

IUZ5-07

# Tides of War

## A Two-Round D&D LIVING GREYHAWK<sup>®</sup> Iuz's Border States Metaregional Adventure

Version 1.0

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Reviewed by Chris Tulach

The Armies of the Old One march on the gates of the Black Aerie as Iuz prepares for his final confrontation with the Demon Prince Pazrael to claim control of Torremor. Can he be stopped or will heroes step forward to turn back the tide? The Final Link of the Confluence Chain for APL's 10-18.

Based on the original DUNGEONS & DRAGONS<sup>®</sup> rules created by E. Gary Gygax and Dave Arneson and the new DUNGEONS & DRAGONS game designed by Jonathan Tweet, Monte Cook, Skip Williams, Richard Baker, and Peter Adkison.

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For questions specific to this document and your metaregion, please e-mail your point of contact (POC) at [dragorha@gmail.com](mailto:dragorha@gmail.com); for LIVING GREYHAWK campaign questions email [rpgahq@wizards.com](mailto:rpgahq@wizards.com).

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## PLAYERS READ NO FARTHER

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

## PREPARING FOR PLAY

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

Throughout this adventure, text in ***bold italics*** provides player information for you to paraphrase or read

aloud when appropriate. Sidebars contain important information for you, including special instruction on running the adventure. Information on nonplayer characters (NPCs) and monsters appear in abbreviated form in the adventure text. Full information on NPCs and monsters are given in Appendix 1.

Along with this adventure you'll find a RPGA Table Tracking sheet. If you're playing this adventure as part of an RPGA-sanctioned event, complete and turn in this sheet to your senior GM directly after play. You'll also find a LIVING GREYHAWK Adventure Record (AR).

## LIVING GREYHAWK LEVELS OF PLAY

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

1. Determine the character level for each of the PCs participating in the adventure.
2. If PCs bring animals that have been trained for combat (most likely dogs trained for war), other than those brought by virtue of a class ability (such as animal companions, familiars, paladin's mounts) or the warhorse of a character with the Mounted

CR	1	2	3	4
1/4 and 1/6	0	0	0	1
1/3 and 1/2	0	0	1	1
1	1	1	2	3
2	2	3	4	5
3	3	5	6	7
4	4	6	7	8
5	5	7	8	9
6	6	8	9	10
7	7	9	10	11

Combat feat, use the sidebar chart to determine the number of levels you add to the sum of step one. Add each character's animals separately. Animals with different CRs are determined separately using the chart; then, take the highest CR animal (or animals), and add 2 (drop fractions). This result is the effective character level for a mixed-CR group of animals. A single PC may only bring four or fewer animals of this type.

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

Throughout this adventure, APLs categorize the level of challenge the PCs face. APLs are given in even-

numbered increments. If the APL of your group falls on an odd number, ask them before the adventure begins whether they would like to play a harder or easier adventure. Based on their choice, use either the higher or the lower adjacent APL.

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

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

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

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

## TIME UNITS AND UPKEEP

This is a standard one-round metaregional adventure, set in Iuz's Border States. Characters native to Iuz's Border States pay one Time Unit per round; all others pay two Time Units per round.

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

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

More information about Lifestyle and Upkeep can be found in the "Lifestyle and Upkeep" section of

Chapter 3 of the *LIVING GREYHAWK Campaign Sourcebook*.

## Adventure Background

The Old One, Iuz, eternally hungers for power. Although the Treaty of Greyhawk stymied his attempts to expand his Empire in the corporeal realm, his agents have long prepared for his latest machinations to come to fruition.

Through careful planning, Iuz released an ether threat upon Oerth as he used heroic pawns to acquire the Codex of Infinite Planes, an artifact that grants its wielder incredible power over outsiders and the portals to the realms of the Great Wheel. Under the watchful eyes of his Boneheart, new soldiers were created to bolster his armies – the powerful demundead and the durable cold-iron golems, both designed to attack demonic enemies.

With these tools at his disposal, he began construction on blood gates, Abyssal portals scattered throughout his Empire. Although discovered by the forces of good and feared as a means for which the Old One could bring forth an army from beyond, the truth was discovered earlier in 595 CY as the Imperial Armies marched through the gates and began an invasion of the Abyssal Skies - Torremor, ruled over by the Demon Prince Pazrael.

The eyes of both the gods and men have turned to the events in the Abyss. Wee Jas, the Mistress of Death provided a band of heroes with a warning of the consequences of Iuz's success – should he capture Torremor, the Old One will rise in power to that of an Intermediate deity and no longer be able to be killed in the Prime Material. Other deities whose domains and people are threatened by the Old One's ascension are watching carefully, and some few are sending their agents to intervene.

Prince Zeech of Redhand serves as the lord of Alhaster, a small Principality within the Empire. Although he has sworn his service to Iuz and performed his duties admirably, his true allegiance is to his deity, Hextor, and to the Demon Prince Pazrael. Aware that the Old One's success would ultimately result in his demise, Zeech began taking steps to stymie Iuz's plans. First, he managed to make contact with the Drinkers of the Cup of Midnight, an anti-Iuz organization that had seen some success against the Old One. While the war raged in the Abyss, Zeech passed information on to the Drinkers from his masters in order to hamper Iuz's efforts at home, while gathering more information to use against the Empire.

Several weeks into the invasion, Iuz's forces marked a critical victory – capture of Onstrakker's Nest and the

Nabassu nursemother, Keekaku. With the Nursemother under his control, the Old One was able to take command of the Nabassu and turn them against the Abyssal Lord's armies. His forces bolstered, Iuz began the march to capture Pazrael's seats of power.

Now the war is in its final days. Pazrael's final seat of power, the Black Aerie is under siege. Desperate, Pazrael sends forth his agent to the Drinkers one last time...

## Adventure Summary

The heroes are approached by an agent of the Drinkers, who asks them to make a rendezvous at sea. Although they are not certain of the nature of the meeting, they are certain as to its importance.

Traveling by a Rhenee galley, the PCs venture into the Nyr Dyv during an autumn storm that is unnaturally strong. The meeting takes place at sea, where two other ships join the galley – another caravel and a war galley of the Principality of Redhand.

Taking a launch to the war galley, the heroes are met by the beautiful leader of the Drinkers, the Shade, as well as the galley's beast of a captain, Captain Warrick. Using a ring that allows Prince Zeech to remotely control his body, Warrick, the Shade, and a visiting Imp explain that Iuz's success in the Abyss is imminent and they require the heroes' aid in order to prevent it. By means of a blood gate, Zeech asks the heroes to travel to Torremor and sneak into Onstrakker's nest to free Keekaku and send the Old One's armies into disarray as the Nabassu turn against him. The Shade provides a scroll of plane shift for the PC's return trip and Zeech provides an armband that will allow the heroes to communicate with one of Pazrael's generals – the marilith Avehovna.

Breaking from the meeting, the heroes head back to the Rhenee ship to prepare for the trip north. At APL16-18, the Shade sends the heroes a message informing them that the success of the mission can be accomplished with Keekaku's death as well, striking against both Pazrael and the Old One.

As the heroes' launch closes with the Rhenee vessel, an Imperial vessel arrives out of the storm and moves to attack the Rhenee. The Shade communicates to the heroes that if they abandon the Rhenee and come to her ship, they will have time to make their escape while the Imperial navy secures the Rhenee ship. Otherwise, the PCs can attempt to repel the boarders and save the Rhenee.

Heading to Critwall, the heroes travel north into the Empire and make their way to the Burning Cliffs. Heading into the cavern indicated by the Shade's maps, the PCs must deal with a geyser blast and elemental

guardians before they gain access to the Old One's Blood Gate.

Sacrificing blood to the portal, the heroes can pass through the gate and into the Abyss. On the far side, another guardian (a *greater dispel magic* trap) threatens the party before they are able to follow the trail of Iuz's armies skyward towards Onstrakker's Nest.

The bearer of the armband during this time comes into contact with Avehovna, who expresses her dissatisfaction with the timing of the heroes and her urging for them to hurry. She provides to her bondmate a mental image of Onstakker's Nest and a hidden tunnel located there that leads to the Nursemother's den.

Following the columns into the Abyssal skies, the party is overtaken by a flock of Vrocks serving as scouts for the Old One around the Nest. Defeating the demons, the heroes are able to make the rest of the trip to the Nest uneventfully, locating the hidden tunnel without difficulty.

Once inside the tunnel, the party is noticed by the quasit familiar of Keekaku's wardens. Scouting the party, the quasit gathers information on the heroes while the wardens prepare for battle. Once ready, the wardens teleport into combat with the PCs, launching a pre-emptive strike.

After defeating the wardens, the heroes have to travel only a little farther to locate Keekaku's prison. Trapped within a permanent *force cage*, the PCs can free her with a *disintegrate* spell. Once freed, Keekaku warns the heroes to flee before she *plane shifts* away to lead her children against the Old One. At APL 16-18, the heroes have the opportunity to attack her before she leaves, killing her in her den.

Once Keekaku is dealt with, the heroes can return to the Prime Material. Using the *plane shift* scroll, the spell accidentally drops the PCs into the Nyr Dyv, in the midst of aquatic predators. If the heroes successfully saved the Rhenee during the beginning of the scenario, their ship is nearby and comes to the party's aid. Otherwise, the heroes are on their own until a ship arrives a little while later.

Following the raid into the Abyss, the heroes are rewarded by the Drinkers (and possibly the Rhenee), and Oerth has to deal with the consequences of their success (or failure).

## Preparation for Play

Note in advance if any PCs possess the Dark Taint from IUZ3-06 Every Passing Breeze or any debts to Zezaxittaz (from IUZ3-06 or IUZ4-08). It will be important for determining which PC Zeech decides to give the Armband of Demonic Will in Encounter One.

In addition, it will be important for several encounters that the players are carefully tracking any spell effects on their characters. DMs may want to make sure that players are documenting the spell and caster levels of spell effects cast on the PCs.

## Introduction

*The rocking motion of the Illyana Preska as she cuts her way thru the Nyr Dyv counter-syncs the rhythm of a billet club smacking against the mast to which it is lashed. You've spent the better part of the last forty-eight hours at sea since setting sail from the newly recaptured port at Admundfort. The vessel you are on, one of the few Rhenee galleys that ply the Sea of Unknown Depths, was chartered for you by your contacts, agents of the organization known as the Drinkers of the Cup of Midnight. The initial meeting with the Drinkers was an illicit affair, held in the cellar of one of the taverns where you were told that the organization wished to secure the services of yourself and your companions – also passengers on the Illyana Preska. However, due to the nature of the mission and its implied importance, the details of the quest could not be delivered to you in port. Instead, you were requested to take passage upon the Rhenee vessel and make your way into the deep sea where you would meet with your employers.*

The Illyana Preska is a caravel (see DM's Aid #2 for a map). Besides the PCs, there are 20 adult Rhenee (male and female) who serve as the crew of the vessel, 4 elders, 6 children (below the age of 10), the captain (Vasily), and the veth (Anya). The PCs can bring animal companions and mounts, that are large size or smaller, so long as they keep them below decks, provide food, and guarantee the safety of the crew from the animals. If possible spend at least a little time with the PCs interacting with the crew. It provides an opportunity for character introductions for the players, as well as give the PCs an emotional tie to the Rhenee for the events of Encounter Two.

In general, the Rhenee are friendly and open with the party and have no secrets to speak of. The crew tolerates passengers on deck so long as they mind instructions and welcomes the assistance of those who have skill at sailing. The children look forward to passengers and troubles them for stories and to participate in their games. The captain, Vasily, readily admits that he was well paid in advance to deliver the heroes to their destination, a mid-sea rendezvous with a ship flying the colors of the Principality of Redhand. The Veth (Rhenee sorceress), Anya, is also open with the heroes, to the point that she mentions that she has an ill-feeling regarding them and she is uncertain if she is

comfortable having them on her ship. Other than her feeling of unease, she otherwise has no issues with the heroes and is as pleasant to them as earned.

*The first day of the voyage was uneventful, with the skies mostly cloudy and the sea relatively calm. The crew, a mix of six or seven Rhenee families, busied themselves with the task of sailing the ship, with the younger children helping the eldest with the meals and chores about the ship. Beginning shortly before dawn of this day, the weather has become increasingly more severe with the ship regularly cresting sizable waves and occasional washes of green water spraying across the deck. The ship's Veth, a beautiful Rhenee with ebon-black hair, only barely starting to show streaks of silver over the temples, has attempted to calm the storm thru magic, but her efforts have been short-lived, only providing a few minutes of calmer seas. The once playful children, who dashed around the deck playing hide-and-seek and tag, now huddle below deck fearful of the coming storm.*

The storm is not entirely natural, which is why Anya has not been able to affect it. If PCs attempt to change the weather (via *control weather* or similar spells), the weather starts to change, but reverse about halfway thru the change until it returns to its previous status (for example, the winds might start to slow and the cloud cover would begin to break apart before the clouds move back in and the winds pick up).

*Finally, as the skies have begun to darken signaling nightfall, the Rhenee in the crow's nest calls down from his perch in his native tongue while he gestures off the port side of the ship. Following his gaze, you can barely make out the masts of two vessels, their sails lashed down. One vessel flies no colors, but the other proudly flies a red and black flag.*

A Spot check (DC 20) recognizes the flag as a red tower on a black field. A Knowledge (Nobility) check (DC 15) recognizes the heraldry as that of the Principality of Redhand and Prince Zeech of Alhaster.

*Vasily calls out orders to his men and they begin to steer the Illyana Preska towards the anchored vessels. One of the men brings out a hooded lantern from below deck and runs to the forecabin of the ship, leaning against the railing to get a secure position. Once secure, he begins raising and lowering the hood in what seems to be a random fashion, before stopping and looking out across the water at the rapidly approaching ships. For a moment there is*

*nothing, but then a series of similar lights shine out from the crow's nest of the flagged ship.*

*"It's the one, cap'n," the crewman calls down the deck.*

*Vasily nods and turns to another pair of Rhenee. "Close in and ready the launches. Our passengers have a meeting to attend."*

### Troubleshooting:

Not too much can go wrong here. If there are players who are demanding to know about payment or who claim that they wouldn't have gotten on the ship without promises of reward, tell them that their contact in Admundfort couldn't provide payment up front, but that they promised that if the PCs were successful in whatever the Drinkers have planned for them at sea, they'll have it "made in the Shade".

## Encounter One:

### The Truth of the Matter

*As the Illyana Preska closes with the other two ships, you can see activity on the decks of both. The unflagged ship has black clad sailors in its rigging, some of whom have crossbows and bows casually pointed towards the deck of the other vessel. The flagged ship, is a war galley of some fashion, with sailors and marines at the ready, many of them standing behind ballistae – loaded ballistae. A ship's launch is tied to the rails of the war galley and rocks in the waves, with two black-clad sailors pushing against the galley with their oars to keep the smaller vessel from smashing against its hull.*

*Meanwhile, the Rhenee have overturned one of their launches and have begun lowering it into the sea below. Looking at you, Vasily motions to the launch "M'boys will take you over and wait for yer return. Y' best make yer meeting quick, tho. Anya is fearing that there is more to come with this storm."*

The launch is big enough for eight human-sized occupants. While the Nyr Dyv is very active, with 2-3 foot ocean swells at the present, the Rhenee manning the oars are skilled sailors and see them to the war galley safely. If the PCs are particularly frightened of traveling by the launch and choose to travel by other means (*dimension door* to the other ship, *fly*, *water walk*) they may do so freely.

Once the heroes are boarding the war galley, continue with the text below:

*Arriving on the deck of the galley, you can see that the crew is a mix of human and hobgoblin sailors, all of them looking at you and your Rhenee companions with disgust and hatred. However, none seem eager to pursue their animosity, especially as a huge bear of a human ascends from below decks.*

*"Avast, bilge rats. Return to yer posts if ye don't want me to take the scourge to ye!!" Turning to face you, the bear of a captain sneers and smiles. "Welcome to the Merciless, me hearties. If you'll be following me this way, we'll take ye below deck fer your tea and cakes." With that he makes a sweeping gesture towards the stairs he came from.*

Captain Warrick "War" Mason is an archetypal pirate, never missing a chance to say "arr!" He is a giant of a human (6'6" 270 lb) who has in his day likely destroyed many china shops. Nothing about him should give the impression of grace or subtlety (which is important during the later part of this encounter).

*Descending below deck, the captain leads you back to his quarters. Passing thru the doorway, you see a beautiful brunette woman sitting at ease upon the bunk, while several barrels with folded blankets on them have been positioned about the room.*

The woman (for those who have met her before) is the Shade, the leader of the Drinkers of the Cup of Midnight. A Spot check (DC 25) notice that there seems to be a fine green dust spread over the room (noticing the jade dust and making a DC 20 Spellcraft check leads the PC to believe that *false vision* has been cast on the room).

*The woman rises and gestures to the barrels. "Please enter, friends, and sit. We have much to discuss and little time to discuss it." With that the captain ushers you into the room and seals the door behind him before moving to the far side of the room and drawing closed the curtains over the aft window, then sitting on the sill.*

*"I appreciate you coming here, especially with so little information. I assure you, that once you hear what we have to say, you will understand the care and urgency with which we are pursuing this. As some of you may be aware, the Old One has instigated a war with Pazrael, the Demon Prince of Torremor, one of the hundreds of layers of the Abyss. In this effort, he has been greatly successful. Several months ago, he captured Onstrakker's Nest, the heart of the Nabassu demons and used their Nursemother, Keekaku, as a hostage to bolster his armies while stealing forces away from Pazrael. With his own demons, the nabassu, demundead, golems, and his mortal minions,*

*Old Wicked has been able to plow thru the Pazrael's defenses. Only one bastion remains – the Black Aerie. Should it fall, Pazrael will be cast from Torremor and the Old One will take control, increasing his power immensely."*

During the Shade's speech, have the PCs make a DC 12 Spot check. Those who succeed notice that the Captain has placed a platinum ring with an onyx stone on his finger.

The ring is part of a matched set of magical rings that allows the wearer of the master ring (in this case, Prince Zeech) to take bodily control of a willing target (Captain Warrick) over a sizable distance. Once controlled, Warrick / Zeech begins exhibiting Zeech's mannerisms and speaking patterns. In general, Zeech should be played as a very effete noble, limp wrists and all. However, do not mistake his mannerisms for weakness. He is a very dangerous individual and can go from pleasant to murderous in an instant if provoked.

Zeech does not bother to introduce himself once he "arrives", however, if interrupted or asked, he identifies himself and the means by which he is communicating to the heroes. He did dare not openly meet with the PCs and expose the plan to the Old One's minions, nor risk himself to agents of the Shield Lands who might seek to remove him from power (and the corporeal realm).

The PCs may be familiar with Prince Zeech from the events of IUZ5-02 Playing Both Sides or from several Bandit Kingdoms scenarios. The Principality of Redhand is an autonomous region of the Empire of Iuz, ruled over by a former lord of the Shield Lands, Prince Zeech. While he has loyally served the Old One for the last decade, Iuz's latest plans have put him into a precarious position, as his true loyalties lie with Iuz's target – Pazrael.

*"And that, my friends, cannot be allowed to happen." Standing from his seat along the windowsill, the captain casually points at your group while speaking. "Regardless of the lands you call home, you all know the danger that the Old One presents should he gain further power. He was barely turned back in the Vesve and Perrenland and even now his plague stretches into the Shield Lands. His agents have not been still in Furyondy and he has noticed the little insurrections within the parts of his Empire called the Bandit Kingdoms. When he claims Torremor, he will be able to focus his energies back on Oerth and he will do so as a more powerful deity than he currently is, with a whole layer of the Abyss from which to draw demons to serve him. His Boneheart will march forth from the Blood Gates leading a*

*horde of demons out onto Oerth and no pathetic treaty will stop him.*

*"And that," the woman continues, "is where you come in. Right now, Old Wicked's gaze is locked on one thing – the Aerie. His armies have massed to lay siege to it and, make no mistake my friends, it will fall. That is, unless we manage to cripple the Old One's forces."*

*"In Torremor, there is a city of sorts called Onstakker's Nest. Deep within the bowels of the city is the den of the Nursemother, matron of the Nabassu. While she is held by the Old One, the nabassu will serve and fight for his banner. However, if she were freed..."*

*There is a sudden popping noise as a small devilish creature appears in the middle of the room. The imp smiles down at you, his small wings beating casually. "If she were freed, the nabassu would turn on Iuz's forces and his armies would crumble from the inside, leaving Pazrael the opening he needs to crush the invaders. Hello, fleshbags!"*

*Warrick grimaces at the imp. "What are you doing here, Zezaxittaz? I expected you to be with your masters."*

*"My sires are otherwise preoccupied at the moment and quite frankly this seems the place to be at the moment," the imp smiles as he looks over your party.*

*The captain sighs, "Very well. Just please be quiet."*

*"No problem, Zeech. I'll be as quiet as the dead." And with that, the imp hovers in space quietly looking down at everyone with his fanged smile.*

Zezaxittaz is an imp that has appeared in several previous scenarios (including IUZ3-04 Burning Cliffs, IUZ3-06 Every Passing Breeze, and IUZ4-08 Shattered Reflections of a Frozen Twilight). Over the last two years, he has been gathering information on the Old One's machinations to barter for a promotion from his masters in the Hells. Now, with both Iuz and Pazrael at a critical point, Zezaxittaz is attempting to make a play to "pad his resume" by helping to weaken both Abyssal powers leaving them open to attack by his Infernal masters.

*"Ah, where was I?" Warrick ponders for a moment. "Ah, yes. Your mission, and I do not think there is any question as to whether you will accept it or not, is to make your way to Onstrakker's Nest and free the Nursemother. To aid you in this quest, we have made some preparations."*

*"First, we have located one of the Old One's blood gates that is not heavily guarded. The reasons for this are plentiful...it is located in the Burning*



*Cliffs near the Ashen Pit, with the gate itself in a volcanic cavern below ground. We have a map indicating the location of the cavern and it should come as no surprise to you that the gate requires blood from a sentient creature to open, however not a sizable amount. The amount could safely be drawn from four or five human sized creatures without serious harm.*

*Second, you will need a means to communicate with Pazrael's agents to let them know when the time to strike is nigh. For that purpose, Pazrael has created an armband. It will link the wearer to Pazrael's chosen agent, with the strength of the connection dependant upon the blood of the wearer."*

If there is a PC with the Dark Taint from IUZ3-07 Every Passing Breeze, Warrick / Zeech turns to them. If multiple PCs possess the taint, he chooses the PC with an alignment the fewest steps from Chaotic Evil, then a more martial PC (such as a fighter or barbarian). If there is still a tie, choose randomly between the PCs.

*"Fortunately, Pazrael's foresight has created the necessary blood for the armband's magic to work." Reaching into a small jewelry box, Warrick gently draws forth a black iron band several inches across. He offers it to (the chosen PC), pressing it into their palm while gently cradling their hand in his own.*

If none of the PCs have the Dark Taint, Warrick frowns and looks uncertain. In this case, Zezaxittaz chooses the bearer, based upon those who owe a debt to the imp. He first chooses a PC who has an unpaid debt, then the PC with an alignment the fewest steps from Chaotic Evil, then the most martial class. (Note that his selection doesn't affect the debt at all – as far as he's concerned, they still owe him.)

*Warrick begins to speak. "Unfortunately, it seems that your group does not posses..."*

*"Him." The imp points (at the chosen PC). "He gets to wear the amulet."*

*"I beg your pardon?" Warrick fumes slightly as he turns to face the devil.*

*"He owes me. None of these other meatbags are worth a toss, so he gets to wear it."*

*Warrick sighs. "Very well." Reaching into a small jewelry box, Warrick gently draws forth a black iron band several inches across. He offers it to (the chosen PC), pressing it into their palm while gently cradling their hand in his own.*

If none of the PCs have the taint or owe Zezaxittaz a debt, Warrick / Zeech chooses the bearer based first on the

character with the alignment the fewest steps from Chaotic Evil, then the most martial class. If there is a tie, choose randomly.

*Warrick begins to speak. "Unfortunately, it seems that your group does not possess the blood necessary to bind the amulet as fully as we might hope. However, I believe that you (looking at the chosen PC) might survive and best be able to use the armband to its best potential." Reaching into a small jewelry box, Warrick gently draws forth a black iron band several inches across. He offers it to (the chosen PC), pressing it into their palm while gently cradling their hand in his own.*

Once Warrick / Zeech has chosen the armbands bearer continue:

*Warrick releases his grip on your hand. "The armbands will require time to bond with the wearer in order to work, roughly twenty-four hours. I suggest you don it now to allow the bond time to mature.*

*Unlike many demonic creations, the nature of the magic in this armband is largely benign. It draws an insignificant amount of life essence from the bearer, and in exchange transfers a trivial amount of demonic essence. This essence will allow you to establish a bond with a single demon – Avehovna, Pazrael's general."*

If the bearer has the Dark Taint:

*"The bond with Avehovna will allow you to communicate telepathically with the marilith, as though you were speaking to her face to face, so long as you are on the same plane of existence. In addition, you will find that the bond will prove useful in other ways as well."*

If the bearer does not have the Dark Taint:

*"The bond with Avehovna will allow you to communicate empathically with the marilith, as long as you are on the same plane of existence, expressing emotion and urgency, but not detailed messages. As well, she will only be able to communicate with you in the most basic means."*

Continue with the following:

*The Shade rises from her seat on the edge of the bunk and draws out a scroll tube from her cloak. "Finally, if you do not already have one, I have acquired a planar key for Oerth, as well as scrolls to enable a priest or wizard to return your party to this plane of existence. I am doubtful that if you are successful in your*



*mission, you will simply be able to walk out of the Abyss."*

*"Do you have any questions?"*

#### **Answering Questions:**

Between the Shade and Zeech, they have pretty much laid out all of their cards to the heroes. If the PCs are suspicious, any Sense Motive check greater than 5 does not detect any ill will or hidden motives. A Sense Motive check less than 5 gets a false read, and the PC will have false suspicions regarding the plan.

Regarding the rest of the plan, paraphrase what you need from the information below. Both the Shade and Zeech are similarly informed and can corroborate the information provided.

#### **The Blood Gate:**

The Blood Gate in question was chosen because of its isolation from most of the Old One's forces on the material plane and because it is one of the few Blood Gates that the Shade was able to pinpoint the exit location in the Abyss. While the exit is not in Torremor, it is near one of the staircases that ascend from one of the other layers of the Abyss into the Aerial Realm and it offers a clear path to Onstrakker's Nest. Using a *plane shift* to simply travel to the Abyss would work, but the location on the Abyss would be utterly unknown.

#### **Torremor:**

The Abyssal skies are home to a large number of demonic creatures, chief among them winged tanar'ri such as the nabassu and vrocks. Feel free to paraphrase information regarding the layer from Appendix Six: Torremor.

#### **Keekaku:**

Keekaku is a monstrous demon, standing nearly twelve feet tall and one of Pazrael's greater servants, leading her brood, the Nabassu. However, with her capture, the Old One has directed her to order the nabassu to assist his armies. He could not simply slay her, as then the Nabassu would simply fight amongst themselves until one of them gained the power to rise to become the new Nursemother.

#### **The Nursemother's Wardens:**

Neither the Shade nor Zeech are aware of the nature of any warden's who hold Keekaku captive. They both believe that Onstrakker's Nest to be largely vacant as the Old One will have emptied the city in order to bolster his forces for the final march on the Black Aerie.

#### **Rewards:**

The Shade is indignant that so-called "heroes" would require a reward to pursue what is obviously a task of worldly importance.

#### **Troubleshooting**

At this point, the heroes should likely be roped into the quest. The biggest sticking points will be the disposition of the armband and strongly aligned PCs who have difficulty with partnering with an evil priest and an imp.

Zeech gives the heroes the armband, but he cannot force them to wear it. Later in the scenario, it is very important in order to locate the Nursemother's den and to contact Avehovna, but it is possible for the party to complete the scenario without using it (through spells like *find the path*). A PC other than the one it was given to may wear it (and have it noted on their AR), however, if a good-aligned divine caster (such as a priest or paladin) allows it to bond, they require an *atonement* before they are granted spells again.

Paladins and other good-aligned characters may have difficulty taking a mission from a Priest of Hextor. The nature of the quest does not associate the heroes with Zeech (which the Prince would very much prefer as well) and the quest definitely serves the greater good. In this case, Zeech can take the moral high ground in order to persuade the party to undertake the task set before them.

## **Encounter Two: Strum and Drang**

*Concluding your meeting, you return to the deck of the Merciless, greeted by howling wind and thick sheets of rain. The hobgoblin sailors brace their arms across their foreheads to keep their vision clear as they fight with the lashed sails. Making your way to the rails, you lower yourself into the launch as it rocks on the waves, the Rhenee struggling to steady the boat on the water. Nearby you see the Shade carefully descend into her own launch, the black clad sailors pushing away from the Merciless and into the storm churned sea.*

#### **At APL16-18 ONLY:**

*Barely above the howling of the wind, you hear a feminine voice whisper in your ear. Looking towards the other launch, you can barely make out the Shade's moving lips, while you can clearly hear her voice: "Freeing Keekaku will be sufficient to halt the Old One's forces; however, should you be tempted, know that her death will accomplish the same."*

#### **All APLs:**

*Closing with the Illyana Preska, you lose sight of the other ships in the rain. Eventually, you arrive at the galley as two of the sailors throw down the ropes to pull the launch up onto the deck. Suddenly, there is a shout from the crow's nest and a loud splash off to one side, followed by the crash of a catapult shot into the nearby railing.*

*Beyond the Rhenee ship you can see that a black sailed vessel flying the red skull of the Empire has closed nearly to boarding range. In your ear, you hear the Shade's voice "Abandon them and flee to my ship. By the time they finish with the drifters, we will be safely away and on to your mission."*

At this point, the party can choose to help the Rhenee repel the boarders or to flee with to the Shade's vessel. If the party decides to flee, they can push the launch away from the Illyana Preska leaving the two sailors on the ropes and make their way to the Shade's ship (with some difficulty if none of the characters are skilled sailors). Doing so earns the heroes no experience or treasure, but it avoids the fight. However, leaving the Rhenee to their fate likely challenges the code of conduct of some PCs who may need to *atone* for their deed.

If the party decides to assist the Rhenee, use the map in DM's Aid #1 to represent the Illyana Preska, with the PCs in a launch off one side of the ship (20 feet below the deck at water level). The enemy ship (also a caravel) starts at 30 feet away from the other side of the ship, coming in at an angle to pull alongside the Illyana Preska during the surprise round.

This fight is not intended to be a ship-to-ship combat; rather it is simply a fight between boarders and defenders on the deck. While attacking and damaging the enemy ship and its sailors can be done, it's outside the scope of this encounter and should be reserved for role playing flavor. In addition, while the Rhenee are on deck and attempting to keep the caravel steady, they do not attempt to participate in the fight, counting on the heroes to protect them. However, if the PCs are recklessly throwing about area of effect spells on deck, there is a good likelihood they will take out some of their allies.

During this fight, there are several special rules that should be observed to reflect the circumstances of the fight. First, the combat is taking place during the middle of strong winds and rain (DMG p.93 – visibility cut to 1/2 normal, -4 penalty to Spot, Listen, and Search checks and ranged weapon attacks). Second, the sea is churning strongly (Swim DC 20 should a PC be knocked into the water), causing the ship to roll with the waves. Use the rules for heavy rolls and green water from Appendix Five: Fighting on a Ship's Deck (if you roll doubles on the 2d4 check for surges, the next surge is a heavy surge).

Inexperienced DM's or DM's running this scenario during a convention may wish to ignore heavy rolls / green water rules to streamline the combat and make it run quicker.

#### APL10 [EL 12]

**Manheim:** Male Human Drd9; hp 62; see Appendix One.

**Imperial Marines (4):** Hobgoblin Swash6/EWM1; hp 57; see Appendix One.

#### APL12 [EL 14]

**Manheim:** Male Human Drd11; hp 75; see Appendix One.

**Imperial Marines (4):** Hobgoblin Swash8/EWM1; hp 90; see Appendix One.

#### APL14 [EL 16]

**Manheim:** Male Human Drd13; hp 88; see Appendix One.

**Imperial Marines (4):** Hobgoblin Swash10/EWM1; hp 109; see Appendix One.

#### APL16 [EL 18]

**Manheim:** Male Human Drd14; hp 94; see Appendix One.

**Imperial Marines (4):** Hobgoblin Swash11/EWM1; hp 118; see Appendix One.

**Captain Ss'kranth:** Malenti (Sahuagin) Rog6 / Dread Pirate 7; hp 95; see Appendix One.

#### APL18 [EL 20]

**Manheim:** Male Human Drd16; hp 62; see Appendix One.

**Imperial Marines (4):** Hobgoblin Swash12/EWM2; hp 137; see Appendix One.

**Captain Ss'kranth:** Malenti (Sahuagin) Rog6 / Dread Pirate 9; hp 108; see Appendix One.

**Tactics:** During the surprise round, the Imperial ship pulls alongside the Illyana Preska and the marines prepare to board. Normally, the PCs wouldn't get a chance to act during the surprise round, however, if a PC has the Feign Surprise player reward card allow them to take their action before the ship closes to boarding range.

The marines leap across to the Rhenee ship during the first round, taking positions to attack any defenders. They take advantage of their maneuverability, reach, and special abilities to control of as much of the deck as possible. Once the marines are on board, the ship pulls away and either flees (if the marines are defeated) or comes back to secure the vessel (if the ship is captured).

The druid is *air walking* and attempts to use his *call lightning* spell to maximum effect, targeting PCs that are flying or otherwise not threatened by the marines on deck. As he is *air walking*, he is technically not flying and not subject to being blown back. If he needs to move, he uses *control winds* to create an area of calmer

air around himself. His animal companion is largely removed from the fight, unless someone falls into the water, in which case it attacks.

If an NPC falls into the water unconscious or dead, allow the party one round to attempt to recover the body and its items before it is washed beneath the waves and lost. However, if a PC falls in, give the party the benefit of the doubt in recovering their companion's.

### Resolution

If the heroes came to the Rhenee's aid, Vasily thanks the party profusely as he and the other sailors make preparations to deliver the party to Critwall. He promises that he and his crew will do what they can to repay the heroes in the future.

If the party fled with the Shade, her ship readily escapes from the Imperial vessel and makes its way to the coast near Willip (in Furyondy). From there, the PCs are free to continue north towards the Burning Cliffs.

### Troubleshooting

The main problem here is if the party decides to teleport to the mainland before they have a chance to get back to the Illyana Preska. Unfortunately, sometimes that's just how Ralishaz works things and the Rhenee meet their fate without the party's intervention.

## Encounter Three: Hot Blooded

Leaving from the coast, the PCs can determine how they want to make their way north to the Burning Cliffs. Depending on the abilities and level of the party, they may choose to *teleport*, *wind walk*, or maybe just ride to their destination (roughly 900 miles distant). The party is under some time constraints (Iuz could capture the Black Aerie at any time) and resting for too long could cost the battle and the war. Basically, as long as the party is attempting to make the trip as quickly as reasonably possible (not resting for a full day, for example), they arrive in time.

Characters who participated in the scenario IUZ3-04 Burning Cliffs could conceivably teleport to the Ashen Pit fairly easily. If they do so, make sure that the remaining travel to the Blood Gate takes at least 24 hours to allow time for the armband to bond to a PC if worn.

Traveling overland, the party can easily choose to avoid conflicts with the Old One's forces or the few patrols they cannot escape are too weak to challenge the party.

Once the party has arrived in the Burning Cliffs, read the following:

*Following the directions on the Shade's map, you trace a path along the southern edge of the Burning Cliffs, the warm stench of sulfur carrying across the breeze. Turning north, you head into the wastes themselves, walking a path along a dry bed of lava.*

*After a half day, you arrive at a large natural rent in the wall of a narrow canyon. Indicated by your map, this is the pathway to the Blood Gate.*

Past the rent, the tunnel evens out into a 10' wide, 10' tall passage that descends into the ground roughly 200 feet over the course of a half mile. As the party travels, the temperature and humidity of the tunnel increases, until their skin and armor is slick with moisture.

Characters with the Stonecunning racial ability or succeeding on a Knowledge (Dungeoneering) check (DC 15) can tell that the tunnel may be part of a geyser or hot spring network. Shortly after this discovery (within 5 minutes, allowing the party to react based on the information above), there is a strong tremor that all of the PCs can feel. Ask each player what their character does (one full round). The following round, a seam in the wall bursts spraying the tunnel with a blast of scalding water and steam.

