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Pathfinder RPG

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Midgard Bestiary for Pathfinder RPG

TABLE OF CONTENTS

Introduction	4	Dogmole	35	Lich Hound	69
Ala	5	Dogmole Juggernaut	36	Likho	70
Alseid	6	Doppelrat	37	Lorelei	71
Andrenjinyi	7	Dragon, Cave	38	Merrow	72
Baba Yaga's Horsemen	8	Dragon, Mithral	40	Mindrot Thrall	73
Bagiennik	10	Dragonleaf Tree	42	Mordant Snare	74
Blood Hag	11	Drake, Coral	43	Mycolid, Deathcap	75
Bone Collective	12	Drake, Star	44	Oculo Swarm	76
Bone Crab	13	Dream Eater	45	Orobas	77
Broodiken	14	Drowned Maiden	46	Phantasmal Creature	78
Bukavac	15	Eel Hound	47	Putrid Haunt	80
Burrowling	16	Fellforged	48	Red Hag	81
Carrion Beetle	17	Feyward Tree	49	Roachling	82
Castigas (Automata Devil)	18	Firebird	50	Sandman	83
Cavelight Moss	19	Ghoul, Bonepowder	51	Sap Demon	84
Chelicerae	20	Ghoul, Imperial	52	Shadow Fey	85
Child Of The Briar	21	Ghoul, Iron	53	Spark	87
Devil, Chort	22	Giant, Thursir	54	Sphinx, Gypsosphinx	88
Cikavak	23	Goblin, Dust	55	Strangling Watcher (Urochar)	89
Clockwork Beetle	24	Goblin Shark	57	Stuhac	90
Clockwork Beetle Swarm	24	Golem, Eye	58	Suturefly	91
Clockwork Hound	25	Golem, Salt	59	Treacle	92
Clockwork Huntsman	26	Golem, Steam	60	Valkyrie	93
Clockwork Myrmidon	27	Half-Merfolk (Maerean)	61	Vapor Lynx	94
Darakhul	28	Horakh	63	Vermin, Garroter Crab	95
Death Butterfly Swarm	30	Ice Maiden	64	Vermin, Red-Banded Line Spiders	95
Derro Fetal Savant	31	Isonade	65	Weaving Spider	96
Devil, Ink	32	Kot Bayun	66	Wharfling, Wharfling Swarm	97
Devil, Gilded	33	Kikimora	67	Witchlight	98
Dire Weasel	34	Leshy	68	Zmey	99

APPENDICE8

Appendix 1: Monsters by Type	101
Appendix 2: Monsters by CR	101
Appendix 3: Monsters by Terrain	102
Appendix 4: Re-skinned Monsters	103
Appendix 5: Monster Roles	104
Appendix 6: Encounter Tables	105
Open Game License	107



INTRODUCTION



s with many things from Open Design, this project grew organically. Usually these things start up on the design forums with a patron saying something like, "Wouldn't it be cool if...?" When a good idea bubbles up, Wolfgang posts, "Interesting. I'd like to hear more." (I always imagine a slow, approving nod in the tone.) And if the stars align and the gears crank, things like this happen.

This book features many creatures that have filled the pages of Open Design adventures for the last 5 years. In my selections and with great community input—I included the creatures most iconic to the world. I also included as many creatures from folklore as possible with the new additions, using this folklore to inform my design decisions and take the real world's fantasy to our game tables. One of my favorite elements of roleplaying games is monsters, and those that come from folklore, from a massive and collective unease or fear, are the best.

I've always loved monsters. I was fortunate enough to grow up around a good diversity of cultures in the Cajun/redneck corner of Texas I grew up in, so I not only had the stories and tales of my family to frighten me at night, but also those of my friends' families. Hearing stories about a wakwak from a venerable Filipino woman when you're 11 makes the folktale monster much creepier. (Teaching me later in life—delivery is key.)

However, I learned the fun side of fear when it comes to critters and monsters from my older sister well before that. She was

THANKS

A whole mess of people made this possible, so...

I'd like to thank Carlos Ovalle for sparking the ignition on this project. Without his footwork and organization, the *Midgard Bestiaries* might not have started as soon as they did. His spreadsheet skills, data organization, and polls helped shape the project, and he was always eager to help it along in whatever way he could (and he did).

Ben McFarland deserves thanks for his work on converting a healthy number of these creatures from their original incarnations into the *Pathfinder RPG* system. As he is one of the sage kobolds in the Open Design mines, his knowledge of all the **Midgard** material past and present was integral in completing this book.

I'd like to thank the crew that worked with me doing conversions and design to get this book built. I appreciate the work and dedication you put to his project. Without you, this would have been impossible. the one that introduced me to horror movies, and by the time we were teenagers too busy with our own friends, we'd watched everything in the horror section of our local video rental store. Twice, if not more. We grew up in a rural area around canals and bayous when we were little and there were all sorts of critters around. For some reason, my sister, who is otherwise tough and fearless, was terrified of those little green tree frogs that'd climb on the windows near the light and eat bugs. So as a little brother of course should, I would capture these frogs and find new and clever ways to scare her with them. Walking up with your hands cupped only works so many times.

I'd hide them under her covers before bed, urge one through the gap under the door while she's in the bathroom, slip one into a jacket pocket... you get the idea. Looking back, I was using the same goblin against the same party for years, and I have to think that tormenting my sister with tree frogs had to contribute to my GMing in some way because we're always trying to find new ways to use monsters.

But we also love new monsters, and that's what we here at Open Design have for you. If you've been with us for a while, you will likely recognize a few monsters you've either tormented player's with or been tormented by. We pulled from years of Open Design projects, KOBOLD QUARTERLY issues, blog posts, the design forums of the **Midgard** Campaign Setting patronage project, and some of our most talented designers to bring you monsters representing the kind of threats an adventurer might find in **Midgard** for your *Pathfinder RPG* campaign.

None of this would be possible without all the patrons and contributors to Open Design projects throughout the years. Without creating all this great source material and providing the formative ripples of this campaign setting, the world of **Midgard** would exist only at Wolfgang's gaming table.

A special thanks to the AGE Bestiary and 4th Edition Bestiary crew. Even though Josh Jarman beat me to press (and Richard Green and Brian Liberge might as well), it was great working with you guys as we shared lists, compared notes, and shared advice. Open Design truly is the Switzerland of the Edition Wars. We design, we game, and we imagine. We don't pick sides when creativity is at stake.

And finally, and most importantly, I'd like to thank Wolfgang for giving us the chance to play around in his world of **Midgard** all this time and for giving me the opportunity to work on not only this project, but many, many others throughout the years.

> Enjoy, Adam Daigle

ALA des

With an outrageously wide mouth of razor-sharp teeth and smoky black rags for clothes, the crazed crone leaps into the air in a black whirlwind of claws and lightning.

CR 8

ALA

XP 4,800

CE Medium monstrous humanoid **Init** +3; **Senses** darkvision 60 ft.; Perception +14 **Aura** frightful presence (30 ft., DC 14)

DEFENSE

AC 21, touch 16, flat-footed 18 (+3 deflection, +3 Dex, +5 natural)

hp 95 (10d10+40)

Fort +7, Ref +10, Will +10

Immune electricity

OFFENSE

Speed 30 ft., fly 30 ft. (perfect)

Melee bite +15 (1d6+5 plus poison), 2 claws +15 (1d4+5)

Special Attacks whirlwind (3/day, 10–30 ft. high, 5 ft. wide at base, 1/2 wide as tall at peak, 2d8+5 damage plus Perun's kiss, DC 17)

Spell-Like Abilities (CL 10th)

1/day—ice storm (DC 13), lightning bolt (DC 12), call lightning storm (DC 14)

STATISTICS

Str 20, Dex 16, Con 18, Int 10, Wis 16, Cha 8

Base Atk +10; CMB +15; CMD 26

Feats Alertness, Diehard, Endurance, Flyby Attack, Great Fortitude Skills Climb +13, Fly +24, Intimidate +10, Perception +14, Sense Motive +5, Stealth +18, Survival +13; Racial Modifiers +4 Fly,

+4 Stealth

Languages Common, Draconic

ECOLOGY

Environment hills, forests, and mountains **Organization** solitary or storm (3–5)

Treasure normal

SPECIAL ABILITIES

- **Perun's Kiss (Su)** Jagged bolts of lightning flash inside the ala's whirlwind, dealing 2d6 electricity damage plus an additional 1d6 electricity damage per ala in whirlwind form within 50 ft.
- **Poison (Ex)** Ala poison: injury—bite; *save* Fort DC 17; *frequency* 1/round for 6 rounds; *effect* sickened, sickened creatures are nauseated; *cure* 1 save. The poison infuses the ala's flesh, so creatures making bite attacks against an ala must also save after each successful attack.

Ala are born from galls that grow on the trunks of treants. While in this parasitic pocket, an ala sickens the treant and devours its life force. When the treant dies, the ala takes the treant's soul as its own before erupting in a black whirlwind of claws and lightning.

Ala appear as wild hags with windblown hair and clothes of smoky black rags. Their true form is that of a whirlwind, which can always be seen by šestaci (or men with 6 digits on each hand). An ala cannot enter a house without it shaking in protest. Arriving in new areas on the cusp of hail or lightning storms, ala take up residence in the hollows of trees that were struck by lightning. Ala are most active when thunder rocks the forest.

These huge-mouthed creatures have voracious appetites, and though their "livestock" typically consists of rabid owls, wolves, and badgers, they favor the taste of innocents above all else. Some unsavory tribes beg an ala's favor with gifts of captives.

In battle, ala twist into black whirlwinds that sweep foes from their feet, battering them with claw, tooth, and electricity. When not in whirlwind form, ala tear at their foes with claws and a poisonous bite, or they throw wicked lightning bolts and hailstorms upon their enemies from a distance. Woes betide the hapless hero who confronts an ala while a storm rages overhead, for such storms energize the ala and enable it to call more powerful bolts. Because ala wield lightning with such mastery, some sages associate them with Perun, the god of lightning.

The only thing ala hate more than sentient humanoids are dragons. Newborn ala and dragon children are rumored to fall into trances during storms when they fight each other in the clouds.



LSEID



This creature has the slender upper body of an elf and the lower body of a deer.

ALSEID

XP 200

Alseid ranger 1

CN Medium monstrous humanoid

Init +3; Senses darkvision 60 ft.; Perception +9

DEFENSE

AC 16, touch 13, flat-footed 13 (+3 armor, +3 Dex) hp 6 (1d10+1)

Fort +1, Ref +5, Will +5

OFFENSE

Speed 40 ft.

Melee longspear +2 (1d8+1/×3)

Ranged composite shortbow +4 (1d6+1/×3)

Special Attacks favored enemy (magical beast +2)

STATISTICS

Str 13, Dex 17, Con 12, Int 8, Wis 16, Cha 8 Base Atk +1; CMB +2; CMD 15 (19 vs. trip)

Feats Point-Blank Shot

Skills Heal +7, Knowledge (nature) +3, Perception +9, Stealth +9,

Survival +7; Racial Modifiers +2 Perception, +2 Stealth

Languages Common, Elven SQ track, wild empathy +0, woodfriend

ECOLOGY

Environment any forest

Organization solitary, pair, band (3-6), or tribe (7-20 plus 3 hunters of 3rd level and 1 leader of 6th level)

Treasure NPC gear (composite shortbow [+1 Str] with 20 arrows, longspear, studded leather, other treasure)

SPECIAL ABILITIES

Woodfriend (Su) When in a forest, alseid leave no tracks and automatically discern true north.

Alseid are the graceful woodland cousins to centaurs. Because they are rarely seen far from the wooded glades they call home, they are sometimes called "grove nymphs," despite being more closely related to elves than nymphs.

Alseid see the forest as an individual and a friend. They are suspicious of outsiders who do not share this view. Lost travelers who demonstrate deep respect for the forest may spot a distant alseid's white tail and chase after it as it bounces toward a road that leads out of the forest.

Disrespectful strangers may follow the same tail to their doom. Male alseid have antlers growing from their foreheads. These antlers grow very slowly, branching every 10 years for the first century of life. Further points only develop with the blessings of the forest. No 14-point imperial alseid are known to exist, but many tribes are governed by princes with 13 points. Because antlers signify status, alseid never use them in combat. Cutting an alseid's antlers is one of the direst punishments an alseid can receive. Elf rangers have reported a lone alseid exile, wandering the Margreve, its antlers sawn off near the scalp.



Alseid have a deep connection with the Old World magic of the Margreve Forest. Their leaders favor the druid and ranger classes.

Alseid Characters

CR1/2

Alseid are defined by their class levels-they do not possess racial HD. They have the following racial traits.

+2 Dexterity, +2 Wisdom, -2 Intelligence: Alseid are nimble and wise, but they rely more on instinct than logic.

Medium: Alseid are Medium creatures and have no bonuses or penalties due to their size.

Quadruped: Alseid receive a +4 bonus to their CMD to resist trip attacks.

Fast: Alseid are fast for their size and have a base speed of 40 ft. Darkvision: Alseid can see in the dark up to 60 ft.

Alseid Magic: Alseid add +1 to the DC of any saving throws against Old World spells that they cast while in the forest.

Woodfriend: See above.

Skilled: Alseid receive a +2 racial bonus on Perception and Stealth skill checks.

Weapon Familiarity: Alseid are proficient with all spears and shortbows (including composite shortbows).

Languages: Alseid begin play speaking Common and Elven. Those with high Intelligence scores can choose from the following: Briarclick (the language of Children of the Briar), Gnoll, Gnome, Goblin, and Sylvan.







CR 14

This gigantic, black-headed snake is over 60 ft. long and sheathed in brilliant scales, each splashed with vibrant patterns of every imaginable color. The air around the serpent is heavy, redolent of the quenched red desert after a torrential thunderstorm.

ANDRENJINYI

XP 38,400

N Gargantuan outsider (aquatic, native)

Init +3; Senses darkvision 60 ft., low-light vision, scent, tremorsense 120 ft.; Perception +23

DEFENSE

AC 29, touch 15, flat-footed 26 (+6 deflection, +3 Dex, +14 natural, -4 size)

hp 200 (16d10+112)

Fort +19, Ref +13, Will +9

Defensive Abilities radiance; DR 10/cold iron; Immune mindaffecting; Resist acid 20, cold 20, electricity 20, fire 20; SR 25

OFFENSE

Speed 60 ft.; burrow 20 ft.; climb 20 ft., swim 60 ft.

Melee Bite +22 (4d6+15 plus grab)

Space 20 ft.; Reach 20 ft.

Special Attacks constrict (4d6+15), rainbow arch, swallow whole (transmuting gullet [DC 23], AC 18, hp 20)

Spell-Like Abilities (CL 16th)

Constant-freedom of movement

At will-create water, speak with animals, stone shape

3/day—contagion, control weather, reincarnate, remove disease

1/day—animal growth, blight (DC 21), commune with nature, flesh to stone (DC 22), plant growth

STATISTICS

Str 31, Dex 17, Con 25, Int 10, Wis 18, Cha 23

Base Atk +16; CMB +30 (+34 grapple); CMD 37

(cannot be tripped)

Feats Ability Focus (transmuting gullet), Blind-Fight, Combat Reflexes, Great Fortitude, Improved Vital Strike, Intimidating Prowess, Power Attack, Vital Strike

Skills Climb +37, Intimidate +35, Knowledge (nature) +19, Perception +23, Sense Motive +23, Swim +37

Languages Common, Sylvan

SQ amphibious

ECOLOGY

Environment warm freshwater

Organization solitary

Treasure none

SPECIAL ABILITES

Radiance (Su) The andrenjinyi's spirit scales provide a deflection bonus to AC equal to its Charisma modifier.

Rainbow Arch (Su) The andrenjinyi may instantaneously teleport between sources of fresh water within 1 mile as a fullround action. This does not provoke an attack of opportunity. When this power is activated, a rainbow manifests between the origin and destination, lasting for 1 minute. **Transmuting Gullet (Su)** Any creature swallowed by the andrenjinyi must make a successful Fortitude save (DC 23; Cha-based) or be affected by *baleful polymorph*. The andrenjinyi can regurgitate swallowed creatures as a free action.

Andrenjinyi are the descendants of the Rainbow Serpent, the first and greatest spirit of the world's beginning times. The Rainbow Serpent's children are dichotomous nature spirits of land and sky, sun and rain, male and female, and birth and destruction.

The Rainbow Serpent shed the andrenjinyi like scales during her primordial wanderings, but she has begat no more since her ascension to the stars. While andrenjinyi are ageless fertility spirits, they cannot themselves reproduce, making each an irreplaceable link to primeval creation destined for an inevitable extinction.

Andrenjinyi hunt as other animals do, but they transform devoured prey into unique species with their *baleful polymorph* ability, typically creating mixed gender pairs. The region surrounding an andrenjinyi's sacred pool always shelters a unique menagerie of strange and beautiful animals.

Andrenjinyi are naturally aquatic, preferring to live deep in accumulations of fresh, life-giving water. The serpents usually react violently to intrusions to their sacred sites, attacking transgressors unless they approach with the correct rites, identified with a DC 20 Knowledge (nature) check.

Andrenjinyi, when respected with ceremonial corroborees and obedience to the Rainbow Serpent's laws, sometimes elect to protect nearby communities, calling forth drought-breaking rains, curing afflictions, or destroying rivals. Revered andrenjinyi take offense when their petitioners break fertility and familial edicts, such as prohibitions on incest, rape, and matricide, but also obscure obligations including soothing crying infants and the ritual sacrifice of menstrual blood. Punishments are malevolently disproportionate, often inflicted on the whole community and including baking drought, flooding rains,

petrification, pestilence, and animalistic violence.

The Rainbow Serpent —A Tale From Across the Seas

In the beginning, when the flat, featureless earth slept untouched by plants, animals, or gods, the Rainbow Serpent awoke and shaped the world's landforms with her mountainous body—rivers her winding tracks, lakes the hollows where she slept, and hills the remnants of her burrowing. When she tired of her wandering, she birthed all of the land's animals from her sacred maw-womb.

> The Rainbow Serpent then made laws for all to obey and turned any lawbreakers into the mountains and hills, never to walk the world again. Those who kept the laws were gifted with humanoid forms and sentience. Her work completed, the Rainbow Serpent now sleeps in the stars leaving her spirit-children, the andrenjinyi, watching over creation.

BABA YAGA'S HORSEMEN

CR 14



This mounted knight wears armor colored like a blazing sun and wields a flaming sword.

RED SUN

XP 38,400

Male human horseman fighter 12 LN Medium outsider (native)

Init +5; Senses Perception +12

DEFENSE

AC 28, touch 15, flat-footed 23 (+8 armor, +5 Dex, +5 shield) hp 161 (12d10+84)

- Fort +14, Ref +9, Will +6; +3 vs. fear, +4 resistance vs. paralysis and poison
- Defensive Abilities DR 15/chaos; Immune aging, electricity, fire; SR 25

OFFENSE

Speed 30 ft.

- Melee +1 flaming burst longsword +22/+17/+12 (1d8+10/20/×2 plus 1d6 fire)
- **Ranged** +1 composite longbow +19/+14/+9 (1d8+5/19-20/×3)

Special Attacks temporal strike

Spell-Like Abilities (CL 12th; concentration +14)

1/day—dimension door, fire shield, haste, slow (DC 15)

2/day—burning gaze (DC 14), daylight, horseman's steed (see text)

3/day—ethereal jaunt, plane shift (self and steed only).

STATISTICS

Str 20, Dex 20, Con 23, Int 15, Wis 15, Cha 14

Base Atk +12; CMB +17; CMD 35

- Feats Critical Focus, Dazzling Display, Deadly Stroke, Greater Weapon Focus (longsword), Mounted Combat, Power Attack, Ride-by Attack, Shatter Defenses, Shield Focus, Shield Specialization (heavy shield), Spirited Charge, Toughness, Weapon Focus (longsword), Weapon Specialization (longsword)
- Skills Climb +11, Handle Animal 13, Intimidate +12, Knowledge (history) +5, Knowledge (local) +5, Perception +12, Ride +19, Survival +16, Swim +10

Languages Common, Sylvan

SQ armor training 3, bravery +3, light insensitivity, perpetual, temporally susceptible, timebound, weapon training 2

ECOLOGY

Environment any

Organization solitary

Treasure +2 mithral breastplate, +2 heavy steel shield, +1 flaming burst longsword, +1 composite longbow (Str 16)

Baba Yaga's three horsemen are legends in their own right. Bright Day, Red Sun, and Black Night (also known as the White, Red, and Black horsemen) are her faithful emissaries, scouts, and warriors abroad. They are typically male, human, and usually cavaliers, fighters, or rangers. Their appearance is distinctive: each dressed in colors and lacquered armor and trappings to suit their name with their magical horses colored to match. Their roles appear to coincide with their appointed offices although their precise relationship to Baba Yaga is the source of much speculation. They may be serving Grandmother Winter for a period of time in exchange for a favor or bargain, or they may be cursed to replace a previous horseman they slew; in either case, she is the source of their power. The horsemen are innately connected to the domain of time, each representing part of the day, as measured by the sun. Bright Day is bound to and governs dawn to mid-day, Red Sun from mid-day to sundown, and Black Night rules until daybreak. While Baba Yaga herself is wily and capricious, her three horsemen are bound to cosmological forces that are uniform and constant, which is eventually reflected in their alignment and demeanor.

The horsemen are never intended to co-exist with one another, except within the confines of their Mistresses' Dancing Hut and the fenced yard around it. Each one must yield his presence on the Material Plane to his successor in a rotation (this may not be true on other planes, depending on whether the plane has a regular flow of time with intervals of day and night). Forcing two horsemen to co-exist on the Material Plane is a perilous strain on reality. Bringing all three together could trigger a primal magical event or chronal catastrophe.

Creating Baba Yaga's Horsemen

"Baba Yaga's Horsemen" is a template that can be added to any intelligent combat role creature capable of riding a mount (typically a human of the cavalier, fighter, or ranger class). A horseman retains all of the creature's statistics and abilities except as noted here.

CR: Same as the base creature +3.

Alignment: The creature's alignment changes to lawful (usually neutral or evil)

Type: The creature's type changes to native outsider.

Hit Dice: All of the creature's racial HD (if any) become d8. All HD derived from class levels remain unchanged.

Common Traits and Abilities: All horsemen have the following abilities and defenses in common.

Perpetual (Su)—The horsemen do not age and are immune to aging effects.

Temporally Susceptible (Su)—The unusual nature of the horsemen can be circumvented by certain magical effects. *Daylight* can drive Black Night from the Material Plane, and *deeper darkness* banishes Bright Day and Red Sun, provided the CL of the source is powerful enough. If the CL is greater than a horseman's total HD, he must make a Will save (DC 10 + the highest spell level the caster can cast + the caster's relevant ability modifier). If the horseman fails, he is physically driven off to the Ethereal Plane. He may return if possible in 1d4 rounds but must have a remaining use of his *plane shift* ability to do so.

Timebound (Su)—A horseman can only voluntarily manifest on the Material Plane during their time of day. When that time ends, they are involuntary shifted to the Ethereal Plane, regardless of any remaining uses of plane shift. They cannot choose to return until the start of their time of day on the following day. *Greater planar binding* and similar spells can summon a horseman, but they receive a +4 on their Will save to resist if it is not their time of day. This bonus to resist can be circumvented if the location or magic circle they are summoned to is under the effect of *daylight* (for Bright Day and Red Sun) or *deeper darkness* (for Black Night). *Dimensional anchor* or *dimensional lock* can force a horseman to remain on the Material Plane past their time. The unusual nature of Baba Yaga's Hut and the fenced yard around it negate this limitation (as will any area where magic doesn't function); the horsemen can remain on the Material Plane at any time during the day within those areas.

Defensive Abilities:

Damage Reduction—A horseman gains DR 15/chaos. **Immunities**—A horseman gains immunity to electricity and a +4 resistance bonus against paralysis and poison.

Spell Resistance—A horseman gains SR equal to 13 + their HD (35 maximum).

Special Abilities:

Horseman's Steed (Sp)—A

horseman can summon a horse, as *phantom steed* (CL 12) 2/day with the following changes: the creature appears to be a normal horse colored white, red, or black, matching its rider. The effect does not end if the horseman moves to another plane, providing he is actively riding it.

Spell-like Abilities (CL 12th) (Sp) 1/day—dimension door, fire shield, haste, slow

3/day—ethereal jaunt, plane shift (self and steed only).

Special Attacks:

Temporal Strike (Su)-As a standard action, a horseman may strike a living target with a melee or touch attack and age the creature, causing it to advance to the next age category (Pathfinder Roleplaying Game Core Rulebook) if it fails a DC 22 Fortitude save. The victim gains all the penalties from this aging and none of the bonuses, as well as any damage from a melee weapon, if used. A venerable victim targeted by this ability dies if it fails a DC 22 Fortitude save. This ability may only be used 2/day on any single target, and the effect lasts for 24 hours but may be reversed by greater restoration, limited wish, miracle, or wish.

Specific Abilities: Each of the horsemen has specific senses, defenses, and special and spell-like abilities (CL 12) individual to them.

Bright Day—darkvision and low-light vision; cold 20 and fire 20; 2/day—*continual flame, scorching ray.*

Red Sun—light insensitivity; immunity to fire; 2/day burning gaze, daylight.

Black Night—see in darkness; immunity to cold; 2/ day—deeper darkness, frigid.

Light Insensitivity (Su)—Red Sun is immune to blindness, mind-affecting effects, and other abilities that are light-based and require sight (such as *dazzle* and *hypnotic pattern*). Red Sun can stare directly at the sun without harm. Effects that manifest as light but do not require sight affect him normally.

Abilities: A horseman gains a +4 bonus on three ability scores of his choice and a +2 bonus on the other three.

Skills: As per the base creature's class.





BACIENNIK



CR 5

This creature possesses webbed claws, bulbous eyes, and 2 slits for nostrils that ooze an oily, black substance.

BAGIENNIK

XP 1,600

CN Medium aberration (aquatic)

Init +4; Senses darkvision 60 ft.; Perception +12

DEFENSE

AC 18, touch 14, flat-footed 14 (+4 Dex, +4 natural) hp 52 (7d8+21)

Fort +7, Ref +6, Will +8

Immune disease, poison; Resist cold 5, fire 5

OFFENSE

Speed 30 ft., swim 40 ft. Melee 2 claws +8 (1d4+3) Ranged oily spray +10 (1d8) Spell-Like Abilities (CL 4th; concentration +4) At will-stabilize 1/day—cure light wounds , remove disease

STATISTICS

Str 17, Dex 18, Con 16, Int 9, Wis 16, Cha 11

Base Atk +5; CMB +8; CMD 22

- Feats Alertness, Great Fortitude, Self-Sufficient, Weapon Focus (oily spray)
- Skills Climb +7, Escape Artist +11, Heal +10, Perception +12, Sense Motive +5, Stealth +14, Survival +5, Swim +11

Languages Common

SQ amphibious

ECOLOGY

Environment rivers and swamps

Organization solitary

Treasure standard

SPECIAL ABILITIES

- First Aid (Su) A bagiennik's spell-like abilities arise from the application of its oily secretions. To use these abilities, a bagiennik must smear a small amount of its secretion on the wounded creature. The benefits come with a drawback, however, as any creature treated by a bagiennik's healing is slowed for 1 minute if it fails a DC 16 Fortitude save (Conbased)
- Oily Spray (Ex) A bagiennik can project a stream of dark oily substance from its nostrils. This burning substance inflicts half fire damage and half acid damage. Additionally, any creature struck by this stream must succeed on a DC 16 Reflex save (Con-based) or fall prone in the slick oil.

One never knows what to expect with a bagiennik. The same creature will provide aid to an injured visitor one day, and then maniacally attack that visitor with its burning oil the next, only to stabilize its victim if the bagiennik knocks it unconscious.

When a bagiennik is alone, it spends its time bathing in local springs, rivers, and marshes. The creature sifts through the muck and silt, extracting minerals and other substances that form its oily secretions. If anything disturbs the creature during its languorous



bathing sessions, it angrily retaliates. Once a bagiennik becomes "full," usually after 4 hours of bathing, it seeks to use its secretions in a manner befitting its mood. If the creature feels beneficent, it will heal injured animals or even venture into a village to aid diseased or injured folk. If a bagiennik visits a settlement, the infirm inhabitants remain in plain sight while everyone else hides to avoid provoking the capricious wrath of the creature. A bagiennik who emerges from its bathing angry, though, rants and raves and sprays bewildered travelers with its oil. Even more bewildering, the creature will stabilize victims of its attack, grumbling all the while.

Even though bagienniks are more fey than aberration, none of the Margreve's sylvan folk claims these weird creatures. A bagiennik avoids others of its kind, and the creature's bizarrely random behavior ensures it never stays in the company of intelligent beings for long. Due to the bagiennik's relative kindness toward wildlife in its territory, surprisingly varied populations of animals roam its lair. Hunters ensure they make clean kills in a known bagiennik territory to avoid retaliation from the creature who feels obligated to assist an injured animal and angry with those who inflicted the injury.

Anyone interested in collecting a dead bagiennik's secretions must do so within an hour of the creature's death. This requires a successful DC 20 Heal check and yields a flask's worth of liquid (plus an additional flask for every 5 points of success above 20, to a maximum of 5 flasks), which can be used as a combination of acid flask and flaming oil flask. Alternately, the contents of the flask may be applied to a creature's skin to heal 1d4 damage. This mixture sells for 20 gp.

Hunched, a bagiennik stands 5 ft. tall-a full 6 ft. when uprightand weighs 250 lb.

BLOOD HAG



A bent-backed crone with long leathery arms ending in cruel fleshshearing talons lurches out of the darkness. Her face is a misshapen mass of leathery flesh punctuated with a bulbous nose, like a gnarled knot on an old oak tree. Her massive brow overhangs sunken, lusterless, black eyes. The crone's hair is a wriggling mass of red worms, hissing and mewling as they dribble blood down her ugly face.

BLOOD HAG

CR 9

XP 6,400

CE Medium monstrous humanoid

Init +3; Senses blood sense 90 ft., darkvision 60 ft.; Perception +20

DEFENSE

AC 24, touch 13, flat-footed 21 (+3 Dex, +11 natural)

hp 114 (12d10+48)

Fort +10, Ref +11, Will +15

DR 10/magic; SR 20

OFFENSE

Speed 30 ft., climb 30 ft.

- Melee blood-drinking hair +17 (2d6+5 plus grab), 2 claws +17 (1d6+5)
- Space 5 ft.; Reach 5 ft. (10 ft. with blood-drinking hair)
- **Special Attacks** blood drain (1d4 Constitution), call the blood, face peel
- Spell-Like Abilities (CL 12th; concentration +15)
- At will—death knell (DC 16), deathwatch, disguise self, ghost sound (DC 13), invisibility (DC 15), knock, pass without trace (DC 14), protection from good, tongues, ventriloquism (DC 14), water breathing
- 3/day—quickened bestow curse (DC 16), mirror image, empowered vampiric touch (DC 16)
- 1/day— cloudkill (DC 18), modify memory (DC 17)

STATISTICS

Str 20, Dex 16, Con 18, Int 19, Wis 21, Cha 17

- Base Atk +12; CMB +17 (+21 grapple); CMD 30
- Feats Deceitful, Empower Spell-Like Ability (vampiric touch), Great Fortitude, Iron Will, Power Attack, Quicken Spell-Like Ability (bestow curse)
- **Skills** Acrobatics +12, Bluff +14, Climb +20, Diplomacy +13, Disguise +17, Intimidate +15, Knowledge (arcana) +12, Perception +20, Sense Motive +13, Spellcraft +13, Stealth +14

Languages Abyssal, Common, Giant, Infernal, Sylvan ECOLOGY

Environment any marshlands, underground, or urban **Organization** solitary or blood coven (3) **Treasure** standard

SPECIAL ABILITIES

Blood Drain (Su) A blood hag's hair is a morass of disgusting worms, ever thirsty for fresh blood. Foes struck suffer them burrowing into flesh and drinking deep, inflicting 1d4 Constitution damage. Blood hags heal 5 hp or gain 5 temporary hp for 1 hour (up to a maximum number of temporary hp equal to its normal full hp) each round it drains blood.

Blood Sense (Su) A blood hag can detect the blood of living creatures within 90 ft. and pinpoint their

locations within 30 ft.

- **Call the Blood (Su)** A blood hag may target a living creature within 60 ft. that she detects with her blood sense (she need not have line of sight) and makes them bleed uncontrollably. A DC 19 Will save (Cha-based) negates this ability, and anyone making their save cannot be affected by that blood hag's call the blood ability again for 24 hours. The hag may choose any of the following effects.
- *Blood Choke Curse*—Victims' lungs fill with blood, and they cannot speak or cast spells with verbal components.
- Blood Eye—Victims' eyes well with blood, and crimson tears stream down their faces. Targets are blinded as if by blindness/deafness for 1 minute.
- Heart like Thunder—The only sound victims hear is the rushing of their own blood in their ears and the thumping of their own heart for 1 minute. They are deaf as if by *blindness/ deafness*.
- Rupturing Arteries—Victims suffer 5d6 damage as their veins and arteries suddenly burst open. They get a second save on the following round or begin to drown on their own blood (receiving a new save every round thereafter).

Face Peel (Su) A blood hag may peel the face right off a grappled foe. This gruesome act inflicts 2d6+5 damage and dazes the opponent for 1 round. Thereafter, the opponent suffers a 50% chance of spell failure when casting any spell requiring verbal components, not to mention suffering abject agony (-4 on attacks, saves, and skill checks). Only heal restores the stolen features although curative magic causes an ugly sheen of scar tissue to form over skull and sinew (-4 on all Bluff and Diplomacy checks thereafter, +4 on Intimidate checks). Any face peeled off in this manner animates and

bizarrely retains a semblance of the former owner's memories and personality (though the face is quite mad with agony). The blood hag may also wear this face to gain a +5 circumstance bonus on any Disguise checks made to imitate the former owner. Blood hags often claim the faces of prey as trophies or fond keepsakes.

> Blood hags have long skulked on the fringes of society. The first blood hags appeared in Morgau, when a red hag named Salgra mated with a mad vampire archmage named Tzal-Salah, one of Morgau's then rulers. Marena blessed their union, and their offspring became the first of the blood hags. Many more followed from such red hag and vampire couplings. Blood hags prey

on mankind, stealing their seed to propagate, their blood to satisfy their insatiable thirst, and their faces as trophies of these short-lived and bloody trysts.

BONE COLLECTIVE



CR 11

Thousands of tiny bones coalesce into a humanoid form only to disperse in a clattering swarm the next moment.

BONE COLLECTIVE

9,600 XP

CE Small undead (swarm)

Init +9; Senses darkvision 60 ft., hive mind, lifesense; Senses Perception +27

DEFENSE

AC 25, touch 17, flat-footed 19 (+5 Dex, +1 dodge, +8 natural, +1 size)

hp 153 (18d8+72)

Fort +9, Ref +11, Will +11

Defensive Abilities swarm traits, undead traits; DR 10/magic

OFFENSE

Speed 30 ft.

Melee claw +19 (1d6 plus poison) or swarm (4d6 plus poison and distraction)

Space 5 ft. (10 ft. as swarm); **Reach** 5 ft. (0 ft. as swarm)

Special Attacks distraction (DC 22), sneak attack +9d6, superior disarm

STATISTICS

Str 10, Dex 20, Con —, Int 14, Wis 10, Cha 16

Base Atk +13; CMB +12 (+18 disarm); CMD 27 (29 vs. disarm)
 Feats Combat Expertise, Command UndeadB, Dodge, Greater Disarm, Improved Disarm, Improved Initiative, Skill Focus (Perception), Skill Focus (Stealth), Toughness, Weapon Finesse

Skills Climb +7, Disguise +24, Intimidate +24, Knowledge (arcane) +10, Knowledge (religion) +10, Perception +27, Sleight of Hand +15, Stealth +36, Use

Magic Device +13

SQ alternate form, hive mind

ECOLOGY

Environment underground

Organization solitary, pair, or hive (2–6) **Treasure** standard

SPECIAL ABILITIES

Alternate Form (Ex) A bone collective can act as a swarm (composed of dozens of posthumes), or it can grant a single member (called an exarch) control, acting as a singular creature. Changing between forms is a swift action. In its non-swarm form, the collective can no longer use swarm attacks, but it can use sneak attack, disarm, and spellcasting, if it has caster levels. It can use its skills normally in either form.

Command Undead (Su) Bone collectives gain Command Undead as a bonus feat. For this purpose alone, they are considered to be clerics (cleric level equals HD) with the channel negative energy class feature. **Hive Mind (Ex)** All posthumes of a bone collective within 50 miles of their main body constantly communicate. If one is aware of a particular danger, they all are. No posthume in a group is considered flanked unless all of them are. Any bone collective with at least 1 hp/HD (or 18 hp for a standard collective) forms a hive mind, giving it an Intelligence of 14. (This is an exception to the usual swarm rules.) When a collective goes below this hp threshold, it becomes mindless.

 Poison (Ex) Injury—bite; save Fort DC 22; onset 1 round; frequency 1/round for 6 rounds; effect 1d6 Cha; cure 2 saves. Bone collectives distill minerals and cave dragon blood with elements of deadmind poison to create a reddish toxin, called wyrmblood venom, which they smear on their fangs. The resulting freakish red mouths on tiny skeletons are somewhat disturbing, and the effect of the toxin is deadly.

Superior Disarm (Ex) With their dozens of tiny fingers, bone collectives are exceptionally adept at grabbing or turning aside a weapon and disarming foes. They gain a +2 bonus to any disarm attempt and always wind up with a foe's weapon in their hands if they succeed.

Bone collectives are not primarily fighters although they swarm well enough. They prefer to spy and skulk. When cornered, however, they fight without fear or hesitation, seeking to strip the flesh from their foes. As soon as bone collectives fall below 18 hp, their hive mind disappears and the remaining posthumes fall apart, scattering in all directions to find another collective.

Bone collectives' tiny bones rustle when they move, as quiet as moving sand. Their long finger bones and hooked claws help them climb on their zombie mounts and control them. Bone collectives almost always wear robes or cloaks, the better to pretend to be

humanoid. They understand that most creatures find their natures disturbing.

Bone collectives exist in numbers too small to have a proper society. They tend to latch onto the

societies around them, whether human, goblin, or ghoul. They prey on the living and the dead, using and discarding them when no longer useful and replenishing lost component bones. They follow goals of their own, unrelated to other creatures alive or dead. The only exceptions are their interactions with necromancers, darakhul, some vampires, and liches, all of whom they may serve and obey. Bone collectives live in most environments, but they dislike extreme heat, as it makes their bones brittle.

BONE CRAB



CR 2

A cracked skull arises from the skeletal heap, scurrying forward on the bone-white legs of a large crustacean that makes the discarded cranium its home.

BONE CRAB

600 XP

N Small vermin (aquatic)

Init +6; Senses darkvision 60 ft., hive mind; Perception +2

DEFENSE

AC 18, touch 13, flat-footed 16 (+2 Dex, +5 natural, +1 size) hp 19 (3d8+6)

Fort +5, Ref +3, Will +2

DR 5/bludgeoning

OFFENSE

Speed 20 ft., swim 10 ft.

Melee 2 claws +4 (1d4 plus disease)

Special Attacks disease, leap (2 claws +4, 1d4)

STATISTICS

Str 10, Dex 14, Con 14, Int 1, Wis 12, Cha 4 Base Atk +2; CMB +1; CMD 13 (29 vs. trip) Feats Improved Initiative, Weapon Focus (claw) Skills Perception +2, Stealth +8 (+16 among bones), Swim +11; Racial Modifiers +8 Stealth (among bones), +8 Swim

ECOLOGY

Environment any aquatic

Organization solitary or cast (2–12)

Treasure standard

SPECIAL ABILITIES

Disease (Ex) White ghost shivers—injury, ingested; *save* Fort DC 13; *onset* 1d3 days; *frequency* 1/day; *effect* 1d3 Con damage and 1d3 Wis damage; *cure* 2 consecutive saves.

- **Leap (Ex)** Bone crabs have incredibly powerful legs and can leap up to 10 ft. straight ahead or backward as a move action. This counts as a charge attack.
- **Hive Mind (Ex)** All bone crabs within 100 ft. of one another can communicate perfectly. If one is aware of danger, they all are. If one in a particular group is not flat-footed, none of them is flatfooted. No bone crab in such a group is considered flanked unless all are.

Much like an enormous hermit crab, bone crabs inhabit the salvaged skulls of large fish, humanoids, and other creatures, hiding among discarded skeletons and washed up bones along the coast. Concealing their body within its salvaged bone covering, their spiny, ivory-white legs blend in perfectly with the surrounding detritus. Less-fortunate members of the species sometimes gnaw cavities into chunks of driftwood or coral in the absence of suitable skulls, regurgitating a type of lime to cement bits of shell and debris to their portable homes. Such unfortunates eagerly fight others of their kind to gain possession of choice skulls.

Voracious scavengers, bone crabs live in seaside crags and coves near coastal communities where they use their specialized chelae to crack open the skulls of washed-up bodies and feast on the decaying tissue within. Centuries of such feeding have given them a collective intelligence. Some sages have even speculated that the crabs retain fragments of memory from those they devour, by recognizing friends or relentlessly attacking foes of those whose skulls they wear.

Served by their hive mind, these crabs hunt in clever, wolf-like packs, preying on sea creatures stranded in tidal pools. Bone crabs drag such prey out above the high tide line and leave them to fester in the day's hot sun before they feast. They pick corpses clean in a few hours, and areas infested with bone crabs are littered with cracked bone and sun-bleached skeletal remains—the perfect hiding place for these littoral predators.

Because of the bone crabs' diet of decayed flesh, they carry a dangerous disease—white ghost shivers. As many an unfortunate and hungry sailor has discovered, this disease's victims waste away, wracked by fever and delirium. Desperate sailors and dockside scavengers who manage to stomach a bone crab's unwholesome, disease-riddled flesh are lucky if they live to regret it.

Although conventional wisdom claims that bone crabs cannot be domesticated, a few misguided souls have attempted to tame these diseased creatures to serve as guardian animals or companions. Never quite growing docile, the crabs have occasionally been trained to nest in particular areas, attacking intruders while ignoring the area's regular inhabitants.

Broodiken



CR 2

Tiny and built like a caricature of a person, these creatures' enlarged heads are filled with pointy teeth.

BROODIKEN

XP 600

N Tiny construct **Init** +2; **Senses** darkvision 60 ft., low-light vision; Perception +4

DEFENSE

AC 15, touch 15, flat-footed 12 (+2 Dex, +1 dodge, +2 size) hp 22 (4d10)

Fort +1, Ref +3, Will +1 Defensive Abilities construct traits

OFFENSE

Speed 20 ft., climb 20 ft. Melee bite +5 (1d3–1 plus attach) Space 2-1/2 ft.; Reach 0 ft.

STATISTICS

Str 8, Dex 14, Con —, Int 2, Wis 10, Cha 6 Base Atk +4; CMB +4 (+8 when attached); CMD 13 Feats Dodge, Mobility Skills Acrobatics +6, Climb +11, Perception

+4, Stealth +14 SQ shared rage

ECOLOGY

Environment any

Organization solitary or brood (2–4) Treasure none

SPECIAL ABILITIES

Attach (Ex) When a broodiken succeeds on a bite attack, its teeth latch on. Each round, it automatically does

damage to the target as long as it can maintain its grapple. It gains a +4 bonus to checks to maintain its grapple.

Shared Rage (Su) A broodiken cannot speak with its creator telepathically but feels strong emotions and recognizes the objects of those emotions. A creator can telepathically order broodiken to hunt for and attack individuals by sending the broodiken an image of the individual and the appropriate emotion.

Broodikens are crude servants created by humanoid spellcasters willing to grow them within their own bodies. In appearance, they resemble their creators in the most basic of ways, having the same number of limbs and basic features. Broodikens are 1 ft. tall with overly large heads and heavily fanged mouths. Those born to monstrous humanoids with wings or horns gain crude ineffective versions of these, which are not useful in combat.

Broodikens have little personality of their own and respond to their creators' emotions, growling when their creators feel anger and babbling happily when their creators feel joy. When their creators are more than 100 ft. away, they cry loudly with a sound that resembles that of children of the creator's own species. If discovered in this state by anyone other than their creator, they attack. When their creators focus their anger on specific individuals, the broodikens attack as a group, using Stealth to get close and overwhelm single opponents.

Construction

Broodikens are created through the consumption of the heart of a dead broodiken. Once this "seed" is consumed, broodikens (2d4) begin to grow inside of the "mother" or creator. Nurturing the growing brood requires consuming specific muds, ashes, and plants, which cost 50 gp/day for each incubating broodiken. The incubation period requires 1 month and takes a toll on the health of the creator. During this time, the creator becomes fatigued after 4 hours without 8 hours rest.

If the creator is not a spellcaster, a spellcaster who meets the requirements below must supervise the incubation and birth. Most spellcasters birth the broodiken using a dagger before the broodiken tears its way out. A "mother" can only control one brood of broodiken at a time. Even beginning to incubate a second brood causes the first brood to become furiously jealous and turn on its own creator.

BROODIKEN

CL 5th; Price 3,000 gp

CONSTRUCTION

Requirements Craft Construct, *gentle repose*; **Cost** 1,500 gp



Sailors familiar with the southwestern islands speak of tribes where the men give birth. They mock the bloated bellies of the old shamans without understanding what they have seen. They would not laugh if they understood. I lived 5 years on these islands—2 as a prisoner, 3 as an apprentice. I know too well the broodikens. I sacrificed both mind and body to learn these secrets.

I traveled to the islands on a merchant ship captained by a man whose tongue dripped lies. I watched his deceits and betrayals. I saw him taken prisoner. I watched the shaman draw a dagger across his own bloated belly, birthing the broodikens. I saw the brood consume their prey.

I know the making of the broodikens and their purpose. I know their effectiveness as spies and assassins. Now, as the sailors titter at my swelling abdomen, I know their minds. I have eaten the seed and feel the broodikens moving inside me now. My brood will be born before this ship finds port.

> —Sir Pernillis Rathscomb, First Mate Sister's Mercy

BUKAVAC 🚓

CR 9

is toad-like monster, bearing two gnarled horns, leaps out of its watery lair and charges forth on six legs while letting out a bone-shattering roar.

BUKAVAC

XP 6,400

NE Large magical beast

Init +3; Senses blindsense 30 ft., darkvision 60 ft., low-light vision; Perception +13

DEFENSE

AC 21, touch 12, flat-footed 18 (+3 Dex, +9 natural, -1 size) hp 114 (12d10+48) Fort +12, Ref +11, Will +6 Resist sonic 10

OFFENSE

Speed 40 ft., swim 20 ft.

Melee 4 claws +20 (1d6+9), bite +20 (1d8+9), gore +20 (1d8+9) Space 10 ft.; Reach 5 ft. (10 ft. with bite, gore)

Special Attacks sonic blast (30 ft.; 8d6 sonic damage; DC 22;

deafened)

STATISTICS

Str 28, Dex 17, Con 18, Int 7, Wis 15, Cha 12
Base Atk +12; CMB +22; CMD 35 (43 vs. trip)
Feats Ability Focus (sonic blast), Alertness, Greater Grapple, Improved Grapple, Power Attack, Stealthy
Skills Escape Artist +5, Perception +13, Sense Motive +4, Stealth

+10, Swim +17

Languages Draconic, Sylvan SQ hold breath

ECOLOGY

Environment temperate forests and lakes **Organization** solitary or pair **Treasure** standard

SPECIAL ABILITIES

Sonic Blast (Su) A bukavac can emit a

roaring wail that deafens and damages those nearby. As a standard action, the creature can belt out this sonic attack dealing 8d6 sonic damage to creatures within 30 ft. Those subjected to this effect can attempt a DC 22 Fortitude save (Con-based) for half damage. Those failing are permanently deafened. The placid surfaces of the Margreve's lakes and ponds hide many lethal threats, among them the bukavac. While not amphibious, the creature can hold its breath for minutes at a time as it lurks under the surface in wait for fresh meat. A bukavac is 11 ft. long, including its foot-long horns, stands 4 ft. tall, and weighs 4,000 lb.

A ravenous bukavac lives to hunt and devour prey, preferring intelligent prey to animals, and usually ambushes its victims. Due to its size, the beast must find deep ponds or lakes to hide, but it can flatten itself comfortably to rest in 2 ft. of water. It leads with its wicked horns, hoping to impale an unsuspecting victim, before grabbing hold of its target or another nearby foe and attempting to hang on as it claws its victim to death. The creature relishes the feel of its victim's struggles to escape its embrace and reserves its roar, which sounds like a cross between a toad's croak and lion's roar emanating from a creature the size of a dragon, for obviously organized foes or against overwhelming numbers. If a bukavac's devastating sonic attack routs its foes, it picks off remaining stragglers; otherwise, it attempts to retreat to its underwater hiding spot.

Solitary hunters by nature, bukavacs pair up briefly in the spring. Male bukavacs travel to a female's lair and demonstrate their prowess by unleashing their most powerful bellows. Communities as far as 10 miles away from the lair hear these howls for a week and pray that the creatures don't attack. Once mating has completed, several acres of trees have been destroyed, and the female finds a secluded, shallow lake to bury her 2–6 eggs in mud at the lake's bottom. A bukavac reaches maturity in 5 years, during which time it and its siblings hunt together. After bukavacs mature, they all find their own lairs. The creature has a natural lifespan of 40 years, but its proclivities typically bring the attention of hunting parties, which considerably shorten its life expectancy.

