

Advanced Races Compendium: CHARACTER CODEX

CREDITS

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The Advanced Races Compendium from Kobold Press offers rules to make player characters from a wide array of races beyond those commonly accepted in fantasy roleplaying games. To highlight the various stories and mechanics this massive tome makes possible, the Advanced Races Compendium: Character Codex contains a detailed NPC for every race mentioned in the compendium. Within these pages you'll find the races, variants, archetypes, equipment, feats, and spells brought to life-encounter-ready representatives of the races that can energize and challenge roleplayers and spark GMs' imagination. All of them include combat tactics and backgrounds that make their motivations clear. Most of them have long-ranging goals or occupations that could make them recurring influences in an ongoing campaign. Many of them set the backdrop of an entire campaign on their own, whether they are a highly placed cultist preparing to subvert

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the youth of a wealthy nation, or a powerful oracle who seeks to supplant her people's old gods with her own faith.

Like the rules and background material presented in the *Advanced Races Compendium*, every reference or rule fits equally well in the Midgard campaign setting or in any other campaign. While the lore of the minotaurs or the ravages of the Dragon Empire seem specifically tailored to Midgard, any continent might host armies of dragons and dragonkin, resulting in the enslavement of one people or the galvanization of another. What matters most is that your campaign gains inspiration from the characters herein, and that players see the rules and traits from the *Advanced Races Compendium* in action. May the art and characters of the *Character Codex* inspire you and your fellow players to experiment with these lesser-known races and enjoy their diverse and unique options.

A NOTE ABOUT REFERENCES

Throughout this book, you will find a variety of references to material found in other publications. These references take the form of abbreviations that appear in superscripts.

Abbreviations found in this publication are listed here as superscripts after the following **Paizo Inc.** publications: Advanced Class Guide^{ACG}, Advanced Player's Guide^{APG}, Advanced Race Guide^{ARG}, Ultimate Combat^{UC}, Ultimate Equipment^{UE}, Ultimate Magic^{UM}, Monster Codex^{MC}, and Pathfinder Unchained^{PU}.

Abbreviations found in this publication are listed here as superscripts after the following **Kobold Press** publications: Advanced Races Compendium^{ARC}, Deep Magic^{DM}, and New Paths Compendium^{NPC}.

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<u>AOSHI KUBO</u>

As a young ratling, Aoshi exhibited exceptional martial skill, a mind for battlefield tactics, and a rare and unwavering sense of honor. Although the former ingratiated Aoshi to his ratfolk kin, the latter sense of propriety—so strange and pointless to most in the clan—made him an outcast, and so Aoshi left his ratfolk enclave when he was still just a child. At first, the humans of the nearby cities regarded him warily, for a ratfolk is naturally distrusted in most urban environments. Quickly, however, Aoshi proved the naysayers wrong, and he became known as a paragon of his kind. As Aoshi honed his own martial knowledge and skills, he began to find fulfillment in passing along his wisdom to talented youngsters of myriad races. He became a traveling instructor who impressed his pupils' parents with his tutoring skills and his kind way with children.

The ratfolk soon found himself welcome in cities where his kind were more often persecuted than celebrated. He instructed both humans and ratfolk in the martial arts; his knowledge and sense of leadership among the youngsters made him a respected and beloved teacher, and Aoshi took pride in his students and their accomplishments. Eventually, Aoshi settled down, and his small family gave him a great sense of happiness.

Then, however, a powerful orc warlord attacked the village in which Aoshi was staying, and he took the ratfolk sensei and his family as prisoners. The warlord recognized the ratling's potential, and tortured his family and other captives to bend the ninja to his will. Aoshi stood on his principles for as long as he could, but no longer resembles the person he once was.

He assumes the guise and posture of an honorless assassin, giving himself over to the lowest use of his skill to preserve his family, for their captor promises to kill them slowly and painfully should Aoshi disobey. The broken husband and father hopes to one day free his family and flee to safety but for now does his slave master's bidding and bides his time. He takes no joy in the perversion of his art, sometimes weeping after a killing blow.

AOSHI KUBO

CR 3

XP 800

Male ratfolk^{arg} ninja^{uc} 4 N Small humanoid (ratfolk) **Init** +3; **Senses** darkvision 60 ft.; Perception +6 DEFENSE

AC 18, touch 15, flat-footed 14 (+3 armor, +4 Dex, +1 size) **hp** 26 (4d8+8) **Fort** +3, **Ref** +7, **Will** +0 **Defensive Abilities** redeat empethy uncerpaided as

Defensive Abilities rodent empathy, uncanny dodge OFFENSE

Speed 20 ft.

Melee mwk kusarigama^{uc} (chain) +5 (1d4+2), mwk kusarigama^{uc} (sickle) +5 (1d2+2)



Ranged mwk composite shortbow +8 (1d4+2) Special Attacks sneak attack (+2d6) TACTICS

Before Combat Aoshi doesn't enter a fight without a clear edge. If he has the benefit of surprise, he drinks his *potion of invisibility* and waits for an opportune time to strike.

During Combat Aoshi uses guerilla fighting tactics. If he doesn't have the advantage he uses his smoke pellets and thunderstones to make a quick retreat. He then imbibes his potion and waits until his enemies are vulnerable. He strikes when his target's guard is down, weakening tougher opponents with sneak attacks and retreating to attack from ambush again.

STATISTICS

Str 14, Dex 16, Con 14, Int 16, Wis 8, Cha 10 Base Atk +3; CMB +4; CMD 17

Feats Stealthy, Two-Weapon Fighting

Skills Acrobatics +10, Climb +9, Diplomacy +5, Escape Artist +12, Handle Animal +0 (+4 to influence rodents), Heal +1, Knowledge (local) +9, Perception +6, Sense Motive +6, Sleight of Hand+9, Stealth +16, Survival +3, Swim +8, Use Magic Device +6; **Racial Modifiers** +4 Handle Animal to influence rodents

Languages Aklo, Common, Orc, Undercommon

SQ ki pool (2 points), ninja trick (fast stealth), no trace +1, poison use, skin shifter

Combat Gear *potion of invisibility*, smoke pellets (4), thunderstones (2); **Other Gear** +1 *leather*, mwk kusarigama, mwk composite shortbow (+2 Str)

SVALE SHARPTONGUE

In many ways, Svale is the quintessential gnoll. He delights in bullying those he can outwit or intimidate, but displays characteristic cowardice in the face of strength. Shorter and weaker than other males of his race, he relies on magic and wit to manipulate the gnolls around him into thinking that he is a combat veteran and respectable predator. In truth, every combat he has fought in has been planned to give him an insurmountable advantage. He has picked fights against stronger gnolls until they attacked him without preparation, while he in turn used magic and timing to his own advantage. He poisons rivals and bests them before spectators become aware. In combat, he flanks allied rivals with an enemy, forcing larger gnolls to fight off two threats instead of one. When his mark is killed, he then attacks the wounded enemy to avenge his fallen "friend."

Gnolls respect strength more than cunning, so Sharptongue marries his machinations to the banner of an impressive warrior named Yula Manpelt (CE female mayele^{ARC} gnoll barbarian 8), a savage warrior who remains consistently vulnerable to Sharptongue's charms. Together, the two have brought weaker gnoll tribes under one banner, gaining Yula a reputation as unifier and potential warlord. Sharptongue has helped carefully craft Yula's image to produce a terrifying persona, one which makes Yula even more intimidating in personal combat. To spread her fame across Nuria-Natal, Sharptongue ordered the construction of a war tent worthy of his chief—covered in the hides of human soldiers she supposedly bested.

Others have called her the Manpelt ever since. As gnoll emissaries report to their remote tribes, the legend of the tent grows. Presently, the prevailing rumors are that the tent grows in size with every royal assassin intent on ending the threat she poses, for Svale and Yula plan to expand their tribe as much as they can during the foreseeable future.

SVALE SHARPTONGUE

XP 800

Male gnoll^{ARC} bard (sycophant^{ARC}) 4 CE Medium humanoid (gnoll) **Init** +6; **Senses** darkvision 60 ft.; Perception +7 DEFENSE

AC 14, touch 11, flat-footed 13 (+3 armor, +1 Dex) hp 22 (4 HD; 4d6+8) Fort +2, Ref +5, Will +6 (-2 vs. fear) Defensive Abilities well-versed Weaknesses craven

OFFENSE

Speed 30 ft.

Melee mwk rapier +3 (1d6/18-20)Special Attacks distraction, countersong, fascinate, inspire courage, sneak attack +2d6



Bard Spells Known (CL 4th; concentration +7)

2nd (2/day)—eagle's splendor, pains of the past^{DM} (DC 15) 1st (4/day)—anticipate peril^{UM}, charm person (DC 14), cure light wounds, innocence^{APG}

0 (at will)—glorious music^{DM}, haunted fey aspect^{UC}, message, read magic, quicken, unwitting ally^{APG}

TACTICS

CR 3

Before Combat Svale prepares for combat by using his *blood reservoir of physical prowess* or *potion of cat's grace*. He always attempts to avoid combat with diplomacy, or by shifting the focus of combat onto someone else.

During Combat Svale uses his abilities to empower allies, and uses *charm person* to create an ally if necessary. In single combat, he attempts to prove himself to other gnolls by using sneak atttack and then pains of the past to quickly finish off a rival.

Str 10, Dex 13, Con 12, Int 12, Wis 14, Cha 16 Base Atk +2; CMB +6 (+1 dirty trick or feint); CMD 24 Feats Deceitful, Improved Initiative

Skills Acrobatics +6, Appraise +5, Bluff +12 (+16 when lying), Disguise +12, Diplomacy +7, Escape Artist +6, Knowledge (arcana) +8, Knowledge (local) +8, Linguistics +6, Perception +7, Sense Motive +10, Sleight of Hand +5, Spellcraft +6, Stealth +6, Use Magic Device +8

Languages Common, Giant, Gnoll, Orc

SQ cornered fury^{ARG}, inspire confidence +2, scavenger^{ARG} **Combat Gear** blood reservoir of physical prowess^{UE,} potion of cat's grace; **Other Gear** belt pouch, flint and steel, flute, ink (black), inkpen, journal, masterwork rapier, masterwork studded leather, mirror, rope, soap, torches (10), waterskin

AAKONAK

Even as a youngling, the way of Horus fascinated Aakonak, and his inborn martial prowess made the choice of military service obvious. However, while his peers seemed to enjoy their role as the face of the religion, he found the public scrutiny stressful and the role of paladin too ostentatious. His superiors noticed his suffering performance, and the cadet was offered a new, subtler calling: that of inquisitor. Aakonak's innate abilities and fervor allowed him to excel quickly and he passed his training with top marks.

Putting his blessings and bloodline to good use, Aakonak now specializes in the detection, tracking, and elimination of aberrations and their cults. Lately he focuses on locating and exposing cults that worship grotesque creatures, working to uncover the beast at a cult's heart and present it to the church for judgment.

AAKONAK

CR4

XP 1,200

Male ravenfolk inquisitor^{APG} 5 LG Medium humanoid (tengu)

Init +5; Senses low-light vision; Perception +11

DEFENSE

AC 20, touch 14, flat-footed 18 (+6 armor, +2 Dex, +2 deflection) **hp** 40 (5d8+20)

Fort +7, **Ref** +1, **Will** +4; +2 against effects from evil-aligned creatures

OFFENSE

Speed 20 ft.

Melee +1 greatsword +8 (2d6+7/19–20), bite –2 (1d3+1)

Ranged mwk light crossbow +6 (1d8/19–20)

Special Attacks +2 sacred bonus to attacks against aberrations, bane (5 rounds/day)

Domain Spell-Like Abilities (CL 5th; concentration +8) 6/day—touch of good

- **Inquisitor Spell-Like Abilities** (CL 5th; concentration +8) At will—*detect alignment*
- 5 rounds/day-discern lies

Inquisitor Spells Known (CL 5th; concentration +8)

2nd (3/day)—align weapon (good only)^D, bloodhound, detect thoughts (DC 15), zone of truth

1st (5/day)—disguise self, expeditious retreat, magic weapon, protection from evil^D, shield of faith

0 (at will)—brand^{APG}, create water, daze, detect magic, guidance, light

D Domain spell; Domain Good

TACTICS

Before Combat If facing nonevil enemies, Aakonak casts *protection from evil* or *shield of faith* on himself and drinks his *potion of bear's endurance* and *potion of bull's strength*. If it is advantageous, he drinks his *potion of invisibility* (or give it to the party member to whom it is best suited) in order to move into the most tactically sound position.



During Combat Aakonak primarily uses his justice judgment, coupling this with Power Attack and his bane ability. If there are aberrations or cultists who worship them, Aakonak prioritizes them.

Morale If protecting the innocent or covering the retreat of allies, Aakonak fights as long as necessary, even at the cost of his life. If fighting alone or alongside those who can follow suit, he retreats when reduced to 15 hp, casting *expeditious retreat* on himself and others if possible.

Base Statistics Without bear's endurance, bull's strength, protection from evil, shield of faith, Aakonak's stats are **AC** 18, touch 12, flat-footed 16; no +2 effects on saves from evilaligned creatures; **hp** 30; **Fort** 4; +1 greatsword +6 (2d6+4/19– 20); **Str** 14 **Con** 13; **CMB** +5; **CMD** 17; **Skills** Intimidate (+9), STATISTICS

Str 18, Dex 14, Con 17, Int 10, Wis 16, Cha 8 Base Atk +3; CMB +7; CMD 19

Feats Intimidating Prowess, Power Attack, Scion of Horus **Skills** Intimidate +11, Knowlege (dungeoneering) +8 (+10 to Knowledge skill checks related to aberrations), Knowledge (religion) +6, Linguistics +5, Perception +11, Sense Motive +11, Stealth +8, Survival +9; **Racial Modifiers** +4 Linguistics,

+1 to skill checks made in dim light and darkness

Languages Aklo, Common, Celestial, Feather Speech SQ cunning initiative, gifted linguist, Horus-blessed^{ARC}, judgment 2/day, monster lore +3, solo tactics, stern gaze, swordtrained

Combat Gear potion of bear's endurance, potion of bull's strength, potion of cure moderate wounds (2), potion of darkvison, wand of cure light wounds (25 charges), holy water; **Other Gear** mwk breastplate, +1 greatsword, mwk light crossbow with 20 bolts, dagger, feather token (bird), backpack, manacles (2), rations (4), silver holy symbol, silk rope (50 feet), spell component pouch, 220 gp

TASHIS

While other tribes dedicate themselves to overcoming the difficulties of this world with hard work, Tashis's people, a tribe of jinnborn tied to water and given to carefree paths, prefer to prepare for the pleasures of the next world with the pleasures of this one. Tashis grew to adulthood in an environment of dancing, music, idle wandering, and unfettered emotion. He took this revelry further than his peers, indulging in a raw joy that bordered on ecstatic frenzy.

In time, his talents flourished into the ability to transmit his powerful emotions to others, his dancing bells and ringing cymbals driving other jinnborn to wild heights in and out of battle. Tashis feels his abilities are a mark of his tribal patron's favor; he has a duty to aid others in transcending the walls of their mundane perceptions, bridging the gap between this world and the next.

