

200 monsters from the woodlands, compiled from over 20 different sources, including 110 classic 3.0 monsters updated for a 3.5 game.



Requires the use of the Dungeons & Dragons, Third Edition Core Books, published by Wizards of the Coast, Inc.

ISBN 0-9729376-7-6



52000

XRP 3004

Monster Geographica: Forest

Expeditions Retreat Press



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Expeditions Retreat Press

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Introduction

Welcome to Monster Geographica: Forest, a compilation of 200 creatures found in the woodlands.

Monster Geographica books compile 200 monsters found in specific terrains, collected from over 20 different sources into one inexpensive resource. In each Monster Geographica book, a portion of the monsters are from 3.0 sources and updated for a 3.5 game. Arranged by increasing challenge rating with an alphabetical table of contents and creature listing by type, Monster Geographica books are easy to use from many different approaches.

Need a CR7 monster? All CR7 monsters are next to each other with challenge rating markers on the upper corner of each page. Need a CR4 magical beast? *Monsters By Type* list all monsters by type and subtype in ascending challenge rating and list each monster's CR in parenthesis. Due to its unique organization, Monster Geographica books are ideal monster supplements for random encounters, adventure building, and campaign design.

Scattered throughout the book are *Flora and Fauna* sections which contain information appropriate to the terrain type. Although some are not strictly flora nor fauna, they help flesh out the setting for players and game masters alike. Above is an index of the *Flora and Fauna* with their page numbers in parenthesis.

Monster Geographica: Forest is the third book in the Monster Geographica Line. Like its predecessors, Monster Geographica: Underground and Monster Geographica: Marsh & Aquatic, we have maintained our no-internal art policy that allows us to offer customers 200 monsters for \$20.

For those customers who are interested in visual aids, we are pleased to present Fiery Dragon Productions' Counter Collection: Savage Jungles and Wild Woodlands, which contains counters for all 200 monsters found in Monster Geographica: Forest along with other creatures of the woodlands.

A now a moment for reflection after finishing the third book. After combing through hundreds of monsters, we come to a full appreciation: each Monster Geographica book has its flavor and offers something distinctly different. MG: Underground collects the creatures that exist despite the scarcity of resources. MG: Marsh & Aquatic collects the creatures that (to borrow a Toadies lyric) "come from the water," which comes with its own set of parameters, survival mechanisms, predation methods, and well, ickiness. What we like most about Monster Geographica: Forest is that it collects creatures that exist in the best of resources, and they still try to eat you. So enjoy nature's bounty and get to killing.

Good Gaming,
Suzi and Joe
Expeditious Retreat Press

Stinging Woodfly

Diminutive Plant

Hit Dice: 1/4d8 (1 hp)

Initiative: +7

Speed: 5 ft. (1 square), fly 15 ft. (perfect)

Armor Class: 21 (+4 size, +7 Dex), touch 21, flat-footed 14

Base Attack/Grapple: +0/-17

Attack: Sting -1 melee (1 plus burrowing thorn)

Full Attack: Sting -1 melee (1 plus burrowing thorn)

Space/Reach: 1 ft./0 ft.

Special Attacks: Burrowing thorn

Special Qualities: Blindsight 100 ft., camouflage, plant traits, scent

The stinging woodfly is a tiny creature that appears to be an insect made from twigs and leaves. This moth-like plant spends most of its life as a stationary weed, quietly growing in a sunny patch like any other weed. Upon reaching adulthood, usually around the middle of summer, the woodfly drops its flower and detaches itself from its stem. After a period of rest in which it grows a single, sharp thorn, it begins stealthily searching the woods for an animal.

A typical stinging woodfly is about 6 inches long and weighs less than a pound.

Combat

Once the stinging woodfly locates an animal or humanoid, it attempts to quietly attach itself to the creature. It then carefully locates a suitable point to sting the animal with its thorn attack. If the woodfly is discovered or threatened, it usually tries to flee to a safe distance and hide until it can return unnoticed.

Burrowing Thorn (Ex): If the woodfly hits with its sting attack, its thorn detaches and begins burrowing into the flesh of the target. The targeted creature can attempt a DC 14 Fortitude save to reject the thorn. Failure results in 1 point of permanent Constitution drain. During the next

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

Abilities: Str 1, Dex 25, Con 10, Int 2, Wis 2, Cha 18

Skills: Hide +21, Jump -17, Listen +1, Move Silently +9

Feats: Ability Focus (burrowing thorn), Stealthy^B

Environment: Any forests

Organization: Solitary, or swarm (2-6)

Challenge Rating: 1/8

Treasure: None

Alignment: Always neutral

Advancement: 1/2-3/4 HD (Diminutive); 1-2 HD (Tiny)

Level Adjustment: -

seven days the wound will swell into a spherical bump, and after fourteen days, this bump becomes hard and woody like a walnut. After two months, the woody cyst splits open and expels hundreds of soft, wispy seeds. The save DC is Constitution-based and includes a +2 racial bonus and a +2 bonus from its Ability Focus feat.

The bump is quite ugly, and if it is in a visible location on the body (face, hand, etc) the creature incurs a -1 penalty on Charisma-based skill checks. A *remove disease* spell cast within 24 hours will kill the thorn and prevent the bump from forming. Otherwise the bump and eventually the woody cyst will still form, requiring physical removal with a DC 17 Heal check to cure the infestation. Removing the bump or cyst causes 1d4 points of nonlethal damage that cannot be healed magically.

Once a woodfly releases its thorn, it dies instantly.

Blindsight (Ex): The stinging woodfly has no visual organs, but can ascertain all targets within 100 feet using odors and heat detection. As a side effect, the woodfly is attracted to small flames, such as candles, torches, campfires, etc.

Camouflage (Ex): When the stinging woodfly is at rest, it gains a +8 circumstance bonus to Hide checks.

Scarlet Spider

Fine Vermin

Hit Dice: 1/4d8 (1 hp)

Initiative: +2

Speed: 10 ft. (2 squares), climb 10 ft.

Armor Class: 20 (+8 size, +2 Dex), touch 20, flat-footed 18

Base Attack/Grapple: +0/-21

Attack: Bite +10 melee (1d2-5 and disease and tissue damage)

Full Attack: Bite +10 melee (1d2-5 and disease and tissue damage)

Space/Reach: 1/2 ft./0 ft.

Special Attacks: Disease, tissue damage

Special Qualities: Darkvision 60ft., vermin traits

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

Abilities: Str 1, Dex 15, Con 10, Int –, Wis 10, Cha 2

Skills: Climb +6, Hide +22, Jump -17, Spot +4

Feats: Weapon Finesse^B

Environment: Temperate and warm lands and underground

Organization: Colony (8-16) or swarm (20-40)

Challenge Rating: 1/4

Treasure: None

Alignment: Always neutral

Advancement: –

Level Adjustment: –

Scarlet spiders are deadly, aggressive black spiders about 3 inches long. Their legs are long, thin, and covered in a thin layer of dark hair, and their body is solid black with horizontal bands of scarlet ringing it. Scarlet spiders are not web-spinning spiders.

Combat

Scarlet spiders hide in backpacks, bedrolls, chests, boxes, or the like. When a living creature touches or moves near a scarlet spider, it attacks using its sharp mandibles to bite its prey. Scarlet spiders often attack prey by swarming the target. Because of their size, the entire colony or swarm of scarlet spiders can effectively attack the same opponent.

Disease (Ex): Red ache—bite, Fortitude DC 15, incubation period 1d3 days, damage 1d6 Str. The save DC is Constitution-based.

Tissue Damage (Ex): Bite; the victim suffers a -4 penalty to any action taken when using that body part. For example, a victim bitten on the hand

or arm suffers a -4 penalty to attack rolls, Climb checks, Disable Device checks, and so forth. If bitten on the foot or leg, the penalty applies to checks such as Balance and Jump. Tissue damage can be healed by making a successful DC 15 Heal check within 24 hours of the initial bite. After that time, tissue damage can only be healed through magical means (such as *restoration*, *greater restoration*, and so on). Cumulative bites do not result in cumulative penalties if they occur on the same body part. Penalties from two or more bites to different body parts (or opposing body parts, such as right hand and left hand) do stack. For example, a victim bitten on each leg would suffer a -8 penalty on all checks and rolls that require the victim to use his legs (Balance checks, Jump checks, and so forth).

Skills: Scarlet spiders have a +4 racial bonus on Hide and Spot checks. A scarlet spider has a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

Flora and Fauna

Canopy: The treetop section of the rainforest. Over 50% of the biomass in the rain forest is found in the canopy. The trees in the canopy do not touch or overlap but fit together like puzzle pieces. They shut out sunlight for the forest below and lock in the moisture and heat below the canopy. They also act as an effective wind block, keeping the air in forest floor humid, hot, and still.

Simian Reptilian

Tiny Animal

Hit Dice: 1/2d8 (2 hp)

Initiative: +2

Speed: 30 ft. (6 squares), climb 30 ft.

Armor Class: 15 (+2 size, +2 Dex, +1 natural), touch 14, flat-footed 13

Base Attack/Grapple: +0/-11

Attack: Bite +4 melee (1d3-3)

Full Attack: Bite +4 melee (1d3-3)

Space/Reach: 2 1/2 ft./0 ft.

Special Attacks: —

Special Qualities: Low-light vision

Saves: Fort +2, Ref +4, Will +1

Abilities: Str 4, Dex 15, Con 10, Int 2, Wis 13, Cha 7

Skills: Balance +7, Climb +10, Escape Artist +4, Hide +12*, Jump +4, Listen +2, Move Silently +7, Spot +2

Feats: Alertness, Weapon Finesse^B

Environment: Warm forests

Organization: Tribe (6-20)

Challenge Rating: 1/4

Treasure: None

Alignment: Always neutral

Advancement Range: 1-2 HD (Tiny)

Level Adjustment: — (Improved Familiar)

Simian reptilians, or “simis” as they are affectionately called by those that domesticate them, are a kind of lizard, even though they look like scale-covered monkeys. They are about the size of a large cat, with smooth scales that change hue with their mood and surroundings. They have prehensile tails and hooked claws that aid in climbing. Simian reptilians eat mostly fruits and insects.

Humanoids that keep these creatures as pets describe them as cute and lovable, terms not usually associated with reptiles. Simian reptilians are affectionate and loyal, traits more often associated with cats and dogs. Stealthy and acrobatic, they make great animal companions for rangers. They are also very curious, and are quick learners, with some even capable of learning sign language. All of these traits make them highly desirable pets, companions, and familiars.

In the wild, they live in small tribes in jungles and other warm forests, spending their days looking for fruits and insects or resting in the branches of trees. Unlike many reptiles, they are very protective of their young and raise them after hatching.

An average simian reptilian is about 3 feet long and weighs 8 pounds.

A simian reptilian can be acquired as a familiar by an arcane spellcaster as soon as he is able to summon a familiar. It confers no special benefits other than the usual benefits of having a familiar.

Combat

Simian reptilians are not strong fighters and avoid combat whenever possible. When threatened, they attempt to use their stealth and climbing abilities to make a quick escape. However, when among a large simian reptilian tribe or accompanied by a humanoid master, or if their young are threatened, simian reptilians can show remarkable courage and determination.

A common trick among tame simian reptilians is to cling to attackers’ faces, blinding them while the simian reptilian’s master attacks or its tribe escapes. To do this, a simian reptilian must make a successful grapple check; if it establishes a hold, all targets of its victim are considered to have concealment until the grapple is broken.

Skills: A simian reptilian has a +2 racial bonus on Hide, Jump, and Escape Artist checks, a +4 racial bonus on Balance and Move Silently checks, and a +8 racial bonus on Climb checks. They can always choose to take 10 on Climb checks, even if rushed or threatened. They use their Dexterity modifier instead of their Strength modifier for Climb and Jump checks.

*In natural surroundings, simian reptilians have a +8 racial bonus on Hide checks due to their ability to change color.

Thornclaw

Tiny Fey

Hit Dice: 1/2d6 (1 hp)

Initiative: +4

Speed: 20 ft. (4 squares), fly 40 ft. (good) (8 squares)

Armor Class: 19 (+2 size, +4 Dex, +3 natural), touch 16, flat-footed 15

Base Attack/Grapple: +0/-11

Attack: Claw +6 melee (1d4-3 plus venom)

Full Attack: 2 claws +6 melee (1d4-3 plus venom)

Space/Reach: 2 1/2 ft./0 ft.

Special Attacks: Venom

Special Qualities: Damage reduction 5/cold iron, low-light vision, spell resistance 16

Saves: Fort +0, Ref +6, Will +5

In the world's oldest, deepest, darkest jungles live the thornclaws, malevolent cousins of the sprites. Thornclaws delight in causing mayhem, not the harmless mischief commonly associated with their benign cousins. They enjoy luring travelers into their cruel traps and tormenting and terrifying their prey before shredding them with their sharp talons.

Thornclaws resemble tiny elves and stand no more than a foot tall with slender, deer-like horns atop their heads. Their torsos are hardened like a beetle's shell, splitting down the back to reveal two membranous wings when in flight. Their tiny arms end in wickedly long claws that secrete foul venom. Thornclaws speak Sylvan and Common.

Combat

Thornclaws hate a fair fight, so they tip the scales in their favor as much as possible. To this end, they swarm a single opponent, paralyzing foes one at a time before going back and attacking their already frozen adversaries. There are few deaths worse than being paralyzed, flayed, and eaten alive by a swarm of thornclaws. When given time to prepare an ambush, thornclaw bands construct devious traps to ensnare travelers, waiting until their victims fall prey to their snares before swooping in to engage in melee.

Venom (Ex): Creatures hit by a thornclaw's claw attack must succeed on a DC 12 Fortitude save or be paralyzed for 1d6+1 minutes by the thornclaw's venom. Instead of making multiple saves, a creature struck by two or more thornclaws in one round must make a single Fortitude save, with the DC increasing by +1 per additional

Abilities: Str 5, Dex 18, Con 11, Int 10, Wis 17, Cha 14

Skills: Bluff +3, Craft (alchemy) +1, Disable Device +1, Escape Artist +6, Hide +12*, Listen +5, Move Silently +4*, Search +2, Spot +5, Survival +4

Feats: Weapon Finesse

Environment: Warm forest

Organization: Solitary, gang (2-4), band (6-11)

Challenge Rating: 1/4

Treasure: No coins; standard goods; standard items

Alignment: Always neutral evil

Advancement: 1-3 HD (Tiny)

Level Adjustment: +0

thornclaw that hits. The save DC is Constitution-based and includes a +2 racial bonus. Creatures immune to poison are immune to this effect.

Skills: Thornclaws have a +2 racial bonus on Spot, Search and Listen checks. *Thornclaws gain a +8 racial bonus on Hide and Move Silently checks when in wilderness locations.

Habitat/Society

Thornclaws are social creatures, reveling in their kin's company. They hate solitude and do not feel truly comfortable unless surrounded by three or four others of their kind. Despite their need for company, thornclaws never establish friendships, as they prefer cruelty to kindness and change instead of stability. Thornclaw society undergoes constant turmoil, as tribes rarely remain in the same place for more than a few weeks. They resent authority even within their own tribe. As a result, each thornclaw governs himself. Thornclaws hate outsiders, believing their only lot in life is as foils for their traps and torture—and as good meals.

Campaign

A group of sprites arrives in town, bringing their own sense of fun and entertainment with them, but things are not all they seem. The sprites' arrival coincides with the disappearance of several children. However, the events are directly related because the visiting sprites are really thornclaws.

Travelers journeying along a once-safe jungle path have died or vanished at an alarming rate within recent months, ever since the local wild elf clan disappeared. A band of troublesome thornclaws has moved in to the area, and they regularly prey on travelers. But are they also responsible for the elves' disappearance?

Wretchling

Fine Vermin

Hit Dice: 1/4d8 (1 hp)

Initiative: +1

Speed: 10 ft. (2 squares), climb 10 ft.

Armor Class: 19 (+8 size, +1 Dex), touch 19, flat-footed 18

Base Attack/Grapple: +0/-1

Attack: Bite +3 melee (1d2-5)

Full Attack: Bite +3 melee (1d2-5)

Space/Reach: 1/2 ft./0 ft.

Special Attacks: Implant eggs, improved grab

Special Qualities: Darkvision 60 ft., vermin traits

Skills: Climb +3, Hide +17, Jump -17

Feats:—

Saves: Fort +2, Ref +1, Will +0

Abilities: Str 1, Dex 12, Con 10, Int —, Wis 10, Cha 2

Environment: Warm forests

Organization: Swarm (9-16)

Challenge Rating: 1/4

Treasure: None

Alignment: Always neutral

Advancement:—

Level Adjustment: —

Wretchlings are hard-shelled vermin that lay their eggs in other creatures' throats. Wretchlings average between 3 and 6 inches long, and each is protected by a black carapace covered with dozens of yellow-tipped spines. A wretchling scuttles about on scores of pincers, and its eyes are tiny and green.

Wretchlings are sexless, and each carries a host of dormant eggs beneath its spines. A wretchling takes about three months to reach maturity, during which time it lives off leaves and grass. Once fully-grown, wretchlings swarm larger creatures, using them as incubators for their eggs.

Each wretchling attempts to force itself down a creature's throat; once there, the wretchling extends its spines and implants hundreds of eggs in the surrounding tissue before dying. Over the following weeks, the incubating creature becomes ill, exhibiting symptoms of high fever, blurred vision, and sleeplessness. When the eggs hatch, the newborn wretchlings' activities cause the incubator to gag and vomit, allowing the wretchlings to escape. Between the wretchlings' frantic scrabbling and the sharp spines on their shells, the incubator usually suffers fatal internal injuries.

Combat

When wretchlings swarm, they split up into groups of three or four each to attack individual creatures. While any given wretchling is unlikely to reach an opponent's mouth, only one needs to.

Wretchlings do not attempt to implant their eggs in creatures who appear sick, nor do they implant eggs in creatures already acting as incubators.

Improved Grab (Ex): To use this ability, a wretchling must hit a Large or smaller opponent with its bite attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. Wretchlings have a +20 racial bonus on grapple checks, which is already included in the statistics block.

Implant Eggs (Ex): A wretchling can try to force itself into the mouth of a grabbed opponent by making a grapple check. If the wretchling is successful, it lays its eggs in its opponent's throat. The wretchling then dies, and its opponent is infected with wretchling flu—Fortitude DC 10, incubation period 1d3 days, damage 1d3 Dexterity, 1d3 Constitution, and 1d3 Wisdom. The save DC is Constitution-based.

Wretchling flu requires three, not two, successful saves in a row to recover from. The implanted eggs die if the incubating creature recovers from or is cured of the disease. Otherwise, the eggs hatch after 2d6 days, and the incubator takes 4d4 points of damage as the dozens of newborn wretchlings escape from the incubator's mouth. If the incubator survives, it is no longer infected with wretchling flu. The newborn wretchlings cannot attack, and have no significant statistics.

Skills: A wretchling has a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

Carvet

Diminutive Animal

Hit Dice: 1d8+1 (5 hp)

Initiative: +5

Speed: 10 ft. (2 squares), fly 40 ft. (average)

Armor Class: 19 (+4 size, +5 Dex), touch 19, flat-footed 14

Base Attack/Grapple: +0/-15

Attack: Bite +1 melee (1d4-3)

Full Attack: Bite +1 melee (1d4-3)

Space/Reach: 1 ft./0 ft.

Special Attacks: Pry

Special Qualities: Low-light vision

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

Abilities: Str 4, Dex 21, Con 12, Int 2, Wis 12, Cha 4

Skills: Hide +17, Jump -15, Listen +3, Move Silently +10, Sleight of Hand +10, Spot +9

Feats: Alertness

Environment: Temperate forests

Organization: Solitary, pair, or flock (4-16)

Challenge Rating: 1/3

Treasure: Double standard

Alignment: Always neutral

Advancement: 2-3 HD (Diminutive)

Level Adjustment: –

The carvet, often referred to as the thieving magpie, is a swift bird about a foot tall. It is typically black in color, although plumage may vary. It is extremely fond of gems and treasure and likes to line its nest with curious baubles of all sorts. The carvet possesses a long, curved, razor-sharp beak which it uses to cut and pry open tents and packs, allowing access to the valuables inside. Once it finds something it likes, it snatches it and flies back to its nest, typically located high up in tall trees or cliffs. A carvet can carry objects up to a pound in weight. If its nest can be found and reached, the finder is certain to gain a tidy collection of assorted treasures.

Carvet beaks are also highly prized by tailors and leather workers for their use as effective cutting tools. They are also frequently used in the manufacture of magical daggers by certain barbarian tribes.

A carvet can be acquired as a familiar by an arcane spellcaster as soon as he is able to summon a familiar. It confers no special benefits other than the usual benefits of having a familiar.

Combat

The carvet is not well suited for combat and avoids it if at all possible. If attacked, a carvet simply flies away. Carvets gain courage as they increase in numbers, however. Large groups of carvets have been known to attack individuals, especially those that attempt to take away their prizes.

Pry (Ex): A carvet's beak is extremely sharp, enough to allow it to cut through cloth, leather, and plant material as easily as through paper. Carvets ignore the natural hardness of these materials (but not extra hardness gained through enhancement bonuses or other magic).

Skills: A carvet has a +4 racial bonus on Move Silently, Sleight of Hand, and Spot checks.

Training a Carvet

Master thieves are known to train and keep these birds to aid them in their nefarious activities. Rearing an infant carvet requires a DC 16 Handle Animal check. Maturation for a carvet takes three months.

Flora and Fauna

Double Bug: The double bug is a brown beetle with a single horn. It spends most of its time on fallen trees, eating furrows into the wood. It has a very unique defense mechanism. When any creature of diminutive or larger size comes within five feet of the double bug, it makes a mirror image of itself to distract any potential predators. It can only create one image, but that is often enough. Double bugs are magically dependent insects that need magic, wood, water, and air to survive. They are common in boreal forests, and less so in deciduous forests.

Mandragora

Tiny Plant

Hit Dice: 1d8+1 (5 hp)

Initiative: +0

Speed: 30 ft. (6 squares), burrow 20 ft.

Armor Class: 15 (+2 size, +3 natural), touch 12, flat-footed 15

Base Attack/Grapple: +0/-8

Attack: Tentacle slap +2 melee (1d4)

Full Attack: 2 tentacle slaps +2 melee (1d4)

Space/Reach: 2 1/2 ft./0 ft. (5 ft. with tentacles)

Special Attacks: Constrict 1d4, improved grab

Special Qualities: Light sensitivity, low-light vision, plant traits, resistance to fire 20, spell resistance 15, tremorsense 120 ft.

The mandragora is a small carnivorous and vaguely humanoid-looking plant that loves the taste of humanoid flesh (particularly human flesh). It is mottled green and brown in color. Thick green mucus oozes constantly from its roots. Its lower roots are splayed and resemble humanoid feet and legs. Its upper roots are long and tentacle-like and give the appearance of humanoid arms. Its "head" is a mass of hard growth-covered lumps. If the mandragora goes more than three days without devouring flesh, it burrows into the ground and attaches to local tree roots, from which it draws its sustenance until living prey can be found.

A mandragora stands about 2 feet tall and weighs about 10 pounds. A mandragora does not speak or understand any languages.

Flora and Fauna

Corpse Lily: With a massive flower often weighing in excess of 15 pounds and immense petals measuring at least three feet in length, the corpse lily is considered the jungle's largest flower. Despite this prestigious honor, its macabre name and malodorous properties interest amateur naturalists far more than its size. The corpse lily derives its grisly name from the fetid stench of death that emanates from its gigantic flower. Intended to attract certain species of flies that serve as pollinators, the potent odor also attracts the unwanted attention of creatures that feed upon the jungle's plentiful carrion sources, such as ghouls and other scavengers. There is a 10% chance that the lily's fetid stench attracts a nearby hungry, carrion-eating creature. Because of its large dimensions, horrid smell, and proliferation, locating a corpse lily presents no difficulties.

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

Abilities: Str 11, Dex 11, Con 13, Int 8, Wis 10, Cha 9

Skills: Hide +12, Listen +2, Spot +2

Feats: Alertness

Environment: Temperate and warm forests and marshes

Organization: Solitary or colony (3-18)

Challenge Rating: 1/3

Treasure: None

Alignment: Always neutral evil

Advancement: 2-3 HD (Tiny)

Level Adjustment: –

Combat

The mandragora attacks its opponent by lashing and striking with its upper root-tentacles. It attempts to grab its prey and strangle it. Slain creatures are covered in a thick layer of mucus and slime and devoured at the mandragora's leisure.

Constrict (Ex): On a successful grapple check, a mandragora deals 1d4 points of damage. Because it is grabbed by the neck, a creature in the mandragora's grasp cannot speak or cast spells with verbal components.

Improved Grab (Ex): To use this ability, a mandragora must hit a Medium or smaller opponent 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.

Light Sensitivity (Ex): Mandragoras are dazzled in bright sunlight or within the radius of a *daylight* spell.

Sharpscale Flyer

Tiny Animal

Hit Dice: 2d8-4 (5 hp)

Initiative: +4

Speed: 10 ft. (2 squares), fly 60 ft. (good)

Armor Class: 18 (+2 size, +4 Dex, +2 natural), touch 16, flat-footed 14

Base Attack/Grapple: +1/-10

Attack: Bite +7 melee (1d4-3)

Full Attack: Bite +7 melee (1d4-3) and 2 claws +2 melee (1d6-3)

Space/Reach: 2 1/2 ft/0 ft.

Special Attacks: Flying rake 2d4-3

Special Qualities: Low-light vision, scale hooks

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

Abilities: Str 5, Dex 19, Con 6, Int 2, Wis 10, Cha 6

Skills: Balance +6, Climb +6, Hide +12*, Jump -15, Listen +1, Move Silently +11, Spot +1

Feats: Weapon Finesse

Environment: Temperate forests

Organization: Solitary, pair, clutch (3-9), or colony (10-20)

Challenge Rating: 1/3

Advancement: 3-4 HD (Tiny)

Level Adjustment: —

The sharpscale flyer is a sleek flying lizard, almost 4 feet long from its snout to the end of its thin, rudder like tail. It is covered in hard, glossy scales that range from a lustrous greenish-black to an iridescent emerald hue. Sharp flanges and hooks grow from the center of each scale, providing the animal with a powerful natural defense against predators as well as an effective weapon in killing its prey.

Sharpscale flyers are a breed of arboreal lizards that share as much in common with birds of prey as other reptiles. Sharpscale flyers typically hunt small forest-dwelling mammals, but they aren't afraid to attack much larger creatures, especially when hunting as a clutch. A sharpscale flyer is about 4 feet long from nose to tail and weighs around 5 pounds.

Combat

Whether hunting or defending its nest, a sharpscale flyer attacks its victim by flying high

into the air, folding its wings tightly against its body and diving at its prey like an arrow, using its sharp-edged scales to tear opponents as it slashes past them.

Flyby Rake (Ex): When flying, a sharpscale flyer uses the sharp hooks and ridges of its body as a special rake attack (attack bonus +7 melee, damage 2d4-4), attacking as if it had the Flyby Attack feat.

Scale Hooks (Ex): Whenever a sharpscale flyer is grappled, its opponent takes 1d2 points of slashing damage each round from its sharp hooks.

Skills: Sharpscale flyers have a +2 racial bonus on Balance and Climb checks, and a +4 racial bonus on Move Silently checks. They may use their Dexterity modifier instead of their Strength modifier for Climb checks. *Sharpscale flyers receive a +6 racial bonus on Hide checks in forested or overgrown areas.

Flora and Fauna

Vanilla: Vanilla is a creeper plant that climbs up tropical trees (casuarina or vacoas) and flourishes in the heat and damp shade. The fruits appear a month after pollination and are left to ripen, a process that takes seven or eight months. The fruits look like oversized green beans when they are harvested. After harvesting they are blanched in 125°F water for three minutes to halt vegetative reproduction. They're then left to sweat in wool-padded crates for twelve hours or so. After tanking they're dried alternatively on racks and in an oven for a week before being placed in the sun a few hours a day for an additional week. The pods are then closeted away in greaseproof paper lined crates for eight months. Especially valuable vanilla is left in the crates for an additional two years, in which time it is frosted with tiny white crystals of pure vanillin. Vanilla is pollinated by a limited number of species, and when removed from its natural environment, it must be hand pollinated or it will not produce pods. Climate/Terrain: Warm wet forests. Value: 13gp/lbs.

Volley Flower

Small Plant

Hit Dice: 1d8+1 (5 hp)

Initiative: +2

Speed: 0 ft. (immobile)

Armor Class: 13 (+1 size, +2 Dex), touch 13, flat-footed 11

Base Attack/Grapple: +0/-7

Attack: Dart +3 ranged (1d4-3 and pollination)

Full Attack: 3 darts +3 ranged (1d4-3 and pollination)

Space/Reach: 5 ft./0 ft.

Special Attacks: Pollination

Special Qualities: Blindsight 30 ft., camouflage, low-light vision, plant traits

Saves: Fort +3, Ref +2, Will -4

Abilities: Str 4, Dex 15, Con 12, Int -, Wis 2, Cha 1

Skills: —

Feats: Point Blank Shot^B

Environment: Temperate or warm forests

Organization: Pair, patch (3-12), or field (13-24)

Challenge Rating: 1/3

Treasure: Standard

Alignment: Always neutral

Advancement Range: 2-3 HD (Small)

Level Adjustment: —

A volley flower is a bulbous plant with beautiful, blue and yellow flowers with a trumpet-shaped central crown. Within the blossom are several bright yellow stamens, from which it fires its deadly volley.

Volley flowers typically grow in small patches of up to a dozen flowers, or in fields of two dozen or more. These plants are annuals, but rumors abound of a much larger perennial variety. Volley flowers grow to heights of 2 to 3 feet tall, with exceptional specimens topping 5 feet.

Combat

A volley flower is camouflaged exceptionally well, lifting its bloom and revealing its bright colors and its darts when it senses the approach of a potential host creature. If it senses two targets, the plant fires one dart at each; it fires three darts only if it has three or more targets. It always spreads its darts out among as many targets as possible during a battle, trying to hit every available target at least once. A volley flower typically has 12 darts available for each of its Hit Dice; once these are expended, it is defenseless until a day has passed, during which time it grows 1d4 new darts. The plant continues to attack until all of its darts have been used.

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

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

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

Assassin Caterpillar

Fine Vermin

Hit Dice: 1/4d8 (1 hp)

Initiative: -4

Speed: 5 ft. (1 square)

Armor Class: 14 (+8 size, -4 Dex), touch 14, flat-footed 14

Base Attack/Grapple: +0/-21

Attack: -

Full Attack: -

Space/Reach: 1/2 ft./0 ft.

Special Attacks: Poison

Special Qualities: Darkvision 60 ft., vermin traits

Saves: Fort +2, Ref -4, Will +0

Abilities: Str 1, Dex 3, Con 10, Int —, Wis 10, Cha 5

Skills: Hide +12, Move Silently +4

Feats: —

Environment: Temperate land

Organization: Cluster (2-10), infestation (11-20), or horde (21-30)

Challenge Rating: 1/2

Treasure: None

Alignment: Always neutral

Advancement: Special (see below)

Level Adjustment: —

Assassin caterpillars appear to be normal caterpillars gorging before winter arrives, except that their spiky hairs are laced with a defensive poison. Assassin caterpillars are typically green and yellow with red tipped spikes bearing their poison.

Combat

The assassin caterpillar's spines produce a very powerful hemotoxin. A burning pain is felt by the victim at the site of contact with the spines, and as damage is dealt, large bruises appear on the body. Eventually the victim dies from internal bleeding.

Poison (Ex): Contact, Fortitude DC 14, initial damage 1 Con drain, secondary damage internal bleeding (see below). The save DC is Constitution-based and includes a +4 racial bonus.

If a victim takes secondary damage from this poison, it begins to lose hit points at the rate of 2 points per hour. Once the poison's secondary damage takes effect, the only way to stop the

damage is to take antivenom made from the assassin caterpillars' poison, or successfully cast *neutralize poison* or *heal*. Casting *delay poison* merely prolongs the attack, and after the spell's duration is over, the poison continues as before. Casting any *cure* spells or *aid*, or taking any *cure* potions will restore lost hit points, but the victim continues to take damage. Antivenom can be made by anyone with the Craft (alchemy) skill (DC 25) but requires the poison from ten assassin caterpillars.

Skills: The assassin caterpillar has a +8 racial bonus on Move Silently checks.

Advancement: After feeding for two to three months, the caterpillar builds a chrysalis around itself. Eight months later the metamorphosed caterpillar emerges as a completely innocuous butterfly with large yellow and black wings with bright orange spots. The new butterflies mate and lay eggs that develop into larvae and become assassin caterpillars within two months.

Flora and Fauna

Petrified forests: Wood turned into stone. In order for this process to take place, dead trees are usually swept away by water and collected in areas that are covered with thick deposits of mud, sand, and ash from nearby volcanoes. Over time silica permeates the dead trees on a cellular level. The minerals either take on the shape of the cells, creating a copy of the tree or the silica replaces the wood cells, creating an inert replica of the tree. The trees are quartz or crystallized into semiprecious quartz, such as agate, jasper, onyx, carnelian, or amethyst. The petrified logs are covered by sediment that eventually becomes sandstone and shale, both relatively soft rocks. Erosion and upheaval exposes the petrified wood.

Impaler Beetle

Small Vermin

Hit Dice: 1d8+2 (6hp)

Initiative: +0

Speed: 20 ft. (4 squares), climb 15 ft., fly 30 ft. (poor)

Armor Class: 14 (+1 size, +3 natural), touch 11, flat-footed 14

Base Attack/Grapple: +0/-3

Attack: Gore +2 melee (1d4+1) or bite +2 melee (1d3+1 plus poison)

Full Attack: Gore +2 melee (1d4+1) and bite -3 melee (1d3 plus poison)

Space/Reach: 5 ft/5 ft.

Special Attacks: Distraction, poison

The impaler beetle derives its name from the sharp, pointed growth on its head which it uses to spear foes. Its carapace is gray, with an intricate pattern of black markings which seem to dance about. Some scholars believe that these patterns can be read, and that they may reveal ancient lore.

Impaler beetles are aggressive hunters. Their sizes range from 2-3 feet long and 12-15 pounds.

Combat

An impaler beetle is a ferocious fighter, never giving up until either it or its opponent is dead. The insect usually charges into combat attempting to gore its opponent with its massive horn. If the

Special Qualities: Darkvision 60 ft, vermin traits

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

Abilities: Str 13, Dex 10, Con 14, Int -, Wis 11, Cha 2

Skills: Climb +9, Jump -5

Feats: —

Environment: Temperate or warm forests

Organization: Solitary, pair, or cluster (3-5)

Challenge Rating: 1/2

Treasure: None

Alignment: Always neutral

Advancement Range: 2-3 HD (Small)

Level Adjustment: —

enemy still stands after the initial attack, then it falls back to its secondary tactic, trying to poison the opponent with its bite.

Distraction (Ex): An impaler beetle's intricate carapace pattern has a strangely hypnotic effect on animals and humanoids. Any such creature suffers a -1 penalty on attack rolls while fighting the insect. This is a mind-affecting ability.

Poison (Ex): Bite, Fortitude DC 12, initial and secondary damage 1d3 Strength. The save DC is Constitution-based.

Skills: An impaler beetle has a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

Jaculi

Large Magical Beast

Hit Dice: 1d10 (5 hp)

Initiative: +3

Speed: 30 ft. (6 squares), climb 20 ft.

Armor Class: 14 (-1 size, +3 Dex, +2 natural), touch 12, flat-footed 11

Base Attack/Grapple: +1/+6

Attack: Bite +3 melee (1d6+1)

Full Attack: Bite +3 melee (1d6+1)

Space/Reach: 10 ft./5 ft.

Special Attacks: Leap

Special Qualities: Chameleon, darkvision 60 ft., low-light vision

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

The jaculi is a 10-foot long serpent that makes its home in dark forests or in natural cavern deep underground. The jaculi, though not aggressive, is very territorial and defends its territory with great skill. A jaculi can grow to a length of 15 feet. Its head is squat, flat, and encircled with a mane-like ridge of sharp bones. Its natural coloration is a deep green fading to dark brown near the tail. Its underbelly is light gray.

Abilities: Str 12, Dex 17, Con 11, Int 2, Wis 12, Cha 2

Skills: Balance +11, Climb +11, Hide +3, Jump +3, Listen +7, Spot +7

Feats: Weapon Finesse

Environment: Temperate forests and underground

Organization: Swarm (6-13)

Challenge Rating: 1/2

Treasure: None

Alignment: Always neutral

Advancement: 2-3 HD (Large)

Level Adjustment: —

Combat

Jaculi lie in wait for their prey and then leap to the attack and bite.

Leap (Ex): A jaculi can leap from any high point higher than its opponent to a distance of 40 feet and attack at its full attack bonus in the same round. It does not need to make a Jump check.

Chameleon (Ex): A jaculi has the ability to alter its coloration to blend in better with its

surroundings. It does this as a standard action and gains a +12 bonus on Hide checks when using this ability to blend with its surroundings.

Skills: A jaculi has a +4 racial bonus on Hide, Listen, and Spot checks and a +8 racial bonus on

Balance and Climb checks. A jaculi can always choose to take 10 on a Climb check, even if rushed or threatened. A jaculi uses either its Strength modifier or Dexterity modifier for Climb checks, whichever is higher.

Lull Blossom

Medium Plant

Hit Dice: 2d8+2 (11 hp)

Initiative: +0

Speed: 0 ft. (immobile)

Armor Class: 10 (-5 Dex, +5 natural), touch 5, flat-footed 10

Base Attack/Grapple: —

Attack: —

Full Attack: —

Space/Reach: 5 ft/5 ft.

Special Attacks: Envelop, intoxicating lure, soporific gas

Special Qualities: Damage reduction 2/—, flammable, immobile, low-light vision, plant traits

The lull blossom has colorful, large blossoms atop a central stalk with large leaves. It lures victims close enough to be enveloped by its fronds. Heavily-armored prey is sometimes ignored due to the lull blossom's inability to digest non-organic material. A lull blossom, when closed into a bulb, is about 6 feet tall and 5 feet in diameter. The entire plant weighs about 100 pounds.

Combat

The lull blossom attracts curious animals and unmonitored children with its bright, shining colors and by emitting a delightful display of iridescent gas from an orifice directly in its center. The gas dances and weaves on air currents churned by a cluster of vibration-sensitive fronds. The gas is intoxicating and induces sleep, and the same substance coats the inside of the lull blossom's leaves and fronds as a sticky resin.

When a hapless victim is lured in and lulled, the plant's fronds reach out to claim their meal. Once prey has been drawn into the center of the plant, the lull blossom's leaves close up and lock together in a prickly egg-shaped bulb; this process takes 3 full rounds. Inside, resin dissolves the prey's skin, flesh, and bone, which are all absorbed. Waste material fills an underground bladder in the root system, and that bladder creates more gas to attract future meals. A lull blossom is sated for a month on a meal the size of a large dog, but it can devour a human adult given enough time.

Envelop (Ex): Only Medium or smaller creatures may be enveloped. Any creature and any non-metal items trapped within the plant's bulb take 1 point of acid damage every 5 minutes. An enveloped creature awakened by this damage may attempt a Strength check (DC 12+1 per subsequent

Saves: Fort +4, Ref —, Will +0

Abilities: Str 10, Dex —, Con 13, Int —, Wis 10, Cha 1

Skills: —

Feats: —

Environment: Warm forests

Organization: None

Challenge Rating: 1/2

Treasure: Standard

Alignment: None

Advancement: 3-6 HD (Medium)

Level Adjustment: —

check) each round to escape the lull blossom. An enveloped creature may also cut its way out from inside using a Small or Tiny edged weapon to inflict at least 5 points of damage to the lull blossom. Half of any damage inflicted on the plant from outside while it holds a victim is instead inflicted on the victim inside. A slain victim is digested over the course of the next 2 to 10 days, depending on its size. The check DC is Constitution-based.

Intoxicating Lure (Ex): All living, non-plant creatures within 50 feet of the lull blossom that see the plant must make a DC 12 Will save or move immediately toward the plant. This is a mind-affecting attack with a duration of 1d6 x 10 minutes. Once an affected creature reaches the lull blossom, it sits down as close to the plant as possible. The save DC is Constitution-based.

Soporific Gas (Ex): Any living, non-plant creature within 10 feet of a lull blossom for more than 3 rounds must make a DC 12 Fortitude save each round or fall unconscious for 2d6 hours. Creatures knocked out this way can only be awakened before that time by an attack that deals at least 1 point of damage. Sleeping victims are enveloped by the lull blossom over the next 3 rounds. The save DC is Constitution-based.

Flammable (Ex): Lull blossoms suffer double damage from fire-based attacks, due to the flammable gas that they produce. A lull blossom that takes fire damage once it has closed around prey must make a Fortitude save (DC 10 + the amount of fire damage dealt) or explode; this explosion invariably kills the plant, but also deals 2d6 points of fire damage to any enclosed prey and to all creatures within 10 feet of the lull blossom (DC 12 Reflex half). The save DC is Constitution-based.

Smoke Beetle Swarm

Tiny Vermin (Swarm)

Hit Dice: 1d8 (4 hp)

Initiative: +0

Speed: 5 ft. (1 square), climb 10 ft. (2 squares), fly 30 ft. (good) (6 squares)

Armor Class: 13 (+2 size, +1 natural), touch 12, flat-footed 13

Base Attack/Grapple: +0/—

Attack: Swarm (1d6 plus poison)

Full Attack: Swarm (1d6 plus poison)

Space/Reach: 10 ft./0 ft.

Special Attacks: Distraction, poison

Special Qualities: Blindsight 60 ft., darkvision 60 ft., half damage from slashing and piercing, resistance to fire 20, swarm traits, vermin traits

Smoke beetles are oversized vermin drawn to heat. They typically lead a solitary life, except when there is a heat source calling them. In areas of infestation, something as small as a campfire can induce a swarm of smoke beetles. Smoke beetles are also attracted to magical fire, so long as it produces heat.

Combat

Blindsight (Ex): Smoke beetles can perceive the heat radiated by living creatures out to 60 feet. Beyond this distance, the beetles can only tell the basic direction of large sources of heat, such as the bonfires or forest fires to which they are drawn.

Arcanabbit

Tiny Magical Beast

Hit Dice: 1d10 (5 hp)

Initiative: +6

Speed: 50 ft. (10 squares)

Armor Class: 14 (+2 size, +2 Dex), touch 14, flat-footed 12

Base Attack/Grapple: +1/-11

Attack: Bite +5 melee (1d3-4)

Full Attack: Bite +5 melee (1d3-4)

Space/Reach: 2 1/2 ft./0 ft.

Special Attacks: Antimagic cone

Special Qualities: Damage reduction 5/silver, darkvision 60 ft., *detect magic*, low-light vision

Saves: Fort +2, Ref +0, Will -2

Abilities: Str 2, Dex 11, Con 10, Int —, Wis 6, Cha 4

Skills: Climb +4, Hide +8, Jump -16, Spot -2*

Feats: —

Environment: Any forest

Organization: Solitary or infestation (2-4 swarms)

Challenge Rating: 2

Treasure: None

Alignment: Always neutral

Advancement: None

Level Adjustment: —

Distraction (Ex): Any living creature that begins its turn with a swarm in its space must succeed on a DC 12 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Poison (Ex): Injury, Fortitude DC 12, initial and secondary damage 1d2 Dex. The save DC is Constitution-based.

Skills: A smoke beetle swarm has a +8 racial bonus on Climb checks. A smoke beetle swarm can always choose to take 10 on Climb checks, even if rushed or threatened. *A smoke beetle swarm has a +10 racial bonus on Spot checks to notice fires at a distance of up to 10 miles.

Saves: Fort +2, Ref +4, Will +1

Abilities: Str 3, Dex 15, Con 10, Int 4, Wis 13, Cha 9

Skills: Hide +10, Jump +4, Listen +2, Move Silently +4, Spot +2

Feats: Improved Initiative^B, Weapon Finesse

Environment: Any forest

Organization: Solitary, pair, or family (3-10)

Challenge Rating: 1

Treasure: None

Alignment: Usually neutral

Advancement: 2-3 HD (Tiny)

Level Adjustment: —

Arcanabbits are rabbits that have evolved a powerful survival mechanism from living in a magical forest: antimagic. Arcanabbits are jittery, flighty creatures that dash away at the slightest sound. However, when real danger presents itself, they can be surprisingly cunning and hard to catch (much less kill). Mages often try to catch arcanabbits for familiars, but given that an arcanabbit can easily defeat their magic, very few have been successful.

Arcanabbits have silver fur that is almost mirror-like. They also have only one eye, which is a solid gold-colored orb. Other than that, they appear to be normal rabbits. Arcanabbits do not speak a language, but they seem to be able to communicate with each other fluently.

Combat

Arcanabbits will avoid direct combat at all costs, running and hiding and leading pursuers into traps or dangerous areas. When faced with magic, they will use their antimagic cone often.

Brownie

Tiny Fey

Hit Dice: 1/2d6 (1 hp)

Initiative: +8

Speed: 20 ft. (4 squares)

Armor Class: 17 (+2 size, +4 Dex, +1 natural), touch 16, flat-footed 13

Base Attack/Grapple: +0/-10

Attack: Short sword +6 melee (1d4-2/19-20)

Full Attack: Short sword +6 melee (1d4-2/19-20)

Space/Reach: 2-1/2 ft./0 ft.

Special Attacks: Spell-like abilities

Special Qualities: Low-light vision, spell resistance 16

Saves: Fort +0, Ref +6, Will +4

A brownie is a timid, quiet fey creature that prefers to live only among its own kind. Most brownies dwell in pastoral areas untouched by civilization, such as deep forests and wild lands far from other creatures.

Brownies are rarely over 18 inches tall, and weigh about three pounds. They have a greenish cast to their skin. Their hair is always some earth tone such as brown, gray, or tawny. Most brownies prefer green or otherwise brightly colored clothing. Brownies speak Common, Sylvan, and Halfling.

They may be distant relatives of pixies and halflings, but this has never been proven.

Antimagic Cone (Su): An arcanabbit can project a 30-foot cone of antimagic from its eye. This functions just like *antimagic field* (caster level 13th). All magical and supernatural powers and effects within the cone are suppressed. The arcanabbit can use this power up to 10 minutes total each day and can split this up among more than one use.

Detect Magic (Sp): An arcanabbit senses magic within 60 feet as a continuous effect as the spell *detect magic*.

Black Arcanabbits

One in every 100 arcanabbits is born with jet black fur and a jet black eye. These have an intelligence of 5 and are often leaders of other arcanabbits. A black arcanabbit does not have the ability to create an antimagic cone, but rather can fire a *disintegrate* ray from its eye once per day. This power has a range of 40 ft., a save DC of 17, and functions as the *disintegrate* spell (CL 15th).

Abilities: Str 7, Dex 18, Con 11, Int 14, Wis 14, Cha 16

Skills: Bluff +7, Craft (any one) +6, Escape Artist +8, Hide +16*, Jump -6, Listen +8, Move Silently +8, Sense Motive +6, Spot +8

Feats: Dodge^B, Improved Initiative^B, Weapon Finesse

Environment: Temperate and warm forests

Organization: Gang (2-4) or band (5-12)

Challenge Rating: 1

Treasure: No coins; 50% goods; 50% items

Alignment: Always lawful good

Advancement: 1-3 HD (Tiny)

Level Adjustment: +3

Combat

Brownies avoid combat unless forced. If unable to employ their spell-like abilities, brownies attack with tiny short swords.

Spell-Like Abilities: 1/day—*confusion* (DC 17), *continual flame*, *dancing lights*, *dimension door* (DC 17), *magic circle against evil* (DC 16), *mirror image*, and *ventriloquism* (DC 14). Caster level 7th. The save DCs are Charisma-based.

Skills: Brownies have a +2 racial bonus on Listen and Spot checks. *They also receive a +5 racial bonus to Hide checks made in forest environments.

Celenian

Medium Monstrous Humanoid

Hit Dice: 2d8+2 (11 hp)

Initiative: +1

Speed: 30 ft. in hide armor (6 squares); base speed 40 ft.

Armor Class: 15 (+1 Dex, +1 natural, +3 hide armor), touch 11, flat-footed 14

Base Attack/Grapple: +2/+4

Attack: Battleaxe +4 melee (1d8+2/x3) or javelin +3 ranged (1d6+2) or bite +4 melee (1d6+3)

Full Attack: Battleaxe +4 melee (1d8+2/x3) or javelin +3 ranged (1d6+2) or bite +4 melee (1d6+3)

Space/Reach: 5 ft./5 ft.

Special Attacks: —

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

Celenians are a breed of wolf-like humanoids that live in the forested regions away from other humanoids. Celenians have dark brown fur and stand 6-7 feet tall. Besides hunting for food, celenians search the forest for evil creatures, ridden their forest of such monsters.

Combat

Skills: A celenian has a +4 racial bonus on Hide, Listen, Move Silently, and Spot checks. The skill modifiers given in the statistics block include a -3 armor check penalty for wearing hide armor.

*A celenian has a +4 racial bonus on Survival checks when tracking by scent.

Celenians as Characters

A celenian's favored class is ranger, and most of their alphas follow this profession. Those celenians who have a high Wisdom often become tribal shamans (clerics) and worship Canidae.

Canidae, Mistress of the Hunt

Alignment: Neutral

Domains: Animal, Protection, Strength, and Travel
Typical Worshipers: Celenians, good-aligned lycanthropes, rangers, and shamans

Canidae is the divine embodiment of all that it means to be a wolf: solidarity, brotherhood, loyalty, strength, and the thrill of the hunt. Worshipers of Canidae do not revel in the blood and violence of the hunt, but rather in teamwork, community, and the nobility of their prey. Hence, her favored weapon is the natural bite. Canidae's symbol is the full moon with an eye carved into the face.

Saves: Fort +1, Ref +4, Will +3

Abilities: Str 15, Dex 12, Con 12, Int 9, Wis 11, Cha 10

Skills: Hide +4, Jump +6, Listen +5, Move Silently +4, Spot +4, Survival +0*

Feats: Alertness^B, Track

Environment: Any forest

Organization: Solitary, pair, gang (3-10), or pack (20-160 plus 50% noncombatants plus one 4th- to 6th-level clan alpha per 20 adults)

Challenge Rating: 1

Treasure: Standard

Alignment: Usually chaotic good

Advancement: By character class

Level Adjustment: +0

"Celenian" means "those of the moon;" they consider the moon to be Canidae's eye, watching over the pack. A common misconception is that celenians howl at the moon. The truth is that celenians howl during their monthly religious ceremonies. These ceremonies take place when the moon is at its fullest and Canidae's eye is fully open. Consequently, when the moon is new, it is an omen of bad luck since she cannot see or watch over the pack.

The Hunt Domain

This domain focuses on the honorable pursuit and tracking of prey and the relationships between hunter and hunted over great distances.

Granted Power: By selecting an animal, humanoid, monstrous humanoid or magical beast as the subject of your hunt, you may use the Track feat to pursue that one creature. You must select a specific, individual creature by sight or by name. Each day you have the option to select a new subject or to continue pursuing the previous day's subject, even if you haven't seen it since. You enjoy a +8 bonus to Survival checks to pursue your chosen target.

Hunt Domain Spells

1. *Pass Without Trace*
2. *Tree Shape*
3. *Snare*
4. *Control Plants*
5. *Freedom of Movement*
6. *Tree Stride*
7. *Control Weather*
8. *Discern Location*
9. *Sympathy*

Chiao

Medium Humanoid (Chiao)

Hit Dice: 2d8+2 (11 hp)

Initiative: +2

Speed: 30 ft. (6 squares)

Armor Class: 14 (+2 Dex, +2 hide armor), touch 12, flat-footed 12

Base Attack/Grapple: +1/+3

Attack: Tiger claw +3 melee (1d4+2/x3) or javelin +3 ranged (1d6+2)

Full Attack: Tiger claw +1 melee (1d4+2/x3) and tiger claw +1 melee (1d4+1/x3) or javelin +3 ranged (1d6+2)

Space/Reach: 5 ft./5 ft.

Special Attacks: Poison use

Special Qualities: Low-light vision, weapon familiarity

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

Abilities: Str 14, Dex 15, Con 12, Int 9, Wis 10, Cha 11

Skills: Hide +4*, Listen +2, Move Silently +5, Spot +2

Feats: Two-Weapon Fighting

Environment: Warm forest

Organization: Solitary, pair, gang (2-5), band (10-100 plus 25% noncombatants plus 1 2nd-level barbarian champion per 20 adults and 1 ranger leader of 4th- to 6th-level), or tribe (20-200 plus 25% noncombatants plus 1 3rd level barbarian champion per 20 adults, 1 3rd- to 5th-level adept, 1 ranger leader of 5th- to 8th-level, and 2-5 tigers)

Challenge Rating: 1

Treasure: Standard

Alignment: Usually neutral evil

Advancement: By character class

Level Adjustment: +1

Chiao are intelligent, bipedal creatures with the body structure of a human and the face of a tiger. Their bodies are often striped like tigers, and those few born without stripes are teased and ridiculed among the chiao. Chiao are territorial tribal people that live in the jungles. They value strength, hunting, and martial pursuits, following the Tiger General (page 191) in his conquests.

Combat

The chiao are masters of jungle warfare. They excel at hit and run tactics, emerging from the jungle without warning and then melting away after bloodying their opponents. Since jungle conditions are so claustrophobic, chiao favor short-ranged missile weapons like javelins. They let loose a rain of these and then close with their tiger claws.

Poison Use (Ex): Chiao typically carry 3d4 doses of Large monstrous scorpion venom, applying it to their javelins. Chiao are not at risk of poisoning themselves when handling poison.

Poison (Ex): Injury, Fortitude DC 14, initial damage and secondary damage 1d4 Con. The save DC is Constitution-based.

Weapon Familiarity: Chiao treat tiger claws as martial weapons, rather than exotic weapons.

Skills: Chiao have a +2 racial bonus on Hide and Move Silently checks. *In areas of tall grass or heavy undergrowth, the Hide bonus improves to +4.

Tiger Claws: Also known as *bagh nakh*, the chiao favor these nasty paired weapons. Users grasp a metal crossbar, from which several curved blades protrude. A tiger claw is a light exotic weapon that deals 1d4 (Medium) of piercing damage on a hit with a critical range of x3. Cost: 4 gp (one pair of claws). Weight: 1 lb.

Daiken Swarm

Tiny Vermin (Swarm)

Hit Dice: 2d8 (9 hp)

Initiative: +3

Speed: 10 ft. (2 squares), fly 50 ft. (good) (10 squares)

Armor Class: 20 (+2 size, +3 Dex, +5 natural), touch 15, flat-footed 17

Base Attack/Grapple: +1/—

Attack: Swarm (1d6 plus 1d8 electricity)

Full Attack: Swarm (1d6 plus 1d8 electricity)

Space/Reach: 10 ft./0 ft.

Special Attacks: Distraction, electrical charge, electrical jolt

Special Qualities: Darkvision 60 ft., half damage from slashing and piercing, psychic

Daiken are moth-like insects with harder shells and long gossamer wings that intermittently surge blue with electricity. Attracted by psionic power and crystals, daiken attack en swarm, using their long tails to deliver their electric shock.

Combat

Daikens fly into battle as swarms, lashing their opponents with their tails and attempting to release their electrical jolts as often as possible. Their psychic static effect makes it nearly impossible for most psions to fight them.

Distraction (Ex): Any living creature that beings its turn with a daiken swarm in its space must succeed on a DC 11 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Dark Woodsman

Medium Outsider (Chaotic, Extraplanar, Evil)

Hit Dice: 1d8+2 (6 hp)

Initiative: +0

Speed: 30 ft. (6 squares)

Armor Class: 14 (+4 natural), touch 10, flat-footed 14

Base Attack/Grapple: +1/+3

Attack: Claw +3 melee (1d4+2) or greataxe +3 melee (1d12+3/x3)

Full Attack: 2 claws +3 melee (1d4+2) or greataxe +3 melee (1d12+3/x3)

Space/Reach: 5 ft./5 ft.

Special Attacks: Animate trees, draw strength

Special Qualities: Darkvision 60 ft., damage reduction 5/magic and slashing or

static, resistance to electricity 10, swarm traits, vermin traits

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

Abilities: Str 2, Dex 17, Con 11, Int —, Wis 14, Cha 2

Skills: Hide +11, Jump -16

Feats: —

Environment: Any forest and marsh

Organization: Swarm, cloud (3-7 swarms), or plague (11-20 swarms)

Challenge Rating: 1

Treasure: None

Alignment: Always neutral

Advancement: None

Level Adjustment: —

Electrical Charge (Su): A daiken swarm can use the *energy current* ability at will (electricity only; deals 2d6 points of electricity damage; save DC 8; effective manifester level 1st). It need not concentrate to use this ability. The save DC is Charisma-based and includes the +2 bonus for the electricity energy type.

Electrical Jolt (Ex): A daiken swarm deals 1d8 points of electricity damage on a swarm attack.

Psychic Static (Su): Any psionic character with power points must spend 1 extra power point to manifest any psionic ability if a daiken swarm is within 100 feet at the time. For each additional daiken swarm within 100 feet, 1 additional power point is required.

piecing, draw lifeforce, tree bond, tree gate

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

Abilities: Str 14, Dex 11, Con 15, Int 10, Wis 14, Cha 10

Skills: Balance +4, Climb +6, Disguise +4, Hide +4*, Jump +6, Move Silently +4*, Search +4, Survival +6

Feats: Track

Environment: Any evil-aligned plane

Organization: Solitary, pair, gang (3-5), or tribe (6-12)

Challenge Rating: 1

Treasure: None

Alignment: Always chaotic evil

Advancement: By character class

Level Adjustment: +2

Dark woodsmen are long-lived, stocky beings of humanoid shape that are locked in an ancient power struggle with their own kind. A dark woodsman has thick, bark-like skin with a deep brown or black hue. Most dark woodsmen have deep green eyes, while a few have red or obsidian eyes. Eye coloration distinguishes the race's warring factions, acting as a dividing force among these creatures. In all other aspects, the dark woodsman vaguely resembles a wooden carving of a human, elf, or other Medium humanoid. The average dark woodsman is approximately six feet tall and weighs about four hundred pounds.

Extraplanar in origin, these massive beings reside in virgin forests, forming a bond with the land. Dark woodsmen are drawn to secluded areas where the barriers between the planes are weakest. These mysterious creatures adopt these locales as their own, forming a mystical bond with the environment. The dark woodsman protects the trees from invaders until the forest matures, allowing the dark woodsmen to draw strength and lifeforce from it. Eventually, once the forest grows old enough, the dark woodsmen transport the protected area of forest to another plane, where they use the trees as an animated army in their endless struggle against their own kin.

Dark woodsmen speak Sylvan, and those with bonus languages due to high Intelligence also speak Common.

Combat

Dark woodsmen zealously guard their forest, deeming any intelligent creature that enters into their area as an invader. Creatures failing to heed their warnings are met with lethal force derived from the power that the dark woodsman can draw from bonded trees. Dark woodsmen rely predominantly on their prowess with an axe in combat, seeking to keep their tree wards unharmed. However, if an invader is considered to be a sufficient threat, a dark woodsman employs its ability to animate trees to end the fight more quickly.

A dark woodsman's natural weapons, as well as any weapons it wields, are treated as chaotic-aligned, evil-aligned, and magic weapons for the purpose of overcoming damage reduction.

Animate Trees (Su): A dark woodsman can animate trees from its bonded area within 60 feet at will, controlling at one time one tree for every four Hit Dice it has. It takes 1 full round for a normal tree to uproot itself. Thereafter it moves at a speed of 10 feet and fights as a treat in all respects. Animated trees lose their ability to move

if the dark woodsman that animated them is incapacitated or moves out of range. The ability is otherwise similar to *liveoak* (caster level 12th). Animated trees have the same vulnerability to fire that a treat has.

Draw Strength (Su): As a full round action, a dark woodsman can touch a tree in its bonded area to draw strength from it. This grants the dark woodsman a +2 enhancement bonus to Strength for 1 hour. This bonus can be increased to a maximum of +10 by drawing strength from up to five different trees. A dark woodsman cannot draw strength from a tree if he has drawn strength or lifeforce from the tree within the past day nor can he draw strength from an animated tree.

Draw Lifeforce (Su): As a full round action, a dark woodsman can touch a tree in its bonded area to draw life from it. Doing so heals the dark woodsman 1d6 hit points. If the dark woodsman is already at full hit points, he gains any additional hit points as temporary hit points. A dark woodsman cannot gain more than five temporary hit points in this manner, and all temporary hit points last for 1 hour. A dark woodsman cannot draw lifeforce from a tree if he has drawn strength or lifeforce from the tree within the past day, nor can he draw lifeforce from an animated tree.

Tree Bond (Ex): Once a dark woodsman has been in his bonded area for 2d6 months, he forms a bond with the surrounding trees. A bonded area typically consists of 5d10 trees. This bond allows the dark woodsman to use its animate trees, draw strength, draw lifeforce, and tree gate abilities.

Tree Gate (Su): A dark woodsman can cause two bonded trees within 20 feet of each other to grow towards each other until their upper branches form an entwined archway. This archway process takes 10d10 years to complete. Once the archway is in place, the dark woodsman can create a 20-foot diameter extra-dimensional portal within the archway by spending a full round action touching the tree. The portal remains open as long as the dark woodsman continues to touch the tree and for 1d3 additional rounds after the contact has been broken. Once per day, the dark woodsman may call one or more other dark woodsmen through the portal. However, the total HD of the summoned dark woodsmen cannot exceed that of the dark woodsman opening the portal. Otherwise, once opened, any creature may travel through the portal as the *gate* spell.

Skills: *Dark woodsmen have a +10 competence bonus to Move Silently and Hide checks made while within their protected area.

Giant Blister Beetle

Small Vermin

Hit Dice: 2d8+2 (11 hp)

Initiative: +0

Speed: 30 ft. (6 squares)

Armor Class: 16 (+1 size, +5 natural), touch 11, flat-footed 16

Base Attack/Grapple: +1/-3

Attack: Bite +2 melee (1d6)

Full Attack: Bite +2 melee (1d6)

Space/Reach: 5 ft/5 ft.

Special Attacks: Blister spray

Special Qualities: Darkvision 60 ft., immunity to poison, tremorsense 60 ft., vermin traits

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

Abilities: Str 11, Dex 10, Con 12, Int—, Wis 10, Cha 7

Skills: Hide +4*

Feats: —

Environment: Warm forests

Organization: Solitary, cluster (2-5), or click (4-9)

Challenge Rating: 1

Treasure: None

Alignment: Always neutral

Advancement: 3-6 HD (Small)

Level Adjustment: —

Giant beetles are normally aggressive, larger versions of their smaller sized counterparts. Giant blister beetles are nocturnal scavengers found in forests or underground. They are non-aggressive creatures, but they have voracious appetites. If food is scarce, they will attack just about anything that comes close to them. Their favored meal, however, is bees; both giant and normal. Their immunity to poison aids grants them protection from the deadly sting of giant bees (normal bees cannot penetrate their carapace). A cluster of beetles waits near an area frequented by bees and then spring to attack when a bee lands on a flower or plant. Another favored meal is grasshoppers. Blister beetles ambush these large insects and drag the prey back to their lair.

Giant blister beetles reproduce and mature rapidly. The female deposits a group of 2d4 eggs in a hole in the nest. The male then sprays the eggs with its blister spray. Within three days the eggs burst open with an audible pop and out swarm the young blister beetles, reaching maturity in about three weeks.

A giant blister beetle usually measures about 3 feet in length and weighs about 100 pounds.

Combat

When attacked, a blister beetle releases a foul stream of black oily liquid that irritates the skin of any living creature it hits. Afterwards, it moves to combat and strikes with its mandibles. Giant beetles fight to the death.

Blister Spray (Ex): Once every 4 rounds as a standard action, a blister beetle can shoot a jet of inky black liquid in a 20-foot line. A creature within the area must succeed on a DC 12 Reflex save to avoid the spray. On a failed save, the target takes 1d3 points of acid damage and a -2 conditional modifier on attack rolls and ability and skill checks for the next 1 minute (10 rounds) from painful blisters and welts that quickly appear on exposed skin. A DC 10 Heal check or any *cure* spell heals the blisters and negates the penalties. The save DC is Constitution-based.

Tremorsense (Ex): Giant beetles can automatically sense the location of anything within 60 feet that is in contact with the ground.

Skills: *Blister beetles have a +4 racial bonus on Hide checks when in their natural surroundings.

Glaistig

Medium Fey

Hit Dice: 2d6+4 (11 hp)

Initiative: +4

Speed: 30 ft. (6 squares)

Armor Class: 14 (+4 Dex), touch 14, flat-footed 10

Base Attack/Grapple: +1/+1

Attack: Dagger +1 melee (1d4/19-20) or sling +5 ranged (1d4)

Full Attack: Dagger +1 melee (1d4/19-20) or sling +5 ranged (1d4)

Space/Reach: 5 ft./5 ft.

Special Attacks: Addictive presence, charming gaze, death curse, spell-like abilities, withering dance

Special Qualities: Damage reduction 5/cold iron, impure spirit, love of music, low-light vision

The glaistig is a flighty fey of the forest. She looks like a normal woman, except more beautiful than any woman ever seen. With almond skin, tawny hair, and azure eyes, the glaistig personifies feminine beauty as she dances with her long slender limbs. But deep into her pools of blue is a mischievous grin of a child at play.

Combat

A glaistig only uses her benevolent spell-like abilities to aid children, the elderly, and animals.

A glaistig, with her winsome smile and honey-sweet looks, is hard to ignore. When she chooses a partner and he passes up the chance to dance with her, she may force him with but a glance. A target that she *charms* with her gaze will treat the glaistig with all the affection of a youthful crush. Usually, the glaistig chooses to *charm* only one individual, but if a small group is about and the glaistig is feeling lucky, she might try to *charm* them all and lead them in a merry reel.

All of the vulnerabilities caused by a glaistig's impure spirit are folklore that bards might be able to recall with a Bardic Knowledge check against a DC of 20.

Addictive Presence (Su): Any character that dances with a glaistig will find it increasingly harder to resist her in the future. Such an individual suffers a -2 penalty to Will saves against her charming gaze. This penalty is cumulative; every dance increases the penalty by -2. This penalty also applies to the save made to overcome negative levels gained due to her withering dance.

Saves: Fort +2, Ref +7, Will +8

Abilities: Str 10, Dex 18, Con 14, Int 13, Wis 16, Cha 20

Skills: Balance +9, Bluff +10, Concentration +6, Diplomacy +12, Disguise +5 (+7 acting), Handle Animal +8, Hide +9, Intimidate +7, Listen +10, Perform (dance) +18, Spot +5

Feats: Alertness, Iron Will^B

Environment: Any land

Organization: Solitary or covey (1-3)

Challenge Rating: 1

Treasure: Standard

Alignment: Usually chaotic neutral

Advancement: By character class

Level Adjustment: –

Charming Gaze (Su): *Charm monster* as the spell, 30 feet, caster level 7th, Will DC 16 negates. The save DC is Charisma-based. A glaistig's charming gaze only affects male humanoids, or other mortal creatures that find women physically attractive in some way. Despite not being a sonic effect, a bard's countersong ability is effective against this gaze attack, although any penalties from the glaistig's addictive presence still apply.

Death Curse (Su): If a glaistig is slain by force of arms, the creature that inflicted the killing blow must succeed on DC 16 a Will save or suffer the effects of a *bestow curse* spell, uttered by the glaistig as she dies and turns into morning mist. Such a death curse often takes the form of a -6 decrease to the slayer's highest ability score. The save DC is Charisma-based.

Spell-Like Abilities: At will—*alter self*, *crushing despair* (DC 19), *detect thoughts* (DC 17), *suggestion* (DC 18); 3/day—*cure serious wounds*, *mending*, *neutralize poison*, *purify food and water*, *remove disease*. Caster level 10th. The save DCs are Charisma-based.

Withering Dance (Su): A character that dances with a glaistig finds his life slipping away from him. After dancing a complete dance with a glaistig (usually 2d6 minutes), the glaistig's dance partner gains 1 negative level due to energy drain. A character with negative levels at least equal to his current level, or drained below 1st level, is instantly slain and will rise the next night as a wight. If the dancer can somehow be removed from the dance before it ends, he will not suffer the

negative levels, although he will become violent and attempt to rejoin the glaistig if he was the victim of her Charming Gaze ability. The DC is 16 for the Fortitude save to remove a negative level. The save DC is Charisma-based. A glaistig gains 5 temporary hit points for each negative level it bestows.

Impure Spirit (Ex): A glaistig is a wild, strange thing, vulnerable to the gods of civilization. A glaistig can be turned and even destroyed by a cleric, as if she was an undead creature. A glaistig also cannot enter holy ground. The glaistig is only seen at night, and true daylight (not the spell) instantly slays her. A glaistig can use none of her special abilities on a person who wears a blessed iron ring on each finger.

Love of Music (Ex): A glaistig's greatest vulnerability is to bards, and she is easily enraptured by a musical performance. A glaistig

Itnala

Medium Fey

Hit Dice: 2d6 (7 hp)

Initiative: +5

Speed: 30 ft. (6 squares), burrow 20 ft. (4 squares)

Armor Class: 14 (+1 Dex, +3 natural), touch 11, flat-footed 13

Base Attack/Grapple: +1/+4

Attack: Claw +4 melee (1d4+3)

Full Attack: 2 claws +4 melee (1d4+3)

Space/Reach: 5 ft./5 ft.

Special Attacks: Spell-like abilities, subsume, touch of sleep

Special Qualities: Burrow, gem step, low-light vision, symbiosis, unnatural beauty

Itnala, also known as earth dryads, are playful fey that pass from underground and forest with impunity. When first encountered, they are exceedingly beautiful with pale skin, black hair, and mischievous green eyes. But behind such illusionary beauty lies evil intent. Earth dryads lure victims toward their gems and subsume them in a stony grave. Earth dryads speak Common, Sylvan, and Terran.

Combat

There are tales of Itnala who have taken a fancy to particular victims, choosing to keep them alive beneath the surface of the earth in subterranean caverns so long as they continue pleasing their captors.

Spell-Like Abilities: At will—*dimension door*; 3/day—*charm person* (duration 4 hours) (DC 15). Caster level 4th. The save DC is Charisma-based.

Subsume (Su): On a successful grapple check, an earth dryad may attempt to subsume a foe. An earth dryad must succeed at four consecutive pin

suffers a -2 morale penalty to Will saves against any sort of bardic music ability, as well as any mind-affecting magic cast by bards.

Any character with the Perform skill may attempt to use music to lure a dancing glaistig away from her victim for an hour. A glaistig is entitled to a Will save (DC is equal to the character's Perform check result) to resist and can make another save at the end of each hour, so long as the music plays. At the end of each hour, the performer must succeed on a Fortitude save (DC 10 + 1 per hour played) to keep playing. This continues until the performer fails his Fortitude save, or the glaistig succeeds at her Will save, or the glaistig dances until morning and is slain by daylight.

Skills: A glaistig has a +3 racial bonus on Handle Animal checks and a +10 racial bonus on Perform (dance) checks.

Saves: Fort +0, Ref +4, Will +5

Abilities: Str 16, Dex 12, Con 11, Int 14, Wis 14, Cha 18

Skills: Appraise +5, Craft (gemcutting) +5, Diplomacy +6, Escape Artist +5, Hide +5, Listen +8, Move Silently +5, Search +6, Sense Motive +7, Spot +6, Survival +7

Feats: Alertness, Improved InitiativeB

Environment: Any land and underground

Organization: Solitary or swarm (5-9)

Challenge Rating: 1

Treasure: Standard

Alignment: Always lawful evil

Advancement: 3-4 HD (Medium)

Level Adjustment: –

attempts; if multiple earth dryads are grappling a single opponent, they need only four successful pin attempts collectively. Helpless foes are automatically pinned. On the fourth successful pin attempt, the earth dryad begins to draw the character magically beneath the surface of the earth, to entomb him there. An earth dryad may burrow at normal speed as a free action while grappling an opponent and is not considered grappling even while maintaining the grapple with the subsumed victim as a standard action. Victims moved through the earth this way are at risk of suffocation.

The lead earth dryad will typically continue moving the character towards her gem, which may be as far as 300 yards away. Each round, an unwilling target must succeed on a DC 15 Fortitude save to keep from being moved by the earth dryad that round. The save DC is Charisma-based.

Touch of Sleep (Sp): Three times per day, an earth dryad may touch a single creature to put it to

sleep, as the spell (caster level 4th, DC 15), using a melee touch attack. The save DC is Charisma-based.

Burrow (Ex): An earth dryad can glide through stone, dirt, or almost any sort of earth except metal as easily as a fish swims through water. Its burrowing leaves behind no tunnel or hole, nor does it create any ripple or other sign of its presence. A *move earth* spell cast on an area containing a burrowing earth dryad flings the earth dryad back 30 feet, stunning the creature for 1 round unless it succeeds on a DC 15 Fortitude save.

Gem Step (Su): An earth dryad can step inside any gem to reach her own gem. This ability is equivalent to a spell cast by a 7th-level caster.

Symbiosis (Su): Each earth dryad is mystically bound to a single precious gem and must never stray

more than 300 yards from it. Any who do become ill and die within 4d6 hours. If the gem is removed from the earth and not returned, the dryad is similarly affected. An earth dryad's gem does not radiate magic.

Unnatural Beauty (Su): An earth dryad has a permanent illusion of incredibly unnatural beauty, granting it a +12 enhancement bonus to Charisma (without this bonus, most italna have a Charisma of 6). If a creature has reason to believe the earth dryad is not what it seems or once the earth dryad attacks, the creature can make a successful DC 15 Will save to ignore the enhancement bonus and see the italna for what it really is.

Skills: Italna have access to the artisan's tools required for Craft checks.

Lupiscupine

Medium Animal

Hit Dice: 2d8+4 (13 hp)

Initiative: +2

Speed: 50 ft. (10 squares)

Armor Class: 15 (+2 Dex, +3 natural), touch 12, flat-footed 13

Base Attack/Grapple: +1/+3

Attack: Bite +3 melee (1d6+3)

Full Attack: Bite +3 melee (1d6+3)

Space/Reach: 5 ft/5 ft.

Special Attacks: Quill burst, quills, trip

Special Qualities: Low-light vision, scent

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

Abilities: Str 15, Dex 14, Con 15, Int 2, Wis 12, Cha 5

Skills: Hide +3, Jump +10, Listen +4, Move Silently +4, Spot +4, Survival +1*

Feats: Alertness, Track^B

Environment: Any forests

Organization: Solitary, pair, or pack (4-13)

Challenge Rating: 1

Treasure: None

Alignment: Always neutral

Advancement Range: 3-6 HD (Large)

Level Adjustment: —

The lupiscupine is a breed of wolf that bears the quills of a porcupine. When nervous, frightened, or threatened, its quills rise like the hackles of a dog. It can use these quills both offensively and defensively. In all other respects, a lupiscupine behaves like a wolf. A typical lupiscupine is 5 feet long and stands 3 feet tall at the shoulder. It weighs 275 pounds.

Combat

Lupiscupines engage foes in much the same way as their wolf counterparts. A pack will circle an enemy and attack in small groups from all directions simultaneously, then retreat to the safety of the circle.

Although lupiscupines can discharge their quills at multiple targets, they normally use this ability when trying to dissuade a dangerous foe from attacking or when attempting to flee from combat. Normally, one or two pack members will shake off their quills to provide cover for the other lupiscupines as they make their escape. During particularly lean hunting seasons, however, lupiscupines have been known to use their quill bursts in attempts to take down prey.

Quill Burst (Ex): Once per week, a lupiscupine may vigorously shake its body as a standard action, causing a number of its quills to fly off in all directions. The lupiscupine may make 1d4 ranged attack rolls (+3 attack bonus, roll each quill separately) against all creatures within 15 feet.

Quills (Ex): A lupiscupine is covered in long quills like those of an enormous porcupine. If a lupiscupine successfully trips or grapples a target, the target takes 1d4 points of piercing damage from its quills. Any creature striking the lupiscupine with natural weapons or unarmed attacks also takes 1d4 points of damage.

Trip (Ex): A lupiscupine that hits with a bite attack can attempt to trip its opponent (+2 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. The target of a lupiscupine's trip attack also takes quill damage. If the trip attempt fails, the target cannot react to trip the lupiscupine.

Skills: *Lupiscupines have a +4 racial bonus on Survival checks when tracking by scent.

Mabrawn

Mabrawn, 1st-Level Warrior

Medium Humanoid (Mabrawn)

Hit Dice: 1d8+1 (5 hp)

Initiative: +3

Speed: 30 ft. (6 squares)

Armor Class: 15 (+3 Dex, +2 natural), touch 13, flat-footed 12

Base Attack/Grapple: +1/+2

Attack: Short sword +2 melee (1d6+1/19-20) or claw +2 melee (1d4+1) or longbow +4 ranged (1d8/x3)

Full Attack: Short sword +0 melee (1d6+1/19-20) and 3 short swords +0 melee (1d6/19-20) and bite -3 melee (1d6) or 4 claws +2 melee (1d4+1) and bite -3 melee (1d6); or longbow +4 ranged (1d8/x3)

Space/Reach: 5 ft./5 ft.

Special Attack: –

Special Qualities: Low-light vision

Mabrawn are tall four-armed humanoids, obviously of feline descent. Male mabrawn stand almost 7 feet tall, and have short sturdy horns on top of their heads. Female mabrawn are smaller and more dexterous, typically preferring ranged weapons over the short swords of their brothers. The coloration of mabrawn varies wildly, like that of cats, and has no social bearing in their culture. Mabrawn still retain some of the traits of their ancestors, such as the strong claws and sharp teeth that many warriors still prefer to wield during battle.

The race of the mabrawn is an ancient and distinguished one. In ages lost, the mabrawn were as numerous as humans, and commanded vast empires. As the mabrawn society evolved, they became more spiritual and introspective, and their territories were soon overrun by a variety of other races. Many assumed the mabrawn to be extinct entirely, and they were soon forgotten. The mabrawn, however, had retreated back deep into the forests to their sacred places and far from being dead, were living in a sort of golden age. Separated from the rest of the world, the mabrawn achieved peace, prosperity, self-sufficiency, and happiness. Their scholars thrived, and their culture achieved new heights of learning, beauty, and wisdom. Of course, as the mabrawn did so well, their numbers increased, and soon they were unable to hide themselves away. The mabrawn are now in a new stage of expansion, trying to carve a place for themselves in a crowded world.

Mabrawn speak their own language. Many mabrawn also speak Common, or Elven.

The mabrawn warrior presented here had the following ability scores before racial adjustments: Str 11, Dex 12, Con 13, Int 10, Wis 9, Cha 8.

Saves: Fort +3, Ref +5, Will +1

Abilities: Str 13, Dex 16, Con 13, Int 10, Wis 13, Cha 8

Skills: Listen +3, Spot +3

Feats: Multiweapon Fighting B, Run

Environment: Temperate forests

Organization: Solitary, pair, patrol (3-6 plus 1 3rd-level leader), troop (11-18 plus 2 3rd-level sergeants, 1 3rd-level priest, and 1 5th-level lieutenant), or colony (21-120 plus 50% noncombatants, plus 1 3rd-level sergeant per 5 adults, 1 3rd-level priest per 20 adults, 5 5th-level lieutenants, 2 7th-level captains, and 1 9th-level priest)

Challenge Rating: 1

Treasure: Standard

Alignment: Usually neutral good

Advancement: By character class

Level Adjustment: +3

Combat

Mabrawn patrols commonly team warriors with archers and spellcasters. The archers and spellcasters provide cover and ranged support for the warriors, who attack ferociously with all four of their arms at once. In case of emergency, archers carry melee weapons and enter the fray if needed.

