

CORS8-02



Wheels within Wheels

A Two-Round Dungeons & Dragons® Living Greyhawk™ Core Special Adventure

Version 1

by Britt F. Frey

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Iuz's magnum opus of power and deception nears its climax. While the gods quake at the consequences of his possible success, the nations of Oerth fight amongst themselves, unaware of what is truly going on in the abode of evil on Oerth. Choose your allies carefully; the fate of Oerth lies in your hands. Part five and the conclusion of Ascension, the final core plot arc for the Living Greyhawk campaign. A two-round Core Special adventure set in the Free City of Greyhawk, Dorakaa, and realms beyond. For APLs 12 to 18. Best experienced at APLs 14 and 16. APL 18 is not recommended for convention play. This adventure includes untiered encounters.

Resources for this adventure [and the authors of those works] include *Complete Adventurer* [Jesse Decker], *Complete Arcane* [Richard Baker], *Complete Champion* [Ed Stark, Chris Thomasson, Ari Marmell, Rhiannon Louve, Gary Astleford], *Complete Mage* [Skip Williams, Penny Williams, Ari Marmell, Kolja Raven Linquette], *Complete Warrior* [Andy Collins, David Noonan, Ed Stark], *Dungeonscape* [Jason Bulmahn, Rich Burlew], *Elder Evils: Shothragot* [Robert J. Schwalb, www.wizards.com], *Fiendish Codex I: Hordes of the Abyss* [Ed Stark, James Jacobs, Erik Mona], *TSR9577 Greyhawk – The Adventure Begins* [Roger E. Moore], *Iuz the Evil* [Carl Sargent], *Libris Mortis* [Andy Collins, Bruce R. Cordell], *Magic Item Compendium* [Andy Collins, Eytan Bernstein, Frank Brunner, Owen K.C. Stephens, John Snead], *Monster Manual II* [Ed Bonny, Jeff Grubb, Rich Redman, Skip Williams, Steve Winter], *Monster Manual IV* [Gwendolyn F. M. Kestrel, Jennifer Clarke Wilkes, Matthew Sernett, Eric Cagle, Andrew Finch, Christopher Lindsay, Kolja Raven Linquette, Chris Sims, Owen K. C. Stephens, Travis Stout, JD Wiker, Skip Williams], *Monster Manual V* [Creighton Broadhurst, Jason Bulmahn, David Chart, B. Matthew Conklin III, Jesse Decker, James "Grim" Desborough, Rob Heinsoo, Sterling Hershey, Tim Hitchcock, Luke Johnson, Nicolas Logue, Mike McArtor, Aaron Rosenberg, Robert J. Schwalb, Rodney Thompson, Wil Upchurch], *Player's Handbook II* [David Noonan], *Spell Compendium* [Matthew Sernett, Jeff Grubb, Mike McArtor].

Based on the original DUNGEONS & DRAGONS® rules created by E. Gary Gygax and Dave Arneson and the new DUNGEONS & DRAGONS game designed by Jonathan Tweet, Monte Cook, Skip Williams, Richard Baker, and Peter Adkison.

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Most likely you ordered this adventure as part of an RPGA event from the RPGA website, or you received it from your senior gamemaster. To play this adventure as part of the LIVING GREYHAWK campaign—a worldwide, ongoing D&D® campaign set in the GREYHAWK setting—you must sanction it as part of an RPGA event. This event could be as elaborate as a big convention, or as simple as a group of friends meeting at the GM's house.

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This adventure retires from RPGA-sanctioned play on December 31, 2008.

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PLAYERS READ NO FARTHER

If you are planning on playing this adventure, stop reading now. The rest of the information in this adventure is for the GM only. If you read farther than this section, you'll know too much about its challenges, which kills the fun. Also, if you're playing this adventure as part of an RPGA-sanctioned event, reading beyond this point makes you ineligible to do so.

PREPARING FOR PLAY

To get the most out of this adventure, you need copies of the following D&D rule books: *Player's Handbook*, *Dungeon Master's Guide*, and the *Monster Manual*.

Throughout this adventure, text in ***bold italics*** provides player information for you to paraphrase or read aloud when appropriate. Information on nonplayer characters (NPCs) and monsters appear in abbreviated form in the adventure text. Refer to Appendix 1 for full information on NPCs and monsters. For your convenience, Appendix 1 is split by APL.

Along with this adventure, you'll find a RPGA session tracking sheet. If you're playing this adventure as

part of an RPGA-sanctioned event, complete and turn in this sheet to your senior GM directly after play. You'll also find a LIVING GREYHAWK adventure record (AR). You need one copy of this for each participating player.

AVERAGE PARTY LEVEL (APL)

Because players bring their own characters to Living Greyhawk games, this adventure's challenges are proportionate to the modified average character level of the PCs participating in the adventure. To calculate the Average Party Level (APL), follow the process below:

1. Determine the character level for each of the PCs participating in the adventure. Each PC may bring one animal, plus any creatures gained from class abilities to help in combat. (PCs can bring more creatures but they cannot help in combat). If you deem that the animal bestows a significant benefit in combat add the animal's CR to the level of the PC it is accompanying for calculating APL. (Animals gained from class abilities and one standard horse, warhorse, or riding dog for a PC with Mounted Combat do not affect APL).
2. Sum the results of step 1 and divide by the number of characters playing in the adventure. Round to the nearest whole number.
3. If you are running a table of six PCs, add one to that average.

Throughout this adventure, APLs categorize the level of challenge the PCs face. APLs are given in even-numbered increments. If the APL of your group falls on an odd number, ask them before the adventure begins whether they would like to play a harder or easier adventure. Based on their choice, use either the higher or the lower adjacent APL.

APL also affects the amount of experience and gold a PC can gain at the end of the adventure. A player character more than three levels higher than the APL at which the adventure is played cannot participate. If a player character is more than two levels away from the APL at which the adventure is played, he suffers a 50% penalty to the amount of gold and XP gained in the adventure. This simulates the fact that either the PC was not challenged as much as normal or relied on help by higher-level characters to reach the objectives.

Living Greyhawk adventures are designed for APL 2 and higher. Four or five 1st-level characters may find the challenge of an APL 2 adventure difficult. Suggest the following to these groups to help increase their chances of success:

1. Enlist a sixth player.
2. Advise characters to buy riding dogs to help protect them and fight for them.

These APL calculation rules reference version 7.0 of the *Living Greyhawk Campaign Sourcebook*. If you are playing

this adventure in 2008, check the current version of the LGCS and follow any updated rules presented within.

TIME UNITS AND UPKEEP

This is a standard Core adventure, set in Greyhawk City, the plane of shadow, and the Valley of the Mage. All characters pay 2 Time Units per round.

Adventurer's Standard Upkeep costs 12 gp per time unit. Rich Upkeep costs 50 gp per time unit. Luxury Upkeep costs 100 gp per time unit. Characters that fail to pay at least Standard Upkeep retain temporary ability damage until the next adventure, must buy new spell component pouches and healer's kits, and may suffer other in-game penalties (or possibly gain in-game benefits) as may be detailed in this adventure.

A character that does not pay for at least Standard Upkeep may avoid the above-described penalties by living off the wild. If the character possesses four or more ranks in Survival and succeeds on a DC 20 Survival check, he heals temporary ability damage as if he had Standard Upkeep, may refill spell component pouches and healer's kits, and may restock up to 20 arrows or bolts if the character has at least four ranks in Craft (bowmaking). PCs may Take 10 on this roll.

Chapters 1 and 5 of the LGCS present more information about lifestyle and upkeep.

ADVENTURE BACKGROUND

For the past several years, unbeknownst to all but a few of his most trusted servants, Iuz has been orchestrating a complicated coup of divine power. This plan started with his release of the Ether Threat, which was intended to cause heroes to lead him to the *Codex of Infinite Planes*.

After acquiring the *Codex*, Iuz began a war on the Abyss, during which he secured the layer of Torremor from Pazuzu. Iuz kept his victory a secret, however, even convincing his enemies that he was locked in a stalemate on the Abyss and unable to pursue other ventures. For nearly two years, Iuz has been planning and putting into action the next stage of his ascension, unfettered by the meddling of his common enemies. This portion of Iuz's plan has focused on researching different forms of magical prisons, particularly those of Zagig Yragerne, and securing sites and artifacts related to Tharizdun, the imprisoned god.

Five months ago, heroes undid the Flight of Fiends, a powerful ritual that imprisoned or banished most of the fiends on Oerth. This has strengthened Iuz's military force on the Prime Material Plane. He has used these demons, and those he gained from his war on the Abyss, to cause distractions for the nations of Oerth, keeping their eyes away from his final moves.

The Dark God, Tharizdun, was imprisoned by the combined might of all the gods, eons ago. As a young god, Iuz does not have a firsthand appreciation of the threat Tharizdun poses. Years ago, The Old One saw the fear and seeming respect all the gods had for the Dark

God's power. Iuz surmised that, with that power, he could ascend the divine ladder and take his rightful place among the Greater Gods. He has been using what he has learned of Zagig's Godtrap (the device that imprisoned Iuz, among others, and fueled Zagig's ascension to godhood) to harness the raw power of Tharizdun through the Dark God's artifacts and sites. The Old One is using new and progressively more powerful versions of the Godtrap to infuse himself with the Dark God's power.

While Iuz is a conceited and short-sighted being, even he is not brash enough to embrace these ideas himself. The *Codex of Infinite Planes* is one of the most powerful artifacts in existence. The old gods sealed away the Dark God and eradicated nearly all access to his prison, but the *Codex* contains the secrets and access to all locations in the multiverse, which includes Tharizdun's prison. This has corrupted every mind it has touched over the eons, leading to cataclysmic results for any that were powerful enough to peruse its pages. As the Old One delved into the secrets of the *Codex*, his mind was touched by the Dark God, whispers of power and destruction filling him. Tharizdun hopes to escape his prison through Iuz. He has fed Old Wicked's thoughts and led him down this path. With every artifact and site Iuz subsumes into himself, The Old One becomes more powerful, but the Unmaker gets closer to freedom.

A few individuals have found out something about his actions. Mordenkainen, seemingly always the most informed about the secret events of the Flanaess, discovered Iuz's plans before others, but too late to stop him completely. Tenser, always a force of Good and powerful opponent of Iuz, had been following the threads of Iuz's plots and putting everything together. He discovered Iuz's ultimate plan after Mordenkainen, but thought that Iuz could be stopped. Unfortunately for Tenser, though, Mordenkainen helped Iuz find all of Tenser's clones and eliminate them. Iuz then captured Tenser in a trap on the Plane of Shadow, a trap that helped him siphon the essence of Tharizdun from a lock he found there.

Mordenkainen discovered clues to Iuz's plan several months ago, but determined that stopping the Old One then, if it were possible, would be disastrous for Oerth. The combination of the power Iuz had already gained from Tharizdun and his control of a layer of the Abyss made Old Wicked far more powerful than he had been during the Greyhawk Wars, and with more demons available. If Iuz were stopped at his power level at that time, the delicate balance of the Flanaess would be horribly upset, with Chaos and Evil having a much stronger hand. The only hope, according to Mordenkainen, was to let the Old One gain even more power. Either Iuz would destroy himself with his experiments or he would advance to a point where the other gods would force him to leave Oerth. Only hero deities and demigods native to Oerth are allowed to interfere directly; more powerful deities are bound by a pact of non-interference. Mordenkainen set in motion plans to help Iuz accumulate more power. Mordenkainen knew that Tenser would not accept his plans to help the

Old One, even though stopping him would be even worse for the forces of Good; he was forced to eliminate Tenser, for the good of the Balance.

In either of Mordenkainen's possible outcomes, the balance would be upset towards Law and Good. In order to offset this, Mordenkainen began manipulating other individuals and events to ensure a replacement for the Old One would be ready to fill the void. Mordenkainen's research indicated that one of Iuz's high-ranking servants was looking for an opportunity to betray the Old One and take his place; the Archmage has worked to ensure that this betrayal happens at a critical moment in the near future.

Of course, this is a fine line to walk. If Iuz's plans go too well, he might actually release the Dark God, Tharizdun. This is where the heroes come in. While he has worked to help the Old One, he has also guided the heroes through subtle manipulations to make sure they know something of what is going on and are ready to step in at the last moment and interrupt the Old One's plans.

ADVENTURE SUMMARY

INTRODUCTION

Estimated Time: 20 minutes, including starting spell preparation.

The PCs have gathered to discuss what is happening. As they wait, they receive a letter from Mordenkainen, asking them to meet him the next day.

1: SETUP

Estimated Time: 30 minutes

The PCs are attacked by Black Brotherhood monks and a demonic assassin. After defeating this threat, they learn that Mordenkainen set this up, yet he wants to talk to the PCs and explain some things.

2: WHEELS WITHIN WHEELS

Estimated Time: 20 minutes

Mordenkainen explains what he has been doing and why, if the PCs are willing to believe him. He also explains what he knows of Iuz's plans and what must be done to stop Old Wicked. Mordenkainen gives the PCs two leads to explore, Eclavdra, high priestess of the drow, and the Hierophants of the Old Faith.

3: FINAL WORDS

Estimated Time: 10 minutes

The PCs have an audience with the Hierophants of the Old Faith. The PCs are told that they will be given powerful weapons to help stop the Old One, but that they must first recover Fragarach, the artifact sword of Kelanen.

4: BELLY OF THE BEAST

Estimated Time: 30 minutes, including planning.

Fragarach is reportedly in the belly of a gargantuan, rampaging creature that eats anything in its path. The PCs must kill the beast or find some other way to retrieve the sword.

5: NINE SHALL BE ONE

Estimated Time: 10 minutes

If the PCs return Fragarach to the Hierophants, they are met by Allitur, on behalf of a new alliance of the gods of the Old Ker, who gives them the nine Final Word swords and binds them to Fragarach. He tells them that they can call upon the power in the swords to give them aid in a time of desperate need.

6: WE COME IN PEACE

Estimated Time: 30 minutes

If the PCs wish to speak with Eclavdra, they must travel to the Vault of the Drow and negotiate an audience with her. She explains how she fled Dorakaa after hearing of a plot for Iuz to capture her in one of his prisons. She will help the PCs get to Dorakaa and to his ultimate prison, but they must help her first; they must deal with a strange group of mindflayers in the old Temple of the Elder Elemental Eye.

7: TOEEE

Estimated Time: 30 minutes

The PCs enter the ruined temple and find a group of mindflayers and an elder brain, all dedicated to Tharizdun.

8: HOARD OF ANNIHILATION

Estimated Time: 45 minutes, including planning next step.

Beyond the elder brain, the PCs find a passage leading further into the Underoerth. If they proceed, they find a deep dragon that has been corrupted by Tharizdun and the elder brain. It sits atop a hoard of 333 black crystals.

END OF ROUND 1

Take a break here.

9: CITY OF SKULLS

Estimated Time: 45 minutes

The PCs use either Eclavdra's or Mordenkainen's gate to Dorakaa. They travel through a deserted, macabre city. Inside the fortress of Iuz and his Greater Bonehearts, the PCs eventually find a gate to Torremor...guarded by an undead demon.

10: UNMAKING THE ABYSS

Estimated Time: 45 minutes

Stepping through to the Abyss, the PCs see that Torremor is not as it should be. It is beginning to unravel,

and the reason is not hard to see. Unfortunately, the reason sees them as well.

11: BONEHEARTS

Estimated Time: 60 minutes

The PCs make their way to Iuz's new Godtrap, where they find Iuz and all six of his Greater Bonehearts. As Iuz begins the ritual, all of the Greater Boneheart turn to face the PCs, all of them except Kermin. Kermin betrays Iuz, taking some of the other Bonehearts down at the same time.

12: GODMAKERS

Estimated Time: 20 minutes

The PCs must decide what to do with the Final Word swords and the Godtrap. Iuz and Kermin are still locked in battle and the PCs might be able to determine who wins, if they still have any power left in the swords.

CONCLUSION

Estimated Time: 10 minutes

PREPARATION FOR PLAY

This adventure is the finale of Living Greyhawk. The story is one of epic proportions, with the PCs walking amongst gods and iconic NPCs. Try not to make the PCs feel overwhelmed or out of place. You want to make the players feel like they are an integral part of this story and that their help is needed to stop what could be the apocalypse.

In the early encounters, the PCs should feel pushed to their limits, like they are barely winning. If the PCs are having too easy of a time, make it a bit harder; if the PCs are bordering on failure, ease up a bit. Do not let the players know what you are doing; just adapt to the situations that present themselves. The most important thing to remember is that the players need to have fun. This is the culmination of a campaign that has lasted over eight years and may be the last taste your players have of Living Greyhawk. Try to make sure they leave the table with a smile on their face and an appreciation for the setting, campaign, and volunteers.

You need to make sure the party makes it through the adventure and experiences the entire story. In the later encounters, the PCs should feel completely overwhelmed, that they are only surviving by wits, luck, and judicious use of resources. Some of these encounters really are over the top; however, the PCs are provided a means to defeat these encounters: the Final Word swords of Kelanen. The abilities of these swords, when combined, are not told to the PCs, neither are they listed for you. When the PCs feel like they are in dire straits, they should use the power of the swords. It is then up to you to determine what you think would be most beneficial to the party at that time. Review the abilities of 9th level spells to get an idea of what you might do with the swords, particularly *wish*, *miracle*, and *true resurrection*.

For example, the swords could give the entire party resistance 30 to a type of energy, lower an enemy's AC or SR by 10, mimic a *mass heal*, allow the PCs to gain the benefits of a full night's rest in one hour, or raise a PC's AC by 20. The power of the swords, though, should feel like a tool, not *deus ex machina*. If you feel that your party is performing well but having to resort to the swords too often, ease up a bit on them and let them conserve the swords for the final fight. However, only the most powerful and strategic parties should make it to the end with most or all of the swords' power remaining.

This adventure makes use of several iconic NPCs: Mordenkainen, Eclavdra, Iuz, the Greater Bonehearts, and Tharizdun. It will help your GMing experience to be as familiar as possible with these characters. If you have the opportunity and the resources, take the time to review old sources for information on these characters. *Iuz the Evil* is of particular interest.

APL 18

The stat block, tactics, and treasure for APL 18 encounters can be found in the *APL 18 Supplement*.

PREVIOUS ADVENTURES

COR1-03 *River of Blood*

Check to see if any of the participating PCs played *River of Blood* and, if so, if they have the *magical iron key*. This needs to be a physical cert with the PC's name, or recorded on their MIL.

COR8-06 *Entrapment*

If any of the PCs played *Entrapment*, check their ARs to find out the most common result regarding the *Spiral of Shothragot*. These results affect ritual strength, as described in Encounter 12.

COR8-10 *Chains of Darkness*

If any of the PCs played *Entrapment*, check their ARs to find out the most common result regarding the capture of St. Cuthbert. If the most common result was that St. Cuthbert was NOT captured, replace all references to St. Cuthbert being in the Godtrap with Delleb. Delleb's home plane is Celestia (color = gold) and his major theme is Scholarship. Delleb teleports away if freed. This also weakens the ritual strength, as described in Encounter 12.

RULES ADJUDICATIONS

The following rules issues are pertinent to this adventure; therefore, you should use the following interpretations for the purposes of this adventure, in order to ensure consistent play experience and appropriate play balance.

Bardic Knowledge

Bardic Knowledge may be used in lieu of Knowledge checks. You may assess anywhere between a -5 penalty to a +5 bonus on the roll, at your discretion based on the type of information being recalled.

INTRODUCTION

Delay Death

PCs may cast *delay death* after the GM has declared that he is attacking someone or taking an action; however, the PC must declare that they are casting before any attack or damage rolls are made. If a PC seems close to death, pause for a few seconds between declaring an attack and rolling attack or damage to give the PCs time to make their declaration. Exercise some discretion in the application of this rule; for example, if a critical hit is going to do an obscene amount of damage, you should probably allow *delay death* to be cast after the attack roll, but before the damage roll.

The PCs may NOT cast *delay death* after a demundead has died to prevent the explosion; the creature is already dead at that point and nothing will stop it from exploding. They must cast the spell before the killing damage is dealt.

Invisibility and Mind Blank

See *invisibility* and *true seeing* do not count as divinations that provide information about invisible creatures. This works in the PCs' advantage in the final combat.

PCs with Divine Powers

Any PCs that have powers derived from a captured deity – such as clerics, favored, souls, or holy liberators – notices that they have recently lost contact with their deity. Contemplatives are particularly sensitive to this loss. The PC feels like their powers are more tenuous than before, and suspects that they are possibly being supplied by a god of similar alignment and portfolio. These PCs are unable to prepare spells or use divine abilities unless they are within five feet of a significant item related to their deity, such as a magical club or mace for a cleric of St. Cuthbert, or a magical sword for a cleric of Kelanen. The PC would have known this before the adventure begins and would have had the opportunity to purchase a suitable item, if they do not already possess one. The intent is not to prevent the use of class abilities, but to provide story flavor and indicate the severity of the situation.

The captured deities that are legal for PC worship are: St. Cuthbert (+1 club or mace), Zodal (+1 gauntlets, in the form of grey cloth handwraps), Dalt (*scroll of knock*), Stratis, Kelanen (+1 sword), and Zagyg (*Boccob's blessed book*, *scroll of confusion*, or *rod of wonder*).

Those that receive powers from Vatun find that they no longer need to be within range of an open flame to gain their divine powers; their god has been freed recently.

The adventure begins in a nondescript tavern outside of Greyhawk City at 10 pm.

You have gathered together with some of your most trusted and capable allies to discuss how best to combat the Old One. It seems he has been one step ahead at every turn. His strongest enemies have fallen and you seem to have no allies left. Even the Circle of Eight seems to be against you. As you discuss these depressing facts, a folded letter appears in front of you.

The letter is folded and sealed with a blank wax seal; it does not detect as magical, due to Nystul's *magic aura*. The letter is not trapped. When the PCs open the letter, they find it contains a message from Mordenkainen (*Player's Handout 1*).

When the first PC finishes reading the message, each of the PCs receives a vivid mental image of a sunlit field with a small hill to one side; nothing else of note can be seen in the image. The letter then dissolves to dust.

If the PCs ask around, the other occupants of the tavern are unaware of any nearby fields that fit the description. While the Cairn Hills are nearby, a solitary hill in a field does not ring a bell.

Development: The mental image allows a caster to teleport to the meeting location as if they had studied the location carefully; assume there are no mishaps. If none in the party can cast *teleport*, or if they do not wish to do so, the PCs may pay for a combination of *detect thoughts* and *teleport* spells cast by a 12th level Wayfarer from Greyhawk City; this costs 1,260 gp (including the Wayfarer's return trip costs). If the PCs wish to transport more than the equivalent of six medium creatures, a 15th level Wayfarer can be hired to transport up to the equivalent of eight medium creatures for 1,560 gp.

1: SETUP

This encounter occurs as the PCs are waiting for Mordenkainen to arrive.

You have arrived at the designated meeting location, at least, it appears just as the image you were shown, right down to the position of the sun. Other than yourselves, there is no one within sight.

The PCs must wait 30 minutes before anything happens. At that point, assassins of the Black Brotherhood and Iuz teleport in.

It has been thirty minutes since you arrived, and nothing abnormal has happened. Perhaps Mordenkainen is not coming, or maybe the letter was not actually from him...

Suddenly, with a soft 'pop' sound, several human figures in robes appear.

These assassins are sent by the Black Brotherhood and Iuz to eliminate the PCs. At the beginning of the second round of combat, the PCs see a bald man in robes and holding a staff (Mordenkainen) appear about 200 feet to the side as he finishes completing a complicated spell. A DC 35 Spellcraft check reveals that the spell is an unknown and exceptionally powerful illusion, but no additional information. At the beginning of the third round, he casts *Mordenkainen's private sanctum* (DC 20 Spellcraft) and watches the rest of combat.

As the battle continues after the illusion is cast, the PCs can see both the actual events of the combat and a second set of events that show the PCs losing to the assassins. The PCs automatically know which events are false, but should be unsettled, at the least. Be sure that the players understand which events are real and which are false. The false events proceed until only one assassin and one PC remain. When the last assassin falls, the false events portray the final PC killing the final assassin, causing it to explode and kill the PC, leaving none alive on the battlefield.

Creatures: The PCs are attacked by Black Brotherhood monks and one or more Kelvezu (or their undead variety). The kelvezu are disguised as Suel humans.

APL 12 (EL 16)

➤ **Black Brother (2):** hp 104; Appendix 1.

➤ **Weak Kelvezu:** hp 78; Appendix 1.

APL 14 (EL 19)

➤ **Black Brother (3):** hp 104; Appendix 1.

➤ **Kelvezu:** hp 90; Appendix 1.

APL 16 (EL 21)

➤ **Elder Black Brother (2):** hp 172; Appendix 1.

➤ **Ammazza:** hp 112; Appendix 1.

Preparation: Any buffs available to the creatures have been used, as they know exactly where and when they will be attacking the PCs. The monks have quaffed *potions of fly* and *mage armor* before teleporting in.

Note, if the PCs have *anticipate teleport* cast, they will gain a distinct advantage here.

Tactics: The monks attempt to provide flanking for the demon, primarily, and each other, secondarily. They will focus their attacks on PCs that appear to be arcane casters or, if those are not available, divine casters. If the monks have quivering palm, they use it on apparent arcane casters. They use stunning fist every round.

The demon will attempt to get a full attack, whenever possible. If more than one PC is within reach, he will split his highest bonus attacks until he hits each PC within reach with a *greater dispelling* effect. Once he has hit each PC within reach with the *greater dispelling* effect, he focuses all attacks on one PC. If he finds that his target is immune to sneak attack, he will begin moving 5 feet each round towards a new target.

Searching the monks reveals normal Scarlet Brotherhood tattoos. A DC 25 Knowledge (local – Core) check recognizes that one of the tattoos is abnormal – a purple spiral worked amongst the other tattoos. A DC 15 Knowledge (religion) check determines that the symbol is a holy symbol of Tharizdun.

Treasure: Refer to the Treasure Summary.

Development: After searching the assassins, the PCs need to proceed to the *private sanctum* to speak with Mordenkainen. If they wait for longer than five minutes, he will send them a telepathic message telling them to come to him. Proceed to encounter 2.

2: WHEELS WITHIN WHEELS

This encounter takes place after the PCs defeat the Black Brotherhood monks and the demonic assassin.

As you pass through the edge of the misty sphere, everything becomes clear; you can see outside the area without hindrance. In the center of the area is a bald man in robes, holding a staff in one hand.

[Mordenkainen]: *“Greetings. Congratulations on your recent victory. Shall we proceed somewhere more private?”*

A DC 15 Knowledge (local – Core) or DC 25 Knowledge (arcana) check identifies him as Mordenkainen. If the PCs agree to leave, Mordenkainen opens a gate to his Obsidian Citadel.

The archmage waves a hand and a circular gate opens before him. This action seems to require as much exertion for him as a cantrip cast by you or one of your companions. The gate leads to a vast library with walls of black glass. The man steps through and motions for you to follow.

After the PCs have moved through the gate, it closes behind them.

[Mordenkainen]: *“I believe some of you have been here before. Please, have a seat. I am sure you have many questions for me.”*

- What just happened? *“You were attacked by agents of the Black Brotherhood and Iuz. I placed an illusion over the battle to make it look as if you have been killed. You were being watched by Iuz himself.”*
- What is the Black Brotherhood? *“The Black Brotherhood is a secret sect of the Scarlet Brotherhood. They worship the Unmaker and seek his release.”*
- Aren't they unlikely allies? *“Typically, yes. The Scarlet Brotherhood is extremely lawful, while Iuz is extremely chaotic. However, their common relation to the Dark God has brought them together.”*
- Why didn't you help us? *“My interference would have jeopardized the illusion. Besides, if you were unable to handle that threat, you would have been useless to me, and your deaths irrelevant.”*
- How did they know where to find us? *“I let them know. I leaked information that you would be here, and Iuz wants you dead.”*
- Why would you do that? *“I need you to be able to act freely. As long as Iuz believes you are alive, he will hound you.”*
- What happened to Tenser? *“I was forced to eliminate Tenser, due to his stubborn narrow-mindedness. I used Iuz to help me, leaking the locations of Tenser's clones and Tenser himself.”*
- Why did you have to eliminate him? *“Tenser was always devoted to the cause of Good, no matter the cost. If Tenser had been allowed to pursue his goals, he might have stopped Iuz before now, leaving us with a more powerful deity of Chaos and Evil on Oerth. The balance would have been woefully upset, possibly beyond repair. It was too late to stop Iuz by the time Tenser, or even I found out what was happening.”*
- How does letting Iuz gain more power help the balance? *“The gods have a pact amongst themselves that prevents direct interference in the affairs of Oerth. Weaker deities that are native to Oerth are not bound by this pact, however, which leaves beings such as Iuz and Kelanen free to walk amongst the mortals and directly manipulate events. Were Iuz to gain a significant amount of power, placing him amongst the other gods, they would likely force him to abide by the pact. Iuz would be forced to leave Oerth behind.”*
- Wouldn't that upset the balance in favor of Good? *“Indeed it would. Iuz's forces are currently drastically overextended, forcing the surrounding nations to focus on military actions, while he pursues his more insidious goals. If he were to be destroyed or leave Oerth, his forces would be crushed and Good would win out, which is why I have been simultaneously working to make sure Iuz's replacement will be able to defend themselves against the armies that surround the Empire.”*
- The Old One's replacement? *“It is rumored that one of Iuz's servants wishes to betray him and take over control of the Empire and its armies. It is unknown who this would be, or if it is even true. However, even if none betray Iuz, someone will step up to try to fill the void, and they must be supported.”*
- What is wrong with the forces of Good winning? *“I work tirelessly to ensure the delicate balance between all forces on Oerth. While it may seem attractive for Good to control the Flanaess, the consequences are not what you would expect. Power would consolidate within one nation or group and, eventually, someone unscrupulous would gain control over that power. You would end up with draconian laws against personal freedom, an evil dictator that seizes control of the entire Flanaess in one move, corruption extending through all facets of government, and other eventualities that are not in the interests*

of the common person. The best option is to keep forces balanced against one another, always struggling to improve their standing and, thereby, improving the lives of their subjects."

- Why do you keep saying Old Wicked's name? *"Iuz has no power over me here. My wardings keep him from hearing his name spoken. Leave this place, however, and it would not be wise to speak the name."*
- What is Iuz planning? *"While I do not know the exact details, he seems to be gathering power from artifacts and sites connected to the Dark God."*
- Why did you not say his name? *"There are some names that even the gods dare not utter."*
- How is Iuz gathering this power? *"He is combining the power of the Codex of Infinite Planes with variations of the Godtrap, originally built by Zagig Yragerne. These copied traps began as very simple devices, with only one or two mortals, but have progressed to a point that rivals or exceeds Zagig's creation in power."*
- Is he capturing gods? *"That is not known for sure, though it is suspected to be true. Clerics of several faiths have reported issues when trying to contact their deity. Among them are St. Cuthbert, Zagyg, Zodal, and Kelanen. These are all known enemies of Iuz and would make likely targets of his wrath."*
- If Iuz is supposed to gain more power, what are we supposed to do? *"While Iuz had to be allowed to gain some power, we must walk a fine line. We must not allow him to draw out too much of the Unmaker, or he may unleash the Dark God upon the world once again. While the gods may be able to combine forces to seal him away again, the Oerth would be forever scarred by their battles."*
- So when do we interfere, and how are we expected to stop him now that he is so powerful? *"Iuz has gained enough power that the other gods are likely to intercede soon. He will soon complete his most powerful prison, however, one that threatens to draw forth the Dark God. This plan must be stopped. If the process is interrupted at a critical moment, it is possible that the energies may even destroy Iuz. At the very least, he will gain enough power to force the other gods to intercede."*
- Why don't you stop him? *"While it is true that I am far more powerful than you, there are limits to my abilities. I am sure you have noticed, during your long adventuring careers, the typical fate of spellcasters that travel alone. If I had support, I could likely stop him, but I work alone now. Also, while I may manipulate events*

from behind the scenes, I am forbidden from interfering directly."

- Why can't you interfere directly? *"I do not wish to discuss that. If you ever need to know the details, I may decide to share them at that point."*
- What can you do to help us? *"My personal aid will not help you at this point. What I can do, however, is lead you to people that can help. I have an...ally of sorts that might be of some assistance. I also know that the Hierophants of the Old Faith have several items that seem to be of importance in this endeavor."*
- Who is this ally? *"Eclavdra, the drow high priestess of Lolth. You will have to venture to the Vault of the Drow and seek an audience with her. Her experience in the City of Skulls will likely be of great help. It is said that she would frequently participate in games of wit with Iuz himself."*
- How do we gain safe passage into the Vault of the Drow? *"You can travel to the Vault via one of my doors. Once there, you will need to negotiate with the drow to gain an audience with Eclavdra."*
- What do the Hierophants have? *"I do not know. All I have been able to discern is that there are several items and that they are connected to Iuz's plans in some way."*
- How do we contact the Hierophants? *"I can provide you transport to an old grove, from which they will contact you."*
- How do we get back here? *"When you are ready, return to where my portal takes you and say my name three times. I will be able to hear this and will open a gate back to my Citadel."*
- How much time do we have? *"I do not know exactly, but the more time you give Iuz, the more precarious our situation becomes. I advise against resting capriciously."*

SPELLCASTING

Mordenkainen will provide any spellcasting the PCs need. He claims that he is bound to keep his involvement to the minimum level necessary to ensure the PCs' success, though he will not elaborate on this. Thus, he will not cast spells simply to make the PCs more powerful, but he will use his epic varieties of *wish* to provide true resurrection, remove particularly horrid, debilitating effects, recover a PC that has been sent to another plane by the garngmath, or similar spells. The PCs must pay for any material components, 5gp per xp cost of the spell and the spell must be Open to the PCs, or within the reasonable limits of *wish* or *miracle*. This option is not available after the start of encounter 9.

Development: The PCs will likely visit the Hierophants of the Old Faith first. If they do so, proceed to Encounter

3. If they instead wish to travel to the Vault of the Drow, proceed to Encounter 6.

3: FINAL WORDS

This encounter takes place after the PCs have spoken with Mordenkainen and decided to travel to an old grove.

You step through the doorway and find yourselves amidst a majestic grove of trees. Within moments, a young druid steps out, as if they were waiting for someone to come. The druid does not waste much time on pleasantries before leading you through the trees to a small clearing, where three elderly, flax humans are seated around a large tree stump. Two are women, one is a man, and wisdom shines from the eyes of all three.

The figures introduce themselves as the Hierophants of the Old Faith, though they do not give any names. The do not seem interested in small talk; they want to get to the point: recovering Fragarach and stopping Iuz. The Hierophants explain to the PCs that they have recently come into possession of several potent weapons that could be used against the Old One; however, the true power of the weapons can only be released when combined with Fragarach, the lost artifact sword of Kelanen. Unfortunately, this sword has been lost for many years. The Hierophants have been able to use the nine Final Word swords to learn the location of Fragarach. Unfortunately, it seems that the sword was devoured, along with its wielder, by an enormous beast that consumes anything in its path.

The beast is now moving across a remote countryside area east of the Nyr Dyv. The Hierophants can give a rough description of the beast and what it does, allowing a Knowledge check to identify the creature, with a -5 Circumstance penalty.

If the PCs will agree to defeat the beast and recover the sword, the Hierophants will unlock the power within the items and give them to the PCs to use against the Old One. The Hierophants will provide passage to an area near the beast as soon as the PCs are ready.

Development: If the PCs agree to hunt the beast, proceed to Encounter 4.

4: BELLY OF THE BEAST

This encounter takes place after the PCs speak with the Hierophants of the Old Faith and agree to find Fragarach.

The druid casts her spell and then guides you into the tree on this end, and out of the tree on the other side. You are in a small copse amidst a wide countryside. To your west, you see the Nyr Dyv, sparkling peacefully beneath the sun. In contrast, to the east, you see a hulking mass, marauding across the countryside, debris flying all around it.

The druid takes a moment to look at the beast's silhouette, then says "I will...wait for you here..."

Creatures: The PCs may pick when and where to attack the beast, as it is quite easy to find and moves in a nearly straight line across the countryside.

APL 12 (EL 17)

➤ **Malastor:** hp 330; Appendix 1.

APL 14 (EL 19)

➤ **Lesser Garngrath:** hp 378; Appendix 1.

APL 16 (EL 21)

➤ **Elite Garngrath:** hp 490; Appendix 1.

Tactics: In general, these creatures just rampage along the ground, attacking and devouring anything in their path. If they know there are enemies nearby, but have no opponents within range on the ground, they will use their flight speed to attack the nearest flying creatures. The fly speed should only be used if it is necessary to reach an opponent.

The garngrath will always use its swallowing charge whenever it can swallow three or more PCs; it will never use its swallowing charge on only one PC. The garngrath uses its crystal horn ability each round, whether it knows of nearby enemies or not.

If a PC attempts to find the sword within the creature's gizzard while the beast is still alive, they must search the enormous area for the sword. Finding the sword requires a DC 35 Search check, with a cumulative +2 bonus each round after the first. Abilities such as *detect magic* automatically find the sword, if the aura is pinpointed; for example, using *arcane sight* or spending three rounds of concentration on *detect magic* would automatically find the sword.

Treasure: Refer to the Treasure Summary.

Development: Fragarach can be found within the belly of the beast. Once the PCs have recovered the sword, they can return to the druid that is waiting to return them to the grove.

5: NINE SHALL BE ONE

This encounter takes place after the PCs have recovered Fragarach and returned to the old grove.

The druid returns you to the old grove by the same means you arrived: trees. When you arrive at the grove, you see that the Hierophants have been joined by another man, who is sitting atop a fine horse. A pair of clasped hands is emblazoned upon his tabard, and an exceptionally crafted spear is holstered in the saddle. Nine bastard swords lay upon a large tree stump that serves as a table.

The being the PCs meet here is the avatar of Allitur, messenger and mediator of the gods (DC 25 Knowledge [religion] check to identify that the man is likely a worshipper of Allitur, though this will not tell them that he is actually an avatar). He will not discuss his nature, but neither will he deny it; he does not think it is the most important topic of conversation at the moment. As the diplomat of the gods, he will be extremely courteous while redirecting the PCs' attention back to the matter at hand.

The gods have agreed to help the PCs in a limited way. The power of all nine Final Word swords and Fragarach will be bound together by the gods.

[Allitur]: *“Greetings, heroes. I am a messenger, sent by the gods. As you no doubt know, they cannot intercede in this issue at this point, but those that have any interest wish you to succeed. Through long diplomatic sessions, the gods have come to agree on one form of help they will provide to you. The nine swords of Kelanen represent a natural counterpart to the Godtrap Iuz has built. With their powers channeled through Fragarach, much as the powers of the Godtrap are channeled through a piece of the Oerth Stone, the Final Word swords can be transformed into a powerful tool to aid you in your quest. If you will place Fragarach upon the stump, the gods will manipulate the power of the swords into a form that you can use more readily.”*

If the PCs do so, continue with the following text. If they seem hesitant, Allitur will be patient and answer any questions he can, within reason, but will caution the PCs against wasting time when they should be working to defeat Iuz.

The man nods at you as you place Fragarach with the other swords on the stump. He closes his eyes and seems to concentrate for a few moments. The gems set in the hilt of each sword flare to life, but do not fade after; they continue to glow as bright as a torch.

[Allitur]: *“It is done. The swords now share one source of power, their energies flowing through Fragarach into a pool from which they can all draw.*

You can call upon this power to aid you in a time of need. The more dire your need, the more power will be drained from the pool. It is unknown exactly how deep this pool is, so do not use the power arbitrarily. We wish you luck, for if the gods are forced to intervene, your kind may not survive.”

With that, the man, if that is what he is, rides off into the woods.

The PCs can call upon that power when needed, but the power is limited.

USING THE SWORDS

When the PCs feel like they are in dire straits, they should use the power of the swords. It is then up to you to determine what you think would be most beneficial to the party at that time. If they ask for a particular effect, do something along those lines, but of an appropriate power level. Review the abilities of 9th level spells to get an idea of what you might do with the swords, particularly *wish*, *miracle*, and *true resurrection*. For example, the swords could lower an enemy's AC or SR by 10, mimic a *mass heal* or *mass resist energy*, allow the PCs to gain the benefits of a full night's rest in one hour, or raise a PC's AC by 20. The power of the swords, though, should feel like a tool, not *deus ex machina*.

Use of the swords is an immediate action. The effects, unless permanent, last until the end of the combat encounter. If used actively by the PCs, each use counts as one charge from the swords. The swords can also be used by the GM, if necessary to keep the party alive; this passive activation counts as two charges from the swords, but should only be used when necessary to keep the party alive. There is not a fixed number of charges in the swords, but if they use too many, they will not have any power left to help stop the ritual at the end.

When a charge is used from the swords, describe the gems in all the swords flaring up, then fading, becoming more dull than before.

Development: The PCs may return to Mordenkainen's tower using the method he described. If they wish to do anything else, adjudicate as best you can.

6: WE COME IN PEACE

This encounter takes place after the PCs have spoken with Mordenkainen and decided to travel to the Vault of the Drow.

If the party contains a 'face' character that has not had the opportunity to use his skills, allow them to negotiate with the drow for an audience with Eclavdra. If the party does not contain a 'face' character, have Mordenkainen provide the PCs with a letter of introduction; this will obviate the need to convince the draegloth to allow an audience.

The door from Mordenkainen's Obsidian Citadel opens onto an antechamber of sorts. On the other side, you see a humanoid that seems to be a mixture of a drow and a spider. To either side are drow priestesses. They glance at Mordenkainen before examining your group closely as you pass through the gate. The humanoid speaks to you:

[Draegloth]: *"What business is so important to surface dwellers that they dare enter the High Priestesses sanctuary?"*

Allow the PCs to roleplay with the draegloth or present Mordenkainen's letter. Once the

Draegloth Lore: Characters who have ranks in Knowledge (the planes) can research draegloths to learn more about them. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs.

DC	Result
15	This fearsome creature is a draegloth, a fiend born from a drow priestess and a demon conjured from the Abyss. This result reveals all native outsider traits.
20	Draegloths inherit many of their mothers' abilities, including the drow's innate spellcasting and resistance to enchantment magic and sleep. They also have innate fiendish powers.
25	Draegloths are highly resistant to most forms of energy, including acid, cold, electricity, and fire.

The draegloth leads you into a grand audience chamber. At the far end of the room is an ornate throne of platinum, designed to look like webs. Obsidian spider legs stretch out from the back of the throne, both above and to either side. Seated upon the throne is the most beautiful woman you have ever seen, of any race. Her splendor is surely a gift from Lolth herself.

With such beauty, it seems difficult to even notice the other occupants of the room. At Eclavdra's feet are two male drow, wearing next to nothing. On each side of the throne is a drow priestess, staring contemptuously at your group. In

the corners of the chamber are drow, staring mindlessly ahead.

See **GM Aid 1** for details on Eclavdra's past and what she knows of Iuz's plans. She is assumed to know as much as Mordenkainen in relation to Iuz's activities. Eclavdra will explain Iuz's plans or confirm what Mordenkainen has said. She explains her own connection to Tharizdun, through the Temple of the Elder Elemental Eye, and is willing to explain any history from **GM Aid 1**, though she will put a spin on it that makes her seem far more trustworthy and canny than the actual events may warrant.

Eclavdra explains that she has been casting powerful divination in an attempt to learn details that could help stop the Old One. One of these divinations led her to investigate a strange group of mindflayers that had come to the Vault a few months ago.

Her divinations indicate that the mindflayers had roamed the planes for generations, eventually coming across a powerful site of power related to the Dark God. Their time at this site of power corrupted the mindflayers, twisting them into something new and horrible. Since that corruption, they resumed their travel of the planes, but now seeking out and collecting many small but powerful objects related to the Dark God. Eclavdra's research indicates that defeating these mindflayers could help stop the Old One. Furthermore, whatever they are collecting should be recovered and dealt with in order to protect the Dark God's prison.

Eclavdra asks the PCs to travel to the temple of the Elder Elemental Eye, defeat the mindflayers, recover the items, and return them to her. The PCs are unlikely to trust her, but Eclavdra's first-hand knowledge of the Dark God should help her decipher the meaning of the items the mindflayers have been collecting.

Development: When the PCs have finished talking with Eclavdra, assuming they agree to help, she will instruct the draegloth favored one to lead them to the temple. Proceed to Encounter 7. If they wish to do anything else, adjudicate as best you can.

