

A DRAGON'S ORDERS

BY MICHAEL MCCARTHY FOR CHARACTER LEVELS 7-9



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Based on the original roleplaying game rules designed by Gary Gygax and Dave Arneson and inspired by the third edition of the game designed by Monte Cook, Jonathan Tweet, Skip Williams, Richard Baker, and Peter Adkison.

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INTRODUCTION

ADVENTURE BACKGROUND

Deep in the mountains of the Protectorate, there are worse ken than orcs and trolls – dragons lurk in the most remote crags and the dangerous unsettled hills, descending to pluck up anything they might find for food, including even giants, before soaring back to their nests to enjoy their meals.

But the lands have been burned and trampled in the last month from the wars and fighting in the Protectorate, and food is scarce. From a hilltop so remote that it never had a name, one such dragon descended from the hills only to find itself prey of something far greater than it would ever understand.

In the hands of the mysterious puppet master Scriven, the dragon is transformed from a simple beast into far more – an unstoppable general and self-proclaimed godmind. Raw strength subtly controlled by maddening genius, the Fanged God tore through the countryside, converting everyone in his path into followers and fanatics through both force and power of will, leaving no one able to tell of the devastation and destruction.

Without a breath of warning, the dragon's army decimated the city of Lirasse. Fanatics, beasts, and worse have banded together into an army – laying waste to the land that was once their home as they are commanded by the inscrutable Fanged God. And now, they turn their sights on the city of seers, Arbil.

ADVENTURE SUMMARY

As the adventure begins, the PCs have just returned home from a voyage to the island of Less-World. There they discovered and defeated the source of a chain of events culminating in an orcish exodus marching on Arbil from their homeland: a trio of aboleths that had overthrown the island's tribal leaders.

A Dragon's Orders is presented in three parts.

In Part One, the PCs must deal with the sudden chaos of serving as a home for hundreds of refugees led by Mosephi's rival – and former lover – Arbelle. During the struggle for power, a murderer strikes from shadows so dark as to blind the city of seers – though when the PCs pick up his trail, they find the murderer to be a mere precursor of an impending invasion.

In Part Two, the PCs travel to the decimated city of Lirasse, looking for any clues they might use to stop the impending army. Amid rescuing the survivors and fighting off the monstrous opportunists who have claimed the city, the PCs discover what they feared: it is mere days before Arbil will be attacked, signaled by the rising of the Fanged God.

In Part Three, the PCs must work against the clock, racing to take down this Fanged God before he rises again to the sky, the signal to start the destruction of Arbil. When the PCs arrive, they find the true power behind the attacks. Not some dragon, but an agent of Scriven's agenda who aims to destroy Arbil, and the Protectorate besides.



Mosephi

A Dragon's Orders is an adventure from 7th to 10th level using the medium experience track. PCs are expected to reach level 8 just before they set out for Lirasse, and are expected to be level 9 as they prepare to leave the ruined city. They should have just reached level 10 at the end of the adventure.

FROM THE DEEP Player's guide

Before starting this adventure path, it is recommended to have your players download the *From the Deep Player's Guide*, which gives a variety of information aimed at players, including regional information, advice on what type of characters can be made within the *Third Dawn Campaign Setting*, and additional material. This Player's Guide is available for free at **dreamscarredpress.com**

BOXED TEXT

Text to be read aloud to the players is presented in a box like this.

CITY EXPANSION

Arbil continues to expand at an amazing pace, with cheap labor from the trickle of orcish migrants, and the PCs' continuing success, business in the city has never been better. During *A Dragon's Orders* the statistics for Arbil change as listed below.

ARBIL

LN Large Town

Qualities Racially Intolerant (non-psionic), tourist attraction

DEMOGRAPHICS

Government Psionocracy

Population 4,741 (78% ophiduan, 8% human, 7% orc, 5% kobold, 1% dromite, 1% other)

MARKETPLACE

Base Limit 3,000gp; Purchase Limit 15,000gp; Manifesting 6th Minor Items 3d4; Medium Items 2d4;

Major Items 1d4

YOUR OWN PERSONAL ARMY

During the previous adventure, the PCs had the chance to ally with the tribal orcs, and in doing so recruiting nearly five hundred of them to the Protectorate. Though they lack the tact and focus of most, they are dependable laborers and soldiers and productive members of society.

They also create a huge demand for weapons and armor – and the smiths in Arbil have become masters at turning out masterworks without breaking a sweat. Whenever the PCs buy weapons or armor in Arbil, they no longer have to pay the cost of the masterwork component if they forged the alliance.

SCALED BROTHERHOOD

The cultures of the lizardfolk and the ophiduans are worlds apart, but there is a strong bond of kinship between the two of them – a reptilian heritage.

If the PCs returned home with the lizardfolk of Less-World after the previous adventure, this bond will lead to more than just a feeling of camaraderie. Eventually, it will grow into a powerful ally to the PCs in the form of the Scaled Brotherhood.

The advantages of the Scaled Brotherhood are more diverse than the other allies the PCs may have gained up to this point in the adventure. Most often this will manifest as assistance during otherwise difficult encounters. At several points during the remainder of this adventure path, a sidebar will indicate the specific help the Brotherhood will provide to the PCs at that point.

SIDE QUESTS

There are a number of side quests available in this adventure, each detailed in its own section. While the monetary rewards for each differ, completing the quest itself grants the PCs 6,400 XP in addition to any experience gained while fulfilling the quest requirements.

A WEB OF LIES

During this adventure, the PCs will have their first encounter with characters working directly alongside Scriven. Scriven knows Arbil well – and assaulting a city of seers requires more than a little preparation to avoid being foreseen.

As such, Scriven has developed a network of generals - powerful individuals each with their own motives and powers; they work with him in a linked network that they call the web. The web functions much the same as a vitalist's collective, allowing the members to connect telepathically and even manifest powers across great distances, so long as they retain their connection – in the case of the villains of this adventure, the connection to the web is through contact with an unsuspecting earring and an innocent circlet.

Not being psionic himself – as are few of his generals, Scriven needed a man to actually foil the powers Arbil has so plentifully. Enter Lotus (Elan, psion 17), an elan mysterious even by their standards. He maintains a pool of power points specifically to manifest *extended barred mind* on the members of the web every other day.

PART ONE: POLITICS

Less than a week after returning from the island of Less-World, the PCs are awoken by an urgent knock at their front door. A messenger from Mosephi relays that the overseer has called an important meeting this morning on troubling news received the night before. The PCs are invited personally, but their positions as captains insists they be there anyways.

The meeting is already taking shape as the PCs arrive at Mosephi's villa; amongst the attendees are Sudas, Mother Larissa, and even Zorotaer – who looks much recovered from his recent brush with death. Less important figures fill most of the room; innkeepers, farmers, and other members of the guard and Mosephi's retinue gather uneasily in his large atrium. Shortly after the PCs arrival, Mosephi enters to address the crowd.

Dark bags under the overseer's eyes betray that he has not slept this last night, and he raises his arms to quiet the growing clamor. "Friends, I have grave news." "The night before last," he begins solemnly, "Lirasse was attacked. An army coalesced around the city and razed it. Thousands are dead."

Gasps arise across the assembly – most of those present had been born in Lirasse. For such a large city to fall overnight was unfathomable.

Allowing the crowd a moment to digest the news, Mosephi continues, "Arbelle and those survivors that escaped the devastation will arrive here in a matter of days. We must make room in our homes, and our hearts, for these poor souls."

The next several hours are a blur of bureaucracy and bickering; how to house all these people, how to feed and clothe and care for them. As the PCs grow tired of the proceedings, Mosephi and Sudas approach them together, holding hands in a gesture more familiar than simply an overseer and his guard.

In hushed voices, they take the group aside and tell them of one other critical detail they did not yet wish to bring to the assembly's attention – the defense of the city. If Lirasse has indeed fallen, there is an army almost on Arbil's doorstep. The city must prepare. The PCs are captains and powerful individuals and they will be essential in protecting the city in the case of an attack.

During the ten days before the majority of the survivors arrive, the PCs should plan out the defenses for Arbil should this phantom army continue south – which Mosephi seems sure they will.

Each day, a handful of swift refugees will arrive with a trickle of news, each one bearing rumors of this terrible army. Rumors marked as [false] are untrue, sparked by fear and dangerous assumptions from too little information. A DC 15 Diplomacy (gather information) check reveals one of the rumors below, with subsequent Diplomacy (gather information) checks revealing additional rumors.

- The city was not attacked by men or beasts, but by dragons out for revenge. [false]
- The soldiers marching on the city were fanatically chanting "For the Scaled God!"
- Boulders rained from the sky like hail, toppling buildings into the streets.
- Giants and beasts walked rank-and-file amongst the fanatics, ten and fifteen feet tall or more.

The survivors that eventually arrive number nearly fifteen hundred – half the size of Arbil on their own, though less than a quarter of what Lirasse had been before it fell. And as Mosephi said, they are led by Lirasse's overseer, Arbelle.

The arrival of the survivors puts aside even the planning for the city's defense; though people are overjoyed there are so many survivors, the joy quickly turns to trepidation. There are not fifteen hundred beds available in the city and most of the survivors must camp outside the city walls or in the streets, exposed to the elements.

Almost immediately, there is fighting. The refugees and the residents of Arbil know that the majority of the people here were originally from Lirasse. The survivors also argue that as Mosephi had left Lirasse after losing a duel against Arbelle, that he should step down and allow Arbelle to once again lead.

Any arguments made by Mosephi or the PCs only fan the fires of controversy. Arbelle is still considered Mosephi's superior in the Protectorate and, she reminds him, once was also his wife.

Despite the two groups working together for survival, fighting begins to break out across the city. Forced into the same homes, Mosephi's friends bicker with those who do not support him. People threaten to riot, and as tensions hit a peak, four refugees turn up dead.

There are clear signs of a struggle, and blood is everywhere. To any cursory glance it is obvious that they were set upon deliberately and precisely, exactly as a trained soldier or guard would be expected to do.

Mosephi immediately calls the PCs if they are not already involved. He admits this is a problem, for the only ones seen that night were the city's guards. Worse, if his soldiers were acting out of turn, this could turn into a civil war quickly - and the city would crumble from within.

He has another problem as well – the killer has protected themselves from his visions. While he suspects this means something more sinister than a pending riot, it looks as if he is simply protecting the attackers. He needs the PCs to find the culprits, and find them fast.

The killer is, in fact, a sadist vitalist named Cerberus, who arrived alongside the refugees. Though he is not aware the

earring he wears connects him to Scriven's web, it has been protecting him since before the fall of Lirasse, where he received it from his lady friend, Sirena.

It takes less than a day for accusations of the murders to explode into full scale riots. Cerberus carefully poisons a number of guards, and begins a riot by claiming them to be members of the group that attacked the refugees.

By the time the PCs arrive, the riot has been quelled, and the soldiers are long-dead. Cerberus watches the scene from the shadows, sees the attention they command, and hatches a new plan before fleeing the scene before the PCs get a chance to determine that these soldiers were not just trampled to death, but heavily poisoned (Heal DC 12).

Cerberus' new plan is to frame the 'heroes' as the instigators in some extreme bid for power. That night, two fanatics disguised as refugees attack the PCs house, throwing alchemists fire at their door and shouting insults and demands – they claim that the PCs are the core of Arbil's superiority complex. They will draw out the confrontation with the PCs as long as possible before attacking, to give Cerberus time to break into the PCs rooms.

FANATIC (2)

CR5

Ophiduan XP 1,600 each psychic warrior 3/fighter 3 CN Medium humanoid (reptilian) Init +1; Senses Perception +2; darkvision 60 ft.

DEFENSE

AC 22, touch 11, flat-footed 21 (+8 armor, +1 Dex, +1 natural, +2 shield) hp 39 (3d8 + 3d10+6) Fort +6, Ref +3, Will +4 Defensive Abilities bravery +1, poison resistance

OFFENSE

Spd 30 ft.

Melee longsword +6 (1d8 +1 plus 1) or unarmed +6 (1d6+1)

Ranged mwk shortbow +6 (1d6)

Psi-Like Abilities serpents bite (2d8)

Psionic Powers Known (ML 3rd, 9PP)

1st—biofeedback, call weaponry, inertial armor, vigor, thicken skin

TACTICS

- **Before Combat** If the fanatics have time before combat, they will manifest biofeedback, call weaponry, vigor and thicken skin. If not, they will manifest call wepaonry defensively on the first round of combat.
- **During Combat** Fanatics will manifest vigor (augmented to give 15 temporary hp) defensively once they have been reduced to 20 hp.

Morale Fanatics will always fight to the death, even to the point of resisting capture.

STATISTICS

Str 13, Dex 12, Con 12, Int 9, Wis 14, Cha 6 Base Atk +5; CMB +6; CMD 17 Eagle Clarve Combet Manifesting Improved Unit

Feats Cleave, Combat Manifesting, Improved Unarmed Strike, Psionic Weapon, Power Attack, Point Blank Shot, Precise Shot, Psionic Talent

Skills Acrobatics +0, Handle Animal +4, Ride+0, Swim -7 **Languages** Common, Ophiduan

SQ armor training 1, expanded path, warriors path (Mind Knight Path)

Combat Gear antitoxin, *healing potion*, shard (Ride +5), tanglefoot bag; **Other Gear** +1 splint *mail*, masterwork heavy wooden shield, masterwork shortbow plus 20 arrows, 120 gp

During the fight, Cerberus will move from one room of the house to another, starting from the back. For each three rounds the PCs were outside for, he steals one additional personal effect, such as a pair of gloves or a knife.

Once the PCs return, they will notice the incursion immediately. A DC 28 Perception check identifies the missing items, and a failed check leads the PCs to believe nothing was taken at all.

Attempting to identify the attackers turns up nothing nobody knew them, and their trail only leads back to the refugee camp, confirming their story. The remainder of the day will pass without incident, though the next night twelve more murders take place across the city.

MURDER MYSTERY

This section of the adventure can play out in a number of ways. Depending on your players, it could take anywhere from a number of hours to a number of days to complete. We recommend you tailor this particular section to your players, depending on how much you expect them to enjoy the mystery.

To allow PCs not interested in role-playing this section an alternate option, searching each murder scene will prompt a single skill check to uncover the most important clues.

Regardless of if your players want to play detective or simply get to the dice-rolling, each scene holds a number of clues to Cerberus' identity, identified as either major, minor or red-herrings. For each major clue the PCs uncover, grant them experience for a CR 7 encounter. For each minor clue they uncover, grant them experience for a CR 5 encounter. Uncovering a red herring, or even identifying it as such, grants no experience.



FRAMED FOR MURDER

Though the PCs are generally considered heroes of the city, Sudas feels them to be usurpers, and her mood has soured many of the soldiers and lawkeepers of the city towards the party. As Cerberus attempts to frame the PCs, he has whispered further into the ears of those who won't give them the benefit of the doubt, putting them on the fast track for being ejected from the city for murder.

The party's suspicion begins at 0. Each time an item of theirs is discovered at a crime scene, their suspicion increases by 3 unless the owner of the item makes a DC 20 Diplomacy check to assure the guards the item isn't theirs – in which case it increases only by 1. Further, if the PCs ever leave a scene without discovering any clues suspicion increases by 2, or if they discover fewer than half the clues before leaving the suspicion increases by 1, as the soldiers view the PCs as disinterested and attempting to hurry the investigation.

If suspicion reaches 10 before they discover Cerberus' deception, Mosephi will send them a *correspond*, telling them Sudas is preparing to arrest them for murder, and unless they want to fight her in the open streets, they would be best to lay low: he recommends fleeing to Lirasse, hopefully the party can find a way to slow or stop the impending doom of an army in the countryside.

MASS MURDER (REFUGEE)

Torn apart as if by a beast, five refugees lie dead on this back-road near the river. A squadron of guards stands around the scene, keeping idle passers-by away from the blood and gore.

Other than the soldiers, one other person of import here is Sirena, introduced to the PCs as the woman who reported finding the bodies early this morning while fetching water. She isn't just the one who found the bodies; Sirena planned this, and the other attacks on Arbil both previous and forthcoming.

Sirena has described to the soldiers a number of suspicious figures matching the PCs descriptions, prowling the area the night before, but will keep that detail to herself once the PCs arrive, offering to 'help' in any way she can. If the PCs accept

her help, she will roll only to uncover red herrings or minor clues in any other murder scene.

Sirena dresses in simple, practical clothing. Neither her thick leather vest, nor her well tailored doublet or skirts have an unneeded stitch on them. In fact, she is so drab as to easily be lost in a crowd if one stops watching her. The only item she wears with any detail is a thin gold circlet, which she will explain is from her husband who passed away several years ago if asked.

She is a sour woman, and though reasonably smart she has few psionic abilities of her own. While the PCs are present, she prefers using a straight forward approach to solving any problems through crude trial and error.

Most of this is a front for the PCs; disrespected for the majority of her life for her undeveloped psionic powers, Sirena quickly became enamored with Scriven's vision of toppling the Protectorate and its psionocracy. Her lost youth has left her serious, and she only smiles when something particularly cruel is taking place, and only if she knows she is safe from any backlash over it.

