



"Men ought either to be indulged or utterly destroyed, for if you merely offend them they take vengeance, but if you injure them greatly they are unable to retaliate, so that the injury done to a man ought to be such that vengeance cannot be feared."

—Niccolo Machiavelli

Some individuals possess an intangible quality that not only inspires confidence, but makes those around them feel special simply through acknowledgement. The highly charismatic know when to lay on the charm not only to inspire, negotiate, and perform, but also to erect a pleasant veneer to hide an ugly core. They keep their inner personalities well guarded, and for good reason – people would dislike and even fear the person that lies beneath the pleasing exterior. It is normal for people to keep elements of their personalities hidden from others, but there is a deadly deception that occurs when people intentionally mislead others into believing that they are driven by altruism when they in fact live according to their baser, self interested motivations.

Phosonith, one of Hell's most promising princes, revels in the pleasant façade he projects, only dropping it in the privacy of his beautiful but twisted towers in Stygia's city of Ess. He is a crafty administrator with a reputation for implementing beneficial changes for his city, though he hides angry, cruel, and violent tendencies. Behind closed doors, Phosonith violently lashes out at any who disappoint him or thwart his ambitions. All the while, he impresses Asmodeus with his ability to tempt some of the most noteworthy mortals with the notion that with enough wealth, power, and renown, they may succeed through charm and the appearance of compassion, while they are in practice condescending, cruel, and abusive to those around them.

HISTORY

In life, Phosonith was a king's second born, who coveted the crown promised to his elder brother. As often happens in such cases, he plotted the downfall of the prince, desiring only the power and excess that accompanies such a position, while avoiding all thoughts of the responsibilities that go with it. Phosonith was already praised by the people for his charitable nature and his ability to inspire others, so when his brother was found drowned in the moat after a night of carousing, people considered it a tragedy, but nobody seriously considered that Phosonith might be responsible for the murder. Although guilty, the burden of the death did not tax his conscience. When he eventually inherited the crown from his father, he was praised by the people even while raising taxes on them so that he could indulge to excess in pleasures.

The kingdom languished under his rule, but like every mortal, death eventually found him, at which time he took the form of a lemure in Hell. As a slave in the city of Ess, he slowly graduated to more advanced forms of devil and slowly regained the memory of his previous life. He soon discovered that he retained the ability to inspire confidence in those he plotted against.

Phosonith soon found favor with his masters by offering sound tactical and strategic advice while dutifully carrying out the work assigned to him. Behind their backs, Phosonith was constantly scheming to betray them and turn his position to his personal advantage. He often

offered up key information to his masters' rivals that would lead to their downfall in exchange for the promise of more favorable positions.

Phosonith successfully improved his position through treachery several times, but eventually the nobles of Ess realized that he kept advancing in status after the catastrophic failures of his masters. After Phosonith conspired with the devil Hanpoleskur to overthrow his latest master, his new infernal owner granted him freedom rather than wait for the inevitable betrayal. This was, of course, Phosonith's plan from the beginning.

Once freed of the bonds of servitude, Phosonith wasted little time charming his way into the good graces of the city's lords. He was soon promoted to unit commander in the city's defense. During a demonic invasion near Ess, The general in charge of defending the city fell in battle, and much of the army routed. Phosonith took control and pulled the army back to a hilly region between the dmon horde and the city, forcing the demons to narrow their ranks in order to fight them. They made their stand there and emerged victorious against the incursion. Phosonith was hailed as a hero by the lords of Ess, and he was officially promoted to general.

With this success, Phosonith graduated to take the form of a unique devil, assuming his current alabaster form. His appearance was pleasing to the denizens of Hell, who looked upon him with favor and confidence.

Phosonith had other plans than to bask in the praise of his superiors, however. He quickly staged a coup in which he gained the support of the pit fiends he once served with, as well as their subordinates. He then approached Geryon, the arch-devil in charge of Stygia, asking for his permission to overthrow the city's leadership. Geryon, bound by the laws of Asmodeus, could not grant permission. However, he was impressed with Phosonith's ambition and strategic competence, so he agreed not to interfere, provided that Phosonith signed a treaty relinquishing any potential plans to take the plane of Stygia.

With the threat of retaliation removed, Phosonith made his move during one of the few noble gatherings in Ess. Phosonith called in the pit fiends and their subordinates, which flooded the basilica and massacred the city's entire administration. He personally cut down any of the attendees whose loyalties he questioned. Phosonith later declared himself the city's new ruler. Many of Ess's inhabitants believed that Geryon would become angry and oust Phosonith, but as time passed and the alabaster devil still sat upon the throne, it became clear that Stygia's lord was either unconcerned, or was actually in favor of the new rule.