Once he felt he'd learned all he could about his potential with his tribesmen, he began to visit the cities bordering the Crescent Desert. From Siwal to Per-Bastet and farther west, Tashis charms his way into urban social circles with his magic and the hypnotic allure of his bells and cymbals. Even the most modest audiences come under his sway, eager to allow Tashis to expand their awareness with any tool at his disposal: magic, music, food, drink, illicit substances, seduction, or even pain. The more he surrounds himself with other hedonists, the closer he feels to his patron.

TASHIS

XP 1,200

Male jinnborn^{ARC} skald^{ACG} (sensate^{ARC}) 5 CN Medium humanoid **Init** +2; **Senses** low-light vision; Perception +8

DEFENSE

AC 13, touch 12, flat-footed 11 (+1 armor, +2 Dex) **hp** 27 (5d8+5)

Fort +5, Ref +3, Will +5; +4 vs. bardic performance, languagedependent, and sonic; +4 vs. mind-affecting effects Defensive Abilities uncanny dodge Resist cold 5

OFFENSE

Speed 30 ft.

Melee mwk starknife +6 (1d4–1/x3) **Ranged** mwk starknife +6 (1d4–1/x3) or

sling +5 (1d4-1)

Special Attacks raging song 20 rounds/day (inspired rage +2, song of senses)

Bard Spells Known (CL 5th; concentration +9)

- 2nd (2/day—enthrall (DC 17), glitterdust (DC 17), hypnotic pattern (DC 17)
- 1st (4/day)—charm person (DC 16), comprehend languages, lesser confusion (DC 16), sleep (DC 16)
- 0 (at will)—detect magic, flare (DC 14), ghost sound (DC 14), light, lullaby, mage hand



TACTICS

CR 4

During Combat Tashis drinks one of his *potions of cat's grace* and uses his raging song to strengthen himself and any allies. He disables his foes with spells such as *hypnotic pattern* and *lesser confusion*, drawing some to his side with *charm person* if able. He stays at range if he can, throwing his starknife or using his sling.

Modified Statistics When under the effects of *cat's grace* and his inspired rage, Tashis' statistics are as follows: Init +4; Senses scent; AC 14; hp 37; Fort +6, Ref +5, Will +7; Melee mwk starknife +8 (1d4/x3); Ranged mwk starknife +8 (1d4/ x3) or sling +6 (1d4); Str 10, Dex 18, Con 14; CMD 16; Skills Acrobatics +9

STATISTICS

Str 8, Dex 14, Con 12, Int 10, Wis 13, Cha 18 Base Atk +3; CMB +2; CMD 14

Feats Scribe Scroll, Steadfast Personality^{ACG}, Stouthearted^{ACG}, Weapon Finesse

Skills Acrobatics +7, Bluff +9, Diplomacy +10, Perception +8, Perform (dance) +12, Perform (percussion) +12, Sense Motive

+7; **Racial Modifiers** +2 Diplomacy, +2 Sense Motive **Languages** Common, Aquan

SQ bardic knowledge +2, favored (1/day)^{ARC}, rage powers (scent), versatile performance^{ACG} (Handle Animal, Intimidate), spell kenning^{ACG}

Combat Gear potions of cat's grace (2), potion of cure light wounds

Other Gear mwk starknife, sling, bullets (10), *bracers of armor* +1, masterwork cymbals and bells, bottle of wine, entertainer's outfit, sapphire ring worth 150 gp, 54 gp

KOJOK

Kojok was born and raised in a city established by and devoted to the church of the Great Horned One. A well-behaved, quiet young minotaur, the boy avoided trouble and followed the rules. As he entered adulthood, he decided to become a member of the city watch in order to protect his people. He was quickly recognized as a valuable soldier who followed orders and understood the importance of rule and law. His vigilance and interest in spirituality gained him the notice of ranking minotaur officers, who groomed him for leadership. The perfect opportunity arose, and his commanders put him in charge of the detail watching the great Temple of Moon and Sea. Throughout his years of service, Kojok's devotion to the Horned One and to his martial prowess grew. In that time he came to love one of the priestesses of the faith and they settled down together. They led a simple life until the Dragon Empire attacked.

Kojok's wife was slain before his eyes when the Dragon Empire's forces first assaulted the temple. In his rage, he killed several assailants single-handedly and reclaimed his love's body. Elsewhere the nigrosh fared poorly against the overwhelming force of their attackers. After only a few hours of fighting, Kojok was forced to flee. Using a lone passage under the temple, Kojok and the few remaining priests escaped into an underground labyrinth about which only the elder priests knew. When they emerged from the dark many hours and miles later, they saw their city in flames and immediately began to pray. Kojok had carried his wife's body the entire way, refusing to leave her behind. He dug a grave below a nearby tree, held a quick service, and led the survivors away from their burning home. This marked a turning point in Kojok's life; where once he felt grounded and fulfilled, he was now anchorless and despondent. The priests tried to console Kojok as best they could, but the minotaur's pain was far deeper than they realized. Kojok simply wanted to be alone in his despair, and so he set off by himself, perhaps hoping that a wandering monster would put him out of his misery. It was not to be, however.

With no home or family left, Kojok wandered the world for half a dozen years. He settled in a cosmopolitan city and used his experience as a soldier to gain work as a prison guard. With no desire for life beyond his work, he once again demonstrated himself as an ideal soldier and was quickly promoted to warden of the city jail. Under his leadership, security remained constant but for the escape of one prisoner. Kojok takes the success of this fugitive personally and sets out to find him and bring him to justice. His capable staff of wardens and guards should keep the prisoners locked down while he assumes responsibility for the escapee.

KOJOK

CR 5

XP 1,600 Male minotaur^{ARC} fighter 6 LN Medium monstrous humanoid **Init** 1; **Senses** darkvision 60 ft.; Perception +10



DEFENSE

AC 19, touch 9, flat-footed 19 (+10 armor, -1 Dex) hp 45 (6d10+12) Fort +7, Ref +1, Will +2 Defensive Abilities bravery +2, natural cunning OFFENSE

Speed 20 ft.

 Melee +1 labrysARC +13/+8 (1d10+9/x2) or gore +11 (1d4+7/x2)

 Ranged composite longbow +5 (1d8+4/x3)

 Special Attacks powerful charge, weapon training (axes +1)

 TACTICS

During Combat Kojok wields his axe with destructive power and ignores the double weapon attribute. He uses Power Attack and Furious Focus every turn so long as he can reliably strike his opponents. He fights until dead or his opponent is unconscious. Kojok prefers not to kills his opponents, but makes no effort to keep them alive.

Str 20, Dex 8, Con 14, Int 11, Wis 10, Cha 10 Base Atk +6; CMB +11 (+15 to bull rush); CMD 21 Feats Bull Ring^{ARC}, Exotic Weapon Proficiency (labrys), Furious Focus^{APG}, Power Attack, Quick Draw, Weapon Focus (labrys), Weapon Specialization (labrys) Skills Perception +10, Survival +11; Racial Modifiers +1 Perception, +1 Profession (sailor), +2 Survival Languages Common, Rue-Thothka

SQ armor training 1

Other Gear +1 full plate, +1 labrys, composite longbow (+4 Str)

ALFONSE OF THE AXIS

Alfonse grew up as a thief on the streets of Zobeck, but found purpose in the faith of Rava and left the streets to become an acolyte of her temple. Two decades later, Alfonse founded an orphanage dedicated to saving other urchins from a life of crime. When a deadly plague swept through his orphanage, Alfonse broke the law one final time. The clockwork paladin stole a supply of medicine from a renowned apothecary in Zobeck and used it to cure his charges. Alfonse knew the crime could not go unpunished and turned himself into the authorities. High Priestess Lena Ravovik offered him an alternative to imprisonment and shame: he could repent and forsake his old life forever by undergoing the Ritual of Soulbinding. Thus Alfonse became one of the faithforged.

Alfonse of the Axis, as he is now called, is a faithforged paladin of Rava. Though Zobeck is his home, Alfonse follows the high priestess's orders wherever they take him, showing kindness to strangers, bringing bandits to justice, or even assisting adventuring parties as witness to Rava on his own personal mission.

ALFONSE

CR 6

XP 2,400

Male gearforged^{ARC} paladin (faithforged^{ARC}) 7 LG Medium humanoid (gearforged) **Init** +2; **Senses** darkvision, low-light vision; Perception +4 **Aura** courage (10 ft.)

DEFENSE

AC 25, touch 12, flat-footed 23 (+10 armor, +2 Dex, +3 natural) **hp** 45 (7d10+7)

Fort +7, **Ref** +5, **Will** +10

Defensive Abilities divine grace; **Immune** disease, poison, magical sleep effects, enchantment effects, paralysis, fatigue, exhaustion

Weaknesses repairs required, water susceptibility

OFFENSE

Speed 20 ft.

Melee +1 greatsword +13/+8 (2d6+6) or halberd +12/+7 (1d10+5)

Ranged composite longbow +10/+5 (1d8+2)

Special Attacks channel positive energy (DC 15, 4d6, 2/day), divine bond (weapon +1, 7 min., 1/day), radiant charge, smite evil (3/day)

Spell-like Abilities (CL 7th; concentration +9)

At will—detect evil

TACTICS

Before Combat Alphonse first casts *detect evil*. Though he is a holy warrior, he has scruples about fighting nonevil creatures, and only engages in combat if such creatures are hostile to him or threaten innocent lives. If Alphonse knows he is going into battle, he activates divine bond and drinks his *potion of bull's strength*. His divine bond bonuses are not factored into his statistics.



During Combat When fighting an evil opponent, Alphonse smites. If he runs out of uses of smite evil or is fighting a nonevil opponent, he uses his holy furnace ability to enhance his attacks with elemental damage. Alphonse channels to harm undead foes or heal his allies as necessary. When he takes sufficient damage, he uses lay on hands to heal himself. **Morale** Alfonse fights to the death to protect the innocent and defend his faith.

Base Statistics Without *potion of bull's strength*, Alphonse's statistics are: **Melee** +1 greatsword +11/+6 (2d6+4), halberd +10/+5 (1d10+3); **Ranged** composite longbow +9/+4 (1d8+2); **Str** 16, **Dex** 14, **Con** —, **Int** 8, **Wis** 12, **Cha** 15; **CMB** +10; **CMD** 22

STATISTICS

Str 20, Dex 14, Con —, Int 8, Wis 12, Cha 15 Base Atk +7; CMB +12; CMD 24

Feats Iron Will, Lunge, Power Attack, Radiant Charge Skills Heal +6, Intimidate +5, Perception +6; Racial Modifiers

-2 Bluff, -2 Diplomacy, -2 Sense Motive, +2 Craft

(clockwork), +2 Intimidate

Languages Trade Tongue

SQ adamant, aura of good, holy furnace (2d6 fire or electricity), lay on hands (3d6, 5/day), rewind the gears, stable **Combat Gear** *potion of bull's strength*, adamantine weapon

blanch, cold iron weapon blanch, holy water (4); **Other Gear** +1 *full plate*, +1 *greatsword*, halberd, composite longbow (+2 Str), arrows (20), 139 gp

WYTRA

Wytra is a proud member of the Yul centaurs with a natural talent for growing majestic flourishing trees. As a young centaur wandering through her own grove, she came across an injured owl. Once she nursed it back to health, she came to realize the owl possessed a mystical connection, and that finding him was no accident. She named the owl Troka and regarded him as more of a friend than a pet. Before long, Wytra began to notice patterns in the coloration of his feathers. She understood these patterns as secrets that combined both arcane and natural magic. Wytra and Troka became inseparable, as she practiced the arts suggested by whatever mysterious patron had sent him to her.

Wytra grew as her trees did, and in time the elder keepers of the grove entrusted her as its guardian and steward. She viewed this trust as a sacred honor and worked diligently to earn the approval of her elders. The young centaur could not have been more content with life before disaster struck. One night, while taking in the scents and sounds of her grove, she came upon a grisly scene—an assassin standing over the bleeding body of a clan elder. Wytra rushed in to help, crying alarm and raising her staff to combat the murderer, but her training could not match her will. The intruder stabbed her several times and left her for dead.

Wytra lost consciousness but didn't succumb to her wounds. When other elders awoke her, they explained that the clan's Eldest had been killed. She vowed to find the assassin and learn the reasons for this violent act before bringing him to justice. Sensing that their young steward would not relent until the task was complete, they commissioned a small party of centaurs under her leadership. Wytra has followed the meager clues across the continent in search of the assailant, and has never wavered from her resolve. The lingering question remains: who would hire an assassin to murder an aged centaur of humble means, and why? Wytra intends to find the answer, and once she does, she will make the killer face justice for this terrible crime against her and her clan.

WYTRA

XP 2,400

Female centaur^{ARC} witch^{APG} (green witch^{ARC}) 7 LG Medium monstrous humanoid **Init** +0; **Senses** darkvision 60 ft.; Perception +10

DEFENSE

AC 9, touch 9, flat-footed 9 (-1 size) hp 45 (7d6+21) Fort +5, Ref +2, Will +7

OFFENSE

Speed 50 ft. Melee quarterstaff +3 (1d6) Ranged sling +3 (1d4) Space 10 ft.; Reach 5 ft.



Witch Spells Prepared (CL 7th; concentration +10)

4th—discern lies, locate creature

3rd—fly, pierce disguise^{ACG}, remove curse

2nd—bear's endurance, perceive cues^{APG}, river whip^{ACG}, see invisibility

- 1st—cure light wounds, mage armor, peacebond, remove sickness^{UM}
- 0 (at will)—arcane mark, detect poison, guidance, light, purify food and drink

TACTICS

Before Combat Wytra casts *bull's strength* and *mage armor* on herself prior to combat (these effects are not included in her statistics). She also casts *fly* on her allies if given time.

During Combat In combat Wytra heals and support her allies however she can. She directs her allies against invisible opponents while using *river whip* and *peacebond*.

TISTICS

Str 10, Dex 10, Con 16, Int 16, Wis 14, Cha 11

Base Atk +3; **CMB** +3; **CMD** 13 (17 vs. overrun or trip) **Feats** Eschew Materials, Intuitive Magic^{ARC}, Nature Magic^{ACG} (purify food and drink), Self-Sufficient

Skills Heal +21, Knowledge (nature) +13, Perception +10, Spellcraft +10, Survival +11; Racial Modifiers +2 Craft (bows), +2 Heal

Languages Centaur, Dwarven, Elven, Gnomish, Trade Tongue **SQ** cry the fury, familiar (owl), greenwhispering, hexes (tongues, ward)

Gear aegis of recovery, deathwatch eyes, healer's gloves, headband of intelligence +2, greater horseshoes of light stepping^{ARC}, healer's kit (8 uses), masterwork manacles

KUZZZHEK

Kuzzzhek knew he would never be strong enough to take a place among the honored tosculi warriors. As a drone, his only other option was to bend to the hive's will and toil endlessly for the queen. Kuzzzhek couldn't quite harmonize with the song of the Golden Swarm and secretly dreamed of a different life. The other workers interpreted his dissatisfaction as unforgivable laziness and individuality and cast him out in his 11th year.

Kuzzzhek the exile wandered far from Titan's Hive in search of a destiny that appealed to him. His journey through the Abandoned Lands exposed his enduring loneliness, which the hiveless tosculi never wishes to experience again. Kuzzzhek found a second home in Shibai, where anyone can rise to power with enough allies and wealth.

