

SWORD & SORCERY

CREATURE COLLECTION



A sourcebook for v.3.5
fantasy roleplaying

CREATURE COLLECTION

TM



Credits

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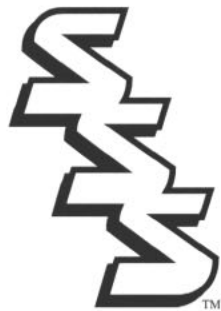
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Table of Contents

Types	5	Dessication Beetle	54
Angel	5	Devil, Fear	55
Custodian	5	Devil, Gladius	57
Daemon	6	Devil, Hellbat	58
Dark Triumvirate	7	Devil, Hive	59
Demon	8	Devil, Infernal Sentinel	61
Devil	8	Devil, Malleus	62
Golem, Spontaneous	8	Devil, Malocchio	63
Intercessor	9	Devil, Pain	65
Phoenix	9	Devil, Shelnizu	66
		Devil, Waterbringer	68
Monsters		Dire Hyena	69
Allegorhai-Horai	10	Dirgewood Tree	70
Angel, Battle	11	Dragon, Fleshwrack	72
Angel, Harvest	12	Dragon, Icewrack	74
Angel, Storm	13	Dread Crawler	76
Angel, Sun	14	Drendari Monkey	77
Angel, Zhaleha	15	Ethereal Destrier	78
Ashborn Arachnae	16	Eyedra	79
Ashcloud	18	Ferrite Beetle	81
Asuran Lockwatcher	19	Flay Beast	82
Barbed Thrasher	20	Forge Beast	83
Barrow Writher	21	Forsaken Spirit	85
Bitterfly	22	Gate Worm	86
Bleak Crow	23	Gatemaster	87
Canopy Creeper	24	Ghoul Hound	88
Carcass	26	Ghoul, Gormul	90
Carnival Krewe, Bayou Seer	27	Ghoul, Overghoul	91
Carnival Krewe, the Piper	29	Ghoul, Poisonbearer	93
Carnival Krewe, Shark-Folk	31	Glassilisk	94
Charduni Battle Ram	32	Glitterbug	95
Corpse Hound	34	Golem, Amalgam	96
Custodian, Mosaic	35	Golem, Amber	97
Custodian, Ward	36	Golem, Bramble	99
Daemon, Assassin	37	Golem, Coral	100
Daemon, Belsameth's Watchman	38	Golem, Ember	101
Daemon, Dread Child	40	Golem, Hive	103
Daemon, Jade Empress	42	Golem, Moon	105
Daemon, Mantis Spider	43	Golem, Penumbral	107
Daemon, Pride	44	Golem, Sand	108
Dallisad	46	Golem, Spontaneous — Gallows	109
Dart Blossom	47	Golem, Spontaneous — Hide	112
Deep Stalker	48	Golem, Spontaneous — Hoard	115
Demon, Anger	49	Golem, Spontaneous — Plague	117
Demon, Drought	50	Gray Lancer	119
Demon, Fluted	51	Gray Man, The (Herald of Otossal)	120
Demon, Monitor	53	Grillin	122
		Grim Puppeteer	123

Hellfire Bloodshark	124	Shellrak	170
Hiveskin	126	Shen Shenagar	171
Horned Boar	127	Silver Puma	173
Intercessor, Punishing	128	Slarecian Keeper of the Ages	174
Intercessor, Robed Pacifier	129	Slaver's Pet	176
Inviting Death	131	Slon	178
Iron Serpent	133	Speakerstones	181
Jin-Sat	134	Spider, Saber	182
Jungle Squid	135	Stormwing	184
Living Bog	136	Sun Fiend	185
Love-Scorned Soul	138	Swarm, Bee	186
Marble Sentinel	139	Swarm, Dunefish	187
Momus' Marionette	143	Swarm, Gilings	188
Mist Murderer	144	Swarm, Glutton Locust	189
Monkey Lizard	145	Swarm, Hive-Fly	190
Mulchworm	146	Swarm, Perahnikyit	190
Mummy, Spiderweb	147	Swarm, Poison Wing	191
Naga, Blood-Mist	149	Swarm, Termite	192
Ooze, Crimson	150	Swarm, Wasp	193
Ooze, Stone Builder	151	Tent Bird	193
Overseer	152	Thunderbones	195
Pain Doll	153	Tobaryl	196
Patient Doom	154	Unbegotten	197
Pearl Cheetah	155	Windigo	198
Phase Mass	157	Appendix One: Template Creatures	200
Phoenix, Autumn	158	Blessed Theocrat	200
Phoenix, Black	159	Envenomed	202
Phoenix, Storm	161	Hydran	204
Plague Gator	162	Infested	207
Remembrance	163	Lycanthrope, Wereviper	208
Quillwolf	165	Multi-Armed	212
Razor Leaf	166	Seraphic Creature	214
Sand Hulk	167	Soulless	216
Sand Sloth	168	Wild Bier	219
Sand Trapper	169	Legal & Open Game License	221

Spells and spell-like abilities from **Relics and Rituals** are marked with an asterisk (*), while those from **Relics and Rituals II: Lost Lore** are marked with a double asterisk (**).

As in the MM, feats marked with a superscript "B" ("B") are bonus feats. Creatures can use these feats even if they do not have the its prerequisites.

Preface

Since the release of **Creature Collection** in late 2000, Sword and Sorcery Studios has presented hundreds of new and creative monsters — most authored by the fans and players themselves — to enhance d20 campaigns and to terrorize and thrill player characters around the world. **Creature Collection III: Savage Bestiary** presents a fresh assortment of monsters, all compatible with the v.3.5 rules.

It's an impressive lineup of beasts, ranging from puny 1 hit point creatures that become dangerous in swarms to mighty wrack dragons, celestials, and outsiders. Of course, as with all the monsters in each **Creature Collection** tome, each of these critters is suitable for use in any campaign.

Game design is a rich and challenging endeavor, providing exposure to some of the most imaginative and capable individuals in both the gaming industry and the fan community. Every one of the creatures contained in this volume is a labor of love for its creator, and hopefully it will provide you with more and better opportunities to increase the variety and

excitement of your own campaign. These creatures are yours now — do with them what you will!

The Scarred Lands wouldn't be what it is without the fans, who have played a major role in shaping the setting and assisting in its development. As in previous **Creature Collection** tomes and in the similarly successful **Relics and Rituals** series, this volume is the result of the hard work and prolific imagination of fans, players and Game Masters. On behalf of both myself and my talented co-developer, the inimitable Joseph D. Carriker, Jr., I'd like to offer my thanks to all of you who have helped make the Scarred Lands setting such a dynamic success.

Creature Collection III: Savage Bestiary is only the latest example of this unique collaboration between designers and players, and it is certain not to be the last.

Special thanks are also due our capable editor, Scott Holden-Jones, for his rock-solid assistance in converting all these creatures to the v.3.5 rules and format.

Anthony Pryor

Scarred Lands Developer

Types

Most entries in this book fit into the standard type categories that you'll find in the MM. Some new variations on a few existing types and even new types altogether are presented here for ease of reference. See the alphabetical listings that follow for specific creatures.

Angel

According to the church of Madriel, her highest celestial servants — known collectively as angels — are structured in an organization called the Angelic Hierarchy. The various kinds of angels are grouped into Orders according to their powers and their roles in furthering the work of the Archangel Madriel (the supreme head of the Hierarchy). A powerful angel of the proper type, possibly the first angel of that class created by Madriel, leads each order. For instance, Raphaelus leads the angelic order of hopes (see **Creature Collection II**).

Some summoners in the Scarred Lands choose the commanders of the angelic orders as their extraplanar patrons: These summoners are known as "Celestialists." Their spells usually relate to their patron's sphere of influence — thus, a summoner serving Sa'oriel, chief of the storm angels, will gain spells dealing with air, lightning, and weather, as well as those that aid or promote good.

There are tensions between the Celestialists and certain Madrielite clerics, who feel that the summoners use angels as pawns, just as evil wizards use devils and demons. Others feel that the Celestialists' bonds of service come too close to outright worship of the angels, rather than giving due worship to the Angel of Mercy herself.

Combat

Angels of Madriel are first and foremost caretakers, healers, and providers, but many serve as warriors at need; none of Madriel's angels desires or relishes battle, but most understand its necessity. Generally, angels will use ranged attacks and magic wherever possible, joining melee only if it becomes necessary.

Angel Traits: Angels of Madriel possess the following traits (these traits replace those found under the angel subtype in Chapter 7 of the MM):

- Darkvision out to 60 feet and low-light vision.
- Immunity to disease, fire, electricity, and petrification.
- Resistance to acid 10 and cold 10.
- +4 racial bonus on saves against poison.
- *Good-Aligned (Ex)*: An angel's natural weapons, as well as any weapon it wields, are treated as good-aligned for the purpose of overcoming damage reduction.
- *Magic Circle against Evil (Su)*: A magic circle against evil effect (as the spell) always surrounds an angel of Madriel out to a 30-foot radius (caster level

Angels and Archons in Madriel's Hierarchy

Madriel's Angelic Hierarchy also includes some creatures found in the MM. A number of devas and many lantern archons are members of the Hierarchy, and a few leaders among the Angelic Orders are planetars. Nelcamion, the chief of the Battle Angels, is a solar. GMs should feel free to include other celestial beings among their numbers as well. In all cases, though, the angels' alignments should be "always neutral good."

Any celestial subtypes and celestial traits of MM celestials used as servants of Madriel should be altered to the angel subtype found herein, and any alignment subtypes should be altered to suit her neutral good alignment. Any special attacks or qualities that reflect a lawful or chaotic alignment should be altered, if necessary, to suit the creature's new alignment of neutral good. For instance, a *chaos hammer* or an *order's wrath* spell-like ability would not be appropriate for a Madrielite angel, nor should one have access to the Chaos or Law domains if it has cleric spellcasting abilities. A hound archon used as a Madrielite angel should have attacks that count as good-aligned weapons for purposes of penetrating damage reduction, but not as lawful-aligned.

Finally, the MM celestial's weapon should be changed to spear or long spear if the listing in its statistics block is not already one of those weapons: thus, a planetary who serves Madriel would wield a +3 *spear* or a +3 *long spear* rather than a +3 *greatsword*.

equals the angel's HD). (The defensive benefits from the circle are not included in an angel's stat block.)

— *Lay on Hands (Su)*: As the paladin class feature, except that each day the angel can heal an amount of damage equal to its own full normal hit points.

— *Tongues (Su)*: All angels can speak with any creature that has a language, as though using the *tongues* spell (caster level equals the angel's HD). This ability is always active.

Custodians

As Madriel created her angels, so too did Corean create a breed of servitors to guard his favored mortals and to perform various heavenly duties. These beings he called custodians. Custodians and angels often work together to further the goals of their creators, since Corean's and Madriel's goals are often closely in

Other Outsiders as Custodians

Corean's custodians are generally more warlike than Madriel's angels, and count avorals, ghaele, hound archons, planetars, and solars among their number. GMs should feel free to include other celestial beings among their numbers as well. In all cases, though, the custodians' alignments should be "always lawful good."

Any celestial subtypes and celestial traits of MM celestials used as servants of Corean should be altered to the custodian subtype found herein, and any alignment subtypes should be altered to suit his lawful good alignment. Any special attacks or qualities that reflect a chaotic alignment should be altered, if necessary, to suit the creature's new alignment of lawful good. For instance, a *chaos hammer* spell-like ability would not be appropriate for a custodian, nor should one have access to the Chaos domain if it has cleric spellcasting abilities. A ghaele used as a Coreanic custodian should have attacks that count as good-aligned and lawful-aligned weapons for purposes of penetrating damage reduction, not good-aligned and chaotic-aligned.

Finally, the MM celestial's weapon should be changed to longsword or greatsword if the listing in its stat block is not already one of those weapons.

line. In fact, some angels have either chosen or been appointed to serve Corean directly, and both custodians and angels often answer to higher-ranking individuals within their respective celestial orders.

Custodians occasionally share some offices with Hedrada's divine servants — the intercessors (q.v.) — although their relationship is rarely as close as that between the custodians and Madriel's angels. Other custodians serve Goran the Dwarven God; these custodians have a decidedly dwarven cast to their appearance, although they are otherwise similar to Corean's servants.

Like the Celestialists who deal with Madriel's angels, a small sect of Coreanic summoners works with the Keepers of the Eternal Flame to serve both the angelic and custodial orders of Madriel and Corean. While the same purists who question the Celestialists' purposes might find these summoners' actions problematic, the Coreanic summoners are wholly trusted and accepted by the Keepers.

Combat

Custodians are guardians and healers, particularly for those mortals who espouse Corean's teachings, but they think of themselves as both artisans and warriors as well. Where Madriel's angels generally

fight only out of necessity and duty, many custodians recognize and adore the glory of fighting for a just cause, although both angels and custodians share a similar purity of purpose.

Custodian Traits: Custodians possess the following traits:

- Darkvision out to 60 feet and low-light vision.
- Immunity to disease, fire, petrification, and poison.
- Resistance to acid 10, cold 10, and electricity 10.

— *Good- and Lawful-Aligned (Ex)*: A custodian's natural weapons, as well as any weapon it wields, are treated as being both lawful-aligned and good-aligned for the purpose of overcoming damage reduction.

— *Protective Aura (Su)*: Against attack made or effects created by evil creatures, this ability provides a +4 deflection bonus to AC and a +4 resistance bonus on saving throws to anyone within 20 feet of the custodian. Otherwise, it acts as both a magic circle against evil and a lesser globe of invulnerability, both with a radius of 20 feet (caster level equals the custodian's HD). This aura can be dispelled, but the custodian can create it again as a free action on its next turn. (The defensive benefits from the aura are not included in a custodian's stat block.)

— *Tongues (Su)*: All custodians can speak with any creature that has a language, as though using the *tongues* spell (caster level equals the custodian's HD). This ability is always active.

Daemon

Daemons are creatures of evil that inhabit the lower planes. Most serve Belsameth the Slayer, but not all were created by her — some trace their creation back to the titans, or beings even more ancient. Yet other daemons serve Vangal or Chardun, though not often or for any length of time, and still others serve only themselves. A rare few remain loyal to titanic masters or dark lords more ancient and foul yet. And still others act as the "mercenaries" of the lower planes, selling their services out to demons and devils alike, acting as bodyguards, scouts, assassins, counselors, and so on.

Except where otherwise noted, daemons speak Daemonic, Titan, and Draconic.

Combat

Daemons are malevolent and self-serving to the last. They can occasionally be reasoned (or bargained) with, but in general they simply seek to do as much harm as possible — whether physical, emotional, or spiritual — with as little risk to themselves as they can arrange.

Daemon Traits: Daemons possess the following traits:

- Immunity to acid, disease, and poison.
- Resistance to cold 10, electricity 10, and fire 10.
- *Evil-Aligned (Ex)*: A daemon's natural weapons, as well as any weapon it wields, are treated as evil-aligned for the purpose of overcoming damage reduction.

Dark Triumvirates

Popular belief, especially among those who worship the gods of good, claims that the forces of evil can never work together for long: Evil, it is said, always destroys itself. Those who follow the gods of darkness know better, though, for such creatures as those that make up the dark triumvirate are proof that evil can and does work together for the greater ill.

Created by a pact between the three greatest dark gods, Belsameth, Chardun, and Vangal, in the aftermath of the Divine War, a dark triumvirate consists of three evil creatures — a daemon, a demon, and a devil — that combine forces to spread evil across Scarn. Anger demons, fear devils, and pride daemons are the three types most commonly found in a dark triumvirate, for it is to serve in just such a function that each was created.

The horrors of the Divine War drove many mortals to worship the strongest and most merciless of the gods. Together these three wrought endless havoc upon the forces of the titans, but in the aftermath of the war, when peace and healing were most needed, mortals began to turn from evil, embracing the compassion of Corean, the mercy of Madriel, and the free-spirited benevolence of Tanil.

Belsameth the Slayer saw the mortals move away from her and her fellow evil gods and was concerned. Calling Chardun and Vangal to council, she proposed a pact that would work to their mutual benefit. They would create agents in the world who would build upon the worst emotions of mortals and ensure that strife and misery continued even in the Divine War's aftermath, a constant reminder of the three evil gods' powers. These beings would carry out the collective will of their creators.

The Ravager agreed, for the prospect of more bloodshed pleased him. The Great General agreed, since warfare would keep his people skilful and obedient. And so it was that each god created a powerful pact, bonded together with dark magic.

To this day, even the evil gods' own worshippers are largely unaware of the existence of the triumvirates. The three members of a triumvirate always remain in the shadows, taking great pains to hide their existence and perpetuate their elaborate schemes through ignorant intermediaries and pawns. Their plots range from baroque affairs stretching over decades to a simple deception perpetrated in an evening, or bloody violence carried out upon inno-

cent victims. The most favored of the gods' mortal servants are protected from these fiends influence by their deities' unified decree, for the dark gods know that there are some goals that only mortals can achieve.

A given triumvirate often maintains one or more small lairs for itself, always heavily protected from observation and accessible only by teleportation. In addition to their usefulness as hidden meeting places, these remote locations also function as safe havens and staging grounds for their schemes. The masters of these lairs are frequently absent, so they are commonly protected by a group of fanatics, often with the aid of lesser outsiders or powerful mortal servitors who worship the dark gods collectively.

Combat

All members of a dark triumvirate share these basic qualities.

Augmentation (Ex): Each member of a dark triumvirate gains a +1 profane bonus to the save DC of each of its special abilities if another of its triumvirate is within 100 feet. If all three members are within 100 feet of each other, this bonus increases to +2.

Cloak of Darkness: Each member of a dark triumvirate is bonded with its midnight-black cloak, which can never be removed. This garment acts as both a *minor cloak of displacement* and a *cloak of protection* +4. Further, when wrapped in its cloak, the fiend is completely immune to divination spells of 6th level or less and gains a +20 profane bonus on Disguise checks to conceal its true form.

Telepathy (Ex): A member of a dark triumvirate may communicate telepathically with any creature within 100 feet that has a language. Each member of the triumvirate may communicate with its fellow members at any distance, even if they are on different planes.

Uncanny Dodge (Ex): A member of a dark triumvirate can not be flanked, save by a rogue with more levels than half the fiend's HD.

Vanishing Remains (Ex): A member of a dark triumvirate disappears instantly and immediately upon its death, along with its inky black cloak. Nothing short of direct divine intervention can stop this from occurring.

Will of the Dark Lord (Ex): Subservient only to its master(s), a member of a dark triumvirate is immune to mind-affecting spells or abilities.

— *See in Darkness (Ex):* All daemons can see perfectly in darkness of any kind, even that produced by a *deeper darkness* spell.

— *Summon Daemon (Sp):* Most daemons can summon others of their kind as though casting a *summon monster* spell, but they have only a limited chance of

success. Roll d% and compare the result to the die roll range given in the daemon's specific description: On a failure, no daemons answer the summons. Daemons summoned in this way remain for 1 hour, then return whence they came. A daemon that is itself summoned cannot use its own *summon daemon* ability.

— *Telepathy.*

Demon

Demons of the Scarred Lands setting tend to serve Vangal the Reaper, or at least recognize the wisdom of paying lip service to him and obeying his direct orders. Some, however, remain loyal to certain titans or other eldritch beings or else serve no masters but themselves — when they are not forced to do the bidding of other demons more powerful than themselves, or of mortal spellcasters mighty enough to bend the demons to their will.

Except where otherwise noted, demons speak Abyssal, Titan, and Draconic. Otherwise, demons in the Scarred Lands share all the traits of standard demons from the MM.

Devil

Devils of Scarn serve Chardun almost without exception — many were created by him to serve during the Divine War, although others can trace their histories back to beyond that time.

Except where noted, devils speak Infernal, Titan, and Draconic. Otherwise, devils in the Scarred Lands share all the traits of standard devils from the MM.

Golem, Spontaneous

Magic comes either from the gods — even the best of whom are at times unpredictable, temperamental, or simply distracted — or from the essence of Mesos, a titan and a being of primal chaos. Is it any wonder, then, that even the most advanced practitioners of magic, the greatest wizards and the wisest priests, still have an imperfect understanding of how their art works? Most spells and rituals may be predictable and crafting magic items may be formulaic, but by no means are all the mysteries already solved. Sometimes, despite all attempts at control, magic will have its own way.

One of the most hideous and frightening results of uncontrolled or unplanned magic is the phenomenon that spellcasters have come to call spontaneous golems. No wizard alive can say precisely what causes such an occurrence, only that — the gods help everyone — it happens.

Spontaneous golems are constructs, much like the more common golem varieties, but they have no creator and are completely independent. A place of great pain, great fear, or great sorrow may, if conditions are just right, become the birthplace of one of these hideous, soulless things.

These creatures are extremely rare. Even the most learned sages may have heard of only a handful of spontaneous golems, and few if any can honestly claim to have seen more than one, if any. Still, it is an indisputable fact that these things exist, and those adventurous sorts who seem to attract trouble like a magnet should not be too surprised if they have the misfortune to someday encounter one.

Quell the Unquiet

Prevents a spontaneous golem from rising.

Level: True Ritual — Drd 6

Components: V, S, M, DF, XP

Casters Required: 3

Proxy: Yes: 10 followers per caster

Casting Time: 1 hour

Range: Close (25 ft. + 5 ft./2 levels)

Area: 100-ft. radius

Duration: Instantaneous

Saving Throw: None

Spell Resistance: No

Description

Some few of the Ushadan druids of Termana have become aware that their lands are more subject to the creation of spontaneous golems than are others. Generations ago, the druid Goran Emeth and his disciples created this ritual in the hope of preventing the creation of any more of these creatures. Unfortunately, the ritual proved to be of only moderate effectiveness and, due to the scarcity of spontaneous golems even on Termana, never became commonly used or even widely known.

Spell Effect

When cast at the site of a recent emotionally charged event that might result in the rising of a spontaneous golem, this ritual prevents such a creature from manifesting. The moment the spell is cast, a wave of soothing energy washes out from the center of effect to the limits of the ritual's range, cleansing any emotional taint that might result in a spontaneous golem. This spell does not render the site safe from any future events that might result in such a golem, however.

Unfortunately, the spell must be cast *before* the golem rises, and no known way exists of determining whether a particular emotional event will result in a spontaneous golem.

Material Components: Earth, wood, or plant matter collected from the center of the area or event that may result in the golem.

XP Cost: 100 XP per caster.

To date, spontaneous golems seem to have appeared somewhat more frequently on the continent of Termana (normally in the few “civilized” regions of that hostile continent) than anywhere else, although Ghelspad has seen some. Perhaps this has something to do with the wild and unpredictable nature of the Ushada and other spirits of Termana, some of whom resent the encroaching presence of the newer (and usually god-worshipping) nations.

All four of the spontaneous golems found in the alphabetical listings are unique creatures, complete with specific backgrounds. The GM should feel free to alter their stories to better fit her existing campaign. Better still, she might use the examples below as inspiration to create her own spontaneous golems, birthed in either the horrors of Scarn or the twisted annals of her own setting's history.

Although they lack intelligence, the spontaneous golems possess a degree of cunning. More than this, they are spurred on by a particular driving need or impulse, and they are capable of acting in whatever manner seems most likely to bring about the goals they instinctively pursue.

Intercessor

Before either angels or daemons were created, there were intercessors — divine beings who served Hedrada the Lawgiver as his intermediaries and executors among the divine races he so cherished. In time, the Divine War loomed large, and Hedrada girded both himself and his intercessors for battle. Many of these graceful, wise beings were destroyed in the war, but some yet survive in Hedrada's Vaults of Eternity, blessed with the bearing and the acumen of the Judge and authorized to act in his name on the Material Plane.

Intercessors can be concerned or aloof, compassionate or severe, arrogant or selfless, erudite or amicable. As might be expected among the celestial servants of the God of Justice and Law, the intercessors have a highly regimented and efficient hierarchy, and tend toward stern, merciless judgment. Just as Hedrada's favored city is ruled by four theocrats who govern in the name of justice, knowledge, law, and wealth, so too are the intercessors divided into four sects that monitor those four aspects of culture and society among their lord's chosen people. The taurosphinx, Hedrada's herald, works closely with the intercessors to do Hedrada's work.

Intercessors are implacable enemies of both demons and daemons, although they bear a certain grudging respect for Chardun and his devils — as long as they do not work openly against the goals of Hedrada. Intercessors work well with Corean's custodians, but have reservations regarding the "loose orders" of the Angelic Hierarchy.

Combat

Most intercessors are not willing warriors but, like their god, they can be fierce when roused or defending what they feel is right. In combat, interces-

sors use spells and spell-like abilities first and foremost, but are not afraid to meet foes face to face.

Intercessor Traits: Intercessors possess the following traits:

- Darkvision out to 60 feet and low-light vision.
- Immunity to disease, petrification, and poison.
- Resistance to acid 10, cold 10, electricity 10, fire 10, and sonic 10.
- *Lawful-Aligned (Ex)*: An intercessor's natural weapons, as well as any weapon it wields, are treated as being lawful-aligned for the purpose of overcoming damage reduction.
- *Magic Circle against Chaos (Su)*: A magic circle against chaos effect (as the spell) always surrounds an intercessor out to a 30-foot radius (caster level equals the intercessor's HD). (The defensive benefits from the circle are not included in a intercessor's stat block.)
- *Tongues (Su)*: All intercessors can speak with any creature that has a language, as though using the *tongues* spell (caster level equals the intercessor's HD). This ability is always active.
- *Telepathy*.

Phoenix

There are several species of phoenix found throughout the Scarred Lands. Legend holds that the first Phoenix was a herald of Denev, created to reflect the eternal natural cycle of creation and destruction. When the original Phoenix lived out its allotted lifespan, it is said to have built a great funeral pyre and immolated itself. Once its body was consumed, all that remained was the Phoenix's egg, from which the creature once more emerged to live out its life, serving Denev in the far corners of Scarn.

No one knows what happened to this first and greatest Phoenix. Some say that it was annihilated during the Divine War, while others maintain that its egg remains hidden, unhatched, somewhere on the continent of Asherak.

However, a number of other lesser phoenixes have appeared across the Scarred Lands, most notably in the course of the Divine War. These are believed to have risen from the fallen feathers of the original Phoenix, transformed by high local concentrations of magical energy such as those that often resulted from the violence of the Divine War and the defeat of the titans. Three of the best-known of these lesser phoenixes are described in the alphabetical listings.

Allergorhai-Horhai (Death Worm)

Medium Aberration

Hit Dice:	5d8+25 (47 hp)
Initiative:	+3
Speed:	20 ft. (4 squares), burrow 20 ft.
AC:	18 (+3 Dex, +5 natural), touch 13, flat-footed 15
Base Attack/Grapple:	+3/+4
Attack:	Bite +4 melee (2d6+1) or tail slap +4 melee (1d4+1) or poison spray +7 ranged (poison)
Full Attack:	Bite +4 melee (2d6+1) and tail slap -1 melee (1d6); or poison spray +7 ranged (poison)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Poison, shock
Special Qualities:	Darkvision 60 ft., lure, resistances
Saves:	Fort +6, Ref +4, Will +3
Abilities:	Str 12, Dex 16, Con 20, Int 2, Wis 8, Cha 4
Skills:	Hide +5, Move Silently +5, Survival +3
Feats:	Track, Weapon Focus (poison spray)
Environment:	Warm desert or underground
Organization:	Solitary or pair
Challenge Rating:	3
Treasure:	None
Alignment:	Always neutral
Advancement Range:	6–8 HD (Medium); 9–15 HD (Large)
Level Adjustment:	—

What seemed at first to be an innocent clump of vegetation proves to be part of an enormous segmented worm, which rises up from the sand to attack.

Description

Allergorhai-horhai, or “death worms,” in the patois of the Iron Sands nomads, are desert-dwelling, burrowing creatures that vaguely resemble 4-foot to 6-foot-long earthworms. They generally vary from pink to dark red in color, with a large mouth opening at one end and three small green leaflike appendages protruding from the other.

Death worms are occasionally encountered in pairs, though no one knows whether these are mates or siblings. There is still much to be learned about the behaviors and habits of these creatures. Scholars in the city of Lokil have expressed interest in learning more about death worms and their cycles, perhaps hoping that their poison can be duplicated or made into more useful substances.

Combat

Death worms normally lie buried just below the desert surface, leaving their tail appendages exposed as a lure, waiting patiently for a potential meal to wander nearby. After an initial shock attack, the death worm typically breaks the desert surface and follows up by spitting poison at the



closest target. Bites and non-shocking tail slaps are generally utilized only to buy the creature time and to confuse opponents as it moves into a more advantageous position to use one of its special attacks.

While burrowed under the ground waiting for prey, allergorhai-horhai have total concealment.

Poison (Ex): Spit (ranged touch), once every 2 rounds, range increment 10 feet (30 feet maximum); contact, Fort DC 17, initial damage 2d4 Con/secondary damage 2d4 Dex. The allergorhai-horhai can use this attack up to five times per day.

Shock (Ex): Tail slap, once every 3 rounds, damage 4d6 electricity, Reflex DC 17 half. The save DC is Constitution-based.

Lure (Ex): Allergorhai-horhai frequently hide underground, leaving their tail — which resembles a bunch of rich, leafy green plant fronds — exposed above ground as a lure. A creature that does not spot the hiding death worm may make a DC 20 Knowledge (nature) check to realize that the tail is not actually a plant. Anything getting close enough to inspect or make contact with the tail automatically suffers the effect of a shock attack (see above), without the worm needing to make any attack roll.

Contact using a non-conductive object, such as a wooden staff, does not trigger a discharge. Poking or prodding the tail with a conductive item such as a steel sword, however, will both trigger the shock and conduct it to the wielder.

Resistances (Ex): Allergorhai-horhai have electricity resistance 15 and fire resistance 10. In addition, they receive a +8 bonus on Fortitude saves against any type of poison.

Angel, Battle

Large Outsider (Angel, Extraplanar, Good)

Hit Dice:	13d8+78 (136 hp)
Initiative:	+8
Speed:	40 ft. (8 squares), fly 100 ft. (good)
AC:	33 (–1 size, +4 Dex, +13 natural, +7 +2 mithril chainmail), touch 13, flat-footed 33
Base Attack/Grapple:	+13/+24
Attack:	+2 greatsword+21 melee (3d6+12/19–20) or +2 mighty(+4) composite longbow+18 ranged (2d6+6/x3)
Full Attack:	+2 greatsword+21/+16/+11 melee (3d6+12/19–20) or +2 mighty(+4) composite longbow+18/+13/+8 ranged (2d6+6/x3)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Commander's nimbus, consecrate weapon, spell-like abilities
Special Qualities:	Angel traits, damage reduction 10/evil, improved uncanny dodge, regeneration 5, spell resistance 27, uncanny dodge, warrior's skill
Saves:	Fort +16 (+20 against poison), Ref +12, Will +11
Abilities:	Str 25, Dex 18, Con 22, Int 13, Wis 16, Cha 17
Skills:	Concentration +19, Craft or Knowledge (any two) +8, Diplomacy +16, Heal +19, Intimidate +16, Listen +19, Perform (sing) +10, Search +14, Sense Motive +19, Spot +19, Survival +10
Feats:	Cleave, Combat Expertise, Diehard, Dodge, Endurance, Flyby Attack, Great Fortitude, Improved Initiative, Mobility, Power Attack, Spring Attack, Whirlwind Attack
Environment:	Usually Madriel's Paradise
Organization:	Solitary, pair, squad (3–6), troop (7–10), or battalion (11–16)
Challenge Rating:	15
Treasure:	No coins; half goods; standard items
Alignment:	Always neutral good
Advancement Range:	14–25 HD (Large); 26–39 HD (Huge)
Level Adjustment:	—

Tall and serene, the being stands several feet taller than a large human. Graceful wings rise from its back. It wears silvery armor over its lustrous golden skin, and is armed with a magnificent greatsword and longbow. You know in your heart that it is a deadly foe of all that is evil.

Description

Madriel the Redeemer greatly prefers peace to war, harmony to conflict. But when the Divine War broke out, she realized that she would need celestial warriors who could defend the mortal peoples she loved. Reluctantly, she took the souls of great warriors who had died in the defense of others, who had gladly sacrificed themselves to save others from assault, rape, and murder, and she made them into powerful angels who would carry the fight to the titanspawn. These battle angels became Madriel's front-line commanders, and they saved countless innocents from slaughter.

Nelcamion, a great solar, is the chief of the Order of the Angels of Battle.

Combat

Battle angels were created for combat, and they are foremost among the fighters of Madriel's Hierarchy. Still, they always try diplomacy and mediation before resorting to combat — unless commanded otherwise by Nelcamion or the Archangel herself — but they are fearless and doughty when the clarion call to battle comes.

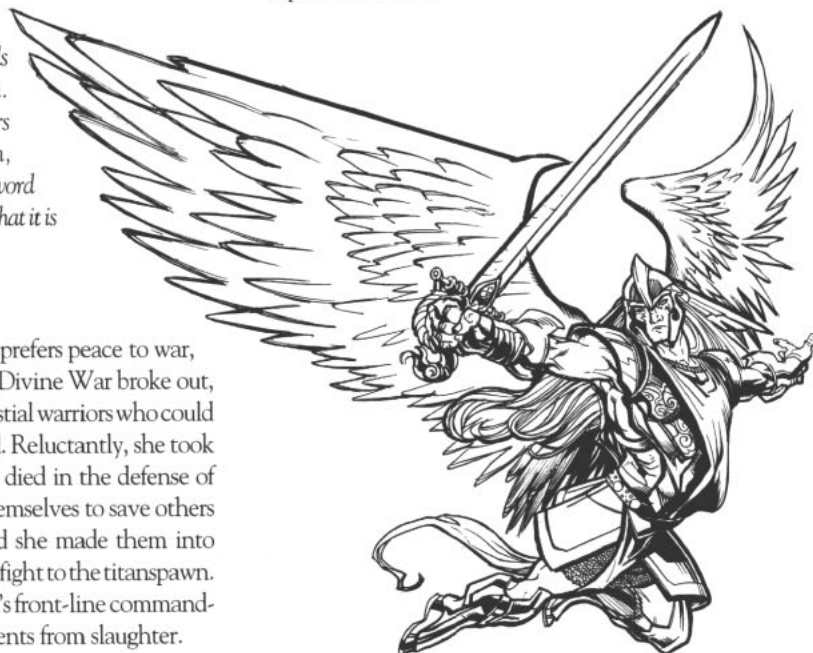
Commander's Nimbus (Su): At will, the battle angel can emit an aura of golden light equivalent to a *daylight* spell out to 30 feet. All of the angel's allies within this light gain a +2 sacred bonus to attacks, damage rolls, and saving throws, as well as a +4 morale bonus on all saves against fear effects. Meanwhile, all of the angel's enemies in the lit area suffer a –2 sacred penalty to attacks, damage rolls, and saving throws.

Consecrate Weapon (Su): Once per day, a battle angel can imbue any weapon it wields with the bane ability against any one creature type. This power lasts for up to 1 hour.

Spell-Like Abilities: At will—*battlecry** (DC 15), *burst of energy****, *continual flame*, *detect evil*, *dispel evil* (DC 18), *remove fear* (DC 14), *soul of mercy**; 3/day—*plane shift*, *see invisibility*; 1/day—*blade barrier* (DC 19). Caster level 13th. The save DCs are Charisma-based.

Regeneration (Ex): A battle angel takes damage from evil-aligned weapons and from effects with the evil descriptor.

Warrior's Skill (Ex): Each battle angel retains the combat training and experience it gained in mortal life, having the bonus feats of a fighter of a level equal to its HD.



Angel, Harvest

Medium Outsider (Angel, Extraplanar, Good)

Hit Dice: 8d8+32 (68 hp)
Initiative: +3
Speed: 30 ft. (6 squares), fly 100 ft. (good)
AC: 22 (+3 Dex, +9 natural), touch 13, flat-footed 19
Base Attack/Grapple: +8/+10
Attack: +3 *keen scythe* +13 melee (2d4+6/19–20/x4)
Full Attack: +3 *keen scythe* +13/+8 melee (2d4+6/19–20/x4)
Space/Reach: 5 ft./5 ft.
Special Attacks: Spell-like abilities, spells
Special Qualities: Angel traits, damage reduction 10/evil, divine sustenance, field blessing, spell resistance 21
Saves: Fort +10 (+14 against poison), Ref +9, Will +9
Abilities: Str 15, Dex 16, Con 19, Int 16, Wis 16, Cha 17
Skills: Concentration +15, Diplomacy +14, Handle Animal +14, Heal +14, Hide +14, Knowledge (nature) +14, Listen +14, Profession (farmer) +17, Search +14, Sense Motive +14, Spot +14
Feats: Alertness, Flyby Attack, Skill Focus (Profession [farmer])
Environment: Usually Madriel's Paradise
Organization: Solitary, pair, or team (3–9)
Challenge Rating: 9
Treasure: No coins; standard goods and items
Alignment: Always neutral good
Advancement Range: 9–18 HD (Medium); 19–24 HD (Large)
Level Adjustment: +4

Despite the being's serene, otherworldly appearance, it seems somehow akin to the land itself. It is outwardly humanoid, but has green hair and rich, earth-colored skin. Clad in dark earth tones, it sports a large pair of brown feathered wings.

Description

Madriel created these angels long before the Divine War to help feed the hungry by protecting fields and orchards, and, if necessary, by providing miraculous harvests to prevent starvation. When the continent of Asherak was devastated during the Divine War and mortals there began to starve to death, the First Angel of Mercy felt their agony and sent the harvest angels to the city-states. Within a week's time, their fields had provided a full season's harvest and many thousands of lives were saved.

Madriel then bound these celestials to the cities and ordered them to sustain and feed the mortals until Asherak was healed and could provide food for its children once more. How long it will take for Asherak to recover is unknown, perhaps even to the

gods, but until that day comes, these angels oversee the fields and see that none starve.

Harvest angels have green hair and earth-brown skin. They always smell like fresh flowers and loam. Their leader in the Angelic Hierarchy is named Casrianna.

Combat

Harvest angels are not warriors, having been created to tend crops and feed the hungry. If their fields or the farmers under their care are threatened, however, they can fight furiously using their magic and, if necessary, their +3 *keen scythes*.

Spell-Like Abilities: At will—*aid*, *create water*, *entangle* (DC 14), *live wood** (DC 17), *speak with plants*; 3/day—*create food and drink*, *plant growth*, *repel vermin* (DC 17), *see invisibility*; 1/day—*control plants* (DC 22), *liveoak*, *plane shift*. Caster level 8th. The save DCs are Charisma-based.

Spells: Harvest angels can cast divine spells as 4th-level clerics with access to the Plant and Sun domains. The save DCs are Wisdom-based.

Typical cleric spells prepared (4/4+1/3+1; save DC 13 + spell level): 0—*detect magic*, *guidance*, *light*, *purify food and drink*; 1st—*adhere to wood*†*, *bless water*, *deathwatch*, *Madriel's empathic resonance**, *obscuring mist*; 2nd—*bread of life***, *calm emotions*, *heat metal†*, *make whole*.

† Domain spell.

Divine Sustenance (Su): Each day, a harvest angel can bless living creatures so that they do not require food or feel the effects of hunger. This power can be used to assuage 24 days' worth of hunger in total, for up to 8 days maximum per target. Thus, a harvest angel can bless up to 24 creatures so that they are inured to the ravages of hunger for one day, or it may relieve 3 targets of hunger for 8 days each — any combination of creatures and days up to 24 maximum. Blessing a single creature with divine sustenance is a standard action.

Field Blessing (Su):

The harvest angel can bless all food-producing plants within a square mile area. The plants begin to grow at an incredible rate and produce an entire season's harvest in only a week's time. Thus, a single field can produce two harvests in a single season. This power is usable once per week, but can only be used once per year on a given area.



Angel, Storm

Large Outsider (Angel, Extraplanar, Good)

Hit Dice:	12d8+48 (102 hp)
Initiative:	+8
Speed:	40 ft. (8 squares), fly 150 ft. (perfect)
AC:	26 (−1 size, +4 Dex, +13 natural), touch 13, flat-footed 22
Base Attack/Grapple:	+12/+21
Attack:	+3 <i>shocking burst thundering spear</i> +19 melee (1d8+10/x3 plus 1d6 electricity)
Full Attack:	+3 <i>shocking burst thundering spear</i> +19/+14/+9 melee (1d8+10/x3 plus 1d6 electricity)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Cloak of winds, spell-like abilities
Special Qualities:	Angel traits, damage reduction 10/evil, gift of flight, spell resistance 25
Saves:	Fort+12 (+16 against poison), Ref+14, Will+11
Abilities:	Str 20, Dex 19, Con 18, Int 15, Wis 17, Cha 20
Skills:	Concentration +19, Escape Artist +19, Hide +19, Intimidate +20, Knowledge (any two) +17, Listen +18, Move Silently +19, Sense Motive +18, Spot +20
Feats:	Cleave, Combat Reflexes, Improved Initiative, Lightning Reflexes, Power Attack
Environment:	Usually Madriel's Paradise
Organization:	Solitary, pair, or tempest (5–8)
Challenge Rating:	14
Treasure:	No coins; double goods; standard items
Alignment:	Always neutral good
Advancement Range:	13–20 HD (Large); 21–36 HD (Huge)
Level Adjustment:	+8

The creature is a tall humanoid with shimmering blue-black feathered wings and bluish skin. It speaks with a voice of thunder, and lightning flashes in its eyes. It carries a black and silver spear in its mighty hands. The wind rises as if to herald an oncoming thunderstorm.

Description

These angels were formed during the Divine War to do battle with Lethene and Gulaben, who contested both Madriel's and Enkili's claims to rule over the skies of Scarn. After the war, when the titanesses were defeated, Madriel commanded most of the storm angels to watch over the cities of Asherak. They remain there to this day, using their powers to bring rain and repelling the horrible sandstorms that would otherwise destroy mortals' meager crops. They work closely with harvest angels to keep Asherak's people from starvation.

Storm angels look much like other angels, tall and beautiful, with bright-feathered wings. However, their eyes flash like lightning, and their hair always billows and waves as if in a strong wind. The fresh scent of rain always surrounds

them. They are the fastest fliers among angels, roaring through the air as if they were being driven by storm-winds. Their leader in the Angelic Hierarchy is named Sa'oriel.

A number of these angels also serve Syhana, the Cloudmaiden, and these tend to be the most peaceful and gentle of their kind.

Combat

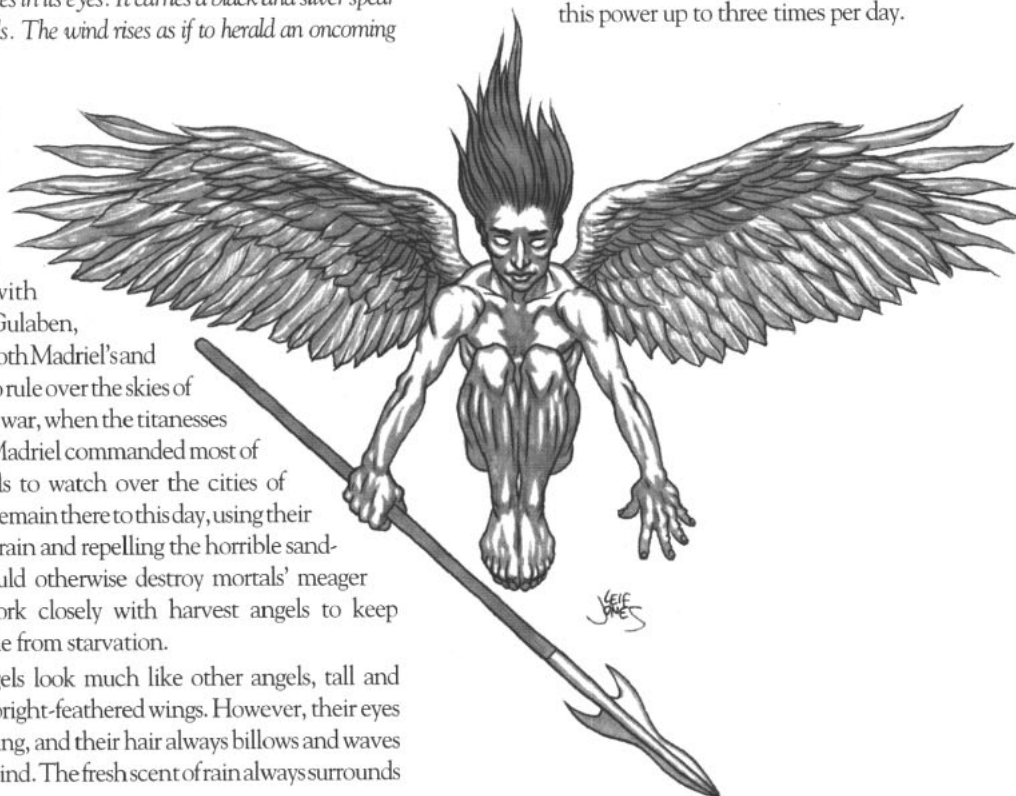
When storm angels must do battle, they do so directly, flying in headlong and attacking with their +3 *shocking burst thundering spears*. They usually surround themselves with forceful winds to cast aside any creatures that try to engage them in melee, and use their spell-like abilities to good effect when free to do so.

Cloak of Winds (Su): At will as a free action, a storm angel may surround itself with a swirling windstorm in a 30-foot radius. Storm angels may always ignore the negative effects of high winds resulting from their own or other storm angels' powers or from natural weather patterns.

See Table 3–24: Wind Effects in the DMG for more information on the wind's effects.

Spell-Like Abilities: At will—*control winds* (DC 20), *detect evil*, *downdraft*** (DC 17); 3/day—*call lightning* (DC 18), *chain lightning* (DC 19), *power word: thunder** (DC 19); 1/day—*call lightning storm* (DC 20), *control weather* (DC 22); 1/week—*plane shift*, *storm of vengeance* (DC 24). Caster level 12th. The save DCs are Charisma-based.

Gift of Flight (Su): By touching a living creature with its wings, a storm angel may grant that creature the power of flight. Treat the gift of flight as the *overland flight* spell (caster level equals the angel's HD). The angel can use this power up to three times per day.



Angel, Sun

Medium Outsider (Angel, Extraplanar, Good)

Hit Dice:	11d8+33 (82 hp)
Initiative:	+8
Speed:	40 ft. (8 squares), fly 120 ft. (good)
AC:	25 (+4 Dexterity, +11 natural), touch 14, flat-footed 21
Base Attack/Grapple:	+11/+15
Attack:	+3 <i>silver flaming burst longspear</i> +18 melee (1d8+9/x3 plus 1d6 fire) or +2 <i>flaming longbow</i> +17 ranged (1d8+2/x3 plus 1d6 fire)
Full Attack:	+3 <i>silver flaming burst longspear</i> +18/+13/+8 melee (1d8+9/x3 plus 1d6 fire) or +2 <i>flaming longbow</i> +17/+12/+7 ranged (1d8+2/x3 plus 1d6 fire)
Space/Reach:	5 ft./5 ft. (10 ft. with spear)
Special Attacks:	Spell-like abilities, spells, turn undead
Special Qualities:	Angel traits, damage reduction 10/evil, quell darkness, spell resistance 25
Saves:	Fort +10 (+14 against poison), Ref +11, Will +12
Abilities:	Str 19, Dex 19, Con 16, Int 16, Wis 20, Cha 21
Skills:	Concentration +17, Diplomacy +19, Escape Artist +18, Heal +19, Intimidate +19, Knowledge (any two) +17, Listen +19, Search +17, Sense Motive +19, Spot +19
Feats:	Empower Spell-Like Ability (<i>searing light</i>), Extra Turning, Improved Initiative, Improved Turning
Environment:	Usually Madriel's Paradise
Organization:	Solitary or pair
Challenge Rating:	13
Treasure:	No coins; double goods; standard items (including weapons)
Alignment:	Always neutral good
Advancement Range:	12–21 HD (Medium); 22–33 HD (Large)
Level Adjustment:	+9

Looking at this being is like gazing at the sun, yet somehow its brilliant glare is not blinding. The creature is tall and humanoid, with shining white wings, but the glare is so bright that its features are impossible to make out. It bears a great, long spear of gold and silver and a golden bow with a silver string.

Description

Madriel created these angels to spread her holy light into the deepest darkness: They are known as Lightbringers to her faithful. Sun angels are frequently sent to counter the plots of Madriel's twin sister Belsameth, Goddess of Darkness.

Sun angels are tall, slender, and dazzling, with golden skin and mighty white-gold pinions. A brilliant golden light masks their features at all times. The leader of their order in the Hierarchy is a planetar named Shamaziel.

Combat

Each of these angels wields a +3 *silver flaming burst longspear* and a +2 *flaming longbow*, which they use to battle undead, lycanthropes, and other creatures of darkness without hesitation.

Spell-Like Abilities: At will—*aid*, *continual flame*, *daylight*, *detect evil*, *detect undead*, *fire shield*, *flare* (DC 15); 7/day—*Ganest's farstrike** (DC 18), *searing light* (DC 18); 3/day—*dispel evil* (DC 20), *purifying flames** (DC 19), *sunbeam* (DC 22), *wall of fire* (DC 19); 1/day—*holy word* (DC 22), *plane shift*, *sunburst* (DC 23). Caster level 11th. The save DCs are Charisma-based.

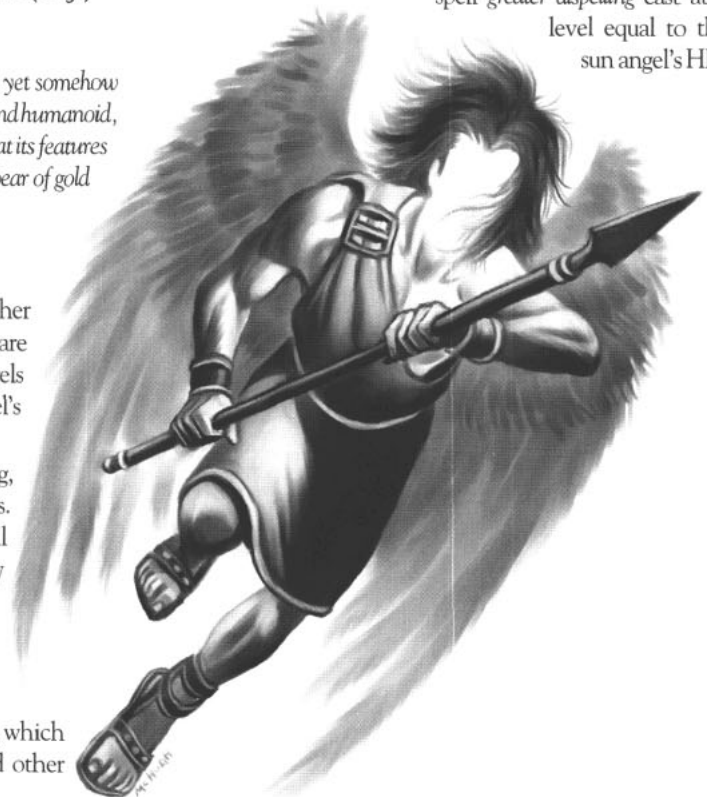
Spells: Sun angels can cast divine spells as 10th-level clerics with access to the Good and Sun domains. The save DCs are Wisdom-based.

Typical cleric spells prepared (6/6+1/5+1/4+1/4+1/3+1; save DC 15 + spell level): 0—*clean**, *create water*, *detect magic*, *detect poison*, *guidance*, *purify food and drink*; 1st—*bless water*, *divine favor*, *Madriel's empathic resonance**, *minor symbol of divinity**, *protection from evil*†, *remove fear*, *smite**; 2nd—*commanding presence**, *consecrate*, *curse of solidity**, *divine wisdom**, *gentle repose*, *heat metal*†; 3rd—*banish shadow**, *invisibility purge*, *life force transfer**, *negative energy protection*, *sunspear**†; 4th—*cloak of righteousness**†, *freedom of movement*, *holy channel**, *neutralize poison*, *restoration*; 5th—*break enchantment*, *disrupting weapon*, *flame strike*†, *true seeing*.

† Domain spell.

Turn Undead (Su): Sun angels can turn or destroy undead as a cleric whose level equals the angel's HD.

Quell Darkness (Su): A constant radiance equal to a *daylight* spell surrounds a sun angel in a 30-foot radius. This radiance counters any spell or magical effect in the area that produces darkness or has the shadow descriptor, or any spell or power that deals ability score damage or inflicts ability drain or negative level(s). Treat this banishing effect as the spell *greater dispelling* cast at a level equal to the sun angel's HD.



Angel, Zhaleha

Small Outsider (Angel, Extraplanar, Good)

Hit Dice: 2d8+4 (13 hp)
Initiative: +0
Speed: 20 ft. (4 squares), fly 60 ft. (good)
AC: 15 (+1 size, +4 natural), touch 11, flat-footed 15

Base Attack/Grapple: +2/-4

Attack: —

Full Attack: —

Space/Reach: 5 ft./5 ft.

Special Attacks: Spell-like abilities

Special Qualities: Angel traits, damage reduction 10/evil, positive energy aura, spell resistance 21

Saves: Fort +5, Ref +3, Will +5

Abilities: Str 6, Dex 11, Con 14, Int 11, Wis 15, Cha 14

Skills: Concentration +7, Diplomacy +4, Escape Artist +5, Heal +10, Knowledge (nature) +5, Listen +7, Rope Use +0 (+2 with bindings), Search +5, Sense Motive +7, Spot +7, Survival +2 (+4 aboveground)

Feats: Skill Focus (Heal)

Environment: Usually Madriel's Paradise

Organization: Pair or band (3–8)

Challenge Rating: 2

Treasure: None

Alignment: Always neutral good

Advancement Range: 3–6 HD (Small)

Level Adjustment: +4

This being resembles an elf-maid, save that it is only two feet tall. Clad in long, pastel-colored robes, her face is covered by gossamer veils, and she moves with a strange, almost divine calm.

Description

Also known as “dew maidens,” these creatures are the physical embodiment of Madriel's ideals of mercy and benevolence. They wear veils and long robes, their small wings often hidden among the folds. Sent by Madriel to aid and comfort her people, they radiate her healing power. In the tales of the Ubantu, Zhaleha are said to be responsible for placing the dew on plants before dawn.

Zhaleha seldom speak, but are unafraid to walk into danger to tend the wounded. Those who have heard dew maidens' voices describe them as those of whispering children. They always move about in groups. In Asherak, they are often found tending the gardens and hospitals around Madritelite cities such as Hetanu.

Combat

While they do not participate directly in combat, Zhaleha act fearlessly and selflessly in the face of evil or of danger to their charges. They tend to the wounded, relying on their damage reduction, *sanctuary*, and magic circle abilities to protect them from harm. Zhaleha will use their numbers and their positive energy aura to the best advantage, often forming living walls to repel or entrap and destroy undead opponents.

Spell-Like Abilities: At will—*bless*, *create water*, *detect poison*, *light*, *purify food and drink*; 3/day—*cure light wounds*, *sanctuary* (DC 13); 1/day—*cure disease*, *neutralize poison*; 1/week—*plane shift*. Caster level 2nd. The save DCs are Charisma-based.

Positive Energy Aura (Su): Zhaleha project an aura of positive energy equivalent to the *consecrate* spell in a 20-foot radius. Further, living creatures within the aura recover hit points at twice the normal rate (i.e., 4 hp/level per day of rest), while undead within the aura take 1 point of damage per minute.



Ashborn Arachnae

	Ashborn Arachnae Large Magical Beast
Hit Dice:	9d10+27 (76 hp)
Initiative:	+5
Speed:	40 ft. (8 squares), climb 20 ft.
AC:	20 (–1 size, +1 Dex, +10 natural), touch 10, flat-footed 19
Attack:	Bite +13 melee (2d6+6 and poison)
Full Attack:	Bite +13 melee (2d6+6 and poison)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Poison, web
Special Qualities:	Alien mind, darkvision 120 ft., immunities, resistances, tremorsense 60 ft., true seeing
Saves:	Fort +9, Ref +7, Will +4
Abilities:	Str 18, Dex 12, Con 17, Int 10, Wis 12, Cha 6
Skills:	Climb +13, Hide +5, Jump +15, Move Silently +7, Spot +20
Feats:	Improved Initiative, Improved Natural Attack (bite), Skill Focus (Spot), Weapon Focus (bite)
Environment:	Warm desert or underground
Organization:	Solitary, pair, or brood (3–5 ashborn arachnae, 1 ashborn arachne mother)
Challenge Rating:	6
Treasure:	Standard
Alignment:	Always chaotic neutral
Advancement Range:	10–18 HD (Large)
Level Adjustment:	—

The creature looks like a gigantic, black-furred spider with red bands around its abdomen. It glares with innumerable burning red eyes, each glittering with cunning malice.

Description

Crawling precariously on the underside of ledges, rocks, or debris throughout the warm lands of Asherak are the magical spider-beasts known as ashborn arachnae. Infused with the blood of the titan Kadum, these beasts are believed to be a powerful mutation of the most venomous species of spider that stalked the land of Scarn before the Divine War. Their name comes from the popular belief that they rise spontaneously from the ash-covered wastes of Asherak.

At birth, ashborn arachnae are white in color and their carapace has a papery texture. Growth to adulthood takes 2 to 4 years, but only a tiny fraction survive that long, since the cannibalistic arachnids feed on their own broodmates. A mature adult ashborn arachnae appears as an enormous grayish spider 8 to 10 feet in diameter, its abdomen surrounded by red bands, head bristling with dozens of pairs of red eyes. These creatures have a thick, black-furred carapace that protects them from the dangerous predators in the Desert of Onn.

Ashborn arachnae are well adapted to their environment, and they use their incredibly acute vision to good effect when hunting. More notable, though, is their remarkable intelligence, which allows them to use tactics and

	Ashborn Arachnae Mother Huge Magical Beast
	18d10+90 (189 hp)
	+5
	30 ft. (6 squares), climb 20 ft.
	31 (–2 size, +1 Dex, +22 natural), touch 9, flat-footed 30
	Bite +25 melee (2d8+8 and poison)
	Bite +25 melee (2d8+8 and poison) and 2 talons +22 melee (1d10+4)
	15 ft./10 ft. (15 ft. with talon)
	Poison, web
	Alien mind, darkvision 120 ft., immunities, resistances, tremorsense 60 ft., true seeing
	Fort +16, Ref +12, Will +10
	Str 26, Dex 12, Con 21, Int 10, Wis 14, Cha 11
	Climb +19, Hide +7*, Jump +10, Move Silently +15*, Spot +22
	Ability Focus (poison), Improved Initiative, Improved Natural Attack (bite), Iron Will, Multiattack, Skill Focus (Spot), Weapon Focus (bite)
	Warm desert or underground
	Solitary
	12
	Standard
	Always chaotic neutral
	19–34 HD (Huge); 35–54 HD (Gargantuan)
	—

cunning as would humans, even going so far as to use the accumulated treasure of past victims to lure fortune-seekers to their doom.

Combat

When hunting, ashborn arachnae ensnare their prey in powerful webs, then use their poison to pacify the struggling victim. The adult arachnae's poison is enough to weaken or incapacitate a human, and that of the most ancient ashborn arachnae mothers is said to be sufficiently potent to disable even a titan.

Poison (Ex): Bite, Fortitude DC 17, initial and secondary damage 1d8 Str.

Web (Ex): Ashborn arachnae may create and use webs as monstrous hunting spiders one size larger than themselves. (Thus, a Large ashborn arachnae uses its web as a Huge hunting spider.) See Chapter 3: Vermin in the MM for more information on monstrous spiders' webs.

Alien Mind (Ex): Being descended from vermin, ashborn arachnae have an intelligence that is completely alien to non-arachnoid creatures. This grants them two benefits: first, they gain an ability similar to the rogue ability slippery mind, except that arachnae gain a second save against any mind-affecting spell or effect, not just enchantments; second, any non-arachnoid creature attempting to contact or read an ashborn arachnae's mind directly must make a Will save (DC 10 + 1/2 the ashborn arachnae's HD

+ the ashborn arachnae's Wisdom modifier) or fail and, in addition, be stunned for 1 round.

Immunities (Ex): Ashborn arachnae are immune to disease and poison.

Resistances (Ex): Ashborn arachnae have cold, fire, and sonic resistance 5, as well as acid and electricity resistance 10.

True Seeing (Ex): This ability is a natural extension of the arachnae's tremorsense ability, and functions as the spell of the same name.

Skills: Ashborn arachnae have a +8 racial bonus on Climb and Jump checks and a +10 racial bonus on Spot checks. They can always choose to take 10 on Climb checks, even if rushed or threatened.

Ashborn Arachnae Mother

An ashborn arachnae mother usually reproduces three or four times per year, although some do so as many as six times, laying batches of up to 750 eggs each time. Eggs are suspended throughout her web and in the area nearby in sacks holding a dozen or more eggs each, each egg being roughly 14 inches in diameter. Only one in several thousand young is female (and thus capable of becoming a mother itself), and less than half of these can expect to reach maturity.

An ashborn arachnae mother is similar in appearance to a full-grown male, but its outer shell is hairless and shiny black, with a reddish hourglass shape on the underside of her spherical abdomen. Her body is easily half again the size of a typical adult male, reaching 15 feet or more in diameter when fully grown; some specimens have been reported at twice that size.

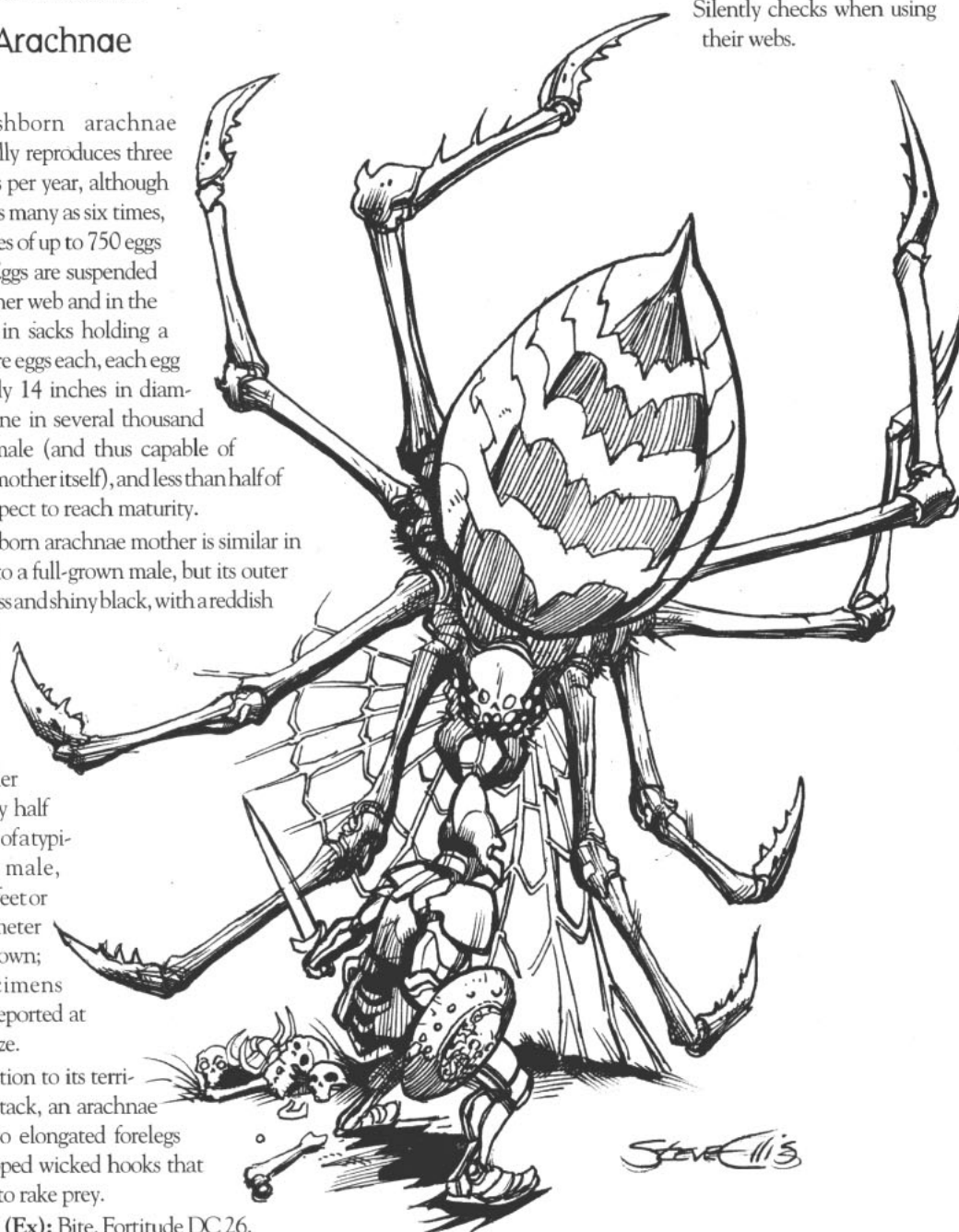
In addition to its terrifying bite attack, an arachnae mother's two elongated forelegs have developed wicked hooks that she can use to rake prey.

Poison (Ex): Bite, Fortitude DC 26, initial and secondary damage 2d8 Str.

Web (Ex): Ashborn arachnae mothers have fully developed spinnerets, unlike males; they may create and use webs as monstrous web-spinning spiders one size larger than themselves. (Thus, a Huge ashborn arachnae mother uses its web as a Gargantuan web-spinning spider.) See Chapter 3: Vermin in the MM for more information on monstrous spiders' webs.

Resistances (Ex): Ashborn arachnae mothers have cold, fire, and sonic resistance 10, as well as acid and electricity resistance 20.

Skills: Ashborn arachnae mothers have a +8 racial bonus on Climb and Spot checks. They can always choose to take 10 on Climb checks, even if rushed or threatened. *They have a +6 racial bonus on Hide and Move Silently checks when using their webs.



Ashcloud

Large Undead (Fire)

Hit Dice:	12d12 (78 hp)
Initiative:	+7
Speed:	Fly 30 ft. (good)
AC:	15 (–1 size, +3 Dex, +3 deflection), touch 15, flat-footed 12
Base Attack/Grapple:	+6/–
Attack:	Touch +8 melee (burn)
Full Attack:	2 touches +8 melee (burn)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Burn, engulf, smother
Special Qualities:	Blindsight 120 ft., cloudform, damage reduction 5/magic, fire subtype, immunity to sonic, lifestense, undead traits
Saves:	Fort +4, Ref +7, Will +9
Abilities:	Str —, Dex 17, Con —, Int 10, Wis 13, Cha 16
Skills:	Hide +11, Move Silently +15, Search +12, Spot +13, Survival +13
Feats:	Combat Reflexes, Dodge, Flyby Attack, Improved Initiative, Mobility
Environment:	Warm desert
Organization:	Solitary
Challenge Rating:	7
Treasure:	None
Alignment:	Always neutral evil
Advancement Range:	13–19 HD (Large); 20–36 (Huge)
Level Adjustment:	—

A great, dark cloud of dust moves independent of the wind, as if driven by some malevolent intelligence. You feel a rush of stifling heat as it approaches.

Description

None remember when these deadly creatures first appeared, but they have been a scourge since before the Titanswar, roaming deserts such as the wastelands of blighted Asherak, sometimes carried along by sandstorms. Although attributed to Chern by the divine races, titanspawn themselves blame these undead on the goddess Belsameth, or sometimes on the Lord of Destruction, Vangal.

Ashclouds resemble dark dust clouds, moving like swarms of malevolent insects. Their physical form is nearly invulnerable, being already reduced to mere ashes, but their animating spirit may be harmed by magical frost, force, or positive life-energy attacks. They are deaf, but have very acute senses otherwise.

Combat

Ashclouds pursue and engage all

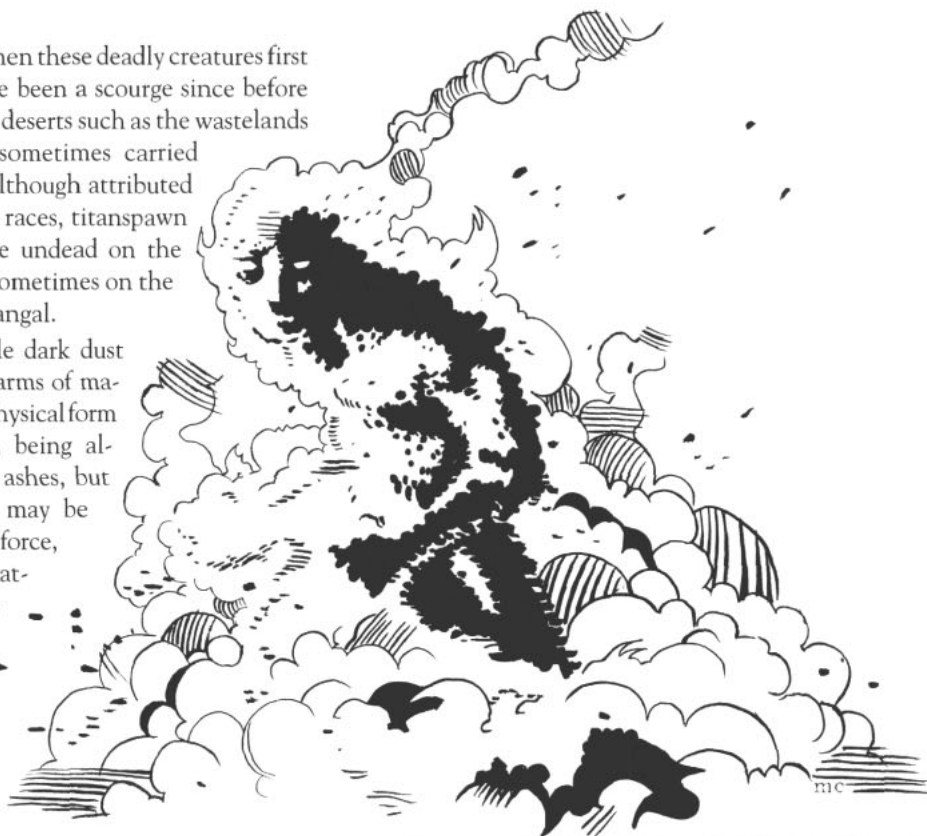
living creatures they find. They use their great agility and flight to close with slow-moving opponents, usually reserving Flyby Attack and their engulf ability for quicker foes or against numbers of targets.

Burn (Ex): An ashcloud's touch attack deals 2d6 points of fire damage. Flammable substances or creatures touched by an ashcloud must make a DC 15 Reflex save or be ignited (see "Catching on Fire" in The Environment, Chapter 8, DMG).

A creature or flammable item that remains in contact with an ashcloud for 1 full round takes 16 points of fire damage.

Engulf (Ex): An ashcloud can simply engulf creatures smaller than itself. It cannot make a touch attack on a round during which it attempts to engulf. To engulf a target, the ashcloud need only move into that creature's space. The target of the engulf attack may make an attack of opportunity against the ashcloud, but doing so prevents it from making a Reflex save (DC 10 + 1/2 the ashcloud's HD + the ashcloud's Dex modifier) to avoid being engulfed. Engulfed creatures automatically take burn damage every round and are also smothered (see below). Creatures that make their Reflex save dodge back or aside (player's choice) when the ashcloud moves into their space.

The body of a creature slain while engulfed by an ashcloud bursts into flames and is completely consumed at the beginning of the ashcloud's next turn. The ashes of victims one or two sizes smaller than the



ashcloud merge with it and cause it to grow: a victim two sizes smaller grants it one extra HD, while a victim one size smaller grants it 2 HD (up to its maximum of 36 HD and size Huge). A *resist energy (fire)* spell cast on the victim's corpse prevents this transformation for 1d4 rounds, while a *protection from energy (fire)* spell cast on the victim's corpse prevents the transformation for the spell's duration. Similar spells or powers may also retard or stop this process, at the GM's discretion.

Touch-range healing spells applied to an engulfed creature damage the ashcloud instead.

Smother (Ex): Any creature engulfed by an ashcloud must make a DC 16 Reflex save or begin to smother. If the creature makes its save, it catches its breath in time and merely begins the process of suffocation normally (see "Suffocation" in *The Environment*, Chapter 8, *DMG*). If the save is failed, the creature is nauseated, and is unable to hold its breath: It must begin making Constitution checks immediately (per the suffocation rules) to avoid pass-

ing out and suffocating. Leaving the ashcloud ends the checks, but a creature that had begun to make Constitution checks is nauseated for 1d3 rounds after leaving the cloud's space.

Successfully turning an ashcloud forces it to expel any engulfed victims.

Cloudform (Ex): This ability is identical with the effects of the spell *gaseous form*.

Fire Subtype (Ex): Ashclouds are immune to fire. They take half again as much (+50%) damage from cold attacks, regardless of whether a saving throw is allowed, or if the save is a success or a failure. They also suffer a -4 penalty on saves against cold effects. Further, on a failed save against a cold attack, an ashcloud is effectively *slowed* for a number of rounds equal to one-quarter the total number of hit points taken from cold damage.

Lifesense (Su): Ashclouds can sense the presence of and the direction toward all living creatures within one mile.

Asuran Lockwatcher

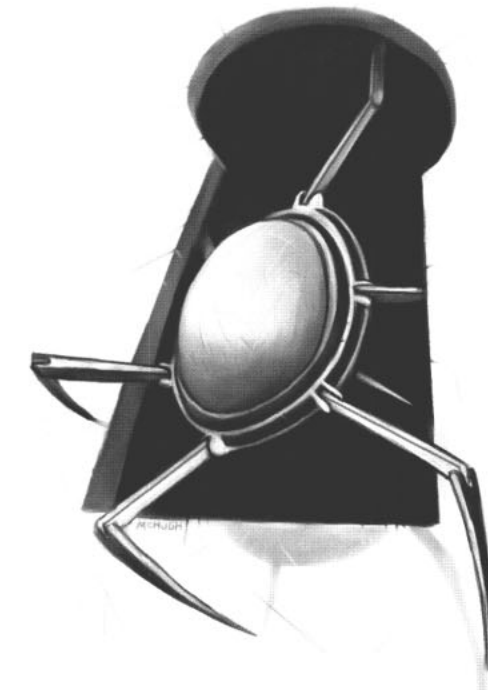
Fine Construct

Hit Dice:	1/2d10 (2 hp)
Initiative:	+1
Speed:	20 ft. (4 squares), climb 20 ft.
AC:	28 (+8 size, +1 Dex, +1 natural, +8 cover), touch 27, flat-footed 19
Base Attack/Grapple:	+0/-20
Attack:	Poison needle +9 melee (1 plus poison)
Full Attack:	Poison needle +9 melee (1 plus poison)
Space/Reach:	1/2 ft./0 ft.
Special Attacks:	Poison
Special Qualities:	Construct traits, darkvision 60 ft., damage reduction 5/bludgeoning
Saves:	Fort +0, Ref +5 (+1 without cover), Will -5
Abilities:	Str 2, Dex 13, Con —, Int —, Wis 1, Cha 1
Skills:	—
Feats:	Weapon Finesse ^B
Environment:	Any
Organization:	Solitary
Challenge Rating:	1/4
Treasure:	None
Alignment:	Always neutral
Advancement Range:	—
Level Adjustment:	—

A tiny metallic speck moves about with apparent purpose inside the lock.

Description

Tired of the predations of thieves, the powerful House Asuras in the city of Shelzar contracted mysterious wizard-artificer Aramis Darkraven to create a device that could inconspicuously guard their valu-



ables. The wizard's answer was the lockwatcher, a tiny, insectlike construct that can hide inside a lock and strike any unauthorized hand that attempts to force the lock open. The lockwatcher is typically armed with a poison that causes painful swelling, slowing would-be thieves and allowing them to be captured alive. So far, the use of these constructs has not spread widely beyond the City of Sin, but it is surely only a

matter of time before Telos Asuras finds a way to make their production profitable.

Recently, Darkraven has been approached by agents of both the Cult of Ancients and the Courtesans of Idra. He has refused to give them information regarding the lockwatchers, as his contract precludes their manufacture for any parties other than House Asuras. By some means, though, these other interested groups are sure to discover the secrets of the lockwatchers' construction.

Combat

An Asuran lockwatcher remains hidden inside a lock until an unauthorized person puts an unprotected hand, ear, or eye to the keyhole. Should this happen, the lockwatcher strikes from its hiding place with its poisoned needle attack. Operating from within the safety of their keyholes, lockwatchers gain the benefit of improved cover (+8 AC, +4 to Reflex saves, and +10 on Hide checks) and can only be struck by appropriate light piercing weapons (i.e. the point of a Small or Medium dagger, a Small rapier, etc.). Only if the lock itself is destroyed or badly damaged does the lockwatcher emerge.

The lockwatcher is quite inconspicuous, and a character must make a Spot check opposed to the clockwatcher's Hide check (+27 Hide bonus in total)

to notice its presence; if it remains unnoticed until an unauthorized person examines or tries to manipulate the lock, it attacks from surprise. As long as an Asuran lockwatcher dwells inside a lock, any attempts by unauthorized persons to open the lock will fail until the lockwatcher is destroyed.

Poison (Ex): Although they can be outfitted with any type of injury-delivered poison, Asuran lockwatchers are most often armed with blue whinnis, Large scorpion venom, or giant wasp poison (see DMG, Table 8-3: Poisons). A clockwatcher can hold enough doses of a single type of poison for four injections before it must be refilled (it can be refilled by any person authorized to open its lock).

Construction

Asuran lockwatchers are crafted from an alloy of brass and requires a successful DC 16 Craft (weaponsmithing) check.

When the lockwatcher is created, the creator may assign up to a number of specific creatures equal to his caster level to be "authorized" by the construct to open the lock it protects.

CL 5th; Craft Construct (see MM, Chapter 6), *arcane lock*, *fabricate*, *lesser geas*, *shrink item*, creator must be 5th level and able to cast arcane spells; Price 12,000 gp; Cost 6,000 gp + 480 XP.

Barbed Thrasher

Large Plant	
Hit Dice:	4d8+12 (30 hp)
Initiative:	-1
Speed:	0 ft.
AC:	18 (-1 size, -1 Dex, +10 natural), touch 8, flat-footed 18
Base Attack/Grapple:	+3/+13
Attack:	Vine tentacle +8 melee (1d8+6)
Attacks:	6 vine tentacles +8 melee (1d8+6)
Space/Reach:	10 ft./30 ft.
Special Attacks:	Blood drain, improved grab, poison
Special Qualities:	Damage reduction 5/slashing, plant traits, tremorsense 60 ft.
Saves:	Fort +7, Ref +0, Will +1
Abilities:	Str 22, Dex 9, Con 16, Int —, Wis 10, Cha 2
Skills:	—
Feats:	—
Environment:	Warm forest
Organization:	Solitary, pair, or cluster (3-4)
Challenge Rating:	4
Treasure:	Standard
Alignment:	Always neutral
Advancement Range:	5-12 HD (Large); 13-15 HD (Huge)
Level Adjustment:	—

The tree is a gnarled, twisted growth, covered in leaves, with thick tendrils extending along the ground from its trunk. It emits a thick, rich odor, much like the scent of fresh blood.



Description

Deep in the sweltering jungles of Termana, the druids of Mormo use their foul magics and dark rituals to taint the very plant life itself. Barbed thrasher trees are one fearsome result of these rituals; these aberrant monstrosities have quickly spread throughout the region and into tropical areas beyond.

The barbed thrasher is a carnivorous tree native to the sweltering jungles of the Gamulganjus. It is usually found growing near lush watering holes where suitably large prey is likely to gather, but can just as easily be found in any jungle or semi-tropical location. The thrasher normally grows amid dense undergrowth due to the richness of the surrounding soil, a direct result of its predations.

Thrashers appear as 10-foot-tall trees with thick, gnarled trunks that average about 3 feet in diameter at the base. From the crown of the tree sprout thick branches covered in lush leaves, while six thick, vine-like tendrils hang down and lie along the ground up to 30 feet from the tree itself. The crown of the tree and the upper few feet of the vines are covered in small pods of seeds that small animals and birds may carry away, allowing the trees to spread to new locations. The tree also oozes with a sap that smells like fresh blood to entice larger carnivorous prey. The six mobile vines extend around the base in all directions, usually along established pathways and game trails. Under the skin of the vines are hundreds of semi-retractable barbed thorns.

Combat

When Small or larger prey comes within range, the thrasher attempts to grab it using the nearest tendril. Smaller

animals will normally be ignored unless the plant has not fed for some time. The vines are quick and extremely strong, becoming tighter as the prey struggles against them.

Once the vine has a solid hold on a victim, dozens of barbs extend and pierce the flesh. Some of the barbs inject a toxin that immediately weakens the victim and begins to break down and dissolve its tissues. Other barbs act as tiny siphons and begin extracting the fluids until the body is drained. Drained carcasses are left to rot near the trunk to lure more prey.

Blood Drain (Ex): A barbed thrasher drains blood, dealing 1d4 points of Constitution damage in any round when it begins its turn with a hold on a victim. This continues until the victim is dead or has managed to escape. A thrasher that drains 32 or more points of Constitution is satiated for one full week and does not attack any more creatures during that time unless provoked.

Improved Grab (Ex): A barbed thrasher must hit with a vine attack to use this ability. If it establishes a hold, it automatically injects its poison and may drain blood. A barbed thrasher vine that has a hold on an opponent deals 1d4 points of damage to the victim if forcibly removed.

Poison (Ex): Grapple (hold), Fort DC 15, 1d4 Str/1d4 Str.

Barrow Writhe

Large Construct

Hit Dice:	10d10+30 (85 hp)
Initiative:	+0
Speed:	40 ft., burrow 30 ft.
AC:	19 (−1 size, +10 natural), touch 9, flat-footed 19
Base Attack/Grapple:	+7/+16
Attack:	Slam +11 melee (1d8+5) or claw +11 melee (1d4+5)
Full Attack:	Slam +11 melee (1d8+5) and 4 claws +6 melee (1d4+2)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Erupt from the earth, improved grab, writhing
Special Qualities:	Charnel sense, construct traits, damage reduction 5/magic, darkvision 60 ft., tremor sense 30 ft.
Saves:	Fort +3, Ref +3, Will +5
Abilities:	Str 20, Dex 10, Con —, Int —, Wis 14, Cha 1
Skills:	—
Feats:	—
Environment:	Any land or underground
Organization:	Solitary, pair, or patrol (3–5)
Challenge Rating:	7
Treasure:	None
Alignment:	Always neutral
Advancement Range:	11–18 HD (Large); 19–30 HD (Huge)
Level Adjustment:	—



The creature is a crawling nightmare — its body is that of a great, thick worm, but at one end gapes the undead head of a large humanoid, jaws gnashing. Worse still, it drags itself along the ground with dozens of rotting or fleshless hands and arms, apparently sewn directly to the creature's body.

Description

A barrow writher is a 12-foot-long construct in the form of a segmented worm, with the head of a large zombie or ghoul grafted on one end. Along its sides, the rotting arms of zombies or skeletons are sewn in rows. The creature slithers while being helped by a waving motion of the hands. Though it has no intelligence and cannot speak coherently, the zombie head sometimes mutters broken threats or admonishments on behalf of the Ghoul King.

These monstrosities were loosed on Termana by the Ghoul King to retrieve the dead. Barrow writhers travel nearly as well through the ground as they can atop it, but while underground they can sense where the dead are buried. Cemeteries or battlefields are beacons to them. When a barrow writher finds a number of dead, it tunnels through the area, its hands grasping limbs, bones, and whole bodies, before returning to the surface. The creature holds the dead along its length, ready for delivery to the Ghoul King.

Combat

A barrow writher slams into its foes, often surfacing from below and attacking from surprise. If it hits, the hands pull the enemy along the construct's flanks to be crushed as the barrow writher twists and contorts.

Erupt from the Earth (Ex): A barrow writher lying stationary just beneath the surface of the earth is noticeable only with a DC 30 Spot check; while burrowing, it can be detected with a DC 20 Listen check. If it remains undetected until it rises up from beneath the ground, it may take a full attack during its surprise round, even if it has already moved.

Improved Grab (Ex): A barrow writher must hit with a claw attack to use this ability. If it establishes a hold, it may writhe (see below).

Writhing (Ex): As a free action, a barrow writher may enter a spasm any time it begins its turn with a hold on at least one victim: By arcing its body and rolling and twisting furiously throughout its turn, it deals 2d8+5 points of damage to any creature it holds throughout its turn. This damage is in addition to any other attacks or actions the writher might take during its turn. If the writher kills a grappled creature, it simply holds the body until it returns to its master.

Charnel sense (Su): A barrow writher may sense the presence of any dead (not undead) creature within one mile.

Bitterfly

Large Elemental (Air, Earth)

Hit Dice:	8d8+40 (76 hp)
Initiative:	+4
Speed:	10 ft., fly 30 ft. (poor)
AC:	17 (—1 size, +8 natural), touch 9, flat-footed 17
Base Attack/Grapple:	+6/+15
Attack:	Slam +10 melee (1d10+7)
Full Attack:	Slam +10 melee (1d10+7)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Armor penetration, sandstorm
Special Qualities:	Amalgam, damage reduction 5/—, darkvision 60 ft., elemental traits, half damage from bludgeoning, immunity to slashing and piercing
Saves:	Fort +11, Ref +2, Will +5
Abilities:	Str 20, Dex 10, Con 20, Int 6, Wis 13, Cha 9
Skills:	Listen +6, Spot +7
Feats:	Flyby Attack, Improved Initiative, Iron Will
Environment:	Warm desert
Organization:	Solitary
Challenge Rating:	6
Treasure:	None
Alignment:	Always neutral
Advancement Range:	9–15 HD (Large); 16–24 HD (Huge)
Level Adjustment:	—

The blowing cloud of dark sand seems to move with willful intelligence. As you watch, the sand itself takes on the shape of an enormous moth-like creature.

Description

Bitterflies seem content to roam the wastes of Asherak, ignoring others unless disturbed or attacked, in which case they whirl the sand and grit beneath into a choking, stinging duststorm that makes them even harder to catch.

The Ubantu tribesman consider seeing a bitterfly's slow glide over the desert a fortunate sign. They refer to these elementals as the *Salismuth*, which translates roughly to "the desert freed." Their legends suggest that these weird elementals were first called to Scarn generations ago by a conclave of adepts who sought to tame the desert by controlling the unceasing winds. What they summoned was a living amalgam of sand and sky, unwilling to serve its summoners. The first summoned bitterflies escaped the adepts' control and have been roaming Asherak ever since.

"Bitterfly" is a translation of the original Ledeian name for these creatures, coined by early explorers who sought to capture them, only to discover what a risky, sometimes fatal endeavor this was. Tribal adepts hint that the gritty essence from these creatures can somehow enhance certain magics cast in the desert, but so far foreign sages have been unable to substantiate such claims.

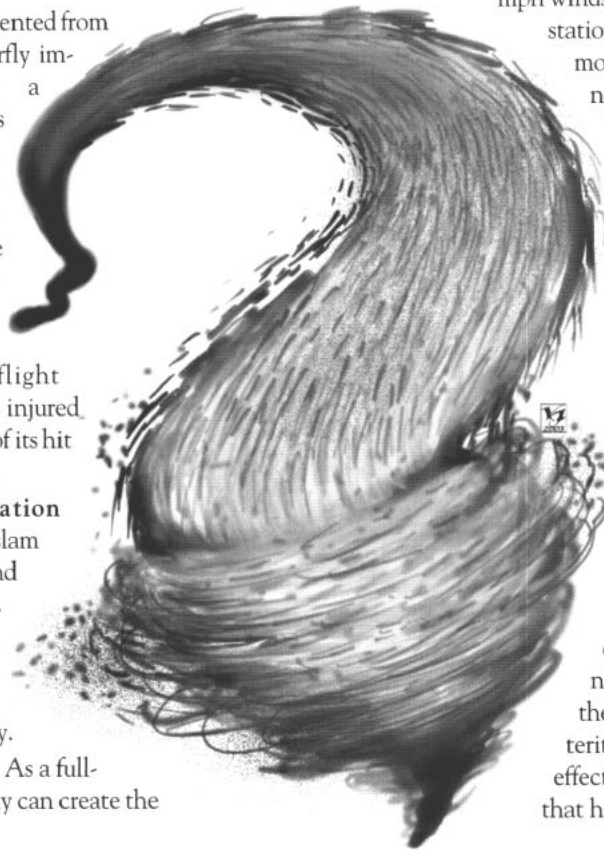
Combat

If attacked or prevented from moving freely, a bitterfly immediately creates a sandstorm to hinder its attackers and allow it to escape. It will then buffet foes with its "wings" until they flee or are rendered insensible. Bitterflies rarely kill their foes, preferring defense and flight instead. If a bitterfly is injured to less than one-third of its hit points, it seeks to flee.

Armor Penetration

(Ex): The bitterfly's slam attacks ignore armor and shield AC bonuses. Magic armor affords some protection, equivalent to its enhancement bonus only.

Sandstorm (Su): As a full-round action, a bitterfly can create the



equivalent of a greater duststorm accompanied by 60 mph winds in a 90-foot radius; this effect is stationary once produced (it does not move with the bitterfly), and does not in any way hamper the bitterfly. The sandstorm lasts until the bitterfly dismisses it or travels more than 320 feet away from the storm.

See the Weather section in the DMG, Chapter 3, and also Table 3–24: Wind Effects, for more information on the sandstorm's effects.

Amalgam (Ex): The bitterfly is an amalgam of air and earth elemental. As such, it is not affected by powers or spells that target air or earth elementals alone. For instance, a cleric with either the air or earth domain could neither turn nor rebuke a bitterfly. However, the bitterfly takes 1d3 points of Dexterity damage in addition to any other effects when damaged by any attack that has the water descriptor.

Bleak Crow

Tiny Magical Beast

Hit Dice:	2d10 (11 hp)
Initiative:	+4
Speed:	10 ft., fly 40 ft. (average)
AC:	18 (+2 size, +4 Dex, +2 natural), touch 16, flat-footed 14
Base Attack/Grapple:	+2/–10
Attack:	Claw +8 melee (1d3–4)
Full Attack:	Claw +8 melee (1d3–4)
Space/Reach:	2-1/2 ft./0 ft.
Special Attacks:	Capture soul
Special Qualities:	Bolster undead servant, damage reduction 5/good, darkvision 60 ft., spell resistance 12
Saves:	Fort +3, Ref +7, Will +2
Abilities:	Str 3, Dex 19, Con 10, Int 10, Wis 14, Cha 13
Skills:	Bluff +5, Hide +12, Intimidate +5, Listen +4, Move Silently +6, Spot +6
Feats:	Persuasive, Weapon Finesse ^B
Environment:	Any land
Organization:	Solitary or team (1 bleak crow and 1 corpse puppet)
Challenge Rating:	1
Treasure:	None
Alignment:	Usually neutral evil
Advancement Range:	3–6 HD (Tiny)
Level Adjustment:	— (Improved Familiar)

You see a large bird rather like a raven, yet its feathers are a pale, dead white. It fixes you with a cold, unnerving stare.

Description

Despite their name, bleak crows look like large, white-feathered ravens rather than crows. These fell creatures sometimes serve titans or evil gods, and have the supernatural ability to capture the souls of dying creatures; they are thought by some to be closely related to dread ravens (see *Creature Collection I*). For several minutes after the bleak crow captures a soul, its plumage becomes luminescent, emitting a soft, eerie light and giving the bird an almost ghostly appearance. The body of an individual whose soul is thus captured rises as a mindless undead creature under the crow's control.

Bleak crows seldom attack directly, but often skulk around adventurers or in dangerous areas, hoping to catch the soul of a powerful individual. A bleak crow can hold only one soul at a time, so it tends to release a held spirit if the soul of a more powerful creature becomes available.

Most bleak crows speak at least one humanoid tongue common to their environment; although their speech is broken and fragmented, they can usually make themselves understood.

Combat

Bleak crows are poor fighters, attacking directly only if a creature whose soul they covet is close to death. They prefer to let their undead servants do the fighting, and flee if directly assaulted.

Capture Soul (Sp): As a standard action, a bleak crow can capture the soul of a dying or recently dead creature within 30 feet. The soul of any creature that has been dead for less than 1 hour is eligible to be captured, but the crow must be able to see the body to use this ability. The crow makes a Will save with a DC equal to its target's total HD during life. If this check succeeds, the crow captures the soul, and the body immediately rises as an undead servant of the crow.

The undead servant is identical with a zombie of equal size (see the "Zombie" template in the MM), but with a number of bonus hit points equal to the victim's total HD when it was alive. Due to the spiritual link between the bleak crow and the body of the captured soul, the servant also gains the benefit of the bleak crow's damage reduction and spell resistance (it uses the crow's HD to determine SR, not its own) as long as it remains within 30 feet of the crow.

A creature whose soul is captured by the bleak crow cannot be raised or resurrected in any way until the soul has been released. A soul can be released by the bleak crow voluntarily, though this rarely happens; it is also released if the crow is slain, or can be released by a *limited wish* spell or similar



magic. A bleak crow can capture only a single soul (and thus can have only one undead servant) at a time.

Bolster Undead Servant (Su): A bleak crow can dispel turning and bolster undead as if it was an evil cleric of level equal to its HD, but only with respect to its undead servant.

Spell Resistance (Ex): The bleak crow has spell resistance equal to 10 + its HD. (A bleak crow that becomes a familiar uses its *base* HD, not its master's HD, to determine this value.)

Skills: The bleak crow has a +2 racial bonus on Spot checks.

Canopy Creeper

Large Animal

Hit Dice:	4d8+4 (22 hp)
Initiative:	+7
Speed:	30 ft. (6 squares), climb 30 ft.
AC:	16 (–1 size, +3 Dex, +4 natural), touch 12, flat-footed 13
Base Attack/Grapple:	+3/+11
Attack:	Bite +6 melee (1d6+6)
Full Attack:	Bite +6 melee (1d6+6)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Constrict, improved grab, poison
Special Qualities:	Scent
Saves:	Fort +5, Ref +7, Will +1
Abilities:	Str 18, Dex 16, Con 12, Int 1, Wis 12, Cha 2
Skills:	Balance +11, Climb +15, Hide +5*, Listen +7, Spot +7
Feats:	Improved Initiative
Environment:	Warm forest
Organization:	Solitary or pair
Challenge Rating:	3
Treasure:	Standard
Alignment:	Always neutral
Advancement Range:	5–8 HD (Large); 9–15 HD (Huge)
Level Adjustment:	—

From the thick jungle growth overhead, a creature strikes downward with terrifying speed. It is a large snake, its scales a combination of green and brown, its enormous, needle-sharp fangs protruding.

Description

The canopy creeper is a large poisonous snake that makes its home in the trees of jungles and rain forests, its mottled green and brown hide blending easily with the lush forest canopy. Though canopy creepers resemble many of the other reptile species that dwell in the Gamulganjus, they are most feared for their terrible poison.

Combat

Canopy creepers lurk in the trees above game trails or pathways. When a lone creature walks underneath, the snake strikes. Uncoiling from the canopy, it lashes downward to bite the victim, injecting its paralytic poison. If the victim is paralyzed (and light enough), the creeper pulls its meal up to the canopy to eat in peace. It rarely attacks prey of size Large or larger,

as this generally forces the creeper to crawl down to the ground to consume its meal. Canopy creepers sometimes stalk a group of people through the canopy for hours, waiting for stragglers to separate from the group.

A canopy creeper can sometimes be frightened away from combat by a bright light or an open flame, especially if part of the forest canopy has been ignited. However, a mated pair of canopy creepers will usually fight to the death.

A canopy creeper will typically focus on a single target until it is paralyzed and then move on to another if outnumbered. If attacked while feeding, its initial response is to flee with its meal, carrying a paralyzed meal, held in its jaws, away through the canopy if a reasonable escape route is present.

A canopy creeper can lift and carry a creature weighing up to 200 pounds without being hampered;

201–400 pounds constitutes a medium load, and 401–600 pounds heavy.

Constrict (Ex): On a successful grapple check, a canopy creeper deals 1d6+6 points of damage.

Poison (Ex): Bite, Fort DC 15, 1d6 Str/paralyzed for 2d6 hours.

Improved Grab (Ex): To use this ability, the canopy creeper must hit with its bite attack. If it establishes a hold, it can constrict.

Skills: Canopy creepers have a +4 racial bonus on Hide, Listen, and Spot checks, a +8 racial bonus on Balance check, and a +10 racial bonus on Climb checks. They can always choose to take 10 on Climb checks, even if rushed or threatened.

*In tall grass or underbrush, a canopy creeper has a +8 racial bonus on Hide checks; if it is in the canopy of a tree, it has a +16 racial bonus on Hide checks.



Carcass

Large Undead

Hit Dice:	5d12 (38 hp)
Initiative:	−3
Speed:	15 ft. (3 squares)
AC:	10 (−1 size, −3 Dex, +4 natural), touch 6, flat-footed 10
Base Attack/Grapple:	+2/+11
Attack:	Slam +6 melee (1d8+5) or touch +6 melee (envelop)
Full Attack:	2 slams +6 melee (1d8+5) or touch +6 melee (envelop)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Envelop, paralysis
Special Qualities:	Darkvision 60 ft., expel, undead
Saves:	Fort +1, Ref −2, Will +4
Abilities:	Str 20, Dex 5, Con —, Int 2, Wis 10, Cha 2
Skills:	Listen +4, Spot +4
Feats:	Toughness (x2)
Environment:	Any land or underground
Organization:	Solitary, pair, gang (3–6), or troop (7–15)
Challenge Rating:	2
Treasure:	None
Alignment:	Always neutral
Advancement Range:	6–9 HD (Large); 10–15 HD (Huge)
Level Adjustment:	—

The creature before you is an obese mass of undead flesh. As you watch, your horror grows, for its abdomen splits open to disgorge a mass of other undead creatures, crawling forth in an obscene parody of birth.

Description

Gathered and created from the fallen ranks of the Ghoulish King's most stalwart enemies, these undead atrocities have been denied any hope of a dignified death, instead corrupted into some of the most grotesque of the Ghoulish King's slaves.

Bloated to an obscene size by the fell magics of the Ghoulish King, carcasses are grossly obese. Jagged horizontal incisions, through which all their internal organs are removed, split their distended abdomens into gaping maws, leaving the creatures nothing more than gigantic rotting husks. Once the bodies are magically and surgically altered, they are then reanimated and sent out on stumps of morbid fat to tromp back against the ranks of the Ghoulish King's foes.

Combat

The bulk, awkwardness, and stupidity of carcasses make them poorly suited for any but the most auxiliary role in combat; their true value instead relies upon fear and surprise. The abdomens of these swollen horrors are often bulging with lifeless burdens, allowing relatively few carcasses to hide

whole troops of undead elite, transporting and then blasphemously expelling them into battle.

If forced to fight, a carcass uses its slam attack; if its abdominal cavity is empty, it tries to envelop foes. Living foes trapped by a carcass are sometimes born back to its creator or master for torture or conversion into undead.

Envelop (Ex): A carcass is big, but its grotesquely distended abdominal cavity is mostly hollow. An empty carcass can attempt to envelop opponents into its body, trapping them inside. Instead of using its slam attack, an empty carcass can make a melee touch attack against a Medium or smaller opponent; this deals no damage but, if it hits, initiates a grapple check as a free action. This grapple provokes an attack of opportunity normally, but even if the carcass is hit, it may still continue the grapple.

If the carcass establishes a hold, the opponent is drawn into its body and trapped. A trapped creature must save against the carcass's paralysis (see below); it is also considered grappled (the carcass is not) and, if it is not paralyzed, can attempt to escape by succeeding at two grapple checks against the carcass on subsequent rounds — the first gets it back to the abdomen's opening and the second allows it to free itself completely. Also, dealing 10 points of damage to the carcass's interior (AC 13) with a light slashing or piercing weapon opens a hole large enough for a trapped creature to slip out. The hole closes immediately after the victim escapes; another trapped creature must cut its own way out.

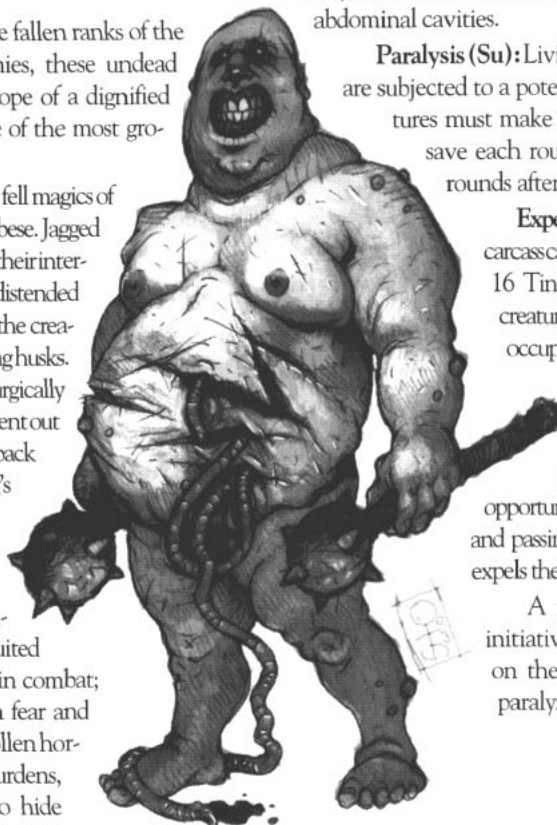
Large carcasses can hold up to 2 Medium, 8 Small, 32 Tiny, 128 Diminutive, or 512 Fine creatures within their abdominal cavities.

Paralysis (Su): Living victims trapped by a carcass are subjected to a potent paralytic effect. Such creatures must make a successful DC 12 Fortitude save each round or be paralyzed until 1d4 rounds after the carcass expels it.

Expel (Ex): As a standard action, a carcass can expel up to 1 Medium, 4 Small, 16 Tiny, 64 Diminutive, or 256 Fine creatures it has enveloped into any unoccupied 5-foot squares it threatens.

This does not provoke attacks of opportunity upon the carcass itself, but creatures being expelled may provoke attacks of opportunity for leaving the carcass's square and passing through others as the carcass expels them.

A newly expelled creature rolls initiative and enters combat normally on the following round, unless it is paralyzed.



Carnival Krewe, Bayou Seer

	Bayou Seer
	Medium Monstrous Humanoid
Hit Dice:	4d8 (18 hp)
Initiative:	+2
Speed:	30 ft. (6 squares)
AC:	13 (+2 Dex, +1 natural), touch 12, flat-footed 11
Base Attack/Grapple:	+4/+4
Attack:	Claws +4 melee (1d4)
Full Attack:	Claws +4 melee (1d4)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Spells, spell-like abilities
Special Qualities:	Alternate form, benign aura, low-light vision
Saves:	Fort +1, Ref +6, Will +5
Abilities:	Str 10, Dex 14, Con 11, Int 13, Wis 12, Cha 17
Skills:	Bluff +9, Concentration +4, Diplomacy +5, Disguise +7, Knowledge (arcana) +3, Listen +5, Sense Motive +3, Spellcraft +5, Spot +2, Use Magic Device +7
Feats:	Magical Affinity, Spell Focus (enchantment)
Environment:	Any land
Organization:	Solitary, pair, or covey (3–5)
Challenge Rating:	3
Treasure:	Double standard
Alignment:	Usually neutral evil
Advancement Range:	By character class
Level Adjustment:	+5 (cohort)

The creature resembles a tall, slender elven female. Though she gazes at you with disturbingly empty black eyes, you cannot imagine that she is a threat to you — in fact, she seems quite harmless, despite her striking appearance.

Description

These beautiful and seductive creatures from the Krewe of Mangroves appear to be more “human” than most anything else from the Carnival of Shadows, but only fools judge by appearance. Bayou seers are always female. Their natural form is that of a tall, graceful, pale, and extremely thin humanoid with slightly pointed ears. They can take alternate forms, most commonly those of a raven, spider, or lizard. Bayou seers can easily be mistaken for elves, except that their eyes are completely black, with no distinguishable pupils, and they have long black fingernails. It has been conjectured that they may be the rare offspring of elves and silken parasites (see *Blood Bayou*).

Of all the different krewe members, bayou seers are the ones most likely to have been outside of the Bay of Tears, for they are often employed by unscrupulous nobles of other lands, who covet the seers’ powers of divination. Most of these itinerant “diviners” are actually spies for the Jack of Tears. On the surface, bayou seers seem quite loyal to those whom they supposedly serve — but in truth they serve only the Jack of Tears.

	Bayou Witch, 8th-Level Sorcerer
	Medium Monstrous Humanoid
	4d8+4 plus 8d4+8 (50 hp)
	+6
	30 ft. (6 squares)
	16 (+2 Dex, +1 natural, +3 deflection), touch 15, flat-footed 14
	+8/+7
	Claws +7 melee (1d4–1)
	Claws +7 melee (1d4–1)
	5 ft./5 ft.
	Spells, spell-like abilities
	Alternate form, benign aura, low-light vision
	Fort +4, Ref +8, Will +13
	Str 8, Dex 14, Con 12, Int 16, Wis 16, Cha 25
	Bluff +23, Concentration +15, Diplomacy +11, Disguise +11 (+13 acting), Intimidate +9, Knowledge (arcana) +15, Listen +7, Sense Motive +5, Spellcraft +19, Spot +4, Use Magic Device +11
	Eschew Materials, Improved Initiative, Magical Affinity, Spell Focus (enchantment), Spell Penetration
	Any land
	Solitary or covey (witch plus 2–4 bayou seers)
	12
	Double standard (including <i>ring of protection</i> +3 and <i>cloak of charisma</i> +2)
	Usually neutral evil
	By character class
	+5 (cohort)

Bayou seers turn their mortal patrons to evil in insidious ways, promoting a thirst for sensual pleasures and a disregard for common folk and common decency. One can often (but certainly not always...) discern those courts in which a bayou seer holds sway by the decadence and callousness of the ruler.

Combat

Bayou seers loathe combat (although they can certainly appreciate bloodshed), and go to great lengths to negotiate in any conflict. When the need for protection arises, they always have several charmed servants nearby to take the brunt of any assault. Given their benign aura ability, bayou seers use most of their actions to support their minions or cast defensive spells. Only as a last resort do they take the offensive. When they must, they use enchantment spells to control their attackers, hoping to turn them against each other.

These monsters serve best as support for more powerful villains, or perhaps, when advanced sufficiently, as key villains themselves. Their powers of divination make them excellent foils, justifying NPC knowledge of PC activities.

Spell-Like Abilities: 1/day—*augury*, *scrying* (DC 17); 1/week—*divination*, *legend lore*. Caster level 12th. The save DCs are Charisma-based.

Spells: Bayou seers cast spells as 4th-level sorcerers. They also have full access to spells from the Secrets** domain as if they were sorcerer spells known by the seer. The save DCs are Charisma-based.

Typical sorcerer spells known (6/7/4; save DC 13 + spell level): 0—*daze*†, *detect magic*, *detect poison*, *dowsing**, *read magic*, *steal sleep**†; 1st—*charm person*†, *comprehend languages*, *identify*; 2nd—*locate object*.

† Because of Spell Focus (enchantment), the save DC for these spells is 14 + spell level.

Alternate Form (Su): A bayou seer can assume an alternate form at will as a standard action. This ability functions as a *polymorph* spell cast on itself (caster level 8th), except that the seer does not regain hit points for changing form, and any individual bayou seer can assume only one particular form. This form is determined at the seer's birth, and must be an animal or vermin no larger than Tiny. Typically, a seer takes the form of a raven, lizard, spider, or viper, although other forms have been known.

Benign Aura (Su): Bayou seers exude an aura that makes them seem harmless and friendly to those who would attack them. This aura is similar in effect to the *sanctuary* spell (caster level 8th; Will DC 15 negates), except that opponents must save each time they wish to attack the seer. This aura can be dispelled, but the seer can create it again as a free action on its next turn. If the bayou seer itself attacks, its benign aura is suppressed for 10 rounds. The save DC is Charisma-based.

Skills: Bayou seers have a +4 racial bonus on Bluff and Disguise checks.

Bayou Witch

Bayou seers who gain great skill in sorcery become valuable commodities both among the Krewes and in the various depraved courts of other lands. Although they always seem to serve their courtly masters well, bayou witches have only one liege: the Jack of Tears.

Combat

The save DCs for this bayou witch's *scrying* (DC 21) and *benign aura* (DC 19) are adjusted for its higher Charisma score.

Typical sorcerer spells known (6/8/8/7/7/6/4; save DC 17 + spell level): 0—*arcane mark*, *detect magic*, *detect poison*, *daze*†, *flare*, *prestidigitation*, *read magic*, *resistance*, *steal sleep**†; 1st—*change self*, *comprehend languages*, *expeditious retreat*, *identify*, *shield*; 2nd—*commanding presence**, *invisibility*, *protection from arrows*, *Rie's*

*lustful gaze***†, *see invisibility*; 3rd—*arcane parry***, *clairaudience/clairvoyance*, *dispel magic*, *suggestion*†; 4th—*charm monster*†, *detect scrying*, *lesser geas*†; 5th—*dominate person*†, *teleport*; 6th—*mass suggestion*†. Caster level 12th.

† Because of Spell Focus (enchantment), the save DC for these spells is 18 + spell level.

The bayou witch may also cast spells from the Secrets** domain as sorcerer spells.

Bayou Seers as Characters

Most bayou seers with class levels are sorcerers. Some bayou seers take levels in wizard or cleric, and it is not unheard of for them to become loremasters.

Bayou seer characters have the following racial traits.

— +4 Dexterity, +2 Intelligence, +2 Wisdom, +6 Charisma.

— Medium size.

— A bayou seer's base land speed is 30 ft.

— Racial Hit Dice: A bayou seer begins with 4 levels of monstrous humanoid, which provide 4 Hit Dice, a base attack bonus of +4, and base saving throw bonuses of Fort +1, Ref +4, Will +4.

— Racial Skills: A bayou seer's monstrous humanoid levels give it skill points equal to 7 x (2 + Int modifier, minimum 1). Its class skills are Bluff, Concentration, Diplomacy, Knowledge (arcana), Listen, Sense Motive, Spellcraft, Spot, and Use Magic Device. Bayou seers gain a +4 racial bonus on Bluff and Disguise checks.

— Racial Feats: A bayou seer's monstrous humanoid levels give it two feats.

— +1 natural armor bonus.

— Natural Weapons: Claws (1d4).

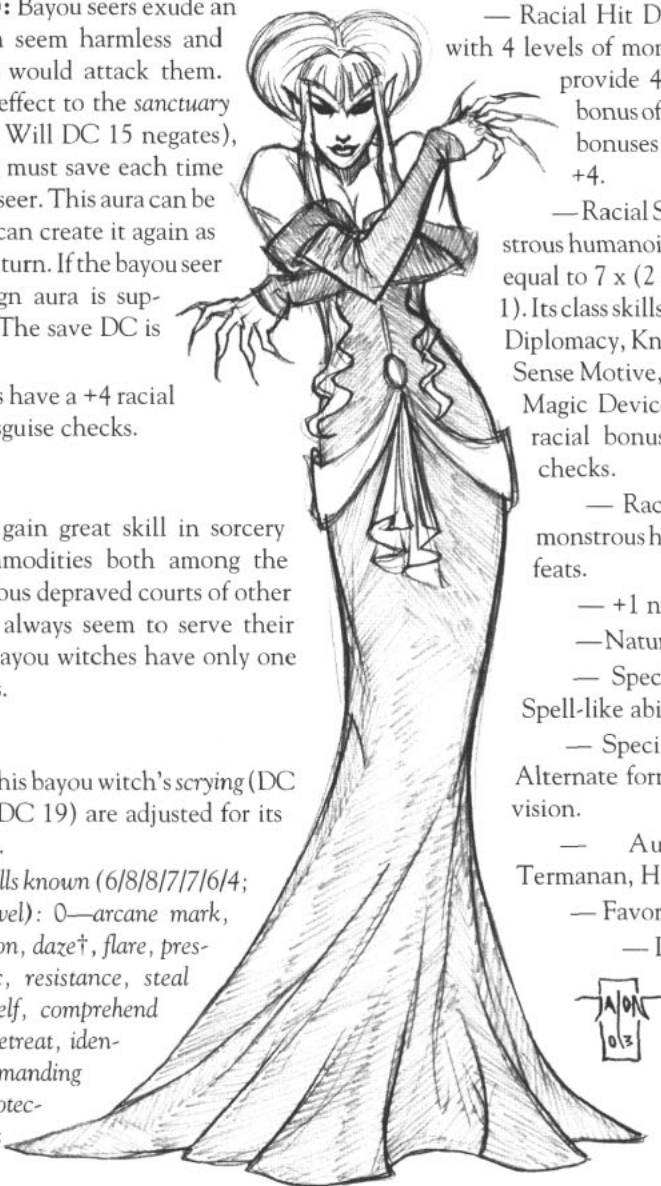
— Special Attacks (see above): Spell-like abilities, spells.

— Special Qualities (see above): Alternate form, benign aura, low-light vision.

— Automatic Languages: Termanan, High Elven.

— Favored Class: Sorcerer.

