



INFAMOUS ADVERSARIES

Urizen, the Bleak Lord



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ROLEPLAYING GAME COMPATIBLE

INFAMOUS ADVERSARIES

URIZEN, THE BLEAK LORD

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FOREWORD BY OWEN K. C. STEPHENS

I love a good villain.

Of course what I *meant* to say was that I love to hate a good villain. Because no one would ever actually love a bad guy, right? No one would be so twisted as to take joy in a character that cuts an imposing silhouette in the seconds before he kills someone, whose very name strikes fear into the hearts of common men, who makes deals with devils and cuts out the heart of angels. Right?

Okay, maybe I'm just really twisted.

Villains are important in roleplaying games, because without them who do the heroes fight against? Who burns down a child's village, and inspires her to take up the mantle of the paladin? Who double-crosses the scoundrel and forces him to side with the good guys just to get even? And perhaps most importantly, who is so powerful and dangerous as to justify a group of noble altruists looting every body they come across in their quest to gain enough power to oppose him? The villain, that's who.

So the villain is the yardstick against which heroes measure themselves. Players would much rather be known as "The Slayers of the Bleak Lord and his deadly Frost Witch" than "Those who opposed Bob, the modestly annoying mayor." Having a cool villain in a game – a villain who combines a believable objective, a horrifying methodology, a cool theme, and the power to be a threat – is an invitation to players to make cool heroes. A good villain can define a campaign, and you know you have a good one if players are talking about (and worrying about) your villain even when he

hasn't shown up recently.

Good villains are priceless, and can take a lot of effort to make. *And a lot has gone into the making of this villain.*

This product makes use of (among other awesome resources) the death knight, a class I wrote for Super Genius Games's pdf '*The Genius Guide to the Death Knight*'.

When writing that product I was inspired by a lot of concepts, but I also utilized the framework of the antipaladin presented in the *Advanced Player's Guide*. That in turn was based on the paladin in the *Pathfinder Roleplaying Game Core Rulebook*, which in turn builds on the work from designers of earlier editions of the game.

So the work of no less than four companies, spread over at least five products, has gone into creating the product you're reading now. And depending on how you want to count, it could easily be argued that two or three companies more, and dozens of products, are in the heritage of this design. That's a lot of designers putting in a lot of hours in front of computers and even typewriters to make Urizen the Bleak Lord possible.

All he's missing now are some characters to terrorize. And that's where you come in...

*-Owen K. C. Stephens,
Pathfinder RPG Development
Manager for Super Genius Games.
(Fall 2012)*

URIZEN, THE BLEAK LORD

INTRODUCTION

Towering in an ancient suit of cold blue-black plate, Urizen stands immobile and impassive. Sharp, icy wind cuts around him like a tornado of razor blades, and yet he only stares ahead with blazing blue energy where he once had eyes. Those same eyes once belonged to the living, and now only gaze to the future, to a time when the world is swallowed by ice and he rules upon a throne of bones.

A GROWING STORM

Once there was a Northman known by his tribe as Graldis. This man was of no real importance within the tribe, and his personality was foul, even by barbarian standards. His tribesmen hunted, killed, made war and died. This was their lot in life. It was bloodshed and warmth, then death and the eternal cold.

Graldis was a capable warrior, and a spiritual man, albeit, not a terribly wise one. Though he dealt death with ease, he frequently contemplated his own lot in life. Why was it that he was relegated to living life in this wasteland? Why must the clans fight one another for supremacy and hunting rights? Why must the cold winter bite at their flesh and leave them whimpering for fire?

Eventually he became obsessed with the nature of fire. He knew that his tribe needed it to survive. They needed it to cook, to warm their bodies and to protect them from the predators in the darkness. But Graldis despised the fire. How his people relied

upon it. They were its slaves. They lived at the mercy of the flame, and would never be free from its shackles.

One night, deep in a drunken stupor he stared deep into the communal bonfire and contemplated the mysteries of the flames with the clan's shaman. The shaman saw a growing darkness within the young barbarian and tried to discourage his views, but Graldis was adamant. To teach the young foolish barbarian a lesson, the shaman told him that he should leave his people behind, and seek out the cold. He must learn the balance of life and death, and the need for both cold and fire.

Graldis wrapped himself in ragged animal furs and took to the cold, dark wilderness. Graldis wandered for many days, eating nothing, fueled only by his inner rage. He followed the stars guidance, and went northward, into the maw of icy death itself. He continued to travel far past the no-man lands, to where no clan would go, even in the deepest, warmest summers.

His flesh stung and even his eyes began to crystallize. He began to doubt his own beliefs. Fire was not his enemy, he was his own enemy. He had brought death upon himself. Even if he turned about now he would die of starvation or freeze.

He fell to his knees, knowing that his time was near. He lay in the snow, his life's breath raggedly wafting away in the unforgivingly glacial air. He thought to himself that now was the time. Either the gods needed to show him a sign or he was finished. "The gods be damned!" he cried out. Slowly, darkness overtook him, yet he did not die.

Perhaps the gods had purpose for him, or perhaps they simply have a cruel sense of humor. The half-frozen barbarian awoke from the black abyss of despair he had fallen in, only to hear the sounds of insectoid chittering. He bolted upright only to see a huge slavering insect standing only several arm's lengths away. Its mandibles scythed together hungrily as it eyed Graldis. It determined that he was easy prey and it slithered forward.

Graldis grabbed his sword and tugged to free it, but the snow and ice had fused it shut in its scabbard. The beast coiled itself, towering some six feet or more over Graldis, who still sat in dismay on the ground. So this then was to be his end. Some sign he was given, damn the gods indeed.

The beast lunged, and using the frozen blade, he blocked its jaws from severing his head. Still, the mandibles clacked and sheared, mere millimeters from his head. But then he felt it... somehow the beast must have wounded him as he defended himself. He felt the warm liquid trickling down his chest and legs.

He glanced down and saw that the beast's abdomen was glowing with light and heat. It must use this heat to traverse the icy depths and tunnel. It wasn't his blood he felt, but melting ice! He tore his sword loose from its scabbard and rolled from the clutches of the insect creature. With his sword loosened, and the creature revealing its fiery nature, Graldis' resolve was steeled. The gods had sent a beast of fire to destroy him out of contempt!

He felt an uncontrollable shudder rip through him. Rage washed over him like a crushing

wave. The urge to flee was gone, he only wanted to kill. The beast turned, standing its ground, but Graldis was already charging to it, every muscle in his body singing the beast's death hymns. He slid on the ice and underneath the creature, gutting it fiercely from neck to tail.

He stood and looked at the beast's corpse, its entrails smoking in the cold air. He spat at it and ran, following its tracks. Sure enough, the beast burrowed out from some self-made tunnel. Graldis looked down its depths into utter darkness. He now knew no fear and slid down, anticipating his end, but grinning wickedly nonetheless.

The icy tunnel twisted and rocked as he slid faster and faster, eventually separating him from his blade, which flew down an opposing tunnel. He cursed as it left his grasp, and he attempted to slow his descent, but he only managed to peel the skin from his fingers as he dug into the ice. No longer paying attention to where he was headed, he was launched upward and slammed into the tunnel's ceiling, knocking the unfortunate barbarian unconscious.

He awoke in utter darkness. His head swooned and he realized that he was no longer moving. He attempted to stand, but fell to his knees again. Pain coursed through his body. With no torch and no blade, he felt his way through a maze of tunnels, eventually reaching a section abuzz with life and faint glowing light. He had found their nest...

I can help you destroy the flames within, a voice said to him.

"Who said that," he called out. He heard the voice, but not with his ears – it was in his mind. Graldis looked around in the dim light and caught a glimmer of steel from within the far wall.

Yes, come to me young one. I will give you the strength you need to succeed in this task.

With an unwavering gait, Graldis walked to the oddly shaped formation in the icy wall. To his surprise, a suit of armor and a steel blade lie trapped within the ice. The armor was a deep blue-black, with menacing spikes and a demonic face which seemed to howl within the breastplate. He was wary of such things, but he needed armor and a blade if he was to survive what he needed to do. There were a lot of the damned things, he thought.

As he moved forward, the voice spoke again. *I will give you the strength to conquer your foes in life, but in death -- you are mine.*

He nodded hesitantly, and proceeded to free the trapped steel. He wrenched it free from the wall, the bones that once inhabited the armor rattled loose, and the skull of the poor soul wrenched off as he pulled. He donned the armor and instantly felt the numb of the cold lessen.

It was time to quench their flames.

She watched with great interest as the warm one strode from the caverns. She stood boldly and with little clothing, apparently

inured to the cold, her blue skin taking little note of the freezing wind.

Her crystalline eyes watched intently as he drug the huge corpse of the winter worm out and tossed it to the ground. Even she would not dare tread in their lair, knowing full well the beast's tastes for giant flesh. She brushed her thick blonde hair back, tying it in a knot. This could not be any ordinary man. He strode with purpose, and did not appear lost, despite the fact that he was far, far from any known human tribal lands.

These were the lands of the Jötunn, the frost giants. She knew well, because she was one of them. Or at least she was. She had been born of their blood, but hers was mixed with that of the middle men. That made her weak in their eyes, and when her gifts began to manifest, she was cast out. The giants feared her prophecies and somehow thought that killing her would invite doom upon them. So instead they banished her from Utgarðh, and she lived in the wild lands between both men and giant, much like her own bloodline.

