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Darkness Without Form Secrets of the Mimic

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Introduction and History

"And the earth was void and empty, and darkness was upon the face of the deep; and a spirit moved over the echoing waters."

An Ancient Legacy There can be no doubt that mimics, the counterfeit and

There can be no doubt that mimics, the counterfeit and curious monsters known mainly by unlucky explorers of the world's deepest and darkest regions, are an oddity. Nothing is as it seems with the mimic, and ignorance of the danger they pose has oft proved fatal—naïve adventurers balk at those peers paranoid enough to prod every single treasure chest, in fear of "what happened that one time." But from what bizarre wellspring does such a creature flow?

Their origin is recounted only in secrets lost before the ascendancy of man. Long ago, foul, aberrant masterminds dwelt in the deep cracks where the forgotten underworld meets the madness of the outer black. In those dark places, mutable pools of protoplasm were plied with strange alchemies, spawning freakish creatures with predatory instincts and astonishing abilities. Created to aid in the enslavement of all humanoid life, the ancestors of the modern mimic were designed as fleshy, twisted engines of subjugation and war. Those creations went forth... and multiplied.

To this day, in forgotten labyrinths awash in strange ichors, foul polyps of an ancient line still grow in the darkness, echoes of their nightmarish heritage.

A Masterwork Game: On Mimics

The infinitely mutable aberration known as the mimic adds surprising depth to the experience of adventure and exploration. Created for the world's oldest roleplaying game, these creatures can serve as memorable antagonists, obstacles, diversions, contacts, or even allies. This book attempts to add new wrinkles and complexities to the traditional view of mimics as mere low-level ambush encounters, subtly reshaping the creature into a larger part of your campaign.



However, sometimes all you really want are monsterclaws that lash out of what used to be a bookcase, staircase, throne, giant gem, or bit of dungeon dressing. To use the mimic in this way, see Chapter 4.

We also encourage you to purchase a copy of Paizo Publishing's Dungeon Denizens Revisited (available at: http://paizo.com/pathfinder/pathfinderChronicles/ v5748btpy87v1) which contains a host of information about classic mimics (and other monsters), suitable for any RPG campaign. Material from Chapter 4 is partially drawn from that source, and serves as an excellent reference for including all of the mimic variants presented within this book.

The Mimic Symbiotes Fish out of water: A brief history of the Human-Aboleth

Fish out of water: A brief history of the Human-Aboleth War, and the origin of the first mimic symbiote.

Eons ago, the alien aboleths ventured out of their dark subterranean waters into the harsh but substance-rich world

above. From whence they came before that time, none can say.

In those awful days of hungry and calculated exploration, some were motivated by curiosity, desperate to glimpse with their own strange eyes what world existed beyond the muck and slime. Others were motivated by lust for power, unsatisfied with gleaning secrets from the minds of incoherent captives or sending shambling mind-slaves to artlessly fulfill tasks. Expeditions were launched, as small broods of aboleths, led ever by their mages and accompanied by their servitor skum, crawled up from the deep, murky places into the dry, the hard, and the bright.

The excursions fared poorly. Despite their vast intelligence and terrible magic, these immense, strange beasts were little more than fat slugs—albeit with impressive psychic powers—once they hauled their awkward bulks up onto dry land. Slow, vulnerable, and uncomfortable, the first aboleth expeditions experienced numerous setbacks as the would-be lords dried up, got stuck, or suffered the ultimate indignity of becoming prey to topside predators or fearful humanoids.

Aboleth ambition demanded a solution to the quandary of transport and survival in the surface world. Acknowledging their gross physical limitations, the aboleth mages turned to their churning flesh-forges to create a means to travel, survive, thrive, and dominate outside of their watery environs.

Unsurprisingly, their experiments and innovations came in form of twisted, slime-drenched flesh. Early prototypes and variants of the mimic were the fodder for these disturbing experiments. Half-formed creatures without shape to call their own were rent asunder, dissected, and their useful bits grafted onto aboleth hides. Dank laboratories of slime and froth produced a "mimic-suit" that stretched over an aboleth's body, joining and accentuating its host as a potent symbiote.

Such a creature had its mind crushed almost into nothing, placed in limited communication with its host through psionics and chemical signals exchanged across an oozing layer of aboleth mucus and mimic adhesive. Muscles and tendons of mimic flesh were wound around an aboleth's four primary tentacles, transforming the loose, flailing appendages into powerful, crab-like legs, while the mimic's

END OF EMPIRE

In their success, the aboleths grew mad with power, minds curdling with the potential laid before them. Many unknowable and unnameable creatures were birthed from these debased and horrifying laboratory gamesthe coupling of life-seeds from creatures so varied as ropers, darkmantles, doppelgangers, scrags, humans, and still-nameless, vastly unclean things from far beneath the earth-a tide of blasphemous flesh, some small portion of which is detailed in this book. In the end, their perverse hubris produced a beast called the Gibbering Orb, a godlike abomination beyond the power of aboleths to control or even comprehend. Their vast empire seized and then fell to ruin and madness as the one-time masters fought to seal away their creation in a titanic vault.

The aboleth race has rebuilt to a flicker of their former glory. Meanwhile, their toys and pets, long left to their own survival, spread... and evolved. In the ensuing millennia, the mimic symbiotes, the first of the aboleths' shifting progeny, have made contact with humanity once more

own hide was hardened to form an exoskeleton. This living equipment protected the aboleth's body from dehydration and physical harm, provided camouflage, could form additional crude appendages for object manipulation, and enabled an aboleth to move quickly and nimbly across dry land and difficult terrain.

Aboleths wearing these disturbing mimic-suits crawled into the world above, allowing the race to transplant themselves into new watery homes

previously unreachable from underground waterways. This facilitated a terrifyingly swift expansion of the aboleth empire, extending their dominion over the surface world. Such was one of





the catalysts for the human-aboleth war, bringing them into sudden, violent conflicts with the races that dwelt there.

Flesh upon Flesh The origin of the human/mimic symbiotes.

As the human-aboleth conflict raged on, human ingenuity discovered and exploited weaknesses in the aboleth's ability to wage a land war. The aboleth's ambit of influence was limited by their strong preference for lairing in underground water, relying heavily on minions and slaves to wage the actual attacks on human encampments.

Human strategists quickly ascertained a key feature of aboleth domination-the aberrations could only directly control slaves within one mile. Once humans discovered this, their counterattacks slew many aboleths who unwittingly provided clues that led to their own destruction, simply by their exercise of mind control over a single pawn.

Upon realizing this vulnerability, the aboleths attempted to vary their tactics by supplementing controlled minions with paid mercenaries and sentient monstrous allies. But underlings controlled by mere coin or agreement could still betray their employers under duress-an unacceptable compromise. Unwilling to give up using captured humanoids with crushed wills, the aboleths sought a better slave: loyal and controllable, yet resourceful enough to make long-range incursions into human territory.

Aboleth fleshcrafters plied their trade on the leftover twisted heaps that had been the ranks of the symbiote mimic-suits. After all, if mimic-flesh could be wrapped around an aboleth's form to do such wonderful things, why not wrap such flesh around a human?

OUT OF THE MUCK

Although gratefully few aboleths have access to either a viable mimic-suit or the means to breed one, such an enhanced creature might make a fine addition to your game as an unexpected opponent.

The following rules represent the changes and enhancements wrought to an aboleth wearing a symbiote mimic-suit:

Type: The enhanced aboleth gains the Amphibious special quality as an extraordinary ability, allowing it survive indefinitely on land.

Speed: The enhanced aboleth increases its base land speed to 30 ft., and gains a Climb speed of 10 ft. In addition, the enhanced aboleth receives a +8 bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

Natural Armor: The enhanced aboleth gains a +5 enhancement bonus to its natural armor.

