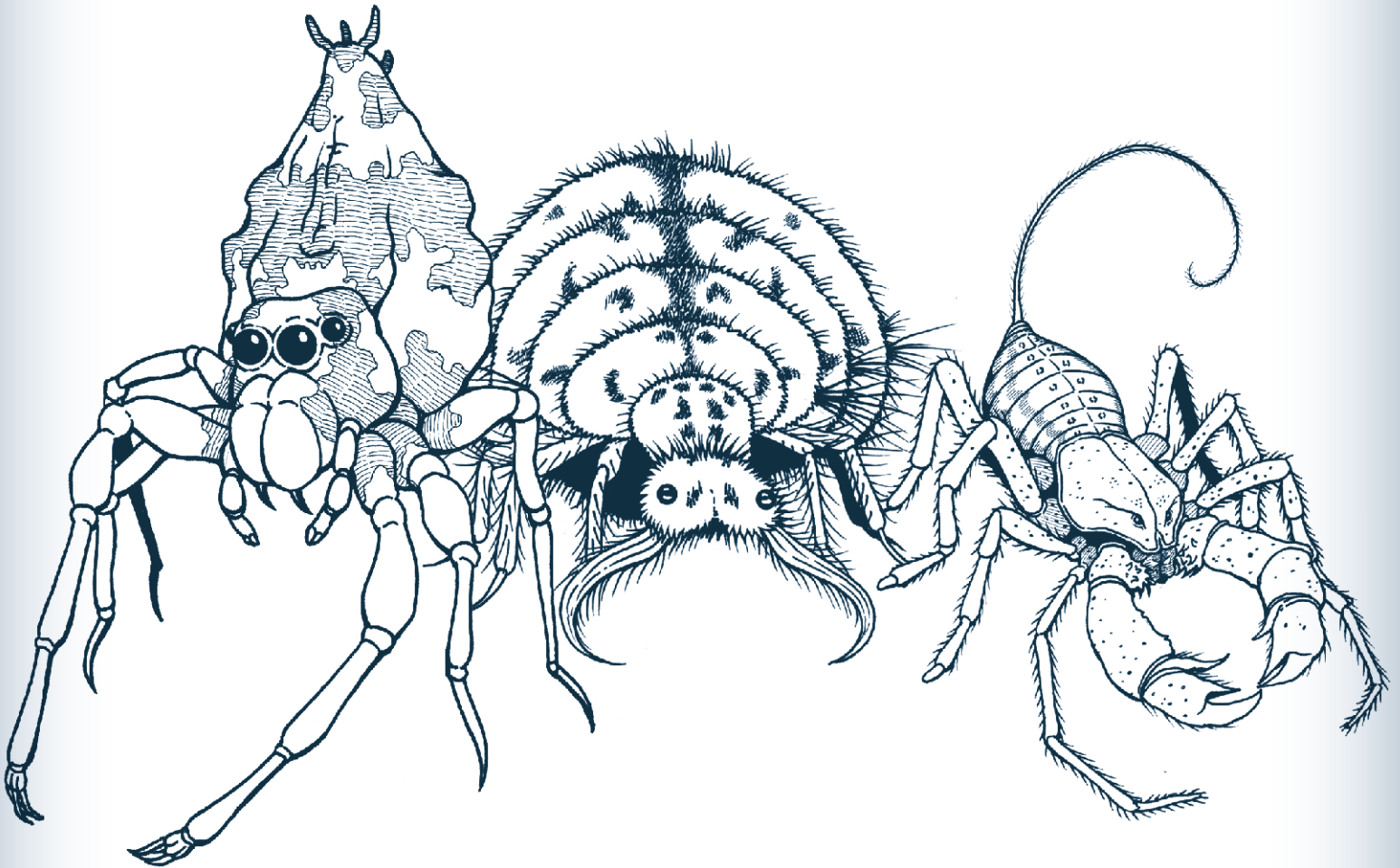


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BLACKDIRGE'S BARGAIN BESTIARIES
CREEPY CRITTERS: BALEFUL BUGS
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CREEPY CRITTERS: BALEFUL BUGS

The dark, dank, and deep places of the world abound with super-sized insects, arachnids, and other chitinous horrors. Most of these monstrosities are no different than their smaller kin, being simply voracious predators driven purely by instinct. However, those that hail from other planes of existence may hide monstrous evil and a fell intellect in the body of a giant spider or other crawling terror.