Now Kuzzzhek plies his trade as an alchemist in Shibai, working to amass greater resources and fulfill the void of family with status and material possessions. He sometimes considers a return to his people to take his place alongside other tosculi, but he knows he has burned that bridge with changes in his accent, behavior, and expectations. He medicates this wistfulness with secret adventuring work. His life is a far cry from the opulence the nobility of the city enjoy, but he keeps a comfortable existence there as a merchant and sometimes hired assassin or explorer.

KUZZZHEK

CR 7

XP 3,200

Male tosculi^{ARG} alchemist^{APG} 6/ninja^{UC} 2 LE Small monstrous humanoid (tosculi) **Init** +9; **Senses** Perception +11

DEFENSE

AC 28, touch 15, flat-footed 24 (+4 armor, +4 Dex, +5 natural, +4 shield, +1 size)

hp 52 (8d8+16)

Fort +7, Ref +15, Will +6;+4 vs. poison OFFENSE

Speed 30 ft.; fly 40 ft. (good)

Melee stinger +5 (1d4 plus poison) or 2 claws +5 (1d3+0)

Ranged bomb +10 (3d6+3) or +1 shortbow +11 (1d4+1) **Special Attacks** binding spittle, bomb 3d6 (DC 15, 8/day), sneak attack +1d6

Alchemist Extracts Prepared (CL 6th; concentration +8) 2nd—barkskin, cat's grace, false life, invisibility 1st—ant haul, bomber's eye, shield, true strike (2)

TACTICS

Before Combat Kuzzzhek drinks his mutagen and casts barkskin, invisibility, and shield.

During Combat Kuzzzhek activates his wings and hurls bombs at opponents. It then casts *true strike* and uses Flyby Attack to deliver poison with his stinger.

Morale Kuzzzhek is a cautious fighter. If reduced to fewer than half of his hit points, the venomous assassin drinks a *potion of invisibility* and flees.



Base Statistics Without *barkskin*, mutagen and *shield*, the venomous assassin's statistics are: Init +7; Perception +14; AC 24, touch 13, flat-footed 22; Ref +13, Will +7; Ranged bomb +8 (3d6+3); Str 10, Dex 17, Con 13, Int 15, Wis 14, Cha 6; CMD 17; Skills Acrobatics +16, Appraise +9, Bluff +7, Craft (alchemy) +19, Fly +16, Perception +14, Spellcraft +6, Stealth +14, Use Magic Device +12

STATISTICS

Str 10, Dex 21, Con 13, Int 15, Wis 12, Cha 6 Base Atk +5; CMB +4; CMD 19

Feats Acrobatic, Brew Potion, Dodge, Flyby Attack, Improved Initiative, Throw Anything

Skills Acrobatics +18, Appraise +9, Bluff +7, Craft (alchemy) +19, Fly +18, Perception +11, Spellcraft +6, Stealth +16, Use Magic Device +12

Languages Abyssal, Aklo, Trade Tongue

SQ concentrate poison, evolving mutagen, fast poisoning, gliding wings, ki attack speed, ki jump, ki movement, ki pool, ki stealth, mutagen, poison resistance, poison storage (3 doses), poison use, skittering, swift poison, wings (6 minutes/day)

Combat Gear black marsh spider venom, blue whinnis (4), giant wasp poison (3), *potion of cure serious wounds, potion of invisibility*

Other Gear +1 leaf armor, +1 shortbow, cloak of resistance +1, arrows (20), 250 gp

JATA RENDFLESH

Jata's life began in a small trollkin tribe far from civilization, one of the few survivors when a rival clan set out to raid them. A vagabond from that day forward, Jata spent years making a living off of her healing skills, honing her powers and listening to strange voices no one else could hear. After a time, the shaman came to miss the unity of a prospering tribe, and the company of the spirits or occasional traveling companion was no longer enough. She confronted the whispering spirits with her need for camaraderie and was answered with a vision of a large, cosmopolitan city. Though a lone trollkin might struggle to survive in other cities, she settled in a community that already housed a number of her kind, each scattered from their primitive tribes or hunted as monsters by short-sighted bigots.

JATA RENDFLESH

XP 4,800

Female trollkin^{ARC} shaman^{NPC} (riddled^{NPC}) 8 LN Medium humaniod (trollkin)

Init +3; Senses darkvision 60 ft.; Perception +10

DEFENSE

AC 21, touch 9, flat-footed 21 (+4 armor, -1 Dex, +4 natural, +4 shield)

hp 88 (9d8+43); fast healing 2 (16 hp/day) acid or fire **Fort** +12, **Ref** +3, **Will** +10; +2 against mind-affecting effects OFFENSE

Speed 30 ft.

Melee +1 morningstar +9/+4 (1d8+3)

Ranged mwk light cross bow +6/-1 (1d8)

Special Attacks shaman's touch (as *cure serious wounds* 4/day); twisted tongue (as *suggestion* 2/day, DC 19)

Spell-Like Abilities (CL 9th; concentration +13) (1/day)—command (DC 16), daze (DC 16), lullaby (DC 16),

oath^{ARC}, *pact*^{ARC} (as a full-round action, as a 4th-level spell) **Shaman Spells Known** (CL 9th; concentration +13)

4th (3/day)—chant of the ancestors^{ARC}

3rd (5/day)—*call lightning, dread*^{ARC}

2nd (6/day)—barkskin, heat metal (DC 17), veil of terror^{ARC} (DC 17)

1st (7/day)—cure light wounds, entangle, longstrider, obscuring mist, shillelagh

0 (at will)—create water, detect magic, detect poison, guidance, mending, purify food and drink, resistance, stabilize

TACTICS

Before Combat If accompanied by allies, Jata always casts *chant of the ancestors* ahead of time. Additionally, she activates her protective spirits totem secret and casts *barkskin, bear's endurance, bull's strength*, and *shield*. If given enough time, she also casts these spells (excepting *barkskin*) on other party members.

During Combat Jata seeks to break enemy morale, mainly through fear-focused spells such as *veil of terror* and *dread*.



Morale Jata is fiercely protective of her people, and will never willingly leave them behind. However, if a situation is truly hopeless she will withdraw with her remaining forces using her *shadow token* and plot terrible revenge.

Base Statistics Without *barkskin, bear's endurance, bull's strength, shield*, and protective spirits, Jata's base stats are AC 11, touch 9, flat-footed 11; hp 72; Fort 10; Melee +1 morningstar +7/+2 (1d8+1); Str 10; Con 14; CMB +6; CMD 15

STATISTICS

CR 8

Str 14, Dex 8, Con 18, Int 12, Wis 14, Cha 20 Base Atk +6; CMB +8; CMD 17 Feats Combat Casting, Fear EaterARC, Improved Initiative, Persuasive, Tarnished Silver Tongue^{ARC} Skills Bluff +15, Diplomacy +13, Heal +10, Knowledge (local) +4, Knowledge (nature) +7, Intimidate +8, Survival +10, Sense Motive +14; Racial Modifiers +2 Intimidate Languages Common, Gnome **SQ** inhuman vigor, totem secrets (bear witness^{ARC,} takes one to know one^{ARC}, protective spirits^{NPC}), wild empathy +13, woodland step Combat Gear potions of cure serious wounds (2), wand of bull's strength (50 charges), wand of bear's endurance (50 charges), wand of cure light wounds (50 charges), wand of shield (50 charges), scroll of instill fearARC **Other Gear** +1 morningstar, bag of holding (type I), candle

of truth, cloak of resistance +2, circlet of alluring charisma +2, shadow token^{ARG} (attuned to Jata's home), trollkin-made obsidian statue of a shadow fey worth 200 gp, 905 gp

KATHEEL

Tieflings are not especially rare in a city like Nuria-Natal, but neither are they particularly welcome—especially when the tiefling in question is more serpentine horror than man.

Katheel killed his mother in childbirth and never knew his father. His head and torso were those of a boy, if an offputting one, but his monstrous lower half was a black-scaled serpent's tail. His peers considered him an infernal mockery of Set-Amun, the serpent god, and shunned him. Katheel learned to keep to the shadows, finding sanctuary in darkness; those who could not see him could not persecute him.

As he grew, he found mercenary companions who were not concerned with his appearance as long as he was as strong and deadly as he looked. He found acceptance, after a fashion, in back-alley fighting rings and grisly mercenary work. The reception of low company did little to give Katheel's life purpose. He seemed destined for bloodshed.

Katheel's life changed radically when he was sent to hunt down a woman disrupting his employer's river shipments. When he cornered her, he learned that his employers were river pirates, and their shipments were, in fact, stolen cargo from boats laden with food for smaller towns and villages along the banks. He felt little for the plight of the people, but the passionate fury that consumed the woman as she spoke the purpose he saw in her—moved Katheel, making him finally see a purpose for himself.

He put his sword at that woman's feet and pledged his service to her as a bodyguard. Though the guild that hired him still makes trouble when they learn he is near, Katheel left very little behind and devotes himself to his ward's protection. She eventually overcame her fear of his monstrous appearance, but he nonetheless keeps to the comfortable darkness when they are together. That way, he doesn't disrupt her diplomacy, and can better strike against any who would threaten her.

His life and sword are hers until death—or until another, more impassioned cause steals Katheel's joyless, nihilistic heart.

KATHEEL XP 4.800

Ranged dagger +11 (1d4+3)

Special Attacks constrict (2d3+2)

Tiefling^{ARG} fighter (damned defender^{ARC}) 8

CR 8

N Medium outsider (native) Init +3; Senses darkvision 60 ft.; Perception +12 DEFENSE AC 24, touch 14, flat-footed 20 (+10 armor, +3 Dex, +1 dodge) hp 68 (8d10+24) Fort +8, Ref +5, Will +3 Defensive Abilities armor training 2, combat awareness OFFENSE Speed 30 ft. Melee +1 vicious falchion +12/+7 (2d4+5) <image>

TACTICS

Before Combat Katheel attempts to remain hidden when with his ward so as to take attackers by surprise.

During Combat Katheel protects his ward with no regard for his personal safety. He strikes hard and fast with Demonic Speed and Spring Attack, utilizing the *vicious* property of his falchion with every strike. He uses Mobility and his *cape of the shadow's past* to dart out of melee as necessary to face another combatant or to regain the advantage from the shadows. **Morale** When protecting his ward, Katheel fights to the death. STATISTICS

Str 16, Dex 16, Con 14, Int 12, Wis 12, Cha 6
Base Atk +8; CMB +11; CMD 25 (29 vs. trip)
Feats Combat Expertise, Demonic Speed^{ARC}, Dodge, Intimidating Prowess, Mobility, Spring Attack, Steadying Tail^{ARC}, Whirlwind Attack, Wind Stance
Skills Acrobatics +4, Bluff +1, Climb +5, Intimidate +6 (+8 to demoralize foes), Perception +12, Stealth +13, Survival +8, Swim +6; Racial Modifiers +2 Bluff, +2 Stealth
Languages Infernal, Nurian, Trade Tongue
SQ fiendish sorcery
Combat Gear potions of cure serious wounds (2)
Other Gear +3 shadow banded mail, +1 vicious falchion, daggers (2), cape of the shadow's past^{ARC}, eyes of the eagle, 23 gp

DEVIN BRANTER

Devin was born in a small village to exceptionally ordinary parents, who at once recognized that he was not a normal child. His first taste of festival music was when he ventured to market with his father as a young boy. The harmony of strings and horns immediately enraptured him, and at that moment a musician was born. He spent his entire allowance on a small violin and spent the next several months teaching himself how to play. As he grew older, so did his desire to hear new songs and sounds.

Devin finally decided he needed to see the world, learn its secrets, and sing its wonders. It was during these travels that he discovered the divine touch in his true lineage. One night while sleeping, an emissary from a goddess of travel and song came to him in a dream. The angelic figure explained Devin's great heritage and exhorted him to greater accomplishments.

Always a quick study, Devin wasted little time learning all he could of his newly discovered deity. His skill and power grew as his faith deepened. He has spent many years traveling the world spreading his faith. His travels eventually took him to a desert, where he met a sphinx who grants a wish to anyone who can answer its riddles. Devin does not have the answer the sphinx seeks, but he goes from town to town learning everything he can in hopes of returning to the sphinx with an answer.

DEVIN BRANTER

CR 9

XP 6,400

Male aasimar^{ARG} bard 10 CG Medium outsider (native) **Init** +4; **Senses** darkvision 60 ft.; Perception +20 DEFENSE

AC 16, touch 12, flat-footed 16 (+4 armor, +1 deflection, +1 natural)

hp 55 (10d8+10)

Fort +4, **Ref** +7, **Will** +12; +4 vs. bardic performance, language-dependent, and sonic **Resist** acid 10, cold 10, electricity 10

OFFENSE

Speed 30 ft.

Melee whip +7/+2 (1d3-1 nonlethal) **Ranged** light crossbow +7 (1d8, 19-20/x2) **Special Attacks** bardic performance 27 rounds/day (move action; countersong, distraction, fascinate, healing harmonies^{ARC}, inspire competence +3, inspire courage +2, inspire greatness, *suggestion*)

Spell-Like Abilities (CL 10th; concentration +15) 1/day—*daylight*

Bard Spells Known (CL 10th, concentration +15)
4th (2/day)—break enchantment, dimension door, holy sword 3rd (4/day)—burst of speed^{UC}, fly, good hope, haste, tiny hut 2nd (5/day)—allegro^{UM}, enthrall (DC 17), hypnotic pattern (DC 17), locate object, remove paralysis, shadow anchor^{ARG} (DC 17)
1st (7/day)—alarm, comprehend languages, cure light wounds, glue seal^{ACG} (DC 16), longstrider, vanish^{APG}



0 (At-will)—create water, daze (DC 15), ghost sound, know direction, stabilize, summon instrument

TACTICS

Before Combat Devin makes a concerted effort to avoid combat but if forced he drinks his *potion of bull's strength* and *potion of cat's grace* as soon as he can.

During Combat Devin will make every attempt he can to run away using things like *dimension door* or *fly* to escape and *glue seal* or *shadow anchor* to stop his enemy's pursuit. If backed into a corner he will cast *haste* and *holy sword* to bring divine vengeance on his enemies.

STATISTICS

Str 8, Dex 10, Con 12, Int 12, Wis 20, Cha 16 Base Atk +7; CMB +6; CMD 17

Feats Improved Celestial Resistance^{ARC}, Improved Initiative, Lingering Performance^{APG}, Still Spell, Weapon Finesse

Skills Bluff +16, Diplomacy+18, Knowledge (geography, religion) +19, Perception +20, Sense Motive +18, Use Magic Device +16; Racial +2 Diplomacy, +2 Perception

Languages Common, Celestial, Elven

SQ bardic knowledge +5, jack-of-all-trades (use any skill, all skills are class skills), lore master 1/day

Combat Gear potion of bull's strength, potion of cat's grace, potion of invisibility, quick runner's shirt; **Other Gear** +1 studded leather, whip, light crossbow, amulet of natural armor +1, feather step slippers, headband of wisdom +2, ring of protection +1, +45 gold

GWANEGG

Gwanegg grew up a slave in the captivity of the ghoul empire, and the chaos of a short-lived slave rebellion allowed her to escape to the surface. She collapsed, feverish and ill, after reaching the edge of the Wormwood, where a gnomish woodsman found her. He mistook her for a fellow gnome, and took her to into town to recover.

Lingering between life and death, Gwanegg's fever dreams gave way to comforting, whispering darkness, promising her strength if only she'd invite it in. Gwanegg accepted, and she awoke at last. She found clutched in her arms a horrific, goatlike idol that she knows now guides her path.