Mabrawn as Characters

Mabrawn have an affinity for the wilderness, and their favored class is ranger. Mabrawn druids are also common, and clerics somewhat rarer. Mabrawn with a more lawful bent often follow the path of the monk, while more chaotic mabrawn gain levels as rogues. Mabrawn adventurers are common in this time, as many mabrawn are fascinated with the outside world and eager for exploration. Mabrawns are generally well-regarded by other good races, and are likely to encounter more an attitude of wonder and interest than hostility. As their lands and influence grow, however, this may change.

Mabrawn characters possess the following racial traits.

— +2 Strength, +4 Dexterity, +4 Wisdom.

— Medium size.

— A mabrawn's base land speed is 30 feet.

— Low-light vision.

— Racial Skills: Mabrawn characters gain skills according to their character class.

— Racial Feats: Mabrawn characters receive the Multiweapon Fighting feat as a bonus feat.

— +2 natural armor bonus.

— Natural Weapons: 4 claws (1d4) and bite (1d6).

— Favored Class: Ranger.

— Level adjustment +3.

Makesh

Medium Humanoid (Makesh)

Hit Dice: 2d8 (9 hp)

Initiative: +1

Speed: 30 ft. (6 squares)

Armor Class: 14 (+1 Dex, +3 studded leather), touch 11, flat-footed 13

Base Attack/Grapple: +1/+1

Attack: Flail +1 melee (1d8) or javelin +2 ranged (1d6)

Full Attack: Flail +1 melee (1d8) or javelin +2 ranged (1d6)

Space/Reach: 5 ft./5 ft.

Special Attacks: —

Special Qualities: Darkvision 60 ft., *detect magic*

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

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

Skills: Climb +3, Hide +3, Listen +3, Move Silently +2, Spot +3, Survival +2

Feats: Alertness

Environment: Temperate forest

Organization: Solitary, pair, bunch (3-5) or knot (5-20)

Challenge Rating: 1

Treasure: Standard

Alignment: Usually neutral evil

Advancement: By character class

Level Adjustment: +1

Thousands of years ago, a coalition of evil deities created the makesh to replace elves as the woodland's controllers. Although believed to have perished centuries earlier, the makesh somehow survived. Their size and build most closely resemble that of a human, but they only possess one eye, no nose, and a third arm. Both male and female makesh share the same light green skin and very thin brown hair. Their eye coloration varies, depending on the magical function employed at the time. Despite the absence of a nose, the makesh can smell; olfactory glands embedded in its long, forked tongue allow it to do so. The creature's arm extends from the back of the neck to a maximum length of 3 1/2 feet. The snake-like appendage is thin, but just as strong as its other arms, and it can be used just as quickly and capably, except that it cannot manipulate small items because it lacks fingers. When not in use, the arm remains coiled around the makesh's long neck.

In general, these humanoids are agile and sinewy. Makesh wear conservative, drab clothing and are never encountered unarmed. Makesh speak Common and Elven, as well as their own language.

Combat

Makesh always initiate combat unless outnumbered. They prefer to hurl javelins before wading directly into combat with their signature weapon, the flail. They often ambush their foes from the trees, where they use their third arm to hang from a branch and use a free arm to throw javelins.

Spellcasters use this same technique to gain a clear line of sight without hindering casting by provoking attacks of opportunity. Coordinated assaults do not fare well, as the makesh's sense of self-preservation is high. For example, a complex plan that depends on each makesh playing a vital role falls apart because individuals retreat when severely threatened.

Detect Magic (Su): In addition to its darkvision, a makesh can *detect magic* in a 60-foot area at will. Using this ability is a free action and causes the makesh's eye color to change from its normal brown to a light blue.

Skills: A makesh's third arm gives it a +2 racial bonus on Climb checks. The skill modifiers given in the statistics block include a -1 armor check penalty for wearing studded leather.

Habitat/Society

Makesh society is poorly organized. They congregate in small treetop villages of no more than 50 individuals created primarily for protection rather than the need for companionship. Makesh villages are purposely located deep in the woods, affording them the privacy and protection that they cherish most. The smartest member usually leads the community, but occasionally the strongest one does.

The unique powers and qualities of wooded areas were something that the evil gods did not want the elven race to unilaterally dominate. Soon after the elves' creation, this vile cadre fashioned the makesh to oppose them. Unfortunately, the rush to bring the race to fruition caused its downfall. Inherently self-serving, the makesh fight amongst themselves as often as against the elves. Before the arrival of humans, the elves nearly eradicated the makesh after a long, protracted war. Today, the makesh remain hidden, nursing a deep-seeded hatred of the elves, while carefully and quietly spreading their numbers through the forest and its surroundings. Makesh leaders recognize the untapped power non-forest dwellers possess, and some makesh venture beyond their secluded villages in search of an ultimate weapon to destroy elves once and for all.

Favored classes include rogue and wizard, with the community leader often possessing several levels of one or both.

Slicing Diver

Small Magical Beast

Hit Dice: 1d10+1 (6 hp)

Initiative: +5

Speed: 10 ft. (2 squares), fly 60 ft. (average) (12 squares)

Armor Class: 18 (+1 size, +5 Dex, +2 natural), touch 16, flat-footed 13

Base Attack/Grapple: +1/-5

Attack: Beak +0 melee (1d8-2)

Full Attack: Beak +0 melee (1d8-2)

Space/Reach: 5 ft./5 ft.

Special Attacks: Flock of razors, slicing dive

Special Qualities: Darkvision 60 ft., low-light vision, razor beak

Slicing divers are amongst the deadliest threats of the jungle. Reaching four feet in length and with a wingspan that reaches 10 feet, they roost in the mid-height branches of trees, relying on their green and brown plumage to keep them hidden from predators. The diver's most notable trait is the sharp, sword-like beak. Sharpened to a deadly edge, it makes a lethal weapon that slices the bird's prey to pieces. When attacking in flocks, slicing divers can overwhelm and slay even a heavily armored warrior.

Slicing divers usually travel in small flocks. Despite the danger they pose to travelers, they only rarely attack other creatures. Divers use their beaks to chop open vines, trees, and other plants most of the time, cutting them into small, easily eaten portions. When startled or threatened, however, a flock of slicing divers can become aggressive, swarming upon a target with their deadly beaks.

Combat

Slicing divers react aggressively to any attack, whether real or perceived. A woodsman chopping down a tree could disturb a nest and incite an attack, as could a wizard who carelessly looses a *fireball* or

Saves: Fort +3, Ref +7, Will +0

Abilities: Str 6, Dex 20, Con 12, Int 4, Wis 10, Cha 8

Skills: Hide +9, Spot +4

Feats: Flyby Attack

Environment: Warm forest

Organization: Solitary or flock (4-24)

Challenge Rating: 1

Treasure: Standard

Alignment: Always neutral

Advancement: 2-3 HD (Small)

Level Adjustment: —

lightning bolt near a flock. In battle divers descend upon a target with frightening speed, swooping by to slice with their beaks. They make extensive use of their razors and slicing dive abilities, swooping past their opponents in great waves to overwhelm and slay them.

Flock of Razors (Ex): A slicing diver that aids another attacking bird may automatically grant a +1 bonus to either its attack roll or AC without having to make an attack roll. It may also use its slicing dive ability when performing this action. A slicing diver can choose to use the aid another action normally, but still needs to make an attack roll if it does so.

Slicing Dive (Ex): When using the Flyby Attack feat to attack, a slicing diver provokes no attack of opportunity when moving out of the target's threatened area.

Razor Beak (Ex): The slicing diver's sharp, edged beak allows it to easily evade grappling attempts and most nets and other snares. Any character grappling a diver suffers automatic beak damage each round it grapples the bird. The diver deals the same damage to nets and similar snares trapping it.

Treetara

Small Animal

Hit Dice: 2d8 (9 hp)

Initiative: +3

Speed: 20 ft. (4 squares), climb 20 ft

Armor Class: 16 (+1 size, +3 Dex, +2 natural), touch 14, flat-footed 13

Base Attack/Grapple: +1/-4

Attack: Bite +5 melee (1d6-1)

Full Attack: Bite +5 melee (1d6-1) and 2 claws +0 melee (1d3-1)

Space/Reach: 5 ft/5 ft.

Special Attacks: Pounce, rake 1d3-1

Special Qualities: All-around vision, burst of speed, low-light vision, razor spines

Saves: Fort +3, Ref +6, Will +1

Abilities: Str 9, Dex 16, Con 11, Int 1, Wis 12, Cha 10

Skills: Balance +11, Climb +11, Hide +13*, Jump -7, Listen +2, Spot +7

Feats: Spring Attack^B, Weapon Finesse

Environment: Warm forests and marshes

Organization: Solitary, pair, or pack (3-8)

Challenge Rating: 1

Treasure: Standard

Alignment: Always neutral

Advancement Range: 3-4 HD (Small); 5-6 HD (Medium)

Level Adjustment: —

Treataras are predatory, arboreal lizards that stalk rainforests, jungles, and marshes. Along their sallow bodies are bony spurs. Their unusual body structure and coloration grant them amazing camouflage in trees and underbrush.

A treatara is about 3 feet long and weighs around 16 pounds.

Combat

Thanks to its remarkable camouflage, the treatara usually surprises its prey. It is rarely surprised itself, given its wide-spaced eyes. Even if an enemy spots the creature, the treatara's capability for short bursts of speed allows it to close the distance before its prey can react. After leaping onto its target, the creature bites and claws rapidly and then leaps away, only to attack again an instant later. Treataras sometimes hunt in packs, allowing them to bring down prey far larger than themselves.

Pounce (Ex): If a treatara charges a foe, it can make a full attack, including two rake attacks.

Rake (Ex): Attack bonus +0 melee, damage 1d3-1.

Tree Devil

Medium Magical Beast

Hit Dice: 2d10+2 (13 hp)

Initiative: +2

Speed: 20 ft. (4 squares), climb 30 ft. (6 squares)

Armor Class: 14 (+2 Dex, +2 natural), touch 12, flat-footed 12

Base Attack/Grapple: +2/+3

Attack: Bite +3 melee (1d6+1) or claw +3 melee (1d4+1)

Full Attack: Bite +3 melee (1d6+1) or 2 claws +3 melee (1d4+1)

Space/Reach: 5 ft./5 ft.

Special Attacks: —

Special Qualities: Darkvision 60 ft., improved grab, low-light vision

Tree devils are arboreal hunters that stalk heavily forested areas. Their mottled black-brown fur is patched green with the algae. The tree devil's long arms are reminiscent of primates, while their razor sharp teeth and long snout are more akin to canines.

Combat

Tree devils are patient hunters, waiting for an isolated victim. The initial attack of a tree devil, typically a swing down from the trees at its victim, is treated as a charge, with the target usually caught flat-footed and completely surprised.

All-Around Vision (Ex): A treatara has widely spaced eyes that rotate independently, allowing it to see in all directions at once. Because of this ability, it cannot be flanked.

Burst of Speed (Ex): Once every six hours, a treatara can move at five times its normal speed (100 feet) when it makes a charge.

Razor Spines (Ex): A creature that attacks a treatara with natural or unarmed attacks takes 1d3 points of piercing damage from the lizard's wickedly sharp spines. The treatara may also use these spines to deal damage with a successful grapple check.

Skills: Treataras have a +4 racial bonus on Hide and Spot checks and a +8 racial bonus on Balance and Climb checks. They can always choose to take 10 on Climb checks, even if rushed or threatened. They use their Dexterity modifier instead of their Strength modifier for Climb checks. * When remaining still among forest growth, a treatara has a +12 racial bonus on Hide checks.

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

Abilities: Str 12, Dex 15, Con 13, Int 2, Wis 16, Cha 10

Skills: Climb +9, Hide +4*, Jump -5, Move Silently +4, Tumble +6, Survival +4

Feats: Stealthy

Environment: Temperate forest

Organization: Solitary, pair, or family (1-2 and 1d4 offspring)

Challenge Rating: 1

Treasure: None

Alignment: Always neutral

Advancement: 3-4 HD (Medium); 5-6 HD (Large)

Level Adjustment: —

Improved Grab (Ex): To use this ability, a tree devil must hit a Medium or smaller opponent with a claw 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.

Skills: Tree devils have a +8 racial bonus on Climb checks. A tree devil can always choose to take 10 on Climb checks, even if rushed or threatened. *The coloration of a tree devil's fur gives it a +4 racial bonus on Hide checks made in its native forest.

Ambush Lizard

Large Magical Beast

Hit Dice: 3d10+3 (19 hp)

Initiative: +1

Speed: 30 ft. (6 squares), climb 20 ft.

Armor Class: 14 (-1 size, +1 Dex, +4 natural), touch 10, flat-footed 13

Base Attack/Grapple: +3/+7

Attack: Bite +2 melee (1d8) or tongue +3 ranged touch (1d4 nonlethal)

Full Attack: Bite +2 melee (1d8) and 2 claws -3 melee (1d6) or tongue +3 ranged touch (1d4 nonlethal)

Space/Reach: 10 ft./5 ft. (up to 15 ft. with tongue)

Special Attacks: Improved grab, swallow whole

Special Qualities: Darkvision 60 ft., low-light vision, mimicry, scent

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

Abilities: Str 10, Dex 13, Con 12, Int 6, Wis 10, Cha 11

Skills: Bluff +2*, Climb +9, Hide +10*, Listen +10, Move Silently +11

Feats: Combat Reflexes, Stealthy

Environment: Temperate and warm forests

Organization: Solitary or pair

Challenge Rating: 2

Treasure: None

Alignment: Usually neutral

Advancement: 4-9 HD (Large)

Level Adjustment: —

The ambush lizard is a nocturnal hunter, preferring prey smaller than itself. It is not afraid to attack larger creatures, however. Its mimicry ability allows it to draw unsuspecting prey within range of its long tongue. The natural coloration of an ambush lizard is light brown or green with purple stripes. However, its chameleon-like scales allow it to change color to blend in with its surroundings.

An ambush lizard is about 6 feet tall at the shoulders, 20 feet long from the head to tail, and weighs around 1,000 pounds.

Combat

The preferred tactic of an ambush lizard is to track a potential meal for long periods of time, listening to noises that the ambush lizard can then imitate. Then it finds a suitable hiding spot and waits, while imitating these noises in hopes of luring prey. If the ambush lizard succeeds in capturing prey, it climbs or runs to a safe spot to finish digesting its meal. If it fails to get a victim into its mouth, the ambush lizard resorts to attacks with its razor-sharp claws and teeth.

Improved Grab (Ex): To use this ability, the ambush lizard must hit a creature of up to Small size with its tongue attack. If it gets a hold it may make another grapple check as a free action to draw its prey into its mouth. Prey successfully drawn in takes automatic bite damage each round, and the ambush lizard can attempt to swallow its prey.

Swallow Whole (Ex): An ambush lizard can try to swallow a Small or smaller opponent it has bitten by making a successful grapple check. The

swallowed creature takes 1d8 points of crushing damage and 1d4 points of acid damage per round from the ambush lizard's gizzard. A swallowed creature can climb out of the gizzard with a successful grapple check. This returns it to the ambush lizard's mouth, where another successful grapple check is required for it to get free. A swallowed creature can also cut its way out by using a light slashing weapon to deal 10 points of damage to the gizzard (AC 12). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out.

The ambush lizard's gizzard can hold two Small, four Tiny, eight Diminutive or sixteen Fine opponents.

Mimicry (Ex): The ambush lizard can imitate any noise or speech it has heard within the past week. A successful Listen check opposed to the ambush lizard's Bluff check is required to detect the ruse.

Skills: Ambush Lizards have a +8 racial bonus on Listen and Move Silently checks. A ambush lizard has a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened. They may use their Dexterity modifier instead of Strength for Climb checks. Due to their chameleon-like ability to blend into their surroundings, ambush lizards receive a +10 racial bonus on Hide checks.

*When imitating sounds or voices with their mimicry ability, they receive a +10 racial bonus on Bluff checks.

Amphi

Medium Monstrous Humanoid

Hit Dice: 3d8 (13 hp)

Initiative: +2

Speed: 30 ft. (6 squares), climb 30 ft. (6 squares), swim 20 ft. (4 squares)

Armor Class: 14 (+2 Dex, +2 natural), touch 12, flat-footed 12

Base Attack/Grapple: +3/+4

Attack: Tongue +4 melee (1d4+1) or javelin +5 ranged (1d6+1 plus poison)

Full Attack: Tongue +4 melee (1d4+1) or javelin +5 ranged (1d6+1 plus poison)

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

Special Attacks: Poison

Special Qualities: Darkvision 60 ft., leap

Saves: Fort +1, Ref +5, Will +3

Abilities: Str 12, Dex 14, Con 11, Int 8, Wis 10, Cha 11

Skills: Climb +11, Hide +2*, Jump +13, Move Silently +6, Spot +3, Swim +11, Survival +3

Feats: Ability Focus (poison), Athletic

Environment: Warm forest and marsh

Organization: Solitary, pair, gang (2-4), war party (10-12), or pod (40-60 plus 10% noncombatants plus 1 adept or sorcerer of 5th to 7th level)

Challenge Rating: 2

Treasure: Standard

Alignment: Usually chaotic neutral

Advancement: By character class

Level Adjustment: +1

Amphi are an intelligent race of poisonous tree frog that came down from the branches. They are brightly colored with different patterning on their bodies depending on tribe. Amphi speak a language of their own and some understand Common; however, due to their specialized tongue and throat structure, they are unable to produce the sounds required by most languages. Amphi characters favor the barbarian class.

Combat

The amphibian eyes of the amphi allow them to lie submerged beneath water and lash out with their tongues at targets on land with no penalty, but opponents trying to hit them do so at a disadvantage, reflected in a one-half cover bonus to the amphi.

An opponent can attack an amphi's tongue with a sunder attempt as if it were a weapon. An amphi's tongue has 4 hit points. If an amphi is currently grappling a target with the tongue when a sunder attempt is made, it cannot use the tongue to make its attack of opportunity against the opponent making the sunder attempt. Severing an amphi's tongue deals 4 points of damage to the creature. The creature's tongue does not grow back naturally, but can be restored with a spell such as *heal* or *regenerate*.

An amphi's flesh continuously oozes a toxin that reacts to humanoid and animal flesh. It causes stiffening of the muscles and reduced motor skills upon contact, as when the amphi is hit with an unarmed attack. As a move-equivalent action, an amphi can coat a weapon with this poison, which will be potent for two strikes: the poison functions normally for the first strike, and at -2 DC for the second (DC 11). Although immune to the secretions themselves, amphi never coat their barbed tongues with the poison.

Leap (Ex): An amphi can make standing long jumps and high jumps as if they were running long jumps and high jumps.

Poison (Ex): Contact, Fortitude DC 13, initial damage and secondary damage 1d4 Dex. The save DC is Constitution-based.

Skills: An amphi has a +12 racial bonus on Jump checks and a +8 racial bonus on Climb checks. An amphi can always choose to take 10 on Climb checks, even if rushed or threatened.

An amphi has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

* An amphi has a +8 racial bonus on Hide checks when in forests, jungles, or swamps.

Autumnal Mourner

Medium Undead (Incorporeal)

Hit Dice: 2d12 (13 hp)

Initiative: +0

Speed: 30 ft. (6 squares)

Armor Class: 12 (+2 deflection), touch 12, flat-footed 12

Base Attack/Grapple: +1/—

Attack: Incorporeal touch +1 melee (1d4 plus 1d6 cold)

Full Attack: Incorporeal touch +1 melee (1d4 plus 1d6 cold)

Space/Reach: 5 ft./5 ft.

Special Attacks: Icy touch, mournful dirge

Special Qualities: Darkvision 60 ft., falling shield, incorporeal traits, undead traits

As the lingering spirits of the neglected dead, autumnal mourners appear during the gray mists of autumn. Deprived of a proper funeral, burial, or even commemoration, they now mourn the summer's annual passing and the subsequent death of the trees' falling leaves. They appear as they did in life, except for their pale, gray skin and the reddish-brown veils covering their faces. They float solemnly amidst the tumbling leaves, quietly singing melancholy dirges on their journey.

Autumnal mourners are disquieting but not especially dangerous in early autumn. They silently rise from the mists and accompany travelers venturing through the woods, somberly following them for several hours. However, when autumn yields to winter, the mourners grow more obsessed with death. Commemorating the passing of dying leaves no longer satisfies their restless nature. When the first snows cover the land, the autumnal mourners transform into bloodthirsty angels of vengeance. Once again, they rise from the mists alongside travelers, but savagely attack them instead, rending their flesh to shreds with their icy hands.

While the potential for autumnal mourners exists in every land, only the forest and woods' seasonal changes, as experienced by their deciduous plant life, generate their creation. Autumnal mourners speak Common.

Combat

When fighting, the autumnal mourners sing sorrowful dirges but make no other sound. Their veiled, cold hands bite through skin as deeply as the cruelest autumn winds. The mourners always materialize and fight in pairs, flanking or surrounding their victims.

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

Abilities: Str —, Dex 11, Con —, Int 7, Wis 15, Cha 15

Skills: Hide +2, Listen +4, Knowledge

(religion) +3, Perform (sing) +4, Spot +5

Feats: Alertness

Environment: Temperate forest

Organization: Solitary, pair, or procession (3-10)

Challenge Rating: 2

Treasure: Standard

Alignment: Any

Advancement: By character class

Level Adjustment: —

Icy Touch (Su): A successful incorporeal touch attack by a mourner deals 1d6 points of cold damage in addition to the damage from the attack itself.

Mournful Dirge (Su): The sorrowful hymns of the mourners sap the will of anyone hearing them. Creatures within a 150 feet must succeed on a DC 13 Will save or suffer a –1 morale penalty to all attack rolls and a –2 morale penalty on all Will saves against fear effects so long as they are within range of the song. This is a sonic, mind-affecting attack, and is opposable by a bard's countersong. The save DC is Charisma-based.

Falling Shield (Su): Acutely attuned to the ebb of life in the woods, mourners can cause trees to shed their leaves. As a standard action, a mourner surrounded by trees can trigger a flurry of falling leaves, granting it concealment for one round.

Campaign

The party encounters an autumnal mourner that resembles a childhood companion, causing them to realize that his neglected corpse must lie unburied somewhere in the area. To give their former friend the rest he deserves, the party must search for the body and perform a proper burial.

Autumnal Mourners instinctively know the correct ceremonies to bury corpses from any culture. Searching for clues regarding the identity of a group of enemies, the party silently watches as an autumnal mourner performs the proper burial ritual on their enemies' dead.

Bonethief

Large Magical Beast

Hit Dice: 2d10+4 (15 hp)

Initiative: +0

Speed: 40 ft. (8 squares), climb 20 ft. (4 squares)

Armor Class: 9 (-1 size), touch 9, flat-footed 9

Base Attack/Grapple: +2/+9

Attack: Bite +4 melee (1d8+3)

Full Attack: Bite +4 melee (1d8+3) and 2 claws +2 melee (1d6+1)

Space/Reach: 10 ft./5 ft.

Special Attacks: Bone theft, trip

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

Saves: Fort +5, Ref +3, Will +2

Abilities: Str 16, Dex 10, Con 14, Int 6, Wis 14, Cha 10

Skills: Climb +11, Hide +5, Jump +7, Listen +6, Move Silently +6, Survival +2*

Feats: Multiattack

Environment: Warm and temperate forest

Organization: Solitary, pair, or pack (6-11)

Challenge Rating: 2

Treasure: 1/10 coins; 50% goods; 50% items

Alignment: Always neutral evil

Advancement: 3-4 HD (Large), 5-6 HD (Huge)

Level Adjustment: —

The bonethief is a pack-hunting, bipedal reptilian that stalks the deepest parts of the jungle. Their maws are packed with needle-like razors, while their claws are sharp talons that slice through flesh with ease. Their black, brown, and greenish complexion help bonethieves blend into the jungle. While bonethieves are not too bright, they are just intelligent enough to work together for the kill. Bonethieves speak Draconic.

Combat

Bone Theft (Su): When a bonethief scores a successful critical hit with any of its natural attacks, it can magically absorb a bone from one of the victim's arms or legs (determined randomly). The victim must succeed on a DC 13 Fortitude save or lose the bone, rendering that limb useless. The save DC is Constitution-based. The loss of a bone is permanent, but it can be restored with a *regenerate* spell. The victim suffers a -4 circumstance penalty to his effective Strength and Dexterity scores in appropriate situations, such as combat. His movement is reduced by 75% if a leg is affected. If an arm is affected, the victim faces

a 50% spell failure chance for any spell with a somatic component.

For each bone a bonethief steals, its natural armor increases by +1 for 24 hours, the stolen bone material forming a bony plating and spurs on the bonethief's body. This change occurs 1d4 rounds after the attack and cannot raise the bonethief's natural armor bonus over +5. A creature that loses a bone from this attack cannot be affected again for 24 hours.

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

Skills: A bonethief has a +4 racial bonus on Listen and Move Silently checks, a +6 racial bonus on Hide checks, and a +8 racial bonus on Climb checks. A bonethief can always choose to take 10 on Climb checks, even if rushed or threatened.

*A bonethief has a +4 racial bonus on Survival checks when tracking by scent.

Flora and Fauna

Cacao: A 40-foot tall evergreen tree, cacao is valuable for its seeds, which are roasted and pulverized to make chocolate and cocoa. The seeds contain much fat and the mildly stimulating alkaloid, theobromine. Cocoa is obtained by removing most of the fat, called cocoa butter, and chocolate results when most of the fat is retained. The Inca used cacao seeds as a currency. Climate/Terrain: Warm, wet forest. Value: 10gp/lbs.

Bracken Corpse

Medium Undead

Hit Dice: 3d12 (19 hp)

Initiative: +1

Speed: 30 ft. (6 squares)

Armor Class: 14 (+1 Dex, +3 natural), touch 11, flat-footed 13

Base Attack/Grapple: +1/+3

Attack: Slam +3 melee (1d6+2 plus disease)

Full Attack: 2 slams +3 melee (1d6+2 plus disease)

Space/Reach: 5 ft./5 ft.

Special Attacks: Disease, fear aura

Special Qualities: Darkvision 60 ft., death's tongue, resistance to fire 5, undead traits

Saves: Fort +1, Ref +2, Will +4

Abilities: Str 15, Dex 12, Con —, Int —, Wis 12, Cha 13

Skills: —

Feats: —

Environment: Temperate forest

Organization: Solitary

Challenge Rating: 2

Treasure: None

Alignment: Always lawful evil

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

Level Adjustment: —

Bracken corpses are the reanimated remains of murder victims hidden or dumped in the wilderness by their killer. Whether their creation results from arcane power or the whim of a vengeful deity, bracken corpses are fearsome shambling abominations. Their bodies are badly decayed, with large clumps of wet leaves sticking to them and tendrils of undergrowth tangled among the locks of their remaining hair. While they possess no more intelligence than the average skeleton or zombie, bracken corpses speak at least one language. While they constantly repeat their murderer's name, they rarely say anything else.

Bracken corpses speak Common.

Combat

Although bracken corpses usually act like other mindless undead in combat, they instinctively attack their murderer and his associates in preference to all other combatants. Of course, their recollection fades over time, prompting them to mistakenly single out creatures resembling the objects of their hatred and vengeance. Consumed with rage, they haphazardly pummel their foe with a pair of skeletal fists.

Disease (Ex): Slimy doom—slam, Fortitude DC 14, incubation period 1 day, damage 1d4 Con. Each day after the first, on a failed save, an afflicted creature must immediately succeed on another DC 12 Fortitude save or take 1 point of Constitution drain. The save DC is Charisma-based.

Fear Aura (Su): An aura of vengeful evil enshrouds all bracken corpses, emitting a potent fear aura in a 30-foot radius. If a bracken corpse's killer and his relatives are in this area, they must succeed on a DC 12 Will save or be shaken for as long as they remain in the bracken corpse's

presence. The aura does not affect anyone but the aforementioned individuals. The save DC is Charisma-based.

Death's Tongue (Su): Once per round, as a free action, a bracken corpse will truthfully answer any one question about its killer. The bracken corpse's knowledge is not limited to the information that it knew while alive. During its metamorphosis into a bracken corpse, the dark powers of vengeance provided the bracken corpse with every detail surrounding its death. Despite its extensive knowledge, it answers all questions with "yes," "no," "maybe," "never," "irrelevant," or some other one-word answer.

Habitat/Society

As unintelligent undead, bracken corpses possess no real society. They are usually loners, shambling through the dark woods in a largely futile search for their killer. On very rare occasions, the victims of a mass murderer arise as bracken corpses all searching for the same killer. Despite their lack of sentience, the coordination of their activities seems to indicate a least a spark of intellect.

Campaign

The party discovers a bracken corpse shambling through the woods, apparently searching for something. As they listen to the creature walk past them, they suddenly realize that it endlessly repeats their current employer's name.

A former foe killed in the woods and left to rot comes back to haunt the party in the form of a bracken corpse.

Buckawn

Small Fey

Hit Dice: 1d6 (3 hp)

Initiative: +8

Speed: 20 ft. (4 squares)

Armor Class: 17 (+1 size, +4 Dex, +2 natural), touch 15, flat-footed 13

Base Attack/Grapple: +0/-4

Attack: Dagger +1 melee (1d4/19-20) or dart +4 ranged (1d4)

Full Attack: Dagger +1 melee (1d4/19-20) or dart +4 ranged (1d4)

Space/Reach: 5 ft./5 ft.

Special Attacks: Poison use, spell-like abilities

Special Qualities: Low-light vision, scent, spell resistance 12

Saves: Fort +0, Ref +6, Will +3

Abilities: Str 11, Dex 18, Con 11, Int 12, Wis 13, Cha 16

Skills: Bluff +7, Escape Artist +8, Hide +14, Jump +0, Listen +8, Move Silently +10, Sense Motive +5, Spot +7

Feats: Alertness, Improved Initiative^B

Environment: Temperate forests

Organization: Gang (2-4), band (6-11), or tribe (12-20)

Challenge Rating: 2

Treasure: No coins; no goods; 50% items

Alignment: Always neutral

Advancement: 2-3 HD (Small)

Level Adjustment: +5

Buckawns are somehow related to brownies, but they are nowhere near as kind-hearted. A buckawn will avoid encounters with creatures other than their own kind, including other fey. Buckawns enjoy playing tricks on unsuspecting travelers who enter their domain, however.

An average buckawn is 2 feet tall and weighs 3 pounds, with swarthy skin and dark hair. The eyes of a buckawn are green or brown, and buckawns tend to dress in earth tones to match their environment.

Buckawns speak Common and Sylvan.

Combat

Buckawns favor daggers and darts in combat. They readily use poisoned blades when confronted with a tough opponent or one for whom they do not particularly care.

Poison Use: Buckawns are trained in the use of poison and never risk accidentally poisoning themselves when applying poison to a blade. They favor deathblade poison.

Spell-Like Abilities: At will—*dancing lights*, *disguise self*, *entangle* (DC 14), *invisibility* (self only), *pass without trace*, *summon swarm*. Caster level 6th. The save DCs are Charisma-based.

Skills: Buckawns have a +2 racial bonus on Hide, Listen, Move Silently, and Spot checks.

Flora and Fauna

Drunken Sloth: The drunken sloth is a relatively small arboreal mammal that lairs in the forest's shrub and small tree layer. With a vaguely simian body and cranial structure well suited for a lifestyle above the forest floor, the drunken sloth hangs from the branches in a motionless state for hours at a time, concealing itself from predators. Distinguishing it from other arboreal animals requires a Survival check (DC 14). It clings to the thick branches with its sharp, curved claws, revealing flaps of sagging skin thinly covered by a loose mat of debris-filled, filthy brown fur. As evening falls, the animal stirs, leaves its perch, and searches the nearby area for fruits, berries, and leaves. Even when active, the drunken sloth moves slowly, only covering a few hundred feet per hour. Infrequent forest visitors mistakenly assume the animal's distinctive name originated from its lethargic attitude and movements, but this is incorrect. Its name actually arose from its ability to endure cold weather. While the sloth's coat inadequately insulates it from winter's frigid temperatures, the animal's liver and pancreas secrete copious amounts of bile containing a naturally produced form of alcohol. The viscous substance courses through the sloth's bloodstream, almost pickling it alive. In response to the alcohol in its system, the sloth's body's biological processes practically come to a standstill, preserving heat and oxygen within its cells and lowering its need for food and water. The drunken sloth spends most of the winter in this semi-catatonic state. Unfortunately for the sloth, its bile is effective in treating wounds, disease, and neutralizing poison. Obviously, sloth bile is only available during the winter, and one animal yields 1d4 doses of the bile.

Eloko

Medium Fey

Hit Dice: 1d6+7 (10 hp)

Initiative: +2

Speed: 20 ft. (4 squares)

Armor Class: 14 (+2 Dex, +2 natural), touch 12, flat-footed 12

Base Attack/Grapple: +0/+2

Attack: Bite +2 melee (1d6+2) or club +2 melee (1d6+2)

Full Attack: Bite +2 melee (1d6+2) and club -3 melee (1d6+1)

Space/Reach: 5 ft./5 ft.

Special Attacks: Magic bell

Special Qualities: Damage reduction 5/cold iron, low-light vision, spell resistance 11

The *eloko* (eh-LOH-koh) is a faerie that superficially resembles a dwarf. Eloko average 4 feet in height and weigh about 100 pounds. They are dark-skinned, covered with long hair, and dressed in clothing made of leaves. Their eyes are small but keen, and their mouths are impossibly wide, large, and filled with sharp teeth. Eloko live in hollow trees in the depths of the rain forest.

An eloko is completely carnivorous, eating any creature it can catch. Its favorite food is humanoid flesh.

While most eloko are lone hunters, they sometimes band together to improve their chances. Each carries its own bell, and the eloko's favored class is rogue.

Eloko speak Sylvan.

Fire Sprite

Tiny Fey (Fire)

Hit Dice: 1d6+1 (4 hp)

Initiative: +4

Speed: 20 ft. (4 squares), fly 60 ft. (good) (12 squares)

Armor Class: 19 (+2 size, +4 Dex, +3 natural), touch 16, flat-footed 15

Base Attack/Grapple: +0/-11

Attack: Short sword +6 melee (1d3-3 plus 1d4 fire) or ember bolt +6 ranged (2d4 fire)

Full Attack: Short sword +6 melee (1d3-3 plus 1d4 fire) or ember bolt +6 ranged (2d4 fire)

Space/Reach: 2 1/2 ft./0 ft.

Special Attacks: Controlled burning, spell-like abilities

Special Qualities: Immunity to fire, low-light vision, vulnerability to cold

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

Abilities: Str 15, Dex 14, Con 18, Int 15, Wis 13, Cha 7

Skills: Bluff +2, Climb +6, Hide +6, Jump +2, Listen +5, Move Silently +6, Search +3, Spot +5, Tumble +6, Survival +5

Feats: Run^B, Toughness, Track^B

Environment: Warm forest

Organization: Solitary or band (2-5)

Challenge Rating: 2

Treasure: Standard

Alignment: Always chaotic evil

Advancement: By character class

Level Adjustment: +2

Combat

Eloko prefer to attack with surprise, pacifying creatures with their Magic Bells and then rushing to attack armed with wooden clubs and their pointed teeth. Eloko don't like opponents that fight back and usually retreat if outnumbered.

Magic Bell (Sp): When an eloko's bell is rung, all creatures within 30 feet must succeed on a DC 14 Will save or be affected as if by a *charm person* spell. An eloko's bell is a magical focus for the power of that eloko; it will not function for any other creature, even another eloko. A creature that successfully saves cannot be affected again by the same eloko's bell for 24 hours. This is a sonic, mind-affecting effect. The save DC is Charisma-based and includes a +6 racial bonus.

Skills: An eloko has a +2 racial bonus on Climb, Jump, and Tumble checks.

Saves: Fort +1, Ref +6, Will +4

Abilities: Str 5, Dex 18, Con 13, Int 17, Wis 14, Cha 14

Skills: Bluff +6, Craft (alchemy) +7, Escape Artist +8, Hide +16, Listen +8, Move Silently +8, Search +7, Sense Motive +6, Spot +8

Feats: Alertness^B, Weapon Finesse

Environment: Temperate and warm forest

Organization: Solitary, gang (2-4), band (6-11), squad (15-20 plus 1-3 small fire elementals), or tribe (20-80)

Challenge Rating: 2

Treasure: No coins; 50% goods; 50% items

Alignment: Always neutral

Advancement: 2-3 HD (Tiny)

Level Adjustment: -

The fire sprite is a small and surprisingly serious about being charged with protecting fey forests from fire (and sometimes lack of fire). They patrol wooded areas regularly, putting out any small fires they find and clearing excess dry brush that could easily be set alight. Sometimes a fire sprite will “scold” travelers and adventurers who are not careful with their campfire or fire magic, putting ash in their food and causing their fire to burn erratically during the night. On rare occasions, fire sprites will gather into a squad to perform carefully regulated “controlled burning,” which burns away overgrown brush and undergrowth to keep the forest healthy.

Fire sprites resemble tiny gnomes, with ash-gray skin, fiery red hair, and small insectoid wings. They stand about 1 foot tall.

Forest Scamp

Tiny Fey

Hit Dice: 5d6+20 (37 hp)

Initiative: +0

Speed: Fly 100 ft. (perfect)

Armor Class: 18 (+2 size, +6 natural), touch 12, flat-footed 18

Base Attack/Grapple: —

Attack: —

Full Attack: —

Space/Reach: 2 1/2 ft/0 ft.

Special Attacks: Wilderness mastery

Special Qualities: Damage reduction 5/cold iron, low-light vision, spell resistance 12, wild empathy

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

Abilities: Str 10, Dex 10, Con 18, Int 16, Wis 10, Cha 18

The forest scamp is a malevolent forest spirit that uses its wilderness mastery to lead travelers to their dooms. They prefer to remain hidden, tormenting their victims from a safe distance.

Some common deceptions the scamp utilizes are a fearsome face in a nearby tree, a giggling nymph beckoning travelers into a fast-moving river, a fine deer or other game to draw hunters into the lair of a dangerous beast, and a terrifying plant creature formed from fallen leaves and branches to scare travelers off a path.

A typical forest scamp stands only about a foot tall and weighs barely a pound. Forest scamps speak Sylvan.

Combat

The forest scamp does not engage in combat directly. It uses its supernatural powers of illusion to trick the unwary to their deaths instead.

Combat

Fire sprites attack viciously in melee, but prefer to throw flaming embers and use their spell-like abilities from a distance.

Controlled Burning (Su): Ten or more fire sprites working together may start a fire over which they have complete control. The sprites determine how fast and how far the fire spreads, what it burns, how long it lasts, etc.

Spell-Like Abilities: At will—*quench* (DC 16); 3/day—*create water*, *flare* (DC 13), *produce flame*, *protection from energy* (DC 16), *pyrotechnics* (DC 15); 1/day—*fire seeds* (DC 19). Caster level 9th. The save DCs are Charisma-based.

Skills: Bluff +6, Diplomacy +4, Disguise +0 (+2 acting), Handle Animal +3, Heal +2, Hide +16*, Intimidate +2, Knowledge (nature) +11, Listen +6, Move Silently +7, Search +9, Sense Motive +6, Spot +6, Survival +8 (+10 following tracks or in aboveground natural environments)

Feats: Alertness, Self-Sufficient

Environment: Temperate forests

Organization: Solitary

Challenge Rating: 2

Treasure: Standard

Alignment: Always neutral evil

Advancement: 6-10 HD (Tiny); 11-15 HD (Small)

Level Adjustment: —

Wilderness Mastery (Su): The forest scamp’s affinity with the forest is so strong that it can create powerful and subtle illusions to confuse and deceive travelers. A forest scamp can affect up to 10 targets at once, and victims must each make a successful DC 16 Will save or be tricked into seeing what the scamp wants him to see. These illusions are treated as the *minor image* spell. The save DC is Charisma-based

Wild Empathy (Ex): This power works like the druid’s wild empathy class feature, except that a forest scamp has a +6 racial bonus on the check.

Skills: *Forest scamps receive a +8 racial modifier to Hide checks when in forested areas.

Mantrid

Fine Fey

Hit Dice: 1d6 (3 hp)

Initiative: +6

Speed: 5 ft. (1 square), fly 40 ft. (good). (8 squares)

Armor Class: +24 (+8 size, +6 Dex), touch 24, flat-footed 18

Base Attack/Grapple: +0/-20

Attack: Stinger +14 melee (1d6-4)

Full Attack: Stinger +14 melee (1d6-4)

Space/Reach: 1/2 ft./0 ft.

Special Attacks: Spell-like abilities, stinger

Special Qualities: Glow, keen sight, low-light vision, quickness, spell resistance 18

Saves: Fort +0, Ref +8, Will +2

The mantrid is the fey equivalent of a praying mantis. It has an insect-like abdomen, antennae, wings, and stinger. Unlike insects, the mantrid has a humanoid torso and face and the ability to speak and cast spells. They enjoy music and dancing, and nighttime wanderers of the forest catch glimpses of their glowing abdomens and the lull of their beating wings. A mantrid speaks Elven, Sylvan, and the language of druids.

Combat

Being tricksters and pranksters, mantrid usually avoid direct combat by either flying away or hiding from danger. When forced to fight, they fly around the weakest looking target, repeatedly stinging them until they are dominated, using the newly acquired pawn to create a distraction while they escape. Mantrids enjoy luring a PC away from his adventuring party then dropping *darkness* on him, charming him, and sending him back to the party under the mantrid's control.

Nightling

Medium Humanoid (Nightling)

Hit Dice: 3d8+9 (22 hp)

Initiative: +1

Speed: 30 ft. (6 squares)

Armor Class: 16 (+1 Dex, +3 natural, +2 leather armor), touch 11, flat-footed 15

Base Attack/Grapple: +2/+6

Attack: Greatsword +6 melee (2d6+6/19-20) or spear +3 ranged (1d8+4/x3)

Full Attack: Greatsword +6 melee (2d6+6/19-20) or spear +3 ranged (1d8+4/x3)

Space/Reach: 5 ft./5 ft.

Special Attacks: Spell-like abilities

Special Qualities: Darkvision 60 ft., light sensitivity

Abilities: Str 3, Dex 22, Con 11, Int 14, Wis 10, Cha 13

Skills: Bluff+5, Craft (any one) +6, Escape Artist +10, Hide +22, Listen +4, Move Silently +10, Search +6, **Sense Motive** +4, Spot +4

Feats: Dodge, Weapon Finesse^B

Environment: Temperate and warm forest

Organization: Gang (2-4), flock (6-11), or band (20-80)

Challenge Rating: 2

Treasure: No coins; 50% goods; 50% items

Alignment: Usually neutral evil

Advancement: 2-3 HD (Fine)

Level Adjustment: +2

Spell-like Abilities: *3/day—darkness*, *detect thoughts* (DC 13), *entangle* (12), *permanent image* (DC 17), *scare* (13), *seeming* (DC 16), *summon swarm*. Caster level 7th. The save DCs are Charisma-based.

Stinger (Ex): Any humanoid hit by a mantrid's stinger must succeed on a DC 11 Will save or be affected as if by a *charm person* spell (caster level 9th). The save DC is Charisma-based.

Glow (Ex): Mantrids can cause their abdomens to glow at will with an eerie green light. This light sheds bright illumination in a 5-foot radius and shadowy illumination in a 10-foot radius.

Keen Sight (Ex): A mantrid's antennae grant it blindsense out to 60 feet. A mantrid can also attempt to detect ethereal creatures on a DC 15 Spot check.

Quickness (Su): A mantrid's reactions are supernaturally quick, granting it an extra move action during its turn each round.

Saves: Fort +6, Ref +2, Will +1

Abilities: Str 19, Dex 12, Con 17, Int 12, Wis 11, Cha 12

Skills: Climb +8, Listen +5, Ride +5, Spot +5

Feats: Mounted Combat, Power Attack

Environment: Temperate forests

Organization: Solitary, raiding party (5-12 plus 1 5th-level sergeant), or platoon (10-60 plus 2-5% mounted and 1-50% noncombatants, 1 5th-level sergeant per 10 soldiers, 2 7th-level sorcerers, and 1 10th-level captain)

Challenge Rating: 2

Treasure: Standard

Alignment: Usually chaotic evil

Advancement: By character class

Level Adjustment: +1

Nightlings are a race of nocturnal, formerly subterranean humanoids said to have been driven above ground long ago by some unknown event. They stand about 6-1/2 feet tall, weigh over 200 pounds, and have dark green leathery skin and a prominent jaw. Though possibly distantly related to orcs, they are a distinct race and have their own language and culture. Nightlings dislike daylight and usually live in deep forests or anywhere else they can find shelter from the sun. At night they come out to raid neighboring areas for food and goods. Although occasionally encountered underground, nightlings do not make their homes there and are very superstitious about going too deep into the earth.

Nightlings are very strong and prefer to use massive, heavy weapons that do large amounts of damage. Nightlings build shelters for themselves and sometimes craft weapons and armor, but do little else that would be considered labor, preferring to survive off the efforts of others. Nightlings even prefer that others do the walking for them and are frequently encountered mounted on steeds. Nightlings speak their own language and Common.

Combat

Nightlings are used to being the aggressors. Their battles usually take place at night and on someone else's turf. If encountered during the day, the typical nightling response is to run away. Nightlings are not at all cowardly, but they choose their battles carefully. Nightlings typically attack to obtain food or to collect goods. They are well known for attacking caravans, and nightling strongholds are usually placed in dense forests not far from major crossroads and cities. Nightling strongholds are difficult to attack, as they have no permanent structures or possessions. If attacked *en masse*, a nightling colony simply scatters into the woods and regroups later. Therefore, most encounters with nightlings are in the form of ambushes.

Nightlings normally initiate combat by using their *darkness* spell-like abilities to extinguish their opponents' light sources. Any enemies still able to see are then targeted by *cause fear*. Then, the mounted portion of the nightling forces swarm in, with the other half casting spears to cover their comrades. Once melee begins, the second body of the nightlings rushes in to join the fray. As a rule of thumb, if half of the nightling forces are killed and it is not entirely clear that they are going to win the battle, the nightling platoon retreats back into the forest.

Spell-Like Abilities: 2/day—*cause fear* (DC 12), *darkness*. Caster level equal to nightling's character level (usually 3rd). The save DC is Charisma-based.

Light Sensitivity (Ex): Nightlings are dazzled in bright sunlight or within the radius of a *daylight* spell.

Nightling Society

Nightling society is centered around the belief in their right to benefit from the labors of other races. Nightlings do not grow or prepare their own food, nor do they manufacture their own goods (except for occasional weapons and armor). Nor do nightlings have jobs, other than as thieves and bandits. They do not build houses or towns, although they assemble hasty shelters if necessary. Nightlings do not even own slaves, as the responsibility of feeding and looking after them is too much like labor in their eyes. Everything they own is stolen from other races in raids.

Nightlings as Characters

Nightlings that leave their societies to try to make it on the outside are rare. Those that do usually either try to make their own way as a rogue or hire themselves out as mercenary barbarians or fighters. The occasional nightling has a deeper than usual talent for magic and progresses as a sorcerer. Wizards are unheard of, as the amount of labor involved in learning their magic is too much for a nightling. Clerics are also unlikely, as nightling priests have no affinity for combat or adventuring. Nightling characters are not likely to be treated well by other races.

Nightling characters possess the following racial traits.

- +8 Strength, +2 Dexterity, +6 Constitution, +2 Intelligence, +2 Charisma.

- Medium size.

- A nightling's base land speed is 30 feet.

- Darkvision out to 60 feet.

- Racial Hit Dice: A nightling begins with three levels of humanoid, which provide 3d8 Hit Dice, a base attack bonus of +2, and base saving throw bonuses of Fort +3, Ref +1, and Will +1.

- Racial Skills: Nightlings' humanoid levels give them skill points equal to 6 x (2 + Int modifier, minimum 1). Their class skills are Climb, Listen, Ride, and Spot.

- Racial Feats: Nightlings' humanoid levels give them two feats.

- Weapon and Armor Proficiency: A nightling is automatically proficient with the greatsword, all simple weapons, light armor, and shields.

- +3 natural armor bonus.

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

- Special Qualities (see above): Light sensitivity.

- Automatic Languages: Nightling and Common. Bonus Languages: Gnome, Goblin, Orc, and Undercommon.

- Favored Class: Fighter.

- Level adjustment +1.

Onnen

Small Fey

Hit Dice: 1d6+2 (5 hp)

Initiative: +4

Speed: 20 ft. (4 squares), climb 20 ft. (4 squares)

Armor Class: 17 (+1 size, +4 Dex, +2 natural), touch 15, flat-footed 13

Base Attack/Grapple: +0/-4

Attack: Claw +5 melee (1d3)

Full Attack: 2 claws +5 melee (1d3)

Space/Reach: 5 ft./5 ft.

Special Attacks: Spell-like abilities

Special Qualities: Damage reduction 5/cold iron, ethereal jaunt, fast healing 2, low-light vision, spell resistance 16, tree dependent

Onnen are fey spirits linked to ash trees. They stand about three feet tall and appear as a humanoid-shaped bundle of ash, sticks, and leaves. A sharp, prominent nose protrudes from their thin, gray faces, and their small black eyes and ears resemble the ash tree's small black buds. They always appear as males with weathered, wrinkled skin.

Onnen naturally dwell on the Ethereal Plane, but make their homes within great ash trees when guarding the surrounding woodland. Onnen share a symbiotic link with a particular ash tree, identical to the relationship between a dryad and her oak tree. On the Material Plane, they usually remain concealed unless defending their tree, although they sometimes emerge from hiding to help a druid or ranger if that character aids in the defense of their home. Onnen speak Sylvan.

Combat

Onnen attack opponents with their clawed, ligneous hands when threatened. They use their *ethereal jaunt* ability to appear behind their opponents to catch them flat-footed. After striking

Saves: Fort +2, Ref +6, Will +4

Abilities: Str 10, Dex 19, Con 14, Int 6, Wis 15, Cha 12

Skills: Climb +8, Heal +4, Hide +12*, Listen +4, Move Silently +8, Spot +6

Feats: Weapon Finesse

Environment: Temperate forest

Organization: Solitary

Challenge Rating: 2

Treasure: Standard

Alignment: Always neutral

Advancement: 2-3 HD (Small)

Level Adjustment: —

their surprised adversary, they return to the Ethereal Plane, only to reappear for another attack at an opportune time.

Spell-Like Abilities: At will—*entangle* (DC 12), *spek with plants*; 1/day—*plant growth* (overgrowth only). Caster level 15th. Save DCs are Charisma-based.

Ethereal Jaunt (Su): An onnen can shift from the Ethereal Plane to the Material Plane as a free action, and shift back again as a move action (or during a move action). The ability is otherwise identical to *ethereal jaunt* (caster level 15th).

Tree Dependent (Su): Each onnen is mystically bound to a single, great ash tree and must never stray more than 300 yards from it. Any who do become ill and die within 4d6 hours. An onnen's ash does not radiate magic.

Skills: Onnen have a +8 racial bonus on Climb checks. An onnen can always choose to take 10 on Climb checks, even if rushed or threatened. *Onnen have a +8 racial bonus on Hide checks when in a forested or wooded area during the summer.

Pardilla

Large Aberration

Hit Dice: 4d8+8 (26 hp)

Initiative: +2

Speed: 30 ft. (6 squares), climb 30 ft. (6 squares)

Armor Class: 14 (-1 size, +2 Dex, +3 natural), touch 11, flat-footed 12

Base Attack/Grapple: +3/+12

Attack: Claw +7 melee (1d6+5)

Full Attack: 2 claws +7 melee (1d6+5) and bite +2 melee (2d6+2)

Face/Reach: 10 ft./10 ft.

Special Attacks: Maul, rake 2d4+2

Special Qualities: Darkvision 60 ft.

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

Abilities: Str 21, Dex 15, Con 14, Int 2, Wis 12, Cha 7

Skills: Balance +4, Climb +13, Hide +3, Jump +5, Listen +4, Move Silently +4, Spot +4

Feats: Alertness, Stealthy

Environment: Warm forest

Organization: Solitary or band (2-8)

Challenge Rating: 2

Treasure: None

Alignment: Always neutral

Advancement: 5-12 HD (Large)

Level Adjustment: —

Pardillas are fierce hunters of the steaming jungle. Pardillas are an amalgam of an ape and a panther. They have the body of a great cat while maintain the stance and attack style of an ape. Their apish brute force coincides with their stalking predator skills.

Combat

When a pardilla can get above a large creature, it can drop down upon its back and attack, not only with its jaws and forelimbs but with its clawed, heavily muscled hind limbs as well. The pardilla favors this tactic when attacking large prey such as rhinos, hippos, wild or domestic cattle, etc. Given a larger opponent, such as an elephant, two or more pardillas can employ this attack at the same time.

Pontianak

Tiny Undead

Hit Dice: 2d12 (13 hp)

Initiative: +6

Speed: 20 ft. (4 squares), fly 40 ft. (average) (8 squares)

Armor Class: 14 (+2 size, +2 Dex), touch 14, flat-footed 12

Base Attack/Grapple: +1/-8

Attack: Talon +5 melee (1d3-1) or bite +5 melee (1d3-1)

Full Attack: 2 talons +5 melee (1d3-1) or bite +5 melee (1d3-1)

Space/Reach: 2 1/2 ft./0 ft.

Special Attacks: Chilling scream, rend 1d6, spell-like abilities

Special Qualities: +2 turn resistance, darkvision 60 ft., scent, undead traits

Pontianaks are corporeal undead, giving life to the children slain by langsuysars (page 105) or those born dead. Pontianaks look like perverse owls, using their beaks to gash and their talons to rend flesh.

Combat

A pontianak usually announces itself through *ghost sound* baby cries in the darkness, luring the curious to their untimely deaths. Such creatures are not above toying with their prey, however, and often alter their aural illusions to confuse listeners, increasing volume as a victim gets further away or becoming quieter as he or she approaches.

Chilling Scream (Su): A pontianak can let loose a chilling keening, channeling its rage and suffering into a powerful and confounding

Maul (Ex): If a pardilla charges a foe of at least Large size from above, it can make a full attack, including (two rake attacks). If an opponent is Huge or larger, more than one pardilla can maul it at the same time.

Rake (Ex): Attack bonus +7 melee, damage 2d4+2.

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

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

Abilities: Str 9, Dex 14, Con —, Int 12, Wis 11, Cha 14

Skills: Bluff +4, Escape Artist +4, Hide +11, Intimidate +4, Listen +2, Move Silently +4, Spot +2, Tumble +4

Feats: Improved Initiative, Weapon Finesse^B

Environment: Any land and underground

Organization: Clutch (2-5) or group (2-5 plus 1 langsuysar)

Challenge Rating: 2

Treasure: None

Alignment: Always chaotic evil

Advancement: 3-6 HD (Tiny)

Level Adjustment: —

sonic attack. When a pontianak screams, all living creatures within a 20-foot spread must succeed on a DC 13 Will save or be affected by *confusion*, as the spell (caster level 7th). The effect lasts 7 rounds. A creature that successfully saves against this attack cannot be affected by the same pontianak's chilling scream for 24 hours. The save DC is Charisma-based.

Rend (Ex): If a pontianak hits with both talon attacks, it latches onto the opponent's body and tears the flesh. This automatically deals an additional 1d6 points of damage.

Spell-Like Abilities: At will—*disguise self* (DC 13), *expeditious retreat*, *ghost sound* (DC 12), *ventriloquism* (DC 13); 1/day—*invisibility*. Caster level 4th. The save DCs are Charisma-based.

Ronus

Medium Magical Beast

Hit Dice: 3d10+6 (22 hp)

Initiative: +4

Speed: 60 ft. (12 squares)

Armor Class: 17 (+4 Dex, +3 natural), touch 14, flat-footed 13

Base Attack/Grapple: +3/+6

Attack: Bite +7 melee (1d6+4)

Full Attack: Bite +7 melee (1d6+4)

Space/Reach: 5 ft/5 ft.

Special Attacks: —

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

Saves: Fort +5, Ref +7, Will +3

Abilities: Str 16, Dex 18, Con 15, Int 4, Wis 14, Cha 6

Skills: Hide +5, Jump +16, Listen +6, Move Silently +9, Spot +9

Feats: Alertness, Weapon Focus (bite)

Environment: Temperate forests

Organization: Pack (4-9) or lair (6-11)

Challenge Rating: 2

Treasure: None

Alignment: Always neutral

Advancement: 4-9 HD (Medium)

Level Adjustment: —

A ronus looks like a falcon-headed wolf with a razor-sharp silver beak. When the sound of a falcon's shriek and a wolf's howl mixed together pierce the night air, chances are good that a solitary or pack of ronus are nearby and just about to strike. Turning and running only incites the pack for they know that no normal creature can outrun them (without the aid of magic).

Ronus always hunt in large packs. A solitary encounter with a ronus is almost unheard of. In such events, the creature encountered is most certainly injured, sick, or old. Such a creature will not attack, unless provoked and only fights to defend itself.

Ronus live by hunting and are carnivorous monsters. They will eat just about anything from mice to rabbits to goblins to ogres—anything they can catch and kill. Prey is attacked quickly and dispersed as quickly as possible before it has a chance to get its bearings and mount an attack against the ronus pack. Kills are eaten where they fall. The pack ravenously devours most of the meat, but do not pick the bones clean. Area scavengers appreciate this and some actually follow a ronus pack waiting for its chance to eat.

Ronus packs build their lairs in hard to find areas and often use leaves, fallen trees, and broken tree limbs to camouflage the lair. Ronus are social creatures and a lair typically contains 1-4 packs. If young are present, there will be 2d4 of them; they are noncombatants.

A ronus grows about 6 feet long and weighs 350 pounds.

Combat

Ronus are fast and use their quickness to their advantage when hunting. They often sight their prey from a great distance and rely on their closing speed to catch it before it notices the ronus and has a chance to flee. Prey that tries to escape is run down; very few creatures can outrun a hungry ronus.

These creatures also use “flush” tactics to force prey into a trap. For example, a pack may chase their prey for a short distance before most of the pack seems to break off and give up. One or two continue pursuit, forcing the prey to turn this way or that way; in essence, forcing the prey to go the way the ronus want it to go. Prey that fall for this tactic often finds itself face-to-face with the rest of the ronus pack.

Skills: A ronus has a +4 racial bonus on Move Silently and Spot checks.

Flora and Fauna

Caron: The thick, oversized broad leaves of this 15-foot-high deciduous, woody shrub provide an abundant food source for the forest's herbivores. In addition, the edible but bland-tasting leaves also retain moisture, allowing a character to eat the leaves in lieu of drinking water from another natural source. Identifying the plant and its unusual property requires a Knowledge (Nature) or Survival check (DC 15). The leaves collected from one shrub contain the equivalent of 3d4 daily rations of water.

Ryven

Medium Monstrous Humanoid

Hit Dice: 3d8+9 (22 hp)

Initiative: +3

Speed: 30 ft. (6 squares)

Armor Class: 14 (+3 Dex, +1 natural), touch 13, flat-footed 11

Base Attack/Grapple: +3/+5

Attack: Claw +6 melee (1d4+2) or short sword +6 melee (1d6+2/19-20) or light crossbow +6 ranged (1d8/19-20, range 80 ft.)

Full Attack: 2 claws +6 melee (1d4+2) and bite +1 melee (1d6+1) or short sword +6 melee (1d6+2/19-20) or light crossbow +6 ranged (1d8/19-20, range 80 ft.)

Space/Reach: 5 ft/5 ft.

Special Attacks: Rage

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

The ryven is badger-headed humanoid with brownish-gray fur with lighter coloration on the chest and abdomen. Its well-muscled arms and legs end in sharpened claws with elongated nails. A long stripe of white fur runs from its nose, across its head, and down its back. The stripe terminates near its short, bushy tail. Known as badger-folk by those of other races, they are a battle-hardened race, warring mostly with elves or centaurs, and many ryvens carry the scars of such battles with pride.

Ryvens are 5 or 6 feet tall and weigh about 450 pounds. Females tend to be slightly shorter and lighter. Ryvens have no language of their own, so most speak Common.

Combat

Ryven prefer to battle with their natural weapons, relying on their claws and fangs to down their foes. Some carry weapons, usually short swords, daggers, and light crossbows. More insidious ryven sometimes coat their weapons or crossbow bolts with death adder poison.

Ryvens prefer to attack from surprise. Often, a ryven burrows underneath an unsuspecting foe and emerges from the ground in a blast of rock and dirt, catching the opponent by surprise. It then tears into its opponent with teeth and claws.

Rage (Ex): A ryven that takes damage in combat flies into a berserk rage on its next turn, fighting madly until it or its opponent is dead. It gains Strength +4, Constitution +4, and -2 AC. A ryven cannot end its rage voluntarily, but can attempt a DC 20 Will save each round to regain control.

Skills: Ryvens have a +4 racial bonus on Escape Artist checks.

Saves: Fort +4, Ref +6, Will +4

Abilities: Str 14, Dex 17, Con 17, Int 6, Wis 12, Cha 10

Skills: Escape Artist +9, Listen +5, Spot +5

Feats: Alertness, Track ^B, Weapon Finesse

Environment: Temperate forests

Organization: Solitary, pair, gang (2-5), raiding party (4-7 plus 1 leader of 3rd-4th level), or tribe (10-20 plus 50% noncombatants plus two 3rd-level sergeants, one 5th-level lieutenant, one 4th-level shaman, 1 leader of 5th-8th level, and 3-4 dire badgers)

Challenge Rating: 2

Treasure: Standard

Alignment: Usually neutral (evil tendencies)

Advancement: By character class

Level Adjustment: +2

Ryven Society

Ryven are tribal folk and build large burrows and tunnels that travel deep into the ground. Leaders are always the strongest and largest of a tribe. Tribes rarely number more than 20 creatures, so it is not uncommon to find more than one tribe sharing the same burrow.

Entrances and exits to a ryven burrow are well camouflaged, and each burrow consists of many interlocking passageways and chambers. Temples are considered highly sacred places to a ryven tribe and are always well-protected and guarded. Most ryven tribes keep company with badgers or dire badgers.

Ryven characters have these racial traits.

— Strength +4, Dexterity +6, Constitution +6, Intelligence -4, Wisdom +2.

— Base speed is 30 feet.

— Darkvision to a range of 60 feet.

— Low-light vision.

— Scent.

— +1 natural armor bonus.

— Racial Hit Dice: A ryven begins with three levels of monstrous humanoid, which provides 3d8 HD, a base attack bonus of +3, and base save bonuses of Fort +1, Ref +3, and Will +3.

— Racial Skills: A ryven's monstrous humanoid levels give it skill points equal to 6 x (2 + Int modifier, minimum 1). Its class skills are Escape Artist, Listen, and Spot. Ryvens have a +4 racial bonus on Escape Artist checks.

— Racial Feats: A ryven's monstrous humanoid class levels give it two feats. Ryvens gain Track as a bonus feat.

— Special Qualities (see above): Rage.

— Automatic Languages: Common. Bonus Languages: Elven, Goblin, Sylvan, Orc.

— Favored Class: Rogue.

— Level Adjustment +2

Shock Beetle

Small Vermin

Hit Dice: 4d8+4 (22 hp)

Initiative: +2

Speed: 30 ft. (6 squares)

Armor Class: 18 (+1 size, +2 Dex, +5 natural), touch 13, flat-footed 16

Base Attack/Grapple: +3/+0

Attack: Bite +5 melee (1d4+1 plus shock)

Full Attack: Bite +5 melee (1d4+1 plus shock)

Space/Reach: 5 ft./5 ft.

Special Attacks: Leap, shock (1d8+4)

Special Qualities: Darkvision 60 ft., immunity to electricity, vermin traits

Saves: Fort +5, Ref +3, Will -1

Abilities: Str 13, Dex 14, Con 12, Int —, Wis 6, Cha 5

Skills: Hide +6, Jump +9

Feats: –

Environment: Temperate forests

Organization: Solitary or nest (3-8)

Challenge Rating: 2

Treasure: Standard

Alignment: Always neutral

Advancement: 5-8 HD (Small); 9-12 HD (Medium)

Level Adjustment: –

The shock beetle is a small yet rather dangerous beast. It is a 3 foot long multicolored beetle with a wide row of feelers descending from its mouth. It stands about 2 feet high. Shock beetles are aggressive and predatory, having few natural enemies.

Their main feature of note is the sizable electrical charge that builds up within them. This charge functions as both an offensive and defensive weapon, affecting enemies that touch them as well as those bitten by the beetle. Though difficult to work with, they are highly prized by alchemists and mages as a supply of electrical power for their experiments. Also, for some unknown reason, paratiophages (page 151) seem to enjoy their company as pets and watchdogs.

Combat

Shock beetles are lazy hunters. They like to hide themselves in cracks or around blind corners and then lie in wait for prey. When a suitable creature approaches, they jump out to attack. If a beetle has not been noticed by the time prey approaches within 10 feet of its hiding place, it surprises its prey with a leap attack.

Once in normal combat, the beetle attacks with its bite. If its bite attack hits, the victim suffers additional shock damage.

Leap (Ex): If a shock beetle jumps as part of its move action, it can try to overrun an opponent without provoking an attack of opportunity. In

addition, the target of the overrun cannot choose to avoid the beetle, and the beetle gains a +4 bonus on its Strength check to knock down the opponent. Even if the beetle fails to knock down its opponent, it can still deliver its shock if the opponent is wearing metal armor.

Shock (Ex): Once per round, if the beetle comes into contact with conductive metal, it discharges a powerful electrical shock, inflicting 1d8+4 points of electricity damage. The shock can be released when the beetle is struck by a metal weapon or when the beetle attacks a creature wearing metal armor or a metal shield with its bite attack. Even if the beetle misses its opponent, it can still release the shock (but not deal bite damage) if the bite attack is sufficient to succeed as a touch attack.

It takes the beetle 1 round to build up a new charge. Once it discharges, it is relatively safe to strike at the beetle until it recharges. The largest examples of these beetles (10-12 HD) do not take any time to recharge and can shock creatures any number of times during a round. The damage inflicted increases by 1 for each additional Hit Die the beetle possesses beyond 4 (to a maximum of 1d8+12 at 12 HD).

Skills: The shock beetle has a +8 racial bonus on Jump checks due to the strength of its hind legs. It does not double its Jump DC if it does not get a running start.

Skyviper

Small Animal

Hit Dice: 3d8 (13 hp)

Initiative: +3

Speed: 10 ft. (2 squares), climb 10 ft, fly 40 ft. (average)

Armor Class: 15 (+1 size, +3 Dex, +1 natural), touch 14, flat-footed 12

Base Attack/Grapple: +2/-2

Attack: Bite +6 melee (1d4 plus poison)

Full Attack: Bite +6 melee (1d4 plus poison)

Space/Reach: 5 ft./5 ft.

Special Attacks: Poison, wing blast

Special Qualities: Immunity to sonic, keen sight, low-light vision, scent

Saves: Fort +3, Ref +6, Will +2

Abilities: Str 11, Dex 16, Con 11, Int 2, Wis 13, Cha 7

Skills: Balance +12, Climb +12, Hide +13, Jump -12, Search +1, Spot +10

Feats: Flyby Attack, Weapon Finesse

Environment: Warm forests

Organization: Solitary, pair, or flight (3-6)

Challenge Rating: 2

Treasure: None

Alignment: Always neutral

Advancement: 4-5 HD (Small); 6-9 HD (Medium)

Level Adjustment: —

A skyviper is an airborne serpent that inhabits warm forests. A skyviper has wide, brightly-colored, bat-like wings and attacks with small, needle-sharp teeth. Like most snakes, skyvipers are deaf, but can sense vibrations with a special sensory organ. Unlike most snakes, skyvipers have incredibly keen eyesight. Skyvipers are graceful flyers, but are slow and clumsy on the ground. Skyvipers average about 4-5 feet long and weigh 20-25 pounds. They have a wingspan of 6 feet.

Combat

When attacking alone, a skyviper swoops down through the cover of the jungle trees, moving to pick off a lone or separated target by knocking it down with its wing blast and then using its poisonous bite. The skyviper then attacks using Flyby Attack until its prey is helpless and finally moves in to finish the creature off.

Skyvipers normally do not attack groups of creatures or prey larger than themselves unless traveling in a flight; even then, they will only attack creatures up to one size larger than themselves and only if they outnumber their foes.

Skyvipers are deaf and automatically fail all Listen checks.

Poison (Ex): Bite, Fortitude DC 11; initial and secondary damage 1d4 Strength. The save DC is Constitution-based.

Wing Blast (Ex): As a standard action, a skyviper can slap its wings together quickly around the head of a creature no more than one size larger than itself, creating a remarkably loud noise and possibly stunning its prey. The affected creature must make a successful DC 11 Reflex save or be stunned for 1 round and knocked prone. If the creature fails this save, it must then make a DC 11 Fortitude save or be deafened for 2d4 rounds. The save DCs are Constitution-based.

Creatures with no discernible head or no sense of hearing cannot be affected by this ability.

Keen Sight (Ex): A skyviper ignores figments and glamers. Its vision in low-light conditions is three times as effective as that of a human, so if a human can see 20 feet in low light, the skyviper can see 60 feet.

Skills: Skyvipers have a +4 racial bonus on Hide and Search checks and a +8 racial bonus on Balance, Climb, and Spot checks. They can always choose to take 10 on Climb checks, even if rushed or threatened. They use their Dexterity modifier instead of their Strength modifier for Climb checks.

Thorny

Medium Plant

Hit Dice: 4d8+8 (26 hp)

Initiative: +2

Speed: 50 ft. (10 squares)

Armor Class: 17 (+2 Dex, +5 natural), touch 12, flat-footed 15

Base Attack/Grapple: +3/+5

Attack: Bite +5 melee (1d6+2)

Full Attack: Bite +5 melee (1d6+2) and 1d3 thorns +0 melee (1d6+1)

Space/Reach: 5 ft./5 ft.

Special Attacks: Thorns, trip

Special Qualities: Low light vision, plant traits

Saves: Fort +6, Ref +3, Will +2

Abilities: Str 14, Dex 15, Con 14, Int 2, Wis 12, Cha 6

Skills: Hide +10*, Jump +10, Listen +9, Move Silently +9, Spot +9

Feats: Alertness, Stealthy

Environment: Warm forest and underground

Organization: Solitary or pack (3-8)

Challenge Rating: 2

Treasure: None

Alignment: Always neutral

Advancement: 5-9 HD (Medium); 10-12 HD (Large)

Level Adjustment: –

Thornies are the pets and companions of the vegepygmies (page 48 and 124). They are rarely encountered outside of a vegepygmy tribe or hunting party. Vegepygmies often use them to hunt prey. A thorny resembles a human-sized dog composed of wood and leaves and other vegetable matter. Its entire body is covered with small, thorny spikes.

Thornies reproduce by planting egg-like seeds (that the female lays) in the ground. Three to six months later, a small tree sprouts, buds, and from these buds are born the thornies. An average thorny tree is capable of producing 1d6+4 thornies. The tree dies once it buds and the thornies “hatch.”

Combat

A thorny attacks with its bite, and if an opponent moves close enough, it attacks with its thorns.

Thorns (Ex): A thorny’s body is covered with sharp wooden thorns. When biting, a thorny thrashes about, striking with 1d3 thorns. An opponent hit by a thorny’s thorn attack must make a DC 14 Reflex save or have the thorn break off in his or her flesh. A lodged thorn imposes a -1 circumstance penalty to attacks, saves, and checks. Removing the thorn deals 1d6 additional points of damage. The save DC is Constitution-based.

Trip (Ex): A thorny that hits with a bite attack can attempt to trip the opponent (+2 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the thorny.

Skills: Thornies have a +4 racial bonus to Hide, Listen, Move Silently, and Spot checks.

*The Hide bonus improves to +12 bonus in marshes or forested areas.

Flora and Fauna

Allspice: Allspice is a short, smooth barked tree with impressive foliage. Little white flowers show from among the leaves and the tips of branches hang with bunches of green berries resembling peas. These fruit are picked, placed in a bag to sweat a few days and then sun-dried on broad platforms for five to ten days. Allspice is impossible to transplant from its native region, so it is a very valuable spice. Climate Terrain: Warm wet mountainous forests. Value: 8gp/lbs.

Cloves: Cloves are the buds of a tall (40 ft.) tree. The buds are picked just as they begin to turn pink and then they are dried for three days. The buds then turn into hard little nails familiar throughout the world. Clove oil has strong antiseptic powers. It is an anti-bacterial, an anti-fungal, and an analgesic. It is commonly used to treat toothaches and makes its way into smoking tobacco to add a rich flavor and a tingly feeling. Clove trees can be transplanted, but it is very difficult. Climate/Terrain: Warm wet forests. Value: 15gp/lbs.

Tri-Flower Frond

Medium Plant

Hit Dice: 2d8+4 (13 hp)

Initiative: +0

Speed: 0 ft.

Armor Class: 11 (+1 natural), touch 10, flat-footed 11

Base Attack/Grapple: +1/+3

Attack: Tendril +3 melee (1d4 Intelligence)

Full Attack: 5 tendrils +3 melee (1d4 Intelligence)

Space/Reach: 5 ft./5 ft.

Special Attacks: Acid 1d6, fluid drain 1d6, Intelligence damage

Special Qualities: Blindsight 30 ft., camouflage, plant traits

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

Abilities: Str 14, Dex 10, Con 14, Int –, Wis 13, Cha 9

Skills: –

Feats: –

Environment: Warm forests

Organization: Solitary, patch (2-5), or cluster (6-11)

Challenge Rating: 2

Treasure: None

Alignment: Always neutral

Advancement: 3-4 (Medium); 5-6 HD (Large)

Level Adjustment: –

The tri-flower frond appears as a plant about 5 feet tall with deep green stalks. Three trumpet-shaped flowers of yellow, red, and orange top the stalks. A typical tri-flower frond weighs 20 pounds.

Combat

Tri-flower fronds attack by firing the tendrils from the orange flower. If they reduce a foe to Intelligence 0, their yellow blooms bend over and drip deadly acid on the unconscious victim.

Acid (Ex): A tri-flower frond can drip acidic enzymes from its yellow flower on a helpless opponent. This deals 1d6 points of acid damage per round the acid contacts a victim.

Fluid Drain (Ex): A tri-flower frond can inject a tendril into a helpless victim and drain its body fluids, dealing 1d6 points of damage per round. An unconscious victim does not wake up when attacked in this manner.

Intelligence Damage (Su): A creature hit with a tendril must succeed on a DC 13 Fortitude save or take 1d4 points of Intelligence damage. Those whose Intelligence is reduced to 0 by the tri-flower frond fall into an unconscious, coma-like state until at least 1 point of Intelligence is restored. The save DC is Constitution-based.

Blindsight (Ex): Tri-flower fronds have no visual organs but can ascertain all foes within 30 feet using sound, scent, and vibration.

Camouflage (Ex): Since a tri-flower frond looks like a normal plant when at rest, it takes a DC 20 Spot check to notice it before it attacks.

Anyone with ranks in Survival or Knowledge (nature) can use one of those skills instead of Spot to notice the plant. Dwarves can use stonecunning to notice the subterranean version.

Flora and Fauna

Mace: Mace is a deep red membrane that cradles the stone in the middle of a nutmeg fruit. Within the stone lies the nut that is the nutmeg spice. Mace covers the stone in a netlike formation. Mace is carefully cut from the stone and sun-dried for several days until it changes color from the deep red into an orangey brown. It is then used whole or ground. Mace tastes similar to nutmeg, but is more pungent and doesn't stain foods as much as the brown nutmeg. Climate/Terrain: Warm wet forests. Value: 12gp/lbs.

Nutmeg: Nutmeg trees stand thirty of forty feet high, have dense green foliage with tints of gold, and bear flowers and fruits throughout the year. The fruits are about the size of a small apple and turn from green to ivory yellow. When ripe, the fruit split in two to reveal its treasure. The stone of the fruit contains the nut and around the stone is the deep red aril more commonly known as the spice mace. Within the stone is the nutmeg proper. Enterprising cultures soak the nuts in limewater before exporting them, thus ensuring they cannot germinate and threaten a very lucrative trade. Climate/Terrain: Warm wet forests. Value: 11gp/lbs.

Troblin

Medium Monstrous Humanoid

Hit Dice: 3d8+6+3 (22 hp)

Initiative: +1

Speed: 30 ft. (6 squares)

Armor Class: 13 (+1 Dex, +2 natural), touch 11, flat-footed 12

Base Attack/Grapple: +3/+6

Attack: Claw +6 melee (1d4+3) or club +6 melee (1d6+3)

Full Attack: 2 claws +6 melee (1d4+3) and bite +1 melee (1d6+1) or club +6 melee (1d6+3) and bite +1 melee (1d6+3)

Space/Reach: 5 ft/5 ft.

Special Attacks: —

Special Qualities: Darkvision 60 ft., mutation, regeneration 2

A troblin is a twisted creature, born of the union of a troll and a goblin. Due to the horrid side effects of their diminished regenerative abilities, the overall appearance of a troblin is difficult to quantify. No two troblins look exactly alike. One troblin may be covered in tough scars that have thickened its skin, while another may have two forearms sprouting from the elbow of one arm. Other troblins may have two arms on one side, or two feet on one

Troblin bands build their lairs in forested areas away from more civilized lands. They are hunter-gatherers and use the land as a means of survival, hunting deer, elk, moose, and other game animals.

In general, troblins stand 5 feet tall, with crooked noses, long arms and legs, and large flapping feet. A troblin shares in the characteristics of both its parents, resembling a very tall goblin with troll-like facial features. Its skin is blotched in shades of green, grey, and dull yellow. Its eyes range from pale red to ochre color. Troblins dress in drab-colored clothing and furs made from the hides of animals. Troblins speak Goblin or Troll.

Combat

Troblins are a disorganized lot and rarely engage in any sort of formal tactics or strategy. When a troblin war band encounters opponents, they simply attack with as much strength and ferocity as they can muster. Troblins are even more craven and cowardly than goblins, and a lone troblin usually runs from any combat in which it is outnumbered.

Mutation (Ex): The regenerative ability of a troblin does not function as well as those of its trollish parent. Sometimes when an injured troblin regenerates, its body warps in an inexplicable

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

Abilities: Str 16, Dex 12, Con 15, Int 8, Wis 11, Cha 7

Skills: Hide +3, Move Silently +3, Spot +2

Feats: Great Fortitude, Toughness

Environment: Temperate forests

Organization: Solitary, war band (2-5 plus 1 leader of 3rd level) or encampment (11-20 plus 3 leaders of 2nd-3rd level plus 1 chief of 4th level or higher)

Challenge Rating: 2

Treasure: Standard

Alignment: Usually chaotic evil

Advancement: By character class

Level Adjustment: +3

fashion. A severed arm may regrow as two arms, or a scar may grow to cover the troblin's entire body in thick skin. Further, if a troblin suffers a critical hit in melee, it has a 25% chance of gaining a mutation once it is fully healed. See below for random mutations.

Regeneration (Su): Fire and acid deal normal damage to a troblin. If a troblin loses a limb or body part, the lost portion regrows in 3d6 minutes. The creature can reattach the severed member instantly by holding it to the stump.

Troblin Society

Troblins have no real society to speak of. They congregate in loosely-organized bands lead by a single strong chieftain, but they are nomadic and never remain in one place for very long. The life of a troblin is short and brutal, and only the strongest and meanest survive to adulthood. Troblin children that misbehave or speak out against the current tribe chieftain are usually thrown into cooking fires and eaten by its betters. Any troblin that has become so deformed and twisted by multiple regenerative mishaps that it is no longer of any use to the tribe generally receive the same fate.

The leadership of a troblin tribe is determined by might alone, so combat prowess and strength are required of any troblin that would dare call itself chief.

Troblins as Characters

The favored class of a troblin is barbarian. Troblin clerics have access to the Chaos and Evil domains, but clerics are rare in this outcast and wretched race. Most troblin spellcasters are adepts.