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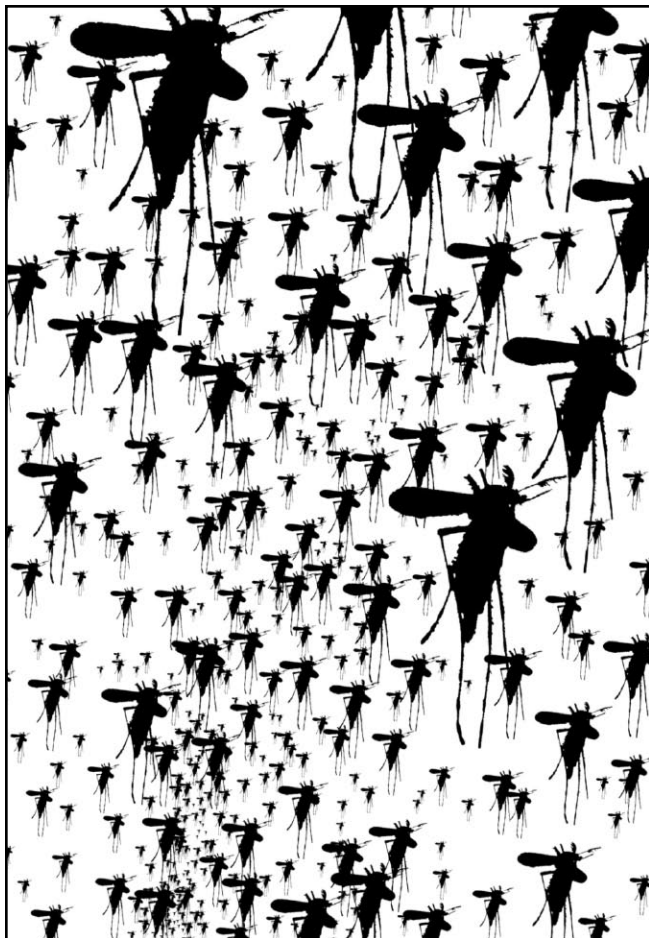
CARRION FLY SWARM

Carrion flies are large, aggressive biting flies that gather in huge, buzzing clouds.

CARRION FLY SWARM LORE

Nature DC 12: Carrion fly swarms are fairly common on battlefields or anywhere that large amounts of corpses are left to rot. Although they will happily consume the dead, carrion fly swarms have been known to attack fresher fare.

Nature DC 17: Some swarms of carrion flies share a symbiotic relationship with cadaverous undead. The swarms follow packs of ghouls, wights, or zombies, feasting on the victims of their undead hosts. In addition, carrion fly swarms have been known to completely engulf their undead allies, creating a defensive screen of thousands of tiny, buzzing bodies.



Carrion Fly Swarm

Level 3 Skirmisher

Medium natural beast (swarm)

XP 150

Initiative +7

Senses Perception +7; low-light vision

Swarm Attack aura 1; each enemy that starts its turn within the aura takes 3 damage, a bloodied enemy takes 5 damage instead.

HP 46; **Bloodied** 23

AC 17; **Fortitude** 14, **Reflex** 17, **Will** 13

Resist half damage from melee and ranged attack;

Vulnerable 10 against close and area attacks

Speed 2, fly 6 (hover)

⊕ **Draining Swarm** (standard; at-will)

+8 vs. AC; 1d6 + 2 damage, and ongoing 5 damage (save ends), a bloodied creature is also weakened (save ends)

† **Buzzing Shroud** (standard; at-will)

A carrion fly swarm can occupy the same square as any friendly undead creature. While the carrion fly swarm is in the undead creature's square, the undead creature gains concealment and the carrion fly swarms vulnerability to close and area attacks is reduced by 5. Both the undead and the carrion fly swarm can still take their full complement of actions each round with no penalty while sharing a square.

↩ **Angry Drone** (immediate reaction, when the carrion fly swarm takes damage; encounter) ◆ **Fear**

Close burst 3; +6 vs. Will; the target takes a -2 penalty to attack rolls until the end of the carrion fly swarm's next turn.