Damage: Natural tentacle attacks increase from 1d6 to 1d8.

Special Qualities: An enhanced aboleth retains all of its original special attacks and special qualities, and gains the following:

Acid Resistance (Ex): The enhanced aboleth gains acid resistance 30.

Aboleth Design (Ex or Su): The aboleth's mimicsuit may have any of the alterations described in the Form and Function section of Chapter 4. These alterations adjust the aboleth's CR as appropriate. The save DCs for these abilities are based on the enhanced aboleth's ability scores.

Hide in Plain Sight (Ex): The enhanced aboleth can shift color, pattern and appearance at will, and hide in plain sight (like the 17th-level ranger ability). It gains a +8 racial bonus to Stealth checks due to this camouflage.

Challenge Rating: As the base aboleth +1.

Initial experiments in adhering surplus symbiotes to humans produced explosively gruesome results. These early mimicsuits, bred and trained to form heavy exoskeletons and walking appendages for massive aboleths, were too potent for frail humanoids. Human legs and arms were squeezed to pulp, lungs collapsed under crushing pressure, and those who survived under heaps of mimic-flesh were slow, clumsy, and begged for death. After a few wet chortles of sadistic amusement, the aboleth tissuecrafters returned to their flesh-forges to render a more delicate symbiote capable of merging with humanoids.

Mountains of human and mimic flesh were callously sacrificed, until rival cabals of aboleth experimenters produced two distinct variations, each adding their own terrifying augmentations to slaves trapped within: the dread puppetmaster and warhulk symbiotes, both described in Chapter 2.

Fortunately, functional laboratories are rare in modern times. The secrets of symbiote mimic-suit creation are not well known among aboleths any more, though the oldest ones may well still have the knack....

Today, few know that the common mimic is a byproduct of these ancient biological weapons. Abandoned to bud in the wild, outside of direct supervision and careful culling, the mimic-suits produced polyps that, over generations, matured into what are now recognized as "mimics"—a species of flawed, near-useless fleshy ephemera in the eyes of their slimy creators.

Left to fend for themselves for millennia, what were once merely anomalous cast-offs of shifting flesh have spread, grown, and evolved.



Chains of Flesh Mimic Symbiotes

This chapter describes how mimic symbiotes bond with humanoids and details the puppetmaster and warhulk symbiotes.

The Process of Symbiote Bonding

When a mimic symbiote (or "mimic-suit") makes flesh-toflesh contact with a living humanoid, it attempts to bond with that creature as a grapple maneuver (the mimic has a +7 CMB). If the grapple is successful, the mimic attempts to pin its target on its next action. If successful, it stretches over the target's body, bonding to the host with powerful adhesive, while nerve-dense ganglia worm into the host's musculature, organs, and nervous system. Once attached in this manner, the mimic and host are no longer considered grappling, and function as one creature. If the target resists the grapple, the mimic typically tries again, though after multiple failed attempts, it is likely to give up and flee. As the symbiote is an intelligent creature with a genetic memory of humanoid anatomy and abilities, it can evaluate potential targets (if more than one are nearby) and may choose a weak one (for an easy conquest) or a strong one (for a more effective host); it may even bond with a weak member of a party to give it more time to find a good opportunity to meld with a stronger one.

As the mimic attaches, it begins a contest of wills with its potential host. Once per day, it can use a power similar to an aboleth's enslave ability (DC 13 +1 per alteration, the DC is Charisma-based). If the host succumbs to enslavement, the mimic controls its mind and immediately attempts to make psychic contact with an aboleth master.

A mimic-suit can telepathically contact an aboleth within 100 miles, acting as a channel for its master's enslave ability. Thereafter, the humanoid is affected as though by a *dominate person* cast by that aboleth unless the aboleth dies or is ever more than 100 miles from the slave.

If a symbiote establishes dominance but fails to contact an aboleth master, or if contact with the aboleth master is subsequently lost, an unguided mimic-suit moves its host toward areas where it might have better luck establishing a connection—usually areas of underground water. Of course, the mimic-suit can follow its master's orders beyond the 100 mile range; it might even be told to move to a certain area, kill its host, and then await another host and orders from a new aboleth master.

If the suit fails to immediately dominate its host, it tries again the following day. In the intervening 24 hours, the symbiote may continue to make grapple checks to pin the host, force it to move in certain directions, or otherwise frustrate the host's activities.

The host may attempt to remove the symbiote. However, some hosts do not realize the inherent danger of the suit. Not recognizing the psychic power of the symbiote or its attempt to dominate them, foolish hosts revel in the newfound power granted to them, and may even willingly submit to the suit's domination in time.

If unsuccessful at domination after several days (usually after three attempts) or faced with dire threat of forced removal, the symbiote attempts to kill its host and move on (see below).

Without its host, the symbiote is nearly helpless (see the individual creature entries for more information), and can only wait for another humanoid target to approach it. Symbiotes left too long without a host enter a state of hibernation that can last centuries until reconnecting with a living humanoid.

Once established, the physical and chemical bonding of a symbiote to its host is terribly strong; their flesh becomes hopelessly intertwined. Removing a fully-attached and living symbiote that does not wish to be removed is impossible without careful magic. The symbiote may be forced to abandon its host body if subjected to a *remove curse* (DC 22), *heal* (DC 22), or carefully worded *limited wish*, *miracle*, or *wish* spell.

If its host is slain, a symbiote may choose to immediately detach from the body or wait—either until the battlefield is clear before slinking away, or for an unsuspecting looter to touch it and become its next victim. The death of its host in no way harms a symbiote.



Puppetmaster Symbiotes

Clothes make the man.

Puppetmaster symbiotes are insidiously clever, controlling a host's mind in the form of clothing. Designed for espionage in human territory, puppetmaster symbiotes use their shapechanging powers and psychic abilities with great finesse, transforming even a dull-witted slave into a cleverly disguised, tightly controlled infiltrator.

In its true form, a puppetmaster symbiote is a heap of flesh the size of a dog or a small human child, colored a mottled grayish-black, constantly shifting through fibrous, bristling textures. However, puppetmaster symbiotes only revert to their true form when gravely damaged or disoriented. They prefer to maintain the appearance of a pile of clothing and lay in wait for a warm-blooded humanoid host to come close, or transfer directly from one host victim to the next upon physical contact.

Once a connection has been established through the bonding process, a puppetmaster symbiote begins to adapt. These creatures are bred and trained from their first glimmer of sentience to assume every imaginable form of clothing, armor, accessory, as well as extensions of hair, skin and flesh of their hosts. Basic templates for mimicking thousands of fabrics, materials, and designs are encoded into a mimic symbiote's genetic memory, but due to their alien mindset, symbiotes most commonly mimic apparel they have seen and touched-all the better to get it right, and ensure that their disguises are culturally and contextually appropriate. Experienced symbiotes can retain exacting designs for hundreds of previously adopted forms, and the most cunning are capable of intelligent improvisation along established themes.

> The symbiote can adopt the shape, color, and texture of almost any clothing or armor, ranging from the waft of light silks to the clank of heavy metal armor. This is complete with mimicry of multiple accessories and carried items, although the mimic cannot detach portions of itself to hand off these faux items, nor can it form items with complex moving parts or active chemical properties. Crafty mimics appropriate props

from their surroundings to complement their disguises—swords to be wielded, hats to be doffed, or coin pouches to be delivered. When forming the appearance of disconnected items of apparel—for instance, a tunic disconnecting across bare legs to end in a pair of low boots—the mimic extends itself beneath the host's skin between areas of visible formation, hiding its squirming network of ganglia. All

of this results in a near-perfect semblance of normalcy; the mimic-suit has a +10 racial bonus on Disguise checks used to hide its presence.