Troblin characters have these racial traits:

- Strength +6, Dexterity +2, Constitution +4, Intelligence -2, Charisma -4.
- A troblin’s land speed is 30 feet.
- Darkvision 60 feet.
- Racial Hit Dice: A troblin begins with three levels of monstrous humanoid, which provides 3d8 HD, a base attack bonus of +3, and base save bonuses of Fort +1, Ref +3, and Will +3.
- Racial Skills: A troblin’s monstrous humanoid levels give it skill points equal to 6 x (2 + Int modifier, minimum 1). Its class skills are Hide, Move Silently, and Spot.
- Racial Feats: A troblin’s monstrous humanoid levels give it two feats.
- +2 natural armor bonus.

- Special Qualities (see above): Mutation, regeneration 2.
- Automatic languages Troll or Goblin.
- Bonus Languages: Common, Gnome, Giant, Orc.
- Favored Class: Barbarian.
- Level Adjustment +3.

Troblin Mutations

Each troblin has the potential to possess 1d2 random mutations brought about by its bizarre regeneration. Roll 1d20 on the below table for each mutation.

Superior Two-Weapon Fighting (Ex):

Troblins with two heads automatically gain this ability. Because each of its two heads controls an arm, a troblin does not take a penalty on attack or damage rolls for attacking with two weapons.

1D20	Mutation
1-2	Dual forearm; claw damage increased by one die type (claw damage 1d6+3), and it gains the benefits of wielding a two-handed weapon with that arm.
3-4	Dual foreleg; +2 racial bonus to Balance checks, +2 racial bonus on ability checks made to resist being bull rushed or tripped when standing on solid ground.
5-6	Massive scarring; natural armor bonus increases by +1.
7	Multiple muscles; +2 Strength.
8	Shortened tendons; +2 Dexterity.
9	Redundant vital organs; +2 Constitution
10	Third leg; +4 racial bonus to Balance checks, +4 racial bonus on ability checks made to resist being bull rushed or tripped when standing on solid ground, +10 to Speed.
11	Two arms on one side; gains an additional claw attack when making a full attack and gains the benefits of wielding a two-handed weapon with that arm.
12	Two heads; Gains Superior Two-Weapon Fighting ability (see below) and a +2 racial bonus on Listen, Spot, and Search checks.
13-20	No mutation.

Flora and Fauna

Green Breath: Distantly related to the willow tree, green breath is a ten-foot-tall, deciduous shrub with green, hourglass-shaped leaves and bright white flowers that ripen into an odd-looking fruit shaped like a plum and covered by an outer layer resembling a tuft of grayish-black fur. Despite the fruit’s unattractive, hairy coating, this bright red fruit laced with white streaks possesses a soft, spongy texture and tastes like a combination of maple syrup and red grapes. Some humanoids ferment an extremely strong wine from the green breath fruit; however, its primary significance to adventurers lies in its relationship to the forest’s undisputed masters, green dragons. Determining this fact and identifying the plant requires a Knowledge (Nature) or Survival check (DC 20). Usually a carnivore, the cruel green dragon prefers the flesh of humanoids, especially elves, however when faced with a shortage of meat, the green dragon resorts to eating shrubs and small trees. The green breath shrub is undeniably its favorite plant meal. Because of its appetite for the plant, green dragons often lairs near a cluster of the elusive shrubs, or on rare occasions, they actually plant some of the shrub’s seedlings in fertile soil near its lair. As a result, whenever a character encounters a green breath shrub, there is a 10% chance that a green dragon lairs somewhere within a 3d6x100-foot radius of the plant. With the exception of only the bravest adventurers, the sighting and recognition of a green breath plant incites abject terror in most.

Vegepygmy Guard

Small Plant

Hit Dice: 3d8+3 (16 hp)

Initiative: +2

Speed: 30 ft. (6 squares)

Armor Class: 17 (+1 size, +2 Dex, +4 natural), touch 13, flat-footed 15

Base Attack/Grapple: +2/-1

Attack: Claw +4 melee (1d4+1) or longspear +5 melee (1d6+1/x3)

Full Attack: 2 claws +4 melee (1d4+1) or longspear +5 melee (1d6+1/x3)

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

Special Attacks: –

Special Qualities: Immunity to electricity, immunity to piercing weapons, low-light vision, plant traits

Saves: Fort +4, Ref +3, Will +2

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

Skills: Hide +13*, Listen +8, Move Silently +9, Spot +8, Survival +5

Feats: Alertness^B, Track, Weapon Focus (longspear)

Environment: Warm forests and underground

Organization: Gang (4-9), band (10-100 and 1 chief per 50 guards), warband (10-24 and 1-4 thornies), or tribe (30-300 plus 1 chief per 50 guards, 10-24 thornies, and 1-4 patches of russet mold)

Challenge Rating: 2

Treasure: Standard

Alignment: Always neutral

Advancement: 4-6 HD (Small)

Level Adjustment: +5

When a living creature is slain by russet mold (page 122), it rises as a vegepygmy guard. Vegepygmies are roughly humanoid, green-skinned creatures with muscular arms that end in thorn-like claws. Leafy tendrils protrude from their shoulders, mid-section, arms, and legs. Their head sports two large, bulbous yellow eyes, a wide mouth, inset nose, and a topknot of dark brown leaves, though no ears are evident. Vegepygmies are low-intelligence plants that make their home deep in the forests or underground away from most settled areas. They are hunters and scavengers, and carnivorous, preying on living creatures weaker than themselves. Although their head shows no ears, it is well-known they can hear.

A vegepygmy guard ranges from 2 feet to 4-1/2 feet tall and weighs 30-75 pounds.

Vegepygmies do not speak, but communicate with others of their kind by thumping their chest or rapping their spears on rocks, earth, or some other solid surface. It is not known if or how they communicate with other creatures.

Combat

Vegepygmies attack using either their claws or weapons, usually a longspear or club. They prefer a direct frontal assault as opposed to an ambush or sneak attack.

Immunity to Piercing Weapons (Ex):

Vegepygmies take no damage from piercing weapons.

Skills: Vegepygmies receive a +4 racial bonus to Hide, Listen, Move Silently, and Spot checks. *They receive a +12 bonus to Hide checks when in a swampy or forested areas.

Flora and Fauna

Gorak: This relative of the goat is one of the few relatively large herbivores found in the woods. Although largely domesticated and living within the confines of human settlements, wild goraks still roam the landscape, devouring practically anything from evergreen needles to wild berries. The gorak's body looks similar to a goat's, but its thick, shaggy coat proves its common ancestry with sheep. Gorak wool grows faster than sheep's wool, and it is also less coarse. In addition to its valuable wool, goraks also produce sweet milk, which humanoids drink or use in making cheese. Instead of relying on cows for milk and sheep for wool, the economical gorak provides both commodities for the price of one animal.

Vore

Medium Animal

Hit Dice: 4d8+8 (26 hp)

Initiative: +5

Speed: 20 ft. (4 squares), climb 20 ft.

Armor Class: 19 (+5 Dex, +4 natural), touch 15, flat-footed 14

Base Attack/Grapple: +3/+6

Attack: Bite +6 melee (1d6+3)

Full Attack: Bite +6 melee (1d6+3) and 2 claws +1 melee (1d4+1)

Space/Reach: 5 ft./5 ft.

Special Attacks: Passthrough attack

Special Qualities: Low-light vision, plantwalk

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

Abilities: Str 16, Dex 21, Con 14, Int 2, Wis 11, Cha 6

Skills: Balance +7, Climb +13, Escape Artist +7, Jump -3, Listen +4, Move Silently +7, Spot +5

Feats: Alertness, Agile

Environment: Warm forests

Organization: Solitary, pair, or family (3-7)

Challenge Rating: 2

Treasure: None

Alignment: Always neutral

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

Level Adjustment: –

The vore is an arboreal, slothlike carnivore with black-striped red fur. Unlike other sloths, the vore is quite quick and dexterous, able to move through dense vegetation as easily as over clear land. The vore spends its entire life in the trees, never once touching its feet to the ground. It survives by preying on creatures trying to push their way through thick brush. A vore has thick reddish fur with black stripes, four nimble legs with opposable thumbs, and a long prehensile tail. If necessary, a vore can hang from its tail and attack creatures below.

A typical vore is about 4-1/2 feet long and weighs around 65 pounds.

Due to its unique ability to move through places where nothing else can go, a vore make an excellent familiar or animal companion. Druid characters may be able to befriend vores and use them as scouts. A vore can be taken as a familiar by an arcane spellcaster of at least 7th level with the Improved Familiar feat. A vore grants its master a +3 bonus on Climb checks.

Combat

The vore likes to attack creatures moving through thick brush or on narrow forest or jungle trails. It does not enter melee directly, but uses its passthrough attack to move back and forth past its victim, remaining protected by the forest. It keeps this up, attacking with one bite each time it passes through, until it finishes off its victim. The

vore times its attack differently on each pass so as to confuse its prey. If it waits long enough, each pass may function as a separate encounter with a separate initiative check. If the vore drops to under 10 hit points, it retreats back into the jungle.

If it cannot pass by its victim without touching the ground, the vore hangs by its tail from a tree to maraud its victims with its claws and bite attack.

Passthrough Attack (Ex): While brachiating or otherwise traveling along vegetation, a vore is treated as having the Spring Attack feat. In general, a gap in vegetation of more than 10 feet prevents the vore from using this ability.

Plantwalk (Ex): Due to its lifestyle, a vore can move across plant material as easily as it can walk across clear ground. A vore may move through any sort of undergrowth (such as natural thorns, briars, overgrown areas, and similar terrain) at its normal speed without taking damage or suffering any other impairment. Additionally, it can use plantwalk to move at its land speed along tree limbs. In areas where trees are more than 10 feet apart, the vore cannot plantwalk. The vore can also ignore magical plant growth, such as an *entangle* spell or a *wall of thorns*.

Skills: Vores have a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened. A vore uses its Dexterity modifier instead of its Strength modifier for Climb checks.

Asherake

Large Monstrous Humanoid

Hit Dice: 6d8+12 (39 hp)

Initiative: +8

Speed: 30 ft. (6 squares), fly 70 ft. (average)

Armor Class: 18 (-1 size, +4 Dex, +3 natural, +2 leather armor), touch 13, flat-footed 14

Base Attack/Grapple: +6/+13

Attack: Masterwork bastard sword +9 melee (1d10+4/19-20) or claw +8 melee (1d6+3)

Full Attack: Masterwork bastard sword +9/+4 melee (1d10+4/19-20) and bite +6 melee (1d8+1) or 2 claws +8 melee (1d6+3) and bite +6 melee (1d8+1)

Space/Reach: 10 ft./5 ft.

Special Attacks: Flying grapple

Special Qualities: Darkvision 60 ft., scent

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

Abilities: Str 16, Dex 19, Con 14, Int 12, Wis 11, Cha 13

Skills: Hide +6, Intimidate +7, Listen +6, Move Silently +6, Search +4, Spot +4

Feats: Flyby Attack, Improved Initiative, Multiattack

Environment: Warm forests

Organization: Solitary, patrol (4-9), or crew (20-80 plus 20-160 noncombatant humanoid slaves, 3 5th-level lieutenants, two 7th-level sorcerers, and 1 11th-level cleric as captain)

Challenge Rating: 3

Treasure: Standard

Alignment: Usually lawful evil

Advancement: By character class

Level Adjustment: +3

The feared asherake (both singular and plural) are a loathsome race of flying tiger-like humanoids. They are intelligent and organized, and their society is hierarchical and highly advanced. The origin of the asherake is not clear. Some say that they hail from a far off plane, while others claim they evolved in distant jungles from hungry beasts. Whatever the explanation, the asherake are here to stay, although not for good.

Asherake stand about 7 feet tall, are covered with thick fur, and have wings that spread out 10 feet in either direction. A typical specimen weighs around 250 pounds. Asherake speak their own language and a smattering of Common.

Combat

Asherake are typically raiders, their floating ships attacking a town and carrying off its inhabitants. Asherake always begin combat by dropping a few dozen slaves onto the town in an attempt to demoralize the defenders. These slaves are dropped from a great height for maximum effect. This same tactic is used if the asherake are attacking a military unit, except that the dropped slaves are used as missile weapons to flatten the opposing troops. Falling bodies inflict 1d6 damage for every 20 feet they fall. Typically asherake drop the slaves from 200 feet, for 10d6 points of damage. Asherake also make frequent Intimidate checks to demoralize opponents.

After the bombardment, the asherake swoop down and attempt to carry off slaves using their flying grapple ability. If melee is necessary or if the asherake fight with flying opponents, they prefer bastard swords to their natural weapons.

If higher-level asherake are present, they direct troops and relay orders from the captain, who usually remains on the ship, using his magic to immobilize and bind captured opponents. Asherake sorcerers also remain with their ship, casting *fireball* or *stinking cloud* spells from portholes at the town or troops below.

Flying Grapple (Ex): If a flying asherake hits a Medium or smaller opponent with both claws, the asherake can start a grapple as a free action without provoking an attack of opportunity or making a touch attack. An asherake who gets a hold usually flies off with the victim, preferably to be added to the ranks of asherake slaves or dropped from a height.

Asherake Society

The foundation of asherake culture is the principle that all other races are inferior and subservient to them. Their colonies spread like plagues over the land, and they overrun and enslave anyone in their path. The one exception to the slave labor rule is weapon crafting. The asherake never let any slave touch a weapon upon penalty of death. Asherake are quite proud of their weaponsmiths, and the weapons they create are of masterwork quality.

Asherake make their homes in huge black flying ships, kept aloft by some arcane magic. These blasted hulks with tattered sails and rank upon rank of black oars are filled with snarling asherake, who attack land-based populations and carry them off to a life of bitter servitude. No one has ever gone into the center of their lands and returned, but it is rumored that they are ruled from a mountain kingdom by a mad sorcerer-emperor.

Autumnal Raptor

Small Magical Beast

Hit Dice: 6d10+12 (45 hp)

Initiative: +5

Speed: 10 ft. (2 squares), fly 60 ft. (good)

Armor Class: 20 (+1 size, +5 Dex, +4

natural), touch 16, flat-footed 20

Base Attack/Grapple: +6/+4

Attack: Talon +12 melee (1d6+2)

Full Attack: 2 talons +12 melee (1d6+2)

and bite +7 melee (1d6+1)

Space/Reach: 5 ft/5 ft.

Special Attacks: Shriek

Special Qualities: Darkvision 60 ft, immunity to electricity and poison, low-light vision, one with nature, uncanny dodge

Saves: Fort +7, Ref +10, Will +6

Abilities: Str 14, Dex 21, Con 15, Int 11, Wis 18, Cha 22

Skills: Hide +13*, Jump -10, Listen +13, Search +10, Spot +20, Survival +7

Feats: Alertness, Dodge, Weapon Finesse

Environment: Temperate forests

Organization: Solitary

Challenge Rating: 3

Treasure: None

Alignment: Always chaotic good

Advancement Range: 7-12 HD (Small); 13-18 HD (Medium)

Level Adjustment: +2 (cohort)

The autumnal raptor is a legendary avian that dwells in temperate forests. The raptor gains its name from its coloration, which matches the color of the leaves in autumn.

Like the legendary phoenix, these birds rise again after death. They live about a decade and then pass on, leaving behind a single egg which hatches at the next sunset. Unlike the phoenix of legend, these birds do not rise again if slain in battle.

An autumnal raptor is about 5 feet long from beak to tail, weighs around 20 pounds, and has a wingspan of around 8 feet.

An autumnal raptor does not speak, but understands Sylvan.

Combat

An autumnal raptor fights only when all other options are exhausted and then mostly by attempting to scare its opponents off.

Shriek (Ex): When an autumnal raptor releases its piercing shriek, all creatures within 30 feet must succeed on a DC 19 Will save or become frightened for 5d6 rounds. This is a sonic

mind-affecting fear effect. Whether or not the save is successful, an affected creature is immune to the same autumnal raptor's shriek for 24 hours. The save DC is Charisma-based. Creatures with more HD than the raptor are immune to this ability.

One with Nature (Ex): Autumnal raptors are not hampered by high winds or by magical spells or affects that simulate such conditions, such as *gust of wind*. They are also unaffected by natural ranges of extreme heat or cold (as if protected by *endure elements*).

Uncanny Dodge (Ex): An autumnal raptor can react to danger before its senses would normally allow it to do so. It retains its Dexterity bonus to AC even if it is caught flat-footed or struck by an invisible attacker. However, it still loses its Dexterity bonus to AC if immobilized.

Skills: Autumnal raptors have a +4 racial bonus on Listen checks and a +8 racial bonus on Search and Spot checks. *In forested or overgrown terrain during the autumn months, an autumnal raptor has a +6 racial bonus on Hide checks.

Flora and Fauna

Bamboo: This magical, high-quality bamboo is treasured by many cultures. If allowed to grow to full size, it achieves an impressive width and girth. Any object made from bamboo is treated as a natural masterwork item. The only disadvantage of bamboo is that the growing plant is a voracious magiovore. If a stand of more than five bamboo plants occurs within a 10ft. area, that area is effectively a null magic zone. Bamboo can out compete regular bamboo, but it often kills itself off through its magical greediness. Some cultures carefully tend to their bamboo, using it as defensive measures in permanent defensive structures. Bamboo is a magically dependent plant that needs magic, air, water, soil, and sunlight to survive. Bamboo is a tropical plant that grows anywhere bamboo can be found.

Belabra

Medium Aberration

Hit Dice: 4d8+4 (22 hp)

Initiative: +2

Speed: 5 ft. (1 square), fly 20 ft. (poor)

Armor Class: 18 (+2 Dex, +6 natural), touch 12, flat-footed 16

Base Attack/Grapple: +3/+5

Attack: Slam +5 melee (2d4+2) or tentacle +5 melee (1d2+2)

Full Attack: Slam +5 melee (2d4+2) or 12 tentacles +5 melee (1d2+2) and bite +0 melee (2d4+1)

Space/Reach: 5 ft./5 ft.

Special Attacks: Acidic blood, improved grab, tentacle-barbs

Belabras are large, jellyfish-like omnivores with a black cap and a dozen long gray tentacles that dwell in deep forests and thick undergrowth. Belabras float in the air, sustaining themselves on a diet of plants, berries, and rodents. Particularly hungry belabras will attack larger creatures (such as humanoids).

Belabras (called “tanglers” by some) resemble jellyfish about 5 feet in diameter, with twelve long tentacles dangling from its cap. Four small, thin eyestalks protrude from its cap and grant the belabra a wide range of vision. Its cap is black or gray in color and its tentacles are gray; its eyestalks are likewise gray in color. Its eyes have no pupils. A small, bird-like beak is hidden among its array of tentacles. A typical specimen weighs about 75 pounds. Belabras do not speak or understand any language.

Combat

The belabra attacks by slamming into its opponents with its hard, chitinous shell or by lashing with its tentacles. Grabbed opponents are pulled in and bitten.

Banderlog

Medium Magical Beast

Hit Dice: 4d10+4 (26 hp)

Initiative: +2

Speed: 40 ft (8 squares), climb 30 ft.

Armor Class: 14 (+2 Dex, +2 natural), touch 12, flat-footed 12

Base Attack/Grapple: +4/+6

Attack: Bite +6 melee (1d6+2) or coconut +6 ranged (1d4+2)

Full Attack: Bite +6 melee (1d6+2) or coconut +6 ranged (1d4+2)

Space/Reach: 5 ft./5 ft.

Special Attacks: –

Special Qualities: Darkvision 60 ft.

Saves: Fort +2, Ref +3, Will +5

Abilities: Str 14, Dex 15, Con 13, Int 7, Wis 12, Cha 11

Skills: Jump -10, Listen +9, Move Silently +6, Search +1, Spot +9

Feats: Alertness, Hover

Environment: Temperate forests

Organization: Solitary

Challenge Rating: 3

Treasure: None

Alignment: Always neutral

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

Level Adjustment: –

Acidic Blood (Ex): A successful hit on a belabra with a slashing or piercing weapon releases the creature’s highly acidic blood. All creatures within a 10-foot spread must succeed on a DC 13 Reflex save or be sprayed with the acidic blood. On a failed save, a creature is blinded for 1d6+2 rounds. The save DC is Constitution-based.

Improved Grab (Ex): To use this ability, a belabra must hit a Medium or smaller opponent with its bite 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 make a bite attack.

Tentacle-Barbs (Ex): A grappled creature automatically takes 1d4+2 points of damage from the tentacle-barbs each time it attempts to break free and fails.

Skills: A belabra has a +4 racial bonus on Listen, Move Silently, and Spot checks.

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

Saves: Fort +5, Ref +6, Will +2

Abilities: Str 15, Dex 14, Con 12, Int 8, Wis 12, Cha 6

Skills: Climb +14, Jump +6, Listen +6, Spot +6

Feats: Alertness, Skill Focus (Climb)

Environment: Warm forests

Organization: Gang (2-5) or pack (6-24 plus 1-2 6 HD leaders)

Challenge Rating: 3

Treasure: None

Alignment: Always neutral

Advancement: 5-8 HD (Medium)

Level Adjustment: –

The banderlog is an intelligent baboon-like primate that makes its home in warm forests and jungles. Though it appears as a larger version of the common baboon, it does not keep company with or associate with normal baboons. Banderlogs' intelligence allows them to form small tribal communities for protection and companionship. The leader of such a community is usually the largest and strongest banderlog of the tribe. It is not uncommon to find more than one tribe in the same area. Banderlogs generally co-exist quite well with other banderlog tribes, though if food becomes scarce, they attempt to drive off all other tribes in the area.

Banderlogs sustain themselves on a diet of fruits and nuts, with coconuts being their favorite

food. Although omnivorous, they rarely eat meat of any sort. The typical banderlog stands just over 4-feet tall and weighs about 100 pounds. Banderlogs communicate with each other through a series of grunts, squeaks, and hand signals.

Combat

Banderlogs are non-aggressive unless they are threatened. They prefer to attack opponents from a distance using small rocks or coconuts to hit their foes. Should they be engaged in melee, they attack using a vicious bite.

Skills: A banderlog has a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

Brilla

Large Animal

Hit Dice: 6d8 +12 (39 hp)

Initiative: +6

Speed: 30 ft (6 squares), climb 30 ft.

Armor Class: 14 (-1 size, +2 Dex, +3 natural), touch 11, flat-footed 12

Base Attack/Grapple: +4/+15

Attack: Claw +10 melee (2d6+7)

Full Attack: 2 claws +10 melee (2d6+7) and bite +5 melee (2d6+3)

Space/Reach: 10 ft/10 ft

Special Attacks: —

Special Qualities: Low-light vision, scent

The brilla is an apelike creature standing over ten feet tall. Its body a sinewy mass of muscle covered with thick black fur. Its arms end in bear-like paws with thick claws, and its mouth is lined with serrated teeth. The brilla is rumored to be a distant relative of both apes and bears, and their physiology seems to support this theory. Although omnivorous, brillas prefer fresh meat and are aggressive hunters when hungry. Both males and females are extremely territorial, rarely sharing their territory with anything larger than a small family group. Many live a completely solitary existence.

Despite their great bulk, brillas are excellent climbers and enjoy spending time high up in trees. Brillas use their keen sense of smell to detect approaching prey by scents carried on the wind, which they can better ascertain at these heights. Once they smell prey upwind, they quickly descend and track it to its source, attacking quickly and mercilessly.

Saves: Fort +7, Ref +9, Will +3

Abilities: Str 25, Dex 15, Con 14, Int 2, Wis 12, Cha 8

Skills: Climb +16, Listen +4, Spot +5, Survival +6*

Feats: Alertness, Improved Initiative, Lightning Reflexes

Environment: Warm forests

Organization: Solitary or family (6-12)

Challenge Rating: 3

Advancement: 7-12 HD (Large), 13-18 HD (Huge)

Level Adjustment: —

The brilla's greatest enemies are humanoids. As more forests are cleared to accommodate growing agricultural societies, the goarzael territory is constantly threatened. Additionally, brilla fur is highly prized for clothing, so hunters are paid well for each brilla pelt they acquire.

A brilla stands over 10 feet tall and weighs at least 1,000 pounds.

Combat

Brillas have bear-like paws with sharp claws that pulse through flesh. Their mouths full of serrated teeth, perfect for stripping flesh off the bone. Their tactics are rarely more complex than charging into combat with tooth and claw.

Skills: Brillas have a +8 racial bonus on Climb checks, and can always choose to take 10 on a Climb check, even if rushed or threatened. *Brillas also receive a +4 racial bonus on Survival checks when tracking by scent.

Carnivary Swarm

Fine Animal (Swarm)
Hit Dice: 7d8-7 (24 hp)
Initiative: +3
Speed: 5 ft. (1 square), fly 60 ft. (good)
Armor Class: 21 (+8 size, +3 Dex), touch 21, flat-footed 18
Base Attack/Grapple: +5/-
Attack: Swarm (2d6)
Full Attack: Swarm (2d6)
Space/Reach: 10 ft./0 ft.
Special Attacks: Distraction
Special Qualities: Immunity to weapon damage, low-light vision, swarm traits
Saves: Fort +4, Ref +8, Will +3

Carnivaries are tiny carnivorous birds with wickedly-sharp, hooked beaks. Its plumage varies in coloration from bright yellow to emerald to sapphire. Black stripes often cover their eyes and the tips of their wings.

A carnivary is 5 to 6 inches long and weighs only 1/8 of a pound.

Combat

A lone carnivary never fights unless it is trapped. Even then it is capable of doing little more than giving a vicious scratch to a grown human. Parents of young carnivaries will fly away rather than defend their eggs if isolated from the flock.

Chiropteraki

Large Animal
Hit Dice: 4d8+8 (26 hp)
Initiative: +4
Speed: 30 ft (6 squares), fly 60 ft (average)
Armor Class: 23 (-1 size, +4 Dex, +10 natural), touch 13, flat-footed 19
Base Attack/Grapple: +3/+13
Attack: Claw +8 melee (1d6+6)
Full Attack: 2 claws +8 melee (1d6+6) and bite +3 melee (1d8+3)
Space/Reach: 10 ft/10 ft
Special Attacks: Improved grab, rake

The chiropteraki is a large predator found deep in jungles and tropical forests. Its charcoal coloring and papery wings give the chiropteraki a bat-like appearance, while its hind claws have the dexterity of primates. It uses these hind claws in combat while grabbing victims in its wings.

Chiropteraki prefer to hunt at dusk, using their low-light vision and natural coloration to their advantage. Unlike bats, chiropteraki are primarily

Abilities: Str 1, Dex 17, Con 9, Int 1, Wis 12, Cha 5

Skills: Hide +19, Jump -17, Listen +8, Spot +14

Feats: Alertness, Dodge, Mobility

Environment: Warm forests or marshes

Organization: Solitary, flight (2-4 swarms), or congregation (5-16 swarms)

Challenge Rating: 3

Treasure: None

Alignment: Always neutral

Advancement Range: —

Level Adjustment: —

Carnivaries in numbers, on the other hand, do not hesitate to attack almost any creature, whether or not it is alone. Once all suitable prey in sight is dead, the Carnivaries settle down to feast on the corpses until the bones are completely picked clean.

A carnivary swarm deals 2d6 points of damage to any creature whose space it occupies at the end of its move.

Distraction (Ex): Any creature that begins its turn with a carnivary swarm in its space must succeed at a DC 12 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Skills: A carnivary swarm has a +6 racial bonus on Spot checks.

Special Qualities: Low-light vision, scent

Saves: Fort +6, Ref +8, Will +2

Abilities: Str 22, Dex 18, Con 14, Int 2, Wis 12, Cha 13

Skills: Balance +16, Climb +17, Hide +0,

Listen +3, Move Silently +5, Spot +3

Feats: Alertness, Flyby Attack

Environment: Warm forests

Organization: Solitary or brood (2-6)

Challenge Rating: 3

Advancement: 5-12 HD (Large)

Level Adjustment: —

carnivores and will only become omnivorous if prey becomes scarce. When not hunting, chiropteraki rest in the treetops, hanging upside down from branches by their hindlegs. Small jungle humanoids sometimes train chiropteraki as mounts, and larger creatures may train them for hunting.

A typical chiropteraki is about 8 feet long with a wingspan of 16 feet. It weighs about 200 pounds.

Combat

When a chiropteraki spots prey, it will follow silently until an opportune moment, then drop down from above, attempting to catch an opponent with one of its wing-claws. If the prey is small enough, the chiropteraki will attempt to fly off with it and finish it at its leisure. Against larger prey, it attempts to use its rake attacks. If injured, the chiropteraki will fly away and then return to deliver repeated flyby attacks in hopes of bringing down its prey. If this proves fruitless, it will leave and search for easier prey.

Crown Coiler

Large Animal

Hit Dice: 4d8+12 (30 hp)

Initiative: +7

Speed: 30 ft. (6 squares), climb 30 ft.

Armor Class: 16 (-1 size, +3 Dex, +4 natural), touch 12, flat-footed 13

Base Attack/Grapple: +3/+11

Attack: Bite +6 melee (1d6+6 plus poison)

Full Attack: Bite +6 melee (1d6+6 plus poison)

Space/Reach: 10 ft./5 ft.

Special Attacks: Constrict 1d6+6, improved grab, poison

Special Qualities: Low-light vision, scent

The crown coiler is a large serpent that lurks high in trees. It combines the deadliest aspects of both constrictors and vipers. Its scales are mottled green and brown. A typical crown coiler is around 12 feet long and weighs close to 1,000 pounds.

Combat

Crown coilers lurk in the trees above game trails or pathways. When a lone creature walks underneath, the snake strikes. Uncoiling from the canopy, it lashes downward to bite the victim, injecting its paralytic poison. If the victim is paralyzed, the coiler pulls its meal up to the canopy to eat in peace. It rarely attacks prey of size Large or larger, as this generally forces the coiler to crawl down to the ground to consume its meal. Crown coilers sometimes stalk a group of people through the canopy for hours, waiting for stragglers to separate from the group.

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

A crown coiler will typically focus on a single target until it is paralyzed and then move on to another if outnumbered. If attacked while feeding,

Improved Grab (Ex): To use this ability, the chiropteraki must hit with a claw 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 rake.

Rake (Ex): When a chiropteraki gets a firm hold on its opponent, it can make two claw attacks (+8 melee) with its hind legs for 1d6+3 damage each.

Skills: Chiropteraki have a +8 racial bonus on Balance and Climb checks.

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

Abilities: Str 18, Dex 16, Con 16, Int 1, Wis 12, Cha 2

Skills: Balance +11, Climb +13, Hide +5*, Listen +9, Spot +9

Feats: Alertness, Improved Initiative

Environment: Warm forests

Organization: Solitary or pair

Challenge Rating: 3

Treasure: Standard

Alignment: Always neutral

Advancement Range: 5-8 HD (Large); 9-15 HD (Huge)

Level Adjustment: —

its initial response is to flee with its meal, carrying a paralyzed meal, held in its jaws, away through the canopy if a reasonable escape route is present.

A crown coiler can lift and carry a creature weighing up to 200 pounds without being hampered; 201-400 pounds constitutes a medium load, and 401-600 pounds heavy.

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

Improved Grab (Ex): To use this ability, a crown coiler must hit with its bite 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.

Poison (Ex): Bite, Fortitude DC 15; initial damage 1d6 Strength, secondary damage paralyzed for 2d6 hours. The save DC is Constitution-based.

Skills: Crown coilers have a +4 racial bonus on Hide, Listen, and Spot checks, and a +8 racial bonus on Balance and Climb checks. They can always choose to take 10 on Climb checks, even if rushed or threatened. *In tall grass or underbrush, a crown coiler has a +8 racial bonus on Hide checks; if it is in the canopy of a tree, it has a +16 racial bonus on Hide checks.

Dimian

Small Magical Beast (Shapechanger)

Hit Dice: 3d10+6 (22 hp)

Initiative: +8

Speed: 60 ft. (12 squares), climb 50 ft., swim 30 ft.

Armor Class: 17 (+1 size, +4 Dex, +2 natural), touch 15, flat-footed 13

Base Attack/Grapple: +3/-2

Attack: Bite +8 melee (1d4-1)

Full Attack: Bite +8 melee (1d4-1) and 2 claws +3 melee (1d3-1)

Space/Reach: 5 ft/5 ft.

Special Attacks: Sneak attack +1d6

Special Qualities: Alternate form, blindsense 30 ft., darkvision 60 ft., hide in plain sight, low-light vision, shadowform

Dimians are nocturnal monkey-like creatures with ties to the shadows. They are territorial creatures, and their territories often cover many miles. They live either alone or in small tribes, and do not interact with other dimians.

A dimian's fur is grayish-black, but it constantly changes its grayish hue to match its environment, making it difficult to spot in the jungle canopy it calls home. Dimians are incredibly fast and can scurry and scramble from tree to tree with alarming agility. Because of their impressive stealth and nimbleness, rogues, shadowdancers, and creatures of shadow treasure them as pets.

A typical dimian stands about 2-1/2 feet tall and weighs around 15 pounds. Dimians do not speak or understand any languages.

Combat

When any creature that might be a threat enters its territory, a dimian will attack fiercely. A dimian does not deliver warnings before attacking as most territorial creatures do, but observes quietly to gauge the intruder's capabilities. If the foe is apparently too powerful, the dimian shadows the intruder, perhaps attacking if and when it is sleeping or injured.

Otherwise, it uses its powers of stealth to sneak into position for a surprise attack. Once it has wounded its opponent, the dimian will flee into the shadows and wait for another chance to strike. This continues until the intruder is dead or flees and can go on for days, for a lone dimian's territory can cover as much as 30 square miles.

Sneak Attack (Ex): A dimian can make a sneak attack like a rogue, dealing an extra 1d6 points of damage whenever a foe is denied its Dexterity bonus, or when the dimian is flanking.

Alternate Form (Su): A dimian can assume other forms at will as a standard action. This ability functions similarly to a *polymorph* spell cast upon itself (caster level 8th), except that the monkey

Saves: Fort +5, Ref +7, Will +2

Abilities: Str 8, Dex 19, Con 15, Int 5, Wis 12, Cha 6

Skills: Balance +12, Climb +12, Hide +12*, Jump +24, Listen +4, Move Silently +7, Spot +4, Survival +2, Swim +7

Feats: Alertness, Improved Initiative^B, Weapon Finesse

Environment: Warm forests

Organization: Solitary or tribe (3-4)

Challenge Rating: 3

Treasure: None

Alignment: Usually chaotic neutral

Advancement: 4-9 HD (Small)

Level Adjustment: +4 (cohort)

always retains its grey fur (and thus its bonuses on Hide checks), does not regain lost hit points for changing form, and can assume only the form of Small animals or magical beasts. A dimian in an alternate form loses its shadowform ability.

Hide in Plain Sight (Su): A dimian can use the Hide skill even while being observed. As long as it is within 10 feet of some sort of shadow, a dimian can hide itself from view in the open without anything to actually hide behind. It cannot, however, hide in its own shadow.

Shadowform (Su): Twice per night, a dimian can change itself into pure shadow until it chooses to return to physical form. This grants it a +10 bonus on Hide checks and the incorporeal subtype. While in shadow form, a dimian has the ability to travel between shadows as if by means of a *dimension door* spell. The limitation is that the magical transport must begin and end in an area with at least some shadow. A dimian can jump up to 80 feet each day in this way; this may be a single jump of 80 feet or multiple jumps totaling 80 feet. The dimian must return to physical form to attack. This power can be used only between sunset and sunrise.

Skills: Dimians have a +4 racial bonus on Hide checks and a +8 racial bonus on Balance, Climb, and Jump checks. They can always choose to take 10 on Climb checks, even if rushed or threatened. A dimian uses its Dexterity modifier instead of its Strength modifier for Climb and Jump checks.

A dimian has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

*In darkened or shadowy conditions (such as under a jungle canopy), a dimian gains a +8 circumstance bonus on Hide checks.

Flail Snail

Large Vermin

Hit Dice: 4d8+8 (26 hp)

Initiative: -1

Speed: 10 ft. (2 squares)

Armor Class: 18 (-1 size, -1 Dex, +10

natural), touch 8, flat-footed 18

Base Attack/Grapple: +3/+9

Attack: Tentacle slam +4 melee (1d8+2)

Full Attack: 4 tentacle slams +4 melee (1d8+2)

Space/Reach: 10 ft./5 ft.

Special Attacks: –

Special Qualities: Blindsight 60 ft, immunity to fire and poison, light blindness, vermin traits, warp magic

Saves: Fort +6, Ref +0, Will +1

Abilities: Str 15, Dex 8, Con 14, Int 5, Wis 10, Cha 2

Skills: Hide +4, Jump -10, Listen +2, Move Silently +1, Spot +2

Feats: Alertness, Stealthy

Environment: Any land and underground

Organization: Solitary

Challenge Rating: 3

Treasure: None (shell is worth 3,000-5,000 gp)

Alignment: Always neutral

Advancement: 5-8 HD (Large); 9-12 HD (Huge)

Level Adjustment: –

The flail snail appears as an 8-foot tall version of a normal snail, but in place of its head are four 5-foot long tentacles that end in mace-like balls of hardened bone. Its shell is striped in red, blue, yellow, and green, while its flesh is grayish blue. The shell of a dead flail snail can be sold on the open market for 3,000-5,000 gp. A typical flail snail weighs 1,200 pounds. Flail snails do not speak or understand any language.

Combat

A flail snail attacks by smashing its prey with its mace-like tentacles. It attacks until either it or its opponents are dead.

Blindsight (Ex): Flail snails can ascertain all foes by vibration within 60 feet.

Light Blindness (Ex): Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds flail snails for 1 round. On subsequent rounds, they are dazzled while operating in bright light.

Warp Magic (Su): Each time a spell is cast on or at a flail snail, it produces a random effect. Only spells that directly affect a flail snail are warped. Area spells are not affected by this ability. Roll a d10 and consult the table below to determine random effects.

1d10	Result
1-2	Spell misfires; caster disoriented for 1d4 rounds and must make a DC 10 Concentration check to cast any spell while disoriented.
3-4	Spell misfires; creature nearest the flail snail is affected as if the spell had been cast on him.
5-7	Spell functions normally.
8-9	Spell fails; nothing happens.
10	Spell rebounds on caster (as <i>spell turning</i>).

Flora and Fauna

Shade Slug: Preferring darkness, these three inch long, dark-hued slugs dwell in virtual seclusion beneath rocks, homes, and dense shrubs. Few pay the slimy creature any attention, but ingesting the live, foul-tasting, mollusk bestows low-light vision for two hours. Successfully ingesting the slug requires a will save (DC 10) and a fortitude save (DC 10); otherwise the ingester spits it out or vomits. Correctly identifying the shade slug requires a knowledge (nature) check of DC 15. Shade slugs are not magically dependent mollusks (but without magic they grant no low-light vision) that require air, water, and food to survive. They are found only in tropical and temperate forests.

Gelid Beetle, Lesser

Medium Magical Beast

Hit Dice: 4d10+8 (30 hp)

Initiative: +0

Speed: 30 ft. (6 squares)

Armor Class: 17 (+7 natural), touch 10, flat-footed 17

Base Attack/Grapple: +4/+6

Attack: Bite +6 melee (1d4+3 plus 1d4 cold)

Full Attack: Bite +6 melee (1d4+3 plus 1d4 cold)

Space/Reach: 5 ft./5 ft.

Special Attacks: Cold, cold spray

Special Qualities: Darkvision 60 ft., immunity to cold

Saves: Fort +6, Ref +4, Will +1

Abilities: Str 15, Dex 10, Con 14, Int 1, Wis 10, Cha 9

Skills: Hide +0*, Listen +5, Spot +6

Feats: Alertness, Power Attack

Environment: Cold forests

Organization: Cluster (2-5) or colony (6-11)

Challenge Rating: 3

Treasure: None

Alignment: Always neutral

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

Level Adjustment: —

Gelid beetles are a stark white beetle with silvery—black legs and dull silver mandibles. Their carapace is white mottled silver, their wing covers are dull crimson, and their two sets of silvery-black eyes are equally spaced on its head.

Gelid beetles spend most of their time hunting, surfacing from their lairs at night to prey on giant or smaller insects. During the daylight hours, gelid beetles like to congregate with others of their kind in warm spots where the sunlight breaks through the trees.

Gelid beetles make their lairs in hollowed logs and dead trees. During mating season, the female digs a small underground chamber in a well-secluded place and lays 1d4+1 silvery-white eggs. These eggs hatch in about 2 weeks producing olive-yellow larvae. The larvae spends their time feeding and growing (and occasionally molting) before passing into the pupa stage after nearly 3 weeks. The pupa sheds its skin for the last time after 8 to 10 days and emerges as an adult gelid beetle.

A lesser gelid beetle measures 5 feet long and weighs 200 pounds.

Combat

A lesser gelid beetle begins combat with its cold spray. It then charges into combat biting its opponents. Though not intelligent, these creatures often employ hit-and-run tactics, especially when attacking as a group.

Cold Spray (Ex): Once per day, a lesser gelid beetle can release a spray in a 10-foot cone that deals 2d4 points of cold damage; affected creatures that succeed on a DC 14 Fortitude save take half damage. The save DC is Constitution-based.

Cold (Ex): A lesser gelid beetle's body generates cold that deals an extra 1d4 points of cold damage every time it succeeds on a bite attack. Creatures attacking a gelid beetle unarmed or with natural weapons take this same cold damage each time one of their attacks hits.

Skills: *Due to their coloration and affinity to attack from ambush, gelid beetles have a +8 racial bonus on Hide checks in their native environment.

Flora and Fauna

Manioc: Manioc is also known as cassava or tapioca. It is a plant whose starchy roots are prepared much like potatoes. They can be toxic uncooked, and they are often grated and squeezed to extract the potentially poisonous sap. They are then dried and made into a meal much like flour. Manioc can also be fermented to create alcoholic beverages. Manioc is a very useful staple crop that requires at least 8 months of warm weather to grow. Climate/Terrain: Warm grasslands (savanna) and Warm Forests. Value: 1cp/2lbs.

Ghost of the Hunt

Medium Undead (Incorporeal)

Hit Dice: 3d12 (19 hp)

Initiative: +2

Speed: Fly 30 ft. (good) (6 squares)

Armor Class: 13 (+2 Dex, +1 natural), touch 12, flat-footed 11

Base Attack/Grapple: +1/—

Attack: —

Full Attack: —

Space/Reach: 5 ft./5 ft.

Special Attacks: Horrific appearance, paralyzing howl, trumpet of doom

Special Qualities: Darkvision 60 ft., incorporeal traits, reflection susceptible, undead traits

Saves: Fort +1, Ref +3, Will +4

Abilities: Str —, Dex 14, Con —, Int 4, Wis 12, Cha 15

Skills: Listen +3, Survival +5

Feats: Ability Focus (horrific appearance), Track

Environment: Any forest

Organization: Solitary

Challenge Rating: 3

Treasure: None

Alignment: Always neutral

Advancement: 4-6 HD (Medium); 7-9 HD (Large)

Level Adjustment: —

Unless a hunting party takes a druid with it to perform sacred rites on game it has killed, a ghost of the hunt may arise from any Survival checks made to hunt in the wild.

The ghost rises at sunset on the first day of the full moon after its death. It hunts only at night, vanishing at sunrise. Its horrific appearance is so potent it will frighten off the ghost itself should it gaze upon its own visage. For this reason, it will not track its prey across open water (ponds, streams, seas) or when the moon is bright (half moon or brighter). The ghost relents in these cases, but only temporarily. During the dark of the new moon, the ghost will cross even large bodies of water to find its prey.

Similarly, if the ghost is turned by a cleric (it cannot be rebuked or commanded), it flees into the darkness. Still, it will return the following and subsequent nights until it is killed, it kills those who desecrated it, or the full moon, or whichever comes first.

The ghost hunts its quarry until the dawn of the final night of the full moon cycle. Apart from terrifying its quarry as it pursues them, this is the only time it actually attacks. If it fails to kill its prey before dawn of the next day, it vanishes in the rays of first light, never to be seen again. Legends surrounding these ghosts mention groups of revenants that failed to slay their desecraters and the howls and ghostly forms of the Thwarted Pack who roam the forests still.

Combat

Horrific Appearance (Su): Any living creature within 60 feet that views a ghost of the hunt must succeed on a DC 15 Will save or become panicked for 2d4 rounds and take 2 points of Wisdom damage. A creature that successfully saves against this effect cannot be affected by the same ghost's horrific appearance for 24 hours. The save DC is Charisma-based and includes +2 from Ability Focus.

Paralyzing Howl (Su): During the full moon, a ghost of the hunt can emit a terrifying howl as a standard action. All living creatures that inflicted harm upon the ghost in life or ate from its carcass within a 30-foot spread must succeed on a DC 13 Will save or be affected as by a *hold person* spell (caster level 5 + the ghost's HD). This is a sonic mind-affecting fear effect. A creature that successfully saves against the howl cannot be affected by the same ghost's howl for 24 hours. The save DC is Charisma-based.

Trumpet of Doom (Su): Once per day, a ghost of the hunt can trumpet a final, mournful lamentation to bring death to those that slew it. All living creatures within 150 feet must succeed on a DC 13 Fortitude save or die from fright. This is a sonic mind-affecting fear and death effect. The save DC is Charisma-based.

Reflection Susceptible (Ex): A ghost of the hunt is susceptible to its own horrifying reflection, and avoids crossing still water or approaching similar reflective surfaces. When a ghost of the hunt encounters its own reflection, it must succeed on a DC 15 Reflex save or flee and go to ground until the following night.

Giant Saw-Toothed Beetle

Medium Vermin

Hit Dice: 5d8+10 (32 hp)

Initiative: +0

Speed: 30 ft. (6 squares)

Armor Class: 18 (+8 natural), touch 10, flat-footed 18

Base Attack/Grapple: +3/+5

Attack: Bite +5 melee (2d6+3)

Full Attack: Bite +5 melee (2d6+3)

Space/Reach: 5 ft./5 ft.

Special Attacks: Improved grab

Special Qualities: Darkvision 60 ft., tremorsense 60 ft., vermin traits

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

Abilities: Str 15, Dex 11, Con 14, Int —, Wis 10, Cha 6

Skills: —

Feats: —

Environment: Temperate forests

Organization: Cluster (2-5) or colony (6-11)

Challenge Rating: 3

Treasure: None

Alignment: Always neutral

Advancement: 6-10 HD (Medium); 11-15 HD (Large)

Level Adjustment: —

Giant saw-toothed or serrated beetles are deadly predators that hide in their burrows and ambush creatures that come too close. They make their homes in deep burrows on the forest floor and usually cover the opening with sticks, leaves, branches, and whatever else they can find. It takes a successful DC 20 Spot check to notice a giant saw-toothed beetle's hidden burrow.

The most noticeable feature of the giant saw-toothed beetle is its oversized mandibles, jagged and serrated. The beetle's wing covers and carapace are silvery-green and have a dull sheen. Its legs are long and marked with spiraling bands of green and black.

These beetles form colonies of about ten creatures. They are highly aggressive creatures and actively seek sources of meat. Their usual diet consists of small forest animals such as rabbits, deer, or moles. They are even known to devour their own when food is short or when a member of the colony becomes sick or weak.

A giant saw-toothed beetle usually measures about 5 feet in length and weighs about 900 pounds.

Combat

Giant saw-toothed beetles wait for their prey to come close to their burrow. Hiding at the edge of the burrow, the beetle sits motionless until its target is within range. It then charges out, grabs its target with its serrated mandibles and clamps down, holding on until the prey dies. Giant saw-toothed beetles fight to the death.

Improved Grab (Ex): To use this ability, a giant saw-toothed beetle must hit an opponent up to one size larger with its bite 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.

Tremorsense (Ex): Giant beetles can automatically sense the location of anything within 60 feet that is in contact with the ground.

Flora and Fauna

Vampire Mushrooms: Despite the implications of the fungi's foreboding moniker, vampire mushrooms earned their name because they release a viscous red liquid when heated rather than from any association with vampires. The mushroom grows near the roots of large evergreen shrubs. It is dark gray and stands a few inches high, with a cap measuring three inches in diameter. Best harvested in the late autumn and early winter, vampire mushrooms taste like rare beef, making them a popular meat substitute in households unable to afford livestock. Unfortunately, the vampire mushroom appears practically identical to its closely related cousin, the coffin mushroom. Distinguishing the difference between the two requires a Knowledge (Nature) or Survival check (DC 20).

Greenfeeder

Large Aberration

Hit Dice: 4d8+16 (34 hp)

Initiative: +1

Speed: 30 ft. (6 squares)

Armor Class: 15 (-1 size, +1 Dex, +5 natural), touch 10, flat-footed 14

Base Attack/Grapple: +3/+13

Attack: Blade +8 melee (1d8+6 plus bleeding wound)

Full Attack: 2 blades +8 melee (1d8+6 plus bleeding wound)

Space/Reach: 10 ft./10 ft.

Special Attacks: Bleeding wound

Special Qualities: Darkvision 60 ft., scent

Saves: Fort +5, Ref +2, Will +4

Abilities: Str 22, Dex 13, Con 18, Int 4, Wis 10, Cha 3

Skills: Hide -3*, Listen +2, Move Silently +3*, Spot +2, Survival +1*

Feats: Dodge, Track

Environment: Temperate forest

Organization: Solitary or hunting pack (2-7)

Challenge Rating: 3

Treasure: Standard

Alignment: Always chaotic neutral

Advancement: 5-8 HD (Large); 9-12 HD (Huge)

Level Adjustment: +3

During battle, blood feeds the living earth, and the trees hungrily devour the red rain. A soldier returning to the same battlefield a year later often discovers that verdant greenery cloaks the land. Roots twine around the bones and shattered armor of the dead, and ten thousand flowers now stand where a thousand warriors fell.

Sometimes, though, this bounty proves insufficient for the land. The living earth develops a taste for blood and hungers for more sustenance. Greenfeeders arise from this thirst, the scent of blood, and the desire for nourishing gore. Roughly humanoid, they are composed of fallen branches, bone shards, and scattered battlefield debris. Ivy and vines form their sinewy connective tissues, and red-stained roots form their hearts.

A greenfeeder's limbs end in rusty blades plucked from the ground. Combat draws them, and they rush in to ensure that those who bleed do so generously and often. Once they complete their horrific mission, they sink back into the reddish mud, waiting for the next unfortunate victim to venture into the forest.

Combat

Bloodshed summons greenfeeders from the forest's floor. While in the forest, there is a base 1% chance per five points of damage inflicted in a single attack that a greenfeeder arises. For example, if a fighter cuts a hobgoblin in two by inflicting 20 points of damage, there is a 4% chance that a greenfeeder appears. Greenfeeders arise within 1d4 miles of the bloodshed, but the chance of an appearance should be modified up or down, depending on the state of the forest. The healthier a forest is, the less need there is for greenfeeders.

Greenfeeders are not smart enough to use anything but simple tactics. They only desire to spill as much blood as possible on the forest floor. They do possess enough wit to ambush opponents or flee from ones they cannot injure, but mostly they just charge into melee and start slicing. Greenfeeders only target living creatures, ignoring constructs, undead or bloodless outsiders. They also ignore poisonous or unwholesome monsters like dragons or giant insects. Greenfeeders target the most injured combatant in a melee first. They draw no distinction between sides — an adventuring party attacked by bandits might see a wounded bandit hacked to pieces in one round and then watch in horror as the feeders turn on the surprised party members.

Bleeding Wound (Ex): The damage a greenfeeder deals with its blades causes a persistent wound. An injured creature loses 1 additional hit point each round. Multiple wounds result in cumulative hit point loss from bleeding. The continuing hit point loss can be stopped by a successful DC 15 Heal check (per wound), a *cure* spell, or a *heal* spell. A successful Heal check automatically stops the continuing hit point loss as well as restoring hit points.

Skills: *Greenfeeders have a +10 competence bonus on any Survival checks made when tracking an injured creature by scent. They also have a +4 racial bonus on all Hide and Move Silently checks made while in a forest.

Jupiter Bloodsucker

Medium Plant

Hit Dice: 3d8+6 (19 hp)

Initiative: -3

Speed: 5 ft. (1 square)

Armor Class: 15 (-3 Dex, +8 natural), touch 7, flat-footed 15

Base Attack/Grapple: +2/+3

Attack: Slam +3 melee (1d6+1 plus blood drain)

Full Attack: Slam +3 melee (1d6+1 plus blood drain)

Space/Reach: 5 ft./5 ft.

Special Attacks: Blood drain, improved grab, smother

Special Qualities: Blindsight 30 ft., plant traits, vulnerability to fire

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

Abilities: Str 12, Dex 5, Con 15, Int -, Wis 10, Cha 10

Skills: Jump -11

Feats: -

Environment: Any land

Organization: Bed (1-10)

Challenge Rating: 3

Treasure: None

Alignment: Always neutral

Advancement: 4-6 HD (Medium); 7-9 HD (Large)

Level Adjustment: -

The jupiter bloodsucker, or vampire plant, is a small, seemingly ordinary plant. Four large dark green and serrated leaves top the brown, red-veined roots. A creature looking closely at the roots may notice that the stems are transparent and that blood seems to course through them (Spot check DC 15 to notice). On the bottom of each leaf are many small, sharp thorns. These are used to attach to a victim and drain its blood.

A jupiter bloodsucker is between 5 and 7 feet in diameter. It weighs about 55 pounds.

Combat

The jupiter bloodsucker attacks with its leaves in combat, attempting to grapple and pin a foe. A grabbed opponent is drained of blood by the thorny leaves. At the same time, one leaf covers the victim's face, attempting to smother it.

Blood Drain (Ex): A jupiter bloodsucker drains blood, dealing 1 point of Constitution damage per leaf attached. If reduced to Constitution 0, the victim has been completely drained of blood and dies.

Improved Grab (Ex): To use this ability, a jupiter bloodsucker must hit a Medium or smaller creature with its slam attack. It can 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 attaches a leaf to its opponent and can drain blood.

If a jupiter bloodsucker begins its turn with at least one leaf attached, it can try to attach its remaining leaves with a single grapple check. The opponent can escape with a single successful grapple check or Escape Artist check, but the jupiter bloodsucker gets a +2 circumstance bonus for every leaf that was attached at the beginning of the opponent's turn.

Smother (Ex): With a successful grapple check, a jupiter bloodsucker can cover the mouth and nose of its opponent. The character begins suffocating.

Blindsight (Ex): Jupiter bloodsuckers have no visual organs but can ascertain all foes within 30 feet using sound, scent, and vibration.

Flora and Fauna

Marsupial frogs: Frogs that carry their eggs in a sac, located on the female's back. The female lays the eggs, the male fertilizes them and places them into the female's sac. After four weeks, the eggs hatch and up to thirty froglets emerge from the sac. Female pygmy marsupial frogs carry their fertilized eggs in a sac under the skin, giving the appearance of boils across the back. When the eggs hatch, frogs emerged from busted boils.

Kingmaker Swan

Medium Magical Beast

Hit Dice: 6d10+6 (39 hp)

Initiative: +5

Speed: 10 ft. (2 squares), fly 100 ft. (poor), swim 15 ft.

Armor Class: 20 (+6 natural, +4 deflection), touch 14, flat-footed 20

Base Attack/Grapple: +6/+4

Attack: Bite +4 melee (1d4-2)

Full Attack: Bite +4 melee (1d4-2) and 2 wing slams -1 melee (1d6-2)

Space/Reach: 5 ft/5 ft.

Special Attacks: —

Special Qualities: Damage reduction 15/—, darkvision 60 ft., low-light vision, spell resistance 30, swan's blessing

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

Abilities: Str 7, Dex 13, Con 13, Int 18, Wis 18, Cha 18

Skills: Diplomacy +6, Jump -14, Listen +15, Sense Motive +13, Spot +15, Swim +8, Survival +11

Feats: Alertness, Dodge, Improved Initiative^B, Iron Will^B, Lightning Reflexes^B, Mobility

Environment: Any land

Organization: Solitary (unique)

Challenge Rating: 3

Treasure: None

Alignment: Always lawful good

Advancement: 7+ HD (Medium)

Level Adjustment: —

The majestic bird resembles a swan of tremendous size, standing almost as tall as a human. Its feathers are the purest white, almost seeming to glow with an inner light.

The Kingmaker Swan was created by a deity of goodness and mercy to create heroic leaders in times of need. Legends tell of the appearance of the Swan when kings have fallen, and kingdoms are in disarray. Upon its appearance, the Swan allowed a person to touch it, who then went on to become a wise and benevolent leader, rebuilding the fallen kingdom and enjoying a prosperous reign. Legends also tell of wicked men who tried to capture the Swan, in hopes of touching it and stealing its gift and becoming powerful leaders. However, none ever succeeded, for the Swan has always eluded capture.

While only one Kingmaker Swan is known to exist, it is possible that there are others, created by the same deity or by another of similar ideals.

The Kingmaker Swan stands 6 feet tall and weighs close to 100 pounds. The Kingmaker Swan does not speak, but understands Celestial and Common.

Combat

The Kingmaker Swan never fights, not even in self-defense. If anyone should seek to attack it, it simply flies off beyond harm to the best of its ability and great intelligence. It does the same to almost all who would try to touch it, except for those destined to lead kingdoms with an even and fair hand.

Swan's Blessing (Sp): The Kingmaker Swan may willingly allow a person to touch it; whoever does so is blessed as a result. The blessed individual gains 2 points of Wisdom permanently, and she is thereafter capable of taking the Leadership feat even if she does not meet the usual level requirement for that feat. An individual can benefit from this ability once.

Wild Empathy (Ex): This power works like the druid's wild empathy class feature, except that the Kingmaker Swan has a +4 racial bonus on the check.

Skills: The Kingmaker Swan has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Leaf Trapper

Large Plant

Hit Dice: 6d8+24 (51 hp)

Initiative: +0

Speed: 0 ft.

Armor Class: 14 (-1 size, +5 natural), touch 9, flat-footed 14

Base Attack/Grapple: +4/+13

Attack: Slam +8 melee (1d8+5)

Full Attack: 1d6+4 slams +8 melee (1d8+5)

Space/Reach: 10 ft./10 ft. (30 ft. with vine slam)

Special Attacks: Constrict 1d8+5, feed, improved grab, leaf crush

Special Qualities: Blindsight 100 ft., plant traits

Saves: Fort +9, Ref +2, Will +2

Abilities: Str 20, Dex 10, Con 18, Int —, Wis 10, Cha 8

Skills: Hide +2*

Feats: —

Environment: Warm forest and underground

Organization: Solitary

Challenge Rating: 3

Treasure: 10% coins; 50% goods; 50% items

Alignment: Always neutral

Advancement: 7-12 HD (Large), 13-18 HD (Huge)

Level Adjustment: —

Leaf trappers are instinctual, immobile hunters. Growing in forests, typically near water, their camouflage allows them to blend in with their surroundings and wait for a meal to wander by.

Leaf trappers' vines slam and grab victims and position them on top of their leaves. Leaf trappers feed through their leaves, which secrete digestive juices when in contact with flesh.

Combat

An opponent can attack a leaf trapper's vines with a sunder attempt as if they were weapons. A leaf trapper's vines have 10 hit points each. If a leaf trapper is currently grappling a target with the vine that is being attacked, it usually uses another limb to make its attack of opportunity against the opponent making the sunder attempt. Severing one of a leaf trapper's vines deals 5 points of damage to the creature. A leaf trapper usually withdraws from combat if it loses 4 vines. The creature regrows severed vines in 2d4+2 months.

Feed (Ex): A leaf trapper can feed on a grappled creature by holding it on one of its leaves. For every two consecutive rounds that a creature remains held over a leaf, it suffers 1d4+1 points of Constitution damage from the plant's enzymes. A

body that remains in the leaf past death becomes so deteriorated and mutilated that it cannot be raised by the spell *raise dead*, and requires a *resurrection*, *miracle*, or *wish* spell to be brought back to life.

Constrict (Ex): A leaf trapper deals automatic slam damage with a successful grapple check.

Improved Grab (Ex): To use this ability, a leaf trapper must hit with a slam 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 and feed on the target.

Leaf Crush (Ex): If a Medium or smaller creature steps on or is dragged upon one of a leaf trapper's hidden leaves, the leaf trapper may use its Improved Grab ability on that creature as a free action (no slam attack required).

Skills: A leaf trapper can alter its coloration and patterns, granting it a +6 racial bonus on Hide checks. A successful Knowledge (nature) or Survival check may be used in place of a Spot check to find a leaf trapper.

*A leaf trapper has a +6 circumstance bonus on Hide checks when among other plants.

Magpine

Large Plant (Shapechanger)

Hit Dice: 4d8+12 (30 hp)

Initiative: +7

Speed: 30 ft. (6 squares)

Armor Class: 23 (-1 size, +3 Dex, +11 natural), touch 12, flat-footed 20

Base Attack/Grapple: +3/+12

Attack: Slam +7 (1d8+5) melee or (in humanoid form) rapier +8 melee (1d8+5/18-20)

Full Attack: 2 slams +7 (1d8+5) melee or (in humanoid form) rapier +8 melee (1d8+5/18-20)

Space/Reach: 10 ft./10 ft.

Special Attacks: Sap, spell-like abilities

Special Qualities: Alternate form, darkvision 60 ft., low-light vision, plant traits, vulnerability to fire

Magpines are always male and appear similar to treants but may likely be related to dryads, as well. While some sages think the magpine is a treant/dryad hybrid, most scholars believe powerful magic likely spawned the race. While treants perceive themselves as “guardians of the trees,” magpines view themselves as the dashing swashbucklers of the forests and woods. Although not as stodgy and condescending as treants, magpines share their hatred of evil beings and civilization’s wanton destruction of the forest.

In their natural state, magpines stand approximately 15 feet tall and appear as slender, young pine, aspen, ash, or even olive trees. Their coarse bark ranges in color from blackish-brown to light shades of gray, while their needles or leaves, depending on the tree’s species, vary from deep green to grayish-green. Bright trinkets of silver, glass, and other light-catching materials adorn their branches. Their love of these baubles accounts for the magpine’s name. Magpines speak Common, Sylvan, and Treant.

Combat

Haughty and brash, magpines do not patiently observe opponents or seek diplomatic solutions; instead, they rashly emerge from the forest and audaciously challenge foes. Extremely whimsical and prone to mood swings, bored magpines often assume humanoid form to pursue mischief or beautiful maidens. Despite their eccentric personalities, magpines immediately attack fire-wielding creatures without provocation.

Saves: Fort +7, Ref +4, Will +3

Abilities: Str 21, Dex 17, Con 17, Int 13, Wis 15, Cha 15

Skills: Bluff +7*, Diplomacy +4, Disguise +2 (+4 acting), Hide +7*, Intimidate +4, Knowledge (local) +5, Listen +6, Spot +6

Feats: Improved Initiative, Weapon Focus (rapier)

Environment: Any forest

Organization: Solitary or crew (2-4)

Challenge Rating: 3

Treasure: 50% coins; double goods; no items

Alignment: Always chaotic good

Advancement: 5-8 HD (Large), 9-12 HD (Huge)

Level Adjustment: —

Sap (Ex): The extremely sticky sap of a magpine makes it dangerous to attack one with a piercing or slashing weapon. Any attack with a piercing or slashing melee weapon provokes an attack of opportunity from the magpine. If it uses that attack for a disarm attempt, the magpine does not provoke an attack of opportunity.

Spell-Like Abilities: At will—*speak with plants*; 1/day—*charm person* (DC 13), *invisibility*. Caster level 4th. The save DCs are Charisma-based.

Alternate Form (Su): A magpine can assume other forms at will as a standard action. This ability functions as a *polymorph* spell cast on itself (caster level 4th), except that a magpine does not regain hit points for changing form, and any individual magpine can assume only Large or Medium humanoid forms. When in humanoid form, a magpine wears a courtier’s outfit, and the magpine’s hair retains the color of its needles or leaves. A magpine in humanoid form loses its sap ability.

Skills: *A magpine has a +2 racial bonus on Bluff checks used to seduce other creatures. A magpine also benefits from a +16 racial bonus on Hide checks made in forested areas.

Habitat/Society

Individual magpines enjoy friendly and cordial relations with most other sylvan creatures. During their travels, they frequently visit the local sprites and dryads, or they sink their root-like feet into nymphs’ ponds, or while away their evenings singing, carousing, and dancing with satyrs. Because of their affiliation with numerous woodland creatures, magpines know a lot of gossip.

Maraneanette

Medium Magical Beast

Hit Dice: 4d10+4 (26 hp)

Initiative: +7

Speed: 30 ft. (6 squares), climb 20 ft.

Armor Class: 15 (+3 Dex, +2 natural), touch 13, flat-footed 12

Base Attack/Grapple: +4/+6

Attack: Bite +6 melee (1d6+2 plus poison) or 2 spines +7 ranged (1d2 plus poison)

Full Attack: Bite +6 melee (1d6+2 plus poison) or 2 spines +7 ranged (1d2 plus poison)

Space/Reach: 5 ft/5 ft.

Special Attacks: Poison, spines

Special Qualities: Blindsight 30 ft., darkvision 60 ft., low-light vision, puppetry, ventriloquism, web

A maraneanette is an arachnid predator that makes its lair in trees. More intelligent than a typical spider, a maraneanette uses the bodies of its kills to attract more prey. Once it kills a victim, it drains all fluid from the body and dangles it from webs, moving it while using its ventriloquism ability to simulate a creature in distress. When aid arrives, the maraneanette goes for the kill.

Maraneanettes are decent trackers, and once one has envenomed potential prey, it (and other maraneanettes) can hone in on the pheromones in the toxin to hunt it down. Maraneanettes tend to lair in strong-smelling trees, whether musky or fragrant, to help mask the odors of the results of its predation, to prevent giving away its ruse.

A typical phase maraneanette's body is 6 feet long. It weighs about 400 pounds. Maraneanettes cannot speak but can simulate sounds with its ventriloquism ability (see below).

Combat

Maraneanettes wait for their prey to close and then flick spines from ambush. They flee from tough fights and never enter melee if they can help it.

Young maraneanettes range from 1 HD (Tiny) to 2 or 3 HD (Small); they do not have the adult maraneanette's ability to fire spines or the ventriloquism ability.

Poison (Ex): Bite or spine, Fortitude DC 13; initial damage 1d4 Constitution; secondary damage 1d4 Constitution and paralyzed for 1d10 minutes. Maraneanette poison also causes affected creatures to exude a pheromone that makes it easily tracked by maraneanettes (see Skills entry, below). The save DC is Constitution-based.

Spines (Ex): By arching its abdomen in an odd posture, a maraneanette can launch two spines as a standard action (make a separate attack roll for each spine). This attack has a range of 40 feet with no range increment. The spines may be aimed independently, but the targets must be within 30 feet

Saves: Fort +5, Ref +7, Will +3

Abilities: Str 14, Dex 17, Con 12, Int 6, Wis 15, Cha 9

Skills: Balance +11, Bluff +1*, Climb +11, Hide +15, Move Silently +4*, Spot +6, Survival +2*

Feats: Improved Initiative, Point Blank Shot, Track^B

Environment: Warm forests

Organization: Solitary or brood (1-2 adults and 2-4 young)

Challenge Rating: 3

Treasure: Standard

Alignment: Always neutral

Advancement: 5-8 HD (Medium); 9-13 HD (Large)

Level Adjustment: —

of each other. The maraneanette can launch only 12 spines in any 24-hour period.

Puppetry (Ex): Using its web-bound puppets, a maraneanette can attempt to fool an observer into thinking they he is looking at a living being. Observers can make an opposed Spot check against the spider's Bluff check to see through this ruse, with the usual modifiers for distance (-1 per 10 feet) on the Spot check.

Ventriloquism (Ex): A maraneanette can make a Bluff check to simulate any simple nonverbal sound of a creature it has encountered, and it can make these sounds appear to come from any location within 20 feet of itself. Thus, it can fool prey into thinking that its corpse-puppet is a softly moaning wounded man or a dying deer, for instance. Any creature hearing these sounds may make a Sense Motive check to determine that they are not in fact what they seem.

Web (Ex): Maraneanettes often wait in their webs or in trees, then lower themselves silently on silk strands and leap onto prey passing beneath. A single strand is strong enough to support the maraneanette and one creature of the same size. A maraneanette can move across its own web at its climb speed and can pinpoint the location of any creature touching its web.

Skills: Maraneanettes have a +2 racial bonus on Spot checks, a +8 racial bonus on Balance and Climb checks, and, due to their natural camouflage, a +10 racial bonus on Hide checks. They can always choose to take 10 on Climb checks, even if rushed or threatened, and they use their Dexterity modifier instead of their Strength modifier for Climb checks.

*When using their puppetry or ventriloquism ability, maraneanettes have a +10 racial bonus on Bluff checks. When moving in their webs, they have a +8 bonus on Move Silently checks. When tracking prey wounded by maraneanette poison, a maraneanette has a +4 racial bonus on Survival checks.

Oakman

Small Fey

Hit Dice: 3d6+6 (16 hp)

Initiative: +1

Speed: 20 ft. (4 squares), climb 30 ft.

Armor Class: 18 (+1 size, +2 Dex, +5 natural), touch 13, flat-footed 16

Base Attack/Grapple: +1/-2

Attack: +1 club +4 melee (1d8+2)

Full Attack: +1 club +4 melee (1d8+2)

Space/Reach: 5 ft./5 ft.

Special Attacks: Shillelagh

Special Qualities: Damage reduction 5/cold iron, low-light vision, moss, tree dependent, tree stride

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

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

Skills: Climb +15, Hide +11, Jump -5, Move Silently +7, Knowledge (nature) +6, Knowledge (herbalism) +9, Spot +8, Survival +2 (+4 in aboveground natural environments)

Feats: Skill Focus (Knowledge [herbalism]), Weapon Focus (club)

Environment: Temperate forests

Organization: Solitary or troupe (2-12)

Challenge Rating: 3

Treasure: Standard

Alignment: Usually chaotic neutral

Advancement: 4-9 HD (Small)

Level Adjustment: +3

Oakmen are small fey that are said to be the spirits of oak trees. An oakman is roughly size of a dwarf with brownish-green skin. Its hair and eyes are green, and its nose is slightly bulbous. Oakmen are foul-tempered curmudgeons, gruff and cantankerous. They are usually seen sitting up on a thick branch in an oak tree calling down insults and crude comments to those who pass by. Some say that the grumpy old oakmen are the male versions of the beautiful dryads, which would certainly explain why dryads would rather take human mates.

Oakmen are generally content to sit in their trees and watch the world go by, venturing out only if their forest is threatened. They also enjoy creeping out of the forest to trick some fool human into eating magical cakes made from moss and mushrooms just to see what will happen to him.

A typical oakman is about 4 feet tall and weighs around 150 pounds. Oakmen speak Sylvan. Some speak and understand Common, though they rarely communicate with any creature in this tongue.

Combat

Oakman are scrappy and prone to combat despite their small size. They willingly fight if they must, but, like most fey, prefer to use magic rather than melee.

Shillelagh (Su): Any oaken club or staff wielded by an oakman automatically gains the benefits of the *shillelagh* spell (caster level 5th). This benefit is already included in the statistics block above and only functions for an oakman.

Moss (Ex): Using its unique knowledge of plants and herbal mixtures, an oakman can concoct unusual cakes from tree moss. A typical oakman has 1d6 moss cakes of random type on his person. These moss cakes have a variety of effects and must be eaten by the target creature to take effect. Saves (where applicable) have a DC of 15. The save DC is Charisma-based and include a +2 racial bonus.

Ability Score Damage: The victim takes 1d6 points of damage to a random ability score

(determined when the moss cake is created). One day after eating the moss cake, if the victim doesn't receive a *restoration* spell, it must make another successful save or one point of ability damage is actually permanent drain.

Coloration: This moss cake is quite harmless when eaten and does nothing more than cause the victim's skin to become spotted. The spots can be of just about any color, though most tend to be brown, red, or blue. The spots last for 1 hour before fading.

Healing: This moss cake heals the target as by a *heal* spell (caster level 5th).

Lethargy: The victim becomes sluggish if it fails a Fortitude save. The effects last for 30 minutes. While affected, the victim moves at one-half its normal speed and takes a -2 circumstance penalty to AC and on attack rolls, checks, and saves.

Pain: Eating this moss cake wracks the victim with pain for 1d4 hours if it fails a Fortitude save. During this time, the victim takes a -2 circumstance penalty on attack rolls, weapon damage rolls, and ability and skill checks.

Poison: Eating this moss cake poisons the victim (ingestion, Fortitude DC 15 negates, initial damage 1d6 Constitution, secondary damage 2d6 Constitution).

Sleep: This moss cake puts the victim to sleep for 1 hour (as the *sleep* spell) if it fails a Will save.

Tree Dependent (Su): Each oakman is mystically bound to a single enormous oak tree and must never stray more than 1 mile from it. Any who do become ill and die within 4d6 hours. An oakman's oak does not radiate magic.

Tree Stride (Su): At will, an oakman can create an effect identical to that of the *tree stride* spell (caster level 5th). Oakmen can only travel through oak trees.

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

Phlogiston

Medium Plant

Hit Dice: 4d8+8 (26 hp)

Initiative: +1

Speed: 0 ft. (immobile)

Armor Class: 16 (+1 Dex, +5 natural), touch 11, flat-footed 15

Base Attack/Grapple: +3/+6

Attack: Tendril +6 melee (1d6+3)

Full Attack: 4 tendrils +6 melee (1d6+3)

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

Special Attacks: Constrict 1d6+3, fire bolt, improved grab

Special Qualities: Blindsight 60 ft., death throes, resistance to fire 10, plant traits

The phlogiston bush (known as a fire shrub by some sages) is an immobile plant found only in temperate regions. They look like a simple bush with silvery-green leaves and dark twisted branches and a slight scent of cinnamon. They gain nourishment from the fluids and organs of living creatures, particularly the bones and muscle tissue. Being plants, they do gain sustenance from sunlight and the soil, so they can go long periods of time (reportedly up to two weeks or so) without eating, but given the chance, a phlogiston flower catches and kills any living creature that wanders too close to it. These plants generate a pleasing odor noticeable to a range of about 30 feet. They use this odor to lure semi-intelligent creatures (such as ordinary animals) into range where they use their tendrils and fire bolts.

These plants rely on living creatures to spread. When not looking for a meal, a phlogiston bush releases a small blast of seedlings in a 5-foot cone directly in front of it. A creature in the area is unlikely to notice (DC 20 Wisdom check) that tiny seeds of silvery-green hue are clinging to its body. After 1d4 hours, the seedlings drop off and take root, blooming into a new phlogiston flower in just under 2 months.

Combat

In combat, a phlogiston bush grabs its prey or releases a fire bolt at an opponent. Grabbed prey is held until it escapes, dies, or the plant is

Saves: Fort +6, Ref +2, Will +2

Abilities: Str 17, Dex 13, Con 14, Int —, Wis 12, Cha 2

Skills: —

Feats: —

Environment: Temperate forests

Organization: Solitary

Challenge Rating: 3

Treasure: None

Alignment: Always neutral

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

Level Adjustment: —

killed. Creatures slain by a phlogiston flower are entwined in its tendrils and slowly digested over the next 6 to 8 hours. Being mindless, a phlogiston flower fights until either it or its prey is slain.

Constrict (Ex): On a successful grapple check, a phlogiston bush deals automatic tendril damage.

Fire Bolt (Ex): Once every 1d4 rounds, a phlogiston bush can release a tiny bolt of fire at a single opponent within 40 feet as a ranged touch attack (+4 attack bonus, no range increment). The bolt deals 2d6 points of fire damage to a creature struck. The opponent can attempt a DC 14 Reflex save to halve the damage. The save DC is Constitution-based.

Improved Grab (Ex): To use this ability, a phlogiston bush must hit with a tendril 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, the phlogiston bush establishes a hold and can constrict.

Blindsight (Ex): Phlogiston bushes have no visual organs but can ascertain all foes within 60 feet through sound and vibrations.

Death Throes (Ex): If a phlogiston bush is reduced to 0 or less hit points, it explodes in a concussive blast of fire that deals 4d6 points of fire damage to all creatures in a 10-foot radius. A successful DC 14 Reflex save halves the damage. The save DC is Constitution-based.

Quickling

Small Fey

Hit Dice: 1d6+2 (5 hp)

Initiative: +8

Speed: 240 ft. (48 squares)

Armor Class: 20 (+1 size, +8 Dex, +1 dodge), touch 20, flat-footed 11

Base Attack/Grapple: +0/-5

Attack: Dagger +10 melee (1d3-1/19-20)

Full Attack: Dagger +10/+10 melee (1d3-1/19-20)

Space/Reach: 5 ft./5 ft.

Special Attacks: Haste, special daggers, spell-like abilities

Special Qualities: Greater invisibility, low-light vision

Saves: Fort +2, Ref +11, Will +4

Abilities: Str 8, Dex 27, Con 14, Int 15, Wis 15, Cha 14

Skills: Bluff +6, Concentration +6, Craft (any one) +3, Escape Artist +12, Hide +16, Jump +83, Listen +4, Move Silently +12, Sense Motive +5, Spot +4, Survival +6

Feats: Spring Attack^B, Weapon Finesse

Environment: Temperate forests

Organization: Gang (2-4) or band (6-11)

Challenge Rating: 3

Treasure: No coins; 50% goods; 50% items

Alignment: Usually chaotic evil

Advancement: 2-3 HD (Small)

Level Adjustment: +3

Believed to be the offspring of an elf and a brownie, the quickling is an evil faerie creature that hates all other races (especially the other fey races). How they came to be evil and malign is still a mystery, but legend speaks of the first quicklings as being great sorcerers. Elven scholars believe these quickling sorcerers unleashed some spark of the arcane that was never meant to be found by mortal creatures.

Quicklings resemble small elves with large ears that rise to points above their heads. A quickling's skin is pale blue to blue-white and its hair is silver or white. They prefer clothes of bright and boisterous colors; reds, yellows, silvers, blacks, and blues are among their favorites. Quicklings never wear armor. They speak Common and Sylvan.

A quickling is about 3 feet tall and weighs about 25 pounds.

Combat

No creature can match the natural speed and agility of a quickling (unless assisted by magic). They know this and use their great speed to the utmost advantage in combat. Quicklings rush an opponent, stab it with their tiny daggers, and retreat out of melee range before their victim can react.

Haste (Ex): A quickling is affected by a permanent *haste* spell. This allows the quickling to make one extra attack with any weapon it is holding when making a full attack action at its full base attack bonus. It also gains a +1 bonus on attack rolls and a +1 dodge bonus to AC and Reflex saves (already figured into the statistics above). The quickling loses the dodge bonus any time it would lose its Dexterity bonus to AC. This is an inherent ability and cannot be dispelled or negated.

Special Daggers (Ex): Quicklings sometimes employ special daggers that, in addition to dealing normal weapon damage, can put a creature to sleep.

Sleep: Any opponent struck by this dagger, regardless of Hit Dice, must succeed on a DC 14 Fortitude save or be affected as though by a *sleep* spell. The save DC is Charisma-based and includes a +2 racial bonus.

Spell-Like Abilities: 1/day – *dancing lights*, *daze* (DC 12), *levitate*, *shatter* (DC 14), *ventriloquism* (DC 13). Caster level 6th. The save DCs are Charisma-based.

Greater Invisibility (Su): A quickling remains invisible even when it attacks. This ability is constant, but the quickling can suppress or resume it as a free action.

Wild Empathy (Ex): This ability works like the druid's wild empathy class feature, except that a quickling has a +6 racial bonus on the check.

Slime Mold

Large Ooze

Hit Dice: 4d10+20 (42 hp)

Initiative: -1

Speed: 20 ft. (4 squares)

Armor Class: 8 (-1 size, -1 Dex), touch 8, flat-footed 8

Base Attack/Grapple: +3/+8

Attack: Slam +3 melee (1d8+1 plus fungal rot)

Full Attack: Slam +3 melee (1d8+1 plus fungal rot)

Space/Reach: 10 ft./5 ft.