Alignment Unaligned

Languages —

Str 14 (+3)

Dex 18 (+5)

Wis 12 (+2)

Con 14 (+3)

Int 1 (-4)

Cha 10 (+1)

Description *The air is filled with a terrible droning as the piled corpses before you suddenly disgorge a writhing cloud of crimson flies.*

CARRION FLY SWARM TACTICS

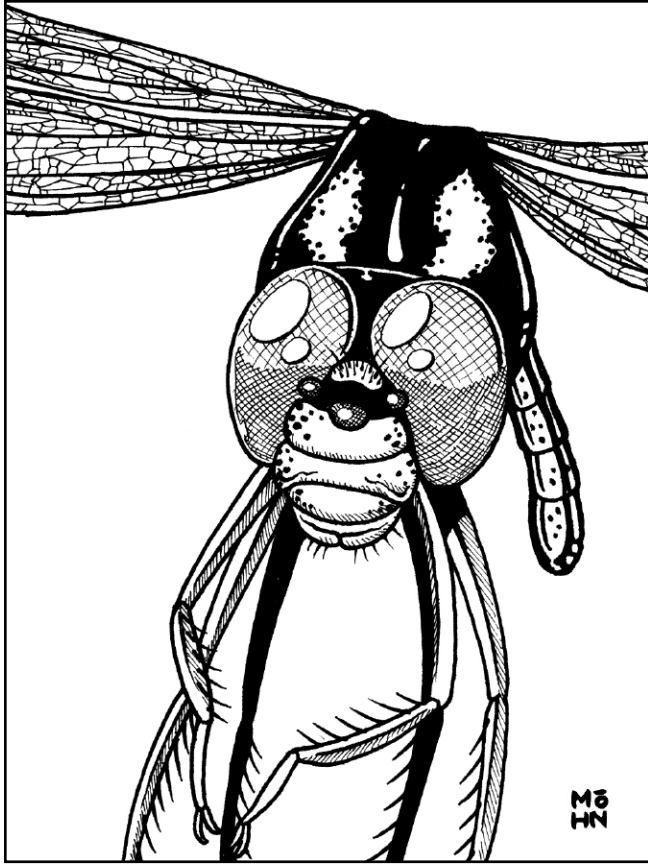
A carrion fly swarm attacks its target with thousands of blood-draining mandibles. It emits a horrid, droning buzz when attacked that can unnerve even the most hardened adventurer. A carrion fly swarm uses *buzzing shroud* to share a square with an undead ally, alleviating some its vulnerability to close and area attacks.

ENCOUNTER GROUPS

Carrion fly swarms are often encountered with cadaverous undead, such as ghouls, wights, and zombies.

Level 4 Encounter (XP 850)

- 2 carrion fly swarms (level 3 skirmisher)
- 1 corruption corpse (level 4 artillery)
- 3 zombies (level 2 brute)



GIANT DRAGONFLY

Giant dragonflies are voracious flying insects that dwell in deep swamps and primordial forests. They are incredibly agile in the air, snatching up prey with a speed and precision unmatched by other aerial predators.

GIANT DRAGONFLY LORE

Nature DC 13: Giant dragonflies are fairly common in warm forests and swamps. They typically prey on other giant insects, but will attack virtually any creature of Medium size or smaller.

Nature DC 17: Giant dragonflies boast intelligence on par with most mammals and can be trained to carry a rider. Eladrin of the Summer Court favor giant dragonflies as mounts for their agility and speed.

Giant Dragonfly Level 7 Skirmisher
Large natural beast (mount) XP 300

Initiative +10 **Senses** Perception +10; low-light vision

HP 79; **Bloodied** 39

AC 21; **Fortitude** 18, **Reflex** 21, **Will** 16

Speed 4, fly 8 (hover)

⬇ **Bite** (standard; at-will)

+12 vs. AC; 2d6 + 4 damage, or 3d6 + 4 against a grabbed target.

⬇ **Snatch and Lift** (standard; at-will)

+12 vs. AC; the target is grabbed, and the giant dragonfly makes a secondary attack against the target. *Secondary Attack:* +10 vs. Fortitude; the giant dragonfly shifts 3 squares, pulling the grabbed target along with it.

Spirit Away (move)

While flying, a giant dragonfly can attempt to move a grabbed target of Medium size or smaller as a move action. If successful, it can fly at a speed of 6 instead of half speed.