The puppetmaster symbiote aids its host in combat by coming to the fore when needed, granting its user a number of extraordinary abilities. In extreme situations, it can erupt as a roiling mass of pseudopods and churning limbs, grayish-black tar and teeth sliding from every pore of a threatened host.

As a separate creature, a puppetmaster symbiote is a CR 2 encounter, and has the stats of a young mimic (a mimic with the young creature template) except that it has speed 5 ft., no adhesive, no mimic shape ability (except for looking like a Small lump of flesh and clothing), and no slam attack—its only attack method is to grapple and attempt to enslave its target. If confronted by a non-humanoid opponent, the symbiote tries to grapple and physically control its target, either drowning it or by jumping off a height, expecting its own durability to save it from the fall.

While paired with a living, Medium humanoid creature, the puppetmaster symbiote becomes one with its host, and cannot be damaged until it is removed (requiring magic) or its host is killed. The host gains the following abilities, as if the symbiote were an acquired template:

Type: The host gains the amphibious, aquatic, augmented, and shapechanger subtypes.

Speed: The host gains a climb speed of 10 ft. (or increases its climb speed by +10 feet). It has a +8 bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

AC: The host gains a +3 enhancement bonus to its natural armor.

Attacks: The host gains a natural slam attack (1d6 damage for a Medium host) if it doesn't already have one.

Special Qualities: The host gains the following special qualities:

Aboleth Design (Ex or Su): Any alterations listed in Chapter 3 (hypersenses and superior hypersenses are common choices) that a puppetmaster carries are also provided to the host. Adjust the host's CR as appropriate. Save DCs for these abilities are based on the host's ability scores.

Aboleth Thrall (Su): Although not an evil creature, the host is permanently enslaved, as per *dominate monster*, to any aboleth within 100 miles. If under no command, the creature seeks new command to the best of its ability. Effects that block mental control may suspend this quality, but do not end it.

Acid Resistance (Ex): The host gains acid resistance 30. *Darkvision (Ex):* The host gains darkvision with a range of 60 feet.

The puppetmaster—but not the host—has the following special abilities when bonded to a humanoid.

Enslave Host (Su): Once per day, a puppetmaster can attempt to enslave one living creature it is bonded with (usually a potential host). The target must succeed on a DC 14 Will save or be affected as though by a *dominate person* spell (caster level 16th). An enslaved creature obeys the suit's telepathic commands until freed by remove curse or similar magic, and can attempt a new Will save every 24 hours to break free. The save DC is Charisma-based.

Mimic Object (Ex): A symbiote can shift color, pattern, and appearance at will, assuming the general shape of any Small object (typically a pile of clothes, suit of armor, scrap metal or wood, or the remains of a creature that appears crushed or melted). The mimic's body is hard with a rough texture, regardless of appearance. A mimic

DARK ELVES AND SYMBIOTES

Drow have a strange relationship with mimics. Many ancient dark elf masters make extensive use of magically-bound mimics (often held with the hedged prison version of the binding spell) as living art that also serves as security. The great tactical advantage is that mimics, unlike most other intelligent subterranean predators, are not inherently evil, and thus less likely to betray their masters.

Tales even speak of "drow-blooded" mimics, pale creatures with the reddish eyes of their masters (darkvision 120 ft., light-sensitivity) and unwavering loyalty. Some arcane lords among the dark elves, working from whispered legends and demon-bought divinations, have even begun experimenting with mimic symbiotes. A spellcaster who wrests command of a mimic-suit from an aboleth could build an army to tear across the known world—and perhaps beyond.

gains a +20 racial bonus on Disguise checks when imitating an object in this manner. Disguise is always a class skill for a mimic.

Slav Host (Ex): After several failed attempts to dominate a grappled host, the mimic attempts to kill it by transmuting the glue-like bonds that connect them into toxin. This poisons the target every round the symbiote remains attached. Symbiote death poison: contact, save DC 13, frequency 2 rounds, effect 1d2 Con damage, cure 1 save. The poison is applied each round until the host is dead or the symbiote is removed by magic. In addition, the mimic constricts and begins to digest its host, dealing 1d6 points of bludgeoning damage and 1d6 points of acid damage each round (no attack roll needed). Host death does not damage the suit in any way.

Abilities: Change from the base creature as follows: Str +2, Dex +4, Con +2.

Challenge Rating: Same as the host +1, plus modifiers for the symbiote's alterations.

by human warriors faced with twisted, massive mockeries of their former comrades was another notable advantage the aboleths gleefully exploited.

The binding of a warhulk symbiote to its host is gruesome. A mucus-dripping, sloppy pile of mimic flesh is poured out over the host's body. The symbiote instantly springs to sizzling activity on contact with flesh. Thick tendrils of mottled gray-black mimic-flesh ooze and wrap around the host's body, twisting deep into bone to strengthen the host's frame before layering on heaps of powerful muscle and sinew.

Claws, spurs, or razor-sharp ridges bristle from hands and arms. Hardened flesh forms across the body-the symbiote may take the appearance of bony plates, a chitinous segmented carapace, frills of protective spines, or any other form to fulfill its function. Unlike its puppetmaster cousin, the warhulk symbiote's mass is significant, adding to the size and weight of its host (sacrificing some speed and dexterity). But the subtle elegance of the warhulk symbiote is its ability to use the mutability of mimic flesh to tailor its bonding to complement and reinforce the weaker frame of its host, transforming even milquetoast humanoids into lurching behemoths.

A host and symbiote pairing may be kept battleready for years. However, resource-conscious aboleths commonly delay the bonding until such monstrosities are needed in battle. Once bonded, the warhulk is insatiable, consuming far more food in its bonded state than either the symbiote or host require separately. On the battlefield, warhulks eagerly consume the bodies of their fallen foes, gorging on blood and corpse meat. Horrified human soldiers tell of warhulks sprouting gaping new mouths and multiple bellies to process and store the fruits of carnage.

Ultimately, the life span of a bonded warhulk is short. Most eventually fall in battle-either from direct violence, or exhaustion of the host body. In all instances, a damaged but still-living symbiote can survive the death of its host, detaching itself from the spent host to be retrieved by other aboleth minions later combing the battlefield. Such "veteran" symbiotes become more deadly with each host they outlive. A few have developed distinctive, disturbing personalities over time.

As a separate creature, a warhulk symbiote is a CR 3 encounter, and has the stats of a Medium young mimic (mimic with the young creature template), except that it has speed 5 ft, no adhesive, no mimic shape ability, and no slam attack—its only attack method is to grapple and attempt to enslave its target.

The Warhulk Symbiote

No pain, no gain.

Warhulk symbiotes are aggressive heaps of undisciplined muscle grafted onto humanoid slaves, transforming a hapless conscript into a lumbering engine of rage and destruction.

When considering how to field an army of loyal, deadly soldiers against the humans, the aboleths understood the difficulties of enslaving dangerous creatures. Aboleths had long ago mastered the art of dominating weak-willed humanoid races, but average slaves required equipment, training, and leadership to perform sophisticated battlefield functions. More powerful minions were required, but wild creatures or free-willed humanoids renowned for aggression and combat potential were, by definition, more difficult and costly to catch and enslave.

Warhulk mimic symbiotes provided a brutally efficient means by which docile slaves could be aggressively weaponized without need for forges, smiths, or trainers. The gut-wrenching intimidation experienced on the battlefield

SKUM SUPER-SOLDIERS

The exact connection between aboleths and their vile servitor-race, called simply "skum," is poorly understood. However, aboleth slaver broods are invariably accompanied by packs of the flopping, amphibious aberrations.

Although the enslaving powers of the aboleth only exert control over humanoids, skum seem susceptible to domination as well, perhaps bred to accept the telepathic commands of their masters or controlled by some other ancient, eldritch means.