She had been taught that one day a mortal would come to her lands, one who would could defeat even the giants, and would bring the world of men to its knees. Such things were mere fantasy though, she knew this could never happen, and certainly not by a mortal man.

She would have to seek him out and find out why he had come. Who was this armored man, capable of slaying an entire clutch of winter worms? Certainly not one of the barbarian tribesmen, they wore fur and rags, and this was vicious, ancient armor. It was

something alien, something she had never seen before.

She stepped forth from her hiding place and allowed herself to be seen. The hulking man showed surprise at her presence but she detected no fear. Interesting, she thought to herself.

Valkari the Ice Witch called out to him. "Stranger!" she shouted. "Why have you come to these lands? There is nothing but death for you here!"

"I come to the Great North to seek *Truth*," he coolly replied. "My people are slaves to fire and it makes them weak. I shall liberate them and rule all of the North. The gods have gifted me with both armor and blade. I seek my destiny here."

So it was true after all. He had come. She, half-blood and outcast was to deliver *Him*. She was destined to have found him, and this moment was written in time ages ago. Why else would she have been cast out, and why else would she have been gifted with such abilities. She would have to take him before Eirik, the Jötunn king. He would restore her to a position of vizier among her people, and this prophesied one would bring about the doom of man. How glorious!

"Prepare yourself human," she cried out. "I will take you to the giants and you will prove to them that you are the Lord of Winter. We ride at daybreak."

The frost giant guards stiffened at their approach. They bore spears three times the height of a man, and leveled them at the

duo. "Valkiri, you are banished and not allowed within our holy city. Worse, you bring a non-giant with you in thrall. Tell us why we should not kill you where you stand," one spat.

"I bring the future Lord of Winter. The one who will bring the cold to the lands of men, and usher forth a winter the likes of man have never seen. Mountains of ice will glide through their lands and grind their cities to splinters. The Jötunn will once more rule these lands."

The giant growled. "You ignorant wench... You do realize that the Lord of Winter is to be a giant? Were it not that you were the King's daughter, you would be little more than a stain upon the snow, long forgotten."

She only smiled.

Blood began to drip from the giant's nose. Then his ears and eyes. He dropped his spear and fell to his knees, clutching his skull. "AAAAaaaarrrrrgggghhhhhhh, get out of my head!" he screamed.

Graldis glanced at the witch, and saw the unbridled ferocity in her eyes. The giant fell face first into the snow, a growing puddle of steaming blood around him. The other huge guard took several steps backwards, his disgust and contempt keenly visible in his contorted face. He turned about and began leading them into the city.

He led the pair through the city of great ice buildings with familiarity, eventually coming to her father's great fortress. Valkiri sighed mightily and with trepidation, her hand mere inches from the door. "You had best hope

you are the Lord of Winter, Graldis. For if I am wrong, we are both dead.”

Graldis only nodded silently from within his midnight black helm. His ice blue eyes pierced through the darkness of the helm with grim determination. He felt the power of the armor flow through him, and even the sword he held thrummed with power. It was as though it were forged for his hand.

As they entered the King’s chambers, they roused a number of gathered clansmen, each easily the size of two men, and many times stronger and thicker. They snarled and hurled insults at the witch, knowing full well who she was. “Why have you come here Witch? Do you wish to see your head removed from your shoulders? Have you taken a pathetic human lover now, or is it your pet?

“*Enough!*” yelled Eirik, King of the Jötunn — his deeply commanding voice reverberating throughout the halls. The other giants knew well enough to silence their sharp tongues. “Speak foolish girl. Why have you brought a human to our abode? Why have you broken the pact that we made? By my own law, your head should lie at my feet, cold and unseeing. Yet here I sit upon this throne, wondering why you have come.”

“Because of *Him*, King Eirik. This is the Lord of Winter returned -- *father*. I have read the prophecies and seen his deeds. He quenched the pit of flames and bears the blessing of Utgaroth. He is the Lord of the North and will lead us to our righteous rulership over all of the Southlands.”

“You do not sound convinced Valkiri, and neither am I. The old texts say that the Lord

of Winter was made of giant blood, and this miserable excuse of a man has no giant blood within his veins. He is a mewling cat compared even to my weakest guards’ wives! He is no...”

“I demand the challenge of leadership,” Graldis said suddenly. “This is no time of war, and I am the champion of Valkiri, daughter of the Thane, rightful successor to the throne.”

The room grew silent. The blood drained from Valkiri’s face as she braced for the inevitable backlash. The King stood from this throne, his cold blue eyes suddenly aflame with malice. He nodded to one of his Thanesguard, a hulking frost giant named Njal, who nodded curtly as well.

Njal unsheathed his greataxe and strode forward with huge, thunderous steps. The axe coursed with lightning and hummed with power. He smiled grimly and lept at Graldis, who was barely able to deflect the blow. Still, electricity ran down his blade and he felt its sting within his arms.

But Graldis was empowered. The armor he found deep in the ice caves seemed to move of its own volition, and both blade and armor worked in concert. The giant’s blows were fearsome and knocked him around, but Graldis remained on his feet. He took blows that should have cut a mortal in half.

I will give you the strength you need to overcome the giants. Trust in me.

Their titanic battle raged on, as giants cheered and grimaced as blows were exchanged. In time, Graldis gained a measure of confidence, seeing that the

bulwark of ancient steel held true. Now, he thought, was the time to turn the tide from defense to offense. He suddenly reversed his stance and brought his new blade to bear. He swung it in wide arcs, cleaving through the air with furious abandon. He caught the giant's shoulder, splitting his chainmail in a shower of sparks and metallic rings. Bone crunched under the black blade's thirsty advance, and the giant yelled out in pain.

Now Graldis knew he had the upper hand. He paused for a moment to survey the faces of the other giants in the room. They were dismayed, slack-jawed and angry. To see their greatest warrior bleeding and in pain before them must have been a sight they believed they would never see. But then Graldis realized he had made an error. The giant Njal was not dead, he was merely wounded. He saw the giant's axe coming at him, but he was just fragments of a second too slow.

The axe head caught him full on in the chest, cracking breastplate and rivets. He felt the axe bury itself deep in his chest, and collapse his lung. Blood gushed from his wound and he felt the fiery liquid pouring out and onto the ground. His vision began to dim, and he looked up only to see the giant's cruel smile. It was the last thing he ever saw as a man.

But in death you shall be mine...

The words rang hollow in his head. He vaguely remembered the events that were playing back through his mind. He sat up with purpose, and his hand touched his grim

armor. There were no signs of damage. Perhaps this had all been a dream. There were ashes and bits of wood blowing about, but he could not smell them. Even the cold was muted... completely. He stood and pulled himself free of the now dead funeral pyre. He gazed down at his hands and finally saw that they were nothing but clutching bones.

He looked to the sky and screamed.

GRALDIS THE COLD, CR 6

This is Graldis the mortal, before he was tainted by his graveknight armor. As a true mortal, he is still simply a somewhat delusional barbarian, and possibly the puppet of a great winter deity (Utgarth).

GRALDIS THE COLD [CR 6]

Male Human Barbarian (Armored Hulk) 7
CN Medium Humanoid (Human)
Init +2; **Senses** Perception +7

DEFENSE

AC 17, touch 12, flat-footed 15 (+5 armor, +2 Dex)
hp 68 (7d12+14)
Fort +9, **Ref** +6, **Will** +5
DR 1/-; **Resist** Energy Resistance: Cold

OFFENSE

Spd 35 ft.
Melee +1 Frost Keen Greatsword +11/
+6 (2d6+13/17-20)

STATISTICS

Str 18, **Dex** 14, **Con** 14, **Int** 10, **Wis** 11, **Cha** 15
Base Atk +7; **CMB** +11 (+12 Overrunning);
CMD 23 (24 vs. Overrun)



Feats Icy Gaze of Death (DC 15) (Su), Power Attack -2/+4, Relentless Butcher, Vital Strike, Weapon Focus: Greatsword

Traits Dominator (Belkzen), Indomitable Faith

Skills Acrobatics +4, Bluff +3, Diplomacy +3, Escape Artist -1, Fly -2, Handle Animal +6, Intimidate +12, Knowledge (Arcana) +4, Knowledge (Geography) +2, Knowledge (History) +2, Knowledge (Local) +2, Knowledge (Nature) +5, Knowledge (Religion) +4, Linguistics +1, Perception +7, Sense Motive +2, Stealth -1, Survival +4

Languages Common, Giant

SQ Black Blessing, Bone Beads, Indomitable Stance (Ex), Intimidating Glare (Ex), Rage (18 rounds/day) (Ex), Renewed Vigor 1d8+2 HP (1/day) (Ex)

Combat Gear +1 Frost, Keen Greatsword, Bone Agile Breastplate;
Other Gear Black Blessing, Bone Beads, Boots of the Winterlands, Cloak of Resistance +2

SPECIAL ABILITIES

Black Blessing This small black pouch typically bears a symbol of a heart, bird's head, or fish scribed in blood. It grants the wearer a +1 resistance bonus on Fortitude and Reflex saving throws. However, the wearer also takes a -2 penalty on all Will saves against spells cast by the item's creator.