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BURROWLING



The light brown, furred creatures inquisitively survey their surroundings, each comforted by the presence of the others.

BURROWLING

XP 400

LN Small monstrous humanoid

Init +2; Senses darkvision 60 ft.; Perception +10

DEFENSE

AC 13, touch 13, flat-footed 11 (+2 Dex, +1 size) **hp** 13 (2d10+2)

Fort +1, Ref +5, Will +4

OFFENSE

Speed 30 ft., burrow 10 ft. **Melee** 2 claws +3 (1d3), bite +3 (1d4) **Ranged** sling +5 (1d3)

STATISTICS

Str 10, Dex 15, Con 12, Int 9, Wis 12, Cha 13 Base Atk +2; CMB +3; CMD 13 Feats Agile Maneuvers Skills Acrobatics +6, Escape Artist +6, Perception +10, Stealth +10, Survival +5; Racial Modifiers +4 Perception Languages Common SQ greater than the sum ECOLOGY Environment temperate or warm desert or plains

Organization solitary, pair, coterie (3–8), town (40–200, 1/4 of which are adult burrowlings) Treasure incidental

SPECIAL ABILITIES

Greater than the Sum (Ex) Burrowlings gain bonuses and teamwork feats when they work with other burrowlings. If a burrowling succeeds at an aid another attempt, it grants a +3 bonus (instead of the usual +2). A burrowling who flanks with another provides an additional +1 bonus to its ally's attack roll. Finally, two adjacent burrowlings are considered to have the Coordinated Defense and the Duck and Cover teamwork feats.

In a land as hostile as the Wasted West, sometimes the only thing you can rely on is the person next to you. A burrowling, which looks like a 3-ft.-tall anthropomorphic prairie dog, takes this philosophy to a higher level, by means of cooperation approaching a hive mind with its fellow burrowlings.

Burrowlings work together at every task: including digging tunnels, foraging, and rearing of young. The creatures are omnivorous, eating roots, berries, insects, and reptiles—with snakes being a particular delicacy. However, the creatures shun mammals as a food source due to a very broad definition of cannibalism. More sophisticated burrowling towns that remain sheltered from the typical depredations of the Wasted West set up rudimentary farms, where they grow the fruits and vegetables they usually find in the wild. Some towns have domesticated prairie dogs, which burrowlings train to stand watch alongside their masters. Pairs of adults stand watch around the perimeter of the town and sound a warning when they spot a foe. An alerted town retreats to the relative safety of previously clawed-out warrens, while the strongest



creatures add more tunnels if necessary, and close off access from the surface until the threat has passed. If combat becomes necessary, the creatures stand together in defense of the helpless young and fight with crude slings or their sharp teeth and claws.

If abduction or other mishap separates a burrowling from its coterie or town, the creature becomes despondent, crying plaintively for others of its kind. A burrowling town never considers exile, seeing execution as more humane for a criminal, but a town rarely sends out a search party for its missing comrade since it requires all able-bodied creatures to remain behind to protect and forage for the community. Therefore, a lone burrowling usually dies within a week, unless it can find its way back to its town or discover another burrowling town. Very rarely, a solitary creature makes its way to a non-burrowling settlement where it attempts to fit in with and assist its new community. This leads to frustration for the creature and those it interacts with as it tries, and fails, to anticipate what its erstwhile companions want. Eventually, the creature joins an adventuring party in the hope the party can lead it to a settlement. After spending at least 6 months with a party, the burrowling can use its greater than the sum ability with its new allies. Communication with a burrowling proves difficult since the creature regularly intersperses barks and "pips" into its Common.

Burrowlings live up to 15 years, assuming they reach their natural lifespan. Twice a year, a burrowling female bears a litter of up to three pups, but in especially dangerous regions, the creatures breed prodigiously in an attempt to keep their overall population ahead of massive attrition. In cases like this, a female has a litter of five pups once a month. A burrowling pup reaches adulthood in a year, having learned from its caretakers and through interactions with its siblings how to integrate into burrowling society.

CARRION BEETLE



The beetles wore golden bridles and carried huge leather sacks of stone and guano. The line of them marched without stopping; dozens, even hundreds, bringing fresh earth to the white fungus trees of the great forests. Their claws skittered with a sound like horseshoes slipping on stone, but their multiple legs ensured they never fell. The air around them singed the nostrils with the taint of acid.

CARRION BEETLE

CR 5

XP 1,600

N Large vermin **Init** +1; **Senses** darkvision 60 ft; Perception +4

DEFENSE

AC 17, touch 10, flat-footed 16 (-1 size, +1 Dex, +7 natural)

hp 60 (8d8+24)

Fort +8, Ref +3, Will +3

Immune paralysis, vermin traits

OFFENSE

Speed 30 ft. (6 squares), burrow 20 ft., climb 10 ft.

Melee bite +10 (1d8+4), 2 claws +6 (1d6+2)

Space 10 ft.; Reach 10 ft.

Special Attacks breath weapon (1/6 rounds, 30 ft. line, Reflex half DC 17, 3d6 acid damage)

STATISTICS

Str 19, Dex 12, Con 17, Int —, Wis 13, Cha 10

Base Atk +5; CMB +10; CMD 22 (30 vs. trip)

Skills Climb +12, Perception +4; Racial Modifiers +8 Climb, +3 Perception

ECOLOGY

Environment any, underground

Organization solitary, cluster (2–6), colony (7–12), or herd (10–40)

Treasure none

SPECIAL ABILITIES

Breath Weapon (Ex) Acid spit—the carrion beetle can spit in a 30-ft. line, once every six rounds; 3d6 acid damage, Reflex DC 17 half (Con-based).

Immune to Paralysis (Ex) Carrion beetles are immune to all forms of paralysis, including that of ghouls, ghasts, darakhul, spells, and poisons.

Carrion beetles are powerful beasts of burden with strong jaws and the ability to both climb and burrow. With a wide back, serrated spiky forelegs, and a narrow head, the carrion beetle is too large to ride on comfortably although it makes an excellent platform for ballistae and howdahs. Its thick exoskeleton varies in color from drab brown, tan, and black to shimmering blue green, purple-green, and a highly prized yellow-orange.

The largest carrion beetles make a distinctive wheezing sound when their spiracles are stressed; this noise creates a hum when multiple beetles run or charge on the field of battle. War beetles are often armored with protective strips of metal or chitinous armor fused to their exoskeletons, increasing their natural armor by +2 while reducing their speed to 20 ft.

Carrion beetles have little society of their own. They rarely gather in groups larger than a breeding pair and a small nest of offspring in the wild. The domesticated varieties travel in large herds of 20–40 to feed on fungal forests, scavenge battlefields, or devour cave lichen and scour sewage pits. The larger caravan beetles and giant lizard mounts are always antagonistic.

When breeding season hits, they feast on the bodies of large animals. They are often found in symbiotic relationships with deathcap mycolids, darakhul, and related species. Many species in the deep underworld consider carrion beetles food and their exoskeletons as useful materials for shields and armor (though too brittle for weaponry).

Purple worms are their major predators. Worms are said to swallow entire caravans when they find them.

In conjunction with the darakhul, the carrion beetles live a more complex life. They begin as simple pack animals, the strongest being trained as war beetles. War beetles often carry ballistae and harpoons fitted with lines for use against cloakers and other flying foes.

In late life, their acid digs tunnels. After death, their exoskeletons are used both as animated scouting vehicles (ghouls hide within the shell to approach hostile territory) and as armored undead platforms for howdahs packed with archers and spellcasters.

CASTIGAS (AUTOMATA DEVIL)

CR 11

A nightmare wrapped in chains, built of cutting cogs and whirring gears, this monstrosity seeps pure malice.

CASTIGAS (AUTOMATA DEVIL)

XP 12,800

LE Large outsider (evil, extraplanar, lawful)

Init +7; Senses all-around vision, darkvision 60 ft., see in

darkness; Perception +22

Aura fear aura (5 ft., DC 17),

DEFENSE

AC 23, touch 12, flat-footed 20 (+3 Dex, +11 natural, -1 size) hp 136 (13d10+65)

Fort +13, Ref +11, Will +8

Immune fire, poison, Resist acid 10; SR 22

OFFENSE

Speed 40 ft.

Melee whip +22/+17/+12 (1d4+9 plus entangle and demented punishment), bite +21 (1d8+13), maw +21 (2d6+13)

Space 10 ft.; Reach 10 ft.

Special Attacks demented punishment, entangle, fear aura, punishing embrace

Spell-Like Abilities (CL 13th; concentration +17)

At will—*charm person* (DC 15), *greater teleport* (self plus 50 lb. of objects only), suggestion (DC 16)

1/day—mind fog (DC 19), summon kyton (1 kyton, 40%)

STATISTICS

Str 28, Dex 17, Con 20, Int 11, Wis 14, Cha 19

Base Atk +13; CMB +23; CMD 36

Feats Alertness, Improved Initiative, Improved Iron Will, Iron Will, Persuasive, Power Attack, Weapon Focus (whip)

Skills Acrobatics +16 (+20 jump), Appraise +7, Bluff +20,
 Diplomacy +6, Intimidate +6, Knowledge (planes) +15,
 Perception +22, Sense Motive +22, Stealth +15

Languages Common, Infernal; telepathy 100 ft.

Combat Gear whip

ECOLOGY

Environment any, Hell

Organization solitary, punishment (2–4), or chain gang (5–10) **Treasure** standard

SPECIAL ABILITIES

Demented Punishment (Su) The whip wielded by an automata devil extrudes tiny hair-like filaments, which cause excruciating agony. Targets entangled by the whip are affected by a symbol of pain (DC 20, Cha-based); this only affects the entangled creature. This attack can only be used every other round by each whip.

Entangle (Ex) An automata devil's whip entangles foes much like a net. The whip has 15 hp and hardness 5. If it hits, the target and the automata devil make opposed Strength checks. If the automata devil wins, the whip drags the opponent into its punishing embrace.

Fear Aura (Su) Automata devils radiate fear in a 5 ft. radius. Affected creatures must make a DC 20 Will save (Cha-based) or be affected by fear. A creature that saves cannot be affected by the same automata devil's fear aura. Devils and kytons are immune to the effect.

Lacerate (Ex) An automata devil deals automatic maw damage with a successful CMB check.

Punishing Embrace (Ex) Creatures grappled by the automata devil's whip are thrown into its stomach maw, freeing the whip for the next attack. The maw is a mass of churning gears with serrated edges, clockwork gears, and whirling blades. An automata devil can make a grapple check as a free action against opponents drawn into the maw. This does not provoke an attack of opportunity. If it wins the grapple check, the automata devil it establishes hold and can lacerate.

Castigas, also known as automata devils, like to dominate. Like bone devils, their role is to monitor others, and they are often found in charge of prisoners or, more often, infernal factories. A castigas' weapons, as well as its natural weapons, are treated as evil and lawful for the purposes of overcoming DR.

This creature is slender, almost emaciated. Its skin erupts in barbs and sharp nails and coils of wire, which have been threaded through its flesh. Chains are buried under blisters and scabs. The eyelids—both front and back pairs—of this infernal horror have been sewn back with wire, whilst six arms ending in large grasping hands erupt from its shoulders. The creature's back is broad and massive and there is something insectoid in its appearance. Its head is a black mass ending in two huge mandibles. By its side, it carries a huge coiled whip, which squirms like a snake. Eager to be used, the whip curls toward the creature's stomach, which opens up like a huge iron vice filled with spines.

There is a corner of Hell known simply as the Forge. Here, black chimneys rise a mile high from a dead land of choking air and red poison hills. The Machine, a greater devil who never sleeps and never lets his subjects know rest, rules this land. His overseers consist of thousands upon thousands of imps who whip and punish the workers. The imps themselves are kept in check by hordes of chain devils, who in turn answer to the automata—the managers of this infernal place. Automata devils are chain devils that have been granted this special reward.

18

CAVELIGHT MOSS



A patch of tangled, lacey moss clings to the ceiling above, slowly pulsing with an eerie glow. Among the soft, feathery mass, stems gently writhe, periodically dusting the ground below with a twinkling of phosphorescent spores.

CAVELIGHT MOSS CR 6

XP 2,400

N Large plant

Init +0; **Senses** low-light vision, tremorsense 30 ft.; Perception +11

DEFENSE

AC 18, touch 9, flat-footed 18 (+9 natural, -1 size)

hp 76 (9d8+36)

Fort +13, Ref +5, Will +6

DR 5/slashing; Immune plant traits; Resist acid 10, cold 10, fire 10

OFFENSE

Speed 5 ft., climb 5 ft.

Melee 2 tendrils +12 (1d6+7 plus 1d6 Str drain)

Space 10 ft.; Reach 10 ft.

Special Attacks constrict (1d4+7), grab, 1d6 Str drain

STATISTICS

Str 25, Dex 10, Con 18, Int 1, Wis 13, Cha 5 Base Atk +6; CMB +13; CMD 23 Easts Ability Focus (Strength drain) Alertness

Feats Ability Focus (Strength drain), Alertness, Power Attack
 Skills Perception +11; Racial Modifiers +12 Stealth (when near darkglow moss or other luminescent plants)

ECOLOGY

Environment underground

Organization solitary or infestation (2–10)

Treasure none

SPECIAL ABILITIES

- **Luminescence (Ex)** The chemicals within cavelight moss cause the entire creature to glow and shed light as a torch. A cavelight moss cannot suppress this effect. It can, however, diminish the light produced to shed illumination as a candle.
- Strength Drain (Su) Living creatures hit by a cavelight moss's tendril attack or caught up in its grapple must succeed on a DC 20 Fort saving throw (Con-based) or take 1d6 Strength drain. A creature that makes its Fort save is immune to that particular cavelight moss's Strength drain ability for 24 hours. On each successful attack, a cavelight moss gains 5 temporary hp.

Appearing as a large patch of bioluminescent flora, adventurers and subterranean inhabitants frequently mistake cavelight moss for a benign organism. This creature savors the taste of living flesh and renders its meal immobile before starting the long process of digestion. A cavelight moss glows a pale yet warm yellow light. When agitated, the light emitted changes to a cold blue hue.

Like normal moss, a cavelight moss is a collective of smaller life forms patched together and sharing sensations. Barely cognitive, a cavelight moss spends its time positioning itself above well-traveled sections of cavern. A cavelight moss mostly feeds on cave rats, snared bats, and crawling insects that call the darkened depths home. When a cavelight moss becomes aware of larger prey, it begins the slow and arduous task of quietly moving toward the larger creatures, staying safely outside the main area of habitation. Many underground denizens understand the dangers of cavelight mosses and seek to eradicate them when found.

A cavelight moss lives a simple existence, and when in a safe area inhabited by weak animals, one can survive for close to 200 years. The spores from a cavelight moss glow like their parent and when a particular specimen stays in place for several decades, the place where it grew may glow for years after its death. If flesh and blood creatures die in such an area, a new cavelight moss has the potential to grow. When a cavelight moss disperses spores over the area in which it hunts, the fallen carcasses of its victims allow the spores to germinate into new organisms. In lean times, these spores can germinate, albeit slowly, on guano or other areas rich in moisture and organic nutrients.

Only in extreme cases, where a cave system has no true protectors and food is plentiful, do these creatures ever congregate. When they do, they form a close-knit colony covering strategic locations where prey typically roam. When the source of food moves on, the entire colony slowly disperses, following the lure of living flesh. Cavelight moss tends to drain an ecosystem of food sources before moving on. Cavelight mosses avoid lit areas and remain a safe distance from any busy habitations, just close enough to capture any unwitting, wandering prey.



Midgard Bestiary for Pathfinder RPG

CHELICERAE



CR 8

A massive spider perched upon tall, stilted legs skitters forward, crackling with eldritch energy as the disheveled body of a robed arcanist swings corpse-like from its clenched mandibles.

CHELICERAE

XP 4,800

NE Large aberration

Init +3; Senses darkvision 60 ft.; Perception +14

DEFENSE

AC 22, touch 13, flat-footed 18 (+3 Dex, +1 dodge, +9 natural, -1 size)

hp 110 (13d8+52)

Fort +7, Ref +7, Will +10

SR 19

OFFENSE

Speed 40 ft., climb 30 ft.

Melee bite +14 (2d6+6 plus poison and grab), 2 claws +14 (1d6+6)

Space 10 ft.; Reach 10 ft.

Special Attacks siphon spell slots (19 points); web (+11 ranged, DC 19, 13 hp)

Sorcerer Spells Known (CL 8th, concentration +14)

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4th—animate dead
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3rd—haste, lightning bolt (DC 15)

2nd—invisibility, scorching ray, summon swarm

1st—expeditious retreat, mage armor, magic missile, ray of enfeeblement (DC 13), true strike

0—acid splash, daze (DC 12), detect magic, ghost sound (DC 12), mage hand, message, resistance, touch of fatigue (DC 12)

STATISTICS

Str 22, Dex 17, Con 17, Int 14, Wis 15, Cha 14

Base Atk +9; CMB +16 (+22 grapple); CMD 30 (32 vs. grapple, 42 vs. trip)

Feats Ability Focus (poison), Combat Casting, Dodge, Empower Spell, Eschew Materials, Improved Grapple, Toughness

Skills Acrobatics +10, Bluff +10, Climb +26, Knowledge
 (arcana) +8, Knowledge (local) +10, Knowledge (nature) +3, Knowledge (planes) +4, Perception +14, Sense Motive +6, Spellcraft +14, Stealth +11, Use Magic Device +11

ECOLOGY

Environment any forests, underground, or wastes Organization solitary

Treasure none

SPECIAL ABILITIES

Poison (Ex) Bite—injury; save Fort DC 19; frequency 1/round for 4 rounds; initial effect 1d4 Str damage; secondary effect unconsciousness for 2d4 hours; cure 2 saves.

Siphon Spell Slots (Ex): Chelicerae cannot replenish spell slots naturally and, instead, extract them from the minds of humanoids locked in its mandibles The chelicerae treats the bodies of grappled spellcasters as a spell point reservoir for as long as the grapple is maintained, draining unused spell slots to power the casting of their own spells, 1 point/spell level. All 0-level spells become at-will abilities. Whenever the chelicerae wishes to cast any one of its spells known, it consumes a number of spell slots from its victim equal to the spell slots necessary to cast the spell (including increased levels for metamagic feats and so on). If the body has insufficient number of spell slots available, the chelicerae cannot cast that spell. However, the arachnid can also draw out spell slots from drained spellcasters or creatures without magic ability. As a move action, the chelicerae can inflict 1d4 Wisdom damage to any creature grappled in its mandibles, adding 2 spell slots to its spell reservoir for every point of damage inflicted. A victim is reduced to 0 Wisdom in this manner cannot power any more magical abilities, including 0-level spell slots. Unconscious victims held long-term by the chelicerae do not heal ability damage or regain spell slots while this grapple is maintained.

Spells As long as the arachnid has spell slots on which to draw, it casts spells as an 8th-level sorcerer, but does not gain any other class abilities. Spells points in the reservoir given above assume the chelicerae is encountered with an 8th-level wizard (Wis 12, Int 16) paralyzed within its mandibles with no current Wisdom damage.

Fortunately for spellcasters, these massive arachnids are largely confined to the borders of the Roatgard Forest and surrounding wastes although rumors do persist of the creatures being occasionally spotted in the dark alleys of Bemmea, where they are hunted down with impunity by the mages of the region. This is not without cause, for few creatures pose such a threat to arcane and divine spellcasters as chelicerae.

Walking on high, stilted legs, these creatures at first seem like gigantic harvestmen. But more often than not, the arachnids are discovered with the grisly bodies of humanoids dangling morbidly by their heads from the chelicerae's clenched mandibles.

This hunter prefers to stalk isolated victims, incapacitate them with its poisonous bite, then pin them within its jaws. There their helpless body can hang for days on end as the chelicerae pursues obscure and eldritch tasks. At best, these unfortunates wake up weeks later in a stupor with no memory of the events, far from the location of their capture and drained of vitality and spells. At worst, they find themselves immobilized in a thick cocoon in a high treetop until their body and mind recovers enough to be used again, or they are slain and animated as walking dead to protect the chelicerae.



CR 1

The ligneous figure's eyes gleam like polished walnuts, and the sly smile seems oddly placed on the tiny body, covered in spikes and thorns. The creature's waist is no thicker than a clenched fist, its sinuous arms no wider than a finger but twice the length of its body.

CHILD OF THE BRIAR

XP 400

NE Tiny plant Init +3; Senses low-light vision; Perception +7

DEFENSE

AC 17, touch 15, flat-footed 14 (+3 Dex, +2 natural, +2 size) **hp** 9 (2d8)

Fort +3, Ref +3, Will +0

Defensive Abilities plant traits; DR 5/cold iron **Weaknesses** vulnerable to fire

OFFENSE

Speed 20 ft., climb 10 ft. **Melee** 2 claws +6 (1d2-2 plus grab)

Space 2-1/2 ft.; **Reach** 5 ft.

Special Attacks spitdart tongue, thorny grapple Spell-Like Abilities (CL 2nd)

3/day—briar magic (DC 12)

1/day—entangle (DC 13)

STATISTICS

Str 6, **Dex** 17, **Con** 11, **Int** 13, **Wis** 10, **Cha** 14 **Base Atk** +1; **CMB** +2 (+6 grapple); **CMD** 10 **Feats** Weapon Finesse

Skills Bluff +4, Climb +8, Perception +7, Stealth +14 (+20 in forest); **Racial Modifiers** +8 Climb, +2 Perception, +6 Stealth while in forest

Language Briarclick (spoken only), Common, Sylvan SQ fey blood

ECOLOGY

Environment temperate forest

Organization solitary, gang (2–8), or nest (9–24) **Treasure** standard (usually small items)

SPECIAL ABILITIES

- **Briar Magic (Sp)** A child of the briar can cast any cantrip from the sorcerer/wizard spell list (save DCs Cha-based).
- **Entangle (Ex)** As a standard action, two or more children of the briar in the same square can produce an effect identical to *entangle* in the 5-ft. square they occupy (DC 10 + number of children of the briar in the square). Briar children are immune to this ability, but other *entangle* effects affect them normally.
- **Fey Blood (Ex)** Children of the briar count as both plant and fey for any effect related to type.
- **Spitdart Tongue (Ex)** Every child of the briar can shoot a wooden spike from its mouth every other round. Treat this as a Tiny dart (1 damage, base range 20 ft.).
- **Thorny Grapple (Ex)** A child of the briar's long thorny limbs enable it to grapple creatures up to 2 size categories larger than itself. It adds its Dexterity modifier instead of Strength modifier to any damage inflicted while grappling.

Children of the briar are a frequent nuisance to fey and mortal alike. They grow in the Margreve's many briar patches but sometimes spawn when a sorcerer or magical creature's blood is spilled on the forest floor. Despite their size, they gather in great numbers, cultivating the Old Margreve's thorny thickets into veritable fortresses. Wise men flee when they hear their clicking language in the underbrush, for the children have a taste for blood and all the capricious wickedness of spiteful children.

From their lairs, the children of the briar creep far and wide to spy on the forest's inhabitants, sometimes using spiders, monstrous centipedes, and giant dragonflies as mounts. They converse with travelers bearing interesting news, but their words are thorned with gleeful malice, jealous bile, and lies. They are not above murder. They bargain what they learn for trinkets, favors, and drops of spilled blood.

The fey have long used the children of the briar as spies and informants, and the power of the Otherworld now courses through their veins, allowing them to work simple magical tricks and slip between the mortal and faerie realms with relative ease.

A caster of 3rd level or higher can gain a child of the briar as a familiar using the Improved Familiar feat.



DEVIL, CHORT



Small horns crown the head of this pig-faced devil. Quick and canny, the creature stands on shaggy goat legs and holds a flaming polearm in its clawed hands. It bears a wicked gleam in its black eyes.

CHORT

CR 15

XP 51,200

LE Medium outsider (devil, evil, extraplanar) Init +11; Senses darkvision 60 ft., scent; Perception +27

DEFENSE

AC 29, touch 17, flat-footed 22 (+7 Dex, +12 natural) **hp** 229 (17d10+136)

Fort +15, Ref +17, Will +17

DR 10/good; Immune fire, poison; Resist acid 10, cold 10; SR 26 OFFENSE

Speed 30 ft.

Melee 2 claws +24 (1d8+7 plus 1d4 Cha drain), or flaming burst ranseur +25/+20/+15/+10 (2d4+10/19–20/×3)

Special Attacks 1d4 Cha drain

Spell-Like Abilities (CL 16th; concentration +25)

Constant—fly, true seeing

At will—blur, greater teleport (self plus 50 lb. of objects only), magic circle against good

5/day—scorching ray

3/day—dominate person (DC 24), flame strike (DC 24), greater dispel magic, quickened haste (self only)

1/day—summon devil (level 6, 3 barbed devils 35%)

STATISTICS

Str 24, **Dex** 25, **Con** 27, **Int** 20, **Wis** 24, **Cha** 29 **Base Atk** +17; **CMB** +24; **CMD** 41

Feats Combat Expertise, Combat Reflexes, Great Fortitude, Improved Critical (ranseur), Improved Disarm, Improved Initiative, Power Attack, Quicken Spell-Like Ability (haste), Weapon Focus (ranseur)

Skills Acrobatics +27, Bluff +29, Diplomacy +24, Fly +19, Intimidate +21, Knowledge (arcana) +22, Knowledge (planes) +24, Perception +27, Sense Motive +27, Spellcraft +24, Stealth +27, Use Magic Device +37; Racial Modifiers +8 Use Magic Device

Languages Abyssal, Celestial, Common, Draconic, Ignan, Infernal; telepathy 100 ft.

SQ devilish weapons

ECOLOGY

Environment any, Hell Organization solitary, pair, or league (3–9) Treasure standard



Devilish Weapons (Su) Any weapons wielded by a chort possess the *flaming burst* property and are considered evil aligned for the purposes of overcoming DR.

Devilish dealmakers use varied, pleasing forms to entice mortals to make terrible bargains, but the chort revels in its obvious devilishness and the unease its appearance brings to someone desperate for its help. In Hell, a chort merely intimidates lesser devils, but in mortal worlds, where it specializes in bargains of revenge and coercion, it proves to be counter-intuitively deceptive. A chort stands nearly 8 ft. tall and weighs over 350 lb.

A chort wants its victim to know it is dealing with a devil. The relative straightforwardness of this approach enables the creature to better deceive those with which it bargains. After all, the chort affirms, if the victim weren't so desperate, he wouldn't be bargaining with a devil. If necessary, an implied threat of immolation gives it greater bargaining power, but the creature is careful not to torture or otherwise harm its patsy, since that moots any potential contract.

An annual spectacle in Zobeck and the Seven Cities involves some poor fool who believes he can trick a chort and escape a legal bargain. The devil appears and recites the entirety of the contract its victim signed, replete with details about a dispatched rival, the ensnarement of a love who once spurned him, and other embarrassing details. A chort ensures all those entangled in its victim's affairs are present before

outing him and disappears once all his dark secrets have been revealed, leaving the fool to his fate. Similarly, an overly zealous opponent of the chort eventually finds himself the victim of his own hubris, as the devil digs up or manufactures dirt on its foe and brings his folly to light. Much as it does with humanoid targets, a chort enjoys tarnishing the reputation of tools of good. For example, it will abscond with a paladin's holy sword and apply its considerable skill in Use Magic Device to convince the sword it is good aligned. Then, it uses the sword to murder an especially pious member of a community, and as a final twist, it leaves the sword at the scene of the crime.

Thus, a chort dispatches a foe strongly resistant to its manipulations, brings suspicion to another potential foe, and taints a weapon—at least in reputation—which might be used against it.

CIKAVAK

CR 2

Dark plumage covers this homely avian in patterns of black and dark brown. The bird's long, needle-like beak opens slightly as it utters a grating call, its massive ventral sack distending hugely with every shrill cry.

CIKAVAK

XP 600

N Tiny magical beast

Init +5; Senses darkvision 60 ft., low-light vision, scent; Perception +6

DEFENSE

AC 18, touch 17, flat-footed 13 (+5 Dex, +1 natural, +2 size) hp 11 (2d10) Fort +3, Ref +8, Will +1 Resist acid 5, fire 5

OFFENSE

Speed 10 ft., fly 40 ft. (average) Melee bite +9 (1d4-3) Space 2 1/2 ft.; Reach 0 ft. Spell-Like Abilities (CL 3rd; concentration +0) At will—speak with animals 1/day—silence

STATISTICS

Str 4, Dex 20, Con 10, Int 12, Wis 12, Cha 4 Base Atk +2; CMB +5; CMD 12 Feats Weapon Finesse Skills Fly +14, Perception +6, Sense Motive +2, Stealth +17 Languages understands Common; telepathy (touch)

ECOLOGY

Environment any temperate Organization solitary, pair, or flock (2–6) Treasure none

The cikavak is a remarkably ugly magical bird—a supernatural creature conjured through a lengthy ritual. Most have muddy brown plumage with black stripes along the edges of their wings and tail. Other birds have black plumage or develop grey streaks in their tails. A dark grey comb flops atop their heads and shapeless wattles dangle from their throats.

Cikavaks possess elongated, dull-gray beaks, which they use to draw up nectar and other fluids like a straw. This dagger-like appendage can also stab forward to deliver a painful bite.

Although it requires considerable effort to call up these homely avians, the magic is surprisingly common, found among peasants and townsfolk as well as mages. Once summoned, these magical creatures remain faithful toward their masters for as long as they live. While cikavaks don't speak, they comprehend the Common tongue and can use their magical ability to speak with animals to help their master communicate with encountered creatures. Cikavaks also possess the ability to produce magical silence, often using it to still the cries of more melodious birds.

Cikavaks possess another odd ability: when fully distended, their remarkable ventral pouches are capable of holding up to half a gallon of almost any liquid. These resilient pouches take little or no damage from their contents, holding potions without ingesting them or even carrying acid without injury.

Thieves have been known to make use of this ability, directing the birds to siphon up liquids with their beaks. Their cikavacs steal honey from neighbors' beehives, as well as milk, beer, and wine. The most audacious thieves have been known to send their birds into magicians'



towers, within alchemists' shops, or to the local apothecary in order to seize more exotic substances. They then carry these stolen fluids back to their owner using their impressive ventral pouches. While cikavaks are normally strong flyers, when laden with a pouch full of liquid, their flight is clumsy at best.

A caster of 3rd level or higher can take a cikavak as a familiar using the Improved Familiar feat.

Folk Conjuration

Those attempting to call a cikavak with folk magic rituals must gather an egg from a black hen as well as 30 gp worth of herbs and colored chalks. Cast at sunset, the folk ritual requires half an hour and requires a successful DC 24 Knowledge (arcane) check to succeed. (The material components can be used multiple times, until the ritual succeeds). The hen's egg must then be carried and kept warm for 40 days. During this time, the ritual caster must not bathe or be subject to any spell effects. Usable only by non-casters, the ritual's feeble magic is immediately dispelled if the cikavak's master uses any other sort of spell or spell-like ability.

CLOCKWORK BEETLE

Gleaming metal and whirring gears make up the form of this elaborate mechanical insect the size of a housecat.

CLOCKWORK BEETLE

CR 2

XP 600

N Tiny construct

Init +7; **Senses** darkvision 60 ft., low-light vision; Perception +3

DEFENSE

AC 19, touch 15, flat-footed 16 (+3 Dex, +4 natural, +2 size) **hp** 22 (4d10)

Fort +1, Ref +4, Will +2

DR 5/slashing; **Immune** construct traits

OFFENSE

Speed 30 ft., fly 50 ft. (good)

Melee bite +6 (1d4-1 plus poison)

Space 2-1/2 ft.; **Reach** 0 ft.

STATISTICS

Str 8, Dex 16, Con —, Int 4, Wis 12, Cha 7
Base Atk +4; CMB +5; CMD 14 (22 vs. trip)
Feats Improved Initiative, Weapon Focus (bite)
Skills Fly +15, Perception +3, Stealth +12
Languages understands Common; telepathy 100 ft. (creator only)

ECOLOGY

Environment any

Organization solitary, pair, or scuttle (3–12)

Treasure none

SPECIAL ABILITIES

Poison (Ex) Bite—injury; *save* Fort DC 14; *frequency* 1/round for 4 rounds; *effect* sleep 1 minute; *cure* 1 save.

Forged in the Gearworks of Zobeck and sold to gearmages throughout the city, clockwork beetles (Coleoptera mechanicus) are highly prized as familiars. Although normally created in the form of metal beetles,

their appearance can vary greatly. Some resemble incandescent ladybugs while others have razored, horn-like protrusions reminiscent of deadly stag beetles. Some are fashioned as darkling beetles with prehensile antennae and even weevillike designs have been spotted. In the southern deserts, scarab beetle patterns are particularly prized. Anytime the creatures move they emit an audible rhythmic buzz, especially when taking to the air. Once in flight, they create a disturbing cacophony of clicks and whirs.

The most talented of gearmages occasionally designs clockwork beetles with a hidden countdown clock that silently ticks down over years or even decades. When the tightly wound gear-counter expires, it suddenly triggers a mechanical metamorphosis within the beetle, causing it to rapidly transform and blossom into a completely different clockwork creature—a wondrous surprise known in advance only to the designer who created it so many years ago.



Construction

A clockwork beetle is a complicated bit of machinery infused with a base sentience. Gearmages and craftsmen in Zobeck work tirelessly on these creatures and other clockwork constructs.

CLOCKWORK BEETLE

CL 7th; Price 4,000 gp

CONSTRUCTION

Requirements Craft Construct, *animate object, fox's cunning, sleep*; **Skill** Craft (clockwork) DC 15; **Cost** 2,000 gp.

CLOCKWORK BEETLE SWARM

Light glints off the moving parts of almost a thousand clockwork beetles as they form a biting cloud.

CR 4

CLOCKWORK BEETLE SWARM

XP 1,200

N Tiny construct (swarm)

Init +7; Senses darkvision 60 ft., low-light vision; Perception +4 DEFENSE

AC 20, touch 16, flat-footed 16 (+3 Dex, +1 dodge, +4 natural, +2 size)

hp 33 (6d10)

Fort +2, Ref +5, Will +3

DR 5/slashing; Immune construct traits, swarm traits

OFFENSE

Speed 30 ft., fly 50 ft. (good) Melee swarm (2d6 plus poison) Space 10 ft.; Reach 0 ft. Special Attacks distraction (DC 13)

STATISTICS

Str 8, Dex 16, Con —, Int 1, Wis 12, Cha 7

Base Atk +6; CMB +7; CMD 17 (cannot be tripped, grappled, or bull rushed)

Feats Dodge, Improved Initiative, Mobility Skills Fly +16, Perception +4, Stealth +12

Languages understands Common

ECOLOGY

Environment any Organization solitary, pair, or infestation (3–5) Treasure none

SPECIAL ABILITIES

Poison (Ex) Bite—injury; *save* Fort DC 14; *frequency* 1/round for 4 rounds; *effect* sleep 1 minute; *cure* 1 save.

Clockwork beetle swarms form when several of the creatures break free of their creators and bond together in a noisy mass of clattering mechanical parts. Severed from the bond of their creators, the beetle swarm lacks the telepathy of singular clockwork beetles and has a reduced mental capacity.

LOCKWORK HOUND



CR 3

This black mechanical hunting dog keeps its nose to the ground collecting scents. Gleaming teeth fill its metal mouth.

CLOCKWORK HOUND

XP 800

N Medium construct

Init +2; Senses darkvision 60 ft., low-light vision, scent; Perception +6

DEFENSE

AC 16, touch 12, flat-footed 14 (+2 Dex, +4 natural) hp 36 (3d10+20) Fort +1, Ref +3, Will +1 Immune construct traits

OFFENSE

Speed 50 ft.

Melee bite +7 (1d6+3) or slam +6 (1d4+3) Special Attacks whip tongue

STATISTICS

Str 16, Dex 15, Con —, Int 1, Wis 10, Cha 1 Base Atk +3; CMB +6; CMD 18 (22 vs. trip) Feats Skill Focus (Survival), Weapon Focus (bite) Skills Perception +6, Survival +5 (+9 when tracking); Racial Modifiers Acrobatics (+8 when jumping), +5 Perception, +4 Survival when tracking

Languages understands Common

SQ diligent tracker

ECOLOGY

Environment any (Zobeck)

Organization solitary, pair, or pack (3–10)

Treasure none

SPECIAL ABILITIES

- Diligent Tracker (Ex) Clockwork hounds are designed to guard areas and track prey. They gain a +5 racial bonus to Perception checks and Survival checks when tracking.
- Whip Tongue (Ex) A mechanism within the clockwork hound's mouth can make either a nonlethal attack (1d3+3 nonlethal damage), a trip attempt, or a disarm attack against any target it is aware of 1/ round as a standard action that does not provoke an attack of opportunity; this is a ranged touch attack. The tongue has a reach of 15 ft. and is considered a two-handed weapon for the trip or disarm attempt; the creature gains a +10 bonus to either attempt. This mechanism explodes when a clockwork hound is destroyed, lashing the cable at each creature within 5 ft. of the construct (2d6 damage, Reflex DC 15 for half).

Partners to the clockwork huntsmen, these black hounds follow the trails of criminals, escaped slaves, or any other creature unfortunate to be on the bad side of one of its controllers.



Construction

Though different of build, clockwork huntsmen and clockwork hounds are typically made at the same time and use very similar materials. Both are reinforced constructs demanding a heavy chassis of iron, steel, and some mithral. After construction of the bodies, a 4-day ritual involving 500 gp in special oils and chemicals activate the clockworks.

CLOCKWORK HOUND OR HUNTSMAN

CL 5th; Price 10,500 gp

CONSTRUCTION

Requirements Craft Construct, animate object, expeditious retreat, grease, creator must be CL 5th; Skill Craft (clockworks) and Craft (alchemy) DC 22; Cost 5,500 gp



One of Zobeck's last aristocratic scions saw the coming upheaval a few days in advance and fled the vengeful mobs of common folk early. Before he left, he sought to conceal the bulk of his family's fortune somewhere within the city. Stories say he hid the map to this urban treasure within the chassis of one of his clan's most trusted servants: the leader of their clockwork hunters. Afterward, his less loyal retainers captured the young man and tortured him to extract this story from him. Unfortunately, the praetors had already seized the house's clockworks, and the exact model with its secret map compartment was lost among the repainted and redeployed servants of the secret police. The tale, however, was passed from one generation of conspirators to the next-if the Praetor Clockwork barracks could be infiltrated, the fabled clockwork found, and the map ever rediscovered, it might lead to a wealth that could create a new merchant lord, or possibly destroy one.

25

CLOCKWORK HUNTSMAN



As a mechanical soldier clad in flat-black metal and trimmed with shining mithral, this creature holds a poise suggesting awareness and assessment.

CLOCKWORK HUNTSMAN

CR 3

XP 800

N Medium construct

Init +2; Senses darkvision 60 ft., low-light vision; Perception +8

DEFENSE

AC 17, touch 12, flat-footed 15 (+2 Dex, +5 natural) hp 36 (3d10+20)

Fort +1, Ref +3, Will +1

Immune construct traits

OFFENSE

Speed 40 ft.

Melee mwk longsword +8 (1d8+3/19–20), slam +6 (1d4+4) Special Attacks net cannon

STATISTICS

Str 17, Dex 14, Con —, Int 4, Wis 10, Cha 1
Base Atk +3; CMB +6; CMD 18
Feats Power Attack, Weapon Focus (longsword)
Skills Perception +8; Racial Modifiers Acrobatics (+4 when jumping), +5 Perception

Languages understands Common

SQ diligent sentinel

ECOLOGY

Environment any (Zobeck)

Organization solitary or unit (2–12)

Treasure none

SPECIAL ABILITIES

Diligent Sentinel (Ex) Clockwork huntsmen are designed to seek prey. They gain a +5 racial bonus to Perception checks.

Net Cannon (Ex) A mechanism within the clockwork huntsman's chest can fire a net at any target it is aware of 1/round as a standard action. This is a ranged touch attack that does not provoke an attack of opportunity. It has a range increment of 10 ft. with a maximum range of 30 ft. and a 30 ft. trailing cable (hardness 3, 10 hp) anchored within the huntsman's chest. It functions in all other ways as a standard net. Up to four nets may be fired from the huntsman. It is a full round action to retract and re-arm a net that has missed. This mechanism explodes when a clockwork huntsman is destroyed, projecting superheated steam and shrapnel at each creature within 5 ft. of the construct (3d6 damage, Reflex DC 15 for half).

They were once the province of the corrupt aristocracy, running down escaped slaves and tracking prey in hunting expeditions. Those days are gone, but the clockwork hounds still tick and hunt. The Praetors of Zobeck seized them during the revolt that established the Free City, and now, they operate only on the command of the secret police, hunting down persons of interest wanted for more aggressive questioning.

Hounds sometimes operate alone, but usually, they are sent into the streets seeking their quarry as a party of three hounds and two



huntsmen. Because they are unsleeping and tireless, few can hide from them for long without magical assistance.

Clockwork huntsmen and hounds are painted matte black with mithral trim, occasionally outfitted with armor or barding for added intimidation. Common folk detest them; all but their keepers and commanders shun them. They represent a link to Zobeck's darker past and remind all of how it came to its present state.

Operating on specific instructions, clockwork huntsmen patrol, stand sentry, or remain unmoving as ordered, but they are always paying attention, always alert of their surroundings. Clockwork huntsmen are unrelenting and single-minded in their missions, focusing on particular targets—priests, spellcasters, or heavily armored intruders, as their controller last directed. Driven by clockwork and oblivious to injury, clockwork huntsmen attack until destroyed or ordered to stand down. Clockwork huntsmen stand nearly 6 ft. tall and weigh 400 lb



CLOCKWORK MYRMIDON

This hulking brass and iron creature resembles a giant suit of plate armor.

CLOCKWORK MYRMIDON

CR 6

XP 2,400

N Large construct

Init +2; Senses darkvision 60 ft., low-light vision; Perception +5

DEFENSE

AC 21, touch 11, flat-footed 19 (+2 Dex, +10 natural, -1 size) **hp** 74 (8d10+30)

Fort +2, Ref +4, Will +2

Immune construct traits

OFFENSE

Speed 30 ft.

Melee mwk heavy pick +12/+7 (1d8+4/×4), slam +11 (1d6+6) **Space** 10 ft.; **Reach** 10 ft.

Special Attacks alchemical flame jet, grease spray

STATISTICS

Str 19, Dex 14, Con —, Int —, Wis 10, Cha 1

Base Atk +8; CMB +13; CMD 25

Skills Perception +5; Racial Modifiers +5 Perception **Languages** understands Common

ECOLOGY

Environment any (Zobeck) **Organization** solitary or squad (2–6)

Treasure none

SPECIAL ABILITIES

- Alchemical Flame Jet (Ex) A mechanism within the myrmidon's chest can fire a 20-ft.-long fiery stream at any target it is aware of 1/round as a standard action, dealing 4d6 fire damage. This is a ranged touch attack that does not provoke an attack of opportunity. The reservoirs inside the myrmidon can only hold four charges of this alchemical fire before it must be refilled. This mechanism explodes when a myrmidon is destroyed, spraying each creature within 5 ft. of the construct with flame and shrapnel (3d6 damage, Reflex DC 14 for half).
- **Grease Spray (Ex)** A mechanism within the myrmidon's chest can fire a spray of alchemical grease 1/round as a standard action that does not provoke an attack of opportunity. This has a range of 30 ft., and the effect acts in all other ways as grease (CL 4th, Reflex DC 14). The reservoirs within the myrmidon can only hold four uses of this alchemical grease before it must be refilled. This mechanism explodes when a Myrmidon is destroyed, making one final grease effect on each square within 5 ft. of the construct.

This humanoid-shaped construct looks like an animated suit of full plate armor, but behind the joints are brass and iron pipes. The face of its squat head is made in such a way as to give it an angry-looking expression, and it moves with a powerful, determined grace unusual to most clockwork creations.

Clockwork myrmidons are upgraded clockwork watchmen, with steel parts instead of iron. Many are heavily armored at their joints and at most vital parts. They do not ordinarily engage in patrols or menial labor and are only brought out in particularly dangerous situations that even clockwork watchmen cannot handle.

A clockwork myrmidon defends itself from attack but does not initiate combat unless so directed by its master. When it does enter battle, a



clockwork myrmidon is unrelenting and single-minded, and it attacks one particular target until that foe surrenders, escapes, or is defeated.

Unless given instructions otherwise, a clockwork myrmidon attacks whatever enemy is closest to it. A clockwork myrmidon attacks until destroyed or ordered to stand down.

Construction

A clockwork myrmidon is solid and tough, and it requires a heavy, specialized chassis and components, including a masterwork Large heavy pick (included in the cost). Powering a clockwork myrmidon requires a 4-day ritual combining magic, alchemy, and clockwork techniques that consume 600 gp in special oils and must be performed within a reusable chamber (this chamber cannot be used to build other clockwork creations). Building this chamber costs 750 gp and requires three successful DC 20 Craft (clockwork) checks.

CLOCKWORK MYRMIDON

CL 9th; Price 16,400 gp

CONSTRUCTION

Requirements Craft Construct, animate objects, grease, magic weapon, make whole, creator must be CL 9th; Skill Craft (clockworks) DC 24; Cost 8,500 gp

DARAKHUL @



The creature looked up from its meal as if we were intruding. "Yes?" it asked. "Why do you disturb me?" The ribcage of an elf was mostly picked over, the bones cracked.

"It speaks," said Sir Berthold. "You must die, unholy filth!"

"As must we all." It seemed unimpressed with his flaming sword. "Have you met my friends?" With that, the thing gestured. Six more stepped out of the darkness, crossbows leveled, full plate gleaming.

DARAKHUL OGRE

CR 5

XP 1,600

Male ogre darakhul

LE Large undead (augmented giant) Init +0; Senses darkvision 120 ft.; Perception +4

DEFENSE

AC 23, touch 10, flat-footed 19 (+4 armor, +1 Dex, +9 natural, -1 size) hp 22 (4d8+4)

Fort +5, Ref +2, Will +5

Defensive Abilities channel resistance +4; DR 5/magic and daylight; Immune undead traits

Weaknesses daylight weakness

OFFENSE

Speed 30 ft., burrow 15 ft.

Melee bite +10 (1d10+8 plus paralysis and disease) and 2 claws +10 (1d6+4 plus paralysis) or greatclub +10 (2d8+12) and bite +8 (1d10+8 plus paralysis and disease)

Ranged javelin +3 (1d8+8)

Special Attacks paralysis (1d4+1 rounds, DC 13, elves are immune to this effect)

Space 10 ft.; Reach 10 ft.

STATISTICS

Str 27, Dex 12, Con —, Int 10, Wis 14, Cha 13 Base Atk +3; CMB +12; CMD +23 Feats Greater Iron WillB, Iron Will, Lightning Reflexes^B, Multiattack^B, Toughness

Skills Climb +18, Intimidate +12, Perception +4; Racial
Modifiers +8 Climb, +8 Intimidate, +8 Knowledge (dungeoneering)
Languages Darakhul, Giant

28

ECOLOGY

Environment underground or urban

Organization solitary, pair, gang (3–4), or family (5–16)
 Treasure NPC gear (greatclub, hide armor, 4 javelins, other treasure)

treasure)

SPECIAL ABILITIES

See below

Midgard Bestiary for Pathfinder RPG

The darakhul are a race of intelligent ghouls. They speak their own language and feed with an eternal hunger for the flesh of sentient creatures, visiting the surface only when raiding. They call themselves the "People," and they consider all other races either food or slaves.

Darakhul retain their memories and skill after death, becoming ghoulish in appearance and losing their mostly human appearance over time. Fur or hair falls out over decades. A few are vain enough to use wigs or magic to maintain a mostly living appearance.

Darakhul are born when a creature is infected with darakhul fever and survives the experience largely intact. Some necromancers and others claim that it is possible to improve the chances of survival by deliberately infecting oneself, then eating only living flesh. The only person who claims to have succeeded with this method was a necromancer named Uldar Ingreval, long since exiled from the Arcane Collegium.

Creating a Darakhul

"Darakhul" is an acquired template that can be added to any corporeal dragon, fey, giant, humanoid, magical beast, or monstrous humanoid creature (referred to hereafter as the base creature). A darakhul uses all the base creature's statistics and special abilities except as noted here. Creatures that die while infected with darakhul fever must make an adjustment check (see sidebar) to survive the transition. They retain their Constitution bonus for this check, as the template has not yet been applied. Those that fail are simply dead and do not gain the template.

CR: Same as the base creature +2.

Alignment: Any evil alignment, most often neutral evil. A darakhul that requires a good alignment as a class prerequisite becomes an exmember of that class.

Type: The base creature's type changes to undead with the appropriate augmented subtype. Do not recalculate BAB or saves. Size is unchanged. It retains any subtypes except alignment subtypes and retains all the base creature's statistics and special abilities except as noted here.

Hit Dice: Change all current and future HD to d8. Darakhul use their Charisma modifiers to determine bonus hp (instead of Constitution).

Armor Class: The darakhul's natural armor bonus improves by +4 over that of the base creature.

Defenses/Qualities: A darakhul retains all special qualities of the original creature and gains the following: channel resistance +4, darkvision to a range of 120 ft.; DR 5/magic and daylight, and all of the immunities granted by its undead traits.

Weaknesses: The darakhul gains the following vulnerability:

Daylight Weakness (Ex)—A darakhul suffers a -4 penalty to attack and saving throws when in full daylight. A daylight spell instead inflicts a -2 penalty to a darakhul.