7: TOEEE

This encounter takes place after the PCs have met with Eclavdra and decided to explore the Temple of the Elder Elemental Eye, within the Vault of the Drow.

The draegloth leads you through the drow city. The residents do not seem particularly fond of you, to say the least. Occasionally, a passerby hurls a mushroom at your group. The draegloth sarcastically rebukes such actions, obviously hoping to encourage more of the same with her tone of voice. Eventually, you reach a manor house that is in poor repair.

[Draegloth]: *“This is the abandoned estate of the Eilservs. Eclavdra had many of the house members killed when she destroyed the temple to the Elder Elemental Eye. Within the basement, you will find a tunnel leading to the ruined temple.”*

The tunnel is not difficult to find, once you reach the basement. You travel for several hundred feet, always downward, before coming to a huge, worked chamber that stretches into the darkness. On the walls are crudely drawn purple spirals, obviously made recently.

Creatures: This chamber is 200 feet wide and 400 feet long. At the far end of the chamber are the elder brain and the hulks. Unless the entire party has *mind blank* or similar effects, the brain is aware of their presence and will likely get a surprise round. If the PCs are using a light source of any kind, begin the surprise round with the monsters 5 feet beyond the shadowy illumination of the party. If the PCs are using darkvision, begin the surprise round with the monsters at 65 feet.

APL 12 (EL 16)

- **Thoon Hulk** (2): hp 112; Appendix 1.
- **Thoon Elder Brain**: hp 174; Appendix 1.

APL 14 (EL 19)

- **Thoon Hulk** (3): hp 112; Appendix 1.
- **Advanced Thoon Elder Brain**: hp 346; Appendix 1.

APL 16 (EL 21)

- **Advanced Thoon Hulk** (2): hp 188; Appendix 1.
- **Advanced Thoon Elder Brain**: hp 346; Appendix 1.

Sword Charges: If the PCs have the Final Word swords, they should not need to use any charges in this fight if they are performing well. If they are performing poorly, they should need to use one charge. Adjust the difficulty of the encounter based on how well the PCs are performing and how many charges from the sword they have used.

Preparation: The elder brain has *mage armor* active on itself and the hulks at all times.

Tactics: The thoon hulks do not think; they merely take orders from the elder brain. The elder brain will move forward each round while using its overmind blast ability. When it gets close enough to full attack with its tentacles, be sure to try to hit each PC within reach once per round, so everyone takes the extra acid damage each round.

Treasure: In The pool contains 111 gems. The gems are an integral part to freeing Tharizdun from his prison; they are clear black with a purple glow in the middle of each gem. The gems radiate overwhelming abjuration and evil; any PC that *detects evil* is knocked unconscious for 10 rounds. The gems have either no value or are priceless, depending on the buyer. A DC 35 Knowledge (religion) check identifies these as 1/3 of the 333 *Gems of Tharizdun*, important artifacts related to the Dark God's prison.

Development: Once the PCs have defeated the mindflayers and the elder brain, they may explore the tunnel that leads further into the Underoerth. Proceed to Encounter 8.

8: HOARD OF ANNIHILATION

This encounter occurs after the PCs have defeated the mindflayers and the elder brain and proceeded farther into the Underoerth.

At the back of the chamber, you find a large, shallow pool, probably where the brain spent much of its time. Another tunnel leads further into the Underoerth.

When the PCs are ready to proceed, read the following:

The path winds for several hundred more feet. The temperature drops significantly as you go, more so than seems natural. The walls seem to take on an eerie, purple glow. Eventually, the tunnel opens onto a large cavern. At the far end of the cavern, you see a pile of black gems. The gems at the top seem to move on their own, rolling down the pile to come to rest at the bottom.

Creatures: The deep dragon used shadow blend to gain total concealment, likely giving it a surprise round on the PCs, unless they have *true seeing* or *daylight* cast.

APL 12 (EL 17)

➤ **Adult Shadow Deep Dragon:** hp 199; Appendix 1.

APL 14 (EL 20)

➤ **Old Shadow Deep Dragon:** hp 310; Appendix 1.

APL 16 (EL 22)

➤ **Very Old Shadow Deep Dragon:** hp 345; Appendix 1.

Sword Charges: If the PCs have the Final Word swords, they should need to use one charge in this fight if they are performing well. If they are performing poorly, they may need to use two charges. If they are performing exceptionally well, they may not need any charges. Adjust the difficulty of the encounter based on how well the PCs are performing and how many charges from the sword they have used.

If the PCs do not yet have the Final Word swords, adjust the difficulty of the fight down a bit to avoid TPKing them. One to three deaths is acceptable, however.

Preparation: Unless the party is exceptionally stealthy, the dragon will know that they are coming and will buff with any available spells that last minutes per level or more.

Tactics: The dragon moves up from the pile of gems to get within range to use its breath weapon on the party (Move Silently vs. Listen checks, -5 to Listen for distance). If no one beats the Move Silently check, the

dragon breaths in the surprise round. If some, but not all of the party beats the Move Silently check, the dragon moves forward on the surprise round and breaths in round 1. If everyone beats the Move Silently check, there is no surprise round.

Treasure: The dragon's hoard consists of 222 gems and a box. The gems are clear black with a purple glow in the middle of each gem. The gems radiate overwhelming abjuration and evil; any PC that *detects evil* is knocked unconscious for 10 rounds. The gems have either no value or are priceless, depending on the buyer. Now that the PCs have all 333 gems, DC 30 Knowledge (religion) check identifies these as the 333 *Gems of Tharizdun*, important artifacts related to the Dark God's prison.

The box is approximately five feet long, one foot wide, and one foot thick and is locked with powerful magic. It can be opened only with *wish*, *miracle*, a DC 60 Open Locks check, the *magical iron key* from *River of Blood*, or the use of one charge from the swords. (Proactively ask the players if they have the key; do not expect them to remember it on their own.) It does not detect as magic, due to *Nystul's magic aura*. The box is made of magically-treated, one-inch thick obdurium, giving it a hardness of 60 and 120 hit points. Inside the box is *Druniazth*, The Claw of Tharizdun. If the PCs are able to open the box, Mordenkainen can use the power of the Final Word swords to twist the nature of the Tharizdun relic. This will use one charge from the swords; however, *Druniazth* can then be used at the ritual for the equivalent of three charges towards one effect. For example, *Druniazth* could be used to weaken the ritual, counting as three charges towards that end.

If the PCs take the box to Mordenkainen or another NPC to open, they will say that they do not know what magic is on the box and will need to study it first. They are unable to open the box in time for *Druniazth* to be used in this adventure.

Development: The PCs now have all 333 *Gems of Tharizdun* and must decide what to do with the gems. If they take them to Eclavdra, or mention them to her, she will say that she has studied the gems and knows how to refocus their powers, using the Final Word swords, to strengthen the Dark God's prison; this functions as if three charges of the Final Word swords had been used to weaken Iuz's ritual, with only one charge used from the swords. They must, however, trust Eclavdra with both the gems and one of the swords.

If the PCs bring the gems to Mordenkainen, he will take the gems and scatter them across the planes so they cannot be used to help free the Dark God. He does not have the first hand knowledge of Tharizdun that Eclavdra does from her days as a priestess of the Dark God; therefore, he does not know how to refocus their energies and strengthen Tharizdun's prison.

END OF ROUND 1

Take a break here.

9: CITY OF SKULLS

This encounter occurs after the PCs have cleared the Temple of the Elder Elemental Eye and agreed to step through Eclavdra's portal to Dorakaa. Alternatively, the PCs could use one of Mordenkainen's gates from the Obsidian Citadel.

See **GM Aid 1** for details on Dorakaa. Depending on how much time is available, you can:

1. Have the portal open directly into Eclavdra's chambers inside the Palace of Skulls and have the PCs make their way to the Blackspears Chamber; or
2. Have the portal open to a nondescript building in the foreign quarter and allow the PCs to travel through the now deserted city, making their way to the Palace of Skulls and then to the Blackspears Chamber.

Invent details for any particular areas, as needed, but the consistent theme is that the city is completely empty. The only signs close to life they should see are corpses; you could have a corpse move for a moment, but immediately stop, perhaps in the imagination of the PCs. Adjust your roleplaying details and time to suit the time available and the maturity of your players.

Depending on which method you use, place the following individual somewhere appropriate, for example, in the throne room or the Agony Fields. Time your placement and adjust your description to maximize the effect of this sole creature; she is here primarily to emphasize how desolated and grotesque the city is.

You see before you a gruesome sight: a woman chained to the wall, open wounds all over her body. The chains wrap around her multiple times and seem to be moving, cutting into her flesh and, in places, burrowing through her. She should be dead, but writhes in pain, muttering incomprehensible syllables. Her eyes are glazed over from the endless pain. Around her neck is a holy symbol of St. Cuthbert.

This is, or was, a powerful paladin of St. Cuthbert, captured years ago and left in constant agony. She has a permanent *delay death* (CL 17) cast upon her, and a *ring of regeneration* to keep her conscious. The endless years of torture have left her mind a mess, beyond the abilities of mortal magic to repair, at least within the bounds of this adventure. Attempting to remove the chains causes them to move more viciously, causing the woman to scream out in pain. Dispelling the *delay death* allows her to die, as would coup de grace. Removing the *ring of regeneration* allows her to fall unconscious, though she will remain alive.

Do not spend too much time on this encounter, as it is really only for roleplaying and flavor. Once they have

done as they wish, move on to further exploration or to the Blackspear Chamber.

Creatures: This demundead guards the portal in the Blackspear Chamber of the Palace of Skulls.

APL 12 (EL 17)

➤ **Arcobaleno:** hp 152; Appendix 1.

APL 14 (EL 20)

➤ **Spada:** hp 152; Appendix 1.

APL 16 (EL 22)

➤ **Anglicismo:** hp 190; Appendix 1.

Sword Charges: The PCs should need to use one charge in this fight if they are performing well. If they are performing poorly, they should need to use two charges. If they are performing exceptionally well, they may not need any charges. Adjust the difficulty of the encounter based on how well the PCs are performing and how many charges from the sword they have used.

Preparation: The demundead have any long-term and at-will buffs active.

Tactics:

APL 12: The arcobaleno's primary attacks should be *firestorm*, breath weapon, and smite. With his lower CHA and HD relative to CR, his DCs are a bit low, so the smite is not as likely to affect the PCs.

APL 14: The spada will take move actions and use its *firestorm* or breath weapon each round, while trying to get close enough to take full attacks with its swords, which is, by far, her most deadly option.

APL 16: The anglicismo prefers to use his powerful spell-like abilities while moving into a position where his death will threaten the PCs; thus discouraging them from killing him. When he gets next to the PCs, he will likely switch to his *vorpal longsword*, though his spell-like abilities could still be a good option if they PCs seem to be taking damage from them.

Treasure: Refer to the Treasure Summary.

Development: Once the PCs have defeated the demundead guardian, they may step through the portal to Torremor. Proceed to Encounter 10.

10: UNMAKING THE ABYSS

This encounter occurs after the PCs have stepped through the gate that leads from the Palace of Skulls to Torremor.

Stepping through the portal from the Old One's throne room, you see what does not seem at all like the Abyss. Islands float in mid-air, with waterfalls flowing from many of them, dissipating into midair and forming rainbows. Crumbling staircases connect some of the islands, though they do not seem particularly safe. The sky in most places is kaleidoscopic, shifting colors with the myriad rainbows.

You find yourself on a large island that seems mostly intact. As you examine the scene closely, you note that the other islands seem to be spiraling towards a point directly ahead of you, as if caught in a gravitational pull. The rainbow colors fade into a deep purple towards the center-point.

Ahead of you, towards the epicenter of this event, you notice a large black ball floating towards you.

A DC 15 Knowledge (planes) check identifies this as Torremor, a layer of the Abyss; however, the purple tint and gravitational pull are not normal for the layer.

Creatures: The monsters begin combat 90 feet away.

APL 12 (EL 18)

➤ **Black Cyst:** hp 346; Appendix 1.

APL 14 (EL 20)

➤ **Advanced Black Cyst:** hp 388; Appendix 1.

APL 16 (EL 22)

➤ **Essence of Shothragot:** hp 350; Appendix 1.

Sword Charges: The PCs should need to use two charges in this fight if they are performing well. If they are performing poorly, they should need to use three or four charges. If they are performing exceptionally well, they should need to use one charge. Adjust the difficulty of the encounter based on how well the PCs are performing and how many charges from the sword they have used.

Tactics: A black cyst is aggressive in combat, flying into the thickest group of combatants and exposing them to its warping aura. Once positioned, it uses its first action to deliver its entropic touch to weaken whichever opponent is closest, uncaring or unable to distinguish between the types of foes.

Once it has begun its attack, the black cyst prefers to make full attacks, dividing its tentacle attacks between each opponent it threatens. Depending on the success of its attacks, it may use Power Attack to deal additional damage, but only if it successfully hits its opponents from

the start. Through it all, it works to exhaust its quickened *confusion* by casting this spell each round for the first three rounds in the hopes of driving mad all creatures it faces.

The black cyst reserves its attack options and spell-like abilities for when it takes significant damage, usually 50 points or more. It responds first with *waves of exhaustion* followed on the next round with a power word stun against the target that dealt it the most damage. Alternatively, if faced with extensive weapon damage, it may train its focus on the attacker using Improved Sunder and *insanity*.

Do not use Shothragot's *summon black cyst* ability unless you have plenty of time left and the PCs seem to be managing the fight well. The 'seals of binding' quality has been removed for simplicity.

Treasure: No treasure can be gained from this encounter.

Development: Once the PCs have defeated the spawn of Tharizdun, they may make their way towards the epicenter of the unraveling plane. Proceed to Encounter 11.

11: BONEHEARTS

This encounter occurs after the PCs have defeated the spawns of Tharizdun and proceeded towards the center of the unraveling plane.

As you approach the center of the maelstrom, you see a circle of nine huge, stone spheres, violet energy flashing between them in erratic spurts. The energy channels in ribbons to the middle of the circle and forms into a pillar of purple energy that reaches into the sky. A towering creature stands in the middle of the circle, a large golden tome open before him in midair.

Closer, however, you see six humanoids: a tall woman with black hair wearing blood-stained white robes; a tall, Baklunish man in black robes wearing a turban; an average looking flan man in blood-stained white robes; an exceptionally short and ugly man in black robes; a tall, thin, blonde woman in blood-stained white robes, and a tall, thin, Flan man in black robes and lurid, purple boots.

The figures smile wickedly at your group and raise their hands to begin casting.

Roll initiative. Kermin is assumed to automatically win.

The figure in the turban completes the casting of a spell (DC 25 Spellcraft identifies a more powerful version of time stop). You blink and the world seems to change. The Baklunish man is now standing amidst the Godtrap, bathed in vile energy and clutching the Codex.

Kermin takes out the Bonehearts he considers to be the biggest threat to his coup attempt. Read the following, adjusting to describe the appropriate number of Bonehearts eliminated:

He hurls his staff at the other assembled figures and points. An arc of the Godtrap's energy flows through the man and strikes the staff, causing it to explode. When the flash fades, some of the Iuzians are missing. The man turns his attention back to Old Wicked, seemingly unconcerned with you.

Proceed to normal combat initiative at this point. Each round, describe Kermin and Iuz fighting to control the energy of the Godtrap.

Creatures: The PCs face the Bonehearts that survived Kermin's betrayal.

APL 12 (EL 20)

☛ **Panshazek:** hp 144; Appendix 1.

☛ **Arcobaleno:** hp 152; Appendix 1.

APL 14 (EL 22)

☛ **Panshazek:** hp 144; Appendix 1.

- ✦ **Null:** hp 199; Appendix 1.
- ✦ **Arcobaleno:** hp 152; Appendix 1.

APL 16 (EL 24)

- ✦ **Panshazek:** hp 144; Appendix 1.
- ✦ **Null:** hp 199; Appendix 1.
- ✦ **Jumper:** hp 250; Appendix 1.
- ✦ **Arcobaleno:** hp 152; Appendix 1.

Sword Charges: The PCs should need to use three charges in this fight if they are performing well. If they are performing poorly, they should need to use four or five charges. If they are performing exceptionally well, they should need to use two charges. Adjust the difficulty of the encounter based on how well the PCs are performing and how many charges from the sword they have used.

Preparation: The Bonehearts have cast a significant number of buff spells. These are all reflected in their stat blocks. Jumper and Null use a *time stop* in the first round to buff with round/level spells.

Tactics

Arcobaleno: The arcobaleno's primary attacks should be *firestorm* and breath weapon. His smite has a chance of affecting the Bonehearts, so he will stick to his area of effect damage options. Remember that his demundead abilities do not affect worshippers of Iuz.

Panshazek: Round 1) *quicken greater invisibility*, *empowered horrid wilting* spell-like ability, 2) *quicken banishment*, *chained fleshshiver*; 3) *quicken flamestrike*, *blasphemy* if PCs within range.

Null: Null's first action is to cast a *chained reaving dispel* on the targets. He then activates his *belt of battle* to cast *extended timestop* (2d4+2 rounds). During the *timestop*, he casts (in this order, based on number of rounds in time stop, ignoring any spells he gained from PCs via *reaving dispel*): 1) **quicken** *ray deflection*, *ironguard*; 2) *dimension jumper*, *necrotic curse*; 3) *karmic retribution**, *spellcaster's bane**; 4) *Evard's black tentacles*; 5) *scattering trap*; 6) *superior invisibility*; 7 [or last round of *timestop*] ready an action to cast *chained detonate* and **quicken** *moonbow* when the *timestop ends*. In subsequent rounds, blast the PCs with *moonbow*, **quicken** *moonbow*, and other attack spells.

Jumper: Jumper is an extremely powerful and cunning opponent, capable of defeating an entire party of adventurers before they are even able to react. He begins combat by casting *chain dispel* on the party (or using his rod of greater chaining on a *reaving dispel* if the PCs are spaced too far apart) and uses his *dispelling cord* and takes 10 on his caster level check (due to the Arcane Mastery feat) to automatically dispel any spells cast at caster level 26th or less. His wild magic ability may increase this caster level still. Note that PCs capable of producing effects similar to *spell turning* can only turn the portion of the spell that targets them and not the entire spell. Jumper allows either spell turned in this manner to affect

him normally, as his *ring of enduring arcana* protects his own buffs from his spells unless he intentionally wants to dispel them. Note also that PCs may attempt to perform numerous immediate actions in response to this – remind them that they cannot perform immediate actions while they are still flat-footed. After his dispel attempt, he will activate his *belt of battle* to grant himself an additional standard action so that he can cast *timestop*. He will use his Sudden Extend and Sudden Maximize metamagic feats to get 10 rounds out of his *timestop*. The spells he casts during the *timestop* are listed below.

After the *timestop*, Jumper uses his spells intelligently to take out the PCs. He has far too many options to list them all out in his tactics – read his spell list carefully and consider all of his options. Remember that he has a metamagic rod of greater chaining that he can use to cast a number of his spells, such as *heightened solipsism*. Note also that he is immune to a great deal of spells and effects and has numerous immediate action spells at his disposal to allow him to re-roll dice, counter dangerous PC spells, or grant himself evasion and a bonus on Reflex saves, or conjure mirror images to protect him from being attacked. Of particular importance is the fact that he is immune to all metal (both magic and non-magic). This protects from all arrows and most PC weapons.

Remember that the “Jumper” seen by the PCs is actually a *persistent image* and Jumper is masked by a *superior invisibility* elsewhere on the battlefield. If any PC summons a powerful ally to aid in the battle, Jumper is capable of stealing it with the *steal summoning* spell and maintaining it with an already active *sonorous hum*.

If Jumper takes a significant amount of damage, he is capable of healing himself to full with *transmute mud to rock* (and remember that he can quicken these with a *metamagic rod of quicken*).

Treasure: Refer to the Treasure Summary.

Development: Once the PCs have defeated the Bonehearts, they may proceed to the prison and attempt to interrupt the process that has begun. Proceed to Encounter 12.

12: GODMAKERS

This encounter occurs after the PCs have defeated the Bonehearts and moved onto Iuz's Godtrap.

As the last of the Iuzians falls, you are able to turn your full attention to the Godtrap. The Baklunish man still stands, but he looks to be losing the battle against Old Wicked.

Sword Charges: Assume the starting charge total for the Final Word swords is 18 (2 per sword, not counting *Fragarach*). If the PCs have been performing well, they should have used approximately seven charges from the swords by now. If they have been performing particularly poorly, they should have used nine to twelve charges by now. If they have been performing exceptionally well, they should have used three to five charges by now. Only the most extreme examples of poor or exceptional performance should have used more than twelve or fewer than three charges, respectively, by now.

Based on the performance of your party, you may adjust the remaining charge total up or down by up to three charges. This should only be done if you feel that your table is exceptionally worse or better than an average table, and the charge total does not accurately reflect their performance.

Strength of the Ritual: The ritual begins with 15 points of strength. Various actions change the strength of the ritual, as listed below.

If the most common result of COR8-06 – *Entrapment* for the players of your table is that the *Spiral of Shothragot* was kept by a PC, left in the pool for Jaran, or given to Elock, the strength of the ritual increases by 3 points; if the most common result is that the *Spiral of Shothragot* was given to Tenser, the strength of the ritual decreases by 2.

If the most common result of COR8-10 – *Chains of Darkness* for the players of your table is that St. Cuthbert was NOT captured, the strength of the ritual decreases by 3.

If the PCs rested only once, the strength of the ritual decreases by 3. If the PCs rested more than twice, the strength of the ritual increases by 3 for each instance above 2 (+3 for resting 3 times, +6 for resting 4 times)

If the final strength score is over 15, the strength is *Strong*; if between 8 and 15, the strength is *Medium*; if below 8, the strength is *Weak*.

Kermin v. Iuz: The relative strength of Kermin and Iuz, combined with the strength of the ritual, determines the results of the ritual. At the beginning of this encounter, Iuz has a relative 2 point advantage. Certain uses of the swords can alter that balance.

Possible Sword Uses: The PCs may call on the remaining power of the swords, but they must describe, generally, what they want the swords to do. You must

adjudicate this on your own, considering how much power remains in the swords and how the request compares to options listed below. For example, if the PCs wish to attempt to destroy Kermin and Iuz, use the 'Destabilize Ritual' option. If they wish to destroy Kermin or Iuz, but not the other, use the 'Destabilize Ritual' and the appropriate Help/Weaken option to make the desired target more powerful.

- **Help Kermin / Weaken Iuz:** The balance between Iuz and Kermin can be shifted towards Kermin by one point by expending one charge from the swords.
- **Help Iuz / Weaken Kermin:** The balance between Iuz and Kermin can be shifted towards Iuz by one point by expending one charge from the swords.
- **Weaken Ritual:** The ritual may be weakened by one point by expending one charge from the swords.
- **Strengthen Ritual:** The ritual may be strengthened by one point by expending one charge from the swords.
- **Destabilize Ritual:** The energies flowing through the Godtrap are currently stable, but they can be destabilized, by expending three charges from the swords.
- **Free a Deity:** A deity may be freed from a sphere by expending three charges from the swords. The PCs must pick a sphere or roll randomly. This weakens the ritual by one point and the gods may perform other actions when freed.

Trapped Gods: If the PCs attempt to release some of the trapped gods, they may do so if they have enough charges available in the swords. The sphere of each god is keyed to their home plane (color) and portfolio (symbols). A DC 30 Knowledge (planes) check associates a plane to a particular color and gives the major associated alignment of that plane. A DC 30 Decipher Script check identifies the major theme of the symbols on each sphere. A worshipper of one of the trapped gods gains a +5 bonus to identify the plane and theme of his god's sphere. This is not enough information to specifically identify the occupants, but should be enough to educate a guess. If the PCs wish to break a sphere at random, roll a d10, ignoring a 10 or any previously rolled number.

	Deity	Color	Plane	Align.	Theme
1	St. Cuthbert	Saffron	Arcadia	LG	Truth
2	Zodal	Opal	Elysium	NG	Peace
3	Dalt	Brown	Outlands	N	Locks
4	Stratis	Diamond	Mechanus	LN	Law
5	Kelanan	Silver	Oerth	N	Swords
6	Zagyg	Brown	Outlands	N	Insanity
7	Earth Dragon	Silver	Oerth	N	Earth
8	Falazure	Olive	Carceri	NE	Undeath
9	Graz'zt	Amethyst	Abyss	CE	Lust

If St. Cuthbert, Kelanen, or Graz'zt are released, they immediately begin attacking Iuz, shifting the power balance towards Kermin by one point each. If Dalt is freed, he releases one other random god. If Zagyg is freed, he drains some power from the Godtrap, reducing its power by 3 points. Zodal, Stratis, the Earth Dragon, and Falazure immediately teleport away.

RESULTS OF THE RITUAL

The results of the ritual depend on the ultimate strength of the ritual, whether the energy was stable or unstable, and which of the NPCs had the advantage at the end of the ritual.

Weak (Under 8)

Stable

Kermin: The Old One does not gain enough power for the other gods to force him to leave Oerth. He is a lesser deity with the ability to walk Oerth freely. Kermin gains enough power to become a hero deity. (Continue to **Conclusion A.**)

Iuz: The Old One does not gain enough power for the other gods to force him to leave Oerth. He is a lesser deity with the ability to walk Oerth freely. Kermin remains a mortal. (Continue to **Conclusion B.**)

Unstable

Kermin: The Old One does not gain enough power for the other gods to force him to leave Oerth. He is a lesser deity with the ability to walk Oerth freely. The unstable energy of the Godtrap is not powerful enough to destroy Kermin, but he is unable to use it to gain any power, thus remaining a mortal. (Continue to **Conclusion B.**)

Iuz: The Old One does not gain enough power for the other gods to force him to leave Oerth. The unstable energy of the Godtrap undoes much of what he has accomplished over the past several years. Iuz remains a demigod on Oerth. Kermin remains a mortal. (Continue to **Conclusion C.**)

Medium (8 to 15)

Stable

Kermin: Kermin draws forth a moderate amount of power, allowing him to ascend to demigod status, though his mind seems to have been twisted somewhat by his contact with the Dark God. Iuz gains a small amount of power from the ritual, but not enough for the other gods to force him to leave Oerth; he is a lesser deity with the ability to walk Oerth freely. (Continue to **Conclusion A.**)

Iuz: Iuz draws forth a moderate amount of power, raising his status to intermediate deity, forcing the other gods to intercede and force him to leave Oerth. Kermin taps into a small amount of power from the ritual, raising his status to hero deity. (Continue to **Conclusion D.**)

Unstable

Kermin: The unstable energy of the Godtrap is too much for Kermin to control; he is destroyed by the backlash. The unstable energy undoes much of what Iuz has accomplished over the past several years, reducing his status back to demigod. (Continue to **Conclusion E.**)

Iuz: The Old One is driven insane by being touched by the unstable energy of Tharizdun, though he has gained enough energy for the other gods to intercede and force him to leave Oerth. Kermin is also driven insane by the contact with Tharizdun, but he is able to gain enough power to ascend to hero deity status. (Continue to **Conclusion D.**)

Strong (16+)

Stable

Kermin: Kermin draws forth a large amount of pure power from Tharizdun, which he is unable to control; he is destroyed by the backlash, and something else seems to have been called forth during the ritual...Iuz is able to draw enough power from the ritual to ascend to intermediate deity status, forcing the other gods to intercede and force him to leave Oerth. (Continue to **Conclusion F.**)

Iuz: Iuz is able to draw a large amount of pure power from Tharizdun. This raises his divine rank by many steps, forcing the other gods to intercede and force him to leave Oerth, but it seems that it might have called forth something else along with the power...The amount of power Kermin is able to tap raises him to hero deity status. (Continue to **Conclusion D.**)

Unstable

Kermin: The unstable energy of the Godtrap is too much for Kermin to control; he is destroyed by the backlash. Iuz is driven insane by being touched by the unstable energy of Tharizdun, though he has gained enough energy for the other gods to intercede and force him to leave Oerth. (Continue to **Conclusion F.**)

Iuz: The unstable energy of the Godtrap is too much for the Old One to control; he is destroyed by the backlash. Kermin is driven insane by being touched by the unstable energy of Tharizdun, though it is unclear if he will recover or if he has gained some measure of power from the failed ritual. (Continue to **Conclusion G.**)

CONCLUSION A

Those fools brave enough to travel to Dorakaa over the past two decades brought back stories that the road leading to the capital was made of skulls. Iuz began a Flanaess-encompassing war that lasted two years. The people of his Empire suffered fourteen years of occupation, oppression, despair, immeasurable death, and for what?

Iuz remains and now Boneheart Kermin, the Mindbender, has gained divinity. Oerth has known one of its greatest terrors for 20 years. Now it will know two.

In the darkness, you held up a flame. You stood against the hurricane of terror. But your greatest efforts were not enough and the world will know sorrow.

There is no end to the fight.

CONCLUSION B

Those fools brave enough to travel to Dorakaa over the past two decades brought back stories that the road leading to the capital was made of skulls. Iuz began a Flanaess-encompassing war that lasted two years. The people of his Empire suffered fourteen years of occupation, oppression, despair, immeasurable death, and for what?

Iuz remains and his servant Kermin, the Mindbender, still lives. The Old One's most recent plot for more power failed, thanks to you, but it will not be his last.

In the darkness, you held up a flame. You stood against the hurricane of terror. But your greatest efforts accomplished only so much. You fought to a stalemate. While Iuz's forces are overextended, the help Mordenkainen provided should help him weather the counterattacks that are sure to come.

There is no end to the fight.

CONCLUSION C

Those fools brave enough to travel to Dorakaa over the past two decades brought back stories that the road leading to the capital was made of skulls. Iuz began a Flanaess-encompassing war that lasted two years. The people of his Empire suffered fourteen years of occupation, oppression, despair, immeasurable death, and for what?

For a moment like this. His best laid plans were no match for the heroes of Oerth that stood against him. Iuz, the Old One, the ever-hungry, in constant pursuit of power, lost this round and in doing so lost much of the power he gained over the past decade. His deific authority is diminished and his traitorous Boneheart, Kermin the Mindbender, gained nothing for his own maneuvering. This is the first major step along the path of Iuz's eventual undoing.

In the darkness, you held up a flame. You stood against the hurricane of terror. And you are mighty. Today the Oerth cheers your name and the world seems a little brighter. Perhaps the end will come just as suddenly and just as decisively.

The end of Iuz is within reach.

CONCLUSION D

Those fools brave enough to travel to Dorakaa over the past two decades brought back stories that the road leading to the capital was made of skulls. Iuz began a Flanaess-encompassing war that lasted two years. The people of his Empire suffered fourteen years of occupation, oppression, despair, immeasurable death, and for what?

Some hoped that the Old One would be successful in his grab for more power, forcing the other gods to finally intercede and drive him from Oerth. Their hopes have come true. Iuz seized more power from Tharizdun, and the gods have forced him to an outer plane.

In so doing, an unforeseen result occurred: Boneheart Kermin, the Mindbender, seized some of the power as well. Now he is a minor deity and rises to fill Iuz's place. So much has changed. So much has stayed the same. After two decades of terror, what new horrors will Kermin think up to make his mark on the world? One has to wonder, for those that maneuvered to aid Iuz to push him from this world, would they call this victory?

There is no end to the fight. Hail Kermin!

CONCLUSION E

Those fools brave enough to travel to Dorakaa over the past two decades brought back stories that the road leading to the capital was made of skulls. Iuz began a Flanaess-encompassing war that lasted two years. The people of his Empire suffered fourteen years of occupation, oppression, despair, immeasurable death, and for what?

For a moment like this. His best laid plans were no match for the heroes of Oerth that stood against him. Iuz, the Old One, the ever-hungry, in constant pursuit of power, lost this round and in doing so lost much of the power he gained over the past decade. His deific authority is diminished and his traitorous Boneheart, Kermin the Mindbender, destroyed. This is the first major step along the path of Iuz's undoing.

In the darkness, you held up a flame. You stood against the hurricane of terror. And you are mighty. Today the Oerth cheers your name and the world seems a little brighter. Perhaps the end will come just as suddenly and just as decisively.

The end of Iuz is within reach.

CONCLUSION F

Those fools brave enough to travel to Dorakaa over the past two decades brought back stories that the road leading to the capital was made of skulls. Iuz began a Flanaess-encompassing war that lasted two

years. The people of his Empire suffered fourteen years of occupation, oppression, despair, immeasurable death, and for what?

Some hoped that the Old One would be successful in his grab for more power, forcing the other gods to finally intercede and drive him from Oerth. Their hopes have come true. Iuz seized more power from Tharizdun, and the gods have forced him to an outer plane.

To add to the victory, Boneheart Kermin, the Mindbender, was destroyed in his own bid for power. Oerth is freed from not just one, but two unholy terrors. But at what price? Tharizdun's power was not the only thing to escape the God Trap. What new horror is in store for Oerth now? What heroes will rise to face it?

The end of one evil...

CONCLUSION G

Those fools brave enough to travel to Dorakaa over the past two decades brought back stories that the road leading to the capital was made of skulls. Iuz began a Flanaess-encompassing war that lasted two years. The people of his Empire suffered fourteen years of occupation, oppression, despair, immeasurable death, and for what?

For a moment like this. His best laid plans were no match for the heroes of Oerth that stood against him. Iuz, the Old One, the ever-hungry, in constant pursuit of power, lost everything. He is destroyed by the very power he sought.

His empire is left to his Bonehearts, at least those that prepared for their deaths and resurrection accordingly. While the armies that surround the Empire reclaim much of the Flanaess, they wage war against each other for the throne that has terrorized the world for so many years.

All of them but Kermin, the Mindbender. He also touched the power that destroyed the Old One. While he may have gained some measure of power from the Godtrap, Kermin has seen true evil for the first time in his life. Now he knows only madness.

In the darkness, you held up a flame. You stood against the hurricane of terror. And you are mighty. Today the Oerth cheers your name and the world is brighter. When the infighting ends and a new emperor is named, may you defeat him too.

The End of the Empire of Iuz.

CAMPAIGN CONSEQUENCES

If this adventure is played before September 1st, please email the results to iuzcircle@gmail.com.

EXPERIENCE POINT SUMMARY

To award experience for this adventure, add up the values for the objectives accomplished. Then assign the experience award. Award the total value (objectives plus roleplaying) to each character.

1: Setup

Defeat the monks and assassin(s)

APL 12	960 XP
APL 14	1040 XP
APL 16	1260 XP

4: Belly of the Beast

Defeat the beast or otherwise recover Fragarach

APL 12	1020 XP
APL 14	1140 XP
APL 16	1260 XP

7: ToEEE

Defeat the mindflayers and elder brain

APL 12	960 XP
APL 14	1140 XP
APL 16	1260 XP

8: Hoard of Annihilation

Defeat the dragon

APL 12	1020 XP
APL 14	1200 XP
APL 16	1320 XP

9: City of Skulls

Defeat the demundead guardian of the portal

APL 12	1020 XP
APL 14	1200 XP
APL 16	1320 XP

10: Unmaking the Abyss

Defeat the spawn of Tharizdun

APL 12	1080 XP
APL 14	1200 XP
APL 16	1320 XP

11: Bonehearts

Defeat the Boneheart(s)

APL 12	1200 XP
APL 14	1320 XP
APL 16	1440 XP

Total Possible Experience

APL 12	7260 XP (6300 max)
APL 14	8340 XP (7200 max)
APL 16	9180 XP (8100 max)

TREASURE SUMMARY

During an adventure, characters encounter treasure, usually finding it in the possession of their foes. Every encounter that features treasure has a “treasure” section within the encounter description, giving information about the loot, coins, and magic items that make up the encounter’s treasure.

The loot total is the number of gold pieces each character gains if the foes are plundered of all their earthly possessions. Looting the bodies takes at least 10 minutes per every 5 enemies, and if the characters cannot take the time to loot the bodies, they do not gain this gold. If you feel it is reasonable that characters can go back to loot the bodies, and those bodies are there (i.e., not carted off by dungeon scavengers, removed from the scene by the local watch, and so on), characters may return to retrieve loot. If the characters do not loot the body, the gold piece value for the loot is subtracted from the encounter totals given below.

The coin total is the number of gold pieces each character gains if they take the coin available. A normal adventuring party can usually gather this wealth in a round or so. If for some reason, they pass up this treasure, the coin total is subtracted from the encounter totals given below.

Next, the magic items are listed. Magic item treasure is the hardest to adjudicate, because they are varied and because characters may want to use them during the adventure. Many times characters must cast *identify*, *analyze dweomer* or similar spell to determine what the item does and how to activate it. Other times they may attempt to use the item blindly. If the magic item is consumable (a potion, scroll, magic bolts, etc.) and the item is used before the end of the adventure, its total is subtracted from the adventure totals below.

Once you have subtracted the value for unclaimed treasure from each encounter add it up and that is the number of gold pieces a characters total and coin value increase at the end of the adventure. Write the total in the GP Gained field of the adventure certificate.

Loot = Looted gear from enemy; Coin = Coin, Gems, Jewelry, and other valuables; Magic = Magic Items.

❖ *Gloves of dexterity +2 and strength +2*

(Adventure; DMG & MIC; 8,000 gp)

❖ *Periapt of wisdom +4 and health +2* (Adventure; DMG & MIC; 20,000 gp)

1: Setup

APL 12: M: 8052 gp – +1 scimitar of greater dispelling and wounding (4193 gp), +1 dagger of greater dispelling (1525 gp), periapt of wisdom +4 and health +2 (1667 gp), gloves of dexterity +2 and strength +4 (667 gp); Total 8052 gp.

APL 14: M: 14719 gp – +1 scimitar of greater dispelling and greater wounding (8193 gp), +1 dagger of greater dispelling and wounding (4192 gp), periapt of wisdom +4 and health +2 (1667 gp), gloves of dexterity +2 and strength +4 (667 gp); Total 14719 gp.

APL 16: M: 22718 gp – +1 scimitar of greater dispelling and greater wounding (8193 gp), +1 dagger of greater dispelling

and wounding (4192 gp), *periapt of wisdom +6 and health +6* (6000 gp), *gloves of dexterity +6 and strength +4* (4333 gp); Total 22718 gp.

9: City of Skulls

APL 12: M: 4916 gp – *bracers of armor +5* (2083 gp), *amulet of natural armor +3* (1500 gp), *belt of giant strength +4* (1333 gp); Total 4916 gp.

APL 14: E: 131 gp – 5 x *masterwork longswords* (131 gp); M: 8193 gp – *boots of speed* (1000 gp), *belt of giant strength +6* (3000 gp), *+1 greater wounding longsword* (4193 gp); Total 8324 gp.

APL 16: None.

Treasure Cap

APL 12: 13,200 gp; **APL 14:** 26,400 gp; **APL 16:** 39,600 gp

ADVENTURE RECORD ITEMS

Null's Wretched Cloak of Avoidance

This silk-lined black cloak is stained with blood and reeks of death. It provides a +5 resistance bonus to saves and a +3 insight bonus to Armor Class.

Strong abjuration & evil; CL 15; Price 58,750 gp.

Jumper's Lurid Purple Boots of Indiscriminate Jaunting

These violet boots flash intermittently with random colors. The wearer is able to *teleport* 3/day, but is always assumed to roll a "similar area" mishap. The boots can also be used to *plane shift* 1/day, but the wearer need not have an appropriate planar fork and the destination plane is determined randomly. Activation is command word.

Strong conjuration & evil; CL 13; Price 36,000 gp.

Panshazek's Blood-Stained Robes of Retribution

These white robes are permanently stained with blood and cannot be cleaned by any means. Anyone who strikes the wearer with a melee attack gains 1 negative level (no save). The robes can bestow 5 such negative levels per day. Any good character wearing the robes gains two negative levels.

Strong abjuration & evil; CL 15; Price 48,000 gp.

Wounding, Greater

Price: +4 bonus; **Property:** Melee weapon; **Caster Level:** 15th; **Aura:** Strong; (DC 22) evocation; **Activation:** —

A *greater wounding* weapon deals 2 points of Constitution damage from blood loss when it hits a creature. A critical hit does not multiply the Constitution damage. Creatures immune to critical hits (such as plants and constructs) are immune to the Constitution damage dealt by this weapon.

Prerequisites: Craft Magic Arms and Armor, *Mordenkainen's sword*;
Cost to Create: Varies.

Source: MM2 3.5 Update.

☛ **Epic Legend:** You have faced the most powerful evils on all of Oerth and managed to prevent their insidious plans from coming to fruition. All creatures of Good will soon know of your deeds and bards will sing your songs for generations to come. You gain a +2 Great Renown bonuses to Leadership.

☛ **Cataclysmic Failure:** Though you strove to stop the Old One, you were unable to prevent him from calling forth significant quantities of apocalyptic energy. It is unknown exactly what this energy has done to the Old One, or if it might have brought forth something else as well... You gain a -2 Failure penalty to Leadership.

ITEM ACCESS

APL 12

- ❖ *+1 dagger of greater dispelling* (Adventure; MIC; 18,302 gp)
- ❖ *+1 scimitar of greater dispelling and wounding* (Adventure; DMG & MIC; 50,315 gp)
- ❖ *Gloves of dexterity +2 and strength +2* (Adventure; DMG & MIC; 8,000 gp)
- ❖ *Ioun stone, orange prism* (Adventure; DMG)
- ❖ *Panshazek's blood-stained robes of retribution* (Adventure; see above; 48,000 gp)
- ❖ *Periapt of wisdom +4 and health +2* (Adventure; DMG & MIC; 20,000 gp)
- ❖ *Strand of prayer beads* (Adventure; DMG)

APL 14 (ALL OF APL 12 PLUS THE FOLLOWING)

- ❖ *+1 dagger of greater dispelling and wounding* (Adventure; DMG & MIC; 50,302 gp)
- ❖ *+1 scimitar of greater dispelling and greater wounding* (Adventure; DMG & above; 98,315 gp)
- ❖ *Null's wretched cloak of avoidance* (Adventure; see above; 58,750 gp)

APL 16 (ALL OF APLS 12–14 PLUS THE FOLLOWING)

- ❖ *Dispelling cord* (Adventure; MIC)
- ❖ *Flying carpet 5' x 10'* (Adventure; DMG)
- ❖ *Gloves of dexterity +6 and strength +4* (Adventure; DMG & MIC; 52,000 gp)
- ❖ *Ioun stone, pale blue* (Adventure; DMG)
- ❖ *Jumper's lurid purple boots of indiscriminate jaunting* (Adventure; see above; 36,000 gp)
- ❖ *Luckstone* (Adventure; DMG)
- ❖ *Periapt of wisdom +6 and health +6* (Adventure; DMG & MIC; 72,000 gp)
- ❖ *Ring of arcane might* (Adventure; CM)
- ❖ *Ring of enduring arcana* (Adventure; CM)
- ❖ *Ring of freedom of movement* (Adventure; DMG)
- ❖ *Rod of wonder* (Adventure; DMG)

APPENDIX 1: APL 12

1: SETUP

WEAK KELVEZU

CR 15

* *Monster Manual II* 60-62

CE Medium Outsider (chaotic, evil, extraplanar, tanar'ri)
Init +14; **Senses** darkvision 60 ft., *detect magic*, see *invisibility*; Listen +18, Spot +18
Languages Abyssal, Ancient Suloise, Common, Undercommon

AC 35, touch 20, flat-footed 25; Improved Uncanny Dodge

(+10 Dex, +15 natural)

hp 78 (12 HD); **DR** 10/cold iron and magic

Immune electricity, poison

Resist acid 10, cold 10, fire 10; **SR** 26; Evasion

Fort +10, **Ref** +18, **Will** +11; Evasion

Speed 30 ft. (6 squares), fly 60 ft. (good)

Melee +1 *scimitar of greater dispelling and wounding* +16/+11/+6 (1d6+6/18-20 plus poison and 1 Con) and +1 *dagger of greater dispelling* +16/+11 (1d4+3/19-20 plus poison)

Base Atk +12; **Grp** +17

Atk Options poison, sneak attack +8d6, spell-like abilities, *summon tanar'ri*

Spell-Like Abilities (CL 18th):

At will—*deeper darkness*, *desecrate*, *detect good*, *detect law*, *greater dispel magic*, *greater invisibility* (self only), *greater teleport* (self plus 50 pounds of objects only), *read magic*, *suggestion* (DC 16), *tongues* (self only), *unhallow* (DC 18). The save DCs are Charisma-based.