Agile Mount (while mounted by a friendly rider of 7th level or higher) ⬆ **Mount**

On any round that a giant dragonfly flies at least 2 squares, it grants its rider a +2 bonus to AC and Reflex defense until the start of its next turn.

Alignment Unaligned

Languages —

Skills Stealth +13

Str 18 (+7)

Dex 20 (+8)

Wis 14 (+5)

Con 15 (+5)

Int 2 (-1)

Cha 10 (+3)

Description *This huge dragonfly's narrow body is twelve feet long, and its massive, gossamer wings stretch nearly twice that distance.*

GIANT DRAGONFLY TACTICS

A giant dragonfly uses *snatch and lift* to grab a target and fly off with it. While in the air, it uses its formidable mandibles to bite grabbed prey. A giant dragonfly carrying a rider can be goaded into dropping a grabbed target to its death rather than biting it.

ENCOUNTER GROUPS

Various fey races use giant dragonflies as mounts, appreciating the huge insects' speed and agility in the air.

Level 8 Encounter (XP 1,850)

- 2 eladrin fey knights (level 7 soldier)
- 1 eladrin twilight incanter (level 8 controller)
- 3 giant dragonflies (level 7 skirmisher)

PUPPETEER SPIDER

The puppeteer spider is an evil and cunning monster from the Feywild. No simple beast, the puppeteer spider is an intelligent predator that often crosses into the world to hunt for prey.

Puppeteer Spider		Level 12 Elite Controller
Large fey magical beast (spider)		XP 1,400
Initiative +9	Senses Perception +15; tremorsense 10	
HP 244; Bloodied 122		
AC 26; Fortitude 24, Reflex 22, Will 23		
Saving Throws +2		
Speed 6, climb 6 (spider climb)		
Action Points 1		
⚔ Bite (standard; at-will) ♦ Charm, Poison		
+17 vs. AC; 1d10 + 6 damage, and the target is dazed (save ends). <i>Each Failed Save:</i> The target moves its speed in a random direction, drawing opportunity attacks from enemies where applicable. If the target ends its movement adjacent to an ally, it makes a melee basic attack against the ally as a free action.		
🕸 Web Net (minor 1/round; at-will)		
Ranged 10; +16 vs. Reflex; the target is restrained (save ends).		
🕸 Webbed Marionette (standard; at-will)		
Ranged 10; targets up to 4 creatures restrained by <i>web net</i> ; +16 vs. Fortitude; the target takes one of the following actions chosen by the puppeteer spider:		
1. The target moves up to half its speed in a direction chosen by the puppeteer spider, drawing opportunity attacks where applicable. The target cannot move more than 10 squares away from the puppeteer spider.		
2. The target makes a melee basic attack against an adjacent creature.		
3. The target makes a melee basic attack against itself.		
Hindering Webs (immediate interrupt, when the puppeteer spider is hit with a melee attack; at-will)		
Targets triggering creature; +16 vs. Fortitude; the target takes a -2 penalty to the attack roll and is considered weakened for the triggering attack.		
Alignment Evil	Languages —	
Skills Stealth +14		
Str 22 (+12)	Dex 17 (+9)	Wis 19 (+10)
Con 18 (+10)	Int 12 (+7)	Cha 10 (+6)
Description <i>This giant spider is easily the size of a horse, and its chitinous body is a garish green and yellow. It regards you with half-a-dozen bright-red eyes that gleam with fell intellect.</i>		

PUPPETEER SPIDER TACTICS

A puppeteer spider begins combat by targeting the most threatening opponent with *web net*. It then uses *webbed marionette* to either move the enemy away from it or force the webbed foe to attack an ally. During combat, a puppeteer

spider prefers to stay out of melee, and instead continues to target foes with *web net*, sowing chaos among the ranks of its enemies by controlling their actions from a distance. If forced into melee, a puppeteer spider attacks with its poisonous bite and relies on *hindering webs* to reduce the effectiveness of its enemies' attacks.