— Level Adjustment: +5



Carnival Krewe, The Piper

Medium Fey

Hit Dice:	17d6 (89 hp)
Initiative:	+8
Speed:	30 ft. (6 squares), swim 20 ft.
AC:	20 (+4 Dex, +6 +4 <i>glamered leather armor</i>), touch 14, flat-footed 16
Base Attack/Grapple:	+12/+12
Attack:	<i>Spellstoring dagger of venom</i> +17 (1d4+1/19–20)
Full Attack:	<i>Spellstoring dagger of venom</i> +17/+12/+7 (1d4+1/19–20)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Spell-like abilities, spells
Special Qualities:	Bardic abilities, damage reduction 10/cold iron, low-light vision
Saves:	Fort +5, Ref +14, Will +13
Abilities:	Str 10, Dex 19, Con 10, Int 16, Wis 17, Cha 26
Skills:	Balance +6, Bluff +23, Concentration +15, Craft (alchemy) +8, Diplomacy +25, Disguise +8 (+12 acting), Escape Artist +14, Gather Information +17, Hide +13, Intimidate +10, Jump +7, Listen +28, Move Silently +13, Perform (act) +13, Perform (dance) +13, Perform (oratory) +13, Perform (wind instruments) +20 [<i>pipe of command</i>], Perform (sing) +30, Ritual Casting +13, Sense Motive +12, Sleight of Hand +19, Spellcraft +13 (+15 deciphering scrolls), Spot +13, Swim +8, Tumble +14, Use Magic Device +14 (+16 scrolls), Use Rope +4 (+6 with bindings)
Feats:	Extend Spell, Heighten Spell, Improved Initiative, Spell Focus (enchantment), Student of Ritual**, Weapon Finesse
Environment:	Any
Organization:	Solitary (unique)
Challenge Rating:	18
Treasure:	Standard
Alignment:	Neutral evil
Advancement Range:	By character class
Level Adjustment:	—

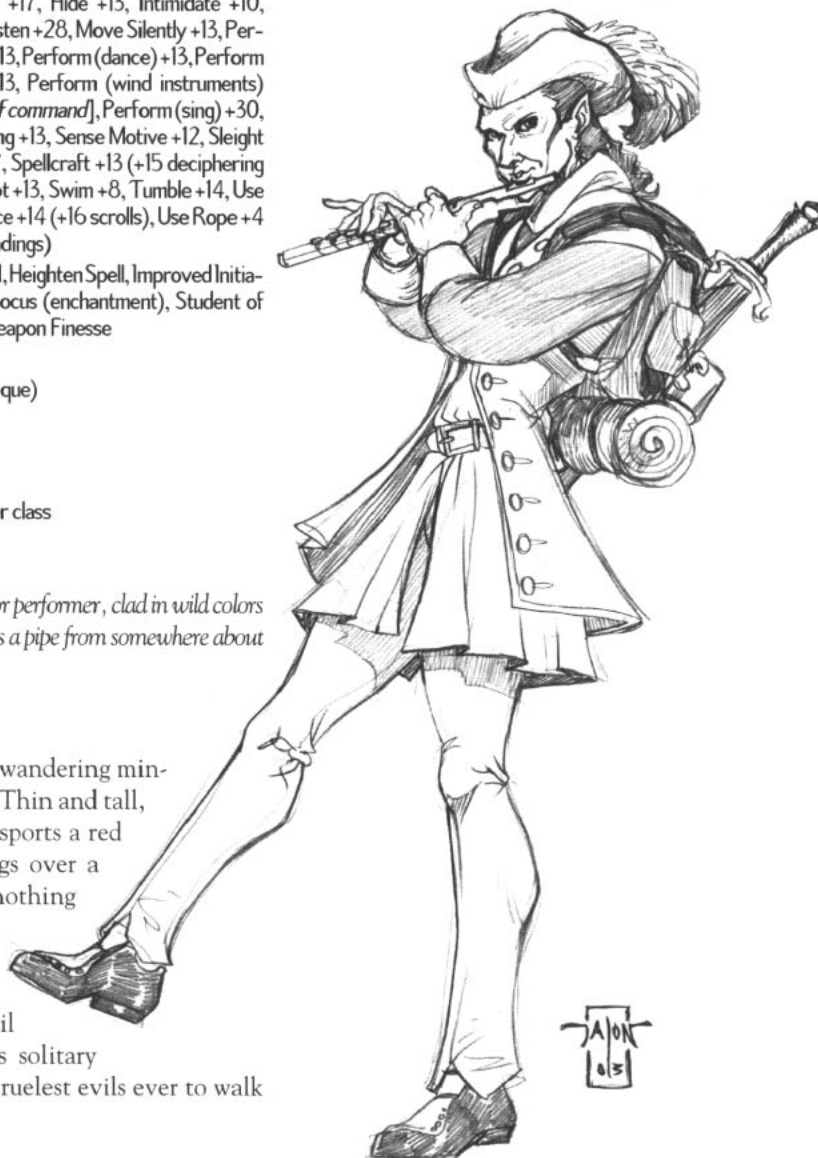
An elven-blooded minstrel or performer, clad in wild colors and wearing a bright red cap, pulls a pipe from somewhere about his waist and raises it to his lips.

Description

The Piper appears as a wandering minstrel of half-elven heritage. Thin and tall, he wears bright colors and sports a red cap. A traveling sack hangs over a shoulder. He looks like nothing more than a simple bard, traveling from village to village and playing his pipe. Few ever realize, at least until it is far too late, that this solitary being is one of the oldest, cruelest evils ever to walk upon Scarn.

The Piper's preferred practice is to enter small towns and villages, offering to help solve an "impossible" problem — often one of his own design — for a carefully appraised, exorbitant fee. The town elders agree, either because they don't believe he can succeed, or because they have been charmed by his natural allure or his magic. When the Piper succeeds at his boast and the townsfolk find they cannot pay (for the Piper always prices his services just beyond what his victims can possibly pay), he storms away angrily. Yet he always returns the next day, using his flute and his spells to steal their children away, bringing them to Blood Bayou. Rescuers have until the next full moon to act, but to date none have succeeded in winning these stolen children back from the Piper.

In the Bayou, under the light of the next full moon, the Piper uses the twisted forces of the Bayou (and the taint of Kadum) to reshape the captured children into



The Pipe of Command (Major Artifact)

This is a woodwind instrument similar to an oboe, designed in an ancient and unique style. It is also a magic item of incredible power, thought to have been a gift to the Piper from the Laughing Man himself. Any evil character who has at least 1 rank in Perform (wind instruments) receives a +5 bonus on Perform checks while playing the *pipe of command*, and also receives the effects of a *magic circle against good* spell while playing.

When the pipe is played by a character with at least 5 ranks in Perform (wind instruments), all creatures within 60 feet may be affected, if the player wills it, as if by the spell *dominate monster*. Creatures with 1 HD or less get no saving throw to avoid this effect; all other creatures in the area must make a DC 23 Will save to avoid it.

Creatures that *do* make the Will save are still affected as if by the spell *deep slumber* if they have 2 to 4 HD; those with 5 or more HD who make their Will saves are unaffected, and are, in fact, immune to its powers for 24 hours. The domination effect remains in place for as long as the instrument is played and for 1d4 rounds afterward (roll 1d4 separately for each affected creature once the piper stops playing).

evil fey: redcaps, malevolent sprites, dananshee, and others. Their innocence is stripped away, replaced by cruelty and a savage hunger. It is not known whether the Piper benefits in some way from this, or whether he merely does it for his own sadistic amusement.

The Piper's origin is unknown. Although he serves the Momus, he does so without bowing or scraping: they address each other as equals, both holding an amused glint in their eyes. The great sage Yugman has reportedly uncovered some fragmentary writings in an archaic dialect not used for over a thousand years — indeed, he attributes the text to the ancient slarecians — that translates roughly as “beware of him who sings with beauty but steals our children.”

Combat

The Piper considers physical combat beneath him, instead summoning monsters and swarms of vermin or using his *pipe of command* (see below) to dominate nearby creatures to fight on his behalf. He uses his other spells and his bardic music to demoralize and confuse the opposition if attacked. He always remains at a safe distance and flees before combat ends.

If the opposition appears to have the upper hand, he will use dominated innocents (particularly children) as living shields, even to the point of ordering them to impale themselves on enemy weapons, and use *dimension door* and/or *shadow walk* to reach safety. He is wicked and vengeful, though, and is likely to attack again at some later date, when his enemies are asleep, unsuspecting, or otherwise weakened.

The Piper always wears +4 *glamered leather armor* and a *cloak of charisma* +4, and he carries a *dagger of venom* with the *spell storing* ability, as well as his signature instrument, the legendary *pipe of command*.

Spell-Like Abilities: At will—*faerie fire*, *hide from animals* (DC 19), *pass without trace*; 3/day—*dimension door*, *entangle* (DC 19), *fog cloud*; 1/day—*commune with nature*, *longstrider*, *warp wood* (DC 20). Caster level 17th. The save DCs are Charisma-based.

Spells: The Piper casts spells as a 17th-level bard. He also has full access to spells from the *Entrancement***, *Evil*, and *Fey*** domains, as if they were bard spells known to him. The save DCs are Charisma-based.

Bard spells known (4/6/6/6/5/4/2; save DC 18 + spell level): 0—*dancing lights*, *daze*†, *filch**, *flare*, *light*, *lullaby*†; 1st—*comprehend languages*, *cure light wounds*, *expeditionary retreat*, *hideous laughter*†, *silent image*; 2nd—*alibi**†, *cat's grace*, *rend the sovereign soul*†, *summon swarm*, *virtue's curse***†; 3rd—*charm monster*†, *displacement*, *glibness*, *slow*; 4th—*dominate person*†, *greater invisibility*, *mask of virtue*‡, *summon monster IV*; 5th—*Austlinan's violent scream***, *doomwail**, *shadow walk*, *song of discord*†; 6th—*charm's aegis***†, *irresistible dance*†, *veil*.

† Because of Spell Focus (enchantment), the save DC for these spells is 19 + spell level.

‡ This spell can be found in **The Wise and the Wicked**.

Bardic Abilities: The Piper has all the class abilities of a 17th-level bard, including base attack, saves, skills, class features, and spells.

Skills: The Piper has a +4 racial bonus on Hide, Move Silently, Perform (sing), and Use Magic Device checks and a +8 racial bonus on Bluff, Diplomacy, Gather Information, Listen, Sleight of Hand, and Swim checks. He can always choose to take 10 on Swim checks, even if rushed or threatened.

The Krewe of Fey

Evil fey tend to be solitary creatures, but many acknowledge the Piper as their ruler. Together, they form a loosely-allied group known as the Krewe of Fey (they also call themselves the Unseelie Court, but there are a number of similar groups across Scarn that claim a similar title for themselves). They are the most secretive of the Krewes; no one knows their true numbers or their goals (except perhaps the Momus). This Krewe's members aren't concentrated in the Blood Bayou, but exist all across the Scarred Lands. Four times a year, a large number come forth at the Piper's command to pay homage to the Jack of Tears.

Carnival Krewe, Shark-Folk

Large Monstrous Humanoid (Aquatic)

Hit Dice:	8d8+40 (76 hp)
Initiative:	+0
Speed:	30 ft. (6 squares), swim 30 ft.
AC:	15 (-1 size, +6 natural), touch 7, flat-footed 15; on land 13
Base Attack/Grapple:	+8/+17
Attack:	Bite+12 melee (1d10+7/19–20) or shortspear +8 ranged (1d8+5)
Full Attack:	Bite +12 melee (1d10+5/19–20) and shortspear +7 melee (1d8+2/x3); or shortspear +8 ranged (1d8+5)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Blood frenzy, locking jaws
Special Qualities:	Amphibious, blindsense, darkvision 60 ft., fast healing 1, fish out of water, keen scent
Saves:	Fort +7, Ref +6, Will +5
Abilities:	Str 21, Dex 11, Con 20, Int 7, Wis 8, Cha 6
Skills:	Listen +5, Spot +5, Survival +1*, Swim +14
Feats:	Alertness, Improved Critical (bite), Power Attack
Environment:	Any aquatic or warm marsh
Organization:	Solitary, pair, shiver (3–6), school (7–12), raiding party (8–16, plus 1–2 blood krakens), or reef (10–40 plus 50% noncombatants and 1 leader of 3rd to 5th level)
Challenge Rating:	4
Treasure:	Standard
Alignment:	Usually lawful evil
Advancement Range:	By character class
Level Adjustment:	+5

A large, heavy-bodied creature emerges into view, looking for all the world like a bipedal shark. Its toothy maw grins at you savagely, and it moves clumsily on two muscular legs. As you watch, two arms with clawed hands unfold from its sides.

Description

When ordinary sharks were exposed to the blood of the titan Kadum, some grew disproportionately huge and malevolent. Others were transformed in different ways, and many of this latter group changed into fearsome amphibious humanoids: the shark-folk. Today, the shark-folk serve Queen Ran in the Jack of Tears' Krewe of Waves. They act as Ran's shock troops, attacking ships and raiding coastal settlements that fail to pay proper tribute to the queen or that have angered (or failed to amuse) the Jack of Tears.

When swimming, these creatures are almost indistinguishable from large, muscular sharks. Their clawed arms and legs are held tightly against their bodies and are extended only when the shark-

folk come on land. They can survive for several hours out of the water, and move as quickly as a human, fighting with their ferocious bites and slashing claws.

Shark-folk are not terribly intelligent, but can usually be counted on to follow the orders of the blood kraken who command them. There are rumors of independent gangs of wild shark-folk roaming the crimson waters of the Blood Sea.

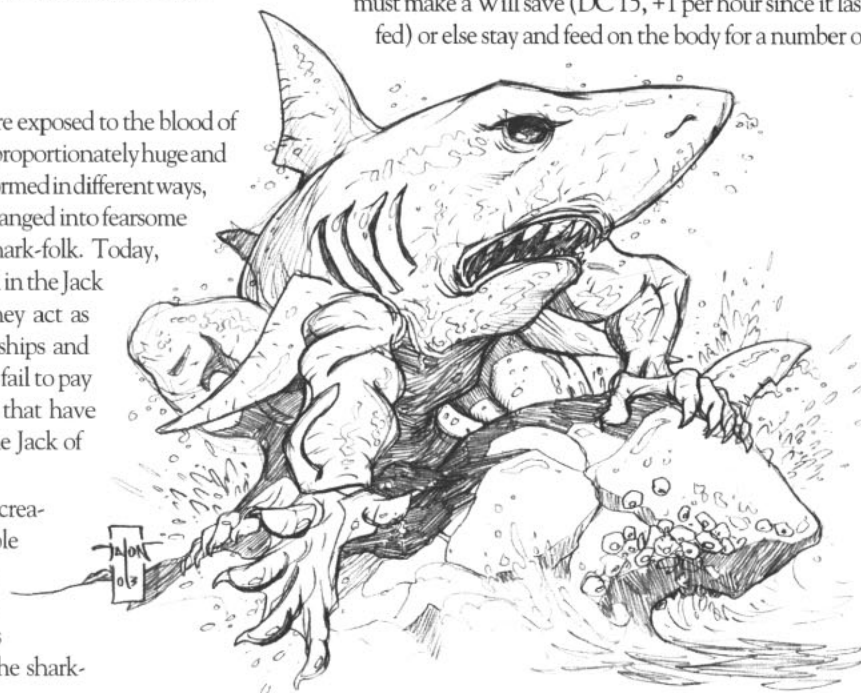
Combat

Shark-folk are not terribly agile, especially on land, but they are deadly opponents nonetheless. Their tactics are crude; in combat, shark-folk will gang up on wounded foes, biting and ripping at any available flesh until opponents are dead. They are not known for their discipline, and have been known to break off combat to swallow bloody gobbets of flesh — even that of their allies — before moving on to another foe.

Groups of shark-folk are normally commanded by blood krakens, which remain submerged nearby while their troops wade ashore or assault vessels. Once set in motion, shark-folk generally fight until slain or until all foes have been killed, so the presence of a blood kraken is somewhat superfluous after battle has been joined.

Blood Frenzy (Ex): When a shark-folk has not fed for at least an hour and smells fresh blood, it immediately goes into a killing frenzy, attacking the nearest foe or, if no foe is within 30 feet, the nearest creature. While frenzied, it gains a +4 bonus to Strength and Constitution, a +2 morale bonus on Will saves, and a –2 penalty to Armor Class. This frenzy lasts until the shark-folk has fed, or for a number of rounds equal to 3 + the shark-folk's current Constitution modifier (minimum 3 rounds), whichever comes first.

After it has killed an opponent, a frenzied shark-folk must make a Will save (DC 15, +1 per hour since it last fed) or else stay and feed on the body for a number of



rounds equal to 1 + the amount by which it failed its Will save. While feeding in this way, it is considered dazed.

Locking Jaws (Ex): When a shark-folk makes a successful bite attack, it may establish a hold as if it had made a successful grapple check. This is a free action, and does not provoke an attack of opportunity. A shark-folk that has a hold on an opponent may release its hold as a free action; if it begins its turn with an opponent held in its jaws, it deals bite damage automatically.

Amphibious (Ex): Shark-folk can breathe both air and water. However, they must make a Fortitude save (DC 15, +1 per hour out of water) each hour they remain out of water or take 1d8 points of nonlethal damage from dehydration.

Blindsense (Ex): Shark-folk can locate creatures underwater within a 30-foot radius. This ability works only underwater.

Fish Out of Water (Ex): When not in the water, shark-folk suffer a -2 circumstance penalty to AC and on Reflex saves.

Keen Scent (Ex): Shark-folk can notice creatures by scent in a 30-foot radius; they can smell fresh blood within 180 feet. Underwater, this scent ability extends to 150 feet; furthermore, shark-folk can detect blood in the water at ranges approaching a mile. Shark-folk can track bleeding creatures by scent.

Skills: Shark-folk have a +8 racial bonus on Swim checks. They can always choose to take 10 on Swim checks, even if rushed or threatened. They can use the run action while swimming, provided they swim in a straight line.

*A shark-folk tracking a creature by scent while underwater has a +4 racial bonus on Survival checks.

Shark-Folk Characters

Shark-folks' favored class is barbarian, and most shark-folk leaders are barbarians. Many also become fighters, and some rare few take levels in ranger, usually choosing humanoids as their favored enemies.

Charduni Battle Ram

Large Magical Beast	
Hit Dice:	4d10+8 (30 hp)
Initiative:	+3
Speed:	40 ft. (8 squares)
AC:	15 (-1 size, +3 Dex, +3 natural), touch 12, flat-footed 12
Base Attack/Grapple:	+4/+11
Attack:	Butt +6 melee (2d6+4/19-20 plus stun)
Full Attack:	Butt +6 melee (2d6+4/19-20 plus stun) and 2 hooves +1 melee (1d4+1)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Horns' virtue, powerful charge 3d6+4, stun
Special Qualities:	Darkvision 60 ft., dwarf traits, rise as undead
Saves:	Fort +6, Ref +7, Will +3
Abilities:	Str 17, Dex 16, Con 15, Int 5, Wis 12, Cha 6
Skills:	Balance +8, Listen +4, Spot +4
Feats:	Improved Bull Rush ^B , Improved Sunder, Power Attack
Environment:	Cold or temperate mountains
Organization:	Solitary or squad (3-10 with Ramriders)
Challenge Rating:	3
Treasure:	No coins; standard goods and items
Alignment:	Usually lawful evil
Advancement Range:	5-12 HD (Large)
Level Adjustment:	+3 (cohort)

It is a ram, certainly, but like none you have seen before. It stands at least five feet tall at the shoulder, but it is incredibly broad and muscular. Its eyes burn with ferocity, and its head sports two tightly curled, sharply ridged horns.

Description

During a pivotal point in the Titanswar, the charduni were suffering horrible losses against mounted

opponents, despite their superior numbers and training. After one such battle, a dwarf war hero appealed to Chardun. Because of his tenacity, agility, and great beard, this warrior had become known as "The Ram," which prompted him to wear a distinctive helm with curved ram's horns. "Great General," the Ram cried, "victory would be assured if only we had mounts of our own! I would gladly carry my brothers on my own back if only I could!" At this, Chardun was inspired and transformed the warrior into the first battle ram. Five hundred other charduni were soon chosen to receive this great blessing, and, riding upon these ferocious creatures, the charduni vanquished the titanspawn with ease.

Battle rams are the size of a large, stout pony, but weigh as much as a light warhorse. Though they resemble a cross between bighorn sheep and mountain goats, they are not in actuality related to either species and cannot reproduce with either. Battle rams are remarkably nimble, and can climb even the steepest of natural slopes. They have thick-boned skulls supporting massive, serrated, backward-curling horns that can inflict horrible wounds. Males and females both have horns, although those of males are slightly wider and more curled.

Battle rams have no society of their own, but they have a special place among the dark dwarves: Charduni treat battle rams like family members rather than simple beasts — because they often *are* family. When charduni recite their family lineages, they are always careful to include those members who became battle rams, and their descendants refer to them proudly as "Blessed Rams of Chardun."

The elite Ramriders are rowdy and proud dwarves, who often dye their own hair and beards and the coats of their partners — never “mounts” — in matching hues. Some Ramriders have been known to coat the horns of their ram partners with various poisons. It is also common for Ramriders to use various types of barding to armor their partners. A Ramrider trainee is paired with a battle ram when both are yet children, and the two are rarely apart from that day forward. If a battle ram’s partner dies but the ram survives, it is retired, often becoming a breeder. If a Ramrider loses his partner, he becomes a foot soldier and never rides again.

“Ram’s Day” is a Charduni religious holiday, characterized by revelry and tests of might, usually in the form of drunken head-butting contests.

Combat

Battle rams attack with their fearsome horns and hooves. They ram foes either by charging or rearing back on their hind legs and crashing their deadly horns into an opponent. Battle rams that fall honorably in battle are resurrected by the powers of Chardun and continue to serve him as undead. These skeletal beasts are often ridden by Chardun-slain, who were their Ramriders in life.

Battle rams will never accept a non-dwarf rider, and usually make every effort to kill anyone else who attempts to mount them.

Carrying Capacity: A light load for a charduni battle ram is up to 260 pounds; a medium load, 261–520 pounds; and a heavy load, 521–780 pounds. A battle ram can drag 3,900 pounds.

Horns’ Virtue (Ex): Charduni battle rams’ horns are considered magic weapons for the purpose of penetrating damage reduction. Further, their horns have a critical threat range of 19–20.

Powerful Charge (Ex): A battle ram normally begins combat with a charge attack. In addition to the normal benefits and hazards of a charge attack, this allows the beast to make a single butt attack that deals 3d6+4 points of damage. The save DC for the ram’s stun ability is increased by 2 on a charge.

Stun (Ex): Anyone struck by a battle ram’s butt attack must make a DC 15 Fortitude save or be stunned for 1 round. (If the battle ram is charging, the DC increases to 17.) The save DC is Strength-based.

Dwarf Traits (Ex): Charduni battle rams retain some of the racial traits of charduni (see Appendix Two of *Creature Collection Revised*), as follows:

— Battle rams can move at their normal speed even when wearing medium or heavy barding or when carrying a medium or heavy load (unlike other creatures, whose speed is reduced in such situations).

— **Stability:** A charduni battle ram gains a +4 bonus on ability checks made to resist being bull rushed or tripped when standing on the ground (but not when climbing, flying, riding or otherwise not standing firmly on the ground). This bonus stacks with the usual stability bonus for four-legged creatures.

— +2 racial bonus on saving throws against poison and disease.

— +1 racial bonus on saving throws against spells and spell-like effects.

Rise as Undead (Su): In the same manner as humanoid followers of Chardun, battle rams serve their evil god loyally and, if slain in battle, rise from the dead after 30 days. A risen battle ram gains the skeleton template (see MM).

Skills: Charduni battle rams have a +4 racial bonus on Balance checks.



Corpse Hound

Medium Magical Beast

Hit Dice:	5d10+15 (37 hp)
Initiative:	+3
Speed:	50 ft. (10 squares)
AC:	17 (+4 Dex, +3 natural), touch 14, flat-footed 13
Base Attack/Grapple:	+5/+7
Attack:	Bite +7 melee (1d8+3 plus necrotic bite)
Full Attack:	Bite +7 melee (1d8+3 plus necrotic bite)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Necrotic bite, trip
Special Qualities:	Damage reduction 5/magic, immunities, low-light vision, scent
Saves:	Fort +7, Ref +7, Will +1
Abilities:	Str 14, Dex 17, Con 17, Int 3, Wis 10, Cha 6
Skills:	Listen +4, Hide +5*, Spot +4, Survival +2*
Feats:	Alertness, Combat Reflexes
Environment:	Any land
Organization:	Solitary, pair, or pack (3–15)
Challenge Rating:	4
Treasure:	None
Alignment:	Always neutral
Advancement Range:	6–9 HD (Medium); 10–15 HD (Large)
Level Adjustment:	+3 (cohort)

You are confronted by a creature that looks like a big hyena with coarse grey fur and a black stripe down its back. It stalks toward you, a low growl emerging from its throat. Its breath stinks like weeks-old corpses.

Description

The corpse hound is not in actuality a hound, but rather a variety of hyena that has become adapted to an undead-infested environment. The corpse hound's diet consists almost entirely of carrion, even if much of this carrion is still animate: It hunts and devours zombies and other forms of lesser undead. At times, packs of these beasts have been known to bring down creatures as strong as ghouls, and unsubstantiated reports have credited them with bringing down wights and even vampires.

Ghouls are the only natural (so to speak) enemies of the corpse hound, as they often find themselves in competition for the same putrid feasts. Necromancers from Hollowfaust, in search of a breeding population of corpse hounds to study, have reported melees between huge packs of ghouls and hounds. It is said that there are large numbers of corpse hounds on the inhospitable Isle of the Dead, and that these creatures seem resistant to the necromantic effects that harm ordinary mortals, but this has not been

confirmed, as expeditions to the Ghoul King's realm are few, far between, and invariably disastrous.

While corpse hounds prefer to eat rotting flesh, they will bring down living prey for fresh meat if starving.

Combat

Corpse hounds are crafty hunters, usually employing tactics similar to those of hyena packs. Against more powerful opponents they are cautious (but fearless), rushing in and biting, then retreating to allow their necrotic bites to take their toll.

Necrotic Bite (Su): Corpse hound saliva have acidic and necromantic properties that break down rotting flesh so that the hounds can more easily digest their fetid diet. A corpse hound's bite deals 1d6 points of acid damage to undead or dead flesh.

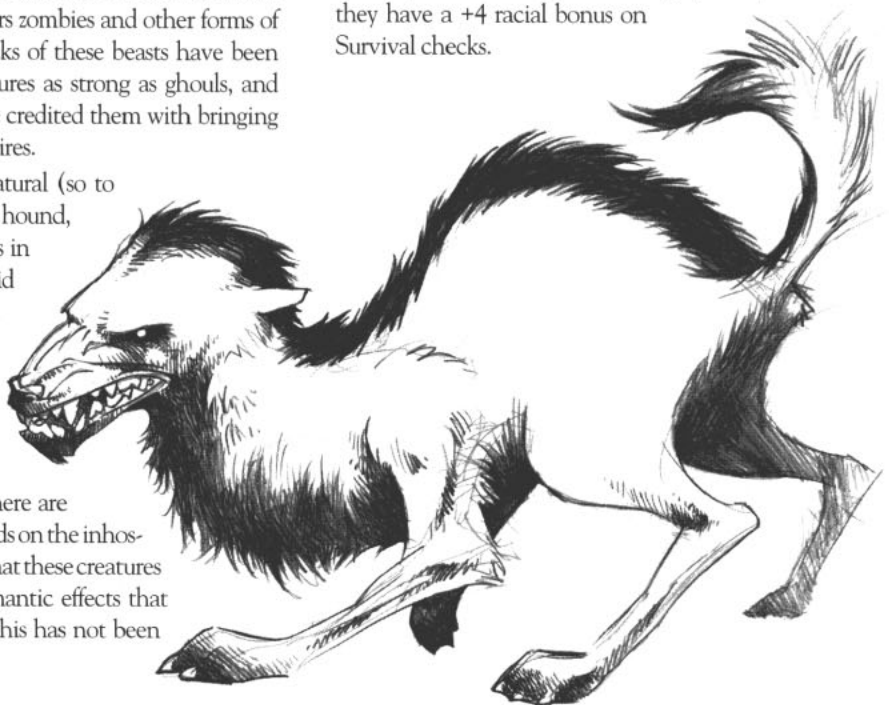
However, this enzyme is also harmful to living tissue: Bites from a corpse hound do not heal naturally and must be cured with magic. Further, living creatures bitten may also contract a magical rotting disease:

Hound's breath—injury, 1 day, DC 15, 1d3 Con. (The save DC is Constitution-based.)

Trip (Ex): A corpse hound that hits with its bite attack can attempt to trip the opponent (+7 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the target cannot react to trip the corpse hound.

Immunities (Ex): Corpse hounds are immune to disease, fear, paralysis, ability damage, and ability or energy drain.

Skills: *Due to their grayish-brown coloration, corpse hounds have a +4 racial bonus on Hide checks in barren landscapes or ruins. When tracking by scent, they have a +4 racial bonus on Survival checks.



Custodian, Ward

Medium Outsider (Custodian, Extraplanar, Good, Lawful)

Hit Dice:	10d8+40 (85 hp)
Initiative:	+8
Speed:	30 ft. (6 squares), fly 100 ft. (good)
AC:	30 (+1 Dex, +9 natural, +8 full plate, +2 shield), touch 14, flat-footed 27
Base Attack/Grapple:	+10/+15
Attack:	+3 defending longsword melee +18 melee (1d8+8/19–20)
Full Attack:	+3 defending longsword melee +18/+13 melee (1d8+8/19–20)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Spell-like abilities
Special Qualities:	Custodian traits, damage reduction 10/evil, danger sense, etherealness, harm's way, spell resistance 25, ward-bond
Saves:	Fort +11, Ref +11, Will +11
Abilities:	Str 20, Dex 18, Con 19, Int 16, Wis 19, Cha 19
Skills:	Concentration +17, Diplomacy +17, Heal +17, Hide +17, Intimidate +17, Knowledge (religion, plus any other one) +16, Listen +19, Search +17, Sense Motive +17, Spot +19
Feats:	Alertness, Combat Reflexes, Dodge, Improved Initiative
Environment:	Usually the Mithril Heavens
Organization:	Solitary or bond (1 ward custodian and its ward)
Challenge Rating:	13
Treasure:	No coins; standard goods; double items
Alignment:	Always lawful good
Advancement Range:	11–16 HD (Medium); 17–30 HD (Large)
Level Adjustment:	+9

The beautiful, saintly creature is like a tall winged human with vaguely elfin features, resplendent in golden armor and armed with sword and shield. You feel a great sense of peace and security in its presence.

Description

Ward custodians are sent by Corean to protect important people from danger. Madriel also employs many ward custodians, with Corean's blessings, although they are known as "guardian angels" when they serve in her Angelic Hierarchy. (Their leader in the Angelic Hierarchy is named Nazariel.) Regardless of their order, they watch over their charges from a position nearby on the Ethereal Plane, granting divine protection through their ward-bond. If the ward is in grave danger, a ward custodian will im-

mediately shift into the Material Plane and defend its charge to the best of its abilities.

Ward custodians appear as strong, noble humanoids, but they prefer to remain out of sight on the Ethereal Plane. Many people who have been guarded by one against the forces of darkness never knew they had such a powerful protector shielding them from harm.

Combat

Ward custodians materialize from the Ethereal Plane whenever their ward is threatened. They fight only to protect their ward or to defend themselves if their ward is in no danger.

Spell-Like Abilities: At will—*aid*, *command* (DC 15), *detect evil*, *dispel evil* (DC 19), *invisibility*, *protection from evil*, *remove fear* (DC 15), *sanctuary* (DC 15), *shield of faith*, *shield other*; 3/day—*discern lies* (DC 19), *plane shift*, *see invisibility*, *wall of fire* (DC 18); 1/day—*spell immunity*, *remove curse* (DC 17). Caster level 10th. The save DCs are Charisma-based.

Danger Sense (Su): Ward custodians can see a few seconds ahead into the future, sensing threats before they happen, with respect to their ward. Treat this ability as the spell *foresight*, with the ward as the subject.

Etherealness (Su): Ward custodians can shift back and forth between the Ethereal and the Material Planes at will as a move action. Once per day, they may become either ethereal or material as a free action.

Harm's Way (Ex): Once per round, if the ward custodian is in a square adjacent to its ward and the ward is targeted by a direct melee or ranged attack (but not an area effect), the custodian can subject itself to the attack in the ward's stead. If the attack hits the custodian, it takes damage normally. If it misses, it also misses the ward. The custodian must place itself in harm's way before the attack roll is made.

Ward-Bond (Su): If a ward custodian is on the same plane as its ward and within 5 feet, the ward gains a +2 bonus on all saving throws and spell resistance 25. At any time, the ward custodian may use any of its spell-like abilities that normally have a range of "personal" or "touch" on its ward from any distance. This ability works even if the custodian is ethereal and the ward is material (although they cannot otherwise be on different planes).



Custodian, Mosaic

Medium Outsider (Custodian, Extraplanar, Good, Lawful)

Hit Dice:	7d8+14 (45 hp)
Initiative:	+4
Speed:	30 ft. (6 squares), swim 30 ft.
AC:	21 (+4 Dex, +7 natural), touch 14, flat-footed 17
Base Attack/Grapple:	+7/+12
Attack:	Bite +12 melee (1d6+5); or adamantine warhammer +13 melee (1d8+5/x3)
Full Attack:	Bite +12 melee (1d6+5) and 2 slams +7 melee (1d6+2); or adamantine warhammer +13/+8 melee (1d8+5/x3) and bite +7 melee (1d6+2)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Spell-like abilities
Special Qualities:	Constructive field, custodian traits, damage reduction 10/evil, fast healing 2, sense structural integrity, spell resistance 23, stonecunning, vulnerability to sonic
Saves:	Fort +7, Ref +9, Will +8
Abilities:	Str 20, Dex 18, Con 15, Int 16, Wis 16, Cha 14
Skills:	Concentration +12, Craft or Profession (any three) +16, Disable Device +13, Knowledge (architecture and engineering) +13, Listen +13, Search +15, Sense Motive +13, Spot +15, Swim +13
Feats:	Improved Sunder ^B , Skill Focus (for each Craft/Profession skill known)
Environment:	Usually the Mithril Heavens
Organization:	Solitary, pair, or squad (3–5)
Challenge Rating:	8
Treasure:	No coins; double goods; standard items
Alignment:	Always lawful good
Advancement Range:	8–15 HD (Medium); 16–21 HD (Large)
Level Adjustment:	+7

The creature regards at you with small, intelligent eyes. It is slightly shorter than a human, but broader, and is covered in gleaming scales. Its face is slightly birdlike, with a small mouth like a beak.

Description

Mosaic custodians were made by Corean to create order and structure out of inanimate things. They are builders, not warriors, and have little taste for combat. A few of these creatures are also thought to serve Hedrada, whether as a gift from Corean or of their own free will, aiding mortals in their artistic endeavors. A great number of them serve Goran. Some powerful and evil mortals have enslaved mosaic custodians by magical means, and employ them to create wondrous architecture or formidable fortifications.

Combat

Although unwilling to fight, mosaic custodians make the most of their abilities in combat. They prefer to disable their opponents rather than killing them outright, and make full use of their adamantine warhammers and Improved Sunder feat in battle.

Spell-Like Abilities: At will—*animate objects*, *continual flame*, *dimension door*, *fly* (self only), *mending*, *soften earth and stone*, *water breathing* (self only); 7/day—*fabricate*, *make whole*, *minor creation*; 3/day—*cure light wounds*, *dispel evil* (DC 17), *spike stones* (DC 16), *stone shape*; 1/day—*major creation*, *plane shift*, *wall of stone* (DC 17). Caster level 7th. The save DCs are Charisma-based.

Constructive Field (Su): All objects, items, and structures within 60 feet of a ward custodian, including constructs, “heal” 1 hit point per minute. The mosaic custodian may suppress or renew this power as a free action.

Sense Structural Integrity (Ex): As a full-round action, a mosaic custodian may determine the hardness, hit points, and Break DC of any object or structure it sees.

Stonecunning (Ex): Mosaic custodians have the stonecunning ability, as the dwarf racial trait of the same name.

Skills: Mosaic custodians have a +2 racial bonus on Spot and Search checks, and a +8 racial bonus on Swim checks. They can always choose to take 10 on Swim checks, even if rushed or threatened.



Daemon, Assassin

Medium Outsider (Daemon, Evil, Extraplanar)

Hit Dice:	7d8+14 (48 hp)
Initiative:	+10
Speed:	30 ft. (6 squares)
AC:	24 (+6 Dex, +4 natural, +4 deflection), touch 20, flat-footed 20
Base Attack/Grapple:	+7/+9
Attack:	+2 <i>keen dagger</i> +15 <i>melee</i> (1d4+4/17–20 and poison)
Full Attack:	+2 <i>keen dagger</i> +15/+10 <i>melee</i> (1d4+4/17–20 and poison)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Death attack, sneak attack +4d6, poison, spell-like abilities, spells
Special Qualities:	Assassin features, daemon traits, damage reduction 10/good, improved uncanny dodge, incorporeality, spell resistance 25, telepathy 100 ft., uncanny dodge, unremarkable
Saves:	Fort +7, Ref +11, Will +7
Abilities:	Str 14, Dex 23, Con 14, Int 16, Wis 15, Cha 19
Skills:	Balance +16, Concentration +12, Disguise +22, Escape Artist +16, Hide +24, Listen +12, Move Silently +24, Open Lock +16, Search +13, Sense Motive +12, Spot +12
Feats:	Dodge, Improved Initiative, Weapon Finesse
Environment:	Usually the Blackest Pit of Belsameth
Organization:	Solitary
Challenge Rating:	11
Treasure:	No coins; no goods; standard items
Alignment:	Always neutral evil
Advancement Range:	8–21 HD (Medium)
Level Adjustment:	+8

The figure seems very ordinary, and not at all threatening in appearance. Strangely, you cannot determine its race or even its sex, even as you focus attention upon it.

Description

Crafted from the souls of Belsameth's most skilled and efficient assassins, these fiends are servants of the Goddess of Murder. The Slayer has reportedly promised to make Talina Som, the head of the Cult of Ancients, into such a creature once her usefulness on Ghelspad is at an end. Som therefore does not fear her own death, and even looks forward to it eagerly, for dying means she will become an even more effective (and eternal) servant of her goddess.

An assassin daemon looks anything but daemonic. In fact, it looks like an entirely ordinary humanoid, blending easily into crowds and slipping past the most observant guards. It is this undistinguished appearance that gives assassin daemons their power, for they are able to go almost anywhere without being noticed.

Combat

A relentless killer, this daemon wields a +2 *keen dagger* that crumbles to dust if it is ever separated from its owner. Typically, the daemon uses incorporeality to gain access to a target, and then strikes as quickly and inconspicuously as possible. Often, it is able to carry out its assignment and kill its victim(s) without ever being noticed.

Poison (Su): An assassin daemon's dagger is automatically and continually coated in a virulent poison—injury, DC 17, 1d6 Con/1d6 Con. The save DC is Charisma-based.

This ability functions only with the assassin daemon's +2 *keen dagger*, and not with any other weapon it might wield. This is an ability of the daemon, not of the dagger.



Spell-Like Abilities: At will—*assassin's senses**, *darkness*, *disappear**, *find traps*, *greater teleport* (self plus 50 pounds of objects only), *misdirection* (DC 16); 3/day—*bloodied blade***, *invisibility*, *locate creature*, *lure*** (DC 17), *see invisibility*; 1/day—*discern location*, *greater invisibility*. Caster level 7th. The save DCs are Charisma-based.

Spells: Assassin daemons can cast arcane spells as 7th-level assassins. The save DCs are Intelligence-based.

Typical assassin spells known (4/4/3; save DC 13 + spell level): 1st—*ghost sound*, *jump*, *obscuring mist*, *true strike*; 2nd—*alter self*, *cat's grace*, *fox's cunning*, *undetectable alignment*; 3rd—*deeper darkness*, *magic circle against good*, *nondetection*.

Assassin Features (Ex): Assassin daemons have all the class abilities of an assassin whose level equals the daemon's HD, including death attack (Fort DC 20), sneak attack (+4d6), spells, uncanny dodge, and improved uncanny dodge.

Incorporeality (Su): An assassin daemon can become incorporeal at will as a standard action (see "Incorporeality" in the DMG, Chapter 8: Glossary). While incorporeal, it retains its damage reduction 10/good, but loses its natural armor bonus to AC (reducing its AC to 20). Returning to a corporeal state is likewise a standard action.

Unremarkable (Su): Creatures must make a DC 17 Will save to notice an assassin daemon, even if it is fully corporeal and standing in the open. (The save DC is Charisma-based.) A creature affected by this ability will afterwards remember the daemon as an ordinary, nondescript member of whatever gender and species the assassin daemon wishes. If the daemon attacks or otherwise takes an overtly hostile action, this ability is negated, although in this case it might still remain unnoticed due to its other magic or a successful Hide check.

Skills: Assassin daemons have a +8 racial bonus on Disguise, Hide, and Move Silently checks.

Daemon, Belsameth's Watchman

Large Outsider (Daemon, Evil, Extraplanar)

Hit Dice:	9d8+27 (67 hp)
Initiative:	+3
Speed:	40 ft. (8 squares)
AC:	22 (–1 size, +3 Dex, +10 natural), touch 12, flat-footed 19
Base Attack/Grapple:	+9/+22
Attack:	Bite +13 melee (2d6+5) or claw +13 melee (1d6+5)
Full Attack:	Bite +13 melee (2d6+5) and 2 claws +11 melee (1d6+2)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Spell-like abilities, <i>summon daemon</i> , touch the intangible
Special Qualities:	Blindsight 90 ft., daemon traits, damage reduction 10/good, sight, spell resistance 20, stalwart, telepathy 100 ft., unavoidable gaze
Saves:	Fort +9, Ref +9, Will +9
Abilities:	Str 21, Dex 16, Con 17, Int 11, Wis 16, Cha 14
Skills:	Concentration +15, Escape Artist +15, Hide +15, Intimidate +14, Jump +17, Listen +17, Search +22, Spot +27
Feats:	Alertness, Improved Grapple, Multiattack, Power Attack
Environment:	Usually the Blackest Pit of Belsameth
Organization:	Solitary
Challenge Rating:	9
Treasure:	No coins; standard goods; standard items
Alignment:	Always neutral evil
Advancement Range:	10–18 HD (Large); 19–27 HD (Huge)
Level Adjustment:	+7

The monster's scaled, muscular body is covered with dozens of glaring red eyes. These eyes fix you with a fearsome stare from which you find it almost impossible to look away

Description

These daemons appear as large, scaly humanoids with hundreds of glowing red, lidless eyes. They never need to sleep, and are assigned to guard the weak points between the Blackest Pit and the Material Plane, making sure that none of the damned flee from Belsameth's captivity into the world of the living. If a soul does escape, Belsameth will dispatch a watchman daemon to secure and drag it back.

Belsameth's watchmen are rarely encountered in the Scarred Lands. When they appear, they are usually hunting down escaped souls or they have been conjured by Belsameth's priesthood to serve as sentries, a task at which they excel. Some of the cities in Asherak have bound these daemons to their service and use them as guards and warriors.

Combat

When attacking those who have escaped their mistress's dark realm, Belsameth's watchmen use their mighty clawed hands to grasp and hold their quarry. If they are simply defending themselves or Belsameth's realm, they use their spell-like abilities to great effect before rending their foes limb from limb with claws and bite.

Spell-Like Abilities: At will—*darkness*, *detect good*, *dimensional anchor*, *discern location*, *greater teleport* (self plus 50 pounds of objects only), *profane stare*** (DC 17), *protection from good*, *righteous might*; 3/day—*eyebite* (DC 18), *smite**; 1/day—*plane shift*. Caster level 9th. The save DCs are Charisma-based.

It may use *discern location* only on a creature that has somehow escaped Belsameth's Blackest Pit.

Touch the Intangible (Su): Belsameth's watchmen can touch, attack, and grapple incorporeal creatures normally.

Sight (Ex): Belsameth's watchmen can see in all directions at once, and thus cannot be flanked. Further, they can continually see as if with the spell *true seeing*.

Stalwart (Su): A Belsameth's watchman receives a +10 bonus to its spell resistance (increasing its SR to 30) against any spell or effect that would cause it to quit or forgo its duty, such as *charm monster*, *symbol of sleep*, *teleport other*, etc. This does not apply to spells that simply deal damage, but only those whose effects would directly incapacitate, translocate, or coerce the daemon from its post.

Summon Daemon (Sp): Three times per day, a Belsameth's watchman can attempt to summon an-

other Belsameth's watchman with a 30% chance of success.

Unavoidable Gaze (Ex): Due to the eyes all over a watchman daemon's body, a creature that tries to avoid looking directly at it (such as to avoid its *eyebite* ability) has only a 20% chance of doing so successfully, rather than the usual 50%. Further, the watchman may use its *profane stare* and *eyebite* abilities, as well as any other gaze attacks it might develop, simultaneously on any number of target creatures within range, rather than on a single target.

Skills: Due to their many eyes, Belsameth's watchmen have a +10 racial bonus on Search and Spot checks.



Daemon, Dread Child

Small Outsider (Daemon, Evil, Extraplanar)

Hit Dice:	8d8 (36 hp)
Initiative:	+3
Speed:	20 ft. (4 squares)
AC:	15 (+1 size, +3 Dex, +1 natural), touch 14, flat-footed 12
Base Attack/Grapple:	+8/+2
Attack:	Dagger +7 melee (1d4–2)
Full Attack:	Dagger +7/+2 (1d4–2)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Dreadgaze, fear aura, spell-like abilities, <i>summon daemon</i>
Special Qualities:	Daemon traits, damage reduction 10/bludgeoning and good, regeneration 5, spell resistance 24, telepathy 60 ft., tongues
Saves:	Fort +6, Ref +9, Will +9
Abilities:	Str 7, Dex 16, Con 10, Int 17, Wis 17, Cha 20
Skills:	Balance +12, Bluff +16, Concentration +11, Diplomacy +12, Disguise +16, Escape Artist +16, Hide +18, Intimidate +13, Listen +16, Move Silently +14, Sense Motive +14, Spot +16
Feats:	Agile, Alertness, Dodge
Environment:	Usually the Blackest Pit of Belsameth
Organization:	Solitary or pair
Challenge Rating:	12
Treasure:	No coins; no goods; standard items
Alignment:	Always neutral evil
Advancement Range:	9–24 HD (Small)
Level Adjustment:	+11

The child is small and vulnerable-looking. As it notices you, its face lifts into a wide grin.

Description

The first historical record of the daemons known as dread children is in an old diary belonging to the human wizard Lardanna. On the outskirts of the Fiendwood — now known as Geleeda's Grove — she and her companions encountered a little girl who claimed to have wandered from her home. Dismissing Lardanna's unease, the group took the girl in, feeding and com-

forting her as they set up camp for the night. Awakening later from a bloody nightmare, Lardanna found her companions viciously murdered, while nearby the little girl chanted a horrid nursery rhyme while skipping rope with the intestines of one of the wizard's companions. Lardanna fled, and fortunately the daemon did not pursue, leaving her alive to tell her story.

Dread child daemons look like human children (usually girls, but occasionally boys) between 6 and 9 years of age; occasionally they resemble children of other humanoid races. There is always something odd or disturbing about them, which most observers don't notice until it is too late: sometimes it's a minor physical oddity such as pale skin, or an eerie, unblinking gaze, while other times it is merely a vague unease or prickling sensation at the back of the neck. A dread child's general mood usually appears to be one of great sadness, apathy, or disgust, except when it is thinking about killing



or actually engaged in the act, when it reveals a wide, perverse smile of pleasure.

These powerful daemons are crafted by Belsameth from the souls of those who died of childhood neglect, ritual sacrifice, murder, or abuse. Not content with the seductresses and assassins who normally serve her, and seeking greater levels of depravity and decadence, the goddess saw the dark possibilities offered by daemons in the form of innocent children.

When not found in the barren landscapes of Belsameth's home plane, dread children appear in a variety of pitiful guises: the ragged street urchin, the injured child who has fallen down a ravine and begs for aid, the little girl drowning on an icy lake or, as in Lardanna's case, the terrified child lost in a dark and forbidding forest. No ruse or scheme is beneath these creatures, for they are driven by the memory of the pain that they suffered in life at the hands of mortals; they have also been known to lure gullible victims into committing the most foul and horrific acts.

Given their personal histories, these daemons rarely target children for their attacks.

Combat

Just before attacking, a dread child daemon typically casts *unholy blight* and then activates its fear aura. If it has the luxury of time, it uses *hold person*, *suggestion*, or *telekinesis* on potentially dangerous melee combatants. Dread child daemons avoid melee combat as much as possible, preferring instead to stack the deck in their favor with *darkness*, *dimension door*, *invisibility*, and other spell-like abilities. Unless forced, they physically attack only helpless or held targets.

Dread children prefer bloody and painful fates for their victims, but if they fear defeat or destruction, they try to escape via *ethereal jaunt* or *plane shift*.

Dread Gaze (Su): At will, as a standard action, a dread child daemon can kill victims with the sheer intensity of its hateful glare. This is a gaze attack that functions as the spell *finger*

of death (caster level 16th; Fort DC 23). Any creature that makes a successful saving throw against this ability cannot be affected again by that dread child daemon's dread gaze for 24 hours. The save DC is Charisma-based.

Fear Aura (Su): Free action, as the *fear* spell (DC 19); 15-foot radius. Any creature that makes a successful saving throw cannot be affected again by that daemon's fear aura for 24 hours. Caster level 8th. The save DC is Charisma-based.

Spell-Like Abilities: At will—*alter self*, *charm monster* (DC 19), *clairaudience/clairvoyance*, *darkness*, *death knell* (DC 17), *detect good*, *detect thoughts* (DC 17), *dimension door*, *doom* (DC 16), *ethereal jaunt* (self plus 50 pounds of objects only), *hold person* (DC 17), *invisibility* (self only), *levitate*, *protection from good* (self only), *rabbit feet**, *telekinesis* (DC 20); 6/day—*deeper darkness*, *modify memory* (DC 18), *rend the sovereign soul** (DC 17), *suggestion* (DC 18), *vampiric touch* (DC 18); 2/day—*major image* (DC 18), *nightmare* (DC 20), *see invisibility*; 1/day—*plane shift*, *unholy blight* (DC 19). Caster level 8th. The save DCs are Charisma-based.

Regeneration (Ex): Good weapons deal normal damage to dread child daemons, as do spells or effects with the good descriptor. A dread child daemon that loses part of its body mass can regrow it in 2d6 minutes. Holding the severed portion against the mass causes it to reattach instantly.

Summon Daemon (Sp): Once per day, a dread child can attempt to summon another dread child daemon or 2 despairs (see **Creature Collection II**) with a 50% chance of success. Once per week, a dread child can attempt to summon Belsameth's herald, Sashanae the Corrupted (see **The Divine and the Defeated**), with a 5% chance of success.

Tongues (Su): Dread child daemons can speak with any creature that has a language, as though using the *tongues* spell (caster level equals the daemon's HD). This ability is always active.

Daemon, Jade Empress

Medium Outsider (Daemon, Evil, Extraplanar)

Hit Dice:	6d8+24 (51 hp)
Initiative:	+3
Speed:	30 ft. (6 squares), fly 50 ft. (poor)
AC:	20 (+3 Dex, +7 natural), touch 13, flat-footed 17
Base Attack/Grapple:	+6/+10
Attack:	+1 <i>greatsword</i> +10 melee (2d6+7/19–20) or wing rake (1d8+4/18–20)
Full Attack:	+1 <i>greatsword</i> +10/+5 melee (2d6+7/19–20) and 2 wing rakes +5 melee (1d8+2/18–20)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Serrated wings, spell-like abilities, <i>summon daemon</i>
Special Qualities:	Daemon traits, damage reduction 10/good, spell resistance 19, telepathy 100 ft.
Saves:	Fort +9, Ref +8, Will +6
Abilities:	Str 19, Dex 16, Con 19, Int 16, Wis 13, Cha 20
Skills:	Balance +10, Bluff +14, Concentration +13, Diplomacy +14, Escape Artist +12, Intimidate +14, Knowledge (any one) +12, Listen +10, Move Silently +10, Sense Motive +10, Spot +10, Survival +5
Feats:	Cleave, Dodge, Power Attack
Environment:	Usually the Blackest Pit of Belsameth
Organization:	Solitary
Challenge Rating:	8
Treasure:	Standard
Alignment:	Always neutral evil
Advancement Range:	7–12 HD (Medium); 13–18 HD (Large)
Level Adjustment:	+6

The creature looks like an elf with unnaturally pale skin and a sultry, seductive gaze. From her back sprout two bony, jade-green winglike extrusions, bristling with spines and razor-sharp ridges.

Description

Jade empresses' bony "wings" allow limited flight, but they are more useful as weapons. These wings range from jade green to a greenish-white, providing the daemon part of her name; the title "empress" comes from the regal disdain these daemons show other races — including other daemons.

Jade empresses were initially released onto the Material Plane from the dimensional rifts that appeared over the Eternal Isle when the titans sought to destroy the Citadel of the Rose. The first of them appeared as elven females to better seduce and destroy the Citadel's forces. Their seduction attempts often failed even among the haughty elves, however, as the daemons' irrepressible arrogance turned their intended conquests awry.

Some believe that the jade empresses are Belsameth's creations, or else creations of her herald Sashanae the Corrupted, but most think them to be extradimensional creatures summoned by the titans. They are rare outside the continent of Ternana.

Combat

A jade empress attacks with her +1 *greatsword* (a jagged blade crafted from one of her own molted wings) and with her wickedly sharp wings. She typically uses her spell-like abilities to turn females against males.

Jade empress daemons can voluntarily shed their bone wings at will, although they are loathe to do so without good reason. A jade empress without wings is virtually indistinguishable from a female high or forsaken elf (a DC 30 Spot check reveals something exotic about her, but nothing more). Once the wings are shed, the empress cannot fly; she can cause her wings to regrow with 1 full hour of concentration (DC 15 Concentration check).

Serrated Wings (Ex): A jade empress's bony wings have a hardness of 15 and 30 hp each. When used as weapons, they have a critical threat range of 18–20.

Spell-Like Abilities: At will—*charm person* (DC 16), *darkness*, *detect good*, *detect thoughts* (DC 17), *levitate*, *protection from good* (self only); 3/day—*suggestion* (DC 18); 1/day—*plane shift*. Caster level 6th. The save DCs are Charisma-based.

Summon Daemon (Sp): Once per day, a jade empress daemon can attempt to summon another jade empress daemon with a 40% chance of success.



Daemon, Mantis Spider

Large Outsider (Daemon, Evil, Extraplanar)

Hit Dice: 8d8+24 (60 hp)
Initiative: +6
Speed: 40 ft. (8 squares), climb 40 ft.
AC: 20 (–1 size, +2 Dex, +9 natural), touch 11, flat-footed 18
Base Attack/Grapple: +8/+17
Attack: Claw +12 melee (2d6+5)
Full Attack: 2 claws +12 melee (2d6+5) and bite +10 melee (1d8+2 plus poison)
Space/Reach: 10 ft./5 ft.
Special Attacks: Improved grab, poison, spell-like abilities, *summon daemon*, web
Special Qualities: Daemon traits, damage reduction 10/good, spell resistance 18, telepathy 100 ft.
Saves: Fort +9, Ref +8, Will +9
Abilities: Str 20, Dex 15, Con 16, Int 13, Wis 16, Cha 13
Skills: Climb +24, Hide +9, Jump +20, Listen +14, Move Silently +13, Search +12, Sense Motive +14, Spot +18, Survival +14 (+16 following tracks)
Feats: Improved Initiative, Multiattack, Track
Environment: Usually the Blackest Pit of Belsameth
Organization: Solitary
Challenge Rating: 8
Treasure: Standard
Alignment: Always neutral evil
Advancement Range: 7–12 HD (Large); 13–24 HD (Huge)
Level Adjustment: —

The creature looks like an enormous spider covered in heavy armor plates, and its two front legs are grown into wicked scythe-claws.

Description

Jealous of the fear and respect that her mother Belsameth garners from her fiendish servitors, the demigoddess Sethris the Venom Queen has recently begun to fashion her own fearsome servants. Reshaping the souls of her most bitter and fanatical human and spider-eyed goblin worshippers, Sethris created these horrid daemons, with wicked forearm blades like those of a praying mantis. All the rage and jealousy that the Venom Queen fosters in her servants is transformed into a potent acidic venom that drips from the daemon's mandibles. Sethris sends these mantis spiders either to enact her own petty vengeance against those who offend her or to aid worthy mortal servants.

Combat

A mantis spider daemon prefers to follow its prey for as long as possible, learning its strengths and weaknesses. When attacking, they typically wait until the prey is isolated, and then ambush it from above.

Improved Grab (Ex): To use this ability, the mantis spider must hit with both claw attacks.

Poison (Ex): Bite, Fort DC 17, 1d8 Con/1d8 Con and 1 Con drain.

Spell-Like Abilities: At will—*detect good*, *dimensional anchor*, *grim feast**, *knock*, *protection from good* (self only); 3/day—*shield of faith*, *slay living* (DC 16); 1/day—*unholy blight* (DC 15). Caster level 8th. The save DCs are Charisma-based.

Web (Ex): Mantis spider daemons may create and use webs as monstrous web-spinning spiders two sizes larger than themselves. (Thus, a Large mantis spider daemon uses its web as a web-spinning Gargantuan monstrous spider.) See Chapter 3: Vermin in the MM for more information on monstrous spiders' webs.

Summon Daemon (Sp): Twice per day, a mantis spider daemon can attempt to summon another mantis spider daemon with a 30% chance of success.

Skills: Mantis spider daemons have a +4 racial bonus on Jump and Spot checks and a +8 racial bonus on Climb checks. They can always choose to take 10 on Climb checks, even if rushed or threatened.



Daemon, Pride

Large Outsider (Daemon, Evil, Extraplanar)

Hit Dice:	10d8+40 (85 hp)
Initiative:	+5
Speed:	40 ft. (8 squares)
AC:	22 (–1 size, +5 Dex, +8 natural), touch 14, flat-footed 17
Base Attack/Grapple:	+10/+16
Attack:	Claw +11 melee (1d4+2 plus poison) or throwing blade +15 ranged (1d3+2 plus poison)
Full Attack:	6 claws +11 melee (1d4+2 plus poison) or 6 throwing blades +15 ranged (1d3+2 plus poison)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Aura of pride, poison, spell-like abilities, spells, <i>summon daemon</i> , throwing blades
Special Qualities:	Daemon traits, damage reduction 10/good, fast healing 5, master of wands, spell resistance 25, telepathy 100 ft.
Saves:	Fort +11, Ref +12, Will +11
Abilities:	Str 15, Dex 20, Con 18, Int 22, Wis 19, Cha 23
Skills:	Bluff +23, Concentration +17, Diplomacy +23, Escape Artist +18, Hide +14, Intimidate +19, Knowledge (arcana) +25, Knowledge (the planes, plus any one) +19, Listen +17, Move Silently +18, Sense Motive +21, Spellcraft +27, Spot +17
Feats:	Craft Wand, Empower Spell, Heighten Spell, Weapon Focus (throwing blade)
Environment:	Usually the Blackest Pit of Belsameth
Organization:	Solitary or Triumvirate (with anger demon and fear devil)
Challenge Rating:	13
Treasure:	No coins; no goods; double items (usually wands and staves)
Alignment:	Always neutral evil
Advancement Range:	11–22 HD (Large); 23–30 HD (Huge)
Level Adjustment:	—

The tall, cloaked, emaciated creature looks similar to a white-skinned elf. Its face is contorted in a sneer of overweening pride.

Description

Pride daemons are self-indulgence and hubris given form by vengeful Belsameth, that those sins might bring even greater torment and despair to mortals. These cunning plotters wrap themselves in black-hooded cloaks and travel the mortal world enacting convoluted schemes of deception and trickery. They are most often found in the courts of nobles and kings, whispering honeyed words and dark messages to the vain and ambitious.

Few ever see the pride daemon's true form beneath its black cloak — an 8-foot-tall, emaciated creature with six spindly arms, each hand ending in venom-dripping claws. When angered or annoyed, the daemon's eyes glow an unearthly red.

Combat

Pride daemons avoid melee combat whenever possible, preferring to allow sturdier minions or allies deal

with physical assaults. In such cases, they hang back using their items, spells and spell-like abilities, and throwing blades to wear down their enemies from a distance.

The daemon's spell-like abilities allow it to scout and assess a situation well before it appears, and it is rarely fooled by illusions or subterfuge. A pride daemon is a patient and cunning foe and will retreat if faced with dangerous or uncertain odds, observing from a distance and returning when its victims are more vulnerable and victory is assured.

Pride daemons always have a number of wands with them, and sometimes carry magic staves as well. Commonly wielded wands include *bull's grace***, *charm monster*, *contagion*, *enervation*, *fireball*, *lightning bolt*, *malaise***, *polymorph other*, *ray of enfeeblement*, *shadow conjuration*, *stinking cloud*, and *wall of fire*. Common staves include *fire*, *frost*, *Hornsaw wood**, *swarming insects*, or even *night everlasting***. Of course, they may carry other wands or staves as well.

If destroyed, the pride daemon's body disappears in a flash of grey-streaked white flame, leaving behind only the magical wands and staves it carried. These items seem normal, but when the wands are used, the curse of the pride daemon's touch manifests itself. In addition to draining charges from the wand as usual, each use of a pride daemon's wand also drains a point of Constitution permanently from any user who is not a pride daemon. Removing this curse from the item requires a *remove curse* from a divine caster who worships Belsameth (and the item can then still only be used safely by a worshipper of the Slayer), or else a *break enchantment* (against caster level 16th), *limited wish*, *wish*, or *miracle* spell.

Aura of Pride (Su): Any living creature within 90 feet of a pride daemon that does not worship Belsameth must make a DC 21 Will save or be overcome with an insidious feeling of superiority bordering on delirium. Those who fail the save suffer a –4 penalty on Concentration checks and on all Charisma-based checks for as long as they remain within the area of effect and for 2d6 rounds afterward. Worse, if any being disagrees with or otherwise questions the judgment of any affected creature, that creature must make a second DC 21 Will save or attack the offending being, as if under the effects of the spell *song of discord*. It is thus possible for entire groups, especially those that are fractious to begin with, to set upon one another until none are left standing.

A creature that successfully saves against the aura of pride cannot be affected by the same daemon's aura for 24 hours. The save DCs are Charisma-based. This ability is a mind-affecting compulsion.

Poison (Ex): Claw or throwing blade, Fort DC 19, 1d4+1 Int/1d4 Int and 1 Int drain.

Spell-Like Abilities: At will—*arcane eye*, *arcane sight*, *darkness*, *detect good*, *detect thoughts* (DC 18),

hideous laughter (DC 18), true seeing; 3/day—analyze dweomer, crushing despair (DC 20), dispel magic, greater teleport (self plus 50 pounds of objects only), invisibility, lure** (DC 19), scrying (DC 20), suggestion (DC 19); 1/day—Belsameth's strife* (DC 19), blasphemy (DC 23), bloodied blade**, lesser globe of invulnerability, virtue's curse** (DC 19). Caster level 10th. The save DCs are Charisma-based.

Spells: Pride daemons can cast arcane spells as 8th-level sorcerers. The save DCs are Charisma-based.

Typical sorcerer spells known (6/8/8/6/4; save DC 16 + spell level): 0—acid splash, arcane mark, chill/warmth*, daze, filch*, mage hand, resistance, touch of fatigue; 1st—field of razors**, magic missile, protection from good, shield, spider climb; 2nd—commanding presence*, spectral hand, touch of idiocy; 3rd—fly, mind raid*; 4th—polymorph.

Throwing Blades (Ex):

At will as a free action, a pride daemon may form an iron-hard black throwing blade (treat as a Large shuriken) from the poison that perpetually oozes from beneath its fingernails. A throwing blade returns immediately to its liquid form upon contact, thus dealing shuriken and poison damage.

Master of Wands

(Ex): As a full-round action, a pride daemon can activate a wand with each of its six hands, giving it access to a frightening array of powers in any given round; alternately, it may activate any two magical wands as a standard action or a single wand as a move action. It may also activate rods or staves as part of these actions, although activating a staff counts as activating two wands. (Thus, for instance, it can activate two staves and two wands as a full-round action.) The pride daemon may always use any wand, rod, or staff as if it were a spellcaster with the appropriate spell(s) on its list. A single item may be activated no more than once per round.

Moreover, a pride daemon may use its own fell power to fuel its wands (but not staves) in lieu of expending charges. Once per day for each HD the daemon has, it

may activate a wand without using any of the wand's charges. Spell effects powered in this manner are considered to possess the evil descriptor even if the wand's spell usually does not; wands whose spells normally have the good descriptor may never be activated in this way. Furthermore, a wand powered in this way is treated as having a caster level of 10th or the item's actual caster level, whichever is higher. Finally, half of any energy damage from the effects of a wand powered in this way results directly from divine (unholy) power, and thus is not subject to immunities, resistances, or similar magic such as *protection from energy*.

Summon Daemon (Sp): Once per day, a pride daemon can attempt to summon another pride daemon or 1d4+1 despairs with a 35% chance of success.

Skills: Pride daemons have a +4 racial bonus on Bluff, Diplomacy, and Sense Motive checks and a +6 racial bonus on Knowledge (arcana) and Spellcraft checks.



Dallisad

Small Animal

Hit Dice:	1d8+1 (5 hp)
Initiative:	+4
Speed:	70 ft. (12 squares)
AC:	15 (+1 size, +3 Dex, +1 natural), touch 14, flat-footed 11
Base Attack/Grapple:	+0/-6
Attack:	Hooves -1 melee (1d3-2)
Full Attack:	Hooves -1 melee (1d3-2)
Space/Reach:	5 ft./5 ft.
Special Attacks:	—
Special Qualities:	Low-light vision, poison immunity, scent
Saves:	Fort +3, Ref +6, Will +1
Abilities:	Str 6, Dex 18, Con 13, Int 1, Wis 12, Cha 5
Skills:	Balance +12, Listen +5, Spot +5
Feats:	Alertness, Run ^B
Environment:	Warm desert
Organization:	Solitary, pair, or parcel (3-4)
Challenge Rating:	1/4
Treasure:	None
Alignment:	Always neutral
Advancement Range:	—
Level Adjustment:	—

The trembling animal looks like a tiny deer with bright black eyes and small horns.

Description

Dallisad are small, deerlike creatures native to harsh deserts of Termana and Asherak. They are alert, shy creatures, and are extremely fast and agile. They would be just another unremarkable animal were it not for the fact that they are completely immune to the venom of the poisonous snakes and other

reptiles that inhabit their desert homes.

Indeed, dallisad horns are repositories for anti-venom. When ground into powder, dallisad horn can be used by alchemists and apothecaries alike. For this reason, the animals are hunted extensively and have learned to be extremely wary of two-legged creatures.

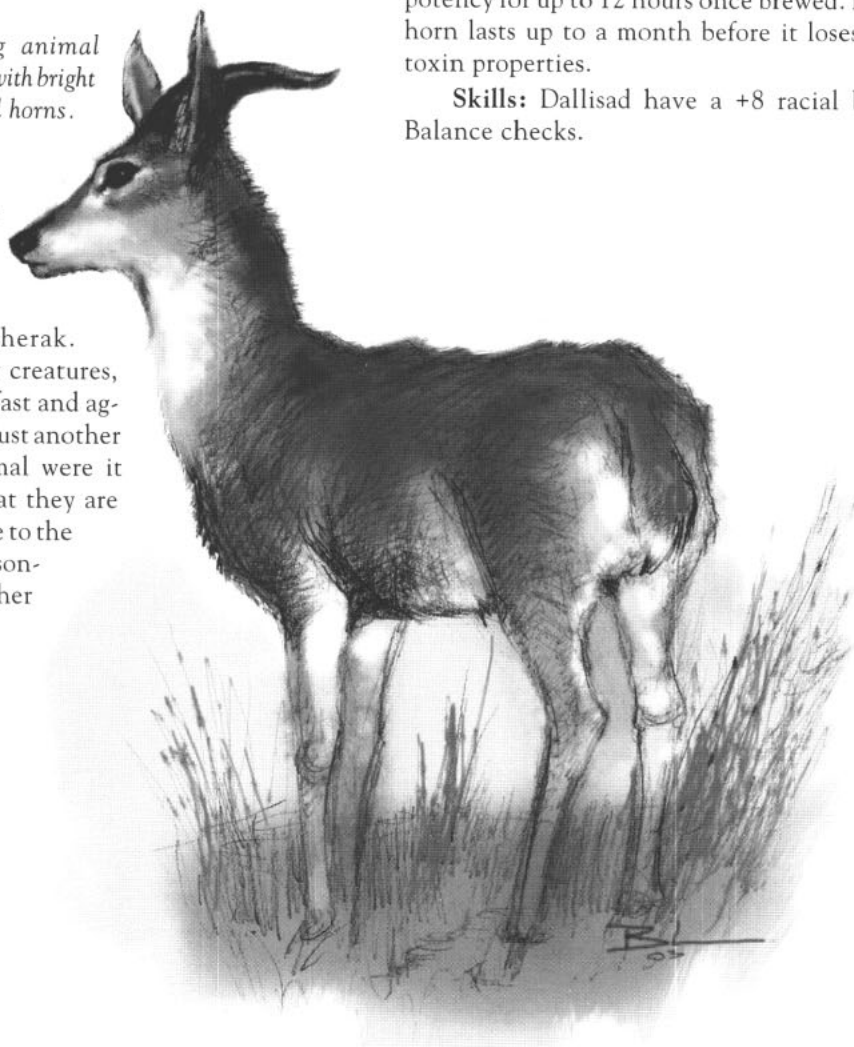
Combat

Dallisad are noncombatant in all but the most extreme circumstances, always preferring to run away at top speed. If pressed, they try to kick with their small hooves until they can escape.

Poison Immunity (Ex): Dallisad are immune to the venom of any animal that has “warm desert” in its Environment entry.

If dallisad horn is crushed into a powder and brewed as tea, the resulting brew acts as antitoxin (see *Player's Handbook*, Chapter 7: Equipment). A DC 12 Craft (alchemy) or Profession (apothecary) check is required to make the tea, which retains its potency for up to 12 hours once brewed. Powdered horn lasts up to a month before it loses its antitoxin properties.

Skills: Dallisad have a +8 racial bonus on Balance checks.



Dart Blossom

Small Plant	
Hit Dice:	1d8+1 (5 hp)
Initiative:	+2
Speed:	0 ft.
AC:	13 (+1 size, +2 Dex), touch 13, flat-footed 11
Base Attack/Grapple:	+0/-7
Attack:	Dart +3 ranged (1d4-3 and pollination)
Full Attack:	3 darts +3 ranged (1d4-3 and pollination)
Space/Reach:	5 ft./0 ft.
Special Attacks:	Pollination
Special Qualities:	Blindsight 30 ft., camouflage, plant traits
Saves:	Fort +3, Ref +2, Will -3
Abilities:	Str 4, Dex 15, Con 12, Int —, Wis 2, Cha 1
Skills:	—
Feats:	Point Blank Shot ^b
Environment:	Temperate or warm forest
Organization:	Pair, patch (3-12), or field (13-24)
Challenge Rating:	1/3
Treasure:	Standard
Alignment:	Always neutral
Advancement Range:	2 HD (Small); 3 HD (Medium)
Level Adjustment:	—

The plant is an ordinary-looking growth with blue and yellow flowers. Suddenly, darts spray from its colorful bloom.

Description

The hot and humid jungles of Ternana are perfect greenhouses for this dangerous plant. Dart blossoms have daffodil-like deep blue blooms with 2 to 8 bright yellow stamens. Fields of dart blossoms number up to 24 plants, and even bigger fields have been reported, but the plant seems to reach such large numbers only when there are a large number of prey animals in the area. Large specimens have been reported near large bodies of water such as swamps or stagnant ponds in the deep canopy jungles of Ternana's interior. It is rumored that there is a perennial variety of this plant that reaches enormous size.

Combat

A dart blossom is camouflaged exceptionally well, lifting its bloom and revealing its bright colors and its darts when it senses the approach of a potential host creature. If it senses two targets, the plant fires one dart at each; it fires three darts only if it has three or more targets. It always spreads its darts out among as many targets as possible over a combat, trying to hit every available target at least once. A dart blossom typically has 12 darts available for each of its HD; once these are expended, it is defenseless until a day has passed, during which

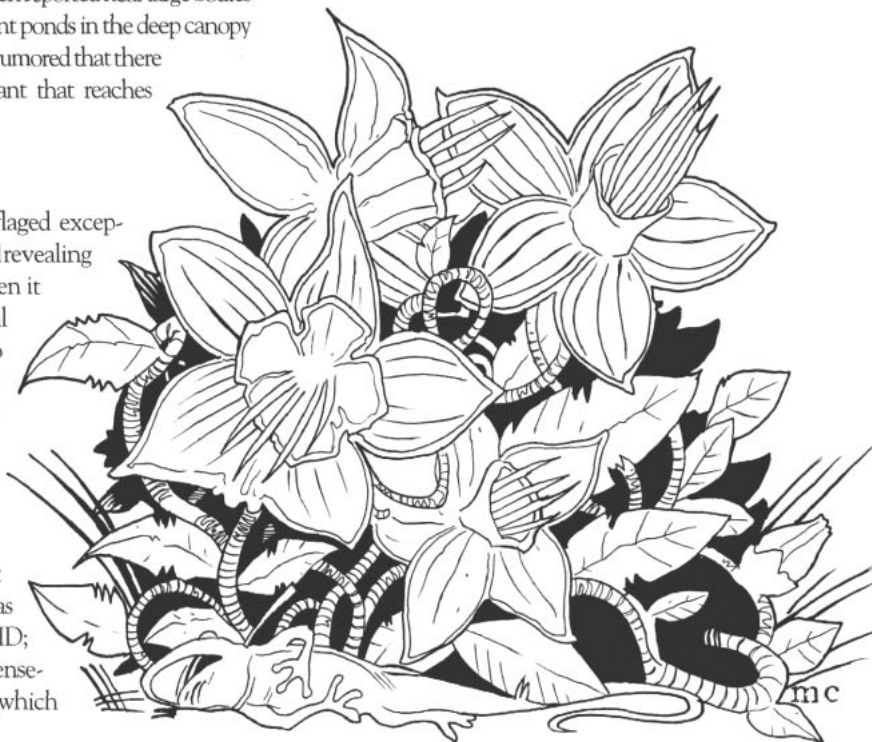
time it grows 1d4 new darts. The plant continues to attack until all of its darts have been used.

If any creature is struck by a dart from each of at least two different dart blossoms, that creature becomes a possible host for pollination (see below).

Pollination (Ex): The pollen of a blossom's dart isn't poisonous by itself, but if the pollen from two separate dart blossom plants enters the bloodstream of a creature, the resulting reaction as pollination occurs is highly toxic. Every time a creature is struck by a new blossom plant after the first dart, it must make a Fortitude save (DC 11, +1 per dart after the second). If the save fails, the creature becomes a host for dart blossom seed pods: After just 1 hour, the infected creature is sickened — waxing feverish, sweating profusely, and experiencing severe stomach cramps. Each hour thereafter, the infected creature must make another Fortitude save (DC as above) or take 1 point of Constitution damage; this continues until the pollination is halted or the character dies. One day after death, the infected creature's stomach ruptures, and 1d4+1 young dart blossoms begin to grow out of its abdomen. The pollination can be slowed by *delay poison* and halted by a *blight* spell or similar magic, or by *neutralize poison* or similar effects.

Creatures immune to poison are also immune to dart blossom pollination. The save DC is Constitution-based.

Camouflage (Ex): Dart blossoms blend into their surroundings extremely well; those searching for an unrevealed dart blossom must make a DC 20 Knowledge (nature) check or a DC 20 Search check to find it. It becomes more easily visible when it raises its blossom to shoot its darts. Anyone looking for a dart blossom on the same round that it fires can see it with a DC 14 Spot check.



Deep Stalker

Large Undead (Aquatic)

Hit Dice:	10d12 (65 hp)
Initiative:	+7
Speed:	Swim 30 ft. (6 squares)
AC:	20 (–1 size, +3 Dex, +8 natural), touch 12, flat-footed 17
Base Attack/Grapple:	+5/+14
Attack:	Tentacle +9 melee (1d8+5)
Full Attack:	7 tentacles +9 melee (1d8+5) and bite +4 melee (2d6+2)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Energy drain, improved grab, constrict 1d8+5
Special Qualities:	Animate dead, darkvision 60 ft., ink cloud, jet, sunlight powerlessness, undead traits
Saves:	Fort +3, Ref +6, Will +9
Abilities:	Str 21, Dex 17, Con , Int 13, Wis 14, Cha 12
Skills:	Hide +12, Knowledge (any one) +14, Listen +17, Search +14, Spot +17, Swim +13
Feats:	Alertness, Blind-Fight, Dodge, Improved Initiative
Environment:	Any aquatic
Organization:	Solitary, pair, or fleet (3–9)
Challenge Rating:	7
Treasure:	None
Alignment:	Always chaotic evil
Advancement Range:	11–22 HD (Large); 23–30 HD (Huge)
Level Adjustment:	—

Out of the murky water swims a nightmarish form, much like an enormous rotting skull with an unearthly red light burning in its empty sockets. It propels itself along with a mass of wriggling tentacles.

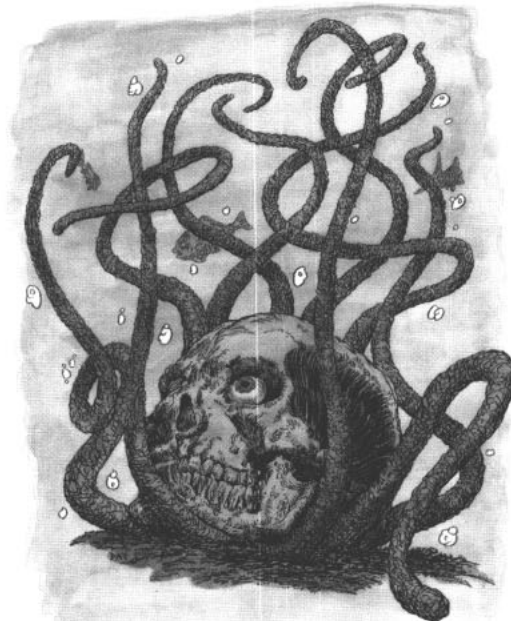
Description

Some claim these creatures arise from slaughtered sea life, while others claim they are the twisted souls of evil men who perished at sea. Perhaps they are some combination of the two. Regardless, they are widely feared by mariners and are known to haunt lonely stretches of ocean and inland lakes. There have even been reports of deep stalkers stowing away in dark cargo holds and feeding upon a ship's hapless crew.

Deep stalkers use their deadly tentacles to drain a victim's energy. They have a great aversion to natural light and hunt primarily at night, preying upon swimmers and even small watercraft. By day, they remain in undersea caves or at depths where sunlight cannot reach them. The creatures have been an ongoing threat to those who travel the Cerulean Ocean, particularly denizens of the Silver Isle who patrol the waters around the Isle of the Dead.

Combat

Deep stalkers strike opponents with their tentacles, draining the life from their prey before finishing their victims with their powerful jaws. If a deep stalker encounters a large number of foes or a powerful opponent, it resorts to using its



animating ink to create undead allies or simply to cover its escape.

Constrict (Ex): A deep stalker deals automatic tentacle damage with a successful grapple check.

Energy Drain (Su): Living creatures hit by a deep stalker's tentacle attack gain one negative level. The DC is 16 for the Fortitude save to remove a negative level. The save DC is Charisma-based. For each such negative level bestowed, the deep stalker gains 5 temporary hit points.

Improved Grab (Ex): To use this ability, the deep stalker must hit an opponent of up to Medium size with an arm attack. If it establishes a hold, it automatically drains energy and constricts each round that the hold is maintained.

Animate Dead (Su): Twice per day, a deep stalker may choose to have its ink cloud (see below) animate any corpse with which it comes into contact. A single cloud can animate up to 12 HD of undead, as if it were a single casting of the *animate dead* spell (caster level 12th). These undead do not attack the deep stalker, but attack any living foes within reach. The deep stalker cannot have more than 24 HD worth of undead animated at one time.

Ink Cloud (Ex): A deep stalker can emit a cloud of jet-black ink in a 60-foot spread four times per day as a free action. The cloud provides total concealment, which the deep stalker normally uses to escape a combat that is going badly or to cover itself when exposed to sunlight. Creatures within the cloud are considered to be in total darkness.

Jet (Ex): A deep stalker can jet backward once per round as a full-round action, at a speed of 180 feet.

Sunlight Powerlessness (Ex): Deep stalkers are utterly powerless in natural sunlight (not merely a *daylight* spell) and flee from it.

Skills: Deep stalkers have a +8 racial bonus on Swim checks. They can always choose to take 10 on Swim checks, even if rushed or threatened.

Demon, Anger

Large Outsider (Chaotic, Demon, Extraplanar, Evil)

Hit Dice:	12d8+60 (114 hp)
Initiative:	+3
Speed:	40 ft. (8 squares)
AC:	25 (–1size, +3Dex, +13natural), touch 12, flat-footed 22
Base Attack/Grapple:	+12/+23
Attack:	+1 greataxe +19 melee (3d6+11/x3)
Full Attack:	+1 greataxe +19/+14/+9 melee (3d6+11/x3) and 4 +1 longswords +19 melee (2d6+4/19–20)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Aura of rage, spell-like abilities, <i>summon demon</i>
Special Qualities:	Damage reduction 10/cold iron and good, darkvision 60 ft., enhanced combat reflexes, fast healing 5, immunity to electricity and poison, resistance to acid, cold, and fire 10, spell resistance 20, telepathy 100 ft.
Saves:	Fort +13, Ref +11, Will +11
Abilities:	Str 24, Dex 17, Con 20, Int 15, Wis 17, Cha 16
Skills:	Bluff +18, Concentration +20, Hide +14, Intimidate +18, Jump +22, Knowledge (the planes) +17, Listen +18, Move Silently +18, Search +17, Spot +18
Feats:	Cleave, Combat Reflexes, Great Cleave, Multiweapon Fighting, Power Attack
Environment:	Usually the Pestilential Abyss
Organization:	Solitary or Triumvirate (with pride daemon and fear devil)
Challenge Rating:	13
Treasure:	No coins; 50% goods; double items (including magic weapons)
Alignment:	Always chaotic evil
Advancement Range:	13–21 HD (Large); 22–36 HD (Huge)
Level Adjustment:	—

The creature is taller than a human, looking like a starving, wiry minotaur with mangy white fur and large, burning red eyes. It has six long arms, each holding a deadly-looking weapon.

Description

Created by Vangal to foment anger and dissent, anger demons (also known as “rage demons”) are conflict and rage given form and cunning intellect. These fiends occasionally travel Scarn creating mayhem in the most violent manner possible. Despite their martial orientation, anger demons are cunning thinkers whose every action is designed to increase the amount of hatred and bloodshed in the world. They have been known to travel with the Horsemen of Vangal, as well as serving the Lord of Destruction’s favored priests directly.

In its true form, an anger demon looks like 9-foot-tall emaciated minotaur with white fur and skin, glowing red eyes, and six muscular arms, each wielding a terrible weapon.

Combat

An anger demon is always armed with magic weapons of +1 or greater enhancement, each suited to the demon’s great size; it typically wields a single greataxe in its uppermost set of arms and four smaller weapons such as longswords or battleaxes in each of the others, but can be armed with any simple or martial weapon. If reduced to 0 hit points, an anger demon vanishes in a (harmless) greenish mist, leaving behind only its weapons. If it was struck down by a melee attack, the weapons retain their magical powers; otherwise, they are rendered –2 *cursed berserking weapons* (combining the penalties of a *cursed –2 sword* and a *berserking sword*).

An anger demon appreciates good tactics and stealth, but its love of physical violence and gore sometimes interferes with its long-range plans. Its usual tactics depend on its aura of rage, which forces foes to charge the demon so that it may use its reach and enhanced combat reflexes to cut down wave after wave of enemies before they can strike. It prefers physically powerful minions, though it will utilize any servant that allows it to attain its goals.

Aura of Rage (Su): Any living creature within 120 feet of an anger demon that does not worship Vangal must make a DC 19 Will save or be overcome



with a violent, mindless rage. Those who fail the save suffer a -2 penalty on attack rolls and a -2 penalty to AC for as long as they remain within the area of effect; further, they must move at a run (or by the most efficient means possible) toward the demon and attack it in melee combat.

A creature that successfully saves against the aura of rage cannot be affected by the same anger demon's aura for 24 hours. The save DCs are Charisma-based. This ability is a mind-affecting compulsion.

Spell-Like Abilities: At will—*darkness*, *desecrate*, *detect good/law*, *detect magic*, *detect thoughts* (DC 15), *greater teleport* (self plus 50 pounds of objects only), *rage* (DC 16), *see invisibility*; 3/day—*alter self*, *bloodied blade***, *sap strength*** (DC 16), *Vangal's blessing***,

*Vangal's wounding** (DC 16); 1/day—*animate dead*, *blasphemy* (DC 20), *chaos hammer* (DC 16), *unholy blight* (DC 16), *verminplague**. Caster level 12th. The save DCs are Charisma-based.

Summon Demon (Sp): Once per day, an anger demon can attempt to summon 3d12 dretches, 2d4 leonine demons (see **Creature Collection II**), 2 vrocks, or another anger demon with a 35% chance of success.

Enhanced Combat Reflexes (Ex): An anger demon may make a number of additional attacks of opportunity each round equal to twice its Dexterity bonus.

Feats: In combination with its natural abilities, an anger demon's Multiweapon Fighting feat allows it to attack with all of its weapons at no penalty.

Demon, Drought

Huge Outsider (Chaotic, Demon, Extraplanar, Evil, Fire)

Hit Dice:	18d8+144 (225 hp)
Initiative:	+4
Speed:	50 ft. (10 squares)
AC:	28 (-2 size, +4 Dex, +16 natural), touch 12, flat-footed 24
Base Attack/Grapple:	+18/+37
Attack:	Slam +27 melee (2d6+11 plus 2d6 fire)
Full Attack:	2 slams +27 melee (2d6+11 plus 2d6 fire)
Space/Reach:	15 ft./15 ft.
Special Attacks:	Dehydration, immolation, spell-like abilities, <i>summon demon</i>
Special Qualities:	Damage reduction 10/cold iron and good, darkvision 60 ft., fire subtype, flaming body, immunity to electricity and poison, resistance to acid and cold 10, spell resistance 19, telepathy 100 ft.
Saves:	Fort +19, Ref +15, Will +14
Abilities:	Str 32, Dex 19, Con 26, Int 15, Wis 17, Cha 16
Skills:	Climb +32, Hide +17, Intimidate +24, Jump +32, Knowledge (the planes) +23, Listen +26, Move Silently +25, Search +23, Spot +26, Survival +24
Feats:	Alertness, Awesome Blow, Cleave, Diehard, Endurance, Improved Bull Rush, Power Attack
Environment:	Usually the Pestilential Abyss
Organization:	Solitary, pair, or scourge (3–4 drought demons, 2–5 monitor demons, and 2–5 fiendish fire elementals)
Challenge Rating:	15
Treasure:	No coins; standard goods and items (no flammables)
Alignment:	Always chaotic evil
Advancement Range:	19–34 HD (Huge); 35–54 HD (Gargantuan)
Level Adjustment:	—

The monstrosity is somewhat humanoid in shape, but appears to be made up wholly of swirling dust and glowing embers—its body is slightly translucent and it glows with a fierce heat that sucks even the least moisture from the air around it.

Description

Sages believe that the titan Thulkas, Father of Fire, created these creatures to destroy all the plant and animal creations of his sister Denev, rendering them into ash and then drying up the sources of water upon which all living things depend.



Drought demons are responsible for much of Asherak's devastation, for they scorched and seared the central region of that continent. Madriel's storm angels slew most of them, and the survivors fled into the outer planes. They took up residence in a region composed of dust and ash and withering heat and after a time came to serve Vangal, Lord of Slaughter. Today, Vangal still calls upon them at times to destroy crops in his work as the god of famine.

Drought demons are composed of swirling hot air mixed with dust and ash: Thulkas shaped them from equal parts heat, dust, ash, and wind.

Combat

A drought demon's terrible heat shrivels plant life and causes painful thirst in all living creatures within 100 feet. If the demon remains in an area for very long, the soil itself begins to crumble to silt. Drought demons attack with their fists, inflicting damage with heat and scouring dust.

Dehydration (Ex): All living creatures within 100 feet of a drought demon must make a DC 27 Fortitude save each round or take 1d4 points of nonlethal damage and become fatigued from dehydration (see "Starvation and Thirst" in Chapter 8 of the DMG). Within 50 feet of the demon, the damage increases to 1d8 nonlethal and 1 point of Constitution damage per round. The save DC is Constitution-based. Creatures immune to fire are also unaffected by this ability; those resistant to fire may take less hit point damage, but are

still subject to the Constitution damage (and dehydration) within 50 feet.

Immolation (Su): As a standard action, a drought demon can cause its body to erupt in a 50-foot-radius burst of flame. This effect is instantaneous and deals 1d10 points of damage to the demon itself, as it loses part of its own substance to generate the flames. All creatures within 10 feet of the drought demon take 10d6 points of fire damage (Reflex DC 27 half); for every 10 feet beyond this radius, the fire damage is reduced by 2d6 points — i.e., 8d6 points at a distance of 11 to 20 feet, 6d6 at 21 to 30 feet, and so on. (The save DC is Constitution-based.)

Spell-Like Abilities: At will—*chaos flame*** (DC 15), *darkness*, *diminish plants*, *heat metal* (DC 15), *Ganest's farstrike** (DC 16), *greater teleport* (self plus 50 pounds of objects only); 3/day—*control water* (lower only; effect is permanent), *control weather* (toward drought conditions only), *fire storm* (DC 20), *gaseous form*; 1/day—*horrid wilting* (DC 21). Caster level 12th. The save DCs are Charisma-based.

Summon Demon (Sp): Once per day, a drought demon can attempt to summon 2d4 locust demons (see **Creature Collection II**) or another drought demon with a 40% chance of success, or a balor with a 10% chance of success.

Flaming Body (Ex): The body of a drought demon is composed of ash and fire. Anyone within 10 feet of a drought demon takes 1d6 points of fire damage per round, and anyone grappling such a demon takes 6d6 points of fire damage per round.

Demon, Fluted

Medium Outsider (Chaotic, Demon, Extraplanar, Evil)

Hit Dice: 8d8+8 (44 hp)
Initiative: +8
Speed: 40 ft. (8 squares)
AC: 22 (+4 Dex, +8 natural), touch 14, flat-footed 18

Base Attack/Grapple: +8/+9
Attack: Tongue touch +7 melee (poison) or bite +7 melee (1d4+1 plus poison)

Full Attack: Tongue touch +7/+4 melee (poison) or bite +7 melee (1d4+1 plus poison)

Space/Reach: 5 ft./5 ft. (10 ft. with tongue)

Special Attacks: Demonic melodies, poison, spell-like abilities, *summon demon*

Special Qualities: Damage reduction 10/cold iron or good, darkvision 60 ft., immunity to electricity and poison, resistance to acid, cold, and fire 10, scent, spell resistance 20, telepathy 100 ft.
Saves: Fort +7, Ref +10, Will +8

Abilities: Str 12, Dex 19, Con 13, Int 16, Wis 15, Cha 20
Skills: Concentration +12, Hide +16, Intimidate +16, Jump +12, Listen +15, Move Silently +15, Perform (dance) +10, Perform (neck flute) +11, Search +14, Sense Motive +13, Spot +15, Survival +13

Feats: Alertness, Dodge, Improved Initiative
Environment: Usually the Pestilential Abyss

Organization: Solitary or retinue (fluted demon and 1–8 charmed monsters or NPCs)
Challenge Rating: 9
Treasure: Standard
Alignment: Always chaotic evil
Advancement Range: 9–18 HD (Medium); 19–24 HD (Large)
Level Adjustment: +6

A wild, cacophonous piping emits from the tall, cloven-hooved creature. It has a long, swaying neck and a smallish equine head. It has no visible arms, and the piping appears to emanate from the holes that pierce its neck. Its forked tongue flickers in and out like that of a snake.

Description

Fluted demons are the musicians of the lower planes, often playing their mad tunes for demonic armies. They are sometimes summoned to Scarn to bolster mortal armies or demoralize foes. Some sages attribute the origins of these foul bards to the twisted mind of the titan Gulaben, who created them to duplicate the wild howls of her screaming winds. Whatever their origin, fluted demons are an unusual menace and an all-too-frequent blight upon Scarn.

These demons resemble cloven-hoofed, giraffelike humanoids, standing nearly 8 feet tall and noticeably

devoid of arms. Their long necks are punctuated by various orifices which the demon opens and closes in some alien parody of a wind instrument. They prance and cavort in a wild, unearthly fashion, accentuated all the more by their nervous dispositions. They frequently shoot their long tongues out as if tasting the air around them.

Combat

While capable of combat, fluted demons are cowardly creatures that normally flee if confronted, or at least retreat and keep their distance, allowing other creatures to fight for them. A fluted demon will seek to play its dread melodies for an unwitting audience, typically seeking to charm opponents into guarding it if it has no allies nearby already. Fluted demons target stubborn opponents with their tongues to weaken their resolve.

Demonic Melodies (Su): As a standard action, a fluted demon may initiate any one of a number of musical powers. In each case, a creature's Will saving throw (DC 10 + 1/2 the demon's HD + the demon's Charisma modifier) negates the effect, although saves must be made each round a melody is played. Maintaining a melody is a free action unless it also requires concentration, in which case the demon must take a standard action each round to maintain the melody. The demon may stop any melody as a free action, but once the music stops any melodic effect currently in place is broken; however, any target released from a melodic strain in this way must make another Will save or be stunned for 1 round.

Only one demonic melody can be played at any time by a given fluted demon. All demonic melodies are sonic, mind-affecting abilities.

Abyssal Air: All creatures within 30 feet must save or be affected as if by the spell *charm monster*. This effect lasts for as long as the air is played, and for 1 hour per HD of the fluted demon afterward.

Chaotic Cacophony: All creatures within 90 feet must save or be affected as if by the spell *confusion*. This effect lasts for as long as the air is played. The chaotic cacophony requires the fluted demon's concentration.

Demonic Dirge: Any one creature within 60 feet must save or be affected as if by the spell *crushing despair*. This effect lasts for as long as the air is played, and for 1d10 rounds afterward.

Loathsome Lullaby: All creatures within 90 feet must save or be affected as if by the spell *sleep*. Any number of 4-HD or weaker creatures may be affected, but those with more than 4 HD are immune.

Unholy Opus: This melody is unique in that it can only be performed properly by 5 or more fluted demons playing in concert. The target creature cannot be more than 30 feet from any individual fluted

demon that is part of this melody. If the target fails its save, it is affected as if by the spell *dominate monster*. Any of the participating demons may issue telepathic commands to the target, and the most recent command always takes precedence. The unholy opus requires concentration and lasts only for as long as it is played.

Poison (Ex): Tongue or bite, Fort DC 15, 1d6 Wis/1d6 Wis.

Spell-Like Abilities: At will—*blur*, *darkness*, *detect good/law*, *detect magic*, *greater teleport* (self plus 50 pounds of objects only); 3/day—*mirror image*; 1/day—*telekinesis* (DC 20).

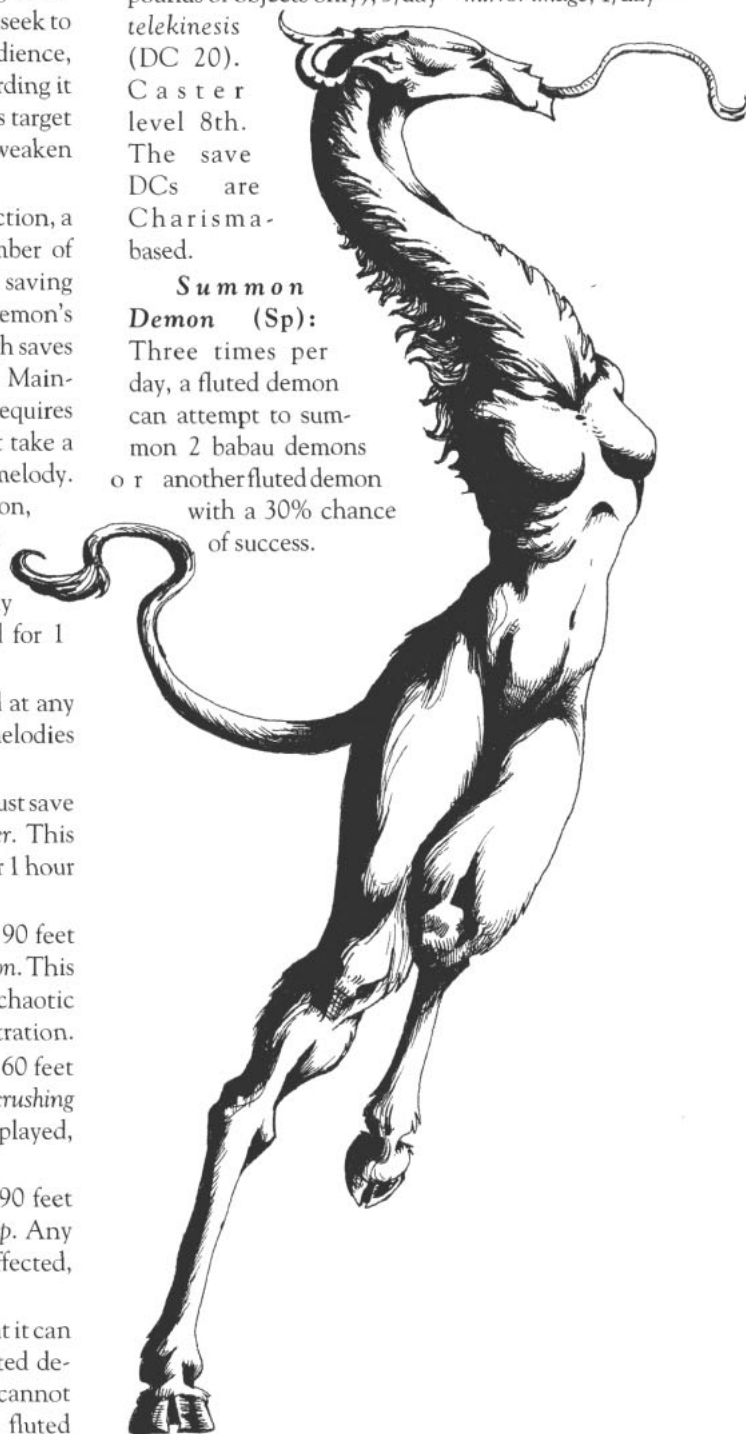
Caster level 8th.

The save DCs are Charisma-based.

Summon

Demon (Sp):

Three times per day, a fluted demon can attempt to summon 2 babau demons or another fluted demon with a 30% chance of success.



Demon, Monitor

Large Outsider (Chaotic, Demon, Extraplanar, Evil)

Hit Dice: 12d8+60 (114 hp)
Initiative: +7
Speed: 40 ft. (8 squares)
AC: 25 (–1size, +3Dex, +13natural), touch 12, flat-footed 22
Base Attack/Grapple: +12/+23
Attack: Bite +19 melee (2d6+7)
Full Attack: Bite +19 melee (2d6+7) and 2 claws +16 melee (1d8+3) and tail slap +16 (3d6+3)
Space/Reach: 10 ft./10 ft.
Special Attacks: Breath weapon, constrict 3d6+7, improved grab, spell-like abilities, spells, *summon demon*
Special Qualities: Damage reduction 10/good, darkvision 60 ft., immunity to electricity, fire, and poison, resistance to acid and cold 10, scent, spell resistance 20, telepathy 100 ft.
Saves: Fort +13, Ref +11, Will +10
Abilities: Str 24, Dex 16, Con 21, Int 16, Wis 15, Cha 17
Skills: Climb +22, Concentration +20, Diplomacy +18, Hide +14, Intimidate +18, Knowledge (any three) +8, Listen +19, Move Silently +18, Sense Motive +17, Spot +19, Survival +17
Feats: Alertness, Improved Initiative, Multiattack, Power Attack, Weapon Focus (bite)
Environment: Usually the Pestilential Abyss
Organization: Solitary
Challenge Rating: 14
Treasure: Standard
Alignment: Usually chaotic evil
Advancement Range: 13–18 HD (Large); 19–36 HD (Huge)
Level Adjustment: —

The creature has the lower body of a heavy-scaled snake, set with short spines. Its upper body is that of a scaly snake- or lizard-headed humanoid. It hisses, revealing cruel white fangs and a darting, serpentine tongue.

Description

Monitor demons claim that they were created by Thulkas, Father of Fire, to act as wardens of fire, to make certain that fire's destructive qualities were always respected. Scholars question this assertion, though; Thulkas, they say, never showed any interest in mortals or their respect for his creations, save for deriving amusement from the destruction that his fire caused.

Nonetheless, believing themselves the blessed children of Thulkas, the monitor demons took it upon themselves to create fire wherever they believed their lord and his creations were not given sufficient obeisance. They could also be called upon to stop the effects

of destructive fires if the petitioners swore to worship and obey the Iron God in the future.

All this changed when Thulkas was banished during the Titanswar. Devastated by the loss of their lord, the monitor demons erupted in a mad orgy of destruction, burning and killing across the length and breadth of Scarn. They are said to be responsible for much of the destruction that devastated parts of Asherak. Eventually, though, most monitor demons finally pledged their allegiance to the god Vangal, Lord of Destruction, for they felt that of all the gods he most closely resembled their lost creator.

A few monitor demons still dwell on Asherak, continuing to spread devastation. When they encounter water sources, they attempt to dry them up; when they encounter healthy greenery, they set it ablaze; when they come across towns, they burn them to the ground. Surprisingly however, monitor demons only rarely prey upon living creatures—at least directly.

Combat

Surprisingly, monitor demons will not usually attack living beings without cause, but fight if attacked or if anyone interferes with their fire-making. They are known to hate iron devils (see **Creature Collection II**) for rejecting their master Thulkas, and will attack them on sight.

Breath Weapon (Su): Every 1d4 rounds, 30-foot cone, 12d6 fire (Reflex DC 21 half). The save DC is Constitution-based.

Constrict (Ex): A monitor demon deals 3d6+7 points of damage with a successful grapple check.

Improved Grab (Ex): To use this ability, the monitor demon must hit with its tail slap attack. If it establishes a hold, it can constrict.



Spell-Like Abilities: At will—*burning hands* (DC 14), *detect good/law*, *greater teleport* (self plus 50 pounds of objects only); 3/day—*control water* (lower only), *diminish plants*; 1/week—*chaos hammer* (DC 19), *unholy blight* (DC 19). Caster level 8th. The save DCs are Charisma-based.

Spells: Monitor demons can cast divine spells as 9th-level clerics with access to the Destruction and Fire domains. The save DCs are Wisdom-based.

Typical cleric spells prepared (6/5+1/5+1/3+1/2+1/1+1; save DC 15 + spell level): 0—*bleeding disease**, *detect magic*, *guidance*, *read magic*, *resistance*, *shockwave**; 1st—*bane*, *doom*,

*grim feast**, *inflict light wounds*†, *protection from good*, *shield of faith*; 2nd—*aura of menace***, *chaos flame***†, *desecrate*, *enthrall*, *gloom**, *locate oasis***†; 3rd—*animate dead*, *dispel magic*, *Ganest's farstrike***†, *Vangal's wounding**; 4th—*condemned**, *Vangal's dogs of war*‡, *wall of fire*†; 5th—*dispel law*, *fire shield*†.

† Domain spell.

‡ This spell is from **The Divine and the Defeated**.

Summon Demon (Sp): Once per day, a monitor demon can attempt to summon another monitor demon with a 40% chance of success or a drought demon with a 25% chance of success.

Desiccation Beetle

Medium Magical Beast

Hit Dice:	4d10+12 (37 hp)
Initiative:	+2
Speed:	30 ft. (6 squares), fly 60 ft. (poor)
AC:	18 (+2 Dex, +6 natural), touch 12, flat-footed 16
Base Attack/Grapple:	+4/+5
Attack:	Proboscis +6 melee touch (dehydration) or bite +6 melee (1d4+1)
Full Attack:	2 proboscises +6 melee touch (dehydration) and bite +1 melee (1d4)
Space/Reach:	5 ft./5 ft. (10 ft. with proboscis)
Special Attacks:	Dehydration
Special Qualities:	Low-light vision, tremorsense 30 ft., watersense
Saves:	Fort +7, Ref +6, Will +3
Abilities:	Str 13, Dex 14, Con 17, Int 4, Wis 14, Cha 5
Skills:	Hide +1*, Move Silently +3, Listen +6, Spot +6, Survival +3*
Feats:	Alertness, Weapon Finesse
Environment:	Warm desert
Organization:	Solitary, pair, cluster (3–5), or swarm (6–11)
Challenge Rating:	4
Treasure:	None
Alignment:	Always neutral
Advancement Range:	5–7 HD (Medium); 8–12 HD (Large)
Level Adjustment:	—

Out of the sands scuttles a six-foot-long beetle with a shiny metallic green carapace.

Description

The desiccation beetle is a creature of the Desert of Onn. Ubuntu tribesmen often fashion jewelry or baby cradles from the beetle's exceptionally beautiful green-gold carapace. Few Ubuntu hunt the beetle, though, for it has a terrifying power: It can drain water through a canteen's skin—or from a living body—with a mere brush of one of its two long proboscises, leaving a party of travelers without water... or dead from dehydration.

When a desiccation beetle senses water, it scuttles or flits toward it and attempts to drain the water with its bright green

"tongues." The desiccation beetle drains the water into a large rubbery gland beneath its shell that swells as it takes on more liquid. If the beetle is slain, this reservoir of water can be retrieved and used as a great, water-tight canteen. Stories tell of Ubuntu who have survived in the Desert of Onn using only water harvested from desiccation beetles.

Swarms of desiccation beetles seem to communicate through clicks and buzzing noises that they emit even when covered with sand.

Combat

A desiccation beetle generally bites only if hungry (though it typically feeds only once per week or so), or if attacked by an opponent that proves to have no water in its form (such as a construct or undead). The beetle will fly away from a tough fight, lingering in the area to follow wounded or well-hydrated prey. They are clumsy fliers, and rarely use their tongues while in the air. Once a beetle has filled its reservoir, it will fly away, leaving frustrated travelers behind.

Desiccation beetles are surprisingly intelligent, perhaps



even enough so to coordinate simple ambushes.

A desiccation beetle's water reservoir can hold 2 gallons of water, plus 1 gallon for every HD of the beetle. (Thus, a 9-HD beetle's reservoir holds up to 11 gallons.)

Dehydration (Su): If a desiccation beetle succeeds at a touch attack with its proboscis, it deals 1d6 points of nonlethal damage, draining all water from any containers its target carries and a portion from the target's body itself. The target immediately becomes fatigued due to dehydration, and thereafter must make a Constitution check each hour (DC 10, +1 for each previous check) or take 1d6 additional points of nonlethal damage, as if he were suffering from thirst. This damage cannot be healed by any means until the victim has consumed enough water to re-hydrate (see "Starvation and Thirst," DMG, Chapter 8).

Nonliving creatures (such as undead or constructs), or living creatures not composed at least partially of water (e.g., earth elementals), are immune to this ability.

Watersense (Ex): A desiccation beetle can sense water within 300 feet, including water within the bodies of living beings, and can track the passage of water or water-containing beings as if it had the scent ability.

Skills: Desiccation beetles have a -2 racial penalty on Hide checks.

*When a desiccation beetle lies in wait under the surface of the desert sand, it gains a +6 circumstance bonus on Hide checks. When tracking water by means of its watersense ability, a desiccation beetle has a +4 racial bonus on Survival checks.

Devil, Fear

Medium Outsider (Devil, Evil, Extraplanar, Lawful)

Hit Dice:	10d8+70 (115 hp)
Initiative:	+4
Speed:	30 ft. (6 squares)
AC:	25 (+4 Dex, +11 natural), touch 14, flat-footed 21
Base Attack/Grapple:	+10/+18
Attack:	+1 cold iron short sword of wounding +16 melee (1d6+5/19–20 plus wounding)
Full Attack:	Primary +1 cold iron short sword of wounding +14 melee (1d6+5/19–20 plus wounding) and 5 off-hand +1 cold iron short swords of wounding +14 melee (1d6+3/19–20 plus wounding)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Aura of fear, impale, poison, spell-like abilities, <i>summon devil</i>
Special Qualities:	Damage reduction 10/good, immunity to fire and poison, regeneration 5, resistance to acid 10 and cold 10, see in darkness, spell resistance 21, spiked defense, telepathy 100 ft.
Saves:	Fort +14, Ref +11, Will +10
Abilities:	Str 19, Dex 19, Con 25, Int 12, Wis 16, Cha 20
Skills:	Bluff +15, Concentration +17, Diplomacy +15, Disguise +5 (+7 acting), Hide +18, Intimidate +30, Knowledge (religion) +11, Knowledge (the planes) +11, Listen +16, Move Silently +16, Sense Motive +16, Spot +16
Feats:	Improved Grapple, Multiweapon Fighting, Power Attack, Weapon Focus (short sword)
Environment:	Usually the Iron Hells
Organization:	Solitary or Triumvirate (with anger demon and pride daemon)
Challenge Rating:	10
Treasure:	No coins; standard goods; double items (including magic weapons)
Alignment:	Always lawful evil
Advancement Range:	11–21 HD (Medium); 22–30 HD (Large)
Level Adjustment:	+8

The being looks rather like a black-skinned dwarf with six powerful-looking arms, its whole body covered with metal spikes that drip a foul ichor.

Description

Fear devils are the emissaries of the Lord of Dread, created by Chardun to cause fear in all they encounter. They wrap themselves in dark cloaks and travel the Scarred Lands doing their dark lord's bidding. A surprising number of fear demons serve the One in White, Minster Aarixthic of Dunahnae, and the Theocracy of Chardun's city-state directly as investigators and enforcers.

Combat

Fear devils are masters of psychological warfare. They are as interested in having a psychological advantage over a foe as a physical one, and they delight in manipulation, using emotional attachments to terrify and demoralize. Meticulous planners, they usually observe targets extensively before striking. When the time is right, the fear devil launches a sudden and precise attack, often focusing on a single individual and using its *greater teleport* ability to catch its prey unawares.

Fear devils always seek to prepare themselves with *assassin's senses*, and attack under cover of *deeper darkness*. They try to engineer events so they can take a full attack on their first turn, wounding foes with their terrible iron swords then using their *condemned* ability to insure the victim cannot receive healing magics. They often employ *animate dead* to raise disposable troops and distractions, and use *desecrate* to fortify undead allies and servants. Fear devils enjoy giving their foes a false sense of security and will often feign death or injury, for when the tide of battle suddenly turns it makes the victim all the more susceptible to their fears.

If reduced to 0 hit points, a fear devil disappears in a burst of inky darkness, leaving behind only its magic weapons. Any who claim or use a fear devil's sword begin a slow decent toward fear and weakness: For every day that passes, the wielder suffers a cumulative -1 penalty against mind-affecting spells and abilities, to a maximum penalty of -6. Discarding such a blade once it is claimed requires a success-

ful *remove curse* or *break enchantment* spell; this immediately negates any accumulated penalty from claiming the sword.

Aura of Fear (Su): Any living creature within 60 feet of a fear devil that does not worship Chardun must make a DC 20 Will save or be paralyzed with fright. The devil need not be visible nor able to see a creature for this ability to work. Those who fail the save are paralyzed for as long as they remain within 60 feet of the demon and for 1d6+1 rounds afterward.

A creature that successfully saves against the aura of fear cannot be affected by the same fear devil's aura for 24 hours. The save DCs are Charisma-based. This fear ability is a mind-affecting compulsion.

Impale (Ex): With a successful grapple check, a fear devil deals 3d6+6 points of damage (plus poison) to a grappled opponent.

Poison (Ex): Body spike, Fort DC 22, *slow* for 1d3 minutes/unconsciousness for 1d3 hours. A fear devil will sometimes smear its primary sword with this poison prior to an assault against a poison-susceptible target; this application is a move action, and the poison remains effective for 3 rounds or one successful strike before wearing away.

Spell-Like Abilities: At will—*darkness*, *desecrate*, *detect chaos/good*, *detect magic*, *fear* (DC 19), *greater teleport* (self plus 50 pounds of objects only), *see invisibility*; 3/day—*animate dead*, *assassin's senses**, *Chardun's torments*** , *deeper*

darkness; 1/day—*condemned** (DC 19), *order's wrath* (DC 19), *unholy blight* (DC 19). Caster level 10th. The save DCs are Charisma-based.

Summon Devil (Sp): Once per day, a fear devil can attempt to summon 1d4 bearded devils or another fear devil with a 35% chance of success.

Regeneration (Ex): Good-aligned silver weapons and acid deal normal damage to fear devils (but note their resistance to acid 10), as do spells or effects with the good descriptor. A fear devil that loses part of its body mass can regrow it in 2d6 minutes. Holding the severed portion against the mass causes it to reattach instantly.

Spiked Defense (Ex): Any creature striking a fear devil in melee takes 1d6+4 points of piercing damage (plus poison) from one of the devil's spikes. Note that weapons with exceptional reach, such as longspears, do not endanger their users in this way.

Anyone successfully grappling a fear devil is automatically injured by 1d4+1 spikes.

Skills: Fear devils have a +4 racial bonus on Hide and Move Silently checks and a +10 racial bonus on Intimidate checks.



