

# Book of Beasts



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by Robert J. Hall

# Book of Beasts

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A bestiary of creatures, real or fictitious.

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**2<sup>nd</sup> Edition**

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# Table of Contents

**TABLE OF CONTENTS** ..... 3

**MONSTERS BY TYPE (AND SUBTYPE)** ..... 4

**INTRODUCTION** ..... 4

**FANTASY CREATURES**..... 5

    ARCANIS WATCHER ..... 5

    BATRENG ..... 5

    BEHOLDERKIN, SHAGGY

    BEHOLDER ..... 6

    BLAZING TERROR..... 8

    BOGOIL ..... 9

    CAMPEN DE LA MUERTE ..... 9

    CELESTIAL, SIDRAE ..... 11

    CELLAR DWELLER ..... 12

    CHUPACABRA..... 12

    CINDERLING..... 13

    CRICKLANGAL..... 14

    DIVA RAY ..... 15

    DOMINAD ..... 16

    ELDRAAL..... 16

    FIRE SPRITE..... 17

    FLAME ENZINE..... 18

    FLUXBAEL..... 19

    GARNAMOND ..... 20

    GHORIG..... 21

    GIANT, RUST..... 22

    GIANT, SEA..... 23

    GIANT BEETLE, TIGER ..... 24

    GLOOM FLY ..... 24

    GOBLIN, FIREDEEP ..... 25

    HORDLING..... 26

    KARKADANN..... 26

    KHRYG..... 27

    LASA ..... 28

    LENK..... 28

    MANTA-KINE..... 29

    MORTSLAYER..... 30

    NAMUTHID ..... 30

    NECROTIC BRAIN ..... 31

NEMESIS OF THE BRAETH..... 32

NEPALOPE ..... 33

NUBLING ..... 34

OLLOROG ..... 35

ORC, EBONY ..... 36

ORC, PIGMY ..... 36

ORC, SWAMP..... 37

PLASMA DOG ..... 38

RAT, VULCAN ..... 39

RATAGA ..... 40

SAND SLIME..... 41

SCALLION..... 41

SHAROD ..... 42

SILVER FLOATER..... 43

SMOKE SNAKE ..... 44

SNOZ ..... 45

SONIC NIGHTMARE ..... 46

SPINE WORM..... 47

STOAKE..... 47

STONE GROLL ..... 48

TARG..... 49

TARRIDIN VIPER..... 49

THORNED STAR SERPENT..... 50

THUNDER BIRD ..... 50

TREE SHADOW ..... 51

UMBRA..... 52

VIRIKAS ..... 53

VUGOO..... 54

WOLF, NIGHT..... 55

WORM MASS..... 55

**FANTASY TEMPLATES** ..... 57

    DREAD ..... 57

    HALF-INCARNATE ..... 57

    INCARNATE ..... 59

    MEKANOID..... 60

    MIMOX..... 62

    PART ANIMAL ..... 65

    TWO-HEADED CREATURE ..... 66

**SCIENCE FICTION CREATURES** ..... 68

    BLUUM..... 68

DROID..... 68

GRAVIDON ..... 69

IHCHOIDE ..... 70

LGM..... 71

NIEON ..... 72

OGATSU ..... 73

OVERSEER..... 74

PHLEG ..... 75

RIFTER ..... 75

SKALD..... 76

SPINAR ..... 77

TORDORI ..... 78

**SCIENCE FICTION TEMPLATES** ..... 80

    NANOTECH BIO-ENHANCED I 80

    REPLICANT..... 81

**HISTORICAL CREATURES**82

    APE MAN ..... 82

    ARSINOITHERIUM..... 82

    BALUCHITHERIUM..... 83

    CANIS DIRUS..... 83

    CARCHARODON MEGALODON84

    CAVE LION..... 84

    GIANT BEAVER ..... 85

    GIANT GROUND SLOTH..... 85

    GIGANTOPITHECUS ..... 85

    GLYPTODON..... 86

    IRISH ELK..... 86

    NEANDERTHAL ..... 87

    SABER-TOOTHED CAT..... 87

    TERROR CRANE..... 88

    WOOLLY MAMMOTH ..... 88

**MONSTERS RANKED BY CHALLENGE RATINGS** ..... 89

**COPYRIGHT INFORMATION** ..... 91

## Monsters by Type (and Subtype)

**Aberration:** beholderkin (shaggy beholder), mimox, namuthid, nemesis of the braeth, nieon, ogatsu, overseer, rifter, silver floater, snoz, tordori.

**Animal:** arsinoitherium, baluchitherium, canis dirus, carcharodon megalodon, cave lion, giant beaver, giant ground sloth, gigantopithecus, glyptodon, irish elk, saber-tooth cat, terror crane, woolly mammoth.

**Beast:** batreng, chupacabra, hordling, spine worm, stone groll.

**Construct:** droid, mekanoid.

**Elemental (Air):** fluxbael, spinar.

**Elemental (Cold):** cricklantal, sharod.

**Elemental (Earth):** cinderling, eldraal, garnamond.

**Elemental (Fire):** cinderling, eldraal, flame enzine, plasma dog.

**Elemental (Water):** sharod.

**Fey:** fire sprite, tree shadow.

**Giant:** giant (rust), giant (sea).

**Humanoid:** ape man, bogoil, goblin (firedeep), ghorig, gravidon, khryg, LGM, neanderthal,

nubling, orc (ebony), orc (pigmy), orc (swamp), skald, vugoo.

**Magical Beast:** arcanis watcher, incarnate, karkadann, lenk, nepalope, ollorog, tarridin viper, thorned star serpent, thunder bird, worm mass.

**Monstrous Humanoid:** cellar dweller, manta-kine, part animal.

**Ooze:** ihchoide, phleg, sand slime.

**Outsider:** diva ray, half-incarnate, targ.

**Outsider (Air):** blazing terror, smoke snake, sonic nightmare.

**Outsider (Chaotic):** virikas.

**Outsider (Cold):** blazing terror.

**Outsider (Earth):** dominad, scallion.

**Outsider (Evil):** rataga, virikas, wolf (night).

**Outsider (Fire):** rat (vulcan), smoke snake.

**Outsider (Good):** celestial (sidrae), lasa.

**Outsider (Lawful):** celestial (sidrae), rataga.

**Plant:** bluum, stoake.

**Undead:** campen de la muerte, dread, mortslayer, necrotic brain, umbra.

**Vermin:** giant beetle (tiger), gloom fly.

## Introduction

9/30/02

Welcome to the second edition of the Book of Beasts, a bestiary of creatures for use in role-playing games. Many new monsters have been added to the content since the first release, and tables of monsters ranked by type and by challenge rating was also included. If you find an issue with the stats for any of these creatures, please send me an [e-mail](#) message.

The marvelous cover illustration is copyright © 2001 by Iginio, and permission was graciously granted for use in this non-commercial publication. To see more of Iginio's artwork, visit <http://www.igino.net>. The remainder of the material is Open Game Content, and is licensed for public use under the terms of the Open Game License v1.0a. See the copyright at the end of this book for more information.

I hope you enjoy the creatures described herein and find a use for them in your own campaign.

[Bob Hall](#)

## Fantasy Creatures

These creatures are suitable for use in a fantasy campaign that includes magic.

### Arcanis Watcher

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**Medium-Size Magical Beast****Hit Dice:** 1d10+2 (8 hp)**Initiative:** +2 (Dex)**Speed:** 40 ft.**AC:** 14 (+2 Dex, +2 natural)**Attacks:** Bite +3 melee**Damage:** Bite 1d6+3**Face/Reach:** 5 ft. by 5 ft./5 ft.**Special Qualities:** True sight**Saves:** Fort +5, Ref +5, Will +2**Abilities:** Str 14, Dex 14, Con 15, Int 4, Wis 14, Cha 8**Skills:** Jump +3, Listen +11, Spot +11, Wilderness Lore +7\***Feats:** Alertness

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**Climate/Terrain:** Subtropical grasslands or any settled area**Organization:** Solitary or pack (5-10)**Challenge Rating:** 1**Treasure:** None**Alignment:** Always neutral**Advancement:** 2-3 HD (Small); 4-6 HD (Medium-size)

Wizards bred these peculiar creatures to serve as magical watchdogs. Physically they have the lower body of a kangaroo, with the head, neck, and paws of a wild dog. Their shaggy, mottled fur coat is a mixture of black, brown, yellow, and white markings. The senses of these creatures are exceptionally acute, being the equal of the most successful predatory animals. In addition, they are capable of detecting beings that would normally be concealed by magical means or by their ethereal state.

The arcani originally served as faithful pets and guardians in the tower of their wizard creators, but centuries later they were frequently sold to wealthy merchants. Intended to serve as domesticated beasts, they generally do not reproduce well in the wilderness and can only thrive in civilized environments. The arcani reproduces as marsupial hermaphrodites, possessing the body parts of both a male and female.

### Combat

The arcanis watcher is a faithful and courageous creature who defends its master with its strong bite. When it becomes aware of a threat it will begin barking loudly with a deep growl, often summoning more powerful guardians as a result.

**True Sight (Su):** This is identical with the *true seeing* spell as cast by a 10th-level cleric, except that it has personal range and always remains in effect.

**Skills:** The sharp sense of an arcanis watcher gives it a +4 racial bonus to Spot and Listen checks. \*They also receive a +4 racial bonus to Wilderness Lore checks when tracking by scent.

### Batreng

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**Tiny Beast****Hit Dice:** 1/2d10+1 (7 hp)**Initiative:** +4 (Dex)**Speed:** 20 ft., 40 ft. (good)**AC:** 17 (+2 size, +4 Dex, +1 natural)**Attacks:** Bite +6 melee**Damage:** Bite 1d3-4**Face/Reach:** 2 1/2 ft. by 2 1/2 ft./0 ft.**Saves:** Fort +3, Ref +4, Will +0**Abilities:** Str 3, Dex 18, Con 13, Int 6, Wis 11, Cha 12**Skills:** Balance +7, Hide +15, Listen +5, Spot +7, Tumble +6**Feats:** Weapon Finesse (bite)

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**Climate/Terrain:** Any forest**Organization:** Solitary or troop (10-40)**Challenge Rating:** 1/4**Treasure:** 50% coins, 50% gems**Alignment:** Always neutral**Advancement:** 1-2 HD (Tiny)

These winged, dark furred creatures are the size of a small monkey, and they thrive in forested regions. Their facial features are somewhat ape-like, with deep brown eyes, long ears, a flat nose, and pointed jaw. On the ground the batreng move upright using a slow, waddling gait. Once they take to the wing, however, they are agile flyers and can swoop and scramble through the heaviest growth.

The batreng possess an intense curiosity, and will investigate any unusual sounds or shiny objects. Many a merchant has cursed a Batreng who stole a silver ornament or glassy gem.

Forest orcs have been known to domesticate batreng by capturing the young and crippling their wings before they learn to fly. These pathetic specimens lurk around the orc camps, diving for

scraps after a meal. They serve as sport for the cruel games of the orc infants.

### Combat

Batreng are non-predatory creatures and will only bite in self-defense or to drive hunters away from the breeding nests. Families of batreng organize themselves into a travelling formation, with scouts above and to the flanks, and the toughest males positioned in front where they can ward off any approaching foe. Lone batreng are much more cautious, and rarely leave cover when a predator is nearby.

**Skills:** A batreng receives a +4 racial bonus to Listen and Spot checks.

## Beholderkin, Shaggy Beholder

### Large Aberration

**Hit Dice:** 10d8 (45 hp)

**Initiative:** +1 (Dex)

**Speed:** 30 ft., climb 30 ft.

**AC:** 22 (-1 size, +1 Dex, +12 natural)

**Attacks:** 4 tentacles +9 melee, eye rays +7 ranged touch

**Damage:** Tentacle rake 1d4+3

**Face/Reach:** 5 ft. by 5 ft./10 ft.

**Special Attacks:** Eye rays, improved grab, beak bite 2d6+3

**Special Qualities:** All-around vision, anti-psionic cone, psionics, PR 25

**Saves:** Fort +3, Ref +4, Will +10

**Abilities:** Str 17, Dex 12, Con 11, Int 16, Wis 16, Cha 18

**Skills:** Balance +15\*, Climb +25\*, Concentration +2, Hide +4, Listen +9, Psicraft +11, Search +8, Spot +13

**Feats:** Alertness, Blind-Fight, Foe Hunter (illithid), Psychic Bastion, Shot on the Run

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**Climate/Terrain:** Underground

**Organization:** Solitary

**Challenge Rating:** 12

**Treasure:** Standard

**Alignment:** Usually chaotic good

**Advancement:** 13-15 HD (Large); 16-32 HD (Huge)

This bizarre offshoot of the beholder was created long ago by an unknown race for the purpose of combating the illithid. The mindset and powers of this potent creature were greatly modified from the original being, and as a result the shaggy beholder is an altogether different creature than its namesake. As of yet it is still a relatively rare being in the

world, and can only be found underground in selected locations. The effect of this creature on nearby illithid populations has been quite dramatic, however, and the only creature a mind flayer fears more is a dragon.

A shaggy beholder is a 6-foot-wide orb covered in a long, thick coat of multi-hued brown hair. Rather than an eye, the shaggy beholder has a vision pit through which it is still able to discern its surroundings with great clarity. Eight small vision pits on the ends of stalks peer out from the shorter mat of hair on the top of the orb. The long, hanging coat of shaggy hair disguises a mass of powerful furry tentacles attached to the underside. A formidable beaked mouth sits in the midst of these tentacles.

Unlike a normal beholder, this creature is incapable of flying. Instead it uses the gripping pads on the ends of its tentacles to cling to walls and ceilings.

### Combat

Shaggy beholders rarely attack without provocation, and normally only hunt for food or for their species enemy. They will put themselves at considerable risk in order to aid those who are attacked or enslaved by illithid, and will on occasion ally themselves with enemies of the mind flayers.

When faced with multiple opponents their favorite tactic is to lower themselves into the midst of their enemies from above, then employ their rays to best effect. Against a single foe a shaggy beholder will attempt to attack from ambush, using up to four of its tentacles to tightly grasp the foe and then bite with its beak.

**Eye Rays (Su):** Each of the eight small vision pits can produce a psionic power once per round, even when the shaggy beholder is attacking physically or moving at full speed. The creature can aim all of its rays upward, but it can only aim up to three eye pits at targets into each of the other arcs. (Front, back, left, right, and down.) The remaining eye pits must aim in the other arcs or not at all. The shaggy beholder can maneuver its body each round to change which rays it can aim at an arc.

Each eye's effect resembles a psionic power activated by a 13th-level psion but follows the rules for a ray. All rays have a range of 150 feet and a save DC of 17.

**Brain Lock:** The target must succeed at a Will save or be affected as though by the psionic power. Shaggy beholders typically use this ray against psionically enslaved defenders of mind flayers in order to safely neutralize them during the battle.

**Charm Monster:** The target must succeed at a Will save or be affected as though by the psionic power.

The shaggy beholder uses this ray to target weak willed members of the enemy.

*Disintegrate:* The target must succeed at a Fortitude save or be affected as though by the psionic power. The shaggy beholders enjoy using this ray against illithid leaders, who are susceptible to its destructive power.

*Greater Domination:* This works like the psionic power, except the subject can be of any size. The shaggy beholder uses this ray to create confusion in the ranks of an enemy, particularly among those guarding any illithids.

*Fatal Attraction:* The target must succeed at a Fortitude save or be affected as though by the psionic power. This ray is often targeted against fleeing opponents, or those it thinks will survive the fight.

*Flaming Shroud:* The target must succeed at a Reflex save or be affected as though by the psionic power. The shaggy beholder will use this ray against physically threatening targets it wants to destroy early in the fight, or to finish off wounded foes.

*Power Turning:* This works like the psionic power, but will only cause powers to rebound upon the target of the ray. If the eye is shifted to another foe, the power will no longer function against the previous target. This ray is typically aimed at any mind flayers among the enemy, particularly the individual whom the creature perceives as being the most dangerous.

*Recall Agony:* This works just like the spell, causing 9d6 points of damage. (Will half).

**All-Around Vision (Ex):** Shaggy beholders are exceedingly alert, using all of their eye pits to constantly watch for dangers. They receive a +4 racial bonus to Spot and Search checks, and they can not be flanked.

**Improved Grab (Ex):** To use this ability, the shaggy beholder must hit with a tentacle attack. If it gets a hold of a target of medium-size or smaller, it can bite with its powerful beak.

**Beak Bite (Ex):** A shaggy beholder that gets a hold bites with its beak into the opponents' body. This bite automatically inflicts 2d6+3 points of damage.

**Negate Psionics Cone (Su):** A shaggy beholder's central vision pit continually produces a 100-foot *negate psionics* cone extending directly outward from the front of the creature. This functions as a *negate psionics* power within the cone area, as cast by a 12th level psion. All ongoing psionic powers within the cone are subject to negation every round, including the shaggy beholder's own eye rays.

Once a round on its turn the shaggy beholder decides which way it will face and whether the negate psionics cone is active or not. (The shaggy

beholder deactivates the cone by squeezing closed its central eye pit.)

**Psionics (Sp):** At will-*conceal thoughts, dimensional anchor, empathic transfer, missive, nondetection, sense psionics; 1/day-emulate power, lesser body adjustment.* These abilities are as the powers manifested by a 16th-level psion.

*Attack/Defense Modes (Sp):* At will-*all/all.*

**Skills:** Shaggy beholders receive a +12 racial bonus to Balance and Climb checks.

## Shaggy Beholder Society

The shaggy beholder is normally a solitary creature that dwells exclusively beneath the earth. It is rarely to be found at a particular location for very long, relying on mobility to confuse its enemies. Rather than building an extensive base, it uses its disintegration power to create a series of well-camouflaged ambush ports at suitable locations in the tunnel ceilings. From these holes the creature waits for an opportune moment to strike at its prey passing beneath. It is a cunning, patient, and unpredictable creature that may allow weeks or months to pass between each attack.

Once the fear of its bizarre form is overcome, the shaggy beholder can prove to be a trustworthy ally and pleasant companion, especially to those whom it has rescued from slavery to the illithid. The creature will rarely have long-lasting friendships, however, as such may impair its ability to stalk its hereditary foe. The rare exception is the occasional closely allied metallic dragon, particularly those of the brass or copper variety.

## Blazing Terror

### Medium-Size Outsider (Air, Cold)

**Hit Dice:** 3d8+3 (16 hp)

**Initiative:** +6 (+2 Dex, +4 Improved Initiative)

**Speed:** 40 ft.

**AC:** 13 (+2 Dex, +1 natural)

**Attacks:** Bite +5 melee

**Damage:** Bite 1d8

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Leaping, screech, freezing touch, rage

**Special Qualities:** Vulnerability, cold subtype

**Saves:** Fort +4, Ref +5, Will +3

**Abilities:** Str 11, Dex 15, Con 12, Int 3, Wis 10, Cha 8

**Skills:** Hide +5, Jump +12, Move Silently +6, Spot +3

**Feats:** Improved Initiative, Weapon Finesse (bite)

**Climate/Terrain:** Any cold land

**Organization:** Solitary

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Usually neutral

**Advancement:** 4-6 HD (Medium-size), 7-9 HD (Large)

These snow-white creatures appear very similar to a giant lynx, but with a long serrated beak. It has a sleek, muscular body, strong legs, and unusually wide paws that allow it to readily move across the top of snow. Its tail is short and covered in a fuzz of crystalline spikes. Otherwise it is free of markings, and blends effortlessly into a snow or glacial background.

The blazing terror prefers a rugged icy environment where it can stealthily approach its prey. It can easily withstand extremely cold temperatures and is unaffected by wind chill. It can communicate with its own kind in a harsh bark, and hungry groups of terrors occasionally hunt cooperatively to attack small herds. However, they generally prefer solitary nocturnal hunting when plentiful small game becomes available.

A blazing terror cannot consume flesh that is not frozen and so will not generally hunt warm-blooded creatures for food. However, for reasons not fully understood a blazing terror hates any being from an ice-free environment. Thus it will attack any warm-blooded creatures that are not native to the region, even though it has no desire to consume their flesh.

### Combat

In contrast with most of the denizens of the ice elemental plane, the blazing terror moves with

startling speed. It is a ferocious hunter that will relentlessly pursue its prey. However, the blazing terror prefers to leap on its prey from ambush, relying on speed and surprise.

Unlike the great cats, the blazing terror does not use its padded feet in combat other than to grasp its prey. Instead it uses a razor-sharp beak that is capable of sawing through most types of armor.

**Leaping (Ex):** A blazing terror can leap up to 15 ft. forward and 5 ft. vertically from a stationary position. It can also safely drop from a height of 30 ft. without damage, and any fall is reduced by a like amount for the purpose of determining damage.

**Screech (Su):** If a blazing terror spends a full-round action screeching, all creatures within 15 feet must make a Fortitude save (DC 13) or be stunned for 1d3 rounds. This effect is not cumulative, but a separate saving throw must be made against each screech.

**Freezing Touch (Su):** The shiny flesh of a blazing terror appears to constantly emit blue flames that will inflict 1d4 points of freezing damage on contact with unprotected flesh. Cold-based creatures are not affected by this freezing damage.

**Rage (Ex):** The only thing that a blazing terror truly fears is to be trapped with no escape. Such a situation will force it to rage, and it will batter itself senseless trying to get away. Once released it will remain berserk for 2d6 rounds thereafter, attacking the nearest target until it is quite dead. During its rage, it as +4 Strength, +4 Constitution, +2 to Will saves, and -2 to AC. A blazing terror cannot voluntarily end its rage.

**Vulnerability (Ex):** If the temperature rises above freezing a blazing terror is subject to heat dangers. (See the core rulebooks.) Temperatures above 0C are considered 'very hot' conditions for the purposes of determining how the blazing terror is affected, whereas temperatures above 11C are considered 'extreme heat.' Temperatures above 28C are 'abysmal heat' for a blazing terror.

**Cold Subtype:** Immune to cold damage, and takes double damage from fire unless a saving throw for half damage is allowed, in which case it takes half damage on a success and double damage on a failure.

**Skills:** The leaping ability of a blazing terror gives it a +8 racial bonus to Jump checks.



## Bogoil

### Medium-Size Humanoid

**Hit Dice:** 2d8+3 (12 hp)

**Initiative:** -1 (Dex)

**Speed:** 20 ft.

**AC:** 9 (-1 Dex)

**Attacks:** Bite +2 melee

**Damage:** Bite 1d4+1

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Erupting boils, noxious odors, magical disease

**Special Qualities:** Insane

**Saves:** Fort +4, Ref +5, Will +3

**Abilities:** Str 12, Dex 9, Con 10, Int 8, Wis 10, Cha 9

**Skills:** Climb +3, Listen +2, Spot +2

**Feats:** Toughness

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**Climate/Terrain:** Any land

**Organization:** Solitary, Bunch (2-5), Swarm (5-20), or Mob (20-40)

**Challenge Rating:** 1

**Treasure:** None

**Alignment:** Usually neutral

**Advancement:** 3-4 HD (Medium-size)

These pitiful wretches were once humanoid creatures. A potent magical disease has transformed them into hideous monstrosities. Their naked bodies are completely covered in bloated, sickly yellow boils. Each time they are struck the ruptured boils emit a cloud of sickening gases.

The other bodily gases of a bogoil are equally foul, from rotting breath to their unpleasant flatulence. The gaseous eruptions of the bogoil will wither plants and leave eyes stinging. While unpleasant, these odors can be endured.

The perpetual, sickly condition of these pitiful creatures has driven them mad, and they suffer from frequent bouts of insanity especially in stressful conditions. Those bitten by this creature may suffer the same disease-like symptoms and eventually turn into a bogoil. The disease is naturally magic resistant, so the bogoil can not be readily cured with a *remove disease* spell.

### Combat

The bogoil is insane and will attack without any apparent motivation. They bite their opponents, trying to satisfy their constant hunger.

**Erupting Boils (Ex):** Whenever a bogoil takes damage, the ruptured boils emit a cloud of sickening gases. Everybody within a 5-ft. radius (except a bogoil) must succeed at a Fortitude save (DC 11) or be overcome with nausea. This lasts for

10 rounds and deals 1d6 points of temporary Strength damage.

**Noxious Odor (Ex):** The continuous unpleasant gases emitted by a bogoil cause burning eyes and other unpleasant symptoms to all creatures (except a bogoil) within a 20 ft. radius. Unless a creature is immune to poison, this incurs a -1 morale penalty to attack rolls with no save.

**Magical Disease (Ex):** Bogoil Fever – bite, Fortitude save (DC 11), incubation period 1d3 days; damage 1d3 temporary Strength and 1d6 temporary Constitution. If the Constitution drops below 4 the victim is transformed into a bogoil. The disease has magic resistance 15.

**Insane (Ex):** A bogoil suffers from *insanity*, as the spell cast by a 14<sup>th</sup>-level Sorcerer.

## Campen de la Muerte

### Large Undead

**Hit Dice:** 30d12 (195 hp)

**Initiative:** +9 (+5 Dex, +4 Improved Initiative)

**Speed:** fly 80 ft. (perfect)

**AC:** 20 (-1 size, +5 Dex, +18 deflection)

**Attacks:** Incorporeal tendril +20 melee

**Damage:** 8 incorporeal tendrils 1d6 and death visage

**Face/Reach:** 5 ft. by 5 ft./10 ft.

**Special Attacks:** Spell-like abilities, death visage, soul bind, dread aura, dark soul, destroy undead

**Special Qualities:** SR 30, undead, incorporeal, +6 turn resistance, damage reduction 25/+2, sense resurrection, immunities, rejuvenation

**Saves:** Fort +17, Ref +15, Will +12

**Abilities:** Str -, Dex 20, Con -, Int 12, Wis 15, Cha 18

**Skills:** Intimidate +17, Intuit Direction +13, Knowledge (religion) +12, Listen +21, Search +8, Spellcraft +17, Spot +21

**Feats:** Alertness, Blind-Fight, Combat Casting, Combat Reflexes, Dodge, Flyby Attack, Improved Initiative, Mobility, Weapon Finesse (tendril)

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**Climate/Terrain:** Any land or underground

**Organization:** Solitary

**Challenge Rating:** 20

**Treasure:** None

**Alignment:** Always neutral evil

**Advancement:** -

It is what you fear the most. It is the eater of souls; the dark place within your mind; the abyss of eternal non-existence. It is the champion of death. Campen de la muerte is always a colorless, insubstantial being that assumes the appearance of the last soul that it consumed. The light gray form

is cloaked in an aura of icy black flames that seem to consume all light. Whenever it takes another soul, the campen seemingly changes form to match the physical appearance, attire, and equipment of the creature it just slew. However the visage on the face is always stretched in a rictus of utter horror.

The origins of this creature are a mystery, as is its true purpose. However it will normally appear to pursue and slay a being that has been raised from the dead some time in the past. It is unknown whether the campen is a unique being, or one of many. But it will always appear alone, and can never truly be slain.

The campen de la muerte can speak after a fashion, but the voice is a hollow, grating sound that is quite ghastly to hear.

## Combat

The campen strikes by lashing targets with corrupting tendrils of energy. On a successful hit the target is blasted with a multitude of precognitive visions of its own death, causing insanity or nightmares. Merely moving into the presence of the campen can cause lesser creatures to grow weak with fear, and physical contact with the icy black flames will inflict further damage.

The campen prefers to focus its attack on its chosen prey, but will slay any others who deliberately block its path. No physical barrier will prevent the campen from passing through, and it is even able to follow its chosen victim across the dimensional planes.

**Spell-Like Abilities:** At will—*deeper darkness, death knell, fear, greater dispelling, halt undead, hold monster, nondetection, phantasmal killer, ray of enfeeblement, 3/day-circle of doom, destruction, discern location, plane shift*. These abilities are as the spells cast by a 20th-level sorcerer (save DC 14 + spell level).

**Death Visage (Su):** A campen that deals damage with its incorporeal tendrils to a living target with an Intelligence of 3 or more inflicts a storm of dire mental visions. The target is consumed with visions of its own death, and must make a Will save or be affected as though by *insanity* cast by a 20th-level Sorcerer (save DC 21). If the save is successful, the target will instead be dazed for a round and will suffer a *nightmare* during their next rest as the spell cast by a sorcerer of 10th-level (save DC 19). This effect is cumulative, lasting for a number of nights equal to the number of successful saves from death visage.

**Soul Bind (Su):** If a creature is slain by a campen, the corpse is automatically affected as though by *soul bind* cast by an 18th-level Sorcerer. The slain

creature is not allowed a save, but magic resistance will prevent the effect.

**Dread Aura (Su):** The aura of the campen radiates dread. Creatures of less than 6 HD in a 100-foot radius must succeed at a Will save or be affected as though by *fear* as cast by a Sorcerer of 10th level (save DC 18). Anybody grappling with the campen takes 3d6 points of cold damage each round due to the black flames. A Fortitude save (DC 14) will half the cold damage.

**Dark Soul (Su):** Anybody targeting a campen with a mind-control or telepathic ability makes direct contact with its dark soul and takes 1d6 points of temporary Wisdom damage.

**Destroy Undead (Su):** Campen can spend a full round action to destroy undead as a good cleric of 20th level. If the undead are not destroyed, this ability has no effect. It can use destroy undead 7 times per day.

**Rejuvenation (Su):** It is impossible for any mortal being to completely destroy a campen. It will completely restore itself to existence within 2d8 days.

**Sense Resurrection (Su):** If a campen can view a creature for at least a round, it will automatically sense if that creature has been previously raised from the dead. However it will not sense any reincarnations.

**Undead:** Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

**Incorporeal:** Can only be harmed by other incorporeal creatures, +2 or better magic weapons, or magic, with a 50% chance to ignore any damage from a corporeal source. Can pass through solid objects at will, and own attacks pass through armor. Always moves silently.

**Immunities:** Campen are immune to cold, petrification, and polymorph.

## Celestial, Sidrae

### Medium-Size Outsider (Good, Lawful)

**Hit Dice:** 8d8+16 (52 hp)

**Initiative:** +8 (+4 Dex, +4 Improved Initiative)

**Speed:** fly 60 ft. (perfect)

**AC:** 24 (+4 Dex, +10 natural)

**Attacks:** 2 incorporeal touches +8 melee

**Damage:** Incorporeal touch 1d8 subdual

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Spell-like abilities

**Special Qualities:** Damage reduction 20/+1, SR 25, celestial qualities, sidrae forms

**Saves:** Fort +8, Ref +8, Will +9

**Abilities:** Str –, Dex 18, Con 14, Int 15, Wis 16, Cha 17

**Skills:** Concentration +12, Hide +19, Listen +16, Knowledge (any one) +12, Move Silently +19, Perform +9, Sense Motive +10, Spellcraft +7, Spot +16.

**Feats:** Alertness, Improved Initiative

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**Climate/Terrain:** Any land and underground

**Organization:** Solitary, pair, or squad (3-5)

**Challenge Rating:** 15

**Treasure:** None

**Alignment:** Always lawful good

**Advancement:** 9-13 HD (Medium-size), 14-20 HD (Large)

In its native form this beautiful female celestial appears as a translucent, silvery fay-like spirit with gossamer wings and long, white hair that gently dances around the head. A cloud of sparkling particles constantly surrounds the spirit, dancing and swirling about.

The sidrae can choose to become corporeal in any of four elemental forms, and can use each form once per day. If a form is slain, it instantly vanishes in a silvery cloud and the sidrae returns to its spirit form unharmed.

A sidrae views itself as a caretaker and protector of the innocent. While it strongly favors justice, it will leave the work of pursuing and destroying evil to others. Instead it employs its powers in a defensive role, and is usually called upon to ward a vulnerable location or individual.

### Combat

The sidrae fights by closing with a foe then assuming one of its elemental forms. Normally it will first take the ice sidrae form, followed by the mist, crystal, and fiery forms. If the opponent is still not dealt with after the final form is lost, the sidrae will retreat to seek aid.

**Celestial Qualities:** Magic circle against evil, electricity and petrification immunity, teleport, tongues, +4 save against poison.

**Incorporeal:** While in the spirit form can only be harmed by other incorporeal creatures, +1 or better magic weapons, or magic, with a 50% chance to ignore any damage from a corporeal form.

**Spell-Like Abilities:** At will—*aid*, *cure moderate wounds*, *detect magic*, *dispel magic*, *neutralize poison*, *remove disease*, and *see invisibility*. These abilities are as the spells cast by a 12<sup>th</sup>-level sorcerer (save DC 13 + spell level).

**Sidrae Forms (Su):** As a normal action, assume each of the following physical forms once per day, or return to its native form. While in this form it has the listed properties. All other statistics remain the same as the spirit form. When the form is destroyed the sidrae returns to its spirit form and recovers any damage suffered while corporeal. Spell-like abilities are as the spells cast by a 12<sup>th</sup>-level sorcerer (save DC 13 + spell level).

- *Icy Sidrae*—an elf-like being made from deep blue ice. It is corporeal and has Str 16; 26 hp; 40 ft. movement; +8 natural armor; attacks with 2 slams +11 melee; slam 1d6+3 and 1d6 cold; grapple attacks against the sidrae inflict 1d6 cold damage. It also has cold immunity and these additional spell-like abilities: 1/day—*ice storm* and *wall of ice*.
- *Misty Sidrae*—a glowing nymph-like being with four arms and made from a solid, electrically charged mist. It is corporeal and has Str 12; 32 hp; 50-ft. movement; +6 natural armor; attacks with 4 slams +9 melee; slam 1d4+1 and 1d8 electricity; grapple attacks against the sidrae inflict 1d8 electricity damage. It also has sonic immunity and these additional spell-like abilities: 1/day—*chain lightning* and *solid fog*.
- *Crystalline Sidrae*—an elf-like creature with a glistening body made from smooth, translucent gray stone. It is corporeal and has Str 24; 39 hp; 30-ft. movement; +15 natural armor; 2 claws +15 melee; claw 1d8+8. It also has acid immunity and these additional spell-like abilities: 1/day—*transmute rock to mud* and *wall of stone*.
- *Fiery Sidrae*—a fiery humanoid form that vaguely resembles a dryad. It is corporeal and has 18 Str; 45 hp; 50-ft. movement; +6 natural armor; attacks with 2 slams +12 melee; slam 1d4+4 and 2d6 fire; grapple attacks against the sidrae inflict 2d6 fire damage. It also has fire immunity and these additional spell-like abilities: 1/day—*flame strike* and *wall of fire*.

**Skills:** The sidrae is especially nimble and quick, giving a +4 racial bonus to Hide and Move Silently checks.

## Cellar Dweller

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**Small Monstrous Humanoid**

**Hit Dice:** 4d8+4 (22 hp)

**Initiative:** +3 (+3 Dex, +4 Improved Initiative)

**Speed:** 40 ft.

**AC:** 18 (+1 size, +3 Dex, +4 natural)

**Attacks:** 2 claws +2 melee, bite +2 melee

**Damage:** Claw 1d2-2, bite 1d3-2 plus possible Strength drain

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Aura of terror, blinding gaze, weakening bite

**Special Qualities:** Fast healing 1, shadow stride, self-sustenance, vulnerabilities

**Saves:** Fort +2, Ref +7, Will +4

**Abilities:** Str 7, Dex 16, Con 13, Int 9, Wis 11, Cha 12

**Skills:** Hide +7, Intimidate +4, Listen +5, Move Silently +7, Search +1, Spot +7

**Feats:** Improved Initiative, Multiattack

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**Climate/Terrain:** Underground

**Organization:** Solitary

**Challenge Rating:** 6

**Treasure:** Standard

**Alignment:** Always chaotic evil

**Advancement:** 5-12 HD (Small)

Known as the bone crusher for its eating habits, the hideous cellar dweller is a creation of pure evil. The cellar dweller resembles a small ogre with olive flesh and sparkling white pupils. It dwells in the dark cramped spaces in the cellar and under furniture, waiting for an opportunity to slay innocents and spread mayhem.

This malevolent creature exists only to torment and consume other beings. It seems to have been created by an evil entity or perhaps a priest, and it does not appear to breed. Indeed it is almost never found in the company of its own kind.

### Combat

A cellar dweller has a number of innate magical abilities that make it a highly dangerous foe despite its diminutive stature. While it has an all-consuming, bloodthirsty nature, it has no need to consume food and can survive indefinitely in all but the most extreme environments.

**Aura of Terror (Su):** A cellar dweller constantly radiates an aura of terror, and each round

everybody who comes within 5 ft. must make a Will save (DC 13) or be shaken for 1d4 rounds thereafter.

**Blinding Gaze (Su):** Staring into the eyes of this creature can cause temporary blindness. Any creature making eye contact with the sparkling crystal pupils of a cellar dweller must make a Fortitude save (DC 13) or be blinded for 2d6 rounds.

**Weakening Bite (Su):** The bite of the blackened fangs of this beast will cause a numbing weakness to quickly spread through the body. Any creature bitten by a cellar dweller must make a Fortitude save (DC 13) or suffer 1d4+1 points of temporary Strength loss.

**Shadow Stride (Su):** At will a cellar dweller can *teleport without error* with the limitation that it can only teleport from one area of deep shadow to another within line of sight. This ability is as the spell cast by a 10th level sorcerer.

**Self-Sustenance (Su):** A cellar dweller is completely immune to natural disease and never ages.

**Vulnerabilities (Su):** The cellar dweller suffers damage from holy water and can be temporarily cowed for 1d4 rounds by a successful turn undead by a cleric. Direct exposure to sunlight is lethal, and the cellar dweller will suffer 1d6 hit points per round as its flesh bubbles and burns.

## Chupacabra

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**Small Beast**

**Hit Dice:** 2d10+2 (13 hp)

**Initiative:** +2 (Dex)

**Speed:** 40 ft.

**AC:** 16 (+1 size, +2 Dex, +3 natural)

**Attacks:** Bite +3 melee

**Damage:** Bite 1d4+1 and calming saliva

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Calming saliva

**Special Qualities:** Darkvision 60 ft.

**Saves:** Fort +4, Ref +5, Will +1

**Abilities:** Str 12, Dex 15, Con 13, Int 2, Wis 12, Cha 6

**Skills:** Jump +9\*, Listen +4, Move Silently +11\*, Spot +4

**Feats:** Alertness

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**Climate/Terrain:** Warm or hot fertile land

**Organization:** Solitary

**Challenge Rating:** 1

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 3-4 HD (Small)

This creature has a body that resembles a kangaroo, the head of a giant bat, and relatively small ears. It has powerful rear legs, allowing it to leap considerable distances. The mouth is lined with fangs and its odd red eyes bulge from its sockets. The short fur of the chupacabra is dark brown in hue.

The chupacabra preys on herd animals and livestock, tearing strips from the flesh and drinking the blood. It rarely kills its prey, preferring instead to drink just enough blood to leave the creature alive.

### Combat

Chupacabra are very stealthy creatures, relying on their darkvision and the ability to move silently to sneak up on its prey at night. It strikes quickly with its sharp fangs, then waits until its saliva works to calm its prey and neutralize the pain. Once the prey is quiet, the chupacabra consumes blood from the wound.

**Calming Saliva (Ex):** Those bit by the chupacabra must succeed at a Fortitude save (DC 11) or be relaxed as by a *calm animals* spell cast by a 2<sup>nd</sup>-level druid. Once the saliva takes effect, the creature will remain calm and allow the chupacabra to drink blood from the wound. The creature will suffer 1 point of damage per round as long as the chupacabra continues drinking blood.