Special Attacks: Engulf, fungal rot

Special Qualities: Blindsight 60 ft., camouflage, immunity to fire, ooze traits

Saves: Fort +6, Ref +0, Will -4

Abilities: Str 13, Dex 8, Con 21, Int —, Wis 1, Cha 1

Skills: Jump -5

Feats: —

Environment: Temperate forests

Organization: Solitary

Challenge Rating: 3

Treasure: None

Alignment: Always neutral

Advancement: 5-8 HD (Large); 9-12 HD (Huge)

Level Adjustment: —

This creature looks like a sentient, undulating mass of plant matter, rife with mushrooms, molds, and other funguses.

Slime molds are found in forests, swamps, and underground—any place natural fungi and mold grows. It gains nutrients from the existing funguses around it, but prefers a diet of warm blood. Therefore, it simply waits for some intrepid adventurer to wander to close to it.

Something in the creature's protoplasmic substance causes mushrooms, molds, mosses, and other fungal plants to take root and grow on its surface in a symbiotic relationship.

A typical slime mold measures 10 feet across and weighs around 1,500 pounds.

Combat

A slime mold attacks from surprise anytime it senses a living creature within 10 feet of it. It lashes out with a pseudopod and then attempts to wrap its body around the victim. The slime mold relies on its natural ability to appear as a patch of mushrooms to foil potential prey.

Fungal Rot (Ex): Slime molds inflict an opponent with fungal rot if they hit with a slam attack. Fungal rot causes a darkening of the skin and small patches of fungus and mold to sprout at random locations on the victim's body.

Fungal Rot—slam, Fortitude DC 17, incubation period 1 day, damage 1d3 Con and 1d3 Str. The save DC is Constitution-based.

Engulf (Ex): A slime mold can wrap a creature of up to one size smaller in its body as a standard action. The slime mold attempts a grapple that does not provoke an attack of opportunity. If it wins the grapple check, it establishes a hold and deals slam damage each round the hold is maintained.

Attacks that hit an engulfing slime mold deal half of the damage to the monster and half to the trapped victim.

Camouflage (Ex): A slime mold looks like a normal patch of fungus when at rest. It takes a DC 20 Spot check to notice it before it attacks. Anyone with ranks in Survival or Knowledge (nature) can use one of those skills instead of Spot to notice the ooze. Dwarves can use stonecunning to notice the subterranean version.

Flora and Fauna

Pepper: Pepper grows in long, thick bunches on a creeper. Pepper naturally grows on trees like coconut, palms, jackfruit or other trees occasionally sport a pepper creeper, and their sparse canopies allows the sun to filter down and ripen the little bunches of pepper fruit. The peppercorns are detached by hand when still green and not quite ripe. The bunches are then put out to dry for several days until they shrivel and adopt the familiar puckers and dark color. Pepper is a spice used throughout history and is traded far and wide. Climate/Terrain: Warm wet forests. Value: 2gp/lbs.

ubi

Small Fey

Hit Dice: 2d6+4 (11 hp)

Initiative: +4

Speed: 20 ft. (4 squares), fly 60 ft. (good) (12 squares)

Armor Class: 16 (+1 size, +4 Dex, +1 natural), touch 15, flat-footed 12

Base Attack/Grapple: +1/-3

Attack: Dagger +2 melee (1d3/19-20) or hand crossbow +6 ranged (1d3/19-20)

Full Attack: Dagger +2 melee (1d3/19-20) or hand crossbow +6 ranged (1d3/19-20)

Space/Reach: 5 ft./5 ft.

Special Attacks: Spell-like abilities

Special Qualities: Damage reduction 5/cold iron, low-light vision, spell resistance 16

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

Abilities: Str 10, Dex 18, Con 14, Int 17, Wis 12, Cha 14

Skills: Bluff +6, Craft (any one, with Skill Focus) +8, Craft (any one) +5, Disable Device +7, Escape Artist +9, Hide +9, Listen +5, Move Silently +8, Open Lock +8, Search +8, Sense Motive +5, Spot +4, Survival +1 (+3 following tracks), Use Magical Device +5

Feats: Skill Focus (any one Craft)

Environment: Temperate forest

Organization: Gang (2-4), band (6-11), or tribe (20-80)

Challenge Rating: 3

Treasure: No coins; 50% goods; standard items

Alignment: Always good (any)

Advancement: By character class

Level Adjustment: +2

Considered the inventors and tinkers of the fey, ubi are diminutive, brilliant, entrancing tricksters. While they are master smiths in every sense of the word, most ubi would rather spend their days springing intricately devised practical jokes on others than toiling away at the forge or the workbench. It is only when their services are needed to protect or preserve the race that the ubi put away their playful demeanors and fully focus on the task at hand.

Ubi are similar in appearance to halflings, only they have oval, cherubic faces, perfectly round ears, large ambient eyes, no nose whatsoever, and a mouth that seems designed for smiling, laughing, and giggling. A bushy shock of bouncy hair, usually dark in color, frames this angelic face in thick, curly locks. Ubi have slighter frames than most halflings, but they have large feet and hands (that are highly dexterous and stunningly efficient at manipulating tools). Ubi also sport a pair of dark, amber-colored wings that are vaguely triangular in shape but veined and translucent, much like a dragonfly's. These creatures favor tight, often revealing clothing and have a penchant for gloves and brightly colored scarves.

Ubi speak Sylvan and Common, though they rarely converse in the latter.

Combat

When pressed into combat, ubi typically use their spell-like abilities to avoid and distract as much as possible. If these tactics are foiled, the ubi

can pose quite a problem to unprepared characters. Countless centuries of experience in playing practical jokes come in handy, and the ubi typically carry at least one unique magical item of their own crafting at all times. These items are usually quite spectacular, if not outright deadly when applied.

Spell-Like abilities: 3/day—*dispel magic*, *illusory wall*, *invisibility* (self only), *mending*, *rope trick*, and *shrink item*. Caster level 5th.

Favored class: The ubi's favored class is wizard, with a strong emphasis on item creation feats and spells.

Campaign

Unlike many of their fey brethren, ubi are not secretive or standoffish in any way. Often small wilderness towns or more rarely even larger towns bordering the ubis' woodland homes, find themselves in contact (and more) with the playful inventors. Some ubi communities even engage in socially intensive acts, such as governmental activities and trade, with other races. As a result, ubi are relatively simple to introduce into a mainstream campaign, as the two adventure hooks below illustrate.

A small town finds itself in the middle of an ubi "joke war." Usually, ubi jokes are harmless, but occasionally they escalate to destructive proportions. When things reach this stage, winning becomes a matter of honor. Finding themselves beset on all sides, the town's leadership hires the characters to settle the dispute between the feisty fey.

Vampire Rose

Small Plant

Hit Dice: 4d8+12 (30 hp)

Initiative: +0

Speed: 5 ft. (1 square)

Armor Class: 15 (+1 size, +4 natural), touch 11, flat-footed 15

Base Attack/Grapple: +3/+1

Attack: Stalk +6 melee (1d4+2)

Full Attack: Stalk +6 melee (1d4+2)

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

Special Attacks: Blood drain, improved grab

Special Qualities: Blindsight 30 ft., camouflage, plant traits

Saves: Fort +7, Ref +1, Will +2

Abilities: Str 14, Dex 10, Con 16, Int –, Wis 13, Cha 8

Skills: Hide +4, Jump -10

Feats: –

Environment: Temperate and warm forests and underground

Organization: Solitary or patch (2-4)

Challenge Rating: 3

Treasure: None

Alignment: Always neutral

Advancement: 5-9 HD (Small); 10-12 HD (Medium)

Level Adjustment: –

Vampire roses look like normal white rose bushes and are often mistaken for such. The typical vampire rose bush stands about 3 feet tall and has many branches.

Combat

The vampire rose stands motionless until its prey moves within range; once in range, the vampire rose strikes with a thorny stalk. Opponents are grabbed and drained of blood. When fully sated with blood, the vampire rose's petals flush red.

Blood Drain (Ex): A vampire rose can suck blood from a living victim with its thorns by making a successful grapple check. If it gets a hold, it drains blood, dealing 1d4 points of Constitution damage each round.

Improved Grab (Ex): To use this ability, a vampire rose must hit with its stalk 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 can drain blood.

Blindsight (Ex): Vampire roses have no visual organs but can ascertain all foes within 30 feet using sound, scent, and vibration.

Camouflage (Ex): Since a vampire rose looks like a normal plant when at rest, it takes a DC 20 Spot check to notice it before it attacks. Anyone with ranks in Survival or Knowledge (nature) can use those skills instead of Spot to notice the plant. Dwarves can use stonecunning to notice the subterranean version.

Flora and Fauna

Tokkan: Completely alien in appearance, the bizarre plant vaguely resembles an animal trap concealed beneath the layer of debris covering the forest floor. The tips of its round set of jaws barely protrude above the ground, while its roots remain firmly entrenched deep beneath the soil. Spotting the hidden tokkan requires a Survival or a Spot check (DC 24). When the unsuspecting victim steps on the plant, the jaws instantaneously contract, tightly snapping shut. Avoiding its jaws at the last moment requires a Reflex save (DC 15); otherwise, the plant tears the flesh, dealing 1d6 points of damage, and feeds on the dripping blood. This damage to the leg slows movement speed by 1d10 feet until the hit points from the plant injury are recovered. The tokkan maintains its vise-like grip as it feasts, rooting the victim to the spot. A Strength check (DC 15) or 1d4 points of fire damage extricates the victim from its bite, but physical attacks prove ineffective against it. Because of its exceptional rarity, only a Knowledge (Nature) check (DC 25) identifies the seemingly extraterrestrial plant.

Amankar

Small Aberration

Hit Dice: 4d8 (18 hp)

Initiative: +7

Speed: 30 ft. (6 squares), climb 20 ft. (4 squares)

Armor Class: 19 (+1 size, +3 Dex, +5 natural), touch 14, flat-footed 16

Base Attack/Grapple: +3/-2

Attack: Lash +3 melee (1d3-1)

Full Attack: 6 lashes +3 melee (1d3-1)

Space/Reach: 5 ft./5 ft.

Special Attacks: Acid barbs, improved grab, psi-like abilities

Special Qualities: All-around vision, brachiation, darkvision 60 ft.

Saves: Fort +1, Ref +4, Will +6

Abilities: Str 8, Dex 17, Con 11, Int 6, Wis 15, Cha 8

Skills: Climb +8*, Concentration +2, Heal +4, Hide +7, Move Silently +4, Search +2, Spot +6, Survival +3

Feats: Combat Reflexes, Improved Initiative

Environment: Warm forest

Organization: Solitary or pack (7-12)

Challenge Rating: 4

Treasure: Standard

Alignment: Always neutral evil

Advancement: 5-8 HD (Small); 9-12 HD (Medium)

Level Adjustment: —

Amankar are stalking killers among the jungle's canopy. These arboreal hunters have 8 two-foot long tentacles ending in barbs, two of which anchor the amankar to the trees while the remaining six tentacles grapple its prey. Amankars also use their tentacles to move amongst the trees, much like monkeys.

Combat

An amankar prefers to attack from hiding and use its acidic tentacles to capture its prey. Should it feel pressed, it simply flees – swinging away to safety using vines and branches.

Acid Barbs (Ex): Barbs cover the last 6 inches of each of an amankar's 2-foot-long tentacles. As a free action, the monster can cause acid to flow from these barbs. Any opponent struck by an amankar's lash attack while the acid flow is active takes 1d6 points of acid damage in addition to the regular damage the attack deals. The amankar can stop the acid flow at will as a free action.

Improved Grab (Ex): To use this ability, an amankar must hit an opponent no more than one size category larger than itself with two lash attacks.

It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Psi-Like Abilities: At will—*burst*, *chameleon*, *elfsight*, *inflict pain* (3 targets*, DC 13), *mindlink* (4 unwilling targets, DC 10*); *3/day—body adjustment* (heals 2d12 damage*), *1/day—recall agony* (3d6 damage, DC 12). Manifest level 8th. The save DCs are Charisma-based.

*Includes augmentations for the amankar's manifest level.

All-Around Vision (Ex): An amankar's eyes allow it to see in all directions at once, giving it a +4 racial bonus on Spot and Search checks, and it can't be flanked.

Brachiation (Ex): An amankar is at home in the trees and gets along as well there as most humans do on the ground. *An amankar has a +10 racial bonus on Climb checks while in a forest and is able to swing from branches and vines at its normal Climb speed.

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

Cotyledon

Small Plant

Hit Dice: 4d8+16 (34 hp)

Initiative: +1

Speed: 10 ft. (2 squares)

Armor Class: 17 (+1 size, +1 Dex, +5 natural) touch 12, flat-footed 16

Base Attack/Grapple: +3/+3

Attack: Slam +8 melee (1d6+6)

Full Attack: Slam +8 melee (1d6+6)

Space/Reach: 5 ft./5 ft.

Special Attacks: Animate saplings, lash 3d6+4

Special Qualities: Low-light vision, plant traits, regeneration 3, soil dependence, vulnerability to fire

Before treants become the ancient, wise and mighty protectors of the forests, they must first be a fresh green sapling, still learning about their place in the forest. The cotyledon is a young treant, still full of youth and vigor, curious about the ways of the world and the other races. As the treant is sturdy, the cotyledon is supple. As the treant is thoughtful and wise, the cotyledon is impetuous and silly. As treants prefer quiet solitude and serenity, cotyledons crave intelligent conversation and new experiences.

Normally, the treants rarely muster any suffering for their rambunctious offspring. Likewise, the comparatively active cotyledons have little patience waiting for their sires to mumble out some stale nut of ancient wisdom. The cotyledon's favored way of gaining wisdom is from traveling and meeting with friendly individuals, usually good-aligned elves, druids, rangers, fey, and other respectful types. They are always honored guests for wood elven communities, and spend a good deal of the time with them.

Cotyledon rarely leave their forests, but when they do venture forth, they remain as close to the tree line as possible. Cotyledons speak Treant.

Combat

Although they are shy around strangers, they are not timid. Unlike the treant, which prefers to assess a situation, a cotyledon can be quick to temper. If the cotyledon feels that the forest, a friend, or its own well being to be threatened, it won't hesitate to attack.

Saves: Fort +8, Ref +2, Will +3

Abilities: Str 18, Dex 12, Con 19, Int 10, Wis 10, Cha 12

Skills: Diplomacy +3, Hide +5*, Jump -8, Knowledge (nature) +5, Listen +3, Move Silently +5, Search +3, Spot +3, Survival +3

Feats: Alertness, Iron Will

Environment: Any forests

Organization: Solitary, pair, or stand (3-5)

Challenge Rating: 4

Treasure: Standard

Alignment: Usually neutral good

Advancement: 5-7 HD (Medium)

Level Adjustment: +5

Animate Saplings (Sp): A cotyledon can animate saplings or shrubs within 80 feet of itself at will, controlling up to two at a time. It takes 1 full round for a normal sapling to uproot itself. Thereafter it moves at a speed of 5 feet and fights as a cotyledon in all respects. Animated saplings lose their ability to move if the cotyledon that animated them is incapacitated or moves out of range. The ability is otherwise similar to *liveoak* (caster level 6th). Animated saplings have the same vulnerability to fire that a cotyledon has, but do not have the regeneration special quality.

Lash (Ex): As a standard action, a cotyledon can wildly whip its many supple branches against an opponent, causing dozens of stinging cuts and welts. This deals 3d6+4 points of damage, half of which is slashing damage and half of which is bludgeoning damage. A successful DC 16 Reflex save halves the damage. The save DC is Strength-based.

Regeneration (Ex): Fire and acid deal normal damage to a cotyledon. This functions normally in forest environments, but is reduced to regeneration 1 in fertile non-forest areas (swamps, plains, etc), and does not function at all while in nonfertile areas (such as desert). If a cotyledon loses a limb or chunk of wood, the lost portion regrows in 1d4 hours.

Soil Dependence (Ex): A cotyledon does not need to sleep or eat, but it must spend at least six hours per day rooted in soil. If not, the cotyledon becomes fatigued. This condition is removed once it spends at least six hours rooted in soil.

Skills: A cotyledon has a +5 racial bonus on Knowledge (nature) checks. *Cotyledons have a +16 racial bonus on Hide checks made in forested areas.

Decay Dingo

Medium Magical Beast

Hit Dice: 5d10+15 (42 hp)

Initiative: +3

Speed: 50 ft. (10 squares)

Armor Class: 17 (+3 Dex, +4 natural), touch 13, flat-footed 14

Base Attack/Grapple: +5/+7

Attack: Bite +7 melee (1d8+3 plus necrotic bite)

Full Attack: Bite +7 melee (1d8+3 plus necrotic bite)

Space/Reach: 5 ft/5 ft.

Special Attacks: Necrotic bite, trip

Special Qualities: Damage reduction 5/magic, darkvision 60 ft., immunities, low-light vision, scent

The decay dingo is a distant relative of the hyena with coarse grey fur and a black stripe down its back. Like their cousins, they are cunning pack hunters. However, they eat nothing but carrion and tirelessly hunt corporeal undead.

Because of their diet, decay dingos are both a bane and a boon to necromancers. Their keen scent for dead flesh allows them to track down fresh corpses for necromantic creations, but they can prove difficult to keep away from these same creations.

A typical decay dingo is about 5 feet long and weighs about 150 pounds.

Combat

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

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

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

Abilities: Str 14, Dex 17, Con 17, Int 3, Wis 10, Cha 6

Skills: Listen +4, Hide +5*, Jump +10, Spot +4, Survival +2*

Feats: Alertness, Combat Reflexes

Environment: Any land

Organization: Solitary, pair, or pack (3-15)

Challenge Rating: 4

Treasure: None

Alignment: Always neutral

Advancement Range: 6-10 HD (Medium); 11-15 HD (Large)

Level Adjustment: +3 (cohort)

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

Hound's breath-bite, Fortitude DC 15, incubation period 1 day, damage 1d3 Con. The save DC is Constitution-based.

Trip (Ex): A decay dingo that hits with its bite attack can attempt to trip the opponent (+2 check modifier) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the decay dingo.

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

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

Fox Maiden

Small Magical Beast (Shapechanger)

Hit Dice: 6d10 (33 hp)

Initiative: +8

Speed: 40 ft. (8 squares)

Armor Class: 15 (+1 size, +4 Dex), touch 15, flat-footed 11

Base Attack/Grapple: +6/+3

Attack: Bite +8 melee (1d4+1)

Full Attack: Bite +8 melee (1d4+1)

Space/Reach: 5 ft./5 ft.

Special Attacks: Spell-like abilities

Special Qualities: Alternate form, darkvision 60 ft., low-light vision, spell resistance 20

Saves: Fort +5, Ref +9, Will +3

Abilities: Str 12, Dex 19, Con 11, Int 15, Wis 12, Cha 22

Skills: Bluff +11, Diplomacy +14, Disguise +11 (+13 acting), Gather Information +11, Hide +8, Intimidate +12, Jump +5, Listen +5, Sense Motive +6, Survival +5

Feats: Ability Focus (*charm person*), Ability Focus (*major image*), Improved Initiative

Environment: Temperate forests

Organization: Solitary

Challenge Rating: 4

Treasure: Standard

Alignment: Usually chaotic neutral

Advancement: By character class

Level Adjustment: +2

A mysterious creature of myth and legend, the fox maiden is a sly defender of her brethren against the onslaught of civilization and humanity. No ordinary animal, the maiden appears in times of trouble to walk amongst men and champion the will of the fox. She is patient and clever, willing to infiltrate and remain in human society for years at a time in order to achieve her ends. The secret of her identity is the key to the success of her mission, and she uses extreme care and powerful illusions to guard it. In fox form, she is indistinguishable from a normal fox. In human form, she appears as a beautiful young woman with exotic dress, unusual grace, and a delicate build.

The fox maiden is not a human by any means; she thinks and behaves like a fox. Often, the maiden bewitches a human male of great influence or political power, using her sway over him to promote her own agenda. Her agenda may vary greatly, although a common plan is human population control. A human or humanoid population that has grown too large can pose a threat to foxes and their prey. In such a case, a fox maiden may arise to create dissention amongst the humans with the aim of starting a war.

A fox maiden is a very clever opponent, and if her machinations are discovered, she may use her influence or powers of illusion and charm, employing guile, misdirection, and trickery to discredit those who would expose her. A fox maiden is ruthless and persistent, not above seducing a man or two to make things go her way.

In her natural form, a fox maiden is about 3-1/2 feet long from nose to tail and weighs between 8 and 16 pounds. In humanoid form, a fox maiden

stands between 5 and 5-1/2 feet tall, and weighs about 110 pounds. Fox maidens speak Gnoll, Sylvan, and any two additional languages common to the region such as Common, Elven, or Goblin.

Combat

A fox maiden avoids direct confrontation, preferring to use her charms and illusions to get others to perform her dirty work for her. If things go badly, she will use her magic to escape. She can use her spell-like abilities in either form, although she has minimal combat skills as a human. If cornered, she returns to her natural form and defends herself with her bite.

Spell-Like Abilities: At will—*charm person* (DC 19), *detect thoughts* (DC 18), *invisibility*, *major image* (DC 21), *suggestion* (DC 19), *ventriloquism* (DC 17). Caster level 6th. The save DCs are Charisma-based.

Alternate Form (Su): A fox maiden can shift between her fox and maiden forms as a standard action. In humanoid form, she is Medium size, does not have a bite attack, and has a base speed of 30 feet. She can still use her spell like abilities. A fox maiden remains in one form until she chooses to assume a new one. A change in form cannot be dispelled, but a fox maiden reverts to fox form when killed. A *true seeing* spell reveals both forms simultaneously.

The following changes are in effect while in humanoid form: Spd 30 ft. (6 squares); AC 14 (touch 14, flat-footed 10); Grp +7; Atk +7 melee (1d4+1/19-20, dagger) or +10 ranged (1d4+1/19-20, dagger); Full Atk +7/+2 melee (1d4+1/19-20, dagger) or +10/+5 ranged (1d4+1/19-20, dagger); Hide +4, Jump +1.

Ginit

Small Fey

Hit Dice: 4d6+4 (18 hp)

Initiative: +4

Speed: 20 ft. (4 squares), fly 60 ft. (good) (12 squares)

Armor Class: 16 (+1 size, +4 Dex, +1 natural), touch 15, flat-footed 12

Base Attack/Grapple: +2/-4

Attack: Short sword +7 melee (1d4-2) or composite shortbow +7 ranged (1d4/x3)

Full Attack: Short sword +7 melee (1d4-2) or composite shortbow +7 ranged (1d4/x3)

Space/Reach: 5 ft./5 ft.

Special Attacks: Special arrows, spell-like abilities

Special Qualities: Damage reduction 5/cold iron, low-light vision, spell resistance 16

Saves: Fort +2, Ref +8, Will +6

Abilities: Str 7, Dex 18, Con 12, Int 16, Wis 15, Cha 16

Skills: Bluff +9, Concentration +6, Craft (any) +8, Escape Artist +10, Hide +10, Listen +10, Move Silently +10, Search +9, Sense Motive +8, Spot +9, Survival +8*

Feats: Point Blank Shot, Track, Weapon Focus^B

Environment: Temperate forest or marsh

Organization: Gang (2-5) or band (6-11)

Challenge Rating: 4

Treasure: Standard

Alignment: Usually neutral evil

Advancement: 3-4 HD (Small)

Level Adjustment: —

Not all sprites are as charming and harmless as they look. Ginites have a definite mean streak, and their mischief goes beyond punishing intruders into their homes and toying with passers-by. Ginites willingly ally themselves with bounty hunters or posses, no matter what offence the fugitive is supposed to have committed. They simply enjoy the hunt and take pleasure in adding just a little bit to the misery of another intelligent creature. Ginites possess exceptionally keen senses and they are skilled trackers in their native marshes and woods and the fact they may work for free if they decide that they like their employer also makes them useful allies. On the other hand, they may also give on up the job as soon as they get bored or otherwise cease to enjoy the job.

Combat

Like most fey, ginites understand that straight-up melee combat places them at a disadvantage and they have no taste for it. Instead, they use their special abilities to achieve surprise and neutralize their foes.

Special Arrows (Ex): Like their cousins the pixies, ginites sometimes employ arrows that deal no damage but can put a creature to sleep. Any opponent struck by one of these arrows, regardless of Hit Dice, must succeed on a DC 17 Fortitude save or be affected as though by a *sleep* spell. The save DC is Charisma-based and includes a +2 racial bonus.

Spell-Like Abilities: 3/day—*hold person* (DC 16), *invisibility* (self only). Caster level 7th. The save DCs are Charisma-based.

Skills: *Ginites have a +3 competence bonus on Survival checks when using the Track feat in woodlands, forests, or swamps.

Flora and Fauna

Glass frogs: Arboreal frogs found in rainforests. They are usually varying shades of green that are partially translucent. Their internal organs are visible where they have translucent skin, typically around their stomachs. They lay their eggs, which are also translucent, on leaves while the male frogs stand guard.

Gorilla Bear

Large Magical Beast

Hit Dice: 4d10+16 (38 hp)

Initiative: +2

Speed: 30 ft. (6 squares)

Armor Class: 16 (-1 size, +2 Dex, +5 natural), touch 11, flat-footed 14

Base Attack/Grapple: +4/+16

Attack: Claw +11 melee (1d8+8)

Full Attack: 2 claws +11 melee (1d8+8)

Space/Reach: 10 ft./10 ft.

Special Attacks: Constrict 1d8+8, improved grab

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

This creature resembles a massive black gorilla, but its arms and paws are those of a bear. It is covered with dark fur and its mouth is filled with sharp teeth.

Gorilla bears, much like owlbears, are the result of a magical crossbreeding and merging of two distinct species. As the name implies, the gorilla bear is part bear and part gorilla. Its body resembles that of a massive black gorilla. Its arms and paws are very large and powerful like a great black bear. Its ape-like head is covered with dark fur and its mouth is filled with sharp teeth.

A gorilla bear stands about 9 feet tall and weighs about 1,000 pounds. Gorilla bears do not speak or understand any languages.

Saves: Fort +8, Ref +6, Will +2

Abilities: Str 27, Dex 15, Con 19, Int 5, Wis 12, Cha 7

Skills: Climb +12, Hide -2, Listen +7, Spot +7, Swim +11

Feats: Alertness, Endurance

Environment: Warm forests

Organization: Solitary or company (2-7)

Challenge Rating: 4

Treasure: None

Alignment: Always neutral

Advancement: 5-8HD (Large); 9-12 HD (Huge)

Level Adjustment: -

Combat

Gorilla bears are very aggressive and attack their prey relentlessly. They grab opponents with their powerful arms and attempt to squeeze them until dead.

Constrict (Ex): On a successful grapple check, a gorilla bear deals 1d8+8 points of damage.

Improved Grab (Ex): To use this ability, a gorilla bear must hit with a claw 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.

Skills: Gorilla bears have excellent senses and as such have a +4 racial bonus on Listen and Spot checks.

Hunter Bush

Large Plant

Hit Dice: 3d8+9 (22 hp)

Initiative: +0

Speed: 0 ft.

Armor Class: 14 (-1 size, +5 natural), touch 9, flat-footed 14

Base Attack/Grapple: +2/+6

Attack: Thorn +1 ranged (1d4 plus poison)

Full Attack: Thorn +1 ranged (1d4 plus poison)

Space/Reach: 10 ft./5 ft.

Special Attacks: Entangling roots, poison

Special Qualities: Plant traits, tremorsense 100 ft.

The hunter bush is a tall carnivorous shrubbery whose root system and poison thorns are the bane to all wandering the forest. Amidst their shrubbery is a central stalk, anchoring the plant

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

Abilities: Str 10, Dex 10, Con 16, Int —, Wis 10, Cha 10

Skills: —

Feats: —

Environment: Temperate forest

Organization: Solitary

Challenge Rating: 4

Treasure: Standard

Alignment: Always neutral

Advancement: 4-6 HD (Large), 7-9 HD (Huge)

Level Adjustment: —

into the earth. Their root systems are extensive and claim as much space around it from other plant life. Among their leaves are red berries and bright-colored flowers, from which the hunter bush launches its poison thorns.

Combat

Entangling Roots (Ex): A hunter bush's root system can become animated as a free action, affecting all creatures within 40 feet of the bush as an *entangle* spell (caster level 1st). Affected creatures must succeed on a DC 11 Reflex save to move at half speed through the roots. The effect lasts until the hunter bush dies or decides to end it (also a free action). The save DC is Strength-based.

Kanershee

Medium Magical Beast

Hit Dice: 5d10+10 (37 hp)

Initiative: +9

Speed: 40 ft. (8 squares)

Armor Class: 19 (+5 Dex, +4 natural), touch 15, flat-footed 14

Base Attack/Grapple: +5/+7

Attack: Bite +7 melee (1d8+3)

Full Attack: Bite +7 melee (1d8+3)

Space/Reach: 5 ft./5 ft.

Special Attacks: —

Special Qualities: Blink, damage reduction 5/cold iron, darkvision 60 ft., detect evil, detect lycanthrope, low-light vision, revealing howl, scent

Kanershee is an intelligent canine breed with a thick, sandy-colored coat. Some speculate their original pedigree derives from blink dogs, explaining their ability to *blink* at will. With a natural penchant toward good alignment, kanershee especially hate evil lycanthropes, hunting them to the death when they are discovered. Kanershee are welcome neighbors for communities living in the wilderness because they drive out lycanthropes from their territory.

Combat

Blink (Su): A kanershee can *blink* at will as per the spell (caster level 8th) and can evoke or end the effect as a free action.

Detect Evil (Su): At will, a kanershee can *detect evil* as per the spell.

Detect Lycanthrope (Su): Kanershee have the supernatural ability to detect lycanthropes within 60 feet of them. This ability reveals the type of lycanthrope as well.

Revealing Howl (Su): All lycanthropes within a 100-foot radius of a kanershee that can hear its revealing howl must succeed on a DC 16 Will save or revert to animal or hybrid form;

Any creature that falls prone or becomes helpless within 40 feet of the hunter bush is constricted by the roots, and takes 1d6 points of damage per round. A creature can be cut free as a full-round action, but cannot free itself without help. Damage done to the roots does not count against the current hit point total of the hunter bush.

Poison (Ex): Injury, Fortitude DC 14, initial and secondary damage 1d6 Str. The save DC is Constitution-based.

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

Abilities: Str 15, Dex 21, Con 14, Int 12, Wis 10, Cha 11

Skills: Hide +9, Jump +6, Listen +9, Move Silently +11, Spot +9

Feats: Alertness, Endurance^B, Improved Initiative

Environment: Any forest, hills, and plains

Organization: Solitary, pair, or pack (7-16)

Challenge Rating: 4

Treasure: None

Alignment: Always neutral good

Advancement: 6-10 HD (Medium), 11-15 HD (Large)

Level Adjustment: +2 (cohort)

there is a fifty percent chance of changing to either form for natural lycanthropes, or afflicted ones that are aware of their condition. Other afflicted lycanthropes always change into animal form. The save DC is Charisma-based and includes a +4 racial bonus.

Kanershee as Mounts

Kanershee make excellent special mounts for halfling and gnome paladins. Kanershee can only carry riders of Small size (not dwarves) and have the same carrying capacity as a riding dog. A kanershee can fight while carrying a rider, but the rider cannot also attack unless he succeeds on a Ride check. Riders take no damage when they fall from a kanershee. If trained for war, kanershee can make trip attacks just as wolves do.

Training a kanershee as a mount requires a Handle Animal check (DC 25 for a young creature, or DC 30 for an adult) and that the kanershee be willing. Kanershee pups are worth 2,000 gp each on the open market. Professional trainers charge 500 gp to rear or train a kanershee, and kanershee can wear any saddle suitable to a riding dog.

Korred

Small Fey

Hit Dice: 6d6+6 (27 hp)

Initiative: +2

Speed: 20 ft. (4 squares)

Armor Class: 15 (+1 size, +2 Dex, +2 natural), touch 13, flat-footed 13

Base Attack/Grapple: +3/+3

Attack: Slam +8 melee (1d2+4) or shears +8 melee (1d4+4/x3) or rock +6 ranged (2d6+4)

Full Attack: Slam +8 melee (1d2+4) or shears +8 melee (1d4+4/x3) or rock +6 ranged (2d6+4)

Space/Reach: 5 ft./5 ft.

Special Attacks: Animate hair, laugh, rock throwing, spell-like abilities

Special Qualities: Damage reduction 5/cold iron, low-light vision, spell resistance 16

Armed with a club that seems too large for it to wield, a korred is a satyr-like creature that dwells deep in the forest. A korred has a long beard and hair tangled and matted into frightful knots. Korreds keep their belongings in a large pouch; the contents of such a pouch vary with the tastes of the individual, but all korreds carry shears with which to cut their matted hair when it becomes too long.

A korred stands about 3-1/2 feet tall and weighs around 65 pounds.

Korreds speak Sylvan, Common, and their own language.

Combat

A korred opens combat using its laugh to stun its opponents. It follows this with its animated hair attack. Entangled foes are pelted with rocks or attacked with shears.

Animate Hair (Su): A korred can weave its hair (contained in its pouch) into rope that it can animate to entangle creatures. The time it takes to weave enough hair to entangle one foe is dependent on the size of the creature as follows:

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

Abilities: Str 19, Dex 15, Con 12, Int 12, Wis 14, Cha 13

Skills: Bluff +10, Diplomacy +3, Disguise +1 (+3 acting), Hide +15, Intimidate +3, Jump -2, Listen +13, Move Silently +11, Perform +10, Search +10, Spot +13, Survival +2 (+4 following tracks)

Feats: Alertness, Dodge, Mobility

Environment: Temperate forests

Organization: Solitary or gang (2-4)

Challenge Rating: 4

Treasure: Standard

Alignment: Always chaotic neutral

Advancement: By character class

Level Adjustment: +4

Size	Time
Up to Tiny	1 round
Small or Medium	2 rounds
Large	3 rounds

A korred cannot entangle an opponent of greater than Large size. This ability otherwise is similar to the *animate rope* spell (caster level 15th).

Laugh (Su): Three times per day, a korred can laugh loudly. All creatures in a 60-foot spread must succeed on a DC 14 Will save or be stunned for 1d4 rounds. A bard's countersong ability can nullify the effects. A creature that successfully saves cannot be affected by the same korred's laugh for 24 hours. This is a sonic, mind-affecting compulsion effect. The save DC is Charisma-based.

Rock Throwing (Ex): A korred can hurl rocks of 40 to 50 pounds each (Small objects) up to five range increments. The range increment is 20 feet for a korred's rocks.

Spell-Like Abilities: At will – *shatter* (DC 13), *stone shape*, *stone tell*, *transmute rock to mud* (DC 16). Caster level 8th. The save DCs are Charisma-based.

Shears: Light exotic weapon, 1d6 points of slashing damage, crit x3; cost 35 gp; weight 1 lb.

Leechvine Tree

Large Plant

Hit Dice: 4d8+12 (30 hp)

Initiative: -1

Speed: 0 ft. (immobile)

Armor Class: 18 (-1 size, -1 Dex, +10

natural), touch 8, flat-footed 18

Base Attack/Grapple: +3/+13

Attack: Vine tentacle +8 melee (1d8+6)

Attacks: 6 vine tentacles +8 melee (1d8+6)

Space/Reach: 10 ft./30 ft.

Special Attacks: Blood drain, improved grab, poison

Special Qualities: Damage reduction 5/slashing, low-light vision, plant traits, tremorsense 60 ft.

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

Abilities: Str 22, Dex 9, Con 16, Int -, Wis 10, Cha 2

Skills: —

Feats: —

Environment: Warm forests

Organization: Solitary, pair, or cluster (3-4)

Challenge Rating: 4

Treasure: Standard

Alignment: Always neutral

Advancement: 5-8 HD (Large); 9-12 HD (Huge)

Level Adjustment: —

The leechvine is a carnivorous tree found near watering holes in forests and jungles. It always grows in areas of thick undergrowth, largely due to remains of its predation enriching the nearby soil.

A leechvine tree grows to a height of 10 feet. Its trunk is about 3 feet in diameter near the ground and gets gradually thinner as it gnarls upward. Lush leaves top the tree, and six thick, vine-like tendrils droop down to the ground and extend up to 30 feet from the base of the trunk. These vines can retract barbed thorns along their length to either inject poison or drain the blood of prey.

The sap of a leechvine tree smells like blood, which it uses to lure carnivorous creatures within reach of its vines.

Combat

When Small or larger prey comes within range, the leechvine attempts to grab it using the nearest tendril. Smaller animals will normally be ignored unless the plant has not fed for some time. The vines are quick and extremely strong, becoming tighter as the prey struggles against them.

Once the vine has a solid hold on a victim, dozens of barbs extend and pierce the flesh. Some of the barbs inject a toxin that immediately

weakens the victim and begins to break down and dissolve its tissues. Other barbs act as tiny siphons and begin extracting the fluids until the body is drained. Drained carcasses are left to rot near the trunk to lure more prey.

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

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

Poison (Ex): Grapple (hold), Fortitude DC 15; initial and secondary damage 1d4 Strength. The save DC is Constitution-based.

Mantaggot

Large Aberration

Hit Dice: 7d8+7 (38 hp)

Initiative: -1

Speed: 30 ft. (6 squares), burrow 5 ft.

Armor Class: 20 (-1 size, -1 Dex, +12 natural), touch 8, flat-footed 20

Base Attack/Grapple: +5/+15

Attack: Bite +10 melee (1d8+6)

Full Attack: Bite +10 melee (1d8+6) and 4

claws +5 melee (1d6+3)

Space/Reach: 10 ft/10 ft.

Special Attacks: Frenzied charge, rend

1d8+6

Special Qualities: Darkvision 60 ft.,

blindsight 60 ft., immunities, tremorsense

60 ft.

Mantaggots are horse-sized creatures that look like twisted hybrids of beetle, mantis and maggot. They stinks of carrion and blood. Whether created through magical experimentation or some horrible twist of nature, mantaggots are fearsome hunters. Although they will eat carrion, they prefer fresh meat, especially that of humanoids. They consider the flesh of dwarves, elves, and humans to be fine delicacies.

A mantaggot tunnel is generally around 5 feet tall and wide. Larger chambers are often dug out to serve as nests. They lay their eggs in carrion, so these tunnels often have an overwhelmingly bad scent.

A typical mantaggot is about 12 feet long and weighs around 950 pounds. They do not speak any known languages.

Combat

Although not particularly intelligent, mantaggots often have opportunity to ambush prey at the beginning of a rampage. When moving into a new area, they burrow tunnels, then lie in ambush until detecting prey with their tremorsense. Waiting under the earth until their hunger spurs them on, the mantaggots are known to erupt into city streets, unerringly discovering and devouring any who choose to hide rather than flee.

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

Abilities: Str 22, Dex 8, Con 13, Int 3, Wis 10, Cha 3

Skills: Climb +8, Listen +4, Spot +1, Survival +3

Feats: Great Fortitude, Power Attack, Track

Environment: Any land and underground

Organization: Solitary

Challenge Rating: 4

Treasure: None

Alignment: Always chaotic evil

Advancement: 8-14 HD (Large); 15-21 HD

(Huge)

Level Adjustment: —

Mantaggots are single-minded in combat — they do not see enemies, only things to be eaten. Their clawing attacks are intended to drag food to their teeth, but they still cause horrendous wounds. Once set on a target, a mantaggot never ceases pursuit unless another tasty bit tries to bar its path.

Frenzied Charge (Ex): A mantaggot can make a special charge attack. Charging 60 feet in a straight line, it can make a bite attack against any foes within 5 feet of the charge's path. While charging, the mantaggot make make a bull rush attack as a free action against anyone directly in the path of its charge; if successful, the bull rush knocks the opponent away 5 feet laterally so the mantaggot may continue its charge. This bull rush attempt does not provoke an attack of opportunity.

Rend (Ex): If a mantaggot hits with three or more claw attacks, it may savage its victim further, automatically inflicting an additional 1d8+6 points of damage.

Immunities (Ex): Poisons of any sort have no effect on a mantaggot. The creature is also immune to sleep, paralysis, and any illusion that does not include a taste component.

Noble Stag

Large Magical Beast

Hit Dice: 5d10+15 (42 hp)

Initiative: +2

Speed: 20 ft. (4 squares), fly 50 ft. (poor) (10 squares)

Armor Class: 14 (-1 size, +2 Dex, +3 natural), touch 11, flat-footed 12

Base Attack/Grapple: +5/+13

Attack: Claw +8 melee (1d6+4)

Full Attack: 2 claws +8 melee (1d6+4) and gore +6 melee (1d8+2)

Space/Reach: 10 ft/5 ft.

Special Attacks: Spell-like abilities

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

The noble stag is a bird with the countenance and antlers of a stag. Standing over 7 feet tall with a 10-foot wingspan and golden-colored feathers, the noble stag is a majestic symbol of the forest. The noble stag is the object of poachers due to the magical qualities of their feathers, antlers, and heart.

Combat

Noble stags are not carnivorous or naturally aggressive. They only fight if injured or ensnared, but they struggle until exhausted or dead before permitting themselves to be captured. They fiercely protect their nests from invasion and fight to protect their eggs or hatchlings if the male cannot successfully lure hunters away before the nest is discovered.

When entering their nesting grounds, intruders risk attack by the male noble stag, who first attempts to frighten them away by performing threatening aerial dives. If unsuccessful on the first passes, the male makes a low retreat attempting to lure the intruders away from the nest. If ignored, he attacks the interlopers from above, diving with renewed determination. This time around, the male makes claw attacks attempting to grab his foes and drop them from great heights, or swoop down and perch to slash and gore them with his tough, sharp antlers.

Spell-Like Abilities: At will—*clairaudience/clairvoyance*, *detect evil*, *detect thoughts* (DC 13), *owl's wisdom*. Caster level 5th. The save DC is Charisma-based.

Campaign

If the *preservation* spell is cast upon the corpse of a noble stag, parts of its body can be used. The corpse of a male noble stag produces 1d100 usable feathers. The feathers can be used in two ways. When used as the component in a *feather fall* spell, the feather of the noble stag doubles the normal duration of the spell, regardless of the caster's level. The feather loses its potency after one use. If fashioned into a writing quill and used to

Saves: Fort +7, Ref +6, Will +5

Abilities: Str 18, Dex 14, Con 16, Int 12, Wis 18, Cha 12

Skills: Hide +6, Listen +9, Move Silently +8, Spot +9

Feats: Flyby Attack^B, Multiattack, Power Attack

Environment: Temperate forest, hill and mountains

Organization: Solitary, pair, or nest (4)

Challenge Rating: 4

Treasure: None

Alignment: Always neutral

Advancement: 6-10 HD (Large); male noble stag only: 11-15 HD (Huge)

Level Adjustment: —

inscribe a *fly* spell, the noble stag's feather enhances the normal potency of the spell to function several levels higher than the caster who inscribes it. The enhancement amounts to +1 caster level per five hit dice of the noble stag. The feather loses this magical property once the *fly* spell has been inscribed.

The antlers of a noble stag can be used to increase the potency of any projectile or thrown weapons. If fashioned into arrowheads, darts, or javelin tips, the weapons deal damage as though they were one size larger.

The heart of a noble stag contains the essence of its supernatural wisdom and intelligence. By eating the heart, a character temporarily gains one of the following spell-like abilities usable once per day: 25% chance of *detect thoughts*, 25% chance of *clairaudience/clairvoyance*, 25% chance of *detect evil*, or 25% chance of *owl's wisdom*. All spell effects operate at a caster level equal to the minimum caster level needed to cast the spells. The character retains the ability for a number of days equal to the noble stag's Hit Dice.

Preservation

Transmutation

Level: Drd 3

Components: V, S, F

Casting Time: One hour

Range: Touch

Target: One touched animal or magical beast corpse

Duration: Permanent

Saving Throw: Will negates (object)

Spell Resistance: No

This spell is cast on the corpse of a recently slain creature (dead for no more than 30 minutes at the time of casting). If the creature's hide or natural weapons had magical, supernatural, or extraordinary properties, they are preserved, and remain even after a smith makes weapons or armor from the creature's body. While the spell is permanent, the effect may be discharged upon use, depending on the ability.

Poukai

Large Magical Beast

Hit Dice: 4d10+4 (26 hp)

Initiative: +3

Speed: 10 ft. (2 squares), fly 50 ft. (average) (10 squares)

Armor Class: 16 (-1 size, +3 Dex, +4 natural), touch 12, flat-footed 13

Base Attack/Grapple: +4/+12

Attack: Bite +7 melee (1d8+4)

Full Attack: Bite +7 melee (1d8+4) and 2 claws +2 melee (1d6+2)

Space/Reach: 10 ft./10 ft.

Special Attacks: Screech, snatch

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

Saves: Fort +5, Ref +7, Will +3

Abilities: Str 18, Dex 17, Con 13, Int 10, Wis 14, Cha 10

Skills: Listen +7, Move Silently +7, Spot +11

Feats: Ability Focus (screech), Alertness

Environment: Warm forest

Organization: Solitary or pair

Challenge Rating: 4

Treasure: None

Alignment: Always neutral

Advancement: 5-8 HD (Large), 9-12 HD (Huge)

Level Adjustment: —

Poukai are large, intelligent birds of the tropics. Their plumage is brightly colored: deep blues, emerald greens, yellows, violets, and vibrant reds. Although they resemble parrots, their massive size and carnivorous appetite make the poukai a feared sight in the jungle.

Poukai speak broken Common and are able to perfectly mimic short phrases of intelligent speech in any language. They are birds, however, so their conversations are often confusing, as the giant birds hop from subject to subject as if listeners can easily follow their flighty logic.

Combat

Screech (Su): A poukai can emit a blood-curdling, scream-like cry once every 1d4 rounds. Usually this screech precedes a dive attack, but may be used at any time. Living creatures within 80 feet must succeed on a DC 14 Will save or be cowering in fear for 1 round. A creature that succeeds on its saving throw remains immune to that poukai's screech for 24 hours. The save DC is Charisma-based.

Snatch (Ex): A poukai can choose to start a grapple when it hits with a claw or bite attack, as though it had the improved grab special attack. If the poukai gets a hold on a creature one or more sizes smaller, it squeezes each round for automatic bite or claw damage. The poukai can drop a creature it has snatched as a free action or use a standard action to fling it aside. A flung creature travels 1d6x10 feet, and takes 1d6 points of damage per 10 feet traveled. If the creature flings a snatched opponent while flying, the opponent takes this amount or falling damage, whichever is greater.

Instead of flinging a snatched creature aside, a poukai may dash it against a nearby rock. A

creature dashed against a rock suffers 4d6 points of bludgeoning damage and must succeed on a DC 16 Fortitude save or be stunned for 1 round. The save DC is Strength-based.

Poukai as Mounts

Poukai are sometimes captured while young and trained as aerial mounts by rangers, druids, or other defenders of jungles and rain forests. These great birds serve almost willingly if fed a healthy diet of tasty forest mammals or big, juicy insects.

A poukai requires training before it can bear a rider in combat. Training a poukai requires six weeks of work and a DC 25 Handle Animal check (this DC may be reduced by -2 if the poukai is "bribed" with a large selection of its favorite foods). Riding a poukai requires an exotic saddle. A poukai can fight while carrying a rider, but the rider cannot also attack unless he or she succeeds on a Ride check.

Poukai Treasures

The remains of a poukai are valuable for their use as food and in creating magical tools. A poukai's beak can be combined with a DC 12 Craft (taxidermy) check and a *gentle repose* spell to create a horn capable of sounding the poukai's dreaded screech. Each of a poukai's wings provide enough material to be made into a *cape of feather falling* for one Medium creature. The delicate plumage on these wings, if handled properly with a DC 15 Craft (weaving) check, provides a +1 enhancement bonus to the caster level of the resulting cape. If mishandled, the feathers are still a handsome foundation for such an item. Poukai feathers are considered of natural masterwork quality due to their size and durability.

Slumbermist Spider

Large Vermin

Hit Dice: 8d8+8 (44 hp)

Initiative: +3

Speed: 30 ft. (6 squares), climb 30 ft.

Armor Class: 16 (-1 size, +3 Dex, +4 natural), touch 12, flat-footed 13

Base Attack/Grapple: +6/+13

Attack: Bite +8 melee (1d8+4 plus poison)

Full Attack: Bite +8 melee (1d8+4 plus poison)

Space/Reach: 10 ft/5 ft.

Special Attacks: Poison, sedative spray

Special Qualities: Darkvision 60 ft. vermin traits

Saves: Fort +7, Ref +5, Will +2

Abilities: Str 16, Dex 16, Con 12, Int —, Wis 10, Cha 6

Skills: Climb +11, Hide +9, Move Silently +13

Feats: —

Environment: Warm forests

Organization: Solitary

Challenge Rating: 4

Treasure: 1/10th coins; 50% goods; 50% items

Alignment: Always neutral

Advancement: 9-16 HD (Large); 17-24 HD (Huge)

Level Adjustment: —

The slumbermist spider is a form of hunting spider that lurks in the forest canopy, stealthily climbing down the trunks of tall trees to strike at unsuspecting victims. These nocturnal hunters derive their name from the mist they spray from their abdomens, which acts as a powerful sedative. Once a victim has succumbed to slumber, the spider carries it up into the treetops and feeds at its leisure.

A slumbermist spider generally takes only one victim at a time, but will continue to follow a group of creatures traveling through the forest, picking them off one by one.

A slumbermist spider is about 10 feet in diameter, including its legs, and stands about 3 feet tall. It weighs close to 120 pounds.

Combat

This monstrous hunter lives the canopy of deep, lush forests. It hunts at night, preying on sleeping creatures. The slumbermist spider is

essentially a coward; if confronted with fierce resistance, it generally flees back into the trees. If cornered, it lashes out with its forelegs and mandibles until it can find an opportunity to escape.

Sedative Spray (Ex): The slumbermist spider exudes a fine, golden mist in a 30-foot spread. Potential victims within 30 feet of the slumbermist spider must make a DC 15 Fortitude save or fall asleep. The save DC is Constitution-based. The slumbermist spider may expel three doses of spray in any six-hour period.

Poison (Ex): Injury, Fortitude DC 15, initial and secondary damage 1d4 Strength. The save DC is Constitution-based.

Skills: The slumbermist spider receives a +10 racial bonus on Hide and Move Silently checks. A slumbermist spider also has a +8 racial bonus on Climb checks and can always choose to take 10 on a Climb check, even if rushed or threatened.

Flora and Fauna

Juniper: The evergreen juniper bush reaches an average height of 10 feet, grows silvery-green, spiny needles instead of leaves, and it bears small yellow flowers that ripen three years later into cones of reddish-purple berries. Differentiating a juniper bush from other members of the evergreen family requires a Wilderness Lore check (DC 10). When crushed, the pungent berries can flavor several marinades and stuffing for roasted game with a Profession (cook) check (DC 12). The violet berries are also an integral component in the distillation of gin. The juniper's wood also contains an oil that repels insects.

Juniper Oil: Juniper oil is a natural insect repellent, making it a necessity while traveling through wilderness areas infested by disease-bearing insects, such as jungles and woods. One juniper shrub yields 3d6 applications, and each application lasts 3d6 hours. Juniper oil grants a +1 competence bonus to all Fortitude saves against insect-transmitted diseases.

Stranglebark

Medium Aberration

Hit Dice: 5d8+10 (32 hp)

Initiative: +3

Speed: 10 ft. (2 squares) (40 ft. if springing)

Armor Class: 21 (+3 Dex, +8 natural), touch 13, flat-footed 18

Base Attack/Grapple: +3/+12

Attack: Slam +8 melee (1d6+7)

Full Attack: Slam +8 melee (1d6+7)

Space/Reach: 5 ft./5 ft.

Special Attacks: Improved grab, spring, wrap 1d6+7 plus 1d6 acid

Special Qualities: Blindsight 50 ft., immunity to acid

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

Abilities: Str 20, Dex 17, Con 15, Int 3, Wis 12, Cha 10

Skills: Hide +7*, Jump -7, Listen +5

Feats: Great Fortitude, Lightning Reflexes

Environment: Temperate forests

Organization: Solitary or copse (2-12)

Challenge Rating: 4

Treasure: Standard

Alignment: Always neutral

Advancement: 6-10 HD (Medium); 11-15 HD (Large)

Level Adjustment: –

The stranglebark is a bizarre creature of stealth and surprise. Stranglebarks make their homes in forests and wooded areas, where their treelike appearance gives them near invisibility. A stranglebark is a broad, nearly flat beast, with a thick bark-like hide and woody limbs. Stranglebarks wrap their bodies around the trunks of trees, blending in perfectly, and then lie in wait for forest creatures to walk by.

When prey comes within range, the stranglebark inverts its curve, springing out from its tree and engulfing its victim. The pocket created when a stranglebark curls up functions as its stomach, and acid can be secreted from the pores in its skin, allowing it to liquefy and absorb its food. Stranglebarks do not collect treasure. However, they tend to stay in one area, so valuables often accumulate in the underbrush within their territories.

Stranglebarks have learned to adapt to treeless environments, especially in deforested areas. Some have developed a stony look and wrap themselves around pillars in ruins or stalagmites in caverns. A subspecies of stranglebark, often called the falspan, curls up like a log and lies across chasms. When creatures walk across, it drops them into the chasm to crash against the rocks below, while it glides down like a flying squirrel to devour them.

Combat

The stranglebark remains still until opponents move within range of its spring ability, which it always uses to initiate combat, typically during the surprise round. If it misses with its spring, it makes slam attacks with its branches, attempting to grab

hold of a victim and wrap around him. If spotted, or in dire straits, the stranglebark uses its spring ability to quickly bounce from tree to tree to escape.

Improved Grab (Ex): To use this ability, a stranglebark must hit an opponent with its slam attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it gets a hold, it can wrap around its foe. Due to its ability to tightly grip its opponent, a stranglebark has a +4 racial bonus on grapple checks.

Spring (Ex): If a stranglebark is wrapped around a tree, opponent, or similar object, it can unwind itself violently, launching itself through the air at a distance of up to 40 feet. This ability is otherwise identical to a charge.

Wrap (Ex): A stranglebark can wrap around its foe completely and begin to digest it. With a successful grapple check, the stranglebark pins its opponent and deals automatic slam damage plus 1d6 points of acid damage. While its opponent is pinned, any attacks striking the stranglebark deal damage to both the stranglebark and its victim; each receives half the damage, rounded down.

Blindsight (Ex): Stranglebarks see by nonvisual means with a range of 50 feet through the use of scent, taste, vibration, heat, and sound. If any one of these means is taken away, such as through a *silence* spell, this ability is reduced to blindsense. Beyond 50 feet, a stranglebark is considered blinded. A stranglebark is invulnerable to gaze attacks, visual effects of spells such as illusions, and other attack forms that rely on sight.

Skills: *A stranglebark has a +12 racial bonus on Hide checks while wrapped around a tree.

Timber Dryad

Medium Plant

Hit Dice: 6d8+30 (57 hp)

Initiative: +2

Speed: 50 ft. (10 squares), climb 30 ft.

Armor Class: 20 (+2 Dex, +8 natural), touch 12, flat-footed 18

Base Attack/Grapple: +4/+8

Attack: Slam +8 melee (1d8+6)

Full Attack: Slam +8 melee (1d8+6)

Space/Reach: 5 ft/5 ft.

Special Attacks: Sneak attack +2d6

Special Qualities: Furtiveness, low-light vision, plant traits, sylvan allies, wild empathy

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

Abilities: Str 19, Dex 14, Con 20, Int 13, Wis 15, Cha 17

Skills: Bluff +8, Climb +12, Diplomacy +7, Disguise +2 (+5 acting), Escape Artist +4, Heal +4, Hide +5*, Intimidate +5, Jump +12, Listen +4, Move Silently +5*, Search +6, Spot +4, Survival +7 (+9 following tracks)

Feats: Alertness, Run, Track

Environment: Any forests

Organization: Solitary, pair, or glade (3-7)

Challenge Rating: 4

Treasure: Standard

Alignment: Usually neutral

Advancement: 7-12 HD (Medium)

Level Adjustment: –

Timber dryads are guardians of the deep forest. Although they resemble dryads, timber dryads are actually plants more akin to trees with their strength, vitality, and bark-like skin. A timber dryad's "hair" is actually a cluster of willow-like branches. Its skin is bark-like, similar to that of a birch, so it can be mistaken for flesh from a distance.

Timber dryads are vigilant protectors of their forest homes. They will work with druids, rangers, fey, and other forest-dwelling creatures to repel threats to the woods, particularly loggers and those who carelessly use fire. If desperate, they will use their communal treasure to bribe other creatures to aid them in repelling the threat.

A timber dryad is about 6 feet tall and weighs 200 pounds. Timber dryads speak their own language and Common.

Combat

Timber dryads do not relish combat, but they fight to defend their woods if they judge intruders to be too great a threat. Many have learned to draw away male stragglers by pretending to be ordinary girls, then murdering the interlopers once they are apart from their group. They use their superior mobility and camouflage to attack those on the fringe of the party, lashing out with quick, yet

alarmingly deadly blows and then disappearing back into the forest until another opportunity presents itself.

Sneak Attack (Ex): A timber dryad has the sneak attack ability as a rogue of a level equal to half her Hit Dice (+2d6 for the average timber dryad). This ability can be used only when the timber dryad is in the forest.

Furtiveness (Ex): Timber dryads are effectively invisible and silent at distances of 30 feet or greater, unless they choose to be seen. This ability can be used only when the timber dryad is in the forest.

Sylvan Allies (Ex): A timber dryad usually knows other forest denizens nearby whom it has befriended. The timber dryad can communicate with these creatures freely, be they unicorns, animated tree warriors, or even dire animals.

Wild Empathy (Ex): This power works like the druid's wild empathy class feature, except that a timber dryad has a +6 racial bonus on the check.

Skills: A timber dryad has a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened. *A timber dryad has a +10 bonus to Hide and Move Silently checks in forest environments.

Vapor Wasp

Large Magical Beast

Hit Dice: 5d10+10 (37 hp)

Initiative: +1

Speed: 20 ft. (4 squares), fly 60 ft. (good)

Armor Class: 14 (-1 size, +1 Dex, +4 natural), touch 10, flat-footed 13

Base Attack/Grapple: +5/+13

Attack: Sting +8 melee (1d3+6 plus poison)

Full Attack: Sting +8 melee (1d3+6 plus poison)

Space/Reach: 10 ft/5 ft

Special Attacks: Death throes, poison

Special Qualities: Cold susceptibility, darkvision 60 ft., fast healing 2, low-light vision, resistance to fire 5, vaporous form

Saves: Fort +6, Ref +5, Will +2

Abilities: Str 18, Dex 12, Con 14, Int 6, Wis 13, Cha 11

Skills: Hide +2*, Jump -2, Spot +9, Survival +4*

Feats: Flyby Attack, Power Attack

Environment: Temperate forests

Organization: Solitary, swarm (2-5), or nest (11-20)

Challenge Rating: 4

Treasure: None

Alignment: Always neutral

Advancement: 6-10 HD (Large); 11-15 HD (Huge)

Level Adjustment: —

Vapor wasps resemble giant wasps in almost all respects. They typically have red eyes and jet black bodies, although some rare species vary in their coloration (a blue stripe on the abdomen is the giveaway). Vapor wasps construct their nests above ground and most often in forested areas. They rarely build their hives in mountains, deserts, or cold climates. A vapor wasp hive is for the most part indistinguishable from an ordinary giant wasp hive.

Vapor creatures are thought to be native to a plane other than the Material, though sages cannot find any evidence to support such claims. Adventurers speak of various other vapor creatures (vapor lions, vapor beetles, and so on), but so far, the only two that have been recorded and documented are the vapor dire rat and the vapor wasp.

Vapor creatures are indiscernible from their normal counterparts and are often mistaken for such creatures. These creatures are highly intelligent (compared to the normal creatures they resemble) and their cunning and wits often show themselves in battle or interaction with other creatures.

Combat

Vapor wasps are not aggressive creatures and generally avoid combat unless threatened or unless the hive is threatened. Creatures wandering within 100 feet of a vapor wasp hive are harassed but almost always left alone. If attacked, or if the hive itself is threatened, vapor wasps attack relentlessly, using their poisonous sting to fell their opponents.

Death Throes (Ex): When a vapor wasp is slain, its body bursts and releases a nauseating cloud of grayish-green vapor that fills a 10-foot radius. This acts as a *stinking cloud* spell (caster level 5th). Affected creatures must make a successful DC 14 Fortitude save or be nauseated as long as they remain within the cloud and for 1d4+1 rounds after they leave. A creature that makes its save but remains in the cloud must continue to save each round. The save DC is Constitution-based.

Poison (Ex): Injury, Fortitude DC 14; initial and secondary damage 1d6 Dexterity. The save DC is Constitution-based.

Cold Susceptibility (Ex): A cold-based effect slows a vapor wasp (as the *slow* spell) for 3 rounds. This only affects the creature when it's in vapor form.

Fast Healing (Ex): A vapor wasp heals 2 points of damage per round so long as it has at least 1 hit point and is touching a body of water or is in a body of mist, smoke, steam, or fog.

Vaporous Form (Su): As a free action, a vapor wasp can assume a gaseous form for up to one hour each day. The time does not need to be continuous, so long as the vapor wasp doesn't exceed the one hour per day limit. This ability is otherwise identical to the *gaseous form* spell (caster level 5th).

Skills: Vapor wasps have a +8 racial bonus on Spot checks. *They also have a +4 racial bonus on Survival checks to orient themselves, and a +8 racial bonus on Hide checks in areas of smoke, fog, mist, or vapor.

Xenarthroth

Large Animal

Hit Dice: 8d8+32 (68 hp)

Initiative: +1

Speed: 30 ft (6 squares), climb 10 ft.

Armor Class: 15 (-1 size, +1 Dex, +5 natural), touch 10, flat-footed 14

Base Attack/Grapple: +6/+18

Attack: Claw +14 melee (2d6+8)

Full Attack: 2 claws +14 melee (2d6+8) and bite +11 melee (2d6+4)

Space/Reach: 10 ft./10 ft.

Special Attacks: —

Special Qualities: Low-light vision, scent

Saves: Fort +10, Ref +7, Will +4

Abilities: Str 26, Dex 12, Con 19, Int 2, Wis 15, Cha 6

Skills: Climb +16, Hide +6*, Listen +4, Move Silently +5, Spot +4, Survival +4*

Feats: Alertness, Multiattack^B, Stealthy, Track^B, Weapon Focus (claw)

Environment: Warm forests

Organization: Solitary

Challenge Rating: 4

Advancement: 9-16 HD (Large); 17-24 HD (Huge)

Level Adjustment: —

The xenarthroth is a carnivorous relative of the sloth. Like the sloth, the xenarthroth's fur is home to algae, coloring its coat green. Unlike the sloth, it is swift on land and its pronounced claws and oversized teeth suggest it is not wholly herbivorous.

Like their herbivorous cousins, xenarthroths are highly arboreal, going to the ground only to hunt or to relocate to another tree they cannot reach via brachiation. Xenarthroths spend most of their time hanging upside down from tree limbs, using all four legs. The same strong limbs and sharp claws that they use to hang from trees are used to slash at prey.

Once a xenarthroth brings down prey, it generally drags the victim's body up a nearby tree and drapes it over a thick branch. It then devours this meal at its leisure while hanging upside down from a nearby branch.

A typical xenarthroth is 7-8 feet long and weighs between 300 and 400 pounds.

Combat

Xenarthroths stalk their prey from the trees, drop down on unsuspecting victims, and pummel their prey with brute strength, sharp teeth, and flesh-tearing claws.

Skills: Xenarthroth have a +8 racial bonus on Climb checks. A xenarthroth can always choose to take 10 on a Climb check, even if rushed or threatened.

*Xenarthroth also have a +6 racial bonus on Survival checks when tracking by scent.

*Xenarthroth have a +8 racial bonus on Hide checks in forest terrain.

Flora and Fauna

Speckled Frog: Saturated by a thin, brown membranous slime, the aggressive and malodorous speckled frog lurks near the banks of the jungle's rivers and streams, ravenously devouring the insects and small rodents. The voracious predator prefers to keep its brown body beneath the water's surface while its protruding eyes scan the immediate vicinity for its next meal. Once it spies a potential victim, the speckled, frog slowly and methodically swims toward its intended target before quickly surfacing and thrusting its long, elastic tongue against its hapless foe. Tiny barbs at the tip of its tongue inject a paralytic poison into the prey, instantly immobilizing the creature and sealing its fate. Although speckled frogs present no dangers to humanity, the foul smelling slime covering their bodies is a natural defense against reptilian predators, such as snakes and crocodiles. Reptiles exposed to the substance through contact, injury or ingestion must make a Fortitude save (DC 13) or suffer 2d6 points of initial and secondary damage from the toxin. The slime from one frog yields one dose of the poison. Distinguishing the speckled frog from other species of frog mandates a Survival check (DC 9).

Arcannibal

Medium Outsider (Evil, Native)

Hit Dice: 6d8+12 (39 hp)

Initiative: +0

Speed: 30 ft. (6 squares)

Armor Class: 18 (+8 natural), touch 10, flat-footed 18

Base Attack/Grapple: +6/+10

Attack: Claw +10 melee (1d6+4)

Full Attack: 2 claws +10 melee (1d6+4) and bite +8 melee (2d4+2)

Space/Reach: 5 ft./5 ft.

Special Attacks: Drain magic, spell-like abilities

Special Qualities: Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold and poison, *plane shift*, spell resistance 15

Saves: Fort +7, Ref +5, Will +5

Arcannibals are scaled humanoids with bulbous eyes and taloned claws. Colored in varying shades of blue, brown and green, arcannibals are most easily identified by the crystalline cyst growing out of its hunched back.

Combat

Arcannibals will *detect magic* before combat and focus on the foe bearing the most magic or on arcane spellcasters if such can be identified.

They are intelligent creatures, and they will use their *plane shift* ability to retreat from a hopeless battle, draining as much magic as they can before doing so.

The crystalline cyst on the back of an arcannibal can be used as material components for many magic items such as *ioun stones*, and it is worth 500 gp. Sorcerers may also shatter the crystal of a dead arcannibal to try to absorb the magic contained therein. A shattered crystal will restore used spell slots to the sorcerer up to a total number of spell levels equal to half the arcannibal's HD. Lowest level spell slots are restored first; partial levels are ignored. For example, a sorceress shatters the crystal of a 6 HD arcannibal and absorbs its magic successfully. She restores 2 1st-level spell slots she had used, but the 3rd spell level (6 HD halved is 3 total spell levels regained) is ignored since she has no more available 1st-level spell slots and the one remaining spell level will not restore a 2nd-level spell. Upon shattering the crystal, the sorcerer must pass a Fortitude save (DC 10 + half the arcannibal's HD), otherwise the sorcerer is blinded and deafened by the released energy. Regardless of the saving throw, the sorcerer is stunned for 1d4 rounds.

Arcannibals do not breathe, eat or sleep.

An arcannibal's natural weapons, as well as any weapons it wields, are treated as evil-aligned for the purpose of overcoming damage reduction.

Abilities: Str 19, Dex 11, Con 15, Int 13, Wis 10, Cha 10

Skills: Climb +13, Concentration +19, Hide +11, Knowledge (arcana) +18, Listen +9, Move Silently +11, Search +10, Spellcraft +20, Spot +9, Survival +0 (+2 following tracks)

Feats: Multiattack, Power Attack, Stealthy

Environment: Any land and underground
Organization: Solitary, brood (2-5), or band (6-14)

Challenge Rating: 5

Treasure: None

Alignment: Always neutral evil

Advancement: 7-12 HD (Medium); 13-18 HD (Large)

Level Adjustment: —

Drain Magic (Su): An arcannibal that makes two successful claw attacks in the same round on an opponent can drain magic as a free action. If the victim is a spellcaster, he is drained of 1d3 of his prepared spells (if he prepares spells) or 1d3 of his unused spell slots (if he is a spontaneous caster) for the day, beginning with the highest level spells and moving down. Determine randomly which spells of a given level are drained.

If the spellcaster has no prepared spells, or no unused spell slots, or the victim is not a spellcaster, then all spells or magical effects upon the victim (e.g. *stoneskin* or *commanding presence*) are instead affected as though by a *dispel magic* spell (caster level equal to the arcannibal's HD).

If the victim has no spells nor spell effects to drain, then any magic items worn or held by the victim are affected. See the "Saving Throw" section in the Magic chapter in the Player's Handbook for the order in which magic items are affected by the drain attack. Such items are affected as though by a successful *Morel's disjunction* spell (caster level equal to the arcannibal's HD; Will save DC 13). The save DC is Charisma-based.

Anytime an arcannibal drains arcane energies, the web-like veins on the surface of the arcannibal's skin glow, and the crystalline cyst on its back flashes with light. Treat the effects of this light as a *flare* spell.

Spell-Like Abilities: At will—*detect magic*, *dispel magic*, *identify*, *see invisibility*. CL 6th.

Plane Shift (Sp): An arcannibal can enter any of the transitive planes or the Material Plane. This ability only transports the arcannibal. It is otherwise similar to the spell of the same name (CL 6th).

Skills: An Arcannibals has a +8 racial bonus on Concentration, Knowledge (arcana), and Spellcraft checks.

Bloodwalker

Medium Aberration

Hit Dice: 5d8 (22 hp)

Initiative: -1

Speed: 10 ft. (2 squares)

Armor Class: 17 (-1 Dex, +8 natural), touch 9, flat-footed 17

Base Attack/Grapple: +3/+5

Attack: Slam +5 melee touch (1d4+2)

Full Attack: 2 slams +5 melee touch (1d4+2)

Space/Reach: 5 ft./5 ft.

Special Attacks: Steal blood

Special Qualities: Bleeding, damage reduction 5/magic and bludgeoning, darkvision 60 ft., duplicate, liquid form

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

Abilities: Str 14, Dex 8, Con 10, Int 3, Wis 3, Cha 3

Skills: Hide +3, Listen +2, Move Silently +7, Spot +2

Feats: Alertness, Stealthy

Environment: Any warm and temperate land

Organization: Colony (4-8)

Challenge Rating: 5

Treasure: None

Alignment: Usually chaotic evil

Advancement: 6-10 HD (Medium)

Level Adjustment: —

The bloodwalker is a viscous conglomerate of plasma, bone, and tissue whose bipedal form is a macabre parody of humanoids. It also assumes a liquid form of crimson goo while waiting for prey to pass and sate their blood lust.

Combat

Bloodwalkers conceal themselves in liquid form to await the approach of a victim. When prey comes within 20 feet, the bloodwalkers take on their humanoid form and attack with their *steal blood* power.

A bloodwalker's natural weapons, as well as any weapons it wields, are treated magic weapons for the purpose of overcoming damage reduction.

Steal Blood (Su): A bloodwalker's slam attack deals 1d4+2 points of piercing damage. If the bloodwalker hits a living creature with this attack, it absorbs the blood from the wound, healing itself an amount of hit points equal to the damage it dealt. If it is at full hit points, it gains the rest as temporary hit points instead. Temporary hit points gained this way last for 1 hour, or until the bloodwalker has duplicated.

Bleeding (Ex): A bloodwalker suffers twice the normal damage from attacks that cause extreme bleeding (such as a *wounding* weapon of the infernal wound ability of a bearded devil).

Duplicate (Su): A bloodwalker colony that collectively possesses 22 temporary hit points from stolen blood may sacrifice those hit points to create a new 5 Hit Die bloodwalker, which rises from the colony's pool in 1d4 rounds.

Liquid Form (Su): Any number of bloodwalkers can merge into a liquid colony. In this state, bloodwalkers cannot attack, but they move at double speed and retain their other abilities. A colony's hit points are equal to the sum of all its members, and if attacked, damage is divided equally among all of the colony's individuals. If attacked in liquid state, the bloodwalkers immediately take on humanoid form to defend themselves.

Skills: A bloodwalker has a +4 racial bonus on Listen and Spot checks.

Flora and Fauna

Bearberry: Consistent with its name, black bears love the taste of the juicy, black berries from this four-foot-tall deciduous shrub with crinkled green leaves. During the late summer, the leaves turn a robust shade of auburn and emit a slightly lemony aroma, making them a popular addition to many households and decorative baskets. Although edible, most humanoids do not share the bear's appreciation for the tart, fibrous berry. Ascertaining the plant's identity and relationship with the dangerous omnivores requires a Knowledge (Nature) or Survival check (DC 15). Passing within fifty feet of a bearberry shrub results in an encounter with a hungry bear roughly 5% of the time.

Carrion Moth

Large Aberration

Hit Dice: 5d8+10 (32 hp)

Initiative: +4

Speed: 30ft. (6 squares), climb 15 ft., fly 60 ft. (good)

Armor Class: 20 (-1 size, +4 Dex, +7 natural), touch 13, flat-footed 16

Base Attack/Grapple: +3/+10

Attack: Tentacle +5 melee (paralysis)

Full Attack: 4 tentacles +5 melee (paralysis) and bite +0 melee (1d6+1)

Space/Reach: 10 ft./5 ft.

Special Attacks: Drone, paralysis, stench

The carrion moth is giant moth-like creature whose wings are covered with rippling patterns that seem to form a skull. Eight writhing tentacles protrude from its head, growing directly below a pair of clacking mandibles. Sages believe the carrion moth is an advanced form of the carrion crawler. Just as the caterpillar grows into a moth, sages believe the carrion crawler eventually sheds its form and transforms into the carrion moth. Although there is no proof, it is widely accepted among the more learned sages of the world.

Their wings are lined with tiny holes and veins that allow the carrion moth to emit a whining drone that affects all creatures that hear it. The carrion moth's mouth has a single pair of needle-like mandibles that it uses to pin and bite its prey. Carrion moths are attracted to the stench of decaying flesh and the light of anything larger than a torch or lantern.

A carrion moth grows to a maximum length of 20 feet, although most specimens are closer to 10 feet long with a 30-foot wingspan. A typical carrion moth weighs about 300 pounds.

Da Fong Queen

Large Monstrous Humanoid

Hit Dice: 4d8+20 (38 hp)

Initiative: +4

Speed: 30 ft. (6 squares)

Armor Class: 10 (-1 size, +1 natural), touch 9, flat-footed 10

Base Attack/Grapple: +4/+9

Attack: Bite +4 melee (1d8+1)

Full Attack: Bite +4 melee (1d8+1)

Space/Reach: 10 ft./5 ft.

Special Attacks: Drain Spell

Special Qualities: Create wax, darkvision 120 ft., enchant wax, harvest residue, hive mind, spell resistance 24

Saves: Fort +6, Ref +4, Will +8

Special Qualities: Darkvision 60 ft., scent

Saves: Fort +3, Ref +5, Will +6

Abilities: Str 16, Dex 18, Con 14, Int 1, Wis 15, Cha 6

Skills: Climb +13, Listen +7, Spot +7

Feats: Alertness^B, Combat Reflexes, Track

Environment: Any forests and underground

Organization: Solitary or swarm (2-12)

Challenge Rating: 5

Treasure: None

Alignment: Always neutral

Advancement: 6-8 HD (Large); 9-15 (Huge)

Level Adjustment: –

Combat

The carrion moth attacks by biting with its mandibles and slapping with its tentacles. Paralyzed creatures are carried off and devoured.

Drone (Ex): The flapping wings of the carrion moth emit a mind-numbing drone that affects all creatures within 80 feet that hear it. Affected creatures must succeed on a DC 14 Will save or become confused for 1d8 rounds. Whether or not the save is successful, that creature cannot be affected again by the same carrion moth's drone ability for 24 hours. The save DC is Constitution-based.

Paralysis (Ex): Those hit by a carrion moth's tentacle attack must succeed on a DC 14 Fortitude save or be paralyzed for 2d4 rounds. The save DC is Constitution-based.

Stench (Ex): When a carrion moth dies, the body splits open and releases a foul-smelling gas that causes all creatures within 5 feet to become nauseated for 1d4+1 rounds.

Skills: Carrion moths have a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks even if rushed or threatened.

Abilities: Str 12, Dex 10, Con 20, Int 12, Wis 19, Cha 10

Skills: Craft (hive) +6, Listen +6, Knowledge (nature) +4, Knowledge (arcana) +6, Spellcraft +6, Spot +6, Survival +9

Feats: Alertness, Improved Initiative

Environment: Temperate and warm forest

Organization: Hive (one queen plus at least 100 workers, including at least ten 12th-level clerics, five-12th level fighters and three 8th-level sorcerers)

Challenge Rating: 5

Treasure: Standard

Alignment: Usually neutral good

Advancement: 5-8 HD (Large)

Level Adjustment: –

Da Fong are an intelligent breed of bees. Some speculate that the Da Fong are a hybrid of humanoids and insect. Their bodies are furry and striped with black and yellow, while two of their six legs wield weapons. Their long gossamer wings give them incredible maneuverability, while their stinger delivers debilitating poison.

Da Fong live in compounds made of masticated wood pulp and the queen's wax. Da fong speak their own buzzing language, which is based on the controlled vibration of their wings. They also speak Common, at least one Goblinoid tongue and either Celestial, Abyssal, or Draconic. The more intelligent among them also speak a wide variety of humanoid languages.

Da fong queens speak Common and Draconic. Although queens do not have wings, they can still speak the native Da Fong language using their mandibles, which contain specialized chitinous flaps that compensate for this lack. If a queen is attacked, the entire hive immediately comes to her assistance, unflinchingly sacrificing themselves for her.

Combat

Drain Spell (Su): If a da fong makes a successful grapple attack against a spellcasting opponent, beginning on the following round it may temporarily drain 1 prepared spell or spell slot per round until either the opponent breaks free or all his spells or spell slots have been drained. The spell or spell slot returns as normal the next day.

Create Wax (Su): A da fong queen is a mystical bottleneck through which harvested magic residue is converted into da fong wax, which can be used raw to build hives or further enchanted by the queen with special qualities. If she makes a Concentration skill check (DC20), she can pull residue collected by her workers into the Material Plane, channeling it into a receptacle. Each round that she does this, she may pull through 5 cubic feet of the substance. However, there is a physical strain that takes its toll on her when doing so, inflicting 1d4 points of damage each round she uses this ability.

Enchant Wax (Su): Once per day, a queen may enchant a batch of wax equal to or less than 1 cubic foot per Constitution modifier point she has with one special quality. Enchanting a batch requires 1 hour. This ability may only be used on a single batch up to a maximum of two times, conferring upon it just two special qualities and no more.

Harvest Residue (Su): A da fong may harvest the magic residue that has built up around any living creature that gives its consent; the subject can negate the Harvest Residue process at will at any time during the process. To harvest a creature's residue, the da fong must

make a successful Will check (DC 23) each hour for a number of hours equal to the other creature's primary spellcasting ability modifier plus its total spellcasting levels. At the end of that time, the creature's residue has been entirely removed. The harvester's Will check successes don't need to be consecutive, but each failure increases the harvest time by one hour. Non-spellcasting creatures have significantly less residue to harvest, and so the duration required to remove it is equal to their Wisdom modifier, with a minimum of one hour for those with a zero or negative rating. A creature undergoing the harvest slips into unconsciousness for the duration of the process. Harvested residue is automatically channeled back to the da fong hive.

A side effect of having one's residue harvested results in the spellcaster being able to cast spells at 1 level higher than his current level for a number of days equal to his primary spellcasting ability score modifier, with a minimum of 1 day. It takes harvested spell-casters a number of months equal to 12 -their spellcaster level, to a minimum of one month, to accumulate enough residue to undergo another harvest. Non-spellcasters require a period of one year between harvests. A da fong may not harvest from said creatures before this accumulation time is up.

Hive Mind (Ex): All da fong within 50 miles of their queen are in constant communication. If one is aware of a particular danger, they all are. If one in a group is not flat-footed, none of them are. No da fong in a group is considered flanked unless all of them are.

Skills: Da fong do not require artisan's tools to use their Craft (hive) skill without a penalty. This is worked into their skills, above.