Devil, Gladius

Large Outsider (Devil, Evil, Extraplanar, Lawful)

Hit Dice:	15d8+90 (157 hp)
Initiative:	+10
Speed:	40 ft. (8 squares), climb 20 ft., swim 40 ft.
AC:	30 (-1 size, +6 Dex, +15 natural), touch 15, flat-footed 24
Base Attack/Grapple:	+15/+25
Attack:	Claw +20 melee (2d8+6/19–20)
Full Attack:	2 claws +20 melee (2d8+6/19–20) and tail slap +18 melee (3d6+3) and bite +18 melee (3d6+3 plus poison)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Constrict 3d6+9, improved grab, poison, spell-like abilities, spells, <i>summon devil</i>
Special Qualities:	Damage reduction 10/good and silver, immunity to fire and poison, resistance to acid 10 and cold 10, see in darkness, spell resistance 27, telepathy 100 ft.
Saves:	Fort +15, Ref +15, Will +16
Abilities:	Str 22, Dex 23, Con 22, Int 23, Wis 20, Cha 25
Skills:	Balance +16, Bluff +25, Climb +, Concentration +24, Diplomacy +25, Gather Information +25, Intimidate +25, Jump +18, Knowledge (arcana, religion) +24, Knowledge (any two) +24, Listen +23, Move Silently +18, Search +16, Sense Motive +16, Sleight of Hand +14, Spot +20, Survival +17, Swim +24
Feats:	Cleave, Dodge, Improved Critical (claws), Improved Initiative, Iron Will, Multiattack, Power Attack
Environment:	Usually the Iron Hells
Organization:	Solitary, pair, or clutch (3–6)
Challenge Rating:	17
Treasure:	Double standard
Alignment:	Always lawful evil
Advancement Range:	16–23 HD (Large), 24–45 (Huge)
Level Adjustment:	—

The approaching creature has a long, serpentine body with lithe, seemingly unjointed arms and legs. It grins with malevolence.

Description

Every general needs intelligence agents and (dis)information experts, and the Great General is no exception. The individuals who fill this role for Chardun are the gladius devils, also called the Swords of Hell—tempters, liars, and deceivers all. While Chardun employs malleus devils or the like when subtlety is not necessary, gladius devils are reserved for those times when Chardun's schemes require discretion and tact.

Gladius devils resemble great serpents with sinewy arms and legs. Their lean, elongated bodies constantly shift and undulate in time to rhythms mortals cannot hear, creating an almost hypnotic effect.

Combat

Gladius devils are fond of combat, but they usually prefer to discuss matters in a civil manner—their words and

their magic are at least as lethal as their claws and teeth, and if they can talk opponents into harming themselves, why use any more energy than necessary?

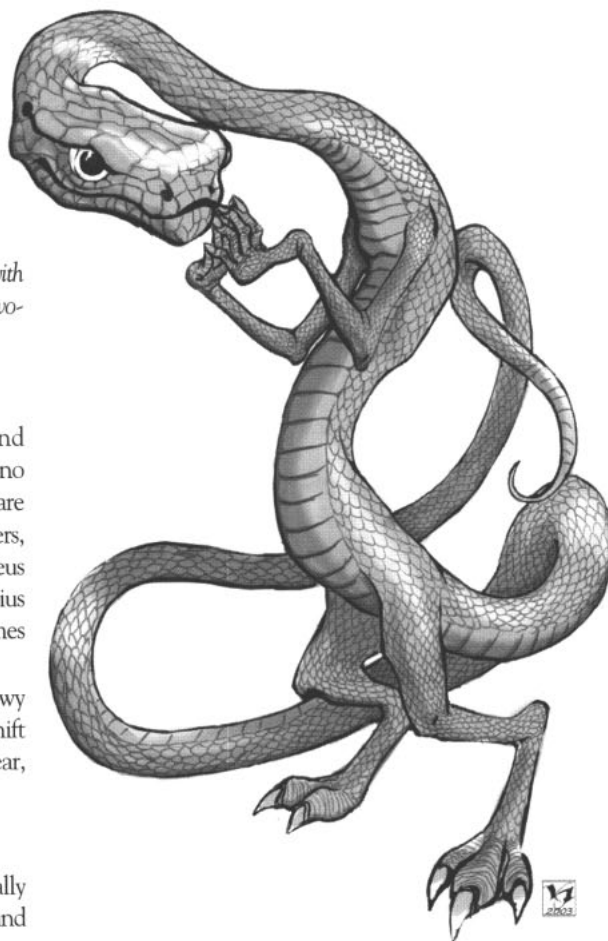
When forced to fight, however, gladius devils do so with great enthusiasm, using spells to confuse, damage, and hinder opponents, while attacking with their powerful claws, fangs, and tails. They typically use *greater teleport* to close with obvious spellcasters, whom they attack immediately, turning their attention to warrior types once the spellcasters are neutralized.

Constrict (Ex): A gladius devil deals 3d6+9 points of damage with a successful grapple check.

Improved Grab (Ex): To use this ability, the gladius devil must hit an opponent with its tail slap attack. If it establishes a hold, it may constrict.

Poison (Ex): Bite, Fort DC 23, 1d8 Constitution/2d8 Constitution. A second Fortitude save is required against both the initial and secondary damage to avoid half of the Constitution damage being permanent drain rather than temporary damage.

Spell-Like Abilities: At will—*bottomless pit**, *deeper darkness*, *desecrate*, *detect chaos/good*, *detect magic*, *dispel chaos/good* (DC 22), *dispel magic*, *enthrall* (DC 19), *greater teleport* (self plus 50 pounds of objects only), *mass charm monster* (DC 25), *mislead* (DC 23), *phantom cell†* (DC 20), *sphere of*



deception† (DC 19), suggestion (DC 20), water breathing, zone of truth (DC 19); 3/day—blasphemy (DC 24), dictum (DC 24), greater invisibility, unhallow; 1/day—Chardun's branding** (DC 25), mass suggestion (DC 23), soulstrike* (DC 24); 1/week—soul bind (DC 26). Caster level 15th. These DCs are Charisma-based.

‡ This spell is from **The Serpent and the Scepter**.

Spells: Gladius devils can cast divine spells as 12th-level clerics. A gladius devil has access to any two of the following domains: Domination*, Evil, Law, Strength, Trickery, and War. The save DCs are Wisdom-based.

Typical cleric spells prepared† (6/7+1/5+1/5+1/4+1/4+1/2+1; save DC 15 + spell level): 0—bleeding disease*, guidance (x2), read magic, resistance (x2); 1st—bane, curse water, divine favor, entropic shield, prevarication's bounty*, shield of faith, smite*; 2nd—aid, commanding presence*, hold person, silence,

undetectable alignment; 3rd—bestow curse, blindness/deafness, Chardun's torments*, glyph of warding, magic circle against good; 4th—air walk, dimensional anchor, dismissal, summon monster IV; 5th—greater command, mass inflict light wounds, plane shift, true seeing; 6th—greater dispel magic, symbol of fear.

† Domain spells are not included.

Summon Devil (Sp): Once per day, a gladius devil can attempt to summon 2d10 heartclutch devils (see **Creature Collection II**), 1d6 fear devils, a horned devil, or another gladius devil with a 40% chance of success.

Skills: Gladius devils have a +8 racial bonus on Climb and Swim checks. They can always choose to take 10 on Climb and Swim checks, even if rushed or threatened. They can use the run action while swimming, provided they swim in a straight line.

Devil, Hellbat

Medium Outsider (Devil, Evil, Extraplanar, Lawful)

Hit Dice:	4d8+12 (30 hp)
Initiative:	+10
Speed:	10 ft. (2 squares), fly 120 ft. (good)
AC:	18 (+6 Dex, +2 natural), touch 16, flat-footed 12
Base Attack/Grapple:	+4/+5
Attack:	Claw +5 melee (1d6+1)
Full Attack:	2 claws +5 melee (1d6+1) and bite +0 melee (2d6 plus poison)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Breath weapon, improved grab, poison
Special Qualities:	Damage reduction 5/good, immunity to fire and poison, flaming body, resistance to acid 10 and cold 10, see in darkness, telepathy 60 ft.
Saves:	Fort +7, Ref +10, Will +6
Abilities:	Str 12, Dex 23, Con 16, Int 13, Wis 14, Cha 9
Skills:	Climb +8, Escape Artist +13, Hide +13, Listen +9, Move Silently +13, Search +8, Sense Motive +9, Spot +9, Tumble (flying only) +13
Feats:	Blind-Fight [®] , Flyby Attack, Improved Initiative
Environment:	Usually the Iron Hells
Organization:	Solitary, pair, cluster (3–9) or flight (10–40)
Challenge Rating:	4
Treasure:	No coins; standard goods; 50% items
Alignment:	Always lawful evil
Advancement Range:	5 HD (Medium); 6–12 HD (Large)
Level Adjustment:	+3 (cohort)

A great batlike creature swoops down, its wings burning with orange flames and trailing dark smoke. Its eyes are alight with hellfire and rage.

Description

Hellbats are enormous flaming bats from the depths of Chardun's Iron Hells. They are frequently used to hunt enemies of the Great General, although

they are also used as scouts and messengers because of their incredible speed.

Hellbats are among the most frequently encountered denizens of Chardun's domain. Tales of their cruelty are told throughout the Scarred Lands, so that the sight of even a single hellbat on a battlefield can cause hysteria. If an army led by priests of Chardun makes a particularly gruesome sacrifice before a battle, the Slaver may reward them with a cluster of hellbats to aid them.

Larger hellbats may act as steeds for other devils or even for mortals that have proved themselves sufficiently determined, disciplined, and bloodthirsty (if they can abide the devil's flames).

Combat

Hellbats use their speed, agility, and aerial maneuverability to great effect in battle. They are more than capable of shredding an opponent to pieces with their hooked claws alone; given their vicious bite, poison, and hellfire breath, they are formidable opponents.

Hellbats enjoy ripping limbs from their prey and then playing with the victim as it suffers. On the battlefield, where Chardun and his devils often deploy them, hellbats fly silently overhead, converging above the most dangerous foes and softening them up with streams of hellfire breathed from above. Large hellbats may swoop down and grab Small targets in their jaws and subsequently drop them from great heights, a fate that may or may not be delivered after the hellbat has used its breath weapon to torture the grappled individual.

Breath Weapon (Su): 3/day, 30-foot cone of hellfire, 4d6 damage (Reflex DC 15 half). Half of this is fire damage, but the other half results directly from divine (unholy) power and is therefore not subject to being reduced by resistance to fire-based attacks, such

as that granted by protection from energy (fire), fire shield (chill shield), and similar magic. Hellbats can use their breath weapon while grappling creatures with their bite attack.

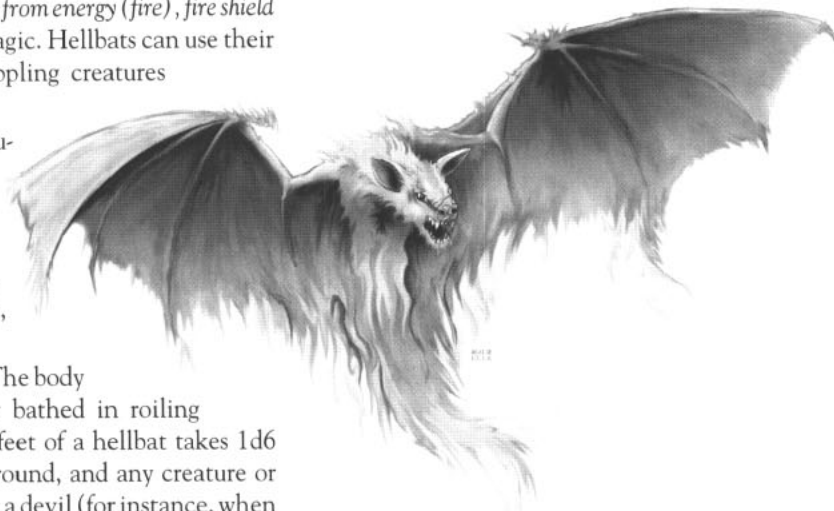
The save DC is Constitution-based.

Improved Grab (Ex):

A hellbat must hit with its bite attack to use this ability.

Poison: Bite, Fort DC 15, 1d6 Dex/1d6 Dex.

Flaming Body (Ex): The body of a hellbat is constantly bathed in roiling flames. Anyone within 5 feet of a hellbat takes 1d6 points of fire damage per round, and any creature or object in contact with such a devil (for instance, when grappling) takes 15 points of fire damage per round.



Devil, Hive

Medium Outsider (Devil, Evil, Extraplanar, Lawful)

Hit Dice:	4d8+12 (30 hp)
Initiative:	+6
Speed:	40 ft. (8 squares), climb 40 ft.
AC:	18 (+2 Dex, +6 natural), touch 12, flat-footed 16
Base Attack/Grapple:	+4/+7
Attack:	Claw +7 melee (1d8+3)
Full Attack:	2 claws +7 melee (1d8+3) and bite +2 melee (1d6+1)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Poison, <i>summon devil</i>
Special Qualities:	Damagereduction 5/good or silver, hivebuilding, hive mind, immunity to fire and poison, resistance to acid 10 and cold 10, see in darkness, telepathy 100 ft.
Saves:	Fort +7, Ref +6, Will +6
Abilities:	Str 16, Dex 15, Con 17, Int 11, Wis 14, Cha 10
Skills:	Balance +9, Climb +18, Disguise +7*, Hide +9, Jump +10, Listen +9, Move Silently +9, Spot +9
Feats:	Dodge, Improved Initiative
Environment:	Usually the Iron Hells
Organization:	Pocket (4–12), unit (13–48), or hive (50–150)
Challenge Rating:	3
Treasure:	Standard
Alignment:	Always lawful evil
Advancement Range:	5–8 HD (Medium)
Level Adjustment:	—

What seemed to be humans are nothing of the kind. Their skin is covered with thin chitinous plates like those of a great insect, and their eyes are dark and multifaceted.

Description

Hive devils are highly organized and dangerous horrors created by the god Chardun. They are ferocious opponents that don't hesitate to fight to the death.

From a distance, a hive devil is easily mistaken for a human warrior, but at close range it becomes clear that this is not the case. The skin of a hive devil is covered with a smooth layer of chitin that protects it from damage; likewise, its black eyes are multifaceted, vaguely like an insect's.

The primary function of hive devils is the creation of the enormous black edifices called hives that act as command centers, barracks, and cover for infernal forces on the march. An army of hive devils can enter an area under cover of night, and, working together, construct one or more hives within the space of a few hours. Once the hive is completed, the hive devils and their diabolic allies have a base from which to work to impose Chardun's will in the area.

Combat

Hive devils prefer to attack when they outnumber their opponents; they exploit their advantage of numbers by attacking their enemies two (or more) to one, in an attempt to weaken or kill with their poisonous bite. Once a foe has fallen, hive devils are likely to use the corpse as building material for a hive, making sure to cover the face with hive foam to ensure its death.

Hive devils do not think of themselves in the singular, but as part of a larger unit; consequently, they do not hesitate to sacrifice themselves if such a sacrifice will help the unit attain its larger objective.

Black Hives

The black hives created by hive devils are tall, typically five stories high, and are laid out on a vertically oriented floor plan that requires a great deal of climbing. Those without the ability to climb effectively, levitate, or fly, whether through magical or mundane means, are at a serious disadvantage in a devil hive.

Devil hives typically incorporate found objects into their composition, so rocks, trees, destroyed siege engines, victims' (and allies') bodies, and the like may all wind up as part of the structure. Individuals who attempt to interfere with the hive-making process are likely to find themselves as part of the hive itself.

The black walls of a hive are slightly harder than wood (hardness 6) but much stronger, typically 2 feet thick; aside from their hardness, treat them as reinforced masonry walls (see *DMG*, Table 3-9: Walls). Hive devil foam is immune to fire of any kind. Hive devils and their ilk like to keep hives as much like the Iron Hells as possible; thus, the inside of a hive is generally in excess of 100 degrees Fahrenheit.

In the event of a large incursion by the forces of the Hells, hive devils may build hives for other sorts of devils as well. During the Titanswar, whole tracts of countryside were covered by hives like enormous, black, festering monoliths, as Chardun brought in battalions of devils to wage war on the titans and their spawn.

Hive material is waterproof and, if hive devils are properly equipped or magically augmented, they can be built below the surface of water. Underwater hives look like upside-down grape clusters rising from the sea floor.

If not maintained by hive devils, the black hives begin to rot within a year, and even a large hive degrades almost completely into coarse gray ash within the space of five years.

Poison (Ex): Bite, Fort DC 15, 1d6 Con/2d4 Con.

Summon Devil (Sp): Once per day, a hive devil can attempt to summon another hive devil with a 50% chance of success.

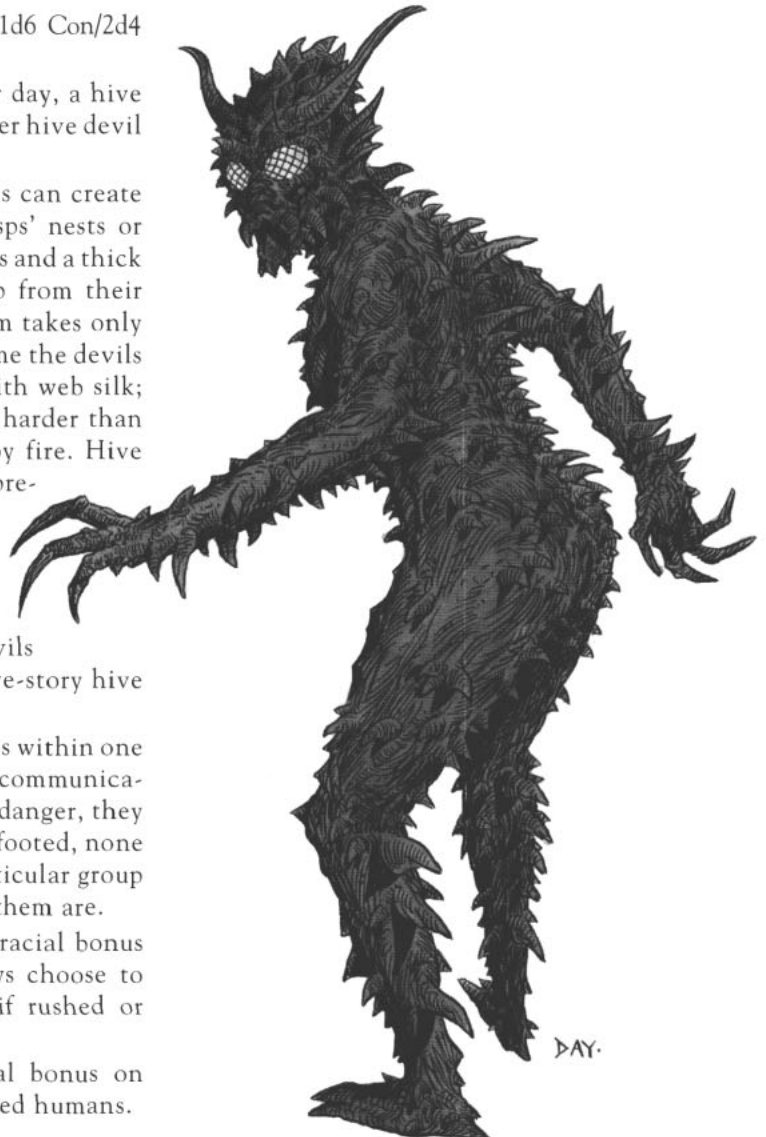
Hive Making (Ex): Hive devils can create large black structures, akin to wasps' nests or termite mounds, out of found objects and a thick black foam that they can spew up from their stomachs. Freshly exuded hive foam takes only seconds to harden, during which time the devils work with it like a spider works with web silk; once it hardens, the black foam is harder than wood and completely unaffected by fire. Hive devils' hands secrete an oil that prevents hive foam from hardening upon them.

Like spiders spinning webs, hive devils are quiet, fast, and methodical. On average, 12 hive devils working in tandem can create a five-story hive in just 8 hours.

Hive Mind (Ex): All hive devils within one mile of each other are in constant communication. If one is aware of a particular danger, they all are. If one in a group is not flat-footed, none of them are. No hive devil in a particular group is considered flanked unless all of them are.

Skills: Hive devils have a +8 racial bonus on Climb checks. They can always choose to take 10 on Climb checks, even if rushed or threatened.

*Hive devils have a +4 racial bonus on Disguise checks to appear as armored humans.



Devil, Infernal Sentinel

Large Outsider (Devil, Evil, Extraplanar, Lawful)

Hit Dice:	10d8+60 (105 hp)
Initiative:	+4
Speed:	40 ft. (8 squares), fly 80 ft. (average)
AC:	23 (–1 size, +4 Dex, +10 natural), touch 13, flat-footed 19
Base Attack/Grapple:	+10/+21
Attack:	+2 warscepter +18 melee (3d8+12/x3)
Full Attack:	+2 warscepter +18/+13 melee (3d8+12/x3) and bite +11 melee (2d6+3) and spines +11 melee (1d8+3)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Create <i>Chardun-slain</i> , smite foe, spell-like abilities, spells, <i>summon devil</i> , warscepter mastery
Special Qualities:	Boon of Chardun, damage reduction 10/good, immunity to fire and poison, resistance to acid 10 and cold 10, see in darkness, spell resistance 22, telepathy 100 ft.
Saves:	Fort +17, Ref +15, Will +15
Abilities:	Str 25, Dex 19, Con 22, Int 16, Wis 19, Cha 18
Skills:	Concentration +19, Diplomacy +17, Hide +13, Knowledge (any two) +16, Intimidate +17, Listen +17, Move Silently +17, Search +16, Sense Motive +17, Spot +17
Feats:	Cleave, Combat Expertise, Improved Bull Rush, Power Attack
Environment:	Usually the Iron Hells
Organization:	Solitary or squad (1 infernal sentinel and 2d4 +2 <i>Chardun-slain</i>)
Challenge Rating:	13
Treasure:	Double standard
Alignment:	Always lawful evil
Advancement Range:	11–17 HD (Large); 18–30 HD (Huge)
Level Adjustment:	—

This creature looks like a dangerous opponent: Taller than an ogre and at least as massive, it has the tusked head of a boar and its back and arms bristle with deadly-looking spines.

Description

While few if any mortals know of these devils' origin, some sages speculate that the infernal sentinels were specially made from the souls of those sworn into service in the church of Chardun. Some believe that they were made in response to Vangal's ferals, and to bolster the ranks of Chardun's dark dwarves in battle.

Combat

The infernal sentinel's utterly lawful nature makes it an excellent guard and soldier, and it follows the orders of any recognized senior member of Chardun's clergy and any officer of his forces with at least as many HD as the devil itself.

In combat, infernal sentinels always attack enemy spellcasters first, charging past any defenders and provoking attacks of opportunity to do so if necessary. They invariably carry great warscepters, weapons sacred to their creator, with a +2 or better enhancement. Their fierce natures and the favor of Chardun enable them to inflict fearsome damage in combat when armed with these weapons.

Smite Foe (Su): Once per day, an infernal sentinel can add its Charisma modifier as a bonus to any single attack roll. If the attack hits and the target is good or chaotic, it deals a number of additional points of damage equal to the sentinel's HD (maximum +20). If the target is neither chaotic nor good, the attack deals no extra damage (the attack bonus still applies) and the smite foe ability is considered expended for the day.

Spell-Like Abilities: At will—*bane*, *bless*, *Chardun's torments** (DC 17), *darkness*, *detect chaos/good*, *greater teleport* (self plus 50 pounds of objects only), *protection from chaos/good*, *sacred weapon** (DC 17); 3/day—*blade barrier* (DC 20), *order's wrath* (DC 18), *plane shift*, *unhallow*, *unholy blight* (DC 18); 1/day—*heal*, *mass suggestion* (DC 23), *word of recall*; 1/week—*holy war***. Caster level 10th. The save DCs are Charisma-based.

Spells: Infernal sentinels can cast divine spells as 10th-level clerics



with access to the Law, Strength, and War domains. The save DCs are Wisdom-based.

Typical cleric spells prepared (6/5+1/5+1/4+1/4+1/2+1; save DC 14 + spell level): 0—*cure minor wounds, detect magic, guidance, read magic, resistance, virtue*; 1st—*bane, battlecry**†, *command, death watch, divine favor, smite**; 2nd—*align weapon, bull's strength*†, *hold person, resist energy, silence*; 3rd—*animate dead, bestow curse, dispel magic, magic circle against good*†, *summon monster III*; 4th—*air walk, divine power*†, *dismissal, freedom of movement, summon monster IV*; 5th—*dispel chaos*†, *summon monster V, true seeing*.

† Domain spells.

Summon Devil (Sp): Once per day, an infernal sentinel can attempt to summon 1d6 chain devils with a 40% chance of success or a horned devil with a 20% chance of success.

Warscepter Mastery (Ex): An infernal sentinel using a warscepter deals damage as if the weapon were one size larger than its actual size. (This benefit has already been incorporated into the statistics block above.)

Boon of Chardun (Su): Due to Chardun's blessing, infernal sentinels may add their Charisma bonus to all saving throws (this is reflected in the statistics above).

Create Chardun-Slain (Sp): Once per day, an infernal sentinel may animate a number of dead worshippers of the Great General, making them into Chardun-slain under the devil's command. The total HD of Chardun-slain cannot exceed twice that of the infernal sentinel itself, and no infernal sentinel may control more than four times its HD in Chardun-slain at any given time. This ability otherwise functions as the spell *animate dead*.

Devil, Malleus

Medium Outsider (Devil, Evil, Extraplanar, Lawful)

Hit Dice:	10d8+20 (65 hp)
Initiative:	+6
Speed:	40 ft. (8 squares), climb 40 ft.
AC:	19 (+2 Dex, +7 natural), touch 12, flat-footed 17
Base Attack/Grapple:	+10/+13
Attack:	Claw +13 melee (1d10+3)
Full Attack:	2 claws +13 melee (1d10+3) and bite +8 melee (1d6+1)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Poison, spell-like abilities, <i>summon devil</i>
Special Qualities:	Damage reduction 10/good, immunity to fire and poison, resistance to acid 10 and cold 10, scent, see in darkness, spell resistance 13, telepathy 100 ft.
Saves:	Fort +9, Ref +9, Will +9
Abilities:	Str 17, Dex 15, Con 14, Int 13, Wis 14, Cha 12
Skills:	Climb +24, Hide +15, Intimidate +13, Jump +16, Knowledge (the planes) +8, Knowledge (any one) +7, Listen +17, Move Silently +15, Search +14, Spot +17
Feats:	Alertness, Dodge, Improved Initiative, Power Attack
Environment:	Usually the Iron Hells
Organization:	Solitary, pair, or throng (3–6)
Challenge Rating:	8
Treasure:	Standard
Alignment:	Always lawful evil
Advancement Range:	11–16 HD (Medium); 17–20 HD (Large)
Level Adjustment:	+6

Outwardly humanoid, the creature appears to be some unnatural amalgam of human and insect. Its body is covered with heavy chitin, hooked and wickedly barbed. Its eyes are large and faceted, like those of some great grasshopper or bee. Its mouth looks like that of a crustacean, opening and closing constantly.

Description

Malleus devils — the so-called “Hammers of Hell” — are important agents of Chardun. It is they who are charged with hunting down the Overlord's enemies and desecrating the temples of his rivals.



Malleus devils are related to hive devils, but are much less human in appearance.

Malleus devils never leave the Iron Hells without a reason. Chardun typically sends them out for very specific missions, most often to bring back escapees or to obtain particular items. If one of the Hammers of Hell cannot adequately punish an escapee, legions of them will work together to enforce the Slaver's laws. Because of their brutish natures, malleus devils are not assigned to any task requiring subtlety.

Combat

Malleus devils fight either to kill and devour or to subdue, depending on the exact nature of their mission. In either case, they are likely to use *greater invisibility* just before launching the attack. If attacking with the intent to kill, they're likely to ambush their target with a barrage of *burning hands* and *fireballs*, followed by melee attacks. If a devil's paralytic poison takes effect, it disembowels its victim and eats him at its leisure.

If the devil is fighting to subdue, it typically begins combat with either *hold person* or *suggestion*; if this fails, and it has the luxury of time, it may try *web* or *web sphere* repeatedly until it entraps the foe. Regardless, once the target is ensorcelled, the devil will use its paralytic bite to prevent the target from struggling as the devil returns with its quarry to Hell.

Poison: Bite, Fort DC 17, 2d6 Dex/paralysis for 4d4 minutes.

Spell-Like Abilities: At will—*burning hands* (DC 12), *darkness*, *detect chaos/good*, *greater teleport* (self plus 50 pounds of objects only), *pyrotechnics* (DC 13), *web sphere** (DC 12); 3/day—*desecrate*, *fireball* (DC 14); 1/day—*greater invisibility*, *plane shift*, *suggestion* (DC 14), *web* (DC 13). Caster level 10th. The save DCs are Charisma-based.

Summon Devil (Sp): Once per day, a malleus devil can attempt to summon 1d6 hive devils or another malleus devil with a 35% chance of success.

Skills: Malleus devils have a +8 racial bonus on Climb checks. They can always choose to take 10 on Climb checks, even if rushed or threatened.

Devil, Malocchio (Lord of Hell)

Medium Outsider (Devil, Evil, Extraplanar, Lawful)

Hit Dice: 20d8+120 (222 hp)
Initiative: +8
Speed: 40 ft. (8 squares)
AC: 33(+8 Dex, +15 natural), touch 18, flat-footed 25
Base Attack/Grapple: +20/+26
Attack: Claw +26 melee (2d6+6)
Full Attack: 2 claws +26 melee (2d6+6)
Space/Reach: 5 ft./5 ft.
Special Attacks: Spell-like abilities, spells, *summon devil*
Special Qualities: Damage reduction 15/good and silver, immunity to fire and poison, resistance to acid 10 and cold 10, mind blank, see in darkness, spell resistance 30, telepathy 100 ft., wizard features

Saves: Fort +18, Ref +20, Will +21
Abilities: Str 23, Dex 27, Con 23, Int 32, Wis 24, Cha 28
Skills: Appraise +16, Bluff +29, Concentration +29, Craft (alchemy) +21, Decipher Script +21, Diplomacy +36, Disguise +14 (+16 acting), Escape Artist +13, Forgery +26, Gather Information +21, Hide +18, Intimidate +31, Jump +11, Knowledge (arcana) +34, Knowledge (religion, the planes) +31, Knowledge (all others) +16, Listen +27, Move Silently +18, Perform (oratory) +18, Ride +13, Ritual Casting +26, Search +26 (+28 for secret doors/compartments), Sense Motive +30, Sleight of Hand +13, Spellcraft +33, Spot +22, Survival +14, Use Magic Device +19 (+21 with scrolls), Use Rope +10 (+12 with bindings)

Feats:

Alertness, Chain Spell*, Empower Spell*, Eschew Materials⁸, Greater Spell Penetration, Heighten Spell⁶, Improved Spell Capacity (10th), Iron Will, Maximize Spell⁶, Quicken Spell, Scribe Scroll⁶, Spell Penetration⁸, Widen Spell

Environment:

The Iron Hells

Organization:

Solitary (unique) or court (Malocchio and various devils)

Challenge Rating:

22

Treasure:

Standard coins; double goods; triple items

Alignment:

Lawful evil

Level Adjustment:

—

There is nothing outwardly threatening about the man, who is clad in embroidered robes and wears fine jewelry. His dark eyes are intelligent and almost friendly. The only unusual thing is the two small horns that sprout from his forehead.

Description

Malocchio is such a sophisticated and soft-spoken gentleman that one would scarcely know him for one of the Lords of Hell were it not for his delicate horns and the retinue of powerful devils that usually attend him. Long before the Titanswar, Malocchio was a favored wizard of Hedrada; his great cruel streak, however, eventually alienated the God of Justice, so the wizard then curried the favor of Chardun, who promoted him to devil status upon his death. Since then, he has risen to the highest circles of Chardun's diabolic servants.

From his enormous iron palace in the nether regions of the Iron Hells, Malocchio deals with those sorcerers and wizards unwise enough to bargain with devils and subsequently renege on their agreements. He himself rends their souls asunder for believing that bargaining away their soul to multiple devils somehow renders them immune from fair collection practices.

Malocchio has spent centuries dealing with wayward spellcasters. He knows their jargon, their tricks, their philosophies, and their excuses, and he wields logic like a razor to rip their minds apart. After an initial interview, Malocchio will take one of three steps: (i) He inflicts some quick punishment on the recalcitrant mage (removing fingers and vocal chords, for example) and returns him whence he came; (ii) He offers the mage a position in his employ (though only if the mage is exceptionally cruel and knowledgeable); or (iii) He schedules him for an eternity of torment as a toy for hell's sadistic denizens.

More than most devils, Malocchio has a particular loathing for the Material Plane. When it is time for a transgressor to face punishment, Malocchio sends a contingent of the most appropriate devils to capture his target and drag him into hell. There, Malocchio tends to the unfortunate with notable enthusiasm.

Combat

Malocchio is a scholar and spellcaster, not a fighter. In fact, he's perfectly happy letting a troupe of pit fiends and lesser devils fight his battles for him while he merely watches and perhaps guards himself from errant blasts of magic.

If forced into battle himself, he always uses his greatest and most devastating spells and abilities first; he never allows himself to be swept up in the melee — and he has many minions to ensure that such a thing never happens.

Defeating Malocchio along with all his cronies should by all means be an epic undertaking.

Spell-Like Abilities: At will—*Chardun's torments** (DC 21), *charm monster* (DC 22), *darkness*, *detect chaos/good*, *detect thoughts* (DC 20), *dispel magic*, *dragon's breath** (DC 21), *greater teleport* (self plus 50 pounds of objects only), *invisibility*, *magic circle against good*, *order's wrath* (DC 22), *produce flame*, *pyrotechnics* (DC 20), *true seeing*, *screaming* (DC suggestion (DC 21), *telekinesis* (DC 24), *unhallow*, *unholy blight* (DC 22), *wall of fire* (DC 22); 3/day—*leech field** (DC 26), *mind raid** (DC 21), *plane shift*, *sacrificial heart** (DC 24), *symbol* (any; DC varies); 1/day—*blasphemy* (DC 25), *dictum* (DC 25), *mass suggestion* (DC 24). Caster level 20th. The save DCs are Charisma-based.

Spells: Malocchio can cast arcane spells as a 20th-level wizard. He has access to virtually every wizard spell known across the planes. The save DCs are Intelligence-based.

Typical wizard spells prepared (4/7/7/6/6/6/6/5/5/2; save DC 21 + spell level): 0—*arcane mark*, *enumerate**, *prestidigitation*, *touch of fatigue*; 1st—*disguise self*, *jump*, *mage armor*, *magic missile*, *shield*, *shocking grasp*, *ventriloquism*; 2nd—*bear's endurance*, *eagle's splendor*, *fox's cunning*, *rend the*

*sovereign soul**, *resist energy*, *spectral hand*, *touch of idiocy*; 3rd—*chains of binding****, *displacement*, *dispel magic*, *fly*, *haste*, *manaspear**, *mask of virtue*†; 4th—*dimensional anchor*, *enhanced senses**, *ghostweaver**, *remove resistance**, *sacrifice spell**, *solid fog*; 5th—*beetle swarm***, *dominate person*, *hold monster*, *lightning bolt* (empowered), *multiplicity**, *Stelan's blood tentacles****, 6th—*acid fog*, *chain lightning*, *eyebite*, *fireball* (widened), *greater dispel magic*, *pass the years**; 7th—*finger of death*, *forcecage*, *greater arcane sight*, *Mesos' containment***, *sever**, *waves of fatigue*; 8th—*dismissal* (heightened), *baleful polymorph* (chained), *demand*, *mind blank* (cast every day), *horrid wilting*; 9th—*censure of Mesos***, *gate*, *meteor swarm*, *time stop*, *wall of force* (quickened); 10th—*disintegrate* (quickened), *remove resistance** (chained, heightened [7th]).

† This spell is from **The Wise and the Wicked**.

Summon Devil (Sp): Twice per day, Malocchio can automatically summon 8 chain devils, 4 pain devils or erinyes, or 1d2 gladius devils. Once per day, he can attempt to summon a pit fiend with a 50% chance of success.

Mind Blank (Su): Malocchio casts *mind blank* upon himself every day, so it is for all intents and purposes always in effect.



Devil, Pain

Medium Outsider (Devil, Extraplanar, Evil, Lawful)

Hit Dice:	7d8+14 (45 hp)
Initiative:	+2
Speed:	30 ft. (6 squares), fly 30 ft. (good)
AC:	19 (+2 Dex, +7 natural), touch 12, flat-footed 17
Base Attack/Grapple:	+7/+9
Attack:	Claw +9 melee (1d6+2)
Full Attack:	2 claws +9 melee (1d6+2)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Domination, painful embrace, spell-like abilities, <i>summon devil</i>
Special Qualities:	Damage reduction 10/good, immunities, fast healing 1, resistance to acid 10 and cold 10, see in darkness, spell resistance 15, telepathy 100 ft., tongues
Saves:	Fort +7, Ref +7, Will +9
Abilities:	Str 14, Dex 15, Con 14, Int 15, Wis 18, Cha 21
Skills:	Bluff +18, Concentration +12, Disguise +15 (+17 acting), Diplomacy +9, Escape Artist +7 (+9 involving ropes), Heal +10, Intimidate +20, Gather Information +15, Listen +19, Profession (torturer) +18, Search +12, Sense Motive +14, Spot +19, Use Rope +7 (+9 with bindings)
Feats:	Combat Expertise, Improved Disarm, Persuasive
Environment:	Usually the Iron Hells
Organization:	Solitary, pair, or bevy (3–5)
Challenge Rating:	9
Treasure:	Standard
Alignment:	Always lawful evil
Advancement Range:	8–14 HD (Medium)
Level Adjustment:	+6

The shapely woman may have a trace of elven blood. She wears a seductive expression, a slight smirk with an amused lift to her eyebrows. She also has tiny horns, and batlike wings sprout from her back.

Description

These beautiful devils, also called “pain maidens,” are often mistaken for succubi (and in fact often work in much the same lower-planar circles as those creatures). In their true forms, they appear as tall, slender women, seemingly of half-elf or elf stock, with milky skin, vestigial horns, and comparatively small wings. However, on the Material Plane, they generally use magic to hide their diabolic appearance. A pain devil often wears a deceptively empathetic expression on her face, even in combat — but under this soft exterior is a heart of darkest evil.

A pain maiden is, simply, a diabolic spirit of pain. Pain devils are most often found as torturers and inquisitors in the employ of more powerful evil beings. The mere gaze of the pain maiden offers a perfect tool to those wishing to uncover information, and a well-employed pain devil can often

manage an entire dungeon of captives for her master, all the while enjoying great sport with her charges.

Combat

Pain devils avoid direct combat if possible, as their strengths are better suited to situations where they can extract information from helpless captives. When forced into battle they fight with their sharp claws, with the ultimate goal of escaping the combat as quickly as possible.

Domination (Su): A pain devil can crush and subdue an opponent's will merely by looking into his or her eyes. This is similar to a gaze attack, except that the devil must use a standard action, and those merely looking at her are not affected. Anyone the devil targets must succeed at a DC 18 Will save or fall instantly under her influence as though by a *dominate monster* spell (caster level 18th). The save DC is Charisma-based. A creature that makes the save is immune to that pain devil's domination ability for 24 hours. This ability has a range of 30 feet.

Painful Embrace (Su): If a pain maiden successfully touches or grapples a living opponent, she may, as part of the touch or grapple action, expose a portion of her diabolic



essence to the target. This inflicts agonizing pain on the victim, dealing 1 point of Wisdom damage and affecting the creature as if by a *symbol of pain* (caster level equals the devil's HD). There is no saving throw against this effect, although spell resistance does apply.

While this ability can be used during combat, it is most often used on helpless captives, especially after a failed attempt with her domination ability. This ability may be used any number of times per day, but only once per day on any given opponent.

Spell-Like Abilities: At will—*darkness*, *Chardun's torments** (DC 18), *detect good/law*, *detect thoughts* (DC 17), *greater teleport* (self plus 50 pounds of objects only), *polymorph* (self, humanoid form only; no limit on duration); 3/day—*animate shadow** (DC 18), *death knell* (DC 17), *fracture*† (DC 18), *mind raid** (DC 18), *ray of exhaustion* (DC 19); 1/day—*symbol of pain* (DC 20), *waves of fatigue* (DC 20). Caster level 8th. The save DCs are Charisma-based.

Devil, Shelnizu

Large Outsider (Devil, Evil, Extraplanar, Lawful)

Hit Dice:	20d8+140 (230 hp)
Initiative:	+8
Speed:	40 ft. (8 squares)
AC:	31 (–1 size, +4 Dex, +18 natural), touch 13, flat-footed 27
Base Attack/Grapple:	+20/+33
Attack:	Slam +28 melee (2d6+9/19–20)
Full Attack:	2 slams +28 melee (2d6+9/19–20) and gore +23 melee (3d6+4)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Spell-like abilities, <i>summon devil</i>
Special Qualities:	Damage reduction 10/good and silver, defend patron, evasion, immunity to fire and poison, regeneration 8, resistance to acid 10 and cold 10, see in darkness, spell resistance 23, telepathy 100 ft.
Saves:	Fort +19, Ref +16, Will +17
Abilities:	Str 29, Dex 19, Con 24, Int 12, Wis 17, Cha 18
Skills:	Climb +29, Concentration +30, Intimidate +27, Jump +32, Knowledge (local, religion) +14, Listen +28, Search +24, Sense Motive +26, Spot +28
Feats:	Alertness, Cleave, Combat Reflexes, Improved Critical (slam), Improved Initiative, Iron Will, Power Attack
Environment:	Usually the Iron Hells
Organization:	Solitary, pair, or squad (3–6)
Challenge Rating:	15
Treasure:	Standard
Alignment:	Always lawful evil
Advancement Range:	21–30 (Large); 31–60 HD (Huge)
Level Adjustment:	—

The creature is manlike — although nearly three times taller than a human — and is covered in spiny plates of strange heavy black metal or perhaps a chitinous shell like that of some great crustacean. It wears a great visored helm with a sharp horn projecting from the forehead.

† This spell is from *Vigil Watch: Warrens of the Ratmen*.

Summon Devil (Sp): Once per day, a pain devil can attempt to summon 2d4 lemures, 2 chain devils, or another pain devil or erinyes with a 35% chance of success, or a barbed or iron devil with a 20% chance of success.

Immunities (Ex): Pain devils have the usual diabolic immunities to fire and poison. In addition, they are not subject to any penalty or effect based solely on pain or suffering; this includes, but is not limited to, *symbol of pain*.

Tongues (Su): Pain devils can speak with any creature that has a language, as though using the *tongues* spell (caster level equals the devil's HD). This ability is always active. Pain devils usually use verbal communication with mortals.

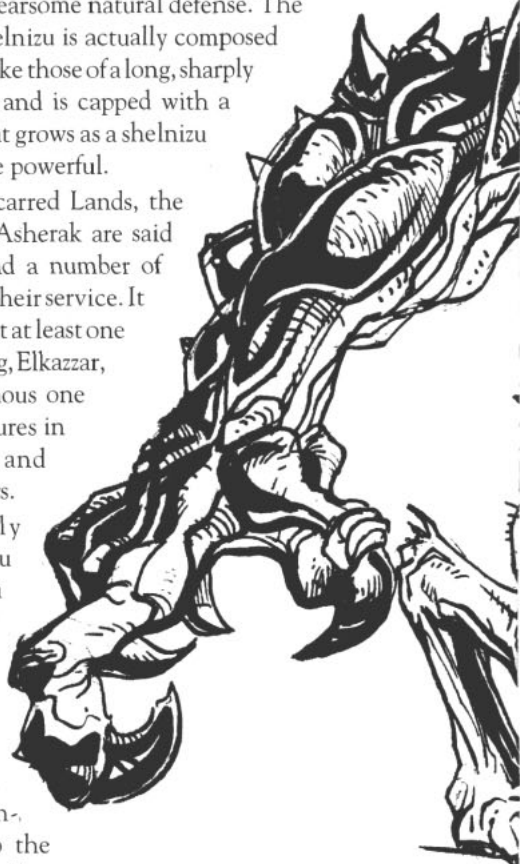
Skills: Pain devils have a +4 racial bonus on Bluff, Intimidate, and Profession (torturer) checks and a +8 racial bonus on Listen and Spot checks.

Description

Native to Chardun's Iron Hells, shelnizu are powerful fiends tasked with protecting the cities and rulers of the Great General's realm. They appear as 15-foot-tall humanoids encased in a glossy black metal carapace from head to toe. In addition, the shiny black hide of the shelnizu is covered in dark, burred spikes, making for a fearsome natural defense. The "face" of a shelnizu is actually composed of flat plates, like those of a long, sharply angled helm, and is capped with a great horn that grows as a shelnizu becomes more powerful.

In the Scarred Lands, the god-kings of Asherak are said to have bound a number of shelnizu into their service. It is believed that at least one living god-king, Elkazzar, has an enormous one of these creatures in his service, and possibly others.

Virtually every shelnizu is bound to a particular city — either in Chardun's Hell or on the Material Plane. A shelnizu vanishes back to the Hells if its earthly city



is destroyed, or vanishes into nothingness if its city in Chardun's hellish realm is destroyed.

Combat

A shelnizu is absolutely dedicated to defending the city to which it is bound, and to the rulers of that city. It invariably and unflinchingly fights to the death before seeing its city or its master(s) harmed, smashing foes with its enormous plated arms and goring with its horn.

Spell-Like Abilities: At will—*darkness*, *detect good/law*, *desecrate*, *dimension door*, *major image* (DC 17), *nondetection*, *see invisibility*, *shield other*; 3/day—*order's wrath* (DC 18), *unholy blight* (DC 18); 1/day—*heal*, *screen* (DC 21), *sequester* (DC 21), *shield of law*, *unholy aura*; 1/week—*mass heal*. Caster level 20th. The save DCs are Charisma-based.

Summon Devil (Sp): Once per day, a shelnizu can attempt to summon 3 iron devils, a horned devil, or another shelnizu with a 35% chance of success, or a barbed

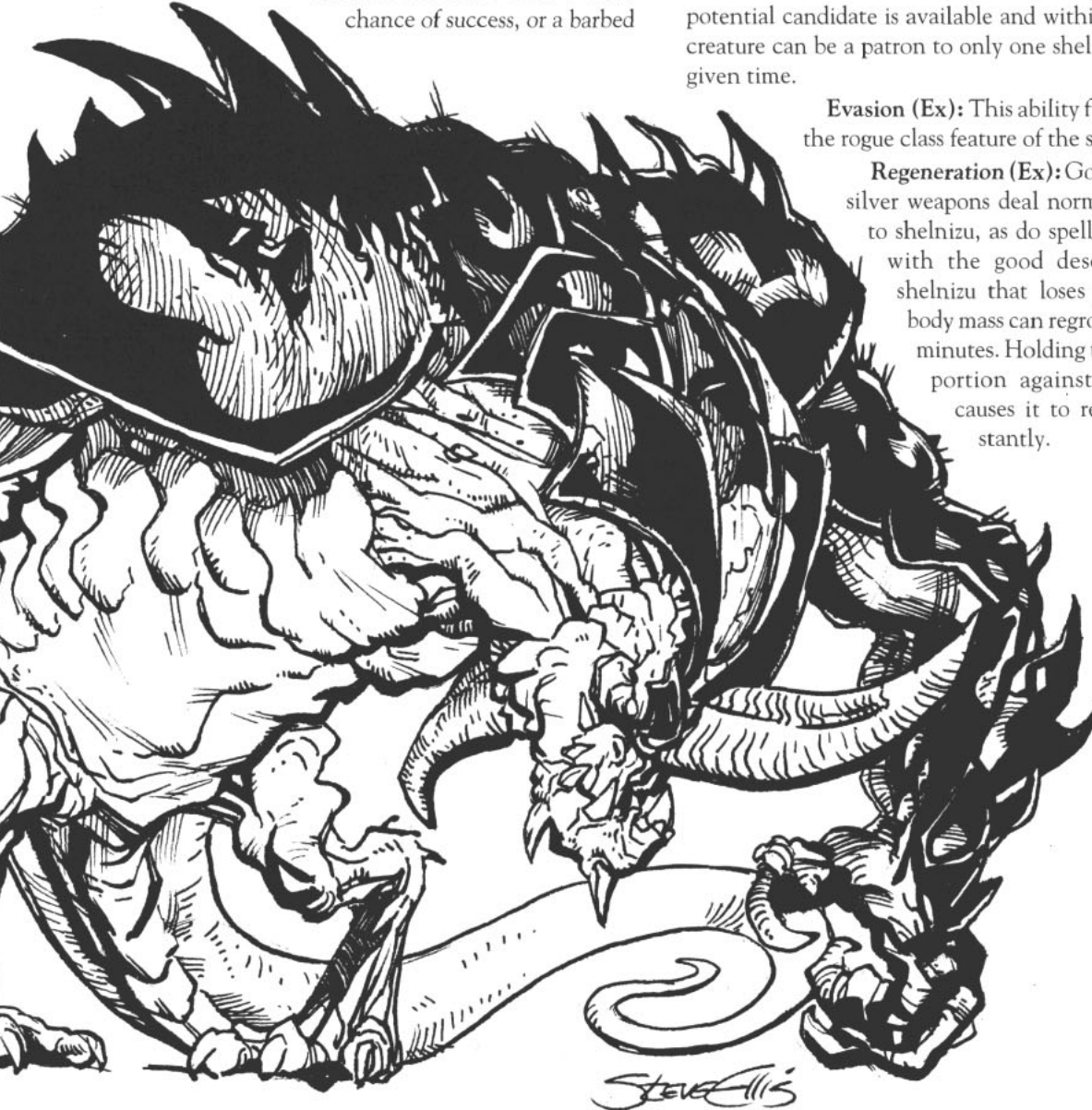
devil with a 20% chance of success.

Defend Patron (Su): As a free action, a shelnizu can choose any inhabitant of the city to which it is bound as its "patron" (this is usually the primary ruler of its city, but it can be some other important individual if necessary). The target creature must be within 100 feet of the shelnizu at the time the devil chooses it for a patron. As long as its patron is within 100 feet of the shelnizu, the patron is automatically affected as if the shelnizu had cast the spell *shield other* with the patron as its subject. In addition, any time the patron is within the shelnizu's reach, the shelnizu can make an attack of opportunity against anyone who attacks its patron, as long as the opponent is also within the shelnizu's reach, up to its usual maximum number of attacks of opportunity per round. (Note the shelnizu's Combat Reflexes feat.)

The shelnizu can have only one patron during any given combat, unless the patron is slain, in which case the shelnizu is free to choose another patron if a potential candidate is available and within range. A creature can be a patron to only one shelnizu at any given time.

Evasion (Ex): This ability functions as the rogue class feature of the same name.

Regeneration (Ex): Good-aligned silver weapons deal normal damage to shelnizu, as do spells or effects with the good descriptor. A shelnizu that loses part of its body mass can regrow it in 2d4 minutes. Holding the severed portion against the mass causes it to reattach instantly.



Devil, Waterbringer

Medium Outsider (Devil, Evil, Extraplanar, Lawful)

Hit Dice:	8d8+32 (68 hp)
Initiative:	+1
Speed:	40 ft. (8 squares), burrow 20 ft.
AC:	22(+10 Dex, +11 natural), touch 11, flat-footed 21
Base Attack/Grapple:	+8/+9
Attack:	Touch +9 melee (1d8+8 plus dehydration)
Full Attack:	Touch +9 melee (1d8+8 plus dehydration)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Death throes, parching touch, spell-like abilities, <i>summon devil</i>
Special Qualities:	Aura of aridity, <i>create water</i> , damage reduction 10/good, immunity to fire and poison, fast healing 3, resistance to acid 10 and cold 10, see in darkness, spell resistance 17, telepathy 100 ft., tongues
Saves:	Fort +10, Ref +7, Will +9
Abilities:	Str 12, Dex 13, Con 18, Int 15, Wis 16, Cha 17
Skills:	Bluff +16, Climb +12, Concentration +15, Diplomacy +23, Disguise +3 (+5 acting), Gather Information +6, Intimidate +14, Knowledge (local) +13, Listen +16, Search +13, Sense Motive +16, Spot +16, Survival +6
Feats:	Skill Focus (Diplomacy), Persuasive
Environment:	Usually the Iron Hells
Organization:	Solitary
Challenge Rating:	10
Treasure:	Standard coins; double goods; standard items
Alignment:	Always lawful evil
Advancement Range:	7–16 HD (Medium)
Level Adjustment:	+7

Beneath the figure's cowl is a face with smooth, shiny black skin and blank white eyes without pupils. It extends a gloved hand in a gesture that might be a challenge, or might be an offer of aid.

Description

Waterbringer devils are tall humanoids who normally dress in deep-hooded robes of black or dark brown, along with leather gloves and boots. Originally sent to Asherak to tempt mortals dying of thirst in arid regions, many waterbringer devils were trapped on Scarn by the Divine War. A few remain there today, traveling the blasted wastelands, still tirelessly seeking to corrupt those in desperate need of water: Those dying of thirst in the desert may be rescued by a waterbringer, but the price that these creatures ask may be more than the victims realize — for they trade only in souls and cruel promises.

Combat

When forced to fight, waterbringers typically attack with their desiccating touch. However, they are cunning bargainers and speakers, using words both to avoid combat and to trick dying travelers into trading their everlasting souls for the water to preserve their mortal frames. Of its spell-like abilities, it favors *bestow curse*, *Denev's exile from nature*, and *slow* to hamper and manipulate travelers into accepting their water — for a price —

although *hallucinatory terrain* (particularly involving an oasis, whether to create one or to hide it) can be an effective ruse.

Death Throes (Ex): If a waterbringer devil is reduced to –1 hit points while on the Material Plane, it explodes in a great burst of hot water, dealing 8d4 points of nonlethal fire damage to all creatures within the area (Reflex DC 18 half). The save DC is Constitution-based.

Parching Touch (Su): The touch of a waterbringer drains water from its target, dealing 1d8 points of damage + 1 point per HD of the devil (this damage is doubled if the target has the water subtype). The target immediately becomes fatigued due to dehydration, and thereafter must make a Constitution check each hour (DC 10, +1 for each previous check) or take 1d6 additional points of nonlethal damage, as if he were suffering from thirst. This damage cannot be healed by any means until the victim has consumed enough water to re-hydrate (see “Starvation and Thirst,” DMG, Chapter 8).

Nonliving creatures (such as undead or constructs), or living creatures not composed at least partially of water (e.g., earth elementals), are immune to this attack. A waterbringer is immune to dehydration.

Spell-Like Abilities: At will—*bestow curse* (DC 16), *blight* (DC 17), *blur*, *decompose* (DC 15), *detect good/evil*, *Dolomar's limited liquification**, *hallucinatory terrain* (DC 17), *hypnotic pattern* (DC 15), *Keshmeeri refuge***, *locate oasis***, *locate water***, *rusting grasp* (DC 17), *silent image* (DC 14), *soften earth and stone*, *nondetection*, *see invisibility*, *zone of truth* (DC 16); 3/day—*dispel magic*, *remove curse*, *slow* (DC 16), *whispering wind*; 1/day—*Denev's exile from nature* (DC 18), *invisibility purge*, *suggestion* (DC 16).

Caster level 8th. The save DCs are Charisma-based.



Aura of Aridity (Su): A waterbringer devil exudes a 1,000-foot aura of intense dryness, absorbing water from its environment and at the same time healing itself. Within this area, no rain falls, small streams dry up in minutes, and even rivers, oases, and wells vanish within hours (or perhaps days for very large sources of water), seemingly devoured by the desert. Water cannot be created by magical means within the aura of aridity, and even water in sealed containers vanishes at the rate of 1 gallon per hour, per container.

As a full round action, the waterbringer can extend the radius of this aura to one mile. This requires concentration to maintain, but the waterbringer's fast healing ability increases to 5 points per round for as long as it maintains concentration. While wandering aimlessly through the desert, a waterbringer will often maintain this extended aura, patiently searching for thirsty travelers.

A waterbringer and the water it creates are immune to this aura and to that of others of its kind (that is, a waterbringer may create water freely within an aura of aridity, and water it creates does not then evaporate due to

its arid aura). A waterbringer may not dismiss its aura of aridity at any time.

Summon Devil (Sp): Four times per day, a waterbringer can attempt to summon an imp with a 75% chance of success or a bone devil with a 10% chance of success.

Create Water (Sp): A waterbringer devil may create water, as the spell. However, every gallon created deals 1 point of damage to the waterbringer, so it loathes doing so unless the reward is sufficient — usually something vital if not essential to the victim, such as a treasured holy item (which the devil then destroys), the creature's soul, or even a loved one given to the devil to serve as a slave or sacrifice to Chardun.

Tongues (Su): Waterbringer devils can speak with any creature that has a language, as though using the *tongues* spell (caster level equals the devil's HD). This ability is always active. Waterbringer devils usually use verbal communication with mortals.

Skills: Waterbringer devils have a +2 racial bonus on Diplomacy, Listen, Sense Motive, and Spot checks.

Dire Hyena

Large Animal

Hit Dice:	7d8+21 (52 hp)
Initiative:	+2
Speed:	40 ft. (8 squares)
AC:	15 (–1 size, +2 Dex, +4 natural), touch 11, flat-footed 13
Base Attack/Grapple:	+5/+21
Attack:	Bite +12 melee (1d8+12)
Full Attack:	Bite +12 melee (1d8+12)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Improved grab, trip
Special Qualities:	Low-light vision, scent
Saves:	Fort +8, Ref +7, Will +6
Abilities:	Str 26, Dex 15, Con 17, Int 2, Wis 13, Cha 8
Skills:	Hide +0*, Listen +7, Move Silently +4, Spot +7, Survival +3*
Feats:	Alertness, Improved Grapple, Power Attack
Environment:	Warm desert, hills, and plains
Organization:	Solitary or pack (3–12)
Challenge Rating:	4
Treasure:	None
Alignment:	Always neutral
Advancement Range:	8–21 HD (Large)
Level Adjustment:	—

The snarling beast a muscular quadruped with high, sloping shoulders, a thick neck, heavy jaws, matted pelt and glaring black eyes.

Description

Dire hyenas prowl the wastelands and savannahs of the Scarred Lands. They can be found in warm regions across the continents of Ghelspad and Termana, as well as in the

wastelands of Asherak. These beasts resemble large hyenas, averaging 10 feet in length and weighing about 900 pounds, although some breeds can reach sizes of nearly 2,000 pounds. They are broad-chested and have thick necks and large heads, with powerful jaws that can snap bones and bend steel with equal ease.

Dire hyenas live in small packs of 3 to 8 animals, most often led by a female, and they subsist by eating carrion as well as hunting prey within their large territories. Active mostly at night, their keen sense of smell allows them to find prey and carrion over great distances. Like their smaller cousins, dire hyenas communicate through several types of cries and



bloodcurdling howls. They make a maniacal laughing sound when closing in on wounded prey or attacking.

Dire hyenas are natural enemies of dire lions, and never pass up the opportunity to attack them if they have greater numbers. Sometimes known to intermingle with normal hyenas, solitary dire hyenas may be found leading a pack of their smaller cousins. They have also been encountered, though more rarely, with corpse hounds (q.v.).

Two regional variations of dire hyena exist, all but indistinguishable except for their coloration. The spotted dire hyena has brownish-gray fur and dark brown spots, and is usually found in savannah habitats; it travels in slightly larger packs of up to a dozen members. The striped dire hyena has yellow-brown fur with dark stripes, and is more often found in deserts and hill country; striped dire hyenas tend to be larger, and are typically found by themselves or in small family units of 2 to 4 animals.

Combat

Dire hyenas will attack any apparently weak or appetizing prey that enters their territory. If the prey proves too strong, they will retreat rather than taking losses, if possible.

Improved Grab (Ex): To use this ability, the dire hyena must hit an opponent with its bite attack.

Trip (Ex): A dire hyena that hits with its bite attack can attempt to trip its opponent (+17 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the hyena.

Skills: A dire hyena has a +2 racial bonus on Listen and Spot checks.

*Dire hyenas have a +2 racial bonus on Survival checks when tracking by scent, and a +2 racial bonus on Hide checks in areas of tall grass or heavy undergrowth.

Dirgewood Tree

Gargantuan Plant

Hit Dice:	16d8+128 (200 hp)
Initiative:	—5
Speed:	0 ft.
AC:	27 (—4 size, —5 Dex, +26 natural), touch 1, flat-footed 27
Base Attack/Grapple:	+12/+19
Attack:	—
Full Attack:	—
Space/Reach:	20 ft./0 ft.
Special Attacks:	Absorption, carrion stench, foul influence, subjugate undead
Special Qualities:	Damage reduction 6/—, plant traits, spell resistance 22
Saves:	Fort +18, Ref —, Will +8
Abilities:	Str —, Dex —, Con 27, Int —, Wis 16, Cha 21
Skills:	—
Feats:	—
Environment:	Temperate or warm forests
Organization:	Corpse-copse (1 dirgewood tree plus any number of controlled undead)
Challenge Rating:	14
Treasure:	Standard
Alignment:	Always neutral evil
Advancement Range:	17–30 HD (Gargantuan); 31–48 HD (Colossal)
Level Adjustment:	—

The tree's bark looks like cracked and burned flesh. The stench of rotting flesh rises from the surrounding ground upon which lie scattered bones and partly rotted limbs. Several thick lumps, like tumors or boils, move a few inches up the tree's trunk and a slimy mass of tissue falls from one of its branches, landing with a squishy thud.

Description

An especially infamous species native to the continent of Termana, the dirgewood tree exerts a

malign influence over any area in which it takes root. The dirgewood is capable of animating dead creatures in a surprisingly large area around itself, which then move toward the tree, attacking any living creatures in their path. Upon reaching the tree, the decaying bodies are typically absorbed into the dirgewood, increasing its size and its area of influence. A fully grown dirgewood tree exerts this power over many miles.

At its highest, the tapering, scabrous growth of an average dirgewood rises nearly a hundred feet above the ground beneath. Its bark is the color and texture of charred flesh, with a tortured network of ebon ridges protecting a tender, pink interior. This gnarled skin is studded with ruddy, weeping ulcers. A typical dirgewood tree bears only a few dozen leafless branches, which extend from the bole at irregular intervals. These slender limbs rise from the tree and then hang downward at their tips, appearing much like the fleshy rods of some diabolic angler.

At any one time, several lumps — the detritus of a variety of corpses — are visible slowly inching their way upwards beneath the dirgewood's outer membrane. This gruesome blob of tissue, when shorn from the bones that once supported it, passes slowly along the limbs. The residue is eventually extruded as a sack of pulpy fluid, hanging from the tree like ripe fruit, which then fall to the ground forming a ring of foul decomposing waste matter and bare bones about the tree's base.

But the true fruit of the dirgewood grows at its apex: a bloated, purple ovoid the size of a small melon. Eating the flesh of this rancid-smelling fruit is almost always fatal to living creatures. However, if the loathsome meal can be survived, the fruit is said to grant great power over the dead.

Stories tell of a single great and ancient dirgewood tree on the Isle of the Dead, of which the lesser trees encountered across Termana and beyond are mere offshoots.

Combat

Besides a tendency to sway in non-existent breezes, dirgewood trees are immobile. However, their abilities to animate and control undead guardians and to exude waves of incapacitating stench leave them far from defenceless.

Absorption (Ex): A low mound of pulpy, glistening, decomposing animal matter extends in a 20-foot radius from the dirgewood's base for a typical adult tree. Any creature lying prone within this area is quickly enveloped in the muddy, festering earth around the tree's roots; a character may avoid this fate with a DC 18 Reflex save (helpless creatures get no save). Complete envelopment takes 2 full rounds, during which time the victim may make a DC 18 Strength or Escape Artist check each round to break free.

Once fully enveloped, a victim begins to suffocate and takes 1d6 points of acid damage each round, and may be freed only by another character who makes a successful Strength check (DC 20, +1 per round the victim has been enveloped). A dead creature has its flesh and other bodily tissues sloughed away from its bones after 30 minutes, and the bones are ejected back onto the ground's surface while the rest of the body is slowly drawn into the tree over the course of several weeks.

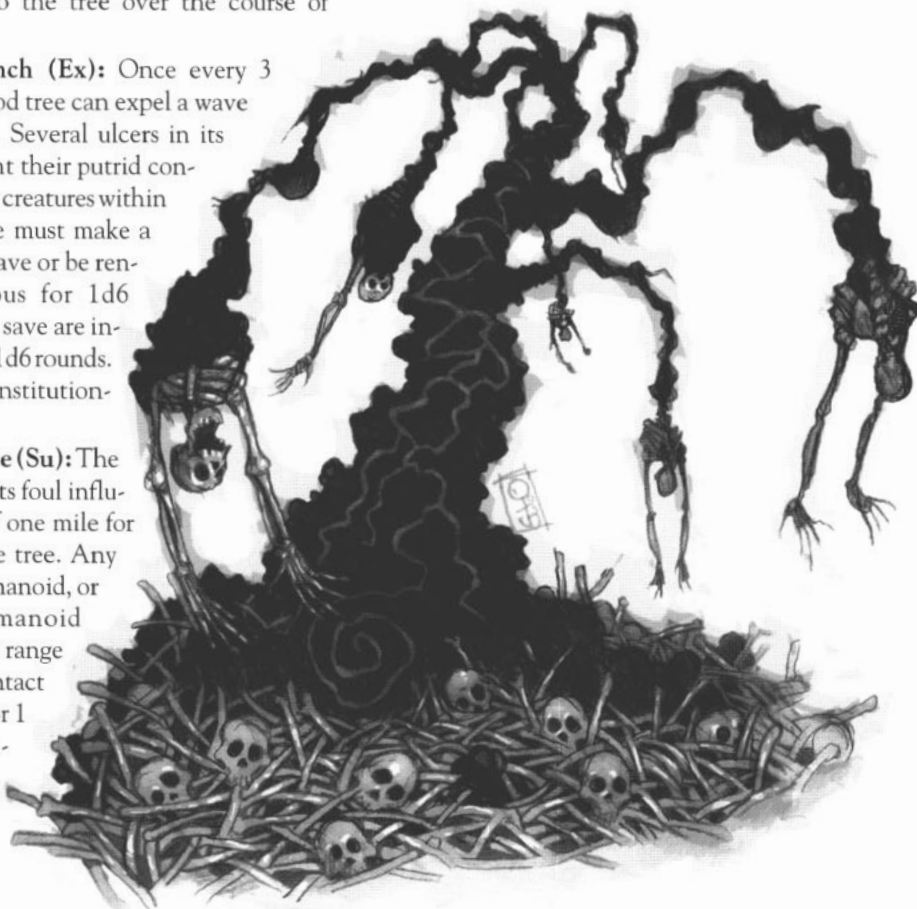
Carrion Stench (Ex): Once every 3 rounds, a dirgewood tree can expel a wave of carrion stench. Several ulcers in its bark open and vent their putrid contents, and all living creatures within 30 feet of the tree must make a DC 26 Fortitude save or be rendered unconscious for 1d6 rounds; those who save are instead sickened for 1d6 rounds. The save DC is Constitution-based.

Foul Influence (Su): The dirgewood exerts its foul influence to a radius of one mile for every 2 HD of the tree. Any animal, giant, humanoid, or monstrous humanoid corpse within this range that remains in contact with the ground for 1 full round is animated into a zombie or skeleton (see M M).

Corpses of humanoids with 2 or 3 class levels are instead turned into ghouls, while those with 4 or more class levels are instead turned into ghouls; there is a 5% chance that a ghoul or ghast so created also retains half of its class levels (round down).

The dirgewood's primary defense is these undead creatures. In addition to the undead it accumulates with its subjugate undead ability, it may animate the circle of bones that surrounds it. Every round, it may cause 1d6 skeletons to assemble themselves, moving to attack any opponents of the tree in the next round. An additional 1d6 roll determines the size of each skeleton formed: 1 = Small; 2–3 = Medium; 4 = Large; 5 = Huge; 6 = Gargantuan. Enough bones are normally present for the tree to create up to five times its own HD worth of skeletons in this way.

Subjugate Undead (Su): Any undead within the area of the dirgewood's foul influence (1 mile per 2 HD) must make a DC 23 Will save every hour or be compelled to move toward the tree. (The save DC is Charisma-based.) Weak corporeal undead are simply brought to the tree to be absorbed, but those with 3 or more HD or having the incorporeal subtype are spared this final fate and instead linger near the tree, compelled to protect the dirgewood from attackers. At least 6d6 undead, mostly ghouls, ghouls, and zombies of various sizes, strengths, and compositions (those animated by the tree), with perhaps



a few incorporeal undead, typically roam near a fully grown dirgewood.

Dirgewood Fruit

The mottled, semi-transparent skin of this sickly growth is a deep, unhealthy purple in color, straining in uneven bulges over the fruit's rosy innards. At its core is a large, woody kernel. When the dirgewood tree has absorbed 100 HD worth of corpses, a new fruit ripens and falls to the ground. Nearby corporeal undead immediately attempt to devour it, kernel and all.

Any undead that eats the fruit immediately gains 1 HD for every 4 HD of the dirgewood that produced the fruit, regardless of normal HD maximums for that undead creature's advancement range. The creature then wanders away from the parent tree and searches for, or attempts to create, a place of great carnage. When the dirgewood seed within it senses a large supply of fresh corpses, it immediately slays its undead host and takes root in the earth. A new dirgewood tree usually grows at the unnatural rate of

5 feet (and 1 HD) per month, and perhaps even more quickly if a particularly large supply of bodies is nearby.

A living creature consuming even a single bite of ripe dirgewood fruit dies instantly unless it makes a DC 26 Fortitude save (this save is Constitution-based); even on a successful save, the eater takes 3d6 points of Constitution drain (not damage). If the creature survives, this single bite grants it a small measure of the dirgewood's power—it may thereafter rebuke/command undead as an evil cleric of 2nd level, or gains 1 bonus levels for the purpose of turn/rebuke undead checks if it already had the power to do so. Surviving multiple bites might provide other benefits or carry certain penalties, at the GM's discretion.

Few mortal creatures have ever attempted to eat an entire dirgewood fruit, and none who has is known to have survived. Tales of what might happen to those who "live" through such an attempt vary — some believe they would gain permanent command over the dead, and others that they would be transformed into strange, powerful, and unique undead themselves.

Dragon, Fleshwrack

Huge Dragon

Hit Dice:	12d12+108 (186 hp)
Initiative:	+3
Speed:	60 ft. (12 squares), burrow 30 ft.
AC:	25 (–2 size, +3 Dex, +14 natural), touch 11, flat-footed 22
Base Attack/Grapple:	+12/+31
Attack:	Bite +21 melee (3d6+11)
Full Attack:	Bite +21 melee (3d6+11) and 2 claws +16 melee (1d10+5)
Space/Reach:	15 ft./10 ft.
Special Attacks:	Absorb flesh, frightful presence, howl of rage, improved grab, swallow whole, trample 2d10+16
Special Qualities:	Blindsight 120 ft., damage reduction 5/magic and slashing, immunities, spell resistance 14, vulnerability to positive energy
Saves:	Fort +17, Ref +11, Will +8
Abilities:	Str 32, Dex 16, Con 28, Int 12, Wis 10, Cha 6
Skills:	Intimidate +13, Knowledge (any three) +11, Listen +15, Search +16, Spot +15, Survival +15
Feats:	Cleave, Combat Reflexes, Improved Overrun, Power Attack, Track
Environment:	Any land
Organization:	Solitary
Challenge Rating:	10
Treasure:	Standard
Alignment:	Always neutral evil
Advancement Range:	13–17 HD (Huge); 18–36 HD (Gargantuan)
Level Adjustment:	—

The vaguely draconic thing is fearsome and horrifying — a mass of random flesh covered in scales, with a single great gaping maw full of mismatched teeth. Its vast bulk shifts and convulses as it lumbers on small, spindly legs.

Description

Rolling masses of flesh and skin, fleshwrack dragons are the spawn of the titan Gaurak, birthed from the piles of corpses and wounded left to rot on the battlefields of the Divine War. During the latter stages of the war, these dragons assaulted enemy formations seeking to devour and absorb every living thing in their path. While almost all were destroyed, some were secreted away by the followers of the titan, hidden in deep underground wells, fed and tended until they might once again be unleashed upon the unsuspecting divine races.

Fleshwrack dragons have no recognizable head; they have great gaping mouths full of teeth, attached by a short neck to an ever-shifting bulk of hard, fleshy scale and hide. A pair of tiny, useless wings sprouts awkwardly from where their shoulders might be, and several too-small legs occasionally jut out from beneath their bloated bodies. Despite their ungainly appearance, though, fleshwrack dragons are able to lurch and slide with surprising speed.

These foul creatures feed their constant hunger either by sucking creatures down their gullets or by simply enveloping them in the folds of their flesh, directly absorbing the poor creature's substance into their own. Although they lack breath weapons, fleshwrack dragons are able to swallow even creatures of their own size, expanding around them like a bulbous serpent or a great ooze.

Like the rotting piles of corpses they came from, many fleshwrack dragons attract the attention of large flocks of carrion crows. These birds swarm around the dragon, feasting on bits of blood and gore, somehow finding purchase on

the dragon's fleshy hide without being absorbed, and taking wing should the dragon become agitated.

Fleshwrack dragons speak Draconic and Titan.

Combat

Although driven by insatiable hunger, fleshwrack dragons are nonetheless intelligent creatures, and possess a moderate understanding of battlefield tactics. In combat, a fleshwrack dragon will typically attempt to trample any obvious magic-wielders before trying to devour the largest opponent on the battlefield. As soon as it has swallowed one creature, the fleshwrack immediately searches for the next tempting morsel.

Even though they are not immune to pain, fleshwrack dragons are usually controlled by their hunger and seldom retreat from a fight that means a potential meal.

Absorb Flesh (Su): Any creature that comes into contact with the body of a fleshwrack dragon must make a DC 24 Fortitude save or take 1d6 points of Constitution drain as a portion of its flesh is absorbed into the dragon's own. Creatures with regeneration can recover these points lost to Constitution drain as if the drain were a lost limb. Being hit by the dragon's normal melee attacks does not require a save, but attacking the dragon with natural weapons or being grappled or swallowed by the dragon does. The save DC is Constitution-based.

If a creature's Constitution is reduced to 0 in this way, it has been fully absorbed into the fleshwrack dragon's body and may not be raised; it may be resurrected once the beast is slain. For each point of Constitution absorbed in this way, the fleshwrack dragon heals 5 point of damage. Hit points gained in excess of the dragon's normal limit are treated as temporary hit points, and are lost at a rate of 1d4 hit points per hour until the creature reaches its normal hit point total. A fleshwrack can never gain more temporary hit points than an amount equal to its normal maximum in this fashion (i.e., for a grand total of double its usual amount) — any further temporary points are ignored.

Frightful Presence (Ex): 120 feet; Will DC 16 negates, panicked for 3d6 rounds if less than 3 HD, shaken for 1d6 rounds if 4 HD or more.

Howl of Rage (Ex): Any time a fleshwrack dragon takes a successful critical hit, or in any case any time it takes 20 or more points of damage from a single attack, hundreds of mouths erupt all over its hide and emit a terrible collective howl of rage and fury. All creatures within 60 feet of the fleshwrack when this occurs must make a DC 16 Fortitude save or be stunned for 1d6 rounds.

This is a sonic effect that does not require any action on the dragon's part. The save DC is Charisma-based.

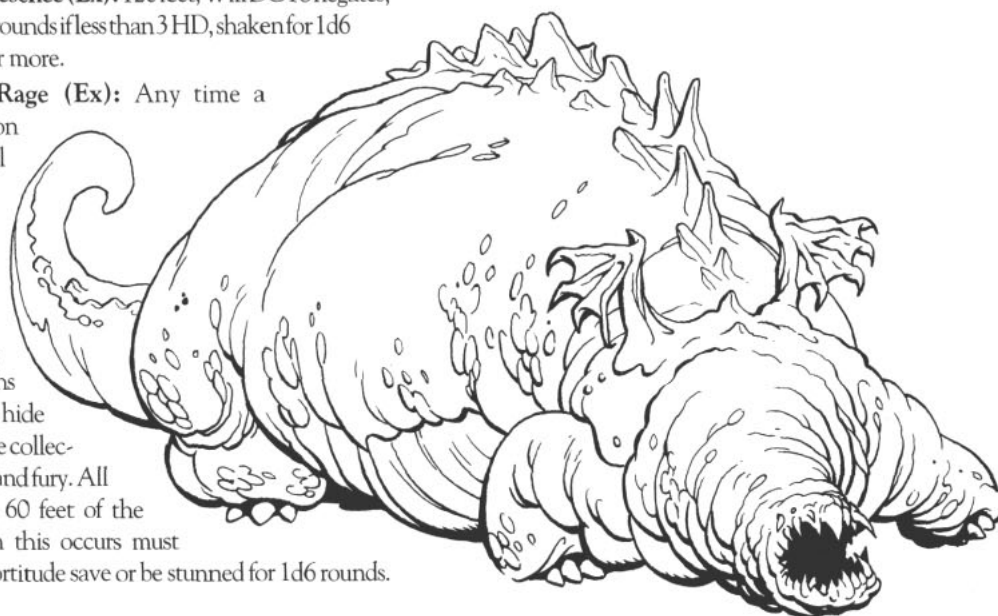
Improved Grab (Ex): To use this ability, the fleshwrack dragon must hit an opponent with its bite or claw attack. If it establishes a hold with its bite, it may swallow. If it establishes a hold with a claw attack, it may absorb flesh with a successful grapple check.

Swallow Whole (Ex): A fleshwrack dragon can swallow an opponent it has bitten on a successful grapple check. Once inside, the victim is absorbed into the dragon's flesh according to the absorb flesh ability, but takes a flat 9 points of Constitution damage per round, not .

Trample (Ex): Reflex DC 27 half. (Note that, because of the Improved Overrun feat, a target within one size of the fleshwrack's own cannot choose to avoid its trample attack.) Once atop an opponent, the dragon will typically stop and remain there until the creature is absorbed (consider such a creature grappled and pinned). The save DC is Strength-based.

Immunities (Ex): In addition to the standard dragon immunities to sleep and paralysis, fleshwrack dragons are also immune to disease and poison.

Vulnerability to Positive Energy (Ex): Partially composed of the corpses of soldiers slain in battle, fleshwrack dragons take damage from any spells or effects that channel positive energy (although they cannot be turned): A fleshwrack takes an amount of damage from any *cure* spell or similar effect equal to half the amount the spell would normally heal. The fleshwrack takes damage from *inflict* spells as normal. Fleshwrack dragons cannot be healed magically; they heal only by absorbing other creatures.



Dragon, Icewrack

Huge Dragon (Cold)

Hit Dice:	14d12+98 (189 hp)
Initiative:	+4
Speed:	60 ft. (12 squares), climb 40 ft., fly 90 ft. (poor), swim 40 ft.
AC:	29 (-2 size, +4 Dex, +17 natural), touch 12, flat-footed 25
Base Attack/Grapple:	+14/+31
Attack:	Bite +21 melee (2d10+9)
Full Attack:	Bite +21 melee (2d10+9) and 2 claws +16 melee (2d6+4) and tail slash (1d10+4)
Space/Reach:	15 ft./10 ft. (15 ft. with bite)
Special Attacks:	Breath weapon, frightful presence, spells
Special Qualities:	Aura of cold, blindsight 140 ft., cold subtype, damage reduction 5/bludgeoning and magic, icestride, immunities, spell resistance 17
Saves:	Fort +16, Ref +13, Will +11
Abilities:	Str 28, Dex 18, Con 25, Int 16, Wis 15, Cha 19
Skills:	Bluff +13, Climb +19, Diplomacy +8, Hide +4*, Intimidate +20, Jump +13, Knowledge (arcana) +17, Knowledge (any two) +10, Listen +21, Move Silently +11, Search +10, Sense Motive +9, Spot +11, Swim +18
Feats:	Alertness, Heighten Spell, Hover, Power Attack, Snatch
Environment:	Cold forest, hills, and mountains
Organization:	Solitary
Challenge Rating:	12
Treasure:	Standard
Alignment:	Always neutral evil
Advancement Range:	15–28 HD (Huge); 29–42 HD (Gargantuan)
Level Adjustment:	—

Wind and ice swirl at the creature's approach. It resembles an enormous dragon sculpted from pale pinkish ice, with tall, frost-rimed wings.

Description

Icewrack dragons are monstrous conglomerations of ice, snow, frozen blood, and the despair brought on by the relentless cold of winter. Their eyes glow pale blue with an evil cunning, their great wings ripple like an ice floe, and their bodies glisten with the misty sheen of a deep frost. The icewracks once served the titaness Lethene as siege troops, assaulting cities and

disrupting supply lines throughout Albadia and the north. During the Titanswar, icewrack dragons descended upon isolated towns under the cover of night, hid nearby, and simply waited for the townsfolk to flee or die as the temperatures dropped uncontrollably.

Some of these creatures are rumored to have survived the Divine War by retreating deep into the Titanshome Mountains, and some loremasters in Lokil have linked the icewrack dragons to the slow spread of glaciers down from the Stiffened Sea.



Like winter in the mountains, icewrack dragons are cold and cruel. When encountered, they are more likely to lure a party into a snow-covered crevasse or icy deadfall than to blast them with their breath weapon. Icwreck dragons lair high above the permafrost in glittering caves carved from the ice, or in lairs deep beneath empty snow-bound cities. Along the northern coast of the Bleak Savannah lie several cities buried under the ice, testaments to the cold that lingers where icewrack dragons pass.

Icwreck dragons speak Draconic and Titan, and most know at least a smattering of Ledeian and/or one or two other major humanoid tongues.

Combat

Icwreck dragons almost always wait for their enemies to come to them, choosing locations where they have all the advantages. They thus ensure that any who would confront them have already been beaten down and weakened by the combination of sub-freezing temperatures and deadly traps and magics. Once their foes have been thoroughly demoralized, any who have not yet succumbed to the intense cold are attacked by the dragon's breath weapon, ordered to remove any magical protections, and then swiftly slaughtered.

Because of the power they wield, icewrack dragons tend to be extremely self-confident, if not downright arrogant and dismissive of other creatures' abilities. Once the tide of battle goes against them, however, they try to escape to somewhere cold and distant where they can nurse their rage and plot their revenge.

Breath Weapon (Su): 60-foot cone, once every 1d6 rounds, damage 12d4 cold, Reflex DC 24 half. This save DC is Constitution-based.

Anyone who fails the Reflex save must also make a DC 21 Will save or be affected as if by the spell *crushing despair*. This save DC is Charisma-based.

Frightful Presence (Ex): 140 feet; Will DC 21 negates; panicked for 3d6 rounds if less than 3 HD, shaken for 1d6 rounds if 4 HD or more.

Spells: Icwreck dragons can cast arcane spells as 10th-level sorcerers; they may also cast any weather-affecting or cold-based spells from the druid list as if they were sorcerer spells known to the dragon. They otherwise tend to favor spells from the abjuration, illusion, and

transmutation schools. The save DCs are Charisma-based.

Typical sorcerer spells known (6/7/7/7/6/3; save DC 14 + spell level): 0—acid splash, chill/warmth*, dancing lights, daze, flare, ghost sound, mage hand, resistance, touch of fatigue; 1st—mesage, rabbit feet*, shield, shocking grasp, ventriloquism; 2nd—cold snap*, eagle's splendor, iceshards**, resist energy; 3rd—battle projection**, major image, water breathing; 4th—greater invisibility, frostform**; 5th—mirage arcana.

Aura of Cold (Su): Icwreck dragons radiate an expansive aura of intense cold. Within one mile for every 3 HD of the icewrack dragon, the temperature drops to freezing. Thus, a 14-HD icewrack dragon's aura of cold extends for 4 miles. Animals that aren't adapted to cold climes will either leave the area or perish after several days of freezing. Within 100 feet for every 3 HD of the icewrack dragon, the temperature drops to less than 0 degrees Fahrenheit. See "Cold Dangers" in Chapter 8 of the DMG for information on the effects of cold environments.

Within 10 feet for every HD of the icewrack dragon, any creatures or objects susceptible to cold must make a DC 24 Fortitude save each round or take 1d6 points of cold damage. The save DC is Constitution-based.

At the GM's discretion, the dragon's aura of cold may have other effects, such as reducing the hardness of some items (due to brittleness), or causing nonmagical fires to dwindle and go out.

Icestride (Ex): Icwreck dragons may travel over any icy surface as if by means of the *spider climb* spell. This ability is always in effect.

Immunities (Ex): In addition to the standard dragon immunities to sleep and paralysis, fleshwreck dragons are immune to disease and poison. Due to their freezing blood, they are also immune to any effect that causes extra damage due to bleeding, such as that from a *wounding* weapon.

Skills: Icwreck dragons have a +8 racial bonus on Climb and Swim checks. They can always choose to take 10 on Climb and Swim checks, even if rushed or threatened. They can use the run action while swimming, provided they swim in a straight line.

*Icwreck dragons have a +8 racial bonus to Hide checks in areas of swirling snow or ice.

Dread Crawler

Large Undead

Hit Dice:	3d12 (19 hp)
Initiative:	+3
Speed:	40 ft. (10 squares), climb 30 ft., swim 20 ft.
AC:	18 (—1 size, +3 Dex, +6 natural), touch 12, flat-footed 15
Base Attack/Grapple:	+1/+10
Attack:	Claw +5 melee (1d4+5 plus disease)
Full Attack:	2 claws+5melee (1d4+5 plus disease) and bite +0 melee (1d6+2 plus disease)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Disease, frightful presence
Special Qualities:	Blindsense 30 ft., collective mind, undead traits, vermin traits
Saves:	Fort +1, Ref +4, Will +5
Abilities:	Str 20, Dex 17, Con —, Int —, Wis 15, Cha 6
Skills:	Climb +16, Hide +13, Listen +5, Move Silently +11, Spot +5, Swim +16
Feats:	Run ^B
Environment:	Warm forest or marsh
Organization:	Cluster (2–4), colony (5–40), or hive (50–100)
Challenge Rating:	3
Treasure:	1/2 coins; 50% goods and items
Alignment:	Always neutral evil
Advancement Range:	4–9 HD (Large)
Level Adjustment:	—

The creature appears to be a massive roach, one roughly the size of a horse.

Description

Along the coast of Termiana, near the fearsome Isle of the Dead, there is a salt bog and bayou. This area was once inhabited by a species of large, roachlike vermin, but the negative energies of the Isle reached out and transformed them into undead servants of the Ghoul King. Really, little has changed, for the once dangerous and communal vermin are now dangerous and communal undead. But they serve darker forces with larger goals now, and are a largely unknown force that serves the interests of the Ghoul King.

Dread crawlers look very much like horse-sized cockroaches. Fast and lethal, they inflict hideous and diseased wounds with their long claws and mandibles. They also exude an unnatural aura of fear, which grows more intense as greater numbers of crawlers gather.

Dread crawlers live in massive earthen mounds in marshy areas. There is no ruling entity or queen, but within these mounds adventurers will find horrors possible only through the alien, undead genius of a hive mind. Their population seems without limit, and some rumors speak of hidden chambers where living eggs are imbued with negative energy and malevolent arcane forces.



Combat

Dread crawlers serve only their dark masters. Fearless to the point of recklessness, they grow more effective individually when more of their numbers congregate.

Disease (Ex): Festering ague—claw or bite, Fortitude DC 13, incubation 1d4 days, damage 1d3 Str and 1d3 Con. Any day during which a victim takes 3 points of Constitution damage, he must make an additional saving throw or suffer 1 point of that damage as permanent drain.

Frightful Presence (Ex): 30 feet; Will DC 9 negates; shaken for 2d6 rounds if less than 3 HD, shaken for 1d4 rounds if 4 HD or more.

For each dread crawler that the victim can see beyond the first, the save DC is increased by +2. If any creature fails the save by 5 or more, it is frightened rather than shaken.

Collective Mind (Su): For every 3 dread crawlers congregated within 100 feet of each other (even if separated by stone, earth, water, or other nonmagical barriers), each gains an effective Intelligence bonus of +2 for the purpose of its relative capacity to make tactical decisions (to a maximum effective Intelligence of 10). Thus, if 15 or more crawlers are present, they can react as logically and effectively to changes in local conditions, environment, and other stimuli as an average human might. Further, if 5 or more crawlers are within 100 feet of each other, each gains the benefit of the Combat Expertise feat; of 10 or more are present, they also gain the benefit of the Improved Trip feat.

This ability does not allow the dread crawlers to actually communicate information in any way.

Skills: Dread crawlers have a +2 racial bonus on Move Silently checks and a +8 racial bonus on Climb, Hide, and Swim checks. They can always choose to take 10 on Climb and Swim checks, even if rushed or threatened. They can use the run action while swimming, provided they swim in a straight line.

Drendari Monkey

Small Magical Beast (Shapechanger)

Hit Dice:	3d10+6 (22 hp)
Initiative:	+8
Speed:	60 ft. (12 squares), climb 50 ft., swim 30 ft.
AC:	17 (+1 size, +4 Dex, +2 natural), touch 15, flat-footed 13
Base Attack/Grapple:	+3/-2
Attack:	Bite +8 melee (1d4-1)
Full Attack:	Bite +8 melee (1d4-1) and 2 claws +3 melee (1d3-1)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Sneak attack +1d6
Special Qualities:	Alternate form, blindsense 30 ft., darkvision 60 ft., hide in plain sight, shadowform
Saves:	Fort +5, Ref +7, Will +2
Abilities:	Str 8, Dex 19, Con 15, Int 5, Wis 12, Cha 6
Skills:	Balance +12, Climb +12, Hide +12*, Jump +12, Listen +4, Move Silently +7, Spot +4, Survival +2
Feats:	Alertness, Improved Initiative ⁸ , Weapon Finesse
Environment:	Warm forest
Organization:	Solitary or tribe (3-4)
Challenge Rating:	3
Treasure:	None
Alignment:	Usually chaotic neutral
Advancement Range:	4-6 HD (Small)
Level Adjustment:	+4 (cohort)

A small creature darts through the shadows so quickly that you can barely see it. What you glimpse resembles a small monkey with large ears and a thin tail.

Description

It is unclear whether the Drendari monkeys actually deserve their name, for there is no evidence that the goddess Drendari ever created or adopted them. However, their connection to the shadows has earned them the name, and they appear to be forever associated with the Mistress of Shadows.

Drendari monkeys are nocturnal, territorial, and incredibly fast. They are normally solitary creatures, except when encountered together as a family unit. Few have actually seen one clearly — usually Drendari monkeys are only glimpsed as flitting hominid shapes with long tails and large ears. Their fur is normally grey-black, but can change to different shades of grey to match its current background. This alone is enough to make spotting them diffi-

cult, but the monkeys can also change shape to any creature of comparable size, if always in similar shades of grey. Drendari monkeys can also transform themselves into shadow-stuff itself, making them valuable pets for rogues, penumbral lords, shadowdancers, and others who dwell or work in darkness.

Combat

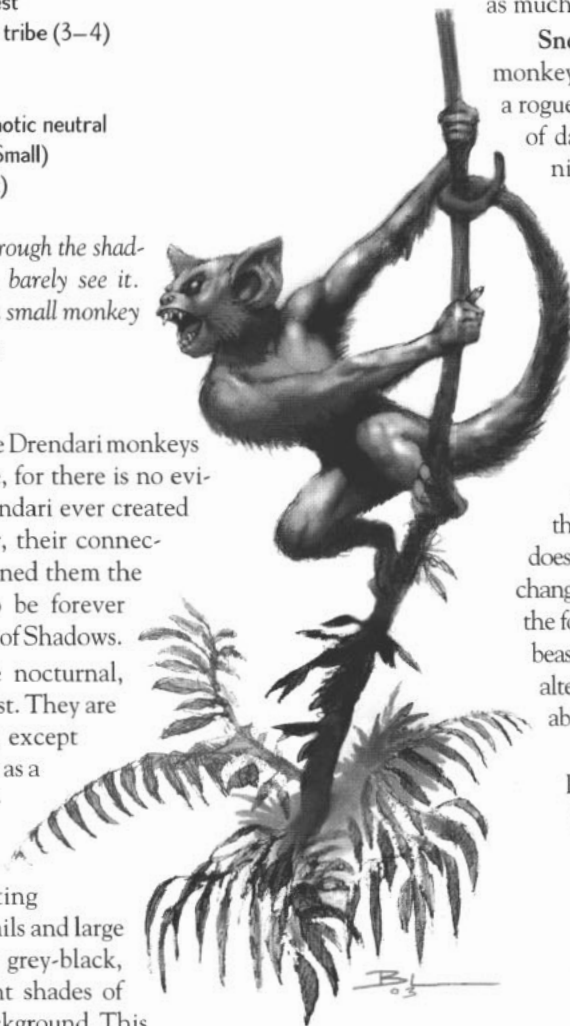
When any creature that might be a threat enters its territory, a Drendari monkey will attack fiercely. A Drendari monkey does not deliver warnings before attacking as most territorial creatures do, but observes quietly to gauge the intruder's capabilities. If the foe is apparently too powerful, the monkey simply stays in hiding, but shadows the intruder, perhaps attacking if and when it is sleeping or injured.

Otherwise, it uses its powers of stealth to sneak into position for a surprise attack. Once it has wounded its opponent, the monkey will flee into the shadows and wait for another chance to strike. This continues until the intruder is dead or flees — and can go on for days, for a lone Drendari monkey's territory can cover as much as 30 square miles.

Sneak Attack (Ex): A Drendari monkey can make a sneak attack like a rogue, dealing an extra 1d6 points of damage whenever a foe is denied its Dexterity bonus, or when the monkey is flanking.

Alternate Form (Su): A Drendari monkey can assume other forms at will as a standard action. This ability functions similarly to a *polymorph* spell cast upon itself (caster level 8th), except that the monkey always retains its grey fur (and thus its bonuses on Hide checks), does not regain lost hit points for changing form, and can assume only the form of Small animals or magical beasts. A Drendari monkey in an alternate form loses its shadowform ability.

Hide in Plain Sight (Su): Drendari monkeys can use the Hide skill even while being observed. As long as it is within 10 feet of some sort of shadow, a Drendari monkey can hide itself from view in the open without having anything to actually hide behind. It cannot, however, hide in its own shadow.



Shadowform (Su): Twice per night, a Drendari monkey can change itself into pure shadow until it chooses to return to physical form. This grants it a +10 bonus on Hide checks and the incorporeal subtype. While in shadowform, a Drendari monkey can "shadow jump" up to 80 feet (in total) per night, as the shadowdancer ability of the same name (see "Prestige Classes," DMG, Chapter 6). The Drendari monkey must return to physical form to attack. This power can be used only between sunset and sunrise.

Skills: Drendari monkeys have a +4 racial bonus on Hide checks and a +8 racial bonus on Balance, Climb, Jump, and Swim checks. They can always choose to take 10 on Climb and Swim checks, even if rushed or threatened. A Drendari monkey uses its Dexterity modifier instead of its Strength modifier for Climb and Jump checks.

*In darkened or shadowy conditions (such as under a jungle canopy), a Drendari monkey gains a +8 circumstance bonus on Hide checks.

Ethereal Destrier

Large Magical Beast

Hit Dice:	4d10+8 (30 hp)
Initiative:	+3
Speed:	60 ft. (12 squares)
AC:	16 (–1 size, +3 Dex, +4 natural), touch 12, flat-footed 13
Base Attack/Grapple:	+4/+11
Attack:	Hoof +6 melee (1d6+3)
Full Attack:	2 hooves +6 melee (1d6+3) and bite +1 melee (1d4+1)
Space/Reach:	10 ft./5 ft.
Special Attacks:	—
Special Qualities:	Ethereal jaunt, low-light vision, scent, spirit sense
Saves:	Fort +6, Ref +7, Will +3
Abilities:	Str 16, Dex 16, Con 15, Int 7, Wis 14, Cha 9
Skills:	Listen +5, Spot +6
Feats:	Endurance, Ride-By Attack, Run ⁸
Environment:	Temperate or warm hills and plains
Organization:	Solitary or herd (10–30)
Challenge Rating:	4
Treasure:	None
Alignment:	Always neutral
Advancement Range:	5–12 HD (Large)
Level Adjustment:	+5 (cohort)

These seem something other than ordinary horses, but are every bit as muscular, graceful, and swift. Their bodies seem to shimmer, their dark hides glistening with a faint silvery light.

Description

These creatures roam the plains of Asherak, appearing from a distance as herds of ordinary wild horses. Their hides are usually dark-colored, although they can vary in hue as do those of natural horses, but they always have a silvery sheen; as they run, their bodies shimmer and ripple. Those lucky enough to get close to one of these stunning creatures observe eyes filled with an otherworldly intelligence unlike that of their mundane cousins.

Ethereal destriers are so-named due to their ability to phase in and out of the Material Plane in order to escape foes, avoid obstacles, and cross difficult

terrain. A herd of these great beasts phasing in and out of view as they thunder across the plains is a wondrous sight indeed.

As might be expected, ethereal destriers are highly prized as mounts, for their ability to phase into an ethereal state extends to their riders. However, ethereal destriers must be raised and trained almost from birth to be useful as mounts, leading some poachers to stalk pregnant mares or try to magically capture and confine breeding pairs. A typical destrier lives for roughly 30 years, and is considerably smarter than a horse.

Combat

Ethereal destriers can become ethereal at will. Usually, when trying to escape most predators, this ability alone is sufficient. If not, then they run to a cliff and then become ethereal to cross the chasm or make it safely to the bottom; they use a similar tactic if someone manages to get astride them, leaping out over a cliff and then turning ethereal, causing the undesired rider to plummet, most likely to its death. While the ethereal destrier does not carry treasure, it is not unheard of to find a cliff near areas where they roam



and to find a few skeletons and their equipment at the bottom, from a few over-confident fools that have tried to capture a member of the herd.

If somehow cornered or if protecting another member of the herd, ethereal destriers will attack from multiple directions, turning material for their attack and then returning back to the ethereal after their attack. They use Ride-By Attack for hit-and-run attacks, using their ethereal jaunt ability during movement to avoid attacks of opportunity and subsequent attacks.

Carrying Capacity: A light load for an ethereal destrier is up to 230 pounds; a medium load, 231–460 pounds; and a heavy load, 461–690 pounds. An ethereal destrier can drag 3,450 pounds.

Ethereal Jaunt (Su): An ethereal destrier can shift to the Material Plane from the Ethereal Plane as a free action, and can shift back again as a move action (or during a move action). This ability is otherwise identical with the spell *ethereal jaunt* (caster level 15th). Anything carried by the ethereal destrier may be made ethereal if the destrier's wishes.

Spirit Sense (Su): Ethereal destriers have a limited ability to know when something is nearby on the Ethereal Plane. This ability allows them to sense ethereal creatures within 60 feet, as if with the blindsense ability, but not to see them. This ability does not extend to the Material Plane from the Ethereal.

Eyedra

Huge Aberration

Hit Dice:	11d8+55 (104 hp)
Initiative:	+5
Speed:	20 ft. (4 squares), swim 20 ft.
AC:	24 (–2 size, +1 Dex, +15 natural), touch 9, flat-footed 23
Base Attack/Grapple:	+8/+24
Attack:	10 eyerays +9 ranged (see below) or bite +14 melee (3d6+12)
Full Attack:	10 eye rays +9 ranged (see below) and bite +14 melee (3d6+12)
Space/Reach:	15 ft./5 ft.
Special Attacks:	Eye rays
Special Qualities:	All-around vision, blindsense 30 ft., darkvision 60 ft., fast healing 15, low-light vision
Saves:	Fort +10, Ref +4, Will +8
Abilities:	Str 26, Dex 13, Con 21, Int 12, Wis 12, Cha 15
Skills:	Listen +17, Search +19, Spot +21, Swim +16
Feats:	Alertness, Combat Reflexes [®] , Great Fortitude, Improved Initiative, Shot on the Run [®]
Environment:	Warm marsh or underground
Organization:	Solitary
Challenge Rating:	14 (normal); 16 (G'Sholian)
Treasure:	Standard
Alignment:	Usually lawful evil
Advancement Range:	12–15 HD (Huge); 16–33 HD (Gargantuan)
Level Adjustment:	—

This monster is no hydra, although it bears a superficial resemblance to one. Instead of snake-like heads, however, it has many long necks each ending in an enormous alien eye that oozes with yellowish fluid. The eyes periodically emit flashes of light and magical energy.

Description

Golthagga the Shaper is well known for his hideous experiments with the creations of other titans, taking creatures and forging them into nightmarish shapes and combinations. Surely, this malicious horror is one of his experiments, for no other origin could explain so hideous

a combination of two of Mesos' and Mormo's most horrible creations.

The eyedra—a foreshortening of the original sobriquet “eye hydra”—appears from a distance very much like a standard 10-headed hydra, save that its flesh is of a dark blue or purplish tint, not unlike a deep bruise. On closer inspection, this hide is revealed to be made up of segmented chitin, rather than reptilian scales. A single wide maw gapes open in the monster's breast, just beneath the spot where the 10 necks join with the body. The lidless eyes constantly seep a watery yellow ichor, which gives off the eyedra's signature salty scent.

Combat

Eyedras are viciously territorial, normally attacking any creature that “invades” their terrain. They are intelligent enough not to assault an invader who appears mightier than they are; similarly, if weaker intruders are capable of communicating with them and skilled at diplomacy, eyedras may be found willing to allow them to pass in exchange for a bribe of great riches or a potent magic item.

When they do engage in combat, eyedras prefer to remain at a distance and use their eye rays, but they have no compunction about biting an opponent who comes close enough. They sometimes use their *telekinesis* power to drag opponents (particularly *held* opponents) into their maw.

Eyedras can attack as a standard action with all of their eye rays at no penalty, even if they take a move action during the round; if an eyedra takes no move, it may bite and use all of its eye rays as a full attack action.

A normal eyedra can be killed only by slaying the body. However, to reduce its offensive capabilities, it is generally necessary to cut off its eye stalks. To sever a stalk, an opponent must make a successful sunder attempt with a slashing weapon. (The player should declare where the attack is aimed before making the attack roll.) Making a sunder attempt provokes an attack of opportunity unless the attacker has the Improved Sunder feat. An opponent can strike at an eyedra's eye stalks from any position in which he could

strike at the eyedra itself, since the stalks writhe and whip about in combat.

Each of an eyedra's eye stalks has hit points equal to the creature's full normal hit point total divided by 10. Thus, an average eyedra has 104 hp, so a single blow dealing 10 or more points of damage severs an eye stalk ($104 / 10 = 10.4$, rounded down to 10). Losing an eye stalk deals no damage to the eyedra's body. A natural reflex seals the stalk shut to prevent further blood loss. The eyedra can no longer use the eye ray associated with that particular head, but suffers no other penalties.

Each time an eye stalk is severed, a new eye springs from the stump in 1d4 rounds. To prevent a severed eye stalk from growing back, at least 5 points of acid or fire damage must be dealt to the stump (a touch attack to hit) before the new eye appears. A flaming weapon (or similar effect) deals its energy damage to the stump in the same blow that severs the stalk. Fire or acid damage from an area effect (such as a *fireball*) may burn multiple stumps in addition to dealing damage to the eyedra's body. A severed eye stalk that has been cauterized by acid or fire still regrows in about a month.

An eyedra's body can be slain just like any other creature's, but eyedras possess fast healing and, like hydras, are difficult foes to slay in this manner. Any attack that is not (or cannot be) an attempt to sunder an eye stalk affects the body. For example, area effects deal damage to the body, not to the eye stalks. Targeted magical effects cannot sever an eye stalk (and thus must be directed at the body) unless they deal slashing damage and could be used to make a sunder attempt.

Spells such as *finger of death* and *slay living* kill an eyedra outright if they succeed.

Eye Rays (Su): Each of the eyedra's 10 eyes can produce a magical ray once per round, even when the eyedra is attacking physically or moving. The necks of the eyedra are long and flexible enough to allow it to aim any of its eyes in any direction except directly beneath its body.

Each eye ray resembles a spell cast by a 13th-level sorcerer; all rays have a range of 150 feet and a save DC of 17. The save DCs are Charisma-based.

Charm Monster: Will negates. Eyedras use this ray to confuse the opposition, usually employing it early in a

fight. The eyedra generally instructs a charmed target to either restrain a comrade or stand aside.

Charm Person: Will negates. Eyedras use this ray in the same manner as the *charm monster* ray.

Disintegrate: Fortitude partial. The eyedra generally uses this ray on any foe it considers a serious threat.

Fear: This works like the spell, except that it targets one creature (Will negates). Eyedras like to use this ray against warriors and other apparently physically powerful creatures early in a fight.

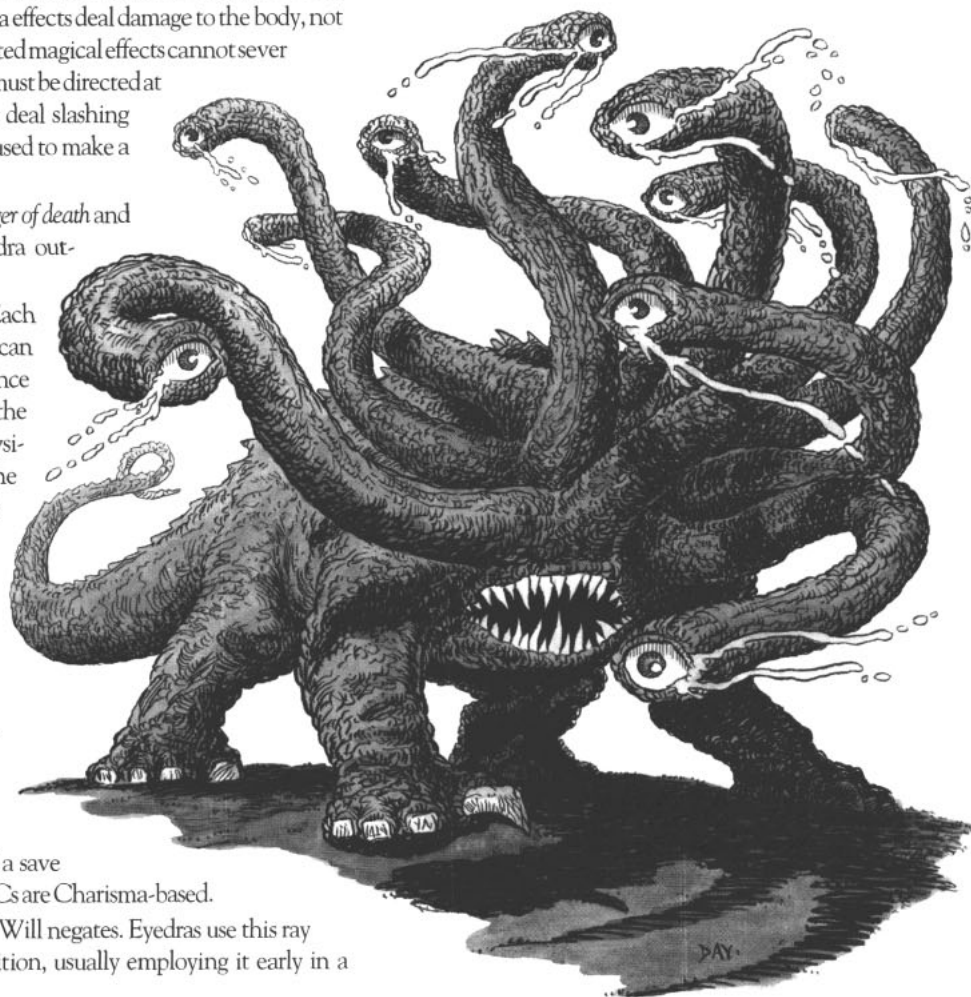
Finger of Death: Fortitude partial. Eyedras use this ray to eliminate dangerous foes quickly.

Flesh to Stone: Fortitude negates. Eyedras like to aim this ray at enemy spellcasters, or on any creature whose appearance they find interesting or appealing.

Inflict Moderate Wounds: This works as the spell, but at range (Will half).

Sleep: This works like the spell, except that it affects one creature with any number of Hit Dice (Will negates). Eyedras like to use this ray against warriors and other physically powerful creatures.

Slow: This works like the spell, except that it affects one creature (Will negates). Eyedras often use this ray against the same creature targeted by their *disintegrate*, *flesh to stone*, or



finger of death rays, just in case the first ray fails

Telekinesis: Will negates. Eyedras like to use this ray against warriors and other physically powerful creatures (disarming them or flinging them away), or against rogues or other maneuverable types (drawing them into the eyedra's maw).

All-Around Vision (Ex): Eyedras are exceptionally alert and circumspect. They can't be flanked.

Fast Healing (Ex): Each round, an eyedra heals a number of hit points equal to 10 + 1/2 its HD.

Skills: Eyedras have a +4 racial bonus on Spot and Search checks and a +8 racial bonus on Swim checks. They can always choose to take 10 on Swim checks, even if rushed

or threatened, and can use the run action while swimming, provided they swim in a straight line.

Feats: An eyedra's Combat Reflexes feat allows it to use all of its eye rays with each attack of opportunity each round.

G'Sholian Eyedra

A small percentage of eyedras are of the G'Sholian variety. Each time one of a G'Sholian eyedra's eye stalks is severed, two new eyes (rather than just one) spring from the stump in 1d4 rounds. A G'Sholian eyedra can never have more than twice its original number of eyes (two per eye stalk) at any one time, and any eyes it gains beyond its original number wither and die within a day. Otherwise, the G'Sholian eyedra is similar to the normal variety of eyedra.

Ferrite Beetle

Huge Construct

Hit Dice:	10d10+40 (95 hp)
Initiative:	−2
Speed:	40 ft. (8 squares), fly 60 ft. (clumsy), burrow 20 ft.
AC:	25 (−2 size, −2 Dex, +19 natural), touch 6, flat-footed 25
Base Attack/Grapple:	+7/+23
Attack:	Bite +13 melee (3d6+12 plus 2d6 acid)
Full Attack:	Bite +13 melee (3d6+12 plus 2d6 acid)
Space/Reach:	15 ft./10 ft.
Special Attacks:	Acid, spit acid, trample 4d8+12
Special Qualities:	Construct traits, damage reduction 5/adamantine, darkvision 60 ft., low-light vision, scent, spell resistance 19, vulnerabilities
Saves:	Fort +3, Ref +1, Will +3
Abilities:	Str 26, Dex 6, Con —, Int —, Wis 10, Cha 5
Skills:	Survival +0*
Feats:	—
Environment:	Warm desert or mountains
Organization:	Solitary, pair, or nest (3–8)
Challenge Rating:	10
Treasure:	None
Alignment:	Always neutral
Advancement Range:	11–23 HD (Huge); 24–30 HD (Gargantuan)
Level Adjustment:	—

The creature appears to be an enormously oversized iron cockroach with a rusty, pitted shell and long, thin legs.

Description

Golthagga created the first of these enormous beetle-shaped constructs to help keep his work area clean. They would swarm beneath the massive titan's forge, scavenging among the scraps of his work, feeding on the bits of metal and flesh left over from his experiments. When Corean defeated the Shaper, a few of these creatures escaped in the chaos, for despite the beetles' great size, the massive titan and god dwarfed even them.

Ferrite beetles look like enormous roaches. They have six relatively spindly legs, huge mandibles, and a black iron exoskeleton pitted and rust-stained with age. Their wings, normally hidden by their metal shells, are iridescent and quite beautiful. A ferrite beetle in flight is an awe-inspiring but terrifying sight.

Fortunately, these vermin are only active intermittently, lying dormant much of the time in caves in the mountains or buried deep in the sand. When in their active cycle, they scour the Iron Desert for scraps of iron and other metals. They prefer to devour metal, but can and will eat almost anything.

Combat

Ferrite beetles always attack opponents who wear heavy metal armor first, dropping from the sky or erupting from the ground and making under attempts on the largest sources of metal in the area if they are worn by another creature. Only after a creature deals significant damage to the ferrite beetle does it direct its attacks toward the creature rather than the target's possessions.



Once they begin to attack in earnest, ferrite beetles have no grasp of tactics, simply trampling as many opponents as possible and spitting acid indiscriminately.

Acid (Ex): A ferrite beetle produces an acid that quickly dissolves organic materials and metals, but does not harm stone. Any successful bite attack deals acid damage. Organic material or clothing dissolves and becomes useless immediately unless it succeeds at a DC 15 Reflex save. The beetle's acidic bite deals 15 points of acid damage per round to wooden or metal objects, but the beetle must maintain contact with the item for 1 full round (such as with a successful grapple check) to deal this damage. The save DC is Constitution-based.

Spit Acid (Ex): 40-foot line; damage 6d6 acid, Reflex DC 15 half. One such attack depletes its acid supply for 1d6 rounds, during which time it may neither spit acid nor deal acid damage with its bite.

Trample (Ex): Reflex DC 23 half. The save DC is Strength-based.

Vulnerabilities (Ex): A ferrite beetle takes 1d6 points of damage per caster level (maximum 15d6) from the *rusting grasp* spell, and may be similarly affected by other rust-based attacks at the GM's discretion. It takes no damage from electricity, but is *slowed* 1 round for every 4 points of electricity damage an attack would otherwise have dealt.

Skills: *Ferrite beetles have a +4 racial bonus on Survival checks when tracking metal by scent.

Flay Beast

Medium Vermin

Hit Dice:	4d8+8 (26 hp)
Initiative:	+4
Speed:	20 ft. (4 squares), climb 20 ft., fly 60 ft. (clumsy)
AC:	18 (+4 Dex, +4 natural), touch 14, flat-footed 14
Base Attack/Grapple:	+3/+4
Attack:	Claw +7 melee (1d4+1/19–20)
Full Attack:	6 claws +7 melee (1d4+1/19–20) and bite +2 melee (1d6 plus poison)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Poison, pounce
Special Qualities:	Darkvision 60 ft., vermin traits
Saves:	Fort +6, Ref +5, Will +2
Abilities:	Str 12, Dex 18, Con 15, Int —, Wis 13, Cha 10
Skills:	Hide +10*, Spot +7
Feats:	Improved Critical (claws) ^B , Weapon Finesse ^B
Environment:	Temperate or warm forest, marsh, and mountains
Organization:	Solitary or flight (4–8)
Challenge Rating:	4
Treasure:	None
Alignment:	Always neutral
Advancement Range:	5–8 HD (Medium); 9–12 HD (Large)
Level Adjustment:	—

The thing looks like a man-sized, armored grasshopper or praying mantis. It is equipped with no fewer than six wickedly sharp scythe claws and heavy, venom-dripping mandibles.