Speed: If the base creature has both a burrow speed and a land speed, the lower of the two increases to match the higher. If it lacks one of those speeds, the darakhul gains the missing mode of movement at a speed equal to half the other. If the base creature can fly, its maneuverability rating drops by one category.

Melee: A darakhul grows a heavy jaw, powerful enough to crush bones to powder, as well as claws able to burrow through the earth or shred flesh. It retains all the natural weapons, manufactured weapon attacks, and weapon proficiencies of the base creature. A darakhul gains a bite and two claw attacks if it does not already have them. These natural attacks deal damage one dice higher than indicated for the creature's size.

Special Attacks: A darakhul retains all of the base creature's special attacks and gains the following special attacks:

Disease (Su)—Darakhul fever: bite—injury; *save* Fortitude DC 10 + 1/2 HD + Cha modifier; *onset* 1 day; *effect* 1d6 Con and 1d3 Dex damage; *cure* 2 consecutive saves.

A creature that dies while infected with darakhul fever must make an adjustment check (see sidebar). If its check is high enough, it rises as a darakhul rather than as a standard ghoul within an hour. A darakhul is a free-willed undead. A creature that rises as a standard ghoul or ghast is controlled by the darakhul whose fever infected it.

Paralysis (Ex)—Those hit by a darakhul's natural weapons must succeed on a Fortitude save (DC 10 + 1/2 HD + Charisma ability modifier) or be paralyzed for 1d4+1 rounds. Elves are immune to this paralysis.

Abilities: Str +6, Dex +4, Int +4, Wis +4, Cha +6. As an undead creature, a darakhul has no Constitution score.

Skills: Darakhul characters gain skill points by class level. Racial class skills are unchanged from the base creature. Darakhul have a +8 racial bonus on Climb, Intimidate, and Knowledge (dungeoneering) checks.

Feats: A darakhul retains the feats it had in life. It gains Iron Will, Multiattack, and Lightning Reflexes as bonus feats, as long as the base character meets the prerequisites and doesn't already have these feats. If it already has Iron Will or Lightning Reflexes, the darakhul gains improved versions of these feats.



Darakhul Fever

When consulting this table, the infected creature must roll an adjustment check to determine how accustomed the creature becomes to its new incarnation. Use the creature's Fortitude bonus as the modifier for this check.

Creatures that do not make at least a DC 10 do not become ghouls. The disease kills them. This provides the ultimate penalty for trying and failing to enter the ghoul's kingdom as one of them, and it makes it possible for evil creatures to deliberately infect themselves, and optimize their chances with *bear's endurance, belt of mighty constitution*, and the like.

ADJUSTMENT CHECK

DC ROLL	RESULT	
10-16	Ghoul	
17-20	Ghast	12
21-26	Dread Ghoul	
27-30	Dread Ghast	
31+	Darakhul	

DEATH BUTTERFLY SWARM

CR4

The green and orange on the tree trunk isn't moss but, rather, an enormous collection of butterflies. The swarm of butterflies lifts from the rotten stump in unison and flies forward in a slow, fluttering mass. The air is heavy with the sweet smell of rot.

DEATH BUTTERFLY SWARM

XP 800

CE Diminutive vermin (swarm)

Init +1; Senses darkvision 60 ft.; Perception +9

DEFENSE

AC 15, touch 15, flat-footed 14 (+1 Dex, +4 size) **hp** 40 (9d8)

Fort +6, Ref +4, Will +4

Defensive Abilities swarm traits; Immune weapon damage **Weakness** swarm traits

OFFENSE

Speed 5 ft., fly 40 ft. (good)

Melee swarm (2d6 plus poison)

Special Attacks distraction (DC 14), poison, weight of wings (DC 16)

STATISTICS

Str 1, Dex 13, Con 10, Int —, Wis 12, Cha 15

Base Atk +6; CMB —; CMD —

Skills Fly +13, Perception +9; **Racial Modifiers** +8 Perception **SQ** swarm traits, vermin traits

ECOLOGY

Environment forests, mountains, temperate hills, and warm marshes

Organization solitary, pair, or cleansing (3–5 swarms) **Treasure** none

SPECIAL ABILITIES

Poison (Ex) Swarm—injury; save Fort DC 14; frequency 1/round for 4 rounds; effect 1 Con; cure 1 save. This poison also affects undead creatures, dealing 1 Cha damage/round.

Weight of Wings (Su) Creatures affected by the swarm's distraction effect must also make a DC 16 Will save (Chabased) or suffer from the effects of hold person. This paralysis only lasts as long as the victim is within the swarm.

Particularly vile creatures never seem to rest, often coming back as unliving abominations and ghastly spirits. Sometimes, though, these creatures do just cross over to whatever reward awaits them, leaving behind tainted corpses that pass the evil on to those that feast on the remains.

A death butterfly swarm results when a rare breed of carrioneating butterflies, drawn to an incredible stench of decay, feed on the corpse of an evil creature. Individually, and prior to feeding on such a creature, the butterflies pose no threat, but the driving animus forces the butterflies to swarm and inflict misery on all who cross their path.

Naturally attracted to rotting material, the swarm's new state allows it to inflict a fast-acting, necrotizing poison on its victims. Thus, it can feed immediately on carrion created with its poison. The oppressive evil infused in the butterflies bears down on those caught in the swarm's wake, potentially paralyzing victims the swarm passes over. The swarm benefits from this effect, fluttering around unmoving victims and necrotizing more and more flesh while they cannot escape.

Undead creatures, to which the death butterfly swarm would obviously be drawn, are not immune to a death butterfly swarm's poison. Just as the swarm rots away a living creature, it may also dissolve an undead creature's animating force. Given the choice between an undead and living creature, the swarm always attacks the undead target. The swarm finds ghouls and ghasts to be particularly appealing. Because of this, non-good mages see summoning a death butterfly swarm as a necessary evil in battling the Empire of the Ghouls.

Rumors persist of a death butterfly swarm that has fed on a particularly malevolent red dragon, a victim of infighting in the Dragon Empires, whose body was unceremoniously dumped outside the empire's boundaries. The swarm possesses the breath weapon, special abilities, and SR of an ancient red dragon. Its poison has increased efficacy, dealing 1d4 Constitution damage over the course of 10 rounds and requiring 2 consecutive successful DC 20 Fortitude saving throws to cure. The swarm targets the dragon's former enemies, but it also randomly attacks other creatures it encounters.

An arcane spellcaster that knows summon swarm can replace it with a 4th-level version of summon swarm that conjures a death butterfly swarm. This spell gains the Evil descriptor.



DERRO FETAL SAVANT

This creature appears to be a blue-skinned infant no older than a year. Its limbs flail and its head lolls with an obvious lack of coordination, and it screams incessantly.

DERRO FETAL SAVANT

CR 7

XP 3,200

CE Tiny monstrous humanoid

Init -5; Senses darkvision 60 ft.; Perception +6

DEFENSE

AC 11, touch 11, flat-footed 11 (+4 cage cover, -5 Dex, +2 size) **hp** 7 (2d10-4)

Fort +2 Ref +5, Will +7

Immune confusion, insanity; SR 21; Vulnerable sunlight

OFFENSE

Speed 5 ft.

Space 2-1/2 ft.; Reach 0 ft.

Special Attack babble, soul exchange

STATISTICS

Str 1, Dex 1, Con 6, Int 6, Wis 5, Cha 20 (see madness below)

Base Atk +2; CMB -5; CMD 0

Feats Ability Focus (babble) Skills Perception +6, Stealth +8; Racial Modifiers +4 Perception

ECOLOGY

Environment underground

Organization solitary (+1 derro), pair (+2 derro), or gathering (3–6 derro/fetal savant)

Treasure none

SPECIAL ABILITIES

- **Babble (Su)** The sight of potential host bodies so excites the fetal savant that, as a free action, it begins to babble and giggle madly and childishly, creating an insanity effect. All sane creatures within 60 ft. of the fetal savant must succeed on a DC 18 Will save (Cha-based) or be affected as though by *confusion* for 1d4 rounds
- This is a sonic, mind-affecting, compulsion effect. Creatures that successfully save cannot be affected by the same fetal savant's babbling for 24 hours.
- **Enchanted Cage (Ex)** The iron bars of the cage that holds the fetal savant provide cover for the creature. The cage has a hardness of 10 and 30 hp and is considered an attended object when borne by a derro. In addition, the cage can absorb up to 20 spell levels of spells 4th level or lower. This spell energy dissipates almost immediately and cannot be retained, collected, or reused in any way.
- **Madness (Ex)** Derro use their Charisma modifiers on Will saves instead of their Wisdom modifiers. They have immunity to confusion and insanity effects. A derro cannot be restored to sanity by any means short of miracle or wish. The racial madness of the derro provides a + 6 bonus to Charisma and a - 6 penalty to Wisdom. A derro restored to sanity gains 6 points of Wisdom and loses 6 points of Charisma.
- **Soul Exchange (Sp)** As a full-round action, the fetal savant can attempt to take control of a creature within 90 ft., forcing an exchange of souls as *magic jar* (CL 10th) but without a



receptacle. The fetal savant can use this power at will. The victim can resist the attack with a successful DC 18 Will save (Cha-based). A creature that successfully saves is immune to the same fetal savant's soul exchange for 24 hours. If the save fails, the fetal savant takes control of the target body and ferociously attacks nearby opponents. As a standard action, the fetal savant can shift from its host body back to its own, as long as it is within range, returning the victim's soul to its own body. If the host body is slain within range, the fetal savant returns to its original body and the victim dies (its soul departs). If the host body is slain out of range or the fetal savant's body is destroyed, both the fetal savant and the victim perish. When trapped in the fetal savant's withered body, the victim is effectively paralyzed and helpless.

Vulnerability to Sunlight (Ex) A derro takes 1 point of Constitution damage for every hour it is exposed to sunlight, and it dies if its Constitution score reaches 0. Lost Constitution points are recovered at the rate of 1/day spent underground or otherwise sheltered from the sun.

Of the madness and insanity that resonates so strongly in derro society, perhaps there is none so twisted as these premature infants, born insane and destined to lead their people further into madness. These derro are known as fetal savants. Only the rarest of derro are born with the rapidly fading, unique ability to exchange souls with other creatures, and when so discovered, the babbling infants are treated with bizarre and maddened reverence. Placed in small, intricately wrought pillowed cages and borne aloft on hooked golden staves, the wild-eyed newborns are carried standard-like behind battle lines to sow madness and confusion among enemy ranks.

Midgard Bestiary for Pathfinder RPG

DEVIL, INK



CR 3

This small devil is black as night and wears a small red hat. A wicked grin flashes black teeth, and the creature nervously wrings its hands, bearing long needle-like claws.

INK DEVIL

XP 800

LE Small outsider (devil, evil, extraplanar, lawful) Init +5; Senses darkvision 60 ft., see in darkness; Perception +6 Aura fear (5 ft., DC 13)

DEFENSE

AC 18, touch 16, flat-footed 13 (+5 Dex, +2 natural, +1 size)

hp 26 (4d10+4 HD) Fort +5, Ref +9, Will +0

Immune fire and poison; Resist acid 10, cold 10 Speed 30 ft.

Melee bite +9 (1d6+1) and 2 claws +9 (1d4)

Special Attacks corrupt scroll, devil's mark, disrupt concentration **Spell-Like Abilities** (CL 4th; concentration +8)

- At will—arcane mark, detect magic, erase, greater teleport (self plus 50 lb. of objects only), invisibility (self only), read magic
- 1/day—*explosive runes* (DC 17), *summon* (level 4, 1d4+1 lemures 40% or 1 ink devil 25%)

STATISTICS

Str 12, Dex 20, Con 12, Int 20, Wis 8, Cha 18

Base Atk +4; CMB +4; CMD 19

Feats Deceitful, Scribe ScrollB, Weapon Finesse

Skills Appraise +9, Bluff +18, Craft (books) +12, Diplomacy +11, Disable Device +9, Disguise +15, Escape Artist +9, Intimidate +6, Knowledge (arcana) +17, Knowledge (history) +6, Knowledge (local) +6, Knowledge (religion) +6, Knowledge (planes) +10, Linguistics +15, Move Silently +6, Perception +6, Sense Motive +7, Use Magic Device +11 (+13 scrolls);
Racial Modifiers +8 Bluff, +8 Knowledge (arcana), +8 Linguistics, +8 Sense Motive

Languages Abyssal, Celestial, Common, Draconic, Infernal; telepathy 120 ft.

ECOLOGY

Environment any, Hell

Organization solitary, pair

Treasure double (especially scrolls and many written documents, including pacts and contracts for souls)

SPECIAL ABILITIES

- **Corrupt Scroll (Su)** An ink devil can corrupt the magic within any scroll by touch. Any such corrupted scroll requires a DC 16 CL check to use successfully. If the check fails, the scroll's spell affects the caster if it is a ranged spell or affects the nearest devil if it is a personal spell.
- **Devil's Mark (Ex)** Ink devils can throw ink from their fingertips as a ranged touch attack. If it hits, the affected creature takes no damage but gains a devil's mark—a black, red, or purple tattoo in the shape of an archduke's personal seal (most often Mammon but sometimes Beelzebub, Asmodeus, Dispater, or others). Any devil's magic performed against the marked creature gains a +4 competency bonus due to the mark, including touch spells, innate spell-like or supernatural



abilities (which increase their save DC by 4), and magic drawn from a scroll or other item by a devil. The mark can be removed only by remove curse (CL 7th), followed immediately by erase (that must make a CL check against a 4th-level caster). In addition, the mark detects as faintly evil and often shifts its position on the body. Paladins, witchfinders, and clerics of an inquisition may consider such a mark proof that a character has made a pact with a devil.

Disrupt Concentration (Ex) Their sharp, shrill tongues and sharper claws make ink devils more distracting than their own combat prowess might indicate. As a swift action, an ink devil can force a single foe to make a DC 16 concentration check or suffer spell failure for a spell cast that round. This is a sonic effect and is Cha-based.

Ink devils are talkers and cowards. They prefer chatting, whining, and pleading to any form of combat. When they are forced to fight, they prefer to hide behind other devils. They force lesser devils, like lemurs, to fight for them while they use greater teleport, invisibility, and their disrupt concentration ability to harry opposing spellcasters.

They often give strangers false gifts, letters of credit, charters, or scholarly papers inscribed with explosive runes to start combat. An ink devil's natural weapons, as well as any weapons it wields, are treated as evil-aligned and lawful-aligned for the purpose of overcoming DR.

Ink devils live in libraries and scriptoria in the hells and related planes. Their speed and keen vision make them excellent accountants, record keepers, translators, and note takers. They cannot be trusted.

Ink devils are roughly humanoid with a small, pursed mouth and long, thin, bony fingers. Their nails resemble quills. Their heads are often bald or fringed with hair in the style of a monastic haircut, and they have two small horns, no larger than the tip of a thumb. Their skin tends toward dark tones, such as walnut, indigo, and black. They often wear robes and red hats.

DEVIL, GILDED



This tall, bronze-complexioned man is abnormally long-limbed and clad in armor of stained and battered coins. His wiry frame is festooned with mismatched bracelets, rings, and necklaces, each gaudier than the last. The easy smile on his face is cold with envy.

GILDED DEVIL

CR 8

XP 4,800

LE Medium outsider (devil, evil, extraplanar, lawful)

Init +2; Senses darkvision 60 ft., see in darkness; Perception +15 DEFENSE

AC 24, touch 12, flat-footed 22 (+6 armor, +2 Dex, +6 natural) **hp** 95 (10d10+40)

Fort +7, Ref +9, Will +9

Immune fire, poison; Resist acid 10, cold 10

OFFENSE

Speed 30 ft.

- **Melee** +2 heavy flail +17/+12 (1d10+8/17–20 plus 1 Wis), or slam +14 (1d4+6)
- Special Attacks betrayal of riches, scourge of avarice, voracious greed
- Spell-Like Abilities (CL 11th; concentration +17)
- At will—detect thoughts (DC 18), greater teleport (self plus 50 lb. of objects only), major image (DC 19), misdirection, polymorph (humanoid form only), suggestion (DC 18)

3/day-dominate person (DC 21), greater scrying (DC 23)

STATISTICS

Str 18, Dex 15, Con 19, Int 17, Wis 14, Cha 22

Base Atk +10; CMB +14; CMD 26

Feats Deceitful, Improved Critical (heavy flail), Power Attack, Skill Focus (Bluff), Weapon Focus (heavy flail)

Skills Appraise +14, Bluff +29, Diplomacy +17, Disguise +8, Knowledge (planes) +16, Perception +15, Sense Motive +15, Sleight of Hand +11, Spellcraft +14, Stealth +10, Use Magic Device +19

- Languages Celestial, Common, Draconic, Infernal; telepathy
- SQ liar's largess, scorn base metals
- Other Gear chainmail made of tainted coins

ECOLOGY

Environment any, Hell **Organization** solitary, pair, or band (3–10)

Treasure double

SPECIAL ABILITIES

Betrayal of Riches (Su) A gilded devil can turn rings, necklaces, and other jewelry against their wearer as a standard action. The devil can affect any visible item of jewelry within 200 ft., twisting nd constricting it into cruel barbs and spikes. The item receives a DC 21 Will save (Cha-based) to avoid this effect. The victim takes 3d6 damage and a possible additional effect based on the item slot targeted.

_	SLOT	SAVE	EFFECT
	Arms or wrists Fort		1d4 Strength damage
	Hand	Fort	1d4 Dexterity damage
	Eyes Reflex		Permanently blinded
	Head	Fort	1d4 Charisma damage
	Feet Reflex	Speed halved for 24 hours	
	Neck Fort		Stunned, unable to breathe for 1 round
	Other slot	-	No additional effect

An item is treated as jewelry if it is made of a precious material (such as silver, gold, ivory, and adamantine), adorned with gems, or both, and is worth at least 100 gp. All save DCs are Cha-based.

- Liar's Largess (Su) A gilded devil has influence over the recipient of a gift for as long as that creature retains the gift. The recipient receives a -2 penalty on saving throws against the gilded devil's abilities and a further -10 penalty against scrying attempts made by the gilded devil. A successful *remove curse* or *break enchantment* against CL 11th removes this effect.
- Scorn Base Metals (Su) A gilded devil's attacks ignore any armor or shield bonus provided by armor made of bronze, iron, steel, or similar metals. Armor and shield bonuses provided by valuable metals such as adamantine, mithral, and gold apply, as do bonuses provided by non-metallic objects or cold iron.

Scourge of Avarice (Su) As a free action, a gilded devil wearing jewelry worth at least 1,000 gp can reshape it into a +2 heavy flail. A creature struck by this jeweled flail takes 1 point of Wisdom damage, in addition to normal weapon damage. The flail reverts to its base components 1 minute after it leaves the devil's grasp, or upon the gilded devil's death.
Voracious Greed (Ex) As a standard action, a gilded devil can consume precious metals or gems worth up to 1,000 gp. For each 200 gp consumed, it heals 5 hp of damage. A gilded devil can use this ability against the worn items of an opponent by pinning a foe and succeeding at an opposed grapple check. Magical or attended items receive a DC 19 Reflex save (Con-based) to avoid being consumed.

Rarely seen in their natural form outside of Hell, gilded devils are the servitors of Mammon, archdevil of wealth. They tempt and corrupt with promises of wealth, power, and fame, twisting mortal greed into unforgivable damnation. Gilded devils prefer unassuming appearances, molding their flesh and gaudy trappings to make themselves look the parts of wise advisors, canny merchants, or sly confidants. Followers of Mammon can summon a gilded devil with the *summon monster VII* spell.

DIRE WEASEL



CR 2

This brown-furred creature's slender body bounds forth in a loping gate, mouth open wide and filled with dozens of sharp teeth.

DIRE WEASEL

XP 600

N Medium animal

Init +4; Senses low-light vision, scent; Perception +5

DEFENSE

AC 16, touch 14, flat-footed 12 (+4 Dex, +2 natural) **hp** 13 (3d8)

Fort +3, Ref +7, Will +2

OFFENSE

Speed 40 ft.

Melee bite +6 (1d6+3)

STATISTICS

Str 14, Dex 19, Con 10, Int 2, Wis 12, Cha 11

Base Atk +2; **CMB** +4 (+12 grapple); **CMD** 18 (22 vs. trip) **Feats** Stealthy, Weapon Finesse

Skills Climb +6, Escape Artist +6, Perception +5, Stealth +10 ECOLOGY

-

Environment temperate forests and hills **Organization** solitary, pair, or sneak (3–10)

Treasure none

SPECIAL ABILITIES

Attach (Ex) A dire weasel automatically latches onto its target with a successful bite attack. The dire weasel is considered grappling, but the target is not. The target can attack or grapple the dire weasel as normal or, alternatively, break the grapple with a successful grapple or Escape Artist check. A dire weasel has a +8 racial bonus to maintain a grapple.

Blood Drain (Ex) Dire weasels drain blood each round they remain attached, inflicting 1 point of Strength and Constitution damage.

Usually brown or tawny with a white underside, dire weasel's coats can run the gamut from fully white to deep black, some have a hodgepodge of colors to their coats like a calico cat. Though typically found in temperate regions, some have been found in faraway lands. In the wild, dire weasels are most active in the warm months and go to den during winters. Keen hunters, dire weasels track their prey by scent. It doesn't bode well to have a dire weasel on one's trail. Voracious eaters, dire weasels prey on all manner of small animals and even small and medium humanoids. Dire weasels mostly enjoy grubs, sometimes passing up other readily available foods to root for exceptionally plump specimens. A dire weasel digging for grubs can ruin the ground, making them a true nuisance for farmers and groundskeepers.

Kobolds use dire weasels for many purposes. They serve as mounts, companions, hunting beasts, and even sport fighters. Fond of their kobold companions, when used as mounts and spurred into combat, they wade into battle, eagerly rocketing forth into the fray. Like a wolf pack or gang of thugs, dire weasels work together to take down one enemy at a time.

Kobolds run competitive fighting tournaments and the ring gets soaked with blood from these furious fights. Kobolds gamble on the dire weasels and rarely does an entrant to one of these brawls emerge scotfree. The relationship between kobolds and weasels is long running, and many believe dire weasels are the result of kobold breeding practices. Kobolds shell out large sums of gold and treasure to claim a pup from the litter of two well-bred weasels.

Dire weasel trainers begin their work before the weasel pup's eyes are even open, talking to them, exposing them to their scent, and petting the baby dire weasel. Dire weasels trained by kobolds often train their noses to be able to easily detect elves or gnomes. The weasels treat these two races with more hostility than any other humanoids.

Dire Weasel Companions

Starting Statistics: Size Small; **Speed** 40 ft.; **Attack** bite (1d4); Ability Scores Str 12, Dex 17, Con 10, Int 2, Wis 12, Cha 11; **Special Qualities** low light vision, scent; **Special Attacks** attach, blood drain

4th-Level Advancement: Size Medium; **Attack** (1d6); AC +2 natural armor; **Ability Scores** Str +2, Dex +2, Con +2.

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Dogmole d

This mole-like creature is the size of a large dog, but its thick, barrelshaped body looks as heavy as a full-grown dwarf. A ring of tentacles sprouts above a mouth dominated by spade-like incisors. It has no visible ears and possesses only tiny, cataract-filled eyes, but it seems to sense its environment nonetheless.

DOGMOLE

CR 2

XP 600 N Medium animal

Init +7; Senses blindsight 30 ft., scent; Perception +2

DEFENSE

AC 16, touch 13, flat-footed 13 (+3 Dex, +3 natural) hp 19 (3d8+6) Fort +7, Ref +6, Will +2

Fort +7, Ref +6, Will +2

OFFENSE

Speed 30 ft., burrow 10 ft., swim 10 ft. **Melee** bite +4 (1d6+2) and 2 claws -1 (1d4+2) **Space** 5 ft.; **Reach** 5 ft.

Special Attacks wormkiller rage

STATISTICS

Str 14, Dex 17, Con 15, Int 2, Wis 12, Cha 10 Base Atk +2; CMB +4; CMD 15 Feats Great Fortitude, Improved Initiative Skills Survival +2, Perception +2, Swim +3

ECOLOGY

Environment temperate underground **Organization** solitary or labor (2–8) **Treasure** none

SPECIAL ABILITIES

- **Burrow (Ex)** Dogmoles cannot burrow into solid rock, but they can move through softer material like soil or loose rubble, leaving a usable tunnel 5 ft. in diameter.
- Wormkiller Rage (Ex) Wild dogmole packs are famed for their battles against monsters in the dark caverns of the world. If it draws blood against a vermin, purple worm, carrion crawler, or other underground invertebrate, the dogmole gains a +4 bonus to Strength and Constitution but suffers a -2 penalty to AC. The wormkiller rage lasts for a number of rounds equal to 1+ its Constitution modifier (minimum 1 round). It cannot end the rage voluntarily while the creatures that sent it into a rage still live.

The Ironcrag dwarves domesticated many subterranean creatures, among them a breed of giant talpidae commonly called dogmoles. Energetic and obedient, dogmoles pull ore-trolleys through mines, sniff out toxic gases and polluted waters, and help dig out trapped miners. Dogmoles are renowned for their ability to detect imminent cave-ins and burrowing monsters, making them welcome companions in the depths. Outside the mines, dogmoles serve as pack animals, guard beasts, and bloodhounds.

Derro also use dogmoles, but such creatures are scarred and brutalized savages, barely controllable even by their handlers.


DOGMOLE JUGGERNAUT

Hide armor and scraps of mail are nailed onto this scarred and tattooed mole-like beast. A ring of tentacles sprouts above its mouth, which is dominated by spade-like incisors. The beast has no visible ears and possesses only tiny cataract-filled eyes. Blood and foam fleck from its tentacles maw.

DOGMOLE JUGGERNAUT

CR 6

XP 2,400

N Large animal

Init +6; Senses blindsight 30 ft., scent; Perception +2

DEFENSE

AC 20, touch 11, flat-footed 18 (+4 armor, +2 Dex, +5 natural, -1 size)

hp 85 (9d8+45)

Fort +13, Ref +8, Will +3

OFFENSE

Speed 30 ft., burrow 10 ft., swim 10 ft. **Melee** bite +13 (1d8+8) and 2 claws +10 (2d6+4)

Space 10 ft., Reach 10 ft.

Special Attacks ferocity, wormkiller rage

STATISTICS

Str 26, Dex 14, Con 20, Int 2, Wis 10, Cha 2

Base Atk +6; CMB +15; CMD 27 Feats Great Fortitude, Improved Bull Rush, Improved Initiative,

Power Attack

Skills Climb +9, Escape Artist +4, Perception +2, Survival +4 ECOLOGY

Environment temperate underground **Organization** solitary

Treasure none

SPECIAL ABILITIES

Burrow (Ex) Dogmole juggernauts cannot burrow into solid rock, but they can move through softer material like soil or loose rubble, leaving a usable tunnel 10 ft. in diameter.

Ferocity (Ex) Dogmole juggernauts continue to fight without penalty even while disabled or dying.

Powerful Build (Ex) A dogmole juggernaut is treated as one size larger if doing so is advantageous to it (such as during grapple checks, bull rush attempts, and trip attempts, but not for the purposes of squeezing or AC).



Wormkiller Rage (Ex) Wild dogmole juggernaut packs are famed for their battles against the monsters of the dark caverns of the world. If it draws blood against a vermin, purple worm, or other underground invertebrate, the dogmole juggernaut gains a +4 bonus to Strength and Constitution but suffers a -2 penalty to AC.The wormkiller rage lasts for a number of rounds equal to 1+ its Constitution modifier (minimum 1 round). It cannot end the rage voluntarily while the creatures that sent it into a rage still live.

What the derro have done with certain breeds of dogmole almost defies description. Brutalized from birth and hardened by scarification, foul drugs, and warping magics, the dogmole juggernaut is barely recognizable as a relative of its smaller kin. A furless mass of muscle, scar tissue, and barbed piercings clad in haphazard barding, a dogmole juggernaut stands 7 ft. tall at the shoulder and stretches 9–12 ft. long. Its incisors are the length of shortswords.

Derro use dogmole juggernauts as mounts and improvised siege engines, smashing through bulwarks and breaking up dwarf battle lines. When not at war, derro enjoy pitting rabid juggernauts against one another in frenzied gladiatorial combats.

DOPPELRAT



CR 1

This rat startles upon detection. Within seconds, the one rat becomes four, and then the four quickly multiply into sixteen rats.

DOPPELRAT

XP 400

N Tiny magical beast

Init +2; Senses darkvision 60 ft., low-light vision, scent; Perception +1

DEFENSE

AC 14, touch 14, flat-footed 12 (+2 Dex, +2 size) **hp** 11 (2d10)

Fort +3, Ref +5, Will +1

OFFENSE

Speed 15 ft., climb 15 ft., swim 15 ft.

Melee bite +6 (1d3-4)

Special Attacks arcane mitosis, disease

STATISTICS

Str 2, Dex 15, Con 11, Int 2, Wis 13, Cha 2

Base Atk +2; CMB +2; CMD 8

Feats Weapon Finesse

Skills Acrobatics +2 (+6 jump), Climb +10, Stealth +19, Swim +10; Racial Modifiers +4 Stealth, uses Dex for Climb and Swim

ECOLOGY

Environment any temperate

Organization solitary or pair

Treasure none

SPECIAL ABILITIES

Arcane Mitosis (Su) A doppelrat under duress creates clones of itself at the beginning of its turn. Each round for 4 rounds, the number of live doppelrats quadruples but never exceeds 20. Each duplicate appears in the same square as any other rat, can take a move or standard action the round it appears, and has 1/4 the main rat's current hp (minimum 1). After the last multiplication of rats, all surviving clones perish in 8 rounds. If the original doppelrat dies, its arcane mitosis ends, but the clones remain for 8 rounds. A doppelrat may not use this ability until 10 minutes have passed from the previous use.

Disease (Ex) Degenerate cloning—injury; save Fort DC 11; onset 1 day; frequency 1/day; effect 1d3 Str damage, 1d3 Con damage, and the victim becomes shaken for 1 hour (Will DC 11); cure 2 consecutive saves. Doppelrats created through arcane mitosis can also transmit this disease.

The result of clone gone awry, a doppelrat uses short-lived duplicates to overwhelm its competitors. An easy battle against a single rat soon spirals out of control as the rat clones itself into a swarm and hides while combat rages.

Rat-bitten survivors suffer from a frightening disease, sloughing off a stillborn clone each day as their own vitality fades. Clones created by the disease cannot be raised from the dead in any manner.

Doppelrats settle in large city alleys and sewers after they

have killed off or driven out their normal cousins and natural predators. A cat that has survived an encounter with a doppelrat avoids any other doppelrats it comes across. The rats have an instinctual sense for others of their kind; helpful, since litters born to doppelrat parents produce only 1 such creature out of 10. The rest provide sustenance for their parents and siblings.

The creatures have a straightforward method of combat: spawn as many clones as it can, and then escape while the copied rats swarm their opponent. By succeeding at a Perception check opposed by the doppelrat's Stealth check, a character can discern the original from all the clones.

In cities with known doppelrat lairs, magistrates hire spellcasters to scour alleys and sewers and quickly obliterate any rats they find. Less than scrupulous spellcasters who manage to capture a live doppelrat have used this to their advantage by promising to rescue the town from the explosion of rats for an exorbitant fee. Terrifying rumors of a dire doppelrat have never been substantiated.



DRAGON, CAVE

Its eyeless head swings from side to side in the narrow corridor as darkness creeps from its strange eel-like hide, spreading like ink in water and snuffing out even magical lights.

CAVE DRAGON

NE dragon (earth)

BASE STATISTICS

CR 3; Size Tiny; Hit Dice 4d12

Speed 40 ft., 20 ft. burrow; earth glide

Natural Armor +6; **Breath Weapon** cone, poison 1d6 Strength damage (+1/age category); sonic 2d6 sonic.

Str 16 Dex 12 Con 18 Int 10 Wis 12 Cha 13

ECOLOGY

Environment any underground

Organization solitary or pair

Treasure double

SPECIAL ABILITIES

- **Blindsense (Ex)** Cave dragons can pinpoint creatures within a distance of 180 ft. Opponents the cave dragon can't actually see still have total concealment against the dragon.
- **Breath Weapon (Su)** A cave dragon breathes one of two different types: a cone of pure black poison and a cone of invisible sonic energy that stuns foes. Creatures within the poison cone suffer the damage shown and must succeed on a Fortitude save (DC 10 + 1/2 HD + its Constitution modifier) or take 1d6 Strength damage (plus 1 Str/age category of the dragon). The sonic blast causes damage and stuns those it strikes for 1 round if the victim fails a Fortitude save. The dragon only breathes one of these types each time it uses its breath weapon.
- **Darkness Aura (Ex)** An adult or older cave dragon can generate an aura of darkness in a 10-ft.diameter. This range increases by 10 ft./age category greater than adult. This is always centered on the dragon itself and prevents normal vision, darkvision, and even lifesense from working. Blindsense functions normally. Light spells cast into the area must overcome the dragon's SR +4, or they fail.
- **Earth Glide (Su)** A young or older cave dragon glides through stone, dirt, or any sort of earth except metal as easily as a fish swims through water. Its burrowing leaves behind no tunnel or hole, nor does it create any ripple or other signs of its presence. Move earth cast on an area containing a burrowing cave dragon flings the dragon back 30 ft., stunning the creature for 1 round unless it succeeds on a DC 15 Fortitude save.

Immunities (Ex) Cave dragons are immune to sonic and acid attacks as well as to sleep effects.

Ruff Spikes (Ex) As a free action, a cave dragon can block movement within 5 ft. of its body, keeping enemies at bay using its many feelers and spikes.

Shadow Armor (Su) An old cave dragon gains a layer of flaky black scale that grants a +6 armor bonus and absorbs all force attacks.

- **Spell-Like Abilities (Sp)** Wyrmling cave dragons gain the ability to cast *darkness* 3/day. Juvenile cave dragons gain the ability to cast *deeper darkness* 3/day.
- **Spells** A young cave dragon casts spells as a divine caster of 1st level. This improves to 11th level by the time they reach the old category. They may choose two domains from Darkness, Destruction, Earth, Evil, and Knowledge.

Cave dragons advance like other true dragons. (Details can be found in the dragon entry in the *Pathfinder Roleplaying Game Bestiary*.)

CAVE DRAGON ABILITIES BY AGE

Age	Special	Caster Level	SR
Wyrmling	Darkness		
Very young	Ruff spikes		
Young	Earth glide	1st	15
Juvenile	Deeper darkness	3rd	16
Young adult	DR 5/good	5th	17
Adult	Darkness aura	7th	18
Mature adult	DR 10/good	9th	20
Old	Shadow armor	11th	22

CR 7

YOUNG CAVE DRAGON

XP 3,200

NE Medium dragon (earth) Init +1; Senses blindsense 180 ft.; Perception +10

DEFENSE

AC 22, touch 10, flat-footed 22 (+12 natural)

hp 100 (8d12+48)

Fort +12, Ref +6, Will +8

Immune acid, paralysis, sleep, sonic; SR 15

OFFENSE

Speed 40 ft., burrow 20 ft.; earth glide

Melee bite +15 (2d6+10), 2 claws +13 (1d6+3), and 2 wings +13 (1d4+3)

Special Attacks breath weapon (30 ft. cone, poison DC 20, 1d6+3 Strength damage; sonic 6d6 sonic), ruff spikes, spells Spell-Like Abilities (CL 8th; +3 concentration)

3/day—darkness

Spells Prepared (CL 1st; +3 concentration)

1st— cure light wounds, deathwatch, protection from good

0—bleed (DC 12), detect magic, mending, read magic

Domains evil, knowledge

STATISTICS

Str 24 Dex 10 Con 22 Int 12 Wis 14 Cha 15

Base Atk +8; CMB +15; CMD 25 (29 vs. trip)

Feats Cleave, Improved Natural Attack (bite), Multiattack, Power Attack

Skills Bluff +10, Climb +15, Diplomacy +10, Intimidate +10, Knowledge (dungeoneering) +11, Knowledge (local) +10, Linguistics +7, Perception +10, Sense Motive +10, Stealth +15, Survival + 9; Racial Modifiers +4 Climb, +4 Stealth Languages Draconic, Undercommon

ADULT CAVE DRAGON

CR <u>11</u>

XP 12,800

NE Large dragon (earth)

Init -1; Senses blindsense 180 ft.; Perception +18

DEFENSE

AC 30, touch 9, flat-footed 30 (+21 natural, -1 size)

hp 203 (14d12+112)

Fort +17, Ref +9, Will +13

Defensive Abilities darkness aura; DR 5/good; Immune acid, paralysis, sleep, sonic; SR 18

OFFENSE

Speed 40 ft., burrow 20 ft.; earth glide

Melee bite +23 (2d8+10), 2 claws +21 (1d8+5), 2 wings +21 (1d6+5), and 1 tail slap +21 (1d8+5)

- Special Attacks breath weapon (40 ft. cone, poison DC 25, 1d6+6 Strength damage; sonic 12d6 sonic), ruff spikes
- Spell-Like Abilities (CL 14th)

3/day—darkness, deeper darkness

Spells Prepared (CL 7th, +11 concentration)

4th—cure critical wounds, death ward, divination

3rd—cure serious wounds, dispel magic, invisibility purge, speak with dead

- 2nd—cure moderate wounds, deathwatch, detect thoughts (DC 16), hold person (DC 16), silence
- 1st—comprehend languages, cure light wounds, deathwatch, doom (DC 15), entropic shield, protection from good
- 0-bleed (DC 14), detect magic, mending, read magic
- Domains evil, knowledge

Space 10 ft.; Reach 10 ft.

STATISTICS

Str 30 Dex 8 Con 26 Int 16 Wis 18 Cha 19

- Base Atk +14; CMB +24 (+26 for Bull Rush); CMD 33 (37 vs. trip)
- Feats Awesome Blow, Cleave, Improved Bull Rush, Improved Natural Attack (bite), Lightning Reflexes, Multiattack, Power Attack

Skills Bluff +18, Climb +18, Diplomacy +18, Intimidate +18, Knowledge (dungeoneering) +19, Knowledge (local) +18, Linguistics +15, Perception +18,

Sense Motive +12, Stealth +20, Survival +17; **Racial Modifiers** +4 Climb, +4 Stealth

Languages Draconic, Undercommon

A cave dragon is always hungry and ready to eat absolutely everything. While they do speak Undercommon and a debased form of Draconic, they do so rarely-generally only when bargaining for food. They occasionally act as mercenaries in the eternal warfare between the races of the deep earth. A hungry cave dragon uses its long-range darkvision to spot prey long before they notice it, creating zones of darkness or deeper darkness. Ruff spikes seal the passage around it, denying foes any chance of outflanking it. Their wings have withered away to little more than another set of limbs, useful to rush down tunnels. They are barely able to fly, and the effort it requires makes them clumsy fliers at best. Earth glide lets them attack from unexpected directions.

Eyeless creatures, they have long feeler-like spikes that help them navigate through tunnels. Their vestigial wings serve as an additional set of legs, and their narrow snouts pokes into narrow passages that their tongues scour free of bats and vermin. They are entirely creatures of hunger although quite intelligent. A cave dragon can be bribed with food as easily as with gold. They claim entire cavern systems as their own.

Cave dragons are especially fond of bones and items with strong taste or smell. They devour undead, plant creatures, or anything organic. When feeding, they treat all nearby creatures as a threat. Limited food deep underground means fewer age categories. The eldest die of starvation. A few escape to the surface, but lack of flight and sunlight weakness means that they are at a terrible disadvantage.

Cave dragon coloration darkens with age, but always provides good camouflage against stone: white like limestone, yellow, muddy brown, then black at adult and older categories. Mature adult and old cave dragons sometimes fade to grey again. Stories that claim cave dragon scales are invisible to darkvision are unfounded, but they are said to be an important element in fuligin dyes.

Cave dragons have no permanent society. They gather each year or each decade (no one is sure) to mate and to protect their eggs at certain spawning grounds. There, the oldest cave dragons retreat to die in peace. Wild legends claim that enormous treasures are heaped up in these ledges, abysses, and other inaccessible locations. Large vertical chimneys seem popular as nesting sites. Cave dragons often befriend derro and occasionally work with drow against the darakhul.



DRAGON, MITHRAL

Light glints off the dragon's mirror glossy scales, shining silver-white. Its narrow head, with bare slits for its eyes and nostrils, ends in a slender neck. The dragon's sleek look continues into its body, which widens to slightly less than twice the width of its neck before tapering into a long tail.

MITHRAL DRAGON

N dragon (earth)

BASE STATISTICS CR 6; Size Small; Hit Dice 7d12

Speed 50 ft.

Natural Armor +6; Breath Weapon line, 2d8 damage Str 13, Dex 16, Con 13, Int 14, Wis 15, Cha 14

ECOLOGY

Environment any

Organization solitary

Treasure triple

SPECIAL ABILITIES

- **Blindness Aura (S**u) Old and older mithral dragons can shift their gleaming scales to blind and disorient opponents. Any creature within 5 ft. of the dragon must make a Fortitude save or be blinded and confused for 1 round. An ancient dragon's aura extends out to 10 ft. For great wyrm mithral dragons, those opponents that fail their saves are blinded and confused for 1d6 rounds. The DC of this save is equal to the dragon's breath weapon. A mithral dragon can suppress or activate this aura at will as a free action.
- **Breath Weapon (Su)** A mithral dragon can fire a line of mithral shards that deal piercing and slashing damage. These shards count as cold iron, good, and silver for purposes of overcoming DR. At young age, a mithral dragon's shards deal bleed damage equal to half its HD in addition to the normal damage. This bleed damage is not halved with a successful saving throw. At young adult age, these shards additionally count as adamantine for purposes of overcoming DR. These shards dissolve into wisps of smoke 1 round after the breath weapon's use.
- **Fortification (Su)** Young adult or older mithral dragons have a 25% chance of negating critical hits or sneak attacks; 50% for very old or older mithral dragons; great wyrm mithral dragons are immune to critical hits and sneak attacks.
- **Perfect Flight (Ex)** A young or older mithral dragon's maneuverability is one step better than normal.
- **Razor Claws (Ex)** A mithral dragon's claws are exceptionally sharp. Whenever a mithral dragon makes a successful attack with its claws, it deals bleed damage. The amount of bleed damage a creature takes depends on age category.
- Spell-Like Abilities (Su) A mithral dragon gains the following spell-like abilities, usable at will upon the listed age category. Very young—mage armor; juvenile—bull's strength; adult dispel magic; old—dimension door; ancient—break enchantment; great wyrm—true seeing.

Mithral dragons advance like other true dragons. (Details can be found in the dragon entry in the *Pathfinder Roleplaying Game Bestiary*.)



MITHRAL DRAGON ABILITIES BY AGE

Age Category	Special Abilities	Caster Level	
Wyrmling	bleed, immunity to acid and sonic	-	
Very young	bleed, mage armor	-	
Young	bleed, perfect flight	1st	
Juvenile	bull's strength, evasion	3rd	
Young Adult	bleed, DR 5/magic, fortification 25%	5th	
Adult	dispel magic, frightful presence	7th	
Mature Adult	DR 10/magic	9th	
Old	bleed, blindness aura, dimension door	11th	
Very Old	DR 15/magic, fortification 50%	13th	
Ancient	break enchantment, improved evasion	15th	
Wyrm	DR 20/magic	17th	
Great wyrm	bleed, immune to critical hits, true seeing 19th		

ADULT MITHRAL DRAGON CR 14

XP 38,400

N Large dragon (earth)

- Init +5; Senses blindsense 60 ft., darkvision 120 ft., dragon senses, low-light vision; Perception +25
- Aura frightful presence (180 ft., DC 23)

DEFENSE

AC 31, touch 10, flat-footed 30 (+1 Dex, +21 natural, -1 size) **hp** 195 (17d12+85)

Fort +15, Ref +13, Will +15

Defensive Abilities evasion, fortification 25%; DR 5/magic; Immune acid, paralysis, sleep, sonic

OFFENSE

Speed 50 ft., fly 200 ft. (average)

Melee bite +25 (2d8+8), 2 claws +24 (2d6+8 plus 6 bleed), 2 wings +19 (1d8+4), tail slap +19 (2d6+4)

Space 15 ft.; Reach 15 ft. (20 ft. with bite)

Special Attacks breath weapon (100-ft. line, 12d8 damage, Reflex half DC 23, usable every1d4 rounds), crush, razor claws

Spell-Like Abilities (CL 17th; concentration +22)

At will-bull's strength, dispel magic, mage armor

Spells Known (CL 7th; concentration +12)

- 3rd (5/day)—haste, protection from energy
- 2nd (7/day)— cat's grace, fog cloud, glitterdust (DC 17)
- 1st (8/day)—charm person (DC 16), expeditious retreat, magic missile, true strike, unseen servant
- 0—acid splash, arcane mark, daze (DC 15), detect magic, light, mage hand, read magic

STATISTICS

Str 27, Dex 12, Con 21, Int 20, Wis 21, Cha 20

- Base Atk +17; CMB +26; CMD 37 (41 vs. trip)
- Feats Combat Reflexes, Flyby Attack, Hover, Improved Initiative, Improved Vital Strike, Lightning Reflexes, Power Attack, Vital Strike, Weapon Focus (bite)
- Skills Acrobatics +11 (+19 when jumping), Appraise +18, Bluff +19, Diplomacy +20, Fly +17, Knowledge (arcana) +20, Knowledge (dungeoneering) +16, Knowledge (geography) +15,

Knowledge (history) +18, Knowledge (nature) +20, Knowledge (nobility) +18, Knowledge (planes) +13, Perception +25, Sense Motive +25, Spellcraft +25, Use Magic Device +22

Languages Celestial, Common, Draconic, Giant, Infernal, Terran

SQ perfect flight

ANCIENT MITHRAL DRAGON

XP 204,800

N Gargantuan dragon (earth)

Init +4; Senses blindsense 60 ft., darkvision 120 ft., dragon senses, low-light vision; Perception +35

Aura blindness aura (10 ft., DC 23), frightful presence (180 ft., DC 23)

CR 19

DEFENSE

AC 39, touch 6, flat-footed 39 (+33 natural, -4 size) **hp** 337 (25d12+175)

Fort +21, Ref +16, Will +21

Defensive Abilities fortification 50%, improved evasion; **DR** 15/magic; **Immune** acid, paralysis, sleep, sonic

OFFENSE

Speed 50 ft., fly 250 ft. (poor) **Melee** bite +34 (4d8+12), 2 claws +33 (4d6+12 plus 8 bleed), 2 wings +28 (2d8+6), tail slap +28 (4d6+6)

Space 20 ft.; Reach 20 ft. (25 ft. with bite)

Special Attacks breath weapon (120-ft. line, 20d8 damage, Reflex half DC 29, usable every1d4 rounds), crush, razor claws, tail sweep

Spell-Like Abilities (CL 25th; concentration +32)

At will—break enchantment, bull's strength, dimension door, dispel magic, mage armor

Spells Known (CL 15th; concentration +22)

- 7th (5/day)—forcecage, limited wish
- 6th (7/day)—acid fog, antimagic field, guards and wards
- 5th (7/day)—dismissal (DC 22), polymorph, telekinesis (DC 22), teleport
- 4th (7/day)—charm monster, scrying, stoneskin, wall of fire
- 3rd (8/day)—haste, keen edge, lightning bolt (DC 20), protection from energy
- 2nd (8/day)—cat's grace, fog cloud, glitterdust (DC 19), invisibility, mirror image
- 1st (8/day)—charm person (DC 18), expeditious retreat, magic missile, true strike, unseen servant
- 0—acid splash, arcane mark, daze (DC 17), detect magic, ghost sound, light, mage hand, read magic, resistance

STATISTICS

Str 35, Dex 10, Con 25, Int 24, Wis 25, Cha 24

Base Atk +25; CMB +41; CMD 51 (55 vs. trip)

- Feats Awesome Blow, Combat Expertise, Combat Reflexes, Flyby Attack, Hover, Improved Bull Rush, Improved Initiative, Improved Lightning Reflexes, Improved Vital Strike, Lightning Reflexes, Power Attack, Vital Strike, Weapon Focus (bite)
- Skills Acrobatics +20 (+28 when jumping), Appraise +32, Bluff +30, Diplomacy +32, Fly +18, Knowledge (arcana) +35, Knowledge (dungeoneering) +26, Knowledge (geography)

- +24, Knowledge (history) +30, Knowledge (nature) +30, Knowledge (nobility) +28, Knowledge (planes) +22, Perception +35, Sense Motive +35, Spellcraft +35, Use Magic Device +26
- Languages Auran, Celestial, Common, Draconic, Elven, Giant, Infernal, Terran

SQ perfect flight

Languages Draconic, Undercommon

Relatively small wings press almost flush against the dragon's body, but they spread quickly like a fan to expose paper-thin membranes. In whole, the dragon's impossibly thin frame makes it look extremely fragile. Despite its fragile appearance, a mithral dragon is anything but. Rather, a mithral dragon is one of the most difficult true dragon breeds to kill.

Mithral dragons are diplomats and arbitrators by temperament (some dragons cynically call them referees). Among all dragons, their strict neutrality and ability to ignore many attacks make them particularly well suited to these often-unappreciated roles.

DRAGONLEAF TREE

The dragon-headed leaves of this oak tree rustle despite the lack of wind, betraying a hint of draconic power.