The derro began her new role as oracle to mad gods by corrupting her gnome savior. She manipulated him with a wasting malady and drew him into deeper, obscene worship of the entity he called the Goat in the Woods. She has since begun counseling the gnomes of Neimheim in the ways of her master; she hopes to provide the final push that will plunge the Wormwood into chaos and darkness. Gwanegg knows that the gnomes are already predisposed to dark forces and chaos, and she hopes this predilection will serve as the catalyst for her master to gain a foothold on Midgard.

GWANEGG

XP 4,800

Female derro^{ARC} oracle^{APG} 9 CE Small humanoid (derro) **Init** +2; **Senses** darkvision 60 ft.; Perception +14 DEFENSE

AC 18, touch 13, flat-footed 16 (+4 armor, +2 Dex, +1 natural, +1 size) hp 58 (9d8+18) Fort +5, Ref +6, Will +11 Immune insanity, confusion effects

Weaknesses light sensitivity

offense **Speed** 20 ft.

Melee +1 dagger +8/+3 (1d3+1/19-20)

Ranged +1 light crossbow +10/+4 (1d6/19–20)

Oracle Spells Known (CL 9th; concentration +13)

- 4th (5/day)—black tentacles (DC 19), chaos hammer (DC 20), inflict critical wounds (DC 18), unholy blight (DC 20)
- 3rd (7/day)—blindness/deafness (DC 17), deeper darkness, dispel magic, inflict serious wounds (DC 17), tongues
- 2nd (7/day)—darkness, death knell (DC 16), dust of twilight (DC 17), enthrall (DC 16), inflict moderate wounds (DC 16), levitate, minor image (DC 16), shatter (DC 18)
- 1st (7/day)—bane (DC 15), cause fear (DC 15), entropic shield, doom, inflict light wounds (DC 15), obscuring mist, protection from good
- 0 (at will)—bleed (DC 14), create water, detect magic, detect poison, ghost sound (DC 14), guidance, light, mage hand, resistance, virtue

Mystery dark tapestry^{UM}



TACTICS

CR 9

Before Combat Gwanegg drinks her *potion of bear's endurance* if she suspects a fight is brewing. The effects of the potion are already calculated into her statistics.

During Combat Gwanegg prefers hiding behind her cultists and attacking with combat spells such as *chaos hammer* and *unholy blight*. If in danger, she uses disabling spells such as *black tentacles* and *blindness/deafness* to cover her escape.

Base Statistics Without *bear's endurance*, the angel of madness's statistics are **hp** 40, **Fort** +3, **Con** 8.

Str 10, Dex 14, Con 12, Int 14, Wis 12, Cha 18 Base Atk +6; CMB +5; CMD 17

Feats Alertness, Greater Spell Focus (evocation), Pierce the Veil^{ARC}, Spell Focus (conjuration), Spell Focus (evocation) **Skills** Bluff +13, Disguise +16 (+18 when posing as diseased dwarf, gnome, or human child), Intimidate +12, Knowledge (arcana) +9, Knowledge (forbidden lore^{ARC}) +15, Knowledge (religion) +9, Perception +14, Sense Motive +10, Stealth +13; **Racial Modifiers** +2 Perception

Languages Aklo, Common, Duergar, Goblin

- **SQ** infiltrator^{ARC}, madness^{ARC}, oracle's curse (haunted), poison use, revelations (brain drain [9d4, 2/day]^{UM}, interstellar void [9d6 cold, 1/day]^{UM}, read the tapestry^{UM})
- **Combat Gear** potion of bear's endurance, potions of cure moderate wounds (2); **Other Gear** chain shirt, +1 dagger, +1 light crossbow, bolts (10), amulet of natural armor +1, cloak of resistance +1, feather token (tree), idol of the hateful god^{ARC}, silver star necklace worth 100 gp, 12 gp SPECIAL ABILITIES

Madness Gwanegg uses her Charisma modifier on Will saves instead of her Wisdom modifier, and is immune to insanity and confusion effects. Only a *miracle* or a *wish* spell can remove her madness. If this occurs, Gwanegg's gains +6 to

Wisdom and -6 to Charisma.

MEESSH

While there are older or wiser necromancers among the Sleepers of the Bloodscale tribe, few can match Meessh for his commitment to hate. The pygmy lizardfolk witch despises all humanoids equally and views all such races as enemies of the lizardfolk race. He indulges in violence, ambushing poachers and trespassers with the lizardfolk warriors under his command. Meessh favors the company of primitive weapon masters, many of whom share his savagery and have never been tainted by the notion of peaceful coexistence with mammals. Others under his command, however, are secretly repelled when they witness Meessh's cruelty firsthand, and this has led to some disagreement among the Bloodscales about whether Meessh's activities are indeed good for the tribe.

Meessh is a clever guerilla warrior. His small size leads some to dismiss him as unfit for combat, but he never stays out of fights for long. Once his spells or strategy gives the lizardfolk the upper hand, he tumbles in looking for personal satisfaction against his foes. Meessh studies primarily necromancy, disdaining all but a few divination or tactical spells so as to crush both body and will. He frequently takes prisoners, but only to torture them with pain spells in order to learn the whereabouts of more enemy humanoids. When the subject of his interrogation finally expires, he offer the choicest cuts of mammal flesh to the warriors who fought most valiantly, rewarding them for excelling at his brand of warfare.

The hateful witch might be devoted to his people, but it is a selfish devotion born of a culture that extols violence as a show of strength, and cruelty as a mark of good leadership. Meessh has few real friends in his lizardfolk tribe; most consider the strange, small witch a curiosity, although some of the more neutral-minded members believe that Meessh's recklessness and love of torture will one day bring ruin to the tribe. For now, Meessh is in the good graces of Kurrghol, the Bloodscales' leader, but several of the lizardfolk who find the witch distasteful have attempted to pin crimes of treason on his head. Kurrghol has given Meessh the benefit of the doubt for several weeks, but if the witch does not find tangible proof of his innocence soon, the leader might expel Meessh from the tribe for good. Of course, if Meessh decides that his tribe is no longer worthy of his talents, he might abandon them altogether for a life of adventuring in the wilds—or he might launch a destructive plot against his kin in secret. The fickle witch's next move is anyone's guess.

MEESSH

XP 6,400

Male lizardfolk^{ARC} witch^{APG} (sanguine scale^{ARC}) 10 CE Small humanoid (reptilian) **Init** +3; **Senses** Perception +11 DEFENSE

AC 15, touch 15, flat-footed 11 (+3 Dex, +1 dodge, +1 size) **hp** 68 (10d6+30)

Fort +7, Ref +7, Will +9; +4 vs. poison and natural disease



OFFENSE

Speed 30 ft.

Melee bite +9 (1d3) and 2 claws +9 (1d4), or

mwk dagger +10 (1d3), bite +5 (1d4), and claw +5 (1d3)

Special Attacks agony (DC 18), bleeding conviction^{ARC}, blood magic^{ARC}, evil eye^{APG} (DC 18), misfortune (DC 18), retribution (DC 18), scar (DC 18)

Witch Spells Memorized (CL 10th; concentration +13) 5th (2/day)—greater contagion^{UM} (DC 20), symbol of pain (DC 21) 4th (3/day)—enervation, extispicy^{ARC}, locate creature

3rd (4/day)—dispel magic, lightning bolt (DC 16), pain strike^{APG} (DC 17), vampiric touch

2nd (5/day)—blindness/deafness (DC 17), burning gaze^{APG} (DC 16), cure moderate wounds, life pact^{ACG}, pains of the past^{DM} (DC 17)

1st (5/day)—burning hands (DC 15), hex vulnerability^{ACG} (DC 16), mage armor, ray of enfeeblement (DC 16), razor maw^{DM}

0 (at will)—bleed (DC 13), message, putrefy food and drink, read magic

Patron—Vengeance^{UM}

TACTICS

Before Combat Meessh casts *mage armor* each day when he expects combat or other exertions. He drinks a *potion of barkskin* and a *potion of cat's grace* if there's time to prepare for combat. These changes are not reflected in Meessh's statistics. If Meessh leads a raiding party into a settled area, he casts *greater contagion* weeks in advance in order to spread disease and weaken his opponents' defenses.

During Combat Meessh is unsporting in combat. He begins with *enervation, hex vulnerability,* and *lightning bolt* to soften up worthy opponents, then tortures remaining combatants and survivors with pain spells. After a battle, he prefers to capture at least one of his opponents alive so he can torture it, even if it doesn't possess information that would be of use to him.

Str 10, Dex 16, Con 16, Int 16, Wis 12, Cha 8 Base Atk +5; CMB +4; CMD 17

CR 9

Feats Dodge, Greater Spell Focus (necromancy), Spell Focus (necromancy), Weapon Finesse, Witch Knife^{UM}

Skills Acrobatics +17, Knowledge (arcana) +10, Knowledge (nature) +10, Perception +12, Sense Motive +11, Spellcraft +16, Stealth +13, Swim +12, Use Magic Device +16; **Racial Modifiers** +2 Acrobatics

Languages Aquan, Draconic, Common, Orc

SQ hexes (retribution, scar), hold breath, purple-blooded^{ARG} **Combat Gear** potions of barkskin (2), potion of cat's grace; **Other Gear** amulet of mighty fists +1, boots of the mire, cloak of resistance +1, headband of vast intelligence +2 (Use Magic Device), mwk dagger

SPECIAL ABILITIES

Bleeding Conviction (Su) Meessh can wound himself as part of the action to cast a spell or use a hex with a duration greater than 1 round. He begins taking bleed damage equal to the level of the spell cast (hexes count as 1st-level spells, major hexes as 5th-level spells) every round. The hex is used or the spell cast normally, except that the range for the effect is doubled, and the normal duration doesn't begin until he ceases bleeding. The bleed damage can be stopped with a DC 15 Heal check or any amount of magical healing. This ability can be used in conjunction with the blood magic ability, with the witch inflicting or taking damage and also suffering bleed damage.

Blood Magic (Su) Whenever Meessh casts a spell from the divination, enchantment, or necromancy schools, he can deal weapon damage to a helpless or willing creature (including himself) as part of the casting to increase the caster level of the spell by +1. The amount of damage dealt is equal to the level of the spell being cast. When Meessh uses this ability, the spell also has any save DC increased by +1. Any blood magic spell he casts in the round following a successful coup de grace maneuver gains double these bonuses.

Purple-Blooded (Ex) Some lizardfolk carry certain waste products through their blood, excreting excess toxins. Lizardfolk with this trait have a +4 bonus on all saving throws against poisons and natural diseases. This replaces the lizardfolk's natural armor bonus.

SAAD

Since Saad was old enough to sail, he's worked on trade ships in Gendebelo, the Gates of the Sea. Once a rough-andtumble yet fairly average human boy, crewing ships exposed Saad to rough company, but as a young man he managed to work several voyages diligently without making trouble for himself. When one ill-fated trip sent Saad's ivory-laden ship into a maelstrom, he thought himself given up to the sea like so many before. To his surprise, he survived the initial disaster; still, for days, he and the other few survivors clung to wreckage and encouraged one another to endure until help arrived. One by one, Saad's crewmates succumbed to heat, thirst, and shark attacks, but Saad survived, though his heart grew despondent and bitter at his loss of friends and his dire circumstances.

Finally, however, Saad resolved himself to live at all costs. Armed only with a single harpoon, he tied himself to the wreckage, stealing sleep while a single cursed fin circled him and fed on the corpses of his friends. When it came for him, he struck true and injured the shark that had haunted him for days. His triumph faded when the shark's body morphed into that of a naked woman, and what he thought was a fatal wound began to heal extraordinarily fast. Soon after, a merchant ship rescued the bewildered sailor, but the mysterious woman was gone. In fact, the merchant sailors said she was never there, but Saad knew what he saw. His conviction was cemented when he discovered that he had become a wereshark—a half-human, shapeshifting beast. Certain that the woman had turned him into this monstrosity, he vowed to track her down. First, however, he had to put his life back together, and so he did, eventually signing on to ship crews again as if nothing had changed.

It's been 15 years now that Saad has lived with his curse. He continues to make his living from the sea, knowing no other way of life, but he has become a desperate vagabond with little respect for port laws or the company he keeps. He sails from one harbor to the next, a capable but mysterious hand. Occasionally sailors go missing on his journeys, but he is careful not to work with anyone who traveled on a previous journey with him. Instead, he hauls rigging and repairs sails by day, and reads about curses and sea creatures at night. Now, in addition to seeking revenge, he believes he can reverse his condition if he finds the monster that created him. He suspects that he must charm or kill her to end his own curse, but that could be the vengeful bloodlust in him. Until he can track her down, Saad does his best to hide the bloodlust that comes upon him every full moon. So far, no one has discovered his secret, but perhaps there's only so long the wereshark can keep the shocking truth hidden.

SAAD (HUMAN FORM)

CR 9

XP 6,400

Male wereshark^{ARC} unchained rogue^{PU} 9 CN Medium humanoid (shapechanger) **Init** +8; **Senses** low-light vision; Perception +12 DEFENSE

AC 20, touch 14, flat-footed 16 (+6 armor, +4 Dex) hp 65 (10d8+20) Fort +7, Ref +13, Will +6 Defensive Abilities evasion, improved uncanny dodge OFFENSE

Speed 30 ft.

Melee +1 kukri +13/+8 (1d4+5), +1 kukri +13/+8 (1d4+5) Special Attacks debilitating injury, frenzy, sneak attack +5d6

Before Combat Saad drinks his *potions of heroism* and *invisibility*. The effects of *heroism* are included in his statistics. If he can, Saad sneaks up on his opponents and attacks from Stealth.

- **During Combat** Saad tries to move into flanking position; if this is not possible, he uses hunter's surprise to gain sneak attack damage. He is not above dirty fighting—in fact, he relishes getting the drop on his opponents—and uses his allies' skills and movement to his advantage as much as he can.
- **Morale** For a sea scoundrel, it is never a good day to die. Saad attempts to drink the other *potion of invisibility* and flee if reduced to 10 or fewer hp.

Base Statistics Without the *potion of heroism*, the sea scoundrel's statistics are: **Fort** +5, **Ref** +11, **Will** +4; **Melee** +1 kukri +11/+6 (1d4+5); +1 kukri +11/+6 (1d4+5); **Skills** Acrobatics +16, Bluff +11, Escape Artist +16, Intimidate +11, Perception +12, Sense Motive +12, Sleight of Hand +16, Stealth +16, Swim +14

Str 14, Dex 19, Con 12, Int 13, Wis 10, Cha 8

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Base Atk +8; CMB +10; CMD 24
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Feats Combat Expertise, Gang Up, Improved Initiative, Improved Two-Weapon Fighting, Martial Weapon Proficiency (kukri), Two-Weapon Fighting, Weapon Finesse, Weapon Focus (kukri)

Skills Acrobatics +19, +14 Bluff, +19 Escape Artist, +14 Intimidate, +15 Perception, +15 Sense Motive, +19 Sleight of

Hand, +19 Stealth, +15 Survival, +17 Swim

Languages Trade Tongue

SQ change shape, curse of the hunting moon, danger sense +3, trapfinding +5

Combat Gear potions of cure moderate wounds (2), potion of heroism, potions of invisibility (2), potion of magic fang

Other Gear +2 mithral chain shirt, +1 kukris (2), belt of incredible dexterity +2, cloak of resistance +1

SAAD (HYBRID FORM)

XP 6,400

Male wereshark^{ARC} unchained rogue^{PU} 9

CN Medium humanoid (shapechanger)

Init +8; Senses low-light vision, scent; Perception +12 DEFENSE

AC 26, touch 14, flat-footed 22 (+6 armor, +4 Dex, +6 natural) **hp** 75 (10d8+30)

Fort +8, Ref +13, Will +6

Defensive Abilities evasion, improved uncanny dodge; **DR** 5/silver

OFFENSE

Speed 30 ft.

