

STARFINDER



AGAINST THE
AEON THRONE

ESCAPE
FROM THE
PRISON
MOON

ELEANOR FERRON





VANGUARD PARAPET

TIER 3

Medium transport

Speed 6; **Maneuverability** average (turn 2); **Drift** 1

AC 14; **TL** 13

HP 70; **DT** —; **CT** 14

Shields light shields 60 (forward 5, port 20, starboard 20, aft 15)

Attack (Forward) heavy laser cannon (4d8), high explosive missile launcher (4d8)

Attack (Aft) gyrolaser (1d8)

Attack (Turret) light particle beam (3d6), light aeon torpedo launcher* (3d6)

Power Core Arcus Heavy (130 PCU); **Drift Engine** Signal Basic; **Systems** advanced short-range sensors, autodestruct system*, crew quarters (good), basic computer, biometric locks, mk 1 armor; **Expansion Bays** brig^{PW}, cargo holds (4)

Modifiers +4 Computers (sensors only), +1 Piloting; **Complement** 8 (minimum 6, maximum 20)

CREW

Captain Computers +8 (3 ranks), Diplomacy +10 (3 ranks), Engineering +8 (3 ranks), gunnery +5, Intimidate +10 (3 ranks)

Engineers (2) Engineering +10 (3 ranks)

Gunners (2) gunnery +7

Pilot Piloting +12 (3 ranks)

Science Officers (2) Computers +10 (3 ranks)

* See "Ships of the Star Empire" in *Starfinder Adventure Path #7: The Reach of Empire*.

The Vanguard Parapet is a common guard ship for Azlanti Star Empire prisons, minor military bases, and other private institutions. While the vessel is relatively inexpensive to produce based on its sturdy transport frame, it lacks the heavy armor and shields of other larger ships. However, the ship hosts an impressive suite of weapons alongside a sophisticated sensor array. A Vanguard Parapet has a slower engine due to its role as a vessel that patrols a relatively small area. As a result, Vanguard Parapets are usually paired with faster, more maneuverable ships that can chase down fleeing vessels or with planet-side defenses to further capitalize on the Vanguard Parapet's ability to function as a mobile space turret.

A Vanguard Parapet has a small brig to confine any escaped prisoners and their accomplices, as well as a small armory to hold the equipment necessary for close combat. Most Parapets contain a small shooting range, used regularly by the crew members to keep their skills sharp. The ship's quarters can house up to a dozen crew members, but usually only eight are on duty flying the ship at any one time, and sometimes fewer if a guard is required in the brig. A Parapet also has ample cargo space, which can be used to store even more armaments or repair materials. Wealthier owners and operators of these vessels often convert the cargo holds into laboratories or sealed environment chambers to transport prisoners or guests of species that have unique environmental needs.

STARFINDER

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ON THE COVER



This fantastic illustration by Anna Christenson depicts the android Cedona, who thought she was retiring in peace to a far-off colony but instead was taken prisoner by the cruel Azlanti Star Empire.



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This book refers to several other Starfinder products using the following abbreviations, yet these additional supplements are not required to make use of this book. Readers interested in references to Starfinder hardcovers can find the complete rules of these books available online for free at sfrd.info.

Alien Archive AA Armory AR Pact Worlds PW



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ESCAPE FROM THE PRISON MOON

PART 1: A DISTANT CALL

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While aiding the newly freed colonists on Nakondis, the heroes receive a message from the Stewards, authorizing them to venture into the Azlanti Star Empire to rescue their friend.

PART 2: OUTPOST ZED

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As an independent space station, Outpost Zed is the safest place for the heroes to gather information about the Star Empire, but they must negotiate with individuals from a number of unfamiliar species to succeed.

PART 3: JAILBREAK

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The heroes infiltrate the prison moon of Gulta to rescue Cedona, facing off against the Azlanti warden in the process!

ADVANCEMENT TRACK

"Escape from the Prison Moon" is designed for four characters.

- 3 The PCs begin this adventure at 3rd level.
- 4 The PCs should reach 4th level before proceeding to Gulta.
- 5 The PCs should be 5th level by the end of the adventure.

ADVENTURE BACKGROUND

The android scholar Cedona was once a member of the Stewards, an organization devoted to the protection and security of the Pact Worlds. She was a stellar agent, respected by all of her colleagues, but eventually decided it was time to retire. When given a chance to help start the colony on Nakondis, she jumped at it, figuring she could watch over the colonists and survey the planet until she was ready for renewal. But the galaxy is a dangerous place, and even retired Stewards can be reactivated to fulfill their obligations to the Pact Worlds and defend them from unexpected threats. As soon as the Azlanti landed on Nakondis, Cedona suspected they were after the remains of an ancient starship that the colonists had discovered—along with the bizarre engine inside of it. Cedona immediately sent a message to Bastion, the Stewards' headquarters on Absalom Station, informing them of both the discovery of the ancient starship drive and the arrival of an Azlanti Star Empire ship. Knowing that a supply ship crewed by close friends was on its way to Nakondis and fearing the worst, Cedona recommended the Stewards deputize the supply ship crew to help deal with the situation. Unfortunately, the Azlanti destroyed the colony's comm array as soon as they occupied Madelon's Landing, and Cedona was unable to send any more messages before she was taken prisoner by the Azlanti and transported offworld.

Cedona and the Stewards have one unknown advantage in their fight—the Azlanti operation to capture the ancient starship drive is an understaffed, bare-bones effort. The entire operation, including the invasion, occupation, and annexation of Nakondis, has been executed solely on the orders of Sardat Zolan Ulivestra, a high-ranking member of the Azlanti Imperial Vanguard Scout Corps. As a member of a specialized branch of the Imperial Fleet responsible for reconnaissance, exploration, and forward military operations, the sardat wildly exceeded his authority by attacking Nakondis. Ulivestra is gambling heavily that the mysterious starship drive is an ancient Azlanti engine known as the *rune drive*, a device that does not rely on the Drift for interstellar travel. He believes that the magnitude of his discovery will earn the forgiveness and favor of the Star Imperators, but meanwhile he has been proceeding without the knowledge or permission of the imperial bureaucracy.

Sardat Ulivestra's actions mean that his operations have been kept secret from everyone but those few Vanguard Corps officers, members of the Aeon Guard, and analysts loyal to him. Very few people in the Star Empire are currently aware of the existence of Nakondis or the *rune drive*, and so the sardat has been forced to make do with his own resources, without any Imperial reinforcements. As a result, the sardat's plans have not been going as well as hoped. Ulivestra's garrison, including the Azlanti starship *Barazad*, proved unable to hold

Nakondis for very long. Worse yet, the sardat's scientists have so far been unable to make the *rune drive* operational. Ulivestra has been patient about the matter, as he is unaware that anything has gone wrong with his landing party on Nakondis, but the lack of progress on the device is beginning to frustrate both the sardat and his ambitions.

PART 1: A DISTANT CALL

At the conclusion of "The Reach of the Empire," the PCs liberated the colony world Nakondis from Azlanti occupation, learned of the capture of the android Cedona and the mysterious "technomagical relic" that she'd discovered, and defeated the Azlanti vessel *Barazad* in starship combat. They should also know that the confiscated technomagical relic is an experimental pre-Gap Azlanti engine that does not use the Drift for interstellar travel. PCs hoping to rescue their friend Cedona will likely have hacked into Lieutenant Sharu's datapad to recover the flight plan of the Azlanti courier ship that was carrying the abducted android, and salvaged the transponder from the wreckage of the *Barazad* after it self-destructed. The PCs should even know the name of the force behind the entire occupation, the person responsible for ordering the Azlanti troops to Nakondis: Sardat Zolan Ulivestra.

SOME SEMBLANCE OF NORMAL

The adventure begins immediately after the conclusion of "The Reach of the Empire." The PCs likely wish to rescue their friend Cedona from the Azlanti prison moon of Gulta, and possibly investigate the rumors of the experimental ancient Azlanti starship drive. A PC who succeeds at a DC 10 Culture check knows that every previous Pact Worlds ship that has attempted to approach the Star Empire has been destroyed, which has led the Stewards, in their role as peacekeepers, to forbid Pact Worlds ships from attempting to fly into Azlanti space. This knowledge will probably not deter the characters, but it should make them understand the need for caution.

If they haven't already, the PCs should upgrade their starship to tier 3 using scrap salvaged from the crashed *Barazad* and material Aibretta Fulson has in her shop. While they wait for these upgrades to be finished, the PCs have an opportunity to put in some time, effort, and money to help rebuild the damaged colony. The GM should not prompt or force the PCs to interact with the colonists they rescued, but willing PCs can find endless opportunities to put their skills to use. A PC who succeeds at a DC 15 Medicine check can provide basic first aid to injured colonists. A PC who succeeds at a DC 20 Engineering check can repair some of the damage done to the settlement's modules or shore up the settlement's defenses against attacks from native pests. A strong PC who wants to help shift rubble from any structures damaged in

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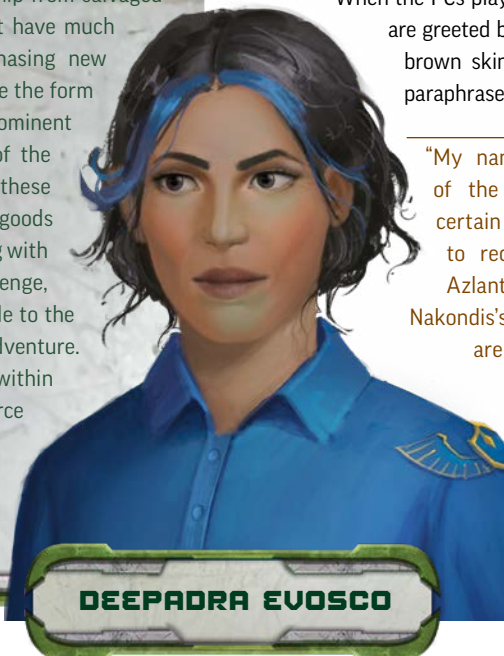
CITIZENS OF
THE STAR
EMPIRE

ALIEN
ARCHIVES

CODEX OF
WORLDS

LEAN TIMES AHEAD

"Escape from the Prison Moon" involves an undercover mission through hostile territory, with little opportunity for the PCs to safely resupply. PCs who hope to stock up on items before their perilous journey will quickly find Nakondis doesn't have much to offer. While the PCs have collected their payment from Madelon and are able to repair and upgrade their ship from salvaged Azlanti vessels, the colonists don't have much to spare. Opportunities for purchasing new items in this adventure instead take the form of alien merchants located at a prominent trading post within the borders of the Azlanti Star Empire. Each of these merchants has a specific list of goods available for sale; these items, along with whatever gear the PCs can scavenge, will be the only equipment available to the PCs during the course of this adventure. PCs who are used to traveling within Pact Worlds space, where commerce is more easily conducted, should be warned to spend their credits wisely and not to take access to specific equipment for granted.



DEEPADRA EVOSCO

the *Barazad*'s final attack can attempt a DC 14 Strength check. A resourceful PC who wants to gather supplies from the surrounding wilderness can attempt a DC 15 Survival check. Finally, a PC can help out in various other ways by succeeding at a DC 18 Profession check using a relevant profession.

The exact rebuilding opportunities and the DCs of applicable skill checks are left up to the GM's discretion, depending on how well Nakondis fared in the previous adventure. PCs concerned about Nakondis's vulnerable state will be assured by Madelon that he has sent word to AbadarCorp. Madelon tells the heroes that, since he is a priest of Abadar in good standing, the company is required to send a squad of the famed Skyfire Legion to protect the colony for an extended period. Once the PCs have had a chance to follow up on any loose ends they have an interest in, or express a desire to move on to saving Cedona, the PCs' starship should receive an encoded transmission from Bastion on Absalom Station—the headquarters of the Stewards. The message is recorded, not a live connection, and it is specifically addressed to the PCs.

THE STEWARDS' REQUEST

Before Cedona was captured, she was able to send a message to the Stewards on Absalom Station, but it arrived too late for

a useful response or even to warn the PCs about the situation before they arrived. Likewise, the transmission that the PCs are now receiving was sent many days ago. It took 1d6 days for Cedona's message to reach Absalom Station, and another 5d6 days for the Stewards' transmission to reach Nakondis. This leaves enough variation in communication time—anywhere from 6 to 36 days—that regardless of how long the PCs spent completing the previous adventure, they receive the Stewards' message after they have rescued the colony.

When the PCs play the recorded transmission, they are greeted by name by a human woman with brown skin and short, black hair. Read or paraphrase the following.

"My name is Major Deepadra Evosco of the Stewards. I don't know for certain whether you will have a chance to receive this message, or if the Azlanti invaders we believe to be in Nakondis's orbit intercepted you. If you are listening, then you truly are as resourceful as we have been told that you are, and I have no qualms about relaying the following information. We recently received a troubling transmission from the Pact Worlds colony Nakondis. It was sent from an android named Cedona, with whom

I believe you are acquainted. She informed us she had salvaged what she believed to be an experimental starship drive from an ancient wreck she discovered on the colony world, and that a ship from the Azlanti Star Empire had suddenly appeared in the colony's atmosphere. We have received no further transmissions from the colony, leading us to assume her worst fears were true: that the Azlanti ship intended to attack the colony in order to lay claim to the device.

"Our records show you were contracted by AbadarCorp to carry supplies to Nakondis, which leaves you as the only Pact Worlds ship with a chance of knowing the exact situation. We are requesting your aid in a matter regarding the system-wide security of the Pact Worlds. If the Azlanti have indeed retrieved this experimental drive, we want you to enter the Azlanti Star Empire and attempt to either recover or destroy that drive. None of our ships are close enough to intervene in this situation in a timely fashion. We're willing to deputize you to operate in the Star Empire on our behalf for this mission—you come recommended by someone that we hold in very high esteem.

"We know that we are asking a lot from you with this request, and rest assured, you will be very well rewarded for your efforts when you return. If Cedona is still alive, I recommend

you rendezvous with her as soon as possible. She will no doubt have far more information on the current situation than we can provide you. Beyond that, I can only hope you accept our offer, and wish you good luck if you do. Evosco out."

A PC who succeeds at a DC 20 Culture or Sense Motive check after viewing this message gleams that the Stewards are hoping to maintain plausible deniability if something goes wrong. If the Stewards were to send a force into Azlanti space, it would likely spark off an interstellar war, while a small team of freelancers can easily be disavowed. Nevertheless, the Stewards are also correct on the issue of timing. With the transmission delays between Nakondis and Absalom Station, by the time the Stewards got the information they needed from Nakondis and dispatched ships to the Star Empire, the drive would most likely be long gone. The Stewards need the PCs' help, and who can only hope the PCs will do their part to contribute to the defense of the Pact Worlds. If the Stewards' message (and the offered payment) is not enough to convince the PCs to accept the mission, they should be reminded of their personal connections to Cedona. A PC who succeeds at a DC 20 Culture check (or who reads the data file mentioned below) knows that, as a captive of the Star Empire, Cedona is truly in danger; the Azlanti consider androids to be no more than slaves and don't even acknowledge the synthetic beings as sentient.

The message ends with the transmission of a sizable data file to the PCs—everything the Stewards know about the mysterious Azlanti Star Empire. Because this is a recorded message, not a conversation, the PCs cannot ask any further questions of the Stewards. From this point forward, the PCs can rely only on themselves.

The colonists react with a mixture of disbelief and shock if informed of the PCs' plans to infiltrate the Azlanti Star Empire, with some understanding the PCs' reasons and others dismissing the idea as foolhardy. All of the colonists wish the PCs good luck in their endeavor, however.

Treasure: Before the PCs depart for the Azlanti Star Empire, Madelon gives them a tactical rail gun (*Starfinder Armory* 20) donated by the miners from the nearby Blue Tin Range. Madelon asks the PCs to give the Azlanti the colonists' regards, preferably at high velocities.

Story Award: If the PCs succeed at any of the additional efforts to aid the colony before leaving, award them 600 XP.

FLYING CASUAL

Though infiltrating the Azlanti Star Empire is seen by most as a suicidal prospect, the PCs should have gained two advantages over the course of their previous adventure: the flight plan of the Azlanti courier ship that was carrying Cedona, and the salvaged transponder from the Azlanti ship *Barazad*. A PC who examines the courier's route will see that it enters the Azlanti Star Empire, continues to the Nys system, and ends at a moon in that system called Gulta. The salvaged transponder can help the PCs' ship pass as the *Barazad* while in Azlanti territory. Programming the

WE CAN SAVE THE WORLD LATER

Although the PCs are meant to feel a sense of urgency in their rescue mission, wasted time does not affect the overall ending of this adventure—the PCs are always assumed to make it in time to save Cedona. However, this doesn't mean that the PCs should indulge in unnecessary delays. For one, they could be tempted to return to Absalom Station; after all, it only adds an extra 1d6 days to their overall travel time! At your discretion, warn the PCs that taking too long to reach the Azlanti Star Empire might have consequences, which can include not being able to purchase certain items from the merchants on Outpost Zed (as other NPCs already purchased them) or that, when reached, the prisoners of Gulta (including Cedona) are now too weak to walk due to their cruel treatment at the hands of their Azlanti captors.

courier's flight plan into the PCs' ship computer grants a +10 circumstance bonus to the DC 25 Piloting check to navigate and plot a course to the unfamiliar Azlanti Star Empire.

The PCs might attempt to perform some reconnaissance during the 5d6-day Drift journey. They can peruse the Stewards' information about the Azlanti Star Empire, but there is distressingly little data. The report includes everything about the Star Empire noted on page 495 of the *Starfinder Core Rulebook*, including that a Starfinder Society ship disappeared 50 years ago after stumbling upon the empire, and that the Azlanti have attacked the Veskarium colony of Najin-Korozayas. At your discretion, you can include tidbits of information from the "Empire of the Aeon Throne" article starting on page 38. A PC who has this data on his personal comm unit (or other easily accessible handheld computer) can take 10 on Culture checks to recall knowledge about Azlanti society while he is within the empire. Finally, any character that hasn't yet learned the Azlanti language can use this data file as an in-game reason to learn the language when he next puts a rank in the Culture skill.

Following the courier's flight plan, the PCs exit the Drift at the edge of the Nys system, as is standard procedure for Imperial Fleet vessels returning to the empire from forays outside its borders. An Azlanti patrol ship quickly approaches them, but their stolen transponder beams out the correct "handshake" signal, and the Azlanti vessel turns away. GMs who wish to play up the tension of the encounter can place both starships on a map and allow the PCs time to react as the Azlanti ship passes dangerously close, though this risks the PCs panicking and blowing their cover. If the PCs end up fighting the patrol ship for any reason, use the stats for a Sovereign Monitor (*Starfinder Adventure Path* #7: *The Reach*

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of Empire 51). Though such an encounter is beyond an epic challenge for the PCs in their tier 3 starship, the crew of the patrol ship has strict orders to not leave their route and won't chase the PCs if they flee (as long as they are fleeing away from the system). The PCs can enter the star system on a different vector, encountering a different patrol ship, but this adds 1d6+2 days to their travel time and the alertness level of Gulta's prison guards is raised by 1 (see page 22).

Development: Soon after the patrol ship continues on its route, the PCs are hailed by another ship—a Tetrad Caravel (*Starfinder Alien Archive* 123) commanded by a witchwyrd merchant named **Sayonsi** (LN female witchwyrd). The witchwyrd is initially fooled by the PCs' stolen transponder as well, but she soon recognizes the PCs' starship is unmistakably from the Pact Worlds (even if the PCs took pains to visually disguise their ship). Though the PCs may refuse to reveal themselves by responding to the witchwyrd, out of a rightful fear the creature will realize the PCs are not Azlanti, the merchant is persistent and sends a recorded message if the PCs do not respond. Read or paraphrase the following when Sayonsi makes contact with the PCs' ship.



SAYONSI

The view screen flickers on to reveal a four-armed figure dressed in bright yellow robes with red accents and covered by a dark blue cloak. She gives a slight bow, with all four hands making a gesture in front of her conical hat.

Sayonsi greets them in Azlanti.

"Good hunting, illustri! I hope your travels have proven fruitful to you and the Star Empire. Would you care to see some items from home after your long journey away—why, that's interesting..."

She seems to realize something and then presses a button on her console. She suddenly folds her four hands together in front of herself, appearing far more enthusiastic and friendly, and continues in polished Common.

"Why, hello, travelers! Welcome to the Azlanti Star Empire! Would you be interested in buying a few goods for your continuing journey?"

Sayonsi offers to trade the PCs anything from her current stores at a fair price (see the list below). She dodges questions about her loyalties, motives, or her sudden change in attitude,

instead asking the PCs questions in the guise of friendly conversation; Sayonsi is particularly interested in why they are in a region of space where Pact Worlds ships are shot on sight, but doesn't press the PCs if they won't answer. If asked how she knew that the PCs weren't actually flying an Azlanti vessel, Sayonsi answers that she recognized a unique design oddity common to Pact Worlds manufacturers in their engine while performing a visual scan, and wonders aloud if that might cause a problem for the PCs while they are in the Star Empire. Sayonsi has heard of Gulta, but knows it only as a forbidding Azlanti prison moon with very tight security. The PCs can ask Sayonsi questions about Sardat Zolan Ulivestra or the attack on Nakondis, but the witchwyrd honestly doesn't know anything about the current situation that is of use to the PCs.

Sayonsi isn't a starship merchant, and she doesn't have any way to help the PCs with either fixing the flaw in their ship's disguise or gathering information on their mission. She instead suggests the PCs visit a nearby "free station" known as Outpost Zed, where they can buy additional gear, as well as search for information about the Star Empire.

The witchwyrd also informs the PCs of a smuggler and technician in the outpost named Talmrin, who specializes in modifying ships and who could likely offer the PCs some infiltration advice. Sayonsi gives them Outpost Zed's coordinates if they want them.

PCs who are suspicious of Sayonsi's motives find the witchwyrd remains sanguine in the face of any accusations or threats, as the tier 6 Tetrad Caravel is in little danger from the PCs' ship (as a PC can recognize with a successful DC 18 Engineering or Piloting check). The merchant responds to hostility by telling the PCs they are too paranoid, and suggests that the PCs might need to start trusting some people while they travel through Azlanti space. When the PCs finish their business with Sayonsi, the merchant offers them a gracious farewell, along with hopes that they find their trip through the Azlanti Star Empire to their liking. She also lets them know how to contact her, should they ever be in the same system again, but regretfully informs them she will be departing the Nys system momentarily.

ITEM	LEVEL	PRICE
Aeon stone, clear spindle	1	245
Sword cane, tactical ^{PW}	1	250
Aeon stone, iridescent spindle	2	740

Ring of resistance, mk 1	2	735
Spell gem of charm person (5)	2	140 each
Aeon stone, amber hyperboloid ^{AR}	4	2,200
Darksight goggles ^{AR}	4	2,100
Aeon stone, sapphire cone ^{AR}	5	3,200
Serum of enhancement (commando)	5	475
Serum of enhancement (diplomat)	5	475
Serum of enhancement (sneak)	5	475
Serum of enhancement (warrior)	5	475
Staff of mystic healing	5	3,700
Aeon stone, viridian balbis ^{AR}	6	4,200

PART 2: OUTPOST ZED

Outpost Zed is an independent space station located in the Nys system on the periphery of Azlanti space. It was once a mining platform that was abandoned by the Azlanti almost a century ago, allowing local smugglers and itinerants to move in. Calling itself the last outpost of freedom on the edge of the Star Empire, Outpost Zed isn't under imperial control. The Azlanti Star Empire tolerates Outpost Zed and its inhabitants. Though they occasionally make sweeps through the station, arresting a few people here and there, they are generally paid off well enough (and make enough use of the outpost's services themselves) that their presence here is relatively rare. Outpost Zed has full spacedock facilities, allowing the PCs to dock, repair, and upgrade their ship here without any issue. Read or paraphrase the following when the PCs arrive on the station.

The ship's airlock doors open to a blast of hot, muggy air and the heavy scent of nickel. A nearby catwalk runs adjacent to a wall covered in thick pipes, both leading to a massive pair of automated doors that lead further into the station. Beings of all shapes and sizes move along other catwalks from their own vessels toward the entrance, conversing with each other in unfamiliar tongues. The sounds of scrabbling feet and other curious voices seem to echo from within the pipes.

As the PCs leave their ship, they should soon realize they are strangers in this strange land. At first, the supposedly automated doors to the station interior don't react to the PCs' biosignatures and won't open. While the PCs can wait for someone else to go through the doors and follow after, an impatient PC can instead force the doors open with a successful DC 15 Strength check. A PC can also disable the door mechanisms with a successful DC 16 Engineering check, forcing the door to remain open until an outpost technician comes to repair it. Alternatively, a PC can hack the biosignature reader to include the PCs' designations by succeeding at a DC 20 Computers check; a PC who succeeds at a DC 16 Life Science check before the attempt grants a +2 bonus to this check. This problem affects PCs of Pact

A FAILURE TO COMMUNICATE

The most obvious solutions to the PCs' language woes on Outpost Zed are the 1st-level spells *comprehend languages* and *share language*, but both of these spells have their limitations. *Comprehend languages* allows a PC to understand a foreign language, but not to speak or write it, while *share language* requires the caster to touch the target, something none of the outpost's residents will permit without first understanding the PCs' intentions. A PC must succeed at a DC 25 Diplomacy check to reassure a denizen of the outpost that the touch required for this spell is not harmful. Without spells, PCs will be able to use skills such as Culture and Sense Motive to grasp the basic ideas of their conversations with specific characters, as detailed on the following pages.

Worlds species and other species unknown to the Azlanti Star Empire at your discretion; the door opens automatically for a PC of a species already found within Outpost Zed (such as a draeliek or wrikreechee).

To emphasize the foreign nature of the space station, you can have the PCs run up against this same problem a few more times—with doors and other automated machines—during the adventure, though if the PCs successfully hacked the biosignature reader, those devices work for them. At any point, a PC can attempt a DC 15 Diplomacy check to ask one of the station's other denizens for help, though this request might run into language barriers. You should be careful that these minor aggravations do not detract from the rest of the adventure, and after three or four of these instances, the station's computer scans the PCs and adds their biosignatures to its library.

Outpost Zed is home to a wide variety of outcasts, outlaws, smugglers, spacefarers, and scoundrels, all members of species from dozens of systems. Common Pact Worlds races are entirely absent from the population—species rare in the Pact Worlds such as draeliks, reptoids, and wrikreechees are the only familiar inhabitants. Few of these people have ever been to the Pact Worlds, and some might not have heard of it at all. Worse yet, most of the locals don't speak any standard Pact Worlds languages. Some know a few esoteric tongues like Aklo or Wrikreechee, but for the most part the PCs will either have to rely on skills and spells to get their point across, or hope they can find a translator. Of course, PCs who have taken the time to learn Azlanti can bypass many of these language barriers.

INSIDE THE STATION

The interior of Outpost Zed is no more welcoming than the station's docking area—the temperature is uncomfortably hot

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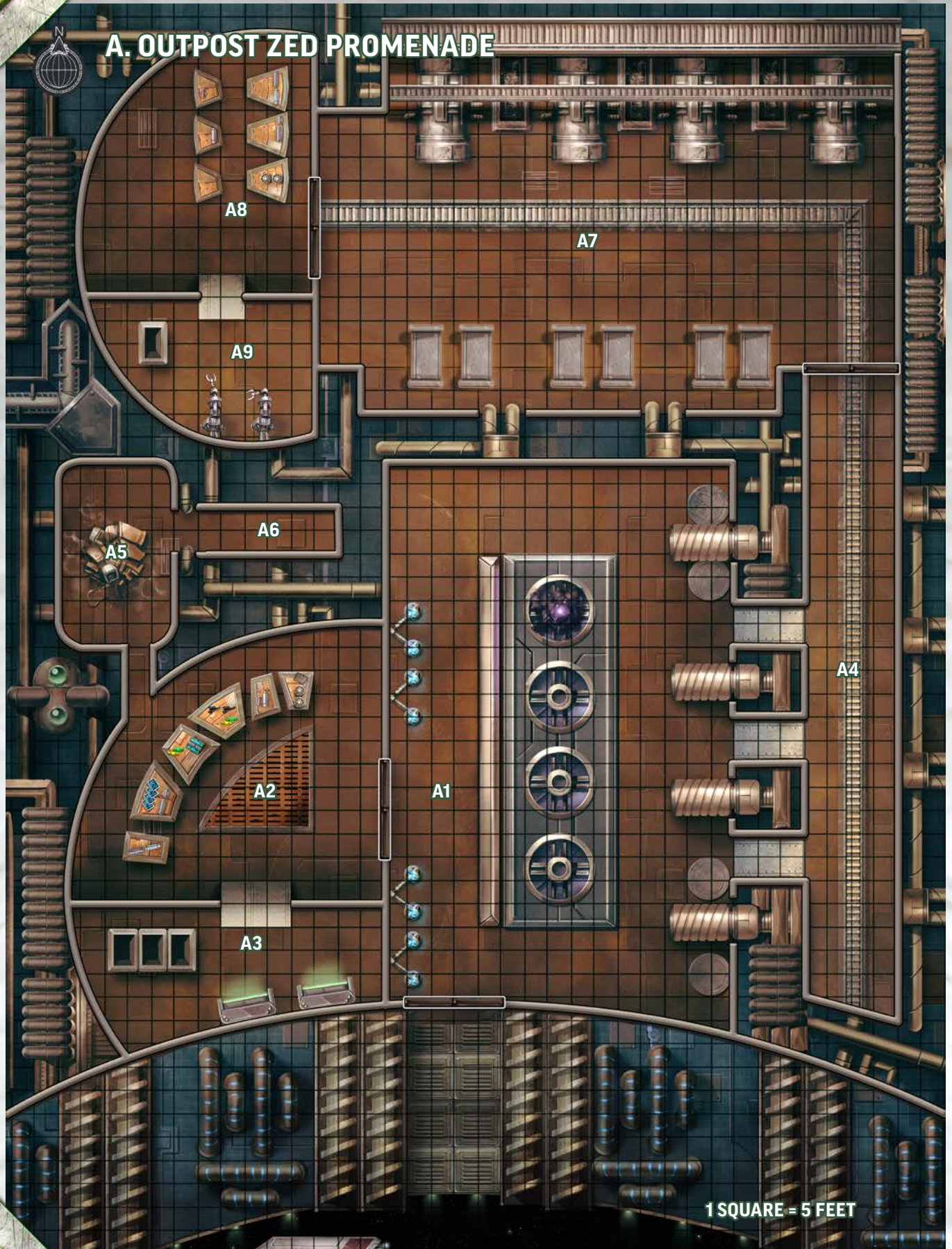
EMPIRE OF
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A. OUTPOST ZED PROMENADE



for most Pact Worlds species, the humidity is too high, the water tastes like soap, and the light is a little too dim. Some parts of the station are only accessible via well-frequented 3-foot-wide pipes that run through the walls, which Medium creatures must squeeze to move through and which are even warmer than the main station (treat anyone moving through the pipes for more than an hour at a time as being in very hot conditions; see page 402 of the *Starfinder Core Rulebook*). Large creatures can't move through the pipes on their own, but they can be shoved or pulled by other characters with a successful DC 14 Strength check; for every attempted Strength check, the Large PC takes 1d6 bludgeoning damage.