Combat Gear +1 *scimitar of greater dispelling and wounding*, +1 *dagger of greater dispelling*

Abilities Str 21, Dex 31, Con 14, Int 17, Wis 16, Cha 16

SQ enhanced detection, evasion, improved uncanny dodge, outsider traits, tanar'ri traits

Feats Greater Two-Weapon Fighting, Improved Feint, Improved Initiative, Improved Two-Weapon Fighting, Two-Weapon Fighting

Skills Bluff +18, Concentration +17, Disguise +11, Hide +33, Intimidate +11, Knowledge (the planes) +18, Listen +18, Move Silently +33, Search +18, Sense Motive +18, Spellcraft +13, Spot +18

Possessions combat gear

Enhanced Detection (Su) In addition to its regular senses, a kelvezu perceives foes through *detect magic* and see *invisibility* effects (CL 18th) that are always active.

Evasion (Ex) If exposed to any effect that normally allows a Reflex save for half damage, a kelvezu takes no damage on a successful saving throw.

Improved Uncanny Dodge (Ex) A kelvezu retains its Dexterity bonus to AC even when flat-footed, and it cannot be flanked.

Poison (Ex) A kelvezu continually coats its weapons with an injury poison (Fortitude save DC 16) produced from its fingertips. The initial and secondary damage is the same (1d4 points of Constitution damage). Kelvezu poison is highly perishable, becoming inert 1 minute after the creature stops applying it.

Skills (Ex) A kelvezu receives a +8 racial bonus on Hide and Move Silently checks.

Sneak Attack (Ex) Treat the kelvezu as an 15th level rogue for the purposes of overcoming an opponent's Improved Uncanny Dodge ability.

Summon Tanar'ri (Sp) Once per day, a kelvezu can attempt to summon another kelvezu with a 25% chance of success.

Description This Suel human looks short for his race, barely over five feet tall. He wields a scimitar in one hand and a dagger in the other and wears scarlet-colored robes.

Kelvezu Lore: Characters who beat the Kelvezu's Disguise check (DC 26) and have ranks in Knowledge (the planes) can learn more about kelvezus. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs.

DC	Result
28	This is a kelvezu, an assassin of the Abyss. This tanar'ri secretes a poison from its fingertips that constantly coats its weapons. Much like a rogue, it is difficult to catch unawares, flank, or damage with area spells.
33	A kelvezu's weapons are typically enchanted with the <i>greater wounding</i> .
38	Kelvezu always have <i>detect magic</i> and see <i>invisibility</i> active.

BLACK BROTHER

CR 13

Male Human Monk 13

LE Medium Humanoid (Human)

Init +6; **Senses** Listen +21, Spot +5

Languages Common

AC 24, touch 20, flat-footed 21; Deflect Arrows (+3 Dex, +5 Wis, +2 class, +4 armor [*mage armor*])
hp 104 (13 HD)

Immune disease, poison

SR 23

Fort +10, **Ref** +10, **Will** +12 (+14 versus Enchantments); Improved Evasion

Speed 70 ft. (14 squares); fly 60 ft. (good); slow fall

Melee unarmed strike +12/+12/+12/+7 (3d6+3);

Base Atk +9; **Grp** +12

Atk Options Improved Trip, ki strike (lawful, magic), Power Attack, Stunning Fist (DC 21)

Special Actions abundant step (Su), wholeness of body (26 points)

Abilities Str 16, Dex 16, Con 16, Int 8, Wis 20, Cha 10

SQ diamond body, diamond soul, fast movement, flurry of blows, improved evasion, ki strike (lawful, magic), purity of body, slow fall 60 ft., still mind, wholeness of body

Feats Acrobatic, Improved Initiative, Improved Natural Attack (unarmed strike), Improved Trip, Improved Unarmed Strike, Deflect Arrows, Power Attack, Stunning Fist, Skill Focus (tumble), Weapon Focus (unarmed strike)

Skills Balance +21, Jump +39, Listen +21, Tumble +26

Possessions *peripart of wisdom* +4 and *health* +2, *gloves of dexterity* +2 and *strength* +2.

Description This Suel human wears scarlet-colored robes and is covered in intricate tattoos.

4: BELLY OF THE BEAST

MALASTOR

CR 17

* *Monster Manual V* 100-101

CE Gargantuan magical beast

Init +2; **Senses** blindsight 1,200 ft., tremorsense 1,200 ft.; Listen +18, Spot +15

Languages —

AC 34, touch 8, flat-footed 32
(−4 size, +2 Dex, +26 natural)

hp 330 (20 HD)

Fort +21, **Ref** +16, **Will** +12

Speed 50 ft. (10 squares), burrow 50 ft., fly 50 ft. (good)

Melee bite +29 (3d8+12/19–20) and
2 claws +24 each (3d6+6/19–20)

Space 20 ft.; **Reach** 20 ft.

Base Atk +20; **Grp** +44

Atk Options Combat Reflexes, Power Attack

Special Actions avalanche wave, stunning roar

Abilities Str 34, Dex 14, Con 32, Int 4, Wis 18, Cha 12

SA avalanche wave, stunning roar

Feats Combat Reflexes, Improved Critical (bite),
Improved Critical (claw), Iron Will, Power Attack,
Weapon Focus (bite), Weapon Focus (claw)

Skills Listen +18, Spot +15

Avalanche Wave (Su) A malastor can attack at range by reaching into the earth with its powerful claws and sending a shock wave through the ground. A 10-foot-tall wave of earth moves in a 400-foot line, dealing 8d6 points of damage (Reflex DC 22 half). Those who fail the save are also buried under rubble and debris. A buried creature takes 1d6 points of nonlethal damage per minute. One creature can uncover another in 4 minutes (or see Cave-Ins and Collapses, *DMG* 67–68). A buried creature can free itself with a DC 25 Strength check. The save DC is Dexterity-based. A malastor can adapt its avalanche wave to hurl a chunk of earth at a flying creature up to 400 feet above the ground. When doing so, the malastor can target only one creature. The Reflex save has the same DC, and a successful hit brings the flyer to earth and buries it as normal. The avalanche wave functions only on normal earth, though the presence of vegetation doesn't affect it.

Stunning Roar (Su) Whenever it takes hit point damage for the first time in a round, a malastor emits a dreadful roar as an immediate action. Those within a 30-foot-radius spread must succeed on a DC 27 Fortitude save or be stunned for 1 round. The save DC is Charisma-based and includes a +6 racial bonus.

Description An enormous creature covered in plates of stone bursts from the ground before you. It rears up on its rear limbs to swing two great claws in your direction as it gnashes its teeth.

Malastor Lore: Characters who have ranks in Knowledge (nature) can learn more about malastors. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs.

DC	Result
26	This is a malastor, a magical beast with a rocky hide. Malastors have blindsight out to an incredible distance and are very perceptive. It is almost impossible to sneak up on them.
31	A malastor can create a tremendous wave of earth that can bury its foes.
36	Whenever a malastor is wounded, it emits a terrible roar that can stun those around it, although this effect soon wears off. A malastor is wily enough to attack stunned opponents.

7: TOEEE

THOON HULK

CR 13

NE Large construct

Init +1; **Senses** darkvision 60 ft., low-light vision; Listen +4, Spot +4

Languages understands telepathic commands

AC 30, touch 14, flat-footed 29

(−1 size, +1 Dex, +4 deflection, +12 natural, +4 armor [mage armor])

hp 112 (15 HD)

Immune construct immunities

Resist acid 20, cold 20, electricity 20, fire 20, sonic 20

Fort +5, **Ref** +6, **Will** +9; defense overdrive

Speed 40 ft. (8 squares)

Melee 2 arm-axes +18 each (1d12+8) and 4 tentacles +13 each (1d6+4)

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

Base Atk +11; **Grp** +23

Atk Options critical knockback, improved grab

Special Actions attack overdrive, extract

Abilities Str 27, Dex 13, Con —, Int —, Wis 18, Cha 10

SA attack overdrive, defense overdrive, extract

Feats —

Skills Listen +4, Spot +4

Deflection Shield (Su) A Thoon hulk has a force screen around it at all times, granting it a +4 deflection bonus to AC.

Defense Overdrive (Ex) As an immediate action, a Thoon hulk can gain a +2 bonus on saving throws for 1 round. Using this ability deals 10 points of damage to the Thoon hulk. If a Thoon hulk uses this ability, its attack overdrive ends immediately.

Critical Knockback (Ex) If a Thoon hulk threatens a critical hit with its arm-axes, its target flies back 10 feet in a straight line away from the Thoon hulk, landing prone. The Thoon hulk chooses the path, but that path must be away from the Thoon hulk in as direct a path as possible. Intervening obstacles shorten or prevent the knockback. The Thoon hulk still rolls to confirm the threat, dealing appropriate damage depending on whether the threat is confirmed.

Attack Overdrive (Ex) As a swift action, a Thoon hulk can gain a +2 bonus on attack rolls and damage rolls for 1 round. Using this ability deals 10 points of damage to the Thoon hulk. If a Thoon hulk uses this ability, its defense overdrive ends immediately.

Improved Grab (Ex) To use this ability, a Thoon hulk must hit a creature of up to Huge size with a tentacle attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity. If it wins the grapple check, it establishes a hold and attaches a tentacle to the opponent's head. A Thoon hulk can grab a Gargantuan or larger creature, but only if it can somehow reach the foe's head. If a Thoon hulk begins its turn with at least one tentacle attached, it can try to attach its remaining tentacles with a single grapple check. The opponent can escape with a single successful grapple check or an Escape Artist check, but the Thoon hulk gets a +2 circumstance bonus for every tentacle that was attached at the beginning of the opponent's turn.

Extract (Ex) If a Thoon hulk begins its turn with all four tentacles attached to its opponent and makes a successful grapple check, it extracts that opponent's brain, instantly killing that creature. Constructs, elementals, oozes, plants, and undead are immune.

Description This amalgamation of rubbery flesh and artificial parts has heavy axelike blades instead of hands and twisted, slimy tentacles covering the lower half of its face.

Thoon Hulk Lore: Characters who have ranks in Knowledge (dungeoneering) can learn more about Thoon hulks. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs. A character who has ranks in Knowledge (arcana) can attempt this check, but the DCs increase by 10.

DC	Result
28	This is a Tharizdun hulk, a construct built as a mindless automaton by the mind flayers of Tharizdun. Like a mind flayer, it can extract brains.
33	Tharizdun hulks can enter an overdrive state that makes them tougher, but doing so damages their internal processes.
38	Mind flayers birth Tharizdun hulks in cocoon structures that also heal the hulks. Their amalgamated bodies are highly resistant to all forms of energy.

THOON ELDER BRAIN

CR 15

NE Large aberration

Init +6, dual action; **Senses** darkvision 60 ft.; Listen +6, Spot +6

Languages Undercommon; telepathy 1 mile

AC 30, touch 11, flat-footed 28

(-1 size, +2 Dex, +15 natural, +4 armor [*mage armor*])

hp 174 (12 HD); fast healing 10

SR 26

Immune acid, fear

Fort +14, **Ref** +6, **Will** +14

Speed 10 feet (2 squares), fly 20 ft. (perfect), swim 30 ft.

Melee 8 tentacles +17 each (1d6+8 plus 2d6 acid)

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

Base Atk +9; **Grp** +21

Atk Options Combat Reflexes, acid burn

Special Actions confusion sphere, overmind blast

Spell-Like Abilities (CL 15th):

At will—*charm monster* (DC 20), *detect magic*, *detect thoughts* (DC 18), *mage armor*, *plane shift*, *suggestion* (DC 19).

3/day—*dominate monster* (DC 25)

Abilities Str 26, Dex 14, Con 30, Int 25, Wis 23, Cha 23

SA acid burn, confusion sphere, dual action, overmind blast, spell-like abilities

Feats Ability Focus (confusion sphere), Ability Focus (overmind blast), Combat Reflexes, Improved Initiative, Weapon Focus (tentacle)

Skills Bluff +21, Concentration +25, Diplomacy +25, Intimidate +23, Knowledge (arcana) +22, Knowledge (religion) +22, Knowledge (the planes) +22, Listen +6, Sense Motive +21, Spellcraft +24, Spot +6

Acid Burn (Ex) The acid delivered by a Thoon elder brain's tentacles continues to burn in the round after the Thoon elder brain hits. At the beginning of each of a Thoon elder brain's physical action turns, the acid deals 4d6 points of acid damage to any creature the Thoon elder brain hit with a tentacle attack during the previous round. The damage is always 4d6 points, regardless of how many times the Thoon elder brain hit the creature.

Confusion Sphere (Su) A Thoon elder brain can scramble the thoughts of nearby creatures. This ability functions like a *confusion* spell (CL 15th, Will DC 22 negates), except that all creatures (except for creatures of Thoon) within a 10-foot radius centered on the Thoon elder brain are subject to the effect. The effect lasts 15 rounds, but it cannot end for an affected creature when that creature is still within 10 feet of the Thoon elder brain. At the beginning of each affected creature's turn, roll on the table below.

d%	Effect
01-10	Attack the elder brain with melee or ranged weapons, or close with the elder brain if attack isn't possible
11-20	Act normally.
21-50	Do nothing but mutter "Tharizdun... Tharizdun..."
51-70	Flee from the elder brain at top speed.
71-100	Attack nearest creature.

Dual Action (Ex) A Thoon elder brain is a creature made up of multiple minds, all touched by the unreality of the Far Realm. Make two initiative checks for the creature. The higher result represents a mental action turn, and the lower result is used for a physical action turn. This means a Thoon elder brain can do more in a single round than most creatures. For example, it could perform an overmind blast (a purely mental action) on initiative count 17, then move and make a tentacle attack (a physical action) on initiative count 12. These initiative counts can change if a Thoon elder brain readies an action or delays to let its other half go first.

Overmind Blast (Su) A Thoon elder brain can project the horror of its consciousness against a single foe within 100 feet. That target must succeed on a DC 24 Will save or take 2d6 points of Wisdom damage. Though overmind blast isn't a fear effect, a creature that has immunity to fear or a save bonus against fear receives a +4 bonus on the saving throw. The save DC is Charisma-based. A creature that is reduced to 0 Wisdom by an overmind blast is unconscious, but its body mutters, "Tharizdun... Tharizdun..." repeatedly until consciousness returns.

Description Floating in the air is a purple, bulbous mass that looks like a giant brain with trailing tentacles. You sense its telepathic power as an oily wave washes across your consciousness.

Thoon Elder Brain Lore: Characters who have ranks in Knowledge (dungeoneering) can learn more about a Thoon elder brain. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs. When possible, cast the information in one of two ways: fragmentary reports from creatures that have barely survived contact with creatures of Tharizdun or hints from ancient texts that describe the consequences of delving into the Far Realm.

DC	Result
30	This is a Tharizdun elder brain, a powerful aberration. It possesses incredible telepathy, which it uses to issue commands to minions of Tharizdun. Its tentacles are coated in acid.
35	Unlike most creatures, a Tharizdun elder brain is capable of simultaneously engaging in mental and physical combat at full efficiency. Among its potent mental attacks is a confusion effect that affects everyone near the Tharizdun elder brain.
40	The Tharizdun elder brain was an immature elder brain when it crossed over into the Far Realm. It came back twisted by that place of madness, devoted to the Dark God. Since then, it has roamed the planes, searching lost artifacts of Tharizdun.

8: HOARD OF ANNIHILATION

ADULT SHADOW DEEP DRAGON CR 17

Elite Male Shadow Deep Dragon

CE Large Dragon (earth, extraplanar)

Init +6; **Senses** blindsense 60 ft., darkvision 120 ft., keen senses, low-light vision, *true seeing*; Listen +28, Spot +28

Aura frightful presence (180 ft, DC 24)

Languages Common, Draconic, Elven, Infernal

AC 37, touch 11, flat-footed 35

(-1 size, +2 Dex, +6 armor, +20 natural)

Miss Chance shadow blend

hp 199 (21 HD); fast healing 2; DR 5/Magic

Immune charm, paralysis, sleep

Resist cold 15, fire 10; **SR** 24

Fort +17, **Ref** +16, **Will** +18

Speed 60 ft. (8 squares), fly 225 ft. (poor), swim 45 ft., burrow 30 ft.

Melee Bite +30 (2d6+9) and 2 claws +25 (1d8+4) and 2 wings +25(1d6+4) and Tail Slap +25 (1d8+13)

Space 10 ft.; **Reach** 5 ft. (10 ft. with bite)

Base Atk +21; **Grp** +34

Atk Options Power Attack, Blind-fighting, Hear the Unseen, Combat Expertise (Improved)

Special Actions change shape 4/day (serpentine or humanoid), breath weapon, evasion

Combat Gear

Spells Known (CL 6th):

3rd (3/day)—mage armor, greater †

2nd (5/day)—cure moderate wounds, darkness

1st (6/day)—entropic shield, protection from evil, shocking grasp (+30 melee touch) ,

0 (x/day)—

† Already cast

Spell-Like Abilities (CL 6th):

At will—detect magic, freedom of movement †

1/day *cause fear* (CL 5) DC xx, *Mirror Image* (CL 5), *plane shift* (CL 15, *plane of shadow only*)

† Already cast

Abilities Str 28, Dex 14, Con 17, Int 18, Wis 19, Cha 19

Feats Blind-Fighting, Combat Expertise, Combat Reflexes, Hear the Unseen, Improved Combat Expertise, Improved Initiative, Power Attack, Track

Skills Climb +9, Diplomacy +28, Jump +11, Knowledge (arcane) +28, Knowledge (dungeoneering) +28, Knowledge (planes) +28, Knowledge (religion) +28, Listen +28, Move Silently +20, Spot +28, Survival +28, Tumble +14

Magic Strike (Su) The dragon's natural weapons are treated as magic for the purposes of overcoming DR

Breath Weapon (Su) 40 ft. cone, once every 1d4 rounds, damage 12d8 acid, Reflex 23 for half

True Seeing (Su) All deep dragons benefit from a continuous *true seeing* effect (as the spell) at caster level 20th.

Frightful Presence (Su) Will save DC 24 or become shaken while within range of the dragon. A creature that successfully saves cannot be affected by the same deep dragon's frightful presence for 24 hours. On a failure, creatures with 4 or fewer HD become panicked for 4d6 rounds, and those with 5 or more HD become shaken for 4d6 rounds.

Shadow Blend (Su): In any conditions other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a light or continual flame spell, does not negate this ability, but a daylight spell will.

Description This dragon is sinuous and serpentine with a slender neck and limbs and narrow wings. Its scales gleam with the deep purple luster of amethysts. Its sleek, narrow head has a streamlined, shielded crest that reaches to its neck.

Deep Dragon Lore: Characters who have ranks in Knowledge (arcana) can learn more about deep dragons. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs.

DC	Result
30	This serpentine creature is a deep dragon, a native of the deep Underdark. This result reveals all dragon traits.
35	Deep dragons are immune to charm effects and resistant to cold and fire. A deep dragon's breath weapon is a cone of flesh-destroying acid.
40	Deep dragons often work with drow, but they pursue their own hidden agenda and might just as easily be on the opposite side. They covet ancient lore and treasure from the deeps of the earth.

9: CITY OF SKULLS

ARCOBALENO

CR 17

* demundead nalfeshnee

CE Huge Undead (augmented [outsider], chaotic, evil, extraplanar, tanar'ri)

Init +8; **Senses** darkvision 60 ft., *true seeing*; Listen +33, Spot +33

Aura *unholy aura* (if a good attacker succeeds on a melee attack against him, the offending attacker takes 1d6 points of temporary Strength damage; Fort DC 22 negates)

Languages Abyssal, Common, Flan, Infernal, Undercommon; telepathy 100 ft.

AC 40, touch 12, flat-footed 36

(-2 size, +4 Dex, +23 natural, +5 armor, +4 deflection [*unholy aura*])

hp 152 (16 HD); **DR** 10/good

Immune ability damage (physical only), ability drain, critical hits, death effects, disease, electricity, energy drain, massive damage, mind-affecting, nonlethal, paralysis, poison, sleep, stunning

Resist acid 10, cold 10, fire 20, sonic 20; **SR** 28; Turn Resistance +8

Fort +10, **Ref** +14, **Will** +16

Speed 30 ft. (6 squares), fly 70 ft. (good)

Melee Bite +26 (2d8+11 plus 2d6 sonic fire) and 2 claws +25 (1d8+6 plus 2d6 sonic fire)

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

Base Atk +16; **Grp** +35

Atk Options breath weapon, spell-like abilities, *summon tanar'ri*

Spell-Like Abilities (CL 14th):

At will—*burning hands* (DC 15), *call lightning* (DC 17), *feeblemind*, *fireball* (DC 17), *flamestrike* (DC 19), *greater dispel magic*, *slow* (DC 17), *greater teleport* (self plus 50 pounds of objects only), *unholy aura* (DC 22).

1/day—*firestorm* (DC 22)

The save DCs are Charisma-based.

Abilities Str 33, Dex 18, Con -, Int 22, Wis 22, Cha 18

SQ dismissive turning, explosive death, outsider traits, sonic fire, tanar'ri traits, true seeing, turn resistance, undead traits

Feats Cleave, Improved Bull Rush, Improved Turn Resistance, Multiattack, Power Attack, Weapon Focus (Bite)

Skills Bluff +23, Concentration +23, Diplomacy +27, Disguise +4 (+6 acting), Hide +9, Intimidate +23, Knowledge (arcana) +25, Listen +33, Move Silently +19, Search +25, Sense Motive +25, Spellcraft +27 (+29 scrolls), Spot +33, Survival +6 (+8 following tracks), Use Magic Device +23 (+25 scrolls)

Possessions *bracers of armor* +5, *amulet of natural armor* +3, *belt of giant strength* +4

Breath Weapon (Su) A demundead gains a breath weapon that can be used every 1d4 rounds. This is a 30-foot cone that deals 16d6 damage (Reflex DC 22 half). This breath weapon does not affect worshippers of luz.

Dismissive Turning (Ex) When a demundead is destroyed by a turning attempt on any plane other than the Abyss, it instead is banished to the Abyss. Demundead destroyed by a turning attempt in the Abyss are affected normally.

Explosive Death (Ex) When killed, a demundead explodes in a concussive blast of fire in a 100-foot radius spread that deals 16d6 points of damage (Reflex DC 22 half). Half of this damage is fire and half is sonic. This explosion does not affect worshippers of luz.

Skills (Ex) Nalfeshnees have a +8 racial bonus on Listen and Spot checks. A demundead has a -4 penalty to Hide and Move Silently checks.

Smite (Su) Three times per day a nalfeshnee can create a nimbus of unholy light. When the demon triggers the ability, rainbow-colored beams play around its body. One round later they burst in a 60-foot radius. Any creature within this area must succeed on a DC 22 Will save or be dazed for 1d10 rounds as visions of its worst fears hound it. The creature receives its full Dexterity and shield bonuses to AC if attacked but can take no actions. Other demons are immune to this effect. The save DC is Charisma-based.

Sonic Fire (Ex) Any fire-based attacks of a demundead are changed to half fire damage and half sonic damage. Any attacks that are already half fire damage have the other half replaced with sonic damage; for example, a *flamestrike* from a demundead does sonic damage, rather than divine damage.

Summon Tanar'ri (Sp) Twice per day, a nalfeshnee can attempt to summon 1d4 vrocks, 1d4 hezrous, or one glabrezu with a 50% chance of success, or another nalfeshnee with a 20% chance of success. This ability is the equivalent of a 5th level spell.

True Seeing (Su) Nalfeshnee have a continuous true seeing ability as the spell (CL 16th).

Turn Resistance (Ex) A demundead gains +4 Turn Resistance.

Description This rotting creature is a grotesque blending of an ape and a corpulent boar. It stands on its hind legs, rising to more than three times the height of a human. It has a pair of blackened, feathered wings that seem ridiculously small compared to the rest of its body.

Demundead Lore: Characters who did not attempt to learn about demundead earlier and have ranks in Knowledge (local: luz) can learn more about demundead; a Knowledge (religion) check can be made with a -5 penalty to the roll. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs.

DC	Result
25	Demundead are the pinnacle of research of one of luz's Greater Boneheart, the Archmage Null. Through decades of research, he has discovered how to twist a demon into an undead version of the fiend. Demundead are filled with both sonic and fire energy, which powers their abilities. The process gives wings to demons that lack them and improves their natural resistance to magic.
30	Demundead gain a breath weapon and powerful spell-like abilities, all dealing sonic and fire damage. Their energy is also released when they strike a creature in melee.
35	The most recent versions of demundead explode in a large burst of flame and sound when they are destroyed.

10: UNMAKING THE ABYSS

BLACK CYST

CR 18

CE Large outsider (chaos, evil, extraplanar)

Init +7; Senses blindsight 120 ft., darkvision 60 ft.; Listen +39, Spot +39

Aura warping (60 ft., DC 33)

Languages A black cyst cannot speak but understands telepathic instructions from the essence of Tharizdun

AC 35, touch 17, flat-footed 32; Dodge, Mobility (-1 size, +3 Dex, +5 insight, +18 natural)

hp 346 (33 HD); regeneration 10; DR 15/lawful & silver

Immune critical hits, massive damage, mind-affecting effects, paralysis, petrification

Resist acid 10, cold 10, electricity 10, fire 10; SR 26

Fort +29, **Ref** +26, **Will** +26

Weakness vulnerability to sonic

Speed 50 ft. (10 squares), fly 100 ft. (perfect); Flyby Attack

Melee 8 tentacles +40 (1d6+8/19-20)

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

Base Atk +33; **Grp** +45

Atk Options Cleave, Great Cleave, Improved Bull Rush, Improved Sunder, Power Attack, Quicken Spell-Like Ability (confusion), aligned strike (chaos, evil), entropic touch, magic strike

Special Actions spawn elemental

Spell-Like Abilities (CL 16th):

At will -- *confusion* (DC 19), *ethereal jaunt*

1/day -- *insanity* (DC 22), *power word stun*, *waves of exhaustion*

Abilities Str 26, Dex 16, Con 22, Int 3, Wis 17, Cha 21

SA aligned strike (chaos, evil), entropic touch, magic strike, spawn elemental

SQ blessing of Tharizdun

Feats Ability Focus (warping aura), Cleave, Dodge, Flyby Attack, Great Cleave, Improved Bull Rush, Improved Critical (tentacle), Improved Initiative, Improved Sunder, Mobility, Power Attack, Quicken Spell-Like Ability (*confusion*)

Skills Hide +43, Listen +39, Move Silently +39, Spot +39

Blessing of Tharizdun (Ex) A black cyst may add its Charisma bonus as an insight bonus to AC and as a resistance bonus on all saving throws. These bonuses are included.

Entropic Touch (Su) As the harm spell, Will DC 31 half, caster level 15th. Once the black cyst uses this ability, it cannot use it again in the same 24-hour period unless it takes 50 or more points of damage.

Regeneration (Ex) A black cyst takes lethal damage from lawful and silver weapons as well as from effects with the sonic descriptor.

Spawn Elemental (Su) Whenever a black cyst is reduced to 200 hit points or less, it spews forth an elder elemental into an adjacent square. Roll 1d4 to determine the elemental's type: 1 -- air; 2 -- earth; 3 -- fire; 4 -- water. The spawned elemental is a normal elemental for its kind except its alignment is chaotic evil. The elemental is under the control of the black cyst that spawned it. Should the black cyst's hit point total rise above 200, the elder elemental vanishes.

Warping Aura (Su) Each round, at the start of the black cyst's turn, all living creatures within 60 feet must succeed on DC 33 Will saves or take a -5 insight penalty on all attack rolls, saving throws, skill checks, and ability checks for 1 round. This is a mind-affecting effect.

Skills A black cyst's coloration gives it a +8 bonus on Hide checks.

Description A great black ball of impenetrable darkness hangs in the air. From the blackness spills a knot of writhing tentacles.

Black Cyst Lore: Characters with ranks in Knowledge (the planes) can learn more about a black cyst. When a character makes a skill check, the following lore is revealed, including the information from lower DCs.

DC	Result
28	This creature is a black cyst, a vile horror born from Tharizdun's tortured flesh. This result reveals all outsider traits.
33	Black cysts are particularly resilient creatures, and only weapons of the purest silver and those imbued with the essence of law have even the faintest hopes of injuring it.
38	A black cyst is the embodiment of madness and most of its attacks affect its foes' minds. Between its warping aura that distorts the senses and its various maddening spell-like abilities, to fight these things, an adventurer would do well to shield his mind.
43	Black cysts share their master's elemental eye aspect such that when injured, they spew forth a random elemental to do their bidding, which is usually to ravage its attackers.

11: BONEHEARTS

PANSHAZEK

CR 18

Male human cleric (luz) 3/sorcerer 4/true necromancer 11

NE (*mindblank*, *nondetection*) Medium humanoid (human)

Init +30 (*scroll of moment of prescience*, *combat readiness*); **Senses** *true seeing*; Listen +9, Spot +9

Auras: *antilife shell* 10 ft., *desecrate* 110 ft., *magic circle against good*

Languages Abyssal, Common, Flan, Draconic, Infernal

AC 37, touch 19 (29 vs. incorporeal [*ghost touch armor*]), flat-footed 32; *combat readiness*, *retributive enervation*

(+5 Dex, +10 armor [*magic vestment ghost touch celestial armor*], +6 shield, +4 deflection [*unholy aura*], +2 natural)

hp 115 plus 15 (*false life*) plus 14 (*heroes' feast*) (18 HD); *ring of regeneration*; **DR** 10/adamantine (*stoneskin*)

Miss 50% (*greater invisibility*)

Immune divinations, mind-affecting spells and effects (*mind blank*), fear, poison (*heroes' feast*), positive energy (*life ward*), *fireball*, *magic missile*, *scorching ray*, *searing light*, *lightning bolt* (*spell immunity*), fire (120 points, *protection from energy*), acid (120 points, *protection from energy*), sonic (120 points, *protection from energy*), mind-affecting spells and abilities, poison, sleep, paralysis, stunning, disease, death, critical hits, non-lethal damage, death from massive damage, ability drain, energy drain, fatigue, exhaustion, damage to physical ability scores, and any effect requiring a Fortitude save unless it is harmless or affects objects (*veil of undeath*)

Resist xxx; **SR** 36

Fort +13, **Ref** +14, **Will** +27; *unholy aura*

Speed 30 ft. (6 squares); fly 60 ft. (good); *freedom of movement*, *fly*

Melee +5 *blackstaff* +14/+9 (1d6+5) or

Melee (Touch) touch +10 (*Sickening Grasp*)

Base Atk +9; **Grp** +10

Special Actions rebuke undead 10/day (+9, 2d6+21, 14th)

Combat Gear *amulet of flamestrike energy admixture*, *blackstaff* (+5 after *greater magic weapon*), *candle of invocation*, *metamagic rod of chaining*, *greater metamagic rod of quicken*, *ring of freedom of movement and regeneration*, ~~*scroll of heroics*~~, ~~*scroll of moment of prescience*~~, *shrivelled yellow skull of screaming*, *staff of thunder and lightning*

Sorcerer Spells Known (CL 24th, +4 Necromancy;

Arcane Spell Failure Chance 20%):

7th (4/day)—*control undead* (DC 26)

6th (6/day)—*circle of death* (DC 25), *fleshshiver* (DC 25, SpC)

5th (7/day)—*magic jar* (DC 24), *nightmare* (DC 24), *teleport*

4th (7/day)—*dimension door*, *enervation*, *greater invisibility* †, *stoneskin* †

3rd (8/day)—*fireball* (DC 20), *nondetection* †, *ray of exhaustion*, *vampiric touch*

2nd (8/day)—*flaming sphere*, *command undead* (DC 21), *false life* †, *heroics* †, *spectral hand*

1st (8/day)—*combat readiness* (DotU) †, *detect undead*, *magic missile*, *ray of enfeeblement*, *shield* †

0 (6/day)—*detect magic*, *detect poison*, *disrupt undead*, *ghost sound*, *mending*, *message*, *arcane mark*, *read magic*, *touch of fatigue*

† Already cast

Cleric Spells Prepared (CL 23rd, +4 Necromancy):

8th—*mindblank*^D, *unholy aura*, *veil of undeath* (SpC)

7th—*blasphemy* (DC 28), *energy ebb* (DC 28, LM), *finger of death*^D (DC 28), *retributive enervation* (CM)

6th—~~*antilife shell*~~, *banishment* (DC 25), *greater dispel magic*, *mislead*^D (DC 25), ~~*stone body*~~ (SpC)

5th—*dispel good* (DC 24), *flamestrike* (DC 24), *flamestrike* (DC 24), *plane shift* (DC 24), *slay living*^D (DC 26), ~~*spell resistance*~~, ~~*true seeing*~~

4th—*confusion*^D (DC 23), *life ward* (SpC), *dimensional anchor*, *divination*, *greater magic weapon*, *sending*, *spell immunity*

3rd—*animate dead*^D, *bestow curse* (DC 24), ~~*magic circle against good*~~, ~~*magic vestment*~~, ~~*magic vestment*~~, ~~*protection from energy*~~, ~~*protection from energy*~~, ~~*protection from energy*~~

2nd—*darkness*, *death knell* (DC 23), *ghost touch armor* (LM), *invisibility*^D, *resist energy*, *silence* (DC 21), *silence* (DC 21), *spiritual weapon*,

1st—*bane*, *cause fear* (DC 22), *curse water*, *deathwatch*, *detect good*, *detect law*, *disguise self*^D, *hide from undead* (DC 22), *shield of faith*

0—*create water*, *guidance*, *light*, *purify food and drink*, *resistance*, *virtue*

^D Domain spell. Deity: luz. Domains: Death (14d6 death touch 1/day), Trickery (bluff, disguise, hide as cleric class skills).

CL Caster Levels include *death knell*, *strand of prayer beads*, and *orange prism ioun stone*

Spell-like Abilities (CL 21st)

2/day—*create greater undead*, *create undead*

1/day—**empowered** *horrid wilting* (DC 25), *fly* (*celestial armor*)

Abilities Str 13, Dex 21, Con 17, Int 12, Wis 29, Cha 25

Feats Practiced Spellcaster (Cleric), Practiced Spellcaster (Sorcerer), Sickening Grasp (CM), Spell Focus (Necromancy), Greater Spell Focus (Necromancy), Tomb-Tainted Soul (LM), Empower Spell-Like Ability (*horrid wilting*), Improved Initiative (*heroics*)

Skills Bluff+27, Concentration +24, Diplomacy +9, Disguise +7 (+9 in character), Intimidate +9, Knowledge (arcana) +15, Knowledge (religion) +15, Spellcraft +15

Possessions Combat gear plus spell component pouch (2), bone holy symbol (luz) (2), *amulet of natural armor* +2 and *wisdom* +6, *ghost touch celestial armor* (*ghost touch armor*), *gloves, of dexterity* +4, *cloak of charisma* +6, *masterwork buckler* (+5 after *magic vestment*), orange *prism ioun stone*, *strand of prayer beads*, spell component pouches (2)

Create Greater Undead (Sp) On reaching 8th level, a true necromancer can cast *create greater undead* (see page 215 of the *Player's Handbook*) once per day, as the spell. She can use this ability one additional time per day at 11th level and higher. She must still supply the requisite material components. The true necromancer's caster level equals her character level plus the bonus from her necromantic prowess ability.

Create Undead (Sp) On attaining 2nd level, a true necromancer can cast *create undead* once per day, as the spell of the same name. She can use this ability one additional time per day at 5th level and higher. She must still supply the requisite material components. The true necromancer's caster level equals her character level plus the bonus from her necromantic prowess ability, once it is gained.

Horrid Wilting (Sp) At 10th level and higher, a true necromancer can use *horrid wilting* once per day, with a caster level equal to her character level plus her bonus from the necromantic prowess ability.

Major Desecration (Su) At 7th level, a true necromancer extends her authority over undead. The supernatural aura of negative energy surrounding her (see Zone of Desecration, above) now extends to a radius of 10 feet per true necromancer class level.

Necromantic Prowess (Ex) At 3rd level, a true necromancer gains unsurpassed power over death. When she rebukes undead, casts a necromancy spell, or uses a spell-like ability that mimics a necromancy spell, her effective caster level increases. The bonus is +1 at 3rd level, +2 at 6th level, +3 at 9th level, and +4 at 12th level and higher.

Rebuke Undead (Su) True necromancer class levels stack with levels of all other classes that grant the ability to rebuke undead for the purpose of determining the character's effective cleric level for rebuking. See Turn or Rebuke Undead, page 159 of the *Player's Handbook*. For example, a 5th-level cleric/3rd-level sorcerer/2nd-level true necromancer rebukes undead as a 7th-level cleric. The bonus from her necromantic prowess ability, once it is gained, also applies.

Zone of Desecration (Su) at 4th level, a true necromancer begins to exert her authority over undead. This aura is identical to the effects of the *desecrate* spell (see page 218 of the *Player's Handbook*) except that it affects only allied undead.

ARCOBALENO**CR 17**

* demundead nalfeshnee

CE Huge Undead (augmented [outsider], chaotic, evil, extraplanar, tanar'ri)

Init +8; **Senses** darkvision 60 ft., *true seeing*; Listen +33, Spot +33

Aura *unholy aura* (if a good attacker succeeds on a melee attack against him, the offending attacker takes 1d6 points of temporary Strength damage; Fort DC 22 negates)

Languages Abyssal, Common, Flan, Infernal, Undercommon; telepathy 100 ft.

AC 40, touch 12, flat-footed 36

(-2 size, +4 Dex, +23 natural, +5 armor, +4 deflection [*unholy aura*])

hp 152 (16 HD); **DR** 10/good

Immune ability damage (physical only), ability drain, critical hits, death effects, disease, electricity, energy drain, massive damage, mind-affecting, nonlethal, paralysis, poison, sleep, stunning

Resist acid 10, cold 10, fire 20, sonic 20; **SR** 28; Turn Resistance +8

Fort +10, **Ref** +14, **Will** +16

Speed 30 ft. (6 squares), fly 70 ft. (good)

Melee Bite +26 (2d8+11 plus 2d6 sonic fire) and 2 claws +25 (1d8+6 plus 2d6 sonic fire)

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

Base Atk +16; **Grp** +35

Atk Options breath weapon, spell-like abilities, *summon tanar'ri*

Spell-Like Abilities (CL 14th):

At will—*burning hands* (DC 15), *call lightning* (DC 17), *feeblemind*, *fireball* (DC 17), *flamestrike* (DC 19), *greater dispel magic*, *slow* (DC 17), *greater teleport* (self plus 50 pounds of objects only), *unholy aura* (DC 22).

1/day—*firestorm* (DC 22)

The save DCs are Charisma-based.

Abilities Str 33, Dex 18, Con -, Int 22, Wis 22, Cha 18

SQ dismissive turning, explosive death, outsider traits, sonic fire, tanar'ri traits, true seeing, turn resistance, undead traits

Feats Cleave, Improved Bull Rush, Improved Turn Resistance, Multiattack, Power Attack, Weapon Focus (Bite)

Skills Bluff +23, Concentration +23, Diplomacy +27, Disguise +4 (+6 acting), Hide +9, Intimidate +23, Knowledge (arcana) +25, Listen +33, Move Silently +19, Search +25, Sense Motive +25, Spellcraft +27 (+29 scrolls), Spot +33, Survival +6 (+8 following tracks), Use Magic Device +23 (+25 scrolls)

Possessions *bracers of armor* +5, *amulet of natural armor* +3, *belt of giant strength* +4

Breath Weapon (Su) A demundead gains a breath weapon that can be used every 1d4 rounds. This is a 30-foot cone that deals 16d6 damage (Reflex DC 22 half). This breath weapon does not affect worshippers of luz.

Dismissive Turning (Ex) When a demundead is destroyed by a turning attempt on any plane other than the Abyss, it instead is banished to the Abyss. Demundead destroyed by a turning attempt in the Abyss are affected normally.

Explosive Death (Ex) When killed, a demundead explodes in a concussive blast of fire in a 100-foot radius spread that deals 16d6 points of damage (Reflex DC 22 half). Half of this damage is fire and half is sonic. This explosion does not affect worshippers of luz.

Skills (Ex) Nalfeshnees have a +8 racial bonus on Listen and Spot checks. A demundead has a -4 penalty to Hide and Move Silently checks.

Smite (Su) Three times per day a nalfeshnee can create a nimbus of unholy light. When the demon triggers the ability, rainbow-colored beams play around its body. One round later they burst in a 60-foot radius. Any creature within this area must succeed on a DC 22 Will save or be dazed for 1d10 rounds as visions of its worst fears hound it. The creature receives its full Dexterity and shield bonuses to AC if attacked but can take no actions. Other demons are immune to this effect. The save DC is Charisma-based.

Sonic Fire (Ex) Any fire-based attacks of a demundead are changed to half fire damage and half sonic damage. Any attacks that are already half fire damage have the other half replaced with sonic damage; for example, a *flamestrike* from a demundead does sonic damage, rather than divine damage.

Summon Tanar'ri (Sp) Twice per day, a nalfeshnee can attempt to summon 1d4 vrocks, 1d4 hezrous, or one glabrezu with a 50% chance of success, or another nalfeshnee with a 20% chance of success. This ability is the equivalent of a 5th level spell.

True Seeing (Su) Nalfeshnee have a continuous true seeing ability as the spell (CL 16th).

Turn Resistance (Ex) A demundead gains +4 Turn Resistance.

Description This rotting creature is a grotesque blending of an ape and a corpulent boar. It stands on its hind legs, rising to more than three times the height of a human. It has a pair of blackened, feathered wings that seem ridiculously small compared to the rest of its body.

Demundead Lore: Characters who did not attempt to learn about demundead earlier and have ranks in Knowledge (local: luz) can learn more about demundead; a Knowledge (religion) check can be made with a -5 penalty to the roll. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs.

DC	Result
25	Demundead are the pinnacle of research of one of luz's Greater Boneheart, the Archmage Null. Through decades of research, he has discovered how to twist a demon into an undead version of the fiend. Demundead are filled with both sonic and fire energy, which powers their abilities. The process gives wings to demons that lack them and improves their natural resistance to magic.
30	Demundead gain a breath weapon and powerful spell-like abilities, all dealing sonic and fire damage. Their energy is also released when they strike a creature in melee.
35	The most recent versions of demundead explode in a large burst of flame and sound when they are destroyed.

APPENDIX 1: APL 14

1: SETUP

KELVEZU

CR 18

* *Monster Manual II* 60-62

CE Medium Outsider (chaotic, evil, extraplanar, tanar'ri)
Init +14; **Senses** darkvision 60 ft., *detect magic*, see *invisibility*; Listen +18, Spot +18

Languages Abyssal, Ancient Suloise, Common, Undercommon

AC 39, touch 20, flat-footed 29; Improved Uncanny Dodge

(+10 Dex, +15 natural, +4 armor [*mage armor*])

hp 90 (12 HD); **DR** 15/cold iron and magic

Immune electricity, poison

Resist acid 10, cold 10, fire 10; **SR** 26; Evasion

Fort +11, **Ref** +18, **Will** +11; Evasion

Speed 30 ft. (6 squares), fly 60 ft. (good)

Melee +1 *scimitar of greater dispelling and greater wounding* +16/+11/+6 (1d6+6/18-20 plus poison and 2 Con) and +1 *dagger of greater dispelling and wounding* +16/+11 (1d4+3/19-20 plus poison and 1 Con)

Base Atk +12; **Grp** +17

Atk Options poison, sneak attack +8d6, spell-like abilities, *summon tanar'ri*

Spell-Like Abilities (CL 18th):

At will—*deeper darkness*, *desecrate*, *detect good*, *detect law*, *greater dispel magic*, *greater invisibility* (self only), *greater teleport* (self plus 50 pounds of objects only), *read magic*, *suggestion* (DC 16), *tongues* (self only), *unhallow* (DC 18). The save DCs are Charisma-based.

Combat Gear +1 *scimitar of greater dispelling and greater wounding*, +1 *dagger of greater dispelling and wounding*

Abilities Str 21, Dex 31, Con 16, Int 17, Wis 16, Cha 16

SQ enhanced detection, evasion, improved uncanny dodge, outsider traits, tanar'ri traits

Feats Greater Two-Weapon Fighting, Improved Feint, Improved Initiative, Improved Two-Weapon Fighting, Two-Weapon Fighting

Skills Bluff +18, Concentration +18, Disguise +11, Hide +33, Intimidate +11, Knowledge (the planes) +18, Listen +18, Move Silently +33, Search +18, Sense Motive +18, Spellcraft +13, Spot +18

Possessions combat gear

Enhanced Detection (Su) In addition to its regular senses, a kelvezu perceives foes through *detect magic* and *see invisibility* effects (CL 18th) that are always active.