Once he took his position at the head of the city, Phosonith turned his attention to the temptation of mortals. His particular brand of corruption is similar to Baalzebul's in that they both deal in falsehoods. While the arch-devil advocates perpetuating

outright lies to advance personal interests, Phosonith's brand of treachery deals with misrepresenting the very essence of one's personality. He would find mortals who were charismatic but possessed the blackest of hearts, then encourage them to develop that duality and use it for their own gain. For public figures whose positions depended upon maintaining the people's goodwill, he would encourage them to invest their wealth in ways that benefited only themselves. He would help them learn to feign kindness while abusing those closest to them. He instructed them to pretend to care about the downtrodden while doing nothing to help them.

While public and private duality was not new to the mortal realm, Phosonith encouraged those engaging in this behavior to become more ruthless and depraved while increasing the number of people who were tempted to behave in this manner. Those who succumbed to temptation quickly convinced themselves that this was not even an evil trait, but simply the best way to manage their public appearance.

Asmodeus was not ignorant about Phosonith's work. The alabaster devil had agreed not to make a play for all of Stygia, but Asmodeus retains the power to reward the devils in his service in any way he wishes. True to form, Phosonith soon mentioned his desire to rule all of Stygia to the arch-devil. No fool, Asmodeus declined, but promised to re-evaluate the situation when and if Geryon lost favor.

While Phosonith is respected by Asmodeus and most of the devils of Ess, he would not have been able to ascend to his position without making a number of enemies. Many of the devils he once served and who provided stepping stones along his path to success were destroyed as the result of his ambitions. Others survived, but were demoted to a lesser form of devil. Some of them are now his servants, but all harbor a grudge against him. Once one has been deposed in Hell, recapturing lost rank and prestige is nearly impossible. Phosonith is also opposed by many who disagree with his approach and argue that duplicitous behavior flirts with chaos. Despite their objections, the souls that he leads astray still find themselves in hell, which pleases Asmodeus.

Geryon is neither ally nor enemy. He views Phosonith as a servant and a tool to be used. He knows that the devil has the potential to one day become his rival, which is why he limited their previous agreement and he watches the ruler of Ess closely.

Phosonith currently enjoys the support of the pit fiends in charge of Ess' army. He has made it plain that their support is the bedrock upon which he builds his regime. They are as loyal to him as any devils in Hell are to any master. Phosonith rewards them generously while taking steps to limit their ability to interact with those who wish him ill.



PHOSONITH IN THE REAL WORLD

Phosonith is not a character in real world mythology, but his character traits are timeless and real. Phosonith is a classic psychopath, as were the Roman emperors Caligula and Nero. In literature, such figures include Uriah Heep in Charles Dickens' *David Copperfield*, Dr. Henry Jeckyll in Robert Louis Stevenson's *The Strange Case of Dr. Jekyll and Mr. Hyde*, and Professor Moriarty in Arthur Conan Doyle's Sherlock Holmes stories, among many, many others.

Another notable inspiration for Phosonith is Niccolò Machiavelli, author of *The Prince*, which was first published in 1513 and serves as a treatise on politics. This book discussed how effective politicians must consolidate power in order to maintain political control over a populace. Morality does not play an important role, except where it discusses the conditions that are required for acceptable cruelty. He maintains that such actions must be swift, effective, and short-lived. The book was conscious of the fact that it advocated the use of evil actions for desired results. The Catholic Church banned this book, and most humanists reject its principles, but that does not mean that its philosophies have not informed many successful modern politicians.

CULT OF PHOSONITH

Those who worship Phosonith take great care to hide their identities, and their religious practices are normally clandestine affairs. Wherever he is known, simply being revealed as a follower of Phosonith is enough to lose the public's trust, and often results in being stripped

of any place within a monarch's succession plans, the loss of position, and even death at the hands of those who feel betrayed. Those who worship Phosonith tend to fall into the following groups:

- Those who are skilled at the art of persuasion but secretly detest people in general.
- Those who hide diabolical schemes, homicidal behavior, or simply extreme rudeness behind a pleasant exterior.
- People who secretly harbor a particular loathing toward those who are lower in rank or station.
- Those who rely on their personalities to move others to their will, but only work toward their own self interest at all times, often at the cost of others.