The PCs must also be careful that actions they take do not offend outpost residents, most of whom have different societal norms than the PCs. While Outpost Zed is a lawless kind of place, its denizens have a vested interest in keeping their homes and livelihoods intact. PCs who openly steal or harm merchants will be confronted by a group of three local draeliks acting as an impromptu police force (*Starfinder Alien Archive* 36). Any merchant whose attitude is changed to unfriendly charges double her ordinary prices, and one whose attitude is hostile is quite willing to pack up her wares and leave the station for as long as the PCs are there. In addition, many of the outpost residents are not humanoids, so the PCs can't always rely on spells such as *charm person* to make up for social blunders.

Outpost Zed has no directory, so the PCs will need to talk to many of the station's other denizens in order to find Talmrin, the contact Sayonsi recommended. Talmrin prefers to reside in the station's pipes and only comes out for a special signal that is known by her trusted customers. The PCs could get lost for days trying to search the maze of pipes manually. In order to locate Talmrin, the PCs will need to figure out what section of the station the technician is currently residing in, know that she lives inside the station's pipes, and learn the signal to call her out.

A. OUTPOST ZED PROMENADE

Though not nearly as large as Absalom Station, Outpost Zed is a sizable facility. However, it is sparsely populated, and most of the station's activity is concentrated on the promenade, a section of the ore-processing floor that has been turned into a riotous marketplace. The PCs can easily find the promenade by following the flow of traffic to the southern door leading into area **A1**.

Unless otherwise noted, the chambers of the promenade have a ceiling height of 50 feet. The light is dim, and though the walls are steel (hardness 20, Hit Points 90 per 10-foot-by-10-foot section, break DC 30), the piping and broken fixtures reduce the Athletics DC to climb a wall to 20.

A1. MAIN PLAZA (CR 4)

Many beings bustle through this large portion of the station. A lowered segment of the floor in the center of the room,

fifteen feet deep, contains the remnants of ore refining machinery. Gears, containers, and pipes are scattered everywhere, no longer connected to anything that would make them functional. Large doors exit to the west and south, and a trio of short corridors lead east.

While there aren't any merchant stalls erected here, permanent residents often meet visitors here to engage in more personal transactions and trades. The area is very noisy, as dozens of voices echo off the unused equipment.

Creatures: Spotting newcomers to the station, two xenophobic draeliks begin stealthily stalking the PCs through the outpost. They attack if the PCs spot them, or else in a semi-secluded area (such as area **A4**). If the fight occurs in a crowded chamber, noncombatant NPCs temporarily flee the area but return when combat is over. There are no social consequences if the PCs attack the draeliks after they have begun following the PCs.

DRAELIKS (2)

CR 2

XP 600 each

HP 21 each (*Starfinder Alien Archive* 36)

TACTICS

During Combat When a fight begins, the draeliks keep their distance from one another so that, if the PCs engage one in melee, the other can use his dark nova ability without harming his comrade.

Morale A draelik reduced to fewer than 5 Hit Points flees the area and doesn't hassle the PCs any further.

STATISTICS

Gear freebooter armor I, lesser shadowstaff (*Starfinder Alien Archive* 37) with 1 clip (40 charges), shadowblend serum (*Starfinder Armory* 116), x-ray serum (*Starfinder Armory* 116)

A2. CANTINA

The temperature in this room plummets compared to the rest of the station. Machinery once lined the western wall here, but it has since been stripped away, leaving only holes and bits of metal embedded in the walls. A series of raised platforms have been repurposed into tables with makeshift stools pushed near them. A dented metal grate covers a large portion of the floor. A door exits to the east, and a short ramp to the south leads to another chamber.

This area serves as the promenade's cantina, where visitors and residents alike can grab a bite to eat from the nearby food dispensers (area **A3**) or sit and talk in a quieter atmosphere.

A3. FOOD DISPENSERS

A ramp leads down from the north to a pair of huge, blinking

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machines. Abandoned bins have been shoved into the western half of the chamber, their insides still crusted with solidified rivulets of metal. A large cluster of pipes juts from the wall five feet above the ground next to the bins.

The two machines here are automated food dispensers, their lights flashing sedately until approached by a potential customer. Unfortunately, much like the station doors, the dispensers don't respond to the PCs' biosignatures, but can be made to function properly in the same way (see page 7). A meal costs 3 credits, and the various options are labeled in Azlanti. The dispensers serve unusual dishes; the names of the available meals roughly translate to "crushed succulent paste," "fermented meat honey," "jellied skin fungus," "tar whale polyps," and "tongue and eye fish."

Hazard: Unknown to anyone on the station, the jellied skin fungus is poisonous both to humans and lashuntas. PCs who eat the jellied skin fungus and succeed at a DC 14 Life Science check or a DC 18 Wisdom check realize this and either warn their fellows or spit the food out before it causes significant harm—otherwise, a human or lashunta who ingests the dish risks being poisoned.

JELLIED SKIN FUNGUS POISON

Type poison (ingested); **Save** Fortitude DC 14

Track Constitution; **Onset** 10 minutes; **Frequency** 1/minute for 6 minutes

Cure 1 save

A4. TRACK CORRIDOR

Metal tracks, now worn smooth by constant foot traffic, run the length of this corridor and through a heavy metal door that has been propped open to the north.

When the station was a mining platform, the workers pushed carts up and down this corridor to move the raw ore from the processors in area **A1** to the furnaces in area **A7**. Many of the carts have been repurposed into market stalls (see area **A7**).

A5. PARASITE NEST (CR 5)

The center of this chamber is a mess of blood-stained cloth, scraps of metal, and stagnant puddles of water.

Though it is accessible only via the network of pipes, this small area has a 10-foot-high ceiling. However, it has no lighting of its own.

Creatures: This area is home to a cluster of parasites known as odheos, vermin with ten legs and long piercing tongues.

While these pests are usually exterminated when found, this new nest is recent enough that the locals have yet to clear it out. The odheos here are the same creatures that have been tormenting Hasshachir (see page 15), and any damage the PCs might have previously inflicted upon the creatures remains.

ODHEOS (4)

CR 1

XP 400 each

HP 17 each (see page 58)

TACTICS

During Combat The odheos attack as soon as one PC enters the chamber, climbing onto the walls to keep their distance.

Morale The odheos attempt to escape into the pipes if reduced to 5 Hit Points or fewer.

Development: If the PCs flood this chamber with poison, smoke, or fire to try and eliminate the odheos, the corrupted air seeps through Outpost Zed's pipe network and affects many of the station's inhabitants. Should they discover that the PCs were responsible for this indiscriminate harm, the attitudes of all NPCs toward the PCs worsen by one step.

Treasure: If the PCs decide to dig through the odheos' damp and putrid nest, they discover two armor upgrades—a backup generator and a grimy pair of jump jets—but they are also exposed to filth fever (*Starfinder Core Rulebook* 418).

A6. BARE CHAMBER

This chamber is accessible only through the outpost's network of pipes. It is unremarkable, seemingly no more than a larger opening in the pipes, but it is the only place to contact Talmrin (see page 17).

A7. FURNACE MARKETPLACE (CR 4)

What was once a smelting factory has been converted into a bustling marketplace, with unlit furnaces and overturned mine carts serving as various storefronts. The walls are decorated with bits of metal cans, worn ropes, and broken weapons hanging among the exposed pipes. A set of tracks emerges from the southern door, and another door exits to the west.

With the exception of the specific merchants and their wares listed in the Outpost Zed Denizens section starting on page 12, the vendors on the station sell only the most basic of items (anything in the *Starfinder Core Rulebook* of item level 3 or lower). However, the myriad languages these merchants speak make transactions impossible unless the PCs are benefiting from an effect like *comprehend languages* or a character succeeds at a DC 28 Diplomacy check. Even then, they are charged 10% more than the prices listed in the *Core Rulebook*.

Creature: A 7-foot-tall, hulking, clawed being known as a paralith wanders through the crowds of the marketplace with no discernible destination or pattern. The paralith has

a thick blue hide, a short neck, and a horse-like head with no eyes, nostrils, ears, fur, or mane—just a mouth with large, blunt teeth. The alien doesn't speak or understand any of the languages common on the station, and even Hasshachir (see page 15) has been unable to learn the paralith's own tongue. However, Hasshachir has managed to painstakingly impart some basic cultural concepts to the paralith, who now grasps that taking something from another creature is stealing and unacceptable, but taking something in exchange for another thing is "trade" and encouraged. The paralith doesn't fully understand why this is so, and they have yet to figure out that trade is meant to be by mutual agreement. When the paralith sees the PCs, the alien tries out this new concept on them.

The paralith hands one of their own possessions to a PC (randomly determine both the object and the PC) and then tries to take an item from that PC's hands in return (treat this as a disarm combat maneuver). If successful, the paralith leaves, walking to a corner of area A9 that it has claimed as their own. The PCs can chase down the paralith and attempt a DC 21 Diplomacy or Intimidate check (without a common language or method of communication, these checks take a –5 penalty) to laboriously explain they don't want the item, in which case the paralith will exchange the item for the one they took. If a PC succeeds at this check by 5 or more, she can continue to randomly trade for the paralith's other items by giving a single item of their own in exchange. The paralith loses interest after they trade for three items. If the PCs fail the above check, the paralith refuses to return the item they originally took from the PCs without a fight.

PARALITH

CR 4

XP 1,200

HP 52 (see page 59)

TACTICS

During Combat The paralith is willing to attack with their claws, especially if the PCs get too close.

Morale If reduced to 10 or fewer Hit Points, the paralith retreats to area A9 to nurse their wounds.

STATISTICS

Gear cylindrical lens pistol^{AR} with 1 battery (20 charges), *hat of disguise*^{AR}, *mk 1 summoning grenade*^{AR}, *mk 2 ring of resistance*, *smart cable*^{AR} (10 ft.)

Development: Killing the paralith over the stolen item doesn't provoke retaliation from the outpost's residents, but it is seen as an unreasonably extreme response; reduce the attitude of all other NPCs toward the PCs by one step.

A8. GAMBLING NOOK

The majority of this chamber is taken up by several raised platforms, some of which are covered by scattered pieces from unusual games: squares of plastic bearing holographic images, plastic chits of various shapes and colors, and

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hexagonal wooden containers filled with glass beads, among other paraphernalia. A door exits to the east, and a ramp leads up to another chamber to the south.

The Outpost Zed denizens are uninterested in gambling with strangers until a PC shows that she has a stake of at least 2,000 credits. The games here are likely very strange to Pact Worlders. A PC must succeed at a DC 20 Intelligence check to understand the rules, but each check requires that PC to ante 100 credits. Each check after the first gains a cumulative +1 circumstance bonus. If the PC fails her check, she loses her ante, and even if she succeeds, there is a 50% chance she simply loses the game (and her credits). What happens when players attempt to cheat at these games is beyond the scope of this adventure, but if the PCs are caught or win too much, they might earn the ire of the draeliks that act as the outpost's enforcers (see page 9).

A9. MACHINERY CORNER

Sets of mechanical arms hang limply from the southern wall, lengths of rope and canvas sheets stretched between them. An empty bin has been pushed up against the western wall. The area is a bit quieter than the rest of the outpost.

This was once a storage area for the mining platform's mechanical arms, devices used to lift larger chunks of ore. They haven't been maintained for some time, and this area now functions as a kind of meditative space for some of the station's more reclusive residents.

OUTPOST ZED RESIDENTS

Though the station is home to beings of all shapes and sizes, most of the residents of Outpost Zed have little desire to interact with the PCs, simply wishing to go about their business without being interrupted. Moreover, they know nothing useful about Gulta or the incident on Nakondis. Beings who might be of most interest to the PCs are detailed below. If the PCs ask random residents on the station for information, they are pointed toward Hasshachir (see page 15), who has the most experience dealing with outsiders. Otherwise, you can call out these residents as potentially significant—they have useful wares, openly examine samples of

Azlantian technology, or simply have a striking appearance even by the standards of Outpost Zed.

All these NPCs begin indifferent to the PCs unless otherwise stated, though certain actions might affect the attitudes of all residents on the station. You should immediately make it clear when a PC's action has widespread negative social repercussions. It is theoretically possible for the PCs to reduce the entire station's attitude to hostile by killing people, making it nearly impossible for the PCs to complete their mission. At your discretion, Bluff, Disguise, and Stealth checks can be used to continue gathering important information in such a situation, though most merchants will have closed up shop.

After a brief description, each NPC entry contains the following information. If the NPC is a merchant, the items she has for sale are listed.

Usual Location: The area on the promenade the NPC can usually be found.

Common Languages: Languages this NPC knows that the PCs might speak.

Senses: The NPC's senses and Perception modifier, in the event the PCs wish to use Stealth or Sleight of Hand.

Discovery Checks: The skills the PCs can use to learn more about the NPC.

Influence Checks: The DCs to influence the NPC with Diplomacy or Intimidate.

GLEST

The eyes of this small-eared creature bulge almost out of his head.

He is wearing a poncho-like garment in several colors.

Usual Location: Area A7.

Common Languages: Azlantian.

Senses: Low-light vision; Perception +5.

Discovery Checks: By succeeding at a DC 18 Perception check or DC 12 Sense Motive check, a PC can tell that Glest looks about 5 seconds away from a meltdown. Confronting him about anything, even diplomatically, isn't likely to be the best approach to earn his favor.

Influence Checks: See page 13.

The merchant **Glest** (N male screebreep [see page 51]) operates out of one of the unused furnaces. Speaking with him is an exercise in patience, as the PCs will have to endure his barely-coherent paranoid ramblings, but the screebreep does know some information that can help the PCs' mission.



Glest's wares are marked up to 150% of the standard price (with the normal price shown in parentheses). Complaining about this or bargaining, even using Diplomacy, results in Glest having a screeching fit before pulling a chain that closes the furnace door in the PCs' faces. He reacts the same way to threats, veiled or otherwise. A PC can pay the standard price (marked in parentheses) for a single item with a successful Bluff check opposed by Glest's Sense Motive check (Glest has Sense Motive +10). Should a PC steal something with Sleight of Hand and Glest notices one of his items is mysteriously missing, he throws a tantrum, his attitude toward the PCs worsens by one step, and he closes down his shop. Glest usually returns 1 hour after a meltdown, though if he is repeatedly angered, he stays away from his shop for the duration of the PCs' visit to the outpost. A quick casting of a spell such as *charm person* can stop a meltdown while it is occurring (Glest has a Will save of +4), though Glest becomes even more jittery afterward.

Do you know anything about Gulta? "Why-why-why are you asking me? I don't go anywhere near the sardat, the sardat doesn't know anything about—he wouldn't know anything about me—he wouldn't know anything. Do I look like a prisoner of his, is that why you ask? No, his prisoners don't come out—don't come out in one piece—don't come out at all. Why d-do you think I-I'd know anything? Stop asking me!"

What can you tell us about Sardat Zolan Ulivestra? "Why are you asking? You don't ask about people in the IV—in the IVS—in the Imperial Vanguard—in the Scout Corps! Why are you asking me about high-up peoples, are you trying to get me disappeared? Huh? Huh?" A PC who has studied the Stewards' datafile about the Star Empire recognizes the Imperial Vanguard Scout Corps as the branch of the Imperial Fleet responsible for exploration, recon, and forward military operations, and can infer that Sardat Zolan Ulivestra is likely a high-ranking officer within that organization.

Where can we find a technician named Talmrin?

"The gosclaw? Are you trying to get me killed? Is that—is that what you want, to get me killed? What do you think you're asking? I won't go anywhere near her—you won't get me anywhere near her—you won't have me around for the tap-tap-tapping tap-tappity-tap-tap-tap and she comes out!" Glest taps on the side of his furnace when he says this. A PC who succeeds at a DC 12 Wisdom check can infer the pattern is a signal to call the gosclaw out of the pipes.

Story Award: If the PCs get any information out of Glest or purchase at least one of his items, award them 400 XP.

ITEM	LEVEL	PRICE
Smoke grenade (5)	1	60 ea. (40 ea.)
Zipstick ^{AR}	1	15 (10)
Holoskin (2)	2	750 (500)
Alert redirector ^{AR}	3	2,175 (1,450)
Holoshroud ^{AR}	3	1,950 (1,300)
Ion tape ^{AR}	3	413 (275)
White-noise generator ^{AR}	3	2,025 (1,350)
Creator capsule, mk 1 ^{AR}	4	3,000 ea. (2,000 ea.)
Grenade scrambler, mk 2 ^{AR}	4	3,150 (2,100)
Improvisation adornment, mk 1 ^{AR}	4	2,700 (1,800)
Warning wire, mk 1 ^{AR}	4	3,000 (2,000)
Storage goo ^{AR}	5	750 (500)

THE GLIMMSHAR PIRATES

Beings that resemble yellow crystals with spindly, spiderlike legs gather near a table. Glowing light in their crystalline bodies brightens and dims, accompanied by bursts of crackling noise.



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Usual Location: Area A8.

Common Languages: Terran (can't speak).

Senses: Darkvision 60 ft.; Perception +7.

Discovery Checks: By succeeding at a DC 16 Culture check or a DC 20 Sense Motive check, a PC can tell that the glimmshars seem to be sizing up the PCs as potential targets.

Influence Checks: A PC can influence the glimmshars with a successful DC 18 Diplomacy or Intimidate check.

These crystalline aliens are pirates from another system and are here at the outpost after scoping out nearby Azlanti space for possible targets. They are gambling and communicating among themselves when the PCs approach, though a PC who succeeds at a DC 21 Perception check notices that one of them is examining a 3D model of an Azlanti starship before they quickly hide the object from view.

The glimmshars' own language involves subtle fluctuations of their internal glows and noises that sound like static. Without a way to understand this form of communication, the PCs can have a conversation with the glimmshars by typing out sentences in Terran on a datapad (though it likely takes lots of trial and error to discover this common language). This is how Hasshachir translates for the glimmshars if the PCs bring him along. A PC can also talk to the glimmshars telepathically if she has that ability.

With the lines of communication open, one of the pirates introduces himself as **Brightbrightcrackleflickerdim** (CN agender glimmshar). They know nothing about Talmrin and are uninterested in the PCs' quest, answering only a few questions in their repetitive speech patterns. They are, however, excited by talking about starships; a PC who succeeds at a DC 18 Engineering or Piloting check while discussing spaceflight immediately improves the glimmshars' attitude by one step.

Do you know anything about Gulta? "It is a moon that is owned by the Azlanti noble Sardat Zolan Ulivestra, who controls the prison on the moon of Gulta that is guarded by guards who serve the Azlanti noble Sardat Zolan Ulivestra. All Azlanti prisons are protected by a Vanguard Parapet, because it is a starship specifically for guarding things such as prisons. The Vanguard Parapet has less shields on its forward side but it has a heavy laser cannon on its forward side and also a high explosive missile launcher on its forward side and a light particle beam that is on a turret so that it can also hit targets on its forward side, so it wishes enemy ships to target its forward side. It is not a very fast ship because it is for guarding prisons, which requires it to stay near the prison."

What can you tell us about Sardat Zolan Ulivestra? "He is an Azlanti noble who is a member of the Imperial Fleet and also who owns the prison moon of Gulta, which is why he is an Azlanti noble. Gulta is where Sardat Zolan Ulivestra keeps prisoners for the Imperial Fleet and also for himself, because he owns the moon and thus can use it for multiple purposes. Recently, he left the system to perform a military operation on Nakondis, which has a small colony that belongs to the Pact Worlds, because an Azlanti survey probe crashed upon Nakondis and sent back survey information that caused Sardat Zolan Ulivestra to perform a military operation on Nakondis. This military operation likely did not go well because foreign people are now in Azlanti space asking about Sardat Zolan Ulivestra." A PC who reads the Stewards' datafile knows that a sardat is a hereditary ruler of a moon, a major space station, or a large province on a single planet.

Treasure:

If the PCs are able to increase the glimmshars' attitude to friendly or better, the pirates hand over some spare equipment that they have no use for, as part of their excited conversation. This includes a laser microphone and a minimal speed suspension augmentation, along with the glimmshars' offer to install the augmentation if desired.

Story Award: If the PCs learn about the Vanguard Parapet guarding Gulta, award them 600 XP.

HALF-RED

A tiny, pink squid-like creature floats in a large orb of water next to an upended mine cart, upon which various merchant wares have been arranged. The creature points at these goods with liquid tentacles that extrude from the globe of water.

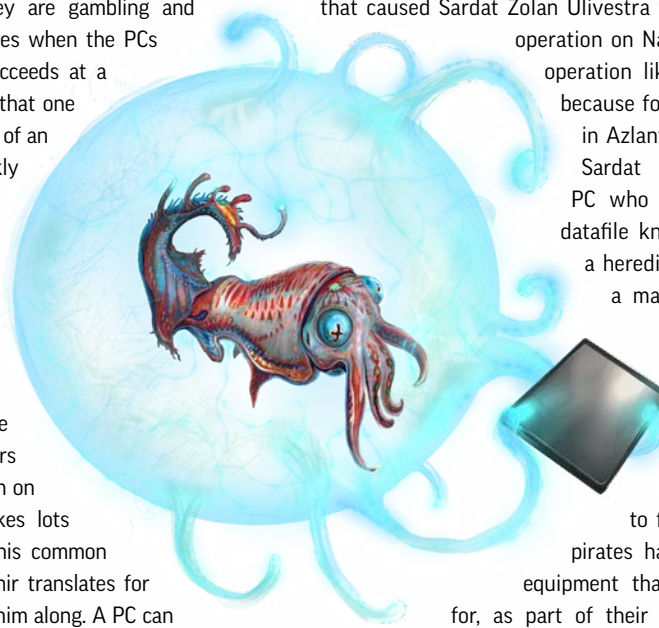
Usual Location: Area A7.

Common Languages: Azlanti (can't speak or write).

Senses: Darkvision 60 ft.; Perception +10.

Discovery Checks: By succeeding at a DC 22 Perception check or DC 18 Life Science check, a PC notices that Half-Red's skin continually shifts in color and pattern, possibly as a form of communication.

Influence Checks: A PC can influence Half-Red with a successful DC 16 Diplomacy or Intimidate check.



HALF-RED

Though she doesn't speak the same language as most others on Outpost Zed, **Half-Red** (NG female stellifera [see page 52]) has managed to be fairly successful. A while back, she had her friend Talmrin create a handful of discs that holographically display the prices of her wares, and she meets with the gosclaw from time to time to have them updated. Half-Red is inherently pleasant and helpful, and she expects that non-stellifera she meets won't be able to understand her race's language, so she communicates by psychically altering the interior of her bubble to show images. However, a spell like *comprehend languages* does allow a PC to understand Stelliferan, even though it consists only of shades and patterns on a stellifera's skin. If Hasshachir is present, he asks any questions the PCs might have using Azlanti, and her answers remain the same as below.

Half-Red is more than happy to sell the PCs any item she has. If the PCs successfully steal three items from her using Sleight of Hand, however, her good mood cools and she packs up her wares and retreats into the station's pipes.

Do you know anything about Gulta? Half-Red creates a transparent cylindrical tube around herself, then turns a sickly green color and feigns death. She then flashes black-and-white stripes across her skin and rubs two of her tendrils together to create a high-pitched sound. A PC might realize the first part refers to Gulta's status as a prison moon (which can be confirmed with a successful DC 12 Wisdom check). A PC who succeeds at a DC 20 Culture or DC 22 Engineering check realizes that the second part probably refers to some kind of debilitating sonic device that can be used to pacify escapees or unauthorized visitors.

Where can we find a technician named Talmrin? Half-Red creates a crude map of the promenade and zips through the tunnels, ending in a nondescript chamber. She then turns a bronze color and then taps out a rapid pattern on her mine cart with a tendril. A PC who observes this display can, with a successful DC 15 Intelligence check or a DC 22 Survival check, find this chamber (area **A8**) later among the network of pipes.

Story Award: If the PCs learn about Gulta's sonic debilitators, award them 400 XP.

ITEM	LEVEL	PRICE
Holo grenade, mk 1 ^{AR}	1	50 each
Serum of appearance change	1	75 each
Serum of healing, mk 1 (12)	1	50 each
Brooch of shielding ^{AR}	2	1,000
Spell gem of disguise self (12)	2	140 each
Ability crystal, mk 1 (2)	3	1,400 each
Clearsight trinket ^{AR}	5	2,750
Holo grenade, mk 2 ^{AR} (4)	4	300 each
Tauon crystal, minor ^{PW}	4	1,850
Graviton crystal, least	4	2,900
Photon crystal, least	4	2,950
Serum of healing, mk 2 (5)	5	425 each
Spell ampoule of remove condition (3)	6	700 each

HASSHACHIR

This chitinous humanoid sits forlornly by himself. Gauzy black veils are draped over his arms, and he dips the baleen hanging from his appendages into a plastic container holding a cloudy red substance.

Usual Location: Area **A2**.

Common Languages: Aklo, Azlanti, Common, Wrikreechee.

Senses: Darkvision 60 ft.; Perception +15.

Discovery Checks: By succeeding at a DC 18 Culture check or a DC 20 Life Sciences check, a PC notices that Hasshachir is diseased and contagious, as denoted by the black veil. Wrikreechee PCs know this information automatically and know that wrikreechees should not physically touch this creature unless they want to be exposed to the disease.



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Influence Checks: A PC can influence Hasshachir with a successful DC 21 Diplomacy or Intimidate check.

Hasshachir (LN male wrikreechee mechanic) is obviously horribly sick, as chunks of his shell have fallen off and the remainder appears to be flaking away. His biotech voice enhancer is also malfunctioning, so he can speak in only a whisper garbled by static. When the PCs approach Hasshachir, they clearly see a couple of odheos—tiny vermin infesting the outpost (see page 11)—jabbing his exposed flesh with their tongues. Attacking the vermin or shouting at them causes them to flee for a few minutes, but the pests inevitably return, making it difficult for Hasshachir to speak for very long. PCs who want Hasshachir's help will need to permanently deal with the vermin; a PC who succeeds at a DC 20 Perception check or DC 15 Survival check can track the odheos to their lair (area A5).

Development: Killing the odheos and destroying the nest in area A5 improves Hasshachir's attitude by one step and allows the PCs to converse with the wrikreechee without interruption. Repairing his malfunctioning voice enhancer, which requires a successful DC 18 Engineering check, also improves Hasshachir's attitude by one step. Hasshachir knows nearly everyone on the station, but he hasn't had much contact with Talmrin. He can also translate for almost everyone on the station, but isn't very mobile due to the excruciating pain his disease causes him. If the PCs restore at least 5 of Hasshachir's Hit Points and his attitude is friendly or better, the wrikreechee agrees to accompany them for one conversation with another NPC. For every additional 5 HP the PCs restore, he helps them speak with an additional NPC at the outpost.

Hasshachir's disease is contagious only to wrikreechees. He is currently at the debilitated stage of the affliction, but has recently managed to succeed at a save against the disease (he has a Fortitude saving throw bonus of +4). It would take several weeks and much bed rest to cure Hasshachir of his disease entirely. However, if the PCs somehow help him with this, Hasshachir's attitude immediately becomes helpful. He is willing to translate for the PCs as needed, and he can smooth over any bad feelings other residents might have for the PCs, returning the attitude of the station's inhabitants to indifferent.

WRIKREECHEE SHELL ROT

Type disease (contact); **Save** Fortitude DC 18

Track physical; **Frequency** 1/week

Cure 2 consecutive saves

Hasshachir can also answer a few questions if the PCs ask him for information. He doesn't pry about the PCs' business in Azlanti space, but in return doesn't answer queries about himself and his past.

Why didn't you leave the cantina to avoid those vermin?

"My broken shell prefers the cold. Besides, the pests seem to follow me everywhere."

Do you know anything about Gulta? "Gulta? The prison moon? Why would such upstanding-looking people like yourself want to know about that place? It's owned by a powerful Azlanti noble, Zolan Ulivestra, and used for prisoners that need extra... guarding. I would not go near him or his prison if I were you?"

Where can we find a technician named Talmrin? "She lives in the outpost's network of pipes and constantly moves. I am not sure how to call her out."

What can you tell us about Outpost Zed? "This is one of the less stringently controlled stations in the Azlanti Star Empire. The people who come here have little regard for Azlanti rule. You clearly aren't from the Star Empire, so keep in mind people here do things differently than how you might do things. You will have to be observant and... patient."

Why do you know so many languages? "They are useful, are they not? I once studied them, and still do when I can, but am too tired from pain. I am working on learning to speak to the paralith that lives here, but it is... difficult. I have taught it some of the concepts of trade, but my work is still incomplete."

Story Award: If the PCs manage to cure Hasshachir of his ailment, award them 400 XP.

THE XAARB

This stout, dark-furred being has large eyes and four hand-like appendages. It sits near a blanket laden with items in the corner of the chamber, grunting and howling at passersby and showing very sharp teeth in its massive maw.

Usual Location: Area A7.

Common Languages: Azlanti, Vesk (can't speak).

Senses: blindsense (scent) 60 ft., darkvision 60 ft., low-light vision; Perception +11.

Discovery Checks: A PC who succeeds at a DC 22 Perception check or DC 16 Sense Motive check can see that the xaarb looks instinctively aggressive. A PC who then succeeds at a DC 18 Culture check realizes that if the xaarb engages in a dominance contest, the best response would be to cow them without harming them.

Influence Checks: See page 17.

While the xaarb (see page 61) technically has a name (a pair of animalistic noises), it defies pronunciation and even the outpost residents refer to them as "the xaarb." The xaarb is obviously a merchant, but they haven't been doing much business due to their attitude.