In any instance, skum should not conventionally be controllable via the power of the mimicsymbiote, or even capable of bonding to such a beast. Yet skum in the company of aboleths have been seen wreathed in warhulk symbiotes, transformed into horrifying weapons.

While paired with a living, Medium humanoid creature, the warhulk symbiote becomes one with its host, and cannot be damaged until it is removed (requiring magic) or its host is killed. The host gains the following abilities, as if the symbiote were an acquired template:

Type: The host gains the amphibious, aquatic, augmented, and shapechanger subtypes.

Speed: The host gains a climb speed of 10 ft. (or increases its climb speed by +10 feet). It has a +8 bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

AC: The host gains a +5 enhancement bonus to its natural armor.

Attacks: The host gains a natural slam attack (1d8 damage for a Medium host) if it doesn't already have one.

Special Qualities: The host gains the following special qualities:

Aboleth Design (Ex or Su): Any alterations listed in Chapter 3 (hypersenses and superior hypersenses are common choices) that a warhulk carries are also provided to the host. Adjust the host's CR as appropriate. Save DCs for these abilities are based on the host's ability scores.

Aboleth Thrall (Su): Although not an evil creature, the host is enslaved, as per *dominate monster*, to any aboleth within 100 miles. If under no command, the creature seeks new command to the best of its ability. Effects that block mental control may suspend this quality, but do not end it.

Acid Resistance (Ex): The host gains acid resistance 30. *Darkvision (Ex):* The host gains darkvision with a range of 60 feet.

Powerful Build (Ex): When the host is subject to a size modifier or special size modifier for an opposed check (such as during Combat Maneuvers), the host is treated as one size larger if doing so is advantageous to it. The host is also considered one size larger when determining whether an opponent's special attacks based on size can affect it (such as grab or swallow whole). The host can use weapons designed for a creature one size larger without penalty; however, the host's space and reach remain those of a creature of its normal size.

Parasitic Symbiote: The host must consume 10 times the normal food required to sustain the base creature, or it begins to starve. The stress of the symbiosis deals 1d2 points of Constitution damage to the host every day (normal rest allows a host to heal 1 point of this damage).

The warhulk—but not the host—has the following special abilities when bonded to a humanoid.

Enslave Host (Su): Once per day, a warhulk can attempt to enslave any one living creature it is bonded with (usually a potential host). The target must succeed on a DC 14 Will save or be affected as though by a *dominate person* spell (caster level 16th). An enslaved creature obeys the suit's telepathic commands until freed by remove curse or similar magic, and can attempt a new Will save every 24 hours to break free. The save DC is Charisma-based.

Mimic Object (Ex): A symbiote can shift color, pattern, and appearance at will, assuming the general shape of any Medium object (typically a pile of clothes, suit of armor, scrap metal or wood, or the remains of a creature that appears crushed or melted). The mimic's body is hard and has a rough texture, regardless of appearance. A mimic gains a +20 racial bonus on Disguise checks when imitating an object in this manner. Disguise is always a class skill for a mimic.

Slay Host (Ex): After several failed attempts to dominate a grappled host, the mimic attempts to kill it by transmuting the glue-like bonds that connect them into toxin. This poisons the target every round the symbiote remains attached. Symbiote death poison: contact, *save* DC 13, *frequency* 2 rounds, *effect* 1d2 Con damage, *cure* 1 save. The poison is applied each round until the host is dead or the symbiote is removed by magic. In addition, the mimic constricts and begins to digest its host, dealing 1d8 points of bludgeoning damage and 1d6 points of acid damage each round (no attack roll is needed). Host death does not damage the suit in any way.

Abilities: Change from the base creature as follows: Str +8, Dex +2, Con +6.

Challenge Rating: Same as the host +1, plus modifiers for the symbiote's alterations.

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Lair Tyrant Mimic

With a strange crunching noise, the enormous fountain erupts with limbs, sprouting eyes and a fanged mouth.

LAIR TYRANT MIMIC CR 8 XP 4.800

LN or LE Huge aberration (shapechanger)

Init +4; Senses blindsense 30 ft., darkvision 60 ft., tremorsense 30 ft., scent; Perception +24

DEFENSE

AC 20, touch 8, flat-footed 20 (+4 armor, +8 natural,-2 size) hp 126 (11d8+77) Fort +10, Ref +5, Will +9

Immune acid; SR 17

OFFENSE

Spd 10 ft., climb 10 ft.
Melee 2 slams +17/+17 (2d6+10 plus adhesive, constrict)
Space 15 ft.; Reach 15 ft.
Special Attacks adhesive, constrict 2d6+10
Spell-Like Abilities (CL 11th)
At will—detect thoughts (DC 13)
3/day—cure light wounds (DC 13), hypnotism (DC 13), scrying (DC 16), ventriloquism (DC 13)
1/day—dominate person (DC 17), feeblemind (DC 17), hold person (DC 15), minor image (DC 14), misdirection (DC 14), shield, vampiric touch
The saves are Charisma-based.

TACTICS

Before Combat The lair tyrant uses its *shield* spell-like ability (included above), then assaults foes with its most potent abilities (such as *feeblemind* and *dominate person*) while still hidden.

During Combat A lair tyrant does not move until its prey is well within reach. Once combat begins, it uses its spell-like abilities to disable foes and grapples and crushes those who resist.

Morale A lair tyrant usually fights until dead, though it may surrender and offer information in exchange for its life.

Base Statistics Without its *shield* spell-like ability, the tyrant's AC is 16, touch 8, flat-footed 16.

STATISTICS

Str 30, Dex 10, Con 24, Int 10, Wis 15, Cha 14 Base Atk +8; CMB +20; CMD 30

Feats Improved Initiative, Improved Natural Attack (slam), Lightning Reflexes, Power Attack, Skill Focus (Perception), Weapon Focus (slam)

Skills Climb +32, Disguise +13 (+33 when mimicking objects), Perception +24, Sense Motive +13; Racial Modifiers +20 Disguise when mimicking objects
 Languages Common, telepathy 100 ft.

SQ hypersenses (see page 19), superior hypersenses (see page 19), mimic object

SPECIAL ABILITIES

Adhesive (Ex) A lair tyrant exudes a thick slime that acts as a powerful adhesive, holding fast any creatures or items that touch it. An adhesive-covered tyrant automatically grapples any creature it hits with its slam attack. Opponents so grappled cannot get free while the tyrant is alive without removing the adhesive first. A weapon that strikes an adhesive-coated tyrant is stuck fast unless the wielder succeeds on a DC 25 Reflex save. A successful DC 25 Strength check is needed to pry off a stuck weapon. Strong alcohol or *universal solvent* dissolves the adhesive, but the tyrant can still grapple normally. A tyrant can dissolve its adhesive at will, and the substance breaks down 5 rounds after the creature dies. The save DC is Strength-based.

Mimic Object (Ex) A lair tyrant can assume the general shape of any Huge object, such as a treasure hoard, a stout cottage, or a drawbridge. The creature cannot substantially alter its size, though. A tyrant gains a +20 racial bonus on Disguise checks when imitating an object in this manner. Disguise is always a class skill for a tyrant.

"Lair tyrant" is the term for a particular type of evolved mimic whose inherent arcane potential has awakened. Physically, they are larger and more sedentary than other "wild" mimics. Mentally, lair tyrants are smarter, wiser, and more manipulative, with mystic powers they can use without giving away their true nature. Socially, lair tyrants surround themselves with a follower race, preferably an aquatic or underground species such as locathah, skum, and derro. They often manipulate a leader in secret—perhaps hidden from the leader himself.