Melee +1 kukri +14/+9 (1d4+6), +1 kukri +14/+9 (1d4+6) or bite +11 (1d8+3)

Special Attacks curse of lycanthropy (DC 15), debilitating injury, frenzy, frenzied thrashing, sneak attack +5d6

STATISTICS

Str 16, Dex 19, Con 14, Int 13, Wis 10, Cha 8 Base Atk +6; CMB +11; CMD 25

Feats Combat Expertise, Gang Up, Improved Initiative, Improved Two-Weapon Fighting, Martial Weapon Proficiency (kukri),

Two-Weapon Fighting, Weapon Finesse, Weapon Focus (kukri) **Skills** Acrobatics +18, Bluff +13, Escape Artist +18, Intimidate

+13, Perception +14, Sense Motive +14, Sleight of Hand +18, Stealth +18, Swim +16

Languages Trade Tongue

SQ change shape, curse of the hunting moon, danger sense +3, frenzy, lycanthropic empathy, trapfinding +5

Combat Gear potions of cure moderate wounds (2), potion of heroism, potions of invisibility (2), potion of magic fang **Other Gear** +2 mithral chain shirt, +1 kukris (2), belt of incredible dexterity +2, cloak of resistance +1

UZO

As curious and gregarious as any other kitsune, Uzo left his village early, hungry for new experiences. While living in human guise in a nearby village, he met his first adventuring party and was immediately smitten with the idea of a life on the open road. He offered a demonstration of his sorcerous powers and begged to join them—before eventually growing bored and parting ways.

Over the years Uzo has repeated this process many times, both in his human and natural form, offering his services as sorcerer to many groups of many nationalities and talents, learning their ways, and then leaving. In some circles, the rumors persist that he is the servant of some god or spirit, perhaps sent to bring fortune or judgment on local adventurers. Uzo laughs this away when he hears it, but it is still undeniable that the kitsune brings friendship and good fortune to weary travelers who make for dangerous destinations.

UZO

CR 9

XP 6,400 Male kitsune⁴

Male kitsune^{ARG} sorcerer 10 CG medium humanoid (kitsune, shapechanger) **Init** +6; **Senses** low-light vision; Perception +4 DEFENSE

AC 23, touch 14, flat-footed 20 (+4 armor, +1 deflection, +2 Dex, +1 dodge, +1 natural, +4 shield) hp 63 (10d6+33) Fort +6, Ref +6, Will +8 Immune light effects

OFFENSE

Speed 40 ft.

Melee bite +7 (1d4+2), quarterstaff +4/-1 (1d6-1/1d6-1) **Ranged** light crossbow +7 (1d8/19-20) **Domain Spell-Like Abilities** (CL 10th; concentration +9

2/day—agile feet Kitsune Spell-Like Abilities (CL 10th; concentration +14)

3/day—dancing lights

Sorcerer Spells Known (CL 10th; concentration +14) 5th (4/day)—*hold monster* (DC 22)

4th (6/day)—beast shape II, charm monster (DC 21), wall of fire

3rd (7/day)—beast shape I, displacement, haste, fireball

- 2nd (7/day)—alter self, invisibility, mirror image, scorching ray, spectral hand
- 1st (8/day)—feather fall, shocking grasp, mage armor, magic missile, shield, snap the leash^{DM} (DC 16)
- 0 (at will)—acid splash, detect magic, flare, ghost sound (DC 15), mage hand, mending, prestidigitation, read magic, resistance **Bloodline** kitsune

TACTICS

Before Combat If alone, Uzo tries to avoid conflict, using *hold monster, haste,* and *invisibility* to move swiftly out of range. If with a party or expecting an unavoidable fight, Uzo casts *mage armor, shield, displacement, haste,* and *mirror image.*



During Combat Uzo attempts to distance himself during combat, putting a *wall of fire* between himself and enemies while pairing *hold monster* with offensive spells like *fireball* and *scorching ray*. If forced into melee, he will use either *invisibility* to re-position himself or *beast shape II* to enter melee. **Morale** If reduced to 20 hit points, he retreats. He drinks his *potion of cure serious wounds*, and re-joins the battle if possible. If not, he attempts to use his abilities to help his party members escape.

Base Statistics Without *mage armor, shield, displacement* and *haste*, Uzo's statistics are **AC** 14, touch 13, flat-footed 12

Str 8, Dex 14, Con 14, Int 14, Wis 8, Cha 20 Base Atk +5; CMB +4; CMD 16

Feats Acrobatic, Combat Casting, Eschew Materials, God's Favor^{ARC} (travel domain), Improved Initiative, Iron Will, Toughness

Skills Acrobatics +8, Appraise +10, Bluff +12, Knowledge +10, Perception +4, Perform (wind instruments) +6 (+8 with mwk flute), Sense Motive +4, Spellcraft +8, Use Magic Device +10; **Racial Modifiers** +2 Acrobatics

Languages Common, Elven, Gnome, Sylvan

SQ bloodline arcana, change shape, hoshi no tama (10 minutes/ day), kitsune magic

Combat Gear potions of cure serious wounds (2), potion of fly; **Other Gear** mwk light crossbow with 20 bolts, mwk quarterstaff, amulet of natural armor +1, cloak of resistance +1, headband of alluring charisma +2, ring of protection +1, mwk flute, ornate handscroll of a cherry tree in various seasons worth 60 gp in a carved wood and jade scroll case worth 200 gp, 263 gp

ORMIA HELISAH

Ormia is a loyal member of House Helisah, but not always in the way that one might expect. Born a drow deviant, Ormia despises the backbiting, intolerance, and depravity common in drow society. More than that, she hopes her family can rise beyond their self-destructive impulses and lead her race.

Ormia works to change her house's destiny from the inside now, leveraging the sorcerous power in her blood and her considerable social influence to mold young drow in her own way of thinking. In recent years, she has formed a small coterie of apprentices. Though the drow deviant does not divulge the true scope of her plans, and only hints at her restorative agenda, these youths work to gain influence in Vridile and carry out assignments at her request.

ORMIA HELISAH

XP 9,600

CR 10

Female drow^{ARG} sorcerer 11 LN Medium humanoid (elf) **Init** +4; **Senses** darkvision 120 feet; Perception +2

DEFENSE

AC 21, touch 12, flat-footed 20 (+4 armor, +1 deflection, +1 dodge, +1 natural, +4 shield)

hp 66 (11d6+33)

Fort +6, Ref +5, Will +13; +2 vs. enchantment spells and effects Immune sleep; SR 22

Weakness light blindness

OFFENSE

Speed 30 ft.

Melee mwk rapier +5 (1d6/18–20) **Ranged** mwk hand crossbow +6 (1d4/19–20)

Spell-Like Abilities (CL 11th)

1/day—dancing lights, darkness, faerie fire

Sorcerer Spells Known (CL 11th; concentration +16) 5th (5/day)—dominate person (DC 22), overland flight, prying eyes

- 4th (7/day)—charm monster (DC 21), detect scrying, dimension door, ice storm
- 3rd (7/day)—clairaudience/clairvoyance, dispel magic, hold person (DC 20), secret page, suggestion (DC 19)
- 2nd (8/day)—detect thoughts (DC 17), invisibility, scorching ray, spider climb, touch of idiocy, whispering wind
- 1st (8/day)—alarm, disguise self, identify, mage armor, magic missile, shocking grasp

0 (at will)—acid splash, arcane mark, bleed, detect magic, detect poison, disrupt undead, ghost sound (DC 15), mage hand, prestidigitation

Bloodline arcane

TACTICS

Before Combat If alone, Ormia seeks to avoid combat using *hold person* and *invisibility*. If expecting an unavoidable fight, she casts *mage armor* and *shield*. The effects of these latter spells are included in her statistics.

During Combat If there is room, Ormia starts by casting *ice storm*, then *dominate person* on the strongest enemy.



Otherwise, Ormia focuses on keeping her enemies at a safe distance, using *dimension door* and *invisibility* to keep on the move, and *scorching ray* and *magic missile* to make strategic ranged attacks.

Morale Ormia is practical enough to realize her worth to her cause. If brought to half hit points, she retreats.

Base Statistics Ormia's statistics without *mage armor* and *shield* are **AC** 13, touch 11, flat-footed 12

STATISTICS

Str 8, Dex 10, Con 12, Int 14, Wis 14, Cha 20 Base Atk +5; CMB +4; CMD 14

Feats Alertness, Combat Casting, Dodge, Eschew Materials, Greater Spell Focus (enchantment), Improved Initiative, Iron Will, Spell Focus (enchantment), Spell Penetration

Skills Bluff +19, Diplomacy +9, Intimidate +12, Knowledge (arcana, local) +10, Knowlege (nobility) +7, Sense Motive +4, Spellcraft +10, Use Magic Device +12; **Racial Modifiers** +2 Bluff

- Languages Abyssal, Common, Drow Sign Language, Undercommon
- **SQ** controlled thoughts, masked aura, poison use, arcane bond (familiar [viper named Lehcar]), bloodline arcana (+1 DC for metamagic spells that increase spell level), metamagic adept (4/day), new arcana, weapon familiarity
- **Combat Gear** potions of cure serious wounds (2), wand of shield (20 charges)
- **Other Gear** mwk hand crossbow with 10 bolts and 5 barbed bolts^{ARG}, mwk rapier, *amulet of natural armor* +1, *cloak of resistance* +2, *feather token* (bird) (3), *headband of alluring charisma* +2, *ring of protection* +1, oil of taggit (2 doses), poison ring with 1 dose of drow poison, jewelry marked with House Helisah's symbol (worth 400 gp), 175 gp

ZUBERI

Zuberi is a member of the Duskmane savannah pride that roams the continent's largest plain. Like her brothers and sisters, she was born a werelion, and she wears that distinction as a badge of honor. Zuberi never strays far from the pridelands, only leaving the tightly knit community to hunt with other females. Only a few times has Zuberi been led away from the savannah, and always it involved missions to retrieve a wayward member of her tribe. Zuberi is somewhat of a sage among her people; although she is brutally violent and brash, she is also a wise protector and would give her life for the pride. Many of the young werelion cubs are in awe of her primal magic and consider her a leader.

This particular huntress is known for her unusual magical talent. Zuberi rejects formal magical training and believes that she has no need for a mentor. She can cast spells as a natural extension of her magical nature. Her spells all manifest as natural events one might expect on the savannah-a fireball becomes an intolerable blast of heat, or she appears to pop in and out of the air like a mirage when she casts dimension door. In fact, Zuberi believes that her magical powers exist as a sign that violent times may come upon her people, and that her destiny is to defend them with violence. Although she is the only adult werelion in her pride with any magical capabilities, a trio of cubs exhibit some latent but raw arcane talents. Zuberi has taken a special interest in these cubs, whose birth she believes may herald a grave danger that will require all of her pride's talents to overcome—with her leading the defensive charge, of course.

ZUBERI (HUMAN FORM)

XP 12,800

Female werelionARC sorcerer 11 N Medium humanoid (shapechanger) Init +1; Senses low-light vision; Perception +8 DEFENSE AC 21, touch 13, flat-footed 19 (+4 armor, +1 deflection, +1 Dex, +1 dodge, +2 morale, +4 shield) **hp** 67 (12 HD; 11d6+1d8+24) Fort +12, Ref +9, Will +12; +2 deprivation, heat, long-distance travel DR 10/silver OFFENSE Speed 40 ft. **Melee** spear +8/+3 (1d8+2/x3) **Ranged** javelin +7/+2 (1d6+2) Sorcerer Spells Known (CL 11th; concentration +14) 5th (3/day)—lightning arc (DC 18), shout (DC 18) 4th (5/day)—dimension door, greater invisibility, greater magic weapon 3rd (7/day)—heroism, fireball (DC 16), haste, rage 2nd (7/day)—aggressive thundercloud (DC 15), create pit (DC 15), false life, mirror image, predator's gaze (DC 15) 1st (7/day)—burning hands (DC 14), enlarge person, expeditious retreat, jump, mage armor, shield



Bloodline lion-blooded^{ARC}

TACTICS

CR 10

Before Combat Zuberi casts the following spells in order: *mage armor, shield, heroism,* and *haste.* The effects of all the spells except for *haste* are included in her statistics.

During Combat Zuberi uses bestial roar to demoralize opponents before shifting into hybrid or lion form, if she has not shifted already. She then casts *rage* on herself or an ally. She then launches offensive spells, such as *lightning arc* and *shout*, at opponents before closing into melee to attack with tooth and claw.

Morale When fighting alongside her pride, Zuberi fights to the death to protect her brothers and sisters.

Base Statistics Without *mage armor, shield*, and *heroism*, the pride mage's statistics are: **AC** 12, touch 12, flat-footed 11; **Fort** +10, **Ref** +6, **Will** +10, +2 deprivation, heat, long-distance travel; **Skills** Intimidate +14, Perception +6 **STATISTICS**

Str 14, Dex 13, Con 13, Int 8, Wis 14, Cha 16 Base Atk +6; CMB +8; CMD 20

 Feats Bestial Roar, Combat Casting, Dodge, Eschew Materials, Improved Lion-Form^{ARC}, Improved Natural Attack (bite), Improved Natural Attack (claws), Natural Spell
 Skills Intimidate +16, Perception +8
 Languages Sylvan, Trade Tongue

- **SQ** animal empathy (lions), claws which always find purchase 3 rounds, form of the pride, leader of the pride 11 rounds, moon-touched, savannah ironpaw, tough hide
- **Combat Gear** potion of cure serious wounds, potion of hide from animals, potions of magic fang (3); **Other Gear** javelins (4), spear, belt of giant's strength +2, cloak of resistance +2, gloves of the rending hunter, ring of protection +1, 44 gp

ZUBERI (HYBRID FORM)

CR 10

XP 12,800

Female werelion^{ARC} sorcerer 11 N Large humanoid (shapechanger) **Init** +7; **Senses** low-light vision; Perception +7 DEFENSE

AC 27, touch 14, flat-footed 24 (+4 armor, +3 Dex, +1 deflection, +1 dodge, +2 morale, +5 natural, +4 shield, -1 size) **hp** 88 (12 HD; 11d6+1d8+45)

Fort +14, Ref +11, Will +13; +2 deprivation, heat, longdistance travel

DR 10/silver

OFFENSE

Speed 40 ft. **Melee** bite +14 (2d6+7), 2 claws +14 (1d8+7)

Ranged javelin +8/+3 (1d6+6)

Space 10 ft.; Reach 5 ft.