Bloody Assault Benefit: You can choose to take a -5 penalty on all melee attack rolls and combat maneuver checks to inflict 1d4 points of bleed damage with your weapon melee attacks, in addition to the normal damage dealt by the weapon. A creature continues to take bleed damage every round at the start of its turn. Bleed damage can be stopped by a DC 15 Heal check or through any magical healing. Bleed damage from this feat does not stack with itself. You must choose to use this feat before making the attack roll, and its effects last until your next turn (although the bleeding lasts until healed, as normal).

Bone Beads This bracelet of tiny carved skulls allows its wearer to command up to 8 HD worth of mindless undead creatures as the command undead spell. It is a standard action to establish control over an undead creature, and a free action to relinquish control. If the wearer attempts to control more than 8 HD of undead, the new creatures fall under the wearer's control and any previously controlled undead in excess of this amount become uncontrolled.

Damage Reduction (1/-) You have Damage Reduction against all attacks.

Dominator (Belkzen) You receive a +2 trait bonus on all attempts to demoralize an opponent in combat using your Intimidate skill.

Energy Resistance: Cold (Ex) Cold Resistance while raging.

Indomitable Stance (Ex) +1 to Reflex vs. trample & to hit, dam, and AC vs. charging foe.

Intimidating Glare (Ex) While raging, use Intimidate to shake your opponents.

Power Attack -2/+4 You can subtract from your attack roll to add to your damage.

Rage (18 rounds/day) (Ex) +4 Str, +4 Con, +2 to Will saves, -2 to AC when enraged.

Relentless Butcher You revel in the glory of dismemberment and maiming. Benefit: When you confirm a critical hit, that opponent must make a Fortitude save (DC = 10 + your Strength or Dexterity modifier) or be stunned for 1 round.

Renewed Vigor 1d8+2 HP (1/day) (Ex) 1/ day while raging, heal yourself for 1d8+2 HP.

Vital Strike Standard action: x2 weapon damage dice.

MOTIVES

Urizen "lives" only for a single-minded goal. He seeks to bring the deathly cold to the world. In his eyes that smolder like azure embers, he gazes from the mountaintops, scheming to bring an end to the reign of mankind.

Along with his vizier, the half-frost giant ice witch Valkiri, he lords over a mock kingdom of the frozen dead. They raid the Northland's villages and slaughter all, freeing them from their mortal weaknesses and

further growing Urizen's armies of loyal subjects.

APPEARANCE

The creature that was once Graldis the man is a terrifying sight to behold. Clad in a wall of blue-black plate armor, he stands grimly silent. Ice forms on his armor and drips from his joints. His armor bears a great mithral embossed symbol deep within his unbreathing chest, but it is not one that any sage of this era would recognize.

Spikes adorn his shoulders and gauntleted arms. A black aura of menace and numbing cold snakes from his presence. Upon his head is a steel greathelm of a sweeping skeletal wyvern. The helms open face shows only his blue and frozen undead flesh, with only his piercing blue eyes shining through to acknowledge that he yet lives.

PERSONALITY

Urizen the Undying, the Bleak Lord, is a cold, unfeeling being with no sympathy or emotions other than the occasional outburst of anger. He was outcast by his own people for his crazed beliefs, betrayed by an intelligent suit of armor and now battles to recall any remnants of his former life. The name Graldis means little to him.

Now he surrounds himself with the undead. His former tribesman now serve him in death. He rules a fortress filled with the mindless dead and he and his vizier, the ice witch Valkiri, hold a mock court within.

Urizen holds no love for the living, believing death to be the final release of the weakness of life. Once, he was perhaps a

pawn of the ice god Utgaroth, but now he is his own master. He is now the tyrant of the North, and all of mankind will bow before him. Truly he has become a megalomaniac of extreme proportions.

RESOURCES

Urizen's kingdom needs little. The dead do not need to eat, nor do they require wages. They simply do as commanded. Still, he has raided many villages and small cities. His empire grows and grows, and with it, the spoils of war.

His undead armies amass arms and equipment. They build siege engines and further build and entrench his citadel. His most valuable asset is a near endless amount of undead foot soldiers at his disposal.

Several cities have attempted to bribe Urizen, but to no avail. Wealth means little to him, only the extinguishing of the torch of life and the spread of winter's touch.

LAIR

Built upon the very same tunnels as the den of winter worms, Urizen has built his truly foreboding citadel known as Icegrip. The winding tunnels beneath Icegrip still exist, though the winter worms are long gone. Massive sheets of ice have been cut to form its walls, and the ice magically treated to be as hard as stone.

Those who see the citadel are awed at its architecture. It is monolithic in size and appearance, though made of ice. It appears to have been pushed up out of the frozen ground, twisting and turning, only to open at the spire like a clawed hand. Those who

gaze upon its featureless expanse are filled with dread, as it casts the shadow of a clutching grasp upon the frozen waste.

NETWORK

Upon his death, Urizen rose and began a new life. He severed his ties with his former tribesmen and in fact, they were his first victims. He then conquered several other lesser tribes until his numbers were sufficient to assault the frost giants. Now those slain serve him as undead, and a handful bowed to him as the true Lord of Winter.

The frost giants serve as his personal retinue of bodyguards, and they are fervently loyal, truly believing that he is the prophetic champion. While not a giant himself, the prophecy stated that the Lord of Winter was made of giant blood. Much giant blood was spilt to ensure his reign... he was not made *of* giant blood, but *made* of giant blood.

The witch Valkiri serves as his vizier and confidante. She fully believes in his capabilities and eventual dominion. She is often the brains behind the operation, the only connection he has to the living world.

His throngs of dead soldiers follow his orders implicitly. They patrol the surrounding environs of Icegrip searching for any living soul foolish enough to tread upon Urizen's grounds.

TACTICS

Urizen is a terrible foe to behold from afar, and one that freezes the blood of even the most stalwart hero. He knows that he is a far superior combatant to most, if not all who



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stand before him, and he knows no fear. He do longer fights with reckless abandon, rather a cold, calculated attack that strikes at the throat of any weaknesses a group of foes might possess.

If faced in battle, it is most often with his minions any group of players might find conflict. Urizen sometimes leads charges directly from the back of Gelom or from the air on the skeletal wings of Acheryst. He will not put himself willingly in the face of harm unless he has calculated his victory and is using his presence as a demoralizing factor for an opposing force.

When faced with a group, he immediately deals a devastating blast, tossing out a great amount of cold damage in a cone. Afterwards, he will target any obvious warriors with *fear*.

Should he become confronted by strong resistance, he will immediately seek to destroy any divine energy-using characters first, or those that show obvious holy symbols. He will first cut off any ability his foes have to recover from his wounds, striking down such characters with full effect. He will seek to use every power at his disposal to do so, power attacking and using his grave strike ability. Any foes that he knocks to 0 or less hit points must save or die due to his deadly finish ability.

Once any healers are dispatched, he slaughters the rest of his foes with reckless abandon, preferring a combination of vicious melee attacks against softer opponents and spells or spell-like abilities against stronger melee types.

MORALE

Urizen is completely fearless. Not only does he know that he is incredibly powerful in this form, but he also knows that he cannot be truly destroyed. The armor, the housing for the true 'Urizen,' has shown him its true power, and he fully understands the true depths of his abilities.

He does not gloat about such abilities though, leaving it as a complete surprise should he face an opponent that is actually capable of defeating him. In such a case, he will reform and return to face the opponent by surprise at a later date after learning about any existing weaknesses. While a wild instrument of icy death and destruction, he is no fool.

ADVANCEMENT OPTIONS

Urizen the Undying, CR14

In this incarnation, Graldis' personality still lingers, but is nearly lost. His armor has turned him into a Grave Knight and he has given in to his lust for death.

He has begun to conquer the isolated Northlands and may not yet be a known threat.

URIZEN THE UNDYING, CR 14

Male Human Barbarian (Armored Hulk) 5,
Death Knight 8

CE Medium Undead (Augmented Humanoid Human) Graveknight

Init +6; **Senses** Darkvision (60 feet);
Perception +20

Aura Sacrilegious Aura (DC 23)

DEFENSE

AC 32, touch 14, flat-footed 31(+12 armor, +1 Dex, +6 natural, +3 deflection)

hp 192 (5d12+8d10+104)

Fort +19, **Ref** +7, **Will** +12

Defensive Abilities Channel Resistance +4, Cold, Rejuvenation, Shaken; **DR** 10/ magic; **Immune** cold, electricity; **SR** 25

OFFENSE

Spd 35 ft.

Melee +1 Frost, Keen, Unholy Greatsword +20/+15/+10 (2d6+26/17-20) and Slam (Graveknight - Cold) +13 (1d4+8)

Special Attacks Channel Destruction - Cold (+3d6), Devastating Blast Cold (8d6 cold) (3/day) (DC 23), Grave Strike

Death Knight Spells Known (CL 5, 18 melee touch, 15 ranged touch):

2nd (3/day) Desecrate, Hold Person (DC 19), Grave Summoning II*

1st (3/day) Murderous Command (DC 18), Grave Summoning I*, Mask of Life* (DC 18)

*New spell found within the Super Genius Guide to the Death Knight.