**Skills:** \*Chupacabra receive a +8 racial bonus to their Jump and Move Silently skill checks.

## Cinderling

### Diminutive Elemental (Earth, Fire)

**Hit Dice:** 1/2d8 (2 hp)

**Initiative:** +3 (Dex)

**Speed:** fly 40 ft. (perfect)

**AC:** 17 (+4 size, +3 Dex, +2 natural)

**Attacks:** Slam +3 melee

**Damage:** Slam 1d4-2 and 2 fire

**Face/Reach:** 1/2 ft. by 1/2 ft./0 ft.

**Special Qualities:** Heat immunity

**Saves:** Fort +2, Ref +5, Will -1

**Abilities:** Str 6, Dex 17, Con 11, Int 1, Wis 8, Cha 2

**Skills:** Hide +12, Spot +1

**Feats:** Weapon Finesse (slam)

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**Climate/Terrain:** Any hot land and underground

**Organization:** Pack (2-8)

**Challenge Rating:** 1/2

**Treasure:** Lump of precious metal

**Alignment:** Always neutral

**Advancement:** 1 HD (Tiny)

Native to the plane of lava, these faintly glowing, egg-shaped rocks fly in small packs looking for a warm place to nest. While at rest, they are all but indistinguishable from common rocks.

When not in their native plane, cinderlings are commonly found near active lava tubes, hot springs, and other sources of geologic heat. Naturally, cool water or cold weather conditions can be quite lethal to these beings.

These creatures are the larval stage of a type of magma elemental creature. They grow to full size by consuming certain common and scarce minerals. Thus they spend much of their time slowly digging into the sides of rock faces, leaving small divots where they have tunneled. Any sources of copper, silver, and unusually pure silicon will immediately attract their attention.

Smashing apart the cooling corpse of a cinderling will reveal a lump of precious metal worth 1gp.

### Combat

Their small size, combined with a swift, darting flight pattern, makes them especially difficult to strike. They will drive off anybody who disturbs their home by ramming into the intruders with their scorching hot bodies.

**Fire Subtype:** Immune to fire damage and takes double damage from cold unless a saving throw is allowed, in which case they take double damage on a failure and normal damage on a success. Only heat sufficient to vaporize rocks will inflict fire damage against a cinderling.

## Cricklantal Combat

### Large Elemental (Cold)

**Hit Dice:** 4d8+12 (30 hp)

**Initiative:** -1 (Dex)

**Speed:** 20 ft., burrow 10 ft.

**AC:** 12 (-1 size, -1 Dex, +4 natural)

**Attacks:** Slam +8 melee; or ice entangle +2 ranged; or 5 ice shards +2 ranged

**Damage:** Slam 1d8+5 and 1d4 cold; ice shards 1d6 and 1 cold

**Face/Reach:** 5 ft. by 5 ft./10 ft.

**Special Attacks:** Damage reduction 5/fire, ice entangle, ice shards, intense cold, summon mephit

**Special Qualities:** Cold subtype

**Saves:** Fort +7, Ref +0, Will +1

**Abilities:** Str 20, Dex 8, Con 17, Int 7, Wis 10, Cha 8

**Skills:** Climb +13, Intuit Direction +6, Spot +4

**Feats:** Point Blank Shot

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**Climate/Terrain:** Any cold land

**Organization:** Solitary

**Challenge Rating:** 5

**Treasure:** Ichlar crystal

**Alignment:** Always neutral

**Advancement:** 5-7 HD (Large); 8-10 HD (Huge)

A cricklantal resembles a crystalline stand of deep blue glacial ice. The bitterly cold nature of this being draws much of the heat from the surrounding air, instantly freezing liquids and creating a zone of deadly chill. They make a deep ice grinding noise whenever they move, making it nearly impossible for the cricklantal to sneak up on anyone with normal hearing. They can exist anywhere there is frozen water, although they prefer crevasses within deep glaciers. It is uncertain why they are drawn to this world from their native plane, unless they were summoned for some mysterious reason. They need little to sustain themselves, other than a very cold environment.

These ice elementals are normally non-aggressive beings, seeking only the crystalline ice on which they graze. They seem to gain whatever nutritional requirements they need to survive from pockets of minerals and gases caught within a glacial flow. The extracted minerals gradually form a beautiful rare crystal in the heart of a cricklantal that can be recovered if the being is slain. These crystals sparkle mysteriously in a rainbow of colors when they are turned about. The beautiful ichlar crystal is quite fragile and very rare, bringing 5-800gp from a reputable gem dealer.

Cricklangals attack by freezing their foes in a shell of bitterly cold ice. They can also blast shards of primordial ice at their attackers, although by doing so they wound themselves. When all else fails they will pummel an opponent with their hard bodies. If the fight goes against them, they will sink their bodies into the nearest large volume of ice and tunnel their way to safety.

They are often hunted by ice-dwelling predators and so have evolved defenses against these attacks. As they view most encroaching intruders as potential threats, they will employ their unique combat abilities to delay or deter attackers until they can slowly and noisily make their way into safer ice.

**Cold Subtype (Ex):** Cold immunity; double damage from fire except on a successful save.

**Ice Entangle (Ex):** Three times a day a cricklantal can blast out dense clouds of frost crystals. On a successful ranged touch attack the cloud coalesces to immobilize a foe in a sheath of hard ice. The range is 20 feet, and the sheaths are permanent, nonmagical, and cannot be dispelled. The sheath has a thickness of 1 1/2 in., a hardness of 6, a total of 10 hp, and a break DC of 15. The bitter cold from the ice sheath inflicts 1d3 hp of freezing damage to the target each round.

**Ice Shards (Ex):** By contorting portions of its body, a cricklantal can create an explosion of five icy shards as a standard action. This attack has a range multiple of 20 feet. An ice shard threatens a critical hit on a natural attack roll of 19 or 20. Each time the creature launches a volley of ice shards it also suffers 1d6 hp of damage due to rupturing of its body.

**Intense Cold (Ex):** Cricklantal's bodies absorb almost all of the heat in the vicinity, producing an intense cold that freezes to the bone. Any free moisture within a 15-foot radius is immediately crystallized, including clouds of fog or vapor. Anybody who comes within reach of the Cricklantal takes 1d8 points of cold damage each round.

**Summon Mephit (Sp):** Once a day a cricklantal can attempt to summon 1-2 ice mephits with a 45% chance of success.

**Skills:** Cricklengals receive a -4 racial penalty to Listen and Move Silently checks while moving.

### Cricklantal Society

The cricklantal is a solitary creature that does not need the company of its own kind or other beings. Only during mating season will they seek each other out. The eggs of a cricklantal resemble a

beautiful blue crystal gem that is cold enough to instantly cause frostbite. They are laid in clutches of 3-5 eggs at the base of a deep glacial crevice and are difficult to distinguish from the surrounding ice. The cricklangal have developed a mutually beneficial arrangement with ice mephits, and the later have partially domesticated the cricklangals. Thus the summoning abilities of the cricklangal is more like a dog barking a warning to alert and summon its master. They provide an efficient tunneling ability for the mephits, as well as a tough and potent ally. Without intending to the mephits have also selected for improved intelligence and more potent combat abilities among the cricklangal, although they have not yet bred out the solitary nature of this creature.

## **Divay Ray**

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### **Medium-Size Outsider**

**Hit Dice:** 5d8+5 (28 hp)

**Initiative:** +9 (+5 Dex, +4 Improved Initiative)

**Speed:** fly 240 ft. (good)

**AC:** 15 (Dex)

**Attacks:** Staff +4 melee; or slam +4 melee

**Damage:** Staff 1d6-1/1d6-1; slam 1d6-1

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Qualities:** Accelerated, eidetic memory

**Saves:** Fort +5, Ref +9, Will +4

**Abilities:** Str 9, Dex 21, Con 12, Int 15, Wis 11, Cha 14

**Skills:** Craft (either sculpture or painting) +8, Hide +10, Knowledge (choose one) +11, Knowledge (choose one) +9, Knowledge (choose one) +6, Listen +4, Move Silently +14, Search +7, Spot +2

**Feats:** Fly-by Attack, Improved Initiative

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**Climate/Terrain:** Any temperate or warm land

**Organization:** Solitary, flight (2-4), or flock (6-13)

**Challenge Rating:** 2

**Treasure:** Standard

**Alignment:** Usually lawful good

**Advancement:** 6-9 HD (Medium-size)

These extra-planar creatures somewhat resemble a manta ray, with an elf-like head and two slender arms attached at the shoulders underneath their rubbery wings. The back of their wide wings is black, while the inside is an orange brown hue. Apart from their wings the body of a diva ray is covered in a light down of brown, black, and white hairs.

They live their lives in a furious rush of energy, moving about with great rapidity and expending themselves within the short span of a dozen years. During that time, however, they live what amounts

to several human lifetimes. The diva ray is a nervous creature that is in constant motion. As a result they gain the equivalent of permanent *haste* and *blur* spells. They can also fly silently with great speed, and their enhanced metabolism makes them extremely agile.

### **Combat**

Divay rays are capable of wielding weapons and defending themselves, but would prefer to avoid a fight by fleeing the scene. When defending their own or an important location, however, they can be quite courageous and fight with determined effectiveness. They are proficient with all simple weapons, but prefer bludgeoning weapons such as the club or staff.

**Accelerated (Ex):** A diva ray exists at a greatly accelerated pace compared to most beings. When they are not resting, this ability provides the same benefits as the *blur* and *haste* spells as cast by a 5th-level sorcerer.

**Eidetic memory (Ex):** A diva ray can recall with great accuracy anything they have witnessed, including the contents of any literature they have read. However they are immune to any effect that would cause them to forget something.

### **Divay Ray Society**

These beings are pacifists by nature, and prefer to spend their time in the pursuit of knowledge and artistic expression. They make excellent servants for tasks that require high intelligence, and are sometimes used as aids in great libraries. Their ability to recall almost anything they have seen or read allows them to quickly locate a manuscript among an immense collection.

There are said to be an elite race of these beings, known as prima divas, which are non-servile and possess a more formidable array of abilities and lore. These boast exceptional arcane knowledge and formidable martial skills. Such beings have kept themselves remarkably well hidden among the planes, however, and those who claim to have witnessed their kind are few in numbers. As of this time their existence remains an unconfirmed rumor.

## Dominad

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**Outsider (Earth)****Hit Dice:** 5d8+35 (57 hp)**Initiative:** -1 (Dex)**Speed:** 30 ft., burrow 10 ft., climb 20 ft.**AC:** 15 (-1 Dex, +16 natural)**Attacks:** 4 claws +10 melee**Damage:** Slam 1d6+4**Face/Reach:** 5 ft. by 5 ft./5 ft.**Special Qualities:** Damage reduction 5/sonic, immunities, sonic vulnerability**Saves:** Fort +11, Ref +3, Will +5**Abilities:** Str 19, Dex 8, Con 24, Int 10, Wis 12, Cha 14**Skills:** Climb +12, Craft (any one) +5, Hide +9\*,

Listen +7, Search +2, Sense Motive +8, Spot +7

**Feats:** Power Attack, Weapon Focus (claws)**Climate/Terrain:** Any mountainous and underground**Organization:** Solitary, family (2-4), or pack (5-20 plus 1 3rd-level bond leader per 4 adults and 1 clan leader of 4th-6th level)**Challenge Rating:** 5**Treasure:** Standard**Alignment:** Usually chaotic neutral**Advancement:** By character class

These beings are composed entirely of flawless diamond, and they gleam and shimmer whenever a light source illuminates their form. Physically the dominad have the lower body of a serpent, with a fork in the tail. The powerful torso and upper body is somewhat humanoid, with four arms and a row of ridged spines down their backs. The head resembles that of a hawk, with an upright crest and flat sides that form a slight mane.

The tough dominad can dwell in settings that would be dangerous or lethal for most creatures. They do not need to breath, and so can reside underwater or in pure vacuum. However their preference is for the pristine beauty of rugged mountain lands. These beings live in small family groups or clans, although they can have a complex social network of friends, relatives, and allies. Murdering a dominad is likely to bring down the wrath of its many allies, and these can be very determined foes.

### Combat

At the end of each limb a dominad has three claws equipped with razor-sharp talons. It prefers to fight using its natural weapons, although it is able to use any simple weapons and shields. Due to the tough, hard body the dominad has little need for armor. The transparent body of the dominad makes it

immune to the effects of spells based on light, but it is vulnerable to magic that uses sonic energy. Upon being slain the dominad loses the life energy that allows it to maintain a diamond form, so it transforms into charcoal and bursts apart into a cloud of black soot.

**Immunities (Ex):** Immune to poison, acid, drowning, vacuum, disease, necromantic effects, and light-based effects.

**Sonic Vulnerability (Ex):** Double damage from sonic energy except on a successful save.

**Skills:** Dominad receive a +4 racial bonus to Climb and Hide checks.

## Eldraal

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**Large Elemental (Earth, Fire)****Hit Dice:** 3d8+9 (23 hp)**Initiative:** +0**Speed:** 20 ft., burrow 10 ft.**AC:** 19 (-1 size, +11 natural)**Attacks:** 2 slams +4 melee**Damage:** Slam 1d8+3 and 1d6 heat**Face/Reach:** 5 ft. by 5 ft./10 ft.**Special Attacks:** Heat**Special Qualities:** Lava healing, fire subtype, molten**Saves:** Fort +6, Ref +3, Will +1**Abilities:** Str 16, Dex 10, Con 16, Int 4, Wis 10, Cha 13**Skills:** Listen +4, Spot +4**Feats:** -**Climate/Terrain:** Any land and underground**Organization:** Solitary**Challenge Rating:** 2**Treasure:** None**Alignment:** Always neutral**Advancement:** 4-5 HD (Large); 6-8 HD (Huge)

This servant being from the plane of lava is magically created to carry out the whims of its masters. It resembles little more than a big, shapeless blob of molten rock. An eldraal lacks any will of its own and has only a modest intelligence. They are large, bulky, and clumsy creatures who are suited for little more than simple labor. In the prime material plane, however, these creatures can be very dangerous entities due to their magma bodies.

Eldraal lack the will to form social connections with others of their kind. Only if an eldraal is set free and left to its own devices for many decades will it begin to form a self-awareness and an ability to interact with other creatures.



The eldraal obtain all of their physical needs from contact with lava and prefer to dwell in a large pool of magma. They especially prefer fast flowing rock and will mindlessly frolic in the intense heat when their masters do not command their labor.

The body of this creature constantly radiates a hot red glow, providing heat and illumination in the immediate vicinity. Their body is hot enough to boil water, and any moisture that strikes will instantly vaporize as steam.

Although they dislike doing so, an eldraal can slowly pass through solid stone. This contact with solid stone causes damage, however, which must be recuperated by resting in a pool of lava. The eldraal will begin to suffer physically in any region where water can condense, and will turn to solid rock when immersed in liquid water. Contact with fog or rain will also cause cold damage.

### Combat

The eldraal are designed to perform physical labor for their lava elemental masters and they have no combat training. Nevertheless they do possess the means to defend themselves and they can prove formidable opponents when called upon to fight. They can form up to three limbs from their bodies that can stretch out to strike a foe. In addition to the physical damage caused by these rocky limbs, the impact leaves behind a piece of red-hot rock that continues to burn the struck location. They are able to draw energy directly from surrounding lava and soon regenerate any damage.

**Fire Subtype (Ex):** Fire immunity, double damage from cold except on a successful save.

**Heat (Ex):** The body of an eldraal is molten hot, so their unarmed attacks deal additional fire damage.

**Lava Healing (Ex):** While in contact with molten rock, an eldraal receives fast healing 1.

**Molten (Ex):** Their glowing bodies provide normal illumination in a 15 ft. radius. While in contact with water, melting their way through solid rock, or in frigid surroundings, an eldraal suffers 2 point of damage each round. Contact with fog or rain will inflict 1 point of damage per round.

## Fire Sprite

### Tiny Fey (Fire)

**Hit Dice:** 1/2d6+2 (2 hp)

**Initiative:** +5 (Dex)

**Speed:** 20 ft., fly 40 ft. (good)

**AC:** 18 (+2 size, +5 Dex, +1 natural)

**Attacks:** Slam +5 melee

**Damage:** Slam 1d3-4 and 1 fire

**Face/Reach:** 2 ½ ft. by 2 ½ ft./0 ft.

**Special Attacks:** Fire

**Special Qualities:** Fire subtype, spell-like abilities

**Saves:** Fort +1, Ref +7, Will +3

**Abilities:** Str 3, Dex 20, Con 12, Int 13, Wis 12, Cha 16

**Skills:** Craft (any one) +5, Escape Artist +10, Jump +0, Listen +6, Move Silently +10, Perform (dance, melody, plus one other) +6, Search +6, Sense Motive +4, Spot +6

**Feats:** Dodge, Weapon Finesse (slam)

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**Climate/Terrain:** Any hot, dry land

**Organization:** Solitary, gang (2-4), band (6-11), or tribe (20-80)

**Challenge Rating:** 1

**Treasure:** No goods; 50% goods (no organic); 50% items (no scrolls)

**Alignment:** Always chaotic good

**Advancement:** 1-3 HD (Tiny)

This diminutive, fire-based creature is a sprite that is continually wrapped in fire. The flames radiate a heat equivalent to a campfire, enough to make a room stuffy. It possesses several magical abilities related to fire, although these require some type of combustible materials. It is a very charming presence, and will chat on any topic for hours with anybody willing to listen.

Much as it tries to be nice, the fire sprite is disliked by woodland beings because of its tendency to start forest fires. The fire sprite radiates heat equivalent to a campfire and automatically ignites flammable materials on contact. The fay sight of this being allows it to see the magical nature of anything within its view as per the *detect magic* spell.

### Combat

The Fire Sprite attacks by flying around its foe and striking at vulnerable spots with its body and flaming shroud.

**Fire (Ex):** the body of a fire sprite is shrouded in flame, so their unarmed attacks deal additional fire damage.

**Fire Subtype (Ex):** Fire immunity, double damage from cold except on a successful save.

**Spell-Like Abilities:** At will-*detect magic*; 1/day-*burning hands*, *friends*. These abilities are as the spells cast by a 9<sup>th</sup>-level sorcerer (save DC 12 + spell level).

## Flame Engine

**Tiny Elemental (Fire)**

**Hit Dice:** 1/4d8 (1 hp)

**Initiative:** +3 (Dex)

**Speed:** 50 ft.

**AC:** 15 (+2 size, +2 Dex, +1 natural)

**Attacks:** Slam +4 melee

**Damage:** Slam 1d4-5 and 1 fire

**Face/Reach:** 2-1/2 ft. by 2-1/2 ft./0 ft.

**Special Attacks:** Burn, swarm

**Special Qualities:** Elemental, fire subtype

**Saves:** Fort +0, Ref +4, Will +1

**Abilities:** Str 1, Dex 15, Con 10, Int 1, Wis 12, Cha 10

**Skills:** Hide +10\*, Jump +10\*, Listen +2, Spot +2

**Feats:** Weapon Finesse (slam)

**Climate/Terrain:** Any hot, dry land and underground

**Organization:** Solitary, pack (2-9), or a swarm (10-100)

**Challenge Rating:** 1/8

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 1/2 HD (Small)

These tiny elemental creatures resemble an unusually intense golden blue flame. They are normally found in a pack, dancing rapidly from place to place and rarely stopping in one spot for more than a second. There are no features readily discernable to normal sight within their flame bodies, although beings with darkvision will be able to discern three darker spots arranged in a triangle near the base. Flame engines will never voluntarily leave their home plane, but they can be surprisingly at home in a cooler region such as the prime material plane.

Flame engines are hardy elemental creatures and can live in relatively cool areas that are little favored by other beings from their plane. Indeed they are quite comfortable dwelling on the prime material plane, save for the unpleasant presence of moisture.

These are relatively long-lived creatures, despite their small size, and are capable of reproducing well into old age. To breed, all they need is a ready source of combustible materials and a dry environment. They reproduce asexually, and have no gender.

The flame engine can exist for long periods without food, but become ravenous when a combustible meal is nearby. They particularly enjoy stirring among the ashes of a fire looking for small kernels of unburned materials to consume. Engines also enjoy basking in the warmth of an open flame. They have sometimes been known to accompany fire elementals when summoned to the prime material plane.

### Combat

When alone the flame engine is a meek creature, seeking only to preserve its existence. In larger numbers, however, the engine become more curious and aggressive, actively peeking and poking about their environment. They will never initiate combat with any significantly larger creatures, even when amongst a pack. If threatened, they will form a shifting, darting mass that makes it difficult to target individuals.

**Burn (Ex):** Those hit by the flame engine's slam attack must succeed at a Reflex save at DC 9 or catch fire. A burning creature can put out the flame with a move-equivalent action.

Creatures hitting a flame engine with natural weapons or unarmed attacks take fire damage as though hit by the engine's attack, and also catch fire unless they succeed at a Reflex save.

**Fire Subtype (Ex):** Fire immunity, double damage from cold except on a successful save. Due to their unusual resilience to cold, they gain a +2 bonus to this save. They suffer damage from exposure to water, automatically becoming stunned by fog or mist and are completely snuffed out when submerged.

**Swarm (Ex):** Every swarm of twenty flame engines can be treated as a single medium-size fire elemental with 5 HD. Normal weapons will do only half their allotted damage against such a swarm, as there are gaps between the individual, fast-moving engine. If the swarm loses more than half its total hit points, it will break apart into separate engines with one appearing for each remaining hit points.

**Skills:** \*Due to its agile and wispy nature, a flame engine gains a +8 bonus to its Jump skill. In a dark or dimly illuminated area, a flame engine is as noticeable as a torch and so suffers a -12 penalty to its Hide skill.

## Fluxbael

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**Large Elemental (Air)****Hit Dice:** 2d8 (9 hp)**Initiative:** +4 (Dex)**Speed:** fly 60 ft. (perfect)**AC:** 13 (-1 size, +4 Dex)**Attacks:** Shock +5 melee**Damage:** Shock 1d6**Face/Reach:** 5 ft. by 5 ft./10 ft.**Special Attacks:** Lightning body, magnetic aura**Special Qualities:** Elemental, damage reduction 5/+1, immunities**Saves:** Fort +0, Ref +7, Will +1**Abilities:** Str -, Dex 18, Con 10, Int 3, Wis 13, Cha 12**Skills:** Listen +4, Spot +4**Feats:** Weapon Focus (shock)

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**Climate/Terrain:** Any mountainous land**Organization:** Solitary, Cluster (2-5), or Swarm (6-16)**Challenge Rating:** 2**Treasure:** None**Alignment:** Always neutral**Advancement:** 3-5 HD (Large)

These mysterious extraplanar beings come from a dimension of pure lightning plasma. They have only been observed on the prime material plane when dry winds sweep up the steep mountain faces and create strong electrical disturbances. These lightning forms dance and cavort across the crags, leaving a trail of singed plants and magnetized iron scraps. They can form spontaneously out of plasma and have a life span of only a few days. The fluxbael thrive on social activity with their species and enjoy creating beautiful electrical displays in clustered formations.

The fluxbael possesses powerful magnetic and electrical abilities, and prefer to linger in regions where conditions are ripe for lightning storms. Something about the land about mountains allows these beings to move easily between the planes and take advantage of the heavily charged conditions along the bare mountains. They have few physical requirements, other than a dry and highly charged environment. They have the ability to cross over to the prime material plane for short periods, and are most likely to do so when the air is dry and heavily charged with ozone.

### Combat

These beings are so utterly alien to a material world that they do not comprehend the existence of natural life forms. Thus they perceive creatures

merely as a chaotic phenomenon and do not purposefully set out to attack them. If some means could be found to communicate with these beings, they can usually be dissuaded from inflicting the damage that they unintentionally cause.

Like a lightning drawn to a rod, fluxbael are attracted to sharp metallic objects in the vicinity. Thus they will move to investigate anybody wielding a sword and will manipulate the object with their magnetic aura ability.

**Immunities (Ex):** Fluxbael are completely immune to mind-influencing effects and lightning. They take half damage from cold or fire, with a successful saving throw reducing the damage to none.

**Lightning Body (Ex):** Creatures hitting a fluxbael with natural weapons, all metallic weapons, or unarmed attacks take shock damage as though hit by the fluxbael's attack. Any electrical spells that strike a Fluxbael will heal the elemental at the rate of 1 point per 2 points of the damage normally inflicted. Devices or spells intended to ward against electricity will also provide protection against damage from a fluxbael.

If completely immersed in a body of water, a fluxbael will immediately expend itself in an electrical discharge that inflicts 4d6 points of electrical damage to anything in contact with the same body of water within a 30-ft. radius. A Fortitude save (DC 10) will half this damage.

**Magnetic Aura (Ex):** Fluxbael are able to manipulate any electrically conducting object within a 20 ft. radius at will as the *telekinesis* spell cast by a 9<sup>th</sup>-level sorcerer.

## Garnamond

**Large Elemental (Earth)****Hit Dice:** 6d8+18 (46 hp)**Initiative:** +0**Speed:** 20 ft.**AC:** 19 (-1 size, +10 natural)**Attacks:** 2 Slams +9 melee**Damage:** Slam 1d8+5**Face/Reach:** 5 ft. by 5 ft./10 ft.**Special Attacks:** Breath weapon, improved grab**Special Qualities:** Elemental, division, fast healing 1**Saves:** Fort +8, Ref +2, Will +8**Abilities:** Str 21, Dex 10, Con 16, Int 11, Wis 22, Cha 16**Skills:** Intuit Direction +9, Knowledge (local) +4, Knowledge (any one field) +2, Listen +16, Sense Motive +10, Spot +16**Feats:** Alertness**Climate/Terrain:** Any underground**Organization:** Solitary or pair**Challenge Rating:** 5**Treasure:** No coins; double goods (gems only); standard items**Alignment:** Usually neutral good**Advancement:** 7-14 HD (Large); 15-18 HD (Huge)

Originating from the mineral plane, these beings are the ever patient and resolute guardians of underground caverns of great beauty. They sit patiently year after year to ward magnificent rock gardens, beautiful limestone deposits, or other underground wonders.

A garnamond is an amorphous being made entirely of crystals. In their rest mode these mineral creatures resemble a large cluster of clear quartz crystals wrapped around a darker base. The exception is a single, fist-sized golden gem that appears as if it had been cut by a master artisan.

They move about by the rapid growth and shrinkage of their collective crystal body, reshaping themselves into the form needed for the current purpose. Thus they can shape themselves into the crude form of any creature or formation they desire. As they move about and reshape themselves, the collective reforming of the crystals creates a steady and pleasing tinkling sound.

Their crystalline body is normally clear white in hue, save for their large, golden eye. However their color changes with their mood, ranging from an angry red to a blissful deep blue. They are capable of speaking after a fashion, although the words sound like the constant crunching of broken glass

and can be difficult to understand. They can learn most languages and can master some lore, although it would require a patient teacher since they study at a painfully slow rate. They are extremely long-lived, however, and thus may have accumulated many unusual facts over the centuries.

As their primary duty is to the underground cavern that they ward, a garnamond will not typically be found wandering around in the underdark. However they are not overly zealous about their charge and will allow anybody to enter their domain and marvel at the wonders to be seen.

The garnamond is normally kindly and perhaps even slightly trusting by nature and does not view such intrusions with great suspicion. Indeed they take a distinct pleasure at seeing visitors enjoy the vista of their home cavern and will even come to their aid if they are attacked by foul beings. Those who are familiar with a garnamond lair will often stop there during their travels, as they know they will be afforded significant protection while they rest.

### Combat

While tolerant and even nonchalant about their sanctum, the garnamond takes its charge very seriously. Those individuals who appear ready to mar the environment or attack the body of the garnamond will be quickly warned away by menacing postures and a crunching growl. Ignoring these warnings will bring down the full wrath of this mineral guardian. The garnamond is sufficiently intelligent that it can discern which members of a group are threats to the cavern, and which are merely protecting themselves. The later will normally be given an opportunity to withdraw from the conflict, after the violators have been dealt with.

The body of the garnamond is exceptionally hard and resilient, allowing it to withstand all but the most powerful blows. It is also quite powerful and can bludgeon or knock down an opponent with appendages it creates for the purpose. The amorphous body of the garnamond allows it to wrap parts of itself around the limbs or weapons of an opponent, locking them tightly in place. The garnamond is not especially quick or agile, however, and moves with a lumbering gait.

If the normal attacks of the garnamond fail in their purpose, it can resort to more desperate methods. It can consume a portion of its body to produce a breath weapon consisting of many tiny fragments of razor sharp crystal. If these make contact with sensitive tissue such as the eyes or lungs, they can have a devastating effect.

The garnamond can also shatter itself into several smaller bodies and these can fight on independently. Each of these smaller bodies will fully regenerate any damage suffered by the parent garnamond, and they receive an equal portion of the total hit points. Once the garnamond shatters itself in this manner, however, it begins its final death cycle and the bodies will gradually decay into small wriggling crystals. These crystal larvae will wriggle off into the surrounding rock, seeking a partner to merge and form a new garnamond body.

**Breath Weapon (Su):** Can breathe a cone of razor-sharp crystals in a cone 60 feet long once every five rounds. Anyone in the effect takes 6d6 damage (Reflex half DC 12), but the garnamond also takes one half (round down) of this damage.

**Improved Grab (Ex):** To use this ability, the garnamond must hit with its slam attack.

**Division (Ex):** When seriously threatened, can divide into one small 1 HD creature per Hit Die originally possessed. These new creatures have full hit points regardless of the original creature's status. They lose the Fast Healing ability, instead losing 1 hit point per round. When they die, they release a number of small seed-crystals that, if under proper conditions, can merge with another to grow into a 6 HD garnamond in one year.

## Ghorig

### Small Humanoid (Goblinoid)

**Hit Dice:** 2d6 (7 hp)

**Initiative:** +2 (Dex)

**Speed:** 30 ft., fly 40 ft. (poor)

**AC:** 13 (+2 Dex, +1 leather armor)

**Attacks:** Dagger +0 melee; or dart +3 ranged

**Damage:** Dagger 1d4-2; or dart 1d4-2

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Sneak attack +1d6

**Special Qualities:** Darkvision 60 ft., low-light vision, evasion

**Saves:** Fort +0, Ref +5, Will +1

**Abilities:** Str 7, Dex 15, Con 10, Int 10, Wis 12, Cha 8

**Skills:** Balance +4, Hide +6, Intuit Direction +3, Listen +8, Move Silently +10, Pick Pocket +7, Search +4, Spot +12

**Feats:** Alertness, Endurance

**Climate/Terrain:** Any land

**Organization:** Solitary or gang (2-5)

**Challenge Rating:** 2

**Treasure:** Standard

**Alignment:** Usually neutral evil

**Advancement:** By character class

These beasts are winged goblin spies that were created by a cambion ogre magi of great power. They are somewhat shorter than normal goblins, with stiff hairs arranged in a bristle around the ears and a warty, dark-green hide. Their wings are bat-like, with dark green skin stretched between the fingers.

Ghorig are poor flyers overall, but capable of gliding for great distances. Being few in numbers, they are reserved for special missions rather than fighting together as a horde. Their keen night sight makes them especially suited for scouting missions over enemy territory. On the ground, the ghorig are equipped with little more than a long knife, darts, and a leather vest.

Most ghorig are trained in the skills of a rogue; the information in the statistics block is for one of 2<sup>nd</sup> level.

### Combat

In most ways ghorig are very similar to their goblin cousins. As they are the scouts of the goblin hordes, ghorig rarely stay around to fight a battle unless they are heavily favored. They prefer to fight from ambush, and use their flying ability to stay out of reach of melee attacks.

**Low-Light Vision (Ex):** Ghorig can see twice as far as a human in starlight, moonlight, torchlight, etc.

**Skills:** Ghorig gain a +4 racial bonus to Move Silently and Spot checks. They gain the Endurance feat as a bonus feat.

## Giant, Rust

### Large Giant (Earth)

**Hit Dice:** 13d8+52 (110 hp)

**Initiative:** +2 (Dex)

**Speed:** 40 ft.

**AC:** 23 (-1 size, +2 Dex, +13 natural)

**Attacks:** Masterwork falchion +13/+8 melee, and off-hand masterwork falchion +9; or longspear +10/+5 ranged

**Damage:** Masterwork falchion 2d4+7; or longspear 1d8+7

**Face/Reach:** 5 ft. by 5 ft./10 ft.

**Special Attacks:** Mind wrench, psionics

**Special Qualities:** Cold iron, lightning resistance 20

**Saves:** Fort +12, Ref +6, Will +5

**Abilities:** Str 24, Dex 14, Con 18, Int 17, Wis 13, Cha 14

**Skills:** Climb +8, Craft (any one) +7, Diplomacy +5, Knowledge (any two) +8, Listen +5, Spot +5

**Feats:** Alertness, Expertise, Two-Weapon Fighting, Weapon Focus (falchion)

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**Climate/Terrain:** Any dry land or underground

**Organization:** Solitary, family (3-5 plus 35% noncombatants plus 1 psion or psychic warrior of 4<sup>th</sup>-7<sup>th</sup> level plus 2-5 Medium-size earth elementals or 1-4 minor xorn), or band (6-9 plus 1 psion or psychic warrior of 4<sup>th</sup>-7<sup>th</sup> level plus 2-5 Medium-size earth elementals or 1-4 minor xorn)

**Challenge Rating:** 10

**Treasure:** Standard

**Alignment:** Usually lawful neutral or lawful good

**Advancement:** By character class

This race of giants is named for their prominent orange-brown flesh. Their dark hair has a metallic luster that shimmers in the light. As giants go, these are not particularly large beings, being slightly shorter in height than a hill giant. However their clever minds more than make up for their relatively diminutive stature.

Native to the elemental plane of earth, these beings have a strong affinity for metals and minerals. Indeed their hard flesh is saturated with cold iron, making them both highly resistant to arcane magic and unable to practice the arcane magical arts. In compensation though, rust giants are particularly proficient with the use of psionic powers.

Rust giants normally speak Dwarven, Giant, Common, and Terran.

### Combat

Rust giants enjoy the martial arts, and are often well trained at fighting with a variety of weapons

and weapon styles. Against an honorable foe they prefer a fair fight, and will often hold their psionic abilities in reserve if they believe it would give an unfair advantage.

**Mind Wrench (Sp):** This attack is a cone 60 feet long. Anyone living beings in this cone must succeed at a Will save (DC 17) or become paralyzed for 1d4 rounds. Creatures with an Intelligence of 6 or less are also automatically dazed for a round, even if they succeed at their Will save.

**Psionics (Sp):** At will—*daze, detect thoughts, entropic shield, freedom of movement, hold person, levitate, spider climb, sound burst, 3/day—dimension door, fabricate, plane shift, reduce, telekinesis*. These abilities are as the spells cast by a 13<sup>th</sup>-level sorcerer (save DC 12 + spell level).

**Cold Iron (Su):** Rust giants are unable to prepare arcane spells or activate arcane magical items. They receive Spell Resistance 30 against arcane magic.

### Rust Giant Society

Rust giant communities are very similar to those of their distant cloud giant cousins, although rust giants have a strong faith in the role of law and stable institutions in their society. While many rust giants are potent psionists, they greatly respect personal privacy and will only invade the mind of another on evidence of criminal intent or illicit behavior.

Of all the communities of giants, rust giants have the best relations and strongest ties with dwarves. Unless there is good reason to be suspicious, dwarves always receive a favorable reaction from a rust giant community. No rust giant will willingly attack a dwarf without good cause.

### Rust Giant Characters

A rust giant's favored class is psion. Most rust giant leaders are psions or psychic warriors. About 4% of adult rust giants are clerics. Rust giant clerics can choose two of the following domains: Earth, Knowledge, Law, and War.

## Giant, Sea

### Gargantuan Giant (Water)

**Hit Dice:** 16d8+96 (168 hp)

**Initiative:** +1 (Dex)

**Speed:** swim 50 ft.

**AC:** 17 (-4 size, +1 Dex, +10 natural)

**Attacks:** Gargantuan shortspear +17/+12/+7 melee; or Gargantuan net +10 melee

**Damage:** Gargantuan shortspear 2d8+9; or Gargantuan net

**Face/Reach:** 20 ft. by 20 ft./20 ft.

**Special Attacks:** Dominate animal

**Special Qualities:** Water breathing

**Saves:** Fort +16, Ref +6, Will +6

**Abilities:** Str 28, Dex 12, Con 23, Int 11, Wis 12, Cha 9

**Skills:** Intuit Direction +3, Knowledge (underwater nature) +3, Listen +9

**Feats:** Exotic Weapon (net)

**Climate/Terrain:** Underwater

**Organization:** Solitary, gang (2-5), hunting/raiding party (6-9 plus 1-3 orca whale or 2-4 huge shark), or tribe (21-30)

**Challenge Rating:** 13

**Treasure:** No coins; double goods; standard items

**Alignment:** Always lawful evil

**Advancement:** By character class

This enormous race of seafaring amphibians shares a common ancestor with the lizardmen. Some time in the distant past, however, they were changed into the largest of the common giant races. The hands of the sea giants are webbed, but capable of handling weapons and tools fashioned from coral. A spiked dorsal fin peaks at the rib cage, then runs the length of their back to the tail. The ocean water supports much of their vast bulk, and they are incapable of standing upright on dry land, even if they had legs instead of a shark-like tail.

The tough, slick, dark-green hide of the sea giant provides considerable protection, and streamlines their movement through the water. Their eyes are slitted vertically much like a cat, and provide excellent vision underwater. They also have large, spiked ears that sense minute noises from passing fishes and other denizens of the depths.

### Combat

Sea giants travel in small hunting parties to trap and slay large creatures, such as whales or giant sharks. They even gather orcas to join their hunt and round up the prey. Typically, a sea giant hunting party is armed with razor-sharp coral spears, and they employ a large net made from tough shark hide.

**Dominate Animal (Su):** Sea giants can use *dominate animal* 3 times per day as the spell cast by a 5<sup>th</sup>-level druid.

**Water Breathing (Ex):** Sea giants can breathe underwater indefinitely.

**Skills:** A sea giant gains a +8 racial bonus to Listen checks while underwater.

### Sea Giant Society

The sea giant clans typically reside in clusters of underwater caves, surrounded by delightful gardens decorated by beautiful coral and many tropical fishes. The clans grow extensive fields of seaweed in the ocean shallows. They have some limited commerce with lizardmen, but usually avoid contact with any other surface dwellers. They are greatly feared and hated by other intelligent sea dwellers, which they enslave to work the farms.

There may be a rare offshoot of the sea giants who inhabit large, freshwater lakes. These are smaller than their sea-going cousins, and are not held in high regard by true sea giants. Even their cultures are quite divergent, with lake giants being said to be far more benevolent and sophisticated than the somewhat brutal sea giants. Most sea giants avoid unsalted water unless necessary, so the two races rarely meet.

### Sea Giant Characters

A sea giant's favored class is fighter. Most sea giant leaders are fighters or warriors. Sea giant clerics worship an evil god of the sea and can choose any two of the following domains: evil, law, and water.

