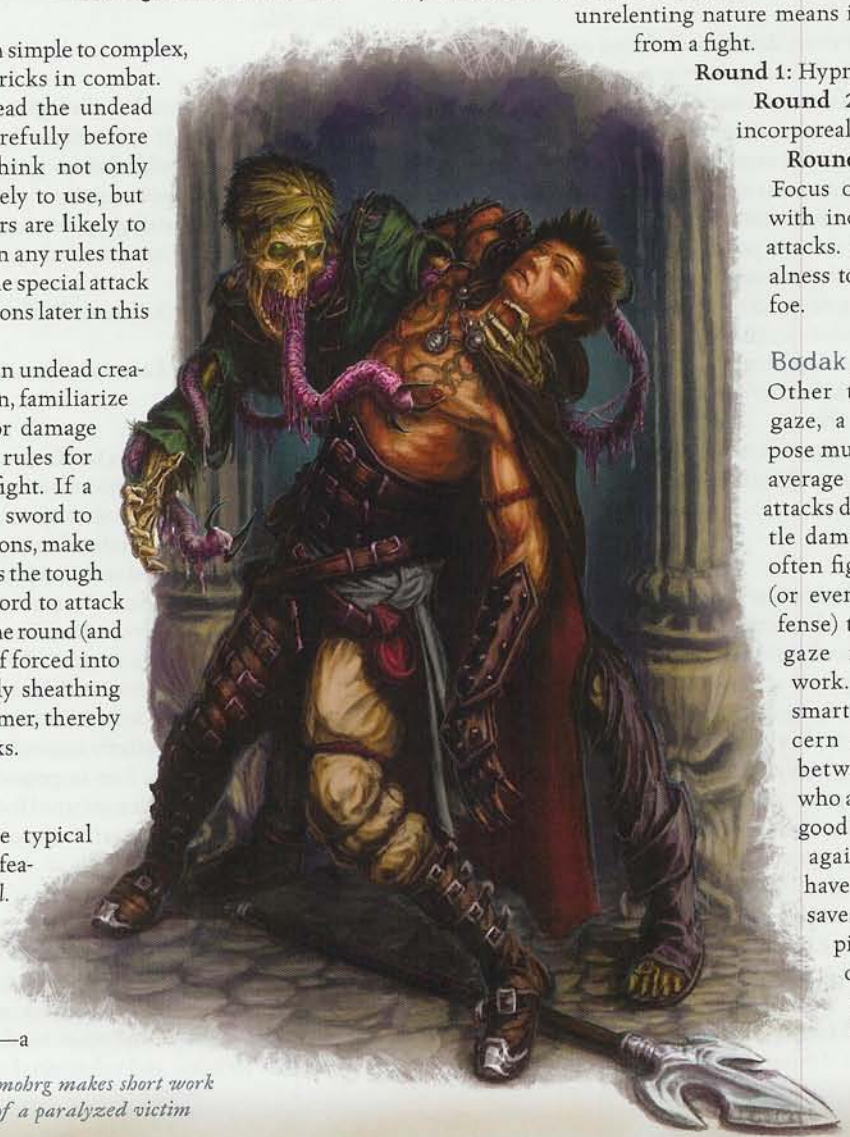
Round 1: Hypnotizing babble.

Round 2: Attack with incorporeal touch attack.

Rounds 3 and Later: Focus on single target with incorporeal touch attacks. Use incorporealness to pursue fleeing foe.

Bodak

Other than its death gaze, a bodak doesn't pose much threat to the average party. Its melee attacks deal relatively little damage, so a bodak often fights defensively (or even uses total defense) to give its death gaze more time to work. A bodak isn't smart enough to discern the difference between characters who are likely to have good Fortitude saves against those who have poor Fortitude saves, so it tends to pick targets based on who poses an immediate threat.



A mohrg makes short work of a paralyzed victim

Illus. by M. Phillippi

Round 1: Target a character with death gaze.

Rounds 2 and Later: Alternate between targeting foes with death gaze and withdrawing from combat. If a bodak withdraws from combat, it can't target a foe with its death gaze, but foes who don't block their vision must still make a save each round on their turns.

Devourer

The sadistic devourer prefers unfair fights, often preying on lone visitors to the Ethereal Plane or Astral Plane. However, it's just as capable of holding its own against a group. The tactics given here assume the devourer has a trapped essence; if not, it attempts to trap one of its enemies at the earliest opportunity. A devourer is smart enough to target its attacks on foes most likely to be adversely affected (*confusion* or *suggestion* against melee fighters, energy drain attacks on spellcasters, and so forth).

Prior to Combat: *Spectral hand, true seeing.*

Round 1: Use *confusion* to scatter a group of foes, or target a single foe with energy drain attack (preferably via its *spectral hand*).

Rounds 2 and Later: Focus efforts on single enemy, either with *ray of enfeeblement, ghoul touch,* or additional energy drain attacks.

Ghost

The ghost's tactics vary dramatically based on its special attacks. Ghosts with frightful moan, corrupting gaze, or horrific appearance often manifest in the middle of their enemies, subjecting several creatures to the effects of these powers. Ghosts relying on touch attacks prefer to take on individual foes. A ghost with telekinesis may haunt its opponents from a distance, remaining out of sight, while one with malevolence seeks to possess a living body as soon as possible. Regardless of their powers, ghosts typically don't remain in one place very long, instead using incorporealness and their ability to turn ethereal to come and go from combat, picking opportunities with as much care as their intelligence allows.

Round 1: Manifest, either near opponents or in hiding, as appropriate (see above).

Rounds 2 and Later: Use special attacks to injure or neutralize foes. Take cover within objects or by returning to the Ethereal Plane as appropriate.

Ghoul or Ghast

The ghoul (and its deadlier cousin, the ghast) is likely to be the first intelligent undead creature that low-level PCs encounter. For those used to fighting mindless skeletons and zombies, ghouls' cunning may come as a surprise, which makes the encounter all the more dangerous. Ghouls attempt to paralyze as many targets as they can, reducing the number of mobile foes they face. A ghoul typically ignores a foe once paralyzed, though if it can't get to another enemy, it may deliver a coup de grace instead. Ghasts (and ghouls accompanying ghasts) prefer to fight sickened opponents. Ghouls and ghasts are smart enough to flee a losing fight, knowing that foes injured by their bites may join them soon enough anyway.

Round 1: Spring from hiding to deliver paralyzing bite.

Round 2: Full attack if possible. Flank if the opportunity presents itself.

Rounds 3 and Later: Focus on sickened or otherwise weakened targets. Flee if outmatched.

Lich

As with other templated undead, the lich's tactics depend largely on its abilities. Most liches prefer to face opponents only after their foes have gotten through the various guardians, traps, and other barriers that protect it from intruders. As powerful spellcasters, liches rely on their magical prowess for both offense and defense, and characters should rarely encounter a lich unprepared for them. Once combat begins, a lich quickly unleashes its most powerful spells, hoping to catch as many enemies as possible in their effects. As a highly intelligent foe, a lich can (and should) quickly adjust its tactics to the situation. See Spellcasting (under Special Qualities, later in this section) for more information on running a lich in combat.

Prior to Combat: Cast defensive spells as appropriate, including calling or summoning allies.

Round 1: Cast area spell (such as *flame strike, chain lightning, mass hold person,* or *wave of exhaustion*) against group of foes. Cast quickened spell if possible.

Round 2: Target most dangerous opponents with spells designed to neutralize them or their abilities (such as *greater dispel magic, slay living, harm, disintegrate,* or *power word blind*).

Rounds 3 and Later: Stay out of melee as long as possible, relying on spells to hamper, injure, or neutralize opponents. Flee with *teleport, word of recall,* or similar magic if facing overwhelming odds.

Mohrg

Mohrgs rely on stealth and a high initiative modifier to surprise their opponents. If outnumbered, they attempt to paralyze as many foes as possible before grappling. Otherwise, a mohrg grapples a paralyzed opponent, dealing its unarmed damage with each successful grapple check after the first. It uses its mobility to dart past armored opponents and reach less protected targets.

Round 1: Attack potentially flat-footed enemy with paralyzing tongue.

Rounds 2 and Later: Full attack, grappling if possible.

Mummy

What a mummy lacks in intelligence and foresight it makes up for with tenacity and physical strength. While it may succeed in ambushing enemies, its slow speed and poor initiative allow it limited opportunity to take advantage of the element of surprise. Still, a group of adventurers subjected to its paralyzing despair ability could easily find themselves trapped merely watching the mummy as it delivers slam after brutal slam. The mummy's damage reduction often makes for long combats (particularly if its foes don't have fire available), possibly even long enough for mummy rot to kick in. A mummy never retreats from a fight unless turned or similarly commanded.

Round 1: Subject foes to potential paralysis with despair. Move into melee with paralyzed foe if possible.

Rounds 2 and Later: Pummel targets into unconsciousness.

Nightshades

Nightshades—a category of undead that includes nightcrawlers, nightwalkers, and nightwings—share certain characteristics, including the ability to summon other undead, a desecrating aura that gives them and other nearby undead increased power, spell-like abilities, and substantial capabilities of stealth. Each

one also has an array of other special abilities, ranging from improved grab, swallow whole, and energy drain (the nightcrawler), evil gaze (the nightwalker), and magic drain (the nightwing). Nightshades don't hesitate to use powerful spell-like abilities against their foes, including *greater dispel magic, mass hold monster, finger of death, unholy blight,* and *cone of cold.*

Also see the more detailed tactics given for the nightwalker in the *Monster Manual.*

Prior to Combat: Summon undead, cast *invisibility, see invisibility,* and *haste.*

Round 1: Unleash summoned undead to hamper opponents, while using more powerful special attacks and spell-like abilities against foes.

Rounds 2 and Later: Pick off lone enemies while remaining out of reach of melee fighters.

Shadow

Shadows lurk in dark places, aiming to surprise their victims. They typically gang up on a single foe, subjecting the target to multiple Strength-draining incorporeal touch attacks. A group of shadows can easily reduce a victim to helplessness or death in a short time. Because of their limited intelligence, shadows are as likely to pick a strong target as a weak one for these attacks, though they are smart enough to focus on foes who prove capable of harming them (such as with a *ghost touch* weapon or *magic missiles*). They aren't as single-minded as many other undead, and often flee from bright light or tough opponents. Greater shadows use similar tactics, though their Spring Attack feat allows them to move from within a wall or floor, attack a foe, and move back to cover in a single round.

Round 1: Attack enemy with Strength-draining incorporeal touch attack, ganging up if possible.

Rounds 2 and Later: Continue attacks, falling back to safety within solid objects if necessary.

Skeleton

As an unintelligent creature, a skeleton doesn't have any faculty to plan or use strategy. It doesn't try to flank opponents, or move past armored fighters to attack unarmored wizards. It merely follows the simple command given it by its master (typically something along the lines of "Kill anyone who enters this room") until destroyed or its targets disappear from view. A skeleton ignores foes it can't see, and has no ability to discern between vulnerable foes and ones resistant to its attacks.

Round 1: Charge toward the nearest foe, attacking if within reach.

Rounds 2 and Later: Attack the nearest foe.

Spectre and Wraith

The spectre and the wraith employ very similar tactics, thanks to their similar capabilities. Like other incorporeal undead, spectres and wraiths have tremendous ability to attack with surprise. Typically, the only warning that one might have to a spectre's or wraith's nearby presence comes from animals' reaction to the creature's unnatural aura. Its high initiative modifier presents the very distinct possibility that one of these creatures might deliver two devastating incorporeal touch attacks before a potential victim has a chance to react. The more powerful dread wraith also uses Spring Attack to maintain a position of cover whenever it isn't delivering an attack.

Round 1: Attack with incorporeal touch, likely with surprise.

Rounds 2 and Later: Concentrate attacks on energy-drained or Constitution-drained foes.

Vampire or Vampire Spawn

While the vampire's strategy seems simple—create vampires or vampire spawn by draining the victim's Constitution or level—its tactics can vary wildly based on the abilities it had in life. While all vampires enjoy a certain level of stealth, some rely on it far more than others. Regardless, a vampire picks its targets (and opportunities) with care, rarely entering combat without planning ahead. Spellcasting vampires typically fortify themselves with protective or enhancing magics before entering a fight. Vampire spawn are more straightforward, because they retain none of the special abilities they possessed while living. They often gang up on foes to maximize the impact of their energy drain attacks.

Prior to Combat: Call forth children of the night to assist in combat. Cast spells or use other magical preparations as appropriate.

Round 1: Dominate nonspellcaster to gain ally. Use minions to harry spellcasters.

Round 2: Attack spellcaster with energy-draining slam.

Rounds 3 and Later: Stay mobile, picking off targets while minions keep other foes busy. Flee if outmatched.

Wight

The wight uses its stealth to sneak up on unwitting victims, using surprise to deliver slam attacks against flat-footed enemies. Not quite as cunning as the ghoul, the wight nevertheless has the ability to seek advantageous positions in a fight, such as flanking or upper ground. Wights rarely retreat from a fight with living creatures, since their hatred for all life consumes them.

Round 1: Attack with energy-draining slam.

Rounds 2 and Later: Concentrate attacks on weakened foes.

Zombie

Like the skeleton, the zombie doesn't employ much in the way of tactics. Assuming their master hasn't given them some other command, most zombies simply attack any visible foe. Zombies ignore invisible creatures and lack the intelligence to recognize when their attacks are useless. A zombie fighting an enemy with displacement or damage reduction, for instance, just keeps flailing away even if its attacks fail to injure the target. If its target drops or disappears, it moves to the next available foe.

Round 1: Charge toward the nearest foe, attacking if within reach.

Rounds 2 and Later: Attack the nearest foe.

SPECIAL ATTACKS

Most undead are defined by their special attacks, from the vampire's penchant for drinking blood to the spectre's energy drain. This section covers the most common of those abilities, discussing their impact on the game and providing further explanation and guidance related to their use.

Ability Damage and Drain

Many undead creatures have the ability to damage or drain their foes' ability scores. For some creatures (particularly incorporeal

ones), this serves as their primary method of dealing damage. For others, the ability damage or drain is a byproduct of another attack (such as the damage dealt by the mummy rot caused by the mummy's slam attack). Table 7–1: Undead Ability Damage and Drain summarizes the capabilities of some of the most common undead creatures.

Table 7–1: Undead Ability Damage and Drain

Undead	Effect (Attack Form)
Abyssal ghoul[1]	1d6 Wis drain (tongue[2])
Allip	1d4 Wis drain (incorporeal touch) 1d4 Wis damage (madness)
Banshee[3]	1d4 Cha drain (incorporeal touch) 1d4 Str, Dex, and Con drain (horrific appearance)
Bhut[1]	1d6 Str damage (dreadful appearance)
Blaspheme[4]	1d6 Str damage (blasphemous contact)
Blood amniote[4]	1d4 Con damage (blood call)
Bloodmote cloud[4]	1d2 Con damage (blood drain)
Boneyard[4]	2d4 Str, Dex, and Con damage (bone subsumption)
Brain in a jar[4]	1d4 Wis damage (madness)
Cinderspawn[4]	1d6 Cha drain (Charisma drain)
Crimson death[3]	1d4 Con damage (incorporeal touch)
Demon (blood fiend)[1]	1d4 Con drain (bite)
Desiccator[4]	1 Con damage (desiccating breath)
Dream vestige[4]	14 Int drain (form consumption)
Gravecrawler[3]	1d4 Con drain (bite) 1d2 Con damage (calcifying aura)
Half-vampire[4]	1d4 Con drain (blood drain[2])
Hooded pupil[4]	2 Con damage (drink blood[2])
Hullathoin[1]	1d10 Str damage (bite or tentacle[5]) 1d6 Cha damage (deform[2]) 1d6 Str damage (ring of pus)
Jahi[3]	1d4 Cha damage (incorporeal touch) 1d3 Cha drain (chosen one)
Mummy	1d6 Con and Cha damage (mummy rot)
Murk4	1d6 Wis damage (Wisdom damage)
Nightshade (nightcrawler)	2d6 Str damage (sting[5])
Shadow	1d6 Str damage (incorporeal touch)
Shadow, greater	1d8 Str damage (incorporeal touch)
Skin kite[4]	1d4 Cha damage (steal skin)
Skulking cyst[4]	1d4 Con damage (blood drain)
Spectral lyrist[4]	1d6 Cha drain (incorporeal touch)
Swordwraith[1]	1 Str damage (weapon)
Ulgurstasa[1]	3d6 Con drain (breath weapon) 1d8 Con drain (necromantic acid[6])
Umbral creature[4]	Str damage based on size (incorporeal touch)
Vampire	1d4 Con drain (blood drain[2])
Vampire spawn	1d4 Con drain (blood drain[2])
Voidwraith[4]	1d2 Con drain (steal breath)
Wraith	1d6 Con drain (incorporeal touch)
Wraith, dread	1d8 Con drain (incorporeal touch)

1 From *Fiend Folio*.
2 Requires creature to pin opponent.
3 From *Monster Manual II*.
4 From Chapter 6: New Monsters.
5 Caused by poison, not the attack itself.
6 Requires creature to swallow opponent whole.

Regardless of the cause, ability damage and ability drain are potent weapons in the arsenal of the undead. In combat, these abilities function as enormous equalizers. Even high-level characters fear damage or drain to ability scores; in fact, these effects may even be more frightening to higher-level characters, because those characters may depend on high ability scores to use some of their feats, spells, or items. A cleric who suddenly loses several points of Wisdom may find some higher-level spells uncastable. Furthermore, since ability scores don't increase at a rate comparable to hit points, a high-level character may be nearly as vulnerable to ability damage or drain as a low-level character. The Wisdom score of a 12th-level fighter probably isn't significantly higher than that of a 1st-level fighter, meaning that they are equally likely to fall comatose from an allip's Wisdom drain.

Ability-damaging or draining undead work best in groups, though this tactic is most appropriate for intelligent and/or lawful undead. While a single allip or wraith might not last long enough to endanger a PC, two or three teaming up on that PC can dramatically shorten the character's expected lifespan. Don't overdo it—if three dread wraiths surprise the party, they could easily kill a character in a single round with their Constitution-draining incorporeal touch attacks. That's not fun; it's just mean.

For another nasty trick, couple ability-damaging or draining undead with other monsters whose attacks are resisted by the same ability score. The allip's Wisdom drain may not seem threatening to many characters, but if they're simultaneously subjected to spells or effects requiring Will saves, they'll quickly notice the results. Wraiths that coexist with poisonous creatures (such as venomous snakes or monstrous vermin) make their prey all the more vulnerable to those creatures' toxic attacks.

Be careful that you don't overuse ability damage or drain, particularly when characters lack the ability to heal such effects after the fight. After battling a pack of shadows, the characters may well find themselves far less capable of taking on the next foe, even if that foe's Challenge Rating is relatively low. If the characters must face consecutive ability-damaging or draining encounters, even those who have prepared for such fights may run out of resources.

Death

The bodak's death gaze is rightfully terrifying, even with its relatively low save DC. By the time PCs are likely to face the CR 8 bodak, only those characters with poor Fortitude saves have a significant chance of failing the save. Still, the fact that a single bungled roll can spell doom for a character is a frightening prospect for most players. However, you can ramp up the save DC by giving the bodak the Ability Focus feat for its death gaze, and perhaps adding in a Charisma-boosting ability. An increase of more than a point or two to the save DC could well merit a +1 increase to the bodak's Challenge Rating.

The banshee (from *Monster Manual II*) also has a death attack. Some uninformed souls mistakenly believe lich possesses a death touch, but these are undoubtedly the same ones who have buried or left behind their paralyzed but all-too-alive comrades (see Paralysis, on the next page).

Disease

The powerful slam attacks of a mummy deal plenty of damage, but the real threat comes from the supernatural effect known as mummy rot. As much a curse as a disease, mummy rot sets in quickly (incubation period 1 minute), its save DC is pretty challenging considering the mummy's CR, and the effect of a failed save (1d6 Con and 1d6 Cha damage) dramatically impacts a character's survivability. Worse yet, a character suffering from mummy rot resists the effects of healing magic. Characters without access to *break enchantment* or *remove curse* can look forward to a lingering, horrible death.

Other undead creatures that have disease attacks include the abyssal ghoul, huecuva, and quth-maren (from *Fiend Folio*); the vilewight (from *Book of Vile Darkness*); and the corpse rat swarm, gravetouched ghoul, mummified creature, plague blight, slaymate, swarm-shifter undead rat form, and tomb mote (from Chapter 6: New Monsters).

Energy Drain

As the quintessential special attack of the undead, nothing scares a team of player characters more than energy drain. The "acquisition" of negative levels rapidly and dramatically reduces a character's ability to win a fight, while simultaneously energizing the undead creature. Each negative level applies a –1 penalty on the victim's skill checks, ability checks, attack rolls, and saving throws, as well as causing the victim to lose 5 hit points. Worse yet, spellcasters lose a spell slot of their highest-level spells.

Table 7–2: Undead Energy Drain

Undead	Effect (Attack Form)
Demon (blood fiend)[1]	1 negative level (claw)
Crypt chanter[2]	1d2 negative levels (draining melody)
Devourer	1 negative level (claw or spectral hand)
Effigy[3]	2 negative levels (incorporeal touch)
Murk[2]	1 negative level (confer negative level)
Necromental[2]	1 negative level (natural weapon attack)
Nightshade (nightcrawler)	1 negative level (swallowed creatures only)
Slaughter wight[2]	1 negative level (slam)
Spectre	2 negative levels (incorporeal touch)
Vampire	2 negative levels (slam)
Vampire spawn	1 negative level (slam)
Wight	1 negative level (slam)

1 From *Fiend Folio*.
2 From Chapter 6: New Monsters.
3 From *Monster Manual II*.

Energy drain can quickly snowball. As the character becomes less capable in combat, the undead foe gets tougher and lasts longer, allowing it to make more energy-draining attacks. An unlucky PC (or one with poor tactics) can easily run out of time. Characters whose negative levels equal their total Hit Dice are instantly slain (and rise later as wights or other undead monsters).

As with undead that can damage or drain ability scores, maximize the impact of energy-draining monsters by having them team up against a single foe. While a single wight may not pose much of a challenge to a mid-level fighter, a trio of wights ganging up on him can have that same fighter calling for help in a hurry. This tactic is most appropriate for intelligent and lawful undead, which often work better in groups.

At low levels (before characters have ready access to *restoration*), energy drain is particularly terrifying to characters. Twenty-four hours after a battle with a wight, one or more characters are looking at the distinct possibility of losing levels—perhaps the single worst penalty (short of death) a character can suffer. Even at higher levels, the PCs may well not have enough *restoration* or *greater restoration* spells to go around, forcing some victims of energy drain to make one or more saves or lose levels. Level loss can create a significant drag on the campaign as the characters suddenly become less capable of meeting the challenges before them. Characters who flee an energy-draining foe, lose levels, and then have to go up against that foe again may find themselves caught in a horribly repetitive loop.

Fear

It makes sense that one of the chief weapons used by many undead creatures is fear—pure, unreasoning terror. A lich's fear aura is relatively weak, affecting only creatures of fewer than 5 HD and limited to a 60-foot radius around the lich, but it still sends enough foes fleeing in terror. The mere sight of a mummy can paralyze viewers with fear regardless of their Hit Dice, though thankfully the effect is short-term (though it may prove to be long enough for the mummy to dispatch one or more foes). The nightwalker's evil gaze has a similar effect to viewing a mummy.

Other undead creatures that have fear attacks include the death knight and the spawn of Kyuss (from *Monster Manual II*); the crawling head and the ghostly visage (from *Fiend Folio*); the eye of fear and flame (from *Book of Vile Darkness*); and the dream vestige, the mummified creature, and the wheep (in Chapter 6 of this book).

Paralysis

Ghouls (and their more powerful cousins, ghasts) are the "poster spawn" for paralysis attacks. Despite the short duration of the paralysis, the risk of being rendered helpless while within arm's reach of such feral creatures proves terrifying even to many high-level adventurers.

The mohrg's paralyzing tongue works well with its improved grab ability, since a paralyzed target can't resist its grapple attempt. For best effect, a mohrg should begin its attack routine with a tongue attack, allowing it to use its slam against a potentially paralyzed foe.

The lich's paralysis attack is the most insidious of all these creatures. Not only is the effect permanent, but the target also appears to be stone dead. Without a DC 20 Spot check or a DC 15 Heal check, paralyzed allies might well be left behind (or worse yet, buried alive) without their friends ever realizing their misdeed.

The mummy and nightwalker also utilize paralyzing attacks, though in their cases, paralysis is a byproduct of a fear effect (see Fear, above).

SPECIAL QUALITIES

Unlike special attacks, there are relatively few commonly possessed special qualities.

Spellcasting

Some undead, most infamously liches, retain the spellcasting capability they had in life. An undead spellcaster, particularly in the case of an arcane caster, is tougher than a living spellcaster of the same level (hence the increased Challenge Rating). The creature typically gains immunities to many common effects, including several that are anathema to low-Fortitude-save arcane spellcasters, as well as a bushel of hit points thanks to the d12 Hit Die of the undead. When augmented by wise spell selection, an undead spellcaster can often seem nearly invulnerable to adventurers. A vampire sorcerer with *cat's grace*, *mage armor*, and *shield* all active has a stupendously high AC, while a lich cleric flanked by commanded undead servants is a formidable foe indeed.

Still, remember that an undead spellcaster has access to fewer (and less potent) spells than a living spellcaster of the same Challenge Rating. A CR 16 lich has, at best, 7th-level spells at its disposal, while a CR 16 living spellcaster NPC has 8th-level spells. Effectively, an undead spellcaster trades some of its offensive punch (in the form of higher-level spells) for defensive capabilities. An undead spellcaster also likely benefits from increased ability scores, granting additional bonus spells and higher save DCs.

Undead spellcasters also suffer from the normal vulnerabilities of their type, though they can (and should) use their spells to counteract some of these. Undead clerics should use *desecrate* or *unhallow* to decrease the risk of being turned. *False life* gives an undead arcane caster some well-needed extra hit points.

The bane of all undead, *disintegrate*, deserves singular attention. Four (nonexclusionary) options exist for an undead spellcaster worried about disintegration. First, it can increase its touch AC, such as with *cat's grace*, *haste*, or similar effects, but this is rarely enough to protect against a ranged touch attack from a reasonably powerful foe. Second, it can take advantage of concealment or miss chances, such as those provided by *blur*, *displacement*, *entropic shield*, or *invisibility*. This is a good all-purpose choice, since it works equally well against foes of all levels, though many effects (*see invisibility*, *true seeing*) can bypass some or all of them. Third, it can improve its Fortitude save, though without a Constitution score doing this can prove difficult. *Protection from good*, *protection from spells*, and even the lowly *resistance* spell can help in this regard, as does a *cloak of resistance* or even the Great Fortitude feat. The fourth and perhaps most effective method of protection is simply to negate the spell entirely, whether through *spell resistance*, *greater spell immunity*, or judicious use of counterspelling.

Sunlight Vulnerability

A number of powerful undead possess vulnerability to sunlight, though the effect of that vulnerability varies. Table 7–3: Undead and Sunlight summarizes the interaction between various undead creatures and sunlight.

Regardless of the effect, the cause remains the same: direct exposure to the light of the sun. Reflected sunlight, whether via a mirror or the moon itself, has no effect on an undead creature vulnerable to sunlight. Cloud cover or similar interference does not protect the undead creature unless it is thick enough to provide concealment to the creature. For example, a vampire within a *fog cloud* spell would not adversely be affected by sunlight. Even thick clothing, as long as it covers the body completely, can protect an undead creature from the dangers of sunlight. (Of course, that doesn't help incorporeal creatures, which can't wear clothing.)

Table 7–3: Undead and Sunlight

Undead	Effect of Exposure to Sunlight
Bodak	Takes 1 point of damage per round
Crypt chanter[1]	Powerless*
Nightshade (nightcrawler)	Takes –4 penalty on all attack rolls, saving throws, and skill checks
Quell[1]	Powerless*
Spectre	Powerless*
Vampire	Disoriented, destroyed†
Wraith	Powerless*

1 From Chapter 6: New Monsters.
*A powerless undead creature cannot attack, nor can it use any extraordinary or supernatural special attacks. It is treated as being slowed.
†One round after exposure to sunlight begins, a vampire that remains exposed is destroyed utterly.

Turn Resistance

Many undead possess turn resistance—a value added to the undead creature's Hit Dice when resolving the effect of a turning check. Normally, only the creature's HD dictates how easy or difficult it is for a cleric to turn or rebuke it. In some cases, however, undead are specifically designed to be harder to turn than normal for their HD. Such creatures have turn resistance. (See the turn resistance ability description in the *Monster Manual*, or the Improved Turn Resistance feat on page 27 for more details.)

If a ghoul, for example, did not have turn resistance, it would be no more difficult to affect with a turning check than a typical 2 HD zombie, even though the ghoul's Challenge Rating indicates that it should be twice as tough as such a zombie.

Turn resistance is particularly important for undead that possess special abilities that drive their Challenge Rating higher than their HD. If an undead creature's CR (which defines the typical level at which it is encountered, and thus the typical level of the cleric attempting to turn it) is higher than its HD, it can be too easy for clerics to turn unless it also has turn resistance.

INCORPOREALNESS

Incorporealness is so often misunderstood and has so many unique factors that it merits its own discussion. Incorporeal creatures are among the most complicated in the game to run. With the addition of a single word to the first line of a creature's statistic block, the creature's capabilities change dramatically. This primer on dealing with incorporeal creatures in your game aims to help handle this complex issue.

Monster Manual Text Explanation

Italic text is taken directly from the description of the incorporeal subtype in *Monster Manual III*, and it is followed by text that explains the in-game impact of that information.

An incorporeal creature has no physical body.

Incorporeal creatures don't need to eat, drink, or breathe, and indeed cannot do these things (since they can't affect physical objects, even air).

It can be harmed only by other incorporeal creatures, magic weapons or creatures that strike as magic weapons, and spells, spell-like abilities, or supernatural abilities. It is immune to all nonmagical attack forms.

An incorporeal creature simply has nothing to fear from most mundane corporeal opponents. You can't hit it with a sword, claw, or arrow, nor can you burn it with a torch, acid, or alchemist's fire. You can't bury it, drown it, or trap it. If you don't have magic at your disposal, your only realistic option when facing an incorporeal creature is to flee the scene.

Incorporeal creatures also can't benefit from magical effects that require physical contact or manipulation of objects, from a *bull's strength* spell to a *potion of invisibility.*

Incorporeal creatures can, however, be affected normally by the natural attacks of other incorporeal creatures. An incorporeal creature cannot occupy the same space as another incorporeal creature.

Even when hit by spells or magic weapons, it has a 50% chance to ignore any damage from a corporeal source (except for positive energy, negative energy, force effects such as magic missile, *or attacks made with* ghost touch *weapons).*

Sorcerers have an edge over other spellcasters against incorporeal creatures, since they're almost certain to know (and have available for casting) *magic missile*, and thus can bombard the creature with 100% reliable attacks. Other good spells to use include the various *Bigby's hand* spells, *Mordenkainen's sword*, and *spiritual weapon*. However, unless the situation is desperate, don't waste *fireballs* or *Melf's acid arrows* on an incorporeal creature.

Nondamaging spell effects affect incorporeal creatures normally unless they require corporeal targets to function (such as implosion*) or they create a corporeal effect that incorporeal creatures would normally be unaffected by (such as a* web *or* wall of stone *spell).* (This information does not appear in the *Monster Manual*, but is part of the updated description of the incorporeal subtype in *Monster Manual III.*)

A spectre is just as vulnerable to *control undead* as a mohrg or other corporeal undead, since the spell has no damaging effects.

Although it is not a magical attack, holy water can affect incorporeal undead, but a hit with holy water has a 50% chance of not affecting an incorporeal creature.

Even this traditional method of dealing with undead creatures isn't reliable against unliving incorporeal beings.

An incorporeal creature's attacks pass through (ignore) natural armor, armor, and shields, although deflection bonuses and force effects (such as mage armor*) work normally against it.*

Other handy force-related defenses include the *shield* spell, the *ring of force shield*, and *bracers of armor.* All these add to your touch Armor Class against incorporeal attacks, as do any other bonuses to Armor Class other than armor, shield, and natural armor bonuses. This makes incorporeal touch attacks less effective overall than normal touch attacks, particularly against arcane spellcasters who often rely on such defenses.

Nonmagical attacks made by an incorporeal creature with a melee weapon have no effect on corporeal targets, and any melee attack an incorporeal creature makes with a magic weapon against a corporeal target has a 50% miss chance, except for attacks it makes with a ghost touch weapon, while are made normally (no miss chance).

Incorporeal creatures must deal with the same sorts of limitations on their ability to deal damage to corporeal targets as corporeal attacks do when fighting incorporeal foes.

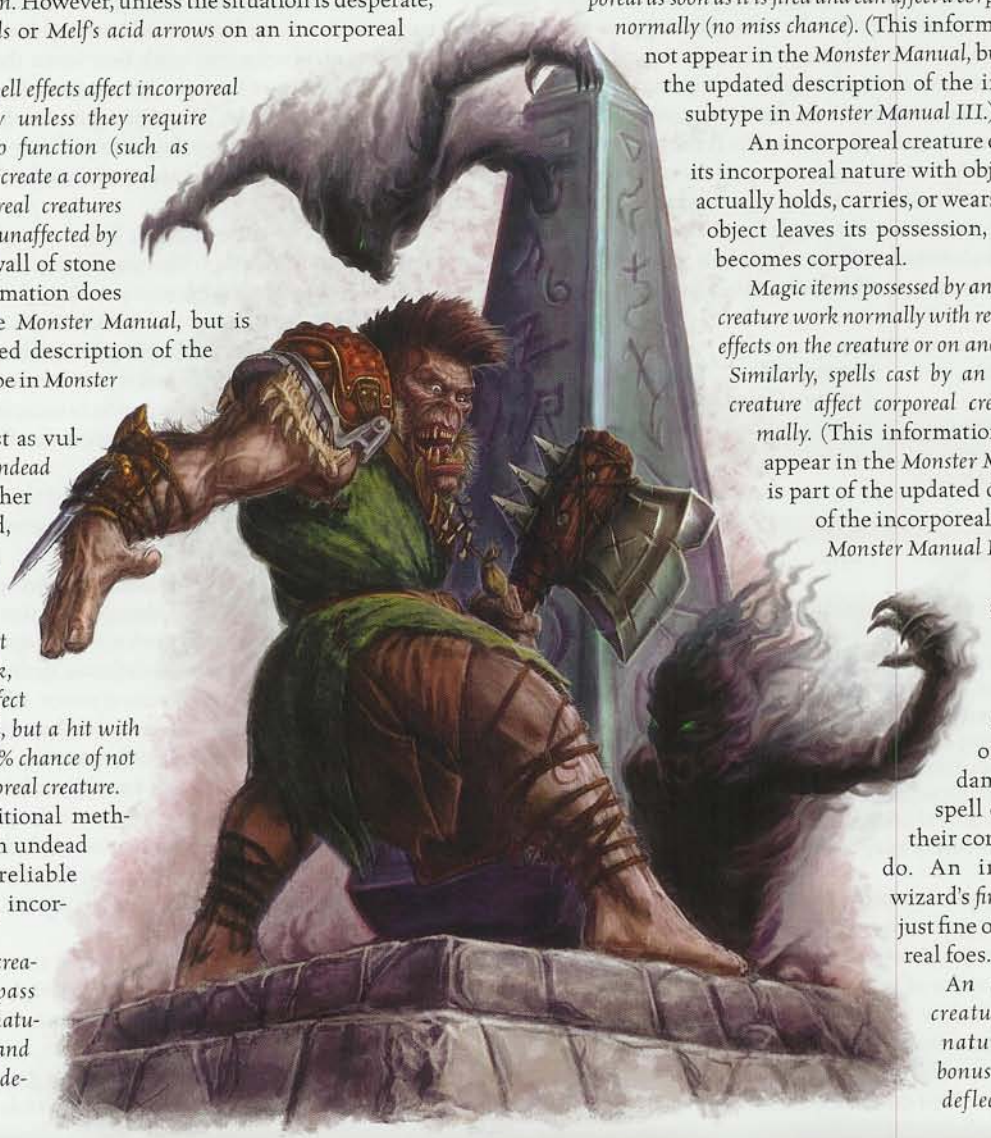
Any equipment worn or carried by an incorporeal creature is also incorporeal as long as it remains in the creature's possession. An object that the creature relinquishes loses its incorporeal quality (and the creature loses the ability to manipulate the object). If an incorporeal creature uses a thrown weapon or a ranged weapon, the projectile becomes corporeal as soon as it is fired and can affect a corporeal target normally (no miss chance). (This information does not appear in the *Monster Manual*, but is part of the updated description of the incorporeal subtype in *Monster Manual III.*)

An incorporeal creature only shares its incorporeal nature with objects that it actually holds, carries, or wears. Once the object leaves its possession, the object becomes corporeal.

Magic items possessed by an incorporeal creature work normally with respect to their effects on the creature or on another target. Similarly, spells cast by an incorporeal creature affect corporeal creatures normally. (This information does not appear in the *Monster Manual*, but is part of the updated description of the incorporeal subtype in *Monster Manual III.*)

Incorporeal creatures don't suffer the same limitations on their damaging spell effects that their corporeal foes do. An incorporeal wizard's *fireball* works just fine on its corporeal foes.

An incorporeal creature has no natural armor bonus but has a deflection bonus



A pair of shadows burst from hiding to attack Krusk

Illus. by M. Phillippi

equal to its Charisma modifier (always at least +1, even if the creature's Charisma score does not normally provide a bonus).

Incorporeal creatures often have better touch ACs than other creatures of the same CR. This makes them more resistant to touch attacks, including the ranged touch attack required by spells such as *searing light*. An incorporeal creature with a high Dexterity, or a very small incorporeal creature, can prove extraordinarily difficult to hit.

An incorporeal creature can enter or pass through solid objects, but must remain adjacent to the object's exterior, and so cannot pass entirely through an object whose space is larger than its own.

This keeps wraiths and spectres from simply taking the shortest route between any two points (including straight through the planet!).

An incorporeal creature can occupy the same space as a solid object, and typically gains cover from doing so. Compare the size of the incorporeal creature to the size of the object, then consult Table 7–4: Sharing Spaces to determine the extent of cover (if any) enjoyed by the incorporeal creature.

An incorporeal creature can occupy the same space as a corporeal creature, unless that creature is entirely surrounded by a force effect (such as *mage armor* or *bracers of armor*). An incorporeal creature entering a corporeal creature's space (or vice versa) provokes attacks of opportunity as normal for moving into another creature's space. It must then succeed with an incorporeal touch attack (or a normal touch attack, if the corporeal creature is the entering creature) against the target to share the same physical space. If the target is helpless or does not resist, no attack is necessary. If the attack succeeds, the entering creature moves into the target's space. (This attack deals no damage, even if the entering creature's touch attack would normally deal damage.) If the attack fails, the creature returns to the space it occupied before entering the target's space.

Table 7–4: Sharing Spaces

Incorporeal Creature Is . . .	Incorporeal Creature Gains	Corporeal Creature Gains
Two or more size categories larger	—	Total concealment[1]
One size category larger	—	Concealment
Same size	Cover	Concealment
One size category smaller	Cover	—
Two or more size categories smaller[3]	Total cover[2]	—

1 If the corporeal creature makes a melee attack against a creature outside the space of the incorporeal creature, this benefit is reduced to concealment.
2 If the incorporeal creature makes a melee attack against a creature outside the space of the corporeal creature, this benefit is reduced to cover.
3 The incorporeal creature can ignore any armor bonus the corporeal creature may have from force effects.

An incorporeal creature occupying the space of a corporeal creature may gain cover, while the corporeal creature may gain concealment (as shown in Table 7–4). For example, a shadow sharing the space of an ogre gains cover, but the ogre gains no benefit. A shadow sharing the space of a halfling grants the halfling concealment, but gains no benefit itself. A shadow sharing the space of a human gains cover, and the human gains concealment. This cover or concealment even affects attacks made by the other creature sharing the space (the shadow attacking the halfling takes a 20% miss chance for concealment, for instance).