STATISTICS

Str 24/28, **Dex** 14, **Con** -, **Int** 12, **Wis** 15, **Cha** 21/25

Base Atk +13; **CMB** +22 (+23 Overrunning)

CMD 36 (37 vs. Overrun)

Feats Command Undead (DC 17), Deadly Finish, Deathly Steed*, Icy Gaze of Death* (DC 23) (Su), Improved Initiative, Mounted Combat, Power Attack -4/+8, Relentless Butcher, Ride-by Attack, Toughness +13, Vital Strike, Weapon Focus: Greatsword

*New feat found within the Super Genius Guide to the Death Knight.

Traits Dominator (Belkzen), Indomitable Faith

Skills Acrobatics +3, Bluff +14, Climb +8, Diplomacy +8, Escape Artist -2, Fly -3, Handle Animal +11, Intimidate +30, Knowledge (Arcana) +8, Knowledge (Dungeoneering) +3, Knowledge (Geography) +3, Knowledge (History) +3, Knowledge (Local) +3, Knowledge (Nature) +6, Knowledge (Nobility) +2, Knowledge (Planes) +2, Knowledge (Religion) +10, Linguistics +3, Perception +20, Ride +9,

Sense Motive +10, Spellcraft +5, Stealth +1, Survival +6, Swim +8

Languages Common, Draconic, Giant, Necril

SQ Aura of Darkness (Su), Aura of Death (Su) Bone Beads, Channel Negative Energy (Su), Deathly Boon — weapon (Su), Graveknight Armor, Indomitable Stance (Ex), Intimidating Glare (Ex), Phantom Mount (1/hour) (Su), Rage (17 rounds/day) (Ex), Renewed Vigor 1d8+7 HP (1/day) (Ex), Resilience of Steel +1 (Ex), Ring of Force Shield, Touch of Corruption (4d6) (11/day)(Su), Undead Mastery (65 HD) (DC 23) (Su)

Combat Gear +1 Frost Keen Unholy Greatsword, +3 Adamantine Full Plate; **Other Gear** Amulet of Natural Armor +2, Belt of Giant Strength+4, Bone Beads, Boots of the Winterlands, Cloak of Resistance +2, Elixir of Shadewalking, Headband of Alluring Charisma +4, Ring of Force Shield, Ring of Protection +3

SPECIAL ABILITIES

Aura of Darkness (Su) The death energy that permeates a death knight can be detected as necromancy with a detect magic spell. The power of a death knight's aura of magic (see the detect magic spell) is equal to his death knight level. Effects that deal damage only to undead, deal that damage to Death Knights.

Aura of Death (Su) At 3rd level, a death knight radiates a necromantic aura that causes all enemies within 10 feet to take a -2 penalty on saving throws against necromancy spells and effects. This ability functions only while the death knight remains conscious, not if he is unconscious or dead.

Bone Beads This bracelet of tiny carved skulls allows its wearer to command up to 8 HD worth of mindless undead creatures as the command undead spell. It is a standard action to establish control over an undead

creature, and a free action to relinquish control. If the wearer attempts to control more than 8 HD of undead, the new creatures fall under the wearer's control, and any previously controlled undead in excess of this amount become uncontrolled.

Channel Destruction - Cold (+3d6) (Su) Add 3 cold damage to all weapon attacks.

Channel Negative Energy (Su) You can channel negative energy to heal the undead and injure the living.

Channel Resistance +4 You gain a +4 bonus to save vs. Channel Energy.

Cold (Ex) The death knight is immune to the effects of mundane cold, and gains cold resistance 10.

Command Undead (DC 17) Channel energy can take control of undead.

Damage Reduction (10/magic) You have Damage Reduction against all except Magic attacks.

Darkvision (60 feet) You can see in the dark (black and white vision only).

Deadly Finish Foes you knock out must make a Fort save or die.

Deathly Boon-weapon (Su) Upon reaching 5th level, a death knight receives a boon from his strong link to the powers of the grave. This boon can take one of two forms. Once the form is chosen, it cannot be changed.

The first type of bond allows the death knight to enhance his weapon for 1 minute per level as a standard action by calling upon the aid of a dead spirit. When called, the spirit causes the weapon to shed pale light as a torch. At 5th level, this spirit grants the weapon a +1 enhancement bonus. For every three levels beyond 5th, the weapon gains another +1 enhancement bonus, to a maximum of +6 at 20th level.

These bonuses can be added to the weapon, stacking with existing weapon bonuses to a maximum of +5, or they can be used to add any of the following weapon properties (consuming an amount of bonus equal to the property's cost): bane (any humanoid, or undead), dancing, disruption (even to non-bludgeoning weapons), frost, ghost touch, icy burst, vicious, vorpal, or wounding.

Deathly Steed You attract a death-dealing mount.

Devastating Blast - Cold (8d6 cold) (3/day) (DC 23) (Su) 30' cone deals 8d6 cold damage.

Dominator You receive a +2 trait bonus on all attempts to demoralize an opponent in combat using your Intimidate skill.

Grave Strike (Su) +1 to hit, +2d6 to damage when used.

Graveknight Armor Armor acts as a phylactery and must destroy utterly to kill a graveknight.

Icy Gaze of Death (DC 23) (Su) You can fill your eyes with the bright, pale blue light of the frozen sun of the realms of the dead.

As a standard action, you can activate a gaze attack. Select one creature within 60 feet, which must make a Will save (DC 10 +1/2 your level + your Cha modifier) or be dazzled for a number of rounds equal to 1/2 your level (minimum 1 round). Your gaze attack remains active for a number of rounds equal to your Cha modifier (minimum 1 round). During that time, any foe within 60 feet that sees you must make a save against your gaze attack at the beginning of its turn.

Immunity to Cold You are immune to cold damage.

Immunity to Electricity You are immune to electricity damage.

Indomitable Stance (Ex) +1 to Reflex vs. trample & to hit, dam, and AC vs. charging foe.

Intimidating Glare (Ex) While raging, use Intimidate to shake your opponents.

Mounted Combat Once per round you can attempt to negate a hit to your mount in combat.

Phantom Mount (1/hour) (Su) 1/hour, summon a phantom mount using your HD as caster level.

Power Attack -4/+8 You can subtract from your attack roll to add to your damage.

Rage (17 rounds/day) (Ex) +4 Str, +4 Con, +2 to Will saves, -2 to AC when enraged.

Rejuvenation (Su) Return 1d10 days after being destroyed

Relentless Butcher You revel in the glory of dismemberment and maiming. When you confirm a critical hit, that opponent must make a Fortitude save (DC = 10 + your Strength or Dexterity modifier or be stunned for one round.

Renewed Vigor 1d8+7 HP (1/day) (Ex) 1/ day while raging, heal yourself for 1d8+7 HP.

Resilience of Steel +1 (Ex) Gain bonus to AC vs a foe's critical confirmation rolls.

Ride-by Attack You can move - attack - move when charging mounted.

Ring of Force Shield An iron band, this simple ring generates a shield-sized (and shield-shaped) wall of force that stays with the ring and can be wielded by the wearer as if it were a heavy shield (+2 AC). This special creation has no armor check penalty or arcane spell failure chance since it is weightless and encumbrance-free. It can be activated and deactivated at will as a free action.

Sacrilegious Aura (DC 23) (Su) Desecrate in 30 ft, using positive energy in area requires a concentration check.

Shaken (Ex) The death knight is immune to the effects of the shaken condition. He can still gain the condition, which may result in him becoming frightened if he is shaken a second time.

Spell Resistance (25) You have Spell Resistance.

Touch of Corruption (4d6) (11/day) Beginning at 2nd level, a death knight surrounds his hand with a pale flame, causing terrible wounds to open on those he touches. Each day he can use this ability a number of times equal to 1/2 his death knight level + his Charisma modifier.

Undead Mastery (65 HD) (DC 23) (Su) Control undead within 50'

Vital Strike Standard action: x2 weapon damage dice.

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GELOM, SKELETAL MAMMOTH MOUNT, CR 10

Gelom is Urizon's chosen mount when leading ground troops at this level. He found the mammoth's skeletal remains frozen in ice and assumed them to be a divine gift. He animated the great beast and rides the terrifying huge skeletal mammoth whenever he needs its sheer strength or terrifying visage.