### All APLs [EL10]

**Geyser:** CR 10; mechanical; location trigger; no reset; geyser (8d6 to all in area, scalding water, no miss) and (8d6 bludgeoning damage, water pressure, Reflex save DC 25 for half damage; Search DC 20).

If a PC took their full action to move from their location and moved at least 30 feet, they can move out of the area of the geyser. Otherwise, they suffer the above effects. Note that the damage from the scalding water can be reduced with fire resistance, but cannot be otherwise avoided (no save, cannot miss).

Once the PCs make it past the geyser, the heat begins to increase dramatically (getting to over 110° F quickly), requiring a single Fortitude save (DC 15) to avoid heat effects (see DMG p. 303) before they arrive at the gate chamber.

*Descending deeper down the tunnel, the heat continues to increase while a dim red glow begins to illuminate your surroundings. Looking ahead you can see that the tunnel opens up into a larger chamber, with a rocky path across the molten floor to a platform upon which a large dark stone ring rests.*

Refer to DM's Aid #2: Volcanic Gate Map for the layout of the room. The magma itself is about 10 feet deep and the

ceiling of the chamber 25 feet above the magma and platform. If a PC falls into or is submerged in the lava, be aware of the effects listed in the DMG (p. 304).

The gate itself is roughly 15 feet in circumference, resting on a platform that holds it vertical. To each side of the gate are small stone fonts, which sit empty except for a trace amount of reddish-brown dust.

Beneath the magma (one in the northwest corner of the chamber, the other in the southeast), two magma paraelementals lay in hiding (with total cover due to the magma). When a living creature approaches within 20 feet of the gate, the elementals rise from beneath the magma (as a move action on the surprise round). Players using the Feign Surprise card may act immediately following the elementals during the surprise round, as if they had delayed their action.

#### APL 10 [EL 11]

**Greater Magma Paraelemental** (2): hp 199 each; see Appendix One.

#### APL 12 [EL 14]

**Elder Magma Paraelemental, Advanced** (2): hp 294 each; see Appendix One.

#### APL 14 [EL 16]

**Elder Magma Paraelemental, Advanced** (2): hp 378 each; see Appendix One.

#### APL 16 [EL 18]

**Elder Magma Paraelemental, Advanced** (2): hp 506 each; see Appendix One.

#### APL 18 [EL 20]

**Elder Magma Paraelemental, Advanced** (2): hp 598 each; see Appendix One.

**Tactics:** Once the elementals are up, they concentrate their attacks on the PCs closest to the gate. Due to their high attack bonus, they are fairly generous in their application of the Power Attack feat, especially during the first rounds of the fight before they have had a chance to gauge the difficulty of hitting their foes.

### Resolution

Once the elementals are defeated, the PCs can attempt to open the gate. The two fonts are the keys to opening the portal to the Abyss, by feeding the gate blood from sentient creatures. However, the gate is also a trap for those who do not know its secret.

To safely open the gate, two creatures must simultaneously sacrifice a small amount of blood into each of the fonts (1 hp each). Once sacrificed, the following round the remaining blood necessary for the gate is magically drawn from the wound in a torrent, inflicting an additional 27 points of damage. If more than one creature attempts to sacrifice blood into a single

font, the font randomly chooses one to accept and draw the sacrifice from.

If a single creature sacrifices blood to the fonts, the round after the initial sacrifice the entire blood amount is drawn from that creature (Inflicting 55 points of damage and requiring the character to make a Fortitude save (DC 15) against massive damage due to the shock of having so much blood rapidly drawn from their body).

Once the fonts have the requisite blood, a dark red film forms in the ring and the portal opens to the Abyss.

### Troubleshooting

Between the geyser, the combat, and the blood sacrifice, it is possible that some parties have exhausted a fair amount of their resources (especially at the lower APLs of the scenario). If the heroes require a day for healing and to recover spells at this point, do not penalize them for it (they can still rescue/slay Keekaku in time).

## Encounter Four: Arrival

*Passing thru the portal, you feel a wave of heat burning thru you, the flesh on your arms and face blackening and flaking away leaving the bare muscle and bone beneath. Overcome by the heat, you struggle to close your eyes but find that your lids have been burnt away and your vision turns to black as the pain becomes too much to stand.*

*A stagnant breeze blows over you, your skin intact and your eyes whole as you stare at the grey plain you have fallen on to, your eyes locked on the ashen grains of sand mixed with the regurgitated remains of your earlier meal. As the pain fades into memory and you recover your sense of self, you look up and catch your first glimpse of the Abyss.*

*The flat, featureless expanse is only broken by the hovering red portal that hangs in midair around which your companions lay, kneel, and sit and further away by a collection of massive columns and pillars that stretch skyward, the tops lost in the low hanging clouds that stretch over the entire countryside. While the plains are dimly illuminated by some source, you are hard pressed to pick out a sun through the cloud cover.*

*Nearby, you can see a pedestal, only a few dozen yards away upon which rests a floating orb of stone. The orb rotates slowly, and you can make out the stylized image of an eye on its form.*

The eye is the source of a *greater dispel magic* trap. As long as there is at least one living creature within 20 feet of the gate's location, the trap goes off (until disarmed).

The orb itself is located 250 feet away from the party across open, unobstructed plain.

#### **All APLs [EL10]**

Chain Greater Dispel Magic Trap: CR 10; magic device; proximity trigger (alarm); automatic reset; spell effect (chain greater dispel magic (as a 9<sup>th</sup> level spell), 17<sup>th</sup> level wizard; targeted dispel on target nearest center of trigger area plus targeted dispel to each of up to seventeen secondary targets, +17 dispel check); Search DC 34; Disable Device DC 34.

The purpose of the trap is to strip off most of the long term spells that PCs may be using (particularly as they quite likely had several days of traveling to load up with extended versions of some spells). If the players complain, point out that at least it's not *Mordenkainen's Disjunction*.

#### **Resolution**

**Avehovna:** If a PC is wearing the armband, they receive their first communication with Avehovna at this point. Characters without the Dark Taint only get flashes of emotion – rage, anger, impatience, and urgency. PCs with the Dark Taint receive a more direct telepathic communication from the marilith.

If the party is roughly on schedule (hasn't taken unnecessary delays in arriving in the Abyss), she chastises the PC for taking their time and expressing that they need to hurry in their quest. She cannot spare much time at the present, as the Old One has managed to teleport saboteurs into the Black Aerie and her attention is required to slay them before they can cause too much damage.

If the party is running behind, she angrily berates them and her voice is tinged with both panic and pain. The Old One's forces have successfully breached the walls of the Aerie in several places and while Pazrael's forces are holding for now, their defeat is only hours away. She cuts off communication at this point as the PC gets a mental image of the marilith springing away from a wall as a massive cold-iron golem pounds through the fortification.

**Ascending to Torremor:** The columns and pillars near the gate are the heroes' means of ascension to Torremor. Within the structural mass (which spreads over several acres, with most of the columns well over 40 feet thick), are the ruins and remains of a great number of demons and constructs. Littered on the ground are the corpses of scores of vrock, chasme, varrangoin, nabassu, and crianca demundead, as well as a dozen or so ruined hulks of fallen golems. All of the bodies are severely damaged

from combat, although many show signs of damage due to impact from a long fall.

Wrapping around the center-most column in the mass is a wide staircase that stretches skyward. The column itself is 50 feet square, with a 20 foot wide staircase. The length of the walkway is littered with corpses and while the stairs show some structural damage (both due to combat and age), they are sound enough for travel.

## **Encounter Five: Long Way Down**

*You scale the staircase for well over an hour, long since losing sight of the ground through the cloud cover. The clouds themselves seem to cling to the column, making it difficult to see very far ahead or above you, leaving you no idea how long until you arrive at any destination at all.*

*As you wind around the column, you can see that the stairs have started to become steeper, with the surface of the stair sloping downwards. Pressing forward, you expect to have difficulty keeping your footing on the steps, but find that it is not difficult at all and that the slope makes the path less and less steep. Within 100 feet, you are no longer walking on the stairwell at all, but simply walking up – no, along, the column itself, your feet finding purchase and gravity along its length.*

*Still you continue to see signs of the Old One's passage, with corpses occasionally piled along the pathway, some even clinging to the underside of the column. In time, the mists even break apart and for the first time you are able to see the vista of Torremor.*

*The skies around you are filled with a maddening mesh of structures that cross the void at all angles with no sense of gravity or logic. A red glow radiates from the plane itself, lending illumination while a strong wind blows across your face.*

*In the distance, you can make out what appears to be a waterfall, plummeting out of some unseen river far above and into the unknowing depths. Strangely, the waterfall occasionally shifts direction, spilling to one side or another before returning to its original course.*

The effect the PCs are witnessing on the waterfall is the result of Pazrael taking control of the plane's natural gravity in an attempt to hamper the effectiveness of the Old One's flyers. While this effect doesn't affect anyone standing on a large object or relying on magical flight,

natural flyers have their maneuverability reduced by one as they have to constantly compensate for the shifting gravity.

After several hours, the party has actually made good progress on arriving at Onstrakker's Nest. They have, in fact, closed enough distance that they are in range of one of the patrols that Iuz stationed to protect the city. Allow the PCs to make Listen (DC 45) and Spot checks (DC 41; the patrol are taking 10 to hide, distance of 200 feet) to notice the demons hiding behind a column. If unnoticed, the vocks use the surprise round to close the distance with the party.

The column the PCs are walking on is 50 wide and deep. A PC can transition to walking on a side or bottom of the column treating the edge of the column as difficult terrain. The vocks begin 200 feet from the party flying towards them with open terrain between the two groups. The vocks are natural flyers and suffer the maneuverability penalty mentioned above.

#### APL 10 [EL 13]

**Vocks (4):** hp 115 each; see Monster Manual p. 48.

#### APL 12 [EL 15]

**Vocks (8):** hp 115 each; see Monster Manual p. 48.

#### APL 14 [EL 17]

**Vocks, Advanced (10):** hp 138 each; see Appendix One.

#### APL 16 [EL 19]

**Vocks, Advanced (10):** hp 206 each; see Appendix One.

#### APL 18 [EL 21]

**Vocks, Advanced (10):** hp 246 each; see Appendix One.

**Tactics:** At APL<sub>14+</sub>, each vrock is carrying a satchel with a dozen large sling bullets. As they approach (120 ft away), they empty their satchels (as a move-equivalent action) and use their *telekinesis* ability to spray the sling bullets thru the party. Atk +15 (+17 with *heroism*) ranged (1d6, 12 bullets). The vocks only use this tactic once, preferring to wade into melee or use their dance of ruin ability instead.

At the lower APL's the vocks simply close into melee. At the higher APL's, two close into melee attempting to hold the PCs off while the remaining eight begin a single dance of ruin (requiring the PCs to stop 6 of them to stop the dance).

Note that the PC wearing the armband is not subject to the vrock's dance of ruin, due to the demonic nature of the item.

## Resolution

Once the vocks have been defeated, the PCs have a straight shot towards the Nest. At this point, Avehovna contacts the bonded PC to confirm their status (either empathically with feelings of curiosity and impatience, or telepathically with direct conversation).

Once she is aware of their location, she sends an image to the PC – in their mind they see a mountain suspended within Torremor, broken stone towers and keeps covering its surface, with dozens of fires burning around the largest of these. The image shifts and moves along one of the paths leading to the mountain and descends to the “underside” of Onstrakker's Nest where one of the pillars is driven into the rock, the stone cracked for yards in every direction. The image shifts again and descends into one of the cracks, disappearing into darkness. Through these images, Avehovna is directing the heroes towards a secret means of gaining access to the Nursemother's Den.

## Encounter Six:

### Pretty Hate Machine

*Continuing along the column for another hour, you eventually catch sight of something new – what appears to be an island of stone suspended within the beams of the plane. The surface of the island is littered with ruined structures and towers, trails of smoke crawling away from the buildings signaling that the rock is occupied. Looking more closely, you can make out rings of flying creatures circling several of the towers, demonic winged forms dipping occasionally in response to the constantly shifting gravity.*

At this point, the bonded PC has enough of a point of reference in order to locate the path to the fissure in the Nest, indicated by Avehovna. Traveling directly there, the PCs are able to avoid detection by the Old One's patrols, as they are unaware of the “secret” tunnel to the Den and are protecting the main entrance from intruders.

The crack itself is barely 5 feet wide and large creatures have to squeeze in order to get in (huge or larger creatures, such as animal companions, require magical aid in order to enter the tunnel). It continues for about 100 feet before opening into a larger chamber. The tunnel is located 40 feet above the floor of the room and is blocked from line of sight with most of the chamber by a large stalactite.

Descending into the room, the PCs discover that the room is filled with mushrooms and large bulbous worms

that are feeding on the fungi. What the PCs aren't likely to notice is that there is another inhabitant – Git, a quasit familiar belonging to Gorak, one of the wardens guarding the Nursemother. Git slipped down to this cavern in order to hunt for a snack and likely noticed / heard the heroes descend from the tunnel. As he was hunting, he was invisible, hiding, and moving silently.

Once in the chamber, the heroes can locate a rough worked passage leading away. As they move down the passage, Git alerts his master then follows them at a distance of 60 feet, close enough to use his *detect good* and *detect magic* abilities. Note that Git uses his master's skill ranks, so he has ranks in Spellcraft in order to identify auras. In addition, he listens to any conversation between the PCs in order to establish any hierarchy in the party and passes all information gained to his master via his empathic link (the information isn't detailed due to the nature of the link. However, Gorak at the least learns the number of opponents, which are good aligned, and which have the most spell effects on them.

Once Gorak has sufficient information or if communication with Git is cut off (likely if the familiar is killed), he warns his companions who begin to use their spells and abilities to prepare for combat (using the spells listed in their Power-Up Block). Once Tarrick is ready, the ogre waits for Git's signal and transports himself and the demons to the PCs area during the surprise round – at APL 10 via *dimension door*, and via *teleport* at the higher APLs, while the incubus uses his *greater teleport* ability. At APL 18, Gorak use his metamagic rod of quicken to speed up the teleport and cast another spell on arrival (usually *chain bands of steel*). If a PC plays the “Feign Surprise” player reward card, they may act in the surprise round AFTER the enemy arrives (as though they delayed).

#### APL 10 [EL 13]

**Tarrik:** Male Incubus Blkgd3 of Iuz; hp 75; see Appendix One.

**Gorak:** Male Skullcrusher Ogre Wiz8; hp 146; see Appendix One.

**Babau, Advanced (2):** hp 106 each; see Appendix One.

#### APL 12 [EL 15]

**Tarrik:** Male Incubus Blkgd5 of Iuz; hp 90; see Appendix One.

**Gorak:** Male Skullcrusher Ogre Wiz8/EldKn2; hp 165; see Appendix One.

**Babau, Advanced (2):** hp 127 each; see Appendix One.

#### APL 14 [EL 17]

**Tarrik:** Male Incubus Blkgd7 of Iuz; hp 105; see Appendix One.

**Gorak:** Male Skullcrusher Ogre Wiz9/EldKn3; hp 182; see Appendix One.

**Bebilith, Advanced (2):** hp 185 each; see Appendix One.

#### APL 16 [EL 19]

**Tarrik:** Male Incubus Blkgd7 of Iuz; hp 125; see Appendix One.

**Gorak:** Male Skullcrusher Ogre Wiz9/EldKn4/AcM1; hp 199; see Appendix One.

**Bebilith, Advanced (2):** hp 225 each; see Appendix One.

#### APL 18 [EL 21]

**Tarrik:** Male Incubus Blkgd9 of Iuz; hp 167; see Appendix One.

**Gorak:** Male Skullcrusher Ogre Wiz10/EldKn5/AcM1; hp 206; see Appendix One.

**Bebilith, Advanced (2):** hp 330 each; see Appendix One.

**Tactics:** When the wardens teleport in, they do so when the party has arrived in a larger, worked cavern roughly 100 feet in diameter with two passages leading to and from the cave. The floor of the chamber is clear of obstructions, while the ceiling opens up to 40 feet.

When the enemy arrives, Gorak places the demons (babau or bebiliths) between himself and the PCs. Each round, he tries to hit as many PC's as he can with spell effects (using his chained spells, usually followed up by a quickened spell if possible). He reserves the use of his *dismissal* spell for a particularly troublesome fighter. At most APL's, Git remains in hiding, however, at the higher levels, he will use his imbued spells to counter or dispel effects that the PCs cast. Note that while Gorak is carrying a *disintegrate* scroll, he has not taken the time to decipher it.

The demons engage in melee with the PCs, focusing on fighters and clerics. The bebiliths initially charge, then attempt to web their opponents, backing off to use their reach. Use their rend armor ability freely (the Drinkers will help the PCs repair magical armor following the scenario).

Tarrick focuses on wizards and sorcerers initially. His high saves, spell resistance, and magebane weapon should readily tear thru them. Once casters have been eliminated, he shifts to warriors.

#### Resolution

Once the warden's are defeated, the heroes can press on. The disintegrate scroll that Gorak is carrying can provide a means for the party to free Keekaku from imprisonment in the next encounter.



## Encounter Seven: Freedom

*Pressing on through the tunnel, you travel not much further before you arrive in a nexus, where dozens of tunnels and corridors meet in a large chamber. On the far side, you can see that one of the passages opens into a large cavern lit by a sickly green glow.*

*Cautiously looking into the chamber, you see that the walls of the room are littered with corpses, many of gargoylish forms that have been torn asunder and thrown aside as waste. In the center of the room, a large cage rests, with grey stone pillars marking the four corners and the walls made of shimmering fields of green energy. Contained within, you can make out the hunched form of a monstrous creature, sitting on the floor, its hideous face cradled in the palms of black taloned hands.*

Contained within the cage is Keekaku, Nursemother of the Nabassu. She is imprisoned within a permanent *widened force cage* (windowless cell) that also contains a *dimensional anchor* that prevents her from *plane shifting* out or calling her children to rescue her. She cannot hear outside the force cage and does not notice the PCs unless they enter the chamber.

Once the PCs enter, they can get a better look at the demon. Keekaku would stand about 12 foot tall, except it her bulky mass keeps her hunched over. Vestigial wings poke out from her back and black scarred arms end in long vicious claws. If she sees the PCs, she raises her head and watches them carefully, gauging their intentions (using Sense Motive – at APL 14 or lower, use a +17 skill modifier against the PC with the worst Bluff check). If she believes that the party is hostile, she prepares to use her *blasphemy* spell-like ability if the barrier is dropped (at low APLs) or to call her children to defend her (at APLs 16-18).

Note: As the DM, you should have a pretty good idea if the party is hostile – they are making plans on what they intend to do, they have cast additional spells to prepare for a fight, etc. When you make the Sense Motive check, its about noticing the one PC that is getting twitchy and ignoring the ones that are putting on a calm façade.

Ideally, the PC with the armband should contact Avehovna at this point to warn her that Keekaku is about to be freed. The marilith quickly acknowledges the message, before cutting communication.

All the PCs have to do to free her is disintegrate the *force cage* (using their own spell or the scroll from Gorak in the previous encounter) and back away. If the heroes show no indication of being hostile, Keekaku shambles out of the cage and smiles wickedly at the heroes, thanking them. “However, my gratitude is fleeting. If

you remain in my lair when I return, it will be spent and your lives forfeit.” With that she *plane shifts* away.

If the PCs are hostile, at low APL’s she simply uses her *blasphemy* ability to paralyze the heroes before *plane shifting* away (she has bigger issues to deal with than a bunch of meddling heroes). At APLs 16-18, the party can engage Keekaku in combat (continue to Encounter Seven: Treachery).

### Resolution

With Keekaku gone, the heroes’ mission is a success. With no other objectives in the Abyss, the party is free to *plane shift* safely home (or perhaps not – continue to Encounter Eight: No, I’m Not Kidding).

## Encounter Eight: Treachery (Optional)

Note: This encounter is only for APLs 16-18 and costs an additional 1 TU for Iuz Metaregional characters and 2 TU for other characters.

Lead into a combat with the Nursemother with a standard round (no surprise round). At the top of the round, before any one acts, one or two (roll randomly) greater nabassu are called into the chamber between the PCs and the Nursemother.

### APL 16 [EL 19]

**Keekaku:** hp 379 each; see Appendix One.

**Greater Nabassu (1-2):** hp 115; see Appendix One.

### APL 18 [EL 21]

**Keekaku:** hp 445 each; see Appendix One.

**Greater Nabassu (1-2):** hp 115; see Appendix One.

**Tactics:** Pretty much a straight up fight using the map in DM’s Aid #3. Once the force cage is down, the dimensional anchor goes with it and she is able to *call* nabassu normally (the two that show up at the beginning of the first round count as her first use of the ability).

Note that she calls nabassu, rather than summon. They are not subject to dismissal or dispelling, and are capable of summoning other demons of their own.

During the fight, Avehovna becomes aware of the PCs actions through the armband. She attempts to psychically assault the PC through the armband in order to prevent them from killing the Nursemother. The bearer of the Armband must make a Will save every round (DC 21) or be dazed for one round.

### Resolution

With Keekaku gone, the heroes’ mission is a success. With no other objectives in the Abyss, the party is free to

plane shift safely home (or perhaps not – continue to Encounter Eight: No, I'm Not Kidding).

## Encounter Eight: No, I'm Not Kidding

When the PCs *plane shift* back to the Material Plane, they suffer one of the annoying side effects of the spell...a large interpretation of where on the plane to land. In this case, it drops the PCs in the middle of the Nyr Dyv (actually, 20 feet above the Nyr Dyv resulting in 2d6 nonlethal damage, less if the characters have abilities to offset falling damage).

The weather has calmed considerably since the days previous and the water is relatively calm (DC 10 Swim checks). Unfortunately, the heroes dropped into the vicinity of predators...

### APL 10 [EL 9]

**Giant Squid:** hp 72; see Monster Manual p. 281.

### APL 12 [EL 9]

**Giant Squid:** hp 72; see Monster Manual p. 281.

### APL 14 [EL 11]

**Giant Squid (2):** hp 72 each; see Monster Manual p. 281.

### APL 16 [EL 14]

**Kraken (2):** hp 290 each; see Monster Manual p. 162.

### APL 18 [EL 18]

**Kraken, Advanced (2):** hp 464 each; see Appendix One.

If the PCs saved the Rhenee in the earlier encounter, the heroes are blessed with good fortune as the Illyana Preska is passing only a few score feet away when the PCs arrive (about 90 feet). The watch sees the heroes pop into existence and calls down to the captain who orders the ship to turn and assist the party (arriving in three rounds). If the PCs manage to all get safely on board the ship, the predators wander off in search of easier prey.

If the PCs didn't save the Rhenee, they are on their own. However, once they have fought off the predators they can cling to the corpses until a passing merchant vessel rescues them a few hours later.

## Conclusion

Note: If any of the PCs armor was destroyed by the bebiliths, the Drinkers arrange for it to be repaired and re-enchanted for the crafting cost of the enchantments (for example, if a PC had a +1 *ghost touch* mithral chain shirt worth 20,250gp, it would cost the PC 8,000 gp to get it re-enchanted). This gold CAN come from the over-the-

cap gold for the scenario. The Drinkers can only make this repair available immediately after this scenario. Armors that are not / cannot be repaired must be noted as such on the AR and MIL.

### A) Heroes freed Keekaku:

*Returned from the Abyss, you have heard little from the Drinkers for several weeks. However, in that time you have found that Istus has blessed you as time and again you find your meals and room paid for by anonymous patrons. You are uncertain as to the true success of your mission – did the release of the Nursemother spell doom for the Old One's forces? Or was it too little too late and you have only to wait for the march of the Empire of Iuz's armies from the gates of Dorakaa?*

- PCs that saved the Rhenee ship receive Gift of the Waves.
- For successful completing the mission, the heroes also receive Made in the Shade.
- The PC who wore the Armband of Demonic Will receives the special AR (cross off Avehovna's Fury).

### B) Heroes slew Keekaku:

*Returned from the Abyss, you have heard little from the Drinkers for several weeks. However, in that time you have found that Istus has blessed you as time and again you find your meals and room paid for by anonymous patrons. You are uncertain as to the true success of your mission – did the death of the Nursemother spell doom for the Old One's forces? Or was it too little too late and you have only to wait for the march of the Empire of Iuz's armies from the gates of Dorakaa?*

- PCs that saved the Rhenee ship receive Gift of the Waves.
- For successful completing the mission, the heroes also receive Made in the Shade.
- The PC who wore the Armband of Demonic Will receives the special AR and suffers the effects of Avehovna's Fury.

### C) Heroes failed to free Keekaku (assuming any are left alive):

*Returned from the Abyss, you have heard nothing from the Drinkers for several weeks. You are uncertain as to the consequences of your failure – was Pazrael able to hold out against the Old One's forces? Or is it only a matter of time before you hear the march of the Iuz's armies from the gates of Dorakaa?*

- PCs that saved the Rhenee ship receive Gift of the Waves.
- The PC who wore the Armband of Demonic Will receives the special AR (cross off Avehovna's Fury).

**D) Heroes attempted to slay Keekaku and failed (assuming any are left alive):**

*Returned from the Abyss, you have heard nothing from the Drinkers for several weeks. You are uncertain as to the consequences of your failure – was Pazrael able to hold out against the Old One's forces? Or is it only a matter of time before you hear the march of the Iuz's armies from the gates of Dorakaa?*

- PCs that saved the Rhenee ship receive Gift of the Waves.
- The PC who wore the Armband of Demonic Will receives the special AR and suffers the effects of Avehovna's Fury.

## The End

## Experience Point Summary

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

### Encounter Two

Defeat the boarders

APL10 360 xp  
APL12 420 xp  
APL14 480 xp  
APL16 540 xp  
APL18 600 xp

### Encounter Three

Survive the eruption

All APLs 300 xp

Defeat the paraelementals

APL10 330 xp  
APL12 420 xp  
APL14 480 xp  
APL16 540 xp  
APL18 600 xp

### Encounter Four

Survive the trap

All APLs 300 xp

### Encounter Five

Defeat the vrock

APL10 390 xp  
APL12 450 xp  
APL14 510 xp  
APL16 570 xp

APL18 630 xp

### Encounter Six

Defeat the wardens

APL10 390 xp  
APL12 450 xp  
APL14 510 xp  
APL16 570 xp  
APL18 630 xp

### Encounter Eight (Bonus)

Slay the Nursemother

APL16 570 xp  
APL18 630 xp

### Encounter Nine

Defeat the Squid/Kraken(s)

APL10 270 xp  
APL12 270 xp  
APL14 330 xp  
APL16 420 xp  
APL18 540 xp

### Conclusion

Story Bonus – Defeat the Nursemother

APL16 140 xp  
APL18 155 xp

### Discretionary Roleplaying Award

APL10 525 xp  
APL12 630 xp  
APL14 720 xp  
APL16 810 xp  
APL18 900 xp

### Total possible experience:

APL10 2,625 xp  
APL12 3,150 xp  
APL14 3,600 xp  
APL16 4,050 xp  
APL18 4,500 xp

### Total possible experience (with bonus)

APL16 4,760 xp  
APL18 5,285 xp

## Treasure Summary

During an adventure, characters encounter treasure, usually finding it in the possession of their foes. Every encounter that features treasure has a “treasure” section within the encounter description, giving information about the loot, coins, and magic items that make up the encounter's treasure.

The loot total is the number of gold pieces each character gains if the foes are plundered of all their earthly possessions. Looting the bodies takes at least 10 minutes per every 5 enemies, and if the characters cannot take the time to loot the bodies, they do not gain this gold. If you feel it is reasonable that characters can go back to loot the bodies, and those bodies are there (i.e., not carted off by

dungeon scavengers, removed from the scene by the local watch, and so on), characters may return to retrieve loot. If the characters do not loot the body, the gold piece value for the loot is subtracted from the encounter totals given below.

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

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

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

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

### Encounter Two:

APL 10: L: 0 gp; C: 0 gp; M: 3,815 gp - +1 *dragonhide breastplate* (141 gp), +1 *large wooden shield* (96 gp), +1 *club* (108 gp), *periapt of wisdom* +4 (1,333 gp), +1 *chain shirt* (3 @ 104 each), +1 *spiked chain* (3 @ 193 gp each), *cloak of resistance* +2 (333 gp), *cloak of resistance* +1 (3 @ 83 gp each), *ring of protection* +1 (4 @ 166 gp each).

APL 12: L: 0 gp; C: 40 gp; M: 6,193 gp - +2 *dragonhide breastplate* (391 gp), +2 *large wooden shield* (346 gp), *cloak of resistance* +2 (333 gp), +1 *club* (108 gp), *periapt of wisdom* +4 (1,333 gp), +1 *chain shirt* (4 @ 104 each), +1 *spiked chain* (4 @ 193 gp each), *cloak of resistance* +1 (4 @ 83 gp each), *amulet of health* +2 (4 @ 333 gp), *ring of protection* +1 (5 @ 166 gp each).

APL 14: L: 0 gp; C: 40 gp; M: 8,193 gp - +2 *dragonhide breastplate* (391 gp), +2 *large wooden shield* (346 gp), *cloak of resistance* +2 (5 @ 333 gp), +1 *club* (108 gp), *periapt of wisdom* +4 (1,333 gp), +2 *chain shirt* (4 @ 354 each), +1 *spiked chain* (4 @ 193 gp each), *amulet of health* +2 (4 @ 333 gp), *ring of protection* +1 (5 @ 166 gp each).

APL 16: L: 0 gp; C: 40 gp; M: 16,016 gp - +2 *dragonhide breastplate* (391 gp), +2 *large wooden shield* (346 gp), *ring of protection* +2 (666 gp), *gloves of dexterity* +2 (333 gp), *cloak of resistance* +2 (5 @ 333 gp), +1 *club* (108 gp), *periapt of wisdom* +4 (1,333 gp), +2 *chain shirt* (4 @ 354 each), +2 *spiked chain* (4 @ 693 gp each), *amulet of health* +2 (4 @ 333 gp), *ring of protection* +1 (4 @ 166 gp each), *Rogue blade* (3,693 gp), +1 *rapier* (193 gp), +1 *chain shirt* (104 gp), *boots of speed* (1,000 gp)

APL 18: L: 0 gp; C: 40 gp; M: 26,066 gp - +3 *dragonhide breastplate* (807 gp), +3 *large wooden shield* (762 gp), *ring of protection* +2 (5 @ 666 gp each), *gloves of dexterity* +2 (2 @ 333 gp), *cloak of resistance* +3 (5 @ 750 gp each), +1 *club* (108 gp), *periapt of wisdom* +6 (3,000 gp), +3 *chain shirt* (4 @ 770 gp each), +2 *spiked chain* (4 @ 693 gp each), *amulet of health* +2 (4 @ 333 gp each), *Rogue blade* (3,693 gp), +1 *rapier of deadly precision* (1,526 gp), +1 *chain shirt* (104 gp), *belt of giant strength* +4 (1,333 gp), *boots of speed* (1,000 gp), *cloak of resistance* +2 (333 gp)

### Encounter Six:

APL 10: L: 2 gp; C: 0 gp; M: 1,904 gp - +1 *mithral breastplate* (516 gp), +1 *heavy adamantine shield* (514 gp), +1 *cold iron longsword* (192 gp), +1 *Large bashing heavy steel shield* (349 gp), *headband of intellect* +2 (333 gp)

APL 12: L: 2 gp; C: 0 gp; M: 3,244 gp - +1 *light fortification mithral breastplate* (766 gp), +1 *animated heavy adamantine shield* (1,180 gp), +1 *magebane pitspawned cold iron greatsword* (616 gp), +1 *Large bashing heavy steel shield* (349 gp), *headband of intellect* +2 (333 gp)

APL 14: L: 2 gp; C: 0 gp; M: 6,927 gp - +1 *moderate fortification mithral breastplate* (1,766 gp), +2 *magebane pitspawned cold iron greatsword* (1,033 gp), +1 *animated heavy adamantine shield* (1,180 gp), +1 *Large bashing heavy steel shield* (349 gp), *headband of intellect* +2 (333 gp), *lesser metamagic rod of chaining* (2,266 gp)

APL 16: L: 2 gp; C: 0 gp; M: 11,427 gp - +1 *heavy fortification mithral breastplate* (3,433 gp), +2 *animated heavy adamantine shield* (1,764 gp), +3 *magebane pitspawned cold iron greatsword* (1,616 gp), +1 *Large bashing heavy steel shield* (349 gp), *casting glove* (1,666 gp), *headband of intellect* +2 (333 gp), *lesser metamagic rod of chaining* (2,266 gp)

APL 18: L: 2 gp; C: 0 gp; M: 23,785 gp - +1 *heavy fortification mithral breastplate* (3,433 gp), +3 *magebane pitspawned cold iron greatsword* (1,616 gp), +3 *animated heavy adamantine shield* (2,514 gp), *amulet of health* +4 (1,333 gp), *ring of evasion* (2,083 gp), *ring of protection* +3 (1,500 gp), +1 *Large bashing heavy steel shield* (349 gp), *headband of intellect* +6 (3,000 gp), *casting glove* (1,666 gp), *metamagic rod of quicken* (6,291 gp)

### Total Possible Treasure

APL 10: L: 2 gp; C: 0 gp; M: 5,719 gp - Total: 4,600 gp  
APL 12: L: 2 gp; C: 40 gp; M: 9,537 gp - Total: 6,600 gp  
APL 14: L: 2 gp; C: 40 gp; M: 15,120 gp - Total: 13,200 gp  
APL 16: L: 2 gp; C: 40 gp; M: 27,443 gp - Total: 19,800 gp  
APL 18: L: 2 gp; C: 40 gp; M: 49,851 gp - Total: 34,000 gp

### Total Possible Treasure (with Bonus)\*

APL 16: L: 2 gp; C: 40 gp; M: 27,443 gp - Total: 24,750 gp  
APL 18: L: 2 gp; C: 40 gp; M: 49,851 gp - Total: 42,500 gp  
\*With the bonus encounter, no additional gold is awarded, however, the gold cap increases allowing the PCs to keep more of the gold earned.

### Special

**Gift of the Waves:** For your assistance in saving the crew of the Illyana Preska, the Rhenee have seen fit to reward you as best as they can. While they cannot afford much, they can offer you some of the wisdom and knowledge of their people.

You gain access to the following (all *Stormwrack*):

- Feats: Aquatic Shot, Curling Wave Strike, Steam Magic
- Spells: *steed of the seas*, *wave blessing*

**Made in the Shade:** Word of the hero's actions has spread throughout the Drinkers organization. Characters with the Leadership feat gain a +2 Great Renown bonus to their Leadership score for the purpose of attracting non-Lawful standard cohorts and followers only (does not apply to special or other certified cohorts).

Over the next year, the PC finds that unknown benefactors have covered their bills at inns and taverns throughout the northern Flanaess. For one calendar year, the PC is entitled to free Rich lifestyle during metaregional and regional scenarios located within the Iuz Border States metaregion.

Last, the Drinkers store two items for later purchase. Circle two items below to be Frequency: Metaregional.

**Pitspawned Weapons:** Pitspawned weapons are dark in color and have a blood-red cast when viewed at the proper angle. A good creature that wields a pitspawned weapon takes a -1 penalty on attack rolls because it finds the innate vileness of the item uncomfortable and distracting.

**Cost:** The pitspawned template adds 1,000 gp to the other costs associated with creating a given weapon. In addition, if the owner later has the *keen* special ability placed on the weapon, the enchantment cost is reduced by 10%.

**Special:** A pitspawned weapon is more likely to deal grievous injuries than its normal counterparts. The

wielder gains a +2 bonus on rolls made to confirm critical hits with this weapon.

(Note: The pitspawned greatsword in this scenario cannot be crafted.)

**Rogue Blade:** This +2 rapier provides the effect of the *blink* spell as cast by a 6<sup>th</sup>-level wizard when wielded. Because *blink* denies opponents their Dexterity bonuses to Armor Class, a rogue wielding a *rogue blade* always gets to add her sneak attack damage (provided her opponent is susceptible to such).

Moderate transmutation; CL 6<sup>th</sup>; Craft Magic Arms and Armor, *blink*; Price: 44,320 gp.

### Special (Special AR)

**Armband of Demonic Will:** This black iron armband is pitted and marked with crudely carved glyphs in Abyssal. Black metal tendrils embed themselves in the wearer's flesh and bone, bonding the item to the character and cannot be removed by any means short of a *wish* (the armband will reform on the arm if it is severed and *regenerated*). Anyone wearing the armband is treated as if they had the tanar'ri subtype for the purpose of spells and effects (for example, the wearer is not susceptible to a vrock's dance of ruin and can be targeted by a succubi's telepathy), but he does not gain any other benefits of the subtype (such as resistances or darkvision).