Sorcerer Spells Known (CL 11th; concentration +14)

5th (3/day)—lightning arc (DC 18), shout (DC 18)

4th (5/day)—dimension door, greater invisibility, greater magic weapon

3rd (7/day)—heroism, fireball (DC 16), haste, rage

2nd (7/day)—aggressive thundercloud (DC 15), create pit (DC 15), false life, mirror image, predator's gaze (DC 15)

1st (7/day)—burning hands (DC 14), enlarge person, expeditious retreat, jump, mage armor, shield

Bloodline lion-blooded^{ARC}

TACTICS

- **Before Combat** Zuberi casts the following spells in order: *mage armor, shield, heroism,* and *haste*. She drinks a potion of *magic fang.* The effects of all the spells except for *haste* and the potion are included in her statistics.
- **During Combat** Zuberi uses bestial roar to demoralize opponents before shifting into hybrid or lion form, if she has not shifted already. She then casts *rage* on herself or an ally. She then launches offensive spells, such as *lightning arc* and *shout*, at opponents before closing into melee to attack with tooth and claw.

Morale When fighting alongside her pride, Zuberi fights to the death to protect her brothers and sisters.

Base Statistics Without *mage armor, shield, heroism* and *magic fang,* the pride mage's statistics are: **AC** 18, touch 18, flat-footed 16; **Fort** +12, **Ref** +8, **Will** +11, +2 deprivation, heat, long-distance travel; **Melee** bite +11 (3d6+6), 2 claws +11 (1d4+6) **Skills** Intimidate +14, Perception +5

STATISTICS

Str 23, Dex 17, Con 17, Int 8, Wis 12, Cha 16

Base Atk +6; **CMB** +13 (+17 grapple); **CMD** 27 (31 vs. trip) **Feats** Bestial Roar, Combat Casting, Dodge, Eschew Materials, Improved Lion-Form^{ARC}, Improved Natural Attack (bite), Improved Natural Attack (claws), Natural Spell

Skills Intimidate +16, Perception +7

Languages Sylvan, Trade Tongue

SQ animal empathy (lions), claws which always find purchase 3 rounds, form of the pride, leader of the pride 11 rounds, moon-touched, savannah ironpaw, tough hide

Combat Gear potion of cure serious wounds, potion of hide from animals, potions of magic fang (3); **Other Gear** javelins (4), spear, belt of giant's strength +2, cloak of resistance +2, gloves of the rending hunter, ring of protection +1, 44 gp

SHAAT'ASHI

Shaat'ashi hatched into the world as an unnatural horror, even from the perspective of the vicious lamia. She displays less humanoid features than others of her kind, and bears a physiology almost totally devoted to the predatory, serpentine side of her race. The druid's only pleasure is found in her regular communion with the wild—a communion that gains her enmity with at least one of her matriarchs.

A lamia named Samasht routinely criticizes Shaaťashi for her lack of reverence for the moon. In truth, the accusation was a ruse to hide Samasht's jealousy over Shaaťashi's physical power. Now an exile, Shaaťashi spends part of each day in an unsatisfied rage, uncertain whether she should topple the clan or overtake it.

SHAAT'ASHI

CR 11

XP 12,800

Female lamiaARC druid 12

NE medium monstrous humanoid (lamia)

Init +1; **Senses** darkvision 60 ft., low-light vision; Perception +17 DEFENSE

AC 25, touch 12, flat-footed 24 (+5 armor, +1 Dex, +1 deflection, +5 natural, +3 shield)

hp 114 (12d8+60)

Fort +14, **Ref** +7, **Will** +14; +2 against mind-affecting effects, +4 vs. fey and plant-targeted effects

Defensive Abilities slither; **Immune** poison; DR 10/adamantine (150 points); **SR** 18

OFFENSE

Speed 30 ft., climb 20 ft., swim 30 ft.

Melee bite +16 (1d6+7) or

+1 scimitar +14 (1d6+5, 18-20) and bite +11 (1d6+6) **Ranged** spear +10 (1d8+4)

Special Attacks constrict (1d6+4), wild shape 5/day

Spell-Like Abilities (CL 12th)

1/day—*charm person* (DC 11) , *ventriloquism* (DC 11) **Druid Spells Prepared** (CL 12th; concentration +15)

6th—charm monster (DC 20), sirocco^{APG}, wall of stone

5th—call lightning storm (DC 19), cure critical wounds, snakestaff^p, stoneskin

4th— cure serious wounds, flame strike (DC 18), rusting grasp, spike stones (DC 18), strong jaw^{D}

3rd—call lightning (DC 17), cure moderate wounds, greater magic fang (2), meld into stone, poison^D (DC 17)

2nd— animal trance^D (DC 16), barkskin, bear's endurance, bull's strength, cat's grace, flight of scales, heat metal

1st— charm animal^D (DC 15), entangle (DC 15), longstrider, magic fang, obscuring mist, produce flame, speak with animals

0 (at will)—create water, detect magic, know direction, resistance D Domain spell; **Domain** Serpent

TACTICS

Before Combat Shaat'ashi casts *barkskin, bear's endurance, bull's strength, greater magic fang, stoneskin,* and *strong jaw* on herself.



During Combat Shaat'ashi uses spells such as *wall of stone, sirocco,* and *obscuring mist* to control the battlefield and confuse her opponents. She also revels in melee combat and enjoys attacking her enemies directly.

Morale If reduced to one-quarter hit points, Shaat'ashi flees. Base Statistics Without *barkskin, bear's endurance, bull's strength, greater magic fang, stoneskin* and *strong jaw* Shaat'ashi's statistics are hp 99; AC 20, flat-footed 19; Fort +12, Ref +7, Will +12; DR none; Melee bite +15 (1d4+6), +1 *scimitar* +13 (1d6+4), or bite +15 (1d4+6) and +1 *scimitar* +8 (1d6+4); Str 18; Con 14; CMB +13; CMD 24

STATISTICS

Str 22 **Dex** 12 **Con** 18 **Int** 8 **Wis** 19 **Cha** 10

Base Atk +9; CMB +15; CMD 26 (can't be tripped)

Feats Alertness, Combat Casting, Natural Spell, Snake's Eyes^{ARC}, Toughness, Vital Strike

Skills Bluff +6, Climb +18, Handle Animal +5, Heal +11, Intimidate +12, Knowledge (nature) +8, Perception +17, Sense Motive +9, Spellcraft +3, Survival +11, Swim +18, Use Magic Device +10; **Racial Modifiers** +2 Bluff, +2 Intimidate, +2 Use Magic Device

Languages Common

SQ fanged, constrict, nature bond (Serpent domain; familiar [viper named Salass]), nature sense, trackless step, weapon familiarity, wild empathy +12, woodland stride

Combat Gear potion of cure serious wounds; **Other Gear** +1 heavy wooden shield, +1 hide armor, +1 scimitar, belt of giant strength +2, cloak of resistance +2, headband of inspired wisdom +2, necklace of fireballs type I, ring of protection +1, holly and mistletoe, spell component pouch, a silver snake figurine with emeralds for eyes worth 150 gp, 56 pp

BELLAINE KARRO

Bellaine has been a member of a band of Walking Crows for as long as she can remember. While still a child, Bellaine's caravan stopped to do business with a town suffering from a plague outbreak, and Bellaine found the sick and dying too desperate to care about her unwholesome heritage. Curious about the world that rejected them, Bellaine sought out the sick and downtrodden wherever the Crows went and helped where she could.

After she was accused of spreading plague, Bellaine found herself in the midst of a standoff between her caravan and a human town. Clergy of the goddess Lada intervened on her behalf, thanks to Bellaine's history of merciful missions, and advised her to seek Lada for guidance. Bellaine became a devoted follower, and Lada called her to serve as a paladin. The other Crows are not always comfortable with a paladin in their midst, but they choose not to infringe on Bellaine's right to follow her chosen path.

BELLAINE KARRO

CR 12

XP 12,800

Female dhampir^{ARG} paladin (sineater^{ARC}) 12 LG Medium humanoid (dhampir)

Init +0; **Senses** darkvision 60 ft., low-light vision; Perception +5 **Aura** courage (10 ft.), justice (10 ft.), resolve (10 ft.)

DEFENSE

AC 19, touch 10, flat-footed 19 (+8 armor, +1 shield) **hp** 78 (12d10+12)

Fort +15, Ref +8, Will +13; +2 vs. disease and mind-affecting effects

Defensive Abilities divine grace +4, resist level drain^{ARG}, undead resistance^{ARG}; **Immune** charm, disease, fear **Weaknesses** light sensitivity

OFFENSE Speed 20 ft.

Melee +1 merciful scimitar +16/+11/+6 (1d6+4 plus 1d6 nonlethal/18-20) or

mwk light mace +16/+11/+6 (1d8+3)

Special Attacks channel positive energy (DC 20, 6d6), smite evil 4/day (+4 attack and AC, +12 damage plus affliction) **Spell-Like Abilities** (CL 12th; concentration +16) At will—detect evil

Paladin Spells Prepared (CL 9th; concentration +13) 3rd—daylight, magic circle against evil 2nd—blinding ray^{ARG} (DC 16), prognosis^{ARC}, shield other 1st—cure light wounds, detect poison, divine favor

TACTICS

Before Combat Bellaine drinks a *potion of life channel* and activates her divine bond before confronting her target. Her divine bond bonuses are not factored into her statistics.

During Combat Bellaine leads with her smite evil ability if she is currently suffering from an affliction gained through use of her mercy ability. She attempts to disable foes with Improved Sunder and spare living foes with her *merciful* scimitar.



STATISTICS

Str 17, Dex 10, Con 12, Int 10, Wis 12, Cha 18 Base Atk +12; CMB +15; CMD 25

Feats Channel Smite, Extra Lay on Hands, Great Fortitude, Improved Sunder, Leech^{ARC}, Power Attack

Skills Disguise +6 (+8 when appearing human), Heal +8, Knowledge (religion) +5, Perception +5, Stealth +19 (+21 when appearing human), Survival +7, Use Magic Device +8; **Racial Modifiers** +2 Disguise and Stealth when attempting to appear human

Languages Celestial, Common

- **SQ** aura of good, divine bond (weapon +3), lay on hands (6d6 [6d6+6 vs. undead], 12/day [6 for channeling only]), mercies (sickened, fatigued, diseased, staggered, cursed, poisoned, blinded, deafened), nameless traveler^{ARC}, negative energy affinity^{ARG}, seasoned crow^{ARC}
- **Combat Gear** *elixir of hidings* (2), potions of life channel^{ARG} (3); **Other Gear** +2 breastplate, +1 merciful scimitar, mwk light steel shield, mwk mace, belt of giant strength +2, cloak of *elvenkind*, acid (2), antitoxin (2), holy water, sunrod, 50 ft. silk rope, backpack, peasant's outfit, silver holy symbol, 184 gp SPECIAL ABILITIES
- **Smite Evil (Su)** Bellaine may attach any affliction she currently has to her smite evil strike. Her target must attempt the saving throw for the affliction or gain the affliction. This removes the affliction from the itinerant savior as if she were affected by *break enchantment, heal, remove curse,* or a similar ability. She retains the affliction if the target succeeds its save.
- **Mercy (Su)** Whenever Bellaine gains a mercy, she may gain an additional mercy. However, when she uses a mercy to remove an affliction, she gains any removed afflictions even if she is normally immune. Afflictions she gains in this way can only be removed by another creature or through her smite evil ability.

THE MOUTH OF VARDESAIN

The darakhul cultist known as The Mouth of Vardesain keeps his real identity to himself, as he leads a murderous cult devoted to the subversion of one of Midgard's most prominent regions. Even the names whispered in reference to his actual identity are but rumors and half-fictions devised to throw off suspicion and protect the cult and its master's important work. Some say that The Mouth of Vardesain was once a beloved nobleman who was turned into a darakhul by his lover, who masqueraded as a human. Others say that he is so cruel that he could never have been anything but an undead monster; indeed, these individuals believe that The Mouth of Vardesain was somehow born a darakhul, and is of an ancient and prophesied line of the terrible creatures. Whatever the truth, those who delve too deeply into The Mouth of Vardesain's past usually disappear or suffer from terribly brutal and fatal accidents.

The Mouth of Vardesain serves the Unsated God from the shadows of Dornig, where he travels among the cities holding dark rites that preach decadence and sensation to curious nobility. As an assortment of impressionable highborn or frustrated lower nobles delve into the mysteries of his secret society, The Mouth of Vardesain cleverly recruits the most depraved, seducing them with power and favor until the moment they learn his true agenda. Those who pledge fealty to the Empire of Ghouls remain in their houses, working to slowly turn the Grand Duchy a shade darker. Those who refuse become food for the newest pledges to the Hungering God's cause; their disappearances are always explained away in reasonable terms to those who bother to ask. Perhaps a curious count's vanishing is explained as a prolonged and unprompted trip to explore the Southlands, for example. The Mouth of Vardesain is always careful to obscure the truth at all costs.

The Mouth of Vardesain's cultists refer to their sect as the Onyx Door. They meet in chambers behind secret opulent portals in luxurious houses of excess, or below city streets behind black, ornate iron gates. Initiates indulge in excessive consumption of spirits and physical pleasures, while more elite members sample flesh under a progressively grimmer context. Under the dark gospel of the cult's undead leader, Onyx Door acolytes frequently fail to see the moment when their lechery turns to the consumption of blood or humanoid flesh. Those who protest become a grotesque sacrifice for those who choose to remain loyal. However, even the most loyal cult members are often so inebriated and brainwashed that they don't truly realize that they're killing fellow cult members. Rather, most believe that ritual sacrifices are a mere game that doesn't actually result in the brutal murder that so clandestinely takes place.

One does not rise among the ranks of the Ghoul Imperium without a love of personal combat and murder, and The Mouth of Vardesain is no exception. The Mouth of Vardesain frequently displays monstrous skill as a warrior, physically training his converts and baptizing them in blood and pain.



Beyond the lowest-level acolytes, The Mouth of Vardesain has little patience for adherents who show no skill or interest in combat of some kind. The initiation of his most-prized converts ends when he breaks them physically and subtly feeds from them. Each darakhul spawn bears a bite mark on the back of its shoulder, though magic or careful disguise may hide the mark from mortal observers. The Mouth of Vardesain bears a similar scar from his own embrace, though he never confides who turned him.

CR 12

THE MOUTH OF VARDESAIN

XP 19,200
Male darakhul sire ^{arc} monk (darakim ^{arc}) 12
CE Medium undead (augmented humanoid)
Init +7; Senses darkvision 60 ft.; Perception +17
DEFENSE
AC 26, touch 26, flat-footed 18 (+7 Dex, +1 dodge, +3 monk, +2 natural, +3 Wisdom) hp 102 (12d10+36) Fort +13, Ref +17, Will +11; +2 vs. enchantment Defensive Abilities channel resistance +4, improved evasion; Immune disease, undead traits
OFFENSE
Speed 70 ft.
Melee bite +21 (2d8+6 plus disease and paralysis), 2 claws +21 (2d6+6/19-20)
Special Attacks disease (see below), ki strike, necromantic strike, paralysis (3 rounds, DC 19)

TACTICS

Before Combat Preferring an ambush, the Mouth of Vardesain uses his ring of chameleon power and a *potion of barkskin* to prepare himself for combat.

During Combat The Mouth of Vardesain frequently fights while outnumbered. He attempts to paralyze or stun multiple weaker opponents so as to focus on a challenging one. He drags paralyzed survivors away to feed.