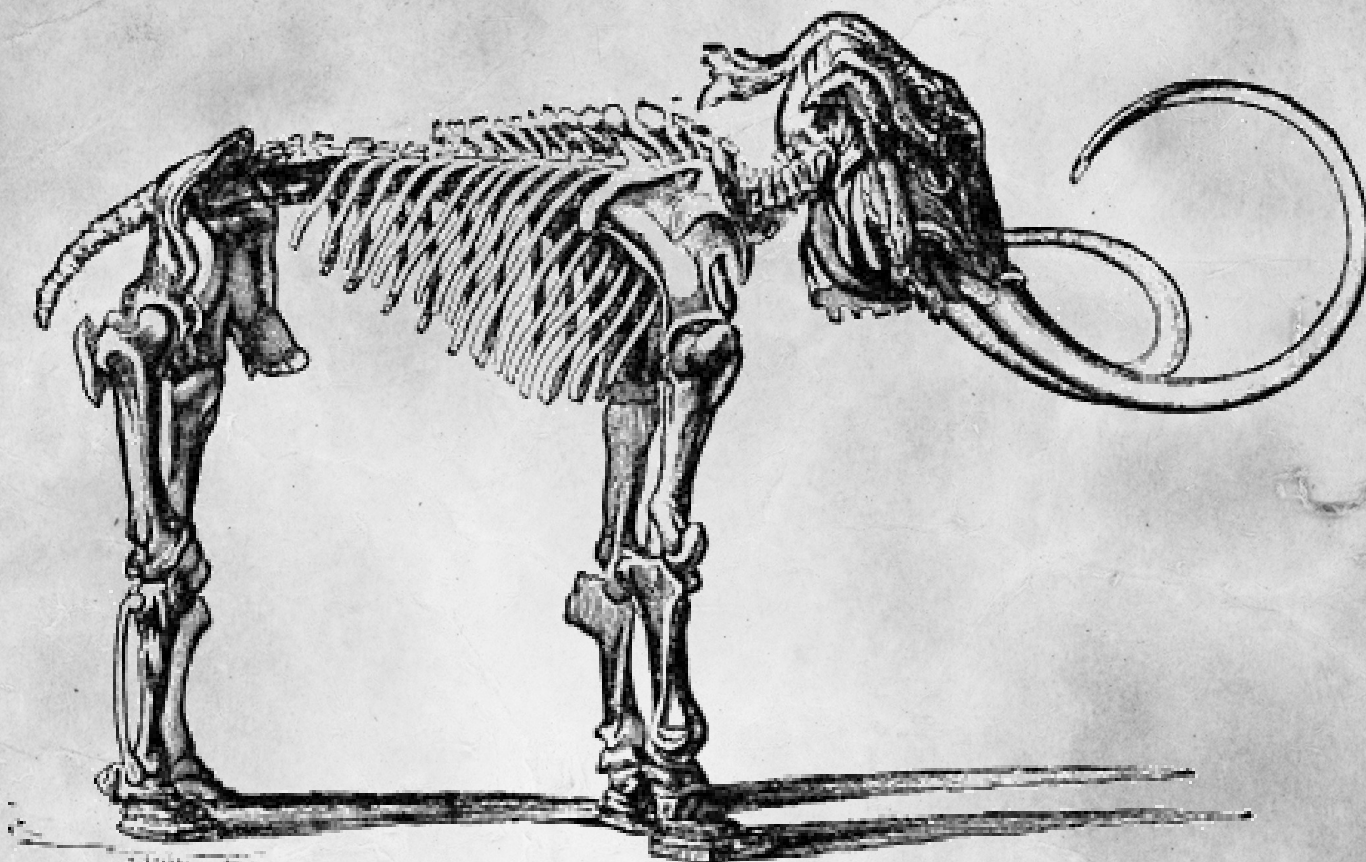
SKELETAL MAMMOTH MOUNT CR 10

Male Elephant, Mastadon

NE Huge Undead

Init +10; **Senses** Darkvision; Perception +0

DEFENSE



AC 23, **touch** 14, **flat-footed** 17 (+6 **Dex**, -2 **size**, +9 **natural**)
hp 125 (14d8+22)
Fort +8, **Ref** +13, **Will** +13
DR 5/bludgeoning; **Immune** acid, cold, **Undead Traits**

OFFENSE

Spd 40 ft.

Melee Claws x2 +31 (1d8+17) and Gore +31 (2d8+17) and Slam +31 (2d6+17)

Space 15 ft.; **Reach** 10 ft.

STATISTICS

Str 44, **Dex** 23, **Con** -, **Int** -, **Wis** 10, **Cha** 12
Base Atk +16; **CMB** +35 (+37 **Bull Rushing**); **CMD** 51 (53 vs. **Bull Rush** 55 vs. **Trip**)

Feats **Improved Initiative**

Skills **Stealth** -2

Languages

SQ Frost Bones (Ex)

Other Gear *Amulet of Natural Armor* +4

SPECIAL ABILITIES

Damage Reduction (5/bludgeoning) You have Damage Reduction against all except Bludgeoning attacks.

Darkvision (60 feet) You can see in the dark (black and white vision only).

Frost Bones (Ex) The bones of a frost skeleton constantly emanate freezing cold. A frost skeleton's melee attacks deal an additional 1d6 points of cold damage, and anyone striking a frost skeleton with an un-

armed strike or natural attack takes 1d6 points of cold damage

Immunity to Acid You are immune to acid damage.

Immunity to Cold You are immune to cold damage.

Undead Traits Undead are immune to death effects, disease, mind-affecting effects (charms, compulsions, morale effects, phantasms, and patterns), paralysis, poison, sleep, stun, and any effect that requires a Fortitude save (unless the effect also works on objects).

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URIZEN THE BLEAK LORD, CR 19

As Urizen the Bleak Lord, he is master of the Northlands. He rules the bitter North like a tyrant, and all who once opposed him are his deathless servants now. He gazes southward, and strategizes his next moves. Soon he will bring icy death to all the lands of men.

URIZEN THE BLEAK LORD CR 19

Male Human Barbarian (Armored Hulk) 5 Death Knight 13

CE Medium Undead (Augmented Humanoid, Human) GraveKnight

Init +8; **Senses** Darkvision (60 feet); Perception +24

Aura Aura of Murder, Sacrilegious Aura (DC 27)

DEFENSE

AC 35, touch 14, flat-footed 34 (+14 armor, +1 Dex, +7 natural, +3 deflection)

hp 280 (5d12+13d10+162)

Fort +25, **Ref** +14, **Will** +17

Defensive Abilities Channel Resistance +4, Cold, Deep Cold, Fear, Rejuvenation, Shaken; **DR** 10/magic;

Immune cold, electricity; **SR** 30

OFFENSE

Spd 35 ft.

Melee +3 Consecrated, Frost, Ghost Touch, Keen, Unholy Adamantine Greatsword +26/+21/+16/+11 (2d6+31/17-20) and Slam +17 (1d4+9)

Special Attacks Channel Destruction - Cold (+4d6), Devastating Blast - Cold (12d6 cold) (3/day) (DC 23), Grave Strike

Death Knight Spells Known (CL 10, 22 melee touch, 22 ranged touch):

4th (2/day) Fear (DC 22), Slay Living (DC 22)

3rd (3/day) Animate Dead, (DC 21), Deadly Juggernaut (DC 21)

2nd (4/day) Desecrate, (DC 20), Grave Summoning II*, Unadulterated Loathing (DC 20)

1st (5/day) Murderous Command (DC 19), Protection from Good (DC 19), Doom (DC 19), Grave Summoning I*, Mask of Life (DC 19)

*New spell found within the Super Genius Guide to the Death Knight.

STATISTICS

Str 24/28, **Dex** 14/18, **Con** -, **Int** 12, **Wis** 15, **Cha** 22/26

Base Atk +18; **CMB** +27 (+28 Overrunning); **CMD** 41 (42 vs. Overrun)

Feats Command Undead (DC 20), Deadly Finish, Deathly Steed*, Extra Channel, Death Knight: Channel Negative Energy 5d6, Icy Gaze of Death* (DC 27) (Su), Improved Channel, Improved Initiative, Mounted Combat, Power Attack -/+10, Relentless Butcher, Ride-by Attack, Toughness +18, Vital Strike, Weapon Focus: Greatsword

*New feats found within the Super Genius Guide to the Death Knight.

Traits Dominator (Belkzen), Indomitable Faith

Skills Acrobatics +5, Bluff +16, Climb +8, Diplomacy +12, Escape Artist +0, Fly -1, Handle Animal +12, Intimidate +36, Knowledge (Arcana) +8, Knowledge (Dungeoneering) +3, Knowledge (Geography) +3, Knowledge (History) +3, Knowledge (Local) +3, Knowledge (Nature) +6, Knowledge (Nobility) +2, Knowledge (Planes) +2, Knowledge (Religion) +13, Linguistics +3, Perception +24, Ride +11, Sense Motive +14, Spellcraft +5, Stealth +3, Survival +6, Swim +8

Languages Common, Draconic, Giant, Necril

SQ Aura of Darkness (Su), Aura of Death (Su), Bone Beads, Channel Negative Energy (Su), Deathly Boon - weapon (Su), Graveknight Armor, Indomitable Stance (Ex), Intimidating Glare (Ex), Phantom Mount (1/hour) (Su), Rage (18 rounds/day) (Ex), Renewed Vigor 1d8+8 HP (1/day) (Ex), Resilience of Steel +1 (Ex), Ring of Force Shield, Touch of Corruption (6d6) (14/day) (Su), Undead Mastery (90 HD) (DC 27) (Su)

Combat Gear +3 Consecrated, Frost, Ghost Touch, Keen, Unholy Adamantine Greatsword; +5 Fire Resistance, Fortification, Moderate, Unrighteous Adamantine Full Plate; **Other Gear** Amulet of Natural Armor +3, Belt of Physical Might (Str and Dex) +4, Bone Beads, Boots of the Winterlands, Cloak of Resistance +5, Coldfire Wrappings, Elixir of Shadewalking, Headband of Alluring Charisma +4, Helm of Telepathy, Horn of Valhalla Aligned: Chaotic, Ring of Force Shield, Ring of Protection +3

SPECIAL ABILITIES

Aura of Darkness (Su) The death energy that permeates a death knight can be

detected as necromancy with a detect magic spell. The power of a death knight's aura of magic (see the detect magic spell) is equal to his death knight level. Effects that deal damage only to undead, or deal extra damage to undead, deal that damage to death knights.