Description

Flay beasts are deadly pack hunters resembling a cross between a mantis and a grasshopper. Woe to the poisoned victim of a flay beast, for they do not bother to kill their prey before they start to feed.

Horri-fying spawn of Hrinruuk the Hunter, flay beasts roam wilderness areas on the continents of Termana and Asherak. They have never been reported on Ghelspad, yet occasional tales of mysteriously mutilated corpses there seem consistent with the predations of these deadly creatures. Flay beasts are often solitary creatures, but they sometimes attack in flights. An injured flay beast is usually set upon and devoured by the others in its flight, once any other prey has been dealt with.

Flay beasts are hermaphroditic and lay clutches of eggs beneath the ground. These eggs hatch within 2d4 weeks and grow into fully-grown flay beasts after about one year.

Combat

Flay beasts are not intelligent, but have an instinctive predatory sense. Combat with a flay beast almost always begins with a deadly diving charge by the beast from hiding, which allows it to use its pounce ability. Vicious predators, they fight to the death and retreat only if confronted by obviously superior opponents.

Poison (Ex): Bite, Fort DC 14, 1d6 Dexterity/1d6 Dexterity.

Pounce (Ex): If a flay beast charges a foe, it can make a full attack, including its bite attack.

Skills: Flay beasts have a +4 racial bonus on Hide and Spot checks.

*Because of its camouflage, the Hide bonus increases to +8 when the flay beast is surrounded by foliage.



Forge Beast

Medium Aberration (Fire)

Hit Dice: 6d8+36 (63 hp)
Initiative: -1
Speed: 15 ft. (3 squares)
AC: 21 (-1 Dex, +12 natural), touch 9, flat-footed 21
Base Attack/Grapple: +4/+8
Attack: Bite +8 melee (1d8+4 plus 2d4 fire) or gore +8 melee (1d8+4)
Full Attack: Bite +8 melee (1d8+4 plus 2d4 fire) and gore +3 melee (1d8+2)
Space/Reach: 5 ft./5 ft.
Special Attacks: Breath weapon, improved grab, powerful charge 2d8+6
Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., fire subtype, stability
Saves: Fort +10, Ref +1, Will +5

Abilities:

Skills:

Feats:

Environment:

Organization:

Challenge Rating:

Treasure:

Alignment:

Advancement Range:

Level Adjustment:

Str 19, Dex 8, Con 23, Int 3, Wis 10, Cha 8

Hide +4*, Jump +14, Listen +3, Spot +3

Diehard, Endurance, Great Fortitude

Warm desert or mountains

Solitary, pair, or smithy (3-10)

5

None

Always chaotic neutral

7-9 HD (Large); 10-18 HD (Huge)

—

The creature seems almost comical — a great, black, oddly horned toad with thick limbs and tiny, beady eyes. Its back is a flat metallic plate. Altogether, it looks rather like a mobile anvil. Yellow-red flames are visible in its gullet when it opens its mouth, much like looking into the heart of a furnace.



Description

Ranging in hue from black to rusty red, forge beasts resemble huge toads with exceptionally thick limbs like great tree trunks. Their most distinctive feature is the flat plate rooted at their head and shoulders and the two stubby horns pointing strait forward from their brow. Their mouths are wide, thin, and lipless, and open to reveal an inferno inside, a volcanic cavity ideally suited for heating metal.

The forge beast is literally a forgework on legs, crafted by Golthagga to accompany his armies in the field. For those whom the beasts obey, they act as fire and anvil, smelter and sentry, table and hearth. For those whom they don't obey, they are at best irascible and stubborn nuisances. The beast's plate and horns act as an anvil, and the beast instinctively adjusts its stance to level the plate, even on steep inclines, propping itself up on its sturdy, solid legs. Upon command, the beast will close its mouth around whatever work its master presents. Once it is properly heated, the beast releases the glowing metal and allows it to be hammered out on its back plate.

Forge beasts eat slag, ore, and even sand, digesting the impurities and other elements and spitting up lumps of nearly pure metal, like hairballs, a few hours later. Most forge beasts today spend their time sleeping in the desert and foothills. Visitors to the Iron Sands Desert might see one squatting in the sun and mistake it for a rock. In fact, if they were to sit upon a beast or shelter behind it, there would be little to dispel the illusion of stone, since forge beasts are rock-hard and sleep almost imperturbably for weeks at a time. When they wake, they begin an awkward, lunging migration across the desert, scooping up mouthfuls of sand and rocks and discarded junk, and leaving an occasional trail of iron ingots behind them.

Forge beasts speak a simple form of an ancient dialect of Ignan, and some understand a few phrases of the Titan tongue.

Combat

During a confrontation, forge beasts make great lunging leap that belies their mass, then blast opponents with super-heated air and grit. In close combat, they attempt to lock their mouths on their enemy and grapple them, burning flesh in addition to crushing with their jaws.

Anyone who can communicate with a forge beast may make a DC 30 Diplomacy check to get the beast to follow its commands. If the beast recognizes the speaker as a worshipper or servant of its titanic creator, the Diplomacy DC is only 15. In either case, a failed Diplomacy usually results in the beast attacking immediately and viciously.

Breath Weapon (Su): 30-foot cone, Reflex DC 19 half, 4d6 damage. Half of the damage is from fire, while the other half is bludgeoning damage from metallic particles and fragments expelled from the beast's furnace-mouth.

Improved Grab (Ex): To use this ability, a forge beast must hit a creature with its bite attack.

Powerful Charge (Ex): A forge beast typically begins combat by making a great leap at a foe and thrusting its horns forward. In addition to the normal benefits and hazards of a charge, this allows the beast to make a single gore attack (+8 attack bonus) that deals 2d8+6 points of damage.

Stability (Ex): Forge beasts are incredibly solid on their feet. A forge beast has a +10 racial bonus on checks or saves made to resist being bull rushed, tripped, or otherwise knocked over or moved when standing on the ground.

Skills: Forge beasts have a +4 racial bonus on Hide checks and a +8 racial bonus on Jump checks.

*Because of its camouflage, the Hide bonus increases to +10 when the beast remains still in desert terrain.

Forsaken Spirit

Medium Undead (Incorporeal)

Hit Dice:	6d12 (39 hp)
Initiative:	+7
Speed:	Fly 50 ft. (10 squares) (perfect)
AC:	15 (+3 Dex, +2 deflection), touch 15, flat-footed 12
Base Attack/Grapple:	+4/—
Attack:	Incorporeal touch +7 melee (1d6 plus agonizing touch)
Full Attack:	Incorporeal touch +7 melee (1d6 plus agonizing touch)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Agonizing touch
Special Qualities:	Darkvision 60 ft., elf traits, incorporeal traits, low-light vision, master pain, rejuvenation, undead traits, vulnerability to purification, +2 turn resistance
Saves:	Fort +2, Ref +5, Will +3
Abilities:	Str —, Dex 17, Con —, Int 8, Wis 7, Cha 14
Skills:	Intimidate +8, Knowledge (any one) +2, Listen +8, Search +4, Sense Motive +1, Spot +8
Feats:	Alertness, Blind-Fight, Improved Initiative
Environment:	Any land or underground
Organization:	Solitary, pair, band (3–6), or mob (7–14)
Challenge Rating:	5
Treasure:	None
Alignment:	Always chaotic evil
Advancement Range:	7–18 HD (Medium)
Level Adjustment:	—

The figure looks like a pale, ghostly elf clad in fine clothes. It presents a pain-filled, mournful expression.

Description

These spirits of the forsaken elf people look much as they did in life, except that their eyes are now lit with madness and their expression is one of utter pain and anguish. When Chern was felled by the high elves, he cursed not only the living with his foul breath, but those who were dying, dead, or not yet born as well. So great was his wrath that he shackled the souls of his destroyers to the earth, while infecting them with diseases potent enough to affect even the undead. Many of these spirits still wander the Plaguelands, bereft of even the surcease of death.

Combat

Forsaken spirits make little use of tactics due to their pain-wracked minds. They fly recklessly into battle, attacking whomever they encounter until either they or their opponents are dead. During those instances in which they are thinking clearly, they usually submit to attacks without defending themselves, in the hopes of dying.

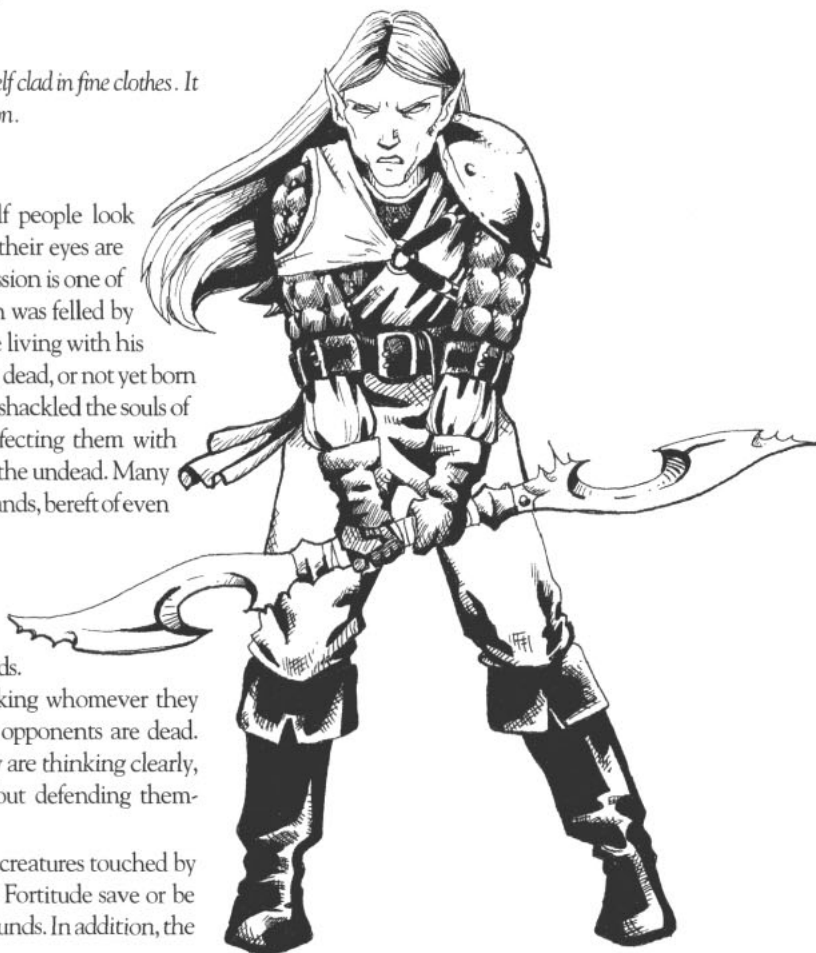
Agonizing Touch (Su): Living creatures touched by a forsaken spirit must make a DC 15 Fortitude save or be affected as if by *symbol of pain* for 1d6 rounds. In addition, the

touched creature must make a DC 15 Will save or be affected as if by *confusion* for a like amount of time. In each case, the caster level equals the spirit's HD. Creatures normally immune to disease receive a +4 bonus on the Fortitude save against the *symbol of pain* effect. Undead are immune to the *pain* effect, but not the *confusion*. The save DCs are Charisma-based.

Master Pain (Ex): As a full-round action, upon encountering a living member of one of the divine races, a forsaken spirit may attempt a DC 20 Fortitude save to shift its alignment to chaotic good for 1d4 rounds. If it succeeds, it may interact with other creatures as would a normal forsaken elf. If the save fails, the forsaken spirit howls in torment, negating its ability to move silently, and attacks the nearest living creature in a foul rage until it or the target is dead.

Rejuvenation (Su): If a forsaken spirit is destroyed, roll 1d20 plus the forsaken spirit's HD against a DC of 16. If this check is successful, the forsaken spirit reforms after 2d4 days have passed. The only guaranteed way to be rid of a forsaken spirit is to destroy it with *remove disease*.

Vulnerability to Purification (Ex): In addition to taking damage from cure spells, a forsaken spirit takes 5d6 points of damage from a *remove disease* spell or any similar effect.



Gate Worm

Gargantuan Magical Beast

Hit Dice:	16d10+112 (200 hp)
Initiative:	+2
Speed:	20 ft. (4 squares), burrow 20 ft.
AC:	19 (–4 size, –2 Dex, +15 natural), touch 4, flat-footed 19
Base Attack/Grapple:	+16/+40
Attack:	Bite +25 melee (2d8+18)
Full Attack:	Bite +25 melee (2d8+18)
Space/Reach:	20 ft./15 ft.
Special Attacks:	Improved grab, swallow whole
Special Qualities:	Portal organ, tremorsense 90 ft.
Saves:	Fort +17, Ref +12, Will +4
Abilities:	Str 35, Dex 6, Con 25, Int 1, Wis 8, Cha 8
Skills:	Listen +20, Spot +1
Feats:	Alertness, Improved Initiative, Improved Overrun, Lightning Reflexes, Power Attack, Weapon Focus (bite)
Environment:	Warm desert and plains and underground
Organization:	Solitary
Challenge Rating:	12
Treasure:	None
Alignment:	Always neutral
Advancement Range:	17–32 HD (Gargantuan); 33–48 HD (Colossal)
Level Adjustment:	—

With a rumble, a vast, segmented worm rises up from the ground, its massive maw easily large enough to swallow a giant whole. It is dull reddish-purple in color.

Description

Gate worms are easily mistaken for their close cousins, the purple worms. However, they can be distinguished by their rather ashen hue (where purple worms are a true purple in color) and their lack of a stinger.

Gate worms have developed a specialized hunting technique that serves them well. Since it is difficult to find enough food to feed a creature so large, an interesting magical development allows a single worm to share its food with others of its kind: The worm's gizzard digests prey as normal; however, if the gizzard becomes full, the worm's digestive system flushes any excess food toward a unique organ that teleports the food into the gizzard of the worm's nearest genetic relation.

Since the worms travel widely, creatures that fall victim to a gate worm may be teleported great distances. Luckily (perhaps), the portal in the worm's digestive system stays active for an hour after it is first used, allowing those who have lost companions to follow after them — if they allow themselves to be swallowed by the worm.

Certain strange tribes of desert barbarians claim to keep track of particular gate worm families' positions at all times, and even to use them as a form of transporta-

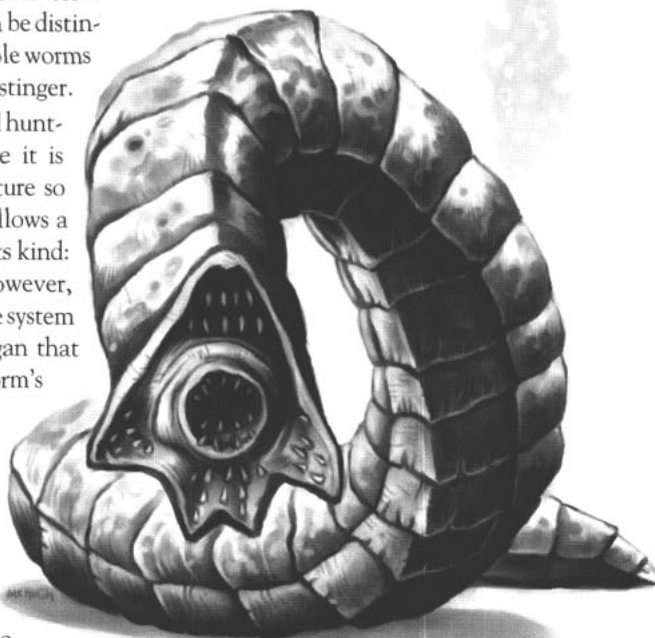
tion. It is not known, except perhaps to a few such desert folk, how gate worms reproduce.

Combat

The gate worm simply tries to eat as much as possible, as quickly as it can. It moves toward any prey that it detects with its tremorsense, targeting the largest concentration of creatures. It often appears in the midst of animal herds, grabbing more prey than even such a massive creature could possibly eat and then vanishing to digest its meal — and pass excess prey on to other gate worms.

Improved Grab (Ex): To use this ability, a gate worm must hit with its bite attack. If it establishes a hold, it can attempt to swallow whole.

Swallow Whole (Ex): A gate worm can try to swallow a grabbed opponent of a smaller size than itself by making a successful grapple check. Once inside, the opponent takes 2d8+12 points of crushing damage plus 7 points of acid damage per round from the worm's gizzard. A swallowed creature can cut its way out using a light slashing or piercing weapon to deal 25 points of damage to the gizzard (AC 17). However, whenever the worm takes damage to its gizzard, its nervous system automatically attempts to flush the contents of its gizzard to its teleportation organ. Each time the gate worm takes damage, creatures in the gizzard must succeed at an opposed grapple check or be pushed into the organ and transported to a new gate worm in a random location. This flushing is a free action for



the worm.

Once a creature exits the worm's gizzard by cutting its way out, muscular action closes the hole; another swallowed creature must cut its own way out. A Gargantuan gate worm's gizzard can hold 2 Large, 8 Medium, 32 Small, 128 Tiny, or 512 Diminutive or smaller opponents. Once the gizzard is full, the creature starts shunting the contents of its gizzard to the teleportation organ, starting with the first subsequent creature swallowed.

Portal Organ (Su): The gate worm's teleportation organ is essentially a magical portal that transports any contents arriving from the gizzard to that of the gate worm's closest blood relative (usually sibling or child), which can be anywhere in the world. Once transported, the creature may try to cut its way out of the receiving worm as described above, but this might well result in their being flushed to that worm's teleportation organ, which always transfers them to yet another worm — never the first worm that swallowed them.

Gatemaster

Medium Construct

Hit Dice:	18d12 (117 hp)
Initiative:	+3
Speed:	30 ft. (6 squares)
AC:	27 (+3 Dex, +14 natural), touch 13, flat-footed 24
Base Attack/Grapple:	+13/+21
Attack:	+3 scythe +24 melee (2d4+15/x4 plus energy drain) or slam +21 melee (1d8+12)
Full Attack:	+3 scythe +24/+19/+14 melee (2d4+15/x4 plus energy drain) or slam +21/+16/+11 melee (1d8+12)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Energy drain, fear aura, spell-like abilities, spikes
Special Qualities:	Construct traits, damage reduction 10/adamantine and bludgeoning, darkvision 60 ft., lifesight, servitor
Saves:	Fort +6, Ref +9, Will +6
Abilities:	Str 26, Dex 16, Con —, Int —, Wis 10, Cha 17
Skills:	—
Feats:	—
Environment:	Any land
Organization:	Solitary, pair, or gathering (3–6)
Challenge Rating:	13
Treasure:	No coins; double goods and items
Alignment:	Always lawful evil
Advancement Range:	19–25 HD (Medium); 26–42 HD (Large); 43–54 HD (Huge)
Level Adjustment:	—

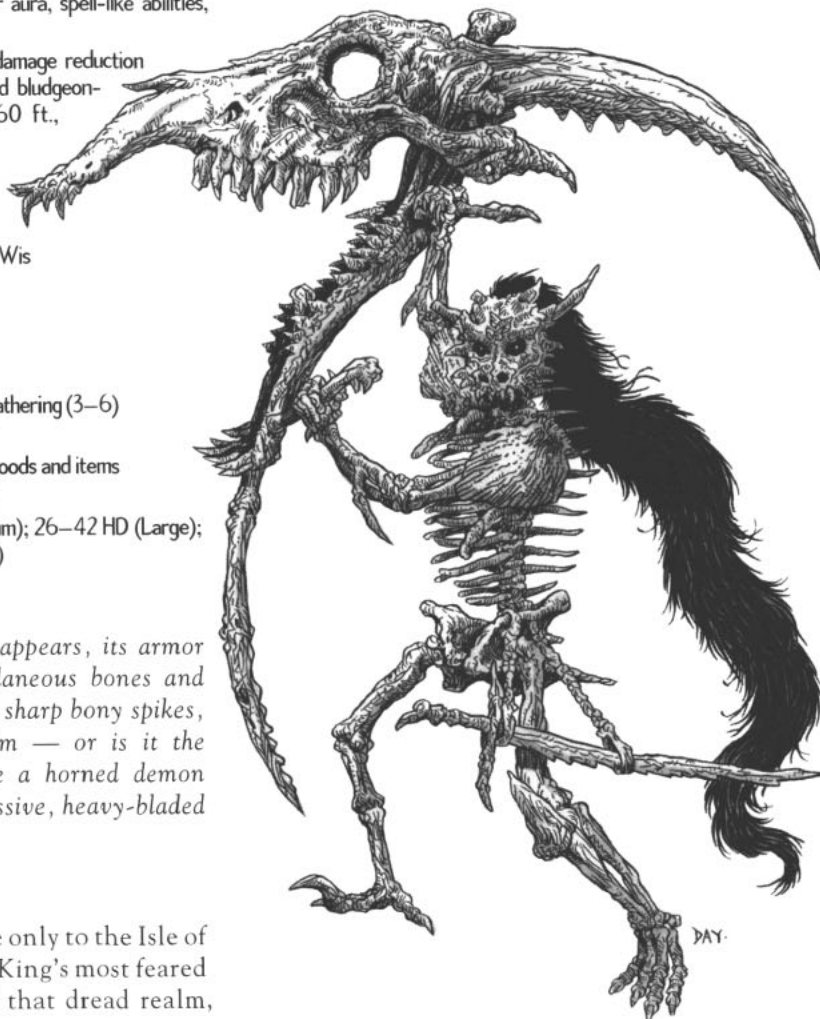
A skeletal armored figure appears, its armor seemingly crafted from miscellaneous bones and scales. The armor is covered in sharp bony spikes, weathered and aged. The helm — or is it the creature's head? — looks like a horned demon skull, and the figure bears a massive, heavy-bladed scythe.

Description

This dark creature, native only to the Isle of the Dead, is one of the Ghoul King's most feared guardians. The watchmen of that dread realm,

gatemasters are a fearsome sight, made as they are from the bones and scales of mighty ancient creatures fashioned into a suit of skeletal armor, studded with terrible bony spikes, the petrified whole hardened by dark magic.

Gatemasters use a variety of weapons, but the most common are scythes, their blades crafted from long bones of massive predators. Others use wicked clawed gauntlets or more traditional greatswords or axes. Regardless, they are the elite warriors of the



Ghoul King's army, and have come to be known as dread symbols of his power.

Combat

Gatemen are methodical killers. They attack without subtlety, relying on their heavy armor to ward off their foes' attacks and upon their weapons, which always bear at least a +3 enhancement, to overcome any magical defenses. Completely subservient to their creator, they attack until utterly destroyed or commanded to retreat. They have a few spell-like abilities at their disposal, and often take advantage of *darkness*, using their life-sight ability to give them the upper hand.

Energy Drain (Su): Living creatures hit by a gatemen's melee attack gain one negative level. The DC is 22 for the Fortitude save to remove a negative level. The save DC is Charisma-based. For each such negative level bestowed, the gatemen gains 5 temporary hit points.

Fear Aura (Su): A gatemen can radiate a 15-foot-radius fear aura as a free action. All creatures in the area must make a DC 22 Will

save or be affected as though by a *fear* spell (caster level 18th). A creature that successfully saves cannot be affected again by the same gatemen's fear aura for 24 hours. The save DC is Charisma-based.

Spell-Like Abilities: At will—*darkness*; 3/day—*chill touch*. Caster level 18th. The save DCs are Charisma-based.

Spikes (Ex): Any opponent that attempts to grapple a gatemen or attack it with natural weapons or unarmed attacks takes 1d8 points of damage from its armor spikes (Reflex DC 19 half).

Lifesight (Ex): Gatemen can sense the presence and location of living creatures at a distance of up to 30 feet as if with the blindsight ability.

Servitor (Su): Each gatemen is under the influence of the Ghoul King as if by means of the spell *dominate monster*. Thus, the Ghoul King can issue telepathic commands to a gatemen at any distance; he often scribes on gatemen that are in key locations or performing crucial duties, updating their commands as necessary.

Ghoul Hound

Medium Undead

Hit Dice:	3d12 (19 hp)
Initiative:	+2
Speed:	40 ft. (8 squares)
AC:	16 (+2 Dex, +4 natural), touch 12, flat-footed 14
Base Attack/Grapple:	+1/+3
Attack:	Bite +4 melee (1d6+3 plus paralysis)
Full Attack:	Bite +4 melee (1d6+3 plus paralysis)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Ghoul fever, howl, paralysis, trip
Special Qualities:	Darkvision 60 ft., low-light vision, scent, undead traits
Saves:	Fort +1, Ref +3, Will +5
Abilities:	Str 15, Dex 15, Con —, Int 10, Wis 14, Cha 12
Skills:	Hide +5, Jump +4, Listen +10, Move Silently +10, Search +5, Spot +7, Survival +6*, Swim +3
Feats:	Weapon Finesse, Weapon Focus (bite)
Environment:	Any land
Organization:	Pack (6–12)
Challenge Rating:	2
Treasure:	None
Alignment:	Always chaotic evil
Advancement Range:	4–9 HD (Medium)
Level Adjustment:	—

This creature is clearly no living thing, yet it moves with the deliberateness of a cunning predator. It looks like a semi-skeletal hound with rotting, greenish flesh and patchy fur. Its eyes glow an unnatural green and it reeks of the grave.

Description

Created through secret necromantic rituals, these relentless predators are animated by their dark masters to hunt down and terrify the living. Large, powerful canines are most often chosen for the task — hunting hounds, mastiffs, and wardogs being the most common.

Ghoul hounds are cunning and sadistic hunters. Untiring, they hunt living prey both for pleasure and to feast upon their flesh. Ghoul hounds are ideal weapons of terror and war, used in random attacks on the unsuspecting as well as deliberate assaults against enemy forces and the pursuit of fleeing foes.

The infamous Ghoul King of the Isle of the Dead is said to favor packs of ghoul hounds in his attacks on the inhabitants of Termana. The dark masters of Glivid-Autel are also known to use ghoul hounds to track escaped slaves as well as to hunt down any who trespass on their lands.

Combat

Ghoul hounds are a great deal more intelligent than their living counterparts, and arrange to attack from surprise whenever possible. They secretly shadow their chosen victims for days, waiting for the right moment to strike. When they are ready to attack, they unleash their fearsome howls and rush their victims en masse.

Ghoul hounds are utterly fearless, attacking no matter how large and dangerous their opponents. Once they have caught the scent of prey, nothing short of destruction can deter them from the hunt.

Much like humanoid ghouls, the bite of a ghou hound causes paralysis. Those paralyzed are quickly overwhelmed by the undead pack and torn to pieces.

Ghoul Fever (Su): In most cases, packs of ghou hounds devour their victims. On the occasions that they do not, however, their victims run the risk of being exposed to the terrible disease carried by their bite.

Ghoul fever—bite, Fortitude DC 12, incubation 1 day, damage 1d3 Dex and 1d3 Con. The save DC is Charisma-based.

An afflicted humanoid or canine who dies of ghoul fever rises as a ghou or a ghoul hound, respectively, at the next midnight. A creature that becomes

a ghoul or ghoul hound in this way retains none of the abilities it possessed in life. It is not under the control of any other ghouls or ghoul hounds, but it hungers for the flesh of the living and behaves like other ghouls or ghoul hounds in all respects.

Howl (Su): When a ghoul hound howls, all living creatures within a 180-foot spread must succeed at a DC 12 Will save or be stunned for 1 round and shaken for 2d4 rounds thereafter. This is a sonic, mind-affecting fear effect. Whether or not the save is successful, an affected creature is immune to the same ghoul hound's howl for 24 hours. The save DC is Charisma-based.

Paralysis (Ex): Those hit by a ghoul hound's bite must make a DC 12 Fortitude save or be paralyzed for 1d4+2 rounds. Elves are immune to this paralysis. The save DC is Charisma-based.

Trip (Ex): A ghoul hound that hits with its bite attack can attempt to trip its opponent (+3 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the ghoul hound.

Skills: Ghoul hounds have a +2 racial bonus on Listen and Spot checks and a +4 racial bonus on Move Silently and Search checks.

*When tracking by scent, they have a +4 racial bonus on Survival checks.



Ghoul, Gormul

Medium Undead

Hit Dice:	15d12 (97 hp)
Initiative:	+7
Speed:	40 ft. (8 squares)
AC:	23 (+3 Dex, +6 natural, +4 masterwork chain shirt), touch 13, flat-footed 20
Base Attack/Grapple:	+7/+11
Attack:	+1 greatsword +12 melee (2d6+7/19–20) or claw +9 melee (1d6+4)
Full Attack:	+1 greatsword +12/+7 melee (2d6+7/19–20) or 2 claws +9 melee (1d6+4)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Desecrate, leech strength, rebuke undead, spell-like abilities
Special Qualities:	Damage reduction 5/good and magic, darkvision 60 ft., incorporeality, servant of undeath, spell resistance 16, undead traits, +4 turn resistance
Saves:	Fort +5, Ref +8, Will +11
Abilities:	Str 18, Dex 17, Con —, Int 17, Wis 14, Cha 20
Skills:	Appraise +12, Balance +11, Concentration +14, Climb +12, Intimidate +23, Jump +12, Listen +20, Move Silently +11, Search +12, Spot +20, Swim +13
Feats:	Combat Casting, Dodge, Extra Turning, Improved Initiative, Mobility, Spring Attack
Environment:	Any land or underground
Organization:	Solitary, pair, clique (3–5), detachment (6–10, plus each Gormul ghouls is normally accompanied by 15+ HD worth of undead such as skeletons, zombies, ghouls or ghosts)
Challenge Rating:	12
Treasure:	No coins; double goods (gems and jewelry); standard items
Alignment:	Always lawful evil
Advancement Range:	16–30 HD (Medium); 31–45 HD (Large)
Level Adjustment:	—

The being seems to be a simple ghoul or some other such undead, although one clad in fine armor and wearing expensive jewelry.

Description

These free-willed undead were the Ghoul King's lieutenants during his invasion of western Termana, directing entire battalions of undead. They are much like normal ghouls in appearance, save for a coin-sized black stone embedded in their chests or foreheads and the fact that they are often attired in high-quality armor and expensive finery such as jewels, crowns, bracelets, and necklaces (generally looted from fallen foes and ancient battlegrounds).

Gormul ghouls draw much of their power from the stone embedded in their bodies. This necromantic development of the Ghoul King is crafted from a semiprecious gemstone found only on the Isle of the Dead and apparently imbued with quantities of negative energy. While only the Ghoul King possesses the secret of creating

Gormul ghouls, any necromancer would pay a fortune for one of the negative-energy stones.

The process of creating a Gormul ghoul wipes out all memory of its previous life. It desires only to serve its master, devour the living, and acquire riches. A few Gormul ghouls might still be buried on the Termanan mainland, sleeping agents of their master befouling the area around them.

Combat

A Gormul ghoul uses incorporeality to slide into the ground, then rise up amidst enemy troop formations, wreak havoc, and slip once again back into the ground. Enemies who approach the Gormul ghoul are weakened by its leech strength ability. The Gormul ghoul usually fights with a unit of lesser undead such as zombies, skeletons, or ordinary ghouls, using its spell-like abilities to deal with enemies who remain while healing its undead minions.

Desecrate (Su): The Gormul ghoul permanently radiates a *desecrate* effect, as the spell (caster level equals the ghoul's HD), in a 30-foot radius.

Leech Life (Su): Any living being within 30 feet of a

Gormul ghoul must make a DC 22 Fortitude save each round or take 1 point of Strength damage. For every additional Gormul ghoul within 30 feet of each other, the leech life radius of each is extended by 10 feet. Thus, if 2 Gormul ghouls are within 30 feet of one another, both have their radius extended to 40 feet. If 5 Gormul ghouls are all within 30 feet, each has this effect extended to a 70-foot radius. In any case, a creature within overlapping radii need only save once each round.

A creature whose Strength score is reduced to 0 by this ability dies and then rises upon the following midnight as a ghoul.



Rebuke Undead (Su): Gormul ghouls can rebuke or command undead as evil clerics (effective cleric level equals the Gormul ghoul's HD). Due to their Extra Turning feat, they may do so 12 times per day.

Spell-Like Abilities: At will—*command undead* (DC 17), *ghoul touch* (DC 17); 3/day—*control undead* (DC 22), *mass inflict light wounds* (DC 20); 1/day—*negative energy geyser*** (Fort DC 23), *unholy aura* (DC

23). Caster level 15th. The save DCs are Charisma-based.

Incorporeality (Su): As a standard action, a Gormul ghoul may make itself and all of its equipment incorporeal. Becoming material again is a free action.

Servant of Undeath (Ex): Due to their indissoluble link with the Ghoul King, Gormul ghouls cannot be controlled, though they can be turned, destroyed, or rebuked.

Ghoul, Overghast

Large Undead	
Hit Dice:	7d12+3 (48 hp)
Initiative:	+1
Speed:	50 ft. (10 squares)
AC:	18 (–1 size, +1 Dex, +8 natural), touch 10, flat-footed 17
Base Attack/Grapple:	+3/+14
Attack:	Bite +7 melee (2d6+7 plus paralysis) or tongue +7 melee touch (paralysis)
Full Attack:	Bite +9 melee (2d6+7 plus paralysis) and 2 claws +7 melee (1d6+2 plus paralysis); or tongue +7 melee touch (paralysis) and 2 claws +7 melee (1d6+2 plus paralysis)
Space/Reach:	10 ft./10 ft. (20 ft. with tongue)
Special Attacks:	Ghoul fever, grappling tendrils, improved grab, paralysis, spines, stench
Special Qualities:	Heightened scent, undead traits, +2 turn resistance
Saves:	Fort +2, Ref +4, Will +7
Abilities:	Str 25, Dex 15, Con —, Int 13, Wis 14, Cha 16
Skills:	Balance +6, Climb +12, Escape Artist +6, Hide +7, Jump +14, Listen +22, Move Silently +9, Search +5*, Survival +2*
Feats:	Multiattack, Power Attack, Toughness
Environment:	Any
Organization:	Solitary, pair, gang (3–5), pack (2–4 plus 7–12 ghouls), or contingent (2–5 plus 7–12 ghouls and 20–40 ghouls)
Challenge Rating:	5
Treasure:	Standard
Alignment:	Always chaotic evil
Advancement Range:	8–14 HD (Large); 15–21 HD (Huge)
Level Adjustment:	—

This vile creature is outwardly humanoid, with mottled greenish flesh and burning red eyes. Its jaws are large and heavy, and its sick-looking skin sprouts thorns and spikes. It shambles forward, walking partially on its knuckles like a mighty ape, a nest of slimy tentacle-like growths writhing from its abdomen.

Description

Lurking in the far and dark corners of the world, overghasts are intelligent and cunning creatures. Although most are fiercely independent, some have come to serve powerful rulers as slaves or lieutenants;

many serve the Ghoul King of Termana. Theories about overghasts' origins abound. Most scholars believe that they were created spontaneously by explosions of necromantic energy near the end of the Divine War—the same energies that are thought to have created the fearsome Isle of the Dead. While these notions have not been confirmed, it is known that on occasion an ordinary ghast can be transformed into one of these creatures, and that they are most common in southern Termana, near the Ghoul King's island realm.

Overghasts resemble normal ghouls only superficially. Far more horrific in appearance, they possess powerful snapping jaws, hides covered in spiky growths, and internal organs that have grown into writing tendrils. An overghast's heavy body forces it to knuckle-walk like a great ape, while its long black tongue constantly lashes around its head.

Combat

Like lesser ghouls and ghouls, overghasts prefer to attack from ambush. In wilderness or urban areas, they like to climb sheer walls where they lie in wait, dropping down to attack from above when their prey passes beneath them. Few expect undead creatures to move quickly, so overghasts use their superior speed to make furious charge attacks from a distance or to flee from combat if they are overwhelmed.

Overghasts are quite poor-sighted (they do not have darkvision or low-light vision), but they have exceptional senses of smell and hearing.

Ghoul Fever (Su): Disease—bite, Fortitude DC 16, incubation 1 day, damage 1d3 Dex and 1d3 Con. The save DC is Charisma-based.

An afflicted humanoid who dies of ghoul fever rises as a normal ghoul at the next midnight. A creature that becomes a ghoul in this way retains none of the abilities it possessed in life. It is not necessarily under the control of any other ghouls, but it hungers for the flesh of the living and behaves like other ghouls in all respects.

Grappling Tendrils (Ex): An overghast's internal organs have been transformed into animate tendrils. If the overghast begins its turn holding an opponent within a square it threatens with its bite, it may transfer the victim to its abdominal tendrils with a successful grapple check. Thereafter, the tendrils can hold the opponent, freeing up whatever appendage had been holding the creature previously. As long as the hold is maintained, the overghast automatically deals bite damage (including paralysis) to the held creature each round. If only these tendrils hold an opponent, the overghast is not considered grappled.

Improved Grab (Ex): To use this ability, an overghast must hit with its tongue attack. If it establishes a hold, it can attempt to pull the victim to any position within its reach with an opposed Strength check.

Paralysis (Ex): Those hit by an overghast's bite, claw, or tongue attack must succeed at a DC 16 Fortitude save or be paralyzed for 1d4+1 rounds. Even elves can be affected by this paralysis. The save DC is Charisma-based.

Spines (Ex): Any creature grappling an overghast takes 1d6 piercing damage each round from bony growths.

Stench (Ex): The stink of death and corruption surrounding these creatures is overwhelming. Living creatures within 15 feet must succeed at a DC 16 Fortitude save or be sickened for 1d6+7 minutes. A creature that successfully saves cannot be affected again by the same overghast's stench for 24 hours. A *delay poison* or *neutralize poison* spell removes the effect from a sickened creature. Creatures with immunity to poison are not affected, and those resistant to poison receive their normal bonus on their saving throws. The save DC is Charisma-based.

Heightened Scent (Ex): Overghasts have the scent ability to a range of 90 feet, rather than the standard 30 feet (strong smells may increase this range). Within 30 feet, they can effectively "see" by means of scent, as if with the blindsight ability. Creatures that have no scent (such as incorporeal creatures or some constructs) cannot be "seen" by the overghast's sense of smell.

Skills: Overghasts have a +8 racial bonus on Listen checks.

*When tracking by scent, they have a +10 racial bonus on Survival checks. They also have a +8 racial bonus on Search checks if the search might be aided by superior olfactory senses (for instance, finding a secret door when a creature has recently passed through it).



Ghoul, Poisonbearer

Medium Undead

Hit Dice:	6d12 (39 hp)
Initiative:	+2
Speed:	30 ft. (6 squares)
AC:	17 (+2 Dex, +5 natural), touch 12, flat-footed 15
Base Attack/Grapple:	+3/+5
Attack:	Bite +5 melee (1d8+2 plus paralysis and poison) or spit +5 ranged touch (poison)
Full Attack:	Bite +5 melee (1d8+2 plus paralysis and poison) and 2 claws +0 melee (1d4+1 plus paralysis) or spit +5 ranged touch (poison)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Death spray, ghoul fever, paralysis, poison
Special Qualities:	Damage reduction 5/silver, darkvision 60 ft., undead traits, +2 turn resistance
Saves:	Fort +2, Ref +4, Will +7
Abilities:	Str 15, Dex 15, Con —, Int 13, Wis 14, Cha 14
Skills:	Balance +8, Climb +11, Hide +11, Jump +9, Move Silently +11, Spot +9
Feats:	Dodge, Mobility, Spring Attack
Environment:	Any land or underground
Organization:	Solitary, pair, gang (3–4), or pack (5–12)
Challenge Rating:	4
Treasure:	None
Alignment:	Always chaotic evil
Advancement Range:	7–12 HD (Medium)
Level Adjustment:	—

The humanoid's greenish flesh is covered with oozing sores and pustules, and the reek of death and disease wafts from its decaying form.

Description

The poisonbearer is yet another undead creation of the Ghoul King, lord of the Isle of the Dead. This ghoulish being is even more disgusting than its cousins, for it is covered in broken, oozing pustules. In combat, the poisonbearer can paralyze foes, but it has more insidious weapons as well. The substance exuded by the creature's diseased skin can transfer its horrible form of ghoul fever. It also has a magical poison it produces in its mouth, which it can spit at foes or transfer with a bite and which resists magical attempts to cure it.

Combat

In combat, a poisonbearer often begins by spitting its poison at one or more targets and then charging in to attack with tooth and claw. Poisonbearer ghouls are fearless in combat, fighting to the last — they are fanatical in their devotion to their dark master, and willingly allow themselves to be destroyed in order to spread their horrid disease.

Death Spray (Ex): The instant a poisonbearer ghoul is killed or destroyed, the

pustules on its skin all burst simultaneously, so that all creatures within 5 feet of it are exposed to its ghoul fever.

Ghoul Fever (Su): Disease—bite, Fort DC 15, incubation 1 day, damage 1d3 Dex and 1d3 Con. The save DC is Charisma-based.

An afflicted humanoid who dies of ghoul fever rises as a normal ghoul at the next midnight. A creature that becomes a ghoul in this way retains none of the abilities it possessed in life. It is not necessarily under the control of any other ghouls, but it hungers for the flesh of the living and behaves like other ghouls in all respects.

Paralysis (Ex): Those hit by a poisonbearer's bite or claw attacks must succeed at a DC 15 Fortitude save or be paralyzed for 1d4+1 rounds. Elves are immune to this paralysis. The save DC is Charisma-based.

Poison (Ex): Spit (20 feet, once every 1d3 rounds) or bite, Fort DC 15, 1d4 Con/ghoul fever.

If a spell or spell-like ability is used to delay, neutralize, or otherwise mitigate the effects of the poison, the caster must first make a caster level check as if trying to overcome spell resistance 19. If this check fails, the spell has no effect.



Glassilisk

Large Magical Beast

Hit Dice:	14d10+42 (119 hp)
Initiative:	+1
Speed:	40 ft. (8 squares), burrow 20 ft., climb 20 ft.
AC:	20 (-1 size, +1 Dex, +10 natural), touch 10, flat-footed 19
Base Attack/Grapple:	+14/+25
Attack:	Bite +19 melee (2d6+6/19-20)
Full Attack:	Bite +19 melee (2d6+6/19-20) and 2 claws +17 melee (1d8+3) 10 ft./5 ft.
Space/Reach:	
Special Attacks:	Breath weapon
Special Qualities:	Darkvision 60 ft., glass-stride, low-light vision
Saves:	Fort +12, Ref +10, Will +5
Abilities:	Str 22, Dex 12, Con 17, Int 2, Wis 13, Cha 11
Skills:	Climb +15, Hide +9*, Listen +5, Spot +9
Feats:	Alertness, Improved Bull Rush, Improved Critical (bite), Multiattack, Power Attack
Environment:	Warm desert
Organization:	Solitary, pair, or cluster (3-6)
Challenge Rating:	8
Treasure:	None
Alignment:	Always neutral
Advancement Range:	15-28 HD (Large); 29-42 HD (Huge)
Level Adjustment:	—

A strange, graceful creature glides across the sand. It looks like a six-legged lizard crafted from fine crystal. The desert sun reflects colorful sparkles off its skin as it moves.

Description

A large predatory reptile that roams the Desert of Onn, the glassilisk looks like a large, six-legged crystalline lizard about the size of a horse. Its skin is smooth and hard, and razor-sharp teeth like jagged glass fill its maw. Hundreds of barely visible suction cups cover its feet, allowing it to walk on slippery surfaces as easily as on sand. This gives the creature an advantage over foes on the glassy surfaces it creates with its breath weapon. While its breath can damage creatures, the glassilisk usually targets the sand, for it prefers its meat raw.

Sages speculate that these creatures may be relatives of the basilisk (hence their name), due to their six legs and reptilian appearance.

Combat

A glassilisk possesses a breath weapon of superheated air that can change an area of desert sands into slippery glass. A glassilisk

will try to employ its breath weapon first, making the battlefield disadvantageous to its prey. It will then target prone or off-balance targets with its vicious bite and sharp claws, perhaps bull rushing a charging warrior back onto the slick glass. If things go badly, it will fall back and target tougher opponents with its breath weapon, hoping to snack on the weaker foes once the stronger ones are gone.

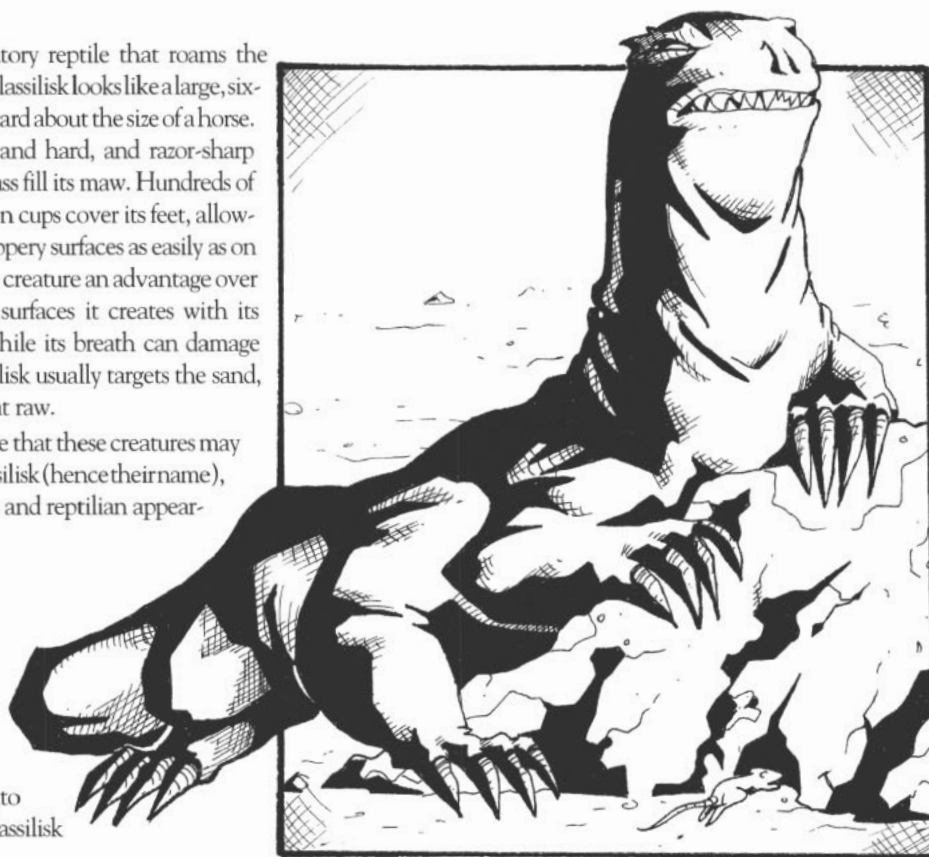
Breath Weapon (Su): Every 1d4 rounds, 40-foot cone of superheated air, damage 6d8 fire (Reflex DC 20 half). The save DC is Constitution-based.

The superheated air magically transforms all sandy surfaces in the area into perfectly smooth glass. All creatures must make a DC 15 Balance check to move half speed over this glassy area; on a failed save, the creature cannot move that round. Failure by 5 or more indicates that the victim falls prone after moving one square. Further, opponents in the affected area lose their Dexterity bonus to AC unless they have 5 or more ranks in the Balance skill.

Glass-Stride (Ex): Glassilisks may travel over any smooth horizontal (or nearly horizontal) surface as if by means of the *spider climb* spell.

Skills: Glassilisks have a +4 racial bonus on Hide checks and a +10 racial bonus on Climb checks. They can always choose to take 10 on Climb checks, even if rushed or threatened.

*Against crystalline or glassy backgrounds, glassilisks have a +8 racial bonus on Hide checks.



Glitterbug

Tiny Magical Beast

Hit Dice:	1/2 d10 (2 hp)
Initiative:	+3
Speed:	15 ft. (3 squares), fly 60 ft. (average)
AC:	16 (+2 size, +3 Dex, +1 natural), touch 15, flat-footed 13
Base Attack/Grapple:	+0/-12
Attack:	—
Full Attack:	—
Space/Reach:	2-1/2 ft./0 ft.
Special Attacks:	Death burst, hypnotic pattern
Special Qualities:	Bioluminescence, darkvision 60 ft., low-light vision, morality sense, vermin traits
Saves:	Fort +2, Ref +5, Will +3
Abilities:	Str 2, Dex 16, Con 10, Int 3, Wis 16, Cha 15
Skills:	Hide +11, Listen +3, Move Silently +5, Sense Motive +11, Spot +4
Feats:	Dodge
Environment:	Any land
Organization:	Solitary, pair, family (3-8), or colony (9-50)
Challenge Rating:	1/3
Treasure:	None
Alignment:	Always neutral good
Advancement Range:	—
Level Adjustment:	— (Improved Familiar)

The air fills with soft green-white light emitted by a number of large flying insects. They do not seem hostile or dangerous — in fact, they flutter gently, as if being careful not to get too close.

Description

These luminous insects are found throughout the Scarred Lands, but are most common in dank, dark, or perilous places where travelers need them the most. They are creations of the goddess Madriel, diminutive servants sent to aid those in peril and guide them to safety. The gentle glitter that the insects emit as they fly gives them their name.

Glitterbugs resemble flying scarabs with a faceted, gemlike carapace. Their natural glow is diffracted through this carapace, illuminating them and their surroundings in a soft greenish-white light. They are able to vary the opacity of their carapace and completely extinguish their light if necessary.

These magical creatures are remarkably intelligent for something so akin to vermin. They can avoid perils and those who might harm them, apparently by instinct. They seem

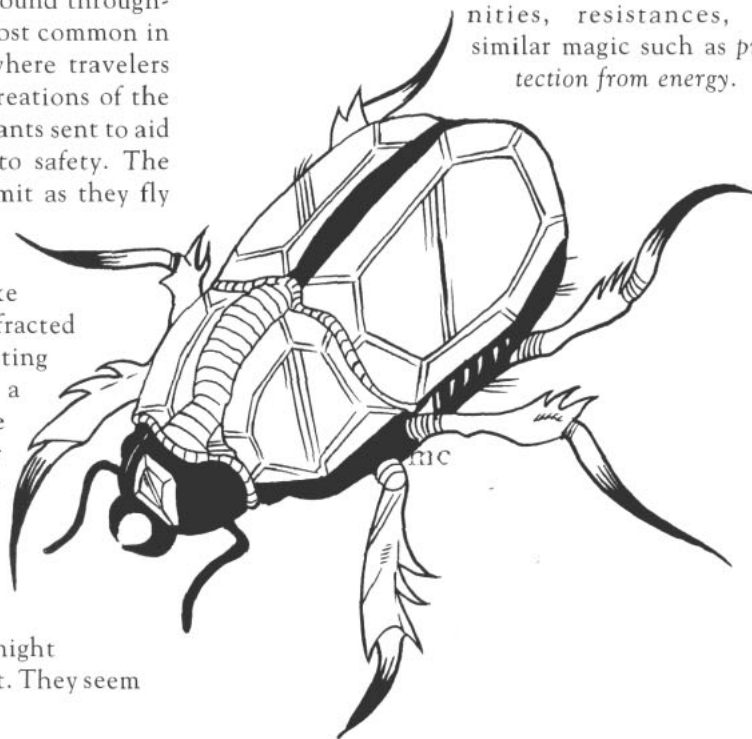
attracted to individuals of neutral or good alignment, and avoid those who are evil. If a traveler responds in a friendly manner to a glitterbug's approach, it will often accompany him for a time, flying about and leading the traveler out of danger or to the nearest trail.

Glitterbugs seem to enjoy both giving and receiving attention, and are sometimes compared in behavior to smart, friendly dogs. Due to their affable nature, they are often seen in homes all across Scarn, providing light and companionship in exchange for the attention of kind, intelligent creatures.

Combat

Glitterbugs have no attacks, and indeed are decided pacifists. When faced with aggression, they prefer to dazzle their would-be foes with a bioluminescent light-show, then flit away to safety. Failing this, they have but one defense mechanism: Anyone who kills a glitterbug is showered with a brilliant flash of deadly green sparks.

Death Burst (Ex): When a glitterbug dies violently, it explodes in a shower of green sparks, dealing 1d8+1 points of damage to all evil creatures within 5 feet (no save), although spell resistance applies (caster level 5th). If the creature that dealt the killing blow is within 5 feet, it takes double damage (2d8+2). This damage results directly from divine (holy) power, and thus is not subject to immunities, resistances, or similar magic such as protection from energy.



Glitterbugs can trigger this explosion voluntarily, destroying themselves, when defending others of their kind or one of their chosen humanoids. The death burst does not occur when a glitterbug dies of natural causes.

Hypnotic Pattern (Ex): As a standard action, a glitterbug can use its carapace to create a shifting pattern of light in a 10-foot radius. The effect of this pattern is identical to that of the spell *hypnotic pattern* (Will DC 14 negates), with the glitterbug as the center of the effect. Once begun, the glitterbug can maintain this pattern indefinitely as a free action each round.

Bioluminescence (Ex): A glitterbug provides a soft illumination in up to a 10-foot radius. Though it is in control of its own illumination, the glitterbug usually shines brightly when in the company of creatures that it consid-

ers friendly, but is also able to understand a request to extinguish its light if needed.

Morality Sense (Ex): Glitterbugs are incredibly empathic. As a full-round action, a glitterbug can unerringly determine the alignment of any creature within 30 feet. If a creature is using a power or effect that conceals its alignment, the glitterbug must first succeed at a Sense Motive check (DC 10 + caster level of concealing effect) in order to gain this insight. Glitterbugs cannot communicate in normal terms, but their light usually dims and they grow skittish and uneasy in the presence of evil.

Vermin Traits: Although they are actually magical beasts, glitterbugs have all the racial traits of vermin.

Skills: Glitterbugs have a +8 racial bonus on Sense Motive checks.

Golem, Amalgam

Medium Construct

Hit Dice:	10d10+20+6 (81 hp)
Initiative:	+0
Speed:	30 ft. (6 squares)
AC:	25 (+11 natural, +4 armor), touch 10, flat-footed 25
Base Attack/Grapple:	+7/+11
Attack:	Slam +11 melee (1d8+4)
Full Attack:	4 slams +11 melee (1d8+4)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Confusion, psionics
Special Qualities:	Constituent crystal, construct traits, disassemble, damage reduction 10/adamantine, darkvision 60 ft., immunity to psionics, low-light vision, spell resistance 21
Saves:	Fort +3, Ref +3, Will +8
Abilities:	Str 19, Dex 11, Con —, Int 11, Wis 21, Cha 17
Skills:	Concentration +13, Knowledge (psionics) +13, Psicraft +15
Feats:	Combat Manifestation, Inertial Armor, Power Attack, Psionic Body (Wisdom)
Environment:	Any
Organization:	Solitary
Challenge Rating:	10
Treasure:	No coins; standard goods (gems only); 50% items (crystalline only)
Alignment:	Always neutral
Advancement Range:	11–18 HD (Medium); 19–30 HD (Large)
Level Adjustment:	—

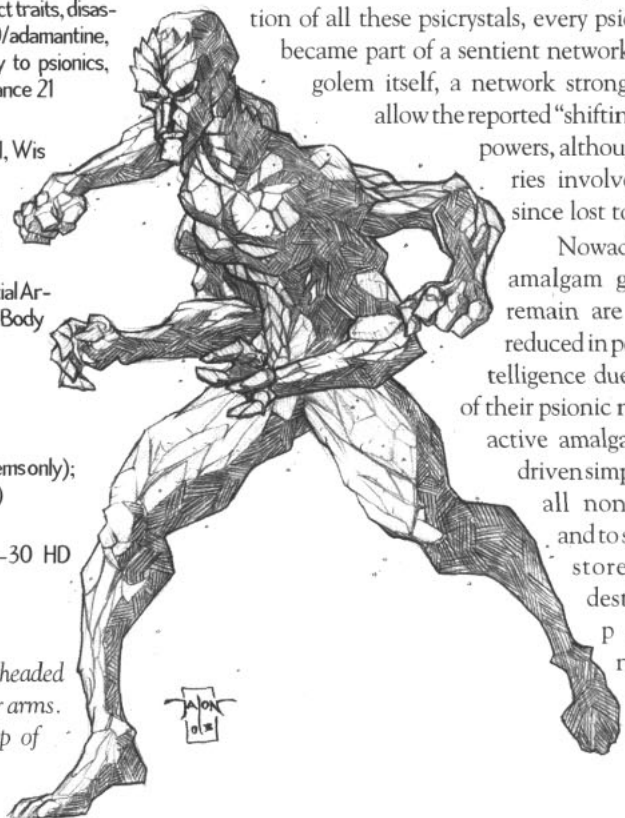
The creature looks like a tall, dome-headed humanoid with slitted, inhuman eyes and four arms. Close inspection reveals that it is made up of thousands of tiny crystals.

Description

Amalgam golems resemble crystalline statues of slarecians, with the notable exception of having an additional pair of arms. These bizarre constructs were created by the fusion of hundreds of slarecian psicrystals, each carrying a fragment of a slarecian personality. The resulting construct was not only powerful, but also uniquely intelligent, and moreover had the ability to manifest psionic powers. Yet the most significant result

of its creation was the fact that through the combination of all these psicrystals, every psion involved became part of a sentient network within the golem itself, a network strong enough to allow the reported “shifting” of psionic powers, although the theories involved are long since lost to history.

Nowadays, the few amalgam golems that remain are immensely reduced in power and intelligence due to the loss of their psionic network. An active amalgam golem is driven simply to destroy all non-slarecians, and to somehow restore the destroyed telepathic network of which it was once a part.



Combat

Owing to their tremendous psionic powers, amalgam golems are very dangerous foes. They much prefer to employ psionics over engaging in melee combat and are much more cunning than most golems, given their intelligence, but when forced to defend themselves they will stop at nothing to slay a foe.

Confusion (Sp): As a standard action, an amalgam golem can expose all living creatures in a 20-foot radius around itself to its fragmented mental state. Each creature in the area must make a DC 18 Will save or be confused for 2d4 rounds. Whether or not the save is successful, an affected creature is immune to the same golem's *confusion* ability for 24 hours. The save DC is Charisma-based.

Psionics (Sp): At will—*clairaudience/clairvoyance*, *detect psionics*, *crystal curse*** (DC 17), *psychic disruption*** (DC 17), *schism*, *whitefire* (DC 16); 3/day—*body adjustment*, *dimension door*, *domination* (DC 17). Manifestation level 10th. The save DCs are Charisma-based.

Attack/Defense Modes (Sp): All (at will)/None.

Constituent Crystal (Ex): As a standard action, an amalgam golem can remove one of its thousands of component crystals, producing the equivalent of a psicrystal created by a 10th-level psion. This does no harm to the golem, nor need it pay any power points to

grant the psicrystal the self-propulsion ability. This psicrystal functions in all ways as a normal psicrystal, and its personality type is determined by the golem each time it uses this ability. The golem may restore the psicrystal into its body as a standard action. If the psicrystal is destroyed, the golem does not lose experience, but it cannot form a new psicrystal for 24 hours.

Disassemble (Ex): As a full-round action, an amalgam golem can disassemble itself into a swarm of Fine crystals that act as psicrystals. Each of these crystals has the ability to manifest the self-propulsion ability at will. In this way, the golem may fit itself through small holes or openings, or disguise itself as a pile of gems. The golem cannot attack or manifest psionic powers in its swarm form, although it retains its other abilities. Reassembling itself is a move action.

Immunity to Psionics (Ex): An amalgam golem is immune to all psionic attacks and powers that allow power resistance. In addition, certain psionic attacks and powers function differently against the creature, as noted below.

The *forced mindlink* power causes an amalgam golem to be dazed for 1d3 rounds, with no saving throw.

The *metaconcert* power directed at an amalgam golem causes it to be stunned for 1d6+1 rounds, with no saving throw.

Golem, Amber

Large Construct

Hit Dice:	13d10+30 (101 hp)
Initiative:	—1
Speed:	20 ft. (4 squares)
AC:	20 (—1 size, —1 Dex, +12 natural), touch 8, flat-footed 20
Base Attack/Grapple:	+9/+21
Attack:	Slam +16 melee (2d10+8)
Full Attack:	2 slams +16 melee (2d10+8)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Engulf, improved grab
Special Qualities:	Adhesive, construct traits, damage reduction 10/bludgeoning and magic, darkvision 60 ft., immunity to magic, low-light vision
Saves:	Fort +4, Ref +3, Will +4
Abilities:	Str 27, Dex 9, Con —, Int —, Wis 11, Cha 1
Skills:	—
Feats:	—
Environment:	Any forest
Organization:	Solitary
Challenge Rating:	10
Treasure:	Standard (inside golem)
Alignment:	Always neutral
Advancement Range:	14–23 HD (Large); 24–39 HD (Huge)
Level Adjustment:	—

This creature is a massive humanoid made of a semi-translucent golden material, with several indistinct shapes suspended inside its body.

Description

Amber golems are rarely created, but sometimes rise unaided when large quantities of tree sap are spilled by violence in places with a great deal of ambient magical energy (see "Golems, Spontaneous" later in this book). However, they are, on occasion, made by cunning and powerful druids, who then use them as avengers of the natural order in regions where forests have been destroyed or burned, or (thankfully more rarely) to settle the druid's personal vendettas.

Physically, amber golems resemble blocky humanoid shapes roughly 8 feet tall and weighing over 1,000 pounds, crafted entirely from a semi-translucent golden substance. Those objects or creatures that the golem has recently absorbed can be seen dimly within its body.

Combat

Amber golems have a sticky outer surface, but they can alter their normally hard state to become viscous (like pine sap). This lets them seep slowly through small (1 inch or larger) cracks or tightly woven branches, although only very slowly—perhaps 5 feet per minute.

Adhesive (Ex): A creature that successfully strikes an amber golem with a melee weapon (including natural weapons or unarmed attacks) must make a DC 16 Reflex save or have its weapon become stuck to the golem. If the attacker is armed, he can voluntarily release the weapon as a free action to escape the golem's hold. A stuck weapon can be freed with an opposed Strength check against the golem.

If the attacker is unarmed or using a natural weapon, he is stuck to the golem and can take no action until he frees himself. An opposed Strength check (or an Escape Artist check against the golem's Strength check) is required for the stuck individual to free himself.

Engulf (Ex): An amber golem can simply engulf creatures smaller than itself. It cannot make a slam attack on a round during which it attempts to engulf. To engulf a target, the amber golem need only move into that creature's space; if it is already grappling the creature or if the creature is stuck to the golem, it does not need to move to engulf. The target of the engulf attack may make an attack of opportunity against the amber golem if it is not already held or stuck, but doing so prevents it from making a Reflex save (DC 10 + 1/2 the amber golem's HD + the amber golem's Dex modifier) to avoid being engulfed. Creatures that do not opt to take an attack of opportunity and who make their Reflex save dodge back or aside (player's choice) when the golem moves into their space. Engulfed creatures automatically take slam damage every round and are also cut off from air (see "Suffocation" in Chapter 8 of the *DMG*).

Improved Grab (Ex): To use this ability, an amber golem must hit with a slam attack. Due to its adhesive qualities, an amber golem has a +4 bonus on grapple checks when trying to establish or maintain a hold on a creature, but a -4 penalty if trying to break free. If it establishes a hold, it can attempt to engulf.

Immunity to Magic (Ex): An amber golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

Grease negates the amber golem's adhesive quality for the spell's duration.

Antiplant shell stuns an amber golem for 1 round, with no saving throw.

A magical attack that deals cold damage slows an amber golem (as the *slow* spell) for 1 round for every 4 points of cold damage the attack would otherwise have dealt, with no saving throw.

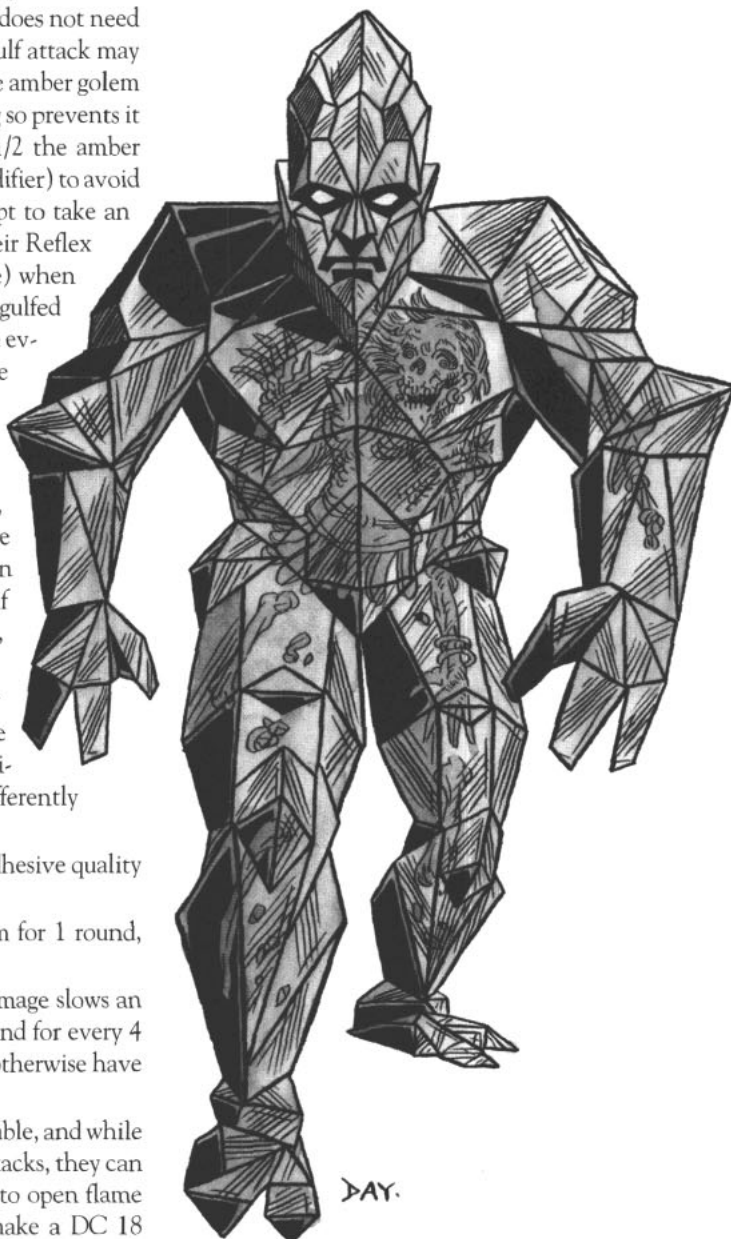
Amber golems are extremely flammable, and while they take no damage directly from fire attacks, they can be set ablaze. An amber golem exposed to open flame (whether magical or mundane) must make a DC 18

Reflex save to avoid catching on fire. The burning amber golem takes 1 point of damage per round while on fire, but it also deals an additional 1d6 points of fire damage on each successful strike it makes.

Construction

Forming an amber golem's body requires at least 1,500 gallons of tree sap, along with other rare ingredients, numerous rituals, and a great deal of patience. To construct the body properly, the crafter must make a DC 16 Knowledge (nature) check and a DC 13 Craft (sculpting) check.

CL 11th; Craft Construct (see *MM*, Chapter 6), control plants, ironwood, liveoak, soften earth and stone, creator must be 11th level; Price 38,000 gp; Cost 20,150 gp + 1,400 XP.



Golem, Bramble

Large Construct

Hit Dice:	10d10+30 (85 hp)
Initiative:	+0
Speed:	30 ft. (6 squares)
AC:	22 (−1 size, +13 natural), touch 9, flat-footed 22
Base Attack/Grapple:	+7/+21
Attack:	Slam +12 melee (2d8+6)
Full Attack:	2 slams +12 melee (2d8+6)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Constrict 2d8+6, entangle, improved grab
Special Qualities:	Camouflage, construct traits, damage reduction 5/adamantine, darkvision 60 ft., immunity to magic, low-light vision, plant form
Saves:	Fort +3, Ref +3, Will +3
Abilities:	Str 23, Dex 11, Con —, Int —, Wis 11, Cha 1
Skills:	—
Feats:	Improved Grapple ^B
Environment:	Any forest
Organization:	Solitary, pair, or troop (3–4)
Challenge Rating:	8
Treasure:	None
Alignment:	Always neutral
Advancement Range:	11–24 HD (Large); 25–30 HD (Huge)
Level Adjustment:	—

The surrounding vegetation shifts, suddenly coming to life and weaving itself together into a towering, mannish shape covered with vines, leaves, and branches, with heavy, rootlike feet.

Description

When not animated, a bramble golem looks like a patch of vines and thick foliage. Once activated by a command from its creator, or by a predetermined event (intruders approaching within a specified distance, for example), the vegetation commonly forms into a large humanoid shape, roughly 11 feet tall — yet while humanoid is the most common form, there are no set guidelines for the bramble golem's final appearance. Bramble golems do not have joints or extremities, and their movements are very large and awkward.

Bramble golems are found across Termana, from the bogs of the Blood Bayou to the impenetrable Yellow Jungle. The hag races send these constructs into the wilds to hunt for food or sacrifices, often making them of different materials: seaweed and cacti are some of these variations.

Combat

Bramble golems generally lie in wait, entangling their quarry before they take shape, then changing to their humanoid form and attacking held foes.

Constrict (Ex): On a successful grapple check, a bramble golem deals 2d8+6 points of damage.

Entangle (Su): As a standard action, a bramble golem can cause a 20-foot-radius area of plants within 60 feet to be affected as if by the spell *entangle* (Reflex DC 15 negates). As with the *entangle* spell, the nature and density/paucity of local plant life can affect the usefulness of this ability. The save DC is Wisdom-based. The golem can use this ability while in plant form.

Improved Grab (Ex): To use this ability, a bramble golem must hit with a slam attack. If it establishes a hold, it can constrict. The golem is not considered grappled while it maintains a hold.

Camouflage (Ex): A character must make a DC 30 Knowledge (nature) or a DC 30 Survival check to recognize a bramble golem in plant form. In its humanoid



form, a bramble golem is easier to see, although a DC 20 Spot check is still required to notice it among natural vegetation.

Immunity to Magic (Ex): A bramble golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

Antiplant shell and *repel wood* work normally against the golem, but for only half the usual durations.

Control plants causes a bramble golem to be stunned for 1d6 rounds, with no saving throw.

Plant growth and *diminish plants* affect a bramble golem as *enlarge person* and *reduce person* affect humanoids, respectively, with no saving throw.

Plant Form (Ex): A bramble golem can assume the form of a patch of mundane plants at will as a standard action. This ability functions as a *polymorph* spell cast on itself (caster level 10th), except that the golem does not regain hit points for changing form. Resuming its normal form is also a standard action. Unless ordered otherwise, bramble golems tend to spend most of their time in plant form.

Construction

The creation of a bramble golem entails a year's worth of careful cultivation of special hybrid plants with rare fertilizing compounds, requiring a DC 16 Knowledge (nature) or a DC 16 Profession (farmer) check.

CL 9th; Craft Construct (see MM, Chapter 6), *changestaff*, *entangle*, *liveoak*, *wood shape*, creator must be at least 9th level; Price 25,000 gp; Cost 13,250 gp + 925 XP.

Golem, Coral

Large Construct (Aquatic)

Hit Dice:	12d10+30 (96 hp)
Initiative:	+2 (Dex)
Speed:	Swim 50 ft.
AC:	26 (−1 size, +2 Dex, +15 natural), touch 11, flat-footed 24
Base Attack/Grapple:	+9/+20
Attack:	Slam +15 melee (2d8+10 plus wounding)
Full Attack:	Slam +15 melee (2d8+10 plus wounding)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Wounding
Special Qualities:	Construct traits, damage reduction 5/adamantine, darkvision 60 ft., fast healing 2, immunity to magic, low-light vision
Saves:	Fort +4, Ref +6, Will +4
Abilities:	Str 25, Dex 15, Con —, Int —, Wis 11, Cha 1
Skills:	—
Feats:	Swim-By Attack ^B (see sidebar)
Environment:	Any aquatic
Organization:	Solitary or pair
Challenge Rating:	9
Treasure:	None
Alignment:	Always neutral
Advancement Range:	13–17 HD (Large); 18–30 HD (Huge); 31–36 HD (Gargantuan)

The great fishlike shape actually appears to be a statue or sculpture in the form of a sea creature, complete with sweeping fins and a sharp, toothy mouth. It is crafted of polished, shining pinkish material, but it moves with the natural grace of a true sea creature.

Description

Coral golems resemble sea creatures, usually sharks or dolphins, made entirely of living coral. Beautiful to behold, they look more like works of art than war machines, but appearances are deceiving — coral



golems can be powerful adversaries. They are created by sea druids to guard threatened aquatic regions or to attack the ships of intruders.

The process of coral golems' creation is a well-guarded secret, but it is said to have been a gift from Denev to her worshipers to help them protect the seas from Kadum and his spawn. Legend holds that the abyss where Kadum was imprisoned is guarded by an enormous coral golem larger than any that might be crafted by mortal hands, created by Denev herself, to make sure none can revive the Mountainshaker.

Combat

A coral golem's attacks always take full advantage of its speed and maneuverability. Mindless, it fights to the death, attacking foes in the most direct and unswerving manner possible.

Wounding (Ex): When a coral golem strikes an opponent, tiny shards of coral remain in the wound, causing it to bleed for an additional 1 point of damage per round thereafter. Multiple wounds result in cumulative hit point loss from bleeding. The bleeding can be stopped only by a successful DC 13 Heal check (per wound) or the application of healing magic.

Fast Healing (Ex): Coral golems lose this ability when not immersed in water.

Immunity to Magic (Ex): A coral golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

Antilife shell repels the golem as if it were an animal.

Dominate animal causes a coral golem to be stunned for 2d4 rounds, with no saving throw.

Hold animal causes a coral golem to be dazed for 1d4+1 rounds, with no saving throw.

Construction

The body of a coral golem entails two years of careful attention to a single colony of coral, requiring a DC 17 Craft (sculpting) or a DC 17 Knowledge (nature) check.

CL 12th; Craft Construct (see MM, Chapter 6), *awaken*, *call aquatic animal II**, *dominate animal*, *summon nature's ally VII*, creator must be at least 12th level and able to cast druid spells; Price 34,000 gp; Cost 18,000 gp + 1,260 XP.

New Feat

Swim-By Attack [General]

Prerequisite: Swim speed.

Benefit: When swimming, the creature can take a move action and another standard action at any point during the move. The creature cannot take a second move action during a round when it makes a swim-by attack.

Normal: Without this feat, the creature takes a standard action either before or after its move.

Golem, Ember

Large Construct

Hit Dice:	12d10+30 (96 hp)
Initiative:	—1
Speed:	20 ft. (4 squares)
AC:	21 (—1 size, —1 Dex, +13 natural), touch 8, flat-footed 21
Base Attack/Grapple:	+9/+18
Attack:	Slam +13 melee (2d10+5 plus 2d6 fire)
Full Attack:	2 slams +13 melee (2d10+5 plus 2d6 fire)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Berserk, breath weapon, burn
Special Qualities:	Blindsight 60 ft., construct traits, damage reduction 10/adamantine, immunity to magic
Saves:	Fort +4, Ref +3, Will +4
Abilities:	Str 21, Dex 9, Con —, Int —, Wis 11, Cha 1
Skills:	—
Feats:	—
Environment:	Any land or underground
Organization:	Solitary, pair, or gang (3–4)
Challenge Rating:	10
Treasure:	None
Alignment:	Always neutral
Advancement Range:	13–22 HD (Large); 23–36 HD (Huge)
Level Adjustment:	—

The heat emanating from the large, glowing manlike form can be sensed even before the figure becomes visible — or as much as can be seen from within the smoky haze surrounding it. Along with the heat comes the unmistakable odor of burning ash, like that of a campfire.

Description

An ember golem is a burning construct forged from cinders and coals conjoined with some strange, flaming metal alloy. Ember golems are typically humanoid in shape and move in an oddly disjointed gait that imitates the chaotic rhythm of a burning flame. They are usually employed as guardians near hazardous areas of fire or magma.

Combat

Like most constructs, ember golems are not imaginative or subtle in their combat tactics. They wade into combat, exhaling burning fumes and seeking to set as many foes afire as possible.

An ember golem's fiery body actually produces enough light to illuminate a 10-foot radius, but it also emits sufficient smoke and fumes to grant concealment (20% miss chance) both to itself and to all creatures in a 5-foot radius, which effectively mutes the illumination.

Berserk (Ex): When an ember golem enters combat, there is a 5% chance that its elemental spirit breaks free and the golem goes berserk. Each round, this chance increases by 1% (thus, 6% in the second round, 7% in the third, etc.). The uncontrolled golem goes on a rampage, attacking the nearest living creature or smashing some object smaller than itself if no creature

is within reach, then moving on to spread further destruction. The golem's creator, if within 60 feet, can try to regain control by speaking firmly and persuasively to the golem, which requires a DC 19 Charisma check. This can be attempted repeatedly, taking 1 minute per check. It takes 1 minute of inactivity by the golem to reset its berserk chance to 0%.

Breath Weapon (Su): Every 1d4+1 rounds, 30-foot line, damage 6d6 fire (Reflex DC 16 half). The save DC is Constitution-based.

Burn (Ex): An ember golem's slam attack deals 2d6 points of fire damage in addition to its bludgeoning damage. Those hit by the golem's slam attack must also make a DC 16 Reflex save or catch fire. A burning creature can take a move action to put out the flame. The save DC is Constitution-based.

Creatures hitting an ember golem with natural weapons or unarmed attacks take 2d6 points of fire damage and must succeed at a DC 16 Reflex save or catch on fire.

Immunity to Magic (Ex): An ember golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

A magical attack that deals cold damage slows an ember golem (as the *slow* spell) for 2d6 rounds, with no saving throw.

A magical attack that deals fire damage breaks any *slow* effect on the golem and heals 1 hit point for every 3 points of damage it would otherwise have dealt. If the amount of healing would cause the golem to exceed its full normal hit points, it gains any excess as temporary hit points. For example, an ember golem hit by a *fireball* gains back 8 hit points if the spell's damage total is 24 points. An ember golem gets no saving throw against fire effects.

An ember golem is affected by spells that extinguish fire (such as *quench*). Instantaneous spells of this nature cancel the golem's burn ability for 2d6 rounds, while those with a duration operate normally.

Construction

An ember golem's body is a blend of cinders and coals mounted around a frame of starsteel (see Appendix Three, **Player's Guide to Fighters and Barbarians**). Assembling the body requires a DC 18 Craft (armorsmithing) or a DC 18 Craft (sculpting) check.

CL 14th; Craft Construct (see MM, Chapter 6), *fire shield (warm)*, *geas/quest*, *limited wish*, *planar binding*, creator must be 14th level; Price 43,000 gp; Cost 22,800 gp + 1,600 XP.



Golem, Hive

	Wasp Nest	Beehive	Termite Mound
	Medium Construct	Large Construct	Large Construct
Hit Dice:	10d10+20 (75 hp)	12d10+30 (96 hp)	16d10+30 (118 hp)
Initiative:	+0	–1	–1
Speed:	30 ft. (6 squares)	20 ft. (4 squares)	20 ft. (4 squares)
AC:	19 (+9 natural), touch 10, flat-footed 19	22 (–1 size, –1 Dex, +14 natural), touch 8, flat-footed 22	28 (–1 size, –1 Dex, +20 natural), touch 8, flat-footed 28
Base Attack/Grapple:	+7/+13	+7/+20	+12/+26
Attack:	Slam +13 melee (2d8+6)	Slam +15 melee (2d10+7)	Slam +21 melee (2d10+10)
Full Attack:	2 slams +13 melee (2d8+6)	2 slams +15 melee (2d10+7)	2 slams +21 melee (2d10+10)
Space/Reach:	5 ft./5 ft.	10 ft./10 ft.	10 ft./10 ft.
Special Attacks:	Berserk, swarm	Berserk, swarm	Berserk, swarm
Special Qualities:	Construct traits, damage reduction 5/magic, darkvision 60 ft., immunity to magic, low-light vision, self-repair, vulnerability to fire, vulnerability to water	Absorb weapon, construct traits, damage reduction 5/magic and slashing, darkvision 60 ft., immunity to magic, low-light vision, self-repair, vulnerability to fire, vulnerability to water	Construct traits, damage reduction 5/magic, darkvision 60 ft., fire resistance 10, immunity to magic, low-light vision, self-repair, vulnerability to water
Saves:	Fort +3, Ref +3, Will +3	Fort +4, Ref +3, Will +4	Fort +5, Ref +4, Will +5
Abilities:	Str 23, Dex 11, Con —, Int —, Wis 11, Cha 1	Str 25, Dex 9, Con —, Int —, Wis 11, Cha 1	Str 31, Dex 9, Con —, Int —, Wis 11, Cha 1
Skills:	—	—	—
Feats:	—	—	—
Environment:	Any temperate or warm land	Any temperate or warm land	Any temperate or warm land
Organization:	Solitary	Solitary	Solitary
Challenge Rating:	10	11	12
Treasure:	None	None	None
Alignment:	Always neutral	Always neutral	Always neutral
Advancement Range:	11–25 HD (Medium); 26–30 HD (Large)	13–20 HD (Large); 21–36 HD (Huge)	17–28 HD (Large); 29–48 HD (Huge)
Level Adjustment:	—	—	—

Description

Hive golems are a nasty surprise for anyone who intrudes into gnoll territories in the jungles and plains of Termana. They are insect hives formed into large humanoid shapes and animated by an elemental spirit. Each one carries within it several insect swarms that defend the golem and repair damage to the hive. Gnoll druids create these golems to defend their sacred sites and villages and as engines of destruction when they make war on neighboring tribes. Hive golems can come in a number of varieties depending on the species of insect whose hive is used to create the golem. Those appearing here are the wasp nest, beehive, and termite mound golems.

Wasp nest golems are paper and mud constructs; they are smaller and quicker than other hive golems, typically weighing 400 pounds and standing as tall as a gnoll. The constant drone of wasps surrounds them, making them easy to notice at a distance.

Beehive golems are a composite of beeswax honeycombs and wood. They stand well over 9 feet tall and weigh over 700 pounds.

Termite mound golems are large constructs of hardened brown clay. They typically stand between 8 and 10 feet tall and weigh in excess of 900 pounds. Termite mound golems can launch a swarm of termites that

quickly chew through wooden structures. They are bulky figures without necks, faces, or fingers, having only a vaguely humanoid shape. The gnolls that inhabit the Centaur Plains are particularly noted for sending termite mound golems against their Ulante neighbors.

Combat

Unless directed otherwise by their creator, hive golems lumber into combat and use their slam attacks against any foes that come within reach. They will often head into the largest concentration of opponents, where their swarm of stinging insects can do the most damage.

Berserk (Ex): When a hive golem enters combat, there is a cumulative 3% chance that its elemental spirit breaks free and the golem goes berserk. The uncontrolled golem goes on a rampage, attacking the nearest living creature or smashing some object smaller than itself if no creature is within reach, then moving on to spread further destruction. Once a hive golem goes berserk, no known method can reestablish control.

Self-Repair (Ex): A hive golem's swarm can rebuild the golem's body structure, effectively healing any hit point damage at a rate equal to the golem's Hit Dice per hour.

Vulnerability to Water (Ex): Complete immersion in water drowns the golem's swarm and automatically

causes it to go berserk. The golem loses its swarm and self-repair abilities permanently, and also has its HD permanently reduced by half.

A hive golem never attempts to cross water deeper than one-quarter its own height. Ordinary rain does not hurt a hive golem.

Wasp Nest Golem

The tall humanoid shape appears to be made of grayish fiber or paper. A swarm of angrily-buzzing wasps drones around it in a dark cloud.

Swarm (Ex): Wasp nest golems are constantly surrounded by a fiendish wasp swarm (see "Swarm, Wasp" herein, and apply the fiendish template) that attacks the golem's enemies. The golem can expel another such swarm as a standard action every 1d4+1 rounds, up to a maximum number of times per day equal to half the golem's base attack bonus. All the wasp swarms that come from a wasp nest golem have the fiendish template and fast healing 3. A *summon swarm* spell cures 1d4 points of damage to the swarm per level of the caster.

Immunity to Magic (Ex): A wasp nest golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

A magical attack that deals fire damage stuns the wasp nest golem for 1d3 rounds, with no saving throw. Note that area fire attacks may destroy any wasp swarms in the area, as well.

Transmute mud to rock restores any of a wasp nest golem's HD that have been lost to immersion.

Construction

Construction of a wasp nest golem involves summoning enchanted swarms of the wasps and forcing them to build a large, roughly humanoid-shaped hive in which an elemental spirit is eventually entrapped. This requires one year's monitoring of the wasps and a DC 17 Profession (beekeeper) or a DC 17 wild empathy check.

CL 10th; Craft Construct (see MM, Chapter 6), *awaken, creeping doom, stone shape, summon swarm*, creator must be 10th level and able to cast druid spells; Price 31,000 gp; Cost 16,500 gp + 1,150 XP.

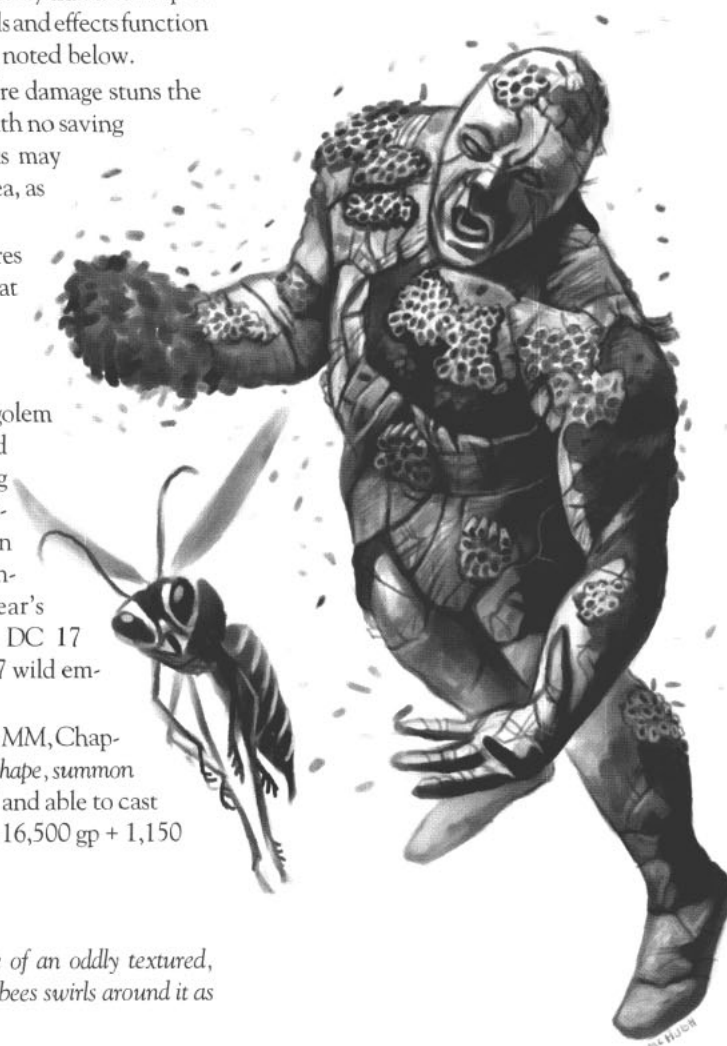
Beehive Golem

The figure appears to be made of an oddly textured, golden, waxy material. A swarm of bees swirls around it as it moves.

Swarm (Su): Beehive golems are constantly surrounded by a fiendish bee swarm (see "Swarm, Bee" herein, and apply the fiendish template) that attacks the golem's enemies. The golem can expel another such swarm as a standard action every 1d4+1 rounds, up to a maximum number of times per day equal to half the golem's base attack bonus. All the bee swarms that come from a beehive golem have the fiendish template and fast healing 3. A *summon swarm* spell cures 1d4 points of damage to the swarm per level of the caster.

Absorb Weapon (Ex): Any piercing weapon that successfully strikes a beehive golem is liable to get stuck in its waxy body. The wielder must make a DC 16 Reflex save to avoid having the weapon remain stuck in the golem. She may attempt to pull it out as a standard action on subsequent rounds with a DC 16 Strength check, but each attempt draws an attack of opportunity from the golem. The save DCs are Constitution-based.

Immunity to Magic (Ex): A beehive golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.



A magical attack that deals fire damage stuns the beehive golem for 1d4 rounds, with no saving throw. Note that area fire attacks may destroy any bee swarms in the area, as well.

A magical attack that deals cold damage slows the beehive golem (as the *slow* spell) for 2d6 rounds, with no saving throw. Note that area cold attacks may destroy any bee swarms in the area, as well.

Construction

Construction of a beehive golem is similar to that of a wasp nest golem.

CL 11th; Craft Construct (see MM, Chapter 6), *awaken*, *creeping doom*, *stone shape*, *summon swarm*, creator must be 11th level and able to cast druid spells; Price 35,000 gp; Cost 18,500 gp + 1,300 XP.

Termite Mound Golem

The creature looks like a statue crafted of brownish clay or ceramic, yet the surface seems to crawl with whitish veins — or perhaps tiny whitish creatures. It is tall and you can tell by its movement that it is very heavy.

Swarm (Su): Termite mound golems are constantly surrounded by a fiendish termite swarm (see “Swarm, Termite” herein, and apply the fiendish template) that attacks the golem’s enemies in perfect coordination with the golem. The golem can expel another such swarm as a standard action every 1d4+1

rounds, up to a maximum number of times per day equal to half the golem’s base attack bonus. The expelled swarm can appear in any space the golem threatens. All the termite swarms that come from a termite mound golem have the fiendish template and fast healing 3. A *summon swarm* spell cures 1d4 points of damage to the swarm per level of the caster.

Immunity to Magic (Ex): A termite mound golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

Earthquake directed at the golem deals 5d12 points of damage to it, with no saving throw.

Move earth knocks the termite mound golem back 120 feet and deals 3d12 points of damage to it, with no saving throw.

Transmute mud to rock slows the termite mound golem (as the *slow* spell) for 2d6 rounds, with no saving throw.

Construction

Construction of a termite mound golem is similar to that of other hive golems, but requires a DC 18 Knowledge (nature) or a DC 18 wild empathy check.

CL 12th; Craft Construct (see MM, Chapter 6), *awaken*, *creeping doom*, *stone shape*, *summon swarm*, creator must be 12th level and able to cast druid spells; Price 46,000 gp; Cost 24,300 gp + 1,700 XP.

Golem, Moon

Large Construct

Hit Dice:	16d10+30 (118 hp)
Initiative:	—1
Speed:	20 ft. (4 squares)
AC:	28 (—1 size, —1 Dex, +20 natural), touch 8, flat-footed 28
Base Attack/Grapple:	+12/+26
Attack:	Claw +21 melee (2d10+10)
Full Attack:	2 claws +21 melee (2d10+10)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Curse of lycanthropy, frightful howl
Special Qualities:	Alternate color, construct traits, damage reduction 10/adamantite, darkvision 60 ft., immunity to magic, low-light vision
Saves:	Fort +5, Ref +4, Will +5
Abilities:	Str 31, Dex 9, Con —, Int —, Wis 11, Cha 1
Skills:	—
Feats:	—
Environment:	Any land
Organization:	Solitary, pair, or gang (3–4)
Challenge Rating:	13
Treasure:	None
Alignment:	Always neutral
Advancement Range:	17–24 HD (Large); 25–48 HD (Huge)
Level Adjustment:	—

The figure resembles a tall, muscular humanoid crafted of silvery metal, but with savage claws and wolflike features.

Description

Moon golems — sometimes referred to as wolf-golems — are created from pieces of moon rock embedded into a frame of a silver-iron alloy. Only followers of Belsameth are known to possess the secret of their construction (and are said to receive the moon rock from the hand of Belsameth herself), but many others would pay well for such knowledge, just as the cult of Belsameth would go to great lengths to protect it.

Moon golems resemble large stone and metal humanoids some 12 feet tall, with lupine features, sharp claws, and wicked fangs (although they never bite in combat). Their coloration can change from shining silver to dull black, representing the light and dark phases of Belsameth’s Moon. This variation is more than merely cosmetic, however, and actually affects the golems’ capabilities.

Moon golems are used as guards at Belsameth’s holy places, and can be encountered anywhere that her cult is found. The Cult of Ancients makes extensive use of these constructs in its rituals and as guardians of its hidden strongholds. Rumor has it that other types of

moon golems have been created in the form of other evil lycanthropes, and that they inflict a curse of lycanthropy that accords with their form.

Combat

Fighting alongside other servants of the Dark Mistress, moon golems make potent temple guardians. They move into melee as quickly as possible, using their howls to frighten the unwary and to alert any nearby cultists to intrusion. They normally begin combat in their shining silver form, transforming to their dull black coloration after they have sustained 50% or more damage.

Curse of Lycanthropy (Su): Any humanoid or giant hit by a moon golem's claw attack must succeed at a DC 18 Fortitude save or contract werewolf lycanthropy. If a creature's Fortitude save is successful, he does not have to save again against that moon golem's curse of lycanthropy for another 24 hours. The save DC is Constitution-based.

Frightful Howl (Su): Every other round, as a free action, a moon golem can produce a baleful howl. All living creatures within a 90-foot spread must succeed at a DC 18 Will save or be shaken for 2d6 rounds thereafter. This is a sonic, mind-affecting fear effect. Whether or not the save is successful, an affected creature is immune to the same moon golem's howl for 24 hours thereafter. The save DC is Constitution-based.

Any worshipper of Belsameth that has spell-like abilities or clerical spellcasting ability is immune to a moon golem's frightful howl.

Alternate Color (Su): A moon golem may change from its silver to a black coloration or back as a free action, gaining a special ability based on its current color. The effects of these colors are as follows:

Silver: Reflective Shield—The shining silver form of the moon golem allows it to reflect back onto an attacker the damage from the first successful weapon attack (whether melee or ranged, natural or unarmed) that strikes it each round. The full damage is reflected, without first being reduced by the golem's damage reduction (if applicable). The golem takes no damage from the attack. Second and subsequent attacks during the same round affect it normally. Moon golems are usually found in their silver coloration when first encountered.

Black: Absorptive Shield—The dull black form of the moon golem allows it to absorb and heal the damage from the first successful weapon attack (whether melee or ranged, natural or unarmed) that strikes it each round. The full damage dealt by the attack is instead added to the golem's hit point total, without first being reduced by the golem's damage reduction (if applicable). The golem cannot heal up to more than its normal hit point total in this way; any excess damage is ignored. Second and

subsequent attacks during the same round affect it normally.

Immunity to Magic (Ex): A moon golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

*Tanil's purging** slows the moon golem (as the *slow* spell) for 2d4 rounds, with no saving throw.

Polymorph any object stuns the moon golem for 1d6 rounds, with no saving throw.

Stone to flesh nullifies the moon golem's alternate color ability (and thus its absorptive or reflective shield powers) for 1 full round.

Construction

The construction of moon golems is a carefully guarded secret among the clergy of Belsameth. Crafting the golem's body requires a DC 19 Craft (armorsmithing) or a DC 19 Craft (weaponsmithing) check.

CL 14th; Craft Construct (see MM, Chapter 6), *Belsameth's blessing**, *darksoul***, *ham*, *heal*, creator must be 14th level; Price 75,000 gp; Cost 40,000 gp + 2,800 XP.



Golem, Penumbral

Medium Construct (Incorporeal)

Hit Dice:	10d10+20 (75 hp)
Initiative:	+10
Speed:	50 ft. (10 squares)
AC:	16 (+6 Dex), touch 16, flat-footed 10
Base Attack/Grapple:	+7/-
Attack:	Incorporeal touch +13 melee (1d8 Strength)
Full Attack:	2 incorporeal touches +13 melee (1d8 Strength)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Berserk, shadow mastery, strength damage
Special Qualities:	Alternate form, construct traits, immunity to magic, incorporeal, see in darkness
Saves:	Fort +3, Ref +11, Will +3
Abilities:	Str —, Dex 23, Con —, Int 7, Wis 11, Cha 10
Skills:	Hide +12*, Spot +7
Feats:	Combat Reflexes, Dodge, Improved Initiative, Lightning Reflexes
Environment:	Any
Organization:	Solitary or pair
Challenge Rating:	9
Treasure:	None
Alignment:	Always neutral evil
Advancement Range:	11–23 HD (Medium); 24–30 HD (Large)
Level Adjustment:	—

This unnatural creature seems to be made from the stuff of shadows itself, a murky humanoid torso fading into a swirling mass of darkness.

Description

Created by the Penumbral Lords, the penumbral golem appears as a humanoid mass of shadow-stuff; many resemble women or children due to the golem's creation ritual. From the waist down, the golem consists of mere tendrils of darkness. A penumbral golem's form is malleable, allowing it to appear as a cloak, staff, curtain, or any simple shape, often providing a penumbral lord with many hidden servants and allies. The golem is cunning and makes an effective and loyal assassin.

Combat

Penumbral golems use speed, intelligence, and shadow mastery when facing a foe. They attack from ambush, and rarely engaging in a straight fight.

Berserk (Ex): When a penumbral golem enters combat, there is a cumulative 5% chance that its elemental spirit breaks free and the golem goes berserk. The uncontrolled golem goes on a rampage, attacking the nearest living creature until one or the other is slain, then moving on to the next. The golem's creator, if within 60 feet, can try to regain control by speaking firmly and persuasively to the golem, which requires a DC 19 Charisma check. This can be attempted repeatedly, taking 1

minute per check. It takes 1 minute of inactivity by the golem to reset its berserk chance to 0%.

Shadow Mastery (Su): Once per round as a free action, a penumbral golem may extend its limbs to reach into or through nearby shadows. The golem can thus attack foes in any location within 30 feet, as long as shadows are present within 5 feet of the target. It can use even its target's own shadow in this way. Alternately, the golem can extend its senses into any shadowy area within 120 feet, perceiving as if it were actually in the remote location. Withdrawing its limbs or senses is a free action.

Strength Damage (Su): The touch of a penumbral golem deals 1d8 points of Strength damage to a living foe. A creature reduced to Strength 0 in this way dies. This is a negative energy effect.

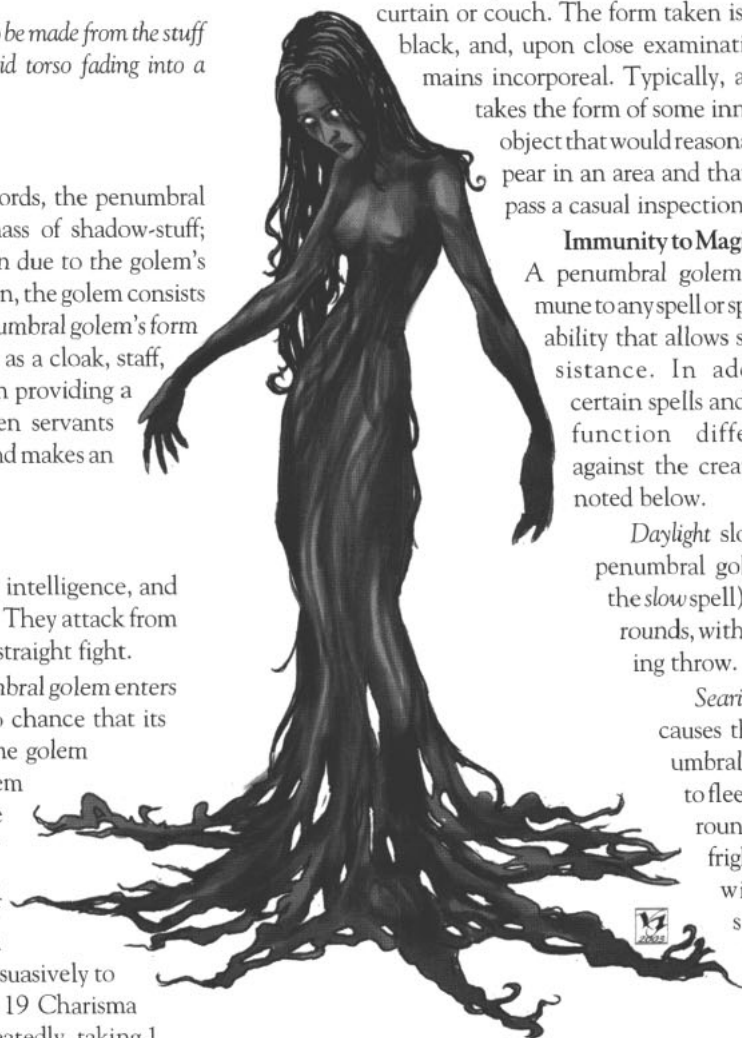
Alternate Form (Ex): A penumbral golem can assume an alternate form at will as a standard action. This ability functions as a *polymorph* spell cast on itself (caster level 8th), except that the golem does not regain hit points for changing form, and it can assume only the forms of simple inanimate objects ranging in size from that of a small pouch up to, for instance, a large curtain or couch. The form taken is always black, and, upon close examination, remains incorporeal. Typically, a golem takes the form of some innocuous object that would reasonably appear in an area and that might pass a casual inspection.

Immunity to Magic (Ex):

A penumbral golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

Daylight slows the penumbral golem (as the *slow* spell) for 1d4 rounds, with no saving throw.

Searing light causes the penumbral golem to flee for 1d4 rounds, as if frightened, with no saving throw.



Sunbeam or *sunburst* stuns the penumbral golem for 2d6 rounds, with no saving throw.

A magical effect that produces darkness breaks any slow or stun effect on the golem and heals 1d8 hit points for every level of the effect. If the amount of healing would cause the golem to exceed its full normal hit points, it gains any excess as temporary hit points. For example, a penumbral golem hit by a *deeper darkness* gains back 3d8 hit points (since it is a 3rd-level spell).

See in Darkness (Ex): Penumbral golems can see perfectly in darkness of any kind, even that produced by a *deeper darkness* spell.

Skills: *Penumbral golems have a +10 racial bonus on Hide checks when in shadowy or darkened areas. When assuming an inconspicuous form, the golem gains a circumstance bonus ranging from +1 to +20, at the GM's discretion, on Hide checks.

Construction

Penumbral golems are made by binding an elemental spirit not into a material body, but into a form of pure shadowstuff. This grants several benefits, including incorporeality and intelligence, but also renders the golem even more unstable (i.e., more likely to become uncontrolled) than most other types of golems. Crafting the golem's "body" is not a matter of skill, but of magic; the body is made from a shadow stolen from someone to whom a penumbral lord has a strong emotional attachment — any emotion is appropriate — love, hate, fear, envy, and so on.

CL 13th; Craft Construct (see MM, Chapter 6), *binding*, *chill touch*, *imbue shadow**, *polymorph*, *shadow twin**, creator must be 13th level and must be able to cast penumbral lord* spells; Price 55,000 gp; Cost 29,150 gp + 2,040 XP.

Golem, Sand

Large Construct

Hit Dice:	8d10+30 (74 hp)
Initiative:	+4
Speed:	30 ft. (6 squares)
AC:	21 (−1 size, +3 Dex, +8 natural), touch 12, flat-footed 17
Base Attack/Grapple:	+6/+13
Attack:	Slam +8 melee (2d6+3)
Full Attack:	2 slams +8 melee (2d6+3)
Space/Reach:	10 ft./10 ft.
Special Attacks:	—
Special Qualities:	Construct traits, damage reduction 5/adamantine and bludgeoning, darkvision 60 ft., flowing sands, immunity to magic, low-light vision
Saves:	Fort +2, Ref +5, Will +2
Abilities:	Str 17, Dex 17, Con —, Int —, Wis 11, Cha 1
Skills:	—
Feats:	—
Environment:	Any land or underground
Organization:	Solitary, pair, or gang (3–4)
Challenge Rating:	7
Treasure:	None
Alignment:	Always neutral
Advancement Range:	9–22 HD (Large); 23–24 HD (Huge)
Level Adjustment:	—

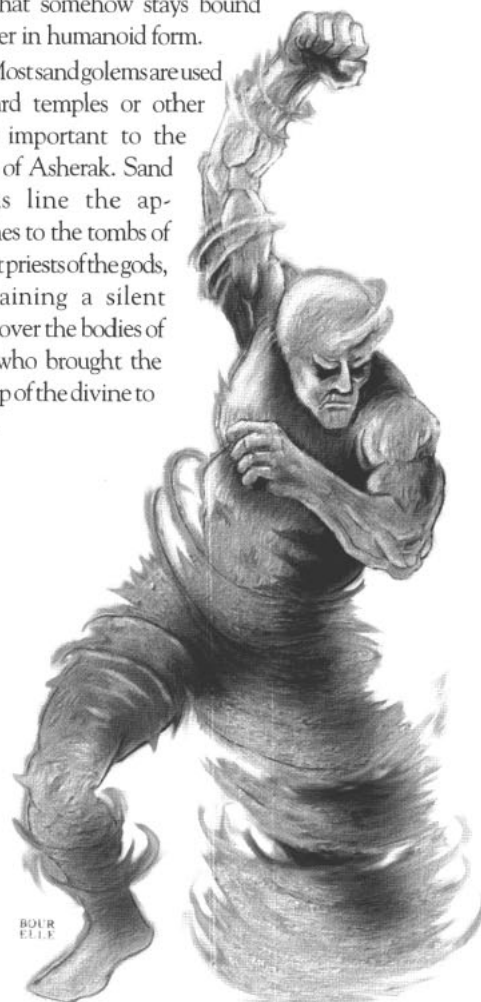
The weathered statue suddenly moves, morphing into a mass of shifting sand that almost flows out of its manlike shape before shifting back again — this time much nearer. In this manner, it slithers swiftly toward you.

Description

In the desert wastelands of Asherak, great sandstone statues maintain an eternal vigil over the temples of the gods. Some are simple sculptures, while others are actually constructs charged with the defense of these ancient temples against intruders. When quiescent, a sand golem appears as

a statue, its body covered in simple geometric designs and the symbols of the deity in whose name it was created. When animate, sand golems appear to be made of rapidly flowing sand that somehow stays bound together in humanoid form.

Most sand golems are used to guard temples or other places important to the priests of Asherak. Sand golems line the approaches to the tombs of the first priests of the gods, maintaining a silent watch over the bodies of those who brought the worship of the divine to Scarn.



Combat

A sand golem usually takes no action if creatures do not try to damage it or its temple in any way, acting only to defend against defilers or vandals. However, its interpretation of “defilement” or “vandalism” may be loose; sand golems have been known to attack people just for entering their tombs. Simply examining the outside of the structure is generally safe.

When engaged in combat, a sand golem pursues and attacks one opponent until it is dead or incapacitated, and then shifts to the nearest active target.

Flowing Sands (Ex): A sand golem may move at half speed through any area or space as if it were a Fine creature. Thus, it may pass through cracks under doors or even through keyholes, for instance. It cannot attack while passing through confined spaces in this way.

Immunity to Magic (Ex): A sand golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

A magical effect that deals electricity damage slows the sand golem (as the *slow* spell) and prevents it from using its flowing sands ability for 3d4 rounds, with no saving throw.

A *move earth* spell directed at a sand golem affects it as if it had been struck by a *disintegrate* ray: The golem must make a Fortitude save or take 2d6 points of damage per level of the caster (max 40d6); if it saves, it takes only 5d6 points of damage.

Construction

To make a sand golem, one must create an elaborate painting on a hardened tract of sand, decorated with symbols significant to his deity. This area must be at least 15 feet across and the paints used must be mixed with the dust of the correct precious stones. When the ritual is complete, the sand golem rises up from the sand painting into three dimensions. Properly preparing the area of sand requires a DC 12 Knowledge (religion) check and a DC 16 Craft (painting) check.

CL 10th; Craft Construct (see MM, Chapter 6), *animate objects, body of sand***, *geas/quest, stone shape*, creator must be 10th level; Price 55,000 gp; Cost 28,000 gp + 2,200 XP.

Golem, Spontaneous — Gallows Golem

Large Construct

Hit Dice:	13d10+30 (101 hp)
Initiative:	+0
Speed:	20 ft. (4 squares)
AC:	23 (–1 size, +14 natural), touch 9, flat-footed 23
Base Attack/Grapple:	+9/+21
Attack:	Slam +16 melee (2d10+8) or noose +16 melee touch (strangle)
Full Attack:	2 slams +16 melee (2d10+8) and noose +11 melee touch (strangle)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Absorb life, jagged blows, improved grab, strangle
Special Qualities:	Construct traits, damage reduction 10/adamantine and slashing, darkvision 60 ft., dimensional anchor, discern location, immunity to magic, low-light vision, sense hatred, shadow walk
Saves:	Fort +4, Ref +4, Will +6
Abilities:	Str 26, Dex 10, Con —, Int 4, Wis 14, Cha 10
Skills:	Disguise +0*, Hide +0*, Listen +10, Spot +10
Feats:	Alertness, Awesome Blow, Improved Bull Rush, Improved Overrun, Power Attack
Environment:	Any land
Organization:	Solitary (unique)
Challenge Rating:	11
Treasure:	None
Alignment:	Always neutral
Advancement:	14+ HD (Large)
Level Adjustment:	—

The creature is twice the height of a man and only vaguely human in shape, shambling along on all fours. It is made up of splintered, weathered wood, rusty bits of metal, and what appear to be lengths of rope.

Description

The gallows golem (also called, by those few who know of it, the Wooden Hangman) exists only to kill. It does not, however, seek to slay just anyone. It senses hatred — not the mere hatred put forth by one person, however spiteful, but the overwhelming hate that forms only when a great many people are seeking a scapegoat for some horror or outrage they cannot comprehend, for example. The golem is drawn to the nearest occurrence of such hatred, regardless of how far away it may be. Yet its prey is not those generating the emotion, but the *target* of the hatred: In its animus, what passes for its soul, the golem has become an instrument of pure, brutal mob justice. It has no regard for guilt or innocence, nor for truth; the hated one, whether or not the mob's hatred is deserved, is marked for a grisly end in the golem's noose.

Once the golem selects a victim, it can track that individual no matter where he may go, so long as he remains on the same plane. Powerful magic designed to hide the victim from scrying can throw the golem off the scent for a time, but it always detects the victim the instant the ward expires.

The gallows golem is humanoid only in the roughest sense. Constructed of wooden planks, rusted nails, and old

rope, it appears almost like some great marionette. It stands roughly 12 feet high and weighs well over 500 pounds. Its arms are far longer than its legs, nearly reaching the ground even when it stands upright, and it often moves on all fours when traveling great distances. Its most hideous feature, though, is what passes as its head. A thick wooden beam the length of a man's arm juts forth from atop the golem. At the end of that bar hangs an old, frayed noose, which swings like a pendulum when it turns its "neck" side to side. It almost appears as though the golem is looking about through the eyes of the last person to die in that noose, though the rope is empty.

Although most of its movements are abrupt and somewhat rough, the gallows golem walks with a smooth gait, and is capable of running tirelessly when seeking its next victim. It smells of old, musty wood, tainted faintly with the coppery tang of spilled blood.

History

Many decades ago, in a small town called Covitton, near the southern border of Thorvalos, a little girl disappeared from her mother's garden. The local constable found a trail — the shallow impression of something being dragged through the dirt — leading away from the neat rows of vegetables, through a hole that had apparently been kicked into the woman's fence, and out into the deep woods about Covitton. Unfortunately, in the fading light of the setting sun, the constable lost the trail in the deep woods. Even the town's best hunters and trackers could find no trace of the little girl or her assailant.

Days and nights passed, and each and every able-bodied man and woman turned out to comb the woods for the child. Her father marched stoically at the head of the largest search parties, and her mother organized and exhorted the town, through her tears, to great efforts. Still there was no sign.

A week after she'd disappeared, when Covitton had just begun to suffer for its citizens' lack of work, one of the child's slippers was found — half-buried in the yard of Sorjen Reague.

Sorjen had never been well liked by the people of Covitton. He was a rude, short-tempered man, owner of one of Covitton's only large shops. He controlled many of the goods that were brought in from the outside world by the all-too-infrequent merchant caravans, and he charged far more than the townsfolk felt appropriate.

It took mere moments for the girl's slipper to transform an ambient dislike into raging hatred. Less than an hour after the shoe turned up, Sorjen was dragged from his home by a mob of enraged villagers, determined that justice would be done. On the other side of Covitton stood a gallows: Old, half-rotted, covered in vines and mold, it hadn't been used in decades. But it would be used now.

The constable himself held Sorjen still while the girl's distraught father looped a brand new coil of hemp rope, taken from Sorjen's own shop, over the old man's head. Sorjen's screams of innocence and pleas for mercy didn't stop until his feet danced at the end of the rope.

Slowly, Covitton returned to some semblance of normalcy. More days drifted by, and if ever anyone felt angry or frustrated that they'd never found the child, he need merely pass by the gallows — and the shallow grave beside it — to know that justice, at least, had been done.

It was months later, and the horror had been all but forgotten, when a second child, this time a young boy, out wandering near the woods by himself, also disappeared. This time, the constable and the town's hunters got to the trail before dusk. And this time, they were able to follow it...

All the way to the den of a wolf, aged and abandoned by its pack. There they found the bloodied body of the boy. And there, further back in the den, they found the corpse of another child, clad in a faded pink dress and wearing a single slipper.

The awful realization dawned on them. Sorjen Reague had had nothing to do with the girl's disappearance. He'd simply been unpopular — and the victim of a cruel coincidence — and the town had hanged him for it. The people swore such a thing would never happen again.