In addition, the wearer gains the ability to communicate empathically with the marilith, Avehovna, as long as the wearer is on the same plane as the demon. For the near future, Avehovna does not return to the Material Plane, but she may contact the PC again in the future.

The bonded character (not the item) radiates evil equivalent to an evil outsider equal to their racial HD (1 HD for most PCs) and the armband occupies the bracer/bracelet slot while it is bound to the PC.

**Avehovna's Fury:** With the destruction of the Nursemother Keekaku, you have raised the fury of one of Pazrael's most powerful agents. With the chaos currently reigning throughout Torremor, she cannot spare the time to pursue her revenge against you, but she will do what she can.

Every night the PC rests, there is a 15% chance that Avehovna will use her bond to the hero to subject them to nightmares and the murmurings of revenge (resulting in the PC being fatigued in the morning and unable to prepare spells).

If the PC faces a demon that successfully uses a *summon tanar'ri* ability equivalent to a 5<sup>th</sup> level spell or greater, there is a 50% chance that a marilith (p.44

Monster Manual) is summoned instead of the intended demons, aiding the PC's attackers.

## Items for the Adventure Record

### Item Access

APL 10:

- +1 *dragonhide breastplate* (Adv.; DMG)
- +1 *large bashing heavy steel shield* (Adv., DMG)
- +1 *mithral breastplate* (Adventure; DMG)

APL 12 (all of APL 10 plus the following):

- +1 *animated heavy adamantite shield* (Adv.; DMG)
- +1 *magebane pitspawned cold iron greatsword* (Adv.; CA and above; 7,400 gp)
- +2 *dragonhide breastplate* (Adventure, DMG)

APL 14 (all of APLs 10-14 plus the following):

- +1 *moderate fort. mithral breastplate* (Adventure; DMG)
- +2 *magebane pitspawned cold iron greatsword* (Adv.; CA and above; 12,400 gp)
- Lesser metamagic rod of chaining* (Adv.; CA)

APL 16 (all of APLs 10-14 plus the following):

- +3 *magebane pitspawned cold iron greatsword* (Adv.; CA and above; 19,400 gp)
- Boots of speed* (Adventure, DMG)
- Rogue blade* (Adventure, see above)

APL 18 (all of APL 10-16 plus the following):

- +1 *rapier of deadly precision* (Adv., CV)
- Headband of intellect +6* (Adventure, DMG)
- Metamagic rod of quicken* (Adventure, DMG)
- Periapt of wisdom +6* (Adventure, DMG)
- Ring of evasion* (Adventure, DMG)

## Appendix One – APL 10

### Encounter Two

**Manheim, Male Human Drd9:** CR 9; Medium Humanoid (human); HD 9d8+18; hp 62; Init -1 (-1 Dex); Spd 20 ft.; AC 19 (touch 10, flat-footed 19)[[-1 Dex, +6 armor, +3 shield, +1 deflection]; BA/G +6/+7; Atk +8 melee (1d6+2, +1 club); Full Att +8/+3 melee (1d6+2, +1 club); SA Spells; SQ animal companion (shark), animal companion benefits, immunity to poison, resist nature's lure, trackless step, wild empathy +12, wild shape 3/day (large), woodland stride; AL NE; SV Fort +9, Ref +3, Will +11; Str 13, Dex 8, Con 14, Int 10, Wis 17 (21), Cha 12.

**Skills and Feats:** Speak Languages (Common, Druidic), Concentration +14, Handle Animal +10, Knowledge (nature) +10, Profession (sailor) +9, Spellcraft +12, Survival +10, Swim +3; Combat Casting, Dodge, Greater Spell Focus (Evocation), Natural Spell, Spell Focus (Evocation).

**Animal Companion (Ex):** Manheim has a shark named Barrage as an animal companion.

**Barrage:** Shark animal companion; Cr -; Large Animal; HD 11d8+11; hp 64; Init +7, Spd -, swim 60 ft.; AC 20 (touch 12, flat-footed 17)[[-1 size, +3 Dex, +8 natural]]; BA/G +8/+16; Atk +13 melee (2d6+8\*, bite); Full Att +13 melee (2d6+8\*, bite); Space / Reach 10 ft. / 5 ft.; SQ Blindsense, keen sense; AL N; SV Fort +10, Ref +10, Will +4; Str 19, Dex 17, Con 13, Int 1, Wis 12, Cha 2.

\* Attack bonus and damage includes +2 enhancement bonus from *greater magic fang*.

**Skills and Feats:** Listen +8, Spot +8, Swim +12; Alertness, Great Fortitude, Improved Initiative, Improved Natural Attack (bite).

**Blindsense (Ex):** A shark can locate creatures underwater within a 30-foot radius. This ability works only when the shark is underwater.

**Devotion (Ex):** Barrage gains a +4 morale bonus on Will saves against enchantment spells and effects.

**Evasion (Ex):** If Barrage is subjected to an attack that normally allows a Reflex saving throw for half damage, it takes no damage on a successful saving throw.

**Keen Scent (Ex):** A shark can notice creatures by scent in a 180-foot radius and detect blood in the water at ranges of up to a mile.

**Skills:** A shark has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on

a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

**Animal Companion Benefits:** Manheim and Barrage enjoy the link and share spells special qualities.

**Link (Ex):** Manheim can handle Barrage as a free action. He also gains a +4 circumstance bonus on all wild empathy and Handle animal checks made regarding his shark.

**Share Spells (Ex):** Manheim can have any spell he casts on himself also affect his animal companion if the latter is within 5 feet at the time. He can also cast a spell with a target of "You" on his shark.

**Resist Nature's Lure (Ex):** Manheim gains a +4 bonus on saving throws against the spell-like abilities of fey.

**Trackless Step (Ex):** Manheim leaves no trail in natural surroundings and cannot be tracked.

**Wild Shape (Su):** Manheim can change into a Small, Medium, or Large animal and back again, as per the polymorph spell. This ability lasts 9 hours or until he changes back.

**Woodlands Stride (Ex):** Manheim can move through natural thorns, briars, overgrown areas, and similar terrain at his normal speed and without damage or impairment. However, thorns, briars, and overgrown areas that are magically manipulated to impede motion still affect him.

Spells prepared (6/6/5/4/3/2) o-level – *cure minor wounds* x3, *detect magic*, *mending*, *read magic*; 1<sup>st</sup> – *cure light wounds* x3, *faerie fire* x2, *obscuring mists*; 2<sup>nd</sup> – ~~*barkskin*~~, *bear's endurance*, *chill metal* (DC 17), ~~*resist energy*~~; *warp wood* (DC 17); 3<sup>rd</sup> – *cure moderate wounds* x2, ~~*greater magic fang*~~, *protection from energy*; 4<sup>th</sup> – ~~*air walk*~~, *arc of lightning* (DC 19), *dispel magic*; 5<sup>th</sup> – *call lightning storm* (DC 22), *control winds*.

**Possessions:** +1 dragonhide breastplate, +1 large wooden shield, +1 club, *perapt of wisdom* +4, *cloak of resistance* +2, *ring of protection* +1, *mistletoe and holly*, *spell component pouch*.

**Power-Up Suite (*air walk*, *barkskin*, *resist energy* (*electricity*)):** AC 23 (touch 10, flat-footed 23)[[-1 Dex, +6 armor, +3 shield, +1 deflection, +4 natural]; SQ *Air walk* (walk on air as solid ground), *resist energy* (*electricity* - 20).

**Imperial Marines (3), Hobgoblin Swashbuckler 7 / Exotic Weapon Master 1:** CR 8; Medium Humanoid



(Goblinoid); HD 8d10+24; hp 73; Init +4 (+4 Dex); Spd 30 ft.; AC 20 (touch 15, flat-footed 16)[[+4 Dex, +5 armor, +1 deflection]]; BA/G +8/+10; Atk +14 melee (2d4+5 [19-20/x2], +1 *spiked chain*); Full Att +14/+9 melee (2d4+5 [19-20/x2], +1 *spiked chain*); SA Acrobatic charge, exotic reach, insightful strike; SQ Darkvision 60 ft., dodge bonus, grace; AL NE; SV Fort +10, Ref +8, Will +3; Str 14, Dex 18, Con 16, Int 12, Wis 10, Cha 8.

**Skills and Feats.** Speak Languages (Goblin, Common, Sahuagin), Balance +12, Climb +8 (+10 to climb ropes), Craft (weaponsmithing) +4, Jump +10, Move Silently +7, Profession (sailor) +10, Swim +6, Tumble +12, Use Rope +10; Exotic Weapon Proficiency (spiked chain), Sailor's Balance, Weapon Finesse, Weapon Focus (spiked chain).

**Acrobatic Charge (Ex):** A swashbuckler can charge over difficult terrain that normally slows movement or allies blocking his path.

**Exotic Reach (Ex):** When wielding a spiked chain, the marine may make an attack of opportunity against a foe that provokes such an attack even if the foe has cover (but not total cover).

**Insightful Strike (Ex):** At 3<sup>rd</sup> level, a swashbuckler may apply his Intelligence bonus (if any) as a bonus on damage rolls (in addition to any Strength bonus he may have) with any light weapon, as well as any other weapon that can be used with Weapon Finesse, such as a rapier, whip, or spiked chain. Targets immune to sneak attacks or critical hits are immune to the swashbuckler's insightful strike. A swashbuckler cannot use this ability when wearing medium or heavy armor or when carrying a medium or heavy load.

**Grace (Ex):** A swashbuckler gains a +1 competence bonus on Reflex saves at 2<sup>nd</sup> level (included above). A swashbuckler loses this bonus when wearing medium or heavy armor or when carrying a medium or heavy load.

**Dodge Bonus (Ex):** During his action, he may designate an opponent and receive a +1 dodge bonus to Armor Class against melee attacks from that opponent. He can select a new opponent on any action. A swashbuckler loses this bonus when wearing medium or heavy armor or carrying a medium or heavy load.

**Possessions:** +1 chain shirt, +1 spiked chain, cloak of resistance +1, ring of protection +1, ~~potion of fox's cunning~~, ~~potion of bull's strength~~, ~~potion of cat's grace~~.

**Power-Up Suite (*bull's strength*, *cat's grace*, *fox's cunning*):** Init +6 (+6 Dex); AC 22 (touch 17, flat-footed 16)[[+6 Dex, +5 armor, +1 deflection]]; BA/G +8/+12; Atk +16 melee (2d4+10 [19-20/x2], +1 *spiked chain*); Full Att +16/+11 melee (2d4+10 [19-20/x2], +1 *spiked chain*); SV Ref +10; Str 18, Dex 22, Int 16.

## Encounter Three

**Greater Magma Paraelemental (2):** CR 9; Huge Elemental (Earth, Fire, Extraplanar); HD 21d8+105; hp 199; Init -1; Spd 30 ft.; AC 19 (touch 7, flat-footed 19)[[-2 size, -1 Dex, +12 natural]]; BA/G +15/+33; Atk +23 melee (2d10+10 [19-20/x2], slam); Full Att +23 melee (2d10+10 [19-20/x2], 2 slams); Space / Reach: 15 ft. / 15 ft.; SA Burn (DC 27); SQ Damage reduction 10/-, darkvision 60 ft., elemental traits, immunity to fire, vulnerability to cold; AL N; SV Fort +17, Ref +6, Will +7; Str 31, Dex 8, Con 21, Int 6, Wis 11, Cha 11.

**Skills and Feats.** Speak Language (Ignan, Terran), Listen +12, Spot +12; Ability Focus (burn), Cleave, Great Cleave, Improved Bull Rush, Improved Critical (slam), Improved Overrun, Improved Sunder, Power Attack.

**Burn (Ex):** Those grappled by a magma paraelemental or hit by its slam attack must succeed at a Reflex save or catch fire. The fire burns for 1d4 rounds. A burning creature can take a move-equivalent action to put out the flame. The save DC is Constitution-based.

Creatures hitting a magma paraelemental with natural weapons or unarmed attacks must likewise make a Reflex save to avoid catching fire.

## Encounter Six

**Tarrik, Male Incubus Blkgd3 of Iuz:** CR 11; Medium Outsider (Chaotic, Evil, Tanar'ri); HD 8d8+3d10+22; hp 75; Init +3 (+3 Dex); Spd 30 ft., fly 50 ft. (average); AC 31 (touch 13, flat-footed 28)[[+3 Dex, +6 armor, +3 shield, +9 natural]]; BA/G +11/+15; Atk +16 melee (1d8+5 [19-20/x2], +1 *cold-iron longsword*); Full Att +16/+11/+6 melee (1d8+5 [19-20/x2], +1 *cold iron longsword*); SA Aura of despair, command undead, energy drain, poison use, smite good 1/day, spell-like abilities, *summon tanar'ri*, SQ Aura of evil, damage reduction 10/cold iron or good, dark blessing, darkvision 60 ft., immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, spell resistance 14, telepathy 100 ft., *tongues*; AL CE; SV Fort +21, Ref +20, Will +21; Str 18, Dex 16, Con 14, Int 14, Wis 18, Cha 30.

**Skills and Feats.** Speak Languages (Abyssal, Celestial, Draconic), Bluff +21, Concentration +16, Diplomacy +28, Disguise +21 (+23 when acting), Escape Artist +3, Handle Animal +15, Hide +10, Intimidate +21, Knowledge (religion) +10, Listen +20, Move Silently +10, Ride +4, Sense Motive +9, Spot +20; Cleave, Divine Shield, Improved Sunder, Power Attack.

**Aura of Evil (Su):** Tarrik's aura of evil (see *detect evil*/spell) is strong.

**Aura of Despair (Su):** Enemies within 10 feet take a -2 penalty on all saving throws.

**Command Undead (Su):** 13/day - Turning check +10, as a 1<sup>st</sup> level cleric.

**Dark Blessing (Su):** Tarrik applies his Charisma modifier (+10) as a bonus to all saving throws.

**Energy Drain (Su):** Tarrik drains energy from a mortal it lures into some act of passion, or by simply planting a kiss on the victim. If the target is not willing to be kissed, Tarrik must start a grapple, which provokes an attack of opportunity. Tarrik's kiss or embrace bestows one negative level. The kiss also has the effect of a *suggestion* spell, asking the victim to accept another kiss from him. The victim must succeed on a DC 24 Will save to negate the effect of the *suggestion*. The DC is 24 for the Fortitude save to remove a negative level. These save DCs are Charisma-based.

**Poison Use:** Tarrik is skilled in the use of poison and never risks accidentally poisoning himself when applying poison to a blade.

**Smite good (Su):** 1/day – May add +10 to attack roll and deal 3 extra damage with a melee attack.

**Spell-like Abilities:** At will – *charm monster* (DC 24), *detect good*, *detect thoughts* (DC 22), *ethereal jaunt* (self plus 50 pounds of objects only), *polymorph* (humanoid form only, no limit on duration), *suggestion* (DC 23), *greater teleport* (self plus 50 pounds of objects only). Caster level 8<sup>th</sup>. The save DCs are Charisma-based.

Spells prepared (2/1; save DC 14 + spell level) 1<sup>st</sup> – *corrupt weapon* ~~x2~~; 2<sup>nd</sup> – ~~*bull's strength*~~.

**Summon Tanar'ri (Sp):** Once per day Tarrik can attempt to summon 1 vroek with a 30% chance of success. This ability is the equivalent of a 3rd-level spell.

**Tongues (Su):** Tarrik has a permanent tongues ability (as the spell, caster level 16<sup>th</sup>). Incubi usually use verbal communication with mortals.

**Possessions:** +1 mithral breastplate, +1 heavy adamantine shield, +1 cold iron longsword, iron holy symbol of Iuz, spell component pouch. (Weight: 39 lb.)

**Power-Up Suite (*bull's strength*, *corrupt weapon*, *divine shield*, *protection from good*):** AC 41 (43 vs good)(touch 13 (15 vs good), flat-footed 38 (40 vs good))[[+3 Dex, +6 armor, +13 shield, +9 natural], +2 deflection vs good]; BA/G +11/+17; Atk +18 melee (1d8+7 [19-20/x2], +1 cold iron longsword); Full Att +18/+13/+8 melee (1d8+7 [19-20/x2], +1 cold iron longsword); SQ *corrupt weapon* (automatically confirm crits against good foes), *protection from good*

(hedge out summoned creatures, protect against mind control); SV Fort +21 (+23 vs good), Ref +20 (+22 vs good), Will +21 (+23 vs good); Str 22.

**Gorak, Male Skullcrusher Ogre Wiz8:** CR 9; Large Giant (Extraplanar); HD 8d8+8d4+80; hp 146; Init +2 (+2 Dex); Spd 40 ft.; AC 13 (touch 11, flat-footed 11)[[-1 size, +2 Dex, +2 natural]; BA/G +10/+25; Atk +16 melee (2d6+8, +1 *bashing heavy shield*); Full Att +16/+11 melee (2d6+8, +1 *bashing heavy shield*); Space / Reach 10 ft. / 10 ft.; SA Rock throwing, spells; SQ Darkvision 60 ft., low-light vision; AL NE; SV Fort +13, Ref +6, Will +9; Str 24, Dex 14, Con 20, Int 18 (20), Wis 12, Cha 6.

**Skills and Feats:** Speak Language (Abyssal, Common, Draconic, Dwarven, Giant, Terran), Concentration +20, Intimidate +10, Hide +4, Knowledge (Arcana) +16, Move Silently +4, Spellcraft +23; Combat Casting, Improved Familiar, Improved Grapple<sup>B</sup>, Improved Shield Bash, Practiced Spellcaster (wizard), Scribe Scroll, Shielded Casting, Spell Focus (Conjuration), Two-Weapon Fighting<sup>B</sup>.

**Improved Familiar:** Gorak's familiar is a quasit named Git. The familiar uses the better of its own and Gorak's base save bonuses. The creature's abilities and characteristics are summarized below.

**Git:** Quasit familiar; Cr -; Tiny outsider (Chaotic, Evil); HD 16; hp 73; Init +7, Spd 20 ft., fly 50 ft. (perfect); AC 22 (touch 15, flat-footed 19)[[+2 size, +3 Dex, +7 natural]]; BA/G +3/-6; Atk +8 melee (1d3-1 plus poison, claw); Full Att +8 melee (1d3-1 plus poison, 2 claws) and +3 melee (1d4-1, bite); Space / Reach 2 ½ ft. / 0 ft.; SA Poison, spell-like abilities; SQ Alternate form, darkvision 60 ft., deliver touch spells, damage reduction 5 / cold iron or good, fast healing 2, immunity to poison, improved evasion, resistance to fire 10, speak with master, granted abilities; AL CE; SV Fort +8, Ref +7, Will +9; Str 8, Dex 17, Con 10, Int 10, Wis 12, Cha 10.

**Skills and Feats:** Bluff +6, Diplomacy +2, Disguise +0 (+2 when acting), Hide +17, Intimidate +2 (+12 using Gorak's skill ranks), Knowledge (The Planes) +6, Listen +7, Move Silently +9, Search +6, Spellcraft +6 (+16 using Gorak's skill ranks), Spot +6; Improved Initiative, Weapon Finesse.

**Deliver Touch Spells (Su):** Git can deliver touch spells for Gorak (see Familiars, page 52 of the PLAYER'S HANDBOOK).

**Improved Evasion (Ex):** If Git 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 and half damage if the saving throw fails.

*Poison (Ex):* Injury, Fortitude DC 13, initial damage 1d4 Dex, secondary damage 2d4 Dex.

*Speak with Master (Ex):* Git can communicate verbally with Gorak. Other creatures do not understand the communication without magical help.

*Spell-Like Abilities:* At will – *detect good*, *detect magic*, and *invisibility* (self only); 1/day – *cause fear* (as the spell, but 30-foot radius; save DC 11). Caster level 6<sup>th</sup>. Once per week, a quasit can use *commune* to ask six questions (otherwise as the spell cast by a 12<sup>th</sup>-level cleric).

*Alternate Form (Su):* As *polymorph*, caster level 12<sup>th</sup>, except that Git can only assume the form of a bat or wolf.

**Familiar Benefits:** Gorak gains special benefits from having a familiar.

*Alertness (Ex):* Git grants its master Alertness as long as it is within 5 feet.

*Empathic Link (Su):* Gorak can communicate telepathically with his familiar up to a distance of up to 1 mile. The master has the same connection to an item or a place that the familiar does.

*Share Spells (Su):* Gorak may have any spell he casts on himself also affect his familiar if the latter is within 5 feet at the time. He may also cast a spell with a target of “You” on his familiar.

Spells prepared (4/6/4/4/3) 0-level - *detect magic*, *message*, *prestidigitation*, *ray of frost*; 1<sup>st</sup> – *expeditious retreat*, *magic missile* x 2, ~~*protection from good*~~, *ray of enfeeblement* (DC 16), *true strike*; 2<sup>nd</sup> – ~~*false life*~~, *glitterdust* x2 (DC 18), *scorching ray*; 3<sup>rd</sup> – *dispel magic*, ~~*displacement*~~, *protection from energy*, *slow* (DC 18); 4<sup>th</sup> – ~~*dimension door*~~, *enervation*, ~~*greater invisibility*~~. Caster level 12<sup>th</sup>.

*Possessions:* +1 Large *bashing heavy steel shield*, *headband of intellect* +2, *spell component pouches* (2), *scroll of disintegrate* (CL 11; unprepared).

**Power-Up Suite (*displacement*, *false life*, *greater invisibility*):** HP 146 (+15 temporary hp from *false life*); SQ *displacement* (50% miss chance), *greater invisibility* (total concealment).

**Babau, Advanced (2):** CR 7; Large Outsider (Chaotic, Evil, Tanar’ri); HD 8d8+56; hp 91; Init +0; Spd 30 ft.; AC 19 (touch 9, flat-footed 19)[[-1 size, +10 natural]]; BA/G +9/+23; Atk +18 melee (1d8+10, claw); Full Att +18 melee (1d8+10, 2 claws) and +16 melee (1d8+5, bite); Space / Reach: 10 ft. / 10 ft.; SA Sneak attack +2d6, spell-like abilities, *summon tanar’ri*; SQ Damage reduction 10/cold iron or good, darkvision 60 ft.,

immunity to electricity and poison, protective slime, resistance to acid 10, cold 10, and fire 10, spell resistance 14, telepathy 100 ft.; AL CE; SV Fort +13, Ref +6, Will +7; Str 30, Dex 10, Con 24, Int 14, Wis 13, Cha 16.

*Skills and Feats:* Climb +21, Disable Device +13, Disguise +14, Escape Artist +11, Hide +15, Listen +20, Move Silently +19, Open Lock +11, Search +21, Sleight of Hand +11, Survival +1 (+3 following tracks), Use Rope +0 (+2 with bindings); Cleave, Multiattack, Power Attack.

A babau’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.

**Protective Slime (Su):** A slimy red jelly coats the babau’s skin. Any weapon that touches it takes 1d8 points of acid damage from the corrosive goo, and the weapon’s hardness does not reduce the damage. A magic weapon may attempt a DC 21 Reflex save to avoid taking this damage. A creature who strikes the babau with an unarmed attack, unarmed strike, touch spell, or natural weapon takes this damage as well but can negate the damage with a DC 21 Reflex save. The save DCs are Constitution-based.

**Spell-like Abilities:** At will – *darkness*, *dispel magic*, *see invisibility*, *greater teleport* (self plus 50 pounds of objects only). Caster level 8<sup>th</sup>.

**Summon Tanar’ri (Sp):** Once per day a babau can attempt to summon 1 babau with a 40% chance of success. This ability is the equivalent of a 3rd-level spell.

## Appendix One – APL 12

### Encounter Two

**Manheim, Male Human Drd11:** CR 11; Medium Humanoid (human); HD 11d8+22; hp 75; Init -1 (-1 Dex); Spd 20 ft.; AC 21 (touch 10, flat-footed 21)[[-1 Dex, +7 armor, +4 shield, +1 deflection]; BA/G +8/+9; Atk +10 melee (1d6+2, *+1 club*); Full Att +10/+5 melee (1d6+2, *+1 club*); SA Spells; SQ animal companion (shark), animal companion benefits, immunity to poison, resist nature's lure, trackless step, wild empathy +12, wild shape 4/day (large, tiny), woodland stride; AL NE; SV Fort +11, Ref +4, Will +13; Str 13, Dex 8, Con 14, Int 10, Wis 17 (21), Cha 12.

**Skills and Feats:** Speak Languages (Common, Druidic), Concentration +16, Handle Animal +10, Listen +11, Knowledge (nature) +10, Profession (sailor) +10, Spellcraft +12, Survival +11, Swim +3; Combat Casting, Dodge, Greater Spell Focus (Evocation), Natural Spell, Spell Focus (Evocation).

**Animal Companion (Ex):** Manheim has a shark named Barrage as an animal companion.

**Barrage:** Shark animal companion; Cr -; Large Animal; HD 11d8+11; hp 64; Init +7, Spd -, swim 60 ft.; AC 20 (touch 12, flat-footed 17)[[-1 size, +3 Dex, +8 natural]]; BA/G +8/+16; Atk +13 melee (2d6+8\*, bite); Full Att +13 melee (2d6+8\*, bite); Space / Reach 10 ft. / 5 ft.; SQ Blindsense, keen sense; AL N; SV Fort +10, Ref +10, Will +4; Str 19, Dex 17, Con 13, Int 1, Wis 12, Cha 2. \* Attack and damage includes +2 enhancement bonus from *greater magic fang*.

**Skills and Feats:** Listen +8, Spot +8, Swim +12; Alertness, Great Fortitude, Improved Initiative, Improved Natural Attack (bite).

**Blindsense (Ex):** A shark can locate creatures underwater within a 30-foot radius. This ability works only when the shark is underwater.

**Devotion (Ex):** Barrage gains a +4 morale bonus on Will saves against enchantment spells and effects.

**Evasion (Ex):** If Barrage is subjected to an attack that normally allows a Reflex saving throw for half damage, it takes no damage on a successful saving throw.

**Keen Scent (Ex):** A shark can notice creatures by scent in a 180-foot radius and detect blood in the water at ranges of up to a mile.

**Skills:** A shark has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on

a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

**Animal Companion Benefits:** Manheim and Barrage enjoy the link and share spells special qualities.

**Link (Ex):** Manheim can handle Barrage as a free action. He also gains a +4 circumstance bonus on all wild empathy and Handle animal checks made regarding his shark.

**Share Spells (Ex):** Manheim can have any spell he casts on himself also affect his animal companion if the latter is within 5 feet at the time. He can also cast a spell with a target of "You" on his shark.

**Resist Nature's Lure (Ex):** Manheim gains a +4 bonus on saving throws against the spell-like abilities of fey.

**Trackless Step (Ex):** Manheim leaves no trail in natural surroundings and cannot be tracked.

**Wild Shape (Su):** Manheim can change into a Tiny, Small, Medium, or Large animal and back again, as per the polymorph spell. This ability 11 nine hours or until he changes back.

**Woodlands Stride (Ex):** Manheim can move through natural thorns, briars, overgrown areas, and similar terrain at his normal speed and without damage or impairment. However, thorns, briars, and overgrown areas that are magically manipulated to impede motion still affect him.

Spells prepared (6/7/5/5/4/3/1) 0-level – *cure minor wounds* x3, *detect magic*, *mending*, *read magic*, 1<sup>st</sup> – *cure light wounds* x3, *faerie fire* x2, *obscuring mists* x2; 2<sup>nd</sup> – ~~*barkskin*~~, *bear's endurance*, *chill metal* (DC 17), ~~*resist energy*~~, *warp wood* (DC 17); 3<sup>rd</sup> – *call lightning* (DC 20), *cure moderate wounds* x2, ~~*greater magic fang*~~, *protection from energy*; 4<sup>th</sup> – ~~*air walk*~~, *arc of lightning* (DC 19), *dispel magic* x2; 5<sup>th</sup> – *call lightning storm* (DC 22), *control winds*, *stoneskin*; 6<sup>th</sup> – *tidal surge* (DC 23).

**Possessions:** +2 dragonhide breastplate, +2 large wooden shield, +1 club, *peripat of wisdom* +4, *cloak of resistance* +2, *ring of protection* +1, *mistletoe and holly*, *spell component pouch*, *pouch w/ 250 gp worth of diamond dust* (component for *stoneskin*).

**Power-Up Suite (*air walk*, *barkskin*, *resist energy* (*electricity*)):** AC 25 (touch 10, flat-footed 25)[[-1 Dex, +7 armor, +4 shield, +1 deflection, +4 natural]; SQ *Air walk* (walk on air as solid ground), *resist energy* (*electricity* - 30).

**Imperial Marines (4), Hobgoblin Swashbuckler 8 / Exotic Weapon Master 1:** CR 9; Medium Humanoid (Goblinoid); HD 9d10+36; hp 90; Init +4 (+4 Dex); Spd 30 ft.; AC 19 (touch 14, flat-footed 16)[[+4 Dex, +5 armor, +1 deflection]]; BA/G +9/+11; Atk +15 melee (2d4+5 [19-20/x2], *+1 spiked chain*); Full Att +15/+10 melee (2d4+5 [19-20/x2], *+1 spiked chain*); SA Acrobatic charge, exotic reach, improved flanking, insightful strike; SQ Darkvision 60 ft., dodge bonus, grace; AL NE; SV Fort +11, Ref +9, Will +3; Str 14, Dex 18, Con 16 (18), Int 12, Wis 10, Cha 8.

**Skills and Feats.** Speak Languages (Goblin, Common, Sahuagin), Balance +11, Climb +7 (+9 to climb ropes), Craft (weaponsmithing) +4, Jump +10, Move Silently +7, Profession (sailor) +10, Swim +10, Tumble +15, Use Rope +10; Combat Reflexes, Exotic Weapon Proficiency (spiked chain), Sailor's Balance, Weapon Finesse, Weapon Focus (spiked chain).

**Acrobatic Charge (Ex):** A swashbuckler can charge over difficult terrain that normally slows movement or allies blocking his path.

**Exotic Reach (Ex):** When wielding a spiked chain, the marine may make an attack of opportunity against a foe that provokes such an attack even if the foe has cover (but not total cover).

**Improved Flanking (Ex):** A swashbuckler who is flanking an opponent gains a +4 bonus on attacks instead of a +2 bonus on attacks. (Other characters flanking with the swashbuckler don't gain this increased bonus.)

**Insightful Strike (Ex):** At 3<sup>rd</sup> level, a swashbuckler may apply his Intelligence bonus (if any) as a bonus on damage rolls (in addition to any Strength bonus he may have) with any light weapon, as well as any other weapon that can be used with Weapon Finesse, such as a rapier, whip, or spiked chain. Targets immune to sneak attacks or critical hits are immune to the swashbuckler's insightful strike. A swashbuckler cannot use this ability when wearing medium or heavy armor or when carrying a medium or heavy load.

**Grace (Ex):** A swashbuckler gains a +1 competence bonus on Reflex saves at 2<sup>nd</sup> level (included above). A swashbuckler loses this bonus when wearing medium or heavy armor or when carrying a medium or heavy load.

**Dodge Bonus (Ex):** During his action, he may designate an opponent and receive a +1 dodge bonus to Armor Class against melee attacks from that opponent. He can select a new opponent on any action. A swashbuckler loses this bonus when wearing medium or heavy armor or carrying a medium or heavy load.

**Possessions:** *+1 chain shirt, +1 spiked chain, cloak of resistance +1, ring of protection +1, amulet of health*

*+2, ~~potion of fox's cunning~~, ~~potion of bull's strength~~, ~~potion of cat's grace~~.*

**Power-Up Suite (*bull's strength, cat's grace, fox's cunning*):** Init +6 (+6 Dex); AC 22 (touch 17, flat-footed 16)[[+6 Dex, +5 armor, +1 deflection]]; BA/G +9/+13; Atk +17 melee (2d4+10 [19-20/x2], *+1 spiked chain*); Full Att +17/+12 melee (2d4+10 [19-20/x2], *+1 spiked chain*); SV Ref +10; Str 18, Dex 22, Int 16.

## Encounter Three

**Advanced Elder Magma Paraelemental (2):** CR 12; Huge Elemental (Earth, Fire, Extraplanar); HD 28d8+168; hp 294; Init -1; Spd 30 ft.; AC 22 (touch 7, flat-footed 22)[[-2 size, -1 Dex, +15 natural]]; BA/G +21/+40; Atk +30 melee (4d8+11 [19-20/x2], slam); Full Att +30 melee (4d8+11 [19-20/x2], 2 slams); Space / Reach: 15 ft. / 15 ft.; SA Burn (DC 32); SQ Damage reduction 10/-, darkvision 60 ft., elemental traits, immunity to fire, vulnerability to cold; AL N; SV Fort +22, Ref +8, Will +9; Str 33, Dex 8, Con 22, Int 6, Wis 11, Cha 11.

**Skills and Feats.** Speak Language (Ignan, Terran), Listen +15, Spot +16; Ability Focus (burn), Cleave, Great Cleave, Improved Bull Rush, Improved Critical (slam), Improved Natural Armor, Improved Natural Attack (slam), Improved Overrun, Improved Sunder, Power Attack.

**Burn (Ex):** Those grappled by a magma paraelemental or hit by its slam attack must succeed at a Reflex save or catch fire. The fire burns for 1d4 rounds. A burning creature can take a move-equivalent action to put out the flame. The save DC is Constitution-based.

Creatures hitting a magma paraelemental with natural weapons or unarmed attacks must likewise make a Reflex save to avoid catching fire.

## Encounter Six

**Tarrik, Male Incubus Blkgd5 of Iuz:** CR 11; Medium Outsider (Chaotic, Evil, Tanar'ri); HD 8d8+5d10+26; hp 90; Init +3 (+3 Dex); Spd 30 ft., fly 50 ft. (average); AC 31 (touch 13, flat-footed 28)[[+3 Dex, +6 armor, +3 shield, +9 natural]]; BA/G +13/+17; Atk +18 melee (2d6+7 [19-20/x2], *+1 magebane pitspawned cold iron greatsword*); Full Att +18/+13/+8 melee (2d6+7 [19-20/x2], *+1 magebane pitspawned cold iron greatsword*); SA Aura of despair, command undead, energy drain, poison use, smite good 2/day, sneak attack +1d6, spell-like abilities, *summon tanar'ri*, SQ Aura of evil, damage reduction 10/cold iron or good, dark blessing, darkvision 60 ft., immunity to electricity and poison,

resistance to acid 10, cold 10, and fire 10, spell resistance 14, telepathy 100 ft., *tongues*, AL CE; SV Fort +22, Ref +20, Will +21; Str 19, Dex 16, Con 14, Int 14, Wis 18, Cha 30.

**Skills and Feats:** Speak Languages (Abyssal, Celestial, Draconic), Bluff +21, Concentration +16, Diplomacy +30, Disguise +21 (+23 when acting), Escape Artist +3, Handle Animal +15, Hide +10, Intimidate +24, Knowledge (religion) +10, Listen +20, Move Silently +10, Ride +5, Sense Motive +10, Spot +20; Cleave, Divine Might, Divine Shield, Improved Sunder, Power Attack.

**Aura of Evil (Su):** Tarrik's aura of evil (see *detect evil*/spell) is strong.

**Aura of Despair (Su):** Enemies within 10 feet take a -2 penalty on all saving throws.

**Command Undead (Su):** 13/day - Turning check +10, as a 3<sup>rd</sup> level cleric.

**Dark Blessing (Su):** Tarrick applies his Charisma modifier (+10) as a bonus to all saving throws.

**Energy Drain (Su):** Tarrick drains energy from a mortal it lures into some act of passion, or by simply planting a kiss on the victim. If the target is not willing to be kissed, Tarrick must start a grapple, which provokes an attack of opportunity. Tarrick's kiss or embrace bestows one negative level. The kiss also has the effect of a *suggestion* spell, asking the victim to accept another kiss from him. The victim must succeed on a DC 24 Will save to negate the effect of the *suggestion*. The DC is 24 for the Fortitude save to remove a negative level. These save DCs are Charisma-based.

**Poison Use:** Tarrick is skilled in the use of poison and never risks accidentally poisoning himself when applying poison to a blade.

**Smite good (Su):** 2/day - May add +10 to attack roll and deal 5 extra damage with a melee attack.

**Spell-like Abilities:** At will - *charm monster* (DC 24), *detect good*, *detect thoughts* (DC 22), *ethereal jaunt* (self plus 50 pounds of objects only), *polymorph* (humanoid form only, no limit on duration), *suggestion* (DC 23), *greater teleport* (self plus 50 pounds of objects only). Caster level 8<sup>th</sup>. The save DCs are Charisma-based.