STATISTICS

Str 18, Dex 24, Con —, Int 15, Wis 16, Cha 16
Base Atk +12; CMB +19 (+21 disarm); CMD 38 (40 vs. disarm)
Feats Agile Maneuvers, Combat Expertise, Deflect Arrows, Dodge, Ghoul Claws, Improved Critical (claw), Improved Disarm, Iron Will, Paralytic Tongue^{ARC}, Power Attack, Stunning Fist, Weapon Finesse

Skills Acrobatics +21, Bluff +5, Climb +10, Diplomacy +5, Escape Artist +13, Intimidate +19, Knowledge (history) +8, Knowledge (religion) +8, Linguistics +3, Perception +17, Perform (oratory) +20, Sense Motive +17, Stealth +30, Swim +10

Languages Common, Dwarven, Elven, Undercommon **SQ** ki pool (9/day), ki powers (abundant step, formless mastery, high jump, ki hurricane, sudden speed) **Combat Gear** potion of barkskin +3, potions of inflict serious wounds (2); **Other Gear** amulet of mighty fists +2, belt of physical might (+4 Str, Dex), boots of speed, cloak of resistance +2, headband of mental superiority +2 (Perform [oratory]), ring of chameleon power, ring of eloquence, 35 pp SPECIAL ABILITIES

- **Disease (Su)** *Darakhul Fever*: *Bite*—injury; *save* Fort DC 19; *onset* 1 day; *frequency* 1/day; *effect* 1d3 Con and 1d3 Dex damage; *cure* 2 consecutive saves. The save DC is Charisma-based. A humanoid who dies of darakhul fever rises as a darakhul at the next midnight. A humanoid who becomes darakhul in this way retains the abilities it possessed in life. It is not under direct control of any other darakhul, but the Mouth of Vardesain gains a +8 racial bonus to Diplomacy checks made to influence any of his progeny.
- **Necromantic Strike (Su)** Whenever the Mouth of Vardesain makes a full attack with his natural weapons, he can spend a point from his ki pool to designate one attack as a necromantic strike. If this strike deals damage, the target of the attack gains the fatigued condition and the Mouth of Vardesain gains 5 temporary hit points.



The attempt to identify the first darakhul is as hopeless as identifying the first lich or vampire. The modern Ghoul Imperium tracks progeny and heralds the great ancestors of the race, made easier by the fact that, as unliving creatures, some of its earliest champions endure to the present day. The Imperium has not always existed, though, and the first darakhul progenitors hail from millennia ago. Scholars of undeath debate whether the first ghouls spawned spontaneously from starved corpses or whether a demonic patron seeded the world with the monsters, but the identities of the first darakhul remain shrouded in conjecture.

The modern history of the race is less open to debate. The Imperium began just under three centuries ago after Tonderil the Bonebreaker fought a 23-year war to unite the most powerful darakhul lieges under his own crown. Though his name is remembered with titles such as First among Necromancers and General of the Royal Bastards, his reign was significantly shorter than his campaign to claim it. In his ninth year as emperor, he died leading the charge that broke the duergar lines in the Battle of the Dwarfvault near Gonderif. His great legacy includes military unification of the darakhul people and the founding of the Temple of the Hungry God.

As Tonderil's successors advanced the cause and maintained the Imperium, drow, duergar, and other cities fell one after the other. The Empire of the Ghouls profited in coin, in land, in slaves, and in food. The forefathers who inherited the Imperium took stock of the race's accomplishments and applied the principles of martial meritocracy to every darakhul. The darakhul people have produced powerful champions in the many decades since. Haresha Winterblood expanded the empire in every direction, taking caverns just below the surface, delving deep to build strongholds in vast subterranean vaults, and sacking cities everywhere. The infamous Sergival of the Shackles forged an immense slave trade under the guise of the cave dragon Dreadwing, feeding on mortal tributes from across the world. Arcanist Antovian Surmidus used illusion and necromancy to forge the tradition of disguise now known as the Cloak wherein hundreds of darakhul infiltrate every people and path, disguised as breathing mortals working as soldiers and shepherds, butchers and bookbinders.

The fourth and reigning Pale Emperor Nicoforus sought revenge on an alliance of drow and duergar whose best assassins slew his predecessor. Nicoforus sent legions of ghouls to their cities and razed them. Every dark elf and every gray dwarf was eaten or turned to replace darakhul losses. Today, the two races sneer bitterly at the mention of the Tide of Ghouls. Other races may hate or fear them, but at least, subterranean humanoids know the threat posed by the Imperium. Surface races remain blissfully unaware or unconcerned about the aggressive race of militant ghouls. Their armies number in the thousands, and they can strike from any crypt or cavern.

For more information about the darakhul race, see page 29 of the *Advanced Races Compendium*.

FAIZA THE UNWAVERING

Faiza was raised by her grandparents in the Free City of Siwal. The well-to-do merchant couple tried but failed to hide the truth: Faiza was the product of an illicit tryst between their daughter and a janni. Faiza was often bullied because of her illegitimate origins, and the small, timid child did little to fight back until she was 12.

When she reached puberty, Faiza's nascent power emerged in disturbing ways. One day, when a group of older children cornered her, fire burst from Faiza's hands and she burned part of her school. Faiza caused no serious injuries, but terrified families demanded the cursed girl's expulsion. Faiza's grandparents tried to cope with the community's fear, but a series of inexplicable fires followed the girl wherever she went. A wandering warrior-priest of Takhar took Faiza under his wing and taught her to control the elemental power coursing through her veins. Ten years later, Faiza follows in her mentor's footsteps, serving as a hired guard for caravans that travel the treacherous deserts of Nuria-Natal.

FAIZA

CR 13

XP 25,600

Female suli^{ARG} monk (zen archer^{APG}) 14 LN Medium outsider (native, suli) **Init** +3; **Senses** low-light vision; Perception +21 DEFENSE **AC** 26, touch 24, flat-footed 21 (+2 deflection, +3 Dex, +2 dodge, +3 monk, +2 natural armor, +4 Wis) **hp** 91 (14d8+28) **Fort** +10, **Ref** +15, **Will** +14

Resist acid 5, cold 5, electricity 5, fire 15 OFFENSE

Speed 100 ft.

Melee unarmed strike +11/+6 (2d6+2) Ranged +3 composite longbow +20/+15 (1d8+5/x3) or flurry of blows +19/+19/+14/+14/+9 (1d8+5/x3) Special Attacks ki arrows, ranged elemental assault (1d6 acid, cold, electricity, or fire/14 rounds), trick shot TACTICS

Before Combat Faiza drinks her potion of barkskin, potion of haste, and potion of resist energy (fire). If it is dark, she drinks a potion of darkvision.

During Combat Faiza uses her ranged elemental assault ability to deal the energy damage she thinks will best affect her target. She always begins combat with a flurry of arrows. She uses ki points to apply special qualities to her attacks if her opponent seems resistant to regular weapon damage, always defaulting to fire if not. She prefers to remain at range, using Parting Shot and Shot on the Run to avoid becoming trapped in melee.

Morale Faiza fights to the death to defend creatures under her protection.



Base Statistics Without *barkskin, haste,* and *resist energy* (fire), Faiza's statistics are: **AC** 23, touch 21, flat-footed 19; **Ref** +14; **Resist** fire 5; **Melee** unarmed strike +10/+5 (2d6+2); **Ranged** +3 composite longbow +19/+14 (1d8+2/x3) or flurry of blows +18/+18/+13/+13/+8 (1d8+2/x3); **CMD** 35 STATISTICS

Str 14, Dex 16, Con 11, Int 8, Wis 18, Cha 10 Base Atk +10; CMB +12; CMD 36

- **Feats** Combat Reflexes, Dodge, Far Shot, Improved Precise Shot, Improved Unarmed Strike, Manyshot, Mobility, Parting Shot, Perfect Strike, Pinpoint Targeting, Point Blank Master, Point Blank Shot, Precise Shot, Ranged Elemental Assault, Shot on the Run, Weapon Focus (composite longbow), Weapon Specialization (composite longbow)
- **Skills** Acrobatics +14, Diplomacy +4, Escape Artist +14, Perception +21, Stealth +14; **Racial Modifiers** +2 Diplomacy, +2 Sense Motive

Languages Terran, Trade Tongue

- **SQ** abundant step, fast movement, high jump, ki pool (11), slow fall (70 ft.), wholeness of body (14 points of healing), zen archery
- **Combat Gear** potion of barkskin, potions of cure moderate wounds (3), potions of darkvision (3), potion of haste, potions of resist energy (fire; 2); **Other Gear** +3 composite longbow, efficient quiver (60 arrows), trip arrows (4), belt of incredible dexterity +2, cloak of resistance +1, ring of protection +2, 47 gp

KILITT

Kilitt survived his early years skulking in the shadows of human settlements. He scavenged for food and explored human dumps, sewers, and taverns. He takes his name from the humans' most frequent exclamation when he's caught drinking ale out of barrels in the basement or stealing food from a busy kitchen.

From those humble beginnings, the kobold loner honed his skill at skulking and picking locks as a matter of survival. Later in life, he discovered his latent arcane talent and embraced the magic of destruction, stealth, and transmutation. When his combined talents resulted in a city-wide reputation for escaping death or detection, seasoned vagabonds petitioned him for work in dank dungeons or against marauding monsters.

During his years adventuring, Kilitt's cruel resourcefulness has convinced him that no encounter is too much for his many talents. Though he has been challenged and injured over his long career, he has yet to see anything that changes his mind.

KILITT

CR 13

XP 25,600

Male kobold^{ARG} unchained rogue^{PU} 3/sorcerer 4/arcane trickster 6 CN Small humanoid (reptilian)

Init +8; Senses darkvision 60 ft.; Perception +12

DEFENSE

AC 20, touch 19, flat-footed 15 (+3 deflection, +4 Dex, +1 dodge, +1 natural, +1 size)

hp 78 (13 HD; 10d6+3d8+26)

Fort +10, Ref +15, Will +12

Defensive Abilities evasion, fated (+2), trap sense +1 **Weaknesses** light sensitivity

OFFENSE

Speed 30 ft.

- Melee +1 sneaky^{UE} shortsword +13/+8 (1d4+5/19-20) Special Attacks impromptu sneak attack (1/day), sneak attack +5d6
- **Bloodline Spell-Like Abilities** (CL 10th; concentration +14) 4/day—touch of destiny (+4)
- 3/day—quickened touch of destiny (+4)

Sorcerer Spells Known (CL 10th; concentration +14) 5th (3/day)—*baleful polymorph* (DC 19)

- 4th (6/day)—beast shape II, greater invisibility
- 3rd (7/day)—haste, Illemek's smarting slivers^{DM} (DC 17), protection from energy, voice of the dragon^{DM}
- 2nd (7/day)—blur, death from below^{ARG}, glide^{APG}, locate object, scorching ray
- 1st (7/day)—alarm, ant haul^{APG} (DC 15), grease, mage armor, magic missile, moment of greatness^{UC}
- 0 (at will)—arcane mark, daze (DC 14), detect magic, mage hand, mending, message, open/close (DC 14), quicken, read magic
- **Bloodline** Destined



TACTICS

Before Combat Kilitt prefers to initiate combat from hiding. He sneaks up on enemies using magic or stealth, then uses sneak attack or a well-placed spell to maximize the element of surprise. His favorite tactic is to approach invisibly or in an alternate form and scatter or frighten his enemies before attacking one.

During Combat Kilitt begins combat with a *baleful polymorph* spell against a challenging opponent, then proceeds with spells and melee attacks.

STATISTICS

Str 10, Dex 18, Con 14, Int 12, Wis 10, Cha 19 Base Atk +7; CMB +6; CMD 24

Feats Cheap Shot^{ARC}, Dodge, Eschew Materials, Improved Initiative, Kobold Ambusher^{ARG}, Quicken Spell-Like Ability (touch of destiny), Small But Fierce^{ARC}, Spell Penetration, Weapon Finesse

- **Skills** Acrobatics +13, Climb +4, Disable Device +14, Escape Artist +16, Fly +10, Knowledge (arcana) +8, Knowledge (dungeoneering) +5, Knowledge (engineering) +5, Perception +12, Sense Motive +4, Sleight of Hand +15, Spellcraft +10, Stealth +18, Swim +4, Use Magic Device +20; **Racial Modifiers** +2 Perception
- Languages Common, Draconic, Goblin
- **SQ** bloodline arcana, danger sense +1, finesse training, ranged legerdemain, trapfinding +1, rogue talents (bleeding attack +5), tricky spells
- **Combat Gear** potion of cure serious wounds, wand of freedom of movement (17 charges), wand of ice storm (30 charges), wand of scorching ray (CL 7th, 29 charges), caltrops; **Other Gear** +1 sneaky shortsword, belt of physical perfection +2, cloak of resistance +4, daredevil boots^{UE}, handy haversack, headband of mental superiority +2, necklace of adaptation, ring of counterspells (fear), ring of protection +3, robe of arcane heritage, rubble gloves^{ARG}, backpack, bedroll, belt pouch, belt pouch, chalk (10), flint and steel, flint and steel, grappling hook, hemp rope (50 ft.), mess kit, mirror, piton (10), pot, pot, soap, thieves' tools, torches (10), trail rations (5), waterskin, 10 pp, 7 gp, 9 sp, 1 cp

JAFIYAH DANAT

Jafiyah spent every combat-ready year of her youth marching in the dragon armies, glad to serve in the name of the empire. She spent her later years of service in Zaldiri, under the brutish and often absent command of Rüzgar. As Jafiyah went from battlefield to battlefield, warring with different foes in every corner of the northwestern province, she became disillusioned with Rüzgar's disorganized and unworthy leadership. She served faithfully for decades, expecting to eventually gain the recognition due her superior leadership and tactical acumen.

Her 150th birthday came and went relatively unobserved. Soon after, Jafiyah learned she would stay in Zaldiri to train new recruits in Parszan and prepare Rüzgar's shock troops for the frontlines. This insult pushed Jafiyah over the line between patient loyalist and embittered lackey. She learned quickly she is not the only one: Zaldiri is difficult for everyone, and the lower castes—jambuka and kobaldi alike-are rife with discontent that matches Jafiyah's own. She performs her assigned duties in Parszan, but secretly builds her own army of rebels from lowest rungs of the Mharoti social ladder. Her followers believe in her vision and look forward to proving their worth in holding Zaldiri without Rüzgar's might.

JAFIYAH DANAT

CR 15

XP 51.200

Middle-aged dragonkin^{ARC} fighter (edjet ^{ARC}) 16 CN Medium humanoid (reptilian)

Init +1; Senses darkvision 60 ft.; Perception +14

DEFENSE

AC 25, touch 11, flat-footed 24 (+10 armor, +1 Dex, +3 shield, +1 natural)

hp 120 (16d10+32)

Fort +12, Ref +6, Will +5; +2 vs. sleep and paralysis Defensive Abilities draconic bulwarkARC, draconic resistance +4^{ARC}, warrior's willpower and physique^{ARC} DR 10/-; Resist acid 9

OFFENSE

Speed 20 ft.

Melee +2 lunging^{ARC} glaive +23/+18/+13/+8 (1d10+3/×3) Ranged mwk heavy crossbow +17 (1d10/19-20/x2) Special Attacks breath weapon (30-ft. line, DC 27, 2d6 acid plus guttural roar^{ARC} and vocal blast^{ARC}) 3/day, sweeping blow^{ARC} TACTICS

Before Combat Jafiyah organizes her troops around her for maximum flanking bonuses and changes her draconic aspect to red with Improved Draconic Aspect as she deems beneficial. During Combat Jafiyah leads with her breath weapon to damage and demoralize her foes, then activates Dragon Skin Style and utilizes her teamwork feats with her troops or hammers her foes with Power Attack and her sweeping blow ability.