There is very little evidence to be found at this scene, the soldiers have already thoroughly searched the area and come up with nothing except for a single item, the first item stolen from the PCs house. The owner of the item can identify it as theirs immediately - though if they admit as much the soldiers will give them an uneasy look before returning the bloodstained item.

Fast Track: Searching the area will prompt a Diplomacy check.

- **Minor:** Nobody has come forward to claim responsibility for the murders - neither a revolt leader nor a mass murderer's calling card. (DC 15 Diplomacy)
- **Minor:** Though the victims have a multitude of injuries, it appears many of them were killed by poison. (DC 20 Heal)
- **Minor:** A not-quite human beast was been seen prowling the streets last night. (DC 20 Diplomacy)

MOTHER LARISSA (LOCAL)

The second reported murder draws the most attention from Arbil's populace, calling the PCs there immediately following the previous scene.

Mother Larissa's home, a center of learning and healing for the city, is now a charred and smoking wreck. The remains of her body are within, strapped to a toppled chair.

Mother Larissa, was the spiritual leader of the city, and one of the prominent healers working with the refugees. Though the fire was put out before it totally destroyed her body, it still destroyed most of the other clues that might have been found within.

If Cerberus stole more than one item from the PCs, it will be found beside Larissa's body, easily identifiable despite the fire damage.

- Fast-Track: Searching the scene prompts a Craft (alchemy), or a Knowledge (nature) check.
- **Major:** Clutched in Mother Larissa's fist is a scrap of unmarred cloth. Despite the protection from the fire, her hand seems to be covered in burns. The cloth remains caustic to the touch, as if covered in lye. (DC 15 Craft (alchemy) or DC 20 Knowledge (nature))
- **Minor:** Since the refugees arrived, Mother Larissa has barely spoken to any of the locals, even her neighbors or friends. (DC 15 Diplomacy)
- **Minor:** Yesterday, Mother Larissa had been complaining of a refugee couple that had been bothering her. (DC 20 Diplomacy)
- **Red Herring:** The previous evening, Mother Larissa had a fairly loud fight with Arbelle. (DC 10 Diplomacy)

MYTHO (LOCAL)

Behind the Seven Steins tavern another body lays facedown in the mud, his throat slit and missing a thumb.

The body of Mytho was found dead mid-morning by a barkeeper returning to open the tavern for lunch. Ravik swears he wasn't there when he left late last night. Ravik can identify the man to the PCs as Mytho, a regular of his who had been recently attempting to make a name for himself by following in the PCs footsteps.

If Cerberus had stolen more than two items from the PCs, a third item will be found in Mytho's pocket.

Fast-Track: Searching the scene prompts a Knowledge(local) check.

- **Major:** Mytho had told people last evening that he was following a clue he claimed to have found at the scene of the first murder – a cork. The fact that the stopper resisted his initial attempts to scry its owner only made him more excited. (DC 15 Knowledge(local))
- **Minor:** Mytho did not bleed out here there is not enough blood. His body was moved here from elsewhere. (DC 15 Heal)
- **Minor:** The cork is still in Mytho's pocket (DC 15 Search). It is the right size and shape to be from a potion. (DC 20 Craft(alchemy) or Intelligence)
- **Red Herring:** Mytho had been following the PCs for some time, hoping to replicate their glory. (DC 10 Diplomacy)

Red Herring: Another item Mytho had claimed to be following is a small knife – but it turns out he made this particular clue up just to sound good. The knife had always been his, and had never been used in a murder.

ZAX (REFUGEE)

Caught on a fisherman's line, this well dressed dromite seems to have been heavily beaten before being thrown into the harbor.

Zax was a dromite merchant far from home, having travelled all the way to Lirasse in hopes of setting up a simple trade agreement – wood for marble. Barely escaping the siege with his life, he arrived in Arbil, only to be found floating face-down in the harbor, with a pouch of drugs tucked into his belt.

- Fast-Track: Searching the area prompts a Sense Motive check.
- **Major:** The business deal that Zax had been working was in the civil-side docks, attempting to sell the illegal drug Glowleaf a mere two hours before he was found dead. The dealers he had been working with are willing to give up that information only if they don't get pinned with the murder. (DC25 Sense Motive)
- **Minor:** Zax had been a staunch supporter of the two leaders holding a classic duel to decide who should retain control of Arbil. (DC 15 Diplomacy)
- **Minor:** Two days ago, Zax had suddenly become a staunch supporter of Mosephi – apparently Zax had found a lucrative business deal here in town. (DC 20 Diplomacy)
- **Red Herring:** The fishermen that had found him had already searched the body and removed 500 gp worth of Glowleaf before calling the guards. (DC 20 Sense Motive)
- **Red Herring:** Zax's business contract in Lirasse was actually also for drugs, not the marble and wood he had been using as a front. (DC 25 Diplomacy)

GLOWLEAF

Ingested Poison

Save Fortitude DC 12

Onset 1d4 minutes; Frequency 1/minute for 1 hour Initial Effect 1 STR damage and fatigue; Secondary Effect hallucinations; Cure 3 consecutive saves



FALOSI (REFUGEE)

Just outside the city walls, huge scorch marks mar the ground. In the middle, a man lays with his neck snapped.

Falosi had always been considered a good man amongst his peers, if a little too passionate for his own good. It appears that he put up quite a fight before he was taken down.

If Cerberus had stolen a fourth item from the PCs, the guards will have found it at the scene, and already suspiciously identified it as belonging to the PCs.

Fast-Track: Searching the scene prompts a Diplomacy check.
 Major: Falosi had been attempting to smooth over the situation between the locals and the refugees, a figurehead amongst the survivors. Each day he would only speak with one group – and yesterday it was the refugees. (DC 15 Diplomacy)

- **Minor:** Falosi had made a comment yesterday that too large a group of them were becoming increasingly paranoid. (DC 20 Diplomacy)
- **Red Herring:** Falosi had actually been arrested shortly after arrival due to fighting with the guards (DC10 Diplomacy)

CARVIAN (REFUGEE)

A man and two women have been brutally beaten to death on this otherwise innocent side street.

An everyman and a ladies' man, Carvian was a glorious bastard and proud of it. However, it seems that his days of womanizing had caught up with him – the two women he was found with were local, and married.

Fast-Track: Searching the scene prompts a Diplomacy check. **Major:** The evening before he turned up dead, he had picked up one woman in a nearby bar, and was followed shortly-after into the streets by a larger, bald man. (DC 20 Diplomacy)

Minor: Though a ladies' man, Carvian had always endeavored to pick only unmarried women to avoid this exact sort of retribution. That he was found with two of them in the same night was very out of character for him (DC 15 Knowledge(local)

Minor: Carvian had a fair amount of money on him when he was found. Whoever the murderer was, it wasn't a robbery. (DC 15 Search)

Minor: Carvian may have appeared to have been beaten to death, but he had actually been poisoned. (DC 25 Heal) **Red Herring:** Both of the women's husbands who matched the description of the man who had been following Carvian. (DC 20 Knowledge (local))

A. CERBERUS' WAREHOUSE

Locating Cerberus is difficult, requiring a DC 40 Diplomacy check to track down someone matching each of the clues the PCs have uncovered (cork, lye, bald man, docks, and refugee). Each major clue reduces the DC by 5, and each minor clue found or red-herring ruled out is treated as half a major clue to reduce the DC (rounded down) to a possible final DC of 20.

The PCs will eventually work their way to a warehouse in the civil-side docks, where large groups of refugees have been seen skulking around. Many of these are actually fanatics, who have infiltrated both the refugees and the natives, though many are true refugees just looking for a cause.

Sirena will not follow the PCs to the warehouse.

A1. WAREHOUSE (CR7)

Illuminated by large windows in the roof, the boxes filling this warehouse have been lined into rows of seats facing a makeshift podium.

There are nearly sixty angry refugees lingering in this room. Having recently been riled up by Cerberus, they feel that a revolution is the best answer – Arbelle should rightfully rule Arbil while she is here, her power is far greater than Mosephi's.

When the PCs enter the warehouse, the mob immediately erupts into violence. They do not want to be talked down, instead picking up rocks and fragments of wood to put down the 'oppressive heroes'. Once the mob has been dispersed, they will allow themselves to be talked down.

The room also contains a large quantity of smuggled goods – armor and weapons intended to be moved outside the city to supply the impending army. Collectively these several dozen suits of armor, weapons, and other supplies can be sold – or turned in to the guards – for 5,000 gp.

LYNCH MOB

CR7 XP 3,200

Ophiduan Mob N Medium humanoid (reptilian, mob) Init -1; Senses darkvision 60 ft.

DEFENSE

AC 6, touch 5, flat-footed 6 (-1 Dex, +1 natural, -4 size) hp 85 (10d8 +40) Fort +7, Ref +2, Will +8 Defensive Abilities mob traits, poison resistant



OFFENSE

Spd 30 ft. Melee swarm (8d6) Space 20 ft.; Reach 5ft.

TACTICS

Morale The mob will fight until reduced to 0 hp, at which point it disperses.

STATISTICS

Str 14, Dex 9, Con 19, Int 10, Wis 12, Cha 10 Base Atk +7; CMB +9 (+24 grapple); CMD 18 (cannot be tripped; 33 versus grappling) Languages Common, Ophiduan SQ mob mentality

SPECIAL ABILITIES

Mob Mentality (ex) Though individual members of a mob might have skills or feats, so long as a creature is part of a mob it cannot use any skills or feats that would require deliberate effort or thought.

Mob Traits (ex) A mob is a cluster of small or medium creatures clustered tightly together. Mobs are similar to swarms in many ways, and except as noted below mob traits use the rules for swarm traits.

As mobs are made of small and medium creatures, they take full weapon damage from attacks. A mob of small creatures contains approximately ninety creatures, and a mob of medium creatures contains approximately sixty creatures and take up a space of 20 ft by 20 ft.

Mobs are susceptible to powers or effects that target a specific number of creatures. Each time a creature would have been killed or incapacitated by such an effect, the mob instead gains a negative level.

When a mob is reduced to 0 hit points, it breaks up into its component members, with randomly one third of them dead, one third disabled at 0 hp, and one third at half of their normal maximum hit points.



A2. CHYMIST LABRATORY (CR7)

A bloated corpse is propped up in a rig here, dozens of chemicals being run through thin glass tubes into its flesh.

This body is an alchemical corpse, a body brought back to a state of half-life by an elaborate alchemical procedure. Unfortunately, the process is far from complete, and the corpse lurches to life the moment it is examined.

In addition to the room containing enough chemicals and flasks for an alchemist's lab, a +2 scalpel (treat as a dagger) and set of masterwork surgery tools (+2 to Heal checks) rest on a small tray beside the table.

ALCHEMICAL CORPSE	CR7
hp 79; as Flesh Golem,	XP 3,200

hp 79; as Flesh Golem, Pathfinder Rolelaying Game Bestiary

SPECIAL ABILITIES

- **Immunity To Psionics (Ex)** Alchemical Corpses are mindless creatures, and are immune to any psionic effect that allows power resistance. However, some psionic effects affect an alchemical corpse differently than normal:
 - A psionic attack that deals cold damage slows an alchemical corpse (as the slow spell) for 2d6 rounds (no save).
 - A psionic attack that deals electricity damage breaks any slow effect on the alchemical corpse and heals 1 point of damage for every 3 points of damage the attack would otherwise deal. If the amount of healing would cause the alchemical corpse to exceed its full normal hit points, it gains any excess as temporary hit points. An alchemical corpse gets no saving throw against attacks that deal electricity damage.

A3. CERBERUS' CHAMBERS (CR8)

Papers cover every inch of this room, weighted down by alchemical beakers full of unknown, bubbling liquids.

Cerberus is a vitalist who never quite understood the boundaries of society. He was fascinated with the things that caused pain and how mental energies could be harnessed as a source of power. These questions always resulted in him being thrown out of whatever institution he was studying in, and he has had to spend too much time prowling the streets like a beast looking for a crust of bread to get by on, despite his profound intellect. When he was picked up by Sirena's army and given a safe place to stay and work, he was more than happy to drain the minds of men into receptacles, just to see how it worked.

Cerberus is also a large man, nearly seven feet and has not a single hair on his body thanks to one too many experiments. His ham-handedness doesn't stop him carrying a long bandoleer of strange instruments and knives on his belt, jingling every time he moves.

Cerberus is currently here, looking over a city map, covered in his neat, dense writing. The writing describes different 'strongly opinioned' people, and how their opinions might be exploited. There are also letters, written in a second, feminine script, detailing each of the recent attacks. They are all signed 'meet me at the Salty Dog'.

When the PCs enter, Cerberus immediately attempts to hide the map with other, less incriminating papers. With the map obfuscated, he will make up a far-fetched tale of why he was here, while moving himself to a defendable corner before attacking.

CERBERUS

XP 4,800

CR8

Human sadist vitalist 9 CN Medium humanoid (human) Init +2; Senses Perception +15

DEFENSE

AC 18, touch 13, flat-footed 15 (+5 armor, +2 Dex, +1 dodge) hp 62 (9d8 +18) Fort +8, Ref +8, Will +3 Defensive Abilities -

OFFENSE

Spd 30 ft.

Melee dagger +8/+3 (1d4 -1) or soulthief's touch +8 (3d6+9, touch attack)

Ranged steal health +8 (12 damage, ranged touch attack) Special Attacks soulthief's touch, steal health

Powers (ML 9th /85 pp) any vitalist, most often:

1st-collapse, thicken skin

- 2nd—animal affinity
- 3rd—share pain forced

4th—empathic feedback, physical acceleration, schism 5th—leech field

TACTICS

Before Combat Every other day Lotus manifests extended mind blank on Cerberus. If Cerberus knows combat is approaching, he will manifest thicken skin,

animal affinity (Dex & Con) with overchannel and talented, finishing with and empathic feedback.

- **During Combat** Cerberus will schism and allow his schism mind to gain psionic focus. Then, while darting around using his soulthief's touch, his schism mind will manifest either forced share pain via overchannel & talented, or a persistent collapse against enemies. He tries to spread the damage around, trusting his lingering pain bleed damage will cripple his enemies. Every round, he activates his pulse, giving him an additional 3 hit points of healing when he hits.
- **Morale** Cerberus will attempt to surrender once reduced to 10hp.

STATISTICS

Str 8, Dex 14, Con 14, Int 13, Wis 17, Cha 10 Base Atk +6; CMB +5; CMD 17

- Feats Dodge, Weapon Finesse, Psionic Meditation, Overchannel, Talented, Persistent Power
- **Skills** Autohypnosis +15, Craft (Alchemy) +13, Heal +15, Knowledge (Psionics) +13, Perception +15, Profession (Torturer) +15, Psicraft +13

Languages Common, Ophiduan

- **SQ** exquisite agony, soulthief's touch, soulthief's pulse, lingering pain, empowered in pain, swift aid, collective, collective healing, transfer wounds (3d6), health sense, spirit of many, steal health, telepathy, expanded knowledge (schism)
- **Combat Gear** dorje (ego whip, 50 charges); **Other Gear** +1 chain shirt, masterwork dagger, collective gem, 374 gp

COLLECTIVE GEM

Aura moderate telepathy; ML 9th Slot head; Price 3,000 gp; Weight –

DESCRIPTION

Inside this coin-sized sapphire, often found set into richly engraved golden jewelry, are a number of needles of light, faintly pointing at other members of the network the gem has been connected to.

A collective gem allows the wearer of the gem to attune himself to an existing collective, metaconcert or similar effect, in excess of the collective's normal limit. Doing so requires touching the collective owner for one full round. If the owner of the collective is unwilling, they may make a DC 19 Will save to reject the wearer.

To maintain the connection, one member of the collective must pay 4 power points per day. Otherwise, the gem remains attuned to any collective until the collective disbands, or the owner attunes it to a new collective.

REQUIREMENTS

Requirements Craft Wondrous Item, metaconcert; Cost 1,500 gp

A4. SHRINE TO THE FANGED GOD (CR7)

Straw mats line the floor, pointed to a central point of worship. At the center, the image of a huge green dragon soaring through the air is painted on a tall stone slab.

Kneeling on two of the mats, two fanatics meditate at the slab, transferring their psychic energy to their 'god'.

FANATIC (2) hp 39; see page 5

XP 1,600 each

CR5

A5. CAGED BEAST (CR7)

A large, caged dog sits in the dark here. Yet, when the light falls on it fully you see that instead of a head it has a huge, exposed brain.

The intellect devourer here has been starved recently, and is very aggressive. Though the cage grants cover for any creature attempting to attack through it, it has no effect on line of sight or line of effect attacks.

INTELLECT DEVOURER CR7

hp 45; Psionics Unleashed

XP 3,200

B. THE SALTY DOG (CR9)

The Salty Dog is the worst sort of tavern – catering to criminals, prostitutes and sailors too vulgar to be allowed into normal establishments. As you approach, the light rain patters off its broken windows, rattling them in their frames as a yellow light shines into the street.