PUPPETEER SPIDER LORE

Arcana DC 17: Although they require the flesh and blood of living creatures to survive, puppeteer spiders are much more than simple predators. They often cross into the world along with other fell creatures of the Feywild to work all manner of evil. Puppeteer spiders despise eladrin and elves, who often work against the spiders' goals and those of their allies

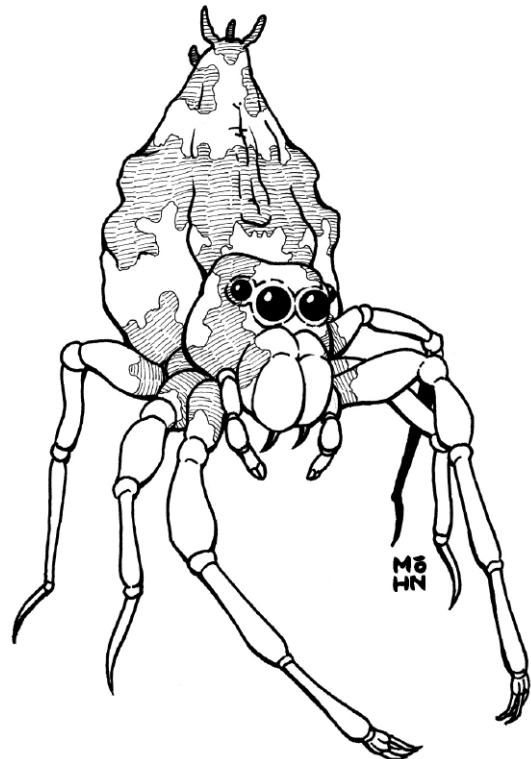
Arcana DC 22: Puppeteer spiders are believed to be the handiwork of the Winter Court, and their dark mistress Morgause, the Queen of Air and Darkness. There may be some truth to this, as puppeteer spiders are certainly invested with a keen desire to control the minds and action of other creatures, much like Morgause herself.

ENCOUNTER GROUPS

Puppeteer spiders often cooperate with other evil creatures from the Feywild, usually melee-oriented monsters such as cyclopes and fomorians.

Level 14 Encounter (XP 5,400)

- 2 cyclops impalers (level 14 artillery)
- 2 cyclops rambles (level 14 skirmisher)
- 1 puppeteer spider (level 12 elite controller)



SAND DEVIL

Sand devils are huge insectoid monsters that live in deserts and other sandy environments. They often burrow up beneath their prey or create pits of shifting sand that carry prey into their waiting mandibles.

SAND DEVIL LORE

Nature DC 15: Sand devils are voracious insectoid predators that burrow beneath the sand in deep deserts. They are able to sense the vibrations of creatures moving on the surface above them and can home in on prey with frightening accuracy. Sand devils can dig unstable pits in the sand that resemble inverted cones. Creatures that fall into one of these sand traps slide helplessly down into the center of the pit where the sand devil waits patiently for an incoming meal.

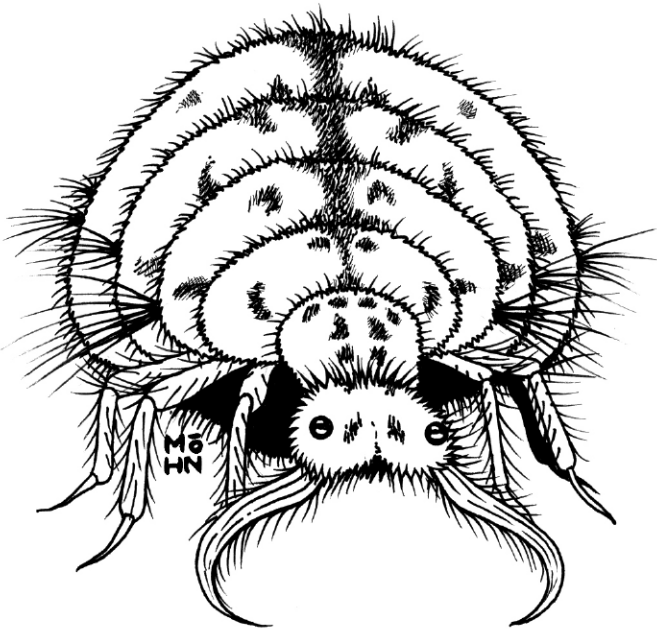
Nature DC 20: Some sages speculate that sand devils are the larval stage of some other insectoid monster. However, if this is true, no one knows what exactly a mature sand devil looks like. Based on the ferocity of the larva, an adult sand devil would be a fearsome monster indeed.