DRAGONLEAF TREE

XP 6,400

N Large plant

Init +4; Senses low-light vision; Perception +12

DEFENSE

AC 21, touch 13, flat-footed 21 (+4 deflection, +8 natural, -1 size) hp 133 (14d8+70) Fort +13, Ref +4, Will +7

DR 5/magic; Immune plant traits, see below; SR 20

Weaknesses see below

OFFENSE

Speed 5 ft.

Melee slam +12 (1d6+4/19–20 plus bleed)Ranged leaves +9 (1d8/19–20 plus bleed)Space 10 ft.; Reach 10 ft.Special Attacks bleed (1d6), breath weapon

STATISTICS

Str 16, Dex 10, Con 19, Int 3, Wis 12, Cha 17
Base Atk +10; CMB +14; CMD 28
Feats Improved Critical (slam), Improved Initiative, Iron Will, Point Blank Shot,

Power Attack, Skill Focus (Stealth), Toughness Skills Perception +12, Stealth +15;

Racial Modifiers +4 Perception

SQ loyal to dragon master

ECOLOGY

Environment any forest **Organization** solitary, pair, or grove (3–8)

Treasure none SPECIAL ABILITIES

Breath Weapon (Ex)

A dragonleaf tree can issue forth a breath weapon from its leaves appropriate to the dragon it honors. The tree can do this 2/day, and once expended, this ability must be recharged by an old (or older) dragon with a use of its own breath weapon. (The maximum number of charges it can hold is 2.) The creature's breath weapon deals 14d6 damage (DC 21 Reflex save for half damage). A black, copper, or green tree breathes a 60-ft. line of acid; a blue or bronze tree breathes a 60-ft. line



CR 9



of electricity; a brass, gold, or red tree breathes a 30-ft. cone of fire; and a silver or white tree breathes a 30-ft. cone of cold.

- **Immunities (Ex)** A dragonleaf tree enjoys the same immunities as its progenitor. Black, copper, and green trees are immune to acid; blue and bronze trees are immune to electricity; brass, gold, and red trees are immune to fire; and silver and white trees are immune to cold.
- Loyal to Dragon Master (Su) A dragonleaf tree only follows commands from its designated master (or from any creatures the master grants control to). It gains a +8 morale bonus to Will saves against any charm or compulsion spell or effect. Additionally, the tree has a +8 morale bonus to resist any Bluff, Diplomacy, or Intimidate checks made to influence it to act against its masters.
- Weaknesses (Ex) Dragonleaf trees with immunity to fire also have vulnerability to cold, and trees with immunity to cold have vulnerability to fire.

One does not need much proof of a dragon's arrogance. In the Dragon Empire, this is especially true where they have cultivated groves of dragonleaf trees. The finest druidic minds crafted these magnificent plants, and once they accomplished their masterpiece, they were slaughtered, so none would learn the secret of dragonleaf tree creation.

While most groves consist of only one type of dragonleaf tree, rarely a dragon gifts a tree to cement a pact or as a show of fealty. The dragon giving the tree relinquishes command of the

> plant as part of the deal. (The plant is too dim to remember anything that happens around it, so it makes an ineffective spy anyway.) The practice of gifting a dragonleaf tree accounts for mixed groves belonging to especially powerful dragon lords. Dragonleaf trees use fairly

simple tactics to deter potential intruders. They remain motionless or allow the breeze to jostle their leaves to appear inconspicuous. (Characters can use the better of their Perception or Sense Motive skills to determine the tree's untreelike behavior.) Once enough targets enter the grove, the trees fire razor sharp leaves at or breathe on their targets, adjusting their position to make better use of their weapons.

Dragonleaf trees live up to 1,000 years. They stand 15 ft. tall and weigh 3,000 lb., but ancient specimens can reach heights of 45 ft. tall. Growing a new dragonleaf tree requires a cutting from an existing tree at least half a century in age, which the tree's master imbues with its power, sacrificing the use its breath weapon for a month. While this time barely registers on a dragon's whole lifespan, it still carefully considers the creation of a new tree in fear of others discovering its temporary loss of power.

Midgard Bestiary for Pathfinder RPG

DRAKE, CORAL



Swimming upright, this creature seemingly peels itself from the vibrant seascape before striking with needle-thin claws, shredding teeth, and a wickedly curved stinger.

CORAL DRAKE

CR 8

XP 4,800

NE Medium dragon (aquatic)

Init +6; Senses darkvision 60 ft., low-light vision; Perception +15 DEFENSE

AC 22, touch 13, flat-footed 19; (+2 Dex, +1 dodge, +9 natural) hp 115 (11d12+44)

Fort +11, Ref +9, Will +8

Defensive Abilities camouflage; Immune paralysis, poison,

sleep; Resist cold 10

OFFENSE

Speed 30 ft., swim 60 ft.

Melee bite +15 (1d6+4), 2 claws +15 (1d4+4), sting +15 (1d4+4 plus poison)

Special Attacks breath weapon, poison

STATISTICS

Str 19, Dex 15, Con 18, Int 10, Wis 13, Cha 10

Base Atk +11; CMB +15; CMD 27

Feats Combat Reflexes, Dodge, Improved Initiative, Lunge, Power Attack, Swim-By Attack

Skills Bluff +14, Diplomacy +9, Intimidate +14, Knowledge (nature) +8, Perception +15, Stealth +16, Survival +9, Swim +21; Racial Modifiers +12 Stealth, +8 Swim

Languages Aquan, Common, Draconic

SQ camouflage

ECOLOGY

Environment warm oceans

Organization solitary

Treasure double

SPECIAL ABILITIES

Breath Weapon (Su) Coral drakes nurture their offspring in specialized throat sacks. They can pressurize these sacks to spew forth a 15-ft. cone of its spawn. Any creatures in this area take 6d4 damage from thousands of tiny bites. In addition, all creatures in the area become nauseated for 1 round (Fort DC 19, Con-based). A coral drake can use its breath weapon every 1d4 rounds since the creature must siphon its young back into its throat sack before expelling them again.

Camouflage (Su) A coral drake's coloration and shape lend to its stealth. For 10 rounds/day, a coral drake can shift its coloration, granting the benefit of 20% concealment These rounds need not be consecutive.

Poison (Ex) Coral drake venom: injurybite; save DC 19; frequency 1/round for 4 rounds; effect 1d4 Str and 1d4 Wis damage; cure 2 consecutive saves.

Like a piece of moving coral, this drake's coloration and scale patterns change to match nearby anemones, corals, seaweed, and urchins. This adaptation allows the creature considerable stealth in its natural habitat. It avoids combat if it can, preferring to hide and protect its young. Long serrated spines stretch from the coral drake's body, waving in brilliant colors against a blue sea. The creature's long snout stretches out from its narrow face and an array of spikes and slender protrusions form a jagged crown.

Inside the mouth, serrated teeth form multiple ringed ridges where it's young feed on leftover scraps of food and small parasites. Needle thin talons spring from finned appendages, and a stinger frilled with tiny barbs curves at the end of its slender tail. A coral drake measures 7 ft. from the tip of its snout to its barbed stinging tail. Thin and agile, the beast weighs less than 100 lb.

Both male and female coral drakes gestate their delicate eggs inside sacks within their mouths and throats. This oral incubation protects the vulnerable eggs, but even still, only a handful of these creatures ever reach maturity since their parents use the ravenous spawn for defense when faced with dangerous enemies. Coral drakes live in warm waters near great coral reefs. Many of these creatures hollow out small lairs in these reefs and protect their meager hoards with the aid of the area's natural inhabitants. Taking advantage of its natural immunity to poison, coral drakes often choose lairs nestled in forests of poisonous urchins, stinging anemones, and toxic corals.

Aside from humankind, the coral drake harbors a severalgeneration old rivalry with dragon turtles. These beasts prize the same hunting grounds and nests and fight for supremacy in the reefs off the western coast of Midgard.



DRAKE, STAR



CR 15

Twinkling motes of light move around this draconic creature's body like a tiny galaxy. The stars twinkle across the creature's metallic scales.

STAR DRAKE

XP 51,200

N Large dragon (esoteric/material) **Init** +12; **Senses** darkvision 60 ft., low-light vision; Perception +28 **Aura** nimbus of stars (DC 24)

DEFENSE

AC 30, touch 26, flat-footed 22 (+7 deflection, +8 Dex, +2 luck, +4 natural, -1 size) hp 207 (18d12+90)

Fort +16, Ref +21, Will +18

DR 10/magic; Immune cold, fire, paralysis, sleep; SR 26

OFFENSE

Speed 60 ft., fly 200 ft. (good) Melee bite +24 (2d6+7), 2 claws +24 (1d8+7) Space 10 ft.; Reach 5 ft. (10 ft. with bite) Special Attacks breath weapon (40-ft. cone, DC 24, 10d10 cold or fire), searing star (DC 26) Spell-Like Abilities (CL 18th; concentration +25) Constant—planar adaptation At will—faerie fire, flare burst (DC 18) 3/day—plane shift (DC 24) 1/day—mass planar adaptation, wandering star motes (DC 21) STATISTICS

Str 24, Dex 27, Con 21, Int 22, Wis 24, Cha 25 Base Atk +18; CMB +27; CMD 51

Feats Ability Focus (searing star), Acrobatic, Agile Maneuvers, Flyby Attack, Improved Initiative, Improved Lightning Reflexes, Lightning Reflexes, Persuasive, Wingover

Skills Acrobatics +33 (+45 jump), Bluff +18, Diplomacy +32, Escape Artist +12, Fly +35, Heal +14, Intimidate +28, Knowledge (arcana) +27, Knowledge (history) +11, Knowledge (nature) +11, Knowledge (planes) +27, Knowledge (religion) +11, Linguistics +13, Perception +28, Perform (oratory) +15, Sense Motive +22, Sleight of Hand +12, Spellcraft +27, Stealth +11, Survival +14, Use Magic Device +28

Languages Abyssal, Aquan, Auran, Celestial, Common, Draconic, Dwarven, Elven, Ignan, Infernal, Terran

ECOLOGY

Environment any

Organization solitary, binary (2), or cluster (3–6) Treasure double

SPECIAL ABILITIES

Nimbus of Stars (Su) A star drake has a continual supply of tiny motes surrounding its body. Any non-blind creatures within 10 ft. of the drake must make a DC 24 Fortitude save (Conbased) or become dazed. Those who succeed are still dazzled by the nimbus. These effects last while the creature is within the aura and an additional round after the creature leaves. **Searing Star (Su)** Once every 10 rounds, a star drake can gather up energy from its nimbus, reducing its effective range to 5 ft., in order to create a powerful globe of energy. By succeeding at a ranged touch attack, the drake strikes an opponent with the globe, which explodes for 6d8 force damage and blinds the target (a DC 24 Fortitude saving throw prevents the blindness but not the damage). Against outsiders without the native subtype, the damage increases to 18d8.

> A star drake has a typically draconic appearance, differing from true dragons primarily by its mottled metallic scales (usually silver and gold in varying patterns) and the nimbus of tiny stars surrounding the entirety of its body. Subtle signs give an observant viewer a clue as to the originating drake stock, such as horn or tail shape. A star drake generally measures 10 ft. in length and weighs roughly 500 lb.

Oftentimes, a drake's curiosity about the world around it drives it to seek out experiences beyond the physical realms, and it finds companions with which it experiences the wonders of the multiverse. It returns from its travels with a changed appearance, demeanor, and powers. Regardless of which type of drake embarked on its planar journey, the creature always returns as a star drake.

Due to its experiences across the planes, a star drake takes on the mantle of protector of the Material Plane. No matter the alignment of a given outsider, a star drake sees it as a meddler in the affairs of humanoid races. In the drake's mind, an angel presents as much of a threat as a devil. Depending on the outsider in question, the drake attempts to negotiate with it, drive it off, or destroy it. Occasionally, the drake leads an incursion of its

own, with other star drakes or like-minded adventurers, to clearly make the point it does not welcome extraplanar predators.

Star drakes transform from existing drakes. Certainly, no creature has ever spoken about its transformation, but its former companions describe a process where the drake incorporates the essence of the plane it travels in. As a drake ages, its nimbus grows ever brighter and more powerful, to the point the creatures must depart their home worlds for the firmament. There, sages speculate, they add to the tapestry of the night sky and perhaps form the basis of a new system of planets.

DREAM EATER

This tattered skeletal creature is humanoid in shape and devilish in appearance, like a monster from a nightmare.

CR 6

DREAM EATER

XP 2,400

LE Medium outsider (evil, extraplanar, lawful) Init +4; Senses darkvision 60 ft.; Perception +12

Aura lotus scent

DEFENSE

AC 19, touch 14, flat-footed 15 (+4 Dex, +5 natural) hp 68 (8d10+24)

Fort +5, Ref +10, Will +7

DR 5/good; Immune poison; Resist cold 10, electricity 10, fire 10; SR 17

OFFENSE

Speed 30 ft., fly 20 ft. (poor)

Melee bite +12 (1d6+3), mwk rapier +13/+8 (1d6+3/18–20) Special Attacks dream eater's caress, waking dreams Spell-Like Abilities (CL 8th; concentration +13) At will—command (DC 16) 3/day—suggestion (DC 17)

STATISTICS

Str 15, Dex 18, Con 17, Int 16, Wis 13, Cha 20 Base Atk +8; CMB +10; CMD 24

Feats Deceitful, Insightful Gaze, Skill Focus (Bluff), Weapon Finesse

Skills Bluff +21, Diplomacy +16, Disguise +7, Fly +0, Knowledge (planes) +14, Perception +12, Profession (gambler) +16, Sense Motive +16, Sleight of Hand +11, Spellcraft +10, Stealth +15, Use Magic Device +13; Racial Modifiers +4 Profession (gambler), +4 Sense Motive
Languages Abyssal, Celestial, Draconic, Infernal;

telepathy 100 ft.

SQ change shape (Small or Medium humanoid, alter self)

ECOLOGY

Environment any

Organization solitary, pair, or troupe (3–12) **Treasure** standard

SPECIAL ABILITIES

- **Dream Eater's Caress (Su)** Dream eaters drain energy from dreaming mortals. When a victim is grappled, a dream eater can bestow 1 negative level. This caress also has the effect of *suggestion* (DC 19; Cha-based), directing the victim to commit another sin offered by the dream eater. A DC 19 Fortitude save (Cha-based) is required to remove a negative level bestowed by this effect.
- Lotus Scent (Ex) The dream eater secretes an oily chemical that nearly every other creature finds intoxicating. All living creatures within 30 ft. must succeed on a DC 17 Fortitude save (Con-based) or be shaken for 2d6 rounds. Creatures that successfully

save cannot be affected by the same creature's lotus scent for 24 hours. *Delay poison* or *neutralize poison* removes the effect from the shaken creature. Creatures with immunity to poison are unaffected, and creatures resistant to poison receive their normal bonus on their saving throws. Creatures with the lotus scent ability are immune to its effects.

Waking Dreams (Su) As a standard action 1/day, the dream eater can make those around it enter waking dreams. All creatures within 20 ft. of the dream eater begin dreaming unless they make a DC 19 Will save (Cha-based). Dreaming creatures are confused for 6 rounds.

The natural form of dream eaters is mostly human in appearance although they have vestigial skeletal wings with a few feathers, small horns, sharp teeth and cloven hooves in place of feet. However, they are usually met as attractive members of a humanoid race.

Dream eaters are dedicated to the sins of lust, gluttony, and greed, and they make their lairs in places where they can ply their trade, such as places where gambling, food, and other pleasures are readily available. Sometimes dream eaters work together to create such a place, especially near large towns or cities where they can attract a large clientele. A few might even band together to create a traveling shows, offering all their usual fare in addition to the curiosity and fantasy customary to a traveling show.

They lure people into their lairs, enticing them with promises of fulfilled desires for pleasure or wealth. Of course, as with all such things, the dream eaters make sure that the odds are stacked in the house's favor, and in time, their victims are left with nothing. Worse

than the loss of physical treasures, though, the dream eaters feed

ough, the dream eaters feed on their victims' emotions until they are stripped of all their hopes and aspirations, leaving them helpless thralls willing to sell their souls for their next chance to enter the dream promised by the dream eater. A fee the creature is happy to charge.

When confronted about their deeds, dream eaters are dangerous opponents—not because they are particularly skilled in combat but, rather, because of the toll they take on their opponents. They are masters of misdirection. Using their innate abilities, they are able to drive

enemies into a dream state, and they use the resulting confusion to make their escape while the enemy destroys themselves.



DROWNED MAIDEN

Surrounded by eerie silence, the frail woman whose visage was that of inconsolable sorrow only moments before, now glowers in rage. Her luxurious hair snaking through the water towards its victim.

DROWNED MAIDEN

XP 3,200

NE Medium undead (aquatic) Init +7; Senses darkvision 60 ft.; Perception +14

DEFENSE

AC 18, touch 13, flat-footed 15 (+3 Dex, +5 natural) hp 95 (10d8+50) Fort +8, Ref +6, Will +10

Defensive Abilities undead traits

OFFENSE

Speed 30 ft., swim 40 ft.

Melee 2 claws +10 (1d4+2), hair +11 (2d4+2 plus grab) Space 5 ft.; Reach 5 ft. (20 ft. with hair)

Special Attacks constrict (2d4+2), kiss, pull (hair, 10 ft.), tresses Spell-Like Abilities (CL 10th)

At will—disguise self (DC 16), silence (DC 17)

STATISTICS

Str 15, Dex 16, Con —, Int 10, Wis 12, Cha 20

Base Atk +7; CMB +9; CMD 22

Feats Improved Initiative, Iron Will, Skill Focus (Stealth), Weapon Finesse, Weapon Focus (hair)

 Skills Bluff +15, Disguise +14, Intimidate +9, Knowledge
 (History) +3, Perception +14, Sense Motive +5, Stealth +18, Swim +13; Racial Modifiers +8 Swim

Languages Common

ECOLOGY

Environment any aquatic

Organization solitary

Treasure incidental

SPECIAL ABILITIES

Kiss (Ex) If a drowned maiden successfully pins an opponent up to Large size that her tresses have successfully grappled, she can embrace it to deadly effect. On each round that the drowned maiden embraces a creature in this manner, she kisses it. Victims kissed by a drowned maiden take 1d4 Strength drain (Fort DC 20; Cha-based).



CR 7

Tresses (Ex) At will, a drowned maiden can cause her hair to extend or retract with great speed. Her hair is prehensile and capable of making attacks as a primary attack (break DC 25; AC 17, touch 15; 10 hp; DR 15/slashing). On a successful attack, the tresses grab a target, which the maiden then pulls into her embrace. Her hair can only grapple one target at a time, and during that time, the hair cannot attack another target. A drowned maiden does not gain the grappled condition while using her hair in this manner.

Drowned maidens are piteous but terrifying undead created when a woman meets her end in water due to a doomed romance, whether from a quiet suicide over unrequited love or the violent hands of a philandering partner. Either way, the drowned maiden awakens from death enraged and desiring vengeance on all those who might have the life that she remembers; only to anguish over her doomed existence while eradicating another soul. The maiden lurks in the silent depths where she died—usually long-deserted docks, bridges, or coastal cliffs. She is forever waiting to pull the living to the same watery grave in which she is now condemned.

A drowned maiden uses her *disguise self* to appear as in life. Surrounding herself in silence, she beckons victims from afar as if in distress or in danger of drowning. When within range, the maiden uses her hair to pull her victim close enough to kiss it. Victims suffering the drain of their strength must continue to succeed on Swim checks or sink below the water's surface and begin drowning. The victim's final vision is the drowned maiden's tearful lament over the loss of life. If forced to defend herself, the maiden physically attacks, but she is loath to otherwise engage in combat. Desperate individuals are said to be able to bargain with drowned maidens, and it is rumored they will agree to release pleading victims who promise to return to their lair with the person who caused the maiden's passing. Doing so releases the maiden from her curse of undeath although the fate of her beloved is another story.

EEL HOUND



A grotesque beast with the muscular tail, bulbous head, and rubbery, slime-covered flesh of a hideous eel, the torso and webbed legs of this amphibious predator resemble those of a misshapen canine. Needle-sharp teeth fill the creature's menacing jaws.

EEL HOUND

CR 2

XP 600

N Medium magical beast (aquatic)

Init +3; **Senses** darkvision 60 ft., low-light vision; Perception +5 DEFENSE

DEFENSE

AC 16, touch 13, flat-footed 13 (+3 Dex, +3 natural) hp 19 (3d10+3) Fort +4, Ref +6, Will +2 DR 2/cold iron

OFFENSE

Speed 30 ft., swim 40 ft.

Melee bite +8 (1d6+6 plus grab) Special Attacks grab, slick spittle, slithering bite

STATISTICS

Str 19, Dex 16, Con 13, Int 6, Wis 13, Cha 16 Base Atk +3; CMB +7; CMD 20 Feats Power Attack, Weapon Focus (bite) Skills Acrobatics +7, Perception +5, Stealth +7, Swim +12 Languages understands Sylvan SQ amphibious

ECOLOGY

Environment temperate rivers and marshes **Organization** solitary, knot (2–12)

Treasure none

SPECIAL ABILITIES

Slick Spittle (Ex) By spending 2 rounds dribbling spittle on an area, an eel hound can cover a 5-ft. square with its slippery saliva. This area is treated as if under the effects of *grease*, but it lasts for 1 hour.

Slithering Bite (Ex) When an eel hound moves adjacent to an enemy and makes a bite attack, it may immediately make a 5-ft. step into an adjacent square next to its enemy. If another eel hound already occupies that square, it can continue on to the first empty square still adjacent to that same enemy. The ferocious hunting packs of aquatic fey, these amphibious menaces often serve such masters as river trolls, lorelei, and nixies. Predatory beasts as dangerous on land as they are in the water, the hounds are themselves a type of fey, sharing their masters' capricious cruelty and vulnerability to cold iron. The hounds' chilling hunting cries inspire their masters to a killing frenzy as they pursue foes, both on land and in the water. Few other creatures appreciate eel hounds' lithe power and cruel grace, instead noting only their grotesque form and unnerving savagery.

In the wild, eel hounds typically nest among marshes, rivers, and beds of seagrass and reeds. They mate in spring, the females giving birth to litters of small, almost legless young. These pups remain near their parents for several months, their parents eventually driving them off to join a new pack or start one of their own. Pack members are protective of their young, all adult hounds raising them in common.

Eel hounds are ambush predators, their packs preferring to hide among the muck and algae of riverbanks, only to suddenly burst forth burst in a massive pack of wriggling, darting forms. One or two watch from concealment, with the rest of the pack hidden among the water's miry depths until their leaders' calls signals them to attack. Quickly

slithering along their prey's flanks, they rapidly surround it, latching on with their powerful jaws. Non-aquatic prey is dragged into the depths, there to drown. Similarly, eel hounds often force aquatic prey up onto dry land, letting such creatures die of suffocation.

> Possessed of a low cunning, they prepare ambushes by vomiting forth their slippery spittle near locations where land animals come to drink or along game trails, surging forth to attack prey while it is off balance.

> > Eel hounds understand Sylvan, with those dwelling near the habitations of humans or other races picking up a few words in other tongues. They communicate with each other using a guttural Sylvan dialect, but few other creatures can decipher any meaning from the hound's garbled vocalizations. Even their fey masters find it nearly impossible to understand their incomprehensible attempts at speech.

McFann 1011

Fellforced



CR 5

This brass automaton looks like a common gearforged, but its facial features carry a disturbing angularity that gives it an infernal cast. A darkly foreboding intelligence glows behind its eyes, and the entire being gives off an unsettling aura.

FELLFORGED

XP 1,600

LE Medium construct (evil)

Init +5; Senses darkvision 60 ft., low-light vision; Perception +10 DEFENSE

AC 17, touch 11, flat-footed 16 (+1 Dex, +6 natural)

hp 53 (6d10+20)

Fort +2, Ref +3, Will +4

Defensive Abilities channel resistance +4; DR 5/good; Immune construct traits

Weaknesses exorcism sensitivity, light sensitivity

OFFENSE

Speed 30 ft.

Melee slam +8 (1d6+3 plus 1d4 Con damage) Special Attacks violent escapement

STATISTICS

Str 14, Dex 12, Con —, Int 11, Wis 14, Cha 15
Base Atk +6; CMB +8; CMD 19
Feats Alertness, Combat Reflexes, Improved Initiative
Skills Perception +10, Sense Motive +7, Survival +5 (+9 when following tracks); Racial Modifiers +4

Survival when following tracks

Languages Common

SQ unnatural aura

ECOLOGY

Environment any

Organization solitary

Treasure none

SPECIAL ABILITIES

Exorcism Sensitivity (Ex) While the body the fellforged inhabits was constructed to specially bind spirits, the foul presence of the wraith within is not invulnerable from particularly strong clerics. The fellforged is considered a 5 HD undead creature versus any channeled turn attempts, and the clockwork body shields the captured spirit somewhat, granting it +4 channel resistance. Any successful turn attempt exorcises the wraith from its clockwork frame, but the creature is not bound by any further turn results, even destruction, from this initial attempt. As the clockwork body collapses

lifelessly to the ground, the creature is now treated as a wraith of the normal type in all respects and may be subject to further turn attempts. The wraith retains its current hp total.

- **Unnatural Aura (Su)** All animals, whether wild or domesticated, can sense the unnatural presence of fellforged at a distance of 30 ft. They do not willingly approach nearer than that and panic if forced to do so, and they remain panicked as long as they are within that range.
- Violent Escapement (Ex) With little regard for the clockwork bodies they inhabit, fellforged wraiths can stress and strain their mechanisms in such a violent manner that flywheels unwind, gears shatter, and springs snap. As a move action 1/round, this violent burst of gears and pulleys can deal 2d6 damage to all adjacent foes (Reflex DC 15 for half; Chabased). Each use of this ability imposes a cumulative −1 penalty on attack and damage rolls, skill checks, and saving throws, and reduces movement by 5 ft. If its speed is reduced to 0 ft. in this manner, the fellforged becomes immobile and helpless until repaired. Repairing a fellforged requires a DC 16 Craft (gearsmithing) check and the expenditure of replacement parts worth 100 gp.

Fellforged are the castoff seconds of Zobeck's gearforged and clockworks production, given foul sentience when the bodies, specially constructed as they are to house the spirits of the dead, come into contact with

> curious wraiths yearning to feel the corporeal world. The clockwork bodies trap the wraiths, which dulls many of their supernatural abilities and gives them corporeal form. The wraiths, in turn, twist the bodies to their own use-even going so far as to destroy the body in their attempts to harm the living, even if their corrupted spirits die along with it. The only means of separating the wraiths from their receptacles is through powerful turning attempts, which expels the spirit from the clockwork but leaves the original inhabitant free to roam again.

Feyward Tree

- Component

Dark, bark-like rust encrusts the trunk of this cold-forged metal tree, its dull metallic leaves rustling with the sound of sharp metal foil as it shudders to life to attack.

FEYWARD TREE

CR 8

XP 4,800

N Huge construct

Init +0; Senses darkvision 60 ft., low-light vision; Perception +0 Aura unnatural aura

DEFENSE

AC 21, touch 8, flat-footed 21 (+13 natural, -2 size)

hp 100 (11d10+40) Fort +3, Ref +3, Will +3

DR 10/adamantine; Immune construct traits, magic

OFFENSE

Speed 20 ft.

Melee 2 razor-leafed branches +17 (2d8+8) **Space** 15 ft.; Reach 15 ft.

Special Attacks flaying leaves

STATISTICS

Str 26, Dex 10, Con —, Int —, Wis 11, Cha 1 Base Atk +11; CMB +21; CMD 31 (can't be tripped) Skills Stealth +15; Racial Modifiers +15 Stealth SQ freeze

Languages none

ECOLOGY

Environment any

Organization solitary or gang (2-4)

Treasure none

SPECIAL ABILITIES

- **Cold Iron Construction:** Due to the arcane cold iron forging of a feyward tree, its natural attacks and flaying leaves special ability overcome DR as if they were cold iron and magic.
- Flaying Leaves (Su) As a free action once every 1d4+1 rounds, a feyward tree can launch a barrage of razor-sharp cold iron leaves from its branches in a 20-foot-radius burst. All creatures caught within this area take 6d6 slashing damage (Reflex DC 17 halves; Con-based).
- **Immunity to Magic (Ex)** A feyward tree is immune to spells or spell-like abilities that allow SR. Certain spells and effects function differently against it, as noted below.
 - A magical attack that deals cold damage slows a feyward tree (as the *slow* spell) for 3 rounds with no saving throw.
 - A magical attack that deals electricity damage breaks any slow effect on the feyward tree and heals 1 point for each 3 damage the attack would otherwise deal. If the amount of healing would cause the feyward tree to exceed its full normal hp, it gains any excess as temporary hp. A feyward tree gets no saving throw against electricity effects.
 - Composed mostly of rusted cold iron, a feyward tree is not affected by rust attacks, such as those of a rust monster or a *rusting grasp* spell.

The stagnant flood plains around the fortress of Tintager produce a black, crumbly bog iron normally unfit for usual forging. Quick to rust, this impure iron is nonetheless highly prized for its debilitating effects on the magical defenses of some fey creatures, and great efforts are

undertaken to forge this material into martial usesincluding the creation of Tintager's infamous feyward trees. These ferrous constructs are cold-forged in a process taking several years-a malignant approximation of natural growth as layers of oxidation are carefully cultivated one layer at a time into bark and branches. In this way, the artificers create massive, twisted trunks very much resembling real, gnarled trees. Green-tinged leaves of beaten cold iron foil are carefully welded in place by the master craftsmen of Tintager, and specially trained warmages

construct to life through intense magical rituals rumored to take a full turn of seasons.

Once brought to macabre life, the feyward tree unswervingly obeys the commands of its creators, which usually involve laying in waitsometimes for years-to guard key points of entry across the Leukos River, abandoned sacred groves deep in the Arbonesse, suspected faerie rings, or possible elf encampments. Many are simply released deep in the Arbonesse with orders to attack any fey on sight in hopes of inciting further aggression from the reclusive elves of the region. These feyward trees are rarely, if ever, heard from again, and whether they leave a bloody trail of flayed elves in their wake after rampages lasting for decades or some fey counter-measure neutralizes them is unknown. Yet the feywardens continuously order their construction and release, trusting in the destructive nature of the constructs. Others are kept closer to home, and as many as a half-dozen might guard a single ring of toppled elven standing stones on the Leukos floodplain, a huge investment of gold and energy over what many view as an inert threat. The suspicious feywardens leave nothing to chance against the fey and the presumed threat of war they represent.

Construction

bring the

A feyward tree's cold iron body is built from nearly 2 tons of the rare black bog iron harvested in Tintager's stagnant moors.

FEYWARD TREE

CL 10th; Price 33,000 gp

CONSTRUCTION

Requirements Craft Construct, animate object, geas/quest, major creation, creator must be CL 10th; Skill Craft (blacksmithing) DC 20; Cost 18,000 gp

FIREBIRD



CR 8

This proud bird has the bearing of a peacock, made all the more majestic by its flaming fan of feathers, which shift through the color spectrum.

FIREBIRD

XP 4,800

NG Small magical beast

Init +4; **Senses** all-around vision, darkvision 60 ft., low-light vision; Perception +15

DEFENSE

AC 21, touch 16, flat-footed 16 (+4 Dex, +1 dodge, +5 natural, +1 size)

hp 75 (10d10+20); fast healing 3

Fort +9, Ref +11, Will +7

Immune fire; Resist electricity 10; SR 19

OFFENSE

Speed 20 ft., fly 100 ft. (good)

Melee bite +12 (1d4+1)

Ranged blinding ray +16 (5d6 fire plus blindness)

Special Attacks blinding ray

Spell-Like Abilities (CL 12th; concentration +17)

At will—detect magic, guidance, purify food and drink, pyrotechnics, see invisibility, speak with animals

- 3/day—charm monster, cure serious wounds, daylight, glitterdust, heat metal
- 1/day—geas/quest, heal, rainbow pattern, reincarnate, remove disease, restoration, tongues

STATISTICS

Str 12, Dex 19, Con 14, Int 16, Wis 15, Cha 21

Base Atk +10; CMB +10; CMD 25

- **Feats** Dodge, Iron Will, Point Blank Shot, Precise Shot, Weapon Focus (blinding rays)
- Skills Appraise +9, Fly +15, Heal +8, Knowledge (arcana) +7, Knowledge (nature) +7, Knowledge (planes) +7, Knowledge (religion) +7, Perception +15, Sense Motive +12

Languages Celestial, Common, Sylvan

SQ light of the world, warming presence

ECOLOGY

Environment warm deserts, hills, and plains Organization solitary

Treasure none

SPECIAL ABILITIES

Blinding Ray (Su) Erupting from its radiant tail feathers, a firebird can fire a burning ray of light up to 50 ft. 1/round as a standard action. This attack deals 5d6 fire damage, and the target struck must succeed on a DC 20 Fortitude save (Chabased) or be blinded for 1d4 rounds.

Light of the World (Su) A firebird's feathers glow with a warm light. The creature can cause itself to shed light as dim as a candle up to as bright as a hooded lantern. A firebird always sheds light, and any feathers plucked from the creature continue to shed light as an everburning torch.



Bringing figurative and literal light to all dark corners of Midgard, the firebird is a welcome sight to those in desperate need of warmth and safety. A firebird primarily works at night or in underground areas, where it feels its abilities are most needed. The creature is friendly to all other creatures, turning aggressive only when it witnesses an obviously evil act or in retaliation against someone who hunts it. The creature stands roughly 3 ft. tall and weighs a mere 20 lb.

A firebird enjoys working with predominantly good adventuring parties, providing a mobile source of light and healing which frees up resources the party can apply to fighting evil. The creature has a wanderlust that prevents it from staying with a particular group for more than a single foray, but a well-traveled party may encounter the same firebird more than once. A firebird also enjoys acting as a reformer as well. It finds a mercenary creature it perceives as a potential "light bringer" to grant a boon to, in exchange for a geas to perform a specific good deed, in the hope the creature feels the inner warmth that comes with completing the quest. Assuming the boon's recipient does not feel manipulated, this tactic usually works well for the firebird.

Firebird feathers are prized throughout Midgard, and occasionally, the creature bestows a feather upon someone it finds especially worthy. A firebird also seeds hidden locations with specialized feathers, which burst into full-grown firebirds after a year. As the creature ages, its feathers' light dims, but this occurs gradually since the creature lives over 100 years.



GHOUL, BONEPOWDER

CR 15

Distilled to nothing but dry, whispering sand and a full set of teeth, the bonepowder ghoul still hungers for flesh and blood. Its dusty mass is perfected corruption, entirely animated by foul energy.

BONEPOWDER GHOUL

XP 51,200

NE Small undead

Init +9; Senses darkvision 60 ft.; Perception +22

DEFENSE

AC 17, touch 17, flat-footed 11 (+5 Dex, +1 dodge, +1 size) **hp** 178 (17d8+102)

Fort +11, Ref +12, Will +12

Defensive Abilities amorphous, channel resistance +4; **Immune** undead traits

OFFENSE

Croad 20

Speed 30 ft.

Melee bite +18 (1d6 plus 1d3 Str and paralysis) **Special Attacks** coalesce, gravedust (DC 24), whirlwind

Spell-Like Abilities (CL 17th; concentration +23)

- At will—chill touch (DC 17), deeper darkness, dispel magic, ray of enfeeblement (DC 17)
- 3/day—blindness/deafness (DC 18), empowered enervation 1/day—energy drain

STATISTICS

Str 10, Dex 20, Con —, Int 19, Wis 15, Cha 22 Base Atk +12; CMB +16; CMD 27

- Feats Agile Maneuvers, Dodge, Empower Spell-Like Ability (enervation), Improved Initiative, Lightning Reflexes, Mobility, Spring Attack, Stealthy, Weapon Finesse
- Skills Bluff +16, Climb, +15, Diplomacy +13, Disguise +15, Escape Artist +18, Fly +19, Intimidate +19, Knowledge (arcana) +20, Knowledge (dungeoneering) +19, Knowledge (history) +15, Knowledge (religion) +20, Perception +22, Spellcraft +14, Stealth +30; Racial Modifiers +8 Escape Artist, +4 Stealth
- Languages Common, Darakhul, Dwarven, Draconic, Undercommon
- \boldsymbol{SQ} dusty form, hide in plain sight

ECOLOGY

Environment underground Organization solitary Treasure none

SPECIAL ABILITIES

Coalesce (Su) A bonepowder ghoul can temporarily assume a humanoid form by draining 5 or more Strength from a victim or with a successful enervation attack. This form is Small and semi-transparent but roughly the shape of a normal ghoul. It



never lasts for more than 10 minutes/5 ability points drained. In this form, the ghoul can speak normally and manipulate objects.

- **Disease (Su)** Darakhul Fever: Bite—injury; *save* Fortitude DC 24; *onset* 1 day; *effect* damage 1d6 Con and 1d3 Dex; *cure* 2 consecutive saves. A creature that dies while infected with darakhul fever infected by a bonepowder ghoul or an afflicted creature killed by a bonepowder ghoul rises as a darakhul immediately, gaining the darakhul template.
- **Dusty Form (Su)** In its natural form, it is difficult to damage a bonepowder ghoul. Damage from any physical attacks is reduced by 50%.
- **Gravedust (Ex)** A bonepowder ghoul can project a 40-ft. cone of grave dust once every 3 rounds as a standard action. All creatures within the area must make an immediate DC 24 Fortitude check or take 1d6 Strength damage (which the bonepowder ghoul adds to its own Strength as temporary points) and make an immediate DC 24 Fortitude save (Chabased) or be infected with darakhul fever.
- **Paralysis (Ex)** Those hit by a bonepowder ghoul's natural weapons must succeed on a Fortitude save (DC 24) or be paralyzed for 1d4+1 rounds. Even elves and undead are affected by this paralysis.
- Whirlwind (Ex) A bonepowder ghoul can generate a whirlwind of bones and teeth 1/day. This attack affects all creatures within a 20-ft. cube, and it inflicts 2d12 damage and drains 1d6 Strength. (They do not add to their own Strength with this attack.)

The bonepowder ghoul is small and unassuming, a pile of dust and bone fragments that resemble a destroyed mummy or the remnants of a vampire burned by sunlight. Unlike those undead, ghouls

can achieve this powdery form through long starvation. The process invariably takes decades, which is why so few bonepowder ghouls exist—few ghouls can show such self-restraint. Even among ghouls, using hunger as a form of torture is considered offensive to the ways of the Imperium. Which isn't to say that it never happens. A bonepowder ghoul may rise from the remnants of a starved prisoner or a ghoul trapped in a sealed-off cavern, leaving behind most of its remnant flesh and becoming animated almost purely by hunger, hatred, and the wisdom of long centuries in which to plot the destruction of its enemies.

> Bonepowder ghouls are almost always creatures of pure evil, seeking only to devour, corrupt, and destroy all living things. The only creatures they treat with some affinity are ghouls of various kinds. Even in that case, their attitude is often mocking, hateful, or condescending. They have some measure of respect for darakhul.

Bonepowder ghouls speak Darakhul, Common, and Undercommon, but their voices are very faint. Just to hear one speaking normally requires a DC 20 Perception check. Undead gain a +8 competence bonus to this check.

GHOUL, IMPERIAL

This ghoul stands tall and proud, his grey flesh robust and muscled, his sharp talons stained black, and his clothing strangely well kept. His flickering red eyes have an intelligent, malicious gleam. The ghoul looks over in a calculating appraisal while licking each gore-coated talon on one hand with the tip of his long tongue.

IMPERIAL GHOUL

CR 4

XP 1.200

LE Medium undead

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

DEFENSE

AC 18, touch 13, flat-footed 15 (+3 armor, +3 Dex, +2 natural) hp 37 (5d8+15)

Fort +5, Ref +6, Will +9

Defensive Abilities channel resistance +2; Immune traits

undead

OFFENSE

Speed 30 ft., burrow 15 ft.

Melee bite +7 (1d6+1 plus ghoul fever and paralysis), 2 claws +4 (1d4 plus paralysis)

Special Attacks paralysis (1d4 rounds, DC 15, elves are immune to this effect)

STATISTICS

Str 13, Dex 16, Con -, Int 13, Wis 14, Cha 14 Base Atk +3; CMB +4; CMD +17

Feats Toughness, Weapon Finesse, Weapon Focus (bite)

Skills Acrobatics +7, Climb +9, Diplomacy +6, Disguise +6, Intimidate +6, Knowledge (dungeoneering) +5, Perception +10, Sense Motive +7, Stealth +11

Languages Common

ECOLOGY

Environment urban and underground **Organization** solitary, pair, or gang (3–12) Treasure NPC gear (studded leather armor)

SPECIAL ABILITIES

Disease (Su) Ghoul Fever: Bite-injury; save Fort DC 15 (Cha-based); onset 1 day; frequency 1 day; effect 1d3 Con and 1d3 Dex damage; cure 2 consecutive saves. A humanoid who dies of ghoul fever rises as a ghoul or darakhul at the next midnight. A humanoid who becomes a ghoul in this way retains none of the abilities it possessed in life. It is not under the control of any other ghouls, but it hungers for the flesh of the living and behaves like a normal ghoul in all respects.

Imperial ghouls are a large middle class and serve as its shock troops in battle. Treated like auxiliaries, they get the most difficult tasks: to engage and hold foes while the darakhul, legionnaires, and others outflank them.

Many believe that the hunger cults or the necrophagi know some secret of transforming imperial ghouls and ghasts into darakhul. This rumor gives them hope of advancement. Their power over the lesser ghouls and slaves





gives them a taste of tyranny. They are hungry for more power, always striving and ambitious. Many are eager to prove themselves as hunters, as warriors, or as spies.

Imperial Ghast (CR 5) All imperial ghasts are imperial ghouls with the advanced monster template. An imperial ghast's paralysis affects elves. The overwhelming stink of rot and gore surrounding these creatures grants them the stench extraordinary ability (10-ft. radius, Fort DC 17 negates, sickened for 1d6+4 minutes).

Lacedon Captain (CR 4) Some lacedons retain aspects of their nautical skill and command presence beyond their transformation into undead horrors. Typically bosun's mates, lieutenants, and captains of sailing vessels while alive, these undead continue to command beyond the grave. In addition to the abilities typical to imperial ghouls, these creatures possess a swim speed of 30 ft. Instead of Knowledge (dungeoneering), they typically have Profession (sailor) +5 as a skill. They can also arouse faint memories of nautical life in other undead, allowing such beings to function as if they possessed Profession (sailor) +4 while in the lacedon captain's presence.

McFann 1011

GHOUL, IRON



This brutal and vicious looking ghoul carries a cruel bastard sword, and dark, dried blood permanently stains its forearms up to its elbows. Its breastplate and open-faced helm are black iron with brass trim, and the helm's crest is a ruby-dyed horsehair mohawk. Glowing, rust-colored eyes penetrate with a calculating stare of restrained hunger.

IRON GHOUL

CR 8

XP 4,800 LE Medium undead

Init +3; Senses darkvision 60 ft.; Perception +17

DEFENSE

AC 21, touch 13, flat-footed 18 (+6 armor, +3 Dex, +2 natural) **hp** 90 (12d8+24+12)

Fort +6, Ref +7, Will +10

Defensive Abilities channel resistance +2; **Immune** undead traits

OFFENSE

Speed 30 ft., burrow 20 ft.

- Melee bite +12 (1d8+2 plus ghoul fever and paralysis), 2 claws +10 (1d4+1 plus paralysis) or bastard sword +11 (1d10+2/19-20), bite +10 (1d8+1 plus ghoul fever and paralysis), 1 claw +10 (1d4+1 plus paralysis)
- **Special Attacks** paralysis (1d4 rounds, DC 18, elves are immune to this effect)

STATISTICS

Str 14, Dex 16, Con —, Int 14, Wis 14, Cha 14 Base Atk +9; CMB +11 (+13 vs. Bull Rush); CMD +24

Feats Improved Bull Rush, Improved Natural Attack (bite), Multiattack, Power Attack, Toughness, Weapon Finesse

Skills Acrobatics +3, Climb +13, Disguise +11, Intimidate +9, Knowledge (dungeoneering) +7, Perception +17, Sense Motive +14, Stealth +14

Languages Common

ECOLOGY

Environment underground

- Organization solitary, pair, or vexillation (3–12)
- **Treasure** NPC gear (breastplate, bastard sword, heavy steel shield)

SPECIAL ABILITIES

Disease (Su) Ghoul Fever: Bite—injury;
save Fort DC 18 (Cha-based); onset 1
day; frequency 1 day; effect 1d3 Con and
1d3 Dex damage; cure 2 consecutive saves.
A humanoid who dies of ghoul fever rises
as a ghoul or darakhul at the next midnight.
A humanoid who becomes a ghoul in this way
retains none of the abilities it possessed in life. It
is not under the control of any other ghouls, but it
hungers for the flesh of the living and behaves like a
normal ghoul in all respects.

Iron ghouls and ghasts are the elite members of the imperial legions, acting as non-commissioned officers, officers, and standard-bearers. They feed from the slave pits and march on the orders of the darakhul nobility. Three legions of iron ghouls and ghasts directly serve Emperor Nicoforus.

Iron Ghast (CR 9) Iron ghasts are iron ghouls with the advanced monster template. An iron ghast's paralysis affects elves. The overwhelming stink of rot and gore surrounding these creatures grants them the stench extraordinary ability (10-ft. radius, Fort DC 20 negates, sickened for 1d6+4 minutes).

GIANT, THURSIR



CR 5

The glower and great black beard, the wide shoulders, glittering mail, and massive hammer all combine to make the figure look like nothing so much as an ugly, nine-foot-tall dwarf.

GIANT, THURSIR

XP 1,600

NE or LE Large humanoid (giant) **Init** +0; **Senses** low-light vision; Perception +2

int 10, Senses low light vision, recept

DEFENSE

AC 17, touch 9, flat-footed 17 (+6 armor, +2 natural, -1 size) **hp** 66 (7d8+35)

Fort +13, Ref +4, Will +6

Defensive Abilities cast iron stomach, rock catching; Immune disease; Resist acid 10, cold 10

OFFENSE

Speed 30 ft.

Melee mwk great hammer +15 (1d12+13) **Ranged** rock +5 (1d8+9) **Space** 10 ft.; Reach 10 ft.

STATISTICS

Str 28, Dex 10, Con 21, Int 13, Wis 15, Cha 11

Base Atk +5; CMB +15; CMD 25

Feats Cleave, Improved GrappleB, Master CraftsmanB, Power Attack, Runic Blood (thurs)B, Skill Focus (Craft), Weapon Focus (great hammer)

Skills Climb +19, Craft (any one metalsmithing) +15, Survival

+12; Racial Modifiers

+4 Craft (any metalsmithing) Languages Dwarven, Giant, Northern Tongue

SQ mastersmith, runic blood, steadfast stride

ECOLOGY

Environment cold mountains

Organization solitary, pair, gang (3–5), family (6–12 plus 35% noncombatants, 1 cleric of 1st–2nd level, and 1–4 worgs), felag (6–12 plus 1 cleric of 3rd–4th level and 2–7 worgs), or clan (21–41 plus 1 cleric of 5th– 7th level, 5–16 wargs, and 1 fighter of 7th–8th level) Treasure standard (chain mail, mwk great

hammer, one of which usually bears a Rune of Thur)

SPECIAL ABILITIES

Cast Iron Stomach (Ex) Thursir can consume up to half their weight in food without ill effect and receive a +10 racial bonus to saving throws against ingested poison and any effects that would make them nauseated.

Masterworker (Su) Thursir have a natural affinity for metalworking. They gain Master Craftsman as a bonus feat for any Craft skill involving metal, and they produce masterwork quality items in half the normal time.

Runic Blood (Su) Thursir have a natural connection to the thurs rune. All thursir possess the monster feat Runic Blood (thurs) as a bonus feat and can invoke the rune's powers 3/day.

Steadfast Stride (Ex) A thursir's speed never suffers a penalty from its armor or encumbrance.

Misogynistic, greedy, and aggressively competitive, thursir dwell in vast caverns under frozen mountains where they labor to forge chains, armor, weapons, and massive engines of war. When not toiling at the forge, these giants entertain themselves with gluttonous feasts and boisterous wrestling competitions, or they raid human settlements for food and women.

Females have a paradoxical standing in their society. Generally considered little more than drudges, fit only for child-bearing and menial labor, women also make up the bulk of their priesthood and spellcasters, and are sometimes held in high regard—or at least as very valuable property.

Thursir giants typically stand 9 ft. tall and weigh 600 lb.

Thursir Chanter (CR 6) Witches of the clan, these female thursir follow an unholy path. Their bodies wracked with deforming pain, they cast their runes and curse those that stand against them.

The chanter suffers a –6 penalty to Strength but gains a +6 bonus to Wisdom. These clerics serve the Fire and War domains. In addition, the chanter gains Toughness instead of Master Craftsman as a bonus feat, and the thursir god bestows DR 2/— on those who take the chanter mantle.

Thursir Mutant

(CR 7) Very rarely, a thursir giant embraces its gluttony to its fullest extent. As it doubles or even triples

its weight, it becomes nearly immobile (speed 10 ft.). Goiters, tumors, and other growths emerge from the mutant's pale skin, giving it a +6 natural bonus to its AC, instead of +2. It loses its physical attacks, but gains a caustic breath weapon (20-ft. line, 6d6 acid, DC 16) that it can use every 1d4 rounds up to 4/day. The mutant also gains a +8 bonus to its Constitution.

Midgard Bestiary for Pathfinder RPG

HERSHEY-11

GOBLIN, DUST



A ragged creature emerges from the sand-choked ruins, its spindly frame covered in a hodge-podge of armor scraps and rusted weapons. A long, hooked nose protrudes over a wide mouth, filled with sharp teeth.