Cerberus and his mysterious benefactor had been regulars here, as were many refugees, not that the proprietor 'Manners' Mandagora would ever name them. As the PCs begin asking about Cerberus and his cohort, a group of thugs unsubtly surround the PCs and tell them equally unsubtly to "bugger off" and that "their kind isn't appreciated here".

FANATIC (4)

CR5

hp 39; see page 5

XP 1,600 each

SCALED BROTHERHOOD

If the Scaled Brotherhood had begun to form, several of its members will have been similarly tracking down the source of the attacks. Two such members are in the bar when the fight starts, and will aid the PCs.

After the fight, they can tell the PCs of their group, but are not able to help any further at this moment, they must focus on assisting the city's defense.

SCALED AGENT (2)

CR5

Ophiduan ranger 6 XP 1,600 each NG Medium Humanoid (reptilian) Init +3; Senses Perception +10

DEFENSE

AC 18, touch 13, flat-footed 15 (+4 armor, +3 Dex, +1 shield) hp 45 (6d10 +12) Fort +6, Ref +8, Will +3

OFFENSE

Spd 30 ft.

- **Melee** mwk battleaxe +10/+5 (1d8 +3/x3) or dagger +9/+4 (1d4+3/10-20)
- **Ranged** +1 composite longbow +10/+5 (1d8+4/3) or Rapid Shot +1 composite longbow +8/+8/+3 (1d8+4/3)
- **Special Attacks** favored enemy (reptilians +4, monstrous humanoids +2)

OFFENSE

- During Combat a scaled agent keeps his foes at a distance when possible, attacking from behind difficult terrain or other obstacles or cover whenever possible.
 Morale a scaled agent will fight to the death for the
- PCs, but will otherwise surrender at 15 hp.

STATISTICS

Str 16, Dex 16, Con 13, Int 10, Wis 12, Cha 8 Base Atk +6; CMB +9; CMD 22

- **Feats** Endurance, Improved Precise Shot, Mounted Archery, Mounted Combat, Point-Blank Shot, Rapid Shot, Self-Sufficient
- **Skills** Climb +11, Handle Animal +8, Heal +8, Knowledge (nature) +5, Perception +10, Ride +11, Stealth +11, Survival +12 (+15 to follow tracks), Swim +7
- Languages Common, Ophiduan

SQ hunter's bond (animal companion [hawk]), favored terrain (cities +2), track +3, wild empathy +5
Gear masterwork chain shirt, masterwork buckler, masterwork battleaxe, +1 composite longbow (+3 Str) with 40 arrows, 4 gp

Once the fight is over, Manners wisely reveals that yes, Cerberus had been in here with a woman. Unfortunately, she wore a heavy cloak and he never got a good look at her features. However, she had often invited Cerberus back to her place, which seemed to be one of the shacks just around the corner from here. He also tells the PCs that she hasn't been in here since the murders began.

C. FANATIC LEADER'S BASE

Just around the corner, as Manners had said, there are a row of shanty houses, built quickly and cheaply and in as poor repair as any other home just off the docks. One of them immediately stands out – highlighted by a unique green arch painted just above the doorway.

C1. SHANTY INTERIOR

The interior of this shack matches the outside – a whole house worth of run-down furniture crammed into a single room. However, despite the majority of the room looking heavily used – everything but the table is covered with a thin layer of dust.

A DC 10 Perception reveals that beneath the table is a simple trap door. It opens to reveal a ladder descending to the hidden basement.

C2. HIDDEN BASEMENT (CR7)

This twenty-by-twenty room is both much more recent and much better maintained than the building upstairs – heavy wooden beams supporting the unstable ceiling.

Instead of Cerberus' female benefactor, a dark-skinned xeph man reads a book by lantern-light, feet propped up on a nearby chest. As the PCs enter, he puts his hand on his weapon, unsure what to expect. Nobody but the 'high priestess' should know he was here, coordinating the fanatics sabotaging the city.

Pinned to the walls are huge maps of the city, marked with strategic locations across the city – the freshwater bridge, the northern watchtower, the protectorate craftsmen and the warehouse Cerberus had been using. Each of these represents one sabotaged city area the fanatics had been using to weaken the city's defenses. Five other buildings are marked as well - safe houses for the fanatics in the city. Each marked area is detailed after this section.

Hidden beneath the map of Arbil is an unfinished letter to the fanatic agents remaining in Lirasse:

The Fanged God says the giants are not needed in the attack. You can begin to leave Lirasse whenever it would not be suspicious to do so. I will meet up with you at the M

Finally, a DC 18 Perception check reveals that there are four thin spindles of crystal in a case tucked into a corner of the room, each a dorje (ego whip) with 50 charges.

FANATICAL COMMANDER

CR 7 XP 3,200 Xeph nomad 8

LE Medium humanoid (xeph) Init +3; Senses darkvision 60 ft.; Perception +1

DEFENSE

AC 18, touch 13, flat-footed 15 (+5 armor, +3 Dex) **hp** 48 (8d6 +12) Fort +4, Ref +5, Will +7 Defensive Abilities inconstant position

OFFENSE

Spd 30 ft.

Melee dagger +3 (1d4 -1) **Ranged** +1 light crossbow +8 (1d8+1/19-20) Powers Known (ML 8, Concentration +11, PP 70) 1st-energy ray, fortify, matter agitation, mind thrust, vigor 2nd—dimension swap, detect hostile intent, ego whip, inflict pain

3rd—dispel psionics, energy burst, psionic blast, telekinetic force

4th—flight, intellect fortress, psychic reformation, wrench **Psi-like abilities**

At will-detect psionics

Special Attacks discipline powers (catfall, decelerate)

TACTICS

During Combat fanatical commanders will use their powers to fly, and attack from a distance wherever possible, and use telekinetic thrust to separate enemies who draw too close or try to flank.

Morale fanatical commanders always fight to the death. If captured, they will attempt to commit suicide by manifesting energy burst or mind thrust on themselves.

STATISTICS

Str 8, Dex 16, Con 14, Int 16, Wis 12, Cha 10 **Base Atk** +4; **CMB** +3; **CMD** 16 Feats Combat Manifestation, Dodge, Expanded

Knowledge (energy missile), Greater Psionic Endowment, Light Armor Proficiency, Psionic Endowment, Psionic Talent

Skills Autohypnosis +12, Fly +12, Knowledge (geography) +14, Psicraft +13, Survival +12

Languages Chemish, Giant, Ophiduan, Somnese **SQ** burst, discipline (psychoportation), nomad's step

Gear quarterstaff, +1 light crossbow and 20 bolts, +1 chain shirt, 435 gp

FERRETING OUT THE INFORMANTS

Sirena has sabotaged a number of locations throughout the city, some through force, others more subtly. Each of the areas below detail one spot that can be located by following the map found in the fanatic safe house.

If the PCs ask Mosephi, Sudas, or Arbelle, they will recommend that the PCs look into these sabotaged areas before they leave for Lirasse. The decision the PCs make in which areas they investigate directly impacts the amount of time the PCs have to complete Part Three of the adventure.

D. THE FAULTY WEAPONSMITH

The mark on the fanatic's map leads you to one of the many protectorate smiths, tasked with making weapons and armor for the soldiers to use in the anticipated attack.

This particular smith is Ellioc, and he will deliberately ignore the PCs when they enter, meticulously focusing on his work, crafting dozens of heavy shields for the soldiers.

Any DC 20 Craft check, or a DC 25 Perception will notice serious and consistent flaws in Ellioc's work. When confronted, he will initially deny it, but a DC 15 Diplomacy or any Intimidate attempt will have him break down, claiming his wife and daughter have been taken - and they will be killed if he does not sabotage his own work.

He does not know where they have been taken, but Ellioc's family are hidden in one of the fanatic safe houses, easily located using the same map the PCs followed here.

When the PCs rescue his family, Ellioc will give the PCs his savings of 3,000 gp, and begin crafting proper, high-quality equipment for the soldiers.

D2. SAFE HOUSES (CR7 EACH)

Each of the five safe-houses is a twenty by forty building marked with a green arch painted over the doorway, and contains

little more than a pair of bunk beds and a table with chairs. In each, two fanatics remain resting, alternating in twelve-hour shifts with two additional fanatics out patrolling the city.

The safe-houses are all identical, except for one containing Ellioc's family in a second ten by ten locked room, at the rear of the main room. Roll a cumulative 20% chance each time the PCs arrive at a safe house to determine if they have located the one containing the hostages.

FANATIC (2)

CR5

hp 39; see page 5

XP 1600 each

E. THE DRUGGED WATCH

The guards here in the north tower are pale and unfocused. They attempt to stand to attention when you arrive, but they sway unsteadily on their feet.

The guards here have been drugged through an anonymous gift of fine wines left here several days ago, and the guards that took advantage of it are feeling the effects of withdrawal though they simply think they are sick.

A DC 21 Heal check can identify that the soldiers are going through withdrawal, instead of an illness. The guards will be legitimately surprised when told, and if asked to step down, they will do so immediately. Doing so grants the PCs experience for a CR 6 encounter.

F. THE BRIDGE (CR7)

Dressed in a heavy cloak and staring at the city's reservoir, this xeph appears no more out of place than any refugee, if not for the sparking static around the soles of his feet.

The freshwater bridge is the source of most of the city's potable water, and the fanatics know it. Each day, a fanatic visits, slowly unbinding the psionic powers put in place to sustain the city's water supply.

When the PCs confront him, he will first flee, then attempt to cause as much property damage as he can before being taken out, instead of attacking the PCs.

FANATICAL COMMANDER CR7

hp 48; see page 13

XP 3,200

PART TWO: Ashes of lirasse

The sabotage only confirms the fears of Arbil's leaders. Though they had expected attempted sabotage, that not a single one had been predicted, and that their leaders are invisible even to Mosephi's visions worries them greatly.

With the city seen to be under attack, all attentions shift to preparing for defense. Mosephi approaches the PCs and asks that they again take the lead on the counter attack - and hopefully find a way to stop the attack from ever occurring.

The papers found in the fanatics' lair suggest there is a group in Lirasse with more information, so that is where Mosephi will suggest the PCs begin their search.

SIDE QUEST

LOCATE THE CULT LEADER

If there is an army marching on the city, Arbil needs to be prepared – but preventing the attack before it happens would be ideal. The PCs must search out the leaders of these fanatics, and put a stop to whatever they were planning.

Granted by: Mosephi or Sudas

Reward: Mosephi will pay the PCs 5,000 gp for their service to the city.

By horseback, Lirasse is just under a week's travel away, across land recently trampled and ravaged by thousands of refugees passing through. Some stragglers remain on the road, injured or lost – and will take any aid the PCs are willing to give, though they have only information to provide in exchange.

The survivors can tell the PCs that the army that attacked the city seems to have vanished into the hillside surrounding the city, except for the monsters and the few soldiers that had been marching closely with them, as if guarding them. The giants, in particular, have claimed the city as their own fortress, and the fanatics and giants alike eagerly scoop up the few survivors, for food or who knows what else.

The giants are led by a singular monster of a hill giant, Ota. His band had been captured in the hillside, like all the other members of the army, and given a choice – serving willingly, or having his mind broken.

With the initial conquest done, he was told to stay put, and he took full advantage of the command by settling in and claiming the city for himself.

RANDOM ENCOUNTERS

Lirasse, now occupied, has become a dangerous place with giants and bandits roaming the street day and night. Each day, roll once on the following table to see which sorts of patrols the PCs encounter.

RANDOM WANDERING MONSTERS

d20	Monster	CR	Source
1-4	No Encounter	—	_
5-8	1d4 Survivors (commoner 2 or expert 2)	1	FtD:DO
9-11	1d4 Looters	6	PU
12-13	1d6 Casicada	5	FtD:DO
14-15	Hill Giant	7	PFB
16-18	1d4 Fanatics	5	FtD:DO
19	Caller in Darkness	9	PU
20	Roll again, increase number of creatures encountered by 50%	Varies	_

FtD:DO: From the Deep: A Dragon's Orders PU: Psionics Unleashed PFB: Pathfinder Roleplaying Game Bestiary

G. THE CITY GATES (CR9)

The walls to the city are surprisingly intact for a city fallen so swiftly. The only visible damage being a few marks from where they were struck with stray boulders.

The gates however are completely obliterated, and standing over the matchstick remains are two obese giants, making sure nobody goes in – or out.

GIANT GUARDS (2)

CR7

Hill giantXP 3,200 eachhp 85; Pathfinder Roleplaying Game Bestiary

H. ARBELLE'S VILLA

Despite the general destruction of the city, the overseer's elaborate villa still stands. One collapsed section of roof is the only visible damage to the main building, though the gate to the grounds has been torn entirely off.



Ota and his strategist Grom live in this grandiose building, having knocked out the second floor to give themselves plenty of headroom. The few remaining doors are good wooden doors, and the building walls are 1 ft. thick wooden walls. The walls surrounding the grounds themselves are stone walls, 5 ft. high and 2 ft. thick.

H1. GROUNDS (CR8)

Huge ceramic basins, each housing a circle of six sunflowers erratically dot the manicured lawn.

The villa's grounds are protected, and decorated by several dangerous, yet well groomed, udoroot. Arbelle had fed the plants well, keeping them fairly sedentary, but they haven't been fed or tended to since the attack and have grown irritable. Ota and the fanatics know to simply run past the pots, rather than be barraged by their psionic attacks.

The rear portion of the grounds is littered with corpses, some killed while attempting to flee, others simply dumped on the lawn. The bodies collectively have 800 gp in coins and jewelry, and one body is clutching a stolen silver bust of Arbelle herself, worth 6,000 gp.

UDOROOT (3)

hp 45; Psionics Unleashed

XP 1,600 each

CR 5





H2. COURTYARD (CR8)

The neat garden in the middle of the courtyard has been turned into a campfire. Cots lean against the high walls surrounding it.

Though a powerful resource, the giants are also free-willed and unpredictable. Sirena has stationed these soldiers to both protect and keep an eye on him – though if the unfinished letter recovered from Arbil is correct, Sirena has decided Ota has outlived his usefulness.

CR7

XP 3,200

 FANATICAL COMMANDER

 hp
 48; see page
 13

FANATIC

CR5

hp 39; see page 5

XP 1,600

H3 EAST WING (CR9)

The elegant furnishings of this wing have been torn apart, creating an enormous bed from the soft portions of a dozen mattresses and chairs

Ota is an exemplar amongst hill giants: huge, fat and dangerous. Nearly twice as large as any of his brethren, he is cleverer than he takes credit for, wearing armor cobbled together out of fragments of dozens of smaller suits. Unlike the smaller hill giants, he also prefers to fight with the enormous, jagged

sword he once pilfered from a giant even larger than himself even though the battered thing is nearly twelve feet long.

Ota cares little for planning, leaving that instead to his second in command, Grom.

OTA

Advanced hill giant **NE Huge humanoid** (giant)

Init +0; Senses low-light vision; Perception +6

DEFENSE

AC 27, touch 8, flat-footed 27 (+5 armor, +14 natural, -2 size) **hp** 125 (10d8 +80) Fort +15, Ref +3, Will +5 **Defensive Abilities** rock catching

OFFENSE

Spd 40 ft. (30 ft. in armor) Melee +1 greatsword +18/+13 (4d6 +17) Ranged rock +7 (1d8 +11) Space 15 ft.; Reach 10 ft. Special Attacks rock throwing (120

ft.)

TACTICS

During Combat Ota will use his amazing reach to threaten as much of the battlefield as he can, moving

so he can take attacks of opportunity on manifesters. **Morale** Ota will fight to the death.

STATISTICS

Str 33, Dex 10, Con 27, Int 10, Wis 14, Cha 11 Base Atk +7; CMB +20; CMD 30

Feats Cleave, Intimidating Prowess, Martial Weapon Proficiency (greatsword), Power Attack, Weapon Focus (greatsword)

Skills Climb +14, Intimidate +18, Perception +8 Languages Giant

Gear huge scale mail armor, +1 huge greatsword, 3300 gp

H4. WEST WING (CR8)

What used to be the second floor dining hall has been knocked down and converted into a massive writing desk, covered in equally massive scraps of paper.

CR9

XP 6,400

Grom, Ota's right hand man, handles the logistics for the giants for his leader. Though everything is written in Giant, the massive pages here identify the patrols through the city, and wrapped in a tanned worg pelt are similar plans that seem to have been from the original attack on the city. Many strategic points are marked with circles, though one city block seems to instead be marked with a green X.

Grom has also caught four survivors and caged them up off

to the side of the room. These four are the remainder of a group of nine that had tried to escape the city two days earlier, only to be caught by the giants. If freed, they can tell the PCs where the main group of survivors is hiding.