Phosonith worshipers do not engage in ritual sacrifice or mutilation. Cult members carry distinctly crafted sacred daggers, which metaphorically symbolize their willingness to betray others, and serve as a means to identify members outside of their congregations. Some assassins carry these daggers and use them as part of their line of work. Often, these particular assassins infiltrate the confidence of their marks before betraying and murdering them.

DUPLICITY DOMAIN

You are a master of subterfuge and hidden agendas. Bluff, Disguise, and Sleight of Hand are class skills for you.

Glib (Su): You can summon magical levels of duplicity, shielding your lies and wild tales from magic efforts to determine the truth. This acts as the *glibness* spell, except the bonus to Bluff checks is equal to your class level. You may use this ability a number of minutes each day equal to your level. The minutes do not need to be consecutive.

Hidden Alignment (Su): At 6th level, you gain the effect of a constant *nondetection*, but only against effects or abilities that would reveal your alignment. Additionally, if you are affected by an ability that functions differently based on your alignment (such as an evil cleric being struck by a paladin using smite evil), observers must make a Sense Motive check with a DC of 15 + your level + your Wisdom or Charisma bonus (whichever is higher) to realize you have been affected.

DUPLICITY DOMAIN SPELLS

1st – *innocence**; 2nd – *eagle's splendor*; 3rd – *illusory script*; 4th – *denounce**; 5th – *mind fog*; 6th – *modify memory*; 7th – *project image*; 8th – *demand*; 9th – *overwhelming presence***.

*Indicates a spell located in the *Advanced Player's Guide*.

**Indicates a spell located in the *Ultimate Magic*.

PORTRAYING PHOSONITH

Phosonith reserves his wrath for the people who fail him or thwart his ambitions. To player characters, he usually portrays himself as the caring administrator of the city of Ess, a city that boasts a cosmopolitan population of devils and mortals, many of whom possess a variety of alignments. The fact that he is truly, irredeemably evil is a fact that he goes to lengths to mask. In Ess, the presence of good or neutral individuals does not automatically put them in jeopardy. Unless the PCs have revealed themselves as troublemakers, he is more likely to try to win them over and appear as someone they might be able to work with rather than oppose them.

Unlike many arch-devils, Phosonith does not keep a unique form of devil to serve him. Instead, he surrounds himself with a handful of pit fiends and several lesser devils. He also often sends imps to the mortal realm with the intent to tempt promising individuals. He also sends ice and barbed devils to certain powerful mortals who serve him. Within the city of Ess, bearded devils patrol the streets and serve justice when necessary. Despite their rough appearance, Phosonith does not tolerate abuse. The highest priority is placed on maintaining commerce, and ensuring that merchants of all types are treated according to the letter of the law in his city. Likewise, any time stories of unnecessary abuse leaks out to the merchants, this stirs up dissent, which could weaken his authority within the city.

Despite his inherent lordship over the city's denizens, he recognizes the need to retain the goodwill of his subjects, and he is always

hesitant to take any actions that would put this in jeopardy. Phosonith always appears strong and confident before his followers and enemies alike. This is not to say that he doesn't deal with them accordingly if they begin to show signs of challenging him. Whenever possible, he tries to convince those he considers enemies that they are in fact friends. If Phosonith knows that someone near him intends to betray him, he tries to convince the traitor he is unaware of their intentions then, as quietly as possible, takes decisive action against them. In accordance with his duplicitous nature, he is quite resourceful at disposing of his rivals in ways that make him appear both sympathetic and justified.

APPEARANCE AND POWERS

Phosonith appears mostly humanoid and stands twelve feet tall. He has alabaster skin and a strong jaw, but blue gem-like eyes that appear to be thoughtful and even kind. His shoulder-length hair is snow-white and he is clean shaven. His body is powerfully built, but he usually conceals it with gray robes. He does not wear armor unless he is needed to lead the city's defenders into battle, and when that happens, his armor sparkles silver. Like most devils, he possesses wings, and while his have the traditional diabolical bat shape, they are white, like the rest of his body. People of both sexes tend to describe his appearance as beautiful, possessing an inner strength and an odd form of innocence for one so evil.



Because Ess is where he commands the most respect and has the most protection, Phosonith rarely leaves. He is well liked by the citizens, which means that the majority would fight to protect both him and the city. When he must venture outside the city, he is always accompanied by ten pit fiends as well as the most elite forces they command. He rarely leaves Stygia or Hell.