The history—even the existence—of lair tyrants is unknown except to the most penetrating occult scholars. The creatures do not associate with others of their kind, as each is a kingdom unto itself. An individual lair tyrant could chronicle its influence reaching back centuries, if not millennia—how it came to take its form, how it gathered and fostered followers, and how it dealt with threats, all without ever moving an inch. But for one to tell the tale, it would first have to be found... and made to talk.

Theory holds that these creatures evolved from early mimic symbiotes—an unintended consequence of aboleth tampering to combine the subtle abilities of their puppetmaster breeds with the physical might of warhulks. These insidious creatures, left to work their schemes in the deep, have become masters of their environment in ways that rival (and surpass) their former lords.

Ecology

Lair tyrants are a rare variety of the common mimic. Few mimics have even the potential to become lair tyrants. An ordinary mimic may grow old and powerful, but never attain these abilities. Neither are all lair tyrant spawn guaranteed to ascend; a lair tyrant's offspring begin their lives as normal mimics and may live their entire existences without becoming more.

The awakening occurs when a mimic with the right potential—latent genes and the experience of shifting through thousands of forms—experiences sudden enlightenment triggered by a powerful, unique event. This could be exposure to a potent source of magical energy, a calamitous encounter with a magical being, or a near-death experience where the mimic must evolve or perish. Thereafter, the lair tyrant understands the zen of formlessness, turning its energies inward to focus on the infinitely more mutable mind.

Once triggered, the transformation is drastic. The creature exponentially alters and expands its body and mentality. The mimic adds bulk, becoming a Huge creature. This mass comes not only from prey, but from matter absorbed directly from the mimic's surroundings. The mimic weaves this non-living matter (usually stone) into its flesh, granting it the hardness and protection of its environment, while allowing it to perfect its disguise. For instance, the outer surface of a lair tyrant posing as a stone monument is actual stone. The surface feels, sounds, smells, tastes, ages, and otherwise reacts exactly as it should (as opposed to other

LOCATION, LOCATION, LOCATION

Adopting a single inanimate form and remaining stationary for years, decades, or longer, lair tyrant mimics choose their disguise and placement very carefully. A lair tyrant mimic could sit in the form of... ...the throne and pedestal of a ruler. Looming over the court hall, all power in the kingdom passes before it, and many secrets are whispered behind it.

...the stone gateway arch at the entrance to an underground cavern. All traffic into or out of the subterranean settlement must pass under it.

...the enormous preserved elephant (or other terrible beast) which decorates the feast hall or private chamber of the local potentate.

...a monument. This could be a fountain, obelisk, statue, or other huge and sturdy work of art, possibly placed in a city square, castle courtyard, or the entrance to an important building.

...the altar of a temple. Important ceremonies bring all sorts before it eventually—worship, baptisms, blessings, weddings, funerals, and the judgment of transgressors. Blood sacrifices are poured into the altar's breaches and "religious visions" can be experienced in its presence.

...the huge boulder that sits on the hillside. Village elders walk up to the boulder each week to hold council, hoping the view will give them wisdom to guide their people.

...the pillar which marks the crossing of two welltraveled roads. Merchants, pilgrims, and warriors all pass beneath its shadow on their way across (or under) the world. Some who pass by soon feel the wanderlust to bring them passing by again.

...the old squat stone wall beside the soldier's barracks. The wall, said to have healing properties to those in desperate need, is believed to be the remains of ancient fortifications. Now it serves as a backdrop for the daily drills and strategy sessions. ...the enormous, rune-covered stalagmite jutting out of the watery cavern floor. Nightly drum circles are held in the clearing next to it, and captives are dragged before it to face bloody inquisition.

mimics, who keep a rough texture). The surface may even chip or become scratched, though deep gouges risk drawing mimic blood—and a world of pain.

Beneath the lair tyrant's shell, it is literally a big sack of brains. While the bodies of normal mimics are amorphous twists of mutable muscle and hydraulic sinew, lair tyrants take advantage of their more stable physiology by housing multiple elongated brain cases and bizarre neural nodules.

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These specialized organs generate the mimic's awesome powers, and provide the potential for lair tyrants to become frighteningly intelligent if allowed to grow into old age.

As the mimic's body grows, changes, and hardens, its dexterity and mutability significantly decrease. While lair tyrants can be violent when pressed, they are normally sedentary, preferring to adopt a stable form and maintain it indefinitely. Since using its magical abilities requires no physical movement, an established lair tyrant usually appears to be inanimate—and it does everything it can to encourage that perception.

The physical transformation of the lair tyrant can occur over days, weeks, or even months or years. During this time, the mimic seeks a suitable lair. Newly awakened lair tyrants are drawn to areas of concentrated humanoid activity usually settlements, but occasionally pathways or locations that host periodic gatherings. Stealthily, the lair tyrant slinks to its chosen spot and takes its new form, drawing inspiration from the minds of nearby humanoids.

Of course, even the most naïve or foolish mimic understands that the sudden appearance of a Huge object in a common location is conspicuous. To allay this trouble, some lair tyrants discretely erect themselves on the outskirts of a community, dominating a newfound "patron" to claim credit for their construction or discovery. Others simply put down roots in the wilderness, and draw humanoid activity to them. The beginning of a lair tyrant's rule is the most dangerous time of its life, as careful manipulations must be orchestrated to explain its appearance and deadly action may be necessary to silence the curious. Fortunately for the nascent lair tyrant, it has potent and insidious powers.

To best oversee and control its minions, lair tyrants seek out a prominent location in a humanoid settlement where it can ensure regular contact with many minions. Brazen mimics may install themselves as a central object of admiration or worship, silently indulging their vanity while gaining regular access to the minds of the population. More conservative mimics select a secure location among the local elite, focusing their attentions on a small, powerful subgroup while enjoying the protection of a guarded enclave.

With glacially slow metabolisms, lair tyrants need little sustenance. They draw most nourishment through slim black tentacles that act as roots, worming beneath the ground on which they rest, extending into vast, twisted networks. Any living prey is captured from their surroundings in rare, lightning quick moments with no witnesses. A suddenlysprouted tentacle snatches a bird or rat in the dead of night, drawing it into a seemingly solid surface with a single ripple; insects that crawl into its crevices never emerge; once in a generation, a humanoid may disappear. Conveniently planting themselves at locations of worship or activity,

SECRET FRIENDS

Here are a few examples of the unique relationship a tyrant might form with a humanoid:

* The hall of the king is entertained by the mad court jester, who sleeps away the afternoons muttering in his sleep at the foot of the high throne. Laughing at jokes that pop into his head, his untimely jests and stumbles in that hall have miraculously thwarted more than one threat against the kingdom, and he prides himself as the king's good luck charm.

* A small child believes she has befriended the fish that swim in the village's ancient stone fountain. The "fish" tell her grand stories of how the village used to be, and sometimes even terrible secrets that the community elders would not want her to know.

* The tribe's high priestess spends long nights in prayer at the temple's altar. Guided by uncanny insight into the hearts of those who come before the altar, the priestess has risen to power quickly... just like the last priestess.

* Within the bloody, shifting social strata of drow society, one family has maintained power for three generations. Those elite guards who stand before the High Lord's ivory gate have demonstrated an uncanny ability to ferret out spies, assassins, saboteurs, and disguised foreigners. In turn, they perform secret tasks within the city at the behest of a voice belonging to the manor itself.

* The awkward fourth-born son knows he is unlikely to ever inherit anything of value, and whines about his sorrows in the keep's crypt, near the clan founder's enormous sarcophagus. Dark musings have inspired his feeble mind, and his brothers may face ill fortunes the next time they accompany him down there to pay their respects.

resourceful lair tyrants arrange for minions to leave food on or near it in the form of religious sacrifices, spilled libations, or discarded meals.