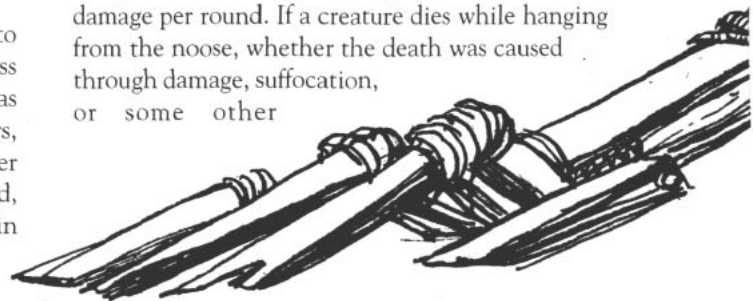
All through the remainder of the day, the sound of hammer and saw echoed across Covitton as everyone who could hold a tool set out to destroy the symbol and the means of the brutal murder they'd committed. By nightfall, the gallows was nothing but a pile of random wooden beams and rusted nails, with a hemp noose lying limp atop it.

By dawn, when the first of the townsfolk arose, the entire pile was gone.

Combat

Unless it is attempting to kill the specific victim to whom it's been drawn, the gallows golem fights only to defend itself, or to destroy anyone who attempts to keep it from its chosen victim. It uses its noose attack only against its intended victim.

Absorb Life (Ex): A victim being strangled by the golem's noose takes 1d4 points of Constitution damage per round. If a creature dies while hanging from the noose, whether the death was caused through damage, suffocation, or some other



means, the golem is instantly healed of a number of hit points equal to the victim's normal hit point total. If the amount of healing would cause the golem to exceed its full normal hit points, it gains any excess as temporary hit points.

Improved Grab (Ex): To use this ability, the gallows golem must hit with its noose attack. If it establishes a hold, it can then pull the victim into its own space and begin to strangle.

Jagged Blows (Ex): Due to the terrible spikes and protrusions found throughout the gallows golem's form, its slam attacks deal bludgeoning, piercing, and slashing damage.

Strangle (Ex): Once the golem has its noose wrapped about its victim's neck, little aside from the death of the victim or the destruction of the golem can free him or her. Victims may attempt to escape the noose with an Escape Artist or Strength check opposed to the golem's Strength check. However, the golem gets a +4 bonus on

this check for every size it is larger than its victim, as with a grapple check; further, because the victim has no leverage, his check suffers a -4 penalty on the first attempt, and an additional cumulative penalty of -1 for each subsequent attempt. The strangling victim may also attempt to cut the noose with a light slashing weapon, but receives a -4 circumstance penalty on attack rolls due to its suboptimal position.

The noose can be cut; attacking it is treated as a sunder attempt, and any damage dealt must still overcome the golem's damage reduction. Further, the attacker suffers a -4 penalty to the sunder check if he is not at least Large or else using a reach weapon. Treat the rope as having a hardness of 5 and 15 hit points. Damage dealt to the rope is not deducted from the golem's total hit points. If cut, the rope reforms in 2d4 rounds.

A strangling victim is subject to the golem's absorb life ability. He or she cannot speak or cast spells with verbal components. Furthermore, the character trapped in the noose is in danger of suffocation (see Chapter 8, DMG).

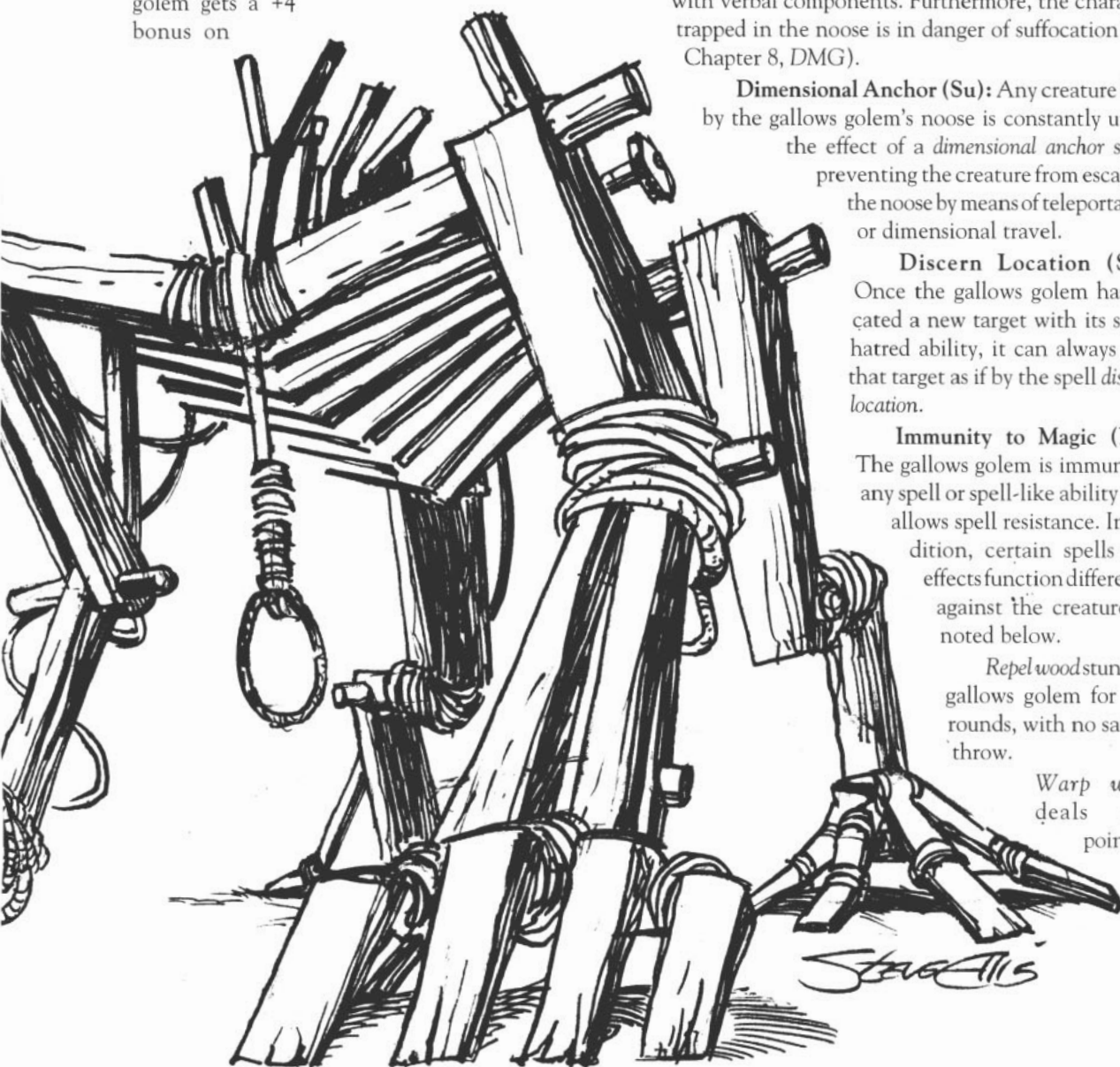
Dimensional Anchor (Su): Any creature held by the gallows golem's noose is constantly under the effect of a *dimensional anchor* spell, preventing the creature from escaping the noose by means of teleportation or dimensional travel.

Discern Location (Su): Once the gallows golem has located a new target with its sense hatred ability, it can always find that target as if by the spell *discern location*.

Immunity to Magic (Ex): The gallows golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

Repel wood stuns the gallows golem for 1d6 rounds, with no saving throw.

Warp wood deals 5d6 points of



damage to the gallows golem, with no saving throw.

A magical effect that deals fire damage slows the gallows golem (as the *slow* spell) and prevents it from using its shadow walk ability for 2d6 rounds, with no saving throw.

Sense Hatred (Su): The gallows golem is attracted to strong emanations of mass hatred, and chooses as its victim the creature upon whom that hatred is focused. (However, it never chooses a victim with twice as many or more HD than itself.) This ability operates at any distance, as long as the collective source and the target of the hatred are both on the same plane as the golem. If a large number of people believe an individual to be guilty of some heinous crime, it doesn't matter if he truly is guilty: The golem

is attracted to the people's hatred and assumption of guilt, and will track down the victim of their anger and fear and attempt to hang him or her.

Shadow Walk (Su): Once per night, the gallows golem may travel as if by means of the spell *shadow walk*. This ability cannot be used during daylight hours.

Skills: *The gallows golem has a +20 racial bonus on Disguise checks when posing as a normal gallows (although anyone familiar with the golem will of course consider all gallows to be suspect). When standing still among tall trees or an area with many upright wooden posts (such as under a dock), the golem has a +10 racial bonus on Hide checks.

Golem, Spontaneous — Hide Golem

Medium Construct

Hit Dice:	9d10+20 (69 hp)
Initiative:	+9
Speed:	40 ft. (8 squares), climb 20 ft.
AC:	20 (+5 Dex, +5 natural), touch 15, flat-footed 15
Base Attack/Grapple:	+6/+8
Attack:	Bite +11 melee (2d4+2)
Full Attack:	3 bites +11 melee (2d4+2)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Attach, blood drain, rage, rend 4d4+4, trip
Special Qualities:	Construct traits, damage reduction 5/adamantine and slashing, darkvision 60 ft., immunity to magic, low-light vision, scent
Saves:	Fort +3, Ref +8, Will +5
Abilities:	Str 14, Dex 20, Con —, Int 2, Wis 14, Cha 10
Skills:	Climb +13, Disguise +0*, Hide +5*, Jump +11, Listen +10, Spot +10
Feats:	Alertness, Improved Initiative, Skill Focus (Jump), Weapon Finesse
Environment:	Any land
Organization:	Solitary (unique)
Challenge Rating:	8
Treasure:	None
Alignment:	Always neutral
Advancement:	9+ HD (Medium)
Level Adjustment:	—

A mass of random hides, pelts, and animal skins, the thing shifts forward, moving along the ground like a great animated carpet. Underneath are a number of small, constantly moving legs.

Description

The hide golem is a truly bizarre creature. It appears, when motionless, like a haphazard pile

of hides tossed atop and beside one another. Because the edges of the pelts and skins overlap, it is impossible to see how they might be held together; nevertheless, when it moves, the golem is obviously a single creature. The golem is some 6 feet long, perhaps a foot narrower from side to side, and ranges from a few inches to almost a foot thick. Because of the thickness of some of the hides, it weighs close to 100 pounds.

The hide golem possesses numerous vestigial "legs," but it actually propels itself through contracting and expanding various parts of its body (not unlike a caterpillar), so it appears to cross the earth almost like a wave. This form of locomotion is surprisingly efficient, granting the creature its great speed. The golem possesses the heads of some of the animals that contributed to its creation.

The entire golem smells of tanning solutions and barely suppressed rot.

History

Karathak Hillforge was something of a curiosity in East Ontenazu, and not only because he preferred to dwell there rather than with his own kind. The humans of Ontenazu thought of dwarves as stoneworkers, miners, and metalsmiths — the very notion of a dwarven tanner and leatherworker seemed a bit odd. Nevertheless, Karathak was one of the best leatherworkers in the entire city, and citizens who wanted only the finest furs and leather goods didn't let their surprise at his race stop them from frequenting his shop.

Had his neighbors and customers truly understood the creature that Karathak was, they might have thought twice about purchasing his wares. The dwarf did not dwell among humans out of choice; rather, he had been banished from

Burok Torn for his cruelty and his sadistic humor. He was the sort to draw pleasure from his neighbors' misfortunes and from the suffering of others.

The dwarf often trapped his own animals for pelts and hides; he always used the cruelest traps, designed to maim and cripple rather than kill. Karathak had a special interest in young animals, for their hides were so much softer and more supple. He laughed at the pained whines and tormented cries of his victims. He developed new and progressively more twisted games to amuse himself, keeping animals alive as long as he was able while skinning them before their thrashings threatened to ruin the hide he was removing.

The demented dwarf even stole pets from his neighbors when he could get away with it, working their skins into garments for travelers passing through East Ontenazu. He took a perverse pleasure in helping the distraught families scour the neighborhood for their beloved companions, chortling behind his beard at their frantic calls.

The agony Karathak created soaked into the very walls of his shop. With every animal that shrieked its torment, with every life slowly and excruciatingly stripped away, the pain and the hatred in the very air around him grew stronger. It needed only a catalyst, one final spark to push it over the edge into reality.

That catalyst came in the form of a young wolf, one that Karathak trapped himself some miles from the city. It was a strong creature, full of fight, and the dwarf looked forward to

the pleasure he could take in its slow death and the fashioning of a beautiful cloak from its fine pelt. Indeed, he did torture and slay the animal, and its howling was music to his ears.

Karathak hadn't known — not that it would have stopped him if he had — that the wolf had for a time been the animal companion of a Jordeh druid from the Ganjus Forest. The magic of that bond had all but faded over the years, yet the little remaining spark of magic, tiny as it may have been, gave the emotional resonance in the dwarf's workroom its final push over the threshold from the impalpable to the real.

When the bloody mess that had been Karathak was discovered by a curious customer the next day, the city guard assumed that he'd been slain by a band of bloodthirsty robbers who had made off with his finest hides and furs. It didn't remotely occur to them that the missing hides themselves might have taken their final revenge on the black-hearted dwarf.

The hide golem is now like a wounded predator; it avoids crowds or creatures that appear too strong for it, but it attacks any living thing it can with a savage fury. It exists only



to kill, and it does so indiscriminately. Men, women, children, animals — all are potential victims of the hide golem's need to kill.

Combat

Like a wounded animal, the hide golem will attack any living being that draws near, tearing at limbs and throat. It possesses strong animal instincts, and will flee if badly wounded.

The hide golem actually has 9 heads with fully functional jaws on it, but only three can bite in a single round. However, the golem can use its attach ability with up to 3 heads on a Small creature, 6 heads on a Medium creature, and all 9 heads on a Large or larger foe. A severed head regrows after 24 hours.

Attach (Ex): If the hide golem hits with a bite attack, it may latch onto the opponent's body with that set of jaws. When attached by at least one set of jaws, the golem loses its Dex bonus to AC and thus has an AC of 15. The attached golem can be struck with a weapon or grappled. To remove each attached mouth, an opponent must achieve a pin against the golem.

The hide golem may bite normally as long as it has at least one mouth not attached to any foe. It may trip and attach with the same bite, but cannot both attach and rend.

Blood Drain (Ex): The hide golem drains blood for 1d4 points of Constitution damage each round it remains attached, for each mouth attached. The drained blood simply soaks the ground around the golem, as there is no throat or digestive system to hold it.

Rage (Ex): If the hide golem takes damage in combat, it flies into a berserk rage at the beginning of its next turn, biting madly until either it or its opponent(s) are dead. It gains +4 Strength, +4 Constitution, and -2 AC while raging. The golem cannot end its rage voluntarily.

The hide golem never uses its attach ability while raging, although it may maintain any attach/blood drain attacks already in place when the rage begins.

Rend (Ex): If the hide golem hits with two bites in the same round, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 4d4+4 points of damage.

The hide golem cannot rend and use its attach ability with the same mouths during any round, although it may both rend and trip with the same bite attack(s).

Trip (Ex): If the hide golem hits with a bite attack, it can attempt to trip its opponent (+8 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the golem.

The hide golem may make a trip attempt at the same time that it attaches or rends. Since it has multiple bites with a full attack action, the golem may attempt to trip more than once per round.

Immunity to Magic (Ex): The hide golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

Calm animals dazes the hide golem for 1d6 rounds, with no saving throw.

Hide from animals is effective against the hide golem, but only for 1 round/level, as opposed to the spell's standard duration. (The spell may still operate normally against other animals for its full duration, but it ceases to affect the golem after 1 round/level of the caster.)

A magical effect that deals cold damage slows the hide golem (as the *slow* spell) for 2 rounds, with no saving throw.

Skills: The hide golem has a +6 racial bonus on Jump checks and a +8 racial bonus on Climb checks. It can always choose to take 10 on Climb checks, even if rushed or threatened.

*The hide golem has a +20 racial bonus on Disguise checks when posing as a normal pile of furs (although anyone familiar with the golem will of course consider all gallows to be suspect). When lying still among refuse or piles of clothing or animal remains, the golem has a +10 racial bonus on Hide checks.

Golem, Spontaneous — Hoard Golem

Huge Construct	
Hit Dice:	15d10+40 (122 hp)
Initiative:	—1
Speed:	20 ft. (4 squares)
AC:	25 (—2 size, —1 Dex, +18 natural), touch 7, flat-footed 25
Base Attack/Grapple:	+11/+29
Attack:	Slam+19 melee (4d8+15/19–20) or rake+19 melee (4d8+15)
Full Attack:	Slam+19 melee (4d8+15/19–20) or rake+19 melee (4d8+15)
Space/Reach:	15 ft./10 ft.
Special Attacks:	—
Special Qualities:	Absorb cache, blindsense 60 ft., construct traits, damage reduction 10/adamantine and bludgeoning, immunity to magic, sense treasure
Saves:	Fort +5, Ref +4, Will +5
Abilities:	Str 30, Dex 8, Con —, Int 6, Wis 10, Cha 10
Skills:	Disguise +0*, Hide +0*, Move Silently +6
Feats:	Blind-Fight, Cleave, Great Cleave, Improved Critical (slam), Power Attack, Stealthy
Environment:	Any land
Organization:	Solitary (unique)
Challenge Rating:	12
Treasure:	Triple standard (no fragile goods or items)
Alignment:	Always neutral
Advancement:	16+ HD (Huge)
Level Adjustment:	—

Half again as tall as a human, the thing looks like a great, vaguely manlike form made entirely of pieces of gold and silver, gems and jewelry, and other precious items, all held together by some invisible force. It has a vaguely discernable head, crowned with a gem-studded circlet.

Description

The hoard golem stands only about 9 feet tall but has a remarkable girth and weighs nearly 10,000 pounds. Its body is remotely humanoid in form, and is constructed mostly of coins and precious metals that have joined together through magical means to hold their form.

History

In ancient days, long before the Titanswar, the wurm Ulakorthscha was known even among other red dragons as an exceptionally selfish and avaricious creature. Her greed knew no bounds; if a single piece of gold, glittering gem, or enchanted item was to be found in her vast hunting territory, it must be hers. She attacked and destroyed merchant caravans purely in the hopes that they carried something worthwhile, razed entire villages and slew all within for mere handfuls of silver coins. But always she was cunning enough to keep her lair hidden. Over the course of decades and even centuries her

treasure hoard grew, until it spilled out to cover the entire floor of the largest cavern in her mountain lair. Gleaming gold, precious gems, and magic arms and armor of all kinds lay strewn about like the toys of a child. Ulakorthscha did nothing with her hoard, for she was content simply to have — but she always wanted more.

The legend of this treasure spread throughout the lands, passing even across the seas to Ghelspad. Dozens of brave and foolhardy souls, both native warriors and even knights of Corean from Ghelspad, came to the mountainous region where this wurm was said to nest. All lost their lives to the harsh slopes, the intricate and deadly traps Ulakorthscha had set for them, or to the vicious claws and fiery breath of the wurm herself. The dragon collected the bodies of those she'd slain and displayed them throughout her lands, a warning to those who might come after... and still her hoard grew.

It was perhaps five decades before the start of the Titanswar that Ulakorthscha finally met her end at the hands of the great Sir Einhardt of Corean, along with his longtime companion Elstasia the sorceress and a veritable army of men-at-arms. They harried the dragon as she hunted, they struck from concealment as she traveled about her territory, until finally — after much toil and travail in tracking the wounded wurm, scaling the heights of Mount Ternagon in the Thunderspike Mountains, and then bypassing her guards and traps — they confronted her in her lair. She slew many, but the numbers and skills of her attackers were too much even for the great dragon. She spilled her heart's-blood over the enormous hoard she'd spent her life collecting.

Most of the soldiers were dead, and Sir Einhardt and Elstasia were both sorely wounded. The treasure hoard was larger than any they had ever heard tell of, and there was no way to transport even a fraction of it back to civilization with the reduced work force they now had with them. The knight and the sorceress elected to stay behind with just a few guards while the soldiers went to hire wagons and teamsters.

Perhaps it was simply the lure of the treasure. Or had the spilled blood of the dragon carried within it some dreadful curse? For whatever reason, Einhardt — a righteous and noble man, a stalwart paladin — was overcome. Before a single day passed, he drew his mighty sword and struck down Elstasia from behind, that he need not share his prize.

Einhardt's greed did not go unpunished, for several of the officers, equally overcome with avarice, snuck back into the cave and cut down the weary knight even as he had slain the sorceress. And still the treasure was not claimed. Man fought against man, each warrior convinced that his companions intended to slay him in turn, until not a living soul remained to draw breath.

And when the last breath was drawn, the great gouts of blood that mixed and mingled within the hoard

— both that of the dragon and that of her slayers — suddenly dried, as though absorbed by the treasure itself. When the remaining soldiers returned with their porters and their wagons, they found naught but a cave strewn with the bodies of the dead, and no sign of the treasure. They left disheartened, certain that some other force had stumbled upon the cavern and claimed the treasure as its own.

But the hoard of Ulakorthscha had not been claimed, nor would it ever be. The hoard now had ideas of its own.

Driven by the greed of the dragon Ulakorthscha and the many men and women who died over it, the hoard golem seeks treasure and valuables to absorb into its own body. It is drawn to wealth like a starving man to food. Even more horrifically, the golem is drawn not merely to the actual worth of treasure, but to its perceived value to its owner. Thus, it prefers the treasure of a miser to that of a generous man, because the miser *loves* the gold more. It is drawn to the last remaining copper of a peasant family, for, though worth little, that coin is extremely valuable to the family.

Combat

Driven entirely by an inhuman greed, the hoard golem is an implacable opponent, crushing anyone who comes between it and the treasure it constantly craves. The hoard golem can heal itself of damage by absorbing treasure, but seeks to absorb treasures even if unwounded. It is not necessarily aggressive to living creatures, and usually attacks only those who try to stop it from absorbing treasure or those who attack it first.

Any time the golem is struck by an attack that manages to damage it, small amounts of coinage and other bits of treasure are knocked from its body. Because of this, the golem's appearance and component treasure slowly changes over the course of time. Oddly enough, the golem also bleeds a little when actually damaged (examination by a skilled alchemist indicates that the fluid is at least partly dragon blood), although this in no way hampers the golem, which feels no pain.

Absorb Cache (Ex): The hoard golem can absorb any item of perceived worth — be it precious metal, gemstone, art work, magic item, or a simple carved wooden figurine — into its own body. Absorbing treasure repairs any damage the golem has taken, at a rate of 1 hit point healed for every 25 gp-value of treasure. (The golem seeks to absorb treasure even if it is not wounded, however.) If the amount of healing would cause the golem to exceed its full normal hit points, any excess hit points are lost.

This process requires time — 1 full round for every pound of goods absorbed — so it is not necessarily useful in combat. Should the golem be destroyed, its corporeal re-

mains, suddenly covered in a mixture of human and dragon blood, constitutes its treasure.

Immunity to Magic (Ex): The hoard golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

A magical effect that deals electricity damage slows the hoard golem (as the *slow* spell) for 3 rounds, with no saving throw.

Disintegrate deals 5d6 points of damage to the hoard golem if it strikes; the golem gets a Fortitude save to negate this damage.

Heat metal affects the hoard golem normally; *chill metal* heals any damage caused by *heat metal*, but otherwise has no effect.

Rusting touch deals 1d8 points of damage to the hoard golem.

Sense Treasure (Su): The hoard golem constantly senses any valuables and magic items within a 10-mile radius. It is drawn to subjective value, though, and not the object's actual market price. Thus, a beggar's humble copper is worth every bit as much to the golem as the rich man's art collection, or the king's jewels.

Skills: *The hoard golem has a +20 racial bonus on Disguise checks when posing as a normal pile of treasure (although anyone familiar with the golem will of course consider all large, glittering piles of wealth to be suspect).

When lying still among other treasures, the golem has a +20 racial bonus on Hide checks.



Golem, Spontaneous — Plague Golem

Medium Construct

Hit Dice:	8d10+20 (64 hp)
Initiative:	+1
Speed:	30 ft. (6 squares)
AC:	19 (+1 Dex, +8 natural), touch 11, flat-footed 18
Base Attack/Grapple:	+6/+9
Attack:	Slam +9 melee (2d6+3 and sickening touch) or touch +9 melee (sickening touch)
Full Attack:	2 slams +9 melee (2d6+3 and sickening touch) or 2 touches +9 melee (sickening touch)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Disease, sickening touch
Special Qualities:	Absorb flesh, construct traits, damage reduction 5/adamantine and slashing, darkvision 60 ft., immunity to magic, low-light vision
Saves:	Fort +2, Ref +3, Will +2
Abilities:	Str 16, Dex 12, Con —, Int 10, Wis 10, Cha 12
Skills:	Disguise +7*, Hide +11, Listen +6, Move Silently +11, Spot +6
Feats:	Ability Focus (disease), Alertness, Stealthy
Environment:	Any land
Organization:	Solitary (unique)
Challenge Rating:	8
Treasure:	None
Alignment:	Always neutral
Advancement:	9+ HD (Medium)
Level Adjustment:	—

Outwardly, the horrifying creature is like an animated corpse, but upon close observation it is revealed to be made of mismatched body parts, each oozing pus and corruption. Worms and maggots writhe from copious open sores and lesions.

Description

Made of rotting corpses of people abandoned to die slowly from the ravages of disease, animated by their terror and rage, the plague golem is literally a walking pestilence. It wanders the lands, drawn to populated regions where it might feed from those who have succumbed to illness. No longer associated with any single plague, it spreads a multitude of diseases wherever it goes.

Standing only slightly less than 6 feet tall and weighing under 150 pounds, the plague golem seems less formidable than other golems. It might be easily mistaken for a zombie or a flesh golem. However, closer inspection reveals that it is in a constant and endless state of decay, leaking foul liquids from open sores and sloughing occasional bits of tissue from swollen limbs. Anyone who is a skilled healer will recognize that the

various body parts that make up the plague golem are infected with different diseases and illnesses. Maggots and other parasites squirm about in its flesh, particularly in areas where the golem's body parts, rather than being stitched together, appear to have rotted and melded into a single seamless whole.

Although the golem moves awkwardly, it is as swift as a normal man and is capable of running for short distances, although it rarely does so.

History

It could easily have been stopped.

It began with a single household in a village at the wildest edge of the nascent kingdom of Virduk's Promise. If Baron Guraman had done as the town elders requested—that is, send a few trained healers and a cleric when the first citizens came down with a strange, unknown disease—they could probably have cured it, or at least have kept it from spreading. The town of Canlan's Field could have been saved.

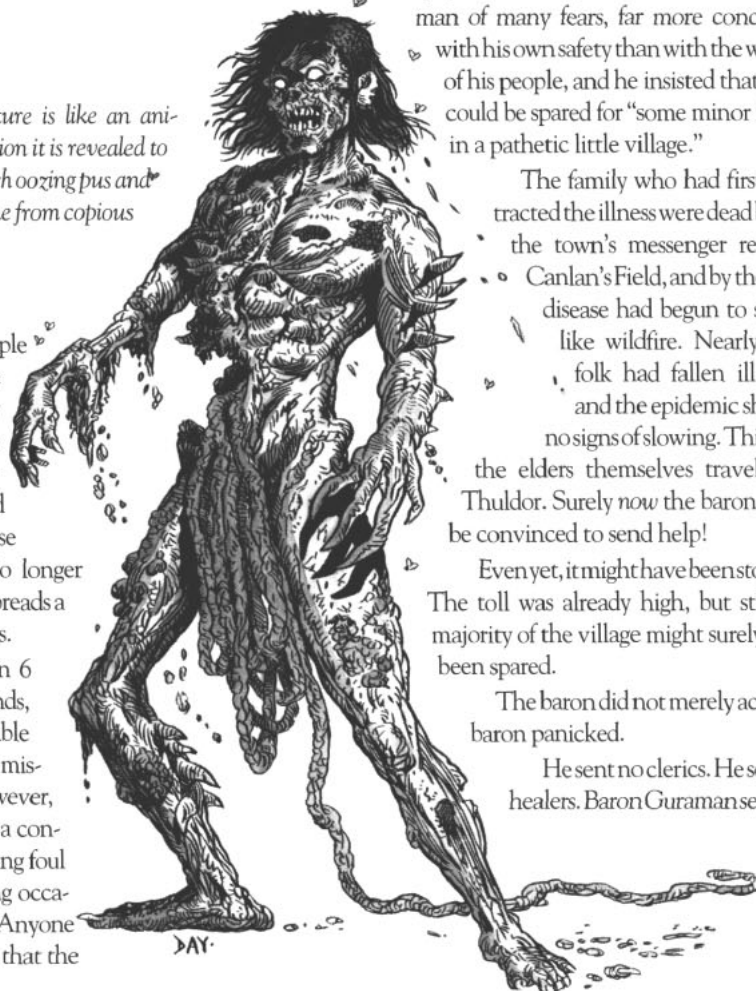
The baron refused. He needed his healers in his own town of Thuldor. The town was currently in the middle of rebuilding its primitive sewer system, after all, and the gods only knew what sorts of filth and foul diseases might be released into the populace in the process. The baron was a man of many fears, far more concerned with his own safety than with the welfare of his people, and he insisted that none could be spared for "some minor illness in a pathetic little village."

The family who had first contracted the illness were dead before the town's messenger reached Canlan's Field, and by then the disease had begun to spread like wildfire. Nearly sixty folk had fallen ill now, and the epidemic showed no signs of slowing. This time the elders themselves traveled to Thuldor. Surely now the baron could be convinced to send help!

Even yet, it might have been stopped. The toll was already high, but still the majority of the village might surely have been spared.

The baron did not merely act. The baron panicked.

He sent no clerics. He sent no healers. Baron Guraman sent sol-



diers. Their duty was not to aid the villagers in any way, but to ensure that no one entered or left the village, preventing the spread of the disease beyond the borders of the town.

Who can comprehend the terror those poor folk must have felt, seeing those soldiers crest the nearby hills and build roadblocks on both main roads, setting up a perimeter around the town? Surely the unfortunates must have known, then, that no help was forthcoming, and that they would be permitted no opportunity to escape the disease ravaging their town, sickening and slaying their friends and loved ones by the hour. More than a few tried to break through the barricades, preferring a swift, clean death on the points of the soldiers' spears to a lingering, horrid decay. Parents weakened and succumbed, their arms still wrapped around their dead or dying infants. In mere days, Canlan's Field was no more.

When all signs of life had ceased, the soldiers marched in with oil and torches, burning everything, buildings and bodies alike. Then they fled even before the thick greasy smoke had reached the clouds, terrified that the disease still lingered.

None among the soldiers knew Canlan's Field well, so there was no one to tell that the village was several bodies short when it went up in flames. None noticed an extra set of tracks, barefoot and strangely uneven, that led away from the edge of town, following in the wake of the fleeing soldiers.

The new plague that struck Thuldor some days later, which claimed nearly a quarter of the town including the baron himself victims, seemed to the citizens nothing more than a horrifying coincidence.

They were very wrong.

Combat

The plague golem does not enter combat unless either it is attacked or someone attempts to stop it from absorbing a diseased body. It's quite deadly enough to those around it without ever raising a hand.

Disease (Ex): Anyone within 30 feet of the plague golem must make a DC 17 Fortitude save every minute or contract one of the diseases below, determined randomly. Note that the 30-foot range of this ability can change depending on prevailing winds and other factors. Once a given character has successfully saved, he is unaffected by further exposure to that disease for 24 hours. He may still be infected by other diseases or by the golem's sickening touch, however.

Roll 1d8 and consult the following table to determine which disease(s) each character is exposed to. The magic of the golem makes all these diseases communicable through both inhalation and contact, although any creature exposed to a character who has contracted the disease (and not to the golem directly) makes a Fortitude save against the normal DC for the disease in question, not the golem's disease ability DC.

See Table 8–2: Diseases in the *DMG* for the specific symptoms and effects of these diseases.

Roll	Disease
1	Blinding sickness
2	Cackle fever
3	Filth fever
4	Mindfire
5	Red ache
6	Shakes
7	Slimy doom
8	Roll twice, ignoring any further results of 8

Sickening Touch (Su): Any time a character is touched by the plague golem, she must make a DC 15 Fortitude save or be sickened for 2d6 rounds. (This save DC is Charisma-based.) Further, the GM should roll on the table for the golem's disease ability, and the character must make a save as for the golem's disease ability (Fort DC 17). Failure indicates not only that the character has caught the disease, but that it takes effect *immediately*, with no incubation period.

Characters immune to disease are immune to this ability.

Immunity to Magic (Ex): The plague golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

A magical effect that deals fire damage dazes the plague golem for 3 rounds, with no saving throw.

A magical effect that inflicts disease affects the plague golem as if it were a *cure wounds* spell of the same spell level, or as a *heal* spell if it is of 6th level or higher.

Heal affects the plague golem as if it were a *harm* spell.

Remove disease deals 1d6 points of damage per caster level (maximum 10d6) to the plague golem; the golem gets a Fortitude save to halve this damage.

Absorb Flesh (Su): As the golem steps within 30 feet of any corpse that has recently died of disease, portions of the body rot swiftly away; those same portions of the golem begin to swell and fill out. This process cures the golem of 5 hit points damage for every ability point that had been lost by the deceased to disease, but takes 1 full round for every 5 hit points absorbed; the golem may only absorb one body at a time (the nearest within 30 feet), but the absorption is a free action on the golem's part. If the body is moved beyond 30 feet, the process is halted.

The golem seeks to absorb diseased bodies even if it is not currently wounded, and will attack any creature that attempts to come between it and its next "meal." Although the golem prefers to hunt and feed in areas already ravaged by disease, it will start its own plague and wait for people to start dying if there is no convenient epidemic.

Skills: The plague golem has a +4 racial bonus on Hide and Move Silently checks.

*The golem has a +10 racial bonus on Disguise checks when posing as a typical humanoid beggar.

Gray Lancer

Small Vermin

Hit Dice:	1d8+2 (6 hp)
Initiative:	+0
Speed:	20 ft. (4 squares), climb 15 ft., fly 30 ft. (poor)
AC:	14 (+1 size, +3 natural), touch 11, flat-footed 14
Base Attack/Grapple:	+0/-3
Attack:	Gore +2 melee (1d4+1) or bite +2 melee (1d3+1 plus poison)
Full Attack:	Gore +2 melee (1d4+1) and bite -3 melee (1d3 plus poison)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Distraction, poison
Special Qualities:	Darkvision 60 ft., vermin traits
Saves:	Fort +4, Ref +0, Will +0
Abilities:	Str 13, Dex 10, Con 14, Int —, Wis 11, Cha 2
Skills:	—
Feats:	—
Environment:	Temperate or warm forest
Organization:	Solitary, pair, or cluster (3–5)
Challenge Rating:	1/2
Treasure:	None
Alignment:	Always neutral
Advancement Range:	2 HD (Small); 3 HD (Medium)
Level Adjustment:	—

A beetle the size of a small dog, the creature is a shiny gray, with an intricate black pattern on its carapace and a single jagged growth on its head that resembles a spear or lance.

Description

The gray lancer is a beetle found in forested regions throughout the continent of Termana, but is most common in the southeastern jungles. Though all lancers are grayish in color, with a sharp lance-like growth on their heads, each has an entirely unique pattern of black markings on its carapace.

Lancers are very aggressive, a fact that has led tribesfolk in southern Termana to use them in fights while onlookers bet on the outcome. Due to the insects' aggressiveness they are mostly kept in cages, often with their wings clipped or even plucked to prevent them from flying away.

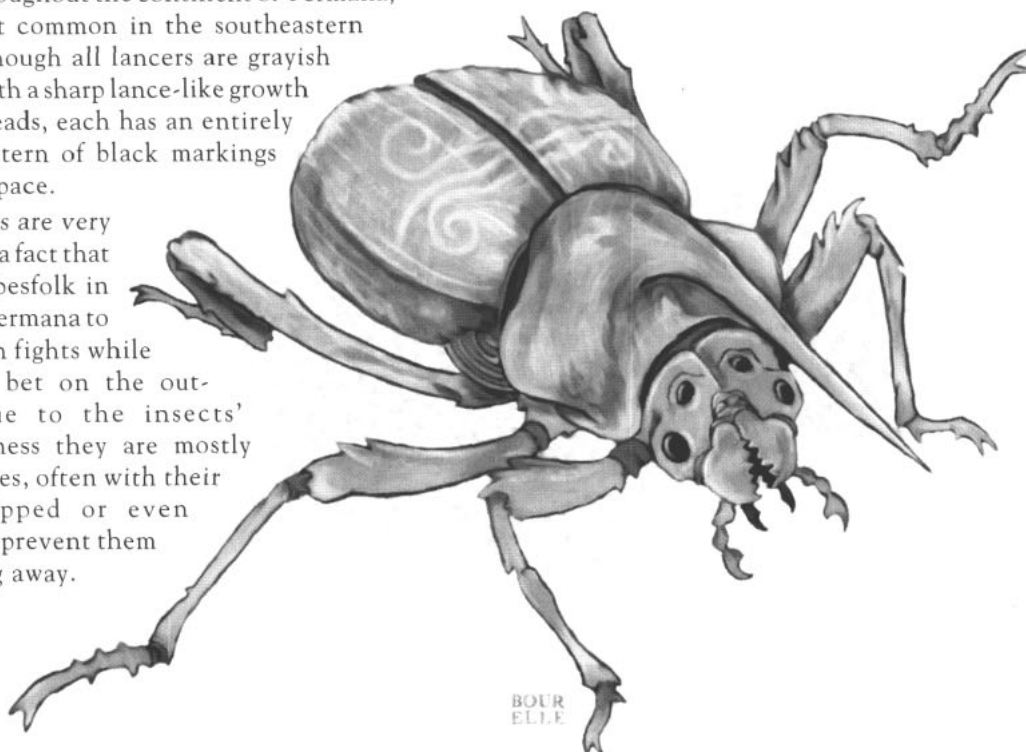
The terali view these insects differently from halfling and human tribes. Terali druids teach the tribes to respect and honor grey lancers, believing them to be mirrors to the past, their beautiful back patterns telling fantastic stories from long ago. Many terali druids claim to know the secrets of interpreting a grey lancer's carapace pattern, and these individuals are always in demand as sages and storytellers. Among the terali, harming a grey lancer is sinful — somewhat akin to hurting one's own past and the valuable lessons it holds.

Combat

A gray lancer is a ferocious fighter, never giving up until either it or its opponent is dead. The insect usually charges into combat attempting to gore its opponent with its massive horn. If the enemy still stands after the initial attack, then it falls back to its secondary tactic, trying to poison the opponent with its bite.

Distraction (Ex): A lancer's intricate carapace pattern has a strangely hypnotic effect on animals and humanoids. Any such creature suffers a -1 penalty on attacks while fighting the insect. This is a mind-affecting ability.

Poison (Ex): Bite, Fort DC 12, 1d3 Str/1d3 Str.



The Gray Man (Herald of Otossal)

Large Outsider (Evil, Native)

Hit Dice:	20d8+140 (230 hp)
Initiative:	+8
Speed:	40 ft. (8 squares), climb 30 ft.
AC:	33 (–1 size, +4 Dex, +20 natural), touch 13, flat-footed 27
Base Attack/Grapple:	+20/+32
Attack:	Claw +28 melee (2d8+8/19–20) or bite +27 melee (2d6+4 plus energy drain)
Full Attack:	2 claws +28 melee (2d8+8/19–20) and bite +22 melee (2d6+4 plus energy drain)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Aura of woe, create blessed, energy drain, fear aura, gaze macabre, improved grab, spell-like abilities, strangle
Special Qualities:	Damage reduction 10/good and magic, darkvision 60 ft., immunity to cold, low-light vision, regeneration 5, resistance to electricity 10, fire 20, and sonic 10, spell resistance 26
Saves:	Fort +19, Ref +16, Will +17
Abilities:	Str 27, Dex 18, Con 25, Int 16, Wis 20, Cha 23
Skills:	Balance +11, Bluff +19, Climb +26, Concentration +27, Diplomacy +8, Disguise +6 (+8 acting), Hide +14*, Intimidate +28, Jump +18, Knowledge (arcana) +23, Knowledge (history) +13, Knowledge (local) +13, Knowledge (religion) +23, Listen +25, Move Silently +17, Perform (oratory) +16, Search +13, Sense Motive +15, Spellcraft +18, Spot +25, Survival +10
Feats:	Blind-Fight, Cleave, Great Cleave, Improved Critical (claw), Improved Initiative, Power Attack, Weapon Focus (claw)
Environment:	Any
Organization:	Troupe (Gray Man plus 1d4+2 Thrice-Blessed and 2d6+6 Blessed [see text])
Challenge Rating:	17
Treasure:	1/3 coins; double standard goods and items
Alignment:	Neutral evil
Advancement Range:	21+ HD (Large)
Level Adjustment:	—

The creature towers head and shoulders above you, and its very gaze fills you with indescribable horror. It looks something like an undead gorilla, with heavy forearms and oversized, fanged jaws. Blood stains its claws and teeth, and it is covered with patches of rotting flesh and sparse gray fur. Its eyes burn a fierce and frightening red.

Description

The Gray Man is the herald of Otossal the Bone Master, the demigod whose portfolio includes necromancy, suffering, and the undead. Otossal created the Gray Man from the captured spirits of thirteen murderous souls and placed them within a frame that would lend itself to the glorious task he had in mind.

This unliving engine of destruction and despair now wanders the desolation of Asherak, adding to the

misery that pervades that blighted land. The infamous exploits of this monster are well documented, even though he and his troupe generally avoid populated areas unless specifically summoned by the servants of Otossal. Instead, the Gray Man preys upon unsuspecting travelers who venture across the wastelands, so that few now risk travel between settlements in the region without the comfort of a large and heavily armed caravan — and even still, few caravans could hope to deter (or hinder) the Gray Man if he wishes to attack.

The Gray Man can sometimes be found aiding Otossal's hierarchs against their enemies, but it cannot bear the company of mortals for long, even those sworn to the service of its master. On occasion the herald has turned on the followers of his god, much to the perverse pleasure of Otossal. Indeed, death by the hand of the Gray Man is considered a sacred and not undesirable thing by most of Otossal's followers, and many sacrifice themselves willingly (yet many more do so unwillingly...) to swell the ranks of its undead retinue. The "Thrice Blessed," as the greater spawn of the Gray Man are called, are looked upon as the chosen of Otossal, and they sometimes leave the Gray Man's troupe to cut out their own swathe of horror in Otossal's name.

The gospel of Otossal states that worshippers should seek to shed their flesh and embrace the pure, sublime simplicity of death. The Gray Man is the tool by which Otossal's word is brought to the masses. For, as it is written, "The Gray Man has always been the herald of Otossal, and will always be the herald of Otossal." The dark god sustains his servant's foul life, and should the Gray Man ever be destroyed, Otossal would recreate his puppet anew. The Gray Man bears Otossal's gift to the world — a gift mortals should never be without, for he is the Bringer of Sweet Death.

Combat

For the Gray Man, rapture means sending a living creature to a premature grave. It lusts after killing, a brutal murderer with few peers. The herald of Otossal will generally spring from the cover of invisibility to engage as many opponents as possible while using its retinue of wights or skeletons to test its foes' strength. The herald's mere gaze can cause opponents to embrace the message of Otossal and fall upon their own weapons. The staunchest foes will find the Gray Man a terrifying combatant, with myriad foul abilities at his disposal.

Aura of Woe (Su): Any living creature within 15 feet of the Gray Man must make a DC 26 Fortitude save each round or take 1 point of Strength and 1 point of Wisdom damage. The save DC is Charisma-based. A creature reduced to Strength 0 or Wisdom 0 by this ability dies (and thus rises as a zombie — see create blessed).

Create Blessed (Su): Any creature killed by the Gray Man's energy drain rises as a wight under the control of the Gray Man 1d4 rounds after being slain. An opponent slain in any other way by the Gray Man animates as a zombie under the Gray Man's control 1d4 rounds after being slain. These undead are referred to as the "Blessed" (zombies) and the "Thrice Blessed" (wights). All Blessed or Thrice Blessed created by the Gray Man have maximum hit points and +4 turn resistance.

Energy Drain (Su): Living creatures hit by the Gray Man's bite attack gain two negative levels. The DC is 26 for the Fortitude save to remove a negative level. The save DC is Charisma-based. For each such negative level bestowed, the Gray Man gains 5 temporary hit points.

Fear Aura (Su): The Gray Man can radiate a 15-foot-radius fear aura as a free action. All creatures in the area must make a DC 26 Will save or be affected as though by a *fear* spell (caster level 20th). A creature that successfully saves cannot be affected again by the Gray Man's fear aura for 24 hours. The save DC is Charisma-based.

Gaze Macabre (Su): Gaze, 30 feet, Will DC 26 negates; a *dominate person* (caster level 20th) effect lasting for 1 round compels

those affected to commit suicide, performing a coup de grace attack on themselves.

Improved Grab (Ex): To use this ability, the Gray Man must hit with a claw attack. If it establishes a hold, it can strangle in the following round. If the Gray Man strangles a creature with both claws, it gains a +8 bonus on its grapple checks while strangling. A creature held by the Gray Man can be bitten each round (+27 attack bonus) as well.

Spell-Like Abilities: At will—*animate dead*, *command undead* (DC 18), *desecrate*, *detect good*, *detect magic*, *dispel magic*, *hold person* (DC 19), *invisibility*, *magic circle against good*, *unholy blight* (DC 20); 3/day—*blasphemy* (DC 23), *create undead*, *harm*, *unholy aura*, *unhallow*. Caster level 20th. The save DCs are Charisma-based.

Strangle (Ex): On a successful grapple check, the Gray Man deals 2d8+8 points of damage to any creature with a discernible neck or air passage. If the creature normally needs to breathe, it also begins to suffocate.

Regeneration (Ex): The Gray Man takes damage from good-aligned weapons, effects with the good descriptor, and attacks that deal divine (holy) damage.

Skills: The Gray Man has a +4 racial bonus on Hide checks and a +8 racial bonus on Climb checks. It can always choose to take 10 on Climb checks, even if rushed or threatened.

*In rocky or desolate terrain, the Gray Man has a +8 racial bonus on Hide checks.



Grillin

Small Magical Beast

Hit Dice:	1d10 (5 hp)
Initiative:	+3
Speed:	30 ft. (6 squares), climb 30 ft.
AC:	14 (+1 size, +3 Dex), touch 14, flat-footed 11
Base Attack/Grapple:	+1/-5
Attack:	Bite +5 melee (1d4-2)
Full Attack:	Bite +5 melee (1d4-2)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Spell-like abilities
Special Qualities:	Low-light vision
Saves:	Fort +2, Ref +5, Will +0
Abilities:	Str 7, Dex 17, Con 10, Int 8, Wis 10, Cha 9
Skills:	Balance +11, Climb +11, Hide +8, Listen +2, Spot +2, Tumble +6, Use Magic Device +8
Feats:	Skill Focus (Use Magic Device), Weapon Finesse ^B
Environment:	Warm forest
Organization:	Solitary, pair, troop (3-6), or tribe (6-12)
Challenge Rating:	1/2
Treasure:	No coins; 25% goods; double items (usually wands)
Alignment:	Usually chaotic neutral
Advancement Range:	2-3 HD (Small)
Level Adjustment:	+0 (Improved Familiar)

The creature looks like a small monkey or lemur with large eyes, pointed ears, and a woolly, ringed tail. But this is no ordinary animal, for it has a chillingly canny expression and, in a decidedly un-animal-like fashion, holds what appears to be a magic wand.

Description

Grillin look like dark-furred monkeys, standing just a little over 2 feet tall. The small creatures are usually quite reclusive, but are often drawn out by their curiosity; they are quick to snatch easily portable magic items, and have a penchant for wands in particular. While rarely more than a nuisance to seasoned adventurers, grillin can be quite tricky to handle for unwary individuals.

Grillin were originally created in an experiment by an ancient wizard who was trying to create a reliable laboratory assistant. Local monkeys were given enough intelligence to recognize spell components and the ability to use some magic items. These beasts filled the role of lab assistant well for a time, but in the end their insatiable curiosity and great mischievousness made them rather unmanageable, so their creator turned them out

into the jungle where they flourished and have lived ever since.

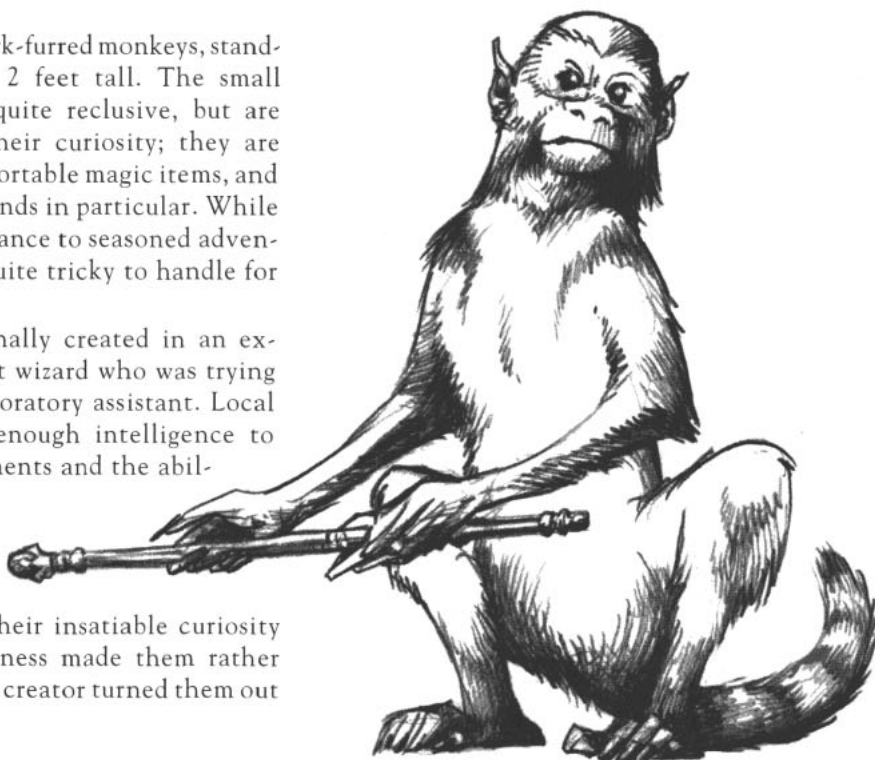
Combat

Grillin do not fight unless they have to and, if confronted, attempt to flee as quickly as possible. If pressed to fight, a grillin will bite viciously, waiting for a good opportunity to tumble past opponents and flee or hide.

If they detect magic items, however, grillins' innate curiosity takes over and they will attempt to steal the items. They have been known to ambush unwary travelers with a *fireball* or *sleep* spell from a wand, then drop out of the trees to retrieve any useful- or interesting-looking magic items and run away with their new prize. Grillins will also trade for items, especially if they are unsuccessful in an ambush or are spotted while using their *detect magic* or *filch* abilities.

Spell-Like Abilities: At will—*detect magic*, *filch** (DC 9), *prestidigitation*. Caster level 1st. The save DCs are Charisma-based.

Skills: Grillin have a +4 racial bonus on Use Magic Device checks and a +8 racial bonus on Balance and Climb checks. They can always choose to take 10 on Climb checks, even if rushed or threatened. They use their Dexterity modifier instead of their Strength modifier for Climb checks.



Grim Puppeteer

Medium Magical Beast

Hit Dice:	4d8+4 (22 hp)
Initiative:	+7
Speed:	30 ft. (6 squares), climb 20 ft.
AC:	15 (+3 Dex, +2 natural), touch 13, flat-footed 12
Base Attack/Grapple:	+4/+6
Attack:	Bite +6 melee (1d6+3 plus poison) or 2 spines +7 ranged (1d2 plus poison)
Full Attack:	Bite +6 melee (1d6+3 plus poison) or 2 spines +7 ranged (1d2 plus poison)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Poison, spines
Special Qualities:	Blindsense 30 ft., darkvision 60 ft., puppetry, ventriloquism, web
Saves:	Fort +5, Ref +7, Will +3
Abilities:	Str 14, Dex 17, Con 12, Int 6, Wis 15, Cha 9
Skills:	Bluff +0*, Climb +11, Hide +15, Move Silently +4*, Spot +6, Survival +2
Feats:	Improved Initiative, Point Blank Shot, Track ⁸
Environment:	Warm forest
Organization:	Solitary or brood (1–2 adults and 2–4 young)
Challenge Rating:	3
Treasure:	Standard
Alignment:	Always neutral
Advancement Range:	5–7 HD (Medium); 8–12 HD (Large)
Level Adjustment:	—

The shuffling humanoid figure is nothing more than a corpse suspended on several strands of silky material, manipulated from above. Then a bulky body drops down into view — a dark, spiderlike creature with wicked mandibles.

Description

The grim puppeteer is a large arachnoid predator that dwells in the jungles of southeastern Termana. The puppeteer drains its prey of vital fluids, and then uses the spent corpse as bait to attract future meals. These corpses are strung up like marionettes with the puppeteer's webs and manipulated to lure passing creatures into range of its poisoned spines. The puppeteer then hoists the new carcass into the trees to be dined upon at leisure; if necessary, it tracks prey that wanders off to become paralyzed by the puppeteer's poison, then drags the limp body back to its tree to be devoured.

Puppeteers keep several nearly-drained corpses at hand, using them for as long as they remain semi-pliable. Worse, the great spider-beasts are intelligent enough to use the corpses in cunning and appropriate ways: a female humanoid's corpse may be used to lure a young male hunter of the same species, or a jungle cat's favorite prey animal may be dangled to get the feline within range of the puppeteer's poison spines. The grim puppeteer knows how to best use its puppet to bluff a passerby — an animal corpse will appear lame, an easy target for a hunter or predator; a humanoid body makes vaguely beckoning gestures, or perhaps appears to run and hide behind the puppeteer's tree. Sometimes two puppeteers



will use a pair of corpses seemingly locked in a one-sided fight, in the hopes that a passing traveler will intervene.

A grim puppeteer relocates to a new nest when its arboreal home gets too full of bodies and the odor of rotting flesh grows too strong. Some puppeteers choose to roost in trees that bear aromatic fruit, the better to draw in their prey and conceal their puppets' stench.

Combat

Grim puppeteers wait for their prey to close, and then flick spines from ambush. They flee from tough fights and never enter melee if they can help it.

Young grim puppeteers range from 1 HD (Tiny) to 2 or 3 HD (Small); they do not have the adult puppeteer's ability to fire spines or the ventriloquism ability.

Poison (Ex): Bite or spine, Fort DC 13, 1d4 Con/1d4 Con and paralyzed for 1d10 minutes. Grim puppeteer poison

also causes affected creatures to exude a pheromone that makes it easily tracked by puppeteers (see "Skills").

Spines (Ex): By arching its abdomen in an odd posture, a grim puppeteer can launch 2 spines as a standard action (make a separate attack roll for each spine). This attack has a range of 40 feet with no range increment. The spines may be aimed independently, but the two targets must be within 30 feet of one another. The puppeteer can launch only 12 spines in any 24-hour period.

Puppetry (Ex): Using its web-bound puppets, a grim puppeteer can attempt to fool an observer into thinking they he is looking at a living being. Observers can make an opposed Spot check against the spider's Bluff check to see through this ruse, with the usual modifiers for distance (–1 per 10 feet) on the Spot check.

Ventriloquism (Ex): A grim puppeteer can make a Bluff check to simulate any simple non-verbal sound of a creature it has encountered, and it can make these sounds appear to come from any location within 20 feet of itself. Thus, it can fool prey into thinking that its corpse-puppet is

in fact a softly moaning wounded man or a dying deer, for instance. Any creature hearing these sounds may make a Sense Motive check to determine that they are not in fact what they seem.

Web (Ex): Grim puppeteers may create and use webs as monstrous hunting spiders of their own size. See Chapter 3: Vermin in the MM for more information on monstrous spiders' webs.

Skills: Grim puppeteers have a +2 racial bonus on Spot checks, a +8 racial bonus on Balance and Climb checks, and, due to their natural camouflage, a +10 racial bonus on Hide checks. They can always choose to take 10 on Climb checks, even if rushed or threatened, and they use their Dexterity modifier instead of their Strength modifier for Climb checks.

*When using their puppetry or ventriloquism ability, grim puppeteers have a +10 racial bonus on Bluff checks. When moving in their webs, they have a +8 bonus on Move Silently checks. When tracking prey wounded by grim puppeteer poison, a grim puppeteer has a +4 racial bonus on Survival checks.

Hellfire Bloodshark

Huge Magical Beast (Aquatic)

Hit Dice:	18d10+54 (153 hp)
Initiative:	+6
Speed:	Swim 80 ft. (16 squares)
AC:	24 (–2 size, +2 Dex, +14 natural), touch 10, flat-footed 22
Base Attack/Grapple:	+18/+32
Attack:	Bite +23 melee (2d6+6) or rake +22 melee (2d6+6 plus 1d6 fire)
Full Attack:	Bite +23 melee (2d6+6) or rake +22 melee (2d6+6 plus 1d6 fire)
Space/Reach:	15 ft./10 ft.
Special Attacks:	Improved grab, rage, scald, swallow whole
Special Qualities:	Blindsense, darkvision 60 ft., immunity to fire, keen scent, low-light vision
Saves:	Fort +16, Ref +13, Will +9
Abilities:	Str 23, Dex 15, Con 17, Int 1, Wis 12, Cha 2
Skills:	Listen +13, Spot +14, Swim +14, Survival +1*
Feats:	Alertness, Great Fortitude, Improved Initiative, Iron Will, Power Attack, Swim-By Attack (rake only)†, Weapon Focus (bite)
Environment:	Any aquatic
Organization:	Solitary, pair, or school (3–6)
Challenge Rating:	13
Treasure:	None
Alignment:	Always neutral evil
Advancement Range:	19–32 HD (Huge); 33–54 HD (Gargantuan)
Level Adjustment:	—

† New feat: See sidebar accompanying Coral Golem entry.

With an explosion of foam a mighty shark's fin breaks the water's surface. The water around it surges like a tidal wave as it speeds toward you. An intense heat precedes it, the water bubbling around the great fin.

Description

Hellfire bloodsharks are rare but terrifying predators that cruise the Blood Sea between Ghelspad and Termiana. They are massive creatures, some specimens growing to be almost 40 feet in length. They resemble gigantic sharks covered in razor-sharp spines, the tips of which glow red, reflecting the fury of the imprisoned titan, whose polluted blood created them.

Combat

Hellfire bloodsharks are voracious feeders, viciously attacking any creature that comes near. Against foes that show an ability to defend themselves, they try repeated passes raking with their spines and using the Swim-By Attack feat, likely also using Power Attack if the first two or three attacks hit. They are also known for attacking small ships, crushing hulls with their powerful bite or piercing them with their scalding spines.

Improved Grab (Ex): To use this ability, a hellfire bloodshark must hit with its bite attack. If it establishes a hold, it can attempt to swallow whole.

Rage (Ex): Whenever a hellfire bloodshark takes damage or when any living creature within 360 feet of it takes slashing or piercing damage, the bloodshark flies into a berserk rage, attacking the nearest creature madly until it or its opponent is dead. A raging bloodshark gains +4 Strength, +4 Constitution, and –2 AC. The shark cannot end its rage voluntarily.

Scald (Su): The water within 5 feet of a hellfire bloodshark is constantly scalding hot. All creatures in

this area take 1d6 points of fire damage per round (Fort DC 22 half).

When a bloodshark is raging, the radius of boiling water surrounding the beast expands to 30 feet, and all creatures in this area take 3d6 (rather than 1d6) points of fire damage per round (Fort DC 22 half).

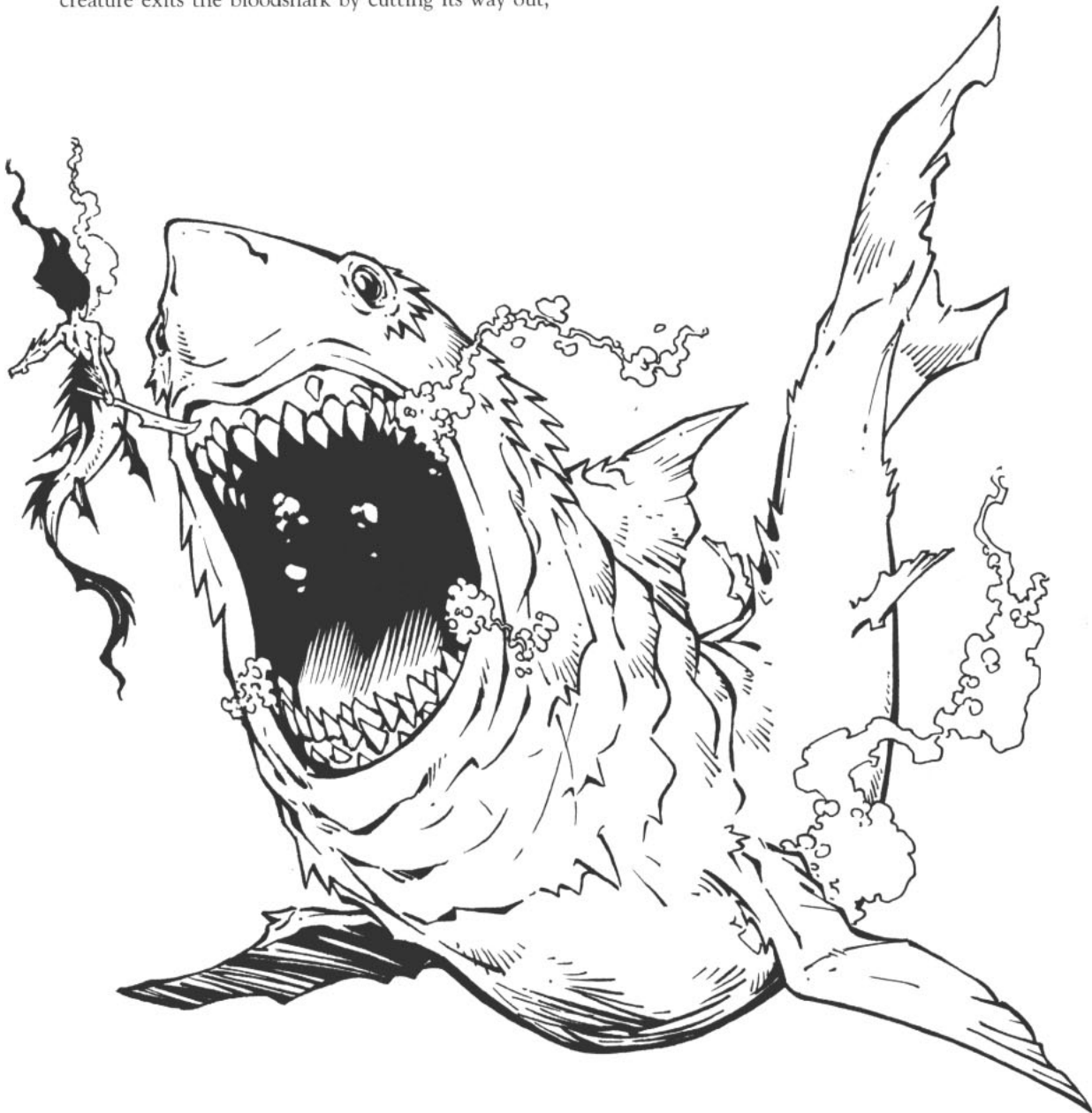
Swallow Whole (Ex): A hellfire bloodshark can try to swallow a grabbed opponent of a smaller size than itself by making a successful grapple check. Once inside, the opponent takes 2d6+6 points of crushing damage plus 3 points of acid damage and 3d6 points of fire damage per round from the bloodshark's digestive system. A swallowed creature can cut its way out using a light slashing or piercing weapon to deal 20 points of damage to the shark's interior (AC 17). Once the creature exits the bloodshark by cutting its way out,

muscular action closes the hole; another swallowed creature must cut its own way out. A Huge bloodshark's interior can hold 1 Large, 2 Medium, 8 Small, 32 Tiny, 128 Diminutive, or 512 Fine opponents.

Keen Scent (Ex): A hellfire bloodshark can notice creatures by scent in a 360-foot radius and detect blood in the water at ranges of up to 3 miles.

Skills: Hellfire bloodsharks have a +8 racial bonus on Swim checks. They can always choose to take 10 on Swim checks, even if rushed or threatened. They can use the run action while swimming, provided they swim in a straight line.

*A hellfire bloodshark tracking a creature by scent while underwater has a +10 racial bonus on Survival checks.



Hiveskin

Large Animal	
Hit Dice:	9d8+27+3 (70 hp)
Initiative:	+1
Speed:	30 ft. (6 squares)
AC:	18 (–1 size, +1 Dex, +8 natural), touch 10, flat-footed 17
Base Attack/Grapple:	+6/+15
Attack:	Gore +10 melee (1d8+7)
Full Attack:	Gore +10 melee (1d8+7)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Trample 2d8+7
Special Qualities:	Low-light vision, swarm
Saves:	Fort +11, Ref +7, Will +5
Abilities:	Str 21, Dex 12, Con 17, Int 2, Wis 14, Cha 5
Skills:	Listen +8*, Spot +8*
Feats:	Diehard, Endurance, Great Fortitude, Toughness
Environment:	Temperate or warm hills and plains
Organization:	Solitary, pair, family (3–4), or herd (6–10)
Challenge Rating:	5
Treasure:	None
Alignment:	Always neutral
Advancement Range:	10–18 HD (Large)
Level Adjustment:	—

The creature appears somewhat like a rhinoceros, heavy bodied, with numerous short horns sprouting from its head. It is surrounded by a swam of small flying insects that dart in and out of the creature's skin, seeking shelter in the hollows of the beast's hide.



Description

Hiveskins are large pachyderms, massively built and sporting many large horns on their heads. Their skin is extremely thick and gray-green in color. Cavities and patchy hair on the creature's hide and the many bony protrusions on its back are home to a species of large insect known as the hive-fly. These insects can be quite dangerous when encountered in a swarm and will defend their host if it is attacked.

The hiveskin inhabits plains and grasslands all over Scarn, but is most prevalent in the savannahs of Termiana. It gets along well with all kinds of flying vermin, and is sometimes found with swarms of other types of insects than the hive-fly.

Attempts have been made to domesticate these creatures, but successes have been few. Individuals that have somehow coped with the buzzing flies have managed to use hiveskins as mounts, a loyal steed remarkable for its vigilance and steadfastness.

Combat

Hiveskins are normally peaceful herbivores and do not behave aggressively, but can be fierce combatants if provoked or if their herd or their young are threatened.

A hiveskin normally has 1 swarm of insects that dwell upon it for every 5 HD of the hiveskin.

Trample (Ex): Reflex DC 19 half. The save DC is Strength-based.

Swarm (Ex): A hiveskin is constantly surrounded by 1 or more swarms of insects, usually hive-flies (see sidebar), which make their home in its hide. Their relationship is symbiotic. If a hiveskin loses its swarm(s), it attracts new ones (or the eggs of the old swarms hatch to produce new ones) within a week. If the hiveskin is attacked, the insect swarm(s) attack in its defense. The swarms never travel more than 100 feet from their host.

Skills: *As long as a hiveskin's swarm is within 5 feet of the hiveskin, it has a +4 bonus on Listen and Spot checks.

Horned Boar

Large Animal	
Hit Dice:	8d10+32 (76 hp)
Initiative:	+0
Speed:	40 ft. (8 squares)
AC:	16 (–1 size, +7 natural), touch 7, flat-footed 16
Base Attack/Grapple:	+6/+18
Attack:	Gore +13 melee (2d6+12)
Full Attack:	Gore +13 melee (2d6+12)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Blood rage, ferocity, trample 2d6+12
Special Qualities:	Low-light vision, scent
Saves:	Fort +10, Ref +6, Will +5
Abilities:	Str 27, Dex 10, Con 19, Int 2, Wis 13, Cha 6
Skills:	Listen +9, Spot +8
Feats:	Alertness, Endurance, Iron Will
Environment:	Warm plains
Organization:	Solitary or herd (5–10)
Challenge Rating:	5
Treasure:	None
Alignment:	Always neutral
Advancement Range:	9–12 HD (Large); 13–24 HD (Huge)
Level Adjustment:	—

The boar is of tremendous size, standing at least 22 hands high. The beast squints and tosses its head, its razor-sharp tusks gleaming. In addition to those weapons, it bears two smallish horns on its forehead, and another single horn curves up from atop its snout.

Description

The great horned boar inhabits the Iron Steppes and the Centaur Plains of Termana. Originally created by Kadum, these porcine creatures were brutal predators; in time, however, Kadum grew bored with their antics and moved on to other creations. When he stopped paying attention to the horned boars, the titan's fire went out of the species and they became far more sedate omnivores, if not herbivores.

For a time, the horned boars dwelled as relatively peaceful grazing creatures, but with the coming of the gnoll tribes everything changed. When the gnolls began to hunt them, the horned boars were once more filled with Kadum's rage and turned upon their hunters. Shocked that their prey had become so dangerous, the gnolls stopped hunting the beasts for a time, but then returned with greater skill and

caution, capturing the boars and raising them as riding animals and beasts of burden.

Over the years, the gnoll tribes have developed saddles and stirrups specifically designed to allow them to ride horned boars. Conscious of the effect that blood has on the creatures, gnoll riders sometimes cut themselves before battle in order to infuse their mounts with suicidal rage, and then direct their mounts as well as they can toward their foes. Gnoll shamans and spiritual leaders consider the boars to be sacred animals, and believe, perhaps rightly, that the gnolls' attention has restored the species' old pride and ferocity.

Combat

When encountered in the wild these creatures are rarely a threat, as they are peaceful and even shy. They generally consume plants and roots, but if they smell blood — even that of their own kind — they attack nearby creatures with savage fury. When fired by the scent of blood (or ridden by gnolls), horned boars are a fearsome threat.

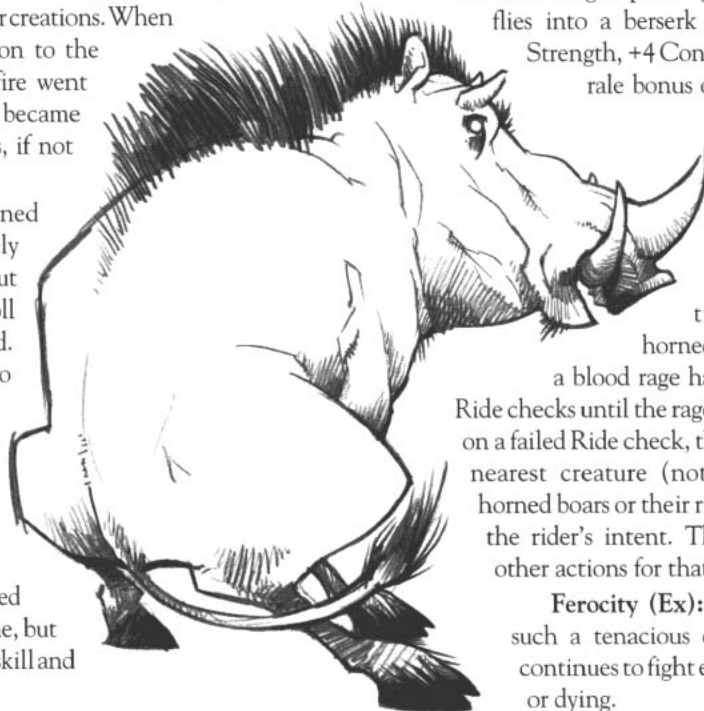
Gnoll boar-riders use heavy metal lances to impale enemies already disorganized by the boars' charge. The boars of the most successful riders are sometimes equipped with spiked metal harnesses that function as spiked chain barding.

Carrying Capacity: A light load for a horned boar is up to 918 pounds; a medium load, 919–1,839 pounds; and a heavy load, 1,840–2,760 pounds. A horned boar can drag 13,800 pounds.

Blood Rage (Ex): Whenever a horned boar takes damage or when any living creature within 90 feet of it takes slashing or piercing damage, the boar flies into a berserk rage. It gains +4 Strength, +4 Constitution, a +2 morale bonus on Will saves, and –2 AC. The rage lasts until the boar or all perceived enemies are dead.

Any creature trying to ride a horned boar while it is in a blood rage has a –4 penalty on Ride checks until the rage ends. In addition, on a failed Ride check, the boar attacks the nearest creature (not including other horned boars or their riders), regardless of the rider's intent. The rider loses any other actions for that round.

Ferocity (Ex): A horned boar is such a tenacious combatant that it continues to fight even while disabled or dying.



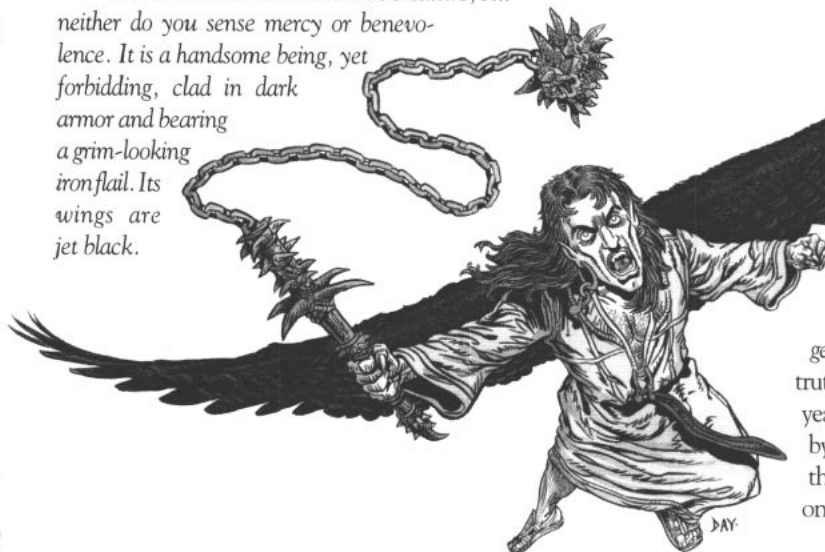
Trample (Ex): Reflex DC 22 half. The save DC is Strength-based.

Intercessor, Punishing

Medium Outsider (Extraplanar, Intercessor, Lawful)

Hit Dice:	10d8+40 (85 hp)
Initiative:	+6
Speed:	40 ft. (8 squares), fly 120 ft. (good)
AC:	28 (+2 Dex, +9 natural, +7 <i>clothborn half-plate</i>), touch 12, flat-footed 26
Base Attack/Grapple:	+10/+14
Attack:	+2 <i>vicious axiomatic cold iron heavy flail</i> +16 melee (1d10+8/19–20 plus 2d6)
Full Attack:	+2 <i>vicious axiomatic cold iron heavy flail</i> +16/+11 melee (1d10+8/19–20 plus 2d6)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Divine retribution, spell-like abilities
Special Qualities:	Damage reduction 10/chaotic, eye for an eye, fast healing 10, intercessor traits, spell resistance 24, telepathy 100 ft.
Saves:	Fort +11, Ref +9, Will +15
Abilities:	Str 18, Dex 15, Con 19, Int 21, Wis 20, Cha 22
Skills:	Concentration +17, Diplomacy +21, Gather Information +21, Intimidate +19, Knowledge (local) +21, Knowledge (religion) +18, Knowledge (any two) +18, Listen +18, Search +18, Sense Motive +21, Spot +18, Survival +18 (+20 tracking)
Feats:	Improved Initiative, Iron Will ^P , Skill Focus (Knowledge [local]), Skill Focus (Sense Motive), Track
Environment:	Usually the Vaults of Eternity
Organization:	Solitary or team (1 punishing intercessor and 1 robed pacifier)
Challenge Rating:	12
Treasure:	No coins; no goods; standard items (including weapons and armor)
Alignment:	Always lawful neutral
Advancement Range:	11–17 HD (Medium); 18–30 HD (Large)
Level Adjustment:	—

You sense no evil in the manlike creature, but neither do you sense mercy or benevolence. It is a handsome being, yet forbidding, clad in dark armor and bearing a grim-looking iron flail. Its wings are jet black.



Description

These beings are dispatched by Hedrada himself to punish mortals who commit terrible crimes against the divine races. They are beatific in countenance, as most celestial beings, but have very grim and stern faces, rarely laughing or smiling. They are stern and direct with mortals they encounter, though always gracious.

As a rule, punishing intercessors are rigidly dogmatic and don't believe in "extenuating circumstances." If anyone interferes with the intercessor (for instance, by trying to protect the criminal), it explains solemnly and almost sadly that obstruction of justice is also a grave offence, which must be punished....

Some punishing intercessors also serve Corean (these have an alignment of lawful good and are known as avenging custodians or, mistakenly, "avenging angels"). Those avenging custodians who follow Corean tend to place more value on mercy and understanding than do the intercessors of Hedrada.

Combat

Punishing intercessors encountered in the Scarred Lands are always pursuing some criminal. The intercessor has many spell-like abilities that can inflict a great deal of harm. However, it *never* uses these abilities except when dealing out punishment for specific crimes (or against those who would hinder their justice). Even the most hardhearted trembles when a punishing intercessor pronounces sentence in a calm, coldly rational voice, for there is absolutely no reprieve nor appeal once the punishment is spoken, save the defeat of the intercessor — which only delays matters, for another more powerful intercessor is then sent to take up the chase — or a direct appeal to Hedrada or perhaps to one of his allied gods.

The punishments meted out by Hedrada's intercessors always fit the crime(s): A wizard who callously harms innocents with his magic may be subjected to a *feeblemind* spell; a miser who allows others to starve may be affected by *curse of terror* to be deathly afraid of money; blasphemy or false witness might be punished with a *geas* that commands the offender to answer truthfully any question asked of him for 10 years; murderers and the like are simply slain by *finger of death*. Few mortals, if any, escape the terrible divine retribution of these beings once they have begun the pursuit.

Punishing intercessors fight any creatures that bar or oppose the completion of their mission. A defeated intercessor is simply banished back to Hedrada's home plane (the Vaults of Eternity) and another intercessor is dispatched in pursuit of the same target within 1d4 days.

A punishing intercessor is sometimes partnered with a robed pacifier (q.v.), particularly if the quarry is known to be capable of teleportation or extradimensional travel.

Divine Retribution (Su): When it confronts its quarry, a punishing intercessor always begins the encounter by explaining calmly and clearly what the quarry's transgressions were and then declaring the form its punishment will take. This declaration may take anywhere from 1 action to 5 full rounds, depending on the nature of the charge(s), at the GM's discretion. Once the intercessor has made its declaration, the quarry is not allowed any saving throw nor does its spell resistance apply against the punishment declared and imposed by that intercessor.

Spell-Like Abilities: At will—*bestow curse* (DC 19), *blindness/deafness* (DC 19), *burst of energy***, *calm emotions* (DC 18), *curse of terror** (DC 19), *detect chaos*, *dimensional anchor*, *discern lies* (DC 20), *discern location*, *feeblemind* (DC 21), *geas/quest*, *greater teleport* (self plus 50 pounds of objects

only), *Hedrada's justice***, *hold person* (DC 18), *inquisition** (DC 20), *mark of justice*, *mind raid** (DC 19), *prevarication's bounty** (DC 17), *true seeing*; 3/day—*banishment* (DC 22), *dictum* (DC 23), *finger of death* (DC 23), *imprisonment* (DC 25), *shield of law*; 1/day—*plane shift*, *soulbind* (DC 25). Caster level 12th. The save DCs are Charisma-based.

Eye for an Eye (Su): Any attack or ability used against a punishing intercessor by its quarry or by another being seeking to defend the quarry affects the intercessor normally, but is also reflected at the attacker. Thus, if an intercessor's quarry hits the intercessor with a sword blow for 23 points of damage, the intercessor takes normal damage (i.e., 13 points if the weapon used is not chaotic-aligned, due to its damage reduction), but the attacker also takes 23 points of slashing damage. If an ally of the quarry penetrates the intercessor's spell resistance with a 37-point *lightning bolt* and the intercessor saves, it takes only 8 points of electricity damage (18 points due to the save, reduced by 10 points due to its electricity resistance), and the spellcaster also takes 37 points of electricity damage (possibly halved by a successful Reflex save against the DC of the *lightning bolt* and reduced by any protections or resistances to electricity the caster might have).

Intercessor, Robed Pacifier

Medium Outsider (Extraplanar, Intercessor, Lawful)

Hit Dice:	8d8+16 (52 hp)
Initiative:	+6
Speed:	30 ft. (6 squares), fly 40 ft. (perfect)
AC:	20 (+2 Dex, +8 natural), touch 12, flat-footed 18
Base Attack/Grapple:	+8/+10
Attack:	Slam +10 melee (1d10+2 nonlethal)
Full Attack:	6 slams +10 melee (1d10+2 nonlethal)
Space/Reach:	5 ft./5 ft.
Special Attacks:	<i>Dispelling</i> , mind sight, spell-like abilities, <i>trap the soul</i> , unarmed strikes
Special Qualities:	Damage reduction 10/chaotic, discern the vanishing trail, flight, intercessor traits, rule of law, sanctuary, spell resistance 20, telepathy 300 ft.
Saves:	Fort +8, Ref +8, Will +13
Abilities:	Str 14, Dex 14, Con 14, Int 21, Wis 25, Cha 19
Skills:	Bluff +9, Concentration +13, Diplomacy +21, Gather Information +6, Intimidate +14, Knowledge (history, local, religion, the planes) +16, Knowledge (any two) +15, Listen +24, Search +16, Sense Motive +30, Spot +24, Survival +7 (+9 on other planes)
Feats:	Alertness, Improved Initiative, Negotiator
Environment:	Usually the Vaults of Eternity
Organization:	Solitary, team (1 robed pacifier and 1 punishing intercessor), or conclave (6)
Challenge Rating:	9
Treasure:	None
Alignment:	Always lawful neutral
Advancement Range:	9–16 HD (Medium); 17–24 HD (Large)
Level Adjustment:	+10

Before you hovers a tall, thin figure — it is plainly supernatural, a robed and hooded figure clad all in white, sitting cross-legged in midair. You cannot see any face in the shadows of its hood. The most remarkable feature of the being is its six arms, each of which carries a white lantern.

Description

Robed pacifiers are oath-bound celestials who prevent violent confrontations within lawfully aligned city-states. Mostly active on Asherak, they are sometimes seen elsewhere, especially in the city of Hedrad on Ghelspad. Pacifiers' first loyalty is to the city-state to which they have given their oath (even before its loyalty to Hedrada himself, for in performing its sworn duty perfectly it best serves Hedrada's Law), whether that city is on the Material Plane or in Hedrada's Vaults of Eternity. Appearing as seated humanoid figures hovering above the ground, pacifiers often hang motionless for hours over a central square, gate, or other important area.

A pacifier frequently scans the thoughts of those about itself looking for seditious intent, or even mere dissent. Upon finding such intent, it seeks to have the wrong-doer arrested and turned over to the civic authorities. Violent foes who resist the pacifier's sanctuary aura find themselves displaced into one of the pacifier's six lanterns, where they are held until they are tried by the city's court. The testimony of a robed pacifier is considered to be above question and generally constitutes sufficient proof of guilt in courts of law, so those it

captures are almost invariably punished as befits their crime.

Pacifiers in more restrictive city-states often bear only five lanterns. Political dissidents, heretics, "trouble-makers," and similar criminals are reportedly kept in their "sixth lanterns," which are always hidden in secret and difficult if not impossible to reach locations.

Combat

Pacifiers abhor violence and participate in physical conflict only if they have absolutely no other choice. Normally they let the authorities of their home cities handle any such problems, aiding with *hold monster*, *trap the soul* and other spell-like abilities on especially difficult foes. They maintain a safe distance from dangerous foes, floating in the air well out of range of melee attacks and using their mind sight ability on spell-casters to identify and counter spells and discover the names of potential targets for their *trap the soul* power. When forced to fight, pacifiers do so as efficiently as possible, usually fighting defensively.

Pacifiers always avoid using abilities that might harm innocents, while ensuring that none of their foes escape. Their greatest concern at all times is the maintenance of law. Criminals availing themselves of magic to escape are rarely successful.

It has been theorized in arcane circles that a pacifier's lamp could be used as a focus for a *trap the soul* spell in place of the usual material component, but this is unsubstantiated as no one has ever succeeded in taking one from its owner. A being held in a lantern not currently in a pacifier's possession may be freed with a *break enchantment*, *limited wish*, *wish*, or *miracle*; a *disintegrate* spell may destroy the lantern and slay the soul within it. A lantern is immune to all other magic. Each lantern has hardness 30 and 50 hit points, and cannot be broken with a Strength check save by a deific-level being. Physically destroying the lantern will also destroy the trapped soul.

Dispelling (Sp): A robed pacifier can counter a spell as a free action once per round. This ability functions as the counterspell version of *greater dispel magic* (caster level equals the pacifier's HD). The pacifier is always considered to have readied an action to counterspell any time that it is not flat-footed, provided it is aware of the caster's presence. If the pacifier knows what spell it is trying to counter (usually by means of its mind sight ability), it gains an additional +5 bonus on the dispel check.

Mind Sight (Su): At will, a robed pacifier may read the surface thoughts of any creature within 60 feet as if it had been concentrating on the subject for 3 rounds with the *detect thoughts* spell (caster level 16th; Will DC 18 negates). It may switch targets once per round as a free action on its own turn. This ability can be dispelled, but the pacifier can reactivate it again as a free action on its next turn. The save DC is Charisma-based.

Spell-Like Abilities: At will—*calm emotions* (DC 16), *detect chaos*, *dimensional anchor*, *discern lies* (DC 18), *divination*, *greater teleport*, *hold monster* (DC 19), *inquisition** (DC 19), *mind raid** (DC 18), *Salamar's quiet contemplation** (DC 15), *true seeing*, *zone of truth* (DC 16); 3/day—*dictum* (DC 21), *shield of law*; 1/day—*dimensional lock*, *mass hold monster* (DC 23), *plane shift*. Caster level 10th. The save DCs are Charisma-based.

Trap the Soul (Sp): As a standard action, a robed pacifier may remand the soul of an attacker or a dangerous criminal to one of the circular lanterns it carries. This ability functions as the spell completion version of *trap the soul* (caster level 16th; DC 18), save that the pacifier uses one of its six lanterns in place of a gem. Each lantern may trap one creature at a time, which can have as many as three times the HD of the pacifier (thus, typically, up to 24 HD), and a failed casting does not harm the lantern. The pacifier's lantern need only be on the same plane for this ability to function. The save DC is Charisma-based.



A lantern held by a pacifier is immune to damage of any kind or any spell or effect less powerful than *wish*.

Unarmed Strikes (Ex): A robed pacifier deals damage with its slam attacks as though they were the unarmed strikes of a monk whose level equals the pacifier's HD, although it usually deals only nonlethal damage. Its slam attacks are considered magic weapons for the purpose of penetrating damage reduction.

Discern the Vanishing Trail (Su): As a full-round action, a robed pacifier can attempt to determine the destination of a specific *dimension door*, *teleport*, *shadow walk*, or similar transportation spell or effect it has observed within the past 24 hours. To do so, the pacifier must make an Intelligence check (DC 15 + the transportation spell's level). If the pacifier is using its mind sight ability on the creature when the target casts or activates the teleportation effect, the pacifier gains a +5 bonus on this Intelligence check. A successful check permits the pacifier to use *greater teleport* to arrive safely at the same location as the caster of the tracked spell. This ability may be used only once per teleportation spell.

Flight (Ex): A robed pacifier can cease or resume flight as a free action.

Rule of Law (Ex): A robed pacifier is immune to mind-affecting spells or powers, and also to any effect that would result in changing the pacifier's physical form (such as a *baneful polymorph* or contracting lycanthropy) or alignment (such as donning a cursed *helm of opposite alignment*).

Sanctuary (Su): Robed pacifiers exude an aura that protects them from those who would harm them. This aura is similar to the *sanctuary* spell (caster level 16th; Will DC 18 negates), except that opponents must save each time they wish to attack the pacifier. This aura can be dispelled, but the pacifier can create it again as a free action on its next turn. If the pacifier attacks, its sanctuary aura is suppressed for 1 round. The save DC is Charisma-based. This ability functions as a 5th-level spell.

Skills: Robed pacifiers have a +4 racial bonus on Listen and Spot checks and a +10 racial bonus on Sense Motive checks.

Inviting Death

Huge Plant	
Hit Dice:	10d8+40 (85 hp)
Initiative:	—5
Speed:	0 ft.
AC:	7 (—2 size, —5 Dex, +4 natural), touch 3, flat-footed 7
Base Attack/Grapple:	+7/+10
Attack:	—
Full Attack:	—
Space/Reach:	15 ft./0 ft.
Special Attacks:	Acid spray, digestion, enclose, soma, sopotrophic spray
Special Qualities:	Healing, plant traits
Saves:	Fort +11, Ref —, Will +4
Abilities:	Str —, Dex —, Con 19, Int —, Wis 13, Cha 1
Skills:	—
Feats:	—
Environment:	Warm forest
Organization:	Solitary
Challenge Rating:	7
Treasure:	Standard
Alignment:	Always neutral
Advancement Range:	11–18 HD (Huge); 19–30 HD (Gargantuan)
Level Adjustment:	—

Vines and thick foliage surround a shallow pool filled with pure, crystalline water. You feel a sense of peace and contentment, as if this is a refuge from the violence and danger of the jungle.

Description

There are said to be deep, warm springs of healing water in the Gamulganjus that mend the flesh and purify the blood. These springs can wash away scars and expel the foulest of sickness. There are some native peoples who, as death approaches, seek out the slow, peaceful end brought by the great plant known as the inviting death. It is rumored to be the most pleasant death imaginable.

Combat

This is a carnivorous plant with an amazing method of luring prey. The plant forms a great, shallow basin in the jungle floor with its large, waxy lower leaves. This basin then fills with rainwater and the excretions of the plant. The resulting subtly sweet fluid is clear and warm, as if heated from some deep source. Most miraculously, it closes and heals the wounds of those that drink from it, and purges poison and sickness from any brave enough to bathe.

When anything lingers in the pool for a length of time, however, the plant releases stronger and stronger narcotic and healing fluids, leaving the target tingling with pleasure and new health. Then the plant slowly closes over the top of its prey, releasing its intoxicating digestive fluids. Few even think to attempt escape as the strange leaf drifts casually over them; even those who do wish to free themselves rarely find the strength in their relaxed muscles to move.

If the plant is attacked by creatures outside of its leafy embrace, it sprays a soporific and psychotropic chemical outward at its attackers. This chemical is emitted through pores on the bottom of the plant's

enormous leaves. If this chemical does not halt the attacks, it sprays a second chemical that burns flesh, and continues to do so until the attacks cease, it runs out of the chemical, or it is killed.

Acid Spray (Ex): 10-foot spread; once every 3 rounds (maximum once per day for every 3 HD of the plant); 4d8 acid; Reflex DC 19 half. The save DC is Constitution-based. This acidic chemical harms only animal matter; other plants and organic materials are unaffected.

Digestion (Ex): A creature trapped within an inviting death takes 4 points of acid damage every minute, but feels no pain. A creature slain in this manner is fully digested and incorporated into the plant after another 48 hours.

Enclose (Ex): Once a creature succumbs to the plant's soma, the inviting death slowly lifts its great fronds and envelops the creature in its cozy but fatal embrace. A trapped creature can wrestle its way free by getting a pin result on a grapple check against the plant. Alternately, an enclosed creature can cut its way out using a light slashing or piercing weapon to deal 15 points of damage to the plant's interior (AC 12). Once the creature exits the plant by cutting its way out, vascular action closes the hole; another enclosed crea-

ture must cut its own way out. A Huge inviting death's interior can hold 1 Large, 2 Medium, 8 Small, 32 Tiny, 128 Diminutive, or 512 Fine opponents.

Soma (Ex): Due to the inviting odor of the plant's fluids, any animal, humanoid, or monstrous humanoid that comes within 30 feet of the inviting death must make a DC 19 Will save at to avoid drinking from its waters. A creature immune to poison is immune to this effect.

Any creature that drinks from the pool must make a Fortitude save (DC 19, +1 for each round spent drinking beyond the first) to avoid bathing in the plant's waters. A bathing creature must make another Will save (DC 19, +1 for every 10 minutes spent bathing) to leave the pool. Once a creature has failed its Will save to leave, the plant encloses the victim and begins to digest it.

The save DCs are Constitution-based.

Sopotrophic Spray (Ex): 20-foot-radius burst; once every 3 hours; Will DC 19 negates. Any living creature that fails its save is put into a deep sleep (as the *sleep* spell) for 1d4 hours, during which time it has remarkable and memorable dreams. The save DC is Constitution-based.

Healing (Su): For each round spent drinking from the inviting death's pool, a living creature heals 1d4 hit points. No creature can regain more than 10d4 hit points per day by drinking from an inviting death.

For every 10 minutes spent bathing in the plant's pool, a living creature heals 5 hit points; after bathing for 30 minutes, the creature is cured of all diseases or poisons that currently affect it, and for every 30 minutes thereafter it heals 1 point of ability damage.

A creature cannot be healed up to more than its normal hit point total by drinking or bathing; any excess healing is ignored.



Iron Serpent

Huge Magical Beast

Hit Dice:	10d10+60 (105 hp)
Initiative:	+8
Speed:	30 ft. (6 squares), burrow 20 ft.
AC:	22 (-2 size, +4 Dex, +10 natural), touch 12, flat-footed 18
Base Attack/Grapple:	+10/+28
Attack:	Bite +18 melee (2d6+15)
Full Attack:	Bite +18 melee (2d6+15)
Space/Reach:	15 ft./10 ft.
Special Attacks:	Constrict 2d8+15, improved grab
Special Qualities:	Damagereduction10/adamantine, darkvision 60 ft., resistance to acid 5, cold 5, fire 10, and sonic 10, vulnerability to electricity, scent, tremorsense 60 ft.
Saves:	Fort +13, Ref +11, Will +4
Abilities:	Str 31, Dex 18, Con 22, Int 3, Wis 13, Cha 10
Skills:	Hide -1*, Listen +3, Spot +13
Feats:	Alertness, Combat Reflexes, Improved Initiative, Power Attack
Environment:	Warm desert
Organization:	Solitary
Challenge Rating:	10
Treasure:	None
Alignment:	Always neutral evil
Advancement Range:	11–23 HD (Huge); 24–30 HD (Gargantuan)
Level Adjustment:	—

It is a huge snake, but its scales are heavy overlapping plates of iron. It hisses and attacks in a crash and clang of metal.

Description

When the hammer and tongs of Golthagga were destroyed in the final struggle between the titan and Corean the Avenger, the fragments were scattered all across the world. Many landed in the region now known as the Iron Sands, and some fragments are said to have pierced the flesh of the hardy desert snakes that dwelled there. From that catastrophe emerged the fierce predators called iron serpents — great, metal-scaled monsters infused with the hostility and evil of the fallen titan.

These creatures now inhabit the Iron Sands desert (and, it is rumored, the deserts of some other lands as well), lurking beneath the sand to emerge and strike hapless prey, which often includes travelers, nomads, and desert caravans. The serpents are solitary, but mate once each year, after which females lay clutches of 2 to 4 small, iron-hard eggs that hatch in the summer months. As they have few natural

predators, iron serpents are limited in population only by the availability of food. Thankfully, their numbers are relatively low owing to the scarcity of desert prey.

Combat

Iron serpents spend much of their time buried beneath the sand (total cover), hiding away from potential victims and conserving their energy until their tremorsense detects the approach of prey. If a caravan, herd, or other large group approaches, they generally wait for stragglers or rearguards, burst up from the sand to attack, bite and crush a likely victim to death, swallow it, and then quickly vanish beneath the sands.

Constrict (Ex): On a successful grapple check, the iron serpent deals 2d8+15 points of crushing damage.

Improved Grab (Ex): To use this ability, the iron serpent must hit with its bite attack. If it establishes a hold, it can constrict.

Skills: *Iron serpents have a +4 racial bonus on Hide checks in barren or desert terrain.



Jin-Sat

Medium Magical Beast

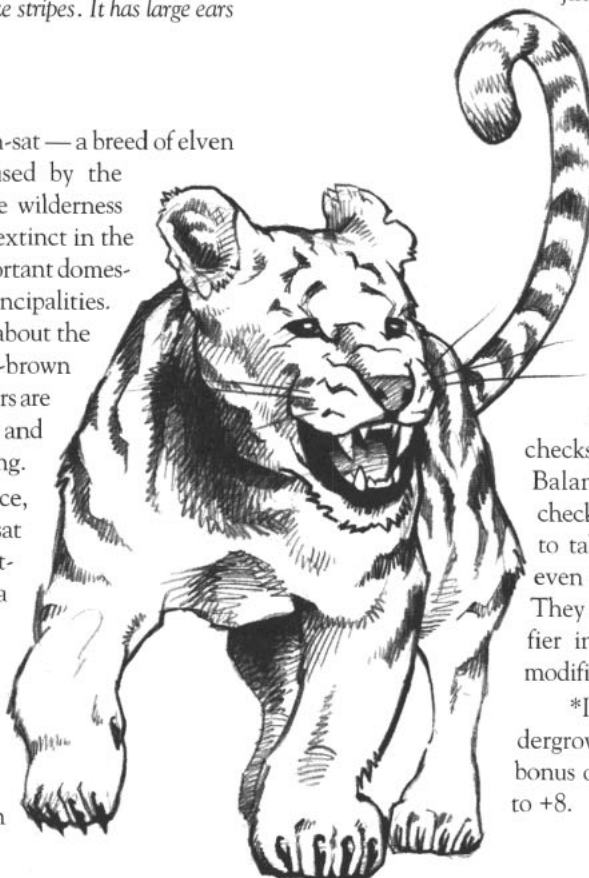
Hit Dice:	4d10+8 (30 hp)
Initiative:	+5
Speed:	40 ft. (8 squares), climb 20 ft.
AC:	16 (+5 Dex, +1 natural), touch 15, flat-footed 16
Base Attack/Grapple:	+4/+6
Attack:	Bite +7 melee (1d6+2)
Full Attack:	Bite +7 melee (1d6+2) and 2 claws +4 melee (1d4+1)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Improved grab, pounce, rake 1d4+1, spell-like abilities
Special Qualities:	Hyper-sensitive, low-light vision, scent, uncanny dodge
Saves:	Fort +6, Ref +9, Will +4
Abilities:	Str 14, Dex 21, Con 15, Int 4, Wis 16, Cha 10
Skills:	Balance +13, Climb +13, Hide +9*, Jump +6, Listen +14, Move Silently +9, Spot +8, Survival +4
Feats:	Alertness, Weapon Finesse
Environment:	Temperate or warm forest and plains
Organization:	Solitary or pair
Challenge Rating:	3
Treasure:	None
Alignment:	Always neutral
Advancement Range:	5–9 HD (Medium); 10–12 HD (Large)
Level Adjustment:	+3 (cohort)

This creature is about the size of a puma or leopard, with golden fur and dark brown tiger-like stripes. It has large ears and green-gold eyes.

Description

Since ancient times, the jin-sat — a breed of elfen hunting cat — have been used by the Termanan elves to hunt in the wilderness regions of the continent. Long extinct in the wild, the jin-sat remains an important domesticated animal in forsaken elf principalities. Jin-sat are large predatory cats, about the size of a leopard, their fur golden-brown with dark brown stripes. Their ears are larger than those of most cats, and they have a keen sense of hearing.

Since their decline as a race, forsaken elves have bred the jin-sat more as companions than hunting beasts, and the cats are a common fixture in affluent forsaken elf households, especially in Pelegael and Kasiavael. Over the years the species has become inbred, however, and individual jin-sat sometimes experience difficulty focusing on their surroundings.



Such is the state of forsaken elf society today that they might be willing to part with their beloved pets if the price is right, so these creatures are sometimes encountered in the company of adventuring groups, merchants, and mercenaries.

Combat

The jin-sat is a magical creature, as befits the elves' own magical nature. It hunts using *chameleon skin* and *rabbit feet*, sending out an *arcane eye* to spot quarry, then springs into action, attacking its prey with preternatural speed.

Jin-sat typically leap upon their prey, locking on with their jaws and raking with all four claws.

Improved Grab (Ex): To use this ability, a jin-sat must hit with its bite attack.

Pounce (Ex): If a jin-sat charges a foe, it can make a full attack, including two rake attacks.

Rake (Ex): Attack bonus +9, damage 1d6+1.

Spell-Like Abilities: At will—*clean**, *dowsing**, *open/close*; 3/day—*arcane eye*, *chameleon skin**, *rabbit feet**; 1/day—*disappear**, *expeditious retreat*. Caster level 4th. The save DCs are Charisma-based.

Hyper-Sensitive (Ex): Whenever a jin-sat is exposed to jarring sensory stimuli, such as loud noises, alien smells, or sudden fast movements, it must succeed at a Wisdom check (DC 6) or be confused for 1d3 rounds. A

jin-sat that successfully saves need not make another save against that particular stimulus for 24 hours.

Uncanny Dodge (Ex): This ability functions as the rogue class feature of the same name.

Skills: Jin-sat have a +4 racial bonus on Hide, Listen, and Move Silently checks, a +6 racial bonus on Listen checks, and a +8 racial bonus on Balance, Climb, and Jump checks. They can always choose to take 10 on Climb checks, even if rushed or threatened. They use their Dexterity modifier instead of their Strength modifier for Climb checks.

*In areas of tall grass or undergrowth, the jin-sat's racial bonus on Hide checks increases to +8.

Jungle Squid

Huge Magical Beast (Aquatic)

Hit Dice:	18d10+90 (189 hp)
Initiative:	+5
Speed:	20 ft. (4 squares), climb 20 ft., swim 40 ft.
AC:	28 (–2 size, +1 Dex, +19 natural), touch 9, flat-footed 27
Base Attack/Grapple:	+18/+34
Attack:	Tentacle +24 melee (2d6+8)
Full Attack:	6 tentacles +24 melee (2d6+8) and bite +19 melee (2d8+4)
Space/Reach:	15 ft./10 ft. (40 ft. with tentacles)
Special Attacks:	Constrict 2d6+8, improved grab, spell-like abilities, spells, swallow whole
Special Qualities:	Damage reduction 5/piercing, darkvision 60 ft., fast healing 1, immunity to disease and poison, low-light vision, resistance to electricity 10 and fire 10
Saves:	Fort +16, Ref +14, Will +14
Abilities:	Str 26, Dex 13, Con 20, Int 17, Wis 22, Cha 19
Skills:	Climb +19, Concentration +17, Hide +11*, Knowledge (nature) +9, Listen +26, Move Silently +17, Search +12, Spot +26, Swim +16, Use Magic Device +16
Feats:	Alertness, Combat Casting, Eschew Materials, Improved Initiative, Iron Will, Lightning Reflexes, Skill Focus (Use Magic Device)
Environment:	Warm forest or marsh
Organization:	Solitary
Challenge Rating:	16
Treasure:	Double standard
Alignment:	Usually neutral evil
Advancement Range:	19–25 HD (Huge); 26–46 HD (Gargantuan); 47–54 HD (Colossal)
Level Adjustment:	—

The creature looks like a gigantic squid with a soft, mottled dark green body and a heavy, chitinous beak. This would not be so shocking if it weren't propelling itself through the jungle foliage with its multiple vine-like tentacles.

Description

A giant cephalopod related to the kraken, the jungle squid is an arboreal predator armed with six barbed tentacles. Each tentacle has 10 to 14 leafy protrusions that give it a vine-like appearance. The squid's huge beak is capable of swallowing human-sized prey whole.

Once confined to the Gamulganjus, jungle squids can now be found throughout Termans's jungles and swamps, including the dark reaches of Blood Bayou. These massive, tentacled horrors are notoriously territorial, and often ambush interlopers from the safety of the jungle canopy. A jungle squid goes to great lengths to find the perfect treetop lair, always situated near water. Once it has secured its position as the region's dominant predator, it uses its druidic abilities to charm or cow other denizens into serving as its sentries. For this reason, the jungle squid is generally aware of unwanted visitors long before they approach its lair.



Thought to have been created by Gaurak, jungle squids have nonetheless come to pay homage to Denev. Unfortunately, this does not necessarily make them any less of a threat to most other creatures. Despite the squids' malevolent nature, though, they have come to respect Denev's creations and will not harm them without cause; further, such servants are often allowed to go their way unharmed once they have served the squid for a time. This measure of respect also applies to Denev's druids, and under certain circumstances jungle squids have actually been known to approach the Earthmother's druids to parley for one reason or another — though this parley may well begin with an apology for its recent or imminent attack upon the druid's allies.

Jungle squids strongly dislike others of their kind, and fights are almost guaranteed to break out between them when they cross paths, except on those rare occasions when males and females come together to mate.

Jungle squids speak Kraken, Aquan, Titan, and any one major local tongue.

Combat

The jungle squid's coloration and habitat give it an excellent opportunity to surprise its opponents. A squid usually drapes its camouflaged tentacles across foliage (where they are often mistaken for thick vines) and simply waits for prey to approach. It is capable of breathing and functioning perfectly well both on land or in the water, and often chooses a lair on or near water, which allows it to take advantage of this fact.

Within its domain, a jungle squid is difficult to surprise, as its charmed minions will report any unusual activity. If it feels threatened by a particular report, the squid will often send one or two of its more powerful and aggressive minions to "investigate," while it learns about or observes the encounter through other creatures or spells. If the intruders prove to be competent but no terrible threat, the squid may engage in hit-and-run tactics, relishing the thrill of the hunt, and then simply make the interlopers its slaves. However, if the intruders present a serious threat, the jungle squid will prepare to buff itself with preparatory combat spells and look for a good opportunity to kill them.

Like the blood krakens of Termana's oceans, jungle squids are fond of using magic items and wearing the trinkets of fallen foes.

Constrict (Ex): A jungle squid deals automatic tentacle damage with a successful grapple check.

Improved Grab (Ex): To use this ability, the jungle squid must hit with a tentacle attack. If it wins the grapple check, it may either constrict or transfer a grabbed opponent to its mouth for a bite. If the squid establishes a hold with its bite, it can attempt to swallow its victim whole.

Spell-Like Abilities: At will—*charm animal* (DC 15), *charm person* (DC 15), *dominate animal* (DC 17), *obscuring mist*. Caster level 18th. The save DCs are Charisma-based.

Spells: Jungle squids can cast divine spells as 9th-level druids. The save DCs are Wisdom-based.

Typical druid spells prepared (6/6/6/4/3/2; save DC 16 + spell level): 0—*detect magic, flare, guidance, read magic, resis-*

*tance, shockwave**; 1st—*buoyancy net*, chameleon skin*, entangle, hide from animals, magic fang, shockwave strike**; 2nd—*chill metal, divine wisdom*, Golthain's insight*, lure*, soften earth and stone, summon swarm*; 3rd—*animal spy*, earth blast***; 4th—*command plants, rusting grasp, spike stones*; 5th—*Denev's leap***, *summon nature's ally V*.

Swallow Whole (Ex): A jungle squid can try to swallow a grabbed opponent at least two sizes smaller than itself by making a successful grapple check. Once inside, the opponent takes 2d8+8 points of crushing damage plus 6 points of acid damage per round. A swallowed creature can cut its way out using a light slashing or piercing weapon to deal 20 points of damage to the squid's interior (AC 19). Once the creature exits the squid by cutting its way out, muscular action closes the hole; another swallowed creature must cut its own way out. A Huge squid's interior can hold 2 Medium, 8 Small, 32 Tiny, 128 Diminutive, or 512 Fine opponents.

Skills: Jungle squids have a +4 racial bonus on Move Silently checks and a +8 racial bonus on Climb and Swim checks. They can always choose to take 10 on Climb and Swim checks, even if rushed or threatened. They can use the run action while swimming, provided they swim in a straight line.

*In overgrown or heavily foliate areas (including underwater locales with aquatic plant life), jungle squids have a +8 racial bonus on Hide checks.

Living Bog

Gargantuan Ooze (Aquatic)

Hit Dice:	12d10+84 (150 hp)
Initiative:	-5
Speed:	20 ft. (4 squares), swim 20 ft.
AC:	1 (-4 size, -5 Dex), touch 1, flat-footed 1
Base Attack/Grapple:	+9/+32
Attack:	Slam +16 melee (4d6+16 plus poison)
Full Attack:	Slam +16 melee (4d6+16 plus poison)
Space/Reach:	20 ft./15 ft.
Special Attacks:	Improved grab, incendiary burst, poison, swamp gas
Special Qualities:	Blindsight 60 ft., boglike, creates swamplights, ooze traits
Saves:	Fort +11, Ref -1, Will -1
Abilities:	Str 33, Dex 1, Con 24, Int —, Wis 1, Cha 1
Skills:	—
Feats:	—
Environment:	Any marsh
Organization:	Solitary
Challenge Rating:	11
Treasure:	None
Alignment:	Always neutral
Advancement Range:	13–18 HD (Gargantuan); 19–36 HD (Colossal)
Level Adjustment:	—

A number of small glowing lights begin to bob and weave through the air over the vast swampy pool.

Description

A living bog is a gigantic amorphous creature that inhabits marshes and wetlands across the continent of Termana. Normally indistinguishable from the ordinary pools found in any swamp or marsh, living bogs are usually content to lie still, occasionally devouring creatures that stumble into their watery bodies.

Combat

An attacking living bog might be mistaken for an elemental, rising as a shapeless mass that resembles an animate composite of water, muck, and decomposing vegetable matter. It attacks with devastating slams, and is also capable of emitting dangerous swamp gasses.

Living bogs rarely retreat from combat, being mindless and voracious.

Improved Grab (Ex): To use this ability, the living bog must hit with a slam attack.



Incendiary Burst (Ex): Seven times per day, as a free action, a living bog can cause one of its swamplights to explode. The resulting 50-foot burst deals 7d6 points of fire damage to any creature within the area (Reflex DC 23 half). The save DC is Constitution-based.

Living bogs instinctively will not cause a swamplight to explode in such a location that the resulting burst might cause damage to itself.

Poison (Ex): Slam, Fort DC 23, 1d4 Str/1d6 Str.

Swamp Gas (Ex): At will, as a standard action, a living bog can release a cloud of swamp gas similar in effect to a *stinking cloud* spell (DC 23). Twice per day, it can make this cloud simi-

lar to a *cloudkill* spell (DC 23). In each case, the range of the gas cloud is 30 feet, but it otherwise functions as the appropriate spell. The save DCs are Constitution-based.

Boglike (Ex): An motionless living bog so closely resembles a stretch of boggy ground that a creature about to walk into one must make a DC 20 Survival check to discern the difference.

Create Swamplights (Su): At will, a living bog can create swamplights, small hovering spheres of light similar to those made by a *dancing lights* spell (caster level equals the living bog's HD).

Love-Scorned Soul

Medium Undead (Incorporeal)

Hit Dice:	9d12 (58 hp)
Initiative:	+7
Speed:	Fly 60 ft. (good)
AC:	17 (+3 Dex, +4 deflection), touch 17, flat-footed 14
Base Attack/Grapple:	+4/—
Attack:	Incorporeal touch +7 melee (1d8 plus 1d6 Charisma drain)
Full Attack:	Incorporeal touch +7 melee (1d8 plus 1d6 Charisma drain)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Charisma drain, hateful gaze
Special Qualities:	Darkvision 60 ft., incorporeal traits, low-light vision, undead traits, +2 turn resistance
Saves:	Fort +3, Ref +6, Will +7
Abilities:	Str, Dex 17, Con, Int 14, Wis 12, Cha 18
Skills:	Hide +15, Intimidate +16, Listen +13, Search +14, Sense Motive +13, Spot +13
Feats:	Blind-Fight, Combat Expertise, Flyby Attack, Improved Initiative
Environment:	Any land or underground
Organization:	Solitary
Challenge Rating:	7
Treasure:	None
Alignment:	Always chaotic evil
Advancement Range:	10–18 HD (Medium)
Level Adjustment:	

The figure is stunning — a finely-dressed female with flawless features and sorrowful eyes. When she meets your gaze, you feel a sense of melancholy and sadness... but also one of dread and malevolence.

Description

These sad creatures are the undead remains of particularly strong-willed people who died tragically because of their love for another. A woman slain en route to the altar, a man who fell from his bedroom window after finding his lover in the arms of another, victims of the unhallowed monster known as the false lover — any of these might return as a love-scorned soul. Embittered and warped by their deaths, love-scorned souls appear as spectral versions of their former lives, their once happy features twisted by sorrow, anger, despair, and hatred. Denied love as mortals, they now exist only to crush and hurt the living.

A number of these creatures are believed to have been welcomed by the Ghoul King to the Isle of the Dead. Some historians fear that he has learned well from his two failed invasions, and that he now employs love-scorned souls to create hatred and dissent among the people of Termana, shattering already fragile alliances, in preparation of his next assault.

Combat

A love-scorned soul often chooses a particular individual or a couple to be the object of its malicious

attention. It then shadows its targets, waiting for the best moment to strike. When possible, it traps the lovers together, using its hateful gaze to drive them to destroy one another.

Alternatively, the love-scorned soul may employ its gaze against only one of the couple, perhaps even retreating from its victim to fool it into believing that the spirit has been defeated. The victim then “escapes” and returns to the lover — whom he or she now sees as a deadly enemy. The love-scorned soul then uses its deadly incorporeal touch attack to finish the heartbroken victim.

Charisma Drain (Su): Living creatures hit by a love-scorned soul’s incorporeal touch attack must succeed at a DC 18 Fortitude save or take 1d6 points of Charisma drain. The save DC is Charisma-based.

Those reduced to Charisma 0 by a love-scorned soul’s touch have become so loathsome and repulsive to themselves that they retreat into a comatose state and are no longer aware of themselves or their environment. In this comatose state, the creature loses 2d10 hit points per day until it perishes.

Hateful Gaze (Su): Gaze, 30 feet, Will DC 18 negates (caster level 9th). The save DC is Charisma-based. A character that fails her save against the love-scorned soul’s hateful gaze believes that her closest friend or lover is a hated enemy. She seeks at once to kill the “enemy,” using the most efficacious means at her disposal. The effect lasts 2d6 hours, or until the love-scorned soul is destroyed. The effect of the hateful gaze can be removed with a successful dispel magic or remove curse.