Da Fong Wax

Only da fong queens produce this strange, tan substance. It is made of magic residue, a substance every living creature accumulates but which only the da fong know how to harvest and, more importantly, utilize. When freshly channeled by a queen onto the Material Plane, the wax is soft, warm, and doughy. Over the course of an hour it hardens, keeping whatever shape it's in until destroyed. Most commonly, raw da fong wax is used as a construction material for the bee people's cities. Non-enchanted wax used for walls, and doors has a hardness of 10 (20 hp per inch of thickness, a break DC of 25 +1 per 3 inches of thickness, and a Climb DC of 20). Da fong wax can be made into weapons and armor, if one is so inclined, though the overall quality is negligible at best; they don't usually survive their first encounter with combat.

One notable feature of the wax is that da fong queens can augment it in such a way that it becomes enchanted with up to two special qualities. The qualities known to be regularly used in da fong hive construction are listed below.

Cold Immunity: The material is immune to cold damage, but fire attacks do double damage. At night, the material gives off a bluish glow. If later enchanted with Fire Immunity, this quality is lost.

Defensive: The material gains SR 12, a break DC +10, hardness +10, and hp +100. If later enchanted with the Offensive quality, this quality is lost.

Fire Immunity: The material is immune to fire damage, but cold attacks do double damage. At night the material gives off a yellow glow. If later enchanted with Cold Immunity, this quality is lost.

Magic Immunity: The material gains SR 18 and an absolute immunity to one school of magic: abjuration, conjuration, divination, enchantment, evocation, illusion, necromancy, or transmutation. If the material also contains the Defensive quality, then this SR takes precedence. If later enchanted with the Spell Turning quality, then this quality is lost.

Offensive: This material attacks an enemy type specified during the enchantment process. When said enemy type comes within 10 feet of the material, it takes damage as per the spell *inflict serious wounds*. The Will save DC is 13 + the queen's Constitution

modifier for half damage. If later enchanted with the Defensive quality, this one is lost.

Spell Turning: The material gains the permanent quality to turn magic back at its source, similarly to the spell of the same name. During a 1-hour period, the material may reflect up to 12 spell levels, after which time it resets itself. If later enchanted with the Magic Immunity quality, this quality is lost.

Toxic: The material's surface maintains a constant layer of contact poison (DC 17) with an initial damage of 1d4 Strength and secondary damage of 1d4 Constitution.

Wind Wall: The material has a barrier of wind flowing over a single surface, no matter what shape that surface takes. It functions like the spell *wind wall* with the exception that it doesn't need to be vertical; "up" for horizontal surfaces is away from the surface itself, whichever direction it faces; thus intruders are usually thrown away from the hive. The windy barrier is permanently in effect.

Wax so enchanted must be revitalized once per week with fresh, mundane wax—a task usually reserved for worker drones. If revitalization is missed even once, then the enchanted wax permanently loses all of its special qualities. Also, if a batch of enchanted wax loses half its hit points in damage, its special qualities are lost. As such, the enchanted form of the wax isn't often found outside da fong hive cities.

Da Fong Worker

Medium Monstrous Humanoid

Hit Dice: 4d8+12 (30 hp)

Initiative: +9

Speed: 30 ft. (6 squares), fly 60 ft. (good) (12 squares)

Armor Class: 16 (+5 Dex, +1 natural), touch 15, flat-footed 11

Base Attack/Grapple: +4/+6

Attack: Bite +6 melee (1d6+2) or longsword +6 melee (1d8+2/19-20) or shortbow +9 ranged (1d6/x3)

Full Attack: Bite +6 melee (1d6+2) or sting +6 melee (1d6+2 plus poison) or longsword +6 melee (1d8+2/19-20) or shortbow +9 ranged (1d6/x3)

Space/Reach: 5 ft./5 ft.

Special Attacks: Drain spell, poison, shatter

Special Qualities: Darkvision 60 ft., flight, harvest residue, hive mind, spell resistance 18

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

Abilities: Str 14, Dex 20, Con 16 Int 10, Wis 12, Cha 5

Skills: Balance +6*, Climb +4*, Craft (hive) +2, Knowledge (nature) +4, Search +2, Survival +6

Feats: Flyby Attack, Improved Initiative

Environment: Temperate and warm forest

Organization: Solitary, wing (4-8 plus one 3rd-level cleric), nest (16-40 plus three 5th-level clerics and one 6th-level fighter), swarm (60-80 plus seven 8th-level clerics, three 10th-level fighters and one 5th-level sorcerer), or hive (at least 100 with at least ten 12th-level clerics, five 12th-level fighters, three 8th-level sorcerers, and one queen da fong)

Challenge Rating: 5

Treasure: Standard

Alignment: Usually neutral good

Advancement: By character class

Level Adjustment: –

Da Fong are an intelligent breed of bees. Some speculate that the da fong are a hybrid of humanoids and insect. Their bodies are furry and striped with black and yellow, while two of their six legs wield weapons. Their long gossamer wings give them incredible maneuverability, while their stinger delivers debilitating poison.

Da Fong live in compounds made of masticated wood pulp and the queen's wax. Da fong speak their own buzzing language, which is based on the controlled vibration of their wings. They also speak Common, at least one Goblinoid tongue and either Celestial, Abyssal, or Draconic. The more intelligent among them also speak a wide variety of humanoid languages.

The da fong favored classes are fighter, ranger, and druid, although if they exhibit a talent for spellcasting they'll follow the path of the sorcerer. Few follow the wizard class, as they don't really have the patience for studied learning.

Combat

Da fong battle in swarms. At least one-third of their group fights on foot, and the others fight from the air, swooping in to strike and then swooping out as others move to take their turn, and so on, until their opponent is either subdued or dead. They are very fast, but their wings are fragile and so they prefer rapid hit-and-run tactics as opposed to head-to-head brute-force confrontations. Da fong sorcerers favor mind-affecting spells that pull the more powerful foes out of battle and disable them. Anyone who comes under such a coordinated attack from the da fong usually doesn't realize he has been hit until it's too late.

Drain Spell (Su): If a da fong makes a successful grapple attack against a spellcaster, beginning on the following round it may drain 1 prepared spell or spell slot per round until either the opponent breaks free or all of its spells or spell slots have been drained. The spell or spell slot returns as normal the following day.

Flight (Ex): A da fong can fly for a number of hours equal to half its Constitution score.

Harvest Residue (Su): A da fong may harvest the magic residue that has built up around any living creature that gives its consent; the subject can negate the Harvest Residue process at will at any time during the process. To harvest a creature's residue, the da fong must make a successful Will check (DC 23) each hour for a number of hours equal to the other creature's primary spellcasting ability modifier plus its total spellcasting levels. At

the end of that time, the creature's residue has been entirely removed. The harvester's Will check successes don't need to be consecutive, but each failure increases the harvest time by one hour. Non-spell-casting creatures have significantly less residue to harvest, and so the duration required to remove it is equal to their Wisdom modifier, with a minimum of one hour for those with a zero or negative rating. A creature undergoing the harvest slips into unconsciousness for the duration of the process. Harvested residue is automatically channeled back to the da fong hive.

A side effect of having one's residue harvested results in the spellcaster being able to cast spells at 1 level higher than his current level for a number of days equal to his primary spellcasting ability score modifier, with a minimum of 1 day. It takes harvested spell-casters a number of months equal to 12 — their spellcaster level, to a minimum of one month, to accumulate enough residue to undergo another harvest. Non-spellcast-ers require a period of one year between harvests. A da fong may not harvest from said creatures before this accumulation time is up.

Hive Mind (Ex): All da fong within 50 miles of their queen are in constant communication. If one is aware of a particular danger, they all are. If one in a group is not flat-footed, none of them are. No da fong in a group is considered flanked unless all of them are.

Poison (Ex): Injury, Fortitude DC 15, initial and secondary damage 1d6 Con. The save DC is Constitution-based.

A da fong may only use its stinger once per encounter, as the stinger comes out on a successful attack. When a da fong makes a successful attack with its stinger, the da fong must succeed on a DC 15 Fortitude save or take 1d8 points of damage and 1d4 points of Constitution damage from the stinger being pulled out of its body. A new stinger grows back in 4 weeks.

Shatter (Sp): Once per day, a da fong may move its wings so rapidly it creates a sonic burst capable of shattering flasks, vials, and other brittle objects up to five pounds. This functions as per the spell *shatter* used as an area attack (CL 5th).

Skills: Da fong do not require artisan's tools to use their Craft (hive) skill without a penalty. This is worked into their skills, above.

* Da fong have a +8 racial bonus on Balance and Climb checks while in open, non-confining areas due to their ability to balance themselves using their aerial expertise.

Faust

Medium Humanoid (Goblinoid)

Hit Dice: 10d8+20 (65 hp)

Initiative: +6

Speed: 40 ft. (8 squares)

Armor Class: 22 (+6 Dex, +6 natural), touch 16, flat-footed 16

Base Attack/Grapple: +7/+10

Attack: Claw +13 melee (1d8+3)

Full Attack: 2 claws +13 melee (1d8+3) and bite +11 melee (2d4+1)

Space/Reach: 5 ft./5 ft.

Special Attacks: Sneak attack +4d6

Special Qualities: Darkvision 60 ft., scent

Saves: Fort +5, Ref +13, Will +5

The fausts, or grey stalkers as they are often called, are silent, solitary hunters. These gray-skinned humanoids have with flat faces, wide mouths sporting prominent fangs, and long sharp claws. A faust typically follows its prey carefully for a while from a distance, studying it while waiting for the right moment to attack. A faust may follow a group for a long time, waiting for stragglers to break off, for them to be weakened by combat or fatigue, or for them to go to sleep for the night. Fausts typically either hunt alone or with their mates.

Fausts can be found in any temperate region, but they prefer to hunt in ruins or forests, where there are plenty of places to hide. They prefer to track and eat other intelligent creatures as a matter of taste and honor. A mated pair may have a lair where one or more young may be found. If the young are threatened, a faust forgets its otherwise careful nature and defends them at all costs.

Fausts typically stand about 6 feet tall, and weigh around 200 pounds. A faust speaks Goblin. Only a rare few learn to speak Common.

Combat

A faust rarely attacks a full party of adventurers outright unless it can see that they are particularly weak. Normally, a faust follows the group at a distance until one of the members goes off by itself or stands guard over sleeping companions. At this point, the faust attempts to sneak up and attack, hopefully gaining a surprise attack. If a faust comes across a guarded camp that it wants to attack, it tries to draw the guard out of the camp to ambush him alone. If this is not possible, it enters the camp by stealth and extinguishes the camp's light source. It then

Abilities: Str 16, Dex 23, Con 14, Int 10, Wis 14, Cha 8

Skills: Climb +7, Hide +11, Jump +7, Listen +12, Move Silently +11, Spot +8, Survival +6

Feats: Alertness, Multiattack, Track, Weapon Finesse

Environment: Temperate forests

Organization: Solitary or pair

Challenge Rating: 5

Treasure: Standard

Alignment: Usually neutral evil

Advancement: By character class

Level Adjustment: +1

grapples the smallest sleeping person in the camp and carries him off to a secure area to be dealt with. This might be preceded by distracting the guard with small noises in the opposite direction (achieved by tossing pebbles or use of a minor figment if the faust is a spellcaster).

Sneak Attack (Ex): A faust can make a sneak attack like a rogue, dealing an extra +4d6 points of damage whenever a foe is denied his or her Dexterity bonus, or when the faust is flanking.

Skills: A faust has a +4 racial bonus on Listen checks due to its prominent ears.

Faust Society

Faust society is limited. Fausts are very territorial and extremely sensitive to other fausts encroaching on their hunting land. There are special sacred areas designated as gathering places, however, that are not controlled by a particular individual, but belong to the tribe as a whole. These areas are used for bragging (a faust's favorite social event), trading, finding a mate, and religious rites. Religious rites are held each new moon, and involve a sacrifice to a god of darkness. Other events are held on an ongoing, informal basis.

Fausts as Characters

Faust characters possess these racial traits.

— +6 Strength, +12 Dexterity, +4 Constitution, +4 Wisdom, 2 Charisma.

— Medium size.

— A faust's base land speed is 40 feet.

— Darkvision out to 60 feet.

— Racial Hit Dice: A faust begins with ten levels of humanoid, which provide 10d8 Hit Dice, a base attack bonus of +7, and base saving throw bonuses of Fort +3, Ref +7, and Will +3.

— Racial Skills: A faust's humanoid levels give it skill points equal to $13 \times (2 + \text{Int modifier, minimum } 1)$. Its class skills are Climb, Hide, Listen, Move Silently, Spot, and Survival. It has a +4 racial bonus on Listen checks.

— Racial Feats: A faust's humanoid levels give it four feats.

— Weapon Proficiency: A faust is automatically proficient with all simple weapons.

— +6 natural armor bonus.

Garkain

Medium Outsider (Evil, Native)

Hit Dice: 5d8+15 (37 hp)

Initiative: +3

Speed: 20 ft. (4 squares), fly 40 ft. (clumsy) (8 squares)

Armor Class: 18 (+3 Dex, +5 natural), touch 13, flat-footed 15

Base Attack/Grapple: +5/+10

Attack: Bite +10 melee (1d8+7)

Full Attack: Bite +10 melee (1d8+7)

Space/Reach: 5 ft./5 ft.

Special Attacks: Enfold, haunt of the folds, improved grab

Special Qualities: Damage reduction

10/good, darkvision 60 ft., nauseating stench

Garkain are bat-like humanoids that stalk prey from the tree tops and use their bat-like wings to engulf their victims. Their wretched smell is their most distinct feature, after their sickly gray skin and leathery wings.

Combat

A garkain's natural weapons, as well as any weapons it wields, are treated as evil-aligned for the purpose of overcoming damage reduction.

Enfold (Ex): A garkain can enfold a grabbed creature on a successful grapple check. The enfolded creature is wrapped within the garkain's leathery wings and remains pinned if it escapes the garkain's grapple. Attacks that hit an enfolding garkain deal half their damage to the monster and half to the trapped victim, before the garkain's damage reduction. The garkain can continue to deal automatic bite damage to an enfolded creature each round, if it takes no other actions. The garkain cannot fly while enfolding a creature, although it can crawl about using its ground speed if its victim is helpless.

— Natural Weapons: 2 claws (1d8) and bite (2d4).

— Special Attacks: Sneak attack +4d6.

— Special Qualities: Scent.

— Automatic Languages: Goblin. Bonus Languages: Common, Nightling, and Undercommon.

— Favored Class: Rogue.

— Level adjustment +1.

Saves: Fort +7, Ref +7, Will +7

Abilities: Str 20, Dex 16, Con 17, Int 8, Wis 16, Cha 10

Skills: Balance +11, Climb +13, Hide +11, Jump +9, Listen +23, Move Silently +11, Spot +13

Feats: Alertness, Dodge

Environment: Warm forest

Organization: Solitary

Challenge Rating: 5

Treasure: Standard

Alignment: Usually neutral evil

Advancement: 6-10 HD (Medium), 11-15 HD (Large)

Level Adjustment: —

Haunt of the Folds (Su): Any living creature killed while enfolded in the garkain's wings rises as a ghost the next day, provided it has a Charisma score of at least 6 and is of the appropriate creature type to become a ghost.

Improved Grab (Ex): To use this ability, a garkain must hit with its bite 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 enfold its opponent.

Nauseating Stench (Ex): Living creatures within 20 feet of a garkain must succeed on a DC 15 Fortitude save or be nauseated for 1d4 rounds. There is no limit to the number of times a character can be nauseated by the garkain's stink, and successful saves must be made each round to resist nausea. Enfolded creatures must instead succeed on a DC 15 Fortitude save each round or be paralyzed by the concentrated stench until released, and for 1d4 rounds after that. The save DCs are Constitution-based.

Skills: A garkain has a +10 racial bonus on Listen checks.

Grimstalker

Medium Fey

Hit Dice: 6d6+6 (27 hp)

Initiative: +5

Speed: 40 ft. (squares), climb 20 ft.

Armor Class: 20 (+5 Dex, +3 natural, +2 leaf armor), touch 15, flat-footed 15

Base Attack/Grapple: +3/+4

Attack: Claw +4 melee (1d4+1 plus poison) or spiked quarterstaff +4 melee (1d6+1 plus poison) or longbow +8 ranged (1d8 plus poison/x3, range 100 ft.)

Full Attack: 2 claws +4 melee (1d4+1 plus poison) or spiked quarterstaff +4 melee (1d6+1 plus poison) or longbow +8 ranged (1d8 plus poison/x3, range 100 ft.)

Space/Reach: 5 ft./5 ft.

Special Attacks: Poison, sneak attack +3d6

Special Qualities: Damage reduction 5/cold iron, low-light vision, spell-like abilities

Saves: Fort +3, Ref +10, Will +6

Abilities: Str 12, Dex 20, Con 13, Int 14, Wis 13, Cha 16

Skill: Climb +15. Hide +18*, Intimidate +8, Jump +8, Knowledge (nature) +6, Listen +7, Move Silently +15, Search +7, Spot +7, Survival +7 (+9 in aboveground natural environments, +9 following tracks), Swim +5, Tumble +12

Feats: Combat Reflexes, Stealthy, Track

Environment: Any forest

Organization: Solitary or troupe (2-5)

Challenge Rating: 5

Treasure: Standard

Alignment: Usually neutral evil

Advancement: By character class

Level Adjustment: —

The grimstalker or banaan (as they prefer to call themselves) is a fey creature that does not share the beauty and goodness of its kin. Whereas other fey creatures have come to represent the beautiful or mischievous side of nature, the grimstalker most certainly reflect nature at its worst. They are dark creatures, their hearts tainted with the foulest of evil. Their skin is brown and woody like bark, and their long arms end in sharp claws. Their clothing is made of leaves and vines.

Unfortunate souls that wander into a forest guarded by grimstalkers are never seen again—except for their skulls, which the grimstalkers hang from the trees as a warning to those that would dare trespass into their domain.

Long thought to be a form of intelligent plant because of their many plant-like features, grimstalkers skulk among the trees of the darkest forests. Even among sylvan communities of elves the grimstalkers are legendary as natural born assassins.

Grimstalkers sometimes work with other evil fey, although such alliances are short and rare. It is rumored that powerful evil druids often summon grimstalkers for nefarious purposes.

An average grimstalker is about 6 feet tall and weighs about 170 pounds. Grimstalkers speak Sylvan, Elven, and Common.

Combat

Grimstalkers strike from ambush if possible, hiding among the trees and dropping on interlopers into their forest. A troupe of grimstalkers that set

up an ambush make ample use of the terrain, using nets woven from living vines, snares, and pit traps. Grimstalkers also employ trained plant creatures such as assassin vines. In melee they are capable of fighting with their claws or with weapons—their favorite weapons being a sort of spiked quarterstaff and longbows knocked with poisoned arrows.

Poison (Ex): Injury (claw), Fortitude DC 14; initial and secondary damage 1d6 points of Dexterity damage. The save DC is Constitution-based.

A grimstalker often coats its weapons with this poison. In such a case, the poison lasts for 1 minute or until it is touched or scores a successful hit. The grimstalker may coat a single weapon with poison as a standard action.

Sneak Attack (Ex): When a grimstalker flanks an opponent, or anytime an opponent is denied its Dexterity bonus to AC, it deals an extra 3d6 points of damage with a successful attack.

Spell-Like Abilities: 3/day—*control plants* (DC 21), *tree shape*. Caster level 8th. The save DCs are Charisma-based.

Skills: A grimstalker has a +8 racial bonus on Climb checks. *Grimstalkers have a +8 racial bonus on Hide checks while in forested terrain. A grimstalker can always take 10 on a Climb check, even if rushed or threatened.

Leaf Armor: Treat leaf armor like leather armor for mechanical purposes.

Grisl

Large Undead

Hit Dice: 7d12+3 (48 hp)

Initiative: +2

Speed: 50 ft. (10 squares)

Armor Class: 19 (-1 size, +2 Dex, +8 natural), touch 11, flat-footed 17

Base Attack/Grapple: +3/+14

Attack: Bite +9 melee (2d6+7 plus paralysis) or tongue +9 melee touch (paralysis)

Full Attack: Bite +9 melee (2d6+7 plus paralysis) and 2 claws +7 melee (1d6+2 plus paralysis) or tongue +9 melee touch (paralysis) and 2 claws +7 melee (1d6+2 plus paralysis)

Space/Reach: 10 ft/10 ft. (20 ft. with tongue)

Special Attacks: Ghoul fever, grappling tendrils, improved grab, paralysis, spines, stench

The grisl is vaguely humanoid with mottled greenish flesh and burning red eyes. Its sick-looking skin sprouts thorns and spikes. It shambles forward, walking partially on its knuckles like a mighty ape, a nest of slimy tentacle-like growths writhing from its abdomen. A grisl stands about 9 feet tall and weighs close to 600 pounds. Grisls speak the languages they spoke in life.

Combat

Grisls prefer to attack from ambush. They like to climb and lie in wait, dropping down to attack when their prey passes beneath them. Few expect undead creatures to move quickly, so grisl uses their superior speed to make furious charge attacks from a distance or to flee if they are overwhelmed.

Ghoul Fever (Su): Disease—bite, Fortitude DC 16, incubation 1 day, damage 1d3 Con and 1d3 Dex. The save DC is Charisma-based.

An afflicted humanoid who dies of ghoulish fever rises as a normal ghoul at the next midnight. A creature that becomes a ghoul in this way retains none of the abilities it possessed in life. It is not under the control of any other ghouls, but it hungers for the flesh of the living and behaves like other ghouls in all respects. A humanoid of 4 Hit Dice or more rises as a ghast, not a ghoul.

Grappling Tendrils (Ex): A grisl's internal organs have been transformed into animate tendrils. If the grisl begins its turn holding an opponent within a square it threatens with its bite, it may transfer the victim to its abdominal tendrils with a successful grapple check. Thereafter, the tendrils can hold the opponent, freeing up whatever appendage had been holding the creature previously. As long as the hold is maintained, the grisl automatically deals bite damage (including paralysis) to the held creature each round. If these tendrils only hold an opponent, the grisl is not considered grappled.

Special Qualities: Heightened scent, undead traits, +2 turn resistance

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

Abilities: Str 25, Dex 15, Con —, Int 13, Wis 14, Cha 16

Skills: Balance +6, Climb +12, Escape Artist +6, Hide +7, Jump +20, Listen +22, Move Silently +9, Search +5*, Survival +2*

Feats: Multiattack, Power Attack, Toughness

Environment: Any

Organization: Solitary, pair, gang (3-5), pack (2-4 plus 7-12 ghastrs), or contingent (2-5 plus 7-12 ghastrs and 20-40 ghouls)

Challenge Rating: 5

Treasure: Standard

Alignment: Always chaotic evil

Advancement: 8-14 HD (Large); 15-21 HD (Huge)

Level Adjustment: —

Improved Grab (Ex): To use this ability, a grisl must hit with its tongue 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 attempt to pull the victim to any position within its reach with an opposed Strength check.

Paralysis (Ex): Those hit by a grisl's bite, claw, or tongue attack must succeed on a DC 16 Fortitude save or be paralyzed for 1d4+1 rounds. The save DC is Charisma-based.

Spines (Ex): Any creature grappling a grisl takes 1d6 points of piercing damage each round.

Stench (Ex): The stink of death and corruption surrounding these creatures is overwhelming. Living creatures within 15 feet must succeed on a DC 16 Fortitude save or be sickened for 1d6+7 minutes. A creature that successfully saves cannot be affected again by the same grisl's stench for 24 hours. A *delay poison* or *neutralize poison* spell removes the effect from a sickened creature. Creatures with immunity to poison are unaffected, and creatures resistant to poison receive their normal bonus on their saving throws. The save DC is Charisma-based.

Heightened Scent (Ex): Grisls have the scent ability to a range of 90 feet, rather than the standard 30 feet. Within 30 feet, they can effectively "see" by means of scent, as if with the blindsight ability. Creatures that have no scent (such as incorporeal creatures or some constructs) cannot be "seen" by the grisl's sense of smell.

Skills: Grisls have a +8 racial bonus on Listen checks. *When tracking by scent, they have a +10 racial bonus on Survival checks. They also have a +8 racial bonus on Search checks if the search might be aided by superior olfactory senses (for instance, finding a secret door when a creature has recently passed through it).

Hollow Dead

Medium Undead

Hit Dice: 4d12 (26 hp)

Initiative: +4

Speed: 20 ft. (4 squares)

Armor Class: 15 (+5 natural), touch 10, flat-footed 15

Base Attack/Grapple: +2/+4

Attack: Claws +4 melee (1d4+2)

Full Attack: 2 claws +4 melee (1d4+2)

Space/Reach: 5 ft./5 ft.

Special Attacks: Despairing wail, energy drain, siphon memories

Special Qualities: Darkvision 60 ft., hollowness, undead traits

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

Abilities: Str 15, Dex 10, Con —, Int 8, Wis 11, Cha 14

Skills: Hide +6, Intimidate +2, Move Silently +6, Search +4, Sense Motive +4

Feats: Improved Initiative, Track

Environment: Any land and underground

Organization: Solitary or gang (2-8)

Challenge Rating: 5

Treasure: None

Alignment: Always chaotic evil

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

Level Adjustment: —

These tortured souls look like decaying corpses coated in a thick layer of dark ash. Their features are barely discernible, making it impossible to tell what race one belonged when it was alive. The despairing soul forms its body from the ash and dirt. Any wound inflicted reveals that, beneath that crust, there is actually nothing inside.

Combat

Misery loves company, and hollow dead follow suit by gathering into hunting packs. Their hunger does not make them desperate, and they can lie hidden waiting for prey to approach before springing their ambush. They attack the nearest creature and do not stop or disengage until it is dead or completely drained.

Despairing Wail (Su): A hollow dead can emit a wail as a standard action once per day. All living creatures within a 30-foot radius must succeed on a DC 14 Will save or take 1d4 points

of Wisdom damage. A creature that succeeds on its saving throw remains immune to that hollow dead's wail for 24 hours. This is a sonic, mind-affecting effect. The save DC is Charisma-based.

Energy Drain (Su): Living creatures hit by both of a hollow dead's claw attacks gain one negative level. A Fortitude save DC 14 removes a negative level. The save DC is Charisma-based.

Siphon Memories (Su): If a hollow dead hits a living creature with both claw attacks, it may absorb some of the victim's memories instead of dealing physical damage. A creature subject to this attack must succeed on a DC 14 Will save or take 1d4 points of Intelligence damage. The save DC is Charisma-based.

Hollowness (Ex): Hollow dead are easily crushed by blunt weapons, and take an extra 1d6 points of damage whenever they suffer bludgeoning damage.

Flora and Fauna

Clickit: Relatives of the common cricket, clickkits differ from their more prevalent cousin in one notable way: they are sensitive to magical energy. Clickkits only chirp whenever they are within thirty feet of a magical aura (such as from a spell or an object). Although the sound generated by both species seems identical to the untrained ear, the clickkit's chirp is slightly more staccato than the common cricket's. Because of its advantageous ability to detect magic, some intelligent forest races use them as sentries, mixing them with normal crickets to hide their presence. Because the difference between the two insects' appearance and sound is very slight, only a Survival check (DC 25) distinguishes the two species from one another.

Langsuyar

Medium Undead

Hit Dice: 6d12 (39 hp)

Initiative: +3

Speed: 30 ft. (6 squares), fly 60 ft. (perfect) (12 squares)

Armor Class: 13 (+3 Dex), touch 13, flat-footed 10

Base Attack/Grapple: +3/+5

Attack: Claw +5 melee (1d6+2)

Full Attack: 2 claws +5 melee (1d6+2)

Space/Reach: 5 ft./5 ft.

Special Attacks: Create spawn, devouring maw, improved grab, razor nails

Special Qualities: +4 turn resistance, alternate form, damage reduction 10/silver, darkvision 60 ft., fast healing 5, resistance to cold 20 and electricity 20, undead traits

Langsuyar appear as graceful, beautiful women who integrate themselves into society. Although they look like normal members of society, they are actually corporeal undead who thrive on eating babies. Some langsuyar hide their blood thirst and remain active in their community for years before succumbing to the hunger.

No one knows why langsuyar prefer the flesh and blood of babies, although some women speculate they are the ghosts of women who died in childbirth and seek revenge against that which killed them.

Combat

Langsuyar prefer to rely upon their good looks and magnetism to lull their adult victim's into a sense of security. Under cover of night, they fly cribside for a meal in the dark. When consumed with blood lust, a langsuyar will not hesitate to use its full host of attacks upon anyone who would stand in the way of its unholy meal.

Create Spawn (Su): Any infant humanoid or monstrous humanoid slain by a langsuyar's devouring maw attack rises as a pontianak (page 43) 1d4 days after burial. The pontianak is under the command of the langsuyar that created it and remains enslaved until its master's death.

Saves: Fort +2, Ref +5, Will +6

Abilities: Str 15, Dex 16, Con —, Int 14, Wis 12, Cha 17

Skills: Bluff +12, Diplomacy +14, Disguise +12 (+14 acting), Intimidate +5, Gather Information +12, Listen +12, Move Silently +10, Spot +5

Feats: Alertness^B, Dodge, Mobility, Spring Attack

Environment: Any land

Organization: Solitary or retinue (1 plus 2-5 pontianak)

Challenge Rating: 5

Treasure: Standard

Alignment: Always neutral evil

Advancement: 7-18 HD (Medium)

Level Adjustment: —

Devouring Maw (Su): A langsuyar can begin to devour its victim by making a successful grapple check, using the sharp-toothed maw at the nape of her neck. The langsuyar chews the victim's flesh, inflicting 1d6 points of damage and 1d4 points of Constitution drain with a successful grapple check.

Improved Grab (Ex): To use this ability, a langsuyar must hit with a claw 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 devour its victim.

Razor Nails (Ex): Wounds caused by a langsuyar's razor-sharp claw attacks bleed for 1 point of damage per round thereafter in addition to the normal damage dealt by the attack. Multiple wounds from claw attacks result in cumulative bleeding loss. The bleeding can be stopped only by a successful Heal check (DC 16) or the application of any cure spell or other healing spell (such as *heal*). The check DC is Charisma-based.

Alternate Form (Su): A langsuyar can assume the shape of a large owl as a standard action. This ability is similar to a *polymorph self* spell (caster level 12th).

Prismatic Archon

Small Outsider (Archon, Good, Extraplanar, Lawful)

Hit Dice: 4d8 (18 hp)

Initiative: +5

Speed: Fly 60 ft. (perfect) (12 squares)

Armor Class: 17 (+1 size, +1 Dex, +5 natural), touch 12, flat-footed 16

Base Attack/Grapple: +4/-5

Attack: Prismatic burst +6 ranged touch

Full Attack: Prismatic burst +6 ranged touch

Space/Reach: 5 ft./5 ft.

Special Attacks: Prismatic burst, spell-like abilities

Special Qualities: Aura of menace, damage reduction 10/evil and magic, darkvision 60 ft., immunity to electricity and petrification, magic circle against evil, teleport, tongues

Prismatic archons appear as small shimmering balls of light ranging from bright red to glowing violet. Easily confused with will-o'-wisps, they are in fact creatures of good and law. Prismatic archons often come to this plane as messengers or to help creatures on noble quests. Their bodies are gaseous globes, with little heft or weight. Each prismatic archon has a musical voice attuned to its color, so all green prismatic archons communicate in one note, while all red archons communicate in another and while the human ear cannot differentiate between them, other celestials can.

Saves: Fort +4 (+8 against poison), Ref +5, Will +4

Abilities: Str 1, Dex 13, Con 10, Int 8, Wis 11, Cha 11

Skills: Concentration +6, Diplomacy +9, Hide +11, Knowledge (the planes) +5, Move Silently +7, Listen +6, Sense Motive +6, Spot +6, Survival +0 (+2 other planes)

Feats: Ability Focus (prismatic burst), Improved Initiative

Environment: Any lawful good-aligned plane

Organization: Solitary, pair or squad (4-7)

Challenge Rating: 5

Treasure: None

Alignment: Always lawful good

Advancement: 5-8 HD (Small)

Level Adjustment: —

Combat

Prismatic Burst (Su): A prismatic archon's prismatic burst has a range of 30 feet and a save DC of 12. The save DCs are Charisma-based. Each prismatic archon has a different effect for its prismatic burst attack, depending on its color. See table below.

Spell-like Abilities (Sp): At will—*aid*, *detect evil*, *true seeing*. Caster level 4th.

Aura of Menace (Su): Will DC 12 negates.

Color	Effect
Red	The target takes 4d8 points of fire damage (Reflex half).
Orange	The target takes 4d8 points of acid damage (Reflex half).
Yellow	The target takes 4d8 points of electricity damage (Reflex half).
Green	The target is knocked unconscious for 1d6 hours. If the target succeeds on a Fortitude save, it instead takes 2d8 points of nonlethal damage.
Blue	The target takes 2d4 points of Dexterity damage, or 1 point of Dexterity damage if it succeeds on a Fortitude save. When the target reaches 0 Dexterity, it becomes petrified.
Indigo	The target is affected as if by the <i>confusion</i> spell for 1-6 hours (Will negates).
Violet	The target is teleported 1d10 *100 feet in a random direction (Will negates). Use a 1d8 to determine the direction, as if missing with a thrown weapon (see Combat section in the Player's Handbook). If the target would appear in an object, it instead appears next to the object and takes 4d8 points of damage (no saving throw).

Saamilri

Huge Animal

Hit Dice: 10d8+60 (105 hp)

Initiative: -1

Speed: 20 ft. (4 squares)

Armor Class: 16 (-2 size, -1 Dex, +9 natural), touch 7, flat-footed 16

Base Attack/Grapple: +7/+20

Attack: Bite +10 melee (2d8+7)

Full Attack: Bite +10 melee (2d8+7)

Space/Reach: 15 ft./10 ft.

Special Attacks: Gnash, improved grab

Special Qualities: Low-light vision, scent

Saves: Fort +13, Ref +6, Will+3

Abilities: Str 20, Dex 9, Con 22, Int 2, Wis 10, Cha 4

Skills: Listen +9, Spot +8

Feats: Alertness, Diehard, Endurance, Power Attack

Environment: Warm forest

Organization: Solitary or herd (2-9)

Challenge Rating: 5

Treasure: None

Alignment: Always neutral

Advancement: 11-20 HD (Huge)

Level Adjustment: —

Saamilri are large reptilian creatures about 20 feet long from tip to tail for a typical adult, with rounded snouts and thick, splayed legs. Their size, strength, stamina, even temper, and low center of gravity make them useful as military mounts and beasts of burden; their bellies barely hovering above the ground as they move. Two Medium humanoids can ride on a saamilri's back at any time. They are hardy enough to function well in any kind of environment and climate except the sub-arctic, and it is not at all unusual to see saamilri plodding through jungles and deserts alike.

Only three disadvantages prevent these creatures from ubiquitous service in armies all around the world. First, they are slow and not useful to armies looking to travel light and move quickly. They are also quite expensive to acquire; because they are so large and strong and because they occur naturally in impenetrable jungle and swamps, capturing them is a difficult proposition. They have never been bred in captivity. Saamilri are also expensive to maintain, since they require large amounts of forage.

Combat

Saamilri are incapable of performing a trample attack because they simply cannot move fast enough. Saamilri do not so much gallop as they do plod, otherwise all normal rules for mounted combat apply when using a saamilri as a mount.

Saamilri are placid by nature and are loathe to attack in combat unless they have first been attacked themselves, even when their riders plunge them into the midst of battle. If provoked into melee, however, they bite with their massive jaws.

Gnash (Ex): On a successful grapple check, a saamilri shakes the victim back and forth. This attack deals automatic bite damage each round until the victim breaks free, the saamilri is slain, or the victim dies.

Improved Grab (Ex): To use this ability, a saamilri must hit with its bite 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 gnash its opponent.

Flora and Fauna

Sugarglue: From the sticky sap of the maple tree, sugarglue is a grenadelike weapon that adheres to any object or surface that it hits. The alchemist brewing the concoction pours the viscous syrup onto the tree's moist, green leaves before tightly wrapping the mixture into a small bag. Easily grasped in one hand, sugarglue's range increment is 10 feet, and it is treated as a ranged touch attack. The substance quickly hardens on contact, making it difficult for armored creatures to move fluidly. As a result, any creature clad in armor with an armor check penalty worse than -2 suffers a -1 circumstance penalty to all attack rolls and a -2 circumstance penalty to Dexterity for the next 3d6 rounds. Sugarglue can be removed automatically, but removing it requires a standard action.

Steelhound

Medium Magical Beast

Hit Dice: 8d10+24 (68 hp)

Initiative: +4

Speed: 60 ft. (12 squares)

Armor Class: 21 (+4 Dex, +7 natural), touch 14, flat-footed 17

Base Attack/Grapple: +8/+11

Attack: Bite +12 melee (1d8+4)

Full Attack: Bite +12 melee (1d8+4)

Space/Reach: 5 ft/5 ft.

Special Attacks: —

Special Qualities: Charm canines, darkvision 60 ft., low-light vision, spell resistance 16, wild empathy

Saves: Fort +9, Ref +10, Will +2

Abilities: Str 16, Dex 18, Con 16, Int 8, Wis 11, Cha 12

Skills: Jump +15, Listen +4, Spot +4, Survival +3

Feats: Improved Natural Attack (bite), Track, Weapon Focus (bite)

Environment: Any land

Organization: Solitary, brace (2), or pack (3-6)

Challenge Rating: 5

Treasure: None

Alignment: Always lawful evil

Advancement: 9-16 HD (Medium); 17-24 HD (Large)

Level Adjustment: —

Steelhounds may have once been normal dogs, but it is clear they have been reshaped by divine will. Their fangs and claws are made from glittering steel, and their thick black fur is as tough as wire. Steelhounds were created by the same dark deity that created the hydranoids (page 144). As such, a brace of steelhounds often accompany a hydranoid to assist in carrying out their dark master's wishes.

When not accompanying hydranoids, a steelhound generally seeks to charm other canines, forming a pack with the steelhound as the alpha male. These packs patrol regions of importance to the steelhound's master, reporting any suspicious activity or other information their master may deem useful.

A steelhound stands 3 feet tall at the shoulder and weighs about 300 pounds. Steelhounds do not speak, but understand Infernal.

Combat

In combat, steelhounds first drive any companion canines that they may have recruited into combat in order to soften up opponents. If they have unreported information, they will use the canines to draw off or slow pursuit so that they can make their report. When under the command of more powerful beings, the steelhounds themselves are used in this role — to weaken opponents and delay or misguide pursuit.

Charm Canines (Su): Three times per day, a steelhound can charm a non-magical canine, causing the animal to view the steelhound as an alpha pack member. The canine must succeed at a DC 15 Will save to resist, or be beguiled for one week. This ability otherwise resembles the spell *charm animal* (including HD limitation on the number of creatures that can be affected at one time). The save DC is Charisma-based.

Wild Empathy (Ex): This power works like the druid's wild empathy class feature, except that a steelhound has a +6 racial bonus on the check.

Treelost Dryad

Medium Fey

Hit Dice: 6d6 (21 hp)

Initiative: +5

Speed: 30 ft. (6 squares)

Armor Class: 19 (+5 Dex, +4 natural), touch 15, flat-footed 14

Base Attack/Grapple: +3/+4

Attack: Claw +8 melee (1d4+1)

Full Attack: Claw +8 melee (1d4+1)

Space/Reach: 5 ft./5 ft.

Special Attacks: Wounding touch

Special Qualities: Damage reduction 5/cold iron, low-light vision, spell-like abilities, twisted empathy

Saves: Fort +2, Ref +10, Will +3

Abilities: Str 12, Dex 20, Con 11, Int 14, Wis 6, Cha 15

Skills: Climb +10, Escape Artist +14, Hide +16, Knowledge (nature) +13, Listen +7, Move Silently +16, Spot +7, Survival +7 (+9 aboveground), Use Rope +5 (+7 bindings)

Feats: Dodge, Stealthy, Weapon Finesse

Environment: Any forest

Organization: Solitary

Challenge Rating: 5

Treasure: Standard

Alignment: Always Chaotic Neutral

Advancement: 7-12 HD (Medium)

Level Adjustment: —

The treelost dryad looks like a typical dryad, and only closer inspection shows the deep scars and cracks in the treelost dryad's flesh. Wandering through the forest, the treelost dryad is searching endless for her companion tree to no avail. Long driven mad by this pursuit, the treelost dryad is a volatile and fearsome foe when pressed or when interrupted in her search for home.

Combat

Treelost dryads tend to avoid direct combat or even ignore the presence of others until the search for their home is interfered with, when they can lash out. Others seek to lure intruders into traps to find out if these foreigners were the ones who destroyed the local forest. No matter what, each treelost dryad behaves in accordance with her own particular form of insanity. Animals have a pronounced aversion to their presence, so the estranged fey find comfort with twisted creatures like themselves.

Wounding Touch (Su): The damage a treelost dryad deals with her touch, as well as her *inflict minor wounds* spell-like ability, causes a persistent wound. An injured creature loses 1

additional hit point each round. The wound does not heal naturally and resists healing spells. The continuing hit point loss can be stopped by a DC 16 Heal check, a *cure* spell, or a *heal* spell. However, a character attempting to cast a *cure* spell or a *heal* spell on a creature damaged by a treelost dryad's wounding touch must succeed on a DC 16 caster level check, or the spell has no effect on the injured character. A successful Heal check automatically stops the continuing hit point loss as well as restoring hit points. The check DC is Constitution-based and includes a +3 racial bonus.

Spell-Like Abilities: At will—*speak with plants*; 3/day—*charm person* (DC 13), *disguise self* (DC 13), *inflict minor wounds* (DC 12), *shatter* (DC 14); 2/day—*invisibility* (DC 14); 1/day—*poison* (DC 15). Caster level 6th. The save DCs are Charisma-based.

Twisted Empathy (Ex): This power works like the druid's wild empathy class feature, except that it works without penalty on aberrations, and with a -4 penalty on chaotic and/or evil magical beasts. It does not work on animals. A treelost dryad has a +6 racial bonus on the check.

Tulgorth

Large Plant

Hit Dice: 6d8+24 (51 hp)

Initiative: -1

Speed: 20 ft. (4 squares)

Armor Class: 15 (-1 size, -1 Dex, +7 natural), touch 8, flat-footed 15

Base Attack/Grapple: +4/+13

Attack: Slam +8 melee (1d8+5)

Full Attack: 2 slams +8 melee (1d8+5)

Space/Reach: 10 ft./10 ft.

Special Attacks: Spore cloud

Special Qualities: Damage reduction 5/piercing or slashing, low-light vision, plant traits, root to spot, vulnerability to fire

Tulgorths drain the earth of its nutrients and implant creatures with their seeds. An average tulgorth stands over 9 feet tall and weighs about 500 pounds. Its humanoid body is made of clumped earth and plant debris, usually green-brown in color and crawling with insects. Its eyes are large and black, and dozens of vine-like appendages sprout from its head and shoulders. Small fungal growths of various sizes and color bud across its back.

Tulgorths feed on the earth itself, driving their shoulder-vines into the ground and draining the life from nearby plants, leaving only circles of blackened earth. As a tulgorth drains the land, worms and insects often escape from the cracked soil, finding a new home in the tulgorth's body. As tulgorths mature and ingest more life, their colors become deeper and more vibrant.

Tulgorths propagate their species by transforming other creatures. Once fully mature (within about fifteen months), a tulgorth can expel a cloud of highly-infectious spores. Creatures who come in contact with these spores quickly absorb them. The resulting infection can cause severe skin irritation, shortness of breath, and nausea. After several weeks, the infected creatures begin sprouting brown, weed-like growths from their bodies. An infected creature dies if not treated at this point, and its corpse becomes the central body mass of a newborn tulgorth.

Tulgorths cannot speak, but they understand Common and Sylvan.

Combat

A tulgorth smashes at its opponents, releasing spores only when its own defeat seems imminent or when its enemies attempt to escape. When badly injured, a tulgorth roots itself to the ground in an effort to heal its wounds.

Spore Cloud (Ex): Once per week, a tulgorth can release a cloud of spores in a 10-foot cube directly in front of itself as a standard action.

Saves: Fort +9, Ref +1, Will +3

Abilities: Str 20, Dex 8, Con 19, Int 5, Wis 9, Cha 4

Skills: Hide +2*, Jump +1, Listen +2, Spot +2

Feats: Improved Bull Rush, Iron Will, Power Attack

Environment: Temperate and warm forests

Organization: Solitary

Challenge Rating: 5

Treasure: None

Alignment: Always neutral evil

Advancement: 7-12 HD (Large); 13-18 HD (Huge)

Level Adjustment: -

The spores become inert after 1 round in the air. Any creature within the spore cloud must succeed on a DC 17 Fortitude save or be infected with the tulgorth's transformative disease—Fortitude DC 17, incubation period 1d3 days, damage 1d4 Strength and 1d4 Constitution. The save DCs are Constitution-based.

If a diseased creature is not cured within 2d6 days of infection, it dies and becomes a tulgorth. Newborn tulgorths are statistically identical to mature tulgorths, but cannot create spore clouds.

Root to Spot (Ex): A tulgorth can root itself to the ground and begin feeding on plants in a 30-foot radius as a standard action. After 1 hour of feeding, small plants (such as grass, small flowers, and weeds) brown and die. After 2 hours, larger plants, such as shrubs and vines, die. After 3 hours, the tulgorth drains all life from small trees, and after 4 hours, all plant life in the area dies and the larger region is affected as by the stunting effect of a *diminish plants* spell. Plant creatures (other than the tulgorth) in contact with the ground during this time suffer 1d3 points of damage per round.

Tulgorths also take root when outnumbered or otherwise threatened. A rooted tulgorth gains a +2 bonus to Strength, a +4 bonus to Constitution, and fast healing 1. A rooted tulgorth cannot move from its spot (although it can otherwise act normally) and must take a move action to uproot itself.

Skills: Tulgorths have a +4 racial bonus on Hide checks. *In forested or overgrown areas, this bonus improves to +16.

Tulgorth Mushrooms: The small mushrooms that grow from a tulgorth's back are each worth 150 gp on the black market and produce hallucinogenic effects when crushed into powder and smoked. Eating a tulgorth's mushrooms raw can be deadly, threatening severe muscular spasms and brain damage (poison; ingested DC 17, initial damage 1d6 Constitution, secondary damage 2d6 Intelligence). A single tulgorth has 2d6 salable mushrooms.

Vyala

Medium Magical Beast

Hit Dice: 6d10+12 (45 hp)

Initiative: +7

Speed: 40 ft. (8 squares)

Armor Class: 16 (+3 Dex, +3 natural), touch 13, flat-footed 13

Base Attack/Grapple: +6/+10

Attack: Claw +10 melee (2d6+4)

Full Attack: 2 claws +10 melee (2d6+4) and bite +5 melee (1d8+2)

Space/Reach: 5 ft./5 ft.

Special Attacks: Improved grab, psi-like abilities, psychic pounce, rake 2d6+2, sonic blast

Special Qualities: Blindsense 100 ft., darkvision 60 ft., immunity to sonic, low-light vision

Saves: Fort +7, Ref +8, Will +3

Abilities: Str 19, Dex 16, Con 15, Int 14, Wis 13, Cha 10

Skills: Hide +11*, Jump +8, Knowledge (nature) +3, Listen +10, Move Silently +12, Spot +10

Feats: Dodge, Improved Initiative, Psionic Dodge

Environment: Temperate and warm forest

Organization: Solitary or pair

Challenge Rating: 5

Treasure: None

Alignment: Always neutral

Advancement: 7-12 HD (Medium); 13-18 HD (Large)

Level Adjustment: —

Vyala is an intelligent breed of big cat that stalks the jungles. Its black-striped green coat helps the vyala blend in with its lush, verdant environment. They are solitary by nature, and it is rumored that vyala can speak.

Combat

A vyala attacks only when hunting or when provoked. It prefers to use a combination of psionic and physical attacks to bring down its prey.

Improved Grab (Ex): To use this ability, a vyala must hit with its bite 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 rake.

Psi-Like Abilities: At will—*control sound*, *catfall* (treat fall as 120 ft. shorter*); 3/day—*control air* (up to 60 miles/hour), *energy cone* (sonic only, 12d6-6 damage, DC 16*), *hypercognition*, *inertial armor* (+9 armor bonus*), *mass cloud mind* (DC 16), *psionic true seeing*; 1/day—*inflict pain* (5 targets, DC 16*). Manifestor level 12th. Save DCs are Charisma-based.

*Includes augmentations for the vyala's manifestor level.

Psychic Pounce (Ex): If a vyala charges a foe or manifests any of its psionic abilities, it can make a full attack, including two rake attacks.

Rake (Ex): Attack bonus +10 melee, damage 2d6+2.

Sonic Blast (Ex): As a full-round action, once every 1d4 rounds, a vyala can emit a powerful cone of sonic energy. It can vary the size of the cone from 10 feet to 75 feet. Each living creature in the area must succeed on a DC 15 Reflex save or take 5d10 points of sonic damage. The save DC is Constitution-based.

Blindsense (Ex): A vyala notices and locates creatures it cannot see by sonar. Such opponents still have 100% concealment against it.

Skills: *Because of the coloration of its fur, a vyala has a +10 racial bonus on Hide checks in forested areas and in dark or low-light conditions.

Wood Giant

Large Giant (Shapechanger)

Hit Dice: 7d8+21 (52 hp)

Initiative: +3

Speed: 40 ft. (8 squares)

Armor Class: 18 (-1 size, +3 Dex, +4 natural, +2 leather), touch 12, flat-footed 15

Base Attack/Grapple: +5/+14

Attack: Greatsword +9 melee (3d6+7/19-20) or composite longbow (+5 Str bonus) +8 ranged (2d6+5/x3)

Full Attack: Greatsword +9 melee (3d6+7/19-20) or composite longbow (+5 Str bonus) +8 ranged (2d6+5/x3)

Space/Reach: 10 ft./10 ft.

Special Attacks: –

Special Qualities: Change shape, darkvision 60 ft., low-light vision, resistant to enchantment

A wood giant looks like an elf, only it stands nearly 9 feet tall. Its skin is brownish-green, and it is bald. Its clothing is a mix of green and brown, blending into the surrounding forest. They typically carry a greatsword, and a huge bow on their back.

Wood giants are peaceful, good-natured giants found in the forested areas of the world. Wood giants have large heads and prominent jaws; their elf-like ears sit high on their long, oval heads. Most wood giants (particularly males) are bald. Their skin is usually brownish-green. Wood giants dress in greens or browns and prefer neutral colors to the bright or dull colors of other races.

The average wood giant stands 9 feet tall, weighs 900 pounds, and resembles a large wood elf. Wood giants speak Giant and Common. The favored class of the wood giant is ranger.

Bloodsuckle

Large Plant

Hit Dice: 8d8+32 (68 hp)

Initiative: +0

Speed: 0 ft. (immobile)

Armor Class: 17 (-1 size, +8 natural), touch 9, flat-footed 17

Base Attack/Grapple: +6/+13

Attack: Tendril +9 melee (1d4+3 plus create host) or limb rake +8 melee (1d6+3)

Full Attack: 2 tendrils +9 melee (1d4+3 plus create host) or 4 limb rakes +8 melee (1d6+3)

Space/Reach: 10 ft./10 ft. (30 ft. with tendril)

Special Attacks: Blood drain, create host, improved grab, seed, summon host

Special Qualities: Blindsight 30 ft. host sense, plant traits

Saves: Fort +8, Ref +5, Will +4 (+6 vs. enchantments)

Abilities: Str 21, Dex 16, Con 17, Int 14, Wis 14, Cha 12

Skills: Hide +11*, Jump +19, Move Silently +15*, Spot +12

Feats: Power Attack, Stealthy, Weapon Focus (longbow)

Environment: Temperate and warm forests

Organization: Solitary, gang (2-5), clan (6-9 plus 35% noncombatants), trading party (2-5 plus 2-4 wood elves), or hunting party (2-5 plus 2-4 wood elves and 1-4 dire wolves)

Challenge Rating: 5

Treasure: Standard

Alignment: Usually chaotic good

Advancement: By character class

Level Adjustment: +4

Combat

Wood giants usually attack from ambush, hiding in dense undergrowth and firing at their prey with their bows before closing to melee with their greatswords.

Change Shape (Su): A wood giant can assume the shape of any Small, Medium, or Large humanoid. A wood giant can remain in its humanoid form until it chooses to assume a new one. A change in form cannot be dispelled, but a wood giant reverts to its natural form when killed. A *true seeing* spell or ability reveals its natural form.

Resistant to Enchantment (Ex): Wood giants receive a +2 racial bonus to Will saves against Enchantment spells or effects.

Skills: *Wood giants receive a +4 racial bonus to Hide and Move Silently checks when in forested areas.

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

Abilities: Str 16, Dex 10, Con 18, Int 6, Wis 11, Cha 11

Skills: Listen +6, Spot +5

Feats: Iron Will, Lightning Reflexes, Weapon Focus (tendril)

Environment: Temperate forests

Organization: Solitary or cadre (bloodsuckle plus 4-7 hosts)

Challenge Rating: 6

Treasure: 50% standard

Alignment: Always neutral

Advancement: 9-16 HD (Large); 17-24 HD (Huge)

Level Adjustment: —

The bloodsuckle is a nightmarish plant consisting of a bulbous root and several vine-like tendrils, each ending in hollow needle-like points. Woody limbs as thick as a human's leg sprout from the trunk. Its leaves are a vile green color and constantly drip a sticky, foul-smelling sap.

Bloodsuckles are semi-intelligent and immobile plants that gain nourishment from the blood of living creatures. Unlike other carnivorous plants, the bloodsuckle maintains a group of living hosts that it gorges itself on. Bloodsuckles are found in forests, swamps, and rolling hills in climates where the temperate is mild. They are never found in cold climates, but a variety of this plant is thought to exist in warmer regions.

A typical bloodsuckle is about 15 feet in diameter and weighs 600 pounds.

Combat

When a bloodsuckle detects movement within 30 feet, it sends out its long, vine-like tendrils towards the disturbance. If the tendril strikes a living target, it injects sap into the victim which brings it under the plant's control. A bloodsuckle can automatically detect the presence of one of its hosts within 30 feet, and does not attack it. Rather, it lets the host draw close so it can embrace it with its tendrils and consume its blood.

Creatures that are not hosts of the bloodsuckle that come within 10 feet are attacked by its woody limbs.

Blood Drain (Ex): A bloodsuckle that grapples a foe can drain blood, dealing 1d4 points of Constitution damage each round the hold is maintained. Once it has dealt 8 points of Constitution damage, it releases the victim so it can continue to rely on it as a food source. Bloodsuckles never kill those they have transformed into hosts (see below) unless they are extremely hungry.

Create Host (Ex): A bloodsuckle that strikes a living target with a tendril injects a special sap into the victim that disrupts the synapses in the victim's brain and transforms it into a host if it fails a DC 18 Will save. This acts as a *dominate monster* spell (caster level 8th) with no duration. Creatures with

immunity to poison are unaffected, and creatures resistant to poison receive their normal bonus on their saving throw. The save DC is Constitution-based.

A victim that fails its Will save becomes a host for the bloodsuckle and returns to the plant whenever it calls. A host is normally only used by the bloodsuckle for feeding purposes, but if the plant comes under attack, it may summon its hosts to defend it. A host with an Intelligence score of 3 or higher that is commanded to act in a manner inconsistent with its alignment (such as attacking allies) is allowed another Will save (same DC) with a +4 bonus to break the effects of the bloodsuckle's control.

Improved Grab (Ex): To use this ability, a bloodsuckle must hit a creature of any size with a tendril 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 drain blood.

Seed (Ex): Once per month, a bloodsuckle can generate a walnut-sized seed that it implants in a host's body. The host wanders off, and 1d4 days later, the seed breaks open, growing a new bloodsuckle inside the host. Each day a host remains implanted with this seed, it takes 1d4 points of Constitution damage. At Constitution 0, the host dies and a new bloodsuckle erupts from the corpse and takes root. A *remove disease* spell destroys the seedling as do spells such as *limited wish*, *wish*, or *miracle*.

Summon Host (Ex): A bloodsuckle can generate a high-pitched whine that only its host can hear. A host that hears this call proceeds immediately at its highest rate of speed and in the most direct route toward the plant. So long as the bloodsuckle and its host are on the same plane of existence, the host hears and answers the call. Usually, a bloodsuckle only calls its host when it becomes hungry for blood—about once every three days.

Blindsight (Ex): A bloodsuckle has no visual organs but can ascertain all foes within 30 feet using sound, scent, and vibration.

Host Sense (Ex): A bloodsuckle automatically senses the location of any of its hosts to a range of 100 feet.

Flora and Fauna

Fright Owl: At first glance, a fright owl looks similar to many species of woods owl. Like most owls, they are stealthy predators, but they have developed a unique method to flush out their prey. Again, like most predators, the fright owl's vision easily picks up movement, but prey who have frozen in place or sought cover are hard to discern. The fright owl uses its terrifying hoot as its main hunting mechanism. Any creature failing a will save (DC 14) suffers the effect of a cause fear spell. Fright owls are magically dependent animals (they cannot hunt successfully enough without using their hoot—they eventually suffer a slow death of starvation) that need magic, air, water and food to survive. They are common in any forest, but some fright owls are similar to ground owls and are found on the plains.

Cropping Squid, Male

Huge Magical Beast

Hit Dice: 12d10-12 (54 hp)

Initiative: +5

Speed: Fly 80 ft. (average) (16 squares)

Armor Class: 13 (-2 size, +5 Dex), touch 13, flat-footed 8

Base Attack/Grapple: +12/+25

Attack: Tentacle slashes +15 melee (1d6+5/19-20)

Full Attack: 10 tentacle slashes +15 melee (1d6+5/19-20)

Space/Reach: 15 ft./10 ft. (40 ft. with tentacles)

Special Attacks: Constrict 1d6+7, improved grab

Special Qualities: Darkvision 60 ft., float, jet, low-light vision

Saves: Fort +7, Ref +13, Will +5

Abilities: Str 20, Dex 20, Con 9, Int 3, Wis 12, Cha 5

Skills: Listen +8, Spot +8, Survival +6

Feats: Alertness, Combat Reflexes, Flyby Attack, Improved Critical (tentacle slash), Wingover

Environment: Any land

Organization: Solitary or mated pair

Challenge Rating: 6

Treasure: None

Alignment: Always neutral

Advancement: 13-24 HD (Huge)

Level Adjustment: —

The cropping squid is a land squid that hovers on sacs of air. Their bulbous bodies and 10 tentacles are a harrowing site on the ground. The most common sighted cropping squid is the male cropping squid, usually colored bluish-green. They are apt fighters with their tentacles and periodically clear large tracks of land, cropping vegetation to create a pattern in the landscape. Scholars suspect this has something to do with the mating rituals of the cropping squid, but communities in the wilderness sometimes use the male cropping squid to clear large tracks of forest for tilling, or even for harvesting their fields in autumn.

Unlike the female cropping squid, the male cropping squid is quite docile and isn't prone to eating humanoids and medium-sized creatures.

Combat

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

Float (Ex): A cropping squid can fly at a speed of 80 feet per round and has a permanent *feather fall* effect (as the spell) with personal range.

Improved Grab (Ex): To use this ability, a cropping squid must hit 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.

Jet (Ex): A cropping squid can jet directly upward once per round as a full-round action, at a speed of 60 feet. It must move in a straight line but does not provoke attacks of opportunity while jetting.

Flora and Fauna

Spriggan Tree: The spriggan tree (also known as the lung tree) is the largest plant in most fantasy worlds. Growing to a truly gargantuan 800 feet tall with a base circumference of more than 300 feet, the spriggan tree gets its name from its unusual growth cycle. For half of its long life (over 350 years) it grows up and for the remaining half it shrinks. At mid-growth, when the tree is at its tallest, it is often used as a nest by large flying predators. The tree's acorns are jug sized and edible although not very tasty and you had best hope it doesn't land on your head when it falls. A single mid-growth spriggan tree can provide weeks worth of work for lumbermen and on the rare occasions when a mid-growth tree falls, a large swath of the forest is taken with it, creating a bounty for successional activity. Spriggan Trees are magically dependent trees that need magic, water, air, soil, and sunlight to survive. They are only found in tropical or temperate rain forests.

Crystal Reflector

Medium Magical Beast

Hit Dice: 5d10+5 (32 hp)

Initiative: +2

Speed: 40 ft. (8 squares)

Armor Class: 17 (+2 Dex, +5 natural), touch 12, flat-footed 15

Base Attack/Grapple: +5/+5

Attack: Claw +5 melee (1d6)

Full Attack: 2 claws +5 melee (1d6)

Space/Reach: 5 ft./5 ft.

Special Attacks: Harness light

Special Qualities: Blindsense 120 ft., deflect, darkvision 60 ft., low-light vision

Saves: Fort +5, Ref +6, Will +3

Abilities: Str 11, Dex 14, Con 12, Int 3, Wis 10, Cha 12

Skills: Hide +3, Jump +7, Listen +2, Spot +2

Feats: Ability Focus (harness light), Iron Will

Environment: Warm forests

Organization: Solitary or pack (3-6)

Challenge Rating: 6

Treasure: No coins; double goods (gems only); no items

Alignment: Always neutral

Advancement: 6-10 HD (Medium); 11-15 HD (Large)

Level Adjustment: –

Crystal reflectors are bipedal creatures with the ability to harness and channel sunlight. A crystal reflector has a reptilian body with mauve skin, forelimbs ending in crystal claws, and thick legs. A tough, yellow-brown carapace covers its back, pierced by dozens of translucent crystals. It stands about 4 feet tall and stretches 6 feet long from its narrow head to the tip of its lithe tail. Most crystal reflectors weigh just under 400 pounds, and despite their clumsy appearance are agile and swift.

Crystal reflectors thrive in warm, subtropical climates, absorbing sunlight through their crystals and using the energy to feed themselves. They need no sustenance besides natural light and must absorb light every day to maintain their strength. When threatened, instead of relying on physical strength, crystal reflectors channel their absorbed energy into beams of pure, white light to stun or burn their foes.

Crystal reflectors are a favored prey of kei-ehri (page 132), but have few other natural enemies. Most creatures find them unfulfilling meals, as large portions of their bodies begin breaking down after death as the energy within them wanes.

After its death, a crystal reflector's meat and organs soon turn to ash. However, its bones and crystals can serve several uses. A crystal reflector's 2d4 largest ribs function as sunrods, and 1d2 of its largest crystals can be used to empower (as the metamagic feat) any spell with the light descriptor when used as a material component (the crystal is consumed in the casting). Finally, one of the same crystals can be used to create a *gem of brightness* for 3/4 the normal base price. All other creation requirements remain the same.

Combat

Rarely aggressive, crystal reflectors prefer to defend themselves from a distance with their harness light ability. They have no qualms about running from combat but are far more likely to stand their ground when outdoors and in sunlight.

A crystal reflector's natural weapons are treated as magic weapons for the purpose of overcoming damage reduction.

Harness Light (Su): A crystal reflector channels light through its body, producing a variety of effects. It stores enough energy to produce effects identical to the spells *daylight* (targets the crystal reflector), *searing light*, *sunbeam*, and *sunburst* (centered on the reflector, which takes no damage) each twice per day (caster level 12th; save DC 15). The save DC is Constitution-based and includes the crystal reflector's Ability Focus feat.

When in direct sunlight (but not a *daylight* spell), a crystal reflector can use one of these abilities every other round, and they are treated as enlarged and empowered (as the metamagic feats).

Blindsense (Ex): A crystal reflector can "see" by emitting and receiving high-frequency sounds from its crystals. These sounds are inaudible to most creatures and allow crystal reflectors to pinpoint objects and creatures within 120 feet. Opponents still have total concealment against a crystal reflector unless it can actually see them. A crystal reflector whose sense of hearing is impaired (by deafness, a *silence* spell, or another effect) is forced to rely on its normal vision.

Deflect (Ex): The crystals that stud a crystal reflector's body can deflect rays, lines, and magic missiles. All such attacks targeting a crystal reflector have a 25% chance of being harmlessly deflected aside.

Grig Swarm

Tiny Fey (Swarm)

Hit Dice: 9d6+9 (40 hp)

Initiative: +4

Speed: 20 ft. (4 squares), fly 40 ft. (poor)

Armor Class: 16 (+2 size, +4 Dex), touch 16, flat-footed 12

Base Attack/Grapple: +4/—

Attack: Swarm (2d6)

Full Attack: Swarm (2d6)

Space/Reach: 10 ft/0 ft

Special Attacks: Distraction, fiddle, spell-like abilities

Special Qualities: Damage reduction 5/cold iron, half damage from slashing and piercing, low-light vision, spell resistance 17, swarm traits

Saves: Fort +6, Ref +10, Will +7

Abilities: Str 5, Dex 18, Con 13, Int 10, Wis 13, Cha 14

Skills: Craft (any one) +9, Escape Artist +13, Hide +13, Jump +9, Listen +10, Move Silently +13*, Perform (string instruments) +11, Search +5, Spot +10, Use Rope +4 (+6 with bindings), Survival +1 (+3 following tracks)

Feats: Dodge, Great Fortitude, Mobility, Weapon Finesse

Environment: Temperate forests

Organization: Solitary, tangle (2-4 swarms), or cyclone (5-10 swarms)

Challenge Rating: 6

Treasure: None

Alignment: Always neutral good

Advancement: —

Level Adjustment: —

A grig swarm is a large mass of flying grigs (see the *Monster Manual*). Normally grigs don't gather into groups larger than 80 or so creatures. But sometimes when several tribes come together, they join as a grig swarm.

The individual grigs that make up the swarm have light blue skin, forest-green hair, and brown hairy legs, and usually wear tunics or brightly color vests with buttons made from tiny gems. A grig stands 1-1/2 feet tall and weighs about 1 pound. Grigs speak Sylvan. Some also speak Common.

Combat

A grig swarm normally attacks by surrounding and enveloping its opponents. Before closing to melee range, a swarm uses its *entangle* ability to bind its foes. If facing destruction, a swarm often turns *invisible* and flees.

A grig swarm deals 2d6 points of damage to any creature whose space it occupies at the end of its move.

Distraction (Ex): Any living creature that begins its turn with a grig swarm in its space must succeed on a DC 15 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Spell-Like Abilities: 3/day—*disguise self*, *entangle* (DC 13), *invisibility* (self only), *pyrotechnics* (DC 14), *ventriloquism* (DC 13). Caster level 9th. The save DCs are Charisma-based.

Fiddle (Su): The grigs that make up a grig swarm carry tiny, grig-sized fiddles. When the fiddlers play, any non-sprite within 30 feet of the instruments must make a successful DC 16 Will save or be affected as though by *irresistible dance* for as long as the playing continues. The save DC is Charisma-based.

Skills: Grig swarms have a +8 racial bonus on Jump checks. *They also have a +5 racial bonus on Move Silently checks in a forest setting.

Flora and Fauna

Coffee: Coffee comes from one of three main trees: the Arabian, the Liberian, and the Congo coffee trees. They group up to 30-50 feet tall, and the fruits are at first green but become bright red and finally purple. These fruits are husked to reveal the beans that are ground to produce coffee. Climate/Terrain: Temperate forests. Value: 10gp/lbs.

Hangman Tree

Huge Plant

Hit Dice: 6d8+30 (57 hp)

Initiative: +2

Speed: 0 ft. (see text)

Armor Class: 17 (-2 size, -2 Dex, +11 natural), touch 6, flat-footed 17

Base Attack/Grapple: +4/+20

Attack: Vine +10 melee (1d6+8)

Full Attack: 3 vines +10 melee (1d6+8)

Space/Reach: 15 ft./15 ft.

Special Attacks: Constrict 1d6+8, improved grab, swallow whole

Special Qualities: Blindsight 30 ft., hallucinatory spores, plant traits, spell resistance 12, susceptible to cold and darkness, vulnerability to electricity and fire

Saves: Fort +12, Ref +0, Will +4

Abilities: Str 27, Dex 6, Con 20, Int 8, Wis 10, Cha 10

Skills: Hide -1*

Feats: Great Fortitude, Improved Initiative, Iron Will

Environment: Any forests

Organization: Solitary

Challenge Rating: 6

Treasure: 50% standard

Alignment: Usually neutral evil

Advancement: 7-12 HD (Huge); 13-18 HD (Gargantuan)

Level Adjustment: -

The hangman tree resembles a thick oak tree with very few leaves and branches. Close inspection reveals a scar-like marking on the lower part of the trunk (this is where undigested creatures or gear is expelled after digestion). Hidden among the hangman tree's branches and leaves are its rope-like appendages that it uses to trap its prey. Hangman trees can speak broken Common.

A hangman tree is over 30 feet tall, with a 2 foot diameter trunk. It weighs about 4 tons.

Combat

The hangman tree attacks by dropping its noose-like appendages around prey and yanking victims upwards. Trapped prey is held until it dies or is dropped into the hangman's trunk where it is digested.

Constrict (Ex): On a successful grapple check, a hangman tree deals 1d6+8 points of damage. Because it seizes its victims by the neck, a creature in the hangman tree's grasp cannot speak or cast spells with verbal components.

Improved Grab (Ex): To use this ability, a hangman tree must hit a Large or smaller opponent with a vine 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 can constrict and try to swallow the foe the following round. A single attack with a slashing weapon that deals at least 10 points of damage severs a vine (AC 15).

Swallow Whole (Ex): A hangman tree can try to swallow a grabbed opponent of up to one size smaller by making a successful grapple check. The swallowed creature takes 1d6+4 points of bludgeoning damage and 2d6 points of acid damage per round from the hangman tree's interior. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 25 points of damage to the interior (AC 20). Once the creature exits, contraction closes the hole; another swallowed creature must cut its own way out. A Huge hangman tree's interior can hold 1 Large, 2 Medium, 4 Small, 8 Tiny, 16 Diminutive, or 32 Fine opponents.

Blindsight (Ex): Hangman trees have no visual organs but can ascertain all foes within 30 feet using sound, scent, and vibration.

Hallucinatory Spores (Ex): A hangman tree can release a cloud of hallucinatory spores that causes all creatures within 50 feet to make a DC 18 Will save or believe the tree to be of some ordinary sort. A creature affected has no interest in attacking the hangman tree for 3d6 minutes, unless the hangman tree attacks first. The save DC is Constitution-based.

Susceptible to Cold and Darkness (Ex): A magical attack that deals cold damage paralyzes the hangman tree for 1 round per caster level. Darkness (magical or mundane) slows a hangman tree (as the *slow* spell) for as long as it remains within the darkness, with no saving throw.

Skills: A hangman tree has a +16 racial bonus on Hide checks made in forested areas.

Hell Moth

Large Aberration

Hit Dice: 9d8+27 (67 hp)

Initiative: +7

Speed: 10 ft. (8 squares), fly 40 ft. (average)

Armor Class: 19 (-1 size, +3 Dex, +7 natural), touch 12, flat-footed 16

Base Attack/Grapple: +6/+15

Attack: Bite +10 melee (1d6+7)

Full Attack: Bite +10 melee (1d6+7)

Space/Reach: 10 ft./5 ft.

Special Attacks: Engulf, immolation

Special Qualities: Darkvision 60 ft., resistance to fire 30, scent

Saves: Fort +6, Ref +6, Will +7

A hell moth looks like a giant moth with spiraling bands of red and black on its gray body. It has large, thin, reddish wings. Otherwise it resembles a large moth with an 8-foot wing-span. The hell moth attacks living creatures that wander too close to its lair. It is thought to have come from another plane, although sages are not quite sure of its exact origin.

A hell moth is about 6 feet long, with an 8-foot wingspan, and weighs around 100 pounds. They do not speak, nor do they seem to understand any languages.

Combat

Hell moths wait for their prey to pass nearby before attacking. If facing multiple opponents, they attempt to bite and usually do not employ their engulfing ability. Multiple hell moths work in concert with one another against opponents. When a hell moth has successfully engulfed a foe, it sets its own body on fire in a display of self-immolation that consumes both it and its engulfed opponent.

Mawtree

Huge Plant

Hit Dice: 20d8+60 (150 hp)

Initiative: -3

Speed: 0 ft.

Armor Class: 25 (-2 size, -3 Dex, +20 natural), touch 5, flat-footed 25

Base Attack/Grapple: +15/—

Attack: —

Full Attack: —

Space/Reach: 15 ft./0 ft.

Special Attacks: Swallow whole

Special Qualities: Damage reduction 10/slashing, low-light vision, plant traits, vulnerability to fire

Abilities: Str 21, Dex 16, Con 17, Int 6, Wis 12, Cha 10

Skills: Hide +1, Jump -7, Listen +9, Move Silently +13, Spot +9

Feats: Ability Focus (immolation), Alertness, Improved Initiative, Stealthy

Environment: Any forests and underground

Organization: Solitary or flock (3-6)

Challenge Rating: 6

Treasure: None

Alignment: Always neutral (evil tendencies)

Advancement: 10-18 HD (Large); 19-27 HD (Huge)

Level Adjustment: —

Engulf (Ex): A hell moth can try to wrap a Medium or smaller creature in its body as a standard action. The hell moth attempts a grapple that does not provoke attacks of opportunity. If it gets a hold, it bites the engulfed victim with a +4 attack bonus. Attacks that hit an engulfing hell moth deal half their damage to the monster and half to the trapped victim.

Immolation (Su): After a hell moth has successfully grappled an opponent, it explodes its body in a hellish ball of fire that deals 6d10 points of fire damage to itself and its opponent (reduce the damage dealt to the hell moth by its fire resistance). It can use this ability once every 3 hours (providing it survives). All those within 10 feet of the hell moth (including the engulfed victim) when it uses this ability must succeed on a DC 19 Reflex save or take 1d8 points of fire damage as clothes and combustibles ignite. The damage continues for another 1d4+4 rounds after the hell moth uses this ability or until the fire is extinguished. The save DC is Constitution-based.

Skills: Hell moths have a +4 racial bonus on Listen and Spot checks.

Saves: Fort +15, Ref +3, Will +3

Abilities: Str 24, Dex 4, Con 16, Int —, Wis 4, Cha 1

Skills: —

Feats: —

Environment: Any forest

Organization: Solitary or grove (5-12)

Challenge Rating: 6

Treasure: Standard

Alignment: Always neutral

Advancement: 21-40 HD (Huge); 41-60 HD (Gargantuan)

Level Adjustment: —

Mawtrees are large old majestic trees who eat flesh. Mawtrees often appear as normal oak, maple, walnut, or other deciduous trees, although their hollows are deadly for all living creatures that wander inside.

Combat

When a creature enters the hollow of a mawtree trunk, which is usually at or near ground level, tiny changes in the water pressure of the wood and in surface roots cause the bole walls to expand rapidly until the opening has swollen so tight that it doesn't allow for the passage of water or air, trapping the creature inside. The wood inside the trunk continues to distend, crushing the occupant to a bloody paste, just as a thick acidic sap fills the chamber to digest the prey.

Swallow Whole (Ex): When a creature at least two size categories smaller than the mawtree enters

the hollow of a tree's trunk, the mawtree can attempt to start a grapple as a free action without provoking an attack of opportunity. No initial touch attack is required. If it wins the grapple check, the mawtree swallows its prey and seals shut.

On the following round, the trap chamber immediately begins to fill with an acidic sap. After 4 rounds of being swallowed, the chamber is full of acid, and living creatures are at risk of drowning. A swallowed creature takes 3d4 points of crushing damage plus 2d4 points of acid damage per round. A swallowed creature is pinned and cannot cut its own way out of the tree. Creatures on the outside of the mawtree can create a hole large enough to extract a single swallowed creature by dealing 30 points of damage to one spot on the tree. Making such a breach in the trunk releases a spray of acid that deals 2d4 points of damage to creatures outside of the tree within 10 feet.

Mihstu

Medium Elemental (Air, Extraplanar)

Hit Dice: 8d8+16 (52 hp)

Initiative: +10

Speed: 20 ft. (4 squares), fly 20 ft. (good)

Armor Class: 22 (+6 Dex, +6 natural), touch 16, flat-footed 16

Base Attack/Grapple: +6/+7

Attack: Tentacle +12 melee (1d6+1)

Full Attack: 4 tentacles +12 melee (1d6+1)

Space/Reach: 5 ft./5 ft.

Special Attacks: Constitution damage, engulf

Special Qualities: Damage reduction 5/-, darkvision 60 ft., elemental traits, immunity to electricity, resistant to ranged attacks, spell resistance 13, susceptible to cold

Saves: Fort +4, Ref +12, Will +4

Abilities: Str 12, Dex 22, Con 14, Int 14, Wis 14, Cha 13

Skills: Hide +15, Jump -5, Listen +14, Move Silently +15, Search +12, Spot +14, Survival +2 (+4 following tracks)

Feats: Combat Reflexes, Dodge^B, Improved Initiative, Mobility, Weapon Finesse^B

Environment: Elemental Plane of Air

Organization: Solitary

Challenge Rating: 6

Treasure: Standard

Alignment: Always neutral evil

Advancement: 9-16 HD (Medium); 17-24 HD (Large)

Level Adjustment: -

Mihstus are semi-solid creatures from the Elemental Plane of Air. They are found in cool, damp, dark areas such as ruins, dank forests, dungeons, and underground caves and caverns. The mihstu can shape its body at will and almost always appears on the Material Plane as a cloud of swirling vapor. It can seep through small cracks and openings.

A typical mihstu is 8 feet tall and weighs 2 pounds. Mihstus speak Auran, though they rarely choose to do so. Its voice sounds like the hiss of air escaping through a small hole.

Combat

When threatened, a mihstu forms four tentacles from its body. Each tentacle ends in a razor-sharp, barb-like talon. It lashes at its opponents using these tentacles. The mihstu can also engulf an opponent in its misty form.

Constitution Damage (Su): A mihstu deals 1d2 points of Constitution damage to an engulfed opponent each round the hold is maintained.

Engulf (Ex): A mihstu can try to wrap a Medium or smaller creature in its body as a standard action. The mihstu attempts to start a grapple without provoking attacks of opportunity. If it wins the grapple check, it establishes a hold. The victim automatically takes Constitution damage each round the hold is maintained. The mihstu can slash the victim with its tentacles with a +4 bonus on attack rolls. It can still use its tentacles to strike other opponents if it desires.

Resistant to Ranged Attacks (Ex): Ranged attacks, including spells that target the mihstu directly (including *magic missile* and other spells that normally strike unneringly) suffer a 50% miss chance, due to the mihstu's misty form. This is not concealment, so *true seeing* and similar effects do not negate this miss chance.

Susceptible to Cold (Ex): Any cold-based effects stun a mihstu for 2d6 rounds in addition to dealing normal damage.

Nightbeast

Large Magical Beast

Hit Dice: 5d10+15 (42 hp)

Initiative: +1

Speed: 40 ft. (8 squares)

Armor Class: 16 (-1 size, +1 Dex, +6 natural), touch 10, flat-footed 15

Base Attack/Grapple: +5/+13

Attack: Claw +8 melee (1d6+4)

Full Attack: 2 claws +8 melee (1d6+4) and bite +3 melee (1d8+2)

Space/Reach: 10 ft./10 ft.

Special Attacks: Lunge, terrifying gaze

Special Qualities: Darkvision 60 ft., insatiable hunger, light blindness, low-light vision, partial invisibility, scent

Saves: Fort +7, Ref +5, Will +2

Abilities: Str 19, Dex 13, Con 17, Int 7, Wis 13, Cha 13

Skills: Climb +5, Hide +10, Jump +8, Listen +4, Move Silently +13, Spot +4

Feats: Alertness, Stealthy

Environment: Any forests

Organization: Solitary

Challenge Rating: 6

Treasure: None

Alignment: Always chaotic evil

Advancement: 6-10 HD (Large); 11-15 HD (Huge)

Level Adjustment: –

Nightbeasts are predators that stalk forests, invisible except under the light of the moon.