## Giant Beetle, Tiger

### Medium-Size Vermin

**Hit Dice:** 5d8+5 (27 hp)

**Initiative:** +7 (+3 Dex, +4 Improved Initiative)

**Speed:** 80 ft., fly 100 ft. (good)

**AC:** 19 (+3 Dex, +6 natural)

**Attacks:** Bite +7 melee

**Damage:** Bite 1d6+4

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Straight rush, improved grab

**Special Qualities:** Fast

**Saves:** Fort +5, Ref +4, Will +1

**Abilities:** Str 18, Dex 17, Con 13, Int -, Wis 10, Cha 9

**Skills:** Listen +5, Spot +5

**Feats:** Improved Initiative

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**Climate/Terrain:** Temperate and warm land

**Organization:** Solitary or colony (2-5)

**Challenge Rating:** 3

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 6-8 HD (Medium-size); 9-10 HD (Large)

The giant tiger beetle is similar in form to other beetles, but the head is wider than the thorax behind. Their carapace is often quite colorful and iridescent, with a metallic sheen. They can be found in shimmering red, green, blue, or orange hues; and a dark underbelly.

An exceptionally fast creature, this beetle can move rapidly across the ground or fly swiftly through the air. They prefer a warm environment, favoring open areas heated by the sun.

### Combat

The giant tiger beetle is a voracious eater that uses its exceptional speed to pursue and run down prey. It can deliver a fierce bite with its powerful mandibles. Once it has a hold it crushes the prey until the creature is dead.

**Straight Rush (Ex):** As long as it only moved in a straight line following an initial turn, the giant tiger beetle can make a full attack following a move action.

**Improved Grab (Ex):** To use this ability, the giant tiger beetle must hit with its bite attack. If it gets hold, it inflicts bite damage each round.

## Gloom Fly

### Diminutive Vermin

**Hit Dice:** 1/4d8 (1 hp)

**Initiative:** +3 (Dex)

**Speed:** 10 ft., fly 40 ft. (good)

**AC:** 18 (+4 size, +3 Dex, +1 natural)

**Attacks:** Bite +7 melee

**Damage:** Bite 1d3-5

**Face/Reach:** 1 ft. by 1 ft./0 ft.

**Special Qualities:** Gloom, vermin

**Saves:** Fort +2, Ref +3, Will +0

**Abilities:** Str 1, Dex 16, Con 10, Int -, Wis 11, Cha 2

**Skills:** Hide +7, Intuit Direction +3, Spot +4

**Feats:** Weapon Finesse (bite)

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**Climate/Terrain:** Any underground

**Organization:** Swarm (21-40)

**Challenge Rating:** 1/8

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** -

This flying insect resembles a blend of a beetle and a dragonfly. It has a dark, glistening carapace patterned with hues of deep purple and forest green. The insect is about two inches long, with four semi-transparent veined wings and a long, segmented abdomen. The gloom fly commonly lingers over the scat of enchanted creatures, especially those that dwell in cool, underground caverns and tunnels. They form flying swarms that circle about in a dancing, shifting cloud.

When the gloom fly takes to the air it creates a low, humming sound with its rapidly beating wings. However it is more notable for the dark appendage at the end of its tail which it uses to create an area of gloom. The insect is magically able to absorb much of the light and warmth from the surrounding air, then emit the absorbed energy in pulses that can be seen by creatures with darkvision. These flashes are invisible to the unaided human eye, so all a person might see of the swarm is a shifting, amorphous cloud of gloomy darkness. Normal sight within this cloud is limited to only a few feet, and the air feels unusually chill and hums with a steady drone.

### Combat

The gloom fly is comparatively harmless, although it can deliver a stinging bite if grabbed. However they will often cloak the presence of other creatures in the midst of their swarm, hiding within the poor lighting and low humming sound. Intelligent



creatures will sometimes linger in the darkness waiting for prey to wander into their reach.

**Gloom (Su):** Nebulous sphere of poor lighting in a five-foot radius sphere around each fly. The gloom obscures normal sight in a 5 ft. radius, but it has no effect on darkvision. Anything within the gloom has one-half concealment from attackers up to 5 ft. away (attacks by creatures with normal sight have a 20% miss chance). Beyond that distance any creatures within the gloom have total concealment (50% miss chance, and the attacker can not use normal sight to locate the target.)

**Feats:** The gloom fly gains the Weapon Finesse (bite) feat.

## **Goblin, Firedeep**

### **Small Humanoid (Goblinoid)**

**Hit Dice:** 1d8+1 (5 hp)

**Initiative:** +1 (Dex)

**Speed:** 30 ft.

**AC:** 16 (+1 size, +1 Dex, +1 natural, +2 leather armor, +1 stone buckler)

**Attacks:** Stone club +0 melee; or rock +0 ranged

**Damage:** Stone club 1d6-2; or rock 1d3-2

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Qualities:** Darkvision 60 ft., fire resistance 5, shape stone

**Saves:** Fort +3, Ref +1, Will +1

**Abilities:** Str 7, Dex 12, Con 13, Int 10, Wis 12, Cha 7

**Skills:** Climb +0, Craft (stoneshaping) +2, Hide +3, Listen +8, Move Silently +6, Spot +4

**Feats:** Alertness

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**Climate/Terrain:** Any land

**Organization:** Gang (4-9), band (10-80 plus 100% noncombatants plus 1 3rd-level sergeant per 20 adults and 1 leader of 4th-5th level), or tribe (20-200 plus 1 3rd-level sergeant per 20 adults, 1 lieutenant of 4th level, 1 leader of 5th-7th level)

**Challenge Rating:** 1/2

**Treasure:** Standard

**Alignment:** Usually neutral evil

**Advancement:** By character class

Deep in the bowels of the earth, where the rock is hot enough to burn the flesh and the groundwater turns to steam, dwells this little known race. The firedeep are the forgotten creation of the goblin gods, and are close cousins to the goblin that dwell near the surface. These goblins are, however, strikingly different in certain respects.

The rough flesh of the firedeep goblin is an ash white hue, with the pupils of their eyes being equally pale. Their hair is a short, pale gray stubble

that only grows on the back of their heads. An odd layer of slime coats the tough skin, protecting the firedeep from the extreme temperatures at these depths. They are normally clothed only in a crude leather garb that serves as simple armor.

The blood of the firedeep goblin is a blackened ichor that moves of its own accord when torn from the body. This ichor will sting the flesh of any creature it touches, and leaves small boils upon the skin. However this damage is negligible and will quickly heal after a week or two.

Because they were created for life in the depths these goblin have lost the normal sight of the surface dwellers. Instead they have exceptional hearing and very effective darkvision.

Apart from their ability to withstand the withering heat in the depths, the distinguishing ability of the firedeep goblin is their stone shaping power. They are quite adept at this ability and can form stone into shapes and forms that pass for adequate sculpting. They employ this to reshape the stone about their homes into an organic hive of chambers and tunnels that would bewilder any invaders.

### **Combat**

Due to their innate ability to reshape common rock, firedeep goblins are able to form weapons and bucklers out of stone. These implements are almost as effective as metal and wood. They are adept at reshaping their underground environment and turning narrow tunnels into a death trap.

**Shape Stone (Su):** Once per day a firedeep goblin can reshape a total of 10 cu. ft. of stone into any shape. It requires a full round action to reshape each cubic foot of stone.

**Skills:** Firedeep goblins receive a +4 racial bonus to Listen and Move Silently checks.

### **Firedeep Goblin Society**

Although it seems that life in the hot depths should be all but unbearable, the firedeep goblins have fared well in this environment. There are a surprising variety of extreme life forms this deep beneath the earth, and the clans never want for food. Instead much of their spare time is spent warring upon each other, or making the occasional forays into the cooler passages above in search of booty.

The firedeep goblin society is a continual struggle for supremacy, and only the craftiest members of the tribe rise to become leaders and mate with the females. As few other races can survive down here, the firedeep goblins settle for making slaves of the other goblins captured during raids.

In most other respects the firedeep goblin society is similar to that of other goblins. There are certainly cultural differences, and a greater emphasis on stone working and shaping. But these goblins worship the same gods, and have the same skills and clan organization as their brethren.

## Hordling

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### Small Beast

**Hit Dice:** 1d10 (5 hp)

**Initiative:** +0

**Speed:** 50 ft.

**AC:** 15 (+1 size, +4 natural)

**Attacks:** Bite +4 melee

**Damage:** Bite 1d4+4

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Crushing bite, improved grab

**Special Qualities:** Scent, stun immunity

**Saves:** Fort +2, Ref +2, Will +1

**Abilities:** Str 16, Dex 11, Con 10, Int 2, Wis 12, Cha 1

**Skills:** Jump +5, Listen +2, Spot +2

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**Climate/Terrain:** Any land

**Organization:** Solitary, pack (2-50), drove (50-200), or horde (200-1,000)

**Challenge Rating:** 1

**Treasure:** None

**Alignment:** Always chaotic evil

**Advancement:** 2-3 HD (Medium-size)

These howling, jabbering abominations were created in the heart of chaos and exist only to consume. Hordling packs relentlessly haunt the barren lands, looking for any creatures to eat, regardless of how small or pitiful a meal they may provide.

As creatures go, hordlings are both revolting and terrifying to behold. Their tapered, fang-filled maws dominate their over-large heads. Small, beady eyes are set atop the head, with inadequate ear holes just behind. The body tapers from front to back, with powerful front shoulders and peculiarly small hammocks. Thick plates of cartilage along the back provide protection to the neck and back, favorite targets of rival hordlings. They are covered with a dark, spiny fur that is often tattered and covered in dirt. A pathetic looking tail, bearing a small tuft at the end, drags along behind the creature.

When their numbers grow too great for the land to support, the hordling instinctively form great hordes and advance out of their lands destroying all in their path. Ravenous beyond measure, these hordes will flow forth without stopping to feast or

rest. They will not stop until they are all slain or have starved to death. Fortunately, major invasions of this type are quite rare, only happening every few centuries. More often their numbers are culled by constant wars between the packs.

### Combat

The hordlings attack en masse, with the front ranks biting down to hold the prey while the rest of the pack dives in to tear off swaths of flesh.

**Crushing Bite (Ex):** The bite of the hordling has a threat range of 18-20 and deals triple damage on a critical hit.

**Improved Grab (Ex):** To use this ability a hordling must hit with a bite attack. If it gets a hold it locks onto its target and automatically inflicts bite damage each round.

## Karkadann

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### Huge Magical Beast

**Hit Dice:** 5d10+25 (52 hp)

**Initiative:** +2 (Dex)

**Speed:** 40 ft.

**AC:** 13 (-2 size, +2 Dex, +3 natural)

**Attacks:** Bite +10 melee, horn +5 melee

**Damage:** Bite 2d6+7, horn 2d6+3

**Face/Reach:** 10 ft. by 20 ft./10 ft.

**Special Attacks:** Ferocious charge

**Special Qualities:** Detect poison, scent

**Saves:** Fort +9, Ref +6, Will +1

**Abilities:** Str 24, Dex 15, Con 21, Int 6, Wis 10, Cha 11

**Skills:** Listen +6, Spot +6, Wilderness Lore +5

**Feats:** Alertness

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**Climate/Terrain:** Any hot land

**Organization:** Solitary

**Challenge Rating:** 5

**Treasure:** Magical horn

**Alignment:** Always neutral

**Advancement:** 6-9 HD (Huge)

This ferocious predator has a voracious appetite, and is much feared by all grazing animals. The karkadann resembles a huge, stag-like creature, with wolf-like features and a temperament to match. Also known as a karg, it lives a solitary life at the edges of deserts and hot, barren lands. Much like a unicorn, a karkadann bears a single horn in the center of its forehead. This horn is reputed to be very tough, and is sensitive to the presence of poison. One common myth concerning the karg is that it can be stilled by the presence of the ringdove bird, or by a young woman of pure virtue.

## Combat

The karkadann charges with its horn then bites until its prey is dead. It will only hunt live creatures.

**Detect Poison (Su):** At will as the *detect poison* spell cast by a 5<sup>th</sup>-level cleric. If the horn is detached it can be used to cast *detect poison* up to three times per day. The horn has a market value of 3,000gp.

**Ferocious Charge (Ex):** When attacking exclusively with its horn using a charge action, the karkadann attacks at a base +10 melee and deals triple damage.

## Khryg

### Medium-size Humanoid (Khryg)

**Hit Dice:** 1d8+6 (33 hp)

**Initiative:** +3 (Dex)

**Speed:** 30 ft., climb 20 ft.

**AC:** 13 (+2 Dex)

**Attacks:** Club +0 melee

**Damage:** Club 1d6-1

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Qualities:** Khryg traits, track

**Saves:** Fort +3, Ref +2, Will +1

**Abilities:** Str 9, Dex 14, Con 12, Int 9, Wis 12, Cha 10

**Skills:** Balance +4, Climb +4, Hide +4, Jump +1, Knowledge (nature) +3, Listen +2, Move Silently +3, Spot +2, Wilderness Lore +4

**Feats:** Alertness, Skill Focus (wilderness lore)

**Climate/Terrain:** Any forest

**Organization:** Company (2-4), squad (11-20 plus 2 3<sup>rd</sup>-level druids and 1 leader of 3<sup>rd</sup>-6<sup>th</sup> level).

**Challenge Rating:** 1/2

**Treasure:** Standard

**Alignment:** Always chaotic neutral

**Advancement:** 7-10 HD (Medium-size)

The khryg are lithe, fur-covered humanoids with long, prehensile tails. Their heads are narrow and triangular, with a fleshy beak and a flowing mane. The arms and legs are sinewy, with three-digit hands and feet. Triple-jointed legs give them an odd, tottering gait that is somehow elegant.

This race is very agile and can leap between tree branches effortlessly. Fully erect, they stand about 6-1/2 feet tall and usually wear minimal attire.

Most khryg encountered outside their homes are rangers or druids; the information in the statistics block is for a ranger of 1<sup>st</sup> level.

## Combat

The khryg also have an amazing ability to heal wounds at a prodigal rate, exceeded only by that of a troll. It is believed that this ability allows the khryg to survive falls from great heights. Unfortunately, they are very vulnerable to fire and have a great fear of combustion.

Despite their remarkable powers of healing, the khryg are a cowardly race and will usually flee their home rather than risk battle.

**Khryg Traits (Ex):** Khryg have a number of racial traits.

- Fast healing 4
- Low-Light Vision: Khryg can see twice as far as a human in starlight, moonlight, torchlight, etc.
- +2 racial bonus to Balance, Climb, and Jump checks.
- -2 penalty to saves against fire-based spells or effects.

## Khryg Society

The beautiful fur coloration of a khryg is grown according to a complex pattern determined by the social structure within their tribes, and is a source of considerable pride for these beings. Fur coloration ranges from drab browns, yellows, or gray, to brilliant green and blue with some red, white and black banding around the neck.

To some folks the natural honesty of the khryg more than makes up for their flightiness. However, they are not generally respected among most races. While the khryg fall somewhat below a typical human in intelligence, they are masters of plant lore and have learned to shape their surroundings through magic and careful cultivation.

Living plants and trees are the only comfortable habitat for a khryg. While they can tolerate wood or stone structures for a period, they are always uncomfortable in such surroundings.

A deep love and knowledge of plant life gives the khryg a profound understanding of vegetation, its purpose within the ecosystem, and how to alter its form and function.

## Khryg Society

A khryg's favored class is druid. Khryg leaders are usually druids.

## Lasa

### Medium-size Outsider (Good)

**Hit Dice:** 6d8+6 (33 hp)

**Initiative:** +3 (Dex)

**Speed:** 30 ft., fly 50 ft. (good)

**AC:** 13 (+3 Dex)

**Attacks:** Short spear +5 melee

**Damage:** Short spear 1d8-1

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Spells, summon lasa

**Special Qualities:** Damage reduction 10/+1,

ethereal jaunt, low-light vision

**Saves:** Fort +6, Ref +8, Will +9

**Abilities:** Str 8, Dex 17, Con 12, Int 15, Wis 19, Cha 17

**Skills:** Concentration +4, Diplomacy +12, Gather Information +7, Heal +9, Hide +11, Knowledge (religion) +9, Listen +12, Move Silently +6, Sense Motive +7, Spellcraft +8, Spot +12

**Feats:** Alertness, Flyby Attack

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**Climate/Terrain:** Any land and underground

**Organization:** Solitary or troupe (3-6)

**Challenge Rating:** 4

**Treasure:** Standard

**Alignment:** Always Neutral Good

**Advancement:** 7-10 HD (Medium-size)

These female guardian spirits resemble winged elves or nymphs. They inhabit the crypts of a gravesite that has been blessed by their patron goddess. A lasa is normally found on their home plane, where they engage in much play and frivolity. When tasked they are serious about their duty, however, and will tolerate no breach of a tomb they guard. If approached in a friendly manner, a lasa will freely talk about her duty, her goddess, or any other subject that interests her. She will be especially taken by any cleric of her goddess.

The lasa believe that looting a sanctified tomb is the worst crime that a mortal can commit, and will try her utmost to keep her ward safe from such evil beings. She will aid any beings that will help her in this duty. A lasa is a tireless guardian who requires no refreshments of any kind. She watches a gravesite for seven years before being replaced by another of her kind.

### Combat

No lasa will willingly harm another being unless the creature intends to pillage a grave, for this is their sacred duty as guardians. The lasa do not care for personal combat and will attempt to neutralize their foes by beguiling them or through the use of

spells from above. They do not wear armor but can use bucklers, clubs, short spears, and daggers.

**Spells:** A lasa can cast divine spells as a cleric of the level equal to their number of hit dice, gaining bonus spells for a high Wisdom score. The two domains of a lasa are chosen from Good, Knowledge, and Protection.

**Immunities (Ex):** Lasa are immune to disease, aging, fear, and sleep effects.

**Summon Lasa (Sp):** Once per day a lasa can attempt to summon another lasa with a 35% chance of success.

**Ethereal Jaunt (Su):** At will as the spell as cast by a 9<sup>th</sup>-level cleric.

## Lenk

### Huge Magical Beast

**Hit Dice:** 9d10+45 (95 hp)

**Initiative:** +3 (Dex)

**Speed:** 40 ft., glide 50 ft.

**AC:** 13 (-2 size, +3 Dex, +2 natural)

**Attacks:** 2 claws +14/+9 melee; bite +12/+7 melee

**Damage:** Claw 2d4+9; or 2d6+4 bite

**Face/Reach:** 10 ft. by 20 ft./10 ft.

**Special Attacks:** Wing burst

**Saves:** Fort +11, Ref +9, Will +6

**Abilities:** Str 28, Dex 16, Con 21, Int 5, Wis 16, Cha 12

**Skills:** Jump +14, Listen +10, Spot +10

**Feats:** Alertness, Multiattack

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**Climate/Terrain:** Any thinly wooded land

**Organization:** Solitary or pair

**Challenge Rating:** 7

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 10-12 HD (Huge)

A Lenk is a giant, flightless bird known to inhabit certain thinly wooded wild lands. Undoubtedly a magical creation, this beast has the legs of a crane, the wings and body of a gull, and the head and beak of a hawk. When they can locate a spouse, the Lenk are known to mate for life. The male builds a huge, covered nest from massive tree branches dragged far across the woods. The call of a Lenk is a long, soulful cry that can carry a great distance on a peaceful day.

### Combat

While unable to provide lift, the wings of a Lenk can create a prodigious blast that can knock a full grown man off his feet, and enables the beast to glide quite respectable distances. Each long, gangly

leg has four claws that can rend a creature while the powerful beak tears it apart.

**Wing Burst (Ex):** As a full round action a Lenk can generate a blast of severe wind with its wings emanating outward in an area 20 ft. wide out to a distance of 60 ft. The burst has the same effects as a *gust of wind* spell cast by a 5<sup>th</sup>-level wizard.

## Manta-Kine

### Medium-size Monstrous Humanoid

**Hit Dice:** 1d8+1 (5 hp)

**Initiative:** -1 (Dex)

**Speed:** 30 ft.

**AC:** 11 (-1 Dex, +2 natural)

**Attacks:** Glaive +1 melee; or bite +1 melee

**Damage:** Glaive 1d10; or bite 1d4 and paralysis

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attack:** Paralysis

**Special Qualities:** Manta-kine traits

**Saves:** Fort +4, Ref -1, Will +1

**Abilities:** Str 10, Dex 9, Con 13, Int 10, Wis 12, Cha 8

**Skills:** Alchemy +3, Bluff +3, Disable Device +3, Hide +3, Intimidate +2, Listen +3, Move Silently +3, Open Lock +5, Pick Pocket +5, Spot +3

**Feats:** Great Fortitude

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**Climate/Terrain:** Any warm land and underground

**Organization:** Solitary or Gang (2-4)

**Challenge Rating:** 1

**Treasure:** Standard

**Alignment:** Always chaotic neutral

**Advancement:** By character class

Also called the sissirin, this little-known race has a head resembling that of a hooded cobra, with a wiry, humanoid frame. The arms and legs of the manta-kine consist of flexible tentacles, with a bundle of slender tendrils at the tip of each arm.

Most manta-kine encountered outside their home are rogues; the information in the statistics block is for one of 1<sup>st</sup> level.

### Combat

When travelling outside their hives, the manta-kine are armed with a hardwood glaive that has a double-pronged tip. The longer barbed prong is used to hook or trip an opponent, while the shorter tip is often fitted with a nasty stinging bulb. For extra protection, woven leather armor is often worn under the robes. While less than physically imposing overall, the bite of these creatures injects a toxin that can completely paralyze smaller creatures within a few moments.

**Paralysis (Ex):** Those hit by the manta-kine's bite must succeed at a Fortitude save (DC 11) or be paralyzed for 1d3 minutes from injected toxin.

**Manta-Kine Traits (Ex):** Manta-kine benefit from a number of racial traits.

- Darkvision up to 60 feet.
- Low-light vision. Manta-kine can see twice as far as a human in starlight, moonlight, torchlight, and similar conditions of poor illumination.
- +2 racial bonus to Disable Device, Open Lock, and Pick Pocket checks due to nimble fingers.
- Manta-Kine gain Alchemy as a class skill.

### Manta-Kine Society

Due to their sensitive eyes, manta-kine much prefer dim lighting, and usually wear loose, hooded robes to cover their heads and other extremities. The flesh is a dark, scaly green, with light and dark tan stripes extending from just above the wide nostrils to the base of their protruding spine. The female of the species is smaller and more numerous than the males. A deep aqua hue and the lack of a toxic bite distinguish them from the males.

The Sissirin dwell in extensive, well-concealed adobe tunnels in the barren lands. When they mate, the Sissirin produce batches of eggs that are kept in a fanatically guarded rookery at the heart of their hive. Despite their nature-based civilization, the sissirin possess a sophisticated culture and a highly centralized, theocratic government. Well versed in herbal lore, they have mastered the art of cultivating different strains of mushrooms and fungi for various specialized purposes.

Their serpentine appearance causes strong reactions among outsiders, so the manta-kine are justifiably wary of any strangers. The priesthood often cultivates secret spy networks among potential foes, seeking to play enemies against each other.

### Manta-Kine Characters

A manta-kine's favored class is rogue. Most manta-kine leaders are rogues. Manta-kine clerics worship a goddess of shadows and thievery and can choose two of the following domains: Chaos, Earth, Plant, and Trickery. Most manta-kine spellcasters, however, are adepts.

## Mortslayer

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### Medium-size Undead

**Hit Dice:** 4d12 (26 hp)

**Initiative:** +0

**Speed:** 30 ft.

**AC:** 19 (+4 armor, +5 natural)

**Attacks:** 2 claws +5 melee

**Damage:** Claw 1d4+4 and disruptive touch

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Spell-like abilities, disruptive touch

**Special Qualities:** Undead, +2 turn resistance, damage reduction 5/+1, fast healing 1, immunities

**Saves:** Fort +1, Ref +1, Will +8

**Abilities:** Str 16, Dex 10, Con -, Int 9, Wis 14, Cha 5

**Skills:** Hide +4, Knowledge (undead) +7, Listen +5, Move Silently +5, Search +4, Spot +7

**Feats:** Iron Will

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**Climate/Terrain:** Any land and underground

**Organization:** Solitary

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Usually lawful good

**Advancement:** 5-8 HD (Medium-size) 9-12 HD (Large)

These beings are formed from the corpses of individuals who had fanatically dedicated their life to hunting undead. They appear vaguely as they did in real life, possessing a skeletal body filled in with the hallow earth from a graveyard and coated with blackened, dead moss. The mortslayer is incapable of vocalizations, emitting only a grating sound from their jaws.

The mortslayer retains sufficient sentience from its previous existence that it is able to continue its function of hunting down and slaying undead. However it lacks the creative abilities and potential for higher learning of a living being.

The mortslayer has little understanding of its own undead state, believing that it is actually an elevated servant of some higher power that is dedicated to ridding the world of wandering or corrupt spirits. They are incapable of comprehending the irony of their own existence and its contradictory purpose. Mortslayer are solitary beings and will not accept aid unless it is directed at destroying undead.

### Combat

Although they retain the knowledge of how to wield weapons, the mortslayer prefer to fight unarmed in order to use their divine power to disrupt undead opponents. However they often

wear armor, typically an old and battered shirt of chain mail. The mixture of loam and bone that forms their body also makes them difficult to damage.

**Disruptive Touch (Su):** Claw attacks against undead always hit the target regardless of damage reduction. On a failed Will saving throw at DC 8 the undead is disrupted for a round and is only able to take a partial action when it would normally be able to take a full action. This has no effect on undead that are already limited to a partial action.

**Immunities (Ex):** A mortslayer is immune to negative energy attacks. Successful attempts to rebuke a mortslayer will instead destroy it.

**Undead:** Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

**Spell-Like Abilities:** At will—*detect undead*, 1/day—*bles*, *protection from evil*, and *sanctuary*. These abilities are as the spells cast by a 4<sup>th</sup>-level cleric (save DC 7 + spell level.)

## Namuthid

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### Small Aberration

**Hit Dice:** 6d8+12 (39 hp)

**Initiative:** +7 (+3 Dex, +4 Improved Initiative)

**Speed:** 5 ft., fly 30 ft. (good)

**AC:** 15 (+1 size, +3 Dex, +2 natural)

**Attacks:** Tentacle lash +6 melee

**Damage:** Tentacle lash 1d6

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Psionics, improved grab, blood drain

**Special Qualities:** SR 20, darkvision 90 ft., flight, telepathy

**Saves:** Fort +4, Ref +5, Will +8

**Abilities:** Str 10, Dex 16, Con 15, Int 12, Wis 16, Cha 15

**Skills:** Concentration +10, Escape Artist +7, Hide +6, Intuit Direction +8, Listen +6, Move Silently +7, Spot +6

**Feats:** Alertness, Improved Initiative, Weapon Finesse (tentacle lash)

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**Climate/Terrain:** Any underground

**Organization:** Solitary, pair, bunch (3-5), or pack (6-20, plus a 3<sup>rd</sup>-level leader).

**Challenge Rating:** 6

**Treasure:** No coins; double goods; standard items

**Alignment:** Usually lawful neutral

**Advancement:** By character class

A recent arrival in the underground realm is this bizarre, floating creature. Its body consists of a bald, hairless human head with a thick bundle of wriggling, fleshy tentacles hanging below the neck. These flexible tentacles are as nimble as human hands, and are capable of tool use or wielding a weapon.

The namuthid has potent psionic abilities and moves about by levitating its body through psychokinesis. As it was been created for existence in darkness, it possesses the darkvision of many underground denizens.

The origins of this species remain a mystery, even to themselves. However they periodically receive telepathic instructions from a being that calls itself the Watcher. They are uncertain if this being is an unknown god, or simply a very powerful psionic creature. Namuthids speak Undercommon.

### Combat

Namuthids prefer to fight from a distance, using their psionic abilities. If pressed into melee combat, a namuthid lashes its enemies with the thick tentacles hanging from its head, then drain blood.

**Psionics (Su):** At will—*animate rope, charm person, command, detect thoughts, hold portal, mage hand, open/close, and random action*. 3/day—*confusion, fear, and hold person*. These abilities are as the spells cast by a 6<sup>th</sup>-level sorcerer (save DC 12 + spell level).

**Improved Grab (Ex):** To use this ability, the Namuthid must hit a creature with its tentacle lash. If it gets a hold, it can drain blood.

**Blood Drain (Ex):** A namuthid drains blood using feeding suckers at the end of the tentacles, dealing 1d4 points of temporary Constitution damage with a successful grapple check. This has no effect on creatures that are not subject to critical hits.

**Flight (Ex):** A namuthid's body is levitated by psychokinetic powers. This allows it to fly as the spell, as a free action, at a speed of 30 feet. This ability also grants it a permanent *feather fall* effect with personal range while it remains conscious.

**Telepathy (Su):** Namuthids can communicate telepathically with any creature within 100 feet that has a language.

**Skills:** Namuthids receive a +2 racial bonus to Escape Artist, Intuit Direction, and Move Silently checks.

### Namuthid Society

Namuthid share much in common with their human ancestors, and possess similar strengths and weaknesses. They are unusually social even compared to humans, and prefer to dwell in tight,

well-defended communities where they are safe from their enemies. As they have little need for garb or shelter from the elements, namuthid wear no garb or adornments. However they will often decorate themselves with facial markings or tattoos. These are used to denote the particular tribal affiliation.

As they possess some of the traits of both mind flayers and beholders, they have unfortunately drawn the attention of these evil beings. The constant threat posed by these foes has caused the namuthid societies to emphasize discipline and order, and they fight together in well-organized groups. Their telepathic abilities allow them to function together as a very effective team.

## Necrotic Brain

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### Tiny Undead

**Hit Dice:** 2d12 (13 hp)

**Initiative:** +0

**Speed:** -

**AC:** 22 (+2 size, +10 natural)

**Attacks:** -

**Damage:** -

**Face/Reach:** 2-1/2 ft. by 2-1/2 ft./0 ft.

**Special Attacks:** Psionics

**Special Qualities:** Undead, darkvision 60 ft, telepathy, limited senses

**Saves:** Fort +0, Ref +0, Will +4

**Abilities:** Str -, Dex -, Con -, Int 6, Wis 13, Cha 12

**Skills:** Knowledge (psionics) +3, Knowledge (any two) +1, Spot +8

**Feats:** Alertness

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**Climate/Terrain:** Any land and underground

**Organization:** Solitary

**Challenge Rating:** 2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 3-7 HD (Tiny)

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The first necrotic brain was created by Nalryu the mad, a little known necromancer that dwelled in a huge tower of bones. Bereaved over the unfortunate death of his twin sister Natalie, Nalryu sought to preserve her corpse by means of a *temporal stasis* spell. He then devised a tough, transparent container in which to preserve her brain, his first step toward constructing a golem to house her form. The small container was constructed from a spherical magical barrier with a hole in the base. The transparent container holds an oily preservative liquid in which the brain and the attached eyes can turn about at will. The container was sealed with a base that magically preserves the floating brain by

means of a permanent *gentle repose* spell. Finally the brain was revived with a unique necromantic spell researched by Nalryu.

Unfortunately the results did not work out to the satisfaction of Nalryu, and the brain of his sibling was revived as a barely functional mass of necrotic flesh. While many of the knowledge and mental abilities of the psion Natalie remained, she was incapable of personal growth and lacked an essential spark of intelligence. As such she was generally capable only of following instructions, and could not remember anything significant for longer than a few days.

Since that time others have managed to reproduce the experiment of Nalryu, creating necrotic brains from the minds of deceased psions. Unlike Nalryu, however, these later necromancers had altogether different motivations. The necrotic brains make perfect servants for their masters. They never sleep; were almost mindlessly loyal, and maintained many of their original psionic powers. As such they are ideal watchdogs and companions of their necromancer masters.

## Combat

The necrotic brain is a dull-witted undead, but still capable of employing some of its former psionic powers. It will use these powers to observe the surroundings and to defend its master.

**Undead:** Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. Not subject to critical hits, subdual damage. Ability damage, energy drain, or death from massive damage.

**Psionics (Sp):** At will—*clairaudience/clairvoyance, detect thoughts, mage hand, see invisibility*; 3/day—*charm person, suggestion*. These abilities are as the spells cast by a 6<sup>th</sup>-level sorcerer (save DC 11 + spell level).

**Telepathy (Su):** Necrotic brains can communicate telepathically with any creature within 60 feet that has a language.

**Limited Senses (Ex):** The only surviving sense of the necrotic brain is sight. It can not perform Listen checks. Any communication must be by means of telepathy or using physical gestures.

## Nemesis of the Braeth

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### Large Aberration

**Hit Dice:** 40d8+520 (700 hp)

**Initiative:** +9 (Dex)

**Speed:** 10 ft., 5 ft. burrow

**AC:** 29 (-1 size, +9 Dex, +21 natural)

**Attacks:** 2 claws +44/+39/+34/+29 melee; and bite +42/+37/+32/+27 melee

**Damage:** Claw 1d6+15 and poison; bite 2d6+7

**Face/Reach:** 5 ft. by 10 ft./5 ft.

**Special Attacks:** Crushing mass, improved invisibility, life drain, poison

**Special Qualities:** Cold and fire resistance 20, damage reduction 25/electric, immunities, nihilistic, psionics, regeneration 2, scent

**Saves:** Fort +26, Ref +17, Will +27

**Abilities:** Str 40, Dex 18, Con 36, Int 15, Wis 21, Cha 14

**Skills:** Climb +18, Intuit Direction +28, Listen +30, Search +13, Spellcraft +18, Spot +30, Wilderness Lore +14

**Feats:** Alertness, Ambidexterity, Blind-Fight, Cleave, Combat Reflexes, Endurance, Power Attack, Great Cleave, Multiattack, Sunder, Track

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**Climate/Terrain:** Any land and underground

**Organization:** Solitary

**Challenge Rating:** 56

**Treasure:** None

**Alignment:** Always chaotic evil

**Advancement:** -

This primordial slayer has lain dormant for millennia, awaiting the next call to go forth and extinguish more life. Few know of the existence of this nihilistic horror, and none that yet live know of his origins. Once set upon this task, he will relentlessly pursue his victim using all the powers and guile at his disposal, until he has extracted any remaining life force. Unless promptly given a new task, Nemesis will slay and destroy with wanton abandon.

When rendered visible, nemesis has a tapered, serpentine body, with four oversized arms, each tipped with two long, non-retractable force blades. His face is little more than a beaked mouth surrounded by tentacles, the inner side of which is covered in suction cups. Protruding wedges to either side of the head house the primary sense organs. A spiked fin runs from the back of the head to just past his armored torso, protecting the neck. The body is a dark metallic color, with a light gray sheen across the belly.



## Combat

The nemesis will allow no distractions to prevent it from slaying its designated foe. Any living being that approaches the nemesis will find its life force being drained away. Anything that gets in the way of the slowly moving nemesis will be crushed underneath its metallic bulk. The nemesis will ruthlessly dismember the target with its deadly force blades, and will continue to slice the victim apart until little more than a pile of ground flesh remains. Those who escape with only minor injuries will still suffer from the potent toxin in its claws.

**Crushing Mass (Ex):** The nemesis has a compact body that has a density almost equal to that of lead. Anything caught in its 5 ft. wide path must succeed at a Reflex save (DC 44) or be crushed underneath for 5d6 damage. Creatures with a movement rate at least half that of the nemesis can move out of the path as a free action. The nemesis will quickly smash any light structures that are not built to carry a weight of at least 20,000 lbs. Due to the extreme mass it automatically fails any Jump skill check.

**Immunities (Ex):** The nemesis is immune to energy drain, poison, sleep, disease, thirst, hunger, or death from massive damage. It has no need to breathe, so it can function equally well underwater or in a vacuum.

**Improved Invisibility (Ex):** The body of the nemesis continually warps the light around it to produce an effect identical to an *improved invisibility* spell.

**Life Drain (Su):** The nemesis continually drains the life energy from any beings in the immediate area. Everything within a 20 ft. radius receives one negative level (Fort remove DC 30). Within 10 ft. of the nemesis everything receives two negative levels. (Fort half 30).

**Nihilistic (Ex):** Each hour the nemesis remains without a designated target, it must make an Int check at DC 20 or begin running amuck, destroying everything in sight and slaying whomever it meets. It will begin roving randomly, dealing death and destruction to whatever it finds. Only a being that knows the true name of the nemesis is able to designate a new target.

**Poison:** Claw, Fortitude save (DC 42); initial damage 2d6 Constitution, secondary damage 2d4 Strength.

**Psionics (Sp):** At will-*Clairaudience/Clairvoyance, Detect Psionics, Dimensional Slide, Forced Mindlink, 1/day-Metafaculty, Plane Shift*. These abilities are as the powers manifested by a 19th-level Psion.

*Attack/Defense Modes (Sp): Empty Mind, Thought Shield.*

**Regeneration (Ex):** Electricity and exotic forms of radiation deal normal damage to a nemesis.

## Nepalope

### Large Magical Beast (Earth)

**Hit Dice:** 4d8+8 (26 hp)

**Initiative:** +2 (Dex)

**Speed:** 50 ft.

**AC:** 19 (-1 size, +2 Dex, +8 natural)

**Attacks:** Butt +7 melee; 2 hooves +2 melee

**Damage:** Butt 2d6+4, hoof 1d6+2

**Face/Reach:** 5 ft. by 10 ft./5 ft.

**Special Qualities:** Immunities, stone body, fire and cold resistance 12

**Saves:** Fort +6, Ref +6, Will +3

**Abilities:** Str 19, Dex 15, Con 14, Int 8, Wis 14, Cha 15

**Skills:** Balance +14, Jump +18, Listen +7, Profession (herding) +4, Spot +8

**Feats:** Alertness

**Climate/Terrain:** Any mountainous land

**Organization:** Solitary

**Challenge Rating:** 2

**Treasure:** Standard

**Alignment:** Always lawful neutral

**Advancement:** 5-9 HD (Large)

This magnificent mythical being most closely resembles a giant mountain ram, with a pearly-white marble body, tough crystalline horns, diamond-hard hooves, and deep green crystals that serve as eyes. A long mane of silky, black fibers flows the full length down the creature's back. The legs of the nepalope are both powerful and nimble, allowing the beast to leap gracefully across the most hazardous terrain. The nepalope is able to communicate in the local tongue, so they sometimes talk with those they do not find threatening.

It is a legend among certain mountain tribes that a nepalope is a sacred, immortal being that guard places of great power. The creatures are quite rare in most parts of the world, however, so few can attest to the truth of the matter.

## Combat

The nepalope is not especially aggressive and will normally seek to avoid combat. Only if it is protecting a site will it attack an intruder who does not heed its warnings and steer clear. It attacks with

its tough, crystalline horns or kicks the opponent with its hard hooves.