GOBLIN CR 1/2

XP 200

Goblin rogue 1

NE Small humanoid (goblinoid)

Init +3; Senses darkvision 60 ft.; Perception +4

DEFENSE

AC 17, touch 14, flat-footed 14 (+2 armor, +3 Dex, +1 shield, +1 size)

hp 10 (1d8+2)

Fort +2, Ref +5, Will -1

OFFENSE

Speed 30 ft.

Melee short sword +4 (1d4+1/19–20) Ranged light crossbow +4 (1d6/19–20) Special Attacks sneak attack +1d6

STATISTICS

Str 13, Dex 16, Con 14, Int 13, Wis 8, Cha 8

Base Atk +0; CMB +0; CMD 13

Feats Weapon Finesse

Skills Acrobatics +6, Disable Device +6, Escape Artist +6, Knowledge (dungeoneering) +5, Knowledge (local) +5, Perception +3, Ride +3, Stealth +10, Survival +4, Use Magic Device +7; Racial Modifiers +4 Survival, +4 Use Magic Device

Languages Common, Goblin

ECOLOGY

Environment warm and temperate deserts and mountains
Organization gang (4–9), warband (10–16 with giant spider mounts), or tribe (17+ plus 100% noncombatants; 1 sergeant of 3rd level/20 adults; 1 or 2 lieutenants of 4th or 5th level; 1 leader of 6th–8th level; and 10–40 giant spiders, goblin dogs, or worgs)

Treasure NPC gear (leather armor, light wooden shield, short sword, light crossbow with 20 bolts, other treasure)

For decades after the end of the Great Mage War, dark smoke and choking dust lingered over the ruined cities of Midgard's western badlands like a funeral pall. With this darkness came opportunity, and goblins previously confined in the cramped, dark caverns below the Pytonne Mountains and the contested western range of the Ironcrags were able to emerge to inhabit the blighted lands. Generations later, the creatures now dominate the ruined landscape of the west, inhabiting the toppled towers of destroyed cities and traveling in heavily armed caravans, scavenging the wastes for the treasures left unclaimed within. The moniker "dust goblin," while originally a term of derision for these transient tribes, has come to differentiate the original, smaller mountainous clans with their swarthier, more dangerous kin that now inhabit the badlands.

Goblins vary in both appearance and size although they are universally scrawny, bony, and lanky, leading those who first encounter them to believe the entire race suffers from severe malnutrition. Though they have voracious appetites, and gorge themselves on meat—fresh or otherwise—whenever possible, no amount of consumption increases their bulk or girth beyond a possible disturbingly distended belly. Despite this, their wiry limbs conceal a surprising strength. Their skin is painfully cracked and parched, ranging in tones from a dusky gray to dark green. They have long, tapered ears and similarly long, hooked noses. Thin slits of mouths reveal teeth ceremonially chiseled to sharp points, and their eyes are catlike and predatory. Their armor is typically piecemeal, assembled from broken scraps recovered in ruins and strapped to their bodies with all manner of crisscrossed leather belts. Most tribes favor the styles of ancient Caelmarath and trade



disproportionate sums for the sundered conical helms and pointed, draping chainmail of that era. They similarly prefer sharply curved blades, and the black-fletched bolts of their ingeniously assembled crossbows serve as a dire warning to those who might trespass on their lands.

Dust goblins are the penultimate scavengers, and entire tribes descend on newly uncovered ruins like crows to a corpse, picking the location clean of magical artifacts, treasure, lost technology, and other riches before most adventurers even hear the rumor of a ruin's emergence. Much of this wealth is traded, and those experienced in barter with dust goblins soon learn of goblin's revulsion for bright and shiny artifacts in good condition, allowing for some bargains among canny traders. The recovery of lost technology is their specialty, however, and few tinkerers are more gifted than a curious dust goblin with a broken Ankeshelian vril device to tear apart and repair. Dust goblins also have a knack for activating magical artifacts that others cannot, drawing the last remaining shreds of power from items whose energy has long since faded, whether through inherent talent or group ritual. Many are the adventurers laid low by weapons of immense power wielded by some tribal champion, only for their surviving companions to recover little more than a dull, useless blade barely flickering with arcane energy. This talent makes them sought-after in regions such as western Allain, where the proliferation of discovered items often results in the employment of those dust goblins able to swap their naturally aggressive temperament for a live of relative calm in human cities, where they are often smuggled in by rich patrons to repair lost artifacts in their collections.

In their wasteland homes, dust goblins reign. The deserted streets of ruined cities seem devoid of life by day, yet as dusk approaches, the reality of their lousy infestation becomes dangerously apparent as they emerge from ever-dark nooks and collapsed buildings to violently assert their claims to the lost relics hiding within. Other goblins are zealous supplicants of the Great Old Ones who lumber across the landscape, and they settle in tent-and-wagon villages in the shadows of the horrific creatures-or even on the bodies of these gigantic creatures-paying homage and serving their perceived desires. Such tribes are led by oracles, who coax prediction and prophecy out of every twitch and shudder of the gods-made-flesh, and members of every caste are bound by strict superstition and bizarre dictates of aged madams and fortunetellers for every conceivable activity. Other tribes reject the worship of the Old Ones, and in ruined metropolises across the wastes, the disputes between the devout and the unrighteous devolve into violent, bloody affairs as they struggle for territorial dominance.

Despite their violent tendencies, many tribes welcome outsiders for barter or trade, and dust goblins can be knowledgeable—if not entirely trustworthy—guides through the harsh landscape of the badlands. Those entering into agreements with dust goblins, whether individually or as a tribe, are warned to proceed with caution, for perceived insults and signs of weakness or disrespect can set entire gangs upon the unwary, with no quarter asked for or given.

Dust Goblin Characters

Dust goblins are defined by their class levels—they do not possess racial HD. All dust goblins have the following racial traits.

-2 Strength, +4 Dexterity, -2 Charisma: Dust goblins are fast but weak and unpleasant to be around.

Varied Size: The Wastes stunt the growth of some and strengthen others. Choose or roll randomly on a 1d6. On a 1–4, a goblin is size Small and gains a +1 size bonus to their AC, a +1 size bonus on attack rolls, a –1 penalty to their CMB and CMD, and a +4 size bonus on Stealth checks. On a 5–6, a goblin is size Medium and has no bonuses or penalties due to size.

Fast: Goblins are fast and add 10 ft. to their base land speed for their size.

Darkvision: Goblins can see in the dark up to 60 ft.

Skilled: +4 racial bonus on Survival and Use Magic Device checks. **Twisted:** The minds of Wastes goblins are strange. They gain a +2 racial bonus to Cha-based checks against aberrations.

Light Sensitivity: Goblins are dazzled in areas of bright sunlight or within the radius of a daylight spell.

Languages: Goblins begin play speaking Goblin. Goblins with high Intelligence scores can choose any of these bonus languages: Aklo, Common, Draconic, Elven, Giant, and Undercommon.



GOBLIN SHARK



A four-foot-tall goblin emerges from the waves and crawls along the shore, shedding its shark-like form and grinning with an impossibly wide mouth filled with rows of sharp teeth.

GOBLIN SHARK

CR 3

XP 800

NE Medium monstrous humanoid (aquatic, goblinoid, shapechanger)

Init +2; Senses blindsense 30 ft., darkvision 60 ft., keen scent; Perception +8

DEFENSE

AC 16, touch 12, flat-footed 14; (+2 Dex, +4 natural)

hp 30 (4d10+8)

Fort +3, Ref +6, Will +5

OFFENSE

Speed 30 ft., swim 30 ft.

Melee short sword +6 (1d6+2/19–20), bite +2 (1d8+1 plus 1 bleed); as shark, bite +7 (1d8+3 plus 1 bleed)

STATISTICS

Str 14, Dex 15, Con 14, Int 10, Wis 12, Cha 6

Base Atk +4; CMB +6; CMD 18

Feats Improved Natural Attack (bite), Weapon Focus (bite)
 Skills Bluff +6, Perception +8, Stealth +13, Swim +17; Racial
 Modifiers +4 Bluff, +4 Stealth, +8 Swim

Languages Aquan, Common, Goblin

SQ amphibious, change shape (goblin or shark, polymorph) ECOLOGY

Environment any coasts or oceans

Organization pack (4–9), warband (10–16 with 6 sharks), or tribe (more than 17 plus 100% noncombatants; 1 sergeant of 3rd level/20 adults; 1 or 2 lieutenants of 4th–5th level; 1 leader of 6th–8th level; and 10–40 sharks)

Treasure standard

SPECIAL ABILITIES

Keen Scent (Ex) In either form, a goblin shark can notice creatures by scent in a 180-ft. radius underwater and can detect blood in the water a range of up to 1 mile. Above water, this ability acts as scent. Smuggler's Pouch (Ex) Goblin sharks raise their young in specially evolved incubation pouches. Wily goblin sharks distend their massive jaws to swallow and hide objects up to size Tiny (or two Fine objects and so on) within this pouch. Swallowing or disgorging an object in this manner takes a full round action. Once in the pouch, objects cannot be targeted by effects or attacks that require line of sight or line of effect.

Incredibly ugly and unnerving, these gilled goblins are both larger and leaner than their terrestrial cousins, possessing a protruding shelf of a nose that overhangs a wide mouth filled with multiple rows of razored, triangular teeth. Their nose cartilage forms a hard protuberance that grants them a keen sense of smell. Able to take the shape of equally ugly shark-like creatures, packs of goblin sharks patrol shallow coral reefs in search of food while terrorizing fishermen and merchant ships. While intellectually unimpressive on their own, goblin sharks are natural pack hunters and possess a collective cunning when engaged in group hunts. Entire tribes dwell in caves carved from dead reefs or within the sunken ruins of forgotten empires. Areas that host such a tribe are typically filthy and polluted.

Like their land-bound cousins, goblin sharks are quite superstitious, frequently following the guidance of their eldest kill-shaman in the ways of their gods. Scavengers by nature, they make use of all manner of flotsam to create primitive weapons, clothes, and tools. In coastal regions, goblin sharks associate with normal goblins, typically by asserting their dominance, either assuming leadership positions or claiming entire goblin tribes as land-bound slaves. Goblin sharks have a long-running intra-racial feud with barghests, and the two shapeshifting races often attack one another on sight.

Local records contain unusual reports in which rogue packs of young goblin sharks have formed partnerships with local smuggling guilds in dockside communities. The goblin sharks take advantage of their ability to consume and regurgitate small items to assist the humans to bypass port fees on items they do not wish to declare to authorities. Smugglers who fail to remunerate the goblin sharks for their services, however, find themselves instead taking on the more traditional role of a meal.



Golem, Eye



CR 10

A muscular giant, well proportioned with smooth, marble-white skin covered in eye-like sigils, stands alert. One of the eyes opens for a moment, and a beam as bright as the sun shines forth, piercing the night.

EYE GOLEM

XP 9,600

N Large construct

Init +8; **Senses** all-around vision, darkvision 60 ft., low-light vision; Perception +26

DEFENSE

AC 25, touch 13, flat-footed 21 (+4 Dex, +12 natural, -1 size) **hp** 112 (15d10+30)

Fort +5, Ref +9, Will +10

DR 10/adamantine; Immune construct traits, fire, magic

OFFENSE

Speed 30 ft.

Melee 2 slams +22 (1d8+7/19-20)

Space 10 ft.; Reach 10 ft.

Special Attacks gaze of ancient light, primal voice of doom

STATISTICS

Str 24, Dex 18, Con -, Int 9, Wis 21, Cha 15

Base Atk +15; CMB +23; CMD 37

- Feats Alertness, Blind-Fight, Blinding Critical, Combat Reflexes, Critical Focus, Improved Critical (slams), Improved Initiative, Weapon Focus (slams)
- Skills Perception +26, Sense Motive +10; Racial Modifiers +5 Perception

Languages Common

SQ piercing sight, shoot into the sun

ECOLOGY

Environment any

Organization solitary

Treasure none

SPECIAL ABILITIES

- Gaze of Ancient Light (Ex) As a standard action, the golem can make a gaze attack, affecting all opponents within 30 ft. These targets must make a DC 19 Fortitude save (Cha-based) or be permanently blinded. Targets that successfully save are dazzled.
- Immunity to Magic (Su) An eye golem is immune to spells and spell-like abilities that allow SR. Certain spells and effects function differently against it, as noted below.
 - A *darkness* or *continual darkness* spell cast directly upon an eye golem causes blindness for 1d6 rounds. Deeper darkness affects the golem like a slow spell for 2d6 rounds (no save).
 - A magical attack that uses any kind of radiance or light (such as *light, prismatic spray,* and even fire spells, such as *fireball* or *scorching ray*) breaks any blindness or slow effect on the golem and deals no damage: the golem heals 1 point for every



- **Piercing Sight (Su)** An eye golem takes no penalties to attack rolls from concealment or cover and benefits from a constant *see invisibility* effect with a range of 120 ft. When faced with illusions, it automatically gets a save to discern them as unreal. This saving throw receives a +4 bonus to reveal the illusion.
- **Primal Voice of Doom (Su)** The golem intones a disturbing invocation of the sun god. Targets within a 30 ft. burst are affected as with a fear spell (DC 19). Deaf or unhearing creatures are unaffected by this effect.
- Shoot into the Sun (Su) When roused for combat, the golem opens several of its many eyes, emitting blinding light. This standard action grants it partial concealment (20% miss chance) and persists as long as the eye golem desires, up to 1 minute.
 - Sun God's Hands (Su) As a standard action, the golem can shoot mighty sunray bolts from its hands to a maximum range of 90 ft. Targets struck take 6d6 damage and must succeed on a DC 19 Fortitude save (Cha-based) or be permanently blinded. Targets that successfully save are instead dazzled.

Eye golems stand at least 10 ft. tall, and their magically durable hide is covered with real eyes as well as arcane sigils that resemble eyes.

An eye golem rarely kills its victims but, instead, steals their eyes once they are on the verge of death. Victims become permanently blind, wandering and tormented, seeing only visions of the eye golem flashing through their memory. This drives some mad while others instead choose to serve the golem, becoming devoted to the one who still holds sight.

When killed, an eye golem does not simply fall down dead. All its eyes open at once, releasing a scream heard for miles and a burst of light that blots out everything around. When the light and noise stop, hundreds of perfectly preserved eyeballs are left on the ground, still warm and fresh and without scars or damage. Thin beams of arcane energy can be detected (Spellcraft DC 25) connecting the eyes to their owners. Those who wield the central eye once the monster is slain can use it to restore stolen eyes to victims.

CSTE

58

GOLEM, SALT



CR 11

This crystalline automaton is crudely sculpted, with only the vaguest humanoid features. As it shuffles forward on wide, stump-like feet, thousands of tiny salt crystals fall from its body, creating a glittering cloud.

SALT GOLEM

XP 12,800

N Large construct

Init –1; **Senses** darkvision 60 ft., low-light vision; Perception +0

DEFENSE

AC 24, touch 8, flat-footed 24 (-1 Dex, +16 natural, -1 size) **hp** 96 (12d10+30)

Fort +4, Ref +3, Will +4

Defensive Abilities blinding salt spray; **DR** 10/adamantine; **Immune** construct traits, magic

OFFENSE

Speed 20 ft.

Melee 2 slams +21 (2d10+10 plus fatigue) **Space** 10 ft.; Reach 10 ft.

Special Attacks rusting grasp

STATISTICS

Str 30, Dex 9, Con —, Int —, Wis 11, Cha 1 Base Atk +12; CMB +23; CMD 32

Languages none

ECOLOGY

Environment any

Organization solitary or gang (2–4) **Treasure** none

SPECIAL ABILITIES

- **Blinding Salt Spray (Ex)** Any time a salt golem is hit in combat, thousands of tiny salt crystals erupt from its body. All creatures within 5 ft. of the golem are blinded for 1d6 rounds (Reflex DC 16 negates; Con-based).
- **Fatigue (Su)** Creatures hit by the golem's attacks are fatigued (Fortitude DC 16 negates; fatigued creatures become exhausted; Con-based).
- **Immune to Magic (Ex)** A salt golem is immune to any spell or spell-like ability that allows SR. In addition, certain spells and effects function differently against the creature, as noted below.
 - Control water slows the golem (as slow) for 2d6 rounds and deals 1d12 damage.
 - Soften earth and stone does not actually change the golem's structure but negates its DR and immunity to magic for 1 full round. The golem gets no saving throw against any of these effects.
 - Any magical attack against a salt golem that deals acid damage heals 1 for every 3 damage it would otherwise deal. If the amount of healing would cause the golem to exceed its full normal hp, it gains any excess as temporary hp. A salt golem gets no saving throw against magical attacks that deal acid damage.
- **Rusting Grasp (Su)** A salt golem can make a melee touch attack with a *rusting grasp* effect, as the spell, 3/day.

These unnatural creatures are typically created by casters living in coastal regions or by those who seek to wage war with fey creatures or creatures susceptible to the warding powers of salt. Stories tell of a druid



who built a squad of nine of these golems to combat a rampaging zmey. The salt warriors waged a long hunt and eventually killed the powerful dragon in its lair while the creator druid and her wizard companion reaped the spoils of its horde.

A salt golem has a crudely formed humanoid body made of crystalline salts. It wears no clothing or armor and carries no weapons or other possessions. It cannot speak—the only sound it makes is the susurrus of sliding sand as it moves. A salt golem is incapable of strategy or tactics. It mindlessly fights until it destroys its opponents or until ordered to stop by its creator. A salt golem stands about 8 ft. tall and weighs around 1,000 lb.

Construction

A salt golem's body is formed from a composite of at least 1,000 lb. of rare salts and minerals worth 2,500 gp.

SALT GOLEM

CL 12th; Price 32,500 gp

CONSTRUCTION

Requirements geas/quest, horrid wilting, limited wish, rusting grasp, creator must be CL 12th; Skill Craft (alchemy) or Craft (sculpting) DC 20; Cost 17,500 gp.

JOLEM, STEAM



CR 14

Bearing wicked axe blades inset along its arms and bronze runes inlaid on its armored torso, the steam golem is a smooth-running machine of death.

STEAM GOLEM

XP 38,400

N Large construct

Init +7; Senses darkvision 60 ft., low-light vision; Perception +19 DEFENSE

AC 27, touch 12, flat-footed 24 (+3 Dex, +15 natural, -1 size) hp 160 (20d10+50)

Fort +6, Ref +11, Will +6

DR 10/adamantine; Immune construct traits, magic Weaknesses boiler weakness

OFFENSE

Speed 40 ft.

Melee 2 slams +27 (2d6+8), greater axe +30 (3d6+12/19-20)

Space 10 ft.; Reach 10 ft.

Special Attacks greater axe, steam vent, whistle

STATISTICS

Str 26, Dex 16, Con —, Int 8, Wis 10, Cha 1

Base Atk +20; CMB +29; CMD 42

Feats Alertness, Cleave, Improved Bull Rush, Improved Critical (greater axe), Improved Initiative,

Lightning Reflexes, Power Attack, Toughness, Vital Strike, Weapon Focus (greater axe)

Skills Acrobatics +6, Climb +10, Perception +19, Sense Motive +2

Languages Common (or the language of its creator)

ECOLOGY

Environment any

Organization solitary or gang (2-4)

Treasure none

SPECIAL ABILITIES

Greater Axe (Ex) A steam golem normally attacks by putting its arms together and striking a creature within its reach with what is effectively a masterwork greataxe attack. A steam golem can attack with its arm blades normally as slam attacks dealing slashing damage.

Immunity to Magic (Ex) A steam golem is

immune to spells or spell-like abilities that allow SR. Steam Vent (Ex) As a standard action, a steam golem can release a 20-ft.-cubic cloud of steam, affecting all creatures within 5 ft. of itself or affecting a 20-ft. block in front of or directly behind it. Creatures take 4d8 fire damage. A successful DC 20 Fortitude save (Con-based) reduces the damage by half.

Whistle (Ex) A steam golem can, once every 4 rounds, issue a shrieking blast from its twin steam whistles as a swift action. This noise counts as a sonic attack and deafens all creatures within 30 ft. of the steam golem. The shrieking whistle makes spellcasting more difficult. During that round, a caster must

succeed on a DC 25 concentration check or lose the spell. Construct casters are not affected.

Boiler Weakness (Ex) A steam golem immersed in water or whose boiler is soaked with at least 20 gallons of water (such as from a Small water elemental or from a create water spell cast by a 10th level or higher caster) may be stopped in its tracks. (In the case of a water elemental, dousing a boiler destroys the elemental. The steam golem must make an immediate DC 20 Reflex save (Con-based) or lose the fire in the boiler. If it succeeds, the steam golem vaporizes the water

and operates normally. If it fails, the boiler is extinguished. The steam golem acts as if affected by slow for 1d3 rounds. At the end of that time, it is paralyzed until the boiler is relit.

> A steam golem is built around a central boiler with clockwork gears and hydraulic presses powering

its legs and arms. The golem has

two arm blades (or sometimes a single powerful great axe) and stands 8 ft. tall and 4 ft. wide in the shoulders. The steam golem's legs are often built with a reversed, doglike knee joint to take advantage of powerful springs enabling it to

move very quickly for such a large construct. The eyes of a steam golem typically glow orange or red from its internal fires. It has four to six vents for releasing internal steam as needed. A steam golem's whistles are usually mounted over the

shoulders, in the ears, or sometimes at the elbows. Steam golems are not members of any normal ecology, but their machinery requires 30 lb. of coal and 100 gallons of water/day when functioning at full combat capacity; one third of those amounts when resting or guarding.

Construction

A steam golem's body is a set of iron boilers, copper piping, and brass fixtures and rivets. It is hammered, bent, and riveted using 1,000 lb. of pure iron and connected with wheels, gears, compensators, pistons, valves, drive shafts, regulators, and magically strengthened tubing at a cost of 10,000 gp.

STEAM GOLEM

CL 14th; Price 120,000 gp

CONSTRUCTION

Requirements Craft Construct, fire trap, greater shout, geas/quest, limited wish, creator must be CL 14th; Skill Craft (armor) DC 20, Craft (weapons) DC 20; Cost 65,000 gp

HALF-MERFOLK (MAEREAN)

CR 1/2

Not quite human, on closer inspection this lean humanoid bears finned and webbed features and smells of crisp salty seas.

MAEREAN

XP 200

Male maerean ranger 1 N Medium humanoid (aquatic)

Init +1; **Senses** low-light vision; Perception +6

DEFENSE

AC 13, touch 11, flat-footed 12 (+2 armor, +1 Dex) **hp** 11 (1d10+1)

Fort +2, Ref +3, Will +0

OFFENSE

Speed 30 ft., swim 30 ft. **Melee** shortspear +3 (1d6+2), dagger +3 (1d4+3/19-20) **Ranged** shortspear +2 (1d6+2), dagger +2

(1d4+2/19–20)

Special Attacks favored enemy (aberrations +2)

STATISTICS

Str 15, Dex 12, Con 11, Int 8, Wis 10, Cha 9 Base Atk +1; CMB +3; CMD 14

Base Atk +1; CIVIB +3; C

Feats Power Attack

Skills Handle Animal +3, Heal +4, Perception +6, Stealth +5, Survival +4, Swim +10; **Racial Modifiers** +2 Perception

Languages Aquan, Common

SQ amphibious, merfolk blood, track +1, wild empathy +0 ECOLOGY

Environment any aquatic

Organization solitary, pair, or pod (3–10)

Treasure NPC gear (leather armor, dagger, shortspear, other treasure)

Humans and merfolk are not genetically compatible. A sufficiently separate species, their couplings do not result in offspring. At least so it was always believed. Enter the machinations of the aboleth, who sought land-bound agents to further the reach of their tendrils across the surface world. With their unknowable magic and psionic powers, the aboleth engineered a new sub-species combining several of the ideal attributes of humans and merfolk: the first maereans. It was, though, from the perspective of their aboleth masters, a failed experiment. Despite the advantages afforded by their new race's versatility, the aboleth could not excise the maereans' inherent sense of independence. It rendered the new species far too unreliable to be worthy of further investment. Ultimately, in the final consideration, the lords of the watery abyss abandoned their work with the maereans and pursued the evolutionary manipulation of new races. Rejected by their masters, the maereans were marked for extermination. Never let it be said that the aboleth do not clean up after the mistakes.

But as with most species, the will to live is indomitable and a handful of maereans found ways to survive, hiding in the shallow coasts where the influence of the aboleth was at its weakest or hiding amongst the races of their pseudo-heritage. In time, the aboleth forgot the maereans entirely, and the half-race had an opportunity to evolve on its own.

Maereans are as tall as humans although leaner and lither with attractive features and glass-green eyes. They typically have pale complexions with black hair that seems to have a greenish, oily sheen to it when viewed in bright light. Their ears have a pronounced, sharp point with small serrations along the outer edge, and their fingers and toes display half-formed webs between the digits. Some maereans have isolated patches of iridescent scales and small, finned spines along their forearms or small of their back, and all have small gill slits that run along their neck from their collarbone.

Maerean characters are often lonely individuals, aware of their outsider status, and they find it difficult forming lasting bonds and alliances with other races. They carry an air of suspicion about all

others, a trait inherited from their merfolk forebears. Once such bonds are forged, however, maereans are trustworthy and steadfastly loyal although still somewhat secretive and aloof.

Both merfolk and humans cultures have largely rejected maereans. The ignorant assume maereans are the spawn of a perverted inter-racial tryst while those who know the maereans true origin are distrustful, knowing that they have unconscious ties to the aboleth. The rejection maereans encounter from their origin-races forces them to adapt



quickly to situations and imparts an innate strength when faced with adversity. While attractive and charismatic, maereans rarely fit in with their "parent" societies, finding themselves subject to the natural prejudice against the unknown. This isolation can be hard to accept for many maereans, but it also instills a certain strength of will and adaptability. Ultimately, over the centuries the maereans have remained together forming their own societies, breeding true to the next generation. Some maerean conclaves, those known as true holds, have developed their own cultures and rites, looking to establish their own identity entirely separate from human or merfolk influence. Conversely, those maerean societies that exist by hiding amongst human or merfolk habitats call themselves "mimicans." In mimican societies, maereans typically wear disguises and attempt to hide amongst their parent culture. There is cross-pollination between the two-many maereans spend decades as mimicans before returning to true holds to share what they have learned. Some grow up as true holders, only to seek out mimican societies in adulthood. They then return to the true holds to live the final decades of their lives. When a true hold is under threat, the mimicans supply money, weapons, and other resources to their sisters and brethren, doing what they can to support their collective being. Maereans' personalities ebb and flow with the tides, allowing them to foster both great evil and incredible goodness within their hearts. Most tend to be introspective and neutral, and while less likely to turn to religion, they tend to favor gods of the seas and waves, which never seem to relinquish their hold on maerean hearts.

Maereans tend to wander, often disguising their true natures to work ships or docks along coastal regions or to travel up and down the coast from village to village looking for work that keeps them near the sea. They are valued explorers and divers, and their desire to prove their worth to communities suspicious of them drives many of them into lives of daring adventure. Over his or her lifetime, a maerean explorer sees sites and experiences adventure that a race bound to the sea or land alone, could never have experienced.

Maerean Racial Traits

+2 to One Ability Score: Maereans gain a +2 bonus to one ability score of your choice at creation.

Medium: Maereans are Medium and have no bonuses or penalties due to their size.

Normal Speed: Maereans have a base land and swim speed of 30 ft. Low-Light Vision: Maereans can see twice as far as humans in conditions of dim light.

Keen Senses: Maereans receive a +2 racial bonus on Perception skill checks.

Merfolk Blood: Maereans count as both merfolk and human for any effect related to race.

Multitalented: Maereans choose two favored classes at first level and gain +1 hp or +1 skill point whenever they take a level in either one of those classes.

Aquatic: Maereans are aquatic and can breathe water. They are also amphibious, capable of living on land but prefer coastal environments, keeping close to the sea.

Languages: Maereans begin play speaking Common and Aquan. Their bonus languages are Aboleth, Aklo, Draconic, Elven, Sahuagin, and Sylvan.

Maerean Characters

Maerean characters provide players with an immediate link to the world beneath the waves. These characters can be the last scions of a lost race, the desperate remnants of a dying people, or even specially bred creations of aboleths who wish to intrude on the surface world. If maereans are the only surviving example of ancient cultures lost below the waves, such characters can display unusual characteristics beyond that displayed by the base racial features—distorted oblong skulls, fewer digits than normal for humans—any traits assigned by old murals, hieroglyphics, and illuminated dusty tomes attributed to ancient, nearhuman cultures thought long lost.

In campaigns focusing on the rediscovery of these destroyed cultures, the characters, whether aware of the implications of their own heritage or not, can provide tangible evidence of secrets thought forever gone and open avenues for intriguing discoveries not only of the character's background but also in the campaign world as a whole. However, they must be ever watchful as should they re-ignite the attention of the aboleth, their former racial masters might just return to wipe out any trace of their old failure.

HORAKH



CR 10

Resembling a cave cricket the size of a dog, this frightening beast leaps forth to attack, wrapping its victim in spiny legs and claws.

HORAKH

XP 9,600

N Medium magical beast

Init +11; Senses darkvision 60 ft., low-light vision, tremorsense 30 ft.; Perception +11

DEFENSE

AC 24, touch 18, flat-footed 16 (+7 Dex, +1 dodge, +6 natural) **hp** 114 (12d10+48)

Fort +12, Ref +15, Will +6

OFFENSE

Speed 30 ft., climb 30 ft.

Melee 2 claws +17 (1d6+5 plus grab), bite +18 (1d8+5)

Special Attacks eye scoop, implant egg, pounce, rake (2 claws +17, 1d6+5)

STATISTICS

Str 20, Dex 25, Con 19, Int 8, Wis 15, Cha 10

 Base Atk +12; CMB +19 (+23 grapple); CMD 35 (43 vs. trip)
 Feats Agile Maneuvers, Dodge, Improved Initiative, Mobility, Spring Attack, Weapon Focus (bite)

Skills Acrobatics +16 (+24 jump), Climb +13, Perception +11 **Languages** understands Undercommon

SQ unnatural leap

ECOLOGY

Environment any underground

Organization solitary, pair, or swarm (3–12)

Treasure none

SPECIAL ABILITIES

Eye Scoop (Ex) When grappling an opponent, a horakh can make a bite attack and attempt to scoop its victim's eyes out. If the victim fails a DC 20 Fortitude save (Con-based), one of its eyes is sucked out. All attack rolls suffer a -2 penalty and creatures beyond 30 ft. have concealment to the victim. If both eyes are sucked out, the victim is permanently blinded.

Implant Egg (Ex) If a horakh reduces a grappled creature to 0 hp, it can use its specialized scoop to implant an egg in the creature's eye socket. The horakh must have used its eye scoop special ability on the creature before implanting an egg. The deposited egg grows for 2 weeks before hatching. If the implanted victim survives the attack, they take 1d2 Constitution damage and are sickened each day they are infected. After the first week, the victim is wracked with migraines and creatures beyond 10 ft. have concealment as the victim's vision blurs. At the end of the incubation, the egg hatches, dealing 1d8 Constitution damage to the victim as an immature horakh erupts from their head. A remove disease spell is required to kill the egg and cease its growth.

Unnatural Leap (Ex) A horakh receives +8 to jump checks and it suffers no penalty to jump checks if it doesn't move beforehand.

In the deepest recesses of dank dungeons and underground caverns, life is short and brutal. Hideous creatures are locked in an endless battle for survival. Only the most vicious species live to breed and fight another day. One of the most feared subterranean denizens is the horakh, an insectoid killing machine with a penchant for consuming the eyes of its victim.

Horakh have powerful rear legs that allow them to make bounding leaps. Sharp hooks at the end of powerful claws allow them to climb any surface and latch onto prey. Their heads are dominated by scooped mandibles that can shoot forward like pistons, shearing meat from bone. Their black, chitinous thoraxes are nearly flat and topped by a translucent digestive sac—often containing half-digested eyeballs of varying sizes, colors, and species.

Horakh silently skulk at the edges of larger groups of monsters, waiting to pick off the weak and wounded. Eyeless beasts, such as grimlocks, destrachan, and gricks have nothing to fear from horakh and often tolerate losing some spoils of battle to them for the sake of mutual protection. When attacking, horakh leap from their hiding spots while making a deafening screech. Generally, horakh first attempt to pounce, rake, and grab their target and follow up with eye scoop in the next round. Horakh are highly mobile on the battlefield. If threatened, horakh leap back into the shadows to attack again from a more advantageous position. Horakh never fight to the death and flee if the assault goes poorly. Horakh have been known to harry adventuring parties over the course of multiple encounters, looking for a chink in their defenses.

Even battle-hardened dungeoneers quiver at the mere mention of the horakh. The bloodthirsty creatures travel in small packs and make lightning-fast attacks against the weak or vulnerable. Horakh have specialized scooping mandibles they use to rip out the eyes of victims. Some say that after blinding their prey, horakh herd the blind like sheep until they are ready to consume them and even use them as bait to capture other creatures. Many an explorer has been ambushed, blinded, and condemned to death in the bowels of the earth by these predators.

ICE MAIDEN



CR 8

This alluring beauty has flesh and hair as white as snow and eyes blue as glacial ice.

ICE MAIDEN

XP 4,800

LE Medium fey (cold)

Init +3; **Senses** low-light vision, ice eyes; Perception +17 **Aura** chilling presence (15 ft.)

DEFENSE

AC 21, touch 13, flat-footed 18 (+3 Dex, +8 natural) hp 71 (13d6+26) Fort +9, Ref +14, Will +12 Defensive Abilities snow invisibility DR 5/fire; Immune cold

Weaknesses fire

OFFENSE

Speed 30 ft.

Melee +1 frost dagger +9 (1d4+2 plus 1d6 cold)

Special Attacks icy entangle, kiss of the frozen heart, snowblind burst

Spell-Like Abilities (CL 13th)

1/day–control weather (blizzard or snowstorm only)

Spells Known (CL 8th)

4th (4/day)—ice storm (DC 20)

3rd (6/day)—protection from energy (cold only), sleet storm (DC 19)

2nd (8/day)—alter self, daze monster (DC 18), gust of wind (DC 18) 1st (8/day)—cause fear (DC 17), chill touch (DC 17), endure elements (cold only), obscuring mist, true strike

0 level (at will)—daze (DC 16), detect magic, flare (DC 16), light, mage hand, prestidigitation, read magic, resistance

STATISTICS

Str 12, Dex 17, Con 15, Int 19, Wis 13, Cha 23
Base Atk +6; CMB +7; CMD 20 (24 on ice or snow)
Feats Craft Wand, Combat Casting, Iron Will, Quickened Spell, Scribe Scroll, Still Spell, Weapon Focus (dagger)

Skills Acrobatics +22, Bluff +25, Diplomacy +25, Fly +22, Knowledge (arcana) +24, Knowledge (nature) +23, Perception +20, Sense Motive +20, Spellcraft +21, Stealth +22; Racial Modifiers +4 Knowledge (arcana), +4 Spellcraft

Languages Northern Tongue, Sylvan **SQ** change shape (elemental body II,

flurry-form), ice walk, spells

ECOLOGY

Environment any cold Organization solitary or coven (3) Treasure standard (frost dagger, 2–3 random wands, plus other treasure)

SPECIAL ABILITIES

Chilling Presence (Su) Cold air surrounds the ice maiden. Small non-magical flames are extinguished in her presence and water begins to freeze. Unprotected characters spending more than 10 minutes within 15 ft. of her must save as if exposed to severe cold, and any spells that protect from cold are targeted by *dispel magic* (CL equal to the ice maiden's HD).

Flurry-Form (Su) The ice maiden can, as a standard action, adopt the form of a swirling snow cloud. Treat this form as a Medium air elemental that deals cold damage.

Icy Entangle (Su) As a standard action, the ice maiden can cause ice and snow to hinder the movement of opponents. This ability functions as *entangle* (DC 17).

Ice Eyes (Su) Ice maidens can see perfectly in snowy conditions, including driving blizzards and are immune to snow blindness.

Ice Walk (Ex) Ice maidens move across icy surfaces without penalty and do not need to make Acrobatics checks to run or charge on ice. On snow and ice, they are sure-footed and gain a +4 bonus to CMD.

Kiss of the Frozen Heart (Su) An ice maiden may kiss a willing individual, freezing his heart. The target becomes dominated, his or her alignment shifts to LE, and he or she gains immunity to cold and critical hits. The ice maiden can

have up to three such servants at once. The effect can only be broken by break enchantment or the kiss of someone who loves the target.

Snowblind Burst (Su) In snowy environments, as a standard action, the ice maiden can attempt to blind all creatures within 30 ft. Those affected are blinded for 1 hour. A DC 22 Reflex save (Cha-based) negates.
 Snow Invisibility (Su) In snowy environments, the ice maiden can turn invisible at will.

Ice maidens are the daughters of powerful creatures with the cold subtype. Some are descendants of Boreas or the Snow Queen of Frozen Reach (a few having both parents), but they're occasionally born to frost giants and thursir, or result from tearful pleas by pregnant women lost in the snows, desperate to keep their newborn child from freezing to death.

Most ice

maidens live solitary existences save for a servant or two under their thrall. They're lonely creatures, desperate for love but condemned to know companionship only through their magical kiss. It's said that if genuine love ever fills an ice maiden's heart, she'll literally melt into nothingness.

ISONADE



CR 16

A gargantuan thrashing tail lined with cruelly hooked barbs shoots high into the air from beneath the waves, smashing all in its path as shoreline cities crumble around it.

ISONADE

XP 76,800

CN Gargantuan magical beast (aquatic) **Init** +6; **Senses** darkvision 90 ft., low-light vision, scent; Perception +23

DEFENSE

AC 24, touch 8, flat-footed 20; (+2 Dex, +16 natural, -4 size) **hp** 319 (22d10+198)

Fort +21, Ref +15, Will +13

Immune ability damage, atmospheric

immunity; SR 27

OFFENSE

Speed swim 100 ft.

Melee bite +28 (2d10+10/19–20 plus grab), tail slap +23 (2d8+5/19–20 plus grab)

Space 20 ft.; Reach 15 ft. (20 ft. with tail)

Special Attacks swallow whole (4d8+10 damage, AC 18, 21 hp), tail sweep

Spell-Like Abilities (CL 18th; concentration +22)

At will—whispering wind

3/day—earthquake

1/day—control water, control winds (DC 19), sink land (see page 46), tidal wave (see page 47), transmute rock to mud (DC 19)

STATISTICS

Str 31, Dex 14, Con 26, Int 6, Wis 18, Cha 8

Base Atk +22; CMB +36 (+40 grapple); CMD 48 (can't be tripped)

Feats Bleeding Critical, Blind-Fight, Combat Reflexes, Critical Focus, Improved Critical (bite), Improved Critical (tail slap), Improved Initiative, Iron Will, Power Attack, Stunning Critical, Toughness

Skills Perception +23, Swim +27; Racial Modifiers +8 Swim **Languages** Aklo, Aquan

ECOLOGY

Environment any ocean

Organization unique

Treasure standard

SPECIAL ABILITIES

Atmospheric Immunity (Ex) The Isonade can comfortably exist at any level of the sea and suffers no penalties at any depth.

Barbed Tail (Ex) The hooked protrusions and sharp barbed growths allow the Isonade's tail attacks to do bludgeoning, piercing, and slashing damage. The Isonade can also grab opponents with its barbed tail just before swallowing them whole.

Tail Sweep (Ex) The Isonade can sweep its tail as standard action. The sweep affects a half-circle area with a radius of 30 ft. extending from an intersection on the edge of its space in any direction. Creatures within the swept area are affected if they are 4 or more size categories smaller than the Isonade. A tail sweep automatically deals the indicated damage plus 1-1/2 times the Isonade's Strength bonus (Reflex DC 25 halves; Wis-based).

Not merely a predator seeking the savory taste of blood, the Isonade is a beast of destruction, an agent of aggressive erosion. The Isonade wrecks seaside communities with battering winds and carves coastlines from below with its powerful magic. Though not very intelligent, sometimes the beast singles out a community and tries to lure residents into the waves with its whispering wind ability, sending confused riddles, grand promises, and eerie noises to the unsuspecting townsfolk.

Anytime the hardy citizens of afflicted coastal communities met the foul fates of a hurricane or tsunami, they fell back on folklore and blamed the stirrings of the dreaded Isonade. To some, appeasement seems the only route to surviving when fraught with a leviathan such as this, and whispers of cults surround this monster. Most of the tales claim that a degenerate group seeks to draw the beast forth, sailing from sight of land and dumping a long chain of bound and screaming sacrifices into the lightless depths of the sea. Most common citizens learning of this practice rarely speak out against it, putting a little faith in the practice and more than a little blood on their hands. Not immune to its destruction, few of these scattered cultists live to describe their terrible idol. Their claims tell of the creature weighing over 3 tons and reaching upwards of 45 ft. from its gaping maw to the hooked fins of its wicked tail, responsible for half of its length. The beast's age is unknown, as it seems every culture throughout history maintained some variation of the legend.

KOT BAYUN



CR 7

This oddly colored cat appears at first to be a powerful panther. Its wide mouth pulled up into what resembles a grin and its knowing eyes hint at intelligence beyond mere predator.

KOT BAYUN

XP 3,200

N Medium magical beast

Init +8; Senses darkvision 60 ft., low-light vision, scent; Perception +11

DEFENSE

AC 20, touch 15, flat-footed 15 (+4 Dex, +1 dodge, +5 natural) **hp** 85 (10d10+30)

Fort +10, Ref +11, Will +8

OFFENSE

Speed 40 ft., climb 20 ft.

Melee 2 claws +14 (1d6+3), bite +13 (1d8+3) Special Attacks pounce, slumbering song Spell-Like Abilities (CL 7th; concentration +10) 3/day—invisibility (self only), obscuring mist

1/day—blink

STATISTICS

Str 16, Dex 19, Con 17, Int 12, Wis 16, Cha 17
Base Atk +10; CMB +13; CMD 28 (32 vs. trip)
Feats Dodge, Improved Initiative, Iron Will, Power Attack, Weapon Focus (claws)

Skills Bluff +8, Climb +11, Diplomacy +5, Intimidate +8, Perception +11, Sense Motive +8, Stealth +15

Languages Common, Sylvan

SQ folk cure

ECOLOGY

Environment temperate forests or plains

Organization solitary or pair

Treasure none

SPECIAL ABILITIES

Slumbering Song (Su) The kot bayun can put creatures to sleep with its haunting melody. While a kot bayun sings, it can target one hearing creature within a 300-ft. spread. This target must succeed on a DC 18 Will save (Chabased) or fall asleep. Each round the kot bayun maintains its song, it can select a new target. A creature that successfully saves is not subject to the same kot bayun's song for 24 hours. This effect even affects elves although they receive a +4 bonus to the Will save. This is a sonic mind-affecting effect.

Folk Cure (Su) A kot bayun's tales can remove the following conditions:



Enemies of elves and blink dogs, kot bayuns are magical hunting cats gifted with eloquent speech and cunning abilities. These brutal and temperamental creatures get along well with cruel-minded fey. More gentle fey rightfully find the creatures to be a menace. A kot bayun measures 6 ft. long and weighs over 200 lb. It is unknown how long the creatures live although some stories record the same kot bayun in a region for over 400 years.

In addition to their stealthy natures and physical prowess, kot bayun have the ability to put prey to sleep with song. They carefully choose victims and stalk them for a time, learning their strengths and weaknesses before making their attack. They lay in wait until their prey is vulnerable and then begin their slumbering song. Those resisting the call to slumber are always the kot bayun's first victims as they launch from cover and attempt to disembowel their prey. In forests with a thick canopy, a kot bayun stealthily creeps among tree limbs, climbing with ease as it tracks movement of its prey below.

If discovered by intelligent prey, a kot bayun opens with a parley instead of claws. In rare cases, a kot bayun finds something in its prey it likes and cold predation turns to a lukewarm association. Befriending a kot bayun has benefits as the creature's poems, tales, and sagas have the magical ability to heal negative conditions. A kot bayun tells its stories in the form of strange epics and poetry, ranging from simple rhyming folk poems to complex sonnets. This ability is widely unknown (and a secret the creatures intend to keep), however, as folktales spread more and more adventurers and sages seek out this elusive beast.



Kikimora



CR 5

This strange-looking humanoid combines the features of an old crone and some manner of bird. A shawl covers her head but cannot contain her prominent beak and clawed hands. Her skirt reveals bird-like feet.

KIKIMORA

XP 1,600

CN Medium fey

Init +8; Senses low-light vision; Perception +13

DEFENSE

AC 18, touch 15, flat-footed 13 (+4 Dex, +1 dodge, +3 natural) **hp** 38 (7d6+14)

Fort +4, Ref +9, Will +8 DR 5/cold iron; SR 15

OFFENSE

Speed 30 ft.

Melee 2 claws +7 (1d4+1)

Spell-Like Abilities (CL 7th; concentration +12)

- At will—forced quiet**, invisibility (self only), mending, prestidigitation
- 3/day—break* (DC 16), charm animal (DC 16), pain strike* (DC 18), sleep (DC 16)
- 1/day-major image (DC 18), make whole, summon swarm
 - * These spells can be found in the Pathfinder Roleplaying Game Advanced Player's Guide.
 - ** This spell can be found in the *Pathfinder Roleplaying Game Ultimate Magic.*

STATISTICS

Str 13, Dex 18, Con 15, Int 12, Wis 16, Cha 21

Base Atk +3; CMB +4; CMD 19

Feats Dodge, Improved Initiative, Stealthy, Weapon Finesse

Skills Acrobatics +9, Appraise +5, Bluff +12, Diplomacy +9, Escape Artist +14, Knowledge (nature) +7, Perception +13, Sense Motive +10, Sleight of Hand +14, Spellcraft +6, Stealth +16

Languages Common, Sylvan

SQ hidey-hole

ECOLOGY

Environment any

Organization solitary

Treasure standard

SPECIAL ABILITIES

Hidey-Hole (Su) When a kikimora chooses a house to inhabit, she scrawls a symbol on a wall, baseboard, cupboard, or semi-permanent object (like a stove) to be her tiny domain. This ability lets her create an extradimensional space that is connected to her where she can live within a house without being detected. Anytime after designating a hidey-hole, a kikimora can, as a standard action, instantly transport herself and up to 50 lb. of objects to the designated location. This extradimensional space can only be entered by the kikimora or by a creature using a plane shift spell or ability. The location can be determined by casting detect magic in the area of the sigil, but it takes a DC 25 Spellcraft check to properly determine where the extradimensional space is in order to plane shift into the space. Inside the hidey-hole, a kikimora can see what is going on outside of the space through a special sensor. This window allows a range of sight as if the kikimora is where her scratched symbol is placed,



so it can be blocked by mundane objects placed in front of the sigil. This hidey-hole is like the kikimora's house, and if she leaves any items in her space, it remains there even if she removes the sigil and places it in another location. If someone else removes the sigil, all contents are emptied into the Ethereal Plane (including the kikimora if she is within her hidey-hole at the time.) In this case, the kikimora can attempt a DC 25 Will save to instead eject herself (but none of her possessions) into a square adjacent to the etched sigil.

Kikimoras are devious house spirits who torment those they live with unless these whimsical spirits are catered to and cajoled. They delight in stressing out homeowners by using their illusion magic to make the house look much filthier than it actually is. Their favored illusions are those of filth and scuttling vermin.

These creatures are enemies of brownies. While brownies can be mischievous, kikimoras often invite pain and frustration on their chosen housemates instead of preferring to remain hidden and actually helping chores along. Some brownies actively seek out kikimora-infested homes with the intention of ridding the disruptive fey creatures. When a homeowner refuses to appease the kikimora (or cannot rid themselves of her devious presence), the kikimora visits upon them a swarm of spiders, rats, or bats. Many times an inhabitant in a home plagued by a kikimora believe their home beset by ghosts because of the subtle tricks employed by the kikimora.

Kikimoras love secretly breaking things or making such destruction seem an accident. They then get the people in the house to leave gifts as enticement for making repairs in the night.

While they try to avoid notice and aren't typically known as being conversationalists, kikimoras are extremely convincing and use this influence to gain an upper hand in the place they inhabit—or to evade capture or avoid violence.

LESHY



CR 4

This strange man wears loose scraps of clothing and appears to be covered in bark and root-like growths. The hair and beard that frame his piercing green eyes writhe like living vines.

LESHY

XP 1,200

CN Medium monstrous humanoid

Init +1; Senses darkvision 60 ft.; Perception +10

DEFENSE

AC 17, touch 11, flat-footed 16 (+1 Dex, +6 natural) hp 42 (5d10+15)

Fort +5 Ref +5 Will +6

OFFENSE

Speed 30 ft.