Aura of Death (Su) At 3rd level, a death knight radiates a necromantic aura that causes all enemies within 10 feet to take a -2 penalty on saving throws against necromancy spells and effects. This ability functions only while the death knight remains conscious, not if he is unconscious or dead.

Aura of Murder (Su) At 11th level, a death knight can expend two uses of his grave strike ability to grant the ability to all allies within 10 feet, using his bonuses.

Bone Beads This bracelet of tiny carved skulls allows its wearer to command up to 8 HD worth of mindless undead creatures as the command undead spell. It is a standard action to establish control over an undead creature, and a free action to relinquish control. If the wearer attempts to control more than 8 HD of undead, the new creatures fall under the wearer's control, and any previously controlled undead in excess of this amount become uncontrolled.

Channel Destruction - Cold (+4d6) (Su) Add 4 cold damage to all weapon attacks.

Channel Negative Energy (Su) You can channel negative energy to heal the undead and injure the living.

Channel Resistance +4 You gain a +4 bonus to save vs. Channel Energy.

Cold (Ex) The death knight is immune to the effects of mundane cold, and gains cold resistance 10.

Command Undead (DC 20) Channel energy can take control of undead.



Damage Reduction (10/magic) You have Damage Reduction against all except Magic attacks.

Darkvision (60 feet) You can see in the dark (black and white vision only).

Deadly Finish Foes you knock out must make a Fort save or die.

Deathly Boon-weapon (Su) Upon reaching 5th level, a death knight receives a boon from his strong link to the powers of the grave. This boon can take one of two forms. Once the form is chosen, it cannot be changed.

The first type of bond allows the death knight to enhance his weapon for 1 minute per level as a standard action by calling upon the aid of a dead spirit. When called, the spirit causes the weapon to shed pale light as a torch. At 5th level, this spirit grants the weapon a +1 enhancement bonus. For every three levels beyond 5th, the weapon gains another +1 enhancement bonus, to a maximum of +6 at 20th level.

These bonuses can be added to the weapon, stacking with existing weapon bonuses to a maximum of +5, or they can be used to add any of the following weapon properties (consuming an amount of bonus equal to the property's cost): bane (any humanoid, or undead), dancing, disruption (even to non-bludgeoning weapons), frost, ghost touch, icy burst, vicious, vorpal, or wounding.

Deathly Steed You attract a death-dealing mount.

Deep Cold (Ex) The death knight gains cold resistance 20. A death knight must have selected immunity to cold before selecting this immunity.

Devastating Blast - Cold (12d6 cold) (3/day) (DC 27) (Su) 30' cone deals 12d6 cold damage.

Dominator You receive a +2 trait bonus on all attempts to demoralize an opponent in combat using your Intimidate skill.

Fear (Ex) The death knight is immune to fear. A death knight must select the shaken immunity before he can select this immunity.

Grave Strike (Su) +1 to hit, +3d6 to damage when used.

Graveknight Armor Armor acts as phylactery and must destroy utterly to kill a graveknight.

Icy Gaze of Death (DC 27) (Su) You can fill your eyes with the bright, pale blue light of the frozen sun of the realms of the dead. As a standard action, you can activate a gaze attack. Select one creature within 60 feet, which must make a Will save (DC 10 + 1/2 your level + your Cha modifier) or be dazzled for a number of rounds equal to 1/2 your level (minimum 1 round). Your gaze attack remains active for a number of rounds equal to your Cha modifier (minimum 1 round). During that time, any foe within 60 feet that sees you must make a save against your gaze attack at the beginning of its turn.

Immunity to Cold You are immune to cold damage.

Immunity to Electricity You are immune to electricity damage.

Indomitable Stance (Ex) +1 to Reflex vs. trample & to hit, dam, and AC vs. charging foe.

Intimidating Glare (Ex) While raging, use Intimidate to shake your opponents.

Mounted Combat Once per round you can attempt to negate a hit to your mount in combat.

Phantom Mount (1/hour) (Su) 1/hour, summon a phantom mount using your HD as caster level.

Power Attack -5/+10 You can subtract from your attack roll to add to your damage.

Rage (18 rounds/day) (Ex) +4 Str, +4 Con, +2 to Will saves, -2 to AC when enraged.

Rejuvenation (Su) Return 1d10 days after being destroyed.

Relentless Butcher You revel in the glory of dismemberment and maiming. When you confirm a critical hit, that opponent must make a Fortitude save (DC = 10 + your Strength or Dexterity modifier or be stunned for 1 round.

Renewed Vigor 1d8+8 HP (1/day) (Ex) 1/ day while raging, heal yourself for 1d8+8 HP

Resilience of Steel +1 (Ex) Gain bonus to AC vs a foe's critical confirmation rolls.

Ride-by Attack You can move - attack - move when charging mounted.

Ring of Force Shield An iron band, this simple ring generates a shield-sized (and shield-shaped) wall of force that stays with the ring and can be wielded by the wearer as if it were a heavy shield (+2 AC). This special creation has no armor check penalty or arcane spell failure chance since it is weightless and encumbrance-free. It can be activated and deactivated at will as a free action.

Sacrilegious Aura (DC 27) (Su) Desecrate in 30 ft, using positive energy in area requires a concentration check.

Shaken (Ex) The death knight is immune to the effects of the shaken condition. He can still gain the condition, which may result in him becoming frightened if he is shaken a second time.

Spell Resistance (30) You have Spell Resistance.

Touch of Corruption (6d6) (14/day) Beginning at 2nd level, a death knight

surrounds his hand with a pale flame, causing terrible wounds to open on those he touches. Each day he can use this ability a number of times equal to 1/2 his death knight level + his Charisma modifier. As a touch attack, a death knight can cause 1d6 points of damage for every two death knight levels he possesses. Using this ability is a standard action that does not provoke attacks of opportunity.

Undead Mastery (90 HD) (DC 27) (Su) Control undead within 50'.

Vital Strike Standard action: x2 weapon damage dice.

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ACHERYST, ANCIENT SKELETAL WYVERN MOUNT, CR 11

Male Wyvern Fighter 1

NE Huge Undead (Frost Skeleton Skeletal Champion)

Init +9; **Senses** Darkvision, Low-Light Vision, Scent; Perception +30

DEFENSE

AC 27, touch 8, flat-footed 27 (+11 armor, -2 size +8 natural)

hp 199 (1d10+9d8+102)

Fort +13, **Ref** +10, **Will** +15

Defensive Abilities Channel Resistance +4; **DR** 5/bludgeoning; **Immune** acid, cold, paralysis, sleep, Undead Traits

OFFENSE

Spd 15 ft., Flight (60 feet, Poor)

Melee Bite +20 (3d6+21) and Claw x2 +20 (3d6+21/19-20) and Sting +20 (1d8+21) and Wing x2 +15 (1d8+10)

Space 15 ft.; **Reach** 5 ft.



Special Attacks Grab, Poison: Sting - injury (DC 24)

STATISTICS

Str 36, **Dex** 20, **Con** -, **Int** 14, **Wis** 16, **Cha** 17/23

Base Atk +13; **CMB** +28 (+32 Grappling); **CMD** 38

Feats Combat Reflexes (6 AoO/round), Death from Above, Flyby Attack, Hover, Icy Gaze of Death* (DC 24) (Su), Improved Critical: Claw, Improved Initiative, Improved Natural Attack: Claw x2 (Skeletal Champion), Iron Will, Power Attack -4/+8, Skill Focus: Perception, Vital Strike

*New feat from the Super Genius Guide to the Death Knight

Skills Acrobatics +15, Bluff +17, Climb +17, Diplomacy +16, Fly +10, Intimidate +26,

Perception +30, Sense Motive +16, Stealth +27

Languages Common, Draconic, Giant

SQ Frost Bones (Ex)

Combat Gear +3 Light Fortification, Shadow, Improved, Unrighteous Half Plate;

Other Gear Headband of Alluring Charisma, +6

SPECIAL ABILITIES

Channel Resistance +4 bonus to save vs. Channel Energy.

Combat Reflexes (6 AoO/round) You may make up to 6 attacks of opportunity per round, and may make them while flat-footed.

Damage Reduction (5/bludgeoning) You have Damage Reduction against all except Bludgeoning attacks.

Darkvision (60 feet) You can see in the dark (black and white vision only).

Death from Above Gain +5 bonus on attack rolls when charging from higher ground or flying.

Flight (60 feet, Poor) You can fly!

Flyby Attack You can take a standard action during your move action while flying.

Frost Bones (Ex) The bones of a frost skeleton constantly emanate freezing cold. A frost skeleton's melee attacks deal an additional 1d6 points of cold damage, and anyone striking a frost skeleton with an unarmed strike or natural attack takes 1d6 points of cold damage.

Grab (Huge) (Ex) You can start a grapple as a free action if you hit with the designated weapon.

Hover You can hover in place while flying.

Icy Gaze of Death (DC 24) (Su) You can fill your eyes with the bright, pale blue light of the frozen sun of the realms of the dead.

As a standard action, you can activate a gaze attack. Select one creature within 60 feet, which must make a Will save (DC 10 + 1/2 your level + your Cha modifier) or be dazzled for a number of rounds equal to 1/2 your level (minimum 1 round). Your gaze attack remains active for a number of rounds equal to your Cha modifier (minimum 1 round).