Evasion (Ex) If exposed to any effect that normally allows a Reflex save for half damage, a kelvezu takes no damage on a successful saving throw.

Improved Uncanny Dodge (Ex) A kelvezu retains its Dexterity bonus to AC even when flat-footed, and it cannot be flanked.

Poison (Ex) A kelvezu continually coats its weapons with an injury poison (Fortitude save DC 18) produced from its fingertips. The initial and secondary damage is the same (1d6 points of Constitution damage). Kelvezu poison is highly perishable, becoming inert 1 minute after the creature stops applying it.

Skills (Ex) A kelvezu receives a +8 racial bonus on Hide and Move Silently checks.

Sneak Attack (Ex) Treat the kelvezu as an 18th level rogue for the purposes of overcoming an opponent's Improved Uncanny Dodge ability.

Summon Tanar'ri (Sp) Once per day, a kelvezu can attempt to summon another kelvezu with a 25% chance of success.

Description This Suel human looks short for his race, barely over five feet tall. He wields a scimitar in one hand and a dagger in the other and wears scarlet-colored robes.

Kelvezu Lore: Characters who beat the Kelvezu's Disguise check (DC 26) and have ranks in Knowledge (the planes) can learn more about kelvezus. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs.

DC	Result
28	This is a kelvezu, an assassin of the Abyss. This tanar'ri secretes a poison from its fingertips that constantly coats its weapons. Much like a rogue, it is difficult to catch unawares, flank, or damage with area spells.
33	A kelvezu's weapons are typically enchanted with the <i>greater wounding</i> .
38	Kelvezu always have <i>detect magic</i> and see <i>invisibility</i> active.

BLACK BROTHER

CR 13

Male Human Monk 13

LE Medium Humanoid (Human)

Init +6; **Senses** Listen +21, Spot +5

Languages Common

AC 24, touch 20, flat-footed 21; Deflect Arrows (+3 Dex, +5 Wis, +2 class, +4 armor [*mage armor*])

hp 104 (13 HD)

Immune disease, poison

SR 23

Fort +10, **Ref** +10, **Will** +12 (+14 versus Enchantments); Improved Evasion

Speed 70 ft. (14 squares); fly 60 ft. (good); slow fall

Melee unarmed strike +12/+12/+12/+7 (3d6+3);

Base Atk +9; **Grp** +12

Atk Options Improved Trip, ki strike (lawful, magic), Power Attack, Stunning Fist (DC 21)

Special Actions abundant step (Su), wholeness of body (26 points)

Abilities Str 16, Dex 16, Con 16, Int 8, Wis 20, Cha 10

SQ diamond body, diamond soul, fast movement, flurry of blows, improved evasion, ki strike (lawful, magic), purity of body, slow fall 60 ft., still mind, wholeness of body

Feats Acrobatic, Improved Initiative, Improved Natural Attack (unarmed strike), Improved Trip, Improved Unarmed Strike, Deflect Arrows, Power Attack, Stunning Fist, Skill Focus (tumble), Weapon Focus (unarmed strike)

Skills Balance +21, Jump +39, Listen +21, Tumble +26

Possessions *periapt of wisdom* +4 and *health* +2, *gloves of dexterity* +2 and *strength* +2.

Description This Suel human wears scarlet-colored robes and is covered in intricate tattoos.

4: BELLY OF THE BEAST

LESSER GARNGRATH CR 19

CE Gargantuan magical beast (extraplanar)

Init +5; **Senses** darkvision 120 ft.; Listen +14, Spot +14

Languages understands Common; cannot speak

AC 37, touch 19, flat-footed 36

(−4 size, +1 Dex, +15 deflection, +15 natural); dimensional shield

Miss Chance 20% (dimensional shield)

hp 378 (28 HD); **DR** 10/epic

Immune ability damage, electricity, energy drain, fire, illusions, insanity, sonic

Resist acid 10, cold 10; **SR** 28

Fort +25, **Ref** +19, **Will** +14

Speed 80 ft. (16 squares), burrow 60 ft., fly 80 ft. (good); Run

Melee bite +38 (4d6+19)

Space 20 ft.; **Reach** 15 ft.

Base Atk +28; **Grp** +53

Atk Options Awesome Blow, Improved Bull Rush, Power Attack, Snatch, epic strike, improved grab

Special Actions *crystal horn*, devastating roar, swallow whole, swallowing charge

Spell-Like Abilities (CL 20th):

1/day—*plane shift* (self only)

Abilities Str 37, Dex 12, Con 26, Int 6, Wis 17, Cha 12

SA *crystal horn*, devastating roar, improved grab, spell-like abilities, swallow whole, swallowing charge

Feats Awesome Blow, Great Fortitude, Improved Bull Rush, Improved Initiative, Iron Will, Lightning Reflexes, Power Attack, Run, Snatch, Weapon Focus (bite)

Skills Listen +14, Spot +14, Survival +15

Dimensional Shield (Su) A garngrath is shrouded by a field of extraplanar energy, granting the beast its deflection bonus to AC and miss chance. Once per day, the shield can be focused to generate the garngrath's *plane shift* spell-like ability.

Improved Grab (Ex) To use this ability, a garngrath must hit an opponent with its bite. It can then attempt to start a grapple as a free action without provoking attacks of opportunity.

Crystal Horn (Sp) As a swift action, a garngrath can use its horn to generate a *prismatic spray*, as the spell—roll 1d8 on the table below. Caster level 20th. The save DCs are Wisdom-based.

1d8	Color	Effect
1	Red	20 points fire damage (Reflex DC 20 half)
2	Orange	40 points acid damage (Reflex DC 20 half)
3	Yellow	80 points electricity damage (Reflex DC 20 half)
4	Green	Poison (Kills, Fortitude DC 20 to take 1d6 points of Con damage instead)
5	Blue	Turned to stone (Fortitude DC 20 negates)
6	Indigo	Insane, as <i>insanity</i> spell (Will DC 20 negates)
7	Violet	Sent to another plane (Will DC 20 negates)
8	Struck by two rays; roll twice more, ignoring any "8" results	

Devastating Roar (Ex) As a full-round action, a garngrath can unleash a roar of such ferocity that it

damages creatures and structures. The roar deals 15d6 points of sonic damage in a 60-foot-radius spread (Reflex DC 32 half). In addition, this roar levels all terrain adjacent to the garngrath, reducing it to light rubble and increasing the DC of Balance checks and Tumble checks by 2. The save DC is Constitution-based.

Swallow Whole (Ex) A garngrath can swallow a grappled opponent of up to Huge size by making a successful grapple check. A swallowed creature takes 5d6 points of bludgeoning damage and 5d6 points of acid damage per round from the garngrath's gizzard. The creature can cut its way out by using a light slashing or piercing weapon to deal 35 points of damage to the gizzard (AC 23; DR 10/epic). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A garngrath's gizzard can hold 2 Huge, 8 Large, 32 Medium, or 128 Small or smaller opponents.

Swallowing Charge (Ex) As a full-round action, a garngrath can open its crushing jaws, lay its gaping maw upon the ground, and rush forward 80 feet, swallowing everything in its path. Every creature in its 20-foot-wide path must make a grapple check as if being swallowed whole or immediately pass into the garngrath's gizzard. Unattended objects and structures of Huge or smaller size are swallowed as well.

Description Atop this monster's reptilian snout, an enormous horn of sparkling crystal scatters beams of multicolored light. Below that is a gaping maw full of crystalline teeth. The hulking monstrosity's black fur shifts unnaturally, and a shimmering haze shrouds its colossal form. Its six legs end in jagged claws of crystal.

Garngrath Lore: Characters who have ranks in Knowledge (the planes) can learn more about garngraths. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs.

DC	Result
30	This is a garngrath, a destructive magical beast from Pandemonium. On that plane, garngraths are apex predators capable of swallowing several creatures in one gulp. In fact, a garngrath can charge headlong, swallowing all in its path.
35	The horn on a garngrath's head can rapidly emit <i>prismatic rays</i> . Its hide is shrouded in extraplanar energy that makes it hard to hit. It is highly resistant to acid and cold, and it's immune to ability damage, electricity, energy drain, fire, illusions, insanity, and sonic damage.
40	A garngrath is resistant to spells of all sorts, and only epic weapons can effectively harm it. It can unleash a devastating roar capable of rendering the ground to rubble when it's threatened. If the beast is slain, its horn can be claimed as a potent prize.

7: TOEEE

THOON HULK

CR 13

NE Large construct

Init +1; **Senses** darkvision 60 ft., low-light vision; Listen +4, Spot +4

Languages understands telepathic commands

AC 30, touch 14, flat-footed 29

(−1 size, +1 Dex, +4 deflection, +12 natural, +4 armor [*mage armor*])

hp 112 (15 HD)

Immune construct immunities

Resist acid 20, cold 20, electricity 20, fire 20, sonic 20

Fort +5, **Ref** +6, **Will** +9; defense overdrive

Speed 40 ft. (8 squares)

Melee 2 arm-axes +18 each (1d12+8) and 4 tentacles +13 each (1d6+4)

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

Base Atk +11; **Grp** +23

Atk Options critical knockback, improved grab

Special Actions attack overdrive, extract

Abilities Str 27, Dex 13, Con —, Int —, Wis 18, Cha 10

SA attack overdrive, defense overdrive, extract

Feats —

Skills Listen +4, Spot +4

Deflection Shield (Su) A Thoon hulk has a force screen around it at all times, granting it a +4 deflection bonus to AC.

Defense Overdrive (Ex) As an immediate action, a Thoon hulk can gain a +2 bonus on saving throws for 1 round. Using this ability deals 10 points of damage to the Thoon hulk. If a Thoon hulk uses this ability, its attack overdrive ends immediately.

Critical Knockback (Ex) If a Thoon hulk threatens a critical hit with its arm-axes, its target flies back 10 feet in a straight line away from the Thoon hulk, landing prone. The Thoon hulk chooses the path, but that path must be away from the Thoon hulk in as direct a path as possible. Intervening obstacles shorten or prevent the knockback. The Thoon hulk still rolls to confirm the threat, dealing appropriate damage depending on whether the threat is confirmed.

Attack Overdrive (Ex) As a swift action, a Thoon hulk can gain a +2 bonus on attack rolls and damage rolls for 1 round. Using this ability deals 10 points of damage to the Thoon hulk. If a Thoon hulk uses this ability, its defense overdrive ends immediately.

Improved Grab (Ex) To use this ability, a Thoon hulk must hit a creature of up to Huge size with a tentacle attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity. If it wins the grapple check, it establishes a hold and attaches a tentacle to the opponent's head. A Thoon hulk can grab a Gargantuan or larger creature, but only if it can somehow reach the foe's head. If a Thoon hulk begins its turn with at least one tentacle attached, it can try to attach its remaining tentacles with a single grapple check. The opponent can escape with a single successful grapple check or an Escape Artist check, but the Thoon hulk gets a +2 circumstance bonus for every tentacle that was attached at the beginning of the opponent's turn.

Extract (Ex) If a Thoon hulk begins its turn with all four tentacles attached to its opponent and makes a successful grapple check, it extracts that opponent's brain, instantly killing that creature. Constructs, elementals, oozes, plants, and undead are immune.

Description This amalgamation of rubbery flesh and artificial parts has heavy axelike blades instead of hands and twisted, slimy tentacles covering the lower half of its face.

Thoon Hulk Lore: Characters who have ranks in Knowledge (dungeoneering) can learn more about Thoon hulks. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs. A character who has ranks in Knowledge (arcana) can attempt this check, but the DCs increase by 10.

DC	Result
28	This is a Tharizdun hulk, a construct built as a mindless automaton by the mind flayers of Tharizdun. Like a mind flayer, it can extract brains.
33	Tharizdun hulks can enter an overdrive state that makes them tougher, but doing so damages their internal processes.
38	Mind flayers birth Tharizdun hulks in cocoon structures that also heal the hulks. Their amalgamated bodies are highly resistant to all forms of energy.

ADVANCED THOON ELDER BRAIN CR 18

NE Huge aberration

Init +5, dual action, Danger Sense; **Senses** darkvision 60 ft.; Listen +6, Spot +6

Languages Undercommon; telepathy 1 mile

AC 32, touch 10, flat-footed 31

(-1 size, +1 Dex, +18 natural, +4 armor [*mage armor*])

hp 346 (20 HD); fast healing 10

SR 30

Immune acid, fear

Fort +18, **Ref** +7, **Will** +18

Speed 10 feet (2 squares), fly 20 ft. (perfect), swim 30 ft.

Melee 8 tentacles +26 each (2d6+12 plus 2d6 acid)

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

Base Atk +15; **Grp** +35

Atk Options Combat Reflexes, acid burn

Special Actions confusion sphere, overmind blast

Spell-Like Abilities (CL 18th):

At will—*charm monster* (DC 21), *detect magic*, *detect thoughts* (DC 19), *mage armor*, *plane shift*, *suggestion* (DC 20).

3/day—*dominate monster* (DC 26)

Abilities Str 34, Dex 12, Con 34, Int 25, Wis 23, Cha 25

SA acid burn, confusion sphere, dual action, overmind blast, spell-like abilities

Feats Ability Focus (confusion sphere), Ability Focus (overmind blast), Combat Reflexes, Danger Sense, Improved Initiative, Improved Natural Attack (tentacle), Weapon Focus (tentacle)

Skills Bluff +29, Concentration +35, Diplomacy +33, Intimidate +31, Knowledge (arcana) +30, Knowledge (religion) +30, Knowledge (the planes) +30, Listen +6, Sense Motive +29, Spellcraft +32, Spot +6

Acid Burn (Ex) The acid delivered by a Thoon elder brain's tentacles continues to burn in the round after the Thoon elder brain hits. At the beginning of each of a Thoon elder brain's physical action turns, the acid deals 4d6 points of acid damage to any creature the Thoon elder brain hit with a tentacle attack during the previous round. The damage is always 4d6 points, regardless of how many times the Thoon elder brain hit the creature.

Confusion Sphere (Su) A Thoon elder brain can scramble the thoughts of nearby creatures. This ability functions like a *confusion* spell (CL 15th, Will DC 23 negates), except that all creatures (except for creatures of Thoon) within a 10-foot radius centered on the Thoon elder brain are subject to the effect. The effect lasts 15 rounds, but it cannot end for an affected creature when that creature is still within 10 feet of the Thoon elder brain. At the beginning of each affected creature's turn, roll on the table below.

d%	Effect
01-10	Attack the elder brain with melee or ranged weapons, or close with the elder brain if attack isn't possible
11-20	Act normally.
21-50	Do nothing but mutter "Tharizdun... Tharizdun..."
51-70	Flee from the elder brain at top speed.
71-100	Attack nearest creature.

Dual Action (Ex) A Thoon elder brain is a creature made up of multiple minds, all touched by the unreality of the Far Realm. Make two initiative checks for the creature. The higher result represents a mental action turn, and the lower result is used for a physical action turn. This means a Thoon elder brain can do more in a single round than most creatures. For example, it could perform an overmind blast (a purely mental action) on initiative count 17, then move and make a tentacle attack (a physical action) on initiative count 12. These initiative counts can change if a Thoon elder brain readies an action or delays to let its other half go first.

Overmind Blast (Su) A Thoon elder brain can project the horror of its consciousness against a single foe within 100 feet. That target must succeed on a DC 29 Will save or take 2d6 points of Wisdom damage. Though overmind blast isn't a fear effect, a creature that has immunity to fear or a save bonus against fear receives a +4 bonus on the saving throw. The save DC is Charisma-based. A creature that is reduced to 0 Wisdom by an overmind blast is unconscious, but its body mutters, "Tharizdun... Tharizdun..." repeatedly until consciousness returns.

Description Floating in the air is a purple, bulbous mass that looks like a giant brain with trailing tentacles. You sense its telepathic power as an oily wave washes across your consciousness.

Thoon Elder Brain Lore: Characters who have ranks in Knowledge (dungeoneering) can learn more about a Thoon elder brain. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs. When possible, cast the information in one of two ways: fragmentary reports from creatures that have barely survived contact with creatures of Tharizdun or hints from ancient texts that describe the consequences of delving into the Far Realm.

DC	Result
30	This is a Tharizdun elder brain, a powerful aberration. It possesses incredible telepathy, which it uses to issue commands to minions of Tharizdun. Its tentacles are coated in acid.
35	Unlike most creatures, a Tharizdun elder brain is capable of simultaneously engaging in mental and physical combat at full efficiency. Among its potent mental attacks is a confusion effect that affects everyone near the Tharizdun elder brain.
40	The Tharizdun elder brain was an immature elder brain when it crossed over into the Far Realm. It came back twisted by that place of madness, devoted to the Dark God. Since then, it has roamed the planes, searching lost artifacts of Tharizdun.

8: HOARD OF ANNIHILATION

OLD SHADOW DEEP DRAGON CR 20

Elite Male Shadow Deep Dragon

CE Huge Dragon (earth, extraplanar)

Init +6; **Danger Sense** **Senses** blindsense 60 ft., darkvision 120 ft, keen senses, low-light vision, true seeing; **Listen** +35, **Spot** +35

Aura frightful presence (240 ft, DC 28)

Languages Common, Draconic, Elven, Infernal

AC 42, touch 10, flat-footed 40

(-2 size, +2 Dex, +6 armor, +26 natural)

Miss Chance shadow blend

hp 310 (27 HD); fast healing 2; DR 10/Magic

Immune charm, paralysis, sleep

Resist cold 15, fire 10; **SR** 29

Fort +22, **Ref** +19, **Will** +22

Speed 60 ft. (8 squares), base movement 60 ft., fly 225 ft. (poor), swim 45 ft., burrow 30 ft.

Melee Bite +38 (2d8+11) and 2 claws +33 (2d6+5) and 2 wings +33 (1d8+5) and Tail Slap +33 (2d6+16)

Space 15 ft.; Reach 10 ft. (15 ft. with bite)

Base Atk +27; **Grp** +46

Atk Options Power Attack, Blind-fighting, Hear the Unseen, Combat Expertise (Improved), Combat Reflexes

Special Actions change shape 4/day (serpentine or humanoid), breath weapon, re-roll initiative 1/day, evasion

Combat Gear

Spells Known (CL 9th):

4th (4/day)—*orb of force*, *ray deflection* †

3rd (6/day)—*fireball*, *haste*, *greater mage armor* †

2nd (6/day)—*cure moderate wounds*, *darkness*

1st (6/day)—*entropic shield*, *protection from evil*, *shocking grasp* (+30 melee touch)

0 (x/day)—

† Already cast

Spell-Like Abilities (CL 6th):

At will—*detect magic*, *freedom of movement* †

3/day—*transmute rock to mud*

1/day—*cause fear* (CL 5) DC xx, *mirror image* (CL 5), *plane shift* (CL 15, *plane of shadow only*)

† Already cast

Abilities Str 32, Dex 14, Con 21, Int 20, Wis 21, Cha 21

Feats Blind-Fighting, Combat Expertise, Combat Reflexes, Danger Sense, Hear the Unseen, Improved Combat Expertise, Improved Initiative, Power Attack, Rend, Snatch, Track

Skills Climb +11, Diplomacy +35, Jump +13, Knowledge (arcane) +35, Knowledge (dungeoneering) +35, Knowledge (planes) +35, Knowledge (religion) +35, Listen +35, Move Silently +23, Spot +35, Survival +35, Tumble +17

Possessions combat gear plus

Magic Strike (Su) The dragon's natural weapons are treated as magic for the purposes of overcoming DR

Breath Weapon (Su) 50 ft. cone, once every 1d4 rounds, damage 16d8 acid, Reflex 28 for half

True Seeing (Su) All deep dragons benefit from a continuous true seeing effect (as the spell) at caster level 20th.

Frightful Presence (Su) Will save DC 28 or become shaken while within range of the dragon. A creature that successfully saves cannot be affected by the same deep dragon's frightful presence for 24 hours. On a failure, creatures with 4 or fewer HD become panicked for 4d6 rounds, and those with 5 or more HD become shaken for 4d6 rounds.

Shadow Blend (Su): In any conditions other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a light or continual flame spell, does not negate this ability, but a daylight spell will.

Description This dragon is sinuous and serpentine with a slender neck and limbs and narrow wings. Its scales gleam with the deep purple luster of amethysts. Its sleek, narrow head has a streamlined, shielded crest that reaches to its neck.

Deep Dragon Lore: Characters who have ranks in Knowledge (arcana) can learn more about deep dragons. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs.

DC	Result
30	This serpentine creature is a deep dragon, a native of the deep Underdark. This result reveals all dragon traits.
35	Deep dragons are immune to charm effects and resistant to cold and fire. A deep dragon's breath weapon is a cone of flesh-destroying acid.
40	Deep dragons often work with drow, but they pursue their own hidden agenda and might just as easily be on the opposite side. They covet ancient lore and treasure from the deeps of the earth.

9: CITY OF SKULLS

SPADA

CR 20

* demundead marilith

CE Large Undead (augmented [outsider], chaotic, evil, extraplanar, tanar'ri)

Init +10; **Senses** darkvision 60 ft., *true seeing*; Listen +38, Spot +38

Aura *unholy aura* (if a good attacker succeeds on a melee attack against him, the offending attacker takes 1d6 points of temporary Strength damage; Fort DC 24 negates)

Languages Abyssal, Common (+6); telepathy 100 ft.

AC 38, touch 16, flat-footed 31

(-1 size, +6 Dex, +18 natural, +4 deflection [*unholy aura*], +1 dodge [*boots of speed*])

hp 152 (16 HD); **DR** 10/cold iron and good

Immune ability damage (physical only), ability drain, critical hits, death effects, disease, electricity, energy drain, massive damage, mind-affecting, nonlethal, paralysis, poison, sleep, stunning

Resist acid 10, cold 10, fire 20, sonic 20; **SR** 28; Turn Resistance +8

Fort +10, **Ref** +16, **Will** +14

Speed 40 ft. (8 squares), fly 60 ft. (good)

Melee +1 *greater wounding longsword* +31/+31/+26/+21/+16 (2d6+15/19–20 plus 2 con plus 2d6 sonic fire) and 5 +1 *longswords* +28 (2d6+8/19–20 plus 2d6 sonic fire) and tail slap +25 (4d6+5 plus 2d6 sonic fire); or

7 slams +29 (1d8+11 plus 2d6 sonic fire) and tail slap +27 (4d6+5 plus 2d6 sonic fire)

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

Base Atk +16; **Grp** +34

Atk Options breath weapon, constrict (4d6+21 plus 2d6 sonic fire), improved grab, spell-like abilities, *summon tanar'ri*

Spell-Like Abilities (CL 16th):

At will—*align weapon*, *blade barrier* (DC 22), *burning hands* (DC 17), *fireball* (DC 19), *flamestrike* (DC 21), *greater dispel magic*, *magic weapon*, *project image* (DC 22), *see invisibility*, *telekinesis* (DC 21), *greater teleport* (self plus 50 pounds of objects only), *unholy aura* (DC 24).

1/day—*firestorm* (DC 22)

The save DCs are Charisma-based.

Combat Gear *boots of speed*

Abilities Str 39, Dex 23, Con -, Int 18, Wis 18, Cha 22

SQ dismissive turning, explosive death, outsider traits, sonic fire, tanar'ri traits, true seeing, turn resistance, undead traits

Feats Combat Expertise, Combat Reflexes, Multiattack, Multi-Weapon Fighting, Power Attack, Weapon Focus (longsword)

Skills Bluff +25, Concentration +25, Diplomacy +29, Disguise +6 (+8 acting), Hide +17, Intimidate +27, Listen +31, Move Silently +21, Search 23, Sense Motive +23, Spellcraft +23 (+25 scrolls), Spot +31, Survival +4 (+6 following tracks), Use Magic Device +25 (+27 scrolls)

Possessions combat gear plus *belt of giant strength* +6, +1 *greater wounding longsword*, 5 masterwork longswords

Breath Weapon (Su) A demundead gains a breath weapon that can be used every 1d4 rounds. This is a 30-foot cone

that deals 16d6 damage (Reflex DC 24 half). This breath weapon does not affect worshippers of luz.

Constrict (Ex) A marilith deals damage with a successful grapple check. The constricted creature must succeed on a DC 29 Fortitude save or lose consciousness for as long as it remains in the coils and for 2d4 rounds thereafter. The save DC is Strength-based.

Dismissive Turning (Ex) When a demundead is destroyed by a turning attempt on any plane other than the Abyss, it instead is banished to the Abyss. Demundead destroyed by a turning attempt in the Abyss are affected normally.

Explosive Death (Ex) When killed, a demundead explodes in a concussive blast of fire in a 100-foot radius spread that deals 16d6 points of damage (Reflex DC 24 half). Half of this damage is fire and half is sonic. This explosion does not affect worshippers of luz.

Improved Grab (Ex) To use this ability, a marilith must hit with its tail slap attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it succeeds on the grapple check, it can constrict.

Skills (Ex) Mariliths have a +8 racial bonus on Listen and Spot checks. A demundead has a -4 penalty to Hide and Move Silently checks.

Sonic Fire (Ex) Any fire-based attacks of a demundead are changed to half fire damage and half sonic damage. Any attacks that are already half fire damage have the other half replaced with sonic damage; for example, a *flamestrike* from a demundead does sonic damage, rather than divine damage.

Summon Tanar'ri (Sp) Once per day a marilith can attempt to summon 4d10 dretches, 1d4 hezrou, or one nalfeshnee with a 50% chance of success, or one glabrezu or another marilith with a 20% chance of success. This ability is the equivalent of a 5th level spell.

True Seeing (Su) Mariliths have a continuous true seeing ability as the spell (CL 16th).

Turn Resistance (Ex) A demundead gains +4 Turn Resistance.

Description This large, otherworldly entity appears to be an attractive female human with six arms, except for her rotting flesh, the blackened, feathered wings, and the bottom half of her body. From the waist down, the creature has the body of a massive snake with green, scaly coils, which are also decaying.

Demundead Lore: Characters who did not attempt to learn about demundead earlier and have ranks in Knowledge (local: luz) can learn more about demundead; a Knowledge (religion) check can be made with a -5 penalty to the roll. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs.

DC	Result
25	Demundead are the pinnacle of research of one of luz's Greater Boneheart, the Archmage Null. Through decades of research, he has discovered how to twist a demon into an undead version of the fiend. Demundead are filled with both sonic and fire energy, which powers their abilities. The process gives wings to demons that lack them and improves their natural resistance to magic.
30	Demundead gain a breath weapon and powerful spell-like abilities, all dealing sonic and fire damage. Their energy is also released when they strike a creature in melee.
35	The most recent versions of demundead explode in a large burst of flame and sound when they are destroyed.

10: UNMAKING THE ABYSS

ADVANCED BLACK CYST CR 20

CE Large outsider (chaos, evil, extraplanar)

Init +7; Senses blindsight 120 ft., darkvision 60 ft.; Listen +43, Spot +43

Aura warping (60 ft., DC 36)

Languages A black cyst cannot speak but understands telepathic instructions from the essence of Tharizdun

AC 36, touch 18, flat-footed 33; Dodge, Mobility (-1 size, +3 Dex, +6 insight, +18 natural)

hp 388 (37 HD); regeneration 10; DR 15/lawful & silver

Immune critical hits, massive damage, mind-affecting effects, paralysis, petrification

Resist acid 10, cold 10, electricity 10, fire 10; SR 28

Fort +31, **Ref** +28, **Will** +28

Weakness vulnerability to sonic

Speed 50 ft. (10 squares), fly 100 ft. (perfect); Flyby Attack

Melee 8 tentacles +44 (1d6+8/19-20)

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

Base Atk +37; **Grp** +49

Atk Options Cleave, Great Cleave, Improved Bull Rush, Improved Sunder, Power Attack, Quicken Spell-Like Ability (confusion), aligned strike (chaos, evil), entropic touch, magic strike

Special Actions spawn elemental

Spell-Like Abilities (CL 18th):

At will -- *confusion* (DC 20), *ethereal jaunt*

1/day -- *insanity* (DC 23), *power word stun*, *waves of exhaustion*

Abilities Str 26, Dex 16, Con 22, Int 3, Wis 17, Cha 22

SA aligned strike (chaos, evil), entropic touch, magic strike, spawn elemental

SQ blessing of Tharizdun

Feats Ability Focus (entropic touch), Ability Focus (warping aura), Cleave, Dodge, Flyby Attack, Great Cleave, Improved Bull Rush, Improved Critical (tentacle), Improved Initiative, Improved Sunder, Mobility, Power Attack, Quicken Spell-Like Ability (*confusion*)

Skills Hide +47, Listen +43, Move Silently +43, Spot +43

Blessing of Tharizdun (Ex) A black cyst may add its Charisma bonus as an insight bonus to AC and as a resistance bonus on all saving throws. These bonuses are included.

Entropic Touch (Su) As the harm spell, Will DC 36 half, caster level 15th. Once the black cyst uses this ability, it cannot use it again in the same 24-hour period unless it takes 50 or more points of damage.

Regeneration (Ex) A black cyst takes lethal damage from lawful and silver weapons as well as from effects with the sonic descriptor.

Spawn Elemental (Su) Whenever a black cyst is reduced to 200 hit points or less, it spews forth an elder elemental into an adjacent square. Roll 1d4 to determine the elemental's type: 1 -- air; 2 -- earth; 3 -- fire; 4 -- water. The spawned elemental is a normal elemental for its kind except its alignment is chaotic evil. The elemental is under the control of the black cyst that spawned it. Should the black cyst's hit point total rise above 200, the elder elemental vanishes.

Warping Aura (Su) Each round, at the start of the black cyst's turn, all living creatures within 60 feet must succeed on DC 36 Will saves or take a -5 insight penalty on all attack rolls, saving throws, skill checks, and ability checks for 1 round. This is a mind-affecting effect.

Skills A black cyst's coloration gives it a +8 bonus on Hide checks

Description A great black ball of impenetrable darkness hangs in the air. From the blackness spills a knot of writhing tentacles.

Black Cyst Lore: Characters with ranks in Knowledge (the planes) can learn more about a black cyst. When a character makes a skill check, the following lore is revealed, including the information from lower DCs.

DC	Result
28	This creature is a black cyst, a vile horror born from Tharizdun's tortured flesh. This result reveals all outsider traits.
33	Black cysts are particularly resilient creatures, and only weapons of the purest silver and those imbued with the essence of law have even the faintest hopes of injuring it.
38	A black cyst is the embodiment of madness and most of its attacks affect its foes' minds. Between its warping aura that distorts the senses and its various maddening spell-like abilities, to fight these things, an adventurer would do well to shield his mind.
43	Black cysts share their master's elemental eye aspect such that when injured, they spew forth a random elemental to do their bidding, which is usually to ravage its attackers.

11: BONEHARTS

PANSHAZEK

CR 18

Male human cleric (luz) 3/sorcerer 4/true necromancer 11

NE (*mindblank*, *nondetection*) Medium humanoid (human)

Init +30 (*scroll of moment of prescience*, *combat readiness*); **Senses** *true seeing*; Listen +9, Spot +9

Auras: *antilife shell* 10 ft., *desecrate* 110 ft., *magic circle against good*

Languages Abyssal, Common, Flan, Draconic, Infernal

AC 37, touch 19 (29 vs. incorporeal [*ghost touch armor*]), flat-footed 32; *combat readiness*, *retributive enervation*

(+5 Dex, +10 armor [*magic vestment ghost touch celestial armor*], +6 shield, +4 deflection [*unholy aura*], +2 natural)

hp 115 plus 15 (*false life*) plus 14 (*heroes' feast*) (18 HD); *ring of regeneration*; **DR** 10/adamantine (*stoneskin*)

Miss 50% (*greater invisibility*)

Immune divinations, mind-affecting spells and effects (*mind blank*), fear, poison (*heroes' feast*), positive energy (*life ward*), *fireball*, *magic missile*, *scorching ray*, *searing light*, *lightning bolt* (*spell immunity*), fire (120 points, *protection from energy*), acid (120 points, *protection from energy*), sonic (120 points, *protection from energy*), mind-affecting spells and abilities, poison, sleep, paralysis, stunning, disease, death, critical hits, non-lethal damage, death from massive damage, ability drain, energy drain, fatigue, exhaustion, damage to physical ability scores, and any effect requiring a Fortitude save unless it is harmless or affects objects (*veil of undeath*)

Resist xxx; **SR** 36

Fort +13, **Ref** +14, **Will** +27; *unholy aura*

Speed 30 ft. (6 squares); fly 60 ft. (good); *freedom of movement*, *fly*

Melee +5 *blackstaff* +14/+9 (1d6+5) or

Melee (Touch) touch +10 (*Sickening Grasp*)

Base Atk +9; **Grp** +10

Special Actions rebuke undead 10/day (+9, 2d6+21, 14th)

Combat Gear *amulet of flamestrike energy admixture*, *blackstaff* (+5 after *greater magic weapon*), *candle of invocation*, *metamagic rod of chaining*, *greater metamagic rod of quicken*, *ring of freedom of movement and regeneration*, ~~*scroll of heroics*~~, ~~*scroll of moment of prescience*~~, *shrivelled yellow skull of screaming*, *staff of thunder and lightning*

Sorcerer Spells Known (CL 24th, +4 Necromancy;

Arcane Spell Failure Chance 20%):

7th (4/day)—*control undead* (DC 26)

6th (6/day)—*circle of death* (DC 25), *fleshshiver* (DC 25, SpC)

5th (7/day)—*magic jar* (DC 24), *nightmare* (DC 24), *teleport*

4th (7/day)—*dimension door*, *enervation*, *greater invisibility* †, *stoneskin* †

3rd (8/day)—*fireball* (DC 20), *nondetection* †, *ray of exhaustion*, *vampiric touch*

2nd (8/day)—*flaming sphere*, *command undead* (DC 21), *false life* †, *heroics* †, *spectral hand*

1st (8/day)—*combat readiness* (DotU) †, *detect undead*, *magic missile*, *ray of enfeeblement*, *shield* †

0 (6/day)—*detect magic*, *detect poison*, *disrupt undead*, *ghost sound*, *mending*, *message*, *arcane mark*, *read magic*, *touch of fatigue*

† Already cast

Cleric Spells Prepared (CL 23rd, +4 Necromancy):

8th—*mindblank*^D, *unholy aura*, *veil of undeath* (SpC)

7th—*blasphemy* (DC 28), *energy ebb* (DC 28, LM), *finger of death*^D (DC 28), *retributive enervation* (CM)

6th—~~*antilife shell*~~, *banishment* (DC 25), *greater dispel magic*, *mislead*^D (DC 25), ~~*stone body*~~ (SpC)

5th—*dispel good* (DC 24), *flamestrike* (DC 24), *flamestrike* (DC 24), *plane shift* (DC 24), *slay living*^D (DC 26), ~~*spell resistance*~~, ~~*true seeing*~~

4th—*confusion*^D (DC 23), *life ward* (SpC),

dimensional anchor, *divination*, ~~*greater magic weapon*~~, *sending*, *spell immunity*

3rd—*animate dead*^D, *bestow curse* (DC 24), ~~*magic circle against good*~~, ~~*magic vestment*~~, ~~*magic vestment*~~, ~~*protection from energy*~~, ~~*protection from energy*~~, ~~*protection from energy*~~

2nd—*darkness*, ~~*death knell*~~ (DC 23), ~~*ghost touch armor*~~ (LM), *invisibility*^D, *resist energy*, *silence* (DC 21), *silence* (DC 21), *spiritual weapon*,

1st—*bane*, *cause fear* (DC 22), *curse water*, *deathwatch*, *detect good*, *detect law*, *disguise self*^D, *hide from undead* (DC 22), *shield of faith*

0—*create water*, *guidance*, *light*, *purify food and drink*, *resistance*, *virtue*

^D Domain spell. Deity: luz. Domains: Death (14d6 death touch 1/day), Trickery (bluff, disguise, hide as cleric class skills).

CL Caster Levels include *death knell*, *strand of prayer beads*, and *orange prism ioun stone*

Spell-like Abilities (CL 21st)

2/day—*create greater undead*, *create undead*

1/day—**empowered** *horrid wilting* (DC 25), ~~*fly*~~ (*celestial armor*)

Abilities Str 13, Dex 21, Con 17, Int 12, Wis 29, Cha 25

Feats Practiced Spellcaster (Cleric), Practiced Spellcaster (Sorcerer), Sickening Grasp (CM), Spell Focus (Necromancy), Greater Spell Focus (Necromancy), Tomb-Tainted Soul (LM), Empower Spell-Like Ability (*horrid wilting*), Improved Initiative (*heroics*)

Skills Bluff+27, Concentration +24, Diplomacy +9, Disguise +7 (+9 in character), Intimidate +9, Knowledge (arcana) +15, Knowledge (religion) +15, Spellcraft +15

Possessions Combat gear plus spell component pouch (2), bone holy symbol (luz) (2), *amulet of natural armor* +2 and *wisdom* +6, *ghost touch celestial armor* (*ghost touch armor*), *gloves, of dexterity* +4, *cloak of charisma* +6, *masterwork buckler* (+5 after *magic vestment*), orange *prism ioun stone*, *strand of prayer beads*, spell component pouches (2)

Create Greater Undead (Sp) On reaching 8th level, a true necromancer can cast *create greater undead* (see page 215 of the *Player's Handbook*) once per day, as the spell. She can use this ability one additional time per day at 11th level and higher. She must still supply the requisite material components. The true necromancer's caster level equals her character level plus the bonus from her necromantic prowess ability.

Create Undead (Sp) On attaining 2nd level, a true necromancer can cast *create undead* once per day, as the spell of the same name. She can use this ability one additional time per day at 5th level and higher. She must still supply the requisite material components. The true necromancer's caster level equals her character level plus the bonus from her necromantic prowess ability, once it is gained.

Horrid Wilting (Sp) At 10th level and higher, a true necromancer can use *horrid wilting* once per day, with a caster level equal to her character level plus her bonus from the necromantic prowess ability.

Major Desecration (Su) At 7th level, a true necromancer extends her authority over undead. The supernatural aura of negative energy surrounding her (see Zone of Desecration, above) now extends to a radius of 10 feet per true necromancer class level.

Necromantic Prowess (Ex) At 3rd level, a true necromancer gains unsurpassed power over death. When she rebukes undead, casts a necromancy spell, or uses a spell-like ability that mimics a necromancy spell, her effective caster level increases. The bonus is +1 at 3rd level, +2 at 6th level, +3 at 9th level, and +4 at 12th level and higher.

Rebuke Undead (Su) True necromancer class levels stack with levels of all other classes that grant the ability to rebuke undead for the purpose of determining the character's effective cleric level for rebuking. See Turn or Rebuke Undead, page 159 of the *Player's Handbook*. For example, a 5th-level cleric/3rd-level sorcerer/2nd-level true necromancer rebukes undead as a 7th-level cleric. The bonus from her necromantic prowess ability, once it is gained, also applies.

Zone of Desecration (Su) at 4th level, a true necromancer begins to exert her authority over undead. This aura is identical to the effects of the *desecrate* spell (see page 218 of the *Player's Handbook*) except that it affects only allied undead.

ARCHMAGE NULL**CR 22**

Male human wizard 7/lorekeeper 10/archmage 4
NE (*mind blank*) Medium humanoid (human)

Init +35 (*combat readiness, heroics, moment of prescience*); **Senses** *greater arcane sight, true seeing*; Listen +4, Spot +4

Aura 15 ft. radius barrier against incorporeal creatures and creatures with the force descriptor (*forceward*), *repelling shield*

Languages Abyssal, Common, Draconic, Elven, Drow Sign Language, Druidic, Flan

AC 34, touch 22, flat-footed 29; *karmic retribution* (+4 Dex, +8 armor, +4 shield, +4 deflection, +3 insight, +1 Dodge); *combat readiness*

Miss Chance *greater mirror image* (8 images +1/round, max 8), 50% (*superior invisibility*)

hp 168 (plus 16 temporary [false life] plus 15 temporary [*heroes feast*, CL 30]) (21 HD); **DR** 10/adamantine (*stone body*)

Immune 4 non-save spells cast at him (*wish*), 5 ranged attacks of his choice (*peripety*), acid, cold, electricity, fire, sonic, (*energy immunity* x5), ability score damage, blindness, critical hits, deafness, disease, drowning, poison, stunning, and all spells that affect physiology or respiration (*stone body*), divinations (*mind blank*), force effects (*forceward*), *magic missiles* (*brooch of shielding, forceward, shield*), mind-affecting spells and effects, poison (*heroes' feast*, CL 30), ranged touch attacks (*ray deflection*), immune to metal (*ironguard*)

Resist n/a; **SR** 35 (*greater spell resistance*)

Fort +18, **Ref** +17, **Will** +27

Speed 15 ft. (3 squares); fly 40 ft. (*fly*); *dimension door* self 30 ft. (*dimensional jumper*); base movement 30 ft. (*stone body*)

Melee +5 *dagger* +15/+10 (1d4+9/19-20)

Ranged +5 *dagger* +15 (1d4+9/19-20)

Ranged Touch spell +14 (varies)

Base Atk +10; **Grp** +14

Atk Options High Arcana (Arcane Reach, Mastery of Elements, Mastery of Shaping)

Special Actions roll twice (*insight of good fortune*), *instant refuge teleport* if incapacitated

Combat Gear *belt of battle, boneward, brooch of shielding* (*infinite charges*) and *mirror image* (3/day, *immediate action*), *dagger* +5 (*greater magic weapon*), *greater metamagic rod of chaining, greater metamagic rod of extend, metamagic rod of quicken, orange prism ioun stone, ring of arcane might, ring of nine lives, runestaff of frost, spada, talisman of stonewood* 3/Day (*immediate action*, body slot None)

Wizard Spells Prepared (CL 28th; 30th vs. SR, dispelling and counterspelling; *death knell, strand of prayer beads, spellcaster's bane*):

Epic Spells—~~*greater spell resistance, peripety*~~

9th—*detonate* (DC 32, PH2), *instant refuge* (SpC), *reaving dispel, time stop, wish*

8th—*avascular mass* (DC 31, SpC), ~~*mind blank, moment of prescience, superior invisibility*~~ (SpC), ~~*quickened ray deflection*~~ (SpC)

7th—~~*greater arcane sight, greater teleport, necrotic curse*~~ (CM), ~~*ironguard*~~ (SpC), ~~*quickened sonic fireball*~~ (DC 25)

6th—*fleshshiver* (DC 29, SpC), ~~*karmic retribution*~~ (DC 28, CM), ~~*quickened snake's swiftness*~~ (SpC), ~~*steal summoning*~~ (CM), ~~*stone body*~~ (SpC)

5th—~~*death throes*~~ (SpC), ~~*silent dimension door, dimension jumper*~~ (CM), ~~*quickened ray of clumsiness*~~ (SpC), ~~*swift etherealness*~~ (PH2)

4th—*celerity* (PH2), *condemnation* (DC 26, PH2), ~~*Evard's black tentacles, forceward*~~ (SpC), ~~*lesser globe of invulnerability, greater mirror image*~~ (PH2), ~~*scramble portal*~~ (SpC)

3rd—~~*analyze portal*~~ (SpC), ~~*fireball*~~ (DC 25), ~~*fly, lightning bolt*~~ (DC 25), ~~*repelling shield*~~ (CM), ~~*spellcaster's bane*~~ (CM), ~~*scattering trap*~~ (DC 25, PH2)

2nd—~~*false life, greater alarm*~~ (SpC), ~~*insight of good fortune*~~ (PH2), ~~*portal alarm*~~ (SpC), ~~*heroics*~~ (SpC), ~~*scorching ray, shatter*~~ (DC 25)

1st—~~*combat readiness, combat readiness, magic missile, protection from good, protection from law, ray of enfeeblement, true strike*~~

0—~~*detect poison, detect magic, read magic, mage hand*~~

Spell-Like Abilities (CL 21st):

3/day—~~*quickened moonbow*~~ (sonic)

1/day—~~*moonbow*~~ (sonic)

Abilities* Str 18, Dex 18, Con 20, Int 34, Wis 19, Cha 5

*All stats except Cha include a +5 inherent bonus from *wishes*

SQ summon familiar, Lorekeeper secrets (applicable knowledge [Craft Construct], Dodge trick, avoidance, true stamina, inner strength), Lore +22, Greater Lore, True Lore, High Arcana (Arcane Reach, Mastery of Elements, Spell-like Ability [*moonbow* (sonic)], Mastery of Shaping)

Feats Skill Focus (Knowledge [arcana])^B, Spell Focus (evocation), Scribe Scroll^B, Skill Focus (Spellcraft), Craft Magic Arms and Armor^B, Spell Focus (necromancy), Craft Construct^B, Quicken Spell, Craft Wondrous Item, Craft Staff, Quicken Spell-like Ability (*moonbow* [sonic]), Epic Spellcasting*

Skills Appraise +12 (+14 vs. sculptures), Concentration +29, Craft (sculpting) +36, Decipher Script +36, Heal +28, Knowledge (arcana) +36, Knowledge (religion) +36, Knowledge (the planes) +36, Search +24, Spellcraft +38 (+40 to decipher spells on scrolls; can automatically identify spells and the caster level of the spells that he sees being cast [*spellcaster's bane*]), Survival +4, (+6 on other planes, +6 following

tracks, +8 following tracks on other planes), Use Magic Device +21 (+25 vs. scrolls)

Possessions combat gear plus *bracers of armor* +8, *cloak of resistance* +5 and +3 *insight bonus to AC*, *gloves of dexterity* +4, *headband of intellect* +6, *Heward's handy haversack*, *ring of protection* +4, *strand of prayer beads*, three spell component pouches, cold iron holy symbol of luz

Secret: At 1st level and every two levels higher than 1st (3rd, 5th, 7th, and 9th), the loremaster chooses one secret from DMG191. Her level plus Intelligence modifier determines the total number of secrets she can choose. She can't choose the same secret twice.