Either creature can end the "sharing" of a space simply by moving away from that space. This leaves the incorporeal creature behind. If the corporeal creature moves more than 5 feet, this movement provokes attacks of opportunity as normal for leaving a threatened square.

It can sense the presence of creatures or objects within a square adjacent to its current location, but enemies have total concealment (50% miss chance) from an incorporeal creature that is inside an object. In order to see farther from the object it is in and attack normally, the incorporeal creature must emerge.

Even taking concealment into account, incorporeal creatures often attack from inside objects, particularly when in darkened areas (which evens the odds).

As the *Dungeon Master's Guide* indicates, an incorporeal creature hiding inside a solid object gains a +2 circumstance bonus on Listen checks because solid objects carry sound well.

The ability to detect adjacent foes applies even when the incorporeal creature isn't inside an object.

An incorporeal creature inside an object has total cover, but when it attacks a creature outside the object it only has cover, so a creature outside with a readied action could strike at it as it attacks.

Incorporeal creatures work best when they remain mobile, keeping characters from predicting when (and from where) the next strike will come. (The Spring Attack feat is great for this purpose.) If the characters begin to panic (or worse yet, to spread out), the incorporeal creature can have a field day picking them off one by one.

To determine if an object is large enough to provide total cover, consult Table 7–4: Sharing Spaces.

An incorporeal creature cannot pass through a force effect.

Otiluke's resilient sphere, *Otiluke's telekinetic sphere*, and *forcecage* are your best bets for entrapping (or walling off) incorporeal creatures. *Blade barrier* and *wall of force* may seem like good ideas, but remember that unless such effects completely surround the opponent, the incorporeal creature can just float over (or under) the barrier.

An incorporeal creature cannot enter the space of a creature entirely protected by a force effect (such as *mage armor* or *bracers of armor*).

An incorporeal creature's attacks pass through (ignore) natural armor, armor, and shields, although deflection bonuses and force effects (such as mage armor*) work normally against it.*

Other handy force-related defenses include the *shield* spell, the *ring of force shield*, and *bracers of armor*. All these add to your touch Armor Class against incorporeal attacks, as do any other bonuses to Armor Class other than armor, shield, and natural armor bonuses. This makes incorporeal touch attacks less effective overall than normal touch attacks, particularly against arcane spellcasters who often rely on such defenses.

Incorporeal creatures pass through and operate in water as easily as they do in air. Incorporeal creatures cannot fall or take falling damage.

An incorporeal creature that lives at the bottom of a water-filled pit can be an adventurer's worst nightmare, since most adventurers do not share this ability to move so freely underwater or function without air.

Incorporeal creatures cannot make trip or grapple attacks, nor can they be tripped or grappled. In fact, they cannot take any physical action

that would move or manipulate an opponent or its equipment, nor are they subject to such actions.

This only applies against corporeal opponents—incorporeal creatures can use and be affected by these tactics in combat against other incorporeal creatures.

An incorporeal creature that attempts to physically manipulate another incorporeal creature uses its Charisma score instead of its Strength score to determine the success of the attempt.

Incorporeal creatures have no weight and do not set off traps that are triggered by weight. An incorporeal creature moves silently and cannot be heard with Listen checks if it doesn't wish to be.

An incorporeal scout is virtually indetectable.

It has no Strength score, so its Dexterity modifier applies to both its melee attacks and its ranged attacks.

Weapon Finesse has no effect on an incorporeal creature's attacks, since it already uses Dexterity for attacks.

Nonvisual senses, such as scent and blindsight, are either ineffective or only partly effective with regard to incorporeal creatures.

In almost all cases, nonvisual senses are ineffective in detecting or pinpointing incorporeal creatures; blindsense, blindsight, scent, and tremorsense are all useless. If the incorporeal creature chooses to make noise, it can be detected via normal hearing or by blindsense or blindsight based on acute hearing. If a creature possesses some other nonvisual sense, the DM should use best judgment in determining the effectiveness of that sense in detecting an incorporeal creature, using the preceding information as a guide.

Incorporeal creatures have an innate sense of direction and can move at full speed even when they cannot see.

This includes the concealment provided by darkness, fog, water, and even when moving through solid objects.

Incorporeal vs. Ethereal

Many people confuse these two terms. Some of this confusion revolves around the ghost, which can be both ethereal and incorporeal, depending on whether it has manifested.

An incorporeal creature is visible but can't affect (or be affected by) corporeal objects, except as described above. It still exists fully on the Material Plane, despite its inability to interact with most objects.

An ethereal creature exists not on the Material Plane, but on the Ethereal Plane, which overlaps with the Material Plane at all points. An ethereal creature is invisible and insubstantial. It can see and hear creatures on the Material Plane, but everything looks gray and ephemeral, and sight and hearing are limited to 60 feet. It can't interact with objects on the Material Plane in any way. Even most of the limited options available to an incorporeal creature—such as ghost touch weapons and armor—don't work for an ethereal creature, though force effects still affect it normally (since those effects extend from the Material to the Ethereal Plane). An ethereal creature need not abide by the incorporeal creature's limitation of remaining adjacent to an object's exterior. Finally, an ethereal creature interacts with other ethereal creatures or ethereal objects as if both were on the Material Plane.

Ghosts are ethereal unless they manifest on the Material Plane. A ghost on the Ethereal Plane is not incorporeal and can affect other creatures or objects on the Ethereal Plane normally.

A manifested ghost is incorporeal on the Material Plane, but also remains partially on the Ethereal Plane, where it can interact with other ethereal targets normally. Its spells can affect targets on the Material Plane as well, except for spells with a range of "Touch" (ranged touch spells work normally).

Losing Incorporealness

An incorporeal creature that is forced to become corporeal (such as by the new *ghost trap* spell; see page 65) loses all the benefits of incorporealness. Its body becomes physical, allowing it to be harmed by weapons and other attack forms normally, even if the attacks are nonmagical. Obviously, it can no longer enter or pass through solid objects. It also loses its ability to detect adjacent foes. Its weight is appropriate for a creature of its size (when in doubt, assign a weight roughly in the middle of the normal range for the creature's size category).

A creature that is forced to become corporeal loses any deflection bonus to Armor Class it had (unless the bonus is from a spell, magic item, or similar effect not related to the creature's incorporeal nature), and gains a natural armor bonus equal to that deflection bonus. For example, a spectre that becomes corporeal loses its +2 deflection bonus to Armor Class and gains a +2 natural armor bonus to Armor Class. If that spectre were under the effect of a *shield of law* spell when it became corporeal, it would retain the +4 deflection bonus to Armor Class granted by that spell, but its normal deflection bonus would still become a natural armor bonus.

The now-corporeal creature gains a Strength score equal to its Charisma score (not including any nonpermanent modifiers to Charisma, such as an *eagle's splendor* spell). Its incorporeal touch attacks become normal touch attacks (and it uses its Strength modifier on attack rolls unless it has Weapon Finesse).

A newly manifested corporeal creature is no longer silent, and must make Move Silently checks as normal to move without making noise. It can be detected or pinpointed normally with nonvisual senses.

USING SAMPLE UNDEAD

The *Monster Manual* presents several interesting undead templates for use in your campaign. However, these can prove difficult to use on short notice, since they require application to an existing monster or character. If you need a special batch of zombies or a nasty vampire and don't have sufficient time to prepare in advance, just grab an appropriate monster from this chapter and you're ready to go.

The sample undead presented in this chapter are ready to use in your campaign. Each writeup includes full game statistics and spell lists (as well as equipment and roleplaying notes for sentient undead). Though the sample sentient undead are presented as individuals, you can easily adjust the information to make the creature more appropriate for your game.

Many of the creatures outlined in this chapter have similar subtypes, which each has its own set of traits (indicated in the Special Qualities section for all applicable creatures). For complete descriptions of undead traits and incorporeal traits, see the beginning of Chapter 6.

USING VARIANT UNDEAD

Literature and lore provide an endless variety of undead monsters. Most are very similar to existing D&D monsters, but with variations in abilities and characteristics that add an exciting

flavor. Rather than creating a brand-new monster from scratch, you can simply apply one or more of the variants in this chapter to existing creatures to design foes that feel very different to the players. The variants use generic descriptive names to allow easy identification, but you should consider giving them more interesting names in your campaign.

Each variant includes a Challenge Rating adjustment. Add together all the CR adjustments from the variants you apply, then add the resulting sum to the creature's normal Challenge Rating to find the new CR. Round fractions above 1 up to the next whole number. For example, a fast human commoner zombie would have CR 1 (1/2 + 1/2), while a fast hunter commoner zombie would have CR 2 (1/2 + 1/2 + 1/2 is 1-1/2, rounded up to 2).

GHOSTS

This section offers ten sample ghosts, along with some variant versions of the ghost.

Rest in Peace: Getting Rid of a Ghost

The *Monster Manual* points out that most ghosts have a tendency to return to their old haunts unless a specific wrong is set right. In most cases, this means that including of a ghost in your campaign requires you also to include the reason why it exists, and a method by which characters can put it to rest permanently.

In general, the "wrongs" that lead to a ghost's existence fall into two categories: wrongful actions performed upon the ghost by others, or wrongful actions performed by the ghost upon others. A ghost slain in cold blood falls into the first category, while a murderer who becomes a ghost after death is an example of the second.

10 Sample Wrongs to Put Right

1. The ghost (or someone it protected) was murdered in cold blood. Bring the killer to justice.
2. The ghost (or someone it protected) was murdered in cold blood. Bring the killer to the ghost.
3. The ghost (or someone it protected) was murdered in cold blood. Destroy the killer.
4. The ghost (or someone it protected) was slain. Return the slain individual to life.
5. Something guarded by the ghost was stolen. Return the object to its rightful place.
6. The ghost left an important task unfinished, such as delivering a message, rescuing a lost individual, or recovering a stolen item. Complete the task.
7. The ghost was a thief in life. Repay the victim(s) of the ghost's crimes.
8. The ghost was a murderer. Apologize to the family/descendants of the victim(s).
9. The ghost was a murderer. Bring the ghost's victim(s) back to life.
10. The ghost committed a crime. Bring the ghost before its victim(s) to apologize.

Depending on the style of your campaign, the reason a ghost exists and the method for putting it to rest might vary from the simple to the complex. If your campaign focuses on combat and fast-paced action, the reason should be straightforward and the method reasonably uncomplicated to complete (though it might still be very difficult). In a story-based campaign, determining the reason for the ghost's existence, and the method by which characters can put it to rest, might require significant research, roleplaying, and legwork by the PCs. It could even become the source of an entire adventure, campaign arc, or the campaign itself.

SAMPLE GHOSTS

Most of the sample ghosts are described as specific individuals, though they can easily be made to fit your campaign by changing just a few details. Each ghost includes a method by which it can be put to rest permanently.

All ghosts in this section share the following two special abilities.

Manifestation (Su): Every ghost has this ability. A ghost dwells on the Ethereal Plane and, as an ethereal creature, it cannot affect or be affected by anything in the material world. When a ghost manifests, it partly enters the Material Plane and becomes visible but incorporeal on the Material Plane. A manifested ghost can be harmed only by other incorporeal creatures, magic weapons, or spells, with a 50% chance to ignore any damage from a corporeal source. A manifested ghost can pass through solid objects at will, and its own attacks pass through armor. A manifested ghost always moves silently.

A manifested ghost can strike with its touch attack or with a ghost touch weapon (see Ghostly Equipment, below). A manifested ghost remains partially on the Ethereal Plane, where is it not incorporeal. A manifested ghost can be attacked by opponents on either the Material Plane or the Ethereal Plane. The ghost's incorporealness helps protect it from foes on the Material Plane, but not from foes on the Ethereal Plane.

When a spellcasting ghost is not manifested and is on the Ethereal Plane, its spells cannot affect targets on the Material Plane, but they work normally against ethereal targets. When a spellcasting ghost manifests, its spells continue to affect ethereal targets and can affect targets on the Material Plane normally unless the spells rely on touch. A manifested ghost's touch spells don't work on nonethereal targets.

A ghost has two home planes, the Material Plane and the Ethereal Plane. It is not considered extraplanar when on either of these planes.

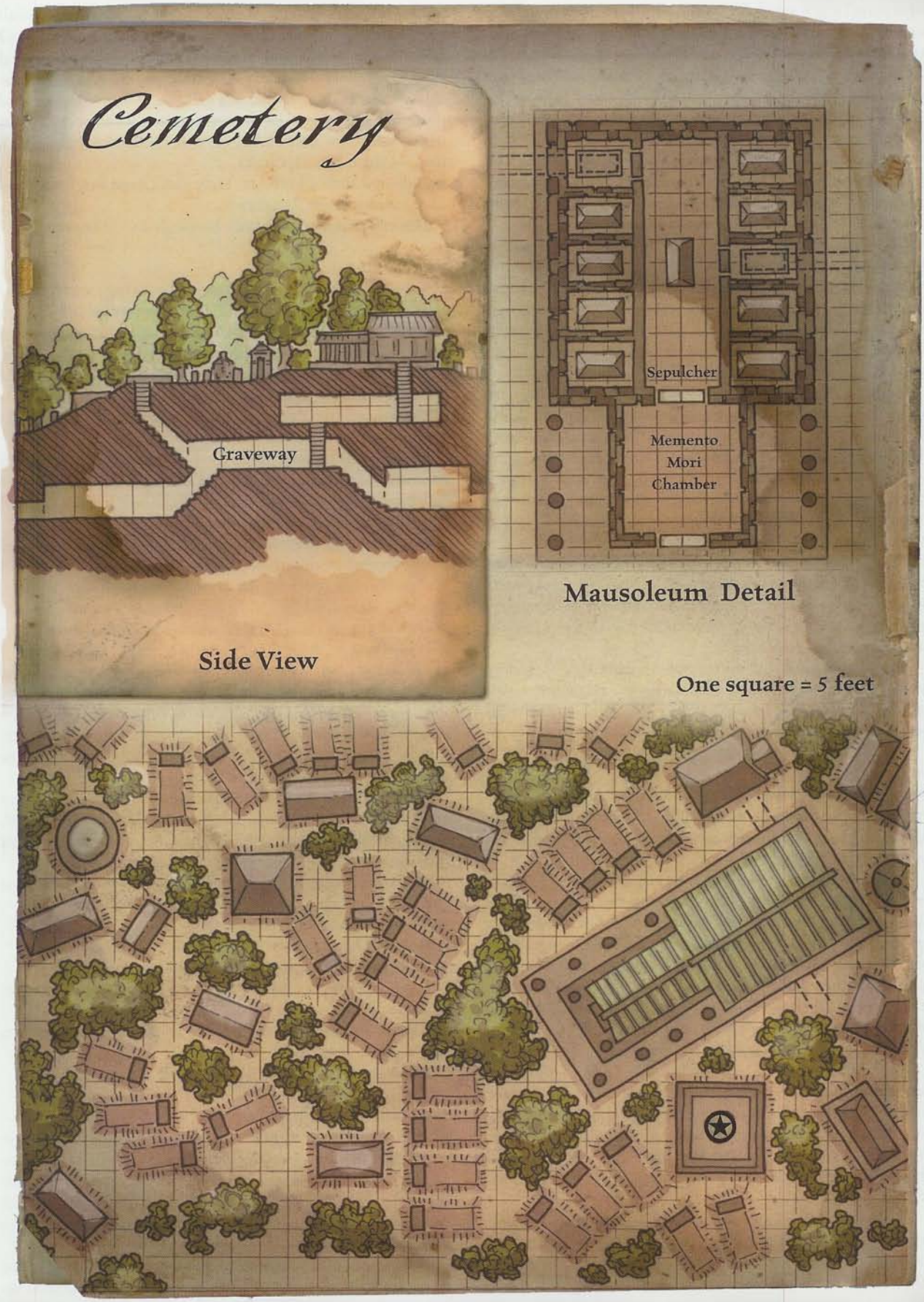
Rejuvenation (Su): In most cases, it's difficult to destroy a ghost through simple combat: The "destroyed" spirit often restores itself in 2d4 days. Even the most powerful spells are usually only temporary solutions. A ghost that would otherwise be destroyed returns to its old haunts with a successful level check (1d20 + ghost's HD) against DC 16. As a rule, the only way to eliminate a ghost for sure is to determine the reason for its existence and set right whatever prevents it from resting in peace. The exact means varies with each spirit and may require a good deal of research.

In addition, each ghost has one or more of the following special abilities, as described in the statistics blocks below.

Corrupting Gaze (Su): A ghost can blast living beings with a glance, at a range of up to 30 feet. Creatures that meet the ghost's gaze must succeed on a Fortitude save or take 2d10 points of damage and 1d4 points of Charisma damage; save DC noted by creature.

Corrupting Touch (Su): A ghost that hits a living target with its incorporeal touch attack deals 1d6 points of damage. Against ethereal opponents, it adds its Strength modifier to attack rolls and damage rolls. Against nonethereal opponents, it adds its Dexterity modifier to attack rolls only.

Draining Touch (Su): A ghost that hits a living target with its


Cemetery
Graveway
Side View
Sepulcher
Memento
Mori
Chamber
Mausoleum Detail
One square = 5 feet

incorporeal touch attack drains 1d4 points from any one ability score it selects. On each such successful attack, the ghost heals 5 points of damage to itself. Against ethereal opponents, it adds its Strength modifier to attack rolls only. Against nonethereal opponents, it adds its Dexterity modifier to attack rolls only.

Frightful Moan (Su): A ghost can emit a frightful moan as a standard action. All living creatures within a 30-foot spread must succeed on a Will save or become panicked for 2d4 rounds. This is a sonic, necromantic, mind-affecting fear effect. A creature that successfully saves against the moan cannot be affected by the same ghost's moan for 24 hours; save DC noted by creature.

Horrific Appearance (Su): Any living creature within 60 feet that views a ghost must succeed on a Fortitude save or immediately take 1d4 points of Strength damage, 1d4 points of Dexterity damage, and 1d4 points of Constitution damage. A creature that successfully saves against this effect cannot be affected by the same ghost's horrific appearance for 24 hours; save DC noted by creature.

Malevolence (Su): Once per round, an ethereal ghost can merge its body with a creature on the Material Plane. This ability is similar to a *magic jar* spell (caster level 10th or the ghost's Hit Dice, whichever is higher), except that it does not require a receptacle. To use this ability, the ghost must be manifested and it must try move into the target's space; moving into the target's space to use the malevolence ability does not provoke attacks of opportunity. The target can resist the attack with a successful Will save (DC 15 + ghost's Cha modifier). A creature that successfully saves cannot be affected by that same ghost's malevolence for 24 hours, and the ghost cannot enter the target's space. If the save fails, the ghost vanishes into the target's body; save DC noted by creature.

Telekinesis (Su): A ghost can use telekinesis as a standard action (caster level 12th or equal to the ghost's HD, whichever is higher). When a ghost uses this ability, it must wait 1d4 rounds before using it again; save DC noted by creature.

Ghost Ape

Ghost apes haunt lost cities deep in tropical jungles. Some served the city's masters during life and now guard the city against intruders, while others may have been the victims of necromantic experiments.

The method by which a ghost ape can permanently be put to rest varies based on how you choose to use them in your game. Those that serve as guardians of a location might continue to lurk nearby as long as the location exists (that is, until the location becomes completely destroyed, buried, or otherwise lost). Ghost apes that are the result of horrible experiments might exist as long as the means to recreate such experiments remain; characters who destroy the laboratory, tome of knowledge, or other source of the vile knowledge could free the ghost apes forever.

Many other animals have sufficient Charisma scores to become full-fledged ghosts, including badgers, bears, cats, cheetahs, dogs, elephants, eagles, hawks, horses, hyenas, leopards, lions, mules, porpoises, ravens, tigers, whales, wolves, and wolverines. Any of these creatures could make fine low-level ghosts for characters to encounter in haunted forests or ruined villages.

Ghost Ape: CR 4; Large undead (augmented animal, incorporeal); HD 4d12+3; hp 29; Init +2; Spd fly 30 ft. (perfect); AC 12, touch 12, flat-footed 10 or 14, touch 11, flat-footed 12 against ethereal foes; Base Atk +3; Grp +12; Atk +4 incorporeal melee touch (1d6, corrupting touch) or +7 melee (1d6+5 claw); Full Atk +4 incorporeal melee touch (1d6, corrupting touch) or +7 melee (1d6+5, 2 claws) and +2 melee (1d6+2, bite) against ethereal foes; Space/Reach 10 ft./10 ft.; SA corrupting touch, horrific appearance, manifestation; SQ darkvision 60 ft., incorporeal traits, low-light vision, rejuvenation, scent, +4 turn resistance, undead traits; SV Fort +4, Ref +6, Will +2; AL N; Str 21, Dex 15, Con —, Int 2, Wis 12, Cha 11.

Skills and Feats: Climb +14, Hide +10, Listen +14, Search +4, Spot +14; Alertness, Toughness.

Horrific Appearance (Su): Fortitude DC 12 negates.

Golgona, Ghost Medusa

Slain by a self-styled hero who wanted nothing more than her head as a trophy, Golgona now haunts her former lair, dealing death to those who would follow in her murderer's footsteps. She prefers to manifest in the midst of intruders, using her horrific appearance and petrifying gaze to spread terror among her foes. She picks off stragglers with her *ghost touch shortbow* and uses telekinesis to drag fleeing enemies back within range of her petrifying gaze or poison snakes.

She can only truly be put to rest by retrieving her head from the manor of the hero who slew her, located in a city a few dozen miles away. This may be difficult, since the hero has since gained status and is a respected member of the community.

Golgona: Female ghost medusa; CR 9; Medium undead (augmented monstrous humanoid, incorporeal); HD 6d12; hp 39; Init +2; Spd fly 30 ft. (perfect); AC 16, touch 16, flat-footed 14 or 15, touch 12, flat-footed 13 against ethereal foes; Base Atk +6; Grp +6; Atk +9 ranged (1d6+1/×3, *+1 ghost touch shortbow*) or +6 melee (1d4 plus poison, snakes) against ethereal foes; Full Atk +9/+4 ranged (1d6+1/×3, *+1 ghost touch shortbow*) or +6 melee (1d4 plus poison, snakes) against ethereal foes; SA horrific appearance, manifestation, petrifying gaze, poison, telekinesis; SQ darkvision 60 ft., incorporeal traits, rejuvenation, +4 turn resistance, undead traits; SV Fort +2, Ref +7, Will +6; AL LE; Str 10, Dex 15, Con —, Int 12, Wis 13, Cha 19.

Skills and Feats: Bluff +11, Diplomacy +8, Disguise +11 (+13 acting), Hide +10, Intimidate +8, Listen +9, Move Silently +8*, Search +9, Spot +16; Point Blank Shot, Precise Shot, Quicken Manifestation†.

*An incorporeal creature can always move silently if it chooses.

†New feat described on page 29.

Horrific Appearance (Su): Fortitude DC 17 negates.

Telekinesis (Su): Will DC 17 negates, caster level 12th.

Petrifying Gaze (Su): Turn to stone permanently, 30 feet, Fortitude DC 17 negates.

Poison (Ex): Injury, Fortitude DC 17, initial damage 1d6 Str, secondary damage 2d6 Str.

Possessions: *+1 ghost touch shortbow* with 20 arrows.

Korath of the Haunted Pass

Korath was once a respected elder among his fellow stone giants. But then he became consumed by the need for power and turned to evil. He was slain when he attempted to murder the other elders of his tribe. The tribe has long since moved on, but Korath remains behind, damned to live out eternity as a ghost, haunting a lonely mountain pass.

Korath uses his telekinesis to hurl rocks at passersby, since he has no physical ability to pick up and throw such objects on

the Material Plane. He employs his corrupting gaze on nearby targets, and also uses his sorcerer spells to aid in combat.

He can be put to rest only by being allowed to apologize to a member of his original tribe (or a descendant, depending on how long you decide it's been since he died). The tribe lives many miles away.

Korath the Elder: Male ghost stone giant elder sorcerer 4; CR 15; Large undead (augmented giant, earth, incorporeal); HD 18d12; hp 117; Init +4; Spd 40 ft., fly 30 ft. (perfect); AC 18, touch 18, flat-footed 14 or 24, touch 13, flat-footed 20 against ethereal foes; Base Atk +11; Grp +22; Atk +17 melee (greatclub, 2d8+10) against ethereal foes; Full Atk +17/+12/+7 melee (greatclub, 2d8+10) against ethereal foes; SA corrupting gaze, manifestation, rock throwing, spell-like abilities, spells, telekinesis; SQ darkvision 60 ft., familiar, incorporeal traits, low-light vision, rejuvenation, rock catching, +4 turn resistance, undead traits; SV Fort +10, Ref +9, Will +10; AL NE; Str 25, Dex 19, Con —, Int 12, Wis 14, Cha 20.

Skills and Feats: Climb +13, Concentration +9, Hide +19*, Jump +17, Knowledge (arcana) +5, Listen +10, Search +9, Spot +21, Tumble +6; Combat Reflexes, Eschew Materials, Iron Will, Point Blank Shot, Power Attack, Precise Shot, Weapon Focus (ray).

Corrupting Gaze (Su): Fortitude DC 24 negates.

Familiar: Korath chooses not to summon a familiar, seeing a potential familiar as more of a vulnerability than an asset.

Spell-Like Abilities (Sp): 1/day—*stone shape, stone tell,* or *transmute rock to mud* (DC 20); caster level 10th.

Telekinesis (Su): Will DC 24 negates; caster level 18th.

Sorcerer Spells Known (6/8/4 per day; caster level 4th): 0—*arcane mark, detect magic, ghost sound* (DC 15), *mage hand, open/close, ray of frost* (+16 ranged touch); 1st—*expeditious retreat, jump, shield;* 2nd—*mirror image.*

Laddy Bristerbuck, Forgotten Comrade

Laddy Bristerbuck was a happy-go-lucky sort of halfling, indulging his natural curiosity through the pursuit of adventure. But then he was betrayed by his comrades and left behind to be devoured by a blue dragon that inhabited the ruins of an ancient moathouse. Though the dragon is now dead, the moathouse has a new guardian: the ghost of Laddy Bristerbuck.

Laddy prefers trickery over confrontation, and uses telekinesis to make trouble for those who disturb his peace. Thrown rocks, characters pushed off balance at untimely moments, and other such "minor" annoyances might cause intruders to believe that they face a spellcaster or a group of invisible foes.

Laddy's spirit can be put to rest by bringing some or all of his three former comrades back to the moathouse to apologize for their actions. Exactly who or where these comrades are is up to the DM; they should probably be mid-level adventurers, though they might have retired from action, depending on how long ago you decide Laddy's death occurred. For a truly challenging task, one of the comrades might even have already passed away!

Laddy Bristerbuck: Male ghost halfling rogue 6; CR 8; Small undead (augmented humanoid, incorporeal); HD 6d12; hp 39; Init +8; Spd fly 30 ft. (perfect); AC 19, touch 19, flat-footed 15 or 18, touch 15, flat-footed 14 against ethereal foes; Base Atk +4; Grp +0; Atk or Full Atk +9 incorporeal melee touch (1d4 ability drain, draining touch) or +9 melee (1d4/19–20, short sword); SA draining touch, manifestation, sneak attack +3d6, telekinesis; SQ darkvision 60 ft., evasion, incorporeal traits, rejuvenation, trap sense +2, trapfinding, +4 turn resistance, uncanny dodge, undead traits; SV Fort +3, Ref +10, Will +4 (+6 against fear); AL CN; Str 10, Dex 18, Con —, Int 13, Wis 8, Cha 18.

Skills and Feats: Bluff +13, Climb +11, Diplomacy +6, Disguise +4 (+6 acting), Hide +25, Intimidate +6, Jump +11, Listen +18, Move Silently +15*, Search +18, Spot +16, Survival +0 (+2 following tracks), Tumble +6, Use Magic Device +13; Improved Initiative, Iron Will, Weapon Finesse.

*An incorporeal creature can always move silently if it chooses.

Evasion (Ex): If Laddy is exposed to any effect that normally allows him to attempt a Reflex saving throw for half damage, he takes no damage with a successful saving throw.

Sneak Attack (Ex): Laddy deals an extra 3d6 points of damage on any successful attack against flat-footed or flanked targets, or against a target that has been denied its Dexterity bonus for any reason. This damage also applies to ranged attacks against targets up to 30 feet away. Creatures with concealment, creatures without discernible anatomies, and creatures immune to extra damage from critical hits are all immune to sneak attacks. Laddy may choose to deliver nonlethal damage with his sneak attack, but only when using a weapon designed for that purpose, such as a sap (blackjack).

Telekinesis (Su): Will DC 17 negates; caster level 12th.

Trapfinding (Ex): Laddy can find, disarm, or bypass traps with a DC of 20 or higher. He can use the Search skill to find, and the Disable Device skill to disarm, magical traps (DC 25 + the level of the spell used to create it). If his Disable Device result exceeds the trap's DC by 10 or more, he discovers how to bypass the trap without triggering or disarming it.

Uncanny Dodge (Ex): Laddy retains his Dexterity bonus to AC even when flat-footed or targeted by an unseen foe (he still loses his Dexterity bonus if paralyzed or otherwise immobile).

Possessions: Masterwork studded leather armor.

Narthal, Bane of the Deeps

For decades, the kraken Narthal ruled over her undersea territory. She brooked no competitors to her control, hunting down and destroying all aquatic creatures that might have posed a threat to her. She even claimed the ocean's surface as her own, dragging many a ship to a watery grave.

A few years ago, her reign was ended by a sahuagin baron, who led an army of savage warriors against her. The waters frothed red that day, and many sahuagin lost their lives in the conflict. But Narthal died as well, and the baron claimed her territory as his own. The remaining sahuagin settled there, and soon a thriving community existed in the caverns once occupied by Narthal and her slaves.

But Narthal returned to existence, her evil not so easily extinguished. However, to her surprise she found that she could not approach to within a few miles of her former lair—some unknown force kept her from wreaking vengeance upon her slayers. She had to content herself with picking off occasional patrols or lone wandering sahuagin. For their part, the sahuagin know that they face some strange enemy, but don't yet realize the full danger.

Though Narthal hates sahuagin more than any other creature, she still sees herself as ruler of the entire region, and thus takes on any intruders. At least two ships have been lost in the region,

and a survivor claims to have spotted a tentacled beast during the attack.

Narthal can end her unlife only if the sahuagin presence in her lair is ended. Should this occur, she lasts only long enough to return to her caverns, then disappears forever.

Narthal: Female ghost kraken; CR 14; Gargantuan undead (aquatic, augmented magical beast, incorporeal); HD 20d12; hp 130; Init +4; Spd fly 30 ft. (perfect); AC 13, touch 13, flat-footed 13 or 20, touch 6, flat-footed 20 against ethereal creatures; Base Atk +20; Grp +44; Atk +16 incorporeal melee touch (1d4 ability drain, draining touch) or +28 melee (2d8+12, tentacle) against ethereal creatures; Full Atk +16 incorporeal melee touch (1d4 ability drain, draining touch) or +28 melee (2d8+12, 2 tentacles) and +23 melee (1d6+6, 6 tentacles) and +23 melee (4d6+6, bite) against ethereal creatures; Space/Reach 20 ft./15 ft. (60 ft. with tentacles or incorporeal melee touch, 30 ft. with arms); SA constrict 2d8+12 or 1d6+6, draining touch, improved grab, manifestation, telekinesis; SQ darkvision 60 ft., incorporeal traits, ink cloud, jet, low-light vision, rejuvenation, spell-like abilities, +4 turn resistance, undead traits; SV Fort +12, Ref +12, Will +13; AL NE; Str 34, Dex 10, Con —, Int 21, Wis 20, Cha 24.

Skills and Feats: Concentration +19, Diplomacy +11, Hide +8, Intimidate +18, Knowledge (geography) +17, Knowledge (nature) +16, Listen +38, Search +36, Sense Motive +17, Spot +38, Survival +5 (+7 following tracks, avoid getting lost), Swim +20*, Use Magic Device +18; Baleful Moan†, Blind-Fight, Expertise, Ghostly Grasp†, Improved Initiative, Iron Will, Quicken Manifestation†.

*+8 racial bonus on Swim to perform special actions or avoid hazards.

†New feats described in Chapter 2.

Constrict (Ex): A kraken deals automatic arm or tentacle damage with a successful grapple check.

Improved Grab (Ex): To use this ability, a kraken must hit with an arm or tentacle attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Ink Cloud (Ex): A kraken can emit a cloud of jet-black ink in an 80-foot spread once per minute as a free action. The cloud provides total concealment, which the kraken normally uses to escape a fight that is going badly. Creatures within the cloud are considered to be in darkness.

Jet (Ex): A kraken can jet backward once per round as a full-round action, at a speed of 280 feet. It must move in a straight line, but does not provoke attacks of opportunity while jetting.

Spell-Like Abilities: 1/day—*control weather, control winds, dominate animal* (DC 20), *resist energy.* Caster level 9th.

Telekinesis (Su): Will DC 27 negates; caster level 20th.

Skessak, Ghost Druid of the Swamp

Skessak was once a revered member of a powerful tribe of lizardfolk. The product of a union between a green dragon and the tribe's shaman, Skessak was thought by many to be the natural choice for the next tribal leader.

But then terror struck as the entire tribe was wiped out by a mercenary force hired by a local lord to clear out the swamp. Though he fought bravely, Skessak fell nonetheless. Somehow, this scene of mass slaughter caused Skessak to become a ghost, and now he roams incessantly through the swamp, attacking any who don't belong. Despite being neutral in life, in undeath Skessak's alignment has shifted to neutral evil.

Skessak's ghostly existence can be ended by bringing proof of the unprovoked slaughter to the king, a powerful druid of the region, or another appropriate authority.

Skessak: Male ghost half-green dragon lizardfolk druid 1; CR 6; Medium undead (augmented humanoid, incorporeal); HD 3d12; hp 21; Init +1; Spd fly 30 ft. (perfect); AC 16, touch 16, flat-footed 15 or 24, touch 11, flat-footed 23 against ethereal creatures; Base Atk +1; Grp +6; Atk +2 incorporeal melee touch (1d6, corrupting touch) or +6 melee (1d4+5, claw) against ethereal creatures; Full Atk +2 incorporeal melee touch (1d6, corrupting touch) or +6 melee (1d4+5, 2 claws) and +4 melee (1d6+2, bite) against ethereal creatures; SA breath weapon, corrupting touch, frightful moan, manifestation, spells; SQ darkvision 60 ft., hold breath, immunity to sleep, paralysis, and acid, incorporeal traits, low-light vision, rejuvenation, +4 turn resistance, undead traits, wild empathy +6 (+2 magical beasts); SV Fort +2, Ref +4, Will +4; AL NE; Str 21, Dex 12, Con —, Int 9, Wis 14, Cha 20.

Skills and Feats: Balance +10, Hide +9, Jump +14, Knowledge (nature) +5, Listen +10, Search +7, Spot +10, Survival +10, Swim +14, Tumble +3; Multiattack, Track.

Breath Weapon (Su): 30-foot cone, once per day, damage 6d8 acid, Reflex DC 16 half.

Frightful Moan (Su): Will DC 16 negates.

Druid Spells Prepared (caster level 1st): 0—*detect magic, guidance, read magic*; 1st—*longstrider, magic fang.*

Possessions: +2 leather armor.

Ss'viss'th, Lurker in Darkness

The ghostly illithid Ss'viss'th lives in its own personal hell, because it has been dead for so long it can no longer remember what brains taste like. Sometimes it dreams of the grand cerebral feasts of its life, but these visions only madden it further.

Cast out by its fellows for some long-forgotten slight, Ss'viss'th now roams through the deep, dark places of the world, searching for hapless creatures that it can destroy with its ghostly abilities. It opens combat with a *mind blast*, approaching stunned foes to use its horrific appearance and draining touch to finish the task.

Ss'viss'th can find eternal rest by devouring a single brain. Unfortunately, the only creatures that it can target for such a meal are other ethereal beings. Should Ss'viss'th be fortunate enough to encounter a character who chooses to fight it on the Ethereal Plane, it focuses all its attention on that individual. If it defeats an ethereal opponent, it quickly devours the foe's brain, then fades away satisfied.

Ss'viss'th: Ghost mind flayer; CR 10; Medium undead (augmented aberration, incorporeal); HD 8d12; hp 52; Init +6; Spd fly 30 ft. (perfect); AC 17, touch 17, flat-footed 15 or 15, touch 12, flat-footed 13 against ethereal creatures; Base Atk +6; Grp +7; Atk +8 melee touch (1d4 ability damage, draining touch) or +8 melee (1d4+1, tentacle) against ethereal creatures; Full Atk +8 melee touch (1d4 ability damage, draining touch) or +8 melee (1d4+1, 4 tentacles) against ethereal creatures; SA draining touch, extract, horrific appearance, improved grab, manifestation, *mind blast*, psionics; SQ darkvision 60 ft., incorporeal traits, rejuvenation, spell resistance 25, telepathy 100 ft., +4 turn resistance, undead traits; AL LE; SV Fort +2, Ref +4, Will +9; Str 12, Dex 14, Con —, Int 19, Wis 17, Cha 21.

Skills and Feats: Bluff +13, Concentration +15, Diplomacy +9, Disguise +5 (+7 acting), Hide +18, Intimidate +11, Knowledge (religion) +12, Listen +19, Move Silently +10*, Search +12, Sense Motive +7, Spot +19; Combat Casting, Improved Initiative, Weapon Finesse.

*An incorporeal creature can always move silently if it chooses.

Extract (Ex): A mind flayer that begins its turn with all four tentacles attached and that makes a successful grapple check automatically extracts the opponent's brain, instantly killing that creature. This power is useless against constructs, elementals, oozes, plants, and undead. It is not instantly fatal to foes with multiple heads, such as ettins and hydras.

Horrific Appearance (Su): Fortitude DC 19 negates.

Improved Grab (Ex): To use this ability, a mind flayer must hit a Small, Medium, or Large creature with its tentacle attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity. If it wins the grapple check, it establishes a hold and attaches the tentacle to the opponent's head. A mind flayer can grab a Huge or larger creature, but only if it can somehow reach the foe's head.

If a mind flayer begins its turn with at least one tentacle attached, it can try to attach its remaining tentacles with a single grapple check. The opponent can escape with a single successful grapple check or an Escape Artist check, but the mind flayer gets a +2 circumstance bonus for every tentacle that was attached at the beginning of the opponent's turn.

Mind Blast (Sp): This psionic attack is a cone 60 feet long. Anyone caught in this cone must succeed on a DC 19 Will save or be stunned for 3d4 rounds. Mind flayers often hunt using this power and then drag off one or two of their stunned victims to feed upon. This ability is the equivalent of a 4th-level spell.

Psionics (Sp): At will—*charm monster* (DC 19), *detect thoughts* (DC 17), *levitate, plane shift, suggestion* (DC 18). Effective caster level 8th.

Stronglimb, Spirit of the Woodlands

The treant known as Stronglimb died when orc marauders burned him alive. This horrible death resulted in Stronglimb returning as a ghost. Today, he serves as a guardian spirit for his former forest home, possessing despoilers of nature by way of his malevolence ability and using the captured hosts to wreak vengeance upon others who would injure his beloved woodlands.

Stronglimb's ghost can only be put to rest if it is proven that the forest no longer needs his guardianship. For instance, if a powerful druid or other character respectful of nature took the forest under her care—perhaps by setting up a stronghold within it or otherwise proving her dedication to this cause—Stronglimb would be able to depart forever.