**Immunities (Ex):** Immune to disease, acid, electrical, and death effects.

**Stone Body (Ex):** As the body of the nepalope is formed of stone, stone-affecting spells or powers can target it.

**Skills:** Nepalopes receive a +8 racial bonus to Balance and Jump checks.

## Nubling

### Small Humanoid (Nubling)

**Hit Dice:** 1d8 (4 hp)

**Initiative:** +1 (Dex)

**Speed:** 20 ft.

**AC:** 16 (+1 size, +1 Dex, +3 ring mail, +1 small shield)

**Attacks:** Light mace +0 melee; or light crossbow +2 melee

**Damage:** Light mace 1d6-1, light crossbow 1d8

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Qualities:** Animal link

**Saves:** Fort +0, Ref +3, Will +1

**Abilities:** Str 9, Dex 12, Con 11, Int 10, Wis 13, Cha 14

**Skills:** Animal Empathy\* +3, Listen +2, Ride +3, Spot +2

**Feats:** Mounted Combat

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**Climate/Terrain:** Any land

**Organization:** Solitary, team (2-5), patrol (5-20 mounted plus 2 3<sup>rd</sup>-level squad leaders and 1 leader of 3<sup>rd</sup>-5<sup>th</sup> level), or troop (20-40 mounted plus 1 3<sup>rd</sup> level squad leader per 10 adults, 4 5<sup>th</sup>-level patrol leaders, and a 7<sup>th</sup> level wohma)

**Challenge Rating:** 1/2

**Treasure:** Standard

**Alignment:** Usually neutral

**Advancement:** By character class

Nublings are a short, compact race of humanoids that resemble cute and somewhat stocky human youngsters, roughly three feet in height. They have a dense coat of curly, banded-golden hair; amber or deep-emerald slitted eyes; heavy limbs; and large, four-digit extremities. The head is very human in appearance, although the eyes and diamond-shaped ears are larger than would be expected.

Most nublings encountered away from their camps are warriors; the information in the statistics block is for one of 1<sup>st</sup> level.

## Combat

For weaponry, tribal warriors favor the light crossbow, slings, circlet mace, or a light lance. Their nimble fingers can manufacture a very fine ring mail armor, and they usually carry a round shield bearing a symbol of interlocking circles. Mounted patrols are usually seen ranging well in advance of approaching nubling tribal columns, searching out potential threats or trade opportunities. The close link between nublings and their mounts make them effective cavalry, despite their diminutive size.

**Animal Link (Ex):** Nublings gain Animal Empathy as a class skill. They gain a +4 racial bonus to any Animal Empathy checks involving domesticated animals.

## Nubling Society

The tribes of nublings constantly travel the rolling central plains in small wood wagons. These compact vehicles are the products of generations of nubling craftsmen who have mastered every detail of wagon building. Bleached animal hides, cunningly sewn together and dyed to provide camouflage, cover the wooden sides. The hides also serve as water carriers, providing fire protection when punctured. When attacked, the wagons can be circled to form a nearly impregnable laager, and the nublings can move around the ring through the sealed wagon tunnel to pick off their foe from arrow slits.

The wagons are towed by mastallions, a special hybrid of mastiff and small plains horse. (Treat as a riding dog.) A mastallion stands as tall at the shoulder as the largest nubling, and is more than strong enough to serve as a mount. In addition to being reasonably intelligent, the mastallion share a special mental bond with their nubling masters.

Each year the nublings migrate between the alpine grasslands and the warmer southern lowlands. They bring along their goats and other domesticated animals to provide food, clothing, and other useful items. The nublings are also master traders, carrying all sorts of scarce goods across the dangerous plains.

The spiritual beliefs of the nublings are based on the ring, representing the circle of life, the seasons, and the ebb and flow of daily events. The traditional greeting of the tribes has all concerned locking hands to form a circle, then exchange words of greeting, friendship, and good fortune.

The shamanistic magic of the nublings is based on the circle, as represented by a ring of worshippers. Each tribe has a Wohma, the head shaman-cleric, who has mastered the arts of the five circles. His

temple wagon unfolds to form a ring-shaped church, with the sacred altar of stone placed in the exact center. The wagons of the tribe are then arranged around the temple to form an outer ring.

Nublings, especially those of higher rank, wear an inordinate amount of jewelry, often to the point of gaudiness. They especially prefer ring-shaped ornaments, such as bracelets, earrings, finger rings, etc. They wear little else in the way of garb, other than that required to protect their modesty or ward against the elements, the better to show off their finery.

### Nubling Characters

A nubling's favored class is rogue; nubling leaders tend to be rogues or ranger/rogues. Nubling clerics worship a nature god and can choose any two of the following domains: Animal, Plant, Sun, and Travel

## Ollorog

### Large Magical Beast

**Hit Dice:** 5d10+25 (52 hp)

**Initiative:** +2 (Dex)

**Speed:** 40 ft., burrow 10 ft.

**AC:** 16 (-1 size, +2 Dex, +5 natural)

**Attacks:** 2 claws +10 melee; bite +8 melee

**Damage:** Claw 1d6+6; bite 1d8+3 and paralysis

**Face/Reach:** 10 ft. by 10 ft./5 ft.

**Special Attacks:** Poison, rend 2d6+6, cocoon

**Special Qualities:** Light sensitivity, regeneration 3, scent

**Saves:** Fort +9, Ref +6, Will +1

**Abilities:** Str 22, Dex 15, Con 21, Int 6, Wis 10, Cha 4

**Skills:** Climb +12, Listen +7, Spot +7

**Feats:** Alertness, Multiattack

**Climate/Terrain:** Any temperate or warm land

**Organization:** Solitary or gang (2-5)

**Challenge Rating:** 6

**Treasure:** Standard

**Alignment:** Always chaotic evil

**Advancement:** 7-9 HD (Large)

These horrible creatures are a nightmare blend of a large monstrous spider and a troll. They are normally found in only a few rugged mountainous areas, but during their mating season they will rove about as packs in the lowlands.

Ollorogs have the head, arms, and upper torso of a troll, and the body and six legs of a giant spider. On their face are the eight black eyes of a spider, with a fanged mouth surrounded by twitching, hairy mandibles. Their flesh is a mottled light gray hue

with a splash of darker green spots down their back and across the abdomen. Ollorogs are slightly shorted than normal trolls, but occupy a 10 ft. diameter area due to their six legs.

Ollorogs are highly sensitive to sunlight and so are usually found only at night. They have a powerful digging ability that allows them to tunnel through ten feet of earth each round. If caught out in the open at dawn, they will use this ability to dig a hole in the ground and bury themselves until dusk.

All ollorog have a ravenous appetite and are constantly on the hunt for food during the night hours. Thus, because of their limited intelligence, they can be easily distracted by some food left behind by fleeing prey.

Ollorogs speak Giant.

### Combat

Ollorogs prey on any and all creatures, using their swarming groups and a toxic bite to subdue foes. They attack primarily with their front claws and a fanged mouth. The two large fangs are equipped with a paralyzing toxin. They can wrap victims in a silk cocoon that is tough enough to hold all but the most powerful foes.

**Paralysis (Ex):** Those bitten by an ollorog must succeed at a Fortitude save (DC 14) or be paralyzed by a toxin for 1d6+2 minutes.

**Cocoon (Ex):** Due to their merged form, the web silk of an ollorog is insufficiently strong to support their own weight. Instead, when the victim is paralyzed, the ollorog wraps it in a silk cocoon (Escape DC 20; Break DC 28; 10 hp). Wrapping a paralyzed victim requires a full minute of activity.

**Light Sensitivity (Su):** Ollorogs suffer a -1 penalty to attack rolls in bright sunlight or within the radius of a *daylight* spell.

**Regeneration (Ex):** Fire, cold, and acid deal normal damage to an ollorog. If an ollorog loses a limb or body part, the lost portion regrows after an hour. Severed members can not be reattached.

**Rend (Ex):** If an ollorog hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals 2d6+6 points of additional damage.

### Ollorog Society

Ollorogs prefer the mountainous heights or the safety of the subterranean depths. Ordinarily the males travel in small groups of one to four. During their infrequent mating season, however, they will wander the lowlands while traversing the distance to distant mountain habitats. These ollorog males rove the lands in swarming groups, ravishing the lowlands for any form of prey.

Female ollorog form packs with the eldest serving as their leader. These packs will drive away any males unless they are required for mating purposes. Eligible males battle amongst themselves to determine the dominant male, and the winner mates with the entire pack. Due to their regenerative abilities, these battles can be long, drawn out affairs. But sooner or later one of the males will acknowledge the other as superior.

As ollorog are outcasts from their ancestral deities, they worship no god. Instead they follow a form of creator worship, a religious belief that provides no shamanistic magical benefits, but does provide some degree of cultural identity.

## Orc, Ebony

### **Medium-Size Humanoid (Orc)**

**Hit Dice:** 1d8+1 (5 hp)

**Initiative:** +0

**Speed:** 20 ft. (chain mail), base 30 ft.

**AC:** 19 (+1 Dex, +5 chain mail, +2 large wooden shield, +1 natural)

**Attacks:** Warhammer +4 melee; or javelin +2 ranged

**Damage:** Warhammer 1d8+3; or javelin 1d6+3

**Face/Reach:** 5 ft. by 5 ft./10 ft.

**Special Attacks:** Blood rage, ebony orc traits

**Special Qualities:** Ebony orc traits

**Saves:** Fort +3, Ref +1, Will +0

**Abilities:** Str 16, Dex 12, Con 13, Int 9, Wis 10, Cha 9

**Skills:** Intimidate +3, Listen +1, Spot +1

**Feats:** Power Attack

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**Climate/Terrain:** Any land and underground

**Organization:** Gang (2-4) or squad (8-15)

**Challenge Rating:** 1

**Treasure:** Standard

**Alignment:** Usually neutral evil

**Advancement:** By character class

This is somewhat bigger and more threatening breed of orc. The flesh of the ebony orc is a dark olive that is almost black in hue. They are almost completely hairless and their flesh gleams from natural oil secreted by their flesh. The eyes are yellow or orange in hue.

The origins of this race are a mystery. Some believe they are a crossbreed of an extraplanar race with common orcs. Others think they are a creation of the patron deity of the orcs.

Most orcs treat the more powerful ebony orcs with reverence, and they are commonly employed as elite shock troops or guardians of the chieftain. They receive the best equipment and are more

diligent than ordinary orcs at keeping their weapons clean and sharp.

Most ebony orcs encountered away from their homes are warriors; the information in the statistics block is for one of 1<sup>st</sup> level.

### **Combat**

Ebony orcs prefer a straight fight to attacking from concealment or an ambush, and they employ disciplined tactics to overcome their foes.

**Blood Rage (Ex):** Whenever they are wounded in combat, or upon inflicting a critical hit against a foe, ebony orcs immediately enter a state of blood rage on their next turn. This is identical to a barbarian rage, but temporarily reduces Wisdom by -4 and lasts for 1d6 rounds.

**Ebony Orc Traits (Ex):** Ebony orcs benefit from a number of racial traits.

- +4 racial bonus to Will saves against fear effects and magic.
- +1 racial bonus to Fort saves against poison.
- Darkvision up to 90 ft.
- -2 penalty to attack rolls in bright sunlight or within the radius of a *daylight* spell.

**Skills:** Ebony orcs receive a +2 racial bonus to Intimidate checks used against orcs, goblins, or hobgoblins.

## Orc, Pigmy

### **Small Humanoid (Orc)**

**Hit Dice:** 1/2d8 (2 hp)

**Initiative:** +1 (Dex)

**Speed:** 20 ft.

**AC:** 12 (+1 size, +1 Dex)

**Attacks:** Club +2 melee; or sling +1 ranged

**Damage:** Club 1d6+1; or sling 1d4

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Qualities:** Darkvision 60 ft., group regeneration, light sensitivity

**Saves:** Fort +0, Ref +3, Will -1

**Abilities:** Str 12, Dex 12, Con 11, Int 6, Wis 9, Cha 8

**Skills:** Hide +5, Listen +4, Spot +4

**Feats:** Alertness

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**Climate/Terrain:** Underground

**Organization:** Gang (2-4), squad (11-20)

**Challenge Rating:** 1/2

**Treasure:** 50% standard, ivory horn

**Alignment:** Always lawful evil

**Advancement:** By character class

These creatures are the diminutive offspring of orcs that have been cursed by the gods. They are similar

in appearance to a dwarven orc, and have an ivory horn in the center of their scalp. Their flesh is blue in hue and they have little body hair. They are fierce and unyielding in nature but none too intelligent.

### Combat

Pigmy orcs normally wield crude weapons, such as clubs, staffs, slings, or knives. Their leaders will sometimes have slightly better weapons and even wear some armor. While small in stature, they have an unusual regenerative quality that makes them tough, scrappy fighters. They can sometimes continue to battle after normal orcs would have fled the field.

**Group Regeneration (Su):** Any pigmy orc has a shared pool of regeneration hit points with other nearby pigmy orcs. This pool is equal to 4hp per pigmy orc within a 100-ft. radius, and the points are drawn randomly from those within the radius. If a pigmy orc is damaged while points remain within this pool, any damage inflicted is treated as subdual damage. The horn of the wounded pigmy orc glows with a faint blue and it recovers 2hp per round from the available pool until fully healed. Once the pool is exhausted, however, pigmy orcs no longer regenerate and they suffer normal damage. The pool is recovered at the rate of 1hp per day for each pigmy orc.

**Light Sensitivity (Ex):** Pigmy orcs suffer a -1 penalty to attack rolls in bright sunlight or within the radius of a *daylight* spell.

### Pigmy Orc Society

At best these dull-witted beings have only a simple culture and dwell in the most primitive conditions. They are capable of building crude structures, scavenging for food, and making primitive clothes. They have no written language and they communicate through gestures and a series of grunts.

True orcs universally despise pigmy orcs and will torment them for simple pleasure. As a result they have been driven to the most mediocre territory in the underground realm, dwelling among cramped caves and tunnels. They also have a fierce rivalry with kobolds and the two will attack each other on sight.

The horns of the pigmy orcs have a certain medicinal value that is known to some sages and herbalists. Each horn is worth 5gp if a buyer can be located.

## Orc, Swamp

### Medium-Size Humanoid (Orc)

**Hit Dice:** 1d8+1 (5 hp)

**Initiative:** +0

**Speed:** 30 ft., swim 20 ft.

**AC:** 13 (+2 leather, +1 small wooden shield)

**Attacks:** Morningstar +3 melee; or flensing scourge +1 ranged

**Damage:** Morningstar 1d8+2; or flensing scourge 1d3 and disease

**Face/Reach:** 5 ft. by 5 ft./10 ft.

**Special Attacks:** Disease

**Special Qualities:** Swamp orc traits

**Saves:** Fort +3, Ref +0, Will +0

**Abilities:** Str 14, Dex 10, Con 13, Int 8, Wis 10, Cha 8

**Skills:** Hide +2\*, Listen +1, Spot +1, Swim +6

**Feats:** Exotic Weapon Proficiency (flensing scourge)

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**Climate/Terrain:** Any swamp or marsh

**Organization:** Gang (2-4), squad (10-20 plus 2 3<sup>rd</sup>-level poxes and 1 leader of 3<sup>rd</sup>-6<sup>th</sup> level), or band (25-50 plus 150% noncombatants plus 1 3<sup>rd</sup>-level poxes per 10 adults, 2 5<sup>th</sup>-level rots, and 1 7<sup>th</sup>-level plague bearers)

**Challenge Rating:** 1

**Treasure:** Half standard

**Alignment:** Usually neutral evil

**Advancement:** By character class

This offshoot of the Orc race is found only among marshy wetlands, particularly in swampy areas with a heavy overgrowth of trees. They are similar in appearance to other orcs, but have dark green flesh and short, bristly hair. The unusual feet of the swamp orc are splayed somewhat like that of a frog, with partial webbing between the long toes. This provides them excellent footing in muddy swamps, and makes them good swimmers.

Most swamp orcs encountered away from their homes are warriors; the information in the statistics block is for one of 1<sup>st</sup> level.

### Combat

As moving through marshes is difficult when heavily burdened, swamp orcs prefer to wear light armor and wield weapons and shields that are easy to carry. Swamp orcs rely their uncanny ability to blend into the swamp terrain in order to surprise their foes, and prefer to fight in large groups.

The swamp orc tribes will attempt to take live prisoners for later sacrifice. For this reason they hunt enemies with nets and the flensing scourge, employing their shortspears only when they can't

avoid melee. They will often ambush creatures and quickly attack with their flensing whips, before fleeing into the swamps. After the disease has had time to take hold, the victims are then ruthlessly hunted down by packs of swamp orcs.

**Flensing Scourge:** Many swamp orc warriors carry this exotic weapon. The flensing scourge is a heavy whip with a flayed, barbed tip that inflicts 1d3 points of normal damage even against armored opponents. When properly soiled by suitable swamp filth, the barbs can inflict an unpleasant wasting disease on the victim. In all other respects the flensing scourge functions as a normal whip.

**Disease (Ex):** Swamp fever – damaged by a soiled flensing whip, Fortitude save (DC 12), incubation period 1d2 days; damage 1d3 temporary Strength and 1d4 temporary Intelligence. If the Intelligence falls to zero, the victim becomes a zombie-like automaton that can only perform a half action per round.

**Swamp Orc Traits (Ex):** Swamp orcs benefit from a number of racial traits.

- +4 racial bonus to Fort saves against disease.
- Traverse a soft, marshy or muddy surface at normal movement rate without sinking if carrying a light load.
- Darkvision up to 60 ft.
- –1 penalty to attack rolls in bright sunlight or within the radius of a *daylight* spell.

**Skills:** A swamp orc receives a +4 racial bonus to Swim checks. \*In a swamp or marsh, a swamp orc receives a +6 racial bonus to Hide checks.

### Swamp Orc Society

The life of the swamp orcs is centered on the worship of the orcish deity of death and disease. The clergy of the tribe attempts to serve and placate their god through live sacrifice on a low mound located in the vicinity their villages. If insufficient sacrifices can be found among their slaves or captives, the swamp orcs will raid nearby settlements on the outskirts of the swamp. Sacrifices will only be made once the victim is suffering from a disease, usually inflicted by lashings of the flensing scourge.

The communal homes of swamp orcs are build like a beaver den, with a large, heavy pile of logs and branches hiding a dry interior. Normally the entrance to these dens is located underwater, and must be accessed by swimming. The orcs will typically rest in their den during the daylight hours and emerge to hunt during the night.

Swamp orcs will often enslave other intelligent humanoids that dwell in marshlands. The adepts of these tribes may also have bred a race of dire toads.

## Plasma Dog

**Small Elemental (Fire)**

**Hit Dice:** 1d8+2 (6 hp)

**Initiative:** +4 (Dex)

**Speed:** fly 40 ft., (good)

**AC:** 15 (+1 size, +4 Dex)

**Attacks:** Singe +6 melee; or spit +5 ranged

**Damage:** Singe 1d4+1; or spit 1d3 fire

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Envelop, spit fire

**Special Qualities:** Elemental, fire subtype, immunities, vulnerabilities

**Saves:** Fort +2, Ref +6, Will +0

**Abilities:** Str 12, Dex 18, Con 14, Int 3, Wis 11, Cha 8

**Skills:** Listen +3, Spot +3

**Feats:** Weapon Finesse (singe)

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**Climate/Terrain:** Any non-arctic land and underground

**Organization:** Solitary, Pair, or Pack (4-12)

**Challenge Rating:** 2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 2-4 HD (Small); 5-6 HD (Medium-size)

These ravenous creatures from the elemental plane of fire resemble dogs that are composed entirely of golden orange flames. Where their head might be, however, exist only clawing fingers of red fire. They maneuver rapidly through the air and never seem to stand still for a moment.

The plasma dog is only at home in extremely hot conditions, and must linger in such an environment to survive. Temperatures cool enough for water to condense will soon kill a plasma dog. These creatures are quite social and are often found in a pack that behaves like a group of wolves. There is always a pack leader and a hierarchy in such a group. The strongest individuals are expected to attack any enemies first, but always gain the best fuel and the right to breed with the slightly smaller females.

Plasma dogs will consume any form of flammable materials, including clothing and other equipment. Plasma dogs have an insatiable hunger and will hunt for fuel even in conditions they find uncomfortable. However they have the ability to limit what they incinerate with their body, waiting instead to consume the fuel through their mouths. Thus contact with a plasma dog does not automatically ignite an object.

## Combat

In many aspects plasma dogs closely resemble their more powerful fire elemental cousins. However these much quicker creatures have the ability to fly and they can spit balls of flame. Fortunately for their opponents these are relatively vulnerable creatures and easily slain if they can be hit.

The primary form of attack for a plasma dog is to envelop their target with their body and consume it with heat. They can also spit a ball of red flames at nearby targets from above, although they normally do so only against targets they have reason to fear.

**Spit Fire (Su):** A plasma dog can spit a ball of flame inflicting 1d3 fire damage as a standard action. The attack has a range increment of 10 ft.

**Improved Grab (Ex):** To use this ability, the plasma dog must hit with its singe attack. If it gets a hold, it can envelop.

**Envelop (Ex):** A plasma dog deals automatic singe damage with a successful grapple check.

**Fire Subtype (Ex):** Fire immunity, double damage from cold or water except on a successful save.

**Immunities (Ex):** Wood, stone, and other non-metallic weapons only do half-normal damage to a Plasma Dog.

**Vulnerabilities (Ex):** Exposure to temperatures below freezing will inflict 1 point of damage per minute. Temperatures below the sea level boiling point of water will inflict 1 point of damage per hour to a plasma dog. They will also suffer damage from strong winds, losing 1 point per round for each 5 mph above 25 mph. Complete immersion in liquid water will automatically slay a plasma dog.

## Rat, Vulcan

### Small Outsider (Fire)

**Hit Dice:** 1d8+1 (5 hp)

**Initiative:** +3 (Dex)

**Speed:** 30 ft.

**AC:** 15 (+1 size, +3 Dex, +1 natural)

**Attacks:** Bite +5 melee

**Damage:** Bite 1d4 and smolder

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Smolder, death immolation

**Special Qualities:** Fire subtype

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

**Abilities:** Str 10, Dex 16, Con 13, Int 4, Wis 12, Cha 3

**Skills:** Listen +3, Move Silently +4, Spot +3

**Feats:** Weapon Finesse (bite)

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**Climate/Terrain:** Any warm or hot land and underground

**Organization:** Solitary or swarm (9-20)

**Challenge Rating:** 1/2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 2-3 HD (Small); 4-5 HD (Medium-size)

Similar in size and form to a dire rat, these scavengers are distinctive for their charcoal-black coat of short, wiry hair. They are gaunt creatures with a short tail.

Vulcan rats prefer a hot environment, but can readily tolerate any temperatures above freezing. They have an intense dislike of water, however, and will never voluntarily immerse themselves.

## Combat

Vulcan rats attack in a swarm, inflicting a multitude of smoldering bites that slowly consumes the victim. When slain the corpse of a vulcan rat will be consumed in a flash of fire, leaving behind only ashes.

**Death Immolation (Ex):** When slain erupt into flames, inflicting 1d3 points of fire damage to anybody who performed an unarmed attack.

**Fire Subtype (Ex):** Fire immunity, double damage from cold except on successful save.

**Smolder (Ex):** The sticky black juice from the bite of the vulcan rat will smolder in the wound, inflicting an additional point of fire damage at the end of each round until the total damage is twice the amount of the original bite. The juice can be removed by immersing the wound in water for a full round.

## Rataga

### Large Outsider (Evil, Lawful)

**Hit Dice:** 4d8+12 (30 hp)

**Initiative:** +4 (Dex)

**Speed:** 30 ft., swim 20 ft.

**AC:** 21 (-1 size, +4 Dex, +8 natural)

**Attacks:** Bite +8 melee; or masterwork composite longbow +7 ranged

**Damage:** Bite 1d8+5; or masterwork composite longbow 1d8

**Face/Reach:** 5 ft. by 10 ft./5 ft.

**Special Attacks:** Spell-like abilities, stench, smite good, curve flight

**Special Qualities:** Cold and fire resistance 10, damage reduction 5/+1, SR 8, immunities, rat empathy, scent

**Saves:** Fort +7, Ref +6, Will +6

**Abilities:** Str 21, Dex 15, Con 16, Int 15, Wis 14, Cha 17

**Skills:** Bluff +5, Climb +7, Hide +5, Intimidation +9, Knowledge (planes) +7, Listen +7, Move Silently +8, Search +5, Spot +9

**Feats:** Weapon Focus (composite longbow)

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**Climate/Terrain:** Any land and underground

**Organization:** Solitary, team (2-5), or squad (6-10, and 11-20 dire rats)

**Challenge Rating:** 5

**Treasure:** Standard

**Alignment:** Always lawful evil

**Advancement:** 5-7 HD (Large); 8-10 HD (Huge)

The rataga is a member of the elite personal bodyguard and retinue of a demon lord, and usually resides on the plane of pestilence. This fiend has a dark-brown serpentine lower body, a rat-like head and torso, and two hairy, humanoid arms. Rataga are sneaky warriors who regard themselves as the peak of rodent-kind, and expect no less than total subjugation and loyalty by their lessors.

### Combat

The rataga prefers to fight from hiding, sending in his dire rat allies to directly attack the enemies. While his foes are occupied the rataga relies on his skill with a bow and his ability to bend the flight of the missile to strike at foes from cover. He will also use spell-like powers to further wear down opponents before closing for melee combat. In close combat his noxious odor will serve to weaken his foes at a key moment.

**Spell-Like Abilities:** At will-*clairvoyance*, *death knell*, *entropic shield*, *ray of enfeeblement*, *shatter*, *speak with animals*, and *summon monster I* (fiendish dire rat); 1/day-*blindness/deafness*,

*contagion*, *giant vermin*, and *poison*. These abilities are as the spells cast by a 7<sup>th</sup>-level sorcerer (save DC 13 + spell level.)

**Immunities (Ex):** Rataga are immune to disease and the curse of lycanthropy.

**Curve Flight (Su):** Rataga has the innate ability to curve the flight path of their ranged attacks, negating any partial cover protecting the target. They suffer no penalty to their attack for curving the flight of the projectile.

**Smite Good (Su):** Once per day the rataga can make a normal attack to deal +4 additional damage against a good foe.

**Stench (Ex):** A rataga constantly emits a vile odor that almost every creature finds sickening. Any creatures (except rataga, wererats, dire rats, and normal rats) within 15 ft. of the rataga must succeed at a Fortitude save (DC 14) or suffer 1d3 points of temporary Strength damage.

**Rat Empathy (Ex):** The rataga can communicate and empathize with normal and dire rats. They gain a +4 racial bonus to checks when influencing the animal's attitude and allows the communication of simple concepts and (if the animal is friendly) commands.

### Rataga Society

The rataga have a peculiar concept of honor, but hold their clan warrior code in the highest regard. They view fights to the death as contemptuous bravado, while fleeing the field of battle to strike another day is a righteous duty to their lord. Only when their ruler is threatened directly will they stand and fight against overwhelming odds.

They are a trickster race, but proudly faithful to their creed. The greatest heroes among the rataga boast loudly of triumphs won through surprise and cunning, while would-be champions who win battles through brute force combat are lambasted as fools.

Each of the rataga clans has a great bone cage structure, known as the Vilaster, formed from the remains of their defeated enemies. They wheel these creaking monstrosities proudly into battle, often placing the huge assemblage in plain sight to cow and mislead their foes. When opened the cage unleashes a tidal wave of vicious dire rats to lead the assault. On the rare occasions that the rataga takes captives they are carried home inside this cage. The rataga never take hostages, however, preferring instead to see defeated foes being bloodily consumed in a pit filled with ravenous rats.



## Sand Slime

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### Medium-Size Ooze

**Hit Dice:** 2d10+14 (25 hp)

**Initiative:** -5 (Dex)

**Speed:** 15 ft.

**AC:** 5 (-5 Dex)

**Attacks:** Slam +1 melee

**Damage:** Slam 1d6 and petrify

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Improved grab, petrify

**Special Qualities:** Blindsight, camouflage, fire immunity, ooze, colony

**Saves:** Fort +2, Ref -5, Will -3

**Abilities:** Str 11, Dex 1, Con 14, Int -, Wis 4, Cha 1

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**Climate/Terrain:** Any underground

**Organization:** Solitary or colony (2-20,000)

**Challenge Rating:** 3

**Treasure:** None

**Alignment:** Usually neutral

**Advancement:** 3-4 HD (Medium-size); 5-6 HD (Large)

This mottled tan ooze resembles a mass of liquid stone. Due to its appearance it is readily able to blend into the surrounding stone, appearing as a seam of damp sandstone. Individually these slimes exist only to consume living matter. They dwell deep underground in warm passages, sliding along tunnels or squeezing through narrow cracks in search of organic matter, whether alive or dead.

A sand slime replicates by forming buds that split off and form new sand slimes. As long as a bud remains within a five-mile radius of its relatives, it forms part of a colony of slimes that can gain a collective intelligence. The slimes in the colony are linked together and operate as a single being. Such a mind is utterly alien in nature, and it shares all the immunities of individual stone slimes.

### Combat

Sand slimes move slowly along passages, using their natural camouflage to ambush victims. It attacks any creature it encounters, seeking to smother the form with its mineral secretions. Once the target is hardened, the sand slime slowly will absorb the organic matter over the course of several days. Colonies can cooperate to attack foes and utilize tactics.

**Improved Grab (Ex):** To use this ability, the sand slime must hit with its slam attack. If it gets a hold it can petrify.

**Petrify (Ex):** A sand slime secretes an insidious mineral substance that immobilizes flesh. A target hit by a sand slime's melee attack must succeed at a

Fortitude save (DC 14) or suffer temporary 1d4 Dex damage. Whenever the dexterity of the target is dropped to zero by these secretions, the target becomes petrified as the *flesh to stone* spell as cast by a 12th level sorcerer. However the process of petrification requires an hour to complete.

**Blindsight (Ex):** The slime's entire body is primitive sensory organs that can ascertain prey by scent and vibration within 60 feet.

**Ooze (Ex):** Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and polymorphing. Not subject to critical hits.

**Colony (Ex):** The collective intelligence of a colony of related sand slimes is one point for each doubling of the numbers. A colony of two slimes has an Int of 1, four slimes have an Int of 2, eight slimes have an Int of 3, and so forth. As the collective intelligence increases the colony is able to coordinate its attacks and react to opponents.

**Camouflage (Ex):** A motionless sand slime has an effective Hide skill score of +12.

## Scallion

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### Large Outsider (Earth)

**Hit Dice:** 7d8+70 (101 hp)

**Initiative:** +1 (Dex)

**Speed:** 40 ft., burrow 15 ft.

**AC:** 20 (-1 size, +1 Dex, +10 natural)

**Attacks:** 2 claws +10 melee, bite +8 melee

**Damage:** Claw 1d6+5, bite 1d8+2

**Face/Reach:** 5 ft. by 10 ft./5 ft. (10 ft.)

**Special Attacks:** Improved grab, rake 1d8+2

**Special Qualities:** Metalsight, electricity resistance 10, vulnerabilities

**Saves:** Fort +10, Ref +6, Will +7

**Abilities:** Str 19, Dex 12, Con 21, Int 2, Wis 14, Cha 4

**Skills:** Climb +10, Intuit Direction +11, Listen +7, Move Silently +4, Spot +7

**Feats:** Blind-sight, Multiattack

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**Climate/Terrain:** Any underground

**Organization:** Solitary, Pair, or Brood (2-5)

**Challenge Rating:** 9

**Treasure:** Double gems only

**Alignment:** Always neutral

**Advancement:** 8-13 HD (Huge)

This metallic beast has a smooth, pear-shaped torso, with six double-jointed legs, and a single, razor-sharp bronze talon at the end of each limb. The head is attached to a long, flexible pipe that emerges from the top of the torso. A large mouth in the head is filled with bristling spines of polished titanium that can eat through common metal ore

like butter. A scallion is completely blind, but it can sense any traces of processed metals from a distance. Unfortunately, the scallion is a formidable opponent that will challenge even the best-equipped warriors.

The scallion exists only to consume rich ore veins found deep within the earth. It is completely lost outside its home plane, and considers the world to be a desert with only a few prime sources of metal. Processed ores, such as plate armor or steel swords, are a delicacy to the scallion, and it will hunt down a group of well-armed fighters seeking only to consume their metal goods.

### Combat

The scallion relies on senses other than sight to attack its foes, so it only suffers a blindness penalty when it is facing a foe that carries no metal. They can sense the presence of any refined metals within 60 ft. and will immediately seek them out. Their hunger is not easily sated and they will continue to seek out any remaining metal sources until they have consumed at least 40 lbs. in a one-hour period. It attacks by trying to pierce a foe with its front talons and then driving home the back four legs. A successful attack with both front legs will allow the scallion to make four additional rake attacks. The head of the scallion can also reach up to 10 ft. away to bite a foe.

**Improved Grab (Ex):** To use this ability, the scallion must hit with both its claws. If it gets a hold, it can rake.

**Metalsight (Ex):** A scallion is blind but can sense the presence of any raw and processed metallic ores within 60 feet, even through intervening layers of rock or other solids. Only water or certain magical fields such as a wall of force can block this sense. A creature is effectively invisible to the scallion if it is wearing no metal and has no metallic equipment or body parts.

**Rake (Ex):** A scallion that gets a hold can make four rake attacks (+8 melee) with its hind limbs for 1d8+2 damage each.

**Vulnerabilities:** A scallion that fails its saving throw against a cold-based attack is slowed as the *slow* spell cast by a 5<sup>th</sup>-level wizard. In temperatures below freezing the creature will become unusually stiff and its attacks receive a -4 penalty. Scallions take double damage from any liquid water-based attack, and are automatically shaken for 1d6 rounds whenever it contacts a large body of water. If a scallion fails a saving throw against an electrical attack, it suffers rage as the *emotion* spell cast by a 7<sup>th</sup>-level Wizard. In this state it will bite the nearest source of metal until it is fully consumed, regardless of the amount of

damage suffered and the presence of other sources of metal.

## Sharod

### Large Elemental (Cold, Water)

**Hit Dice:** 6d8 (27 hp)

**Initiative:** +2 (Dex)

**Speed:** 30 ft.

**AC:** 15 (-1 size, +2 Dex, +4 natural)

**Attacks:** 2 appendages +3 melee

**Damage:** Appendage 1d8 and 2 cold

**Face/Reach:** 5 ft. by 10 ft./5 ft.

**Special Attacks:** Cold

**Special Qualities:** Cold subtype, fast healing 2, form weapons, immunities, khadol

**Saves:** Fort +5, Ref +6, Will +2

**Abilities:** Str 11, Dex 15, Con 10, Int 12, Wis 11, Cha 7

**Skills:** Hide +4, Listen +6, Move Silently +9, Search +6, Spot +8

**Feats:** Lightning Reflexes

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**Climate/Terrain:** Any arctic land and underground

**Organization:** Solitary, gang (2-4), or pack (5-20)

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Always lawful evil

**Advancement:** By character class

The body of the sharod consists of a thick, serpentine tail attached to a humanoid upper torso, head and two arms. Due to their appearance, these creatures have often been called an ice naga. Such a name is a misnomer, however, as they are purely an elemental being. Most of their body is composed of a blue, watery liquid that acts as a powerful anti-freeze. Even in the most extreme cold temperatures the liquid body of a sharod stays fluid. The body is held together by an icy skeletal structure that is clearly visible through their liquid form. This ice is tougher than bone and is very difficult to hit or damage.

The sharod like to draw certain nutrients from the bodies of their fallen foes. They usually allow the body to freeze and then dissolve the precious nutrients by wrapping it in their body.

### Combat

The surprisingly quick sharod attacks with icy weapons they form at the end of their arms. All such weapons do 1d8hp of physical damage when they strike a foe, plus additional cold damage from each attack. The balance provided by heavy tail allows the sharod to perform an attack with each of

their arms during the same round. When a sharod is killed its body will collapse in a pool of blue slush, leaving only a hard, icy skeleton.

**Cold (Ex):** The body of the sharod generates intense cold, dealing an additional +2 damage with each hit. Creatures attacking a sharod unarmed or with natural weapons take cold damage each time their attacks hit.

**Cold Subtype (Ex):** Cold immunity; double damage from fire except on a successful save. The sharod dislikes bodies of liquid water and suffers 1hp of dissolving damage per round it is immersed.

**Fast Healing (Ex):** In temperatures below freezing the body of a sharod normally heals 2 points of damage per round. When it has lost more than half its total hit points, the slushy body will only heal 1 point of damage per round.

**Form Weapons (Ex):** While they appear unarmed, the sharod is able to form icy appendages at the end of their arms that serve as weapons. These appendages can be a sword, hammer, hook, or club. The ice weapons can be created, altered, or repaired at will as a free action.

**Immunities (Ex):** Because they lack flesh or internal organs, they normally take only half damage from piercing or slashing weapons. Once a sharod has lost more than half its total hit points the body is sufficiently slushy that it takes full damage from slashing weapons.

**Khadol (Ex):** A mental tie known as the khadol allows each of the clutch members to know the position and general physical health of its fellows. This tie can last for many years, although it usually only lasts into adulthood for the closest of siblings. The range of this ability is unlimited.

### Sharod Society

The sharod forms an elite warrior force on the ice para-elemental plane. They are completely loyal to their current master and will fight until death to protect their ward. They normally form tight-knit clans that will defend their honor to the last drop of their bodies. They are known to hold grudges for many generations, and it is not uncommon for sharod clans to eradicate each other over a "blood" feud. Sharod are cruel and ruthless warriors, and they gleefully enjoy tormenting their foes.

They reproduce by merging the bodies of a male and female and then splitting into a clutch of 5-8 hatchlings. Thus each hatchling has a memory of its ancestors stretching back many centuries.

### Sharod Characters

A sharod's favored class is fighter. Most sharod leaders are fighters or warriors. Sharod clerics

worship a lesser god of cold and winter and can choose any two of the following domains: evil, law, storm and water.

## Silver Floater

### Huge Aberration

**Hit Dice:** 2d8-4 (5 hp)

**Initiative:** +3 (Dex)

**Speed:** fly 30 ft. (clumsy)

**AC:** 11 (-2 size, +3 Dex)

**Attacks:** 4 lashes +1 melee

**Damage:** Lash 1d6+2 and jolt

**Face/Reach:** 10 ft. by 10 ft./15 ft.

**Special Attacks:** Jolt, swallow

**Special Qualities:** Blindsight, electricity and cold resistance 20

**Saves:** Fort -2, Ref +3, Will +4

**Abilities:** Str 15, Dex 16, Con 6, Int 3, Wis 12, Cha 5

**Skills:** Listen +4, Spot +4

**Climate/Terrain:** Any wet or humid land

**Organization:** Solitary or colony (5-20)

**Challenge Rating:** 2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 3-5 HD (Huge)

These huge, floating bags closely resemble a flying man o' war jellyfish. They typically dwell in moist environments that are free of large growths, such as clearings in a tropical forest or along rivers. They possess some maneuverability but are usually subject to the whims of the winds. Electric stinging cells on their outer sack protect them against birds and other flying predatory. Floaters sometimes hunt in packs, communicating via tiny electrical flashes.

### Combat

Since they make no noise, floaters will often gain complete surprise for their strike. However, they are not well armored against attack, relying on their height and extension to remain out of reach of ground beasts. They hunt by floating over a target, then reaching down to lash at the victim with their flexible tendrils. The victim is repeatedly jolted with electric shocks, then drawn into the inner sack for digestion. Floaters only hunt for food, and will depart after capturing a live meal.

**Blindsight (Ex):** Silver floaters can "see" prey through their faint electrical emissions, allowing them to hunt in total darkness. This ability will not operate during rainfall, or if the creature is

incorporeal or has electricity resistance or immunity.