Melee club +8 (1d6+3)

Spell-Like Abilities (CL 5th)

Constant—pass without trace, speak with animals

1/day—command plants (DC 17), create water, entangle (DC 14), hideous laughter (DC 15), plant growth, shillelagh

STATISTICS

Str 16, **Dex** 12, **Con** 14, **Int** 14, **Wis** 15, **Cha** 16 **Base Atk** +5; **CMB** +8; **CMD** 19

Feats Great Fortitude, Power Attack,

Toughness

Skills Bluff +8 (+12 when mimicking), Handle Animal +8, Knowledge (nature) +7,

Perception +10, Stealth +9, Survival +10; Racial Modifiers +4 Bluff while mimicking

Languages Common, Elven, Sylvan; speak with animals

SQ change size, mimicry, wild empathy +8

ECOLOGY

Environment temperate forests

Organization solitary

Treasure standard (club and other treasure)

SPECIAL ABILITIES

- **Change Size (Su)** As a standard action, a leshy can appear to change its size, becoming as tall as a massive oak (Gargantuan) or as short as a blade of grass (Diminutive). The change is entirely illusory, so the leshy's statistics do not change although it gains a bonus or penalty to Stealth equivalent to its apparent size category. Anyone physically interacting with the leshy can disbelieve the size change (Will DC 15; Cha-based).
- **Mimicry (Su)** A leshy can mimic the calls and voices of any creature it has heard (such as the roar of a lion, the song of a sparrow, or voice of a PC). To use this ability, the leshy makes a Bluff check with a +4 racial bonus. Listeners who succeed on an opposed Sense Motive check realize that

something is mimicking the sound. If the listener is familiar with the individual the leshy is imitating, the listener gains a +4 bonus to oppose this check.

Wild Empathy (Su) This works like the druid's wild empathy class feature, except the leshy receives a +5 racial bonus. Leshy with druid or ranger levels add this racial modifier to their wild empathy checks.

Leshy are the self-proclaimed protectors of the Margreve outskirts. With their plant growth ability, they sabotage cultivated land, wipe out trails, and create weed walls and thickets to keep civilization at bay. Using *command plants*, they transplant assassin vines and other plant creatures to discourage new settlements. Some have wrangled rabid animals to the same purpose.

Generally solitary, leshy can often be found tending to plants and animals in groves around the edge of the Margreve. Leshy have little

patience for interlopers and often kill, abduct, or frighten off trailblazers and guides.

Leshy prefer trickery to combat, particularly enjoying misguiding and kidnapping interlopers through use of their mimicry. If challenged, they use their change size ability to scare intruders away but never hesitate to fight to the death in service to the forest if necessary. Leshy hate metal, especially the axes they associate with logging, and they go out of their way to steal metal items and lead those who use them astray. With careful courting and appropriate gifts, it is possible to gain a leshy's capricious assistance. This can be risky, however, since leshy have a fey-like love of mischief. Still, there are tales of times where a leshy's help has been essential to a group traversing the Margreve.

LICH HOUND



Their howls echoing from another plane, lich hounds always arrive wreathed in mist, half bone, half purple fire, creatures of hunger and the hunt. Nothing makes them happier than tearing down creatures larger than themselves—or racing through the air to catch a surprised bat in mid-flight. All cruelty and fang, lich hounds are only happy when praised by their great undead lords.

LICH HOUND

CR 4

XP 1,200

NE Small undead

Init +3; Senses lifesense 200 ft., low-light vision; Perception +3

DEFENSE

AC 18, touch 18, flat-footed 15 (+3 Dex, +4 deflection, +1 size) hp 42 (5d8+20) Fort +5, Ref +4, Will +4

Immune undead traits

OFFENSE

Speed 30 ft., fly 50 ft. Melee bite +7 melee (1d12 plus trip) Spell-Like Abilities (CL 5th; concentration +9) 3/day—ethereal jaunt

STATISTICS

Str 10, Dex 17, Con —, Int 6, Wis 10, Cha 18
Base Atk +3; CMB +2 (+6 for trip); CMD 15 (19 vs. trip)
Feats Alertness, Skill Focus (Survival), Weapon Finesse
Skills Fly +8, Perception +6, Sense Motive +2, Survival +9, Stealth +7

Language understands Darakhul

ECOLOGY

Environment any

Organization solitary, pair, or pack (4–24) **Treasure** half standard

SPECIAL ABILITIES

Gut Rip (Ex) A lich hound can, as a swift action that does not provoke attacks of opportunity, tear into any adjacent prone creature for 2d12 damage, ripping its intestines out from the inside. Combined with the *deathwatch* aspect of its lifesense ability, gut rip enables a lich hound to perform a coup de grace action against a helpless opponent as a swift action rather than as a full-round action.

Howl (Ex) The eerie howl of lich hounds in pursuit of their prey plays havoc on the morale of living creatures that hear it. Those creatures must make a successful DC 16 Will save (Cha-based) or be shaken for 5 rounds. Creatures that successfully save against this effect cannot be affected by an individual lich hound's howl for 24 hours. The lich hound's howl is a sonic effect requiring a standard action.

- **Lifesense (Su)** A lich hound notices and locates all living creatures within 200 ft., just as if it possessed the blindsight ability. It also senses the strength of their life force automatically, as if it had cast *deathwatch*.
- **Trip (Ex)** A lich hound that hits with a bite attack can attempt to trip the opponent (with a +4 bonus to the CMB check) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the lich hound. Lich hounds gain a +4 racial bonus to trip attempts.

Bright white skulls with a heavy jaw and thick, robust skeletal bodies define the ferocious lich hounds. Their eyes burn green or blue, and their tongues resemble black fire. Fueled by necromantic power, these creatures are loyal servants of either ghoul high priests or archliches. Their deadly gut rip ability has a natural synergy with the paralyzing attacks of their masters, and they love to fly in and out of the shadows to finish off vulnerable victims.

Even on their own, lich hounds are relentless hunters, pursuing their prey with powerful senses and a keen ability to find the living wherever they may hide. Lich hound howls fade into and out of normal hearing, with strangely shifted pitch and echoes. They can also acutely recognize the scent of ghoulbane oil and their masters train them to attack those who carry it immediately.

The dark process of creating a lich hound involves a perverse ritual of first summoning a celestial canine and binding it to the material plane. The hound's future master then murders the trapped beast. Only then can the creature be animated in all its unholy glory. Hound archons of the heavens have long taken great umbrage to the creation of lich hounds and they occasionally band together in outrage to rid the world of those who would traffic in such dark magics.

LIKHO d



Malformed like a goblin, this creature bears one large, strange eye in the middle of its face. Clothed in dark and dirty rags, spindly arms ending in claws stretch from its hunched torso.

LIKHO

XP 2,400

CE Medium monstrous humanoid Init +4; Senses darkvision 60 ft.; Perception +14

DEFENSE

AC 20, touch 15, flat-footed 15 (+4 Dex, +1 dodge, +5 natural) **hp** 68 (8d10+24)

Fort +5, Ref +10, Will +9

SR 17

OFFENSE

Speed 40 ft.

Melee +2 claws +12 (1d6+5)

Special Attacks pounce, rake (2 claws +12, 1d6+5) Spell-Like Abilities (CL 7th; concentration +12) 3/day—mirror image, ray of enfeeblement, touch of idiocy 1/day—bestow curse (DC 18), displacement

STATISTICS

Str 15, Dex 18, Con 16, Int 13, Wis 16, Cha 21
Base Atk +8; CMB +10; CMD 25
Feats Acrobatic Steps, Dodge, Mobility, Nimble Moves
Skills Acrobatics +12 (+16 when jumping), Climb +13, Perception +14, Sense Motive +11, Stealth +15

Languages Aklo, Common

ECOLOGY

Environment temperate and warm forests and hills **Organization** solitary or jangle (2–10) **Treasure** standard

SPECIAL ABILITIES

Disruptive Gaze (Su) As a swift action 1/round, a likho can direct its gaze to any single creature it can see and inflict it with a temporary bout of bad luck. The targeted creature must roll two d20s whenever a situation calls for a d20 roll (such as an attack roll, a skill check, or a saving throw) and must use the lower of the two results generated. This is a mind-affecting effect.

Likho are scrappy fighters who rush up and jump onto their enemies, shredding them with their claws, but not before weakening them with their spell-like abilities from afar. Likho frustrate and infuriate their enemies by not only flinging curses and poor luck but also because they are difficult to hit. These despicable creatures delight in causing pain and ruin to those it crosses. A likho uses its message spell-like ability to taunt and jeer its target from a distance during the tormenting hunt.

Likho enjoy stalking their prey like a great cat, causing torment from the fringes until its prey discovers them or it grows tired of the hunt. Their favorite prey is intelligent humanoids and some believe the likho receive at least part of their nourishment from draining away luck and aptitude.

When a likho intends to take down one of its victims it rushes forth in a blazing charge, leaping onto the creature and shredding its flesh with the claws on its hands and feet. Once the likho immobilizes



a creature, they gnash into the creature's abdomen with its jagged teeth, devouring its organs. A likho typically consumes only a humanoid's organs within its torso and leaves the remainder of the carcass where the feasting occurred.

Likho Commando (CR 7) When a jangle of likho forms, one rises to the occasion to assume the role of leader over time. The commando fights his way through the ranks to lead the group. These battles are non-lethal for the most part but result in death in extreme cases. The commando leads by example, fighting foes as ferociously as his underlings. Increase its ability scores by Str +4, Con +4, and Wis +4 to reflect its domination over the others. The likho commando also gains a new spell-like ability, *eldritch fever**, which it can use 3/day. *This spell can be found in the *Pathfinder Roleplaying Game*

Ultimate Magic.

CR 6

Likho Breman (CR 9) Some likho listen to the rumblings of their god as he chooses them at a certain age to perform a dark rite deep underground. They feel a calling to complete their transmogrification with no witnesses; save their dark god. The rite is different for each one chosen, but it ends with the likho severing its off-hand with a silver blade. After staunching the blood, the likho then throws the lifeless appendage into a roaring fire and breathes in the burning stench before consuming the burnt offering. If the breman consumes the flesh, the likho's dark gods grant it a permanent *spectral hand* to deliver its touch spells from a distance. If the hand is dispelled or destroyed in combat, it reforms after 1d4 rounds. The breman loses one claw attack and suffers a -10 penalty to Climb checks.



LORELEI



CR7

Lounging on large river rocks or swirling eddies untouched by the rush of the current, these breathtakingly feminine fey call plaintively to travelers and knights errant. The lorelei of legend, they seek nothing less than the last breath of a drowning man.

LORELEI

XP 3,200

CE Medium fey (aquatic) **Init** +5; **Senses** low-light vision; Perception +14 **Aura** alluring presence (30 ft., DC 15)

DEFENSE

AC 23, touch 23, flat-footed 17 (+7 deflection, +5 Dex, +1 dodge) **hp** 60 (8d6+32)

Fort +13, Ref +18, Will +16

OFFENSE

Speed 30 ft., swim 30 ft.

Melee mwk dagger +10 (1d4/19–20)

Special Attacks stunning glance (30 ft., DC 21)

Spells Known (CL 7th; +18 concentration)

- 3rd (6/day)—hydraulic torrent*, reckless infatuation**
- 2nd (8/day)—daze monster, protection from arrows, unnatural lust**
- 1st (8/day)—alarm, comprehend languages, obscuring mist, ray of enfeeblement, unseen servant
- 0—bleed, detect magic, guidance, light, mending, prestidigitation, touch of fatigue
- *This spell can be found in the *Pathfinder Roleplaying Game* Advanced Player's Guide.
- ** These spells can be found in the Pathfinder Roleplaying Game Ultimate Magic.

STATISTICS

Str 10, Dex 21, Con 18, Int 16, Wis 16, Cha 25 Base Atk +4; CMB +9; CMD 27

Feats Agile Maneuvers, Combat Casting, Dodge, Weapon Finesse **Skills** Bluff +18, Diplomacy +18, Escape Artist +16, Heal +11,

Knowledge (nature) +14, Perception +14, Sense Motive +14, Stealth +16, Swim +19; **Racial Modifiers** +8 Swim

Languages Common, Sylvan

Special Qualities unearthly grace, water spirit

ECOLOGY

Environment temperate rivers, warm marshes, and forests **Organization** solitary or coven (3–5)

Treasure standard

SPECIAL ABILITIES

- **Alluring Presence (Su)** This ability affects all humanoids within 30 ft. of a lorelei. Those who look directly at a lorelei must succeed on a DC 21 Will save (Cha-based) or be drawn to the lorelei in the most direct path, regardless of the danger. This compulsion fades once the person gets within 5 ft. of the lorelei. A lorelei can suppress or resume this ability as a free action. Anyone who successfully saves against this effect cannot be affected by it from the same lorelei for 24 hours.
- **Dangerous Beauty (Su)** This constant effect works like the bard's fascinate ability (DC 21). The lorelei's effective bard level is equal to her racial HD for determining her total modifier to the check. Any bard levels possessed by the lorelei may be considered for this effect. The lorelei does not need to



perform to create this effect, and the penalty imposed by this ability applies to all skill checks while fascinated. Anyone who successfully saves against this effect cannot be affected by it from the same lorelei for 24 hours.

Spells (Su) A lorelei casts spells as a 7th-level sorcerer.

- **Stunning Glance (Su)** As a standard action, a lorelei can mentally disrupt a creature within 30 ft. with a look. The target must succeed on a DC 21 Fortitude save (Cha-based) or be stunned for 2d4 rounds.
- **Unearthly Grace (Su)** A lorelei adds her Charisma modifier as a racial bonus on all her saving throws and as a deflection bonus to her AC.
- **Water Spirit (Su)** A lorelei is considered to be under the effects of freedom of movement whenever she is in a body of water.

These callous river sirens endlessly compete with one another by demonstrating their prowess in manipulating and destroying male travelers. A race born from an ancient fairy oath swearing eternal revenge on male-kind, the present-day lorelei's single-minded cruelty stems from a collective racial memory. A lorelei often lures her prey slowly, teasing him with ecstasy for days before finally turning on her prey, or she might destroy him quickly in a fickle fit of impatience, summoning a massive river wave to drive him under the water forever.

Although legends describe the lorelei as golden-haired and fairskinned, in truth they come in all varieties, each more voluptuous than the next. While most typically appear as unusually sensual humans, a lorelei's form may also include elves, dwarves, and in some recorded cases even orcs and hobgoblins, all depending on the demographic of her most populous prey.

Women travelers prove particularly vexing for the lorelei. While most of the siren's powers affect women as readily as men, the lorelei lacks the hatred and drive to commit to the kill. Women traveling alone or in allfemale groups may pass through a lorelei's territory safely, and they might even be able to make peaceful contact. On the other hand, women who intervene to protect male companions are viewed as traitors, inspiring new levels of wrath.

7
MERROW



CR4

Hungry malice lingers in the black, piercing stare of this hulking giant. Its scaly, turquoise skin seems strangely out of place juxtaposed by its leering, wide mouth with three rows of jagged teeth.

MERROW

XP 1,200

CE Large monstrous humanoid (aquatic, giant)

Init –1; **Senses** darkvision 60 ft., low-light vision; Perception +5 DEFENSE

DEFENSE

AC 17, touch 8, flat-footed 17 (+4 armor, -1 Dex, +5 natural, -1 size)

hp 42 (5d10+15)

Fort +5, **Ref** +3, **Will** +6

OFFENSE

Speed 40 ft., swim 40 ft.
Melee longspear +10 (2d6+7)
Ranged javelin +4 (1d8+5)
Space 10 ft.; Reach 10 ft.
Special Attacks watery grave (DC 16; 1/day)

STATISTICS

Str 21, Dex 8, Con 15, Int 6, Wis 10, Cha 7 Base Atk +5; CMB +11; CMD 20 Feats Great Fortitude, Iron Will, Toughness Skills Climb +10, Perception +5, Stealth +4, Survival +5, Swim

+18; Racial Modifiers +8 Swim

Languages Giant

SQ amphibious

ECOLOGY

Environment any aquatic, coastlines, or marshes
 Organization solitary, pair, gang (3–5), or family (5–16)
 Treasure standard (hide armor, longspear, javelins (4), other treasure)

SPECIAL ABILITIES

Watery Grave (Su) As a standard action 1/day, a merrow can make the water covering the ground in an area—like a shoreline, a river, or a flooded corridor— rise up, creating an effect identical to *black tentacles*. This effect is Con-based, has an effective CL equal to the merrow's racial HD, and cannot take effect where water does not cover the ground.

Towering over men and yet possessing a predatory grace, merrow live in forest marshes, rushing rivers and deep, glassy pools. The merrow's hatred for humans matches their hunger for manflesh, and they delight in hunting any who cross their path. Merrow stink of gore and stagnant, poisoned water, often trailing bits of reeds or leaving mud-caked footsteps. They often lust after lorelei, who lead them on with teasing promises only barely fulfilled. These nightmarish creatures and their monstrous relatives are the bane of those who settle on the coasts. Merrow raids are frequent and violent for pioneers trying to stake a claim on shorelines hunted by the aquatic giants. Not smart enough to use advanced tactics, some families of merrow leave warnings if they think they are outnumbered. These warnings take the form of fish entrails left outside a tent or other, more disgusting taunts. A few great merrow leaders embrace their barbaric nature and learn to harness their rage, but most rely on outnumbering their enemies. Merrow are territorial and band together in small battalions if they face numbers too great. Merrow stand 10–12 ft. tall and weigh 600–1,000 lb.

Oceanic Merrow (CR 5) A slightly tougher (and bigger) strain of giants, the oceanic merrow live in deeper bodies of water. They gain +2 HD over their more common relatives and wield tridents and nets. In addition to the watery grave ability, the oceanic merrow can summon a whirlpool 1/day (10–30 ft. high, 1d6+6 damage, DC 15).

Swamp Merrow (CR 6) These merrow brutes are an offshoot of a troll bloodline. They gain the regenerative qualities and weaknesses of their ancestors (regeneration 5, acid and fire). They also gain a rend attack (2 claws, 1d6+5) as they forsake weapons for their formidable claws. They gain DR 2/— due to their toughened skin.

Two-Headed Merrow (CR 7) These monstrosities cavort far from the civilized world. Their white skin and hairless bodies frighten those who confront them for the first time. In addition to all the strengths and weaknesses of the swamp merrow, the two-headed specimen adds to its ability scores: Str +8 and Con +8. They also gain a frightful presence ability that leaves viewers shaken (60 ft., DC 15, 5d6 rounds).



MINDROT THRALL

This heavily cloaked figure reeks of decay and spreads a floating cloud of mote-like spores with every halting step.

MINDROT THRALL

XP 1,600

N Medium plant (augmented humanoid)

Init +6; Senses low-light vision, tremorsense 30 ft.; Perception +8

DEFENSE

AC 15, touch 12, flat-footed 13 (+2 Dex, +3 natural)

hp 52 (7d8+21)

Fort +8, Ref +4, Will +4

DR 5/slashing; Immune plant traits

OFFENSE

Speed 30 ft.

Melee 2 claws +7 (1d6+2)

Special Attacks breath weapon (15 ft. cone, 4d8 acid, Reflex DC 18 half, usable every1d2 rounds), disease

STATISTICS

Str 15, Dex 14, Con 17, Int 11, Wis 14, Cha 6

Base Atk +5; CMB +7; CMD 19

Feats Ability Focus (breath weapon), Blind-Fight, Improved Initiative, Stealthy

Skills Disguise +5, Escape Artist +5, Perception +8, Stealth +10 Languages Common (doesn't speak)

SQ fungal aura, spore infection

ECOLOGY

Environment any temperate or warm

Organization solitary or infestation (2-8)

Treasure incidental

SPECIAL ABILITIES

- Breath Weapon (Su) A thrall can exhale a blast of acidic spores from its rotten lungs. In addition, the victim is subject to the creature's spore infection ability.
- Fungal Aura (Su) Creatures starting their turn within 5 ft. of a mindrot thrall must succeed on a DC 15 Fortitude save (Wisbased) or take 1d8 damage and are subject to the creature's spore infection ability.
- Mindrot (Su) Spores—contact, inhaled; save Fort DC 16; onset 1 day; frequency 1 day; effect 2d4 Con; cure 2 consecutive saves. These creatures spread their unique disease, called mindrot by sages and clerics treating the condition. A creature slain by this disease becomes a mindrot thrall as the fungus eats away their flesh, replacing it with its own cells.
- Spore Infection (Su) Any creature exposed to the mindrot thrall's spores must succeed on a DC 15 Fortitude save (Wisbased) or become infected. Those infected contract mindrot.

Mindrot fungus is an intelligent hive-mind parasite that survives by consuming the bodies of mortal creatures in order to replicate. When inhaled, mindrot spores enter the bloodstream and take root in the brain. As the fungus grows, it secretes an acid that dissolves the body of the host, slowly replacing the creature's flesh with its own as it feeds and multiplies.

The fungus first destroys the parts of the brain that control motor functions, taking over the creature's movement, so the victim loses



CR 5

control of its actions even while alive and aware of what is happening. Eventually, the fungus burns away all of the victim's flesh, covering the skeleton of the creature with its own fibrous flesh in a ghastly caricature of its host. Intelligent creatures, humanoid thralls often cover themselves in heavy robes or layers of cloaks in order to travel undetected. Uncovered, a thrall resembles a gaunt version of the creature whose body was destroyed, except its taut, waxy skin bubbles with bursting spore pods. If the creature cannot infect a new victim within a few weeks of completely consuming its current host, it starves and eventually dies. The starved corpse of a mindrot thrall slowly dissolves into a crusted skeleton.

Mad wizards whisper that the fungus was brought to Midgard on the back of one of the shambling, otherworldly horrors that haunt the Western Wastes. Its origin in that inhospitable desert is likely the only reason this insidious creature has not destroyed whole cities through infection, though the fungus is ever searching for hosts to carry it to where it can spread the most harm.



R.HERSHEL

MORDANT SNARE

CR 15

Several humanoids with glistening skin shamble aimlessly.

MORDANT SNARE

XP 51,200

CE Colossal aberration (earth) Init +9; Senses darkvision 60 ft., tremorsense 60 ft.; Perception +30

DEFENSE

AC 29, touch 7, flat-footed 24 (+5 Dex, +22 natural, -8 size)

hp 231 (22d8+132)

Fort +15, Ref +12, Will +18

Immune acid; SR 26

OFFENSE

Speed 40 ft., burrow 40 ft. **Melee** 4 tentacles +17 (2d8+9/19–20 plus 1d6 acid

and grab)

Ranged 4 spikes +13 (1d8 plus 1d6 acid) Space 30 ft.; Reach 30 ft.

Special Attacks constrict (2d8+9 plus 2d6 acid)

STATISTICS

Str 28, Dex 21, Con 22, Int 15, Wis 20, Cha 17

Base Atk +16; CMB +33 (+37 grapple); CMD 48

- **Feats** Bleeding Critical, Blind-Fight, Cleave, Combat Reflexes, Critical Focus, Deceitful, Great Cleave, Great Fortitude, Improved Critical (tentacle), Improved Initiative, Power Attack
- **Skills** Bluff +29, Disguise +29, Intimidate +28, Perception +30,
- Stealth +14, Survival +30

Languages Aklo, Common, Terran

SQ absorb channel energy, mordant puppets

ECOLOGY

Environment temperate or warm desert, hills, or plains or underground

Organization solitary or pair

Treasure triple

SPECIAL ABILITIES

Absorb Channel Energy (Su) If a mordant snare is in the area of effect of a cleric's channel energy to harm undead, it gains temporary hp equal to half the damage the cleric does, up to a maximum of 60.

Mordant Puppets (Ex) A mordant snare can control up to 4 bodies/tentacle (up to 44, total) in a way that they resemble zombies. Treat each mordant puppet as a zombie with 30 hp, which cannot be harmed by positive energy, and deals 1d6 acid damage to foes who hit the puppet with natural attacks or melee weapons without reach. These puppets occupy squares within the mordant snare's reach, even above the creature, as it usually lies burrowed in sand and ash. A successful DC 30 Heal or Knowledge (dungeoneering or religion) check reveals that a mordant puppet is not truly undead. If the mordant snare makes a tentacle attack, it destroys the puppets attached to that tentacle, dealing 2d6 acid damage/puppet in a 5-ft. radius (Reflex DC 27 for half; Con-based). A product of the Great Mage War, a mordant snare uses its kills to lure yet more victims to its deadly embrace. The creature looks like an immense, dark gray, 11-armed starfish and weighs 8 tons. It extrudes filaments that inject acid into its victims to liquefy organ and muscle while leaving the bone structure and skin intact. It also uses the filaments to control the movements of its victims' acid-filled bodies with the expectation it will draw in crusading adventurers who want to dispatch the "zombies."

Preferring to feed on intelligent creatures, a mordant snare allows Small or quadrupedal creatures to pass by unmolested, using its tremorsense to help determine the weight and gait of creatures traveling over it. A mordant snare hunts a particular area until a potential victim escapes or until it detects a reduction in traffic through its hunting ground. The creature recognizes this as a prelude to an organized attack from creatures that are more powerful than its typical fare. When this occurs, the snare burrows deep underground and travels to a new clearing away from any large settlements.

Thankfully for the denizens of the Wasted West, mordant snares seemingly have finite numbers and no capability to reproduce. Additionally, the secret of their creation has been lost in the Great Mage War. Therefore, when a mordant snare finds another of its kind, it happily cooperates with the other. The two creatures set up in such a way that draws victims over one of the snares en route to the other's puppets. Adventurers knowledgeable about mordant snares think they ensure their safety by staying out of range of the creature's arms and spikes, only to be surprised by the other snare lying in wait. A frightening rumor claims a dust goblin tribe has allied with a mordant snare, where the goblins provide the bait in lieu of mordant puppets. After a successful kill, the goblins gather whatever treasure the victims owned, and the snare gets more food. The goblins also learn dark secrets about the Wasted West from the sated snare.

MYCOLID, DEATHCAP

Deathcap flesh range from white to pale grey to a warm yellow-orange. Their heads resemble fungal caps, often either red with white spots, red at the center with a brown edge, or a bluish-purple tone. Their hands and feet are smooth, and their eyes are deep black wells, glinting with malevolence. Though deathcaps have fanged mouths, they use these largely to ingest earth or mineral nutrients.

DEATHCAP MYCOLID

CR 5

XP 1,600

NE Medium plant Init +0; Senses darkvision 60 ft.; Perception +12

DEFENSE

AC 18, touch 10, flat-footed 18 (+8 natural) hp 52 (7d8+21) Fort +8, Ref +4, Will +4

OFFENSE

Speed 20 ft.

Melee poison touch +7 (poison)

Ranged deep slumber ranged touch +7 (1d6 sonic plus spores)

STATISTICS

Str 10, Dex 14, Con 17, Int 12, Wis 14, Cha 13

Base Atk +5; CMB +5; CMD +17

Feats Blind-Fight, Point Blank Shot, Precise Shot, Weapon Finesse Skills Bluff +5, Heal +6, Knowledge (dungeoneering) +5, Knowledge (nature) +5, Perception +12, Survival +4, Stealth +9

ECOLOGY

Environment temperate or warm forests or underground **Organization** solitary, pair, or ring (4–16)

Treasure none

SPECIAL ABILITIES

Poison (Ex) Poison touch—contact; save DC 16; frequency 1/round for 3 rounds; effect 1d6 Con damage; cure 2 consecutive saves. Anyone touching a deathcap mycolid with a natural weapon or unarmed attack must also make this saving throw.

Poison (Ex) Spores, deep slumber ranged touch—contact, inhaled; save DC 16; frequency 1/round for 3 rounds; effect 1d6 Str ability damage and fall asleep; cure 1 save. The large fungal cap of a deathcap can release spore capsules, either to set a trap, to grow young deathcap mycolids, or to put foes to sleep. To cause sleep, the deathcap mycolid must throw one or several spore capsules at a foe and make a successful ranged touch attack. The spores have a range increment of 20 ft. and a maximum range of 100 ft. If a spore hits, it breaks open with an explosive burst for 1d6 sonic damage. The target and any other creatures in the same square (such as familiars) must make the save. Sleeping creatures fall prone and can take no actions until they wake. Damage, loud noises, and vigorous shaking can awaken sleeping creatures, as sleep. The spores affect creatures up to 7 HD for 1d10 minutes of sleep if the save fails; if the saving throw succeeds, the creature is staggered but otherwise unaffected. Creatures of 8 HD or more sleep only 1d4 rounds if the save fails; if the save succeeds, they are entirely unaffected. The spore capsules range in size from that of a sling bullet to a fist. This is a poison effect.



These sentient mushroom folk tend the white forests of fungi in the ghoul Imperium and are an allied race of the darakhul. Deathcap mycolids are the peasants of the Underdark, farming dozens of species of mushrooms anywhere they have water, dung, and a bit of earth or slime. For this reason, the other races rarely attack them. The ghouls do not eat them (and they cannot be made into darakhul), but they do grow edible flesh-plants and make valuable lamp oil. Deathcap spores generate sleep and poison effects, though they are fairly peaceful. Their combat abilities tend to punish an attacker, rather than being powerful on offense.

The deathcap mycolids are not eager fighters, but once committed, they are ruthless, neither giving nor expecting any quarter from their foes. They use their poison and slumber spores to full effect against living creatures; they typically flee from constructs and undead. Deathcap mycolids fight with their ranged spores as much as they can, hiding in their fungal forests. They count on allied creatures (such as carrion beetles, darakhul, purple worms, dark creepers, or even various devils) to fend off the most powerful foes.

Deathcap mycolids live in communal groups of related clones. They reproduce asexually, and an elder and its offspring are almost identical in appearance but for their age. These clone groups are called deathcap "rings." Mycolids build no huts or towns, but groups are defined by the nature of their crops and general appearance. Indeed, many Underdark sages claim that the deathcaps are merely the fruiting, mobile bodies of the forests they tend, and that this is why they fight so ferociously to defend their forests.



Oculo Swarm



CR 4

A collection of hundreds of eyes floats along, trailing ganglia and dripping caustic fluid that sizzles when it hits the ground.

OCULO SWARM

XP 1,200

NE Diminutive aberration (swarm)

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

DEFENSE

AC 18, touch 18, flat-footed 14 (+4 Dex, +4 size)

hp 37 (5d8+15)

Fort +4, Ref +7, Will +6

Defensive Abilities swarm traits; **Immune** weapon damage; **Resist** acid 10

OFFENSE

Speed 5 ft., fly 40 ft. (good) Melee swarm (1d6 acid) Ranged acid squirt +11 (1d8 acid) Space 10 ft.; Reach 0 ft. Special Attacks distraction (DC 15), eye extraction,

gaze STATISTICS

Str 10, Dex 19, Con 16, Int 8,

Wis 15, Cha 17 Base Atk +3; CMB +3; CMD 13

Feats Alertness, Improved Initiative, Lightning Reflexes

Skills Fly +18, Perception +12, Sense Motive +16, Stealth

+23; **Racial Modifiers** +4 Sense Motive

Languages understands Common

ECOLOGY

Environment any Organization solitary, pair, or conclave (3–6)

Treasure none

SPECIAL ABILITIES

Eye Extraction (Su) An oculo swarm draws other eyes to it. If the swarm shares the space with a target, the target must succeed at a DC 15 Fortitude save (Cha-based), or its eyes begin to strain out of their sockets. Victims suffer a -2 penalty to all attack rolls and any skills which rely on sight. (A DC 15 Heal check or any cure spell negates this penalty but does not forestall extraction). Failing the initial saving throw, the victim must repeat it at the start of the next turn; a second failure renders the victim permanently blind. A successful saving throw at any point provides immunity to a particular swarm's eye extraction for 24 hours. If an oculo swarm is reduced to 5 hp or less, it can no longer use this ability. **Gaze (Su)** In lieu of swarm damage, an oculo swarm can inflict a gaze attack on every creature in its space by fixing the stares of its constituent eyes. The swarm can choose one effect from the following list: *charm monster*, *confusion*, and *hold monster*. Regardless of effect, any targets in the swarm's space must succeed at a DC 15 Will save (Cha-based) to avoid succumbing to it. A victim may not simply avert his eyes to avoid the gaze attack.

Most adventurers fear losing their sight. Without it, a spellcaster cannot target opponents, a combat-oriented adventurer no longer fights effectively, and a rogue becomes almost useless. The oculo swarm, an experiment to create a live scrying sensor gone awry, preys on this fear in a dramatic way since its mere presence can rip out an unfortunate's eyes. Additionally, the swarm has an array of other abilities to soften up

potential prey.

An oculo swarm

replenishes its numbers by the simple act of swooping in on its victims and leaving them eyeless. However, the swarm is selective about the eyes it takes, so it only targets victims with healthy eyesight. Because the resonance field the swarm generates loses efficacy as the swarm shrinks in size, it usually attempts to paralyze its opponents and retreat when it drops below 10 hp and focus its attacks on lone or weak targets to rebuild.

The entire swarm can see what a single member, known as an oculus, can see. Thus, prior to making an attack, an oculus scouts ahead for the best prospective victims or potentially dangerous foes. The oculus has no offensive capability

and only has a single hp. Occasionally, a wizard from Bemmea

employs an oculus as a lie detector and possible intimidation device when engaging in negotiations. An oculus instinctively reads even the most subtle eye movements of any creature possessing sight, and it changes it iris's color to indicate the state of the creature it

observes (typically blue for calm/telling the truth, brown for lying, or green for angry). If negotiations go poorly, the mage gives the oculus permission to call the remainder of the swarm to add a fresh pair of eyes to its number.

An arcane spellcaster with access to *summon swarm* can replace a 4th-level spell with a version of *summon swarm* that conjures an oculo swarm.

OROBAS



CR 17

Tall and powerful, this creature resembles a strong man with well-chiseled muscles, save its equine head, flaring nostrils, and hoofed feet.

DEVIL, OROBAS

XP 102,400

LE Large outsider (devil, evil, extraplanar)

Init +11; **Senses** darkvision 60 ft.; Perception +29

DEFENSE

AC 30, touch 16, flat-footed 23 (+7 Dex, +14 natural, -1 size) **hp** 261 (18d10+162); fast healing 10

Fort +15, Ref +18, Will +19

DR 10/good and silver; Immune fire, poison; Resist acid 10, cold 10; SR 28

OFFENSE

Speed 40 ft.

Melee 2 claws +28 (1d8+10/19-20)

Space 10 ft.; Reach 10 ft.

Special Attacks push (claw, 10 ft.), trample (2d8+15, DC 29)

Spell-Like Abilities (CL 18th; concentration +26)

Constant—arcane sight, detect good, true seeing

At will—augury, dispel good (DC 23), greater teleport (self plus 50 lb. of objects only), magic circle against good

5/day—bestow curse (DC 22), fireball (DC 21), scorching ray 3/day—contact other plane, dimension door, empowered chain

lightning (DC 24), quickened antimagic field, wall of fire

1/day—eyebite (DC 24), find the path, foresight

STATISTICS

Str 30, Dex 25, Con 28, Int 23, Wis 26, Cha 21

Base Atk +18; CMB +29; CMD 46

- Feats Cleave, Deceitful, Empower Spell-Like Ability (chain lightning), Improved Critical (claws), Improved Initiative, Lunge, Power Attack, Quicken Spell-Like Ability (antimagic field), Weapon Focus (claws)
- Skills Acrobatics +16 (+20 jump), Bluff +30, Climb +19, Diplomacy +26, Disguise +7, Knowledge (arcana) +23, Knowledge (history) +16, Knowledge (local) +16, Knowledge (planes) +23, Knowledge (religion) +23, Perception +29, Sense Motive +29, Spellcraft +22, Stealth +22, Survival +22, Use Magic Device +23
- Languages Abyssal, Common, Infernal, Celestial, Draconic, Giant, Necril, telepathy 100 ft.; telepathy 100 ft.

SQ knowing, sage advice

ECOLOGY

Environment any, Hell

Organization solitary

Treasure standard

SPECIAL ABILITIES

Knowing (Su) Always calculating the shifting nature of chance and time, an orobas can predict actions and alter chance accordingly. An orobas can reroll any attack, skill check, or saving throw 3/day. It must take the second roll even if the result is worse.

Sage Advice (Su) An orobas sometimes twists responses to a divination effect when questioned by mortals. They soften the answer, leave crucial information out of the response,



manipulate a convoluted answer, or

outright lie. An orobas receives a +8 bonus to Bluff and Diplomacy checks when revealing the answer for a requested divination effect.

Once a beneficial race of advisors to Ouroboros, these devils tricked the "dragon that eats itself" into renouncing its nature; nearly destroying Midgard in the process. Ouroboros cast down these deceivers with wrath after learning of their treachery. The orobas thrive in Hell, selling their knowledge to those who have the coin (or other form of payment). The common phrase, "never trust a gift horse," stems from these corrupting devils. When called to Midgard, they sometimes take the shape of a destrier. Orobas devils prefer to take the horrific form of a horse-headed man. Sulfuric smoke curls from their nostrils and their fingers sport ragged claws. This beast-like appearance belies their true strength; the orobas possess an uncanny knowledge of the past, as well as of things to come.

When bargaining with an orobas, one must speak truthfully or possess an exceptionally quick tongue and the most charming smile. Practitioners of the dark arts know these devils as the Lords of Distortion, and their ability to practice deceit is extraordinary. They prize reality-warping magics above all else, and bribes of that sort sway their acquiescence when making a pact.

Orobas gather many lesser devils to serve as chattel and defense. Its analytical mind telepathically confers the strengths and weaknesses of foes to its allies. With surprising speed, the deceiver can assess a battlefield, make compensations, and redirect forces with deadly accuracy. Enemies of the orobas almost never catch them off guard. They process a nearly constant stream of premonitions of their immediate future and feel like they are moving through the same event several times.

PHANTASMAL CREATURE



A large, grotesque humanoid head roars on the body of a lion. Tattered wings spread above the beast, and a spiked tail trails behind the creature.

PHANTASMAL MANTICORE (50% REAL)

XP 1,200

LE Large construct

(incorporeal)

Init +2; **Senses** darkvision 60 ft., low-light vision; Perception +9

DEFENSE

AC 12, touch 12, flat-footed 16(+1 deflection, +2 Dex, -1 size) **hp** 63 (6d10+30)

Fort +2, Ref +4, Will +3

Defensive Abilities incorporeal; Immune construct traits

OFFENSE

Speed 30 ft., fly 50 ft. (clumsy) **Melee** bite 10 (1d8+5), 2 claws 10 (2d4+5) **Ranged** 4 spikes 8 (1d6+5) **Space** 10 ft.; **Reach** 5 ft.

STATISTICS

Str 20, Dex 15, Con —, Int 7, Base Atk +6; CMB +9; CMD 25 Wis 12, Cha 9

CR 4

Feats Flyby Attack, Hover, Weapon Focus (spikes) **Skills** Fly –3, Perception +9, Survival +4 (+8 when tracking);

Racial Modifiers +4 Perception, +4 Survival when tracking

Languages Common

SQ glass heart, incorporeal rejuvenation

ECOLOGY

Environment any, urban

Organization solitary

Treasure none

SPECIAL

Disbelieved: The manticore's statistics become the following if disbelieved:

AC 10, touch 10, flat-footed 9 (+1 Dex, -1 size); **Damage** The manticore deals 50% of normal damage but takes double damage from any disbelieving creature.

Phantasmal creatures, sometimes simply known as phantasmals, are not truly alive, but neither are they mere illusion. Formed from shadowstuff and a sliver of soul, they are intelligent but do not possess the full knowledge of their former lives. Their memories are vague and dreamlike and often with significant gaps. When free of their plates, the creatures often re-enact events and tendencies of their former lives.

Creating a Phantasmal Creature

"Phantasmal creature" is an acquired template that can be added to any living creature. It uses the base creature's statistics and special abilities except as noted below. Phantasmals are constructs composed primarily of shadowstuff, but those who believe they are real take full damage from them. Most phantasmal creatures are only 25% real, but they become stronger if summoned frequently, growing to 50% or even 75% real. The percentage real a creature is affects its maximum hp, AC, damage, and CR. See shadow conjuration for other general rules.



Phantasmal creatures appear to those using *detect magic* to possess moderate illusion (phantasm) auras. They are particularly vulnerable to *dispel magic* effects, which forces them to dissipate for a number of hours equal to the CL check (no save). Closely interacting with a phantasmal creature allows a character to make a Will save to recognize it as mostly illusory. A character also receives a Will save if killed by phantasmal creatures to avoid death.

CR: A 25% real phantasmal creature's CR is -2 lower than the base creature, a 50% real phantasmal is CR -1, and a 75% real phantasmal's CR remains unchanged.

Type: Type becomes construct. The creature gains the incorporeal subtype. Do not recalculate skill points per HD or BAB.

Armor Class: A phantasmal gains a deflection bonus to its AC equal to its Charisma bonus (minimum +0). Due to the incorporeal subtype, the base creature loses any armor or natural armor bonus. Against creatures who disbelieve it, all bonuses to the phantasmal's AC (of all kinds of bonuses except size) are individually reduced to the percentage of how real it is, rounded down. Thus, a phantasmal creature that is 25% real with an AC of 14 (+4 from deflection) only has AC 11 when disbelieved (25% of its +4 deflection bonus to AC).

Hit Dice: A phantasmal's HD become d10s. Recalculate hp for the new HD type, if appropriate. The phantasmal gains bonus hp based on its size. Any creature that disbelieves the phantasmal deals double damage against it.

Damage: A phantasmal creature deals normal damage unless it is disbelieved, in which case the damage it deals is reduced to the percent it is real.

Special Attacks: A phantasmal creature retains all the special attacks of the base creature, but if disbelieved, those attacks only affect its targets a percent of time equal to how real it is.

Special Qualities: The phantasmal retains all the special qualities of the base creature and gains the following two special qualities.

Glass Heart (Ex)—The creature is inextricably linked to the phantasmal glass plate from which it originated. It cannot travel more than a mile from the plate, and if the plate is destroyed, the creature permanently dissipates at the end of its next turn.

Incorporeal Rejuvenation (Su)—When reduced to 0 hp, the phantasmal dissipates and cannot manifest again for 24 hours. After this time, it can be brought forth from its glass again, fully healed.

Abilities: A phantasmal creature has no Constitution score, and thus is immune to any effect that requires a Fort save unless it affects objects or is harmless. Although incorporeal, a phantasmal creature possesses a Strength score and can interact with the world and deal physical damage in combat.



Magic Lantern

A magic lantern, which actually uses no magic at all, is a device that uses a powerful lamp to project painted images from glass slides onto a screen, wall, or curtain of smoke. In theatres, large versions provide lighting and special effects. More elaborate examples have multiple lamps and a hand-cranked mechanism to insert colored filters and slide plates over one another, creating the appearance of simple movement. The technological limitations of these devices make them mere trinkets, inferior to even the simplest magical illusions. Nevertheless, they were a fad in Zobeck 50 years ago, and a number survive as toys and curios. A typical magic lantern weighs 15 lb. and costs 1,000 gp.

PHANTASMAL GLASS

Aura moderate illusion; CL 7th Slot —; Price 1,000 gp; Weight 1 lb.

DESCRIPTION

Black Marcenzo first created phantasmal glass, but its exact purpose was lost to time. Although phantasmal glass superficially resembles typical plates from a magic lantern, its pictures are illusionary images within the glass itself and not merely painted on. When examined, these images seem to shift and move slightly as if alive. Images in phantasmal glass tend to leak out if projected by a magic lantern or other strong light source. The result is a creature with the phantasmal template, which occasionally appears near the area where the glass was used. Manifestations last between a few minutes and a few hours before vanishing. The summoner has no control over the creature summoned. A phantasmal glass pane is a 1/2-inch-thick, clear glass plate, roughly 6 inches long and 3 inches tall, with the appropriate image floating in the middle of it rather than painted onto the side.

CONSTRUCTION

Requirements Craft Wondrous Item, shadow conjuration; Cost 500 gp

79

PUTRID HAUNT



CR 2

This shambling corpse has all manner of twigs, branches, and other debris intertwined with its body. Its gaping maw crawls with scrabbling vermin.

PUTRID HAUNT

XP 600

NE Medium undead

Init +2; Senses darkvision 60 ft.; Perception +6

DEFENSE

AC 15, touch 12, flat-footed 13 (+2 Dex, +3 natural) hp 19 (3d8+6)

Fort +3, Ref +3, Will +3

DR 5/slashing; **Immune** undead traits

OFFENSE

Speed 30 ft.

Melee slam +6 (1d6+4)

Special Attacks vomit leeches

STATISTICS

Str 17, Dex 15, Con —, Int 6, Wis 11, Cha 14 Base Atk +2; CMB +5; CMD 17 Feats Power Attack, Weapon Focus (slam)

Skills Perception +6, Stealth +8 (+16 when dormant); **Racial**

Modifiers +8 Stealth when dormant

SQ dead still, swamp shamble, unstoppable

ECOLOGY

Environment any marsh or swamp

Organization solitary

Treasure none

SPECIAL ABILITIES

- **Dead Still (Ex)** When no living victims are nearby, a putrid haunt falls dormant. Over time, moss and vines grow over its skin and vermin inhabit its flesh. This renders the putrid haunt more difficult to detect, and the creature gains a +8 to Stealth checks in this condition.
- Swamp Shamble (Ex) Putrid haunts suffer no penalties to movement due to marsh terrain.
- **Unstoppable (Su)** If a putrid haunt receives enough hp to reach a positive number after it has been destroyed, the healing effect from its leeches reanimates the corpse in 1 minute. Dealing 5 fire damage after the creature is defeated negates this special quality.
- **Vomit Leeches (Su)** As a standard action, a putrid haunt can vomit forth the contents of its stomach onto an adjacent target as touch attack. Along with the bile and mud within its stomach, 1d6 undead leeches attach to the target. Each leech drains 1 hp at the beginning of the target's turn, and the putrid haunt heals 1 hp as the leech transfers this damage. These leeches continue to damage the target each round until removed. A target can remove or destroy 1d3 leeches as a standard action.

Putrid haunts are walking corpses infused with moss, mud, and the detritus of the deep swamp. They are the shambling remains of individuals who, either through mishap or misdeed, died while lost within a vast swampland.



R.HERSHEY-11

Their desperate need to escape the marshlands in life transformed into hatred of all living beings in death. They often gather in locations tainted by evil deeds.

With no creatures to torment and kill, putrid haunts become still and sink into the water, only moving again when new victims come near. A haunt attacks by plowing into its enemies, wildly slamming the creature with its arms and kicking at the creature if knocked prone. Though hardly a tactical creature, the putrid haunt uses its terrain to its advantage, springing from the muck and mire to savage living creatures who wander too close to its resting spot.

Caustic Haunt (CR 3) Some corpses lie for so long, the rot turns the surroundings acidic. Chemical reactions or the leaching of magic into the transforming corpse results in the manifestation of a coating of protective slime. A caustic haunt benefits from a +2 bonus to natural armor, and its slam attacks deal an additional 1 acid damage. The acid burns for an additional 5 rounds (dealing 1 damage/round). Pouring a flask of wine on the wound displaces the acid and stops the continual damage.

Malodorous Haunt (CR 3) Tubers and other fungi grow on some putrid haunts. The undead break off and throw pieces of these disgusting growths at their foes. These haunts have a slightly higher intelligence (Int 10) and fight with better tactics. The tubers discharge as a grenadelike weapon with a range of 20 ft. Pus and rotted flesh fill the tuber, and it explodes in an overwhelming stink of death and corruption in a 10-ft. radius. Those within the stench must succeed at a DC 15 Fortitude save or be sickened for 1d6+4 minutes.

RED HAG



CR 6

A tall, curvaceous robed woman with crimson-colored, leathery skin stands upon the reef, looking out toward the sea. The sea's breeze gently blows her long, raven hair, clearly revealing her sharp facial features, high forehead, pointed ears, and long nose. She is strangely alluring.

RED HAG

XP 2,400

NE Medium monstrous humanoid

Init +3; Senses blood sense 90 ft., darkvision 60 ft.; Perception +20

Aura siphoning aura (30 ft., DC 17)

DEFENSE

AC 21, touch 13, flat-footed 17; (+3 Dex, +8 natural)

hp 66 (7d10+28)

Fort +8, Ref +8, Will +13

DR 5/cold iron; Immune poison; SR 18

OFFENSE

Speed 30 ft., swim 30 ft.

Melee 2 claws +11 (1d4+4 plus bleed and grab) Special Attacks bleed (1d6), blood drain (1d4 Con) Spell-Like Abilities (CL 7th)

At will—summon monster I

3/day-charm monster, summon monster III

Spells Prepared (CL 7th)

4th—air walk, flame strike (DC 22), freedom of movement 3rd—call lightning (DC 21), cure moderate wounds, meld into stone, poison

2nd—barkskin, bear's endurance, cat's grace, flame blade, resist energy [fire]

1st—charm animals (DC 19), faerie fire, entangle (DC 19), obscuring mist, produce flame, speak with animals

0-create water, detect magic, mending, stabilize

STATISTICS

Str 19, Dex 16, Con 18, Int 23, Wis 26, Cha 15 Base Atk +7; CMB +11; CMD +24

Feats Alertness, Blind-Fight, Great Fortitude, Intimidating Prowess

Skills Bluff +6, Craft (alchemy) +15, Craft (sculpturing) +12, Diplomacy +7, Knowledge (arcana) +13, Knowledge (history) +10, Knowledge (nature) +13, Intimidate +13, Perception +20, Sense Motive +11, Spellcraft +11, Stealth +10, Survival +9, Swim +12; Racial Modifiers +8 Swim

Languages Common, Giant

SQ amphibious, monstrous empathy, trackless step

ECOLOGY

Environment any

Organization solitary, coven (3 red hags), red hags are the more sociable of the hags and may convene in small communities of up to 200

Treasure double

SPECIAL ABILITIES

Blood Sense (Su) A red hag can detect the blood of a living creature within 90 ft. and pinpoint its location within 30 ft.

Siphoning Aura (Su) Red hags can radiate an aura in a 30-ft. radius as a free action that causes a creature to bleed from its mouth, nose, eyes, and ears. Affected creatures must succeed on a DC 17 Fortitude save (Con-based) each round or take 1 Constitution damage from blood loss.

Spells A red hag casts spells as a 7th-level druid.