With little coming in, little need go out from a lair tyrant—they do not noticeably perspire, respire, or defecate. Naturally cold-blooded, they are neither warmer nor cooler than their surroundings. On the whole, the lair tyrant's physiology commits itself to its perfect disguise.

Habitat and Society

Unlike the average mimic, lair tyrants are not solitary. While no lair tyrant mimic would ever deign to co-exist in the same territory as another mimic, a lair tyrant relishes the bustle of busy humanoid minds that serve as its minions. Any lair tyrant would be pleased to lair in a permanent humanoid settlement of dozens or hundreds of individuals. A very successful lair tyrant might eventually find itself the mastermind at the center of thousands of souls.

Paradoxically, while lair tyrants are arguably the least solitary mimics, they can be the most socially and psychologically isolated. A lair tyrant's entire scheme (and philosophy of survival, for that matter) is to hide in plain sight, arm's length from hundreds and thousands of humanoids, yet with no honest social contact that could betray its nature.

With no true society, most lair tyrants become trapped in paranoid conspiracies of constant manipulation, claustrophobic secrecy, and long-term survival, unable or unwilling to make contact for fear of opening themselves to attack. This existence is lonely, even for a mind as alien as that of an evolved mimic. To relieve the boredom and isolation, even the most paranoid and reserved lair tyrant inevitably seeks out one or two "friends" in every humanoid generation, making telepathic contact under some ruse to engage in dialogue. The lair tyrant may go to great lengths to protect this outlet, taking lethal action if the secret friend is harmed—or worse, threatens to betray them.

Awakened and empowered, lair tyrants exceed their fellow mimics in ambition as well as ability. Every passing creature is scanned and analyzed for potential to serve the mimic's goals. Whether a happenstance of each one's personal and inscrutable philosophy, or an innate amorality born of the mimic's alien nature, lair tyrants have no interest in pursuing benevolent ends and no qualms about committing evil. Lair tyrants probe and subjugate the minds of others without reservation, believing that the power to enslave through domination, threats, or trickery is commensurate with the natural right to do so.

However, a lair tyrant recognizes its great reliance on minions and the success of their civilization. As such, it schemes not only to expand and cement its own power, but to foster and protect its adopted civilization. Troublesome or expendable individuals (and certainly strangers) may be killed or sacrificed, but overall the mimic is a protecting influence, taking a long-term, cautious view even when short-sighted humanoids might invite danger.

From its vantage, a lair tyrant mimic witnesses generations of its chosen people, along with all the foreign contacts and mishaps they suffer or enjoy. Given the wisdom of these experiences, and their inherently paranoid and conservative nature, lair tyrants despise adventurers. Adventuring parties cause trouble, kill followers, loot precious treasure hoards, inevitably uncover the mimic's true nature, and then set

THE ELDEST OF THE KIND

Sages occasionally hear legends about the most ancient lair tyrants, those that have undergone second, third, and even further mutations in the fathomless blackness beneath the world.

Among the tuneless songs sung by roper-clusters coiled around the roots of the deepest mountainhearts, and in strange whisper-echoes passed between wandering xorns as they swim through stone oceans, there are tales of the perfected elders of the mimic-breed: those capable of assuming human shape.

Such a creature might dwell anywhere, obsessed with the society it has claimed. An elder mimic might continually reinvent itself, appearing once a generation as a prophet, king, consort, or even peasant before vanishing again into hiding. Alternately, it might establish itself as an undying font of power and wisdom, which all members of its society must bow before.

Elder mimics, if such beings truly exist, are advanced lair tyrants, gifted with numerous mimic alterations (see page 18), in addition to the following special abilities:

Ageless (Su): An elder mimic does not age. Change Shape (Su): At will, an elder mimic can assume the form of any Small, Medium, or Large humanoid, as if using *alter self*.

about killing it to "liberate" the lair tyrant's chosen people. As such, lair tyrants scheme to hamper the efforts of adventurers who happen on their lairs—sending them on wild goose chases into traps, pitting them against dangerous local monsters, or even appeasing the meddlers by allowing them to discover some lesser (or fictitious) secret so that they might toddle off, curiosity sated. Only as a last resort does a lair tyrant expose itself by direct attacking dangerous foes. Should hostilities reach such a point, the mimic brings to bear its strongest minions and most powerful magic items held in reserve for just such a doomsday scenario.



Mimicling Swarm

A pile of gold coins sprouts tiny legs and mouths and marches forward, surging over itself like a sea of golden cockroaches.

MIMICLING SWARM CR 5 XP 1,600

CN Diminutive aberration (shapechanger, swarm) **Init** +9; **Senses** darkvision 60 ft.; Perception +14

DEFENSE

AC 22, touch 19, flat-footed 17 (+5 Dex, +4 size, +3 natural) hp 45 (7d8+14) Fort +4, Ref +9, Will +6 Immune acid

OFFENSE

Spd 10 ft.

Melee swarm (2d8 plus adhesive, distraction) Space 10 ft.; Reach 0 ft.

STATISTICS

Str 1, Dex 20, Con 15, Int 10, Wis 13, Cha 10 Base Atk +5; CMB -4; CMD —

- **Feats** Improved Initiative, Lightning Reflexes, Skill Focus (Perception), Improved Natural Attack (swarm)
- **Skills** Climb +5, Disguise +7, Perception +14, Stealth +26; Racial Modifiers +10 Disguise when mimicking objects **Languages** Common

SQ hive mind, mimic object, swarm traits

ECOLOGY

Environment any underground Organization solitary Treasure incidental

SPECIAL ABILITIES

Adhesive (Ex) Each mimicling exudes a thick slime that acts as an adhesive, holding fast any creatures or items that touch it. An adhesive-covered mimicling automatically attaches to creatures hit by its swarm attack. Once per round as an immediate action, a mimicling swarm may automatically move with any one opponent it damaged with a swarm attack in the previous round. This movement is free for the mimicling swarm and does not provoke attacks of opportunity. Adhered opponents cannot get free while the mimicling swarm is alive without removing the adhesive first. Strong alcohol dissolves the adhesive, countering this ability. A mimicling swarm can dissolve its own adhesive at will. The adhesive breaks down 5 rounds after the creature dies.

Hive Mind (Ex) Any mimicling swarm with at least 1 hit point per Hit Die (7 hit points for a standard mimicling swarm) forms a strange and shifting hive mind, giving it an Intelligence of 10. When a mimicling swarm is reduced below this hit point threshold, it becomes mindless (and therefore immune to mind-affecting effects).

Mimic Object (Ex) As a free action, an individual mimicling in a swarm can assume the shape of any Diminutive object such as a goblet, small icon, book, boot, skull, a Diminutive version of a larger object, or a Diminutive clump of smaller objects. The creature cannot substantially alter its total size; on average, each mimicling weights about 1 pound. A mimicling's body is hard and has a rough texture, no matter what appearance it might present. A mimicling gains a +10 racial bonus to Disguise checks when imitating an object in this manner. Disguise is always a class skill for a mimicling swarm.

Ravenous colonies of hive-minded immature mimic spawn, a mimicling swarm is found in pursuit of prey or lying dormant waiting for food. A swarm is composed of about 9,000 individual Diminutive mimiclings, occupies a volume of about 150 cubic feet (10 feet by 10 feet by 1.5 feet), and weighs about 900 pounds in total. This volume may be shaped in any way the swarm desires.

A mimicling swarm on the attack is a bizarre, terrifying sight. Uncertain about the concept of a true form, all mimiclings in a swarm usually take the shape of a nearby Diminutive object, sprouting skittering crab-like legs, scratching claws, and chattering maws of razor-sharp teeth. They can also take the shape of Diminutive versions of larger objects (such as armor, treasure chests, and so on) or appearing as Diminutive clumps of even smaller objects such as needles, coins, or keys. Individual members of a swarm often change shape several times in the course of a battle as appropriate objects are brought closer to or taken farther away from them. Confronted by a roiling sea of moving "objects," many adventurers confuse a mimicling swarm as something created with an *animate objects* spell.