**Jolt (Ex):** Creatures hit by a silver floater's lash attack, or creatures that hit the silver floater with a melee attack, must succeed at a Fortitude save (DC 8) or be paralyzed for 2d4 rounds. This effect is cumulative.

**Swallow (Ex):** A silver floater can try to swallow a paralyzed opponent of Medium-size or smaller by making a successful grapple check. Once inside, the opponent takes 1d6 points of acid damage per round from the silver floater's digestive sack. A swallowed creature can cut its way out by using claws or a Tiny or Small slashing weapon to deal enough damage to kill the silver floater.

## Smoke Snake

### **Small Outsider (Air, Fire)**

**Hit Dice:** 1d8 (7 hp)

**Initiative:** +1 (Dex)

**Speed:** fly 15 ft. (good)

**AC:** 11 (+1 size, +1 Dex)

**Attacks:** Singe +2 melee

**Damage:** Singe 1d4

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Infiltrate

**Special Qualities:** Fire subtype, chrysalis, smoke body, DR 5/cold

**Saves:** Fort +4, Ref +3, Will +3

**Abilities:** Str -, Dex 12, Con 15, Int 2, Wis 12, Cha 6

**Skills:** Hide +11, Listen +2, Spot +2

**Feats:** Toughness

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**Climate/Terrain:** Any woodlands

**Organization:** Solitary or Cluster (2-5)

**Challenge Rating:** 2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 2-3 HD (Small)

On their native plane of smoke these beings are very long, sinuous creatures that are noticeable only for their faint red hue. They commonly form small groups of intertwining snakes for defense against larger predators.

If they enter a harsh environment such as the prime material plane they will enter a chrysalis state. In this form they closely resemble a short, smooth piece of weathered driftwood. A traveler may find such a stick while out collecting firewood, then place it on a burning pile.

Once in contact with an open flame, the smoke snake gradually emerges from the chrysalis state and begins to take on its natural form - a serpentine

creature made from smoke. However, this being will be very difficult to distinguish from the other smoke emerging from the fire, and therein lies the danger.

To lay its eggs, the smoke snake will now seek out a warm, sheltered place free from rain or other hazards. Often times, this will be the nostril of a man or beast that is close to the fire. The snake is relatively odorless, compared to normal smoke, and it may easily escape the notice of a sleeping victim when it enters the lungs. Once inside, the snake begins to lay its wispy eggs, simultaneously causing the victim to choke and gag from lack of clean air.

### **Combat**

The smoke snake attacks by burning the target with its hot body. It can also invade the lungs of a victim to gain shelter and lay its eggs. Those invaded in this manner are in for a very unpleasant time until the smoke snake is removed.

**Chrysalis (Ex):** As a full round action a smoke snake can enter a chrysalis state at will. While in this state the creature is indistinguishable from a small piece of driftwood. It is immobile and has only a vague sense of its surroundings, eliminating its Dexterity score and reducing the Wisdom to 4. It can return to smoke form as a full round action.

**Fire Subtype (Ex):** Fire immunity, double damage from cold except on a successful save.

**Infiltrate (Ex):** While in smoke form on a successful touch attack it can fully implant itself into the lungs of a physically substantial target. Each round thereafter the victim must make a Fortitude save at DC 15 or become nauseated for 1d6 rounds. They are unable to attack, cast spells, concentrate on spells, and so on. The only action they can take is a single move, or move-equivalent action, per round. Once a minute the burning heat from the snake will inflict 1hp of damage to the victim.

There are various magical means to remove the snake and its eggs from the lungs of the victim. The snake can be dismissed back to its native plane. It can also be compelled to leave by means of a *charm monster* or *confusion* spell. The victim can also become ethereal or change into a gaseous form, or they can use a spell of *water breathing* and submerge themselves. A *cure disease* spell will immediately kill the invader smoke snake.

**Smoke Body (Ex):** While in the form of a smoke cloud, a smoke snake can pass through small openings and always moves silently. It is all but invisible whenever it is inside a cloud of smoke, and receives the benefit of 100% concealment.

While in this form it is able to attack gaseous or vaporous targets.

**Skills:** Smoke snakes receive a +8 racial bonus to Hide checks.

## Snoz

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### **Large Aberration (Humor)**

**Hit Dice:** 6d8+12 (39 hp)

**Initiative:** +7 (Dex, Improved Initiative)

**Speed:** 5 ft., fly 30 ft. (good), swim 10 ft.

**AC:** 18 (-1 size, +3 Dex, +6 natural)

**Attacks:** 2 snots +7 ranged touch, slam +0 melee

**Damage:** Slam 1d4+1

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Snot, erupting pores, improved grab, constrict 1d4+1

**Special Qualities:** Immunities, blindsight, scent, fly

**Saves:** Fort +4, Ref +5, Will +7

**Abilities:** Str 12, Dex 16, Con 15, Int 9, Wis 14, Cha 4

**Skills:** Hide +12, Intuit Direction +7, Listen +4, Move Silently +10, Search +5

**Feats:** Improved Initiative

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**Climate/Terrain:** Any underground

**Organization:** Solitary, pair, or cluster (2-4)

**Challenge Rating:** 5

**Treasure:** No coins or goods; 50% items (alchemical or potion only)

**Alignment:** Usually neutral

**Advancement:** 7-8 HD (Large); 9-12 HD (Huge)

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A snoz is an eight-foot-tall form that is shaped much like a large, humanoid nose. It has two large nasal cavities from which hangs a tangle of quivering, hairy tendrils. A dense mane of dark, shiny hair covers the back of the snoz. The flesh of the snoz can range from a mottled dark gray to a uniform pale pinkish hue, and the form can vary from a wide flat nose to a long snout. The snoz is completely mute and it can only communicate with its own kind by emitting various scents. These scents will often linger in the air for days, allowing the snoz to leave simple messages.

## Combat

Snoz are cautious creatures that prefer to avoid a foe unless they have the advantage. They are not physically powerful and rely on their unusual abilities to overcome their opponents. The snoz attempt to surprise their foes, striking without warning and keeping them off balance.

**Blindsight (Ex):** Snoz can ascertain all foes within 20 feet as a sighted creature would. Beyond that range, they treat all targets as totally concealed. Snoz are susceptible to scent-based attacks, and are affected normally by overpowering odors (such as stinking cloud or incense-heavy air). Negating a snoz's sense of smell effectively blinds the creature.

**Improved Grab (Ex):** To use this ability, the snoz must hit with its slam attack. If it gets a hold, it can constrict using its hair tendrils.

**Constrict (Ex):** A snoz deals 1d4+1 damage with its hair tendrils on a successful grapple check against Medium-size or smaller creatures.

**Erupting Pores (Su):** Once per minute the pores along the front of the Snoz can emit a dense cloud of black powder. This fine material lingers in the air for 2d6 rounds, producing an effect identical a deeper darkness spell. A wind stronger than a light breeze will disperse the cloud after a full round.

**Snot (Su):** A snoz can project two globs of slimy mucus from their nasal openings. Medium-size or smaller targets struck by these globs must make a Reflex save at DC 12 or be entangled. The globs have an Escape DC of 20; a Break DC of 25; and 10 hit points.

**Flight (Ex):** A snoz's body is naturally buoyant. This buoyancy allows it to fly as the spell, as a free action, at a speed of 30 ft. This buoyancy also grants it a permanent feather fall effect with personal range.

**Immunities:** Snoz are immune to gaze attacks, visual effects, illusions, and other attack forms that rely on sight.

## Sonic Nightmare **Combat**

### Small Elemental (Air)

**Hit Dice:** 2d8-2 (7 hp)

**Initiative:** +4 (Dex)

**Speed:** fly 10 ft. (good)

**AC:** 15 (+1 size, +4 Dex)

**Attacks:** Hum +6 melee

**Damage:** Hum 1d4

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Fascinate, spell-like abilities

**Special Qualities:** Blindsight, elemental, immune to sonic energy

**Saves:** Fort -1, Ref +7, Will +1

**Abilities:** Str -, Dex 18, Con 9, Int 9, Wis 13, Cha 15

**Skills:** Hide +9, Intuit Direction +5, Listen +14, Move Silently +7, Perform (hum, sound mimicry) +9, Spot +5

**Feats:** Weapon Finesse (hum)

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**Climate/Terrain:** Any land or underground

**Organization:** Solitary

**Challenge Rating:** 2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 3-5 HD (Small); 6-9 HD (Medium-size)

The sonic is a being from the elemental plane of air that exists as a complex soliton wave in the atmosphere. Other beings will see this entity only as a slight rippling effect in the air that emits a high-pitched warbling sound resembling vibrating crystal. The sonic is attracted to any new noises in the vicinity, and will close to investigate. While not overtly hostile, the sonic is mysteriously enraged by certain low frequency sounds and will relentlessly attack until it has damaged or destroyed the source of the noise.

The sonic nightmare is a natural elemental phenomenon, as these beings do not breed with each other and rarely interact. They find each other's presence especially painful and will usually flee if another of their kind is present. The nightmare has no material needs and will continue to sustain itself as long as an atmosphere is present. A sonic is actually capable of learning a language and communicating if a means can be found to train it. The nature of a nightmare allows it to produce perfect musical tones, and it can create beautiful, haunting musical patterns once it has been exposed to the concept of singing or chanting.

The primary attack of a sonic nightmare is a climbing hum that causes painful muscle contractions and a headache in its victims. It is able to focus this sonic blast in a narrow area that impacts like a physical blow. It can also produce various sonic-based effects intended to deter or harm potential threats. Note that a sonic nightmare can exist inside an area of magical silence, although it is unable to attack or use its blindsight while silenced.

**Blindsight (Ex):** Sonic nightmares can sense their surroundings by emitting high-frequency sounds, inaudible to most other creatures, that allow them to locate objects and creatures within 120 feet. A *silence* spell negates this ability, effectively producing an area of darkness that the sound sense of the nightmare can not penetrate.

**Fascinate (Ex):** The sonic nightmare can fascinate a single creature with its humming ability in the same manner as a bard.

**Spell-like Abilities:** At will-*ghost sound*; 3/day-*shatter*, *sound burst*, *ventriloquism*; 1/day-*shout*. These abilities are as the spells cast by an 8<sup>th</sup>-level sorcerer (save DC 12 + spell level).

**Elemental:** Immune to poison, sleep, paralysis, and stunning. Not subject to critical hits.

**Skills:** Sonic nightmares gain a +8 racial bonus to Listen checks and a +4 racial bonus to sound-based Perform checks.

## Spine Worm

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### Medium-Size Beast

**Hit Dice:** 1d10+1 (6 hp)

**Initiative:** +3 (Dex)

**Speed:** 20 ft.

**AC:** 17 (+3 Dex, +4 natural)

**Attacks:** 2 slams +3 melee

**Damage:** Slam 1d3-1

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Constrict, improved grab, spines

**Special Qualities:** Immunities, scent

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

**Abilities:** Str 8, Dex 16, Con 12, Int 4, Wis 16, Cha 2

**Skills:** Hide +5, Listen +6, Spot +6

**Feats:** Weapon Finesse (spines)

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**Climate/Terrain:** Any underground

**Organization:** Solitary

**Challenge Rating:** 1

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 2-3 HD (Medium-size); 4-5 HD (Large)

The spine worm is an odd creature that has combines the physical features of a snake and a porcupine. It is almost completely covered in spines, giving it a hairy appearance. Because it lacks almost body pigment the spine worm is a pale pink in hue with only a slight brown tinge at the end of the longer quills.

Being native to the underground the spine worm is sightless and instead relies on its other senses to find prey. It has pit-like organs that provide darkvision to 60 ft. and both its olfactory and hearing senses are highly developed. The spine worm is not a good swimmer, and has a strong aversion to bodies of water.

### Combat

This creature attacks by wrapping itself around its prey then constricting to drive its spines into the body. Like a snake the spine worm can distend its mouth then ingests its prey whole. It is capable of swallowing creatures that are larger than its width, but will only rarely attack larger creatures. Its gullet is lined with several rows of teeth that allow it to rapidly grind up food and prevent the bulk from slowing it down.

The warm-blooded spine worm is constantly hungry and is always on the hunt for fresh prey. It aggressively stalks underground passages and caverns, striking at passing creatures from hiding places. When attacked by larger creatures, the spine

worm expands its coating of quills and lashes its head and tail to jab its foes.

**Improved Grab (Ex):** To use this ability, the spine worm must hit with both its head and tail slam attacks. If it gets a hold it can constrict.

**Constrict (Ex):** A spine worm automatically deals 1d6 points of spine damage with a successful grapple check against creatures no larger than its own size.

**Spines (Ex):** Anybody performing an unarmed attack against a spine worm must make a Reflex saving throw at DC 11 or suffer damage equal to 1d3 hp plus half the Strength bonus of the attacker.

**Immunities:** Spine worms are immune to gaze attacks, visual effects, illusions, and other attack forms that rely on normal sight.

## Stoake

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### Huge Plant

**Hit Dice:** 5d8+20 (42 hp)

**Initiative:** -2 (Dex)

**Speed:** 10 ft.

**AC:** 15 (-2 size, -2 Dex, +9 natural)

**Attacks:** 7 tendrils +8 melee

**Damage:** tendril 1d4+7

**Face/Reach:** 10 ft. by 10 ft./20 ft.

**Special Attacks:** Spore rot

**Special Qualities:** Tree form, plant

**Saves:** Fort +8, Ref -1, Will +3

**Abilities:** Str 25, Dex 6, Con 19, Int 5, Wis 14, Cha 10

**Skills:** Listen +4, Spot +4

**Feats:** Alertness

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**Climate/Terrain:** Any forest

**Organization:** Solitary

**Challenge Rating:** 4

**Treasure:** 50% Standard

**Alignment:** Usually neutral evil

**Advancement:** 6-9 HD (Huge); 10-15 HD (Gargantuan)

In its natural appearance, the stoake is a giant toadstool of remarkable size. It has a grayish brown trunk, a lighter brown cap, and a set of ribbon-like tendrils that hang down from the underside of the cap. The stoake is capable of locomotion and will move during the night when it can not be readily observed. Normally, however, it will be perched upon the decaying trunk of a particularly large fallen tree.

The stoake possesses a limited intelligence and some unique abilities. It can alter its visual appearance to resemble any other tree in the vicinity. This powerful illusion is very difficult to

discern and few beings are capable of seeing through the disguise.

### Combat

Creatures with a size larger than tiny that come within range of the dangling tendrils are struck by these long, flexible appendages. If an opponent is grabbed, the tendril emits a cloud of spores that can lodge in the lungs of entangled creatures, causing much physical distress. These spores cause a disease that slowly takes the life of the victim, but only after the host has carried them far from the source. The spores consume the body and form a colony of infant stoake.

**Tree Form (Sp):** Assume the illusionary form of any tree within 100 ft. at will as the major image spell cast by a 6th level Sorcerer (DC 13). The stoake can maintain this form without effort or concentration for an unlimited duration. However the illusion is lost if the stoake is slain.

**Improved Grab (Ex):** To use this ability, the stoake must hit with its tendril attack. If it gets a hold, it can inflict spore rot. Tendrils that have entangled a target have AC 17 and 4 hp.

**Spore Rot (Ex):** inhaled, Fortitude save (DC 14), incubation period 1d3 days; damage 1d3 temporary Strength and 1d4 temporary Constitution.

**Plant:** Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and polymorphing. Not subject to critical hits.

## Stone Groll

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**Small Beast (Earth)**

**Hit Dice:** 1/2d10 (3 hp)

**Initiative:** +1 (Dex)

**Speed:** 50 ft.

**AC:** 1 (+1 size, +1 Dex, +2 natural)

**Attacks:** Bite +2 melee

**Damage:** Bite 1d6+1

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Qualities:** Scent, water vulnerability

**Saves:** Fort +2, Ref +3, Will +1

**Abilities:** Str 12, Dex 13, Con 11, Int 3, Wis 13, Cha 6

**Skills:** Climb +14, Hide +5, Listen +2, Spot +2

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**Climate/Terrain:** Any dry underground

**Organization:** Bunch (2-5) or pack (5-20)

**Challenge Rating:** 1/4

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 1-3 HD (Small)

These furry, dark, egg-shaped creatures have small, slender limbs; large ears; beady red eyes; and a wide, drooling mouth filled with sharp, pointy teeth. They growl when approached and dart about nervously. If they scent fear in their foes they are driven to a hunting frenzy. They will only eat fresh meat and any carcass more than two days old will be ignored after a brief smell.

Stone grolls form small packs in which a pecking order exists. The leaders are usually the strongest and most intelligent members of the pack, and determine whether to attack a particular foe. They utilize scouts to investigate areas ahead of the roving pack, and the yelps from these scouts will draw the immediate response from any grolls in the area. Grolls typically dwell in caverns with large flat areas that are devoid of water.

Stone grolls can be tamed with some patience, although they are likely to revert to their wild ways given sufficient provocation. These creatures are inedible except to creatures that consume rocks.

### Combat

Stone grolls attack with a bite of their powerful jaws. They like to overwhelm smaller prey with numbers by biting and dragging the victim to the ground. They also tend to run up walls at half their normal movement and surprise their prey by dropping on them from the ceiling. They rarely attack medium to large-sized creatures unless present in overwhelming numbers.

**Water Vulnerability (Ex):** Grolls suffer 1d4hp of damage per round that they are drenched or immersed in water. They are unable to swim and tend to sink like a stone.

**Skills:** Stone groll receive a +12 racial bonus to Climb checks.



## Targ

### Large Outsider

**Hit Dice:** 4d8+12 (30 hp)

**Initiative:** +0

**Speed:** 30 ft., burrow 10 ft.

**AC:** 21 (-1 size, +12 natural)

**Attacks:** 2 claws +9 melee

**Damage:** Claw 1d6+5

**Face/Reach:** 5 ft. by 10 ft./5 ft.

**Special Attacks:** Chew, improved grab

**Special Qualities:** Cold and fire resistance 10, scent

**Saves:** Fort +7, Ref +4, Will +5

**Abilities:** Str 21, Dex 10, Con 17, Int 6, Wis 12, Cha 10

**Skills:** Climb +9, Hide +11, Intuit Direction +3, Listen +5, Spot +5

**Feats:** Endurance

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**Climate/Terrain:** Any land and underground

**Organization:** Solitary or bunch (2-5)

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 5-8 HD (Huge)

This beast inhabits the dark recesses of the nether planes, feeding off the carrion left by the demon hordes. Its formidable defenses consist of a tough, spiked carapace; eight stubby, taloned legs; and a beaked jaw wrapped by saw-toothed mandibles. The long talons allow the targ to cling to wall surfaces, or dig rapidly through soft earth. When a ready cave is not available, the targ excavates a den in the upper part of a wall from where it can hide until it spots a carcass it can drag back to its larval hatchlings. This creature is quite hardy, and can survive for lengthy periods without food or drink.

### Combat

The targ attacks with its claws until it gains a good grasp of its victim, then it chews with its mandibles. **Improved Grab (Ex):** To use this ability, the targ must hit with both claw attacks. If it gets a hold, it can chew.

**Chew (Ex):** A targ that gets a hold can make a chew attack (+9 melee) with its mandibles for 1d8+5 points of damage.

## Tarridin Viper

### Large Magical Beast

**Hit Dice:** 4d10+4 (27 hp)

**Initiative:** +3 (Dex)

**Speed:** 20 ft., climb 20 ft., swim 20 ft.

**AC:** 16 (-1 size, +3 Dex, +4 natural)

**Attacks:** Bite +4 melee

**Damage:** Bite 1d4+1 and poison

**Face/Reach:** 5 ft. by 5 ft. (coiled)/5 ft.

**Special Attacks:** Poison

**Special Qualities:** Regeneration 4, split, scent, vulnerabilities

**Saves:** Fort +5, Ref +7, Will +2

**Abilities:** Str 12, Dex 16, Con 13, Int 1, Wis 12, Cha 2

**Skills:** Climb +3, Listen +5, Spot +5

**Feats:** Alertness

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**Climate/Terrain:** Any warm or hot land

**Organization:** Solitary

**Challenge Rating:** 3

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 5-9 HD (Large)

This dangerous serpent is bright yellow in hue, with a mottled pattern of black spots peppered along the spine. The bright coloration is a warning to other creatures that this viper has a toxic bite. It can grow to a length of ten feet and has a girth of six inches. The tarridin can distend its mouth and body to engulf creatures of up to size small.

The tarridin viper is a magical snake that has the ability to regenerate. If it is cut in two by a critical hit, the two halves form separate, medium-size vipers. These eventually grow to become full-sized tarridin vipers.

This serpent prefers a warm or hot environment, and favors the desert or tropical forest. It can also tolerate temperate settings, but must find warm shelter during the winter months. It can go for long periods without food: up to a month if it has consumed a small-size animal beforehand.

### Combat

The serpent prefers to surprise its prey, either striking from ambush or dropping down on prey from above. Once it has bitten its prey it waits for the toxin to take effect before closing for the kill.

**Poison (Su):** Bite, Fortitude save (DC 12); initial damage 1d8 temporary Constitution; secondary damage makes the target lethargic as though by the spell *slow* cast by a 6<sup>th</sup>-level sorcerer.

**Split (Su):** If a hit inflicts damage at least equal to half the remaining hit points, the tarridin is split in

half. Each portion fully regenerates into a medium-size tarridin serpent with hit points equal to half the original total. The two serpents are AC 7, +5 melee. **Vulnerabilities:** Takes double damage from attacks that are cold or salt-based.

## **Thorned Star Serpent**

### **Large Magical Beast**

**Hit Dice:** 5d10+5 (32 hp)

**Initiative:** +2 (Dex)

**Speed:** 20 ft.

**AC:** 1 (-1 size, +2 Dex, +8 natural)

**Attacks:** 2 slams +7 melee

**Damage:** Slam 1d4+2

**Face/Reach:** 5 ft. by 10 ft./10 ft. (vertical cling)

**Special Attacks:** Improved grab, gnaw

**Special Qualities:** Tremorsense, blind

**Saves:** Fort +2, Ref +3, Will +1

**Abilities:** Str 14, Dex 15, Con 12, Int 2, Wis 13, Cha 5

**Skills:** Balance +17, Climb +18, Listen +1

**Feats:** Weapon Focus (slam)

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**Climate/Terrain:** Any underground

**Organization:** Solitary or Company (2-5)

**Challenge Rating:** 3

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 1-3 HD (Small)

This odd creature was actually created through magical experiments performed with starfish. It has five long, tapered limbs that are connected to a central hub. The limbs are hard but quite flexible, and possess rows of tendrils on the underside that can hold fast to just about any surface. The top is as hard as bone and covered in short spines that provide protection from bites.

Thorn star serpents can function equally well underwater or in the open air. They are unable to swim, however, and immediately sink to the bottom. They are completely blind and rely on their sensitive clinging tendrils to sense movements through the ground.

### **Combat**

Thorn star serpents are accomplished hunters in the caverns and passages of the underground realm. They sweep along passages with their limbs contacting all sides, then envelop any creatures they encounter. The victims are struck by two of the limbs while the rest remain attached to the sides. The prey is then drawn toward the circular,

fanged orifice in the center of their underside, where they are gnawed upon until consumed.

**Improved Grab (Ex):** To use this ability, the thorn star serpent must hit with its slam attack. If it gets a hold it can gnaw.

**Gnaw (Ex):** A thorn star serpent that gets a hold on an opponent of its size or smaller automatically deals 1d8+2 points of bite damage.

**Tremorsense (Ex):** A thorn star serpent can automatically sense the location of anything within 60 feet that is in contact with the ground.

**Blind:** Thorn star serpents have no sense of sight.

**Skills:** Star Serpents gain a +16 racial bonus to their balance and climb skill checks.

## **Thunder Bird**

### **Huge Magical Beast**

**Hit Dice:** 12d10+24 (90 hp)

**Initiative:** +3 (+3 Dex, +4 Improved Initiative)

**Speed:** 10 ft., fly 100 ft. (average)

**AC:** 19 (-2 size, +3 Dex, +8 natural)

**Attacks:** 2 claws +21 melee, bite +16 melee

**Damage:** Claw 2d4+9, bite 1d8+4

**Face/Reach:** 10 ft. by 20 ft./10 ft.

**Special Attacks:** Lightning, thunder wings

**Special Qualities:** Water sight, mist cloak, control weather

**Saves:** Fort +6, Ref +11, Will +10

**Abilities:** Str 28, Dex 16, Con 14, Int 10, Wis 14, Cha 16

**Skills:** Intimidate +8, Knowledge (nature) +6,

Listen +8, Spot +8, Swim +12

**Feats:** Alertness, Flyby Attack, Improved Initiative

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**Climate/Terrain:** Any temperate or warm land

**Organization:** Solitary or pair

**Challenge Rating:** 9

**Treasure:** None

**Alignment:** Always chaotic neutral

**Advancement:** 13-18 HD (Huge)

This legendary creature has the general form of a huge eagle, with beautiful, iridescent feathers that gleam like precious metal. The eyes of the bird glows with a reddish hue. It has a wingspan of nearly 40 feet, and is powerful enough to carry a whale in its huge talons.

The bird of thunder is rarely seen, as it continually cloaked in mist. While it is in flight only the beak and the front of the wings can be seen, with the remainder wrapped in the streaming white vapor it trails behind. However the eerie red glow of its eyes can still be seen in spite of the mist.

This spirit bird has magical power over the elements of the air. When it flaps its wings rapidly

it can produce a roar of thunder. By closing its eyes the thunderbird can emit a flash of lightning. It also has command over the weather, and can summon a thunderstorm when conditions are suitable.

### Combat

The thunder bird dives on its prey from the cover of clouds, grabbing with its powerful claws then rending with its bite. When attacked, the thunder and lightning it can produce are more than sufficient against most foes. As it is cloaked in mist and often flies in the clouds, the bird is very difficult to find.

**Lightning (Su):** Once every three rounds as a partial action the thunder bird can close its eyes and produce a *lightning bolt* as the spell cast by a 10<sup>th</sup>-level sorcerer (save DC 16). The bolt begins just in front of the beak.

**Thunder Wings (Su):** By rapidly beating its wings, once per minute as a normal action the bird can produce a roar of thunder. The result is a sonic blast identical to the *shout* spell cast by a 10<sup>th</sup>-level sorcerer (DC 17).

**Water Sight (Su):** The thunder bird can see clearly through any mist, vapor, or cloud, and can see as an aquatic animal while underwater.

**Mist Cloak (Su):** The form of the thunder bird is continually cloaked by a veil of mist within 10 ft. of its body. The result is as the *obscuring mist spell* cast by a 10<sup>th</sup>-level sorcerer, but it cloaks the entire bird even with its wings fully spread.

**Control Weather (Su):** Once per month the thunder bird can *control weather* as the spell cast by a 12<sup>th</sup>-level sorcerer.

## Tree Shadow

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### Small Fey

**Hit Dice:** 1d6 (3 hp)

**Initiative:** +2 (Dex)

**Speed:** 20 ft., burrow 10 ft.

**AC:** 17 (+1 size, +4 Dex, +2 natural)

**Attacks:** 2 claws +5 melee

**Damage:** Claw 1d3-1 and wither

**Face/Reach:** 5 ft. by 5 ft./10 ft.

**Special Attacks:** Wither

**Special Qualities:** Damage reduction 3/silver, fast healing 1, tree walk, limitations

**Saves:** Fort +0, Ref +6, Will +3

**Abilities:** Str 8, Dex 18, Con 10, Int 4, Wis 13, Cha 5

**Skills:** Hide +11, Listen +3, Move Silently +6, Spot +3, Wilderness Lore +4

**Feats:** Weapon Finesse (claws)

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**Climate/Terrain:** Any forest

**Organization:** Solitary or pack (2-8)

**Challenge Rating:** 1

**Treasure:** None

**Alignment:** Always neutral evil

**Advancement:** 2-3 HD (Small)

These dark, sinister forms dwell in the heart of a forest that has been twisted by evil sorcery. Born of the shy nature spirits that normally inhabit the woods, these beings have been tormented into near madness by the abominations perpetrated against their home. Now they lash out against any and all who invade their territory, including indigenous creatures and friends of the forest. A tree shadow usually inhabits the inky shadows at the base of a large tree. The dark, shadowy form resembles a mutilated fey creature made of wood, with two unblinking eyes that glow with a faint orange light.

### Combat

Tree shadows silently stalk invaders through their native woods, sliding from tree to tree until a favorable opportunity allows the beast to strike. Tree shadows prefer to attack from hiding, waiting inside a tree until an opportune moment. They use their withering touch then withdraw back into the wood, either to escape or to climb to the upper branches. Persistent intruders are often severely disfigured and left as a warning to others. The shadows are usually found alone, but will hunt in packs when many invaders are present.

**Tree Walk (Su):** A tree shadow can step into any normal tree as if it were incorporeal. They can also walk upward through the interior of the tree at their normal movement rate. This ability will not

function within a dead tree, a treant, or one in which a dryad dwells.

**Wither (Su):** The touch of a tree shadow can cause the flesh of a creature to brown and wither like an autumn leaf. The creature touched must succeed at a Fortitude save at DC 10 or suffer 1 point of temporary damage to their Strength, Dexterity, and Constitution. This ability has no effect on targets that are immune to necromantic effects.

**Limitations:** Tree shadows can not cross running water. They lose their fast healing ability when outside their native forest.

## Umbra

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### Small Undead (Darkness)

**Hit Dice:** 1d12 (6 hp)

**Initiative:** +1 (Dex)

**Speed:** fly 20 ft. (perfect)

**AC:** 13 (+1 size, +1 Dex, +1 deflection)

**Attacks:** Chill touch +1 melee

**Damage:** Chill touch 1d4+1 and umbral mal

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Umbral mal

**Special Qualities:** Aversion to daylight, darkness, cold and fire immunity, undead, umbra weaknesses

**Saves:** Fort +0, Ref +1, Will +2

**Abilities:** Str -, Dex 12, Con -, Int 1, Wis 10, Cha 12

**Skills:** Listen +2, Spot +1

**Feats:** Flyby Attack

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**Climate/Terrain:** Any indoors or underground

**Organization:** Solitary, gang (2-5), or swarm (6-11)

**Challenge Rating:** 1

**Treasure:** None

**Alignment:** Always chaotic evil

**Advancement:** 2-4 HD (Medium-size)

These nearly mindless, undead beings appear as a vaguely humanoid region of nebulous gloom. The area around the umbra is also dim as the negative aspect of their form absorbs light energy. While they appear incorporeal they have a physical form composed of a dark cloud of ash remains. Because their form is somewhat structured they are not able to pass intact through small openings.

The umbra exists as the ashes of a vengeful spirit. To create an umbra, a living being must be affected by a *geas* or a *lesser geas*. The target must then be slain in a horribly painful manner. Finally the body is burned to ashes and magically animated by means of an *animate dead* spell. The umbra remains close to the location of its demise and will mindlessly attack any intruders. Once slain, the

gloom vanishes and a cloud of dark gray ashes collapses to the floor.

### Combat

The umbra attack by means of a chilling touch, which can invoke a chaotic negative energy state known as the *umbral mal*. They have a tendency to swarm an opponent, thus hindering their foe with a *darkness* ability. Umbras are vulnerable to wind and water, suffering disassociation when immersed or if exposed to strong air movements.

**Aversion to Daylight (Ex):** The umbra dislike sources of bright light. If exposed to natural daylight (not merely a *daylight* spell), they suffer a -4 morale penalty to all attack rolls.

**Darkness (Su):** Whenever any four or more umbras cluster within a 15 ft. radius, they form a region of impenetrable darkness centered on the cluster. The effect is identical to a *darkness* spell cast by a 4<sup>th</sup>-level sorcerer. The umbras can still see clearly through their own darkness. Such clusters of umbras can overlap, producing multiple spheres of *darkness*. A *light* spell used to dispel this darkness will immediately scatter the umbras outside the radius of illumination without provoking attacks of opportunity.

**Umbral Mal (Su):** If the target fails a Fortitude saving throw at DC 11, the touch of an umbra inflicts an *umbral mal*. Roll 1d10 on the following table to determine the effect.

## Virikas

1d10	Suffer	
Roll	Result	Effect of the Umbral Mal
1-2	Dread	The target shaken with horror for one full round.
3-4	Blight	The target becomes drained of energy reserves and is fatigued until he can get the required amount of rest. If the target is already fatigued, he becomes exhausted.
5	Terror	The target is overtaken by visions of death and becomes panicked for 1d4 rounds.
6	Abyss	The target suffers 2 points of temporary Dexterity damage due to severe tremors and muscle spasms.
7-8	Wrath	Target loses any Dex bonus to AC as he enters a berserk fighting frenzy. He can do nothing except perform an all out attack against the nearest opponent for a full round.
9-0	Folly	The target is wracked with dark humor and becomes stunned for a full round.

**Undead:** Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

**Umbra Weaknesses:** Entry into a body of water or the presence of a wind stronger than a breeze will inflict 1d4 hp of damage per round.

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### Tiny Outsider (Chaotic, Evil)

**Hit Dice:** 1/2d8 (2 hp)

**Initiative:** +3 (Dex)

**Speed:** 20 ft.

**AC:** 17 (+2 size, +3 Dex, +2 natural)

**Attacks:** Bite +6 melee

**Damage:** Bite 1d3-2

**Face/Reach:** 2-1/2 ft. by 2-1/2 ft./0 ft.

**Special Qualities:** Damage reduction 2/silver, cold and fire resistance 20, scent, regeneration 1

**Saves:** Fort +2, Ref +5, Will +4

**Abilities:** Str 6, Dex 17, Con 10, Int 9, Wis 14, Cha 6

**Skills:** Hide +14, Move Silently +4

**Feats:** Weapon Finesse (bite)

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**Climate/Terrain:** Any land and underground

**Organization:** Swarm (10-40)

**Challenge Rating:** 1/4

**Treasure:** None

**Alignment:** Always chaotic evil

**Advancement:** -

These diminutive, humanoid demons stand less than eighteen inches in height. Their flesh and hair is a flaming red hue, and their sharp fangs are constantly bloodstained. The demonic virikas enjoy preying on the sick and injured, and they attack in an excited, jabbering horde. Individually, the virikas are not much of a threat, but as a group they are feared even by other lesser demons. The virikas always appear surrounded by a reddish mist resembling a cloud of blood.

Some believe burning flowers and incense can appease the virikas. In actuality they have a strong dislike of scented blossoms and will avoid areas heavy with flowers.

### Combat

When given the opportunity virikas will attack from surprise, hiding from sight until an opportunity to strike presents itself. The virikas enjoy swarming foes, and rather than forming a line of battle will instead gang up against a few opponents. They will first attack those opponents who look the most vulnerable, avoiding tougher foes until the weaker party members have been cut down.

**Regeneration (Ex):** The virikas take normal damage from acid and from holy and blessed weapons.

## Vugoo

### Small Humanoid

**Hit Dice:** 1/2d8 (2 hp)

**Initiative:** +0

**Speed:** 20 ft.

**AC:** 12 (+1 size, +1 natural)

**Attacks:** Hand axe -2 melee; or sling +0 ranged

**Damage:** Hand axe 1d6-3; or sling 1d4-3

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Qualities:** Darkvision 60 ft., light sensitivity, mind link

**Saves:** Fort +0, Ref +2, Will +1

**Abilities:** Str 4, Dex 11, Con 10, Int 5, Wis 12, Cha 6

**Skills:** Hide +5, Move Silently +2, Spot +2

**Feats:** Run

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**Climate/Terrain:** Any underground

**Organization:** Gang (4-9), band (10-15), or tribe (16-100 plus 1 psion of 2nd-4th level per 32 adults)

**Challenge Rating:** 1/6

**Treasure:** 50% standard

**Alignment:** Always lawful neutral

**Advancement:** By character class

Physically, the vugoo is less than impressive. They have stooped shoulders, a protruding belly and short, knobby limbs. Their heads resemble a large, slightly curved bean, bending back over their scrawny, goitered neck. Although they wear little in the way of garb, other than a breach cloth, their tough, mud-colored flesh provides a measure of protection against wounds. The vugoo tribes live off roots, tubers, mushrooms, seeds, insects, and small game. They will consume just about anything they can readily catch.

Due to their unusual mental nature, when several vugoo are within 100 ft. of each other they are able to link mentally and increase their collective intelligence. When alone, they are very dull-witted creatures and barely able to employ the weapons they carry. As more vugoo gather together, however, they grow craftier and are able to employ improved tactics. In the presence of an entire tribe the vugoo can become very devious foes.

### Combat

Vugoo are almost always to be found underground and they have adapted well to these dark surroundings. Their weapons are primitive, consisting of slings, flint-tipped axes, small spears, and knives. They sometimes wear animal hide wraps for protection, but they have never learned to make or employ shields.

Their mental link allows them to coordinate attacks even when out of sight of each other and their enemies. They have no leaders as such, relying instead on rapid consensus to make decisions.

**Light Sensitivity (Ex):** Vugoo suffer a -1 penalty to attack rolls in daylight or within the radius of a *daylight* spell.

**Mind Link (Ex):** Due to their unusual mental nature, when several vugoo are within 100 ft. of each other they are able to link mentally and increase their collective intelligence. For each doubling of their numbers within the radius the intelligence of each vugoo increases by +2, up to a maximum of +10.

### Number

of Vugoo	Int	Skills
1	5	Hide +3, Move Silently +2, Spot +2
2-3	7	Hide +4, Move Silently +2, Spot +2
4-7	9	Hide +4, Move Silently +2, Spot +3
8-15	11	Hide +4, Move Silently +2, Search +1, Spot +3
16-31	13	Craft +2, Hide +4, Move Silently +2, Search +2, Spot +3
32+	15	Craft +4, Hide +4, Move Silently +2, Search +3, Spot +3

They are also able to use this mind link as a form of telepathy to communicate silently with each other.

### Vugoo Society

These diminutive creatures are almost always found gathered in small tribes within an underground mushroom forest. The vugoo live in hunter-gatherer tribes, and the only reason they achieved any degree of sophistication is due to their ability to join mentally with their fellows. This ability makes them collectively smarter than the sum of their parts, and in turn makes them more formidable in battle than you would otherwise expect.

Typically the vugoo tribes live in the shelter of a ring of mushrooms about a forest clearing. They know how to create fire and they can manufacture crude stone or bone tools and weapons. The crafts understood by vugoo tribesmen include basketweaving, weaving, leatherworking, pottery, and trapmaking. Their religion is primitive, usually involving some simple burial rites and the ritual killing and eating of their foes to please their ancestor spirits. The vugoo are mute, and they lack any form of written language.

## Vugoo Characters

A Vugoo's favored class is warrior. Vugoo psions are relatively common, but depend on the collective intelligence of their clan to employ many of their abilities.