Morale If retreat is necessary, Jafiyah uses her elemental gem to summon an earth elemental and covers her retreat by consuming a potion of invisibility.

Modified Statistics With her Dragon Aspect changed to red and Dragon Skin Style activated, the resistance leader's statistics are AC 32, flat-footed 31; Ref +2; Resist fire 9; Special Attacks breath weapon (15-ft. cone, DC 27, 2d6 fire plus guttural roar and vocal blast)

STATISTICS

Str 16, Dex 12, Con 12, Int 12, Wis 10, Cha 18 Base Atk +16; CMB +19; CMD 30

Feats Cleave, Draconic Aspect^{ARC}, Draconic Breath^{ARC}, Dragon Skin Style^{ARC}, Duck and Cover^{APG}, Great Cleave, Greater Penetrating Strike, Greater Weapon Focus (glaive), Guttural Roar^{ARC}, Improved Draconic Aspect^{ARC} (red), Lookout^{APG}, Militant Commander^{ARC}, Outflank^{APG}, Penetrating Strike, Power Attack, Shield Wall^{APG}, Weapon -Focus (glaive), Vocal Blast^{ARC}

Skills Bluff +14, Diplomacy +10, Handle Animal +7, Intimidate +17, Knowledge (engineering) +8, Perception +14, Survival +7;

Racial Modifiers Diplomacy +2, Intimidate +2

Languages Draconic, Kobold, Trade Tongue

SQ draconic recovery^{ARC}, edjet fighting^{ARC}

Combat Gear elemental gem (earth), potion of cure serious wounds, potion of invisibility

Other Gear +1 light fortification full plate, +1 heavy steel shield, +2 lunging glaive, mwk heavy crossbow, belt of incredible dexterity +2, dust of tracelessness, medallion of thoughts, silk rope (100 feet), heavy horse (combat-trained), bit and bridle, military saddles, saddlebags, ceremonial golden bracers worth 400 gp, ruby worth 200 gp, 125 gp

BIRATTHA FREEBLADE

Birattha realized early that she was a better fighter than courtier, prone to action and quick to react with her emotions when taunted. The sole heir of the dying House Franille, she tried, and failed, to earn her way into the graces of more powerful nobles. Her redemption as a shadowfey arrived when she intervened in a duel against a young raven—an appointed duelist from another noble house. Saving the life of an unskilled swordsman created a brief flurry of rumors about the young fey's potential, and she seized the moment while eyes were yet on her.

Birattha founded a school for warriors devoted to the defense of shadowfey nobles against persecution. She named this faction the Order of the Swan and taught swordplay, stealth, and mounted combat. To this day, her fey knights adorn themselves in silvery armor emblazoned with blackand-white swan emblems. The armor is a sign of their neutrality and availability to all shadowfey nobles.

Birattha's maneuver was not without risk. As the last of her name, she discarded her noble standing and swore that the Swan would defend all houses who supported the order with both coin and connections. Growth came slowly, trickling in from minor houses who needed to be defended from predatory duelists and foreign agents. When greater houses began to view the availability of a neutral defender as a fashionable investment, they too contributed. Ironically, Birattha discarded her heritage, took an ignoble surname to signify her neutrality, and still ended up with greater holdings than she had before. Now, the Franille name might be gone, but its last scion is far from destitute when it comes to fame or fortune.

In the decades since Birattha Freeblade's gambit, she has grown powerful as a single combatant, military leader, and political weapon in the courts of the shadowfey. Though she still lacks comparative social skills, she has grown tremendously and cultivated an intimidating presence. When houses battle one another or suffer outside attack, she flies or gallops over the battle astride one of her precious steeds. By her side are always several of the knights who have pledged themselves to her service.

The wielder of *The Swanblade* is a discerning judge of martial ability in knights and steeds. Her preference for intelligent steeds often results in her mount and second-incommand being the same creature. Her first such officer was the manticore Rolphizere, who was struck down by agents of holy gods unable to bear the beast's demeanor. She has since ridden a great black pegasus and a nightmare, both sworn to maintain appearances within sight of judgmental eyes. Recently, a dread nightwing named Phrelomaaz presented itself for service, willing to compete with any mount that thinks itself more worthy of her favor. She suspects the monster was sent by the Black Prince, a murderous hunter of men rumored to consort with the undead. She has agents searching for proof while she decides whether the capable creature would serve her loyally in a coming trial, or whether



its employment is a trap that might use her to bring ruin to the prince's rivals in the Summer Court.

BIRATTHA FREEBLADE

CR 17

XP 102,400

Female shadowfey^{ARC} cavalier^{APG} 17 CN Medium fey Init +5; **Senses** darkvision 60 ft., low-light vision; Perception +19 DEFENSE AC 28, touch 15, flat-footed 18 (+8 armor, +5 Dex, +5 shield) hp 166 (17d10+68) Fort +19, Ref +15, Will +12 Weaknesses light sensitivity OFFENSE

Speed 30 ft.

Melee The Swanblade +26/+26/+21/+16/+11 (1d10+9/17-20) Ranged +1 composite longbow +23/+18/+13/+8 (1d8+7/x3) Special Attacks banner +4, bleeding edge, cavalier's charge, challenge 6/day (+17 damage, +5 confirm critical), demanding challenge, greater banner, master tactician 4/day (all teamwork feats, swift action, 11 rounds), fey knight, mighty charge, shared glory

Spell-Like Ability (CL 17th, concentration +21)

1/day—shadow jump

TACTICS

Before Combat Birattha directs troops and attacks from range, giving nearby soldiers the benefit of her tactician abilities. If

engaged in skirmish or single combat, she chooses a powerful enemy and charges it on her mount.

During Combat Birattha directs troops and attacks from range to give nearby soldiers the benefit of her tactician abilities. If engaged in skirmish or single combat, she chooses a powerful enemy and charges it on her mount. When defending a charge, she uses her abilities to isolate her ward from enemies and fights until her mount or other help arrives.

Str 22, Dex 20, Con 18, Int 14, Wis 14, Cha 18 Base Atk +17; CMB +23; CMD 38

- **Feats** Combat Expertise, Deadly Aim, Escape Route^{UC}, Exotic Weapon Proficiency (bastard sword), Furious Focus^{APG}, Intercept Charge^{ACG}, Intimidating Prowess, Leadership, Mounted Combat, Power Attack, Ride-By Attack, Spirited Charge, Step Up, Swap Places^{APG}
- **Skills** Acrobatics +22, Bluff +12, Climb +11, Diplomacy +20 (+28 when influencing nobles), Handle Animal +12 (+20 with mounts), Intimidate +24, Knowledge (nobility) +9, Linguistics +8, Perception +19, Ride +30, Sense Motive +20, Stealth +18, Swim +11; **Racial Modifiers** +2 Stealth

Languages Common, Elven, Infernal, Trade Tongue, Umbral **SQ** swift as shadows

Combat Gear gloves of arrow snaring, potion of cure moderate wounds; **Other Gear** +4 determination mithral chain shirt, +3 heavy mithral shield, The Swanblade (+3 keen speed mithral bastard sword), +1 composite longbow (+6 Str), +1 longspear, belt of physical perfection +6, cloak of resistance +5, gloves of arrow snaring, handy haversack, headband of mental superiority +4 (Acrobatics, Perception), horsemaster's saddle

SPECIAL ABILITIES

Bleeding Edge (Ex) Birattha can use a swift action to employ the tactics of the eala. She receives a dodge bonus to AC equal to her Charisma modifier (+4). The critical threat range of a single weapon she is wielding increases by 1. This ability does not stack with other abilities or feats that increase the threat range of a weapon. These benefits last for 4 rounds. This ability can be used once per combat.

- **Fey Knight (Ex)** Birattha receives a +2 morale bonus on attack rolls when directly defending a noble or fey creature.
- **Shared Glory (Ex)** Birattha can use a standard action to inspire allies within 30 ft. (including herself). Allies can choose to receive a +4 dodge bonus to AC or +4 competence bonus to attack rolls. This bonus lasts 1 round. The allies must be able to see and hear Birattha to receive this bonus. An ally can benefit from this ability once per combat.
- Swift as Shadows (Ex) Shadowfey can remain stealthy even when moving. Shadow fey reduce the penalty for using Stealth while moving by 5 and reduce the Stealth check penalty for sniping by 10.

LAKASKA

Lakaska came into the world, like any other sahuagin, amid a massive feeding frenzy. She was the last of her clutch to hatch and, as such, tore into her brood mates with hunger and glee. The freshly blooded malenti killed and devoured each of her brothers and sisters with ease. Beautiful as she is feral, as she grew, Lakaska mastered the trident and swam with the fastest sharks, keeping up even when she was still a youngling. She hunted the deep and excelled in bringing violence to the neighbors of her tribe. As the first "elf-faced" member of her family in generations, she found herself facing very lofty expectations.

The greatest warriors of her tribe, the Xok Utal, sought to make her one of their own, laying their claim as early as her fifth year. Her ambition surpassed even that, as she courted the attention of the great priests of the old gods. Even this was not enough to satisfy her desire to become one of the most legendary figures of her kind. As she memorized ancient dogma and pronounced judgment on prisoners and slaves, she privately debated with a trusted peer whether the sahuagin had outgrown the need for unknowable gods. She believed the key to heightened divinity lay in her own race's potential. As she advocated for a general veneration of the deepest seas and its greatest creatures, a young servant named Soteel happened by and overheard. With the opportunity to advance himself by reporting Lakaska's heresy, the young male hastily kicked off the coral wall and swam to inform his superiors. Without hesitating, Lakaska caught and killed the youth before he caused her harm.

As Soteel's soul left his lifeless form, the old gods cursed Lakaska and bound it to her. Through dreams and omens, the old gods Lakaska would have abandoned made it clear that Soteel bore their favor and not her. As a murderer of mere ambition, it now fell to Lakaska to fulfill the male's faithfulness. True to his calling, Soteel constantly criticizes the malenti with words that only she can hear. His spirit swims around her, moving objects to inconvenience her when she behaves unfaithfully, or to assist her when her actions benefit the old gods' designs.

Lakaska's estimations of her own greatness were never without foundation. Despite her disadvantage, she has ascended as an oracle of the deep, offering lip service to the old powers when her people can hear, and when alone drawing strength from the knowledge of her mutated ancestors and her affinity for the great monsters of the ocean floor. The deep sustains her and the old gods tolerate her. As she prepares to make war on the nearby triton kingdom, she searches for a way to gain the upper hand in her situation. She intends to frustrate her fellow warriors with costly defeats she can blame on the gods, and then achieve victory with the elemental powers of the deep and the massive ocean beasts at her command. Lakaska must plan carefully, though. The spirit of Soteel is always watching.

LAKASKA

CR 19

XP 204,800

Female malenti sahuagin^{ARC} oracle^{APG} (The Deep) 19 LE Medium outsider (aquatic, native) **Init** +2; **Senses** blindsense 60 ft., darkvision 120 ft.;

Perception +16

DEFENSE

AC 29, touch 17, flat-footed 27 (+7 armor, +5 deflection, +2 Dex, +3 natural, +2 shield)

hp 142 (19d8+57)

Fort +15, Ref +13, Will +17

Defensive Abilities amphibious; DR 15/piercing or slashing; Immune cold; Resist fire 5; SR 31

OFFENSE

Speed 20 ft., swim 20 ft.

Melee +2 icy burst trident +17/+12/+7 (1d8+3 plus 1d6 cold) **Special Attacks** crushing depths

- Oracle Spells Known (CL 19, concentration +26)
- 9th (4/day)—call of the deep^{ARC}, implosion (DC 26), sink land^{DM} 8th (6/day) —dimensional lock (DC 25), divine vessel^{APG}, earthquake, mass inflict critical wounds (DC 25), stormbolts^{APG} (DC 25)
- 7th (7/day) —blasphemy (DC 24), control weather, jolting portent^{UC} (DC 26), mass inflict serious wounds (DC 24), reverse gravity, vortex^{APG} (DC 24)
- 6th (7/day) —cold ice strike[™] (DC 23), harm (DC 23), mass inflict moderate wounds (DC 23), mass bull's strength, the bends^{ARC} (DC 23)

5th (7/day) —greater command (DC 22), mass inflict light wounds (DC 22), school of sharks* (DC 22), spell resistance, suffocate^{ACG} (DC 22), telekinesis, true seeing

- 4th (7/day) —abated breath^{ARC} (DC 21), control water, dismissal (DC 20), freedom of movement, inflict critical wounds, tongues
- 3rd (8/day) —deeper darkness, air breathing^{MC}, bestow curse (DC 20), blood scent^{ARG}, dispel magic, inflict serious wounds (DC 20)
- 2nd (8/day)—aboleth's lung^{ARG} (DC 19), blood in the water^{MC}, darkness, death knell (DC 19), hold person (DC 19), inflict moderate wounds, levitate, minor image, wave shield^{ACG}
- 1st (8/day)—air bubble^{UC}, bane (DC 18), cause fear (DC 18), command (DC 18), inflict light wounds (DC 18), Loki's gift^{DM} (DC 18), shield of faith

0 (at will)—bleed (DC 17), create water, detect magic, detect poison, ghost sound, guidance, mage hand, quicken^{DM}, read magic, stabilize, thunderclap^{DM} (DC 17)

TACTICS

Before Combat Lakaska casts *shield of faith, blood in the water, blood scent, freedom of movement, spell resistance,* and *true seeing* on herself. She also casts *mass bull's strength* on nearby allies.

During Combat Lakaska uses her allies and any nearby sharks to occupy the enemy while firing off spells from a tactical distance. She uses her *horn of the triton* to summon sharks if encountered alone. If forced to engage, she casts *divine vessel* on herself at the first opportunity.



Base Statistics Without *shield of faith* and *spell resistance* Lakaska has **AC** 24 and has no spell resistance.

STATISTICS

Str 12, Dex 15, Con 14, Int 16, Wis 12, Cha 25

- **Base Atk** +14; **CMB** +15 (+17 to bull rush); **CMD** 32 (36 vs. bull rush, 34 vs. grapple, reposition, and trip)
- **Feats** Great Fortitude, Greater Spell Penetration, Improved Bull Rush, Martial Weapon Proficiency (trident), Quicken Spell, Selective Spell^{APG}, Spell Penetration, Swim-By Attack^{ARC}, Toughness, Widen Spell
- Skills Bluff +28, Diplomacy +28, Intimidate +31, Knowledge (nature) +15, Knowledge (religion) +16, Perception +16, Sense Motive +19, Spellcraft +22, Survival +15, Swim +28; Racial Modifiers +2 Bluff, +2 Diplomacy, +8 Swim
- **Languages** Aboleth, Aquan, Common, Draconic, Infernal; speak with sharks
- **SQ** blood frenzy, oracle's curse (haunted), revelations (crushing depths, ocean chill, lightless realm, undercurrent, under pressure, wave magic)

Combat Gear boots of teleportation, horn of the triton

Other Gear +2 glamered scale mail, +2 icy burst trident, amulet of natural armor +3, belt of physical might +4 (Str, Con), cloak of resistance +5, crystal ball with detect thoughts, eyes of the dragon, headband of alluring charisma +4, ring of force shield, ring of mind shielding

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