Stronglimb: Male ghost treant; CR 10; Huge undead (augmented plant, incorporeal); HD 7d12; hp 45; Init –1; Spd fly 30 ft. (perfect); AC 10, touch 10, flat-footed 11 or 20, touch 7, flat-footed 20 against ethereal creatures; Base Atk +5; Grp +22; Atk none or +12 melee (2d6+9, slam) against ethereal creatures; Full Atk none or +12 melee (2d6+9, 2 slams) against ethereal creatures; Space/Reach 15 ft./15 ft.; SA *animate trees*, double damage against objects, frightful moan, malevolence, manifestation, trample 2d6+13; SQ damage reduction 10/slashing, darkvision 60 ft., incorporeal traits, low-light vision, rejuvenation, +4 turn resistance, undead traits, vulnerability to fire; AL N; SV Fort +5, Ref +1, Will +7; Str 29, Dex 8, Con —, Int 12, Wis 16, Cha 16.

Skills and Feats: Diplomacy +7, Hide –1*, Intimidate +8, Knowledge (nature) +8, Listen +16, Search +9, Sense Motive +8, Spot +16, Survival +8 (+10 aboveground); Improved Sunder, Iron Will, Power Attack.

*Treants have a +16 racial bonus on Hide checks made in forested areas.

Animate Trees (Sp): A treant can animate trees within 180 feet at will, controlling up to two trees at a time. It takes 1 full round for a normal tree to uproot itself. Thereafter it moves at a speed of 10 feet and fights as a treant in all respects. Animated trees lose their ability to move if the treant that animated them is incapacitated or moves out of range. The ability is otherwise similar to liveoak (caster level 12th). Animated trees have the same vulnerability to fire that a treant has.

Double Damage Against Objects (Ex): A treant or animated tree that makes a full attack against an object or structure deals double damage.

Frightful Moan (Su): Will DC 16 negates.

Malevolence (Su): Will DC 18 negates.

Trample (Ex): Reflex DC 22 half.

Vulnerability to Fire (Ex): Stronglimb takes half again as much (+50%) damage as normal from fire attacks.

Taryn Darena, Ghost on a Mission

In life, Taryn Darena served as a devoted cleric of St. Cuthbert, god of retribution. Thanks to her wisdom and strong leadership, she rose quickly through the ranks of the church. At the age of 24, she was given the charge of overseeing the spiritual life of the small town of Brightwater Reach. For three months, she provided guidance and protection to the villagers, but then tragedy struck. A pack of savage murderers known as the Ravagers pillaged the town, subjecting its inhabitants to unimaginable torture and brutality.

Soon afterward, Taryn awoke as a ghost, with one thought burning in her mind: retribution. The deaths of her flock must be avenged, and since that day she has committed herself to that goal alone. Only the death of the leader of the Ravagers—now a powerful warlord—will allow her spirit to rest.

But she can't complete the task without help. She requires a living vessel to leave the ruins of Brightwater Reach. Many times she has possessed promising individuals (sometimes with their willing assistance, and sometimes not), but she has yet to find the person who can help her gain vengeance against the town's slayers. Should the PCs find themselves exploring the burned-out rubble, Taryn attempts to possess a strong-looking character (preferably a fighter or barbarian, since they are less likely to be able to resist her malevolence ability). If she succeeds, she explains her plight to the other characters, but under no circumstances does she agree to leave her host body unless the PCs agree to help her in her quest. She isn't evil, only single-minded, but her years of undeath have reduced her ability to empathize with the needs of the living.

Taryn Darena: Female ghost human cleric 10; CR 12; Medium undead (augmented humanoid, incorporeal); HD 10d12; hp 65; Init +3; Spd fly 30 ft. (perfect); AC 13, touch 13, flat-footed 13 or 19, touch 9, flat-footed 19 against ethereal creatures; Base Atk +7; Grp +8; Atk +6 incorporeal melee touch (1d4 ability drain, draining touch) or +9 melee (1d8+1, masterwork morningstar) against ethereal creatures; Full Atk +6/+1 incorporeal melee

touch (1d4 ability drain, draining touch) or +9/+4 melee (1d8+1, masterwork morningstar) against ethereal creatures; SA draining touch, malevolence, manifestation, spells, turn undead 7/day (+6, 2d6+11, 10th); SQ darkvision 60 ft., incorporeal traits, rejuvenation, resistance 10 to positive energy effects, +4 turn resistance, undead traits; SV Fort +7, Ref +2, Will +10; AL LN; Str 12, Dex 8, Con —, Int 13, Wis 17, Cha 18.

Skills and Feats: Concentration +17, Diplomacy +14, Hide +1, Listen +11, Knowledge (religion) +9, Search +9, Sense Motive +11, Spot +11; Ability Focus (malevolence), Combat Expertise, Improved Initiative, Negotiator, Positive Energy Resistance†.

†New feat described on page 29.

Malevolence (Su): Will DC 21 negates.

Cleric Spells Prepared (caster level 10th): 0—*detect magic* (2), *light* (2), *read magic* (2); 1st—*command* (DC 15), *deathwatch*, *doom* (DC 15), *obscuring mist*, *sanctuary*[D], *shield of faith*; 2nd—*aid*, *calm emotions*[D], *darkness*, *hold person* (DC 16), *silence* (DC 16), *spiritual weapon*; 3rd—*dispel magic* (2), *invisibility purge*, *protection from energy*[D], *searing light*; 4th—*dimensional anchor* (+6 ranged touch), *order's wrath*[DL] (2) (DC 18), *spell immunity*, *summon monster IV*; 5th—*insect plague*, *slay living* (+8 melee touch; DC 19), *spell resistance*[D].

D: Domain spell. Domains: Law (cast law spells [L] at +1 caster level), Protection (protective ward grants +10 resistance bonus on next save, 1/day).

Possessions: Masterwork full plate armor, masterwork heavy steel shield, masterwork morningstar.

Xelkir, Deposed Tyrant

The beholder Xelkir once controlled all illegal activity in the large city of Anatrope. From its lair deep beneath the streets, the beholder oversaw a web of minions who ruled the underworld with strict authority. No one, not even the city's leaders, dared to cross Xelkir. But Xelkir's overconfidence proved its undoing. It was betrayed and slain by a trusted lieutenant, an elf rogue/monk named Ash.

Now Ash rules in Xelkir's place, but the murder of the beholder didn't prove as effective as the elf would have liked. Instead, Xelkir's ghost haunts the sewers and back alleys of Anatrope, hunting down its former henchmen and minions. Ash lives in secret terror of the creature, and keeps a number of clerics well paid to protect him and his lair.

Obviously, Xelkir seeks Ash's death, but has so far been unable to accomplish this. Though the beholder attacks anyone it encounters, savvy characters might be able to strike a deal with it. If the elf crimelord is slain or otherwise deposed from his position, the foul ghost can depart this existence.

Xelkir: Ghost beholder; CR 15; Large undead (augmented aberration, incorporeal); HD 11d12; hp 71; Init +6; Spd fly 30 ft. (perfect); AC 15, touch 15, flat-footed 13 or 26, touch 11, flat-footed 24 against ethereal creatures; Base Atk +8; Grp +12; Atk +9 ranged touch (special, eye rays) or +8 melee (2d4, bite) against ethereal creatures; Full Atk +9 ranged touch (special, eye rays) or +9 ranged touch (special, eye rays) and +8 melee (2d4, bite) against ethereal creatures; SA corrupting gaze, eye rays, horrific appearance, manifestation; SQ all-around vision, antimagic cone, darkvision 60 ft., incorporeal traits, rejuvenation, +4 turn resistance, undead traits; AL LE; SV Fort +5, Ref +5, Will +11; Str 10, Dex 14, Con —, Int 17, Wis 15, Cha 19.

Skills and Feats: Hide +20, Knowledge (arcana) +17, Listen +26, Search +29, Spellcraft +5, Spot +30, Survival +0 (+2 following tracks); Alertness[B], Flyby Attack, Great Fortitude, Improved Initiative, Iron Will.

All-Around Vision (Ex): Beholders are exceptionally alert and circumspect. Their many eyes give them a +4 racial bonus on Spot and Search checks, and they can't be flanked.

Antimagic Cone (Su): Xelkir's central eye continually produces a 150-foot cone of antimagic. This effect functions just like *antimagic field* (caster level 13th). All magical and supernatural powers and effects within the cone are suppressed—even the beholder's own eye rays. Once each round, during its turn, Xelkir decides whether the antimagic cone is active or not (the beholder deactivates the cone by shutting its central eye).

Corrupting Gaze (Su): Fortitude DC 19 negates.

Eye Rays (Su): Each of Xelkir's ten eye rays resembles a spell cast by a 13th-level caster. Each eye ray has a range of 150 feet and a save DC of 19. The ten eye rays include:

Charm Monster: The target must succeed on a Will save or be affected as though by the spell. Beholders use this ray to confuse the opposition, usually employing it early in a fight. The beholder instructs a *charmed* target to either restrain a comrade or stand aside.

Charm Person: The target must succeed on a Will save or be affected as though by the spell. Beholders use this ray in the same manner as the *charm monster* ray.

Disintegrate: The target must succeed on a Fortitude save or be affected as though by the spell. Xelkir likes to use this ray on any foe it considers a real threat.

Fear: This works like the spell, except that it targets one creature. The target must succeed on a Will save or be affected as though by the spell. Xelkir likes to use this ray against warriors and other powerful creatures early in a fight, to break up the opposition.

Finger of Death: The target must succeed on a Fortitude save or be slain as though by the spell. The target takes 3d6+13 points of damage if its saving throw succeeds. Xelkir uses this ray to eliminate dangerous foes quickly.

Flesh to Stone: The target must succeed on a Fortitude save or be affected as though by the spell. Beholders like to aim this ray at enemy spellcasters. They also use it on any creature whose appearance they find interesting. (After the fight, the beholder takes the statue to its lair as a decoration.)

Inflict Moderate Wounds: This works like the spell, causing 2d8+10 points of damage (Will half).

Sleep: This works like the spell, except that it affects one creature with any number of Hit Dice (Will negates). Beholders like to use this ray against warriors and other physically powerful creatures. They know their foes can quickly awaken the sleepers, but they also know that doing so takes time and can delay an effective counterattack.

Slow: This works like the spell, except that it affects one creature. The target can make a Will save to negate the effect. Beholders often use this ray against the same creature targeted by their *disintegrate*, *flesh to stone*, or *finger of death* ray. If one of the former rays fails to eliminate the foe, this ray might at least hamper it.

Telekinesis: Xelkir can move objects or creatures that weigh up to 325 pounds, as though with a *telekinesis* spell. Creatures can resist the effect with a successful Will save.

Horrific Appearance (Su): Fortitude DC 19 negates.

GHOST VARIANTS

The list of special attacks in the *Monster Manual* allows for a wide variety of ghosts. Here are two more variants for your campaign.

Haunting Ghost

A haunting ghost lurks in foreboding, often deserted areas. Typically, it seeks to drive away all living creatures from its domain. Though it has no ability to physically interact with corporeal creatures, it can use its special abilities to control, frighten, or even injure intruders.

In addition to the one or both of the special attacks described below, a haunting ghost often possesses the frightful moan or telekinesis abilities described in the *Monster Manual*. The caster level for the abilities listed below is equal to the ghost's HD. Save DCs are 10 + 1/2 ghost's HD + ghost's Cha modifier.

Special Attacks: *Illusion (Su)*: A haunting ghost can create a major image effect at will. It often uses this to craft horrifying images of walking dead, pits of hellfire, blood dripping from the walls, and the like.

Suggestion (Su): A haunting ghost can make use a *suggestion* effect once per hour. A target that successfully saves against this power cannot be targeted again by the same haunting ghost for 24 hours.

CR Adjustment: +0.

Sagacious Ghost

Some ghosts possess vast stores of knowledge, making them akin to an undead library. Depending on alignment, these ghosts might offer information freely or at a dire cost.

Special Qualities: *Lore (Ex)*: A sagacious ghost's lore ability is the equivalent of the bard's bardic knowledge class feature. The ghost adds its HD and its Charisma modifier to the check to see what knowledge it possesses.

Skills: A sagacious ghost has a +4 racial bonus on 1d4+1 Knowledge skills.

CR Adjustment: +0.

LICHES

This section details six liches of varying backgrounds and challenges, from a goblin adept to a powerful archmage. It also includes two variant liches.

The Lich's Phylactery

Every lich has a phylactery that stores its life force. Creation of this phylactery is a prerequisite for becoming a lich. A phylactery is extraordinarily expensive in terms of gp cost, XP cost, and time to create. Do not count a phylactery as part of an NPC lich's treasure—possession of the phylactery is considered as part of the lich's normal Challenge Rating (though a PC lich, if you allow such, must pay for its phylactery as normal).

A lich can construct only a single phylactery. A lich whose phylactery is destroyed suffers no harm, but cannot construct a new one. If a lich without a phylactery is slain, the lich is forever destroyed. A phylactery in an *antimagic field* cannot recreate a destroyed lich, though the lich returns to life 1d10 days after the phylactery is removed from the area.

The phylactery of a lich usually takes the form of a sealed metal box containing strips of parchment bearing magical phrases. The phylactery can exist in other forms as well, though it must either contain or bear an arcane inscription. Regardless of the phylactery's form, its game statistics remain the same: size Tiny, hp 40, hardness 20, break DC 40. As a magic item, it receives saving throws against magical effects that can affect objects. Its saving throw bonuses are equal to 2 + 1/2 the creator's caster level at the time of creation (or, if the phylactery is held or worn, equal to the wearing creature's save bonuses, if higher).

Liches rarely carry their phylacteries with them, since this would result in the easy discovery of the item by would-be slayers. Most liches keep their phylacteries well-hidden (either somewhere in their lair or in some other distant location, possibly even on another plane). Most liches also disguise their phylacteries with *obscure object*, *nondetection*, *Nystul's magic aura*, *sequester*, or similar effects to prevent easy location by enemies. Some employ guardians as well, preferring guardians that can keep a secret (such as golems) or those willing to work without asking too many questions. Under no circumstances does a lich tell the guardian the true nature of what it guards!

An *identify* or *analyze dweomer* spell, or a DC 25 Knowledge (arcana) check, can identify an item as a phylactery, though illusions or other trickery can potentially prevent such identification. A phylactery cannot be part of another magic item, nor may additional magical properties be built into it.

10 Sample Phylacteries

1	A hollow silver sphere hanging from a silver chain and containing strips of inscribed parchment
2	A gold ring bearing arcane inscriptions on the inside of the band
3	A hollow gold sphere containing strips of inscribed parchment, set atop a darkwood staff
4	An ivory box bearing arcane sigils across all six sides
5	A sealed clay jar containing strips of inscribed parchment
6	A crystal cube with magical phrases carved on all six sides
7	A hollow platinum circlet containing tiny strips of inscribed parchment rolled tightly inside
8	A gold-plated skull with magical phrases engraved upon the teeth
9	An iron flask containing strips of inscribed parchment
10	A flawless diamond bearing tiny magical inscriptions, set into a golden crown

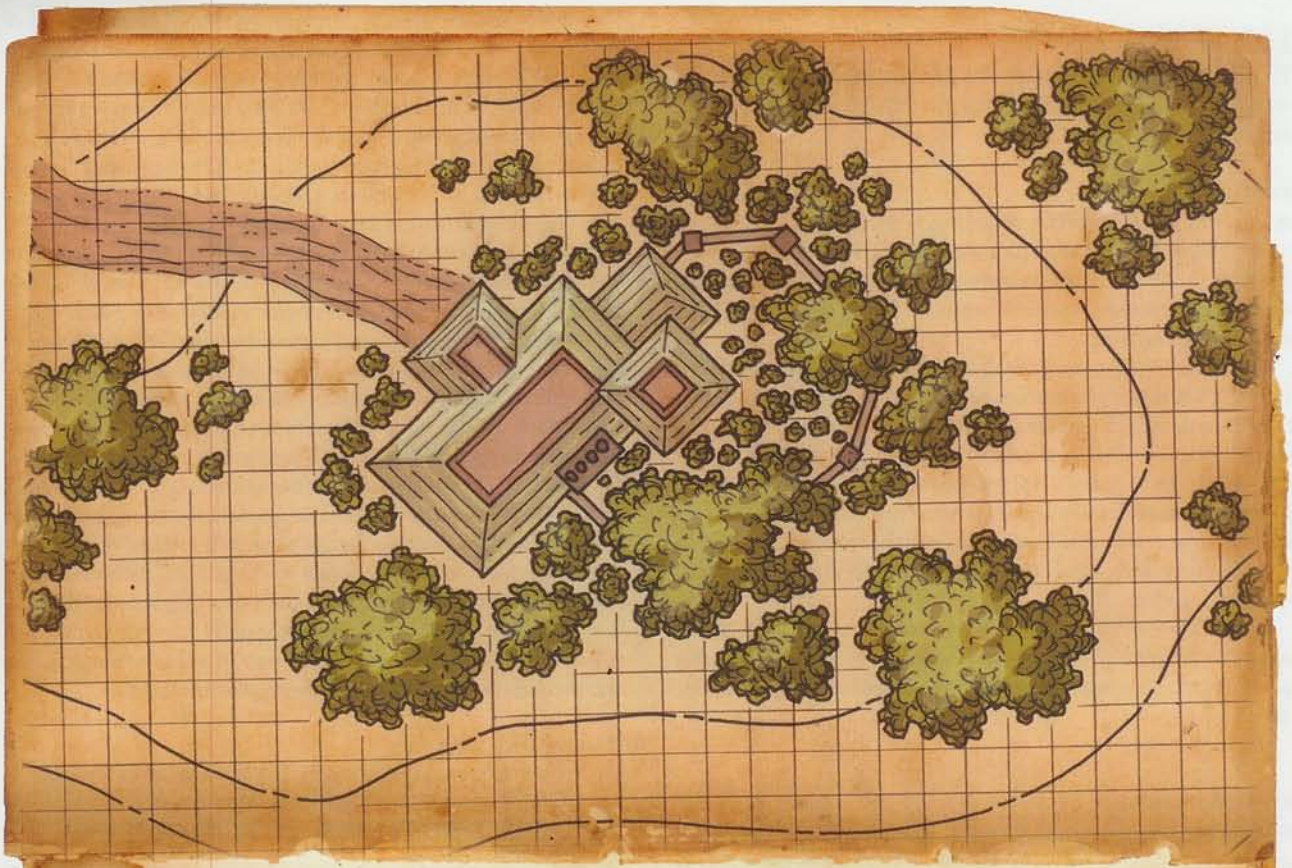
SAMPLE LICHES

Each description includes roleplaying tips and information on the lich's phylactery.

All liches share the following special abilities:

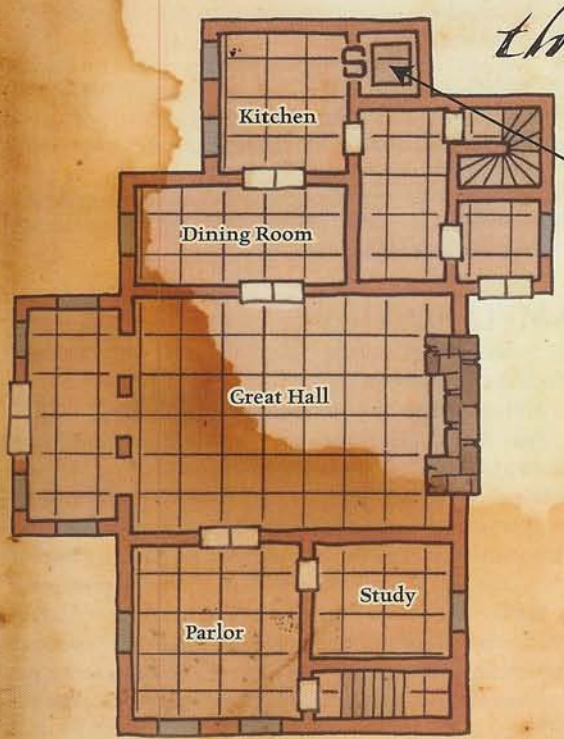
Fear Aura (Su): Liches are shrouded in a dreadful aura of death and evil. Creatures of fewer than 5 HD in a 60-foot radius that look at the lich must succeed on a Will save or be affected as though by a fear spell from a sorcerer of the lich's level. A creature that successfully saves cannot be affected by that same lich's aura for 24 hours; Will save DC given by creature.

Paralyzing Touch (Su): Any living creature a lich hits with its touch attack must succeed on a Fortitude save or be permanently paralyzed. *Remove paralysis* or any spell that can remove a curse can free the victim (see the *bestow curse* spell description, page 203 of the *Player's Handbook*). The effect cannot be dispelled. Anyone paralyzed by a lich seems dead, though a DC 20 Spot check or a DC 15 Heal check reveals that the victim is still alive; Fortitude save DC listed by creature.



House on the Hill

Ground Floor



Upper Floor

One square = 5 feet

Immunities (Ex): Liches have immunity to cold, electricity, polymorph (though they can use polymorph effects on themselves), and mind-affecting spells and abilities.

Dallia Thistledown, Concealed Evil

Dallia Thistledown is the nicest little halfling you'd ever want to meet. She's kind and friendly, always greeting friends and strangers alike with a beaming smile and freshly baked cinnamon rolls or tea cakes. She's nice to animals and great with children. In fact, in the two years she's worked in the castle kitchens, she's never uttered a cross word to anyone. Her songs brighten the mood of anyone hearing them.

The halfling who was Dallia Thistledown actually died three years ago when she completed the process that transformed her into a lich. Now she steals royal secrets for the kingdom's enemies while posing as a humble cook. Of course, she's only doing that to gain enough wealth and power to take over a kingdom for her own.

Dallia is best introduced to the PCs at low levels, when her magic is easily potent enough to guard against accidental discovery. As the characters gain levels, they become privy to rumors that someone has been selling secret information to enemies of the kingdom. Of course, she's smart enough to plant red herrings, placing the blame on any of a number of others (including perhaps the PCs themselves). She'll try to escape rather than face a stand-up fight, and might eventually turn up in the service of another powerful enemy of the PCs.

Dallia's phylactery is typical for liches: a small metal box containing strips of parchment. She has hidden it deep in an unused part of the castle's dungeon, with its magical power concealed by *Nystul's magic aura*. Her hoard of coins and gems is hidden in the same place—she only carries a few silver and copper pieces in her disguise, along with her magic items (also protected by *Nystul's magic aura*).

Dallia Thistledown: Female halfling lich bard 12; CR 14; Small undead (augmented humanoid); HD 12d12; hp 78; Init +3; Spd 20 ft.; AC 19, touch 14, flat-footed 16; Base Atk +9; Grp +5; Atk or Full Atk +13 melee touch (1d8+5 negative energy plus paralysis, touch); SA bardic music 12/day (countersong, *fascinate*, inspire competence, inspire courage +2, inspire greatness, *song of freedom*, *suggestion*), damaging touch, fear aura, paralyzing touch, spells; SQ bardic knowledge +14, damage reduction 15/bludgeoning and magic, darkvision 60 ft., immunity to cold, electricity, polymorph, and mind-affecting spells and abilities, +4 turn resistance, undead traits; SV Fort +5, Ref +12, Will +9; AL CE; Str 10, Dex 16, Con —, Int 15, Wis 10, Cha 20.

Skills and Feats: Bluff +20, Climb +2, Concentration +15, Decipher Script +7, Diplomacy +9, Disguise +20 (+22 acting), Hide +23, Climb +2, Gather Information +15, Intimidate +7, Listen +13, Move Silently +20, Perform (sing) +20, Search +10, Sense Motive +8, Spot +8, Use Magic Device +20 (+22 scrolls); Craft Wondrous Item, Dodge, Mobility, Spring Attack, Weapon Finesse.

Bardic Music: Use bardic music twelve times per day. See page 29 of the *Player's Handbook*.

Countersong (Su): Use music or poetics to counter magical effects that depend on sound.

Fascinate (Sp): Use music or poetics to cause one or more creatures to become fascinated with her.

Inspire Competence (Su): Use music or poetics to help an ally succeed at a task.

Inspire Courage (Su): Use music or poetics to bolster her allies against fear and improve their combat abilities.

Inspire Greatness (Su): Use music or poetics to inspire greatness in herself or an ally, granting her target extra fighting capability.

Song of Freedom (Sp): Use music or poetics to create an effect equivalent to the *break enchantment* spell.

Suggestion (Sp): Use music or poetics to make a *suggestion* (as the spell) to a creature that she has already fascinated.

Fear Aura (Su): Will DC 21 negates.

Paralyzing Touch (Su): Fortitude DC 21 negates.

Bard Spells Known (3/5/4/4/3 per day; caster level 12th); 0—*daze* (DC 15), *detect magic*, *lullaby* (DC 15), *mage hand*, *message*, *read magic*; 1st—*disguise self*, *expeditious retreat*, *Nystul's magic aura*, *undetectable alignment*; 2nd—*detect thoughts* (DC 17), *mirror image*, *suggestion* (DC 17), *tongues*; 3rd—*charm monster* (DC 18), *dispel magic*, *glibness*, *scrying* (DC 18); 4th—*greater invisibility*, *dimension door*, *modify memory* (DC 19).

Possessions: ring of mind shielding, *wand of gaseous form* (30 charges; shaped like a wooden spoon), silver mirror (1,000 gp; focus for *scrying* spell), 14 gems (average value 350 gp each), 5,500 gp.

Durak the Eternal

A lifelong worshiper of Vecna, God of Secrets, Durak knew from an early age that he wanted to achieve eternal existence as an undead being. He would have preferred vampirism, but he didn't trust in his ability to escape the control of any vampire that spawned him. He amassed power and knowledge quickly, enabling him to achieve lichdom at the age of only 28.

Durak is now a relatively young lich, having experienced the transformation mere months ago. He appears mostly human, if a bit pale and sunken-eyed. He still venerates Vecna, and is busy amassing an army of undead minions (his Leadership score for the purpose of attracting followers is 18).

Durak's phylactery is an ornate unholy symbol, which he wears in his lair but leaves behind (guarded by undead minions) when he goes out in the field. He uses a standard, plainer one for spellcasting and rebuking undead.

Durak makes a great archvillain for an arc of the campaign. The PCs could run into his minions at lower levels or otherwise hear stories of the evil cleric building a skeleton army. After working their way through his defenses, they might meet Durak either in his lair or on the battlefield itself.

Durak the Eternal: Male human lich cleric 11; CR 13; Medium undead (augmented humanoid); HD 11d12; hp 71; Init +0; Spd 20 ft.; AC 26, touch 10, flat-footed 26; Base Atk +8; Grp +9; Atk or Full Atk +9 melee touch (1d8+5 negative energy plus paralysis, touch); SA damaging touch, fear aura, paralyzing touch, rebuke undead 6/day (+3, 2d6+14, 11th), spells; SQ damage reduction 15/bludgeoning and magic, darkvision 60 ft., immunity to cold, electricity, polymorph, and mind-affecting spells and abilities, +4 turn resistance, undead traits; SV Fort +8, Ref +4, Will +12; AL NE; Str 13, Dex 10, Con —, Int 10, Wis 19, Cha 16.

Skills and Feats: Concentration +13 (+17 casting defensively), Diplomacy +13, Hide +2, Knowledge (religion) +4, Listen +12, Move Silently +2, Search +8, Sense Motive +18, Spot +12; Combat Casting, Craft Wondrous Item, Quicken Turning†, Scribe Scroll, Undead Leadership†.

†New feats described in Chapter 2.

Fear Aura (Su): Will DC 18 negates.

Paralyzing Touch (Su): Fortitude DC 18 negates.

Cleric Spells Prepared (caster level 11th); 0—*detect magic* (2), *guidance, light, mending, read magic*; 1st—*bane* (DC 15), *cause fear* (DC 15), *detect good, divine favor, entropic shield, protection from good*[DE], *sanctuary*; 2nd—*death knell*[E] (DC 16), *desecrate*[DE], *enthrall* (DC 16), *owl's wisdom, resist energy, shatter*; 3rd—*bestow curse* (DC 17), *deeper darkness, dispel magic*[D], *invisibility purge, prayer, wind wall*; 4th—*dismissal* (DC 18), *divine power, poison* (+9 melee touch; DC 18), *sending, unholy blight*[DE] (DC 18); 5th—*flame strike* (DC 19), *righteous might, spell resistance*[D]; 6th—*create undead*[DE], *harm* (DC 20).

D: Domain spell. Domains: Evil (cast evil spells [E] at +1 caster level), Magic (use magic items as 5th-level wizard).

Possessions: +1 full plate armor, masterwork heavy steel shield, *cloak of resistance +1, wand of magic missile* (caster level 9th; 20 charges), divine scroll of *word of recall*, 2,500 gp, 11 art objects (average value 1,000 gp each), spell component pouch, unholy symbol/phylactery.

Erl the Gaunt

Erl, nicknamed "The Gaunt" because of his weak, sickly appearance, began his career as a lowly cleric of Wee Jas. Thanks to long patience, he mastered the twin powers of magic and death. But still Erl remained unsatisfied. Though he knew his life had centuries left, he railed against the very thought of mortality. At first he avoided the thought of lichdom, but eventually came to the logical conclusion that there was simply no better option.

Erl has a vast array of spells at his beck and call. He prefers to harass enemies with spells that entrap them or slow them down, including *acid fog, deeper darkness, Evard's black tentacles, sleet storm, wall of ice,* and *web.* When pushed into a fight, he focuses attention on a single target, weakening his foe with *summon swarm, ray of enfeeblement,* or *feeblemind* before using *disintegrate, poison,* or *slay living* to finish the enemy off. If the opportunity presents itself, he targets groups with *lightning bolt, greater command,* or *waves of fatigue.* Above all else, Erl is patient and willing to retreat from a losing fight, returning with a better selection of spells at a later time. He has a *contingency* effect active at all times (if attacked in melee, a *blink* spell is activated).

Erl's phylactery is a metal plate that serves as the front cover to one of his spellbooks, which are hidden in his lair. He casts *Nystul's magic aura* on it every week or so to mask its aura.

Erl: Male elf lich cleric 3/wizard 3/mystic theurge 8; CR 16; Medium undead (augmented humanoid); HD 14d12; hp 91; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 15; Base Atk +7; Grp +6; Atk or Full Atk +6 melee touch (1d8+5 negative energy plus paralysis, touch); SA damaging touch, fear aura, paralyzing touch, rebuke undead 4/day (+3, 2d6+4, 3rd), spells; SQ damage reduction 15/bludgeoning and magic, darkvision 60 ft., elf traits, familiar, immunity to cold, electricity, polymorph, and mind-affecting spells and abilities, low-light vision, +4 turn resistance, undead traits; SV Fort +9, Ref +9, Will +18 (+20 against enchantments); AL LE; Str 8, Dex 14, Con —, Int 24, Wis 16, Cha 12.

Skills and Feats: Concentration +18, Decipher Script +19, Diplomacy +3, Hide +10, Knowledge (arcana) +19, Knowledge (history) +13, Knowledge (religion) +19, Listen +14, Move Silently +10, Search +15, Sense Motive +22 Spellcraft +26, Spot +14; Craft Wondrous Item, Scribe Scroll[B], Spell Focus (enchantment), Spell Focus (evocation), Spell Focus (necromancy), Spell Penetration.

Elf Traits: Elves have immunity to magic sleep effects. An elf who merely passes within 5 feet of a secret or concealed door is entitled to a Search check to notice it as if he were actively looking for it.

Familiar: Erl chooses not to summon a familiar, seeing a potential familiar as more of a vulnerability than an asset.

Fear Aura (Su): Will DC 18 negates.

Paralyzing Touch (Su): Fortitude DC 18 negates.

Cleric Spells Prepared (caster level 11th): 0—*detect magic* (2), *guidance, mending, read magic, virtue*; 1st—*bane* (DC 15), *cause fear*[D] (DC 15), *command* (DC 15), *comprehend languages, divine favor, obscuring mist, shield of faith*; 2nd—*death knell*[D] (DC 16), *hold person* (DC 16), *owl's wisdom, resist energy, silence* (DC 15), *sound burst* (DC 16); 3rd—*bestow curse* (DC 17), *deeper darkness, invisibility purge, magic circle against chaos*[DL], *protection from energy, wind wall*; 4th—*dimensional anchor* (+9 ranged touch), *divine power, order's wrath*[DL] (DC 18), *poison* (+6 melee touch; DC 18); 5th—*greater command* (DC 19), *slay living*[D] (+6 melee touch; DC 19), *spell resistance*; 6th—*hold monster*[D] (DC 20), *word of recall.*

D: Domain spell. Domains: Death (death touch 1/day, damage 3d6), Law (cast law spells [L] at +1 caster level).

Wizard Spells Prepared (caster level 11th); 0—*arcane mark, dancing lights, ghost sound* (DC 17), *touch of fatigue* (+6 melee touch; DC 18); 1st—*alarm, mage armor, magic missile, ray of enfeeblement* (2) (+9 ranged touch), *shield*; 2nd—*blur, darkness, false life, fog cloud, summon swarm, web* (DC 19); 3rd—*dispel magic* (2), *lightning bolt* (DC 21), *ray of exhaustion* (+9 ranged touch; DC 21), *sleet storm, slow* (DC 20); 4th—*confusion* (DC 22), *Evard's black tentacles, ice storm, wall of ice* (DC 22); 5th—*feeblemind* (DC 23), *teleport, waves of fatigue*; 6th—*acid fog, disintegrate* (+9 ranged touch; DC 23).

Spellbook: as above plus 0—all; 1st—*charm person, chill touch, disguise self, expeditious retreat, obscuring mist, shocking grasp, true strike, unseen servant*; 2nd—*arcane lock, command undead, detect thoughts, invisibility, protection from arrows, see invisibility, spider climb, touch of idiocy* (+6 melee touch); 3rd—*blink, explosive runes, fireball, fly, nondetection, suggestion*; 4th—*animate dead, arcane eye, enervation, greater invisibility, lesser globe of invulnerability, solid fog*; 5th—*Mordenkainen's faithful hound, Mordenkainen's private sanctum, mind fog, nightmare*; 6th—*chain lightning, contingency, guards and wards, wall of iron.*

Possessions: cloak of resistance +3, staff of fire (25 charges), *headband of intellect +4,* arcane scroll of *chain lightning,* divine scroll of *harm,* 1,270 pp, 40 assorted gems (average 250 gp each), ivory statuette of himself (1,500 gp; focus for *contingency*), spell component pouch, spellbooks, phylactery.

Krilla Darkhand

The remorseless Krilla Darkhand may well be the weakest lich in existence. As an adept, she doesn't have anywhere near the magical power possessed by a typical lich. However, she makes up for that with her tenaciousness, as well as a proactive attitude about destroying that which is good and pure in the world.

Uninterested in hiding in a dark cave somewhere, waiting for adventurers to come knocking on her door, Krilla instead works as an assassin and bounty hunter. She has no allegiances—she killed her entire tribe as a mass sacrifice to the powers of death—and looks out only for herself. She uses her small size to make foes think she lacks power, then unleashes her most potent spells to ensure they don't make the same mistake (or any other mistake) again.

Krilla's phylactery is a tiny metal bauble that dangles from her familiar's collar. If Krilla fears death and can't escape, she sends her familiar running (possibly using *obscuring mist* to hide its retreat), so that she can return another day.

Krilla works best as a tough challenge for mid-level characters, using stealth and surprise to give her an advantage. She isn't powerful enough for a stand-up, fair fight, and she knows that well.

Krilla Darkhand: Female goblin lich adept 11; CR 12; Small undead (augmented humanoid); HD 11d12; hp 71; Init +2; Spd 30 ft.; AC 22, touch 12, flat-footed 20; Base Atk +5; Grp –1; Atk or Full Atk +3 melee touch (1d8+5 negative energy plus paralysis, touch) or +8 ranged (1d6+1 nonlethal damage plus sleep, masterwork light crossbow); SA damaging touch, fear aura, paralyzing touch, spells; SQ damage reduction 15/bludgeoning and magic, darkvision 60 ft., familiar, immunity to cold, electricity, polymorph, and mind-affecting spells and abilities, +4 turn resistance, undead traits; SV Fort +3, Ref +7, Will +11; AL NE; Str 6, Dex 14, Con —, Int 15, Wis 19, Cha 14.

Skills and Feats: Concentration +16, Hide +13, Knowledge (arcana) +9, Knowledge (religion) +9, Listen +14, Move Silently +18, Ride +6, Search +10, Sense Motive +12, Spellcraft +4, Spot +14, Survival +18; Alertness, Armor Proficiency (light), Craft Wondrous Item, Track.

Fear Aura (Su): Will DC 17 negates.

Paralyzing Touch (Su): Fortitude DC 17 negates.

Adept Spells Prepared (caster level 11th); 0—*detect magic, read magic, touch of fatigue* (+3 melee touch; DC 14); 1st—*burning hands* (DC 15), *cause fear* (2) (DC 15), *obscuring mist*; 2nd—*invisibility, mirror image, see invisibility, web* (DC 16); 3rd—*deeper darkness, lightning bolt* (2) (DC 17).

Possessions: +1 chain shirt, boots of elvenkind, potion of owl's wisdom, potion of displacement, 10 *sleep bolts,* masterwork light crossbow, 22 pp, 7 gems (average value 200 gp), spell component pouch, phylactery.

Familiar: Tiny animal; HD 11d8; hp 37; Init +2; Spd 20 ft., climb 20 ft.; AC 20, touch 14, flat-footed 18; Base Atk +5; Grp –7; Atk or Full Atk +7 melee (1d3–4, bite); SA deliver touch spells; SQ empathic link, improved evasion, share spells, speak with master, speak with animals; SV Fort +3, Ref +5, Will +8; AL NE; Str 3, Dex 15, Con 10, Int 11, Wis 12, Cha 5.

Skills and Feats: Balance +10, Concentration +14, Hide +11, Knowledge (arcana) +7, Knowledge (religion) +7, Move Silently +8, Spot +10, Survival +15; Weapon Finesse.

Kur'latt, Githzerai Lich

Kur'latt was once an up-and-coming member of a very successful rrakkma (mind flayer hunting party). A brush with death on an otherwise routine mission forced him to reevaluate his priorities. His own mortality—something that had rarely entered his thinking before then—suddenly seemed extraordinarily fragile. Quietly, he began to research methods of extending one's lifespan beyond the normal limits. Eventually, he stumbled upon the secrets of lichdom—a process much hated by most githzerai, since the githyanki's ruler for many centuries has been a dreaded lich-queen—and realized that this was what he wanted. After mastering the necessary arcane arts, Kur'latt completed his phylactery and ended his life, only to rise soon afterward as a lich.

Kur'latt favors stealth and defense to overt attacks. He relies on sneak attacks (using spells such as *ray of frost, scorching ray,* and *disintegrate*) to dispatch his enemies. He also enjoys counterspelling opponents' magical attacks. His phylactery is a plain iron circlet that he keeps hidden on the Astral Plane (ironically, not far from a githyanki outpost).

Kur'latt: Male githzerai lich sorcerer 12/rogue 3; CR 18; Medium undead (augmented humanoid, extraplanar); HD 15d12+3; hp 100; Init +8; Spd 30 ft.; AC 25, touch 16, flat-footed 21; Base Atk +8; Grp +8; Atk or Full Atk +12 melee touch (1d8+5 plus paralysis, touch); SA damaging touch, fear aura, paralyzing touch, sneak attack +2d6, spells; SQ damage reduction 15/bludgeoning and magic, darkvision 60 ft., evasion, familiar, immunity to cold, electricity, polymorph, and mind-affecting spells and abilities, *inertial armor,* psionics, spell resistance 20, trap sense +1, trapfinding, +4 turn resistance, undead traits; AL NE; SV Fort +4, Ref +11, Will +9; Str 10, Dex 18, Con —, Int 15, Wis 12, Cha 24.

Skills and Feats: Balance +6, Bluff +25, Concentration +22, Craft (alchemy) +7, Diplomacy +9, Disguise +7 (+9 acting), Hide +12, Jump +6, Knowledge (arcana) +13, Intimidate +9, Listen +9, Move Silently +12, Search +10, Sense Motive +9, Spellcraft +19, Spot +9, Tumble +10; Craft Wondrous Item, Improved Counterspell, Improved Feint, Improved Initiative, Toughness, Weapon Finesse.

Evasion (Ex): If Kur'latt is exposed to any effect that normally allows him to attempt a Reflex saving throw for half damage, he takes no damage with a successful saving throw.