Spells prepared (2/2/1; save DC 14 + spell level) 1<sup>st</sup> - *corrupt weapon* ~~x2~~; 2<sup>nd</sup> - ~~*bull's strength*, *eagle's splendor*~~; 3<sup>rd</sup> - ~~*protection from energy*~~.

**Summon Tanar'ri (Sp):** Once per day Tarrick can attempt to summon 1 vrook with a 30% chance of success. This ability is the equivalent of a 3rd-level spell.

**Tongues (Su):** Tarrick has a permanent tongues ability (as the spell, caster level 16<sup>th</sup>). Incubi usually use verbal communication with mortals.

**Possessions:** +1 *light fortification mithral breastplate*, +1 *animated heavy adamantite shield*, +1 *magebane pitspawed cold iron greatsword*, *iron holy symbol of Iuz*, *spell component pouch*. (Weight: 42 lb.)

**Power-Up Suite (*bull's strength*, *corrupt weapon*, *divine shield*, *eagle's splendor*, *protection from energy* (*sonic*), *protection from good*):** AC 43 (45 vs good) (touch 13 (15 vs good), flat-footed 40 (42 vs good))[[+3 Dex, +6 armor, +15 shield, +9 natural, +2 deflection (vs good)]]; BA/G +13/+19; Atk +20 melee (2d6+10 [19-20/x2], +1 *magebane pitspawed cold iron greatsword*); Full Att +20/+15/+10 melee (2d6+10 [19-20/x2], +1 *magebane pitspawed cold iron greatsword*); SQ *Corrupt weapon* (automatically confirm crits against good creatures), *protection from energy* (*sonic*) (60 points of sonic resistance), *protection from good* (hedge out summoned creatures, protect against mind control); SV Fort +24 (+26 vs good), Ref +22 (+24 vs good), Will +23 (+25 vs good); Str 23, Cha 34. DCs for Energy Drain and Spell-like abilities increase by 2.

**Gorak, Male Skullcrusher Ogre Wiz8/EldKn2:** CR 11; Large Giant (Extraplanar); HD 8d8+8d4+2d8+90; hp 165; Init +2 (+2 Dex); Spd 40 ft.; AC 13 (touch 11, flat-footed 11)[[-1 size, +2 Dex, +2 natural]; BA/G +12/+27; Atk +18 melee (2d6+8, +1 *bashing heavy shield*); Full Att +18/+13/+8 melee (2d6+8, +1 *bashing heavy shield*); Space / Reach 10 ft. / 10 ft.; SA Rock throwing, spells; SQ Darkvision 60 ft., low-light vision; AL NE; SV Fort +16, Ref +6, Will +9; Str 24, Dex 14, Con 20, Int 18 (20), Wis 12, Cha 6.

**Skills and Feats:** Speak Language (Abyssal, Common, Draconic, Dwarven, Giant, Terran), Concentration +22, Intimidate +10, Hide +7, Knowledge (Arcana) +18, Move Silently +4, Spellcraft +25; Chain Spell, Combat Casting, Greater Spell Focus (Conjuration), Improved Familiar, Improved Grapple<sup>B</sup>, Improved Shield Bash, Practiced Spellcaster (wizard), Scribe Scroll, Shielded Casting, Spell Focus (Conjuration), Two-Weapon Fighting<sup>B</sup>.

**Improved Familiar:** Gorak's familiar is a quasit named Git. The familiar uses the better of its own and Gorak's base save bonuses. The creature's abilities and characteristics are summarized below.

**Git:** Quasit familiar; Cr -; Tiny outsider (Chaotic, Evil); HD 18; hp 82; Init +7, Spd 20 ft., fly 50 ft. (perfect); AC 22 (touch 15, flat-footed 19)[[+2 size, +3 Dex, +7 natural]]; BA/G +3/-6; Atk +8 melee (1d3-1 plus poison, claw); Full Att +8 melee (1d3-1 plus poison, 2 claws) and +3 melee (1d4-1, bite); Space / Reach 2 ½ ft. / 0 ft.; SA Poison, spell-like abilities; SQ Alternate form, darkvision 60 ft., deliver touch spells, damage reduction 5 / cold

iron or good, fast healing 2, immunity to poison, improved evasion, resistance to fire 10, speak with master, granted abilities; AL CE; SV Fort +11, Ref +7, Will +9; Str 8, Dex 17, Con 10, Int 10, Wis 12, Cha 10.

**Skills and Feats:** Bluff +6, Diplomacy +2, Disguise +0 (+2 when acting), Hide +17 (+21 using Gorak's skill ranks), Intimidate +2 (+12 using Gorak's skill ranks), Knowledge (The Planes) +6, Listen +7, Move Silently +9, Search +6, Spellcraft +6 (+18 using Gorak's skill ranks), Spot +6; Improved Initiative, Weapon Finesse.

**Deliver Touch Spells (Su):** Git can deliver touch spells for Gorak (see Familiars, page 52 of the PLAYER'S HANDBOOK).

**Improved Evasion (Ex):** If Git 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 and half damage if the saving throw fails.

**Poison (Ex):** Injury, Fortitude DC 13, initial damage 1d4 Dex, secondary damage 2d4 Dex.

**Speak with Master (Ex):** Git can communicate verbally with Gorak. Other creatures do not understand the communication without magical help.

**Spell-Like Abilities:** At will – *detect good*, *detect magic*, and *invisibility* (self only); 1/day – *cause fear* (as the spell, but 30-foot radius; save DC 11). Caster level 6<sup>th</sup>. Once per week, a quasit can use *commune* to ask six questions (otherwise as the spell cast by a 12<sup>th</sup>-level cleric).

**Alternate Form (Su):** As *polymorph*, caster level 12<sup>th</sup>, except that Git can only assume the form of a bat or wolf.

**Familiar Benefits:** Gorak gains special benefits from having a familiar.

**Alertness (Ex):** Git grants its master Alertness as long as it is within 5 feet.

**Empathic Link (Su):** Gorak can communicate telepathically with his familiar up to a distance of up to 1 mile. The master has the same connection to an item or a place that the familiar does.

**Share Spells (Su):** Gorak may have any spell he casts on himself also affect his familiar if the latter is within 5 feet at the time. He may also cast a spell with a target of "You" on his familiar.

Spells prepared (4/6/5/4/3/2) 0-level - *detect magic*, *message*, *prestidigitation*, *ray of frost*; 1<sup>st</sup> – *expeditious retreat*, *magic missile* x 2, ~~*protection from good*~~, *ray of enfeeblement* (DC 16), *true strike*; 2<sup>nd</sup> – ~~*false life*~~, *bear's endurance*, *glitterdust* x2 (DC 19), *scorching ray*; 3<sup>rd</sup> – *dispel magic*, ~~*displacement*~~, *protection from energy*, *slow* (DC 18); 4<sup>th</sup> – *chain ray of*

*enfeeblement* (DC 16), *enervation*, ~~*greater invisibility*~~, 5<sup>th</sup> – *dismissal*, ~~*teleport*~~. Caster level 13<sup>th</sup>.

**Possessions:** +1 Large *bashing heavy steel shield*, *headband of intellect* +2, *spell component pouches* (2), *scroll of disintegrate* (CL 11; unprepared).

**Power-Up Suite (*displacement*, *false life*, *greater invisibility*):** HP 165 (+15 temporary hp from *false life*); SQ *displacement* (50% miss chance), *greater invisibility* (total concealment).

**Babau, Advanced (2):** CR 9; Large Outsider (Chaotic, Evil, Tanar'ri); HD 11d8+77; hp 127; Init +0; Spd 30 ft.; AC 19 (touch 9, flat-footed 19)[-1 size, +10 natural]; BA/G +11/+25; Atk +21 melee (2d6+10, claw); Full Att +21 melee (2d6+10, 2 claws) and +19 melee (1d8+5, bite); Space / Reach: 10 ft. / 10 ft.; SA Sneak attack +2d6, spell-like abilities, *summon tanar'ri*; SQ Damage reduction 10/cold iron or good, darkvision 60 ft., immunity to electricity and poison, protective slime, resistance to acid 10, cold 10, and fire 10, spell resistance 14, telepathy 100 ft.; AL CE; SV Fort +14, Ref +7, Will +8; Str 30, Dex 10, Con 24, Int 14, Wis 13, Cha 16.

**Skills and Feats:** Climb +24, Disable Device +16, Disguise +17, Escape Artist +14, Hide +18, Listen +23, Move Silently +22, Open Lock +14, Search +24, Sleight of Hand +14, Survival +1 (+3 following tracks), Use Rope +0 (+2 with bindings); Cleave, Improved Natural Attack (claws), Multiattack, Power Attack.

A babau'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.

**Protective Slime (Su):** A slimy red jelly coats the babau's skin. Any weapon that touches it takes 1d8 points of acid damage from the corrosive goo, and the weapon's hardness does not reduce the damage. A magic weapon may attempt a DC 22 Reflex save to avoid taking this damage. A creature who strikes the babau with an unarmed attack, unarmed strike, touch spell, or natural weapon takes this damage as well but can negate the damage with a DC 22 Reflex save. The save DCs are Constitution-based.

**Spell-like Abilities:** At will – *darkness*, *dispel magic*, *see invisibility*, *greater teleport* (self plus 50 pounds of objects only). Caster level 8<sup>th</sup>.

**Summon Tanar'ri (Sp):** Once per day a babau can attempt to summon 1 babau with a 40% chance of success. This ability is the equivalent of a 3rd-level spell.



## Appendix One – APL 14

### Encounter Two

**Manheim, Male Human Drd13:** CR 13; Medium Humanoid (human); HD 13d8+26; hp 88; Init +3 (-1 Dex, +4 Imp. Init.); Spd 20 ft.; AC 21 (touch 10, flat-footed 21)[[-1 Dex, +7 armor, +4 shield, +1 deflection]; BA/G +9/+10; Atk +11 melee (1d6+2, +1 club); Full Att +11/+6 melee (1d6+2, +1 club); SA Spells; SQ animal companion (shark), animal companion benefits, a thousand faces, immunity to poison, resist nature's lure, trackless step, wild empathy +12, wild shape 4/day (large, tiny), woodland stride; AL NE; SV Fort +12, Ref +5, Will +14; Str 13, Dex 8, Con 14, Int 10, Wis 18 (22), Cha 12.

**Skills and Feats:** Speak Languages (Common, Druidic), Concentration +18, Handle Animal +10, Listen +14, Knowledge (nature) +10, Profession (sailor) +11, Spellcraft +12, Survival +13, Swim +8; Combat Casting, Dodge, Greater Spell Focus (Evocation), Improved Initiative, Natural Spell, Spell Focus (Evocation).

**Animal Companion (Ex):** Manheim has a shark named Barrage as an animal companion.

**Barrage:** Shark animal companion; Cr -; Huge Animal; HD 12d8+24; hp 78; Init +7, Spd -, swim 60 ft.; AC 18 (touch 11, flat-footed 15)[[-2 size, +3 Dex, +7 natural]]; BA/G +9/+22; Atk +16 melee (3d6+12\*, bite); Full Att +16 melee (3d6+12\*, bite); Space / Reach 15 ft. / 10 ft.; SQ Blindsense, keen sense; AL N; SV Fort +12, Ref +10, Will +5; Str 22, Dex 16, Con 15, Int 1, Wis 12, Cha 2. \* Attack and damage includes +3 enhancement bonus from *greater magic fang*.

**Skills and Feats:** Listen +10, Spot +11, Swim +14; Alertness, Great Fortitude, Improved Initiative, Improved Natural Attack (bite), Iron Will.

**Blindsense (Ex):** A shark can locate creatures underwater within a 30-foot radius. This ability works only when the shark is underwater.

**Evasion (Ex):** If Barrage is subjected to an attack that normally allows a Reflex saving throw for half damage, it takes no damage on a successful saving throw.

**Keen Scent (Ex):** A shark can notice creatures by scent in a 180-foot radius and detect blood in the water at ranges of up to a mile.

**Skills:** A shark has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It

can use the run action while swimming, provided it swims in a straight line.

**Animal Companion Benefits:** Manheim and Barrage enjoy the link and share spells special qualities.

**Link (Ex):** Manheim can handle Barrage as a free action. He also gains a +4 circumstance bonus on all wild empathy and Handle animal checks made regarding his shark.

**Share Spells (Ex):** Manheim can have any spell he casts on himself also affect his animal companion if the latter is within 5 feet at the time. He can also cast a spell with a target of "You" on his shark.

**A Thousand Faces (Su):** Manheim can change his appearance at will, as if using the *alter self* spell, but only while in his normal form.

**Resist Nature's Lure (Ex):** Manheim gains a +4 bonus on saving throws against the spell-like abilities of fey.

**Trackless Step (Ex):** Manheim leaves no trail in natural surroundings and cannot be tracked.

**Wild Shape (Su):** Manheim can change into a Tiny, Small, Medium, or Large animal or plant and back again, as per the polymorph spell. This ability 13 nine hours or until he changes back.

**Woodlands Stride (Ex):** Manheim can move through natural thorns, briars, overgrown areas, and similar terrain at his normal speed and without damage or impairment. However, thorns, briars, and overgrown areas that are magically manipulated to impede motion still affect him.

Spells prepared (6/7/7/5/5/4/3/1) 0-level – *cure minor wounds* x3, *detect magic*, *mending*, *read magic*; 1<sup>st</sup> – *cure light wounds* x3, *faerie fire* x2, *obscuring mists* x2; 2<sup>nd</sup> – ~~*barkskin*~~, *bear's endurance*, *cat's grace*, *chill metal* (DC 18), ~~*resist energy* x2~~, *warp wood* (DC 18); 3<sup>rd</sup> – *call lightning* (DC 21), *cure moderate wounds* x2, ~~*greater magic fang*~~, *protection from energy*; 4<sup>th</sup> – ~~*air walk*~~, *arc of lightning* (DC 20), *dispel magic*, *flame strike* (DC 22), *ice storm*; 5<sup>th</sup> – *call lightning storm* (DC 23), *control winds*, *death ward*, *stoneskin*; 6<sup>th</sup> – *greater dispel magic*, *mass bull's strength*, *tidal surge* (DC 24); 7<sup>th</sup> – *brilliant aura*.

**Possessions:** +2 dragonhide breastplate, +2 large wooden shield, +1 club, periapt of wisdom +4, cloak of resistance +2, ring of protection +1, mistletoe and holly, spell component pouch, pouch w/ 250 gp worth of diamond dust (component for *stoneskin*).

**Power-Up Suite (*air walk*, *barkskin*, *resist energy* (*electricity*), *resist energy* (*fire*)):** AC 26 (touch 10, flat-footed 26)[[-1 Dex, +7 armor, +4 shield, +1

deflection, +5 natural]; SQ *Air walk* (walk on air as solid ground), *resist energy (electricity - 30)*, *resist energy (fire - 30)*.

**Imperial Marines (4), Hobgoblin Swashbuckler 10 / Exotic Weapon Master 1:** CR 11; Medium Humanoid (Goblinoid); HD 11d10+44; hp 109; Init +4 (+4 Dex); Spd 30 ft.; AC 21 (touch 15, flat-footed 17)[+4 Dex, +6 armor, +1 deflection]; BA/G +11/+13; Atk +17 melee (2d4+5 [19-20/x2], +1 *spiked chain*); Full Att +17/+12/+7 melee (2d4+5 [19-20/x2], +1 *spiked chain*); SA Acrobatic charge, exotic reach, improved flanking, insightful strike; SQ Darkvision 60 ft., dodge bonus, grace; AL NE; SV Fort +14, Ref +10, Will +5; Str 14, Dex 18, Con 16 (18), Int 12, Wis 10, Cha 8.

**Skills and Feats:** Speak Languages (Goblin, Common, Sahuagin), Balance +15, Climb +10 (+12 to climb ropes), Craft (weaponsmithing) +4, Jump +10, Move Silently +7, Profession (sailor) +10, Swim +10, Tumble +18, Use Rope +10; Combat Reflexes, Exotic Weapon Proficiency (spiked chain), Sailor's Balance, Weapon Finesse, Weapon Focus (spiked chain).

**Acrobatic Charge (Ex):** A swashbuckler can charge over difficult terrain that normally slows movement or allies blocking his path.

**Exotic Reach (Ex):** When wielding a spiked chain, the marine may make an attack of opportunity against a foe that provokes such an attack even if the foe has cover (but not total cover).

**Improved Flanking (Ex):** A swashbuckler who is flanking an opponent gains a +4 bonus on attacks instead of a +2 bonus on attacks. (Other characters flanking with the swashbuckler don't gain this increased bonus.)

**Insightful Strike (Ex):** At 3<sup>rd</sup> level, a swashbuckler may apply his Intelligence bonus (if any) as a bonus on damage rolls (in addition to any Strength bonus he may have) with any light weapon, as well as any other weapon that can be used with Weapon Finesse, such as a rapier, whip, or spiked chain. Targets immune to sneak attacks or critical hits are immune to the swashbuckler's insightful strike. A swashbuckler cannot use this ability when wearing medium or heavy armor or when carrying a medium or heavy load.

**Grace (Ex):** A swashbuckler gains a +1 competence bonus on Reflex saves at 2<sup>nd</sup> level (included above). A swashbuckler loses this bonus when wearing medium or heavy armor or when carrying a medium or heavy load.

**Dodge Bonus (Ex):** During his action, he may designate an opponent and receive a +2 dodge bonus to Armor Class against melee attacks from that opponent. He can select a new opponent on any action. A

swashbuckler loses this bonus when wearing medium or heavy armor or carrying a medium or heavy load.

**Possessions:** +2 chain shirt, +1 spiked chain, cloak of resistance +2, ring of protection +1, amulet of health +2, ~~potion of fox's cunning~~, ~~potion of bull's strength~~, ~~potion of cat's grace~~.

**Power-Up Suite (*bull's strength*, *cat's grace*, *fox's cunning*):** Init +6 (+6 Dex); AC 23 (touch 17, flat-footed 17)[+6 Dex, +6 armor, +1 deflection]; BA/G +11/+15; Atk +19 melee (2d4+10 [19-20/x2], +1 *spiked chain*); Full Att +19/+14/+9 melee (2d4+10 [19-20/x2], +1 *spiked chain*); SV Ref +12; Str 18, Dex 22, Int 16.

### Encounter Three

**Advanced Elder Magma Paraelemental (2):** CR 14; Huge Elemental (Earth, Fire, Extraplanar); HD 36d8+216; hp 378; Init -1; Spd 30 ft.; AC 25 (touch 7, flat-footed 25)[-2 size, -1 Dex, +18 natural]; BA/G +27/+47; Atk +37 melee (4d8+12 [19-20/x2], slam); Full Att +37 melee (4d8+12 [19-20/x2], 2 slams); Space / Reach: 15 ft. / 15 ft.; SA Burn (DC 36); SQ Damage reduction 10/-, darkvision 60 ft., elemental traits, immunity to fire, vulnerability to cold; AL N; SV Fort +26, Ref +11, Will +12; Str 34, Dex 8, Con 23, Int 6, Wis 11, Cha 11.

**Skills and Feats:** Speak Language (Ignan, Terran), Listen +19, Spot +20; Ability Focus (burn), Cleave, Great Cleave, Improved Bull Rush, Improved Critical (slam), Improved Natural Armor (x4), Improved Natural Attack (slam), Improved Overrun, Improved Sunder, Power Attack.

**Burn (Ex):** Those grappled by a magma paraelemental or hit by its slam attack must succeed at a Reflex save or catch fire. The fire burns for 1d4 rounds. A burning creature can take a move-equivalent action to put out the flame. The save DC is Constitution-based.

Creatures hitting a magma paraelemental with natural weapons or unarmed attacks must likewise make a Reflex save to avoid catching fire.

### Encounter Five

**Vrock, Advanced (10):** CR 10; Large Outsider (Chaotic, Evil, Tanar'ri); HD 12d8+84; hp 138; Init +2; Spd 30 ft., fly 50 ft. (good); AC 26 (touch 11, flat-footed 24)[-1 size, +2 Dex, +4 armor, +11 natural]; BA/G +12/+23; Atk +18 melee (2d6+6, claw); Full Att +18 melee (2d6+6, 2 claws) and +16 melee (1d8+3, bite) and +16 melee (1d6+3, 2 talons); Space / Reach: 10 ft. / 10 ft.; SA Dance of ruin, spell-like abilities, spores, stunning screech, *summon tanar'ri*; SQ Damage

reduction 10/good, darkvision 60 ft., immunity to electricity and poison, protective slime, resistance to acid 10, cold 10, and fire 10, spell resistance 17, telepathy 100 ft.; AL CE; SV Fort +15, Ref +10, Will +11; Str 24, Dex 15, Con 25, Int 14, Wis 16, Cha 16.

**Skills and Feats:** Speak Language (Abyssal, Celestial, Draconic), Concentration +22, Diplomacy +5, Hide +12, Intimidate +18, Knowledge (The Planes) +17, Listen +26, Move Silently +16, Search +17, Sense Motive +18, Spellcraft +17, Spot +26, Survival +3 (+5 following tracks); Cleave, Combat Reflexes, Improved Flight, Multiattack, Power Attack.

A vrock'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.

**Dance of Ruin (Su):** To use this ability, a group of at least three vocks must join hands and circle, dancing wildly and chanting. At the end of 3 rounds of dancing, a wave of crackling energy flashes outward in a 100-foot radius. All creatures except for demons within the radius take 20d6 points of damage (Reflex DC 19 half). Stunning, paralyzing, or slaying one of the vocks stops the dance. The save DC is Charisma-based.

**Spores (Ex):** A vrock can release masses of spores from its body once every 3 rounds as a free action. The spores automatically deal 1d8 points of damage to all creatures adjacent to the vrock. They then penetrate the skin and grow, dealing an additional 1d4 points each round for 10 rounds. At the end of this time, the victim is covered with a tangle of tiny growths. (The vines are harmless and wither away in 1d4 days.) A *delay poison* spell stops the spores' growth for its duration. *Bless*, *neutralize poison*, or *remove disease* kills the spores, as does sprinkling the victim with a vial of holy water.

**Stunning Screech (Su):** Once per hour a vrock can emit a piercing screech. All creatures except for demons within a 30-foot radius must succeed on a DC 23 Fortitude save or be stunned for 1 round. The save DC is Constitution-based.

**Spell-like Abilities:** At will – *mirror image*, *telekinesis* (DC 18), *greater teleport* (self plus 50 pounds of objects only); 1/day – *heroism*. Caster level 12<sup>th</sup>.

**Summon Tanar'ri (Sp):** Once per day a vrock can attempt to summon 2d10 dretches or another vrock with a 35% chance of success. This ability is the equivalent of a 3rd-level spell.

**Skills:** Vocks have a +8 racial bonus on Listen and Spot checks.

**Possessions:** Large masterwork chain shirt, satchel with large sling bullets (12).

**Note:** The vocks can use their *greater teleport* ability without losing their armor (as it weighs 50 lb.).

**Power-Up Suite (*heroism*):** Atk +20 melee (2d6+6, claw); Full Att +20 melee (2d6+6, 2 claws) and +18 melee (1d8+3, bite) and +18 melee (1d6+3, 2 talons); SV Fort +17, Ref +12, Will +13.

## Encounter Six

**Tarrik, Male Incubus Blkgd7 of Iuz:** CR 15; Medium Outsider (Chaotic, Evil, Tanar'ri); HD 8d8+7d10+30; hp 105; Init +3 (+3 Dex); Spd 30 ft., fly 50 ft. (average); AC 31 (touch 13, flat-footed 28)[+3 Dex, +6 armor, +3 shield, +9 natural]; BA/G +15/+19; Atk +21 melee (2d6+8 [19-20/x2], +2 *magebane pitspawned cold iron greatsword*); Full Att +21/+16/+11 melee (2d6+8 [19-20/x2], +2 *magebane pitspawned cold iron greatsword*); SA Aura of despair, command undead, energy drain, poison use, smite good 4/day, sneak attack +2d6, spell-like abilities, *summon tanar'ri*; SQ Aura of evil, damage reduction 10/cold iron or good, dark blessing, darkvision 60 ft., immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, spell resistance 14, telepathy 100 ft., *tongues*; AL CE; SV Fort +23, Ref +21, Will +22; Str 19, Dex 16, Con 14, Int 14, Wis 18, Cha 30.

**Skills and Feats:** Speak Languages (Abyssal, Celestial, Draconic), Bluff +21, Concentration +20, Diplomacy +30, Disguise +21 (+23 when acting), Escape Artist +3, Handle Animal +15, Hide +10, Intimidate +24, Knowledge (religion) +10, Listen +20, Move Silently +10, Ride +9, Sense Motive +10, Spot +20; Cleave, Divine Might, Divine Shield, Extra Smiting, Improved Sunder, Power Attack.

**Aura of Evil (Su):** Tarrik's aura of evil (see *detect evil*/spell) is strong.

**Aura of Despair (Su):** Enemies within 10 feet take a -2 penalty on all saving throws.

**Command Undead (Su):** 13/day - Turning check +10, as a 5<sup>th</sup> level cleric.

**Dark Blessing (Su):** Tarrik applies his Charisma modifier (+10) as a bonus to all saving throws.

**Energy Drain (Su):** Tarrik drains energy from a mortal it lures into some act of passion, or by simply planting a kiss on the victim. If the target is not willing to be kissed, Tarrik must start a grapple, which provokes an attack of opportunity. Tarrik's kiss or embrace bestows one negative level. The kiss also has the effect of a *suggestion* spell, asking the victim to accept another kiss from him. The victim must succeed on a DC 24 Will save to negate the effect of the *suggestion*. The DC is 24 for the Fortitude save to

remove a negative level. These save DCs are Charisma-based.

**Poison Use:** Tarrik is skilled in the use of poison and never risks accidentally poisoning himself when applying poison to a blade.

**Smite good (Su):** 4/day – May add +10 to attack roll and deal 7 extra damage with a melee attack.

**Spell-like Abilities:** At will – *charm monster* (DC 24), *detect good*, *detect thoughts* (DC 22), *ethereal jaunt* (self plus 50 pounds of objects only), *polymorph* (humanoid form only, no limit on duration), *suggestion* (DC 23), *greater teleport* (self plus 50 pounds of objects only). Caster level 8<sup>th</sup>. The save DCs are Charisma-based.

Spells prepared (3/2/2/1; save DC 14 + spell level)  
1<sup>st</sup> – *corrupt weapon* ~~xx~~, *cure light wounds*; 2<sup>nd</sup> – ~~bull's strength~~, ~~eagle's splendor~~; 3<sup>rd</sup> – *protection from energy* ~~xx~~; 4<sup>th</sup> – *freedom of movement*.

**Summon Tanar'ri (Sp):** Once per day Tarrik can attempt to summon 1 vroek with a 30% chance of success. This ability is the equivalent of a 3rd-level spell.

**Tongues (Su):** Tarrik has a permanent tongues ability (as the spell, caster level 16<sup>th</sup>). Incubi usually use verbal communication with mortals.

**Possessions:** +1 medium fortification mithral breastplate, +2 magebane pitspawed cold iron greatsword, +1 animated heavy adamantite shield, iron holy symbol of Iuz, spell component pouch. (Weight: 42 lb.)

**Power-Up Suite (*bull's strength*, *corrupt weapon*, *divine shield*, *eagle's splendor*, *freedom of movement*, *protection from energy (sonic)*, *protection from good*):** AC 43 (45 vs good)(touch 13 (15 vs good), flat-footed 40 (42 vs good))[[+3 Dex, +6 armor, +15 shield, +9 natural, +2 deflection (vs good)]]; BA/G +15/+21; Atk +23 melee (2d6+11 [19-20/x2], +2 magebane pitspawed cold iron greatsword); Full Att +23/+18/+13 melee (2d6+11 [19-20/x2], +2 magebane pitspawed cold iron greatsword); SQ *corrupt weapon* (automatically confirm crits against good creatures), *freedom of movement*, *protection from energy* (84 points of sonic resistance), *protection from good* (hedge out summoned creatures, protection from mind control); SV Fort +25 (+27 vs good), Ref +23 (+25 vs good), Will +24 (+26 vs good); Str 23, Cha 34. DCs for Energy Drain and Spell-like abilities increase by 2.

**Gorak, Male Skullcrusher Ogre Wiz9/EldKn3:** CR 13; Large Giant (Extraplanar); HD 8d8+9d4+3d8+100; hp 182; Init +2 (+2 Dex); Spd 40 ft.; AC 13 (touch 11, flat-footed 11)[[-1 size, +2 Dex, +2 natural]; BA/G +13/+28; Atk +19 melee (2d6+8, +1 *bashing heavy*

*shield*); Full Att +19/+14/+9 melee (2d6+8, +1 *bashing heavy shield*); Space / Reach 10 ft. / 10 ft.; SA Rock throwing, spells; SQ Darkvision 60 ft., low-light vision; AL NE; SV Fort +17, Ref +8, Will +10; Str 24, Dex 14, Con 20, Int 19 (21), Wis 12, Cha 6.

**Skills and Feats:** Speak Language (Abyssal, Common, Draconic, Dwarven, Giant, Terran), Concentration +24, Intimidate +10, Hide +9, Knowledge (Arcana) +20, Move Silently +5, Spellcraft +27; Chain Spell, Combat Casting, Greater Spell Focus (Conjuration), Improved Familiar, Improved Grapple<sup>B</sup>, Improved Shield Bash, Practiced Spellcaster (wizard), Scribe Scroll, Shielded Casting, Spell Focus (Conjuration), Two-Weapon Fighting<sup>B</sup>.

**Improved Familiar:** Gorak's familiar is a quasit named Git. The familiar uses the better of its own and Gorak's base save bonuses. The creature's abilities and characteristics are summarized below.

**Git:** Quasit familiar; Cr -; Tiny outsider (Chaotic, Evil); HD 20; hp 91; Init +7, Spd 20 ft., fly 50 ft. (perfect); AC 23 (touch 15, flat-footed 20)[[+2 size, +3 Dex, +8 natural]]; BA/G +3/-6; Atk +8 melee (1d3-1 plus poison, claw); Full Att +8 melee (1d3-1 plus poison, 2 claws) and +3 melee (1d4-1, bite); Space / Reach 2 ½ ft. / 0 ft.; SA Poison, spell-like abilities; SQ Alternate form, darkvision 60 ft., deliver touch spells, damage reduction 5 / cold iron or good, fast healing 2, immunity to poison, improved evasion, resistance to fire 10, speak with master, granted abilities; AL CE; SV Fort +12, Ref +9, Will +10; Str 8, Dex 17, Con 10, Int 10, Wis 12, Cha 10.

**Skills and Feats:** Bluff +6, Diplomacy +2, Disguise +0 (+2 when acting), Hide +17 (+22 using Gorak's skill ranks), Intimidate +2 (+12 using Gorak's skill ranks), Knowledge (The Planes) +6, Listen +7, Move Silently +9, Search +6, Spellcraft +6 (+20 using Gorak's skill ranks), Spot +6; Improved Initiative, Weapon Finesse.

**Deliver Touch Spells (Su):** Git can deliver touch spells for Gorak (see Familiars, page 52 of the PLAYER'S HANDBOOK).

**Improved Evasion (Ex):** If Git 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 and half damage if the saving throw fails.

**Poison (Ex):** Injury, Fortitude DC 13, initial damage 1d4 Dex, secondary damage 2d4 Dex.

**Speak with Master (Ex):** Git can communicate verbally with Gorak. Other creatures do not understand the communication without magical help.

*Spell-Like Abilities:* At will – *detect good*, *detect magic*, and *invisibility* (self only); 1/day – *cause fear* (as the spell, but 30-foot radius; save DC 11). Caster level 6<sup>th</sup>. Once per week, a quasit can use *commune* to ask six questions (otherwise as the spell cast by a 12<sup>th</sup>-level cleric).

*Alternate Form (Su):* As *polymorph*, caster level 12<sup>th</sup>, except that Git can only assume the form of a bat or wolf.

**Familiar Benefits:** Gorak gains special benefits from having a familiar.

*Alertness (Ex):* Git grants its master Alertness as long as it is within 5 feet.

*Empathic Link (Su):* Gorak can communicate telepathically with his familiar up to a distance of up to 1 mile. The master has the same connection to an item or a place that the familiar does.

*Share Spells (Su):* Gorak may have any spell he casts on himself also affect his familiar if the latter is within 5 feet at the time. He may also cast a spell with a target of “You” on his familiar.

Spells prepared (4/6/5/5/4/3/1) 0-level - *detect magic*, *message*, *prestidigitation*, *ray of frost*; 1<sup>st</sup> – *expeditious retreat*, ~~*protection from good*~~, *magic missile* x 2, *ray of enfeeblement* (DC 16), *true strike*; 2<sup>nd</sup> – ~~*false life*~~, ~~*bear's endurance*~~, *glitterdust* x2 (DC 19), *scorching ray*; 3<sup>rd</sup> – *bands of steel* (DC 20), ~~*displacement*~~, *fly*, *protection from energy*, *slow* (DC 18); 4<sup>th</sup> – *chain ray of enfeeblement* (DC 16), *enervation*, ~~*greater invisibility*~~, ~~*stoneskin*~~; 5<sup>th</sup> – *dismissal*, ~~*teleport*~~, *wall of stone*; 6<sup>th</sup> – *greater dispel magic*. Caster level 15<sup>th</sup>.

*Possessions:* +1 Large *bashing heavy steel shield*, *headband of intellect* +2, *lesser metamagic rod of chaining*, *spell component pouches* (2), *scroll of disintegrate* (CL 11; unprepared).

**Power-Up Suite (*bear's endurance*, *displacement*, *false life*, *greater invisibility*, *stoneskin*):** hp 222 (+15 temporary hp from *false life*); SQ *displacement* (50% miss chance), *greater invisibility* (total concealment), *stoneskin* (DR 10/adamantine until 150 points resisted); SV Fort +19; Con 24.

**Bebilith, Advanced (2):** CR 11; Huge Outsider (Chaotic, Evil, Tanar'ri); HD 14d8+116; hp 179; Init +5 (+1 Dex, +4 Imp. Init); Spd 40 ft., climb 20 ft.; AC 22 (touch 9, flat-footed 21)[[-2 size, +1 Dex, +13 natural]]; BA/G +14/+31; Atk +21 melee (2d6+9 plus poison, bite) or +13 ranged (web); Full Att +21 melee (2d6+9 plus poison, bite) and +16 melee (2d4+4, 2 claws) or +13 ranged (web); Space / Reach: 15 ft. / 10 ft.; SA Poison, rend armor, web; SQ Damage reduction 10/good, darkvision 60 ft., immunity to electricity and poison, plane shift, scent resistance to acid 10, cold 10, and fire

10, telepathy 100 ft.; AL CE; SV Fort +16, Ref +9, Will +9; Str 28, Dex 12, Con 26, Int 11, Wis 13, Cha 13.

*Skills and Feats:* Climb +26, Diplomacy +5, Hide +18, Jump +28, Listen +18, Move Silently +18, Search +17, Sense Motive +18, Spot +18, Survival +1 (+3 following tracks); Cleave, Improved Initiative, Improved Grapple, Power Attack, Track.

A bebilith'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.

**Poison (Ex):** Injury, Fortitude DC 25, initial damage 1d6 Con, secondary damage 2d6 Con. The save DC is Constitution-based.

**Rend Armor (Ex):** If a bebilith hits with both claw attacks, it pulls apart the armor worn by its foe. This attack deals 4d6 points of damage to the opponent's armor. Creatures not wearing armor are unaffected by this special attack. Armor reduced to 0 hit points is destroyed. Damaged armor may be repaired with a successful Craft (armorsmithing) check.

**Web (Ex):** A bebilith can throw a web up to four times per day. This is similar to an attack with a net, but has a maximum range of 30 feet, with a range increment of 10 feet. This attack is effective against targets of up to Gargantuan size. The web anchors the target in place, allowing no movement.

An entangled creature can escape with a DC 25 Escape Artist check or burst the web with a DC 25 Strength check. The check DCs are Constitution-based. The web has 14 hit points and hardness 0. There is a 75% chance that the webbing will not burn if any sort of fire is applied to it (check each round).

**Plane Shift (Su):** This ability affects only the bebilith. It is otherwise similar to the spell (caster level 14<sup>th</sup>).