## Wolf, Night

### Medium-Size Outsider (Evil)

**Hit Dice:** 3d8+6 (19 hp)

**Initiative:** +3 (Dex)

**Speed:** 50 ft., burrow 5 ft.

**AC:** 15 (+3 Dex, +2 natural)

**Attacks:** Bite +7 melee

**Damage:** Bite 1d6+2 and dire venom

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Dire venom

**Special Qualities:** Scent, fast healing 2, light sensitivity

**Saves:** Fort +6, Ref +7, Will +5

**Abilities:** Str 15, Dex 16, Con 14, Int 2, Wis 12, Cha 6

**Skills:** Hide\* +3, Listen +7, Spot +7

**Feats:** Weapon Focus (bite)

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**Climate/Terrain:** Any forest, hill, plains, and mountains

**Organization:** Solitary, pair, or pack (7-16)

**Challenge Rating:** 2

**Treasure:** None

**Alignment:** Always neutral evil

**Advancement:** 4-5 HD (Medium-size); 6-7 HD (Large)

These powerful beasts resemble wolves, but have a charcoal black coat and black eyes. They exude evil, and are normally found only on demonic planes or in the service of foul beings.

### Combat

Like wolves these creatures hunt in a pack, and they cooperate to bring down their foes. They prefer to hunt at night, relying on their darkvision.

**Dire Venom (Ex):** Bite, Fortitude save (DC 13); initial and secondary damage 1d4 temporary Constitution. Those with an alignment of good suffer 1d8 temporary damage instead.

**Light Sensitivity (Ex):** Night wolves suffer a -1 penalty to attack rolls in bright sunlight or within the radius of a *daylight* spell.

**Skills:** \*Night wolves gain a racial bonus of +4 to Hide checks at night due to their dark coats.

## Worm Mass

### Huge Magical Beast

**Hit Dice:** 8d10+24 (68 hp)

**Initiative:** -2 (Dex)

**Speed:** 20 ft.

**AC:** 9 (-2 size, -2 Dex, +2 natural)

**Attacks:** Slam +13 melee

**Damage:** Slam 1d6+7

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Improved grab, engulf 2d6+7

**Special Qualities:** SR 30, absorb magic, swarm, immunities

**Saves:** Fort +10, Ref +4, Will +1

**Abilities:** Str 24, Dex 6, Con 18, Int 1, Wis 9, Cha 5

**Skills:** Listen +2, Swim +9

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**Climate/Terrain:** Any underground

**Organization:** Solitary

**Challenge Rating:** 8

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 9-12 HD (Huge); 13-16 HD (Gargantuan); 17-20 HD (Colossal)

This is a seething mass of large, slimy worms that slither and crawl in a group across the floor. Each of the glistening worms is about two feet in length and has a diameter of 3 inches. They have a soft, cream hued flesh that is segmented with multiple rings along the body. The flesh grows darker near the ends until it is a deep tan at the tip.

The worms feed off magical energy, drawing their life force from spells and beings that are magical in nature. They absorb most spells, using the energy to rapidly increase their numbers. Individually the worms do not fare well when separated from the main body, and they will crawl off to find a crack or hole in which to hide.

### Combat

The worm mass attacks by swarming over its foe and smothering the creature trapped inside.

**Absorb Magic (Su):** The worm mass does not suffer additional damage from the magical enhancement bonuses of weapons. They grow by an additional hit dice for every four levels of spells they successfully resist.

**Improved Grab (Ex):** To use this ability, the worm mass must hit with its slam attack. If it gets a hold, it automatically deals slam damage and can engulf the foe.

**Engulf (Ex):** A worm mass that retains at least half its total hit points can attempt to swallow an opponent smaller than itself by making a successful

grapple check. Once inside, the opponent is pinned and takes  $2d6+7$  points of crushing damage per round. The worm mass can hold two Large creatures or up to four smaller creatures.

**Swarm (Ex):** Because they are composed of a multitude of smaller creatures, they take only half damage from piercing and bludgeoning weapons.

**Immunities:** The worm mass is immune to paralysis, sleep, stunning, and polymorphing. They are not subject to critical hits, subdual damage, or mind-influencing effects.



## Fantasy Templates

### Dread

These horrific undead are solely the creation of evil necromancers. The risen being appears in its normal form, but is cloaked in cursed tendrils of negative energy. These tendrils give the creature greater resistance to the turn ability of clerics, and allows them to draw the life energy from any living being they contact. However they become more vulnerable to direct sunlight, and animals can sense the unnatural aura of a dread.

#### Creating a Dread

“Dread” is a template that can be added to any undead creature with a non-good alignment (hereafter referred to as the “base creature”). The creature uses all of the base creature’s statistics and special abilities except as noted here.

**Hit Dice:** Increase by one Hit Dice.

**AC:** Deflection improves by +2.

**Special Attacks:** A dread retains all the creature’s special attacks and also gains those listed below.

**Life Drain (Su):** Any living creature touched by a dread must succeed at a Fortitude save or suffer 1d3 temporary Strength, Dexterity and Constitution damage. A creature reduced to Strength, Dexterity, or Constitution 0 by a dread is slain.

**Death Throes (Su):** When a dread is reduced to zero hit points or less, it will flail about wildly for a full round then explode in a wave of life draining energy. This 20-ft.-radius burst deals 1d4 + 1 per Hit Dice points of damage to nearby living beings. Like *inflict* spells, this burst cures undead in the area rather than harming them.

**Special Qualities:** A dread has all the special qualities of the base creature and also gains those listed below.

**Turn Resistance (Ex):** The turn resistance is increased by +2.

**Unnatural Aura (Su):** Both wild and domestic animals can sense the unnatural presence of a dread at a distance of 60 feet. They will not willingly approach nearer than that and panic if forced to do so; they remain panicked as long as they are within that range.

**Daylight Vulnerability (Ex):** A dread is automatically blinded by exposure to direct sunlight, and suffers all the blindness effects of the *blindness/deafness* spell. The sight of the dread returns to normal 1d6 hours after leaving the sunlight.

**Feats:** Same as the base creature, and Toughness

**Climate/Terrain:** Same as the base creature

**Organization:** Same as the base creature

**Challenge Rating:** Same as the base creature +2

**Alignment:** Changes to evil, but has the same lawful-neutral-chaotic tendency as the base creature.

**Treasure:** Same as the base creature

**Advancement:** Same as the base creature

#### Sample Dread

This example uses a zombie as the base creature.

#### Dread Zombie

**Medium-size Undead**

**Hit Dice:** 3d12+6 (25 hp)

**Initiative:** -1 (Dex)

**Speed:** 30 ft.

**AC:** 13 (-1 Dex, +2 natural, +2 deflection)

**Attacks:** Slam +2 melee

**Damage:** Slam 1d6+1

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Life drain, death throws

**Special Qualities:** Undead, partial actions only, +2 turn resistance, unnatural aura, daylight vulnerability

**Saves:** Fort +1, Ref +0, Will +3

**Abilities:** Str 13, Dex 8, Con -, Int -, Wis 10, Cha 1

**Feats:** Toughness (x2)

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**Climate/Terrain:** Any underground

**Organization:** Gang (1 dread zombie and 1-3 zombies), squad (2-3 dread zombies and 4-7 zombies), or mob (4-6 dread zombies and 8-16 zombies)

**Challenge Rating:** 2

**Treasure:** None

**Alignment:** Always neutral evil

**Advancement:** 4 HD (Medium-size)

Dark tendrils that radiate a chill, unearthly sensation surround this fetid, walking corpse. An evil necromancer crafted the dread zombie to stiffen the resistance provided by his undead horde.

### Half-Incarnate

The magical nature of incarnates allows them to crossbreed with virtually any creature. The offspring of the resulting unions, half-incarnates, are perfectly harmonized blends of creature traits. When incarnate beings from the realms of neutrality travel to the mortal realms they can sometimes become attracted to particularly

representative mortals: whether human or ogre, elf or goblin.

The representatives of the neutral planes can appear in a great variety of forms, some of which mortals can find attractive despite their somewhat bestial appearance. Those whom the incarnate find appealing are always neutral and intelligent. The course of the pair always follows the path that nature intended for their species, whether a brief coupling or a lifetime of caring union.

Whatever the form, a half-incarnate has the pristine, untainted appearance of a natural origin. They have certain odd, beastly features that are out of place for a base creature of their kind, but these are healthy, flowing, and in harmony with the whole.

The half-incarnate is the very essence of a primordial, harmonic being, and takes an instant dislike of extreme views and unnatural imbalances. They usually find mortal society uncomfortable and often seek a life of wandering or natural solitude, while striving to maintain proper balance in the world.

### Creating a Half-Incarnate

"Half-incarnate" is a template that can be added to any corporeal creature with an Intelligence of 4 or more and neutral alignment (referred to hereafter as the "base creature"). The creatures' type changes to "outsider." It uses all the base creature's statistics and special abilities except as noted here. Roll on the following table to determine specific incarnate physical features.

	Half-Incarnate
<b>1d100</b>	<b>Physical Feature</b>
01-28	Enhanced scent
29-45	Wings
46-54	Amphibious
55-59	Flexible wings
60-67	Two extra limbs
68-77	Bite attack
78-80	Bite and gore attack
81-83	Gore attack
84-88	Tail (slam) attack
89-92	Hoof (claw) attack
93-00	Roll twice on this table

**Speed:** If the half-incarnate has wings it can fly at twice the base creature's normal speed (good maneuverability). If it is amphibious it can swim at the base creature's normal speed.

**AC:** Natural armor improves by +1.

**Attacks:** If the half-incarnate has a bite, claw, gore, or slam attack, these are gained as attack forms in addition to the base creature's attacks if it does not

have them already. Half-incarnates with two extra limbs gain additional attacks with those limbs.

**Damage:** If the half-incarnate has bite, claw, gore, or slam attacks but the base creature does not, use the damage values in the table below.

Size	Bite	Damage		
		Claw	Gore	Slam
Fine	1	-	1	-
Diminutive	1d2	1	1d2	-
Tiny	1d3	1d2	1d3	1
Small	1d4	1d3	1d4	1d2
Medium-size	1d6	1d4	1d6	1d3
Large	1d8	1d6	1d8	1d4
Huge	2d6	1d8	2d6	1d6
Gargantuan	2d8	2d6	2d8	1d8
Colossal	4d6	2d8	4d6	2d6

**Special Attacks:** A half-incarnate retains all the special attacks of the base creature. Half-incarnates with an Intelligence or Wisdom score of 8 or higher possess the following spell-like abilities, using their level as the caster level, as specified in the table below. Unless otherwise indicated, the ability is usable once per day.

Level	Abilities	Level	Abilities
1-2	<i>Entropic shield, magic fang</i> 3/day	11-12	<i>Find the path</i>
3-4	<i>Bull's strength, endurance</i>	13-14	<i>Regenerate, repulsion</i>
5-6	<i>Greater magic fang</i> 3/day, <i>water breathing</i>	15-16	<i>Spell turning</i>
7-8	<i>Death ward, freedom of movement</i>	17-18	<i>Summon nature's ally IX</i>
9-10	<i>True seeing</i>	19+	<i>Foresight</i>

**Special Qualities:** A half-incarnate has all the special qualities of the base creature, plus low-light vision. Half-incarnates are immune to acid, electricity, polymorph, and turn to stone, and have disease and poison resistance 20. If it has enhanced scent, it gains scent as a special quality. If it has flexible limbs, it gains improved grab as a special quality.

**Saves:** Same as the base creature

**Abilities:** Increase from the base creature as follows: Str +4, Dex +4, Con +4, Int +2, Wis +4, Cha +2.

**Skills:** A half-incarnate has 8 skill points, plus its Intelligence modifier, per Hit Dice. Treat skills from the base creature's list as class skills and other

skills as cross-class. If the creature has a class, it gains skills for class levels normally.

**Feats:** Half-incarnates have one feat for every four levels, or the base creature's total of feats, whichever is greater.

**Climate/Terrain:** Same as the base creature

**Organization:** Same as the base creature

**Challenge Rating:** Same as the base creature +1

**Alignment:** Always neutral

**Treasure:** Same as the base creature

**Advancement:** Same as the base creature

### Half-Incarnate Characters

Half-incarnate humanoids often have a character class, favoring druids, barbarians, fighters, and clerics. Nonhumanoids are also sometimes rangers or druids. Half-incarnate clerics serve the neutral deities, such as the deities of nature.

### Sample Half-Incarnate

This example uses a tiefling as the base creature.

### Half-Incarnate/Half-Tiefling

**Small Outsider (Neutral)**

**Hit Dice:** 1d8+2 (6 hp)

**Initiative:** +3 (Dex)

**Speed:** 30 ft., swim 30 ft.

**AC:** 17 (+3 Dex, +3 studded leather, +1 small shield, +1 natural)

**Attacks:** Light lance +4 melee; or javelin +4 ranged

**Damage:** Light lance 1d6+2; or javelin 1d6 +2

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Spell-like abilities

**Special Qualities:** Fire, cold, and electricity resistance 5; disease and poison resistance 20; immune to acid, electricity, polymorph, and turn to stone; low-light vision

**Saves:** Fort +4, Ref +5, Will +4

**Abilities:** Str 14, Dex 17, Con 14, Int 15, Wis 15, Cha 10

**Skills:** Bluff +2, Hide +7, Intuit Direction +4, Move Silently +6, Pick Pocket +5

**Feats:** Weapon Finesse (light lance)

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**Climate/Terrain:** Any land and underground

**Organization:** Solitary or gang (2-4)

**Challenge Rating:** 2

**Treasure:** Standard

**Alignment:** Always neutral

**Advancement:** By character class

This plane-touched being has physical qualities similar to a tiefling, with a mottled, pale green flesh

that grows darker along the neck, spine and tail. The head is hairless and has a narrow mane of short, bristling spines. Forming a V-shape down the front chest is a set of gills. These are normally closed when the creature is on land, making the flesh appear almost seamless. The gills and a finned tail allow this being to be as at home in the water as it is on land. This being wears specially fitted armor that allows it to use its gills and tail underwater. The armor is as effective as normal studded leather, but costs double the normal amount to create. In spite of its heritage this creature does not possess the disturbing aura of a typical tiefling, and in many ways appears as a magnificent natural being that is completely at home in the wilds.

### Combat

**Spell-Like Abilities:** 3/day-magic fang; 1/day-darkness, entropic shield. These abilities are as the spells cast by a 1st-level sorcerer (save DC 10 + spell level).

**Skills:** Half-Incarnate/Half-Tieflings receive a +2 bonus to Bluff and Hide checks.

## Incarnate

Incarnate creatures dwell in the nexus of the outer planes, realms of neutrality, although they resemble beings found on the Material Plane. They are clearly more capable and impressive than their earthly counterparts. Incarnate creatures are neither perfect nor flawed, yet they appear as a kind of ultimate prototype for creatures of their form. They possess a subtle radiant essence that gives the incarnate creature a naturally enchanted appearance. Incarnates can have a great variety of forms that are akin to the creatures on untold numbers of worlds.

### Creating an Incarnate

"Incarnate" is a template that can be added to any corporal creature of neutral alignment (referred to hereafter as the "base creature".) Beasts or animals with this template become magical beasts, but otherwise the creature type is unchanged. An incarnate creature uses all the base creature's statistics and special abilities except as noted here.

**Special Attacks:** An incarnate creature retains all the special attacks of the base creature and also gains the following.

*Smite Imbalance (Su):* Once per day the creature can make a normal attack to deal additional damage equal to its HD total (maximum of +20) against any fully non-neutral foe.

**Special Qualities:** An incarnate creature retains all the special qualities of the base creature and also gains the following:

- Acid and electricity resistance (see the table below).
- Immunity to polymorphing or turn to stone.
- Damage reduction (see the table below).
- SR equal to the double creature's HD (maximum 20).

Hit Dice	Acid, Electricity	
	Resistance	Damage Reduction
1-3	5	-
4-7	10	5/+1
8-11	15	5/+2
12+	20	10/+3

If the base creature already has one or more of these special qualities, use the better value.

**Saves:** Same as the base creature

**Abilities:** Same as the base creature, but Intelligence at least 3.

**Skills:** Same as the base creature

**Feats:** Same as the base creature

**Climate/Terrain:** Any land and underground

**Organization:** Same as the base creature

**Challenge Rating:** Up to 3 HD, as the base creature

4 HD to 7 HD, as base creature +1

8+ HD, as base creature +2

**Treasure:** Same as the base creature

**Alignment:** Always neutral

**Advancement:** Same as the base creature

### Sample Incarnate

This example uses a sea lion as the base creature.

## Incarnate Sea Lion

**Large Magical beast**

**Hit Dice:** 6d10+12 (30 hp)

**Initiative:** +1 (Dex)

**Speed:** Swim 40 ft.

**AC:** 18 (-1 size, +1 Dex, +8 natural)

**Attacks:** 2 claws +9 melee, bite +7 melee

**Damage:** Claw 1d6+4, bite 1d8+2

**Face/Reach:** 5 ft. by 10 ft./5 ft.

**Special Attacks:** Rend 2d6+6, smite imbalance

**Special Qualities:** Acid and electricity resistance 10, immunity to polymorphing and turn to stone, DR 5/+1, SR 12, scent

**Saves:** Fort +8, Ref +6, Will +3

**Abilities:** Str 19, Dex 12, Con 17, Int 4, Wis 12, Cha 10

**Skills:** Listen +9, Spot +9

**Feats:** Alertness, Multiattack

**Climate/Terrain:** Temperate and warm aquatic

**Organization:** Solitary, pair, or pride (5-12)

**Challenge Rating:** 5

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 7-9 HD (Large); 10-18 HD (Huge)

The incarnate sea lion closely resembles its namesake, but is more alert and it attacks with an almost unnatural silky smoothness. It is completely free of scars and defects, yet somehow appears well tested in battle.

### Combat

**Rend (Ex):** An incarnate sea lion that hits with both claw attacks latches onto the opponent's body and tears the flesh. This automatically deals an additional 2d6+6 points of damage.

## Mekanoid

A mekanoid is a metallic automaton that has been constructed in the likeness of a living creature. This device is powered by magic, but operates primarily through mechanical artifice. The power source is normally a set of magical crystals placed in a protected location within the body. These in turn drive the gears, drive shafts, pistons, cables, and other mechanisms that control the movements of the mekanoid. The automaton is controlled by a rudimentary command system that is capable of following simple instructions or reacting to changes. However the intelligence is mostly instinctive in nature.

The mekanoid is normally build to operate in a particular environment. If the base creature had a

swimming speed, the mekanoid will also operate normally in water and is designed not to corrode due to leaks. The mekanoids that can fly do so in the same manner as the model creature, but will need to operate its wings much more rapidly in order to stay aloft.

If the base creature is able to emit a substance for a special purpose, the mekanoid can perform the same action. However the mekanoid must be specifically designed to supply this substance. It may have special ports where the special alchemical substances are restocked, or a magical mechanism that performs the same action.

Typically gnomish master artificers create a mekanoid, although other races are capable of learning the craft. Construction of a new mekanoid requires a successful Craft (artifice) skill check at DC 25 + CR of base creature. It also requires a suitably equipped laboratory, appropriate building materials, rare crystals, long periods of tinkering, and the assistance of highly skilled smithies and experts in the arcane. The required materials have a base cost 100gp plus 50gp times the CR rating of the base creature multiplied by itself. Thus a mekanoid modeled on a creature with a CR of 3 has a base cost of  $100 + (50 \times 3 \times 3) = 550$ gp. Once a mekanoid has been constructed, duplicates can be built with a successful Craft (artifice) skill check at DC 15 + CR of base creature.

### Creating a Mekanoid

"Mekanoid" is a template that can be applied to any animal, beast, giant, humanoid, monstrous humanoid, or vermin. The creatures' type changes to "construct". It uses all the base creature's statistics and special abilities except as noted here.

**Hit Dice:** Use d10.

**Speed:** Same as the base creature

**AC:** The base creature's natural armor rating improves by +2.

**Attacks:** A mekanoid retains all the attacks of the base creature and also gains a slam attack if it didn't already have one.

**Damage:** Mekanoids have slam attacks. If the base creature does not have this attack form, use the damage values in the in the table below. Creatures with natural attacks use the better of their old damage ratings or the value below.

Size	Damage
Fine	1
Diminutive	1d2
Tiny	1d3
Small	1d4
Medium-size	1d6
Large	1d8

Huge	2d6
Gargantuan	2d8
Colossal	4d6

**Special Attacks:** A mekanoid loses any supernatural special attacks of the base creature.

**Special Qualities:** A mekanoid gains all benefits of a construct. It loses the scent ability, but gains Darkvision 60 ft. It is subject to deterioration.

**Deterioration (Ex):** Mekanoids require periodic maintenance or they will begin to malfunction. If a mekanoid has not been regularly maintained, roll on the following 1d10 on the following table to determine the type of damage. Longer periods of poor maintenance will add further damage until eventually the mekanoid eventually becomes inoperative. If a particular type of deterioration damage does not apply, roll again on this table.

#### 1d10 Type of Deterioration Damage

- 1 Gear damage reduces all movement modes by 5 ft.
- 2 Faulty power regulator reduces Str -2.
- 3 A single, non-slam attack mode is lost.
- 4 A special attack form is broken.
- 5 A special quality has become inoperative.
- 6 Sensor damage reduces Wis score -5.
- 7 Corrosion damage reduces Dex -4.
- 8 Damage to command systems reduce Initiative -2.
- 9 Fort save bonus reduced -2 due to internal system damage.
- 0 Broken panels reduce natural armor bonus to +1.

If the base creature emits a substance as a special quality or attack, then the mekanoid has a fixed number of charges to perform the same action. Typically a mekanoid will be built with 50 charges of the required substance. These charges will need to be periodically restocked, or the mekanoid will be unable to use the special attack or quality.

**Abilities:** Modify from the base creature as follows: Str +2, Cha -2. A mekanoid does not have a Con score, and the Int is set to 1.

**Skills:** Mekanoids lose any skills the base creature gained through skill points. However the mekanoid retains any racial skill bonuses of the base creature.

**Feats:** Mekanoids have no feats.

**Climate/Terrain:** Any land and underground

**Organization:** Solitary

**Challenge Rating:** Same as the base creature

**Alignment:** Same as the base creature

**Treasure:** None

**Advancement:** Same as the base creature

## Sample Mekanoid

This example uses a medium-size viper snake as the base creature.

### Mekanoid Viper

**Medium-Size Construct**

**Hit Dice:** 2d10 (11 hp)

**Initiative:** +3 (Dex)

**Speed:** 20 ft., swim 20 ft.

**AC:** 16 (+3 Dex, +5 natural)

**Attacks:** Bite +2 melee, slam -3 melee

**Damage:** Bite 1d4 and poison, slam 1d6

**Face/Reach:** 5 ft. by 5 ft. (coiled)/5 ft.

**Special Qualities:** Poison

**Special Attacks:** Construct, deterioration

**Saves:** Fort +3, Ref +6, Will +1

**Abilities:** Str 20, Dex 8, Con 17, Int 7, Wis 10, Cha 8

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**Climate/Terrain:** Temperate and warm land, aquatic, and underground

**Organization:** Solitary

**Challenge Rating:** 1

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** -

This marvel of gnomish engineering consists of a polished bronze skull attached to a series of jointed segments. The automaton wiggles along much like a serpent, with its unblinking crystal eyes tracking any movements. Unlike a natural snake, this mechanism lacks any sense of scent. However it does possess darkvision out to 60 ft. The mekanoid possesses a rudimentary intelligence that is comparable to that of the native viper, but somebody familiar with the operation of this device can instruct it to perform simple tasks such as guarding a location or killing rodent pests.

### Combat

These constructs attack with a poison bite. Within its serrated jaws are a pair of sharp steel needles that can pierce a boot or tough hide. The needles inject a toxic fluid stored in a bronze tank just behind the head. The tank holds a maximum of fifty doses of the poison, and must be periodically refilled if it is to retain its lethal bite.

**Construct:** Immune to mind-influencing effects, poison, disease, and similar effects. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

**Deterioration:** Mekanoids require periodic maintenance or they will begin to malfunction. The type of malfunction is randomly determined.

Longer periods of poor maintenance will add further damage until eventually the mekanoid eventually becomes inoperative.

**Poison (Ex):** Bite, Fortitude save (DC 11); initial and secondary damage 1d6 temporary Constitution. The mekanoid has 50 doses of venom in a tank, and once empty the bite will have no toxic effect until the tank is refilled.

## Mimox

The mimox is the metamorphosis of a spell caster into a new state of existence, and is the climax of a lifetime of study in the art of illusionary magic. Physically these illusionary beings take their form entirely out of shadow matter, which serves merely as a shell with which they interact with the surrounding world. Using this shell the mimox can project the appearance of any creature or being that it can conceive, and assume many of its physical abilities. The actual mind and life spirit of the mimox is housed in a flawless diamond focus that must be carefully prepared through an extensive and difficult ritual.

A mimox can at will project into the real world from the diamond in a form identical to that produced by a *shades* spell. A shade form of a mimox must first coalesce no further than close range (25 ft. + 5 ft./2 levels) from his diamond focus, although it can journey beyond that range thereafter. There is no limit on the amount of time a mimox can spend in this shadowy form. Maintaining the cohesion of a shade form beyond close range from the diamond is difficult, however, and the shade permanently loses 1hp per minute it is beyond range. If the mimox has the *enlarge* metamagical feat, however, the range of the shade form coalescence and cohesion is doubled.

Physically a mimox is identical to the illusionary creature produced by means of the *shades* spell. This shadow creature can attack and take damage in the same manner as the creature form it has assumed, but once slain the illusion vanishes from sight. When a shade is destroyed the mimox can immediately begin to generate a new form by summoning faint wisps of shadow matter. The mimox can also choose to completely dispel its current form at any time and so gradually form a new shadow body.

A mimox will usually take extreme magical measures in order to protect the focus and hide it from sight. As a result, physical measures on a par with those needed to destroy an artifact will often be required to shatter the diamond focus and thus slay the mimox.

Typically it will require the new mimox some time to adjust to his new state and initially he will only be able to function normally in a shade form identical to his original body. In time, however, he will learn to master an increasing number of different forms. Over the course of a century a mimox will adapt to become virtually any known creature shape and ability. Some choose to take a level in the rogue class, thus acquiring ranks in Disguise, Intimidation, Perform (acting), and other useful mimicry skills.

A mimox usually dwells within the quarters that they have constructed to house and hide their diamond focus. These quarters are often located underground where they can be well protected by means of skillful illusions, traps, and other wards. The mimox may choose to have loyal companions and allies present, although such will rarely be trusted with the actual of its focus.

Few mimox choose to travel far beyond the safety of their sanctum, as they will have more difficulty securing their gem housing. Instead they usually expect others to visit or correspond. The mimox may also make brief forays in its shade form by magical means using spells such as *teleport* or *shadow walk*.

A mimox will retain the goals and personality that they possessed when they were corporeal beings. However their reclusive lifestyle often turns a mimox eccentric and they can become much noted for their occasional bizarre behavior. Their powerful intelligence and extensive knowledge of magic makes them dangerous adversaries and few choose to challenge these beings.

Due to the immense age that a mimox can attain, they can possess magical knowledge that is unknown or has been forgotten in the surrounding regions. They are also known to develop unique and powerful forms of magic crafted over great periods of time. They will sometimes use this magic to reward others for performing a difficult task, or to encourage the loyalty of their few comrades.

## Creating a Mimox

"Mimox" is a template that can be added to any humanoid creature provided it can create the required focus (see the mimox's focus, below.) The creatures' type changes to "aberration". It is able to assume the shadowy form of any creature, as described in the *shades* spell, and functions from the perspective of this creation. It uses all of the shadow creature's statistics and special abilities except as noted below.

**Special Attacks:** If the shadow form is able to produce the necessary components, the mimox can

cast any spell it has memorized from the current location of the shade.

**Special Qualities:** A mimox retains all the character's special qualities and those listed below.

**Shade Form (Sp):** The mimox is located within a focus and is unable to interact with the external environment in any manner, including casting spells, except through the shade form. The mimox can create a shade form at will by summoning faint wisps of shadow matter. The new shade form is gradually built up at the rate of 1hp per round, until 60% of the normal hit point total of the creature is accumulated. Once the hit point total is fully generated these wisps coalesce into the new shade, as created by the *shades* spell, in the form desired by the mimox. The mimox fully possesses the shade form and can control it as if that were her body, with all the accompanying senses, abilities, and so forth. In addition the shade form is immune to all mind-influencing effects. The mimox can also choose to completely dispel its current form at any time. Only if the shade form is dispelled can a new form be created.

**Immunities (Ex):** The mimox is immune to poison, paralysis, disease, and necromantic effects.

**Focus (Ex):** If the focus containing the mimox is destroyed, the mimox is immediately slain. The focus has a hardness of 20 and 30 hp. It requires a +4 weapon or better to damage, but can be immediately destroyed by means of a properly phrased *wish* spell.

**Abilities:** Strength, Dexterity, and Constitution scores are the same as the shade form. Otherwise the same as the base creature.

**Skills:** Same as the base creature

**Feats:** All feats of the base creature and the shade form

**Climate/Terrain:** Any land and underground

**Organization:** Same as the base creature

**Challenge Rating:** Same as the base creature +2

**Alignment:** Same as the base creature

**Treasure:** Same as the base creature

**Advancement:** Same as the base creature

## Mimox Characters

The process of becoming a mimox can be undertaken by a character's own free will. The mimox retains all class abilities it had previously.

## The Mimox's Focus

A required step in becoming a mimox is acquiring and preparing a magic focus in which to store the mind and soul. Unless the focus is destroyed the

mimox can immediately begin generating a new shade form whenever the current form is destroyed. Each mimox must prepare its own focus, which requires the *Craft Wondrous Item* feat. The character must be a sorcerer or wizard of at least 17th level. The focus must be a flawless diamond worth at least 50,000gp, and requires an additional 25,000gp in materials and 12,500XP to prepare. The caster must cast *enlarge*, *trap the soul*, *shades*, *wish*, and *permanency* into the stone in order to complete the preparation. When the spell is complete, the diamond increases in size by 50% and begins to permanently glow with an eerie, flickering light. The caster now follows the lengthy and complex ritual formula required to become a mimox. The caster is then completely and permanently absorbed into the gemstone. Any magic items worn or used by the mimox will remain behind, but can potentially be used by the shade forms.

### Sample Mimox

This example uses a gnome illusionist as the base creature.

## Veldrumingzar, Gnomish Mimox

### Small Aberration

**Hit Dice:** 3d6+3/17d4+17 (44 hp)\*

**Initiative:** +2 (Dex)\*

**Speed:** 20 ft.\*

**AC:** 13 (+1 size, +2 Dex)\*

**Attacks:** +1 dagger of dancing +2 melee +2\*

**Damage:** +1 dagger of dancing 1d4+1\*

**Face/Reach:** 5 ft. by 5 ft./5 ft.\*

**Special Attacks:** Gnome traits, spells

**Special Qualities:** Gnome traits, speak with animals, shade form, immunities, focus, summon familiar, sneak attack +2d6, evasion, uncanny dodge

**Saves:** Fort +3\*, Ref +6\*, Will +1 +1 +3 +1

**Abilities:** Str 8\*, Dex 14\*, Con 13\*, Int 18, Wis 12, Cha 13

**Skills:** Alchemy +12, Appraise +7, Concentration +15\*, Craft (trapmaking) +14, Decipher Script +9, Diplomacy +7, Disguise +3, Gather Information +5, Knowledge (arcana) +24, Knowledge (history) +18, Knowledge (planes) +14, Knowledge (local) +12, Listen +5, Ride +4\*, Scry +20, Search +6, Sense Motive +7, Spellcraft +24, Spot +5, Swim +1\*.

**Feats:** Craft Wondrous Item, Dodge, Extend Spell, Leadership, Mobility, Scribe Scroll, Silent Spell, Spell Mastery, Spring Attack, Weapon Focus (dagger)

*\*These statistics are modified by the current shade form.*

**Climate/Terrain:** Any

**Organization:** See text

**Challenge Rating:** 22

**Treasure:** Standard

**Alignment:** Neutral good

**Advancement:** By character class

This gnome recently achieved the form of a mimox as a Rog3/Wiz (I) 17. He was an illusion specialist, and highly accomplished in his craft. Since his transformation Veld has become somewhat more reclusive, living in an underground home in a hill at the outskirts of a gnomish town. His dwelling is a maze of carefully crafted illusions and traps. His companions are his weasel familiar, a pixie Rog14 cohort, and a clique of gnomish followers.

Veld is comfortable appearing in the shadow form of his original body. However he is also learning to master his new abilities and can use the shade form power to appear in other guises. When he changes form his statistics are modified accordingly.



## Combat

Veld prefers to use cunning and surprise to gain the upper hand during combat. He will use his spells to overcome an opponent, using his melee skills only when necessary.

Within Veld's home is his collection of spell books, +1 *dagger of dancing*, *wand of wall of ice*, *rope of entanglement*, *crystal ball with true seeing*, and a number of concealed scribed scrolls.

**Shade Form (Sp):** Veld is located within a focus and is unable to interact with the external environment in any manner, including casting spells, except through the shade form. Veld can create a shade form at will by summoning faint wisps of shadow matter. The new shade form is gradually built up at the rate of 1hp per round, until 60% of the normal hit point total of the creature is accumulated. Once the hit point total is fully generated these wisps coalesce into the new shade, as created by the *shades* spell, in the form desired by Veld.

Veld fully possesses the shade form and can control it as if that were his body, with all the accompanying senses, abilities, and so forth. In addition the shade form is immune to all mind-influencing effects. Veld can also choose to completely dispel its current form at any time. Only if the shade form is dispelled can a new form be created.

**Immunities (Ex):** Immune to poison, paralysis, disease, and necromantic effects.

**Focus (Ex):** If the focus that contains Veld is destroyed, he is immediately slain. The focus has a hardness of 20 and 30 hp. It requires a +4 weapon or better to damage, but can be immediately destroyed by means of a properly phrased *wish* spell.

**Spells:** Learn and cast any spells as a 17<sup>th</sup>-level wizard illusionist, excluding the conjuration school. Spells per day: 4x0, 5x1<sup>st</sup>, 5x2<sup>nd</sup>, 5x3<sup>rd</sup>, 5x4<sup>th</sup>, 4x5<sup>th</sup>, 4x6<sup>th</sup>, 3x7<sup>th</sup>, 2x8<sup>th</sup>, and 1x9<sup>th</sup>. For spells up to level 4, Veld has a 90% chance to already know any of the available spells he can cast. For higher spell levels, the odds decrease by 14% per spell level beyond 3<sup>rd</sup>. (Thus the odds at 6<sup>th</sup> level are 95-2x15=65%.)

Veld has spell mastery with *phantasmal killer*, *project image*, *shadow evocation*, and *stoneskin*.

## Part Animal

These creatures are a hybrid life form that has physiological elements of their animal half, while still retaining a form similar to the base humanoid. Such morphed humanoid creatures are typically

created by the dark experiments of wizards and sorcerers, although they may also appear as a result of a divine curse.

Due to their animal qualities, these creatures have close ties to nature and often live in the wilds or at the edges of civilization. They often have difficulty gaining acceptance among the beings from whom they originated, so they are typically lonely, forlorn figures. However they are capable of breeding with identical hybrid creatures, and so on occasion will form an entirely new species. Examples of these include humanoid felines and birdmen.

## Creating a Part Animal Creature

"Part Animal" is a template that can be added to any humanoid. To apply this template, select an animal to provide the statistics profile. The creature's type changes to "monstrous humanoid", but retains the type modifier of the base creature. A part animal creature uses all the base creature's statistics and special abilities except as noted here.

**Hit Dice:** Same as the base creature.

**Speed:** For each form of movement, set to half the movement of the base creature plus 5 ft. for every 10 ft. of movement of the profile animal.

**AC:** Same as the base creature, plus a +1 bonus to natural armor for every +2 natural armor of the profile animal.

**Attacks:** Same attacks as the base creature plus any attacks of the profile animal that do not use the hind legs. The attacks are made as a fighter with the same number of levels as the hit dice of the base creature.

**Damage:** If the base creature and the animal have the same type of attack, use the attack that inflicts the greatest damage. Otherwise the damage is the same as that for the corresponding creature type.

**Face/Reach:** For each dimension of the face and reach, find the row corresponding to the animal profile dimension and the column matching the base creature dimension. The result is the dimension for the hybrid creature. The creature size is based on the resulting dimensions.

Face/Reach Dimensions in Feet						
Animal	Base Creature					
	0	2.5	5	10	15	20
0	0	2.5	2.5	5	10	10
2.5	2.5	2.5	5	5	10	10
5	2.5	5	5	10	10	15
10	5	5	10	10	15	15
15	10	10	10	15	15	20
20	10	10	15	15	20	20

**Special Attacks:** Same as the base creature, plus any special attack based on the bite attack of the profile animal.

**Special Qualities:** Add any special qualities of the profile animal to the special qualities of the base creature.

**Saves:** The save bonus is based on a class level equal to the total hit dice of the base creature. Both Reflex and Willpower receive the higher base save bonus, while Fortitude is set to the lower base save bonus.

**Abilities:** Subtract 1 from the Int of the base creature. For all other ability scores, add the ability modifier of the profile animal to the ability score of the base creature.

**Skills:** The same as the base creature, or use the skill ranks of the profile animal if greater. Any racial bonus to skills due to the profile animal is halved, with fractions dropped.

**Feats:** Same as the base creature.

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**Climate/Terrain:** Same as the profile animal.

**Organization:** Solitary

**Challenge Rating:** +1 for every +2 by which the CR of the profile animal exceeds the base creature.

**Treasure:** Same as the base creature.

**Alignment:** The same as the base creature if neutral in at least one alignment. Otherwise any neutral within one alignment slot of the base creature.

### Sample Part Animal Creature

This example uses an elf as the base creature, and a lion for the profile animal.

#### Leonid Elf

**Medium-Size Monstrous Humanoid (Elf)**

**Hit Dice:** 1d8 (4 hp)

**Initiative:** +3 (Dex)

**Speed:** 35 ft.

**AC:** 17 (+3 Dex, +2 leather, +1 small shield, +1 natural)

**Attacks:** Long sword +3 melee; or 2 claws +3 melee, bite -2 melee; or longbow +3 ranged.

**Damage:** Longsword 1d8+2; or claw 1d4+2, bite 1d8+1; or longbow 1d8.

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Saves:** Fort +0, Ref +5, Will +3

**Abilities:** Str 15, Dex 16, Con 10, Int 10, Wis 12, Cha 9

**Skills:** Balance +7, Hide +4\*, Listen +5, Move Silently +11, Search +2, Spot +5.

**Feats:** Weapon Focus (longbow)

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**Climate/Terrain:** Warm plains

**Organization:** Solitary

**Challenge Rating:** 2

**Treasure:** Standard

**Alignment:** Usually chaotic neutral

**Advancement:** By character class

The lion elf has the slender form of an elf, but the body is covered with short, tan fur and the face is maned as a lion. This creature has a prominent snout and a fang-filled mouth. On the ends of the fur-covered hands are the deadly claws of a lion, although these can not be retracted.

## Two-Headed Creature

On rare occasions there are creatures born with two heads instead of the usual one. Among most species few of these survive to adulthood, and those who do are often shunned by their own kind. Once fully grown, however, their two heads make these beings unusually alert and watchful. They are often dangerous opponents, as their two heads allow them to attack using two weapons without hindrance. When born from an intelligent race the two-headed creatures can often find work as highly capable mercenary warriors, and they also make excellent guardians and scouts. Those two-headed creatures fortunate enough to find others of their kind are sometimes able to establish an entirely new race of two-headed beings.