Familiar: Kur'latt chooses not to summon a familiar, seeing a potential familiar as more of a vulnerability than an asset.

Fear Aura (Su): Will DC 24 negates.

Inertial Armor (Sp): Githzerai can use psychic force to block an enemy's blows. This ability gives them a +4 armor bonus to Armor Class as long as they remain conscious. This is the equivalent of a 1st-level spell.

Paralyzing Touch (Su): Fortitude DC 24 negates.

Psionics (Sp): 3/day—*daze* (DC 24), *feather fall, shatter* (DC 25). Kur'latt can use *plane shift* (DC 31) once per day, caster level 15th.

Sneak Attack (Ex): Kur'latt deals an extra 2d6 points of damage on any successful attack against flat-footed or flanked targets, or against a target that has been denied its Dexterity bonus for any reason. This damage also applies to ranged attacks against targets up to 30 feet away. Creatures with concealment, creatures without discernible anatomies, and creatures immune to extra damage from critical hits are all immune to sneak attacks. Kur'latt may choose to deliver nonlethal damage with his sneak attack, but only when using a weapon designed for that purpose, such as a sap (blackjack).

Trapfinding (Ex): Kur'latt can find, disarm, or bypass traps with a DC of 20 or higher. He can use the Search skill to find, and the Disable Device skill to disarm, magical traps (DC 25 + the level of the spell used to create it). If his Disable Device result exceeds the trap's DC by 10 or more, he discovers how to bypass the trap without triggering or disarming it.

Sorcerer Spells Known (6/8/8/8/6/5/3 per day; caster level 12th): 0—*dancing lights, detect magic, ghost sound* (DC 17), *mage hand, open/close, ray of frost* (+12 ranged touch), *read magic, resistance, touch of fatigue* (+12 melee touch; DC 17); 1st—*alarm, magic missile, shield, shocking grasp* (+12 melee touch), *true strike*; 2nd—*blur, cat's grace, resist energy, scorching ray* (+12 ranged touch), *see invisibility*; 3rd—*dispel magic, ray of exhaustion* (+12 ranged touch; DC 20), *slow* (DC 20), *suggestion* (DC 20); 4th—*enervation* (+12 ranged

touch), *ice storm, lesser globe of invulnerability*; 5th—*feeblemind* (DC 22), *teleport*; 6th—*disintegrate* (+12 ranged touch; DC 23).

Possessions: ring of protection +2, cloak of Charisma +4, dust of disappearance (1 pinch), scroll of *Tenser's transformation*, 3,219 gp, 11 pearls (100 gp each), 9 assorted art objects (700 gp each), spell component pouch, phylactery.

Tevangia Zail, Archmage of Lichdom

The lich known as Tevangia Zail is an ancient creature of dire evil. In life a powerful wizard who often sold her services to kings and emperors, in undeath she has mastered the path of the archmage. Lately, she has begun to experience something resembling boredom. She lacks a challenge in her unlife, and isn't sure how to rectify that. So few creatures can provide a challenge to her magical prowess, after all.

Tevangia's phylactery is a traditional metal container, protected by *nondetection* (DC 21 caster level check to find by divination).

Tevangia Zail typically has the following spells active upon herself at all times, and their effects are included in the statistics below as appropriate: *detect scrying, false life* (+15 hp), *mage armor* (+4 AC), and *moment of prescience* (+20 insight bonus on any single attack, opposed ability or skill check, or save). She has a *contingency* spell that activates a *stoneskin* (damage reduction 10/adamantine) if attacked with a melee or ranged weapon. She has also spent three *wishes* to increase her Intelligence score.

Tevangia can serve as an excellent "new" enemy for high-level PCs. If she hears stories of their power and fame, she might simply show up on their doorstep (or in their study) and open up with a full array of deadly spells. Alternatively, characters might encounter her as advisor to a powerful evil ruler.

Tevangia Zail: Female half-elf lich evoker 13/archmage 5; CR 20; Medium undead (augmented humanoid); HD 18d12+3; hp 171; Init +2; Spd 30 ft.; AC 24, touch 15, flat-footed 22; Base Atk +8; Grp +7; Atk or Full Atk +7 melee touch (1d8+5 negative energy plus paralysis, touch); SA damaging touch, fear aura, paralyzing touch, spells; SQ damage reduction 15/bludgeoning and magic, darkvision 60 ft., half-elf traits, immunity to cold, electricity, polymorph, and mind-affecting spells and abilities, low-light vision, +4 turn resistance, undead traits; SV Fort +12, Ref +10, Will +17 (+19 vs. enchantments); AL LE; Str 8, Dex 14, Con —, Int 30, Wis 15, Cha 12.

Skills and Feats: Concentration +22, Decipher Script +16, Diplomacy +3, Hide +10, Knowledge (arcana) +21, Knowledge (the planes) +21, Listen +12, Move Silently +10, Search +23, Sense Motive +15, Spellcraft +36, Spot +22, Survival +0 (+2 other planes, following tracks); Alertness, Craft Wondrous Item, Great Fortitude, Heighten Spell, Quicken Spell, Scribe Scroll[B], Skill Focus (Spellcraft), Spell Focus (evocation), Spell Focus (transmutation), Spell Penetration, Toughness.

Half-Elf Traits: Half-elves have immunity to magic sleep effects. For all effects related to race, a half-elf is considered an elf.

High Arcana: Mastery of elements, mastery of shaping, spell power (+2 to caster level), spell-like ability (2/day—*meteor swarm* [+10 ranged touch; DC 29]).

Fear Aura (Su): Will DC 20 negates.

Paralyzing Touch (Su): Fortitude DC 20 negates.

Wizard Spells Prepared (caster level 20th; prohibited schools enchantment and illusion): 0—*arcane mark, detect magic, flare* (DC 20), *mage hand, ray of frost* (+10 ranged touch); 1st—*alarm, cause fear* (DC 21), *mage armor*†, *magic missile* (3), *shield, true strike*; 2nd—*cat's grace, false life*†, *flaming sphere* (DC 23), *Melf's acid arrow* (+10 ranged touch), *resist energy, shatter* (DC 23), *web* (DC 22), *whispering wind*; 3rd—*dispel magic, fireball* (DC 24), *fly, lightning bolt* (DC 24), *nondetection*†, *ray of exhaustion* (+10 ranged touch; DC 23), *vampiric touch*; 4th—*detect scrying*†, *dimension door, enervation* (+10 ranged touch), *fear* (DC 24), *fire shield, solid fog, wall of ice* (DC 25); 5th—*cone of cold* (DC 26), *dismissal* (DC 25), quickened *magic missile, teleport, wall of force*; 6th—*chain lightning* (DC 27), *disintegrate* (+10 ranged touch; DC 27), *flesh to stone* (DC 27), *greater dispel magic*, quickened *scorching ray* (+10 ranged touch), quickened *see invisibility*; 7th—*delayed blast fireball* (DC 28), *ethereal jaunt*, heightened *slow* (DC 28), *prismatic spray* (DC 28), *reverse gravity* (DC 28); 8th—*greater shout* (DC 29), *horrid wilting* (DC 28), *moment of prescience*†, quickened *enervation* (+10 ranged touch); 9th—*Bigby's crushing hand, energy drain* (+10 ranged touch; DC 29 to remove), *time stop*.

†Already cast.

Spellbook: as above plus 0—all except enchantment and illusion; 1st—*expeditious retreat, feather fall, identify, protection from good, ray of enfeeblement*; 2nd—*alter self, bull's strength, command undead, knock, rope trick, scorching ray*; 3rd—*blink, explosive runes, haste, stinking cloud*; 4th—*arcane eye, polymorph, stoneskin, wall of fire*; 5th—*overland flight, prying eyes, sending, wall of stone*; 6th—*analyze dweomer, antimagic field, globe of invulnerability, create undead*; 7th—*control undead, greater teleport*; 8th—*iron body, prismatic wall*; 9th—*etherealness, wish*.

Familiar: Tevangia has in the past had a rat familiar, but she chooses not to summon a new familiar, seeing a potential familiar as more of a vulnerability than an asset.

Possessions: cloak of resistance +3, ring of protection +3, headband of intellect +6, rod of metamagic (empower), brooch of shielding (101), arcane scroll of *greater teleport*, 18,000 gp, 25 gems (average value 300 gp), 20 art objects (average value 1,100 gp), spellbook, spell component pouch.

LICH VARIANTS

Liches are as varied as player characters themselves. Here are two more variants for your campaign.

Good Lich

Though conceptually an oxymoron, the idea of a good-aligned creature who chooses undead immortality over a normal lifespan is a compelling one. Such creatures typically dedicate themselves to some noble cause—protection of a sacred location, the tending of knowledge or learning, and so forth.

Special Attacks: Turn Undead (Su): A good lich can turn or destroy undead as a cleric of a level equal to its HD. (If the good lich already has the ability to turn undead, treat it as if its effective cleric level for turning was two higher than normal.)

Special Qualities: *Turning Immunity (Ex):* Good liches cannot be turned or destroyed by good clerics, nor by neutral clerics who turn undead. When neutral or evil clerics attempt to rebuke or command a good lich, the lich is turned or destroyed instead.

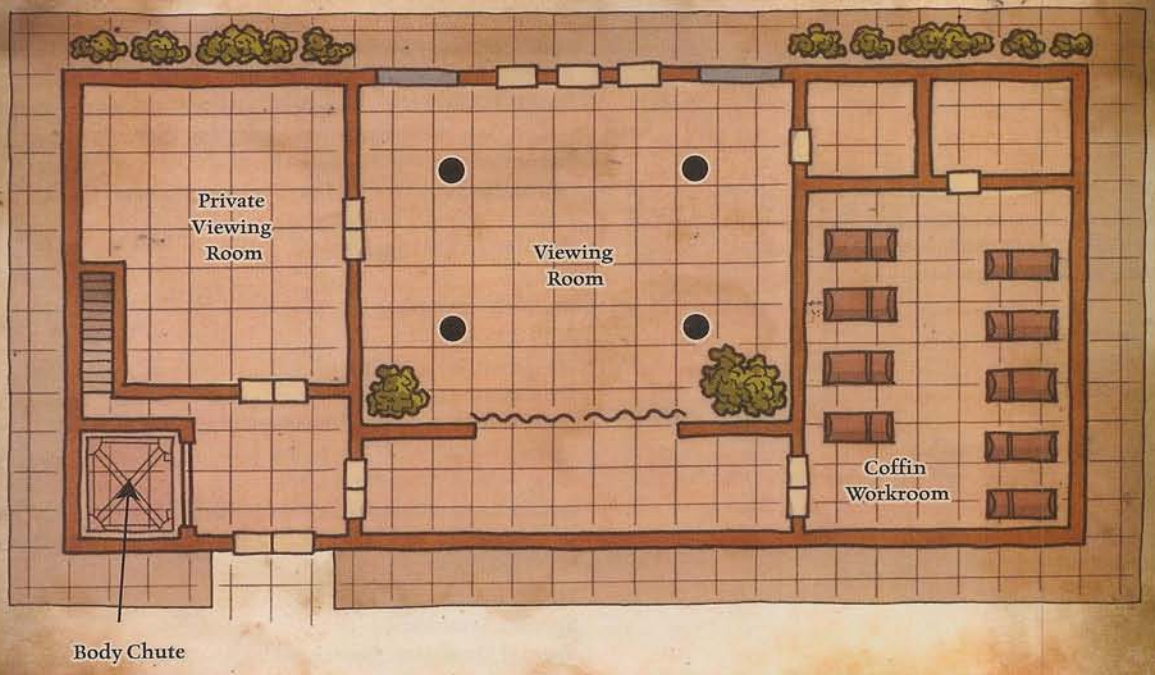
A good lich retains the normal lich's fear aura, though it can drop or raise the aura as a free action.

CR Adjustment: +1.

Lichfiend

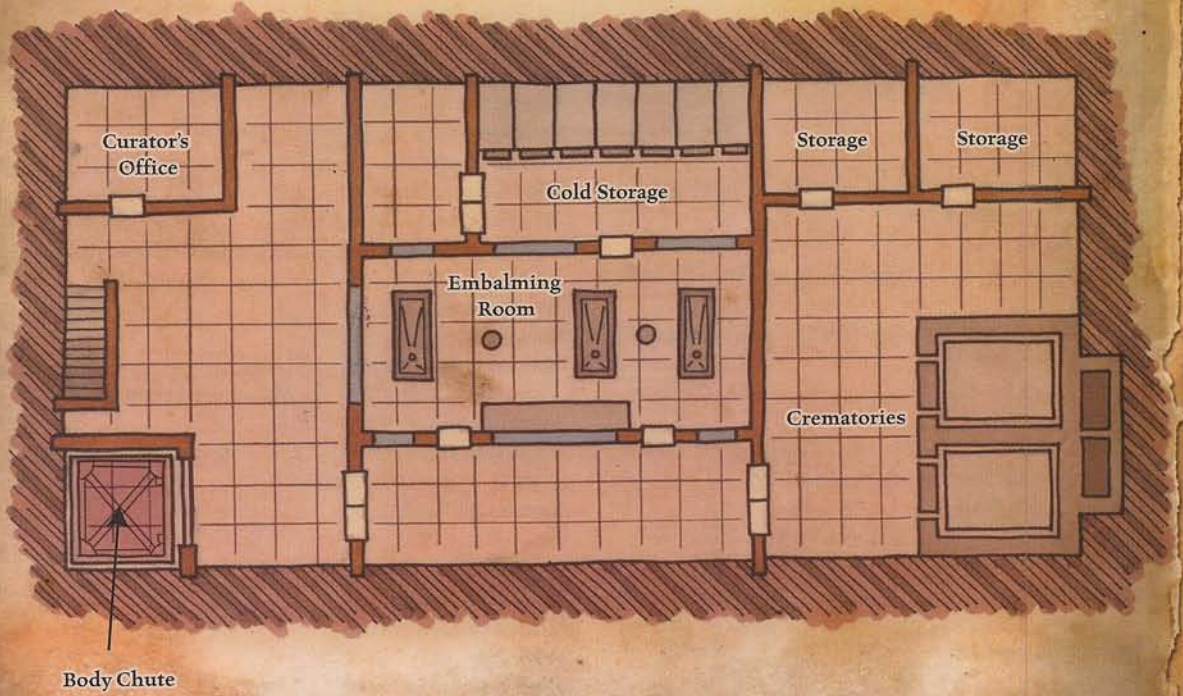
The lichfiend is an evil outsider (usually a demon or devil) that achieves lichdom. A lichfiend must have at least five at-will spell-

Main Floor



Mortuary

Basement



One square = 5 feet

like abilities, the Craft Wondrous Item feat, and a caster level of 11 or higher to construct its phylactery. Eligible creatures from the *Monster Manual* include the barghest (minimum 11 HD), balor, glabrezu, marilith, nalfeshnee, succubus, bone devil, horned devil, ice devil, and pit fiend. The lichfiend retains all the special abilities it had in life, and gains the typical abilities of a lich except as noted below.

Special Qualities: A lichfiend's damage reduction is 15/good and bludgeoning.

CR Adjustment: +0

SKELETONS

The following section presents a variety of skeletons, organized by size from Small to Gargantuan.

Dire Rat Skeleton

Small Undead
Hit Dice: 1d12 (6 hp)
Initiative: +8
Speed: 40 ft. (8 squares), climb 20 ft.
Armor Class: 16 (+1 size, +4 Dex, +1 natural), touch 15, flat-footed 12
Base Attack/Grapple: +0/–4
Attack: Bite +1 melee (1d4)
Full Attack: Bite +1 melee (1d4)
Space/Reach: 5 ft./5 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +0, Ref +4, Will +2
Abilities: Str 10, Dex 19, Con —, Int —, Wis 10, Cha 1
Feats: Improved Initiative
Challenge Rating: 1/3

Halfling Warrior Skeleton

Small Undead
Hit Dice: 1d12 (6 hp)
Initiative: +6
Speed: 20 ft. (4 squares)
Armor Class: 15 (+1 size, +2 Dex, +1 natural, +1 light wooden shield), touch 13, flat-footed 13
Base Attack/Grapple: +0/–4
Attack: Short sword +1 melee (1d4/19–20) or claw +1 melee (1d3)
Full Attack: Short sword +1 melee (1d4/19–20) or 2 claws +1 melee (1d3)
Space/Reach: 5 ft./5 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +0, Ref +2, Will +2
Abilities: Str 11, Dex 15, Con —, Int —, Wis 10, Cha 1
Feats: Improved Initiative
Challenge Rating: 1/3

Kobold Warrior Skeleton

Small Undead
Hit Dice: 1d12 (6 hp)
Initiative: +6
Speed: 30 ft. (6 squares)
Armor Class: 14 (+1 size, +2 Dex, +1 natural), touch 13, flat-footed 12
Base Attack/Grapple: +0/–3
Attack: Spear +0 melee (1d6–1/×3) or claw +0 melee (1d3)
Full Attack: Spear +0 melee (1d6–1/×3) or 2 claws +0 melee (1d3)
Space/Reach: 5 ft./5 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +0, Ref +2, Will +2
Abilities: Str 9, Dex 15, Con —, Int —, Wis 10, Cha 1
Feats: Improved Initiative
Challenge Rating: 1/3

Crocodile Skeleton

Medium Undead
Hit Dice: 3d12 (19 hp)
Initiative: +6
Speed: 20 ft. (4 squares), swim 30 ft.
Armor Class: (+1 Dex, +2 natural)
Base Attack/Grapple: +1/+5
Attack: Bite +5 melee (1d8+6) or tail slap +5 melee (1d12+6)
Full Attack: Bite +5 melee (1d8+6) or tail slap +5 melee (1d12+6)
Space/Reach: 5 ft./5 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +1, Ref +3, Will +3
Abilities: Str 19, Dex 14, Con —, Int —, Wis 10, Cha 1
Feats: Improved Initiative
Challenge Rating: 1

Dire Badger Skeleton

Medium Undead
Hit Dice: 3d12 (19 hp)
Initiative: +8
Speed: 30 ft. (6 squares), burrow 10 ft.
Armor Class: 16 (+4 Dex, +2 natural), touch 14, flat-footed 12
Base Attack/Grapple: +1/+3
Attack: Claw +3 melee (1d4+2)
Full Attack: 2 claws +3 melee (1d4+2) and bite –2 melee (1d6+1)
Space/Reach:
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +1, Ref +5, Will +3
Abilities: Str 14, Dex 19, Con —, Int —, Wis 10, Cha 1
Feats: Improved Initiative
Challenge Rating: 1

Gnoll Warrior Skeleton

Medium Undead
Hit Dice: 2d12 (13 hp)
Initiative: +5
Speed: 30 ft. (6 squares)
Armor Class: 15 (+1 Dex, +2 natural, +2 heavy steel shield), touch 11, flat-footed 14
Base Attack/Grapple: +1/+3

Attack: Battleaxe +3 melee (1d8+2/×3) or claw +3 melee (1d4+2)
Full Attack: Battleaxe +3 melee (1d8+2/×3) or 2 claws +3 melee (1d4+2)
Space/Reach: 5 ft./5 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +0, Ref +1, Will +3
Abilities: Str 15, Dex 12, Con —, Int —, Wis 10, Cha 1
Feats: Improved Initiative
Challenge Rating: 1

Brown Bear Skeleton

Large Undead
Hit Dice: 6d12 (39 hp)
Initiative: +6
Speed: 40 ft. (8 squares)
Armor Class: 13 (–1 size, +2 Dex, +2 natural), touch 11, flat-footed 11
Base Attack/Grapple: +3/+15
Attack: Claw +10 melee (1d8+8)
Full Attack: 2 claws +10 melee (1d8+8 and bite +5 melee (2d6+4)
Space/Reach: 10 ft./5 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +2, Ref +4, Will +5
Abilities: Str 27, Dex 15, Con —, Int —, Wis 10, Cha 1
Feats: Improved Initiative
Challenge Rating: 3

Deinonychus Skeleton

Large Undead
Hit Dice: 4d12 (26 hp)
Initiative: +6
Speed: 60 ft. (12 squares)
Armor Class: 14 (–1 size, +3 Dex, +2 natural), touch 12, flat-footed 11
Base Attack/Grapple: +2/+10
Attack: Talons +5 melee (2d6+4)
Full Attack: Talons +5 melee (2d6+4) and 2 foreclaws +0 melee (1d3+2) and bite +0 melee (2d4+2)
Space/Reach: 10 ft./5 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +1, Ref +4, Will +4
Abilities: Str 19, Dex 17, Con —, Int —, Wis 10, Cha 1
Feats: Improved Initiative
Challenge Rating: 2

Dire Bear Skeleton

Large Undead
Hit Dice: 12d12 (78 hp)
Initiative: +6
Speed: 40 ft. (8 squares)
Armor Class: 13 (–1 size, +2 Dex, +2 natural), touch 11, flat-footed 11
Base Attack/Grapple: +6/+20
Attack: Claw +15 melee (2d4+10)
Full Attack: 2 claws +15 melee (2d4+10 and bite +10 melee (2d8+5)
Space/Reach: 10 ft./5 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +4, Ref +6, Will +8
Abilities: Str 31, Dex 15, Con —, Int —, Wis 10, Cha 1
Feats: Improved Initiative
Challenge Rating: 6

Heavy Warhorse Skeleton

Large Undead
Hit Dice: 4d12 (26 hp)
Initiative: +6
Speed: 50 ft. (10 squares)
Armor Class: 13 (–1 size, +2 Dex, +2 natural), touch 11, flat-footed 11
Base Attack/Grapple: +2/+10
Attack: Hoof +5 melee (1d6+4)
Full Attack: 2 hooves +5 melee (1d6+4) and bite +0 melee (1d4+2)
Space/Reach: 10 ft./5 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +1, Ref +3, Will +4
Abilities: Str 18, Dex 15, Con —, Int —, Wis 10, Cha 1
Feats: Improved Initiative
Challenge Rating: 2

Minotaur Skeleton

Large Undead
Hit Dice: 6d12 (hp 39)
Initiative: +5
Speed: 30 ft. (6 squares)
Armor Class: 12 (–1 size, +1 Dex, +2 natural), touch 10, flat-footed 11
Base Attack/Grapple: +3/+11
Attack: Greataxe +6 melee (3d6+6/×3) or gore +6 melee (1d8+4)
Full Attack: Greataxe +6 melee (3d6+6/×3) and gore +1 melee (1d8+2); or 2 claws +6 melee (1d6+4) and gore +1 melee (1d8+2)
Space/Reach: 10 ft./10 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +2, Ref +3, Will +5
Abilities: Str 19, Dex 12, Con —, Int —, Wis 10, Cha 1
Feats: Improved Initiative
Challenge Rating: 3

Ogre Skeleton

Large Undead
Hit Dice: 4d12 (hp 26)
Initiative: +4
Speed: 40 ft. (8 squares)
Armor Class: 11 (–1 size, +2 natural), touch 9, flat-footed 11
Base Attack/Grapple: +2/+11
Attack: Greatclub +6 melee (2d8+7) or claw +6 melee (1d6+5)

Full Attack: Greatclub +6 melee (2d8+7) or 2 claws +6 melee (1d6+5)
Space/Reach: 10 ft./10 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +1, Ref +1, Will +4
Abilities: Str 21, Dex 10, Con —, Int —, Wis 10, Cha 1
Feats: Improved Initiative
Challenge Rating: 2

Athach Skeleton

Huge Undead
Hit Dice: 14d12 (91 hp)
Initiative: +6
Speed: 50 ft. (10 squares)
Armor Class: 13 (–2 size, +2 Dex, +3 natural), touch 10, flat-footed 11
Base Attack/Grapple: +7/+23
Attack: Morningstar +13 melee (3d6+8) or claw +13 melee (1d8+8)
Full Attack: Morningstar +9/+4 melee (3d6+8) and bite +8 melee (2d8+4); or 3 claws +9 melee (1d8+8) and bite +8 melee (2d8+4)
Space/Reach: 15 ft./15 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +4, Ref +6, Will +9
Abilities: Str 26, Dex 15, Con —, Int —, Wis 10, Cha 1
Feats: Improved Initiative
Challenge Rating: 6

Elephant Skeleton

Huge Undead
Hit Dice: 11d12 (71 hp)
Initiative: +5
Speed: 40 ft. (8 squares)
Armor Class: 12 (–2 size, +1 Dex, +3 natural), touch 9, flat-footed 11
Base Attack/Grapple: +5/+23
Attack: Gore +13 melee (2d8+15)
Full Attack: Slam +13 melee (2d6+10) and 2 stamps +8 melee (2d6+5); or gore +13 melee (2d8+15)
Space/Reach: 15 ft./10 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +3, Ref +4, Will +7
Abilities: Str 30, Dex 12, Con —, Int —, Wis 10, Cha 1
Feats: Improved Initiative
Challenge Rating: 5

Glabrezu Skeleton

Huge Undead
Hit Dice: 12d12 (78 hp)
Initiative: +5
Speed: 40 ft. (8 squares)
Armor Class: 12 (–2 size, +1 Dex, +3 natural), touch 9, flat-footed 11
Base Attack/Grapple: +6/+24
Attack: Pincers +14 melee (2d8+10)
Full Attack: 2 pincers +14 melee (2d8+10) and 2 claws +9 melee (1d8+5) and bite +9 melee (1d8+5)
Space/Reach: 15 ft./15 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +4, Ref +5, Will +8
Abilities: Str 31, Dex 12, Con —, Int —, Wis 10, Cha 1
Feats: Improved Initiative
Challenge Rating: 6

Nine-Headed Hydra Skeleton

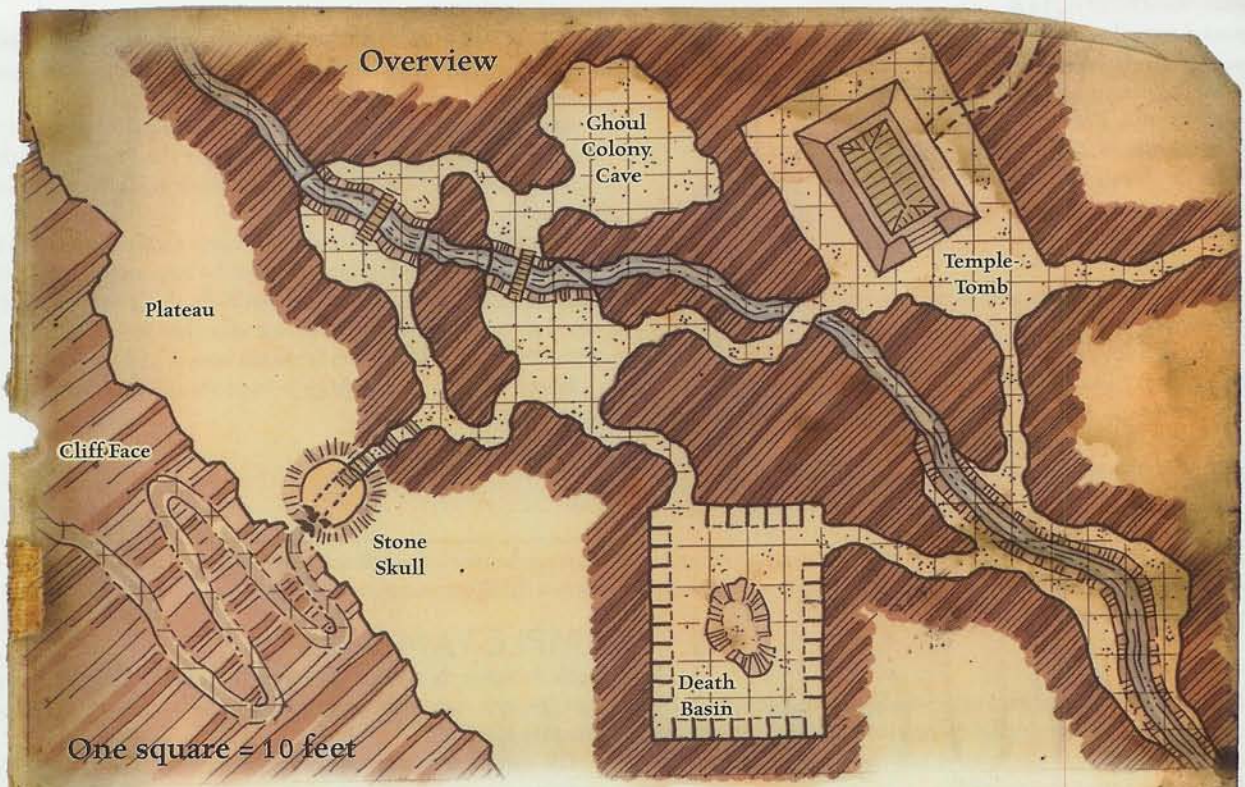
Huge Undead
Hit Dice: 9d12 (58 hp)
Initiative: +6
Speed: 20 ft. (4 squares), swim 20 ft.
Armor Class: 13 (–2 size, +2 Dex, +3 natural), touch 10, flat-footed 11
Base Attack/Grapple: +4/+18
Attack: 8 bites +7 melee (1d10+4)
Full Attack: 8 bites +7 melee (1d10+4)
Space/Reach: 15 ft./10 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +3, Ref +5, Will +6
Abilities: Str 21, Dex 14, Con —, Int —, Wis 10, Cha 1
Feats: Improved Initiative
Challenge Rating: 4

Tyrannosaurus Skeleton

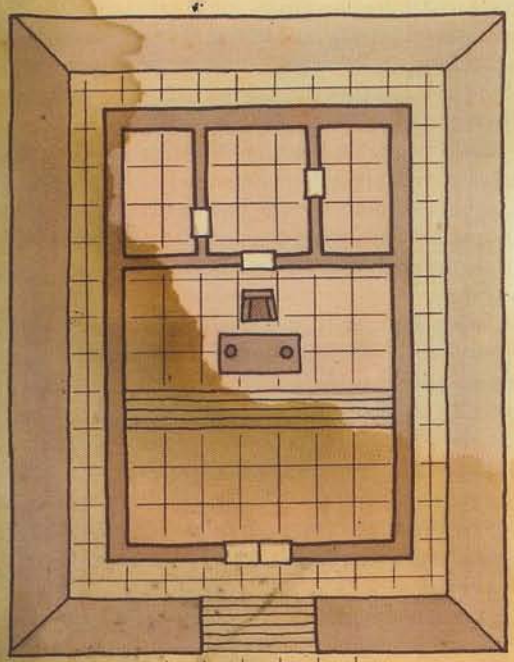
Huge Undead
Hit Dice: 18d12 (117 hp)
Initiative: +6
Speed: 40 ft. (8 squares)
Armor Class: 13 (–2 size, +2 Dex, +3 natural), touch 10, flat-footed 11
Base Attack/Grapple: +9/+26
Attack: Bite +16 melee (3d6+13)
Full Attack: Bite +16 melee (3d6+13)
Space/Reach: 15 ft./10 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +6, Ref +8, Will +11
Abilities: Str 28, Dex 14, Con —, Int —, Wis 10, Cha 1
Feats: Improved Initiative
Challenge Rating: 8

Roc Skeleton

Gargantuan Undead
Hit Dice: 18d12 (117 hp)
Initiative: +7
Speed: 20 ft. (4 squares)
Armor Class: 15 (–4 size, +3 Dex, +6 natural), touch 9, flat-footed 12
Base Attack/Grapple: +9/+33
Attack: Talon +17 melee (2d6+12)
Full Attack: 2 talons +17 melee (2d6+12) and bite +12 melee (2d8+6)



Ghoul Colony



Great Ghoul's Temple-Tomb

One square = 5 feet

Space/Reach: 20 ft./15 ft.
Special Attacks: —
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits
Saves: Fort +6, Ref +9, Will +11
Abilities: Str 34, Dex 17, Con —, Int —, Wis 10, Cha 1
Feats: Improved Initiative
Challenge Rating: 8

All Skeletons

Environment: Any, usually same as base creature
Organization: Any
Treasure: None
Alignment: Always neutral evil
Advancement: As base creature (or — if the base creature advances by character class)
Level Adjustment: —

SKELETON VARIANTS

The skeleton is a staple of the fantasy genre, common to horror- and action-style games alike. To add some spice to the skeleton, try adding these variants to your game.

Fiery Skeleton

A fiery skeleton burns with unquenchable flame. Variants of the fiery skeleton include the lightning skeleton (deals electricity damage, immunity to electricity) and the frost skeleton (deals cold damage, immunity to cold).

Attack: A fiery skeleton's natural attacks deal an additional 1d6 points of fire damage.

Special Qualities: Fiery skeletons have immunity to fire, but do not have immunity to cold.

CR Adjustment: +1/2

Nimble Skeleton

A nimble skeleton can pursue characters across unsteady terrain, rock walls, narrow ledges, and the like.

Initiative: A nimble skeleton's initiative modifier increases by 2 thanks to its improved Dexterity.

Speed: A nimble skeleton has a climb speed equal to its base land speed.

Armor Class: A nimble skeleton's Armor Class and touch AC increase by 2 thanks to its improved Dexterity.

Abilities: A nimble skeleton gains an additional +4 bonus to Dexterity.

CR Adjustment: +1/2.

Soldier Skeleton

The soldier skeleton works best in groups, and often originates from mass battlefield graves. Soldier skeletons are always skeletal humanoids, giants, or similar creatures.

Special Attacks: *Cooperation (Ex):* A soldier skeleton gains a +1 circumstance bonus to its attack rolls and Armor Class for each other soldier skeleton that is adjacent to it. If a soldier skeleton flanks an opponent, it gains an additional +1 circumstance bonus on attacks against that opponent.

Feats: If a soldier skeleton wields a weapon, it has Weapon Focus in that weapon as a bonus feat. The soldier skeleton also gains Combat Reflexes as a bonus feat.

CR Adjustment: +1.

Vicious Skeleton

Vicious skeletons seem to take mindless pleasure in disemboweling their victims with their devastating claw attacks. Skeletons without claws can't be vicious skeletons.

Attack: A vicious skeleton's claw attacks deal damage as if the skeleton were one size category larger than normal (if the creature is already Colossal, the claw attack deals 3d8 points of damage).

Special Attacks: *Rend (Ex):* If a vicious skeleton hits with at least two claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals extra damage equal to twice the normal damage of a claw attack plus 1-1/2 times the vicious skeleton's Strength bonus.

Feats: Vicious skeletons gain Improved Critical (claw) as a bonus feat.

CR Adjustment: +1.

VAMPIRES

This section includes full statistics and roleplaying information for ten different vampires, along with a few variant vampires.

SAMPLE VAMPIRES

Each vampire is described as an individual, though many have generic statistics that can be used for any vampire of that creature kind.

The vampires in this section all share the following special abilities:

Alternate Form (Su): A vampire can assume the shape of a bat, dire bat, wolf, or dire wolf as a standard action. This ability is similar to a *polymorph* spell cast by a 12th-level character, except that the vampire does not regain hit points for changing form and must choose from among the forms mentioned here. While in its alternate form, the vampire loses its natural slam attack and dominate ability, but it gains the natural weapons and extraordinary special attacks of its new form. It can remain in that form until it assumes another or until the next sunrise. (If the base creature is not terrestrial, this power might allow other forms.)

Blood Drain (Ex): A vampire can suck blood from a living victim with its fangs by making a successful grapple check. If it pins the foe, it drains blood, dealing 1d4 points of Constitution drain each round the pin is maintained. On each such successful attack, the vampire gains 5 temporary hit points that last for up to 1 hour.

Children of the Night (Su): Vampires command the lesser creatures of the world and once per day can call forth 1d6+1 rat swarms, 1d4+1 bat swarms, or a pack of 3d6 wolves as a standard action. (If the base creature is not terrestrial, this power might summon other creatures of similar power.) These creatures arrive in 2d6 rounds and serve the vampire for up to 1 hour.

Create Spawn (Su): A humanoid or monstrous humanoid slain by a vampire's energy drain rises as a vampire spawn (see Vampire Spawn on page 253 of the *Monster Manual*) 1d4 days after burial.

If the vampire instead drains the victim's Constitution to 0 or lower, the victim returns as a spawn if it had 4 or fewer HD and as a vampire if it had 5 or higher HD. In either case, the new vampire or spawn is under the command of the vampire that created it and remains enslaved until its master's destruction. At any given time a vampire may have enslaved spawn totaling no

more than twice its own Hit Dice; any spawn it creates that would exceed this limit are created as free-willed vampires or vampire spawn. A vampire that is enslaved may create and enslave spawn of its own, so a master vampire can control a number of lesser vampires in this fashion. A vampire may voluntarily free an enslaved spawn to enslave a new spawn, but once freed, a vampire or vampire spawn cannot be enslaved again.

Damage Reduction (Su): A vampire has damage reduction 10/silver and magic. A vampire's natural weapons are treated as magic weapons for the purpose of overcoming damage reduction.

Dominate (Su): A vampire can crush an opponent's will just by looking onto his or her eyes. This is similar to a gaze attack, except that the vampire must use a standard action, and those merely looking at it are not affected. Anyone the vampire targets must succeed on a Will save or fall instantly under the vampire's influence as though by a dominate person spell (caster level 12th). The ability has a range of 30 feet; Will save DC listed by creature.

Energy Drain (Su): Living creatures hit by a vampire's slam attack (or any other natural weapon the vampire might possess) gain two negative levels. For each negative level bestowed, the vampire gains 5 temporary hit points that last for up to 1 hour. A vampire can use its energy drain ability once per round; Fortitude save DC to remove negative levels listed by creature.

Fast Healing (Ex): A vampire heals 5 points of damage each round as long as it has at least 1 hit point. If reduced to 0 hit points in combat, it automatically assumes gaseous form and attempts to escape. It must reach its coffin home within 2 hours or be utterly destroyed. (It can travel up to nine miles in 2 hours.) Any additional damage dealt to a vampire forced into gaseous form has no effect. Once at rest in its coffin, a vampire is helpless. It regains 1 hit point after 1 hour, then is no longer helpless and resumes healing at the rate of 5 hit points per round.

Gaseous Form (Su): As a standard action, a vampire can assume gaseous form at will as the spell (caster level 5th), but it can remain gaseous indefinitely and has a fly speed of 20 feet with perfect maneuverability.

Spider Climb (Ex): A vampire can climb sheer surfaces as though with a *spider climb* spell.

Vampire Weaknesses: For all their power, vampires have a number of weaknesses.

Repelling a Vampire: Vampires cannot tolerate the strong odor of garlic and will not enter an area laced with it. Similarly, they recoil from a mirror or a strongly presented holy symbol. These things don't harm the vampire—they merely keep it at bay. A recoiling vampire must stay at least 5 feet away from a creature holding the mirror or holy symbol and cannot touch or make melee attacks against the creature holding the item for the rest of the encounter. Holding a vampire at bay takes a standard action.

Vampires are also unable to cross running water, although they can be carried over it while resting in their coffins or aboard a ship. They are utterly unable to enter a home or other building unless invited in by someone with the authority to do so. They may freely enter public places, since these are by definition open to all.

Slaying a Vampire: Reducing a vampire's hit points to 0 or lower incapacitates it but doesn't always destroy it (see the note on fast healing). However, certain attacks can slay vampires.

Exposing any vampire to direct sunlight disorients it: It can take only a single move action or attack action and is destroyed utterly in the next round if it cannot escape. Similarly, immersing a vampire in running water robs it of one-third of its hit points each round until it is destroyed at the end of the third round of immersion.

Driving a wooden stake through a vampire's heart instantly slays the monster. However, it returns to life if the stake is removed, unless the body is destroyed. A popular tactic is to cut off the creature's head and fill its mouth with holy wafers (or their equivalent).

Baanmukh, Fiendish Minotaur Vampire

Deep in the Abyss, the demon lord Baphomet has spawned an entire race of demon-blooded minotaurs. These fiendish bullmen combine the ferocity of the minotaur with the magical resistance granted by their demonic bloodline.

One of those fiendish minotaurs, named Baanmukh, was part of a strike force sent by the demon lord to fight against the minions of Orcus, a rival prince of the Abyss. The minotaurs were overwhelmed by their undead opponents, and a few days later Baanmukh rose as a vampire.