Xaarbs instinctively greet each other with a loud threat display to establish dominance. When the PCs approach them, the xaarb starts snarling and screaming in a threatening manner, revealing that most of their body is a giant mouth filled with sharp teeth. Diplomacy has no effect on the xaarb at this point, but a PC can cow the creature by screaming back louder (requiring a DC 22 Intimidate check), succeeding at a DC 15 Strength check to dent a nearby wall, or dealing 10 damage to a

nearby inanimate object with a single attack. The PCs can only attempt each of these tactics once. A PC can also try striking the xaarb with a melee attack that deals at least 8 points of nonlethal damage in a single attack, though if a PC misses, the xaarb tries to bite back (the xaarb's stats are found on page 61). Dealing lethal damage to the xaarb immediately cows them and doesn't provoke retaliation from the station's residents, but is seen as an unreasonably extreme response (reduce the attitude of all other NPCs toward the PCs by one step). If the PCs don't cow the xaarb, they eventually stop screaming. Secure in their dominance, the xaarb charges outrageous prices.

As a merchant, the xaarb specializes in selling armor, ammunition, and weapons. If the PCs steal two items from the xaarb using Sleight of Hand, they howl in anger, wrap their goods in the blanket, and trundle off in a huff.

The PCs can't ask the xaarb any questions until the alien is cowed. Xaarbs are not a vocal learning species—though they can understand verbal languages, their brains are unable to learn how to make new sounds. Since this xaarb lacks a text-to-speech generator, the merchant responds to all queries in Xaarb, its native sign language. Hasshachir can translate this language, as can *comprehend languages*.

Why were you screaming at us? The xaarb grovels and looks sheepish.

Do you know anything about Gulta? The xaarb makes a spherical symbol with their fingers and circles it around their head, then makes a bowing motion. They hold their hand and fingers straight up, forcibly drag their palm downward in the air three times, then smack the edge of their hand against their other palm and hunch over. This translates to mean that Gulta is a heavily guarded Azlanti prison, and that the Azlanti often imprison alien species for spurious reasons, due to treating aliens and non-Azlanti humans as second-class citizens.

Where can we find a technician named Talmrin? The xaarb knocks on one of the station pipes behind them, then holds up four fingers crossing over one another. This translates to mean the technician lives in the station's pipes. If shown a map of the promenade, the xaarb can point out where to contact Talmrin (area A6).

Treasure: If the PCs successfully cow the xaarb, the alien grovels apologetically. They offer a one-time 1,000-credit discount on an item of the PCs' choice (that costs more than 1,000 credits) and a brown force field armor upgrade in both apologetics and tribute.

Story Award: If the PCs successfully cow the xaarb, award them 1,600 XP.

ITEM	LEVEL	PRICE
Battery (10)	1	60 each
Rounds, small arm (300 rounds)	1	40 for 30 rounds
Rounds, longarm and sniper (250 rounds)	1	75 for 25 rounds
Arc pistol, static	2	750
Bone cestus, austere ^{AA}	2	600

Electrovore gloves, static ^{AA}	2	750
Flame doshko, ember	2	750
Iridishell, basic	2	90 for 20 rounds
Rounds, heavy (200 rounds)	2	90 for 20 rounds
Battle dress, AG trooper	3	1,650
Carbon skin, graphite	3	1,220
Golem-forged plating II	3	1,610
Petrol tank, high-capacity (4)	3	280 each
Starheart cannon, red star ^{PW}	3	1,300
Battery, high-capacity (5)	4	330 each
Battery, super-capacity (2)	4	390 each
Curve blade, carbon steel	4	2,230
Frag grenade II (3)	4	700 each
Battery, ultra-capacity	5	445
Cryopike, tactical	5	3,360
Sonic rifle, thunderstrike	5	3,400
Zero pistol, frostbite-class	5	3,060
Laser pistol, corona	6	4,270
Plasma doshko, red star	6	4,650
Stationwear, elite	6	4,100
Vesk overplate I	6	3,910

FINDING TALMRIN

The PCs should eventually learn that while Talmrin lives among Outpost Zed's network of pipes, she can be contacted in area A8. She remains hidden within the labyrinthine pipe networks until the PCs tap out the proper signal on one of the pipes in that chamber. Read or paraphrase the following when the PCs call out Talmrin.

The sounds of the rhythmic tapping echo from one pipe to another, reverberating in a soft chorus with each other until they finally die out. A minute passes without response, then two, then three. Patience eventually pays off, as the soft sound of nails clicking against metal heralds the arrival of a creature in response. A pair of huge, shimmering eyes appear in the darkness of a large bronze pipe twenty feet above the ground, then blink in curiosity as they regard the creatures down below. "Foreign critters in Azlant space?" the being asks, craning her long neck to get a better view of the people who summoned her. "What dost thou seek here?"

The technician **Talmrin** (CN female gosclaw mechanic [see page 49]) resembles a cross between a white-furred cat and a weasel. She has large ears, a long, flexible neck, a thin flexible body, and short limbs and paws that look suitable for burrowing. Her eyes are huge and clouded, and she is wearing colorful layers of silver and blue clothing, though nothing that would impede her movement in a tight space. Talmrin fortunately speaks an understandable—if odd—dialect of Common and can easily communicate with the PCs. She has no interest in leaving her tunnels to help translate for others on the station, and in fact has little interest in helping the PCs at all until they mention Gulta. Talmrin agrees to help the PCs, but demands they tell her all of the details of their intended

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rescue attempt if they want her aid. She is most interested in how the PCs infiltrated Azlanti space thus far and how the PCs knew Cedona was taken to Gulta, but if the PCs describe the attack on Nakondis in detail, Talmrin becomes thoughtful.

"Curiouslike. The Azlanti shouldst not be leaving one simple ship to guard a newly conquered territory," Talmrin muses, twirling her whiskers with a stubby claw. "There hast been no pronouncements of an annexation, nor any rumors of important military operations or discoveries. Thou wouldst not have passed through the borders of Azlant so easily if there were. I wonder if the sardat is keeping secrets and exceeding his authority."

If the PCs show the flight plan that they've been following, Talmrin rhetorically asks if the PCs believe in fate. She then offers the PCs an additional mission. The gosclaw knows of a group of three prisoners who are being held on Gulta, likely near Cedona, as they are all non-Azlanti. If the PCs can manage to rescue these prisoners and bring them back to

Outpost Zed, Talmrin will pay the PCs 1,000 credits for each prisoner returned alive. Whether the PCs accept this deal or not, Talmrin is willing to modify the PCs' ship to allow them to travel safely through Azlanti space.

Talmrin also tells them about a possible flaw in their plans. A high-security Azlanti prison isn't likely to let a ship dock simply because it claims to have supplies—such shipments are all tracked in the prison's computer systems. Talmrin suggests that the PCs prevent an Azlanti supply ship from reaching Gulta and take its place. As payment for her services, Talmrin demands the supplies from any ship the PCs hijack. She has no intention of personally crossing the Azlanti Star Empire to lure a starship to Outpost Zed, which means the PCs will have to get the ship themselves.

Finally, Talmrin has a stolen key card that can get the PCs from one of Gulta's docking bays into the prison cell blocks. She can also answer questions the PCs are likely to have about waylaying a cargo ship and infiltrating Gulta prison.

Where can we find a supply ship headed to Gulta? "They are always coming and going; the moon prison needs many supplies. Thou shouldst ask other merchants or the glimmshar pirates—they payeth more attention to where ships are crossing. Azlanti ships cometh not to Outpost Zed unless they hast good reason, so thou shalt need to lure one in, then take the ship and the cargo. I suppose thou wanteth not the crew, but I can take them from you for a while, free of charge. Unless thy desire is to kill them for doing their jobs."

Can you help us lure in the supply ship? "Shove that. I needeth to live here after thou hast poked the Azlanti and run off. And the Azlanti expect us to buy stolen ships, but stealing them is another matter."

How can we infiltrate Gulta? "My modifications will get thee into a docking bay. Take thee this key card; with it, thou shalt be able to pass from the cargo bay to the cell blocks. Thou needst be stealthylike to survive. The Azlanti won't be mistaking thee for anything but Pact Worlds critters, so thou shalt needeth a disguise to look like Azlant folk. If thou shouldst be caught, or show up where thou shouldst not be, the Azlanti will imprison or kill you. Be certain thou hast a clear escape route to run back to thy ship, for thou shalt need it."

Where in the prison should we look for Cedona? "Like all Star Empire prisons, Gulta keeps its non-Azlanti in one place. Gulta's is called cell block J; thou shouldst start looking there. The Azlanti don't keep machinemeat androids like her in the same cages as other aliens; Azlanti don't think the machinemeats are sentient. Thou shalt have to look in cell block places separate from the other prisoners."

Who are the prisoners you want us to rescue? "There art three—a vesk named Mothkala, a shirren named Tseekchik, and a slivara whose name I'm not twistytongue enough for speaking. They were past-diggers, archaeologists. They smuggled things off Azlanti sites that once belonged to us Azlanti aliens, and gave them back to the people who were



supposed to own them. I smuggled for them for a long time, but one day they picked up something powerful the Azlanti wanted, so the Azlanti went and picked them up. I saw the Azlanti ships moving in and flew off, never came in for the rendezvous. They probably think I've abandoned them, but I haven't forgotten. I am just a coward." Talmrin ducks her head and looks a bit embarrassed.

Story Award: If the PCs find Talmrin and obtain her aid, award them 800 XP.

IN SEARCH OF A SHIP

In order to take the place of a supply ship that is headed to Gulta, the PCs first need to know about the local shipping routes and schedules. The most likely methods for the PCs to uncover this information are listed below, though you are encouraged to allow the PCs to pursue alternate solutions, using similar DCs for any skill checks involved.

Investigate Personally: A PC can attempt a DC 23 Computers to intercept transmissions between Azlanti vessels in the system and overhear the information they need. Each check takes 1d4 hours and requires at least one PC able to understand the Azlanti language. If the PCs discuss this plan with Talmrin, she warns them it is "a most dangerous scheme," as many Azlanti are paranoid enough to keep tabs on who receives their messages. If a PC fails this Computers check by 5 or more, Gulta's guards catch wind that someone is investigating the prison's supply ships; increase Gulta's alertness level by 1 (see page 22).

Talk to Outpost Zed's Denizens: The glimmshar pirates and the station merchants keep up with local shipping schedules as a matter of profession. If the glimmshars, Half-Red, or the xaarb are friendly or helpful toward the PCs (or cowed, in the case of the xaarb), and the PCs are able to communicate with them, they are willing to look up the schedules of local supply ships and identify one that is passing near Outpost Zed soon. While the PCs can also ask Glest for assistance, the screedreep only asks a series of shrill questions about their motives before refusing to help.

Success at either of the above methods reveals that a cargo ship known as the *Relic* will be passing close to Outpost Zed soon, and the ship is scheduled to stop at Gulta, among other destinations.

Story Award: If the PCs identify the *Relic* as a suitable ship for their ruse and discover its shipping schedule, award them 600 XP.

THE OUTPOST ZED SIRENS

Although the *Relic* is passing close by Outpost Zed while on its way to Gulta to deliver cargo, the ship's current course doesn't actually take it directly to the station. Since the PCs want both the ship's cargo and transponder intact, the PCs might want to lure the ship closer to Outpost Zed and commandeer it with some subtlety. The most likely methods for the PCs to accomplish this are listed below, though you

are encouraged to allow the PCs to pursue alternate solutions, using similar DCs for any skill checks involved.

Ask a Merchant to Hire the Supply Ship: Speaking to any of the local merchants on the matter, or succeeding at a DC 14 Culture or Profession (merchant) check, informs the PCs that these types of cargo ships need to make multiple deliveries on their routes to stay in business. The *Relic* isn't going to stop for an unknown group—such as the PCs—but it will divert course for a job from a known merchant. This is an exceedingly risky move for the chosen merchant, however, as it will result in their names being associated with a ship being hijacked, resulting in increased Azlanti scrutiny. Half-Red will not agree to lure in the *Relic* without either a helpful attitude or a 1,000-credit bribe. The xaarb can be browbeaten into messaging the *Relic* with a successful DC 17 Intimidation check. If a PC asks Glest for help, he screams about the PCs being controlled by lizard people and refuses to help.

Transmit a Distress Signal: While this is a common and obvious ruse, there's no guarantee the cargo ship will actually respond to the signal. A successful DC 17 Computers check is required to generate the signal from Outpost Zed or the PCs' own starship, followed by a successful DC 19 Bluff check and a successful DC 22 Diplomacy check to cause the *Relic* to divert course and come to the station.

Transmit a False Azlanti Message: This approach is similar to the use of a distress signal, but is meant to appear more official so there is less chance of the *Relic* ignoring it. A successful DC 21 Computers check is required to piggyback a broadcast onto Outpost Zed's normal communications array, followed by a successful DC 20 Bluff check to craft a message warning nearby starships of a false danger and ordering all ships to divert to Outpost Zed. If none of the PCs can speak Azlanti, they take a -4 penalty on these checks.

Use Brute Force: If everything else fails, the PCs can intercept the *Relic* and shoot it down. This approach isn't as advantageous as the others—the *Relic*'s volatile cargo gets destroyed in the ensuing battle and Talmrin is too upset to leave the PCs any UPBs as treasure (see page 21). In addition, the crew transmits a system-wide distress call right before their ship is disabled, increasing Gulta's alertness level by 2. By the end of the battle, the crew of the *Relic* is so battered and wounded that the PCs don't need to intimidate or fight them. Skip to the development described in the encounter with the *Relic*'s Crew below, but the PCs don't receive experience points for defeating the crew; they instead receive the XP noted in the story award below.

RELIC

TIER 3

Vanguard Comet (*Starfinder Adventure Path #7: The Reach of Empire* 50)

HP 35

Story Award: If the PCs defeat the *Relic* in starship combat, award them 1,600 XP.

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THE RELIC'S CREW (CR 5)

Once the PCs lure the *Relic* to Outpost Zed, they will have to deal with the supply ship's crew. The PCs can intimidate the crew into surrendering and not reporting the act of piracy with a successful DC 25 Intimidate check. It is more likely the PCs will have to fight the crew, killing them or rendering them unconscious long enough that they don't notify Gulta's guards of the theft (rendering the PCs' ruse worthless). You can use *Starfinder Flip-Mat: Starship* for this encounter.

Creatures: Though the crew of the *Relic* aren't dedicated combatants, they can nonetheless defend themselves when it is necessary.

RELIC ENGINEERS (3)

CR 1

XP 400 each

Azlanti mechanic

LE Medium humanoid (human)

Init +2; Perception +10

DEFENSE

HP 16 EACH

EAC 11; KAC 12

Fort +3; Ref +3; Will +2

OFFENSE

Speed 30 ft.

Melee wrench +4 (1d6+2 B)

Ranged azimuth laser pistol +6 (1d4+1 F; critical burn 1d4)

Offensive Abilities target tracking

TACTICS

During Combat An engineer creates cover using the Barricade feat and directs his laser fire at a single target, favoring anyone in melee combat with the captain or one of the other engineers.

Morale If reduced to fewer than 5 Hit Points, and all other crew members have been reduced to fewer than half their Hit Points, an engineer surrenders.

STATISTICS

Str +1; Dex +2; Con +1; Int +4; Wis +1; Cha +1

Skills Computers +10, Engineering +10, Physical Science +5, Piloting +5

Feats Barricade

Languages Azlanti

Other Abilities custom rig (engineering kit)

Gear flight suit stationwear, azimuth laser pistol with 1 battery (20 charges), wrench (functions as a club), engineering kit

RELIC CAPTAIN

CR 2

XP 600

Azlanti envoy

LE Medium humanoid (human)

Init +1; Perception +7

DEFENSE

EAC 13; KAC 14

Fort +1; Ref +3; Will +5

OFFENSE

Speed 30 ft.

Melee survival knife +6 (1d4+3 S)

Ranged static arc pistol +8 (1d6+2 E; critical arc 2)

TACTICS

During Combat The captain uses his envoy improvisation and the Intimidate skill to bolster allies and penalize foes.

Morale The captain refuses to surrender until all of his crew have surrendered or are unconscious.

STATISTICS

Str +1; Dex +1; Con +1; Int +2; Wis +0; Cha +4

Skills Diplomacy +12, Intimidate +12, Piloting +7, Profession (merchant) +7, Sense Motive +12

Feats Stand Still

Languages Azlanti

Other Abilities envoy improvisations (get 'em)

Gear freebooter armor I, static arc pistol with 1 battery (20 charges), survival knife

Development: Once the PCs have taken control of the *Relic*, Talmrin removes the supply ship's transponder and installs it into the PCs' starship. True to her word, she also modifies the PCs' engines so that their energy signature resembles engines of Azlanti manufacture. If the PCs chose not to use lethal force against the crew, Talmrin calls in some contacts to imprison the crew until the PCs have accomplished their mission.

Treasure: Talmrin takes the *Relic* and a large chunk of the ship's cargo as payment for her services, but leaves the PCs 5,000 UPBs. Like most major trade hubs, Outpost Zed accepts UPBs as a form of currency, with 1 UPB serving as 1 credit.

Story Award: If the PCs intimidate the crew into surrendering, award them XP as if they had defeated the Azlanti in combat.

TALMRIN'S PARTING GIFTS

Before the PCs leave for Gulta, they can speak with Talmrin to go over the plan for their infiltration. The engineer delivers boxes of metal junk to their ship to serve as a fake cargo, though she warns that the boxes are only a temporary facade and will not stand up to the prison's mandatory inventory check. She stresses that the PCs must appear to be Azlanti if they intend to sneak onto the prison moon; she gives them four *serums of appearance change* (reminding them that any changes are permanent) and two *spell gems of disguise self*, and tells the PCs that Half-Red the stellifera has more such items in case they want to buy extra "insurance." If the PCs have agreed to rescue the three prisoners on Gulta for her, Talmrin offers the PCs three *glamered* fusion seals (5th) to better prepare them for their mission. She can also give them advice on how to complete their mission without drawing the ire of the entire prison complex, as noted in *The Art of Infiltration* on page 22.

In addition, don't forget that Talmrin has given the PCs a stolen key card that can get them into Gulta's cell blocks.

If none of the PCs currently speak Azlanti, the gosclaw wryly notes they aren't likely to get very far into an Azlanti prison, except as prisoners. She suggests the PCs figure out some way to speak the language before they arrive at Gulta.

SHIP UPGRADES

If the PCs have befriended the wrikreechee Hasshachir, he can tell them about the private space dock to which he has access (the exact details of which are found in the next adventure "The Rune Drive Gambit"). The PCs can move their starship there to affect any repairs or upgrades. Hasshachir can even aid the PCs in upgrading their vessel to tier 4. The wrikreechee knows a bit about Azlanti starship design, allowing the PCs to choose any of the starship upgrades detailed on pages 47–49 of *Starfinder Adventure Path #7: The Reach of Empire*.

PART 3: JAILBREAK

The remainder of this adventure focuses on the PCs' infiltration of the penal facility on Gulta and their rescue of Cedona. From Outpost Zed, it takes 1d6 days of travel in the Drift or 1d6+2 days of travel through normal space to reach the prison moon, as it lies within the same star system. Once the PCs arrive at Gulta, all of their disguises, studies, and preparations will need to be complete.

The prison moon is guarded by a starship, a fact the PCs might have learned on Outpost Zed. This vessel is named the *Zandamant*. Talmrin's work proves effective, and the combination of the PCs' stolen transponder and Talmrin's engine modifications allow the PCs to approach Gulta's docking bays without any issue (see *The Initial Approach*). From this point forward, the PCs will need to blend in and avoid suspicion long enough to find Cedona and secure their escape route. As an android and a slave, Cedona is being held separate from most of the other prisoners in area **B13** of cell block J. The PCs can find a number of other prisoners in area **B12**, including the ones that Talmrin commissioned the PCs to rescue.

The prison is staffed mainly with Azlanti guards who carry nonlethal weapons to deal with unruly prisoners. However, a few Aeon Guards are stationed in cell block J, where the (so-called) dangerous detainees are kept. Use the stat block below for a standard Gulta prison guard.

GULTA PRISON GUARD

CR 1

XP 400

Azlanti soldier

LE Medium humanoid (human)

Init +4; **Senses** darkvision 60 ft.; **Perception** +10

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DEFENSE**EAC** 11; **KAC** 13**Fort** +3; **Ref** +1; **Will** +3**OFFENSE****Speed** 20 ft.**Melee** standard taclash +5 (1d4+3 S nonlethal)**Ranged** pulsecaster pistol +8 (1d4+1 E nonlethal)**Offensive Abilities** fighting styles (sharpshoot), sniper's aim**STATISTICS****Str** +2; **Dex** +4; **Con** +1; **Int** +1; **Wis** +1; **Cha** +1**Skills** Athletics +5, Intimidate +5, Sense Motive +5**Feats** Opening Volley**HP** 20**Languages** Azlanti**Gear** ceremonial officer plate (infrared sensors), pulsecaster pistol with battery (20 charges), standard taclash**THE ALERTNESS SYSTEM**

The PCs will need to rely on deception and stealth, as they can't hope to defeat all of the penal facility's guards. Fortunately for them, even high-security prison guard detail can become routine and boring after a time. As far as the Azlanti guards are concerned, this is just another day on the job. None of the regular guards in cell block J see any need to scrutinize the PCs' arrival too closely, as long as the PCs avoid any suspicious activity and maintain their disguises. If the PCs fail to be subtle, however, the guards' assumptions rapidly change.

The Alertness Level is a number that goes up and down depending on the PCs' actions (but mostly up, as once the guards get suspicious, those suspicions are difficult to dispel). Gulta's Alertness Level starts at 0, unless the PCs fought the Azlanti picket ship at the border (see page 5) or failed a check when personally investigating supply ship routes (see page 19). At Alertness Levels 3, 7, 10, and 12, the situation in cell block J changes.

The exact conditions that raise the Alertness Level depend on where the PCs are in the prison and what actions they take. As a general rule, however, actions that affect the Alertness Level are summed up on the table on page 23. These increases to the Alertness Level are cumulative; if the PCs cause a failure in a critical system twice, for example, the Alertness Level rises each time.

In addition to the provisions noted in the table, if the Alertness Level ever reaches 15, the prison warden Iolastrila (see page 35) takes matters into her own hands. She and the two Aeon Guards in area **B13** move to confront the PCs directly. Run the encounter using Iolastrila's stats from area **B13**, placing her and her guards wherever seems most appropriate; include any additional enemies and hazards found in the area where this confrontation takes place.

The Alertness Level indicates the atmosphere throughout the prison, not the reactions of individual guards. A guard who catches the PCs in a restricted area or committing suspicious behavior is likely to interrogate or even attack the offending PCs. Guards who are aware the PCs have tampered with systems will attempt to repair or undo whatever the PCs have done, while guards who are aware that the PCs are intruders and who know the PCs' locations will gather reinforcements and track down the PCs.

THE ART OF INFILTRATION

The PCs may not have personal experience sneaking through a heavily guarded prison base, but advice from Talmrin can provide them with a place to start. While the gosclaw has no knowledge of the specific layout of cell block J, she warns the PCs that they should expect to dodge guards, security robots,

**GULTA PRISON GUARD**

ALERTNESS LEVEL	SITUATION
0-2	The guards are complacent. Run the adventure as written; Bluff, Disguise, and Stealth checks against the guards automatically succeed.
3-6	The guards are wary. The guards take 10 on Perception and Sense Motive checks to oppose Bluff, Disguise, and Stealth checks. The four patrol-class security robots from area B7 patrol the two major hallways within the cell block in pairs. The robots attack any non-Azlanti they spot (though they can be fooled) and move toward the nearest sounds of combat in adjacent rooms.
7-9	The guards are vigilant for intruders. Security clearance is strictly enforced, so Bluff, Disguise, and Stealth checks attempted by the PCs take a -2 penalty. Guards attempt Perception checks to notice hiding foes and pierce disguises, and Sense Motive checks to detect deceptions. The patrol-class security robots are placed on patrol as above.
10-11	The guards request reinforcements from the other cell blocks. In addition to the provisions noted above, add one Aeon Guard (<i>Starfinder Alien Archive 6</i>) to areas B1 , B5 , B8 , and B13 ; these Aeon Guards might replace any guards that were already defeated.
12+	The entire prison is put on emergency lockdown and the debilitating sonic devices are activated in prisoner areas (see areas B12 and B13). All doors in the cell block are closed and magnetically sealed until Iolastrila, the prison warden, manually overrides them. Bluff, Disguise, and Stealth checks attempted by the PCs take a -4 penalty. Reinforcement groups of three Gulta prison guards (see page 21) and two Aeon Guards (<i>Starfinder Alien Archive 6</i>) show up from other cell blocks every 10 minutes, arriving in prison shuttles on cell block J's landing pad (area B2).

TRIGGERING SITUATION	EFFECT ON ALERTNESS LEVEL
Open combat	+5
Guard raises a prison-wide alarm	+5
Dead or unconscious guard discovered	+4
Unseen noises of combat	+3
Failure in a critical system (such as the security feed)	+3
PCs caught in restricted area without clearance	+2
PCs caught meddling with Gulta's systems	+2
Prison guards find evidence of tampering	+2
Failure in non-critical system (such as a malfunctioning door)	+1
A computer's alarm countermeasure is triggered	+1
PCs are caught meddling with unrestricted equipment or computers without a good excuse	+1
Combat that is unheard and unseen by the rest of the prison block	+0
Guard is determined missing	+1 for every 10-minute increment (applies only after the guard is noticed to be missing)
Guards apprehend or kill someone they believe to be responsible for suspicious activities, and believe there are no other perpetrators in the base	-3

and cameras. She also gives a basic rundown of actions that will raise Gulta's alertness (though she has no knowledge of the exact consequences) and the actions the PCs can perform to attempt to avoid detection. The exact options available to the PCs depends on what prison room they're in, but Talmrin gives them general suggestions about how to get in and out of Gulta alive. Alternatively, a PC who succeeds at a DC 18 Profession (smuggler) or other appropriate check can also suggest these tactics; the 1st-level ability of the outlaw theme applies to this check.

These actions only cover the most likely and necessary checks that the PCs will need to perform, not the myriad plans that PCs might come up with to stealthily infiltrate the prison moon. You are encouraged to allow the PCs to pursue their own creative solutions, using similar DCs to those listed here.

Bypass Bloodline Locks: The doors in Gulta are designed to open only for pure-blooded Azlanti humans. While a macabre PC might circumvent these locks by chopping off the hand of an Azlanti and carrying the severed limb through the cell block, it is also possible to simply hack the door electronically. A PC who succeeds at a DC 19 Engineering check can open a single locked door in cell block J; each check takes 1d4 rounds.

If the PCs hacked the biosignature readers on Outpost Zed, they gain a +2 circumstance bonus to these rolls, as the technology is similar. The PC attempting the tampering must also hide her efforts (see Disguise Tampering on page 24).

Create a Disguise: While the PCs might attempt to formulate an excuse to explain their presence at an Azlanti prison moon base, a crew of Pact Worlds races within the Azlanti Star Empire is simply too suspicious to pass without scrutiny. Given that all Pact Worlds ships are shot down on sight, and that non-humans in the Star Empire are second-class citizens at best, the guards will have difficult questions for any non-Azlanti they see. While the ideal scenario would be for all of the PCs to look like Azlanti humans, the PCs can make do with only half of their group appearing as Azlanti, as long as the PCs are willing to offer a half-decent excuse for the presence of their obviously non-human crew members (such as claiming they are indentured servants).

The Azlanti are a human ethnicity of people who have high cheekbones, straight black hair with widow's peaks, bronze skin, and violet eyes. As a general rule of thumb, a PC requires a successful DC 15 Disguise check in order to create a good enough disguise to hold up during casual interaction with

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Azlantian guards. A PC who is trained in Disguise can attempt this check for other PCs. This DC is lowered by 2 for a PC who is both wearing Azlantian armor and armed with Azlantian weapons (or gear made to appear of Azlantian make, perhaps with illusion magic). A PC who succeeds at a DC 20 Culture check to recall rumors they have heard about the Azlantian Star Empire can reduce the DC for all disguised PCs by 1. In addition, a PC who succeeds at a DC 17 Profession (mercenary) or Profession (soldier) check can aid the party in appearing disciplined, further reducing the DC for all disguised PCs by 1. All of these reductions are cumulative.

An individual PC might have some difficulty disguising herself as Azlantian, depending on her initial appearance. A human who already has bronze skin and black hair needs only alter minor details about his appearance, lowering the initial Disguise DC to 10, while a human whose features differ substantially from typical Azlantian features has her Disguise DC increased by 2. The DC is also increased by 2 for a member of a race that closely resembles humans, such as an elf; the DC increases by 4 for humanoids with notable differences from humans, such as a lashunta. Humanoids with very few similarities to a human—such as shirrens, vesk, and ysoki—have their DCs increased by 8. Small and Large PCs have their DCs increased by an additional 10 to disguise themselves as Medium creatures; similarly, PCs who aren't humanoids have their DCs increased by an additional 10 to disguise themselves as humanoids. Certain items or spells, such as a holoskin or *disguise self*, can mitigate some of these increased DCs.

While the Azlantian Star Empire is large enough and contains enough dialects that the PCs' disguises will not be compromised by speaking accented Azlantian, if it becomes apparent that a disguised PC can't understand Azlantian at all, her disguise automatically fails.

Create a Major Distraction: As a last resort, the PCs can create a violent distraction in some part of the cell block, such as a rampaging monster or an explosion. This causes prison guards to temporarily leave their posts to investigate the source of the commotion, but it also increases the Alertness Level by 5. If the situation appears to be an accident and is dealt with before another situation raises the Alertness Level, the Alertness Level then decreases by 3. Creating a large enough explosion for a major distraction requires at least three grenades, a piece of technological equipment rigged to explode (requiring a successful DC 15 Engineering check), or a petrol tank or other explosive container. Remember that explosives can be triggered remotely with the use of a detonator.

Create a Minor Distraction: A PC can attempt a Bluff or Diplomacy check to attempt to cover for another PC who is performing a suspicious action (such as tampering with a camera) in the same room as a prison guard. In order for a minor distraction to succeed, a PC must create it before whatever action she is trying to distract from has taken place. For the next 2d6 rounds, all allies within 30 feet of the distracting PC use the that PC's Bluff or Diplomacy check

result in place of a Stealth check to avoid detection. The PCs must use the distracting PC's check, even if an individual's Stealth check would have been better. At the GM's discretion, distractions that are out of place (such as a one-man band) raise the Alertness Level by 1 anyway.