During that time, any foe within 60 feet that sees you must make a save against your gaze attack at the beginning of its turn.

Immunity to Acid You are immune to acid damage.

Immunity to Cold You are immune to cold damage.

Immunity to Paralysis You are immune to paralysis.

Immunity to Sleep You are immune to sleep effects.

Low-Light Vision See twice as far as a human in low light, distinguishing color and detail.

Poison: Sting - injury (DC 24) (Ex) Poison deals 1d4 CON damage, 1/round for 6 rounds, cure 2 consecutive saves.

Power Attack -4/+8 You can subtract from your attack roll to add to your damage.

Scent (Ex) Detect opponents within 15+ feet by sense of smell.

Undead Traits Undead are immune to death effects, disease, mind-affecting effects (charms, compulsions, morale effects, phantasms, and patterns), paralysis, poison, sleep, stun, and any effect that requires a Fortitude save (unless the effect also works on objects).

Vital Strike When you use the attack action, you can make one attack at your highest base attack bonus that deals additional damage. Roll the weapon's damage dice for the attack twice and add the results together before adding bonuses from Strength, weapon abilities (such as flaming), precision-based damage, and other damage bonuses. These extra weapon damage dice are not multiplied on a critical hit, but are added to the total.

QUOTE

I release you from the pain of your life mortal. You should thank me. Do not fear the icy grip of death that encircles you now. Exhale your last breath, and with it the heat of life. Soon the betraying warmth of your flesh will drift from your body, and you will rise again stronger than before, devoid of the distractions, passions and weaknesses of

life. Embrace the cold afterlife and rise once more to join me in my unholy crusade! The living need saving from their prisons of flesh and blood. Eternity beckons!

PLOT HOOKS

The Hyperborean Host – The players are stranded in a Northern town because an uncommonly strong snowstorm blew up to this area and travel is for only the suicidal. As the town huddles for warmth, the warning bells toll – an army approaches! As scouts or guardsmen return hurriedly, they bring disturbing news. The army that marches forth from the frozen winds is unliving! How will they stave off such a force?

Rise of the Rime-Knight – A Northern village has completely vanished! The town remains, but the people are all missing. The village shows evidence of warfare, and it looks as though a huge beast tore down battlements and rooftops. Frozen blood is everywhere, but not a single corpse remains. Tracks in the blood seem to indicate the dead rose and marched as a single host, but where and for what purpose? A much larger city nearby fears the worst and hires the PC's as protection. What can they do?

The Septentrion – A bard spins a tale of an artifact staff of great power called the Septentrion. It is rumored to have once caused a great covering of ice to engulf the known lands, destroying everything in its path. Urizen's minions (or Urizen himself) would do anything to gain possession of such an artifact, as the players soon discover when they find the bard brutally tortured and murdered. Are they next?

LORE

Anyone with Knowledge: Arcane, Knowledge: Religion or Knowledge: History can attempt to make skill checks to learn more about Urizen the Bleak Lord.

DC 17 [Arcane/History] – Urizen is a skeletal scourge who lives deep in the frozen wastes, seeking the doom of the living. His name is a spectre of a tale among the Northmen.

DC 17 [History] – Urizen's lieutenant is rumored to be of giantish descent, a half-frost giant. This woman is fanatically loyal to him, believing him to be a messianic figure. Her loyalty is so great that she even subjugated her own kind to help him rise to power.

DC 22 [History/Religion] – Urizen was once a man named Graldis, a tribesman of the Black Elk clan. He was outcast from his tribe for heretical views and somehow descended into death and madness.

DC 27 [Arcane/Religion] – Urizen is a Death Knight, a champion of death and a great commander of the undead. He is also revered by a number of frost giants as a messianic figure called the Lord of Winter.

DC 32 [Religion] – Urizen is nothing more than a pawn of the god of the frozen wastes, Utgaroth. He allowed Graldis to stumble upon a suit of armor that would eventually turn him into the horrific undead being he is now, a Grave Knight.

VALKRIE THE FROST WITCH, COMPANION OF URIZEN, CR 10

Female Half-Frost Giant

Witch (Winter Witch) 11

NE Medium Monstrous Humanoid (Cold, Giant)

Init +3; **Senses** Darkvision, Low-Light Vision; Perception +6

DEFENSE

AC 25, touch 15, flat-footed 22 (+6 armor, +3 Dex, +4 natural, +2 deflection)

hp 68 (11d6+22)

Fort +5, **Ref** +6, **Will** +9

Immune cold; **Resist** cold 10

Weakness Vulnerability to Fire

OFFENSE

Spd 40 ft., Terrain Stride

Melee +1 Frost Quarterstaff +10 (1d6+7)

Spell-like Abilities Feather Fall (At will), Fly (11 minutes/day), Hidden Home, Levitate (1/day)

Witch (Winter Witch) Spells Prepared (CL 11, 9 melee touch, 8 ranged touch):

6th (1/day) Slay Living (DC 21)

5th (3/day) Summon Monster V, Cone of Cold (DC 21), Inflict Critical Wounds (DC 20)

4th (4/day) Black Tentacles, Inflict Serious Wounds (DC 19), Phantasmal Killer (DC 19), Ice Storm

3rd (5/day) Pain Strike (DC 18), Ice Storm, Summon Monster III, (DC 18), Vampiric Touch

2nd (5/day) Inflict Moderate Wounds (DC 17), Touch of Idiocy, See Invisibility (DC 17), Summon Swarm, Fester (DC 17)

1st (6/day) Mage Armor (DC 16), Cause Fear (DC 16), Inflict Light Wounds (DC 16), Chill Touch (DC 16), Charm Person (DC 16)

0th (at will) Touch of Fatigue (DC 15), Daze (DC 15), Detect Magic, Message

STATISTICS

Str 18, **Dex** 16, **Con** 14, **Int** 16/20, **Wis** 14, **Cha** 13

Base Atk +5; **CMB** +9; **CMD** 24

Feats Accursed Hex, Arcane Strike, Brew Potion, Craft Wand, Craft Wondrous Item, Extra Hex, Split Hex

Skills Acrobatics +5, Appraise +6, Bluff +5, Climb +7, Diplomacy +12, Fly +10, Heal +7, Intimidate +10, Knowledge (Arcana)+10, Knowledge (Geography) +6, Knowledge (History) +9, Knowledge (Local) +7, Knowledge (Nature) +10, Knowledge (Nobility) +6, Knowledge (Planes) +9, Knowledge (Religion) +6, Perception +6, Sense Motive +4, Spellcraft +15, Stealth +10, Survival +5, Swim +8, Use Magic Device +10

Languages Abyssal, Common, Common, Draconic, Dwarven, Giant, Infernal, Skald

SQ Arcane Familiar Nearby, Deliver Touch Spells Through Familiar (Su), Empathic Link with Familiar (Su), Frostfoot (Su), Hoarfrost (DC 20) (Su), Ice Tomb (DC 20) (Su), Retribution (5 round(s)) (DC 20) (Su), Share Spells with Familiar, Speak with Animals (Ex), Speak With Familiar (Ex)

Combat Gear +1 Frost Quarterstaff, **Other Gear** Bracers of Armor +6, Cloak of Minor Displacement, Headband of Vast Intelligence +4: (Spellcraft, Perception), Ring of Protection +2, Wand of Dragon's Breath (CL 11), Wand of Lightning Bolt, Wand of Summon Monster IV

SPECIAL ABILITIES

Accursed Hex Target a creature with a hex a second time that day if it made its save the first time.

Arcane Familiar Nearby You gain the Alertness feat while your familiar is within arm's reach.

Arcane Strike As a swift action, add +1 damage, +1 per 5 caster levels and your

weapons are treated as magic for the purpose of overcoming damage reduction.

Damage Resistance, Cold (10) You have the specified Damage Resistance against Cold attacks.

Darkvision (60 feet) You can see in the dark (black and white vision only).

Deliver Touch Spells Through Familiar (Su) Your familiar can deliver touch spells for you.

Empathic Link with Familiar (Su) You have an empathic link with your Arcane Familiar.

Feather Fall (At will) (Sp) Feather Fall at will.

Fly (11 minutes/day) (Sp) Fly for 0 minutes/day.

Frostfoot (Su) This ability works like the spider climb spell, but the surfaces the witch climbs must be icy.

The witch can move across icy surfaces without penalty and does not need to make Acrobatics checks to run or charge on ice. She can move across regular icy surfaces without penalty and does not need to make Acrobatics checks to run or charge on ice. She can move across regular snow without penalty, and heavy snow only costs her 2 squares of movement instead of 4.

Hidden Home (Sp) The witch can conceal or disguise her home and the area around it as if using mirage arcana. Before using the hex, she must spend 1 day pacing out the border of an area that measures roughly 40,000 square feet (approximately 200 feet by 200 feet).

Hoarfrost (DC 20) (Su) The target is rimed with a shell of frost needles that slowly work their way into its flesh (Fortitude negates). The target turns pale and blue, and takes 1 point of Constitution damage per minute until it dies, saves (once per minute), or is cured.