GROM

Advanced hill giant XP 4,800 **CE Large humanoid** (giant) **Init** +1; **Senses** low-light vision; Perception +8

CR8

DEFENSE

AC 25, touch 10, flat-footed 23 (+4 armor, +1 Dex, +11 natural, -1 size) **hp** 105 (10d8+60) Fort +13, Ref +4, Will +5

Defensive Abilities rock catching

OFFENSE

Speed 40 ft. (30 ft. in armor) **Melee** greatclub +16/+11 (2d8+13) or 2 slams +15 (1d8+9)

Ranged rock +8 (1d8+13) Space 10 ft.; Reach 10 ft. Special Attacks rock throwing (120 ft.)

Morale If reduced to 20hp or less, Grom will attempt to surrender.

STATISTICS

Str 29, Dex 12, Con 23, Int 10, Wis 14, Cha 11 Base Atk +7; CMB +17; CMD 28

Feats Cleave, Intimidating Prowess, Martial Weapon Proficiency (greatclub), Power Attack, Weapon Focus (greatclub)

Skills Climb +12, Intimidate +14, Perception +8 Languages Giant



Ota

TACTICS

I. THE CAULDRON (SURVIVOR CAMP)

A boulder the size of a horse has smashed through the front of this building, fortunately striking little other than the large set of windows that made up the front of the inn, which the sign out front declares as "The Cauldron". As you approach, you get the feeling you're being watched.

The Cauldron was one of the city's foremost inns, and usually housed between thirty and forty travelers at a time. It now instead houses nearly two hundred of the city's survivors.

The commoners, laborers, and craftsmen that make up the majority of the survivors here have no chance against the giants. There are a few, however, who have been putting forth an active, though dwindling, defense of the city.

Xozzir (dromite vitalist 7), spent too much time trying to get others out of the city only to find herself exhausted and cornered. Though she managed to escape thanks to her small stature, the gates were too dangerous for her to escape through alone when she later tried. Since the attack, she has become the leader of the survivors, though she spends as much time collapsed from overexerting herself as she does actually helping them.

Teniss (ophiduan psychic warrior 6), one of Lirasse's military captains, was knocked unconscious during the attack, only to awaken and find himself unable to make his way out of the city. He has since helped protect the other survivors.

Maliss (Ophiduan expert 4), had attempted, as the attack began, to go back to his smithy to recover his namesake silver tools. He instead found himself avoiding a fleeing mob and patrolling fanatical soldiers. Now stuck in the city, he forges makeshift weapons for the survivors to defend themselves.

Xozzir will ask that the PCs do whatever they can to help the survivors in the rest of the city – and eventually helping them escape. Before she asks the PCs to do so – she wants to make sure that nobody else has been left behind, and that there would be enough supplies for the trip (see side quests below for details). When the PCs are ready to escape the city – with or without the survivors in tow – they can proceed to area N.

J. MARKET (CR8)

The main market is deserted, looted and trampled by one group after another. The few remaining stalls are watched over by a perimeter of statues, ancient protectorate guards forever surveying the remains.

A band of gargoyles has claimed the marketplace for themselves. They hide from the giants amongst the statues, picking off smaller creatures that wander through looking for food or shelter. The PCs in particular look like excellent prey.

SIDE QUESTS

WATCH FOR SURVIVORS

The survivors here have lost too much to simply abandon anyone who is unaccounted for. Xozzir wants the PCs to watch for any survivors they can find in their journey through the city. She will reward the PCs once ten survivors have been returned to the Cauldron alive.

Granted by: Xozzir

Reward: Xozzir will give the PCs her headband of inspired wisdom +2.

ANCESTRAL HAMMER

Maliss's whole reason for being stuck in the city was reclaiming his silver tools, and he's not going to abandon them now. He learned the hard way that his workshop has been turned into a base for some sort of bandits, so he needs the PCs to get the tools for him. He will give the PCs the key to the basement if they accept.

Granted by: Maliss

Reward: Maliss will give the PCs the best of what he was able to recover before being forced to flee his own store, a +2 deep crystal longsword.

AN APPLE A DAY

Though the survivors have holed up in an inn, there are far too many of them for the meager provisions it had on hand. The struggle to find enough food to feed people is turning into a daily challenge. Xozzir suspects there are plenty of supplies left in the market, but the last people she sent never returned.

Granted by: Xozzir

Reward: Saved from the wreckage of a gem cutter's store, the survivors give the PCs 20 gems worth a total of 4,000 gp.

Though most things of value have been stripped away, a large quantity of more basic supplies remain amid the wreckage, as well as 872 gp, 1,380 sp and 605 cp in scattered coins. One survivor hides in the remains of a stall, too petrified to go outside after watching his friend be ripped apart by the gargoyles the day before.

CR4

GARGOYLE (4)

hp 42; Pathfinder Roleplaying Game Bestiary XP 1,200

K. THE SILVER HAMMER

This domelike building is flanked by huge brick chimneys, stained black with soot. The front door has been broken off its hinges, and merely propped back into place over the entryway. Crossed hammers, emblazoned in silver, are painted on a large sign above the door.

The Silver Hammer was one of the most successful smiths in the city, producing quality wares and serving as a home to nearly a dozen journeymen smiths. Its size and the supplies within have turned it into a base for a group of bandits and looters within the city, as they delve into other ruined buildings for anything of value.

K1. THE SHOP FLOOR (CR8)

Empty racks line the walls and fill the floor, no doubt once filled with tools and weapons of all sorts.

The fanatics had already emptied the main area of the smithy before the bandits arrived, and now two looters keep a careful watch in case any of the fanatics return.

LOOTER (2)

CR6

Ophiduan rogue 6 XP 2,400 each CN Medium humanoid (reptilian) Init +3; Senses Perception +14

DEFENSE

AC 17, touch 13, flat-footed 14 (+3 armor, +3 Dex, +1 shield) hp 52 (7d8 +21) Fort +6, Ref +8, Will +2 Defensive Abilities evasion, trap sense +2, uncanny dodge

OFFENSE

Spd 30 ft. Melee +1 shortsword +8 (1d6 +2/19-20) Ranged mwk shortbow +8 (1d6/x3) Special Attacks sneak attack +3d6

TACTICS

During Combat Looters will attempt to use sneak attack to the exclusion of all else. If it is impossible to flank an enemy or catch them by surprise, they will attempt to move away and hide, to catch a target unawares next round. **Morale** Looters will attempt to flee if reduced to 30 hp, or will attempt to surrender if reduced to 10hp.

STATISTICS

Str 12, Dex 17, Con 14, Int 14, Wis 10, Cha 8 Base Atk +5; CMB +6; CMD 19

Feats Great Fortitude, Quick Draw, Stealthy, Weapon Finesse

- Skills Acrobatics +12, Appraise +11, Bluff +5, Climb +10, Disable Device +16, Escape Artist +14, Knowledge (dungeoneering) +11, Knowledge (local) +6, Linguistics +6, Perception +14 (+17 to find traps), Sleight of Hand +12, Stealth +14, Swim +5, Use Magic Device +8
- Languages Aklo, Common, Dwarven, Ophiduan, Undercommon, Xeph
- **SQ** rogue talents (fast stealth, rogue crawl, stand up), trapfinding +3
- **Combat Gear** antitoxin; **Other Gear** masterwork studded leather, masterwork buckler, masterwork shortbow with 20 arrows, +1 short sword, masterwork thieves' tools, sunrod, 200gp

K2. THE BACK AREA (CR8)

Sacks of ill-gotten loot are stacked around a trio of anvils in the center of this room, and hammocks around the edges. One of the two large iron furnaces is burning, as two looters sort through stolen things, keeping what is valuable and burning whatever isn't.

There is a massive, locked door at the back of this room. The door has a hardness of 15 and 50 hp, requiring a DC 40 Strength check to burst or a DC 32 Disable Device to unlock. If the PCs received the key from Maliss, the lock poses no issue, and it opens and swings open on perfectly weighted hinges. The room contains 2,489 gp worth of treasure.

LOOTER (2)

hp 53; see page 20

CR6

XP 2,400 each

K3. THE CHIMNEYS (CR10)

It would seem that the looters had attempted to climb down the huge chimneys into this lower forge, only to have been torn apart by the huge guardian within. Roughly human, its limbs are baked clay bolted to a cage in its chest containing a ball of sizzling energy.



CR10

XP 9,600

The automaton here was created to be a tireless worker in the Silver Hammer, and was only trying to protect the forge from the looters, through some instruction long-forgotten by Max. If the PCs simply state to the automaton that they are here at Max's request, it will not attack them, allowing them to take the tools without argument. If the PCs bypass the automaton, award them experience as if they had defeated it in combat.

The four dead looters in this room have the same equipment as the other looters.

AUTOMATON

Automaton

hp 101; as clay golem, Pathfinder Roleplaying Game Bestiary

SPECIAL ABILITIES

Berserk (Ex) The psionic construct that controls the automaton is not designed for combat. Automatons always goes berserk the first round of combat (as the clay golem ability), but also always return to a calm state one minute after combat ends.

- **Brittle (Ex)** Any attack that would deal sonic damage to an automaton automatically scores a critical hit if it connects. Automatons also automatically fail any save to resist sonic damage.
- **Immunity To Psionics (Ex)** Automatons are mindless creatures, and are immune to any psionic effect that allows power resistance.

Unlike clay golems, automatons do not gain the cursed wound ability.

L. FANATIC HIDEOUT

Though the outside has fared little better than the rest of the city, the green arch over the doorway still marks this building as a center for fanatical activity.



Marked by a green X on Grom's map, the fanatics' base in Lirasse is much larger than the one in Arbil was, and they continue to capture and brainwash any survivors they can get their hands on.

L1. MAIN ROOMS

The superb condition of the interior of this quaint house is a drastic contrast to the destruction outside.

Though the main portion of the house is in excellent condition, there is a large dried bloodstain on the floor, with a suspiciously square space untouched by its spatter. This trap door leads downstairs into the main fanatic base.

L2. FANGED GOD'S ALTAR (CR8)

Though crude, the large dragon painting here is clearly the same Fanged God as depicted at the shrine in Arbil, lined with crystals and other tributes.

The fanatics here are currently on their knees, pouring their psionic energy into the Fanged God's image. They will fail to notice the PCs until they have fully descended the ladder, at which point one will shout out warning to the others. The tribute at the base of the tablet is made up of small gems and coins totaling 3,200 gp.

FANATIC (3)

hp 39; see page 5

XP 1,600 each

CR5

L3. BRAINWASHING Room (CR9)

Along all the walls of this room are chains - enough to house nearly fifty prisoners in the tight space. Fortunately there are only eight here now, but they seem abused and broken as if they've been tortured, despite having no scars.

Sirena has had to resort to crude methods for breaking the minds of these prisoners, as the creature normally used for such methods is extremely rare. She instead has had to slowly drain their psyche and then force the new personality directly into their heads through the use of a specially crafted device. For this purpose, four bottled psyches are in a small case off to the side of the room. Each of the survivors has taken 2d4 Charisma damage from repeated ego whips.

FANATICAL COMMANDER (2)

hp 48; see page 13

XP 3,200 each

CR7

BOTTLED PSYCHE

Aura strong telepathy; ML 15th Slot —; Price 5000 gp; Weight —

DESCRIPTION

This vial of wispy liquid contains the critical energy of a living creature's mind. When created, the bottled psyche is created based on an existing creature (as mind seed), referred to as the template creature.

Drinking the psyche results in 2d4 immediate Charisma damage to the imbiber, as the psyches fight to take control. If this would reduce the drinker to 0 Charisma, the wearer begins a week-long transformation into the template creature.

REQUIREMENTS

Requirements Brew Potion, mind seed; Cost 2,500gp

L4. SIRENA'S BEDROOM (CR 9)

This practical yet well appointed bedroom has a feminine touch. Someone important must have stayed here, but judging by the dust, whoever it was is long gone.

Sirena has convinced a small group of casicada to guard her room for her, though they have begun to get restless. If the PCs attempt to speak with them instead of attacking, they can convince them to abandon their post and return to exploring the city with a DC 21 Diplomacy check.

If they do so, grant the PCs experience as if they had defeated the Casicada in combat.

CASICADA (4)

hp 42; see page 36

XP 1,600 each

CR 5

L5. SIRENA'S PLANNING ROOM (CR8)

Any organization lives or dies on its paperwork, and once again you see plans and maps pinned up on the walls.

These papers contain a number of critical pieces of information for the PCs. First, it details the tactics that the fanatics had used to take Lirasse by surprise. Many of the same tactics have already been put into action in Arbil: drugging the guards, blackmailing the blacksmiths, and sowing seeds of dissent. Any attempt to look at these papers triggers the crystal explosion trap (see below) set into the center of the room. The plans here detail a route for the army to take, from here eastwards to a location labeled 'The Maw', then south to ultimately attack Arbil from the east. Unfortunately for the PCs, if the dates listed on the map are correct, there are only four days remaining until the army is to reach Arbil, far longer than it took to reach here. The only glimmer of hope in stopping the army lies in a crumpled note, the PCs find off to the side.

Cerberus,

I will return to the Maw to preen the Fanged God before the attack on Arbil may begin – when his vast wings black out the sun. I will also retrieve more psyches, so that the army shall not falter. I will meet you in Arbil to begin the attack.

If the letter is to be believed, this Maw, marked on the map, could be the key to toppling the entire invasion plan.

The pins holding the map of the countryside to the wall are not mere spikes, but four +3 arrows jammed into the wooden wall.

CRYSTAL EXPLOSION	CR8

Psionic Trap	XP 4,800
Perception DC 32	
Disable Device DC 32	

EFFECTS

Trigger proximity (alarm)

Reset none

Effect power effect (*swarm of crystals*, 5d4 slashing damage, no save); multiple targets (all targets in 30 ft. cone from center of room)

M. BREAKING OUT OF THE CITY (CR10)

When the PCs broke into the city, they only made the giants more paranoid than they already were. They've increased their guard at the gates – though doing so has nearly depleted the remaining giants.

The giants are watching for attackers from outside the city, not inside, and only have a collective Perception bonus of +12 to notice attacks from the inside, allowing the PCs the opportunity to surprise them, especially important if they have the survivors with them.

GIANT GUARDS (3)

CR7

Hill Giant XP 3,200 each hp 85; Pathfinder Roleplaying Game Bestiary

PART THREE: THE MAW OF A GOD

The only chance the PCs have to stop the attack on Arbil is to stop the Fanged God, or if they are unable to, kill the creature serving as the template for brainwashing, and stop the army cold.

THE COUNTDOWN

Though the Fanged God is scheduled to rise four days after the PCs uncover the plans, how long they have to stop the army depends on the optional items the PCs have completed so far.

Unlike Lirasse, Arbil is aware of the incoming attack, though they have no chance of survival without the PCs help. Without intervention, Arbil would survive two days of siege.

For each ally group the PCs have gained so far – the kobolds of Vensnak, the lizardfolk of Less-World, and the orcs of Gyroth increase the number of days Arbil can survive by two. For each sabotaged area in Part One that the PCs did not complete, reduce the number of days by one, to a minimum of one day.

The journey from Lirasse to the Maw normally takes two days on horseback or four days on foot.

If the PCs are unable to reach the Maw before the four day timeline elapses, the PCs will see the draconic shape high in the air, flying towards Arbil, returning later in the day to its nest at the Fanged God's Maw. After the PCs see the Fanged God head towards Arbil, one of the PCs will receive a correspond from Mosephi:

The army is advancing - and we were fortunate enough to identify it as it did. We are mounting a defense, but cannot last long.

N. SLAVERS (CR8)

Through the field of siege weapons, discarded nearly unused outside the city walls, you hear sobbing. The source of the sound is the woman at the end of a chain of captives, as she is struck by a figure in a heavy cloak.

These refugees from the attack on Lirasse were unfortunate enough to have been captured by a group of phrenic scourges scouring the nearby area.

Once the scourges has been defeated, the captives will be able to tell the PCs that they were not alone - they are merely the last of a group of nearly a hundred that had been attacked and overwhelmed by the scourges several days ago. They beg the PCs to go and rescue the rest of the group - forcing the PCs to weigh the potential fate of many against the certain death of few.

Finding the camp isn't an issue - the scourges have been back and forth many times to collect the slaves, and a visible trail is there for the PCs to follow. It will take the PCs until nightfall to follow it back to the scourge camp.

PHRENIC SCOURGE	CRE

hp 44; Psionics Unleashed

XP 4,800

N1. CAMP BORDER (CR9)

The phrenic camp is surprisingly normal at first glance: tents, a fire, even a horse tied up off to the side. If not for the strings of nearly a hundred huddled slaves, it would be no different than any other night in the woods.

Not all of the captives are lucky enough to be slated for slavery - the two guarding the perimeter were amongst the first captured, and have nearly completed the transformation from implanted to phrenic scourge.