Lore: At 2nd level, a loremaster gains the ability to know legends or information regarding various topics, just as a bard can with bardic knowledge. The loremaster adds her level and her Intelligence modifier to the lore check, which functions otherwise exactly like a bardic knowledge check.

Bonus Languages: A loremaster can choose any new language at 4th and 8th level.

Greater Lore (Ex): At 6th level, a loremaster gains the ability to understand magic items, as with the *identify* spell.

True Lore (Ex): At 10th level, once per day a loremaster can use her knowledge to gain the effect of a *legend lore* spell or an *analyze dweomer* spell.

High Arcana: An archmage gains the opportunity to select a special ability from among those described below by permanently eliminating one existing spell slot (she cannot eliminate a spell slot of higher level than the highest-level spell she can cast). Each special ability has a minimum required spell slot level, as specified in its description. An archmage may choose to eliminate a spell slot of a higher level than that required to gain a type of high arcana.

Arcane Reach (Su): The archmage can use spells with a range of touch on a target up to 30 feet away. The archmage must make a ranged touch attack. Arcane reach can be selected a second time as a special ability, in which case the range increases to 60 feet. This ability costs one 7th-level spell slot.

Mastery of Elements: The archmage can alter an arcane spell when cast so that it utilizes a different element from the one it normally uses. This ability can only alter a spell with the acid, cold, fire, electricity, or sonic descriptor. The spell's casting time is unaffected. The caster decides whether to alter the spell's energy type and chooses the new energy type when he begins casting. This ability costs one 8th-level spell slot.

Mastery of Shaping: The archmage can alter area and effect spells that use one of the following shapes: burst, cone, cylinder, emanation, or spread. The alteration consists of creating spaces within the spell's area or effect that are not subject to the spell. The minimum dimension for these spaces is a 5-foot cube. Furthermore, any shapeable spells have a minimum dimension of 5 feet instead of 10 feet. This ability costs one 6th-level spell slot.

Spell-Like Ability: An archmage who selects this type of high arcana can use one of her arcane spell slots (other than a slot expended to learn this or any other type of high arcana) to permanently prepare one of her arcane spells as a spell-like ability that can be used twice per day. The archmage does not use any components when casting the spell, although a spell that costs XP to cast still does so and a spell with a costly material component instead costs her 10 times that amount in XP. This ability costs one 5th-level spell slot.

The spell-like ability normally uses a spell slot of the spell's level, although the archmage can choose to make a spell modified by a metamagic feat into a spell-like ability at the appropriate spell level.

The archmage may use an available higher-level spell slot in order to use the spell-like ability more often. Using a slot three levels higher than the chosen spell allows her to use the spell-like ability four times per day, and a slot six levels higher lets her use it six times per day.

If spell-like ability is selected more than one time as a high arcana choice, this ability can apply to the same spell chosen the first time (increasing the number of times per day it can be used) or to a different spell.

ARCOBALENO**CR 17**

* demundead nalfeshnee

CE Huge Undead (augmented [outsider], chaotic, evil, extraplanar, tanar'ri)

Init +8; **Senses** darkvision 60 ft., *true seeing*; Listen +33, Spot +33

Aura *unholy aura* (if a good attacker succeeds on a melee attack against him, the offending attacker takes 1d6 points of temporary Strength damage; Fort DC 22 negates)

Languages Abyssal, Common, Flan, Infernal, Undercommon; telepathy 100 ft.

AC 40, touch 12, flat-footed 36

(-2 size, +4 Dex, +23 natural, +5 armor, +4 deflection [*unholy aura*])

hp 152 (16 HD); **DR** 10/good

Immune ability damage (physical only), ability drain, critical hits, death effects, disease, electricity, energy drain, massive damage, mind-affecting, nonlethal, paralysis, poison, sleep, stunning

Resist acid 10, cold 10, fire 20, sonic 20; **SR** 28; Turn Resistance +8

Fort +10, **Ref** +14, **Will** +16

Speed 30 ft. (6 squares), fly 70 ft. (good)

Melee Bite +26 (2d8+11 plus 2d6 sonic fire) and 2 claws +25 (1d8+6 plus 2d6 sonic fire)

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

Base Atk +16; **Grp** +35

Atk Options breath weapon, spell-like abilities, *summon tanar'ri*

Spell-Like Abilities (CL 14th):

At will—*burning hands* (DC 15), *call lightning* (DC 17), *feeblemind*, *fireball* (DC 17), *flamestrike* (DC 19), *greater dispel magic*, *slow* (DC 17), *greater teleport* (self plus 50 pounds of objects only), *unholy aura* (DC 22).

1/day—*firestorm* (DC 22)

The save DCs are Charisma-based.

Abilities Str 33, Dex 18, Con -, Int 22, Wis 22, Cha 18

SQ dismissive turning, explosive death, outsider traits, sonic fire, tanar'ri traits, true seeing, turn resistance, undead traits

Feats Cleave, Improved Bull Rush, Improved Turn Resistance, Multiattack, Power Attack, Weapon Focus (Bite)

Skills Bluff +23, Concentration +23, Diplomacy +27, Disguise +4 (+6 acting), Hide +9, Intimidate +23, Knowledge (arcana) +25, Listen +33, Move Silently +19, Search +25, Sense Motive +25, Spellcraft +27 (+29 scrolls), Spot +33, Survival +6 (+8 following tracks), Use Magic Device +23 (+25 scrolls)

Possessions *bracers of armor* +5, *amulet of natural armor* +3, *belt of giant strength* +4

Breath Weapon (Su) A demundead gains a breath weapon that can be used every 1d4 rounds. This is a 30-foot cone that deals 16d6 damage (Reflex DC 22 half). This breath weapon does not affect worshippers of luz.

Dismissive Turning (Ex) When a demundead is destroyed by a turning attempt on any plane other than the Abyss, it instead is banished to the Abyss. Demundead destroyed by a turning attempt in the Abyss are affected normally.

Explosive Death (Ex) When killed, a demundead explodes in a concussive blast of fire in a 100-foot radius spread that deals 16d6 points of damage (Reflex DC 22 half). Half of this damage is fire and half is sonic. This explosion does not affect worshippers of luz.

Skills (Ex) Nalfeshnees have a +8 racial bonus on Listen and Spot checks. A demundead has a -4 penalty to Hide and Move Silently checks.

Smite (Su) Three times per day a nalfeshnee can create a nimbus of unholy light. When the demon triggers the ability, rainbow-colored beams play around its body. One round later they burst in a 60-foot radius. Any creature within this area must succeed on a DC 22 Will save or be dazed for 1d10 rounds as visions of its worst fears hound it. The creature receives its full Dexterity and shield bonuses to AC if attacked but can take no actions. Other demons are immune to this effect. The save DC is Charisma-based.

Sonic Fire (Ex) Any fire-based attacks of a demundead are changed to half fire damage and half sonic damage. Any attacks that are already half fire damage have the other half replaced with sonic damage; for example, a *flamestrike* from a demundead does sonic damage, rather than divine damage.

Summon Tanar'ri (Sp) Twice per day, a nalfeshnee can attempt to summon 1d4 vrocks, 1d4 hezrous, or one glabrezu with a 50% chance of success, or another nalfeshnee with a 20% chance of success. This ability is the equivalent of a 5th level spell.

True Seeing (Su) Nalfeshnee have a continuous true seeing ability as the spell (CL 16th).

Turn Resistance (Ex) A demundead gains +4 Turn Resistance.

Description This rotting creature is a grotesque blending of an ape and a corpulent boar. It stands on its hind legs, rising to more than three times the height of a human. It has a pair of blackened, feathered wings that seem ridiculously small compared to the rest of its body.

Demundead Lore: Characters who did not attempt to learn about demundead earlier and have ranks in Knowledge (local: luz) can learn more about demundead; a Knowledge (religion) check can be made with a -5 penalty to the roll. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs.

DC	Result
25	Demundead are the pinnacle of research of one of luz's Greater Boneheart, the Archmage Null. Through decades of research, he has discovered how to twist a demon into an undead version of the fiend. Demundead are filled with both sonic and fire energy, which powers their abilities. The process gives wings to demons that lack them and improves their natural resistance to magic.
30	Demundead gain a breath weapon and powerful spell-like abilities, all dealing sonic and fire damage. Their energy is also released when they strike a creature in melee.
35	The most recent versions of demundead explode in a large burst of flame and sound when they are destroyed.

APPENDIX 1: APL 16

1: SETUP

AMMAZZA

CR 20

* demundead kelvezu

CE Medium Undead (augmented [outsider], chaotic, evil, extraplanar, tanar'ri)

Init +20; **Senses** darkvision 60 ft., *detect magic*, see *invisibility*; Listen +18, Spot +18

Languages Abyssal, Ancient Suloise, Common, Undercommon

AC 43, touch 22, flat-footed 31; Improved Uncanny Dodge

(+12 Dex, +17 natural, +4 armor [*mage armor*])

hp 114 (12 HD); **DR** 15/cold iron and magic

Immune ability damage (physical only), ability drain, critical hits, death effects, disease, electricity, energy drain, massive damage, mind-affecting, nonlethal, paralysis, poison, sleep, stunning

Resist acid 10, cold 10, fire 15, sonic 15; **SR** 26; Evasion; Turn Resistance +8

Fort +10, **Ref** +20, **Will** +11; Evasion

Speed 30 ft. (6 squares), fly 90 ft. (good)

Melee +1 *scimitar of greater dispelling and greater wounding* +18/+13/+8 (1d6+8/18-20 plus 1d8 sonic fire plus poison plus 2 Con) and +1 *dagger of greater dispelling and wounding* +18/+13 (1d4+4/19-20 plus 1d8 sonic fire plus poison plus 1 Con)

Base Atk +12; **Grp** +19

Atk Options breath weapon, poison, sneak attack +8d6, spell-like abilities, *summon tanar'ri*

Spell-Like Abilities (CL 18th):

At will—*burning hands* (DC 13), *deeper darkness*, *desecrate*, *detect good*, *detect law*, *fireball* (DC 15), *greater dispel magic*, *greater invisibility* (self only), *greater teleport* (self plus 50 pounds of objects only), *read magic*, *suggestion* (DC 15), *tongues* (self only), *unhallow* (DC 17).

1/day—*flamestrike* (DC 17)

The save DCs are Charisma-based.

Combat Gear +1 *scimitar of greater dispelling and greater wounding*, +1 *dagger of greater dispelling and wounding*

Abilities Str 25, Dex 35, Con -, Int 17, Wis 16, Cha 14

SQ dismissive turning, enhanced detection, evasion, improved uncanny dodge, outsider traits, sonic fire, tanar'ri traits, turn resistance

Feats Greater Two-Weapon Fighting, Improved Feint, Improved Initiative, Improved Turn Resistance, Improved Two-Weapon Fighting, Two-Weapon Fighting

Skills Bluff +17, Concentration +14, Disguise +10, Hide +31, Intimidate +10, Knowledge (the planes) +18, Listen +18, Move Silently +31, Search +18, Sense Motive +18, Spellcraft +13, Spot +18

Possessions combat gear

Breath Weapon (Su) A demundead gains a breath weapon that can be used every 1d4 rounds. This is a 30-foot cone that deals 12d6 damage (Reflex DC 28 half). This breath weapon does not affect worshippers of luz. [15 array, +14 racial, +1 HD boost, +6 item]

Dismissive Turning (Ex) When a demundead is destroyed by a turning attempt on any plane other than the Abyss, it instead is banished to the Abyss. Demundead destroyed by a turning attempt in the Abyss are affected normally.

Enhanced Detection (Su) In addition to its regular senses, a kelvezu perceives foes through *detect magic* and see *invisibility* effects (CL 18th) that are always active.

Evasion (Ex) If exposed to any effect that normally allows a Reflex save for half damage, a kelvezu takes no damage on a successful saving throw.

Explosive Death (Ex) When killed, a demundead explodes in a concussive blast of fire in a 100-foot radius spread that deals 12d6 points of damage (Reflex DC 28 half). Half of this damage is fire and half is sonic. This explosion does not affect worshippers of luz.

Improved Uncanny Dodge (Ex) A kelvezu retains its Dexterity bonus to AC even when flat-footed, and it cannot be flanked.

Poison (Ex) A kelvezu continually coats its weapons with an injury poison (Fortitude save DC 18) produced from its fingertips. The initial and secondary damage is the same (1d6 points of Constitution damage). Kelvezu poison is highly perishable, becoming inert 1 minute after the creature stops applying it.

Skills (Ex) A kelvezu receives a +8 racial bonus on Hide and Move Silently checks. A demundead has a -4 penalty to Hide and Move Silently checks.

Sonic Fire (Ex) Any fire-based attacks of a demundead are changed to half fire damage and half sonic damage. Any attacks that are already half fire damage have the other half replaced with sonic damage; for example, a *flamestrike* from a demundead does sonic damage, rather than divine damage.

Sneak Attack (Ex) Treat the kelvezu as an 18th level rogue for the purposes of overcoming an opponent's Improved Uncanny Dodge ability.

Summon Tanar'ri (Sp) Once per day, a kelvezu can attempt to summon another kelvezu with a 25% chance of success.

Turn Resistance (Ex) A demundead gains +4 Turn Resistance.

Description This Suel human looks short for his race, barely over five feet tall. He wields a scimitar in one hand and a dagger in the other and wears scarlet-colored robes.

Kelvezu Lore: Characters who beat the Ammazza's Disguise check (DC 25) and have ranks in Knowledge (the planes) can learn more about kelvezus. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs.

DC	Result
28	This is a kelvezu, an assassin of the Abyss. This tanar'ri secretes a poison from its fingertips that constantly coats its weapons. Much like a rogue, it is difficult to catch unawares, flank, or damage with area spells.
33	A kelvezu's weapons are typically enchanted with the <i>greater wounding</i> .
38	Kelvezu always have <i>detect magic</i> and <i>see invisibility</i> active.

Demundead Lore: Characters who beat the Ammazza's Disguise check (DC 25) and have ranks in Knowledge (local: luz) can learn more about demundead; a Knowledge (religion) check can be made with a -5 penalty to the roll. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs.

DC	Result
25	Demundead are the pinnacle of research of one of luz's Greater Boneheart, the Archmage Null. Through decades of research, he has discovered how to twist a demon into an undead version of the fiend. Demundead are filled with both sonic and fire energy, which powers their abilities. The process gives wings to demons that lack them and improves their natural resistance to magic.
30	Demundead gain a breath weapon and powerful spell-like abilities, all dealing sonic and fire damage. Their energy is also released when they strike a creature in melee.
35	The most recent versions of demundead explode in a large burst of flame and sound when they are destroyed.

ELDER BLACK BROTHER CR 16

Male Human Monk 16

LE Medium Humanoid (Human)

Init +9; **Senses** Listen +25, Spot +6

Languages Common

AC 28, touch 24, flat-footed 23; **Deflect Arrows** (+5 Dex, +6 Wis, +3 class, +4 armor [*mage armor*])

hp 172 (16 HD)

Immune disease, poison

SR 26

Fort +14, **Ref** +15, **Will** +16 (+18 versus Enchantments); **Improved Evasion**

Speed 80 ft. (16 squares), fly 60 ft. (good); slow fall

Melee unarmed strike +16/+16/+16/+11/+6 (3d8+4);

Base Atk +12; **Grp** +16

Atk Options Improved Trip, ki strike (adamantine, lawful, magic), Power Attack, quivering palm (DC 26), Stunning Fist (DC 24)

Special Actions abundant step (Su), wholeness of body (32 points)

Abilities Str 18, Dex 20, Con 18, Int 8, Wis 23, Cha 10

SQ diamond body, diamond soul, fast movement, flurry of blows, improved evasion, ki strike (adamantine, lawful, magic), purity of body, slow fall 80 ft., still mind, wholeness of body

Feats Ability Focus (quivering palm), Acrobatic, Improved Initiative, Improved Natural Attack (unarmed strike), Improved Toughness, Improved Trip, Improved Unarmed Strike, Deflect Arrows, Power Attack, Stunning Fist, Weapon Focus (unarmed strike)

Skills Balance +26, Jump +44, Listen +25, Tumble +28

Possessions *periapt of wisdom* +6 and *health* +6, *gloves of dexterity* +6 and *strength* +4.

Description This Suel human wears scarlet-colored robes and is covered in intricate tattoos.

4: BELLY OF THE BEAST

ELITE GARNGRATH

CR 21

CE Colossal magical beast (extraplanar)

Init +5; **Senses** darkvision 120 ft.; Listen +16, Spot +16

Languages understands Common; cannot speak

AC 39, touch 19, flat-footed 37

(–8 size, +2 Dex, +15 deflection, +20 natural);
dimensional shield

Miss Chance 20% (dimensional shield)

hp 490 (28 HD); **DR** 15/epic

Immune ability damage, electricity, energy drain, fire, illusions, insanity, sonic

Resist acid 20, cold 20; **SR** 33

Fort +30, **Ref** +20, **Will** +17

Speed 80 ft. (16 squares), burrow 60 ft., fly 80 ft. (good);
Run

Melee bite +42 (6d6+31)

Space 30 ft.; **Reach** 20 ft.

Base Atk +28; **Grp** +65

Atk Options Awesome Blow, Improved Bull Rush, Power Attack, Snatch, epic strike, improved grab

Special Actions *crystal horn*, devastating roar, swallow whole, swallowing charge

Spell-Like Abilities (CL 20th):

1/day—*plane shift* (self only)

Abilities Str 52, Dex 14, Con 34, Int 6, Wis 22, Cha 10

SA *crystal horn*, devastating roar, improved grab, spell-like abilities, swallow whole, swallowing charge

Feats Awesome Blow, Great Fortitude, Improved Bull Rush, Improved Initiative, Iron Will, Lightning Reflexes, Power Attack, Run, Snatch, Weapon Focus (bite)

Skills Listen +16, Spot +16, Survival +17

Dimensional Shield (Su) A garngrath is shrouded by a field of extraplanar energy, granting the beast its deflection bonus to AC and miss chance. Once per day, the shield can be focused to generate the garngrath's *plane shift* spell-like ability.

Improved Grab (Ex) To use this ability, a garngrath must hit an opponent with its bite. It can then attempt to start a grapple as a free action without provoking attacks of opportunity.

Crystal Horn (Sp) As a swift action, a garngrath can use its horn to generate a *prismatic spray*, as the spell—roll 1d8 on the table below. Caster level 20th. The save DCs are Wisdom-based.

1d8	Color	Effect
1	Red	20 points fire damage (Reflex DC 23 half)
2	Orange	40 points acid damage (Reflex DC 23 half)
3	Yellow	80 points electricity damage (Reflex DC 23 half)
4	Green	Poison (Kills, Fortitude DC 23 to take 1d6 points of Con damage instead)
5	Blue	Turned to stone (Fortitude DC 23 negates)
6	Indigo	Insane, as <i>insanity</i> spell (Will DC 23 negates)
7	Violet	Sent to another plane (Will DC 23 negates)
8		Struck by two rays; roll twice more, ignoring any "8" results

Devastating Roar (Ex) As a full-round action, a garngrath can unleash a roar of such ferocity that it damages creatures and structures. The roar deals 20d6 points of sonic damage in a 60-foot-radius spread (Reflex DC 36 half). In addition, this roar levels all terrain adjacent to the garngrath, reducing it to light rubble and increasing the DC of Balance checks and Tumble checks by 2. The save DC is Constitution-based.

Swallow Whole (Ex) A garngrath can swallow a grappled opponent of up to Gargantuan size by making a successful grapple check. A swallowed creature takes 6d6 points of bludgeoning damage and 6d6 points of acid damage per round from the garngrath's gizzard. The creature can cut its way out by using a light slashing or piercing weapon to deal 50 points of damage to the gizzard (AC 23; DR 15/epic). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A garngrath's gizzard can hold 2 Gargantuan, 8 Huge, 32 Large, 128 Medium, or 512 Small or smaller opponents.

Swallowing Charge (Ex) As a full-round action, a garngrath can open its crushing jaws, lay its gaping maw upon the ground, and rush forward 80 feet, swallowing everything in its path. Every creature in its 30-foot-wide path must make a grapple check as if being swallowed whole or immediately pass into the garngrath's gizzard. Unattended objects and structures of Gargantuan or smaller size are swallowed as well.

Description Atop this monster's reptilian snout, an enormous horn of sparkling crystal scatters beams of multicolored light. Below that is a gaping maw full of crystalline teeth. The hulking monstrosity's black fur shifts unnaturally, and a shimmering haze shrouds its colossal form. Its six legs end in jagged claws of crystal.

Garngrath Lore: Characters who have ranks in Knowledge (the planes) can learn more about garngraths. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs.

DC	Result
30	This is a garngrath, a destructive magical beast from Pandemonium. On that plane, garngraths are apex predators capable of swallowing several creatures in one gulp. In fact, a garngrath can charge headlong, swallowing all in its path.
35	The horn on a garngrath's head can rapidly emit <i>prismatic rays</i> . Its hide is shrouded in extraplanar energy that makes it hard to hit. It is highly resistant to acid and cold, and it's immune to ability damage, electricity, energy drain, fire, illusions, insanity, and sonic damage.
40	A garngrath is resistant to spells of all sorts, and only epic weapons can effectively harm it. It can unleash a devastating roar capable of rendering the ground to rubble when it's threatened. If the beast is slain, its horn can be claimed as a potent prize.

7: TOEEE

ADVANCED THOON HULK

CR 18

NE Huge construct

Init +2; **Senses** darkvision 60 ft., low-light vision; Listen +5, Spot +5

Languages understands telepathic commands

AC 34, touch 15, flat-footed 32; deflection shield (-2 size, +2 Dex, +5 deflection, +15 natural, +4 armor [mage armor])

hp 188 (27 HD)

Immune construct immunities

Resist acid 20, cold 20, electricity 20, fire 20, sonic 20

Fort +9, **Ref** +11, **Will** +14; defense overdrive

Speed 40 ft. (8 squares)

Melee 2 arm-axes +34 each (2d8+16) and 4 tentacles +29 each (1d8+8)

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

Base Atk +20; **Grp** +48

Atk Options critical knockback, improved grab

Special Actions attack overdrive, extract

Abilities Str 42, Dex 15, Con —, Int —, Wis 20, Cha 12

SA attack overdrive, defense overdrive, extract

Feats —

Skills Listen +5, Spot +5

Deflection Shield (Su) A Thoon hulk has a force screen around it at all times, granting it a +5 deflection bonus to AC.

Defense Overdrive (Ex) As an immediate action, a Thoon hulk can gain a +3 bonus on saving throws for 1 round. Using this ability deals 10 points of damage to the Thoon hulk. If a Thoon hulk uses this ability, its attack overdrive ends immediately.

Critical Knockback (Ex) If a Thoon hulk threatens a critical hit with its arm-axes, its target flies back 10 feet in a straight line away from the Thoon hulk, landing prone. The Thoon hulk chooses the path, but that path must be away from the Thoon hulk in as direct a path as possible. Intervening obstacles shorten or prevent the knockback. The Thoon hulk still rolls to confirm the threat, dealing appropriate damage depending on whether the threat is confirmed.

Attack Overdrive (Ex) As a swift action, a Thoon hulk can gain a +3 bonus on attack rolls and damage rolls for 1 round. Using this ability deals 10 points of damage to the Thoon hulk. If a Thoon hulk uses this ability, its defense overdrive ends immediately.

Improved Grab (Ex) To use this ability, a Thoon hulk must hit a creature of up to Huge size with a tentacle attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity. If it wins the grapple check, it establishes a hold and attaches a tentacle to the opponent's head. A Thoon hulk can grab a Gargantuan or larger creature, but only if it can somehow reach the foe's head. If a Thoon hulk begins its turn with at least one tentacle attached, it can try to attach its remaining tentacles with a single grapple check. The opponent can escape with a single successful grapple check or an Escape Artist check, but the Thoon hulk gets a +2 circumstance bonus for every tentacle that was attached at the beginning of the opponent's turn.

Extract (Ex) If a Thoon hulk begins its turn with all four tentacles attached to its opponent and makes a successful grapple check, it extracts that opponent's brain, instantly killing that creature. Constructs, elementals, oozes, plants, and undead are immune.

Description This amalgamation of rubbery flesh and artificial parts has heavy axelike blades instead of hands and twisted, slimy tentacles covering the lower half of its face.

Thoon Hulk Lore: Characters who have ranks in Knowledge (dungeoneering) can learn more about Thoon hulks. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs. A character who has ranks in Knowledge (arcana) can attempt this check, but the DCs increase by 10.

DC	Result
28	This is a Tharizdun hulk, a construct built as a mindless automaton by the mind flayers of Tharizdun. Like a mind flayer, it can extract brains.
33	Tharizdun hulks can enter an overdrive state that makes them tougher, but doing so damages their internal processes.
38	Mind flayers birth Tharizdun hulks in cocoon structures that also heal the hulks. Their amalgamated bodies are highly resistant to all forms of energy.

ADVANCED THOON ELDER BRAIN CR 18

NE Huge aberration

Init +5, dual action, Danger Sense; **Senses** darkvision 60 ft.; Listen +6, Spot +6

Languages Undercommon; telepathy 1 mile

AC 32, touch 10, flat-footed 31

(-1 size, +1 Dex, +18 natural, +4 armor [*mage armor*])

hp 346 (20 HD); fast healing 10

SR 30

Immune acid, fear

Fort +18, **Ref** +7, **Will** +18

Speed 10 feet (2 squares), fly 20 ft. (perfect), swim 30 ft.

Melee 8 tentacles +26 each (2d6+12 plus 2d6 acid)

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

Base Atk +15; **Grp** +35

Atk Options Combat Reflexes, acid burn

Special Actions confusion sphere, overmind blast

Spell-Like Abilities (CL 18th):

At will—*charm monster* (DC 21), *detect magic*, *detect thoughts* (DC 19), *mage armor*, *plane shift*, *suggestion* (DC 20).

3/day—*dominate monster* (DC 26)

Abilities Str 34, Dex 12, Con 34, Int 25, Wis 23, Cha 25

SA acid burn, confusion sphere, dual action, overmind blast, spell-like abilities

Feats Ability Focus (confusion sphere), Ability Focus (overmind blast), Combat Reflexes, Danger Sense, Improved Initiative, Improved Natural Attack (tentacle), Weapon Focus (tentacle)

Skills Bluff +29, Concentration +35, Diplomacy +33, Intimidate +31, Knowledge (arcana) +30, Knowledge (religion) +30, Knowledge (the planes) +30, Listen +6, Sense Motive +29, Spellcraft +32, Spot +6

Acid Burn (Ex) The acid delivered by a Thoon elder brain's tentacles continues to burn in the round after the Thoon elder brain hits. At the beginning of each of a Thoon elder brain's physical action turns, the acid deals 4d6 points of acid damage to any creature the Thoon elder brain hit with a tentacle attack during the previous round. The damage is always 4d6 points, regardless of how many times the Thoon elder brain hit the creature.

Confusion Sphere (Su) A Thoon elder brain can scramble the thoughts of nearby creatures. This ability functions like a *confusion* spell (CL 15th, Will DC 23 negates), except that all creatures (except for creatures of Thoon) within a 10-foot radius centered on the Thoon elder brain are subject to the effect. The effect lasts 15 rounds, but it cannot end for an affected creature when that creature is still within 10 feet of the Thoon elder brain. At the beginning of each affected creature's turn, roll on the table below.

d%	Effect
01-10	Attack the elder brain with melee or ranged weapons, or close with the elder brain if attack isn't possible
11-20	Act normally.
21-50	Do nothing but mutter "Tharizdun... Tharizdun..."
51-70	Flee from the elder brain at top speed.
71-100	Attack nearest creature.

Dual Action (Ex) A Thoon elder brain is a creature made up of multiple minds, all touched by the unreality of the Far Realm. Make two initiative checks for the creature. The higher result represents a mental action turn, and the lower result is used for a physical action turn. This means a Thoon elder brain can do more in a single round than most creatures. For example, it could perform an overmind blast (a purely mental action) on initiative count 17, then move and make a tentacle attack (a physical action) on initiative count 12. These initiative counts can change if a Thoon elder brain readies an action or delays to let its other half go first.

Overmind Blast (Su) A Thoon elder brain can project the horror of its consciousness against a single foe within 100 feet. That target must succeed on a DC 29 Will save or take 2d6 points of Wisdom damage. Though overmind blast isn't a fear effect, a creature that has immunity to fear or a save bonus against fear receives a +4 bonus on the saving throw. The save DC is Charisma-based. A creature that is reduced to 0 Wisdom by an overmind blast is unconscious, but its body mutters, "Tharizdun... Tharizdun..." repeatedly until consciousness returns.

Description Floating in the air is a purple, bulbous mass that looks like a giant brain with trailing tentacles. You sense its telepathic power as an oily wave washes across your consciousness.

Thoon Elder Brain Lore: Characters who have ranks in Knowledge (dungeoneering) can learn more about a Thoon elder brain. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs. When possible, cast the information in one of two ways: fragmentary reports from creatures that have barely survived contact with creatures of Tharizdun or hints from ancient texts that describe the consequences of delving into the Far Realm.

DC	Result
30	This is a Tharizdun elder brain, a powerful aberration. It possesses incredible telepathy, which it uses to issue commands to minions of Tharizdun. Its tentacles are coated in acid.
35	Unlike most creatures, a Tharizdun elder brain is capable of simultaneously engaging in mental and physical combat at full efficiency. Among its potent mental attacks is a confusion effect that affects everyone near the Tharizdun elder brain.
40	The Tharizdun elder brain was an immature elder brain when it crossed over into the Far Realm. It came back twisted by that place of madness, devoted to the Dark God. Since then, it has roamed the planes, searching lost artifacts of Tharizdun.

8: HOARD OF ANNIHILATION

VERY OLD SHADOW DEEP DRAGON

CR 22

Elite Male Shadow Deep Dragon

CE Huge Dragon (earth, extraplanar)

Init +6; **Senses** blindsense 60 ft., darkvision 120 ft, keen senses, low-light vision, true seeing; Listen +39, Spot +39

Aura frightful presence (270 ft, DC 31)

Languages Common, Draconic, Elven, Infernal

AC 45, touch 10, flat-footed 43

(-2 size, +2 Dex, +6 armor, +X shield, +29 natural)

Miss Chance shadow blend

hp 345 (30 HD); fast healing 2; DR 15/Magic

Immune charm, paralysis, sleep

Resist cold 15, fire 10; **SR** 30

Fort +24, **Ref** +21, **Will** +25

Speed 60 ft. (8 squares), base movement 60 ft., fly 225 ft. (poor), swim 45 ft., burrow 30 ft.

Melee Bite +42 (2d8+12) and 2 claws +37 (2d6+6) and 2 wings +37 (1d8+6) and Tail Slap +37 (2d6+18)

Space 15 ft.; Reach 10 ft. (15 ft. with bite)

Base Atk +30; **Grp** +50

Atk Options Power Attack, Blind-fighting, Hear the Unseen, Combat Expertise (Improved)

Special Actions change shape 4/day (serpentine or humanoid), breath weapon, re-roll initiative 1/day, evasion

Combat Gear

Spells Known (CL 9th):

4th (4/day)—*orb of force, ray deflection*

3rd (6/day)—*fireball, haste, greater mage armor* †

2nd (6/day)—*cure moderate wounds, darkness*

1st (6/day)—*entropic shield, protection from evil, shocking grasp* (+30 melee touch),

0 (x/day)—

† Already cast

Spell-Like Abilities (CL 6th):

At will—*detect magic, freedom of movement* †

3/day—*transmute rock to mud*

1/day—*cause fear* (CL 5) DC xx, *Mirror Image* (CL 5), *plane shift* (CL 15, plane of shadow only)

† Already cast

Abilities Str 34, Dex 14, Con 21, Int 22, Wis 23, Cha 23

Feats Blind-Fighting, Combat Expertise, Combat Reflexes, Danger Sense, Hear the Unseen, Heighten Breath, Improved Combat Expertise, Improved Initiative, Improved Sunder, Power Attack, Rend, Snatch, Track

Skills Climb +12, Diplomacy +39, Jump +14 Knowledge (arcane) +39, Knowledge (dungeoneering) +39, Knowledge (planes) +39, Knowledge (religion) +39, Listen +39, Move Silently +24, Spot +39, Survival +39, Tumble +18

Possessions combat gear plus

Magic Strike (Su) The dragon's natural weapons are treated as magic for the purposes of overcoming DR

Breath Weapon (Su) 50 ft. cone, once every 1d4 rounds, damage 18d8 acid, Reflex 30 for half

True Seeing (Su) All deep dragons benefit from a continuous true seeing effect (as the spell) at caster level 20th.

Frightful Presence (Su) Will save DC 31 or become shaken while within range of the dragon. A creature that successfully saves cannot be affected by the same deep dragon's frightful presence for 24 hours. On a failure, creatures with 4 or fewer HD become panicked for 4d6 rounds, and those with 5 or more HD become shaken for 4d6 rounds.

Shadow Blend (Su): In any conditions other than full daylight, a shadow creature can disappear into the shadows, giving it total concealment. Artificial illumination, even a light or continual flame spell, does not negate this ability, but a daylight spell will.

Description This dragon is sinuous and serpentine with a slender neck and limbs and narrow wings. Its scales gleam with the deep purple luster of amethysts. Its sleek, narrow head has a streamlined, shielded crest that reaches to its neck.

Deep Dragon Lore: Characters who have ranks in Knowledge (arcana) can learn more about deep dragons. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs.

DC	Result
30	This serpentine creature is a deep dragon, a native of the deep Underdark. This result reveals all dragon traits.
35	Deep dragons are immune to charm effects and resistant to cold and fire. A deep dragon's breath weapon is a cone of flesh-destroying acid.
40	Deep dragons often work with drow, but they pursue their own hidden agenda and might just as easily be on the opposite side. They covet ancient lore and treasure from the deeps of the earth.

9: CITY OF SKULLS

ANGLICISMO

CR 22

* demundead balor

CE Large Undead (augmented [outsider], chaotic, evil, extraplanar, tanar'ri)

Init +19; **Senses** darkvision 60 ft., *true seeing*; Listen +39, Spot +39

Aura *unholy aura* (if a good attacker succeeds on a melee attack against him, the offending attacker takes 1d6 points of temporary Strength damage; Fort DC 27 negates)

Languages Abyssal, Common (+6); telepathy 100 ft.

AC 45, touch 20, flat-footed 34

(-1 size, +11 Dex, +21 natural, +4 deflection [*unholy aura*])

hp 190 (20 HD); **DR** 15/cold iron and good

Immune ability damage (physical only), ability drain, critical hits, death effects, disease, electricity, energy drain, fire, massive damage, mind-affecting, nonlethal, paralysis, poison, sleep, sonic, stunning

Resist acid 10, cold 10; **SR** 32; Turn Resistance +8

Fort +14, **Ref** +23, **Will** +20

Speed 40 ft. (8 squares), fly 120 ft. (good)

Melee +1 *vorpal longsword* +36/+31/+26/+21 (2d6+16/19-20 plus 3d6 sonic fire) and +1 *flaming whip* +35/+30 (1d4+8/19-20 plus 1d6 fire plus 3d6 sonic fire plus entangle) or 2 slams +36 melee (1d10 + 15 plus 3d6 sonic fire)

Space 10 ft.; **Reach** 10 ft. (20 ft. with whip)

Base Atk +20; **Grp** +39

Atk Options breath weapon, entangle, spell-like abilities, *summon tanar'ri*, *vorpal sword*

Spell-Like Abilities (CL 20th):

At will—*blasphemy* (DC 26), *burning hands* (DC 20), *dominate monster* (DC 28), *fire storm* (DC 27), *fireball* (DC 22), *flamestrike* (DC 24), *greater dispel magic*, *greater teleport* (self plus 50 pounds of objects only), *insanity* (DC 26), *power word stun*, *telekinesis* (DC 24), *unholy aura* (DC 27).

1/day—*implosion* (DC 28), *meteor swarm* (DC 28)

The save DCs are Charisma-based.

Combat Gear +1 *flaming whip*, +1 *vorpal longsword*

Abilities Str 41, Dex 33, Con -, Int 24, Wis 26, Cha 28

SQ death throes, dismissive turning, explosive death, outsider traits, sonic fire, tanar'ri traits, true seeing, turn resistance, undead traits

Feats Cleave, Improved Initiative, Improved Turning, Improved Two-Weapon Fighting, Power Attack, Quicken Spell-Like Ability (*telekinesis*), Two-Weapon Fighting, Weapon Focus (longsword)

Skills Bluff +32, Concentration +32, Diplomacy +36, Disguise +9 (+11 acting), Hide +26, Intimidate +34, Knowledge (religion) +30, Knowledge (the planes) +30, Listen +39, Move Silently +30, Search +30, Sense Motive +31, Spellcraft +30 (+32 scrolls), Spot +39, Survival +8 (+10 following tracks), Use Magic Device +32 (+34 scrolls)

Possessions combat gear

Breath Weapon (Su) A demundead gains a breath weapon that can be used every 1d4 rounds. This is a 30-foot cone that deals 20d6 damage (Reflex DC 31 half). This breath weapon does not affect worshippers of luz.

Death Throes (Ex) When killed, a balor explodes in a blinding flash of light that deals 100 points of damage to anything within 100 feet (Reflex DC 31 half). This explosion automatically destroys any weapons the balor is holding. The save DC is Dexterity-based.

Dismissive Turning (Ex) When a demundead is destroyed by a turning attempt on any plane other than the Abyss, it instead is banished to the Abyss. Demundead destroyed by a turning attempt in the Abyss are affected normally.

Entangle (Ex) A balor's +1 *flaming whip* entangles foes much like an attack with a net. The whip has 20 hit points. The whip needs no folding. If it hits, the target and the balor immediately make opposed Strength checks; if the balor wins, it drags the target against its flaming body (see below). The target remains anchored against the balor's body until it escapes the whip.

Explosive Death (Ex) When killed, a demundead explodes in a concussive blast of fire in a 100-foot radius spread that deals 20d6 points of damage (Reflex DC 31 half). Half of this damage is fire and half is sonic. This explosion does not affect worshippers of luz.

Flaming Body (Su) The body of a balor is wreathed in flame. Anyone grappling a balor takes 6d6 points of damage each round. Half of this damage is fire and half is sonic. This damage does not affect worshippers of luz.

Skills (Ex) Balors have a +8 racial bonus on Listen and Spot checks. A demundead has a -4 penalty to Hide and Move Silently checks.

Sonic Fire (Ex) Any fire-based attacks of a demundead are changed to half fire damage and half sonic damage. Any attacks that are already half fire damage have the other half replaced with sonic damage; for example, a *flamestrike* from a demundead does sonic damage, rather than divine damage.

Summon Tanar'ri (Sp) Once per day, a balor can automatically summon 4d10 dretches, 1d4 hezrous, or one nalfeshnee, glabrezu, mariliths, or balor. This ability is the equivalent of a 9th level spell.

True Seeing (Su) Balors have a continuous true seeing ability as the spell (CL 20th).

Turn Resistance (Ex) A demundead gains +4 Turn Resistance.

Vorpal Sword (Su) Every balor carries a +1 *vorpal longsword* that looks like a flame or a bolt of lightning.

Description A dark aura of power surrounds this towering humanoid with huge bat wings. Lurid flames dance over its rotting skin. In one of its massive clawed hands, this creature bears a sword that looks sharp enough to cut even to the soul. In its other hand, it bears a whip licked by tongues of flame.

Demundead Lore: Characters who did not attempt to learn about demundead earlier and have ranks in Knowledge (local: luz) can learn more about demundead; a Knowledge (religion) check can be made with a -5 penalty to the roll. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs.

DC	Result
25	Demundead are the pinnacle of research of one of luz's Greater Boneheart, the Archmage Null. Through decades of research, he has discovered how to twist a demon into an undead version of the fiend. Demundead are filled with both sonic and fire energy, which powers their abilities. The process gives wings to demons that lack them and improves their natural resistance to magic.
30	Demundead gain a breath weapon and powerful spell-like abilities, all dealing sonic and fire damage. Their energy is also released when they strike a creature in melee.
35	The most recent versions of demundead explode in a large burst of flame and sound when they are destroyed.

10: UNMAKING THE ABYSS

ESSENCE OF SHOTHRAGOT CR 22

CE Gargantuan outsider (air, chaos, earth, evil, extraplanar, fire, water)

Init +9; **Senses** blindsight 500 ft., true seeing; Listen +34, Spot +34

Aura madness (120 ft., DC 35), divine madness (100 miles)

Languages telepathy 1,000 ft.

AC 40, touch 22, flat-footed 39

(-4 size, +1 Dex, +15 deflection, +18 natural)

hp 350 (20 HD); regeneration 10; DR 15/epic and good

Immune ability damage, ability drain, cold, energy drain, fire, massive damage, mind-affecting effects, petrification, polymorph

Resist acid 20, electricity 20; **SR** 32

Fort +40, **Ref** +28, **Will** +38

Speed 60 ft. (12 squares), fly 120 ft.; Spring Attack

Melee 4 tentacles +40 (2d6+24 plus corporeal instability) and 4 bites +35 (2d8+12 plus wounding)

Space 20 ft.; **Reach** 20 ft.

Base Atk +20; **Grp** +56

Atk Options Cleave, Combat Expertise, Great Cleave, Improved Sunder, Improved Trip, Power Attack, Quicken Spell-Like Ability (chain lightning), Quicken Spell-Like Ability (cone of cold), aligned strike (chaos, evil), epic strike, constrict 2d6+36, corporeal instability, elemental seepage, improved grab, tremendous blow, wounding

Special Actions summon black cyst

Spell-Like Abilities (CL 20th):

At will -- *bolts of bedevilment* (ranged touch +17, DC 30), *chain lightning* (DC 31), *cone of cold* (DC 30), *control water*, *control weather*, *control winds*, *ice storm*, *magic missile*, *stone shape*, *wall of fire*, *wall of stone*

1/day -- *acid fog*, *earthquake*, *fire storm* (DC 32), *insanity* (DC 32), *wall of force*, *whirlwind* (DC 33)

Abilities Str 58, Dex 13, Con 36, Int 25, Wis 32, Cha 41

SA constrict, elemental seepage, force mastery, improved grab, sculpt flesh, summon black cyst, tremendous blow

SQ anathematic secrecy, force mastery, freedom of movement, nondetection, unholy blessing

Feats Cleave, Combat Expertise, Great Cleave, Improved Sunder, Improved Trip, Power Attack, Quicken Spell-Like Ability (chain lightning)[B], Quicken Spell-Like Ability (cone of cold)[B], Spring Attack[B], Superior Initiative[ELH]

Skills Balance +34, Bluff +38, Concentration +36, Diplomacy +19, Disguise +15 (+17 acting), Hide +28, Intimidate +40, Jump +30, Knowledge (arcana) +30, Knowledge (history) +30, Knowledge (religion) +30, Listen +34, Move Silently +24, Sense Motive +34, Spellcraft +32 (+34 deciphering scrolls), Spot +34, Tumble +34, Use Magic Device +38 (+40 scrolls)

Anathematic Secrecy (Ex) Any divination spell from a divine origin used to ascertain information about Shothragot fails. This ability is always active.