He has since gained freedom from enslavement and traveled to the Material Plane, where he hunts his prey with unusual cunning (even for a minotaur). Characters might encounter Baanmukh on his own, lurking in a dark forest or subterranean network of tunnels, or as the leader of a gang of minotaurs that treat him as a quasidivine being.

Baanmukh: Male fiendish minotaur vampire; CR 7; Large undead (augmented monstrous humanoid, extraplanar); HD 6d12; hp 39; Init +6; Spd 30 ft.; AC 22, touch 11, flat-footed 20; Base Atk +6; Grp +17; Atk +12 melee (1d8+7 plus energy drain, slam) or +12 melee (1d8+7, gore); Full Atk +12 melee (1d8+7 plus energy drain, slam) and +7 melee (1d8+3, gore); Space/Reach 10 ft./10 ft.; SA blood drain, children of the night, create spawn, dominate, energy drain, powerful charge 4d6+10, smite good; SQ alternate form, damage reduction 10/silver and magic, darkvision 60 ft., fast healing 5, gaseous form, natural cunning, resistance to cold 10, electricity 10, and fire 5, scent, spell resistance 11, spider climb, +4 turn resistance, undead traits, vampire weaknesses; SV Fort +4, Ref +9, Will +6; AL CE; Str 25, Dex 14, Con —, Int 9, Wis 12, Cha 12.

Skills and Feats: Bluff +9, Hide +6, Intimidate +4, Listen +18, Move Silently +10, Search +11, Sense Motive +9, Spot +18; Alertness[B], Combat Reflexes[B], Dodge[B], Great Fortitude, Improved Initiative[B], Lightning Reflexes[B], Power Attack, Track.

Dominate (Su): Will DC 14 negates.

Energy Drain (Su): Fortitude DC 14 to eliminate 24 hours later.

Natural Cunning (Ex): Although minotaurs are not especially intelligent, they possess innate cunning and logical ability. This gives them immunity to maze spells, prevents them from ever becoming lost, and enables them to track enemies. Further, they are never caught flat-footed.

Powerful Charge (Ex): A minotaur typically begins a battle by charging at an opponent, lowering its head to bring its mighty horns into play. In addition to the normal benefits and hazards of a charge, this allows the beast to make a single gore attack with a +9 attack bonus that deals 4d6+6 points of damage.

Smite Good (Su): Once per day Baanmukh can make a normal melee attack to deal 6 points of additional damage against a good foe.

Possessions: potion of cat's grace, potion of resist acid, 1,400 gp, and 2 gems (each worth 700 gp).

Izrok Radja, Drow Vampire

Most creatures that become vampires do so as the unwilling victims of a horribly evil enemy. Not so with Izrok Radja. This drow necromancer became infatuated with immortality as a bloodsucker during his early studies of undeath, and made it his life's mission to undergo transformation into a vampire.

Eventually, in a dark alleyway of the drow city of Erehei-Cinlu, Radja got his wish. But the necromancer didn't plan on life as a slave: the vampire that granted him eternal life met a quick end at the hands of a group of mercenaries that the drow had paid in advance of his death.

Now Izrok Radja roams the endless tunnels of the subterranean world as a horrible undead creature. From time to time he visits surface cities to wreak terror on the locals, only to disappear beneath the earth after a few days, weeks, or months of destruction.

Izrok Radja: Male drow elf vampire necromancer 11; CR 14; Medium undead (augmented humanoid); HD 11d12+3; hp 74; Init +9; Spd 30 ft.; AC 24, touch 18, flat-footed 19; Base Atk +5; Grp +7; Atk or Full Atk +11 melee (1d6+2/18–20, *+1 rapier of wounding*) or +11 melee (1d6+2 plus energy drain, slam); SA blood drain, children of the night, create spawn, dominate, energy drain, spells; SQ alternate form, damage reduction 10/silver and magic, darkvision 120 ft., fast healing 5, gaseous form, light blindness, resistance to cold 10 and electricity 10, spider climb, spell resistance 22, spell-like abilities, +8 turn resistance, undead traits, vampire weaknesses; SV Fort +5, Ref +10, Will +8 (+10 against spells); AL NE; Str 14, Dex 20, Con —, Int 24, Wis 12, Cha 20.

Skills and Feats: Bluff +13, Concentration +14, Hide +17, Knowledge (arcana) +19, Knowledge (religion) +19, Listen +11, Move Silently +13, Search +13 , Sense Motive +11, Spellcraft +19, Spot +16; Alertness[B], Combat Reflexes[B], Dodge[B], Great Fortitude, Improved Initiative[B], Improved Turn Resistance†, Lightning Reflexes[B], Toughness, Weapon Finesse.

†New feat described on page 27.

Dominate (Su): Will DC 20 negates.

Energy Drain (Su): Fortitude DC 20 to eliminate 24 hours later.

Light Blindness (Ex): Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds Izrok for 1 round. On subsequent rounds, he is dazzled as long as he remains in the affected area.

Spell-Like Abilities: 1/day each *dancing lights, darkness, faerie fire*. Caster level 11th.

Wizard Spells Prepared (caster level 11th; prohibited schools evocation and illusion): 0—*arcane mark, detect magic, mage hand, read magic, touch of fatigue* (+10 melee touch; DC 17); 1st—*alarm, cause fear* (DC 18), *mage armor, ray of enfeeblement* (2) (+10 ranged touch), *shield, true strike*; 2nd—*bull's strength, cat's grace, detect thoughts* (DC 19), *false life, see invisibility, touch of idiocy* (+10 melee touch), *web* (DC 19); 3rd—*dispel magic, magic circle against good, nondetection, protection from energy, ray of exhaustion* (+10 ranged touch; DC 20), *slow* (DC 20), *vampiric touch*; 4th—*bestow curse* (DC 21), *confusion* (DC 21), *enervation* (+10 ranged touch), *lesser globe of invulnerability, stoneskin*; 5th—*mind fog* (DC 22), *teleport, wall of stone, waves of fatigue*; 6th—*eyebite* (DC 23), *mass suggestion* (DC 23), *Tenser's transformation*.

Spellbook: as above plus 0—all except evocation and illusion; 1st—*charm person, chill touch, expeditious retreat, obscuring mist, protection from good, unseen servant*; 2nd—*alter self, ghoul touch, Melf's acid arrow, resist energy, rope trick, spider climb*; 3rd—*fly, hold person, stinking cloud, suggestion*; 4th—*animate dead, arcane eye, polymorph, summon monster IV*; 5th—*cloudkill, overland flight*; 6th—*greater dispelling, summon monster VI*.

Possessions: ring of protection +3, +1 rapier of wounding, circlet of intelligence +4, diamond dust (500 gp).

Karadag, Vampire of the Sea

The sahuagin priestess Karadag is the twelfth in a line of vampiric lorekeepers of her tribe, dating back nearly a millennium. When a young priestess passes a test of her knowledge and ferocity, she is transformed, but only assumes the position of responsibility by engineering the death of the vampire that spawned her. Karadag spent a mere three years as an enslaved vampire before arranging for her ascension. That was a decade ago, and Karadag intends to remain in power for many more years to come.

Karadag has the full respect of all sahuagin in her territory, including even the prince whom she advises. In battle, she likes to summon fiendish sharks and send them to destroy her foes. She usually has a contingent of 5–8 sahuagin around her at any time to protect against strikes by rival tribes or aquatic elves.

Karadag: Female sahuagin vampire cleric 7; CR 11; Medium undead (aquatic, augmented monstrous humanoid); HD 9d12; hp 58; Init +7; Spd 30 ft., swim 60 ft.; AC 28, touch 13, flat-footed 25; Base Atk +7; Grp +12; Atk +13 melee (1d6+5 plus energy drain, slam) or +10 ranged (1d10+1/19–20, *+1 heavy crossbow*); Full Atk +13 melee (1d6+5 plus energy drain, slam) and +8 melee (1d4+2, bite) or +10 ranged (1d10+1/19–20, *+1 heavy crossbow*); SA blood drain, blood frenzy, children of the night, create spawn, dominate, energy drain, rake 1d4+2, rebuke undead 4/day (+3, 2d6+8, 7th), spells; SQ alternate form, blindsense 30 ft., damage reduction 10/silver and magic, darkvision 60 ft., fast healing 5, freshwater sensitivity, gaseous form, light blindness, resistance to cold 10 and electricity 10, speak with sharks, spider climb, +4 turn resistance, undead traits, vampire weaknesses, water dependent; SV Fort +7, Ref +10, Will +11; AL LE; Str 20, Dex 17, Con —, Int 16, Wis 19, Cha 13.

Skills and Feats: Bluff +9, Concentration +8, Diplomacy +3, Handle Animal +6*, Hide +16*, Knowledge (religion) +10, Listen +19*, Move Silently +11, Profession (hunter) +11*, Ride +5, Search +11, Sense Motive +19, Spot +19*, Survival +4*, Swim +13; Alertness[B], Augment Summoning, Combat Casting, Combat Reflexes[B], Dodge[B], Great Fortitude, Improved Initiative[B], Lightning Reflexes[B], Multiattack, Spell Focus (conjuration).

Blindsense (Ex): A sahuagin can locate creatures underwater within a 30-foot radius. This ability works only when the sahuagin is underwater.

Blood Frenzy: Once per day a sahuagin that takes damage in combat can fly into a frenzy in the following round, clawing and biting madly until either it or its opponent is dead. It gains +2 Constitution and +2 Strength, and takes a –2 penalty to Armor Class. A sahuagin cannot end its frenzy voluntarily.

Dominate (Su): Will DC 15 negates.

Energy Drain (Su): Fortitude DC 15 to eliminate 24 hours later.

Freshwater Sensitivity (Ex): A sahuagin fully immersed in fresh water must succeed on a DC 15 Fortitude save or become fatigued. Even on a success, it must repeat the save attempt every 10 minutes it remains immersed.

Light Blindness (Ex): Abrupt exposure to bright light (such as sunlight or a daylight spell) blinds Karadag for round. On subsequent rounds, she is dazzled while operating in bright light.

Rake (Ex): Attack bonus +10, damage 1d4+2. Karadag also gains two rake attacks when she attacks while swimming.

Speak with Sharks (Ex): Sahuagin can communicate telepathically with sharks up to 150 feet away. The communication is limited to simple concepts such as "food," "danger," and "enemy." Sahuagin can use the Handle Animal skill to befriend and train sharks.

Water Dependent (Ex): Sahuagin can survive out of the water for 1 hour per 2 points of Constitution (after that, refer to the drowning rules on page 304 of the *Dungeon Master's Guide*). Because undead do not breathe, Karadag does not drown when out of the water.

Cleric Spells Prepared (caster level 7th): 0—*detect magic* (2), *guidance, mending, read magic, resistance*; 1st—*bless, cause fear* (DC 15), *divine favor, entropic shield, protection from good*[DE], *shield of faith*; 2nd—*bull's strength*[D], *enthrall* (DC 16), *silence* (DC 16), *spiritual weapon, summon monster II*; 3rd—*bestow curse* (DC 17), *deeper darkness, magic vestment*[D], *summon monster III*; 4th—*poison* (+12 melee touch; DC 18), *summon monster IV, unholy blight*[DE] (DC 18).

D: Domain spell. Domains: Evil (cast evil spells [E] at +1 caster level), Strength (1/day gain +7 bonus to Str for 1 round).

Possessions: bracers of armor +4, +1 heavy crossbow, bolt of slaying (elf), *bolt of slaying* (sahuagin), 7 bolts, *amulet of mighty fists +1, pearl of power* (3rd-level spell), *periapt of Wisdom +2*, coral necklace (350 gp), shell vest (100 gp).

Pyotar Umarov, Fallen Paladin

In life, Pyotar Umarov served as a respected paladin in the ranks of the faithful of Heironeous. On an ill-fated mission to rid a remote village of the predations of a powerful vampire, Pyotar and his companions ran into more than they could handle. The vampire, a mighty wizard, slew the entire band of warriors and turned Pyotar into a vampire. Recognizing the dark potential within Pyotar, the wizard summoned a foul demon to grant the former paladin the powers of a blackguard.

Several months have passed since Pyotar's death and rebirth, but he remains an enslaved spawn of the vampire wizard. The characters might encounter Pyotar as part of a mission to find the missing paladin, or on an unrelated adventure. If possible, Pyotar might try to trick the PCs into slaying his master to free him from enslavement. Of course, Pyotar is now no less evil than his master, so this might not be the best move.

Pyotar Umarov: Male human vampire ex-paladin 1/blackguard 10; CR 13; Medium undead (augmented humanoid); HD 11d12; hp 71; Init +6; Spd 20 ft.; AC 28, touch 11, flat-footed 27; Base Atk +11; Grp +18; Atk +18 melee (1d6+7 plus energy drain, slam) or +21 melee (1d8+13, +3 *adamantine greatsword*); Full Atk +18 melee (1d6+7 plus energy drain, slam) or +21/+16/+11 melee (1d8+13, +3 *adamantine greatsword*); SA blood drain, children of the night, create spawn, dominate, energy drain, rebuke undead 8/day (+5, 2d6+13, 8th), smite good 4/day, sneak attack +3d6; SQ alternate form, aura of despair, aura of evil, damage reduction 10/silver and magic, dark blessing, darkvision 60 ft., *detect good*, fast healing 5, fiendish servant, gaseous form, poison use, resistance to cold 10 and electricity 10, spider climb, +4 turn resistance, undead traits, vampire weaknesses; SV Fort +16, Ref +14, Will +12; AL CE; Str 25, Dex 14, Con —, Int 10, Wis 15, Cha 20.

Skills and Feats: Bluff +13, Diplomacy +7, Hide +10, Knowledge (religion) +2, Listen +12, Move Silently +5, Ride +12, Search +8, Sense Motive +16, Spot +12; Alertness[B], Cleave, Combat Reflexes[B], Dodge[B], Improved Initiative[B], Improved Sunder, Lightning Reflexes[B], Mounted Combat, Power Attack.

Aura of Despair (Su): Pyotar Umarov radiates a malign aura that causes enemies within 10 feet of him to take a –2 penalty on all saving throws.

Dominate (Su): Will DC 20 negates.

Energy Drain (Su): Fortitude DC 20 to eliminate 24 hours later.

Poison Use (Ex): Pyotar Umarov never risks accidentally poisoning himself when applying poison or positoxin to a blade.

Smite Good (Su): Four times per day, Pyotar Umarov can make a normal melee attack at +5 to hit to deal 11 points of additional damage equal to against a good foe.

Blackguard Spells Prepared (caster level 10th): 1st—*cause fear* (DC 13), *corrupt weapon, inflict light wounds* (DC 13); 2nd—*bull's strength, eagle's splendor, inflict moderate wounds* (DC 14); 3rd—*contagion* (DC 15), *protection from energy*; 4th—*inflict critical wounds* (DC 16).

Possessions: +3 full plate armor, +3 adamantine greatsword, belt of giant strength +4, cloak of resistance +2, boots of speed, ruby pendant (3,000 gp).

Fiendish Heavy Warhorse: CR 3; Large animal; HD 6d8+18; hp 48; Init +1; Spd 50 ft.; AC 15, touch 10, flat-footed 14; Base Atk +4; Grp +12; Atk +7 melee (1d6+4, hoof); Full Atk +7/+7 melee (1d6+4, hooves) and +2 melee (1d4+2, bite); SA smite good; SQ empathic link, darkvision 60 ft., damage reduction 5/magic, improved evasion, low-light vision, resist fire 5, resist cold 5, scent, share spells, spell resistance 11; SV Fort +12, Ref +4, Will +4; AL CE; Str 18, Dex 13, Con 17, Int 6, Wis 13, Cha 16.

Skills and Feats: Listen +5, Spot +4; Endurance, Run.

Smite Good (Su): Once per day Pyotar Umarov's mount can make a normal melee attack to deal an extra 6 points of damage against a good foe.

Rafira, Vampiric Doppelganger Assassin

If you could go anywhere and be anyone, what would you do? The accomplished doppelganger burglar and con artist Rafira discovered the answer to that question after accidentally sneaking into the manor of a vampire. When she woke up two days later, she found herself the vampire's undead minion. Since then, she has turned from petty theft to murder, killing those who oppose her master's rise to power in the society, or anyone who might learn the secret of his vampiric nature.

The characters might run afoul of Rafira accidentally, by being in the neighborhood of one of her "hits." Alternatively, one of them (or someone they know) could be a target of the deadly killer.

Rafira: Female doppelganger vampire rogue 2/assassin 2; CR 9; Medium undead (augmented monstrous humanoid); HD 8d12; hp 52; Init +8; Spd 30 ft.; AC 26, touch 14, flat-footed 22; Base Atk +6; Grp +10; Atk or Full Atk +10 melee (1d6+4 plus energy drain, slam); SA blood drain, children of the night, create spawn, death attack, detect thoughts, dominate, energy drain, sneak attack +2d6, spells; SQ alternate form, change shape, damage reduction 10/silver and magic, darkvision 60 ft., evasion, fast healing 5, gaseous form, immunity to *sleep* and charm effects, poison use, resistance to cold 10 and electricity 10, spider climb, trap sense +1, trapfinding, +4 turn resistance, undead traits, vampire weaknesses; SV Fort +3, Ref +16, Will +7; AL NE; Str 18, Dex 18, Con —, Int 15, Wis 16, Cha 17.

Skills and Feats: Bluff +24, Diplomacy +5, Disguise +17 (+19 acting), Hide +20, Intimidate +5, Listen +17, Move Silently +20, Search +10, Sense Motive +15, Spot +17; Alertness[B], Combat Reflexes[B], Dodge[B], Expertise, Great Fortitude, Improved Feint, Improved Initiative[B], Lightning Reflexes[B].

Death Attack (Ex): If Rafira studies her victim for 3 rounds and then makes a sneak attack with a melee weapon, she can attempt or paralyze her victim for 1d6+2 rounds or kill it (Fortitude DC 14).

Dominate (Su): Will DC 17 negates.

Energy Drain (Su): Fortitude DC 17 to eliminate 24 hours later.

Sneak Attack (Ex): Rafira deals an extra 2d6 points of damage on any successful attack against flat-footed or flanked targets, or against a target that has been denied its Dexterity bonus for any reason. This damage also applies to ranged attacks against targets up to 30 feet away. Creatures with concealment, creatures without discernible anatomies, and creatures immune to extra damage from critical hits are all immune to sneak attacks. Rafira may choose to deliver nonlethal damage with her sneak attack, but only when using a weapon designed for that purpose, such as a sap (blackjack).

Change Shape (Su): Rafira can assume the shape of any Small or Medium humanoid. In humanoid form, she loses her natural attacks. She can remain in her humanoid form until she chooses to assume a new one. A change in form cannot be dispelled, but Rafira reverts to her natural form when reduced to 0 hit points or fewer. A *true seeing* spell or ability reveals her natural form.

Detect Thoughts (Su): Rafira can continuously use detect thoughts, as the spell (caster level 18th; Will DC 15 negates). She can suppress or resume this ability as a free action.

Evasion (Ex): If Rafira is exposed to any effect that normally allows her to attempt a Reflex saving throw for half damage, she takes no damage with a successful saving throw.

Poison Use (Ex): Rafira never risks accidentally poisoning herself when applying poison or positoxin to a blade.

Trapfinding (Ex): Rafira can find, disarm, or bypass traps with a DC of 20 or higher. She can use the Search skill to find, and the Disable Device skill to disarm, magical traps (DC 25 + the level of the spell used to create it). If her Disable Device result exceeds the trap's DC by 10 or more, she discovers how to bypass the trap without triggering or disarming it.

Assassin Spells Known (2 per day; caster level 2nd): 1st—*ghost sound* (DC 13), *obscuring mist, true strike.*

Possessions: bracers of armor +2, ring of invisibility.

Riikos, Derro Vampire Savant

They'll pay. They'll all pay. Every one of them. The derro who betrayed him, leaving him to the vampire's mercy. Not just those derro, but all derro everywhere. The human clerics of Pelor, who destroyed his master leaving him all alone. But not just those humans, but all humans everywhere. Yes, all the derro and all the humans. They'll all suffer horribly, and then they'll die even more horribly.

Riikos is, if possible, even more insanely bloodthirsty than a typical derro. His natural stealth has been augmented by his transformation, making him extraordinarily difficult to detect. Riikos can be encountered by himself or with a pair of vampire spawn, who might be of derro or human stock. He lurks in shadows, always searching for more victims.

Riikos: Male derro vampire sorcerer 5; CR 10; Small undead (augmented monstrous humanoid); HD 8d12+3; hp 52; Init +8; Spd 20 ft.; AC 27, touch 17, flat-footed 23; Base Atk +5; Grp +5; Atk or Full Atk +10 melee (1d4+4 plus energy drain, slam) or light crossbow +11 ranged (1d6+1 plus poison); SA blood drain, children of the night, create spawn, dominate, energy drain, poison use, sneak attack +1d6, spell-like abilities, spells; SQ alternate form, damage reduction 10/silver and magic, darkvision 60 ft., familiar, fast healing 5, gaseous form, madness, resistance to cold 10 and electricity 10, spell resistance 15, spider climb, +4 turn resistance, undead traits, vampire weaknesses, vulnerability to sunlight; SV Fort +4, Ref +12, Will +13; AL CE; Str 19, Dex 18, Con —, Int 12, Wis 7, Cha 22.

Skills and Feats: Bluff +21, Diplomacy +8, Disguise +6 (+8 acting), Hide +20, Knowledge (arcana) +6, Intimidate +8, Listen +12, Move Silently +18, Search +9, Sense Motive +6, Spellcraft +3, Spot +8; Alertness[B], Blind-Fight, Combat Reflexes[B], Dodge[B], Great Fortitude, Improved Initiative[B], Lightning Reflexes[B], Toughness.

Dominate (Su): Will DC 20 negates.

Energy Drain (Su): Fortitude DC 20 to eliminate 24 hours later.

Familiar: weasel, tiny animal; HD 5d8; hp 26; Init +2; Spd 20 ft., climb 20 ft.; AC 20, touch 14, flat-footed 18; Base Atk +5; Grp –7; Atk or Full Atk +7 melee (1d3–4, bite); SA deliver touch spells; SQ empathic link, improved evasion, share spells, speak with master, speak with animals; SV Fort +2, Ref +6, Will +7; AL NE; Str 3, Dex 15, Con 10, Int 11, Wis 12, Cha 5.

Skills and Feats: Balance +10, Bluff +21, Hide +11, Knowledge (arcana) +7, Listen +7, Move Silently +8, Spot +10; Weapon Finesse.

Madness (Ex): Derro use their Charisma modifier on Will saves instead of their Wisdom modifier, and have immunity to confusion and insanity effects. A derro cannot be restored to sanity by any means short of a *miracle* or *wish* spell.

*The racial madness of the derro provides a +6 bonus to their Charisma scores and a –6 penalty to their Wisdom scores. A derro restored to sanity gains 6 points of Wisdom and loses 6 points of Charisma.

Poison Use (Ex): Derro typically carry 2d4 doses of greenblood oil or Medium monstrous spider venom (see Poison, page 296 of the *Dungeon Master's Guide*), applying it to their crossbow bolts. Derro are not at risk of poisoning themselves when handling poison or positoxins.

Spell-Like Abilities: At will—*darkness, ghost sound* (DC 16); 1/day—*daze* (DC 16), *sound burst* (DC 18). Caster level 3rd.

Vulnerability to Sunlight (Ex): A derro takes 1 point of Constitution damage for every hour it is exposed to sunlight,

and it dies if its Constitution score reaches 0. Lost Constitution points are recovered at the rate of 1 per every 24-hour period spent underground or otherwise sheltered from the sun.

Sorcerer Spells Known (6/8/6 per day; caster level 5th): 0—*detect magic, mage hand, message, ray of frost* (+9 ranged touch), *read magic, touch of fatigue* (+9 melee touch; DC 16); 1st—*disguise self, ray of enfeeblement* (+9 ranged touch);, *shield, shocking grasp* (+9 melee touch); 2nd—*blur, touch of idiocy* (+9 melee touch).

Possessions: +2 ring of protection, bracers of armor +2, +1 light crossbow of seeking, 10 crossbow bolts, gauntlets of ogre power, wand of eagle's splendor (30 charges), greenblood oil (5 doses), deathblade (2 doses) 3600 gp, spell component pouch.

Satoris, Vampiric Hunter

Before he died, Satoris served as part of a group of yuan-ti sent to negotiate a treaty with a nearby den of vampires. The vampires weren't interested, and the yuan-ti were slaughtered.

Satoris arose days later as a vampire, and returned to his people. But now he serves the vampires, not the yuan-ti abomination leading the tribe. He waits for the proper time to strike, hoping to slay the abomination and cue an attack by the other vampires.

The PCs might encounter Satoris as part of a gang of yuan-ti hunters. If he thinks he can use the characters, he might forge a deal to work together against his fellow serpent-folk. Of course, he'll betray the PCs as soon as it's convenient.

Satoris: Male pureblood yuan-ti vampire ranger 3; CR 8; Medium undead (augmented monstrous humanoid); HD 7d12; hp 45; Init +8; Spd 30 ft.; AC 29, touch 14, flat-footed 25; Base Atk +7; Grp +10; Atk +12 melee (1d6+4 plus 1 Con/18–20, *+1 scimitar of wounding*) or +11 melee (1d6+3 plus energy drain, slam); Full Atk +10/+5 melee (1d6+4 plus 1 Con/18–20, *+1 scimitar of wounding*) and +9 melee (1d6+3 plus energy drain, slam); SA blood drain, children of the night, create spawn, dominate, energy drain, favored enemy (humans) +2, spell-like abilities; SQ alternate form, damage reduction 10/silver and magic, darkvision 60 ft., *detect poison*, fast healing 5, gaseous form, resistance to cold 10 and electricity 10, spell resistance 17, spider climb, +4 turn resistance, undead traits, vampire weaknesses, wild empathy +6 (+2 magical beasts); SV Fort +4, Ref +12, Will +6; AL CE; Str 17, Dex 18, Con —, Int 14, Wis 12, Cha 16.

Skills and Feats: Bluff +11, Concentration +10, Disguise *+6, Hide +17, Knowledge (local) +6, Listen +13, Move Silently +18, Search +10, Sense Motive +9, Spot +16, Survival +10; Alertness[B], Blind-Fight[B], Combat Reflexes[B], Dodge[B], Endurance[B], Improved Initiative[B], Lightning Reflexes[B], Mobility, Track[B], Two-Weapon Fighting[B].

Alternate Form (Su): A yuan-ti vampire can assume the form of a Tiny to Large viper. This replaces the yuan-ti's normal alternate form spell-like ability.

Detect Poison (Sp): All yuan-ti have the psionic ability to detect poison as the spell (caster level 6th).

Dominate (Su): Will DC 16 negates.

Energy Drain (Su): Fortitude DC 16 to eliminate 24 hours later.

Spell-Like Abilities: 1/day—*animal trance* (DC 15), *cause fear* (DC 14), *charm person* (DC 14), *darkness, entangle* (DC 14). Caster level 4th.

Possessions: +2 studded leather, +2 buckler, +1 scimitar of wounding, 4 tiny rubies (500 gp each), 80 pp.

Shamila Garrick, Vampiric Piper

For many years, Shamila Garrick was a beloved street performer who specialized in entertaining children with her piping and antics. Her disappearance nearly a year ago caused much sadness among those of the city, but most assumed that she had simply packed up and moved away, a victim of wanderlust.

Little did they suspect that the friendly gnome had actually fallen victim to a horrible blood-drinking monster. When her master was slain a few months later, the formerly kind-hearted performer became a free-willed vampire. Returning to the streets where she was once loved, Shamila set her sights on the most innocent and weak of prey: the children. Today, she uses her vampiric powers and bardic abilities to sway the minds of young victims, luring them into dark places where she sates her hunger with their fresh blood. She avoids contact with adults whenever possible, though she's fully capable of defeating even a small squad of guards.

The most likely way for characters to encounter Shamila is for them to be hired or otherwise tasked with tracking down one or more missing youths. If the characters have children of their own, they might even find themselves on the trail of a loved one. For a particularly horrific twist, the PCs might have to fight their way past vampire spawn created from Shamila's young victims.

Shamila Garrick: Female gnome vampire bard 10; CR 12; Small undead (augmented humanoid); HD 10d12; hp 65; Init +8; Spd 20 ft.; AC 26, touch 15, flat-footed 22; Base Atk +7; Grp +5; Atk or Full Atk +12 melee (1d4+1 plus energy drain, slam); SA bardic lore +13, bardic music 10/day (countersong, *fascinate*, inspire competence, inspire courage +2, inspire greatness, *suggestion*), blood drain, children of the night, create spawn, dominate, energy drain, spell-like abilities, spells; SQ alternate form, bardic knowledge +13, damage reduction 10/silver and magic, darkvision 60 ft., fast healing 5, gaseous form, gnome traits, low-light vision, resistance to cold 10 and electricity 10, spell-like abilities, spider climb, +4 turn resistance, undead traits, vampire weaknesses; SV Fort +3 (+5 against illusions), Ref +13 (+15 against illusions), Will +9 (+11 against illusions); AL CE; Str 12, Dex 18, Con —, Int 16, Wis 14, Cha 20.

Skills and Feats: Bluff +29, Craft (alchemy) +5, Decipher Script +11, Diplomacy +20, Disguise +21 (+23 acting), Gather Information +23, Hide +15, Intimidate +10, Knowledge (local) +16, Listen +14, Move Silently +11, Perform (dance) +13, Perform (wind instruments) +21, Search +11, Sense Motive +18, Sleight of Hand +13, Spot +12, Use Magic Device +19 (+21 scrolls); Ability Focus (dominate), Alertness[B], Combat Reflexes[B], Craft Wondrous Item, Dodge[B], Improved Initiative[B], Lightning Reflexes[B], Skill Focus (Use Magic Device), Weapon Finesse.

Bardic Music: Use bardic music twelve times per day. See the bard class features on page 29 of the *Player's Handbook*.

Countersong (Su): Use music or poetics to counter magical effects that depend on sound.

Fascinate (Sp): Use music or poetics to cause one or more creatures to become fascinated with her.

Inspire Competence (Su): Use music or poetics to help an ally succeed at a task.

Inspire Courage (Su): Use music or poetics to bolster her allies against fear and improve their combat abilities.

Inspire Greatness (Su): Use music or poetics to inspire greatness in herself or an ally, granting her target extra fighting capability.

Suggestion (Sp): Use music or poetics to make a *suggestion* (as the spell) to a creature that she has already fascinated.

Dominate (Su): Will DC 22 negates.

Energy Drain (Su): Fortitude DC 20 to eliminate 24 hours later.

Gnome Traits: Gnomes have a +1 racial bonus on attack rolls against kobolds and goblinoids. Gnomes have a +4 racial bonus to Armor Class against giants.

Spell-Like Abilities: 1/day—*dancing lights, ghost sound* (DC 15), *prestidigitation, speak with animals* (burrowing mammal only, duration 1 minute).

Bard Spells Known (4/5/4/3/1 per day; caster level 10th): 0—*daze* (DC 15), *detect magic, lullaby* (DC 15), *mage hand, open/close, read magic*; 1st—*disguise self, sleep, Tasha's hideous laughter* (DC 16), *ventriloquism*; 2nd—*cat's grace, detect thoughts* (DC 17), *invisibility, minor image*; 3rd—*blink, dispel magic, major image, sculpt sound*; 4th—*hold monster* (DC 19), *shadow conjuration* (DC 19).

Possessions: +1 chain shirt, pipes of pain, circlet of persuasion, wand of inflict moderate wounds (40), arcane scroll of *zone of silence*, arcane scrolls of *mind fog* and *waves of fatigue, potion of undetectable alignment.*

Skrall, Vampiric Gargoyle

Skrall was once the leader of a wing of gargoyles. When a pack of vampires moved into Skrall's part of the city, the gargoyles reacted instinctively to defend their hunting grounds. Skrall didn't count on the vampires' superior cunning, and the pack was soon torn to shreds. Instead of death, Skrall was given undeath, and now serves as a hunter for the vampire that spawned him.

Skrall can be encountered in any city of reasonable size. He prefers to target lone travelers, rendering such prey unconscious before bringing them back to his master. Alternatively, he may have gained freedom from enslavement, in which case he works well as a deadly threat for low-level characters.

Skrall: Male advanced gargoyle vampire; CR 7; Medium undead (augmented monstrous humanoid, earth); HD 6d12+3; hp 42; Init +8; Spd 40 ft., fly 60 ft. (average); AC 24, touch 14, flat-footed 20; Base Atk +6; Grp +11; Atk +11 melee (1d6+5 plus energy drain, slam); Full Atk +11 melee (1d6+5 plus energy drain, slam) and +9 melee (1d6+2, bite) and +9 melee (1d6+2, gore); SA blood drain, children of the night, create spawn, dominate, energy drain; SQ alternate form, damage reduction 10/silver and magic, darkvision 60 ft., fast healing 5, freeze, gaseous form, resistance to cold 10 and electricity 10, spider climb, +4 turn resistance, undead traits, vampire weaknesses; AL CE; SV Fort +2, Ref +11, Will +6; Str 21, Dex 18, Con —, Int 8, Wis 13, Cha 11.

Skills and Feats: Bluff +8, Hide +17, Listen +15, Move Silently +12, Search +7, Sense Motive +9, Spot +15; Alertness[B], Blind-Fight, Combat Reflexes[B], Dodge[B], Improved Initiative[B], Lightning Reflexes[B], Multiattack, Toughness.

Dominate (Su): Will DC 13 negates.

Energy Drain (Su): Fortitude DC 13 to eliminate 24 hours later.

Freeze (Ex): A gargoyle can hold itself so still it appears to be a statue. An observer must succeed on a DC 20 Spot check to notice the gargoyle is really alive.

Possessions: 6,500 sp, 700 gp, 8 gems (200 gp each).

Zenami, Vampiric Harpy

Sadistic in life, the harpy becomes evil personified when turned into a vampire. With its captivating song, a harpy vampire can easily lure dozens of innocent victims to their deaths, leaving only a pile of blood-drained corpses.

Zenami is a typical harpy vampire. She lurks in the marshes outside a small city, luring unwary travelers or explorers to an early grave.

Zenami: Female harpy vampire; CR 6; Medium undead (augmented monstrous humanoid); HD 7d12; hp 45; Init +8, Spd 20 ft., fly 80 ft. (average); AC 21, touch 14, flat-footed 17; Base Atk +7; Grp +10; Atk +10 melee (1d6+3 plus energy drain, slam); Full Atk +10 melee (1d6+3 plus energy drain, slam) and +5 melee (1d3+1, 2 claws); SA blood drain, captivating song, children of the night, create spawn, dominate, energy drain; SQ alternate form, damage reduction 10/silver and magic, darkvision 60 ft., fast healing 5, gaseous form, resistance to cold 10 and electricity 10, spider climb, +4 turn resistance, undead traits, vampire weaknesses; SV Fort +2, Ref +11, Will +7; AL CE; Str 16, Dex 19, Con —, Int 9, Wis 14, Cha 21.

Skills and Feats: Bluff +16, Hide +12, Intimidate +9, Listen +16, Move Silently +8, Perform (oratory) +7, Search +8, Sense Motive +8, Spot +12; Alertness[B], Combat Reflexes[B], Dodge[B], Flyby Attack, Improved Initiative[B], Lightning Reflexes[B], Persuasive.

Captivating Song (Su): The most insidious ability of the harpy is its song. When Zenami sings, all creatures (other than harpies) within a 300-foot spread must succeed on a DC 18 Will save or become captivated. This is a sonic, mind-affecting, charm effect. A creature that successfully saves cannot be affected by Zenami's song for 24 hours.

A captivated victim walks toward Zenami, taking the most direct route available. If the path leads into a dangerous area (through flame, off a cliff, or the like), that creature gets a second saving throw. Captivated creatures can take no actions other than to defend themselves. (Thus, a fighter cannot run away or attack but takes no defensive penalties.) A victim within 5 feet of Zenami stands there and offers no resistance to the monster's attacks. The effect continues for as long as Zenami sings and for 1 round thereafter. A bard's countersong ability allows the captivated creature to attempt a new Will save.

Dominate (Su): Will DC 18 negates.

Energy Drain (Su): Fortitude DC 18 to eliminate 24 hours later.

Possessions: two tanglefoot bags, *potion of invisibility*, 4,500 sp, 900 gp, 4 gems (average value 350 gp).

VAMPIRE VARIANTS

Legends abound of vampires that possess strange or unfamiliar abilities. These variants can be applied either to the vampire template or to the vampire spawn creature entry.

Moonbane Vampire

A moonbane vampire is vulnerable to the light of the full moon. A moonbane vampire exposed to the light of the full moon is treated as *slowed* (Will DC 15 negates). If the moon is waxing or waning (that is, not yet or no longer full), the vampire can still be affected, but it gains a +4 bonus on its save. A moonless night has no ill effect on the vampire.

CR Adjustment: +0.

Side View
Ghoul Colony
Vampire Cave
Barrowfield
Overview
One square = 5 feet

Persuasive Vampire

A persuasive vampire uses the power of its speech to sway opinions of listeners.

Special Attacks: Suggestion (Su): A persuasive vampire can make a suggestion to any number of targets within 30 feet (Will negates). This is the equivalent of a *suggestion* spell (caster level 12th). The vampire can pick and choose which targets to affect with the ability.

The persuasive vampire loses the dominate special attack.

CR Adjustment: +0.

Psychic Vampire

A psychic vampire drains a victim's mental strength, rather than physical health.

Special Attacks: Wisdom Drain (Su): With a successful touch attack or slam attack, a psychic vampire drains 1d6 points of Wisdom from the target, and simultaneously gains 5 temporary hit points that last for up to 1 hour. It can do this once per round. In addition, each living creature within 10 feet of a psychic vampire takes 1 point of Wisdom drain per round (Will negates; DC 10 + 1/2 vampire's HD + vampire's Cha modifier). A psychic vampire does not gain any temporary hit points from this effect. A psychic vampire can suppress or reactivate its Wisdom-draining aura as a standard action.

A psychic vampire does not have the vampire's energy drain ability.

CR Adjustment: +0

Savage Vampire

A savage vampire has none of the traditional vampire's personality or persuasiveness, instead relying on brute force. Rather than acting as charismatic leaders, savage vampires form packs much as wolves do.

Attack: A savage vampire retains all the attacks of the base creature and also gains two claw attacks if it didn't already have them. (Creatures without hands gain slam attacks instead, as normal for a vampire.)

Damage: The claw attacks of a savage vampire deal the same damage as a slam attack of a vampire of the same size.

Special Attacks: The savage vampire loses the dominate special attack. If the savage vampire has claw attacks, each claw bestows one negative level with a hit.

Abilities: Increase from the base creature as follows: Str +10, Dex +4, Int –2, Wis +2. As an undead creature, a savage vampire has no Constitution score.

Skills: Savage vampires have a +8 racial bonus on Hide, Jump, Listen, Move Silently, and Spot checks.

CR Adjustment: +0

Swarmform Vampire

The swarmform vampire can assume the form of a swarm of creatures.

Special Qualities: Instead of the normal forms listed for the vampire's alternate form ability, the swarmform vampire can assume the shape of a swarm of rats or bats.

CR Adjustment: +0

ZOMBIES

The following section presents a variety of zombies, organized by size from Small to Huge.