Marble Sentinel

	Skyros Medium Construct	Onyx Medium Construct	Bloodstone Medium Construct
Hit Dice:	3d10+20 (36 hp)	6d10+20 (53 hp)	9d10+20 (69 hp)
Initiative:	+0	+1	+5
Speed:	20 ft. (4 squares)	20 ft. (4 squares)	30 ft. (6 squares)
AC:	16 (+6 natural), touch 10, flat-footed 16	17 (+1 Dex, +6 natural), touch 11, flat-footed 16	19 (+1 Dex, +8 natural), touch 11, flat-footed 18
Base Attack/Grapple:	+2/+4	+4/+7	+7/+11
Attack:	Masterwork longsword +5 melee (1d8+2/19–20)	Masterwork greatsword +8 melee (2d6+4/19–20)	+1 greatsword +12 melee (2d6+7/19–20 plus 1d6 fire) or +1 mighty composite longbow +9 ranged (1d8+5/x3 plus 1d6 fire)
Full Attack:	Masterwork longsword +5 melee (1d8+2/19–20)	Masterwork greatsword +7 melee (2d6+4/19–20)	+1 greatsword +12/+7 melee (2d6+7/19–20 plus 1d6 fire) or +1 mighty composite longbow +9/+4 ranged (1d8+5/x3 plus 1d6 fire)
Space/Reach:	5 ft./5 ft.	5 ft./5 ft.	5 ft./5 ft.
Special Attacks:	—	—	Flaming weapon
Special Qualities:	Construct traits, damage reduction 5/adamantine, darkvision 60 ft., immunity to magic	Construct traits, damage reduction 5/adamantine, darkvision 60 ft., immunity to magic	Construct traits, damage reduction 10/adamantine, darkvision 60 ft., flame aura, immunity to magic
Saves:	Fort +1, Ref +1, Will +1	Fort +2, Ref +3, Will +2	Fort +3, Ref +4, Will +4
Abilities:	Str 15, Dex 10, Con —, Int 3, Wis 10, Cha 1	Str 17, Dex 12, Con —, Int 7, Wis 10, Cha 1	Str 19, Dex 12, Con —, Int 9, Wis 12, Cha 1
Skills:	Listen +5, Spot +5	Listen +5, Sense Motive +2, Spot +5	Knowledge (history) +3, Listen +7, Sense Motive +5, Spot +7
Feats:	Alertness, Power Attack	Alertness, Cleave, Power Attack	Alertness, Cleave, Improved Initiative, Power Attack
Environment:	Any	Any	Any
Organization:	Solitary, pair, squad (3–8), company (20–100), or legion (200–1,000)	Solitary, pair, squad (3–6); or 1 per 6 skyros sentinels	1 per 20 skyros sentinels
Challenge Rating:	4	6	7
Treasure:	Standard	Standard	Standard
Alignment:	Always lawful neutral	Always lawful neutral	Always lawful neutral
Advancement Range:	4–6 HD (Medium)	7–12 HD (Medium)	10–18 HD (Medium)
Level Adjustment:	—	—	—



	Ebon	Alabaster
	Medium Construct	Medium Construct
Hit Dice:	12d10+20 (86 hp)	16d10+20 (108 hp)
Initiative:	+6	+5
Speed:	40 ft. (8 squares)	30 ft. (6 squares)
AC:	22 (+2 Dex, +10 natural), touch 12, flat-footed 20	24 (+1 Dex, +12 natural), touch 11, flat-footed 22
Base Attack/Grapple:	+9/+14	+12/+19
Attack:	Slam +14 melee (1d8+5 plus energy drain) or +3 warscepter +22 melee (1d10+13/19–20/x3) energy bolt +11 ranged (1d8 plus energy drain)	+3 warscepter +22/+17/+12 melee (1d10+13/19–20/x3)
Full Attack:	2 slams +14 melee (1d8+5 plus energy drain) or energy bolt +11 ranged (1d8 plus energy drain)	
Space/Reach:	5 ft./5 ft.	5 ft./5 ft.
Special Attacks:	Energy bolts, energy drain	Spell-like abilities
Special Qualities:	Construct traits, damage reduction 10/adamantine, darkvision 60 ft., flame aura, immunity to magic	Aura of authority, construct traits, damage reduction 10/adamantine, darkvision 60 ft., fast healing 5, immunity to magic
Saves:	Fort +4, Ref +6, Will +6	Fort +5, Ref +6, Will +8
Abilities:	Str 21, Dex 14, Con —, Int 13, Wis 14, Cha 13 Str 25, Dex 12, Con —, Int 17, Wis 16, Cha 17	
Skills:	Knowledge (history) +7, Hide +7*, Listen +14, Move Silently +11, Sense Motive +11, Spot +14	Knowledge (history, religion, plus any two) +11, Listen +21, Search +18, Sense Motive +19, Spot +21
Feats:	Alertness, Cleave, Improved Initiative, Point Blank Shot, Power Attack	Alertness, Cleave, Improved Critical (warscepter), Improved Initiative, Point Blank Shot, Power Attack
Environment:	Any	Any
Organization:	Solitary, pair, or group (3–5)	Solitary; or 1 per 250 skyros sentinels
Challenge Rating:	8	11
Treasure:	Standard	Standard
Alignment:	Always lawful neutral	Always lawful neutral
Advancement Range:	13–24 HD (Medium)	17–32 HD (Medium)
Level Adjustment:	—	—

Description

Since ancient times, the empires of Asherak have built mighty stone warriors to strengthen their armies and defend their cities. The secrets of these sentinels' construction was given to the early empires by the newly born gods of law to help protect their growing civilizations and create security, but since then the sentinels have been used more and more often to further the ends of individual kingdoms and city-states. There are five types of sentinels, based on the type of stone and thus the magical methods used in their construction.

Unlike most other constructs, marble sentinels bear a spark of divine energy and thus actually possess some intelligence, while at the same time remaining utterly obedient to their nation. Aided by divine magic and armies of marble sentinels, the empires of Asherak quickly overwhelmed all lesser civilizations, forming unassailable dynasties. Unfortunately, the slow decline of the empires and the corruption of their rulers have kept them from replacing sentinels lost in battle or as a result of age. Rarely able to expand or replenish their fearsome

stone armies, the empires are forced to overuse their remaining sentinels, further weakening their forces.

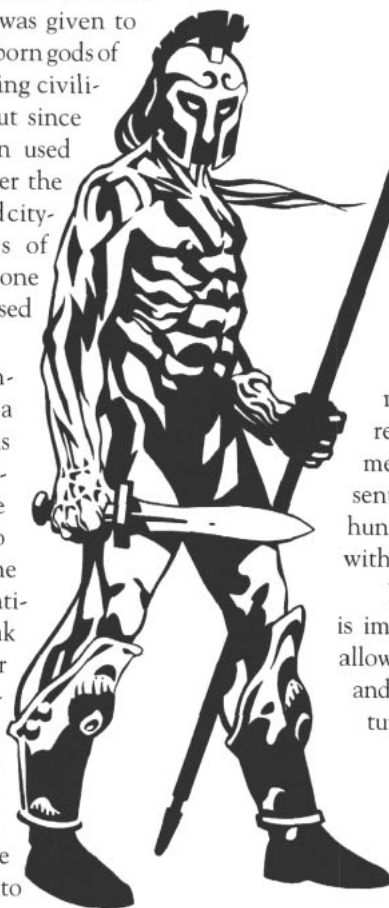
Many remaining city-states have crafted charters by which they agree not to send their sentinels against each other, since the cost of refurbishing damaged sentinels (or losing them altogether) is simply too great.

Combat

Marble sentinels are always equipped with exceptional weaponry. The skyros and onyx sentinels fight in well-disciplined squads, working together in perfect precision as directed by the higher-ranking sentinels. Alabaster and bloodstone sentinels prefer to direct their forces from the rear, relying on magic and ranged attacks to augment the skyros and onyx sentinels. Ebon sentinels are typically sent on lone missions to hunt down enemy spellcasters, overcoming them with blasts of negative energy.

Immunity to Magic (Ex): A marble sentinel is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

A *transmute rock to mud* spell slows a marble sentinel (as the *slow* spell) for 2d6 rounds, with no saving throw, while *transmute mud to rock* heals all of its lost hit points.



A *stone to flesh* spell does not actually change the sentinel's structure, but negates its damage reduction and immunity to magic for 2 full rounds.

Construction

Marble sentinels can be created only by lawful-aligned divine spellcasters who worship lawful-aligned deities. The spellcasting level and materials required, XP expenditure, and necessary spells vary with the type of sentinel, as listed under each individual sentinel's entry.

Skyros Sentinel

The warrior seems to be a tall statue of a muscular warrior, sculpted of grayish stone and armed with a fine weapon.

Skyros sentinels are the most common type of marble sentinel, acting as simple foot soldiers in the empires' armies.

Construction

Forming a skyros sentinel's body requires a single block of plain marble weighing at least 1,800 pounds and a DC 13 Craft (sculpting) check or a DC 13 Craft (stonemasonry) check.

CL 10th; Craft Construct (see MM, Chapter 6), *animate objects*, *geas/quest*, *stone shape*, creator must be 10th level; Price 18,000 gp; Cost 9,000 gp + 720 XP.

Onyx Sentinel

Tall, flawlessly shaped in the form of an armored warrior, the living statue is made of polished brown-black marble and wields a beautiful two-handed sword.

Working in elite units or commanding squads of skyros sentinels, onyx sentinels are warriors a cut above the standard skyrossentinel soldiery. They resemble tall, perfectly proportioned warriors sculpted of shiny dark stone.

Construction

Forming an onyx sentinel's body requires a single block of perfect black marble weighing at least 1,800 pounds and a DC 15 Craft (sculpting) check or a DC 15 Craft (stonemasonry) check.

CL 11th; Craft Construct (see MM, Chapter 6), *animate objects*, *divine power*, *geas/quest*, *stone shape*,

creator must be 11th level; Price 27,000 gp; Cost 14,050 gp + 1,080 XP.

Bloodstone Sentinel

The statue appears to be one of an exceptionally handsome human warrior, with intricately sculpted armor. It is made of red-veined green marble.

Bloodstone sentinels, which command whole platoons of marble sentinels, possess amazing tactical cunning as well as an affinity with flame. They are usually equipped with greatswords and mighty (+4) composite longbows of at least +1 enhancement.

Flaming Weapon (Su): At will, a bloodstone sentinel can cause any weapon it wields to be sheathed in flames, acting as a *flaming weapon*.

Flame Aura (Su): At will, a bloodstone sentinel can radiate a fierce heat out to a 10-foot radius. All living creatures within this area take 1d4 points of fire damage each round.

Immunity to Magic (Ex): In addition to the standard marble sentinel immunity to magic, bloodstone sentinels take damage from magical attacks that deal cold damage, although they take only half the usual amount of damage; thus, they take half damage on a failed save and one-quarter damage on a successful save, if a saving throw applies.

Construction

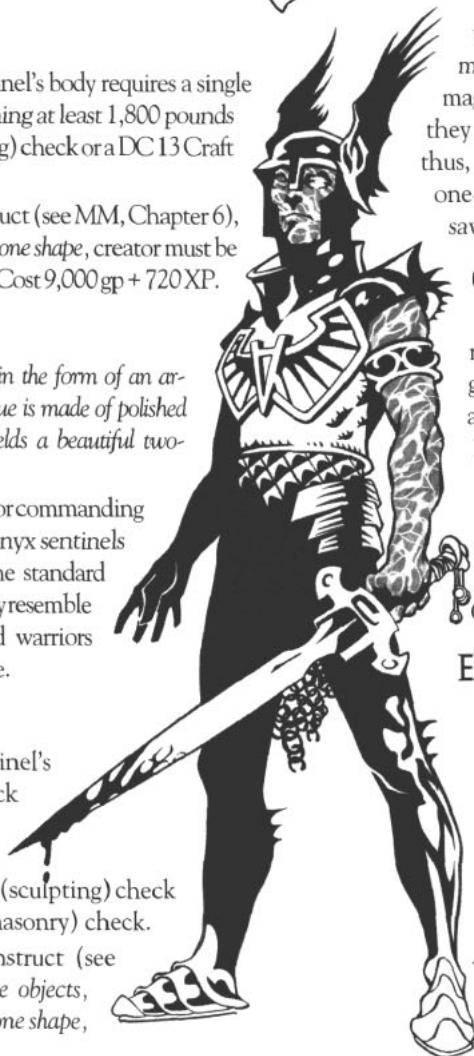
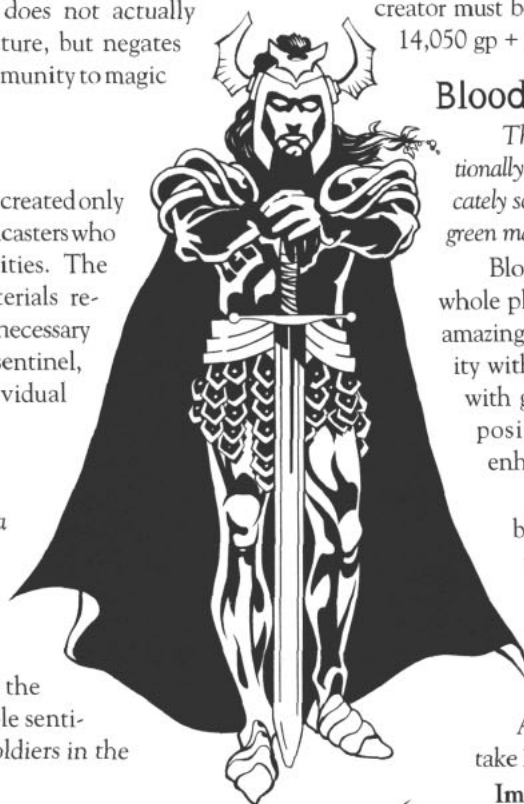
Forming a bloodstone sentinel's body requires a single block of rare red-veined green marble weighing at least 1,800 pounds, and a DC 16 Craft (sculpting) check or a DC 16 Craft (stonemasonry) check.

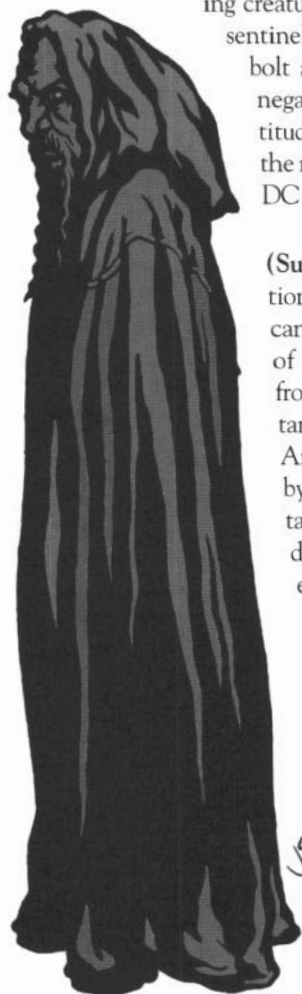
CL 12th; Craft Construct (see MM, Chapter 6), *animate objects*, *fire shield*, *flame/frost weapon**, *geas/quest*, *stone shape*, creator must be 12th level; Price 56,000 gp; Cost 29,700 gp + 2,240 XP.

Ebon Sentinel

Black as jet, the creature is a mobile statue that moves with uncanny grace. It is sculpted in the form of a priest or other religious person in an elegant toga.

Ebon sentinels are unique in that they do not fit directly into the military structure of the other sentinels. These constructs are gifted with divine power granting them a facility with wielding negative energy.





Energy Drain (Su): Living creatures hit by an ebon sentinel's slam or energy bolt attack receive one negative level. The Fortitude save to remove the negative level has a DC of 17.

Energy Bolts (Su): As a standard action, an ebon sentinel can project a dark bolt of negative energy from its hands at any target within 40 feet. An opponent struck by one of these bolts takes 1d8 points of damage and suffers energy drain.

Skills: Ebon sentinels have a +2 racial bonus on Hide and Move Silently checks.

*In shadowy or darkened conditions, they have a +8 racial bonus on Hide checks.

Construction

Forming an ebon sentinel's body requires a single block of the finest and purest black marble weighing at least 1,800 pounds, and a DC 16 Craft (sculpting) check or a DC 16 Craft (stonemasonry) check.

CL 14th; Craft Construct (see MM, Chapter 6), *animate objects*, *energy drain*, *enervation*, *geas/quest*, *stone shape*, creator must be 14th level; Price 82,000 gp; Cost 41,850 gp + 3,280 XP.

Alabaster Sentinel

The figure is tall, made of flawless white marble. It looks like a beautiful human noble of immaculate mien. You feel a profound sense of authority and potency in its presence.

Standing above all the other marble sentinels, alabaster sentinels serve emperors directly and command whole legions of marble warriors. They are usually equipped with +3 warscepters.

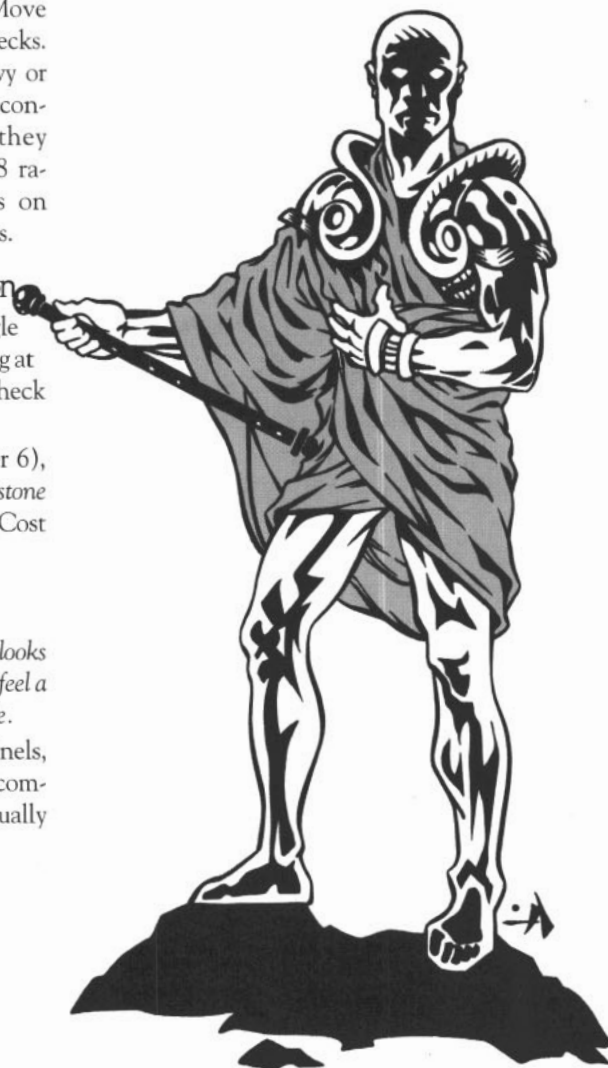
Spell-Like Abilities: At will—*charm person* (DC 14), *dispel magic*, *greater command* (DC 18); 3/day—*dimension door*, *hallucinatory terrain* (DC 17), *shield of law*, *wall of stone*; 1/day—*dominate person* (DC 18), *haste*. Caster level 16th. The save DCs are Charisma-based.

Aura of Authority (Su): An alabaster sentinel is constantly under the effects of a *divine raiment** spell (Will DC 16 negates). A creature that makes its save is immune to that sentinel's aura of authority for 24 hours.

Construction

Forming an alabaster sentinel's body requires a single block of the most pristine and sacred white marble weighing at least 1,800 pounds, and a DC 17 Craft (sculpting) check or a DC 17 Craft (stonemasonry) check.

CL 16th; Craft Construct (see MM, Chapter 6), *animate objects*, *dimension door*, *dispel magic*, *divine raiment**, *dominate person*, *geas/quest*, *greater command*, *hallucinatory terrain*, *haste*, *miracle*, *shield of law*, *stone shape*, *wall of stone*, creator must be 16th level; Price 152,000 gp; Cost 80,560 gp + 6,080 XP.



Momus' Marionette

Diminutive Construct

Hit Dice:	1d10 (5 hp)
Initiative:	+5
Speed:	20 ft. (4 squares)
AC:	17 (+4 size, +5 Dex), touch 17, flat-footed 14
Base Attack/Grapple:	+0/-14
Attack:	Slam +7 melee (1d2-2)
Full Attack:	Slam +7 melee (1d2-2)
Space/Reach:	1 ft./0 ft.
Special Attacks:	Frightful presence
Special Qualities:	Construct traits, darkvision 60 ft., friend 'til the end, innocent aspect, jester's sight
Saves:	Fort +0, Ref +5, Will +0
Abilities:	Str 6, Dex 20, Con —, Int —, Wis 11, Cha 16
Skills:	—
Feats:	Weapon Finesse ^B
Environment:	Any land or underground
Organization:	Solitary, pair, or collection (3-5)
Challenge Rating:	1
Treasure:	None
Alignment:	Always chaotic neutral
Advancement Range:	2 HD (Diminutive); 3 HD (Tiny)
Level Adjustment:	—

It looks like a perfectly ordinary doll of a clown or jester. You glance away for an instant, and when you look back the doll appears to have moved slightly. Or has it?

Description

The mysterious Jack of Tears, also known as Momus, ruler of the Blood Bayou and master of the Carnival of Shadows, sends these small constructs as gifts to prominent citizens throughout Ternana. Though outwardly innocuous, they tend to leave most observers with a vague sense of unease. Though most rulers are aware of the Momus' reputation, most are too fearful of his power to refuse his gifts.

In fact, the dolls are indeed connected to the Jack of Tears himself, enabling him to extend his senses through their tiny painted eyes and ears, witnessing the secrets and political struggles of Scarn's rulers. Of course, most rulers are highly suspicious of the dolls and keep them under close watch in any case, but after a time many rulers find themselves becoming attached to the toys and allow them to lie idly about, unmolested. Of all the rulers known to have received one of Momus' marionettes as gifts, only King Virduk of Calastia has actually rejected (and destroyed) his. Virduk sent his regrets, claiming that the doll was lost in a fire, almost daring the Momus to send another one. So far, the ruler of Blood Bayou has not responded.



Not all of these marionettes are in the possession of Ternana's royalty. Many can be found in the arms of small children of other wealthy or noteworthy families, or as part of a collection. The Jack of Tears accepts any and all information as valuable, regardless of its source. There are reports of several being sent even to families of rulers on Asherak.

Combat

These marionettes were not designed for battle. They rarely even demonstrate that they are capable of moving, in fact, preferring to act at all times the part of a simple doll. They never initiate combat and flee at the first sign of any aggression toward them; however, they prefer to wait until no one is watching before they move, using their innocent aspect ability as much as possible to maintain the aura of mystery that surrounds them.

A Momus' marionette radiates weak magic, but the type of magic is indiscernible.

Frightful Presence (Ex): When faced with a threat, the marionette may lift its mask as a free action, revealing a likeness of the true face of the Jack of Tears (the mask is not normally removable under any circumstances). Anyone within 30 feet must make a DC 13 Will save or be frightened for 5d6 rounds if 1 HD or less, or shaken for 1d6 rounds if 2 HD or more. Frightened victims cannot afterward remember what made them flee, as if affected by a *modify memory* spell.

Friend 'Til the End (Su): After having the marionette in its possession for one month, the owner must make a DC 13 Will save or become addicted to the doll's presence, unable to let it out of his sight for more than a few minutes. If the owner is ever more than one mile away from the doll for longer than a week, he takes 1 point of Constitution damage. After the second week away from the doll, and each such week thereafter, he makes another Will save (DC 13, +1 for every previous failed save) to shake off the effects of being without the doll. This Constitution damage cannot be recovered until the owner makes two successive saves, at which point he no longer takes Constitution damage and can recover lost points normally.

Innocent Aspect (Ex): Seeming little more than a child's toy, a marionette is easily overlooked. A character must make a DC 20 Spot check to notice anything unusual about the doll. If the marionette lies among other dolls or children's playthings, the DC of this check increases to 30.

Jester's Sight (Su): The Jack of Tears can see and hear through a marionette's eyes and ears at will, as if using the *clairaudience/clairvoyance* spell. There is no limit to the range, although the Momus and the marionette must be on the same plane for this ability to function.

Mist Murderer

Small Vermin

Hit Dice:	5d8–5 (17 hp)
Initiative:	+4
Speed:	5 ft. (1 square), burrow 5 ft., fly 40 ft. (average)
AC:	17 (+1 size, +4 Dex, +2 natural), touch 15, flat-footed 13
Base Attack/Grapple:	+3/+0
Attack:	Claw +8 melee (1d6+1 plus poison)
Full Attack:	2 claws +8 melee (1d6+1 plus poison)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Inject eggs, poison, sneak attack +1d6
Special Qualities:	Blindsight 60 ft., mist masking, tremorsense 60 ft., vermin traits
Saves:	Fort +3, Ref +5, Will +2
Abilities:	Str 12, Dex 18, Con 9, Int —, Wis 13, Cha 7
Skills:	Hide +12*, Move Silently +12
Feats:	Weapon Finesse ^B
Environment:	Warm or temperate forest, marsh, and plains
Organization:	Solitary, pair, cluster (3–6), or swarm (7–16)
Challenge Rating:	3
Treasure:	None
Alignment:	Always neutral
Advancement Range:	6–9 HD (Small); 10–15 HD (Medium)
Level Adjustment:	—

Out of the mist comes what looks like a large insect, pale white in color and flexing sharp claws.

Description

A mist murderer appears as a 3-foot-long, dead white cicada with unusually large, razor sharp foreclaws. Like cicadas, mist murderers spend most of their lives as underground pupae, having extremely brief adult lives. Mature mist murderers burrow out of the ground during foggy weather to ambush prey that passes nearby. They use the fog to their advantage to catch prey, killing them and laying eggs in the corpse before dying when the mist clears.

The presence of mist murderers can lead to legends of ghosts in the mist, as cattle or shepherds die mysterious and gruesome deaths. When the bodies of victims of mist murderers are buried, the resulting pupae frequently remain hidden in their graves or burial mounds, emerging when locals wander into the graveyard during the foggy months of autumn and early winter — thus perpetuating the stories of ghosts.

Combat

Mist murderers can sense the approach of creatures within 60 feet due to their tremorsense ability, and once they do so they claw their way up from the ground and strike

silently from the mists. After their initial attack, they fly away 30 or 40 feet into the mist and return a minute or so later once their poison has done its work; they continue this hit-and-run tactic until their prey is slain.

Inject Eggs (Ex): As a full-round action, a mist murderer can lay its eggs in any living host creature that is helpless; the mist murderer then dies within the hour. The host creature takes 1 point of Constitution damage after the first 24 hours, and then again every hour thereafter. Once the creature's Constitution reaches 0, it dies and the larval mist murderers hatch inside it. They feed on the body for one week, after which time they burrow into the ground, slowly developing into adult mist murderers over the next year.

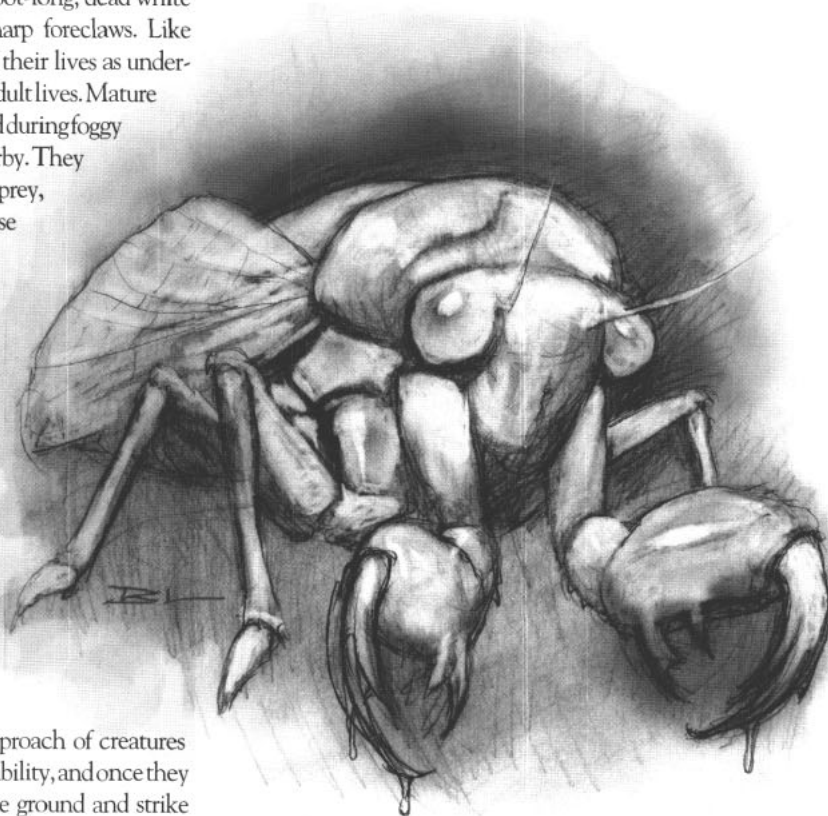
The eggs in a host creature can be removed and destroyed with a successful DC 20 Heal check, requiring 10 minutes, or by a *remove disease* or *heal* spell.

Poison (Ex): Claws, Fort DC 11, 2d4 Dex/2d4 Dex.

Sneak Attack (Ex): This ability functions as the rogue class feature of the same name.

Mist Masking (Ex): Due to its semi-opaque coloration, a mist murderer gains the benefit of total concealment (50% miss chance) in misty or foggy conditions that normally grant only concealment. In misty or foggy conditions that normally grant total concealment, a mist murderer gains the heightened benefit of a 75% miss chance.

Skills: Mist murderers have a +4 racial bonus on Hide and Move Silently checks.



Monkey Lizard

Tiny Animal (Reptilian)

Hit Dice:	1/2 d8 (2 hp)
Initiative:	+2
Speed:	30 ft. (6 squares), climb 30 ft.
AC:	15 (+2 size, +2 Dex, +1 natural), touch 14, flat-footed 13
Base Attack/Grapple:	+0/-11
Attack:	Bite +4 melee (1d3-2)
Full Attack:	Bite +4 melee (1d3-2)
Space/Reach:	2 1/2 ft./0 ft.
Special Attacks:	—
Special Qualities:	Low-light vision
Saves:	Fort +2, Ref +4, Will +1
Abilities:	Str 4, Dex 15, Con 10, Int 2, Wis 13, Cha 7
Skills:	Balance +10, Climb +10, Escape Artist +4, Hide +10*, Jump +4, Listen +4, Move Silently +7, Spot +4
Feats:	Alertness, Weapon Finesse ^B
Environment:	Warm forest
Organization:	Tribe (6-20)
Challenge Rating:	1/4
Treasure:	None
Alignment:	Always neutral
Advancement Range:	1-2 HD (Tiny)
Level Adjustment:	— (Improved Familiar)

The creature darts and moves about constantly. It appears to be a scale-covered monkey, greenish-brown in color, with tiny hands and a thick tail.

Description

Insatiably curious, fiercely loyal, and surprisingly adorable, monkey lizards are the favored house pets of many gnome and terali families. Though monkey lizards were originally native to the Gamulganjus, wild monkey lizards have grown increasingly rare in recent years, and the vast majority of these likable little creatures were born and raised in captivity.

Somewhat smarter than a typical household dog, monkey lizards are often trained as lookouts, messengers, and entertainers, and the smartest among them are even capable of learning rudimentary sign language and acting as scouts. Their chameleon-like scales give them a particular advantage in activities requiring stealth, and their fantastic climbing and natural acrobatic abilities make them popular pets for thieves and entertainers as well.

As their name implies, monkey lizards resemble a cross between a lizard and a monkey, about the size of a large housecat, with silky smooth scales. Their coloring ranges from brown or gray through dull or even bright green, depending on both

mood and surroundings. Their prehensile tails resemble those of lizards more than monkeys, and are almost as strong as their tiny hands.

Combat

Monkey lizards eat mostly fruits and insects in the wild; they are not strong fighters, and avoid combat whenever possible. When threatened, they attempt to use their stealth and climbing abilities to make a quick escape. However, when among a large monkey lizard tribe or accompanied by a humanoid master, or if their young are threatened, monkey lizards can show remarkable courage and determination.

A common trick among tame monkey lizards is to cling to attackers' faces, blinding them while the monkey lizard's master attacks or its tribe escapes. To do this, a monkey lizard must make a successful grapple check; if it establishes a hold, all targets of its victim are considered to have concealment until the grapple is broken.

Skills: A monkey lizard can subtly change colors, giving it a +2 racial bonus on Hide checks. They have a +2 racial bonus on Jump and Escape Artist checks, a +4 racial bonus on Balance and Move Silently checks, and a +8 racial bonus on Climb checks. They can always choose to take 10 on Climb checks, even if rushed or threatened. They use their Dexterity modifier instead of their Strength modifier for Climb and Jump checks.

*In natural surroundings, monkey lizards have a +8 racial bonus on Hide checks due to their ability to change color.



Mulchworm

Large Vermin

Hit Dice:	8d8+24 (60 hp)
Initiative:	+0
Speed:	20 ft. (4 squares), burrow 10 ft.
AC:	18 (-1 size, +9 natural), touch 9, flat-footed 18
Base Attack/Grapple:	+6/+12
Attack:	Bite +7 melee (1d10+3)
Full Attack:	Bite +7 melee (1d10+3)
Space/Reach:	10 ft./5 ft.
Special Attacks:	—
Special Qualities:	Blindsense 30 ft., damage reduction 2/—, division, regeneration 5, scent, tremorsense 60 ft., vermin traits
Saves:	Fort +9, Ref +2, Will +2
Abilities:	Str 14, Dex 10, Con 17, Int —, Wis 11, Cha 2
Skills:	—
Feats:	—
Environment:	Warm forest or underground
Organization:	Solitary, pair, colony (3–5), or swarm (6–20)
Challenge Rating:	4
Treasure:	None
Alignment:	Always neutral
Advancement Range:	9–14 HD (Large); 15–24 HD (Huge)
Level Adjustment:	—

A thick, earthworm-like creature writhes from the detritus on the forest floor. It is dark in color and covered with sticky mucous, and is easily the size of a large crocodile.

Description

The floor of any jungle is covered with fallen leaves, branches, and the decaying remains of animals. This detritus is vital to the forest's ecology, as it provides many of the nutrients required to keep vegetation healthy. It is also the home of myriad vermin.

In Termana, some of the jungles are so old that this layer of compost is dozens of feet thick, reaching a stage where it not only feeds the jungle above it, but also sustains a primitive ecosystem all of its own. Among the creatures that exist in this hidden ecosystem are the great creatures known as mulchworms.

Like the far smaller worms they resemble, mulchworms have an extremely simple and rudimentary anatomy, being little more than a flesh tube surrounding an alimentary canal. While this means that they are virtually non-intelligent, as well as weak and slow for their size, they are also extremely hard to kill, for they can all but ignore damage that would slay most people.

Mulchworms appear much like earthworms grown to enormous size, with adults averaging 11 to 14 feet long. They spend almost their entire lives within the mulch that covers the jungle floors; they have very little reason to venture out, as they extract all of the nutrients and moisture they need from the compost through which they tunnel. The only



thing likely to draw them to the surface is the sudden appearance of a particularly rich source of nutrients.

Unfortunately, one such source is the bodies of the recently slain, for mulchworms are drawn to the scent of blood. One corpse is not sufficient to attract attention, but if several human-sized creatures are killed in the same area in quick succession, mulchworms are likely to be attracted.

It can be a sudden and rather rude shock for those already locked in battle to realize suddenly that their fallen comrades are being slowly consumed by giant worms.

Combat

Though not naturally aggressive, mulchworms pursue their meals with mindless determination. Anyone who attempts to interfere with their feeding finds that their gnawing bites are just as capable of tearing living flesh as they are dead.

The bodies of deceased mulchworms can be boiled down, rendering them into a clear, viscous oil than can be applied to fresh wounds in order to halt bleeding. Making this oil requires a DC 15 Craft (alchemy) check; the oil grants a +4 circumstance bonus on Heal checks to stabilize the fallen. A normal adult worm can provide 8 doses of this oil (1 dose per HD).

Division (Ex): Any single attack that deals enough slashing damage to the mulchworm cuts it into two pieces. The amount of damage required is equal to one-fifth the mulchworm's normal hit point total. Thus, a mulchworm with 60 hit points is cut in half if a single attack deals at least 12 points of damage. If the mulchworm succeeds at a DC 15 Fortitude save, both pieces survive independently (each with half the worm's remaining hit points). If the save fails, only one half survives, retaining all of the worm's present hit points.

If both halves survive, each begins to regenerate as a separate creature with a hit point total equal to that of the original worm. However, the part that does not have a head can only bite once it has fully regenerated; it usually simply burrows into the ground to heal before returning to the battle.

Regeneration (Ex): Fire and cold deal normal damage to a mulchworm.

Mummy, Spiderweb

	Spiderweb Mummy Medium Undead
Hit Dice:	9d12+3 (61 hp)
Initiative:	+6
Speed:	30 ft. (6 squares)
AC:	19 (+2 Dex, +7 natural), touch 12, flat-footed 17
Base Attack/Grapple:	+4/+10
Attacks	Slam +10 melee (1d6+9 plus lassitude and poison)
Full Attack:	Slam +10 melee (1d6+9 plus poison)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Lassitude, poison, <i>summon spiders</i>
Special Qualities:	Damage reduction 5/—, darkvision 60 ft., fast healing 2, spider affinity, spider climb, undead traits, vulnerability to fire
Saves:	Fort +5, Ref +5, Will +8
Abilities:	Str 23, Dex 14, Con —, Int 8, Wis 14, Cha 15
Skills:	Climb +14, Hide +8, Jump +12, Listen +10, Move Silently +8, Search +5, Spot +10
Feats:	Alertness, Great Fortitude, Improved Initiative, Toughness
Environment:	Temperate forest, mountains, or underground
Organization:	Solitary, pair, or group (3–10)
Challenge Rating:	5
Treasure:	None
Alignment:	Always neutral evil
Advancement Range:	10–17 HD (Medium); 18–27 HD (Large)
Level Adjustment:	—

The manlike shape is swathed in webbing, with small spiders scuttling across it. It reaches out with a claw-like hand trailing cobwebs.

Description

These mummies resemble humanoids covered in thick layers of spiderwebs, with debris such as stones, dirt, insects, and the like stuck to their wrappings. When motionless, these creatures can look like the unfortunate victims of giant spiders or other web-spinning arachnids, but in reality they are cunning and dangerous hunters, a fact that some adventurers have discovered only too late.

Spiderweb mummies are created by necromancers with the aid of a rare species of spider found only in southern Termana. These so-called mummy spiders are harmless in small numbers, but those who wish to create spiderweb mummies breed the arachnids by the tens of thousands. Fresh corpses are given to these spiders, which immediately cover them in webbing and inject their bodies with a poison that preserves the

Ghoul King's Guard, Advanced, 7th-Level Fighter

Medium Undead
12d12 plus 7d10 (116 hp)
+8
30 ft. (6 squares)
25 (+4 Dex, +7 natural, +4 chain shirt), touch 14, flat-footed 21
+13/+22
+1 battleaxe +24 melee (1d8+10/x3) or slam +22 melee (1d6+13/19–20 plus lassitude and poison)
+1 battleaxe +24/+19/+14 melee (1d8+10/x3) and slam +20 melee (1d6+4/19–20 plus poison)
5 ft./5 ft.
Lassitude, poison, <i>summon spiders</i>
Damage reduction 5/—, darkvision 60 ft., fast healing 2, spider affinity, spider climb, undead traits, vulnerability to fire
Fort +11, Ref +10, Will +12
Str 29, Dex 18, Con —, Int 10, Wis 14, Cha 17
Climb +15, Hide +13, Intimidate +17, Jump +15, Listen +15, Move Silently +13, Search +8, Spot +15
Alertness, Dodge, Great Fortitude, Improved Critical (slam), Improved Initiative, Mobility, Multiattack, Power Attack, Run, Spring Attack, Weapon Focus (battleaxe)
Temperate forest, mountains, or underground
Solitary, pair, squad (1–2 Ghoul King's guard and 3–6 spiderweb mummies), or patrol
(2 Ghoul King's guards and 6–9 spiderweb mummies)
12
None
Always neutral evil
By character class
—

flesh for future consumption. Normally, the spiders would feed upon the corpse for weeks or months, but once it has been treated with enough venom, the corpse is then taken back by the necromancer and subjected to profane rituals that bring it back to a shambling semblance of life. The mummy spiders also lay their eggs on the corpse, and spiderweb mummies are often crawling with hundreds if not thousands of the tiny creatures.

Some spiderweb mummies have become self-willed, staking out territories and attacking all who enter. Some live in proximity to large colonies of mummy spiders; these colonies live off the bodies of the spiderweb mummy's victims and do not create spiderweb mummies themselves. On the Isle of the Dead, however, the fell necromantic energies that abound there will sometimes spontaneously create a spiderweb mummy from the corpses of those who die near a mummy spider lair.

Combat

Spiderweb mummies normally remain motionless, hanging on walls or ceilings where they have apparently been strung up by some great spider. When any living being approaches, the mummy attacks as quickly and savagely as possible.

Lassitude (Su): Any living creature hit by a spiderweb mummy's slam attack must make a DC 16 Will save or be slowed (as the *slow* spell) for 2d6 rounds. The save DC is Charisma-based.

Poison (Ex): Touch or slam, Fort DC 14, 1d6 Con/1d6 Con and paralyzed for 1d6 minutes.

Summon Spiders (Sp): Three times per day, a spiderweb mummy can summon a swarm of spiders (per the spell *summon swarm*) as a full-round action. The swarms summoned by a spiderweb mummy are under the mummy's complete control, as if by means of the spell *dominate monster*.

Spider Affinity (Su): As a standard action, a spiderweb mummy can try to control any single spider swarm or monstrous spider within 60 feet. The target spider or spider swarm must make a DC 16 Will save or be controlled by the mummy as if by means of the spell *dominate monster*. The save DC is Charisma-based.

Spider Climb (Ex): Spiderweb mummies can climb sheer surfaces and ceilings as if with the spell *spider climb*.

Ghoul King's Guard

The Ghoul King's necromancers make fearsome versions of these already dangerous hunters. These creatures are stronger, more nimble, and more cunning than their brethren on Termana, and are said to serve as guards and warriors in the Ghoul King's legions.

Lassitude (Su): The save DC against this spiderweb mummy's lassitude is 19.

Poison (Ex): DC 16.

Spider Affinity (Su): A target spider or spider swarm must make a DC 19 save against this spiderweb mummy's spider affinity ability.



Naga, Blood-Mist

Large Aberration (Incorporeal)

Hit Dice:	10d8+30 (75 hp)
Initiative:	+2
Speed:	40 ft. (8 squares)
AC:	14 (–1 size, +2 Dex, +3 deflection), touch 14, flat-footed 12; or 16 (–1 size, +2 Dex, +5 natural), touch 11, flat-footed 14
Base Attack/Grapple:	+7/–
Attack:	Bite +9 melee (2d6+4 plus poison) against ethereal foes only
Full Attack:	Bite +9 melee (2d6+4 plus poison) against ethereal foes only
Space/Reach:	10 ft./5 ft.
Special Attacks:	Blood-mist, poison, spells
Special Qualities:	Darkvision 60 ft., incorporeal traits, low-light vision
Saves:	Fort +6, Ref +7, Will +10
Abilities:	Str 16, Dex 15, Con 17, Int 14, Wis 16, Cha 17
Skills:	Concentration +14, Diplomacy +5, Intimidate +8, Listen +15, Sense Motive +8, Spellcraft +12, Spot +15
Feats:	Alertness, Combat Casting, Eschew Materials ^B , Lightning Reflexes, Spell Focus (any one school)
Environment:	Warm marsh
Organization:	Solitary or nest (2–4)
Challenge Rating:	11
Treasure:	Standard
Alignment:	Usually lawful evil
Advancement Range:	11–14 HD (Large); 15–30 HD (Huge)
Level Adjustment:	—

A reddish mist resembling a gout of blood suspended in water surrounds you.

Description

These large incorporeal nagas manifest themselves deep within the Blood Bayou as slinking wisps of blood-red mist. In the ethereal, they have a sleek snake-like body covered in black and gold patterned scales. Their hairless heads can resemble a human of either sex, and their small ears are spined and webbed.

These nagas withdrew to the Ethereal Plane when the blood of Kadum flooded their lands. Though the Kadum's Deluge twisted their efforts to return to the material world, it also granted them the power to manifest their deadly blood-mist. Despite being somewhat isolated from the Scarred Lands, blood-mist nagas still do as much as they can to restore their beloved Mormo.

Combat

Blood-mist nagas hunt by isolating and attacking a single victim with their blood-mist and ravaging their victim with poison and spells once it reaches the Ethereal Plane. These nagas tend to favor intelligent prey, and some clutches have even

taken to hunting members of the Carnival of Shadows with a measure of success.

Blood-Mist (Su): On the Material Plane, a blood-mist naga can manifest itself as an incorporeal cloud that looks like roiling red vapor, which occupies the same space that the naga does on the Ethereal Plane. Simply by moving into an opponent's space (which provokes an attack of opportunity), the naga can envelop a material creature within its deadly blood-mist. A creature that begins its turn within the blood-mist must succeed at a DC 18 Fortitude save or be drawn onto the Ethereal Plane. The save DC is Charisma-based.

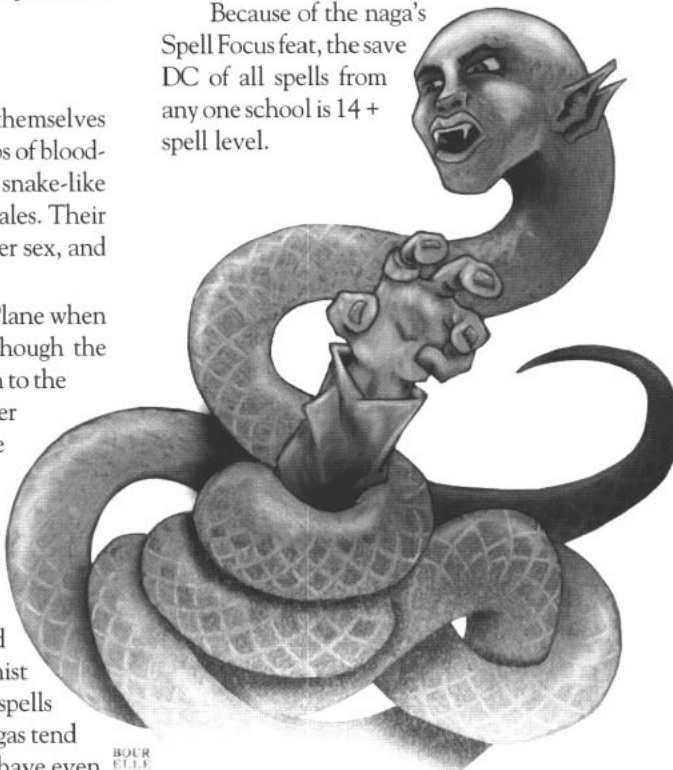
Creatures drawn onto the Ethereal Plane function as if under the effects of *ethereality* and possess all the items they were carrying on the Material Plane. They can attack and be attacked by the blood-mist naga normally. Returning a victim to the Material Plane requires a *plane shift* or similarly powerful magic.

Poison (Ex): Bite, Fort DC 18, 1d8 Con/1d8 Con. The naga's poison can affect only ethereal or incorporeal creatures.

Spells: Blood-mist nagas cast spells as 8th-level sorcerers. The save DCs are Charisma-based.

Typical sorcerer spells known (6/7/7/6/3; save DC 13 + spell level): 0—*arcane mark, dancing lights, detect magic, detect poison, daze, disrupt undead, ray of frost, resistance*; 1st—*acid spittle*, foreaction**, magic missile, protection from good, shield*; 2nd—*see invisibility, shatter, summon monster II*; 3rd—*chains of binding**, lightning bolt*; 4th—*lesser globe of invulnerability*. Caster level 8th.

Because of the naga's Spell Focus feat, the save DC of all spells from any one school is 14 + spell level.



BOUR
ELLE

Ooze, Crimson

Small Ooze

Hit Dice:	8d10+32 (76 hp)
Initiative:	−3
Speed:	10 ft. (2 squares), climb 10 ft.
AC:	8 (+1 size −3 Dex), touch 8, flat-footed 8
Base Attack/Grapple:	+6/+6
Attack:	Slam +11 melee (1d4+6 plus disease)
Full Attack:	Slam +11 melee (1d4+6 plus disease)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Disease
Special Qualities:	Blindsight 30 ft., damage reduction 10/bludgeoning and magic, fast healing 3, immunity to fire, ooze traits
Saves:	Fort +6, Ref −1, Will −3
Abilities:	Str 18, Dex 5, Con 19, Int —, Wis 1, Cha 1
Skills:	Climb +12
Feats:	—
Environment:	Any land or underground
Organization:	Solitary, pair, or patch (3–5)
Challenge Rating:	9
Treasure:	None
Alignment:	Always neutral
Advancement Range:	9–10 HD (Small); 11–20 HD (Medium); 21–24 HD (Large)
Level Adjustment:	—

The creature looks like a single mass of dark red fluid, bubbling with a foul-smelling yellowish corruption. A trail of blood and filth extends behind it, marking its trail.

Description

Created from the diseased blood spilled by Chern in his final battle with the elves of Termana, the crimson ooze is a living embodiment of sickness and pestilence, sowing plague and despair wherever it goes. Devoid of intelligence, crimson oozes live on with but one purpose—to destroy life. Like living plagues, these oozes seek to infect others, taking up residence in populated areas and spreading their foul infections. By the time the clerics of the gods have heard of the plagues and discovered their source, two or three generations of oozes will have infected the population. In time, disease ravages whole neighborhoods and towns, and fearful inhabitants begin to burn the bodies of victims in an effort to contain the outbreak. Ironically, this only speeds up development of the young oozes, further spreading the epidemic.

These creatures resemble amorphous masses of blood, clotted with pockets of filth and infection. Their reek is terrible, though they usually conceal themselves by dwelling in areas of decay and corruption such as sewers and garbage middens. They also dwell in caves and other dark areas full of refuse and filth, preying on the unwary.

Combat

A crimson ooze cares little for its own health or survival, and in combat it seeks only to spread disease to

mortals. Crimson oozes are especially susceptible to magic that cures disease: The spells *heal* and *remove disease* both slay crimson oozes outright.

A victim slain by a crimson ooze bloats horribly over the course of 1d20+30 hours, after which time 1d4 new crimson oozes seep out of the body. If the body is burned, the incubation period is accelerated and the oozes appear within just 2d6 minutes.

Disease (Ex): Anyone struck by a crimson ooze's slam attack must make a DC 18 Fortitude save or be afflicted with a random disease. Roll 1d8 on the following table.

Die Roll	Disease
1	Blinding sickness
2	Cackle fever
3	Filth vever
4	Mindfire
5	Red ache
6	Shakes
7	Slimy doom
8	Roll twice, ignoring any further results of 8

See Table 8–2: Diseases in the *DMG* for the specific symptoms and effects of these diseases.

Skills: Crimson oozes have a +8 racial bonus on Climb checks. They can always choose to take 10 on Climb checks, even if rushed or threatened.



Ooze, Stone Builder

Huge Ooze	
Hit Dice:	12d10+72 (138 hp)
Initiative:	–5
Speed:	10 ft. (2 squares)
AC:	3 (–2 size, –5 Dex), touch 3, flat-footed 3
Base Attack/Grapple:	+9/+21
Attack:	Slam +11 melee (2d6+6 plus secretion)
Full Attack:	Slam +11 melee (2d6+6 plus secretion)
Space/Reach:	15 ft./10 ft.
Special Attacks:	Acid, engulf, secretion
Special Qualities:	Blindsight 60 ft., resistance to cold 10 and fire 10, immunity to sonic, ooze traits
Saves:	Fort +10, Ref –1, Will –1
Abilities:	Str 19, Dex 1, Con 22, Int —, Wis 1, Cha 1
Skills:	—
Feats:	—
Environment:	Warm or temperate desert and underground
Organization:	Solitary
Challenge Rating:	9
Treasure:	None
Alignment:	Always neutral
Advancement Range:	13–15 HD (Huge); 16–36 HD (Gargantuan)
Level Adjustment:	—

From out of the odd, conical stone structure oozes a grayish, amorphous mass, moving along with surprising speed.

Description

Strange cone-shaped structures occasionally dot the desert landscape on the continent of Asherak. To the casual observer, these cones may seem to be natural formations, but desert tribesmen and practiced travelers always approach them with extreme caution, for they are known to be the lairs of an exceptional desert creature: the stone builder ooze.

Stone builders secrete a natural resin that they combine with dust and sand to create a sturdy stone ring, which the ooze builds up into a rough cone, pocked with hundreds of small holes through which it can enter and exit. In the heat of the day, the ooze takes shelter from the harsh sunlight inside its home, emerging to hunt prey at night. Just before dawn, the stone builder returns to its conical shelter, where it lurks until sunset.

The ooze's conical homes are as strong as reinforced stone, with walls 2 to 3 feet thick. They range from 10 to 20 feet in diameter and average 15 feet in height. The cones provide excellent protection from heat in the warm deserts where they are found. For this reason, they are often converted, with a little effort, into durable housing by sentient creatures that are able to seize them from their oozy creators.

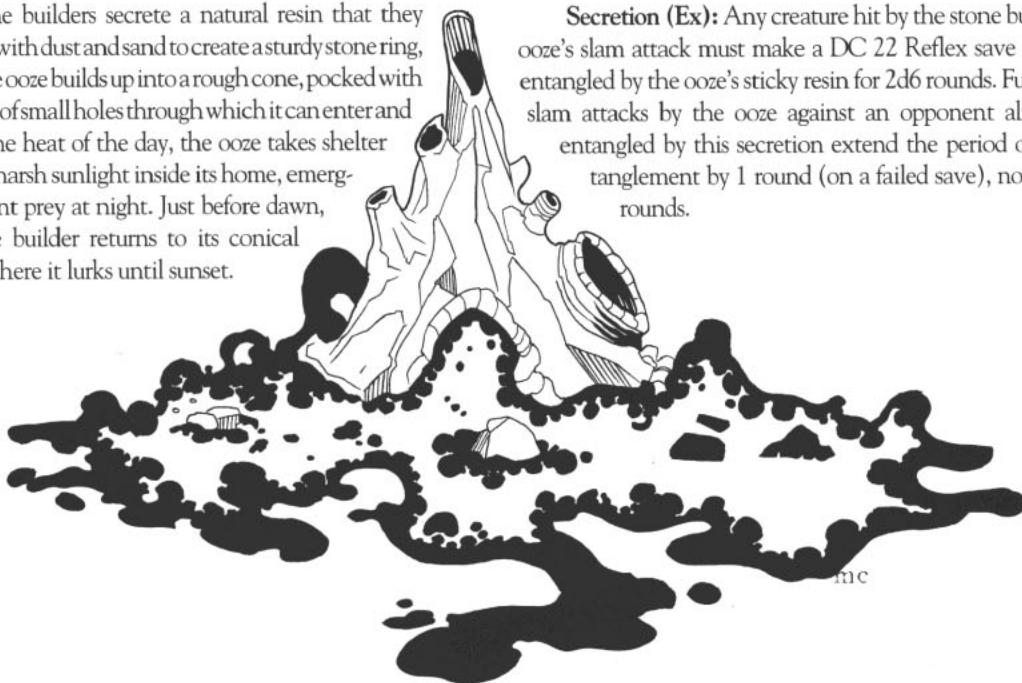
Combat

Being completely mindless, the stone builder's only instinct is to feed. Any living thing that comes within reach is a potential meal.

Acid (Ex): The stone builder excretes a relatively weak acid that dissolves organic materials slowly. The stone builder's acidic touch deals 3 points of acid damage per round to wooden or leather objects or to living tissue, but the ooze must remain in contact with the object or creature for 1 full round to deal this damage.

Engulf (Ex): Although it moves slowly, a stone builder ooze can simply mow down smaller creatures as a standard action. It cannot make a slam attack during a round in which it engulfs. The ooze merely has to move over opponents, affecting as many as it can cover. Opponents can make attacks of opportunity against the ooze, but if they do so they are not entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed at a DC 20 Reflex save or be engulfed (the save DC is Strength-based); on a success, they are pushed back or aside (opponent's choice) as the ooze moves forward. Engulfed creatures take slam damage every round and are subject to the ooze's acid, and are considered grappled and pinned within its body. Opponents who escape the ooze's grip are affected by its secretion for 2d6 rounds (see below).

Secretion (Ex): Any creature hit by the stone builder ooze's slam attack must make a DC 22 Reflex save or be entangled by the ooze's sticky resin for 2d6 rounds. Further slam attacks by the ooze against an opponent already entangled by this secretion extend the period of entanglement by 1 round (on a failed save), not 2d6 rounds.



Overseer

Large Magical Beast

Hit Dice:	4d10+16 (38 hp)
Initiative:	+1
Speed:	50 ft. (10 squares)
AC:	14 (-1 size, +1 Dex, +4 natural), touch 10, flat-footed 13
Base Attack/Grapple:	+4/+14
Attack:	Bite +9 melee (1d8+9)
Full Attack:	Bite +9 melee (1d8+9)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Detect thoughts, read intent, trip
Special Qualities:	Darkvision 60 ft., low-light vision, scent, uncanny dodge
Saves:	Fort +8, Ref +5, Will +3
Abilities:	Str 23, Dex 13, Con 18, Int 7, Wis 14, Cha 14
Skills:	Hide +2, Listen +5, Move Silently +3, Spot +5, Survival +3*
Feats:	Alertness, Track
Environment:	Any land
Organization:	Solitary, pair, or pack (6–10)
Challenge Rating:	3
Treasure:	1/4 coins; 50% goods; 50% items
Alignment:	Usually lawful evil
Advancement Range:	5–12 HD (Large)
Level Adjustment:	+4 (cohort)

The creature is a huge black wolf or mastiff, glaring about with near-tangible hatred. In its face has a strange, humanoid cast, as if it is some malign amalgam of wolf and charduni slaver.

Description

In the Charduni Empire, order is kept not merely through the loyal soldiers and guards who suppress active rebellions. Rather, most rebellions are sniffed out and destroyed in their earliest stages — often even before the plans have gone beyond the fancies of a single disaffected slave — thanks to the work of the overseers. Bred carefully for size from worg stock and given the ability to read minds, overseers look into the minds of the slaves and lower classes, sniffing out any hint of rebellion. They are also sent out into the wilds to hunt down escaped slaves, so that no pockets of resistance against the Empire can form in its hinterland.

Overseers resemble great black wolves with intelligent expressions. They normally speak Charduni and Termanan with thick, guttural accents.

Combat

Overseers patrol the streets of charduni cities, searching for signs of disloyalty and crime. They normally shadow foes for a time to see if they lead the overseer to other allies, then howl loudly to summon charduni soldiers and

other overseers; only then do they attack, attempting to trip and pin opponents.

In the wilderness, an overseer won't bother trying to pin its target after tripping it, but attacks to kill. If at a disadvantage, the overseer will flee and seek other overseers or charduni soldiers for assistance.

Detect Thoughts (Su): Overseers can continuously detect thoughts as the spell (caster level 12th; Will DC 14 negates). A creature that saves is immune to the detect thoughts ability of that overseer for 24 hours. The save DC is Charisma-based.

Trip (Ex): An overseer that hits with its bite attack can attempt to trip the opponent (+13 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the target cannot react to trip the overseer.

Read Intent (Su): Overseers can react instantly to thoughts from opponents. An overseer gains a +4 bonus to AC and Reflex saves against the attacks of any opponent whose mind it can read (i.e., any opponent that has failed a save against the overseer's detect thoughts ability).

Uncanny Dodge (Ex): This ability functions as the rogue class feature of the same name.

Skills: Overseers have a +1 racial bonus on Listen, Move Silently, and Spot checks and a +2 racial bonus on Hide checks.

*An overseer has a +4 racial bonus on Survival checks when tracking by scent.



Pain Doll

Medium Undead

Hit Dice:	4d12+3 (29 hp)
Initiative:	+0
Speed:	30 ft. (6 squares)
AC:	13 (+3 natural), touch 10, flat-footed 13
Base Attack/Grapple:	+2/+4
Attack:	Slam +4 melee (1d6+3)
Full Attack:	Slam +4 melee (1d6+3)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Pain aura, spikes
Special Qualities:	Damage reduction 2/—, darkvision 60 ft., pain leech, undead traits
Saves:	Fort +1, Ref +1, Will +4
Abilities:	Str 14, Dex 10, Con —, Int —, Wis 10, Cha 1
Skills:	—
Feats:	Toughness
Environment:	Any land or underground
Organization:	Solitary, pair, group (3–5), or pack (6–11)
Challenge Rating:	2
Treasure:	None
Alignment:	Always neutral
Advancement Range:	5–8 HD (Medium); 9–12 HD (Large)
Level Adjustment:	—

It might once have been human, but now this frightening creature is a lurching, staggering caricature, its flesh rent by needles, hooks, spikes, and other instruments of torture. It gives off an almost tangible sensation of pain.

Description

Pain dolls are tormented undead creatures created by cruel and sadistic ritual. A pain doll is a walking humanoid corpse showing signs of hideous torture and stuck through by dozens of metal spikes, hooks, and needles. They suffer constant wracking pains that are only alleviated when they inflict pain on others, and thus radiate an aura of searing pain that causes nearby creatures to suffer terrible agony.

While pain dolls can be created by evil cults, necromancers and the like, they can also be created spontaneously, as the victims of cruel torture return to madness-tinged unlife.

Combat

Desperate in their mindless desire to escape their anguish, pain dolls attack any living creatures they come across in a fantastic rage. What little mind remains has been driven to

homicidal lunacy, and pain dolls attack even if hopelessly overmatched, neither fleeing nor surrendering.

Pain dolls see smaller creatures such as gnomes and halflings as easy targets, and often attack such opponents first, trying to grapple them and impale them on their metal-studded flesh. They loathe fighting creatures that cannot feel pain and avoid them in favor of other enemies in combat.

Pain Aura (Su): All living creatures within 30 feet of a pain doll must succeed at a DC 12 Fortitude save or suffer terrible pains. (The save DC is Constitution-based.) Affected creatures move half speed and suffer a –2 penalty on attack rolls, saves, and ability and skill checks as long as they remain in the area. A creature that

saves is immune to that pain doll's aura for 24 hours. Creatures that do not feel pain (such as oozes and plants) are immune to the doll's pain aura.

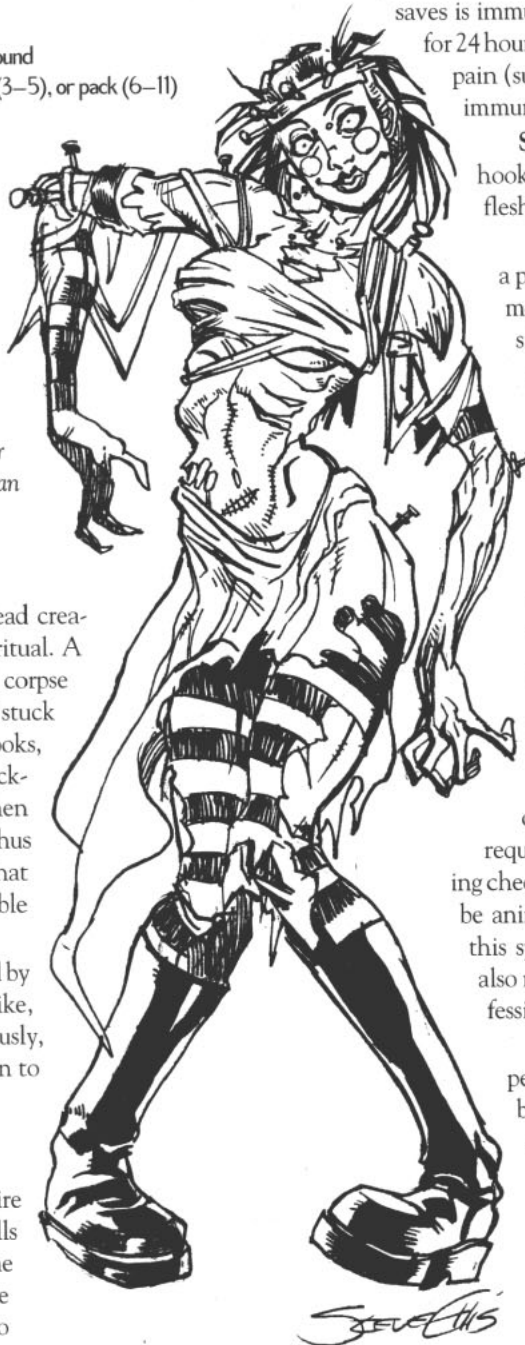
Spikes (Ex): The spikes and hooks mounted in a pain doll's flesh function as armor spikes.

Pain Leech (Su): Anytime a pain doll deals a total of 6 or more points of damage in a single round, it heals 1 hit point. If the amount of healing would cause the golem to exceed its full normal hit points, it gains any excess as temporary hit points. It can never have more temporary hit points than an amount equal to its normal hit point total.

Creating a Pain Doll

A cleric of at least 16th level can create a pain doll using a *create undead* spell cast in a special 6-hour ritual, requiring a DC 17 Ritual Casting check for each hour; the body to be animated must be slain during this special torture ritual, which also requires a single DC 15 Profession (torturer) check.

In addition, victims of especially wicked torture have been known to rise spontaneously as pain dolls (especially those who worship Chardun or Vangal), seeking vengeance upon those who tormented them.



Patient Doom

Gargantuan Vermin

Hit Dice:	18d8+126 (207 hp)
Initiative:	+3
Speed:	40 ft. (8 squares), climb 20 ft.
AC:	22 (−4 size, +3 Dex, +13 natural), touch 9, flat-footed 19
Base Attack/Grapple:	+13/+33
Attack:	Gore +17 melee (3d6+8/19–20) or bite +17 melee (2d8+8 plus poison)
Full Attack:	2 gores +17 melee (3d6+8/19–20) and bite +11 melee (2d8+4 plus poison)
Space/Reach:	20 ft./15 ft. (20 ft. with gore)
Special Attacks:	Impale 3d8+16, poison
Special Qualities:	Damage reduction 5/slashing, darkvision 60 ft., tremorsense 90 ft., vermin traits
Saves:	Fort +18, Ref +9, Will +8
Abilities:	Str 26, Dex 17, Con 24, Int —, Wis 15, Cha 8
Skills:	Climb +17, Hide +1*, Spot +22
Feats:	—
Environment:	Warm forest
Organization:	Solitary
Challenge Rating:	12
Treasure:	None
Alignment:	Always neutral
Advancement Range:	19–32 HD (Gargantuan); 33–54 HD (Colossal)
Level Adjustment:	—

Though it is hard at first to tell, given its huge size, the beast resembles a titanic spider covered in plants, dirt, rocks, vines, and other natural growth.

Description

Natives of the Yellow Jungle have circulated stories of the patient doom for centuries, telling and retelling the same horrific tales of gigantic arachnids that disguise themselves as rainforest trees, waiting days at a time before springing to life and devouring entire villages. Creations of Gaurak the Glutton, these creatures are said to reflect their creator's boundless hunger. Though the particulars of these stories vary from tribe to tribe and shaman to shaman, there is an underlying truth to the legend of the patient doom. Fortunately, only a few of the gigantic spiders are thought to exist.

No living creature has a more fitting name than the patient doom, for while it may take several days or even weeks to laboriously make its way through the jungle, the creature's prey's fate has already been decided. While stalking their prey, these huge spiders travel for only an hour or two every night. Even then, the patient doom walks so slowly that it is difficult to attribute

its movements to anything other than natural forces.

A patient doom prefers to approach the edge of a jungle village slowly and quietly, waiting until a moonless night and then bursting into furious action, poisoning and draining the fluids from every inhabitant. Because its carapace almost flawlessly duplicates the color and texture of the jungle (and is often covered with dirt, detritus, and small plants), the inhabitants of a village rarely have more than a moment's notice before they are attacked. These creatures spend most of their time stalking settlements in the Yellow Jungle basin, but they rarely pass up an opportunity to attack creatures unfortunate enough to stumble upon them in the meantime.

When not traveling or engaging in combat, the patient doom is almost perfectly still and virtually indistinguishable from the surrounding terrain. The bulk of its body is buried into the soil and its legs rise into the canopy above, entwined together at first to simulate a



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gnarled trunk and sprawling out near the top to emulate wide-reaching, leafless branches. Quick-growing jungle plants, mosses, and vines cover the patient doom, further enhancing its disguise. In addition, tropical birds often find the time to build nests amid the creature's "branches," occasionally returning from a day of gathering food a bit confused to find their home several yards from where they left it.

Combat

In stark contrast to its painstakingly deliberate method of travel, the patient doom transforms into a lightning-quick killer when it finally attacks its prey. It uses its razor-sharp forelegs to impale its targets, while using its poison to cripple any foe that poses a significant threat.

The patient doom's terrible foreclaws have a critical threat range of 19–20 and deal x3 damage on a successful critical.

Once all prey is slain, the patient doom returns to its lethargic pace, casually draining each body of fluids and then devouring the remains. When nothing is left of the village but empty huts, the patient doom vanishes back

into the backdrop of jungle foliage, gradually making its way to its next target.

A creature that comes within 100 feet of a motionless patient doom but does not spot the creature may make a DC 20 Survival check to notice that something feels "wrong," but he cannot quite put a finger on what that might be (until the monster moves, that is).

Impale (Ex): If the patient doom hits with two gores in the same round, it skewers its opponent and leaves a gaping wound. This attack automatically deals an additional 3d8+16 points of damage and causes the opponent to bleed for 1d3 points of damage per round thereafter. This bleeding may be stopped with a DC 20 Heal check or by any magical curing that heals at least 10 hit points.

Poison (Ex): Bite, Fort DC 20; 2d6 Str, Dex, and Con/2d6 Con.

Skills: Patient dooms have a +8 racial bonus on Climb checks and a +10 racial bonus on Spot checks. They can always choose to take 10 on Climb checks, even if rushed or threatened.

*When standing among jungle growth, a patient doom has a +30 racial bonus on Hide checks.

Pearl Cheetah

Medium Magical Beast

Hit Dice:	6d10+18 (51 hp)
Initiative:	+10
Speed:	60 ft. (10 squares)
AC:	19 (+6 Dex, +3 natural), touch 16, flat-footed 13
Base Attack/Grapple:	+6/+9
Attack:	Bite +12 melee (2d4+3)
Full Attack:	Bite +12 melee (2d4+3) and 2 claws +7 melee (1d4+1)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Pounce, rake 1d4+1, spell-like abilities
Special Qualities:	Indomitable, low-light vision, scent, sprint
Saves:	Fort +8, Ref +11, Will +3
Abilities:	Str 16, Dex 23, Con 16, Int 9, Wis 12, Cha 15
Skills:	Hide +10, Jump +11, Listen +5, Move Silently +12, Spot +5, Survival +4
Feats:	Alertness, Improved Initiative, Weapon Finesse
Environment:	Warm or temperate plains
Organization:	Solitary, pair, family (3–6), or pride (7–20)
Challenge Rating:	4
Treasure:	Standard
Alignment:	Always chaotic good
Advancement Range:	7–15 HD (Medium); 16–18 HD (Large)
Level Adjustment:	+5 (cohort)

The beast looks like a muscular cheetah, but its fur shimmers with a silvery sheen and on its forehead is what looks like a strange third violet eye, an odd-looking triangular organ. You feel something brush against your mind as it looks in your direction.

Description

Swift, sleek, and beautiful as a sunrise over the grasslands they call home, pearl cheetahs are among Tanil's favored creations. They stalk the plains and savannahs of Ternana for game, often coming into conflict with plague cats near Virduk's Promise. They especially enjoy running down creatures of Hrinruuk and harassing followers of Chardun that wander into their territory.

Pearl cheetahs are often the target of poachers. Court ladies in places such as Rahoch, Shelzar, and Vashon value their coats, and wizards seek their pelts and third eyes for the creation of magic items. In addition, the charduni and the settlers of Virduk's Promise have placed a bounty on pearl cheetahs in response to the great cats' harassment. As a result, the cats find themselves under increasing pressure to survive.

Combat

Pearl cheetahs use their speed and hunting skills to surprise enemies. They eschew the use of their spell-like abilities against ordinary animals — no one is sure of the reasons for this, but some scholars believe that this is because the intelligent cheetahs simply consider such advantages unsporting.

Pounce (Ex): If a pearl cheetah charges a foe, it can make a full attack, including two rake attacks.

Rake (Ex): Attack bonus +7, damage 1d4+1.

Spell-Like Abilities: At will—*freedom of movement*, see *invisibility*; 3/day—*blur*, *hold monster* (DC 17);

1/day—haste. Caster level 9th. The save DCs are Charisma-based.

Indomitable (Ex): Pearl cheetahs are immune to charm or compulsion spells and effects.

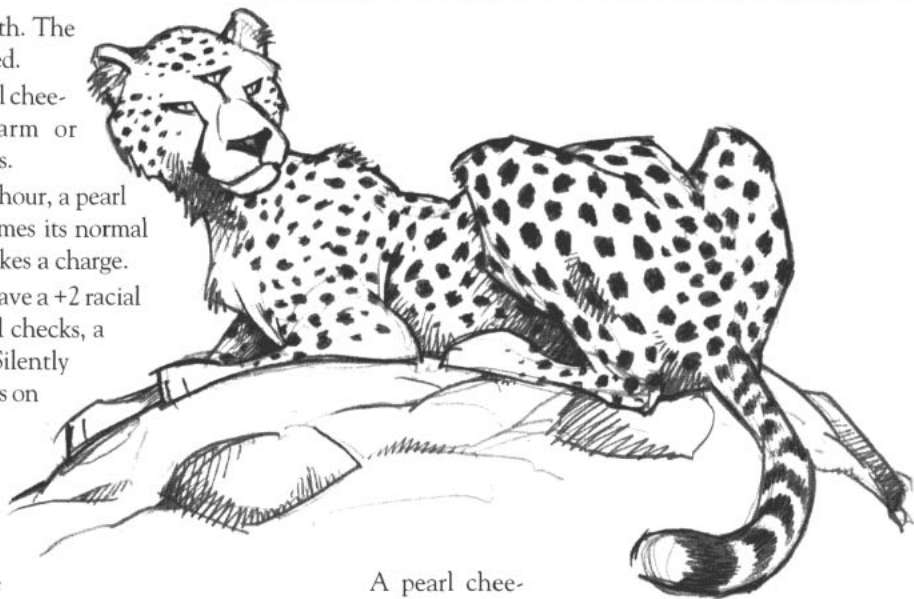
Sprint (Ex): Once per hour, a pearl cheetah can move at ten times its normal speed (600 feet) when it makes a charge.

Skills: Pearl cheetahs have a +2 racial bonus on Hide and Survival checks, a +4 racial bonus on Move Silently checks, and a +8 racial bonus on Jump checks.

Pearl Cheetah Society

Pearl cheetah prides are run jointly by the alpha female and alpha male, who are usually (but not always) a mated pair. They are normally nomadic, following game across the plains, but have been known to stake out a specific territory on occasion.

Pearl cheetahs communicate through a combination of body language, growls, yips, and purrs. A humanoid creature might learn to understand this language, but it is extremely difficult for a non-feline to speak. Similarly, a cheetah may understand other tongues, but could not speak them.



A pearl cheetah sometimes chooses to become the companion of an exceptional ranger or druid, and makes a fiercely loyal and capable friend once its trust is earned.

The cheetahs place no value on material treasures, but understand perfectly well that they have value to other creatures. As a result, they always keep some treasure should they need it for bargaining with others.

Phase Mass

Large Outsider (Evil, Extraplanar, Lawful)

Hit Dice: 14d8+42 (105 hp)
Initiative: +5
Speed: 20 ft. (4 squares), fly 20 ft. (good)
AC: 15 (–1 size, +1 Dex, +5 natural), touch 10, flat-footed 14

Base Attack/Grapple: +14/+22
Attack: Slam +17 melee (1d6+6 plus life drain)
Full Attack: Slam +17 melee (1d6+6 plus life drain)
Space/Reach: 10 ft./10 ft.
Special Attacks: Absorb life, constrict 1d6+6, improved grab, prismatic burst, spell-like abilities

Special Qualities: All-around vision, damage reduction 5/magic and piercing, energy transfer, ethereal jaunt, flight, resistance to acid 10 and cold 10, see invisible, telepathy 100 ft.

Saves: Fort +12, Ref +12, Will +12
Abilities: Str 18, Dex 12, Con 16, Int 15, Wis 13, Cha 19
Skills: Bluff +11, Concentration +17, Diplomacy +20, Disguise +4 (+6 acting), Hide +4, Intimidate +20, Knowledge (arcana, the planes) +16, Knowledge (any two) +9, Listen +15, Move Silently +8, Search +20, Spellcraft +18, Spot +19, Use Magic Device +13

Feats: Combat Casting, Improved Initiative, Iron Will, Lightning Reflexes, Quickened Spell-Like Ability (*Dolomar's force wave*)

Environment: Any evil-aligned plane
Organization: Solitary, pair, or cluster (3–5)

Challenge Rating: 12
Treasure: Double standard
Alignment: Always lawful evil
Advancement Range: 15–20 HD (Large); 21–42 HD (Huge)
Level Adjustment: —

It is hard to discern the thing, but what you see is frightening enough. It resembles a tall mound of flesh, ringed by tiny eyes, with a small mouth at its highest point. A single tentacle flickers and whips about its top.

Description

These creatures stand roughly 10 feet high, large piles of bright flesh with patches of dull skin spotting their forms. Tiny eyes ring their body and a small mouth sits atop the creature; its only appendage is a whip-like tentacle normally kept coiled about the creature's apex. When "phasing" into or out of the Ethereal Plane, a dull rainbow of colors ripples across the mass.

Before the Titanswar, a sect of Mesos' sorcerers was charged by the titan with the job of searching alternate planes of existence and worlds to find races that could serve him as minions. One of the most deadly discoveries was the phase mass. These intelligent creatures already controlled their own realm and knew that a foreign dimension would have no knowledge of their kind's schemes and powers, thus providing a distinct advantage. A dozen phase masses thus

allowed themselves to be brought to Scam so they could prepare to plunder all the resources this new land had to offer.

The Mesos sect stored the phase masses on what is today known as Winter Peak in the Thunderspike Mountains of Termana. A small treasury of magic items and other unidentifiable objects from alternate worlds was housed here as well. In the end, Mesos was destroyed before he could use the phase masses, but as a safeguard he had the members of the sect slain to keep their knowledge from being used against him. The phase masses were never discovered by the gods.

Since that time, the phase masses have spread secretly throughout Termana, perhaps even multiplying, preparing to carve out their own power bases from which to work their evil.

Combat

Against particularly powerful foes, the phase mass positions itself ethereally among its opponents and then materializes suddenly to unleash a prismatic burst. One survivor of this attack is quickly grappled by the mass' tentacle and taken back to the Ethereal Plane, where it can be killed more easily. Against weaker foes, or when the phase mass has its maximum amount of energy, it remains on the Material Plane to inflict fear while alternating between spell and slam attacks.

Should its tentacle be severed, the phase mass grows a new one in 2d4 days.

Absorb Life (Su): Any time a phase mass deals damage with its slam or constrict attack, it gains a number of temporary hit points equal to the damage it deals. For instance, if it hits a character for 9 points of damage, a phase mass gains 9 temporary hit points. The maximum number of temporary hit points a phase mass can gain in this way is equal to one-half its normal hit point total (thus, typically, 52 hit points). These temporary hit points dissipate at a rate of 1 point per hour if they are not lost to damage before then, but the phase mass can also use accumulated temporary hit points to power several effects with its energy transfer ability.

Constrict (Ex): On a successful grapple check, a phase mass deals 1d6+6 points of damage.

Improved Grab (Ex): To use this ability, a phase mass must hit with its slam attack. If it establishes a hold, it can constrict.

Prismatic Burst (Su): Three times per day, as a standard action, a phase mass can emit a burst of colored light out to a radius of 60 feet in all directions. This ability is otherwise identical in effect to the spell *prismatic spray* (caster level 14th; save DC 21). The save DC is Charisma-based.

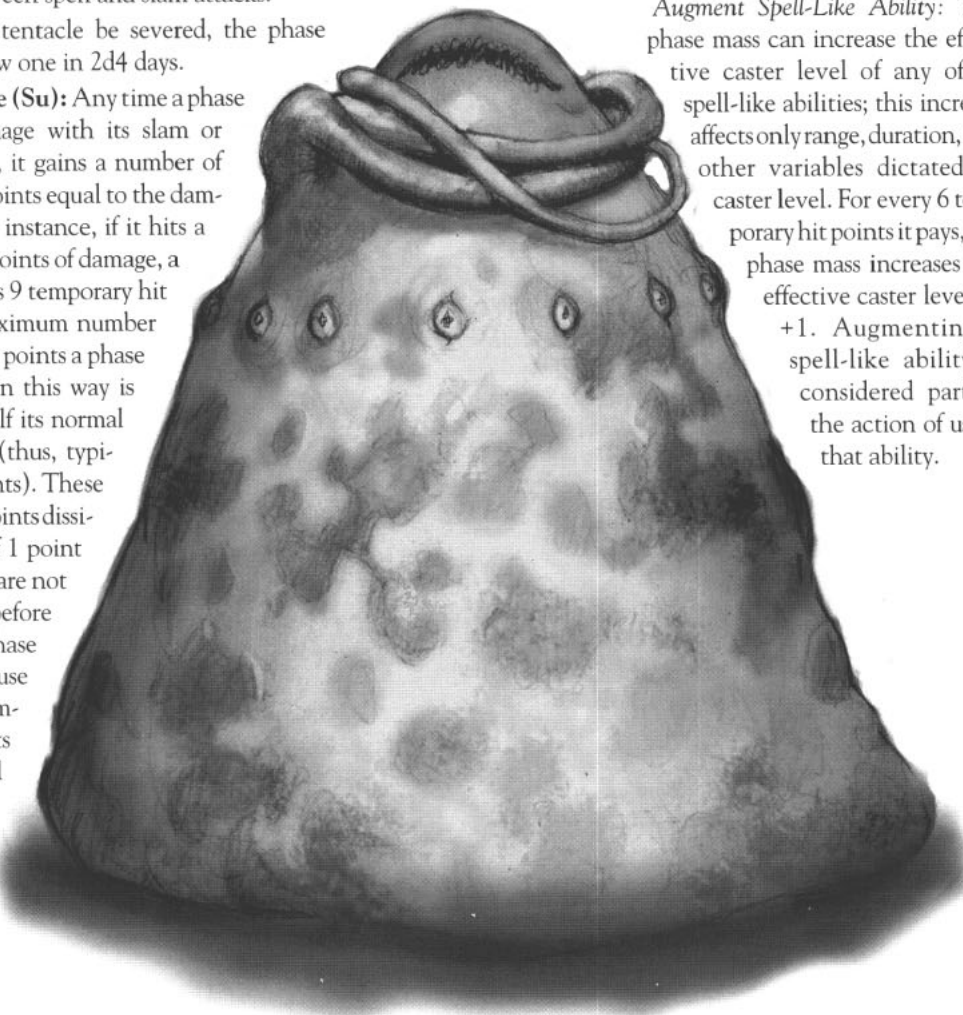
Spell-Like Abilities: At will—*arcane sight*, *dispel magic*, *Dolomar's force wave** (DC 16), *shield*; 3/day—*Damashar's force rune*† (DC 18), *fear* (DC 18), *prying eyes*; 1/day—*Mesos' containment*** (DC 21), *mislead* (DC 20), *true seeing*. Caster level 14th. The save DCs are Charisma-based.

† This spell is found in *Burok Tom: City Under Siege*.

All-Around Vision (Ex): A phase mass has eyes across its entire form and can see in all directions at once. Because of this ability, it cannot be flanked.

Energy Transfer (Su): The phase mass can use temporary hit points it has accumulated through its absorb life ability to produce any one of several effects. It can use energy transfer only once per round.

Augment Spell-Like Ability: The phase mass can increase the effective caster level of any of its spell-like abilities; this increase affects only range, duration, and other variables dictated by caster level. For every 6 temporary hit points it pays, the phase mass increases the effective caster level by +1. Augmenting a spell-like ability is considered part of the action of using that ability.



Heighten Spell-Like Ability: The phase mass can increase the save DC of any of its spell-like abilities by up to +3. By paying 2 temporary hit points for each spell level of the ability to be affected, the phase mass increases the save DC by +1. For example, its *fear* ability (a 4th-level spell) would require 8 temporary hit points (twice the spell's normal level) to increase the DC to 19, or 16 temporary hit points to increase it to DC 20, or 24 temporary hit points to increase it to DC 21. Heightening a spell-like ability is considered part of the action of using that ability.

Self-Healing: As a standard action, the phase mass can transfer any number of temporary hit points into healing at a rate of 2:1. That is, for every 2 temporary hit points spent, the phase mass heals 1 hit point.

Ethereal Jaunt (Su): A phase mass can shift to the Material Plane from the Ethereal Plane as a free action, and can shift back again as a move action (or during a move action). This ability is otherwise identical

with the spell *ethereal jaunt* (caster level 14th). Anything held or carried by the phase mass may be made ethereal if the mass wishes, as long as it does not exceed the phase mass's weight allowance.

Flight (Su): A phase mass can cease or resume flight as a free action.

See Invisible (Su): The phase mass is continuously under the effects of a *see invisibility* spell (caster level 12th). This effect can be dispelled, but the phase mass can create it again as a free action on its next turn.

Skills: Phase masses have a +4 racial bonus on Search and Spot checks.

Phase Mass Society

Phase masses are asexual, procreating by the process of budding (the primary reason these creatures do not gather socially). When they do come together, lesser phase masses necessarily make obeisance to the more powerful. These meetings are short and generally serve little more purpose than to allow the powerful among them to keep tabs on their fellows.

Phoenix, Autumn

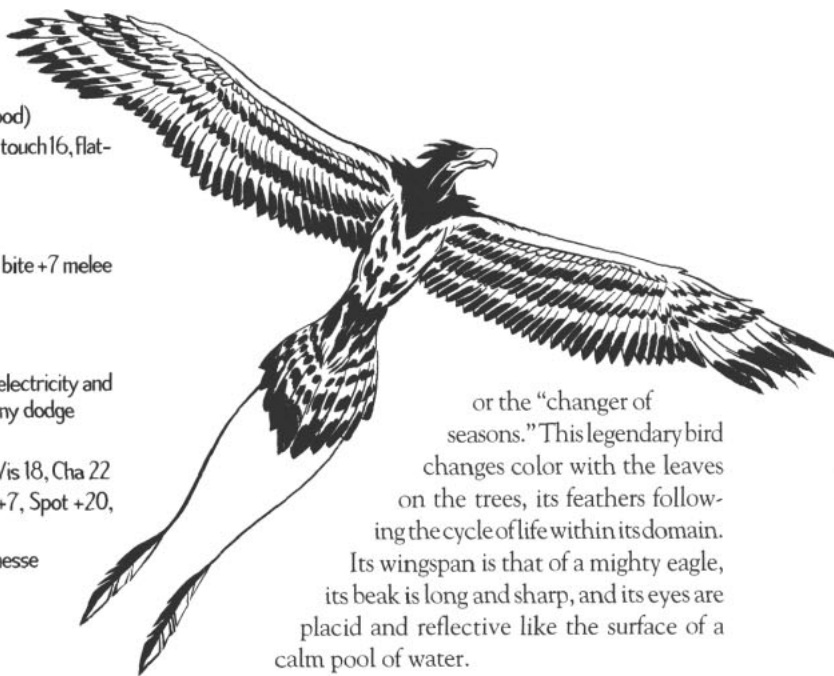
Small Magical Beast

Hit Dice:	6d10+12 (45 hp)
Initiative:	+5
Speed:	10 ft. (2 squares), fly 60 ft. (good)
AC:	20 (+1 size, +5 Dex, +4 natural), touch 16, flat-footed 20
Base Attack/Grapple:	+6/+4
Attack:	Talon +12 melee (1d6+2)
Full Attack:	2 talons +12 melee (1d6+2) and bite +7 melee (1d6+1)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Frightful presence
Special Qualities:	Darkvision 60 ft., immunity to electricity and poison, one with nature, uncanny dodge
Saves:	Fort +7, Ref +10, Will +6
Abilities:	Str 14, Dex 21, Con 15, Int 11, Wis 18, Cha 22
Skills:	Hide +13*, Listen +13, Search +7, Spot +20, Survival +7
Feats:	Alertness, Dodge, Weapon Finesse
Environment:	Temperate forest
Organization:	Solitary
Challenge Rating:	3
Treasure:	None
Alignment:	Always chaotic good
Advancement Range:	7–10 HD (Small); 11–18 HD (Medium)
Level Adjustment:	+2 (cohort)

A great predatory bird with amber, brown, and gold-colored feathers soars overhead on broad wings.

Description

Deep within the forests of Ganjulael dwells a species that has for some time been near extinction: the autumn phoenix, once known to the elves as the *shae'dhal*,



or the "changer of seasons." This legendary bird changes color with the leaves on the trees, its feathers following the cycle of life within its domain. Its wingspan is that of a mighty eagle, its beak is long and sharp, and its eyes are placid and reflective like the surface of a calm pool of water.

The autumn phoenixes still in existence today assume only the colors of fall, however, no longer changing with the seasons. This is due to the fact that they were beloved servants of the slain god of the high elves, guarding the forests from signs of corruption, and the great birds now mourn his passing. Although rare, they are nonetheless known to have warned travelers of impending danger with their high-pitched cries.

The species follows a ten-year cycle of death and rebirth. After ten years, the birds die and are reborn to begin the cycle anew. Now, though, new phoenixes are

not created — in their day, each was created by the lost elven god — so their number decreases steadily as mortality and tragedy take their toll. Only a handful still survive, where legend holds that there were once hundreds, if not thousands.

Combat

An autumn phoenix fights only when all other options are exhausted, and then mostly by attempting to scare its opponents off.

Frightful Presence (Ex): 30 feet; DC 19 Will save or be frightened for 5d6 rounds; creatures with more HD than the phoenix are immune. An autumn phoenix instills fear in opponents with its piercing shriek.

One with Nature (Ex): Autumn phoenixes are not hampered by high winds or by magical spells or effects that simulate such conditions, such as *gust of wind*. They are also unaffected by natural ranges of extreme of heat or cold (as if protected by *endure elements*).

Uncanny Dodge (Ex): This ability functions as the rogue class feature of the same name.

Skills: Autumn phoenixes have a +4 racial bonus on Listen checks and a +8 racial bonus on Search and Spot checks.

*In forested or overgrown terrain during the autumn months, an autumn phoenix has a +6 racial bonus on Hide checks.

Phoenix, Black

Huge Undead

Hit Dice:	19d12 (123 hp)
Initiative:	+3
Speed:	20 ft. (4 squares), fly 90 ft. (average)
AC:	27 (–2 size, +3 Dex, +16 natural), touch 11, flat-footed 24
Base Attack/Grapple:	+9/+26
Attack:	Bite +16 melee (2d8+9/19–20)
Full Attack:	Bite +16 melee (2d8+9/19–20) and 2 claws +14 melee (2d6+4)
Space/Reach:	15 ft./10 ft.
Special Attacks:	Death cry
Special Qualities:	Aura of undeath, damage reduction 10/good and magic, darkvision 60 ft., immunity to cold, fire, and sonic, regenerate 10, resistance to electricity 10, spell resistance 27, undead traits
Saves:	Fort +6, Ref +11, Will +18
Abilities:	Str 28, Dex 17, Con —, Int 5, Wis 24, Cha 23
Skills:	Listen +9, Search +10, Spot +27
Feats:	Alertness, Combat Reflexes, Flyby Attack, Improved Critical (bite), Lightning Reflexes, Multiattack, Snatch
Environment:	Any land
Organization:	Solitary or horde (1 black phoenix and 6d100 HD of undead)
Challenge Rating:	16
Treasure:	Double standard
Alignment:	Always neutral evil
Advancement Range:	20+ HD (Huge)
Level Adjustment:	—

The bird resembles a monstrous amalgam of eagle and vulture, its feathers dead black. Ebon lightning flickers around it, and you feel a deep chill at its passing.

Description

Sought after by arch-necromancers and feared by Asherak's kings and generals, the black phoenix is a twisted parody of the Phoenix of legend. It appears part ebon vulture and part giant eagle, and is wreathed in a corona of chill black fire. The passage of the black

phoenix causes the dead to rise, randomly imbuing corpses below it with varying degrees of unholy might. It is attracted to places of death, disease, and oppression, where, as it passes, ghouls, skeletons, vampires, and other fell beings rise up from among the dead. These risen dead slay all living things they find, but always they follow the phoenix.

When the black phoenix finally comes to roost, the horde of undead it has created eventually catch up to it and slay it (it does not resist, for this is part of its life cycle). Following the destruction of the phoenix, they return to their usual undead behavior. The black phoenix's dying place becomes an unholy spot, prowled by undead. Living things shun the area; plants refuse to grow there; milk curdles and food spoils; and only foul beasts are willing to call the tainted locale home. Inevitably, a bird dies near the spot of the black phoenix's death, and this bird rises as the new black phoenix. It rapidly grows in size, absorbing the nearby death energy, and the cycle of the black phoenix continues.

While the black phoenix is native to Asherak, necromancers from other lands have heard of it and want to learn more. The necromancers of Glivid Autel covet the feathers of the black phoenix and have hired adventurers to seek them out — none has yet succeeded, or at least Glivid Autel does not admit to having any of the feathers. The necromancers of Hollowfaust likewise

Feathers of the Black Phoenix

When a black phoenix feather is used as an additional material component in casting any spell or ritual from the necromancy school, the spell or ritual is treated as if affected by a metamagic feat of the caster's choice, with no increase in the spell's actual spell slot used. A feather can be used once before crumbling into ash.

A black phoenix feather can easily fetch up to 5,000 gp or more in the right markets.

covet the feathers, though mainly to keep them out of the hands of Glivid Autel.

Combat

The black phoenix of Asherak does not often seek out prey or engage in combat. It uses its death cry as much as possible. Holy damage and positive energy irritate it, and it may attack targets who can wield such powers, usually snatching victims off the ground or slaying them with its cry.

Death Cry (Su): Three times per day, the black phoenix can emit a terrible screech capable of slaying those nearby. This effect is similar to the spell *wail of the banshee* (caster level 19th; Fort DC 25 negates), except that it extends in an 80-foot radius from the phoenix. The save DC is Charisma-based.

Aura of Undeath (Su): The miasma of unholy that surrounds the black phoenix sickens the living and bolsters the undead. Living creatures within 190 feet of the black phoenix must succeed at a DC 18 Fortitude save each round or be sickened for 1d6 rounds and take 1 point of Strength and 1 point of Constitution damage. The save DC is Constitution-based.

The 190-foot-radius aura also functions as a double-strength *desecrate* spell. (The benefits of the aura are not included in the phoenix's stat block.)

Finally, any corpse or skeleton within this aura or that the phoenix casts its shadow upon as it flies overhead may rise up as some type of undead (see the table below). These undead attack any living being they encounter, but are primarily compelled to follow and slay the black phoenix. A corpse must succeed at a DC 25 Will save (using its Will save bonus in life) to avoid rising as an undead. (The save DC is Charisma-based.)

If the save fails, roll d% and add the deceased's effective character level. The result determines what manner of undead arises

from the corpse; giants, humanoids, and monstrous humanoids may rise as most kinds of undead, while other monsters usually rise as skeletons or zombies. Use templates where possible. Sunlight-vulnerable undead will arise as soon as it is safe for them to do so. In each case, the GM should feel free to substitute another undead creature of the same approximate level of power.

d% Result	Undead Created
01–15	Zombie or skeleton
16–30	Ghoul
31–40	Shadow
41–50	Wight
51–60	Shadow lord (CCII)
61–70	Ghast
71–80	Vampire spawn
81–85	Wraith
86–90	Spectre
91–95	Bodak
96–100	Vampire
101+	Special (GM's choice, something rare and/or powerful)

Regeneration (Ex): The black phoenix takes damage from good-aligned weapons, effects with the good descriptor, and attacks that deal divine (holy) damage.

Skills: The black phoenix has a +4 racial bonus on Search checks and a +8 racial bonus on Spot checks.



Phoenix, Storm

Large Magical Beast

Hit Dice:	4d10+16 (38 hp)
Initiative:	+7
Speed:	15 ft. (3 squares), fly 180 ft. (average)
AC:	18 (–1 size, +3 Dex, +6 natural), touch 12, flat-footed 15
Base Attack/Grapple:	+4/+13
Attack:	Bite +8 melee (2d6+5)
Full Attack:	Bite +8 melee (2d6+5) and 2 claws +3 melee (1d8+2)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Lightning strike
Special Qualities:	Darkvision 60 ft., dying blast, immunity to electricity, low-light vision, one with the storm, storm gate
Saves:	Fort +8, Ref +7, Will +4
Abilities:	Str 20, Dex 17, Con 18, Int 13, Wis 16, Cha 16
Skills:	Hide +3*, Listen +7, Search +17, Spot +18, Survival +5
Feats:	Improved Initiative, Flyby Attack
Environment:	Any land
Organization:	Solitary, pair, or flock (3–5)
Challenge Rating:	5
Treasure:	None
Alignment:	Always neutral good
Advancement Range:	5–12 HD (Large)
Level Adjustment:	+6 (cohort)

A great bird flies effortlessly through the crashing storm. Lightning flashes, revealing its blue-black, metallic feathers.

Description

A predatory creature with shimmering metallic plumage and quicksilver eyes, the storm phoenix can sometimes be glimpsed in the flashes of lightning that illuminate violent storms. These creatures live only in the midst of such storms, jumping from weather center to weather center through magical gates that they create themselves.

When a storm phoenix dies or is killed, it vanishes in a vortex of violent lightning bolts, leaving behind a single silver egg. This egg lies dormant until struck by a bolt of lightning, at which point it hatches into a new storm phoenix. In this way, storm phoenixes continue to survive and propagate themselves throughout the Scarred Lands.

In the past, battles between storm phoenixes and their rivals, the stormwings are said to have raged across the width and breadth of Asherak. Evenly matched, these battles were nothing short of

spectacular, and more often than not ended with the retreat of both combatants. Since the Divine War, storm phoenixes have grown rarer, as have fights between these two natural enemies. The sight of such a battle, in which the storm phoenix's lightning strikes are absorbed by the stormwing and turned back against it, is today considered an ill omen, a sign of disasters to come.

Combat

Storm phoenixes are peaceful unless provoked, preferring simply to fly amid the mad winds of thunderstorms. If attacked, a storm phoenix will use its Flyby Attack feat and strafe its opponents with lightning bolts, staying entirely out of direct combat. The phoenix is smart enough to focus on spellcasters and missile-armed foes first. If a battle goes poorly for the phoenix, it generally teleports to another storm rather than dying in a hopeless fight. This makes obtaining a storm phoenix's feathers very difficult indeed.

The feathers of the storm phoenix are used to aid in transportation magic; a single feather fetches up to 2,000 gp. If used as an additional material component for the spell *teleport*, the feather causes that spell to function as *greater teleport*. It can also be used as a focus for the spell *teleportation circle*, negating the need for the amber dust normally required for that spell.



Lightning Strike (Su): Once every 1d4 rounds, a storm phoenix can project a bolt of lightning identical to the *lightning bolt* spell (caster level equal's phoenix's HD; Reflex DC 15). The save DC is Charisma-based.

Dying Blast (Su): Upon reaching 0 hit points (or otherwise dying), a storm phoenix vanishes in a burst of electrical energy. All creatures within 20 feet take 4d6 points of electricity damage (Reflex DC 16 half). The save DC is Constitution-based.

In the place of the vanished storm phoenix drops a silvery egg (hardness 25, 40 hp). This egg does not hatch normally; however, if at any time it is exposed to enough electricity to deal at least 1 point of damage, it bursts open and a fully grown storm phoenix emerges.

One with the Storm (Ex): Storm phoenixes are not hampered by high winds or by magical spells or effects that simulate such conditions, such as *gust of wind*. A storm phoenix takes 1 point of Constitution damage per day it spends outside of a stormy environment.

Storm Gate (Sp): As a full-round action, a storm phoenix can transport itself (and only itself) between storms in a manner similar to the spell *transport via plants*.

Skills: Storm phoenixes have a +8 racial bonus on Search and Spot checks.

*While in the air during a storm, a storm phoenix has a +10 racial bonus on Hide checks.

Plague Gator

Large Undead

Hit Dice:	6d12 (39 hp)
Initiative:	+0
Speed:	20 ft. (2 squares), swim 20 ft.
AC:	18 (−1 size, +9 natural), touch 9, flat-footed 18
Base Attack/Grapple:	+3/+12
Attack:	Bite +7 melee (2d6+5)
Full Attack:	Bite +7 melee (2d6+5) and tail rake +5 melee (1d8+2 plus poison)
Space/Reach:	10 ft./5 ft. (10 ft. with tail)
Special Attacks:	Improved grab, poison, stream of filth
Special Qualities:	Blindsight 60 ft., burst of speed, tremorsense 120 ft., undead traits
Saves:	Fort +2, Ref +2, Will +5
Abilities:	Str 21, Dex 10, Con —, Int —, Wis 10, Cha 1
Skills:	Hide +9, Move Silently +13
Feats:	Multiattack ^B
Environment:	Warm or temperate marsh
Organization:	Solitary, pair, or nest (3–16)
Challenge Rating:	4
Treasure:	Standard coins; double goods; 50% items
Alignment:	Usually neutral evil
Advancement Range:	7–9 HD (Large); 10–18 HD (Huge)
Level Adjustment:	—

This creature might once have been an alligator, but now it is a thoroughly corrupt undead monstrosity. It is long, with sickly yellow flesh covered in worms and maggots. Its tail is spiked with bony protrusions, but its head is the worst — most of its flesh has fallen off, and its empty mouth and eye sockets writhe with parasites.

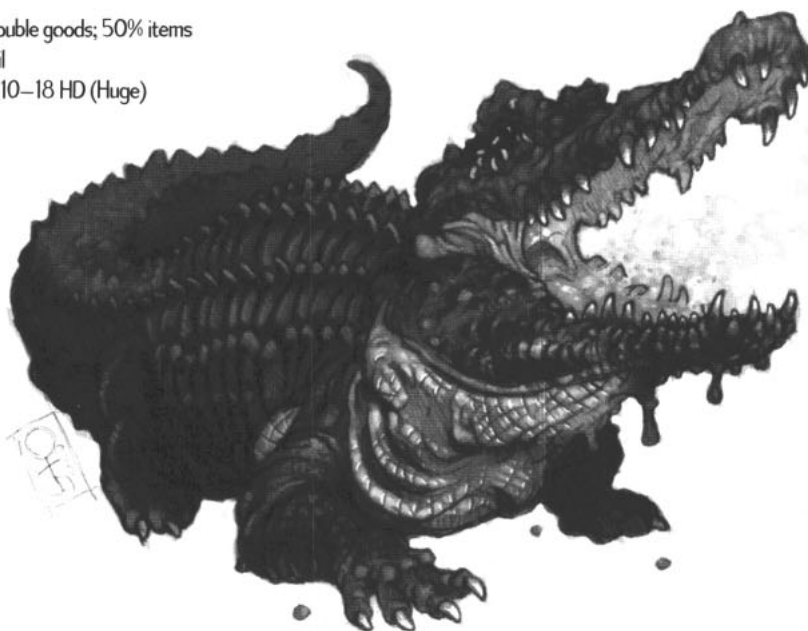
Description

As the forsaken elves struggled against Chern, bits of his corrupt flesh flew everywhere, some landing many leagues away in the swamps of northern Termana. There, alligators that consumed his flesh were transformed into the perversions now known as plague gators.

Plague gators are typically about 10 feet in length, including their flexible, spiked tails. They range in color from a bilious yellow-green to almost black. Worms and maggots writhe about in their otherwise empty eye sockets, and their gaping maws are filled with rotten and broken teeth.

Plague gators have a dim but malicious intelligence, and often willingly serve masters such as powerful swamp hags and asaath. The gators' blindsight makes them invaluable watchdogs for their masters.

Plague gators have a surprising fondness for beautiful sounds and objects of all kinds. Males often make



nests of refuse and detritus in areas frequented by songbirds and line the nests with piles of coins and gems.

Combat

Plague gators prefer to charge at prey from hiding places in shallow or stagnant water. They weaken their victim with their poisonous, festering tail barbs, then drag it down under the water. They use their stream of filth against spellcasters or opponents who attack them with ranged weapons. Plague gators flee combat only if clearly outmatched.

Improved Grab (Ex): To use this ability, a plague gator must hit with its bite attack. If it establishes a hold, it tries to drag its opponent into deep water and pin it to the bottom.

Poison (Ex): Tail rake, Fort DC 13, 1d3 Str/1d3 Str.

Remembrance

Medium Construct

Hit Dice:	9d10+20 (69 hp)
Initiative:	+6
Speed:	30 ft. (6 squares)
AC:	23 (+6 Dex, +7 natural), touch 16, flat-footed 17
Base Attack/Grapple:	+6/+9
Attack:	+1 <i>keen rapier</i> +13 melee (1d6+4/15–20)
Full Attack:	+1 <i>keen rapier</i> +13/+8 melee (1d6+4/15–20)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Spell-like abilities
Special Qualities:	Bardic talents, construct traits, damage reduction 5/adamantine, darkvision 60 ft., low-light vision, masterful kenning, spell resistance 18
Saves:	Fort +3, Ref +9, Will +6
Abilities:	Str 16, Dex 23, Con —, Int 17, Wis 16, Cha 20
Skills:	Appraise +5, Concentration +14, Craft or Profession (any one) +8, Diplomacy +10, Disguise +10, Gather Information +10, Hide +10, Knowledge (arcana, history) +12, Knowledge (any two) +10, Listen +10, Move Silently +11, Perform (sing) +14, Perform (any two) +10, Search +5, Sense Motive +8, Spellcraft +7, Spot +10, Use Magic Device +9
Feats:	Combat Expertise, Combat Reflexes, Improved Disarm, Weapon Finesse
Environment:	Any land
Organization:	Solitary
Challenge Rating:	8
Treasure:	Standard
Alignment:	Always chaotic good
Advancement Range:	10–18 HD (Medium)
Level Adjustment:	+6 (cohort)

The figure is simply too perfect to be an elf — its eyes glimmer, its skin is flawless, its movements more graceful than any mortal creature could possibly perform, and it speaks in an ethereal voice.

Stream of Filth (Su): A plague gator can spew out a 60-foot line of diseased, maggot-infested filth. Any creature in the area affected must succeed at a DC 13 Reflex save or take 2d4 points of damage and be nauseated for 1d4 rounds; creatures that save take no damage but are sickened for 1 round. If a creature takes damage, it must make a second saving throw (Fort DC 13 negates) or take 1d2 points of Charisma damage and be exposed to a random nonmagical disease. The saves are Constitution-based.

Burst of Speed (Ex): Three times per day, a plague gator can move at five times its normal speed (100 feet) when it makes a charge.

Skills: Plague gators have a +4 racial bonus on Hide and Move Silently checks.

Description

The death of the high elves' god did more than curse the elves, it virtually slew their spirits. Sorrow and melancholy have fallen upon the forsaken elves in the years since the fall. Their decline has been slow and painful, a dissolution becoming evident in their fragmented empire, decaying cities, shattered faith, and their daily lives.

In 57 AV, a group of elven artists, writers, wizards, and other creative individuals gathered in the city of Turen to discuss their plight. They agreed to assume responsibility for rekindling the elves' spirits while preserving high elven heritage and culture. Artists from all of the elf realms were rallied and a renaissance movement began, bringing to an end a decades-long dearth of true elven culture. Along with their colleagues' murals, novels, poems, symphonies, sculptures, and architecture, the elven wizards presented some new spells and magic items — and their *pièce de résistance*, the remembrances, constructs tailored like beautiful high elves.

The remembrances were designed as testaments to erstwhile elven glory, literally animate cultural archives. Once, they mingled with elves, singing, dancing, reciting myths and legends, or even reenacting famous battles. Intended as keepers of all the joys and pleasures of elven lives and passions, they are intelligent, knowledgeable, and even fully capable of romantic and sexual activities.

Arguably, the brief revitalization movement had the greatest impact on the city of Pelegael, where the people rejected it outright, finding it too painful to admire. To their eyes, the renaissance was a sick and morbid mockery of the elves' former grandeur. Eventually, a series of

riots exploded across the realm. The angry elves destroyed most of the renaissance works, including many of the remembrances. In some ways, the riots continue to this day, as Pelegael survives amid violence and anarchy.

After the movement faded, several remembrances secluded themselves in theatres and museums along with other pieces of art, where today they discreetly duplicate ancient masterpieces or pen old stories. Others wander as bards, disguising themselves as living elves. A few others live with sympathetic elven wizards or simply hide in the forests.

Combat

Remembrances avoid combat altogether, if possible, but can ably defend themselves with their rapiers, which are always of at least +1 enhancement and have the *keen* ability. They usually fight defensively, attempting to protect the innocent and to break away from combat as quickly as possible.

A remembrance's spell-like abilities are usually reserved for artistry or performances, unless the construct fears for its safety or that of creatures it considers its wards.

Spell-Like Abilities: At will—*arcane sight*, *change self*, *comprehend languages*, *flare* (DC 15), *ghost sound* (DC 15), *light*, *prestidigitation*, *silent image*, *summon instrument*; 3/day—*blur*, *calm emotions*, *heroism*, *levitate*, *minor image* (DC 16), *protection from evil/law*, *Salamar's quiet contemplation** (DC 16), *sound burst* (DC 17); 1/day—*aura of menace**, *daylight*, *good hope*, *hypnotic pattern* (DC 17), *major image* (DC 18), *sculpt sound* (DC 19); 1/week—*legend lore*. Caster level 12th. The save DCs are Charisma-based.

Bardic Talents (Ex): Remembrances have the bardic knowledge (check bonus +12) and bardic music abilities (countersong, *fascinate*, *inspire courage* +2, *inspire competence*, *suggestion*, *inspire greatness*), as the bard class features of the same name. (Where applicable, remembrances have an effective bard level of 9th.) They also have the skill points of a bard, as opposed to those of a construct.

Masterful Kenning (Ex): Remembrances can always choose to take 10 on any Knowledge (but not bardic knowledge) or Perform check, even if rushed or threatened.

Skills: Remembrances have a +2 racial bonus on Listen, Search, and Spot checks and a +4 racial bonus on Move Silently checks.

Construction

A remembrance is made of an alchemical substance resembling skin formed around a mithril skeleton; its eyes are made of powdered gems and carefully crafted to resemble living eyes. Making the body requires three different skill checks, made in order: a DC 18 Craft (armorsmithing or weaponsmithing) check, a DC 17 Craft (alchemy) check, and a DC 17 Craft (sculpting) check.

Most importantly, however, the creation of a remembrance requires the willing sacrifice of an elf who is at least a 3rd-level bard and is capable of casting 5th-level arcane spells, whose soul is transferred into the construct (as opposed to binding an elemental spirit into the thing).

CL 16th; Craft Construct (see MM, Chapter 6), *animate objects*, *cat's grace*, *geas/quest*, *legend lore*, *magic jar*, *polymorph any object*, *wish*, creator must be 16th level, able to cast arcane spells, chaotic good, and an elf; Price 170,000 gp; Cost 86,000 gp + 6,800 XP.



Quillwolf

Medium Animal

Hit Dice:	2d8+4 (13 hp)
Initiative:	+2
Speed:	50 ft. (10 squares)
AC:	15 (+2 Dex, +3 natural), touch 12, flat-footed 13
Base Attack/Grapple:	+1/+3
Attack:	Bite +3 melee (1d6+3)
Full Attack:	Bite +3 melee (1d6+3)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Quill burst, trip
Special Qualities:	Low-light vision, quills, scent
Saves:	Fort +5, Ref +5, Will +1
Abilities:	Str 15, Dex 14, Con 15, Int 2, Wis 12, Cha 5
Skills:	Hide +3, Listen +5, Move Silently +4, Spot +4, Survival +1*
Feats:	Alertness, Track ^B
Environment:	Any forest
Organization:	Solitary, pair, or pack (4–13)
Challenge Rating:	1
Treasure:	None
Alignment:	Always neutral
Advancement Range:	3–6 HD (Large)
Level Adjustment:	—

It is as if a large wolf has been bred with a porcupine: lean and lupine in appearance, the beast is covered with heavy quills. It utters a low growl, and its quills rise up threateningly.

Description

Some say that these creatures were created long ago by Gormoth when he spawned the plants and animals of Scarn, while others speculate that they are a new breed of wolf, perhaps created by Denev or Tanil, or by some mad arch-mage in a secret laboratory.

Quillwolves owe their name to the long, thick quills that cover their bodies. These shafts grow quite sharp at the ends; the quills are hollow and buoyant, with tiny backwards-facing barbs like the quills of a porcupine. When a quillwolf becomes excited, these quills stand out on its body like the hackles of a dog.

Quillwolves can be found in almost all of the heavily forested areas of Termana, from the Song Glade to the Dire Woods.

Combat

Quillwolves engage foes in much the same way as their wolf counterparts. A pack will circle an enemy and attack in small groups from all directions simultaneously, then retreat to the safety of the circle.

Although quillwolves can discharge their quills at multiple targets, they normally use this ability when trying to dissuade a dangerous foe from attacking or when attempting to flee from combat. Normally, one or two pack members will shake off their quills to provide cover for the other quillwolves as they make their escape. During particularly lean hunting seasons, however, quillwolves have been known to use their quill bursts in attempts to take down prey.