Aura of Madness (Su) At the beginning of each of the essence of Shothragot's turns, all living creatures within 120 feet take 1d6 points of Wisdom drain and are confused for 1 round. A DC 35 Will save negates this effect.

Divine Madness (Su) All extraplanar outsiders with divine ranks that come within 100 miles of Shothragot are affected as if by the *insanity* spell (no save). When rolling to determine actions, any result that would have the afflicted creature attack the caster instead forces the outsider to attack the closest creature and not the elder evil.

Telepathy (Su) The essence of Shothragot can communicate telepathically with any creature that has a language and is within 1,000 feet.

Constrict (Ex) The essence of Shothragot deals 2d6+36 points of damage on a successful grapple check, in addition to damage from its tentacle attack.

Corporeal Instability (Su) A blow from the essence of Shothragot's tentacle attack against a living creature can cause a terrible transformation. The creature must succeed on a DC 33 Fortitude save or become a spongy, amorphous mass. Unless the victim controls the effect (see below), its shape melts, flows, writhes, and boils. The save DC is Constitution-based.

An affected creature is unable to hold or use any item. Clothing, armor, rings, and helmets become useless. Large items worn or carried – armor, backpacks, even shirts – hamper more than help, reducing the victim's Dexterity score by 4. Soft or misshapen feet and legs reduce speed to 10 feet or one-quarter normal, whichever is less. Searing pain courses along the nerves, so strong that the victim cannot act coherently. The victim cannot cast spells or use magic items, and it attacks blindly, unable to distinguish friend from foe (-4 penalty on attack rolls and a 50% miss chance, regardless of the attack roll).

Each round the victim spends in an amorphous state causes 1 point of Wisdom drain from mental shock. If the victim's Wisdom score falls to 0, it becomes a chaos beast (*MM* 33).

A victim can regain its own shape by taking a standard action to attempt a DC 15 Charisma check. A success reestablishes the creature's normal form for 1 minute. On a failure, the victim can still repeat this check each round until successful.

Corporeal instability is not a disease or a curse and so is hard to remove. A *shapechange* or *stoneskin* spell does not cure an afflicted creature but fixes its form for the duration of the spell. A *restoration*, *heal*, or *greater restoration* spell removes the affliction (a separate *restoration* is necessary to restore any drained points of Wisdom).

Elemental Seepage (Ex) Whenever the essence of Shothragot takes 20 or more points of damage from a single hit, it loses a blast of elemental energy dealing 1d6 points of acid damage, 1d6 points of cold damage, 1d6 points of electricity damage, and 1d6 points of fire damage to the creature that attacked it. A successful DC 33 Reflex save halves this damage.

Force Mastery (Ex) An essence of Shothragot is immune to all spells and spell-like effects with the force descriptor. In addition, it may move through any ongoing force effects (such as *wall of force* and *forcecage*) as if they were not there.

Freedom of Movement (Ex) As the *freedom of movement* spell; always active.

Improved Grab (Ex) To use this ability, the essence of Shothragot must hit an opponent of any size with a tentacle attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Nondetection (Ex) As the *nondetection* spell; always active.

Regeneration (Ex) The essence of Shothragot takes lethal damage from epic good- and lawful-aligned attacks and spells and effects with the good or lawful descriptor. All other damage is nonlethal.

Summon Black Cyst (Sp) Automatically summon 1 black cyst; 4/day; caster level 20th. The essence's sign does not affect this ability. This ability is the equivalent of a 9th-level spell.

Tremendous Blow (Ex) As a full-round action, the essence of Shothragot can make a devastating attack with a tentacle against a single opponent. If the attack hits, the target must immediately succeed on a DC 44 Fortitude save or fly straight back a number of 5-foot squares equal to the damage dealt. If the target strikes an object or a creature in its path, it stops, and it and the obstacle struck take 12d6+24 points of damage.

True Seeing (Ex) As the *true seeing* spell, always active.

Unholy Blessing (Ex) The essence of Shothragot adds its Charisma modifier as a deflection bonus to Armor Class and as a resistance bonus on all saving throws (included).

Wounding (Ex) Any living creature damaged by the essence of Shothragot continues to bleed. Each time the essence strikes an opponent with its bite attacks, that creature takes 1 point of Constitution damage in addition to any normal damage taken. If the essence strikes an opponent but does not deal damage, the opponent does not take this Constitution damage. Creatures immune to critical hits (such as plants and constructs) are immune to the Constitution damage dealt by this ability.

Skills The essence of Shothragot gains a +8 racial bonus on Balance, Hide, and Tumble checks.

Description This creature could be the essence of nightmares and madness. Flying towards you is a 66-foot tall mountain of slippery black tar. Bubbling to the surface of its slick epidermis are twisted faces, crying out in agony or cackling with mad glee. Hidden within the mass is a ball of glistening blackness.

11: BONEHART

PANSHAZEK

CR 18

Male human cleric (luz) 3/sorcerer 4/true necromancer 11

NE (*mindblank*, *nondetection*) Medium humanoid (human)

Init +30 (*scroll of moment of prescience*, *combat readiness*); **Senses** *true seeing*; Listen +9, Spot +9

Auras: *antilife shell* 10 ft., *desecrate* 110 ft., *magic circle against good*

Languages Abyssal, Common, Flan, Draconic, Infernal

AC 37, touch 19 (29 vs. incorporeal [*ghost touch armor*]), flat-footed 32; *combat readiness*, *retributive enervation*

(+5 Dex, +10 armor [*magic vestment ghost touch celestial armor*], +6 shield, +4 deflection [*unholy aura*], +2 natural)

hp 115 plus 15 (*false life*) plus 14 (*heroes' feast*) (18 HD); *ring of regeneration*; **DR** 10/adamantine (*stoneskin*)

Miss 50% (*greater invisibility*)

Immune divinations, mind-affecting spells and effects (*mind blank*), fear, poison (*heroes' feast*), positive energy (*life ward*), *fireball*, *magic missile*, *scorching ray*, *searing light*, *lightning bolt* (*spell immunity*), fire (120 points, *protection from energy*), acid (120 points, *protection from energy*), sonic (120 points, *protection from energy*), mind-affecting spells and abilities, poison, sleep, paralysis, stunning, disease, death, critical hits, non-lethal damage, death from massive damage, ability drain, energy drain, fatigue, exhaustion, damage to physical ability scores, and any effect requiring a Fortitude save unless it is harmless or affects objects (*veil of undeath*)

Resist xxx; **SR** 36

Fort +13, **Ref** +14, **Will** +27; *unholy aura*

Speed 30 ft. (6 squares); fly 60 ft. (good); *freedom of movement*, *fly*

Melee +5 *blackstaff* +14/+9 (1d6+5) or

Melee (Touch) touch +10 (*Sickening Grasp*)

Base Atk +9; **Grp** +10

Special Actions rebuke undead 10/day (+9, 2d6+21, 14th)

Combat Gear *amulet of flamestrike energy admixture*, *blackstaff* (+5 after *greater magic weapon*), *candle of invocation*, *metamagic rod of chaining*, *greater metamagic rod of quicken*, *ring of freedom of movement and regeneration*, ~~*scroll of heroics*~~, ~~*scroll of moment of prescience*~~, *shrivelled yellow skull of screaming*, *staff of thunder and lightning*

Sorcerer Spells Known (CL 24th, +4 Necromancy;

Arcane Spell Failure Chance 20%):

7th (4/day)—*control undead* (DC 26)

6th (6/day)—*circle of death* (DC 25), *fleshshiver* (DC 25, SpC)

5th (7/day)—*magic jar* (DC 24), *nightmare* (DC 24), *teleport*

4th (7/day)—*dimension door*, *enervation*, *greater invisibility* †, *stoneskin* †

3rd (8/day)—*fireball* (DC 20), *nondetection* †, *ray of exhaustion*, *vampiric touch*

2nd (8/day)—*flaming sphere*, *command undead* (DC 21), *false life* †, *heroics* †, *spectral hand*

1st (8/day)—*combat readiness* (DotU) †, *detect undead*, *magic missile*, *ray of enfeeblement*, *shield* †

0 (6/day)—*detect magic*, *detect poison*, *disrupt undead*, *ghost sound*, *mending*, *message*, *arcane mark*, *read magic*, *touch of fatigue*

† Already cast

Cleric Spells Prepared (CL 23rd, +4 Necromancy):

8th—*mindblank*^D, *unholy aura*, *veil of undeath* (SpC)

7th—*blasphemy* (DC 28), *energy ebb* (DC 28, LM), *finger of death*^D (DC 28), *retributive enervation* (CM)

6th—~~*antilife shell*~~, *banishment* (DC 25), *greater dispel magic*, *mislead*^D (DC 25), ~~*stone body*~~ (SpC)

5th—*dispel good* (DC 24), *flamestrike* (DC 24), *flamestrike* (DC 24), *plane shift* (DC 24), *slay living*^D (DC 26), ~~*spell resistance*~~, ~~*true seeing*~~

4th—*confusion*^D (DC 23), *life ward* (SpC), *dimensional anchor*, *divination*, *greater magic weapon*, *sending*, *spell immunity*

3rd—*animate dead*^D, *bestow curse* (DC 24), ~~*magic circle against good*~~, ~~*magic vestment*~~, ~~*magic vestment*~~, ~~*protection from energy*~~, ~~*protection from energy*~~, ~~*protection from energy*~~

2nd—*darkness*, *death knell* (DC 23), *ghost touch armor* (LM), *invisibility*^D, *resist energy*, *silence* (DC 21), *silence* (DC 21), *spiritual weapon*,

1st—*bane*, *cause fear* (DC 22), *curse water*, *deathwatch*, *detect good*, *detect law*, *disguise self*^D, *hide from undead* (DC 22), *shield of faith*

0—*create water*, *guidance*, *light*, *purify food and drink*, *resistance*, *virtue*

^D Domain spell. Deity: luz. Domains: Death (14d6 death touch 1/day), Trickery (bluff, disguise, hide as cleric class skills).

CL Caster Levels include *death knell*, *strand of prayer beads*, and *orange prism ioun stone*

Spell-like Abilities (CL 21st)

2/day—*create greater undead*, *create undead*

1/day—**empowered** *horrid wilting* (DC 25), ~~*fly*~~ (*celestial armor*)

Abilities Str 13, Dex 21, Con 17, Int 12, Wis 29, Cha 25

Feats Practiced Spellcaster (Cleric), Practiced Spellcaster (Sorcerer), Sickening Grasp (CM), Spell Focus (Necromancy), Greater Spell Focus (Necromancy), Tomb-Tainted Soul (LM), Empower Spell-Like Ability (*horrid wilting*), Improved Initiative (*heroics*)

Skills Bluff+27, Concentration +24, Diplomacy +9, Disguise +7 (+9 in character), Intimidate +9, Knowledge (arcana) +15, Knowledge (religion) +15, Spellcraft +15

Possessions Combat gear plus spell component pouch (2), bone holy symbol (luz) (2), *amulet of natural armor* +2 and *wisdom* +6, *ghost touch celestial armor* (*ghost touch armor*), *gloves, of dexterity* +4, *cloak of charisma* +6, *masterwork buckler* (+5 after *magic vestment*), orange *prism ioun stone*, *strand of prayer beads*, spell component pouches (2)

Create Greater Undead (Sp) On reaching 8th level, a true necromancer can cast *create greater undead* (see page 215 of the *Player's Handbook*) once per day, as the spell. She can use this ability one additional time per day at 11th level and higher. She must still supply the requisite material components. The true necromancer's caster level equals her character level plus the bonus from her necromantic prowess ability.

Create Undead (Sp) On attaining 2nd level, a true necromancer can cast *create undead* once per day, as the spell of the same name. She can use this ability one additional time per day at 5th level and higher. She must still supply the requisite material components. The true necromancer's caster level equals her character level plus the bonus from her necromantic prowess ability, once it is gained.

Horrid Wilting (Sp) At 10th level and higher, a true necromancer can use *horrid wilting* once per day, with a caster level equal to her character level plus her bonus from the necromantic prowess ability.

Major Desecration (Su) At 7th level, a true necromancer extends her authority over undead. The supernatural aura of negative energy surrounding her (see Zone of Desecration, above) now extends to a radius of 10 feet per true necromancer class level.

Necromantic Prowess (Ex) At 3rd level, a true necromancer gains unsurpassed power over death. When she rebukes undead, casts a necromancy spell, or uses a spell-like ability that mimics a necromancy spell, her effective caster level increases. The bonus is +1 at 3rd level, +2 at 6th level, +3 at 9th level, and +4 at 12th level and higher.

Rebuke Undead (Su) True necromancer class levels stack with levels of all other classes that grant the ability to rebuke undead for the purpose of determining the character's effective cleric level for rebuking. See Turn or Rebuke Undead, page 159 of the *Player's Handbook*. For example, a 5th-level cleric/3rd-level sorcerer/2nd-level true necromancer rebukes undead as a 7th-level cleric. The bonus from her necromantic prowess ability, once it is gained, also applies.

Zone of Desecration (Su) at 4th level, a true necromancer begins to exert her authority over undead. This aura is identical to the effects of the *desecrate* spell (see page 218 of the *Player's Handbook*) except that it affects only allied undead.

ARCHMAGE NULL**CR 22**

Male human wizard 7/lorekeeper 10/archmage 4
NE (*mind blank*) Medium humanoid (human)

Init +35 (*combat readiness, heroics, moment of prescience*); **Senses** *greater arcane sight, true seeing*; Listen +4, Spot +4

Aura 15 ft. radius barrier against incorporeal creatures and creatures with the force descriptor (*forceward*), *repelling shield*

Languages Abyssal, Common, Draconic, Elven, Drow Sign Language, Druidic, Flan

AC 34, touch 22, flat-footed 29; *karmic retribution* (+4 Dex, +8 armor, +4 shield, +4 deflection, +3 insight, +1 Dodge); *combat readiness*

Miss Chance *greater mirror image* (8 images +1/round, max 8), 50% (*superior invisibility*)

hp 168 (plus 16 temporary [false life] plus 15 temporary [*heroes feast*, CL 30]) (21 HD); **DR** 10/adamantine (*stone body*)

Immune 4 non-save spells cast at him (*wish*), 5 ranged attacks of his choice (*peripety*), acid, cold, electricity, fire, sonic, (*energy immunity* x5), ability score damage, blindness, critical hits, deafness, disease, drowning, poison, stunning, and all spells that affect physiology or respiration (*stone body*), divinations (*mind blank*), force effects (*forceward*), *magic missiles* (*brooch of shielding, forceward, shield*), mind-affecting spells and effects, poison (*heroes' feast*, CL 30), ranged touch attacks (*ray deflection*), immune to metal (*ironguard*)

Resist n/a; **SR** 35 (*greater spell resistance*)

Fort +18, **Ref** +17, **Will** +27

Speed 15 ft. (3 squares); fly 40 ft. (*fly*); *dimension door* self 30 ft. (*dimensional jumper*); base movement 30 ft. (*stone body*)

Melee +5 *dagger* +15/+10 (1d4+9/19-20)

Ranged +5 *dagger* +15 (1d4+9/19-20)

Ranged Touch spell +14 (varies)

Base Atk +10; **Grp** +14

Atk Options High Arcana (Arcane Reach, Mastery of Elements, Mastery of Shaping)

Special Actions roll twice (*insight of good fortune*), *instant refuge teleport* if incapacitated

Combat Gear *belt of battle, boneward, brooch of shielding* (*infinite charges*) and *mirror image* (3/day, *immediate action*), *dagger* +5 (*greater magic weapon*), *greater metamagic rod of chaining, greater metamagic rod of extend, metamagic rod of quicken, orange prism ioun stone, ring of arcane might, ring of nine lives, runestaff of frost, spada, talisman of stonewood* 3/Day (*immediate action*, body slot None)

Wizard Spells Prepared (CL 28th; 30th vs. SR, dispelling and counterspelling; *death knell, strand of prayer beads, spellcaster's bane*):

Epic Spells—~~*greater spell resistance, peripety*~~

9th—*detonate* (DC 32, PH2), *instant refuge* (SpC), *reaving dispel, time stop, wish*

8th—*avascular mass* (DC 31, SpC), ~~*mind blank, moment of prescience, superior invisibility*~~ (SpC), ~~*quickened ray deflection*~~ (SpC)

7th—~~*greater arcane sight, greater teleport, necrotic curse*~~ (CM), ~~*ironguard*~~ (SpC), ~~*quickened sonic fireball*~~ (DC 25)

6th—*fleshshiver* (DC 29, SpC), ~~*karmic retribution*~~ (DC 28, CM), ~~*quickened snake's swiftness*~~ (SpC), ~~*steal summoning*~~ (CM), ~~*stone body*~~ (SpC)

5th—~~*death throes*~~ (SpC), ~~*silent dimension door, dimension jumper*~~ (CM), ~~*quickened ray of clumsiness*~~ (SpC), ~~*swift etherealness*~~ (PH2)

4th—*celerity* (PH2), *condemnation* (DC 26, PH2), ~~*Evard's black tentacles, forceward*~~ (SpC), ~~*lesser globe of invulnerability, greater mirror image*~~ (PH2), ~~*scramble portal*~~ (SpC)

3rd—~~*analyze portal*~~ (SpC), ~~*fireball*~~ (DC 25), ~~*fly, lightning bolt*~~ (DC 25), ~~*repelling shield*~~ (CM), ~~*spellcaster's bane*~~ (CM), ~~*scattering trap*~~ (DC 25, PH2)

2nd—~~*false life, greater alarm*~~ (SpC), ~~*insight of good fortune*~~ (PH2), ~~*portal alarm*~~ (SpC), ~~*heroics*~~ (SpC), ~~*scorching ray, shatter*~~ (DC 25)

1st—~~*combat readiness, combat readiness, magic missile, protection from good, protection from law, ray of enfeeblement, true strike*~~

0—~~*detect poison, detect magic, read magic, mage hand*~~

Spell-Like Abilities (CL 21st):

3/day—~~*quickened moonbow*~~ (sonic)

1/day—~~*moonbow*~~ (sonic)

Abilities* Str 18, Dex 18, Con 20, Int 34, Wis 19, Cha 5

*All stats except Cha include a +5 inherent bonus from *wishes*

SQ summon familiar, Loremaster secrets (applicable knowledge [Craft Construct], Dodge trick, avoidance, true stamina, inner strength), Lore +22, Greater Lore, True Lore, High Arcana (Arcane Reach, Mastery of Elements, Spell-like Ability [*moonbow* (sonic)], Mastery of Shaping)

Feats Skill Focus (Knowledge [arcana])^B, Spell Focus (evocation), Scribe Scroll^B, Skill Focus (Spellcraft), Craft Magic Arms and Armor^B, Spell Focus (necromancy), Craft Construct^B, Quicken Spell, Craft Wondrous Item, Craft Staff, Quicken Spell-like Ability (*moonbow* [sonic]), Epic Spellcasting*

Skills Appraise +12 (+14 vs. sculptures), Concentration +29, Craft (sculpting) +36, Decipher Script +36, Heal +28, Knowledge (arcana) +36, Knowledge (religion) +36, Knowledge (the planes) +36, Search +24, Spellcraft +38 (+40 to decipher spells on scrolls; can automatically identify spells and the caster level of the spells that he sees being cast [*spellcaster's bane*]), Survival +4, (+6 on other planes, +6 following

tracks, +8 following tracks on other planes), Use Magic Device +21 (+25 vs. scrolls)

Possessions combat gear plus *bracers of armor* +8, *cloak of resistance* +5 and +3 *insight bonus to AC*, *gloves of dexterity* +4, *headband of intellect* +6, *Heward's handy haversack*, *ring of protection* +4, *strand of prayer beads*, three spell component pouches, cold iron holy symbol of luz

Secret: At 1st level and every two levels higher than 1st (3rd, 5th, 7th, and 9th), the loremaster chooses one secret from DMG191. Her level plus Intelligence modifier determines the total number of secrets she can choose. She can't choose the same secret twice.

Lore: At 2nd level, a loremaster gains the ability to know legends or information regarding various topics, just as a bard can with bardic knowledge. The loremaster adds her level and her Intelligence modifier to the lore check, which functions otherwise exactly like a bardic knowledge check.

Bonus Languages: A loremaster can choose any new language at 4th and 8th level.

Greater Lore (Ex): At 6th level, a loremaster gains the ability to understand magic items, as with the *identify* spell.

True Lore (Ex): At 10th level, once per day a loremaster can use her knowledge to gain the effect of a *legend lore* spell or an *analyze dweomer* spell.

High Arcana: An archmage gains the opportunity to select a special ability from among those described below by permanently eliminating one existing spell slot (she cannot eliminate a spell slot of higher level than the highest-level spell she can cast). Each special ability has a minimum required spell slot level, as specified in its description. An archmage may choose to eliminate a spell slot of a higher level than that required to gain a type of high arcana.

Arcane Reach (Su): The archmage can use spells with a range of touch on a target up to 30 feet away. The archmage must make a ranged touch attack. Arcane reach can be selected a second time as a special ability, in which case the range increases to 60 feet. This ability costs one 7th-level spell slot.

Mastery of Elements: The archmage can alter an arcane spell when cast so that it utilizes a different element from the one it normally uses. This ability can only alter a spell with the acid, cold, fire, electricity, or sonic descriptor. The spell's casting time is unaffected. The caster decides whether to alter the spell's energy type and chooses the new energy type when he begins casting. This ability costs one 8th-level spell slot.

Mastery of Shaping: The archmage can alter area and effect spells that use one of the following shapes: burst, cone, cylinder, emanation, or spread. The alteration consists of creating spaces within the spell's area or effect that are not subject to the spell. The minimum dimension for these spaces is a 5-foot cube. Furthermore, any shapeable spells have a minimum dimension of 5 feet instead of 10 feet. This ability costs one 6th-level spell slot.

Spell-Like Ability: An archmage who selects this type of high arcana can use one of her arcane spell slots (other than a slot expended to learn this or any other type of high arcana) to permanently prepare one of her arcane spells as a spell-like ability that can be used twice per day. The archmage does not use any components when casting the spell, although a spell that costs XP to cast still does so and a spell with a costly material component instead costs her 10 times that amount in XP. This ability costs one 5th-level spell slot.

The spell-like ability normally uses a spell slot of the spell's level, although the archmage can choose to make a spell modified by a metamagic feat into a spell-like ability at the appropriate spell level.

The archmage may use an available higher-level spell slot in order to use the spell-like ability more often. Using a slot three levels higher than the chosen spell allows her to use the spell-like ability four times per day, and a slot six levels higher lets her use it six times per day.

If spell-like ability is selected more than one time as a high arcana choice, this ability can apply to the same spell chosen the first time (increasing the number of times per day it can be used) or to a different spell.

JUMPER

CR 22

Male human wizard 10/fatespinner 3/wild mage 8
CE Medium humanoid (human)

Init +42 [*combat readiness, heroics, moment of prescience*]; **Senses** Listen +15, Spot +15

Languages Common, Abyssal, Draconic, Infernal, Undercommon

AC 23, touch 19, flat-footed 18; *combat readiness* (+4 Dex, +4 armor, +4 shield, +1 dodge)

Miss Chance 50% [*displacement*]

hp 220 (plus 30 temporary) (21 HD); **DR** 10/adamantine

Immune ability damage, blindness, critical hits, deafness, disease, drowning, poison, stunning, metal, ranged touch attacks, rays [*ironguard, ray deflection, stone body*]

Resist fire 20; **SR** 41

Fort +23, **Ref** +25, **Will** +25

Speed 30 ft. (6 squares), fly 70 ft.

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

Base Atk +10; **Grp** +13

Atk Options

Special Actions spin destiny, spin fate

Combat Gear *amulet of health +6 and fortune prevailing, bag of tricks, Boccob's blessed book (3), strand of prayer beads, belt of battle, dispelling cord, flying carpet 5x10, gloves of dexterity +6, headband of intellect +6, laughing skull of luz, luckstone, metamagic rod of greater chaining, metamagic rod of quicken, orange ioun stone, pale blue ioun stone, Jumper's lurid purple boots of indiscriminate jaunting, ring of arcane might (worn), ring of enduring arcana (worn), ring of freedom of movement, ring of greater counterspells, rod of wonder, scroll of disintegrate (3), scroll of greater planeshift (2)*

Wizard Spells Prepared (CL varies*):

11th—~~heightened maw of chaos^{ts}, heightened reality maelstrom^{ts}, heightened trap the soul, quickened radiant assault, quickened stun ray~~

10th—~~heightened imprisonment, heightened sonic meteor swarm (2), heightened prismatic deluge, heightened transmute rock to lava^{ts}, quickened shadowy grappler~~

9th—~~effulgent epuration^{ts}, heightened solipsism, magic miasma^{ts}, reaving dispel, timestop^{rnd1}, wish~~

8th—~~chain dispel^{rnd1}, maze, mind blank, moment of prescience, protection from spells, screen^{ts}, superior invisibility~~

7th—~~forcecage (2)^{ts}, greater arcane sight, ironguard, limited wish, spell turning, solipsism~~

6th—~~greater anticipate teleportation, greater dispel magic (2), karmic retribution^{ts}, steal summoning, stone body, true seeing~~

5th—~~duelward^{ts}, friend to foe, heart of fire, overland flight, persistent image, greater dimension door, transmute mud to rock (2)~~

4th—~~greater mirror image (2), heart of earth, ray deflection, ray deflection, ruin delver's fortune (2), solid fog~~

3rd—~~alter fortune (3), battlemagic perception, displacement, haste, heart of water (GM), sonorous hum~~

2nd—~~glitterdust, heart of air, heroics (3), mirror image, resist energy (2)~~

1st—~~combat readiness, disguise self, magic missile (2), protection from good, protection from law, ray of enfeeblement, shield, true strike~~

0—~~detect poison, detect magic, read magic, mage hand~~

^{ts} Spell cast during the *time stop*

^{rnd1} Spell cast during the first round of combat

CL Jumper's caster level varies due to his Wild Magic class feature. For purposes of pre-cast spells, assume his caster level is 29th (effectively 33rd against counterspell and dispel attempts)

DCs The DCs of all of Jumper's spells are 22+Spell Level (with the exception of *trap the soul* and *imprisonment* which may be higher – see spell descriptions for more details)

Abilities Str 17, Dex 19, Con 25, Int 34, Wis 17, Cha 13
SQ chaotic mind, random deflector 3/day, wild magic, student of chaos

Feats Arcane Disciple (chaos), Arcane Mastery, Elven Spell Lore, Epic Spellcasting, Magical Aptitude, Practiced Spellcaster (wizard), Quicken Spell, Scribe Scroll, Sudden Empower, Sudden Extend, Sudden Maximize, Heighten Spell

Skills Concentration +31, Listen +15, Knowledge (all) +36, Profession (gambler) +8, Spot +15, Tumble +16, Use Magic Device +5

Possessions combat gear

Spellbook spells prepared plus all spells in the PHB

Chaotic Mind (Su) When a wild mage reaches 6th level, the power of chaos infuses her mind. She gains immunity to *confusion* and *insanity* spells and effects, and she is shielded by a continuous *nondetection* effect (as the spell).

Fickle Finger of Fate (Ex) On reaching 2nd level, a fatespinner gains the ability to affect the luck of others. Once per day as an immediate action, he can force any other creature—friend or enemy—to reroll a roll that it has just made. A fatespinner must have line of sight to the creature to be affected. That creature must abide by the result of the reroll, whether it's higher or lower than the original roll.

Random Deflector (Su) At 2nd level and higher, a wild mage has the ability to protect herself from certain attacks with this ability. Using this ability is an immediate action, which means that a wild mage activates it when it is not her turn. When activated, the random deflector lasts until the beginning of the wild mage's next turn. The random deflector redirects ranged attacks, ranged touch attacks, and individually targeted spells (spells designating the wild mage as the sole target, but not area spells striking an area in which she happens to be the sole target) so that they instead attack or affect a random target within 20 feet of the wild mage. A wild mage includes herself and her allies among the possible new targets. Any creature targeted by a deflected attack is attacked or affected normally, so an attack roll is made normally against the new target's AC, the new target receives a saving throw if a spell or effect allows one, and so

on. A wild mage can use this ability once per day at 2nd level, two times per day at 5th level, and three times per day at 8th level.

Spin Destiny (Ex) Beginning at 3rd level, a fatespinner more clearly comprehends the matrix of reality and can use accumulated spin to adjust other random events. The method is identical to increasing a spell's save DC, but the fatespinner can now add spin to any skill check, attack roll, or saving throw that he attempts on a point-for-point basis. However, the spin utilized comes from the same limited reservoir of karma storage that allows him to adjust the DC of his spells. He must apply the bonus before making the roll.

Spin Fate (Ex) A mage of many fates understands that "chance" is not as random as many believe it to be, and he can adjust the probability of certain events by applying a force that fatespinners refer to as "spin." Each day, a fatespinner can use a number of points of spin equal to his fatespinner class level. As a free action, a fatespinner can use stored spin to boost the save DC of a spell he casts, adding some or all his spin to the DC, on a point-for-point basis. For instance, a 5th-level wizard/3rd-level fatespinner casting fireball could choose to boost the DC of the spell by 1, 2, or 3 points. Once he uses up his spin for the day, his ability to tinker with probability in this fashion is also exhausted for the day. A fatespinner's spin is replenished whenever the character successfully regains his spells for the day (whether through rest, preparation, or prayer).

Student of Chaos (Ex) Whenever a wild mage of 3rd level or higher uses a magic item that offers a randomly determined effect (such as a *bag of tricks* or *rod of wonder*), she can roll twice and choose between the two results. If a random roll is made only once to determine the nature or contents of a device (for example, a *robe of useful items* or an *iron flask*), a wild mage gains no special advantage.

Wild Magic A wild mage casts spells differently from any other arcane spellcaster. She reduces her caster level by 3 for all spells she casts from now on. However, every time she casts a spell, her use of wild magic adds 1d6 to her adjusted caster level. For example, an 8th-level sorcerer/1st-level wild mage has a base caster level of 6th, not 9th, but her actual caster level varies from 7th to 12th for every spell she casts. Caster level affects all level-based variables of a spell, including spell penetration checks.

Description Jumper is a bewildering figure. Standing 6' 4" tall, he is very thin and has an odd mix of Flan copper-colored skin with Suel blond hair and blue eyes. He is handsome in a crooked-smiling, wide-eyed kind of way. Jumper always seems surprised and startled. His attire is equally odd. Jumper likes very loud, clashing colors, preferably pastel yellows, pinks, and sky blue, and his particularly vile purple, magical boots are worthy of special mention. He even wears these with his black robes when attending luz's ceremonies and audiences. Jumper appears to be fearlessly insane. He grins and babbles, skips and

leaps, and laughs out loud to himself. But this is but a ruse, as he is exceptionally intelligent and wise too.

Power-Up Suite: Jumper has all the crossed out spells active; they are already computed in his stat block. Note that while he appears to be flying on his carpet, he is quite capable of flying without it.

Wishes: Jumper has used the wish spell to create a number of effects, listed as follows:

- He has used a series of wish spells to increase each of his attributes by 5.
- He has used a wish spell to create a permanent contingent effect that protects him from antimagic effects – whenever he is within 20 feet of an antimagic field, or an antimagic field spell is cast within 20 feet of him, a teleport spell whisks him away 100 feet straight up.
- He has used *limited wish* to emulate *spell resistance*.
- Lastly, he has used a wish spell to render himself immune to the effects of elementals, such as an air elemental's whirlwind power, or a water elemental's vortex power.

Timestop: Jumper casts a number of spells while in a timestop. All spells are marked by a "ts" superscript. Note that in addition to these spells, he dismisses his heart of water to grant himself a freedom of movement effect. Note that some of the spells he casts in the timestop are swift actions. Amongst the buff spells he casts in the timestop, he also casts a heightened maw of chaos in one section where many PCs are grouped with a magic miasma in the same area to slow movement, and casts heightened reality maelstrom in another section where the remainder of the PCs are grouped, with a heightened transmute rock to lava to slow movement and deal additional damage. These effects will affect the PCs the moment the timestop ends. Additionally, he will trap a number of PCs within forcecage spells to make it even more difficult for them to escape the heightened maw of chaos. Additionally, he will use his last round of the timestop to ready one of his more powerful spells to cast as soon as the timestop ends.

ARCOBALENO**CR 17**

* demundead nalfeshnee

CE Huge Undead (augmented [outsider], chaotic, evil, extraplanar, tanar'ri)

Init +8; **Senses** darkvision 60 ft., *true seeing*; Listen +33, Spot +33

Aura *unholy aura* (if a good attacker succeeds on a melee attack against him, the offending attacker takes 1d6 points of temporary Strength damage; Fort DC 22 negates)

Languages Abyssal, Common, Flan, Infernal, Undercommon; telepathy 100 ft.

AC 40, touch 12, flat-footed 36

(-2 size, +4 Dex, +23 natural, +5 armor, +4 deflection [*unholy aura*])

hp 152 (16 HD); **DR** 10/good

Immune ability damage (physical only), ability drain, critical hits, death effects, disease, electricity, energy drain, massive damage, mind-affecting, nonlethal, paralysis, poison, sleep, stunning

Resist acid 10, cold 10, fire 20, sonic 20; **SR** 28; Turn Resistance +8

Fort +10, **Ref** +14, **Will** +16

Speed 30 ft. (6 squares), fly 70 ft. (good)

Melee Bite +26 (2d8+11 plus 2d6 sonic fire) and 2 claws +25 (1d8+6 plus 2d6 sonic fire)

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

Base Atk +16; **Grp** +35

Atk Options breath weapon, spell-like abilities, *summon tanar'ri*

Spell-Like Abilities (CL 14th):

At will—*burning hands* (DC 15), *call lightning* (DC 17), *feeblemind*, *fireball* (DC 17), *flamestrike* (DC 19), *greater dispel magic*, *slow* (DC 17), *greater teleport* (self plus 50 pounds of objects only), *unholy aura* (DC 22).

1/day—*firestorm* (DC 22)

The save DCs are Charisma-based.

Abilities Str 33, Dex 18, Con -, Int 22, Wis 22, Cha 18

SQ dismissive turning, explosive death, outsider traits, sonic fire, tanar'ri traits, true seeing, turn resistance, undead traits

Feats Cleave, Improved Bull Rush, Improved Turn Resistance, Multiattack, Power Attack, Weapon Focus (Bite)

Skills Bluff +23, Concentration +23, Diplomacy +27, Disguise +4 (+6 acting), Hide +9, Intimidate +23, Knowledge (arcana) +25, Listen +33, Move Silently +19, Search +25, Sense Motive +25, Spellcraft +27 (+29 scrolls), Spot +33, Survival +6 (+8 following tracks), Use Magic Device +23 (+25 scrolls)

Possessions *bracers of armor* +5, *amulet of natural armor* +3, *belt of giant strength* +4

Breath Weapon (Su) A demundead gains a breath weapon that can be used every 1d4 rounds. This is a 30-foot cone that deals 16d6 damage (Reflex DC 22 half). This breath weapon does not affect worshippers of luz.

Dismissive Turning (Ex) When a demundead is destroyed by a turning attempt on any plane other than the Abyss, it instead is banished to the Abyss. Demundead destroyed by a turning attempt in the Abyss are affected normally.

Explosive Death (Ex) When killed, a demundead explodes in a concussive blast of fire in a 100-foot radius spread that deals 16d6 points of damage (Reflex DC 22 half). Half of this damage is fire and half is sonic. This explosion does not affect worshippers of luz.

Skills (Ex) Nalfeshnees have a +8 racial bonus on Listen and Spot checks. A demundead has a -4 penalty to Hide and Move Silently checks.

Smite (Su) Three times per day a nalfeshnee can create a nimbus of unholy light. When the demon triggers the ability, rainbow-colored beams play around its body. One round later they burst in a 60-foot radius. Any creature within this area must succeed on a DC 22 Will save or be dazed for 1d10 rounds as visions of its worst fears hound it. The creature receives its full Dexterity and shield bonuses to AC if attacked but can take no actions. Other demons are immune to this effect. The save DC is Charisma-based.

Sonic Fire (Ex) Any fire-based attacks of a demundead are changed to half fire damage and half sonic damage. Any attacks that are already half fire damage have the other half replaced with sonic damage; for example, a *flamestrike* from a demundead does sonic damage, rather than divine damage.

Summon Tanar'ri (Sp) Twice per day, a nalfeshnee can attempt to summon 1d4 vrocks, 1d4 hezrous, or one glabrezu with a 50% chance of success, or another nalfeshnee with a 20% chance of success. This ability is the equivalent of a 5th level spell.

True Seeing (Su) Nalfeshnee have a continuous true seeing ability as the spell (CL 16th).

Turn Resistance (Ex) A demundead gains +4 Turn Resistance.

Description This rotting creature is a grotesque blending of an ape and a corpulent boar. It stands on its hind legs, rising to more than three times the height of a human. It has a pair of blackened, feathered wings that seem ridiculously small compared to the rest of its body.

Demundead Lore: Characters who did not attempt to learn about demundead earlier and have ranks in Knowledge (local: luz) can learn more about demundead; a Knowledge (religion) check can be made with a -5 penalty to the roll. When a character makes a successful skill check, the following lore is revealed, including the information from lower DCs.

DC	Result
25	Demundead are the pinnacle of research of one of luz's Greater Boneheart, the Archmage Null. Through decades of research, he has discovered how to twist a demon into an undead version of the fiend. Demundead are filled with both sonic and fire energy, which powers their abilities. The process gives wings to demons that lack them and improves their natural resistance to magic.
30	Demundead gain a breath weapon and powerful spell-like abilities, all dealing sonic and fire damage. Their energy is also released when they strike a creature in melee.
35	The most recent versions of demundead explode in a large burst of flame and sound when they are destroyed.

APPENDIX 2: NEW RULES ITEMS

FEATS

Corpsecrifter [General]

Undead you raise or create are tougher than normal.

Benefit: Each undead you raise or create with any necromancy spell gains a +4 enhancement bonus to Strength and +2 hit points per Hit Die.

Source: *Libris Mortis* 25

Danger Sense

You are one twitchy individual

Prerequisite: Improved Initiative

Benefit: Once per day, you can reroll an initiative check you have just made. You use the better of your two rolls. You must decide to reroll before the round starts.

Source: *Complete Adventurer* 106

Epic Spellcasting [Epic]

You can create and cast spells that transcend the most powerful existing spells.

Prerequisite: Spellcraft 24 ranks, Knowledge (arcana) 24 ranks, ability to cast 9th-level arcane spells.

OR

Spellcraft 24 ranks, Knowledge (religion) 24 ranks, ability to cast 9th-level divine spells.

OR

Spellcraft 24 ranks, Knowledge (nature) 24 ranks, ability to cast 9th-level divine spells.

Benefit: You may develop and cast epic spells. If you are an arcane spellcaster, you may cast a number of epic spells per day equal to your ranks in Knowledge (arcana) divided by 10. If you are a divine spellcaster, you may cast a number of epic spells per day equal to your ranks in Knowledge (religion) or Knowledge (nature) divided by 10.

Special: If you meet more than one set of prerequisites, the limit on the number of spells you may cast per day is cumulative. For example, if you are a wizard/cleric, you may cast a number of arcane epic spells per day equal to your number of ranks in Knowledge (arcana), divided by ten, and a number of divine epic spells per day equal to your number of ranks in Knowledge (religion) or Knowledge (nature), divided by ten.

Source: *Epic Level Handbook* 55

Hear the Unseen

Your sense of hearing is so acute that you can partially pinpoint an opponent's location by sound, allowing you to strike even if the opponent is concealed or displaced.

Prerequisites: Listen 5 ranks, Blind-Fight.

Benefit: As a move action that does not provoke attacks of opportunity, you can attempt a DC 25 Listen check. If successful, you can pinpoint the location of all foes within 30 feet, as long as you have line of effect to them. This benefit does not eliminate the normal miss

chance for fighting foes with concealment, but it ensures that you can target the correct square with your attacks.

If you are deafened or within an area of silence, you can't use this feat. If an invisible or hidden opponent is attempting to move silently, your Listen check is opposed by your opponent's Move Silently check, but your opponent gains a +15 bonus on this check. This feat does not work against perfectly silent opponents, such as incorporeal creatures.

Source: *Complete Adventurer* 110

Improved Combat Expertise

You have mastered the art of defense in combat.

Prerequisites: Int 13, Combat Expertise, base attack bonus +6.

Benefit: When you use the Combat Expertise feat to improve your Armor Class, the number you subtract from your attack roll and add to your AC can be any number that does not exceed your base attack bonus.

Normal: With Combat Expertise, the number can be no greater than +5.

Special: A fighter may select Improved Combat Expertise as one of his fighter bonus feats.

Source: *Complete Warrior* 100

Rend

You can rend opponents you hit with your claws.

Prerequisites: Two claw attacks, Str 13, Power Attack, Snatch, size Huge or larger.

Benefit: If you strike the same opponent with two claw attacks, you automatically deal extra damage equal to that of two claw attacks plus 1-1/2 times your Strength bonus. You cannot grab an opponent at the same time you rend that opponent.

Source: *Draconomicon* 73

MAGIC ITEMS

Dispelling

Price: +1 bonus

Caster Level: 5th

Aura: Faint; (DC 17) abjuration

Activation: Free (command)

When you strike a creature or object with a dispelling weapon, you can activate it to target that creature or object with a targeted *dispel magic* effect (as the spell).

A dispelling weapon functions three times per day.

Prerequisites: Craft Magic Arms and Armor, *dispel magic*.

Cost to Create: Varies.

Source: MIC 33.

Dispelling, Greater [Synergy]

Price: +1 bonus

Caster Level: 15th

Aura: Strong; (DC 22) abjuration

Synergy Prerequisite: Dispelling

This weapon functions as a dispelling weapon (see above), except that when you activate it, the creature or object struck is affected by a targeted *greater dispel magic* effect (as the spell).

A greater dispelling weapon functions three times per day.

Prerequisites: Craft Magic Arms and Armor, *greater dispel magic*.

Cost to Create: Varies.

Source: MIC 33.

Wounding, Greater

Price: +4 bonus

Property: Melee weapon

Caster Level: 15th

Aura: Strong; (DC 22) evocation

Activation: —

A greater wounding weapon deals 2 points of Constitution damage from blood loss when it hits a creature. A critical hit does not multiply the Constitution damage. Creatures immune to critical hits (such as plants and constructs) are immune to the Constitution damage dealt by this weapon.

Prerequisites: Craft Magic Arms and Armor, *Mordenkainen's sword*.

Cost to Create: Varies.

Source: MM2 3.5 Update.

SPELLS

Alarm, Greater

Abjuration

Level: Bard 2, sorcerer/wizard 2

Components: V, S, F

Duration: 4 hours/level (D)

Uttering a low chant, you ring a crystal bell with the drumming of your fingernails, bringing into being an invisible warded area.

This spell functions like *alarm* (PH 197), and in addition the spell works on creatures traveling through the area on coterminous or coexistent planes (DMG 150), such as the Ethereal Plane and the Plane of Shadow.

Focus: A bell made of carved crystal, worth at least 100 gp.

Source: *Spell Compendium* 8

Alter Fortune

Divination

Level: Bard 3, cleric 3, druid 3, sorcerer/wizard 3

Components: V, X

Casting Time: 1 immediate action

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

Target: One creature

Duration: Instantaneous

Saving Throw: None

Spell Resistance: No

With a single utterance, you create a momentary distortion that engulfs and confounds your foe.

You change the flow of chance, causing the subject to immediately reroll any die roll it just made. It must abide by the second roll.

XP Cost: 200 XP.

Source: *Player's Handbook* II 101

Anticipate Teleportation

Abjuration

Level: Sorcerer/wizard 3

Components: V, S, F

Casting Time: 10 minutes

Range: One willing creature touched

Area: 5-ft./level radius emanation from touched creature

Duration: 24 hours

Saving Throw: None

Spell Resistance: No

The arcane words that activate this spell linger in the air for a moment. As they fade from your hearing, you become more aware of both your surroundings and the possibility of intrusion.