## Appendix One – APL 16

### Encounter Two

**Manheim, Male Human Drd14:** CR 14; Medium Humanoid (human); HD 14d8+28; hp 94; Init +4 (+4 Imp. Init.); Spd 20 ft.; AC 23 (touch 12, flat-footed 23)[[+7 armor, +4 shield, +2 deflection]; BA/G +10/+11; Atk +12 melee (1d6+2, *+1 club*); Full Att +12/+7 melee (1d6+2, *+1 club*); SA Spells; SQ animal companion (shark), animal companion benefits, a thousand faces, immunity to poison, resist nature's lure, trackless step, wild empathy +12, wild shape 5/day (large, tiny), woodland stride; AL NE; SV Fort +13, Ref +6, Will +15; Str 13, Dex 8 (10), Con 14, Int 10, Wis 18 (22), Cha 12.

**Skills and Feats:** Speak Languages (Common, Druidic), Concentration +19, Handle Animal +10, Listen +15, Knowledge (nature) +10, Profession (sailor) +11, Spellcraft +12, Survival +13, Swim +13; Combat Casting, Dodge, Greater Spell Focus (Evocation), Improved Initiative, Natural Spell, Spell Focus (Evocation).

**Animal Companion (Ex):** Manheim has a shark named Barrage as an animal companion.

**Barrage:** Shark animal companion; Cr -; Huge Animal; HD 12d8+24; hp 78; Init +7, Spd -, swim 60 ft.; AC 18 (touch 11, flat-footed 15)[[-2 size, +3 Dex, +7 natural]]; BA/G +9/+22; Atk +16 melee (3d6+9, bite); Full Att +16 melee (3d6+9, bite); Space / Reach 15 ft. / 10 ft.; SQ Blindsense, keen sense; AL N; SV Fort +12, Ref +10, Will +5; Str 22, Dex 16, Con 15, Int 1, Wis 12, Cha 2. \*Attack and damage includes +3 enhancement bonus from *greater magic fang*.

**Skills and Feats:** Listen +10, Spot +11, Swim +14; Alertness, Great Fortitude, Improved Initiative, Improved Natural Attack (bite), Iron Will.

**Blindsense (Ex):** A shark can locate creatures underwater within a 30-foot radius. This ability works only when the shark is underwater.

**Evasion (Ex):** If Barrage is subjected to an attack that normally allows a Reflex saving throw for half damage, it takes no damage on a successful saving throw.

**Keen Scent (Ex):** A shark can notice creatures by scent in a 180-foot radius and detect blood in the water at ranges of up to a mile.

**Skills:** A shark has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It

can use the run action while swimming, provided it swims in a straight line.

**Animal Companion Benefits:** Manheim and Barrage enjoy the link and share spells special qualities.

**Link (Ex):** Manheim can handle Barrage as a free action. He also gains a +4 circumstance bonus on all wild empathy and Handle animal checks made regarding his shark.

**Share Spells (Ex):** Manheim can have any spell he casts on himself also affect his animal companion if the latter is within 5 feet at the time. He can also cast a spell with a target of "You" on his shark.

**A Thousand Faces (Su):** Manheim can change his appearance at will, as if using the *alter self* spell, but only while in his normal form.

**Resist Nature's Lure (Ex):** Manheim gains a +4 bonus on saving throws against the spell-like abilities of fey.

**Trackless Step (Ex):** Manheim leaves no trail in natural surroundings and cannot be tracked.

**Wild Shape (Su):** Manheim can change into a Tiny, Small, Medium, or Large animal or plant and back again, as per the polymorph spell. This ability 14 nine hours or until he changes back.

**Woodlands Stride (Ex):** Manheim can move through natural thorns, briars, overgrown areas, and similar terrain at his normal speed and without damage or impairment. However, thorns, briars, and overgrown areas that are magically manipulated to impede motion still affect him.

Spells prepared (6/7/7/5/5/4/4/2) 0-level – *cure minor wounds* x3, *detect magic*, *mending*, *read magic*, 1<sup>st</sup> – *cure light wounds* x3, *faerie fire* x2, *obscuring mists* x2; 2<sup>nd</sup> – ~~*barkskin*~~, *bear's endurance*, *cat's grace*, *chill metal* (DC 18), ~~*resist energy* x2~~, *warp wood* (DC 18); 3<sup>rd</sup> – *call lightning* (DC 21), *cure moderate wounds* x2, ~~*greater magic fang*~~, *protection from energy*, 4<sup>th</sup> – ~~*air walk*~~, *arc of lightning* (DC 20), *dispel magic*, *flame strike* (DC 22), *ice storm*, 5<sup>th</sup> – *call lightning storm* (DC 23), *control winds*, *death ward*, *stoneskin*; 6<sup>th</sup> – *anti-life shell*, *greater dispel magic*, *mass bull's strength*, *tidal surge* (DC 24); 7<sup>th</sup> – *brilliant aura*, *heal*.

**Possessions:** +2 dragonhide breastplate, +2 large wooden shield, +1 club, gloves of dexterity +2, periapt of wisdom +4, cloak of resistance +2, ring of protection +2, mistletoe and holly, spell component pouch, pouch w/ 250 gp worth of diamond dust (component for *stoneskin*).

**Power-Up Suite** (*air walk, barkskin, mass bull's strength, resist energy (electricity)*): AC 27 (touch 11, flat-footed 27)[[+7 armor, +4 shield, +1 deflection, +5 natural]; Atk +14 melee (1d6+4, +1 club); Full Att +14/+9 melee (1d6+4, +1 club); SQ *Air walk* (walk on air as solid ground), *resist energy (electricity - 30)*, *resist energy (fire - 30)*. Str 17.

**Imperial Marines (4), Hobgoblin Swashbuckler 11 / Exotic Weapon Master 1**: CR 12; Medium Humanoid (Goblinoid); HD 12d10+48; hp 118; Init +4 (+4 Dex); Spd 30 ft.; AC 21 (touch 15, flat-footed 17)[[+4 Dex, +6 armor, +1 deflection]]; BA/G +12/+14; Atk +19 melee (2d4+6 [19-20/x2], +2 *spiked chain*); Full Att +19/+14/+9 melee (2d4+6 [19-20/x2], +2 *spiked chain*); SA Acrobatic charge, exotic reach, improved flanking, insightful strike; SQ Darkvision 60 ft., dodge bonus, grace, lucky; AL NE; SV Fort +15, Ref +11, Will +7; Str 14, Dex 18, Con 16 (18), Int 13, Wis 10, Cha 8.

**Skills and Feats**. Speak Languages (Goblin, Common, Sahuagin), Balance +15, Climb +10 (+12 to climb ropes), Craft (weaponsmithing) +4, Jump +10, Move Silently +7, Profession (sailor) +10, Swim +10, Tumble +20, Use Rope +10; Combat Reflexes, Exotic Weapon Proficiency (spiked chain), Iron Will, Sailor's Balance, Weapon Finesse, Weapon Focus (spiked chain).

**Acrobatic Charge (Ex)**: A swashbuckler can charge over difficult terrain that normally slows movement or allies blocking his path.

**Exotic Reach (Ex)**: When wielding a spiked chain, the marine may make an attack of opportunity against a foe that provokes such an attack even if the foe has cover (but not total cover).

**Improved Flanking (Ex)**: A swashbuckler who is flanking an opponent gains a +4 bonus on attacks instead of a +2 bonus on attacks. (Other characters flanking with the swashbuckler don't gain this increased bonus.)

**Insightful Strike (Ex)**: At 3<sup>rd</sup> level, a swashbuckler may apply his Intelligence bonus (if any) as a bonus on damage rolls (in addition to any Strength bonus he may have) with any light weapon, as well as any other weapon that can be used with Weapon Finesse, such as a rapier, whip, or spiked chain. Targets immune to sneak attacks or critical hits are immune to the swashbuckler's insightful strike. A swashbuckler cannot use this ability when wearing medium or heavy armor or when carrying a medium or heavy load.

**Grace (Ex)**: A swashbuckler gains a +2 competence bonus on Reflex saves at 2<sup>nd</sup> level (included above). A swashbuckler loses this bonus when wearing medium or heavy armor or when carrying a medium or heavy load.

**Lucky (Ex)**: Once per day, a swashbuckler may reroll any failed attack roll, skill check, ability check, or saving throw. The character must take the result of the reroll, even if its worse than the original roll.

**Dodge Bonus (Ex)**: During his action, he may designate an opponent and receive a +2 dodge bonus to Armor Class against melee attacks from that opponent. He can select a new opponent on any action. A swashbuckler loses this bonus when wearing medium or heavy armor or carrying a medium or heavy load.

**Possessions**. +2 *chain shirt*, +2 *spiked chain*, *cloak of resistance +2*, *ring of protection +1*, *amulet of health +2*, ~~*potion of fox's cunning*~~, ~~*potion of cat's grace*~~.

**Power-Up Suite** (*mass bull's strength, cat's grace, fox's cunning*): Init +6 (+6 Dex); AC 23 (touch 17, flat-footed 17)[[+6 Dex, +6 armor, +1 deflection]]; BA/G +12/+16; Atk +21 melee (2d4+11 [19-20/x2], +2 *spiked chain*); Full Att +21/+16/+12 melee (2d4+11 [19-20/x2], +2 *spiked chain*); SV Ref +13; Str 18, Dex 22, Int 17.

**Captain Ss'kranth, Malenti (Sahuagin) Rogue 6 / Dread Pirate 7**: CR 15; Medium Monstrous Humanoid (Aquatic); HD 2d8+6d6+7d8+30; hp 95; Init +3 (+3 Dex); Spd 30 ft., swim 40 ft.; AC 24 (touch 13, flat-footed 21)[[+3 Dex, +5 armor, +5 natural, +1 shield]]; BA/G +13/+17; Atk +20 melee (1d6+6 [18-20/x2], *rogue blade*); Full Att +18/+13/+8 melee (1d6+6 [18-20/x2], *rogue blade*) and +17 melee (1d6+3 [18-20/x2], +1 *rapier*); SA Acrobatic charge, blood frenzy, scourge of the seas, sneak attack +5d6; SQ Blindsight 30 ft., darkvision 60 ft., evasion, fearsome reputation +4, freshwater sensitivity, light sensitivity, seamanship, speak with sharks, steady stance, trapfinding, trap sense +2, uncanny dodge, water dependant; AL NE; SV Fort +6, Ref +15, Will +6; Str 19, Dex 16, Con 14, Int 14, Wis 10, Cha 14.

**Skills and Feats**. Speak Languages (Aquan, Common, Sahuagin), Appraise +10, Balance +8, Climb +7, Gather Information +11, Handle Animal +7, Hide +7, Intimidate +20, Jump +9, Knowledge (geography) +11, Listen +11, Profession (hunter) +1, Profession (sailor) +18, Ride +4, Spot +14, Survival +5, Swim +6, Tumble +10, Use Rope +7; Combat Reflexes, Deft Strike, Quick Draw, Staggering Strike, Two-Weapon Defense, Two-Weapon Fighting, Weapon Finesse, Weapon Focus (rapier).

**Acrobatic Charge (Ex)**: Ss'kranth can charge over difficult terrain that normally slows movement or allies blocking his path.

**Blood Frenzy**: Once per day a sahuagin that takes damage in combat can fly into a frenzy in the following round, 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.

**Scourge of the Seas (Ex):** When Ss'kranth uses Intimidate to demoralize foes, the attempt affects all enemies within 30 feet who can see and hear him and the effect lasts for a number of rounds equal to his Charisma modifier (minimum 1 round). Multiple uses of this ability don't stack. This is a mind-affecting ability.

**Blindsense (Ex):** A sahuagin can locate creatures underwater within a 30-foot radius. This ability only works when the sahuagin is underwater.

**Fearsome Reputation (Ex):** Ss'kranth gains a +4 circumstance bonus on Intimidate checks.

**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 Sensitivity (Ex):** Malenti are dazzled in bright sunlight or within the radius of a daylight spell.

**Seamanship (Ex):** A dread pirate adds his class level as an insight bonus on all Profession (sailor) checks. Allies within sight or hearing of a dread pirate add an insight bonus equal to half this number on their Profession (sailor checks).

**Steady Stance:** Ss'kranth is not considered flat-footed when balancing or climbing, and he gains a +4 bonus on Balance or Climb checks to remain balancing or climbing when he takes damage.

**Water Dependant (Ex):** Malenti can survive out of the water for 1 hour per point of Constitution (after that, refer to the drowning rules on page 304 of the DUNGEON MASTER'S GUIDE).

**Skills:** A sahuagin has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

\*Underwater, a sahuagin has a +4 racial bonus on Hide, Listen, and Spot checks.

\*A sahuagin has a +4 racial bonus on Handle Animal checks when working with sharks.

**Possessions:** *Rogue blade, +1 rapier, +1 chain shirt, boots of speed, ~~potion of cat's grace~~.*

**Power-Up Suite (*mass bull's strength, cat's grace*):** Init +6 (+6 Dex); AC 26 (touch 15, flat-footed 21)[[+5 Dex, +5 armor, +5 natural, +1 shield]]; BA/G +13/+19; Atk +22 melee (1d6+8 [18-20/x2], *rogue blade*); Full Att +20/+15/+10 melee (1d6+8 [18-20/x2], *rogue blade*) and +19 melee (1d6+4 [18-20/x2], *+1 rapier*); SV Ref +17; Str 23, Dex 20.

## Encounter Three

**Advanced Elder Magma Paraelemental (2):** CR 16; Huge Elemental (Earth, Fire, Extraplanar); HD 44d8+308; hp 506; Init -1; Spd 30 ft.; AC 26 (touch 7, flat-footed 26)[[-2 size, -1 Dex, +19 natural]]; BA/G +33/+53; Atk +43 melee (4d8+12 [19-20/x2], slam); Full Att +43 melee (4d8+12 [19-20/x2], 2 slams); Space / Reach: 15 ft. / 15 ft.; SA Burn (DC 41); SQ Damage reduction 10/-, darkvision 60 ft., elemental traits, immunity to fire, vulnerability to cold; AL N; SV Fort +31, Ref +13, Will +16; Str 35, Dex 8, Con 24, Int 6, Wis 11, Cha 11.

**Skills and Feats:** Speak Language (Ignan, Terran), Listen +23, Spot +24; Ability Focus (burn), Cleave, Great Cleave, Improved Bull Rush, Improved Critical (slam), Improved Natural Armor (x5), Improved Natural Attack (slam), Improved Overrun, Improved Sunder, Iron Will, Power Attack.

**Burn (Ex):** Those grappled by a magma paraelemental or hit by its slam attack must succeed at a Reflex save or catch fire. The fire burns for 1d4 rounds. A burning creature can take a move-equivalent action to put out the flame. The save DC is Constitution-based.

Creatures hitting a magma paraelemental with natural weapons or unarmed attacks must likewise make a Reflex save to avoid catching fire.

## Encounter Five

**Vrock, Advanced (10):** CR 12; Huge Outsider (Chaotic, Evil, Tanar'ri); HD 15d8+135; hp 206; Init +1; Spd 30 ft., fly 50 ft. (good); AC 27 (touch 9, flat-footed 26)[[-2 size, +1 Dex, +4 armor, +14 natural]]; BA/G +15/+34; Atk +24 melee (3d6+11, claw); Full Att +24 melee (3d6+11, 2 claws) and +22 melee (2d6+5, bite) and +22 melee (1d8+5, 2 talons); Space / Reach: 15 ft. / 15 ft.; SA Dance of ruin, spell-like abilities, spores, stunning screech, *summon tanar'ri*; SQ Damage reduction 10/good, darkvision 60 ft., immunity to electricity and poison, protective slime, resistance to acid 10, cold 10, and fire 10, spell resistance 19, telepathy 100 ft.; AL CE; SV Fort +18, Ref +10, Will +12; Str 32, Dex 13, Con 29, Int 14, Wis 16, Cha 16.

**Skills and Feats:** Speak Language (Abyssal, Celestial, Draconic), Concentration +27, Diplomacy +5, Hide +10, Intimidate +21, Knowledge (The Planes) +20, Listen +29, Move Silently +18, Search +20, Sense Motive +21, Spellcraft +20, Spot +29, Survival +3 (+5 following tracks); Ability Focus (Stunning Screech), Cleave, Combat Reflexes, Improved Flight, Multiattack, Power Attack.



A vrock'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.

**Dance of Ruin (Su):** To use this ability, a group of at least three vocks must join hands and circle, dancing wildly and chanting. At the end of 3 rounds of dancing, a wave of crackling energy flashes outward in a 100-foot radius. All creatures except for demons within the radius take 2d6 points of damage (Reflex DC 20 half). Stunning, paralyzing, or slaying one of the vocks stops the dance. The save DC is Charisma-based.

**Spores (Ex):** A vrock can release masses of spores from its body once every 3 rounds as a free action. The spores automatically deal 1d8 points of damage to all creatures adjacent to the vrock. They then penetrate the skin and grow, dealing an additional 1d4 points each round for 10 rounds. At the end of this time, the victim is covered with a tangle of tiny growths. (The vines are harmless and wither away in 1d4 days.) A *delay poison* spell stops the spores' growth for its duration. *Bless*, *neutralize poison*, or *remove disease* kills the spores, as does sprinkling the victim with a vial of holy water.

**Stunning Screech (Su):** Once per hour a vrock can emit a piercing screech. All creatures except for demons within a 30-foot radius must succeed on a DC 28 Fortitude save or be stunned for 1 round. The save DC is Constitution-based.

**Spell-like Abilities:** At will – *mirror image*, *telekinesis* (DC 18), *greater teleport* (self plus 50 pounds of objects only); 1/day – *heroism*. Caster level 12<sup>th</sup>.

**Summon Tanar'ri (Sp):** Once per day a vrock can attempt to summon 2d10 dretches or another vrock with a 35% chance of success. This ability is the equivalent of a 3rd-level spell.

**Skills:** Vocks have a +8 racial bonus on Listen and Spot checks.

**Possessions:** Huge masterwork chain shirt, satchel with large sling bullets (12).

**Note:** The vocks cannot use their *greater teleport* ability without losing their armor (as it weighs 125 lb.).

**Power-Up Suite (heroism):** Atk +26 melee (3d6+11, claw); Full Att +26 melee (3d6+11, 2 claws) and +24 melee (2d6+5, bite) and +24 melee (1d8+5, 2 talons); SV Fort +20, Ref +12, Will +14.

## Encounter Six

**Tarrik, Male Incubus Blkgd7 of Iuz:** CR 17; Medium Outsider (Chaotic, Evil, Tanar'ri); HD 10d8+7d10+36; hp 125; Init +3 (+3 Dex); Spd 30 ft., fly 50 ft. (average);

AC 32 (touch 13, flat-footed 29)[[+3 Dex, +6 armor, +4 shield, +9 natural]]; BA/G +17/+22; Atk +25 melee (2d6+10 [19-20/x2], +3 *magebane pitspawned cold iron greatsword*); Full Att +25/+20/+15/+10 melee (2d6+10 [19-20/x2], +3 *magebane pitspawned cold iron greatsword*); SA Aura of despair, command undead, energy drain, poison use, smite good 2/day, sneak attack +2d6, spell-like abilities, *summon tanar'ri*, SQ Aura of evil, damage reduction 10/cold iron or good, dark blessing, darkvision 60 ft., immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, spell resistance 16, telepathy 100 ft., *tongues*, AL CE; SV Fort +24, Ref +22, Will +23; Str 20, Dex 16, Con 14, Int 14, Wis 18, Cha 30.

**Skills and Feats:** Speak Languages (Abyssal, Celestial, Draconic), Bluff +30, Concentration +22, Diplomacy +35, Disguise +25 (+27 when acting), Escape Artist +5, Handle Animal +15, Hide +10, Intimidate +25, Knowledge (religion) +15, Listen +20, Move Silently +10, Ride +10, Sense Motive +15, Spot +20; Cleave, Divine Might, Divine Shield, Extra Smiting, Improved Sunder, Power Attack.

**Aura of Evil (Su):** Tarrik's aura of evil (see *detect evil*/spell) is strong.

**Aura of Despair (Su):** Enemies within 10 feet take a -2 penalty on all saving throws.

**Command Undead (Su):** 13/day - Turning check +10, as a 5<sup>th</sup> level cleric.

**Dark Blessing (Su):** Tarrick applies his Charisma modifier (+10) as a bonus to all saving throws.

**Energy Drain (Su):** Tarrick drains energy from a mortal it lures into some act of passion, or by simply planting a kiss on the victim. If the target is not willing to be kissed, Tarrick must start a grapple, which provokes an attack of opportunity. Tarrick's kiss or embrace bestows one negative level. The kiss also has the effect of a *suggestion* spell, asking the victim to accept another kiss from him. The victim must succeed on a DC 25 Will save to negate the effect of the *suggestion*. The DC is 25 for the Fortitude save to remove a negative level. These save DCs are Charisma-based.

**Poison Use:** Tarrick is skilled in the use of poison and never risks accidentally poisoning himself when applying poison to a blade.

**Smite good (Su):** 4/day – May add +10 to attack roll and deal 7 extra damage with a melee attack.

**Spell-like Abilities:** At will – *charm monster* (DC 24), *detect good*, *detect thoughts* (DC 22), *ethereal jaunt* (self plus 50 pounds of objects only), *polymorph* (humanoid form only, no limit on duration), *suggestion* (DC 23), *greater teleport* (self plus 50 pounds of objects only). Caster level 10<sup>th</sup>. The save DCs are Charisma-based.

Spells prepared (3/2/2/2; save DC 14 + spell level)  
 1<sup>st</sup> – ~~corrupt weapon~~ ~~2~~, ~~cure light wounds~~, 2<sup>nd</sup> – ~~bull's strength~~, ~~eagle's splendor~~; 3<sup>rd</sup> – ~~protection from elements~~ ~~2~~; 4<sup>th</sup> – ~~cure critical wounds~~, ~~freedom of movement~~.

**Summon Tanar'ri (Sp):** Once per day Tarrik can attempt to summon 1 vroek with a 30% chance of success. This ability is the equivalent of a 3rd-level spell.

**Tongues (Su):** Tarrik has a permanent tongues ability (as the spell, caster level 16<sup>th</sup>). Incubi usually use verbal communication with mortals.

**Possessions:** +1 heavy fortification mithral breastplate, +2 animated heavy adamantite shield, +3 magebane pitspawned cold iron greatsword, iron holy symbol of Iuz, spell component pouch.

**Power-Up Suite (bull's strength, corrupt weapon, divine shield, eagle's splendor, freedom of movement, protection from energy (sonic), protection from good):** AC 44 (46 vs good) (touch 13 (15 vs good), flat-footed 41 (43 vs good))[[+3 Dex, +6 armor, +16 shield, +9 natural, +2 deflection (vs good)]]; BA/G +18/+25; Atk +28 melee (2d6+13 [19-20/x2], +3 magebane pitspawned cold iron greatsword); Full Att +28/+23/+18/+13 melee (2d6+13 [19-20/x2], +3 magebane pitspawned cold iron greatsword); SQ *Corrupt weapon* (automatically confirm crits against good creatures), *freedom of movement*, *protection from energy (sonic)* (84 points of sonic resistance), *protection from good* (hedge out summoned creatures, protect against mind control); SV Fort +26 (+28 vs good), Ref +23 (+25 vs good), Will +24 (+26 vs good); Str 24, Cha 34. DCs for Energy Drain and Spell-like abilities increase by 2.

**Gorak, Male Skullcrusher Ogre**  
**Wiz9/EldKn4/AcMr1:** CR 13; Large Giant (Extraplanar); HD 8d8+9d4+4d8+1d4+110; hp 199; Init +2 (+2 Dex); Spd 40 ft.; AC 13 (touch 11, flat-footed 11)[[-1 size, +2 Dex, +2 natural]; BA/G +14/+29; Atk +20 melee (2d6+8, +1 *bashing heavy shield*); Full Att +20/+15/+10 melee (2d6+8, +1 *bashing heavy shield*); Space / Reach 10 ft. / 10 ft.; SA Rock throwing, spells; SQ Darkvision 60 ft., low-light vision, spell power +1; AL NE; SV Fort +18, Ref +8, Will +12; Str 24, Dex 14, Con 20, Int 19 (21), Wis 12, Cha 6.

**Skills and Feats:** Speak Language (Abyssal, Common, Draconic, Dwarven, Giant, Terran), Concentration +26, Intimidate +10, Hide +10, Knowledge (Arcana) +22, Move Silently +7, Spellcraft +32; Chain Spell, Combat Casting, Greater Spell Focus (Conjuration), Improved Familiar, Improved Grapple<sup>B</sup>, Improved Shield Bash, Practiced Spellcaster (wizard),

Scribe Scroll, Skill Focus (Spellcraft), Spell Focus (Conjuration), Spell Focus (Evocation), Two-Weapon Fighting<sup>B</sup>.

**Improved Familiar:** Gorak's familiar is a quasit named Git. The familiar uses the better of its own and Gorak's base save bonuses. The creature's abilities and characteristics are summarized below.

**Git:** Quasit familiar; Cr -; Tiny outsider (Chaotic, Evil); HD 22; hp 99; Init +7, Spd 20 ft., fly 50 ft. (perfect); AC 23 (touch 15, flat-footed 20)[[+2 size, +3 Dex, +8 natural]]; BA/G +3/-6; Atk +8 melee (1d3-1 plus poison, claw); Full Att +8 melee (1d3-1 plus poison, 2 claws) and +3 melee (1d4-1, bite); Space / Reach 2 ½ ft. / 0 ft.; SA Poison, spell-like abilities; SQ Alternate form, darkvision 60 ft., deliver touch spells, damage reduction 5 / cold iron or good, fast healing 2, immunity to poison, improved evasion, resistance to fire 10, speak with master, granted abilities; AL CE; SV Fort +13, Ref +9, Will +12; Str 8, Dex 17, Con 10, Int 10, Wis 12, Cha 10.

**Skills and Feats:** Bluff +6, Diplomacy +2, Disguise +0 (+2 when acting), Hide +17 (+23 using Gorak's skill ranks), Intimidate +2 (+12 using Gorak's skill ranks), Knowledge (The Planes) +6, Listen +7, Move Silently +9, Search +6, Spellcraft +6 (+22 using Gorak's skill ranks), Spot +6; Improved Initiative, Weapon Finesse.

**Deliver Touch Spells (Su):** Git can deliver touch spells for Gorak (see Familiars, page 52 of the PLAYER'S HANDBOOK).

**Improved Evasion (Ex):** If Git 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 and half damage if the saving throw fails.

**Poison (Ex):** Injury, Fortitude DC 13, initial damage 1d4 Dex, secondary damage 2d4 Dex.

**Speak with Master (Ex):** Git can communicate verbally with Gorak. Other creatures do not understand the communication without magical help.

**Spell-Like Abilities:** At will – *detect good*, *detect magic*, and *invisibility* (self only); 1/day – *cause fear* (as the spell, but 30-foot radius; save DC 11). Caster level 6<sup>th</sup>. Once per week, a quasit can use *commune* to ask six questions (otherwise as the spell cast by a 12<sup>th</sup>-level cleric).

**Alternate Form (Su):** As *polymorph*, caster level 12<sup>th</sup>, except that Git can only assume the form of a bat or wolf.

**Imbued Spells (Sp):** Gorak has imbued Git with the ability to cast the following spells: 3<sup>rd</sup> –

*dispel magic* x2, *slow* (DC 18); 4<sup>th</sup> – *greater invisibility*. Caster Level: 18<sup>th</sup>.

**Familiar Benefits:** Gorak gains special benefits from having a familiar.

**Alertness (Ex):** Git grants its master Alertness as long as it is within 5 feet.

**Empathic Link (Su):** Gorak can communicate telepathically with his familiar up to a distance of up to 1 mile. The master has the same connection to an item or a place that the familiar does.

**Share Spells (Su):** Gorak may have any spell he casts on himself also affect his familiar if the latter is within 5 feet at the time. He may also cast a spell with a target of “You” on his familiar.

Spells prepared (4/6/5/5/5/4/2/1) o-level - *detect magic*, *message*, *prestidigitation*, *ray of frost*; 1<sup>st</sup> – *expeditious retreat*, *feather fall*, *magic missile* x 2, *ray of enfeeblement* (DC 16), *true strike*; 2<sup>nd</sup> – ~~*false life*~~, ~~*bear's endurance*~~, *glitterdust* x2 (DC 18), *scorching ray*; 3<sup>rd</sup> – ~~*dispel magic* x2~~, ~~*displacement*~~, *protection from energy*, ~~*slow*~~; 4<sup>th</sup> – *chain ray of enfeeblement* (DC 16), *enervation*, ~~*greater invisibility* x2~~, ~~*stoneskin*~~; 5<sup>th</sup> – *dismissal*, *quicken magic missile*, *teleport*, *wall of stone*; 6<sup>th</sup> – *chained bands of steel* (DC 19), ~~*imbue familiar with spell ability*~~; 7<sup>th</sup> – *chain enervation*. Caster level 18<sup>th</sup>.

**Possessions:** +1 Large *bashing heavy steel shield*, *casting glove*, *headband of intellect* +2, *lesser metamagic rod of chaining*, spell component pouches (2), *scroll of disintegrate* (CL 11; unprepared).

**Power-Up Suite (*bear's endurance*, *displacement*, *false life*, *greater invisibility*, *stoneskin*):** hp 243 (+15 temporary hp from *false life*); SQ *displacement* (50% miss chance), *greater invisibility* (total concealment), *stoneskin* (DR 10/adamantine until 150 points resisted); SV Fort +20; Con 24.

**Bebilith, Advanced (2):** CR 13; Huge Outsider (Chaotic, Evil, Tanar'ri); HD 18d8+144; hp 225; Init +5 (+1 Dex, +4 Imp. Init); Spd 40 ft., climb 20 ft.; AC 22 (touch 9, flat-footed 21)[[-2 size, +1 Dex, +13 natural]]; BA/G +18/+35; Atk +25 melee (2d6+9 plus poison, bite) or +15 ranged (web); Full Att +25 melee (2d6+9 plus poison, bite) and +20 melee (2d4+4, 2 claws) or +17 ranged (web); Space / Reach: 15 ft. / 10 ft.; SA Poison, rend armor, web; SQ Damage reduction 10/good, darkvision 60 ft., immunity to electricity and poison, plane shift, scent resistance to acid 10, cold 10, and fire 10, telepathy 100 ft.; AL CE; SV Fort +19, Ref +12, Will +12; Str 28, Dex 12, Con 27, Int 11, Wis 13, Cha 13.

**Skills and Feats:** Climb +30, Diplomacy +5, Hide +22, Jump +32, Listen +22, Move Silently +22, Search +21, Sense Motive +22, Spot +22, Survival +1 (+3

following tracks); Improved Bull Rush, Cleave, Combat Reflexes, Improved Initiative, Improved Grapple, Power Attack, Track.

A bebilith'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.

**Poison (Ex):** Injury, Fortitude DC 27, initial damage 1d6 Con, secondary damage 2d6 Con. The save DC is Constitution-based.

**Rend Armor (Ex):** If a bebilith hits with both claw attacks, it pulls apart the armor worn by its foe. This attack deals 4d6 points of damage to the opponent's armor. Creatures not wearing armor are unaffected by this special attack. Armor reduced to 0 hit points is destroyed. Damaged armor may be repaired with a successful Craft (armorsmithing) check.

**Web (Ex):** A bebilith can throw a web up to four times per day. This is similar to an attack with a net, but has a maximum range of 30 feet, with a range increment of 10 feet. This attack is effective against targets of up to Gargantuan size. The web anchors the target in place, allowing no movement.

An entangled creature can escape with a DC 27 Escape Artist check or burst the web with a DC 27 Strength check. The check DCs are Constitution-based. The web has 14 hit points and hardness 0. There is a 75% chance that the webbing will not burn if any sort of fire is applied to it (check each round).

**Plane Shift (Su):** This ability affects only the bebilith. It is otherwise similar to the spell (caster level 14<sup>th</sup>).

## Encounter Eight

**Keekaku, Nursemother of the Nabassu:** CR 19; Huge Outsider (Chaotic, Evil, Tanar'ri); HD 23d8+276; hp 379; Init +8 (+4 Dex, +4 Imp. Init); Spd 30 ft., fly 30 ft. (average); AC 27 (touch 12, flat-footed 23)[[-2 size, +4 Dex, +15 natural]]; BA/G +23/+48; Atk +38 melee (1d8+17 plus energy drain, claw); Full Att +38 melee (1d8+17 plus energy drain, 2 claws) and +36 melee (3d6+8, bite); Space / Reach: 15 ft. / 15 ft.; SA Call nabassu, death gaze, paralyzing aura, spell-like abilities; SQ Damage reduction 10/cold iron or good, immune to electricity and poison, resistance to acid 10, cold 10, and fire 10, SR 33, telepathy 100 ft., true seeing; AL CE; SV Fort +25, Ref +17, Will +19; Str 44, Dex 18, Con 34, Int 22, Wis 19, Cha 20.

**Skills and Feats:** Speak Languages (Abyssal, Auran, Celestial, Common, Draconic, Infernal), Appraise +16, Bluff +31, Concentration +38, Diplomacy +37, Gather Information +15, Intimidate +33, Hide +0, Knowledge

(Arcana) +16, Knowledge (Nobility) +19, Knowledge (Planes) +32, Listen +38, Move Silently +0, Search +32, Sense Motive +17, Spellcraft +34, Spot +38, Use Magic Device +15; Ability Focus (paralyzing aura), Cleave, Improved Initiative, Improved Natural Armor, Iron Will, Multiattack, Power Attack, Violate Spell-Like Ability.

Keekaku'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.

**Call Nabassu (Sp):** Every 1d4 rounds, Keekaku can attempt to call 1d3 nabassu or 1-2 greater nabassu as a standard action with a 90% chance of success. This is the equivalent of a 9th-level spell.

**Death Gaze (Sp):** Death, range 30 ft, Fortitude DC 26 negates. Humanoids that die from this attack are transformed into ghosts 24 hours later. The save DC is Charisma-based. **Energy Drain (Su):** Living creatures hit by a Keekaku's claws gain two negative levels. The DC is 26 for the Fortitude save to remove a negative level. The save DC is Charisma-based. For each such negative level bestowed, Keekaku gains 5 temporary hit points.

**Paralyzing Aura (Su):** Any living creature coming within 20 ft. of Keekaku must succeed on a Fortitude save (DC 28) or be paralyzed for 1d10 rounds. A creature that succeeds is immune to Keekaku's paralyzing aura for 24 hours. The save DC is Charisma-based.

**Spell-Like Abilities:** At will – *darkness, silence, vampiric touch*; 1/day – *blasphemy, contagion* (DC 18), *desecrate, finger of death* (DC 22), *horrid wilting* (DC 23), *summon monster IX, unhallow, unholy blight* (DC 19); 2/day – *plane shift* (self plus 50 pounds of objects only), 3/day – *poison* (DC 18), *unholy aura*. Caster level 20th.

**True Seeing (Su):** Keekaku has a continuous true seeing ability as the spell (caster level 20<sup>th</sup>).

**Skills:** Keekaku has a +8 racial bonus on Listen and Spot checks.

**Greater Nabassu (2):** CR 11; Medium Outsider (Chaotic, Evil, Extraplanar, Tanar'ri); HD 11d8+66; hp 115; Init +4; Spd 30 ft., fly 60 ft. (average); AC 23 (touch 14, flat-footed 16) [+4 Dex, +9 Natural]; BA/G +11/+17; Atk +17 melee (1d4+6 plus energy drain, claw); Full Atk +17 melee (1d4+6 plus energy drain, 2 claws), +15 melee (1d8+3, bite); Face/Reach 5 ft./5 ft.; SA Death gaze, energy drain, feed, paralyzing aura, sneak attack +2d6, spell-like abilities, summon tanar'ri; SQ Damage reduction 10/cold iron or good, immune to electricity and poison, resistance to acid 10, cold 10, and fire 10, telepathy 100 ft.; SR 21; AL CE; SV Fort +13, Ref +11,

Will +11; Str 23, Dex 18, Con 23, Int 18, Wis 18, Cha 18.

**Skills and Feats:** Bluff +14, Concentration +20, Diplomacy +19, Escape Artist +12, Intimidate +12, Hide +18, Knowledge (Local: Iuz's Border States) +15, Knowledge (Planes) +15, Listen +26, Move Silently +18, Search +18, Spellcraft +11, Spot +26, Survival +12 (+14 following tracks), Use Rope +12 (+14 with bindings); Ability Focus (paralyzing aura), Multiattack, Power Attack, Track.