PRINCE PHOSONITH

This devil appears mostly humanoid and stands twelve feet tall. He has alabaster skin and a strong jaw, but blue gem-like eyes that appear to be thoughtful and even kind. His shoulder-length hair is snow-white and he is clean shaven. His body is powerfully built, concealed with gray robes.

PHOSONITH

CR 22

XP 615,000

LE Large Outsider (devil, evil, extraplanar, lawful)
Init +9; **Senses** darkvision 60 ft., see in darkness; Perception +34

DEFENSE

AC 40, touch 15, flat footed 29 (-1 size, +5 Dex, +11 breastplate (+5), +25 natural)
hp 285 (30d10+120); regeneration 5 (good weapons, good spells)
Fort 15, **Ref** 23, **Will** 24
Defensive Abilities DR 15/good and silver; **Immune** fire, poison; **Resist** acid 10, cold 10; **SR** 31

OFFENSE

Speed 40 ft./ fly 60 ft. (good)
Melee +5 greatsword (large) +39/+34/+29/+25 (3d6+9), or 2 wings +34 (2d6+4) 2 claws +32 (2d8+4), tail slap +32 (2d8+4 + poison)

Space 10 ft.; **Reach** 10 ft.

Special Attacks Hell's Doom, Spell Negation, Vicious Strike

Spell-Like Abilities (CL 22nd)

Constant—*true seeing* (DC 24), *unholy aura* (DC 26)

At will—*dominate monster* (DC 27), *fireball* (DC 21), *greater dispel magic* (DC 24), *greater teleport* (self plus 50 lbs. of objects only), *magic circle against good* (DC 21), *power word stun* (DC 26), *telekinesis* (DC 23)

3/day—maximized *fireball* (DC 21)

1/day—*blasphemy* (DC 25), *fire storm* (DC 26), *implosion* (DC 27), *summon* (level 9, any 1 CR 19 or lower devil 100%)

1/year—*wish*

STATISTICS

Str 18, **Dex** 21, **Con** 18, **Int** 27, **Wis** 22, **Cha** 30

Base Atk +30; **CMB** 35; **CMD** 48

Feats Cleave, Combat Reflexes, Flyby Attack, Great Cleave, Great Fortitude, Improved Great Fortitude, Improved Initiative, Improved Iron Will, Improved Vital Strike, Iron Will, Multiattack, Power Attack, Quicken Spell-Like Ability (*dominate monster*), Quicken Spell-Like Ability (maximized *fireball*), Vital Strike

Skills Appraise +36, Bluff +41, Diplomacy +41, Disguise +41, Fly +33, Intimidate +41, Knowledge (arcana) +36, Knowledge (planes) +39, Knowledge (religion) +36, Perception +37, Sense Motive +37, Spellcraft +36, Stealth +36, Survival +34, Use Magic Device +41

Languages Celestial, Common, Draconic, Infernal; telepathy 500 ft.

ECOLOGY

Environment: Hell (Stygia)

Organization: Unique

Treasure double standard

SPECIAL ABILITIES

Hell's Doom (Su): Three times per day, Phosonith can use his natural appeal against his opponents. All enemies who can see him must make a DC 25 Will save or become overwhelmed by despair. Creatures that fail their save suffer -5 to attack rolls, saving throws, skill checks, and ability checks. Creatures that fail their save may attempt additional saves in each subsequent round. They retain these penalties until they make a successful save. This is a mind-affecting, emotion enchantment.

Spell Negation (Su): Three times per day, as a free action, Phosonith can instantly identify and negate the casting of any spell. The spell or spell slot is lost as if it had been cast.

Vicious Strike (Ex): In combat, when Phosonith switches to a new opponent from the previous round and makes a melee attack, the first strike is sudden and devastating. If the attack hits, the target must make a DC 30 Reflex save or suffer an additional 10d6 points of damage.

Poison (Ex): Tail—injury; *save* Fort DC 32; *frequency* 1/round for 10 rounds; *effect* 1d6 Con damage; *cure* 3 consecutive saves. The save DC is Constitution-based.

THE CITY OF ESS

The city of Ess is a metropolitan city, boasting populations from throughout the multiverse. Unlike many cities in Hell (and despite the smoky air and swampy ground in the surrounding area), many of the residents here are neither infernal in nature, nor are they necessarily evil. Many of the merchants who use this city as their base of operations are neutral, and some of them are even good. As long as they are not Ess to cause trouble, or worse, engage in some religiously motivated crusade against all devilkind, the city requires that they are tolerated. By keeping this port open to all who wish to use it, Ess remains a place where goods from throughout the multiverse, many of them rare or decadent, can be found.