YOUNG PHRENIC SCOURGE

CR 7

XP 3,200

LE Small aberration (evil, lawful, psionic) Init +5; Senses Telepathy 100 ft., unnatural vision;

Perception +16 (+22 if unclothed)

DEFENSE

AC 17, 16 touch, 12 flat-footed (+5 Dex, +1 natural, +1 size) **hp** 20 (8d8-16) Fort +1, Ref +7, Will +9 DR 5/bludgeoning or slashing, PR 25

OFFENSE

Speed 20 ft.; burrow 15 ft., climb 20 ft. **Melee** 2 tendril clusters +8 melee (1d6-2 plus implant) Special Attacks Implant, psi-like abilities, sap will **Psi-like Abilities** (ML 9th)

At will-empathic connection (affects animal, fey, giant, magical beast, monstrous humanoid, aberration, dragon, elemental and outsider types, duration 9 days, DC 19), aversion (duration 13 hours, DC 19), read thoughts (DC 16), mind control (duration 9 hours, 5 targets, DC 16), psychoport

The save DCs are Intelligence based.

STATISTICS

Str 6, Dex 20, Con 8, Int 19, Wis 17, Cha 15



BAB +6; CMB +3; CMD 18

- Feats Ability Focus (implant), Ability Focus (sap will), Alertness, Weapon Finesse
- **Skills** Autohypnosis +6, Bluff +10, Climb +8, Diplomacy +10, Disguise +8 (+10 acting), Intimidate +7, Knowledge (psionics) +15, Perception +16 (+22 if unclothed), Sense Motive +10, Spellcraft +15, Stealth +14

SPECIAL ABILITIES

Implant (Ex) The tips of a phrenic scourge's tendrils constantly die and regrow, much like a human's fingernails. In any round in which the scourge successfully Strikes the same victim with both tendril attacks, the tip of a tendril breaks off in the flesh and begins to burrow, unless the victim succeeds on a DC 17 Fortitude save. The larva burrows through the host, following its nervous system until it reaches the brain. This takes 1d4+1 rounds, causing 2d4 points of damage per round. When the larva reaches the brain, the subject dies instantly. At any point in this process, the larva can be destroyed with remove disease or heal. This ability does not function against constructs, elementals, oozes, plants, or undead, and is not instantly fatal to foes with multiple heads. Any creature with natural regeneration or fast healing resists the effects of the implanted larva. The larva is not expelled, but neither can it proceed to the brain. It does continue to cause damage every round, however, as it tries to burrow (assuming the damage it causes exceeds the fast healing or regeneration, of course).This continues until the larva is destroyed, as above, or until 2d10+1 rounds have passed, at which point it dies on its own. The save DC is Constitution-based.

Sap Will (Su) As a standard action, a phrenic scourge can use this psionic attack to manifest a 20-ft.-radius sphere, which the scourge can center anywhere within 30 ft. (a common tactic is to center the ability on itself, as a scourge is immune to its own sap will ability). Anyone caught in this sphere must succeed on a DC 20 Will save or lose the will to act for 3d4 rounds, during which they are stunned. Once used, this ability can't be used again for 2 rounds.

Phrenic scourges often use this ability to take out groups of enemies at once, or to hunt for victims they can make into slaves or breeding vessels.

Unnatural Vision (Ex) A phrenic scourge sees and hears through its entire body; this gives it a +6 racial bonus to Perception checks, and makes it impossible to derive any benefit from flanking it.

When a scourge is disguised as a humanoid, and thus wearing clothes, these benefits are lost.

Compress (Ex) Although they normally stand as humanoid, phrenic scourges are not bound to that form. By shifting and relaxing their tendrils, they can thin themselves out, or flatten themselves into a mass of writhing limbs no thicker than a snake. As a full-round action, a phrenic scourge can move up to its speed through a space as narrow as two or three inches in one dimension, as long as it is at least a foot or more in the other dimension. For instance, a scourge could fit through a hole that was two inches by fourteen inches, but not one two inches by four inches.

N2. MAIN CAMP (CR10)

Two solemn figures circle the clustered captives; watching, judging, and keeping them scared into submission.

The scourges will open combat by each using sap will on the slaves, collectively rendering the entire group stunned for the duration of the combat, and will then attempt to use compelling voice on the party into believing their captives are terrible prisoners, who they are bringing to justice. Should they succeed, they will ask the party to guard them while they patrol – while they in actuality are going to warn their leader and assemble the remaining scourges for an all out attack.

Once the fight is over, the captives can recover enough to warn the PCs that the tent contains the leader of the scourge, who holds the keys to their chains. Even if they are freed without it (DC 24 Disable Device), they fear he will hunt the group down. They beg the PCs to eliminate him before he exacts vengeance on them.

PHRENIC SCOURGE (2)

hp 44; Psionics Unleashed

CR8

ashed **XP** ·

XP 4,800 each

N3. SLAVEMASTER'S TENT (CR9)

Lit by a cloud of sparks racing around the room, the tent is fairly sparse. A large table stands in the middle, and a humanoid mass of writhing tentacles stands at the far end.

The leader of the scourges has heard the fighting outside and stripped off his restricting cloak for the upcoming fight. He has

readied an action to sap will on anyone entering through the doorway, hoping to catch the PCs off-guard and implant them if he can.

The treasure that the scourges have accumulated is stored alongside the slavemaster in his tent. Amongst the gold and gems, with a combined worth of 978 gp, are the capstones of the collection -a +1 tower shield of light fortification and a +1 bastard sword still clutched by a pair of severed, mailed hands.

SLAVEMASTER

CR 9

Advanced phrenic scourge XP 6,400 LE Medium aberration (evil, lawful, psionic) Init +3; Senses Telepathy 100 ft., unnatural vision; Perception +16 (+22 if unclothed)

DEFENSE

AC 20, 15 touch, 15 flat-footed (+5 Dex, +5 natural) hp 60 (8d8+24) Fort +5, Ref +7, Will +11 DR 5/bludgeoning or slashing, PR 25

OFFENSE

Speed 30 ft.; burrow 15 ft., climb 30 ft.

Melee 2 tendril clusters +11 melee (1d8+2 plus implant) Special Attacks Implant, psi-like abilities, sap will Psi-like Abilities (ML 9th)

At will—empathic connection (affects animal, fey, giant, magical beast, monstrous humanoid, aberration, dragon, elemental and outsider types, duration 9 days, DC 21), aversion (duration 13 hours, DC 21), read thoughts (DC 18), mind control (duration 9 hours, 5 targets, DC 18), psychoport

The save DCs are Intelligence based.

STATISTICS

Str 14, Dex 20, Con 16, Int 23, Wis 21, Cha 19 BAB +6; CMB +8; CMD 23

- Feats Ability Focus (implant), Ability Focus (sap will), Alertness, Weapon Finesse
- **Skills** Autohypnosis +6, Bluff +10, Climb +8, Diplomacy +10, Disguise +8 (+10 acting), Intimidate +7, Knowledge (psionics) +15, Perception +16 (+22 if unclothed), Sense Motive +10, Spellcraft +15, Stealth +14

SPECIAL ABILITIES

Implant (Ex) The tips of a phrenic scourge's tendrils constantly die and regrow, much like a human's fingernails. In any round in which the scourge successfully Strikes the same victim with both tendril attacks, the tip of a tendril breaks off in the flesh and begins to burrow, unless the victim succeeds on a DC 17 Fortitude save.

The larva burrows through the host, following its nervous system until it reaches the brain. This takes 1d4+1 rounds, causing 2d4 points of damage per round. When the larva reaches the brain, the subject dies instantly. At any point in this process, the larva can be destroyed with remove disease or heal.

This ability does not function against constructs, elementals, oozes, plants, or undead, and is not instantly fatal to foes with multiple heads. Any creature with natural regeneration or fast healing resists the effects of the implanted larva. The larva is not expelled, but neither can it proceed to the brain. It does continue to cause damage every round, however, as it tries to burrow (assuming the damage it causes exceeds the fast healing or regeneration, of course). This continues until the larva is destroyed, as above, or until 2d10+1 rounds have passed, at which point it dies on its own. The save DC is Constitution-based.

Sap Will (Su) As a standard action, a phrenic scourge can use this psionic attack to manifest a 20- ft.-radius sphere, which the scourge can center anywhere within 30 ft. (a common tactic is to center the ability on itself, as a scourge is immune to its own sap will ability). Anyone caught in this sphere must succeed on a DC 20 Will save or lose the will to act for 3d4 rounds, during which they are stunned. Once used, this ability can't be used again for 2 rounds.

Phrenic scourges often use this ability to take out groups of enemies at once, or to hunt for victims they can make into slaves or breeding vessels.

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When a scourge is disguised as a humanoid, and thus wearing clothes, these benefits are lost.

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O. DECIMATED WAGON (CR 9)

Along the trail you come along a merchant caravan cracked open like a walnut. Headless corpses are strewn about, and a pair of massive grey beasts sit nearby, with halfeaten bodies in each hand.

Though the grey gluttons have just eaten, that's never stopped them from seeking another meal. If any of the PCs are psionic, the gluttons will attack on sight. If none of the PCs are psionic, the pair will eye them as they walk by, but not attack unless otherwise provoked.

The merchant's supplies are mostly untouched – spices, furs, and metal ingots worth a collective 2,000 gp. A DC 22 Perception check also uncovers a case of ten unbroken healing potions tossed aside during the fracas.

GREY GLUTTON (2)

hp 85; *Psionics Unleashed*

XP 3,200 each

CR7

P. HIGH SPEED CHASE

Out of the blue, a huge green blur shoots through the sky overhead, flying towards Lirasse, and landing on a rocky hill you passed early in the morning. Were the maps wrong? Did you pass by the Maw?

Regardless of how long the PCs wait, the creature will not show itself again. The PCs must decide to either follow it or to attempt to press forward to where the Maw is marked on the map. A successful DC 20 Perception check can identify that the blur is not the Fanged God, but an elaborate ruse to distract those who might seek to find its lair.

Backtracking costs the PCs one day's travel and discover via a DC 15 Survival check that the green blur was not the Fanged God, but a distraction.

P1. ROCKY HILLSIDE (CR 8)

This hill, alone for miles around, is all jagged cliffs and sharp corners; hard rock clung to only by lichen and birds.

Without the right tools, such as a climber's kit, climbing the hillside is an exhausting journey and the PCs will be fatigued when they reach the large plateau halfway up, where a group of fanatics sit around a crude drawing of the god, waiting for them.

FANATIC (3)

CR5

hp 39; see page 5

XP 1,600 each

P2. ROC SLIDE (CR 8)

Nearing the peak, a screech rattles the stones around you. Not quite the roar you would have expected from a god in the form of a dragon, it is more than enough to set off a cascade of rocks tumbling down the cliff side.

ROCK SLIDE	CR 8
Mechanical Trap Perception DC —	XP 4,800
Disable Device DC –	

EFFECTS

Trigger manual

Reset none

Effect cascade of rocks does 5d6 damage to all characters and forces them to make two DC 20 Reflex saves. Passing the first results in half damage from the rocks, and passing the second avoids being knocked from the cliff face - which deals an additional 5d6 falling damage; multiple targets (all targets on cliffside)

This screech could be the PCs first opportunity to identify that this is not actually the fanged god, but actually a disguised roc. Identifying the screech requires a DC 28 Knowledge (nature) check.

Upon reaching the peak, the PCs will discover that the Fanged God's decoy has again taken to the sky, just a green blur in the distance. After some time, the PCs will see it land at another peak some distance to the south.

When the PCs descend from the peak, a far easier task than climbing it was, they fill find their camp ransacked. Their supplies are still in passable condition, but any obviously valuable or psionic items left behind unattended have been taken by the fanatics, and any mounts have been slaughtered – though special mounts and other intelligent creatures will have easily escaped the raid.

Travelling to the southern mountain takes a similar timeframe as returning to this one: one day's travel on horseback or two on foot. Travelling directly to the Maw from here, however, takes two days on horseback or four on foot.

P3. FANATIC AMBUSH (CR 9)

More of a mountain than the hill it appeared in the distance, the surrounding hillside is thick with vegetation, with groves of trees growing irregularly within the thickets.

When the PCs arrive at the base of the hillside where the decoy landed, allow them to make a DC 13 Perception check to notice the fanatics concealed in the thick underbrush surrounding the hill before they attack.

A small camp is concealed a short distance away where they had been waiting. It contains anything stolen from the PCs in area P2, as well as two heavy warhorses.

FANATICAL COMMANDER	CR7
hp 48; see page 13	XP 3,200
FANATIC (2)	CR5
hp 39; see page 5	XP 1,600 each

P4. FOOTHILLS (CR 10)

Rabbits dart underfoot as you make your way through the foothills around the god's latest landing spot. Moving into a rare clearing, you can see a cave at the top of the small mountain where the god must have landed.

This space has been cleared by the regular movements of the giant flytrap here, which is currently standing at the far edge of the underbrush. It will attack the PCs if they attempt to cross the clearing.

The bones of dozens of creatures are strewn about in the long grass around the clearing, and the debris contains two masterwork longswords, a single ruby worth 1,500 gp, and a *torc of free will*.

GIANT FLYTRAP

CR10

hp 149; Pathfinder Roleplaying Game Bestiary XP 9,600

P5. ROC'S NEST (CR 9)

Only a narrow ledge leads up to the cave at the peak of the mountain. Inside, instead of the dragon you were expecting, a colossal bird sits in a nest made of logs and animal hides.

The roc has been captured by Scriven much the same way the dragon has, through a hidden puppeteer, and is being used as a diversion for the PCs. Its underside has been painted green, and a long green sail has been connected to its tail feathers.

The roc will defend the incursion to its nest violently, though if the puppeteer curled around its leg is removed, it will give the PCs one round to escape before returning to violence. If the PCs free the roc and escape, grant it XP as if they defeated it in combat.

Travelling from the roc decoy's lair to the actual Maw takes the PCs two days on horseback or three on foot.

ROC hp 120; Pathfinder XP 6,400 Roleplaying Game Bestiary

ы	PPETEER	
ΡU	PPEIEEK	

hp 4; Psionics Unleashed XP 400

Q. THE FANGED GOD'S MAW

This huge dome is not only the home of the Fanged God, but also

serves as the base of operations for Sirena, the commander of the army and leader of the cult. It also houses the captured hero the entire army was created from, now known as the Template.

CR9

CR1

Invisible from the ground, there is a large skylight in the center of the dome, used as an entrance and exit for the Fanged God himself. If the PCs climb or fly over the smooth stone walls of the dome, they are able to enter directly to the Fanged God's lair, area Q7.

The walls are all superior masonry walls and the doors are strong wooden doors. Areas Q7 and Q8 are locked with good locks.

Q1. TEMPLE EXTERIOR (CR 8)

Just over a hundred feet across, this perfect half-sphere emerges from the ground like a pustule, transitioning gradually from hewn stone to a peak of polished marble. The archway that marks the entrance to the dome is carved of green jade, surrounding heavy steel doors bearing the same image you have seen over and again, depicting the Fanged God.



There are nearly 5,000 silver and bronze coins scattered around the entrance, though not a single gold coin in sight. If the PCs begin collecting them, or they attempt to open the door, a strange creature, halfway between man and dragon, will materialize around the doorframe, and attack.

ANIMATE DREAM

hp 149;

XP 4,800

CR8

Pathfinder Roleplaying Game Bestiary 2

Q2. ATRIUM (CR 9)

Narrowing marble pillars rising from the floor along the edges of the room and dusty rose stone tiles give the semblance of standing in an enormous mouth. Three coffin-like structures lay open in the center of the room, each one holding a massive, identical humanoid figure with jagged teeth and a purple scar around its neck.

These phthsics have risen from the broken mind of the template, the dominated Meridar of Thassilon. Meridar is a moderately famous Protectorate adventurer. A DC 25 Knowledge (local) check is able to identify the similarities. The phthsics will rise and violently attack anyone who enters the room, attempting to defend the creature from whose mind they were born.

The coffins themselves are extremely ornate, lined with gold and small gems. If the PCs take twenty minutes to pry them all free, they will collect three hundred gemstones worth 15 gp each.

PHTHSIC (3)	CR6

hp 63; Psionics Unleashed

XP 2,400 each

Q3. GRISLY PILE (CR9)

The stone floor here is soaked in the ichor of rotting meat. Tthe gnawed and cracked bones of dozens, if not hundreds of bodies have been dumped into this deep pit.

Not all who undergo the mind-replacing processing survive. Those who die are fed to the god and dumped through a secret passage (DC 30 Perception to detect) from Q7 into this room.

Unfortunately, all of those dead innocents have given rise to a caller in darkness, who has lashed out to devour the last three fanatics attempting to empty the carcasses from this room. Their bodies join the others in the grisly pile.

CALLER IN DARKNESS

hp 71; Psionics Unleashed

XP 6400

CR9

Q4. SIRENA'S ROOM

Practical clothing and elegant furniture are the only occupants of this curved room.

Other than the furniture and several practical outfits in the drawers, the room is almost entirely empty. A DC 25 Perception check uncovers a hidden compartment in the top drawer of the wardrobe, containing the keys to Q7 and Q10, and the following letter:

Sirena,

How fitting that this man should follow the dragon's trail directly into our trap – he will serve as an excellent template for the army. Keep him sedated and do not touch the crown, it may be the only thing keeping him alive at this point. The seeding process is delicate; if he dies, the template might snap, and we would have to start all over again. Everything has been progressing smoothly of late. I look forward to your report on how well the seeding works across a larger group. -Scriven

Q5. VISITORS ROOM (CR10)

This chamber could be a royal bedroom, if not for being in the back of a cult's temple. Several half-snake, halfspider creatures seem to be waiting for you here and great purple slugs wrap around their necks. If only you could expect them to be less violent after you remove them.