Quill Burst (Ex): Once per week, a quillwolf may vigorously shake its body as a standard action, causing a number of its quills to fly off in all directions. The quillwolf may make 1d4 ranged attack rolls (+3 attack bonus, roll each quill separately) against all creatures within 15 feet.

Trip (Ex): A quillwolf that hits with its bite attack can attempt to trip the opponent (+3 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. The target of a quillwolf's trip attack also takes quill damage (see below). If the trip attempt fails, the target cannot react to trip the quillwolf.

Quills (Ex): A quillwolf is covered in long quills like those of an enormous porcupine. If a quillwolf successfully trips or grapples a target, the target takes 1d4 points of piercing damage from its quills. Any creature striking the quillwolf with natural weapons or unarmed attacks also takes 1d4 points of damage.

Skills: *Quillwolves have a +4 racial bonus on Survival checks when tracking by scent.



Razor Leaf

Small Animal

Hit Dice:	2d8 (9 hp)
Initiative:	+3
Speed:	20 ft. (4 squares), climb 20 ft
AC:	16 (+1 size, +3 Dex, +2 natural), touch 14, flat-footed 13
Base Attack/Grapple:	+1/-4
Attack:	Bite +5 melee (1d6-1)
Full Attack:	Bite +5 melee (1d6-1) and 2 claws +0 melee (1d3-1)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Pounce, rake 1d3-1
Special Qualities:	All-around vision, burst of speed, low-light vision, razor spines
Saves:	Fort +3, Ref +6, Will +1
Abilities:	Str 9, Dex 16, Con 11, Int 1, Wis 12, Cha 10
Skills:	Balance +11, Climb +11, Hide +13*, Listen +2, Spot +7
Feats:	Spring Attack ⁸ , Weapon Finesse
Environment:	Warm forest and marsh
Organization:	Solitary, pair, or pack (3-8)
Challenge Rating:	1
Treasure:	Standard
Alignment:	Always neutral
Advancement Range:	3-5 HD (Small); 6 HD (Medium)
Level Adjustment:	—

A large green-brown lizard creeps along the branch in front of you. It bristles with bony spurs that are a pale, unhealthy yellow in color.

Description

In the deep jungles of Termana, lizards live in numbers and varieties unknown to even the most learned mortal sages. One such creature is the razor leaf, a fierce arboreal carnivore. The razor leaf takes its name from the bony spurs that jut from its joints and from the crest that runs around its neck. Yellowish and barbed, these spurs resemble narrow, sickly leaves.

Living in the lower reaches of the jungle canopy, the typical razor leaf is 3 feet long from nose to tail — but dangerous even to creatures much larger than itself. Gifted with rough, bark-like skin in mottled browns and greens, the creature is capable of remaining still for hours on end, blending almost perfectly with the flora that surrounds it.

Some native tribes believe the creatures to be the vengeful spirits of dying trees, and will not approach any plant that appears sickly, fearful that it harbors one or more razor leaves.

Combat

Thanks to its remarkable camouflage, the razor leaf usually surprises its prey. It is rarely

surprised itself, given its wide-spaced eyes. Even if an enemy spots the creature, the razor leaf's capability for short bursts of speed means that it often closes the distance before its prey can react. After leaping onto its target, the creature bites and claws rapidly and then leaps away, only to attack again an instant later. Razor leaves sometimes hunt in packs, allowing them to bring down prey far larger than themselves.

Pounce (Ex): If a razor leaf charges a foe, it can make a full attack, including two rake attacks.

Rake (Ex): Attack bonus +0 melee, damage 1d3-1.

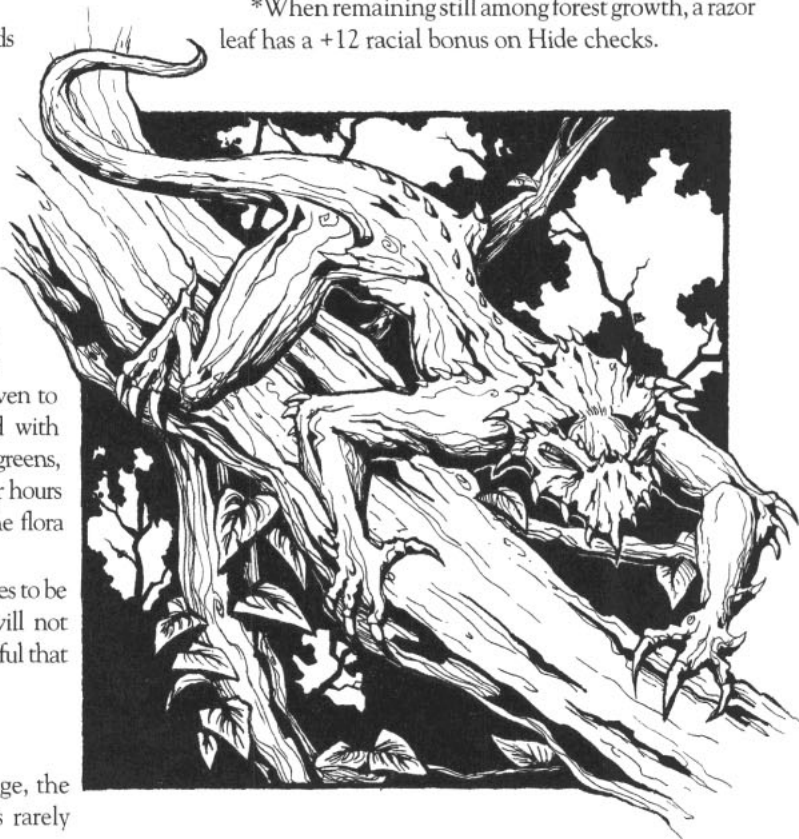
All-Around Vision (Ex): A razor leaf has widely spaced eyes that rotate independently, allowing it to see in all directions at once. Because of this ability, it cannot be flanked.

Burst of Speed (Ex): Once every 6 hours, a razor leaf can move at five times its normal speed (100 feet) when it makes a charge.

Razor Spines (Ex): A creature that attacks a razor leaf with natural or unarmed attacks takes 1d3 points of piercing damage from the lizard's wickedly sharp spines. The razor leaf may also use these spines as armor spikes when grappling.

Skills: Razor leaves have a +4 racial bonus on Hide and Spot checks and a +8 racial bonus on Balance and Climb checks. They can always choose to take 10 on Climb checks, even if rushed or threatened. They use their Dexterity modifier instead of their Strength modifier for Climb checks.

*When remaining still among forest growth, a razor leaf has a +12 racial bonus on Hide checks.



Sand Hulk

Gargantuan Animal

Hit Dice:	20d8+140 (230 hp)
Initiative:	+1
Speed:	40 ft. (8 squares), burrow 10 ft.
AC:	23 (–4 size, +1 Dex, +16 natural), touch 7, flat-footed 22
Base Attack/Grapple:	+15/+39
Attack:	Claw +24 melee (2d8+12/19–20)
Full Attack:	2 claws +24 melee (2d8+12/19–20)
Space/Reach:	20 ft./15 ft.
Special Attacks:	Improved grab, rend 4d8+24
Special Qualities:	Tremorsense 120 ft.
Saves:	Fort +19, Ref +13, Will +6
Abilities:	Str 34, Dex 13, Con 25, Int 1, Wis 10, Cha 2
Skills:	Hide +1*, Listen +7, Spot +12
Feats:	Alertness, Cleave, Diehard, Endurance, Improved Critical (claw), Power Attack, Weapon Focus (claw)
Environment:	Warm desert
Organization:	Solitary
Challenge Rating:	14
Treasure:	None
Alignment:	Always neutral
Advancement Range:	21–32 HD (Gargantuan); 33–60 HD (Colossal)
Level Adjustment:	—

From out of the cast-off shell of the gigantic desert tortoise emerges a creature that resembles a huge sand-colored crab with thick, deadly-looking claws.

Description

The sand hulk is a massive arthropod that lives in the cast-off shells of the giant tortoises that inhabit the Desert of Onn. Although most of the time sand hulks are scavengers, some may turn predatory when food is scarce. A sand hulk's mighty pincers can crush the life out of most who threaten it. They have the ability to regenerate severed limbs, and can also break off their own limbs to escape confinement.



The sand hulks' coloration makes them very difficult to see on the desert sand, making it appear that an empty shell lies nearby, surprising any who come near. This ability has resulted in many who have encountered a sand hulk and survived to tell tales of "ghost shells" attacking the unwary.

Combat

A sand hulk normally attacks living prey only when threatened, but hungry hulks will lie in wait for prey within giant tortoise shells or sometimes even beneath the sand or in shallow caverns. A sand hulk will immediately attempt to grapple and squeeze its prey in the larger of its two claws, rending with the other. If outnumbered or badly wounded it will reluctantly abandon its home and attempt to escape into the desert.

A sand hulk can voluntarily shed a limb if it is trapped or damaged. Lost limbs regenerate in 1d4 days.

Improved Grab (Ex): To use this ability, a sand hulk must hit with a claw attack.

Rend (Ex): If the sand hulk hits with two claws in the same round, or if it hits with a second claw against an opponent already held in the first, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 4d8+24 points of damage.

Skills: A sand hulk has a +4 racial bonus on Hide checks.

*In sandy areas, the racial Hide bonus improves to +16.

Sand Sloth

Large Animal	
Hit Dice:	5d8+25 (47 hp)
Initiative:	+0
Speed:	30 ft. (6 squares), burrow 5 ft.
AC:	18 (–1 size, +7 natural), touch 9, flat-footed 18
Base Attack/Grapple:	+3/+12
Attack:	Claw +7 melee (1d6+5)
Full Attack:	2 claws +7 melee (1d6+5)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Constrict 1d6+5, improved grab
Special Qualities:	Defensive ball, low-light vision
Saves:	Fort +9, Ref +4, Will +1
Abilities:	Str 20, Dex 10, Con 21, Int 1, Wis 11, Cha 6
Skills:	Hide –2*, Listen +3, Spot +3
Feats:	Diehard, Endurance
Environment:	Warm desert
Organization:	Solitary or herd (5–10)
Challenge Rating:	3
Treasure:	None
Alignment:	Always neutral
Advancement Range:	6–10 HD (Large)
Level Adjustment:	—

The creature moves out of the dunes at a leisurely pace. It resembles a great anteater, though one covered from head to toe with thick scales. Its head is narrow with tiny black eyes and a long and tube-like snout. Its forepaws bear heavy, curved claws.

Description

These lumbering creatures dwell in the deserts of Termana and resemble enormous pangolins or scaly anteaters. They typically grow to from 10 to 13 feet in length, with elongated snouts, small black eyes and no visible ears. Sand sloths are covered with large, overlapping plate-like scales, giving them an appearance rather like that of a large, four-legged pinecone.

Sand sloths are peaceful insectivores, feasting on termites, ants, and other nest-building vermin. They use their powerful front claws to rip open nests and eat their fill, using their long, sticky tongues to catch up prey. They are not exclusively insectivorous, though, and sometimes feast on other species such as dunefish and similar small creatures.

Tough and adaptable, sand sloths are well adapted to the rigors of desert life, and rarely if ever need to drink water, gaining all the moisture they need from their prey. Their heavy scales provide considerable protection from predatory foes, but sand sloths' best-known defense is their ability to roll up into armored, nearly invulnerable balls, flattening their scales and sealing themselves off from enemies' attacks. Wild sand sloths will curl up around their young to protect them from harm in this way.

The desert tribes of Termana have been known to domesticate sand sloths, using them as riding mounts and beasts of burden. Fully trained sand sloths will fight for their riders, and also give them shelter within their defensive ball if threatened.

Combat

Sand sloths are normally peaceful insectivores, but fight furiously if they or their herd is threatened. Male sand sloths will attack foes, grabbing and crushing attackers to hold them while females and young flee (often burrowing into the sand to escape). In extreme situations, sand sloths will roll up into defensive balls — adults rolling up around vulnerable youngsters — and remain that way until predators finally give up and go away. They may remain in this posture indefinitely.

Riding a sand sloth requires an exotic saddle. A sand sloth can fight while carrying a rider, but the rider cannot also attack unless he or she succeeds on a Ride check. Young sand sloths sell for as much as 1,000 gp. Professional trainers charge at least 500 gp to rear or train a sand sloth.

Carrying Capacity: A light load for a sand sloth is up to 399 pounds; a medium load, 400–798 pounds; and a heavy load, 799–1,200 pounds. A sand sloth can drag 6,000 pounds.

Constrict (Ex): On a successful grapple check, a sand sloth deals 1d6+5 points of damage.

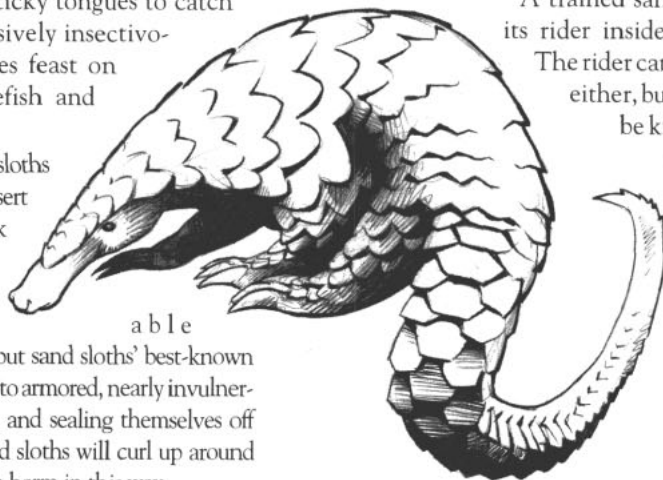
Improved Grab (Ex): To use this ability, a sand sloth must hit with a claw attack. If it establishes a hold, it can constrict.

Defensive Ball (Ex): As a standard action, a sand sloth can roll itself into a tight ball, protected by its heavy scales. In this position it cannot move or take any action, but its natural armor bonus doubles (i.e., to +18, for a total AC of 27) and it gains damage reduction 5/bludgeoning, cold and fire resistance 10, and sonic resistance 5.

A trained sand sloth can protect its rider inside its defensive ball.

The rider cannot take any action either, but the sand sloth must be killed before the rider can be attacked.

Skills: *Sand sloths have a +6 racial bonus on Hide checks in desert terrain.



Sand Trapper

Large Animal	
Hit Dice:	6d10+5 (38 hp)
Initiative:	+1
Speed:	20 ft. (4 squares)
AC:	17 (-1 size, +1 Dex, +7 natural), touch 10, flat-footed 16
Base Attack/Grapple:	+4/+13
Attack:	Tentacle +8 melee (1d4+4)
Full Attack:	4 tentacles +8 melee (1d4+4), bite +3 melee (1d6+2)
Space/Reach:	10 ft. / 10 ft.
Special Attacks:	Improved grab
Special Qualities:	Camouflage, tremorsense
Saves:	Fort +10, Ref +6, Will +1
Abilities:	Str 20, Dex 12, Con 20, Int 2, Wis 8, Cha 4
Skills:	Listen +3, Spot +4
Environment:	Warm deserts
Organization:	Solitary
Challenge Rating:	5
Treasure:	Standard
Alignment:	Always neutral
Advancement Range:	11-16 HD (Huge); 17-22 HD (Gargantuan)
Level Adjustment:	—

The sand shifts, and four thick tentacles whip up from the ground. Emerging from its hiding place beneath the sand, the creature is like a 10-foot square rug with a snapping mouth at the center and a grasping tentacle at each corner.

Description

The sand trapper is well adapted to the bleak landscape of the Desert of Onn. They are large, flat creatures 10 feet on a side, but only two feet thick. Their undersides are covered with tiny tube-like feet, and each corner is equipped with a large tentacle used for capturing prey, then moving it to a large mouth in the center of the animal. They congregate near oases and around the giant tortoise shells that litter the wastelands of Asherak.

Sand trappers move only at night, gliding across the dunes like floating carpets. Around dawn, a trapper will hide itself in the sand, hopefully near a

suitable ambush location, digging down with its tube-feet and using its large tentacles to cover itself with sand.

The Ubuntu tribesmen are aware of these creatures, and approach oases and tortoise shells with caution, throwing rocks and spears from range, hoping to disturb sand trappers and force them to reveal their locations. The tribesmen also hunt trappers, using their tough hide for tents, saddle cloths, boots and saddles.

Once a year, males and female trappers gather together, far away from any activity, to spawn their young. Each mother produces up to four fist-sized eggs, which are then left buried in the sand to gestate. The young emerge two to three weeks later and immediately fan out across the dunes, seeking prey of their own.

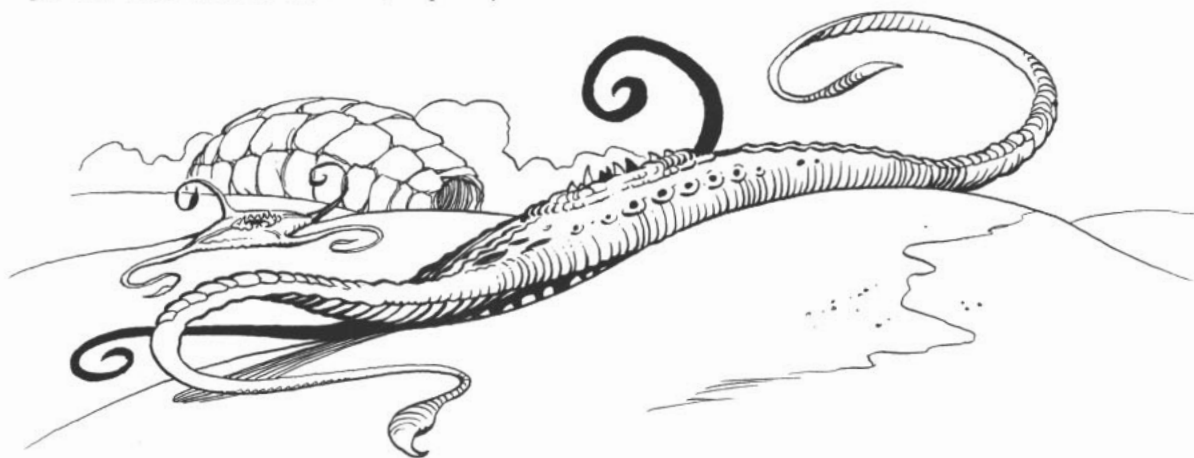
Combat

These creatures lie hidden beneath the sand, awaiting prey. When they feel a creature walk nearby, their tentacles lash out from under the sand, snagging the unsuspecting prey and dragging it toward the snapping mouth.

Camouflage (Ex): It takes a DC 25 to spot a Sand Trapper laying in wait, and motionless. This DC is reduced to a DC 15 if the creature is on top of the ground.

Improved Grab (Ex): A sand trapper must hit with at least one tentacle attack to use this ability. Once it gets a hold, the trapper automatically inflicts bite damage every round. The victim can attempt to break the grapple, but suffers a -1 penalty to his grapple check for every tentacle that is holding him. Tentacles that are holding prey cannot make normal attacks.

Tremorsense (Ex): These creatures can sense prey up to 30 feet away.



Shellrak

Gargantuan Aberration

Hit Dice:	26d8+182 (299 hp)
Initiative:	+5
Speed:	20 ft. (4 squares)
AC:	31 (–4 size, +1 Dex, +24 natural), touch 7, flat-footed 30
Base Attack/Grapple:	+19/+43
Attack:	Tentacle +27 melee (3d6+12/19–20 plus poison)
Full Attack:	5 tentacles +27 melee (3d6+12/19–20 plus poison) and bite +22 melee (1d6+6)
Space/Reach:	30 ft./20 ft.
Special Attacks:	Improved grab, poison
Special Qualities:	Blindsight 120 ft., damage reduction 15/magic and slashing, regenerate 15, resistance to fire 10
Saves:	Fort +15, Ref +9, Will +16
Abilities:	Str 34, Dex 13, Con 24, Int 5, Wis 12, Cha 9
Skills:	Hide +11, Listen +11, Move Silently +9
Feats:	Ability Focus (poison), Awesome Blow, Cleave, Combat Reflexes, Endurance, Improved Bull Rush, Improved Critical (tentacle), Improved Initiative, Power Attack
Environment:	Warm desert
Organization:	Solitary
Challenge Rating:	16
Treasure:	Double standard
Alignment:	Always neutral
Advancement Range:	27–39 HD (Gargantuan); 40–78 HD (Colossal)
Level Adjustment:	—

The creature that lurks in the giant shell is a roughly conical mass of translucent flesh, surrounded by five thin tentacles. With blinding speed, the tentacles snake out toward you.

Description

In the ever-burning Desert of Onn, life feeds on life. For those unable to hunt, only the shell oases offer any hope for survival where prey gathers, predators are sure to follow.

Shellrak are giant monstrosities capable of filling an entire shell oasis with their alien bulk. Some scholars suggest that they are a bizarre breed of parasite grown out of control after the deaths of their giant tortoise hosts. Regardless of their nature, shellrak are fearsome threats.

Hiding within the great shells, shellrak are semi-gelati-

nous creatures equipped with five grasping, whiplike tentacles. Creatures hoping to find an oasis are suddenly and horribly disappointed when they find themselves wrapped in the creature's crushing grip and pulled inexorably toward the monstrosity to be slowly consumed.

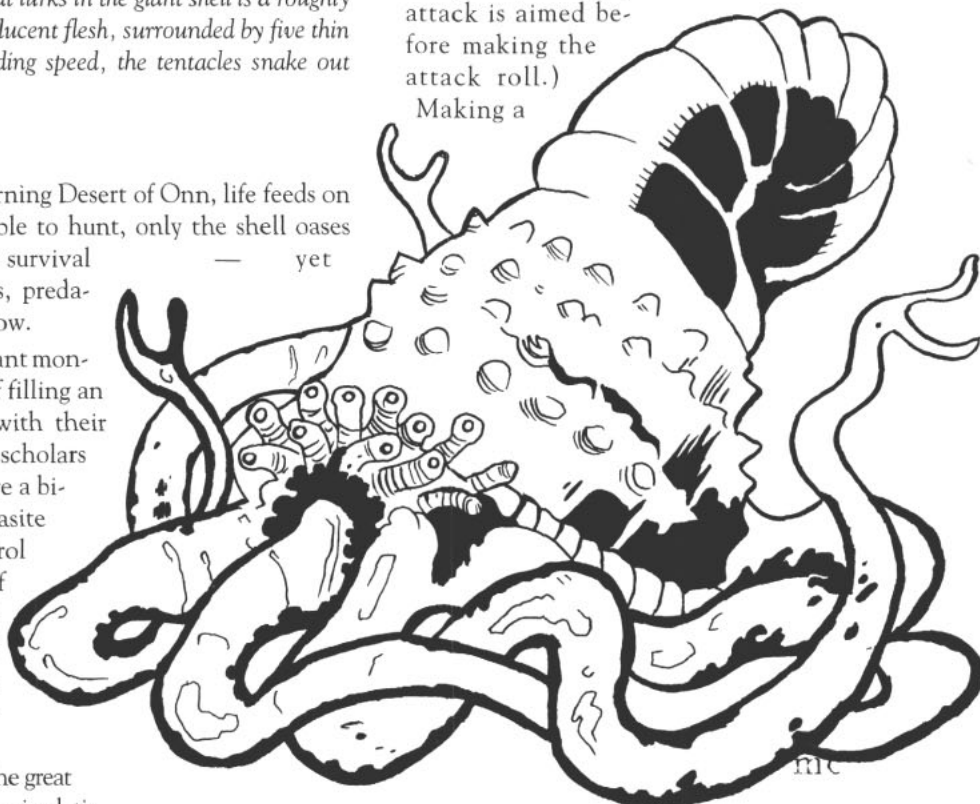
Combat

Despite their size, shellrak are masters of subtlety, relying on ambush and surprise. Capable of lying perfectly still for weeks at a time, these great hunters conceal their poison-coated tentacles in the sand. When a creature approaches, the shellrak explodes in a flurry of writhing limbs and flying sand, quickly paralyzing its prey then dragging the unfortunate creature toward its tiny mouth to be dismembered and consumed.

A shellrak has five 20-foot long tentacles, each well over a foot in diameter and frighteningly strong. One of these limbs extends from each of its host shell's five holes. No single creature can ever be attacked by more than two of a shellrak's tentacles in a single round. More terrible though, is the hideously strong poison that oozes from these tentacles. Any creature struck by a shellrak's tentacles risks being poisoned as well as grappled and pinned.

To sever a tentacle, an opponent must make a successful sunder attempt with a slashing weapon. (The player should declare where the attack is aimed before making the attack roll.)

Making a



sunder attempt provokes an attack of opportunity unless the attacker has the Improved Sunder feat. An opponent can strike at a shellrak's tentacle from any position in which he could strike at the shellrak itself.

Each of a shellrak's tentacles has hit points equal to the creature's full normal hit point total divided by 10. Thus, if a shellrak has 299 hp, a single blow dealing 29 or more points of slashing damage severs a tentacle ($299 / 10 = 29.9$, rounded down to 29). Losing a tentacle deals damage to the body equal to half the tentacle's full normal hit points (i.e., normally $29 / 2 = 14.5$, rounded down to 14 points).

Any attack that is not (or cannot be) an attempt to sunder a tentacle affects the body. For example, area effects deal damage to the body, not to the tentacles.

Targeted magical effects cannot sever a tentacle (and thus must be directed at the body) unless they deal slashing damage and could be used to make a sunder attempt.

Improved Grab (Ex): To use this ability, a shellrak must hit with a tentacle attack. The shellrak is not considered grappled while it holds a creature with any of its tentacles.

Poison (Ex): Tentacle (contact), Fort DC 32, 2d6 Str/2d6 Str.

Regeneration (Ex): Acid and cold deal normal damage to a shellrak. A shellrak that loses part of its body mass can regrow it in 1d6 minutes. Holding the severed portion against the mass causes it to reattach instantly.

Skills: Due to their transparency, shellraks have a +12 racial bonus on Hide checks.

Shen Shenagar

Medium Monstrous Humanoid

Hit Dice:	2d8 (9 hp)
Initiative:	+1
Speed:	30 ft. (6 squares), burrow 15 ft.
AC:	14 (+1 Dex, +3 natural), touch 11, flat-footed 13
Base Attack/Grapple:	+2/+2
Attack:	Claw +2 melee (1d4) or dagger +2 melee (1d4/19–20) or halfspear +2 melee (1d6/x3) or halfspear +3 ranged (1d6)
Full Attack:	2 claws +2 melee (1d4) and bite –3 melee (1d3); or dagger +2 melee (1d4/19–20) and bite –3 melee (1d3); or halfspear +2 melee (1d6/x3) and bite –3 melee (1d3); or halfspear +3 ranged (1d6)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Poison
Special Qualities:	Darkvision 60 ft., sand shifting, tremorsense 30 ft.
Saves:	Fort +0, Ref +4, Will +4
Abilities:	Str 10, Dex 13, Con 11, Int 10, Wis 13, Cha 8
Skills:	Balance +5, Listen +2, Hide +2*, Knowledge (nature) +3, Move Silently +3, Survival +4
Feats:	Endurance
Environment:	Warm desert or underground
Organization:	Solitary, pair, gang (3–4), hunting party (5–12 plus 30% noncombatants plus 1 leader of 3rd–6th level), or tribe (20–50 plus 50% noncombatants plus 1 sub-leader of 3rd–4th level per 20 adults and 1 leader of 5th–7th level)
Challenge Rating:	1
Treasure:	Standard
Alignment:	Usually neutral
Advancement Range:	By character class
Level Adjustment:	+2

The humanoid is relatively small in stature, the size of an elf, but resembles a bipedal skink. Its rough skin is a sandy brown in color, and its wide, reptilian eyes regard the world with curiosity rather than hostility.

Description

Residents of the Desert of Onn, shen shenagar are a race of lizard people with flat, arrow-shaped heads, muscular bodies, and long tails. Their hands are tipped with claws, but most arm themselves with daggers and spears made from the poisonous thorns of the nista plant. Shen shenagar are sandy brown in color and easily blend in with the desert dunes.

Shen shenagar possess the singular ability to swim through sand, and were therefore able to survive the Divine War relatively unscathed, hiding in spring-fed grottos deep beneath the surface.

Combat

Shen shenagar are cautious fighters who use their burrowing speed and poisonous weapons to best advantage in combat. Typically, a hunting party will lie in wait just below the surface until their prey comes within striking distance. They will then emerge in flanking positions, hit their prey with poisonous weapons, and retreat back into the sand, returning only after the poison has had time to take its full effect.

Poison (Ex): Nista thorn weapons—injury, DC 11, 1d3 Con/1d3 Con.

Sand Shifting (Su): Shen Shenagar can move through sand as most humanoids can swim through water. This ability does not allow them to travel through rock or even loosely compacted soil. They are not subject to suffocation while sand shifting, and move at a rate equal to one-half their base speed.

Tremorsense (Su): While sand shifting (and only then), shen shenagar can pinpoint the location of anything within 60 feet that is in contact with the sand.

Skills: Due to their tails, shen shenagar have a +4 racial bonus on Balance checks.

*The scaly hide of a shen shenagar blends in well with desert terrain, granting it a +4 racial bonus on Hide checks in sandy environments. Blue-skinned shen shenagar do not possess this bonus.

Shen Shenagar Society

Shen shenagar live a fairly primitive lifestyle in communal tribes centered around their hidden grottos, usually only venturing to the surface to hunt for food. They revere Denev, whom they call the Dune Matron, and the leadership of each tribe is usually comprised of druids. Once every decade or so, a blue-skinned shen shenagar hatches from the tribal crèche. These blue individuals, believed to be favored by Denev, show remarkable druidic talent and often rise to roles of prominence within the tribe.

Shen shenagar are cautious and distrustful of surface dwellers. While the Ubuntu don't hold them in particular disdain, the two races often compete for the same food resources, and conflicts do occasionally arise.

Shen Shenagar Characters

Most shen shenagar characters are rangers or druids. Those who hail from more remote tribes are commonly barbarians.

Shen shenagar characters have the following racial traits.

- +2 Dexterity, +2 Wisdom, – 2 Charisma.
- Medium size.
- A shen shenagar's base land speed is 30 ft.
- Racial Hit Dice: A shen shenagar begins with 2 levels of monstrous humanoid, which provide 2 Hit Dice, a base attack bonus of +2, and base saving throw bonuses of Fort +0, Ref +3, Will +3.
- Racial Skills: A shen shenagar's monstrous humanoid levels give it skill points equal to $5 \times (2 + \text{Int modifier, minimum } 1)$. Its class skills are Balance, Listen, Hide,

Knowledge (nature), Move Silently, and Survival. Shen shenagar gain a +4 racial bonus on Balance checks. In sandy environments, they have a +4 racial bonus on Hide checks (unless they are rare blue-skinned shen shenagar).

— Racial Feats: A shen shenagar's monstrous humanoid levels give it one feat.

— Weapon and Armor Proficiency: A shen shenagar is automatically proficient with all simple weapons.

— +3 natural armor bonus.

— Natural Weapons: Claws (1d4), bite (1d3).

— Special Attacks (see above): Poison.

— Special Qualities (see above): Darkvision, sand shifting, tremorsense.

— Automatic Languages: Shen Shenagar, Asheraki.

— Favored Class: Ranger (or druid if blue-skinned).

— Level Adjustment: +2



Silver Puma

	Silver Puma
	Medium Magical Beast
Hit Dice:	4d10+12 (42 hp)
Initiative:	+6
Speed:	40 ft. (8 squares)
AC:	18 (+6 Dex, +2 natural), touch 16, flat-footed 12
Base Attack/Grapple:	+4/+6
Attack:	Claw +10 melee (1d6+2)
Full Attack:	2 claws +10 melee (1d6+2) and bite +5 melee (1d4+1)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Improved grab, pounce, psionics, rake 1d6+2
Special Qualities:	Low-light vision
Saves:	Fort +7, Ref +10, Will +2
Abilities:	Str 15, Dex 23, Con 16, Int 6, Wis 13, Cha 14
Skills:	Balance +14, Hide +11, Jump +10, Listen +5, Move Silently +11, Spot +6
Feats:	Alertness, Weapon Finesse
Environment:	Warm or temperate forest and mountains
Organization:	Solitary, pair, or pack (3–6 silver pumas)
Challenge Rating:	4
Treasure:	Standard
Alignment:	Always neutral
Advancement Range:	5–9 HD (Medium); 10–12 (Large)
Level Adjustment:	+4 (cohort)

The beast looks something like the predatory puma of the woods, but larger and a glistening smoky gray in color. It moves with preternatural grace and intelligence.

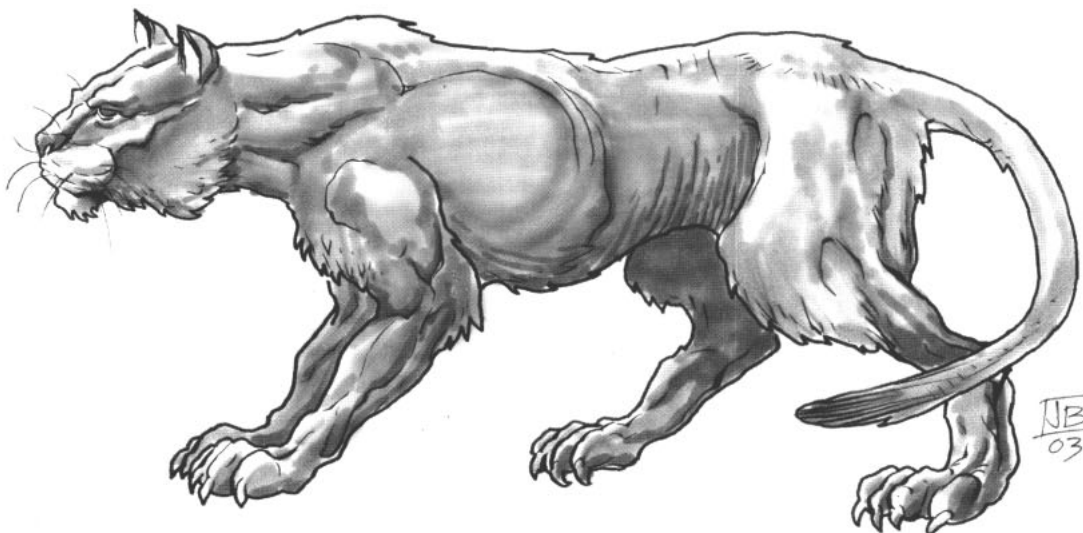
Description

Silver pumas are somewhat larger than ordinary pumas and, despite their name, actually range in color from silver-grey to smoky blue. They are superb predators, moving with unnatural grace and ability. Their ancestors are thought to have been trained by the mysterious slarecians, who increased their intelligence and bred them for psionic ability.

	Silver Ghost Puma
	Large Magical Beast
Hit Dice:	12d10+60 (126 hp)
Initiative:	+6
Speed:	40 ft. (8 squares)
AC:	20 (–1 size, +6 Dex, +5 natural), touch 15, flat-footed 14
Base Attack/Grapple:	+12/+22
Attack:	Claw +17 melee (1d8+6)
Full Attack:	2 claws +17 melee (1d8+6) and bite +12 melee (1d6+3)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Improved grab, pounce, psionics, rake 1d8+3
Special Qualities:	Low-light vision, pack leader
Saves:	Fort +13, Ref +14, Will +6
Abilities:	Str 23, Dex 22, Con 20, Int 9, Wis 15, Cha 16
Skills:	Balance +14, Hide +11, Jump +14, Listen +7, Move Silently +15, Spot +8
Feats:	Alertness, Power Attack, Quickened Spell-Like Ability (<i>daze monster</i>), Stealthy, Weapon Finesse
Environment:	Warm or temperate forest and mountains
Organization:	Solitary, pair, or pack (1–2 silver ghost pumas plus 2–5 silver pumas)
Challenge Rating:	9
Treasure:	Standard
Alignment:	Usually neutral
Advancement Range:	13–24 HD (Large)
Level Adjustment:	+5 (cohort)

Female pumas bear two to three young each year, and these live with their parents for about six months before striking out on their own. Their behavior is similar to that of ordinary pumas, save their increased intelligence makes them more social and more effective in the hunt, especially since silver pumas use their psionic powers to help them track and bring down prey.

Some claim to have encountered larger and slightly more intelligent silver pumas, sometimes in association with family groups. These individuals seem to act as leaders, coordinating attacks and communicating with their fellows.



Combat

Silver pumas are patient hunters. They creep up on prey, use their *daze monster* ability, and then strike. Once an opponent is dazed they use the round to pounce and then rake, going for a quick kill.

When a group attacks, one puma dazes the prey while the others close in to attack.

Improved Grab (Ex): To use this ability, a silver puma must hit with both claw attacks.

Pounce (Ex): If a silver puma charges a foe, it can make a full attack, including two rake attacks.

Psionics (Sp): At will—*bite of the wolf*, *burst*, *catfall*, *know direction*; 3/day—*daze monster* (DC 14); 1/day—*inflict pain* (DC 14). Manifest level 8th. The save DCs are Charisma-based.

Rake (Ex): Attack bonus +10, damage 1d6+1.

Skills: Silver pumas have a +4 racial bonus on Hide and Move Silently checks and a +8 racial bonus on Balance and Jump checks.

Silver Ghost Puma

These creatures are especially old and experienced silver pumas from pure ancient bloodlines. Their pelts are almost pure silver, and they are said to move as silently as ghosts. They are found as solitary individuals or as leaders of a pack of normal silver pumas.

Silver ghost pumas use their *mindlink* power to coordinate their attacks with the rest of the pack.

Psionics (Sp): At will—*bite of the tiger*, *burst*, *catfall*, *know location*, *mindlink* (with other silver pumas only); 3/day—*create sound*, *daze monster* (DC 15), *detect thoughts* (DC 15), *disable* (DC 14), *inflict pain* (DC 15). Manifest level 12th. The save DCs are Charisma-based.

Pack Leader (Su): Any silver puma that is a member of a silver ghost puma's *mindlink* gains a +1 morale bonus on all saving throws, attack rolls, and skill checks. If the silver ghost puma is slain while the *mindlink* is active, this +1 morale bonus changes to a -1 morale penalty that lasts for 24 hours.

Slarecian Keeper of the Ages

Huge Construct

Hit Dice:	20d10+40 (150 hp)
Initiative:	+7
Speed:	0 ft.
AC:	23 (−5 Dex, −2 size, +20 natural), touch 3, flat-footed 23
Base Attack/Grapple:	+15/+18
Attack:	—
Full Attack:	—
Space/Reach:	15 ft./0 ft.
Special Attacks:	Powers, psionics
Special Qualities:	Construct traits, damage reduction 15/adamantine, immunity to electricity and fire, permanent powers, power resistance 25, resistance to cold 10, spell resistance 25, telepathy 100 ft.
Saves:	Fort +8, Ref +6, Will +12
Abilities:	Str —, Dex —, Con —, Int 24, Wis 18, Cha 22
Skills:	Autohypnosis +14, Bluff +26, Concentration +29, Diplomacy +10, Gather Information +16, Knowledge (arcana, history) +22, Knowledge (psionics) +30, Knowledge (any two) +17, Psicraft +32, Sense Motive +24, Spellcraft +19, Spot +24, Use Psionic Device +20
Feats:	Alertness, Great Fortitude, Iron Will, Psionic Focus (telepathy), Quickened Power, Skill Focus (Knowledge [history]), Skill Focus (Psicraft)
Environment:	Underground
Organization:	Solitary
Challenge Rating:	19
Treasure:	Double standard
Alignment:	Always lawful evil

Advancement Range: 21–28 HD (Huge); 29–40 HD (Gargantuan)

Level Adjustment: —

This thing may be a creature or an intricate machine. A crystalline hub glows a pale green, and is surrounded by a dozen or more multifaceted spheres that orbit around the central point. There is a crackle of static and power throbs in the air.

Description

Deep within the confines of the earth reside the most powerful and vile of the slarecian constructs. Before their defeat at the hands of the gods, the slarecians created the enormous Keepers of the Ages to await and prepare for their return. A Keeper of the Ages appears to be a huge crystalline mechanism, composed of multiple faceted spires gathered together at a central point. This hub glows with a dull green radiance, and motes of sickly green light float about within the spires.

The Keepers were tasked with watching over the world in the slarecians' absence: They were to decide when Scarn was ready for their masters' return and to make conditions safe for that return. Slarecian Keepers of the Ages prefer to work through intermediaries, knowing that any exposure could put them in danger from the agents of the divine. These ancient constructs are particularly adept at luring the various opponents of the slarecians into conflict with each other, thereby eliminating the need for direct action.

Combat

Keepers of the Ages go to great lengths to avoid combat. Instead, they rely upon enthralled servants to keep enemies from them and to act on their behalf. If forced to fight, Keepers often prepare by manifesting *schism* on themselves and summoning multiple astral constructs to delay their attackers. During actual combat, they attempt to dominate any available foes, or perhaps *mind switch* a physically powerful foe.

Powers: Keepers of the Ages can manifest powers as 18th-level psions, but have access to only the clairsentience, metacreativity, and telepathy disciplines. Metacreativity is always their primary discipline. The save DCs are Intelligence-based.

Typical psion powers known (260 PP; save DC $1d20 + 7 + \text{power level}$): 0—bolt, daze†, detect psionics, distract†, finger of fire, inkling, know direction, missive†, telepathic projection†, trinket; 1st—charm person†, identify, object reading, sense link†, psycholuminescence; 2nd—brain lock†, clairsentience/clairvoyance, ecto puppet, ectoplasmic cocoon, suggestion†; 3rd—charm monster†, fate link†, remote viewing, whitefire; 4th—dismiss ectoplasm, mindwipe†, psychic disruption**, tailor memory†; 5th—ectoplasmic shambler, mind probe†, recall agony, true seeing; 6th—astral construct VI, mass suggestion†, mind switch†; 7th—contingency, imbue servitor**, mass domination†; 8th—hypercognition, true creation; 9th—astral construct IX.

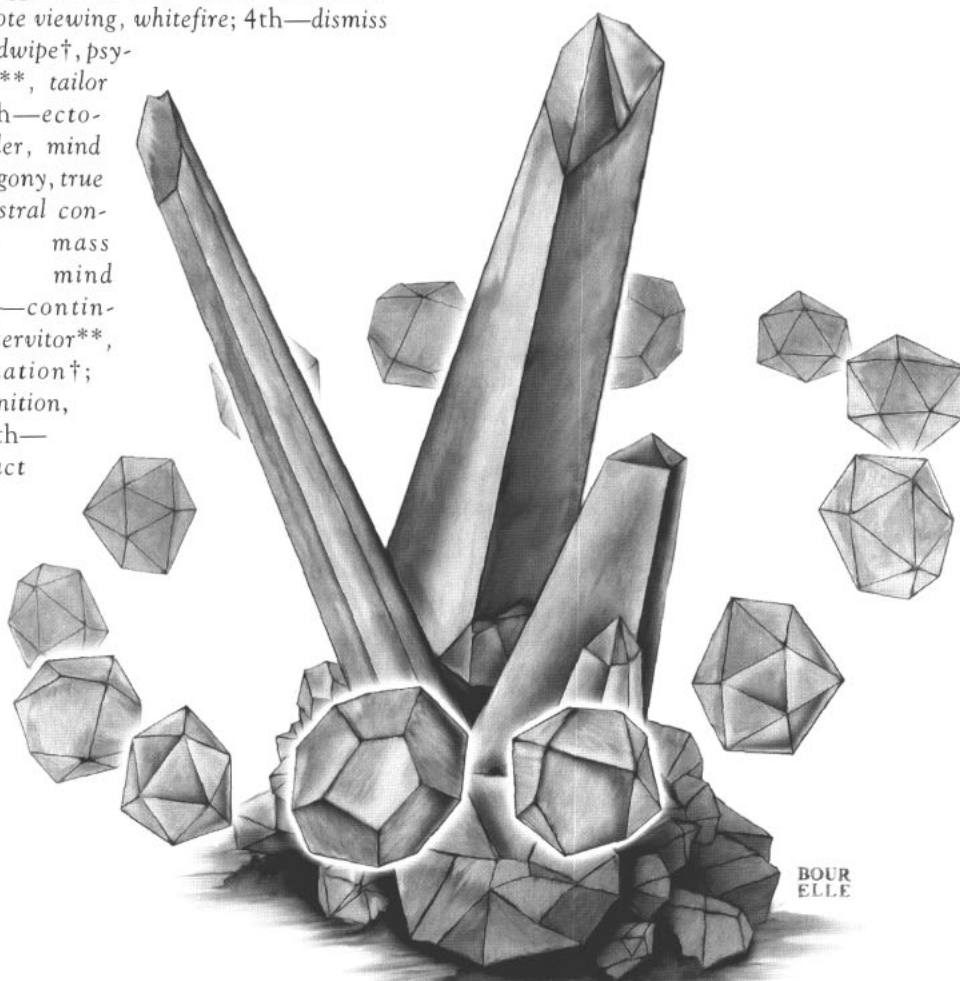
† Because of Psionic Focus (telepathy), the save DC for these spells is $1d20 + 8 + \text{spell level}$.

Psionics (Sp): At will—astral construct III, aura sight, detect thoughts (DC 19), far hand, inflict pain (DC 19), schism, sense psionics; 3/day—dimensional anchor, wall of ectoplasm; 1/day—thrall (DC 26). Manifestation level 20th. The save DCs are Charisma-based.

Attack/Defense Modes (Sp): All (at will)/all (at will).

Permanent Powers (Su): The following powers are always active on a Keeper of the Ages (manifest level 18th): *detect psionics*, *nondetection*, *see invisibility*. These powers can be negated, but the Keeper can create them again as free actions on its subsequent turns.

Telepathy (Su): Any creature that a Keeper of the Ages communicates with telepathically may contract the mutated version of the slarecian language virus (see *Creature Collection Revised*).



Slaver's Pet

Huge Construct	
Hit Dice:	17d10+40 (133 hp)
Initiative:	+5
Speed:	50 ft. (10 squares)
AC:	23 (-2 size, +5 Dex, +10 natural), touch 13, flat-footed 18
Base Attack/Grapple:	+12/+27
Attack:	Slam +17 melee (2d6+7) or 4 chain claws +15 ranged (1d6+7)
Full Attack:	4 slams +17 melee (2d6+7) or 4 chain claws +15 ranged (1d6+7)
Space/Reach:	15 ft./10 ft. (40 ft. with chain claws)
Special Attacks:	Chain claws, improved grab, shock
Special Qualities:	Construct traits, damage reduction 10/adamantine, darkvision 60 ft., immunity to electricity, spell resistance 21, spider climb
Saves:	Fort+5, Ref+10, Will+5
Abilities:	Str 24, Dex 20, Con —, Int —, Wis 10, Cha 1
Skills:	—
Feats:	—
Environment:	Any land or underground
Organization:	Solitary
Challenge Rating:	9
Treasure:	None
Alignment:	Always neutral
Advancement Range:	18–34 HD (Huge)
Level Adjustment:	—

The approaching form is that of a great metallic spider with long, multi-jointed legs. A tangle of chains that end in clawed metal hands whirls around it, and the creature clatters forward with clearly hostile intent.

Description

The slaver's pet is a construct developed by charduni wizards to aid in slave raids. It resembles a large iron spider with eight long, spindly legs. At the intersection of the eight legs is a mass of coiled chains topped by four sharply clawed, animated hands. The construct can shoot out these hands, which remain attached to the body by a 40-foot chain that unwinds from the central point. The slaver's pet grabs and hold prospective slaves, or other victims in whom the charduni have some interest.

Though the slaver's pet was designed to be autonomous, it is equipped with a padded seat where a charduni controller can ride and direct its movements and actions. This construct can be used to cross difficult terrain, but there are few left today and even fewer wizards still able and willing to create them. The charduni are understandably reluctant to risk their precious machines needlessly.

Today they are used primarily on slaving raids, though a few are thought to roam Termana, lost and mindlessly following their masters' latest orders — capturing innocents, chaining them, and dragging them along until they die of starvation or exposure.

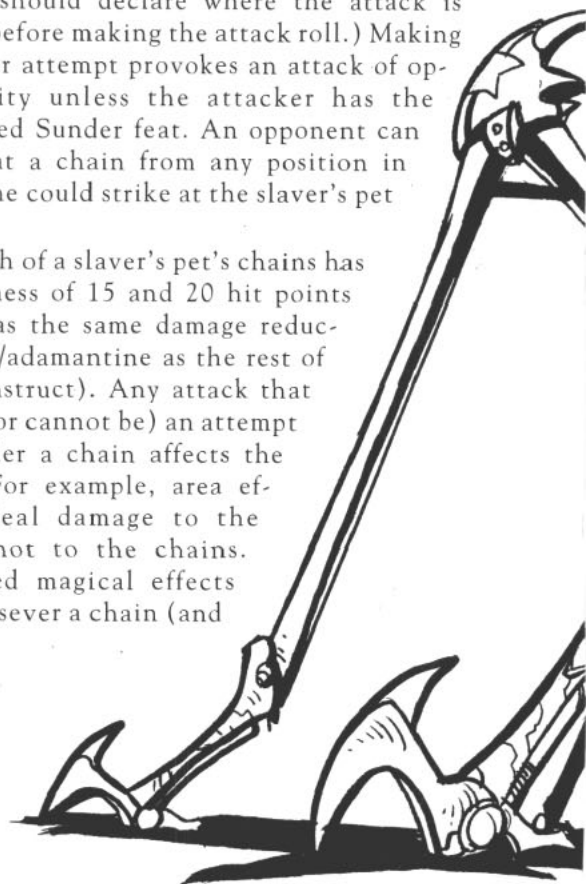
Combat

When seeking to capture slaves, the slaver's pet attacks deals nonlethal damage. Without a controller, it attempts to seize a captive with each chain; normally, a slaver's pet with four captives attempts to carry them to its charduni masters (and always does so at a speed its captives can match), but rogue pets simply continue to wander randomly at top speed, sometimes dragging fatigued or unconscious victims until they are dead. If a captive perishes, a slaver's pet drops it as soon as it encounters a new potential prisoner.

If commanded to by its charduni masters, the slaver's pet deals normal damage, defending itself as efficiently as possible.

To sever a slaver's pet's chain, an opponent must make a successful sunder attempt with a bludgeoning or slashing weapon. (The player should declare where the attack is aimed before making the attack roll.) Making a sunder attempt provokes an attack of opportunity unless the attacker has the Improved Sunder feat. An opponent can strike at a chain from any position in which he could strike at the slaver's pet itself.

Each of a slaver's pet's chains has a hardness of 15 and 20 hit points (and has the same damage reduction 10/adamantine as the rest of the construct). Any attack that is not (or cannot be) an attempt to sunder a chain affects the body. For example, area effects deal damage to the body, not to the chains. Targeted magical effects cannot sever a chain (and



thus must be directed at the body) unless they deal bludgeoning or slashing damage and could be used to make a sunder attempt.

Chain Claws (Ex): A slaver's pet can shoot all four of its chain claws up to 40 feet as a standard action. It can divide its attacks between multiple enemies or combine them. Each claw can deal normal or nonlethal damage, as the construct wishes, without any attack penalty. Once a claw has been fired, the slaver's pet must rewind its chain(s) before they can be fired again, requiring a move action to draw in any or all of its chains.

Improved Grab (Ex): To use this ability, a slaver's pet must hit with a chain claw attack. A slaver's pet that has a hold with its chain claws is not considered grappled.

Shock (Su): As an attack action, the slaver's pet can send an electrical current

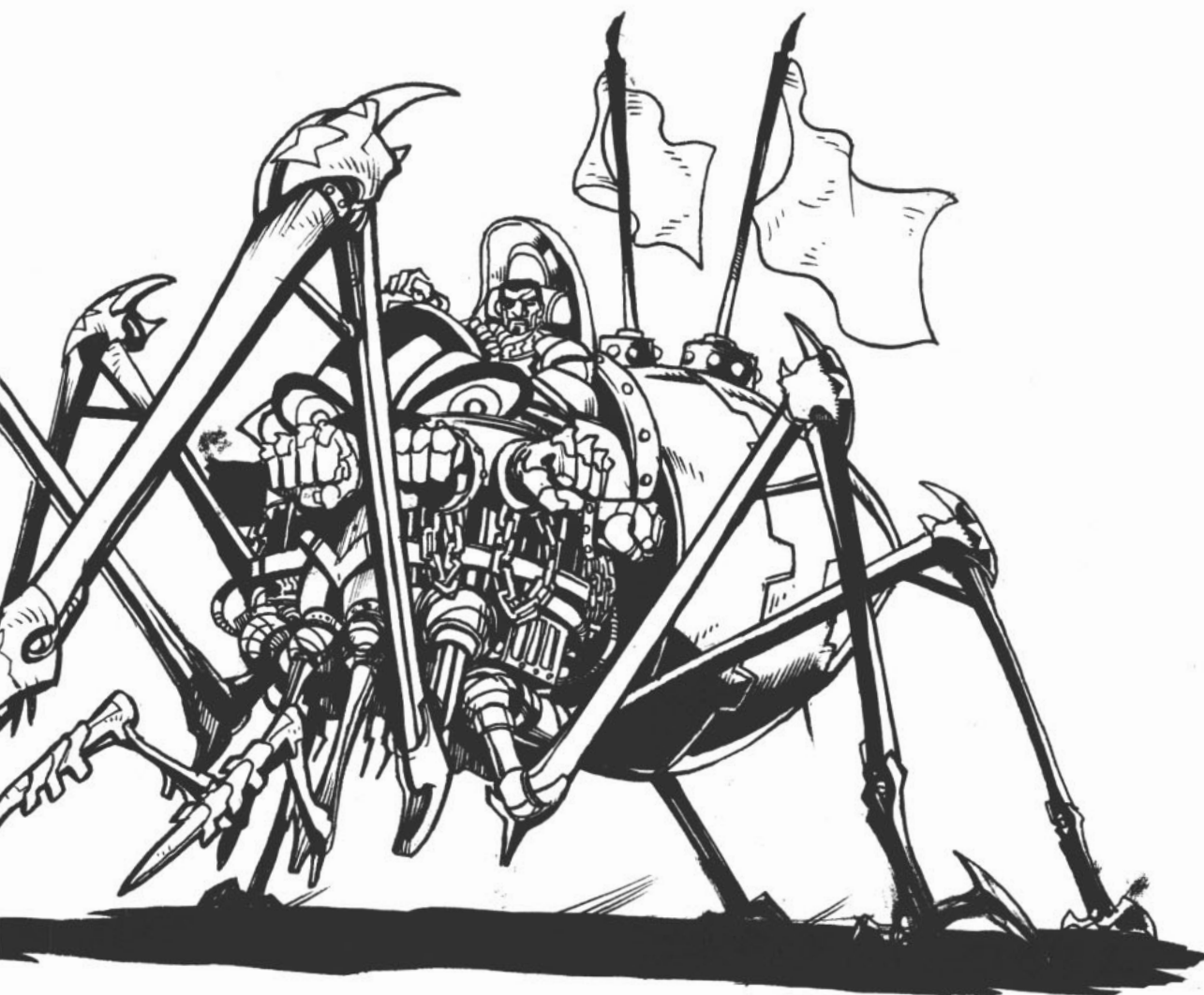
down the length of any or all of its chains. This deals 1d8 points of nonlethal electricity damage to any creature held in the affected chain(s).

Spider Climb (Su): A slaver's pet is continually under the effect of *spider climb* (caster level 13th).

Construction

The body of a slaver's pet can be crafted with a DC 16 Craft (armorsmithing) check or a DC 16 Craft (weaponsmithing) check.

CL 13th; Craft Construct (see MM, Chapter 6), *animate objects*, *Chardun's branding***, *geas/quest*, *shocking grasp*, *spider climb*, creator must be 13th level and worship Chardun; Price 70,000 gp; Cost 36,000 gp + 2,800 XP.



Slon

	Slon	Gravekeeper
	Huge Magical Beast	Gargantuan Undead
Hit Dice:	10d10+50 (105 hp)	23d12 (149 hp)
Initiative:	+1	+3
Speed:	40 ft. (8 squares)	40 ft. (8 squares)
AC:	15 (–2 size, +7 natural), touch 8, flat-footed 15	21 (–4 size, –1 Dex, +16 natural), touch 5, flat-footed 21
Base Attack/Grapple:	+10/+27	+11/+38
Attack:	Slam +17 melee (2d6+9)	Slam +22 melee (2d8+15)
Full Attack:	Slam +17 melee (2d6+9) and 2 stamps +12 melee (2d6+4); or gore +17 melee (2d8+13)	Slam +22 melee (2d8+15) and 2 stamps +17 melee (2d8+7); or gore +22 melee (4d6+22)
Space/Reach:	15 ft./10 ft.	20 ft./15 ft.
Special Attacks:	Trample 2d8+13	Trample 4d6+22
Special Qualities:	Blindsense 30 ft., immunities, low-light vision, scent, spell resistance 23	Blindsense 30 ft., damage reduction 10/magic, darkvision 60 ft., fast healing 5, ground meld, low-light vision, spell resistance 25, +4 turn resistance, undead traits
Saves:	Fort +14, Ref +7, Will +9	Fort +9, Ref +6, Will +19
Abilities:	Str 28, Dex 11, Con 21, Int 15, Wis 18, Cha 10	Str 40, Dex 9, Con —, Int 11, Wis 18, Cha 6
Skills:	Bluff +5, Diplomacy +7, Disguise +0 (+2 acting)*, Intimidate +12, Knowledge (nature) +7, Listen +14, Sense Motive +10, Spot +14, Survival +9	Intimidate +21, Listen +26, Move Silently +22, Sense Motive +27, Spot +21
Feats:	Alertness, Great Fortitude, Iron Will, Power Attack	Alertness, Awesome Blow, Cleave, Great Fortitude, Improved Bull Rush, Improved Initiative, Iron Will, Power Attack
Environment:	Warm forest	Warm forest
Organization:	Solitary, gang (2–5), or herd (6–15 plus 25% noncombatant and 1 matriarch)	Solitary
Challenge Rating:	8	13
Treasure:	None	Triple standard
Alignment:	Usually neutral	Always neutral
Advancement Range:	11–22 HD (Huge); 23–30 HD (Gargantuan)	24–46 HD (Gargantuan)
Level Adjustment:	+5 (cohort)	—

The beast is rather like an elephant, save for the small horns on its head and an extra set of tusks.

Description

Although slon resemble ordinary elephants, they are very intelligent creatures with detailed knowledge of the dense jungles where they live. They rely on their ordinary appearance and knowledge of the terrain to pass as normal beasts. While they generally keep to themselves, slon befriend those connected to nature and are often willing to share their knowledge with nature-friendly creatures. They worship Denev by their name of the Great Matriarch.

The slon of the Gamulganjus Forest maintain good relationships with the gnomes and the terali, especially the druids of both races. Slon are most common along the north side of the Lethene's Wind River, especially near the falls, and along both sides of the Uradisa River. They avoid the human tribes along the Semdar River, although they do relish the rich aquatic plants that grow there. Most of the human tribes are smart enough to let the slon graze in peace.

The slon are said to know the secrets of the ancient temples and the Lost Cities of the Lotus, and will share this knowledge with those they trust. Some foolhardy folk hunt slon for their tusks and their bones, while others attempt to capture juvenile slon and take them back to their cities as work beasts or pets for the menageries of the wealthy. The slon hate these poachers with great passion, and leave their bodies hanging in jungle trees as a warning to others. A traveler may also find the corpses of Yellow Forest reptile-folk hanging from the trees along the Lethene's Wind River, and locals believe this practice of the slon has kept those hostile people from expanding their realm.

Slon language mimics that of elephants, including subsonic speech that can be heard by other slon at distances of up to 30 miles. In the herds, only the matriarch and female druids will speak to non-slon; most matriarchs know at least a smattering of Termanan. While solitary adult males speak for themselves, gangs of male juveniles often appoint a leader, though this leader may change every day.

Combat

Most slon avoid fighting, but they are rarely timid about using their great strength and intelligence if forced. They are calm thinkers as a whole, and are difficult to trap or goad into combat. Each has his or her own preferred fighting style, but most will avoid destroying an opponent's body if they feel it would better serve as a warning to others by being recognizable and on display. Slon druids often rely on their magic to incapacitate opponents rather than engaging in physical combat.

Slon tusks can fetch prices of up to 500 gp each (perhaps more to the right buyer), while their bones are said to have magical properties and can be used as components in many magic potions.

Trample (Ex): Reflex DC 24 half. The save DC is Strength-based.

Immunities (Ex): Slon are immune to charm, compulsion, and fear effects.

Skills: *When acting like simple elephants, slon have a +10 racial bonus on Disguise checks.

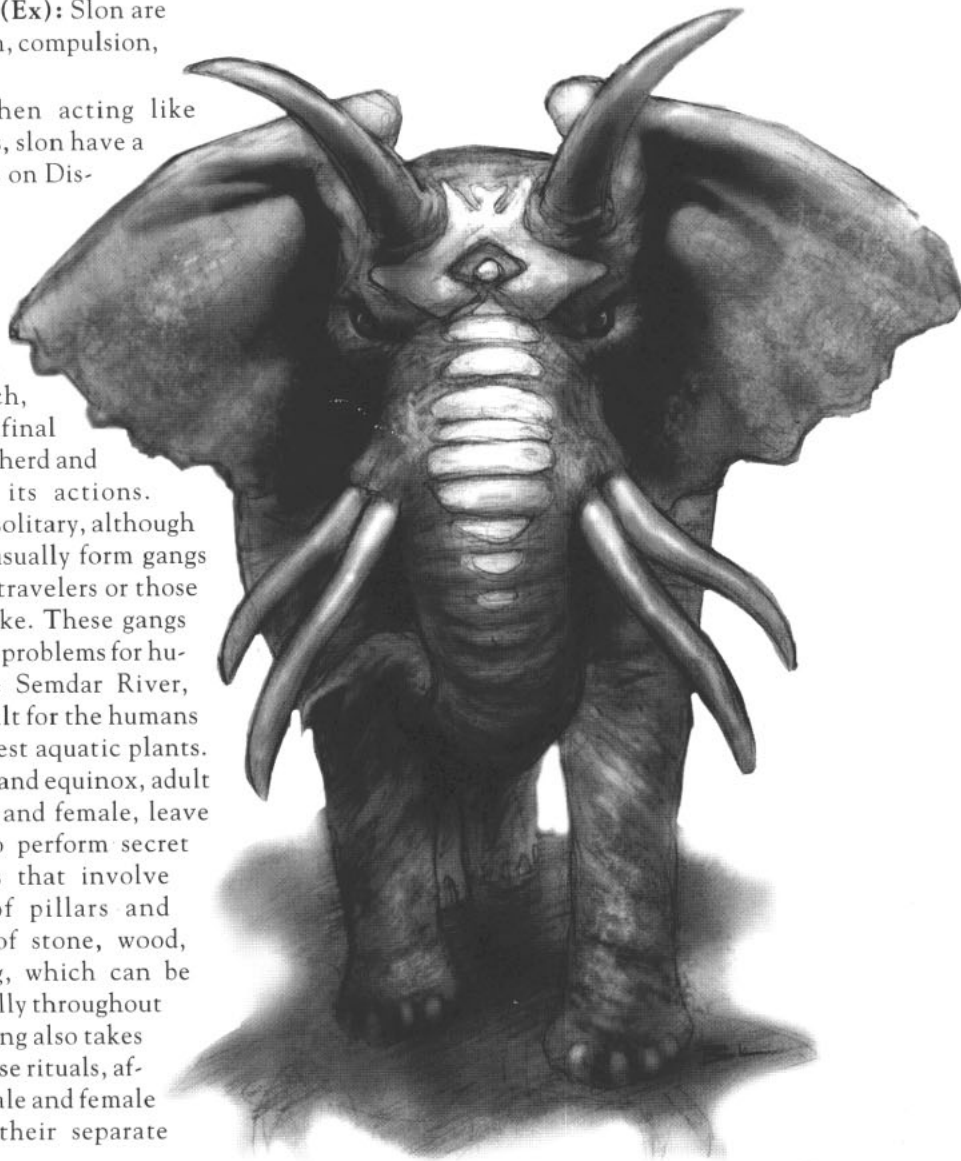
Slon Society

Female and young slon dwell in herds led by a matriarch, who makes all final decisions for the herd and largely directs its actions. Adult males are solitary, although juvenile males usually form gangs that may harass travelers or those whom they dislike. These gangs sometimes cause problems for humans along the Semdar River, making it difficult for the humans to fish and harvest aquatic plants. At each solstice and equinox, adult slon, both male and female, leave the juveniles to perform secret religious rituals that involve construction of pillars and mounds made of stone, wood, bone, and dung, which can be found occasionally throughout the jungle. Mating also takes place during these rituals, after which the male and female slon again go their separate ways.

Slon revere their dead, creating enormous graveyards for them. The skeletal remains of slon are said to aid in making potions, and their ivory tusks can be transformed into beautiful works of art and jewelry, leading many ne'er-do-wells to search for the slons' secret graveyards. Each graveyard has an undead slon guardian, however, and the corpses of would-be grave robbers in turn draw others interested in looting them.

Slon Characters

A female slon's favored class is druid, while a male's is fighter. In tribes from the deep jungle, adepts and barbarians are fairly common; regardless of the sophistication of a particular herd, only female slon have ever been known to pursue spellcasting classes.



Slon Gravekeepers

The thing emerges, terribly silent, from the ground. It looks like an enormous undead elephant — wizened, with flaking, parchment-like skin and empty, staring eyesockets.

Highly intelligent creatures, slon actually maintain common burial grounds. Stories and legends tell of vast lost treasures, magical artifacts, and other prizes to be found in these secret graveyards, leading a small but steady trickle of adventurers and relic hunters to seek them out.

Aside from the difficulty of finding these places, intruders must also face the slon gravekeeper who always guards the honored dead. The gravekeeper is an undead slon, the first to be buried at a particular graveyard. It is always of great size and strength but never a spellcaster. It guards the graves indiscriminately against good and evil creatures alike, inadvertently making the graveyard a treasure trove of lost weapons, armor, magic items, and other valuables in addition to the treasures of the ancient slon.

Most slon know when their mortal days are ending, and make their way toward the nearest graveyard. An elder slon who dies suddenly and cannot make its way to an established graveyard becomes the gravekeeper of a new gravesite. Other slon eventually build a pillar or mound

over the fallen in such a way as to make it clear to all slon that this is a graveyard and not simply a ritual site. For this reason, even approaching the ritual pillars may bring an adventurer under attack from a gravekeeper.

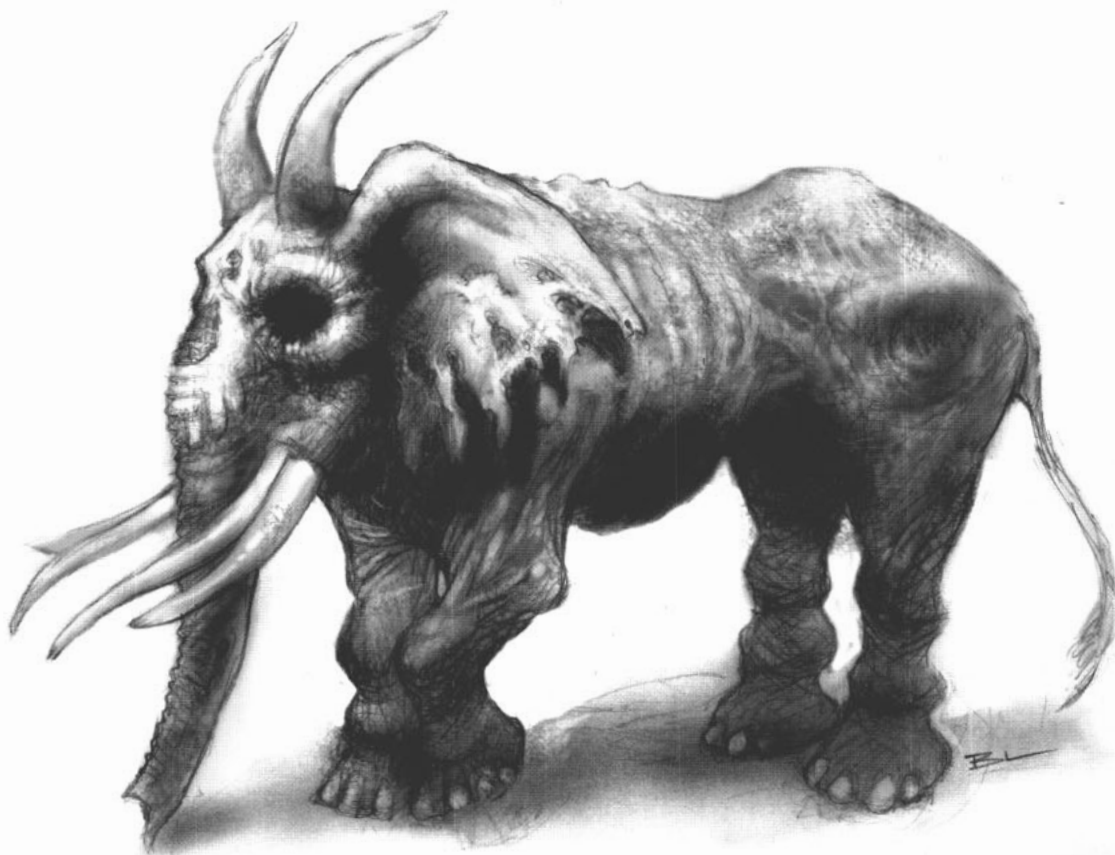
Combat

The undead guardian of the graveyard rises from the earth as soon as it senses an intruder. Any intruder — even one who stumbles into the graveyard by accident — is considered a foe and is likely to be attacked furiously; however, anyone who immediately attempts to leave while assuring the gravekeeper that it has no intentions of harming or stealing from the graveyard (note the gravekeeper's +27 Sense Motive bonus) may be allowed to depart safely.

The gravekeeper uses all the attacks available to its living brethren, but it cannot speak. Once the threat is gone, whether killed or driven off, the gravekeeper melds back into the earth, which settles over it undisturbed.

Trample (Ex): Reflex DC 36 half. The save DC is Strength-based.

Earth Meld (Su): The gravekeeper can enter and leave the earth of its graveyard as if by means of the spell *meld into stone*. Leaving and entering the ground is a move action.



Speakerstones

Large Elemental (Air, Earth)

Hit Dice:	10d8+40 (85 hp)
Initiative:	+4
Speed:	Fly 50 ft. (10 squares) (good)
AC:	22 (–1 size, +13 natural), touch 9, flat-footed 22
Base Attack/Grapple:	+7/+16
Attack:	Slam +11 melee (2d6+7)
Full Attack:	Slam +11 melee (2d6+7)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Harmonic pulse, spell-like abilities
Special Qualities:	Amalgam, damage reduction 10/–, elemental traits, flight, spell resistance 21, tongues
Saves:	Fort +13, Ref +7, Will +13
Abilities:	Str 21, Dex 10, Con 18, Int 19, Wis 27, Cha 16
Skills:	Diplomacy +16, Intimidate +16, Knowledge (nature) +17, Listen +21, Sense Motive +21, Spot +21
Feats:	Flyby Attack, Great Fortitude, Improved Initiative, Iron Will
Environment:	Warm desert
Organization:	Solitary, trio, or body (5–7)
Challenge Rating:	13
Treasure:	None
Alignment:	Always neutral
Advancement Range:	11–20 HD (Large); 21–30 HD (Huge)
Level Adjustment:	—

A carved stone head, stylized and ancient in design, floats above the surface of the desert. Beneath it, a small whirlwind of sand seems to propel it along, and its stone eyes burn with pure white flames.

Description

Ancient legends tell of the speakerstones — sentient, prophetic stones from the desert lands of Asherak. These elemental beings are said to have existed long before the titans were spawned. The teachings of Hedrada's exemplars indicate that the speakerstones once foretold the coming of the titans, as well as their fall and the rise of the gods. It is believed that the speakerstones are the voice of the world itself, sending out warnings to any who will listen. A few benevolent travelers who have sought out the speakerstones have been bestowed with priceless gifts of knowledge. Most travelers, however, never return from their search for the legendary stones.

Speakerstones appear as strangely proportioned stone heads, nearly 10 feet tall, which float just above the desert's surface on swirling sand. The piercing eyes of a speakerstone burn bright with white flames and, although their mouths do not move,

they have voices like deep iron bells. The stone heads always speak in unison, and there are no accounts of their encounter wherein any of the heads displayed any signs of belligerence or hostility to others within their group.

Combat

Speakerstones have never been known to initiate combat, but use their harmonic pulse or spell-like abilities if threatened. When speakerstones are outmatched or a combat lasts more than a few rounds, they use their *dimension door* ability to withdraw and then simply fly away.

Harmonic Pulse (Ex): As a full-round action, a speakerstone can emit a harmonic pulse that radiates out 30 feet in all directions. Any creature caught in this area takes 10d6 points of sonic damage (Reflex DC 19 half) and must succeed at a DC 19 Fortitude save or be deafened for 2d6 rounds. This pulse functions as a gaze attack, except that it is a sonic effect rather than visually based. Thus, any creature in the area at the beginning of its own turn is affected, and the speakerstone can also affect one creature as a standard action on its turn. The save DCs are Constitution-based.

This harmonic pulse is also picked up by any other speakerstone within range, causing the harmonic pulse to gain in power and resonance. For every speakerstone beyond the first within 30 feet of the pulse's originator, the sonic damage increases by 2d6, the duration of the resulting deafness increases by 2 rounds, and the save DCs increase by 2. For instance, a creature in the midst of a trio of adjacent speakerstones takes 14d6 points of sonic damage (Reflex DC 23 half) at the beginning of its turn, even if only one stone actually began the harmonic pulse before the character's turn, and must make a DC 23 Fort save or be deafened for 2d6+4 rounds.

Spell-Like Abilities: At will—*control winds* (DC 18), *dimension door*, *hallucinatory terrain* (DC 17), *shockwave strike**, *wall of stone*, *wind wall*. Caster level 10th. The save DCs are Charisma-based.

Amalgam (Ex): A speakerstone is an amalgam of air and earth elemental. As such, it is not affected by powers or spells that target air or earth elementals alone. For instance, a cleric with either the air or earth domain could neither turn nor rebuke a speakerstone.

Flight (Ex): A speakerstone can cease or resume flight as a free action.

Tongues (Ex): Speakerstones can speak with any creature that has a language, as though using the *tongues* spell (caster level equals the speakerstone's HD). This ability is always active.



Spider, Saber

	Saber Spider
	Huge Vermin
Hit Dice:	10d8+20 (65 hp)
Initiative:	+4
Speed:	15 ft. (3 squares), climb 30 ft., web 40 ft.
AC:	20 (–2 size, +4 Dex, +8 natural), touch 12, flat-footed 16
Base Attack/Grapple:	+7/+20
Attack:	Bite +10 melee (2d6+5 plus poison)
Full Attack:	Bite +10 melee (2d6+5 plus poison) and 4 talons +8 melee (1d8+2)
Space/Reach:	15 ft./10 ft.
Special Attacks:	Poison
Special Qualities:	All-around vision, darkvision 60 ft., tremorsense 60 ft., vermin traits, web
Saves:	Fort +7, Ref +7, Will +3
Abilities:	Str 21, Dex 18, Con 14, Int —, Wis 10, Cha 3
Skills:	Climb +14, Move Silently +8*, Hide +2*, Spot +8
Feats:	Multiattack ⁸
Environment:	Warm forest
Organization:	Solitary or hive (8–16 saber spiders, plus 100% hatchlings and 1 queen)
Challenge Rating:	7
Treasure:	Standard
Alignment:	Always neutral
Advancement Range:	10–20 HD (Huge)
Level Adjustment:	—

This enormous spider's beauty is matched by its clear deadliness. Its abdomen is covered in a heavy chitinous shell, covered with bright emerald green and black patterns. Its four front legs end in curved saber-like claws, and it descends with unbelievable speed on a single strand of webbing, the tree groaning to support the great arachnid.

Description

These voracious predators nest high in the forest canopy of the Gamulganjus Forest on Termana. A saber spider gets its name from its four front legs, each of which ends in a razor-sharp blade. It uses these blades to scale trees and to inflict fearsome damage in melee, but the lack of broad gripping surfaces forces the saber spider to use only its other four legs to move on the ground, making for painfully slow going when it is not in the trees or moving along its web.

Saber spiders build vast web umbrellas across the upper branches of several huge trees, large tent-like structures that often contain multiple spiders and their queen. These enormous layers of web are dotted with egg sacks and the remains of past meals, and are camouflaged with vegetation, making them hard to spot even from the ground below the trees. Saber spiders' territory is often marked by deep gashes in the sides of

	Saber Spider, Queen
	Huge Vermin
	14d8+42 (105 hp)
	+4
	15 ft. (3 squares), climb 30 ft., web 40 ft.
	22 (–2 size, +4 Dex, +10 natural), touch 12, flat-footed 18
	+10/+25
	Bite +15 melee (2d6+7 plus poison)
	Bite +15 melee (2d6+7 plus poison) and 4 talons +13 melee (1d8+3)
	15 ft./10 ft.
	Implant, poison
	All-around vision, darkvision 60 ft., tremorsense 60 ft., vermin traits, web
	Fort +12, Ref +8, Will +5
	Str 24, Dex 18, Con 16, Int —, Wis 13, Cha 5
	Climb +16, Move Silently +9*, Hide +5*, Spot +7
	Multiattack ⁸
	Warm forest
	Solitary or hive (1 queen, plus 8–16 saber spiders and 100% hatchlings)
	7
	Standard
	Always neutral
	15–18 HD (Huge); 19–28 HD (Gargantuan)
	—

tree trunks where the spiders have climbed to their treetop summits. Terali, gnomes, and other inhabitants of the Gamulganjus have learned to avoid such areas.

Combat

Patiently suspended above heavily traveled paths, saber spiders usually attack by surprise, slipping down to attack their foes while dangling from a single strand of webbing. When attacking in this fashion, the spider is considered to be charging.

A saber spider attacks its foe from all sides, its four front legs whipping with deadly speed around the prey creature from above, in front, and to the back and the sides. Captured prey is whisked into the treetops to be bound and stored as food or as incubators for eggs.

On the forest floor, the spider is vulnerable: It can make only 2 saber attacks with a full attack action and cannot run or charge. It will not fight on the ground, even to the point of provoking multiple attacks of opportunity in trying to flee up the nearest tree.

Poison (Ex): Bite, Fort DC 17, 1d8 Wis/1d8 Wis.

Web (Ex): Saber spiders may create and use webs as monstrous hunting spiders of the same size as themselves. See Chapter 3: Vermin in the

MM for more information on monstrous spiders' webs.

All-Around Vision (Ex): Saber spiders' eight compound eyes allow them to see in all directions at once. They cannot be flanked.

Skills: Saber spiders have a +2 racial bonus on Hide checks, a +4 racial bonus on Spot checks, and a +8 racial bonus on Climb checks.

*When moving in their webs, saber spiders have a +8 racial bonus on Hide and Move Silently checks.

Saber Spider Queen

Saber spiders possess a social order similar to that of ants and bees. Communities consist of 8 to 16 mature spiders with a like amount of juvenile spiders and a single queen. Located in a central chamber, the queen cocoons and embeds eggs into live victims. An egg sac hatches into hundreds of larvae that slowly consume the host as they mature in one to two weeks; the young spiders then begin to feed on one another, so that usually only 1 or 2 survive to leave the host. The queen normally remains in the web hive with 2 to 4 of the largest saber spiders of the hive in her nest.

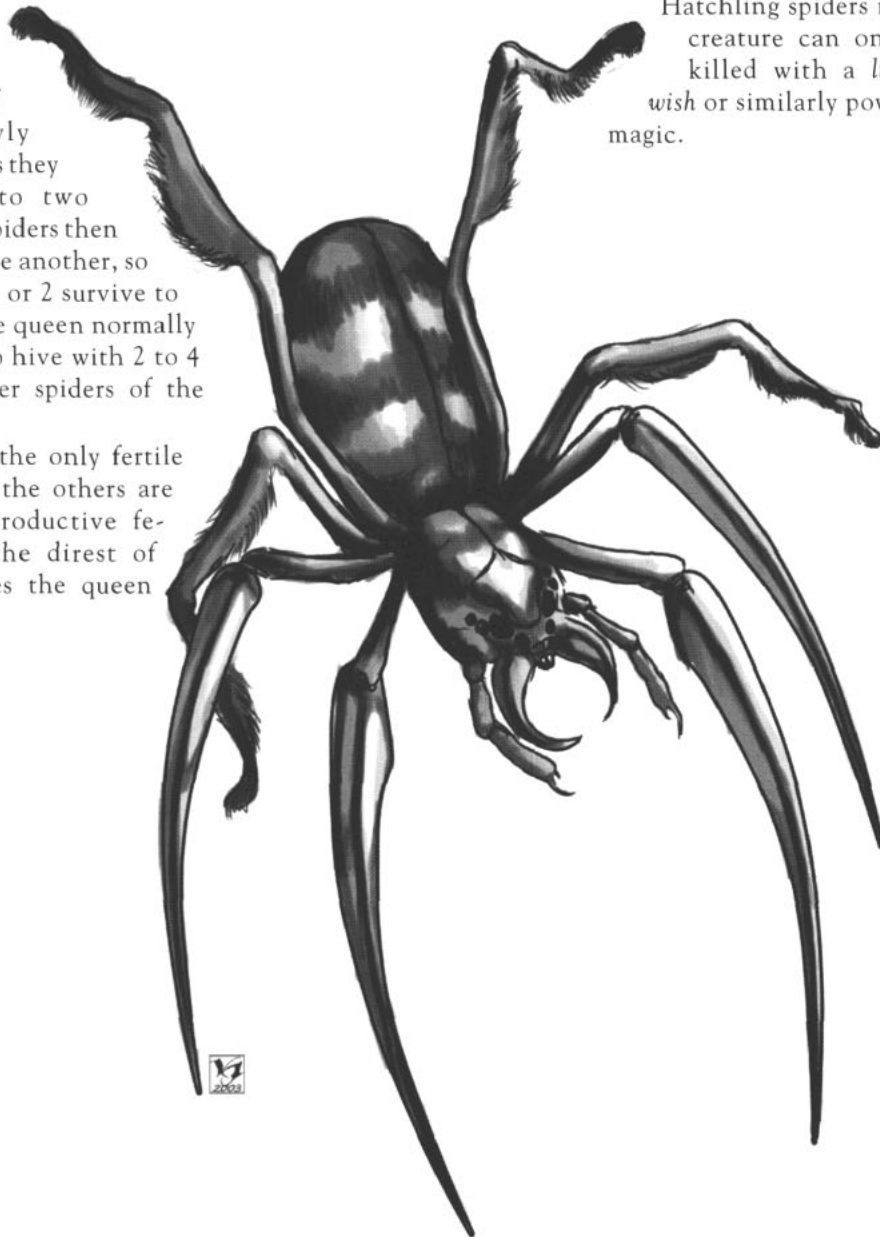
The queen is the only fertile female in a hive; the others are males or non-reproductive females. Only in the direst of circumstances does the queen

hunt or fight. If a queen is killed, the eldest non-reproductive female transforms into a queen over 1d4 weeks.

Implant (Ex): Once per week, the saber spider queen can implant eggs into a helpless victim as a full-round action. The eggs hatch within 72 hours, dealing 2 points of Constitution drain to the host, and begin to feed on the fluids of the host creature, dealing another 2 points of Constitution drain each day until the host is slain. Three days after death, a juvenile spider emerges (10% chance that two emerge) from the husk and grows into maturity in under a year.

The eggs in a host creature can be destroyed with a successful DC 20 Heal check, requiring 10 minutes and dealing 2d6 points of damage to the host, or by a *remove disease* or *heal* spell.

Hatchling spiders in the creature can only be killed with a *limited wish* or similarly powerful magic.



Stormwing

Medium Magical Beast

Hit Dice:	4d8+4 (22 hp)
Initiative:	+7
Speed:	30 ft. (6 squares), fly 200 ft. (perfect)
AC:	22 (+7 Dex, +5 natural), touch 17, flat-footed 15
Base Attack/Grapple:	+4/+6
Attack:	Claw +11 melee (1d6+2)
Full Attack:	2 claws +11 melee (1d6+2), bite +6 melee (1d6+1)
Space/Reach:	5 ft. / 5 ft.
Special Attacks:	Energy transference
Special Qualities:	Darkvision 60 ft., immunities, low-light vision, resistance, scent, telepathy 100 ft., uncanny dodge, weather sense
Saves:	Fort +5, Ref +11, Will +5
Abilities:	Str 15, Dex 24, Con 13, Int 9, Wis 16, Cha 24
Skills:	Hide +8, Listen +5, Move Silently +8, Sense Motive +5, Spot +4
Feats:	Flyby Attack, Hover, Weapon Finesse ^B
Environment:	Temperate and warm deserts, plains, hills and mountains
Organization:	Solitary or pair
Challenge Rating:	4
Treasure:	None
Alignment:	Usually neutral
Advancement Range:	5–8 HD (Medium)
Level Adjustment:	—

A great bird flies out of the clouds. It looks something like a giant eagle, with black and silver-striped feathers.

Description

In the blasted wastelands of Asherak, few native creatures are so prized as birds known as stormwings. Natives and shamans of the land believe stormwings to be gifts of Denev, whom others believe has forsaken Asherak entirely. The primary reason for the creatures' value lies in the fact that they are harbingers of rain in a land of parched throats and souls. When a weary traveler sees one of these beautiful birds flying overhead, he knows that rain is sure to follow; if it does not, then he knows that he is to follow the bird, as it will surely lead him to water. Few understand the bird's connection to water and weather systems, and few care. They only know it is a blessing.

These beliefs, of course, have led some bands of nomads astray, as evil forces use the stormwing and its reputation to their advantage when staging ambushes and drawing in unwitting prey. The birds themselves are often left to their own devices, though; in the exceedingly rare case that a stormwing is taken into captivity, its connection to the land and its weather seems to wane over time. And in any event, they are capricious and difficult to control, making them terrible prisoners. Instead, enterprising desert-dwellers

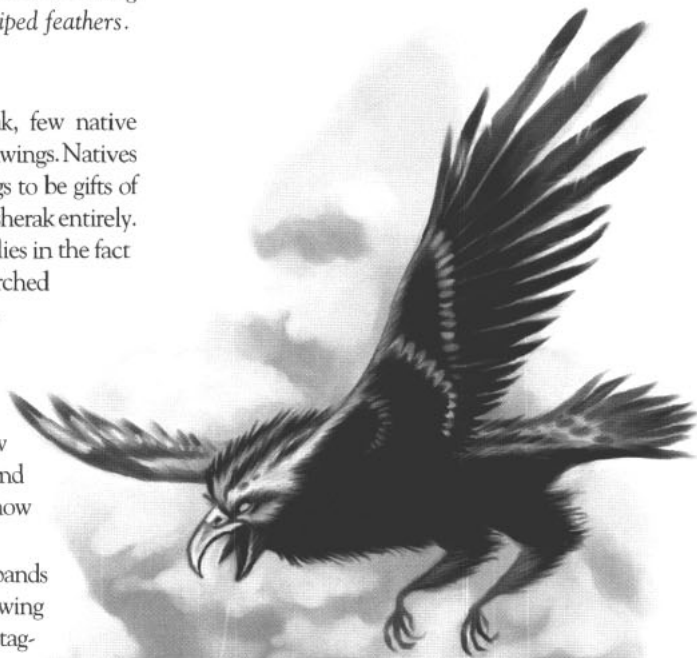
leave these birds to roam the land as they must, reaping the benefits by following in their glorious wake.

Stormwings are natural enemies of the storm phoenixes, and battles between these creatures were the stuff of legends, said to rage for days on end, following storms across the continent of Asherak. These battles have grown rare since the decline of the storm phoenix, but can sometimes still be observed, lighting up the night sky for miles around.

Combat

Stormwings disdain combat in all forms, preferring instead to use their majesty and beneficial talents to convince would-be foes to lay down arms. They fight with great ferocity to protect their young, however, and will show no mercy to enemies who threaten the lives of their life-long mates. On these dire occasions, the stormwing will make use of its potent ability to absorb and transfer energy and use against foes. For this reason, stormwings often store a little of the energy they absorb flying through storm clouds in preparation for releasing thunderous blasts of electricity at potential opponents later on.

Energy Transference (Ex): When a stormwing takes energy damage (damage from acid, cold, electricity, fire or sonic), it can store the energy damage for use elsewhere. Energy to which the stormwing has no resistance still inflicts damage, but can be stored nonetheless. The total amount of energy damage stored in this way can-



not exceed the bird's maximum hit points. Energy damage in excess of this total is lost.

Stored energy can be released as a discharge of electricity, either as a ranged touch attack (up to 60 feet) or automatically following a successful melee attack. All stored energy damage must be released in this fashion, but once it is discharged, the stormwing can begin to accumulate energy damage again. Any energy not used drains at a rate of five points per hour until it is all gone.

Immunities (Ex): Stormwings are immune to paralysis, poison and polymorph effects, as well as wind, water and electricity spells and effects.

Resistance (Ex): Stormwings have cold resistance 20 and fire resistance 20.

Uncanny Dodge (Ex): Stormwings cannot be flanked or caught flat-footed.

Weather Sense (Ex): These birds are possessed of an unerring sense of Asherak's weather patterns, especially as they relate to rain. This ability directs them to the nearest gathering clouds or to the nearest substantial volume of water, whichever they wish to find at that moment.

Skills: Stormwings have a +8 racial bonus to Listen and Spot.

Sun Fiend

Large Monstrous Humanoid

Hit Dice:	10d8+70 (115 hp)
Initiative:	+1
Speed:	40 ft. (8 squares), burrow 5 ft.
AC:	23 (–1 size, +1 Dex, +13 natural), touch 10, flat-footed 22
Base Attack/Grapple:	+10/+22
Attack:	Claw +17 melee (1d10+8)
Full Attack:	2 claws +17 melee (1d10+8) and bite +12 melee (2d6+4)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Spell-like abilities
Special Qualities:	Glare sight, resistance to fire 20, regenerate 5, scent, solar might, vulnerability to cold
Saves:	Fort +10, Ref +8, Will +8
Abilities:	Str 26, Dex 13, Con 25, Int 6, Wis 13, Cha 10
Skills:	Climb +7, Hide –1*, Jump +17, Listen +5, Move Silently +6, Spot +5, Survival +3*
Feats:	Diehard, Dodge, Endurance, Power Attack
Environment:	Warm desert and plains
Organization:	Solitary
Challenge Rating:	10
Treasure:	Standard
Alignment:	Always neutral
Advancement Range:	11–16 HD (Large); 17–30 HD (Huge)
Level Adjustment:	—

The creature hisses loudly as it attacks. A thick-bodied humanoid covered in heavy scales that are studded with spikes and spines, it rips at you with brutally clawed hands.

Description

Sun fiends are tall, scaled humanoids that live in the hottest regions of Termana and Asherak. Their bodies are covered with heavy, scaly plates

that bristle with spikes and irregularities. The creature's eyes are small, black slits, its nostrils tiny pinpricks, and its mouth can be completely sealed — all adaptations to the harsh climates in which these creatures live. Their heavy claws can bring down prey or tear apart carrion, which forms a large part of the sun fiend's diet.

Sun fiends are highly territorial, fiercely defending their chosen region against all interlopers, including other sun fiends. During the brief breeding season (in the coolest parts of the desert winter), female sun fiends wander through males' territories until they find a male that they cannot defeat in ritualized mock-combat. After the breeding season, sun fiends return to their solitary lifestyles. The female buries her single egg in the sand, where it hatches at the height of summer. Young sun fiends emerge from their nest as small but fully



developed versions of their parents, and are already quite capable of defending themselves.

These creatures are a constant hazard in the arid regions of their homelands, where they plague caravans, travelers, and nomads unlucky enough to wander into their territories.

Combat

Sun fiends are highly aggressive, but are less likely to attack during the morning and evening hours or at night. Travelers who pass through their territories at those times can usually escape the sun fiends' attentions, but those caught in sun fiend lands in the hours just before and after high noon usually find cause to regret it.

Sun fiends begin their attack with a *sunbeam* or *sunburst*, using the ability that damages the most foes at one time. They then wade into combat, using their sun-enhanced powers to tear apart warriors and armored foes first, then turning their attention on spellcasters.

Spell-Like Abilities: 3/day—*sunbeam* (daytime only; empowered, DC 17); 1/day—*sunburst* (daytime only; empowered, DC 18). Caster level 15th. The save DCs are Charisma-based.

Glare Sight (Ex): Sun fiends cannot be blinded by bright lights and are immune to gaze attacks.

Regeneration (Ex): Acid and cold deal normal damage to a sun fiend. A sun fiend that loses part of its body mass can regrow it in 3d6 minutes. Holding the severed portion against the mass causes it to reattach instantly.

Solar Might (Su): Sun fiends are mightier when the direct light of the sun shines down on them. When they are outdoors, from 2 hours before high noon until 4 hours after, sun fiends gain +4 to Strength and Constitution, +2 to AC, and DR 3/—.

Skills: Sun fiends have a +2 racial bonus on Move Silently, Listen, and Spot checks, a +4 racial bonus on Hide checks, and a +6 racial bonus on Jump checks.

*In desert terrain, sun fiends have a +8 racial bonus on Hide checks. They have a +2 racial bonus on Survival checks when tracking by scent.

Swarm, Bee

Fine Vermin (Swarm)

Hit Dice:	4d8 (18 hp)
Initiative:	+4
Speed:	5 ft. (1 square), fly 40 ft. (good)
AC:	22 (+8 size, +4 Dex), touch 22, flat-footed 18
Base Attack/Grapple:	+3/—
Attack:	Swarm (1d6 plus poison)
Full Attack:	Swarm (1d6 plus poison)
Space/Reach:	10 ft./0 ft.
Special Attacks:	Distraction, poison
Special Qualities:	Darkvision 60 ft., immunity to weapon damage, swarm traits, vermin traits
Saves:	Fort +4, Ref +5, Will +1
Abilities:	Str 1, Dex 19, Con 10, Int —, Wis 10, Cha 2
Skills:	Listen +3, Spot +6
Feats:	—
Environment:	Any temperate or warm land
Organization:	Solitary, flight (2–3 swarms), or hive (4–7 swarms)
Challenge Rating:	1
Treasure:	None
Alignment:	Always neutral
Advancement Range:	None
Level Adjustment:	—

A loud buzz assails your ears, as a droning cloud of bees fills the air.

Description

A bee swarm consists of thousands of angry, stinging bees.

Combat

A bee swarm tries to surround and attack any creature that disturbs the peace of the hive. The swarm deals 1d6 points of damage to any creature whose space it occupies at the end of its move.

Distraction (Ex): Any creature that begins its turn with a bee swarm in its space must succeed at a DC 12 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Poison (Ex): Injury, Fort DC 12, 1d2 Dex/1d2 Dex.

Skills: A bee swarm has a +2 racial bonus on Spot checks.



Swarm, Dunefish

Diminutive Magical Beast (Swarm)

Hit Dice:	6d10+6 (39 hp)
Initiative:	+8
Speed:	30 ft. (6 squares), burrow 40 ft.
AC:	18 (+4 size, +4 Dex), touch 18, flat-footed 14
Base Attack/Grapple:	+6/—
Attack:	Swarm (2d6)
Full Attack:	Swarm (2d6)
Space/Reach:	10 ft./0 ft.
Special Attacks:	Distraction
Special Qualities:	Blindsense 30 ft., darkvision 60 ft., immunity to weapon damage, sand swimming, swarm traits, tremorsense 120 ft.
Saves:	Fort +6, Ref +7, Will +3
Abilities:	Str 3, Dex 18, Con 12, Int 1, Wis 12, Cha 5
Skills:	Jump +14, Listen +6, Spot +6
Feats:	Alertness, Improved Initiative, Skill Focus (Jump)
Environment:	Warm desert
Organization:	Solitary, side (2–4 swarms), school (5–8 swarms)
Challenge Rating:	4
Treasure:	None
Alignment:	Always neutral
Advancement Range:	None
Level Adjustment:	—

The sand shifts, then erupts into a horde of tiny creatures as smooth-scaled lizards leap out to tear at your flesh with their tiny teeth.

Description

The Onn Desert has been plagued by swarms of diminutive reptiles for centuries, beasts cunningly adapted to swim through the sand dunes and leap from concealment to attack unsuspecting prey. Though they are actually small lizards, these creatures are called dunefish due to their similarities to voracious predatory fishes.

It is uncertain just what attracts these tiny reptiles — some say it is the scent of living things, others the vibrations that they make while walking, and still others believe that they are attracted to the hopeless souls of those dying of thirst. This last is especially ironic, for dunefish require very little water themselves.

Dunefish are also used as a food source by some desert tribesmen, though capturing them is risky. While nutritious, the tiny

lizards are anything but tasty, with leathery, oily flesh that is hard to chew and swallow.

Combat

Dunefishes' streamlined bodies are extremely well adapted to burrowing beneath sand. They travel in swarms of well over 1,000 individuals, attacking any prey they encounter. A successful DC 18 Spot check or a DC 18 Survival check is required to see the sand displacement caused by an approaching school; characters native to the Desert of Onn or who have at least 5 ranks in Knowledge (nature) gain a +2 synergy bonus on the check.

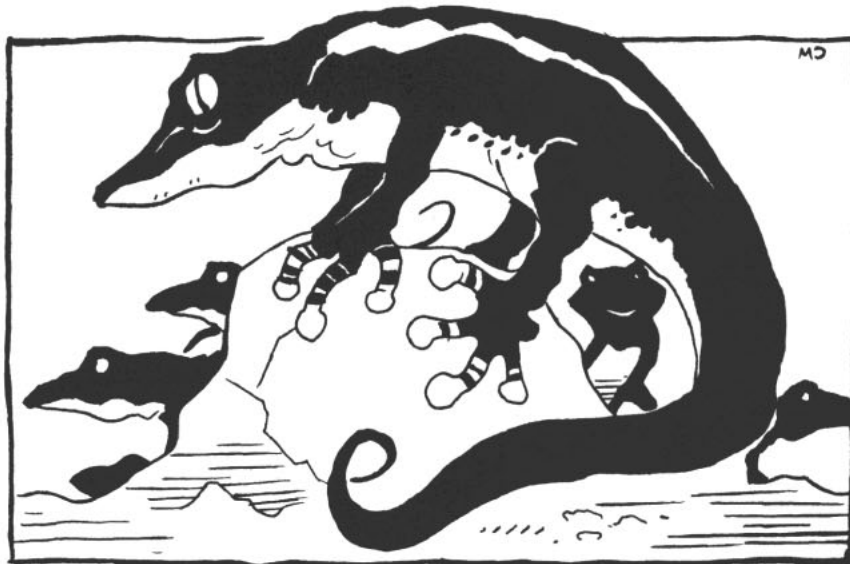
Dunefish have no interest in treasure. Some desert nomads have become experts in following these schools and plundering the riches remaining after caravans or small groups are attacked and stripped bare, leaving their valuables lying in the bloodied sand.

A dunefish swarm deals 2d6 points of damage to any creature whose space it occupies at the end of its move.

Distraction (Ex): Any creature that begins its turn with a dunefish swarm in its space must succeed at a DC 14 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Sand Swimming (Ex): Dunefish can swim through sand as fish swim through water. This ability does not allow them to move through solid rock or even loosely compacted soil. They are not subject to suffocation while sand swimming and have an effective burrow speed of 40 feet. They can use the run action while sand swimming, provided they move in a straight line.

Skills: Dunefish have a +4 racial bonus on Jump checks. They use their Dexterity modifier instead of their Strength modifier for Jump checks.



Swarm, Gilings

Fine Vermin (Swarm)	
Hit Dice:	22d8 (99 hp)
Initiative:	+3
Speed:	5 ft. (1 square), fly 40 ft. (average)
AC:	21 (+8 size, +3 Dex), touch 21, flat-footed 18
Base Attack/Grapple:	+16/—
Attack:	Swarm (5d6)
Full Attack:	Swarm (5d6)
Space/Reach:	10 ft./0 ft.
Special Attacks:	Distraction, ravenous
Special Qualities:	Darkvision 60 ft., immunity to fire, immunity to weapon damage, swarm traits, vermin traits
Saves:	Fort +2, Ref +1, Will +2
Abilities:	Str 1, Dex 16, Con 11, Int —, Wis 10, Cha 2
Skills:	—
Feats:	—
Environment:	Warm desert
Organization:	Solitary, storm (2–6 swarms), or tempest (7–15 swarms)
Challenge Rating:	11
Treasure:	None
Alignment:	Always neutral
Advancement Range:	None
Level Adjustment:	—

What at first seemed to be tiny grains of wind-blown sand are actually thousands upon thousands of tiny mite-like creatures that swarm in a single mass, searing your flesh.

Description

One of the most feared of all creatures of Asherak is also the smallest and most inconspicuous. Known as the gilings or “doomdust,” these creatures seem at first glance to be nothing more than grains of sand carried on the wind. Their form, however, is far from representative of the terrible danger they pose.

Gilings are tiny mite-like creatures that congregate together in the hundreds of thousands, even millions, blowing along in a veritable storm of living sand that devours all it encounters.

Combat

Giling swarms are always on the move. They are eternally hungry and will consume any organic matter, living or dead. Desert natives have learned to

recognize the low, thrumming hum made by a swarm on the move, and quickly move to shelters or flee the area.

A swarm of gilings can devour a man in moments, leaving a neatly stripped skeleton in its wake. The swarm's resemblance to a moving, predatory sandstorm has given rise to many tall tales of evil wind spirits and sand demons that scour the desert, preying on the unfortunate. Slain victims often leave behind treasures and possessions, which the desert natives eagerly hunt and plunder.

A giling swarm deals 5d6 points of damage to any creature whose space it occupies at the end of its move.

Ravenous (Ex): In addition to dealing damage to living creatures, a giling swarm eats anything organic in nature, dealing 5d6 points of damage to all objects of cloth, leather, wood, etc. that is in its space at the end of its move.

Distraction (Ex): Any living creature that begins its turn with a giling swarm in its square must succeed on a DC 21 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.



Swarm, Glutton Locust

Tiny Vermin (Swarm)

Hit Dice:	11d8+22 (71 hp)
Initiative:	+3
Speed:	10 ft. (2 squares), fly 60 ft. (poor)
AC:	16 (+2 size, +3 Dex, +1 natural), touch 15, flat-footed 13
Base Attack/Grapple:	+8/—
Attack:	Swarm (3d6)
Full Attack:	Swarm (3d6)
Space/Reach:	10 ft./0 ft.
Special Attacks:	Distraction, Glutton's madness
Special Qualities:	Darkvision 60 ft., half damage from slashing and piercing, swarm traits, vermin traits
Saves:	Fort +9, Ref +6, Will +4
Abilities:	Str 3, Dex 17, Con 14, Int —, Wis 12, Cha 5
Skills:	Listen +10, Spot +10
Feats:	—
Environment:	Warm desert and plains
Organization:	Solitary, cloud (2–7 swarms), or plague (11–20 swarms)
Challenge Rating:	6
Treasure:	None
Alignment:	Always neutral
Advancement Range:	None
Level Adjustment:	—

Dozens of foot-long grasshoppers swarm through the air. Their razor-sharp mandibles slash at flesh, leather, cloth, anything that is even vaguely edible.

Description

Spawn of the titan Gaurak, glutton locusts are just one of many hazards to travelers on the vast continent of Asherak. These 12- to 15-inch long insects have an insatiable appetite and will eat anything: grain, fruit, or flesh. Glutton locust swarms can turn a caravan to bones in ten minutes or less and devour an entire season's crops in an hour.

The swarms also hold a second, more insidious danger. Those that hear the drone of glutton locust wings hear the whispering voice of Gaurak. Many fall into the Glutton's madness and spend the next few hours eating whatever food is available, often months' worth of critical supplies.

Gaurak himself could summon swarms of glutton locusts, commanding them to devour all around him and then fly directly into his maw. A number of orc shamans are said to cast spells that allow them to similarly control the swarms, sending them to destroy rival tribes and settlements of the divine races.

Combat

Glutton locusts are not subtle. They simply attack anything edible. A glutton locust swarm deals 3d6 points of damage to any creature whose space it occupies at the end of its move.

Distraction (Ex): Any living creature that begins its turn with a glutton locust swarm in its square must succeed on a DC 17 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Glutton's Madness (Su): Anyone within 30 feet of a glutton locust swarm must succeed at a DC 16 Will save or spend the next 1d4 hours (assuming he survives that long) consuming whatever food and drink he can find. If none is available, he immediately moves toward the closest edible substances of which he is aware or that he might presumably expect — slaughtering and eating cattle and devouring unripe crops, attacking settlements, etc. If none of these items is available, victims of the Glutton's madness may make a second DC 16 Will save; those who succeed sit and gnaw at leather boots, backpacks, pieces of wood, etc., while those who fail try to kill their companions or any passersby they encounter in an attempt to engage in cannibalism.

A remove curse will remove these effects. Those who save against the madness are immune to its effects for 24 hours. The save DC is Wisdom-based.

Skills: A glutton locust swarm has a +4 racial bonus on Listen and Spot checks.

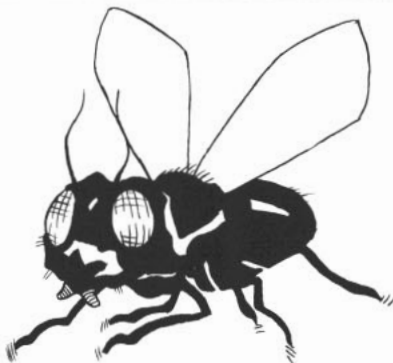


Swarm, Hive-Fly

Fine Vermin (Swarm)

Hit Dice:	3d8—3 (10 hp)
Initiative:	+5
Speed:	10 ft. (2 squares), fly 40 ft. (good)
AC:	23 (+8 size, +5 Dex), touch 23, flat-footed 18
Base Attack/Grapple:	+2/—
Attack:	Swarm (1d6)
Full Attack:	Swarm (1d6)
Space/Reach:	10 ft./0 ft.
Special Attacks:	Distraction
Special Qualities:	Darkvision 60 ft., immunity to weapon damage, swarm traits, vermin traits
Saves:	Fort +2, Ref +6, Will +1
Abilities:	Str 1, Dex 20, Con 8, Int —, Wis 10, Cha 2
Skills:	Listen +7, Spot +7
Feats:	—
Environment:	Warm desert
Organization:	Solitary, pair, or hive (3—6)
Challenge Rating:	1
Treasure:	None
Alignment:	Always neutral
Advancement Range:	None
Level Adjustment:	—

A swirling cloud of large blue-black flies fills the air, their buzzing loud in the dry air.



Description

Hive-flies are a breed of large biting fly, not unlike a 1-inch-long horsefly or bottle fly in appearance. They typically make their home in the mottled and ridged hide of a hiveskin (q.v.).

Combat

A hive-fly swarm tries to surround and attack any living thing that approaches within 40 feet of its hive. A swarm deals 1d6 points of damage to any creature whose space it occupies at the end of its move.

Distraction (Ex): Any creature that begins its turn with a hive-fly swarm in its space must succeed at a DC 10 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Skills: A hive-fly swarm has a +4 racial bonus on Listen and Spot checks.

Swarm, Perahnikyit

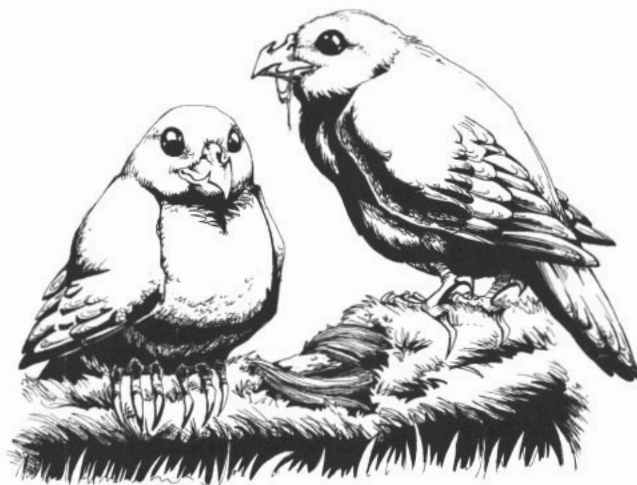
Fine Animal (Swarm)

Hit Dice:	7d8—7 (24 hp)
Initiative:	+3
Speed:	5 ft. (1 square), fly 60 ft. (good)
AC:	21 (+8 size, +3 Dex), touch 21, flat-footed 18
Base Attack/Grapple:	+5/—
Attack:	Swarm (2d6)
Full Attack:	Swarm (2d6)
Space/Reach:	10 ft./0 ft.
Special Attacks:	Distraction
Special Qualities:	Immunity to weapon damage, low-light vision, swarm traits
Saves:	Fort +4, Ref +8, Will +3
Abilities:	Str 1, Dex 17, Con 9, Int 1, Wis 12, Cha 5
Skills:	Listen +8, Spot +14
Feats:	Alertness, Dodge, Mobility
Environment:	Warm forest or marsh
Organization:	Solitary, flight (2—4 swarms), or congregation (5—16 swarms)
Challenge Rating:	3
Treasure:	None
Alignment:	Always neutral
Advancement Range:	—
Level Adjustment:	—

Out of the trees whirls a mass of tiny birds. They resemble brightly-colored tropical songbirds, but they are equipped with distinctly hooked beaks. The flock swirls toward you, shrieking wildly.

Description

Though they are some of the smallest birds on the continent, perahnikyits are easily one of the most vicious predators that hunt the jungles and swamps of Termana. These bright green and blue birds are quite lovely to watch from a safe distance (such as a scrying pool several



hundred miles away), but their razor sharp beaks can tear into flesh with a ruthless efficiency that eagles must envy.

As small as they are individually — little more than the size of a grown man's thumb — perahnikyits present little challenge by themselves. They are not particularly intelligent, have no magical powers, and their only weapons are their tiny beaks and talons. Only sick or wounded perahnikyits are ever encountered alone, however, as these dangerous birds are extremely social creatures. Traveling in flocks of 1,000 to 1,500 or more, perahnikyits can take down even large-sized prey without difficulty, ravenously stripping the corpse of flesh in minutes.

Perahnikyits have very high metabolisms and thus are nearly always hungry, especially during molting or mating season. Luckily, however, the majority of their flocks are fairly small (perhaps 30 to 150 birds), and attack prey only very slightly larger than themselves. Swarms of the creatures are thankfully rare, but when they do arise they pose an incredible menace to local communities. For this reason, most of Termana's inhabitants kill perahnikyits on sight whenever possible. The gnomes of the Gamulganjus make a delicious soup from perahnikyit eggs, and many terali wear necklaces of perahnikyit beaks and feathers.

The terali tell of a larger and more voracious variety of this creature, known as the perahhniteyl. So far these creatures have not been encountered by foreigners, though.

Combat

A lone perahnikyit never fights unless it is trapped, and even then it is capable of doing little more than giving a vicious scratch to a grown human. Parents of young perahnikyits will fly away rather than defend their eggs if isolated from the flock.

Perahnikyits in numbers, on the other hand, do not hesitate to attack almost any creature, whether or not it is alone. Once all suitable prey in sight is dead, the perahnikyits settle down to feast on the corpses until the bones are completely picked clean.

A perahnikyit swarm deals 2d6 points of damage to any creature whose space it occupies at the end of its move.

Distraction (Ex): Any creature that begins its turn with a perahnikyit swarm in its space must succeed at a DC 12 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Skills: A perahnikyit swarm has a +6 racial bonus on Spot checks.

Swarm, Poison Wing

Diminutive Vermin (Swarm)

Hit Dice:	4d8—4 (14 hp)
Initiative:	+3
Speed:	5 ft. (2 squares), fly 30 ft. (good)
AC:	17 (+4 size, +3 Dex), touch 17, flat-footed 14
Base Attack/Grapple:	+3/—
Attack:	Swarm (1d6 plus poison)
Full Attack:	Swarm (1d6 plus poison)
Space/Reach:	10 ft./0 ft.
Special Attacks:	Disease, distraction, poison
Special Qualities:	Blindsense 60 ft., immunity to disease and poison, immunity to weapon damage, swarm traits, vermin traits
Saves:	Fort +3, Ref +4, Will +1
Abilities:	Str 1, Dex 16, Con 8, Int —, Wis 10, Cha 2
Skills:	Listen +3, Spot +4
Feats:	—
Environment:	Any temperate or warm land
Organization:	Solitary, rabble (2–7 swarms), or multitude (7–20)
Challenge Rating:	1
Treasure:	None
Alignment:	Always neutral
Advancement Range:	None
Level Adjustment:	—

The shapeless mass reeks of corruption and its skin appears to crawl with colors. It then becomes evident that the shifting colors are a number of butterflies. As you watch, a number of them flutter from the rotting thing and flap toward you.

Description

The poison wing is a beautiful butterfly that lives on rotting animal matter, as opposed to rotting vegetable matter. Contact with even a single poison wing can expose a being to multiple diseases, and its bright-colored wings contain a mild poison — which, when



the creatures are encountered in a mass, can prove deadly. The poison wing is not really an aggressive creature, though, and does not seek to kill to provide food.

Poison wings are most often found on or near battlefields or following the spread of deadly diseases. They are believed to have been transformed from normal butterflies into corpse-eating scavengers following the death of the titan Chern.

Combat

When disturbed while feeding, a poison wing swarm flutters up and around the nearest creatures. However, due to the randomness of a butterfly's

motion, the swarm generally flutters away again 1 round after landing on a creature.

A poison wing swarm deals 1d6 points of damage to any creature whose space it occupies at the end of its move.