**Death Gaze (Sp):** 1/day - Death, range 30 ft., Fortitude DC 19 negates. Once per day, a greater nabassu can make a targeted gaze attack against one target. Humanoids that die from their attack are transformed into ghosts 24 hours later. The save DC is Charisma-based.

**Energy Drain (Su):** Living creatures hit by a greater nabassu's claws gain two negative levels. The DC is 19 for the Fortitude save to remove a negative level. The save DC is Charisma-based. For each such negative level bestowed, the greater nabassu gains 5 temporary hit points.

**Feed (Su):** When a nabassu slays a humanoid opponent on a plane other than the Abyss, it can feed on the corpse, devouring both flesh and life force, as a full round action. Feeding destroys the victim's body and prevents any form of raising or resurrection that requires part of the corpse. There is a 50% chance that a *wish, miracle, or true resurrection* spell can restore a devoured victim to life. Check once for each destroyed creature. If the check fails, the creature cannot be brought back to life by mortal magic.

A nabassu advances in Hit Dice by consuming corpses in this fashion. For every four suitable corpses a nabassu devours, it gains 1 Hit Die and its Strength, Constitution, and natural armor increase by 1. Its attack bonus and saves improve as normal for an outsider of its Hit Dice and it gains skill points, feats, and ability score improvements normally. The nabassu only advances by consuming the corpses of creatures whose Hit Dice are equal to or greater than its own current total. A nabassu that reaches 11 Hit Dice through feeding becomes a greater nabassu upon completion of the act. A greater nabassu can reach a maximum of 21 Hit Dice through feeding.

**Paralyzing Aura (Su):** Any living creature coming within 10 ft. of a greater nabassu must succeed on a Fortitude save (DC 21) or be paralyzed for 1d10 rounds. A creature that succeeds is immune to that same greater nabassu's paralyzing aura for 24 hours. The save DC is Charisma-based.

**Spell-like Abilities:** At will – *darkness, silence, vampiric touch*. 2/day – *ethereal jaunt* (self plus 50

pounds of objects only). Caster level equals the greater nabassu's HD.

**Summon Tanar'ri (Sp):** Three times per day a greater nabassu can attempt to summon 2d6 dretches or 1 greater nabassu with a 35% chance of success. This is the equivalent of a 3<sup>rd</sup>-level spell.

**Skills:** Greater nabassu have a +8 racial bonus on Listen and Spot checks.

## Appendix One – APL 18

### Encounter Two

**Manheim, Male Human Drd16:** CR 16; Medium Humanoid (human); HD 16d8+32; hp 107; Init +4 (+4 Imp. Init); Spd 20 ft.; AC 25 (touch 12, flat-footed 25)[[+8 armor, +5 shield, +2 deflection]; BA/G +12/+14; Atk +15 melee (1d6+3, +1 club); Full Att +15/+10 melee (1d6+3, +1 club); SA Spells; SQ animal companion (dire shark), animal companion benefits, a thousand faces, immunity to poison, resist nature's lure, timeless body, trackless step, wild empathy +12, wild shape 5/day (large, tiny), woodland stride; AL NE; SV Fort +15, Ref +10, Will +18; Str 14, Dex 8 (10), Con 14, Int 10, Wis 18 (24), Cha 12.

*Skills and Feats.* Speak Languages (Common, Druidic), Concentration +21, Handle Animal +10, Listen +16, Knowledge (nature) +10, Profession (sailor) +12, Spellcraft +12, Spot +12, Survival +16, Swim +15; Combat Casting, Dodge, Greater Spell Focus (Evocation), Improved Initiative, Lightning Reflexes, Natural Spell, Spell Focus (Evocation).

**Animal Companion (Ex):** Manheim has a dire shark named Barrage as an animal companion.

**Barrage:** Dire shark animal companion; Cr -; Huge Animal (aquatic); HD 18d8+66; hp 147; Init +2, Spd -, swim 60 ft.; AC 17 (touch 10, flat-footed 15)[[-2 size, +2 Dex, +7 natural]]; BA/G +13/+27; Atk +18 melee (2d8+9, bite); Full Att +18 melee (2d8+9, bite); Space / Reach 15 ft. / 10 ft.; SA Improved grab, swallow whole; SQ keen sense; AL N; SV Fort +14, Ref +13, Will +12; Str 23, Dex 15, Con 17, Int 1, Wis 12, Cha 10.

*Skills and Feats.* Listen +12, Spot +11, Swim +14; Improved Natural Attack (bite), Toughness (4), Weapon Focus (bite).

*Improved Grab (Ex):* To use this ability, a dire shark must hit with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can try to swallow the foe in the following round.

*Swallow Whole (Ex):* A dire shark can try to swallow a grabbed opponent of up to one size smaller by making a successful grapple check. Once inside, the opponent takes 2d6+6 points of bludgeoning damage plus 1d8+4 points of acid damage per round from the shark's digestive juices. A swallowed creature can cut its way out using a light slashing or piercing weapon by dealing 25 points of damage to the shark's

digestive tract (AC 13). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out.

A Huge dire shark's gullet can hold 2 Large, 8 Medium or Small, 32 Tiny, 128 Diminutive, or 512 Fine or smaller opponents.

*Keen Scent (Ex):* A shark can notice creatures by scent in a 180-foot radius and detect blood in the water at ranges of up to a mile.

*Skills.* A shark has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

**Animal Companion Benefits:** Manheim and Barrage enjoy the link and share spells special qualities.

*Link (Ex):* Manheim can handle Barrage as a free action. He also gains a +4 circumstance bonus on all wild empathy and Handle animal checks made regarding his shark.

*Share Spells (Ex):* Manheim can have any spell he casts on himself also affect his animal companion if the latter is within 5 feet at the time. He can also cast a spell with a target of "You" on his shark.

**A Thousand Faces (Su):** Manheim can change his appearance at will, as if using the *alter self* spell, but only while in his normal form.

**Resist Nature's Lure (Ex):** Manheim gains a +4 bonus on saving throws against the spell-like abilities of fey.

**Trackless Step (Ex):** Manheim leaves no trail in natural surroundings and cannot be tracked.

**Wild Shape (Su):** Manheim can change into a Tiny, Small, Medium, Large, or Huge animal or plant and back again, as per the polymorph spell. This ability 16 nine hours or until he changes back.

Once per day, Manheim can change into a Small, Medium, or Large elemental. In addition to the normal effects of wild shape, Manheim gains all the elemental's extraordinary, supernatural, and spell-like abilities. He also gains the elemental's feats for as long as he maintains the wild shape, but he retains his own type (Humanoid).

**Woodlands Stride (Ex):** Manheim can move through natural thorns, briars, overgrown areas, and similar terrain at his normal speed and without damage or impairment. However, thorns, briars, and overgrown areas that are magically manipulated to impede motion still affect him.

Spells prepared (6/7/7/7/5/5/4/4/2) o-level – *cure minor wounds* x3, *detect magic*, *mending*, *read magic*; 1<sup>st</sup> – *cure light wounds* x3, *faerie fire* x2, *obscuring mists* x2; 2<sup>nd</sup> – ~~*barkskin*~~, *bear's endurance*, *cat's grace*, *chill metal* (DC 19), ~~*resist energy* x2~~, *warp wood* (DC 19); 3<sup>rd</sup> – *call lightning* (DC 22), *cure moderate wounds* x3, ~~*greater magic fang*~~, *protection from energy* x2; 4<sup>th</sup> – ~~*air walk*~~, *arc of lightning* (DC 21), *dispel magic*, *flame strike* (DC 23), *ice storm*; 5<sup>th</sup> – *animal growth*, *call lightning storm* (DC 24), *control winds*, *death ward*, *stoneskin*; 6<sup>th</sup> – *anti-life shell*, *greater dispel magic*, ~~*mass bull's strength*~~, *tidal surge* (DC 24); 7<sup>th</sup> – *brilliant aura*, *fire storm* (DC 26), *heal*, ~~*true seeing*~~; 8<sup>th</sup> – *whirlwind* (DC 27), *word of recall*.

*Possessions*: +3 *dragonhide breastplate*, +3 *large wooden shield*, +1 *club*, *gloves of dexterity* +2, *periapt of wisdom* +6, *cloak of resistance* +3, *ring of protection* +2, *mistletoe and holly*, *spell component pouch* w/ 250 gp worth of *diamond dust* (component for *stoneskin*).

**Power-Up Suite** (*air walk*, *barkskin*, *mass bull's strength*, *resist energy* (electricity), *true seeing*): AC 28 (touch 11, flat-footed 28)[+8 armor, +4 shield, +1 deflection, +5 natural]; Atk +17 melee (1d6+5, +1 *club*); Full Att +17/+12 melee (1d6+5, +1 *club*); SQ *Air walk* (walk on air as solid ground), *resist energy* (electricity-30), *resist energy* (fire-30), *true seeing*. Str 18.

**Imperial Marines (4), Hobgoblin Swashbuckler 12 / Exotic Weapon Master 2**: CR 14; Medium Humanoid (Goblinoid); HD 14d10+56; hp 137; Init +4 (+4 Dex); Spd 30 ft.; AC 23 (touch 16, flat-footed 19)[+4 Dex, +7 armor, +2 deflection]; BA/G +14/+16; Atk +21 melee (2d4+6 [19-20/x2], +2 *spiked chain*); Full Att +19/+19/+14/+9 melee (2d4+6 [19-20/x2], +2 *spiked chain*); SA Acrobatic charge, exotic reach, flurry of strikes, improved flanking, insightful strike; SQ Darkvision 60 ft., dodge bonus, grace, lucky; AL NE; SV Fort +18, Ref +13, Will +9; Str 14, Dex 18, Con 16 (18), Int 13, Wis 10, Cha 8.

*Skills and Feats*: Speak Languages (Goblin, Common, Sahuagin), Balance +15, Climb +10 (+12 to climb ropes), Craft (weaponsmithing) +5, Jump +10, Move Silently +7, Profession (sailor) +15, Swim +10, Tumble +22, Use Rope +10; Combat Reflexes, Exotic Weapon Proficiency (spiked chain), Iron Will, Sailor's Balance, Weapon Finesse, Weapon Focus (spiked chain).

**Acrobatic Charge (Ex)**: A swashbuckler can charge over difficult terrain that normally slows movement or allies blocking his path.

**Exotic Reach (Ex)**: When wielding a spiked chain, the marine may make an attack of opportunity

against a foe that provokes such an attack even if the foe has cover (but not total cover).

**Flurry of Strikes (Ex)**: When wielding a spiked chain, the marine can elect to use a full attack action to make a flurry of strikes. When doing so, he may make one extra attack in the round at his full base attack bonus, but this attack takes a -2 penalty, as does each other attack made in that round and until the marine's next turn (Stat block assumes flurry of strikes during all full attack actions).

**Improved Flanking (Ex)**: A swashbuckler who is flanking an opponent gains a +4 bonus on attacks instead of a +2 bonus on attacks. (Other characters flanking with the swashbuckler don't gain this increased bonus.)

**Insightful Strike (Ex)**: At 3<sup>rd</sup> level, a swashbuckler may apply his Intelligence bonus (if any) as a bonus on damage rolls (in addition to any Strength bonus he may have) with any light weapon, as well as any other weapon that can be used with Weapon Finesse, such as a rapier, whip, or spiked chain. Targets immune to sneak attacks or critical hits are immune to the swashbuckler's insightful strike. A swashbuckler cannot use this ability when wearing medium or heavy armor or when carrying a medium or heavy load.

**Grace (Ex)**: A swashbuckler gains a +2 competence bonus on Reflex saves at 2<sup>nd</sup> level (included above). A swashbuckler loses this bonus when wearing medium or heavy armor or when carrying a medium or heavy load.

**Lucky (Ex)**: Once per day, a swashbuckler may reroll any failed attack roll, skill check, ability check, or saving throw. The character must take the result of the reroll, even if its worse than the original roll.

**Dodge Bonus (Ex)**: During his action, he may designate an opponent and receive a +2 dodge bonus to Armor Class against melee attacks from that opponent. He can select a new opponent on any action. A swashbuckler loses this bonus when wearing medium or heavy armor or carrying a medium or heavy load.

*Possessions*: +3 *chain shirt*, +2 *spiked chain*, *cloak of resistance* +3, *ring of protection* +2, *amulet of health* +2, ~~*potion of fox's cunning*~~, ~~*potion of cat's grace*~~.

**Power-Up Suite** (*mass bull's strength*, *cat's grace*, *fox's cunning*): Init +6 (+6 Dex); AC 25 (touch 18, flat-footed 19)[+6 Dex, +7 armor, +2 deflection]; BA/G +14/+18; Atk +23 melee (2d4+11 [19-20/x2], +2 *spiked chain*); Full Att +21/+21/+16/+11 melee (2d4+11 [19-20/x2], +1 *spiked chain*); SV Ref +15; Str 18, Dex 22, Int 17.

**Captain Ss'kranth, Malenti (Sahuagin) Rogue 6 / Dread Pirate 9**: CR 17; Medium Monstrous Humanoid

(Aquatic); HD 2d8+6d6+9d8+34; hp 108; Init +4 (+4 Dex); Spd 30 ft., swim 40 ft.; AC 25 (touch 14, flat-footed 21)[+4 Dex, +5 armor, +5 natural, +1 shield]; BA/G +15/+22; Atk +23 melee (1d6+8 [18-20/x2], +1 *rapier of deadly precision*); Full Att +21/+16/+11 melee (1d6+8 [18-20/x2], +1 *rapier of deadly precision*) and +22 melee (1d6+5 [18-20/x2], *rogue blade*); SA Acrobatic charge, blood frenzy, scourge of the seas, sneak attack +5d6; SQ Blindsense 30 ft., darkvision 60 ft., evasion, fearsome reputation +4, freshwater sensitivity, light sensitivity, motivate the scum, seamanship, skill mastery, speak with sharks, steady stance, trapfinding, trap sense +2, uncanny dodge, water dependant; AL NE; SV Fort +9, Ref +19, Will +9; Str 20 (24), Dex 16 (18), Con 14, Int 14, Wis 10, Cha 14.

**Skills and Feats:** Speak Languages (Aquan, Common, Sahuagin), Appraise +10, Balance +9, Climb +10, Gather Information +10, Handle Animal +7, Hide +8, Intimidate +24, Jump +12, Knowledge (geography) +11, Listen +15, Profession (hunter) +1, Profession (sailor) +29, Ride +5, Spot +15, Survival +5, Swim +13, Tumble +15, Use Rope +7; Combat Expertise, Deft Strike, Quick Draw, Staggering Strike, Two-Weapon Defense, Two-Weapon Fighting, Weapon Finesse, Weapon Focus (rapier).

**Acrobatic Charge (Ex):** Ss'kranth can charge over difficult terrain that normally slows movement or allies blocking his path.

**Blood Frenzy:** Once per day a sahuagin that takes damage in combat can fly into a frenzy in the following round, 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.

**Scourge of the Seas (Ex):** When Ss'kranth uses Intimidate to demoralize foes, the attempt affects all enemies within 30 feet who can see and hear him and the effect lasts for a number of rounds equal to his Charisma modifier (minimum 1 round). Multiple uses of this ability don't stack. This is a mind-affecting ability.

**Blindsense (Ex):** A sahuagin can locate creatures underwater within a 30-foot radius. This ability only works when the sahuagin is underwater.

**Fearsome Reputation (Ex):** Ss'kranth gains a +4 circumstance bonus on Intimidate checks (included above).

**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 Sensitivity (Ex):** Malenti are dazzled in bright sunlight or within the radius of a daylight spell.

**Motivate the Scum (Ex):** Once per day, Ss'kranth can motivate his allies by killing a helpless individual. All allies who see the act gain a +2 morale bonus on damage rolls for 24 hours.

If the slain individual is one of Ss'kranth's crew, the morale bonus improves to +4, but the allies also take a -2 penalty on Will saves for the duration of the effect.

**Seamanship (Ex):** A dread pirate adds his class level as an insight bonus on all Profession (sailor) checks. Allies within sight or hearing of a dread pirate add an insight bonus equal to half this number on their Profession (sailor checks).

**Skill Mastery (Ex):** The dread pirate can take 10 on Balance, Climb, Jump, and Tumble checks, even under stress.

**Steady Stance:** Ss'kranth is not considered flat-footed when balancing or climbing, and he gains a +4 bonus on Balance or Climb checks to remain balancing or climbing when he takes damage.

**Water Dependant (Ex):** Malenti can survive out of the water for 1 hour per point of Constitution (after that, refer to the drowning rules on page 304 of the DUNGEON MASTER'S GUIDE).

**Skills:** A sahuagin has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

\*Underwater, a sahuagin has a +4 racial bonus on Hide, Listen, and Spot checks.

\*A sahuagin has a +4 racial bonus on Handle Animal checks when working with sharks.

**Possessions:** *Rogue blade*, +1 *rapier of deadly precision*, +1 *chain shirt*, *belt of giant strength* +4, *gloves of dexterity* +2, *boots of speed*, *cloak of resistance* +2.

## Encounter Three

**Advanced Elder Magma Paraelemental (2):** CR 18; Huge Elemental (Earth, Fire, Extraplanar); HD 52d8+364; hp 598; Init -1; Spd 30 ft.; AC 29 (touch 7, flat-footed 29)[-2 size, -1 Dex, +22 natural]; BA/G +39/+60; Atk +50 melee (4d8+13 [19-20/x2], slam); Full Att +50 melee (4d8+13 [19-20/x2], 2 slams); Space / Reach: 15 ft. / 15 ft.; SA Burn (DC 45); SQ Damage reduction 10/-, darkvision 60 ft., elemental traits, immunity to fire, vulnerability to cold; AL N; SV Fort +35, Ref +16, Will +19; Str 36, Dex 8, Con 25, Int 6, Wis 11, Cha 11.

**Skills and Feats:** Speak Language (Ignan, Terran), Listen +27, Spot +28; Ability Focus (burn), Cleave, Great Cleave, Improved Bull Rush, Improved Critical



(slam), Improved Natural Armor (x8), Improved Natural Attack (slam), Improved Overrun, Improved Sunder, Iron Will, Power Attack.

**Burn (Ex):** Those grappled by a magma paraelemental or hit by its slam attack must succeed at a Reflex save or catch fire. The fire burns for 1d4 rounds. A burning creature can take a move-equivalent action to put out the flame. The save DC is Constitution-based.

Creatures hitting a magma paraelemental with natural weapons or unarmed attacks must likewise make a Reflex save to avoid catching fire.

## Encounter Five

**Vrock, Advanced (10):** CR 14; Huge Outsider (Chaotic, Evil, Tanar'ri); HD 18d8+162; hp 246; Init +2; Spd 30 ft., fly 50 ft. (average); AC 28 (touch 10, flat-footed 26)[[-2 size, +2 Dex, +4 armor, +14 natural]]; BA/G +18/+37; Atk +27 melee (3d6+11, claw); Full Att +27 melee (3d6+11, 2 claws) and +25 melee (2d6+5, bite) and +25 melee (1d8+5, 2 talons); Space / Reach: 15 ft. / 15 ft.; SA Dance of ruin, spell-like abilities, spores, stunning screech, *summon tanar'ri*; SQ Damage reduction 10/good, darkvision 60 ft., immunity to electricity and poison, protective slime, resistance to acid 10, cold 10, and fire 10, spell resistance 21, telepathy 100 ft.; AL CE; SV Fort +18, Ref +10, Will +12; Str 32, Dex 14, Con 29, Int 14, Wis 16, Cha 16.

**Skills and Feats:** Speak Language (Abyssal, Celestial, Draconic), Concentration +30, Diplomacy +5, Hide +14, Intimidate +24, Knowledge (The Planes) +23, Listen +32, Move Silently +21, Search +23, Sense Motive +24, Spellcraft +23, Spot +32, Survival +3 (+5 following tracks); Ability Focus (Stunning Screech), Cleave, Combat Reflexes, Improved Flight, Multiattack, Power Attack, Quicken Spell-Like Ability (*mirror image* 3/day).

A vrock'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.

**Dance of Ruin (Su):** To use this ability, a group of at least three vocks must join hands and circle, dancing wildly and chanting. At the end of 3 rounds of dancing, a wave of crackling energy flashes outward in a 100-foot radius. All creatures except for demons within the radius take 20d6 points of damage (Reflex DC 22 half). Stunning, paralyzing, or slaying one of the vocks stops the dance. The save DC is Charisma-based.

**Spores (Ex):** A vrock can release masses of spores from its body once every 3 rounds as a free action. The spores automatically deal 1d8 points of damage to all creatures adjacent to the vrock. They then penetrate

the skin and grow, dealing an additional 1d4 points each round for 10 rounds. At the end of this time, the victim is covered with a tangle of tiny growths. (The vines are harmless and wither away in 1d4 days.) A *delay poison* spell stops the spores' growth for its duration. *Bless*, *neutralize poison*, or *remove disease* kills the spores, as does sprinkling the victim with a vial of holy water.

**Stunning Screech (Su):** Once per hour a vrock can emit a piercing screech. All creatures except for demons within a 30-foot radius must succeed on a DC 30 Fortitude save or be stunned for 1 round. The save DC is Constitution-based.

**Spell-like Abilities:** At will – *mirror image*, *telekinesis* (DC 18), *greater teleport* (self plus 50 pounds of objects only); 1/day – *heroism*. Caster level 12<sup>th</sup>.

**Summon Tanar'ri (Sp):** Once per day a vrock can attempt to summon 2d10 dretches or another vrock with a 35% chance of success. This ability is the equivalent of a 3rd-level spell.

**Skills:** Vocks have a +8 racial bonus on Listen and Spot checks.

**Possessions:** Huge masterwork chain shirt, satchel with large sling bullets (12).

**Note:** The vocks cannot use their *greater teleport* ability without losing their armor (as it weighs 125 lb.).

**Power-Up Suite (heroism):** Atk +29 melee (3d6+11, claw); Full Att +29 melee (3d6+11, 2 claws) and +27 melee (2d6+5, bite) and +27 melee (1d8+5, 2 talons); SV Fort +20, Ref +12, Will +14.

## Encounter Six

**Tarrik, Male Incubus BkG9 of Iuz:** CR 19; Medium Outsider (Chaotic, Evil, Tanar'ri); HD 12d8+9d10+42 (+42); hp 146 (167); Init +3 (+3 Dex); Spd 30 ft., fly 50 ft. (average); AC 36 (touch 21, flat-footed 33)[[+3 Dex, +6 armor, +5 shield, +3 deflection, +9 natural]]; BA/G +21/+26; Atk +29 melee (2d6+10 [19-20/x2], +3 *magebane pitspawned cold iron greatsword*); Full Att +29/+24/+19/+14 melee (2d6+10 [19-20/x2], +3 *magebane pitspawned cold iron greatsword*); SA Aura of despair, command undead, energy drain, poison use, smite good 4/day, sneak attack +2d6, spell-like abilities, *summon tanar'ri*; SQ Aura of evil, damage reduction 10/cold iron or good, dark blessing, darkvision 60 ft., immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, spell resistance 18, telepathy 100 ft., tongues; AL CE; SV Fort +25 (+27), Ref +23, Will +24; Str 21, Dex 16, Con 14 (18), Int 14, Wis 18, Cha 30.

**Skills and Feats:** Bluff +20, Concentration +14, Diplomacy +37, Disguise +18 (+20 when acting), Escape Artist +3, Hide +5, Intimidate +35, Knowledge (Religion) +5, Knowledge (The Planes) +10, Listen +30, Search +10, Sense Motive +10, Spot +30, Survival +19 (+21 on other planes), Use Rope +9; Cleave, Combat Expertise, Divine Might, Divine Shield, Extra Smiting, Improved Sunder, Parrying Shield, Power Attack.

Tarrik's natural weapons, as well as any weapons he wields, are treated as chaotic-aligned and evil-aligned for the purpose of overcoming damage reduction.

**Aura of Evil (Su):** Tarrik's aura of evil (see *detect evil*/spell) is overwhelming.

**Aura of Despair (Su):** Enemies within 10 feet take a -2 penalty on all saving throws.

**Command Undead (Su):** 13/day - Turning check +10, as an 7<sup>th</sup> level cleric.

**Dark Blessing (Su):** Tarrick applies his Charisma modifier (+10) as a bonus to all saving throws.

**Energy Drain (Su):** Tarrik drains energy from a mortal it lures into some act of passion, or by simply planting a kiss on the victim. If the target is not willing to be kissed, Tarrik must start a grapple, which provokes an attack of opportunity. Tarrik's kiss or embrace bestows one negative level. The kiss also has the effect of a *suggestion* spell, asking the victim to accept another kiss from him. The victim must succeed on a DC 26 Will save to negate the effect of the *suggestion*. The DC is 26 for the Fortitude save to remove a negative level. These save DCs are Charisma-based.

**Poison Use:** Tarrik is skilled in the use of poison and never risks accidentally poisoning himself when applying poison to a blade.

**Smite good (Su):** 4/day - May add +10 to attack roll and deal 9 extra damage with a melee attack.

**Spell-like Abilities:** At will - *charm monster* (DC 24), *detect good*, *detect thoughts* (DC 22), *ethereal jaunt* (self plus 50 pounds of objects only), *polymorph* (humanoid form only, no limit on duration), *suggestion* (DC 23), *greater teleport* (self plus 50 pounds of objects only). Caster level 15<sup>th</sup>. The save DCs are Charisma-based.

Spells prepared (3/2/2/2; save DC 14 + spell level)  
1<sup>st</sup> - *corrupt weapon* ✖, *cure light wounds*; 2<sup>nd</sup> - ~~*bull's strength*, *eagle's splendor*~~; 3<sup>rd</sup> - *protection from energy* ✖; 4<sup>th</sup> - *cure critical wounds*, ~~*freedom of movement*~~. Caster level 8<sup>th</sup>.

**Summon Tanar'ri (Sp):** Once per day Tarrik can attempt to summon 1 vroek with a 30% chance of success. This ability is the equivalent of a 3rd-level spell.

**Tongues (Su):** Tarrik has a permanent *tongues* ability (as the spell, caster level 14<sup>th</sup>). Incubi usually use verbal communication with mortals.

**Possessions:** +1 *heavy fortification mithral breastplate*, +3 *magebane pitspawned cold iron greatsword*, +3 *animated heavy adamantine shield*, *amulet of health* +4, *ring of evasion*, *ring of protection* +3, iron holy symbol of Iuz, spell component pouch. (Weight: 43 lb.)

**Power-Up Suite (*bull's strength*, *corrupt weapon*, *divine shield*, *eagle's splendor*, *freedom of movement*, *protection from energy (sonic)*, *protection from good*):** AC 47 (touch 32, flat-footed 44)[+3 Dex, +6 armor, +16 shield, +3 deflection, +9 natural]; BA/G +21/+28; Atk +31 melee (2d6+13 [19-20/x2], +3 *magebane pitspawned cold iron greatsword*); Full Att +31/+26/+21/+16 melee (2d6+13 [19-20/x2], +3 *magebane pitspawned cold iron greatsword*); SQ *Corrupt weapon* (automatically confirm crits against good creatures), *freedom of movement*, *protection from energy (sonic)* (108 points of sonic resistance), *protection from good* (hedge out summoned creatures, protect against mind control); SV Fort +29 (+31 vs good), Ref +25 (+27 vs good), Will +26 (+28 vs good); Str 25, Cha 34. DCs for Energy Drain and Spell-like abilities increase by 2.

**Gorak, Male Skullcrusher Ogre**  
**Wiz10/EldKn5/AcM1:** CR 17; Large Giant (Extraplanar); HD 8d8+10d4+5d8+1d4+120; hp 206; Init +2 (+2 Dex); Spd 40 ft.; AC 13 (touch 11, flat-footed 11)[-1 size, +2 Dex, +2 natural]; BA/G +16/+31; Atk +22 melee (2d6+8, +1 *bashing heavy shield*); Full Att +22/+17/+12 melee (2d6+8, +1 *bashing heavy shield*); Space / Reach 10 ft. / 10 ft.; SA Rock throwing, spells; SQ Darkvision 60 ft., low-light vision, spell power +1; AL NE; SV Fort +18, Ref +8, Will +13; Str 24, Dex 14, Con 20, Int 20 (26), Wis 12, Cha 6.

**Skills and Feats:** Speak Language (Abyssal, Common, Draconic, Dwarven, Giant, Terran), Concentration +27, Intimidate +10, Hide +11, Knowledge (Arcana) +26, Move Silently +9, Spellcraft +38; Chain Spell, Combat Casting, Greater Spell Focus (Conjuration), Improved Familiar, Improved Grapple<sup>B</sup>, Improved Shield Bash, Obtain Familiar, Practiced Spellcaster (wizard), Quicken Spell, Scribe Scroll, Shielded Casting, Skill Focus (Spellcraft), Spell Focus (Conjuration), Two-Weapon Fighting<sup>B</sup>.

**Improved Familiar:** Gorak's familiar is a quasit named Git. The familiar uses the better of its own and Gorak's base save bonuses. The creature's abilities and characteristics are summarized below.

**Git:** Quasit familiar; Cr -; Tiny outsider (chaotic, evil, extraplanar); HD 24; hp 103; Init +7, Spd 20 ft., fly 50 ft. (perfect); AC 26 (touch 15, flat-footed 23)[[+2 size, +3 Dex, +11 natural]]; BA/G +3/-6; Atk +8 melee (1d3-1 plus poison, claw); Full Att +8 melee (1d3-1 plus poison, 2 claws) and +3 melee (1d4-1, bite); Space / Reach 2 ½ ft. / 0 ft.; SA Poison, spell-like abilities; SQ Alternate form, darkvision 60 ft., deliver touch spells, damage reduction 5 / cold iron or good, fast healing 2, immunity to poison, improved evasion, resistance to fire 10, speak with master, granted abilities; SR 21; AL CE; SV Fort +13, Ref +9, Will +13; Str 8, Dex 17, Con 10, Int 13, Wis 12, Cha 10.

**Skills and Feats.** Bluff +6, Diplomacy +2, Disguise +0 (+2 when acting), Hide +17 (+24 using Gorak's skill ranks), Intimidate +2 (+12 using Gorak's skill ranks), Knowledge (The Planes) +6, Listen +7, Move Silently +9 (+10 using Gorak's skill ranks), Search +7, Spellcraft +7 (+26 using Gorak's skill ranks), Spot +6; Improved Initiative, Weapon Finesse.

**Deliver Touch Spells (Su):** Git can deliver touch spells for Gorak (see Familiars, page 52 of the PLAYER'S HANDBOOK).

**Improved Evasion (Ex):** If Git 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 and half damage if the saving throw fails.

**Poison (Ex):** Injury, Fortitude DC 13, initial damage 1d4 Dex, secondary damage 2d4 Dex.

**Speak with Master (Ex):** Git can communicate verbally with Gorak. Other creatures do not understand the communication without magical help.

**Spell-Like Abilities:** At will – *detect good*, *detect magic*, and *invisibility* (self only); 1/day – *cause fear* (as the spell, but 30-foot radius; save DC 11). Caster level 6<sup>th</sup>. Once per week, a quasit can use *commune* to ask six questions (otherwise as the spell cast by a 12<sup>th</sup>-level cleric).

**Alternate Form (Su):** As *polymorph*, caster level 12<sup>th</sup>, except that Git can only assume the form of a bat or wolf.

**Imbued Spells (Sp):** Gorak has imbued Git with the ability to cast the following spells: 3<sup>rd</sup> – *dispel magic* x2, *slow* (DC 21); 4<sup>th</sup> – *greater invisibility*. Caster Level: 20<sup>th</sup>.

**Familiar Benefits:** Gorak gains special benefits from having a familiar.

**Alertness (Ex):** Git grants its master Alertness as long as it is within 5 feet.

**Empathic Link (Su):** Gorak can communicate telepathically with his familiar up to a distance of up to 1 mile. The master has the same connection to an item or a place that the familiar does.

**Share Spells (Su):** Gorak may have any spell he casts on himself also affect his familiar if the latter is within 5 feet at the time. He may also cast a spell with a target of "You" on his familiar.

Spells prepared (4/6/6/6/6/4/4/3/2) 0-level – *detect magic*, *message*, *prestidigitation*, *ray of frost*; 1<sup>st</sup> – *expeditious retreat*, *magic missile* x 2, ~~*protection from good*~~, *ray of enfeeblement* (DC 19), *true strike*; 2<sup>nd</sup> – ~~*false life*~~, ~~*bear's endurance*~~, *glitterdust* x2 (DC 22), ~~*scorching ray*~~ x2; 3<sup>rd</sup> – ~~*dispel magic*~~ x2, ~~*displacement*~~, ~~*fly*~~, ~~*protection from energy*~~, ~~*slow*~~ (DC 21); 4<sup>th</sup> – *chain ray of enfeeblement* (DC 19), *crushing despair* (DC 22), *enervation*, ~~*greater invisibility*~~ x2, ~~*stoneskin*~~; 5<sup>th</sup> – *dismissal*, *quicken magic missile*, *teleport*, *wall of stone*; 6<sup>th</sup> – *chained bands of steel* (DC 23), ~~*imbue familiar with spell ability*~~, *quicken scorching ray*, ~~*true seeing*~~; 7<sup>th</sup> – *banishment* (DC Special), *chained enervation*, *quicken dispel magic*; 8<sup>th</sup> – ~~*mind blank*~~, ~~*moment of prescience*~~. Caster level 20<sup>th</sup>.

**Possessions:** +1 Large *bashing heavy steel shield*, *headband of intellect* +6, *casting glove*, *metamagic rod of quicken*, spell component pouches (2), *scroll of disintegrate* (CL 11; unprepared).

**Power-Up Suite (*bear's endurance*, *displacement*, *false life*, *greater invisibility*, *mind blank*, *moment of prescience*, *stoneskin*, *true seeing*):** hp 254 (+15 temporary hp from *false life*); SQ *displacement* (50% miss chance), *greater invisibility* (total concealment), *mind blank* (protection from detection and mind control), *moment of prescience* (+20 to a single check), *stoneskin* (DR 10/adamantine until 150 points resisted); SV Fort +20; Con 24.

**Bebilith, Advanced (2):** CR 15; Gargantuan Outsider (Chaotic, Evil, Tanar'ri); HD 22d8+231; hp 330; Init +5 (+1 Dex, +4 Imp. Init); Spd 40 ft., climb 20 ft.; AC 24 (touch 7, flat-footed 23)[[-4 size, +1 Dex, +17 natural]]; BA/G +22/+47; Atk +31 melee (3d6+19 plus poison, bite) or +19 ranged (web); Full Att +31 melee (3d6+19 plus poison, bite) and +26 melee (2d6+6, 2 claws) or +19 ranged (web); Space / Reach: 20 ft. / 15 ft.; SA Poison, rend armor, web; SQ Damage reduction 10/good, darkvision 60 ft., immunity to electricity and poison, plane shift, scent resistance to acid 10, cold 10, and fire 10, telepathy 100 ft.; AL CE; SV Fort +24, Ref +14, Will +14; Str 36, Dex 12, Con 32, Int 11, Wis 13, Cha 13.

**Skills and Feats:** Climb +38, Diplomacy +5, Hide +22, Jump +40, Listen +26, Move Silently +26, Search +25, Sense Motive +26, Spot +26, Survival +1 (+3

following tracks); Improved Bull Rush, Cleave, Combat Reflexes, Improved Initiative, Improved Grapple, Power Attack, Shock Trooper, Track.

A bebilith'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.

**Poison (Ex):** Injury, Fortitude DC 32, initial damage 1d6 Con, secondary damage 2d6 Con. The save DC is Constitution-based.

**Rend Armor (Ex):** If a bebilith hits with both claw attacks, it pulls apart the armor worn by its foe. This attack deals 6d6 points of damage to the opponent's armor. Creatures not wearing armor are unaffected by this special attack. Armor reduced to 0 hit points is destroyed. Damaged armor may be repaired with a successful Craft (armorsmithing) check.

**Web (Ex):** A bebilith can throw a web up to four times per day. This is similar to an attack with a net, but has a maximum range of 30 feet, with a range increment of 10 feet. This attack is effective against targets of up to Gargantuan size. The web anchors the target in place, allowing no movement.

An entangled creature can escape with a DC 32 Escape Artist check or burst the web with a DC 32 Strength check. The check DCs are Constitution-based. The web has 14 hit points and hardness 0. There is a 75% chance that the webbing will not burn if any sort of fire is applied to it (check each round).

**Plane Shift (Su):** This ability affects only the bebilith. It is otherwise similar to the spell (caster level 20<sup>th</sup>).