An elder race—much older than the elves, and as old as the dragons red hags are the most cunning and longest living of the hags, having a lifespan of several thousand years (2,000–3,000 being common). Unlike their hag kin, they are not horrid to look upon, and most are considered comely in their own right.

Red hags are more sociable than their kin and may even live in small communities in the wilderness areas of Verrayne. In ancient times, they settled together in larger clusters and once ruled small cities of mixed populations throughout Midgard—especially in Old Verrayne. Their greatest city, Talitheos, an island city of vast wealth and magical knowledge, sunk during the cataclysm, and the hags have been seeking its ruins ever since. Outside of Verrayne, few know anything about the red hags, and the hags do little to enlighten them, preferring their seclusion and secrecy.

> The hags have a deep connection with all elements of nature, and often make their homes in deep forests, in caves, or along coastlines. Because of their close connection to nature, red hags often serve as druids in the order of the Oaken Ring. Within their druidic

circles, however, they practice blood sacrifices and perform ritualistic blood magic—much of it is to slake their craving for humanoid blood, but it also serves as a means to venerate Hecate. Red hags also favor the cleric, oracle, and wizard classes; few ever seek a martial path. The ancient hags all answer to a hierarchy of which the current leader is Blood Mother Margase, an ancient druid of Verrayne.

ROACHLING



CR 1

With a form combining both human and cockroach qualities, this nimble creature quickly hides in the shadows.

ROACHLING

XP 400

Male roachling rogue 2

CN Small humanoid

Init +3; **Senses** darkvision 60 ft., tremorsense 10 ft.; Perception +6

DEFENSE

AC 17, touch 14, flat-footed 14 (+2 armor, +3 Dex, +1 natural, +1 size)

hp 18 (2d8+6)

Fort +2, Ref +6, Will +1

Defensive Abilities evasion

Weaknesses light sensitivity

OFFENSE

Speed 30 ft.

Melee rapier +4 (1d4+2/18–20), dagger +4 (1d3+3/19–20) **Ranged** light crossbow +5 (1d6/19–20), dagger +5 (1d3+2/19–20) **Special Attacks** sneak attack +1d6

STATISTICS

Str 14, Dex 17, Con 14, Int 10, Wis 13, Cha 6

Base Atk +1; CMB +2; CMD 15

Feats Point Blank Shot

Skills Acrobatics +8, Climb +9, Disable Device +8, Escape Artist +8, Knowledge (local) +4, Perception +6, Sense Motive +5, Sleight of Hand +8, Stealth +14; Racial Modifiers +2 Climb,+2 Stealth

Languages Common

SQ resistant, rogue talents (finesse rogue), skitterer, trapfinding +1 ECOLOGY

Environment any urban or underground

Organization solitary, pair, gang (3–5), cluster (6–12 plus one leader of 3rd–6th level), nest (13+, plus 100% noncombatants; 1 leader 3rd level/20 adults, 1 leader 5th level, and 1 leader 7th level)

Treasure NPC gear (daggers (3), leather armor, light crossbow and 20 bolts, rapier)

Also known as scuttlers, roachlings are an unpleasant humanoid race of insectoid stock that closely resemble cockroaches. Inquisitive and covetous, unclean and ill mannered, most other races shun them.

Roachlings are skittish and easily frightened, but they are not cowards. Rather, they are practical. They understand survival often depends on their ability to remain unseen and out of reach of those who would kill them. As a result, most roachlings prefer to attack only when the chance for victory sits squarely on their side. That said, they also have a well-deserved reputation for deviousness and are adept at creating the conditions for victory through skulking, underhanded tactics, and hit-and-run fighting. Because they have a long history of being neglected, abused, and persecuted, roachlings are naturally suspicious and extend their trust only slowly. A deep-rooted paranoia infects their race, leading them to believe everyone wishes them ill until proven otherwise.

Roachlings are roughly humanoid in shape, but they blend insectile features that include whip-like antennae protruding from their



foreheads just below the hairline, a carapace that covers much of the back, and small spines on their legs and arms. They have no visible nose, and some have small mandibles on either side of their mouths. Females are slightly smaller and thinner and almost never have mandibles. Most stand 4–5 ft. tall. Hair is unusual among roachlings, but when present, it's always oily and dark, pressed flat against the skull. Roachlings have dark skin, including variations of tan, yellow, dark brown, and black. Regardless of the color, their skin tends to have a shiny, oily appearance although it is in fact dry.

Roachlings mature quickly, reaching physical and emotional maturity by the age of 10. Unfortunately, this accelerated aging continues throughout their lives and only a few live past the age of 40. Even reaching that milestone is considered a monumental achievement since most roachlings die much earlier by the twisted knife of a cutthroat, the slavering maw of some subterranean horror, or an angry mob of fearful humans.

Roachling Racial Traits

+2 Dex, +2 Con, -2 Cha: Roachlings are nimble and slight of frame but hardy. They are resilient to disease and illness. Generally unattractive and lacking in civilized manners, they are not highly regarded in most societies.

Small: Roachlings are Small creatures and gain a +1 size bonus to their AC, a +1 size bonus on attack rolls, a -1 penalty to their CMB and CMD, and a +4 size bonus on Stealth checks.

Slow Speed: Roachlings have a base speed of 20 ft.

Natural Armor: Roachlings gain a +1 natural armor bonus to AC due to their chitin.

Skitterer: Roachlings receive a +2 racial bonus on Climb and Stealth skill checks.

Resistant: Roachlings receive a +2 racial bonus on Fortitude saving throws against poison and disease.

Darkvision: Roachlings can see in the dark up to 60 ft.

Tactile: Roachlings can use tremorsense within 10 ft.

Light Sensitivity: Roachlings are dazzled in areas of bright sunlight or within a daylight spell.

Languages: Roachlings begin play speaking Common. Roachlings with high intelligence scores can choose from the following: Aklo, Draconic, Gnome, Goblin, Orc, and Undercommon.

SANDMAN



CR 6

Stick thin and moon faced with a raptor's eyes and a mane of hawk feathers, this hideously grinning humanoid pirouettes as nimbly as a dancer. Between his too long, taloned fingers trickles sand that gleams with the cold light of stars.

SANDMAN

XP 2,400

CN Medium outsider (chaotic, extraplanar)

Init +4; Senses darkvision 60 ft.; Perception +13

DEFENSE

AC 19, touch 15, flat-footed 14 (+4 Dex, +1 dodge, +4 natural) **hp** 68 (8d10+24)

Fort +5, Ref +10, Will +8

Defensive Abilities stuff of dreams; DR 5/cold iron; Immune poison, sleep; Resist cold 10, electricity 10, fire 10; SR 17

OFFENSE

Speed 40 ft.

Melee 2 claws +12 (1d6+2/18-20)

Special Attacks sneak attack +2d6

Spell-Like Abilities (CL 8th; concentration +12)

At will—daze (DC 14), deep slumber (DC 17), ethereal jaunt (night only), lullaby (DC 14)

3/day—persistent image (DC 19), shadow conjuration (DC 18) 1/day—dream, nightmare (DC 19), phantasmal killer (DC 18) STATISTICS

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

Feats Dodge, Mobility, Spring Attack, Weapon Finesse

Skills Acrobatics +15 (+19 when jumping), Climb +13, Escape Artist +15, Knowledge (planes) +8, Perception +13, Sense Motive +13, Spellcraft +8, Stealth +15

Languages Aklo, Common

ECOLOGY

Environment any, Ethereal Plane

Organization solitary, pair, or tangle (3–12) **Treasure** standard

SPECIAL ABILITIES

- **Eye-Closer's Curse (Su)** If a sandman scores a critical hit or sneak attack against an opponent, it may use its talons to score a victim's eyeballs with a rune that snaps their eyelids shut, leaving them permanently blinded. *Remove curse* can remove this blindness as easily as any other effect restoring permanent blindness.
- Stuff of Dreams (Ex) Made partially from dreams and imagination, a sandman isn't entirely real. A sandman has a 25% chance to ignore a critical hit or sneak attack.

Sometimes known as lukøjes ("eye-closers"), sandmen are sinisterlooking bringers of sleep and dreams. Their pox-marked faces, grey and curved like a sickle moon, are enough to give nightmares to children and grown men alike.

Visiting Midgard each night to sprinkle glittering dream sand over mortals, sandmen ensure that their targets slumber deeply and experience vivid dreams that swell the dream realm's power. Some sandmen develop a talent for a specific flavor of dream; delivering fantasies of lost love or childhood, prophecies and religious visions, or terrible nightmares. Powerful dreamers attract their special attention and protection: children, madmen, and would-be tyrants and heroes alike. They protect such charges fiercely but have also been known to abduct them, taking them on wild adventures to see sights that inspire yet greater dreams. To them all dreams are vital and good, be they uplifting or terrifying, a warning or a delight.

When not on Midgard, sandmen ride bubble-like dreamscapes as they form and rise through the Ethereal Plane and breach the surface of the Sea of Possibilities, nurturing and harvesting their contents. Sandmen are a common and welcome sight in markets across the Elflands, the courts of the shadow fey, and even in Hell—anywhere that dreams or nightmares are a valuable commodity. They are terrible enemies to anyone who would steal or pervert the sanctity of dreams especially devilish dream eaters.

In combat sandmen prefer to elude rather than confront enemies, relying on *deep slumber*, *ethereal jaunt*, and *lullaby* to confound their foes. When pressed, they use their other spell-like abilities to conjure dreams briefly into the real world, distracting or destroying their assailants.



SAP DEMON



CR 3

Oozing from an ax wound to a stout maple's trunk, a small figure of milky amber fluid forms on the forest floor. Vaguely humanoid in appearance, this languid ooze half walks and half flows forward, implacably following the axe wielder's path to certain revenge.

SAP DEMON

XP 800

CE Small ooze

Init +2; Senses blindsight 60 ft.; Perception +2

DEFENSE

AC 9, touch 9, flat-footed 9 (-2 Dex, +1 size) **hp** 27 (5d8+5); fast healing 5

Fort +2, Ref -1, Will +3

Defensive Abilities ooze traits; DR 5/slashing Weaknesses winter's kiss

OFFENSE

Speed 20 ft., climb 20 ft.

Melee 2 slams +7 (1d4+2 plus grab)

Special Attacks soul sap

STATISTICS

Str 14, Dex 6, Con 12, Int 12, Wis 14, Cha 10

Base Atk +3; CMB +4 (+10 grapple); CMD 14 (16 vs. grapple)
 Feats Defensive Combat Training, Improved Grapple⁸, Improved Initiative, Weapon Focus (slam)

Skills Climb +15, Escape Artist +10, Stealth +11, Survival +9; Racial Modifiers +8 Climb, +12 Escape Artist, +4 Stealth, +2 Survival

Language none (but see soul sap ability)

SQ amorphous, summer's step

ECOLOGY

Environment temperate forest

Organization solitary, pair, or band (3–6)

Treasure none

SPECIAL ABILITIES

- **Amorphous (Ex)** A sap demon squeezes as though 2 size categories smaller.
- **Grab (Ex)** Effective against opponents up to 1 size category larger than the sap demon.
- Soul Sap (Su) A sap demon may slide down the throat of a sleeping, helpless, or pinned living creature that is within 1 size category of itself. Once inside, the sap demon takes control of its host. Treat the effect as *dominate monster* and as if the sap demon speaks the creature's language. While dominated, the host gains blindsight 60 ft., Diehard, Vital Strike, and barbarian's rage. The host's ears drip blood (1 damage/hour). No damage inflicted upon its host harms the sap demon. If the host dies or remains unconscious for 1 minute as the result of nonlethal damage, the sap demon exits.
- Summer's Step (Ex) Fire damage affects a sap demon (or host) like haste for 1 minute.

Winter's Kiss (Ex) Freezing temperatures affect a sap demon (or host) like *slow*. In addition, the host loses the use of its legs and falls prone (speed 5 ft.). The host's bleeding slows to 1 damage/3 hours (Fort DC 15 negates). The host retains control, losing its blindsight, Diehard, Vital Strike, and rage.

Sap demons are intelligent oozes that hunt down those that inflicted the tree wounds from which they bled. Though typically Small in size, the larger the sap source is, the larger the resulting creature can be. Over the course of a few hours, these milky amber creatures pool into a shape that vaguely resembles their tree's attacker: for instance, a hat may be incorporated into its overall shape. Sap demons pummel their prey with pseudopod fists, but when possible, they especially enjoy claiming the weapon that wounded their tree and wielding it to deliver a final blow. To gain speed, maneuverability, and protection, a sap demon may possess another creature by pinning it and oozing down its throat. Once inside, the sap demon dominates its host and causes it to bleed as its tree bled. Since the sap demon takes no damage when its host is wounded, it performs reckless acts. It upholds no scruples. It may wander into town for fisticuffs and mayhem, or it may bed a local woman who later gives birth to a forest changeling.



Shadow Fey



CR 5

Cloaked in shadow, this lithe humanoid creature bears features combining an elf and a goblin.

SHADOW FEY

XP 1,800

NE Medium fey

Init +9; Senses darkvision 240 ft.; Perception +11

DEFENSE

AC 20, touch 20, flat-footed 20 (+4 deflection, +5 Dex, +1 Dodge)
hp 32 (7d6+7)
Fort +7, Ref +14, Will +10
Defensive Abilities improved evasion, uncanny dodge

Weakness light sensitivity

OFFENSE

Speed 40 ft.

Melee mwk rapier +9 (1d6+1/18–20) or falchion +4 (1d8+1/19–20) Ranged mwk short bow +9 (1d6/19–20) Special Attacks shadowjump Spell-Like Abilities (CL 7th; concentration +11) At will—dust of twilight (DC 16)*, vanish* 3/day—suggestion (DC 17) 1/day—haste * These spells can be found in the Pathfinder Roleplaying Game Advanced Player's Guide.

STATISTICS

Str 12, Dex 20, Con 12, Int 16, Wis 12, Cha 18

Base Atk +3; CMB +8; CMD 19

Feats Agile Maneuvers, Combat Reflexes, Improved Initiative, Weapon Finesse

Skills Acrobatics +15, Bluff +14, Diplomacy +14, Disable Device +10, Escape artist +11, Handle Animal +4, Knowledge (the Planes) +13, Perception +11, Perform (dance) +9, Profession (any one) +4, Sleight of Hand +12, Stealth +23; Racial Modifiers +8 Stealth Languages Common, Elven, Sylvan, Undercommon SQ flicker, stealth in motion

ECOLOGY

Environment any, Plane of Shadow Organization solitary or entourage (3–5) Treasure standard

SPECIAL ABILITIES

Flicker (Ex) All shadow fey seem to fade in and out of vision. They are very hard to focus on unless they wish to be seen. This allows them to hide in plain sight (as the shadowdancer class ability), and it grants them a deflection bonus to AC equal to their Charisma modifier. Shadow Jump (Su) A shadow fey can travel between shadows as if by means of *dimension door*. This magical transport must begin and end in an area with at least some shadow. A shadow fey can jump up to a total of 20 ft./day in this way; this may be a single jump of 20 ft. or two jumps of 10 ft. each. This ability must be used in 10-ft. increments. Every 2 HD beyond their base HD, the distance a shadow fey can jump each day doubles (40 ft. at 9 total HD, 80 ft. at 11 total HD, 160 ft. at 13 total HD, and so on).

Stealth in Motion (Ex) Shadow fey can move at full speed or even run while using the Stealth skill. They suffer no penalties on Stealth checks due to movement.

With a wide grin full of teeth and sweepingly pointed ears, shadow fey appear like a cross between the worst elements of elf and goblin. They are rarely seen although they speak and harry and taunt their foes from the shadows often enough.

Other fey call them the Scáthsidhe (pronounced SCAH-shee), or shadow faeries. They are counted among the Unseelie, though they resent the association. They simply call themselves part of the Sidhe, and consider themselves an extension of the Seelie Court.

To most, the shadow fey are little more than a dancing darkness among the leaves. To savants, they are the creatures that taught the shadowdancers all they know and kept many secrets to themselves. Shadow fey rarely want to be seen by foes until victory is certain; they prefer to use weapons, spells, and minions to weaken enemies. They steal away mounts and valuables and sabotage equipment as long as they can get away with it. Shadow fey prefer talking to entice others into accepting service to the Goddess of Night and Magic. Fighting rarely accomplishes this.

When confronted or forced into melee, they prefer to use *haste* and shadow jump to attack the weakest party members with poisoned weapons. They rely on the flicker ability, improved evasion, and speed to stay safe from harm. Many shadow fey offer to surrender if only slightly wounded, giving them a reputation for cowardice. Shadow fey are powerful on their home plane where they are widely respected for tainting other creatures with darkness or with light and for ensnaring victims in the service of their goddess. Shadow fey live in the forests of the Plane of Shadows and build cities and villages there. They enjoy homes with sharp shadows or lights that flicker constantly; most other creatures find this irksome at best.

Shadow fey rarely show themselves, preferring to hold conversations from hiding with foes and strangers. When seen, they are long-armed and wide grinned with skin tones varying from gray to brown. Some have tiny horns hidden among their clouds of white or silver hair. They are usually armed with a rapier or falchion made of black silver, a special material found primarily on the Plane of Shadow. Their gray, black, or green eyes are unusually large. Their ears are pointed, some almost bat-like in their ornateness. Shadow fey are chatty and speak Common, Sylvan, Elven, and their own dialect of Undercommon (sometimes called Shadowcommon). Shadow fey are powerful shadowsworn, rogues, and sorcerers. Shadow fey care mostly for themselves and their clan and less for other fey, less still for creatures not of the Plane of Shadow, and not at all for creatures unwilling to take service to the Shadow Goddess.

Shadow fey have a complex feudal society, serving the Moonlight King and the Queen of Shadows and their bloodline, the Shadow House. Ultimately, all shadow fey obey them although their orders are more closely obeyed within their cities and palaces on the Plane of Shadow than elsewhere. They consider themselves the equals of the Seelie Court, though the Seelie do not acknowledge them as more than distant relatives.

The other noble houses of the shadow fey are transient but currently include the Flicker House, Dawn House, Lucent House, and Fading House, and possibly others. The great nobles include the Black Prince, the Duke of Alabaster, the Twilight Duchess, and the Glimmering Prince. All of these nobles follow the Goddess of Night and Magic to some degree, though some just make a show of piety.

Shadow fey strictly avoid the use of personal names but choose natural elements and nicknames to avoid granting others too much leverage over themselves. Names such as Noon, Midnight, Shine, Glimmer, Grey, and Charcoal are very common names among the shadow fey. Others go by Raven, Dove, and other totem animal names. They live both in cities and in isolation; it is unclear why some shadow fey are solitary. They may be exiles, scouts, or lawbreakers. A few savants claim that shadow fey harvest shadows from unsuspecting humanoids and ransom them back.

Shadow fey love jewelry and gems, and they have double the usual magical items. They never have armor or shields as treasure but often carry black scrolls inscribed with white magical runes, magical weapons, wands, staves, and rings.

Shadow Fey Courtly Sorcerers (CR 11) Many shadow fey nobles are powerful sorcerers specializing in shadow magic. Their spells include magic typical of shadowsworn. Courtly sorcerers cast spells as 7th level sorcerers and gain class benefits as usual. They gain an alternate form and an unravel ability, and their ability scores benefit from the following bonuses: Str +2, Dex +2, Con +2, Cha +4.

- Alternate Form (Su) All shadow fey sorcerers can assume an alternate form as a swift action, typically as a raven, dove, cat, wolf, or fox. This animal form is always white, black, or silver gray. This ability is similar to *polymorph* cast by a 12th level character, but the shadow fey sorcerer does not regain hp for changing form and must choose from the forms mentioned above. In its alternate form, it loses spellcasting ability but gains the natural weapons and extraordinary special attacks of its new form. It can remain in that form until it takes another or until struck by sunlight.
- **Unravel (Su)** As a swift action, shadow fey sorcerers can unravel the spells of their foes. This acts as *dispel magic* cast at their overall class level. They can use this ability 3/day.





CR 6

For a moment, this mote of electrical energy floats menacingly nearby, erupting in a shower of sparks and tendrils of electrical discharge. The creature charges headstrong into its enemies and then disappears in an instant, leaving only the whiff of ozone.

SPARK

XP 1,600

N Tiny outsider (air, elemental, extraplanar) Init +9; Senses darkvision 60 ft.; Perception +12

DEFENSE

AC 22, touch 17, flat-footed 17 (+5 Dex, +5 natural, +2 size) **hp** 39 (6d10+6)

Fort +3, Ref +10, Will +6

DR 5/---; Immune electricity, elemental traits

OFFENSE

Speed 10 ft., fly 60 ft. (perfect) **Melee** shocking grasp +13 (5d6 electricity) **Space** 2-1/2 ft.; Reach 0 ft.

Special Attacks inhabit

Spell-Like Abilities (CL 7th)

At will—shocking grasp

3/day—*lightning bolt* (DC 16) 1/day—*call lightning* (DC 16)

STATISTICS

Str 4, Dex 20, Con 12, Int 10, Wis 12, Cha 17 Base Atk +6; CMB +9; CMD 16

Feats Ability Focus (inhabit), Improved Initiative, Weapon Finesse Skills Fly +27, Knowledge (planes) +10, Perception +12, Spellcraft +10, Stealth +23

Languages Auran, Common

ECOLOGY

Environment any

Organization solitary or pair

Treasure none

SPECIAL ABILITIES

Inhabit (Ex) As a standard action, a spark can attempt to possess a Large or smaller mortal host. The spark must make a successful touch attack, and this can be combined with the touch attack from its shocking grasp spell-like ability. This action draws no attack of opportunity. The target must succeed on a DC 18 Will save (Cha-based) or become inhabited by the elemental. Once merged with the victim, the spark can choose to lurk just beneath the surface or use its spell-like abilities through the host. Each time the spark uses a spell-like ability, the victim can attempt a new saving throw to expel the creature. While inhabiting a creature, a spark takes no damage from physical attacks, quarter damage from energy effects, and half damage from force effects The victim of this symbiosis receives a +4 bonus to Dexterity and Charisma but, otherwise, keeps all normal statistics. A spark can control the victim's actions beyond spellcasting, but usually the speech and actions seem jerky and erratic to the victim's peers. Associates notice this symbiosis with a successful DC 17 Perception or Sense Motive check. Victims that succeed a DC 18 Will save (Cha-based) resist the spark's domination and expel the creature. In addition, the spark's short lifespan carries over to the inhabited host, for



the creature slowly burns out its victim. Each day the spark inhabits a host, the victim must succeed on a DC 18 Fortitude save (Cha-based) or suffer 1d3 Constitution drain. This ability is equivalent to a 5th-level spell.

When a great storm rips across a world in the Material Plane, it sometimes tears loose the fabric of reality, releasing sentient creatures composed entirely of elemental energy. Fueled by its frenetic thought patterns and erratic actions, a spark jolts through its new world to find a physical body, drawn by an urge to know form.

Some accomplished spellcasters deliberately seek out sparks for symbiosis. Sorcerers with elemental bloodlines or clerics devoted to deities with elemental domains often reach an agreement with these strange creatures and allow them to ride within their bodies for their entire lifetime. (Consider any NPC having a voluntary, symbiotic relationship with a spark to be CR +2.) Sages studying this phenomenon postulate that other elemental forces similar to sparks exist, embodying the other elemental energies, perhaps even sonic and force energy.

Occasionally when these creatures form, an alternately charged mate is created at the same time. When this happens, the two never travel separately—always staying within 300 ft. of one another. Crackling with energy too quickly used up, sparks rarely survive longer than a year, even within a symbiotic relationship with a mortal form. When they expire, they simply wink out, presumably returning to the Elemental Planes.

Before combat, a spark lies in wait for an appropriate victim, controlling its light output or inhabiting a mundane metallic object. Once engaged in combat a spark sizes up its foes and chooses the strongest victim to inhabit. Once inside a victim, it uses the new vessel to deliver shocking grasp attacks or to cast lightning bolt or call lightning against distant enemies. If ejected from a creature, a spark immediately tries to inhabit another victim. A spark is clever enough to know when the fight is lost, only staying in a victim long enough to feel them perish but fleeing combat if unable to inhabit other enemies.

SPHINX, GYPSØSPHINX

With black wings and a body pale as alabaster, the vulture-beaked gypsosphinx is easy to identify. Its riddles and obsessions all hinge on death and carrion, and they are powerful servants of the gods of death and the desert. Their eyes can spot prey miles away, and the distance they climb into the sky hides their enormous size.

GYPSOSPHINX

CR 11

XP 12,800

NE Huge magical beast

Init +6; Senses darkvision 60 ft., low-light vision, mystic sight; Perception +16

DEFENSE

AC 25, touch 10, flat-footed 23 (+2 Dex, +15 natural, -2 size) **hp** 147 (14d10+70)

Fort +14, Ref +11, Will +10

OFFENSE

Speed 50 ft., fly 90 ft. (average) **Melee** bite +22 (2d6+10) and 2 claws +17 (1d8+5) **Space** 15 ft.; **Reach** 10 ft.

Special Attacks pounce, rake (2 claws +17, 1d8+5)
 Spell-Like Abilities (CL 14th, +19 concentration)
 At will—augury, detect magic, see invisibility
 3/day—comprehend languages, greater dispel
 magic, legend lore

1/day—slay living (DC 22)

STATISTICS

Str 30, Dex 14, Con 20, Int 18, Wis 18, Cha 20

Base Atk +14; CMB +26; CMD +38 (+42 vs. trip)

Feats Alertness, Improved Initiative, Improved Natural Armor, Iron Will, Skill Focus (Knowledge [arcana]), Skill Focus (Knowledge [history]), Skill Focus (Knowledge [religion])

Skills Bluff +15, Climb +14, Diplomacy +9, Fly +7, Knowledge (arcane) +15, Knowledge (history) +15, Knowledge (religion) +15, Perception +16, Sense Motive +12, Stealth +11

Languages Sphinx, Common, Darakhul, Draconic

ECOLOGY

Environment any desert or underground Organization solitary, pair, or colony (4–16)

Treasure double standard

SPECIAL ABILITIES

Mystic Sight (Su) A gypsosphinx sees death coming and often can foretell the manner of a person's



death. This ability does not come with a corresponding urge to share that information, however. Gypsosphinxes are notorious for hinting, teasing, and even lying about a creature's death ("If we fight, I will kill you and eat your heart. I have seen it." is a favorite bluff).

Rake (Ex) If a gypsosphinx succeeds with both claw attacks it is entitled to an automatic follow-up with a rake attack. If the attack roll succeeds, the rake inflicts 2d8+12 damage and may knock the targets of Large-size or smaller prone. Make an immediate CMB check; if the gypsosphinx wins, the raked creature is knocked prone.

Huge lion-bodied and vulture-headed creatures, the pale alabaster fur of the gypsosphinx makes it almost shine in the desert sun. With its pale coloration, the gypsosphinx stands out equally in underground tombs and caverns, yet it can conceal itself when it flies in front of the moon in the night sky. Gypsosphinx are found anywhere bodies are buried or left to rot, frequently harvesting the corpses of battlefields of warring desert tribes. It is said that wherever there has been a massacre on the great dunes, there will soon be a gypsosphinx.

Gypsosphinxes commonly converse with intelligent undead, priests of death gods, and even with other sphinxes, but they rarely gather among their own kind. The creatures guard their territories jealously, typically claiming a necropolis as the heart of its territory.

Like all sphinxes, the gypsosphinx are gifted in the lore of riddles, relying upon magic to solve any challenges it cannot solve on its own. Unlike most of their varied cousins, gypsosphinx are gifted fliers capable of diving steeply from the night sky to snatch carrion on the ground below. Although the creature does not truly sleep, its activity cycle mimics that of a nocturnal creature, far more active at night than the day with the stroke of midnight having special spiritual significance for the beast. Nevertheless, a large banquet of corpses draw the gypsosphinx from its lair regardless of hour.

Occasionally, paranoid nobles seek out a gypsosphinx in its lair and entreat the creature to reveal the secret of their death in the hopes that such knowledge will somehow enable them to later cheat their fate. A gypsosphinx demands a high price for such a service, typically with payment in corpses or unusual or near-extinct species. Rarely, though, does the gypsosphinx honor its side of the bargain, either giving false information or turning on the supplicant with its death magic.

STRANGLING WATCHER (UROCHAR)



This horrible monster resembles a gigantic crimson leech slithering upright on four muscular black tentacles. At the top of its writhing trunk rest several quivering feathered antenna surrounding a great lidless eye that glows with baleful orange light.

STRANGLING WATCHER (UROCHAR) CR 17

XP 102,400

CE Huge aberration

Init +5; **Senses** darkvision 120 ft., see invisibility; Perception +28 **Aura** fear aura (30 ft., DC 27, 1d6 rounds)

DEFENSE

AC 35, touch 15, flat-footed 29 (+5 Dex, +1 dodge, +21 natural, -2 size)

hp 275 (22d8+176)

Fort +14, Ref +12, Will +16

DR 15/magic and silver; Immune fear, sonic; Resist cold 20, electricity 20; SR 28

OFFENSE

Speed 40 ft., climb 20 ft.

Melee 4 tentacles +25 (1d8+10/19–20 plus grab) **Space** 15 ft.; **Reach** 15 ft. (30 ft. with tentacles)

Special Attacks constrict (tentacles, 1d8+10), death throes, paralyzing gaze

Spell-Like Abilities (CL 20th)

Constant—see invisibility

At will—feather fall

3/day—blur, meld into stone, phantasmal killer (DC 20)

1/day—black tentacles (DC 20), eyebite (DC 22), greater invisibility STATISTICS

STATISTICS

Str 30, **Dex** 21, **Con** 24, **Int** 14, **Wis** 16, **Cha** 22 **Base Atk** +16; **CMB** +28 (+32 grapple); **CMD** 43 (can't be tripped)

Feats Blind-Fight, Combat Reflexes, Dodge, Improved Critical (tentacles), Improved Vital Strike, Mobility, Skill Focus (Stealth), Spring Attack, Toughness, Vital Strike, Weapon Focus (tentacles)

Skills Climb +51, Escape Artist +38, Intimidate +31, Knowledge (dungeoneering) +27, Perception +28, Stealth +28; Racial Modifiers +16 Climb,

+8 Escape Artist

Languages understands Aklo and Undercommon

SQ drink fear, expert climber, squeeze

ECOLOGY

Environment any underground Organization solitary Treasure none

SPECIAL ABILITIES

Death Throes (Ex) When killed, a strangling watcher releases a wave of pure, soul-rending terror as all the fear it has consumed in its lifetime is unleashed to overwhelm the senses of those around it. All creatures within 60 ft. of the strangling watcher become panicked for 1d6 rounds (Will DC 27; Cha-based). Those who succeed their save are merely shaken for 1d6 rounds. Additionally, those who fail this first save must make a second Will save (DC 27) or take 2d6 Wisdom drain as their minds are assaulted by hundreds of years of accumulated dread.

- **Drink Fear (Su)** A strangling watcher gains nourishment from the terror experienced by other creatures, drinking in a creature's fear to power its alien physiology. A strangling watcher can remove fear from any target within 30 ft. as a swift action although it usually only does so once it is about to kill a victim.
- **Expert Climber (Ex)** A strangling watcher's tentacles are studded with thousands of tiny hooks that allow it to grab hold of virtually any surface. This allows it to move as if under the constant effects of *spider climb* and grants it a +16 racial bonus on all Climb checks.
- Paralyzing Gaze (Su) Paralyzed—2d6 minutes, range 60 ft., Will DC 27 (Cha-based).
- **Squeeze (Ex)** Despite their size, strangling watchers have slender boneless bodies, enabling them to squeeze through passages up to 3 size categories smaller without affecting their movement or combat capabilities. This grants a strangling watcher a +8 racial bonus on all Escape Artist checks.

One of the most dreaded monsters of the underworld, strangling watchers (also known as urochars) have long plagued the drow, morlocks, and other humanoid races of the deep paths, feasting on the

terrifying final moments of those caught in its crushing tentacles or who fall to its spell-like abilities. Rivaling the terrible neothelids in power, urochars spend much of their time as the ultimate voyeurs of the underworld, watching the life and death struggles of other creatures and drinking in their final moments from the safety of a nearby crevice or overhang. Often, however, this is not enough to satisfy the creature's evil appetite, and it stalks lone guards or weakened groups of creatures to gaze into their dying eyes with its great unblinking stare and feed on their final gasps of horror.

The central trunk of the strangling watcher is some 20 ft. long and ends in a massive unblinking orange eye. The tentacles radiating outwards from the central trunk are thinner and over 30 ft. in length while the feathery antenna around its eye are around 5 ft. long; they weigh in excess of 2 tons. Strangling watchers are effectively immortal, and gargantuan specimens found in the deepest reaches of the underworld are often several millennia old,

STUHAC



CR 13

This pale-skinned, white-bearded hermit wears a winter cloak and travels the mountain paths, cliff sides, and trade routes alone.

STUHAC

XP 25,600

NE Medium outsider (evil, extraplanar)

Init +4; Senses darkvision 60 ft.; Perception +21

DEFENSE

AC 24, touch 14, flat-footed 20 (+4 Dex, +10 natural)

hp 157 (15d10+75)

Fort +14, Ref +13, Will +10

DR 10/slashing and good; Immune cold, poison, Resist acid 10, fire 10

OFFENSE

Speed 40 ft., climb 40 ft.

Melee 2 claws +24 (2d6+8), bite +23 (1d8+8 plus 1d4 Dex)

Special Attacks 1d4 Dex damage, rend (claws, 2d6+12)

STATISTICS

Str 27, Dex 18, Con 20, Int 15, Wis 16, Cha 19 Base Atk +15; CMB +23; CMD 37

Feats Ability Focus (hobble), Acrobatic Steps, Blind-Fight, Combat Reflexes, Iron Will, Nimble Moves, Power Attack, Weapon Focus (claws)

Skills Acrobatics +22 (+26 jump), Bluff +11, Climb +23, Disguise +17, Heal +10, Knowledge (geography) +15, Knowledge (planes) +15, Perception +21, Sense Motive +21, Stealth +22, Survival +18

Languages Abyssal, Infernal; telepathy 100 ft.

SQ mountain stride

ECOLOGY

Environment any mountain

Organization solitary

Treasure standard

SPECIAL ABILITIES

- Hobble (Su) A stuhac has an almost telekinetic ability to cripple a creature by drawing out its tendons and ligaments. A stuhac can target one creature within 100 ft. and attempt to rip and tear its connective tissues from its body. If the target fails a DC 23 Will save (Cha-based), it suffers 1d4 Dex drain and its movement is reduced by half. The reduction only applies to natural movement and has no effect on magical flight and the like. A creature can be targeted multiple times until its movement or Dexterity score is reduced to 0.
- Mountain Stride (Ex) Mountain slopes and stone outcroppings pose no obstacle to a stuhac's movement. In mountainous areas, it scrambles through difficult terrain without hindrance.
- Powerful Leap (Ex) A stuhac does not have to double the DCs of jump checks if it doesn't move at least 10 ft. before making the jump.

A terrifying inhabitant of isolated mountain passes and little-traveled slopes, the stuhac is a master of stealth and deception. Wrapping heavy furs around itself, it poses as a feeble hermit or traveler needing assistance.



Only after its prospective victims have been lured away from warmth and safety does the stuhac drop its façade to expose its hideous true nature. What seemed a withered traveler stands revealed as a hideous travesty of humanity: gnarled, arthritic hands uncurl to reveal jagged claws of yellowed bone; yellowed, cataract-ridden eyes are exposed as waxen orbs filling vacant eye sockets; throwing open its cloak, it proudly shows off woven layers of yellowed tendon and ligament draping its hitherto-hidden limbs.

The stuhac's most prized possessions are its "clutters," gruesome garments woven of layered and tangled ligaments and tendons. Trophies drawn from the bodies of scores of victims, stuhacs treasure each hideous detail of their disgusting attire. On the rare occasions when two of these horrors meet, they eagerly compare their garb, swapping anecdotes of their most horrifying kills and deceptions.

Eager to add to their coveted attire, stuhacs have even been known to begin weaving new ligaments into their clutters while their still-living victims watch helplessly. Lying in crippled agony, they are unable to flee as the stuhac draws forth the materials needed for its horrifying garments. To keep screams from disturbing their artistic reverie, these monsters sometimes sever their victim's vocal chords while leaving them alive.

Once done working on its clutters, the stuhac feeds upon its live victim. The ravenous monster devours everything except its victim's bones, and finding a clean-picked humanoid skeleton along a mountain path is often taken as a sign of a stuhac's presence.

Since no female stuhacs have ever been reported, scholars have long speculated about the origins of these terrifying creatures. One popular theory suggests that they are related to demons, hag-kind, or lamias. Others believe that the mountain fiends are actually the product of a hideous malediction, a horrific

recipe for immortality that requires the subject to



SUTUREFLY



CR 1/2

These darting creatures look like dragonflies except with three pairs of gossamer wings, a jagged splinter-wood body, and flashes of bright colors running down their sides.

SUTUREFLY

XP 200

N Fine vermin

Init +4; Senses darkvision 60 ft.; Perception +1

DEFENSE

AC 22, touch 22, flat-footed 18 (+4 Dex, +8 size) hp 4 (1d8) Fort +2, Ref +4, Will +1

Immune mind-affecting effects

OFFENSE

Speed fly 40 ft. (good) **Melee** touch +12 (sew) **Space** 1/2 ft.; Reach 0 ft.

STATISTICS

Str 1, Dex 19, Con 10, Int —, Wis 12, Cha 4 Base Atk +0; CMB -4; CMD 1 Feats Weapon Finesse⁸ Skills Fly +16, Perception +1, Stealth +20 SQ detect blasphemy ECOLOGY

Environment Margreve Forest **Organization** solitary, wing (2–4), or quiver (5–10) **Treasure** none

SPECIAL ABILITIES

Detect Blasphemy (Su) The most common variety of suturefly attacks any creature that utters an intentional lie, detected as if by a permanent *discern lies* (Will DC 15; CL 5th; Wis-based with +5 racial bonus).

Sew (Su) If a suturefly hits with a touch attack, it sews its opponent's mouth, nose, or eye closed. With supernatural speed, the suturefly repeatedly pierces the victim's face, each time threading a loop of the victim's own skin through the previous hole. These skin loops blacken, shrink, and draw the orifice closed. It takes a full round action and a sharp blade to sever the loops and reopen the orifice. Intense pain and 2 damage accompany the procedure (Heal DC 15 for half). A victim whose mouth and nose have been sewn shut immediately begins suffocating. Victims 5 or more size categories larger than the suturefly are unaffected by its sew ability.

Margreve folk rarely speak when sutureflies dart through the trees, for these creatures listen for lies and sew any offender's mouth, nose, and eyes shut. Some say the Old Wood hides nothing but liars, and that is why the Margreve is shrouded in silence. Others say that the forest uses sutureflies to smother those who break its covenants and silence those who would reveal its secrets. Folk of the Outer Margreve release sutureflies from wooden coffers brought to forest trials to encourage witnesses to tell the truth. In the Heart of the Wood, one of Baba Yaga's daughters polices her "flock" of stolen children with sutureflies.

Adventurers evidence a suturefly's handiwork more often than they glimpse one directly. Bodies with sewn mouths and noses lie dead in the underbrush, mysterious children whose mouths are ringed with black puncture marks observe intruders from afar, and ascetic dryads step from trees, their eyes sewn shut against the evils of civilization.

Numerous suturefly varieties exist. Some have been bred to attack based on verbal triggers other than lies. Black-banded sutureflies, for instance, detect curses and religious blasphemies. In the Mistwallows of the deep Margreve, a green and gold variety attack briar folk, hags, and any others who allow magic to escape their lips. Sutureflies dart, hover, and strafe with near perfect maneuverability. The common varieties are 6 inches long, but deep woods rangers claim to have discovered detached, 5-ft.-long wings, crushed in the forest detritus.

When attacking, sutureflies dart from hiding to gain surprise. Once they sew a mouth closed, they target the same victim's nose, unless threatened by another opponent. Sutureflies attack until they have sewn all of its opponents' mouths and noses closed, pursuing any fleeing opponents for 1 final attack round.

TREACLE



CR 3

Nerves steeled against the horrors of impending combat, you almost feel a pinch of disappointment to discover that the shuffling noises came not from a beast but, instead, a small kitten with an injured paw. It looks up at you in fear and surprise and mewls softly.

TREACLE

600 XP

N Tiny ooze (shapechanger)

Init -2; Senses blindsight 60ft.; Perception -4

DEFENSE

AC 10, touch 10, flat-footed 10 (-2 Dex, +2 size) hp 34 (4d10+12) Fort +4, Ref -1, Will -4

Immune ooze traits

OFFENSE

Speed 15 ft., climb 10 ft.

Melee slam +0 (1d2–3, plus poison) or 2 slams +0 (1d2–3, plus poison)

Space 2-1/2 ft.; Reach 0 ft.

Special Attacks blood drain, poison

STATISTICS

Str 4, Dex 6, Con 17, Int —, Wis 1, Cha 6 Base Atk +3; CMB –2; CMD 6 Skills Disguise +8; Racial Modifiers +10 Disguise SQ charming presence, reshape

ECOLOGY

Environment temperate forests and underground **Organization** solitary or nests (2–8) **Treasure** incidental

SPECIAL ABILITIES

Blood Drain (Ex) Once a treacle has skin-to-skin contact, it can slowly siphon blood from its victim. Blood drain inflicts 2 Constitution damage/hour. Thanks to the treacle's natural poison, this blood drain is subtle, requiring a DC 20 Will save (Con-based) to notice. The victim in allowed a new save each hour.

Charming Presence (Su) Treacles radiate a faint aura of divination, and they possess an uncanny ability to sense and mirror emotions. This often gives them the illusion of rudimentary cunning although all they actually do is show what an observer thinks they'll see. Treacles use Disguise to oppose any Sense Motive or Knowledge skill checks made to see through their ruse.

- Poison (Ex) Touch—contact; *save* Fortitude DC 13 (Con-based); *frequency* 1/round for 4 rounds; *effect* 1d4 Dex, *cure* 2 saves. Treacles excrete a mild anesthetic. Like their blood drain, the poison is subtle, requiring a DC 20 Will save to even notice the effects.
- Reshape (Ex) Treacles can assume new forms easily. Being an extraordinary ability, spells such as *true seeing* only reveal the treacle's mild aura

of divination, not their true form. A reshaped treacle gains the movement methods of its new form but no other special qualities, and it can only assume the form of creatures or objects its own size. Reshape grants the ooze a +10 bonus to the Disguise skill (already factored in their skills, above). As mindless oozes, treacles cannot reshape consciously. Instead, they assume their forms based on what the nearest creatures finds non-threatening or appealing. They generally hold a shape for several hours once assumed, even if their original victim is no longer present.

A curious bunny, an abandoned infant, or a delicate songbird can spell slow and agonizing death for the unprepared. Beneath any of these facades may lurk a treacle waiting to feed on a gullible victim. Whether by natural selection or arcane tampering, these compact oozes prey on kindness.

Treacles feed on blood but lack natural weapons or the acid of larger slimes. To survive, prey must welcome and embrace them, unaware of the threat. Their soft bodies absorb psychic impressions and take the shape of whatever nearby creatures find least threatening. In the wild, treacles assume the form of an animal's offspring to lie close for several hours. Among humanoids, this ability manifests by transforming them into pets, infants, or injured animals. In the most horrific cases, these oozes even transform into children's toys.

Immediately upon detecting prey, treacles use their reshape ability to assume a nonthreatening form. Afterward, they mewl or sing to attract attention. Treacles prefer to drain blood slowly and subtly, ideally while their prey sleeps or is paralyzed. If threatened or injured, treacles flee. Once sated, treacles detach from their host and find a cool, dark place to digest. Provided with suitably large and receptive prey, they instead remain in place and eventually divide into two fully-grown oozes. Rarely, a mutation prevents mitosis, and the sterile treacle instead grows in size. The largest mimic human children and the elderly.

Treacles are small, less than 6 lb. Their natural forms, on the rare occasions they are glimpsed, are pale and iridescent, like oil on fresh milk. After feeding, treacles take a deeper brown hue although remain glossy and opalescent.







CR 8

Beautiful, graceful, and fierce, this warrior woman, armed with a cruellooking sword, sits astride a massive winged wolf.

VALKYRIE

XP 4,800

Usually N Medium outsider (extraplanar)

Init +9; Senses darkvision 60 ft., deathwatch 100 ft., see

invisibility; Perception +21 **Aura** cloak of doom 60 ft. (DC 21)

DEFENSE

AC 24, touch 16, flat-footed 18 (+6 armor, +5 Dex, +1 dodge, +2 shield)

hp 105 (10d10+50); fast healing 5

Fort +7, Ref +12, Will +14

DR 5/cold iron; Immune cold, electricity, fear, sonic; Resist acid 5, fire 5; SR 21

OFFENSE

Speed 30 ft., fly 30 ft. (good)

Melee +1 longsword +16/+11 (1d8+6)

Ranged +1 spear +18 (1d8+6)

Spell-Like Abilities (CL 10th)

Constant—death watch, see invisibility, speak with animals

At will—bane (DC 16), bleed (DC 16), bless, calm animals (DC 16), charm animal (DC 16), gentle repose, greater invisibility,

greater teleport (self plus mount plus 50 lb.), stabilize 3/day—lightning bolt (DC 18), wind wall

2/day—plane shift (self plus mount)

1/day—commune

STATISTICS

Str 16, Dex 20, Con 19, Int 15, Wis 20, Cha 22 Base Atk +10; CMB +13; CMD 31

Feats Dodge, Greater Weapon Focus (special, currently spear)⁸, Improved Initiative, Iron Will, Skill Focus (Perception), Toughness, Weapon Focus (special, currently spear)⁸, Weapon Specialization (special, currently spear)⁸

Skills Acrobatics +18, Fly +22, Knowledge (planes)+15, Knowledge (religion) +15, Perception +21, Sense Motive +18, Stealth +18, Survival +18

Languages animal speech, gift of tongues **SQ** armor training 2, lifesense, harvest the

fallen, mistress of battle metal

ECOLOGY

Environment any

Organization solitary, pair, gang (3–8) **Treasure** Standard (breastplate, heavy wooden shield, +1 spear)

SPECIAL ABILITIES

Cloak of Doom (Su) Any living creature within 60 ft. of a valkyrie senses her unsettling presence and must succeed at a DC 21 Will save (Cha-based) or be shaken for 1d4 rounds. Those who succeed at the save are immune to the effect for 24 hours. Those who fail must make a new save if applicable when no longer shaken. The valkyrie can suppress this aura at will.

- **Gift of Tongues (Su)** Valkyries becomes proficient in any language they hear spoken for at least 1 minute, and they retain this knowledge forever.
- Harvest the Fallen (Su) As a standard action, a valkyrie can take a soul from a newly dead body (no save) and bind it into a weapon or shield. Only one soul may be bound to any individual object in this way. Individuals who have their souls removed and bound may not be raised or resurrected by any means short of wish or miracle. A valkyrie can likewise release any soul that has been bound by the power of a valkyrie or the soul bind spell, or transfer a bound soul from one object to another. Once bound to the item, the soul grants it a +1 enhancement bonus/4 character levels, which replaces any other magic on the item. At the GM's discretion, part of this bonus may become a special quality appropriate to the soul in question (a fire giant's soul might create a *flaming* weapon, for example).
- **Mistress of Battle Metal (Ex)** Valkyries are proficient with all weapons, including all exotic weapons. Moreover, after 1 hour in practice with any weapon, the valkyrie becomes attuned to it: she thereafter fights as if she had Weapon Focus, Weapon Specialization, and Greater Weapon Focus for that weapon. Valkyries can master only one weapon at a time in this way but may spend an hour to shift her mastery to a new weapon.

Valkyries are sent by Wotan to decide the course of battles and harvest the souls of brave fallen warriors. Riding savage winged wolves (winter wolves with a fly speed of 80 ft.), they descend upon battlefields to do their master's will, surrounded by crows and ravens. Valkyries typically stay invisible during these missions, dispensing bane, bless, bleed, and stabilize, and their cloak of doom as fate decrees. They love

> animals, especially birds, but are generally scornful of humanoids as weak and cowardly. All valkyries

love battle and bloodshed,
and many are savage and callous.

Valkyries seldom interfere in the affairs of mortals, save to ensure the proper course of battles. Upon occasion when duty demands but sometimes as a punishment or rarely, when they fall in love, a valkyrie may wander the mortal world. Depending on the circumstances, some or all of their supernatural powers may not function during these sojourns.

HERSHEY-11

VAPOR LYNX



CR 5

The great cat pads forward noiselessly. Tendrils of smoke drift off its sleek grey coat, leaving whirls of mist in its wake. The feline's eyes shift from dull, pallid orbs to pitch black slits, its lips curl up into a fang-revealing smile and its body fades to fog.

VAPOR LYNX

XP 1,600

CN Large magical beast

Init +9; Senses darkvision 60 ft., low-light vision, scent; Perception +8

DEFENSE

DEFENSE

AC 18, touch 15, flat-footed 12 (+5 Dex, +1 dodge, +3 natural, -1 size)

hp 51 (6d10+18)

Fort +8, Ref +10, Will +3

OFFENSE

Speed 50 ft.; climb 30 ft.

Melee bite +10 (1d8+2), 2 claws +10 (1d6+2)

Space 10 ft.; Reach 5 ft.