Disease (Ex): Any creature whose space is at any time occupied by a poison wing swarm is exposed to a random nonmagical disease (see DMG, Table 8–2: Diseases).

Distraction (Ex): Any creature that begins its turn with a poison wing swarm in its space must succeed at a DC 11 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Poison (Ex): Injury, Fort DC 11, 1d4 Con and sickened for 10 minutes/1d4 Con and sickened for 1d4 hours.

Swarm, Termite

Fine Vermin (Swarm)

Hit Dice:	2d8–2 (7 hp)
Initiative:	+5
Speed:	Fly 20 ft. (4 squares) (average)
AC:	23 (+8 size, +5 Dex), touch 23, flat-footed 18
Base Attack/Grapple:	+1/–
Attack:	Swarm (1d6 plus 1 acid)
Full Attack:	Swarm (1d6 plus 1 acid)
Space/Reach:	10 ft./0 ft.
Special Attacks:	Acid, distraction
Special Qualities:	Blindsense 30 ft., immunity to weapon damage, scent, swarm traits, vermin traits
Saves:	Fort +2, Ref +5, Will +0
Abilities:	Str 1, Dex 21, Con 9, Int —, Wis 10, Cha 2
Skills:	Listen +5
Feats:	—
Environment:	Any temperate or warm land
Organization:	Solitary or colony (3–8 swarms)
Challenge Rating:	2
Treasure:	None
Alignment:	Always neutral
Advancement Range:	None
Level Adjustment:	—

You see a swirling cloud of flying insects — some dark, some pale like maggots — and all so tiny that you can't really tell what they might be.

Description

The only termite swarms that pose a threat to larger creatures are composed of a variety of flying termites generally found only on Termana. These creatures have developed an acidic enzyme that helps them fight off predators, but which also serves as a weapon when they become roused to attack.

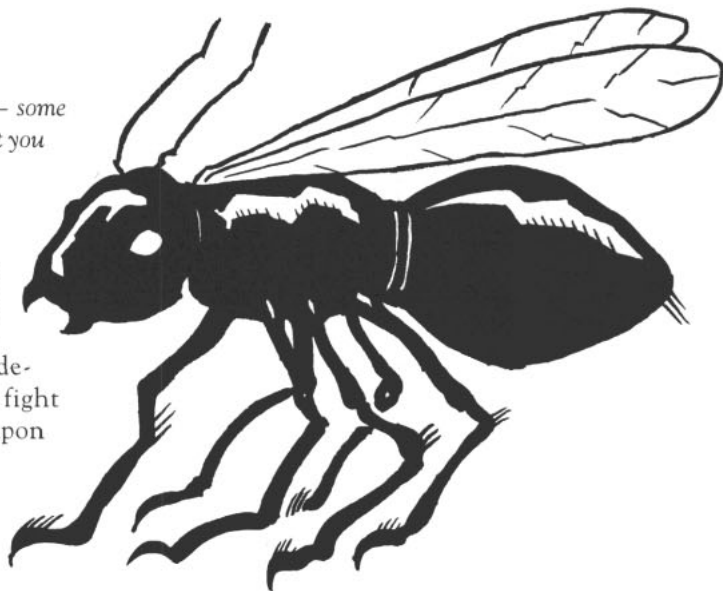
Combat

A termite swarm tries to surround and attack any living thing it senses. Termites are effectively blind, though they can sense creatures by means other than the visual.

A termite swarm deals 1d6 points of damage to any creature whose space it occupies at the end of its move.

Acid (Ex): A termite swarm deals 1 point of acid damage to any creature or wooden object or structure whose space it occupies at the end of its move. This acid harms only living creatures and wood.

Distraction (Ex): Any creature that begins its turn with a termite swarm in its space must succeed at a DC 10 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.



Swarm, Wasp

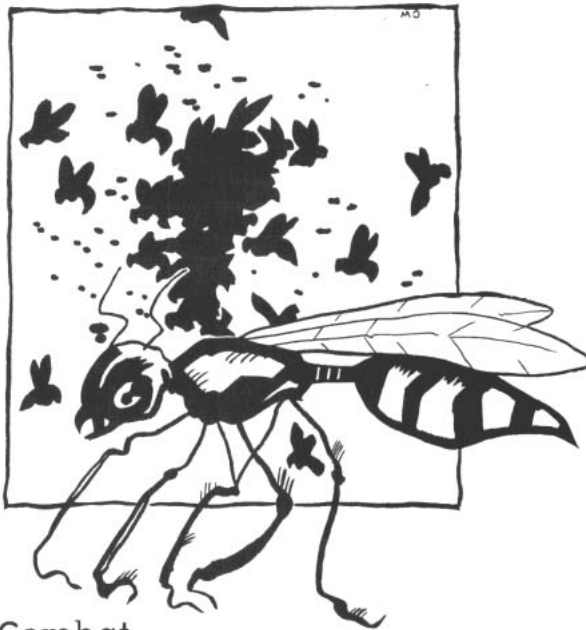
Fine Vermin (Swarm)

Hit Dice:	6d8–6 (21 hp)
Initiative:	+6
Speed:	10 ft. (2 squares), fly 50 ft. (good)
AC:	24 (+8 size, +6 Dex), touch 24, flat-footed 18
Base Attack/Grapple:	+4/–
Attack:	Swarm (2d6 plus poison)
Full Attack:	Swarm (2d6 plus poison)
Space/Reach:	10 ft./0 ft.
Special Attacks:	Distraction, poison
Special Qualities:	Darkvision 60 ft., immunity to weapon damage, swarm traits, vermin traits
Saves:	Fort +4, Ref +8, Will +2
Abilities:	Str 1, Dex 22, Con 9, Int —, Wis 10, Cha 2
Skills:	Listen +6, Spot +7
Feats:	—
Environment:	Any temperate or warm land
Organization:	Solitary, nest (2–3 swarms), or grist (4–7 swarms)
Challenge Rating:	3
Treasure:	None
Alignment:	Always neutral
Advancement Range:	None
Level Adjustment:	—

A deep, angry drone warns you of the approach of a dark cloud of wasps.

Description

A waspswarm is a deadly cloud of dark, vicious, stinging insects that seeks to kill any creature it encounters.



Combat

A wasp swarm tries to surround and attack any living thing it discovers. A swarm deals 2d6 points of damage to any creature whose space it occupies at the end of its move.

Distraction (Ex): Any creature that begins its turn with a wasp swarm in its space must succeed at a DC 12 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Poison (Ex): Injury, Fort DC 12, 1d3 Dex/1d6 Dex.

Skills: A wasp swarm has a +2 racial bonus on Listen and Spot checks.

Tent Bird

Medium Magical Beast

Hit Dice:	4d10+8 (30 hp)
Initiative:	+3
Speed:	50 ft. (10 squares)
AC:	15 (+3 Dex, +2 natural), touch 13, flat-footed 12
Base Attack/Grapple:	+4/+7
Attack:	Talon +7 melee (2d4+3)
Full Attack:	2 talons +7 melee (2d4+3) and bite +2 melee (1d6+1)
Special Attacks:	—
Special Qualities:	Low-light vision, sheltering wings, subsonic call
Saves:	Fort +6, Ref +7, Will +2
Abilities:	Str 16, Dex 17, Con 15, Int 3, Wis 12, Cha 8
Skills:	Listen +4, Spot +5
Feats:	Alertness, Endurance
Environment:	Warm desert
Organization:	Solitary, pair, camp (3–6), or flock (7–12)
Challenge Rating:	2
Treasure:	None
Alignment:	Always neutral

Advancement Range: 5–12 HD (Large)

Level Adjustment: —

A tall creature with pure white feathers and heavy, well-muscled legs, it is built like a flightless bird. The wings are nonetheless large and well-feathered, and as the creature settles down to rest, you see that these wings fold in an odd manner.

Description

Few mounts are more valued among the tribesmen of the Desert of Onn than the tent bird. It is hardy, needs little water to survive, remains perfectly happy consuming lizards and cacti for nourishment, and crosses the sands without complaint on its two mighty legs. Yet Ubuntu tribesmen prize these birds most highly for their large wings. Though the birds are flightless, their wings nevertheless serve an important function: When a sandstorm threatens, the tent bird crouches down and folds its wings around itself (and its rider, if it has been well trained), like a tent. With

sturdy wings locked in place like a domed canopy, it safely weathers the deadly storm.

So beloved are the tent birds by some Ubuntu that they ask that their mount pass with them into death; Ubuntu chiefs traditionally pass into the after-life with their tent bird's wings protecting them as the funeral pyre catches flame.

Combat

If trained to fight, the tent bird's serrated beak (normally reserved for splitting open cacti and other tough desert plants) can be used to deadly effect; its natural response is to kick and claw at predators.

Sheltering Wings (Ex): As a standard action, a tent bird can lift and spread its wings, creating a tent-like dome around itself large enough for itself and 1 Medium, 4 Small, 16 Tiny, 32 Diminutive, or 128 Fine creatures. The bird's remarkable physiology maintains the temperature within its wings at a level comfortable for beasts and humans, as well as allowing it to support an incredible weight of sand that covers it. Further, a unique oil secreted into the bird's wingfeathers provides

any creatures
within the
tent (in-

cluding the tent bird itself) the benefit of fire resistance 5.

Though the tent-bird is vulnerable to attack while it remains in this posture, anyone within its wings has improved cover. In the wild, the tent bird uses this ability to protect its chicks from sandstorms or the vicious desert heat.

Subsonic Call (Ex): If trapped beneath the desert sands, a tent bird gives out a throaty subsonic call. All tent birds or other creatures with extremely acute hearing can make a Listen check (DC 10 + 1 per 500 feet beyond a quarter-mile) to hear the trapped tent bird. Even wild tent birds always come to the aid of such a bird unless large predators are known to be in the area, and help to dig the trapped bird out with their powerful legs and splayed talons.

The wise rider, trapped under the sand with his tent bird, rations his food and water carefully while waiting for aid and shares it with his faithful mount.

Green-Beaked Tent Bird

The green-beak is a variety of tent bird that dines almost solely on the noptri cactus. The noptri is poisonous, but the green-beak is immune to this toxin. Its beak, dyed green by the cactus pulp, is saturated with the poison, and thus its bite is very dangerous.

Poison (Ex): Bite, Fort DC 14, 1d4 Dex and nauseated/1d4 Dex and sickened for 1d6 hours.



BOUR
ELLE

Thunderbones

Large Construct	
Hit Dice:	9d10+30 (79 hp)
Initiative:	+6
Speed:	40 ft. (8 squares)
AC:	20 (—1 size, +2 Dex, +9 natural), touch 11, flat-footed 18
Base Attack/Grapple:	+6/+15
Attack:	Claw+10 melee (1d8+5/19–20 plus 1d6 electricity)
Full Attack:	2 claws +10 melee (1d8+5/19–20 plus 1d6 electricity)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Magic claws, shocking burst
Special Qualities:	Construct traits, damage reduction 5/adamantine and bludgeoning, darkvision 60 ft., spell resistance 14
Saves:	Fort +3, Ref +5, Will +3
Abilities:	Str 20, Dex 15, Con —, Int —, Wis 10, Cha 1
Environment:	Any land or underground
Skills:	—
Feats:	Improved Initiative ^B
Organization:	Solitary, pair, or patrol (3–6)
Challenge Rating:	7
Treasure:	None
Alignment:	Always neutral
Advancement Range:	9–16 HD (Large); 17–24 HD (Huge)
Level Adjustment:	—

The creature looks like a large humanoid skeleton made entirely of black iron. The bones are covered with small silver runes, each painstakingly etched.

Description

These impressive constructs are a relatively new creation. Thunderbones have been appearing more and more recently in the homes and workshops of the youngest generation of accomplished spellcasters, particularly those of Hollowfaust. Although the ritual involved in their creation is complex, the relative cost is low compared to that of most other constructs, and the concept itself is simple: transform a large animated skeleton into a construct of animated iron, and bestow magical abilities upon its bladed claws.

Combat

Thunderbones are implacable and utterly loyal, obeying only their creator. Once set in motion, they pursue their goals relentlessly unless their creator is on hand to prevent excessive violence, or unless their instructions explicitly limit their actions.

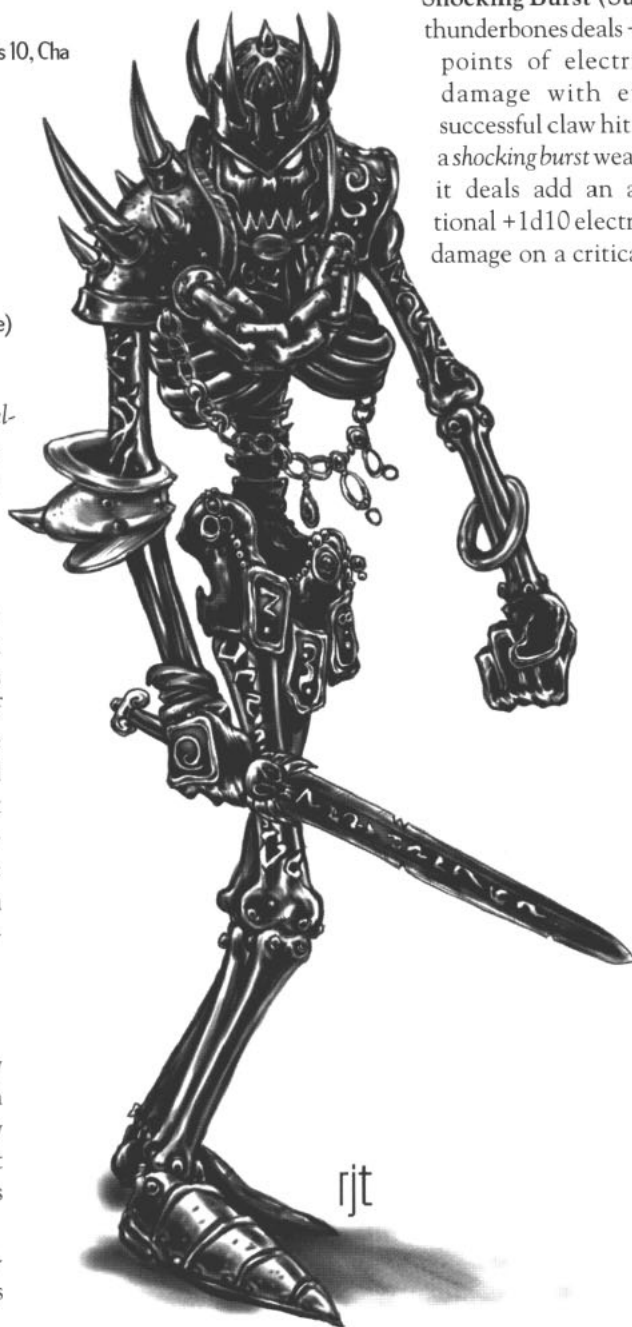
This last can be rather tedious and difficult, for thunderbones' relative inexpensiveness

and ease of construction has a few drawbacks — it can normally only understand a single command in the form of a straightforward sentence no more than a dozen words in length, such as “Defend me against all who assault me” or “Slay all who enter here, but don’t harm me or my wife.”

The construct’s long, bladed claws have a critical threat range of 19–20 and deal double damage on a successful critical. The earliest thunderbones all had *shocking burst* claws, but new variants exploiting other magical energy types have been growing in frequency.

Magic Claws (Su): A thunderbones’ claws are considered magic weapons for the purpose of penetrating damage reduction.

Shocking Burst (Su): A thunderbones deals +1d6 points of electricity damage with every successful claw hit; like a *shocking burst* weapon, it deals add an additional +1d10 electricity damage on a critical.



Construction

Forming a thunderbones' body requires the skeleton of a Large (or in some cases Huge) humanoid, monstrous humanoid, or giant, as well as a sufficient quantity of purified iron and other rare or precious metals. To construct the body properly, the crafter must make a DC 16 Craft (alchemy) check and a DC 14 Craft (armorsmithing or weaponsmithing) check.

CL 10th; Craft Construct (see MM, Chapter 6), Craft Magic Arms and Armor, *animate dead*, *bone construct*†, *lightning bolt*, *limited wish*, creator must be 10th level; Price 18,000 gp; Cost 9,360 gp + 720 XP.

† This spell is found in **Hollowfaust: City of Necromancers**.

Variant Thunderbones

If a creator wishes to make a thunderbones with weapon enhancements other than *shocking burst*, simply replace the *lightning bolt* spell requirement with the appropriate weapon enhancement prerequisites. Typically, these are limited to energy damage enhancements, but theoretically any weapon enhancement could be used. If the total enhancement bonus would be greater than +3, add half of the total cost for the weapon enhancements to 18,000 gp for the revised price of the construct, and calculate the material and XP cost from the new price.

Tobaryl

Small Animal	
Hit Dice:	3d8 (13 hp)
Initiative:	+3
Speed:	10 ft. (2 squares), climb 10 ft., fly 40 ft. (average)
AC:	15 (+1 size, +3 Dex, +1 natural), touch 14, flat-footed 12
Base Attack/Grapple:	+2/-2
Attack:	Bite +6 melee (1d4 plus poison)
Full Attack:	Bite +6 melee (1d4 plus poison)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Poison, wing blast
Special Qualities:	Immunity to sonic, keensight, low-light vision, scent
Saves:	Fort +3, Ref +6, Will +2
Abilities:	Str 11, Dex 16, Con 11, Int 2, Wis 13, Cha 7
Skills:	Balance +12, Climb +12, Hide +13, Search +1, Spot +10
Feats:	Flyby Attack, Weapon Finesse
Environment:	Warm forest
Organization:	Solitary, pair, flight (3–6)
Challenge Rating:	2
Treasure:	None
Alignment:	Always neutral
Advancement:	4–5 HD (Small); 6–9 HD (Medium)
Level Adjustment:	—

A snake-like creature sweeps down from the trees. It has wide, brightly-colored, batlike wings and attacks with small, needle-sharp teeth.

Description

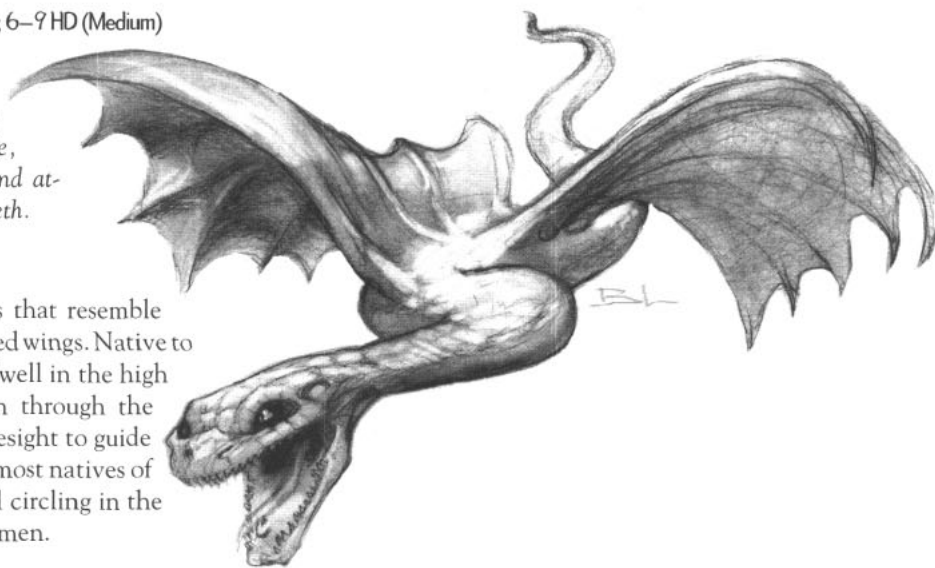
Tobaryl are flying reptiles that resemble colorful snakes with large webbed wings. Native to the jungles of Termana, they dwell in the high forest canopy, swooping down through the dense trees using their keen eyesight to guide them toward prey animals. To most natives of Termana, the sight of a tobaryl circling in the air above is considered a bad omen.

Tobaryl are incredibly graceful when flying through the air — weaving, banking, and pirouetting around vines, trees, and other obstacles. When forced to move on land, they are slow and clumsy, and they prefer not to do so.

Unlike ordinary snakes, tobaryl have an excellent sense of sight, using their oversized eyes to spot prey from high altitudes. This acute sight also compensates for their lack of normal hearing. Though they can sense vibrations, tobaryl are deaf, relying instead on their other senses to guide them to prey and escape predators.

Combat

When attacking alone, a tobaryl swoops down through the cover of the jungle trees, moving to pick off a lone or separated target by knocking it down with its wing blast and then using its poisonous bite. The tobaryl then attacks using Flyby Attack until its prey is helpless, and finally moves in to finish the creature off.



Tobaryl normally do not attack groups of creatures or prey larger than themselves unless traveling in a flight; even then, they will only attack creatures up to one size larger than themselves, and only if they outnumber their foes.

Tobaryl are deaf and automatically fail all Listen checks.

Poison (Ex): Bite, Fort DC 11, 1d4 Str/1d4 Str.

Wing Blast (Ex): As a standard action, a tobaryl can slap its wings together quickly around the head of a creature no more than one size larger than itself, creating a remarkably loud noise and possibly stunning its prey. The affected creature must make a successful DC 11 Reflex save or be stunned for 1 round and knocked prone. If the creature fails this

save, it must then make a DC 11 Fortitude save or be deafened for 2d4 rounds. The save DCs are Constitution-based.

Creatures with no discernible head or no sense of hearing cannot be affected by this ability.

Keen Sight (Ex): A tobaryl ignores figments and glamers. Its vision in low-light conditions is three times as effective as that of a human, so if a human can see 20 feet in low light, the tobaryl can see 60 feet.

Skills: Tobaryl have a +4 racial bonus on Hide and Search checks and a +8 racial bonus on Balance, Climb, and Spot checks. They can always choose to take 10 on Climb checks, even if rushed or threatened. They use their Dexterity modifier instead of their Strength modifier for Climb checks.

Unbegotten

Small Undead (Incorporeal)

Hit Dice:	8d12 (52 hp)
Initiative:	+3
Speed:	Fly 50 ft. (10 squares) (perfect)
AC:	18 (+1 size, +3 Dex, +4 deflection), touch 18, flat-footed 15
Base Attack/Grapple:	+4/—
Attack:	Incorporeal touch +8 melee (1d6 Con drain)
Full Attack:	Incorporeal touch +8 melee (1d6 Con drain)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Constitution drain, spell-like abilities
Special Qualities:	Bound, darkvision 60 ft., elf traits, incorporeal traits, low-light vision, undead traits, +4 turn resistance
Saves:	Fort +2, Ref +5, Will +8
Abilities:	Str —, Dex 16, Con —, Int 12, Wis 14, Cha 18
Skills:	Bluff +15, Diplomacy +8, Disguise +4 (+6 acting), Hide +14, Intimidate +14, Listen +11, Search +10, Sense Motive +10, Spot +11
Feats:	Blind-Fight, Dodge, Mobility
Environment:	Any land or underground
Organization:	Solitary or pair
Challenge Rating:	8
Treasure:	Standard
Alignment:	Always chaotic evil
Advancement Range:	9–16 HD (Small)
Level Adjustment:	—

Though it might be an elven child, this creature has the air of the unnatural about it. Its features are exaggerated and its expression is sad and mournful. It shimmers slightly with an unearthly luminescence.

Description

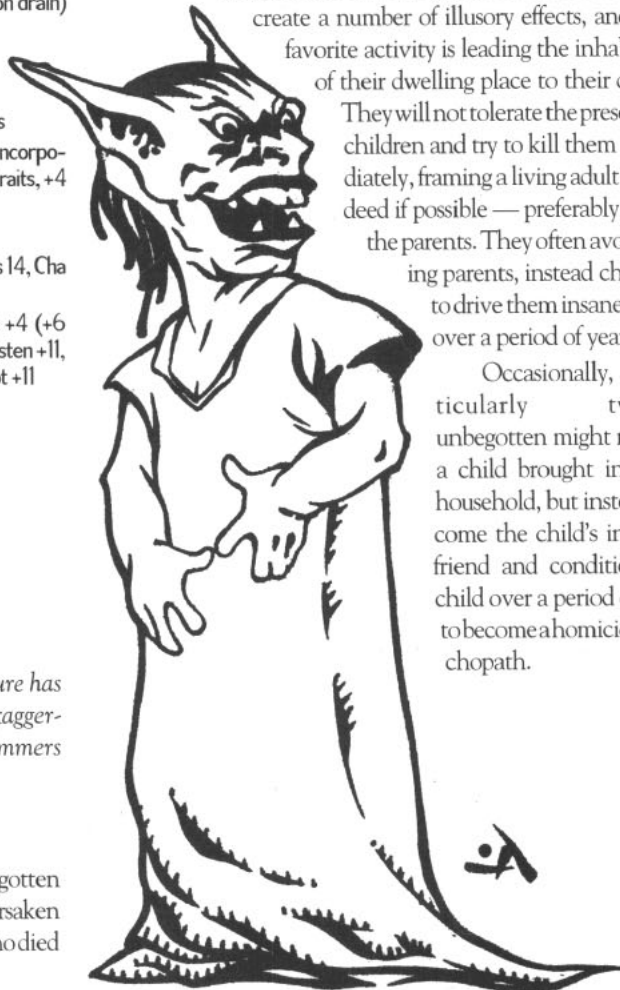
For the forsaken elves of Termara, the unbegotten are the insult added to injury. Closely related to forsaken spirits (q.v.), they are the spirits of elven children who died

from Chern's curse while still in their mothers' wombs. They are now malevolent beings that hate the living — particularly living children — and haunt the ancient manors of their parents.

Though normally ethereal, unbegotten can manifest and take on the appearance of elven children, sometimes with grotesque and exaggerated features. They can create a number of illusory effects, and their favorite activity is leading the inhabitants of their dwelling place to their deaths.

They will not tolerate the presence of children and try to kill them immediately, framing a living adult for the deed if possible — preferably one of the parents. They often avoid killing parents, instead choosing to drive them insane slowly over a period of years.

Occasionally, a particularly twisted unbegotten might not kill a child brought into the household, but instead become the child's invisible friend and condition the child over a period of time to become a homicidal psychopath.



Combat

If possible, an unbegotten uses its powers of illusion to lead opponents to their doom. Favorite tactics include convincing allies that they have betrayed each other, convincing individuals to enter dangerous situations, creating false railings and floors, and making poisoned food look like safe.

If drawn into actual combat, unbegotten dart quickly in and out of combat, using their size and mobility to avoid opponents and land touch attacks.

Constitution Drain (Su): Living creatures hit by an unbegotten's incorporeal touch attack must succeed at a DC 18 Fortitude save or take 1d6 points of Constitution drain. The save DC is Charisma-based. With each successful attack, the unbegotten gains 5 temporary hit points.

Spell-Like Abilities: At will—*chill/warmth**, *distort shadow**, *false flavor**, *ghost sound*, *mage hand*, *silent image*

(DC 15), *prestidigitation*, *ventriloquism* (DC 15); 3/day—*cause fear* (DC 15), *minor image* (DC 16), *misdirection* (DC 16); 1/day—*major image* (DC 17). Caster level 8th. The save DCs are Charisma-based.

Bound (Ex): Unbegotten are bound to the manor or lands of their elven parents. They can roam the focal structure and any adjacent buildings and grounds, but they cannot move beyond that area.

Rejuvenation (Su): If an unbegotten is destroyed, roll 1d20 plus the unbegotten's HD against a DC of 16. If this check is successful, the unbegotten reforms after 2d4 days have passed. The only guaranteed way to be rid of an unforgotten is to destroy it with divine (holy) damage in the presence of both of its parents.

Windigo

Large Outsider (Cold, Evil, Incorporeal, Native)

Hit Dice:	10d8+30 (75 hp)
Initiative:	+4
Speed:	30 ft. (6 squares)
AC:	12 (−1 size, +3 deflection), touch 12, flat-footed 12
Base Attack/Grapple:	+10/−
Attack:	Incorporeal claw +11 melee (1d6 plus 1d4 cold and 1d4 Strength drain)
Full Attack:	2 incorporeal claws +11 melee (1d6 plus 1d4 cold and 1d4 Strength drain) and incorporeal bite +8 melee (1d6 plus 1d4 cold and 1d4 Strength drain)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Breath weapon, malevolence, scream
Special Qualities:	Cold subtype, darkvision 60 ft., incorporeal traits, regeneration 5, scent
Saves:	Fort +10, Ref +7, Will +8
Abilities:	Str —, Dex 11, Con 17, Int 5, Wis 13, Cha 16
Skills:	Hide +, Listen +10, Move Silently +10, Spot +10, Survival +11
Feats:	Improved Initiative, Multiattack, Track, Weapon Focus (claws)
Environment:	Cold mountains or plains
Organization:	Solitary
Challenge Rating:	8
Treasure:	Standard
Alignment:	Always evil
Advancement Range:	11–18 HD (Large); 19–30 HD (Huge)
Level Adjustment:	—

A muscular humanoid, over 10 feet tall, stands before you. It is covered in shaggy fur, but it has an air of hunger about it, gaunt and starved — in fact, it seems translucent. As it attacks, it unleashes a terrifying howl.

Description

The windigo is one of the most terrible legacies of the Divine War. It is said that when the gods defeated Gaurak the

Glutton, they buried him deep under the cold northern wastes. Because of this, his foul essence tainted those lands. It is said that any thinking being in the region who tastes the flesh of another — whether intentionally or not — is possessed by the taint of Gaurak and transformed into a windigo.

Windigo roam the northern wastes, ravenously slaying all those unfortunate enough to cross their paths, and their fearsome howl echoes in the long night of the northern climes, filling the hearts of natives with fear. Being incorporeal, they cannot devour the beings they kill, of course, which only serves to make them more ravenous and hostile.

Certain wicked northern shamans are said to be capable of trapping a windigo spirit and using it to possess or slay a chosen victim.

Combat

Although not very intelligent, a windigo is a canny hunter, stalking prey from a distance. It will always try to pick off lone scouts or weaker party members. Once it does attack, it keeps fighting until it or its prey is dead.

Breath Weapon (Su): Every 1d6 rounds, 40-foot cone, 10d6 cold (Reflex DC 18 half). The save DC is Constitution-based. This ability affects only creatures on the Material Plane.

Malevolence (Su): Once per round, a windigo can merge its body with a creature on the Material Plane. This ability is similar to the *magic jar* spell (caster level equals the windigo's HD), except that it does not require a receptacle. To use this ability, the windigo must try to move into the target's space; this does not provoke attacks of opportunity. The target can resist the attack with a successful Will save (DC 10 + 1/2 the windigo's HD + the windigo's Charisma modifier). A creature that successfully saves is immune to that windigo's malevolence for 24 hours.

When possessing another creature, the windigo retains its own mental ability scores (Int, Wis, and Cha), while the

possessed creature gains the monstrous humanoid type and the augmented and cold subtypes. The creature gains +4 Strength and +4 Constitution, a +2 natural armor bonus, and the windigo's breath weapon, frightful presence, and regeneration abilities (the breath weapon save DC is figured using the new body's Con bonus). The windigo hungers for any and all living flesh, and uses its host body to kill and devour any creatures it can—the more sentient the prey, the better.

Freeing a possessed victim from the malevolence of a windigo is a difficult task. Keeping it by a source of great heat (such as a bonfire) for 12 hours will drive out the windigo (which will most likely attempt to possess another creature immediately, unless the environment is altogether too warm for it). A *remove curse* will not affect a possessed creature, nor will *dispel magic* (or *greater dispelling*). *Protection from evil* functions normally with respect to the possessing spirit (keeping it from exercising control while the effect lasts, but not driving the windigo out). *Break enchantment* has a normal chance to expel the windigo (opposed caster level 20th).

However, once the windigo is driven out, by whatever means, a tiny piece of enchanted ice remains in the victim's heart. Over the course of a month, the victim will experience odd dreams, an appetite for raw flesh, and severe chills; at the end of the month, he will transform back into the windigo monstrosity. Only a successful *limited wish*, *wish*, or *miracle*



Create Windigo

Transforms victim into a windigo under the caster's control.

Necromancy

Level: Drd 8, Sor/Wiz 9

Components: V, S, M, XP

Casting Time: 10 minutes

Range: Touch

Target: Creature touched

Duration: Instantaneous

Saving Throw: Fortitude negates

Spell Resistance: Yes

Description

Certain shamans of northern Asherak are said to use the fearsome windigos as servants and instruments of vengeance. Captured enemies are often brought to the shaman and subjected to this terrifying spell, which transforms the unfortunate victim into a windigo under the shaman's control.

Spell Effect

The victim must be restrained in some fashion. The shaman chants and dances for several minutes, invoking the spirit of Gaurak the Glutton as well as those of Lethene and Gulaben, titanesses of wind and storm. The caster then touches the victim, and if the victim fails her Fortitude save, she is instantly transformed into a windigo and forced to serve the shaman until her destruction.

A shaman can never control more windigo than his Wisdom bonus.

The spell can be reversed or negated only with a *miracle* or *wish*. If either of these spells is successfully cast, the victim is immediately restored to her condition immediately before the *create windigo* spell was cast.

Material Components: A stone carved with Gaurak's symbol and a piece of some being that was once possessed by a windigo.

XP Cost: Each casting of this spell costs the caster 1,000 XP.

spell (or similarly powerful magic) can prevent this from happening; alternately, if *break enchantment* was used to drive the windigo out, it may be followed by a successful *banishment* spell or similar magic to drive the ice spirit from the victim's heart entirely.

Frightful Presence (Su): As a free action, a windigo can emit a horrible, bone-chilling scream. Anyone within 50 feet must make a DC 18 Will save or be frightened for 5d6 rounds if 5 HD or less, shaken for 5d6 rounds if 6 HD or more.

Regeneration (Ex): Good weapons deal normal damage to a windigo, as do spells or effects with the good descriptor.

Appendix One: Template Creatures

Blessed Theocrat

Blessed theocrats are divinely powered servants of the Asheraki god-kings. Through a divine true ritual, individuals can pledge themselves to the god-kings and gain enhancements to their divinely granted powers. In return, the god-king is able to use the theocrat as a living scrying device, detect her thoughts, and communicate telepathically with her at will, and even to possess and speak directly through her. This ritual is usually performed upon priests, leaders, and spies, and thus allows the god-kings to communicate their will instantly to their followers and their agents in foreign lands. It also allows the god-kings to check on the loyalty and activities of those who serve them in positions of power.

Sample Blessed Theocrat

The man is clad as a high-ranking priest, but he is surrounded by a palpable nimbus of power. His eyes shine and he has an air of superiority and godliness about him.

This example uses a male human cleric as the base creature.

Blessed Theocrat 9th-Level Human Cleric

Medium Humanoid (Human)

Hit Dice: 9d8+7 (49 hp)
Initiative: -1
Speed: 20 ft. in half-plate armor (4 squares); base speed 30 ft.
AC: 20 (-1 Dex, +8 armor, +3 shield), touch 9, flat-footed 17
Base Attack/Grapple: +6/+7
Attack: +1 flaming shortspear +8 melee (1d6+2/x3 plus 1d6 fire)
Full Attack: +1 flaming shortspear +8/+3 melee (1d6+2/x3 plus 1d6 fire)
Space/Reach: 5 ft./5 ft.
Special Attacks: Rebuke undead 9/day, spells, spontaneous domain (fire)
Special Qualities: Aura of evil/law, extra domain (air), living scrying focus, open thoughts, receive

divine word, spontaneous casting, voice of god

Saves: Fort +7, Ref, +2, Will +9
Abilities: Str 13, Dex 8, Con 12, Int 10, Wis 17, Cha 14
Skills: Concentration +13, Knowledge (religion) +12, Profession (administrator) +15
Feats: Combat Casting, Craft Magic Arms and Armor, Craft Wand, Extra Turning, Spell Focus (enchantment)
Environment: Any
Organization: Solitary, often accompanied by 6–10 minions or servants.
Challenge Rating: 10
Treasure: Triple standard
Alignment: Lawful evil
Advancement: By character class
Level Adjustment: +3

This blessed theocrat is based on a 9th-level human cleric with the following base ability scores: Str 13, Dex 8, Con 12, Int 10, Wis 15, Cha 14.

Combat

This blessed theocrat has Wisdom 21 and Charisma 18 for purposes of divinely powered class abilities, including bonus spells, spell DCs, maximum spell level, certain domain powers, and abilities that involve channeling or manipulating negative energy (i.e., rebuking undead).

Spells: This blessed theocrat casts divine spells as a 9th-level cleric with access to the Air, Destruction, and Fire domains. The save DCs are Wisdom-based.

Typical cleric spells prepared (6/6+1/5+1/4+1/3+1/2+1; save DC 15 + spell level): 0—create water (x2), cure minor wounds (x2), detect magic, detect poison; 1st—command† (x2), divine favor, doom, obscuring mist†, protection from good, sanctuary; 2nd—aura of menace*, burst of energy**, hold person† (x3), wind wall†; 3rd—bestow curse, contagion†, magic circle against chaos, summon monster III (x2); 4th—air walk†, divine power, sending, status; 5th—flame strike, greater command†, mass inflict light wounds†, make whole.

† Domain spell.

‡ Because of Spell Focus (enchantment), the save DC for these spells is 18 + spell level.

Possessions: +1 half-plate of light fortification, +1 heavy steel shield of fire resistance, +1 flaming shortspear, wand of dispel magic. (Different blessed theocrats may have different possessions.)

Creating a Blessed Theocrat

“Blessed Theocrat” is a template that can be added to any creature able to cast divine spells (hereafter referred to as the “base creature”). It is usually applied to clerics, but has also been granted to paladins on occasion; while theoretically possible, the ritual has never been applied to a ranger or druid to anyone’s knowledge.

A blessed theocrat uses all the base creature’s statistics and special abilities except as noted here.

Size and Type: Same as the base creature. Do not recalculate Hit Dice, base attack bonus, or saves. Size is unchanged.

Special Attacks: A blessed theocrat retains all the special attacks of the base creature and also gains the following.

Extra Domain (Su): A blessed theocrat gains access to an extra domain granted by her patron god-king. The blessed theocrat gains access to both the new spells of the domain and the granted power of the new domain.

Spontaneous Domain (Su): A blessed theocrat chooses any one of her domains. The blessed theocrat can channel stored spell energy to cast a spell from the chosen domain. She can “lose” a prepared spell in order to cast any one of the chosen domain’s spells of equal or lower level.

Special Qualities: A blessed theocrat retains all the special qualities of the base creature and also gains the following.

Living Scrying Focus (Su): The blessed theocrat has established a divine connection to her patron god-king. At will, the god-king implement the ef-

fect of a scrying spell upon the theocrat, functioning as if the god-king is both familiar with the theocrat and in possession of a body part belonging to her.

Open Thoughts (Su): While scrying upon the blessed theocrat or after establishing telepathic contact, the patron god-king can scan the surface thoughts of the blessed theocrat at will as if using the spell *detect thoughts*.

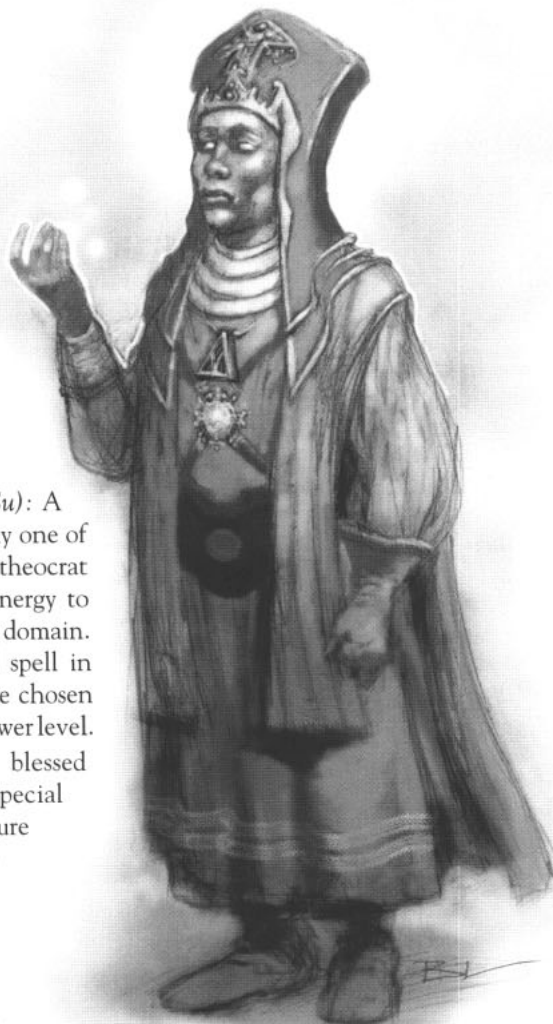
Receive Divine Word (Su): At will, the blessed theocrat’s patron god-king can establish telepathic communication with her as long as she is not on a different plane or warded against telepathic contact. This contact cannot be initiated or terminated by the blessed theocrat, only by the god-king.

Voice of God (Su): Once per day, the blessed theocrat can allow herself to be possessed by her patron god-king. While possessed, the blessed theocrat becomes a passive observer in her own body as the god-king takes over complete control of her body. The god-king can speak through the blessed theocrat in either the god-king’s own voice, or that of the blessed theocrat. The god-king can command the theocrat to fight or cast spells, but uses the theocrat’s own spells and combat abilities, not those of the god-king. The god-king can maintain the possession for as long as desired, but can not take any other actions while possessing a blessed theocrat.

Abilities: Same as the base creature, except that the blessed theocrat gains a +4 enhancement bonus to both Wisdom and Charisma scores for purposes of divinely powered class abilities. This includes bonus spells, spell DCs, maximum spell level, certain domain powers, and abilities that involve channeling or manipulating positive or negative energy. This does not affect skills, ability checks, or will saving throws.

Organization: Solitary, often accompanied by 6–10 minions or servants.

Challenge Rating: Same as the base creature +1.



Level Adjustment: +3.

Blessed Theocrat Characters

Characters who undertake the blessed theocrat ritual pledge their undying devotion and service to a patron god-king. Blessed theocrats are considered elite servants of the god-kings in Asherak and are accorded great respect if their position is known. Many blessed theocrats are important leaders among the theocracy, able to command obedience from ordinary citizens and to initiate action among the government bureaucracy. Others are assigned positions as diplomats to

other cities so that the god-kings may have a direct presence and be able to personally negotiate from the safety of their own cities if necessary.

Another important use of blessed theocrats is to act as god-king's eyes and ears — divine spies or investigators for the god-kings, enabling the god-kings to extend their already long reach even further. Due to their increased magical potency, many blessed theocrats are used as elite forces of the god-kings, serving as commanders or elite units in to the god-kings' armies or sent out on missions requiring powerful champions.

Envenomed

Termena is a continent awash with the blood and sicknesses of titans. Many natives of this land have been affected by these toxins, riddled with foul substances that would kill other creatures. Instead of dying, some of these creatures have instead adapted to the toxic substances and are today able to use their venoms to kill foes or prey.

Envenomed beasts take on a sickly yellow hue and a thin, wasted appearance, and those with teeth grow grotesque, snake-like fangs.

Sample Envenomed Creature

This example uses a griffon as the base creature.

Envenomed Griffon

Large Magical Beast

Hit Dice:	7d10+14 (52 hp)
Initiative:	+4
Speed:	30 ft. (6 squares), fly 80 ft. (average)
AC:	19 (−1 size, +4 Dex, +6 natural), touch 13, flat-footed 15
Base Attack/Grapple:	+7/+15
Attack:	Bite +11 melee (2d6+4 plus poison)
Full Attack:	Bite +11 melee (2d6+4 plus poison) and 2 claws +8 melee (1d4+2)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Poison, pounce, rake 1d6+2
Special Qualities:	Darkvision 60 ft., low-light vision, poison immunity, poisonous, scent
Saves:	Fort +7, Ref +9, Will +5
Abilities:	Str 18, Dex 19, Con 14, Int 5, Wis 13, Cha 8
Skills:	Jump +8, Listen +6, Spot +10
Feats:	Ability Focus (poison) ^B , Iron Will, Multiattack, Weapon Focus (bite)
Environment:	Warm forest and swamp or temperate hills
Organization:	Solitary, pair, or pride (6–10)
Challenge Rating:	5
Treasure:	None
Alignment:	Usually neutral evil
Advancement Range:	8–10 HD (Large); 11–21 HD (Huge)
Level Adjustment:	+4 (cohort)

The thing's body resembles a winged lion with the head and front legs of a great eagle. It is thin, sickly and wasted in appearance, but it moves with unnatural speed and grace.

Description

Envenomed griffons are similar to their normal brethren but appear somewhat frail. They move with even greater grace and strike with blinding speed. A sickly yellowish tint is distinctly apparent in the griffon's fur.

Combat

Envenomed griffons attack with speed and ferocity, using their poison to cripple prey. As they glide above the marshland, there is little they won't swoop to attack, pouncing with deadly efficiency.

Poison (Ex): Bite, Fort DC 17; 1d6 Str/1d6 Str.

Pounce (Ex): If an envenomed griffon dives upon or charges a foe, it can make a full attack, including two rake attacks, even if it has already moved.

Rake (Ex): Attack bonus +8 melee; 1d6+2 damage.

Skills: Envenomed griffons have a +4 racial bonus to Jump and Spot checks.

Creating an Envenomed Creature

"Envenomed" is a template that can be added to any living, corporeal non-plant or non-ooze creature (hereafter referred to as the "base creature"). The creature's type and subtype remain the same. An envenomed creature uses all the base creature's statistics and special abilities except as noted here.

Size and Type: Same as base creature. Do not recalculate Hit Dice, base attack bonus, or saves. Size is unchanged.

AC: Same as base creature, modified for change in Dexterity.

Attack: An envenomed creature retains the attacks of the base creature and also gains a bite attack if it did not have one already.

Full Attack: An envenomed creature uses all of its original attacks and its bite when making a full attack.

Damage: An envenomed creature deals damage as the base creature. If the base creature also has a bite attack, use the base creature's bite damage or the damage listed below, whichever is higher.

Size	Bite Damage
Fine	1
Diminutive	1d2
Tiny	1d3
Small	1d4
Medium	1d6
Large	1d8
Huge	2d6
Gargantuan	2d8
Colossal	4d6

Special Attacks: An envenomed creature retains all the special attacks of the base creature and also gains the following.

Poison (Ex): Bite, Fortitude save (DC 10 + 1/2 the envenomed creature's Hit Dice + Constitution modifier), initial and secondary damage 1d6 temporary Strength.

Special Qualities: An envenomed creature retains all the special qualities of the base creature and also gains the following.

Poison Immunity (Ex): An envenomed creature's exposure to toxic environments makes it immune to poison.

Toxic (Ex): Poisonous fluids riddle the envenomed creature's system, making it hazardous if to other beings. Anything biting an envenomed creature is affected by poison as if bitten by the envenomed creature itself.

Saves: Same as base creature, modified for new ability scores.

Abilities: Modify from base creature, as follows: Dex +4, Con -2.

Skills: Same as base creature, modified for new ability scores.

Feats: Same as base creature, plus Ability Focus (poison).

Environment: Same as base creature, plus warm forest and swamp.

Organization: Solitary or same as the base creature.

Challenge Rating: Same as the base creature +1.

Alignment: Usually evil.

Level Adjustment: +1.

Envenomed Characters

Envenomed creatures are common in northern Termana and any other region where highly toxic substances (such as titanic essences, especially those of Mormo or Chern) corrupt the land. As time progresses, more and more envenomed children are born of seemingly normal parents. Phenomena that were once only seen in wild animals now spread among intelligent races as well. Even human children in Termana have been born with the envenomed condition.

When animals and monsters are born envenomed, they tend to dominate their niche, as predators avoid them and their prey is easier to kill. Some areas plagued by envenomed creatures have few normal species left, if any — they have all fled or been consumed by the envenomed predators.

Among the tribes and clans of intelligent races, reactions to envenomed tribesfolk are varied. Warlike races might honor envenomed members due to their deadliness in battle, though the envenomed's sickly appearance sometimes affords them



ridicule. Rumors persist of entire tribes of envenomed titanspawn deep in the wilds, although no one has returned with proof of their existence. It is known that titanspawn are more apt to become envenomed and bear envenomed children than other races, so such speculation is not unfounded.

Along the edges of civilization, envenomed offspring are often left to die of exposure or else are abandoned or shunned. Envenomed creatures usually favor the classes of their base race. Those driven into the wild tend to be barbarians or rangers. Envenomed wizards and sorcerers often specialize in magic dealing with poisons, gases, and other toxic substances.

Distressingly, in some cities a market has opened for envenomed babes — midwives can make healthy profits selling information regarding envenomed babes. Such children have even been kidnapped, and mysterious strangers may offer to exchange healthy, normal children for envenomed babes... a devil's bargain that starving parents are often all too willing to take.

Behind these schemes is a mysterious group called the Yellow Fangs, a loose organization of intelligent envenomed creatures and a growing force on the Termanan continent. The Yellow Fangs secretly run a large number of mercantile houses and traders, which gives them vast resources to call upon. Using stealth, the Fangs discover dark secrets of politicians and use this information to help pursue their hidden agenda — the complete conquest of Termana and the extermination of all non-envenomed intelligent species.

Children raised by the Yellow Fangs are often trained as rogues, and many go on to become professional assassins. Envenomed fighters who make use of poisoned arrows are very common among the group as well, making their archers some of the deadliest in the world. Clerics of the Yellow Fangs are most often worshippers of Belsameth, Sethris, or Elámash (the Asheraki god of reptiles), depending on their location in the Scarred Lands. They see themselves as living embodiments of poison, stealth, and assassination.

Hydran

For untold centuries, humans have feared the predatory hydra. Over the years, hydras have bred with other species, spreading their bizarre physiology. Sometimes this occurred naturally, but more often evil creatures helped “engineer” these pairings. The resulting “hydran” creatures can be found lurking the world over, becoming more and more prevalent. A hydran creature looks like a normal member of its species from the neck(s) down, but it possesses five to twelve heads. Only snakes and other ophidian creatures seem to be capable of inheriting hydran traits.

Intelligent hydran creatures were once Mormo's enforcers, brutally carrying out the Serpent Mother's will. In fact, for centuries the most dreaded of her servants was a hydran marilith called Briansja, one of the most dedicated foes of the gods. Briansja's fate was never determined, and it is likely the dread creature still lives, gathering the portions of Mormo from around the world and assembling them far from prying eyes. She is served by hordes of lesser titanspawn who revere her as a manifestation of Mormo's will.

There are three subspecies of hydran variants: the hydran, the cryohydran, and the pyrohydran.

Sample Hydran Creature

This great viper seems especially dangerous and aberrant, for it sprouts five snake-like heads instead of just one, and attacks with great ferocity.

This example uses a Huge viper as the base creature, and applies four extra heads.

Huge Five-Headed Hydran Viper

Huge Magical Beast (Augmented Animal)

Hit Dice:	6d8+6 (33 hp)
Initiative:	+6
Speed:	20 ft. (4 squares), climb 20 ft., swim 20 ft.
AC:	16 (–2 size, +2 Dex, +6 natural), touch 10, flat-footed 14
Base Attack/Grapple:	+4/+15
Attack:	Bite +6 melee (2d6+3 plus poison)
Full Attack:	5 bites +6 melee (2d6+3 plus poison)
Space/Reach:	15 ft./10 ft.
Special Attacks:	Poison
Special Qualities:	Fast healing 11, scent
Saves:	Fort +6, Ref +7, Will +3
Abilities:	Str 16, Dex 15, Con 13, Int 1, Wis 12, Cha 2
Skills:	Balance +10, Climb +11, Hide +3, Listen +9, Spot +9, Swim +11
Feats:	Combat Reflexes ^B , Improved Initiative, Multiattack ^B , Run, Weapon Focus (bite)
Environment:	Temperate marsh
Organization:	Solitary, pair, or pack (3–4)
Challenge Rating:	6
Treasure:	None
Alignment:	Always neutral
Advancement:	7–18 HD (Huge)
Level Adjustment:	—

Combat

The vicious hydran viper seeks to bite with all its heads whenever possible, striking multiple targets if possible. Each bite injects lethal snake venom.

Each of this hydran's heads has 5 hit points. Cutting off a head deals 2 points of damage to the hydran's body. A natural reflex seals the neck shut to prevent further blood loss. The hydran can no longer attack with a severed head, but suffers no other penalties. A new head appears in 1d4 rounds unless the wound is cauterized by at least 5 points of acid or fire damage.

Poison (Ex): Bite, Fort DC 14; 1d6 Con/1d6 Con.

Skills: Hydran vipers have a +4 racial bonus on Hide checks, a +6 racial bonus on Listen and Spot checks, and a +8 racial bonus on Balance, Climb, and Swim checks. They can use either their Strength modifier or their Dexterity modifier for Climb checks. They can always choose to take 10 on Climb and Swim checks, even if rushed or threatened. They can use the run action while swimming, provided they swim in a straight line.

Feats: A hydran viper's Combat Reflexes feat allows it to use all its heads for attacks of opportunity.

Creating a Hydran Creature

"Hydran" is a template that can be added to any single-headed snake or snake-like creature, such as normal and magical snakes, nagas, and other serpentine races (hereafter referred to as the "base creature"). The template cannot be applied to hydras, medusas, or other creatures that already have more than one head.

A hydran creature uses all the base creature's statistics and special abilities except as noted here. The cryohydran and pyrohydran variant templates and are identical except as noted below.

Size and Type: Same as the base creature. Do not recalculate Hit Dice, base attack bonus, or saves. Size is unchanged. Change the creature's type to magical beast with the augmented subtype if it was not already a magical beast.

Hit Dice and Hit Points: Same as the base creature. A hydran creature gains from 4 to 11 heads in addition to its original head, and all of its heads are serpentine. It can be killed by severing all of its heads or by slaying its body. To sever a head, an opponent must make a successful sunder attempt with a slashing weapon. (The player should declare where the attack is aimed before making the attack roll.) Making a sunder attempt provokes an attack of opportunity unless the attacker has the Improved Sunder feat. An opponent can strike at a hydran's heads from any position in which he could strike at the hydran itself, since the heads writhe and whip about in combat.

Each of a hydran's heads has hit points equal to the creature's full normal hit point total divided by its total number of heads. Thus, if a six-headed hydran has 56 hp, a single blow dealing 9 or more points of damage severs a head ($56 / 6 \sim 9.3$, rounded down to 9). Losing a head deals damage to the hydran's body equal to half the head's full normal hit point total. A natural reflex seals the neck shut to prevent further blood loss. Of course, the hydran can no longer attack with a severed head, but suffers no other penalties.

Each time a head is severed, a new head springs from the stump in 1d4 rounds. To prevent a severed head from growing back, at least 5 points of acid or fire damage must be dealt to the stump (a touch attack to hit) before the new head appears. A flaming weapon (or similar effect) deals its energy damage to the stump in the same blow that severs the stalk. Fire or acid damage from an area effect (such as a *fireball*) may burn multiple stumps in addition to dealing damage to the hydran's body. A severed head that has been cauterized by acid or fire still regrows in about a month. A hydran does not die from losing its heads until all have been cut off and the stumps seared by fire or acid.

A hydran's body can be slain just like any other creature's, but hydrans possess fast healing and, like hydras, are difficult foes to slay in this manner. Any attack that is not (or cannot be) an attempt to sunder a head affects the body. For example, area effects deal damage to the body, not to the heads. Targeted magical effects cannot sever a head (and thus must be directed at the body) unless they deal slashing damage and could be used to make a sunder attempt.

Spells such as *finger of death* and *slay living* kill a hydran outright if they succeed.

AC: Natural armor increases by +1.

Attack: A hydran creature gains one bite attack per extra head in addition to its normal attacks.

Full Attack: In addition to its normal attacks, hydran creatures may make a single bite attack with each head per round at any creature within reach; attacks do not have to target the same opponent. If the base creature has other attacks that are based on the head (such as a gore attack), it gains the ability to use that attack for each head as well. A hydran creature cannot bite and gore with the same head in a given round.

Damage: A hydran creature deals damage as the base creature. If the base creature also has a bite attack, use the base creature's bite damage or the damage listed below, whichever is higher.

Size	Bite Damage
Fine	1
Diminutive	1d2
Tiny	1d3
Small	1d4
Medium	1d6
Large	1d8
Huge	2d6
Gargantuan	2d8
Colossal	4d6

Special Attacks: A hydran creature retains all the special attacks of the base creature and also gains the following. If the base creature had special attacks based upon the head (poisonous bites, breath weapon, gaze attack, etc.), the hydran creature may use those attacks with each of its heads.

Cryohydran Only: Cryohydrans gain the following additional special attack.

— *Frost Breath (Su):* Once every 1d6 rounds, 20-foot cone of frost; all heads breathe at once. Each cone deals 3d6 points of cold damage (Reflex half, DC 10 + 1/2 cryohydran's HD + Constitution modifier). A creature caught in multiple cones must save against each.

Pyrohydran Only: Pyrohydrans gain the following additional special attack.

— *Fire Breath (Su):* Once every 1d6 rounds, 20-foot cone of fire; all heads breathe at once. Each cone deals 3d6 points of fire damage (Reflex half, DC 10 + 1/2 pyrohydran's HD + Consti-

tution modifier). A creature caught in multiple cones must save against each.

Special Qualities: A hydran creature retains all the special qualities of the base creature and also gains fast healing at a rate equal to the hydran's total HD + the hydran's total number of heads.

Cryohydran Only: Cryohydrans also gain the cold subtype.

Pyrohydran Only: Pyrohydrans also gain the fire subtype.

Skills: Same as the base creature except as follows. Hydran creatures have a +2 racial bonus on Listen and Spot checks due to their multiple heads.

Feats: Same as the base creature, except as follows: All hydran creatures gain the Combat Reflexes and Multiattack feats if they do not already possess them. Combat Reflexes allows the hydran to use each of its heads for attacks of opportunity each round, but no more than one attack per opponent.

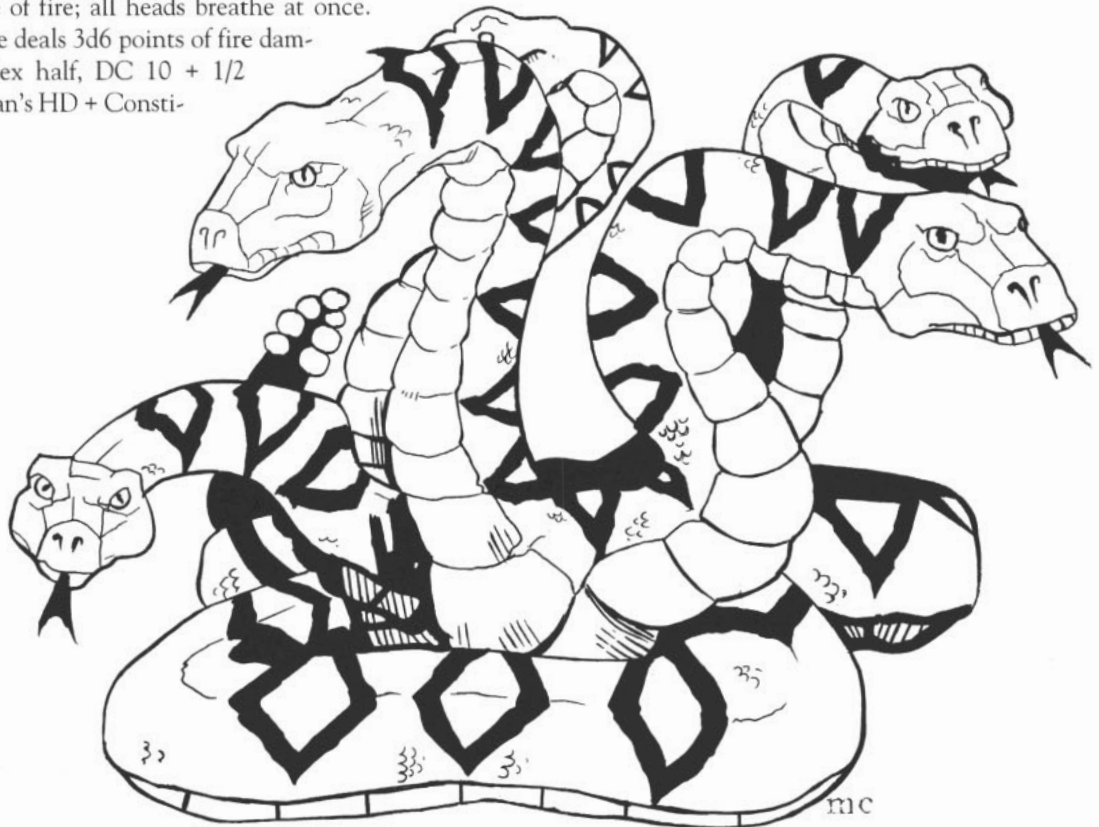
Organization: Solitary, pair, or pack (3–4).

Challenge Rating: 5–6 heads: Same as the base creature +3; or for cryo- or pyro-, same as base creature +5.

7–8 heads: Same as the base creature +4; or for cryo- or pyro-, same as base creature +6.

9–12 heads: Same as the base creature +5; or for cryo- or pyro-, same as base creature +7.

Level Adjustment: +6; or for cryo- or pyro-, +8 (where applicable).



Infested

Infested creatures are covered with pulsing red-dish-black clotworms from the Blood Sea, leaving only the vaguest shape of the host's body. Creatures who are infested are unable to speak, driven to madness and rage by the pain caused by the hideous parasites. The worms themselves are acidic, and the merest touch threatens to infect those who come into contact with them.

The infested are raging creatures of destruction, wishing only to end their torment by any means necessary. Their rage can take them far away from the Blood Sea where they are spawned, able to travel for days without rest.

Sample Infested Creature

Disgust and horror claw at you — the creature is like a huge bull-headed man, but its entire body is covered with matted, bloody fur and what appears to be slimy, writhing ulcers the color of clotted blood.

This example uses a normal minotaur.

Infested Minotaur

Large Aberration (Augmented Monstrous Humanoid)

Hit Dice:	6d8+12 (39 hp)
Initiative:	+0
Speed:	30 ft. (6 squares)
AC:	14 (–1 size, +5 natural), touch 9, flat-footed 14
Base Attack/Grapple:	+6/+16
Attack:	Greataxe +11 melee (3d6+9/x3) or gore +11 melee (1d8+9 plus 1d4 acid)
Full Attack:	Greataxe +11 melee (3d6+9/x3) and gore +6 melee (1d8+3 plus 1d4 acid)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Acid touch, infestation, powerful charge 4d6+9 plus 1d4 acid
Special Qualities:	Damage reduction 5/–, darkvision 60 ft., immunity to disease and sleep, scent
Saves:	Fort +4, Ref +5, Will +4
Abilities:	Str 23, Dex 10, Con 15, Int —, Wis 8, Cha 8
Skills:	—
Feats:	—
Environment:	Any
Organization:	Solitary
Challenge Rating:	6
Treasure:	No coins; no goods; 50% items
Alignment:	Always neutral
Advancement Range:	—
Level Adjustment:	—

Infested minotaurs such as this one are pathetic creatures, but dangerous nonetheless.

Combat

An infested minotaur is a creature of pure, mindless rage, instinctively seeking to end its horrific existence as quickly as possible by attacking any creature it sees. It will never retreat from battle.

Acid Touch (Su): An infested minotaur produces a weak acid that harms flesh, dealing 1d4 points of acid damage to living tissue with a touch.

Infestation (Su): Clotworm infestation—touch, Fortitude DC 15, incubation 1 day, damage 1d3 Int, Wis, and Cha.

Powerful Charge (Ex): An infested minotaur typically begins a battle by charging at an opponent, lowering its head to bring its mighty horns into play. In addition to the normal benefits and hazards of a charge, this allows the beast to make a single gore attack that deals 4d6+7 points of damage.

Creating an Infested Creature

“Infested” is a template that can be added to any corporeal creature (referred to hereafter as the “base creature”). An infested creature uses all the base creature’s statistics and special abilities except as noted here.

Size and Type: As base creature. Do not recalculate Hit Dice, base attack bonus, or saves. Size is unchanged. The creature’s type changes to aberration, and it gains the augmented subtype if it was not already an aberration.



Special Attacks: An infested creature retains all the special attacks of the base creature and also gains the following:

Acid Touch (Su): An infested creature produces a weak acid that harms flesh, dealing 1d4 points of acid damage to living tissue with a touch.

Infestation (Su): Any corporeal creature touched by an infested creature runs the risk of being exposed to its terrible infestation of clotworms.

Clotworm infestation—touch, Fortitude DC 10 + 1/2 the infested creature's HD, incubation 1 day, damage 1d3 Int, Wis, and Cha.

An afflicted creature whose Intelligence, Wisdom, or Charisma score reaches 0 instantly gains the infested template. Clotworm infestation can be cured by *remove disease* or *heal*, although the caster of a *remove disease* must make a caster level check against the clotworm infestation's Fortitude DC for the spell to succeed.

Special Qualities: An infested creature retains all the special qualities of the base creature and also gains

damage reduction 5/—. An infested creature has immunity to disease and sleep effects.

Saves: Same as base creature, modified for new ability scores.

Abilities: Modify from base creature, as follows: Str +4, Wis -2 (minimum 3, unless base creature's is already lower, in which case minimum 1); the creature has no Intelligence score and loses all skills, feats, and special abilities that depend upon Intelligence, unless the base creature had no Intelligence score yet retained skills or feats.

Skills: None (but see "Abilities").

Feats: None (but see "Abilities").

Environment: Any.

Organization: Solitary.

Challenge Rating: HD 5 or less, +1; HD 6 or more, +2.

Treasure: No coins; no goods; 50% items.

Alignment: Always neutral.

Advancement: None.

Level Adjustment: None.

lycanthrope—Wereviper

A wereviper is a humanoid creature capable of changing into three forms: humanoid, hybrid, and animal. The animal form is that of a large viper. A wereviper in humanoid form often has some signs of serpent blood, such as sinuous grace, slitted eyes, or even a forked tongue. A hybrid wereviper stands a head taller than its humanoid form but is extremely slender, with scaly skin and a serpent's head. Its elongated limbs and torso allow for ease of movement and amazing flexibility.

Sample Wereviper

The creature is an amalgam of man and snake, with scaled skin, a fanged ophidian head, and a short tail.



This example uses a 1st-level human commoner as the base creature.

Wereviper Human Commoner

	Wereviper, Human Form Medium Humanoid (Human, Shapechanger)	Wereviper, Viper Form Large Humanoid (Human, Shapechanger)	Wereviper, Hybrid Form Large Humanoid (Human, Shapechanger)
Hit Dice:	1d4 plus 3d8 (16 hp)	1d4 plus 3d8 (16 hp)	1d4 plus 3d8 (16 hp)
Initiative:	+4	+7	+7
Speed:	30 ft. (6 squares)	20 ft. (4 squares), climb 20 ft., swim 20 ft.	30 ft. (6 squares), climb 20 ft., swim 20 ft.
Armor Class:	12 (+2 natural), touch 10, flat-footed 12	17 (–1 size, +3 Dex, +5 natural), touch 12, flat-footed 14	17 (–1 size, +3 Dex, +5 natural), touch 12, flat-footed 14
Base Attack/Grapple:	+2/+3	+2/+7	+2/+7
Attack:	Unarmed +3 melee (1d3+1 nonlethal son)	Bite +4 melee (1d4+1 plus poison)	Bite +4 melee (1d4+1 plus poi-
Full Attack:	Unarmed +3 melee (1d3 nonlethal)	Bite +4 melee (1d4+1 plus poison)	Bite +4 melee (1d4+1 plus poison) and 2 claws –1 melee (1d4)
Space/Reach:	5 ft./5 ft.	10 ft./5 ft.	10 ft./10 ft.
Special Attacks:	—	Poison	Poison
Special Qualities:	Alternate form, low-light vision, scent, serpent empathy	Alternate form, damage reduction 5/silver, low-light vision, scent, serpent empathy	Alternate form, damage reduction 5/silver, low-light vision, scent, serpent empathy
Saves:	Fort +3, Ref +3, Will +4	Fort +3, Ref +6, Will +4	Fort +3, Ref +6, Will +4
Abilities:	Str 12, Dex 10, Con 11, Int 10, Wis 13, Cha 10	Str 12, Dex 16, Con 11, Int 10, Wis 13, Cha 10	Str 12, Dex 16, Con 11, Int 10, Wis 13, Cha 10
Skills:	Balance +9, Climb +10, Craft (any one) +2 or +5*, Handle Animal +2, Hide +5, Jump +1, Listen +6, Profession (any one) +3 or +6*, Spot +6, Swim +10, Use Rope +1	Balance +12, Climb +13, Craft (any one) +2 or +5*, Handle Animal +2, Hide +4, Jump +1, Listen +6, Profession (any one) +3 or +6*, Spot +6, Swim +10, Use Rope +4	Balance +12, Climb +13, Craft (any one) +2 or +5*, Handle Animal +2, Hide +4, Jump +1, Listen +6, Profession (any one) +3 or +6*, Spot +6, Swim +10, Use Rope +4
Feats:	Blind-Fight, Improved Initiative ^B , Iron Will ^B , Skill Focus (any one Craft or Profession)*, Weapon Finesse ^B	(Same as human form)	(Same as human form)
Environment:	Any	Any	Any
Organization:	Solitary, pair, or family (3–4)	(Same as human form)	(Same as human form)
Challenge Rating:	3	4	4
Treasure:	Standard	Standard	Standard
Alignment:	Always neutral evil	Always neutral evil	Always neutral evil
Advancement Range:	By character class	By character class	By character class
Level Adjustment:	+2	+2	+2

The wereviper presented here is a 1st-level human commoner and afflicted wereviper, using the following base ability scores: Str 11, Dex 10, Con 11, Int 10, Wis 11, Cha 10.

Description

Afflicted human werevipers are often somewhat mad due to their affliction, and groups of them are generally quite insular, with tight-knit communities that avoid most other races. Those who gain some measure of control over their malady often fall into titan-worship and have been known to associate with asaath, gorgons, and the like.

Combat

Afflicted human werevipers are almost always aggressive; they generally try kill when

their transformation comes unwillingly upon them.

Poison (Ex): Bite, Fort DC 11; 1d6 Con/1d6 Con.

Alternate Form (Su): As a standard action, a wereviper can shift into viper or hybrid form as though using the *polymorph self* spell on itself, though its gear is not affected and it does not regain hit points for changing form.

Serpent Empathy (Ex): In any form, werevipers can communicate and empathize with snakes. In essence, this gives them an ability similar to the druid's wild empathy ability that functions only with respect to snakes, granting a +4 racial bonus on such checks; it also allows the communication of simple concepts and (if the

animal is friendly) commands, such as “friend,” “foe,” “flee,” and “attack.”

Skills: In any form, werewipers have a +4 racial bonus on Hide, Listen, and Spot checks, and a +8 racial bonus on Balance, Climb, and Swim checks. They can always choose to take 10 on Climb or Swim checks, even if rushed or threatened. They may use either their Strength modifier or their Dexterity modifier for Climb checks, whichever is higher. They may use the run action while swimming, provided they swim in a straight line.

Creating a Werewiper

“Werewiper” is a template that can be added to any humanoid or giant (referred to hereafter as the “base creature”). The lycanthrope template can be inherited (for natural lycanthropes) or acquired (for afflicted lycanthropes). Becoming a lycanthrope is very much like multiclassing as an animal and gaining the appropriate Hit Dice.

A werewiper uses all the base creature’s statistics and special abilities except as noted here. The werewiper gains a hybrid and animal shape that it can assume.

Size and Type: The base creature’s type does not change, but it gains the shapechanger subtype. Size of base creature is unchanged, but it increases by one category when in animal or hybrid form (thus, a Medium base creature becomes a Large viper or hybrid, a Large base creature becomes Huge, and so on).

Hit Dice: Same as the base creature plus those of the viper.

Speed: Same as the base creature in humanoid or giant form; or 20 ft., climb 20 ft., swim 20 ft. in viper form; or same as the base creature in hybrid form, but gain climb 20 ft., swim 20 ft.

AC: The base creature’s natural armor bonus increases by +2 in all forms. In hybrid form, the werewiper’s natural armor bonus is equal to the natural armor bonus of the viper or the base creature, whichever is better.

Base Attack/Grapple: Add the base attack bonus for the viper to the base attack bonus for the base creature. The werewiper’s grapple bonus uses its attack bonus and modifiers for Strength and size depending on its form.

Attacks: Same as the base creature or the viper, depending on which form the werewiper is using. A werewiper in hybrid form gains two claw attacks and a bite attack as natural weapons. These deal damage based on the hybrid form’s size, and the bite also deals poison damage (see Special Attacks). The werewiper may attack with

a weapon and a bite, or may attack with its natural weapons. The claw attack of the hybrid form is a secondary attack.

Damage: Bite damage is as the base creature or viper, depending on which form the lycanthrope is using. Claw damage is as follows.

Hybrid Size	Claw
Medium	1d3
Large	1d4
Huge	1d6
Gargantuan	2d4
Colossal	2d6

Special Attacks: A werewiper retains all the special attacks of the base creature or the viper, depending on which form the lycanthrope is using, and also gains the following. A werewiper spellcaster cannot cast spells with verbal, somatic, or material components while in animal form (unless it uses feats such as *Eschew Materials* or *Still Spell*), or spells with verbal components while in hybrid form (unless it uses *Silent Spell*).

Curse of Lycanthropy (Su): Any humanoid or giant hit by the bite attack of a natural werewiper in animal or hybrid form must succeed at a DC 15 Fortitude save or contract werewiper lycanthropy. If the victim’s size is not within one size category of the werewiper’s, the victim cannot contract lycanthropy from that werewiper. Afflicted lycanthropes cannot pass on the curse of lycanthropy.

Poison (Ex): A werewiper in hybrid or animal form has a poisonous bite as a viper of the same size.

Special Qualities: A werewiper retains all the special qualities of the base creature and the viper, and also gains the following.

Alternate Form (Su): A werewiper can shift into viper or hybrid form as though using the *polymorph self* spell on itself, though its gear is not affected, it does not regain hit points for changing form, and it can only change into viper form. It does not assume the ability scores of the viper but instead adds the viper’s physical ability score modifiers to its own ability scores. A werewiper can also assume a bipedal hybrid form with prehensile hands and ophidian features.

Changing to or from animal or hybrid form is a standard action. A slain lycanthrope reverts to its humanoid form, although it remains dead. Separated body parts retain their animal form, however. Afflicted lycanthropes find this con-

dition hard to control (see “Lycanthropy as an Affliction” under Lycanthrope in the MM), but natural lycanthropes have full control over this power.

Damage Reduction (Ex): An afflicted wereviper in animal or hybrid form has damage reduction 5/silver. A natural wereviper in animal or hybrid form has damage reduction 10/silver.

Low-Light Vision (Ex): A wereviper has low-light vision in any form.

Scent (Ex): A wereviper has the scent ability in any form.

Serpent Empathy (Ex): In any form, werevipers can communicate and empathize with snakes. In essence, this gives them an ability similar to the druid’s wild empathy ability that functions only with respect to snakes, granting a +4 racial bonus on such checks; it also allows the communication of simple concepts and (if the animal is friendly) commands, such as “friend,” “foe,” “flee,” and “attack.”

Base Save Bonuses: Add the base save bonuses of the viper to those of the base creature.

Abilities: The wereviper gains +2 to Wisdom. In animal or hybrid form, a wereviper’s physical ability scores (Str, Dex, Con) increase by an amount equal to the viper’s racial ability score modifiers for those attributes (i.e., the viper’s ability scores minus either 10 or 11, whichever calculation results in an even number). In addition, a wereviper may also gain an additional ability score increase by virtue of its extra HD.

Skills: A wereviper gains skill points equal to (2 + Int modifier, minimum 1) per HD of its viper form, as if it had multiclassed into the animal type. (Animal is never its first Hit Die, however, and thus it does not gain quadruple skill points for any animal HD.) Its class skills for its animal levels are Balance, Climb, Hide, Listen, Spot and Swim.

In any form, werevipers have a +4 racial bonus on Hide, Listen, and Spot checks, and a +8 racial bonus on Balance, Climb, and Swim checks. They can always choose to take 10 on Climb or Swim checks, even if rushed or threatened. They may use either their Strength modifier or their Dexterity modifier for Climb checks, whichever is higher. They may use the run action while swimming, provided they swim in a straight line.

Feats: Add the viper’s feats to the base creature’s. If this results in the wereviper having the same feat twice, it gains no additional benefit unless the feat can normally be taken more than once, in which case the duplicated feat works as noted in the feat description.

This process may give the wereviper more feats than a creature of its HD would normally be entitled to; if this occurs, any “extra” feats are denoted as bonus feats.

It’s possible that a wereviper might not meet the prerequisite(s) for all its feats in humanoid or giant form. If this occurs, the wereviper still has the feats in question, but cannot use them in humanoid or giant form.

A wereviper receives Iron Will as a bonus feat.

Environment: Same as either the base creature or viper.

Organization: Solitary or pair, sometimes family (3–4) or troupe (family plus related animals).

Challenge Rating: By base creature or viper, modified according to the HD of the viper: 2 HD, +2; 3 to 5 HD, +3; 6 to 10 HD, +4; 11 to 18 HD, +5.

Treasure: Standard.

Alignment: Always neutral evil.

Advancement Range: By character class.

Level Adjustment: Same as the base creature +2 (afflicted) or +3 (natural). Use the base creature’s HD plus viper HD when determining character level.

Wereviper Characters

Commonly hailing from the deep bayous of Termana, these venomous shapeshifters slither through their humid home. Few ever see the elusive creatures, and those who do generally mistake them for asaath or other snake-blooded humanoids — and in any case, most who encounter a wereviper end up as its dinner.

Solitary by nature, natural werevipers tend to remain in serpent form most of the time. Voracious hunters, they eat anything they can stuff down their gullets (which is a surprising amount). Occasionally, a natural wereviper infects nearby humanoids, promising a cure only in return for some service. Unfortunately, the promised cure is most often a quick death, delivered when the wereviper is finished with its puppet.

Werevipers tend to favor the rogue class, using their natural dexterity to compliment their stealth abilities. Ranger and barbarian are common choices as well, as werevipers tend to remain far from civilization. Adepts and druids comprise the most common spellcasters among them, with clerics quite rare. Arcane spellcasters are almost always sorcerers.

As creations of Mormo, natural werevipers usually work with that titaness’s other children to collect portions of her body. With their ability to move among humanoids as one of them, werevipers make a dangerous adversary to the followers of the gods.

Multi-Armed

Mutations in humanoid races are not exactly rare in the Scarred Lands, and when they occur, they can have spectacular results. For eons, humanoids have occasionally been born with multiple arms rather than two. All but lost in the mists of time are tales of entire races of humanoids that developed this mutation (but spider-eye goblins, athach, and girallons are some of the better-known examples). Since the fall of the titans, the mutation has surfaced more often (generally in less civilized tribes), leading many to be falsely accused of being titanspawn.

Multi-armed creatures are notoriously dexterous and nimble, able to coordinate their many limbs easily. Their torsos are thicker than normal to accommodate the extra bone and muscle tissue necessary.

Shunned by most civilized societies, those who suffer from this condition find themselves living isolated lives or trying to hide their deformity beneath bulky cloaks. When entire tribes exhibit this abnormality, they often dominate their area, as their combat skills are superior to others of their race.

Sample Multi-Armed Creature

This creature is a massive, barrel-chested bull-man, but it seems to have been cursed by the titans — or perhaps blessed? — for it has six powerful arms instead of two.

This example uses a minotaur as the base creature.

Six-Armed Minotaur

Large Monstrous Humanoid

Hit Dice:	6d8+18 (45 hp)
Initiative:	+2
Speed:	30 ft. (6 squares)
AC:	16 (–1 size, +2 Dex, +5 natural), touch 11, flat-footed 14
Base Attack/Grapple:	+6/+15
Attack:	Greataxe +10 melee (3d6+7/x3) or gore +10 melee (1d8+7)
Full Attack:	Greataxe +8/+3 melee (3d6+7/x3) and 4 handaxes +6 melee (1d8+2/x3) and gore +8 melee (1d8+2)
Space/Reach:	10 ft./10 ft.
Special Attacks:	Powerful charge 4d6+7
Special Qualities:	Darkvision 60 ft., natural cunning, scent
Saves:	Fort +7, Ref +7, Will +5
Abilities:	Str 21, Dex 14, Con 17, Int 7, Wis 10, Cha 8
Skills:	Intimidate +2, Listen +7, Search +2, Spot +7
Feats:	Great Fortitude, Multiattack ^B , Multiweapon Fighting ^B , Power Attack, Track
Environment:	Underground
Organization:	Solitary, pair, or gang (3–4)

Challenge Rating:	6
Treasure:	Standard
Alignment:	Usually chaotic evil
Advancement:	By character class
Level Adjustment:	+4

Description

The six-armed minotaur is a dangerous adversary more than willing to engage foes in melee combat. Its arms are arrayed one pair below the other down its mighty, elongated torso, with the last pair between the hips and the ribs.

Combat

A six-armed minotaur enters combat at a charge and then attempts to slaughter enemies with a barrage of axe blows. Its great strength lends incredible force to each attack, and few can defend against so many attacks at once. Due to its prowess, a six-armed minotaur rarely tastes defeat and thus rarely flees. Only a powerful defense or an opponent who deals considerable damage with each blow will cause it to stop its deadly onslaught.

Powerful Charge (Ex): A six-armed minotaur typically begins a battle by charging at an opponent, lowering its head to bring its mighty horns into play. In addition to the normal benefits and hazards of a charge, this allows the beast to make a single gore attack that deals 4d6+7 points of damage.

Natural Cunning (Ex): Although minotaurs are not especially intelligent, they possess innate cunning and logical ability. This makes them immune to *maze* spells, prevents them from ever becoming lost, and enables them to track enemies. Further, they are never caught flat-footed.

Skills: Minotaurs have a +4 racial bonus on Listen, Search, and Spot checks.

Creating a Multi-Armed Creature

“Multi-armed” is a template that can be added to any corporeal creature with a single distinct set of arms, which includes most humanoids, monstrous humanoids, giants, some outsiders — and any undead derived from any of those creatures — and even fey and dragons (hereafter referred to as the “base creature”).

A multi-armed creature uses all the base creature’s statistics and special abilities except as noted here. There is a limit to the number of additional pairs of arms a creature may have based on size, as indicated on the following table.

Size and Type: As base creature. Do not recalculate Hit Dice, base attack bonus, or saves. Size is unchanged.

Size	Maximum Pairs of Arms	Extra
Medium or smaller	1	
Large	2	
Huge	3	
Gargantuan	4	
Colossal	6	

Armor Class: Same as the base creature, modified for change in Dexterity score.

Attack: Same as the base creature. If the base creature can use weapons, the multi-armed creature retains this ability.

Full Attack: If the base creature has natural claw or slam attacks with its original arms, the multi-armed creature gains a number of such attacks equal to the additional number of arms it has. It may make all these attacks when making a full attack. Creatures that wield weapons may make an additional attack with each arm; only one arm is considered the primary arm, but the creature suffers no penalties to attack rolls when using any of the arms with a natural attack such as claw or slam attacks. All off-hand weapon attacks are treated normally (see *Player's Handbook*, "Two-Weapon Fighting"); the penalties for off-hand weapon use can be mitigated with the Multiweapon Fighting feat (see MM, Chapter 6: Monster Skills and Feats).

Damage: Same as the base creature. Its new secondary attacks use half the creature's Strength modifier on damage. If the creature uses a two-handed weapon in any single pair of arms, it gets the usual 1.5x damage for fighting two-handedly.

Saves: Same as the base creature, modified for change in ability scores.

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

Skills: Same as the base creature, modified for change in ability scores.

Feats: Same as base creature, plus Multiattack. If the base creature normally uses weapons, it also gains Multiweapon Fighting as a bonus feat.

Challenge Rating: Up to 2 additional arms, same as the base creature +1; up to 8 additional arms, as base creature +2; more than 8 additional arms, +3.

Level Adjustment: Up to 2 additional arms, same as the base creature +1; up to 4 additional arms, as base creature +2; up to 8 additional arms, +3; more than 8 additional arms, +4.

Multi-Armed Characters

The first multi-armed creatures were indeed titanspawn. As the titans toyed with their creations, they added more and more limbs for their own amusement. Many of these creatures were sent to roam the wilds, and some bred true. Both the gods and powerful mor-



tals observed the effectiveness of the mutation and tinkered with instilling the trait in others. Thus, the feature slowly spread among the races.

Among the civilized races, multiple arms are a rare occurrence, but not completely unknown. Children with multiple arms are often taken from their families and trained as unique bodyguards for rulers and other men of power. One of the most famous multi-armed humans was the hero Darlanna, fabled titanspawn hunter. Armed with a razor-edged dagger in each of her four hands, Darlanna danced across the battlefield, dealing death with every twist and turn, her arms a rhythm of destruction. For years she roamed Scarn ridding the world of the worst of the titanspawn races. A grisly end inside the stomach of a Gaurak troll ended her career, but her legend lives on. In fact, warriors with tremendous, graceful skill with the blade are often said to “dance like Darlanna.”

The most recent occurrence of multi-armed species is among the Blood Sea orc pirates. The orcs spent long years isolated on an island in the Blood Sea when a chance stranding of a merchant vessel exposed them to the world. They repaired the ship and studied it, learning to build boats of their own. The orcs sailed forth in large numbers, eventually growing into an influential band, led by their most influential captain, Ograk, called “the Three”: Ograk only has three

functioning hands — his fourth was lost in battle, and now ends in a wicked hook.

Rumors persist of an elven monastery hidden deep in the Termanan wilderness dedicated to the study of multi-armed martial arts. All students at the monastery have four or more arms. They believe their style is superior to all others, as they are capable of emulating multiple elements with their additional arms. Completeness and harmony with nature results in the perfection of the student, they claim, and a practitioner with enough arms to emulate all four elements at once would be capable of amazing feats. Unfortunately, to date there have been no students capable of such mastery, although the monks search for (and occasionally kidnap) any multi-armed humanoid young enough to be taught their beliefs.

Multi-armed creatures with class levels tend to favor the barbarian and ranger, but fighters are common. With the ability to coordinate many hands at once, rogue is another common class. Spellcasters find the multiple hands less useful than the warrior classes, and are much more rare. Those that do become spellcasters usually become sorcerers or druids, as formal training is often denied these outcasts. Those who do follow the path of the sorcerer are almost invariably scions of Mesos.

Seraphic Creature

In the deserts of Asherak, far away from most of the major city-states, portions of the land are infused with a strange energy, the results of the gods' catastrophic experiments with the Seraphic Engine. Not quite arcane, not quite divine, and almost completely undetectable by any known means, these emanations are usually evident only through the subtle yet strange effects they have on the surrounding environment. And, of course, in such places, peculiar creatures often emerge.

The most common of these abominations is the seraphic creature, a ghostly, alien version of some living creature of the Scarred Lands. No two seraphic creatures, even if they are of the same base species, look exactly alike. Those few sages who know of these things cannot agree if they are native creatures that have somehow been magically altered by the desert's emanations, or if they have been drawn from other worlds and pulled, only partially, to Scarn. Whatever the case, seraphic creatures seem to be driven at least somewhat mad by their condi-

tion, perhaps due to some agony or torment inherent in the seraphic energies.

Seraphic creatures have obvious physical differences when compared to normal creatures of the same base type. Perhaps they have a different skin tone, or an unusual number of fingers, a small tail, feathers, or some other cosmetic differences. The GM should determine these alterations for each seraphic creature; none of these changes should have any mechanical effects on game play.

Seraphic creatures never speak any languages known to Scarn. Only through the use of magic can one communicate with these creatures, and even then their madness makes them largely unintelligible.

Sample Seraphic Creature

The beast looks like a spectral camel, but one that has been fearfully changed. Its head is oversized, and it limps along on twisted legs, drooling and mewling constantly.

This example uses a camel as the base creature.

Seraphic Camel

Large Outsider (Incorporeal, Native)

Hit Dice:	3d8+12 (25 hp)
Initiative:	+2
Speed:	Fly 30 ft. (6 squares) (perfect)
AC:	13 (-1 size, +2 Dex, +1 deflection), touch 12, flat-footed 10
Base Attack/Grapple:	+2/-
Attack:	Incorporeal bite -1 melee* (1d8-4 electricity)
Full Attack:	Incorporeal bite -1 melee* (1d8-4 electricity)
Space/Reach:	10 ft./5 ft.
Special Attacks:	—
Special Qualities:	Darkvision 60 ft., incompatible aura, incorporeal traits, immunity to electricity, madness
Saves:	Fort +7, Ref +5, Will +0
Abilities:	Str —, Dex 14, Con 18, Int 1, Wis 9, Cha 2
Skills:	Listen +4, Spot +4
Feats:	Alertness, Endurance
Environment:	Any
Organization:	Solitary
Challenge Rating:	1
Treasure:	None
Alignment:	Always chaotic neutral
Advancement:	—
Level Adjustment:	—

Description

This particular seraphic camel has abnormally thick limbs, a overgrown twisted hump, and a cranium perhaps half again the size of a normal camel's. It walks with a stiff-legged gait, drools and snorts constantly, and its hooves give off sparks whenever they strike stone. It's fur is marked with streaks of what appears from a distance to be a blue slime, but on closer examination is simply discoloration.

Combat

This seraphic camel prefers to avoid creatures native to the Scarred Lands, but if approached it likely attacks on sight.

* A camel's bite is treated as a secondary attack.

Creating a Seraphic Creature

"Seraphic" is a template that can be added to any living creature (hereafter

referred to as the "base creature"). A seraphic creature uses all the base creature's statistics and special abilities except as noted here.

Size and Type: Size is unchanged. Type changes to outsider, and the creature gains the incorporeal and native subtypes. Do not change base attack bonus, saves, skills or feats.

Hit Dice: Same as the base creature or d8, whichever is better.

Speed: Fly 30 ft. (perfect), or the base creature's fly speed, whichever is better.

AC: The base creature loses any natural armor bonus, but gains a deflection bonus equal to the seraphic creature's Charisma modifier (minimum +1).

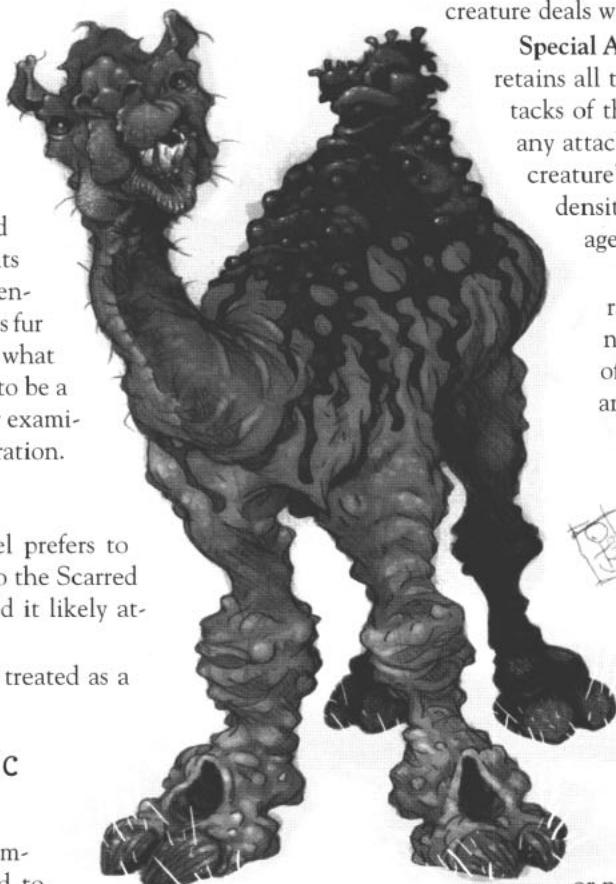
Attack: The seraphic creature appears to attack as the base creature (claws, bite, weapon use, etc.), but all such attacks function as an incorporeal touch attack. Use the seraphic creature's Dexterity modifier in place of its Strength modifier to determine attack bonuses.

Damage: Seraphic creatures interact imperfectly with the environment of Scarn, and actually generate trace amounts of some type of energy due to their alien natures. The seraphic creature's incorporeal touch attack deals 1d8 + Charisma modifier points of energy damage. Roll 1d4 and consult the following table (or simply choose a result) to determine what sort of energy damage a particular seraphic creature deals with its touch.

Special Attacks: A seraphic creature retains all the non-physical special attacks of the base creature — that is, any attack that does not rely on the creature's physical mass, strength, density, biology, etc., to deal damage or have some other effect.

Special Qualities: A seraphic creature retains all the non-physical special qualities of the base creature — that is, any quality that does not rely on the creature's physical presence or substance. It also gains the incorporeal subtype and darkvision 60 ft., as well as the following.

Immunity to Energy (Ex): Seraphic creatures are immune to whatever type of energy they use to deal extra damage with their incorporeal touch attack (i.e., cold, electricity, fire, or negative energy).



Incompatible Aura (Ex): Something in the nature of seraphic creatures interacts poorly with that of living creatures native to the Scarred Lands. If the bare flesh of a living being ever occupies the same space as a seraphic creature, as when the seraphic creature passes through the living creature's space (or vice versa), each must make a Fortitude save (DC 10 + 1/2 the seraphic creature's HD + the seraphic creature's Charisma modifier) or take damage equal to 1d6 x the seraphic creature's Charisma modifier (minimum 1d6).

Madness (Su): Anyone targeting the seraphic creature with a mind-affecting spell or ability automatically takes 1d4 points of Wisdom damage. Aside from this damage, however, the success or failure of the spell or ability is determined normally.

Abilities: Seraphic creatures, being incorporeal, have no Strength score. For each other ability, the GM should roll 1d8 and consult the following table to see what modifier is applied to that score.

No score can be reduced to less than 1 in this way.

The creature's physical alterations, as described above, should account for some of these changes. For instance, a creature with a higher Constitution than the base might be particularly large or well muscled — or perhaps, being incorporeal, simply have a strong, healthy glow — while one with a lowered Dexterity score might be unusually corpulent or have weak limbs.

Environment: Any. (To date, seraphic creatures have been encountered only in the deepest deserts of Asherak, although no known factors prevent them from moving elsewhere.)

Organization: Solitary.

Challenge Rating: Same as the base creature + 1.

Alignment: Always chaotic and non-good.

Level Adjustment: None.

Soulless

Since the rise of the Ghoul King, countless brave paladins from the Sisters of the Sun have died staving off his foul legions. Each sister is prepared to face death opposing the Ghoul King's forces, and the worst fate any sister can imagine is falling to his armies only to be raised in a grisly parody of her service in life.

The Sisters of the Sun learned of such horrors when they originally pushed the Ghoul King from the western kingdoms back to the Isle of the Dead. The Army of the Living watched as the very life force was drawn from the first 13 Sisters to step onto those bleak shores. Consumed by undeath, these 13 turned against their former fellows, auras of despair and a frightening command of negative energies holding the other Sisters at bay while the Ghoul Lord escaped to the interior of his foul island. Since that time, a few other unwary paladins have been captured by the Ghoul Lord's servitors and brought to the Isle to be twisted by its dark power.

Drawn and pale, the soulless can almost pass for their former selves save for their black auras and unearthly countenances. In combat, the eyes of a soulless burn with an unholy green flame, and dark energy crackles about its form. The vast majority of soulless are female, being corrupted Sisters of the Sun, and most wear dark armor bearing the symbol of an eclipsed sun.

Sample Soulless

A horrific parody of a female human warrior appears before you, her breastplate inscribed with the sigil of Madriel. She is clearly not a child of the Angel of Mercy, for her eyes burn with an unnatural green fire. She grips her sword and snarls at you in a voice that is no longer human.

This example uses a female human ex-paladin as the base creature.

Human Soulless Ex-Paladin 10/Fighter 4

Medium Undead

Hit Dice: 14d12 (91 hp)

Initiative: +5

Speed: 20 ft. in full plate armor (4 squares); base speed 30 ft.

AC: 27 (+1 Dex, +6 natural, +10 armor), touch 11, flat-footed 26

Base Attack/Grapple: +14/+18

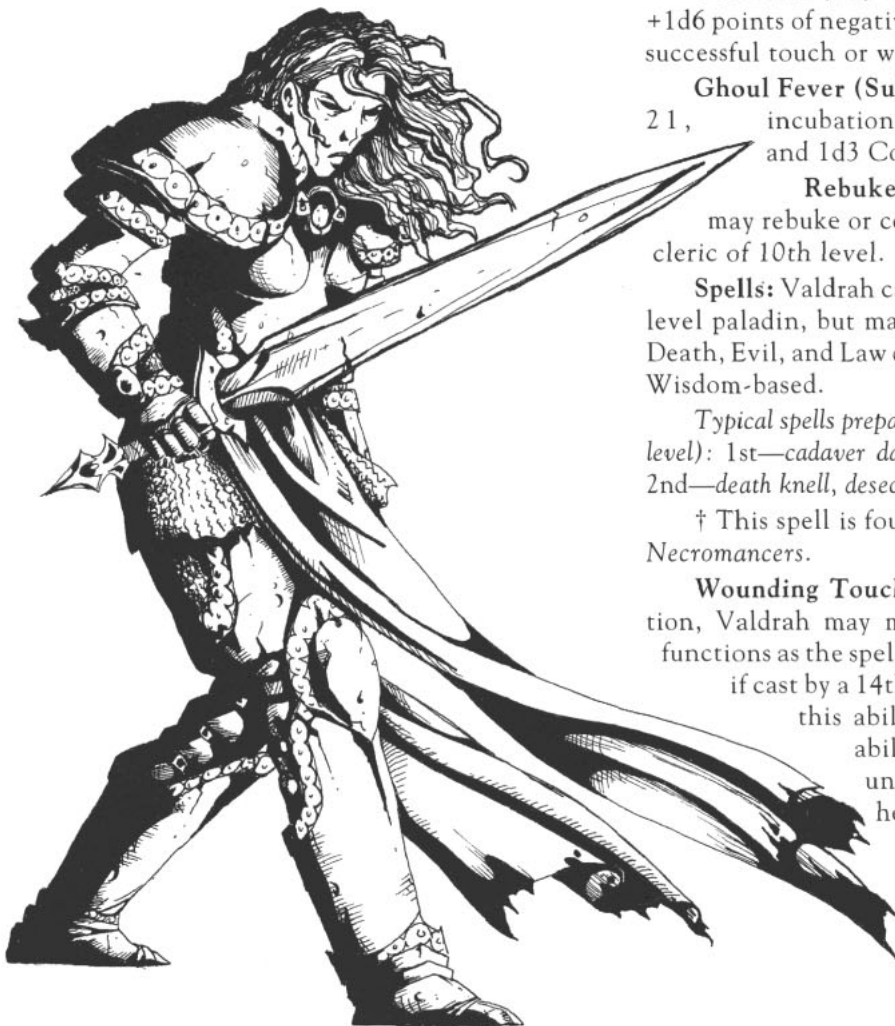
Attack: +3 *longsword of empowerment* +22 melee (1d8+9/17–20 plus 1d6 negative energy) or +2 *unholy bone dagger* +20 melee (1d4+6/19–20 plus 1d6 negative energy and energy drain) or touch +18 melee (1d6 negative energy plus ghoul fever)

Full Attack: +3 *longsword of empowerment* +20/+15/+10 melee (1d8+9/17–20 plus 1d6 negative energy) and +2 *unholy bone dagger* +18/+13 melee (1d4+4/19–20 plus 1d6 negative energy and energy drain); or touch +18/+13/+8 melee (1d6 negative energy plus ghoul fever)

Space/Reach: 5 ft./5 ft.

Special Attacks: Corrosion, ghoul fever, rebuke undead 7/day, spells, wounding touch

Special Qualities:	Aura of despair, damage reduction 10/good and magic, darkvision 60 ft., undead traits, unholy health
Saves:	Fort +11, Ref +7, Will +9
Abilities:	Str 18, Dex 12, Con —, Int 8, Wis 16, Cha 19
Skills:	Concentration +10, Diplomacy +9, Handle Animal +9, Hide +4, Knowledge (religion) +6, Listen +14, Move Silently +4, Ride +7, Search +7, Sense Motive +16, Spot +14
Feats:	Alertness, Improved Initiative, Improved Critical (longsword), Improved Two-Weapon Fighting, Iron Will, Lightning Reflexes, Two-Weapon Fighting, Weapon Focus (longsword), Weapon Specialization (longsword)
Environment:	Any land and underground
Organization:	Solitary
Challenge Rating:	17
Treasure:	Standard
Advancement:	By character class
Alignment:	Always lawful evil
Level Adjustment:	+6



This soulless is based on a human 10th-level ex-paladin/4th-level fighter with the following base ability scores: Str 14, Dex 10, Con 12, Int 8, Wis 15, Cha 13.

Description

Valdrah, once a Sister of the Sun, led an expedition to hunt the Ghoul King to his very citadel on the Isle of the Dead after his forces were routed by the Army of the Living and the goddess Madriel. It is said that Valdrah received a vision from her goddess foretelling a black fate for the paladin if she should pursue the undead tyrant and fail in her quest.

Upon setting foot on the Black Isle, Valdrah watched helplessly as her forces withered and died from the isle's strange dark energies. She died screaming her goddess's name as her former allies tore into her — only to awaken in a state of cursed undeath. Valdrah now serves as one of the Ghoul King's most favored lieutenants.

Combat

Valdrah prefers to confront her opponents directly, favoring paladins over all other foes.

Corrosion (Su): Valdrah deals an additional +1d6 points of negative energy damage with any successful touch or weapon attack she makes.

Ghoul Fever (Su): Melee damage, Fort DC 21, incubation 1 day, damage 1d3 Dex and 1d3 Con.

Rebuke Undead (Su): Valdrah may rebuke or command undead as an evil cleric of 10th level.

Spells: Valdrah casts divine spells as a 10th-level paladin, but may only cast spell from the Death, Evil, and Law domains. The save DCs are Wisdom-based.

Typical spells prepared (2/2; save DC 13 + spell level): 1st—*cadaver dance*†, *protection from good*; 2nd—*death knell*, *desecrate*.

† This spell is found in *Hollowfaust: City of Necromancers*.

Wounding Touch (Su): As a standard action, Valdrah may make a touch attack that functions as the spell *inflict moderate wounds*, as if cast by a 14th-level cleric. She may use this ability 5 times per day. This ability may be used to heal undead (including Valdrah herself).

Aura of Despair (Su): Living creatures within 30 feet of Valdrah must make a DC 21 Will save or suffer a –4 profane pen-

alty to all saves for as long as they remain within the aura and for 1 minute thereafter.

Unholy Health (Su): When on desecrated or unhallowed ground, Valdrah gains fast healing 5.

Skills: Soulless have a +8 racial bonus on Hide, Listen, Move Silently, Search, Sense Motive, and Spot checks.

Possessions: +2 full plate, +3 longsword of empowerment**, +2 unholy bone dagger*, *potion of keen edge*, *potion of flame weapon***.

Creating a Soulless

“Soulless” is a template that can be added to any living creature with levels in paladin or ex-paladin (hereafter referred to as the “base creature”). A soulless uses all the base creature’s statistics and special abilities except as noted here.

Size and Type: The creature’s type changes to undead. The creature loses all special features of the paladin class, converting all paladin levels into ex-paladin levels. Do not recalculate base attack bonus, saves, or skill points.

Hit Dice: Increase all current and future HD to d12s.

AC: A soulless has a +6 natural armor bonus or the base creature’s natural armor bonus, whichever is better.

Special Attacks: A soulless retains all the special attacks of the base creature that are not dependent on the paladin class and gains the following. Where applicable, saves have a DC of $10 + 1/2$ the soulless’s HD + the soulless’s Cha modifier unless otherwise noted.

Rebuke Undead (Su): All soulless may rebuke or command undead as an evil cleric of level equal to their ex-paladin level.

The soulless also gains the following abilities depending on the number of ex-paladin levels it possesses.

— **Wounding Touch (Su):** As a standard action, the soulless may make a touch attack that functions as the spell *inflict moderate wounds*, as if cast by a cleric whose level equals the soulless’s total HD. The soulless may use this ability a number of times per day equal to $1 +$ its Cha modifier (minimum 1/day). This ability may be used to heal undead (including the soulless).

— **Aura of Despair (Su):** The soulless radiates a powerful aura of sorrow and loss. Living creatures within 30 feet must make a Will save or suffer a profane penalty to all saves equal to the soulless’s Cha modifier (minimum –1). This penalty lasts for as long as the creature remains within the aura and for 1 minute thereafter.

— **Spells:** The soulless may cast spells as a paladin of a level equal to its ex-paladin level, but may cast only spells from the Death, Evil, and Law cleric domains.

— **Ghoul Fever (Su):** Melee damage, Fortitude save, incubation 1 day, damage 1d3 Dex and 1d3 Con. An afflicted humanoid who dies of ghoulish fever rises as a normal ghoul at the next midnight. A creature that becomes a ghoul in this way retains none of the abilities it possessed in life. It is not necessarily under the control of any other ghouls, but it hungers for the flesh of the living and behaves like other ghouls in all respects.

— **Corrosion (Su):** The soulless deals an additional +1d6 points of negative energy damage with any successful touch or weapon attack it makes.

— **Unholy Mount (Sp):** Once per day, the soulless may call a bloodmare (see **Creature Collection Revised**) as an unholy mount. Treat the bloodmare as a paladin’s special mount, applying modifiers and special abilities based on the soulless’s ex-paladin levels (see *Player’s Handbook*, Chapter 3: Classes, “The Paladin’s Mount”).

— **Energy Drain (Su):** The soulless has gained a mastery of negative energy. Living creatures hit by a soulless’s touch or melee attack receive one negative level.

Special Qualities: A soulless retains all the special qualities of the base creature save those dependent upon the paladin class; it also gains all undead traits, as well as the following.

Unholy Health (Su): When on desecrated or unhallowed ground, the soulless gains fast healing at a rate equal to $1/2$ its ex-paladin level.

Damage Reduction (Ex): All soulless have damage reduction 5/good and magic. Soulless with 9 or more ex-paladin levels have damage reduction 10/good and magic.

Abilities: Modify the base creature’s abilities as follows: Str +4, Dex +2, Cha +4. As undead creatures, soulless have no Constitution score.

Skills: Soulless have a +8 racial bonus on Hide, Listen, Move Silently, Search, Sense Motive, and Spot checks. Otherwise same as base creature.

Environment: Any land and underground.

Organization: Solitary.

Challenge Rating: Up to 6 ex-paladin levels, same as the base creature +2; from 7–12 ex-paladin levels, as base creature +3; or 13 or more ex-paladin levels, as base creature +4.

Alignment: Always lawful evil.

Level Adjustment: Up to 4 ex-paladin levels, same as the base creature +3; from 5–8 ex-paladin levels, as base creature +5; or 9 or more ex-paladin levels, as base creature +6.

Soulless Characters

Soulless serve as the lieutenants and knights of the Ghoul King, controlling undead hordes in their dread master's name. Although they draw

their dark power from some fell god, none have been able to divine its true origin.

Soulless most often advance as fighters or clerics. They are of course unable to continue to gain paladin levels, prompting the Ghoul Lord's servitors to "convert" only the most pious and noteworthy paladins. Most soulless wield powerful if tainted weaponry and armor, created by the dark magics of the Ghoul King and his lich servitors.

Wild Bier

When a devoted druid of Denev falls while trying to protect the land, the titaness sometimes allows the spirit to remain with the land. The Earth Mother shapes a new body out of natural materials to host the spirit, and then leaves it to its duty to protect nature forever. Several different types of wild bier have been encountered: trees that are easily confused for treants, rock outcroppings in the desert (which might seem at first like simple earth elementals), and even strangely beautiful flowered shrubs in the jungles of Termana. A wild bier protects its environs with druidic magic.

Sample Wild Bier

The man-like shape is formed entirely of earth, and is completely covered in vines and plants that sprout from its very flesh.

This example uses a normal earth elemental as the base creature.

Wild Bier Medium Earth Elemental

Medium Elemental (Earth, Native)

Hit Dice: 4d8+20 (38 hp)
Initiative: –1
Speed: 20 ft. (4 squares)
AC: 18 (–1 Dex, +9 natural), touch 9, flat-footed 18
Base Attack/Grapple: +3/+7
Attack: Slam +9 melee (1d8+7)
Full Attack: Slam +9 melee (1d8+7)
Space/Reach: 5 ft./5 ft.
Special Attacks: Earth mastery, ire of the land, push, spells
Special Qualities: Darkvision 60 ft., earth glide, elemental traits, fast healing 4, immunities, nature's tongue
Saves: Fort +9, Ref +0, Will +5
Abilities: Str 23, Dex 8, Con 21, Int 4, Wis 15, Cha 15
Skills: Listen +8, Spot +7
Feats: Alertness^B, Cleave, Iron Will^B, Power Attack
Environment: Any land
Organization: Solitary
Challenge Rating: 5
Treasure: Standard
Alignment: Always neutral
Advancement Range: 5–7 HD (Medium)
Level Adjustment: —

Description

Once a member of a hillside tribe, the spirit of the druid that forms the animus of this elemental wild bier was killed protecting both his clan's holdings and the very earth from greedy charduni prospectors. Now, he guards the hills he treasured in life from those who would despoil Denev's bounty.

Combat

This wild bier earth elemental is a ferocious, straightforward opponent to all who would desecrate the bosom of the Earth Mother, but it is particularly fierce in opposing the charduni and their allies.

The wild bier takes the time to buff itself with spell such as *bane of the forge* and *bull's strength* before closing for melee with well-armed foes. Against large groups, it might summon an ally as a momentary distraction, then rise up from the ground using its earth glide ability to flank a foe already engaged with the ally.

Earth Mastery (Ex): A wild bier earth elemental gains a +1 bonus on attack and damage rolls if both it and its foe are touching the ground. If an opponent is airborne or waterborne, the elemental takes a –4 penalty on attack and damage rolls. (These modifiers are not included in the statistics block.)

Ire of the Land (Su): As a free action, the wild bier earth elemental may cause the very ground in a 40-foot radius around the wild bier to hamper its foes, who suffer a –2 circumstance penalty on all attack rolls and Reflex saves and a –2 penalty to AC. Enemy spellcasters trying to cast spells in the affected area must first succeed at a Concentration check (DC 15 + spell level).

Push (Ex): A wild bier earth elemental can start a bull rush action without provoking an attack of opportunity. The combat modifiers for its earth mastery ability also apply to any opposed Strength checks.

Spells: This wild bier earth elemental casts divine spells as a 4th-level druid. The save DCs are Wisdom-based.

Typical druid spells prepared (4/3/2; save DC 12 + spell level): 0—*detect magic*, *flare*, *shockwave** (x2); 1st—*bear's endurance*, *bull's strength*, *magic fang*; 2nd—*bane of the forge*** , *summon nature's ally* II.

Earth Glide (Ex): A wild bier earth elemental can glide through stone, dirt, or almost any other kind of earth except metal as easily as a fish swims through water. Its burrowing leaves behind no tunnel or hole, nor does it create any ripple or other sign of its presence. A move earth spell cast on an area containing a burrowing wild bier earth elemental flings it back 30 feet, stunning the wild bier for 1 round unless it succeeds at a DC 15 Fortitude save.

Fast Healing (Ex): A wild bier earth elemental heals 4 points of damage each round, as long as it remains in contact with the earth and has at least 1 hit point left.

Immunities (Su): A wild bier earth elemental is immune to any spell or effect that would normally coerce an earth elemental. Thus, for instance, Earth domain priests cannot rebuke or turn them.

Nature's Tongue (Su): A wild bier earth elemental can communicate with animals, plants, or elementals as if using *speak with animals*, *speak with plants*, or *tongues*, as appropriate.

Creating a Wild Bier

"Wild Bier" is a template that can be added to any elemental creature with the earth subtype or any plant (hereafter referred to as the "base creature"). A wild bier uses all the base creature's statistics and special abilities except as noted here.

Size and Type: The base creature's size and type do not change. If the base creature is an elemental, its extraplanar subtype changes to native.

Special Attacks: A wild bier retains all the special attacks of the base creature and also gains the following.

Ire of the Land (Su): Anyone confronting a wild bier risks the anger of the very land itself, as these creatures call upon Denev to hinder their opponents. As a free action, the wild bier may cause the ground in an area with a radius of up to 10 feet per HD around itself to tremble underfoot; vegetation in the area pulls, tugs, or otherwise interferes, and so on. All foes (as defined by the wild bier) in the area suffer a -2 circumstance penalty on all attack rolls and Reflex saves and a -2 penalty to AC. Enemy spellcasters trying to cast spells in the affected area must first succeed at a Concentration check (DC 15 + spell level). This ability works only in natural surroundings.

Spells: Wild biers cast divine spells as druids of a level equivalent to their Hit Dice.

Special Qualities: A wild bier retains all the special qualities of the base creature and also gains the following.

Fast Healing (Ex): A wild bier heals 1 point of damage per HD each round, as long as it remains in contact with the earth and has at least 1 hit point left.

Immunities (Su): Wild biers are immune to any spell or effect that would normally coerce the base creature. Thus, plant wild biers are immune to *charm plant* and similar effects, while elemental wild biers are unaffected by, for instance, Earth or Air domain priests attempting to rebuke or turn them.

Nature's Tongue (Su): Any wild bier can communicate with animals, plants, or elementals as if using *speak with animals*, *speak with plants*, or *tongues*, as appropriate.

Abilities: Increase from the base creature as follows: Str +2, Con +4, Wis +4, and Cha +4.

Feats: Same as the base creature, plus Alertness and Iron Will.

Organization: Solitary.

Challenge Rating: HD 5 or less, +2; HD 6–11, +3; HD 12–18, +4; HD 19 or more, +5.

Alignment: Always neutral.

Level Adjustment: None.



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