If the PCs attack the puppeteers first, the casicada will turn their attentions to removing the other puppeteers from their brethren. They will not thank the PCs, however, and after the brief respite of attacking the others in the group, they will turn on the PCs.

Though the furniture is exceptional, it is also large. Beyond it, there is little of value in this room, no personal effects or even a stray coin. The most valuable piece of furniture is the goldframed vanity mirror, worth 3000 gp if retrieved unbroken or 2000 gp if shattered.

CASICADA (5)	CR5
hp 42; see page 36	XP 1,600 each
PUPPETEER (5)	CR1
hp 4; Psionics Unleashed	XP 400 each

Q6. CARETAKER'S ROOM (CR10)

The small bunk area here smells faintly of rot and unwashed cots.

The few fanatics that remain here are intended to care for the Maw and the Fanged God while Sirena is gone. With her being in the temple, they are constrained to their quarters until she leaves.

FANATICAL COMMANDER	CR7
hp 48; see page 13	XP 3200
FANATIC (4)	CR5
hp 39; see page 5	XP 1600 each

Q7. THE FANGED GOD (CR 12)

The heavy wooden door opens into a huge chamber, lit by hundreds of torches and flickering psionic lights. Every two strides descends another step into the ground, until at the bottom of the coin-littered steps is a creature all muscle and scaly armor – the Fanged God himself.

Even with an elegant, sinuous body protected by scales the color of forest moss, the Fanged God has no more understanding in his huge black eyes than might a wolf. Yet taught muscles and long polished claws just dare you to underestimate it on intelligence alone.

Tied to the narrow spines along its back are ancient bronze armor plates, each segment fit together roughly to allow the 'god' a full-range of movement even in the haphazard armor.

The Fanged God is not a godmind, but merely a dragon under the control of Scriven's puppeteers and being used by Sirena as a figurehead for the army of fanatics they have created.

If the attack on Arbil has already been launched, Sirena will be present in the room when the PCs arrive, gently petting the dragon's scales. If the attack has not yet begun, Sirena will arrive dramatically from Q9 two rounds into the combat, mind blades glistening like jagged glass.

The volume of coins and other treasure littering the room is immense. Stolen loot and tribute alike, the PCs are able to collect from the ground; 30,652 gp, 9,726 sp, 18,216 cp, a +1 power storing quarterstaff (expulsion), two cognizance crystals (3 pp and 5 pp), gloves of object reading, a crystal mask of mind armor, a spyglass, and a companion stone of fire (29 charges).

THE FANGED GOD

CR10

Young adult psionic dragon XP 9,600 CN Large dragon (psionic) Init +2; Senses dragon senses; Perception +5

DEFENSE

AC 26, touch 10, flat-footed 25 (+1 Dex, +16 natural, -1 size) hp 136 (13d12 +52) Fort +12, Ref +9, Will +11 DR 5/psionics; Immune paralysis, poison, sleep; PR 21

OFFENSE

Spd 40 ft.; fly 200 ft. (poor)

- **Melee** bite +18 (2d6+9/19-20), 2 claws +18 (1d8+6/19-20), 2 wings +13 (1d6+3), tail slap +13 (1d8+9)
- **Special Attacks** breath weapon (80-ft. line, DC 21, 10d4 force)



Psi-Like Abilities (ML 13th) At will—Fortify (+8 resistance bonus to saves) Space 10 ft.; Reach 5 ft. (10 ft. with bite)

TACTICS

During Combat Though powerful, the Fanged God isn't clever enough to use any advanced tactics. In the first round, he activates his fortify psi-like ability. He will fight clumsily due to the puppeteer control, taking no care to protect his treasure. **Morale** The Fanged God fights to the death.

STATISTICS

Str 23, Dex 12, Con 19, Int 4, Wis 17, Cha 12
Base Atk +13; CMB +20; CMD 31 (35 vs. trip)
Feats Alertness, Cleave, Flyby Attack, Improved Critical (bite, claws), Improved Sunder, Power Attack
Skills Fly +8, Intimidate +14, Stealth +22, Survival +16
Languages Draconic

SPECIAL ABILITIES

Predator's Guise The Fanged God's scales alter their color to better blend in with its environment, granting it a bonus on Stealth checks equal to its hit dice.

Reactive Defenses (Su) As a move action, the Fanged God can expend any psionic focus it has, if any, and regain psionic focus to change its active energy type. It gains immunity against its active energy type as long as it is maintaining psionic focus.



SIRENA

CR10

Female human ranger 4/ XP 9,600 soulknife 3/phrenic slayer 4 N Medium humanoid (human) Init +2; Senses enemy sense; Perception +8

DEFENSE

AC 21, touch 14, flat-footed 17 (+7 armor, +2 Dex, +2 dodge)
hp 87 (4d10 +3d10 +4d10 +22)
Fort +8, Ref +10, Will +6 (+8 vs. compulsion or mind-affecting)
Defensive Abilities brain nausea (sickened), lucid buffer (+2)

OFFENSE

Spd 30 ft. (20 ft. in armor) **Melee** +2 mind blade +16/+16/+11/+6 (1d6+5/19-20) and rend (1d10+4) **Ranged** +2 *mind blade* +16 (1d6+5) 20 ft. **Special Attacks** favored enemy (humanoid [reptilian] +2 (+6 if psionic)), psychic strike +1d8, throw mind blade

TACTICS

Before Combat Sirena charges her psionic focus and psychic strike each day at dawn.

- **During Combat** As combat begins, Sirena activates her Hunters Bond to share Favored Enemy against any of her primary targets with the Fanged God. Sirena will attack ophiduans first, and psions second. She attempts to fight her way towards the door to have an escape if needed. She will save her psychic strike for a key moment, and only recharge it if there appears to be a moment to spare.
- **Morale** Sirena will attempt to flee if reduced to 25 hp, but will fight to the death if prevented.

STATISTICS

Str 15, Dex 15, Con 14, Int 8, Wis 12, Cha 12 Base Atk +11; CMB +13; CMD 25

- **Feats** Dodge, Double Slice, Endurance, Mobility, Psionic Dodge, Psionic Weapon, Spring Attack, Two-Weapon Fighting, Two-Weapon Rend, Weapon Focus (mind blade), Wild Talent
- **Skills** Climb +6, Handle Animal +8, Intimidate +11, Knowledge (geography) +6, Knowledge (psionics) +5, Perception +8, Stealth +5

Languages Common

SQ blade skills (full enhancement), enemy sense, favored terrain (urban +2), form mind blade, hunter's bond (companions), shape mind blade, track +2, wild empathy +5

Combat Gear psionic tattoo (hustle), psionic tattoo (inertial barrier), antitoxin(2), healing potion(3), smokestick(2), tanglefoot bag; **Other Gear** +1 breastplate, collective gem, cloak of resistance+1, shard (+10 Bluff), 400 gp

Q8. CHAMBER OF THE TEMPLATE (CR7)

A man is suspended in some sort of contraption here, even as he lays unconscious in bed; a delicate crown of crystals is set into his scalp, just below the proboscis of a large beetle, and a puppeteer is draped around his neck like a scarf. Despite being controlled and placed in a locked room, he lies in a comfortable bed, and the room is stocked with months of provisions, and a private privy. Whoever he was, he is important.

This man is the army's template, the one from whom all of the fanatics have been created. A DC 20 Knowledge (local) check will identify him immediately as Meridar of Thassilon, a crusader for the Protectorate and defender of the weak.

Both the puppeteer around Meridar's neck, and the lornum affixed to Meridar's head are docile, unless Meridar or themselves are attacked. In such a situation, they will defend themselves to the best of their abilities.

Any Heal check will bring Meridar back to consciousness. Unfortunately, he is too far gone to be saved short of returning him to life after he passes through the use of psionic revivify or a similar power. Even if saved, he will tell the PCs that he can feel the fragments of his mind, each of the thousands of soldiers that now share a twisted version of his consciousness, and begs them to put him out of his misery. If the PCs refuse, he will weakly fall out of the bed, manifest call weaponry, and kill himself before the PCs can react.

LORNUM	CR7
hp 41; see page 40	XP 3,200

CONCLUDING THE ADVENTURE

Meridar's death shatters the feeble connection sustaining the fragments of his psyche in so many soldiers, immediately putting an end to the imminent invasion of Arbil.

If the army had not yet reached the city, the PCs will have to return to hear the news, but otherwise Mosephi will immediately send a correspond to the PCs, letting them know that the army has stopped dead in its tracks.

These nearly three thousand men and women, assuming the PCs stopped the army before they laid siege to the city, had once been the farmers and workers living in the lands around Lirasse. However, with the template snapped, their original lives are forever lost. These three thousand citizens call themselves 'The Renewed', for they have a fresh start after they could have found themselves dead.

Arbil, already playing host to so many refugees, welcomes the newly reborn individuals into its walls, at least until the PCs return.

When the PCs do return to the overcrowded city, there will be an immediate festival. The PCs actions not only saved the city, but also the lives of so many from Lirasse and the hillsides, and countless more beyond. When the festival ends, the majority of the Renewed will decide to settle into the lands surrounding Arbil, as farmers, laborers and other craftsmen. The situation in the city is tense due to both Arbelle and Mosephi now residing in Arbil, but the two work together, at least for now, to rebuild after the destruction.

With these new laborers, as well as the fifteen hundred refugees, Arbil begins an immediate period of rapid expansion. This period of expansion will last for at least a year, approximately until the Maquorans arrive to ask the PCs for aid in *From the Deep #4: Dead Captain's Chest*, nearly doubling the size of the original city. This gives the PCs plenty of time to role play, craft psionic items, or pursue other quests or interests before they return to adventuring.

BESTIARY

The coastal regions of the Ophid Protectorate tend to be wilder and less pacified than the regions near the cities. While the cities themselves are typically clear of dangerous creatures, the lands just a few miles outside the protection of the guards are another matter. Psionic creatures of a vast array make their homes in the wilderness of Tion: from the thought eater, to the vicious dire deep hound, the untamed lands of the Protectorate house creatures that could cause injury or death to the unwary.

MONSTERS OF THIRD DAWN

The From the Deep Adventure Path makes heavy use of the psionic monsters presented in Psionics Unleashed: Core Psionics System. To minimize the need to cross-reference, those psionic monsters from Psionics Unleashed used in this installment of From the Deep are presented in full below. Because Ksaren, the world of the Third Dawn Campaign Setting, is all-psionic, many of the creatures found in the Pathfinder Roleplaying Game Bestiary are not found in Ksaren. Generally speaking, creatures which have spellcasting or spell-like abilities are not found in Ksaren. This includes non-psionic dragons, most undead, and many outsiders.

Because of the unique nature of the *Third Dawn Campaign* Setting, new monsters will be introduced as part of the *From the Deep Adventure Path*. New monsters presented in this installment are the casicada and the lornum.

WANDERING MONSTERS

The area around Arbil and the coastal regions of Tion are not always the safest of environments. Although the patrols of the Protectorate keep the roads and the area immediately surrounding the cities safe, they can't keep the entire countryside cleared, especially as the Protectorate expands and adds new territories. Because Arbil is a newer city, the countryside around it is particularly dangerous, with only the area within a half day's ride from the city itself pacified. As the party ventures into and through the coastal regions, it is not uncommon for curious, hungry, or malicious indigenous creatures to be encountered. Because Arbil is on the ocean, the area around the city is a mix of jungle, marsh, and grassland, giving a wide assortment of creatures that might be encountered when adventuring in the countryside.

BANDITS

Characters might encounter a wide variety of scavengers, criminals, miscreants, and other unsavory types in their exploration of the outer regions surrounding Arbil. These might be disorganized brigands, thugs, con men, or thieves. Such enemies might use the statistics for the highwayman from the Gamemastery Guide (presented below). The highwayman (CR 6) might also lead a gang of bandits (CR 8).

PUPPETEERS AND SLAVES

A puppeteer encountered will have a maenad rogue enthralled as part of the encounter. Freeing the maenad from the puppeteer control is just as legitimate of a way to overcome the encounter as killing the maenad.

RANDOM WANDERING MONSTERS

d%	Monster	CR	Source
1-4	Casicada*	5	FtD:DO
5-9	Udoroot	5	PU
10-15	Giant mosquito	6	PFB2
16-20	Bandit [Highwayman]*	6	FtD:DO
21-25	Shambling mound	6	PFB
26-30	Gray glutton	7	PU
31-35	Intellect devourer	7	PU
36-40	Phthisic	7	PU
41-45	Giant slug	8	PFB
46-50	Gray render	8	PFB2
51-55	Bandit [Highwayman] and gang of bandits*	8	FtD:DO
56-60	Phrenic scourge	8	PU
61-65	Stone giant	8	PFB
66-70	Crocodile	9	PFB
71-75	Roc	9	PFB
75-80	Tick Swarm	9	PFB2
81-85	Yrthak	9	PFB2
85-90	Giant flytrap	10	PFB
91-93	Cerebrilith	10	PU
94-97	Gug	10	PFB2
98-99	Giant emperor scorpion	11	PFB4
100	Goliath spider	11	PFB4
98-99	Giant Slug	8	PFB
100	Giant Tarantula Spider	8	PFB2

* New creature detailed below.

FtD:DO: From the Deep: A Dragon's Orders

PU: Psionics Unleashed

PFB: Pathfinder Roleplaying Game Bestiary

PFB2: Pathfinder Roleplaying Game Bestiary II PFB4: Pathfinder Roleplaying Game Bestiary IV

BANDIT, MAENAD

This tall man lets loose a tremendous shot as he draws his sword. Tiny flecks of crystal glinting in his skin reveal that he is something more than human.

MAENAD	CR 1/2

Maenad rogue 1	XP 200
NE Medium humanoid (psionic)	
Init +3; Senses Perception +5	

DEFENSE

AC 16, touch 13, flat-footed 13 (+3 armor, +3 Dex) hp 10 (1d8+2) Fort +2, Ref +5, Will +1

OFFENSE

Speed 30 ft. Melee short sword +3 (1d6+1/19–20) Ranged light crossbow +3 (1d8/19–20) Special Attacks sneak attack +1d6 Psi-Like Abilities (ML 1st); 1/day—energy ray (sonic)

STATISTICS

Str 13, Dex 17, Con 14, Int 10, Wis 12, Cha 8
Base Atk +0; CMB +1; CMD 14
Feats Wild Talent⁸, Weapon Finesse
Skills Acrobatics +7, Bluff +3, Escape Artist +7, Intimidate +3, Perception +5, Sense Motive +5, Stealth +7, Swim +7; Racial Modifiers +2 Profession (sailor), +2 Swim
Languages Alyrian, Ophiduan
SQ outburst, sonic affinity, trapfinding

ECOLOGY

Environment any coastal Organization solitary, pair, or gang (3–5) Treasure NPC gear (studded leather armor, short sword, light crossbow with 20 bolts)

SPECIAL ABILITIES

- **Outburst (Ex)** Maenads can dampen their mental processes for an increase in raw power called an outburst. As a result, they take a -2 penalty to Intelligence and Wisdom but gain a +2 bonus to Strength. The maenad must spend one power point at the beginning of each round during an outburst and may stop an outburst at any time.
- **Sonic Affinity** Maenads add a +1 to the DC of any power with the sonic descriptor.

BANDIT, HIGHWAYMAN

HIGHWAYMANCR 6Human fighter 4/rogue 3XP 2,400

CN Medium humanoid Init +4; Senses Perception +7

DEFENSE

AC 19, touch 14, flat-footed 15 (+5 armor, +4 Dex) hp 53 (7 HD; 4d10+3d8+18) Fort +8, Ref +9, Will +2; +1 vs. fear Defensive Abilities bravery +1, evasion, trap sense +1

OFFENSE

Speed 30 ft.

Melee +1 spiked chain +12/+7 (2d4+4) or sap +10/+5 (1d6+1 nonlethal) Ranged mwk composite longbow +11/+6 (1d8+1/×3) Special Attacks sneak attack +2d6

STATISTICS

Str 12, Dex 18, Con 14, Int 13, Wis 8, Cha 10
Base Atk +6; CMB +10 (+14 when tripping); CMD 21 (23 vs. trip)
Feats Agile Maneuvers, Combat Expertise, Deceitful, Exotic Weapon Proficiency (spiked chain), Improved Feint, Improved Trip, Weapon Finesse, Weapon Focus (spiked chain), Weapon Specialization (spiked chain)
Skills Acrobatics +14, Appraise +5, Bluff +12, Climb +5, Disable Device +11, Disguise +14, Escape Artist +10, Intimidate +4, Perception +7 (+8 to find traps), Ride +9, Sleight of Hand +8, Stealth +14, Swim +5
Languages Common, Halfling

- SQ armor training 1, rogue talent (finesse rogue), trapfinding +1
- **Combat Gear** potion of invisibility; **Other Gear** +1 chain shirt, +1 spiked chain, masterwork composite longbow (+1 Str) with 20 arrows, sap, cloak of resistance +1, disguise kit, light horse (combat trained) with saddle, silk rope, smokestick, thieves' tools
- **Boon** Highwaymen can allow the PCs to pass without being robbed, or they could attempt to steal an item or deliver a secret message directly to an NPC.