ENCOUNTER GROUPS

Sand devils are solitary predators; however, some savage humanoids have learned to use the sand devil and its deadly sand trap to dispose of enemies.

Level 9 Encounter (XP 2,050)

- 2 gnoll claw fighters (level 6 skirmisher)
- 1 gnoll demonic scourge (level 8 brute)
- 2 gnoll huntmasters (level 5 artillery)
- 1 sand devil (level 9 elite lurker)



Sand Devil

Level 9 Elite Lurker

Large natural beast

XP 800

Initiative +10

Senses Perception +11; tremorsense 10

HP 156; **Bloodied** 78

AC 23; **Fortitude** 22, **Reflex** 19, **Will** 19

Saving Throws +2

Speed 4, burrow 4

Action Points 1

⬇ **Bite** (standard; at-will)

+13 vs. AC; 2d10 + 5 damage, or 2d10 + 10 damage against a restrained target.

⬇ **Drag Below** (standard; recharge ⓂⓂⓂⓂ)

+13 vs. AC; 2d10 + 5 damage, the target is grabbed and the sand devil makes a secondary attack against the target. *Secondary Attack:* +11 vs. Fortitude; the sand devil shifts 2 squares and pulls the target with it. If the target ends up below ground, the sand devil releases the target, and the target is restrained and takes ongoing 5 damage (save ends both). On a successful save, the target shifts to the last square it occupied above ground. If this square is occupied, the target can choose any unoccupied adjacent square.

↩ **Sand Trap** (standard; encounter) ♦ **Zone**

Close burst 5; this power creates an inverted cone of shifting sand, with the sand devil at the center, that lasts until the end of the encounter. Whenever an enemy ends its turn in the zone, the sand devil makes an attack: +11 vs. Reflex; the target is knocked prone and pulled 1 square toward the sand devil. If a target is pulled adjacent to the sand devil, it can make a bite attack against the target as an immediate reaction.

Earthen Cover (immediate interrupt, the sand devil is targeted by a close or ranged attack; at-will)

The sand devil gains superior cover (-5 penalty to attack rolls) against the triggering attack.

Alignment Unaligned

Languages —

Skills Stealth +11

Str 21 (+9)

Dex 14 (+6)

Wis 14 (+6)

Con 18 (+8)

Int 1 (+0)

Cha 6 (+2)

Description *The trackless dunes ahead suddenly erupt in a flurry of stinging grit, leaving a wide, inverted cone in the sand. Alarmingly, you find yourself unable to keep your feet, and you begin sliding down into the shifting pit. More alarming still is the gigantic insectoid horror waiting for you at the bottom of the pit, its huge mandibles spread wide in anticipation.*

SAND DEVIL TACTICS

A sand devil begins combat with *sand trap*, and then sits patiently in the center of its pit, waiting for prey to come to it. It uses earthen cover to avoid area and ranged attacks of enemies while it waits for *sand trap* to bring a target within striking distance. Once a target is adjacent to the sand devil, it attacks the target with its powerful mandibles or uses *drag below* to pull the target beneath the earth. If reduced to fewer than one-quarter of its starting hit points, the sand devil attempts to escape its enemies by burrowing deep beneath the sand.