The subject of the spell is surrounded with an invisible aura that anticipates and delays the teleportation of any creature into the spell's area. Any teleportation spell or effect (including all spells with the teleportation descriptor) can be anticipated, making the spell's recipient instantly aware of the exact location where the teleporting creature will arrive (subject to the restrictions below), the creature's size, and how many other creatures (and their sizes) are arriving with the teleporting creature. The spell also delays the arrival of the teleporting creature by 1 round (so that it arrives on its initiative count immediately before its next turn), generally giving the recipient of the spell and anyone else made aware of the information 1 round to act or ready actions. The teleporting creature does not perceive this delay.

Since a teleporting creature doesn't necessarily arrive at the precise location it intends, the spell also functions against a creature that arrives in range even though its intended destination was elsewhere. For a creature that intends to teleport into range but inadvertently arrives outside the spell's area, the spell gives the recipient awareness that a creature has attempted to teleport into range and delays the creature as normal, but doesn't give any awareness as to the actual location of its imminent arrival.

The spell has no effect on creatures attempting to teleport away from the spell's area, although if their destination is within the area, the spell will affect their reentry as normal.

Focus: A tiny hourglass of platinum and crystal costing at least 500 gp, which must be carried or worn by the spell's recipient while the spell is in effect.

Source: *Spell Compendium* 13

Anticipate Teleportation, Greater

Abjuration

Level: Sorcerer/wizard 6

This spell functions like *anticipate teleportation*, except that *greater anticipate teleportation* identifies the type of the

arriving creature (and any companions accompanying it) and creates a delay of 3 rounds, providing the recipient with even more warning and preparation time.

Focus: A tiny hourglass of platinum and crystal filled with diamond dust, costing at least 1,000 gp. The hourglass must be carried or worn by the spell's recipient while the spell is in effect.

Source: *Spell Compendium* 13

Avascular Mass

Necromancy [Death, Evil]

Level: Deathbound 8, sorcerer/wizard 8

Components: V, S

Casting Time: 1 standard action

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

Effect: Ray

Duration: See text

Saving Throw: Fortitude partial and Reflex negates; see text

Spell Resistance: Yes

You shoot a black ray of necromantic energy from your outstretched hand, causing your foe to violently purge blood vessels through its skin. The purged blood vessels spread outward, creating a many-layered mass of bloody, adhesive tissue that traps nearby creatures in a gory horror.

You must succeed on a ranged touch attack with the ray to strike a target. If the attack is successful, the subject loses half its hit points (rounded down) and is stunned for 1 round. On a successful Fortitude saving throw, the subject is not stunned. Oozes and plants are not affected by this spell.

The *avascular mass* instantaneously erupts from the subject and must be anchored to at least two opposed points—such as floor and ceiling or opposite walls—or else the mass collapses and has no effect. Creatures caught within a 20-foot-radius *avascular mass* become entangled. The original target of the spell is automatically entangled. Because the *avascular mass* is magically animate and gradually tightens on those it holds, an entangled character who attempts to cast a spell must make a DC 25 Concentration check or lose the spell.

Anyone within 20 feet of the primary target when the spell is cast must make a Reflex save. If this save succeeds, the creature is not stuck in the *avascular mass* and is free to act, though moving might be a problem (see below). If the save fails, the creature is stuck. A stuck creature can break loose by spending 1 round and succeeding on a DC 20 Strength check or a DC 25 Escape Artist check. Once loose (either from making the initial Reflex save or a later Strength check or Escape Artist check), a creature can progress through the writhing blood vessels very slowly. Each round devoted to moving allows the creature to make a new Strength check or Escape Artist check. The creature moves 5 feet for each full 5 points by which the check result exceeds 10.

If you have at least 5 feet of *avascular mass* between you and an opponent, it provides cover. If you have at least 20 feet of *avascular mass* between you, it provides total cover.

The *avascular mass* of entangling tissue persists for 1 round per caster level. When the duration elapses, the blood vessel mass becomes so much limp, decaying tissue.

Source: *Spell Compendium* 19

Battlemagic Perception

Divination

Level: Cleric 3, sorcerer/wizard 3

Components: V, S

Casting Time: 1 standard action

Range: Personal

Target: You

Duration: 10 min./level (D)

You gain a perception of the forces of magic and can sense when magic is being manipulated by a spellcaster. You gain a +5 competence bonus on Spellcraft checks made to identify a spell as it is being cast.

If you have at least 5 ranks in Spellcraft, you are also able to sense the use of any spell or spell-like ability within 100 feet, so long as you have line of effect to the caster. With a Spellcraft check (DC 15 + spell level) you can even ascertain the spell being cast.

This determination happens quickly enough that you can attempt to counter the spell as a free action. Counterspell attempts are otherwise handled normally, and you can counter the spell even if you do not have line of sight to the spellcaster. If you counter a spell in this manner, the *battlemagic perception* spell ends immediately.

Source: *Heroes of Battle* 125

Celerity

Transmutation

Level: Bard 4, sorcerer/wizard 4

This spell works like *lesser celerity*, except that you pull even more time into the present. Then you cast this spell, you can immediately take a standard action, as if you had readied an action. You can even interrupt another creature's turn when you cast this spell. However, after you take the standard action granted by this spell, you are dazed until the end of your turn.

Source: *Player's Handbook* II 105

Celerity, Lesser

Transmutation

Level: Bard 2, sorcerer/wizard 2

Components: V

Casting Time: 1 immediate action

Range: Personal

Target: You

Duration: Instantaneous

You borrow a slice of time from the future, pulling it into the present so that you can act.

Upon casting this spell, you can immediately take a move action. After performing this action, you are dazed until the end of your next turn.

Source: *Player's Handbook* II 105

Chain Dispel

Abjuration

Level: Cleric 8, sorcerer/wizard 8

Components: V, S, M/DF

Casting Time: 1 standard action

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

Target: One or more creatures, no two of which are more than 30 ft. apart.

Duration: Instantaneous

Saving Throw: None

Spell Resistance: No

A coruscating bolt rips through the air, humming with power as it strikes each targeted creature.

Each creature struck by this spell is affected as if by a targeted *dispel magic*, except that you can add your caster level to the dispel check, up to a maximum of 25.

Material Component: A pair of bronze nails, each no less than 6 inches in length.

Source: *Player's Handbook II* 105-106

Combat Readiness

Divination

Level: Assassin 1, bard 1, sorcerer/wizard 1

Components: V

Casting Time: 1 standard action

Range: Touch

Target: Creature touched

Duration: 1 minute/level

Saving Throw: Will negates (harmless)

Spell Resistance: Yes (harmless)

The target's eyes widen, and shine briefly with a white light.

The touched creature gains a +1 insight bonus on initiative checks for every three caster levels you have (minimum +1, maximum +6).

In addition, if the target is flanked, its opponents gain no bonus on attack rolls (but still gain any other benefits derived from flanking, such as extra sneak attack damage).

Source: *Drow of the Underdark* 61

Condemnation

Abjuration

Level: Cleric 5, sorcerer/wizard 4

Components: V

Casting Time: 1 standard action

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

Target: One outsider

Duration: 1 round

Saving Throw: Will negates

Spell Resistance: Yes

You speak words of power, forcing the entity to shrink with horror.

The outsider targeted by this spell must succeed on a Will save or be stunned for 1 round and have its spell resistance reduced by 10.

Source: *Player's Handbook II* 107

Death Throes

Necromancy [Force]

Level: Cleric 5, sorcerer/wizard 5

Components: V, S

Casting Time: 1 standard action

Range: Personal

Target: You

Duration: 1 hour/level or until you are killed

Saving Throw: None

Spell Resistance: No

As the killing blow falls, you smile with grim satisfaction even as the light of life fades, knowing that your enemy will soon be joining you in the afterlife.

If you are killed, your body is instantaneously destroyed in an explosion that deals 1d8 points of damage per caster level to everyone in a 30-foot-radius burst.

This explosion destroys your body, preventing any form of raising or resurrection that requires part of the corpse. A *wish*, *miracle*, or *true resurrection* spell can restore life.

Source: *Spell Compendium* 61

Detonate

Evocation [Death, Fire]

Level: Sorcerer/wizard 9

Components: V, S, M

Casting Time: 1 standard action

Range: Medium (100 ft. + 10 ft./level)

Target: One creature

Duration: Instantaneous

Saving Throw: Fortitude partial; see text

Spell Resistance: Yes

The creature you point at explodes in a massive spray of fire.

If the target fails its saving throw, this spell slays the creature, and the explosion extends out to a 20-foot-radius burst around it. Creatures in this area take 1d6 points of fire damage per caster level (maximum 20d6), though they can attempt Reflex saves for half damage. The exploded creature's remains are scattered and vaporized, leaving nothing but dry ash.

If the target succeeds on its saving throw, it is wracked by a series of small explosions and takes 7d6 points of fire damage. If this damage kills the creature, it explodes as described above.

Detonate has no effect on creatures that have immunity to fire.

Material Component: A tindertwig and a piece of string.

Source: *Player's Handbook II* 109-110

Dimension Door, Greater

Conjuration [Teleportation]

Level: Sorcerer/wizard 5

Range: Touch

Target: You and touched objects or other touched willing creatures

Duration: 1 round/2 levels

Your flesh gives an involuntary shudder as you will yourself elsewhere. You vanish, reappearing some distance away.

This spell functions like *dimension door* (PH 221), except as noted above and that you can transfer the targets once per round, up to a distance of 25 feet + 5 feet per two levels, as a move action that does not provoke attacks of opportunity.

Source: *Spell Compendium* 64

Dimension Jumper

Conjuration (Teleportation)

Level: Bard 5, sorcerer/wizard 5

Components: V

Casting Time: 1 swift action

Range: Personal

Target: You and objects touched

Duration: 1 round/level

You whisk yourself from place to place with a word.

For the duration of this spell, you gain the ability to teleport yourself up to 30 feet once per round as a move action. You can bring along held or carried objects, as long as their weight doesn't exceed your maximum load. You can't transport other creatures except for a familiar.

You must be able to see your destination; if you attempt to teleport into a solid object, the action is wasted but the spell remains in effect. If you don't end your teleport on a solid surface, you fall immediately.

Source: *Complete Mage* 102

Dispelling Breath

Abjuration

Level: Sorcerer/wizard 5

Components: S

Casting Time: 1 swift action

Range: Personal

Target: Your breath weapon

Duration: 1 round

You exhale a cloud of poisonous gas mixed with starlight motes that gravitate toward the spellcasters and summoned monsters within the cloud.

For this spell to function, you must have a breath weapon, either as a supernatural ability or as the result of casting a spell such as *dragon breath*. When you successfully cast this spell, your breath weapon acts as a targeted dispel magic (PH 223).

For each creature or object that fails its saving throw against your breath weapon and that is the subject of one or more spells, you make a dispel check against the highest level spell currently in effect on the object or creature. A dispel check is 1d20 + 1 per caster level (maximum +15) against a DC of 11 + the spell's caster level. If that check fails, you make dispel checks against progressively weaker spells until you dispel one spell or until you fail all your checks. A creature's magic items are not affected, and creatures and objects that rolled successful saving throws against your breath weapon are likewise not affected.

If a creature that is the effect of an ongoing spell (such as a monster summoned by monster summoning),

is in the area and fails its saving throw against your breath weapon, you can also make a dispel check to end the spell that conjured the creature (returning it whence it came).

For each ongoing area or effect spell centered within the area of your breath weapon, you make a dispel check to dispel the spell.

Spells are dispelled prior to the effect of your breath weapon being resolved.

You can choose to automatically succeed on dispel checks against any spell in the area that you have cast.

Source: *Spell Compendium* 67

Duelward

Abjuration

Level: Sorcerer/wizard 5

Components: V, S, M

Casting Time: 1 standard action

Range: Personal

Target: You

Duration: 1 round/level or until discharged (D)

The air around you crackles with magical energy as you finish uttering the last syllables of the spell's formula. You immediately feel as if your link to the arcane somehow has increased, filling you with confidence and a sense of security.

While a *duelward* spell is in effect, counterspelling is an immediate action for you, allowing you to counterspell even when it is not your turn without having previously readied an action. You also gain a +4 competence bonus on Spellcraft checks made to identify spells being cast.

The first time you successfully counterspell while the spell is in effect (whether you counterspell as an immediate action or not), *duelward* is discharged.

Material Component: A miniature silk glove.

Source: *Spell Compendium* 74-75

Effulgent Epuration

Abjuration

Level: Sorcerer/wizard 9

Components: V, S

Casting Time: 1 standard action

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

Effect: One magic-absorbing sphere per caster level

Duration: 1 round/level

Saving Throw: Will negates (harmless)

Spell Resistance: Yes (harmless)

Completing the powerful spell, you bring into being floating spheres of silver, like bubbles of mercury.

When you cast this spell, you bring forth one floating, silvery sphere per caster level, each about the size of your head. These spheres hover around you to provide protection from magical effects. As a standard action, you can shift the spell's effect (and thus all the spheres) to any other creature within range. You can shift the effect once per round.

Each of these spheres can absorb and completely negate any spell or spell-like ability, regardless of level, that directly targets the subject. The spheres do not

automatically absorb all spells; the subject can choose whether or not to let them absorb any given spell cast upon it. (This option allows the creature to benefit from helpful spells.) Area spells and spells that do not actually have a target cannot be absorbed. Once a sphere has absorbed a spell or spell-like ability, it simply fades away. Only spells and spell-like abilities of deific power can overcome the protection provided by *effulgent epuration*.

Source: *Spell Compendium* 78

Epic Mage Armor

Conjuration (Creation) [Force]

Spellcraft DC: 46

Components: V, S

Casting Time: 1 minute

Range: Touch

Target: Creature touched

Duration: 24 hours (D)

Saving Throw: Will negates (harmless)

Spell Resistance: Yes (harmless)

An invisible but tangible field of force surrounds the subject of epic mage armor, providing a +20 armor bonus to Armor Class. Unlike mundane armor, epic mage armor entails no armor check penalty, arcane spell failure chance, or speed reduction. Because epic mage armor is made of force, incorporeal creatures can't bypass it the way they do normal armor.

Source: *Epic Level Handbook* 79

Etherealness, Swift

Transmutation

Level: Beguiler 5, cleric 5, sorcerer/wizard 5

Components: V, S

Casting Time: 1 swift action

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

Target: One willing creature

Duration: 1 round

Saving Throw: Will negates

Spell Resistance: Yes

With a single word and a quick wave of your hand, the creature disappears.

The subject becomes ethereal until the end of its next turn. If, at the end of the spell's duration, the subject creature rematerializes within a solid object or in an occupied space, it is shunted off to the nearest open space and takes 1d6 points of damage per 5 feet so traveled.

Source: *Player's Handbook II* 113

Fleshshiver

Necromancy

Level: Sorcerer/wizard 6

Components: V, S, M

Casting Time: 1 standard action

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

Target: One living creature

Duration: Instantaneous

Saving Throw: Fortitude partial; see text

Spell Resistance: Yes

Breaking the bone in the grip of your fist, you hear the sickening but satisfying crunch of your foe's bones breaking beneath his squeezing flesh.

A creature with Hit Dice less than or equal to your caster level is automatically stunned for 1 round (no saving throw). A creature with Hit Dice greater than your caster level is allowed a saving throw to negate the stunning effect.

In the following round, the target must make a Fortitude save or take 1d6 points of damage per caster level (maximum 15d6) and be nauseated by the pain for 1d4+2 rounds.

Material Component: A bone, which is snapped during the casting of the spell.

Source: *Spell Compendium* 95

Forceward

Abjuration [Force]

Level: Sorcerer/wizard 4

Components: V, S

Casting Time: 1 round

Range: 15 ft.

Effect: 15-ft.-radius sphere centered on you

Duration: 1 minute/level

Saving Throw: Will negates; see text

Spell Resistance: Yes

Waiving your arm about your head to trace the curve of a dome, you call up a hemisphere of force as clear as glass.

You create an unmoving, transparent sphere of force centered on you. The sphere negates force effects and provides an impassable barrier against incorporeal creatures. Spells with the force descriptor do not affect anything within the sphere, and any force spell that overlaps the area, such as *wall of force*, is automatically countered. Incorporeal creatures, or creatures with the force descriptor must make a Will save to enter the area of the sphere.

Forceward does not push a creature out of the way if you move toward an incorporeal creature or force effect, and such creatures are treated as if they automatically succeeded on their saving throws against this spell.

Source: *Spell Compendium* 98

Friend to Foe

Illusion (Phantasm) [Mind-Affecting]

Level: Bard 5, beguiler 5, sorcerer/wizard 5

Components: V, S, M

Casting Time: 1 standard action

Range: Medium (100 ft. + 10 ft./level)

Targets: One living creature/level, none of which are more than 30 ft. apart

Duration: 1 round/level (D); see text

Saving Throw: Will negates

Spell Resistance: Yes

Your enemies transform into what they each hate the most, suddenly turning against each other.

You overlay phantasmal images over your enemies, making them appear to each other as loathsome and despicable, implanting, implanting an urge to kill and

destroy the object of their ire. Orcs might see each other as elves or dwarves, demons might see angels, and so on. All subjects receive a Will save to see through the phantasm. Each individual failing its save turns on the closest ally and attacks until the first time it deals damage, which causes the spell to end for that attacker.

Material Component: A swatch of white silk.

Source: *Player's Handbook II* 114.

Heart of Air

Transmutation [Air]

Level: Druid 2, sorcerer/wizard 2, wu jen 2 (air)

Components: V, S

Casting Time: 1 standard action

Range: Personal

Target: You

Duration: 1 hour/level (D) or until expended

You feel light as a feather, as if the slightest breeze might knock you about.

This spell converts part of your body into elemental air, freeing you somewhat from the bonds of gravity. You gain a +10 enhancement bonus on Jump checks, and if you have a fly speed, that speed gains a +10-foot enhancement bonus.

Furthermore, while this spell is active, you can activate a *feather fall* effect (as the spell) on yourself as an immediate action. This benefit lasts for 1 round per level, at the end of which time the spell's entire effect ends.

If *heart of air* is active on you at the same time as *heart of earth*, *heart of fire*, or *heart of water*, you gain light fortification. If all four of these spells are active on you at the same time, you become immune to extra damage from critical hits and sneak attacks.

Source: *Complete Mage* 78

Heart of Earth

Transmutation [Earth]

Level: Druid 4, sorcerer/wizard 4, wu jen 4 (earth)

Components: V, S

Casting Time: 1 standard action

Range: Personal

Target: You

Duration: 1 hour/level (D) or until expended

You feel your flesh strengthen with the power of stone.

This spell converts part of your body into elemental earth, which toughens you considerably. You gain a +8 bonus on checks to resist a bull rush, overrun, or trip attack. You also gain temporary hit points equal to twice your caster level (up to 30 hp).

Furthermore, while this spell is active, you can activate a *stoneskin* effect (as the spell) on yourself as a swift action. This benefit lasts for 1 round per level (or until the *stoneskin*'s total protection is consumed), at the end of which time the spell's entire effect ends.

If *heart of earth* is active on you at the same time as *heart of air*, *heart of fire*, or *heart of water*, you gain light fortification. If all four of these spells are active on you at the same time, you become immune to extra damage from critical hits and sneak attacks.

Source: *Complete Mage* 106.

Heart of Water

Transmutation [Water]

Level: Druid 3, sorcerer/wizard 3, wu jen 3 (water)

Components: V, S

Casting Time: 1 standard action

Range: Personal

Target: You

Duration: 1 hour/level (D) or until expended

The crashing of waves echoes in your ears.

This spell converts part of your body into elemental water, which makes you better able to navigate aquatic environments and slip through confined spaces. You gain a swim speed equal to your land speed, which grants you certain benefits (including a +8 racial bonus on Swim checks; see MM 311). You also gain the ability to breathe water (as if under the effect of a *water breathing* spell). Finally, you gain a +5 enhancement bonus on Escape Artist checks.

Furthermore, while this spell is active, you can activate a *freedom of movement* effect (as the spell) on yourself as a swift action. This benefit lasts for 1 round per level, at the end of which time the spell's entire effect ends.

If *heart of water* is active on you at the same time as *heart of air*, *heart of earth*, or *heart of fire*, you gain light fortification. If all four of these spells are active on you at the same time, you become immune to extra damage from critical hits and sneak attacks.

Source: *Complete Mage* 107

Heroics

Transmutation

Level: Sorcerer/wizard 2

Components: V, S, M

Casting Time: 1 standard action

Range: Touch

Target: Creature touched

Duration: 10 minutes/level

Saving Throw: None

Spell Resistance: Yes

Your heart swells with martial vigor and you feel like marching off to war. Upon touching your intended subject the desire to do battle wanes, but you see a hint of the lust for glory in the recipient's eyes.

The *heroics* spell temporarily grants the subject a feat from the fighter's bonus feat list. For the duration of the *heroics* spell, the subject can use the feat as if it were one of those the creature had selected. All prerequisites for the feat must be met by the target of this spell.

Material Component: A bit of a weapon or armor that has been used in combat by a fighter of at least 15th level.

Source: *Spell Compendium* 113

Insight of Good Fortune

Divination

Level: Bard 2, cleric 2, sorcerer/wizard 2

Components: V, S, M

Casting Time: 1 standard action
Range: Close (25 ft. + 5 ft./2 levels)
Target: One Creature

Duration: 1 minute/level or until discharged
You toss a small golden die. It rolls toward the creature you choose, then disappears in a tiny golden flash of light.

The subject of the spell becomes unusually lucky. Once during the spell's duration, when he makes an attack roll, skill check, saving throw, or ability check, he rolls twice and takes the better result. He must choose to use this ability before the check is attempted, and the spell expires once the second die is rolled.

Material Component: A gold die (worth 20 gp).
Source: *Player's Handbook II* 115

Instant Refuge

Evocation

Level: Sorcerer/wizard 9
Components: V, S, M, XP
Casting Time: 10 minutes
Range: Personal
Target: You

Duration: Until discharged
You set invisible arcane triggers within your mind and body, allowing you to escape great peril in an instant.

This powerful variant of the contingency spell automatically transfers you and everything you carry or touch (except for other creatures or objects that weigh more than 50 pounds) to a locale you name. When casting *instant refuge*, you must specify the locale and detail up to six specific conditions that trigger the spell. When any of these situations occurs, you are whisked away to the location. The location can be any place you have visited, even on another plane.

Material Component: A concoction made from demon skin and rare herbs worth 250 gp.
XP Cost: 100 XP.
Source: *Spell Compendium* 124

Invisibility, Superior

Illusion (Glamour)

Level: Sorcerer/wizard 8
Components: V, S
Casting Time: 1 standard action
Range: Personal or touch

Target: You or a creature or object weighing no more than 100 lb./level

Duration: 1 minute/level (D)
Saving Throw: Will negates (harmless)
Spell Resistance: No

As you complete the spell, your senses dull somewhat. Upon releasing the spell's energy on your desired subject, your senses clear, although the spell's recipient can no longer be perceived.

This powerful glamor functions like *invisibility* (PH 245), except that it masks image, scent, and sound alike, concealing the subject from all senses except touch. As with *greater invisibility*, this spell doesn't end if the subject attacks. While invisible, the subject exudes no scent and

is undetectable by scent, blindsense, tremorsense, and blindsight.

Superior invisibility renders the recipient immune to detection by *see invisibility*, *faerie fire*, *glitterdust*, *invisibility purge*, and *dust of appearance*, although creatures under the effect of the spell can be detected by *true seeing*. Certain mundane conditions (such as leaving footprints) can also render a subject detectable.

Source: *Spell Compendium* 125

Ironguard

Abjuration

Level: Sorcerer/wizard 7
Components: V, S, F, M

This spell functions like *lesser ironguard*, except that the subject you touch is immune to magic metal as well.

Material Component: A tiny shield of wood, glass, or crystal.

Focus: A small nugget of adamantite worth 100 gp.
Source: *Spell Compendium* 125

Ironguard, Lesser

Abjuration

Level: Sorcerer/wizard 5
Components: V, S, M
Casting Time: 1 standard action
Range: Touch

Target: Creature touched
Duration: 1 round/level
Saving Throw: Will negates (harmless)
Spell Resistance: Yes (harmless)

You watch as your target's skin lightens and takes on a translucent look.

The subject of *lesser ironguard* becomes immune to nonmagical metal. Metal items (including metal weapons) simply pass through you, and you can walk through metal barriers such as iron bars. Magic metal affects you normally, as do spells, spell-like abilities, and supernatural effects. Attacks delivered by metal items (such as poison on a dagger) affect you normally. If the spell expires while metal is inside you, the metal object is shunted out of your body (or you away from the metal, if it is an immovable object such as a set of iron bars). You and the object each take 1d6 points of damage as a result (ignoring the object's hardness for determining damage to it).

Because you pass through metal, you can ignore armor bonuses from nonmagic metal armor on opponents you attack with unarmed attacks.

Material Component: A tiny shield of wood, glass, or crystal.

Source: *Spell Compendium* 125-126

Karmic Aura

Abjuration

Level: Hexblade 1, sorcerer/wizard 1
Components: V

Casting Time: 1 swift action
Range: 20 ft.

Area: 20-ft.-radius emanation, centered on you

Duration: 1 round/level

Saving Throw: Will partial

Spell Resistance: Yes

You feel the currents of fate flow through you, tugging on the strings of chance.

While this spell is in effect, any creature within range that deals damage to you with an attack, spell, or other effect becomes fatigued for 3 rounds. A successful Will save indicates that the attacker is unaffected and immune to the spell's effect until the start of your next turn, but must save again if he damages you after that point. An attacker already fatigued suffers no additional effect from this spell.

Karmic aura, karmic backlash, and karmic retribution interact in an unusual fashion. If you have more than one of these spells active at once, the subject must save against each spell in descending order of spell level. If he fails any of these saves, he is automatically fails any save against any lower-level spell of the set that you have active. (Spell resistance still applies to each effect separately.)

For example, suppose you have all three spells active when a foe strikes you. He first attempts to save against *karmic retribution*. If that save fails, he is treated as if he had failed his saving throws against all three spells. If the first save succeeds, but the save against *karmic backlash* fails, he is treated as if he had failed his saves against both that spell and *karmic aura*. Only if he succeeds on both of the first two saves is he entitled to a save against *karmic aura*.

Source: *Complete Mage* 108-109

Karmic Backlash

Abjuration

Level: Hexblade 2, sorcerer/wizard 3

Your magic influences the flow of fate, doing harm to all who would dare attack you.

This spell functions like *karmic aura*, except that any creature that damages you and fails its Will save becomes exhausted for 2 rounds.

Source: *Complete Mage* 109

Karmic Retribution

Abjuration

Level: Hexblade 4, sorcerer/wizard 6

By manipulating fate itself, you ensure that any who attack you suffer greatly for their insolence.

This spell functions like *karmic aura*, except that any creature that damages you and fails its Will save becomes stunned for 1 round.

Source: *Complete Mage* 109

Mage Armor, Greater

Conjuration (Creation) [Force]

Level: Sorcerer/wizard 3

Components: V, S

An invisible sheen of armor-shaped force surrounds you.

This spell functions like *mage armor* (PH 249), except that it requires no material component and its tangible field of force provides a +6 armor bonus to Armor Class.

Source: *Spell Compendium* 136

Mirror Image, Greater

Illusion (Figment)

Level: Bard 4, beguiler 4, sorcerer/wizard 4

Components: V, S

Casting Time: 1 immediate action

Range: Personal; see text for *mirror image* (PH 254)

Target: You

Duration: 1 minute/level (D)

Several illusory duplicates of you pop into being.

This spell functions like *mirror image*, except that an additional image is created in each round after the first, up to a maximum of eight concurrent images. If all images are destroyed, the spell ends.

This spell also differs from *mirror image* in that you can cast this spell even when it's not your turn.

Source: *Player's Handbook II* 120

Magic Miasma

Abjuration

Level: Sorcerer/wizard 9

Components: V, S, M

Casting Time: 1 standard action

Range: Medium (100 ft. + 10 ft./level)

Area: 30-ft.-radius emanation centered on a point in space

Duration: 1 round/level

Saving Throw: None; see text

Spell Resistance: No

A thick, sparkling cloud of billowing mist rolls into being from the point you indicate.

This potent spell conjures a cloud of mist that functions as a *solid fog* spell (PH 281). In addition, any spells cast within the fog have a -4 penalty to the spellcaster's caster level, and the save DC of any such spell is reduced by 2. Creatures within the fog, or that enter the fog, must succeed on a Will save or suffer the reduction in caster level and DC even after they leave the fog, for the duration of the spell.

Material Component: A small piece of quilted cloth, which must be soaked in water while the spell is cast.

Source: *Spell Compendium* 137

Maw of Chaos

Abjuration [Chaotic]

Level: Sorcerer/wizard 9

Components: V, S, M

Casting Time: 1 standard action

Range: Medium (100 ft. + 10 ft./level)

Area: 15-ft.-radius emanation centered on a point in space

Duration: 1 round/level

Saving Throw: Will partial

Spell Resistance: Yes

At the culmination of casting the spell you open your mouth wide as if to yawn. In imitation, the air cracks and splits,

opening into a yawning area of roiling blue-green energy resembling a great mouth.

All creatures in the area take 1d6 points of damage per caster level in the round when you cast the spell and each round thereafter at the start of your turn. Those damaged must also make a Will saving throw or be dazed for 1 round.

Second, the chaotic energy makes it difficult to concentrate. Any activity that involves concentration (such as casting a spell or using a spell-like ability) requires a Concentration check (DC 25 + spell level) to succeed.

Creatures with the chaotic subtype are unaffected by this spell.

Material Component: A jawbone with teeth.

Source: *Spell Compendium* 140

Moonbow

Evocation [Electricity]

Level: Sorcerer/wizard 5

Components: V, S, M

Casting Time: 1 standard action

Range: Medium (100 ft. + 10 ft./level)

Effect: 1d4 motes of electricity

Duration: Instantaneous or up to 4 rounds; see text

Saving Throw: None

Spell Resistance: Yes

Sparks flit among your fingers as you call electricity from the surrounding air.

This spell conjures three glowing motes of electricity. You direct any number of the motes to fly off and strike targets within the spell's range. Multiple motes can be fired at the same target, or each can be sent against a separate target. You must succeed on a ranged touch attack with a mote to strike a target. Any creature struck by a mote takes 1d6 points of electricity damage per two caster levels (maximum 10d6).

If you do not immediately fire all the motes created by the spell, you can choose to fire as many of the remaining ones as you wish as a standard action during the next round. If a round passes in which you do not fire one of your motes, the spell ends and all remaining motes vanish.

Material Component: A small piece of moonstone.

Source: *Spell Compendium* 144

Necrotic Curse

Necromancy [Evil]

Level: Cleric 7, sorcerer/wizard 7

Components: V, S, M

Casting Time: 1 full round

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

Area: 20-ft.-radius emanation

Duration: 1 hour/level

Saving Throw: None

Spell Resistance: Yes

You feel a wave of cold pass through you as it seeps into the land, the air, and even the souls of those nearby.

You imbue the area with negative energy so powerful it transforms positive energy into its opposite. Anyone in the area who casts a healing spell must succeed on a caster level check (DC 11 + your caster level); if the check fails, the healing spell deals damage to each of its subjects equal to the caster's caster level instead of its normal effect.

Living creatures that rest in this area do not regain hit points or lost ability score points. Undead in the area heal damage at the rate of 1 point per Hit Die every 24 hours.

In addition to the normal means of ending a spell's duration, this effect can be ended by a *remove curse* (or similar spell) cast within its area for that purpose.

Material Component: Grave dust.

Source: *Complete Mage* 111

Orb of Force

Conjuration (Creation) [Force]

Level: Sorcerer/wizard 4

Components: V, S

Casting Time: 1 standard action

Range: Medium (100 ft. + 10 ft./level)

Effect: One orb of force

Duration: Instantaneous

Saving Throw: None

Spell Resistance: No

As you gather the energies of the spell, you feel against your palm a spherical weight that seems almost bonded to your skin. The sphere grows, until with a final precise movement, you release the translucent blue orb, sending it hurtling toward your intended target.

You create a globe of force 3 inches across, which streaks from your palm toward your target. You must succeed on a ranged touch attack to hit the target. The orb deals 1d6 points of damage per caster level (maximum 10d6).

Source: *Spell Compendium* 151

Peripety

Abjuration

Spellcraft DC: 27

Components: V, S

Casting Time: 1 minute

Range: Personal

Target: You

Duration: 12 hours

Ranged attacks targeted against you rebound on the original attacker. Any time during the duration, five attacks are automatically reflected back on the original attacker; you decide which attacks before damage is rolled. The reflected attack rebounds on the attacker using the same attack roll. Once five attacks are so reflected, the spell ends.

Source: *Epic Level Handbook* 84

Portal Alarm

Abjuration

Level: Bard 2, sorcerer/wizard 2

Components: V, S, M
Casting Time: 1 standard action
Range: Close (25 ft. + 5 ft./2 levels)
Target: One interplanar gate or portal
Duration: 2 hours/level (D)
Saving Throw: None
Spell Resistance: No

You cast a tiny bell at the portal, and it rings as you finish the last gesture of the spell. With the completion of the spell, the bell vanishes in midair, but it continues to ring for a few moments more.

Portal alarm sounds a mental or audible alarm each time a creature of Tiny or larger size passes through the magic gate or portal the spell is cast upon. You decide at the time of casting whether the portal alarm will be mental or audible.

Mental Alarm: A mental alarm alerts you (and only you) as long as you remain within 1 mile of the warded area and on the same plane. You notice a mental tremor that would awaken you from a normal sleep but does not otherwise disturb concentration (it would not interfere with spellcasting). A *silence* spell has no effect on a mental alarm.

Audible Alarm: An audible portal alarm produces the sound of a hand bell, buzzer, or other similar repeating sound that can be heard clearly up to 60 feet away, and it pierces closed doors and extends onto other planes. The ringing can be heard faintly up to 180 feet away and lasts for 1 round. Creatures within the area of a *silence* spell cannot hear the ringing, and if the portal itself is within the area of a *silence* spell, no alarm is sounded.

Ethereal and astral creatures trigger a portal alarm if they pass through the portal.

You can set a portal alarm with a password, determined at the time of the casting, and this password can be discerned with the *analyze portal* spell. Those speaking the password before passing through the portal do not set off the alarm.

Material Component: A tiny bell.
Source: *Spell Compendium* 160

Radiant Assault

Evocation [Light]
Level: Cleric 7, sorcerer/wizard 7
Components: V, S, F
Casting Time: 1 standard action
Range: Long (400 ft. + 40 ft./level)
Area: 20-ft.-radius burst
Duration: Instantaneous
Saving Throw: Will partial
Spell Resistance: Yes

With outstretched hand, you gesture toward the area where the spell will come into effect. An instant later a blast of multicolored light fills that area.

This spell releases energy in the form of a multitude of rainbow-colored beams that erupt in every direction within the area designated by you. This kaleidoscopic burst of energy deals 1d6 points of damage per caster level (maximum 15d6), and all creatures within the burst

are dazed for 1d6 rounds. Those that succeed on a Will save take only half normal damage and are dazed for 1d6 rounds instead.

Sightless creatures are unaffected by this spell.

Focus: An eye from any outsider that has 4 or more Hit Dice.

Source: *Spell Compendium* 164

Ray of Clumsiness

Transmutation
Level: Sorcerer/wizard 1
Components: V, S
Casting Time: 1 standard action
Range: Close (25 ft. + 5 ft./2 levels)
Effect: Ray
Duration: 1 minute/level
Saving Throw: None
Spell Resistance: Yes

A crackling ray leaps from your outstretched hand. The green ray seems almost sluggish in reaching its target, though it takes only an eyeblink to do so.

You must succeed on a ranged touch attack with the ray to strike a target. The energy of the ray stiffens the subject's muscles and joints, making it more difficult for the subject to move. The subject takes a penalty to Dexterity equal to 1d6+1 per two caster levels (maximum penalty 1d6+5, minimum Dexterity 1).

Source: *Spell Compendium* 166

Ray Deflection

Abjuration
Level: Bard 4, sorcerer/wizard 4
Components: V, S, F
Casting Time: 1 standard action
Range: Personal
Target: You
Duration: 1 minute/level
Saving Throw: None
Spell Resistance: No

As the spell is cast, a brief shimmering field appears around you. Small motes of silver float within the field.

For the duration of the spell, you are protected against ranged touch attacks, including ray spells and ray attacks made by creatures. Any ray attack directed at you is automatically reflected harmlessly away.

Focus: A glass prism.

Source: *Spell Compendium* 166

Reality Maelstrom

Evocation
Level: Sorcerer/wizard 9
Components: V, S, M
Casting Time: 1 standard action
Range: Medium (100 ft. + 10 ft./level)
Area: 20-ft.-radius emanation centered on a point in space, and 40-ft.-radius emanation centered on the same point; see text
Duration: 1 round
Saving Throw: Will negates, Reflex negates; see text

Spell Resistance: Yes

A lightning strike and a tearing sound as loud as thunder fills the area as a hole in space opens. Wind rushes into the void, and objects nearby lift into the air as everything is drawn inexorably toward the rip in reality.

You tear a temporary hole in reality itself that sucks all loose material and living creatures into it, sending them to a random plane (see sidebar). Everything sucked into the reality maelstrom goes to the same plane.

Reality maelstrom has a primary area and a secondary area. The primary area is the hole itself: a sphere with a 20-foot radius centered on the spell's point of origin. Within that area, all unattended objects weighing 100 pounds or less are sucked into the maelstrom, as are all individuals who fail a Will saving throw.

The rip also creates a windstorm of air that affects objects and creatures in the secondary area of the spell. The secondary area is all the space farther than 20 feet from the spell's point of origin but not farther than 40 feet away. All unattended objects within the secondary area that weigh 50 pounds or less are drawn into the primary area of the maelstrom. Individuals within the secondary area must make a Reflex saving throw. Those who fail are sucked into the primary area and must then make a Will saving throw to avoid being drawn into the maelstrom.

Individuals who succeed on either saving throw can move and attack as normal.

A reality maelstrom is a one-way portal, so nothing ever emerges from the hole the spell makes.

Material Component: A golden hoop no less than 1 inch across.

Source: *Spell Compendium* 168-169

Reaving Dispel

Abjuration

Level: Sorcerer/wizard 9

Saving Throw: See text

Spell Resistance: No

Bringing to your lips some of the most elemental words of arcane power, you feel stirring within you the spirits of ancient mages as you prepare to absorb the spell energies you have targeted. Your body shakes uncontrollably, as if eagerly anticipating the power behind those spells.

This spell functions like *dispel magic* (PH 223), except that your caster level for your dispel check is a maximum of +20 instead of +10, and (as with *greater dispel magic*) you have a chance to dispel any effect that *remove curse* can remove, even if *dispel magic* can't dispel that effect. When casting a targeted dispel or counterspell, you can choose to reave each spell you successfully dispel, stealing its power and effect for yourself. When making a targeted dispel, make a Spellcraft check (DC 25 + spell level) to identify the target spell or each ongoing spell currently in effect on the target creature or object.

Each spell you dispel with a targeted dispel can be reaved if you so desire, and the spell's effects are redirected to you, continuing as if cast on you by the original caster with no interruption to or extension of

duration. Once you reave the spell, you identify it if you haven't done so already (see below). If the subject was the caster and the spell is dismissible, you can dismiss it as if you had cast it yourself. Likewise, if the subject was the caster and the spell requires concentration, you must concentrate to maintain the spell's effect as if you had cast it yourself.

You can still attempt to reave a spell you didn't identify with your Spellcraft check, but doing so can be risky if you don't know the specifics of the spell's effect. For example, if you fail to identify an ongoing spell effect on an enemy character and choose to reave anyway, you might find yourself under the influence of the *dominate person* effect that character was suffering from. Any spell resistance you might have has no effect against harmful spells you might inadvertently reave, but you get the same chance to save against those spell effects as the original target.

If you choose to reave a spell you have successfully counterspelled with *reaving dispel*, you seize control of the spell after the enemy caster completes it, and you can redirect the spell to whatever targets or area you wish (including the original caster, if appropriate). Again, you must make a Spellcraft check (DC 25 + spell level) to identify the spell you intend to reave, but you are free to choose to redirect a spell whose effect, range, and area you don't know. If the redirected spell's correct casting conditions aren't met (because you guess at an improper target or range, for example), the spell fails.

Reaving dispel can be used to cast an area dispel with the increased maximum caster level, but any magical effects so dispelled cannot be reaved.

Source: *Spell Compendium* 169-170

Repelling Shield

Abjuration [Force]

Level: Sorcerer/wizard 3

Components: V, S

Casting Time: 1 standard action

Range: Personal

Target: You

Duration: 1 minute/level (D)

You create a shield of force that can push your attackers away from you.

This spell functions like the *shield* spell, except that any adjacent creature that makes a melee attack against you is also pushed 5 feet away from you after the attack is resolved. A successful Reflex save negates this effect, and spell resistance applies. You can choose the direction of the creature's movement, as long as it ends up farther away from you than it began. You can't push a creature into a space that it couldn't legally occupy (such as a wall). If no legal space exists to push the creature, it is unaffected.

Source: *Complete Mage* 115

Reverse Arrows

Abjuration

Level: Sorcerer/wizard 3

Components: V, S, F

Casting Time: 1 standard action

Range: Personal

Target: You

Duration: 10 minutes/level or until discharged

As you clasp the shell in one hand and the ball of sap in the other, a silver radiance flecked with blue lines surrounds you. You pocket the items, but the radiance remains.

This spell functions like *protection from arrows* (PH 266), except as noted here. If any projectile fired from a ranged weapon that strikes you has all its damage negated by your damage reduction (10/magic), the projectile is turned back upon the creature that fired it. The attacker's attack roll is used to determine if the reversed projectile strikes the attacker, but the damage is rerolled. If the attacker is also protected by a *reverse arrows* spell, it is possible for the projectile to bounce between both individuals until one of the spells is discharged from accumulated damage.

Once this spell has prevented a total of 10 points of damage per caster level (maximum 100 points), it is discharged.

Focus: A piece of shell from a tortoise and a ball of tree sap.

Source: *Spell Compendium* 175

Ruin Delver's Fortune

Transmutation

Level: Bard 4, sorcerer/wizard 4

Components: V

Casting Time: 1 immediate action

Range: Personal

Target: You

Duration: 1d4 rounds

In desperate need, you cry out a word imbued with power, granting you a bit of extra luck when you need it most.

When the spell is cast, choose from one of the following effects.

- Gain a luck bonus on Fortitude saving throws equal to your Charisma modifier, and immunity to poison.
- Gain a luck bonus on Reflex saving throws equal to your Charisma modifier, and the evasion ability.
- Gain a luck bonus on Will saving throws equal to your Charisma modifier, and immunity to fear effects.
- Gain temporary hit points equal to 4d8 + your Cha modifier. These hit points vanish at the end of the spell's duration.

You can cast this spell multiple times. Each time you do, choose a different benefit.

Source: *Spell Compendium* 178

Prismatic Deluge

Evocation

Level: Sorcerer/wizard 9

Components: V, S

Casting Time: 1 standard action

Range: Medium (100 ft. + 10 ft./level)

Area: Cylinder (40-ft. radius, 80-ft. high)

Duration: Instantaneous

Saving Throw: See text

Spell Resistance: Yes

In a blinding shower of light, you call an enormous, painfully bright rainbow from the heavens.

This spell produces a column of colors resembling the end of a rainbow. Every creature in the area is affected as though by the *prismatic spray* spell (PH 264): blinded for 2d4 rounds if 8 HD or fewer, and you roll 1d8 on the *prismatic spray* table to see what color affects which target.

Source: *Complete Mage* 114

Scattering Trap

Conjuration (Teleportation)

Level: Sorcerer/wizard 3

Components: V, S, M

Casting Time: 1 standard action

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

Target: One 5-ft. square/2 levels

Duration: 1 round/level

Saving Throw: Reflex negates

Spell Resistance: Yes

Areas you designate on the floor flare dimly.

This spell imbues a number of 5-foot squares you designate with a teleportation trap. A creature moving through one of these squares and failing its saving throw is teleported 1d6 squares in a random direction (use the Missing with a Thrown Weapon diagram, PH 158). If reaching the destination involves teleporting the subject into a solid space such as within a wall, the subject is forcibly shunted into the nearest open space and takes 1d6 points of damage.