Highwaymen are notorious outlaws or flamboyant criminals who flaunt the law, prey upon innocent travellers, and revel in the discomfiture their predations have upon the local constabulary.

Two highwaymen might be the bodyguards of a guildmaster (CR 11), while a trio of highwaymen may serve as the henchmen of a bandit lord or bounty hunter (CR 12). A lone highwayman may lead a gang of a dozen bandits (CR 8) or travel with a minstrel and a pair of cavalry for his gang (CR 9).
CASICADA

This serpentine creature has three pairs of long spindly arms and a humanoid face hiding rows of sharp teeth.

CASICADA CR 5

CE Small outsider XP 1,600 Init +4; Senses darkvision 60 ft.; Perception +11

DEFENSE

AC 19, touch 15, flat-footed 15 (+4 Dex, +4 natural, +1 size) HP 51 (6d10 +18) Fort +4, Ref +9, Will +5

OFFENSE

Speed 40 ft., climb 40 ft. Melee 2 rakes +11 (3d6 -2 plus grab) Special Attacks constrict (6d6) Psi-Like Abilities (Sp) (ML 6th) At will—energy ray (cold, DC 11) 3/day—body equilibrium, prevenom (DC 12) 1/day—evade burst, restore extremity

STATISTICS

Str 6, Dex 18, Con 14, Int 7, Wis 11, Cha 9
Base Atk +6; CMB +3 (+11 grapple); CMD 17 (23 versus grapple, cannot be tripped)
Feats Alertness, Improved Grapple^B, Toughness, Weapon Finesse
Skills Bluff +8, Climb +10, Perception +11, Stealth +13
SQ nimble grappler
Languages Aklo, Casicada

ECOLOGY

Environment any hills or plains **Organization** solitary, band(2-6) or cluster (8-16) **Treasure** standard

SPECIAL ATTACKS

- **Grab (Ex)** When a casicada successfully grapples a target, they immediately begin to crawl about the target's body. While a casicada does so, the target loses the grappled condition (though the casicada retains it), and the casicada gains a 20% miss chance on all attacks made against it. If an attack misses as a result of this miss chance, the original attack is immediately redirected at the creature the casicada is grappling using the attackers original attack roll. Up to four casicada can latch onto a medium creature at once.
- **Nimble Grappler (Ex)** Casicada have many spindly limbs, they use their Dexterity instead of Strength when while grappling or climbing.

Casicada are a cast-off race from the ethereal plane, no longer belonging there, but not yet accustomed to the material. They roam across the world in small groups, climbing and slithering in an unsettling way across nearly any obstacle.

Due to their nomadic nature, casicada have a very loose society and set of oral traditions in their own language, but little society beyond. The strongest casicada in any one band is answered to without question, only contested when groups meet, by a duel to the death between the two leaders.

In combat, groups of casicada prefer to swarm their opponents, the group attacking creatures one at a time before moving onto the next creature in the group.

Casicada regularly work with other creatures on a short term basis, functioning as guards, scouts or even pets. However, such relationships rarely last long, as the casicada have an endless urge to keep moving, considering staying in one place to be boring – if not painful.

In areas where the fabric between the material and ethereal planes is thin, casicada can grow to enormous sizes. These Rift casicada are advanced to large size and have 12HD. Rift casicada do not travel in packs, preferring to hunt and work alone. A Rift casicada is CR 9.



<u>CEREBRILITH</u>

The creature before you looks like a furless ape that has been crossed with some sort of reptile. Its skull is far longer than it should be, and it does not appear to have a neck, the skull simply continuing directly into the creatures severely hunched back. The skull is not a solid piece, appearing more like a thick ribcage on top, and you can see the enormous brain that also appears to continue into the creature's back. Long arms appear to keep it balanced, but as it stands up, you realize that they are only kept on the ground for ease of movement, and it appears more than capable of using them in a fight.

CEREBRILITH

CR 10

CE Large Outsider

9,600 XP

(chaotic, demon, evil, extraplanar, psionic) Init +1; Senses darkvision 60 ft., Perception +24

DEFENSE

AC 25, touch 10, flat-footed 24 (-1 size, +1 Dex, +15 natural) HP 112 (9d10+63) Fort +13, Ref +4, Will +10 DR 10/good; Immune electricity and poison; Resist acid 10, cold 10, fire 10; PR 20

OFFENSE

Speed 30 ft. Melee bite +14 (1d8+6) and 2 claws +14 (1d6+6) Space 10 ft.; Reach 10 ft. Spell-like Abilities (CL 9th) At will-deeper darkness, desecrate, detect good, dispel good (DC 20), greater teleport (self plus 50 pounds of objects

- only), magic circle against good, unholy blight (DC 19).
- 1/day summon (level 4, 1 cerebrilith, 35%)

Psi-like Abilities (ML 9th)

- At will—brain lock (any nonmindless, DC 17*), detect psionics, ego whip (2d4, DC 19*), id insinuation (four targets, DC 20*), mind trap (5 rounds*)
- 3/day—mind control (24 hours, DC 20*), ectoplasmic form, mind probe (DC 20)
- 1/day-mind thrust (9d10, DC 20*)
- *Includes augmentation for the cerebrilith's manifester level.

STATISTICS

Str 22, Dex 13, Con 25, Int 15, Wis 18, Cha 21 BAB +9; CMB +16; CMD 27

- Feats Power Attack, Psionic Meditation, Psionic Fist, Unavoidable Strike, Greater Psionic Fist, Wild Talent^B
- **Skills** Autohypnosis +16, Knowledge (arcane) +14, Knowledge (the planes) +14, Knowledge (psionics) +14, Perception +24, Sense Motive +16, Spellcraft +14, Stealth +13 Racial Modifiers +8 Perception



Languages Abyssal, Celestial, Draconic; telepathy 100 ft.

ECOLOGY

Environment any (Abyss) Organization solitary Treasure standard

Cerebriliths are specialized demons, augmenting their demonic abilities with psionic might. Cerebriliths are more concerned with their own power than anything else, and very rarely join in demonic armies unless they are needed for a specific purpose. Much of a cerebrilith's time is spent perfecting its own abilities, generally by using mortals as prey.

Cerebriliths are absolute monstrosities, the largest rivaling balors in size when fully erect. A typical cerebrilith stands around 15 feet tall, and weighs around 5,000 lbs. They're constantly hunched nature means most cerebriliths appear to only be around 11 to 12 feet high. They form from the souls of powerful psionicists, although only the soles of true psionic masters are capable fueling the creation of one cerebrilith, which otherwise may take as many as a dozen souls of psionic mortals to form.

FROM THE DEEP BESTIARY

GRAY GLUTTON

The vaguely humanoid creature before you has rough and warty skin, with a mouth full of needle-like teeth. If not for its bestial crouch, it looks like ti would stand about 18 feet tall.

GRAY GLUTTON CR 7

3.200 XP

N Huge Magical Beast Init -1; Senses darkvision 60 ft., low-light vision, scent; Perception +8

DEFENSE

AC 20, 7 touch, 20 flat-footed (-2 size, -1 Dex, +13 natural) **HP** 85 (9d10+36) Fort +10, Ref +7, Will +7 **PR** 20

OFFENSE

Speed 40 ft. Melee bite +15 (2d8+8) and 2 claws +15 (2d6+8)Space 15 ft.; Reach 10 ft. Special Attacks null psionic exhalation

STATISTICS

Str 27, Dex 9, Con 19, Int 2, Wis 15, Cha 20 BAB +9; CMB +19; CMD 28 Feats Improved Initiative, Iron Will,

Lightning Reflexes, Skill Focus (Perception), Skill Focus (Survival)^B, Step Up

Skills Perception +5, Survival +14

ECOLOGY

Environment Any underground **Organization** solitary, pair, or cluster (3-5) **Treasure** none

SPECIAL ABILITIES

Null Psionic Exhalation (Su) As a free action useable once per round, a gray glutton can breathe forth a cloud of pale blue translucent gas into an adjacent 10-foot cube. The gas is poisonous to anyone with power points. Any character possessing power points is effected by gray glutton poison.

Poison (Su) null psionic exhalation inhaled; save Fort DC 18; frequency 1/round for 4 rounds; effect 1d4 power points; cure 1 save

The gray glutton's sole purpose is to destroy psionic creatures and characters. The tenacity and rage it harnesses to track down and annihilate psionic creatures is terrifying.

Gray gluttons are rare, being the offspring of the victims of experimentation by manifesters. The hatred for their tormentors has been passed from generation to generation, leading to an instinctual hatred for any creature with psionic power. Although their hide is gray, the creature is named for its hunger for gray matter.

In combat, a gray glutton makes any creature with psionic power its priority target, and will attack any creature who gets in its way to reach its prey. A gray glutton will always break off an attack with a nonpsionic creature if a psionic creature is nearby.

INTELLECT DEVOURER

This creature is the size of a dog, but with a head entirely made of exposed brain. It moves with astonishing grace despite having no discernable eyes. A glistening membrane or mucus covers its form.

INTELLECT DEVOURER CR 7

CE Small aberration (evil, psionic) 3,200 XP Init +5; Senses blindsight 60 ft., darkvision 60 ft., Perception +18

DEFENSE

AC 21, touch 16, flat-footed 16 (+1 size, +5 Dex, +5 natural) **HP** 45 (6d8+18)

Fort +4, Ref +7, Will +6

DR 10/adamantine; **Immune** fire; **Resist** electricity 15; **PR** 23 **Weakness** vulnerability to protection from evil

OFFENSE

Speed 40 ft. Melee 4 claws +6 (1d3+1) Special Attacks body thief

Psi-like Abilities (ML 7th)

- At will—cloud mind, compression, detect psionics, ego whip (2d4, DC 16*), empty mind (+5 on Will saves*), id insinuation (three targets, DC 16*)
- 3/day-body adjustment (2d12*), intellect fortress, painful strike

The save DCs are Charisma-based.

*Includes augmentation for the intellect devourer's manifester level.

STATISTICS

Str 13, Dex 21, Con 15, Int 12, Wis 12, Cha 14 BAB +4; CMB +4; CMD 19

- **Feats** Combat Manifestation, Toughness, Up the Walls, Wild Talent^B
- **Skills** Autohypnosis +7, Bluff +16, Perception +18, Perform (Act) +8, Stealth +26 Racial Modifiers +8 Bluff, +8 Perception, +8 Stealth

ECOLOGY

Environment underground **Organization** solitary or pod (2-4) **Treasure** 1/2 coins; double goods; standard items

SPECIAL ABILITIES

Vulnerability to Protection from Evil (Ex)

An intellect devourer is treated as a summoned creature for the purpose of determining how it is affected by a *protection from evil* spell.



Body Thief (Su) As a full-round action that provokes an attack of opportunity, an intellect devourer can reduce its size, crawl into the mouth of a helpless or dead creature, and burrow into the victim's skull to devour its brain. This is a coup de grace attempt that inflicts 8d4+3d6+8 points of damage. If the victim is slain (or already dead), the intellect devourer usurps control of the body and may use it as its own, as if it controlled the target via mind control. The intellect devourer has full access to all of the host's defensive and offensive abilities save for spellcasting, manifesting, spell-like abilities, and psi-like abilities (although the intellect devourer can still use its own psi-like abilities). A host body may not have been dead for longer than 1 day for this ability to function, and even successfully inhabited bodies decay to uselessness in 7 days (unless this time is extended via effects such as gentle repose). As long as the intellect devourer occupies the body, it knows (and can speak) the languages known by the victim and basic information about the victim's identity and personality, yet has none of the victim's specific memories or knowledge. Damage done to a host body does not harm the intellect devourer, and if the host body is slain, the intellect devourer emerges and is dazed for 1 round. Raise dead cannot restore a victim of body theft, but resurrection or more powerful magic can.

Intellect devourers prey on sentient creatures, using their body thief ability to disguise themselves as their victims. This allows an intellect devourer the ability to hide within populated areas to seek out new prey.

Intellect devourers have the ability to understand Common, but cannot speak unless they are in possession of a body that has the ability to speak. An intellect devourer in possession of a body knows all the languages that the victim knows.

Intellect devourers stalk their prey, relying on stealth and psionic powers to remain undetected and catch their victims unaware. It will use its psi-like abilities to overcome an enemy if it can catch them by surprise, then using its body thief ability to inhabit and control the corpse, pretending to be the victim while it seeks out new prey.

LORNUM

This beetle is the size of a dog, with a downward curving mandible and a sticker for a mouth.

LORNUM

CR 7

N Small magical beast (psionic) XP 3,200 Init +1; Senses low-light vision; Perception +3

DEFENSE

AC 24, touch 12, flat-footed 23 (+1 Dex, +12 natural, +1 size) HP 41 (9d10 -9) Fort +5, Ref +4, Will +9 DR 10/crystal; PR 19

OFFENSE

Speed 20 ft.; fly 20 ft. Melee bite +7/+2 (1d4 -2 plus eat psyche) Special Attacks eat psyche, divulge Psi-Like Abilities (Sp) (ML 9th) At will—read thoughts, ego whip 3/day—id insinuation 1/day—psionic revivify

STATISTICS

Str 6, Dex 12, Con 8, Int 2, Wis 16, Cha 14 Base Atk +9; CMB +5; CMD 16 Skills Stealth +14

ECOLOGY

Environment warm coastlines or jungles Organization solitary or nest (2 plus 1-8 young) Treasure incidental

SPECIAL ATTACKS

Eat Psyche (Ps) A lornum's bite extends beyond the flesh to the psyche, doing 1d4 points of Charisma damage in addition to any physical damage. If the target is reduced to 0 Charisma in this manner, the target's psyche is trapped in the lornum, rendering the body 'empty' and helpless. A psyche can sustains the lornum for a number of days equal to its hit dice – it gains one negative level each day until it is destroyed. A lornum may eat the psyches of multiple creatures, the level loss assigned randomly between each creature whose psyche has been eaten. A lornum cannot hold more than twenty hit dice of psyches in this way at any one time, and if it exceeds this limit it must immediately begin divulging psyches until it is below 20 HD. An individual lornum often has a half dozen psyches eaten at once.

A living creature whose psyche has been eaten can survive for a number of minutes equal to its hit dice before it dies.

Divulge (Su): A lornum can divulge a psyche at any time as a standard action. If there is an empty body within 50 ft., the psyche will flow into that creature, effectively reviving it at Ohp with the body's physical scores and hp total, and the psyche's mental scores, memories and psionic abilities, as well as any negative levels it had accrued while the lornum ate it. If the original body is present, the psyche will automatically return to it's body.

If no empty body is present, the psyche appears as a shimmering cloud that disperses after a single round if it is not captured or contained. A captured psyche can be returned to life in its own body at any time by use of psionic revivify or similar powers or spells so long as the body is in passable condition.

When a lornum is killed, all psyches it currently has eaten are immediately divulged.

Lornums typically feed on small, easily subdued creatures and are passive in their normal habitats. However, their ability to empty a body of a psyche, leaving it open to mental domination or seeding makes them popular amongst cruel and dangerous creatures, like the Phrenic Scourges, who use the helpless bodies as breeding grounds for more of their ilk.

> This leads to most species destroying lornum on sight, not for being aggressive, but for the fear of what more intelligent creatures could do with its dangerous abilities.

> > Lornums are rarely more than two feet long and typically weigh 60 lbs.

PHRENIC SCOURGE

The creature before you stands in a dark robe, its face hidden by a cowl and its hands seem to twitch in unnatural ways as you view it. As you realize that it is not what it seems, its form collapses and it slithers into the darkness, leaving an empty robe even as you feel it stretching its predatory mind out towards you.

PHRENIC SCOURGE CR 8

LE Medium Aberration

4,800 XP

(evil, lawful, psionic) **Init** +3; **Senses** telepathy 100 ft., unnatural vision; Perception +16 (+22 if unclothed)

DEFENSE

AC 16, 13 touch, 13 flat-footed (+3 Dex, +3 natural) HP 44 (8d8+8) Fort +3, Ref +5, Will +9 DR 5/bludgeoning or slashing, PR 25

OFFENSE

Speed 30 ft.; burrow 15 ft., climb 30 ft.
Melee 2 tendril clusters +9 melee (1d8 plus implant)
Space 5 ft.; Reach 5 ft.
Special Attacks Implant, psi-like abilities, sap will
Psi-Like Abilities (ML 9th)

At will—empathic connection (affects animal, fey, giant, magical beast, monstrous humanoid, aberration, dragon, elemental and outsider types, duration 9 days, DC 19), aversion (duration 13 hours, DC 19), read thoughts (DC 16), mind control (duration 9 hours, 5 targets, DC 16), psychoport

The save DCs are Intelligence based; see below.