The two-headed creature learns to use its two heads as one, so that the minds seemingly work in unison and what affects one will also affect the other. Nevertheless each of the heads can gain its own unique personality and the creature acts in most respects as congenitally joined twins. Often one of the heads will be the dominant member of the pair, and will initiate most of the actions and control the conversation of the creature. Less frequently such a creature may have heads that are often in disagreement with each other and the resulting beast will act clumsy, indecisive, and careless.

### Creating a Two-Headed Creature

"Two-Headed" is a template that can be added to any creature that has a single head. A two-headed creature uses all the base creature's statistics and special abilities except as noted here.

**Attacks:** For each attack form or special attack of the base creature that is specific to its head, such as a bite or a breath weapon, it gains a second such attack.

**Special Attacks:** Two-headed creatures that employ weapons gain the following special attack: *Superior Two-Weapon Fighting (Ex)*: Because each

head can control a separate limb, the two-headed creature does not suffer an attack or damage penalty for attacking with two weapons.

**Special Qualities:** The two-headed creature gains a +2 bonus to all saving throws to resist mind-affecting powers.

**Skills:** Same as the base creature, but the two heads give the creature a +2 racial bonus to Listen, Spot, and Search checks.

**Climate/Terrain:** Same as the base creature

**Organization:** Same as the base creature

**Challenge Rating:** As the base creature +1

**Alignment:** Same as the base creature

**Treasure:** Same as the base creature

**Advancement:** Same as the base creature

If for any reason the creature loses only one of its heads, it must make a Fortitude saving throw at DC 24 or be stunned for 2d6 minutes. It immediately loses all benefits of the two-headed creature template, and suffers a permanent loss of 1 Int and 1 Wis.

## Sample Two-Headed Creature

This example uses an orc as the base creature.

### Two-Headed Orc

**Medium-Size Humanoid**

**Hit Dice:** 1d8 (4 hp)

**Initiative:** +0

**Speed:** 20 ft. (scale mail); base 30 ft.

**AC:** 14 (+4 scale mail)

**Attacks:** 2 battleaxes +3 melee; or javelin +1 ranged

**Damage:** Battleaxe 1d8+3; or javelin 1d6+2

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Superior two-weapon fighting

**Special Qualities:** Darkvision 60 ft., light sensitivity, +2 versus mind affecting

**Saves:** Fort +2, Ref +0, Will -1

**Abilities:** Str 15, Dex 10, Con 11, Int 9, Wis 8, Cha 8

**Skills:** Listen +2, Spot +4, Search +1

**Feats:** Alertness

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**Climate/Terrain:** Any land and underground

**Organization:** Solitary or Gang (2-4)

**Challenge Rating:** 1

**Treasure:** Standard

**Alignment:** Usually chaotic evil

**Advancement:** By character class

It is rare for a two-headed orc to survive to adulthood, and those who do so are relentlessly

hunted down and slain by their own kind. However they occasionally find acceptance among those of mixed blood, where they can become highly capable warriors or dangerous barbarians. In rare occasions two-headed orcs find others of their kind, but their offspring almost always prove to be normal orcs.

## Science Fiction Creatures

The following creatures are suitable for use in a science-fiction campaign that allows space travel. Many of these creatures have been engineered to hunt intelligent life forms, and so are highly dangerous.

### Bluum

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**Medium-Size Plant****Hit Dice:** 4d8+4 (22 hp)**Initiative:** +2 (Dex)**Speed:** 20 ft.**AC:** 15 (+2 Dex, +3 natural)**Attacks:** 9 arms +7 melee**Damage:** Arm 1d6+4 and sting**Face/Reach:** 5 ft. by 5 ft./5 ft.**Special Attacks:** Sting, improved grab, acid**Special Qualities:** Plant**Saves:** Fort +5, Ref +3, Will -1**Abilities:** Str 19, Dex 15, Con 12, Int 4, Wis 6, Cha 10**Climate/Terrain:** Any aquatic**Organization:** Solitary or pair**Challenge Rating:** 3**Treasure:** None**Alignment:** Always neutral**Advancement:** None

With a lower body resembling a squid and a top half in the form of a sea anemone, this bizarre carnivorous plant is a loathsome mass of quivering, stinging tentacles and hair-like strands. Its outer body is a pale white that turns a deeper shade near the waving tips. It has neither a front nor a back, and no visible sensory organs. But tendrils mixed among the waving cap provide crude visual and auditory senses. The three categories of bluum have caps with a bright red, golden yellow, and dark blue hues respectively.

The bluum has three separate sexes, each of which is laying eggs or fertilizing the seeds of the other two genders. Each of the three genders is optimized to function during a specific portion of an alien daylight cycle that lasts a total of 129 terrestrial days. A bluum is alert and predatory for a period lasting 57 days, then hibernates for the remainder of the cycle. Mating occurs during the two-week periods when the cycles overlap, with the gender emerging from hibernation laying the seeds that the already active mate then fertilizes.

### Combat

The bluum tries to immobilize prey with the long coat of stinging strands, then grab the target with its powerful, flexible tentacles. It wraps around the body of the prey then digests the body with potent acids. While it is consuming prey the bluum forms a tight, rubbery sphere.

**Sting (Ex):** Any physical contact with a bluum automatically inflicts a sting. Those stung must succeed with a Fortitude save (DC 12) or be paralyzed for 1d4 rounds. This paralysis effect is cumulative.

**Improved Grab (Ex):** To use this ability, the bluum must hit with at least three arm attacks. If it gets a hold, it automatically does a sting each round and it can digest.

**Digest (Ex):** A bluum deals 2d6 points of acid damage with a successful grapple check against Medium-size or smaller creatures. While digesting all arms of the bluum are wrapped tightly around the target.

**Plant:** Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and polymorphing. Not subject to critical hits.

### Droid

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**Medium-Size Construct****Hit Dice:** 1d10 (5 hp)**Initiative:** +1 (Dex)**Speed:** 20 ft.**AC:** 13 (+1 Dex, +2 armor)**Attacks:** Slam +2 melee**Damage:** Slam 1d3+2**Face/Reach:** 5 ft. by 5 ft./5 ft.**Special Qualities:** Construct, artificial intelligence, darkvision 60 ft.**Saves:** Fort +0, Ref +1, Will +1**Abilities:** Str 15, Dex 13, Con -, Int 10, Wis 12, Cha 10**Skills:** Balance +1, Listen +1, Search +0, Spot +1**Climate/Terrain:** Any land or underground**Organization:** Solitary**Challenge Rating:** 1**Treasure:** None**Alignment:** Usually neutral**Advancement:** 2-10 HD (Medium-size)

These artificial beings are the end products of countless years of cybernetic development. They possess physicals that can match and in many cases exceed the capabilities of organic beings. They can also perform respectable feats of intellect, and are capable of being programmed to perform virtually

any task. As they are physically resilient and highly focused on the task for which they are programmed, droids are often assigned very tedious or dangerous tasks.

This is only a typical profile for a general-purpose droid that has been well maintained. Many droids will have modified ability scores, movement, and armor. Some may have attached weapons or additional special qualities. Droids can have their Hit Dice increased, but only by enhancements through various hardware additions and upgrades. These improvements must be purchased, then properly installed into the droid.

## Combat

Droids never engage in combat unless instructed or programmed to do so. If they are not armed, they use their body to perform a slam attack.

**Construct:** Immune to mind-influencing effects, poison, sleep, paralysis, stunning, disease, and death effects. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

**Artificial Intelligence (Ex):** The droid can be reprogrammed by entering an access code and inserting standard program disks, or by a programming skill check at DC 20 + droid Hit Dice. Successfully programming a droid allows skill points to be reassigned to any combination of skills, subject to the normal limitations for rank.

Droids are able to physically interface to electronic networks, allowing them to communicate using standard protocols. They can also control manufactured cybernetic attachments, which serve as extra limbs or specialized tools. The attachments can give circumstance bonuses to skill checks, which varies depending on the quality of the manufacturing.

The core personality and memories of a droid can be downloaded to a storage system for later recovery in case the construct is destroyed beyond repair.

**Skills:** Each droid can only have a number of class skills equal to 4 + Int modifier. These are hardwired skills, and can not be altered without physically rebuilding the droid. All other skills that are not exclusive to a set of character classes are considered cross-class skills.

Except for Balance, Listen, Search, Spot, and the four hardwired class skills, all skills are trained skills. Thus a droid can not make untrained skill checks with these 'trained' skills.

All droids have a number of programmed skill points equal to 4 x (4 + Int modifier). They also have an additional 4 + Int modifier skill points for

each additional Hit Dice of enhancements beyond the first.

## Standard Droid Variants

The following are some common droid variants:

**Loader Droid:** AC 14 (+1 Dex, +3 armor); Cutting tool +3 melee, 1d4+3 damage; Will +2; Str 17, Int 8, Wis 15, Cha 8; Balance +4, Profession (laborer) +5, Use Rope +4.

**Navigation Droid:** AC 14 (+2 Dex, +2 armor); Ref +2, Will +2; Str 12, Dex 14, Int 12, Wis 14, Cha 12; Intuit Direction +6, Listen +6, Profession (navigator) +6, Search +5, Spot +6.

**Patrol Droid:** 3d10 HD (16 hp); move 30 ft.; AC 12 (+2 Dex, +10 armor); Beam Weapon +4 ranged, 1d10 damage; Ref +2; Dex 14, Int 9, Wis 13; Listen +4, Search +3, Spot +4

**Scout Droid:** 2d10 HD (11 hp); fly 40 ft. (average); AC 14 (+3 Dex, +1 armor); Slam +2 melee, 1d3+1 damage; Beam Weapon +4 ranged, 1d8 damage; Ref +3, Will +2; Str 12, Dex 16, Int 12, Wis 14, Cha 6; Hide 3+5, Intuit Direction +7, Listen +7, Move Silently +8, Spot +7.

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## Gravidon

### Medium-Size Humanoid (gravidon)

**Hit Dice:** 1d10+5+3 (13 hp)

**Initiative:** -1 (Dex)

**Speed:** 20 ft.

**AC:** 19 (-1 Dex, +4 natural, +6 armor skirt)

**Attacks:** Heavy blaster +1 melee

**Damage:** Heavy blaster 2d8

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Qualities:** Gravidon traits

**Saves:** Fort +7, Ref -2, Will +0

**Abilities:** Str 24, Dex 8, Con 21, Int 9, Wis 10, Cha 8

**Skills:** Balance +4, Jump +8, Swim +8

**Feats:** Endurance, Toughness, Weapon Focus (blaster)

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**Climate/Terrain:** Any land or underground

**Organization:** Solitary, pair, company (2-4), or squad (11-20 plus 1 commander of 4<sup>th</sup>-6<sup>th</sup> level and 2 3<sup>rd</sup>-level tactical leaders).

**Challenge Rating:** 1

**Treasure:** Standard

**Alignment:** Usually lawful neutral

**Advancement:** By character class

This powerful alien life form is shaped roughly like a large, stocky turnip. It has nine wide, stump-like feet underneath its wrinkled, light green body. At the crest the gravidon has three thick eyestalks that

can bend and twist in all directions. At the front of the creature is a vertical mouth slit with a forked trunk underneath. This trunk is thick and powerful, but capable of fine manipulation and tool use.

The gravidon originated on a massive, earth-like world where the high gravity led to the evolution of stocky creatures and short plants. A unknown alien race uplifted the gravidon and employed them as laborers on a variety of worlds. Their creators have long since vanished, but the gravidon can still be found in many parts of the galaxy.

### Combat

The gravidon is capable of learning to use most weapons, but they favor heavy guns that can deliver the greatest firepower.

**Gravidon Traits (Ex):** Gravidon benefit from a number of racial traits.

- The multiple eyestalks give them a +2 racial bonus to Spot and Search checks, and they can't be flanked.
- +8 racial bonus to Fortitude saves against evaporation and desiccation effects.
- Darkvision up to 60 ft.
- Endurance feat.
- Favored Class: Fighter.

**Skills:** Gravidon receive a +4 racial bonus to Balance checks. Due to their awkward build they suffer a -2 penalty to Climb checks.

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## Ihchoide

### Small Ooze

**Hit Dice:** 3d10-3+5 (18 hp)

**Initiative:** +0

**Speed:** 20 ft.

**AC:** 11 (+1 size)

**Attacks:** Atom laser +2 ranged; or slam -5 melee

**Damage:** Atom laser 1d6 and extreme cold; or slam 1d4-2 and extreme cold

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Extreme cold

**Special Qualities:** Ooze; cold subtype; regeneration 5; vacuum immunity

**Saves:** Fort +0, Ref +1, Will +1

**Abilities:** Str 7, Dex 11, Con 8, Int 1, Wis 11, Cha 10

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**Climate/Terrain:** Any extremely cold environment

**Organization:** Solitary or bunch (2-4)

**Challenge Rating:** 2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 4-5 HD (Small)

A bizarre life form that only exists on frigid worlds far from the star, the ihchoide is a complex conglomerate of atomic clusters known as boze-einstein condensates. The ihchoide dwells at temperatures very close to absolute zero, and it will seek to avoid areas that are even slightly warmer than that temperature. It has an amorphous body that is nearly transparent with a slight milky hue. The ihchoide has a primitive intelligence and is able to recognize when a threat exists in the vicinity and to react to the danger. It is able to sense its surroundings through the emission of heat, giving it a form of darkvision with no range limitation other than line of sight.

### Combat

The ihchoide attacks using an atom laser, firing clumps of coherent atoms at high velocity. If an opponent closes with the ihchoide it will use its slam attack to inflict cold damage with its body.

**Atom Laser (Ex):** The ranged attack of an Ihchoide is very accurate and has a range increment of 150 ft. This is a piercing weapon and has a critical of x3.

**Extreme Cold (Ex):** Any physical objects striking the bitterly cold body of the ihchoide automatically suffer 1d6 points of cold damage each round. The attacks of the ihchoide inflict an additional 1d6 points of cold damage. If a Fortitude saving throw (DC 10) is failed the bitter cold also leaves a target dazed for a full round.

**Cold Subtype (Ex):** Cold immunity; double damage from fire except on a successful save. The ihchoide is unable to regenerate damage from fire. It can never regenerate while the ambient temperature is warm enough to cause nitrogen to boil.

**Ooze:** Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and polymorphing. Not subject to critical hits. +5 bonus to hit points.

## LGM

### Small Humanoid (LGM)

**Hit Dice:** 10d8+24 (69 hp)

**Initiative:** +4 (Improved Initiative)

**Speed:** 20 ft.

**AC:** 11 (+1 size)

**Attacks:** Slam +6/+1 melee

**Damage:** Slam 1d2-2

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Psionics, LGM traits

**Special Qualities:** SR 35, telepathy, LGM traits

**Saves:** Fort +7, Ref +3, Will +12

**Abilities:** Str 6, Dex 10, Con 19, Int 25, Wis 16, Cha 17

**Skills:** Concentration +10, Knowledge (any one) +16, Knowledge (any one) +12, Listen +5, Move Silently +1, Search +9, Spot +11

**Feats:** Improved Initiative, Iron Will, Skill Focus (knowledge)

**Climate/Terrain:** Any land or underground

**Organization:** Solitary, pair, or pod (5-20)

**Challenge Rating:** 9

**Treasure:** Double standard

**Alignment:** Always lawful neutral

**Advancement:** By character class

Physically limited but mentally highly advanced, these “Little Green Men” (as named by skeptical humans) are diminutive humanoid beings with green flesh and a disproportionately large head. Although the body of the LGM is small, it is extremely efficient both in terms of resource and energy use. The green flesh absorbs solar energy, and is an active barrier to all parasitic life forms. It can quickly heal most wounds, and is resistant to toxic atmospheres.

The large head of the LGM causes no imbalance, in spite of its size and mass. Its unblinking eyes are large, dark forms with no iris or pupil. No amount of intense light will render an LGM blind, and it can see readily at light levels that a human perceives as near total darkness. A LGM has no hair on its body, relying on the resiliency of its evolved flesh for protection from the elements.

### Combat

LGM have no particular affinity for physical combat, and instead rely on technology or their mentalist powers for defense.

**Psionics (Sp):** At will—*calm emotions, detect thoughts, dominate person, hold monster, remove fear, sending, suggestion, and telekinesis*. These abilities are as the spells cast by a 10<sup>th</sup>-level Sorcerer (save DC 13 + spell level).

**Telepathy (Su):** LGM can communicate mentally with other telepathic creatures when they have line of sight, or are within 100 ft.

**LGM Traits (Ex):** LGM benefit from a number of racial traits.

- Small: LGM gain a +1 size bonus to AC and attack rolls and a +4 size bonus to Hide checks, but they must use smaller weapons than humans use, and their lifting and carrying limits are three-quarters of those of Medium-size creatures.
- Fast healing 4 while in sunlight or equivalent lighting.
- Immune to the blinding effects of bright light.
- Only needs to consume food or liquids one tenth as often as humans.
- Low-light vision: LGM can see four times as far as a human in starlight, moonlight, torchlight, etc.
- +2 racial bonus to all saving throws against poison, paralysis, sleep, and mind-influencing effects. +8 racial bonus to saving throws against disease.
- Immunity to poisonous or debilitating gases.
- +4 racial bonus to Concentration and Spot skill checks.
- LGM are unable to speak verbally.
- Favored Class: Psion.

### LGM Society

One of the most ancient and widespread species of intelligent life in the galaxy, these diminutive humanoids possess powers well out of proportion to their minimal physique. For millions of years they have explored alien worlds, adopting useful biological improvements into their own physiology. As a result their minds and bodies have reached what they consider a pinnacle of efficiency.

This species communicate entirely using the powers of their mind, using an elegant and sophisticated language protocol that is based on multi-dimensional geometric forms. The LGM no longer possess the power of speech, although they can still hear quite effectively. They have no spoken name by which they label themselves, but do represent themselves with a simple geometric pattern.

LGM have carefully bred any extreme emotional states out of their form, and they are always calm, rational beings. They have retained a degree of curiosity and something that might be described as social bonding, but otherwise are all but free of any emotions except those required for self-preservation. Their lack of emotions has caused the

breed to stagnate, so they have failed to evolve beyond their current physical form for untold eons. They consider humans to be barely sentient, with a strong primordial streak retained from their animal ancestors.

## Nieon

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### Small Aberration

**Hit Dice:** 1d8+3 (7 hp)

**Initiative:** +5 (Dex)

**Speed:** 30 ft.

**AC:** 17 (+1 size, +5 Dex, +1 natural)

**Attacks:** Slam +5 melee

**Damage:** Slam 1d2-2 and 1d6 jolt

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Jolt, sticky tendrils

**Special Qualities:** Blindsight

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

**Abilities:** Str 6, Dex 21, Con 17, Int 3, Wis 12, Cha 7

**Skills:** Balance +6, Hide +7, Listen +4

**Feats:** Weapon Finesse (slam)

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**Climate/Terrain:** Any land or underground

**Organization:** Solitary or pair

**Challenge Rating:** 1

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 2-4 HD (Small), 5-6 HD (Medium-size)

This strange-looking creature has a bulb-shaped head, a slender neck, an almost non-existent body, and three flexible, tendril-like legs. It moves by leaning on two of the legs then advancing with a hop while using the third leg as a tail for balance. The gray flesh of the nieon is rubbery with a slight sheen. The head is smooth and featureless, but periodically emits flashes of iridescent blue light.

The nieon can detect life forms using sensitive electrical sensors in its flesh. It uses the flashing light in its head to lure prey, then stuns the target with an electrical jolt.

As nieon grow older they change gender from male to female. The female nieon creates a nest in a high, safe location then curls up inside and lives off stored food. Males locate the nest from the electrical emissions, and then deposit packets of reproductive jell inside. The female selects the packet of the most suitable male to fertilize her eggs. Once the hatchlings have left the nest the elder female nieon dies.

## Combat

The bulb-shaped head of the nieon can deliver a nasty jolt of electricity, allowing it to shock and subdue a foe. A protrusion between the legs allows it to wrap a fallen foe in a sack of sticky filaments. These slowly dissolve the creature, allowing the nieon to absorb the liquid mass through tubules that emerge from the inside of the legs.

**Blindsight (Ex):** A nieon can sense the minute electrical activity of living creatures within 90 ft. Beyond that distance it is considered blinded. Nieon are invulnerable to gaze attacks, visual effects, and other attack forms that rely on sight. This sense functions equally well in all directions, so nieon can not be flanked.

**Jolt (Ex):** On a successful hit the bulb-shaped head inflicts 1d6 points of electrical damage. The opponent must succeed a Fortitude save (DC) or fall prone and be dazed for two rounds.

**Filaments (Ex):** As a full round action a nieon can wrap a Medium-size or smaller creature in a bundle of sticky tendrils. Each size category larger than Medium requires an additional full round action to complete. The tendrils inflict 1 point of acid damage each minute.

The mass of tendrils prevents any type of movement. An entangled creature can escape with a successful Escape Artist check (DC 18) or burst it with a Strength check (DC 24).



## Ogatsu

### Large Aberration

**Hit Dice:** 6d8+24 (51 hp)

**Initiative:** +6 (+2 Dex, +4 Improved Initiative)

**Speed:** 30 ft., climb 20 ft.

**AC:** 19 (-1 size, +2 Dex, +8 natural)

**Attacks:** Bite +10 melee, 2 tail whips +5 melee

**Damage:** Bite 2d6+6, tail whip 1d3 and biotoxins

**Face/Reach:** 5 ft. by 10 ft./10 ft. (5 ft. with tail whips)

**Special Attacks:** Trample 2d6+6, tail barbs

**Special Qualities:** Fast healing 2; damage reduction 4/plasma; acid, disease, poison, and vacuum immunities; targeting tendrils; tremorsense; alien mindset; limitations

**Saves:** Fort +6, Ref +4, Will +6

**Abilities:** Str 22, Dex 14, Con 19, Int 6, Wis 13, Cha 12

**Skills:** Climb +15, Jump +10, Spot +9

**Feats:** Improved Initiative

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**Climate/Terrain:** Underground, any hard vacuum

**Organization:** Solitary

**Challenge Rating:** 7

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 7-8 HD (Large), 9-12 HD (Huge)

This insectoid monstrosity was created by an alien race to hunt and destroy any creatures it encounters. It is able to exist comfortably in a pure vacuum while exposed to harsh radiation, but is uncomfortable within a breathable atmosphere. The body is highly efficient about recycling ingested materials, and it has very few actual nutritional requirements. It can exist for years without eating or drinking water, and acquires most of its energy by basking in direct sunlight.

When it acquires sufficient nutrients from devouring life forms, the ogatsu will reproduce itself by wrapping its body in a glassy cocoon it spins with its mouthpiece. Within this cocoon the ogatsu gradually splits apart into two separate creatures. When the separation is complete the two ogatsu break out of the cocoon and go their separate ways.

The body of the ogatsu is segmented into two main portions, each protected by a thick, glossy black carapace. At the front is a bullet-shaped, armored head that is attached by a retractable neck to the thorax. This head is a nightmare of spikes, fangs, mandibles, horns, and flickering tendrils. It has five eye-like sensory organs, but they are small in proportion to the size of the head and all are recessed into protective pits within the carapace.

The long, segmented neck allows the ogatsu to strike targets up to 5 feet away, then quickly withdraw the head back to the protection of the armored body.

The thorax segment is taller than it is wide, with an arched shape across the back. The crest of the carapace is protected by a curving row of gray horns. The sides of the thorax are glossy black in hue, but are decorated by a splattering of purple spots concentrated along the belly. Whenever the ogatsu becomes agitated these spots become swollen and turn a light violet color. The thorax segment has four short but powerful legs, each with a pair of thick, hooked digits that bend in toward each other, plus a thorn-shaped spur on the back of the leg. The legs are also protected by a barbed exoskeleton that allows the ogatsu to readily grasp almost any rough surface. At the back of the thorax is a pair of flexible, whip-like tails with a barbed digit at the end.

If it is wounded, the violet-hued blood leaking from the body of the ogatsu will rapidly dry and turn into a cotton-like material. The blood has an acrid odor and a vile taste, but is otherwise harmless. The body of an ogatsu provides no nutritional to most life forms including humans.

### Combat

The primary attack form of the ogatsu is its extensible, spiked head, which rams into the body of the target then proceeds to tear off a chunk of flesh. When it tramples a creature it can tear nasty gashes with its legs. Finally, it can attack with its flexible tail whips. Each of these whips has a barb that will break off in the body of a target they strike, infecting the victim with a potent range of toxins and deadly biological agents designed to affect a wide range of life forms.

**Biotoxins (Ex):** When a tail barb inflicts damage to target, it breaks off and simultaneously injects a deadly toxin and an alien disease. A new tail barb grows back after a month, and can not inflict damage until they have fully emerged. Toxin-barb, Fortitude save (DC 17); initial damage 2d4 temporary Constitution, secondary damage 1d6 temporary Constitution. Alien Disease-barb, Fortitude save (DC 17), incubation period 1d3 days; damage 1d4 temporary Strength, 1d4 temporary Constitution.

**Targeting Tendrils (Ex):** The sensory tendrils on the face allow it to target vulnerable locations more effectively, providing a x3/19-20 critical with its bite attack.

**Tremorsense (Ex):** Ogatsu can automatically sense the location of anything within 40 feet that is in contact with the ground.

**Trample (Ex):** An ogatsu can trample Medium-size or smaller creatures for automatic gore damage. Opponents who do not make attacks of opportunity against the ogatsu can attempt a Reflex save (DC 21) to half this damage.

**Alien Mindset (Ex):** The alien thought patterns of these creatures makes them immune to any form of mind reading. They receive a +4 bonus to any saving throws against mind-affecting abilities.

**Limitations:** The ogatsu is unable to hear or smell. It can not perform a Listen or Move Silently skill check. It loses the Fast Healing ability when it is within a breathable atmosphere.

## Overseer

### Medium-Size Aberration

**Hit Dice:** 20d8+100 (190 hp)

**Initiative:** +10 (+4 Dex, +4 Improved Initiative)

**Speed:** fly 300 ft. (perfect)

**AC:** 34 (+4 Dex, +20 natural)

**Attacks:** -

**Damage:** -

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Metaphasic powers, plasma body

**Special Qualities:** Metaphasic powers, plasma body, damage reduction 35/+4, regeneration 15

**Saves:** Fort +11, Ref +10, Will +17

**Abilities:** Str -, Dex 18, Con 21, Int 32, Wis 20, Cha 25

**Skills:** Diplomacy +22, Disguise +19, Knowledge (any 2) +33, Knowledge (any 2) +23, Listen +7, Scry +23, Spot +7, Search +10

**Feats:** Alertness, Ambidexterity, Dodge, Improved Initiative, Leadership, Mobility, Skill Focus (scry and all 4 knowledge skills)

**Climate/Terrain:** Any land and underground

**Organization:** Solitary

**Challenge Rating:** 20

**Treasure:** Double standard

**Alignment:** Always neutral good

**Advancement:** 21-40 HD (Medium-size)

The overseers are a powerful, immortal race that long ago evolved beyond the need for a corporeal existence. They exist as a highly complex energy field, utilizing metaphasic technology to make themselves virtually invulnerable to physical threats. They can use their abilities to form physical bodies and function like a normal being, but only do so for occasional interaction with the primitive races.

## Combat

Overseers rarely have a need for personal combat, and their innate metaphasic abilities are more than a match for most threats. Their plasma form can inflict a nasty burn, although an overseer will usually avoid personal contact to prevent such an incident. They have technology available that is far more powerful than their personal abilities, but will only employ these immense powers if a threat to galactic stability arises.

**Metaphasic Powers (Ex):** The overseer can produce spell-like effects using their innate metaphasic abilities. At will-*animate objects, disintegrate, heal, improved invisibility, major creation, polymorph self, sending, telekinesis, teleport without error, wall of force; 3/day-bigby's grasping hand, dominate monster, meteor swarm, Otiluke's telekinetic sphere, polymorph any object, reverse gravity; 1/day-Bigby's crushing hand, power word-kill, teleportation circle, temporal stasis, time stop.* The overseer can also use any evocation or transmutation spell of up to 4<sup>th</sup> level at will. These abilities are as the spells cast by a 20<sup>th</sup>-level sorcerer (save DC 17 + spell level).

The following abilities are always active on the overseer's form, as the spells cast by a 20<sup>th</sup>-level sorcerer: *detect thoughts, mind blank, tongues, true seeing.*

**Plasma Body (Ex):** The overseer can assume a plasma form at will as a free action. This functions as a *gaseous form* spell. The plasma deals 2d6 points of fire damage whenever it is struck in melee. (Reflex save DC 15 for half damage.)

**Regeneration (Ex):** No form of attack deals normal damage to an overseer. The overseer regenerates even if disintegrated or slain with death effects. It is immune to effects that produce incurable or bleeding wounds.

**Immunities:** The overseer is immune to disease, poison, electricity, cold, fire, acid, vacuum, radiation, sound, sleep, stunning, and petrification. They are not subject to critical hits, subdual damage, ability damage, energy drain, death from massive damage, or mind-influencing effects.

## Overseer Culture

This ancient race long ago merged into a single, communal mind that is able to contemplate matters that are beyond the comprehension of normal beings. The overseers are ancient beings that have evolved far beyond the capabilities of ordinary life forms, and have incomprehensible powers and abilities at their disposal.

The race has been assigned the duty of overseer by an even more advanced elder race. Their task is to

prevent the rise of a power that would exterminate other intelligent life forms in the galaxy. They are to prevent the construction of weapons capable of destroying planets or star systems. They also intervene to prevent genocidal wars. Although they intensely dislike tampering with primitive cultures, they will not hesitate use all the immense powers at their disposal to fulfill their ancient duty.

## Phleg

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### Medium-Size Ooze

**Hit Dice:** 5d10+30+10 (67 hp)

**Initiative:** -5 (Dex)

**Speed:** 10 ft.

**AC:** 5 (-5 Dex)

**Attacks:** Slam +2 melee

**Damage:** Slam 1d6-1 and 2d4 disintegrate

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** 2d4 disintegrate

**Special Qualities:** Blindsight, damage resistance 5/fire, cold and acid immunity, ooze

**Saves:** Fort +7, Ref -4, Will -4

**Abilities:** Str 9, Dex 1, Con 22, Int -, Wis 1, Cha 1

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**Climate/Terrain:** Any space

**Organization:** Solitary

**Challenge Rating:** 7

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 6-8 HD (Medium-size); 9-10 HD (Large)

Ancient almost beyond measure, this parasitic space ooze is typically found on cometary bodies throughout the galaxy. In the frozen depths of space the phleg exists as a fungus-like being with an ultraslow metabolism. They consume minerals and volatile substances within frozen comets at a painfully slow rate.

When exposed to higher levels of energy, however, the phleg transforms into a charcoal-like ooze. It sends out spores and tendrils into the surrounding space, looking for new surfaces to contact. The phleg can eat through almost any material except for rare earths and compounds rich in fluorine or chlorine.

While in this form it is occasionally picked up by a passing ship. The phleg becomes a growth on the side of the vessel, eating its way through the hull and consuming anything it encounters materials. Once a ship is infected, the only certain way to expunge all phleg spores is by exposing all contaminated surfaces to large amounts of heat.

## Combat

In its frozen state the phleg is harmless, and appears only as a curious crystalline growth. Once it is warmed to temperatures above freezing, however, it becomes a voracious consumer of materials. It attaches itself to almost any surface and begins to gradually dissolve the materials. Strange sticky tendrils are sent out in all directions, seeking new sources of materials.

**Disintegrate (Ex):** The surface layer of a phleg can methodically deconstruct materials as a form of energy attack. Any melee hit deals energy damage. Only rare materials specifically designed to stop phleg infestation will prevent this damage.

**Blindsight (Ex):** A phleg's entire body is a primitive sensory organ that can ascertain prey by subtle changes in the environment within 60 feet.

**Ooze:** Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and polymorphing. Not subject to critical hits.

## Rifter

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### Fine Aberration

**Hit Dice:** 2d8+8 (17 hp)

**Initiative:** +6 (Dex)

**Speed:** fly 10 ft. (perfect)

**AC:** 28 (+6 Dex, +8 size, +4 deflection)

**Attacks:** Slam +6 melee

**Damage:** Slam - and 1d6 dimensional fold

**Face/Reach:** 1/2 ft. by 1/2 ft./0 ft.

**Special Attacks:** Dimensional fold

**Special Qualities:** Spell-like abilities, damage reduction +10/energy, immunities

**Saves:** Fort +4, Ref +6, Will +1

**Abilities:** Str 4, Dex 22, Con 18, Int 12, Wis 6, Cha 2

**Skills:** Hide +27, Intuit Direction +3, Knowledge (any two) +4, Move Silently +11, Search +6

**Feats:** Flyby Attack

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**Climate/Terrain:** Any land or underground

**Organization:** Solitary.

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 3-5 HD (Fine)

There exist in dimensions parallel to our own worlds that are so utterly different in their physical nature that no life forms from our own universe could possibly survive. The alien life forms that dwell in these places are equally incapable of existing in our own universe. Instead they must rely on the services of intermediary life forms that are

able to safely traverse the two dimensions. These servant creatures are born in the rifts that separate the planes, and are capable of a limited form of existence in the adjoining dimensions.

Most of these servant creatures, known as rifters, appear as a tiny distortion in physical space. They have a glassy appearance that bends the light passing through their bodies, although their actual edges are fuzzy and difficult to discern.

While they can hover and move about, a rifter does not need to travel through our space in the normal sense. Instead they can briefly break their link to the physical world and appear in a nearby location a brief time later. In this manner they perform a type of teleportation and so are readily capable of bypassing most barriers.

As rifters are merely servants of their extra-planar masters, they behave in a manner that appears highly intelligent. However the mind that directs their actions is utterly alien in nature, and so the motives for their actions can be incomprehensible. In spite of this a few beings from our universe have achieved a crude manner of communication with the alien masters, and so useful exchanges of information and services have taken place.

### Combat

Due to their alien nature, rifters do not really comprehend combat and never intentionally seek to harm others in order to gain a particular goal. However they are capable of performing actions that can prove lethal to normal life forms. Likewise they do not perceive when an attack is being directed against them, often viewing it as a form of communication. Their miniscule size and odd physical nature makes them very difficult targets to strike, and they are immune to many hazards.

**Dimensional Fold (Ex):** Rifters distort the space around their bodies, causing 1d6 energy damage on a successful slam attack.

**Spell-Like Abilities:** At will—*mage hand*, *open/close*, *teleport without error*, *unseen servant*, 1/day—*blink*.

**Immunities (Ex):** Rifters have poison, petrification, sleep, and disease immunity.

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### Medium-Size Humanoid (Skald)

**Hit Dice:** 1d6+1 (4 hp)

**Initiative:** +1 (Dex)

**Speed:** 40 ft.

**AC:** 13 (+1 Dex, +2 natural)

**Attacks:** Kick -1 melee; or light blaster +1 ranged

**Damage:** Kick 1d6-1; or 2d6 light blaster

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Skald traits, bard spells

**Special Qualities:** Skald traits, fire resistance 2, bardic music, bardic knowledge

**Saves:** Fort +1, Ref +3, Will +3

**Abilities:** Str 8, Dex 13, Con 12, Int 10, Wis 12, Cha 14

**Skills:** Diplomacy +6, Gather Information +5,

Listen +5, Perform +6, Sense Motive +2, Spot +5

**Feats:** Skill Focus (diplomacy)

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**Climate/Terrain:** Any plains or settlement

**Organization:** Company (2-4), squad (11-20 plus 1 leader of 3<sup>rd</sup>-6<sup>th</sup> level and 2 3<sup>rd</sup>-level organizers), or band (30-50 plus 1 3<sup>rd</sup>-level motivators per 20 adults, 5 5<sup>th</sup>-level organizers, and 3 7<sup>th</sup>-level conductors).

**Challenge Rating:** 1

**Treasure:** Standard

**Alignment:** Usually lawful good

**Advancement:** By character class

This intelligent alien race is humanoid in form, with a leathery gray flesh, two arms, two legs, and a thick, tapered tail. Each arm is formed like humans, but the hands only have three thick digits. The legs are lean and powerful, with a spiked, cloven hoof for a foot.

The head is shaped somewhat like that of a hairless wolf, with a snout extending to a small mouth at the tip. The nostrils are placed back along the snout and have flare lips than can seal them closed. Instead of two eyes, the skald has a single, honey-hued eye band that extends across the face. This eye is faceted as a bug, but function better than human vision.

The ear lobes of a skald are quite large, and shaped somewhat like a cross between an elven ear and the wing of a bat. Above the eye is a heavy brow that projects forward to protect the sight of the skald from damage. Nevertheless it is not unknown for the eye to become scarred over the life span, and white scars can occasionally be seen in the eyes of elder skald.

Above the thick eyebrow are a band of short, protective horns that extend around the back of the head, and down the neck and the upper portion of

the back. Additional horns are added to this band over the course of a lifetime, with the oldest skald having horns extending all the way down to the thick tail.

Skalds are omnivorous creatures, combining the ability to consume vegetation with a scavenging nature to supplement their diet with animal carcasses. Like humans they are highly social and their cultures can be complex and sophisticated. They do not have individuals who become loners, and all skald prefer to stay among a group.

Most skalds encountered outside their homes are bards; the information in the statistics block is for one of 1<sup>st</sup> level.

### Combat

Skalds are not fond of combat, and will usually seek to resolve issues in a peaceful manner. When they have to fight they form fast moving groups and use hit and run raids to harry their opponents.

**Skald Traits (Ex):** Skalds benefit from a number of racial traits.

- +2 racial bonus to saves against effects that cause temporary or permanent blindness.
- Skalds gain the Scent special ability.
- Low-light Vision. skalds can see twice as far as a human in starlight, moonlight, torchlight, and similar conditions of poor illumination.
- Favored Class: Bard.

**Skills:** Skalds have keen senses of sight and hearing. They receive a +2 racial bonus to Listen and Spot checks. They are poor swimmers and suffer a -2 penalty to Swim checks.

### Skald Society

The skalds are highly social creatures and spend much of their lives interacting with groups. As such they have a sophisticated culture with many fine nuances. Skald societies are arranged in complex ways, and the rank of each member will depend on the current activities. All are expected to know a host of details about fellow skald in their particular groups. They are also very skilled at resolving conflict, and actual fights between skald are rare.

Unlike humans, the skalds are not subject to addictive behavior, and they abstain from consuming substances that would affect their social standing or judgment. They are also a fairly conservative race, and reluctant to adapt changes that might upset the proper order of things. Despite this they are not adverse to new experiences, or adding to their body of knowledge. They simply choose to study and learn, rather than to apply what they have learned on a widespread basis.

As skald dislike being alone for more than brief periods, they form compact communities with shared spaces and tight quarters. Social meeting places are common, and are often places of performance. Skalds use various forms of entertainment for social bonding and as a means of group communication. Each skald is often skilled at various methods of performance, and shows no signs of shyness.