## Encounter Eight

**Keekaku, Nursemother of the Nabassu:** CR 21; Huge Outsider (Chaotic, Evil, Tanar'ri); HD 27d8+324; hp 445; Init +8 (+4 Dex, +4 Imp. Init.); Spd 30 ft., fly 30 ft. (average); AC 31 (touch 12, flat-footed 23)[[-2 size, +4 Dex, +19 natural]]; BA/G +27/+52; Atk +42 melee (1d8+17 plus energy drain, claw); Full Att +42 melee (1d8+17 plus energy drain, 2 claws) and +40 melee (3d6+8, bite); Space / Reach: 15 ft. / 15 ft.; SA Call nabassu, death gaze, paralyzing aura, spell-like abilities; SQ Damage reduction 10/cold iron and good, immune to electricity and poison, resistance to acid 10, cold 10, and fire 10, SR 35, telepathy 100 ft., true seeing; AL CE; SV Fort +27, Ref +19, Will +22; Str 44, Dex 18, Con 34, Int 22, Wis 20, Cha 20.

**Skills and Feats.** Speak Languages (Abyssal, Auran, Celestial, Common, Draconic, Infernal), Appraise +20, Bluff +35, Concentration +42, Diplomacy +41, Gather Information +17, Intimidate +37, Hide +0, Knowledge

(Arcana) +18, Knowledge (Nobility) +23, Knowledge (Planes) +36, Listen +43, Move Silently +0, Search +36, Sense Motive +20, Spellcraft +38, Spot +43, Use Magic Device +15; Ability Focus (paralyzing aura), Cleave, Improved Initiative, Improved Natural Armor (x3), Iron Will, Multiattack, Power Attack, Violate Spell-Like Ability.

Keekaku'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.

**Call Nabassu (Sp):** Every 1d4 rounds, Keekaku can attempt to call 1d3 nabassu or 1-2 greater nabassu as a standard action with a 90% chance of success. This is the equivalent of a 9th-level spell.

**Death Gaze (Sp):** Death, range 30 ft, Fortitude DC 28 negates. Humanoids that die from this attack are transformed into ghastrs 24 hours later. The save DC is Charisma-based.

**Energy Drain (Su):** Living creatures hit by a Keekaku's claws gain two negative levels. The DC is 28 for the Fortitude save to remove a negative level. The save DC is Charisma-based. For each such negative level bestowed, Keekaku gains 5 temporary hit points.

**Paralyzing Aura (Su):** Any living creature coming within 20 ft. of Keekaku must succeed on a Fortitude save (DC 30) or be paralyzed for 1d10 rounds. A creature that succeeds is immune to Keekaku's paralyzing aura for 24 hours. The save DC is Charisma-based.

**Spell-Like Abilities:** At will – *darkness, silence, vampiric touch*; 1/day – *blasphemy, contagion* (DC 18), *desecrate, finger of death* (DC 22), *horrid wilting* (DC 23), *summon monster IX, unhallow, unholy blight* (DC 19); 2/day – *plane shift* (self plus 50 pounds of objects only), 3/day – *poison* (DC 18), *unholy aura*. Caster level 21<sup>st</sup>.

**True Seeing (Su):** Keekaku has a continuous true seeing ability as the spell (caster level 21<sup>st</sup>).

**Skills:** Keekaku has a +8 racial bonus on Listen and Spot checks.

**Greater Nabassu (2):** CR 11; Medium Outsider (Chaotic, Evil, Extraplanar, Tanar'ri); HD 11d8+66; hp 115; Init +4; Spd 30 ft., fly 60 ft. (average); AC 23 (touch 14, flat-footed 16) [+4 Dex, +9 Natural]; BA/G +11/+17; Atk +17 melee (1d4+6 plus energy drain, claw); Full Atk +17 melee (1d4+6 plus energy drain, 2 claws), +15 melee (1d8+3, bite); Face/Reach 5 ft./5 ft.; SA Death gaze, energy drain, feed, paralyzing aura, sneak attack +2d6, spell-like abilities, summon tanar'ri; SQ Damage reduction 10/cold iron or good, immune to electricity and poison, resistance to acid 10, cold 10, and fire 10, telepathy 100 ft.; SR 21; AL CE; SV Fort +13, Ref +11,

Will +11; Str 23, Dex 18, Con 23, Int 18, Wis 18, Cha 18.

**Skills and Feats:** Bluff +14, Concentration +20, Diplomacy +19, Escape Artist +12, Intimidate +12, Hide +18, Knowledge (Local: Iuz's Border States) +15, Knowledge (Planes) +15, Listen +26, Move Silently +18, Search +18, Spellcraft +11, Spot +26, Survival +12 (+14 following tracks), Use Rope +12 (+14 with bindings); Ability Focus (paralyzing aura), Multiattack, Power Attack, Track.

**Death Gaze (Sp):** 1/day - Death, range 30 ft., Fortitude DC 19 negates. Once per day, a greater nabassu can make a targeted gaze attack against one target. Humanoids that die from their attack are transformed into ghastrs 24 hours later. The save DC is Charisma-based.

**Energy Drain (Su):** Living creatures hit by a greater nabassu's claws gain two negative levels. The DC is 19 for the Fortitude save to remove a negative level. The save DC is Charisma-based. For each such negative level bestowed, the greater nabassu gains 5 temporary hit points.

**Feed (Su):** When a nabassu slays a humanoid opponent on a plane other than the Abyss, it can feed on the corpse, devouring both flesh and life force, as a full round action. Feeding destroys the victim's body and prevents any form of raising or resurrection that requires part of the corpse. There is a 50% chance that a *wish*, *miracle*, or *true resurrection* spell can restore a devoured victim to life. Check once for each destroyed creature. If the check fails, the creature cannot be brought back to life by mortal magic.

A nabassu advances in Hit Dice by consuming corpses in this fashion. For every four suitable corpses a nabassu devours, it gains 1 Hit Die and its Strength, Constitution, and natural armor increase by 1. Its attack bonus and saves improve as normal for an outsider of its Hit Dice and it gains skill points, feats, and ability score improvements normally. The nabassu only advances by consuming the corpses of creatures whose Hit Dice are equal to or greater than its own current total. A nabassu that reaches 11 Hit Dice through feeding becomes a greater nabassu upon completion of the act. A greater nabassu can reach a maximum of 21 Hit Dice through feeding.

**Paralyzing Aura (Su):** Any living creature coming within 10 ft. of a greater nabassu must succeed on a Fortitude save (DC 21) or be paralyzed for 1d10 rounds. A creature that succeeds is immune to that same greater nabassu's paralyzing aura for 24 hours. The save DC is Charisma-based.

**Spell-like Abilities:** At will – *darkness*, *silence*, *vampiric touch*. 2/day – *ethereal jaunt* (self plus 50

pounds of objects only). Caster level equals the greater nabassu's HD.

**Summon Tanar'ri (Sp):** Three times per day a greater nabassu can attempt to summon 2d6 dretches or 1 greater nabassu with a 35% chance of success. This is the equivalent of a 3<sup>rd</sup>-level spell.

**Skills:** Greater nabassu have a +8 racial bonus on Listen and Spot checks.

## Encounter Nine

**Kraken, Advanced (2):** CR 16; Gargantuan Magical Beast (Aquatic); HD 32d8+320; hp 464; Init +5 (+5 Imp. Init); Spd Swim 40 ft.; AC 21 (touch 7, flat-footed 20)[[-4 size, +1 Dex, +14 natural]]; BA/G +32/+56; Atk +40 melee (2d8+12 [19-20/x2], tentacle); Full Att +40 melee (2d8+13 [19-20/x2], 2 tentacles) and +38 melee (1d8+6, 6 arms) and +38 melee (4d6+6, bite); Space / Reach: 20 ft. / 15 ft. (60 ft. with tentacle, 30 ft. with arm); SA Improved grab, constrict 2d8+12 or 1d8+6; SQ Darkvision 60 ft., ink cloud, jet, low-light vision, spell-like abilities; AL NE; SV Fort +28, Ref +19, Will +17; Str 34, Dex 12, Con 30, Int 21, Wis 20, Cha 20.

**Skills and Feats:** Speak Languages (Aquan, Common, Draconic, Elven, Sahuagin), Concentration +26, Diplomacy +11, Hide +9, Intimidate +21, Knowledge (geography) +21, Knowledge (nature) +20, Listen +42, Search +40, Sense Motive +21, Spot +42, Survival +10 (+12 following tracks), Swim +20, Use Magic Device +20; Alertness, Blind-Fight, Combat Expertise, Improved Critical (tentacle), Improved Initiative, Improved Natural Attack (arms), Improved Trip, Iron Will, Multiattack, Rapid Swimming, Swim-By Attack.

An opponent can make sunder attempts against a kraken's tentacles or arms as if they were weapons. A kraken's tentacles have 20 hit points, and its arms have 10 hit points. If a kraken is currently grappling a target with one tentacle or arm, it usually uses another limb to make its attack of opportunity against the sunder attempt. Severing a kraken's tentacle or arm deals damage to the kraken equal to half the limb's full normal hit points. A kraken usually withdraws from combat if it loses both tentacles or three of its arms. A kraken regrows severed limbs in 1d10+10 days.

**Improved Grab (Ex):** To use this ability, the kraken must hit with an arm or tentacle attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

**Constrict (Ex):** A kraken deals automatic arm or tentacle damage with a successful grapple check.

**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.

**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.

**Spell-Like Abilities:** 1/day – *control weather*, *control winds*, *dominate animal* (DC 18), *resist energy*. CL 9<sup>th</sup>. The save DC is Charisma-based.

**Skills:** A kraken has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

## Appendix Two – New Feats, Spells, and Items

### NEW FEATS

#### CHAIN SPELL [METAMAGIC]

You can cast spells that arc to other targets in addition to the primary target.

**Prerequisites:** Any metamagic feat.

**Benefit:** Any spell that specifies a single target and has a range greater than touch can be chained so as to affect that primary target normally, then arc to a number of secondary targets equal to your caster level (maximum 20). Each arc affects one secondary target chosen by you, all of which must be within 30 feet of the primary target, and none of which can be affected more than once. You can choose to affect fewer secondary targets than the maximum.

If the chained spell deals damage, the secondary targets each take half as much damage as the primary target (rounded down) and can attempt Reflex saving throws for half damage (whether the spell allows a save or not). For spells that don't deal damage, the save DCs against arcing effects are reduced by 4. For example, if a 10<sup>th</sup>-level wizard normally casts *cause fear* at DC 14, a chained *cause fear* could target a goblin chieftain at DC 14 and up to ten of his nearby guards at DC 10.

A chained spell uses up a spell slot three levels higher than the spell's actual level.

(Source: *Complete Arcane* p. 76)

#### DEFT STRIKE

You can place attacks at weak points in your opponent's defenses.

**Prerequisites:** Int 13, Combat Expertise, Spot 10 ranks, sneak attack.

**Benefit:** As a standard action, you can attempt to find a weak point in a visible target's armor. This requires a Spot check against a DC equal to your target's Armor Class. If you succeed, your next attack against that target (which must be made no later than your next turn) ignores the target's armor bonus and natural armor bonus to AC (including any enhancement bonuses to armor or natural armor). Other AC bonuses still apply normally.

If you use a ranged weapon to deliver the attack, your opponent must be within 30 feet of you in order for you to benefit from this feat.

(Source: *Complete Adventurer* p. 107)

#### DIVINE MIGHT [DIVINE]

You can channel energy to increase the damage you deal in combat.

**Prerequisites:** Str 13, turn or rebuke undead ability, Power Attack.

**Benefit:** As a free action, spend one of your turn or rebuke undead attempts to add your Charisma bonus to your weapons damage for 1 full round.

(Source: *Complete Warrior* p. 106)

#### DIVINE SHIELD [DIVINE]

You can channel energy to make your shield more effective for either offense or defense.

**Prerequisites:** Turn or rebuke undead ability, proficiency with a shield.

**Benefit:** As a standard action, spend one of your turn / rebuke undead attempts to channel energy into your shield, granting it a sacred bonus equal to your Charisma modifier. This bonus applies to the shield's bonus to Armor Class and lasts for a number of rounds equal to half your character level.

(Source: *Complete Warrior* p. 106)

#### EXTRA SMITING

You can make more smite attacks.

**Prerequisites:** Smite ability, base attack bonus +4

**Benefit:** When you take this feat, you gain two extra attempts to smite per day. Use whatever smite ability you have (the paladin's smite evil ability or the hunter of the dead's ability to smite undead, for example).

**Special:** You can take this feat multiple times. Its effects stack.

(Source: *Complete Warrior* p. 98)

#### IMPROVED FLIGHT

You gain greater maneuverability when flying than you would normally have.

**Prerequisite:** Ability to fly (naturally, magically, or through shapechanging).

**Benefit:** Your maneuverability class while flying improves by one step – clumsy to poor, poor to average, average to good, or good to perfect.

(Source: *Complete Adventurer* p. 110)

#### OBTAIN FAMILIAR

You gain a familiar.

**Prerequisites:** Knowledge (arcane) 4 ranks, arcane caster level 3<sup>rd</sup>.

**Benefit:** You can obtain a familiar in the same manner as a sorcerer or wizard (see sorcerer class description and the accompanying sidebar, page 52 of the *PLAYER'S HANDBOOK*). As with a sorcerer or wizard,

obtaining a familiar takes 24 hours and uses up magic materials worth 100 gp.

For the purpose of determining familiar abilities that depend on your arcane caster class level, you levels in all classes that allow you to cast arcane spells stack.

(Source: *Complete Arcane* p. 81)

### PARRYING SHIELD

You have studied advanced techniques for battling foes whose attacks normally bypass armor. You use your shield to block or deflect rays and other touch attacks.

**Prerequisite:** Shield proficiency.

**Benefit:** You gain your shield bonus (and the shield's enhancement bonus, if any) as an addition to your touch AC.

**Special:** A fighter can select Parrying Shield as one of his fighter bonus feats (see *PLAYER'S HANDBOOK* page 38).

(Source: *Lords of Madness: The Book of Aberrations* p. 181)

### PRACTICED SPELLCASTER

Choose a spellcasting class that you possess. Your spells cast from that class are more powerful.

**Prerequisite:** Spellcraft 4 ranks.

**Benefit:** Your caster level for the chosen spellcasting class increases by 4. This benefit can't increase your caster level to higher than your Hit Dice. However, even if you can't benefit from the full bonus immediately, if you later gain Hit Dice in levels of nonspellcasting classes, you might be able to apply the rest of the bonus.

For example, a human 5<sup>th</sup>-level sorcerer/3<sup>rd</sup>-level fighter who selects this feat would increase his sorcerer caster level from 5<sup>th</sup> to 8<sup>th</sup> (since he has 8 Hit Dice). If he later gained a fighter level, he would gain the remainder of the bonus and his sorcerer caster level would become 9<sup>th</sup> (since he now has 9 Hit Dice).

A character with two or more spellcasting classes (such as a bard/sorcerer or a ranger/druid) must choose which class gains the feat's effect.

This feat does not affect your spells per day or spells known. It increases your caster level only, which would help you penetrate spell resistance and increase the duration and other effects of your spells.

**Special:** You may select this feat multiple times. Each time you choose it, you must apply it to a different spellcasting class. For instance, a 4<sup>th</sup>-level cleric / 5<sup>th</sup>-level wizard who had selected this feat twice would cast cleric spells as an 8<sup>th</sup>-level caster and wizard spells as a 9<sup>th</sup>-level caster.

(Source: *Complete Arcane* p. 82)

### RAPID SWIMMING

You are one with the water.

**Prerequisite:** Natural swim speed, base Fortitude save +2.

**Benefit:** Your swim speed increases by 20 feet.

(Source: *Stormwrack* p.93)

### SAILOR'S BALANCE

You are experienced with the rolling decks of the ship and maintain strong footing, even in a terrible storm.

**Prerequisites:** Profession (sailor) 4 ranks.

**Benefit:** You gain +5 competence bonus on Balance checks made while on the deck or in the rigging of a ship.

You can move across a slippery deck at your normal speed.

**Normal:** Without this feat, each square of movement across a slippery deck costs 2 squares of movement.

(Source: *Stormwrack* p. 93)

### SHIELDED CASTING

You are skilled at covering yourself with your shield when casting spells in combat.

**Prerequisites:** Concentration 5 ranks, Combat Casting, Shield Proficiency.

**Benefits:** As long as you have a light shield, heavy shield, or tower shield ready, you do not provoke attacks of opportunity for casting spells in combat.

(Source: *Races of Stone* p. 144)

### SHOCK TROOPER [TACTICAL]

You are adept at breaking up formations of soldiers when you rush into battle.

**Prerequisites:** Improved Bull Rush, Power Attack, base attack bonus +6.

**Benefit:** The Shock Trooper feat enables the use of three tactical maneuvers.

*Directed Bull Rush:* To use this maneuver, you must make a successful bull rush attempt as part of a charge. For every square you push your foe back, you may also push that foe one square to the left or right.

*Domino Rush:* To use this maneuver, you must make a successful bull rush attempt that forces a foe into the same square as another foe. You may make a free trip attempt against both foes at the same time, and neither foe gets a chance to trip you if your attempt fails.

*Heedless Charge:* To use this maneuver, you must charge and make the attack at the end of the charge using your Power Attack feat. The penalty you take on your attack roll must be -5 or worse. In addition to normal charge modifiers (which give you a -2 penalty to AC and a +2 bonus on the attack roll), you can assign any portion of the attack roll penalty from your Power Attack to your



Armor Class instead, up to a maximum equal to your base attack bonus.

**Special:** A fighter may select Shock Trooper as one of his fighter bonus feats.

(Source: *Complete Warrior* p. 112)

### STAGGERING STRIKE

You can deliver a wound that hampers an opponent's movement.

**Prerequisite:** Base attack bonus +6, sneak attack.

**Benefit:** If you deal damage with a melee sneak attack, you can also deliver a wound that limits your foe's mobility. For 1 round (or until the target is the beneficiary of a DC 15 Heal check or any magical healing that restores at least 1 hit point, whichever comes first), your target is treated as if it were staggered, even if its nonlethal damage doesn't exactly equal its current hit points. A target can resist this effect by making a successful Fortitude save (DC equal to the damage dealt). Multiple staggering strikes on the same creature do not stack. This feat has no effect on creatures not subject to sneak attack damage.

(Source: *Complete Adventurer* p. 112)

### SWIM-BY ATTACK

You can attack in the middle of a fast pass by your opponent.

**Prerequisite:** Swim speed.

**Benefit:** When swimming, you can take a move action and another standard action (such as an attack) at any point during the move. You cannot take a second move action during a round when you make a swim-by attack.

**Normal:** Without this feat, you take a standard action either before or after your move, but not in the middle of your move.

(Source: *Stormwrack* p. 94)

### VIOLATE SPELL-LIKE ABILITY

The creature's spell-like abilities are particularly tainted with evil.

**Benefit:** This feat adds the evil descriptor to a spell-like ability. Furthermore, if the spell-like ability deals damage, half of that damage (rounded down) is vile damage (see below). For example, if a violated *lightning bolt* from a cornugon deals a total of 35 points of damage, half of that amount (18 points) is electricity damage and the other half (17 points) is vile damage. Creatures immune to electricity take no damage from a violated *lightning bolt*.

Each of a creature's spell like abilities can be violated twice per day, though the feat does not allow the creature to exceed its normal usage limit for any ability. Thus if a

cornugon chooses to violate its *lightning bolt* ability, it can use a violated *lightning bolt* up to two times that day. Thereafter, it could use its *lightning bolt* ability again normally once (since it can use *lightning bolt* three times per day), or it could violate another of its spell-like abilities such as *fireball*.

**Special:** This feat can be taken multiple times. Each time it is taken, the creature can apply it to each of its spell like abilities two additional times per day.

(Source: *Book of Vile Darkness* p. 50)

### Vile Damage

Vile damage, like regular damage, results in the loss of hit points or ability score points. Unlike regular damage, vile damage can only be healed by magic cast within the area of a consecrate or hallow spell. Vile damage represents such an evil violation to a character's body or soul that only in a holy place can healing magic repair the damage.

(Source: *Book of Vile Darkness* p. 34)

## NEW SPELLS

### ARC OF LIGHTNING

Conjuration (Creation)[Electricity]

**Level:** Druid 4, sorcerer/wizard 5, warmage 5, wu jen 5

**Components:** V, S, M/DF

**Casting Time:** 1 standard action

**Range:** Close (25 ft. + 5 ft. / 2 levels)

**Area:** A line between two creatures

**Duration:** Instantaneous

**Saving Throw:** Reflex half

**Spell Resistance:** No

You create natural conductivity between two creatures, and a bolt of electricity arcs between them. This bolt deals 1d6 points of electricity damage per caster level (maximum 15d6) to both creatures and to anything in the line between them.

Both creatures must be in range, and you must be able to target them (as if this spell had them as targets). Draw the line from any corner in one creature's space to any corner in the other's space.

*Arcane Material Component:* Two small iron rods.

(Source: *Complete Arcane* p. 97)

### BANDS OF STEEL

Conjuration (Creation)

**Level:** Sorcerer / wizard 3

**Components:** V, S, M

**Casting Time:** 1 standard action

**Range:** Medium (100 ft. + 10 ft. / level)

**Target:** One creature

**Duration:** 1 round / level

**Saving Throw:** Reflex partial

**Spell Resistance:** No

You conjure a number of shining metallic bands out of thin air, encircling a Medium or smaller creature. The victim must succeed on a Reflex save or be immobilized (helpless). If the saving throw succeeds, the victim is only partially trapped by the bands (treat as entangled).

A creature immobilized by the bands can attempt to escape as a full-round action, either by bursting free (Strength DC 18) or wriggling out (Escape Artist DC 18).

An entangled creature can use a full-round action to break or disentangle itself with a DC 13 Strength check or a DC 13 Escape Artist check. Large or larger creatures are too big to be captured or impeded by the bands.

**Material Component:** Three small silver hoops, interlocked.

(Source: *Complete Arcane* p. 99)

## BRILLIANT AURA

Transmutation

**Level:** Druid 7

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Close (25 ft. + 5 ft. / 2 levels)

**Targets:** 1 person per 2 levels, all of who must be within 30 ft. of each other

**Duration:** 1 round / level

**Saving Throw:** Will negates (harmless)

**Spell Resistance:** Yes (harmless)

You limn your allies in a glowing nimbus, transforming their attacks into brilliant energy.

Each person affected by this aura gives off light as a torch (20-foot radius). Their weapon attacks (melee or ranged) function as if their weapons were brilliant energy weapons: they ignore nonliving matter and armor and enhancement AC bonuses do not count against them. The attacks cannot harm undead, constructs, or objects. In addition, all attacks gain an enhancement bonus on damage equal to one half the caster's level (maximum +10).

(Source: *Complete Divine* p. 157)

## IMBUE FAMILIAR WITH SPELL ABILITY

Universal

**Level:** Sorcerer / wizard 6

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Touch

**Target:** Familiar touched

**Duration:** 1 hour / level

**Saving Throw:** Will negates (harmless)

**Spell Resistance:** Yes (harmless)

This spell allows you to transfer a number of your spells and the ability to cast them into your familiar. Spontaneous spellcasters, such as sorcerers, can imbue a familiar with any spells they know how to cast. Arcanists who prepare spells, such as wizards, can imbue a familiar with any spell they have currently prepared. In either case, you can imbue one spell per three caster levels, with a maximum number of one-third your caster level, rounded down (maximum 5<sup>th</sup> level). Multiple castings of *imbue familiar with spell ability* have no effect on these limits.

The transferred spell's variable characteristics (range, duration, area, and so on) function according to your level. Once you cast *imbue familiar with spell ability* on your familiar, both the spell and the spell slots of the transferred spells remain unavailable for the preparation or casting of new spells until the familiar uses the transferred spells or *imbue familiar with spell ability* expires.

The spell can be dispelled, if this spell fails, the spells transferred are lost as if the familiar had cast them. In an *antimagic field*, the familiar loses the ability to cast the imbued spells, but regains it again if it leaves the field (so long as the spell's duration hasn't expired).

If any transferred spell requires a focus or material component, you must have it on your person when the spells are cast (components are consumed as normal without requiring you to bring them to hand). Any XP costs from a transferred spell are deducted from your total when the familiar casts the spell.

(Source: *Complete Arcane* p. 112)

## TIDAL SURGE

Evocation [Water]

**Level:** Druid 6, Ocean 5

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Medium (100 ft. + 10 ft. / level)

**Targets:** One or more creatures in a 20-ft.-radius burst

**Duration:** Instantaneous

**Saving Throw:** Reflex half

**Spell Resistance:** Yes

When you cast this spell, you create a huge wave of water that slams into one or more targets within range. If there is no large, natural source of water (a river, lake, or ocean) within the spell range, you can affect only one target. If such a source of water exists within the range of the spell, the spell creates a burst centered on a location you designate. In either case, the water deals 1d8 points of

damage per two caster levels (maximum 7d8) to the target or to creatures within the area.

In addition, all affected creatures suffer a bull rush attack, forcing them to make opposed Strength checks against the wave of water. The water has an effective Strength of 16 and is considered Medium size (or Strength 20 and Large if cast near a source of water). You designate the direction the wave pushes when you cast the spell; creatures who lose the opposed Strength check are pushed back 5 feet, plus an additional 5 feet for every 5 points by which the wave beats their Strength checks, in that direction. It is possible for a wave arising from a body of water to push characters into the water.

The wave puts out torches, campfires, exposed lanterns, and other open flames if they are carried by the targets or located within the area and they are Large size or smaller. If the wave hits a magical fire, those flames are targeted by a *dispel magic* effect as if you had cast the spell.

(Source: *Complete Divine* p. 184)

## NEW ITEMS

### CASTING GLOVE

A *casting glove* is a spellcaster's best friend. Like a *glove of storing*, a *casting glove* stores one item weighing up to 20 pounds. However, the wearer can make use of a stored potion, rod, scroll, staff, or wand without retrieving it. The major reason that adventurers prefer to channel the magic of stored items is that doing so does not provoke attacks of opportunity.

**Description:** A *casting glove* is a black leather gauntlet with small silver and gold runes around the tip of each finger. Because the magic used in its creation smoothes out any imperfections in the leather and eliminates any seams, the glove feels smooth to the touch. When the wearer snaps her fingers, the runes on the fingertips flash briefly. When she uses the glove to summon or store an item, arcane energy crackles between her fingers.

**Activation:** A *casting glove* has two functions. Storing or retrieving an item requires a command word but is a free action. Using a magic item without first retrieving it requires a standard action.

**Effect:** On the wearer's command, one item held in the hand wearing the glove disappears and is stored in it, as with a *glove of storing*. The item can weigh no more than 20 pounds, and the wearer must be able to hold it in one hand. The item is actually shrunk down so small that it cannot be seen and is held in stasis within the glove. While thus stored, the item has negligible weight.

By snapping the fingers of the hand wearing the glove, the wearer causes the item to reappear. A glove stores only one item at a time. Spell durations are not

arrested; any active spell effects continue to run normally. If an effect is suppressed or dispelled, the stored item reappears instantly.

The effect that distinguishes a *casting glove* from a *glove of storing* is the former's ability to channel the magic of certain items without retrieving them. Once per round, the wearer of a *casting glove* can call upon one effect of a stored potion, rod, wand, scroll, or staff as if he were holding the item in his hand. Potions function as if the wearer had drunk them, and scrolls function as if the wearer had read them. (Later, when the wearer retrieves these items, the scroll page is blank, and the potion vial is empty). Channelling the power of a rod, staff, or wand in this way expends charges from it normally, and the effect is generated as if the wearer were holding the item. If the item has multiple functions, the wearer chooses one in the normal fashion.

**Aura / Caster Level:** Moderate transmutation; CL 11<sup>th</sup>.

**Construction:** Craft Wondrous Item, *shrink item*, 10,000 gp, 800 XP, 20 days.

**Weight:** -.

**Price:** 20,000 gp.

(Source: *Dungeon Master's Guide II* p. 266)

### DEADLY PRECISION

A deadly precision weapon deals an extra 2d6 points of damage when its wielder makes a successful sneak attack. This ability does not bestow the ability to make sneak attacks upon a user who does not already have it.

Moderate transmutation; CL 12<sup>th</sup>; Craft Magic Arms and Armor, *keen edge*; Price +2 bonus.

(Source: *Complete Adventurer* p. 127)

### MAGEBANE

Weapons crafted with the magebane property are rightly feared by all arcane spellcasters. Against any creature with arcane spells currently prepared or spell slots available to cast arcane spells without preparation, or against creatures with the ability to use arcane spell-like abilities, a magebane weapon's effective enhancement bonus is 2 better than normal (so that a +1 longsword becomes a +3 longsword when wielded against arcane spellcasters) and deals an extra 2d6 points of damage. Magebane bows, crossbows, and slings bestow this ability upon their ammunition.

Moderate conjuration; CL 8<sup>th</sup>; Craft Magic Arms and Armor, *dispel magic*; Price +1 bonus.

(Source: *Complete Arcane* p. 144)

### PITSPAUNED TEMPLATE

The pitspawned template can be added to any suit of armor, shield, or weapon crafted on the Infinite Layers of

the Abyss by a smith native to that plane. Mariliths sometimes take the necessary ranks in the relevant Craft skill to make such items, although half-fiends of various kinds also slave away in the dark forges of the Abyss. Evil titans and fiendish yuan-ti that call the Abyss home also create pitspawned gear occasionally.

A pitspawned suit of armor or weapon has all the base statistics of the normal item except as noted here. A good creature that wears pitspawned armor or wields a pitspawned weapon takes a -1 penalty on attack rolls because it finds the innate vileness of the item uncomfortable and distracting.

### Requirements

The creator of a pitspawned item must be native to the Infinite Plains of the Abyss and must make the item on that plane.

### Pitspawned Weapons

Like pitspawned armor and shields, pitspawned weapons are dark in color and have a blood-red cast when viewed at the proper angle. These weapons tend to reflect the demonic combat philosophy of overwhelming foes with massive damage.

**Cost:** The pitspawned template adds 1,000 gp to the other costs associated with creating a given weapon.

**Affinity:** *Keen* (special ability); *sword of life stealing* (specific weapon). A pitspawned weapon is constructed especially to deal tremendous amounts of damage, or even to destroy a creature's life force.

**Special:** A pitspawned weapon is more likely to deal grievous injuries than its normal counterparts. The wielder gains a +2 bonus on rolls made to confirm critical hits with this weapon.

(Source: *Dungeon Master's Guide II* p. 278)

### ROGUE BLADE

This +2 rapier provides the effect of the blink spell as cast by a 6<sup>th</sup>-level wizard when wielded. Because blink denies opponents their Dexterity bonuses to Armor Class, a rogue wielding a rogue blade always gets to add her sneak attack damage (provided her opponent is susceptible to such).

Moderate transmutation; CL 6<sup>th</sup>; Craft Magic Arms and Armor, blink; Price: 44,320 gp.

(Source: *Savage Species* p. 51)

## Appendix Three – New Prestige Classes

### DREAD PIRATE (DISHONORABLE)

Thugs and cutthroats in every port lay claim to the title “pirate,” but actually making a fortune through piracy is no easy task. A dread pirate, however, has mastered every aspect of larceny on the high seas. His network of contacts tells him when a particularly valuable cargo is shipping out. After a flawless ambush at sea, he swings aboard the target ship on a rope, rapier in hand. Once he and his shipmates have overpowered the prize vessel's crew, they liberate the cargo and make their escape. Later, the dread pirate meets representatives from the black market in an isolated cove and sells his newly acquired cargo for a handsome profit.

Some dread pirates accomplish their goals through fear, killing indiscriminately and ruling their ships at rapier-point. Others minimize bloodshed and exhibit a curious sort of chivalry, perhaps realizing that the captain and crew of a prize ship are more likely to surrender if they believe they will live to see port again. Now and then a dread pirate takes his chivalric streak a step farther and preys only on the ships of enemy nations – or even solely on other pirates.

A dread pirate's lifestyle is ideal for most rogues, because the job requires a number of skills that other classes don't have the time or inclination to learn. However, the class also attracts some spellcasters, who can use magic to conceal their ships or incapacitate a prize vessel's crew.

**Hit Die:** d8

#### Requirements

To qualify to become a dread pirate, a character must fulfill all of the following criteria.

**Alignment:** Any nonlawful.

**Base Attack Bonus:** +4

**Skills:** Appraise 8 ranks, Profession (sailor) 8 ranks,

Swim 4 ranks, Use Rope 4 ranks.

**Feats:** Quick Draw, Weapon Finesse.

**Special:** The character must own a ship worth at least 10,000 gp. The method of acquisition – purchase, force of arms, or skullduggery – makes no difference, as long as he can freely operate it on the high seas.

#### Class Skills

The dread pirate's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Gather Information (Cha), Intimidate (Cha), Jump (Str), Listen (Wis), Perform (Cha), Profession (Wis), Search (Int), Sense Motive (Wis), Sleight of Hand (Dex), Spot (Wis), Swim (Str), Tumble (Dex), and Use Rope (Dex).

**Skill Points at Each Level:** 6 + Int modifier.

#### Class Features

All of the following are class features of the dread pirate prestige class.

**Weapon and Armor Proficiency:** Dread pirates are proficient with all simple weapons, with light martial weapons, and with the rapier. Dread pirates are proficient with light armor but not with shields.

**Seamanship (Ex):** A dread pirate adds his class level as an insight bonus on all Profession (sailor) checks. Allies within sight or hearing of a dread pirate add an insight bonus equal to half this number on their profession (sailor) checks.

**Two-Weapon Fighting:** A dread pirate wearing light or no armor is treated as having the Two-Weapon Fighting feat, even if he does not have the prerequisites for the feat.

**Fearsome Reputation (Ex):** By the time he attains 2<sup>nd</sup> level, a dread pirate has developed a reputation on the high seas. At this point, he must choose whether to

**Table 3-1: Dread Pirate (Dishonorable)**

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1 <sup>st</sup>	+1	+0	+2	+0	Seamanship, two-weapon fighting
2 <sup>nd</sup>	+2	+0	+3	+0	Fearsome reputation +2
3 <sup>rd</sup>	+3	+1	+3	+1	Sneak attack +1d6
4 <sup>th</sup>	+4	+1	+4	+1	Acrobatic charge, steady stance
5 <sup>th</sup>	+5	+1	+4	+1	Scourge of the Seas
6 <sup>th</sup>	+6	+2	+5	+2	Fearsome reputation +4
7 <sup>th</sup>	+7	+2	+5	+2	Sneak attack +2d6
8 <sup>th</sup>	+8	+2	+6	+2	Skill mastery
9 <sup>th</sup>	+9	+3	+6	+3	Motivate the scum
10 <sup>th</sup>	+10	+3	+7	+3	Fearsome reputation +6, pirate king

cultivate a reputation as an honorable pirate (avoiding undue bloodshed, honoring flags of truce, and the like) or as a disreputable pirate (favoring mayhem and dire treatment of prisoners).

A dread pirate's actual activities or alignment need not match his reputation. However, a radical shift away from his reputation might negate or even reverse that reputation at the DM's option. Also, a dread pirate in disguise does not gain any effect granted by his reputation (including the special abilities described below that depend on the dread pirate's reputation).

**Sneak Attack (Ex):** Beginning at 3<sup>rd</sup> level, a dishonorable dread pirate deals an extra 1d6 points of damage when flanking an opponent or at any time when the target would be denied its Dexterity bonus. This extra damage applies to ranged attack only if the target is within 30 feet. See the rogue class feature, page 50 of the *PLAYER'S HANDBOOK*. The amount of extra damage dealt increases to 2d6 at 7<sup>th</sup> level. If a dishonorable dread pirate gets a sneak attack bonus from another source (such as levels of rogue), the bonuses on damage stack.

**Acrobatic Charge (Ex):** A dread pirate of 4<sup>th</sup> level or higher can charge over difficult terrain that normally slows movement or through squares occupied by allies blocking his path. This ability enables him to charge across a cluttered ship's deck, leap down from a higher deck, or swing between two adjacent ships to get to his target. Depending on the circumstances, he might still need to make appropriate checks (such as Jump, Tumble, or Use Rope checks to successfully move over the terrain).

**Steady Stance (Ex):** At 4<sup>th</sup> level and higher, a dread pirate remains stable on his feat when others have difficulty standing. He is not considered flat-footed while balancing or climbing, and he adds his class level as a bonus on Balance or Climb checks to remain balancing or climbing when he takes damage.