Nightbeasts mix simian and feline traits; although they stoop as they walk and their limbs are long, their skulls and claws resemble a great cat's. Their fur is thick, colored a deep blue and spotted with black, and their eyes shine a brilliant yellow. Most nightbeasts stand around 8 feet tall and can leap to impressive heights. A nightbeast can normally only be seen in moonlight, and even then they appear partially transparent.

Nightbeasts make their nests from toppled trees, thick mud, and gathered leaves. The decaying bodies of their prey are often left scattered around the periphery, but the center, where a nightbeast sleeps during the day, is kept relatively clean. Several hours after sunset, nightbeasts emerge from their nests to begin the evening's hunt. Often, a nightbeast will follow an animal or man for hours before attacking; the pleasure they receive from stalking and terrifying prey is greater than their enjoyment of the actual kill. Despite their moderate intelligence, hunting appears to be nightbeasts' primary interest.

Nightbeasts speak no known languages, but appear to understand Common.

Combat

Though patient stalkers, nightbeasts are furious combatants once battle is joined. Most victims of nightbeasts are taken by surprise, but a nightbeast that finds its opponents prepared will fight intelligently, using its terrifying gaze to keep some enemies at bay, while attacking those who resist one at a time.

Lunge (Ex): A nightbeast that hits with both claw attacks automatically hits with its bite attack.

Terrifying Gaze (Su): Paralyzed with fear for 1d4 rounds, 30 feet, Will DC 13 negates. The save DC is Charisma-based. A nightbeast's gaze has no effect unless the nightbeast can be seen (due to moonlight or a *true seeing* spell).

Insatiable Hunger (Ex): Whenever a nightbeast kills a creature, it immediately succumbs to an all-consuming desire to feast upon the body, often tearing the corpse to pieces as it eats. A nightbeast eats for 1d4 full rounds after making a kill, and will only take other actions if its meal is interrupted.

Light Blindness (Ex): Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds nightbeasts for 1 round. On subsequent rounds, they are dazzled as long as they remain in the affected area.

Partial Invisibility (Su): A nightbeast is naturally invisible except when lit by moonlight. Except during a full moon, a nightbeast illuminated by moonlight still has concealment (20% miss chance) due to being partially transparent. Under a full moon, a nightbeast is completely visible. A *see invisibility* spell does not reveal an invisible nightbeast, but *true seeing* does. A dead nightbeast retains these traits.

This ability is constant, allowing the nightbeast to remain invisible or concealed even when attacking. This ability is inherent and not subject to the *invisibility purge* spell.

Skills: Nightbeasts have a +8 racial bonus on Hide and Move Silently checks.

Paretiophage

Medium Monstrous Humanoid

Hit Dice: 8d8+16 (52 hp)

Initiative: +3

Speed: 30 ft. (6 squares)

Armor Class: 19 (+3 Dex, +6 *bracers of armor*), touch 13, flat-footed 16

Base Attack/Grapple: +8/+9

Attack: Flail +9 melee (1d8+1) or proboscis +11 melee (1d4+1)

Full Attack: Flail +9/+4 melee (1d8+1) or proboscis +11 melee (1d4+1)

Space/Reach: 5 ft./5 ft.

Special Attacks: Brain suck, improved grab, spell-like abilities

Special Qualities: Darkvision 60 ft.

Saves: Fort +4, Ref +9, Will +8

Abilities: Str 12, Dex 16, Con 14, Int 20, Wis 14, Cha 14

Skills: Appraise +12, Bluff +7, Concentration +15, Diplomacy +4, Disguise +12 (+14 acting), Hide +11, Intimidate +4, Knowledge (any) +13, Listen +8, Move Silently +11, Spellcraft +13 (+15 with scrolls), Spot +8, Use Magic Device +10 (+12 with scrolls)

Feats: Combat Casting, Magical Aptitude, Weapon Finesse

Environment: Temperate forests

Organization: Solitary or group (2-8)

Challenge Rating: 6

Treasure: Double standard

Alignment: Usually chaotic evil

Advancement: By character class

Level Adjustment: +3

A paretiophage is an insectile humanoid standing a little over 6 feet tall. Its face is similar to that of a mosquito, with a prominent proboscis and large faceted eyes. Its skin is dusky gray with stiff hairs. The creature wears a fine robe, shiny bracers, and wields a flail.

The paretiophages are an evil race with an enormous appetite for the brains of intelligent creatures. A paretiophage uses its extendible proboscis to bore into the skulls of other intelligent creatures and suck out their brains. They lurk on the fringes of society, usually in wooded areas or underground, hoping to catch unsuspecting people that wander too far from home. They are very intelligent and may have elaborate lairs, with many treasures and complex traps. They also have an affinity for illusions, which they often use in complex ways to disguise their appearance or to attract prey. It is not unheard of for a paretiophage to disguise his lair as an inn and himself as innkeeper, eating the brains of his guests as they sleep.

Paretiophages have an affinity for shock beetles (page 46) often keeping them as pets and using them to help disable victims. Paretiophages have an endless appetite for more information and sensations. They may build whole societies around them dedicated to stealing and kidnapping intelligent people for their meals. A typical paretiophage stands about 6 feet tall and weighs 170 pounds. Paretiophages speak Common and three or more languages spoken in the region.

Combat

Paretiophages shy away from open combat, preferring to use their illusions to create an advantage for them. They prefer their victims alive and do their best to disable or subdue their opponents, or attack them while they sleep.

Brain Suck (Ex): With a successful grapple check against a held opponent, a paretiophage penetrates its opponent's skull with its proboscis and inflicts 1d6 points of Intelligence damage. If the paretiophage successfully reduces the opponent's Intelligence to 0, the opponent dies, and the paretiophage gains the following benefits: all memories of the victim (but no levels, class features, or similar abilities), the ability to speak the victim's native language, and a +1 bonus on checks using the victim's highest skill (choose randomly if more than one skills have equal ranks). In addition, each time a paretiophage completely sucks the brain of a creature with a higher Intelligence than itself, it permanently gains 1 point of Intelligence.

Improved Grab (Ex): To use this ability, a paretiophage must hit a Medium or smaller opponent with its proboscis attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it gets a hold, it can try to suck its opponent's brain.

Spell-Like Abilities: At will—*disguise self* (DC 13), *minor image* (DC 14), *ventriloquism* (DC 13); 3/day—*color spray* (DC 13), *displacement*, *greater invisibility*, *hypnotic pattern* (DC 14), *illusory wall* (DC 16), *major image* (DC 15), *mirror image*; 1/day—*dream*, *mirage arcana* (DC 17), *persistent image* (DC 17). Caster level 10th. The save DCs are Charisma-based.

Skills: A paretiophage may have gained skill bonuses from sucking brains. Typically, a paretiophage has a +4 bonus on at least two skills, and a +2 bonus on three others. These bonuses are not included in the statistics block.

Russet Mold

Hazard (CR 6)

Russet mold is found in dark, wet areas. At a distance of 30 feet or more, it is likely to be mistaken for ordinary rust, but a DC 25 Spot check can reveal its true nature upon sight. A patch of russet mold is about 5 to 7 feet in diameter. When a living creature comes within 5 feet of a patch of russet mold, it releases a cloud of spores in a 5-foot radius. All in the area must succeed on a DC 15 Fortitude save or take 2d6 points of Constitution damage. Another DC 15 Fortitude save is required 1 minute later—even by those who succeeded at the first save—to avoid taking another 2d6 points of Constitution damage.

Scythe Tree

Huge Plant

Hit Dice: 6d8+24 (51 hp)

Initiative: -1

Speed: 20 ft. (4 squares)

Armor Class: 20 (-2 size, -1 Dex, +13 natural), touch 7, flat-footed 20

Base Attack/Grapple: +4/+20

Attack: Branch +10 melee (2d4+8/19-20)

Full Attack: 4 branches +10 melee (2d4+8/19-20)

Space/Reach: 15 ft./15 ft.

Special Attacks: Augmented critical

Special Qualities: Blindsight 30 ft., damage reduction 10/slashing, low-light vision, plant traits, vulnerability to fire

A scythe tree appears as a normal, many-branched tree with few leaves on it. The long, deep scar on the trunk can transform into a large, twisted mouth. Its dark roots can burst forth from the ground, serving as impromptu legs. Its scythe-like branches forebode the scythe tree's dark intent.

Unlike normal trees, the scythe tree gains very little nourishment from sun, air, or water. It is a carnivore by nature and relishes the taste of dryads, elves, and other forest creatures. In the center of the scythe tree's trunk is a large, twisted opening (its mouth). When closed, the mouth appears to be nothing more than a long, deep scar on the trunk. Its legs appear as twisted dark roots. The scythe tree hates treants and attacks them on sight.

A scythe tree is about 30 feet tall, with a "trunk" about 2-1/2 feet in diameter. It weighs about 5,000 pounds. Scythe trees speak their own language and Treant.

A creature killed by russet mold rises as a vegepygmy guard (page 52) in 1d4+20 hours, unless *antiplant shell* is cast within one hour. *Antiplant shell* does not actually prevent the creature from becoming a vegepygmy guard, but it does delay the process for the spell's duration. After that, only a *wish* or *miracle* can prevent the creature from rising as a vegepygmy guard.

Russet mold is immune to fire and cold. Acid-based effects, alcohol (at least 1 gallon per foot diameter of mold), *continual flame*, or *remove disease* instantly destroy russet mold.

Saves: Fort +9, Ref +1, Will +3

Abilities: Str 27, Dex 8, Con 19, Int 12, Wis 12, Cha 12

Skills: Hide +0*, Jump +2, Listen +10, Spot +10

Feats: Cleave, Great Cleave, Power Attack

Environment: Any forest and underground

Organization: Solitary or grove (4-7)

Challenge Rating: 6

Treasure: Standard

Alignment: Always chaotic evil

Advancement: 7-12 HD (Huge); 13-18 HD (Gargantuan)

Level Adjustment: +5

Combat

A scythe tree waits for its prey (standing motionless so as to appear to be a real tree), attempting to surprise its foes. It attacks with its scythe-like limbs.

Augmented Critical (Ex): Scythe trees threaten a critical hit on a roll of 19-20 with their scythe-like branches.

Blindsight (Ex): Scythe trees have no visual organs but can ascertain all foes within 30 feet using sound, scent, and vibration.

Skills: *Scythe trees have a +12 racial bonus on Hide checks made in forested areas.

Uragh Dhu

Large Undead

Hit Dice: 8d12 (52 hp)

Initiative: +1

Speed: 20 ft. (4 squares)

Armor Class: 16 (-1 size, +1 Dex, +6 natural), touch 10, flat-footed 15

Base Attack/Grapple: +4/+15

Attack: Slam +10 melee (1d8+10)

Full Attack: Slam +10 melee (1d8+10)

Space/Reach: 10 ft./10 ft.

Special Attacks: Blight wood, energy drain, fear aura, spell-like abilities, triproots

Special Qualities: Darkvision 60 ft., undead traits

The black yew (uragh dhu) is an undead sometimes mistaken for a diseased treant. Like sentient treants, it resembles a tree with some humanoid features, including a twisted section of bark that vaguely forms a face. Some scholars insist these creatures are the remains of dead treants reanimated by a dark and forbidden evil ritual. The uragh dhu are the undisputed sages of the undead world, versed in every aspect of the subject. Unable to record their learning in a written manner, the uragh dhu commit their study to memory in the form of long ballads recanted in a heavily accented dialect of Sylvan.

Uragh dhu look like withering yew trees, with stout trunks covered by a dark reddish-brown, peeling bark. Rotting blackened leaves cling to their two gnarled tree limbs which function as makeshift arms. Smaller branches rise from the trunk's upper portions, forming a crown above the uragh dhu's heads that looks charred by lightning or ravaged by disease. A pair of sinister dark eyes set midway up the trunk scans its surroundings with a malevolent, unblinking gaze. An uragh dhu requires other beings' life energy to move. If, after a prolonged period of time, an uragh dhu cannot find a victim it grows sessile, remaining rooted to the spot until an unsuspecting traveler crosses its path.

Uragh dhu speak Sylvan and Common. They possess the ability to communicate with any intelligent form of undead regardless of the language spoken by the creature.

Combat

Preferring to remain silent, these creatures remain motionless in a thicket or copse of woods, sizing up their potential victims. They scan for the victim's strengths and weaknesses, and they try to isolate one particular victim from any companions.

Saves: Fort +2, Ref +3, Will +7

Abilities: Str 25, Dex 13, Con —, Int 12, Wis 12, Cha 14

Skills: Knowledge (religion) +12, Listen +12, Move Silently +12, Hide +8, Spot +12

Feats: Combat Expertise, Improved Trip, Power Attack

Environment: Temperate forest

Organization: Solitary, pair, or group (3-6)

Challenge Rating: 6

Treasure: Double goods

Alignment: Usually chaotic evil

Advancement: By character class (wizard only)

Level Adjustment: —

Some closely follow adventuring groups until they camp, and then they rely on the cover to darkness to attack a lone sentry. When confronted by superior forces, they cast *deeper darkness* and flee.

Blight Wood (Sp): Three times per day, an uragh dhu can cause an effect similar to the *warp wood* spell (caster level 8th), except that the target rots instantly. Magic items and attended objects receive a DC 16 Will save to negate the effect. The save DC is Charisma-based.

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

Fear Aura (Su): Living creatures within 30 feet of an uragh dhu must succeed on a DC 16 Will save or remain motionless for 1d4+1 rounds. The save DC is Charisma-based.

Spell-Like Abilities (Sp): 3/day—*deeper darkness*. Caster level 8th.

Triproots (Ex): An uragh dhu can make a trip attempt as an attack of opportunity against a creature moving through its threatened space. An uragh dhu has a +4 racial bonus on trip attempts due to its many rootlets in the area.

Habitat/Society

Uragh dhu journey through the wilderness searching for new varieties of undead to catalog and study. They live primarily in woods near places rife with death, such as battlefields, graveyards, and slaughterhouses.

Vegepygmy Chief

Medium Plant

Hit Dice: 6d8+18 (45 hp)

Initiative: +1

Speed: 30 ft. (6 squares)

Armor Class: 17 (+1 Dex, +6 natural), touch 11, flat-footed 16

Base Attack/Grapple: +4/+8

Attack: Claw +8 melee (1d6+4) or longspear +9 melee (1d8+6/x3)

Full Attack: 2 claws +8 melee (1d6+4) or longspear +9 melee (1d8+6/x3)

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

Special Attacks: Spores

Special Qualities: Immunity to electricity, immunity to piercing weapons, low-light vision, plant traits

Saves: Fort +8, Ref +3, Will +4

Abilities: Str 18, Dex 12, Con 16, Int 12, Wis 15, Cha 16

Skills: Hide +14*, Listen +11, Move Silently +13, Spot +11, Survival +6

Feats: Alertness^B, Power Attack, Track, Weapon Focus (longspear)

Environment: Warm forests and underground

Organization: Band (1-2 and 10-100 guards) or tribe (1-6 plus 30-300 guards, 10-24 thornies, and 1-4 patches of russet mold)

Challenge Rating: 6

Treasure: Standard

Alignment: Always neutral

Advancement: 7-12 HD (Medium)

Level Adjustment: +6

When a living creature is slain by russet mold (see page 122), it rises as a vegepygmy guard (page 52). Vegepygmies are low-intelligence plants that make their home deep in the forests or underground away from most settled areas. They are hunters and scavengers, and carnivorous, preying on living creatures weaker than themselves.

Vegepygmies appear as roughly humanoid green-skinned creatures with muscular, powerful arms that end in sharp thorn-like claws. Leafy tendrils protrude from their shoulders, mid-section, arms, and legs. Their humanoid head sports two large, bulbous yellow eyes, a wide mouth, inset nose, and a topknot of dark brown leaves. Their head shows no ears, though it is well-known they can hear.

A vegepygmy chief is about 4-1/2 feet tall and weighs 90 pounds. Vegepygmies do not speak, but communicate with others of their kind by thumping their chest or rapping their spears on rocks, earth, or some other solid surface. It is not known if or how they communicate with other creatures.

Combat

Vegepygmies attack using either their claws or weapons, usually a longspear or club. They prefer a direct frontal assault as opposed to an ambush or sneak attack.

Spores (Ex): As a standard action, a chief vegepygmy can release a cloud of spores in a 40-foot spread. A living creature caught within the cloud must succeed on a DC 16 Fortitude save or become paralyzed for 2d6+4 minutes. When the paralysis wears off, the creature must succeed on another DC 16 Fortitude save or die instantly. Creatures slain in this manner rise as vegepygmy guards in one day. If *remove disease* is cast on the paralyzed victim before the paralysis wears off, the victim does not need to attempt the second Fortitude save and is not in danger of dying. Vegepygmies are immune to this ability. The save DC is Constitution-based.

Immunity to Piercing Weapons (Ex): Vegepygmies take no damage from piercing weapons.

Skills: Vegepygmies receive a +4 racial bonus to Hide, Listen, Move Silently, and Spot checks. *They receive a +12 bonus to Hide checks when in a swampy or forested areas.

Wailing Willow

Huge Plant

Hit Dice: 8d8+32 (68 hp)

Initiative: -2

Speed: 0 ft.

Armor Class: 16 (-2 size, -2 Dex, +10 natural), touch 6, flat-footed 16

Base Attack/Grapple: +6/+22

Attack: Root slam +12 melee (1d8+8 plus 1d4 acid)

Full Attack: 4 root slams +12 melee (1d8+8 plus 1d4 acid)

Space/Reach: 20 ft./0 ft. (30 ft. with root)

Special Attacks: Wail of despair

Special Qualities: Digestion, low-light vision, plant traits, spell resistance 17

Saves: Fort +10, Ref +0, Will +2

Abilities: Str 27, Dex 6, Con 19, Int —, Wis 10, Cha 14

Skills: —

Feats: —

Environment: Any forest

Organization: Solitary or grove (7-10)

Challenge Rating: 6

Treasure: 50% standard

Alignment: Always neutral

Advancement: 9-16 HD (Huge); 17-24 HD (Gargantuan)

Level Adjustment: —

The wailing willow is indistinguishable from a normal weeping willow tree; however, it constantly produces a sorrowful wail. Wailing willows are animate trees that have developed a unique survival tactic. Creatures who hear its song feel an overwhelming sense of despair and simply want to lie down and cry. Those who succumb often starve to death and eventually decompose, thus enriching the soil around the tree with nutrients.

Combat

The wailing willow will not actually engage in combat unless actually damaged, relying on its wail to catch its “prey.” If attacked, its roots will animate, come up out of the ground and attempt to beat off its enemies.

Wail of Despair (Ex): A wailing willow constantly emits a sorrowful sound inspiring despair in all creatures within 30 feet of the willow. Living creatures that hear the sound

must succeed on a DC 16 Will save or simply lie down where they are and cry. Creatures that succeed on their save are still deeply saddened, and affected as if by a *crushing despair* spell. Creatures must make a save each round they are within range of the song’s range until they fail. Those affected are effectively dazed and cannot take any actions unless influenced by magic or a stronger emotion, in which case they are entitled to another save with a +4 bonus to break the influence of the wail. This is a mind-affecting sonic ability. The save DC is Charisma-based.

Digestion (Ex): Any living creature that dies within 30 feet of a wailing willow begins to decompose quickly, and spells that preserve dead (such as *gentle repose*) are ineffective to prevent this. A corpse decomposes at a rate of 1 Hit Die per day, leaving only a skeleton, and the wailing willow heals 1d4 hit points for each Hit Die digested this way.

Flora and Fauna

Lumin: This small insectivorous, flowering plant remains dormant during the day. At night it opens up, releasing its anemone-like flowers that glow with a soft magical light. This light is very attractive to insects that the plant traps and eats. Lumins are epiphytes, decorating the trees of the forest in an eerie green-yellow light. Lumins are magically dependent plants that require magic, water, air, and food to survive. They are most common in tropical forests, but are also found in warmer temperate forests.

Belaben

Large Magical Beast

HitDice: 7d10+28 (66 hp)

Initiative: +1

Speed: 40 ft. (8 squares), swim 30 ft. (6 squares)

Armor Class: 15 (-1 size, +1 Dex, +5 natural), touch 10, flat-footed 14

Base Attack/Grapple: +7/+17

Attack: Claw +12 melee (1d8+6)

Full Attack: 2 claws +12 melee (1d8+6) and bite +10 melee (1d6+3)

Space/Reach: 10 ft./5 ft.

Special Attacks: Constrict 3d8+9, improved grab, power drain

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

Belabens are fierce bear-like beasts that roam the forests. Like bears, belabens are territorial and rear up on their hind legs when threatened. Unlike their mundane cousin, belabens feed on psionic power by catching psions in a bear hug and draining their power.

Combat

A hungry belaben attempts to grab its foe in a bear hug and drain its psionic energy. After draining its opponent dry of power points, the belaben kills it, drags the corpse to a secluded area, and settles down to consume the rest of its meal.

If threatened or startled when it is not especially hungry, a belaben rears up on its hind legs and tries to intimidate its opponent into fleeing. It often chases creatures that flee from it to ensure that they leave its territory. In such cases, the belaben usually does not bother to run the interlopers to ground and slay them.

Flora and Fauna

Last Chance Vine: Few living creatures possess a name more apropos than the bizarre last chance vine. Last chance vines appear identical to most common vine varieties, making it difficult to differentiate from its more benign relatives. A Spot check (DC 25) reveals minute barbs and needles spanning the entire length and width of the vine, while a Knowledge (Nature) or Survival check (DC 20) correctly identifies the plant. Last chance vines grow near quagmires, riverbanks, or along paths commonly followed by floods. In contrast to most vine species, last chance vines attach themselves to anchor points in a horizontal rather than a vertical fashion. The last chance vine then silently and patiently waits near these natural hazards, waiting for a creature to reach out and grab it as a means of extricating itself from quicksand or prevent surging floodwaters from washing it downstream. As soon as a living creature grasps it, the last chance vine's spikes penetrate the skin and feast on the creature's blood, dealing 1d6 points of damage per round with no saving throw. Prompted by pain, most victims release the vine and succumb to the natural hazard they attempted to avoid.

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

Abilities: Str 22, Dex 13, Con 18, Int 2, Wis 19, Cha 7

Skills: Intimidate +6, Jump +10, Listen +6,

Spot +8, Swim +14

Feats: Alertness, Multiattack, Power Attack

Environment: Temperate and warm forests

Organization: Solitary, pair, or family (1-2 adults plus 2-4 cubs)

Challenge Rating: 7

Treasure: None

Alignment: Always neutral

Advancement: 8-14 HD (Large); 15-21 (Huge)

Level Adjustment: —

Constrict (Ex): A belaben deals 3d8+9 points of damage with a successful grapple check.

Improved Grab (Ex): To use this ability, a belaben must hit with both claw attacks. 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 and use its power drain ability.

Power Drain (Ex): A belaben automatically drains 1d4+1 psionic power points per round from a held opponent. This effect cannot be negated by psionic defense modes.

Skills: A belaben has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Cataclysmal

Medium Elemental (Air, Extraplanar)

Hit Dice: 10d8+30 (75 hp)

Initiative: +5

Speed: 60 ft. (12 squares), fly 60 ft. (perfect), swim 60 ft.

Armor Class: 14 (+1 Dex, +3 natural), touch 11, flat-footed 13

Base Attack/Grapple: +7/+12

Attack: 2 slams +12 melee (1d6+5)

Full Attack: 2 slams +12 melee (1d6+5)

Space/Reach: 5 ft./5 ft.

Special Attacks: Elemental eruption

Special Qualities: Damage reduction 5/—, darkvision 60 ft., elemental traits, immunity to cold, electricity, and fire, locate element

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

Abilities: Str 20, Dex 12, Con 17, Int 13, Wis 17, Cha 14

Skills: Hide +9, Jump +17, Knowledge (nature) +14, Move Silently +6, Spot +16, Survival +3 (+5 in aboveground natural environments), Swim +13

Feats: Dodge, Improved Initiative, Iron Will, Power Attack

Environment: Elemental Plane of Air

Organization: Solitary or pack (2-8, depending on size of disaster)

Challenge Rating: 7

Treasure: Standard

Alignment: Always chaotic neutral

Advancement: 11-20 (Large); 21-30 HD (Huge)

Level Adjustment: —

The cataclysmal creature is a mass of fire, wind and lava surging and roiling wildly, surrounded by small rain clouds. They are living embodiments of natural disasters. They embody the fury of tornadoes, earthquakes, forest fires, and other calamities. Extremely chaotic, they exist only to destroy.

Cataclysmals often serve more powerful elemental creatures as shock troops, or are summoned to the Material Plane by powerful wizards or vengeful druids.

A typical cataclysmal stands 8 feet tall and weighs around 9 pounds. Cataclysmals speak Auran, though they rarely choose to do so. The voice of a cataclysmal sounds like a roaring storm.

Combat

If its foes are not burned or blasted to death by whatever cataclysm in which the elemental resides, a cataclysmal will focus all its elemental might against them. If the disaster is large enough, the cataclysmal may stay hidden and direct the storm or conflagration from afar, letting it consume the hapless victims without making itself vulnerable.

A cataclysmal may be summoned using a *summon monster VII* or *summon nature's ally VI* spell.

Elemental Eruption (Su): Cataclysmals command wild eruptions of elemental force that they can use as weapons if provoked. Outside of

their particular cataclysm, cataclysmals can turn small manifestations of elemental phenomena into enormous ones. Light rain becomes a monsoon or a terrible hailstorm, and cook fires flare into infernos. Targets of these attacks take 2d6 points of damage per round of exposure.

While inhabiting its particular disaster, on the other hand, the cataclysmal can inflict devastating amounts of damage: winds lift victims off the ground and blow them into cliffs; storm surges smack victims flat and suck them down into the depths in an overwhelming undertow; lava wells up from the ground itself to burn victims alive. Targets of these catastrophic attacks take 10d6 points of damage per round as they are engulfed by nature's most destructive energies. A successful DC 18 Reflex save halves this damage. Should a cataclysmal leave the area of its eruption, the effects subside in 2d4 rounds. The save DC is Constitution-based.

Locate Element (Ex): A cataclysmal can sense any manifestation of elemental energy such as high winds, a river, or a campfire within 500 feet.

Skills: A cataclysmal has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Deathpool

Huge Plant

Hit Dice: 10d8+40 (85 hp)

Initiative: -5

Speed: 0 ft. (immobile)

Armor Class: 7 (-2 size, -5 Dex, +4 natural), touch 3, flat-footed 7

Base Attack/Grapple: +7/+10

Attack: -

Full Attack: -

Space/Reach: 15 ft./0 ft.

Special Attacks: Acid spray, digestion, enclose, soma, sopotrophic spray

The deathpool is a carnivorous plant with an amazing method of luring prey. The plant forms a great, shallow basin in the jungle floor with its large, waxy lower leaves. This basin then fills with rainwater and the excretions of the plant. The resulting subtly sweet fluid is clear and warm, as if heated from some deep source. Most miraculously, it closes and heals the wounds of those that drink from it and purges poison and sickness from any brave enough to bathe. A typical deathpool covers an area 30 feet in diameter, which includes its fronds, leaves, and the basin formed by its leaves.

Combat

When anything lingers in the pool for a length of time, the deathpool releases increasingly stronger narcotic and healing fluids, leaving the target tingling with pleasure and new health. Then the plant slowly closes over the top of its prey, releasing its intoxicating digestive fluids. Those who do wish to free themselves rarely find the strength in their relaxed muscles to move.

If the plant is attacked by creatures outside of its leafy embrace, it sprays a soporific and psychotropic chemical outward at its attackers. This chemical is emitted through pores on the bottom of the plant's enormous leaves. If this chemical does not halt the attacks, it sprays a second chemical that burns flesh and continues to do so until the attacks cease, it runs out of the chemical, or it is killed.

Acid Spray (Ex): 10-foot spread; once every 3 rounds (maximum once per day for every 3 HD of the plant); 4d8 acid; Reflex DC 19 half. The save DC is Constitution-based. This acidic chemical harms only animal matter; other plants and organic materials are unaffected.

Digestion (Ex): A creature trapped within a deathpool takes 4 points of acid damage every minute, but feels no pain. A creature slain in this manner is fully digested and incorporated into the plant after another 48 hours.

Enclose (Ex): Once a creature succumbs to the plant's soma, the deathpool slowly lifts its great fronds and envelops the creature in its cozy but fatal

Special Qualities: Healing waters, low-light vision, plant traits

Saves: Fort +11, Ref -, Will +4

Abilities: Str -, Dex -, Con 19, Int -, Wis 13, Cha 1

Skills: -

Feats: -

Environment: Warm forests

Organization: Solitary

Challenge Rating: 7

Treasure: Standard

Alignment: Always neutral

Advancement Range: 11-20 HD (Huge); 21-30 HD (Gargantuan)

Level Adjustment: -

embrace. A trapped creature can wrestle its way free by making two successful grapple checks against the plant. Alternately, an enclosed creature can cut its way out using a light slashing or piercing weapon to deal 15 points of damage to the plant's interior (AC 12). Once the creature exits the plant by cutting its way out, vascular action closes the hole; another enclosed creature must cut its own way out. A Huge deathpool's interior can hold 1 Large, 2 Medium, 8 Small, 32 Tiny, 128 Diminutive, or 512 Fine opponents.

Soma (Ex): Due to the inviting odor of the plant's fluids, any animal, humanoid, or monstrous humanoid that comes within 30 feet of the deathpool must make a DC 19 Will save to avoid drinking from its waters. A creature immune to poison is immune to this effect.

Any creature that drinks from the pool must make a Will save (DC 19, +1 for each round spent drinking beyond the first) to avoid bathing in the plant's waters. A bathing creature must make another Will save (DC 19, +1 for every 10 minutes spent bathing) to leave the pool. Once a creature has failed its Will save to leave, the plant encloses the victim and begins to digest it. The save DCs are Constitution-based.

Sopotrophic Spray (Ex): 20-foot-radius burst; once every 3 hours; Will DC 19 negates. Any living creature that fails its save is put into a deep sleep (as the *sleep* spell) for 1d4 hours, during which time it has remarkable and memorable dreams. The save DC is Constitution-based.

Healing Waters (Su): A living creature heals 1d4 hit points in each round spent drinking from the deathpool's pool. No creature can regain more than 10d4 hit points per day by drinking from a deathpool.

For every 10 minutes spent bathing in the plant's pool, a living creature heals 5 hit points; after bathing for 30 minutes, the creature is cured of all diseases or poisons that currently affect it, and for every 30 minutes thereafter it heals 1 point of ability damage.

A creature cannot be healed up to more than its normal hit point total by drinking or bathing; any excess healing is ignored.

Droprazor Spider

Huge Vermin

Hit Dice: 10d8+20 (65 hp)

Initiative: +4

Speed: 15 ft. (3 squares), climb 30 ft.

Armor Class: 20 (-2 size, +4 Dex, +8 natural), touch 12, flat-footed 16

Base Attack/Grapple: +7/+20

Attack: Bite +10 melee (2d6+5 plus poison)

Full Attack: Bite +10 melee (2d6+5 plus poison) and 4 blades +8 melee (1d8+2)

Space/Reach: 15 ft./10 ft.

Special Attacks: Drop attack, poison

Special Qualities: All-around vision, darkvision 60 ft., tremorsense 60 ft., vermin traits, web

Saves: Fort +9, Ref +7, Will +3

Abilities: Str 21, Dex 18, Con 14, Int —, Wis 10, Cha 3

Skills: Climb +13, Jump +9, Move Silently +4*, Hide -2*, Spot +8

Feats: Multiattack^B

Environment: Warm forest

Organization: Solitary or hive (8-16 droprazor spiders, plus 100% hatchlings and 1 queen)

Challenge Rating: 7

Treasure: Standard

Alignment: Always neutral

Advancement: 10-20 HD (Huge)

Level Adjustment: —

The droprazor spider's beauty is matched by its clear deadliness. Its abdomen is covered in a heavy chitinous shell, covered with bright emerald green and black patterns. Its four front legs end in curved saber-like claws, and it descends with unbelievable speed on a single strand of webbing, the tree groaning to support the great arachnid.

The droprazor spider gets its name for the way it hunts its prey—it drops down from the forest canopy on a single web strand and attacks with four legs that end in razor-sharp blades. Droprazor spiders are slower than most hunting spiders, due to the fact that they can only use four of their eight legs for locomotion. The heavy blades that tip the other four are held aloft while they move on the nonbladed legs.

High in the treetops, droprazor spiders build large web umbrellas, similar to those made by tentworms. Within these webs, the spiders store their prey for later meals or to incubate their eggs. Numerous hatchlings crawl about and can be seen as dark shadows within the web sheets from below.

A typical droprazor spider measures 18 feet long and weighs 2,200 pounds.

Combat

Patiently suspended above heavily traveled paths, droprazor spiders usually attack by surprise, slipping down to attack their foes while dangling from a single strand of webbing. When attacking in this fashion, the spider is considered to be charging.

A droprazor spider attacks its foe from all sides, its four front legs whipping with deadly speed around the prey from above, in front, and to the back and the sides. Captured prey is whisked into the treetops to be bound and stored as food or as incubators for eggs.

On the forest floor, the spider is vulnerable: It can make only two saber attacks with a full attack action and cannot run or charge. It will not fight on the ground, even to the point of provoking multiple attacks of opportunity in trying to flee up the nearest tree.

Drop Attack (Ex): A droprazor spider can rapidly descend down a single strand of its webbing at a speed of 40 feet. Treat this as a charge attack, and the droprazor spider can make a full attack at the end of the charge.

Poison (Ex): Bite, Fortitude DC 17; initial and secondary damage 1d8 Wisdom. The save DC is Constitution-based.

All-Around Vision (Ex): A droprazor spider's eight compound eyes allow it to see in all directions at once, so it can't be flanked.

Web (Ex): Droprazor spiders often wait in their webs or in trees, then lower themselves silently on silk strands and leap onto prey passing beneath. A single strand is strong enough to support the spider and one creature of the same size. A droprazor spider can move across its own web at its climb speed and can pinpoint the location of any creature touching its web.

Skills: Droprazor spiders have a +2 racial bonus on Hide checks, a +10 racial bonus on Jump checks, and a +8 racial bonus on Climb and Spot checks. They can always choose to take 10 on Climb checks, even if rushed or threatened.*When moving in their webs, droprazor spiders have a +8 racial bonus on Hide and Move Silently checks.

Hearth Horror

Huge Undead (Incorporeal)
Hit Dice: 15d12+3 (100 hp)

Initiative: +5

Speed: 0 ft. (immobile)

Armor Class: 7 (-2 size, -5 Dex, +6 deflection, -2 object), touch 7, flat-footed 7; or 1 (-2 size, -5 Dex, -2 object), touch 1, flat-footed 1

Base Attack/Grapple: +7/-

Attack: –

Full Attack: –

Space/Reach: 15 ft./0 ft.

Special Attacks: Compulsion

Special Qualities: Blindsight 120 ft., hardness, incorporeal traits, manifestation, rejuvenation, +6 turn resistance, undead traits

Saves: Fort +7, Ref –, Will +13

Abilities: Str –, Dex –, Con –, Int 12, Wis 15, Cha 23

Skills: Craft (architecture) +22, Knowledge (local) +19, Listen +20, Search +19, Spot +20

Feats: Ability Focus (compulsion), Great Fortitude, Improved Initiative, Iron Will, Skill Focus (Craft [architecture]), Toughness

Environment: Any

Organization: Solitary

Challenge Rating: 7

Treasure: None

Alignment: Usually chaotic evil

Advancement: 16-30 HD (Huge); 31-45 HD (Gargantuan)

Level Adjustment: –

The fire-scarred ruins of a home lies nearby. It looks as if attempts have recently been made to rebuild the home. Suddenly, a hazy reflection of what the former house may have looked like takes form.

A hearth horror is the ghost of a dead place, horribly corrupted by evil and obsessed with restoring itself to its former glory. Hearth horrors are typically houses, although they can be groves, caverns, or even enormous castles or complexes. Hearth horrors may come in many shapes and sizes, but they all have one thing in common: their physical form has collapsed, decayed, or been destroyed.

A hearth horror manipulates the world by compelling living creatures to rebuild its original form in exact duplicate on its original foundation. This compulsion is subtle, and those doing the building may think that it's their own idea. It's quite possible a hearth horror may go unnoticed in the heart of a city; an old house being restored is likely to be looked on as nothing but urban improvement.

A hearth horror cannot form just anywhere. It forms in a location where great or terrible events have taken place. The horror takes on the personality and alignment of the events that happened there and is typically evil. Once the house is rebuilt, the hearth horror lingers, using its compulsion ability to compel creatures to live in it and to glorify it with the kinds of events it loves. A house where a mass murderer killed all his victims may turn into a hearth horror that lives on to cause more murders. A rebuilt horror can grow in size and influence as its servants and inhabitants take over other properties and commit further atrocities.

A hearth horror may first be encountered in any state of repair. It may even be a completely blasted hole in the ground, but it rebuilds itself slowly. The only physical component of the hearth horror that is required for it to continue is its heart. The heart of the hearth horror is formed when blood from victims spills upon the soil and sinks deep into the ground. The clot slowly grows in size over the years until it gradually forms into a heart buried in the earth beneath the area of the original construction.

This heart is the center of the consciousness of the horror and must be destroyed in order for the horror to be put to rest. Hearth horrors of great size and power often compel creatures to guard, move, and protect their hearts to prevent them from coming to any harm. A heart must remain on the property of the hearth horror, although it can be placed as deep as necessary beneath the soil. Some hearth horrors have devised huge complexes of mazes and guardians to protect their hearts.

A hearth horror speaks Common and one other language native to the region.

Combat

A hearth horror does not attack physically, nor can it physically defend itself. It uses its compulsion ability to command its servants to defend it if it is in danger. The servants fight to the best of their ability. Anyone attacking it is likely to be subjected to its compulsion power, so combat may not last long. If the hearth horror is turned, it cannot retreat, but it is unable to use its powers for the duration of turning. If a hearth horror's body is destroyed by turning, it can still rejuvenate itself.

Compulsion (Su): As a standard action, the hearth horror can attempt to compel any creature within its boundaries to become its servant. The creature must succeed on a DC 25 Will save or be compelled to rebuild the building and carry out the desires of the hearth horror. The save DC is Charisma-based and includes the horror's Ability Focus feat. Creatures who succeed on the saving throw are immune to further attempts at compulsion for a period of 24 hours. This effect is otherwise similar to *dominate monster*.

The horror is clever and tries to be subtle with this compulsion so that it is not discovered by others. Compelled characters may lead nearly normal lives, constructing in their spare time, while earning money to buy materials for rebuilding the structure.

Blindsight (Su): A hearth horror can see and hear its entire territory and everything within 120 feet by supernatural means. Beyond that range, it is considered blinded. A hearth horror is invulnerable to gaze attacks, visual effects of spells such as illusions, and other attack forms that rely on sight.

Hardness (Ex): If attacked on the Ethereal Plane, a hearth horror has hardness 8.

Manifestation (Su): A hearth horror dwells on the Ethereal Plane, and as an ethereal creature, it cannot affect or be affected by anything in the material world. When a hearth horror manifests, it partly enters the Material Plane and becomes visible but incorporeal on the Material Plane. A manifested hearth horror can be harmed only by other incorporeal creatures, magic weapons, or spells, with a 50% chance to ignore any damage

from a corporeal source. A manifested hearth horror remains partially on the Ethereal Plane, where it is not incorporeal. A manifested hearth horror can be attacked by opponents on either the Material Plane or the Ethereal Plane. The hearth horror's incorporeality helps protect it from foes on the Material Plane, but not from foes on the Ethereal Plane. A hearth horror's manifestation is a ghostly image of what it looked like in its former state. This ability is typically only used to guide its servants in their construction efforts.

A hearth horror has two home planes, the Material Plane and the Ethereal Plane. It is not considered extraplanar when on either of these planes.

Rejuvenation (Su): If a hearth horror is destroyed while its heart is still intact, it completely reforms in 1d4 days. Creatures affected by the horror's compulsion still obey their commands during this time. The only way to permanently destroy a hearth horror is to burn its heart and pour holy water onto the ashes.

Horror's Heart

The heart of a hearth horror is corporeal, has AC 7, and 1 hit point for each Hit Die of the horror. It must remain on the horror's property, but can otherwise be hidden anywhere. If it is moved off the property, the hearth horror cannot use any of its supernatural abilities, but continues to exist until the heart is destroyed. When this is done, the horror immediately ceases to exist (although it can still rejuvenate itself unless the heart is burnt and blessed with holy water).

Flora and Fauna

King's Rose: Like other examples of the rose family, this thorny, deciduous shrub bears aromatic pink flowers; it is valued for its magnificent smell and aesthetic qualities. The shrub's prickly branches frequently intertwine, creating a tangled mass of thorns, flowers, and woody appendages within a ten-foot radius area. Humans and elves frequently use clips from the shrub for decorative purposes or to manufacture perfume. Although the shrub primarily relies on insects for pollination, it also releases some of its pollen into the air. The plant's spellbinding effect on gnomes earned the plant its name and reputation. Any gnome within a fifty-foot radius of the king's rose invariably inhales some of its pollen, forcing the gnome to make a Fortitude save (DC 13); on a failed save, the king's rose triggers a strange allergic reaction. A sense of euphoria and megalomania overcomes the gnome, and he immediately seeks the source of the intoxicating aroma. Following his enhanced sense of smell, the gnome discovers the king's rose shrub on the following round. Driven by an unknown primordial urge, he ignores all other outside stimuli and feverishly crafts a makeshift crown from the clippings of the thorny branches. The gnome must make a Craft (basketweaving) check (DC 10), otherwise, his carelessness results in 1d2 points of damage from contact with the branch's large thorns. After completing his handiwork, the seemingly intoxicated gnome places the crown upon his head and declares himself king of the forest. The gnome remains in this state for the next 2d4 minutes before the effect finally wears off. While under the influence of the king's rose, he ignores all other external distractions but does respond to attacks specifically directed against him. A Knowledge (Nature) or Survival check (DC 15) identifies the plant and its effects.

Kei-ehri

Large Magical Beast

Hit Dice: 7d10+21 (59 hp)

Initiative: +0

Speed: 30 ft. (6 squares)

Armor Class: 16 (–1 size, +7 natural), touch 9, flat-footed 16

Base Attack/Grapple: +7/+16

Attack: Claw +11 melee (1d6+5)

Full Attack: 2 claws +11 melee (1d6+5) and tail slam +6 melee (2d4+2) and bite +6 melee (1d8+2)

Space/Reach: 10 ft./5 ft.

Special Attacks: Electricity aura, mind switch, psi-like abilities

Special Qualities: Darkvision 60 ft., immunity to electricity, low-light vision, telepathy 100 ft.

This large creature loosely resembles a reptile. Its smooth, scaly skin is bright blue and occasionally flares and glows with bursts of electricity. Its legs end in long talons, and its spine and tail are lightly armored with bone plating. It carries a faintly burnt odor, crossed with the scent of a natural spring.

Kei-ehri are psionic, forest-dwelling lithovores that have enormous power over thought and electricity. Kei-ehri make their forest nests from toppled trees, leaves, and other foliage, and spend their days searching for the stones and crystals that compose their diet. They rarely interact with creatures, including their own kind. Despite this, kei-ehri are never strictly alone: from before birth, they can hear “loose thoughts” around them—mental impressions, ideas, and words that escape creatures’ minds and float through the atmosphere as electrical signals. When a kei-ehri lays its eggs, it purposefully embeds its thoughts in the air, educating its unborn children long after it abandons them. Adult kei-ehri can have their personalities shaped by the thoughts of nearby creatures over a period of months—a kei-ehri who forages near an assassin’s hideout might be cruel and violent, whereas a kei-ehri who nests near a dryad’s grove might be calm and peaceful. Kei-ehri can even gain intelligence from long-term exposure to particularly intelligent creatures, but are ordinarily content to live animalistic lives.

Some theories claim that kei-ehri, merely by existing and maintaining their diet of crystals, somehow regulate the flow of thought through electricity. This theory is consistent with their

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

Abilities: Str 20, Dex 10, Con 17, Int 5, Wis 11, Cha 12

Skills: Concentration +5, Listen +2, Perfect Recall +6, Psicraft +8, Spot +2

Feats: Ability Focus (mind switch), Combat Manifestation, Iron Will

Environment: Any forests

Organization: Solitary

Challenge Rating: 7

Treasure: None

Alignment: Often neutral

Advancement: 8–14 HD (Large); 15–21 HD (Huge)

Level Adjustment: –

favorite meal of crystal reflectors (page 115) Conversations held with kei-ehri intelligent enough to speak on the subject suggest they believe that, without kei-ehri, living material beings could not think. This would explain the kei-ehri hatred of undead and constructs, which they consider offensive imitations of life.

An average kei-ehri is 15 feet long from nose to tail and weighs over half a ton.

Kei-ehri cannot speak, and while they can communicate telepathically, most are not smart enough to care to do so.

Combat

Violent kei-ehri strike at their opponents with powers such as *energy current* first, using physical attacks as a last resort. More peaceful kei-ehri try to disable their enemies without doing harm, with *brain lock* and by switching creatures’ minds.

Electricity Aura (Su): A kei-ehri can increase the violence and size of the electrical arcs that cross its body as a free action, striking at creatures nearby. Creatures take 2d4 points of electricity damage per round while within 5 feet of the kei-ehri (Reflex DC 16 negates). The save DC is Constitution-based.

Mind Switch (Su): Twice per day, a kei-ehri can swap the minds of any two living corporeal creatures (possibly including itself) within 30 feet. This is similar to the power *true mind switch*, but neither creature can voluntarily switch back and there is no Hit Dice limit. Each creature must fail a DC 16 Will save for the switch to occur. The effect is accompanied by a lightning bolt that

travels between the creatures at the moment of transfer. The death of the kei-ehri's original body returns all switched minds to their proper places without harm, but also kills both the kei-ehri and any creature in the kei-ehri's body. The save DC is Charisma-based and includes the kei-ehri's Ability Focus feat.

Psi-Like Abilities: At will—*brain lock* (affects aberrations, animals, dragons, elementals, fey, giants, magical beasts, monstrous humanoids, and outsiders, DC 13*), *ego whip* (2d4, DC 15*),

Ndalawo

Medium Undead (Incorporeal)

Hit Dice: 6d12 (39 hp)

Initiative: +6

Speed: 40 ft. (8 squares), fly 60 ft. (good) (12 squares)

Armor Class: 18 (+6 Dex, +2 deflection), touch 18, flat-footed 12

Base Attack/Grapple: +3/—

Attack: Incorporeal claw +9 melee (1d4 Str)

Full Attack: 2 incorporeal claws +9 melee (1d4 Str) and incorporeal bite +4 melee (1d6 Str)

Space/Reach: 5 ft./5 ft.

Special Attacks: Create spawn, pounce, strength damage

Special Qualities: +3 turn resistance, dark-vision 60 ft., incorporeal traits, undead traits

Also known as a shadow leopard, the *ndalawo* (n-DAH-lah-woh) is a leopard that has been transformed into an undead shadow. Although they prefer to prey on other leopards, perpetuating their foul species, they occasionally attack humanoids as well.

Combat

The ndalawo prefers to attack with surprise. If it is unable to do so, it will usually wait until a more opportune moment presents itself. Despite its caution, the creature is not cowardly and rarely retreats once combat is joined.

Create Spawn (Su): Any humanoid reduced to Strength 0 by a shadow leopard becomes a

energy stun (electricity, ML 7th, 5d6, DC 17*), *hypercognition*, *mind probe* (DC 16), *thought shield* (8 rounds, power resistance 20*); 3/day—*energy current* (electricity, ML 13th, two secondary targets, DC 18*). Manifest level 10th. The save DCs are Charisma-based.

*Includes augmentation for the kei-ehri's manifest level.

Skills: Kei-ehri have a +8 racial bonus on Perfect Recall and Psicraft checks.

Saves: Fort +2, Ref +8, Will +7

Abilities: Str —, Dex 22, Con —, Int 5, Wis 14, Cha 14

Skills: Balance +15, Hide +17, Listen +6, Spot +7

Feats: Alertness, Dodge, Mobility

Environment: Warm forest and underground

Organization: Solitary or troupe (1 and 2-5 shadows)

Challenge Rating: 7

Treasure: None

Alignment: Always neutral evil

Advancement: 7-12 HD (Medium)

Level Adjustment: —

shadow under control of its killer within 1d4 rounds. A leopard reduced to Strength 0 by a shadow leopard becomes a new shadow leopard within 1d6 rounds.

Pounce (Ex): If a ndalawo charges a foe, it can make a full attack.

Strength Damage (Su): The claw attack of a ndalawo deals 1d4 points of Strength damage to a living foe, and the bite attack deals 1d6 points of Strength damage to a living foe. A creature reduced to Strength 0 by a ndalawo dies. This is a negative energy effect.

Skills: A ndalawo's shadowy appearance gives it a +8 racial bonus on Hide checks. A ndalawo also has a +8 racial bonus on Balance checks.

Polar

Large Magical Beast

Hit Dice: 9d10+27 (76 hp)

Initiative: +3

Speed: 40 ft. (8 squares)

Armor Class: 18 (-1 size, +3 Dex, +6 natural), touch 12, flat-footed 15

Base Attack/Grapple: +9/+18

Attack: Bite +13 melee (2d6+5)

Full Attack: Bite +13 melee (2d6+5) and 2 claws +11 melee (1d8+2)

Space/Reach: 10 ft./5 ft.

Special Attacks: Polarizing field

Special Qualities: Darkvision 60 ft., low-light vision, mental tenacity

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

Abilities: Str 21, Dex 16, Con 17, Int 4, Wis 12, Cha 11

Skills: Balance +12, Hide +5*, Jump +9,

Listen +6, Move Silently +9, Spot +6

Feats: Ability Focus (polarizing field),

Alertness, Iron Will, Multiattack

Environment: Temperate forests

Organization: Solitary, pair, or pride (4-13)

Challenge Rating: 7

Treasure: Standard

Alignment: Usually neutral

Advancement: 10-18 HD (Large); 19-27 HD (Huge)

Level Adjustment: –

The polar is a large and ferocious feline, similar in appearance to a saber-toothed tiger, but equipped with talon-like claws. Its most dangerous feature is not at all evident on first glance. The polar broadcasts a strong field of mental energy that polarizes the brain waves of nearby creatures, shorting out their minds until the polar moves out of range.

Polars are highly feared, and are generally the top predators in their ecosystem. They are extremely territorial, and competing prides often fight over rights to a particular area. They are also highly resistant to mental attacks, due to their unusual psychic nature. It is somewhat of a mystery as to how these creatures generate their psychic fields. If one of them is killed, the field around the beast stops instantly, and no unusual organs exist in their anatomies that could produce such an effect. A polar requires a large supply of meat to survive, and it almost always consumes the brain of any creature it kills.

Though dangerous singly, polars become a serious threat when encountered in large numbers. If more than one of these creatures is encountered, the effects of the polarizing field are amplified, making it increasingly difficult to resist the effects.

A typical polar is 8 feet long and weighs over 800 pounds.

Combat

The mental field of the polar is constantly active. In combat, the polar attacks with its claws and bite. It typically attacks enemies not affected by its polarizing field first, leaving paralyzed opponents for later. If several of the beasts are encountered, those not engaged in melee begin to feed on those poor souls unable to defend themselves.

Polarizing Field (Su): A polar emits a constant buzz of mental energy. This field extends 30 feet in all directions, polarizing the brain waves of anyone within it. Upon entering the field, any nonpolar must succeed on a DC 16 Will save or collapse, paralyzed and unable to think or act for 1d3 rounds. The save DC is Charisma-based and includes the polar's Ability Focus feat, but increases by +1 for every polar beyond the first. If different polars have different save DCs for their fields, use the highest DC as the base. The polarizing field remains effective through up to 1 foot of stone or earth and 6 inches of metal. Creatures who escape the field return to normal (though entering the field again requires another saving throw). This is a mind-affecting compulsion ability. Every 3 rounds, every creature within the field must make a new saving throw, as the polarizing field switches polarity. This is not a conscious ability on the part of the polar. A character within the fields of multiple polars does not need to make more than one saving throw (although the DC increases normally), but creatures emerging from one polarizing field may find themselves caught within another.

Mental Tenacity (Ex): A polar has a +8 racial bonus on saving throws against mind-affecting effects.

Skills: Polars have a +4 racial bonus on Hide and Move Silently checks, and a +8 racial bonus on Balance checks. *In areas of tall grass or heavy undergrowth, the Hide bonus improves to +8.

Porgolursa

Large Animal

Hit Dice: 10d8+50 (95 hp)

Initiative: +0

Speed: 50 ft. (10 squares)

Armor Class: 14 (-1size, +5 natural), touch 9, flat-footed 14

Base Attack/Grapple: +7/+16

Attack: Bite +11 melee (2d8+5)

Full Attack: Bite +11 melee (2d8+5) and 2 claws +9 melee (2d6+2)

Space/Reach: 10 ft/10 ft.

Special Attacks: Improved grab, rage, shake 2d8+7, spines

Special Qualities: Low-light vision, scent

Saves: Fort +14, Ref +7, Will +3

Abilities: Str 21, Dex 10, Con 20, Int 2, Wis 10, Cha 5

Skills: Jump +13, Listen +5, Spot +5, Survival +3

Feats: Great Fortitude, Improved Bull Rush, Multiattack, Power Attack

Environment: Temperate forests

Organization: Solitary

Challenge Rating: 7

Advancement: 11-20 HD (Large)

Level Adjustment: —

The snarling beast is the size of a small pony and looks like a cross between a wolverine and a bear. Its blunt, muscular body ends in a short, toothy snout. Long, curved claws paw at the earth and twin ruffs point up like a row of spikes from the shoulders of its glossy reddish-brown pelt.

The porgolursa is a relative of the wolverine and badger, although many mistake them for some sort of bear. These omnivores have a nearly insatiable appetite, so they spend almost all their waking hours searching for food.

A porgolursa is often 8 feet long and weighs around 1,500 pounds.

Combat

An enraged porgolursa is aggressive and headstrong, attacking without regard for safety or survival and giving ground to no one, no matter how big or fearsome. A porgolursa prefers to overbear its prey, savaging with tooth and claw and trusting to its spiny flanks to keep other attackers at bay.

Improved Grab (Ex): To use this ability, the porgolursa must hit with its bite attack. If it gets a hold, it can shake.

Rage (Ex): A porgolursa that takes damage in combat flies into a berserk rage on its next turn, clawing and biting madly until either it or its opponent is dead. It gains +4 to Strength, +4 to Constitution, and -2 to Armor Class. It cannot end its rage voluntarily, and while raging it is immune to mind-affecting attacks, as well as nonlethal damage.

Shake (Ex): If a porgolursa gets a hold with its bite attack, it shakes and tears its opponent's body with neck-breaking force. This attack automatically deals an additional 2d8+7 points of damage.

Spines (Ex): A porgolursa's fur is actually formed of tough spines, much like those of a porcupine. These barbs stand erect when the creature is enraged. An opponent that successfully hits the porgolursa in melee must make a DC 20 Reflex save or take 1d6 points of piercing damage from the spines. Creatures with 10-foot or longer reach who are using weapons or any opponents using reach weapons are not subject to spine damage. A grappling porgolursa can also deal this damage with a successful grapple check. The save DC is Constitution-based.

Flora and Fauna

Flying Gulper: Flying gulpers are small constricting feathered snakes native to tropical rainforests that use magic to fly. They're mostly arboreal and nocturnal, hunting at night for birds, snakes, insects, and basically anything else that fits inside its mouth. Flying gulpers occasionally venture out to sea, gulping small surface fish. Flying gulpers are magically dependent animals that need magic, air, water, and food to survive. They are only found in tropical rainforests.

Savage Unicorn

Large Magical Beast

Hit Dice: 8d10+48 (92 hp)

Initiative: +3

Speed: 80 ft. (16 squares)

Armor Class: 20 (-1 size, +3 Dex, +8 natural), touch 12, flat-footed 17

Base Attack/Grapple: +8/+18

Attacks: Horn +13 melee (2d6+6)

Full Attack: Horn +13 melee (2d6+6) and bite +11 melee (1d6+3) and 2 hooves +11 melee (1d6+3)

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

Special Attacks: Enhanced natural weapons, rage

Special Qualities: Darkvision 60 ft., immunity to charm, disease, and poison, low-light vision, spell resistance 18, wild empathy

The beast that steps through a break in the undergrowth looks much like a shaggy warhorse with wicked cloven hooves and pointed teeth. Most striking of all, however, is a single steel-like serrated horn that grows from its head.

Savage unicorns are a feral offshoot of the traditional unicorn. They are extremely territorial, ferociously defending their forest homes from intrusion. They are omnivorous, mostly grazing on grass and other vegetation, but they aren't opposed to eating a fallen adversary.

Savage unicorns never allow themselves to be tamed and ridden, finding the idea of such subservience distasteful. Although their horns lack the healing properties of their good cousins, savage unicorns are still hunted for their horns. These can fetch up to 1,000 gp, and are used as components in *keen* weapons and magic that enhances the hardness of an object.

A typical savage unicorn grows to 9 feet in length, stands 6 feet high at the shoulder, and weighs 1,400 pounds. Females are slightly smaller and slimmer than males.

Although they are every bit as intelligent as their more "civilized" cousins, savage unicorns do not speak, but they understand Sylvan and Common. Its lack of speech often causes other creatures to underestimate a savage unicorn's cunning.

Saves: Fort +12, Ref +9, Will +6

Abilities: Str 23, Dex 17, Con 22, Int 12, Wis 19, Cha 24

Skills: Hide -1, Intimidate +18, Jump +26, Listen +12, Move Silently +8, Spot +12, Survival +8

Feats: Cleave, Improved Natural Attack (horn)^B, Multiattack, Power Attack

Environment: Cold and temperate forests

Organization: Solitary, pair, or gash (3-8)

Challenge Rating: 7

Treasure: Standard

Alignment: Usually chaotic neutral

Advancement: 9-16 HD (Large)

Level Adjustment: —

Combat

The savage unicorn prefers to enter battle by charging horn-first into its opponents, although it is canny enough not to do so against any group of foes that possess spears or other weapons that might be set to receive its charge. It is perfectly capable of slashing or stabbing with its horn, biting, and striking with its forehooves all in the same round.

A savage unicorn may be summoned using a *summon nature's ally VI* spell.

Enhanced Natural Weapons (Ex): The horn, hooves, and teeth of a savage unicorn are naturally as hard as metal, and they are magically hardened as well (treat them as having hardness 13). They are treated as magical weapons for purposes of overcoming damage reduction.

Rage (Ex): A savage unicorn that takes damage in combat flies into a berserk rage the following round, attacking madly until the end of that combat. It gains +4 Strength, +4 Constitution, +2 morale bonus to attacks, and -2 AC. It cannot end its rage voluntarily.

The following changes are in effect as long as it rages: AC 18 (touch 9, flat-footed 15); hp increased by 16; Atk +15 melee (2d6+8, horn); Full Atk +15 melee (2d6+8, horn) and +13 melee (1d6+4, bite) and +13 melee (1d6+4, 2 hooves); SV Fort +14; Str 27, Con 26.

Wild Empathy (Ex): This power works like the druid's wild empathy class feature, except that a savage unicorn has a +6 racial bonus on the check.

Verdant Guardian

Medium Outsider (Native)

Hit Dice: 6d8+6 (33 hp)

Initiative: +6

Speed: 30 ft. (6 squares), climb 15 ft. (3 squares), fly 90 ft. (perfect) (18 squares)

Armor Class: 18 (+2 Dex, +6 natural), touch 12, flat-footed 16

Base Attack/Grapple: +6/+9

Attack: Slam +9 melee (1d6+3) or whip +9 melee (1d4+3 nonlethal)

Full Attack: Slam +9 melee (1d6+3) or whip +9 melee (1d4+3 nonlethal)

Space/Reach: 5 ft./5 ft. (15 ft. with whip)

Special Attacks: Constrict, improved grapple, spell-like abilities, whip

Special Qualities: Darkvision 60 ft., forest tongue, spell resistance 14

In those rare, ancient places where the land refuses to cede to progress, nature created her own protectors, verdant guardians, to assure that the jungles remain pure and unspoiled by man's corrupting hand. Formed from the vibrant bark and leaves of an extraplanar grove's eternal spring, verdant guardians are nature's angels. They appear as winged humanoids with serpentine tails instead of legs, while lush emerald leaves cover their bodies in lieu of skin, scales, or feathers. In fact, the only non-green color on a guardian's body is the rich brown of its root-like claw and the entrancing blue of its slanted, pupil-less eyes. Verdant guardians possess a normal left hand, while their right appendage resembles a vine-like coil, perfect for grappling the branches of their beloved trees or wringing the necks of axe-bearing intruders.

In the dense canopies of unspoiled forests and jungles, nature's protectors stoically watch. Aloof from even the most devout humanoid druids, these guardians consort only with other indigenous forest dwellers, keeping their unseen vigil over groves of treants, dryads, and the eldest of trees. Often allowing their allies to deal with intruders as they may, they wait for the signs of encroaching civilization, waiting to turn it back with a tide of steel and fire.

Combat

Verdant guardians often ignore intruders or let other native forest defender take care of them. However, if no other protectors exist, or the native defenses fail, or the intruders prove especially powerful or offensive, the guardians attack swiftly and without mercy. Verdant guardians care nothing for any sense of fair play or honor, merely the annihilation of their enemies. They often deploy

Saves: Fort +6, Rex +7, Will +9

Abilities: Str 16, Dex 15, Con 12, Int 15, Wis 18, Cha 14

Skills: Climb +20, Disguise +11, Handle Animal +11, Hide +11*, Jump +12, Knowledge (nature) +13, Listen +13, Move Silently +11*, Spot +13, Survival +13 (+15 aboveground)

Feats: Improved Initiative, Point Blank Shot, Power Attack

Environment: Warm forest

Organization: Solitary or grove (3-9)

Challenge Rating: 7

Treasure: Standard

Alignment: Always chaotic neutral

Advancement: 7-12 HD (Medium), 13-18 HD (Large)

Level Adjustment: +3

their spell-like abilities or ambush from above to weaken their opponents before moving into melee with the aid of their forest allies.

Constrict (Ex): A verdant guardian deals 1d4+3 points of damage with a successful grapple check.

Improved Grab (Ex): To use this ability, a verdant guardian must hit a Medium or smaller creature with its whip 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.

Spell-Like Abilities: At will—*calm animals* (DC 15), *detect animals or plants, pass without trace, warp wood* (DC 16), *water breathing* (self only), *wood shape* (DC 16); 3/day—*animal messenger, barkskin, entangle* (DC 15), *goodberry, hold animal* (DC 16), *magic fang, protection from elements, quench* (DC 17), *summon nature's ally II*; 1/day—*dominate animal* (DC 17), *snares, spike growth* (DC 17). Caster level 10th. The save DCs are Wisdom-based.

Whip (Ex): A verdant guardian's whip-like appendage is treated as a normal whip in all respects and allows the verdant guardian to make trip and disarm attacks. This whip attack also allows the verdant guardian to constrict, which deals lethal damage. A verdant guardian's whip is not subject to disarm attempts because it is part of the creature.

Forest Tongue (Ex): Verdant guardians are able to communicate with all forms of animals, fey, and plants, regardless of their intelligence or languages.

Skills: Verdant guardians have a +8 racial bonus on Climb checks. A verdant guardian can always choose to take 10 on Climb checks, even if rushed or threatened.

*The leafy exterior of a verdant guardian affords it a +14 bonus to Hide and Move Silently checks while surrounded by dense foliage.

Zotuv

Large Monstrous Humanoid

Hit Dice: 10d8 (45 hp)

Initiative: +5

Speed: 30 ft. (6 squares)

Armor Class: 13 (-1 size, +1 Dex, +3 natural), touch 10, flat-footed 12

Base Attack/Grapple: +10/+14

Attack: Short sword +10 melee (1d8/19-20)

Full Attack: Short sword +10/+5 melee (1d8/19-20)

Space/Reach: 10 ft./10 ft.

Special Attacks: Aura of fear, spell-like abilities

Special Qualities: Darkvision 60 ft., spell resistance 15

Zotuv have elongated, black, insectile bodies, oversized heads and featureless faces with fathomless black eyes. Their mouths are so small as to be unnoticeable, and they rarely speak. In short, they look thoroughly alien and unnatural.

For those who can see beyond appearances, the zotuv can make powerful allies when it comes to tracking and capturing other intelligent creatures. They have the power to affect the minds of others, controlling and dominating them. For this reason alone, zotuv often take the path of a bounty hunter, or find themselves in the service of their ilk.

The zotuv's origins, organization, and allegiances are a mystery. They always work alone and no one has ever reported seeing a zotuv in the company of another of their kind, and so far no one has dared look too closely into the nature of these mysterious terrors.

Zotuv speak passable Common and appear to comprehend it without difficulty. Whether or not they have a language of their own is unknown.

Arboreal Nemesis

Huge Plant

Hit Dice: 10d8+50 (95 hp)

Initiative: -1

Speed: 30 ft. (6 squares)

Armor Class: 20 (-2 size, -1 Dex, +13 natural), touch 7, flat-footed 20

Base Attack/Grapple: +7/+24

Attack: Claw +14 melee (2d6+9)

Full Attack: 2 claws +14 melee (2d6+9)

Space/Reach: 15 ft./15 ft.

Special Attacks: Rotting grasp, trample 2d12+17

Special Qualities: Damage reduction 10/slashing, darkvision 60 ft., favored enemy, low-light vision, plant traits, vulnerability to fire

Saves: Fort +14, Ref +2, Will +7

Abilities: Str 29, Dex 8, Con 21, Int 14, Wis 15, Cha 12

Saves: Fort +3, Ref +8, Will +10

Abilities: Str 10, Dex 12, Con 10, Int 17, Wis 17, Cha 12

Skills: Concentration +8, Intimidate +9, Move Silently +11, Knowledge (nature) +11, Listen +12, Search +11, Spot +12, Survival +12

Feats: Alertness, Improved Initiative, Track, Weapon Finesse

Environment: Any land and underground

Organization: Solitary

Challenge Rating: 7

Treasure: Standard

Alignment: Usually neutral

Advancement: 11-20 HD (Large)

Level Adjustment: —

Combat

Zotuv do not have much of a taste for melee combat despite being skilled in the ways of a warrior. They prefer to use their spell-like abilities to set their foes at a disadvantage or force others to do their fighting for them. When engaging an enemy, they stand away from the fracas watching for any sign that they might again need to exert their mind controlling powers.

Aura of Fear (Ex): Zotuv give anyone that encounters them the creeps, even their allies. All creatures within 30 feet of a zotuv must succeed on a DC 16 Will save or suffer a -4 morale penalty to Will saves and a -1 morale penalty to attack rolls and AC while within 30 feet of the zotuv. The save DC is Charisma-based.

Spell-Like Abilities: 6/day—*hold monster* (DC 16); 3/day—*charm monster* (DC 15); 1/day—*sleep* (DC 12). Caster level 15th. The save DCs are Charisma-based.

Skills: Bluff +7, Diplomacy +5, Disguise +1 (+3 acting), Hide -3*, Intimidate +9, Knowledge (nature) +10, Listen +9, Sense Motive +9, Spot +9, Survival +9 (+11 aboveground)

Feats: Cleave, Great Fortitude, Iron Will, Power Attack

Environment: Temperate forest

Organization: Solitary, copse (2-4), or harrowing (1-4 arboreal nemeses, 15-40 goblins or kobolds, 0-10 evil elves, 0-1 evil druid)

Challenge Rating: 8

Treasure: Standard (see below)

Alignment: Always neutral evil

Advancement: 11-20 HD (Huge); 21-30 HD (Gargantuan)

Level Adjustment: —

Arboreal nemeses are the evil counterparts of treants and also their mortal enemies. It is unknown whether arboreal nemeses evolved from twisted, corrupted treants, or whether they comprise a separate species. The treants' hatred for arboreal nemeses runs so deeply that they have been known to hunt them down with almost fanatical zeal. Arboreal nemeses respond in kind, hating beauty and all good things with unbridled passion, including treants, dryads, and nymphs.

Treants usually outnumber arboreal nemeses within the woodland. As a result, arboreal nemeses are more subtle and cunning in the pursuit of their enemies, hiding in the forest's darkest parts, while gathering a coalition of lesser creatures to aid them in their fight. Lesser creatures, such as goblins and kobolds, often worship them, and they often attract evil elves, druids, and rangers as followers.

An arboreal nemesis looks like a huge, gnarled, twisted tree, often with dark gray or black bark. Although they still appear like normal trees in many respects, a palpable darkness envelops them, belying their malevolent nature. Pinpricks of eerie green light emanate from the heart of the corrupted tree's trunk, forming the creatures' two eyes. While most arboreal nemeses possess two eyes, some only have one eye, while others have three. Their gangly, skeletal branch-like arms end in wicked claws that never bear leaves.

Arboreal nemeses speak the same a corrupted dialect of Treant, Common, Draconic, and Goblinoid.

Combat

Arboreal nemeses, like treants, purposefully study a potential foe before attacking to glean its motives and strengths. The cunning arboreal nemeses often attempt to parley with intruders, convincing them that they are treants or tree spirits. If all else fails, they attack with their razor-sharp claws and attempt to trample the enemy. Arboreal nemeses always attack treants, using their rotting grasp as their primary attack. Because of their long history and mutual animosity, the two parties instantly recognize one another on sight.

Perhaps as a result of their own ugliness, arboreal nemeses loathe both creatures and objects of beauty. Because of this hatred, arboreal nemeses destroy or bury any treasure they consider beautiful, such as a flawless diamond or a sapphire necklace. Conversely, there is nothing that arboreal nemeses love more (except perhaps killing treants) than corrupted beauty; therefore, arboreal nemeses often retain flawed objects as part of their treasure.

Rotting Grasp (Su): A arboreal nemesis that makes a successful touch attack with its claw causes the target wood to rot, falling to pieces and becoming useless quickly. The touch deals 3d6+9 points of damage to wood and wooden items, as well as plant creatures. Magic items are immune to this effect. An arboreal nemesis can also use this power when making a sunder attempt against a wooden weapon. Metal, stone, and other non-wooden weapons are unaffected.

Trample (Ex): Reflex half DC 24. The save DC is Strength-based.

Favored Enemy (Ex): Arboreal nemeses hate treants, nymphs, and dryads, and they spend their lives plotting ways to kill them. For this reason, an arboreal nemesis gains a +2 bonus on Bluff, Listen, Sense Motive, Spot, and Survival checks when using these skills against such creatures. Likewise, an arboreal nemesis gets a +2 bonus on weapon damage rolls against such creatures.

Skills: *An arboreal nemesis has a +16 racial bonus on Hide checks made in forested areas.

Habitat/Society

The arboreal nemesis is not a social creature, preferring its own company or that of lesser creatures rather than its own kin. It does, however, recognize the advantage of keeping members of its own race nearby, if only to maintain a balance of power against its enemies. An arboreal nemesis' relationships are always built on mutual hatred. They only mate once or twice in their long lifetimes, and then, only if necessity demands it. The most feared gathering of arboreal nemeses is the Harrowing, a gathering that takes place very rarely. The Harrowing is a dark alliance between a group of arboreal nemeses, a horde of lesser forest creatures, and an evil druid. It is fortunate that such meetings are rare, for the union of these evil beings can quickly transform a light, airy forest into a dark, brooding hunting ground for twisted, malevolent creatures.

Campaign

A large number of fey and wood elves have been found murdered in the nearby woods, prompting rumors that a vengeful nature spirit has escaped from its imprisonment. The local lord's daughter has gone missing while on one of her walks in the deeper parts of the forest. The lord blames the kidnapping on a local tree-shepherd, a friendly treant that keeps to itself, but in reality, his long-time foe, an arboreal nemesis, is responsible for the girl's disappearance.

Fierling

Huge Fey (Fire)

Hit Dice: 10d6+20 (55 hp)

Initiative: +8

Speed: 40 ft. (8 squares)

Armor Class: 16 (-2 Size, +4 Dex, +4 natural), touch 12, flat-footed 12

Base Attack/Grapple: +5/+17

Attack: Slam +7 melee (1d6+4 plus 2d6 fire)

Full Attack: 2 slams +7 melee (1d6+4 plus 2d6 fire)

Space/Reach: 15 ft./15 ft

Special Attacks: Embersmash, flameleap

Special Qualities: Immunity to fire, low-light vision, resistance to acid 10, vulnerability to cold

Scarred in a forest fire, the fierling is a horribly burned woodland spirit transformed into a giant destructive force of nature before its life force fades. Usually, magically created forest fires spawn fierlings, but natural fires occasionally trigger the metamorphosis as well. Wracked by excruciating pain, fierlings lash out at any visible target without reason.

Surrounded by flickers and jets of flame, fierlings appear as 12-foot-tall humanoids with torsos resembling charred logs and heads like lumps of coal. Fierlings have two arms and legs and a jagged, contorted gash across their face that serves as a mouth. Despite their size, fierlings display surprising nimbleness. They weigh about 2,000 pounds.

Fierlings are short-lived, solitary beings that survive for only 1d4+4 hours after their creation. Whenever a fast-moving fire consumes the forest or woods, any minor forest spirits unable to escape the smoldering inferno transform into fierlings. Pained by the sight of other fierlings, they typically move in opposite directions whenever they encounter another of their ilk.

Fierlings do not speak, but understand Sylvan.

Saves: Fort +5, Ref +11, Will +10

Abilities: Str 18, Dex 18, Con 14, Int 11, Wis 16, Cha 10

Skills: Balance +17, Hide +17, Intimidate +13, Jump +8, Listen +16, Move Silently +17, Spot +16

Feats: Dodge, Improved Initiative, Power Attack, Run

Environment: Any forests

Organization: Solitary

Challenge Rating: 8

Treasure: None

Alignment: Always chaotic neutral

Advancement: –

Level Adjustment: –

Combat

A fierling wanders throughout the forest that spawned it, often leading the flames of an advancing fire. As soon as it spies a living target, it hurls flames at it and charges. It prefers to bull rush opponents close to its size; otherwise, it slams opponents. After damaging its first target, it turns its attention to other combatants, opting not to focus on one single individual if possible. Fierlings actively avoid water; therefore, if enemies retreat across a large body of water, fierlings always break off the chase unless they can ford the barrier in some way, such as by knocking down a tree and using it as a makeshift bridge.

Embersmash (Ex): When a fierling hits with a successful melee attack, it deals an additional 2d6 points of fire damage.

Flameleap (Su): Once per round, a fierling can project a 50-foot line of flames, dealing 5d6 points of fire damage to any creature in its path. A DC 17 Reflex save reduces the damage to half. The save DC is Constitution-based.

Fierling Wood: A small piece of the fierling's trunk enhances a druid's spellcasting abilities. When used in conjunction with his divine focus, the mystical wood adds a +1 circumstance bonus per die of damage to all fire-based spells. The fierling's wood maintains this property for 2d12 hours before fading and crumbling into embers.

Flood Brute

Large Plant

Hit Dice: 10d8+40 (85 hp)

Initiative: +0

Speed: 30 ft. (6 squares)

Armor Class: 17 (-1 size, +8 natural), touch 9, flat-footed 17

Base Attack/Grapple: +7/+17

Attack: Fist +12 melee (1d10+6)

Full Attack: 2 fists +12 melee (1d10+6)

Space/Reach: 10 ft./10 ft.

Special Attacks: –

Special Qualities: Damage reduction

10/magic, low-light vision, plant traits, spell resistance 10

The Flood Brute stands nearly ten feet tall. It looks somewhat like an inverted pear with large, powerful legs and two massive stumplike arms. The Flood Brute is made up of greenish-brown, apparently organic material.

When debris falls from the heavens, these meteorites and comets occasionally make it to the ground. These stones emit a strange radiation that warps the fabric of reality, drastically mutating the nature of life around them. From this radiation the Flood is created. The Flood is a hierarchy of creatures that are an amalgamation of organic and inorganic materials given sentience by otherworldly energy. The Flood exhibits no signs of higher intelligence, but it possesses animal cunning. Once a pocket of the Flood rises, it consumes all other nearby life.

The Flood Brutes are destruction personified. They come at the rear of a Flood advance, blasting through anything still standing. They leave nothing in their wake, carving a swath of devastation that transforms a living forest into a barren wasteland. Flood Brutes consume all organic material regardless of its origin.

Brutes form when the number of smaller Flood creatures surpass a certain amount. Once this happens, extraneous life forms pair off and embrace, entwining their whip-like arms and

Saves: Fort +11, Ref +3, Will +3

Abilities: Str 22, Dex 11, Con 18, Int 4, Wis 11, Cha 10

Skills: Hide +0*, Listen +5, Spot +8

Feats: Alertness, Cleave, Improved Bull Rush, Power Attack

Environment: Temperate and warm forests

Organization: Solitary or pack (2-5)

Challenge Rating: 8

Treasure: None

Alignment: Always neutral

Advancement: 11-19 HD (Large); 20 HD (Huge)

Level Adjustment: –

merging together. The neophyte Brute stands motionless for 10 to 12 hours, feeding off its “parents” while growing larger and stronger (11-19 HD). After this incubation period, the new Brute sets off after the rest of its Flood. Occasionally, a Flood grows too fast, and too many life forms emerge too quickly. In this case, more than two creatures converge and create a “primary” or “Prime” Brute (20 HD). This triggers an inexplicable genetic response, because the Prime invariably destroys everything around it, focusing on its own Flood above all else. Often, a Prime and the Flood that spawned it are both destroyed.

A Flood Brute stands ten feet tall and weighs over a ton. It does not speak.

Combat

Brutes mindlessly wade into combat, swinging madly at any non-Flood organism within reach. Brutes do not discriminate between mobile and immobile targets; they simply attack the closest object or creature. Brutes usually charge and trample foes before smashing whatever remains.

Skills: *Flood brutes have a +10 racial bonus to Hide checks in areas of vegetation.

Forest God

Large Outsider (Native)

Hit Dice: 8d8+48 (84 hp)

Initiative: +4

Speed: 40 ft. (8 squares)

Armor Class: 18 (-1 size, +9 natural), touch 9, flat-footed 18

Base Attack/Grapple: +8/+17

Attack: Claw +12 melee (1d6+5) or gore +12 melee (1d8+5)

Full Attack: 2 claws +12 melee (1d6+5) and bite +7 melee (1d8+2); or gore +12 melee (1d8+5) and bite +7 melee (1d8+2)

Space/Reach: 10 ft/5 ft.

Special Attacks: Spell-like Abilities

Special Qualities: Damage reduction 10/cold iron, darkvision 60 ft., immunity to cold and electricity, immunity to weather, nature's pact, scent, spell resistance 21, wild empathy

The forest god embodies the spirit of the forest. His wolfish head is crowned with an impressive rack of antlers. His torso is a man's, although his is a hooved quadruped. His arms end in razor-sharp claws, like that of the great cat. The forest god prefers to not interfere, but clearly sees himself protectorate and steward of the forest.

Combat

Spell-Like Abilities: At will—*create water, detect magic, detect animals or plants, detect poison, detect snares and pits, endure elements, hide from animals, know direction, pass without trace, purify food and drink, 3/day—call lightning* (DC 17), *entangle* (DC 15), *plant growth, snare, 1/day—control weather, transport via plants*. Caster level 10th. The save DCs are Charisma-based.

Immunity to Weather (Ex): A forest god is immune to all adverse effects of non-magical weather, including wind and precipitation.

Nature's Pact (Su): Animals will only attack a forest god if magically compelled by an evil creature (such as via a *dominate monster* effect). Even then, the evil creature must succeed on a caster level check (DC = 20 + forest god's HD) to force the compelled creature to attack the forest god.

Wild Empathy (Ex): This power works like the druid's wild empathy class feature, except that a forest god has a +8 racial bonus on the check.