Deal with Security Doors: In the event that the prison goes into emergency lockdown and the cell block's doors are sealed, the PCs can force the doors open with a successful DC 24 Engineering check or DC 18 Strength check. Each of these checks takes 1 round.

Disable Local Cameras: A PC able to reach a security camera (see Scope Out a Room below) can disable it with a successful DC 17 Engineering check that takes 2d4 rounds. After 1d4 minutes, Uxiana, the prison guard in area **B5**, will notice a camera has been disabled and Emedes, the Aeon Guard in the same room, goes to investigate; a PC can re-enable a camera in 1 round without a check. Alternatively, a PC can hack into the camera's feed with a successful DC 20 Computers check, altering the image it sends to area **B5** (such as showing a loop of an empty room); Uxiana won't notice this tampering for 1d3+1 hours. In either case, the PC attempting the tampering must also hide her efforts (see Disguise Tampering below).

Disguise Tampering: A PC attempting to meddle with a system, machine, or robot can attempt to hide her actions with a Stealth check opposed by the Perception checks of any Azlantian in an area. There also is a 50% chance that the prison guard in area **B5** is watching the feed of that room at that moment and can attempt her own Perception check.

Fast Talk: If the PCs fail to be subtle, they can attempt to smooth things over with a good lie. Whenever the PCs are present during an action that would raise the Alertness Level, they can attempt a Bluff check to lower the amount of the Alertness Level increase by 1. The PCs can attempt to lower an Alertness Level increase only once per incident. The difficulty of this Bluff check depends on the current Alertness Level (see page 22), but the Azlantian become more skeptical as the PCs' lies pile on top of each other, imparting a cumulative -2 penalty to the check for each time after the first the PCs successfully use this tactic.

Move Stealthily: PCs can make Stealth checks to move without being seen. These rolls are opposed by the Perception checks of guards in an area, and take a -2 penalty if the PCs have not spotted all of the security cameras and other security measures in the area. If the PCs are outside of the cell block in the low-gravity environment of Gulta's moon, they can use Acrobatics in place of Stealth to avoid being seen.

Scope Out a Room: Spotting security cameras and other security measures requires a DC 17 Perception check unless otherwise noted. The locations of security cameras in each room are noted in the room's description and on the map.

Set Up a Remote Trigger: PCs who have succeeded at a check to disable a system or device can attach a spare comm unit to that device with a successful DC 21 Computers or Engineering check. The system does not then deactivate

(and raise the Alertness level) immediately; instead, a PC can deactivate it remotely with a move action. A PC can hide the comm unit attached to the device with a successful Sleight of Hand or Stealth check, opposed by the Perception checks of any nearby guards.

THE INITIAL APPROACH (CR 1)

Read or paraphrase the following when the PCs begin their descent toward Gulta.

The Gulta prison complex—a series of dull gray domes connected by narrow corridors—spreads out like a spiderweb across the pale surface of the moon, lit by a distant star. The entire structure encircles a large series of docking bays with hatches that iris open and shut. Auxiliary landing pads, suitable only for the smallest of shuttles, are connected to each wing of the prison.

The PCs' vessel is hailed from the prison. If the PCs answer, an Aeon Guard appears on the view screen, face masked by a green helmet with a single red eye. "Relic, we have you on sensors," the Aeon Guard says in Azlanti. "Report to docking bay 6B, docking code 785-Ultra-1."

As long as the PCs acknowledge this transmission in Azlanti and follow its instructions, they can dock at the designated bay without any trouble; failure to do so raises the Alertness Level by 1.

The docking bay is spacious, with bright lighting and steel walls. It is currently empty except for the PCs' ship and five empty crates ready to receive the Relic's cargo. The empty cargo crates are wheeled, 5-foot cubes that a Medium or smaller creature can easily fit into. Each of the bay's four corners contains a security camera, which means the Azlanti in the nearby security station will be aware if the PCs openly attack Iovinus, the guard who greets them (see Creature below).

Creature: An Azlanti prison guard named Iovinus greets the PCs in the bay as they step off their vessel. If the PCs appear to be an Azlanti crew and the Alertness Level is below 3, Iovinus jokes with the PCs about following boring protocols. However, if the Alertness Level is above 3, he apologizes for the inconvenience, but tells the PCs that protocol is being heavily enforced due to disturbances elsewhere in the system. If at least half of the PCs still look like non-human races, Iovinus is much more suspicious, asking why the PCs don't have a "proper" crew. A PC can attempt a DC 21 Diplomacy check, or a Bluff check opposed by Iovinus's Sense Motive, to derail this line of questioning, though Iovinus remains brusque toward the PCs afterward.

However the PCs appear, Iovinus is required by protocol to take an inventory of the supplies their vessel is supposed to deliver. While the PCs can attempt Bluff or Diplomacy skill checks to deter Iovinus from doing so, this only garners more apologies from the guard, and doesn't stop him from requesting the supplies. If the PCs are willing to sacrifice the 5,000 UPBs

TAKING DOWN GULTA

Freeing the entire prison population or even destroying Gulta is beyond the scope of this adventure. Remind the PCs that the prison is staffed with dozens of guards and that the majority of the other prisoners are actual Azlanti lawbreakers with no obligation to be grateful to the non-Azlanti who freed them.

that the Relic was carrying, turning them over to the Azlanti prison, the PCs can explain away the rest of the missing supplies—most of which was food and volatile chemicals—by claiming the cargo went bad in transit. A PC who succeeds at a Bluff check opposed by Iovinus's Sense Motive check reduces the amount of UPBs they need to turn over by 1,000, reduced by a further 500 for every 5 by which the PC's result exceeds Iovinus's Sense Motive result. Otherwise, the PCs will need to deal with Iovinus before he realizes the PCs haven't brought anything on their scheduled inventory and raises an alarm, perhaps luring him onto their ship and knocking him out or using enchantment magic to make him think he saw the cargo.

The PCs can also attempt to sneak off, but they have only 5 minutes before Iovinus realizes the PCs didn't bring the scheduled cargo and raises a prison-wide alarm.

IOVINUS

CR1

XP 400

Male Gulta prison guard (see page 21)

HP 20

TACTICS

During Combat Iovinus's first action in combat is to raise a prison-wide alarm on his personal comm unit. Two more Gulta prison guards arrive on the scene 1d4+1 rounds later.

Morale Iovinus attempts to retreat if reduced to fewer than 5 Hit Points, but doesn't surrender if he can't escape.

Development: Once the PCs have dealt with Iovinus, they can use the stolen key card Talmrin gave them to enter the prison hallways and make their way into cell block J. If they knocked out or killed Iovinus without being noticed by Gulta's security, they have 1 hour before the guard is considered missing by the rest of the prison staff.

Story Award: If the PCs got past Iovinus without resorting to violence, grants them XP as if they had defeated him in combat.

B. CELL BLOCK J

From the docking bays, the PCs can make their way to cell block J with no trouble as long as they don't cause any major commotions. The ring corridor that encompasses the

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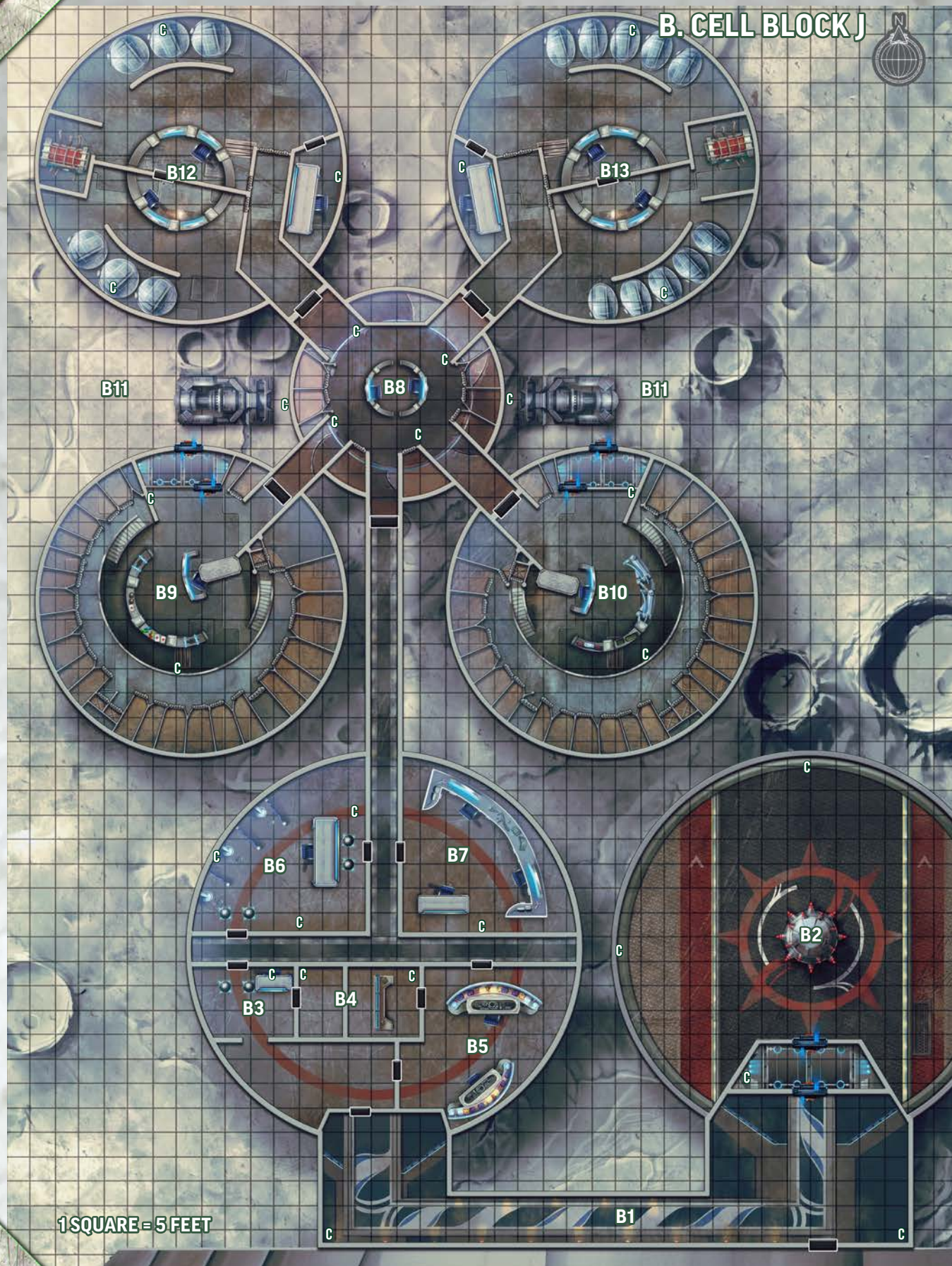
EMPIRE OF
THE AEON
THRONE

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B. CELL BLOCK J



1 SQUARE = 5 FEET

docking bays is usually quiet, with only a few prison guards and mechanics moving between their posts and the guard dormitories. Until they reach the secure areas of a cell block, the doors open as they approach.

Cell block J holds Gulta's "dangerous" non-human prisoners. Seen as lesser beings by the Azlanti, they are often mistreated, given regular beatings, or intentionally malnourished, but through careful calculations by the warden Iolastrila, this very rarely results in a detainee's death. However, Sardat Ulivestra sometimes secretly sends political enemies he has kidnapped to the facility to conveniently "disappear," and those individuals are kept in this same cell block. Iolastrila is fiercely loyal to the sardat and doesn't mind doing his dirty work. Currently, she is interrogating the android Cedona about what she knows about the *rune drive*.

Unless otherwise noted, cell block J has steel doors (hardness 20, HP 60, break DC 28) and adamantite alloy walls (hardness 30, HP 120 per 10-foot-by-10-foot section, break DC 40). The doors are locked with Azlanti bloodline locks, which are programmed to open only for pure-blooded Azlanti humans. The PCs can bypass the locks as described on page 23, but they must also take pains to disguise what they are doing or their tampering will be obvious to any watching prison guards. As discussed on page 23, a PCs could instead carry a severed Azlanti hand around and use it to bypass the bloodline locks without mechanical workarounds, but being spotted with this hand raises the Alertness level by 5.

The light levels inside the facility are bright, and the ceilings are 15 feet high. Most security cameras (hardness 8, HP 8, break DC 20) are placed high up on the walls, out of reach. The moon's surface outside of the cell block's domes and hallways has normal light, low gravity, and no atmosphere.

All guards have a starting attitude of indifferent.

B1. ENTRY HALLWAY (CR 3)

The PCs enter this stark, empty corridor from the door to the south. An airlock door stands opposite that entrance, and another door at the western end of the hallway leads into the cell block proper. There are two security cameras here—one in the southwest corner of the hall and one in the southeast corner of the hall.

Creature: An Aeon Guard named Aetia is stationed at the airlock door and spots the PCs as they enter the hallway. She pays the PCs little mind unless the Alertness Level is higher than 3, and even then, simply showing her the stolen key card is enough for her to wave the PCs along. From her vantage point, she can't see the PCs if they try to sabotage the camera in the southwest corner of the room.

Aetia can answer a few general questions about where things are in cell block J, but becomes apprehensive if the PCs ask questions that are too specific. She isn't aware of any prisoner named Cedona or of any android prisoners at all. If

the PCs pursue this line of questioning with her, Aetia states that she will have to speak with cell block security; the PCs can stop her with a successful Bluff check opposed by her Sense Motive check or by improving her attitude to friendly. Otherwise, her conversation with cell block security raises the Alertness Level by 1.

Aetia has orders not to let anyone in or out of the airlock without clearance, which is logged in the cell block's main computer system. The PCs don't have that clearance, so if the PCs attempt to access the airlock, they must quickly cover up their mistake with a successful Bluff check opposed by Aetia's Sense Motive check or else she becomes suspicious, imparting a -2 penalty to further Bluff checks to deceive her and Diplomacy checks to change her attitude. If the PCs change Aetia's attitude to helpful, she allows them through the airlock without clearance.

As one of the Star Empire's elite Aeon Guards, Aetia has to report into the prison's central security hub every hour. Even if the PCs tamper with the cameras in this hallway, the other guards will notice Aetia's absence in 1d4+2 × 10 minutes.

AETIA

CR 3

XP 800

Female Aeon Guard (*Starfinder Alien Archive* 6)

HP 48

TACTICS

During Combat Aetia immediately raises a prison-wide alarm on her comm unit, then attempts to pacify the PCs.

Morale Aetia doesn't retreat, trying to stop the PCs' incursion in this hallway. Thus, she fights to the death.

Story Award: If the PCs pass through the hallway without initiating a fight with Aetia, award them XP as if they had defeated her in combat. If they later defeat her in a fight, don't award them XP a second time.

B2. LANDING PAD

This area is on the surface of the moon, outside of the cell block's domes.

An image of a black star with a red core decorates the smooth surface of this landing pad. An airlock door leads into the prison complex to the south, though several large domes can be seen to the west and northwest. The airless surface of the moon stretches out in all other directions.

The airlock has a security camera located in the southwest corner of the room near the ceiling. There are three more security cameras on the landing pad, each on 20-foot poles at the north, east (not pictured), and west edges of the pad; these security cameras are obvious without a successful Perception check.

Treasure: The airlock contains six estex suits I in a small closet. Their environmental protections are fully charged.

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B3. LOBBY (CR 1)

The door from the hallway into this area is one of the few in the cell block that doesn't have the Azlanti bloodline locking mechanism; it opens with a soft hiss when approached.

A few rows of uncomfortable-looking chairs line some of the cold metal walls of this oddly shaped room. A large steel desk blocks the door in the northwest section. A simple door exits to the south, and a more imposing door leads east.

The lobby is set up to receive visitors wishing to see prisoners, though it rarely happens. The seats are all built for human anatomy, a deliberate slight to many of the non-human visitors. There is one security camera here, located on the ceiling directly above the desk.

There is a computer on the desk that PCs can attempt to use both to gain information and exert a small amount of control over nearby systems, though if the PCs attack the prison guard here, his first action after raising an alarm is to attempt to wipe the computer (which takes two standard actions) or destroy it. The computer is a tier 3 computer with the alarm and wipe countermeasures installed, and hacking it requires a successful DC 25 Computers check. A PC who gains access to the system before it is wiped can download a map of cell block J and the rest of the prison, as well as a list of the prisoners being held in this cell block (see area B12), though no androids or any prisoner named Cedona are mentioned. With an additional successful Computers check to hack the system, a PC can grant the party authorization to either use the airlock leading to the landing pad or permission to enter the security camera room (area B5). Since Gulta is a high-security prison, none of its computers have any access to an infosphere.

Creature: Currently, the only occupant of this room is the intake officer behind the desk, Ludilius. If the Alertness Level is below 4, Ludilius gives only a cursory nod to the PCs when they walk in. If they approach him, he looks up from the computer console and asks what their business in cell block J is. The PCs can attempt a Bluff check opposed by his Sense Motive check to talk their way past him, or a DC 18 Intimidate check to make him believe their purpose is classified.

With one non-human PC acting as a new prisoner and forged documentation (created with a successful Computers check opposed by Ludilius's Computers check), the PCs can gain clearance to enter the cell block and take a phony prisoner to area B12. If the PCs attempt this ploy with more than one "prisoner," Ludilius notes that they have only one empty cell and states that he has to contact the warden about this discrepancy. If the PCs don't bluff their way out of this predicament, Iolastrila (see page 35) eventually shows up with her two Aeon Guards. Iolastrila has a much greater chance of seeing through the PCs' disguises, possibly ending the PCs' stealthy infiltration here.

Ludilius's shift doesn't end for several hours, and the other guards don't have much call for entering the lobby, so if the PCs tamper with the camera in this room, the other guards don't notice Ludilius is missing for 4 hours.

LUDILIUS

CR 1

XP 400

Male Gulta prison guard (see page 21)

HP 20

TACTICS

During Combat After raising a prison-wide alarm and wiping the computer, Ludilius engages in a running fight through the hallway to the north to reach area B5, where he hopes the guards there can aid him.

Morale With allies by his side, Ludilius fights to the death.

Story Award: If the PCs pass through the lobby without initiating a fight with Ludilius, award them XP as if they had defeated him in combat. If they later defeat him in a fight, don't award them XP a second time.

B4. VISITING ROOM

This white room has harsh fluorescent lighting and is bisected by a transparent wall. The western half contains a pair of plastic chairs, while the eastern half holds a low metal bench.

When granted permission, visitors can have brief talks with inmates in this chamber. The visitors are brought in to the western half of the room, while the prisoners are escorted into the eastern half. A few small holes in the wall, which is made out of transparent aluminum (hardness 10, HP 30, break DC 25), allow for verbal communication between the two halves. Like in the lobby, the seats are constructed for Medium creatures the same general shape as humans, and are generally uncomfortable for any other size or species.

There are security cameras in the northwest and northeast corners of the room, but the guards in area B5 don't watch the feeds from these cameras unless they know a prisoner is meeting with visitors. In addition, the walls are soundproof, as the guards don't want the sounds of separated families sobbing or arguing to permeate the rest of the facility. As such, this room makes a good place for the PCs to compose themselves, discuss plans, or cast spells and attempt skill checks in order to keep their disguises up.

B5. SECURITY CAMERA ROOM (CR 4)

Dozens of holographic screens hang in the air here, surrounding a swivel chair and desk. The room is darkened, allowing the holographic images to be seen as clearly as possible. Doors exit the room to the north and west.

Unlike other areas of cell block J, the illumination in the security camera room is dim light.

The holographic screens are connected to a computer console on the desk, though the guards here don't allow anyone to use it freely. It is a tier 3 computer with the alarm and rank 1 shock grid countermeasures, and it requires a successful DC 25 Computers check to hack. A PC who gains access to the system before it is wiped can download a map of cell block J and the rest of the prison, as well as a list of the prisoners being held in this cell block (see area **B12**), though no androids or any prisoner named Cedona are mentioned. With an additional successful Computers check to hack the system, a PC can shut down all the security cameras in cell block J (which is immediately noticed and rectified by any guard who enters the room). Alternatively, a PC can attempt a DC 30 Computers check to program all the security feeds to loop images of empty rooms and corridors; this fools anyone looking at the feeds until an alarm is raised somewhere else in the cell block.

If the PCs are allowed to examine the security feeds unmolested, they quickly see there is no sign of Cedona. If they have downloaded a map of the cell block, a PC who succeeds at a DC 20 Perception check notices a section of area **B13** doesn't appear to be visible on the security cameras. A PC looking for Talmrin's friends can find them in area **B12** with a successful DC 16 Perception check.

Creatures: A prison guard named Uxiana is stationed at the swivel desk, watching the security camera feeds, while an Aeon Guard named Emedes serves as a routine security detail. When the PCs enter, the guards are curious about why the PCs are in this room, but if the Alertness Level is 2 or lower, they don't insist on an answer until the PCs do something suspicious. Otherwise, the guards inform the PCs that the area is restricted and demand to check their security clearance. If the PCs don't have permission to be here, Emedes escorts the PCs to the lobby (area **B3**) to speak with Ludilius. This has the potential to blow the PCs' cover, but even if they smooth over the "misunderstanding" with a successful Bluff check opposed by Emedes's Sense Motive skill, the Alertness Level increases by 1.

PCs can also attempt to lure both guards from the room, which renders the security cameras temporarily useless, as no one is watching them. A successful Bluff check opposed by Uxiana's Sense Motive check will get her to leave her station for 5 minutes at most, but Emedes is a tougher nut to crack. He refuses to budge from his post for anything short of a major distraction or facility-wide alert, but he is a little dense. Successfully using the minor distraction tactic (see page 24) against him keeps his attention away from any suspicious activity in the room for 2 minutes instead of 2d6 rounds.

As there are no security cameras in this room, the other guards won't notice if Emedes and Uxiana are missing for 2 hours unless they have a good reason to pass through or investigate this area.

EMEDES

CR 3

XP 800

Male Aeon Guard (*Starfinder Alien Archive* 6)

HP 48

TACTICS

During Combat Emedes attempts to provide covering fire for Uxiana and focuses on shooting the toughest-looking PC.

Morale Emedes fights to the death.

UXIANA

CR 1

XP 400

Female Gulta prison guard (see page 21)

HP 20

TACTICS

During Combat Uxiana raises a prison-wide alarm while moving toward the door to the lobby (area **B3**).

Morale Uxiana flees to the lobby if reduced to fewer than 5 Hit Points and Emedes is no longer alive. As long as she has an ally nearby, she fights to the death.

Story Award: If the PCs successfully interact with Emedes and Uxiana without initiating a fight, award them XP as if they had defeated them in combat. If the PCs later defeat the two Azlanti in a fight, don't award them XP a second time.

B6. PROCESSING AND INTERROGATION (CR 1)

This bleak room contains an intimidating desk with a single bright light shining down on it. One side of the room has a pair of showers that lack any privacy, a nearby bin for clothing that holds a single towel, and a row of hooks holding several sets of prison coveralls.

Newly arrived prisoners to the cell block are first taken here to be stripped of their civilian clothing and possessions, showered with a chemical that kills most foreign parasites, and given a prison uniform to wear. These prisoners are sometimes interrogated about their crimes, as are inmates involved in any incidents within the cell block. A close inspection of the table reveals it is dented in a few places and has a pair of stains that are probably blood. If the PCs are engaging in a ruse where they are bringing another PC in as a fake prisoner, they are expected to come to this room first.

The room has three security cameras, one located high on each of the walls. The room is also soundproof; the sounds of a fight don't leak out into the nearby hallways.

Creature: A prison guard named Gnaneus has been assigned to clean the sanitation stations, and he is very unhappy about it. He is muttering to himself when the PCs enter and doesn't immediately notice their presence until they all step into the room or otherwise make themselves known. If the PCs want this room to themselves to "process" or "interrogate" a PC posing as a prisoner, they can get Gnaneus to leave with

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a successful DC 20 Intimidate check; the guard can then be found in area **B10**, taking what he believes to be a well-deserved break. Gnaneus is happy to participate in humiliating a non-human prisoner, however. If allowed, this acts as a minor distraction with a check result of 30, though Gnaneus makes a few unarmed strikes at the prisoner in the process.

Gnaneus doesn't have any other responsibilities today, so his absence isn't noted for 4 hours if the PCs tamper with the cameras here.

GNANEUS

CR 1

XP 400

Male Gulta prison guard (see page 21)

HP 20

TACTICS

During Combat Gnaneus raises a prison-wide alarm while moving toward area **B8**, where he knows he can find reinforcements.

Morale Gnaneus fights to the death if he has an ally within his line of sight.

Story Award: If the PCs deal with Gnaneus without resorting to violence, grant them XP as if they had defeated him in combat. If the PCs later defeat him in a fight, don't award them XP a second time.

B7. ROBOT MAINTENANCE BAY (CR 3 or CR 8)

A massive workbench arcs across the eastern part of this room, piled high with engineering tools, scraps of metal, and robot parts. The sharp smell of ozone hangs in the air, coming from a large-scale electrical arc welder in the southern portion of the room. A door leads out to the west.

This room is where the cell block's security robots are stored and maintained. There is a security camera high on the southern wall.

Creatures: An Azlanti noncombatant engineer named Omenisca (who has an Engineering bonus of +10 and a Perception bonus of +5) runs the maintenance bay, fussing over the robots that she believes to be the cell block's actual protection. Two Gulta prison guards named Elenea and Vidonia are also in the room, arguing with Omenisca about whose job it is to eliminate the two undead gosclaws that are wandering near the cell block's reactors (area **B11**). They stop their conversation when they notice the PCs enter the room, and an exasperated Omenisca asks them their business here.

Elenea and Vidonia don't leave until their issue has been resolved. A PC who succeeds at a DC 21 Diplomacy check can offer to mediate the dispute, which requires another successful DC 21 Diplomacy check or a successful DC 16 Profession (politician), Profession (lawyer), or other appropriate Profession skill check. The PCs can decide who has to go out onto the moon's surface to deal with the undead nuisance.

If they send Elenea and Vidonia, the two guards are killed in the resulting combat. If they decide Omenisca has to take care of the problem, she powers up two of her security robots to do the job. They successfully defeat the undead in approximately 30 minutes (they are unable to participate in any other combat during this time); this leaves them each with 5d6+15 fewer Hit Points. It takes Omenisca several days to repair this damage. The PCs might also volunteer to complete the task; Omenisca uses her comm unit to grant them clearance to use the airlock in area **B10**. However, this makes the PCs the prime suspects if anything happens to the reactor.

The maintenance bay also holds four Azlanti patrol-class security robots. If the Alertness Level is below 3, the robots are deactivated; if the PCs blow their cover (by attacking, for instance), Omenisca activates one robot each round with a standard action, ordering them to defend the area. A PC can attempt to surreptitiously sabotage a robot with a successful DC 24 Engineering check that takes 2d4 rounds to attempt, permanently disabling it.

Elenea and Vidonia are expected to relieve a couple of other guards in 2 hours. They will not be noticed missing until then. Omenisca spends her entire shift in this room, so her absence won't be noticed unless a guard specifically comes looking for her (for instance, if there is a technical problem with a robot). Either absence will be noticed much sooner if the PCs don't tamper with the cameras here.

ELENEA AND VIDONIA

CR 1

XP 400 each

Female Gulta prison guards (see page 21)

HP 20 each

TACTICS

During Combat Vidonia raises a prison-wide alarm while Elenea moves to engage the PCs in melee combat. Vidonia tries to keep Omenisca alive as she focuses on activating the robots.

Morale The two guards fight until one of them is defeated. The remaining guard tries to flee the room to get reinforcements if possible, but if she can't, she fights to the death.

PATROL-CLASS SECURITY ROBOTS (4)

CR 4

XP 1,200 each

HP 52 each (*Starfinder Alien Archive* 94)

TACTICS

During Combat Each robot use its jolting arc ability as often as possible, but otherwise uses only its tactical arc emitter unless forced into melee combat.

Morale The robots fight until they are destroyed.

Story Award: If the PCs send the two prison guards to their deaths, award them 800 XP (as if they had defeated Elenea and Vidonia in combat). If the PCs sent two of the robots, award them 1,600 XP (as if they had defeated the cybernetic

zombies in area **B11** in combat). Of course, if they participate in the fight with the cybernetic zombies, don't award them XP for defeating them twice. For every security robot they permanently disable, award them XP as if they had defeated it in combat.

B8. CELL BLOCK HUB (CR 4)

This junction stands at the center of the most secure areas of cell block J. The two cell areas beyond it are restricted, meaning that only those with proper clearance can enter. The PCs are unlikely to have this clearance, unless they got it from Ludilius by escorting a fake prisoner here. If they have this, the guards here direct the disguised PCs toward area **B12**; the guards reprimand the PCs if they try to go anywhere else. The cell block hub contains four security cameras, one hanging over each of the hallways that lead to the secure domes.

Creatures: Three prison guards—Castio, Narinus, and Uolus—prevent anyone without proper clearance from proceeding further. They take this post very seriously and watch for anything out of the ordinary. A major distraction, however (see page 24), can get them to move from this area.

If the PCs dispose of all three of the guards and leave this post empty, any other Azlanti moving through this hub (or watching the security camera feed) will find their absence suspicious unless there is a very good reason for it (such as an ongoing distraction).

CASTIO, NARINUS, AND UOLUS

CR 1

XP 400 each

Male Gulta prison guards (see page 21)

HP 20 each

TACTICS

During Combat One of the guards raises a prison-wide alarm in the first round of combat, one engages the PCs in melee, while the third stays back and fires his pistol.

Morale The guards fight to the death.

Story Award: If the PCs successfully pass through the hub without engaging the prison guards in combat, grant them XP as if they had defeated the guards in combat. If the PCs later defeat these guards in a fight, don't award them XP a second time.

B9. INFIRMARY

With its bright lighting, sterile-looking instruments, and white walls, this area is clearly a place of medicine. A metal gurney is in front of some of the cabinets that line the southern half of the room. A large airlock door stands in the northern wall, adjacent to a smaller exit to the northeast.

Cell block J's infirmary is watched by one security camera on the western side of the airlock door and another high on the southern walls.

Like the airlock in area **B2**, the airlock here contains six estex suits I with fully charged environmental protections. The PCs aren't permitted to use the airlock without security clearance, though if the Alertness Level is 5 or lower, they can attempt a Bluff check opposed by the doctor's Sense Motive check or a DC 21 Intimidate check to have the doctor not report them for breaking protocol.