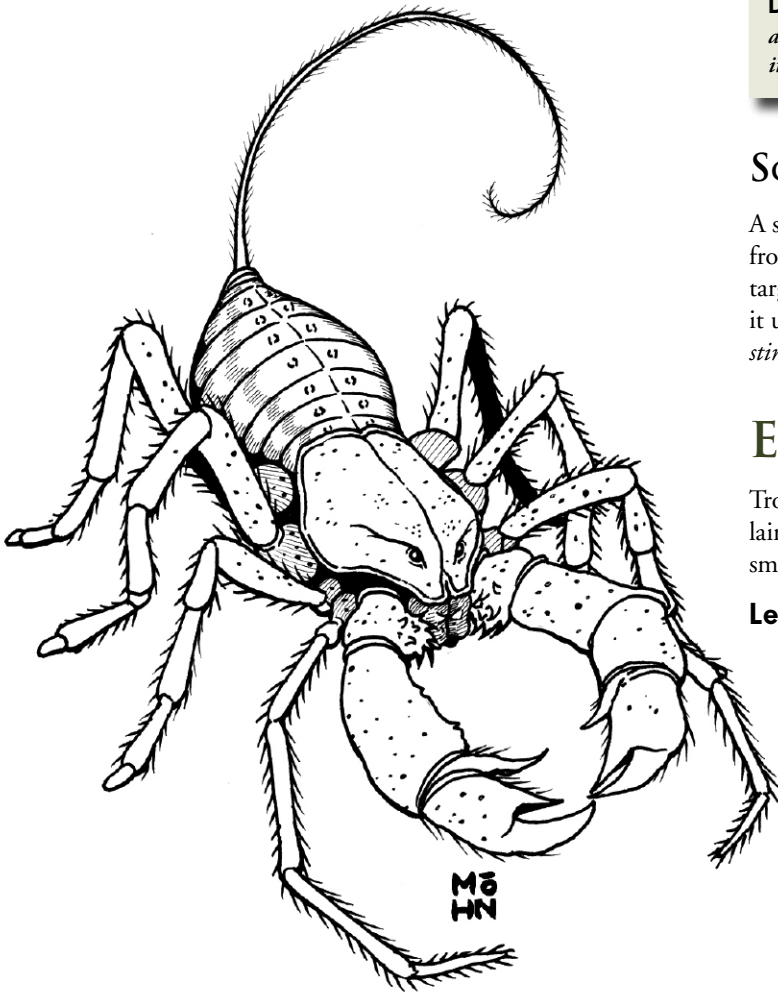
SCOURGETAIL SCORPION

Scourgetail scorpions are aggressive subterranean predators that resemble a horrid cross between a spider and a scorpion.

SCOURGETAIL SCORPION LORE

Nature DC 12: Scourgetail scorpions live in damp subterranean areas, or rarely, in deep jungles where there is enough leaf litter and undergrowth to hide their bulk. They are very aggressive, and will attack any creature of Medium size or smaller that sets off their tremorsense.

Nature DC 17: When irritated or wounded, scourgetail scorpions emit a pungent, acrid odor that most creatures find repulsive. However, troglodytes actually enjoy this vinegary stench, and often keep scourgetail scorpions in their lairs.



Scourgetail Scorpion Level 5 Skirmisher
Medium natural beast XP 200

Initiative +8 **Senses** Perception +3; tremorsense 5

HP 63; **Bloodied** 31

AC 19; **Fortitude** 18, **Reflex** 18, **Will** 16

Speed 7

⬇ **Pincers** (standard; at-will)

+10 vs. AC; 1d8 + 4 damage, and a Medium or smaller target is grabbed.

⬇ **Rending Pincers** (standard; at-will)

Grabbed target only; +8 vs. Fortitude; 2d8 + 4 damage.

⬇ **Scourging Sting** (standard; at-will) ⬆ **Acid**

Reach 2; +10 vs. AC; 1d6 + 2 acid damage, the target takes ongoing 5 acid damage and a -2 penalty to attack rolls (save ends both). The scourgetail scorpion can use this attack against a target it has grabbed.

Scuttling Shift (move)

A scourgetail scorpion can shift 2 squares with a move action.

Alignment Unaligned

Languages —

Skills Stealth +11

Str 19 (+6)

Dex 18 (+6)

Wis 12 (+3)

Con 15 (+4)

Int 1 (-2)

Cha 10 (+2)

Description *This terrifying creature resembles a cross between a scorpion and a spider. Instead of the standard scorpion stinger, it has long, sinewy whip at the base of its abdomen.*

SCOURGETAIL SCORPION TACTICS

A scourgetail scorpion prefers to ambush prey, scuttling out from hiding to grab a target in its powerful pincers or sting a target larger than Medium size. Once it has a target grabbed, it uses *rending pincers* to quickly kill its victim and *scourgetail sting* to fend off other enemies.

ENCOUNTER GROUPS

Troglodytes often train scourgetail scorpions to guard their lairs. The reptilian humanoids actually enjoy the vinegary smell given off by the giant arachnids.

Level 6 Encounter (XP 1,250)

- 2 scourgetail scorpions (level 5 skirmisher)
- 1 troglodyte curse chanter (level 8 controller)
- 2 troglodyte maulers (level 6 soldier)