Dire Rat Zombie

Small Undead
Hit Dice: 2d12+3 (16 hp)
Initiative: +2
Speed: 40 ft. (8 squares)
Armor Class: 15 (+1 size, +2 Dex, +2 natural), touch 13, flat-footed 13
Base Attack/Grapple: +1/–2
Attack: Bite +3 melee (1d4+1) or slam +3 melee (1d4+1)
Full Attack: Bite +3 melee (1d4+1) or slam +3 melee (1d4+1)
Space/Reach: 5 ft./5 ft.
Special Attacks: —
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits
Saves: Fort +0, Ref +2, Will +3
Abilities: Str 12, Dex 15, Con —, Int —, Wis 10, Cha 1
Feats: Toughness
Challenge Rating: 1/2

Gnome Warrior Zombie

Small Undead
Hit Dice: 2d12+3 (16 hp)
Initiative: +3
Speed: 20 ft. (4 squares)
Armor Class: 11 (+1 size, –1 Dex, +1 natural), touch 10, flat-footed 11
Base Attack/Grapple: +1/–2
Attack: Slam +3 melee (1d4+1)
Full Attack: Slam +3 melee (1d4+1)
Space/Reach: 5 ft./5 ft.
Special Attacks: —
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits
Saves: Fort +0, Ref –1, Will +3
Abilities: Str 13, Dex 9, Con —, Int —, Wis 10, Cha 1
Feats: Toughness
Challenge Rating: 1/2

Goblin Warrior Zombie

Small Undead
Hit Dice: 2d12+3 (16 hp)
Initiative: +0
Speed: 30 ft. (6 squares)
Armor Class: 12 (+1 size, +1 natural), touch 11, flat-footed 12
Base Attack/Grapple: +1/–2
Attack: Slam +3 melee (1d4+1)
Full Attack: Slam +3 melee (1d4+1)
Space/Reach: 5 ft./5 ft.
Special Attacks: —
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits
Saves: Fort +0, Ref +1, Will +3
Abilities: Str 13, Dex 11, Con —, Int —, Wis 10, Cha 1
Feats: Toughness
Challenge Rating: 1/2

Black Bear Zombie

Medium Undead
Hit Dice: 6d12+3 (42 hp)
Initiative: +0
Speed: 40 ft. (8 squares)
Armor Class: 14 (+4 natural), touch 10, flat-footed 14
Base Attack/Grapple: +3/+8
Attack: Claw +8 melee (1d4+5) or slam +8 melee (1d6+5)
Full Attack: Claw +8 melee (1d4+5) or slam +8 melee (1d6+5) or bite +8 melee (1d6+5)
Space/Reach: 5 ft./5 ft.
Special Attacks: —
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits
Saves: Fort +2, Ref +2, Will +5
Abilities: Str 21, Dex 11, Con —, Int —, Wis 10, Cha 1
Feats: Toughness
Challenge Rating: 2

Gnoll Warrior Zombie

Medium Undead
Hit Dice: 4d12+3 (hp 29)
Initiative: –1
Speed: 30 ft. (6 squares)
Armor Class: 12 (–1 Dex, +3 natural), touch 9, flat-footed 12
Base Attack/Grapple: +2/+5
Attack: Slam +5 melee (1d6+3)
Full Attack: Slam +5 melee (1d6+3)
Space/Reach: 5 ft./5 ft.
Special Attacks: —
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits
Saves: Fort +1, Ref +0, Will +4
Abilities: Str 17, Dex 8, Con —, Int —, Wis 10, Cha 1
Feats: Toughness
Challenge Rating: 1

Hound Archon Zombie

Medium Undead
Hit Dice: 12d12+3 (hp 81)
Initiative: –1
Speed: 40 ft. (8 squares)
Armor Class: 20 (–1 Dex, +11 natural), touch 9, flat-footed 20
Base Attack/Grapple: +6/+9
Attack: Bite +9 melee (1d8+3) or slam +9 melee (1d6+3)
Full Attack: Bite +9 melee (1d8+3) or slam +9 melee (1d6+3)
Space/Reach: 5 ft./5 ft.
Special Attacks: —
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits
Saves: Fort +4, Ref +3, Will +8
Abilities: Str 17, Dex 8, Con —, Int —, Wis 10, Cha 1
Feats: Toughness
Challenge Rating: 4

Skum Zombie

Medium Undead (Aquatic)
Hit Dice: 4d12+3 (hp 29)
Initiative: +0
Speed: 20 ft. (4 squares), swim 40 ft.
Armor Class: 14 (+4 natural), touch 10, flat-footed 14
Base Attack/Grapple: +2/+7
Attack: Bite +7 melee (2d6+5)
Full Attack: Bite +7 melee (2d6+5) or claw +7 melee (1d4+5) or slam +7 melee (1d6+5)
Space/Reach: 5 ft./5 ft.
Special Attacks: —
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits
Saves: Fort +1, Ref +1, Will +4
Abilities: Str 21, Dex 11, Con —, Int —, Wis 10, Cha 1
Feats: Toughness
Challenge Rating: 1

Werewolf (Human Commoner) Zombie, Hybrid Form

Medium Undead
Hit Dice: 6d12+3 (hp 42)
Initiative: +1
Speed: 30 ft. (6 squares)
Armor Class: 17 (+1 Dex, +6 natural), touch 11, flat-footed 16
Base Attack/Grapple: +3/+6
Attack: Claw +6 melee (1d4+3) or slam +6 melee (1d6+3)
Full Attack: Claw +6 melee (1d4+3) or slam +6 melee (1d6+3) or bite +6 melee (1d6+3)
Space/Reach: 5 ft./5 ft.
Special Attacks: —
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits
Saves: Fort +2, Ref +3, Will +5
Abilities: Str 17, Dex 13, Con —, Int —, Wis 10, Cha 1
Feats: Toughness
Challenge Rating: 2

Wolf Zombie

Medium Undead
Hit Dice: 4d12+3 (29 hp)
Initiative: +1
Speed: 50 ft. (10 squares)
Armor Class: 15 (+1 Dex, +4 natural), touch 11, flat-footed 14
Base Attack/Grapple: +2/+4
Attack: Bite +4 melee (1d6+2) or slam +4 melee (1d6+2)
Full Attack: Bite +4 melee (1d6+2) or slam +4 melee (1d6+2)
Space/Reach: 5 ft./5 ft.
Special Attacks: —
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits
Saves: Fort +1, Ref +2, Will +4
Abilities: Str 15, Dex 13, Con —, Int —, Wis 10, Cha 1
Feats: Toughness
Challenge Rating: 1

Centaur Zombie

Large Undead
Hit Dice: 8d12+3 (55 hp)
Initiative: +1
Speed: 50 ft. (10 squares)
Armor Class: 16 (–1 size, +1 Dex, +6 natural), touch 10, flat-footed 15
Base Attack/Grapple: +4/+13
Attack: Hoof +8 melee (1d6+5) or slam +8 melee (1d8+5)
Full Attack: Hoof +8 melee (1d6+5) or slam +8 melee (1d8+5)
Space/Reach: 10 ft./5 ft.

Special Attacks: —
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits
Saves: Fort +2, Ref +3, Will +6
Abilities: Str 20, Dex 12, Con —, Int —, Wis 10, Cha 1
Feats: Toughness
Challenge Rating: 3

Dire Ape Zombie

Large Undead
Hit Dice: 10d12+3 (68 hp)
Initiative: +1
Speed: 30 ft. (6 squares), climb 15 ft.
Armor Class: (–1 size, +1 Dex,
Base Attack/Grapple: +5/+16
Attack: Claw +11 melee (1d6+7) or slam +11 melee (1d8+7)
Full Attack: Claw +11 melee (1d6+7) or slam +11 melee (1d8+7) or bite +11 melee (1d8+7)
Space/Reach: 10 ft./10 ft.
Special Attacks: —
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits
Saves: Fort +3, Ref +4, Will +7
Abilities: Str 24, Dex 13, Con —, Int —, Wis 10, Cha 1
Feats: Toughness
Challenge Rating: 3

Vrock Zombie

Large Undead
Hit Dice: 20d12+3 (133 hp)
Initiative: +1
Speed: 30 ft. (6 squares), fly 50 ft. (clumsy)
Armor Class: 24 (–1 size, +1 Dex, +14 natural), touch 10, flat-footed 23
Base Attack/Grapple: +10/+21
Attack: Claw +16 melee (2d6+7) or slam +16 melee (1d8+7)
Full Attack: Claw +16 melee (2d6+7) or slam +16 melee (1d8+7)
Space/Reach: 10 ft./10 ft.
Special Attacks: —
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits
Saves: Fort +6, Ref +7, Will +12
Abilities: Str 25, Dex 13, Con —, Int —, Wis 10, Cha 1
Feats: Toughness
Challenge Rating: 6

Behir Zombie

Huge Undead
Hit Dice: 18d12+3 (120 hp)
Initiative: +0
Speed: 40 ft. (8 squares), climb 15 ft.
Armor Class: 23 (–2 size, +15 natural), touch 8, flat-footed 23
Base Attack/Grapple: +9/+26
Attack: Bite +16 melee (2d4+13) or slam +16 melee (2d6+9)
Full Attack: Bite +16 melee (2d4+13) or slam +16 melee (2d6+9)
Space/Reach: 15 ft./10 ft.
Special Attacks: —
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits
Saves: Fort +6, Ref +6, Will +11
Abilities: Str 28, Dex 11, Con —, Int —, Wis 10, Cha 1
Feats: Toughness
Challenge Rating: 6

Five-Headed Hydra Zombie

Huge Undead
Hit Dice: 10d12+3 (68 hp)
Initiative: +0
Speed: 20 ft. (4 squares), swim 20 ft.
Armor Class: 18 (–2 size, +10 natural), touch 8, flat-footed 18
Base Attack/Grapple: +5/+17
Attack: 5 bites +7 melee (1d10+4) or slam +7 melee (2d6+4)
Full Attack: 5 bites +7 melee (1d10+4) or slam +7 melee (2d6+4)
Space/Reach: 15 ft./10 ft.
Special Attacks: —
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits
Saves: Fort +3, Ref +3, Will +7
Abilities: Str 19, Dex 10, Con —, Int —, Wis 10, Cha 1
Feats: Toughness
Challenge Rating: 4

Megaraptor Zombie

Huge Undead
Hit Dice: 16d12+3 (107 hp)
Initiative: +1
Speed: 60 ft. (12 squares)
Armor Class: 19 (–2 size, +1 Dex, +10 natural), touch 9, flat-footed 18
Base Attack/Grapple: +8/22
Attack: Talons +12 melee (2d8+6) or slam +12 melee (2d6+6)
Full Attack: Talons +12 melee (2d8+6) or slam +12 melee (2d6+6)
Space/Reach: 15 ft./10 ft.
Special Attacks: —
Special Qualities: Single actions only, damage reduction 5/slashing, darkvision 60 ft., undead traits
Saves: Fort +5, Ref +6, Will +10
Abilities: Str 23, Dex 13, Con —, Int —, Wis 10, Cha 1
Feats: Toughness
Challenge Rating: 5

All Zombies

Environment: Any land and underground
Organization: Any
Treasure: None
Alignment: Always neutral evil
Advancement: As base creature but double Hit Dice (maximum 20), or — if the base creature advances by character class
Level Adjustment: —

ZOMBIE VARIANTS

The zombie is traditionally associated more with horror than with action-adventure. These zombie variants make the familiar mindless corpse a bit more exciting and frightening to players.

Bloodthirsty Zombie

The bloodthirsty zombie doesn't just want to destroy you, it wants to crack open your skull and feast on the goo inside.

Attack: A bloodthirsty zombie gains a bite attack that deals the same damage as its slam attack (or its normal bite damage, whichever is more). (Bloodthirsty zombies also have a slam attack as normal, but most don't use it.)

Special Attacks: Blood Drain (Ex): If the bloodthirsty zombie scores a critical hit with its bite against a living creature, that creature takes 1 point of Constitution damage.

Feats: Bloodthirsty zombies gain Improved Critical (bite) as a bonus feat.

CR Adjustment: +1.

Diseased Zombie

What better carrier for a horrible disease than a rotting corpse?

Special Attacks: Disease (Ex): Any successful melee attack by a diseased zombie exposes the target to a disease (filth fever). Any creature making a successful unarmed or natural attack against a diseased zombie is similarly exposed (a character who grapples with a diseased zombie gets a –4 penalty on the save made to resist infection).

CR Adjustment: +1/2.

Fast Zombie

Slow zombies are funny. They're easy to escape on foot and can't run at all. After an encounter with fast zombies, the characters won't be laughing.

Speed: Add 30 feet to base land speed, up to a maximum of twice the zombie's normal base land speed. Fast zombies can run normally.

Armor Class: The fast zombie gains a +2 dodge bonus to AC.

Special Qualities: The fast zombie is not restricted to taking single actions only. However, it still cannot attack more than once per round.

CR Adjustment: +1/2

Hunting Zombie

It's pretty easy to hide from a normal zombie, but hunter zombies can follow and find enemies with the power of scent.

Special Qualities: Hunter zombies have the scent ability.

Feats: Hunter zombies gain Track as a bonus feat.

Saves: The hunter zombie's Will save bonus increases by 2 thanks to its improved Wisdom score.

Abilities: Hunter zombies have a Wisdom of 14.

Skills: Listen +6*, Spot +6*. *Includes a +4 racial bonus.

CR Adjustment: +1/2

Unkillable Zombie

The zombies in the *Monster Manual* are tough, but an unkillable zombie is nigh-unstoppable.

Hit Points: An unkillable zombie gains 2 hp per HD (thanks to the Undying Toughness feat; see below).

Special Qualities: An unkillable zombie gains fast healing 5.

Feats: An unkillable zombie gains Improved Toughness (see page 27) as a bonus feat.

CR Adjustment: +1

CULTS OF UNDEATH

Whether symbolized by the seductive nature of the vampire or the sheer power of the lich, the undead have an undeniable draw to the living. Over the centuries, innumerable cults, conclaves, and organizations have sprung up dedicated to or led by the walking dead. Five such groups are detailed below for inclusion in your game. Each description includes notes on incorporating the cult into your campaign, as well as a sample NPC affiliated with the group.

ACADEMY NECROMICA

The Academy Necromica was founded nearly one hundred and fifty years ago by the necromancer Xilian, who sought to establish a place where like-minded individuals could come together and share the secrets of the dark arts. Over the next two decades, Master Xilian slowly built up the organization, hand-picking members from those who respected (or worshiped) the power of death and undeath. Soon she had a cadre of necromancers, evil priests, and professional killers.

But the Academy was infiltrated by a paladin/rogue named Rion, who used his knowledge of the group's inner workings to organize an assault by those who opposed them. Most of the Necromicans (as the Academy's members call themselves) were destroyed, and Xilian herself was on death's door when loyal minions spirited her away.

From the ashes of the Academy's worst failure came its first great success. Unable to repair Master Xilian's horribly broken body, the necromancers instead performed an unspeakable process upon her, turning her into a lich. With a newfound lease on unlife, Xilian swore vengeance upon her enemies. She knew that patience was her ally, and over the next century, quietly built up a secret but powerful organization dedicated to death and evil. Now, the time to strike approaches near, yet she hesitates, fearing the possibility of another setback.

Today, the Academy Necromica prides itself on its strict dedication to evil above petty politics, and thus remains basically neutral evil. Individual members may vary from this ideal, but the Academy itself rarely strays into either lawful or chaotic methods. Symbolic of this ideal is Xilian, the Master of the Academy and a powerful necromancer in her own right. As the organization's founder and most powerful member, Xilian is possessed of a patience born of more than a century of unlife. She does not take unnecessary risks, though she also knows the value of personal involvement in times of crisis. She spends most of her time teaching the students of the Academy, as well as crafting long-range plans for the organization's future.

As one might expect, the Academy welcomes both the living and the dead, and it numbers a few undead (vampires, spectres, and the like) among its membership. To join, one must only demonstrate an appreciation for the arts of death, whether that appreciation is scholarly or more...hands-on.

In Your Campaign

Unless you run an evil-oriented campaign, the Academy Necromica probably works best as an adversary for your PCs. The characters might come across rumors of a ring of graverobbers or bodysnatchers, which in turn could lead them to discover the Academy's more vile activities. Alternatively, the Academy might target one of the PCs as a likely candidate for vampirism

or similar undead transformation, counting on the alignment shift to make the character friendlier to their aims. Or maybe one or more characters are aligned with the forces that brought Xilian and her Academy down the first time. If you have a non-good necromancer PC in the group, the Academy might even attempt recruitment, but only after confirming the character's alignment.

It's probably best not to pit the character directly against the Academy at lower levels. The higher-ranking members (such as Xilian or Uther Kyush, described below) could certainly defeat a low-level party of adventurers singlehandedly, and neither would hesitate to eliminate a serious threat to the organization.

Sample Member

After Master Xilian, the most respected member of the Academy is Uther Kyush, who oversees all targeted slayings, illicit information gathering, and other criminal activities of the Academy. Most Necromicans value Kyush's personal involvement in the day-to-day workings of the Academy, seeing him as much more in touch with the rank-and-file membership than Xilian. Kyush employs two squads of spies and cutthroats, each comprised of three 1st-level rogues and led by a 2nd-level rogue. Kyush is rarely separated from his bodyguard/lover Ronica (female human rogue 2/fighter 2).

Uther Kyush: Male elf rogue 5/assassin 5; CR 10; Medium humanoid; HD 10d6+10; hp 49; Init +9, Spd 30 ft.; AC 23, touch 16, flat-footed 18; Base Atk +6; Grp +8; Atk +9 melee (1d6+3/18–20 plus poison,*+1 rapier*) or +12 ranged (1d6+3/×3 plus poison,*+1 shortbow*); Full Atk +9/+4 melee (1d6+3/18–20 plus poison,*+1 rapier*) or +12/+7 ranged (1d6+3/×3 plus poison,*+1 shortbow*); SA death attack, elf traits, sneak attack +6d6, spells; SQ evasion, low-light vision, poison use, trapfinding, trap sense +1, uncanny dodge; SV Fort +3, Ref +13, Will +2 (+4 against enchantments); AL NE; Str 14, Dex 20, Con 12, Int 12, Wis 10, Cha 8.

Skills and Feats: Disguise +7, Disable Device +15, Escape Artist +13, Hide +19, Listen +11, Move Silently +19, Open Lock +19, Search +17, Spot +11, Survival +1 (+3 following tracks), Use Rope +7 (+9 bindings); Dodge, Improved Initiative, Point Blank Shot, Precise Shot.

Death Attack (Ex): If Uther studies his victim for 3 rounds and then makes a sneak attack with a melee weapon, he can attempt or paralyze his victim for 1d6+5 rounds or kill it (Fortitude DC 16).

Elf Traits: Elves have immunity to magic sleep effects. An elf who merely passes within 5 feet of a secret or concealed door is entitled to a Search check to notice it as if he were actively looking for it.

Evasion (Ex): If Uther is exposed to any effect that normally allows him to attempt a Reflex saving throw for half damage, he takes no damage with a successful saving throw.

Poison Use (Ex): Uther never risks accidentally poisoning himself when applying poison or positoxin to a blade.

Sneak Attack (Ex): Uther deals an extra 6d6 points of damage on any successful attack against flat-footed or flanked targets, or against a target that has been denied its Dexterity bonus for any reason. This damage also applies to ranged attacks against targets up to 30 feet away. Creatures with concealment, creatures without discernible anatomies, and creatures immune to extra damage from critical hits are all immune to sneak attacks. Uther may choose to deliver nonlethal damage with his sneak attack, but only when using a weapon designed for that purpose, such as a sap (blackjack).

Trapfinding (Ex): Uther can find, disarm, or bypass traps with a DC of 20 or higher. He can use the Search skill to find, and the Disable Device skill to disarm, magical traps (DC 25 + the level of the spell used to create it). If his Disable Device result exceeds the trap's DC by 10 or more, he discovers how to bypass the trap without triggering or disarming it.

Uncanny Dodge (Ex): Uther retains his Dexterity bonus to AC even when flat-footed or targeted by an unseen foe (he still loses his Dexterity bonus if paralyzed or otherwise immobile).

Assassin Spells Known (4/2 per day; caster level 5th): 1st—*disguise self, feather fall, obscuring mist, true strike*; 2nd—*cat's grace, misdirection, nondetection.*

Possessions: leather armor +2, ring of protection +1, rapier +1, shortbow +1, buckler +2, gloves of dexterity +2, 30 masterwork arrows, 5 doses of giant wasp poison, *potion of cure moderate wounds.*

EYES OF VECNA

Though the members of this order claim it was founded by the lich Vecna before his ascension to godhood, this declaration seems apocryphal. Regardless of the truth, members of this order venerate the deity of secrets as their divine patron. Their aim is to keep knowledge out of the hands of those undeserving to have it. At the lowest levels, this takes the form of the theft (or destruction) of books and scrolls from personal libraries, but can include kidnapping and murder if necessary.

The Eyes of Vecna is organized into cells of 4d6 members. Most large cities and metropolises have one (or sometimes more than one) cell secreted somewhere within them, but individual cells maintain their independence from one another regardless of geographical proximity. Cell leaders are usually evil necromancers or diviners or clerics of Vecna, typically of level 5th or higher. Rogues and bards are common members, and the order numbers many warriors, experts, and fighters among their ranks as well.

Above the cells sit more powerful leaders, who orchestrate the activities of cells throughout a region (often without the cells even realizing they are being influenced by an outside power). These leaders are typically level 10th or higher, and some are undead creatures themselves (such as vampires or liches). These leaders often use weaker undead as lackeys or bodyguards, since such creatures tend to be good at keeping secrets. Stories that the organization's leaders amputate their left hands and put out an eye to ascend to this level of power are unproven.

To join the Eyes of Vecna, one must prove one's worth by stealing or destroying an item of forbidden knowledge (such as a rare tome). Characters of evil alignment are strongly preferred, since the Eyes of Vecna must never place the well being of others before the group's own nefarious goals.

As a result of their activities, the organization has a vast storehouse of rare knowledge, which grants a +2 circumstance bonus on Knowledge checks. Members of 5th level or higher can gain access to this resource by making a DC 15 Charisma check and spending a full 8 hours going through the tomes.

In Your Campaign

The Eyes of Vecna make a great long-term opponent for the PCs of your campaign. At low levels, the characters might

unintentionally thwart the theft of a rare book from a temple or aristocrat's library, gaining the thanks of the owner and the attention of the Eyes. Later, characters tasked with recovering stolen property or finding a kidnapped sage could trace their way to a cell's headquarters, perhaps even quashing the cell itself. This, of course, draws the ire of the higher-ranking members, which might make the PCs the next target. At higher levels, the characters could tangle with the leaders themselves.

Sample Member

Cyranthus is a cell leader working in a large city or metropolis in your campaign world. He prefers subtle approaches to his goals, favoring stealth over brute force. His cell includes rogues, bards, a sorcerer, and a few warriors, as well as a pair of zombie bodyguards animated by Cyranthus himself. Unlike many cell leaders, Cyranthus has no illusions about his level of authority, and dreams of joining the higher ranks of the Eyes. This ambition leads him to plan ever-larger missions for his cell, which could be his undoing.

Cyranthus: Male half-elf rogue 1/cleric 5; CR 6; Medium humanoid (elf); HD 1d6 plus 5d8; hp 28; Init +1; Spd 20 ft.; AC 17, touch 11, flat-footed 16; Base Atk +3; Grp +2; Atk or Full Atk +2 melee (1d4–1/19–20, dagger) or +4 ranged (1d4–1/19–20, dagger); SA rebuke undead 6/day (+3, 2d6+8, 5th), sneak attack +1d6, spells; SQ half-elf traits, low-light vision, trapfinding; AL LG; SV Fort +4, Ref +4, Will +7 (+9 vs. enchantments); AL NE; Str 8, Dex 13, Con 10, Int 12, Wis 16, Cha 16.

Skills and Feats: Bluff +7, Concentration +5, Diplomacy +12, Disguise +7, Hide +5, Knowledge (local) +5, Knowledge (religion) +5, Listen +7, Move Silently +5, Spot +7, Use Magic Device +7; Combat Casting, Scribe Scroll.

Half-Elf Traits: Half-elves have immunity to magic sleep effects. For all effects related to race, a half-elf is considered an elf.

Sneak Attack (Ex): Cyranthus deals an extra 1d6 points of damage on any successful attack against flat-footed or flanked targets, or against a target that has been denied its Dexterity bonus for any reason. This damage also applies to ranged attacks against targets up to 30 feet away. Creatures with concealment, creatures without discernible anatomies, and creatures immune to extra damage from critical hits are all immune to sneak attacks. Cyranthus may choose to deliver nonlethal damage with his sneak attack, but only when using a weapon designed for that purpose, such as a sap (blackjack).

Trapfinding (Ex): Cyranthus can find, disarm, or bypass traps with a DC of 20 or higher. He can use the Search skill to find, and the Disable Device skill to disarm, magical traps (DC 25 + the level of the spell used to create it). If his Disable Device result exceeds the trap's DC by 10 or more, he discovers how to bypass the trap without triggering or disarming it.

Cleric Spells Prepared (caster level 5th): 0—*detect magic*[K] (2), *light* (2), *read magic*[K]; 1st—*comprehend languages*[K], *divine favor*, *doom* (DC 14), *protection from good*[DE], *shield of faith*; 2nd—*detect thoughts*[DK] (DC 15), *hold person* (2) (DC 15), *silence* (DC 15); 3rd—*clairaudience/clairvoyance*[DK], *cure serious wounds*, *dispel magic*.

D: Domain spell. Domains: Evil (cast evil spells [E] at +1 caster level), Knowledge (cast divination spells [K] at +1 caster level; all Knowledge skills are class skills).

Possessions: +2 *chain shirt*, *cloak of Charisma* +2, dagger.

LURKERS IN SHADOW

This cult is relatively new to the world, having formed about a decade ago by the mystic theurge D'Milluhr. According to his claims, D'Milluhr received a vision from a shadowy demonic undead being of great power. In this vision, the theurge was tasked with an unholy quest for a terrible artifact: the dreaded *Wand of Orcus*.

Since that day, D'Milluhr has worked tirelessly toward that end. He knew instinctively that this quest must remain secret from the world at large, and has thus kept to the shadows, never extending his reach too far. He has enlisted a small group of allies to this cause, including rogues, diviners, and planewalking characters of all stripes. He has also attracted the service of a few visages, though in truth he doesn't know why these undead beings offered their allegiance to him.

The truth, should D'Milluhr ever learn it, would likely shatter his sanity. The vision was neither a message nor a divine quest, but merely a quirk of fate, an echo of the thoughts of the undead deity Tenebrous (see page 18) when it came into being on the Astral Plane. The visages (see page 130) came to D'Milluhr because they sensed some connection between the theurge and their creator, Tenebrous. Worse still, the quest itself is a meaningless one, since the being known as Tenebrous has regained his lost wand and returned to his previous identity, Orcus, Demon Prince of Undead.

But D'Milluhr suspects none of this, and remains feverishly intent on recovering the "lost" Wand of Orcus. He tracks down almost every lead, no matter how vague, which leads him on innumerable wild goose chases across the planes. He rejects any suggestion that the Wand is in the hands of Orcus himself, clinging to the theory that his shadowy patron wouldn't have bestowed a quest as hopeless as taking the *Wand* from the hands of the Demon Prince of Undead himself.

In Your Campaign

D'Milluhr or his minions could run into the characters on any of a number of information hunts. The PCs need not be involved with Orcus, Tenebrous, or indeed anything even vaguely related to the Lurkers' mission. As long as some tenuous link between the characters' activities and the theurge's quest can be imagined, an encounter between the PCs and the Lurkers in Shadow can occur.

Or perhaps D'Milluhr's quest isn't as crazy as it seems. Maybe he's actually getting close to tracking down the *Wand's* current destination (and perhaps it isn't currently in Orcus's hands), and the PCs learn of his goal and decide to head him off before he gains possession of one of the most evil artifacts in all creation.

Sample Member

Tarek Duskwood is one of D'Milluhr's most competent and loyal minions. He operates both as a lone spy or as the leader of a group of rogues and fighters tasked with following up on a lead, depending on the needs of the theurge. Though he appears harmless and friendly, his true personality is coldly vicious. Put simply, Tarek will destroy anyone in the way of his goal, and he prefers methods that are unnecessarily painful.

Tarek Duskwood: Male halfling rogue 5/fighter 2; CR 7; Small humanoid; HD 5d6+5 plus 2d10+2; hp 37; Init +7; Spd 20 ft.; AC 18, touch 14, flat-footed 15; Base Atk +5; Grp

+2; Atk or Full Atk +9 melee (1d3+1, dagger) or +10 ranged (1d3+1, thrown dagger); SA sneak attack +3d6; SQ evasion, trapfinding, trap sense +1, uncanny dodge; SV Fort +6, Ref +8, Will +6 (+8 vs. fear); AL NE; Str 13, Dex 16, Con 12, Int 8, Wis 14, Cha 10.

Skills and Feats: Climb +5, Gather Information +10, Hide +20, Jump –1, Listen +12, Move Silently +14, Search +9, Sense Motive +10, Spot +10, Survival +1 (+3 following tracks); Blind-Fight, Improved Initiative, Investigator, Iron Will, Weapon Finesse.

Evasion (Ex): If Tarek is exposed to any effect that normally allows him to attempt a Reflex saving throw for half damage, he takes no damage with a successful saving throw.

Sneak Attack (Ex): Tarek deals an extra 3d6 points of damage on any successful attack against flat-footed or flanked targets, or against a target that has been denied its Dexterity bonus for any reason. This damage also applies to ranged attacks against targets up to 30 feet away. Creatures with concealment, creatures without discernible anatomies, and creatures immune to extra damage from critical hits are all immune to sneak attacks. Tarek may choose to deliver nonlethal damage with his sneak attack, but only when using a weapon designed for that purpose, such as a sap (blackjack).

Trapfinding (Ex): Tarek can find, disarm, or bypass traps with a DC of 20 or higher. He can use the Search skill to find, and the Disable Device skill to disarm, magical traps (DC 25 + the level of the spell used to create it). If his Disable Device result exceeds the trap's DC by 10 or more, he discovers how to bypass the trap without triggering or disarming it.

Uncanny Dodge (Ex): Tarek retains his Dexterity bonus to AC even when flat-footed or targeted by an unseen foe (he still loses his Dexterity bonus if paralyzed or otherwise immobile).

Possessions: +1 shadow studded leather armor, 3 masterwork daggers, *potion of invisibility, potion of cure moderate wounds,* ebony cloak pin (700 gp).

MINIONS OF THE SKULL

To the average person on the street, the Minions of the Skull would seem insane. Of course, the Minions know that their worship of all undead beings is the one true way of moving beyond the petty concerns of flesh and blood to achieve perfect immortality everlasting.

As it turns out, the person on the street would be right: the Minions of the Skull are absolutely insane. However, this insanity makes them all the more dangerous, since they have no compunction against destroying any living creature who poses even the slightest threat to their goals of universal undeath.

The Minions of the Skull have no centralized leadership or organization. Each group of cultists—which might number anywhere from a half-dozen to several dozen, depending on the community and the personality of its leader—operates on its own, though occasionally charismatic leaders unite multiple branches for particularly daring or grand schemes. Such alliances rarely last very long, since the innately chaotic nature of the cultists inevitably proves too strong to control.

As expected, the Minions draw the attention of many sentient undead creatures. Most don't have the foresight to use the Minions effectively, either spending them in foolish strikes against the living or merely consuming them as food. However, wiser undead (including liches, vampires, ghosts, mummies, and the like) may use the Minions as pawns in grander schemes.

Cult leaders, often called Undying Masters, are usually powerful wizards or sorcerers. Since the cult doesn't venerate any of the traditional deities (save for a few who quietly worship Vecna the lich-god), clerics are few and far between. They typically employ fighters, monks, or rogues as bodyguards, promising these individuals transformation into powerful undead creatures as reward for loyal service. An Undying Master that has already achieved transformation into an undead uses its new status to gain even greater respect and awe from other minions.

In Your Campaign

The Minions of the Skull make great foes for PCs. Since they're irrevocably vile and evil, most characters have few compunctions about cutting them down by the dozens. However, no matter how many the characters defeat, a few more insane cultists always wait in the wings to give them a hard time.

A typical encounter with low-ranking Minions might occur when the PCs run across (or are hired to stop) a group of cultists stealing various relics linked to deities of death. For a twist, have an evil temple, such as one dedicated to Nerull, hire the PCs to work together against the cult. As the characters learn more about the Minions of the Skull, they encounter ever-tougher cultists until they finally meet an Undying One himself.

Sample Member

Tival is a typical low-ranking member of the Minions of the Skull. Trival is a brutal thug who moves at the will of higher-ranking members of the organization.

Tival: Female half-orc fighter 2; CR 2; Medium humanoid (orc); HD 2d10+4; hp 20; Init +1; Spd 20 ft.; AC 17, touch 11, flat-footed 16; Base Atk +2; Grp +5; Atk or Full Atk +7 melee (1d12+4/×3, masterwork greataxe) or +4 ranged (1d8+4/×3, masterwork longbow); SA —;SQ darkvision 60 ft., half-orc traits; AL LG; SV Fort +4, Ref +1, Will +1; AL NE; Str 17, Dex 13, Con 14, Int 8, Wis 12, Cha 6.

Skills and Feats: Jump +8, Tumble +3; Cleave, Power Attack, Weapon Focus (greataxe).

Half-Orc Traits: For all effects related to race, a half-orc is considered an orc.

Possessions: half-plate armor, masterwork greataxe, masterwork longbow, 20 arrows.

THE RUBY ORDER

This cult worships Wee Jas, particularly her incarnation as Death's Guardian. The members pride themselves on their dedication and discipline and are known widely for their expertise in necromantic magic.

The existence of the Ruby Order in a given city is typically public knowledge. The cult respects whatever government rules the land, follows the law, pays taxes, and so forth. It draws many arcane-minded characters to its ranks, and even more seek out the Order for short-term teaching. In some cities, the Order supplies advisors to local leaders, or even magistrates for the courts. Characters used to dealing with "cults" as secretive bands of renegades are in for trouble if they treat the Ruby Order similarly, since it has many allies, both legitimate and otherwise.

In Your Campaign

Of the cults presented here, the Ruby Order is the best suited as an ally to a typical group of PCs. As a lawful neutral organization, the Ruby Order can be counted on to hold up its end of any bargain, making it a reliable source of information and other resources to a like-minded party. Monks, lawful wizards and sorcerers, and other characters who share a devotion to discipline can find acceptance or even training among the order's ranks.

Conversely, the Ruby Order can be a steadfast opponent to the PCs of your campaign, particularly if those characters tend more toward chaos than law (or even if they simply have a distaste for necromancy). If the Ruby Order perceives the characters as enemies, they have the will and patience to make the PCs' lives a living hell.

Sample Member

Marys is a new member of the Ruby Order, and seeks to prove her worth to the cult by forbidding herself all earthly pleasures. Unfortunately, her discipline is not yet strong enough to achieve this goal. After her periodic "binges," she absolves her guilt by smiting those who tempted her. For best effect, characters should encounter her first while in her ascetic mode, to set her up as a disciplined individual, only to meet her later in the midst of debauchery or while striking down her tempters.

Marys: Female human cleric 4; CR 4; Medium humanoid; HD 4d8+4; hp 25; Init –1; Spd 20 ft.; AC 18, touch 9, flat-footed 18; Base Atk +3; Grp +5; Atk or Full Atk +7 melee (1d8+2, heavy mace) or +2 ranged (1d8, light crossbow); SA rebuke undead 3/day (+2, 2d6+4, 4th), spells; SQ —;AL LN; SV Fort +6, Ref +1, Will +8; AL LN; Str 14, Dex 8, Con 13, Int 12, Wis 15, Cha 10.

Skills and Feats: Concentration +8, Diplomacy +10, Knowledge (religion) +8, Spellcraft +8; Combat Casting, Scribe Scroll, Weapon Focus (heavy mace).

Cleric Spells Prepared (caster level 4th): 0—*detect magic* (2), *light* (2), *read magic*; 1st—*cause fear*[D] (DC 13), *divine favor, doom* (DC 13), *magic weapon, shield of faith*; 2nd—*bull's strength, darkness, death knell*[D] (DC 14), *silence* (DC 14).

D: Domain spell. Domains: Death (death touch 1/day, damage 4d6), Magic (use magic items as 2nd-level wizard).

Possessions: full plate, light shield, *cloak of resistance +1*, masterwork heavy mace, light crossbow, 20 bolts, 2 *potiosn of cure light wounds*, 300 gp.

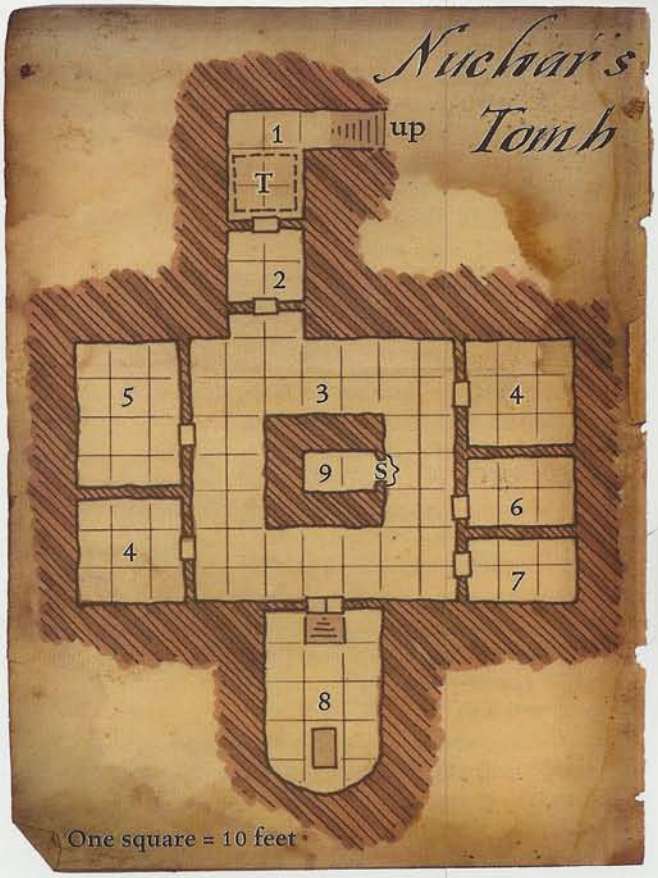
ADVENTURE SITES

The following locales provide lairs and adventure sites that focus on themes of necromancy, from lower-level sites to higher.

NUCHAR'S TOMB

This site is suitable for a party of 4th-level adventurers.

Few remember Nuchar. Nuchar's family was wealthy, and of noble blood, so when her questionable pursuits brought her low, her family hushed it up, and by virtue of merely sealing over her underground laboratory, which quieted the phantom screaming, muffled the unseen footsteps, and lessened the horrible shadows that sometimes appeared in the corners on the family estate.



This was not enough to save the family. A year and a day after Nuchar's laboratory (now called Nuchar's Tomb by the family) was sealed, a strange sickness struck the family, killing them all in mere hours. Afterward, the house, for all its grandiosity, would not sell. It fell into disrepair, and still stands abandoned today. Nuchar's Tomb remains a name of mystery and horror. Stories of the wealth sealed away with Nuchar have also grown as time has passed. The stories might even be true.

Those who seek Nuchar's Tomb must navigate the decrepit house, find the secret stairs, and descend to Nuchar's Foyer.

1. Nuchar's Foyer (EL 3)

Three feet of water fills this stained stone chamber. The water is stagnant, and a horrible stench assaults all who enter. Dark green and opaque in even the brightest lamp-light, the water covers rough flooring—broken stone crockery, vessels, and flasks, as well as strangely preserved humanoid bones. The water laps up against a great iron seal leading to room 2, which is trapped.

Fire Trap on Seal to Room 2: CR 3; spell; proximity trigger (alarm); no reset; spell effect (*fire trap*, 3rd-level druid, 1d4+3 fire, Reflex DC 13 half); Search DC 27; Disable Device DC 27.

2. The Seal (EL 2)

The door between this room and room 1 takes the form of a great iron disk, 8 feet in diameter. It was once black, but contact with the water in room 1 and this room has painted great stripes of rust across it. The door is locked (Open Lock 21) and trapped.

The trap effects a 20 x 20 foot section in room 1 immediately next to the seal.

Like the foyer, this room is also three feet deep in opaque stagnant water. It hides a remnant of Nuchar's research—the animate skeleton of an owlbear. The skeleton rises up and attacks any creature that passes the midpoint of the room toward room 3.