Creature: The infirmary is staffed by a single harried medical expert, Dr. Thradinex. He does his best to keep the inmates alive, even with their sometimes unusual biology, but he doesn't do so out of compassion. If the Alertness Level is 5 or lower, Dr. Thradinex will treat any human (or human-looking) PC's wounds, though the party will have to explain to him how they got hurt (probably necessitating a Bluff check). The doctor won't treat the wounds of a non-human unless that creature is dressed in prison coveralls, the PCs succeed at a DC 21 Intimidate check, or the doctor has a helpful attitude toward the PCs. Dr. Thradinex has a basic medkit, a Medicine skill bonus of +10, and a Sense Motive skill bonus of +5. At the first sign of combat, he runs to alert the nearest prison guards.

Dr. Thradinex spends his entire shift in this room, so his absence won't be noticed unless a guard specifically comes looking for him (for instance, if someone has been injured) or if a guard checks the security feed for the infirmary.

Treasure: The many supply cabinets here hold *mk 1 serums of healing* (10), *mk 2 serums of healing* (4), *sprayflesh* (2 doses), and 12 tier 1 medicinals (split evenly between analgesics, antitoxins, and sedatives). The PCs can't openly take these supplies without the permission of Dr. Thradinex, who is reluctant to part with his limited supplies—PCs can take two of these medical supplies if the doctor is indifferent, four if the doctor is friendly, and six if the doctor is helpful. The PCs can also steal the supplies, though if the doctor discovers more than five supplies missing, the Alertness Level increases by 2.

Story Award: If the PCs convince Dr. Thradinex to give them medical supplies or allow them to use the airlock, grant them 400 XP.

B10. CAFETERIA (CR 3)

A U-shaped table sits in the center of the room, surrounded by a handful of low stools. A number of electric stoves and food-storage units stand behind a curved cafeteria-style counter in the eastern half of the room. A set of metal stairs leads up to a catwalk circling the room, from which computer consoles and other high-tech equipment can be accessed. An airlock door leads to the north, near a smaller exit to the northwest.

Cell block J's cafeteria is used mainly by the guards during their shifts, though occasionally well-behaved inmates are allowed to take their meals here, always under close scrutiny. Otherwise, the prisoners must eat in their cells. The

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machinery on the catwalk controls many of the life support systems—artificial gravity, lighting, oxygen production, and so on—for the cell block. The room has two security cameras: one on the east side of the airlock door and one on the ceiling directly above the table.

Like the airlock in area **B2**, the airlock here contains six estex suits I with fully charged environmental protections. The PCs aren't permitted to use the airlock without security clearance, though if the Alertness Level is 3 or lower, they can attempt a Bluff check opposed by the Aeon Guard's Sense Motive check to allow them to use the airlock.

A PC who climbs onto the catwalk can attempt to disable or destroy the cell block's life-support systems. A PC can attempt a DC 21 Engineering check to shut down one or more of the systems; by increasing the DC to 26, a PC can have this failure occur on a delay (of up to 1 hour). Alternatively, a PC can shut down one system by dealing 33 damage to the equipment (which has a hardness of 17).

Shutting off the artificial gravity reduces the gravity level in the cell block to low gravity. Shutting off the lighting plunges the cell block into darkness. Shutting off the oxygen production or heating doesn't do much right away (the cell block loses its heat and oxygen slowly over the next 6 hours), though it does trigger a loud klaxon. Each of these incidents (or all of them together) counts as a major distraction. If there are any guards in this room when that happens, they get any systems back online in 10 minutes. Otherwise, it takes 30 minutes. If any system was destroyed, only Omenisca (area **B7**) can fix it, which takes 2 hours.

Creatures: Two noncombatant cooking drones work behind the counter, cleaning trays and prepping the bland but nourishing food. They have only the simplest programming and react to anything but requests for food with an error message. An Aeon Guard named Toriver stands watch in front of the airlock door.

As one of the Star Empire's elite Aeon Guards, Toriver is required to report into the prison's central security hub every hour. Even if the PCs tamper with the cameras in this hallway, the other guards will notice Toriver's absence in 1d4+2 × 10 minutes.

TORIVER

CR 3

XP 800

Female Aeon Guard (*Starfinder Alien Archive* 6)

HP 48

TACTICS

During Combat Toriver raises a prison-wide alarm and concentrates her fire on the strongest-looking PC.

Morale Toriver fights to the death.

Story Award: If the PCs successfully interact with Toriver without engaging her in combat, grant the PCs XP as if they had defeated her in combat. If the PCs later defeat Toriver in a fight, don't award them XP a second time.

B11. CELL BLOCK REACTORS (CR 5)

Two adamantine alloy hybrid generators located on the surface of the moon outside of the cell block power this wing of the prison. Each reactor is watched by a security camera, both attached to the outside of the central dome of area **B8**.

Because the reactors are hybrid devices, a PC can sabotage one with a successful DC 22 Engineering or Mysticism check; by increasing the DC to 27, a PC can have this sabotage occur on a delay (of up to 1 hour). Alternatively, a PC can destroy a reactor by dealing 100 damage to it (each reactor has a hardness of 30). Deactivating a single generator counts as a failure in a critical system, raising the Alert Level by 3. Deactivating both of the generators counts as a major distraction and shuts down the life-support systems and lights (see area **B10** for the results of such an event), as well as automatic doors, communications, and security systems (including the cameras) of cell block J, and it raises the Alertness Level by 9. While the power is off, the airlock doors don't open and all interior doors must be forced open with a successful DC 20 Strength check.

PCs who want to attempt this tactic should consider that the Azlanti guards have darkvision and environmental protection due to their armor, while the prisoners in cell block J have neither.

Creatures: Two gosclaws—both heavily augmented with cybernetics—attempted to stage a rescue a few months ago, only to die on the moon's surface when their vessel was shot down. Their undead remains now haunt the reactors, having recently wandered over to cell block J from the spot where they originally perished. The Alertness Level isn't raised if the prison guards notice the PCs fighting the zombies unless the battle somehow reveals the PCs aren't Azlanti.

CYBERNETIC ZOMBIES (2)

CR 3

XP 800 each

HP 40 each (*Starfinder Alien Archive* 114)

TACTICS

During Combat The cybernetic zombies mindlessly fire their arc pistols at the PC who has the most cybernetics or electronic equipment.

Morale The zombies fight until they are destroyed.

B12. PRISON CELLS (CR 4)

Six transparent cylinders line the northern and southwestern arcs of this dome, their exteriors humming with some mystical force. A raised, windowed room to the east looks out over the rest of the chamber, and a lone door exits to the southeast.

The six prison cells are made of transparent aluminum that is magically enhanced, and each becomes completely sealed when its door is closed, while still maintaining a breathable atmosphere within. A cell wall has hardness 15, 45 Hit Points,

and a break DC of 28. A cell can be forced open with a successful DC 28 Mysticism check.

The control room situated to the east looks out over the room through a transparent aluminum window. It contains a tier 3 computer with the alarm and rank 2 shock grid countermeasures, and requires a successful DC 25 Computers check to hack. The computer has details on the five prisoners (see below) and can open or close each cell individually.

This room has three security cameras, one in the control room and one above each cluster of cells.

Creatures: The prisoner cells are guarded by three prison guards named Alenia, Deomitius, and Paviata. Alenia is in the control room, while Deomitius guards the northern cluster of cells and Paviata guards the other. This is a restricted area, prompting the guards to demand that the PCs leave when they are spotted. If the PCs have gotten this far with a fellow PC disguised as a prisoner, Deomitius checks their clearance while Alenia unseals the remaining cell. Unless the PCs spring some kind of ambush, the “prisoner” PC is locked away.

Any attempt to convince the guards to release any prisoners leads the guards to contact Warden Iolastrila, who arrives 1 minute later with her Aeon Guard security detail (see area B13). She likely sees through the PCs’ disguises at that point.

ALENIA, DEOMITIUS, AND PAVIATA

CR 1

XP 400 each

Male and female Gulta prison guards (see page 21)

HP 20 each

TACTICS

During Combat Alenia raises a prison-wide alarm from the control room and uses that area to give herself cover.

Deomitius and Paviata engage in melee combat.

Morale The guards fight to the death to prevent the prisoners from being released.

Hazard: If the Alertness Level is 10 or higher, or if one of the Azlanti guarding the cells is killed in a fight, Alenia activates a nonlethal sonic debilitator array in the room. Any creature not in the control room is exposed to the nauseating sonic waves and must succeed at a DC 13 Fortitude save every round or become sickened for 1 round. The debilitator array is on the room’s ceiling; a PC who succeeds at a DC 17 Perception check can spot it, and the PCs gain a +2 circumstance bonus to this check if they received a warning about this device from Half-Red the stellifera (see page 14). A PC who can reach the debilitator array can disable it with a successful DC 21 Engineering check; otherwise, the PCs can attempt to destroy it (EAC 11, KAC 10, hardness 5, HP 20).

Development: There are five prisoners currently contained within the cells, including the trio of inmates that Talmrin commissioned the PCs to rescue. The current occupants of the cells are listed below.

Story Award: If the PCs successfully interact with the guards here without engaging them in combat, grant the PCs XP as if

CARRY OUT

If you have determined that the PCs took too long to get to Gulta and the prisoners are too weak to walk (see page 5), or the PCs simply determine that carrying the prisoners would be faster, the PCs can attempt to carry the prisoners out of the prison. Treat Medium prisoners as having a bulk of 16 and Large prisoners as having a bulk of 24.

they had defeated the guards in combat. If the PCs later defeat these guards in a fight, don’t award them XP a second time.

THE GULTA FIVE

Imprisoned for various crimes against the Azlanti Star Empire (including smuggling and threatening Azlanti communities), these so-called “dangerous aliens” have been sorely mistreated by their captors, some for longer than others. Except where noted, each prisoner is a non-combatant with EAC 10, KAC 11, and 6 out of 12 maximum Hit Points remaining. None of the prisoners know anything about an android named Cedona, but if asked, they suggest the PCs look in the slave cells located in area B13.

Grub: This Large, carnivorous, caterpillar-like being has tendrils that resemble the leaves of a sundew sticking out from all over his back. He has been imprisoned and tortured for so long that he can no longer recall the name of his species or even his own name, and just goes by the nickname given to him by the guards: Grub. Grub is willing to help the PCs if freed, but is deaf, blind, and speaks only halting Azlanti. Unless the PCs have some form of telepathy, Grub must caress the PCs’ faces and mouths with his tentacles in order to “hear” them via lip reading. Grub’s blindness and deafness makes him useless as a combatant, but his land speed is 30 feet and he can carry one Medium creature or two Small creatures without issue; Grub can carry up to two Medium creatures or four Small creatures, but the extra weight slows his land speed to 20 feet.

Letrimakinetamal: This slivara (see page 47) is one of the three prisoners Talmrin asked to be rescued. His shell is dried and cracked, and he is barely able to move. He is no longer convinced escape is possible and considers it too painful to try; he won’t attempt to escape unless the PCs succeed at a DC 16 Diplomacy or Intimidate check to convince him that the PCs are capable of taking on the Azlanti guards. Letrimakinetamal has a land speed of 15 feet and isn’t capable of doing much to help the PCs. If the PCs can procure at least a gallon of water for him to drink and pour over his shell, his land speed increases by 10 feet, but he is still unable to do much besides walk. If the PCs mention that Talmrin hired them, Letrimakinetamal is shocked and doesn’t speak much afterward.

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Mothkala: This vesk is one of the three prisoners Talmrin asked to be rescued. She is emaciated to the point where her ribs are visible, and her once-colorful scales are dull and falling off. She maintains a spark of defiance and will gladly do anything to help the PCs escape if she is let free. Unfortunately, Mothkala's spirit is stronger than her flesh—she can barely lift anything, including herself. She currently has the exhausted condition (reducing her land speed to only 15 feet). If the PCs can remove this condition and give her a weapon, Mothkala is happy to fight; she is proficient in simple melee weapons and small arms but has an attack bonus of only +2. If the PCs give the vesk a meal, her condition changes to fatigued, and she still wishes to fight. However, if Mothkala is left to her own devices, she gorges on any food given to her, which proves nearly fatal after such a long period of starvation; if Mothkala eats more

than two rations' worth of food, she gains the nauseated condition for the next 24 hours (a PC who succeeds at a DC 14 Medicine check knows the vesk should be stopped before she overindulges). If the PCs mention that Talmrin hired them, the vesk simply nods and says, "About time."

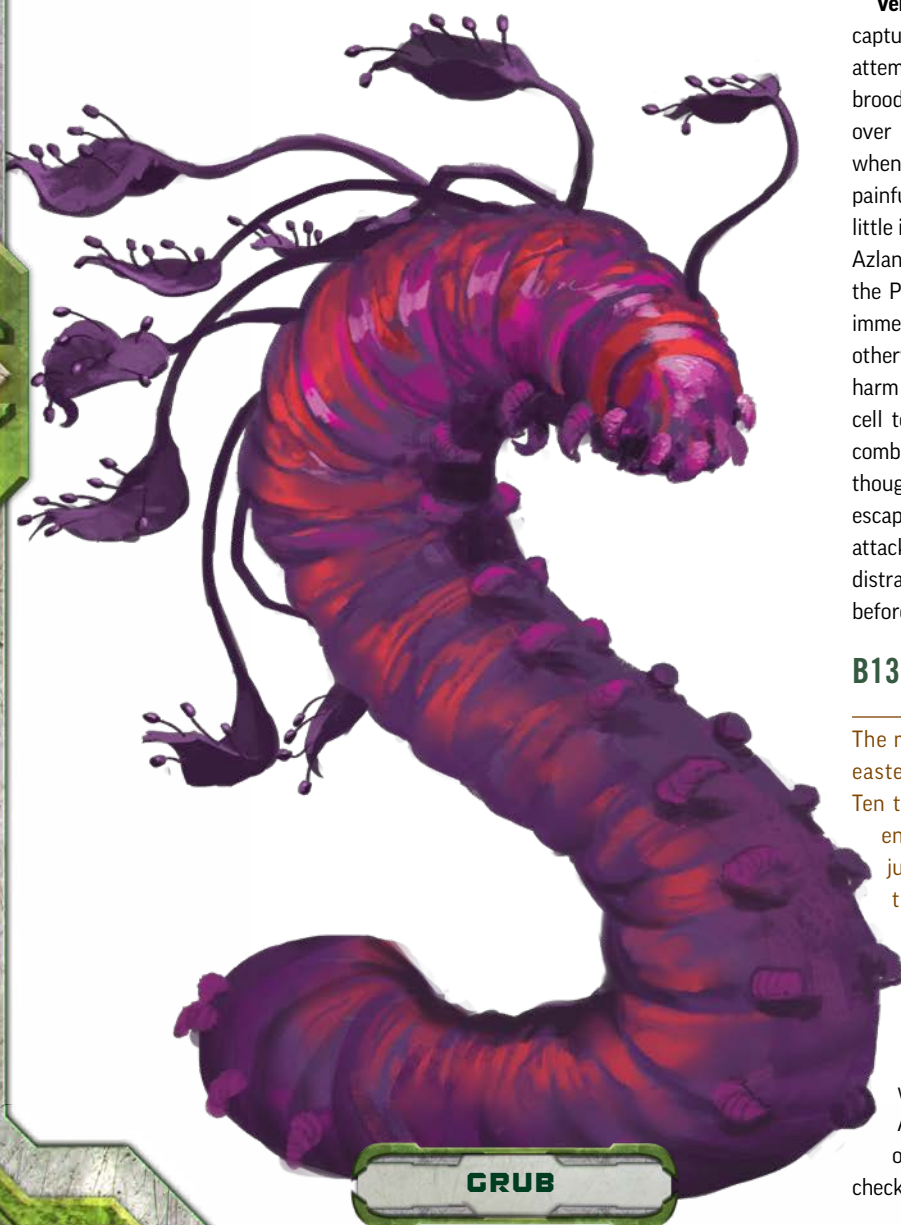
Tseekchik: This iridescent blue shirren is one of the three prisoners Talmrin asked to be rescued. She is missing a foot and two of her vestigial arms. Tseekchik is eager to escape, but she has trouble standing on her own. She has the staggered condition due to her injuries, and if forced to take more than one action per round, she falls prone at the end of her turn. Tseekchik has a land speed of 10 feet. As a full action, a PC standing adjacent to Tseekchik can move both the shirren and herself up to that PCs' normal land speed. If the PCs mention that Talmrin hired them, the shirren seemed surprised but delighted at the news.

Vertassh: This ikeshti (*Starfinder Alien Archive* 64) was captured early in her life from a Pact Worlds ship that attempted to breach Azlanti space. While the rest of her brood was killed, she has been imprisoned by the Azlanti for over a decade without good reason. Unable to find a mate when she began to rut, Vertassh was doomed to a humiliating, painful transformation into an ikeshti rivener. Though she has little intellect left in her bestial brain, she remembers that the Azlanti did this to her and has a burning hatred for them. If the PCs free the ikeshti while still disguised as Azlanti, she immediately attacks them. If the PCs drop their disguises or otherwise prove they aren't Azlanti, however, Vertassh won't harm them if set free. She instead sprints out of the prison cell to attack the Gulta guards. If the PCs engage in open combat with Vertassh, the Alertness Level is raised only by 3; though the guards are alarmed at how the ikeshti could have escaped, they don't blame the PCs for killing her. If Vertassh attacks the guards instead of the PCs, it counts as a major distraction, and she kills six Gulta prison guards in her frenzy before being put down.

B13. SLAVE CELLS (CR 7)

The main focus of this dome is a large mechanism on the eastern wall that can only be a high-tech torture device. Ten transparent cylinders, their exteriors crackling with energy, flank the device. A windowed room to the west juts out over the chamber, and a single door exits to the southwest.

The 10 prison cells (which are barely wide enough for a Medium creature) are made of transparent aluminum that is magically enhanced, and each becomes completely sealed when its door is closed, while still maintaining a breathable atmosphere within. A cell wall has hardness 15, 45 Hit Points, and a break DC of 28. A cell can be forced open with a DC 28 Mysticism check. The cells are all empty.



The device to the east is a cruel torture mechanism that is controlled by an operating console at one end. It restrains its occupant and inflicts pain in all manner of terrible ways (breaking bones, flaying skin, cutting off oxygen, and so on). The console can regulate the lethality of these methods.

The control room situated to the west looks out over the room through a transparent aluminum window. It contains a tier 3 computer with the alarm and rank 2 shock grid countermeasures, and requires a successful DC 25 Computers check to hack. The computer can open or close each cell individually.

This room has three security cameras, one in the control room and one above each cluster of cells. The room is also soundproof, keeping the screams of the tortured prisoners from reaching the rest of the cell block.

Creatures: The prison warden Iolastrila is in the control room, taking a break from interrogating Cedona. She is accompanied by a security detail of two Aeon Guards named Kloalius and Naevea. Once Iolastrila spots the PCs, they have no chance of talking their way out of the situation—not only did Iolastrila declare the slave cells off-limits for all personnel for the day, but Cedona's presence and existence is a secret even to other Azlanti officials and most of the Gulta guards. Iolastrila can't be sure who the PCs are, but she is loyal to Sardat Zolan Ulivestra over the Azlanti Star Empire, and once the PCs have entered the slave cells, she cannot permit them to leave.

Cedona (NG female android mystic) is currently strapped into the torture device, with only 1 Hit Point remaining. Iolastrila has been injecting nanites into her neural connections to get information out of her. She has the exhausted condition, reducing her land speed to 15 feet. Even if the PCs remove this condition, she is too still too weak to aid them in combat. However, her full stats appear in *Starfinder Adventure Path #9: The Rune Drive Gambit* if you need them. Her reaction to being freed is detailed in Development below.

KLOALIUS AND NAEVEA

CR 3

XP 800 each

Male and female Aeon Guards (*Starfinder Alien Archive* 6)

HP 48 each

TACTICS

During Combat Kloalius and Naevea protect Iolastrila at all costs.

Morale The Aeon Guards fight to the death.

IOLASTRILA

CR 5

XP 1,600

Female Azlanti envoy

NE Medium humanoid (human)

Init +2; **Senses** darkvision 60 ft.; **Perception** +16

DEFENSE

EAC 17; **KAC** 18

Fort +4; **Ref** +6; **Will** +8

HP 65

OFFENSE

Speed 30 ft.

Melee tactical dueling sword +10 (1d6+6 S)

Ranged tactical trilaser +12 (1d6+5 F; critical burn 1d4)

TACTICS

During Combat Iolastrila uses her envoy improvisations and the Antagonize feat to bolster her allies and penalize her foes.

Morale Iolastrila fights to the death and resorts to suicide to avoid capture.

STATISTICS

Str +1; **Dex** +2; **Con** +1; **Int** +3; **Wis** +1; **Cha** +5

Skills Acrobatics +11, Diplomacy +11, Intimidate +16, Sense Motive +16

Feats Antagonize

Languages Azlanti

Other Abilities envoy improvisations (don't quit, watch out)

Gear estex suit II (infrared sensors), tactical dueling sword, tactical trilaser (see page 45) with battery (20 charges) and *bright yellow cabochon aeon stone* (see page 44)

Hazard: This dome contains a sonic debilitator array identical to the one in area B12. If the Alertness Level is 10 or higher, the array is activated. Also, if the fight with Iolastrila starts to go poorly for the Azlanti, the warden returns to the control room to activate the array. She then continues to fire at the PCs from the safety of the room.

Development: With the warden defeated, the PCs can free their friend Cedona from the torture device with a touch of the control panel. Read or paraphrase the following when the PCs free Cedona from her torture table.

The red-skinned android stares blankly, her eyes wildly contracting and dilating as she tries to focus on her surroundings. "You... fools..." she whispers blankly, her voice slurring into tinny echoes as she speaks. Cedona blinks again, her eyes settling into some semblance of stability, and the android puts her head back down to look at the floor.

"I apologize. That was uncalled for," Cedona says, her voice clearer. "But to think you would go so far as to come all the way here..."

At this point, Cedona reveals to the PCs that she is a retired Steward agent who reactivated herself when the Azlanti attacked Nakondis, and that she was the one who contacted the Stewards and recommended they send the PCs here. She can confirm that the ancient "technomagical relic" she found in the wreck of the *Royal Venture* on Nakondis is indeed an experimental non-Drift interstellar starship engine that the Azlanti are calling a *rune drive*. The Azlanti are very interested in rediscovering how it works and making it operational, which could well give them a powerful strategic advantage over the Pact Worlds.

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While there is no mention of the *rune drive* or Cedona in Gulta's computer logs for security reasons, Cedona can fill in some of the gaps. She knows that Iolastrila was sworn to serve Sardat Zolan Ulivestra, the engineer of the attack on Nakondis. When Zolan asked Iolastrila to imprison Cedona on Gulta outside of official channels, the Azlanti warden followed orders without question. Cedona theorizes that very few people in the Star Empire, even in its government, are aware of the *rune drive* or the sardat's efforts to recover it. Everything surrounding the attack on Nakondis and the *rune drive* is being kept very secret, and someone—probably Zolan Ulivestra—is directing the operation from afar. Unfortunately, Ulivestra is not currently on Gulta, usually preferring to reside on the Star Empire's throne world, New Thespera. The *rune drive* is not on Gulta either, and Cedona's memories are hazy about where the Azlanti might have taken it.

While Cedona has much more information to tell the PCs, both she and the PCs are in a precarious position while they remain in the Azlanti prison. The android promises to talk more once the PCs are free of Gulta.

ESCAPING THE PRISON MOON (CR 5)

The fact that Iolastrila didn't raise an alarm when the PCs confront her, and the soundproof nature of the slave cells, means the PCs might be able to sneak out of Gulta if the Alertness Level is 5 or lower (and they have some way to disguise or hide the prisoners they have rescued).

More likely, the PCs will have to fight their way out of the cell block, activating any contingency plans they have put in place to aid their escape. This has the chance of overwhelming the PCs with waves and waves of guards with no chance of respite. You should reward the PCs if they made any attempt to formulate an escape plan by having the guards thoroughly investigate any distractions, giving the PCs time to cast a spell or two or imbibe a *serum of healing* (though not enough to take a 10-minute rest to regain Stamina Points) before encountering the next group of guards. Also, they should encounter only

one of Omenisca's security robots at a time (unless they were all deactivated, of course).

Once the PCs reach the entrance hallway, they can move through the ring corridor that encompasses the docking bays with no trouble; the PCs are either still in disguise, or the prison is on such high alert that this area has been evacuated. The Azlanti are arrogant enough to believe that any attempt to escape will be quelled within the cell blocks, so the PCs can reach their starship and take off with no one stopping them. However, there is one more obstacle in the way of their escape—the *Zandamant*.

If the prison is on high alert, the *Zandamant* opens fire as soon as the PCs' vessel clears orbit. If the PCs have yet to blow their cover, the *Zandamant* informs the PCs that standard procedure dictates their vessel must be fully scanned before it can be allowed to leave. This will quickly detect any escaped prisoners the PCs attempted to take with them. If the PCs rescued only Cedona and the Alertness Level is 5 or lower, the PCs can gain clearance to leave with a successful DC 18 Bluff check, as the Azlanti consider androids slaves and Cedona isn't recorded as being a prisoner. Otherwise, a PC can attempt a Computers check opposed by the Computers check of one of the *Zandamant*'s science officers to mask the life signs of the fugitives. Failure means the Azlanti vessel immediately opens fire.

Starship Combat: The crew of the *Zandamant* would prefer to take the PCs alive, to question them about how they penetrated Azlanti space. The PCs can either disable the *Zandamant* or outrun the *Parept* if they end a round more than 30 hexes away from the Azlanti vessel.

Like all Azlanti military vessels, the *Zandamant* autodestructs when brought to 0 Hull Points, preventing outsiders from claiming any Azlanti technology or secrets. If the *Zandamant* disables the PCs' ship, it demands that the PCs surrender, destroying the ship if the PCs do not agree. If the PCs surrender, they are taken prisoner and placed in Gulta's cells, where they can either await their interrogation or attempt to escape once again. This is beyond the scope of this adventure, but you can start by confiscating all of the PCs' equipment and increase the Alertness Level to 10.

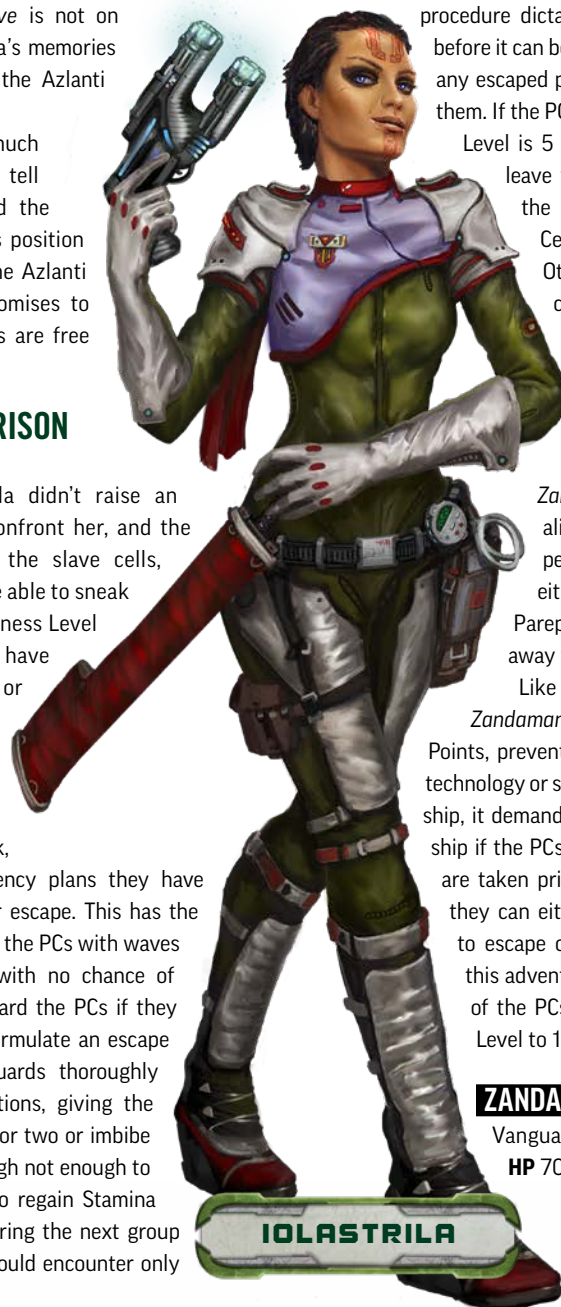
ZANDAMANT

TIER 3

Vanguard Parapet (see inside front cover)

HP 70

Development: If the PCs fool, destroy, or outrun the *Zandamant*, they can



IOLASTRILA



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return to Outpost Zed with no further encounters. This takes 1d6 days of Drift travel or 1d6+2 days of travel using conventional thrusters.

Story Award: If the PCs avoid starship combat or defeat or evade the *Zandamant*, award them 2,400 XP.

SHIP UPGRADES

When they return to Outpost Zed, the PCs can use the wrikreechee Hasshachir's private space dock again to upgrade their starship to tier 5. They can still choose from any of the Imperial Fleet starship upgrades detailed on pages 47–49 of *Starfinder Adventure Path #7: The Reach of Empire*. Unfortunately, this upgrade doesn't go exactly as planned, as detailed in the first part of the next adventure, "The Rune Drive Gambit."

CONCLUDING THE ADVENTURE

Getting back to Outpost Zed, the PCs can deliver the three prisoners Talmrin asked them to rescue, receiving 1,000 credits for each one returned alive. While the

relationship between the group of former accomplices is currently uncertain, both Talmrin and the rescued prisoners sincerely thank the PCs, offering the PCs any help they might need on the space station. If the PCs rescued Grub, Talmrin asks some contacts to help take care of the alien for the time being. If none of Talmrin's comrades made it back, the gosclaw is visibly disappointed but understands that the Azlanti are not to be trifled with.