When you cast this spell, the 5-foot squares you designate do not have to be adjacent but must all be within 30 feet of one another.

Material Component: A pinch of dandelion seeds.

Source: *Player's Handbook* II 124

Shadowy Grappler

Illusion (Shadow)

Level: Sorcerer/wizard 6

Components: V, S, M

Range: Medium (100 ft. + 10 ft./level)

Target: One creature

Duration: 1 round/level (D)

Saving Throw: Will partial; see text

Spell Resistance: Yes

You feel a spectral force form near you, as if some intangible shadow being stood nearby. Upon choosing the target of your spell, you sense the shadowy force depart from your side, moving as fast as thought toward the creature you designated as your target. You see the target creature move as if attacked by an unseen foe.

Upon casting this spell, you create a shadowy force that automatically grabs the target (PH 156). The shadowy force immediately attempts to establish a hold on the target with a grapple check bonus equal to the DC of this spell. If the target succeeds on its saving throw, the grapple check bonus of the *shadowy grappler* is cut in half.

For example, a sorcerer with a 16 Charisma who casts this spell creates a *shadowy grappler* with a grapple check bonus of +19 if the target fails its save and +9 if the target makes its save.

Every round on your turn, the *shadowy grappler* makes a grapple check against the target. Once it has a hold, the shadowy force attempts to pin the target on the following round. If the grappler establishes a pin, it uses the option to prevent the target from speaking. The grappler always attempts to maintain a grapple or work toward a pin.

A *shadowy grappler* occupies the same square as the target and moves with the target for as long as the spell lasts. Other creatures cannot join the grapple, either to assist the target or the grappler.

Material Component: A dried squid tentacle.

Source: *Spell Compendium* 186

Snake's Swiftess

Transmutation

Level: Druid 1, sorcerer/wizard 2

Components: V, S, M/DF

Casting Time: 1 standard action

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

Target: One allied creature

Duration: Instantaneous

Saving Throw: Will negates (harmless)

Spell Resistance: Yes (harmless)

You toss the scales into the air, and they vanish in a sparkling mist as you indicate your target. Without hesitating, that creature draws and fires an arrow into the fray.

The subject can immediately make one melee or ranged attack. Taking this action doesn't affect the subject's normal place in the initiative order. This is a single attack and follows the standard rules for attacking.

This spell does not allow the subject to make more than one additional attack in a round. If the subject has already made an additional attack, due to a prior casting of this spell, from the *haste* spell, or from any other source, this spell fails.

Arcane Material Component: A few scales from a snake.

Source: *Spell Compendium* 193

Solipsism

Illusion (Phantasm) [Mind-Affecting]

Level: Sorcerer/wizard 7

Components: V

Casting Time: 1 standard action

Range: Medium (100 ft. + 10 ft./level)

Target: One creature

Duration: 1 round/level (D)

Saving Throw: Will negates

Spell Resistance: Yes

Pangs of loneliness grip your heart as you complete the spell. Upon choosing your target, the feeling subsides even as a ghostly pale yellow mist swirls around your target for a moment.

You manipulate the senses of one creature so that it perceives itself to be the only real creature in all of

existence and everything around it to be merely an illusion.

If the target fails its save, it is convinced of the unreality of every situation it might encounter. It takes no actions, not even purely mental actions, and instead watches the world around it with bemusement. The subject becomes effectively helpless and takes no steps to defend itself from any threat, since it considers any hostile action merely another illusion.

Source: *Spell Compendium* 194-195

Sonorous Hum

Evocation [Sonic]

Level: Bard 2, cleric 3, sorcerer/wizard 3

Components: V, S

Casting Time: 1 standard action

Range: Personal

Target: You

Duration: 1 minute/level (D)

You finish casting this spell, and the area around you is abuzz with a low, droning hum that improves your concentration.

After you cast this spell, the next spell you cast within the duration that requires concentration to maintain is maintained for you until the *sonorous hum* spell expires. This effect allows you to cast other spells, even another spell that also requires concentration. If the spell maintained by the *sonorous hum* has a shorter duration than that of this spell, the maintained spell expires as it normally would, and you gain no further benefits from this casting of *sonorous hum*. The sound created by the spell is as loud as a person in armor walking at a slow pace trying not to make noise (normally a DC 5 Listen check to detect). You can end the spell as a free action.

For example, you could cast this spell, then cast *detect thoughts*, and this spell maintains the concentration on *detect thoughts* while you cast *discern lies* and maintain concentration on that spell yourself. You control all aspects of both spells, so you could change the orientation of the *detect thoughts* effect and select a different target for your *discern lies* spell in the same round.

If you take damage, you must still make a Concentration check to maintain the spell.

Source: *Spell Compendium* 196

Spellcaster's Bane

Divination

Level: Sorcerer/wizard 3

Components: V, S

Casting Time: 1 swift action

Range: Personal

Target: You

Duration: 1 round/level

The air around you seems to glow as the currents of magic running through the world become visible to your eyes.

You gain a +2 insight bonus on dispel checks and caster level checks made to counterspell.

If you have 5 or more ranks in Spellcraft, you also automatically recognize any spell being cast, as though you had succeeded on a Spellcraft check. You must have line of sight to the caster, but distance is otherwise not a factor.

If you have 15 or more ranks in Spellcraft, you not only recognize any spell being cast, but you also know the caster level of any spell being cast. Again, you must have line of sight to the caster for this effect to function.

Source: *Complete Mage* 117

Steal Summoning

Conjuration (Summoning)

Level: Sorcerer/wizard 6

Components: V, S

Casting Time: 1 immediate action

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

Target: One summoned creature

Duration: Concentration (up to 1 round/level) + 1 round

Saving Throw: None

Spell Resistance: No

With an act of will and the utterance of arcane syllables, you steal the nascent connection being formed between summoner and minion.

You steal control of a creature as it is being summoned. If you succeed on a caster level check (DC 11 + the caster level of the summoned), you gain control over the target creature as if you had summoned it.

You must cast this spell immediately after the spell or spell-like ability that summoned the target resolves, before the creature takes even a single action.

If this spell's duration expires before the spell that summoned the creature ends, the target returns to its original master's control at that time. If the original master is no longer available to control it, it becomes free-willed until its original master returns.

Source: *Complete Mage* 118

Stone Body

Transmutation

Level: Cleric 6, sorcerer/wizard 6

Components: V, S, M

Casting Time: 1 standard action

Range: Personal

Target: You

Duration: 1 minute/level (D)

As the echoes of your spellcasting die, your flesh begins to stiffen and turn gray, gaining the rough texture and consistency of stone.

This spell transforms your body into living stone, which grants you several powerful resistances and abilities.

You gain damage reduction 10/adamantine. You are immune to blindness, extra damage from critical hits, ability score damage, deafness, disease, drowning, poison, stunning, and all spells or attacks that affect your physiology or respiration, because you have no physiology or respiration while this spell is in effect. You gain a +4 enhancement bonus to Strength, but you take a

-4 penalty to Dexterity (minimum Dexterity 1). Your speed is reduced to one-half normal, and your weight increases by a factor of three.

If you are targeted with *transmute rock to mud*, you are slowed for 2d6 rounds with no saving throw. A *transmute mud to rock* heals you of all your lost hit points. A *stone to flesh* spell cast on you automatically ends this spell.

Arcane Material Component: A small piece of stone that was once part of a stone golem, a greater earth elemental, or a castle's outer wall.

Source: *Spell Compendium* 207-208

Stun Ray

Conjuration (Creation) [Electricity]

Level: Sorcerer/wizard 7

Components: V, S, M

Casting Time: 1 standard action

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

Effect: Ray

Duration: 1d4+1 rounds; see text

Saving Throw: Fortitude partial; see text

Spell Resistance: Yes

A quick jolt of electricity darts from your raised hand. The slight smell of ozone lingers afterward.

You blast an enemy with a scintillating ray of electricity. You must succeed on a ranged touch attack with the ray to strike a target. The target is stunned for 1d4+1 rounds by the ray of electricity. If the subject makes a successful Fortitude save, it is stunned for only 1 round.

Creatures that have immunity to electricity are not affected by this spell.

Material Component: A coiled copper wire.

Source: *Spell Compendium* 211.

Transmute Rock to Lava

Transmutation [Earth, Fire]

Level: Druid 9, sorcerer/wizard 9

Components: V, S

Casting Time: 1 standard action

Range: Medium (100 ft. + 10 ft./level)

Area: One 10-ft. cube

Duration: Instantaneous

Saving Throw: Reflex half; see text

Spell Resistance: No

As you release the spell's energy, the targeted area of stone instantly turns to molten lava, and the uncomfortable burning in your chest immediately ceases.

You transform natural, uncut, or unworked rock of any sort into an equal volume of red-hot molten lava. All creatures in the spell's area that make successful Reflex saves take 6d6 points of fire damage, provided they can physically escape the area on their next turn. Creatures that fail their saves, or those unable to escape the area, take 20d6 points of fire damage in each round they remain in the area. Creatures in the lava have their speed reduced to 5 feet and take a -2 penalty on attack rolls and to Armor Class. Even after leaving the area of the spell,

creatures that were exposed to the lava take half damage (either 3d6 or 10d6) for 1 additional round.

If transmute rock to lava is cast upon the ceiling of a cavern or tunnel, the lava falls to the floor and spreads out in a 15-foot-radius pool at a depth of approximately 1-1/2 feet. The rain of lava deals 2d6 points of fire damage to anyone caught directly beneath (Reflex half). In addition, creatures take 10d6 points of fire damage each round when they are caught in the area of the pool.

Although constructions of worked stone can't be targeted with this spell, casting it on unworked stone below or adjacent to such structures deals 10d6 points of fire damage per round to any part of the structure in contact with the lava. Wooden structures in contact with lava instantly burst into flame.

The lava cools naturally from its surface toward its center, and it no longer deals fire damage after 2d6 hours as it slowly reverts to stone. Though a 15-foot-radius pool can take as long as two days to completely cool, the core of a 10-foot cube of lava might remain molten for a month or more.

Magical or enchanted stone is not affected by the spell.

Source: *Spell Compendium* 222-223

TEMPLATES

Demundead

Demundead are the pinnacle of research of one of Iuz's Greater Boneheart, the Archmage Null. Through decades of research, he has discovered how to twist a demon into an undead version of the fiend, overflowing with energy. This energy manifests as explosive sound and fire when the creature strikes something and when the creature dies. The last several years of Null's research were devoted to making the demundead's abilities ineffectual against worshippers of the Old One.

Demundead is an acquired template that can be applied to any demon. This template may be modified to suit other creature types.

Type: The creature's type changed to undead; it gains all appropriate undead traits. The creature gains the augmented (outsider) subtype and retains all other subtypes; it retains all traits appropriate for its subtypes.

Hit Dice: Increase all current and future racial Hit Dice to d12s. Demundead gain 3 bonus hit points per racial HD, irrespective of any other hit point modifications from feats, abilities, or changes to Hit Die type. Class HD are not changed, nor does the demundead gain bonus hit points, as listed above, for class HD.

Initiative: Demundead gain a +4 bonus to initiative checks.

Challenge Rating: Same as the base creature +2.

Alignment: Always Chaotic Evil.

AC: A demundead gains a +2 natural armor bonus. If the creature already has a natural armor bonus, it increases by 2.

Speed: A demundead gains wings, giving it a fly speed of 60 feet (average). If the creature already has a fly speed, it increases by 30 feet and its maneuverability

improves by one category, to a maximum of good. Other modes of movement remain unchanged.

Resist: A demundead has Spell Resistance equal to 12 + HD. It also gains resistance to fire and sonic based on its HD (see table). If the creature already had any of these resistances, it gains the higher value.

Damage: When a demundead hits with a natural attack or a melee weapon, a concussive explosion of fire occurs, dealing bonus damage based on the demundead's HD (see table). Half of this damage is fire and half is sonic. This bonus damage does not affect worshippers of Iuz.

Atk Options: A demundead gains the following attack options:

Breath Weapon (Su): A demundead gains a breath weapon that can be used every 1d4 rounds. This is a 30-foot cone that deals damage equal to the demundead's HD in d6 (a 10 HD demundead would deal 10d6 damage). (Reflex half, DC = 10 + 1/2 HD + Dex modifier). This breath weapon does not affect worshippers of Iuz.

Spell-like Abilities: A demundead gains spell-like abilities with a CL equal to its HD. The abilities it gains are dependent on its HD (see table). The save DCs are Charisma-based. The offensive spells do not affect worshippers of Iuz.

Abilities: A demundead's ability scores are modified as follows: Str +4, Dex +4, Cha -2. As an undead creature, a demundead has no Constitution score.

SQ: A demundead gains the following special qualities:

Dismissive Turning (Ex): When a demundead is destroyed by a turning attempt on any plane other than the Abyss, it instead is banished to the Abyss. Demundead destroyed by a turning attempt in the Abyss are affected normally.

Explosive Death (Ex): When killed, a demundead explodes in a concussive blast of fire in a 100-foot radius spread that deals 1d6 points of damage per HD of the demundead (a 20 HD demundead would deal 20d6 damage). Half of this damage is fire and half is sonic. (Reflex half, DC = 10 + 1/2 HD + Dex modifier). This explosion does not affect worshippers of Iuz.

Sonic Fire (Ex): Any fire-based attacks of a demundead are changed to half fire damage and half sonic damage. Any attacks that are already half fire damage have the other half replaced with sonic damage; for example, a *flamestrike* from a demundead does sonic damage, rather than divine damage.

Turn Resistance (Ex): A demundead gains +4 Turn Resistance.

Skills: A demundead has a -4 penalty to Hide and Move Silently checks, due to the constant fire and sound emitted from its body.

Feats: A demundead gains Improved Turn Resistance as a bonus feat.

Advancement: Calculate advanced demundead by advancing the base demon, then applying the demundead template.

HD	Resist	Extra Damage	Spell-like Abilities
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1-4	5	1d4	1/day: <i>burning hands</i> (DC 11 + mod)
5-8	10	1d6	At will: <i>burning hands</i> ; 1/day: <i>fireball</i> (DC 13 + mod)
9-12	15	1d8	At will: <i>burning hands</i> , <i>fireball</i> ; 1/day: <i>flamestrike</i> (DC 15 + mod)
13-16	20	2d6	At will: <i>burning hands</i> , <i>fireball</i> , <i>flamestrike</i> ; 1/day: <i>fire storm</i> (DC 18 + mod)
17-20	Immune	3d6	At will: <i>burning hands</i> , <i>fireball</i> , <i>flamestrike</i> , <i>fire storm</i> ; 1/day: <i>meteor swarm</i> (DC 19 + mod)

There is much more information available about all the various characters and events in this series than is possible to dispense to players in a single adventure. They may have questions about certain people, events, or motives beyond what is listed in the adventure text. That information is listed here to be dispensed at your discretion. Mordenkainen is assumed to know all of this information and will share it if asked directly or feels that it is crucial for the PCs.

CIRCLE OF EIGHT

Mordenkainen's first group was called the Citadel of Eight, a collection of mages, priests, and powerful warriors. This motley group did not last long, and with his second attempt, Mordenkainen sought out like-minded arcanists who shared both his goals and his affinity for magic. This mysterious assembly of wizards known as the Circle of Eight has long benefited from a past obscured by misinformation and enigma. The group's influence reaches from the Baklunish west to the Solnor Ocean, though its secretive methods ensure that few know the extent of its ministrations. Certain members of the Circle are well known and liked, their talents appreciated throughout the Flanaess. The mages Bigby, Jallarzi, and Otto, for instance, are welcome in courts far from cosmopolitan Greyhawk. Others, such as Drawmij, Nystul, and Theodain, prefer to operate away from the public gaze.

Mordenkainen the archmage formed the Circle of Eight as a tool to manipulate political factions of the Flanaess, preserving the delicate balance of power in hopes of maintaining stability and sanity in the region. Mordenkainen's view of "enforced neutrality" is not tit-for-tat equality, but rather a detailed theoretical philosophy derived from decades of arcane research. He has fought ardently for the forces of Good, but just as often has worked on darker plots to achieve his ends. In all things, the Circle of Eight prefers to work behind the scenes, subtly manipulating events to ensure that no one faction gains the upper hand.

In the last two decades, the Circle has seen members come and go, but its dedication to Mordenkainen's goals and methods remains steadfast. Current members include Bigby of Mitrik, once Mordenkainen's apprentice and now an archmage in his own right; the rotund and jovial Otto, who favors the kitchen over the laboratory; Jallarzi Sallavarian of Greyhawk, one of the most dynamic wizards in a city of mages; the reclusive Drawmij, who oversees Keoland and the south from his undersea lair near Gradsul; and Nystul, a Tenha expatriate who wishes to expand the Circle, beyond eight if need be, to combat the growing threats presented by Iuz, Turrosh Mak, and the consolidating factions of the former Great Kingdom.

The treachery of Rary in 584 CY saw the destruction of Tenser and Otiluke, leaving the Circle at five. After a successful mission to rescue one of Tenser's clones from the clutches of the infamous necromancer-witch Iggwilv, the Circle added three new members, rounding out the membership. (Tenser, chafing at Mordenkainen's agenda, left the group in disgust after his rescue.) New members include the redoubtable Warnes Starcoat of Urnst; Alhamazad the Wise of Zeif; and the cold, unemotional Theodain Eriason. Mordenkainen remains the ninth member, a "shadow leader" dictating his agenda to others and influencing the Flanaess through his powerful network of agents and servitors.

Mordenkainen

Mordenkainen is one of the most feared and respected living mages in the Flanaess. Once a resident of the Wild Coast, Greyhawk, and Highfolk, respectively, he has traveled to the reaches of the exotic Far West and ventured extensively across the Flanaess, from the lands of the Northmen to the shores of the Amedio Jungle. There is scarcely a mage who has not heard of his exploits or recognized his skill and knowledge of matters both magical and political.

Mordenkainen stands 5 ft. 11 in. tall, and appears half-a-century younger than his true 82 years of age. He wears a dark beard trimmed to a point, and usually favors black satin coats, lined in red, over traditional robes. Ten years ago, Mordenkainen shaved his head, and he has remained bald by choice ever since. His most impressive physical features are his penetrating eyes. It is said that they hold hints of genius tinged with madness, a volatile combination that usually gets Mordenkainen what he wants from the easily persuaded. He revels in the art of debate, though his emotions can overcome him if he fears defeat. Luckily for him, this is a rare occurrence (though allegedly the spike that tore a rift in his once-strong friendship with Rary).

Little is known about Mordenkainen's origins, particularly the place of his birth. Rumors place him as Oeridian, perhaps Aerdi. Some even say he is of the line of Ganz Yragerne, making him distantly related to such notables as Zagig Yragerne and Heward. He has few friends, and no one in whom he completely confides. His greatest passions are for his Art.

Perhaps no individual in all Oerik sees himself as embodying the spirit of Balance as does Mordenkainen the Archmage. His philosophies are almost entirely one-sided on the matter, and many a worthy cause has gone unanswered by the mage's private army, the Obsidian Citadel (sharing the name of his hidden fortress home) because of his neutral-minded convictions.

Mordenkainen's view of balance is no tit-for-tat equality, but a highly detailed and extremely theoretical philosophy derived from decades of arcane research. He has fought ardently for the forces of good (most recently during the Greyhawk Wars), but just as often he has been known to work as a shadow player for malevolence. In all things, Mordenkainen prefers to maneuver behind the scenes, subtly manipulating events to ensure that no side gains the upper hand. As a result, the archmage is trusted little, even among the likewise-neutral Hierophants of the Cabal, who find his vision of Balance wholly self-centered and somewhat arbitrary.

This philosophy has gained the archmage a virtual army of enemies, not a few of whom once considered him a good friend. Among these last can be counted Evard the Black, Terik, and, of course, Rary. Iuz and his underlings, particularly Kermin Mind-Bender, have hated Mordenkainen from their first meeting.

In recent years, Mordenkainen has turned his full attention to his position as leader of the Circle of Eight. The events of the Greyhawk Wars and their aftermath strike him as prophetic of the dark times revealed in the *Tome of the Black Heart*, discovered so very long ago beneath Maure Castle. For decades, he has been collecting his thoughts in a work known as the *Codex of Mordenkainen*. Archmages across the Flanaess would give anything to peruse its pages.

Tenser

Tenser was born 525 CY, purportedly in the Wild Coast town of Fax. He was recruited on the shores of the Nyr Dyv by Mordenkainen to the original Citadel of Eight. It was Tenser who recruited the dim-witted though well-meaning Serten. Despite their decisive victories and advancing power, Robilar and Tenser frequently bickered over matters of morality, Tenser always taking the high ground.

In 569 CY, nearly a decade after the Citadel's formation, the first arrow flew at Emridy Meadows, and the Citadel was noticeably absent. Whether investigating magical secrets far to the west or unearthing lost passages in Urnst's Maure Castle, only Serten fought against the Hordes of Elemental Evil. None of them were there when he died. Tenser blamed Mordenkainen for the death of his friend, and retired inward to his castle. Others followed toward their own paths and the Citadel dissolved.

In 574 CY, Tenser, still bitter over the dissolution of the Citadel, sought membership in the Circle of Eight. After Leomund, one of the founding mages of the Circle, abandoned Oerth to explore other planes of existence, the petition was granted, and Tenser brought his unique, if less-than-subtle, ambition to the ideology of the group. His addition, along with Otiluke, solidified the Circle as a political powerhouse across the Flanaess. A decade later, at the end of the Greyhawk Wars, Tenser, along with Otiluke and Bigby, discovered Rary's plans to assassinate a number of diplomats before the peace treaty could be signed. Rary killed Tenser and Otiluke and badly wounded Bigby. Sir Robilar, Rary's companion, had destroyed all of Tenser's and Otiluke's clones, ensuring their demise.

Robilar and Rary had been unaware of one of Tenser's clones hidden on Celene, one of Oerth's moons. Mordenkainen set about the task of returning his compatriot to life. Once restored, Tenser blamed Mordenkainen's manipulations for Rary's betrayal and his death and quit the Circle.

DORAKAA

* Adapted From *Iuz the Evil*

The word "evil" hardly does justice to Dorakaa's atmosphere. Dorakaa is always overcast with black clouds in a four-mile radius around this city. Normally, fiends thronged the 50-foot high stone walls around the city, baneful babau guarded the great gates, and mobats, varrangoin, and vrockes flew in the eternal gloom of Dorakaa's skies. Fiends, drow, vampires, red-stained white-robed priests leading undead, plate-clad orogs, shivering slave chain gangs, gibbering lunatics, and snarling captive trolls all used to walk the streets here. More fiends, salamanders, golems, evil dao and worse acted as guards around Dorakaa's dwellings. Dorakaa was as close as you can come to the Abyss on Oerth. Now, however, the entire city is eerily desolate. Rotting corpses can be found in various areas, but no other creatures, alive or undead, roam the streets anymore.

Walls, Gates, Highways

Atop the walls, orcs, fiends, and giants stood watch at regular intervals on great ballista platforms. The 25-foot tall Iron Gates, with their engraved sneering skulls, open out to the Road of Skulls beyond. In the Iron Barracks beside the gates, General Sindol could be found with his 1,000 elite orc and orog soldiers, the crème de la scum of the Celbit forces. Lesser gates, with similar designs, open out of the city to the new Skull Trails. Along the shoreline where the Opicm empties into the Whyestil, there is a small dock area, although Iuz possesses few vessels and no trade comes here. It is used as a departure point for troops heading to Crockport, Grabford or the Horned Lands.

City "Quarters"

The term "quarters" is misleading in that the city has few internal walls subdividing it, but the term is still commonly used. Of the 25,000 orcs that lived in the city, over half were found in the "orc quarter", thronging the barracks and cluttered slum terraces of the northern city. The "foreign quarter" is walled off from the rest of the

city. A few evil or desperate traders came to Iuz from Ket or other lands which Iuz yet favored, and they were to be found here. The "artisan quarter" was the home of a few orcs, and a large minority of the 10,000 humans who lived in Dorakaa, with some worthwhile skill, were they blacksmiths, armorers, fletchers, bowyers, and stonemasons. The "slave quarter" contained nearly 2,000 enslaved humans and demihumans who were forced to perform disgusting and menial duties as house slaves, cleaning up the filth from the Agony Fields or sewers when it was in the way, and generally were subjected to terrible indignities and suffering at the hands of any Dorakaan resident who felt like brutalizing them. It is hard to imagine a more dreadful scene than these slaves, chained, beaten and tortured, with whip-wielding orc and fiend masters gleefully abusing them at their sadistic whim.

The Fiend Gardens are a ghastly mockery of the herb scented, flowery parks of Furyondy or Veluna. Fiends cavorted and shrieked in stagnant pools of rotting offal strewn with bones and bodies, among stinking pitcher plants and hideously warped trees which give off a constant stench of decay. These are deliberately designed to be the first sights to greet any visitor to Dorakaa, since visitors are only admitted through the Iron Gates. The Jade Streets are the name given to the "entertainment quarter" of Dorakaa, since many of the buildings here have roofs, wall panels or plaques made of a freak jade deposit recovered from the Rift Canyon and exhausted long ago. Here, those who had gold, magic, or favors to offer could pay to amuse themselves observing or participating in depravities which defied description. The remainder of the city is a mass slum, disease-ridden narrow alleys and back streets cluttered with filth, lying between overcrowded, dilapidated houses which were home to the laborers, the old and infirm who struggled to survive, abandoned orc whelps and others who had no useful role in Iuz's ghastly legions.

City Locations

Dominating the whole city is Iuz's palace. Stone walls, yards thick, bear murals made of skulls of every type, mocking all that stands for good in the Flanaess. Ringed with battlements and inner iron railings, the magical defenses of the palace are immense. Railings can be commanded to fly as spears. Impaled giant skulls can shriek and create fear, and even speak *power words* if a Boneheart mage is on hand to command them. Great cannon-like tubes, crafted of giant thigh bones, can fire bony spears with hooks that inflict hideous, unhealable wounds. Elite fiends once stalked the palace grounds, ever looking for a victim who dared to come too close. Two great, black-stone barracks held the unspeakable Legion of Black Death, the orog/warrior/fiend elite army of Iuz, used to such crushing effect in the battles of northern Furyondy.

In the north wing of the palace, the Blackspear Chamber houses Iuz's *gates* to the Abyss. Fiends are summoned through it and upon their return to the Abyss; the powerful nexus strengthens them so that effects such as *barkskins*, *stoneskins*, and enhanced magic resistance benefit the fiends for 1d100 days after their return to the lower planes. Only one of the gates is active, the one to Torremor. The others have been deactivated to prevent Demon Lords, possibly now Iuz's enemies, from sending troops directly to Iuz's palace.

Iuz's throne chamber stands in the palace's center behind vast brass-sheathed valves that control entry through great metal doors. Within that chamber lie Iuz's Pool of Divinations and his awesome throne, said to be formed from a thousand skulls and the rib cages of a hundred paladins and priests of good. Elsewhere in the palace's great halls were the renegade drow, elite orogs, fiends, and the rooms of the Greater Boneheart, all within easy summoning distance of Iuz's presence. Fungus gardens fondly dedicated to Zugtmoy, simulations of abyssal planes, and much else can be found in this dread and awful palace of evil.

The Boneheart Citadel north of the palace was home to the High Priestesses Halga and Althea, together with Jumper and Kermin Mind-Bender and their acolytes and apprentices. The Archmage Null has rooms in the main citadel, but also has his own tower in the same grounds, where an iron golem stood guarding the single entrance to his dwelling. The grand cathedral of Iuz dominates the residences of the other priests, separated from the rest of the city by a ringed highway with great iron stakes set into the ground around its full length. Any aspirant priest must set a dozen skulls on these stakes before he is accepted into a higher grade (i.e., permitted to gain an experience level) if he serves within the Land of Iuz. Priests triumphantly journeying with their bags of skulls were regular arrivals at the Iron Gates.

The Agony Fields were the site of public "entertainments" for the priests, fiends and important visitors, and sometimes for the common populace. Victims were torn apart here by fiends and monsters in barbarities which again defy description. Torture instruments of the greatest intricacy were used. Victims were given a *ring of regeneration*, if important enough, so that the jeering, babbling onlookers could enjoy the spectacle for hours on end.

The Destiny Wall is a long city wall section with a 150 foot long stone dais set before it, where priests and warriors presented great trophies of their courage and triumphs. Broken shields from mighty warriors of good, the skulls and rib cages of paladins and good priests, and other such mementos of war are hung upon the wall with a brass plaque below recording the nature of the triumph. The High Priestesses judged whether an exhibit was of sufficient renown to be placed here. Very rarely, Iuz himself would attend the ritual emplacement. For an evil follower to be so favored was a sign of very great favor indeed. It may be a sign which suggests that Iuz considered the victorious party worthy of advancement, perhaps even into the Lesser Boneheart. Since the number of the

Lesser Boneheart is fixed, and there are no current vacancies, promotion for the favored one meant the demotion of one of the current Lesser Boneheart. The triumphant one had best watch his back!

ECLAVDRA EILSERV

The high priestess of Lolth, Eclavdra, has had a checkered past of disloyalty. As an exceptionally charismatic and beautiful drow female, she naturally began her career as a priestess of Lolth, quickly climbing what hierarchy exists in a chaotic church. At some point during her early career, Eclavdra performed an unknown task of great importance to Lolth and was gifted by the spider goddess with beauty unrivaled by any on Oerth. Eventually, Eclavdra wished for more power in the Vault of the Drow; she tried to organize the priestesses of Lolth to seize political power, but was unsuccessful.

Sometime soon after this, she became part of or started a drow cult to the Elder Elemental Eye, leaving Lolth behind. Most of the cultists came from her own family, the Eilserv Noble House. Unbeknownst to Eclavdra, the cult was actually a front for Tharizdun, bringing worshippers that knew not the true darkness they served. It is unlikely that Eclavdra would have cared terribly much, though, as she saw the cult merely as a tool to greater power. This split from Lolth angered many of the drow, creating a small schism in the Vault. Adventurers soon visited the Vault and used these political currents to their advantage. Eclavdra's cult was vanquished and she was forced to flee the Vault in disgrace.

Eclavdra next ended up in the Abyss, serving Graz'zt, the demon lord father of Iuz. She served here for several years, until she eventually found the opportunity to betray Graz'zt and return to favor with Lolth. Always a fan of betrayal and subterfuge, Graz'zt respected this move and has maintained contact with her since; of course, this is likely due in no small part to Eclavdra's beauty and Graz'zt's known penchant for amorous encounters with beautiful spellcasters. Upon her return to the Vault of the Drow as the high priestess of Lolth, Eclavdra slaughtered many of the remaining Eilservs and desecrated the hidden shrine to the Elder Elemental Eye, citing her "new found" realization of the true master behind the Eye.

Lolth sent Eclavdra to Dorakaa, where she served several years, until 597, as the drow emissary to Iuz. She worked closely with Iuz, frequently competing in battles of wit with the Old One. She became intimately familiar with his plans, which led her to realize exactly what Iuz was planning, just in time to avoid a trap he laid for her. In late 597, Iuz attempted to capture Eclavdra in one of his newly built traps. Eclavdra was able to escape Dorakaa before being captured and has been in the Vault ever since. Her knowledge of his actions, combined with long discussions with Mordenkainen, have helped both her and Mordenkainen piece together Iuz's true motivations, the connection to the Dark God, and the possible consequences of his actions.

FLIGHT OF FIENDS

The years following the Pact of Greyhawk were anything but peaceful. Thousands of demons, devils, and other outsiders plagued Veluna, and Iuz's fiendish army still remained on Oerth. In Coldeven 586 CY, Canon Hazen of Veluna employed the *Crook of Rao*, a powerful artifact supposedly made by the god himself, in a special ceremony that purged the Flanaess of nearly all fiends inhabiting it. Outsiders summoned by Iuz, Ivid, or independent evils fell victim to this magical assault, which became known as the Flight of Fiends. The Crook was left inert and Canon Hazen was destroyed in its use.

GODTRAP

The original Godtrap was created by Zagig Yragerne beneath Castle Greyhawk and was used to fuel his ascension to godhood. The trap worked by capturing nine demi-gods, one of each alignment, within stone spheres and channeling their energy through a center point where a small chip of the *Oerth Stone* amplified the energy and allowed Zagig to tap into it. It is rumored that Boccob provided Zagig with the knowledge needed to create the Godtrap. It is unknown exactly which demi-gods were trapped by Zagig, but Iuz is known to be one of them, and he has chafed at anything related to the Godtrap ever since. Zagy, the god-form of Zagig Yragerne, used this barb to play a sort of game with Iuz, taunting him with details of the Godtrap in 595 CY. Unfortunately, this information has been instrumental in helping Iuz accomplish his current plans.

GREYHAWK WARS

In 582 CY, the god Vatun appeared to his subjects among the barbarian tribes of the Thillonrian Peninsula. Ancient legend predicted that the return of Vatun, who had vanished centuries ago, would signal the birth of a barbarian empire in the north. Unfortunately, this particular "Vatun" was actually Iuz, whipping the northmen into a war frenzy.

The barbarians invaded the Old of Stonefist, which allied with them after Iuz ensorcelled Sevvord Redbeard, the Master of the Hold. The combined host then smashed through the Griffs and into the duchy of Tenh, which was swiftly overwhelmed. The barbarian alliance soon crumbled, but the damage was done: Tenh and Stonefist belonged to the Old One. Returning to his homeland, Iuz then conquered the Horned Society, Bandit Kingdoms, and Shield Lands in quick

succession. Furyondy was invaded, and much of its northern territory was captured and laid waste. Iuz held the northern Flanaess in a death grip.

Taking advantage of the chaos, Ivid V ordered the Great Kingdom's armies to muster, with the intention of paying back his foes for centuries of impudence. The war that followed was staggering in scope and consequence. Almor was utterly destroyed; Nyronnd was invaded; Sunndi was conquered. The nobles of the Great Kingdom fell upon one another, terrified of their insane Overking and eager to steal the lands of their neighbors. In the chaos, Medegia was despoiled and Rel Astra attacked by the Great Kingdom's own military. Ivid attempted to ensure loyalty by having his generals and nobles assassinated and reanimated as intelligent undead (animuses), with all the abilities they possessed in life. He in turn was also assassinated, though the church of Hextor restored him to undead "life," after which he became a true monster known as Ivid the Undying.

The madness of war bred more war. In 584, south of Greyhawk, a half-orc named Turrosh Mak united the vile nonhuman tribes of the Pomarj. Mak's armies boiled north, conquering several of the cities of the independent Wild Coast, then capturing nearly half of the Principality of Ulek. The appeals of Prince Corond of Ulek to Yolande, the elven queen of Celene, fell upon uncaring ears. Celene closed its borders to even its most trusted allies, refusing to let elf blood fall in human wars.

This same year, decade-old paranoia regarding the Scarlet Brotherhood came true, as advisers in courts throughout the Flanaess were found to be Brotherhood agents. The Lordship of the Isles, Idee, Onnwal, and the Sea Princes fell under the influence of the Scarlet Sign, from treachery or invasion. Barbarians from Hepmonaland and the Amedio Jungle were used to secure captured lands. The Brotherhood was revealed as an evil, racist order dedicated to preserving the culture and purity of the ancient Suel Imperium, without regard to the lives of others.

For three years, the whole of the Flanaess flew banners of war. Nations fell as new empires were born. Demons and devils from the Outer Planes were summoned *en masse* by Iuz and Ivid V, and hundreds of thousands of mortals died. Finally, the battle-weary combatants gathered in Greyhawk to declare peace. Harvester 584 CY was to see the signing of the Pact of Greyhawk, fixing borders and mandating an end to hostilities.

On the Day of the Great Signing, however, Greyhawk suffered a great treachery: Rary, one of the Circle of Eight, destroyed his companions Tenser and Otiluke in a great magical battle, then fled. Many suspected that the former Archmage of Ket had hoped to hold the ambassadors hostage, perhaps capturing Greyhawk itself in the process. Instead, he and his cohort, Lord Robilar, went to the Bright Desert to form their own kingdom. Fearing further disruptions, the delegates hurriedly signed the Pact of Greyhawk. Ironically, because of the site of the treaty signing, the great conflicts soon became known as the Greyhawk Wars.

IUZ

Iuz, the Old One, is thought to be the half-fiend son of the demon lord Graz'zt and the powerful wizard Iggwilv. Appearing on Oerth as a shriveled old man or as a huge, demonic-looking being, Iuz has many fiendish allies and impersonates other gods to fool mortals and increase his territory. He remains a great threat to the balance despite setbacks since the Greyhawk Wars.

In 570 CY, Iuz was freed by Sir Robilar from the *Godtrap* beneath Castle Greyhawk. He had been trapped, along with eight other gods, by the mad archmage Zagig in the dungeons of the castle. The Old One's release allowed him to retake his holdings in the northern Flanaess and build an empire the conquest of which led to the Greyhawk Wars.

Bonehearts

Iuz's most trusted servants are his six Greater Bonehearts, political figures, leaders, rulers of nations, and top advisors. It is rumored that one of the Bonehearts has long sought an opportunity to betray Iuz, destroy him, and take over the Empire themselves. This may not be true, but if it is, it is hard to imagine that Iuz is unaware; if he does know of such deceit, he likely finds it to be a good quality and just assumes they lack the power to do anything to him.

The Bonehearts actively distrust each other; this distrust is particularly strong between the wizards and clerics. This rift has grown over the past several years; an outward example of this is seen in the recent switch of all of Althea and Halga's clerics to blood-stained white robes, while Kermin's mage corps wear black robes.

THARIZDUN

Tharizdun, the Dark God, is an old and evil god of uncertain origin, imprisoned by the concerted effort of all of the gods eons ago, though his avatars appear periodically, and his worshippers always strive to free him. If freed, it is said that the gods would again unite to lock him away, for he wishes no less than to unravel the fabric of the universe, though the ensuing battle would likely alter Oerth forever. Sites keyed to him still exist, and his relics still hold power. Although no true depictions of him remain, he is thought to be an utterly black entity without a solid form, leaving cold, decay, and insanity in his wake. The current teachings of his faith revolve around the number three, the discovery of items relating to his power (keys to contacting him), and the means to free him from his confinement.

Many of his clerics are mad. The rest (such as rumored sects of the Scarlet Brotherhood, known as the Black Brotherhood) are deluded enough to think that his release will grant them privilege when he remakes the world. They are very secretive and learn to trust only other members of the cult. They conduct bizarre rituals and explore ancient sites for keys to his chains. Because of their god's imprisonment, his clerics must be in contact with an object or site imbued with some of Tharizdun's power to prepare or cast spells.

Artifacts

There are many artifacts related to Tharizdun and his prison. The important ones for this adventure are listed below.

333 Gems of Tharizdun: The exact nature and origin of these gems is unknown, but they are almost certainly integral to Tharizdun's prison. Worshippers of the Dark God believe that having all 333 gems would allow them to release the Unmaker. Needless to say, whenever gems are found by those that oppose Tharizdun, they are closely guarded or carefully hidden away. The gems are translucent black with a pale, purple glow deep within. While the gems would normally be of great value, no person that opposes Tharizdun wants anything to do with them; worshippers of the Dark God consider them priceless and would pay any price, though they are just as likely to kill anyone they know has a gem.

Druniazth: Also known as the Claw of Tharizdun, this bastard sword is one of the more powerful artifacts of the Dark God. It was created by the doomdreamers of Tharizdun from a secret metallic alloy they call ruinite. *Druniazth* first appeared over eight hundred years ago, wielded by Baron Lum, who lost it in a battle against Ur Flan mages near what is now known as Bonewood. It changed hands several times over the next 600 years, until it was thrown into the Rift Canyon in the early 100s CY by an unnamed wielder who sought to end its influence in her life. It remained there for many decades until being discovered by a group of illithids, who traded it to drow merchants in 233 CY. Their caravan, however, was attacked and destroyed somewhere in the Underoerth between the Rift Canyon and the Crystalmists, and the blade passed out of memory again. It was found again in the mid-570s CY in a buried temple of Tharizdun in the Jotens. It passed from the party of adventurers who discovered it to various tribes of ogres and hill giants in that area. In 591 CY, the blade resurfaced in Dyvers, in the hands of an assassin in service to Iuz. This assassin, Kerrab by name, was slain by the city watch, and the blade was set aside for investigation due to its strange appearance. Unfortunately, one of the guardsmen who handled *Druniazth* was converted to Tharizdun's service through the sword's influence.

This guard tried to stop the influence of the sword by locking it in a magical obdurium box, the most powerful metal on Oerth, but the sword's power could not be stopped by any metal, no matter how well enchanted. *Druniazth* led the guard, a half-elf named Nizar Drav'va, on an overland pilgrimage toward the Kron Hills, unsure of where he was going or what he sought. His journey ended with an Underoerth cavern and a group of mindflayers that worshipped Tharizdun. The elder brain called to *Druniazth*, causing its wielder to come to them. They slaughtered Nizar Drav'va and took the sword further into the Underoerth, to an abandoned temple of the Elder Elemental Eye, also known as Tharizdun, beneath the Vault of the Drow.

Druniazth is a simple, plain bastard sword forged from an unknown purplish-black metal. It is devoid of decoration, save for strange patterns that whorl and shift across the blade and guard. The blade is wider than that of most bastard swords, and it emanates cold at all times-in non-arctic conditions, wisps of fog drift from its surface, and it seems to drink light and heat (which dim in its presence). Rounded knobs about the size of a large thumbnail mark the ends of the sword's guard. Black, tanned leather wraps the tang, apparently some addition made by one of the weapon's mortal owners. The round pommel twists and locks into place on the bottom of the tang, hiding the tang nut.

Druniazth's magical abilities only work for evil wielders, and Use Magic Device cannot fool it. Any non-evil wielder gains four negative levels as long as the sword is held.

(Adapted from *Artifacts of Oerth: Instruments of the Gods* by Allan Grohe and Erik Mona, *Dragon* #294)

VAULT OF THE DROW, ERELHEI-CINLU

* From D3 – *Vault of the Drow*

This stronghold of the drow is countless centuries old. It is surrounded by walls of black stone, 30' high and adorned with crenellated battlements above that. At irregular intervals around the perimeter are 11 square towers. The alien and strangely disturbing buildings of Erelhei-Cinlu are crowded together in a welter which confuse any not born and bred to the place. Its crooked, narrow streets and alleys are dimly illuminated by signs scribed in phosphorescent chemicals and occasional lichen growths or fire beetle cages. Not even the drow are certain what horrors lurk in the sewers beneath, but the rooftops are home to many sorts of large, huge, and giant spiders. The main ways of this ancient and depraved city are thronged with as unlikely a mixture of creatures as can be imagined. Green cloaked illithids and kuo-toans rub shoulders with drow. Ghosts and ghouls roam freely, and an occasional shadow or vampire will be seen. Bugbears and troglodytes are common, as are other various servants and slaves of the drow (dwarves, goblins, half-orcs,

humans, and orcs are sometimes free inhabitants of the place). All are pale from dwelling in the sunless Vault. Trolls slink by evil looking men wearing the green garb. None are disturbed to pass a lesser demon or succubus, a night hag or mezzodaemon. These crowds part hurriedly for noble drow riding nightmares or the more powerful demons or nycadaemons, but those of the drow with pack lizards must slowly force their way through traffic. Beggars of all sorts are seen, and half-drow thieves, pimps, and harlots are as common as the enslaved human and elven prostitutes displayed before certain establishments.

Between 8,000 and 9,000 drow live in the city, and double that number of half-casts, servants, and slaves. To this permanent population can be added a thousand or so creatures visiting for purposes known only to themselves. The tiers and dungeons of Erelhei-Cinlu reek of debauchery and decadence, and the city's inhabitants are degenerate and effete. (Those with any promise and ability are brought to serve the fighting societies, merchant clans, or noble houses. The rest are left to wallow in the sinkhole of absolute depravity which is Erelhei-Cinlu.) The most popular places in the city are the gambling dens, bordellos, taverns, drug saloons, and even less savory shops along the two main streets. The back streets and alleyways boast of brothels, poison shops, bars, and torture parlors. Unspeakable things transpire where the evil and jaded creatures seek pleasure, pain, excitement, or arcane knowledge, and sometimes these seekers find they are victims. All visitors are warned that they enter the back streets of the city at their peril.

PLAYER'S HANDOUT 1

Your continued use to me requires that you learn some part of what could be called 'the truth'. Meet me in twelve hours.

- Mordenkainen