Skills: *A forest god has a +10 racial bonus on Hide and Move Silently checks made in forested areas.

Antler: Antlers removed from the head of any deer-like animal can be used as an exotic

Saves: Fort +12, Ref +6, Will +11

Abilities: Str 21, Dex 10, Con 22, Int 11, Wis 20, Cha 19

Skills: Hide+7*, Handle Animal +14, Intimidate +15, Jump +10, Knowledge (nature) +13, Listen +16, Move Silently +11*, Ride +3, Spot +16, Survival +16 (+18 aboveground)

Feats: Combat Reflexes, Improved Initiative, Track

Environment: Any forest

Organization: Solitary or pack (2-6)

Challenge Rating: 8

Treasure: None

Alignment: Always neutral

Advancement: 7-12 (Large), 13-18 HD (Huge)

Level Adjustment: —

weapon. An antler can be cut down to make a weapon of any size. Each antler begins as a two-handed weapon sized for a creature of the size of the creature it was taken from, and can be cut down to smaller sizes. An antler gives a +2 bonus on the opposed attack roll when attempting to disarm an enemy, provided your enemy's weapon is the same size or smaller than yours. Alternately, you may choose to use an antler as a shield. When used this way, light and one-handed antlers serve as small shields (+1 bonus to AC), while two-handed antlers serve as Large shields (+2 bonus to AC).

An antler is an exotic weapon that deals 1d4* of piercing damage when constructed as a light weapon, 1d6* as a one-handed weapon, and 1d8* as a two-handed weapon, with a critical range of x3. Cost: 1 gp. Weight: 2 lb. (light), 4 lbs. (one-handed), 8 lbs. (two-handed).

*For Medium antlers. Use the normal scaling rules for larger or smaller antlers.

Tines of the Forest God: Only one of these minor artifacts is known to exist, created by a heartless druid from a slain forest god. This Large two-handed +5 *defending antler* was made from only half of a forest god's rack, however. The other half might be in use elsewhere. This weapon has the powers of a forest god trapped within it. No animal will attack the bearer of this weapon unless magically compelled. All other natural creatures must succeed on a DC 20 Will save to combat the bearer. The weapon can be activated with symbolic gestures to cast the following spells once per day: *call lightning, control weather, detect magic, detect animals or plants, endure elements, entangle, hide from animals, and pass without trace*.

Moderate transmutation; CL 10th; Weight 8 lbs.

Horned Man

Large Fey

Hit Dice: 9d6+45 (76 hp)

Initiative: +2

Speed: 40 ft. (8 squares)

Armor Class: 17 (-1 size, +2 Dex, +6 natural), touch 11, flat-footed 15

Base Attack/Grapple: +4/+11

Attack: Huge shortspear +7 melee (2d6+5 plus 1d6 Wisdom) or huge shortspear +7 ranged (2d6+3 plus 1d6 Wisdom)

Full Attack: Huge shortspear +7 melee (2d6+5 plus 1d6 Wisdom) or huge shortspear +7 ranged (2d6+3 plus 1d6 Wisdom)

Space/Reach: 10 ft./10 ft.

Special Attacks: Spell-like abilities, Wisdom damage

Special Qualities: Damage reduction 10/cold iron, immunity to mind-influencing effects, low-light vision, scent

The horned men are the forest's stalkers and avengers. They exist solely for that purpose, and they act decisively and single-mindedly towards the capture of their prey. Loggers, trappers, and other wilderness despoilers top their evergrowing list of transgressors, as they endeavor to protect the forest from all humanoid incursions irrespective of their beneficial or malevolent intentions. Horned men resemble tall humanoids, standing 9 feet tall and having magnificent racks of antlers reaching two feet from their crown. Their bodies are covered in a fine brownish-tan fur, and their faces are primarily human-like, with blunt noses and wild eyes. Their antlers change colors with the seasons, from a bright emerald in the spring to a fiery gold in autumn and to pitch-black in winter.

Horned Men are arrogant creatures that do not associate much with other intelligent beings, including other fey. They are practically a force of nature, existing only to bring their brand of justice to those committing transgressions against the world's forests. It is almost impossible to divert them from their mission, and impassioned pleas for mercy or innocence fall on deaf ears. They show no interest in debating morality, and in almost all instances, they decree death as the appropriate sentence.

They have no qualms about using innocent bystanders in their hunt, and they prefer dominating humanoids instead of plants and animals. They primarily choose humanoids that have no direct connection to nature rather than

Saves: Fort +8, Ref +8, Will +10

Abilities: Str 17, Dex 15, Con 20, Int 12, Wis 18, Cha 16

Skills: Diplomacy +5, Hide +10, Intimidate +15, Jump +7, Knowledge (nature) +8, Listen +19, Move Silently +14, Sense Motive +16, Spot +19, Survival +19

Feats: Improved Bull Rush, Power Attack, Track, Weapon Focus (shortspear)

Environment: Temperate forests

Organization: Solitary

Challenge Rating: 8

Treasure: Standard

Alignment: Always neutral

Advancement: 10-12 HD (Large)

Level Adjustment: +5

elves. Rangers and druids also have less chance of being dominated, but under exigent circumstances, any humanoid is fair game.

When they deign to speak, they use the Sylvan tongue.

Combat

Horned men use their environment in combat, deploying wild animals and plants in their defense. They are fearless and implacable, and they readily charge into the fray, caring nothing for the own safety.

Horned men rely upon their spell-like abilities to create hunting packs to do their bidding rather than using them against their prey. Creatures dominated in this manner act in a bestial fashion, and, on occasion, have devoured their kills raw.

Spell-like Abilities: At will— *dominate animals* (DC 16), *speak with animals*, *speak with plants*; 3/day— *charm animal* (DC 14), *charm person* (DC 14), *command plants* (DC 17); 1/day— *control weather*, *summon nature's ally VII*. Caster level 13th. The save DCs are Charisma-based.

Wisdom Damage (Su): Those struck by the horned man's spear must succeed on a DC 17 Will save or take 1d6 points of Wisdom damage. The horned man can also use the spear as a melee touch attack, dealing Wisdom damage only. The spear acts as a nonmagical spear for anyone else who wields it. The save DC is Charisma-based

Skills: Horned men have a +4 racial bonus on Listen, Spot, and Survival checks.

Hydranoid

Medium Outsider (Evil, Native)

Hit Dice: 10d8+50 (95 hp)

Initiative: +5

Speed: 40 ft. (8 squares)

Armor Class: 22 (+5 Dex, +7 natural), touch 15, flat-footed 22

Base Attack/Grapple: +10/+13

Attack: Bite +15 melee (1d4+3 and poison)

Full Attack: 6 bites +15 melee (1d4+3 and poison) and 2 claws +10 melee (1d6+1)

Space/Reach: 5 ft. /5 ft.

Special Attacks: Infectious talons, poison, spells

Special Qualities: Damage reduction 10/good, darkvision 60 ft., spell resistance 18, vigilance

Saves: Fort +12, Ref +12, Will +10

Abilities: Str 16, Dex 20, Con 20, Int 18, Wis 16, Cha 13

A hydranoid has a body of a man in well-made but functional robes. However, its hands end in vicious talons and six writhing asps sprout from its shoulders in place of the creature's head. Although hydranoids superficially resemble nagas, medusas, and hydras, they are actually more akin to devils. Created by some terrible deity from an evil plane, hydranoids roam the Material Plane carrying out their dark master's orders. These orders usually involve hunting down traitors and the servants of rival gods. A hydranoid is single-minded and vigilant in the pursuit of such missions.

Hydranoids often keep a brace of steelhounds (page 108) as bodyguards.

A typical hydranoid is about 7 feet tall and weighs about 250 pounds. A hydranoid speaks Common, Infernal, and Abyssal.

Combat

In combat, hydranoids attempt to kill or cripple their opponents with combat magic from a distance or from surprise, then set their steelhounds on the enemy. Only if the steelhounds are overmatched or losing—or if no steelhounds are present—will a hydranoid engage in personal combat. In such an instance, it rends foes with its taloned hands and strikes repeatedly with its serpentine heads.

Skills: Bluff +14, Concentration +18, Decipher Script +11, Diplomacy +12, Disguise +1 (+3 acting), Forgery +10, Gather Information +14, Hide +15, Intimidate +16, Jump +7, Knowledge (arcana) +17, Knowledge (geography) +10, Listen +16, Move Silently +15, Sense Motive +16, Spellcraft +13, Spot +16, Survival +3 (+5 to avoid getting lost or natural hazards)

Feats: Combat Reflexes, Silent Spell, Spell Penetration, Weapon Finesse

Environment: Any land

Organization: Solitary or clutch (2-7)

Challenge Rating: 8

Treasure: Standard

Alignment: Usually lawful evil

Advancement: 11-20 HD (Medium); 21-30 HD (Large)

Level Adjustment: —

A hydranoid's natural weapons, as well as any weapons it wields, are treated as evil-aligned for the purpose of overcoming damage reduction.

Infectious Talons (Ex): Wounds inflicted by a hydranoid's talons cannot be healed by magic, only by natural healing.

Poison (Ex): Injury, Fortitude DC 20, initial damage 1d4 Dex, secondary damage 1d4 Dex. The save DC is Constitution-based.

Spells: A hydranoid casts spells as a 7th-level sorcerer.

Typical Sorcerer Spells Known (6/7/6/4 per day; caster level 7th): 0—*daze* (DC 11), *detect magic*, *ghost sound* (DC 11), *ray of frost* (+15 ranged touch), *read magic*, *resistance*, *touch of fatigue* (+13 melee touch, DC 11); 1st—*magic missile*, *mage armor*, *ray of enfeeblement* (+15 ranged touch), *shield*, *silent image*; 2nd—*invisibility*, *mirror image*, *scorching ray* (+15 ranged touch); 3rd—*displacement*, *lightning bolt* (DC 14).

Vigilance (Ex): A hydranoid never sleeps and can see in all directions at once owing to its many heads. It cannot be flanked or caught flat-footed.

Kitsune

Small Magical Beast (Shapechanger)

Hit Dice: 8d10+16 (60 hp)

Initiative: +4

Speed: 40 ft. (8 squares)

Armor Class: 19 (+1 size, +4 Dex, +4 natural), touch 15, flat-footed 15

Base Attack/Grapple: +8/+5

Attack: Bite +13 melee (1d6+1)

Full Attack: Bite +13 melee (1d6+1) and 2 claws +8 melee (1d4)

Space/Reach: 5 ft/5 ft.

Special Attacks: Spell-like abilities, spells, trip

Special Qualities: Alternate form, damage reduction 15/silver, darkvision 60 ft., low-light vision, scent

A kitsune is a fox who adopts the shape of a woman. They are tricksters by nature. While they look like beautiful women, they hide their kinship with the cunning fox. They use their spells and spell-like abilities to steal men's hearts and cause mischief within the community, while maintaining plausible deniability for any such actions.

A kitsune has a natural inclination for the forest, and when she infiltrates a community, it is often a settlement inside of forested regions. If the kitsune is exposed, she would rather flee and start again in a different community than stay and fight.

In its natural form, a kitsune is about 3-1/2 feet long from nose to tail and weighs between 8 and 16 pounds. In humanoid form, a kitsune stands between 5 and 5-1/2 feet tall, and weighs about 110 pounds. Kitsunes speak Common.

Combat

A kitsune avoids physical combat if possible, preferring instead to rely on her magic and wiles. A kitsune uses its *mirage arcana* ability to conjure a human habitation, as well as illusory clothes and food. She uses her Still Spell and Silent Spell feats to cast her spells entirely undetected by the humans she lives among.

Spell-Like Abilities: 4/day—*charm person* (DC 15); 1/day—*mirage arcana* (DC 19), *persistent image* (DC 19). Caster level 8th. The save DCs are Charisma-based.

Spells: A kitsune casts arcane spells as a sorcerer (caster level equals kitsune's Hit Dice).

Typical Sorcerer Spells Known (6/7/7/6/4 per day, caster level 6th; save DC 14 + spell level): 0—*daze, detect magic, ghost sound, mage hand, message, open/close, prestidigitation, read magic*; 1st—*expedition retreat, mage armor, obscuring mist, sleep*; 2nd—*blur, detect thoughts, hypnotic pattern*; 3rd—*non-detection, suggestion*; 4th—*solid fog*.

Trip (Ex): A kitsune in fox or hybrid form that hits with a bite attack can attempt to trip the opponent

Saves: Fort +8, Ref +10, Will +1

Abilities: Str 12, Dex 19, Con 14, Int 13, Wis 8, Cha 18

Skills: Balance +7, Bluff +10, Climb +3, Diplomacy +7, Disguise +7 (+9 acting), Hide +12, Intimidate +6, Jump +7, Listen +11, Move Silently +4, Search +9, Spot +11, Survival +2*, Tumble +9

Feats: Improved Trip^B, Silent Spell, Still Spell, Weapon Finesse

Environment: Any forests

Organization: Solitary

Challenge Rating: 8

Treasure: None

Alignment: Usually lawful evil or lawful neutral

Advancement: 11-20 HD (Medium)

Level Adjustment: –

(+1 check modifier in fox form, +5 in hybrid form) as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the kitsune.

Alternate Form (Su): A kitsune can adopt three forms: a natural fox, a hybrid with a fox head and human body, or entirely human (but with a streak of white in her reddish hair, and narrow, fox-like features). A kitsune can shift between her forms as a standard action. In humanoid form, she is Medium size, does not have bite or claw attacks or damage reduction, and has a base speed of 30 feet. In hybrid form, she is Medium size, can use her bite and claw attacks, has damage reduction, and has a base speed of 30 feet. She can use her spells and spell-like abilities in all forms. A kitsune remains in one form until she chooses to assume a new one. A change in form cannot be dispelled, but a kitsune reverts to fox form when killed. A *true seeing* spell reveals all forms simultaneously.

The following changes are in effect while in humanoid form: Spd 30 ft. (6 squares); AC 18 (touch 14, flat-footed 14); Grp +7; Atk +10 melee (1d4+1/19-20, dagger) or +10 ranged (1d4+1/19-20, dagger); Full Atk +10/+5 melee (1d4+1/19-20, dagger) or +10/+5 ranged (1d4+1/19-20, dagger); Hide +8, Jump +3, Listen +6, Search +5, Spot +7.

The following changes are in effect while in hybrid form: Spd 30 ft. (6 squares); AC 18 (touch 14, flat-footed 14); Grp +7; Atk +10 melee (1d6+1, bite); Full Atk +10 melee (1d6+1, bite) and +5 melee (1d4, 2 claws); Hide +8, Jump +3.

Damage Reduction (Ex): A kitsune in animal or hybrid form gains damage reduction 15/silver.

Skills: Kitsune have a +4 racial bonus on Listen, Search, and Spot checks when in humanoid form. In fox or hybrid form, these bonuses increase to +8. *A kitsune has a +4 racial bonus to Survival checks when tracking by scent.

Leshy

Large Fey

Hit Dice: 10d6+40 (75 hp)

Initiative: +3

Speed: 30 ft. (6 squares), climb 30 ft. (6 squares)

Armor Class: 18 (-1 size, +3 Dex, +6 natural), touch 12, flat-footed 15

Base Attack/Grapple: +5/+12

Attack: Slam +7 melee (1d6+3) or greatclub +7 melee (2d8+4)

Full Attack: 2 slams +7 melee (1d6+3) or greatclub +7 melee (2d8+4)

Space/Reach: 10 ft./ 10 ft.

Special Attacks: Spell-like abilities, spells

Special Qualities: Damage reduction 5/cold iron, forest sight, low-light vision, pathgrowth, spell-like abilities, unlimited wild shape, vulnerabilities, wild empathy, will of the forest

Saves: Fort +9, Ref +10, Will +15

The leshy is an elusive fey that lives in the deepest part of old forests. The leshy prefers the company of animals, fey, and other forest natives. The leshy can be a great aid to lost travelers in dire straights, but the leshy can also unleash a fierce anger for those who defile its home. A leshy's favored class is ranger.

Combat

Spell-Like Abilities: At will— *discern location* (within its forest), *speak with animals*, *speak with plants*; once every 1d4 rounds—*summon nature's ally V**. Caster level 10th.

*A leshy may only *summon* creatures native to its own forest; if the leshy's forest is destroyed, it may no longer use this ability.

Spells: A leshy can cast divine spells as a 10th-level druid. The save DCs are Wisdom-based.

Typical Druid Spells Prepared (6/6/6/5/5/3; save DC 18 + spell level): 0—*cure minor wounds* (x2), *detect magic* (x2), *light*, *resistance*; 1st—*calm animals*, *charm animal*, *entangle*, *obscuring mist*, *pass without trace* (x2); 2nd—*barkskin*, *bull's strength*, *cat's grace*, *resist energy*, *summon swarm*, *tree shape*; 3rd—*cure moderate wounds*, *dominate animal*, *meld into stone*, *neutralize poison*, *quench*; 4th—*command plants*, *dispel magic*, *freedom of movement* (x2), *scrying*; 5th—*awaken*, *tree stride*, *wall of thorns*.

Forest Sight (Su): A leshy may send its senses roving through its forest at will, as per *clairaudience/*

Abilities: Str 17, Dex 16, Con 18, Int 14, Wis 26, Cha 16

Skills: Climb +22, Concentration +14, Gather Information +5, Handle Animal +13, Hide +12*, Knowledge (local) +9, Knowledge (nature) +17, Listen +20, Move Silently +13*, Ride +5, Spot +20, Survival +21 (+23 aboveground)

Feats: Alertness, Combat Casting, Dodge, Great Fortitude^B, Skill Focus (Wilderness Lore)

Environment: Any forest

Organization: Solitary, patrol (1 leshy, 2d4 wolves, 1d3-1 brown bears), or retinue (1 leshy, 4d4 wolves, 2d6 dryads, 1d4 brown bears, 1d3-1 treants)

Challenge Rating: 8

Treasure: Standard

Alignment: Usually chaotic neutral

Advancement: By character class

Level Adjustment: —

clairvoyance with the range limited only by the boundaries of the forest the leshy lives in.

Pathgrowth (Su): A leshy may, at will, cause the trails of its forest to become harder or easier to pass through by asking foliage to shift in such a way as to aid or obstruct travelers. Thick undergrowth created in this way reduces a party's movement by half, while a path cleared for a party would allow full normal movement as they travel. The leshy can place such travel conditions upon a group of travelers, and these conditions will follow them until they leave the forest or the leshy decides otherwise. A *freedom of movement* spell will allow this effect to be avoided for the duration of the spell, as will the druidic class feature woodland stride.

Unlimited Wild Shape (Su): A leshy has the ability to turn itself into other forms and back again, as often as it wishes. Its options for new forms include any animal native to its forest, as well as elementals. This ability functions like the *polymorph* spell, except as noted here. The effect lasts for 16 hours, or until it changes back. Changing form is a standard action and doesn't provoke an attack of opportunity. This ability otherwise functions as the druid's wild shape ability, as a 16th level druid.

Vulnerabilities (Ex): A leshy cannot enter holy ground, unless the holy ground belongs to a deity of nature or some similar nature-friendly entity. A leshy can use none of its powers on

a person who wears all his clothes inside out (including armor, if such is possible), and may not physically attack such a person directly unless he attacks the leshy first. All of these vulnerabilities are mentioned in folklore that bards might be able to recall with a Bardic Knowledge check against a DC of 20.

Wild Empathy (Ex): This power works like the druid's wild empathy class feature.

Will of the Forest (Su): A leshy can cause any mundane interaction with the forest or its inhabitants—such as through the use of Climb, or Survival checks, the druidic wild empathy ability,

and so on—to become easier or harder as long as the leshy can observe the skill in use. Characters gain a -8 circumstance penalty or a +8 circumstance bonus to such checks, as determined by the leshy.

Skills: *A leshy has a +5 racial bonus on Wild Empathy checks when used on animals native to its forest, and a +5 racial bonus on Hide and Move Silently checks when used within its forest home.

Leshies have a +8 racial bonus on Climb checks. A leshy can always choose to take 10 on Climb checks, even if rushed or threatened.

Lure Tree

Huge Plant

Hit Dice: 12d8+60 (114 hp)

Initiative: +0

Speed: 0 ft.

Armor Class: 16 (-2 size, +8 natural), touch 8, flat-footed 16

Base Attack/Grapple: +9/+25

Attack: Impaling root +15 melee (2d6+8)

Full Attack: 2d4+2 impaling roots +15 melee (2d6+8)

Space/Reach: 15 ft./15 ft. (45 ft. with impaling roots)

Special Attacks: Numb sap

Special Qualities: Damage reduction 10/silver, plant traits, tremorsense 100 ft.

Saves: Fort +13, Ref +4, Will +4

Abilities: Str 26, Dex 10, Con 20, Int —, Wis 10, Cha 8

Skills: —

Feats: —

Environment: Temperate forest

Organization: Solitary

Challenge Rating: 8

Treasure: Standard coins; no goods; standard items

Alignment: Always neutral

Advancement: 13-24 HD (Huge), 25-36 HD (Gargantuan)

Level Adjustment: —

Lure trees are deceptive hunters. They appear to be normal deciduous trees from afar, except for the pile of rotting corpses around their base, concealed with piles of leaves. The lure tree's golden sap drips from the branches and hardens into an amber-like consistency, catching the light and gleaming for the curious and greedy to see.

Combat

Any creature approaching within 30 feet of a lure tree might notice a rotting corpse concealed within the leaves if it succeeds on a DC 25 Spot check.

An opponent can attack a lure tree's impaling roots with a sunder attempt as if they were weapons. A lure tree's roots have 18 hit points each. If a lure tree is currently grappling a

target with the root that is being attacked, it usually uses another limb to make its attack of opportunity against the opponent making the sunder attempt. Severing one of a lure tree's roots deals 9 points of damage to the creature. A lure tree usually withdraws from combat if it loses 4 roots. The creature regrows severed limbs in 3d4 months.

Numb Sap (Ex): Every round that a creature spends under the wide canopy of a lure tree's branches, it must succeed on a DC 16 Reflex save to avoid the dripping sap falling from the limbs above. The save DC is Dexterity-based. If a creature is touched by the sap, whether in liquid or solid form, it must succeed on a DC 21 Fortitude save or be paralyzed for 3d6 rounds. The save DC is Constitution-based.

Masker

Medium Magical Beast

Hit Dice: 9d10+18 (67 hp)

Initiative: +7

Speed: 40 ft. (8 squares)

Armor Class: 18 (+3 Dex, +5 natural), touch 13, flat-footed 15

Base Attack/Grapple: +9/+10

Attack: Claw +12 melee (1d4+1 plus poison)

Full Attack: 2 claws +12 melee (1d4+1 plus poison) and bite +10 melee (1d6)

Space/Reach: 5 ft./ 5 ft.

Special Attacks: Poison, quill volley, rage

Special Qualities: Chameleon, darkvision 60 ft., low-light vision, immunity to paralysis, scent

The masker is a bipedal carnivore whose closest mundane relative is the porcupine. Its body changes color and texture to mimic its surroundings, and sharp, hollow quills filled with poison line the masker's back. Maskers usually travel in packs. These packs include males, females (usually 7 HD) and young (usually 4 HD). Smaller parties sometimes scout ahead. A masker encountered alone is almost always a rogue, most likely banished from its pack or the last survivor of a scouting party.

A masker stands 6 feet tall and weighs about 250 pounds. Maskers do not speak or understand any language.

Combat

Maskers are pouncing hunters, counting on surprise to overcome their prey. The masker begins by leaping onto its opponent, clawing and biting the weakest member of any group. It keeps its back to its opponent's allies and lets loose a volley of quills it they attack. Maskers are used to ambushing lone animals in the forest without taking any damage to themselves. If facing more powerful opposition, the masker is likely to be wounded, causing it to fly into a barbarian-like rage.

Maskers kill those not affected by their paralysis first, waiting to kill paralyzed foes after the battle. They drag dead victims back to their lair, either a cave or high in a tree, where they feast, gorging until nothing but bones is left. The

Saves: Fort +8, Ref +9, Will +2

Abilities: Str 12, Dex 17, Con 14, Int 5, Wis 9, Cha 7

Skills: Hide +3*, Jump +5, Listen +10, Move Silently +12, Spot +10

Feats: Alertness, Improved Initiative, Multiattack, Weapon Finesse

Environment: Temperate and warm forests

Organization: Solitary, scouting party (2-3), or pack (4-5 males, 12-16 females, and 12-14 young)

Challenge Rating: 8

Treasure: Standard

Alignment: Always neutral

Advancement: 10-18 HD (Medium), 19-27 HD (Large)

Level Adjustment: –

consumption of food may take several days, but maskers do nothing else until the prey is entirely consumed. A masker then hibernates for three weeks before needing to eat again.

Poison (Ex): Quill, Fortitude DC 18; initial and secondary paralyzed 1d4+2 rounds. The save DC is Constitution-based, and includes a +2 racial bonus.

Quill Volley (Ex): Once per day, a masker can release a volley of quills in a 20-foot radius burst. Creatures within the area must make a DC 17 Reflex save or be hit by 1d4 quills. Each quill deals 1d4 points of damage plus poison. The save DC is Dexterity-based. Its quills grow completely back within one day.

Rage (Ex): A masker that takes damage in combat flies into a berserk rage on its next turn, clawing and biting madly until either it or its opponent is dead. It gains +4 Strength, +4 Constitution, and -2 AC. The creature cannot end its rage voluntarily.

Chameleon (Su): A masker's body color changes with its surroundings, granting it a +10 racial bonus to its Hide checks. This ability requires concentration from the masker.

Skills: Maskers have a +5 racial bonus on Listen, Move Silently, and Spot checks. *When using its chameleon ability, a masker gains a +10 racial bonus to its Hide checks.

Mulilo

Huge Vermin

Hit Dice: 10d8+50 (95 hp)

Initiative: -2

Speed: 20 ft. (4 squares)

Armor Class: 18 (-2 size, -2 Dex, +12 natural), touch 6, flat-footed 18

Base Attack/Grapple: +7/+22

Attack: Bite +12 melee (2d6+10)

Full Attack: Bite +12 melee (2d6+10)

Space/Reach: 15 ft./10 ft.

Special Attacks: Breath weapon

Special Qualities: Darkvision 60 ft., resistance to acid 10 and fire 10, slippery mucus, vermin traits, vulnerability to salt

Saves: Fort +12, Ref +1, Will +3

Abilities: Str 24, Dex 6, Con 20, Int —, Wis 10, Cha 2

Skills: Climb +9, Hide +2, Move Silently +4

Feats: —

Environment: Warm forest and underground

Organization: Solitary

Challenge Rating: 8

Treasure: None

Alignment: Always neutral

Advancement: 11-20 HD (Huge), 21-30 HD (Gargantuan)

Level Adjustment: —

The *mulilo* (moo-LEE-loh) is a rare species of giant snail over 20 feet in length. Mulilo have large, spiral shells and pale-brown slimy flesh.

Combat

The mulilo typically initiates combat by spitting a mass of sticky mucus to entangle its prey, which it then devours at its leisure.

Breath Weapon (Ex): 30-foot line, once every 1d4 rounds, entangled (as tanglefoot bag), Reflex DC 20 negates. The save DC is Constitution-based.

Slippery Mucus (Ex): The mucus that covers the mulilo's body acts as the equivalent of a permanent *freedom of movement* spell. The mucus loses this effect after 10 minutes if extracted from the mulilo's body.

Vulnerability to Salt (Ex): A mulilo is highly susceptible to salt, taking 1d6 points of damage per pound of salt it comes into skin contact with.

Skills: A mulilo has a +2 racial bonus on Climb checks, a +12 racial bonus on Hide checks, and a +6 racial bonus on Move Silently checks.

Flora and Fauna

Regys Flower: Renowned for its bright red petals and translucent stamen, the rare regys flower is actually a parasitic member of the orchid family. Correctly ascertaining its identity necessitates a Knowledge (Nature) or Survival check (DC 24). Usually measuring no more than four inches in diameter, the regys affixes itself to its host with minute, adhesive cilia on the base of its short, broad stem. Over the course of the next several months, it draws vital nutrients from its host until it germinates and dies. Inexplicably, only violent thunderstorms trigger the release of its hundreds of seeds into the howling winds. Most of its seeds fall harmlessly to earth and never flower. Although the jungle's visitors admire the plant for its beauty, natives realize its true value as a powerful painkiller and strong poison. Natives refer to the substance as Regys' Kiss.

For centuries, primitive humanoid tribes deep in the heart of the jungle jealously guarded the secret powers of this very rare flower. When steeped in boiling water, the jungle flower's velvety, ruby petals secrete potent analgesic that heals 1d6 points of subdual damage, while tasting almost identical to rosewater. Unfortunately, the administration of more than one dose in a 24-hour period bestows no additional benefits, and instead results in severe nausea for the next 2d6 minutes. Ingesting the raw petals mandates a Fortitude save (DC 14). Failure results in the immediate, temporary loss of 1d8 points of Constitution. One minute after eating the petals, the poison deals 2d6 points of damage on a failed Fortitude saving throw.

Royal Stag

Large Magical Beast

Hit Dice: 8d10+56 (100 hp)

Initiative: +5

Speed: 180 ft. (36 squares)

Armor Class: 21 (-1 size, +5 Dex, +7 natural), touch 14, flat-footed 16

Base Attack/Grapple: +8/+17

Attack: Antlers +12 melee (2d6+7/19-20/x3)

Full Attack: Antlers +12 melee (2d6+7/19-20/x3) and 2 hooves +7 melee (1d6+2)

Space/Reach: 10 ft/5 ft.

Special Attacks: —

Special Qualities: Damage reduction 5/magic, darkvision 60 ft., low-light vision, run like the wind, speak with animals

Saves: Fort +13, Ref +11, Will +7

Abilities: Str 21, Dex 21, Con 25, Int 20, Wis 20, Cha 19

Skills: Diplomacy +6, Hide +12*, Jump +65, Knowledge (nature) +16, Listen +22, Move Silently +16, Sense Motive +16, Spot+22, Survival +16 (+18 in aboveground natural environments)

Feats: Alertness, Blind-Fight, Combat Reflexes, Dodge^B, Endurance^B, Improved Critical (antlers)^B, Mobility^B

Environment: Temperate forests

Organization: Solitary

Challenge Rating: 8

Treasure: None

Alignment: Always lawful neutral

Advancement: 9-24 HD (Large)

Level Adjustment: —

The royal stag is huge and majestic, with large, intelligent eyes and a rich brown pelt that glows in the twilight beneath the ancient trees. Royal stags are powerful servants of nature deities, serving as wardens and sentinels of their forest homes. These majestic creatures are so rarely seen by humanoids that many believe that there is just one, and that it is everywhere.

While traveling through a forest, a creature's actions may continually be observed and judged by a royal stag. The stag may mete out punishment for violating or harming the woods, or it may reward acts of kindness and mercy to denizens of the forest.

A royal stag is 9 feet long, stands 6 feet high at the shoulder, and weighs 1,500 pounds.

A royal stag cannot speak, but it understands Common, Elven, and Sylvan.

Combat

The royal stag attacks only if provoked or to repay an act of wanton violence committed within its realm. It is a fearsome creature in combat, lashing out with its hooves and ravaging victims with its

mighty rack of antlers. The antlers of the royal stag are harder than iron and capable of penetrating the toughest armor; they are treated as a +2 magic weapon that deals triple damage on a successful critical hit (crit 19-20/x3, due to the Improved Critical feat). At need, the stag can enlist the aid of other denizens of the forest to assist its efforts.

A royal stag may be summoned using a *summon nature's ally VII* spell.

Run Like the Wind (Su): Once per night, it can run from one geographical point to another with the speed of the wind, covering up to 100 leagues an hour.

Speak with Animals (Su): The royal stag can speak with and be understood by any animal native to forest environments.

Wild Empathy (Ex): This power works like the druid's wild empathy class feature, except that a royal stag has a +8 racial bonus on the check.

Skills: The royal stag receives a +4 racial bonus on Listen and Spot checks. *When standing still in the forest, the royal stag receives a +4 racial bonus on Hide checks.

Shenhab

Huge Magical Beast

Hit Dice: 10d10+50 (105 hp)

Initiative: +0

Speed: 40 ft. (8 squares)

Armor Class: 15 (-2 size, +7 natural), touch 8, flat-footed 15

Base Attack/Grapple: +10/+27

Attack: Slam +17 melee (2d6+9)

Full Attack: Slam +17 melee (2d6+9) and 2 stamps +12 melee (2d6+4) or gore +17 melee (2d8+9)

Space/Reach: 15 ft/10 ft.

Special Attacks: Trample 2d8+13

Special Qualities: Blindsight 30 ft., darkvision 60 ft., immunity to charm, compulsion, and fear effects, low-light vision, scent, spell resistance 23

Saves: Fort +14, Ref +7, Will +9

Abilities: Str 28, Dex 11, Con 21, Int 15, Wis 18, Cha 10

Skills: Bluff +5, Diplomacy +7, Disguise +0 (+2 acting)*, Hide -8, Jump +13, Intimidate +12, Knowledge (nature) +11, Listen +14, Sense Motive +10, Spot +14, Survival +9 (+11 in aboveground natural environments)

Feats: Alertness, Great Fortitude, Iron Will, Power Attack

Environment: Warm forests

Organization: Solitary, gang (2-5), or herd (6-15 plus 25% noncombatant and 1 matriarch)

Challenge Rating: 8

Treasure: None

Alignment: Usually neutral

Advancement: 11-20 HD (Huge); 21-30 HD (Gargantuan)

Level Adjustment: +5 (cohort)

The shenhab is rather like an elephant, save for the small horns on its head and an extra set of tusks. These magnificent creatures have a close connection with nature, and their knowledge of natural things is legendary. Shenhab often ally themselves with other nature-friendly beings, and are especially fond of druids, sharing information for their mutual benefit.

Shenhab tusks can fetch prices of up to 500 gp each (perhaps more to the right buyer), while their bones are said to have magical properties and can be used as components in many magic potions. As such, shenhab are fiercely opposed to poaching and will use everything at their disposal to eliminate poachers from their lands. A typical shenhab stands 10 feet high at the shoulder and weighs over 12,000 pounds.

Shenhab speak their own language, which mimics that of elephants, including subsonic speech that can be heard for up to 30 miles. Rarely, a shenhab may learn a few local languages as well.

Combat

Most shenhab avoid fighting, but they are rarely timid about using their great strength and intelligence if forced. They are calm thinkers as a whole and are difficult to trap or goad into combat. Each has his or her own preferred fighting style, but most will avoid destroying an opponent's body if they feel it would better serve as a warning to others by being recognizable and on display. Shenhab druids often rely on their magic to incapacitate opponents rather than engaging in physical combat.

Trample (Ex): Reflex half DC 24. The save DC is Strength-based.

Skills: *When acting like a normal elephant, a shenhab has a +10 racial bonus on Disguise checks.

Shenhab Society

Female and young shenhab dwell in herds led by a matriarch, who makes all the decisions for the herd and largely directs its actions. Adult males are solitary, although juvenile males usually form gangs that may harass travelers or those whom they dislike. These gangs sometimes cause problems for humans along rivers, making it difficult for the humans to fish and harvest aquatic plants. At each solstice and equinox, adult shenhab, both male and female, leave the juveniles to perform secret religious rituals that involve construction of pillars and mounds made of stone, wood, bone, and dung, which can be found occasionally throughout the jungle. Mating also takes place during these rituals, after which the male and female shenhab again go their separate ways.

Shenhab revere their dead, creating enormous graveyards for them. The skeletal remains of shenhab are said to aid in making potions, and their ivory tusks can be transformed into beautiful works of art and jewelry, leading many ne'er-dowells to search for the shenhab's secret graveyards. Each graveyard has an undead shenhab guardian, however, and the corpses of would-be grave robbers in turn draw others interested in looting them.

Shenhab Characters

A female shenhab's favored class is druid, while a male's is fighter. In tribes from the deep jungle, adepts and barbarians are fairly common; regardless of the sophistication of a particular herd, only female shenhab have ever been known to pursue spellcasting classes.

Squealer

Large Magical Beast

Hit Dice: 12d10+24 (90 hp)

Initiative: +6

Speed: 40 ft. (8 squares), climb 30 ft.

Armor Class: 14 (-1 size, +2 Dex, +3 natural), touch 11, flat-footed 12

Base Attack/Grapple: +12/+22

Attack: Bite +17 melee (1d8+6)

Full Attack: Bite +17 melee (1d8+6) and 2 claws +15 melee (1d6+3)

Space/Reach: 10 ft./5 ft.

Special Attacks: Improved grab, pounce, rake, tear, tree strike

Special Qualities: Darkvision 60 ft., low-light vision, sound imitation

The squealer is a bizarre creature, roughly apelike with a porcine head and mouth lined with razor-sharp teeth. Its most unusual feature is its number of limbs—three sprout from its hunched back, two from its hindquarters, and one from the middle of its back. Each limb is about four feet long, prehensile, and ends in sharp talons. Its body is covered with long, yellowish-green fur in alternating splotches.

The squealer is a large, bulky, fierce creature that stands 9 feet tall. It is about the size of a large gorilla and is fearless, even attacking prey much larger than itself.

A squealer stands 9 feet tall and weighs over 1,000 pounds. Squealers do not speak or understand any language, but can use their sound imitation ability to fool others.

Combat

The squealer attacks using its bite and claws. One of its favorite tactics is to hide in a tree, grasping a limb with three of its claws. When prey passes beneath, it swings down to attack. If it can grapple its prey, it drops from the tree, raking with its hind legs.

Saves: Fort +10, Ref +10, Will +5

Abilities: Str 23, Dex 15, Con 14, Int 2, Wis 12, Cha 10

Skills: Climb +14, Hide +5*, Jump +14, Listen +6, Move Silently +4, Spot +6

Feats: Alertness, Improved Initiative, Multiattack, Power Attack, Stealthy

Environment: Temperate and warm forests

Organization: Solitary or gang (2-4)

Challenge Rating: 8

Treasure: None

Alignment: Always neutral

Advancement: 13-17 HD (Large); 18-36 HD (Huge)

Level Adjustment: –

Improved Grab (Ex): To use this ability, the squealer must hit a Medium or smaller creature with two claw attacks. 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 tear.

Pounce (Ex): If a squealer charges a foe, it can make a full attack, including two rake attacks.

Rake (Ex): Attack bonus +14 melee, damage 1d6+3.

Tear (Ex): A squealer automatically hits a held opponent with all its melee attacks each round it maintains the hold.

Tree Strike (Ex): A squealer that attacks from the trees and leaps on an opponent can make two rake attacks.

Sound Imitation (Ex): The squealer can mimic any animal or beast sound it has heard, anytime it likes. Listeners can detect the ruse with a successful DC 16 Will save. The save DC is Charisma-based.

Skills: A squealer has a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened. *A squealer receives a +12 racial bonus on all Hide checks in forest environments.

Thicket Golem

Large Construct

Hit Dice: 10d10+30 (85 hp)

Initiative: +0

Speed: 30 ft. (6 squares)

Armor Class: 22 (-1 size, +13 natural), touch 9, flat-footed 22

Base Attack/Grapple: +7/+21

Attack: Slam +12 melee (2d8+6)

Full Attack: 2 slams +12 melee (2d8+6)

Space/Reach: 10 ft/10 ft

Special Attacks: Constrict 2d8+6, entangle, improved grab

Special Qualities: Camouflage, construct traits, damage reduction 5/

A thicket golem is composed of various vines and other foliage that are twisted into the shape of a humanoid figure. Two dark holes are found where its eyes would be. Although traditionally constructed from forest and jungle vegetation, thicket golems can also be created from cacti, reeds, seaweed, tumbleweeds, and other vegetation when created in different environments.

A thicket golem cannot speak, but it expresses acknowledgement of commands with the tangling and untangling of vines. Thicket golems stand roughly 11 feet tall and weigh about 750 pounds.

Combat

Thicket golems generally lie in wait, entangling their quarry before they take shape, then changing to their humanoid form and attacking held foes.

Constrict (Ex): On a successful grapple check, a thicket golem deals 2d8+6 points of damage.

Entangle (Su): As a standard action, a thicket golem can cause a 20-foot-radius area of plants within 60 feet to be affected as if by the spell *entangle*. (Reflex DC 15 negates). As with the *entangle* spell, the nature and density/paucity of local plant life can affect the usefulness of this ability. The save DC is Wisdom-based. The golem can use this ability while in plant form.

Improved Grab (Ex): To use this ability, a thicket golem must hit with a slam attack. If it establishes a hold, it can constrict. The golem is not considered grappled while it maintains a hold.

Camouflage (Ex): A character must make a DC 30 Knowledge (nature) or a DC 30 Survival check to recognize a thicket golem in plant form.

adamantine, darkvision 60 ft., immunity to magic, low-light vision, plant form

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

Abilities: Str 23, Dex 11, Con —, Int —, Wis 11, Cha 1

Skills: —

Feats: Improved Grapple^B

Environment: Any forests

Organization: Solitary, pair, or troop (3-4)

Challenge Rating: 8

Treasure: None

Alignment: Always neutral

Advancement: 11-20 HD (Large); 21-30 HD (Huge)

Level Adjustment: —

In its humanoid form, a thicket golem is easier to see, although a DC 20 Spot check is still required to notice it among natural vegetation.

Immunity to Magic (Ex): A thicket golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

Antiplant shell and *repel wood* work normally against the golem, but for only half the usual durations.

Control plants causes a thicket golem to be stunned for 1d6 rounds, with no saving throw.

Plant growth and *diminish plants* affect a thicket golem as *enlarge person* and *reduce person* affect humanoids, respectively, with no saving throw.

Plant Form (Ex): A thicket golem can assume the form of a patch of mundane plants at will as a standard action. This ability functions as a *polymorph* spell cast on itself (CL 10th), except that the golem does not regain hit points for changing form. Resuming its normal form is also a standard action. Unless ordered otherwise, thicket golems tend to spend most of their time in plant form.

Construction

The creation of a thicket golem entails a year's worth of careful cultivation of special hybrid plants with rare fertilizing compounds, requiring a DC 16 Knowledge (nature) or a DC 16 Profession (farmer) check.

CL 9th; Craft Construct, *changestaff*, *entangle*, *liveoak*, *woodshape*, creator must be at least 9th level; Price 25,000 gp; Cost 13,250 gp + 925 XP.

Wodewose

Large Fey

Hit Dice: 10d6+10 (45 hp)

Initiative: +5

Speed: 40 ft. (8 squares)

Armor Class: 16 (-1 size, +1 Dex, +6 natural), touch 10, flat-footed 15

Base Attack/Grapple: +5/+15

Attack: Claw +10 melee (1d6+6)

Full Attack: 2 claws +10 melee (1d6+6)

Space/Reach: 10 ft./10 ft.

Special Attacks: Improved grab, rend 4d6+9, strength loss

Special Qualities: Damage reduction 5/cold iron, low-light vision, merge with forest

Saves: Fort +4, Ref +8, Will +10

Abilities: Str 23, Dex 13, Con 12, Int 10, Wis 16, Cha 12

Skills: Diplomacy +3, Handle Animal +11, Hide +10*, Intimidate +10*, Knowledge (nature) +10, Listen +13*, Move Silently +10*, Ride +5, Search +8, Sense Motive +11, Spot +13*, Survival +8 (+10 following tracks, +10 aboveground)

Feats: Ability Focus (strength loss), Alertness, Animal Affinity, Improved Initiative

Environment: Any forest

Organization: Solitary

Challenge Rating: 8

Treasure: Standard

Alignment: Usually neutral

Advancement: 11-20 HD (Large)

Level Adjustment: —

Wodewoses are around 9 feet to 10 feet tall but tend to hunch down, somewhat like apes. They are covered in green grass-like and leaf-like hair, and thick greenish-brown, bark-like skin. Wodewoses are primal defenders of the forest, although they spend most of their lives hidden deep within the woodland and are seen only rarely. They favor sacred groves as homes but can be found in any forest.

Although wodewoses cannot speak, they are highly empathic and can easily understand the feelings and attitudes of other creatures that attempt to communicate with them.

Combat

Wodewoses are relatively peaceful creatures and will not attack without warning. A wodewose whose home forest is being damaged, or even severely disturbed, will first attempt to intimidate the intruders with a great howl and a display of its monstrous claws. If they do not immediately apologize and begin to leave the forest, the wodewose will become angered. An angered wodewose will attack the largest or strongest-looking opponent, striking it with both claws and attempting to get a good grip on it to simply rip it in two.

Improved Grab (Ex): To use this ability, a wodewose must hit with both claw attacks. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

Rend (Ex): A wodewose that is grappling an opponent can latch onto the opponent's body and tear the flesh. This attack automatically deals an additional 4d6+9 points of damage.

Strength Loss (Su): Any creature subject to a wodewose's rend attack must succeed on a DC 23 Fortitude save or take 1d6 points of Strength damage. The save DC is Strength-based and includes the bonus from the feat Ability Focus.

Merge with Forest (Su): As a full-round action, a wodewose in a forest may simply fade away into the nearest tree, merging its essence with the entire woodland. Nothing short of destroying the entire forest can injure the wodewose when it is in its merged state. It is able to regenerate damage while merged at a rate of 1 hit point per minute and may not re-emerge until fully regenerated. Re-emerging is also a full-round action, with the wodewose appearing from any tree in its home forest.

Skills: *A wodewose has a +4 racial bonus on Hide, Intimidate, Listen, Move Silently and Spot checks made in forested areas.

Animated Willow

Huge Plant

Hit Dice: 10d8+50 (95 hp)

Initiative: -2

Speed: 20 ft. (4 squares)

Armor Class: 19 (-2 size, -2 Dex, +13 natural), touch 6, flat-footed 19

Base Attack/Grapple: +7/+24

Attack: Slam +14 melee (2d6+9) or lash +14 melee (1d2 nonlethal)

Full Attack: 2 slams +14 melee (2d6+9) and 2d6 lashes +9 melee (1d2 nonlethal)

Space/Reach: 15 ft./15 ft.

Special Attacks: Double damage against objects, lash, trample 2d12+13

Special Qualities: Damage reduction 10/slashing, low-light vision, plant traits, vulnerability to fire

Saves: Fort +12, Ref +1, Will +7

Abilities: Str 29, Dex 6, Con 21, Int 10, Wis 15, Cha 12

Skills: Hide -10*, Intimidate +7, Listen +8, Sense Motive +8, Spot +8, Survival +8

Feats: Alertness, Improved Sunder, Iron Will, Power Attack

Environment: Any forest

Organization: Solitary or grove (4-7)

Challenge Rating: 9

Treasure: Standard

Alignment: Usually neutral good

Advancement: 11-20 HD (Huge)

Level Adjustment: —

Animated willows look like their mundane cousins, except for their mobility and intelligence.

Combat

Double Damage against Objects (Ex): An animated willow that makes a full attack against an object or structure deals double damage.

Lash (Ex): Animated willows lash with their thin, flexible branches and can make 2d6 lash attacks each round. These lashes function like whips and can be used to trip or disarm a foe.

Trample (Ex): Reflex half DC 24. The save DC is Strength-based.

Skills: *An animated willow has a +14 racial bonus on Hide checks made in forested areas.

Flora and Fauna

Coffin Mushroom: Coffin mushrooms earned their name because they only grow in soil enriched by a decomposing corpse. Coffin mushrooms stand a few inches high, while their dark gray caps measure three inches in diameter. Heating the mushroom causes it to ooze a red, viscous liquid resembling blood, a trait shared by its very close relative the vampire mushroom. Telling the difference between the two mushrooms requires a Knowledge (Nature) or Survival check (DC 20). Like its cousin, coffin mushrooms taste like aged beef. Ingesting them proves dangerous, as a strain of voracious and prolific bacteria dwells within the fungus, feasting on the protein absorbed through soil teeming with decomposing flesh and bone. At the time of ingestion, a Fortitude save (DC 17) is required to negate the bacteria's effects at this or any other stage of the disease. The bacteria settle in the lower epidermis, where it rapidly multiplies over the course of the next 1d3 days. After completing its incubation period, the bacteria surge through the skin and onto the surface, creating hundreds of tiny, white purulent sores that cover the victim's entire body. The disease, commonly called Dead Man's Revenge, deals 1d4 points of Charisma damage and 1 point of Constitution damage. After 1d4 repeated exposures to the disease, the body develops a natural immunity to the bacteria. Although it only tastes marginally better than its harmless cousin, some aficionados of fine cuisine ignore the risk and repeatedly infect themselves just to savor the mushroom's distinctive and desirable flavor.

Droprazor Spider Queen

Huge Vermin

Hit Dice: 14d8+42 (105 hp)

Initiative: +4

Speed: 15 ft. (3 squares), climb 30 ft.

Armor Class: 22 (-2 size, +4 Dex, +10 natural), touch 12, flat-footed 18

Base Attack/Grapple: +10/+25

Attack: Bite +15 melee (2d6+7 plus poison)

Full Attack: Bite +15 melee (2d6+7 plus poison) and 4 blades +13 melee (1d8+3)

Space/Reach: 15 ft./10 ft.

Special Attacks: Drop attack, implant, poison

Special Qualities: All-around vision, darkvision 60 ft., tremorsense 60 ft., vermin traits, web

Saves: Fort +12, Ref +8, Will +5

Abilities: Str 24, Dex 18, Con 16, Int —, Wis 13, Cha 5

Skills: Climb +15, Hide -2*, Jump +11, Move Silently +4*, Spot +9

Feats: Multiattack^B

Environment: Warm forests

Organization: Solitary or hive (1 queen, plus 8-16 droprazor spiders and 100% hatchlings)

Challenge Rating: 9

Treasure: Standard

Alignment: Always neutral

Advancement: 15-28 HD (Huge); 29-42 HD (Gargantuan)

Level Adjustment: —

This enormous spider's beauty is matched by its clear deadliness. Its abdomen is covered in a heavy chitinous shell, covered with bright emerald green and black patterns. Its four front legs end in curved saber-like claws, and it descends with unbelievable speed on a single strand of webbing, the tree groaning to support the great arachnid.

Droprazor spiders possess a social order similar to that of ants and bees. Communities consist of eight to sixteen mature spiders with a like amount of juvenile spiders and a single queen. Located in a central chamber, the queen cocoons and embeds eggs into live victims. An egg sac hatches into hundreds of larvae that slowly consume the host as they mature in one to two weeks; the young spiders then begin to feed on one another, that usually only 1 or 2 survive to leave the host. The queen normally remains in the web hive with two to four of the largest droprazor spiders of the hive in her nest.

The queen is the only fertile female in a hive; the others are males or non-reproductive females. A droprazor spider queen measures 20 feet long and weighs 2,500 pounds.

Combat

Only in the direst of circumstances does the queen hunt or fight. If a queen is killed, the eldest non-reproductive female transforms into a queen over 1d4 weeks.

Implant (Ex): Once per week, the droprazor spider queen can implant eggs into a helpless victim as a full-round action. The eggs hatch within 72 hours, dealing 2 points of Constitution drain to the host, and begin to feed on the fluids of the host creature, dealing another 2 points of

Constitution drain each day until the host is slain. Three days after death, a juvenile spider emerges (10% chance that two emerge) from the husk and grows into maturity in under a year.

The eggs in a host creature can be destroyed with a successful DC 20 Heal check, requiring 10 minutes and dealing 2d6 points of damage to the host, or by a *remove disease* or *heal* spell. Hatchling spiders in the creature can only be killed with a *limited wish* or similarly powerful magic.

Drop Attack (Ex): A droprazor spider can rapidly descend down a single strand of its webbing at a speed of 40 feet. Treat this as a charge attack, and the droprazor spider can make a full attack at the end of the charge.

Poison (Ex): Bite, Fortitude DC 20; initial and secondary damage 1d8 Wisdom. The save DC is Constitution-based.

Web (Ex): Droprazor spiders often wait in their webs or in trees, then lower themselves silently on silk strands and leap onto prey passing beneath. A single strand is strong enough to support the spider and one creature of the same size. A droprazor spider can move across its own web at its climb speed and can pinpoint the location of any creature touching its web.

All-Around Vision (Ex): A droprazor spider's eight compound eyes allow it to see in all directions at once, so it can't be flanked.

Skills: Droprazor spiders have a +2 racial bonus on Hide checks, a +10 racial bonus on Jump checks, and a +8 racial bonus on Climb and Spot checks. They can always choose to take 10 on Climb checks, even if rushed or threatened.*When moving in their webs, droprazor spiders have a +8 racial bonus on Hide and Move Silently checks.

Gelid Beetle, Greater

Large Magical Beast

Hit Dice: 12d10+48 (114 hp)

Initiative: +4

Speed: 30 ft. (6 squares)

Armor Class: 22 (-1 size, +13 natural), touch 9, flat-footed 22

Base Attack/Grapple: +12/+22

Attack: Bite +18 melee (1d6+9 plus 1d8 cold/19-20)

Full Attack: Bite +18 melee (1d6+9 plus 1d8 cold/19-20)

Space/Reach: 10 ft/5 ft.

Special Attacks: Cold, cold cloud

Special Qualities: Darkvision 60 ft., immunity to cold

Saves: Fort +12, Ref +8, Will +4

Abilities: Str 23, Dex 10, Con 18, Int 2, Wis 10, Cha 9

Skills: Hide -4*, Listen +9, Spot +10

Feats: Alertness, Improved Critical (bite), Improved Initiative, Power Attack, Weapon Focus (bite)

Environment: Cold forests

Organization: Solitary or cluster (2-5)

Challenge Rating: 9

Treasure: None

Alignment: Always neutral

Advancement: 13-24 HD (Large); 25-36 HD (Huge)

Level Adjustment: —

A gelid beetle is a stark white beetle with silvery-black legs and dull silver mandibles. Its carapace is white mottled silver, and its wing covers are dull crimson. The creature has two sets of silvery-black eyes equally spaced on its head.

Gelid beetles spend most of their time hunting, surfacing from their lairs at night to prey on giant or smaller insects. During the daylight hours, gelid beetles like to congregate with others of their kind in warm spots where the sunlight breaks through the trees.

Gelid beetles make their lairs in hollowed logs and dead trees. During mating season, the female digs a small underground chamber in a well-secluded place and lays 1d4+1 silvery-white eggs. These eggs hatch in about 2 weeks producing olive-yellow larvae. The larvae spend their time feeding and growing (and occasionally molting) before passing into the pupa stage after nearly 3 weeks. The pupa sheds its skin for the last time after 8 to 10 days and emerges as an adult gelid beetle.

Greater gelid beetles are larger and meaner than lesser gelid beetles. They are almost always hungry and are usually encountered while hunting. These beetles enjoy the flesh of cold-dwelling animals such as moose, deer, and snow leopards.

A gelid beetle usually measures about 9 feet in length and weighs about 1,500 pounds.

Combat

Greater gelid beetles use their cold cloud before closing to attack with their powerful bite. Once its cold cloud recharges, the beetle releases it again if it's still in combat.

Cold Cloud (Ex): Once per minute, as a free action, a greater gelid beetle can emit a cloud of icy cold vapor in a 20-foot radius. The cloud is extremely thick and prevents ranged weapon attacks (except for magic rays) by those in the cloud. Further, melee attack and damage rolls take a -2 penalty. Each round, on the beetle's turn, the cloud deals 2d6 points of cold damage to each creature within it. A DC 20 Fortitude save halves the damage. The cloud lasts 1d4+3 rounds before dispersing and is not affected by wind. The save DC is Constitution-based.

Cold (Ex): A greater gelid beetle's body generates cold that deals an extra 1d8 points cold damage every time it succeeds on a bite attack. Creatures attacking a gelid beetle unarmed or with natural weapons take this same cold damage each time one of their attacks hits.

Skills: *Due to their coloration and affinity to attack from ambush, gelid beetles have a +8 racial bonus on Hide checks in their native environment.

Molt Naga

Large Aberration

Hit Dice: 8d8+16 (52 hp)

Initiative: +6

Speed: 35 ft. (7 squares)

Armor Class: 19 (-1 size, +2 Dex, +8 natural), touch 11, flat-footed 17

Base Attack/Grapple: +6/+11

Attack: Bite +6 melee (1d6+1 plus poison)

Full Attack: Bite +6 melee (1d6+1 plus poison)

Face/Reach: 10 ft./5 ft.

Special Attacks: Charming gaze, poison, spells, spit

Special Qualities: Darkvision 60 ft. regeneration 2, shed skin

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

Abilities: Str 13, Dex 15, Con 14, Int 14, Wis 17, Cha 18

Skills: Bluff +9, Concentration +10, Diplomacy +6, Disguise +4 (+6 acting), Hide +7, Listen +8, Sense Motive +6, Spellcraft +11, Spot +8

Feats: Combat Casting, Improved Initiative, Silent Spell

Environment: Temperate or tropical forest or underground

Organization: Solitary or coven (13)

Challenge Rating: 9

Treasure: Standard

Alignment: Usually neutral evil

Advancement: 7-14 HD (Large)

Level Adjustment: –

Molt nagas are cobra-like snakes with humanoid facial features. Colorfully patterned, their bodies are heavily scaled and their black beady eyes belie their cunning intelligence. Molt nagas sometimes gather into a coven, always formed of exactly 13 creatures. A molt naga ranges in length from 15 to 20 feet and weighs between 350 and 500 pounds. Molt nagas speak Common, Abyssal, and Infernal.

Combat

Molt nagas prefer to use their spells and charming gaze to overcome opponents. They often use *greater invisibility* to cast hidden and silent spells on their enemies while the nagas' servants combat enemies directly. If the nagas' presence is revealed, they shed their skins to escape.

Charming Gaze (Su): A molt naga's gaze functions like the *charm monster* spell against creatures within 30 feet. (Will DC 18 negates). The save DC is Charisma-based.

Poison (Ex): Bite, Fortitude DC 16, initial and secondary damage 2d4 Con. The save DC is Constitution-based.

Shed Skin (Su): This ability allows the naga to *dimension door* out of its own skin, leaving its shed skin behind. The shed skin continues to function, attacking the nearest living creature for another 2d6 rounds or until it is destroyed. A successful DC 13 Spot check by anyone within 10 feet of the animated skin reveals that the naga itself is no longer in its now-hollow skin. The animated skin has 15 hit points and the same armor class, attack, damage and saves as the naga itself.

It also has the immunities of a construct creature (e.g. immune to mind-affecting magic, anything requiring a Fortitude saving throw that does not affect an object, etc.). The animated skin's bite only carries poison for its first successful bite attack.

After using this ability, the naga's natural armor is reduced to +4, as its skin is no longer as thick. The naga can regenerate its flesh back to full thickness in 2d6 minutes and cannot use its shed skin ability again until it has restored its skin.

Spells: A molt naga casts arcane spells as a sorcerer (caster level equals naga's Hit Dice) and divine spells as a druid (caster level equals half naga's Hit Dice).

Typical Sorcerer Spells Known (6/7/7/6/4 per day, caster level 8th; save DC 14 + spell level): 0—*acid splash, daze, detect magic, flare, ghost sound, mage hand, read magic, touch of fatigue*; 1st—*mage armor, magic missile, ray of enfeeblement, shield, true strike*; 2nd—*eagle's splendor, mirror image, touch of idiocy*; 3rd—*haste, lightning bolt*; 4th—*greater invisibility*.

Typical Druid Spells Prepared (5/4/3, caster level 4th; save DC 13 + spell level): 0—*cure minor wounds* (2), *guidance, resistance, virtue*; 1st—*cure light wounds, faerie fire* (2), *obscuring mist*; 2nd—*barkskin, heat metal, summon swarm*.

Spit (Ex): A molt naga can spit its venom up to 30 feet as a standard action. This is a ranged touch attack with no range increment. Opponents hit by this attack must make successful saves (see above) to avoid the effect.

Noctuar

Medium Magical Beast (Shapechanger)

Hit Dice: 9d10+27 (76 hp)

Initiative: +8

Speed: 60 ft. (12 squares), climb 20 ft.

Armor Class: 18 (+4 Dex, +4 natural), touch 14, flat-footed 14

Base Attack/Grapple: +9/+13

Attack: Claw +13 melee (1d8+4)

Full Attack: 2 claws +13 melee (1d8+4) and bite +7 melee (1d6+2)

Space/Reach: 5 ft./5 ft.

Special Attacks: Blood drain, frenzy, spell-like abilities

Special Qualities: Damage reduction 10/silver, darkvision 60 ft., king of jaguars, low-light vision, nocturnal transformation, shadow friend, spell resistance 20, telepathy 100 ft.

Noctuars are vicious, demonic predators that stalk humans and other intelligent creatures in the jungle realms they inhabit. Dangerous not only for their ability in battle but for their magical ability to appear as mundane animals, noctuars are voracious hunters who delight in spreading terror and pain.

By day, noctuars appear as ordinary jaguars, usually accompanied by several normal jaguars. They rely on their deceptive appearance to move across the savanna and through the jungle without drawing undue attention. By night, a noctuar's appearance radically changes. Its skin turns pitch black while its eyes turn red and glow with a malevolent radiance. Inky, black shadows flow around it like liquid, hindering its foes and helping it avoid attacks.

Keenly intelligent, noctuars are clever enough to spread their activities over as wide an area as possible. Normally, these beasts claim a few victims in an area before moving on to a different region, relying on stealth and continual movement to stymie any efforts to uncover their actions and track them down. Noctuars seek out areas gripped by war, as they can stalk and kill isolated patrols and soldiers without drawing undue attention to themselves.

These sinister cats are about 7 feet long and weigh about 160 pounds. Noctuars cannot speak, but can communicate telepathically with any creature within 100 feet that has a language.

Saves: Fort +9, Ref +10, Will +6

Abilities: Str 18, Dex 19, Con 16, Int 13, Wis 16, Cha 12

Skills: Balance +12, Climb +12, Hide +17, Jump +24, Listen +12, Move Silently +17, Spot +12

Feats: Dodge, Improved Initiative, Mobility, Spring Attack

Environment: Warm forests

Organization: Solitary or pair

Challenge Rating: 9

Treasure: Standard

Alignment: Usually neutral evil

Advancement: 10-18 HD (Medium); 19-27 HD (Large)

Level Adjustment: –

Combat

In battle, noctuars make extensive use of their magical abilities. Normally, they send their jaguar followers ahead to attack in order to probe their prey's defenses and reveal their magical and combat abilities. After a round or two of combat, the noctuar bounds into the fray. By day, it relies on its mundane appearance to surprise its victims and tip the odds in its favor. By night, its shadow friend ability allows it to avoid attacks and foil its opponent's strikes.

If a noctuar has time to stalk an opponent, it uses *spider climb* and *invisibility* to move into position to attack from above, preferably dropping down on an unarmored victim from a tree. As it attacks, it bids its jaguar followers to leap into the fray to confuse and surprise its opponents. If pressed by superior foes, it uses *obscuring mist* to cover its retreat. Noctuars prefer to plan an attack, using spells such as *expeditious retreat* and *mirror image* to prepare for battle. When stalking a solitary victim, they prefer to use *hold person* to overwhelm their target without risking an armed confrontation.

Blood Drain (Ex): When a noctuar hits with its bite attack, its fangs penetrate its victim and drain blood from him. The noctuar inflicts 1d4 temporary Constitution damage with its bite.

Frenzy (Ex): When a noctuar closes with its prey, it enters a howling fury driven by its insatiable lust for blood. Once per day, a noctuar may enter an intense blood frenzy as a free action.

It gains a +4 bonus to Strength for 5 rounds, after which it suffers a -2 penalty to Strength for the rest of the encounter. While in this frenzy, the noctuar cannot use its spell-like abilities.

Spell-like Abilities (Sp): At will—*expeditious retreat, obscuring mist, spider climb; 3/day—invisibility, jump; 1/day—hold person, mirror image*. Caster level 9th. The save DCs are Charisma-based.

King of Jaguars (Su): The noctuar's terrible majesty draws mundane animals to its side, turning them into fanatic servants. A noctuar is accompanied by 1d8 normal jaguars (use the stats for a leopard) that obey its mental commands without hesitation. These jaguars willingly give their lives in service to their master.

Nocturnal Transformation (Su): The noctuar is capable of adopting two forms, one it uses by day and another it employs by night. By day, the noctuar appears as a normal jaguar. It is indistinguishable by sight from its mundane cousins. By night, it transforms into an

ebon skinned beast with glowing red eyes and monstrous fangs. In both forms, the noctuar has the same abilities.

Shadow Friend (Su): By night, the noctuar is surrounded by an aura of inky, black shadows that flow and move like liquid. The noctuar gains the benefits of one-half concealment, granting all attacks against it a 20% miss chance. In addition, as a free action the noctuar can direct its shadowy aura to flow around creatures within its threatened area, grasping their arms and hindering their attacks. Creatures within the noctuar's threatened area suffer a -2 circumstance penalty to all attacks and skill checks.

Telepathy (Su): Noctuars can communicate telepathically with any creature within 100 feet that has a language, and with all animals.

Skills: Noctuars have a +8 racial bonus on Jump checks and a +4 racial bonus on Hide and Move Silently checks. Noctuars have a +8 racial bonus on Balance and Climb checks. A noctuar can always choose to take 10 on a Climb check, even if rushed or threatened.

Nucklavee

Large Aberration

Hit Dice: 11d8+55 (104 hp)

Initiative: +2

Speed: 50 ft. (10 squares)

Armor Class: 22 (-1 size, +2 Dex, +11 natural), touch 11, flat-footed 20

Base Attack/Grapple: +8/+17

Attack: Hoof +13 melee (1d6+5/19-20x3)

Full Attack: 2 hooves +13 melee (1d6+5/19-20x3) and bite +11 melee (1d6+2/19-20x3) and greataxe +10 melee (3d6+3/x3)

Space/Reach: 10 ft/5 ft

Special Attacks: Augmented critical, breath weapon, horrific appearance, trample 1d6+7

The nuckalavee appears as a skinless warhorse with a rider of similar make-up. Its internal organs, veins carrying its blackened blood, and corded muscles are easily seen. Its body is covered in reddish mucus and the monster gives off a putrid odor. Closer inspection reveals the rider to be part of the monster itself, growing straight from the back of the monster. Its eyes are stark white, while those of the rider are hellish red. The creature is hairless save for a matted, blood-soaked tail.

An evil woodland creature that hates most other life is a good description of the nuckalavee.

Special Qualities: Damage reduction 10/cold iron, darkvision 60 ft., spell resistance 20

Saves: Fort +8, Ref +5, Will +9

Abilities: Str 20, Dex 14, Con 20, Int 8, Wis 14, Cha 14

Skills: Jump +13, Listen +11, Spot +11

Feats: Alertness, Multiattack, Weapon Focus (hoof, bite)

Environment: Temperate forests

Organization: Solitary or pack (2-5)

Challenge Rating: 9

Treasure: Standard

Alignment: Always chaotic evil

Advancement: 12-33 HD (Large)

Level Adjustment: +5 (cohort)

An evil woodland creature that kills all that cross its path, eats their flesh, and drinks their liquefied organs is an even better description of the nuckalavee. Nuckalavee are fearsome, aggressive combatants that relish the savagery and butchery of melee combat.

The true origin of the nuckalavee is shrouded in mystery and has been lost over time. Some believe it to be the offspring of a demon or devil and a female centaur. Others say the nuckalavee is the result of a curse placed upon a tribe of centaurs centuries ago by a mad and evil sorcerer. Whatever their origin, the nuckalavee is a deadly opponent, capable of felling even the mightiest of warriors.

Nuckalavee sustain themselves on a diet of flesh, blood, and liquefied organs. They digest no other foods or liquids (at least from what is known about these creatures). Prey is often captured or killed and dragged back to its lair where it is devoured. The typical nuckalavee lair is a crude structure formed of dirt, mud, and foliage. Contents range from bones, to rotting organs and flesh, to the treasure of those it has dragged back to its lair to feed upon. Often a lair contains a female and 1d2 young. Young nuckalavee resemble adults in all aspects, save they are smaller in size.

A nuckalavee is about 7 feet tall and weighs about 2,000 pounds. Nuckalavee can speak Sylvan and Common, but rarely do.

Combat

Nuckalavee relish the adrenaline of combat. They love the taste, sight, and smell of blood and seek to bleed their opponents as often and as much as they can. The “rider” always employs a bladed weapon (most often a longsword or greataxe) to deal damage, while the equine part of the nuckalavee slashes with its sharpened hoofs and bites with its razor-sharp teeth.

The nuckalavee opens combat with its poisonous breath, seeking to liquefy the organs of its foes before it moves to strike with hooves, bite, and weapon. They rarely attack from ambush, relishing in the fear their appearance strikes in the heart of opponents.

Augmented Critical (Ex): A nuckalavee threatens a critical on a natural 19-20 with a hoof or bite. A successful critical hit deals triple damage.

Breath Weapon (Su): As a free action, once every 4 rounds, a nuckalavee can breathe a cloud of noxious gas from its equine head in a 20-foot cone that liquefies the organs of those in the area. This cloud lasts one round before dispersing and deals 6d6 points of damage to all creatures in the area. An affected creature can attempt a DC 20 Fortitude save to halve the damage. The save DC is Constitution-based.

Flora and Fauna

Asp Viper: Light brown concentric bands span the entire length of the five-foot-long snake’s yellow, brown, or black body. Like all members of the viper family, the asp’s eyes appear as narrow slits. Extremely belligerent and quick to anger, the asp’s potent neurotoxic venom suppresses the victim’s central nervous system, eventually resulting in multiple organ failure and death. The poison initially paralyzes its victim and secondarily deals 2d6 points of. Constitution damage unless the victim makes a Fortitude save (DC 16). The venom from a single asp yields one dose of poison, however, it biodegrades rapidly. Only storing it in a cold, dry environment prevents it from biodegrading in 2d4 hours. The asp preys on rodents and small mammals commonly attracted to the food sources readily available in humanoid settlements. As a result, encounters between the asp viper and humanoids continue to rise. Distinguishing the asp viper from other snakes requires a Survival check (DC 10).

Horrific Appearance (Su): Creatures viewing the grotesque form of a nuckalavee must succeed on a DC 17 Fortitude save or take 2d6 points of Strength damage. The damage cannot reduce a victim’s Strength score below 0, but anyone reduced to Strength 0 is helpless. Creatures that are affected by this power or that successfully save against it cannot be affected again by the same nuckalavee’s horrific appearance for one day. The save DC is Charisma-based. Nuckalavees are not affected by the horrific appearance of other nuckalavees.

Trample (Ex): As a full-round action, a nuckalavee can move up to twice its speed and literally run over any opponents of Medium size or smaller. The nuckalavee merely has to move over the opponents in its path; any creature whose space is completely covered by the nuckalavee’s space is subject to the trample attack. If a target’s space is larger than 5 feet, it is only considered trampled if the nuckalavee moves over all the squares it occupies. If the nuckalavee moves over only some of a target’s space, the target can make an attack of opportunity against the nuckalavee at a -4 penalty. A nuckalavee that accidentally ends its movement in an illegal space returns to the last legal position it occupied, or the closest legal position, if there’s a legal position that’s closer. A nuckalavee deals 1d6+7 points of bludgeoning damage with its trample attack. A nuckalavee can only deal trampling damage to each target once per round, no matter how many times its movement takes it over a target creature. Trampled opponents can attempt attacks of opportunity, but these take a -4 penalty. If they do not make attacks of opportunity, trampled opponents can attempt DC 20 Reflex saves to take half damage. The save DC is Strength-based.

Restless Pyre

Huge Construct

Hit Dice: 14d10+40 (117 hp)

Initiative: -1

Speed: 30 ft. (6 squares)

Armor Class: 13 (-2 size, -1 Dex, +6 natural), touch 7, flat-footed 13

Base Attack/Grapple: +10/+27

Attack: Slam +17 melee (2d6+9 plus 1d6 fire)

Full Attack: 2 slams +17 melee (2d6+9 plus 1d6 fire)

Space/Reach: 15 ft./15 ft.

Special Attacks: Fireball, trample 2d6+13 plus 1d6 fire

A restless pyre is a mass of burning kindling roughly humanoid-shaped, standing nearly 25 feet tall. Its eyes are white-hot embers, and its arms end in massive fists. The restless pyre is a construct, borne out of restless spirits who died in fiery circumstances. Restless pyres are given life through the spirits of innocent people who were burned alive, often through vendettas, witchhunts, or vigilantes. If there is an offending party responsible for the life of the innocently slain, the restless pyre pursues them with a vengeance. A restless pyre stands 25 feet tall and weighs 4,000 pounds. It does not speak.

Combat

A restless pyre's only means of melee attack is its massive fists. A restless pyre will eschew all other opponents in favor of a target of its vengeance quest, often simply trampling secondary foes in the process. Once a restless pyre has exacted its vengeance, it is instantly consumed by the fires that surround it and crumbles into ash. This ash is incredibly valuable, as it can be used in any number of fire-based magical preparations. An average restless pyre produces nearly 5 pounds of ash, a single ounce of which can

Special Qualities: Construct traits, damage reduction 10/adamantine, darkvision 60 ft., immunity to fire, low-light vision, immunity to fire, spell resistance 14, vulnerability to water
Saves: Fort +4, Ref +3, Will +4

Abilities: Str 28, Dex 9, Con -, Int -, Wis 10, Cha 6

Skills: -

Feats: -

Environment: Any land

Organization: Solitary

Challenge Rating: 9

Treasure: None

Alignment: Always chaotic evil

Advancement: 15-30 HD (Huge); 31-45 HD (Gargantuan)

Level Adjustment: -

fetch 10 gold pieces or more. It is interesting to note that a restless pyre that is destroyed by other means and that does not fulfil its vengeance quest does not produce this ash.

Fireball (Su): Three times per day but no more than once every 1d4+1 rounds, the fiery nimbus around a restless pyre can coalesce and launch itself into a fireball. The effect is identical to a *fireball* spell (caster level 14th), DC 18 Reflex save for half damage. It should be noted the restless pyre is basically mindless and also immune to fire, so often, the fireball detonates directly around it, if that is where the current target of its aggression is located. The save DC is Dexterity-based and includes a +2 racial bonus.

Trample (Ex): Reflex half DC 26. The save DC is Strength-based.

Vulnerability to Water (Ex): A restless pyre suffers 1d6 points of damage per round when exposed to a sizeable (10 gallons or more) amount of water. Total immersion in water deals it 4d6 points of damage per round.

Bloodfrog Swarm

Diminutive Animal (Swarm)

Hit Dice: 12d8+12 (66 hp)

Initiative: +5

Speed: 15 ft. (1 square), climb 15 ft.

Armor Class: 19 (+4 Size, +5 Dex), touch 19, flat-footed 14

Base Attack/Grapple: +9/-

Attack: Swarm (3d6 plus blood drain)

Full Attack: Swarm (3d6 plus blood drain)

Space/Reach: 10 ft./0 ft.

Special Attacks: Blood drain, distraction, hallucinogenic touch

Special Qualities: Immune to weapon damage, leap, low-light vision, swarm traits

Saves: Fort +11, Ref +13, Will +5

Abilities: Str 2, Dex 20, Con 12, Int 2, Wis 12, Cha 4

Skills: Climb +13, Jump +27, Listen +3, Move Silently +9, Hide +19*, Spot +3

Feats: Alertness, Great Fortitude, Run, Skill Focus (Jump), Stealthy

Environment: Warm forests

Organization: Swarm, tangle (2-4 swarms), or colony (5-7 swarms)

Challenge Rating: 10

Treasure: None

Alignment: Always neutral

Advancement: None

Level Adjustment: -

The bloodfrog is an amphibious predator, equipped with razor-sharp fangs, psychedelic oil on its skin, and a thirst for blood. A captive bloodfrog presents little danger, and many jungle dwellers keep a few around for recreational use; however, a nest of wild bloodfrogs is a different matter. The bloodfrog's deadliness lies in the fact that it hunts in massive swarms, easily capable of bringing down even the largest creatures in the jungle.

An individual bloodfrog is a small, bright-red, shiny, amphibian about two inches long, one inch wide, and one inch high. The frog's brilliant color comes from its strict diet of blood. The frog obtains blood by slicing its prey with its razor-sharp jaws and then sucking on the wound. Like many other types of jungle frogs, the amphibian's skin secretes a very toxic, psychedelic oil, highly prized in local religions and rituals.

Bloodfrogs are only dangerous during the warmer seasons. When winter hits, the frogs leave their tree and head towards water. Here they mate, lay eggs, and then die. A bloodfrog can lay hundreds of eggs, but fish eat most of them before they can hatch. The eggs hatch in late winter, and the frogs spend spring as tadpoles, before reaching adulthood and leaving the water in search of a suitable tree.

Bloodfrogs are not intelligent, and they depend wholly upon instinct for their actions. As tadpoles, the creatures live in water and share identical roles. Gender is not determined until adulthood, but only roughly 20% turn out to be male. As adults, the males are more active and act as sentinels, looking for prey while the females rest. When the males leap out at a target, the females instinctively follow. Bloodfrogs generally occupy the upper slot on the food chain, as they can easily devour even the largest and most effective predators.

Combat

Bloodfrogs cling en masse to the branches of jungle trees, waiting for suitable prey to pass within range. When doing so, they appear as small red fruits, allowing them to hide in plain sight, and unwitting creatures attracted to the illusory fruit

become victims when they approach the tree. When the frogs spot prey, swarms of them pounce from the tree and onto the creature, literally covering it from head to toe, biting, drawing blood, and slithering under any clothing and gear. Skin contact with the frogs proves toxic to most creatures, and within a few seconds the prey is helpless. At this point, the fight is essentially over, and the bloodfrogs drain the limp creature of its remaining blood before returning to their tree.

Blood Drain (Ex): A bloodfrog swarm drains blood and deals 2d6 points of damage and 1d4 points of Constitution damage to any creature whose space it occupies at the end of its move.

Distraction (Ex): Any living creature vulnerable to the swarm's damage that begins its turn with a swarm in its square is nauseated for 1 round; a DC 17 Fortitude save negates the effect. Even with a successful save, spellcasting or concentrating on spells within the area of a swarm requires a Concentration check (DC 20 + spell level). Using skills requiring patience and concentration requires a Concentration check (DC 20). The save DC is Constitution-based.

Hallucinogenic Touch (Ex): The bloodfrog's skin secretes oil that is a potent hallucinogen. Any living creature that begins its turn with a bloodfrog swarm in its space must succeed on a DC 17 Fortitude save or suffer the effects of the secretion. The save DC is Constitution-based. The effects of the hallucinogenic touch are determined randomly from the table below and last for 1d4 rounds.

Leap (Ex): Bloodfrogs are great leapers. The jump DCs for both long jumps and high jumps are halved, and no running start is required.

Skills: Bloodfrog swarms have a +12 racial bonus on Jump checks. *Bloodfrog swarms have a +10 racial bonus on Hide checks made in forested areas.

A bloodfrog swarm uses its Dexterity modifier for Climb and Jump checks. A bloodfrog swarm has a +8 racial bonus on Climb checks and can always choose to take 10 on a Climb check, even if rushed or threatened.

1D6	Result
1	Victim becomes enraged and attacks nearest creature (other than the bloodfrog swarm).
2	Victim becomes hysterical and manically swatting at the frogs on his body. Victim is nauseated.
3	Victim becomes agitated and begins screaming and flailing about wildly. Victim is frightened.
4	Victim becomes panicked.
5	Victim becomes enlightened and sits down, stupefied at the meaning of it all. Victim is dazed.
6	Victim becomes pleased and strips off all of its gear and lies on the ground. Victim is fascinated.

Elderwitch

Huge Fey

Hit Dice: 8d6+16 (44 hp)

Initiative: +4

Speed: 0 ft. (immobile)

Armor Class: 18 (-2 size, +10 natural), touch 8, flat-footed 18

Base Attack/Grapple: +4/+14

Attack: Slam +4 melee (2d6+2)

Full Attack: 2 slams +4 melee (2d6+2)

Space/Reach: 15 ft./15 ft.