The PCs have an opportunity to rest for a while, though Cedona warns the PCs not to stay in one place for too long, as there is no true safe haven for the PCs as long as they remain in Azlanti space. The android is also visibly concerned about the *rune drive*, fearing the consequences to the Pact Worlds if the Azlanti Star Empire manages to activate and mass-produce the technology. While Cedona cannot blame the PCs if they decide they have had enough of the Star Empire and wish to go home, Cedona refuses to leave Azlanti space until the *rune drive* is destroyed or captured, and she is willing to act alone if need be. How the PCs discover where Sardat Zolan Ulivestra is keeping the artifact, as well as their and Cedona's efforts to retrieve the *rune drive* or sabotage the Star Empire's efforts to use it, are the focus of "The Rune Drive Gambit," the final installment of the *Against the Aeon Throne* Adventure Path.



EMPIRE OF THE AEON THRONE

"THE PORTALS THAT BROUGHT US FROM GOLARION TO NEW THESPERA MIGHT BE CLOSED, BUT DO NOT DESPAIR. WE ARE NOT MAROONED, AND OUR HOME IS NOT LOST. WE HAVE COME HERE TO MAKE A NEW HOME, AND THE CIVILIZATION WE CREATE ON NEW THESPERA WILL RIVAL THAT WHICH WE LEFT BEHIND. HERE ON THIS NEW WORLD, I SEE HUMANITY'S BEST AND BRIGHTEST. EVEN MORE IMPORTANT, I SEE HUMANITY'S FUTURE, ITS GREAT PURPOSE. WE ARE THE TRUE HEIRS OF AZLANT, AND TOGETHER WE WILL FORGE A NEW EMPIRE THAT WILL ONE DAY STRETCH FAR BEYOND THIS WORLD AND ITS SUN. THE FUTURE IS OURS, AND THE STARS THEMSELVES WILL PALE BESIDE THE SPLENDOR OF THE AZLANTI STAR EMPIRE!"

—ERONESTRIA I, FIRST EMPEROR OF THE AZLANTI STAR EMPIRE

Thousands of years before the Gap, explorers from Azlant, humanity's first great empire on Golarion, ventured beyond their home world to other planets. A few ambitious (some said foolhardy) adventurers proposed colonizing some of these worlds, but after several such undertakings ended in disaster, the idea was abandoned. One expedition, however, succeeded far beyond its backers' dreams, though no one in Azlant was aware of the achievement.

Thousands of zealous Azlanti pioneers followed a visionary named Eronestria through a series of magical portals to a distant world they named New Thespera, which orbited a distant star dubbed Aristia. New Thespera was not unlike Golarion, but the settlers relied on the portals to support their colony. Whether through a flawed understanding of the vast forces involved, magical mishap, or deliberate sabotage, the portals failed just a few months after the colonists arrived, winking out of existence and stranding the Azlanti on New Thespera. As far as the colonists were concerned, they were cut off from Golarion forever.

As the expedition's leader and governor of the colony, Eronestria was determined to see New Thespera not only survive but thrive in this far region of the galaxy. She proposed the founding of a new Azlanti empire, whose citizens would be endowed with a Great Purpose. It was their duty to carry on the traditions of Azlanti culture and learning on this distant world, and, eventually, to bring humanity to the stars. Eronestria's vision for the future gained wide acclaim, and she was crowned the first emperor of the Azlanti Star Empire. Equipped with the advanced magic and technology of Azlant, which far surpassed that of any other human culture on Golarion at the time, the colonists successfully explored and settled their new planet, establishing a thriving outpost of Azlanti culture, learning, and philosophy on New Thespera.

Although Eronestria extended her life and reign well beyond the life span of a normal human, the first emperor died before her empire could expand from New Thespera. Eronestria's descendants and successors continued her work, guiding and expanding the colony into a true Azlanti civilization and striving to fulfill her Great Purpose of bringing humanity to the stars. Without the malignant influence of the mysterious algholthus, who genetically and culturally engineered Golarion's Azlanti (and eventually destroyed them in a world-shaking cataclysm) the Azlanti of New Thespera were able to create their own destiny.

Over thousands of years, the Azlanti built an interplanetary empire, slowly but inexorably spreading outward from New Thespera until all the worlds orbiting Aristia were conquered and colonized. Stars farther away remained beyond the reach of the Azlanti. Scientists labored for centuries to develop new ships and new engines that could traverse the immense distances between Aristia's gravity well and other star systems, but none of these experiments succeeded. Therefore, the Azlanti Star Empire remained confined to its single solar system, its Great Purpose unrealized.

Much of the Star Empire's history following this time was lost to the Gap, which affected the empire just as it did the Pact Worlds and the rest of the universe. The Star Emperor's Aeon Throne, a powerful artifact utilizing the magic of *aeon stones*, was created during this time, since no pre-Gap records of it exist. According to modern histories, the founder of the current imperial dynasty, Ixomander I, created the Aeon Throne when he was crowned Star Emperor 1,777 years ago, and his line has ruled the Star Empire ever since. No other corroborating records from that time exist, so this account is questionable, but it is considered to be the official history of the empire.

A scion of the Ixomander dynasty did sit upon the Aeon Throne when Triune's Signal reached the Star Empire 3 centuries ago. Without warning or fanfare, a strange *aeon stone* appeared among the other gems adorning the Aeon Throne. Stored in a digital lattice within this *aeon stone* was information on a previously unknown plane called the Drift along with blueprints for a Drift engine. The industrial and military might of the empire was turned to creating this technology, and, finally, the Azlanti could fulfill their Great Purpose.

Within a decade, the Imperial Vanguard Scout Corps had explored nearby star systems, followed closely by warships of the Imperial Fleet and the faceless legions of the Aeon Guard. The Azlanti conquered every habitable or resource-rich world they found and subjugated or enslaved every sentient species they encountered, ruthlessly exterminating any that refused to submit. Today, the Azlanti Star Empire claims 12 star systems in the Vast as its territory. A wide variety of subject species pay homage or tribute to the Aeon Throne, feeding the empire's war machine and relentless expansion.

Citizens of the Pact Worlds made contact with the Azlanti Star Empire almost 50 years ago, an encounter that ended with the destruction of a Starfinder ship and no further communications. Since that first meeting, all subsequent encounters between the Star Empire and the Pact Worlds (as well as the Veskarium) have been hostile. The Pact Worlds and the Veskarium now keep their distance from the Star Empire. For their part, the Azlanti have learned that their ancient home world, Golarion, has vanished and that their ancestors died out millennia ago. To the Azlanti, the humans of the Pact Worlds are so far removed from their origins—which to the Azlanti means Ancient Azlant—that they aren't really human at all compared to pure-blooded Azlanti. For the moment, the Azlanti Star Empire has decided to ignore the Pact Worlds unless they become a competitor or a military threat.

STAR EMPIRE TERRITORY

The Azlanti Star Empire occupies an expansive territory in the Vast, in a region beyond the Hydra Nebula largely unexplored by anyone in the Pact Worlds. It encompasses 12 star systems and their planets within its borders, and billions of those worlds' inhabitants are claimed as its subjects. The following are the major star systems in the empire.

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ARISTIA

The Aristia system was the first place the Azlanti settled and is now the heart of the Star Empire. Aristia's third planet, New Thespera, is the empire's throne world and the site of the original Azlanti colony, now the capital city, Eronesse. The Azlanti renamed the other seven planets of the system when the empire conquered them. Notable are temperate and mountainous Iuclairus, home to the massive and slow-moving filsoks, and Eostrillon, whose white sands are the origins of the unctuous screedreeps, one of the first civilizations to submit to Azlanti rule. The Star Imperators and their underlings directly rule this system.

CROBAN

The massive Croban system boasts 10 planets, many of which are covered with various forms of vegetation. Croban III through Croban VI are considered to be the Star Empire's breadbasket, providing much of the sustenance shipped to the other systems. The only sentients in the Croban system are

the fungoid hortuses of Croban V, whom the Azlanti enslaved. Arcidux **Holtinus Vedivon** (NE male Azlanti mystic) treats the system as his personal genetic laboratory, where he attempts to engineer the perfect foodstuff.

DANSKON

The star Danskon has seven planets in orbit, including the volcanic world of Duren, home planet of the gosclaws. This system is rich in hydrocarbons and industrial metals. Therefore, a number of the Star Empire's shipyards and fleet repair facilities are located here alongside Azlanti colonies. The presence of these shipyards makes Danskon a strategic site, so it is one of two star systems in the empire to be ruled by a military governor, called an exarch, rather than a hereditary arcidux. The current exarch is **Gorokoya the Hammer** (LE female vesk soldier), an orphaned and enslaved vesk who worked her way up through the ranks of the Alien Cohort to become a highly decorated general and the highest-ranking non-human in the Azlanti Star Empire.



ERONESSE

DISAJ

Once a thriving coalition of planets before the Gap, the Disaj system was devastated when the magic-hungry shatoris unleashed a daemonic invasion upon themselves, destroying most of their people and several worlds. Some survived by retreating into a demiplane for protection, but when they emerged, they discovered the planar energies had made them immortal but infertile. When the Azlanti discovered the Disaj system, the shatoris offered their mystical services to avoid conflict. The two remaining planets—Perdure and Prevail—now serve as sites for technomagic laboratories under the watchful eye of the system's arcidux **Elavir Numoni** (LE female Azlanti technomancer).

EUSILID

Arcidux **Caeiphus Myrrevenar** (NE male Azlanti envoy) controls Eusilid, one of the largest systems in the Star Empire. With 11 planets, Eusilid features worlds of numerous types and multitudes of people. These include the adaptable iztheptars of Brigin, who readily fell in line with Azlanti subjugation, and the mysterious elanayas of Shorixx, who are little more than curiosities to the Azlanti. Caeiphus gained his position thanks to his silver tongue, but rumors persist that he holds damaging information on the Ixomander family. The arcidux is on the verge of gaining the secrets of elemental power from the elanayas, and even though treating with these mere subjects of the Star Empire has caused him to lose face, he believes the rewards will be well worth any political consequences.

GJOR

The GJOR system has eight planets, but most are inhospitable to life due to mysterious radiation or constant, violent storms. The exception is GJOR III, which is similar to New Thespera and lost Golarion in many ways. GJOR III is the home world of the arboreal neskintis, the crustacean slivaras, and the reptilian tromlins. While the neskintis and slivaras have been granted second-class citizenship in the Star Empire, many tromlins have submitted to being slave soldiers in the Alien Cohort. Tasked with keeping the remaining tromlins docile and finding uses for GJOR's other worlds, Arcidux **Lonerai Rigallius** (LN female Azlanti operative) spends much of her time in the field.

IRDINANG

A young star, Irdinang has no planets, only a few lifeless planetoids and vast swaths of asteroid debris in orbit around it. However, the abundant resources of Irdinang are vital to the empire's war efforts, and several military bases are located in the system. Admiral **Erioch Ourevest** (LN male Azlanti soldier) is exarch of Irdinang, and the entire star system is considered a military installation with restricted entry. Reports speak of a cell of android revolutionaries fomenting rebellion among the slaves in Irdinang, but the exarch has been unable to ferret out the culprits.

NADEGHEY

Azlanti scientists believe the dimming star of Nadeghey might grow cold within the next few centuries. However, the rich mineral resources found on the system's three planets of Dimmet, Eventide, and Gloaming have kept the Star Empire from abandoning it altogether. Arcidux **Sidonia Icillius** (LE female Azlanti mechanic) oversees the various mining operations and closely watches the ethereal natives known as volotins for any sign of trouble.

NYS

The Nys system is the periphery of the Azlanti Star Empire, and as such, it holds a maximum-security prison on the moon of Gulta and a few secret research bases. Outpost Zed, a space station outside the Star Empire's control, and Koshoria, the home world of the insectile dessamars (whom the Azlanti mostly ignore), are also found in the system. Arcidux **Xibia Ulklasstin** (LN female Azlanti) considers her appointment to this system to be an insult and rarely spends much time here.

OYOYA

The vilderaros of the Oyoya system are one of the more useful civilizations the Star Empire has absorbed. From the ocean world Oyojii, one of Oyoya's three planets, the vilderaros are capable navigators and pilots, and many Azlanti nobles consider it a luxury to have one as a personal chauffeur. From his sprawling yacht-mansion on Oyojii, Arcidux **Tethin Placaria** (NE male Azlanti envoy) hosts regattas for amusement and grants favors to the winners.

QUINANDER

The five planets of the Quinander system are oddities. All have minor connections to the First World, making them bright and colorful, with vibrant flora and larger-than-life fauna. Given free rein to maintain these worlds as stable, law-abiding colonies of the Star Empire however she can, Arcidux **Allame Liviniu** (LE female Azlanti technomancer) has her hands full with geographical shifts, as well as the impulsive mercoys, who are scattered throughout the system.

THENEKRAL

The first solar system the Azlanti explored and colonized after the discovery of Drift travel, Thenekral is the most populated system in the Star Empire after Aristia. Arcidux **Besserill Ixomander** (LE female Azlanti mystic) rules Thenekral, and her status as cousin of the Star Imperators offers her considerable power and influence in imperial politics. Four lush planets orbit Thenekral, all habitable by humans. Dezenev is rich in resources, magical and mountainous Ghaggath is the home world of the gathols, and watery Parin was the stelliferas' home before the Azlanti claimed it. Beautiful Clasoon, however, is most famous throughout the Star Empire. A verdant, pristine jewel, Clasoon is also Besserill's personal property.

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She strictly controls access to the world, allowing only the wealthiest Azlanti to settle there. The fees for a short visit or vacation to Clasoon's famed resorts are beyond the means of all but the richest nobility. Many Aeon Guards have retired to Clasoon, leading to some rumors that Besserill might be building a private army on her personal estate.

OTHER TERRITORIES

The Azlanti Star Empire has established colonies and outposts on over 20 planets outside the empire's official borders, including a station on Bortan II that watches over the war-torn planet, occasionally dispatching teams to search for remnants of military technology the Star Empire can reverse-engineer. The Azlanti ignore the native brakims, except when they cause trouble for the troops.

CULTURE AND SOCIETY

The crux of Azlanti culture is the firm belief that the Azlanti are the only true humans in the galaxy, and as such, they deserve to rule over every star, planet, moon, and that which lies in between. Happy to conquer anyone who disagrees, the Azlanti are just as pleased with those who willingly bend the knee and serve dutifully under the Aeon Throne. Only a fraction of the Azlanti live pampered lives among the rich or noble, but this notion of racial superiority allows even the poorest Azlanti, who must still work from day to day, to believe and act as if they are better than any so-called alien and thus endure the mundanity of their lives.

NOBILITY, CITIZENS, AND INHABITANTS

In addition to Azlanti humans, various species inhabit the numerous worlds of the Star Empire, but not all of them are citizens of that empire. A few species have gained official recognition and citizenship, but many more have been ignored, enslaved, or exterminated.

In the Star Empire, only humans of pure Azlanti blood, the descendants of those original Azlanti

pioneers who colonized New Thespera, can enjoy the rank and privileges of nobility. Foremost is the Star Emperor, who sits upon the Aeon Throne and is the supreme ruler of the entire empire. Currently, **Iorian** (NE male Azlanti envoy) and **Yridela** (NE female Azlanti mystic) share the title as twin siblings of the Ixomander dynasty, which claims to have ruled the empire for nearly 2,000 years. All other members of the imperial family, especially the direct descendants of a Star Emperor, hold the title of parept and are distinguished from one another by lesser, mostly ceremonial, regional titles. The Ixomanders are the wealthiest family in the empire and hold the Aristia system as their personal fiefdom.

Outside the imperial family, the highest Azlanti title is that of arcidux, the hereditary ruler of an entire star system. In addition to small ancestral lands on New Thespera, most arciduxes claim a planet or two as their personal estates. A military governor—usually a high-ranking admiral of the Imperial Fleet—called an exarch oversees any system that is newly conquered or of great strategic importance.

Exarchs enjoy equivalent rank and social status to arciduxes, but unlike true nobility, this military title cannot be inherited. Currently, nine arciduxes and two exarchs rule the star systems of the Star Empire.

A duxillar is the hereditary ruler of a planet or, occasionally, multiple planets. Because some worlds are richer than others, some duxillars wield more power and influence than their peers.

The empire has only a couple of lower-ranking but truly noble titles, including sardat and dominus. A sardat is the hereditary ruler of a moon, major space station, or large territorial province on one planet's surface. Smaller provinces, minor space stations, asteroids, and similarly sized moonlets are the hereditary estates of dominuses. Dominus is the lowest-ranking and most common among titles in the Azlanti nobility. With a large number of small planetoids and space habitats present in most star systems, the empire has no shortage of titles of this rank to hand out.



ERIOCH DUREVEST

Below the nobles are the illustri, descended from Azlanti farmers and laborers. Illustar is more a label of class distinction than a noble title, but illustri are sometimes considered to be the lowest rank of the aristocracy. It's also possible for an illustar to be granted a title and join the ranks of the dominuses. Untitled or not, an illustar is still in a social position to which even the richest and most powerful non-human citizens of the Star Empire can only hope to aspire.

Although the Azlanti founded the Star Empire and are its ruling class, they are a minority within the empire. Most of the empire's subjects are non-human, and only some officially designated sentient alien species have even a second-class citizen status. These include gathols, gosclaws, neskintis, screedreeps, shatoris, slivaras, and vilderaros. These officially sanctioned species are far from the empire's only inhabitants, however. Some species, including brakims, dessamars, elanayas, filsoks, mercoys, stelliferas, and volotins, are tolerated or ignored by the Azlanti. They are subjects of the Star Empire, but they have no citizenship and few legal rights. Other species, such as androids, hortuses, iztheptars, and tromlins, are enslaved, and still others are not recognized as sentient at all. For more information on some of these non-human species, see the "Citizens of the Star Empire" article starting on pages 46.

MILITARY

The Azlanti Star Empire maintains control of its territories and billions of subjects through the might and liberal use of its military, which is at the forefront of the Azlanti's expansionist endeavors and also extends the empire's power into distant star systems. The Star Empire's military is divided into two major branches, the Imperial Fleet and the Aeon Guard. A third paramilitary force called the Alien Cohort, made up of non-citizen, non-human troopers with Azlanti officers, supports the other two branches.

The Imperial Fleet is the space navy of the Star Empire. This armada has ships and crews stationed in every system in the empire and is able to respond to almost any threat with astounding speed and overwhelming force. The fleet has several specialized wings within it, such as the Imperial Vanguard Scout Corps, which carries out exploration, reconnaissance, and forward military operations, often outside the Star Empire's borders. Azlanti and non-humans serve aboard starships of the Imperial Fleet, but the officer corps is predominantly human. The exact size and capability of the Imperial Fleet are unknown outside the highest echelons of the empire, but it is believed to rival the size and strength of the combined navies of the Pact Worlds and Veskarium. Some of its largest vessels outclass any standard craft in those navies.

An elite infantry force, the Aeon Guard forms the backbone of the Star Empire's army within the empire and without. These troops guard every imperial holding and military installation, and they suppress any insurrections before they can spread. Carried by the Imperial Fleet, Aeon Guards land

on alien worlds and stations to conquer and occupy enemy territory. All Aeon Guards wear unique green armor with faceless helmets, often augmented with magical *aeon stones*. Membership in the Aeon Guard is restricted to pure-blooded Azlanti humans of exceptional physical and mental ability, and all Aeon Guards must swear a personal oath of loyalty to the Star Emperor and the Aeon Throne. This pledge lasts until an Aeon Guard's death, most likely in service of the Star Empire. Some members of the Aeon Guard do retire, but this leave from the service is granted only by the grace of those higher in the government. A retired Aeon Guard member can be reactivated at any time if their skills are needed.

The smallest arm of the imperial military is the Alien Cohort, an auxiliary force made up of non-humans, many of whom are conscripts or slaves of the empire. Any non-human has the right to enlist in the Alien Cohort, which also accepts recruits from species not officially recognized as sentient alien species or citizens of the empire. Soldiers of the Alien Cohort serve as shock troops and expendable assets in the empire's wars of expansion. Nevertheless, the Alien Cohort has no shortage of recruits, since military service is one of the few ways a non-human can gain status, renown, and respect in imperial society, such as officer status in the Imperial Fleet.

RELIGION

Although the ancient Azlanti people were devoted to a pantheon of deities, the people of the Azlanti Star Empire now worship one above all others. The faith of Lissala, the Scion of Seven, survived the millennia, and she is the patron goddess of the Star Empire. As a lawful evil deity, Lissala prizes duty and obedience and teaches that those who follow the empire's strict codes of behavior can be richly rewarded. Her symbol is a seven-pointed star, reflecting the seven tenets of her religion, which stress such concepts as respect for one's superiors and pride in pure Azlanti blood. Lissala is depicted as a stern Azlanti woman dressed in the trappings of aristocracy. The widespread worship of Lissala helps to explain why most Azlanti citizens accept the authoritarian rule of the Star Emperor and other nobles.

RELATIONS

The Azlanti Star Empire aims to be the only power in the galaxy, so its dealings with other sentient species are unilateral. So far, the forces of the Star Empire have been able to conquer or destroy every civilization they have encountered, but the Azlanti know they must adapt their techniques before they spread their resources too thin. Azlanti troops have clashed with Pact Worlds and Veskarium forces in the past, and their scouts know of the distant systems of the draeliks and wrikreechees. None have been deemed a threat to the empire, so none are potential targets for war—yet. High-ranking members of the Aeon Guard and the Imperial Fleet are aware of the Swarm, and it is only a matter of time before these two implacable powers meet.

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AZLANTI GEAR

The Azlanti make significant use of technology that blends magic and science.

AEON STONES

Azlanti technology often incorporates *aeon stones*. These items are detailed on pages 222–223 of the *Starfinder Core Rulebook*. The following are new *aeon stones* that can be found within the bounds of the Azlanti Star Empire.

AEON STONES

ITEM	LEVEL	PRICE	BULK
Cloudy blue rhomboid	3	1,300	–
Opalescent white pyramid	3	1,400	–
Bright yellow cabochon	4	2,000	–
Ruby sphere	6	3,850	–
Vibrant green prism	9	14,000	–
Iridescent trillian	12	32,000	–

Bright Yellow Cabochon (Level 4): While this *aeon stone* orbits you, you gain a +4 insight bonus to Culture checks to decipher exotic, intricate, or very old writing. In addition, once per day as a standard action, this *aeon stone* can be activated to cast *comprehend languages* as a 1st-level spell (caster level 4th).

Cloudy Blue Rhomboid (Level 3): While this *aeon stone* orbits you, as a reaction while falling, you can cast *flight* (1st level), targeting only yourself (caster level 3rd). This *aeon stone* can be activated once per day.

Iridescent Trillian (Level 12): While this *aeon stone* orbits you, when you are hit by a ranged attack, you can spend 1 Resolve Point as a reaction to attempt a Reflex saving throw with a +6 enhancement bonus. If your saving throw result equals or exceeds the result of the attack roll that hit you, the *aeon stone* deflects the attack, and it deals you no damage or other effect. This deflection doesn't work against area attacks.

Opalescent White Pyramid (Level 3): While this *aeon stone* orbits you, you have proficiency with one kind of weapon (laser pistol, plasma doshko, zero pistol, and so on) at all item levels. Each stone of this type is keyed to a particular kind of weapon when it is created. Changing the type of weapon an existing *opalescent white pyramid aeon stone* is keyed to requires time and 3 ranks in Mysticism, as if you were crafting the *aeon stone*, but this alteration has no cost.

Ruby Sphere (Level 6): While this *aeon stone* orbits you, it functions as a comm unit and a tier 3 computer with an artificial personality upgrade that you can access directly through your nervous system without needing a user interface. While the stone orbits you, you are aware of any attempt to connect to it and can grant access if you wish. This computer can be upgraded as normal, and the upgrades are all magical. The stone is magically powered, so the computer doesn't need a power source.

Vibrant Green Prism (Level 9): Highly prized by Azlanti pilots and astrogators, a *vibrant green prism aeon stone* is linked directly to the Aeon Throne on New Thespera. If you plot a course to New Thespera and succeed at the required Piloting check while this *aeon stone* orbits you, you can travel through the Drift from anywhere in the galaxy to New Thespera in only 1d6 days.

MAGITECH AUGMENTATIONS

For those who can afford them, magitech augmentations utilizing *aeon stones* and related magic are popular in the Azlanti Star Empire. Magitech augmentations follow the same rules as other augmentations (*Core Rulebook* 208). These augmentations are hybrid items, but once installed, they become part of your body and can't be affected by abilities that destroy or disable hybrid items.

AEON EYE

SYSTEM
Eye

AUGMENTATION MAGITECH **PRICE** 46,000 **LEVEL** 13

An *aeon eye* replaces one of your eyes with a specialized *aeon stone* connected to your ocular nerves. As a move action, you can mentally activate or deactivate this augmentation, which grants you sense through (vision) with a range of 60 feet. While the augmentation is active, you gain no benefit from other special visual senses, and you can't see anything beyond the augmentation's range.

AEON GAGE

SYSTEM
Hand

AUGMENTATION MAGITECH **PRICE** 200,000 **LEVEL** 16

An *aeon gage* not only functions as a polyhand (*Core Rulebook* 210), but it also has six sockets in which *aeon stones* can be slotted. You gain the benefit of each *aeon stone* slotted in your *aeon gage* as if the stone orbited you. If all six sockets contain *aeon stones*, you can also cast one or more of the spells listed below as spell-like abilities. Total the item levels of the *aeon stones* slotted into the *aeon gage* to determine the spells you have access to. While you have access to a spell, you also have access to any spell from a lower level range, as follows: 6–30, *caustic conversion*; 31–60, *arcing surge*; 61–90, *corrosive haze*; 91–120, *heat leech*. The *aeon gage* has a number of charges per day equal to twice the highest level of spell it provides as a spell-like ability. Using a spell-like ability from the gage consumes a number of charges equal to that spell's level. The caster level for these spells is 16th.

NIMBLE SOLES

SYSTEM
Feet

AUGMENTATION MAGITECH **PRICE** 2,000 **LEVEL** 4

A *nimble soles* augmentation places sets of miniature metal rings that hold the essence of the Elemental Plane of Air on your feet. The rings grant you a +2 enhancement bonus to Acrobatics checks to fly and tumble. In addition, once per day as a swift action, you can overcharge the rings to increase this bonus to +4 for 1 minute.

TRILASER (SMALL ARM)

LASER	LEVEL	PRICE	DAMAGE	RANGE	CRITICAL	CAPACITY	USAGE	BULK	SPECIAL
Trilaser, tactical	5	3,200	1d6 F	80 ft.	Burn 1d4	20 charges	1	L	Aeon
Trilaser, advanced	10	17,600	2d6 F	90 ft.	Burn 2d4	40 charges	2	L	Aeon
Trilaser, elite	15	105,600	4d6 F	90 ft.	Burn 3d4	40 charges	2	L	Aeon
Trilaser, paragon	20	739,250	8d6 F	100 ft.	Burn 4d4	80 charges	4	L	Aeon

PLASMA FLARE (HEAVY WEAPON)

PLASMA	LEVEL	PRICE	DAMAGE	RANGE	CRITICAL	CAPACITY	USAGE	BULK	SPECIAL
Plasma flare, luminous	5	2,950	2d6 E & F	80 ft.	—	20 charges	1	2	Bright, unwieldy
Plasma flare, radiant	9	13,275	5d6 E & F	100 ft.	Wound	40 charges	2	2	Bright, unwieldy
Plasma flare, brilliant	13	53,100	8d6 E & F	100 ft.	Wound	80 charges	4	2	Bright, unwieldy
Plasma flare, incandescent	17	265,500	13d6 E & F	100 ft.	Wound	100 charges	5	2	Bright, unwieldy

RESONANT LARYNX

SYSTEM
Throat

MODEL	PRICE	LEVEL
Standard	4,400	6
Advanced	25,500	11

The *resonant larynx* augmentation is a small resonating crystal in your throat that can amplify your voice to deafening levels. As a standard action, you can activate the *resonant larynx* to unleash an ear-piercing shriek in a 30-foot cone-shaped spread that doesn't harm you. Each creature in the area must attempt a Fortitude saving throw (DC = 10 + half your level + your Constitution modifier). On a failure, a creature takes 5d6 sonic damage (or 10d6 for the advanced model) and is deafened for 2d4 rounds. If a creature succeeds at the saving throw, it takes half the damage and is deafened for only 1 round. Once you have used your *resonant larynx*, you can't use it again until you've taken a 10-minute rest that would allow you to regain Stamina Points. However, you can spend 1 Resolve Point at any time to recharge the augmentation immediately.



TRILASER

aeon stone's item level. You don't benefit from the stone's normal abilities while the stone is slotted into a weapon. Instead, an *aeon* weapon with a slotted *aeon stone* gains the boost weapon special property, provided it doesn't have the blast or unwieldy properties. The amount of the boost's damage increase is dependent on the item level of the slotted *aeon stone*, as follows: level 1–5, 1d4; levels 6–10, 1d6; levels 11–15, 1d8; levels 16–20, 1d10.

A slotted *aeon stone* has a number of charges per day equal to the stone's item level. Utilizing the boost special property the stone provides spends charges from the stone equal to the weapon's usage value. If the stone lacks enough charges, the boost attempt has no effect. An *aeon stone* that has had any daily charges expended in this way turns a dull color and doesn't confer its usual benefits if removed from the *aeon* weapon.

PLASMA FLARE

Azlati arms scientists developed the plasma flare as a assault weapon and a tactical aid. The weapon hurls bright balls of plasma at foes, scorching them and illuminating the area for better target designation in situations of diminished light. The Aeon Guard also finds the radiance to be an effective intimidation tactic, especially against civilizations that have yet to develop advanced technology.

TRILASER

Members of the Aeon Guard who function in support roles or who are assigned to missions where subtlety is key favor the unique design of the trilaser. The weapon is more effective than but just as light as typical laser small arms, and even more so with a slotted *aeon stone*. A trilaser is also a prestige item, since carrying one openly is a privilege Aeon Guards can enjoy even in civilian garb.

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AEON GUARD WEAPONS

Members of the Aeon Guard wield specialty armaments designed by imperial engineers and manufactured by state-run factories. Civilians found in possession of any such weapons are sentenced to death. Examples of longarms Aeon Guards use can be found on page 7 of the *Starfinder Alien Archive*. Some Aeon Guard weapons have the following special property.