A search through the water reveals similar detritus as that found in room 1.

Owlbear Skeleton (1): hp 32; see *Monster Manual.*

3. The Square (EL 3)

A wide hallway provides access to all Nuchar's experimentation rooms. Faint fungal phosphorescence lights this chamber. A black lichenlike growth covers every surface above the water level (which is still 3 feet deep and just as stagnant).

A Search (DC 21) of the hallway reveals a rusted iron chest beneath the water. The locked (Pick Lock DC 23) chest holds 3 diamonds each worth 50 gp and 3 leaky (ruined) potion vials. However, if removed from the chest, three tomb motes that lie sodden and unmoving suddenly swim to the surface of the liquid and attack the intruders.

Tomb Motes (3): hp 13; see page 128 of this book.

4. Abandoned Lab

Beneath the ever present water can be found shattered glass vials and tubes, corroded metal tools rusted beyond repair, spools of dark thread, and an enormous number of humanoid bones, some still strapped to upended metal tables. Nothing moves in the two chambers keyed to this entry.

5. Bone Assembly Room (EL 5)

This room, also flooded, contains the bones of large or huge creatures, strewn and disassembled. Also ruined bone drills, twine, and shattered crockery once filled with vile substances. Of the creatures created in this lab, one ettin skeleton remains. It rises from the bone jumble to attack any that enter the chamber.

A search of the room reveals a cabinet that the water has not breached. Inside the cabinet is a pouch with 200 gp, a flask of alchemist's fire, two flasks of acid, a vial of holy water, a vial of unholy water, and an hourglass.

Ettin Skeleton (1): hp 65; see *Monster Manual* page 227.

6. Skinning Chamber (EL 5)

The door to this chamber is locked (Open Lock DC 23). Inside, the floor slopes upward toward the southeast, and that corner of the room is not flooded. A jumble of tables and fallen cabinetry that lie in the flooded part of the room are mixed with scalpels of all sizes, and other rusted, broken flensing equipment. In the corner of the room stands the shape of a human with no features, like a manikin. However, the manikin seems to be covered in a patchwork of leathery skin. However, those who enter the chamber may be surprised when the patchwork skin lifts into three flapping sheets of animate skin, which kite forward through the air to attack. A featureless stone sculpture remains behind, the skin kites' roost.

Skin Kites (3): hp 24; see page 119 of this book.

7. Cracked Crucible

The floor is higher here, and hardly any of the room is under water, though the cracked cobblestones are moist and thick with fungus. Tables here are overturned an broken. A thick glass crucible lies on the floor near the eastern wall. It is cracked open, and a strange black growth has exploded out of the cavity, sending rhizomes of webbing across the ceiling.

This is a physical manifestation of a flesh0eating bacillus Nuchar was developing. Anyone who enters more than 10 feet into the chamber feels must make a Reflex save each round (DC 15) to avoid a glop of the stuff coating the ceiling from dropping down upon them, potentially infecting them with the lethal disease. Inside the crucible from which the physical manifestation of the disease grows is a 500 gp black pearl, which serves as a magical nexus for spells that nurture the disease.

Flesh-Eating Bacillus Disease: Contact; Fort save DC 20; Onset time 1 day; Damage 1d6 Con. The black growth covers the victim, slowly filling in the portions of the victim's flesh where rot has created cavities. Someone suffering from flesh-eating bacillus is contagious with contact.

8. Nuchar's Room (EL 7)

Steps raise the majority of this room well above the flood level. Nuchar's black lacquered altarlike coffin lies in the southern portion of this room. When a particularly vile spell snapped the thread of Nuchar's life, her corpse revived, in the form of a deathlock. As a deathlock, Nuchar sometimes stalks the confines of this level, but has never ventured past the seal. Creatures entering the room wake "her" and her "pets." When intruders come into this room, she realizes the seal is breached. After dealing with intruders, she will venture forth.

In her coffin can be found 340 gp, a small gold bracelet (55 gp), matching gold earrings (30 gp), and Nuchar's Spellbook.

Tomb Motes (3): hp 13; see page 128 of this book.

Nuchar: Female deathlock necromancer 3; CR 6; Medium undead; HD 3d12 plus 3d4; hp 32; Init +6; Spd 30 ft. (6 squares); AC 15, touch 12, flat-footed 13; Base Atk +3; Grp +3; Atk or Full Atk +3 melee (1d4, bite); SA spell-like abilities, spells; SQ darkvision 60 ft., familiar, +2 turn resistance, undead traits; AL NE; SV Fort +2, Ref +4, Will +7; Str 11, Dex 15, Con —, Int 14, Wis 13, Cha 14.

Skills and Feats: Concentration +6, Hide +8, Knowledge (arcana) +8, Listen +9, Spellcraft +10, Spot +9; Alertness, Fell Frighten†, Fell Weaken†, Improved Initiative, Scribe Scroll[B].

†New feats described in Chapter 2.

Familiar: Nuchar chooses not to summon a familiar, seeing a potential familiar as more of a vulnerability than an asset.

Spell-Like Abilities: At will—*detect magic, inflict minor wounds, read magic* (DC 12); 3/day—*cause fear* (DC 13), *magic missile, summon monster I*, 2/day—*deathknell, ghoul glyph* (DC 14). Caster level 3rd.

Wizard Spells Prepared (caster level 3rd; prohibited schools evocation and illusion): 0—*detect magic, read magic, daze* (2) (DC 12), *mage hand;* 1st—*chill touch* (2) (+3 melee touch; DC 13), *mage armor;* 2nd—fell frightened *chill touch* (2) (+3 melee touch; DC 13).

Nuchar's Spellbook: as above plus 0—all except evocation and illusion; 1st—*cause fear, ray of enfeeblement;* 2nd—*blindness/deafness, command undead, scare.*

Possessions: 3 scrolls of fell frightened *chill touch* (+3 melee touch; DC 13), *bracers of armor +2.*

9. Corrupt Well (EL 2)

A gargoylelike stone ahead affixed to the side of the central stone square steadily spews stagnant water, keeping this entire are flooded. Behind the wall (Strength check DC 20 to break) is a well that contains the body of Nuchar's mother, drowned by her daughter's hand. The curse of that act caused the well to go bad. The mother's spirit lingers as a murk. If the murk is killed the flood of stagnant water is stopped.

Murk (1): hp 19; see page 112 of this book.

THE BARROW

This adventure site is suitable for a party of 6th-level adventurers.

A barrow is a large mound of earth above an old tomb. As the passage of years roll on, the earth is grown over with grass, giving the mound the look of a simple hill.

Barrows are found in many places, usually marking the spot of ancient peoples now long vanished. Often, barrows are let lie, since they may be haunted by the spirits of those buried within.

1. Top of the Mound (EL 6)

The grassy mound is has a small bald spot of earth and bare stone on top; tomb raiders have recently discovered this mound could be a barrow, and have uncovered the ancient stone door. The massive stone slab covering the opening is fastened from within with a cross brace (Strength check DC 28 to break) and trapped.

Lightning Bolt Trap: CR 6; magic device; proximity trigger (alarm); automatic reset; spell effect (lightning bolt, 10th-level wizard, 10d6 electricity, Reflex DC 14 half); Search DC 28; Disable Device DC 28.

2. False Barrow (EL 4)

Once broken into, the hollow stomach of the barrow is revealed. The sandy floor of the barrow lies some 20 feet below the opening.

A search of this sandy space reveals detritus in the form of old bones, rotted rags that may have once been cloths, beads, and a few bits of crude coinage of an ancient vintage (33 gp in total). Searching the sandy floor uncovers one unpleasant surprise—a skulking cyst.

A more thorough search of the floor (Search DC 25) reveals a trapdoor hidden under the sand, which covers a narrow earthen stair leading downward to room 3.

Skulking Cyst (1): hp 26; see page 120 of this book.

3. Defenders of the Barrow (EL 6)

The narrow earthen stair from room 2 empties into a chamber that smells awful. A single closed sarcophagus lies in the center of this darkened chamber—this is the entrance to the final descent that leads to room 4. The smell seems to come from the closed sarcophagus. This is normally true, but the plague blight that wiles away the centuries is alerted when the cross brace holding the entrance is bypassed or broken (see room1). It removes itself form its "bed," puts the lid back on, then hides in a corner (Spot check 34), and attempts to take from behind creatures opening its sarcophagus.

Plague Blight (1): hp 41; see page 115 of this book.

4. True Barrow (EL 8)

The 20 foot high space measures 40 feet in length and 60 in breadth. Every 10 x 10 foot section of the floor contains an eroded stone sarcophagus, for a total of 24 sarcophagi. The names imprinted upon the top of each of the elaborate coffins are mostly lost to mildew, save for a few decipherable names, written in a now-dead tongue.

Each sarcophagus contains some bit of treasure (roll on the barrow sarcophagus contents table), but when the first sarcophagus is breached, the guardian spirit of the barrow is summoned up out of the earth. The first evidence of the spirit's arrival is its dire melody—the spirit takes the form of a crypt chanter.

Barrow Sarcophagus Contents

d%	Type	Amount
01–40	Silver	1d10x100
41–60	Gold	1d20x10
61–70	Ceramic	1d10x10 (worthless in the present)
71–80	Gems	1d4 worth 50 gp each
81–85	Art	1 worth 300 gp
86–90	Potion	1 item; roll in DMG
91–95	Scroll	1 minor item; roll in DMG
96–98	Ring	1 minor item; roll in DMG
99–100	Roll twice	(disregard if rolled again)

Crypt Chanter(1): hp 45; see page 93 of this book.

FANGHURST

This site is suitable for a party of 7th-level adventurers.

Below large cities, powerful undead sometimes congregate, forming groups, associations, and cabals. Where undead cabals meet, evil plans are plotted and set into motion. One of these cosmopolitan lairs is known as Fanghurst. Here, the Three Principles, as they call themselves, organize thievery, inculcate themselves with dark forces, and seek to increase their influence in the city.

1. Entry (EL 3)

This chamber is found at the bottom of a circular stair well that proceeds from a secret entrance from somewhere on the surface (the DM customizes the particulars of this according to the needs of the game).

The entry is bare, but for the stairs and double stone doors on the north wall, and a metal chair on which sits the doortender—an ogre. The doors are locked (Open Lock DC 27), and are only unlocked from the inside (room 2) if the doortender ogre calls and gives the proper password. A commotion in this room alerts the ogres in room 2 that intruders are present, and they prepare themselves.

Ogre (1): hp 29; see *Monster Manual.*

2. First Defense (EL 8)

The doors to this room that connect onto room 1 are locked (Open Lock DC 27). While the Three Principles of Fanghurst are undead (see room 7), even undead sometimes rely on living servants to better ensure their safety. Thus, the Three Principles employ ogres, garnering their services through a combination of pay and fear.

At any given time, three of the five ogres assigned to guard this room are in the chamber—the other two arrive at the end of the first round of any altercation, one from room 4, the other from room 3.

Ogres (5): hp 29; see *Monster Manual.*

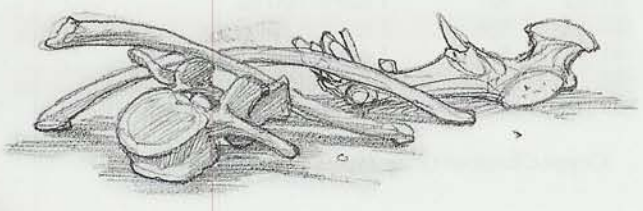
3. Barracks

A large oaken table and chairs occupy the center of the room. Various-sized bone dice litter the table. Crude straw pallets (6 total) line the walls, crowding the table. A search through the room reveals the personal valuables kept by the ogres—435 gp, three alexandrite gems each worth 200 gp, a spare large steel shield, and a misplaced *potion of cure medium wounds.*

If by chance the ogres in the outer chamber have been bypassed, a single ogre is found here sleeping.

4. Storeroom

An ogre's got to eat—poor quality foodstuffs and water barrels are crammed into this room, plus a barrel of rancid ale, allowing the ogres to go months at a time without leaving their post.



If by chance the ogres in the outer chamber have been bypassed, a single ogre is found here sneaking a sip from the ale barrel.

5. Second Defense (EL 6)

Frescoes along the wall of this wide hall are painted in ochre hues. The frescoes depict scenes of intruders coming to grisly ends by way of terrible traps.

There are two traps in this room, one in the south of the hall, the other in the north of the hall. Entering the trapped areas shown on the Fanghurst map triggers these traps.

South Flame Strike Trap: CR 6; magic device; proximity trigger (*detect magic*); automatic reset; spell effect (*flame strike*, 9th-level cleric, 9d6 fire, Reflex DC 17 half); Search DC 30; Disable Device DC 30.

North Fusillade of Spears: CR 6; mechanical; proximity trigger; repair reset; Atk +21 ranged (1d8, spear); multiple targets (1d6 spears per target in a 10 ft.-by-10-ft. area); Search DC 26; Disable Device DC 20.

6. Third Defense (EL 8)

The sounds of traps going off in room 5 arouses the guardians in this chamber—4 vampire spawn. Two of these creatures attempt to set up an ambush by dropping from the ceiling onto the first opponents into the chamber. The other two spring from hiding from the secret doors leading to their crypts once battle is joined.

If by chance the adventurers come upon this chamber without raising a ruckus, one vampire spawn can be found reclining in a crude wooden coffin, one each behind the four secret doors. A search of the four mini-crypts behind each of the secret doors reveals the following valuables in sum: 570 gp, 3 black opals worth 1,000 gp apiece, a gold-plated goblet (320 gp). One of the vampire spawn wears a *ring of protection +1.*

A search of this room also reveals a lever that deactivates the traps in room 5.

Vampire Spawn (3): hp 29; see *Monster Manual.*

Vampire Spawn (1): AC 16 (*ring of protection +1*); hp 32; see *Monster Manual.*

7. Inner Sanctum (EL 10)

The door to this chamber connecting from room 6 is locked (Open Lock DC 30) and trapped.

Chain Lightning Trap: CR 7; magic device; proximity trigger (attempt to unlock door without key); automatic reset; spell effect (*chain lightning*, 11th-level wizard, 11d6 electricity to target nearest center of trigger area plus 5d6 electricity to each of up to eleven secondary targets, Reflex DC 19 half); Search DC 31; Disable Device DC 31.

The inner sanctum is tiled in obsidian, and everburning candles (10) line the periphery of the room. Three slate podiums stand near the center of the circular chamber, encompassing an inscribed summoning circle on the floor, picked out in red lacquer. Here, the Three Principles convene three nights out of five to discuss their current plots, devise new ones, or work especially evil rituals.

The Three Principles are individually called Thraesus (ogre vampire), Delock (ogre mage 7th-level wizard (necromancer) vampire), and Myphosoles (ogre mage vampire).

Currently, Delock is on a "mission" and isn't expected back for months.

Any sort of fight in room 6, or the setting off of the trap on the door, alerts the Two Principles who remain at Fanghurst in their retreats (rooms 10 and 12) and the guardian creatures in the connecting room (room 8) that intruders are present.

The vampires fight all intruders, though will fall back (in gaseous form) to their secret retreats.

Thraesus: Male ogre vampire; CR 5; Large undead (augumented giant); HD 4d12+3; hp 29; Init +5; Spd 30 ft. (6 squares); AC 25, touch 9, flat-footed 24; Base Atk+3; Grp +15; Atk or Full Atk +11 melee (2d8+12, greatclub) or +10 melee (1d8+12, slam plus energy drain) or +3 ranged (1d8+8, javelin); SA blood drain, children of the night, dominate, create spawn, energy drain; SQ alternate form, damage reduction 10/silver and magic, darkvision 60 ft., fast healing 5, gaseous form, low-light vision, resistance to cold 10 and electricity 10, spider climb, +4 turn resistance, undead traits; AL CE; SV Fort +4, Ref +3, Will +2; Str 27, Dex 12, Con —, Int 8, Wis 12, Cha 11.

Skills and Feats: Bluff +8, Climb +9, Hide +7, Listen +13, Move Silently +7, Search +9, Sense Motive +9, Spot +13; Alertness, Combat Reflexes, Dodge, Improved Initiative, Lightning Reflexes, Toughness, Weapon Focus (greatclub).

Possessions: +1 *chain shirt*, 3 potions of *inflict moderate wounds*, key to library.

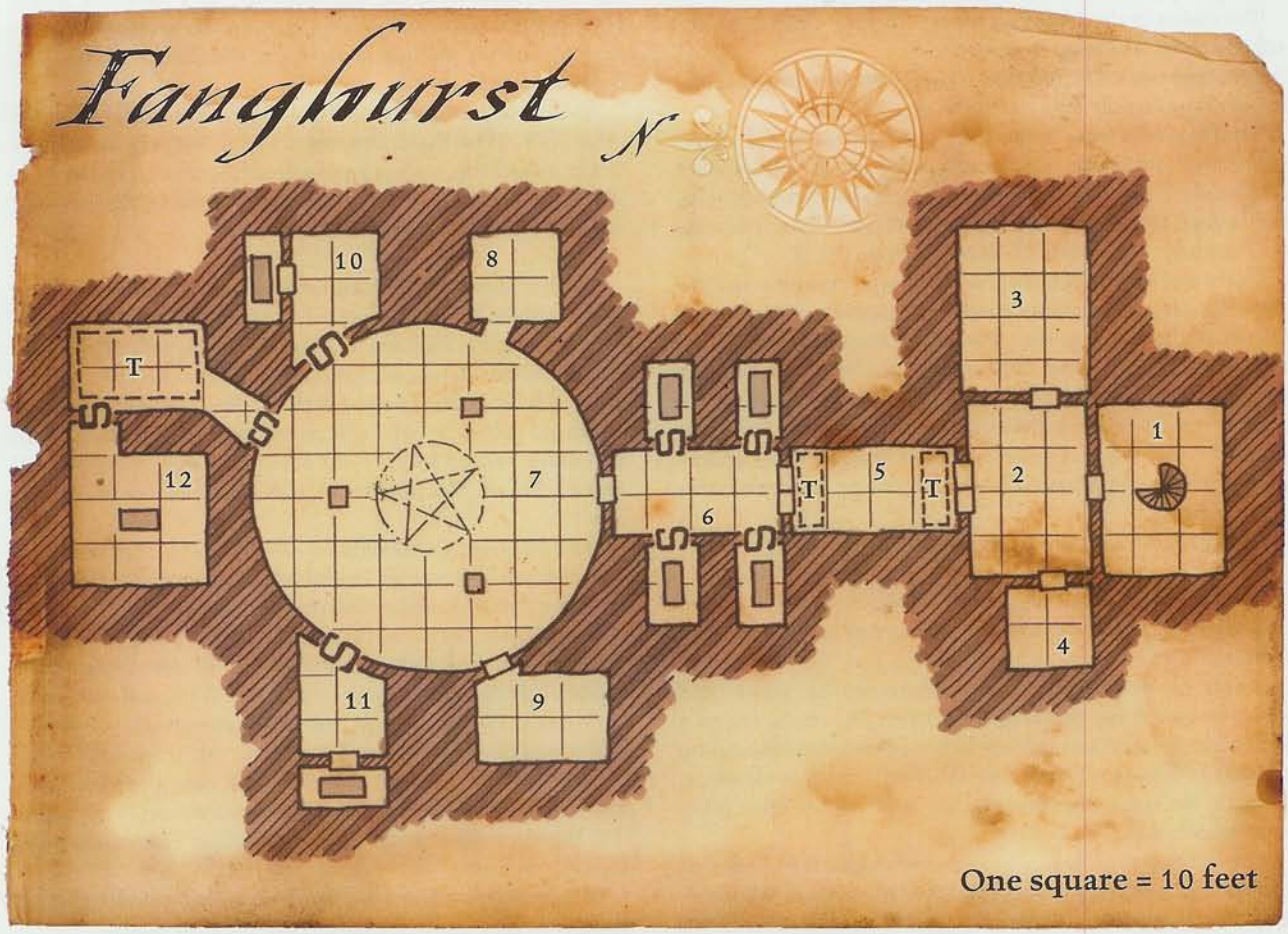
Myphosoles: Male ogre mage vampire; CR 10; Large undead (augmented giant); HD 5d12; hp 32; Init +6; Spd 40 ft. (8 squares), fly 40 ft. (good); AC 26, touch 9, flat-footed 26; Base Atk+3; Grp +15; Atk or Full Atk +11 melee (3d6+13, +1 *greatsword*) or +10 melee (1d8+12 plus energy drain, slam) or +4 ranged (2d6/x3, longbow; SA blood drain, children of the night, dominate, create spawn, energy drain, spell-like abilities; SQ alternate form, damage reduction 10/silver and magic, darkvision 90 ft. low-light vision, fast healing 5, regeneration 5, gaseous form, low-light vision, resistance to cold 10 and electricity 10, spell resistance 19, spider climb, +4 turn resistance, undead traits; AL LE; SV Fort +8, Ref +6, Will +5; Str 27, Dex 14, Con —, Int 16, Wis 16, Cha 21.

Skills and Feats: Bluff +13, Concentration +8, Hide +8, Listen +21, Move Silently +8, Search +11, Sense Motive +11, Spellcraft +10, Spot +21; Alertness, Combat Expertise, Combat Reflexes, Dodge, Improved Initiative, Lightning Reflexes.

Flight (Su): Cease or resume flight as a free action. While using gaseous form it can fly at its normal speed and has perfect maneuverability.

Regeneration (Ex): Fire and acid deal normal damage to an ogre mage.

An ogre mage that loses a limb or body part can reattach it by holding the severed member to the stump. Reattachment takes 1 minute. If the head or some other vital organ is severed, it must be reattached within 10 minutes or the creature dies. An ogre mage cannot regrow lost body parts.



Spell-Like Abilities: At will—*darkness, invisibility*; 1/day—*charm person* (DC 16), *cone of cold* (DC 20), *gaseous form, polymorph, sleep* (DC 16). Caster level 9th.

Possessions: +2 chain shirt, +1 greatsword, cloak of resistance +1, key to library.

8. Ghoulcache (EL 4)

The Three Principles keep a gang of ghouls fed with the drained bodies of their own feeding practices. The four ghouls here join in any fight in room 7. A search through the room's horrible detritus unearths 245 gold pieces and three black opals (250 gp).

Ghouls (4): hp 13; see *Monster Manual*.

9. Library

The door to this room is locked (Open Lock DC 40). Inside are various books on necromantic lore. A search of the shelves reveals a copy of the Nycoptic Manuscripts (see magic items, page 79).

10. Delock's Chamber

Delock is on a mission, and has taken with him all his valuables in the interim. His casket in the adjoining room is empty.

11. Thraesus's Chamber

A litter of humanoid skulls fills each corner of this chamber—Thraesus is an avid collector. A small stone table is home to a pile of disorganized parchments—the sum total of this Principle's plots and dreams for the Fanghurst.

The casket in the adjoining room is locked (Open Lock DC 40) and contains 500 gp in a pouch.

12. Myphosoles's Chamber (EL 8): Reaching this chamber requires passing through a trapped area.

Melf's Acid Arrow Trap: CR 8; magic device; visual trigger (*true seeing*); automatic reset; multiple traps (two simultaneous *Melf's acid arrow* traps); Atk +9 ranged touch and +9 ranged touch; spell effect (*Melf's acid arrow*, 18th-level wizard, 2d4 acid damage for 7 rounds); Search DC 27; Disable Device DC 27.

In the main chamber, Myphosoles keeps a grand sarcophagus as his place of rest. Four everburning candles burn in each corner of the room, giving rise to ominous shadows across the evilly carved stone. When Myphosoles is not here, he keeps a ghoul in the sarcophagus, just as one final deterrence against would-be tomb-thieves. A search through silks that cover the sarcophagus interior brings to light 1,000 gp in a pouch, 2 blue sapphires each worth 1,000 gp, and two flasks of *silversheen*.

Ghoul (1): hp 13; see *Monster Manual*.

THE WARLORD'S SUBTERFUGE

This adventure site is suitable for a party of 8th-level adventurers.

A terrible bandit warlord has increased his power and mystery over time. Striking only by night, retreating to a hidden sanctuary, and leaving behind few survivors and no corpses of his own forces, the Warlord's mystery deepens, striking fear into the surrounding lands as his raids grow ever more bold.

The fact that the Warlord's forces are undead is a secret that the Warlord has hidden so far, and hopes to continue the deception. Whether successful in this ruse or not, undead forces for the most part mean that he need not raid merely to pay and feed sellswords, nor must he worry overmuch for lodging or amusement for this forces. Because of the hidden entry to his underground redoubt, the Warlord has, so far, also managed to keep would-be vigilantes from discovering the point from which he launches his raids.

The best kept secret is the nature of the Warlord "himself."

1. Chapel of Solitude (EL 10)

The Chapel of Solitude is an old building constructed two or three hundred years prior to the present. It has fallen out of mention on clerical rolls of active parishes, yet it remains somewhat active, with a single active priest providing daily rituals to Pelor for the infrequent visitor or wayfarer in need of shelter along the road (the chapel could just as easily be sited in and older neighborhood of a large city).

The entrance to the Warlord's underground refuge is within a secret passage found in the back of a small chapel, apparently dedicated to Pelor. A single mad old clergyperson, Mother Shemmel, keeps up the charade. She is adept at keeping secrets (she actually worships Nerull, not Pelor), and in the pocket of the Warlord. She allows the forces of the Warlord to exit and return, cleaning up any tell-tale tracks or other obvious clues afterward.

She does her best to put off suspicion in the face of questions, and acts extraordinarily surprised if any evidence of secret chambers, undead, Nerull worship, or other elements not consistent with her supposed life as a hermetic priest serving Pelor is brought to her attention. She tries to keep this ruse going long enough to warn the Warlord, or if attacked, defends herself.

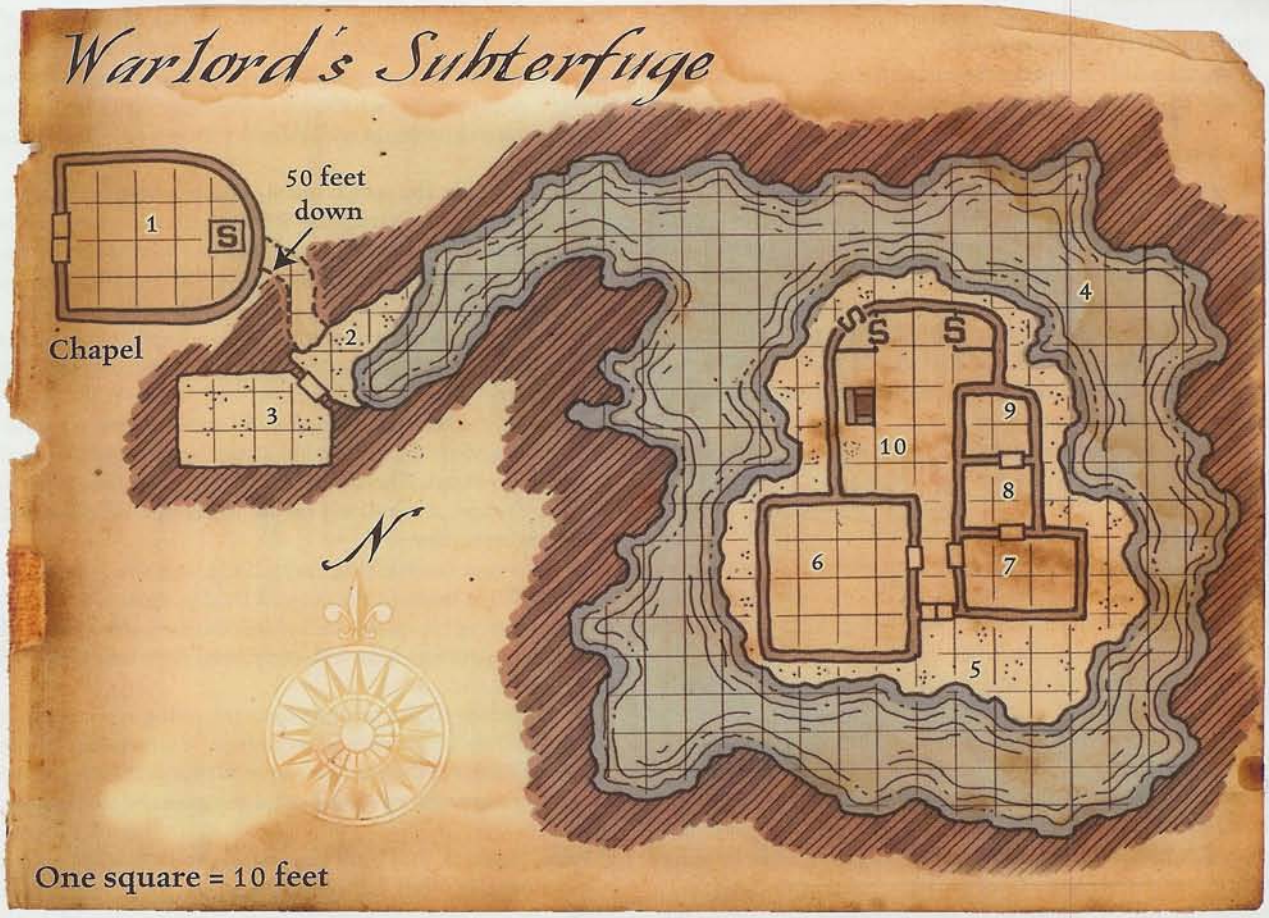
A search of the chapel unearths a false floorboard near the altar (Search DC 25) with implements of Nerull worship, including a sickle, a skull cup, and various severed fingers, and a silver holy symbol of Nerull. Another search reveals the secret trap door down to area 2 (Search DC 26).

Mother Shemmel: Female human cleric 10; CR 10; Medium humanoid; HD 10d8+20; hp 68; Init –1; Spd 20 ft.; AC 22, touch 10, flat-footed 22; Base Atk +7; Grp +8; Atk +8 melee (1d8+2, *+1 warhammer*) or +6 ranged (1d8+1/19–20, light crossbow with *+1 crossbow bolts*); Full Atk +8/+3 melee (1d8+2, *+1 warhammer*) or +6 ranged (1d8+1/19–20, light crossbow with *+1 crossbow bolts*); SA rebuke undead 4/day (+1, 2d6+11, 10th); SQ —; AL NE; SV Fort +9, Ref +4, Will +11; Str 13, Dex 8, Con 14, Int 10, Wis 19, Cha 12.

Skills and Feats: Concentration +14, Bluff +14, Diplomacy +3, Disguise +10 (+12 acting), Intimidate +3, Knowledge (religion) +5; Brew Potion, Combat Casting, Lightning Reflexes, Scribe Scroll, Weapon Focus (warhammer).

Cleric Spells Prepared (caster level 10th): 0—*detect magic, guidance* (2), *light, resistance* (2); 1st—*bane* (2) (DC 15), *sanctuary, cause fear*^{D} (2) (DC 15), *shield of faith*; 2nd—*bull's strength* (2), *invisibility*^{D}, *hold person* (2) (DC 16), *sound burst* (DC 16); 3rd—*dispel magic* (2), *magic circle against evil, protection from energy, nondetection*^{D}; 4th—*divine power, greater magic weapon, restoration* (2), *confusion*^{D} (DC 18); 5th—*flame strike* (DC 19), *slay living*^{D} (+8 melee touch; DC 19), *true seeing*.

D: Domain spell. Domains: Death (death touch 1/day, damage 10d6), Trickery (Bluff, Disguise, Hide are class skills).



Possessions: +1 full plate, +1 heavy steel shield, ring of protection +1, periapt of Wisdom +2, masterwork warhammer, light crossbow, 10 *+1 bolts*, 2 scrolls of *cure light wounds*, wooden holy symbol of Pelor (fake), 6 torches.

2. Subterranean Stream

Beneath the chapel a slick stone staircase leads downward some fifty feet to the banks of a subterranean stream. A small row boat (enough for 4 medium size creatures to fit) is pulled up along the narrow bank.

The stream flows in the direction of the Warlord's refuge; it is only in this section that sufficient space exists above the water for the boat to travel. The stream is about 10 feet deep.

3. Armory (EL 8)

The stone door to this rough-cut armor is trapped. The trap can be disengaged from the outside if a secret lever is discovered ahead of time (Search DC 35).

Deathblade Wall Scythe: CR 8; mechanical; touch trigger; manual reset; Atk +16 melee (2d4+8 plus poison, scythe); poison (deathblade, Fortitude DC 20 negates, 1d6 Con/2d6 Con); Search DC 24; Disable Device DC 19.

This chamber holds an assortment of rusted swords, spears, clubs, and other less-than-quality weapons that the Warlord outfits some of his smarter forces with prior to each exodus from the refuge. In addition to piles of rotting clothes (stripped from victims) are 23 short swords, 21 long swords, 15 broadswords, and 4 masterwork longswords.

4. Sunless Isle (EL variable)

This wide cavern conceals an island of dry land on which the Warlord has constructed his refuge—a single-story, windowless stone structure. But of more immediate concern to visitors are the dark waters surrounding the island. Lying in quiet rest are the bulk of the warlord's forces—55 zombies (human commoner base creature). These zombies do not react to intruders unless directly commanded by the Warlord or his Lieutenant (see room 10). However, the Warlord does employ 6 swimming ghasts, feeding them the corpses of the victims of their raids. The aquatic ghasts attack swimmers and seek to overturn boats. A favored tactic is to target a weaker swimmer with 3–4 ghasts grappling and holding a victim underwater until the victim drowns. The dark water makes it difficult to find a drowning victim if held by these devious creatures.

Ghasts, Aquatic (6): hp 29; see *Monster Manual*.

5. Redoubt

The walls of this windowless stone building are moist with condensation, and strong, being some three feet in cross-section. The main entrance on the south side of the building is a double door of stone, carved like two halves of a giant skull. The door is normally locked (Open Lock DC 40), but slits in the eysockets

of the stoneskull allow sickening green light to spill out in faint wavering bands across the water.

The secret door in the northwestern portion of the building (Search DC 30) is also locked (Open Lock DC 35).

6. Antechamber (EL 10)

Dozens of candles burning on wall sconces fill this chamber with green light and a rancid vapor. Four broad stone pillars appear to provide support for the ceiling 20 feet above. Each pillar is sculpted to resemble a single skeletal finger. A pit between the pillars holds what appears to be a half-finished excavation, in which the fossilized bones of some prehistoric creature is revealed. Of course, the Warlord has long ago given necromantic life to the fossilized bones, which serves as a guardian should any intruders enter here.

Megaraptor Revived Fossil (1): hp 118; see page 118 of this book.

7. Map Room

A wide table covered with the map of the surrounding surface area, with vulnerable trade routes, cities, and other potential raiding sites marked in red. The Warlord and the Lieutenant use this room before embarking on a new raid.

A supply of colored inks and extra quills are located in a small box under the table.

8. Grisly Studies

The walls of this room are covered in nearly translucent vellum (human skin stretched and treated). Penned on each sheet are grisly diagrams of humanoid heads, torsos, arms, and. Hanging from a chain from the center of the room is the articulated skeleton of a griffon. Through its vacant eyesockets, a flickering bit of ghoul light burns. On the eastern wall is a modest bookshelf lined with various tracts on necromancy, including treatises written by clerics of Nerull and advocates of Doresain.

The Warlord spends time here studying the philosophy of necromancy.

9. Book of the Warlord (EL 9)

A chill pervades this chamber, deeper than what one might expect even from the chamber's subterranean location. Shadows linger in the corners like cobwebs, resistant to illumination. In the center of the room is a stone podium, upon which is a large tome, The tome is closed, and is titled in Abyssal "Book of the Warlord." In truth, the tome, for all its impressive display, is a mundane journal, most of the pages unfilled. A quantity of inks and quills can be found in a cubby within the stone podium.

A creature sits in one corner, squatting in the shadows—a hulking corpse. This creature aids the Warlord if called into room 10 by the sound of a fight, or attacks intruders other than the Lieutenant that enter this chamber.

Hulking Corpse (1): hp 130; see page 109 of this book.

10. Warlord's Hall of Introspection (EL 10)

Wide spaces lead to grand thoughts, believes the Warlord, and so this hall is given over to an arching 30-foot high ceiling and a broad open space that contains merely the wide throne of the Warlord.

Seated upon the throne almost always is a large humanoid wearing full-plate, complete with helm. Though it seems that this could be the Warlord, in fact it is a hulking corpse that the true Warlord attempts to pass off as himself. Indeed, the Warlord takes the form of an undead brain in a glass jar of preservatives, which is hidden in a cunningly secret space in the base of the great stone throne (Search DC 37) with a mere slit allowing the brain to use its blindsight and telepathy against any creature in this room.

The Lieutenant also spends much of his time in this chamber, discussing stratagems with the Warlord. Except in the rarest of cases, only the Lieutenant and the faux-Warlord leave the demesne on raids, the Lieutenant apparently taking his cues from the silent faux-Warlord.

While the Lieutenant knows of the ruse, he plays along. This ruse is useful in protecting the Warlord's true but somewhat fragile form.

In a fight, the brain in the jar uses its psionics against would-be attackers, while the armored hulking corpse moves forward to physically attack. The Lieutenant also defends the Warlord. Within 1 round, the hulking corpse in room 9, if still intact, also joins in the fray.

In the event the hulking corpse falls, and the Lieutenant is defeated, the brain in the jar, still hidden, ceases its mental attacks, hoping to retain its hidden location, then rebuild when the aggressors have left, convinced they have defeated the Warlord.

A secret door in the northwest corner of the room leads to a secret exit to the exterior of the refuge. A secret door in the northeast corner of the room holds the Warlord's treasury: 1,500 gp, 4 moonstones (50 gp apiece), a *hat of disguise* and a *horn of fog.*

Faux-Warlord, Hulking Corpse (1): hp 130; AC 35, tough 9, flat-footed 35 (with full plate armor); see page 109 of this book.

Warlord, Brain in a Jar (1): hp 19; see page 90 of this book.

Lieutenant: Human rogue 6; CR 6; Medium humanoid; HD 6d6+6; hp 29; Init +4; Spd 30 ft.; AC 18, touch 14, flat-footed 14; Base Atk +4; Grp +6; Atk or Full Atk +9 melee (1d6+2/18–20, masterwork rapier) or +9 ranged (1d6/×3, masterwork shortbow); SA sneak attack +3d6; SQ evasion, trapfinding, trap sense +2, uncanny dodge; AL CE; SV Fort +3, Ref +9, Will +1; AL CE; Str 14, Dex 18, Con 13, Int 12, Wis 8, Cha 10.

Skills and Feats: Bluff +9, Diplomacy +11, Disable Device +13, Disguise +0 (+2 acting), Hide +13, Intimidate +2, Listen +8, Move Silently +13, Open Lock +13, Search +10, Spot +8, Survival +1 (+3 following tracks), Use Magic Device +9; Dodge, Mobility, Spring Attack, Weapon Finesse.

Evasion (Ex): If the lieutenant is exposed to any effect that normally allows him to attempt a Reflex saving throw for half damage, he takes no damage with a successful saving throw.

Sneak Attack (Ex): The lieutenant deals an extra 3d6 points of damage on any successful attack against flat-footed or flanked targets, or against a target that has been denied its Dexterity bonus for any reason. This damage also applies to ranged attacks against targets up to 30 feet away. Creatures with concealment, creatures without discernible anatomies, and creatures immune to extra damage from critical hits are all immune to sneak attacks. The lieutenant may choose to deliver nonlethal damage with his sneak attack, but only when using a weapon designed for that purpose, such as a sap (blackjack).

Trapfinding (Ex): The lieutenant can find, disarm, or bypass traps with a DC of 20 or higher. He can use the Search skill to find, and the Disable Device skill to disarm, magical traps (DC 25 + the level of the spell used to create it). If his Disable Device result exceeds the trap's DC by 10 or more, he discovers how to bypass the trap without triggering or disarming it.

Uncanny Dodge (Ex): The lieutenant retains his Dexterity bonus to AC even when flat-footed or targeted by an unseen foe (he still loses his Dexterity bonus if paralyzed or otherwise immobile).