**Scourge of the Seas (Ex):** Starting at 5<sup>th</sup> level, a dishonorable dread pirate can instill fear into his enemies. When the character uses Intimidate to demoralize foes, the attempt affects all enemies within 30 feet who can see and hear him, and the effect lasts for a number of rounds equal to his Charisma modifier (minimum 1 round). Multiple uses of this ability don't stack. This is a mind-affecting ability.

**Skill Mastery (Ex):** At 8<sup>th</sup> level, a dread pirate becomes supremely confident of his mobility. He has mastered the skills Balance, Climb, Jump, and Tumble to

the extent that he can take 10 with them even under stress.

**Motivate the Scum (Ex):** Once per day, a dishonorable dread pirate of 9<sup>th</sup> level or higher can motivate his allies by killing a helpless individual. All allies of the dread pirate who see the act gain a +2 morale bonus on damage rolls. This effect lasts for 24 hours.

Most dishonorable dread pirates don't care whether the victim is a prisoner or one of their own crew. In fact, if the slain individual is one of the dread pirate's crew, the morale bonus on damage rolls improves to +4, but the allies also take a -2 penalty on Will saves for the duration of the effect.

**Pirate King (Ex):** A 10<sup>th</sup>-level dread pirate's exploits have become so legendary that great numbers of able sailors are willing to sign on as his crew for no compensation other than a share of the booty. Treat this ability as the equivalent of the Leadership feat, except that only followers (and no cohorts) are gained.

(Excerpted from *Complete Adventurer* p. 39)

## EXOTIC WEAPON MASTER

Characters of any race or background can become exotic weapon masters; the only real requirement is commitment and perseverance. Nevertheless, most exotic weapon masters are human, because members of that race have the most exposure to new cultures and thus the most opportunity to take up exotic weapons.

NPC exotic weapon masters often open training arenas or schools for those interested in learning to fight with unusual weapons or tactics. They often take levels in other prestige classes and can be found as champions or leaders among bands of warriors.

**Hit Die:** d10

### Requirements

To become an exotic weapon master, a character must fulfill the following criteria.

**Base Attack Bonus:** +6

**Skills:** Craft (weaponsmithing) 3 ranks

**Feats:** Exotic Weapon Proficiency (any exotic weapon), Weapon Focus (any exotic weapon).

**Special:** Races that have familiarity with an exotic weapon (such as the dwarf's familiarity with the dwarven waraxe and the dwarven urgosh) are considered to have the Exotic Weapon Proficiency feat for the purpose of

**Table 3-2: The Exotic Weapon Master**

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1 <sup>st</sup>	+1	+2	+0	+0	Exotic weapon stunt
2 <sup>nd</sup>	+2	+3	+0	+0	Exotic weapon stunt
3 <sup>rd</sup>	+3	+3	+1	+1	Exotic weapon stunt

meeting the requirements for this class.

### **Class Skills**

The exotic weapon master's class skills (and the key ability for each skill) are Craft (Int), Intimidate (Cha), and Profession (Wis).

**Skill Points at Each Level:** 2 + Int modifier.

### **Class Features**

All of the following are class features of the exotic weapon master prestige class.

**Weapon and Armor Proficiency:** Exotic weapon masters gain no proficiency with any weapon or armor.

**Exotic Weapon Stunt (Ex):** At each level, an exotic weapon master learns a special trick that he can use with any exotic weapon for which he has the Weapon Focus feat. He must select the trick learned when he gains the level, and once selected the choice cannot later be changed. He can't select the same stunt more than once.

**Exotic Reach:** When wielding an exotic weapon with reach, the character may make an attack of opportunity against a foe that provokes such an attack even if the foe has cover (but not total cover).

**Flurry of Strikes:** When wielding an exotic double weapon or a spiked chain with both hands, the character can elect to use a full attack action to make a flurry of strikes. When doing so, he may make one extra attack in the round at his full base attack bonus, but this attack takes a -2 penalty, as does any other attack made in that round and until the exotic weapon master's next turn. The extra attack may be with either end of the double weapon.

(Excerpted from *Complete Warrior* p. 30)

## Appendix Four – New Monsters

### **NABASSU**

**Medium Outsider (Chaotic, Evil, Extraplanar, Tanar'ri)**

**Hit Dice:** 7d8+28 (59 hp)

**Initiative:** +4

**Speed:** 30 ft., fly 60 ft. (average)

**AC:** 19 (+5 natural, +4 Dex), touch 14, flat-footed 13

**Base Attack/Grapple:** +7/+11

**Attack:** Claw +11 melee (1d4+4)

**Full Attack:** 2 claws +11 melee (1d6+4) and bite +9 melee (1d8+2)

**Space/Reach:** 5 ft./ 5 ft.

**Special Attacks:** Death gaze, feed, sneak attack +2d6, spell-like abilities

**Special Qualities:** Damage reduction 10/cold iron or good, immune to electricity and poison, resistance to acid 10, cold 10, and fire 10, SR 17, telepathy 100 ft.

**Saves:** Fort +9, Ref +9, Will +7

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

**Skills:** Bluff +7, Concentration +10, Diplomacy +4, Escape Artist +10, Intimidate +8, Hide +14, Knowledge (Local)(Any one) +7, Knowledge (Planes) +7, Listen +20, Move Silently +14, Search +12, Spellcraft +7, Spot +20, Survival +8 (+10 following tracks), Use Rope +10 (+12 with bindings).

**Feats:** Multiattack, Power Attack, Track

**Climate/Terrain:** Infinite Layers of the Abyss (Torremor)

**Organization:** Solitary or gang (3-5)

**Challenge Rating:** 6

**Treasure:** Standard

**Alignment:** Always chaotic evil

**Advancement:** Special (see below)

Nabassu are creatures spawned in the Abyss but nurtured on other planes, where they grow and gain power by slaying and devouring humans.

Nabassu, unmistakably fiends, are gargoyleish in appearance, standing 7 feet tall. They are gaunt with leathery skin and wings, tightly corded muscles, long claws on hands and feet, steely grey eyes, and a wide mouth lined with sharp fangs.

Nabassu are a scourge of humanity. They are the only fiends that live a part of their lives on a foreign plane. Unlike other tanar'ri, nabassu seem to have no place in the Blood War. Once they return to the Abyss from their tour of carnage on the Prime Material, they will reside in one of the fortresses of the Abyss for the rest of their immortal existence.

### **Combat**

A nabassu'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. Its natural weapons are treated as magic weapons for the purpose of overcoming damage reduction.

**Death Gaze (Sp):** 1/day - Death, range 30 ft, Fortitude DC 15 negates. Once per day, a nabassu can make a targeted gaze attack against one target. Humanoids that die from the attack are transformed into ghouls 24 hours later. The save DC is Charisma-based.

**Sneak Attack (Ex):** A nabassu can make a sneak attack like a rogue, dealing an extra 2d6 points of damage whenever a foe is denied his or her Dexterity bonus or when the nabassu is flanking.

**Feed (Su):** When a nabassu slays a humanoid opponent on a plane other than the Abyss, it can feed on the corpse, devouring both flesh and life force, as a full round action. Feeding destroys the victim's body and prevents any form of raising or resurrection that requires part of the corpse. There is a 50% chance that a *wish*, *miracle*, or *true resurrection* spell can restore a devoured victim to life. Check once for each destroyed creature. If the check fails, the creature cannot be brought back to life by mortal magic.

A nabassu advances in Hit Dice by consuming corpses in this fashion. For every four suitable corpses a nabassu devours, it gains 1 Hit Die, and its Strength, Constitution, and natural armor increase by +1. Its attack bonus and saves improve as normal for an outsider of its Hit Dice, and it gains skill points, feats, and ability score improvements normally. The nabassu only advances by consuming the corpses of creatures whose Hit Dice are equal to or greater than its own current total. A nabassu who reaches 11 Hit Dice though feeding becomes a Greater Nabassu upon completion of the act.

**Spell-like Abilities:** At will – *darkness*. Caster level 7<sup>th</sup>.

**Skills:** Nabassu have a +8 racial bonus on Listen and Spot checks.

Source: *Planescape - Monstrous Compendium* (TSR 2602), converted to D&D 3.5 from 2<sup>nd</sup> Edition

### **NABASSU, GREATER**

**Medium Outsider (Chaotic, Evil, Extraplanar, Tanar'ri)**

**Hit Dice:** 11d8+66 (115 hp)

**Initiative:** +4

**Speed:** 30 ft., fly 60 ft. (average)



**AC:** 23 (+9 natural, +4 Dex), touch 14, flat-footed 16  
**Base Attack/Grapple:** +11/+17  
**Attack:** Claw +17 melee (1d4+6 plus energy drain)  
**Full Attack:** 2 claws +17 melee (1d6+6 plus energy drain) and bite +15 melee (1d8+3)  
**Space/Reach:** 5 ft./ 5 ft.  
**Special Attacks:** Death gaze, feed, paralyzing aura, sneak attack +2d6, spell-like abilities, summon tanar'ri  
**Special Qualities:** Damage reduction 10/cold iron or good, immune to electricity and poison, resistance to acid 10, cold 10, and fire 10, SR 21, telepathy 100 ft.  
**Saves:** Fort +13, Ref +11, Will +11  
**Abilities:** Str 23, Dex 18, Con 23, Int 18, Wis 18, Cha 18  
**Skills:** Bluff +14, Concentration +20, Diplomacy +19, Escape Artist +12, Intimidate +12, Hide +18, Knowledge (Local)(Any one) +15, Knowledge (Planes) +15, Listen +26, Move Silently +18, Search +18, Spellcraft +11, Spot +26, Survival +12 (+14 following tracks), Use Rope +12 (+14 with bindings).  
**Feats:** Ability Focus (paralyzing aura), Multiattack, Power Attack, Track  
**Climate/Terrain:** Infinite Layers of the Abyss (Torremor)  
**Organization:** Solitary  
**Challenge Rating:** 10  
**Treasure:** Standard  
**Alignment:** Always chaotic evil  
**Advancement:** Special (see below)

A nabassu that reaches 11 Hit Dice through feeding becomes a greater nabassu. A greater nabassu can reach a maximum of 21 Hit Dice through feeding.

**Death Gaze (Sp):** 1/day - Death, range 30 ft, Fortitude DC 19 negates. Once per day, a greater nabassu can make a targeted gaze attack against one target. Humanoids that die from the attack are transformed into ghosts 24 hours later. The save DC is Charisma-based.

**Energy Drain (Su):** Living creatures hit by a greater nabassu's claws gain two negative levels. The DC is 19 for the Fortitude save to remove a negative level. The save DC is Charisma-based. For each such negative level bestowed, the greater nabassu gains 5 temporary hit points.

**Feed (Su):** A greater nabassu can feed, as a nabassu. A greater nabassu can reach a maximum of 21 Hit Dice through feeding.

**Paralyzing Aura (Su):** Any living creature coming within 10 ft. of a greater nabassu must succeed on a Fortitude save (DC 21) or be paralyzed for 1d10 rounds. A creature that succeeds is immune to that same greater nabassu's paralyzing aura for 24 hours. The save DC is Charisma-based.

**Spell-Like Abilities:** At will – *darkness*, *silence*, *vampiric touch*; 2/day – *ethereal jaunt* (self plus 50

pounds of objects only). Caster level equals the greater nabassu's HD.

**Summon Tanar'ri (Sp):** Three times per day a greater nabassu can attempt to summon 2d6 dretches or 1 greater nabassu with a 35% chance of success. This is the equivalent of a 3<sup>rd</sup>-level spell.

**Skills:** Greater nabassu have a +8 racial bonus on Listen and Spot checks.

Source: *Planescape - Monstrous Compendium* (TSR 2602), converted to D&D 3.5 from 2<sup>nd</sup> Edition

## OGRE, SKULLCRUSHER

### Large Giant

**Hit Dice:** 8d8+24 (60 hp)

**Initiative:** +0

**Speed:** 30 ft. in spiked half-plate (6 squares); base 40 ft.

**Armor Class:** 20 (-1 size, +2 natural, +7 spiked half-plate, +2 spiked heavy shield), touch 9, flatfooted 20

**Base Attack / Grapple:** +6/+21

**Attack:** Morningstar +12 melee (2d6+7) or shield spike +12 melee (1d8+3) or rock +6 ranged (2d6+7)

**Full Attack:** Morningstar +8/+3 melee (2d6+7) and shield spike +8 melee (1d8+3) or rock +6 ranged (2d6+7)

**Space/Reach:** 10 ft. / 10 ft.

**Special Attacks:** Rock throwing

**Special Qualities:** Darkvision 60 ft., low-light vision

**Saves:** Fort +9, Ref +2, Will +2

**Abilities:** Str 25, Dex 11, Con 17, Int 10, Wis 10, Cha 9

**Skills:** Craft (armorsmithing or weaponsmithing) +5, Handle Animal +4, Intimidate +1, Knowledge (architecture and engineering) +5, Ride +7, Search +0 (+2 secret doors)

**Feats:** Improved Grapple<sup>B</sup>, Improved Shield Bash, Mounted Combat, Power Attack, Two-Weapon Fighting<sup>B</sup>

**Environment:** Warm hills

**Organization:** Gang (4-9), warband (10-24 plus 1-2 3<sup>rd</sup> level sergeants mounted on trained war elephants and 1-4 ogres), or tribe (30-60 plus 50% noncombatants plus 1 3<sup>rd</sup> level sergeant per 10 adults, 1 or 2 lieutenants of 4<sup>th</sup> or 5<sup>th</sup> level, 1 leader of 6<sup>th</sup>-8<sup>th</sup> level, 4-16 ogres, and 10-30 trained war elephants)

**Challenge Rating:** 5

**Treasure:** Standard

**Alignment:** Usually neutral evil

**Advancement:** By character class

**Level Adjustment:** +3

*This 8-foot tall brute resembles an ogre but looks to be more intelligent, and it stands more erect. Its armor and shield are covered in spikes, and it carries a vicious-looking morningstar.*

Skullcrusher ogres are an offshoot of the ogre stock bred for war. Shorter and less brutish than typical ogres, skullcrusher ogres are nevertheless stronger and more dangerous.

Thuggish and sadistic, bellicose and rowdy, skullcrusher ogres enjoy bullying weaker creatures. Tribes often keep slaves, which in many cases are normal ogres.

Created long ago to serve as soldiers, skullcrusher ogres have naturally centered their culture on warfare, and their villages are arrayed like military encampments. Skullcrusher ogres build siege walls and other structures to defend their homes, and they train elephants for mounted combat.

An adult skullcrusher ogre stands 8 to 9 feet tall and weighs 550 to 600 pounds. The creatures' skin color ranges from pale yellow to pale brown, and their hair tends to be black. Skullcrusher ogres wear armor during their waking hours and little clothing when sleeping.

Skullcrusher ogres speak Giant and Common.

### Combat

Skullcrusher ogres are born fighters. They love the clango and calamity of battle.

A skullcrusher ogre gleefully charges into combat and strikes at foes with both its Morningstar and spiked shield. A skullcrusher ogre especially enjoys grappling foes and crushing them on his spiked armor. (A successful grapple check to deal damage causes 1d4+7 points of nonlethal damage plus 1d8 points of piercing damage.)

Rock Throwing (Ex): Like giants, skullcrusher ogres are accomplished rock throwers and gain a +1 racial bonus on attack rolls when throwing rocks. A skullcrusher ogre can hurl rocks of 40 to 50 pounds (Small objects) up to five range increments. The range increment is 100 feet for a skullcrusher ogre's rocks.

### Society

Although they are as ill-tempered as their ogre brethren, skullcrusher ogres understand the importance of discipline within their fighting squads. The warband becomes their family, of sorts. Their swords and shields become their trusted companions. While lesser ogres allow fatigue, hunger, and petty greed to get the better of them, skullcrushers tirelessly rehearse battle tactics, sharpen their blades, and survey the terrain of the lands they intend to conquer, looking for tactically advantageous ground on which to fight.

A strict hierarchy governs each skullcrusher warband. The smartest and mightiest skullcrusher leads the warband until the day he falls in battle, at which

point his chosen successor takes command, often claiming the weapons and trophies of her fallen predecessor. A skullcrusher must fight for her place in the chain of command, and all challenges among members of the warband are resolved through nonlethal combat. Although incapable of feeling deep love for a comrade-in-arms, a skullcrusher knows better than to take the life of an ally and wouldn't think to deprive another skullcrusher of the chance to die a glorious death on the battlefield.

## PARAELEMENTAL, MAGMA

### Magma Paraelemental, Greater

#### Huge Elemental (Earth, Fire, Extraplanar)

**Hit Dice:** 21d8+105 (199 hp)

**Initiative:** -1

**Speed:** 30 ft.

**Armor Class:** 19 (-2 size, -1 Dex, +12 natural), touch 7, flatfooted 19

**Base Attack / Grapple:** +15/+33

**Attack:** Slam +23 melee (2d10+10/19-20)

**Full Attack:** 2 Slams +23 melee (2d10+10/19-20)

**Space/Reach:** 15 ft. / 15 ft.

**Special Attacks:** Burn (DC 27)

**Special Qualities:** Damage reduction 10/-, darkvision 60 ft., elemental traits, immunity to fire, vulnerability to cold

**Saves:** Fort +17, Ref +6, Will +7

**Abilities:** Str 31, Dex 8, Con 21, Int 6, Wis 11, Cha 11

**Skills:** Listen +12, Spot +12

**Feats:** Ability Focus (burn), Cleave, Great Cleave, Improved Bull Rush, Improved Critical (slam), Improved Overrun, Improved Sunder, Power Attack

### Magma Paraelemental, Elder

#### Huge Elemental (Earth, Fire, Extraplanar)

**Hit Dice:** 24d8+120 (228 hp)

**Initiative:** -1

**Speed:** 30 ft.

**Armor Class:** 22 (-2 size, -1 Dex, +15 natural), touch 7, flatfooted 21

**Base Attack / Grapple:** +18/+37

**Attack:** Slam +27 melee (2d10+11/19-20)

**Full Attack:** 2 Slams +27 melee (2d10+11/19-20)

**Space/Reach:** 15 ft. / 15 ft.

**Special Attacks:** Burn (DC 29)

**Special Qualities:** Damage reduction 10/-, darkvision 60 ft., elemental traits, immunity to fire, vulnerability to cold

**Saves:** Fort +19, Ref +7, Will +8

**Abilities:** Str 33, Dex 8, Con 21, Int 6, Wis 11, Cha 11

**Skills:** Listen +13, Spot +14

**Feats:** Ability Focus (burn), Cleave, Great Cleave, Improved Bull Rush, Improved Critical (slam), Improved Natural Armor, Improved Overrun, Improved Sunder, Power Attack

**Environment:** Elemental Planes of Earth and Fire

**Organization:** Solitary

**Challenge Rating:** Greater 9; elder 11.

**Treasure:** None

**Alignment:** Usually neutral

**Advancement:** Greater 22-23 (Huge); elder 25+ HD (Huge)

**Level Adjustment:** -

Birthed in the heart of extraplanar volcanoes, magma paraelementals can erupt into violence without warning.

A magma paraelemental is a hulking, humanoid figure composed entirely of lava. It is rock-colored across the chest, arms, and legs, where the lava has cooled somewhat, while the hands and feet are still fiery red. Two glowing embers sit where the eyes should be, and the mouth is a gaping maw of flame.

Magma elementals live on the Elemental Planes of Fire and Earth. Accordingly, they speak both Ignan and Terran in low, rumbling voices.

## Combat

Magma paraelementals love to charge into melee combat. Given a chance, they'll grapple foes smaller than they are.

**Burn (Ex):** Those grappled by a magma paraelemental or hit by its slam attack must succeed at a Reflex save or catch fire. The fire burns for 1d4 rounds (see *Catching on Fire*, page 303 of the *DUNGEON MASTER'S GUIDE*). The save DC varies with the paraelemental's size. A burning creature can take a move-equivalent action to put out the flame. The save DC is Constitution-based.

Creatures hitting a magma paraelemental with natural weapons or unarmed attacks must likewise make a Reflex save to avoid catching fire.

(Source: *Manual of the Planes* p. 182 and *D&D 3.5 Update*)

## Appendix Five – Ship's Deck Environment

(Excerpted from *Stormwrack* p. 19)

Many fights in which player characters are involved take place on the decks of a ship – their own, or one they've

succeeded in boarding. A ship's decks tend to be cluttered and can be rendered slippery by blood or

seawater, but since ships are essentially designed to be places where humans and humanoids can move about and work, they make for comparatively safe and secure footing.

A fight on board a ship can be drastically altered by the current weather conditions. These conditions apply to the whole ship, not just a few squares of it.

**Heeling or Listing:** A ship can list from running aground or from flooding below decks. A heeling ship is a ship that is listing to one side from the effects of its maneuvers – a rapid turn at high speed, or a sailing ship lying somewhat on its side as it runs across or before a strong wind. A mild list has the same effect as a gradual slope; there is no effect on movement, but characters gain a +1 bonus on melee attacks against foes downhill from them. A severe list is the same as a steep slope. Characters must spend 2 squares of movement for each square of steep slope. Characters running or charging downhill must succeed on a DC 10 Balance check upon entering the first steep slope square. Characters who fail this check stumble and must end their movement 1d2x5 feet later. Characters who fail by 5 or more fall prone in the square where they end their movement. A severe heel or list increases the DC of Tumble checks by 2.

**Heavy Rolls:** Ships in heavy weather can take violent rolls, rocking precipitously from side to side. Heavy rolls have the same effect as a severe list, except from round to round the high side and low side reverse, with a round of level deck in between (round 1: starboard high; round 2: even; round 3: starboard low; round 4: even; round 5: starboard high again, and so on).

**Green Water:** Ships in heavy seas can take green water over the bows or sides – powerful rushes of surf that wash across the deck, threatening to knock down or carry away anyone on deck.

A light surge of green water lasts for 1 round and repeats every 2d4 rounds. A light surge is about 1 foot in depth. It costs 2 squares of movement to enter a square of green water, and the DC of Tumble checks in such a square increases by 2. Any creature that begins its turn in or enters a square of light green water must succeed on a DC 6 Strength check or Balance check, or fall prone. Characters who fall prone are washed 1d4 squares in the direction of the surge; if this would wash them over the side, they are entitled to a DC 11 Reflex save to catch themselves at the raid before going over.

A heavy surge consists of violently surging water about 4 feet in depth. It costs 4 squares of movement to enter a square of heavy surge. Tumbling is impossible in a heavy surge. Any creature that begins its turn in or enters a square of heavy surge must succeed on a DC 12 Strength check or Balance check, or fall prone. Characters who fall prone are washed 2d6 squares in the direction of the surge; if this would wash them over the

side, they are entitled to a DC 17 Reflex save to catch the rail before going over.

**Deck, Cluttered:** Any square obstructed with various nautical gear – capstans, coils of line or chain, casks, cargo, small boats, stays, or rigging is considered cluttered. Cluttered deck provides cover and increases the DC of Tumble and Move Silently checks by 2.

**Deck, Slippery:** A deck wet from ocean spray, ice, blood, or for some other reason becomes slippery. It costs 2 squares of movement to enter a square of slippery deck and the DC of Balance and Tumble checks increases by 5. A DC 10 Balance check is required to run or charge over slippery deck.

**Mast:** A ship's mast is anywhere from 1 to 3 feet thick at the deck level, depending on the size of the ship. A creature standing in the same square as a mast gains a +2 bonus to AC and a +1 bonus on Reflex saves (these bonuses don't stack with cover bonuses from other sources). The presence of a mast doesn't otherwise affect a creature's fighting space, because it's assumed that the creature is using the mast to its advantage. A typical mast has AC 4, hardness 5, and 150 hp. A DC 20 Climb check is needed to climb a mast.

**Water:** Any square that isn't actually part of the ship is water. Colossal vessels have decks 15 to 25 feet above the water.

**Stealth and Detection on Deck:** Characters on the deck of a ship automatically spot other characters unless the other character is hiding. The deck of a ship provides plenty of both cover and concealment, so hiding is not all that difficult. Characters encountering creatures in the water are entitled to Spot checks to notice the presence of creatures at or near the surface at a distance of 3d6x10 feet (although very large creatures can be spotted considerably farther away).



## Appendix Six – Torremor (Abyssal Layer)

(Excerpted from *Planescape: Planes of Chaos – Book of Chaos*)

**Character:** Anything that can't support itself deserves to die. Snatch what's offered, hide and hoard wealth, and smash the rest. Strike for the eyes, the blind can't fly. Let enemies hate, so long as they fear. The young must fly or fall.

**Power:** Pazrael, the Abyssal lord who rules this layer, has no great hall or temple, and he spends most of his time pursuing power elsewhere. His attitude to his realm is best described as jealous neglect: He doesn't want to spend time here, but as soon as his proxies bring him even a hint that another Abyssal lord is moving against him he gathers his strength and lays plans to hold what he has.

**Description:** The 503rd plane of pillars, ramps, and connected beams and perches is the home of flocks of nabassu, vrock, chasme, and succubi as well as perytons, harpies, gargoyles, and varrangoin. Inhabited regions are often connected by staircases or ladders, constructed for visiting Abyssal lords and then abandoned. There seems to be no bottom to the plane: those who slip and fall simply continue falling until they strike a beam or platform. Offal and waterfalls continue falling indefinitely, eventually dissolving into dust or mist. Oddly enough, the plummeting water creates continuous rainbows along its length, a sight of beauty unrivaled anywhere else in the Abyss. Tanar'ri from other layers consider this a source of much amusement and ridicule.

**Principal Towns:** The most important gathering place on the plane is Onstrakker's Nest, an ever-growing collection of timber, bones, earthbergs, and pillars. Its tunnels extend deep into the center of the nest, and its outer ramparts are the nesting grounds of many of the plane's nabassu. These winged fiends bring material to extend the nest, layering stone, wood, excrement, and eggshells on top of one another and gradually increasing the size of the whole. The queen remains buried at the center.

The chasme gather in the lower reaches of the layer during the rainy season, where they mate and lay their eggs in the rotting flesh of creatures that have fallen from above. This orgy buzzes like a hive for about a month, during which time the chasme exchange courtship gifts of gold and magic, mate, lay their eggs, watch them hatch, and then depart. Thereafter, the area is deserted. Some scavengers

haunt the area during the rest of the year, gathering the trinkets dropped during the chasme courtship.

**Special Conditions:** Objects in the plane all have central gravity: No matter what surface a creature lands on, gravity is toward the center of the object. However, the layer itself has a down direction which shifts abruptly from time to time due to Pazrael's desires; creatures must fly up and down, but they can land on top of or beneath any perch.

**Principal Nonplayer Characters:** The Wire-stringers are a strange cult of petitioners and a few lesser tanar'ri who believe that the weak must be weeded out of Torremor by stringing wires, pendulums, nets, and other obstacles from the pillars. Pazrael has neither condoned nor destroyed the 'Stringers, so they continue on their way, leaving trapped and crippled fliers in their wake. They are hunted by the greater tanar'ri and most other fliers, who consider them a threat.

Many tieflings here have learned to survive by relaying messages using enormous drums. Each drum has a distinctive sound and name on the network, and each can be heard for many miles. These tieflings are called, in typically direct tanar'ri fashion, the Drummers. The Drummers earn their daily rations by charging for the messages they pass along; those who attack, threaten, or extort them find that their messages are garbled, lost, or misdirected, and usually give up quickly – tanar'ri all have secrets they'd rather not share with their fellows. The leader of the Drummers is Atlor Raithgarra (Male Githzerai Rog17; AL CE), a thin and haunted-looking exile from Limbo.

The Onstrakker Nest is the province of Keekaku, the nabassu Nursemother. Bloated and enormous, she squats at the center of the nest, rearing her brood just long enough to kick them out, then demanding obedience when they return from the Prime. Most cutters think she's planning to move up in the hierarchy of tanar'ri and shove Pazrael aside, but he seems unconcerned by the possibility.

**Services:** Ain't no thing in Torremor, cutter. A basher should consider herself lucky if she ain't served to a nest of nabassu. The only service a basher gets from the creatures of Torremor is what she can force out of them.

### **Torremor Planar Traits (3rd Edition):**

- **Objective Directional Gravity.** Objects in the plane all have central gravity: No matter what surface a creature

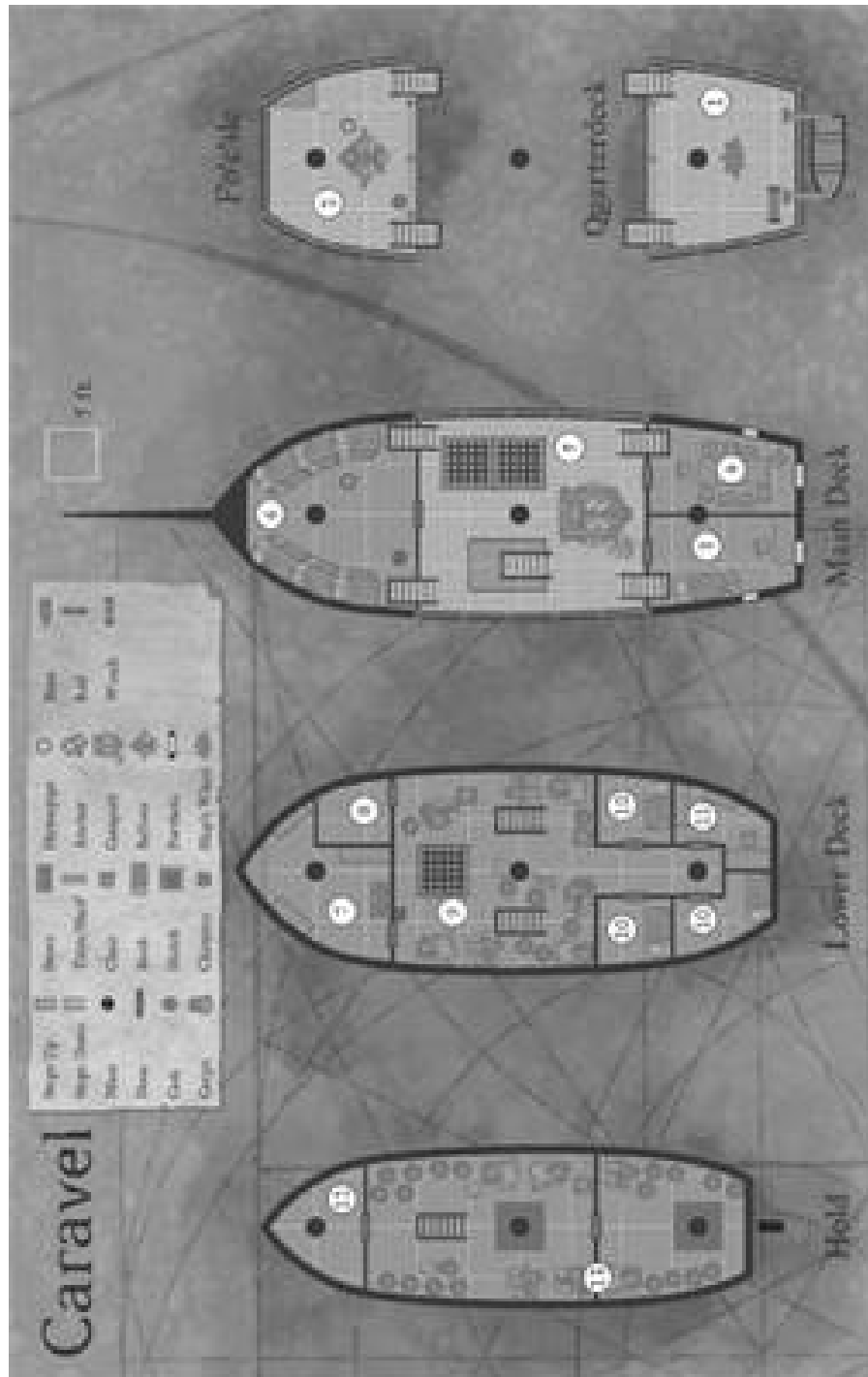
lands on, gravity is toward the center of the object.

However, the layer itself has a down direction which shifts abruptly from time to time due to Pazrael's desires; creatures must fly up and down, but they can land on top of or beneath any perch.

- Normal Time. Time flows at the same rate in Torremor as on the Material Plane.
- Divinely morphic. The Demon Prince in control of the Plane, Pazrael can alter this layer of the Abyss. Less powerful creatures find Torremor indistinguishable from a normal Material Plane (the alterable morphic trait) in that the plane can be changed by spells and physical effort.
- Air-dominant.
- Mildly chaos-aligned and mildly evil-aligned.

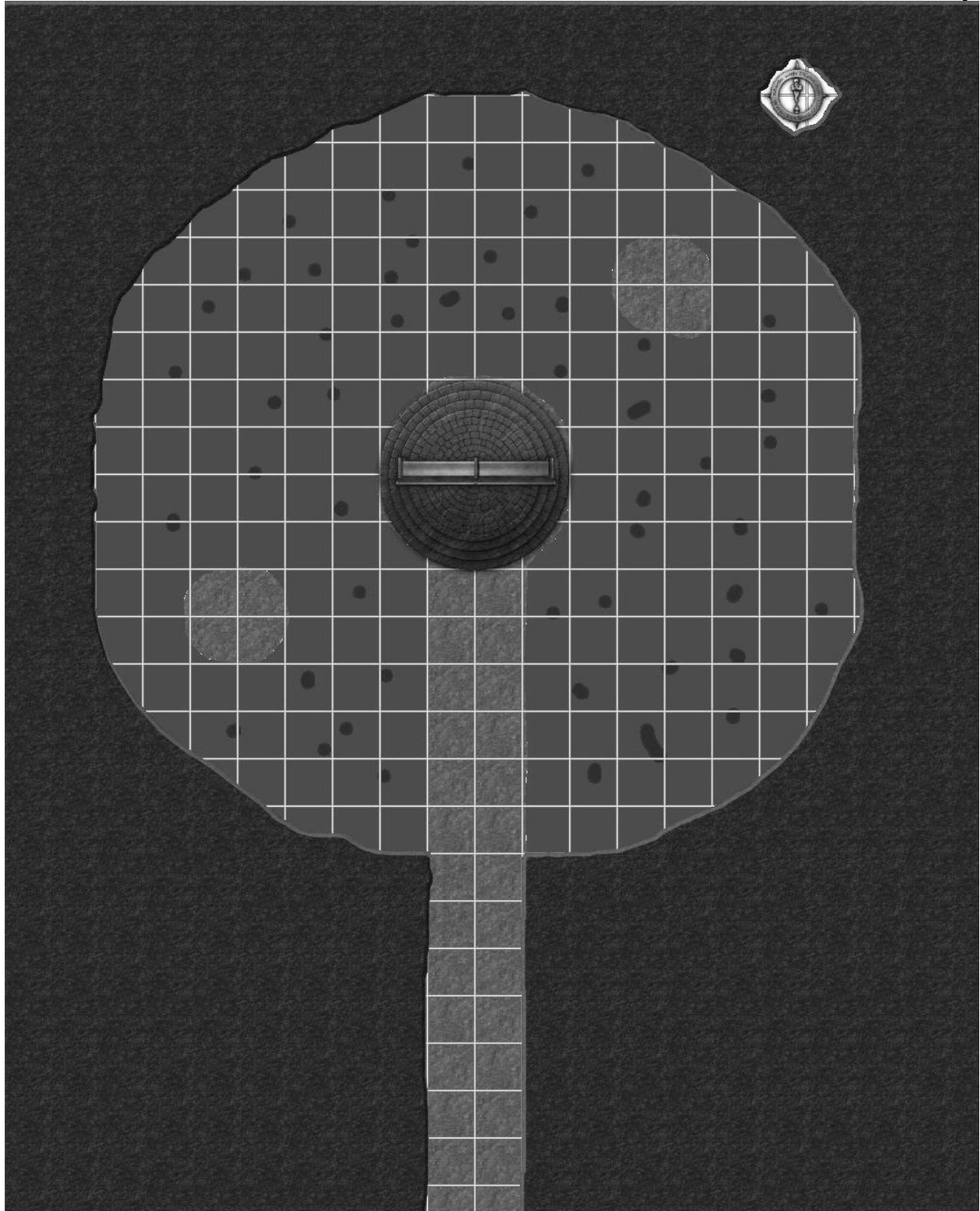
## DM's Aid #1: Caravel Map

(Source: *Stormwrack* p.98)





## DM's Aid #2: Volcanic Gate Map



## DM's Aid #3: The Nursemother's Chamber