Aeon: A weapon that has the *aeon* special property includes a socket that can house an *aeon stone*. As a standard action, you can slot an *aeon stone* into the socket or remove it. You can slot an *aeon stone* into a weapon only if the weapon has an item level equal to or greater than the



CITIZENS OF THE STAR EMPIRE

"SUPPOSE THE STAR EMPIRE IS A CRUCIBLE. HUMANS, THEN, ARE ITS UNYIELDING METAL. OUR CULTURE, THE FIRE THAT FORGED US, MADE US THE PERFECT SPECIES. THIS FLAME BURNS US EVERY DAY, RELENTLESSLY, BUT IT CANNOT HARM US. WE ARE THE PUREST OF MATERIALS. WE ENDURE THE HEAT, WE MADE THE CRUCIBLE. AND WHAT DOES IT HOLD NOW? EVERY OTHER SPECIES THAT HAS FAILED THE TEST OF FIRE. SO, IT IS OUR DUTY TO MELT THEM DOWN TO THEIR CONSTITUENTS, BOIL AWAY CORRUPTION, AND MOLD WHAT REMAINS INTO TOOLS THAT CAN SERVE THE GLORY OF THE AEON THRONE."

—ADMIRAL ERIOCH OUREVEST, EXARCH OF THE IRDINANG SYSTEM

The Azlanti Star Empire is a vast, rigid monoculture exalting absolutism. Successful imperial expansion relies on disparate species, yet the Azlanti relegate non-humans to second-class status at best. Despite this misuse of power in the empire, the following aliens endure within it.

Androids: Within the Azlanti Star Empire, androids serve as slaves and slave soldiers in the Alien Cohort.

Brakims: Azlanti ignore the inhabitants of Bortan II, the brakims, while the Aeon Guard scours the war-torn planet for salvageable tech. Brakims are detailed further on page 48.

Dessamars: The insectile dessamars come from Koshoria, a planet bathed in perpetual purple twilight. After a larval stage, dessamars wrap themselves in magical cocoons and emerge as butterfly-like beings with colorful wings, a humanoid exoskeleton, four arms, two legs, and compound eyes. Their civilization is built around the worship of Desna and the study of their planet's magical auras. Azlanti view dessamars as curiosities while simultaneously harvesting Koshoria's resources.

Elanayas: Shorixx, home world of the humanoid elanayas, has numerous portals connected to Elemental Planes that only the elanayas can use, much to the Azlanti's frustration. Most elanayas bond with an elemental during adolescence. The Star Empire has been unable to subjugate the elanayas, who slip through their portals in times of crisis. However, elanayas haven't driven the Azlanti off Shorixx, resulting in a stalemate.

Filsoks: When the Azlanti invaded Iuclairus, they mistook the native filsoks for enormous boulders. Filsoks are sentient creatures that dutifully serve as hosts for nonsapient species living in the tunnels that honeycomb the filsoks' gargantuan bodies. Filsoks communicate very slowly in grinding tones that travel in all directions for hundreds of miles through stone and earth. Azlanti treat filsoks more like scenery than creatures. It's uncertain whether the filsoks have even noticed the Azlanti incursion.

Gathols: A hulking, bipedal mammalian species that evolved on the mountainous planet of Ghaggath, gathols have a bellicose nature. The furry creatures grow rocky plates that serve as armor, which occasionally molts. The Azlanti fought a long war against the gathols until a clever general offered them the chance to test their mettle against opponents across the galaxy. Gathols are now citizens within the empire, serving in the Alien Cohort or as gladiators.

Gosclaws: The Star Empire has put gosclaws to work as engineers and special operations forces in exchange for citizenship rights. Gosclaws are detailed further on page 49.

Hortuses: Lethargic and peaceful, the fungal hortuses of Croban V can alter the chemical composition of an atmosphere by emitting the right spores and chemicals. The Azlanti enslaved them to take advantage of this ability. Similar in appearance to mushrooms, hortuses have distinct caps in countless hues and shapes. These fungal creatures live in collective groups, and it's rare to find a hortus acting alone.

Humans: Humans are a minority, and most are of the Azlanti blood required to hold power within the Star Empire.

Iztheptars: From Brigin, a desert world of scarce resources, iztheptars are adaptable and exhibit the ability to employ biotechnology on an instinctive level. The Azlanti enslaved the physically and mentally malleable iztheptars and put them to use in many ways, including in high-risk vocations. Iztheptars are detailed further on page 57.

Mercos: In the Quinander system, home to the mercoys, the barriers between the Material Plane and the First World are thin. Mercoys are humanoids. Each has a narrow body and tufts of feather, fur, or hair growing from the head and shoulders. However, exposure to fey energies has made mercoys masters of illusory disguises. After conquering the system, the Azlanti established an agency that tracks mercoy identities so these non-citizens can't flout imperial laws.

Neskintis: The Azlanti consider the arboreal neskintis of Gyor III to be primitive. Since the species acquiesced to rule, the Azlanti have given them positions as gardeners and botanists. Neskintis are detailed further on page 50.

Screedreeps: The obsequious screedreeps exhibit a fierce loyalty to the Star Empire and have been rewarded with administrative posts throughout imperial space. Screedreeps are detailed further on page 51.

Shatoris: Shatoris, a tall race of magic-users, once ruled the Disaj system, but nearly went extinct when a daemonic army attacked them. Desperate to live, the most powerful among them sought refuge in a demiplane, but they returned irrevocably changed. Planar energies caused their bones to be visible through their skin and made them immortal but unable to reproduce. Shatoris joined the empire and work to make themselves essential as a matter of survival.

Slivaras: Although they have crab-like exteriors, the slivaras are intelligent slimes that use the shells of giant crustaceans as a form of powered armor. From the swamps of Gyor III, the slivaras negotiated favorable working terms as productive citizens of the Star Empire, often as masters of applied biotechnology like that found in their armor.

Stelliferas: The Star Empire's pollution of the oceans on the planet Parin nearly wiped out the native stelliferas, tiny aquatic creatures detailed further on page 52.

Tromlins: The reptilian tromlins of Gyor III consist of two subspecies, the bloodseekers and hardshells. A bloodseeker tromlin is bipedal with a long tail, sharp fangs, and clawed hands, while a hardshell tromlin is quadrupedal with thick, powerful legs and a horned head. The Azlanti settled the feud between the two subspecies by enslaving both.

Vilderaros: Natives of Oyojii, the vilderaros are obsessed with geometry. They work as designers, navigators, and pilots in the Star Empire. Vilderaros are detailed further on page 53.

Volotins: Ethereal and telepathic, all the volotins are trapped within exquisite crystalline towers on the three planets of the Nadeghey system. The Azlanti acknowledge that these aliens are sentient, but the Star Empire has yet to funnel any resources into aiding the volotins or discovering the reasons behind their imprisonment.

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EMPIRE OF THE AEON THRONE

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BRAKIMS

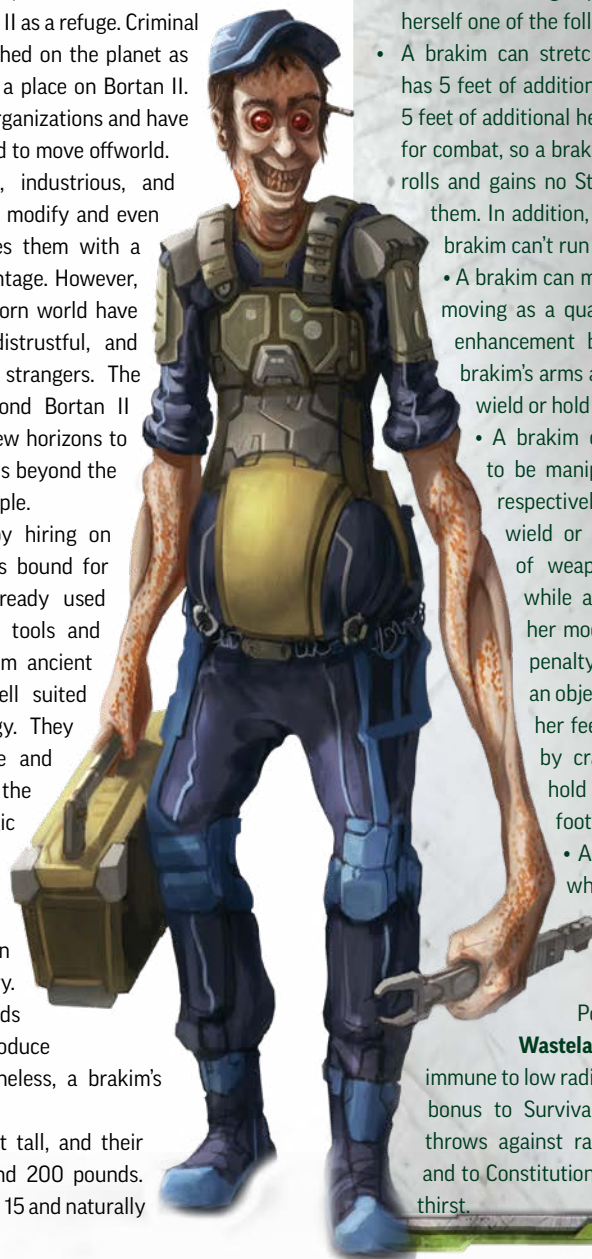
The brakims native to Bortan II live in small tribal groups. A planetwide war that occurred during the Gap reduced their numbers and left their world an irradiated wasteland where the brakims survive, organized into nomadic scavenger tribes. These tribes battle each other across blasted deserts and ruined cities.

When the Azlanti landed on Bortan II, the planet had been stripped of natural resources. The Star Empire engaged in a few brief, brutal skirmishes to prove their supremacy, built a small monitoring station, and left. Since that event, a city has grown up around the monitoring station. This settlement's citizens are not only brakims, but also outcasts from the Star Empire who see Bortan II as a refuge. Criminal enterprise has since flourished on the planet as all sorts of scoundrels find a place on Bortan II. A few brakims head such organizations and have used the wealth they gained to move offworld.

Brakims are adaptable, industrious, and resourceful. Their ability to modify and even detach their limbs provides them with a considerable survival advantage. However, centuries of life on a war-torn world have left them brusque and distrustful, and they are slow to accept strangers. The opportunity to travel beyond Bortan II has given a few brakims new horizons to explore, although doing so is beyond the means of most of these people.

Some make the leap by hiring on as technicians on starships bound for other imperial worlds. Already used to treating their limbs as tools and extracting useful parts from ancient machines, brakims are well suited to dealing with technology. They see technology as reliable and practical compared to the potential chaos that magic can cause. Brakims also favor hands-on work that has pragmatic results to the abstractions common with computing and sorcery. A brakim's adaptable methods and informal training can produce patchwork results. Nevertheless, a brakim's work is quite functional.

Brakims stand 7-1/2 feet tall, and their gangly bodies weigh around 200 pounds. They're considered adults at 15 and naturally live up to 75 years.



RACIAL TRAITS

Ability Adjustments: +2 Dex, +2 Con, -2 Cha

Hit Points: 6

Size and Type: Brakims are Medium humanoids with the brakim subtype.

Jerry Rigger: Brakims have a +2 racial bonus to Engineering checks.

Malleable Limbs: Lacking an internal skeleton, a brakim can change her limbs easily. This adaptability grants a brakim a +4 racial bonus to Athletics checks to climb and to swim. If a brakim loses a limb or digit, it regrows in 1d4 hours. In addition, as a full action, a brakim can change up to all four of her limbs to give herself one of the following advantages.

- A brakim can stretch her limbs. A stretched arm has 5 feet of additional reach. A stretched leg gives 5 feet of additional height. Stretched limbs are weak for combat, so a brakim takes a -2 penalty to attack rolls and gains no Strength bonus to damage with them. In addition, while her legs are stretched, a brakim can't run or charge.
- A brakim can modify her arms for locomotion, moving as a quadruped and gaining a 10-foot enhancement bonus to her speed. While a brakim's arms are modified this way, she can't wield or hold objects that require two hands.
- A brakim can modify her legs and feet to be manipulators like arms and hands, respectively. In this mode, a brakim can wield or hold up to four hands worth of weapons or equipment. However, while a brakim holds an object with her modified foot, she takes a 10-foot penalty to her speed. While she holds an object that requires two hands with her feet and legs, she can move only by crawling. If a brakim wants to hold an object with every hand and foot, she must be prone.
- As a move action, or a reaction when grabbed or otherwise held by a limb, a brakim can detach her limbs. She takes 1 damage directly to her Hit Points for each limb she sheds.

Wasteland Dweller: Brakims are immune to low radiation. They also gain a +2 racial bonus to Survival checks, to Fortitude saving throws against radiation and extreme weather, and to Constitution checks against starvation and thirst.

GOSCLAWS

A feline species with a long flexible neck, short tail, and a pliable body, gosclaws developed their culture over centuries on a volatile continent on the rocky planet of Duren. The planet is rattled with earthquakes and pitted with active volcanoes, so the gosclaws used sophisticated engineering to build complex underground cities that could withstand the shifting earth around them. However, they were still centuries away from developing starfaring technology when an Azlanti scout ship crashed near a gosclaw city. The crash had no survivors. Gosclaw engineers began to study the vessel's technology, formulating sciences of space travel and advanced weaponry based on what they found.

When the Azlanti Star Empire landed its forces a few years later, the gosclaws knew they could not hope to rebuff such a technologically advanced enemy. Instead of fighting, they approached the Azlanti with an offer of service and proof of their engineering prowess with the reverse-engineered scout ship. Ever since, gosclaws have held citizenship status and served the Star Empire diligently, if not with complete loyalty. They regard the Azlanti as benefactors but consider them to be dangerous and self-serving. Most gosclaws think it far safer to avoid Azlanti notice than to attract attention. Gosclaws who leave Duren work for the Azlanti as engineers on projects where the thin, flexible gosclaw body is a benefit. However, more than one gosclaw has stowed away on a departing ship to see other worlds.

Agile and covered in smooth fur, gosclaws present a disarming appearance. Their fur coloration can vary considerably depending on their region of origin or the weather there, but the hue ranges from a dark, nearly black brown to a gold color, which is often darker at the tips of ears, limbs, and tail. (Gosclaws also dye their fur to express individuality.) Long centuries working underground in cramped quarters have made gosclaws well suited to such conditions. Gosclaws are also quick-witted and individualistic, focused more on achieving results than obeying procedure, a trait that can annoy Azlanti managers.

Always looking forward, gosclaws see technology as a way for them to leapfrog evolution and propel themselves into the future. As such, gosclaws are far less interested in maintaining their own traditions than other species, and they view their position in the Azlanti hierarchy as desirable for advancing their culture. Although the gosclaws know the Azlanti are far from benevolent, the felines are, themselves, opportunists. They imagine a near enough future in which they are free of Azlanti influence, and so they believe their conquest at the Star Empire's hands is a long-term advantage.

Gosclaws stand about 6 feet tall and weigh around 110 pounds. They're considered adults at 13 and naturally live up to 80 years.

RACIAL TRAITS

Ability Adjustments: +2 Dex, +2 Int, -2 Wis

Hit Points: 4

Size and Type: Gosclaws are Medium humanoids with the gosclaw subtype.

Burrow: Gosclaws have a burrow speed of 10 feet. A gosclaw can leave a tunnel if he moves at half speed.

Fire Resistance: Gosclaws have fire resistance 5.

Flexible: A gosclaw can move through an area as small as one-half his space without squeezing or one-quarter his space when squeezing.

Mechanical Talent: Gosclaws gain a +2 racial bonus to Computers, Engineering, and Physical Science checks. A gosclaw can treat one of these skills as a class skill.

Nightvision: Gosclaws have darkvision with a range of 60 feet and low-light vision.

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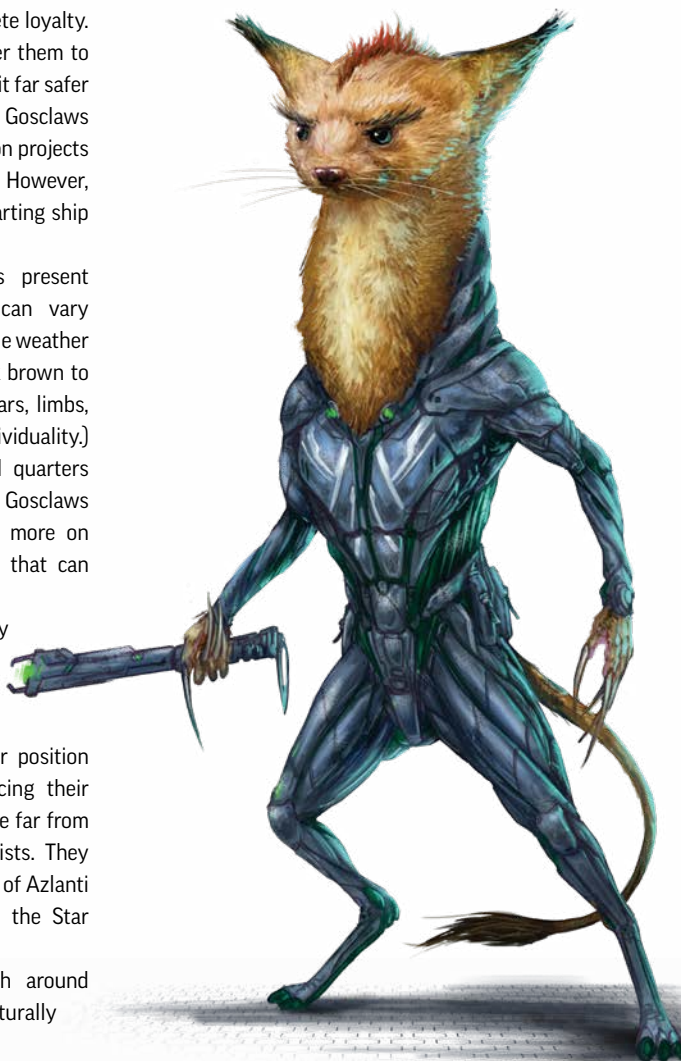
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NESKINTIS

The lush, green world of GJOR III is full of natural wonder and primal mystery, of which neskintis are a small part. An ancient, close-knit species of primates, neskintis live among the dense canopies of continent-wide jungles, spending entire generations without seeing the ground. Myths among the neskintis speak of Nesk, a powerful nature spirit who blessed them with sentience and granted them dominion over the skyscraping flora of their native jungles. In obeisance to Nesk and her spiritual progeny, which are said to live in all objects, neskintis have nurtured the enormous trees of GJOR III through horticulture and magic, molding them into expansive hanging settlements.

The Azlanti had little trouble conquering GJOR III, which had no established technological cultures to oppose them. They initially ignored the neskintis, but a few anthropological expeditions discovered the species' value as ecologists, after which the Star Empire began to recruit neskintis aggressively. Though rewarded with citizenship for their cooperation, neskintis found adapting to the Star Empire difficult. Most are content to carry out ecological tasks,



RACIAL TRAITS

Ability Adjustments: +2 Dex, +2 Wis, -2 Str

Hit Points: 4

Size and Type: Neskintis are Medium humanoid with the neskinti subtype.

Low-Light Vision: Accustomed to the perpetual twilight of days below thick canopy, neskintis have low-light vision.

Brachiator: Neskintis have a climb speed of 30 feet. They can use this speed to move horizontally in an area that has adequate handholds, such as from branch to branch in a tree.

Forest Friend: Neskintis gain a +2 racial bonus to Life Science and Survival checks.

Glider: Neskintis are able to fly with the aid of skin membranes stretching between their arms and legs, traveling 5 feet horizontally for every 1 foot of vertical descent, with an extraordinary fly speed of 60 feet and average maneuverability. A neskinti can't gain altitude using only this flight, so she can't fly if she can't descend. If falling, a neskinti can use this ability as a reaction to avoid falling damage. A neskinti can charge while flying but can't run, and she can't glide while carrying more weight than her normal bulk limit. At the GM's discretion, wind or another effect can cause a neskinti to gain altitude, increasing the distance she can glide.

Small Legs: Neskintis have a land speed of 20 feet.

seeing such duties an extension of their holy mandate, while others seethe under the Star Empire's control.

Capable brachiators and adept gliders, neskintis have small legs that are still capable of locomotion. Their fur coloration ranges from blond to dark brown. Neskintis are natural omnivores that have become vegetarians by tradition. Also customary is reverence toward Nesk and other spirits, and some neskintis have extended this devotion to include the Azlanti religion.

Technology continues to befuddle this species of nature worshippers. Once the initial shock of space travel and the destructive power of modern technology wore off, the species retreated into a generations-long conversation about the virtue of adapting or rejecting such technology for their own use. So far, neskinti villages on GJOR III remain largely free of technology, but most neskintis who visit the wider empire find the return to a simpler life frustrating.

Most neskintis stand 6 feet tall and weigh 150 pounds. They're considered adults at 20 and naturally live up to 120 years.

SCREEDREEPS

Sporting a naturally hunched posture with drooping ears and a short snout, a screedreep's bearing and expression make the creature seem to be waiting for a blow to land. It is perhaps this one feature that best defines the history of this species in the Azlanti Star Empire. Native to the Aristia system, screedreeps were among the first people to be taught the imperial lessons of brutality and subjugation. They bore the worst of Azlanti aggression and suffered decades of oppression before their surrender to imperial forces.

Upon their capitulation, screedreeps lost Eostrillon, their beautiful home world, to the Azlanti and suffered acclimation to the imperial way of life. Since then, they have been dedicated subjects. Utter defeat yielded fawning, sycophantic, and subservient beings eager to fulfill Azlanti wishes, and centuries of devotion since have earned some screedreeps high administrative positions. Screedreeps are particularly adept at singling out plots within and against the imperial bureaucracy, identifying them before they can be fomented for too long and come to fruition. However, wealth and privilege elevate screedreeps only so far. Azlanti cultural structure constantly reminds all non-humans of their second-class status, and being the Star Empire's favored non-human species earns screedreeps the distrust of most other sentient non-humans under the empire's thumb.

Having lived among the Azlanti for so long, screedreeps have assimilated well with imperial technology and magic, although they prefer the predictability of technology to magical enigmas. Practicality and repeatability of experience are important to screedreeps, and they value universal systems. This ethos gives screedreeps something in common with brakims, and brakim technicians who make it to other imperial worlds get along well with screedreep managers. Primarily trained in vocations where a single administrator can oversee a network of personnel, screedreeps thrive in such roles. If screedreeps were less loyal or brakims more aggressive when among alien species, this relationship could be detrimental to the empire.

Occasionally, failure to perform or poor luck can cause a screedreep to leave a public position—voluntarily or otherwise—and take up independent work. Other displaced screedreeps drift into criminal enterprises, running efficient racketeering operations, smuggling rings, or thieving organizations and eschewing more violent criminal endeavors. Such screedreep “facilitators” work throughout the empire, using their wiles to avoid notice, including the clever observations of their fellow screedreeps within the imperial administration. More than one criminal enterprise on Bortan II has a screedreep among its leadership, if not at its head.

Screedreeps stand about 3 feet tall and weigh around 60 pounds. They're considered adults at 15 and live naturally up to 150 years.

RACIAL TRAITS

Ability Adjustments: +2 Wis, +2 Cha, -2 Str

Hit Points: 4

Size and Type: Screedreeps are Small humanoids with the screedreep subtype.

Cultured. Screedreeps gain a +2 racial bonus to Bluff, Culture, and Diplomacy checks.

Low-Light Vision: Screedreeps' big, sensitive eyes provide them with low-light vision.

Quick Senses: A screedreep can use Perception to search an area in half the normal time. In addition, screedreeps gain a +2 racial bonus to Sense Motive checks.

Tricky Mind: Screedreeps gain a +2 racial bonus to saving throws against mind-affecting effects other than fear effects. They also gain a +2 racial bonus to saving throws against effects used to determine if a target is being deceitful.



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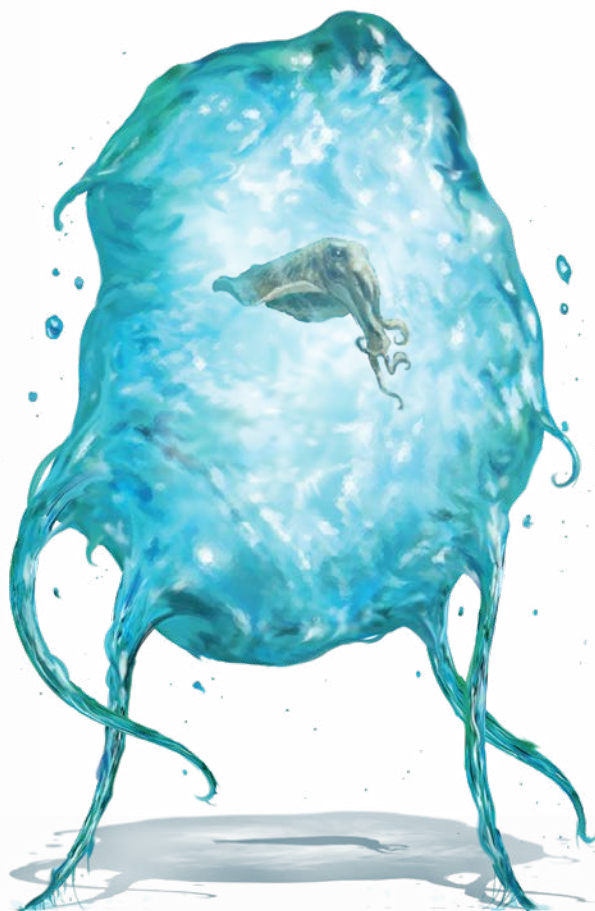
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STELLIFERAS

Diminutive creatures resembling cuttlefish, stelliferas evolved in a deep-sea environment and spent millennia as nomads, developing psychic abilities and exploring their watery planet, Parin. The itinerant and dispersed nature of their society made it so that when Azlanti landed and started harvesting resources, it took centuries of pollution and climate change before the stelliferas realized they were on a crash course with extinction. They began to experiment with ways of living beyond their native environment and developed psychokinetic water bodies that allow them to survive outside their element. Stelliferas normally converse through a complex color language, changing skin and nearby water to various hues, supplemented with limited telepathy, so they had to rely on augmentations to communicate with their planet's invaders.

The first stellifera ambassadors to negotiate with the Azlanti received a curt offer of passage off-world. Today, stelliferas have spread across the Star Empire, seeding worlds with colonies and minimizing chances that a single event might cause their annihilation. Most stelliferas prefer life underwater, but others are eager explorers of land and space, and their psychokinetic water bodies are now familiar to travelers across the empire.



RACIAL TRAITS

Ability Adjustments: +2 Wis, +2 Cha, -2 Con, -4 Str

Hit Points: 2

Size and Type: Stelliferas are Diminutive magical beasts with the aquatic subtype. A stellifera can't breathe air unless he has artificial life support.

Darkvision: Stelliferas have darkvision with a range of 60 feet.

Hydrobody: Provided enough water exists nearby or in the air, a stellifera can psychokinetically construct a watery humanoid-shaped body as a full action and maintain this hydrobody indefinitely, including while unable to take actions or unconscious. A stellifera can dismiss this hydrobody as a standard action, and it disintegrates if he dies. The hydrobody affords the stellifera the size and reach of a Medium creature, and while unclad, it can fit through any opening the stellifera can without squeezing. While within a hydrobody, a stellifera has a Strength score 4 higher, 2 additional Hit Points, a land speed of 30 feet, a swim speed of 30 feet, and the ability to wield weapons and wear clothing and armor as a Medium creature. In addition, a stellifera in a hydrobody takes the bleed effect from only a wound or severe wound critical hit effect, is immune to gases and inhaled poisons, and gains a +4 racial bonus to Fortitude saving throws against diseases and poisons of the contact or injury types. The hydrobody slowly exchanges oxygen with the surrounding atmosphere or liquid, including environmental protections from armor, allowing the stellifera to breathe as if he were underwater. The nature of this body makes the stellifera immune to most effects of vacuum as well as atmospheric or underwater pressure. The hydrobody stores enough oxygen at one time for a stellifera to go 1 hour without oxygen exchange from his surroundings. After that time, he risks suffocation.

Stellifera Magic: Stelliferas have these spell-like abilities:
At will: *psychokinetic hand*, *telepathic message*

Stellifera Movement: A stellifera has a land speed of 5 feet and a swim speed of 30 feet.

Regardless, stelliferas struggle to assimilate into Azlanti culture. Technology is still a new concept to them. The cost of discovering the wider universe has been high, but stelliferas make the most of it by traveling and seeking out new experiences.

Stelliferas are 1 foot long and weigh around 6 pounds. They mature at age 15 and live up to 240 years.

VILDERAROS

Natives of Oyojii, a vast and hot ocean world with few landmasses, the vilderaros evolved in the sea but developed their civilization on land. Vilderaros created complex maps of the night sky and used them to navigate and settle their entire world, building geometrically precise cities that mimicked the shapes of stars and constellations. Vilderaro culture is centered on geometric construction and ornamentation. Their bodies, settlements, and structures all bear totemic representations of ancestors, spirits, various nature deities, and other mystical themes.

The Azlanti recently conquered Oyojii, meeting little resistance, and have come to appreciate the vilderaros' skills in architecture, geometry, and navigation. After recruiting numerous vilderaros for expeditionary ships, putting them to work as star cartographers in search of new worlds, the Azlanti elevated the species to citizens. Vilderaros are slowly coming to terms with the Star Empire's restrictions on their rights to worship their own gods and carry their cultural artifacts beyond their home world, and it seems Azlanti monoculture is a weight the vilderaros might not be able to bear for long.

Although lying flat on the ground is the most natural state for vilderaros, in mixed company they remain upright, standing on three legs. They are also capable of walking in this way. A downward-pointing beak works as a mouth for intake of sustenance and communication. Fine tentacles that fold into a central crown can be used for tactile manipulation.

Vilderaros have no male sex. They instead start life as females and develop the ability to produce fertilizing gametes as they age. The eggs a vilderaro produces can develop asexually in females, sexually when fertilized by an older adult, or via self-fertilization when a vilderaros reaches maturity. Juveniles are born physically capable but rely on the birthing parent for care. The parent or parents pass on genetic knowledge, allowing their young accelerated learning and the ability to function much like adolescents of other species within several months to a year. Desire for variety in this hereditary "education" has encouraged the vilderaro culture to favor sexual reproduction. When speaking Common and other gendered languages, vilderaros refer to themselves in feminine terms.

Advanced technology is still new to vilderaros, but they have adapted well to it, especially with computers and navigational tools that allow them to extend their vision far beyond what they can see. Consequently, vilderaros have realized they are capable of comprehending and remembering vast volumes of spatial data. These capabilities make them excellent navigators and talented pilots, as well as skilled in many sorts of design.