Ecology

As solitary creatures, a mimic may stalk the vast tunnels of the underworld for its entire existence without interacting with another of its kind. This lonely existence does not seem to bother them, nor does it hamper the propagation of the species; individual mimics do not have genders and reproduce asexually. Spawning always occurs after with the mimic making a kill. Once the mimic has brought down its prey, it hides the carcass and then consumes a portion of it to fuel its disgusting reproductive process.

Over the course of several hours, thousands of tiny egglike polyps sprout from the surface of the mimic's body, budding like a waggling crop of tiny mushrooms. The mimic then burrows into the half-eaten remains, worming its way through the cavities within as the egg-polyps break off and lodge in the carcass's interior. Emerging from the remains blood-slick but free from its proto-young, the mimic slinks off, leaving the wretched hatchery behind, never to return.

Inside the hollowed corpse, the egg-polyps gestate. Days later, thousands of Fine proto-mimics (or mimiclings) erupt from their rancid birthplace and begin to feed. At first, the mimiclings tear into the carcass left for them, sprouting mouths of piranha-like teeth and gorging on the meat and bones. But the parent's final gift is almost always insufficient to sate the birth-hunger of all its young. Still ravenous, the mimiclings turn on each other, eating and absorbing their fellows in a violent frenzy of thrashing mimic-flesh, with the strongest of the batch growing as they feast on their brethren. At the end of the carnage, one Medium mimic remains, exhausted, full, and victorious.

In rare cases where a mimic is lucky or vicious enough to kill or find the corpse of a large and magically potent creature, the carcass and arcane energies may give birth to a mimicling swarm. The initial steps of the common breeding process of the mimic hold true, but when the proto-mimics erupt to begin their feeding frenzy, the eldritch nutrition sates their birth-hunger, and they turn "The sight was eerie. Thousands of identical golden goblets littered the floor and every surface of the treasure room. Ignoring our warnings, the fool halfling picked one up and pretended to drink—that's when the goblet bit him. The halfling screamed, the thing latched on to his bleeding lower lip, and then every one of the goblets came alive, skittering around on tiny legs and making noise like a million demonic crickets. The halfling flailed at them with his dagger, and in a blink they all became daggers. They mocked us like that, constantly shifting in unison as we tried to fend them off...." —an alehouse tale of Galbreth d'Forsia, mournful traveler

cannibal only long enough to reach a stable population of about 1,000 Diminutive mimiclings, which hunt and interact as a swarm.

Habitat and Society

Instead of becoming one being through rampant fratricide, the mimiclings become one being in mind. The swarm synchronizes, thinking together, moving together, and shape-shifting together (referred to as "mob-shifting"). Energetic, horrifyingly swift, and curious about the world, the mimicling swarm expresses curiosity by simultaneously mob-shifting into the shapes of nearby things.

The sight of thousands of identical objects scuttling around on little legs could be comical, but a mimicling swarm is pitiless, impatient, and hungry. If hostilities have not commenced, creatures can interact with the swarm, even engaging in play by mimicking objects held towards them. Inevitably, one or two members of the swarm explore by biting or scratching. Once the smell of blood is in the air, the entire swarm frenzies and attacks.

Ultimately, mimicling swarms are short-lived—the longest sustained swarm ever recorded, borne out of the carcass of a powerful ogre mage, existed for a year and a day. The consumed magical energy which kept the mimiclings from cannibalizing each other only staves off hunger for a time. Eventually, the swarm's hive mind degrades, triggering a second feeding frenzy even more atrocious than the first. The mimicling that survives is likely to be quite powerful indeed (give it the advanced creature template).

Conventional Mimics

This chapter explains several bred mimic abilities and mutations, as well as encounter hooks for mimics in their traditional disguise-and-surprise mode.

Form and Function: Mimic Alterations

The following benefits are available to all mimics and variants found in this book. Many mimics develop alterations over the course of their centuries-long lives (either as mutations, exposure to unusual magic, or by consuming an appropriate creature and gaining its abilities). For game balance, no mimic may have more total alterations than it has Hit Dice.

Every alteration adds a modifier to the mimic's normal CR. Some alterations are only CR 1/2. You may either give the mimic two fractional-value alterations to create a whole number, or round CR down. For example, a standard

mimic with the superior bioluminescence alteration (CR +1/2) retains its normal CR.

Some alterations are improved versions of weaker alterations; a mimic must have the lesser version to acquire the greater version. Additional abilities are presented in Paizo's *Dungeon Denizens Revisited*.

Acidic Spittle (Ex): As a swift action every round, the mimic can emit a stream of acidic spittle at one target within 30 feet as a ranged attack. If it hits, the target is blinded for 1d4 rounds unless he succeeds on a Fortitude save (DC 10 + 1/2 mimic's HD + mimic's Constitution modifier). Eyeless creatures are immune to the blinding effect. (CR +1/2)

Adaptive Resistance (Ex): The mimic has resistance 20 against any one of the following energy types at any one time: fire, cold, electricity, or sonic. As a move action, the mimic may change the energy type against which it is resistant. (CR \pm 1)

Bioluminescence (Ex): The mimic can choose to shed light from any part of its body, ranging in intensity from a

soft glow like that of a candle (shadowy illumination in a 5-foot radius) to the full brightness of a torch (bright light in a 20-foot radius and shadowy illumination for an additional 20 feet). The mimic may duplicate any color of light, even creating multiple colors, and may cancel or resume use of this ability at will as a free action. (CR + 0)

Bioluminescence, Superior (Su): The mimic emits a flash of intense light as a full-round action, or as an immediate action when dealt a critical hit or reduced to zero hit points. Adjacent creatures must make a successful DC 12 Reflex save (the save is Charisma-based) or be blinded for 1 round. Creatures with light sensitivity suffer a -4 penalty to this roll. (CR +1/2)

Bloodsucker(Ex): The mimic can draw blood from its foes by forming fangs, a needle-like proboscis, hundreds of tiny mouths, or other bizarre bloodsucking formations. As a free action, the mimic may drain blood from a living creature it is grappling or stuck to it with its adhesive, dealing 1 point of Constitution damage. Once the mimic has dealt 8 points of Constitution damage, it stops draining blood for one day. If its victim dies before the mimic's appetite has been sated, it detaches and seeks a new target. (CR + 1)

Gillfoot (Ex): The mimic has climb speed of 5 feet and swim speed of 5 feet. The mimic may always take a 5-foot step in any combat round, even if difficult terrain or other factors reduce its speed. A mimic may take this 5-foot step whether it is on land, climbing, or swimming. It can breathe water as easily as air. (CR +0)

Gillfoot, **Superior** [Ground Manipulation] (Su): The mimic's swim and climb speeds each increase to 10 feet, and it gains a burrow speed of 5 feet. The mimic also gains the ground manipulation ability of a gibbering mouther. (CR + 1/2)

Glide (Ex): The mimic can create wings and has a fly speed of 40 feet with clumsy maneuverability. (CR +0)

Glide, Superior [Orb Flight] (Su): Channeling the dormant, preternatural powers of the Gibbering Orb, as a free action the mimic can fly as the fly spell (CL 6th), but at a speed of 20 feet with perfect maneuverability. This also grants a permanent *feather fall* effect with personal range. (CR + 1/2)

Hypersenses (Ex): The mimic's entire body is a primitive sensory organ. This gives it blindsense with a range of 30 feet, and it cannot be flanked. (CR + 0)

Hypersenses, Superior [Detect Thoughts] (Sp): Aided by latent doppelganger abilities bred into its ancestors, the mimic can use *detect thoughts* as a constant spell-like ability (caster level 7th; Will DC 12 negates). The save DC is Charisma-based. (CR +1/2)

Olfactory Deceiver (Ex): The mimic can emit a variety of smells. The mimic can imitate attractive odors (fresh air, small game animals, honeyed mead), repulsive odors (rotting flesh, swamp gas, the musk of dangerous predators), or confusing odors (scent of a different creature, a masking smell that frustrates tracking). The mimic gains a + 2 bonus to Bluff, Disguise, Intimidate, Stealth or other skill checks in which an appropriate smell assists its deception. Attempts to discover or track the mimic by scent are impossible if it does not wish to be found or followed, as per a druid's trackless step ability. (CR + 0)

Olfactory Deceiver, Superior [Noxious Stench] (Su): As a free action, the mimic can emit a pungent and repugnant odor to attack its enemies, giving it the stench universal monster ability. Creatures affected by the mimic's stench are sickened for 1d6+4 minutes.