Special Attacks breath weapon (30-ft. line, choking fog, Fort DC 16 partial, useable once every 1d4+2 rounds), pounce, rake (2 claws 1d6+2)

Spell-Like Abilities (CL 6th)

3/day—gaseous form

STATISTICS

Str 15, Dex 20, Con 16, Int 10, Wis 13, Cha 14

Base Atk +6; CMB +9; CMD 24

Feats Dodge, Improved Initiative, Weapon Finesse **Skills** Acrobatics +11, Climb +14, Perception +8, Stealth +12;

Racial Modifier +8 Climb

Languages Common, Sylvan

SQ smoky constitution

ECOLOGY

Environment cold or temperate marsh Organization solitary or pair Treasure standard

SPECIAL ABILITIES

Breath Weapon

(Su) A vapor lynx can breathe out a deadly line of choking fog once every 1d4+2 rounds. This fog affects the battlefield as the spell solid fog (CL 6th); the key difference being, it does not spread out but remains sitting heavy in its original area of effect. Additionally, anyone who enters the fog or is caught in its area of effect must make a DC 16 Fortitude save (Con-based) or become nauseated for the duration in the fog and for 1d4+1 rounds afterward. If a creature succeeds on a save, it still needs to save each round it remains in the fog.

Smoky Constitution (Su) A vapor lynx is a creature that spends its time in both gaseous form and solid form. Its unique constitution makes it immune to all fog or gas related spells and attacks, including its own. So attuned is the cat's physiology, a vapor lynx can clearly see through spells such as obscuring mist and solid fog.

Vapor lynxes are capricious hunters. While not evil, they are devious, manipulative, and most of all mischievous. They often toy with their prey before killing it. Mated pairs prefer ambushing prey, coalescing in and out of the fog to harass potential meals. Vapor lynxes excel in battlefield control. Using their ability to solidify and poison the fog around them, they cut large groups into smaller, more manageable morsels.

These malevolent tactics have earned vapor lynxes both a nasty reputation and, often times, a hefty bounty on their heads. Additionally, their magical nature makes them a sought-after beast to those who practice magical arts, and their beautiful thick coats tempt many a furrier and trapper into a hunt they may not be prepared for. With so many hunting for them, vapor lynxes rarely stalk civilized lands or travel ways—despite their abilities, they fear an organized reprisal too much. Instead they haunt marshes and swamps, where the natural fog makes hunting all the easier, and if an intelligent humanoid happens to pass that way, then all the better.

Though reclusive, vapor lynxes are intelligent enough to speak both Common and Sylvan. These cats are particularly prideful and take great joy bantering with potential meals in an attempt to both belittle and frighten. While not as renowned for falling prey to the legendary "dragon flattery," the few recorded tales of vapor lynx encounters recount the cats' constant needling and self-aggrandizement.



Some specialized vermin plague the Crossroads.

JARRØTER CRAB

This small crab's pincer can strangle prey.

GARROTER CRAB

CR 1/4

+2

s +8

XP 100				
N Tiny vermin (aquatic)				
Init +2; Senses darkvision 60 ft.; Perception +4				
DEFENSE				
AC 18, touch 14, flat-footed 16 (+2 Dex, +4 natural, +2 size				
hp 6 (1d8+2)				
Fort +4, Ref +2, Will +0				
Immune mind-affecting effects				
OFFENSE				
Speed 30 ft.; swim 20 ft.				
Melee barbed claw +2 (1d6-3 plus grab) and regular claw				
(1d2-3)				
Space 2-1/2 ft.; Reach 0 ft.				
Special Attacks constrict (1d6-2)				
STATISTICS				
Str 7, Dex 14, Con 14, Int —, Wis 10, Cha 2				
Base Atk +0; CMB +0 (+8 grapple); CMD 8				
Feats Weapon Focus (barbed claw) ^B				
Skills Hide +10, Perception +4, Swim +10; Racial Modifier				
Hide, +4 Perception				
ECOLOGY				
Environment any freshwater				
Organization solitary pack (2–7) or pod (8–20)				

Organization solitary, pack (2-7), or pod (8-20)

Treasure none

SPECIAL ABILITIES

Grab (Ex) A garroter crab can grapple creatures up to 2 sizes larger than itself. It seizes its victims by the neck, so grappled creatures must add +4 to the DC of their concentration check to cast spells with verbal components.

These aggressive, blue-black freshwater crabs inhabit Zobeck's river and its tributaries, scuttling along the muddy terrain in search of prey. Garroter crabs are named for their abnormal right claws, which have evolved over time to strangle prey like a barbed whip.

This long whip is lined with powerful muscles and joints at the beginning, middle, and end of the claw give it great flexibility. During mating season, thousands of garroter crabs congregate in remote riverbanks, and the males whip their shells with a clacking sound to attract a mate.

Garroter crabs are the preferred (and common) crab used by the Kariv crab diviners in their divinations. The Kariv greatly respect the garroter crabs for their diving abilities and treat them as sacred creatures, so they do not eat them. However, local Zobeckans hold no such notions and find them quite delectable, especially the garroter males.

Much larger garroter crabs exist, and the Kariv believe that these incredibly rare crabs can shape the future, as well as divine it.

RED-BANDED LINE SPIDERS

These spiders are named for both the deep red swirls on their abdomens,

unique to each spider, and for their peculiar hunting technique. **RED-BANDED LINE SPIDERS** CR 1/4 XP 100 N Tiny vermin Init +3; Senses darkvision 60 ft.; Perception +4 DEFENSE AC 17, touch 16, flat-footed 14 (+4 Dex, +1 natural, +2 size) hp 4 (1d8) Fort +2, Ref +4, Will +0 Immune mind-affecting effects OFFENSE **Speed** 30 ft.; climb 30 ft. Melee bite +4 (1d4-3 plus poison) Space 2-1/2 ft.; Reach 0 ft. Special Attacks poison, swingline STATISTICS Str 4, Dex 19, Con 10, Int -, Wis 10, Cha 2 Base Atk +0; CMB +0; CMD 8 Feats Weapon Finesse^B Skills Acrobatics +12, Climb +12, Hide +8, Perception +4; Racial Modifiers +8 Acrobatics, +4 Hide, +4 Perception; uses Dexterity for Climb checks ECOLOGY Environment temperate forest Organization colony (2–5) or swarm (6–11) Treasure none SPECIAL ABILITIES Poison (Ex) Bite—injury; save Fort DC 11; frequency 1/round for 4 rounds; effect 1d3 Str; cure 1 save. **Red-Banded Line Spider Poison By Size** Fort DC Damage Size

		8
Tiny	10	1d3 Str
Small	12	1d4 Str
Medium	13	1d6 Str

Swingline (Ex) When using its swingline to attack, a line spider has a speed of 60 ft. and receives a +2 bonus to attack and a +2 bonus to damage. This ability can only be used for 1 round and only as long as the spider is at a higher elevation than its prey and has sufficient room and height to attack its prey. A line spider can fire its swingline with a maximum range of 60 ft.

These large, furry, brown spiders are essentially cowards, and they attack only smaller creatures. Line spiders do not spin webs but instead perch and watch for prey. When prey wanders by, they fire a tensile line of webbing and pounce in surprise. Their potent venom incapacitates prey, and they quickly devour flesh with their powerful maws.

Small line spiders are occasionally found in Zobeck, and their size and susceptibility to calling make them the most likely replacement for a garroter crab in the practice of caruth (Kariv divination). Larger varieties hunt the dark canopies of the Margreve Forest.

WEAVING SPIDER

This clockwork creature looks like a mechanical spider with long, spindly legs, including one with a particularly sharp-looking blade disproportionately large for the creature's body.

WEAVING SPIDER

XP 1,200

N Tiny construct

Init +12; **Senses** darkvision 60 ft., low-light vision; Perception +2

DEFENSE

AC 20, touch 20, flat-footed 12 (+8 Dex, +2 size)

hp 44 (8d10)

Fort +2, **Ref** +10, **Will** +2

DR 5/adamantine; Immune construct traits

OFFENSE

Speed 40 ft., climb 40 ft.

Melee flensing blade +19/+14 (1d4/×3)

Ranged needle shuttle +18/+13 (1d4 plus poison)

Space 2-1/2 ft.; Reach 0 ft.

Special Attacks poison

STATISTICS

Str 10, Dex 27, Con —, Int 9, Wis 11, Cha 8

Base Atk +8; CMB +14; CMD 24

Feats Improved Initiative, Point Blank Shot, Weapon Finesse, Weapon Focus (flensing blade)

Skills Climb +11, Craft (weaving) +10, Perception +2; Racial Modifiers Acrobatics (+4 jump), +8 Craft (weaving)

Languages understands Common

ECOLOGY

Environment any urban

Organization solitary or brood (2-8)

Treasure none

SPECIAL ABILITIES

- **Unmaking (Ex)** The weaving spider's speed and its slim, sharp flensing blade together can turn cloth, leather, and paper into scraps and bits of junk very quickly indeed. Whenever a weaving spider makes an attack roll that succeeds by 5 or more, the target must make an item saving throw for items in this order: cloak, shield (straps), boots, shirt or tabard, backpack or purse, armor (cloth, hide, leather, and studded leather only), and other items (hats, scroll cases, bowstrings). If the saving throw fails, the item gains the broken condition.
- Poison (Ex) The weaving spider's shuttle has a needlelike end coated with poison. Needle shuttle—injury; *save* Fort DC 14; *frequency* 1/round for 6 rounds; *effect* paralysis; *cure* 2 consecutive saves.



CR 4

These tiny but useful devices are a boon to the Honorable Order of Weavers, as helpers in the production of clothing but also as spies and defenders. As their name implies, these devices resemble large spiders. Their legs include two that end in loops or crooks used to guide thread, six used for locomotion and positioning, one used for stitching and extremely fast needlework, and one large flensing blade used to trim off excess thread or cloth (or used for attacking foes).

Weaving spiders rarely initiate combat unless so directed, but they defend themselves, their masters, and other members of the Honorable Order of Weavers. A weaving spider throws its poisoned shuttle at the nearest foe, and then climbs along the strand to attack the foe in melee. It attacks first with its unmaking ability before switching to its flensing blades to strip flesh from bone. Weaving spiders fight until destroyed or ordered to stand down unless serving as spies, when they flee as soon as attacked or threatened in order to preserve their gleaned intelligence.

Construction

Weaving spiders are built by priests of Rava and imbued with her divine energies although their shells and armatures are made by the Arms and Armory Guild and the Geargrinders Guild. More than 20 memory gears and hundreds of lesser gears are required to build one, all of which cost 5,000 gp. Building this system of balances and reciprocating gears is extremely complex and requires considerable proficiency in Craft (clockwork) checks.

WEAVING SPIDER

CL 11th; Price 90,000 gp

CONSTRUCTION

Requirements Craft Construct, *bind guardian**, *spider climb, web*, winding key*; creator must be CL 11th; **Skill** Craft (clockwork) DC 20; **Cost** 50,000 gp

ARRA

WHARFLING AND WHARFLING SWARM

CR 1/2



CR 4

Water drips from the hairless skin of this ugly creature, dimly reflecting the moonlight. It gives the fish dangling in its large jaws one final shake and scampers down the beach on webbed feet.

WHARFLING

200 XP

N Tiny animal

Init +3; Senses low-light vision; Perception +1

DEFENSE

AC 15, touch 15, flat-footed 12 (+3 Dex, +2 size) **hp** 3 (1d8-1)

Fort +1, Ref +5, Will +1

OFFENSE

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

Melee bite +5 (1d4-3 plus bleed and grab)

Space 2-1/2 ft.; Reach 0 ft.

Special Attacks bleed 1, locking bite (1d4-3)

STATISTICS

Str 4, Dex 16, Con 8, Int 2, Wis 12, Cha 8 Base Atk +0; CMB +1; CMD 8 (+12 vs. trip)

Feats Weapon Finesse

Skills Climb +14, Sleight of Hand +7, Stealth +14, Swim +14; Racial Modifiers +8 Climb (modified by Dex), +8 Swim (modified by Dex)

ECOLOGY

Environment temperate and warm coasts

Organization solitary or pack (2-20)

Treasure standard (in lair only; all metallic)

SPECIAL ABILITIES

Locking Bite (Ex) A wharfling that hits with its bite attack automatically grapples its foe, inflicting automatic bite damage each round.

Pilfer (Ex) A wharfling that has entered an opponent's space can make a Sleight of Hand attempt as a free action against its opponent's CMD. If successful, the wharfling successfully steals some small metallic object. A wharfling that has successfully pilfered tries to flee combat with its treasure. Sleight of Hand is a class skill for wharflings.

Though often assumed some sort of hairless dire rat, wharflings are more closely related to raccoons. Growing up to 2 ft. in length, wharflings have large, webbed hands and feet and oversized mouths. Those who have suffered its bite rightly fear the needle-like teeth, but most coastal communities hate the animal more for its propensity for theft. An adept fish catcher, wharflings typically make their dens near the shores of oceans, lakes, and rivers. Whether in burrows or hollow logs, though, they invariably fill their lairs with small metal trinkets confiscated during their nocturnal ramblings. (A wharfling taken as a familiar adds a +3 bonus to Sleight of Hand checks made by its master.)

The mass of hairless bodies writhes together as it moves along the coast in the moonlight. Squeals mingle with the screams of the occasional unfortunate fisherman caught in its path.

WHARFLING SWARM

1,200 XP

N Tiny animal (swarm)

Init +7; Senses low-light vision; Perception +8

DEFENSE

AC 16, touch 16, flat-footed 12 (+3 Dex, +1 dodge, +2 size) **hp** 45 (10d8)

Fort +6, Ref +10, Will +6

Defensive Abilities swarm traits

Weaknesses swarm traits

OFFENSE

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

Melee swarm (2d6 plus bleed and grab)

Space 10 ft.; Reach 0 ft.

Special Attacks bleed 1, distraction (DC 14), locking bite (2d6)

STATISTICS

Str 4, Dex 16, Con 8, Int 2, Wis 12, Cha 8

Base Atk +7; CMB 8, CMD 15 (can't be tripped)

Feats Dodge, Improved Initiative, Iron Will, Skill Focus (Perception), Toughness

Skills Climb +14, Perception +8, Sleight of Hand +15, Stealth +14, Swim +14; Racial Modifiers +8 Climb (modified by Dex), +8 Swim (modified by Dex)

ECOLOGY

Environment any temperate shores

Organization solitary or pack (2–5 swarms) **Treasure** standard (in lair only; all metallic)

SPECIAL ABILITIES

Locking Bite (Ex) Opponents that leave a wharfling swarm do so with 1d3 wharflings attached to them. These wharflings

inflict 1d4–3 damage and 1 bleeding damage each round thereafter. Multiple wounds do not result in cumulative bleeding loss. A wharfling attached in this way gains a +8 to its CMD versus attempts to dislodge it.

 Pilfer (Ex) A wharfling swarm makes 2d4 Sleight of Hand checks each round against any opponent within the swarm. These checks are opposed by CMD. Each successful attempt represents 1 small metallic object that has been lifted from the victim.

> Periodically, wharflings congregate in huge numbers and tear along the shoreline for miles until finally dispersing back to their dens. Whether they do this for pleasure or for some other reason is unknown, but most locals know to avoid the shores on these nights.

WITCHLIGHT



This tiny ball of bright light seems to emanate from a crystalline center.

WITCHLIGHT

CR 1/2

XP 200

N Diminutive construct Init +4; Senses darkvision 60 ft., low-light vision; Perception +2

DEFENSE

AC 18, touch 18, flat-footed 14 (+4 Dex, +4 size) hp 5 (1d10)

Fort +0, **Ref** +4, **Will** +1

Immune construct traits

Weaknesses dispel magic

OFFENSE

Speed fly 50 ft. (perfect) **Ranged** light ray +9 (1d2)

Special Attacks flash, light ray

STATISTICS

Str —, Dex 19, Con —, Int 10, Wis 13, Cha 7
Base Atk +1; CMB +1; CMD 11 (can't be tripped)
Feats Point-Blank Shot
Skills Escape Artist +5, Fly +12, Perception +2, Stealth +8

Languages Understands Common (or as creator) SQ luminance

ECOLOGY

Environment any

Organization solitary

Treasure none

SPECIAL ABILITIES

- **Flash (Ex)** At will, a witchlight can emit a bright burst of light blinding all sighted creatures within 30 ft. for 1d4 rounds unless they succeed on a DC 10 Fortitude save. A witchlight can use this ability once every 1d4 rounds.
- **Light Ray (Su)** A witchlight's light ray deals 1d2 force damage to a maximum range of 30 ft. with no range increments.
- Luminance (Ex) A witchlight glows as bright as a torch. The creature can dim itself to the same luminosity as a candle, but it cannot extinguish its light. Because of its glow, the creature receives a -4 penalty to Stealth checks.
- **Dispel Magic Weakness (Ex)** Casting *dispel magic* on a witchlight causes it to become paralyzed for 1d10 rounds.

Sometimes called a "spooklight," a witchlight is a miniature servant created from a tiny piece of quartz, appearing as a floating ball of flickering light similar to a will-o'-wisp. The hue of quartz used during the creature's creation determines the color of an individual witchlight's illumination. A witchlight always shares the same alignment as its creator. Although it cannot speak, a witchlight understands Common or one other language taught by its creator. Many spellcasters have taught their witchlights a coded cipher, enabling the creature to spell out words by flaring and subduing its light. In times of necessity, a witchlight can even attempt to spell complete words by flying at its top speed and using its trail of light to form individual letters, a stunt requiring a successful DC 20 Fly check/word.

If the witchlight's master dies within 1 mile of the witchlight, it



Evil witchlights often exhibit sadistic behavior, not unlike that of the deadly will-o'-wisp. They frequently seek to lure lost travelers into perils such as swamps or traps by using their glow to imitate the torchlight of a safe haven. Conversely, good-aligned witchlights intuitively look to guide travelers to places of safe passage, and they are often prized by pilots and guides. Neutral witchlights tend to exhibit a playful nature— sometimes mingling inside the cavities of weapons, gems or other curiosities causing such items to be mistaken for magic items. More than one wizard's staff has proven to be nothing more than an impressive-looking stick with a witchlight on top.

Construction

A witchlight is created from a piece of rough quartz sprinkled with powdered silver dust that costs 50 gp. After the quartz is prepared, it is animated through an extended magical ritual known only to the Starshadow Mages of Zobeck, requiring a full moon and a clear view of the starry sky.

WITCHLIGHT

CL 4th; Price 1,700 gp

CONSTRUCTION

Requirements Craft Construct, arcane eye, light, mage hand; Cost 900 gp





Crashing through the forest, this three-headed dragon stands upright, its tail thrashing from side to side as it walks. A vicious mouth lined with ivory teeth graces each head, and green scales gleam in the fleeting sunlight, piercing the ancient canopy.

ZMEY

XP 38,400

CE Huge dragon

Init +1; Senses blindsight 60 ft., darkvision 90 ft., low-light vision, scent; Perception +23

DEFENSE

AC 29, touch 9, flat-footed 28 (+1 Dex, +20 natural, -2 size)

hp 216 (16d12+112); regeneration 5 **Fort** +17, **Ref** +11, **Will** +16

Immune paralysis, sleep; **Resist** cold 10, fire 20

OFFENSE

Speed 50 ft., fly 50 ft. (clumsy), swim 50 ft.

Melee 3 bites +24 (2d6+10/19–20), 2 claws +24 (1d8+10), tail +22 (2d6+5)

Space 15 ft.; Reach 15 ft. (20 ft. with bite)

Special Attacks breath weapon (50-ft. cone, DC 25, 10d10 fire, special), trample (2d6+15, DC 28)

STATISTICS

CR 14

Str 31, Dex 13, Con 25, Int 16, Wis 22, Cha 19 Base Atk +16; CMB +28; CMD 39

- Feats Awesome Blow, Critical Focus, Improved Bull Rush, Improved Critical (bite), Multiattack, Power Attack, Sickening Critical, Vital Strike
- Skills Bluff +17, Climb +25, Diplomacy +17, Fly +2, Intimidate +23, Knowledge (geography) +20, Knowledge (nature) +20, Perception +23, Sense Motive +22, Stealth +12, Survival +22, Swim +23

Languages Common, Draconic, Elven, Sylvan

SQ lake leap, multiheaded, spawn headling

ECOLOGY

Environment temperate forests, Margreve Organization solitary Treasure standard

SPECIAL ABILITIES

Breath Weapon (Su) As a standard action, a zmey may breathe a 50-ft. cone of fire from each of its three heads, splitting 10d10 total fire damage between the heads in any proportion the zmey chooses: for example, 4d10 fire damage from first



head, 6d10 fire damage from second head, and none from third head. One roll determines the recharge time for the entire creature, allowing its use every 1d4 rounds. A zmey can choose to not harm plants or plant creatures.

- Lake Leap (Su) Though not aquatic, a zmey spends much of its time lurking in lakes, ponds, and pools scattered throughout the Margreve. When submerged in a natural pool of water of any size, it can, as a standard action, transport itself to another similar body of water within 5,000 ft. This ability does not function within or between rivers, streams, or other rapidly flowing bodies of water.
- Multiheaded (Ex) A zmey can be killed by severing all of its heads or slaying its body. Any attack that is not an attempt to sever a head affects the body, including area attacks or attacks that cause piercing or bludgeoning damage. To sever a head, an opponent must make a sunder attempt with a slashing weapon targeting a head. A head is considered a separate weapon with hardness 0 and hp equal to double the zmey's HD. To sever a head, an opponent must inflict enough damage to reduce the head to 0 hp. Severing a head deals damage to the zmey's body equal to double the zmey's HD that can't be regenerated until the head regrows.
- **Regeneration (Ex)** This regeneration applies only to damage inflicted on the zmey's body; it doesn't apply to damage to its heads. Regeneration stops functioning when all heads are severed. It takes 24 hours for a zmey to regrow a functional head.
- **Spawn Headling (Su)** A zmey's severed head grows into a zmey headling 2d6 rounds after separation. Smearing at least a pound of salt on the severed head's stump and burning the bleeding neck for 10 damage prevents this transformation.

Hunting beneath the dark canopy of the forest, lurking just beneath the surface of still lakes, and guarding gaping cave mouths concealing great treasure and mystery, the zmey serves two functions often tuned to one-vicious terror and nature's protector. Single-mindedly destructive, the zmey keeps the heart of the forest free from interlopers. Some rumor the Margreve's heart controls the actions of this beast, yet the zmey indeed has its own desires and inclinations. The churning rage boiling in the heart of the zmey finds cooling only in the company of a pure maiden. Though vulgar and fearsome, zmey lust after maidens and go to elaborate—and often confused—lengths to court these women. Most often, this courtship results in kidnapping. Hushed folktales claim the beasts are able to mate with these maidens. The women rarely survive the 12-month pregnancy and childbirth. The spawn of this pairing, called a zmajeviti, is usually male. Thankfully, girls born of this union are extremely rare since they carry a lustful darkness in their soul. A rare beast indeed, zmey avoid their own kind, leaving competition in favor of more isolated hunting grounds. The rare times two zmey fight for a disputed part of the forest, a trail of destruction leads like a blistered scar to the victor.

Zmey eat any organic matter available to them, but they favor mammals as meals. The more difficult the hunt, the better, for zmey feel that intellect flavors the meat. Dappled black and green scales cover this enormous beast. The three necks towering above the creature's body are long and powerful, each ending with an identical menacing head, each flanked with membranous, spiny frills. A forked tongue flickers across long pale teeth and six pairs of eyes burn red with rage. A pair of leathery wings stretch from the zmey's back, trailing down to a long tail accented with peaked crests. A zmey often stands upright and measures 25 ft. from snout to tail. The beast weighs over 9,000 lb.

Zmey Headling

When severed from a parent zmey, a zmey headling possesses a voracious appetite, seeking to feed as soon as possible. This inevitably leads to one of two outcomes—either the headling attacks those who severed it or it attacks its parent, whichever appears closer to death. Headlings begin their existence with cloudy memories from their parent zmey.

Growing headlings feed destructive urges, crashing through the forest, slaying fauna and scorching flora to sate the insatiable hunger that fuels their growth. Many stories focusing on the bestial nature of the zmey are actually reports of rogue headlings.

A headling grows into a full-grown zmey after two lunar cycles after separation from the parent zmey. During those months, the headling begins its transformation with little aside from aggression in its heart. It may rampage through the forest or behave in a dreamlike manner, enrapt with some personal mission. (GMs wishing to represent a zmey headling through different stages of its growth should use the young and advanced simple templates.)

ZMEY HEADLING CR 8

XP 4,800

CE Medium dragon

Init +5; Senses darkvision 60 ft., low-light vision, scent; Perception +17

DEFENSE

AC 21, touch 11, flat-footed 20 (+1 Dex, +10 natural) hp 105 (10d12+40); fast healing 5 Fort +11, Ref +8, Will +11

Immune paralysis, sleep; Resist cold 10, fire 10

OFFENSE

Speed 40 ft., swim 40 ft. **Melee** bite +17 (2d6+7/19–20), 2 claws +17 (1d4+7), tail +15 (1d6+3)

Space 5 ft.; Reach 5 ft. (10 ft. with bite)

Special Attacks breath weapon (50-ft. cone, DC 19, 8d8 fire) STATISTICS

Str 25, Dex 13, Con 18, Int 14, Wis 18, Cha 17 Base Atk +10; CMB +17; CMD 28

Feats Improved Critical (bite), Improved Initiative, Multiattack, Power Attack, Vital Strike

Skills Bluff +10, Climb +18, Diplomacy +10, Intimidate +16, Knowledge (geography) +9, Knowledge (nature) +9, Perception +17, Sense Motive +15, Stealth +14, Survival +17, Swim +26

Languages Common, Draconic, Sylvan

Midgard Bestiary for Pathfinder RPG

APPENDIX 1: MONSTERS BY TYPE

Listed below are all of the monsters in this book organized alphabetically by type.

Aberration: bagiennik, chelicerae, mordant snare, oculo swarm, strangling watcher

(Air): spark

Animal: dire weasel, dogmole, dogmole juggernaut, wharfling, wharfling swarm

(Aquatic): andrenjinyi, bone crab, coral drake, drowned maiden, eel hound, goblin shark, half-merfolk (maerean), Isonade, lorelei, merrow

(Cold): ice maiden

Construct: broodiken, clockwork beetle, clockwork beetle swarm, clockwork hound, clockwork huntsman, clockwork myrmidon, eye golem, fellforged, feyward tree, phantasmal creatures, salt golem, steam golem, weaving spider, witchlight

Dragon: cave dragon, coral drake, mithral dragon, star drake, zmey, zmey headling

(Earth): cave dragon

Fey: ice maiden, kikimora, lorelei, shadow fey

(Giant): darakhul ogre, merrow, thursir

(Goblinoid): dust goblin, goblin shark

Humanoid: dust goblin, half-merfolk (maerean), roachling, shadow fey, thursir

(Incorporeal): phantasmal creatures

- Magical Beast: bukavac, cikavak, doppelrat, eel hound, firebird, gypsophinx, horakh, Isonade, kot bayun, likho, vapor lynx
- Monstrous Humanoid: ala, alseid, blood hag, burrowling, derro fetal savant, dust goblin, goblin shark, leshy, merrow, red hag
- Ooze: sap demon, treacle
- Outsider (air): spark
- Outsider (chaotic): sandman

Outsider (elemental): spark

- Outsider (evil): automata devil, chort, dream eater, gilded devil, ink devil, orobas, stuhac
- **Outsider** (extraplanar): automata devil, chort, dream eater, gilded devil, ink devil, orobas, sandman, spark, stuhac, valkyrie
- Outsider (lawful): automata devil, chort, dream eater, gilded devil, ink devil, orobas
- Outsider (native): andrenjinyi, Baba Yaga's horsemen
- Plant: cavelight moss, child of the briar, deathcap mycolid, dragonleaf tree, mindrot thrall
- (Shapechanger): goblin shark, treacle
- (Swarm): bone collective, clockwork beetle swarm, death butterfly swarm, oculo swarm, wharfling swarm

Template: Baba Yaga's horsemen, darakhul, phantasmal creatures

- Undead: bone collective, bonepowder ghoul, darakhul, darakhul ogre, drowned maiden, imperial ghoul, iron ghoul, lich hound, putrid haunt
- Vermin: bone crab, carrion beetle, garroter crab (vermin), red-banded line spider (vermin), suturefly

APPENDIX 2: MONSTERS BY CR

The following section lists all monsters included in this book alphabetically by CR. Some creatures have variable CRs, such as dragons and templates, and only the examples presented in this book are presented in the following list.

CR 1/2

alseid, dust goblin, garroter crab (vermin), red-banded line spider (vermin), suturefly, wharfling, witchlight

CR 1

burrowling, child of the briar, doppelrat

CR 2

bone crab, broodiken, cikavak, clockwork beetle, dire weasel, dogmole, eel hound, putrid haunt

CR 3

caustic haunt, clockwork hound, clockwork huntsman, goblin shark, ink devil, malodorous haunt, sap demon, treacle

CR 4

clockwork beetle swarm, clockwork myrmidon, death butterfly swarm, imperial ghoul, leshy, lich hound, merrow, oculo swarm, wharfling swarm

CR 5

bagiennik, carrion beetle, darakhul ogre, deathcap mycolid, fellforged, kikimora, mindrot thrall, oceanic merrow, shadow fey, thursir vapor lynx, vapor lynx, weaving spider

CR 6

cavelight moss, dogmole juggernaut, dream eater, likho, red hag, sandman, spark, swamp merrow, thursir chanter

CR 7

chelicerae, derro fetal savant, drowned maiden, kot bayun, likho commando, lorelei, thursir mutant, two-headed merrow, young cave dragon

CR 8

ala, coral drake, feyward tree, firebird, gilded devil, ice maiden, iron ghoul, valkyrie, zmey headling

CR 9

blood hag, bukavac, dragonleaf tree, iron ghast, likho breman

CR 10

bone collective, eye golem, horakh, young mithral dragon

CR 11

adult cave dragon, automata devil, courtly shadow fey sorcerer, gypsophinx, salt golem

CR 12

bonepowder ghoul, steam golem

CR 13

stuhac

CR 14

adult mithral dragon, andrenjinyi, Baba Yaga's horsemen, zmey

CR 15

chort, star drake, mordant snare

CR 16

Isonade, orobas

CR 17

strangling watcher

CR 19

ancient mithral dragon

APPENDIX 3: MONSTERS BY TERRAIN

The following list groups all of the monsters in this book into their respective terrains. Some monsters may be found in multiple environments. For example, ala can be found in hills, mountains, and forests of all types, and the blood hag can be found in both urban and underground environments.

ANY TERRAIN

automata devil, Baba Yaga's horsemen, broodiken, carrion beetle, chort, clockwork beetle, clockwork beetle swarm, clockwork hound, clockwork huntsman, clockwork myrmidon, dream eater, eye golem, fellforged, feyward tree, gilded devil, ink devil, kikimora, mithral dragon, oculo swarm, orobas, phantasmal creatures, red hag, salt golem, sandman, shadow fey, spark, star drake, steam golem, valkyrie, weaving spider, witchlight

ANY TERRAIN (COLD)

ice maiden

ANY TERRAIN (TEMPERATE)

cikavak, doppelrat, mindrot thrall

ANY TERRAIN (WARM)

mindrot thrall

COASTLINE

bone crab, drowned maiden, goblin shark, half-merfolk (maerean), merrow, wharfling, wharfling swarm

DESERT (COLD)

gypsophinx

DESERT (TEMPERATE)

burrowling, dust goblin, gypsophinx, mordant snare

DESERT (WARM)

burrowling, dust goblin, firebird, gypsophinx, mordant snare

FOREST (COLD)

ala, alseid, chelicerae, dragonleaf tree

FOREST (TEMPERATE)

ala, alseid, bukavac, chelicerae, child of the briar, deathcap mycolid, dire weasel, dragonleaf tree, kot bayun, leshy, likho, red-banded line spider (vermin), sap demon, treacle, zmey, zmey headling

FOREST (WARM)

ala, alseid, chelicerae, death butterfly swarm, deathcap mycolid, dragonleaf tree, likho, lorelei

HILLS (COLD)

ala

HILLS (TEMPERATE)

ala, death butterfly swarm, dire weasel, kot bayun, likho, mordant snare

HILLS (WARM)

ala, firebird, likho, mordant snare

MOUNTAINS (COLD)

ala, thursir, stuhac

MOUNTAINS (TEMPERATE)

ala, death butterfly swarm, dust goblin, stuhac

MOUNTAINS (WARM)

ala, dust goblin, stuhac

OCEAN (COLD)

bone crab, drowned maiden, goblin shark, half-merfolk (maerean), Isonade, merrow

OCEAN (TEMPERATE)

bone crab, drowned maiden, goblin shark, half-merfolk (maerean), Isonade, merrow

OCEAN (WARM)

bone crab, coral drake, drowned maiden, goblin shark, half-merfolk (maerean), Isonade, merrow

PLAINS (TEMPERATE)

burrowling, mordant snare

PLAINS (WARM)

burrowling, firebird, mordant snare

PLANAR (ETHEREAL)

sandman

PLANAR (HELL-LAWFUL EVIL)

chort, automata devil, gilded devil, ink devil, orobas

PLANAR (SHADOW)

shadow fey

RIVERS/LAKES

andrenjinyi, bagiennik, bone crab, bukavac, drowned maiden, eel hound, garroter crab (vermin), half-merfolk (maerean), lorelei, merrow

SWAMP (COLD)

bagiennik, blood hag, merrow, putrid haunt, vapor lynx

SWAMP (TEMPERATE)

bagiennik, blood hag, eel hound, merrow, putrid haunt, vapor lynx

SWAMP (WARM)

bagiennik, blood hag, death butterfly swarm, lorelei, merrow, putrid haunt

UNDERGROUND

blood hag, bone collective, bonepowder ghoul, carrion beetle, cave

dragon, cavelight moss, chelicerae, darakhul, deathcap mycolid, derro fetal savant, dogmole, dogmole juggernaut, fellforged, gypsophinx, horakh, imperial ghoul, iron ghoul, lich hound, mordant snare, roachling, treacle, strangling watcher

URBAN

blood hag, imperial ghoul, darakhul, phantasmal creatures, roachling, weaving spider

APPENDIX 4: RE-SKINNED MONSTERS

Some creature stat blocks can easily fill in for other similar creatures with a simple change either of the flavor and description or by slightly altering their statistics.

Albino Dire Weasels (CR 2) are weasels bred and adapted to living underground. They have stark white fur and pink eyes that glow like rose crystal in the light. Treat as dire weasels with darkvision out to 60 ft. and the light sensitivity special quality.

Archegos (CR 2) are large amphibians that superficially resemble crocodiles with oddly elongated limbs they use to grapple their prey. Although they spend most of their time in the water, they venture onto the coast when their normal diet of fish is scarce. Treat as giant toads without the racial adjustment to acrobatics and jump.

Black Marshland Cattle (CR 2 & CR 4) are wild marshland cattle sharing space with mosquitoes, flamingos, and wild horses in the Septime saltwater marshes. The bulls are large and aggressive animals, often captured for bullfighting, and the cows are smaller and praised for their flavorful meat. Treat bulls as bison and cows as aurochs.

Bloodworms (CR 7) live beneath the surface of the earth, usually seeking burrowing mammals as prey. This swarm of carnivorous thin red worms is sometimes attracted to the surface when creatures are sleeping on the ground, or when large amounts of blood have been spilled directly on the soil. Treat as rot grub swarms.

Crystal Effigies (CR 3) are sometimes found guarding caves or dungeons in the Northlands. These cold outsiders usually look like small humanoids made of ice and snow, and they can be difficult to spot in snowy regions when they stand still. Some of their features are transparent, often their heads and limbs. Treat as ice mephits.

Faebulette (CR1/8) appear as tiny versions of bulettes but are far less aggressive and generally harmless. Although their exact origin is unknown, most believe that they were created as part of a failed experiment by shadow fey transmuters. Treat as a hedgehog with a burrow speed of 10 ft. instead of the spiny defense special quality.

Frost Basilisks (CR 5) are occasionally found in the wild reaches of the Northlands. Always albino, the stone statues created by their gaze resembles fully translucent ice. Treat as basilisks, except with DR 5/cold.

Giant Sea Turtles (CR —) are trained by kobold druids and rangers in a village off the west coast of the Seven Cities. These kobolds have a near-symbiotic relationship with these turtles they ride to defend themselves from ocean invaders. Treat as giant snapping turtle animal companions. Giant Sea Worms (CR 1/2) infest the waters near Cassadega, a danger to the unprepared explorer. These massive segmented worms live along the sea floor and are capable of digesting nearly anything they come across. Treat as giant centipedes with a swim speed of 20.

The Grey Lady (CR 13) is said to wander between the Seven Cities, an ill omen of death to those who encounter her. She is sometimes seen in one of the cities itself, particularly when a great battle is about to occur. From a distance, she appears to be a woman wearing drab grey clothes, with her head covered by a hood. She shows her face to those who venture close or call out to her; she usually reveals a skull or a visage bare of any features. Treat as a banshee.

Mist Runners (CR 1) are air elementals that are sometimes used by the mages of Allain to deliver small items, including message scrolls. They appear as perfectly round globes of fog and conceal the objects inside their forms. Treat as small air elementals.

Neimheim Badgers and Ravens (CR 1/2 & CR 1/6) are abyssal servants, indistinguishable from their mundane cousins, save the fiery green light that seems to shine deep in their eyes. They are said to be intelligent and speak a crude form of Abyssal to communicate with their gnomish and demonic masters. They are the eyes and ears of Neimheim, and no one enters or leaves the gnomish forest without being tracked by fiery green eyes. Treat as badgers and ravens with the fiendish simple template.

Numinous Snakes (CR 2) are the sacred animals of the reptilian harvest cults of Ceres found in some parts of the Seven Cities, most notably the marshlands of Trombei. These creatures appear distinct from other snakes due to the scarlet stripe that runs the length of their body along their spine. Although the creatures can go several days without a meal, cultists prefer to feed them intelligent creatures of any type as often as possible. Treat as constrictor snakes.

Razor Raptors (CR1/2), often referred to as "razors," are rumored to be the product of magical influence on falcon breeding. These birds of prey are used by important personages of the Domains of the Princes and are usually found in that area. Rare samples are smuggled to the Seven Cities. The feathers of these birds are razor sharp and can be used to form the edges of various weapons by skilled crafters, typically but not exclusively arrows. Treat as eagles with the Flyby Attack feat. **Scorpion Swarms (CR 4)** travel the Goblin Wastes, subtly changed by the ambient extraplanar energies. Under moonlight, these wildly aggressive creatures glow in eerie luminescent purples and blues. Treat as centipede swarms, except the poison deals Strength damage.

Shoggoth Spawn (CR 4) appear as smaller versions of the feared shoggoth that roam the Goblin Wastes. Dust goblins call them "weeshogs" and believe that they occur when portions of the shoggoth are lost through combat. Treat as a gray ooze without the transparent extraordinary ability and with the shoggoth's all-around vision extraordinary ability.

Skin Dragons (CR 2) are actually relatively large omnivorous lizards found in some areas of the Despotate. They are named such because they shed their skin as often as twice a month during the summer. They are also known for their strange human-like hands, which they use to climb trees (and buildings) in search of food. Treat as monitor lizards with a climb speed of 20 ft.

Snapwheels (CR 10) live in or near waters of the Roatgard forest. The vines of these huge plants lie on the water, staying mostly dormant until suitable prey draws near. When such an event occurs, the plant vines snap into action and seek to capture the prey for sustenance. Treat as giant flytraps but with vines covered with fine hair instead of distinct jaws.

Soot Lizards (CR 1/6) feed on burned organic matter. These animals can smell a burned out fire for miles and plague campfires and smoldering hearths of civilization throughout Midgard. Eating ash, the creatures harm nothing, but their shrill creaking call prematurely wakes victims of their infestation. Treat as a lizard familiar.

Spiderbats (CR 2) are a gangly breed of dire bats bred by the gnomes of the Hellsbreth Caves deep in forested Neimheim and trained as mounts. These bats have larger hind legs than their cousins and muscular wings they walk on like legs. Spiderbats are active during the day, shaded by the thick forest canopy. Treat as dire bats, but they gain +10 ft. of ground speed and their blindsense is reduced to 30 ft. **Splotch (CR varies)** are the twisted remnants of ink magic found near Allain. This parasitic magic attaches itself to small animals, turning their features pure black and causing their flesh to take on characteristics of tar. Affected animals are usually driven mad by the process, attacking any creatures they see. The possessing splotch moves on to another animal when its host dies. Casting dispel magic causes the splotch to dissipate for several weeks, but it reforms unless break enchantment is also cast. Treat as the host animal.

Striped Dolphins (CR 1/2) frolic in the waters of Nuria-Natal, snatching fish far upstream in the freshwater rivers. Rare creatures, their sighting is seen as an auspicious omen to local river folk, and a number of tall tales center around striped dolphins saving a drowning child or dragging a wounded gar fisherman to safety. Treat as a dolphin.

Trilobite Swarms (CR 5) are comprised of marine arthropods that scavenge the sea floors for organic material. Although they do not specifically hunt living creatures, they attempt to eat any that may be found in their path. These creatures possess tough segmented exoskeletons that have been used for decoration in some coastal fishing villages. Treat as crab swarms.

Two-Headed Eagles (CR 3) are rare magical beasts found in mountainous forests. These majestic creatures were hunted to nearextinction during the last century but have since been taken under the protection of certain druidic orders. They assist the druids in guarding the wild lands of the northern kingdoms. Treat as giant eagles.

Wild Horses of the Steppes (CR 1) are strong and aggressive equines that typically roam in large herds, galloping across the grasslands. These wild horses fight back against predators, taking down a large cat with powerful hooves and a gruesome bite. Treat as a horse without the docile special quality, and increase its hoof attack to +3. It gains a bite attack of 1d4. A wild horse of the steppes cannot be used as a mount. Training a wild horse makes its hoof attacks secondary attacks, but it still retains its bite attack.

APPENDIX 5: MONSTER ROLES

The following lists categorize all of the monsters in this book into their roles.

Roles indicate key classes for monsters. They are used for monster advancement as detailed in the Pathfinder Roleplaying Game Bestiary. Creatures listed as having "any role" do not possess racial HD and advance as their character class, as detailed in the Pathfinder Roleplaying Game Core Rulebook.

Creatures listed as having "no role" cannot advance using class levels and must advance using other methods. These creatures generally have an Intelligence score of 2 or lower. If their intelligence score becomes 3 or higher, they usually become "combat role" monsters.

Monster templates are not listed in this appendix. A template monster's key class is the same as the base creature's key classes.

ANY ROLE

alseid, dust goblin, maerean, roachling

COMBAT ROLE

ala, andrenjinyi, automata devil, Baba Yaga's horsemen, blood hag, bonepowder ghoul, bukavac, burrowling, chort, clockwork huntsman, coral drake, darakhul ogre, deathcap mycolid, dragonleaf tree, eel hound, eye golem, fellforged, firebird, gilded devil, goblin shark, horahk, imperial ghoul, iron ghoul, Isonade, kot bayun, lich hound, likho, merrow, mordant snare, oculo swarm, orobas, putrid haunt, sandman, sap demon, shadow fey, spark, star drake, steam golem, strangling watcher, stuhac, suturefly, thursir, valkyrie, vapor lynx, weaving spider, zmey, zmey headling

NO ROLE

bone crab, carrion beetle, cavelight moss, clockwork beetle swarm, clockwork hound, death butterfly swarm, dogmole, dogmole juggernaut, doppelrat, feyward tree, garroter crab, red-banded line spider, salt golem, treacle, wharfling swarm

SKILL ROLE

bone collective, broodiken, child of the briar, cikavak, clockwork beetle, clockwork myrmidon, gypsosphinx, ink devil, kikimora, leshy, wharfling

SPECIAL ROLE

bagiennik, derro fetal savant, dream eater, drowned maiden, mindrot thrall, witchlight

SPELL ROLE

chelicerae, cave dragon, ice maiden, lorelei, red hag

Midgard Bestiary for Pathfinder RPG

APPENDIX 6: ENCOUNTER TABLES

The following tables are presented to help a GM find an appropriate challenge for adventures on the fly according to location and CR. These lists do not present all of the creatures in this book, but they can be used to create Midgard-specific challenges.

Dungeon (Low Level)

-				
d%	Encounter	Avg. CR	Page	
1-20	1 doppelrat	1	37	
21-40	1 broodiken	2	14	
41-60	1 dogmole	2	35	
61-80	1 treacle	3	92	
81-00	1 imperial ghoul	4	52	- ?

Hills

d%	Encounter	Avg. CR	Page
1-25	1 death butterfly swarm	4	30
26-50	1 likho	6	70
51-75	1 kot bayun	7	66
76-98	1 ala	8	5
99-00	1 mordant snare	15	74

Dungeon (Mid Level)

Dungeon (High Level)

d%

1 - 20

21-40 41-60

61-80

81-00

Encounter

1 eye golem

1 chort(s)

2 gilded devil(s)

1 steam golem

1 bonepowder ghoul

d%	Encounter	Avg. CR	Page
1-15	1d4 broodiken(s)	4	14
16-30	1 clockwork beetle swarm	4	24
31-40	1 carrion beetle	5	17
41-50	1 fellforged	5	48
51-70	1 cavelight moss	6	19
71-80	1 dream eater	6	45
81-90	2 oculo swarm(s)	6	76
91-00	1 young cave dragon	7	38

Avg. CR

10

10

15

15

14

Page

58

33

22

51

60

Mountains

d%	Encounter	Avg. CR	Page
1-30	1 death butterfly swarm	4	30
26-60	1d6 dust goblins	4	55
61-90	1 thursir	5	54
91–98	1 ala	8	5
99-00	1 stuhac	13	90

Jungle (Warm Forest)

d%	Encounter	Avg. CR	Page	
1-20	1 death butterfly swarm	4	30	
21-40	1 deathcap mycolid	5	75	
41-60	1 mindrot thrall	5	73	
61-80	1 likho	6	70	
81-00	1 ala(s)	8	5	

Ocean/Coastline

d%	Encounter	Avg. CR	Page
1-15	1d6 maerean	3	61
16-30	1 wharfling swarm	4	97
30-45	2 goblin shark(s)	5	57
46-60	2 merrow	6	72
61-70	2d6 bone crab(s)	7	13
71-80	1 drowned maiden	7	46
81-90	1 lorelei	7	71
91-00	1 coral drake	8	43

Forest (Temperate Forest-Margreve)

d%	Encounter	Avg. CR	Page
1-10	2d4 alseid	3	6
11-20	1d4 suturefly(s)	3	91
21-30	1d6 child of the briar	4	21
31-40	1 death butterfly swarm	4	30
41-50	1 leshy	4	68
51-60	1 bagiennik	5	10
61-70	1 deathcap mycolid	5	75
71-80	1d4 sap demon(s)	6	84
81-85	1 kot bayun	7	66
86-90	1 ala	8	5
91-95	1 zmey headling(s)	8	99
96-00	1 bukavac	9	15



Savannah (Warm Plains—Steppes)

	d%	Encounter	Avg. CR	Page
	1-20	1d4 cikavak(s)	4	23
	21-40	2d4 burrowlings	5	16
	41-60	1 firebird	8	50
2	61-80	gypsophinx	11	88
	81-00	1 Baba Yaga's horsemen	14	8

Swamp

d%	Encounter	Avg. CR	Page
1-15	1 putrid haunt	2	80
16-30	1 death butterfly swarm	4	30
31-45	1d4 eel hounds	4	47
45-60	1 bagiennik	5	10
61-75	1 vapor lynx	5	94
76-85	2 merrow	6	72
86-00	1 lorelei	7	71

Underground

d%	Encounter	Avg. CR	Page
1-10	2 doppelrat(s)	3	37
11-20	1 deathcap mycolid	5	75
21-30	1 cavelight moss	6	19
31-40	1 dogmole juggernaut	6	36
41-50	2 imperial ghoul(s)	6	52
51-60	2 lich hounds	6	69
61-65	1 derro fetal savant	7	31
66-70	1 young cave dragon	7	38
71-75	1 iron ghoul	8	53
75-80	1 blood hag(s)	9	11
81-85	2d6 carrion beetle(s)	9	17
86-90	1 bone collective(s)	10	12
91-95	1 horakh	10	63
96-00	1 gypsosphinx	11	88

Urban (La d%	arge City—Zobeck) Encounter	Avg. CR	Page
1-10	1 clockwork hound(s)	3	25
11-20	1 ink devil	3	32
21-30	1d6 roachlings	4	82
31-40	1 weaving spider	4	96
41-50	1d6 clockwork beetle(s)	5	24
51-60	1d4 clockwork huntsman(s)	5	26
61-70	1 fellforged	5	48
71-80	1 shadow fey	5	85
81-90	1 clockwork myrmidon(s)	6	27
91-00	1 blood hag(s)	9	11

Urban (Seven Cities)

d%	Encounter	Avg. CR	Page
1-20	1 ink devil	3	32
21-40	1 weaving spider	4	96
41-60	1 kikimora	5	67
61-80	1 red hag	6	81
81-00	1 blood hag	9	11

Dragon Empires

d%	Êncounter	Avg. CR	Page
1-20	1 coral drake	8	43
21-40	1 zmey headling	8	99
41-60	1 dragonleaf tree	9	42
61-80	1 zmey	14	99
81-00	1 star drake	15	44

Wasted West

d%	Encounter	Avg. CR	Page
1-20	1d6 dust goblin(s)	4	55
21-40	1 mindrot thrall	5	73
41-60	2d6 burrowling(s)	6	16
61-80	1 chelicerae	8	20
81-00	1 feyward tree	8	49



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