Vilderaros stand 6 feet tall and weigh around 150 pounds. They're considered adults at age 5 and naturally live up to 100 years.

RACIAL TRAITS

Ability Adjustments: +2 Int

Hit Points: 4

Size and Type: A vilderaro is a Medium monstrous humanoid with the aquatic subtype.

Amphibious: Vilderaros can breathe water and air.

Spatial Awareness: Vilderaros have a +4 racial bonus to Piloting checks to navigate and Survival checks when orienteering. This bonus can also apply to Profession skills in which spatial awareness is a benefit. The GM is the arbiter of when this bonus applies.

Swimmer: A vilderaro has a swim speed of 30 feet. She can jet water through her body, so when she charges, runs, or withdraws while in water, she can swim twice as far as those actions normally allow.

Unflankable: Flanking a vilderaro grants no bonuses, and abilities that function only against a creature that is flanked don't function against a vilderaro.



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"THEY BROUGHT ME ALONG BECAUSE MY PEOPLE KNOW A THING OR TWO ABOUT GIANT BEASTS RAMPAGING ACROSS THE COUNTRYSIDE. WE PRACTICALLY INVENTED THEM ON DAIMALKO. BUT THIS RADIOACTIVE WASTELAND WASN'T WHAT I WAS EXPECTING. THE COLOSSI THERE WERE SLOW AND LUMBERING, BARELY ANY KIND OF CHALLENGE FOR SOMEONE OF MY TALENTS. REALLY, IF ONE STEPPED ON YOU, IT WAS MORE YOUR FAULT THAN ANYTHING. THE PROBLEM... THE REAL PROBLEM WAS THE DRAGONS. THEY SEEMED TO THRIVE IN THE RADIATION, COULD EVEN REDIRECT IT AT THEIR PREY... WHICH WAS US, BY THE WAY. THEY HUNTED US FOR SPORT, AND THE UNLUCKY FEW THAT GOT CAUGHT WERE ROASTED ALIVE FROM WITHIN."

—LEIRASU DAVANA, DAMAI MERCENARY

AEON STONE NETWORK

CR
7

XP
3,200



N Fine construct (magical, swarm, technological)
Init +5; **Senses** darkvision 60 ft., low-light vision;
Perception +14

DEFENSE

HP 91

EAC 19; **KAC** 20

Fort +6; **Ref** +10; **Will** +6

Defensive Abilities swarm defenses; **Immunities** construct immunities, swarm immunities; **SR** 18

Weaknesses vulnerable to electricity

OFFENSE

Speed fly 40 ft. (Su, perfect)

Melee swarm attack (1d6+9 B plus distraction [DC 17])

Space 10 ft.; **Reach** 0 ft.

Offensive Abilities telekinetic whirlwind

Spell-Like Abilities (CL 7th)

At will—*magic missile*

STATISTICS

Str +0; **Dex** +5; **Con** —; **Int** +1; **Wis** +3; **Cha** +1

Skills Computers +14, Engineering +14, Life Science +19, Mysticism +19, Physical Science +19

Languages Azlanti (can't speak); telepathy 100 ft.

Other Abilities aeon upgrade (*purple sphere aeon stone^{AA}*), remote hack, unliving

ECOLOGY

Environment any

Organization solitary

SPECIAL ABILITIES

Aeon Upgrade (Su) An aeon stone network benefits from one *aeon stone* with an item level of its CR or lower.

Remote Hack (Ex) An aeon stone network has the remote hack feature as if it were a mechanic of a level equal to its CR.

Telekinetic Whirlwind (Su)

Once per day as a standard action, an aeon stone network can spiral around a Large or smaller creature or object that is completely in its space, negating gravity for that target while it's inside the vortex. The network can remain in this form for 4 rounds, but it can return to its normal form as a move action at any time. The target creature or object moves with the aeon stone network. A creature

caught in the telekinetic whirlwind is off-target and must attempt a DC 17 Reflex saving throw at the end of each of its turns. On a failed save, the creature becomes off-kilter until the end of its next turn or until it leaves the aeon stone network's space, whichever comes first. A creature can leave the aeon stone network's space if it has some way to move itself in zero gravity or if, as a standard action, it succeeds at an Acrobatics skill check (DC = 10 + the network's KAC). On a success, the target moves to a square adjacent to the aeon stone network.

Aeon stone networks are created from specially enhanced *aeon stones* that orbit one another to form a wireless digital network. These swarms are employed as loyal and tireless system administrators for large corporations in the Azlanti Star Empire, and their creation is strictly regulated.



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EX OF
ORLOS

DRAKE, RADIATION

CR
9

XP
6,400



CE Large dragon

Init +4 **Senses** darkvision 60 ft., low-light vision;

Perception +17

DEFENSE

EAC 22; **KAC** 24

Fort +13; **Ref** +13; **Will** +10

DR 5/magic; **Immunities** paralysis, radiation, sleep

OFFENSE

Speed 30 ft., fly 60 ft. (Ex, average)

Melee bite +22 (2d10+15 P plus radiation exposure)

Multiattack bite +16 (2d10+15 P plus radiation exposure),
2 talons +16 (2d4+15 S)

Ranged atomic bolt +19 (3d10+3 F plus
radiation exposure; critical burn 2d6)

HP 145

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

Offensive Abilities breath weapon (30-ft. cone, 6d10 F
plus radiation exposure, Reflex DC 16 half, usable every
1d6 rounds)

STATISTICS

Str +6; **Dex** +4; **Con** +3; **Int** -2; **Wis** +2; **Cha** +0

Skills Acrobatics +17, Intimidate +22, Survival +17

Languages Draconic

ECOLOGY

Environment any

Organization solitary, pair, or rad (3-9)

SPECIAL ABILITIES

Atomic Bolt (Ex) A radiation drake's atomic bolt has a range
increment of 60 feet.

Radiation Exposure (Ex) A creature that takes Hit Point
damage from the radiation drake's attacks is exposed
to medium radiation. This radiation bypasses armor
environmental protections.

Radiation drakes are mighty and dangerous predators found on worlds with extensive radioactivity, such as natural deposits of radioactive ores or irradiated wastelands left by atomic warfare. These drakes are also common on worlds with kaiju—enormous creatures that exist outside the world's ecosystem. It's a mystery whether a link between radiation drakes and kaiju exists that leads to their overlapping presence on some planets, but it's worth noting that when kaiju and radiation drakes meet, they are likely to ignore each other. However, some radiation drakes live in symbiotic relationships with specific kaiju, feeding on parasites that infest the massive monsters, cleaning up after their kills, and sometimes dwelling among young kaiju and protecting them from predators. It has been suggested that radiation drakes are the offspring of some dragon kaiju, though there is little evidence to support this. Radiation drakes are capable of speech and advanced planning, but primarily act out of instinct.

A radiation drake is dark in coloration, most often black or dull green, but it has bright crystalline teeth and spikes running along its spine. The drake has a draconic appearance, long neck and tail, wings, and powerful hind legs, but no front legs. In addition to its bite, a radiation drake is able to unleash radioactive fire breath in either single-target bolts or a wide cone of irradiated flames.

A split second before unleashing this breath weapon, the crystal spikes along a radiation drake's spines glow with the white-hot light of a nuclear fire.

A typical radiation drake is 15 feet long from nose to tail tip and weighs 1,000 pounds.



IZTHEPTAR

CR
6

XP
2,400



N Small humanoid

Init +3; **Senses** darkvision 60 ft., low-light vision;
Perception +13 (+15 with vision)

DEFENSE

HP 90 RP 4

EAC 18; **KAC** 20

Fort +9; **Ref** +7; **Will** +5

Defensive Abilities adaptive fortitude, adaptive healing

OFFENSIVE ABILITIES

Speed 30 ft., climb 30 ft.

Melee venom spur +16 (1d6+10 P plus poison)

STATISTICS

Str +2; **Dex** +3; **Con** +5; **Int** +0; **Wis** -1; **Cha** -2

Skills Athletics +18, Life Science +13, Medicine +13

Languages Azlanti

Other Abilities biotech adaptive, natural bioengineer

Augmentations adaptive biochains (darkvision capacitors, wide-spectrum ocular implant), dragon gland (15-ft. cone, 3d6 A; Reflex DC 14 half), gill sheath, venom spur (DC 14)

ECOLOGY

Environment any

Organization solitary, pair, or cluster (3–8)

SPECIAL ABILITIES

Adaptive Fortitude (Ex) Whenever an iztheptar succeeds at a Fortitude saving throw against a disease, an environmental hazard, or a poison, it receives a +2 insight bonus to Fortitude saving throws against the same disease, environmental hazard, or poison for the next 24 hours. This bonus also applies to Constitution checks for long-term stability and can stack up to +10. If an iztheptar survives exposure to a disease, environmental hazard, or poison for 3 days, it adapts and no longer needs to attempt saving throws against that specific affliction or hazard. If an iztheptar adapts to an affliction that can be cured without magic, the affliction is cured. An iztheptar loses this benefit if it spends more than 30 days without exposure to the affliction or hazard.

Adaptive Healing (Ex) An iztheptar recovers quickly. The DC of Medicine checks to treat an iztheptar is 5 lower than normal. An iztheptar recovers Hit Points and ability damage at twice the normal rate and recovers from poison and disease in half the normal time. When an iztheptar regains all its Hit Points, it also regrows any lost limbs or organs associated with that Hit Point loss.

Biotech Adaptive (Ex) An iztheptar can install one additional biotech augmentation into one system that already has a biotech augmentation.

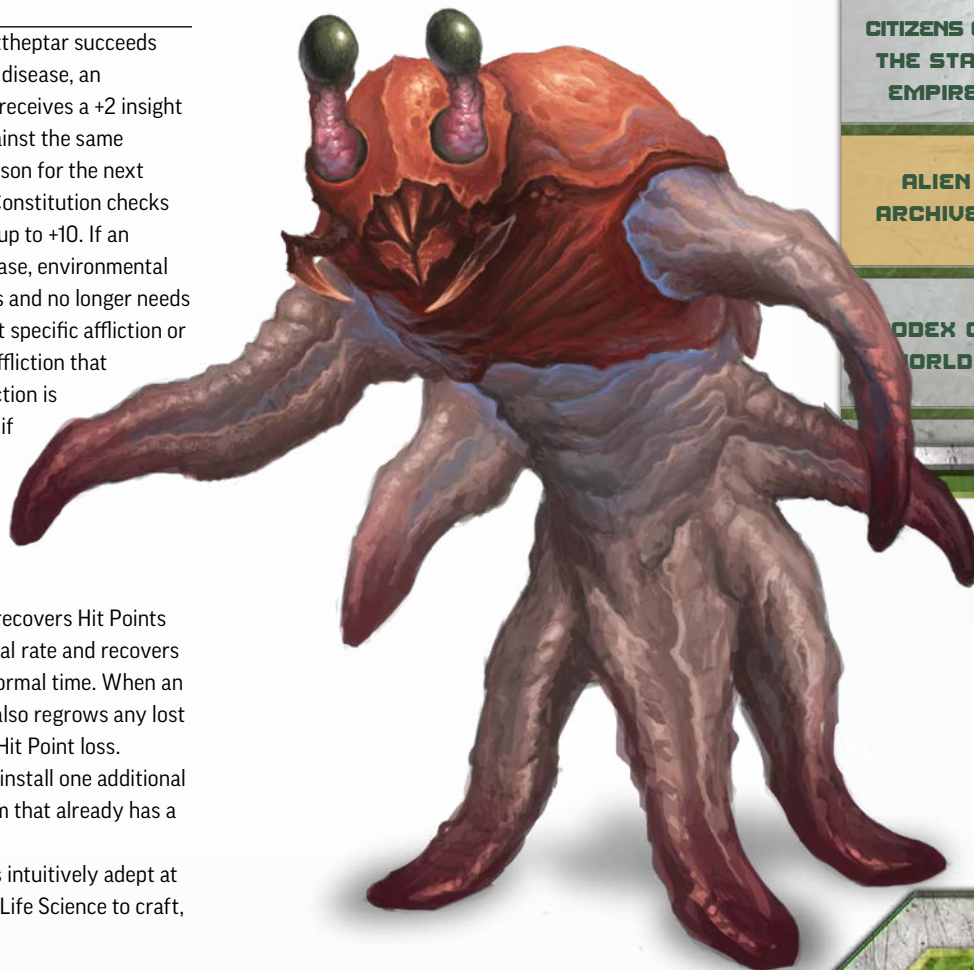
Natural Bioengineer (Ex) An iztheptar is intuitively adept at Life Science and Medicine. It can use Life Science to craft, identify, and repair biotech.

When they were free, iztheptars lived in hives unified by telepathy. The Azlanti used various techniques combined with iztheptar adaptability to strengthen loyalty, further lower individuality, and diminish potentially subversive telepathy. Now, iztheptars contentedly serve their enslavers in roles varying from high-risk explorers to exotic pets.

These creatures have unique reproduction. If an iztheptar perishes, part of the dead creature grows into an infant with genetic material altered based on the local environment, influencing traits and personality. An infant iztheptar imprints on the first beings that care for it, a trait useful for the communal creatures that was easily exploited by the Azlanti.

Iztheptars are natural survivors adept at biotech. They use both capabilities to endure extreme environments and alter local flora and fauna to suit their needs. Azlanti send iztheptars ahead of colonists to test environments and push ecosystems in favorable directions, with little concern for the iztheptars' survival. The statistics here detail just such a tough iztheptar terraformer.

An iztheptar matures at 7 years and can live for centuries. An adult iztheptar is 3 feet tall and weighs 55 pounds.



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ODHEO

CR
1

XP
400



N Tiny vermin

Init +4; **Senses** blindsense (scent) 60 ft., darkvision 60 ft.;

Perception +5

DEFENSE

EAC 11; **KAC** 13

Fort +5; **Ref** +3; **Will** +1

Defensive Abilities evasive

OFFENSE

Speed 30 ft., climb 30 ft.

Melee bite +8 (1d3+3 S) or

harpoon tongue +8 (1d6+1 P)

Space 2-1/2 ft.; **Reach** 0 ft. (15 ft. with harpoon tongue)

STATISTICS

Str +2; **Dex** +4; **Con** +1; **Int** -; **Wis** +0; **Cha** -2

Skills Acrobatics +5, Athletics +5 (+13 to climb), Stealth +10

Other Abilities blood explosion, mindless

HP 17

ECOLOGY

Environment any underground or urban

Organization solitary or infestation (4-20)

SPECIAL ABILITIES

Blood Explosion (Ex) When an odheo dies, it pops in a mess of ingested blood and viscous slime. A creature adjacent to the odheo must succeed at a DC 10 Fortitude saving throw or become sickened for 1d4 rounds, after which that creature takes a -2 penalty to saving throws against disease for the next 24 hours. A creature that is already sickened when it fails this saving throw becomes nauseated for 1d4 rounds instead. Odheos are immune to the effects of this ability.

Evasive (Ex) When a creature attempts a melee or ranged attack against an odheo and misses, the odheo can take a guarded step as a reaction.

Odheos are one of the galaxy's strongest cases for following proper biocontainment procedures. Originally from GJOR III, these slimy vermin have spread to thousands of space stations, having been unwittingly carried across the galaxy by careless couriers or merchants. Odheos prefer to live in artificial environments, limiting their destruction of natural ecosystems, but this preference is cold comfort to those urban and station residents they torment.

An odheo is a bold pest, openly jabbing creatures with its long tongue and then escaping back into hiding before victims can retaliate. They live in vents or engineering tunnels and breed rapidly, making them difficult to remove once they have infested an area. They are also impossible to eat, exploding into a rancid mix of gore and slime when killed, rendering them useless for anything other than aggravation.

Odheos evolved from an arboreal ancestor that used its long tongue to attach to creatures that passed by. The odheo's ten chitinous legs and gripping feet still make it extremely adept at climbing almost any surface. Unlike its ancestors, though, an odheo uses its harpoon tongue as its main method of feeding, only moving in to bite creatures that are helpless or dead.

Odheos lair in cramped spaces, but only a few remain in their filth-covered nest at any one time, while the others hunt. When an odheo nest is discovered and destroyed, any survivors—including those not present for the nest's annihilation—instinctively hide and hibernate in nooks and crannies. Hibernating odheos can live for up to 3 months without food or liquids, making an odheo infestation extremely hard to eradicate.



PARALITH

CR
4

XP
1,200



N Medium aberration

Init +1; **Senses** blindsight (electromagnetic broadcast) 60 ft., sightless; **Perception** +15

DEFENSE

HP 52

EAC 16; **KAC** 18

Fort +6; **Ref** +6; **Will** +5

Defensive Abilities fast healing 5 (becomes regeneration 5 in irradiated areas); **Immunities** mind-affecting effects, radiation, vacuum; **Resistances** cold 5, fire 5

Weaknesses force field blindness

OFFENSE

Speed 35 ft.

Melee claw +12 (1d6+9 S plus ultraviolet infection)

Ranged cylindrical lens pistol +9 (1d8+4 F; critical burn 1d4)

STATISTICS

Str +5; **Dex** +1; **Con** +3; **Int** +0; **Wis** +1; **Cha** +0

Skills Athletics +10 (+14 to jump), Intimidate +10

Feats Cleave

Languages Paralithi

Gear cylindrical lens pistol^{AR} with 1 battery (20 charges)

ECOLOGY

Environment any forests or jungles

Organization solitary, pair, or pack (3–15)

SPECIAL ABILITIES

Force Field Blindness (Ex) Force fields interfere with a paralith's perception. A paralith takes a –4 penalty to attack rolls and Perception checks against a creature that has an active force field armor upgrade or energy shield gained from the mechanic trick of the same name.

Ultraviolet Infection (Su) A creature struck by a paralith's melee attack must attempt a DC 13 Fortitude save. Failure means the wound becomes infected by ultraviolet light for 24 hours. An infected wound glows, dealing a –4 penalty (that doesn't stack) to the victim's Stealth checks. If another creature restores Hit Points to the infected victim using the Medicine skill, the creature administering the healing takes an amount of untyped damage equal to the number of Hit Points restored.

A paralith is a hulking humanoid-shaped creature with broad claws and a thick blue hide. Its neck is short, and its horselike head has only one feature—a mouth with large, blunt teeth.

Where these creatures originally come from is unknown. They prefer hot jungles, though an individual paralith might venture into a civilized area. Such venturesome paraliths rarely cause trouble beyond their apparent inability to

understand social mores, so they are more of a curiosity than a threat. Paraliths encountered in the jungle are much more aggressive and dangerous, traveling in packs and often found around ruined temples and monoliths.

Xenolinguists have yet to gather enough information to be able to understand and reproduce the Paralithi language. Even when they're able to communicate with paraliths through magical means, conversations are difficult and confusing. Paraliths punctuate their sentences with seemingly random strings of numbers, the significance of which is still a mystery.

Paraliths are an asexual species. A paralith reproduces by releasing a few buds from a biological opening in its back. Each of these sprouts grows into a mature paralith in a matter of days.



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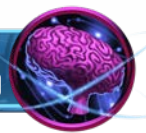
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VOID PALM

CR
7

XP
3,200



N Large plant

Init +4; **Senses** darkvision 60 ft., low-light vision;

Perception +14

DEFENSE

EAC 19; **KAC** 20

Fort +10; **Ref** +8; **Will** +6

Defensive Abilities void fronds; **Immunities** plant immunities

OFFENSE

Speed 10 ft.

Melee lash +15 (1d8+9 S)

HP 100

Multiattack 3 lashes +9 (1d4+9 S)

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

Offensive Abilities gravity void

STATISTICS

Str +2; **Dex** +4; **Con** +5; **Int** -2; **Wis** +1; **Cha** +0

Skills Acrobatics +19, Athletics +19, Stealth +14, Survival +19

ECOLOGY

Environment any land

Organization solitary

SPECIAL ABILITIES

Gravity Void (Su) Once per day as a full action, a void palm can create a dark, zero-gravity area in a 20-foot-radius sphere centered on itself, negating the effects of gravity and nonmagical light sources in that area. Magical light sources in the area work normally. When the void palm uses this ability, each other creature in the area must succeed at a DC 17 Reflex saving throw or become off-kilter. The effect doesn't move with the void palm and lasts for 10 minutes.

Void Fronds (Su) When seen in black and white, such as with darkvision in darkness, the pattern on a void palm's fronds resembles a dim and distant field of stars. The effect is disorienting. As long as the void palm is in an area of darkness, it has concealment against creatures observing it with darkvision, and such creatures are flat-footed against the palm's attacks.

The fan-shaped void palm's broad fronds are a deep, mottled red, and they are in constant motion, as though stirred by a gentle breeze. This plant creature is exceedingly rare, and the lack of information about its biology allows it to surprise oblivious explorers. When a suitably large living creature wanders nearby, a void palm plunges the area around it into magical darkness while simultaneously interrupting gravity's normal function. Creatures caught in this area might become unable to propel themselves out of range of the void palm's lashing fronds—something the plant deliberately makes more difficult by using its leaves to sweep the area around it clear of debris that might be used as handholds or counterbalance.

Though they are rare, void palms are found across the galaxy. Their unique method of reproduction lends itself well to a slow but inexorable colonization of the stars. Once a year, a void palm produces a brilliant blue seed at the end of each of its stalks over the course of a week, and then it flings its progeny into the sky. The remarkable seeds each carry the void palm's supernatural ability to ignore gravity, allowing the momentum imparted from their parent to carry them off the void palm's planet and onto new ones. This unique ability makes void palm seeds rare and expensive curios.

The typical void palm is 15 feet tall and weighs around 1,000 pounds.



XAARB

CR
5

XP
1,600



N Medium magical beast

Init +3; **Senses** blindsense (scent), darkvision 60 ft., low-light vision; **Perception** +11

DEFENSE

HP 72

EAC 17; **KAC** 19

Fort +9; **Ref** +9; **Will** +4

OFFENSE

Speed 40 ft., climb 20 ft.

Melee slam +15 (1d6+10 B) or

bite +15 (1d6+10 P plus swallow whole)

Ranged frostbite-class zero pistol +12 (1d6+5 C; critical staggered [DC 15]) or

screamer grenade I +11 (explode [15 ft., 1d10 So plus deafened 1d4 minutes, DC 15])

Offensive Abilities oversized maw, swallow whole (1d6+10 A, EAC 17, KAC 15, 18 HP)

STATISTICS

Str +5; **Dex** +3; **Con** +2; **Int** +0; **Wis** -2; **Cha** +0

Skills Athletics +11 (+19 to climb), Intimidate +16, Physical Science +11

Languages Azlanti, Vesk, Xaarb (can't speak any language)

Gear frostbite-class zero pistol with 1 battery (20 charges), screamer grenades I (2)

ECOLOGY

Environment any (Arybus system)

Organization solitary, pair, crew (3-12), or squadron (13-30)

SPECIAL ABILITIES

Oversized Maw (Ex) A xaarb can use its swallow whole ability on creatures up to its own size.

Xaarbs are a surprisingly vicious predator race from the binary star system of Arybus. At first glance, a xaarb appears to be an innocuous spherical lump of short, dark fur. Xaarbs have large eyes and four stout appendages, which they use to alternate between walking on all fours and standing upright. When frightened or riled, however, xaarb can open their massive mouths to reveal jaws that take up most of their bodies, filled with long, pointy teeth.

Xaarb society is based entirely on physical dominance over other xaarbs—or anyone else they encounter. Xaarbs who have established supremacy over others can demand both obedience and tribute from their lessers, which is the expected method of gaining wealth and status; having to bargain or pay for something is considered an unspeakable shame. Only wars against other sapient species in Arybus allowed the xaarbs to stay

united enough to become a starfaring race. Xaarbs eventually conquered their star system, but when interstellar travel via the Drift opened up the rest of the galaxy, xaarbs found themselves encountering—and outmatched by—both the Veskarium and the Azlanti Star Empire. This sobering paradigm shift shattered xaarb culture into three major factions. “Lesser” xaarbs accept that the vesk and Azlanti are dominant over them, and dutifully serve those races. “Greater” xaarbs muster their forces in order to some day conquer the other empires and reassert xaarb authority. “Unspoken” xaarbs—the most scattered of the species—feel that xaarb society has proven insufficient and now attempt to assimilate into and cooperate with other cultures. Unspoken xaarbs are considered the most reasonable of their kind by outside races, though their instinctual need to assert dominance at all occasionally surfaces.

Xaarbs are a species with only one gender, making gender roles a strange curiosity to them. They can understand the common languages of other species but can't speak them. Their own language consists of a series of hand gestures and silent movements of their jaws. A particularly communicative xaarb might use a text-to-speech generator to talk to other species.



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EMPIRE OF
THE AEON
THRONE

CITIZENS OF
THE STAR
EMPIRE

ALIEN
ARCHIVES

CODEX OF
WORLDS

CODEX OF WORLDS

OUTPOST ZED

Unaligned space station with a complex network of pipes

Diameter: 1 mile; **Mass:** less than $\times 1/100$

Gravity: $\times 1$ (artificial)

Location: The Vast

Atmosphere: Normal

Day: 46 hours (artificial); **Year:** 96 years

Outpost Zed is an independent space station located on the fringes of Azlanti space that is home to outlaws, refugees, and smugglers of all shapes and sizes. The site was formerly a mobile Azlanti asteroid-mining platform until it was decommissioned almost a century ago. Though the Azlanti removed all of their advanced mining equipment when they abandoned the area, they didn't see the need to destroy the shell, allowing local drifters and pirates to move in. Though Outpost Zed came from humble beginnings as the literal

refuge of the Azlanti Star Empire, it proved an advantageous location for smugglers and other criminals. The Azlanti Star Empire's harsh restrictions on what citizens can and can't own provide a ripe market for these bootleggers, and Outpost Zed wound up becoming a moderately bustling marketplace—not only diverse enough to attract traders from all over Azlanti space but wealthy enough to buy off any Azlanti authorities who might threaten the safety of the station's merchants and clientele.

Outpost Zed is effectively split into two major sections, although these sections intersect and intertwine. The first section of the base is the platform's abandoned chambers, where most human-sized creatures do business. The second section consists of the station's labyrinthine network of pipes and ducts, which runs through every part of the station and has proven a convenient way for smaller creatures to get around; the allure of having paths and corridors difficult for larger beings to intrude upon, as opposed to most other space stations (which have the opposite issue), has attracted a great many tiny creatures to this unusual safe haven. These two communities coexist but are disconnected enough to practically count as two separate settlements, with contact between the two societies limited to specific trading grounds.

Though the outpost has something of an anarchic nature to it, with no official police force or authority, the trading post is not entirely lawless. To most of the permanent residents of Outpost Zed, the space station represents a respite from the oppressive rule of the Azlanti Star Empire and a community of like-minded individuals with no love for the empire's authority. While the inhabitants of the station usually let creatures settle personal matters between each other without interference, all of Outpost Zed's residents—including smugglers and other outlaws who are just passing through—have a vested interest in the base remaining a trustworthy marketplace and a bastion free from imperial rule. Even the most evil and nihilistic creatures living on the space station, such as the several clusters of draeliks who have taken up residence in various nooks and crannies over the last few decades, will intervene against creatures that attack or steal from the local merchants.



NEXT MONTH

THE RUNE DRIVE GAMBIT

By Larry Wilhelm

To keep the *runes drive* out of the Star Empire's hands, the heroes must, with the help of their recently rescued android friend Cedona, infiltrate an underground Azlanti science facility on a secluded asteroid and liberate captive scientists forced to study the device. They soon learn of the *runes drive*'s reality-warping power, but before they can activate the device and escape back to the Pact Worlds, they must first fight their way past Sardat Zolan Ulivestra, the dastardly Azlanti noble who ordered the attack on Nakondis that began the campaign!

CONTINUING THE CAMPAIGN

By Tracy Barnett

The heroes have denied the Azlanti Star Empire the magic of the *runes drive*, but their adventures don't have to end there! From facing off against a high-ranking Azlanti noble bent on revenge for the humiliation of her son, to navigating the schemes of a cunning time dragon, this article is packed

with plot hooks and ideas to continue any *Against the Aeon Throne* campaign.

THE STEWARDS

By Lyz Liddell

The Stewards are the elite warrior-diplomats tasked with protecting the Pact Worlds from threats from both inside and outside the system. Learn about this vaunted organization's history, its structure and leadership, the reach of its operations, and where in the Pact Worlds its facilities are found. In addition, find two new Steward archetypes that focus on infiltration and teamwork.

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ESCAPE
FROM THE
PRISON MOON

PART 1:
A DISTANT
CALL

PART 2:
OUTPOST
ZED

PART 3:
JAILBREAK

EMPIRE OF
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CITIZENS OF
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VANGUARD PARAPET

1 SQUARE = 5 FEET

FORWARD

MAP KEY

- | | |
|------------------------------|-----------------------------|
| 1. Bridge | 7. Crew quarters |
| a. Gunner's station | 8. Port cargo hold |
| b. Science officer's station | 9. Starboard cargo hold |
| c. Pilot's station | 10. Port cargo airlock |
| 2. Galley | 11. Engineering |
| 3. Armory | a. Engineering station |
| 4. Brig | 12. Drift engine |
| 5. Shooting range | 13. Power core |
| 6. Crew airlock | 14. Starboard cargo airlock |





JAILHOUSE ROCK

Deputized by the interstellar police force known as the Stewards after freeing a colony from Azlanti occupation, the heroes journey to the Azlanti Star Empire to rescue their friend who is being held captive on a well-guarded prison moon. After visiting an outlaw space station nearby, the heroes stage a daring breakout under the nose of the penal colony's warden. But the experimental starship drive is still out there, and the heroes must track it down to prevent the Azlanti from making it operational!

This volume of Starfinder Adventure Path continues the Against the Aeon Throne Adventure Path and includes:

- "Escape from the Prison Moon," a Starfinder adventure for 3rd-level characters, by Eleanor Ferron.
- A detailed look at the culture, history, and territories of the expansionist Azlanti Star Empire, as well as a trove of Azlanti gear both magical and technological, by Robert G. McCreary, with Jason Keeley and Lyz Liddell.
- An examination of many of the species conquered by the Azlanti Star Empire, by Saif Ansari.
- An archive of new creatures, from radioactive dragons to plants that produce areas of zero gravity, by Eleanor Ferron, Joe Pasini, David N. Ross, and Owen K.C. Stephens.
- Statistics and deck plans for an Azlanti prison-guard vessel, plus a glimpse of a space station on the fringes of Azlanti Star Empire space, by Eleanor Ferron.



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