Ice Tomb (DC 20) (Su) A storm of ice and freezing wind envelops the target, which takes 3d8 points of cold damage (Fortitude half). If the target fails its save, it is paralyzed and unconscious but does not need to eat or breathe while the ice lasts. The ice has 20 hit points; destroying the ice frees the creature, which is staggered for 1d4 rounds after being released. Whether or not the target's saving throw is successful, it cannot be the target of this hex again for 1 day.

Immunity to Cold You are immune to cold damage.

Levitate (1/day) (Sp) Levitate 1/day

Low-Light Vision See twice as far as a human in low light, distinguishing color and detail.

Retribution (5 round(s)) (DC 20) (Su) Target suffers half the melee damage it inflicts.

Share Spells with Familiar The wizard may cast a spell with a target of "You" on his familiar (as a touch spell) instead of on himself. A wizard may cast spells on his familiar even if the spells do not normally affect creatures of the familiar's type (magical beast).

Speak with Animals (Ex) Your familiar can communicate with similar animals to itself.

Speak With Familiar (Ex) You can communicate verbally with your familiar.

Split Hex A targeted hex can affect two creatures.

Terrain Stride (Ex) Not slowed by difficult terrain in chosen terrain, unless magically manipulated.

Vulnerability to Fire You are vulnerable (+50% damage) to Fire damage.

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VALKYRIE THE FROST WITCH, COMPANION OF URIZEN, CR 15

Female Half-Frost Giant Witch (Winter Witch) 16

NE Medium Monstrous Humanoid (Cold, Giant) **Init** +3; **Senses** Darkvision, Low-Light Vision; Perception +10

DEFENSE

AC 30, touch 15, flat-footed 27 (+8 armor, +3 Dex, +7 natural, +2 deflection)

hp 114, (16d6+48)

Fort +8, **Ref** +8, **Will** +12

Immune cold; **Resist** cold 10, fire 20

Weakness Vulnerability to Fire

OFFENSE

Spd 40 ft., Terrain Stride

Special Attacks Agony (DC 24)

Spell-Like Abilities Feather Fall (At will), Fly (16 minutes/day), Hidden Home, Levitate (1/day)

Witch (Winter Witch) Spells Prepared (CL 16, 12 melee touch, 11 ranged touch):

8th (2/day) Power Word Stun, Destruction (DC 24)

7th (3/day) Chain Lightning (DC 23), Harm (DC 23), Ice Body (DC 24)

6th (4/day) Geas/Quest, Summon Monster VI, Freezing Sphere (DC 23), Slay Living (DC 22)

5th (5/day) Summon Monster V, Teleport, Cone of Cold (DC 22), Inflict Critical Wounds (DC 21), Possess Object

4th (5/day) Black Tentacles, Dimension Door, Inflict Serious Wounds (DC 20), Phantasmal Killer (DC 20), Ice Storm (DC 20)

3rd (5/day) Pain Strike (DC 19), Ice Storm, Summon Monster III, Bestow Curse (DC 19), Vampiric Touch

2nd (6/day) Inflict Moderate Wounds (DC 18), Touch of Idiocy, See Invisibility (DC 18), Summon Swarm, Fester (DC 18), Unshakable Chill (DC 18)

1st (6/day) Mage Armor (DC 17), Cause Fear (DC 17), Cause Fear (DC 17), Inflict Light Wounds (DC 17), Chill Touch (DC 17), Charm Person (DC 17)

0th (at will) Touch of Fatigue (DC 16), Daze (DC 16), Detect Magic, Message

STATISTICS

Str 18, **Dex** 16, **Con** 14/16, **Int** 18/22, **Wis** 14, **Cha** 13

Base Atk +8; **CMB** +12; **CMD** 27

Feats Accursed Hex, Arcane Strike, Brew Potion, Craft Wand, Craft Wondrous Item, Extra Hex, Extra Hex, Rime Spell, Split Hex

Skills Acrobatics +5, Appraise +10, Bluff +15, Climb +7, Diplomacy +20, Fly +10, Heal +7, Intimidate +15, Knowledge (Arcana) +20, Knowledge (Geography) +7, Knowledge (History) +14, Knowledge (Local) +10, Knowledge (Nature) +11, Knowledge (Nobility) +9, Knowledge (Planes) +10, Knowledge (Religion) +10, Perception +10, Sense Motive +10, Spellcraft +16, Stealth +15, Survival +5, Swim +8, Use Magic Device +15

Languages Abyssal, Common, Common, Draconic, Dwarven, Giant, Infernal, Skald

SQ Arcane Familiar Nearby, Cackle, Deliver Touch Spells Through Familiar (Su), Disguise (16 hours/day) (Ex), Empathic Link with Familiar (Su), Frostfoot (Su), Frostfoot (DC 24) (Su), Ice Tomb (DC 24) (Su), Metamagic Gem, Maximizing Sapphire, Metamagic Gem, Quickening Diamond, Retribution (6 round(s)) (DC 24) (Su), Scry on Familiar (1/day) (Sp), Share Spells with Familiar, Speak with Animals (Ex), Speak With Familiar (Ex), Weather Control (1/day) (Su)

Other Gear Amulet of Natural Armor +3, Bag of Holding IV (empty), Bracers of Armor +8, Cloak of Displacement (Major), Coldfire Wrappings, Headband of Vast Intelligence +4: Spellcraft and Perception, Ioun Stone, Mossy Disk: Knowledge (Arcana), Ioun Stone, Mulberry Pentacle, Ioun Stone, Onyx Rhomboid, Ioun Stone, Pale Ruby Trillian, Metamagic Gem, Maximizing Sapphire (5), Metamagic Gem, Quickening Diamond (2), Ring of Fire Resistance, Major, Ring of Protection +2, Staff of Weather, Wand of Dragon's Breath (CL 11), Wand of Lightning Bolt, Wand of Summon Monster IV

SPECIAL ABILITIES

Accursed Hex Target a creature with a hex a second time that day if it made its save the first time.

Agony (16 rounds) (DC 24) (Su) Target is Nauseated.

Arcane Familiar Nearby You gain the Alertness feat while your familiar is within arm's reach.

Arcane Strike As a swift action, add +1 damage, +1 per 5 caster levels and your weapons are treated as magic for the purpose of overcoming damage reduction.

Cackle Extend the duration of other hexes.

Damage Resistance, Cold (10) You have the specified Damage Resistance against Cold attacks.

Damage Resistance, Fire (20) You have the specified Damage Resistance against Fire attacks.

Darkvision (60 feet) You can see in the dark (black and white vision only).

Deliver Touch Spells Through Familiar (Su) Your familiar can deliver touch spells for you.

Disguise (16 hours/day) (Ex) Change own appearance, as disguise self for 0 hours/day.

Empathic Link with Familiar (Su) You have an empathic link with your Arcane Familiar.

Feather Fall (At will) (Sp) Feather Fall at will.

Fly (16 minutes/day) (Sp) Fly for 0 minutes/day.

Frostfoot (Su) This ability works like the spider climb spell, but the surfaces the witch climbs must be icy. The witch can move across icy surfaces without penalty and does not need to make Acrobatics checks to run or charge on ice. She can move across regular snow without penalty, and heavy snow only costs her 2 squares of movement instead of 4.

Hidden Home (Sp) The witch can conceal or disguise her home and the area around it as if using mirage arcana. Before using the hex, she must spend 1 day pacing out the border of an area that measures roughly 40,000 square feet (approximately 200 feet by 200 feet) to define her home territory. Thereafter, she can use the hex to change the appearance of that area as a standard action as long as she is within the area. The illusion persists until the witch changes or dismisses it. For the purpose of this ability, a witch can only have one "home" at a time.

Hoarfrost (DC 24) (Su) The target is rimed with a shell of frost needles that slowly work their way into its flesh (Fortitude negates). The target turns pale and blue, and takes 1 point of Constitution damage per minute until it dies, saves (once per minute), or is cured.

Ice Tomb (DC 24) (Su) A storm of ice and freezing wind envelops the target, which takes 3d8 points of cold damage (Fortitude half). If the target fails its save, it is paralyzed and unconscious but does not

Share Spells with Familiar The wizard may cast a spell with a target of "You" on his familiar (as a touch spell) instead of on himself. A wizard may cast spells on his familiar even if the spells do not normally affect creatures of the familiar's type (magical beast).

Speak with Animals (Ex) Your familiar can communicate with similar animals to itself.

Speak With Familiar (Ex) You can communicate verbally with your familiar.

Split Hex A targeted hex can affect two creatures.

Terrain Stride (Ex) Not slowed by difficult terrain in chosen terrain, unless magically manipulated.

Vulnerability to Fire You are vulnerable (+50% damage) to Fire damage.

Weather Control (1/day) (Su) Control Weather as per the spell.

THE END... OR IS IT?

There are still a few questions you might have about Urizen. Perhaps you wonder about the motives of his armor and the mysterious winter deity Utgaroth. Maybe you wonder about parts of his history that go unmentioned. This is intentional, allowing the GM to fulfill Urizen's details as he or she sees fit.

If you really want our opinion though, head over to www.facebook.com/tpkgames or www.tpkgames.com and strike up a conversation on the forums. Either way, we'd love to discuss him further and give you our insight.

More importantly though, we'd like to hear from you about what you have done with this spine-chilling villain!





The Genius Guide to: The Death Knight

Owen K.C. Stephens

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