The city itself is divided by the river Styx. The less privileged live on the southern bank, while the wealthy and the devils who rule the city live on the northern portion. The landscape is further divided by the Vadden cliffs, the top of which is where most of the large manors and towers are built. These structures not only have large footprints, but also boast large towers that form a skyline that can be seen from any point within the city.

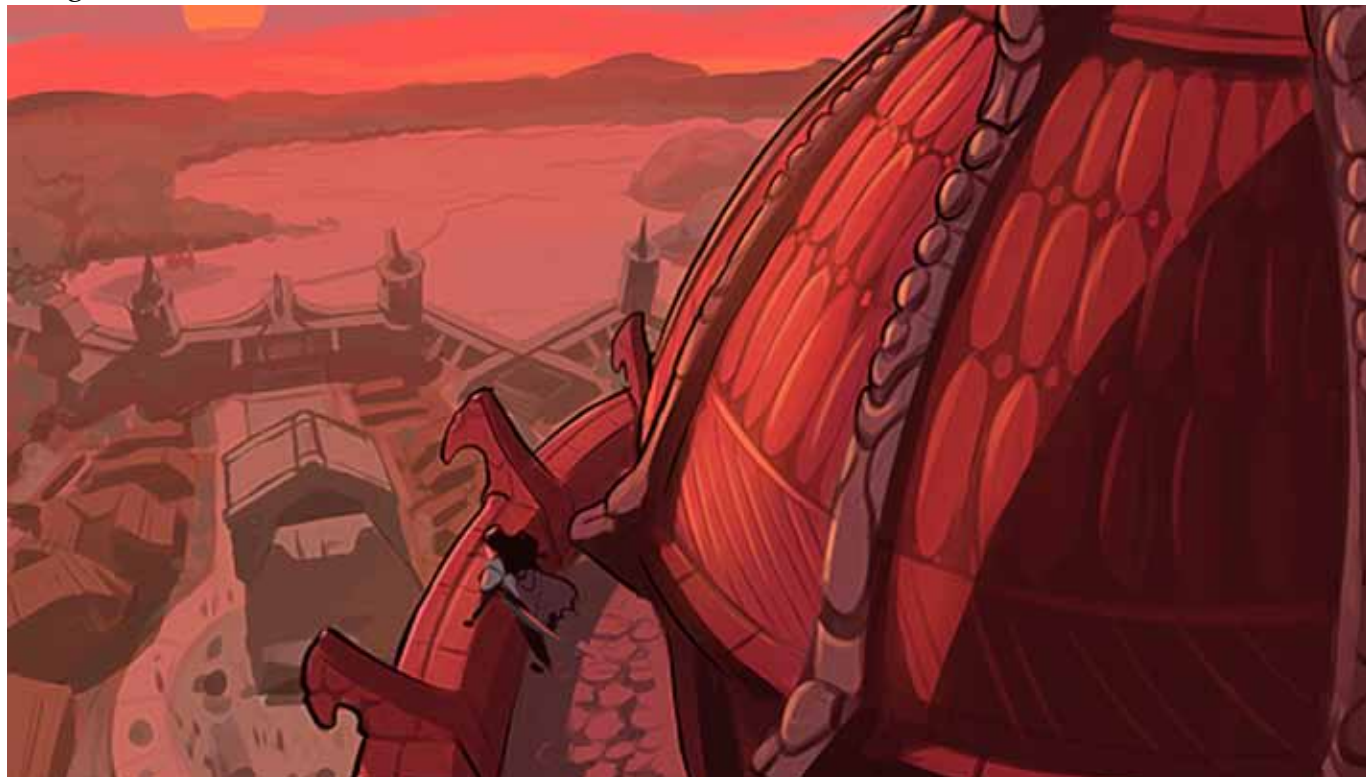
The following are some of the prominent locations within the city:

1. Andurger Gate: While most of the visitors to Ess arrive and depart via the river Styx, Andurger Gate is used by those entering from nearby estates and other outlying areas. It reflects light, as though

made of obsidian, and the crenellations are composed of curved spikes that start at the top-most floors of the tower and sweep upward past the battlements.

Because of the concentration of wealth in this area, the bearded devils who man the gate are selective about who gains admittance from here. The law states that only those who have business with the city's elites may pass through this gate, and all others are sent to Mobaur Gate on the opposite side of the Styx. Traveling to the other gate involves a short teleport for those who have such magic available to them, or a three mile trek through often perilous terrain in either direction to the nearest bridge.