## Spinar

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**Large Elemental (Air)**

**Hit Dice:** 4d8+8 (26 hp)

**Initiative:** +1 (Dex)

**Speed:** fly 30 ft. (good)

**AC:** 10 (-1 size, +1 Dex)

**Attacks:** Jolt +2 melee

**Damage:** Jolt 1d4 and disruption

**Face/Reach:** 10 ft. by 10 ft./5 ft.

**Special Attacks:** Iron telekinesis, disruption

**Special Qualities:** Magnetic sense, field form, elemental, electricity immunity, fieldless confusion

**Saves:** Fort +3, Ref +5, Will +2

**Abilities:** Str -, Dex 13, Con 14, Int 4, Wis 13, Cha 8

**Skills:** Intuit Direction +7, Listen +4, Spot +4

**Feats:** Flyby Attack

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**Climate/Terrain:** Any land or underground

**Organization:** Solitary

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 5-8 HD (Large)

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The spinar is an electro-magnetic being formed from complex twists of magnetic polarity. The shape of a spinar is roughly that of a torus, floating and wobbling in mid air with the central opening perpendicular to the ground. It is nearly invisible to sight, unless the observer is able to detect its magnetic effects. It can easily pass through most solid materials without effect, as long as there is even a weak magnetic field present that it can use to levitate. The Spinar is particularly attracted to ferrous metals and will spend much of its time seeking such materials in an effort to return to its homeland.

Unless dislodged from its habitat by some means, it is content to bathe itself in a powerful magnetic field. If summoned from the field, it becomes confused and irrational, often moving at random and dragging along bits and pieces of iron and other ferrous materials it may find lying about. The only location where it can again find contentment is in

## Tordori

the liquid metal core of a planet. This creature has little comprehension of the surface world, other than to know it is mostly barren of iron. The weak magnetic field at the surface confuses the directional sense of the Spinar, so it seems to move without purpose.

The spinar seems to have a steadying effect on certain strong magnetic fields on the quasi-elemental plane of lightning. If they are dislodged from their natural place in this world all sorts of strange auroras and electrical effects occur in the vicinity. These beings neither provide sustenance for other beings nor consume life forms in their home plane.

### Combat

**Magnetic Sense (Ex):** Spinars can sense the presence of any ferrous metals and magnetic fields through solid objects within 120 feet. This includes the field emitted by lightning-effect magic spells.

**Disruption (Ex):** Anyone hit by a spinar's jolt attack must succeed at a Fortitude save (DC 13) or be stunned for 1d4 rounds and suffer a point of temporary Dexterity damage due to severe neural disruption. Creatures hitting a spinar with metal weapons or unarmed attacks must also succeed at the Fortitude save or be stunned and suffer temporary Dexterity damage. The effect of successive disruptions is cumulative upon the victim.

**Field Form:** Due to the purely magnetic nature of this being, it is normally invisible to the sense of sight. Its presence will only be sensed when it is manipulating metal or by the electrical discharge of its attack. It can pass through solid objects at will, and the jolt attack negates any non-metallic armor.

**Iron Telekinesis (Ex):** The spinar can manipulate any ferrous metals at a distance as per the *telekinesis* spell cast by a 10th level Sorcerer.

**Fieldless Confusion:** When not in the presence of a magnetic field, the spinar becomes confused as if affected by the arcane spell and behaves in an irrational manner until it locates a stabilizing field.

**Elemental:** Immune to poison, sleep, paralysis, and stunning. Not subject to critical hits.

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### Medium-size Aberration

**Hit Dice:** 5d8+10 (33 hp)

**Initiative:** +5 (Dex)

**Speed:** 50 ft., climb 50 ft.

**AC:** 19 (+5 Dex, +1 natural)

**Attacks:** 4 acid globs +8 ranged; or slam -2 melee

**Damage:** Acid globs; slam 1d3

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Attacks:** Acid globs

**Special Qualities:** All-around vision, acid resistance 10, alien immunities

**Saves:** Fort +2, Ref +6, Will +5

**Abilities:** Str 10, Dex 20, Con 13, Int 9, Wis 12, Cha 10

**Skills:** Climb +12, Hide +11, Jump +11, Spot +9, Search +6

**Feats:** Lightning Reflexes

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**Climate/Terrain:** Any

**Organization:** Solitary, brood (2-5), or pack (6-10)

**Challenge Rating:** 3

**Treasure:** None

**Alignment:** Always neutral evil

**Advancement:** 6-7 HD (Medium-size), 8-10 HD (Large)

The thick, round body of this strange creature is shaped like a torus, with a spiny, vertical hole in the center. It has four identical legs, each with six flexible joints. On the end of the leg is a dark, sticky pad that allows it to cling readily to any surface. The flesh of a tordori is rubbery and smooth, with a drab olive hue that is covered by a diamond pattern of pale yellow and black along the top. Placed on the outer rim between each of the legs is a short, knobby protrusion with three small, dark eyes arranged around the top of the rim. The tordori can move with remarkable speed and it has lightning-quick reflexes. It moves equally fast whether it is running across a floor or up a wall, and it is also a proficient leaper. Surprisingly it is not a good swimmer, although it can float effortlessly.

The tordori reproduces by budding off a small copy of itself, shaped as a small, four-legged oval. This bud must then seek a tordori bud of the opposite sex to merge with before it can grow to adulthood. Each bud can live for up to eight days and will not stop to eat, sleep, or drink during that time. Some tordori are more social in nature, and they may pair up with a suitable mate in order to ensure that the bud copies successfully join.

## Combat

The primary modes of attack of the tordori are the four protruding knobs distributed between the legs. Each of these can fire a sticky glob of acid at any single target within a ninety-degree arc. The acid clings to the target and continues to burn for several rounds. Once a prey has been slain or subdued, the tordori squats with its inner rim over the body and injects potent digestive juices that turn the body into a soft pile of mush. The tordori then absorbs the remains through a series of small pores on the interior of the central opening.

A crafty creature, its mind is capable of devising clever tactics to overcome a foe. However it lacks any sense of self-awareness and exists primarily to hunt down and slay living creatures. It can be relentless in this task, but will be a patient and wily hunter until a suitable opportunity to strike arises.

**Acid Globs (Ex):** A tordori can fire a glob of a sticky, acidic substance from any one of the four side knobs. Once a knob has fired it can not be used again for two rounds. Each knob can only fire at any target within a ninety-degree arc, so no two ports can aim at the same target. The glob inflicts 2d6 points of acid damage on the first round, 1d8 points of acid damage on the second round, and 1d6 points of acid damage on the third round. A successful Reflex save (DC 13) limits the acid damage to 1d8 points on the first round and 1d4 on the second round. A glob can be physically peeled off the victim with a successful Strength check (DC 20) but anybody touching the glob without protection will suffer the same acid damage as the victim for that round.

**All-Around Vision (Ex):** Tordori have sets of eyes that face in all compass directions. They gain a +2 racial bonus to Spot and Search checks, and they can't be flanked.

**Alien Immunities (Ex):** Due to their particular alien physiology, tordori are immune to mind-influencing effects, poison, sleep, disease, and any form of mind reading.

**Skills:** The tordori gains a +4 racial bonus to Climb, Hide, and Jump checks.

# Science Fiction Templates

## Nanotech Bio-enhanced I

Nanotechnology is engineering at the nanometer scale: small enough to perform manipulation of individual atoms and molecules. Typically this technology consists of producing robots on the nanometer scale that are then used to perform specific tasks. If sufficiently advanced nanotech is available it can be used as an enhancement to the normal biological defenses and abilities of the subject life form.

The nanotechnology robots draw energy directly from the body, then perform such tasks as healing wounds, disabling dangerous biological agents, increasing the resiliency of critical organs, and defending the body from hostile nanotech.

This nanotechnology enhancement is specially designed to require no external power sources, and to function as a complex, coordinated system. It actively adapts to changing conditions and producing specialized nanotech robots to perform unusual tasks. The system can also maintain itself by replicating new robots when the older devices become non-functional. The system will only cease to operate once it runs out of energy.

As this enhancement is designed to function symbiotically with the body, it must be custom designed for the individual. As a result the same enhancement can not be directly transferred to another individual, unless it is a biological twin or a clone. In addition, this enhancement requires no external power source, so it operates at a low level and at a fairly leisurely pace. As a result is less effective than would a self-powered system. The benefit, however, is that it will continue to operate as long as the host is functional.

### Creating a Nanotech Bio-enhanced I Creature

"Nanotech Bio-enhanced I" is a template that can be added to any corporeal creature except magical beasts, elementals, or undead (referred to hereafter as the "base creature"). It uses all the base creature's statistics and special abilities except as noted here.

**AC:** Natural armor improves by +1.

**Special Qualities:** The nanotech-enhanced creature retains all the base creature's special qualities, and gains those listed below.

*Perfect Health (Ex):* The character has normal sight and hearing, and the bodily organs of the creature

are all fully functional at their optimum levels. No artificial devices, aids, or prostheses are required to correct for physiological defects.

The creature also gains a +20 bonus to saves against any form of hostile nanotechnology that operates primarily at the cellular level. This save does not apply to devices that were constructed by means of nanotechnology.

*Toxin Defense (Ex):* The creature receives a +2 bonus to saves against the secondary damage inflicted by a poison. The creature also receives a +8 bonus to any Fortitude saves to avoid the negative effects from a trace toxic gas in an otherwise breathable atmosphere. This trace gas must be less than 1% of the atmospheric content.

*Disease Resistance (Ex):* If the creature is successfully infected by a disease, on the second and subsequent days a +4 bonus is applied to any save to avoid damage.

*Autoheal 1 (Ex):* The nanotechnology enhances the natural healing abilities of a body. The creature heals damage at the rate of 1 point per hour.

*Stasis (Ex):* If a creature drops to -10 hit points or below, the nanotech system almost immediately places it in a state of crystalline stasis. This prevents any permanent damage due to organ failure, and potentially allows the creature to be revived with suitable medical technology.

It requires a Heal check at DC 40 to revive a creature from stasis. (A properly equipped medical technician can also automatically revive the creature from stasis.)

*Vital Armor (Ex):* When a critical threat is scored against the creature as the result of a hit, the AC is improved by +2 natural armor for the purpose of making the critical roll. This is cumulative with the natural armor bonus of the template.

*Compass (Ex):* On worlds with magnetic fields at least as strong as the Earth's, the nanotechnology provides a built-in sense that functions as a compass. The creature receives a +6 bonus to Intuit Direction skill checks.

**Saves:** Same as the base creature.

**Abilities:** Same as the base creature, except the Constitution score can not be less than 6.

**Skills:** Nanotech bio-enhanced creatures have greater resistance to pain from sudden injuries. They receive a +2 bonus to Concentration checks whenever the DC is modified by the amount of damage dealt. Otherwise the same as the base creature.

**Feats:** Same as the base creature.

**Challenge Rating:** Same as the base creature +1



## Replicant

Replicants are genetically modified creatures that closely match the physical form of the original life form. Due to their extensive modifications, they are physically superior beings with no inherent genetic flaws. To keep them from taking over the population, however, all replicants are deliberately bred sterile and are incapable of procreation except through cloning technology. Replicants are typically bred for a specific purpose, so they are particularly proficient with a single skill. However they are highly capable beings that can be readily retrained to perform new tasks.

### Creating a Replicant

"Replicant" is a template that can be added to any corporeal creature that can advance by character class (referred to hereafter as the "base creature"). It uses all the base creature's statistics and special abilities except as noted here.

**Speed:** Increase movement by 5 ft for every 20 ft of normal speed.

**AC:** The replicant has +2 natural armor or the character's natural armor, whichever is better.

**Special Qualities:** Cold and fire Resistance 5, Replicants Traits

**Replicant Traits (Ex):** +1 racial bonus to checks against poison, paralysis, stunning, or disease. Replicants are sterile and are unable to reproduce except through cloning.

**Saves:** +2 to Fortitude saves. Otherwise same as the base character.

**Abilities:** Increase from the base creature as follows: Str +4, Dex +2, Con +4, Int +0, Wis +2, Cha +0.

**Skills:** Replicants receive a +2 racial bonus in any one selected skill for which their key ability is at least 13. If this is a Craft or Profession skill, the racial bonus is increased to +4. This skill must be chosen when the character is created. Otherwise same as the base character.

**Feats:** Replicants gain the Endurance feat for free. Otherwise same as the base creature.

**Climate/Terrain:** Any land and underground

**Organization:** Same as the base creature

**Challenge Rating:** Same as the base creature +1

**Treasure:** Same as the base creature

**Alignment:** Same as the base creature

**Advancement:** Same as the base creature

### Sample Replicant Creature

This example uses an elf as the base creature.

## Replicant Elf

### Medium-Size Humanoid (Elf)

**Hit Dice:** 1d8+1 (5 hp)

**Initiative:** +2 (Dex)

**Speed:** 35 ft.

**AC:** 17 (+2 Dex, +3 camouflage suit, +2 natural)

**Attacks:** Force blade +3 melee; or mark I blaster +4 ranged

**Damage:** Force blade 1d10+2; or mark I blaster 2d6

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Qualities:** Cold and fire resistance 5, elfen traits, replicant traits

**Saves:** Fort +5, Ref +4, Will +0

**Abilities:** Str 14, Dex 15, Con 12, Int 11, Wis 13, Cha 11

**Skills:** Hide +2, Listen +4, Profession (skimmer pilot) +5, Search +4, Spot +3

**Feats:** Weapon Focus (light blaster)

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**Climate/Terrain:** Temperate forest

**Organization:** Solitary or Company (2-4)

**Challenge Rating:** 1

**Treasure:** Standard

**Alignment:** Usually chaotic good

**Advancement:** By character class

This specially bred elf replicant was designed as a skimmer pilot for use on newly settled worlds. While not qualified as a wilderness explorer, this pilot is capable enough in a tight spot, and has enough combat training to handle most natural threats at an isolated landing base.

## Historical Creatures

The dinosaurs ruled the earth until 65 million years ago, when a great disaster caused many species to become extinct. This massive die off opened up new niches for the tiny mammals. These creatures expanded and diversified, forming new races that rivaled the dinosaurs for size. This Age of the Mammals, known as the Cenozoic era, has lasted until the present day.

Many of the mammals that have evolved during the Cenozoic era are now extinct, the victims of changing climates and stronger competition. Most of the surviving mammal evolved during the Cenozoic Era, although their ancestors may not have closely resembled their modern counterparts. The creatures listed below were prominent species during their time, but are now only to be found as fossil remnants.

These creatures are suitable for use in a time travel or cliffhanger campaign.

### Ape Man

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#### Medium-Size Humanoid (Human)

**Hit Dice:** 2d8+4+3 (16 hp)

**Initiative:** +1 (Dex)

**Speed:** 30 ft., climb 20 ft.

**AC:** 12 (+1 Dex, +1 natural)

**Attacks:** Club +3 melee; or rock +2 ranged

**Damage:** Club 1d6+2; or rock 1d4.

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Saves:** Fort +4, Ref +5, Will +2

**Abilities:** Str 14, Dex 13, Con 15, Int 5, Wis 12, Cha 8

**Skills:** Climb +5, Listen +4, Search +4, Spot +2

**Feats:** Alertness, Toughness

---

**Climate/Terrain:** Warm plains or forest

**Organization:** Solitary or company (2-5)

**Challenge Rating:** 1/2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 3-5 HD (Medium-size)

The species robust australopithecus bears traits of both an ape and a man, and was a predecessor of modern humans. The massive skull had small canines and incisors, and large molars for crushing and grinding plant food. It walked upright and roved across the open plains where it could occasionally supplement its regular diet with meat. The arms are much longer in proportion to a human, with hands well suited for grasping food and implements. The brain of the australopithecus

is about one third of a human, but it could create and use simple tools such as sticks and stones. It stood only 4 feet meters in height, with a hairy body that provided some protection from the elements.

### Arsinoitherium

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#### Large Animal

**Hit Dice:** 9d8+45 (85 hp)

**Initiative:** +0 (Dex)

**Speed:** 30 ft.

**AC:** 16 (-1 size, +7 natural)

**Attacks:** Gore +13 melee

**Damage:** Gore 1d8+12

**Face/Reach:** 5 ft. by 10 ft./5 ft.

**Saves:** Fort +11, Ref +3, Will +4

**Abilities:** Str 25, Dex 10, Con 20, Int 2, Wis 13, Cha 2

**Skills:** Listen +6, Spot +6

**Feats:** -

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**Climate/Terrain:** Warm plains

**Organization:** Solitary or herd (2-12)

**Challenge Rating:** 7

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 10-13 HD (Large); 14-25 HD (Huge)

This large herbivore is roughly the size of a rhinoceros, with four legs similar to those of an elephant. The arsiniotherium is armed with two huge, forward-pointing horns mounted to either side of the head. It is believed to have lived in swamps where it chewed coarse-leafed plants for food. With a mouth full of grinding molars it could not deliver a serious bite. The arsiniotherium has left no modern ancestors.

## Baluchitherium

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### Huge Animal

**Hit Dice:** 14d8+84 (147 hp)

**Initiative:** -1 (Dex)

**Speed:** 30 ft.

**AC:** 15 (-2 size, -1 Dex, +8 natural)

**Attacks:** 2 Stamps +21 melee

**Damage:** Stamp 1d8+11

**Face/Reach:** 10 ft. by 20 ft./10 ft.

**Special Attacks:** Trample 2d8+16

**Saves:** Fort +20, Ref +8, Will +9

**Abilities:** Str 32, Dex 9, Con 23, Int 2, Wis 11, Cha 6

**Skills:** Listen +5, Spot +5

**Feats:** -

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**Climate/Terrain:** Warm plains

**Organization:** Solitary or herd (3-18)

**Challenge Rating:** 12

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 15-24 HD (Huge)

Also known as the paraceratherium, huge beast is an extinct relative of the rhinoceros. Possibly the largest land mammal that ever existed, they existed only in parts of the Asian continent from 30 to 20 million years ago. The adult stood 18 ft. at the shoulders and 22 ft. in length, with a hornless skull that was over three feet long. Undoubtedly a vegetarian, the baluchitherium browsed among the tree branches like a giraffe. However, a heavy neck and long, straight legs allowed this beast to reach much higher branches.

### Combat

**Trample (Ex):** A baluchitherium can trample Large size or smaller creatures for automatic gore damage. Opponents who do not make attacks of opportunity against the baluchitherium can attempt a Reflex save (DC 20) to halve the damage.

## Canis Dirus

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### Medium-Size Animal

**Hit Dice:** 3d8+9 (23 hp)

**Initiative:** +2 (Dex)

**Speed:** 40 ft.

**AC:** 15 (+2 Dex, +3 natural)

**Attacks:** Bite +6 melee

**Damage:** Bite 1d8+3

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Special Qualities:** Scent

**Saves:** Fort +5, Ref +6, Will +2

**Abilities:** Str 16, Dex 14, Con 17, Int 1, Wis 12, Cha 6

**Skills:** Hide +3, Listen +4, Move Silently +4, Spot +3, Wilderness Lore +1\*

**Feats:** Weapon Finesse (bite)

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**Climate/Terrain:** Any forest, hill, plains, and mountains

**Organization:** Solitary, pair, or pack (7-16)

**Challenge Rating:** 2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 3-6 HD (Large)

This predator was a slightly larger version of the common wolf, with a length of 5 feet and a weight of 110 lbs. The dire wolf is the largest member of its species known to have existed. It had a heavier build than a common wolf, with shorter but sturdier legs and a larger head. It was quite capable of crushing bones with their large, powerful teeth. However, it had a smaller brain and was not as intelligent as its lesser cousins. Nor could it run as fast due to its shorter legs. Dire Wolves were widespread, and existed both as hunters and carrion feeders. They went extinct when their preferred prey vanished due to climate changes.

### Combat

**Skills:** Dire wolves receive a +4 racial bonus to Wilderness Lore checks when tracking by scent.

## Carcharodon Megalodon

### Colossal Animal

**Hit Dice:** 15d8+135 (203 hp)

**Initiative:** +1 (Dex)

**Speed:** Swim 50 ft.

**AC:** 12 (-8 size, +1 Dex, +9 natural)

**Attacks:** Bite +27 melee

**Damage:** Bite 4d8+16

**Special Attacks:** Devastating bite, improved grab

**Special Qualities:** Scent

**Face/Reach:** 40 ft. by 80 ft./15 ft.

**Saves:** Fort +18, Ref +10, Will +7

**Abilities:** Str 42, Dex 12, Con 28, Int 2, Wis 14, Cha 6

**Skills:** Listen +7, Spot +7

**Feats:** -

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**Climate/Terrain:** Any warm or temperate aquatic

**Organization:** Solitary

**Challenge Rating:** 16

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 16-19 HD (Colossal)

This giant shark was the largest meat-eating fish ever to live. Reaching an enormous 100-110 ft. in length, megatooth dominated both warm and perhaps even cool water oceans from 24 to 2 million years ago. The serrated, blade-like fangs of this monster grew to a remarkable length of 6-in., large enough to cover a hand. They were arranged in multiple rows of up to 300 teeth, and new ones would grow in as old teeth broke off. When open, the jaws are large enough to accommodate a fully grown man standing upright, and could probably have crushed a small car! Food was not chewed, but was gulped down whole in huge chunks.

At its peak, the "Big Tooth" feasted on the diverse whale populations that peaked during the Miocene period, especially on the calves and old or sick specimens. Later, as the ice ages closed in around the poles and the whales began migrating north to colder waters, the giant shark lost its primary food source and is now believed to have become extinct. Today, the closest living relative of this giant creature is the smaller great white shark.

### Combat

**Devastating Bite (Ex):** The bite of the carcharodon has a threat range of 19-20 and deals quadruple damage on a critical hit.

**Improved Grab (Ex):** To use this ability, the carcharodon must hit a huge or smaller opponent with its bite attack. If it gets a hold, the carcharodon

grabs the opponent with its fanged mouth and automatically deals bite damage each round.

## Cave Lion

### Large Animal

**Hit Dice:** 7d8+21 (52 hp)

**Initiative:** +3 (Dex)

**Speed:** 40 ft.

**AC:** 17 (-1 size, +3 Dex, +5 natural)

**Attacks:** 2 claws +12 melee, bite +7 melee

**Damage:** Claw 1d6+7, bite 1d8+4

**Face/Reach:** 5 ft. by 10 ft./5 ft.

**Special Attacks:** Pounce, improved grab, rake 1d4+4

**Saves:** Fort +8, Ref +5, Will +3

**Abilities:** Str 24, Dex 16, Con 17, Int 2, Wis 12, Cha 7

**Skills:** Hide\* +4, Jump +9, Listen +5, Move Silently\* +7, Spot +5

**Feats:** -

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**Climate/Terrain:** Temperate plains or hills

**Organization:** Solitary, pair, or pride (6-10)

**Challenge Rating:** 5

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 8-10 HD (Huge)

This extinct member of the cat family was a third larger in overall dimensions compared to the modern lion, and weighed perhaps half again as much. They also hunted in prides, much like the modern lion. *Felis leo spelaea* is known to have dwelled in parts of Europe and northern Asia during the last glacial age.

### Combat

**Pounce (Ex):** If a cave lion leaps upon a foe during the first round of combat, it can make a full attack even if it has already taken a move action.

**Improved Grab (Ex):** To use this ability, the cave lion must hit with its bite attack. If it gets a hold it can rake.

**Rake (Ex):** A cave lion that gets a hold can make two rake attacks (+12 melee) with its hind legs for 1d6+4 damage each. If the cave lion pounces on an opponent it can also rake.

**Skills:** Cave lions receive a +4 racial bonus to Hide and Move Silently checks. In areas of tall grass or heavy undergrowth, the Hide bonus improves to +12.

## Giant Beaver

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### Large Animal

**Hit Dice:** 3d8+6 (20 hp)

**Initiative:** +1 (Dex)

**Speed:** 30 ft., swim 20 ft.

**AC:** 12 (-1 size, +1 Dex, +2 natural)

**Attacks:** bite +5 melee

**Damage:** Bite 1d6+3

**Face/Reach:** 5 ft. by 10 ft./5 ft.

**Saves:** Fort +5, Ref +2, Will +2

**Abilities:** Str 17, Dex 13, Con 14, Int 2, Wis 12, Cha 8

**Skills:** Listen +4, Spot +4, Swim +9

**Feats:** -

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**Climate/Terrain:** Any temperate near a stream

**Organization:** Solitary or pair

**Challenge Rating:** 1

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 4-5 HD (Large)

This giant, land-based relative of the beaver is almost as large as a black bear. *Castoroides* was 7-8 ft. in length, with short legs, webbed back feet, and a relatively long, narrow tail. The Giant Beaver was a strong swimmer who lived in lakes and ponds bordered by swamps. It never built dams or felled trees, relying instead on existing habitat. With enormous incisors, the giant beaver could feed on the coarse vegetation that bordered the water.

## Giant Ground Sloth

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### Huge Animal

**Hit Dice:** 12d8+72 (126 hp)

**Initiative:** -2 (Dex)

**Speed:** 40 ft.

**AC:** 11 (-2 size, -2 Dex, +5 natural)

**Attacks:** 2 claws +20 melee

**Damage:** Claw 1d6+11

**Face/Reach:** 10 ft. by 20 ft./10 ft.

**Saves:** Fort +14, Ref +2, Will +4

**Abilities:** Str 32, Dex 6, Con 23, Int 2, Wis 10, Cha 6

**Skills:** Climb +17, Listen +2, Spot +2

**Feats:** -

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**Climate/Terrain:** Warm forest

**Organization:** Solitary or pair

**Challenge Rating:** 9

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 13-16 HD (Huge)

This massive, furry creature was the largest of the ground sloths, reaching a length of 20 ft. and exceeding an elephant in size. *Megatherium* had broad, heavy leg bones to support the animal, with large feet and enormous curved claws. They browsed for choice leaves, and used their claws for digging roots. The enormous tail helped them balance on their hind legs while they pulled down tree top branches. A clumsy creature, it shuffled along on its knuckles and on the side of its back feet.

The skull is small in comparison to their body size, with a long, muscular neck. The tongue was long and flexible, and the teeth were peg-like and high crowned for chewing and grinding plants. The *megatherium* carry their young on their heavily furred backs.

## Gigantopithecus

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### Large Animal

**Hit Dice:** 6d8+24 (51 hp)

**Initiative:** +1 (Dex)

**Speed:** 30 ft.

**AC:** 17 (-1 size, +1 Dex, +4 natural)

**Attacks:** 2 claws +13 melee

**Damage:** Claw 1d6+9

**Face/Reach:** 5 ft. by 5 ft./10 ft.

**Special Qualities:** Scent

**Saves:** Fort +9, Ref +6, Will +3

**Abilities:** Str 28, Dex 13, Con 18, Int 2, Wis 12, Cha 7

**Skills:** Listen +6, Spot +6

**Feats:** -

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**Climate/Terrain:** Warm forest and mountains

**Organization:** Solitary or company (2-5)

**Challenge Rating:** 5

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 7-9 HD (Large); 10-12 (Huge)

This huge creature may have been the largest ape ever to exist. While similar to the modern gorilla in structure, it reached a daunting 10 ft. in height and weighed in at 900-1,100 lbs. It was powerful in appearance, but was a gentle vegetarian that only demonstrated aggression when its territory is threatened, usually by snarling and chest beating. *Gigantopithecus* was a ground-dwelling vegetarian by nature, and probably consumed bamboo.

The *gigantopithecus* was the largest primate ever to walk the earth, with the female somewhat smaller. This creature probably went extinct about 500,000 years ago due to climate changes. However some hold that this magnificent creature is not actually

extinct and is actually the source of the yeti and bigfoot myths.

## Glyptodon

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### Large Animal

**Hit Dice:** 6d8+12 (39 hp)

**Initiative:** -1 (Dex)

**Speed:** 20 ft.

**AC:** 18 (-1 size, -1 Dex, +10 natural)

**Attacks:** Tail +10 melee, 2 hooves +5 melee

**Damage:** Tail 1d6+5, hoof 1d4+5

**Face/Reach:** 5 ft. by 10 ft./5 ft.

**Saves:** Fort +7, Ref +1, Will +3

**Abilities:** Str 21, Dex 9, Con 15, Int 2, Wis 12, Cha 6

**Skills:** Listen +5, Spot +5

**Feats:** -

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**Climate/Terrain:** Any temperate or warm

**Organization:** Solitary, pair, or pride (6-10)

**Challenge Rating:** 3

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 8-10 HD (Large)

These large herbivores are related to the armadillo, although their rigid, bony carapace is a good deal more solid. Some species can be as large as a rhino, growing up to 13 ft. in length and standing 5 ft. at the peak of their turtle-like shell of bony plates. Rings or solid sheaths of bone encase the deep, heavily boned head, the upper limb segments, and the short tail. The four short legs are sturdy, with hoofed claws that are built for digging for roots. As movement is clumsy, the glyptodont relies solely on its heavy shell for protection. The glyptodont primarily consumes grass-like plants, particularly in wetland areas.

The glyptodon existed in central and southern America. The doedicurus is similar in appearance to glyptodont, but has a club-like growth at the end of their tail that is covered in knobs and spikes, causing 1d8+5 damage.

## Irish Elk

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### Large Animal

**Hit Dice:** 5d8+20 (43 hp)

**Initiative:** +1 (Dex)

**Speed:** 50 ft.

**AC:** 15 (-1 size, +1 Dex, +5 natural)

**Attacks:** Gore +10 melee, 2 hooves +5 melee

**Damage:** Gore 2d6+7, hoof 1d6+7

**Special Qualities:** Scent

**Face/Reach:** 5 ft. by 10 ft./10 ft.

**Saves:** Fort +7, Ref +1, Will +3

**Abilities:** Str 24, Dex 13, Con 19, Int 2, Wis 12, Cha 10

**Skills:** Listen +6, Spot +6

**Feats:** -

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**Climate/Terrain:** Any temperate or cold land

**Organization:** Solitary or pair

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 6-9 HD (Large)

This giant deer stood 6 ft. at the shoulders and possessed a massive rack of antlers that spanned over 9 ft. Megaloceros were browsing animals of the woodland areas, with long legs that were ideal for running long distances quickly. While the huge antlers undoubtedly presented an intimidating threat to any predators, they evolved primarily for the purpose of gender display. The great weight of the horns was a burden for the megaloceros, and it required a strong, healthy frame to raise the head after taking a drink. The Irish elk appeared several million years ago, and only became extinct with the arrival of man about 11,000 years ago. It ranged across Europe, Asia, and northern Africa.

## Neanderthal

### Medium-Size Humanoid (Human)

**Hit Dice:** 1d8+1 (5 hp)

**Initiative:** +0

**Speed:** 30 ft.

**AC:** 12 (+2 hide armor)

**Attacks:** Shortspear +2 melee; or shortspear +0 ranged

**Damage:** Shortspear 1d8+2; or shortspear 1d8

**Face/Reach:** 5 ft. by 5 ft./5 ft.

**Saves:** Fort +6, Ref +0, Will +0

**Abilities:** Str 14, Dex 10, Con 13, Int 8, Wis 10, Cha 6

**Skills:** Hide +1, Listen +2, Spot +2

**Feats:** Great Fortitude

---

**Climate/Terrain:** Any temperate or cold land

**Organization:** Solitary or pair

**Challenge Rating:** 1/2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 2-4 HD (Medium-Size)

This hominid species lived from about 250,000 years ago until his extinction during the last ice age. He is somewhat shorter than a human, with a heavier build and more solid joints. The head of a neanderthal has protruding ridges over the eyes, with a slighter chin and a protruding bulge at the back of the head. The neanderthal actually had a slightly larger brain than a human, and developed a culture and stone-age technology. However, they did not possess the full range of human vocal abilities. It is unclear how they became extinct.

## Saber-Toothed Cat

### Large Animal

**Hit Dice:** 5d8+21 (52 hp)

**Initiative:** +3 (Dex)

**Speed:** 30 ft.

**AC:** 17 (-1 size, +2 Dex, +3 natural)

**Attacks:** Bite +10 melee, 2 claws +5 melee

**Damage:** Bite 2d6+7 and gash, claw 1d6+4

**Face/Reach:** 5 ft. by 10 ft./5 ft.

**Special Attacks:** Gash, pounce

**Saves:** Fort +8, Ref +5, Will +3

**Abilities:** Str 25, Dex 14, Con 16, Int 2, Wis 12, Cha 6

**Skills:** Hide\* +8, Listen +4, Move Silently\* +8,

Spot +4

**Feats:** -

---

**Climate/Terrain:** Temperate plains or hills

**Organization:** Solitary, pair, or pride (4-9)

**Challenge Rating:** 5

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 6-9 HD (Large)

This great predator is the last in a long and successful line of saber-toothed cats. Like other cats, the smilodon has a warm fur coat for protection against the elements, but they only possess a brief tail. It stands three feet in height at the shoulders, with a mass of well over 450 lbs. - roughly comparable to an African lion in size. However, the front quarters are heavier, the hindquarters lighter, and the tail is bobbed. The favorite prey of this cat were large, thick-skinned animals like the mammoths that carry a lot of meat. In particular they preyed on young mammoths. Once these huge creatures died out, perhaps through human predation, the smilodon became extinct.

### Combat

The long, flat canine teeth of the smilodon are a monstrous 8 in. in length, with fine serrations along the cutting edge to increase their slashing effect. The lower jaw of this cat can open wide during an attack, allowing the beast to bite deep into a hide. By biting the prey and pulling backward, the two fangs leave long gashes to let out blood.

The smilodon has short, muscular legs and a powerful body, making it slow but capable of clinging to large prey. Once the bleeding prey is down, however, the teeth of this cat are ill suited for chewing food, so it must survive by drinking the blood of its victims and gulping down large strips

of meat. Much of the body is then consumed by scavenging creatures.

**Pounce (Ex):** If a smilodon leaps upon a foe during the first round of combat, it can make a full attack even if it has already taken a move action.

**Gash (Ex):** Those bit by a smilodon must make a Fortitude save (DC 18) or suffer an additional 2 points of damage per round for 2d4 rounds. This has no effect on creatures that are not subject to critical hits or do not bleed.

**Skills:** Smilodons receive a +4 racial bonus to Hide and Move Silently checks. In areas of tall grass or heavy undergrowth, the Hide bonus improves to +10.

## Terror Crane

### Large Animal

**Hit Dice:** 4d8+8 (26 hp)

**Initiative:** +2 (Dex)

**Speed:** 40 ft.

**AC:** 13 (-1 size, +2 Dex, +2 natural)

**Attacks:** 2 claws +6 melee, bite +4 melee

**Damage:** Claws 1d6+3, bite 1d8+3

**Face/Reach:** 5 ft. by 5 ft./10 ft.

**Saves:** Fort +7, Ref +1, Will +3

**Abilities:** Str 28, Dex 14, Con 15, Int 2, Wis 12, Cha 6

**Skills:** Jump +5, Listen +5, Spot +5

**Feats:** Multi-attack

**Climate/Terrain:** Any land

**Organization:** Solitary or brood (2-5)

**Challenge Rating:** 2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 8-10 HD (Large)

This giant, heavy, flightless bird stood over 6 ft. in height, with huge clawed feet and a giant, parrot-shaped beak. While a predatory bird, the diatryma is an omnivorous creature that consumed vegetation and used its heavy jaw to crack nuts. It resembled an ostrich, but was somewhat slower as it had no enemies from which it needed to escape. The coat of feathers probably provided some protection to the bird, much like a thick hide. The terror crane lived on the North American continent some 50 million years ago.

### Combat

*Diatryma steini* was a predatory bird with respectable speed that attacked by leaping on its prey with its taloned feet, then crushing bones and ripping out flesh with its beak. It was a formidable

creature that could tackle prey up to the size of a horse.

## Woolly Mammoth

### Huge Animal

**Hit Dice:** 10d8+60 (105 hp)

**Initiative:** +0

**Speed:** 40 ft.

**AC:** 16 (-2 size, +8 natural)

**Attacks:** Slam +15 melee, 2 stamps +10 melee; or Gore +15 melee

**Damage:** Slam 2d6+8, stamp 2d6+4; gore 2d8+12

**Special Attacks:** Trample 2d8+12

**Face/Reach:** 10 ft. by 20 ft./10 ft.

**Saves:** Fort +12, Ref +3, Will +4

**Abilities:** Str 27, Dex 10, Con 23, Int 2, Wis 13, Cha 5

**Skills:** Listen +6, Spot +6

**Feats:** -

**Climate/Terrain:** Cold or arctic plains

**Organization:** Solitary or herd (6-30)

**Challenge Rating:** 7

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 11-21 HD (Huge)

These relatives of the elephant had long, dark brown hair on top of a dense coat of woolly fur. There was a 3-4 in. layer of fat beneath the coat to further protect the body from the cold. The heavy body of the mammothus primigenius had a humped, sloping back, a prominent domed head, straight legs, and a relatively short tail. It had two curved tusks attached to the bottom of the head, pointing upward. The woolly mammoth stood 9-10 ft. in high at the shoulder. Like the elephant, the mammoth also had a flexible trunk that could be used for grazing.

This species ranged north of the arctic circle during the last ice age, and the great bulk and thick coat were evolved for this bitterly cold climate. This was easily the largest and most conspicuous animal of the tundra region. It existed on the grass and plants of the tundra during the summer, and switched to shrubs during the bitterly cold winter.

### Combat

**Trample (Ex):** A woolly mammoth can trample Medium-size or smaller creatures for automatic gore damage. Opponents who do not make attacks of opportunity against the woolly mammoth can attempt a Reflex save (DC 18) to halve the damage.



## Monsters Ranked by Challenge Ratings

Flame Enzine	1/8	Thorned Star Serpent	3
Gloom Fly	1/8	Tordori	3
Vugoo	1/6	Blazing Terror	4
		Irish Elk	4
Batreng	1/4	Lasa	4
Stone Groll	1/4	Mortslayer	4
Virikas	1/4	Rifter	4
		Sharod	4
Ape Man	1/2	Spinar	4
Cinderling	1/2	Stoake	4
Goblin, Firedeep	1/2	Targ	4
Khryg	1/2		
Neanderthal	1/2	Cave Lion	5
Nubling	1/2	Cricklantal	5
Orc, Pigmy	1/2	Dominad	5
Vulcan Rat	1/2	Garnamond	5
		Gigantopithecus	5
Arcanis Watcher	1	Karkadann	5
Bogoil	1	Rataga	5
Chupacabra	1	Saber-Toothed Cat	5
Droid	1	Snoz	5
Fire Sprite	1		
Fire Sprite	1	Cellar Dweller	6
Giant Beaver	1	Namuthid	6
Hordling	1	Ollorog	6
Manta-Kine	1		
Nieon	1	Arsinoitherium	7
Orc, Ebony	1	Lenk	7
Spine Worm	1	Ogatsu	7
Tree Shadow	1	Phleg	7
Umbra	1	Woolly Mammoth	7
Canis Dirus	2	Worm Mass	8
Diva Ray	2		
Eldraal	2	Giant Ground Sloth	9
Fluxbael	2	LGM	9
Ghorig	2	Scallion	9
Ihchoide	2	Thunder Bird	9
Necrotic Brain	2		
Nepalope	2	Rust Giant	10
Night Wolf	2		
Plasma Dog	2	Baluchitherium	12
Silver Floater	2	Beholderkin, Shaggy Beholder	12
Smoke Snake	2		
Sonic Nightmare	2	Sea Giant	13
Terror Crane	2		
		Carcharodon Megalodon	16
Bluum	3		
Giant Beetle, Tiger	3	Campen de la Muerte	20
Glyptodon	3	Overseer	20
Sand Slime	3		
Tarridin Viper	3	Nemesis of the Braeth	56

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