STATISTICS

Str 10, Dex 16, Con 12, Int 19, Wis 17, Cha 15 BAB +6; CMB +6; CMD 19

- Feats Ability Focus (implant), Ability Focus (sap will), Alertness, Weapon Finesse
- **Skills** Autohypnosis +6, Bluff +10, Climb +8, Diplomacy +10, Disguise +8 (+10 acting), Intimidate +7, Knowledge (psionics) +15, Perception +16 (+22 if unclothed), Sense Motive +10, Spellcraft +15, Stealth +14

ECOLOGY

Environment Underground or temperate plains **Organization** Solitary, pair, brood (3–5), or hoard (3–5 plus servants, in any combination of duergar,

gnolls, troglodytes, or similar humanoids)

Treasure Double standard

SPECIAL ABILITIES

Implant (Ex) The tips of a phrenic scourge's tendrils constantly die and regrow, much like a human's fingernails. In any round in which the scourge successfully strikes the same victim with both tendril attacks, the tip of a tendril breaks off in the flesh and begins to burrow, unless the victim succeeds on a DC 17 Fortitude save. The larva burrows through the host,



following its nervous system until it reaches the brain. This takes 1d4+1 rounds, causing 2d4 points of damage per round. When the larva reaches the brain, the subject dies instantly. At any point in this process, the larva can be destroyed with remove disease or heal.

This ability does not function against constructs, elementals, oozes, plants, or undead, and is not instantly fatal to foes with multiple heads. Any creature with natural regeneration or fast healing resists the effects of the implanted larva. The larva is not expelled, but neither can it proceed to the brain. It does continue to cause damage every round, however, as it tries to burrow (assuming the damage it causes exceeds the fast healing or regeneration, of course). This continues until the larva is destroyed, as above, or until 2d10+1 rounds have passed, at which point it dies on its own. The save DC is Constitution-based.

- **Dispassionate Insight (Ex)** Despite having emotions, phrenic scourges don't interact with the world through them, but through cold, piercing logic; thus, all psi-like and supernatural abilities a phrenic scourge has use its Intelligence instead of its Charisma for all purposes.
- **Sap Will (Su)** As a standard action, a phrenic scourge can use this psionic attack to manifest a 20-ft. radius sphere, which the scourge can center anywhere within 30 ft. (a common tactic is to center the ability on itself, as a scourge is immune to its own sap will ability). Anyone caught in this sphere must succeed on a DC 20 Will save or lose the will to act for 3d4 rounds, during which they are stunned. Once used, this ability can't be used again for 2 rounds.

Phrenic scourges often use this ability to take out groups of enemies at once, or to hunt for victims they can make into slaves or breeding vessels.

Unnatural Vision (Ex) A phrenic scourge sees and hears through its entire body; this gives it a +6 racial bonus to Perception checks, and makes it impossible to derive any benefit from flanking it. When a scourge is disguised as a humanoid, and thus wearing clothes, these benefits are lost. Compress (Ex) Although they normally stand as humanoid, phrenic scourges are not bound to that form. By shifting and relaxing their tendrils, they can thin themselves out, or flatten themselves into a mass of writhing limbs no thicker than a snake. As a full-round action, a phrenic scourge can move up to its speed through a space as narrow as two or three inches in one dimension, as long as it is at least a foot or more in the other dimension. For instance, a scourge could fit through a hole that was two inches by fourteen inches, but not one two inches by four inches.
Skills Phrenic scourges have a +8 racial bonus on Climb checks and can always choose to take 10 on

Climb checks and can always choose to take 10 c Climb checks, even if rushed or threatened.

Most phrenic scourges take to wearing humanoid robes, which easily hide their alien features for the casual observer, allowing them to disorient potential attackers and often giving them the upper hand. As combat is joined, they often slither away from these robes to reveal their true natures: writhing coils of tendrils and tentacles, like some madman's dream had leapt from his mind and taken physical form.

A phrenic scourge is a cunning foe who will turn friend against friend, playing on weaker minds with the use of powerful suggestions, aversions, and charms that make almost any creature regard the scourge as their erstwhile friend. Ideally, this reaches the point where the scourge implants their "true friends" with larvae, dooming them to painful deaths as the breeding grounds for more of their ilk.

Phrenic scourges prefer to hang back out of melee, battering foes with their psionic abilities or sending thralls to fight in their stead. When facing weaker or lone foes, however, they close and attempt to lash the victim with their tendrils, in hopes of implanting him with larvae and breeding a new scourge.



PHTHISIC

Covered in a hide of frost crystals with dagger-like claws and spikes, the creature before you stands 10 feet tall and vaguely reminds you of someone familiar.

PHTHISIC	CR 6

CE Large monstrous humanoid 2,400 XP (psionic)

Init +5; **Senses** darkvision 60 ft., scent; Perception +14

DEFENSE

AC 18, touch 10, flat-footed 17 (-1 size, +1 Dex, +8 natural) HP 63 (6d10 + 30); regeneration 5 (acid or fire) Fort +9, Ref +6, Will +8 DR 10/magic; Resist cold 10

OFFENSE

Speed 30 ft.

Melee 2 claws +11 (1d6+6) and bite +11 (1d6+6 plus mind feed)

Space 10 ft.; Reach 10 ft. Special Attacks mind feed

Psi-like Abilities (ML 6th)

3/day—brain lock (affects animals, fey, giants, humanoids, magical beasts, and monstrous humanoids, DC 15^{*}), dimension slide, ego whip (1d4, DC 15^{*}), mental barrier, mind thrust (ML 4th, 4d10, DC 15^{*}), skate

1/day—body adjustment (heal 1d12*), catapsi (DC 18). The save DCs are Charisma-based.

*Includes augmentation for the phthisic's manifester level.

STATISTICS

Str 23, Dex 12, Con 21, Int 10, Wis 16, Cha 16 BAB +6; CMB +13; CMD 24

Feats Alertness, Great Fortitude, Improved Initiative **Skills** Climb +15, Perception +14, Stealth +10, Swim +15

ECOLOGY

Environment any Organization solitary or gang (2-4) Treasure standard

SPECIAL ABILITIES

Mind Feed (Ex) A phthisic that hits with its bite attack deals 1d4 points of Intelligence damage. If this effect reduces the opponent's Intelligence score to 0, the ability damage becomes ability drain. Standing 10 feet tall and weighing over 600 pounds, a phthisic is a repressed neurosis that has been forcefully shunted from the subsconscious and turned into a living creature. They feed off mental energy, permanently damaging the psyches of their vicitims.

A phthisic will faintly resemble the person from whose mind it came, but is a warped, twisted version of that person (a DC 25 Perception check to note the resemblence allows someone who knows the source individual to recognize the source of the phthisic.

A phthisic feeds off the intelligence of a living creature, temporarily assuaging its constant craving for the sanity that can calm its own mental torment.



UDOROOT

What look to be a handful of sunflowers grow from an empty patch of grass.

UDOROOT

CR 5

N Huge plant (psionic) 1,600 XP Init +0; Senses blindsight 60 ft., low-light vision, Perception +10

DEFENSE

AC 11, touch 3, flatfooted 11 (-2 size, -5 Dex, +8 natural) HP 45 (6d8+18) Fort +10, Ref +4, Will +5

Immune electricity, plant traits; **Resist** cold and fire 10

OFFENSE

Speed Oft. Space 15 ft.; Reach O ft. Special Attacks double manifest Psi-like Abilities (ML 6th)

- At will—energy stun (electricity, 2d6, DC 15^{*}), false sensory input (DC 15), id insinuation (two targets, DC 15^{*}), mind thrust (ML 4th, 4d10, DC 14^{*}), telekinetic force (275 lbs., DC 15^{*}), thought shield (power resistance 16^{*})
- 3/day—astral construct (3rd level*), body adjustment**, mental barrier

The save DCs are Charisma-based.

- *Includes augmentation for the udoroot's manifester level.
- **An udoroot can use its *body adjustment* power to repair damage to one of its crowns, as long as the crown has not been severed or destroyed.

STATISTICS

Str –, Dex –, Con 16, Int 4, Wis 13, Cha 14
BAB +4; CMB +0 (cannot use maneuvers); CMD 0 (cannot be tripped, grappling has no effect)
Feats Iron Will, Lightning Reflexes, Great Fortitude
Skills Perception +10

SQ crown regeneration, udoroot traits

ECOLOGY

Environment temperate forest Organization solitary or patch (2-4) Treasure half

SPECIAL ABILITIES

Udoroot Traits (Ex) An udoroot can be killed only if its root is dug up or exposed, then burned, hacked apart, or otherwise destroyed. Severing or destroying all six crowns puts the plant out of commission,



allowing excavation of the helpless root. The crowns are Medium objects with a hardness of 5 and 7 hit points. To sever a crown, an opponent must use the sunder action. The crowns can also be affected by spells or effects that affect an area or targeted by spells that affect an individual target.

- **Crown Regeneration (Ex)** An udoroot takes no damage from having a crown severed or destroyed. A severed crown dies and can no longer be used to attack, but the udoroot takes no other penalties. As long as the root system remains intact, the crown regrows in about a month.
- **Double Manifest (Ex)** An udoroot senses its surroundings and manifests its psi-like abilities through its crowns. It can manifest two psi-like abilities per round, as long as it has at least two crowns remaining.

Udoroots are carnivorous plants that use psionic powers to overcome creatures that it then devours. The majority of the udoroot's body is its root system which hides below the surface of the ground, leaving only a few stalks that resemble sunflowers exposed. In subterranean environments, an udoroot can essentially grow upside down, with its stalks coming from the ceiling, rather than the floor.

The exposed stalks of an udoroot have white petals with reddish seeds that are tough, but nutritious and can be made into a bread if ground down and cooked.

CAMPAIGN OVERVIEW

Warning! This section is for a GM overview and is intended to spoil the adventure as thoroughly as possible!

The Ophid Protectorate is a place where the prominent members of society are determined by their psionic strength. Those who have the power rise to high stations; and those without it, fall. Nearly every member of the Protectorate has some measure of psionic talent, and it is not just a factor in determining who you can be in the Protectorate, but the factor.

While it is not the rule, it is the norm that anyone without the ability to use psionic power falls to the very bottom of Protectorate society, and is typically treated as second-class citizens, or worse. They are the outcasts and beggars, looked upon more as the Protectorate's trash rather than its citizens.

Thirty years ago, an infant was born in the just-founded city of Arbil to parents of mixed race. An ophiduan mother and a human father saw their child, and knew this chimairan would never be a true member of society – for chimairans cannot use the power of the mind, and though they wept over the decision, they abandoned him.

The half-breed child grew up on the streets, begging and stealing, working what labor he could, but never finding enough to survive. He had no psionic talent, but he was strong, clever, and was skilled with a knife. But these talents were nothing in a society such as the Ophid Protectorate, people saw his mottled skin and knew what he was, and cast him out over less qualified workers with the merest sliver of psionic talent.

By the time he was eighteen, on a date he had chosen along with the name Scriven, he had saved enough money to leave the city, and planned to do so. But it wasn't enough for the guards to kick him out – they stole all he had just because he had no talent, and cast him into the wilderness alone and defenseless.

In this wretched state, Scriven made his way into the countryside, miserable, but freer than he had ever been. Until he fell into a trap.

While most puppeteer traps seek merely flesh for their phrenic masters, the particular puppeteers that found the miserable Scriven were beyond that – they were free of the compulsion to return home, and the whim of their hive-mother was their only command.

The trap would have turned any normal person into a slave, through the manipulation of the very same psionic talent that Ophid society so treasures – but Scriven was free of that talent, and this irony saved him from the domination that befalls any careless enough to travel unawares.

And in the puppeteer reaching into his mind, something changed. Scriven found he could also reach back into the puppeteer, and learn what it knew. Grasping onto this sliver of power, he returned to the puppeteer's hive, and challenged the hive mother to enrapture his mind. When it could not, it took Scriven as its master instead of as its slave.

Over the next months and years, Scriven remained in the embrace of the hive-mother; poring through her mind and having her enslave creatures to sustain Scriven instead of herself. Together they grew mad, and together they remembered something that could change the world.

Embedded in the hive-mother were memories from centuries ago, perhaps even as old as the Impact itself. These memories told a story of ancient machines of war, remnants of the sorcererkings scattered across the sea. Machines so fearsome that a single one could cripple the whole of the Protectorate, showing them that psionic power wasn't all it was cracked up to be.

With the prospect of revenge close at hand, Scriven, now nearly as alien as the hive-mother surrounding him, commanded the puppeteers to dig. And beneath the rock and soil and sea they captured creatures to dig: duergar, dromites, kobolds, and larger beasts still, each one seeking the same things – the ancient machines.

Years further still, Scriven has found more than one of the machines. He toils night and day to restore them, ancient memories and terrifying experiments his only recourse to uncover what they do.

UNCERTAIN FUTURES

LEVELS 1-3

A swarm of puppeteers, under the control of Scriven's hive, has descended upon the kobold community of Vensnak, and commanded that they dig for the soft black rock he suspects the ancients used to power their machines. Into the one working machine Scriven has provided them, the kobolds have thrown every conceivable stone, until it belched forth a foul smoke in protest and exploded, collapsing the mines around it.

This same smoke is the cloying poison leaking into the land above, disrupting the Flow. The PCs must stop or even save the kobolds, and destroy the machine before it poisons the land too deeply, all the while guessing why they find so many puppeteers underground.

RULING THREE

LEVELS 4-6

Beneath Arbil has not been the only place Scriven's puppet slaves have begun to dig. By using enslaved beasts of the sea, he digs and scavenges further abroad each day, searching for the ancient machines. But his digging has drawn the attention of something more ancient still – the aboleths. Ancient beyond measure yet young to the world above the waves, what was once a border conflict quickly escalated to a fully fledged war.

And from that war, castoffs of Aboleth society have arrived at a small island off the coastline. Rather than directly attacking this

new unknown place, they seize the chance for power of their own, and have sent the lizardfolk natives to the coast, to wreak havoc and drive the orcish tribes into a frenzy. The PCs must follow the trail back to the source, and make powerful allies along the way.

A DRAGON'S ORDERS

LEVELS 7-9

While dragons are massive beasts, in Ksaren they are as simple-minded as they are vicious. When a hungry dragon wandered into Scriven's hive, it was a simple matter to enslave the beast and use it to fuel his schemes – particularly to use it as a figurehead for an army he will use to cleanse the continent of the city of Arbil – for his former home must be the first to go.

With the fanatical army following this 'draconic godmind' being too fierce a foe to fight head on, the PCs must cut off the beast at its head, literally. They must track down and destroy the beast before the city of Arbil falls to the army that consumed the city of Lirasse weeks before.

DEAD CAPTAIN'S CHEST

LEVELS 10-12

A favor must always be repaid, and much like the dromites ferried north to the freedom of Tion, the Maquorans ask for repayment of favors given to help them fight a delicate battle on the seas themselves.

One dromite, Kixthran, wants to sever the tradition of repaying for flight across the ocean. In his fury at being once again in debt, he killed the captain of a Maquoran ship and enslaved his crew. With the fleet on his tail seeking revenge, he fled to one of the few pirate strongholds in the ocean, where the PCs will need to break apart the power structure that now protects one of the most vicious pirates in generations.

IT CAME FROM BELOW

LEVELS 13-15

With the Maquoran Fleet spread far across the ocean, cleaning up the mess the pirates left, a new terror rises from the bottom of the ocean. A hundred gaping maws, aboleths hungry from a long war against Scriven seek to take more than a figurative bite out of the Protectorate coastline in revenge.

With every ship in a hundred miles pulled beneath the waves to fuel the awakening of a long dormant volcano, the PCs must dive beneath the waves to stop them. Or, will they ally against a stronger threat still rising?

NIGHTMARES OF STEEL

LEVELS 16-18

A shadow falls across the land, both new and ancient. An impossible machine of war has risen from the depths with a madman at its helm – Scriven. With the ancient memories of the hive-mother used to repair the pre-Impact war machine, belching a cloying smoke that no psionics can seem to penetrate.

The PCs must separate Scriven from his machine, and even while it still rages war on the Ophid Protectorate around it, chase him back to his lair. Inside they will find the puppeteer hive-mind he has so closely bonded with, and further ancient machines besides. They must stop him and his machine before they level the entire country.

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A DRAGON'S ORDERS

INVASION

A fanatical army has attacked the city of Lirasse, sending refugees to the city of Arbil.

CHOICES MATTER

The party's actions in adventures #1 and #2 will help to determine the course of events as they race against the clock to stop devastating destruction!

A DRAGON'S ORDERS is the third adventure of the six-part adventure path FROM THE DEEP, set in the all-psionic THIRD DAWN CAMPAIGN SETTING.

A DRAGON'S ORDERS is intended for characters of 7th to 9th level.

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