> **Roper-Blooded** (Ex): The mimic can extrude long, sticky strands akin to those of its roper ancestors. The mimic can extend up to six thin, sticky strands from its body at a time, launching them to a maximum range of 50 feet. A mimic's attacks with its strands resolve as

ranged touch attacks. These strands are quite strong, but can be severed

by any amount of slashing damage (a strand is AC 20). A creature struck by a strand is numbed and weakened by the strange material, and must make a Fortitude save (DC 10 + 1/2 mimic's HD + mimic's Constitution modifier) or take 1d6 points of Strength damage.

Swallow Whole (Ex): The mimic's body can engulf prey up to one size category smaller than itself. A swallowed



creature take damage equal to the mimic's slam attack. The mimic's adhesive ability also applies to creatures it swallows. Unlike most creatures with this ability, a mimic can still use swallow whole after a creature has cut its way free (forming a new stomach-pocket for the next attempt). A mimic can swallow two creatures one size smaller than itself, four two sizes smaller, eight three sizes smaller, or sixteen four sizes smaller. (CR \pm 1)

Vocalization (Ex): The mimic can reproduce any sound it hears, including a particular humanoid's speech, animal noises, and natural noises. The mimic also knows any 6 additional languages. The mimic gains a +2 bonus to Bluff or Intimidate checks when it speaks. (CR +0)

Vocalization, Superior [Gibbering] (Su): As a free action, the mimic can emit a cacophony of maddening sound. All creatures other than gibbering mouthers (and mimics with this ability) within 60 feet must succeed on a Will save (DC 10 + 1/2 mimic's HD + mimic's Con modifier) or be confused for 1 round. This is a mind-affecting compulsion insanity effect. A creature that saves cannot be affected by the same mimic's gibbering for 24 hours. (CR +1)

Mimics as Traps

Mimics are rightly feared as deadly and clever predators. Slow moving and patient, with little else to dwell on other than perfecting their next ambush, mimics master their surroundings and take advantage of nearby terrain features and natural hazards. Their goals include not only luring and killing food, but also surviving confrontations in which their prey—or their prey's friends—put up a strong fight.

The following are ideas for diabolical mimic encounters, along with optional "clues" that could signal to an observant character that it's a trap!

False Door: The twists and turns of a dungeon lead to a small chamber at the bottom of a narrow stairway. Set into the stone wall at the opposite end of the chamber is a banded wooden double door (a bioluminescent mimic), with a sliver of sputtering orange "firelight" (from the mimic's ability) coming from a single keyhole. The first creature to try the door or peer into the keyhole is attacked by the mimic.

As soon as combat begins, the mimic drops its guise, falling away to reveal the true contents of the room on the other side—a group of mindless undead which the mimic lured into the room and walled off with its own body. The startled undead spill out into the chamber to attack, keeping the rest of the party busy while the mimic batters its prey. Clue: Characters in the chamber may make a difficult Perception check to notice shuffling footprints on the floor, leading through the door.

Icy Death: A partially frozen stream winds through the underground. At one point, it becomes a 15-foot wide iced-over passage beneath a forest of stalactites. In the middle of the passage, an enormous stalactite (an adaptive-resistance gillfoot mimic) hangs from the ceiling, its point just above human head level. Once half the party has passed the mimic, it strikes nearby stalactites with heavy pseudopods, bringing them down, and shattering the ice over the stream in a 10-foot radius.

Characters at the edge of the broken ice may make a moderate Reflex save to move to solid footing, while characters within 5 feet of the mimic are automatically dumped into the frigid water. Those who fail fall in the stream. Characters in the water take 1d6 points of cold damage each round and must make easy Swim checks to avoid being carried downstream by the current (moving at 5 feet per round) and possibly swept under the ice.

Meanwhile, the mimic clings to the ceiling, attacking targets within range and dragging grappled foes into the water. If reduced to half hit points, the mimic drops into the water, swimming with the current to move faster, to escape beneath the cover of the ice. Clue: Characters within 10 feet of the mimic may make a moderate Knowledge (nature) check to notice odd patterns of frost on the mimic-stalactite, or an easy Survival check to know that the ice is thin enough to break.

Prone to Collapse: An abandoned mine tunnel complex has an open entrance of wooden beams. Fifty feet past the sunlit opening of the mine is a side spur, jutting from the main tunnel at a right angle . It is identical to dozens of other similar passageways. The mimic is disguised as the spur's wooden frame (most of its bulk disguised as the low, rocky ceiling). As creatures pass the frame, the mimic attacks the last creature in the group to pass. Immediately after a successful grapple, the mimic drags its quarry 5 feet down the side tunnel and lashes out with a pseudopod at a critical support beam, collapsing the tunnel at the T-intersection and blocking passage in all three directions. The mimic is left to deliver the final blows to its prey alone. Clue: Characters passing the intersection may make a moderate Knowledge (dungeoneering) check to realize the ceiling supports look unstable.

Rocky Pier: A tunnel opens on the stony shores of a large underground lake. An ancient stone dock (an amphibious

gillfoot mimic) extends 15 feet out into the dark water, with an old but worthy wooden rowboat tethered at the end. Should the party traverse the dock to inspect the boat (which is real), the mimic attacks the creature furthest out and simultaneously collapses its dock-self, sending any other creatures on it into the water.

Once securely grappling its prey, the mimic pushes its heavy body off of the underwater rock outcropping it had perched on, and sinks to the muddy lake bottom 20 feet below. Concealed by the murky water kicked up by the struggle, the mimic proceeds to batter and drown its prey. It engulfs its prize and adopts the guise of underground rocks to avoid retribution. Then it waits patiently for rescuers to give up. Clue: Characters may make a difficult Perception check upon stepping onto the dock, noticing that the "stone" doesn't sound quite right.

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Biographies



Clinton J. Boomer, known to his friends as "Booms," resides in the quaint, idyllic, leafy paradise of Macomb, Illinois, where he attended school from the 4th grade through college. He began playing D&D with the 1993 release of Planescape, and currently devotes a full 99.9% of his waking hours to thinking about RPGs. Boomer is a writer, filmmaker, gamer and bartender, and Top 4 finalist for Paizo's RPG Superstar competition.



Matt Banach enjoys the hell out of every chance he gets to work with his dearest pal and eternal collaborator Clinton J. Boomer, as the conflux of an internet connection and adventurous independent publishers makes it possible to transmute their lifetime of shared gaming experience into pure awesome-sauce gaming product. An avid gamer since Ravenloft and Planescape in the early 90's, he recently reached an epiphany of creative self-actualization after participating in Paizo's RPG Superstar 2009 competition.

Darksness without Form Secrets of the Munic

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- Three new symbiote mimic templates
- Two new types of mimics
- Sixteen new mimic abilities