2. Mobaur Gate: This is designed similar to Andurger Gate, though less scrutiny is applied to those entering the city here. Undesirables and exiles are summarily turned away, while those who arrive to trade are shown preference. It is customary for the guards to divine the alignment of those passing through, and those who are either good or chaotic are often questioned. By Phosonith's decree, visitors with an alignment that doesn't normally match that of Hell are not automatically turned away unless they are deemed dangerous to the city. Guards are required to log everyone they turn down, and those who routinely refuse entry to a larger than average percentage are reviewed and sometimes removed from their posts. Impeding trade is a criminal offense that



can result in being demoted back down through the ranks of devildom.

3. Dominion Point: This where Phosonith and his armies made their stand against the legions of the Abyss and emerged victorious. It is also where he ascended to the rank of General. The site is marked by a brass sculpture in the shape of a crescent, the center of which comes to a point thirty feet above the ground. Within the open area inside the sculpture are the life-like depictions of the forces of devildom that won the day. Inscribed upon the entirety of the inner portion of the half-circle is an epic poem about the victory, written in infernal.

4. Monument to Asmodeus: Depicting Asmodeus, the lord of all of Hell, this is the largest monument within the city. It is an imposing figure that is carved from basalt and stands two hundred fifty feet tall. He is crafted in extremely realistic detail, though his countenance is idealized. He is portrayed with one hand stroking his beard while the other holds a jeweled scepter.

5. The Fellblight Bridges: These massive bridges span the width of the river Styx and provide the residents of Ess access to either side of the city. These structures are immense, constructed from basalt, and are strong enough to support the buildings and towers that have been built on them. There is no fencing of any kind along the sides, which can prove perilous for anyone wandering too close to the edge. For those determined to eliminate a rival, this is one of the most convenient places to do so. Many believe that the bridges were constructed like this purposefully so that the leaders of Ess could quickly and easily eliminate their rivals without leaving a mess. This belief has

persisted, and there is a culture of not watching the activity of others here too closely for fear of seeing something that could bring trouble upon oneself.

6. The Vadden Stairs: This stairway provides access to the plateau atop the Vadden cliffs. The stairs are wide and tall (designed for Large creatures), having been built to a scale that is appropriate for devilkind.

7. Monument of Phosonith in Triumph: The newest major monument to be added to Ess, this statue stands one hundred fifty feet tall and was sculpted from ice that is magically frozen and cannot melt. It is freezing to the touch (causing 1d10 points of cold damage), and the air is colder than elsewhere within the city within a fifty foot radius surrounding it. This statue depicts the city's overlord wearing spiked plate armor and wielding a large sword in both hands.

8. Monument of Geryon in Dominion: The second largest monument in the city, this statue of Geryon is constructed from gray marble and stands two hundred feet tall. Unlike the other two statues in Ess, this one is highly stylized, depicting Geryon with unrealistically sharp angles throughout the sculpture. This style of art was popular when the statue was sculpted three thousand years ago. Although it is now out of vogue, the statue is preserved in its original form as a historical monument.

9. The Basilica: This building has numerous massive towers, which are connected by sky bridges that appear precarious but are actually quite sturdy. It serves as Ess's administrative center. City business, the offices of tax

collection, and the courts all operate from this labyrinthine structure.

10. Phosonith's Palace: Connected to the Basilica, this structure serves as home for Phosonith, his concubines, offspring, and servants. It is fortified to protect him in case of an invasion or uprising, and access to the Basilica can be closed off.

11. The Barracks and City Prison: This large structure is where the bearded devils that patrol the city are stationed. The extensive dungeons below are used as a prison, where the multitudes who run afoul of the city's laws are kept. While the guards are the model of discipline, the dungeons are not known for their efficiency. Many who find themselves here also find themselves lost within layers of bureaucracy, sometimes remaining imprisoned long after they have technically completed their sentences. Many have petitioned Phosonith to improve the system, but he has thus far refused on the grounds that this inefficiency keeps would-be troublemakers off the streets, so they pose no danger to the city's denizens.

12. The Labyrinth: The streets in this section were designed with the intention to be difficult to navigate. Most of the structures are similar in style and deviate very little in construction, instilling a sense of sameness throughout. Many like to wander these streets for enjoyment, though there have been cases of killers luring their victims into this part of the city to toy with them during sadistic chases.

WE ERR ON THE SIDE OF AWESOME!

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