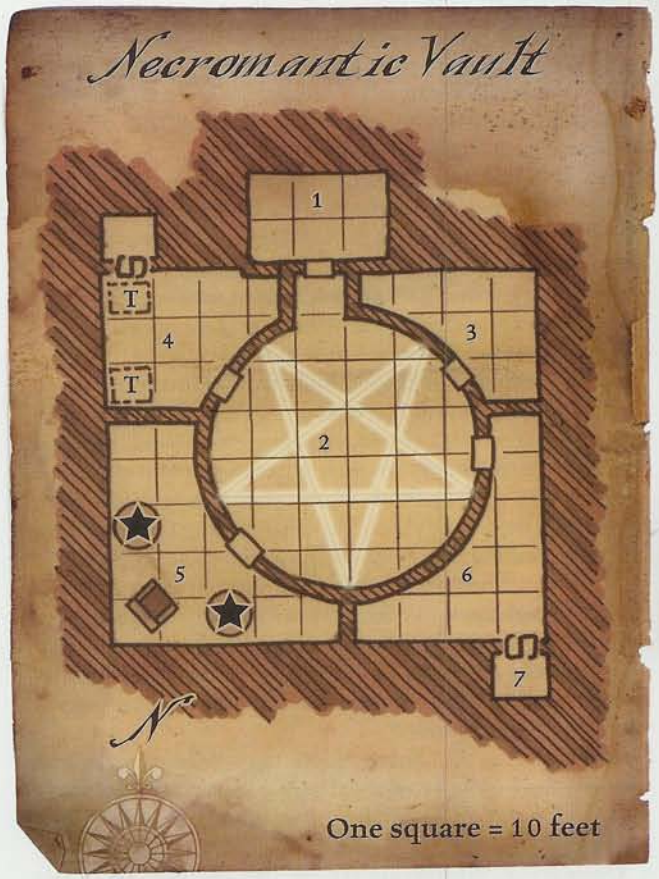
Possessions: masterwork studded leather, master work buckler, masterwork rapier, masterwork shortbow, 20 arrows, *gloves of dexterity +2*, potion of cure moderate wounds, 300 gp.

NECROMANTIC VAULT

This adventure site is suitable for a party of 9th-level adventurers.

A powerful city noble, Lady Indrimi, hides a terrible affliction. Mentally ill, given to supernatural fits of apathy and sloth, Indrimi has devised a particularly novel method of shedding her spiritual affliction, however briefly. By purposefully possessing herself with transitory spirits, she smears some of her own affliction into the vacuum of undeath. Unfortunately for other creatures, once she has siphoned off a portion of her apathy into the "possessing" spirit, she must shed that spirit into another living creature to truly be free of the apathy she sought to thrust upon the spirit.

Here in the Necromantic Vault, found below her mansion (or other appropriate city building), Indrimi works her vile necromancy.



1. Entrance Shaft (EL 10)

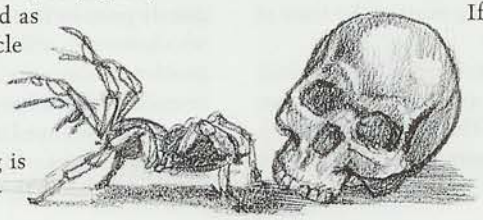
Anyone entering the bottom 20 feet of the shaft that doesn't bypass the trap with the hidden switch at the top of the shaft (Search DC 31).

Energy Drain Trap: CR 10; magic device; visual trigger (*true seeing*); automatic reset; Atk +8 ranged touch; spell effect (*energy drain*, 17th-level wizard, 2d4 negative levels for 24 hours, Fortitude DC 23 negates); Search DC 34; Disable Device DC 34.

2. Possession Circle (EL 11)

This large, 30-foot-high circular chamber is flagged completely in obsidian. Fiery red stone picks out a huge inverted pentagram on the floor—even in darkness, the lines constantly burn with green light. This is Indrimi's Possession Circle. As a form of shock therapy to allay her spiritual taint, she allows herself to become possessed by the haunting presence of undead spirits for a short period, before throwing off their taint (transferring possession) to some other living sentient creature (see room 5).

The Possession Circle is always tended by an undead guardian—a kind of undead called a blaspheme (see page 85). The blaspheme here is called Omipethia, and as long as it is present, the Possession Circle continues to function—in some fashion, the blaspheme's strong connection to the Negative Energy Plane "powers" the possession circle. Any creature entering is cordially invited to the center of the pentagram—those who refuse are subject to Omipethia's attempt to grapple and carry the "guest" into the center of the Possession Circle.



Possession Circle: This in-place dungeon effect draws an unlimited number of undead spirits from the Negative Energy Plane. This connection is activated when any living creature (even those already possessed by haunting spirits) steps or is thrust into the center of the Possession Circle.

A *protection from evil* spell (or similar effect) protects the victim. An unprotected target of a possession attempt must succeed on a Will saving throw (DC 18) to avoid possession each round it remains in the circle; multiple victims inside the circle can all be simultaneously possessed. Normally, a successful save protects a victim for 24 hours against a particular undead spirit, but the Possession Circle channels a new undead spirit each round.

Effects of Necromantic Possession: Possessed victim and undead spirit are one, and may speak mentally to each other. Possessing undead spirits have immediate access to all their victim's current thoughts, as the *detect thoughts* spell, except that they automatically read surface thoughts. If desired, a possessing spirit can probe the possessed creature's memories as well, but the victim is allowed a DC 18 Will save. If the save is successful, the victim keeps the undead spirit out of his or her thoughts for 24 hours.

Physical harm to the possessed creature does not harm the possessing spirit. Killing the possessed victim pulls the undead back across planar boundaries to the Negative Energy Plane.

A possessing undead offers to ally with the victim of its possession. But they withhold the benefits of alliance until the victim is in a tight spot, then grant alliance. Slowly, as the victim comes to rely on the undead spirit more and more, the undead spirit subtlety begins to influence the behavior of the victim. Of course, in Lady Indrimi's case, possession doesn't usually last long enough to make a difference (see room 5).

Effects of Necromantic Possession: A possessing undead spirit rides along with the victim, who may be unaware of the undead's presence, initially. The possessing undead can make it's presence known to the victim (although low-Intelligence victims may not understand what is happening to them). If the possessed creature is aware of the possessing undead spirit and willing to be its host, the undead spirit can grant the possessed creature a +4 profane bonus to any single ability score. This bonus is granted at the conclusion of some bargaining between the spirit and the possessed creature. The undead spirit is in control of this bonus and can take it away as a free action if the possessed creature takes actions contrary to the undead spirit's wishes. Because the possessor and the possessed can communicate telepathically, they often form an agreement: the bonus is a reward for the possessed creature if it does as the undead spirit wishes.

True Nature of the Undead Spirit: Though immaterial and without form except for its influence, a possessing undead spirit is another form of a haunting presence, as described on page 6.

Omipethia, Blaspheme (1): hp 132; see page 85 of this book.

3. Room of Sloth

When this room was originally constructed, it was the height of comfort—the entire floor was plushly carpeted, soft tapestries and lights hung in pleasing arrangements, and a magical music box created pleasing tones. After years of neglect by Indrimi, who uses this chamber to relax, it is little more than a refuse pit. She couldn't be bothered to replace the damaged magical music box, clean the carpet, relight the lights, or expunge the undead spirit-stink that pervades the area—as an amusement, Omipethia has recently taken to stacking rotting bodies, the victim's of its nightly hunts, in this chamber.

4. Library of the Necromancer (EL 6)

Indrimi betrayed and killed her master to which she was apprenticed. Her old master, the Ancient, was a renowned necromancer, and responsible for the current Necromantic Vault and Possession Circle—Indrimi never studied enough to become nearly so proficient. This was the Ancient's library, and it is filled with wide, dusty leather tomes of undead lore and practice. However, Omipethia, in the face of Indrimi's obvious apathy, has done a good job of eradicating most of the texts of any real power, save one he missed.

A false bookshelf (treat as a secret door; Search DC 31; locked; Open Lock DC 40) is trapped. If the trap and door are overcome, the Book of Deathless Spells is revealed. This item is a spellbook containing three spells of each level from 1st to 5th (chosen from among the spells in this book).

Whirling Poison Blades: CR 6; mechanical; timed trigger; automatic reset; hidden lock bypass (Search DC 25, Open Lock DC 30); Atk +10 melee (1d4+4/19–20 plus poison, dagger); poison (purple worm poison, Fortitude DC 24 negates, 1d6 Str/1d6 Str); multiple targets (one target in each of three preselected 5-ft. squares); Search DC 20; Disable Device DC 20.

5. Transference (EL variable)

This chamber is where Lady Indrimi spends much of her time. A chipped stone seat, containing limp, stained pillows serves as her "throne." At either arm, pentagrams are inscribed in the floor with inlaid red stone that constantly burns with fiendish lambency. Here, Lady Indrimi "sheds" possessing undead spirits into fresh living vessels. When she purposely possesses herself, some portion of her spiritual affliction of sloth is passed to the possessing spirit. When she sheds the haunting presence, that trait is passed to whatever victim is newly possessed, leaving her a few days (or hours) of clear-headedness before the supernatural urge of her tainted mind once again drags her down into sloth. Haunting presences initially possessing Indrimi are happy to oblige—they think nothing of taking on spiritual afflictions, and enjoy the idea of passing on that affliction, undead vectors of a spiritual plague.

Transference Circles: The stone seat acts as a psychic drain for any creature sitting upon it that is possessed by a sentience not its own. Should any creature enter the pentagram to the left of the throne while a possessed creature sits upon the throne, that sentience is automatically passed from the possessed creature on the throne and into the individual on the pentagram, along with wracking pain that leaves the newly possessed victim stunned for 1 round, then shaken for 3 additional rounds. Unlike its "helpful" attitude when possessing a victim in room 2, a transferred possessing spirit attempts to control its new host (attempt to control as akin to *dominate person* cast at the 14th level of ability 3/day, or simply hinder the victim's actions by granting the victim a –4 profane penalty to any single ability score). If the undead spirit leaves its host or is expelled by someone casting a *dispel evil* spell, it is drawn back to Negative Material plane.

The other pentagram, to the throne's right, acts as a random teleporter with a 2,000 mile range. It is Indrimi's practice to send all newly shed undead spirits, with their host, through it in order to be rid of them and eliminate the chance of the undead spirit causing problems locally.

Lady Indrimi: Unwashed, and gaunt, Lady Indrimi's is most commonly found slouched on some couch or other seat, gazing without purpose or will into the distance. She lightly hums a tune that never changes or varies through the years, since she can't be troubled to learn a new one. Her spiritual affliction reduces her to this, and so her life has become a revolving torture of attempting to compensate for the presence of her mental deficiency. Her "possession therapy" is somewhat effective, and so she undergoes possession and undead spirit shedding immediately prior to important meetings with others of the city in which she is an official and for other special circumstances. The problem is, she never knows when the effluvia of spiritual indifference will build to the point where it will again overwhelm her. Whenever one Lord says to another, "Who cares?" they refer to Lady Indrimi—but never in her presence.

Indrimi's Goals: Lady Indrimi's personal overarching goal varies, depending on whether she is in an upswing or downswing. When free of apathy, she seeks to further her knowledge of necromancy, so as to more ably control her downswing. When fully in the grip of her sloth, she actually would fully welcome death, but can't trouble herself to deal it herself. When on an upswing (post-transference), she considers the idea of lichdom, thinking that such tribulations of spirit would be left behind forever without the swell of blood in their veins and emotions in their heart.

Indrimi: Female human wizard 5/pale master 4; CR 9; Medium humanoid; HD 9d4+36; hp 60; Init +1; Spd 20 ft.; AC 15, touch 12, flat-footed 14; Base Atk +4; Grp +4; Atk or Full Atk +5 melee (1d4/19–20, masterwork dagger) or +5 ranged (1d4/19–20, masterwork dagger); SA spells; SQ familiar; AL CE; SV Fort +6, Ref +4, Will +10; Str 10, Dex 13, Con 16, Int 16, Wis 12, Cha 6.

Skills and Feats: Concentration +15, Knowledge (arcana) +15, Knowledge (history) +15, Knowledge (religion) +17, Listen +9, Spellcraft +17; Corpsecrafter†, Deadly Chill†, Fell Animate†, Nimble Bones†, Scribe Scroll[B], Skill Focus (Knowledge [religion]).

†New feats described in Chapter 2.

Familiar: Indrimi chooses not to summon a familiar, seeing a potential familiar as more of a vulnerability than an asset.

Wizard Spells Prepared (caster level 8th): 0—*detect magic* (2), *detect poison, read magic;* 1st—*charm person* (DC 14), *mage armor, ray of enfeeblement* (2) (+6 ranged touch), *shield;* 2nd—*command undead* (DC 15), *mirror image, scorching ray* (+5 ranged touch), *see invisibility;* 3rd—*dispel magic, displacement, slow* (DC 16), *vampiric touch;* 4th—*greater invisibility, summon monster IV.*

Spellbook: as above plus 0—all; 1st—*expeditious retreat, identify, magic missile, true strike;* 2nd—*detect thoughts, knock, protection from arrows;* 3rd—*fireball, gaseous form;* 4th—*animate dead, shadow conjuration.*

Possessions: bracers of armor +2, ring of protection +1, cloak of resistance +1, amulet of natural armor +1, 1,700 gp.

6. The Ancient's Laboratory

What was once a state of the art necromancer's laboratory is now reduced a ruin of broken glass, corroded stone, and twisted metal. Tiny sparks still buzz from ruined wizardly equipment, but at first glance, nothing seems salvageable. This ruin occurred during one of Indrimi's downswings; she's her own worst enemy in her quest to gain understanding of the world of undeath.

7. The Ancient's Vault (EL 8)

Not everything is lost. The Ancient kept a vault of special items useful in his research, behind a secret door (Search DC 30), though unmindful access of the secret vault sets off the trap.

Destruction Trap: CR 8; magic device; touch trigger (alarm); automatic reset; spell effect (*destruction*, 13th-level cleric, Fortitude DC 20 to take 10d6 damage); Search DC 32; Disable Device DC 32.

A locked (Open Lock DC 30) iron chest holds a few oddments that remain useful: *candle of invocation*, a *chime of interruption*, the Ancient's Spellbook (which contains a wealth of spells not already found in the Book of Deathless Spells), and a *decanter of endless water.*

Spellbook (The Ancient's Spellbook): 0—*arcane mark, dancing lights, daze, detect magic, disrupt undead, flare, light, mage hand, prestidigitation, read magic;* 1st—*chill touch, detect undead, protection from chaos, protection from evil, protection from good, protection from law, shield, shocking grasp, silent image, spider climb, Tenser's floating disk, true strike;* 2nd—*blur, bull's strength, cat's grace, darkness, darkvision, daylight, detect thoughts, bear's endurance, knock, locate object, minor image;* 3rd—*halt undead, haste, hold person, illusory script, invisibility sphere, magic circle against evil, magic circle against law, major image, phantom steed, protection from elements;* 4th—*arcane eye, charm monster, contagion, dimensional anchor, Evard's black tentacles, lesser geas, locate creature, remove curse, scrying, summon monster IV;* 5th—*animate dead, cone of cold, contact other plane, dismissal, dominate person, feeblemind, hold monster, magic jar, permanency, teleport;* 6th—*analyze dweomer, Bigby's forceful hand, contingency, disintegrate, greater dispelling, mass suggestion, planar binding, repulsion;* 7th—*banishment, control undead, ethereal jaunt, forcecage, sequester, summon monster VII;* 8th—*binding, demand, greater planar binding, summon monster VIII, trap the soul;* 9th—*dominate monster, gate, imprisonment, summon monster IX.*

CATACOMB OF THE SCION

This adventure site is suitable for a party of 13th- level adventurers.

A catacomb is an underground cemetery consisting of passages and tunnels with rooms and recesses leading off them for burial chambers. Catacombs can be found under old churches, under castles, and other places where the dead are revered.

Unfortunately, catacombs have an unfortunate tendency to serve as "breeding" grounds for undead activity. This has become especially true for the catacomb that has come to be called the Catacomb of the Scion. It might be found under old ruins, or possibly even under an active monastery (but one where the priests seldom venture below the basement levels and on into the catacomb).

1. Alcoves

In this simplest form, the catacomb consist of several underground tunnels and rooms in a rectangular or grid plan. The hollows cut in these recessed walls received bodies on a regular basis when the catacomb was being actively filled. The alcoves lining these sorts of hallways contain a jumble of disintegrating bones and mummified remains, the remains of several figures commonly mixed. The remains are barely distinguishable through the gauzy barrier of the cobwebs and dust.

2. Complex Alcoves (EL 11)

The areas keyed to this entry have deeper hollows cut into the surrounding stone. Furthermore, the stonework is actually relief carved to some extent with simple decorations and symbols of the faith. Because of the scion's presence in the catacomb, some of the dead haunt these alcoves as dread wraiths.

Dread Wraiths (1): hp 104; see *Monster Manual.*

3. Altars of the Dead

Several sarcophagi are found in the chambers keyed to this entry. By virtue of being big and solid, these sarcophagi once served as altars during ceremonies to honor the dead, although that practice has ceased since the catacomb fell into disuse.

The sections of the catacombs keyed to this entry each contain 2 sarcophagi, but no names or other identifying material remain on the exterior. Each sarcophagi contains the dust of rotted clothing and bones, but also 2d20 gp of ancient vintage.

4. Secret Vault (EL 10)

If the secret door is found and opened, a vault containing a rusted chest is revealed. The room is trapped with a deadly wail.

Wail of the Banshee Trap: CR 10; magic device; proximity trigger (alarm); automatic reset; spell effect (*wail of the banshee*, 17th-level wizard, Fortitude DC 23 negates); multiple targets (up to seventeen creatures); Search DC 34; Disable Device DC 34.

The rusted chest is locked (Open Lock DC 40) and holds 4,319 gp of ancient coinage, a scroll of *hide from undead*, and an ancient document. The document contains only a few words that are still decipherable: "...if the Scion is called, then the catacomb must be abandoned. Nothing can stand before the Scion...."

5. Mummies

A highly carved sarcophagus lie in both the rooms keyed to this entry. A brass plaque on the side of each sarcophagus contains the name of some long dead occupant. Each sarcophagi contains the dust of rotted clothing and bones, but also 2d20 gp of ancient vintage.

6. Exhalation of the Scion

Large iron doors separate the less active portions of the catacombs from the more active. The iron doors are composed of two valves. A large lock remains an integral part of the door (Open Lock DC 40); however, the key to the lock hangs on a brass hook on the north wall. A brass plaque above the key reads: "Beyond these valves lies death's scion."

If the key is used and the doors are pulled open, the hallway beyond is revealed. At the same time, a plume of ground hugging mist pours past the doors and begins to spread into the uncompromised portion of the catacombs. This is referred to as the exhalation, and it fills the remaining portion of the catacomb. It is a side effect of the creature that has taken up residence in room 13.

7. Weeping Dead (EL 12)

This passage contains an inch thick swirl of the misty Exhalation. The air is subtly colder where the mist interfaces with clear air.

Besides the Exhalation, the passage looks superficially like the areas keyed to room 3, and have the same chances to contain valuables. However, two wheeps walk this hall. Though initially quiet, the creatures rouse and begin their mournful cries if any of the sarcophagi here are searched, or 1d4 rounds after a living being walks through the passage (someone who enters the catacomb too fast and too deeply could turn around to find a phalanx of undead to the rear, cutting off easy escape).

No matter how many times the wheeps are destroyed, after the passage of 24 hours, the wheeps return while the atropal scion remains ensconced in room 12.

Wheeps (2): hp 52; see page 132 of this book.

8. Drowned One (EL 9)

This room, beneath its layer of Exhalation mist, is a floor under four feet of water. A waterlogged undead corpse lies here, eager to bring the living into its watery grave. Any who enter (or who stand in the doorway) are attacked. A search of the pool floor reveals 2,104 gp, 5 amethysts (50 gp), and a *metamagic rod of lesser enlarge*.

Hulking corpse: hp 150; see page 109 of this book.

9. Dead Walking (EL 12)

This passage contains an inch thick swirl of the misty Exhalation. The air is subtly colder where the mist interfaces with clear air.

Besides the Exhalation, the passage looks superficially like the areas keyed to room 1, and have the same chances to contain valuables (that is, no chance). However, 4 mohrgs wander this passage. Though initially quiet, the creatures rouse if any of the niches here are searched, or 1d4 rounds after a living being walks through the passage.

No matter how many times the mohrgs are destroyed, after the passage of 24 hours, the mohrgs return while the atropal scion remains ensconced in room 12.

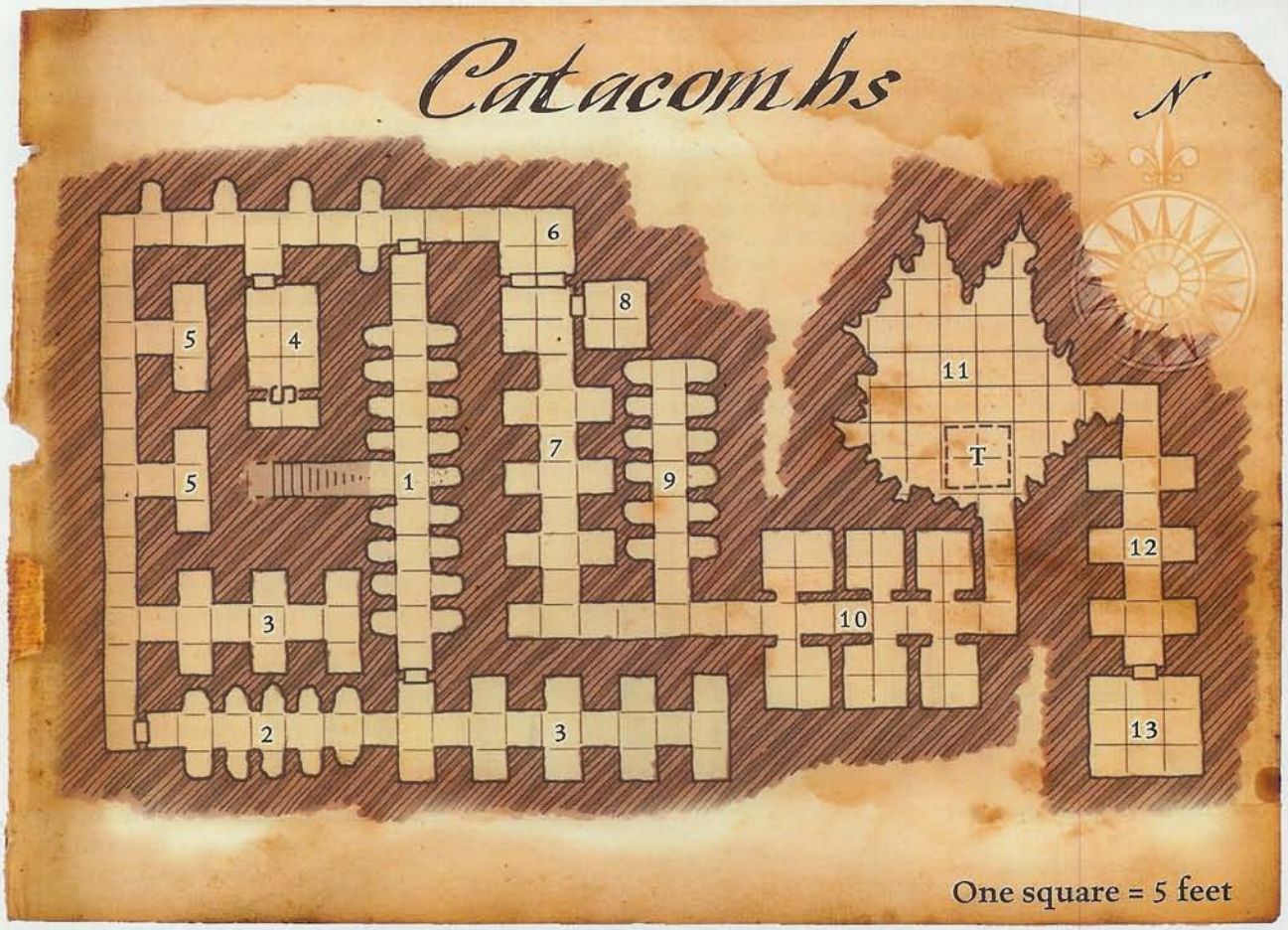
Mohrgs (4): hp 91; see *Monster Manual*.

10. White Kingdom Ghouls (EL 12)

The six areas keyed to this entry and the hallway that connects them are filled with an shin-deep layer of the misty Exhalation. The air is definitely colder where the mist interfaces with clear air.

Each of the rooms keyed to this entry are covered in soft earth, though this may not be immediately apparent because of the obscuring mist. Three ghouls fighters are buried in an earthy embrace in each room. The necrotic leakage from the nearby atropal scion "nourishes" the ghouls; however, they do not pass up the opportunity for fresh meat. 1d4 rounds after a room is entered, or 1d4 rounds after a room is bypassed, two of the ghouls dig their way to the surface and attack, though one remains below. The ghouls attack by clawing with their filthy nails and biting with their fangs, grunting in an ancient tongue (if the player characters have a proficiency in ancient language or magical interpretation available, the ghouls seem to be repeating the phrase, "To the White Kingdom with you!").

If any character becomes paralyzed by the ghoul's supernatural touch, the remaining ghoul in the earth attempts to draw the victim below as a tasty snack. Friends of the victim can grab hold of a sinking companion and delay the victim from being drawn below the earth while a grip is maintained if they successfully oppose a grapple check of the pulling ghoul. If unopposed by compatriots above, a character is drawn completely below the soil over the course of 1 full round. Though these ghouls apparently have the ability to move through the soil as if it were water, the heroes must dig. Unfortunately, a ghoul below the earth begins feasting immediately, and unless characters have a shovel, its unlikely they'll dig down the six feet necessary to reach the level of their companion in the time it takes for a paralyzed character to become just so much cooling food (1d4+1 rounds to dig down, but only 1d4 rounds to be eaten).



Players with the time and energy who sift through the dirt can find 1d20 ancient minted sp and 1d10 ancient minted gp for each hour they spend in the chamber, to a maximum of 200 sp and 100 gp per room.

White Kingdom Ghouls (3): Gravetouched ghoul* human fighter 8; CR 9; Medium undead (augmented humanoid); HD 8d12; hp 57; Init +4; Spd 30 ft.; AC 25, touch 11, flat-footed 24; Base Atk +8; Grp +13; Atk +16 melee (1d10+8/17–20, *+1 bastard sword*) or +13 ranged (1d8/×3, masterwork longbow); Full Atk +16 melee (1d10+8/17–20, *+1 bastard sword*) or +13 ranged (1d8/×3, masterwork longbow) or +13/+13 melee (1d13+5 plus paralysis, claw) and +11 melee (1d6+2 plus paralysis, bite); SA ghoul fever, paralyzing touch; SQ +2 turn resistance; AL CE; SV Fort +8, Ref +6, Will +5; Str 20, Dex 18, Con —, Int 12, Wis 16, Cha 10.

Skills and Feats: Climb +10, Intimidate +11, Jump +4, Swim +4; Cleave, Exotic Weapon (bastard sword), Great Cleave, Greater Weapon Focus (bastard sword), Improved Bull Rush, Improved Critical (bastard sword), Multiattack[B], Power Attack, Weapon Focus (bastard sword), Weapon Specialization (bastard sword)

Ghoul Fever (Su): Disease—bite, Fortitude DC 14, incubation period 1 day, damage 1d3 Con and 1d3 Dex.

An afflicted humanoid who dies of ghoul fever rises as a ghoul at the next midnight. A humanoid who becomes a ghoul in this way retains none of the abilities it posses in life. It is not under the control of any other ghouls, but it hungers for the flesh of the living and behaves like a normal ghoul in all respects. A humanoid of 4 HD or higher rises as a ghast, not a ghoul.

Paralysis (Ex): Those hit by a gravetouched ghoul's bite or claw attack must succeed on a Fortitude save (DC 14) or be paralyzed for 1d4+1 rounds. Elves have immunity to this paralysis.

Possessions: +1 full plate, +1 heavy shield, +1 bastard sword, masterwork longbow, 20 arrows, *gauntlets of ogre power* +2, 900 gp.

*The gravetouched ghoul template is a new template based on the ghoul. The template is described in detail on page 103.

11. Boneyard (EL variable)

This vast cavernous space is covered in humanoid bones to a level of 1–2 feet, over which a thin film of Exhalation wafts. The bones hide the outlines of the pit trap. A ghoul fighter waits at the bottom, should any survive the fall.

Poisoned Spiked Pit Trap: CR 10; mechanical; location trigger; manual reset; hidden lock bypass (Search DC 25, Open Lock DC 30); DC 20 Reflex save avoids; 50 ft. deep (5d6, fall); multiple targets (first target in each of two adjacent 5-ft. squares); pit spikes (Atk +10 melee, 1d4 spikes per target for 1d4+5 plus poison each); poison (purple worm poison, Fortitude DC 24, 1d6 Str/1d6 Str); Search DC 16; Disable Device DC 25.

White Kingdom Ghoul (1): Gravetouched ghoul* human fighter 8; CR 9; Medium undead (augmented humanoid); HD 8d12; hp 57; Init +4; Spd 30 ft.; AC 25, touch 11, flat-footed 24; Base Atk +8; Grp +13; Atk +16 melee (1d10+8/17–20, *+1 bastard sword*) or +13 ranged (1d8/×3, masterwork longbow); Full Atk +16 melee (1d10+8/17–20, *+1 bastard sword*) or +13 ranged (1d8/×3, masterwork longbow) or +13/+13 melee (1d13+5 plus paralysis, claw) and +11 melee (1d6+2 plus paralysis, bite); SA ghoul fever, paralyzing touch; SQ +2 turn resistance; AL CE; SV Fort +8, Ref +6, Will +5; Str 20, Dex 18, Con —, Int 12, Wis 16, Cha 10.

Skills and Feats: Climb +10, Intimidate +11, Jump +4, Swim +4; Cleave, Exotic Weapon (bastard sword), Great Cleave, Greater Weapon Focus (bastard sword), Improved Bull Rush, Improved Critical (bastard sword), Multiattack[B], Power Attack, Weapon Focus (bastard sword), Weapon Specialization (bastard sword).

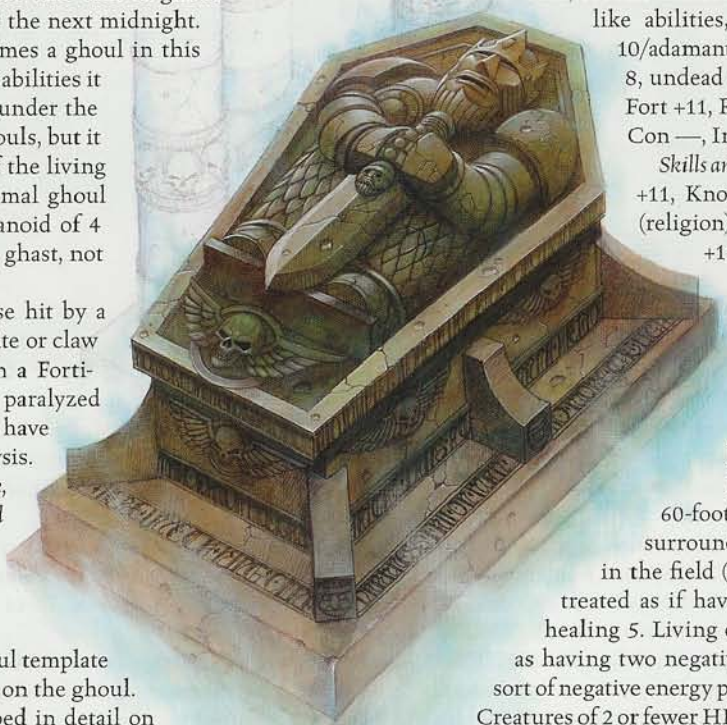
Ghoul Fever (Su): Disease—bite, Fortitude DC 14, incubation period 1 day, damage 1d3 Con and 1d3 Dex.

An afflicted humanoid who dies of ghoul fever rises as a ghoul at the next midnight. A humanoid who becomes a ghoul in this way retains none of the abilities it posses in life. It is not under the control of any other ghouls, but it hungers for the flesh of the living and behaves like a normal ghoul in all respects. A humanoid of 4 HD or higher rises as a ghast, not a ghoul.

Paralysis (Ex): Those hit by a gravetouched ghoul's bite or claw attack must succeed on a Fortitude save (DC 14) or be paralyzed for 1d4+1 rounds. Elves have immunity to this paralysis.

Possessions: +1 full plate, +1 heavy shield, +1 bastard sword, masterwork longbow, 20 arrows, *gauntlets of ogre power* +2, 900 gp.

*The gravetouched ghoul template is a new template based on the ghoul. The template is described in detail on page 103.



Illus. by W. England

12. Embalmed (EL 14)

The six areas keyed to this entry contains a shin-high layer of bone-cold mist.

Besides being misty, these areas look superficially like room 3, and have the same chances to contain valuables.). However, 4 mohrgs wander this passage. Though initially quiet, the creatures rouse if any of the niches here are searched, or 1d4 rounds after a living being walks through the passage.

No matter how many times the mohrgs are destroyed, after the passage of 24 hours, the mohrgs return while the atropal scion remains ensconced in room 12.

Mummy Lords (4): hp 97; see *Monster Manual.*

13. Scion of Death (EL 15)

The Exhalation has its source in this room: A sarcophagus much like any other in the catacombs lies in the center of the chamber, its top open, the mist pouring out of it. However, this holds a normally inactive atropal scion. The necrotic radiation of its body is enough to keep the rest of the catacomb supplied with unlife. If any living creatures comes to within 10 feet of its resting place (and its negative energy aura), it rises above the lip and attacks.

The atropal scion itself doesn't know from whence it came. But, its sarcophagus contains an inscription in stone: "Cenopulchre." The atropal scion benefits from the *unhallow* effect emanating from the *darkskull* within its sarcophagus.

Searching the sarcophagus reveals 32 bloodstone gems (100 gp apiece) and a *darkskull.*

Cenopulchre: Atropal scion cleric 4; CR 15; Medium undead; HD 13d12+9; hp 90; Init +6; Spd fly 30 ft.; AC 25, touch 17, flat-footed 23; Base Atk +7; Grp +8; Atk or Full Atk +9 melee (1d8+1, slam); SA death gaze, negative energy aura, rebuke undead 8/day (+7, 2d6+18, 13th), spell-like abilities, spells; SQ damage reduction 10/adamantine, darkvision 60 ft., fast healing 8, undead traits, unholy grace; AL CE; SV Fort +11, Ref +12, Will +20; Str 13, Dex 15, Con —, Int 16, Wis 22, Cha 20.

Skills and Feats: Concentration +16, Listen +11, Knowledge (arcana) +8, Knowledge (religion) +12, Move Silently +10, Spot +11; Combat Casting, Scribe Scroll, Weapon Focus (heavy mace).

Death Gaze (Su): Death, range 60 feet, Fortitude DC 19 negates. Humanoids who die from this attack are transformed into wights 24 hours later.

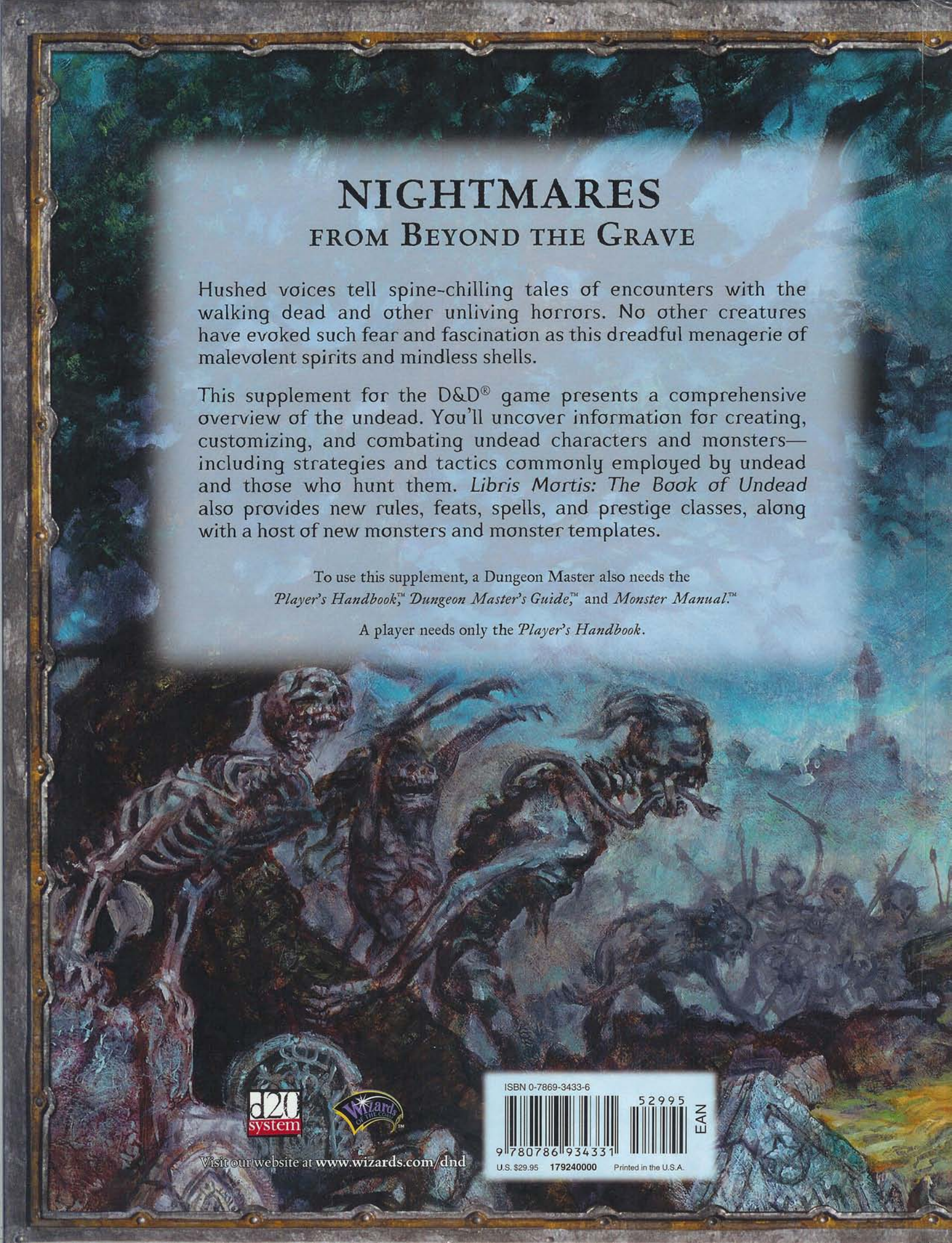
Negative Energy Aura (Su): A 60-foot-radius spread of negative energy surrounds each atropal scion. All undead in the field (including the atropal scion) are treated as if having +4 turn resistance and fast healing 5. Living creatures in the aura are treated as having two negative levels unless they have some sort of negative energy protection or protection from evil. Creatures of 2 or fewer HD fall dead in the negative energy aura (and, at the atropal scion's option, rise as wights under the atropal scion's command 1 minute later).

Spell-Like Abilities: 3/day—*animate dead, create undead, cone of cold* (DC 18), *desecrate, dispel magic, invisibility, plane shift, speak with dead, teleport.* Caster level 9th.

Unholy Grace (Su): An atropal scion adds its Charisma modifier as a bonus on all its saving throws and as a deflection bonus to its Armor Class.

Cleric Spells Prepared (caster level 4th): 0—*detect magic* (2), *light* (2), *read magic*; 1st—*cause fear*[D] (DC 17), *divine favor* (2), *doom* (DC 17), *entropic shield, shield of faith*; 2nd—*bull's strength* (2), *darkness, death knell*[D] (DC 18), *silence* (DC 18).

D: Domain spell. Domains: Death (death touch 1/day, damage 4d6), Magic (use magic items as 2nd-level wizard).



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