Special Attacks: Constrict 2d6+2, improved grab, spells

Special Qualities: Blindsight, damage reduction 10/slashing,, low-light vision, telepathy 30 ft., vulnerability to fire

Saves: Fort +4, Ref +8, Will +7

Abilities: Str 15, Dex 10, Con 14, Int 13, Wis 12, Cha 17

Skills: Concentration +13, Hide -8*, Intimidate +11, Knowledge (arcana) +12, Listen +11, Spellcraft +12, Spot +11

Feats: Alertness, Improved Initiative, Lightning Reflexes

Environment: Temperate forest and woods

Organization: Solitary

Challenge Rating: 10

Treasure: Standard

Alignment: Any

Advancement: By character class (sorcerer only)

Level Adjustment: —

The annals of arcane lore describe an elderwitch as a powerful sorcerer transformed into a living tree. Although correct in most of the essential details, the scholarly definition neglects to mention that the elderwitch assumed its new form after a confrontation with one of its domain's fey creatures. Good and evil fey reserve this punishment for the worst transgressors, transforming the being into a living tree for all of eternity. Imbued with the physical properties of a tree, while retaining the mental capabilities of its previous existence, the elderwitch eventually learns to move its branches, although it remains rooted to the spot of its original demise. The elderwitch's favored (and only character class) is sorcerer.

Elderwitches are solitary beings rooted to the spot of their original fey transformation. Their main concern lies in finding some means to escape their arboreal prison. A few resign themselves to their fate and find peace in their new form.

Elderwitches often dwell in woods, forests, hedgerows, and gardens. An elderwitch is about 25-30 feet tall and weighs 4,000-5,000 pounds. Its "trunk" is about 2 feet in diameter.

Elderwitches cannot speak but understand any languages they knew in their original form. They can communicate telepathically with any creature that has a language.

Combat

Adept at blending in with their surroundings, elderwitches depend on the element of surprise to capture beings straying too close to their branches. Evil elderwitches attack with unrelenting savagery, rending their victim's flesh to spill as much blood as possible to power its plans for escape from its arboreal prison. Neutral witches take captives as bargaining tools to convince others to find a remedy for their situation, while good elderwitches attempt peaceful contact, negotiating for assistance in

escaping their dilemma. Fearful of fire, elderwitches often cast fire protection spells before attacking.

Constrict (Ex): On a successful grapple check, an elderwitch deals 2d6+2 points of damage.

Improved Grab (Ex): To use this ability, an elderwitch must hit a Large or smaller opponent with both slam attacks. 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.

Spells: An elderwitch can cast arcane spells as an 8th-level sorcerer. An elderwitch can ignore verbal components of spells.

Typical Sorcerer Spells Known (6/7/7/6/3 per day, caster level 8th; save DC 13 + spell level): 0—*acid splash, detect magic, ghost sound, mage hand, message, open/close, ray of frost, read magic*; 1st—*charm person, mage armor, magic missile, ray of enfeeblement, ventriloquism*; 2nd—*gust of wind, resist energy, whispering wind*; 3rd—*clairaudience/clairvoyance, lightning bolt*; 4th—*fire shield*.

Blindsight (Ex): Elderwitches have no visual organs but can ascertain all creatures within 30 feet, using sound, scent, and vibration.

Skills: *Elderwitches have a +16 racial bonus on Hide checks made in forested areas.

Elderwitch Wood: Upon its death, weapons and shields crafted from the elderwitch's wood act as +1 weapons and shields for 5d6 days before losing their enhancement bonuses. However, a weapon or shield created from elderwitch wood also grants the wielder additional insight, providing him with a +1 circumstance bonus to initiative even after the enhancement bonus fades. Unfortunately, elderwitch wood remains vulnerable to fire. Any fire-based attack dealing more than 20 points of fire damage destroys a shield, while an attack dealing more than 25 points of fire damage destroys a weapon. Elderwitch wood shields and weapons are considered masterwork items.

Ghoulfruit Tree

Huge Plant

Hit Dice: 14d8+70 (133 hp)

Initiative: -1

Speed: 5 ft. (1 square)

Armor Class: 20 (-2 size, -1 Dex, +13 natural), touch 7, flat-footed 20

Base Attack/Grapple: +10/+27

Attack: Slam +17 melee (2d6+9)

Full Attack: 2 slams +17 melee (2d6+9)

Space/Reach: 15 ft./15 ft.

Special Attacks: Spells

Special Qualities: Charm, corruption, damage reduction 10/slashing, low-light vision, plant traits

Saves: Fort +16, Ref +3, Will +8

Abilities: Str 29, Dex 8, Con 20, Int 12, Wis 15, Cha 17

Skills: Concentration +22, Jump -3, Listen +19, Spellcraft +18

Feats: Ability Focus (charm), Empower Spell, Great Fortitude, Iron Will, Power Attack

Environment: Any forests

Organization: Solitary or grove (2-5)

Challenge Rating: 10

Treasure: Double standard

Alignment: Always evil

Advancement: 15-28 HD (Huge); 29-42 HD (Gargantuan)

Level Adjustment: -

Ghoulfruit trees are withered twisted trees that terraform their environment toward evil. They begin corrupting their environment by blighting the surrounding plant life, making their heavily fruit the easiest (and eventually only) source of food in the area. Although the fruit's external flesh looks ghoulishly pale and wrinkled like cured skin, the inside nectar and fleshy pulp is sweet and refreshing.

Animals and humanoids who consume the fruit eventually fall under the sway of the tree, becoming its unwitting servant.

No one is sure where ghoulfuit trees came from, but it is rumored that evil cults raise ghoulfuit tree saplings and use this plant to spread their cause of evil.

A ghoulfuit tree is about 25 feet tall and weighs about 3,500 pounds. A ghoulfuit tree speaks Common, Infernal, and Abyssal.

Combat

In battle, ghoulfuit trees rely on their magic and the animals and other creatures they have corrupted to defend themselves.

Spells: A ghoulfuit tree can cast arcane spells as a 9th-level sorcerer.

Typical Sorcerer Spells Known (6/7/7/7/4 per day, caster level 9th; save DC 13 + spell level): 0—*acid splash, dancing lights, daze, detect magic, ghost sound, mage hand, ray of frost, touch of fatigue*; 1st—*chill touch, hypnotism, magic missile, obscuring mist, ray of enfeeblement*; 2nd—*ghoul touch, resist energy, spectral hand, touch of idiocy*; 3rd—*slow, stinking cloud, vampiric touch*; 4th—*black tentacles, enervation*.

Charm (Su): Any creature that consumes more than three pieces of the ghoulfuit tree's fruit, or more than three cups of ghoulfuit tree liquor, in the space of a week must make a DC 22 Will save or fall under the tree's influence as though *charmed*. This is a supernatural magic effect, not a poison. The save DC is Charisma-based.

If not in the presence of the tree, a charmed victim begins to search it out. If in the presence of the tree, the victim takes orders from the tree. If the tree should be threatened by any source, such as a natural disaster or direct assault, the charmed victim defends the tree to the best of its ability, even giving its life to ensure the tree lives.

Should a creature make the save but continue to consume fruit or liquor before a week elapses, it must make another DC 22 Will save after eating each piece or drinking each cup. Once a creature is charmed, it remains charmed so long as it eats one piece of fruit or drinks one cup per week. Should the creature miss the fruit for a week, it is allowed a DC 22 Will save to break the charm. A *dispel magic* may be cast against a DC of 22. A single ghoulfuit tree produces enough fruit to keep a number of Medium creatures equal to twice its HD under its sway.

Corruption (Su): Any creature charmed by a ghoulfuit tree for more than a month changes to evil alignment if not evil already. This effect disappears immediately if the creature frees itself from the ghoulfuit tree's charm, either by avoiding the fruit or through the use of a *dispel magic*. Paladins, clerics and others may need to *atone* for such alignment changes.

Grovenger

Huge Plant

Hit Dice: 10d8+50 (95 hp)

Initiative: -1

Speed: 20 ft. (4 squares)

Armor Class: 23 (-2 size, -1 Dex, +16 natural), touch 7, flat-footed 23

Base Attack/Grapple: +7/+25

Attack: Slam +15 melee (2d8+10)

Full Attack: 4 slams +15 melee (2d8+10)

Space/Reach: 15 ft./15 ft.

Special Attacks: Spell-like abilities, withering cloud

Special Qualities: Damage reduction 10/magic, low-light vision, plant traits, spell resistance 15, vulnerability to fire

A grovenger forms from the remnants of abandoned or destroyed druid groves. It stalks this territory, blindly and indiscriminately seeking vengeance against any entity unfortunate enough to find itself in its relentless path. No matter their originating tree species, all grovengers share the same common characteristics. Completely devoid of leaves, its gnarled trunks and four massive limbs are the only remaining vestiges of its previous lush, vibrant existence. It has wild, purple eyes and a large, gaping maw of pointed needles and thorns that emits a nauseating stench of rot and decay. Its body rests atop a gangly mass of long, black roots resembling parasitic vines, allowing the creature to grab nearby objects and drag itself, its only means of locomotion.

Despite their overwhelming, feral instincts, grovengers often refrain from attacking druids, preferring to monitor their activities and gauge their intentions, in the vain hope that they may possess the means to restore them to their previous existences. Members of the same grove peacefully coexist, yet they mercilessly attack grovengers from other circles without provocation.

Despite its impressive array of teeth, grovengers only consume fungi and dead plants. They display an unusual aversion to running water, rarely crossing even the tiniest streams and brooks except under exigent circumstances. Carpenters and shipbuilders prize their coveted wood, spawning a relatively small black market in the product.

Saves: Fort +12, Ref +2, Will +8

Abilities: Str 30, Dex 8, Con 21, Int 10, Wis 16, Cha 15

Skills: Handle Animal +6, Hide +6, Jump +4, Knowledge (nature) +4, Listen +7, Move Silently +5, Survival +7

Feats: Cleave, Dodge, Iron Will, Power Attack

Environment: Temperate forests

Organization: Solitary, pair, or grove (3-9)

Challenge Rating: 10

Treasure: Standard

Alignment: Usually neutral evil

Advancement: 11-20 HD (Huge); 21-30 HD (Gargantuan)

Level Adjustment: -

A grovenger stands about 25 feet tall and weighs about 4,000 pounds. Grovengers speak Common, Druidic and Sylvan. Grovengers only converse with druids and others of their kind.

Combat

Unable to control their insatiable desire for vengeance, grovengers attack with unbridled ferocity. They exhibit no regard for tactics, carelessly wading into battle flailing their massive limbs at their opponents. Regardless of the circumstances, grovengers never retreat, defending the integrity of their land with no regard of the cost.

Spell-like Abilities: At will— *speaking with plants*; 1/day— *awaken* (DC 17), *control plants* (DC 20), *detect animals or plants*, *diminish plants*, *entangle* (DC 13), *plant growth*, *spike growth* (DC 15), *spike stones* (DC 16). Caster level 9th. The save DCs are Charisma-based.

Withering Cloud (Su): Every 1d4 rounds, a grovenger expels a 20-ft. lingering cone of microscopic coarse salt and fetid, desiccated plant material. The cloud saps all moisture from the surrounding air and from living creatures. Creatures within the area must succeed on a DC 20 Fortitude save or take 1d4 points of Constitution and 1d4 points of Dexterity damage. In addition, the cloud's misty quality obscures all vision for 1d4 rounds, bestowing concealment to everyone in its area of effect. The save DC is Constitution-based.

Skills: Grovengers have a +4 racial bonus on Handle Animal, Hide, Knowledge (nature), Listen, Move Silently, and Survival checks.

Helix Moth

Huge Vermin

Hit Dice: 16d8+48 (120 hp)

Initiative: +6

Speed: 20 ft. (4 squares), fly 60 ft. (good)

Armor Class: 23 (-2 size, +2 Dex, +13 natural), touch 10, flat-footed 21

Base Attack/Grapple: +12/+25

Attack: Bite +15 melee (2d8+5 plus 1d8 acid) or tail sting +15 melee (2d6+5 plus poison)

Full Attack: Bite +15 melee (2d8+5 plus 1d8 acid) and tail sting +10 melee (2d6+2 plus poison)

Space/Reach: 15 ft./10 ft.

Helix moths are deadly giant insects found inhabiting forested areas, usually somewhat near civilized areas. A helix moth is a gigantic black insect with spiraling bands of red, green, yellow, blue, purple, and white on its abdomen. Its underbelly is white. Large mandibles jut from its mouth and three sets of purple translucent wings protrude from its back. A small, black, sword-like stinger is located at the end of its abdomen.

Helix moths are solitary creatures, though on rare occasions a mated pair might be encountered. The lair of a helix moth is almost always above ground and usually takes the form of a cave, tunnel, or other such structure. Such places are always well hidden and difficult to reach. When the time comes for a female helix moth to lay her eggs, she hollows out a tunnel in the floor of her lair, forms a large chamber at the end of the tunnel and deposits 2d4 greenish-gray eggs. The eggs hatch two weeks after fertilization, producing helix moth larvae, though typically only about 50% of the larva live past the first day.

The tunnel and chamber are coated with grayish slime that gives off a faint acidic odor, but is harmless to the touch. Occasionally (20% chance), the secretions of a larva mix with the slime to form a deadly inhalant poison.

Those breathing the poison fumes must succeed on a DC 15 Fortitude save or take 1d4 points of Constitution damage. A new save must be made every minute a creature breathes the fumes. Once a successful save is made, that creature cannot be affected by the fumes again for one day.

Special Attacks: Acid, drone, poison

Special Qualities: Darkvision 60 ft., tremorsense 60 ft., vermin traits

Saves: Fort +13, Ref +7, Will +5

Abilities: Str 20, Dex 15, Con 16, Int —, Wis 11, Cha 2

Skills: Jump -1

Feats: Improved Initiative^B

Environment: Temperate forests

Organization: Solitary or pair

Challenge Rating: 10

Treasure: None

Alignment: Always neutral

Advancement: 17-48 HD (Huge)

Level Adjustment: —

Helix moths are normally passive creatures but when hunting, the creature becomes highly aggressive. A helix moth often journeys up to a mile or more away from its lair in search of prey. Slain prey is carried back to its lair and devoured over a period of several days.

Combat

The helix moth attacks by biting or stinging its prey. Its constant droning affects those that combat it, so the helix moth always tries to stay airborne and within range where it can use this ability while staying out of melee range.

Drone (Ex): The rapid beating of the helix moth's wings creates a droning sound, audible up to 60 feet away, that clouds the minds of all who hear it. Affected creatures take a -4 circumstance penalty on attack rolls, saving throws, ability checks, and skill checks for the next 1 minute if they fail a DC 21 Will save. A creature that makes a successful Will save is unaffected by the droning of the same helix moth for one day. The save DC is Constitution-based.

Droning is a free action as long as the helix moth is airborne. On the ground, it can beat its wings as a move action with the effects as above.

Acid (Ex): Helix moths constantly regurgitate acid to aid in digestion. The bite attack of a helix moth deals 1d8 points of acid damage on a successful melee attack.

Poison (Ex): Injury (sting), Fortitude DC 21 negates, initial and secondary damage 1d10 Strength. The save is Constitution-based.

Tremorsense (Ex): Helix moths can automatically sense the location of anything within 60 feet that is in contact with the ground.

Iron Willow

Large Construct

Hit Dice: 14d10+30 (107 hp)

Initiative: +2

Speed: 10 ft. (2 squares)

Armor Class: 27 (-1 size, +2 Dex, +16 natural), touch 11, flat-footed 25

Base Attack/Grapple: +10/+24

Attack: Slam +19 melee (2d8+10)

Full Attack: Slam +19 melee (2d8+10)

Space/Reach: 10 ft/10 ft

Special Attacks: —

Special Qualities: Construct traits, damage reduction 10/adamantine, darkvision 60 ft., immunity to magic, plant traits, rust vulnerability

An iron willow is a large construct crafted of black iron and hundreds of drooping chains. Many of the chains sport small spheres covered with spikes, making the whole creation into one massive and devastating flail. The construct resembles a willow tree.

This strange construct also has the rare ability to grow and reproduce. Each spiked sphere sprouting from the iron willow has a 5% chance of being a fertile seed, growing into a full iron willow in a few years under proper conditions. An average iron willow has 100 iron seeds. This construct also continues to grow like a standard willow; older trees may grow to Huge size, and there are tales told of ancient iron willows that have grown even greater in size.

An iron willow's creator can command it if the iron willow is within 60 feet and can see and hear its creator. If uncommanded, an iron willow follows its last instruction, or the instructions of the original willow, to the best of its ability, though if attacked it will always return in kind. The creator can give the iron willow a simple program to govern its actions in his or her absence. These orders usually involve protecting an item or passage, since an iron willow is really only at its best in combat situations.

Although the iron willow collects no treasure, it may be guarding precious items. Once destroyed, a Large iron willow yields 500 gp worth of iron, provided no rust-attacks were employed.

Saves: Fort +7, Ref +9, Will +7

Abilities: Str 30, Dex 14, Con —, Int —, Wis 10, Cha 1

Skills: Jump -2

Feats: —

Environment: Any land and underground

Organization: Solitary

Challenge Rating: 10

Treasure: See text

Alignment: Always neutral

Advancement: 15-28 HD (Large); 29-42 HD (Huge)

Level Adjustment: —

An iron golem is 12 feet tall and weighs about 5,000 pounds. An iron willow cannot speak or make any vocal noise, nor does it have any distinguishable odor.

Combat

Iron willows are devastating in battle. They slam opponents with their powerful chains. Their bodies are nearly indestructible, but are highly vulnerable to rust.

Immunity to Magic (Ex): An iron willow is immune to any spell or spell-like ability that allows spell resistance.

Rust Vulnerability (Ex): An iron willow is affected normally by rust attacks, such as that of a rust monster or a *rusting grasp* spell.

Construction

An iron willow's body is sculpted from 5,000 pounds of pure iron and numerous iron chains, costing at least 4,500 gp. Assembling the body requires a DC 20 Craft (weaponsmithing) check.

CL 16th; Craft Construct, *geas/quest, limited wish, liveoak, polymorph any object*, caster must be at least 16th level; Price 25,000 gp; Cost 12,500 gp + 1,000 XP.

Gestating and growing an iron willow seed requires 1d4+8 years. The construct does not require sunlight or water, but it must be planted in cracked stone or sand and it needs at least very hot conditions (above 90° F). Iron willow seeds planted in areas of extreme heat (air temperature over 140° F) grow twice as fast. Once mature, the new iron willow is an exact duplicate of the original and obeys the original creator's orders only.

Resin Golem

Large Construct

Hit Dice: 13d10+30 (101 hp)

Initiative: -1

Speed: 20 ft. (4 squares)

Armor Class: 20 (-1size, -1 Dex, +12 natural), touch 8, flat-footed 20

Base Attack/Grapple: +9/+21

Attack: Slam +16 melee (2d10+8)

Full Attack: 2 slams +16 melee (2d10+8)

Space/Reach: 10 ft/10 ft.

Special Attacks: Engulf, improved grab

Special Qualities: Adhesive, construct traits, damage reduction 10/bludgeoning and magic,

darkvision 60 ft., immunity to magic, low-light vision

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

Abilities: Str 27, Dex 9, Con —, Int —, Wis 11, Cha 1

Skills: Jump +2

Feats: —

Environment: Any forests

Organization: Solitary

Challenge Rating: 10

Treasure: Standard (inside golem)

Alignment: Always neutral

Advancement: 14-26 HD (Large); 27-39 HD (Huge)

Level Adjustment: —

A resin golem is formed from tree sap, sculpted into the shape of a humanoid figure. Its body is translucent, revealing objects trapped within, suspended in its sticky composition. Two trapped stones are found where its eyes would be. Resin golems are most frequently created by druids, used as guardians and avengers of nature. A resin golem cannot speak or make any vocal noise, but it expresses acknowledgement of commands by altering the viscosity of its surface. Resin golems stand about 8 feet tall and weigh over 1,000 pounds.

Combat

Resin golems have a sticky outer surface, but they can alter their normally hard state to become viscous (like pine sap). This lets them seep slowly through small (1 inch or larger) cracks or tightly woven branches, although only very slowly—perhaps 5 feet per minute.

Adhesive (Ex): A creature that successfully strikes a resin golem with a melee weapon (including natural weapons or unarmed attacks) must make a DC 16 Reflex save or have its weapon stick to the golem. If the attacker is armed, he can voluntarily release the weapon as a free action to escape the golem's hold. A stuck weapon can be freed with an opposed Strength check against the golem.

If the attacker is unarmed or using a natural weapon, he is stuck to the golem and can take no action until he frees himself. An opposed Strength check (or an Escape Artist check against the golem's Strength check) is frees stuck individual.

Engulf (Ex): A resin golem can simply engulf creatures smaller than itself. It cannot make a slam attack on a round during which it attempts to engulf. To engulf a target, the resin golem need only move into that creature's space; if it is already grappling the creature or if the creature is stuck to the golem, it does not need to move to engulf. The target of the engulf attack may make an attack of opportunity against the resin golem if it is not already held or stuck, but doing so prevents it from making a Reflex save (DC 10 + 1/2 the resin golem's HD + the resin golem's

Dex modifier) to avoid being engulfed. Creatures that do not opt to take an attack of opportunity and who make their Reflex save dodge back or aside (player's choice) when the golem moves into their space. Engulfed creatures automatically take slam damage every round and are also cut off from air.

Improved Grab (Ex): To use this ability, a resin golem must hit with a slam attack. Due to its adhesive qualities, a resin golem has a +4 bonus on grapple checks when trying to establish or maintain a hold on a creature, but a -4 penalty if trying to break free. If it establishes a hold, it can attempt to engulf.

Immunity to Magic (Ex): A resin golem is immune to any spell or spell-like ability that allows spell resistance. Certain spells and effects function differently against the creature, as noted below.

Grease negates the resin golem's adhesive quality for the spell's duration. *Antiplant shell* stuns a resin golem for 1 round, with no saving throw. A magical attack that deals cold damage slows a resin golem (as the *slow* spell) for 1 round for every 4 points of cold damage the attack would otherwise have dealt, with no saving throw.

Resin golems are extremely flammable, and while they take no damage directly from fire attacks, they can be set ablaze. A resin golem exposed to open flame (magical or mundane) must make a DC 18 Reflex save to avoid catching on fire. The burning resin golem takes 1 point of damage per round while on fire, but it also deals an additional 1d6 points of fire damage on each successful strike it makes.

Construction

Forming a resin golem's body requires at least 1,500 gallons of tree sap, along with other rare ingredients, numerous rituals, and a great deal of patience. To construct the body properly, the crafter must make a DC 16 Knowledge (nature) check and a DC 13 Craft (sculpting) check.

CL 11th; Craft Construct (see MM, Chapter 6), *control plants*, *ironwood*, *liveoak*, *soften earth and stone*, creator must be 1 lth level; Price 38,000 gp; Cost 20,150 gp+1,400 XP.

Sepia Snake

Huge Magical Beast

Hit Dice: 12d10+48 (114 hp)

Initiative: +7

Speed: 40 ft. (8 squares), fly 50 ft. (good)

Armor Class: 21 (-2 size, +3 Dex, +10 natural), touch 11, flat-footed 18

Base Attack/Grapple: +12/+27

Attack: Bite +17 melee (1d8+7) or cocoon +13 ranged touch (cocoon, see text)

Full Attack: Bite+17 melee (1d8+7) and tail sting +12 melee (1d8+3 plus poison) or cocoon +13 ranged touch (cocoon, see text)

Space/Reach: 15 ft./10 ft.

Special Attacks: Cocoon, constrict 1d8+10, gaze, improved grab, poison

Special Qualities: Damage reduction 10/magic, darkvision 100 ft, low-light vision

The sepia snake resembles a muddy brown anaconda with two large, glowing yellow eyes set in its wide, triangular head. Strange symbols are etched on its dorsal side.

Wizards and other sages well-versed in arcane lore agree that the sepia snake was the inspiration for the spell *sepia snake sigil*. The similarities between the creature and the spell are simply too great to be coincidental. A sepia snake can be found just about anywhere.

A sepia snake grows to be up to 30 feet long and nearly two feet thick, and weighs over 300 pounds. Although this strange snake can fly, it has no wings and no apparent means of airborne travel. It has been said that to look into the eyes of the sepia snake is to look into one's own doom.

Combat

A sepia snake begins combat by using its gaze on what it believes to be its most dangerous opponents. In melee, a sepia snake tries to avoid direct combat, and usually remains airborne to keep out of danger. *Held*, cocooned, or otherwise incapacitated foes are poisoned to soften them up for consumption.

Cocoon (Su): Once per round (and no more than three times per day), a sepia snake can fire a line of sticky webbing at an opponent within 30 feet. This requires a ranged touch attack to hit. A creature struck is wrapped in the snake's webbing and must succeed on a DC 20 Fortitude save or be placed in a state of suspended animation as per the *sepia snake sigil* spell for 1d4+12 days. The save DC is Constitution-based.

Saves: Fort +12, Ref +11, Will +5

Abilities: Str 24, Dex 16, Con 19, Int 4, Wis 13, Cha 19

Skills: Jump +11, Listen +6, Move Silently +11, Spot +6

Feats: Ability Focus (poison), Flyby Attack, Improved Initiative, Power Attack, Skill Focus (Move Silently)

Environment: Any

Organization: Solitary

Challenge Rating: 10

Treasure: Standard

Alignment: Usually neutral

Advancement: 13-24 HD (Huge); 25-36 HD (Gargantuan)

Level Adjustment: —

In one round, a sepia snake can spit enough webbing to cover one Medium or smaller creature. For each size category larger than Medium, the snake must fire another line of webbing to completely encase an opponent. Victims not completely covered can break free in one round by making a successful DC 24 Strength check or DC 20 Escape Artist check. Each 5-foot section of webbing has 10 hit points. The check DCs are Constitution-based, and the Strength check includes a +4 racial bonus.

A foe completely wrapped cannot break the webs and must rely on others to get free.

Constrict (Ex): On a successful grapple check, a sepia snake deals 1d8+10 points of damage.

Gaze (Su): Creatures within 30 feet and meeting the gaze of a sepia snake must succeed on a DC 20 Will save or take a -4 penalty on attack and weapon damage rolls, and ability checks and skill checks for one day. Whether the save succeeds or not, that creature cannot be affected again by the same sepia snake's gaze attack for one day. The save DC is Charisma-based.

Improved Grab (Ex): If a sepia snake hits with its bite attack, it can then attempt a grapple check as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Poison (Ex): Injury (tail), Fortitude DC 22 negates; initial damage paralysis for 2d4 rounds, secondary damage 1d2 points of Dexterity damage each round the opponent is paralyzed. The save DC is Constitution-based and includes the feat Ability Focus.

Sleeping Willow

Huge Plant

Hit Dice: 11d8+44 (93 hp)

Initiative: -1

Speed: 10 ft. (2 squares)

Armor Class: 23 (-2 size, -1 Dex, +16

natural), touch 7, flat-footed 23

Base Attack/Grapple: +8/+24

Attack: Slam +15 melee (2d6+8/19-20)

Full Attack: 4 slams +15 melee (2d6+8/19-20)

Space/Reach: 15 ft./15 ft.

Special Attacks: Constitution drain, improved grab, sleep spores

Special Qualities: Low-light vision, plant traits, tremorsense 60 ft., vulnerability to fire

Saves: Fort +12, Ref +2, Will +4

Abilities: Str 26, Dex 8, Con 18, Int 6, Wis 12, Cha 10

Skills: Hide -9*, Jump -4, Listen +10, Spot +10

Feats: Alertness, Improved Critical (slam), Power Attack, Weapon Focus (slam)

Environment: Temperate forests

Organization: Solitary or grove (2-5)

Challenge Rating: 10

Treasure: Standard

Alignment: Always neutral evil

Advancement: 12-22 HD (Huge); 23-33 HD (Gargantuan)

Level Adjustment: -

Sleeping willows are slow-moving, carnivorous plant creatures with evil dispositions. Most sleeping willows make their home among groves or areas of normal willow trees where they can use their natural appearance to their advantage. Though capable of movement, the sleeping willow only moves at night, so as not to be detected or seen. Once a hunting area becomes depopulated or scarce, the sleeping willow moves on to better hunting grounds where it takes root and repeats the above cycle of waiting, hunting, and moving on to a new location. Sleeping willows do not collect treasure but the treasure from their past victims is often scattered about the base of the tree. Sleeping willows do not mind this, for they know that greedy treasure-seekers will be lured in by this and it makes catching a meal that much easier.

A sleeping willow appears as a normal willow tree (and is often mistaken for such) standing 15 or more feet tall. Some species have been rumored to reach heights in excess of 30 feet. Its trunk is 2 feet or more in diameter and dark brown in color.

Combat

A sleeping willow prefers to attack from ambush when potential prey wanders too close to it. Once prey is in range, the sleeping willow releases its spores and then attacks with its branches, grabbing its prey in its vise-like grip. Grappled creatures are drained of their body fluids and absorbed by the tree.

A grove of sleeping willows act in concert against multiple opponents, aiding one another when necessary until the opponents are slain or flee.

Constitution Drain (Su): A creature grabbed by a sleeping willow must succeed on a DC 19 Fortitude save or permanently lose 2 points of Constitution each round the hold is maintained. The sleeping willow heals 5 points of damage whenever it drains Constitution, gaining any excess as temporary hit points. The save DC is Constitution-based.

Improved Grab (Ex): To use this ability, a sleeping willow must hit with a slam attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If the sleeping willow wins the grapple check, it establishes a hold and drains Constitution and deals slam damage each round.

Sleep Spores (Ex): As a standard action, a sleeping willow can eject a cloud of yellowish pollen from its body in a 30-foot spread. Affected creatures must succeed on a DC 19 Will save or fall asleep for 10 minutes. There is no HD limit for this sleep effect. The save DC is Constitution-based.

Tremorsense (Ex): A sleeping willow can automatically sense the location of anything within 60 feet that is in contact with the same vegetation it is (including the ground).

Skills: *Sleeping willows have a +16 racial bonus on Hide checks in forested areas.

White-Haired Ghost

Medium Undead

Hit Dice: 9d12 (58 hp)

Initiative: +5

Speed: 30 ft. (6 squares), fly 60 ft. (average)

Armor Class: 16 (+1 Dex, +5 natural), touch 11, flat-footed 15

Base Attack/Grapple: +4/+6

Attack: Claw +6 melee (1d4+2)

Full Attack: 2 claws +6 melee (1d4+2)

Space/Reach: 5 ft./5 ft.

Special Attacks: Scarf magic, spells

Special Qualities: Darkvision 60 ft., undead determination, undead traits

Saves: Fort +3, Ref +4, Will +7

White-haired ghosts are corporeal undead that walk among the living in pursuit of those who they feel have wronged them, especially former lovers, traitorous husbands or wives, and sorcerous rivals. They appear much like they did in life, except their hair is snow-white, their fingers end in claws, and their skin is cold to the touch. White-haired ghosts often have long robes, scarves, or even billowy long hair, which they use to entrap their victims. They fight only by night, returning to darkened haunts by daylight.

A white-haired ghost has the same height and weight as a typical human. They speak any languages they spoke in life (usually Common and two or three others).

Combat

White-haired ghosts rely on their spells to create skeletons and other minor undead prior to a battle. During combat, they enjoy using powerful evocations such as *fireballs*, *magic missiles* and *ice storms*.

Scarf Magic (Su): A white-haired ghost can use the fabric of her garments to trap and entangle opponents as if using a *robe of entanglement*. Some white-haired ghosts use their hair to the same effect.

Eri

Large Magical Beast

Hit Dice: 11d10+55 (115 hp)

Initiative: +2

Speed: 40 ft. (8 squares)

Armor Class: 22 (-1 size, +2 Dex, +11 natural), touch 11, flat-footed 20

Base Attack/Grapple: +11/+21

Attack: Claw +16 melee (1d6+6)

Full Attack: 2 claws +16 melee (1d6+6) and bite +11 melee (1d8+3)

Space/Reach: 10 ft./5 ft.

Special Attacks: Improved grab, pounce, rake 1d6+3, spells

Abilities: Str 14, Dex 12, Con –, Int 16, Wis 12, Cha 17

Skills: Bluff +14, Concentration +14, Diplomacy +6, Disguise +5 (+7 acting), Hide +12, Intimidate +16, Listen +12, Spellcraft +14, Spot +12

Feats: Empower Spell, Improved Initiative, Quicken Spell, Spell Focus (evocation)

Environment: Any land

Organization: Solitary

Challenge Rating: 10

Treasure: None

Alignment: Usually lawful evil

Advancement: 8–21 HD (Medium)

Level Adjustment: –

Spells: A white-haired ghost casts arcane spells as a 9th-level necromancer, choosing conjuration and enchantment as its prohibited schools.

Typical Wizard Spells Prepared (4/5/5/4/2/1; save DC 13 + spell level, evocation save DC 14 + spell level): 0—*detect magic, ghost sound, ray of frost, read magic, touch of fatigue*; 1st—*burning hands, chill touch, magic missile, ray of enfeeblement (2), shocking grasp*; 2nd—*blur, ghoul touch, gust of wind, scorching ray, shatter, spectral hand*; 3rd—*dispel magic, fireball (2), lightning bolt, ray of exhaustion*; 4th—*animate dead*, empowered *scorching ray, ice storm*; 5th—empowered *vampiric touch*, quickened *magic missile*.

Undead Determination (Su): White-haired ghosts usually hide their hearts and souls in objects or even in unwitting, innocent victims, as per the *magic jar* spell. This means that killing them once is not enough—a white-haired ghost rises up again the next night and continues to pursue vengeance unless its body is properly blessed and buried, or the *magic jar* receptacle is broken (or exorcised, if living).

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

Saves: Fort +12, Ref +9, Will +9

Abilities: Str 22, Dex 14, Con 20, Int 19, Wis 18, Cha 17

Skills: Climb +9, Concentration +14, Hide +1, Jump +14, Knowledge (nature) +15, Listen +16, Search +11, Spellcraft +16, Spot +16, Survival +16 (+18 in aboveground natural environments, +18 following tracks)

Feats: Alertness, Combat Casting, Iron Will, Track

Environment: Any forests, hills, mountains, and plains

Organization: Solitary
Challenge Rating: 11
Treasure: Standard

Eris are ancient beasts that seek to preserve the balance of nature. Large creatures resembling lions, eris have fur the color of burnt amber with patterns of blue or black stripes down their backs and across their legs. Thick, dark brown manes frame their flattened faces, and their eyes gleam with wisdom. Their paws end in black claws used for climbing and self-defense, and their powerful hind legs allow them to move quickly in times of danger.

Campfire stories tell of ancient times when eris were many, helping humans to tame the wilderness and survive nature's perils. But something happened to them. There are many different tales; some say that the eris were nearly wiped out by the gods, while others tell of how the eris saw that their time on the mortal plane was up, and willingly vanished into nothingness. Whatever the cause of their decline, only a few eris remain, living in overgrown ruins across the world.

In modern times, eris have become less friendly with humans and other humanoids. Their main interest seems to have shifted from helping civilization expand to protecting the wilds of the world. They can still prove useful sources of information about ancient creatures and places, but their motivations must always be questioned; if an eri believes a creature to be a threat (directly or not) to nature, it will readily give false advice. As a last resort, it may even attack creatures.

Eris speak Common, Sylvan, and up to three other languages native to their region. They can also understand Abyssal and Celestial, though few have the ability to speak these languages.

Combat

Eris avoid combat when possible, but they can use their spells to effectively complement their physical attacks. Eris often use spells such as *entangle* and *fog cloud* to slow their opponents, or *wall of thorns* to separate groups. They then try to kill their enemies with their claws, but will use *forest's curse* (see below) if faced with unusually tenacious foes.

Improved Grab (Ex): To use this ability, an eri must hit with its bite 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 rake.

Alignment: Always neutral
Advancement: 12-22 HD (Large)
Level Adjustment: –

Pounce (Ex): If an eri charges a foe, it can make a full attack, including two rake attacks.

Rake (Ex): Attack bonus +13 melee, damage 1d6+3.

Spells: An eri casts spells as an 11th-level druid.

Typical Druid Spells Prepared (6/6/5/5/4/2/1, save DC 14 + spell level): 0–*detect magic, detect poison, guidance, know direction, purify food and drink, read magic*; 1st–*calm animals, detect animals or plants, entangle, faerie fire, hide from animals, speak with animals*; 2nd–*barkskin, fog cloud, hold animal, lesser restoration, tree shape*; 3rd–*call lightning, cure moderate wounds, greater magic fang, neutralize poison, speak with plants*; 4th–*command plants, cure serious wounds, dispel magic, ice storm*; 5th–*tree stride, wall of thorns*; 6th–*forest's curse*.*

Forest's Curse

Transmutation

Level: Drd 6

Components: V, S, DF

Casting Time: 1 standard action

Range: Touch

Target: Living creature touched

Duration: Permanent

Saving Throw: Fortitude negates

Spell Resistance: Yes

By succeeding at a melee touch attack, the caster can transform any living creature into a tree (as if the creature were affected by a *tree shape* spell). The creature can make a Fortitude save to avoid the effect. If the save fails, the creature instantly sprouts roots that dig into the ground, preventing it from moving. The creature is considered entangled and continues sprouting roots, branches, and leaves for 1d4 rounds. At the end of this period, the creature is fully transformed into a tree.

The creature loses its extraordinary, supernatural, and spell-like abilities and loses any ability to cast spells. The creature cannot willingly change back and remains in the form of a tree until the magic is removed by a successful *dispel magic* or similar spell. Creatures immune to *polymorph* are immune to *forest's curse*, and a creature with the shapechanger subtype can revert to its natural form as a standard action.

Thaye Tase

Large Undead

Hit Dice: 16d12 (104 hp)

Initiative: +0

Speed: 40 ft. (8 squares)

Armor Class: 17 (-1 size, +8 natural), touch 9, flat-footed 17

Base Attack/Grapple: +8/+21

Attack: Claw +17 melee (2d4+9/19-20)

Full Attack: 2 claws +17 melee (2d4+9/19-20)

Space/Reach: 10 ft./10 ft.

Special Attacks: Breath weapon, maddening laughter, tusk savage 1d8+4

Special Qualities: Damage reduction 15/magic, darkvision 60 ft., *invisibility*, undead traits

The thaye tase is grotesque bipedal creature standing nine feet tall and weighing over 400 pounds. Its rubbery gray skin is tightly stretched over its bony frame. Its features are angular, and it reeks of rot. Sharp, filthy claws tip its hands, and wicked tusks jut from its mouth.

Thaye tase are intelligent, corporeal undead that live in dark and haunted forests. It is rumored that they are the remains of giants or trolls that died a violent death. Regardless of their origin, they tend to gravitate towards areas where diseases have taken their toll, laughing at the misfortune of those who have fallen victim to these maladies. Those who have met the thaye tase in combat and lived to tell the tale are amazed at its strength and speak about its maddening cackle and disease-ridden breath.

Thaye tase speak Common and Giant.

Combat

Thaye tase revel in combat, weakening their opponents with maddening laughter before setting upon them with claw and tusk. Their naturally tough skin allows them to ignore most attacks, so most thaye tase immediately seek the heart of any melee. Although it usually uses its powerful disease-inducing breath upon unknowing innocents when invisible, thaye tase have few philosophical problems with using it in combat.

Saves: Fort +5, Ref +5, Will +10

Abilities: Str 28, Dex 10, Con –, Int 10, Wis 10, Cha 14

Skills: Climb +20, Concentration +21, Hide +10, Jump +21, Listen +24, Move Silently +9

Feats: Cleave, Improved Critical (claws), Improved Sunder, Power Attack, Stealthy, Weapon Focus (claws)

Environment: Any land and underground

Organization: Solitary

Challenge Rating: 11

Treasure: Standard

Alignment: Always chaotic evil

Advancement: 17-32 (Large); 33-48 (Huge)

Level Adjustment: –

Breath Weapon (Su): Cone of disease, 60 feet, every 1d4 rounds (but no more than five times per day); Fortitude save (DC 20). Those who fail to save contract cackle fever, mindfire, or the shakes (the thaye tase chooses each time it breathes). The save DC is based on the thaye tase's Hit Dice and ability modifier, instead of the save DC usually associated with the chosen disease. The save DC is Charisma-based.

Maddening Laughter (Su): When a thaye tase laughs its cacophonous cackle, all living creatures within a 60-foot spread must succeed on a DC 20 Will save or be affected by *hideous laughter* (caster level 8th). This is a sonic, mind-affecting charm ability. Those who successfully save are immune to that thaye tase's maddening laughter for 24 hours. The save DC is Charisma-based.

Tusk Savage (Ex): If a thaye tase hits with both claws, it latches onto the opponent's body and tears its flesh with its powerful tusks. This deals an additional 1d8+4 points of damage.

Invisibility (Sp): A thaye tase can use *invisibility* (self only) at will (caster level 10th).

Skills: Thaye tase have a +5 racial bonus on Listen checks.

Witch Tree

Huge Plant

Hit Dice: 11d8+66 (115 hp)

Initiative: +3

Speed: 20 ft. (4 squares)

Armor Class: 21 (-2 size, -1 Dex, +14 natural), touch 7, flat-footed 21

Base Attack/Grapple: +8/+25

Attack: Tendril +16 melee (2d6+9)

Full Attack: 4 tendrils +16 melee (2d6+9)

Space/Reach: 15 ft/15 ft

Special Attacks: Constrict 2d6+9, improved grab, spell-like abilities

Special Qualities: Damage reduction 10/magic, low-light vision, plant traits, resistance to electricity 10 and fire 10, spell resistance 23

A witch tree combines the features of a tall, beautiful woman and a willow tree looking somewhat like a female willow treant. Her hair and fingers form the fronds of the willow, her arms and parts of her hair, the branches. From a distance, the witch tree is almost indistinguishable from a normal willow tree. Its skin is thick and dark, resembling the bark of a tree. Its legs join together to form the roots.

Witch trees gain nutrients from the soil where they take root, but have a particular fondness for living flesh, particularly that of gnomes and orcs. As such, groves of these creatures can be found lairing near such settlements.

The origin of the witch tree is clouded. On one side, sages argue that the witch tree is a magical creation created by an insane spellcaster to do his personal bidding. On the other side, sages argue that the witch tree resulted from miscast magic or is the result of “magical leakage” perhaps created when a spellcaster attempting to create a magical wand or staff or other such item failed in his endeavors and cast aside the item, thereby allowing what magic it held to “leak” out into the surrounding soil. Regardless of the origin, the creature has multiplied significantly in numbers and shows no signs of becoming extinct anytime soon.

Some adventurers tell tales of a witch tree grove that lured the entire population of a small village to its death through magical charms and hexes. Such stories are not without merit, and

Saves: Fort +13, Ref +4, Will +4

Abilities: Str 28, Dex 9, Con 22, Int 14, Wis 12, Cha 18

Skills: Concentration +20, Jump +3, Knowledge (arcana) +16, Listen +17, Spot +17

Feats: Alertness, Improved Initiative, Lightning Reflexes, Weapon Focus (tendril)

Environment: Temperate forests

Organization: Solitary or grove (2-5)

Challenge Rating: 11

Treasure: Standard

Alignment: Always chaotic evil

Advancement: 12-22 HD (Huge); 23-33 HD (Gargantuan)

Level Adjustment: —

most intrepid adventurers warn others of their kind when a witch tree grove has been discovered. When a discovery is made, hunters, druids, and warriors move against the witch tree in an effort to remove the threat before villagers and livestock begin disappearing.

A witch tree is about 25 feet tall and weighs about 3,500 pounds. A witch tree speaks Common, Goblin, Sylvan, and Abyssal.

Combat

A witch tree sits unmoving until a potential target moves within range. It first attacks using its spell-like abilities, attempting to charm or control its would-be assailants. Those that resist are attacked physically by the witch tree. A grabbed opponent is held until it escapes or dies or until the witch tree is killed.

Constrict (Ex): A witch tree deals 2d6+9 points of damage with a successful grapple check against a creature of its size or smaller.

Improved Grab (Ex): To use this ability, a witch tree must hit a creature with a tendril 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 in the same round.

Spell-Like Abilities: 5/day—*charm monster* (DC 22); 2/day—*dominate person* (DC 19). Caster level 16th. The save DCs are Charisma-based.

Skills: A witch tree has a +4 racial bonus on Listen and Spot checks.

Ziz

Huge Magical Beast

Hit Dice: 13d10+65 (136 hp)

Initiative: +4

Speed: 40 ft. (8 squares), fly 160 ft. (average) (32 squares)

Armor Class: 28 (-2 size, +4 Dex, +16 natural), touch 12, flat-footed 24

Base Attack/Grapple: +13/+28

Attack: Claw +18 melee (1d8+7)

Full Attack: 2 claws +18 melee (1d8+7) and bite +16 melee (1d6+3)

Space/Reach: 15 ft./10 ft.

Special Attacks: Command airborne creatures

Special Qualities: Celestial song, darkvision 60 ft., low-light vision, spell resistance 25, wading

Saves: Fort +13, Ref +12, Will +10

Abilities: Str 24, Dex 19, Con 21, Int 14, Wis 22, Cha 23

Skills: Diplomacy +16, Intimidate +14, Knowledge (nature) +9, Knowledge (religion) +9, Listen +14, Sense Motive +13, Spellcraft +12, Spot +14, Survival +13 (+15 aboveground)

Feats: Flyby Attack, Hover, Multiattack, Snatch, Wingover

Environment: Any forest

Organization: Solitary

Challenge Rating: 11

Treasure: None

Alignment: Always neutral good

Advancement: 14-26 HD (Huge)

Level Adjustment: —

The ziz, kings of birds, are huge cranes, yellow with red wings and green and purple crests. Their hearts are those of birds of prey, and woe to those who approach their large nests (built at the tops of the tallest trees), for they are very territorial.

Ziz are normally solitary creatures who come together once per century to mate. A ziz is capable of flight from the moment of hatching and leaves its nest as soon as it is born, never looking back. The egg of a ziz houses powerful magics.

Ziz eat the standard fare of birds: fish, worms, and the like. Of course, at their size, “fish” can include sharks, and “worms” may include small dragons.

According to tradition, at the end of time the flesh of a ziz will be served as a feast for the righteous, a reward for obeying the dietary laws against eating birds of prey. Those who knowingly eat the flesh of the ziz before that, however, aren't just unclean; they receive a *major curse*.

Combat

Command Airborne Creatures (Su): As king of birds, all avian creatures, even the phoenix, must bow before a ziz. This role manifests itself in one of three ways.

-A ziz's cry can affect any naturally flying creature (i.e. not those using magical aids or supernatural abilities) within a 1,200-foot radius. The targets must succeed on a DC 28 Will save or plummet from the sky for three rounds. The cry echoes for three rounds after it is initially sounded, during which time no creature may become airborne within the 1,200-foot radius. The ziz may sound this cry once every three rounds as a free action. The save DC is Charisma-based and includes a +6 racial bonus.

-Any bird that comes within 320 feet of a ziz must succeed on a DC 22 Will save or become subject to a *charm monster* spell (at the ziz's will). The save DC is Charisma-based.

-A ziz has a +4 circumstance bonus on Spot and Listen checks against airborne creatures, and no creature that is aloft may use *invisibility* to elude its sight.

Celestial Song (Su): When incubating an egg, a ziz sings a beautiful song to its offspring, which can also affect on other creatures within a 120-foot radius. All creatures of good alignment within the radius that can hear the song are cured of 1 point of damage. All creatures of evil alignment within the radius that can hear the song must succeed on a DC 22 Will save or take 1 point of damage each round it remains within the radius. A creature that successfully saves cannot be affected again by the same ziz's song for 24 hours. The save DC is Charisma-based.

Wading (Su): A ziz has the ability to wade in water of any depth because its legs can magically extend to any length while in the water. Even if standing in the deepest depths of the ocean, a ziz's size category does not change for the purposes of combat.

Ziz Egg: The egg of a ziz is a powerful natural magic item. A ziz egg takes six years to hatch, and until the day of its hatching, as long as the egg is properly cared for, anyone holding the egg can perform a *control water* spell up to three times per day, cast as a 30th level cleric.

If a ziz egg is cracked open before its time, it floods a territory with foul liquid. It pours out a torrent of 4,000 cubic feet of liquid per round. Anyone who deliberately breaks a ziz egg angers all ziz permanently, resulting in a lifetime of being menaced by both natural and magical birds.

A shard of a ziz egg shell that breaks naturally at hatching gives the bearer a +1 bonus to the difficulty class of saves made against his spells involving birds. Each shell produces 2d12 such fragments.

Strong transmutation; CL 30th; Weight 30 lbs.

Amberjuron

Tiny Magical Beast

Hit Dice: 12d10+12 (78 hp)

Initiative: +3

Speed: 10 ft. (2 squares), fly 40 ft. (average)

Armor Class: 25 (+2 size, +3 Dex, +5 natural, +5 *bracers of armor*), touch 15, flat-footed 22

Base Attack/Grapple: +12/+3

Attack: Talons +13 melee (1d4-1)

Full Attack: Talons +13 melee (1d4-1)

Space/Reach: 2-1/2 ft./0 ft.

Special Attacks: Spells

Special Qualities: Darkvision 60 ft., low-light vision, perfect memory, spell resistance 20

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

Abilities: Str 8, Dex 16, Con 12, Int 24, Wis 20, Cha 15

An amberjuron appears to be a normal snowy owl, except for its fine jewelry, the wand in its talons, and the odd look of intelligence in its eyes. They spend their time collecting knowledge, thinking, crafting magical items, and studying ancient books. Almost all of the amberjuron's knowledge is obtained secondhand through bartering for heretofore unknown knowledge. For every bit of arcane lore or advice that an amberjuron gives out, it requires an equitable exchange of information. This trade can be of any sort of information, as long as the amberjuron finds it new and interesting. It can be a recipe for dragon liver, the command word for a long lost magic item, recent political happenings, or even a personal anecdote. Since the amberjuron lives almost 1,000 years and never forgets anything it hears, it eventually collects an amazing array of knowledge.

Amberjurons also have a great love for creating magic items, exceeded only by their love for jewelry. An amberjuron is often willing to trade its magical creations for a particularly lovely sapphire necklace or two. An amberjuron typically has a wand or two available or a minor magical ring. Frequently amberjurons have rather unusual magical items, as they enchant whatever they have on hand. They are especially fond of enchanting their beloved jewelry. They aren't fools though, and amberjurons usually only trade for jewels of equal or greater monetary value than their magical creations are worth, assuming they make a successful Appraise check. An amberjuron may also offer services such as *identify* or *legend lore* in return for interesting knowledge or items.

An amberjuron stands about 2 feet tall and weighs 3-6 pounds, with a wingspan of around 5 feet.

Amberjurons usually speak Celestial, Common, Elven, Dwarven, Nightling, Sylvan, or other languages the DM deems appropriate.

Skills: Appraise +16 (+18 with related items to its Craft skill), Bluff +10, Concentration +13, Craft (any) +19, Craft (alchemy) +19, Decipher Script +16, Hide +17, Jump -13, Knowledge (arcana) +19, Knowledge (nature) +19, Listen +22, Move Silently +24, Spellcraft +21, Spot +14*, Survival +13 (+15 in aboveground natural environments)

Feats: Craft Wand, Craft Wondrous Item, Silent Spell, Still Spell, Quicken Spell

Environment: Any forests

Organization: Solitary

Challenge Rating: 12

Treasure: No coins; double goods; double items

Alignment: Usually neutral good

Advancement: 13-24 HD (Tiny); 25-36 HD (Small)

Level Adjustment: –

Combat

Amberjurons aren't interested in combat. If attacked, they fly off and use *invisibility* to cover their escape. If cornered, they *teleport* away or use *gaseous form* to escape. If somehow forced into combat, they attack with spells, as they only use their talons for hunting. An amberjuron always has a *fireball* tucked away in the back of his mind for just such an emergency. If obviously doomed, an amberjuron offers his magic items in return for sparing its life. It brings out one or two devices from its hiding places, and then flies off.

Spells: An amberjuron casts spells as a wizard of a level equal to twice its Hit Dice (typically 12th).

Typical Wizard Spells Prepared (4/6/6/6/4/4/3; save DC 17 + spell level): 0—*detect magic, light, mage hand, read magic*; 1st—*charm person, comprehend languages, identify* (2), *magic missile, shield*; 2nd—*arcane lock, invisibility, locate object, mirror image, scare, web*; 3rd—*arcane sight, dispel magic, fireball, gaseous form, protection from energy, tongues*; 4th—*fear, greater invisibility, remove curse, scrying*; 5th—*contact other plane, secret chest, sending, teleport*; 6th—*globe of invulnerability, legend lore, true seeing*.

Perfect Memory (Ex): An amberjuron never forgets anything that it sees, hears, or learns. Anything that has happened during its long life can be recalled instantly and with complete clarity. Amberjurons are not resistant to spells such as *modify memory*, but have a +8 racial bonus on saving throws against mind-affecting divinations and similar mind-reading effects due to the enormous and confusing volume of information contained in their minds.

Skills: Amberjurons, like owls, have a +8 racial bonus on Listen checks and a +14 racial bonus on Move Silently checks. *They have a +8 racial bonus on Spot checks in areas of shadowy illumination.

Arborachnid

Gargantuan Vermin

Hit Dice: 18d8+126 (207 hp)

Initiative: +3

Speed: 40 ft. (8 squares), climb 20 ft.

Armor Class: 22 (-4 size, +3 Dex, +13 natural), touch 9, flat-footed 19

Base Attack/Grapple: +13/+33

Attack: Foreleg +17 melee (3d6+8/19-20x3) or bite +17 melee (2d8+8 plus poison)

Full Attack: 2 forelegs +17 melee (3d6+8/19-20x3) and bite +12 melee (2d8+4 plus poison)

Space/Reach: 20 ft/15 ft. (20 ft. with foreleg)

Special Attacks: Augmented critical, impale 3d8+16, poison

The arborachnid is a spider of incredible size: its body is 20 feet in diameter, its legs are 30 feet long, and it weighs about 4 tons. The arborachnid is an incredibly patient hunter, often lying still for days awaiting the perfect chance to strike. Burying itself beneath the surface, it lifts its legs high in the air to mimic trees. It can achieve a state of such perfect stillness that fast-growing vegetation begins to cover it, and birds, squirrels and other arboreal creatures create nests upon it.

Arborachnids prefer to feed on local humanoids. However, its appetite is nearly insatiable, and its massive size enables it to hunt nearly any creature found in its forest home.

Combat

In stark contrast to its painstakingly deliberate method of travel, the arborachnid transforms into a lightning-quick killer when it finally attacks its prey. It uses its razor-sharp forelegs to impale its targets, while using its poison to cripple any foe that poses a significant threat.

Once all prey is slain, the arborachnid returns to its lethargic pace, casually draining each body of fluids and then devouring the remains. When nothing is left of the village but empty huts, the arborachnid vanishes back into the backdrop of jungle foliage, gradually making its way to its next target.

Ebon Spider

Large Magical Beast

Hit Dice: 14d10+42 (119 hp)

Initiative: +6

Speed: 40 ft. (8 squares), climb 20 ft.

Armor Class: 29 (-1 size, +6 Dex, +10 natural, +4 profane), touch 19, flat-footed 23

Base Attack/Grapple: +14/+25

Attack: Bite +20 melee (2d6+10/19-20 plus poison) or web +19 ranged touch

Special Qualities: Damage reduction 5/slashing, darkvision 60 ft., tremorsense 90 ft., vermin traits

Saves: Fort +18, Ref +9, Will +8

Abilities: Str 26, Dex 17, Con 24, Int -, Wis 15, Cha 8

Skills: Climb +16, Hide +1*, Jump +12, Spot +12

Feats: —

Environment: Warm forests

Organization: Solitary

Challenge Rating: 12

Treasure: None

Alignment: Always neutral

Advancement: 19-36 HD (Gargantuan); 37-54 HD (Colossal)

Level Adjustment: —

A creature that comes within 100 feet of a motionless arborachnid but does not spot the creature may make a DC 20 Survival check to notice that something feels “wrong,” but he cannot quite put a finger on what that might be (until the monster moves, that is).

Augmented Critical (Ex): An arborachnid threatens a critical hit on a natural attack roll of 19-20 with its foreleg attacks. On a successful critical hit with a foreleg attack, it deals triple damage.

Impale (Ex): If the arborachnid hits with two forelegs in the same round, it skewers its opponent and leaves a gaping wound. This attack automatically deals an additional 3d8+16 points of damage and causes the opponent to bleed for 1d3 points of damage per round thereafter. This bleeding may be stopped with a DC 20 Heal check or by any magical healing that heals at least 10 hit points.

Poison (Ex): Bite, Fortitude DC 26; initial damage 2d6 Strength, 2d6 Dexterity, and 2d6 Constitution; secondary damage 2d6 Constitution. The save DC is Constitution-based.

Skills: Arborachnids have a +8 racial bonus on Climb checks and a +10 racial bonus on Spot checks. They can always choose to take 10 on Climb checks, even if rushed or threatened. *When standing among jungle growth, a arborachnid has a +30 racial bonus on Hide checks.

Full Attack: Bite +20 melee (2d6+10/19-20 plus poison) or web +19 ranged touch

Space/Reach: 10 ft./5 ft.

Special Attacks: Nightmare, poison, web

Special Qualities: Darkvision 60 ft., freedom of movement, low-light vision, profane infusion

Saves: Fort +12, Ref +15, Will +7

Abilities: Str 24, Dex 22, Con 16, Int 14, Wis 12, Cha 15

Skills: Climb +28, Hide +18, Jump +11, Listen +14, Move Silently +19, Spot +14

Feats: Dodge, Improved Critical (bite), Iron Will, Mobility, Spring Attack

Environment: Temperate forests

Organization: Solitary or cluster (2-5)

Ebon spiders are the bane of dark forests, twisting mazes, and underground tunnels. They are ruthless, intelligent hunters that despise all creatures that enter their territories, viewing them as food to be harvested. From time to time, they make deals with powerful, evil races to allow safe passage in exchange for food, gifts, or treasures. Their only known ally is the ebant (page 188). The spiders have a bony black exoskeleton, granting them increased shielding against attacks. Most who see these creatures report them as appearing as very large spiders with white fangs that drip poison and eyes that glow with a hellish red light.

The preferred habitat of the ebon spider is deep in a haunted wood controlled by an ebant or a grove of ebants. Creatures entering a forest under control of an ebant can expect to encounter ebon spiders long before reaching the heart of the forest where the ebant resides. They are ruthless hunters, prone to hit-and-run tactics, and adventurers will probably have to endure numerous assaults as they make their way into the forest. Ebon spiders also take over underground caverns to use them as lairs, filling the corridors with webs that allow them easy access but hamper intruders. They likewise can inhabit a swamp or marsh, leaping out to attack creatures whose paths lead them to destruction.

A typical ebon spider is 8-9 feet long and weighs about 750 pounds. Ebon spiders speak Common, Sylvan, Undercommon, and either Abyssal (for lawful ebon spiders) or Infernal (for chaotic ones).

Combat

Ebon spiders are prone to charge into combat, trying to kill as many creatures as possible. Being intelligent, they prefer to attack spellcasters over armored opponents, using their Mobility and Spring Attack feats to keep their opponents off-balance.

Nightmare (Su): A creature that fails the secondary saving throw against an ebon spider's poison is subject to its nightmare effect. Once each year on the anniversary of the spider's attack, the creature lapses into a comatose state for 24 hours that is marked by sweating, uncontrollable shaking, and vivid dreams that recreate the attack in the mind of the victim. In addition, each time the creature finds

Challenge Rating: 12

Treasure: None

Alignment: Always evil (any)

Advancement: 15-28 HD (Huge); 29-42 (Gargantuan)

Level Adjustment: –

itself in the domain of an ebon spider (marked by the massive webs of its dream), the creature suffers a -4 morale penalty on all attack rolls and saving throws. This mind-affecting fear effect can be removed by a *remove curse* or DC 25 *break enchantment* spell cast within a number of days of the attack equal to the caster's level. Afterwards, only a *miracle* or *wish* spell is sufficient to remove the effect.

Poison (Ex): Injury, Fortitude DC 20, initial damage 1d6 Strength, secondary damage nightmare. The save DC is Constitution-based.

Web (Ex): Ebon spiders can throw a web eight times per day. This is similar to an attack with a net but has a maximum range of 50 feet with a range increment of 10 feet and is effective against targets up to one size category larger than the spider. The web anchors the target in place, allowing no movement. An entangled creature can escape with a successful DC 20 Escape Artist check or burst the web with a DC 24 Strength check as a standard action. The check DCs are Constitution-based, and the Strength check DC includes a +4 racial bonus. The web has 12 hit points, hardness 0, and takes double damage from fire. Ebon spiders also create sheets of sticky webbing from 5 to 60 square feet. They usually position these sheets to snare flying creatures but can also try to trap prey on the ground. Approaching creatures must succeed on a DC 20 Spot check to notice a web; otherwise they stumble into it and become trapped as though by a successful web attack. Attempts to escape or burst the webbing gain a +5 bonus if the trapped creature has something to walk on or grab while pulling free. Each 5-foot section has 12 hit points, hardness 0, and takes double damage from fire. An ebon spider can move across its own web at its climb speed and can pinpoint the location of any creature touching its web.

Freedom of Movement (Su): An ebon spider is always under the effect of a *freedom of movement* spell, allowing it to move through webs and ignore paralysis and similar effects.

Profane Infusion (Su): An ebon spider is infused with profane energy, granting it a +4 profane bonus on its Armor Class and saving throws.

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

Lostling

Medium Undead (Incorporeal)

Hit Dice: 20d12 (130 hp)

Initiative: +8

Speed: Fly 80 ft. (perfect) (16 squares)

Armor Class: 17 (+4 Dex, +3 deflection), touch 17, flat-footed 13

Base Attack/Grapple: +10/-

Attack: Incorporeal touch +14 melee (1d6 plus 1d3 Wisdom drain)

Full Attack: Incorporeal touch +14 melee (1d6 plus 1d3 Wisdom drain)

Space/Reach: 5 ft./5 ft.

Special Attacks: Aura of confusion, divination suppression, Wisdom drain

Special Qualities: Control weather, darkvision 60 ft., incorporeal traits, undead traits, +2 turn resistance

Lostlings are the pitiful souls of creatures of lost individuals who died in the wilderness from starvation or madness. The lostling's features vaguely resemble its emaciated, nearly skeletal appearance just prior to succumbing to hunger or thirst; however, despite its likeness to its former self, it possesses virtually no understanding or recollection of its former life. Condemned to wander the woods in search of their former homes, these vile creatures develop an intense hatred of the living, and they seek to share their pain by damning their victims to share the same fate that caused their unnatural lives.

A lostling must remain within three miles of its decomposing body. Spiteful and vindictive, the lostling desires to subject others to the events that caused its horrific, undead state.

A solitary lostling is usually the sole survivor of some catastrophe, while larger gatherings of these creatures consist of entire parties that lost their way in the woods or a lostling's transformed victims. Although they understand Common, lostlings never speak.

Combat

When a lostling encounters a group of potential victims, it follows them relentlessly, relying upon its supernatural abilities to isolate its victims and render them incapable of defending themselves. The lostling then uses its Wisdom drain ability to slowly drive its victims insane.

Aura of Confusion (Su): Any living creature within 30 feet of the lostling must make a DC 23 Will save or become confused. Affected creatures act as if subject to the *confusion* spell

Saves: Fort +6, Ref +10, Will +13

Abilities: Str -, Dex 18, Con -, Int 14, Wis 12, Cha 17

Skills: Bluff +20, Diplomacy +5, Disguise +24 (+26 acting), Escape Artist +21, Hide +26, Intimidate +5, Listen +24, Search +23, Spot +22, Survival +1 (+3 following tracks), Use Rope +4 (+6 with bindings)

Feats: Alertness, Blind-Fight, Combat Expertise, Combat Reflexes, Dodge, Improved Initiative, Mobility

Environment: Any forests

Organization: Solitary, pair, or tribe (6-12)

Challenge Rating: 12

Treasure: None

Alignment: Always chaotic evil

Advancement: 21-40 HD (Medium)

Level Adjustment: -

as cast by a 12th-level sorcerer. Once a creature successfully saves against this ability, it is immune to it for the remainder of the combat. The save DC is Charisma-based.

Divination Suppression (Su): An invisible, one-mile radius barrier surrounds the lostling, suppressing any divination spell or magical effect within that radius, although it does not dispel it. Time spent within the lostling's field of divination suppression counts against the duration of the suppressed spell or magical effect.

Wisdom Drain (Su): Living creatures hit by a lostling's incorporeal touch attack must make a DC 23 Will save or suffer 1d3 points of Wisdom drain. On each such successful attack, it gains 5 temporary hit points. A creature reduced to 0 points of Wisdom falls into a deep, nightmare-plagued slumber. As a result of this catatonic state, the unfortunate victim eventually dies from starvation or thirst. Creatures dying in this manner transform into lostlings within 1d3 days. The save DC is Charisma-based.

Control Weather (Sp): Once per day, a lostling can *control weather* as the spell (caster level 12th).

Variant Lostlings: Lostlings that succumbed to the elements still bear marks of the weather conditions that killed them. While these creatures inflict the same amount of damage with their incorporeal touch attacks, half of the damage consists of the energy type that resulted in their death. For instance, the touch of a lostling that died from exposure to arctic weather deals 1d6 points of damage, half of which is cold damage.

Brainholder

Huge Plant

Hit Dice: 16d8+80 (152 hp)

Initiative: +0

Speed: 10 ft. (2 squares)

Armor Class: 10 (-2 size, +2 natural), touch 8, flat-footed 10

Base Attack/Grapple: +12/+29

Attack: Root slam +19 melee (1d6+13)

Full Attack: Root slam +19 melee (1d6+13)

Space/Reach: 15 ft./15 ft.

Special Attacks: Blood drain, blood roots, improved grab, psi-like abilities, usurp powers

Special Qualities: Low-light vision, plant traits

Saves: Fort +15, Ref +5, Will +3

Abilities: Str 29, Dex 10, Con 20, Int 17, Wis 3, Cha 16

Skills: Disguise +22, Hide +11, Listen +17, Move Silently +19, Spot +17

Feats: Alertness, Combat Manifestation, Greater Power Penetration, Iron Will, Power Penetration, Psionic Endowment

Environment: Any forest and marsh

Organization: Solitary

Challenge Rating: 13

Treasure: None

Alignment: Always chaotic evil

Advancement: 17-32 HD (Huge); 33-48 HD (Gargantuan)

Level Adjustment: —

Brainholders are tree-like plants of huge proportions with knobby protrusions and extensive roots. These clever mimics thrive on blood, particularly the blood of psions. The brainholder feeds by embedding its roots into its victim's veins, and uses its victim's sensory devices and psionic powers to perceive its surroundings.

Combat

Once it has lured its prey close with its *domination* power, a brainholder grabs its victim and inserts its roots to feed. If threatened, it uses psionic attacks to fend off enemies. A brainholder that has thralls can also direct those creatures to protect it.

Blood Drain (Ex): A brainholder can drain blood from a living victim by making a successful grapple check. If it pins the foe, it drains blood, dealing 1d4 points of Constitution damage each round the pin is maintained. On each successful attack, the brainholder gains 5 temporary hit points.

Blood Roots (Ex): On a successful grapple check, a brainholder can insert its roots into the bloodstream of a grabbed creature to drain blood.

The victim must succeed on a DC 23 Fortitude save or be paralyzed by the brainholder's sap for as long as the hold is maintained. A brainholder that is feeding cannot use its roots to attack. The save DC is Constitution-based.

Improved Grab (Ex): To use this ability, a brainholder must hit with its root slam 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 use its blood roots.

Psi-Like Abilities: At will—*false sensory input* (8 targets, DC 15*), *mindlink* (15 unwilling targets, DC 14*), *mind thrust* (ML 13, 13d10 damage, DC 20*) *psionic domination* (affects aberrations, animals, dragons, elementals, fey, giants, humanoids, magical beasts, and outsiders; four targets, duration 1 hour; DC 23*), *synesthete*. Manifester level 20th. The save DCs are Charisma-based. *Includes augmentations for the brainholder's manifest level.

Usurp Powers (Su): Once a brainholder embeds its roots into a victim, it can use that creature's sensory capabilities and psionic powers as though they were its own (no saving throw).

Maakantu

Large Dragon

Hit Dice: 15d12+60 (157 hp)

Initiative: +8

Speed: 30 ft. (6 squares), climb 30 ft., swim 30 ft.

Armor Class: 22 (-1 size, +4 Dex, +9 natural), touch 13, flat-footed 18

Base Attack/Grapple: +15/+26

Attack: Bite +21 melee (2d6+7)

Full Attack: Bite +21 melee (2d6+7) and sting +19 melee (1d8+3 plus poison)

Space/Reach: 10 ft/5 ft.

Special Attacks: Breath weapon, constrict 2d6+10, improved grab, poison, spells

Special Qualities: Darkvision 60 ft., immunity to sleep and paralysis, low-light vision, scent

Saves: Fort +13, Ref +13, Will +13

Abilities: Str 24, Dex 18, Con 18, Int 10, Wis 18, Cha 12

The fierce maakantu slithers through the jungle's dense undergrowth and trees as though it were a king. In fact, it may be considered such, for in its habitat only green dragons pose a serious challenge to its supremacy. Deadly jaws, poisonous breath, a venomous stinger, and the ability to cast druid spells make this creature a formidable and stalwart ally of druids and rangers and a fearsome foe to all that threaten tree and glade.

A maakantu resembles a cross between a limbless green dragon and a massive serpent. Brown and green scales with the bark-like texture cover much of its body, while its underbelly is a dappled green and yellow, similar to the color of fallen leaves. A green and brown-mottled fin glides down its back to the tip of its tail, culminating in a large, needle-sharp stinger. Its solid amber eyes contain no visible pupil or iris, making its terrifying gaze even more unsettling. The typical maakantu measures around 20 feet long and 3 feet in diameter, although it usually conceals its true length by coiling itself around a tree root or beneath a mass of exposed tree roots. Maakantu speak Common, Draconic, and Druidic.

Combat

For all its size and bulk, the maakantu is an agile and supple beast, able to twist and whip its body so as to bite and sting the same target simultaneously. It also employs its druid spells to impede its opponent's movement and to summon aid from nearby wildlife.

Breath Weapon (Su): 40-foot cone of poisonous gas, once every 1d4 rounds, damage 2d6 Dex, Fortitude DC 21 half. The save DC is Constitution-based.

Skills: Balance +13, Climb +15, Concentration +16, Hide +13, Knowledge (nature) +24, Listen +17, Move Silently +17, Spellcraft +26, Spot +19, Survival +20 (+22 in aboveground natural environments), Swim +15

Feats: Alertness, Improved Initiative, Power Attack, Improved Sunder, Multiattack, Skill Focus (Knowledge [nature])

Environments: Warm forests

Organization: Solitary, pair, or clutch (3-6)

Challenge Rating: 13

Treasure: Standard

Alignment: Always neutral

Advancement: 16-19 HD (Large), 20-30 HD (Huge)

Level Adjustment: –

Constrict (Ex): On a successful grapple check, a maakantu deals 2d6+10 points of damage.

Improved Grab (Ex): To use this ability, a maakantu must hit with its bite 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.

Poison (Ex): Sting, Fortitude DC 21; initial and secondary damage 2d6 Constitution. The save DC is Constitution-based.

Spells: A maakantu can cast divine spells as a 7th-level sorcerer. It may ignore any somatic or material components.

Typical Spells Prepared (6/5/4/3/2; save DC 14 + spell level): 0—*cure minor wounds, detect magic, flare, guidance, know direction, read magic*; 1st—*entangle (2), faerie fire, obscuring mist, speak with animals*; 2nd—*bear's endurance, heat metal, resist energy, summon nature's ally II*; 3rd—*greater magic fang, speak with plants, spike growth*; 4th—*dispel magic, summon nature's ally IV*.

Skills: A maakantu receives a +4 racial bonus to Hide, Knowledge (nature), Move Silently, and Survival checks, and a +8 racial bonus on Spellcraft checks. A maakantu has a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

A maakantu has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

Owdi

Large Magical Beast

Hit Dice: 12d10+60 (126 hp)

Initiative: +9

Speed: 50 ft. (10 squares)

Armor Class: 22 (-1 size, +5 Dex, +8 natural), touch 14, flat-footed 17

Base Attack/Grapple: +12/+23

Attack: Bite +18 melee (2d6+7)

Full Attack: Bite +18 melee (2d6+7) and 2 claws +16 melee (1d8+3)

Space/Reach: 10 ft./5 ft.

Special Attacks: Howl, spells

Special Qualities: Commune, damage reduction 10/magic, darkvision 60 ft., jaws of life, keen ears, lowlight vision, rejuvenation, scent, spell resistance 25, tree stride

Saves: Fort +13, Ref +13, Will +14

The owdi look like an enormous timber wolf, with pale blue eyes, gray fur, and heavy horns. The owdi is more solidly built than an ordinary animal, yet still manages to move with a supernatural grace. A glance into the eyes of an owdi fills the viewer with an overpowering sense of age and wisdom.

The owdi are the sacred guardians of the forest. Some call them gods, but they are really avatars of the forest incarnate. The owdi have been around for eons, long since the advent of man, but little is known about them, and little interaction has taken place between them and other intelligent races. It is said that every time a tree, however small, begins to grow in a barren area, an owdi is born. As the tree grows and spreads its seeds, the owdi grows as well, and when the forest dies, the owdi fades from existence.

The owdi cares for the forest and labors to ensure its health, and this includes coming to the aid of creatures in need. Any healthy native creature that cries out to the forest for help may be heard, thus summoning an owdi. The owdi may also interact with druids in a more regular fashion, speaking to them of news, offering advice, and even asking for their help if needed. Forests that grow large enough may support more than one owdi. In times of great trouble the owdi may form a triumvirate to counter some great power. The three owdi in a triumvirate are linked telepathically, and all forest creatures within 1,000 feet of a triumvirate of owdi receive a +3 morale bonus on attack rolls, checks, and saves.

An owdi is about 9 feet long and weighs roughly 800 pounds. It speaks Common, Druidic, Elven, Sylvan, and Treant.

Combat

The owdi prefers to avoid direct conflict if at all possible. It deals diplomatically with its enemies, and then tries intimidation before entering combat. An owdi

Abilities: Str 25, Dex 20, Con 20, Int 22, Wis 30, Cha 25

Skills: Climb +14, Concentration +12, Diplomacy +16, Handle Animal +16, Heal +17, Hide +13, Intimidate +14, Jump +15, Knowledge (nature) +19, Listen +17, Move Silently +17, Sense Motive +17, Spellcraft +13, Spot +17, Survival +20 (+22 in aboveground natural environments), Swim +14

Feats: Alertness, Combat Casting, Improved Initiative, Multiattack, Run, Track ^B

Environment: Temperate forests

Organization: Solitary or triumvirate (3)

Challenge Rating: 13

Treasure: None

Alignment: Always neutral

Advancement: 13-24 HD (Large); 25-36 HD (Huge)

Level Adjustment: –

always initiates an attack by howling in an attempt to scare off its enemies without a fight. If outmatched, it then begins casting spells to end the fight as quickly as possible. Otherwise, it leaps at its enemies and begins to tear them apart with its teeth and claws. If casting, an owdi tries to hamper or disable its enemies, using such spells as *entangle*, *flame strike*, or *wall of thorns*. If it or its allies are badly hurt, an owdi may choose to use its jaws of life ability instead of its bite attack in order to bolster its forces.

If an owdi knows combat is inevitable, it prepares itself ahead of time by casting some or all of the following spells: *greater magic fang*, *protection from energy*, *liveoak*, and *summon nature's ally*. An owdi's natural weapons are treated as magic weapons for the purpose of overcoming damage reduction.

Howl (Su): Once per hour as a full-round action, an owdi can rear up and howl. This howl has two effects: first, any creature within 120 feet that hears the howl must succeed on a DC 23 Will save or be panicked for 2d4 rounds. Even creatures that succeed on the save are shaken for 1 round. The save DC is Charisma-based. Second, the howl acts as a *summon nature's ally IX* spell (caster level 20th).

Spells: An owdi casts divine spells as a 12th-level druid.

Typical Druid Spells Prepared (6/8/7/6/5/5/4; save DC 20 + spell level): 0—*create water*, *detect magic*, *detect poison*, *know direction*, *light*, *purify food and drink*; 1st—*calm animals*, *detect animals or plants*, *detect snares and pits*, *entangle* (2), *longstrider*, *obscuring mist*, *pass without trace*; 2nd—*animal messenger*, *chill metal*, *gust of wind*, *heat metal*, *hold animal*, *lesser restoration*, *summon nature's ally II*; 3rd—*call lightning*, *greater magic fang*, *neutralize poison*, *plant growth*, *protection from energy*, *remove disease*; 4th—*air walk*, *dispel*

magic, flame strike, freedom of movement, reincarnate; 5th—animal growth, atonement, awaken, death ward, wall of thorns; 6th—greater dispel magic, liveoak, mass cure light wounds, summon nature's ally VI.

Commune (Su): An owdi can speak with all plants and animals at will, as well as make requests of them (which are generally obeyed). This functions as if it were permanently under the effects of the *speak with animals* and *speak with plants* spells. Also, the owdi's senses extend throughout the entire forest, effectively allowing it to see and hear anything that occurs in its territory. This functions as the *clairaudience/clairvoyance* spell, except that the owdi can see and hear the entire forest at once.

Jaws of Life (Su): An owdi can use its bite attack to heal instead of cause damage. The owdi

must touch its target, and if successful, the target is healed an amount equal to the owdi's normal bite damage (not including its Strength modifier or other modifiers). The owdi can use this ability on itself if necessary. Jaws of life damages undead instead of healing them.

Keen Ears (Su): If a druid or a creature native to a forest environment calls for help within a 10-mile radius of an owdi's forest, the owdi can make a Listen check to hear the cry. The DC is equal to 40 minus the endangered creature's character level (or HD).

Rejuvenation (Su): Killing an owdi does not permanently destroy it; it reforms the dawn following its destruction unless its entire forest is destroyed.

Tree Stride (Su): An owdi can *tree stride* (caster level 20th) within its forest at will.

Shenhabs Cemetery Sentinel

Gargantuan Undead

Hit Dice: 23d12 (149 hp)

Initiative: +3

Speed: 40 ft. (8 squares)

Armor Class: 21 (-4 size, -1 Dex, +16 natural), touch 5, flat-footed 21

Base Attack/Grapple: +11/+38

Attack: Slam +22 melee (2d8+15)

Full Attack: Slam +22 melee (2d8+15) and 2 stamps +17 melee (2d8+7) or gore +22 melee (4d6+15)

Space/Reach: 20 ft/15 ft.

Special Attacks: Trample 4d6+22

Special Qualities: Blindsight 30 ft, damage reduction 10/magic, darkvision 60 ft., fast healing 5, ground meld, low-light vision, spell resistance 25, +4 turn resistance, undead traits

Shenhabs cemetery sentinels are enormous undead elephants that emerge and sink silently from the ground. They have flaking parchment-like skin and empty, staring eye sockets. Chosen as guards the honored dead, the shenhabs cemetery sentinels are the first to be buried at a particular graveyard.

Shenhabs (page 151) revere their dead, creating enormous graveyards for them. Loaded with treasure, shenhabs travel to graveyards when they know they are going to die. The skeletal remains of shenhabs are said to aid in making potions, and their ivory tusks can be transformed into beautiful works of art and jewelry, leading many graverobbers to search for the shenhabs' secret graveyards. Each graveyard has an undead shenhabs guardian, called a cemetery sentinel, which is more than capable of dealing with those who would defile the sacred graves.

While the graveyard is secure from intruders, a cemetery sentinel lies at rest beneath the ground.

Saves: Fort +9, Ref +6, Will +19

Abilities: Str 40, Dex 9, Con —, Int 11, Wis 18, Cha 6

Skills: Hide -13, Jump +19, Intimidate +21, Listen +26, Move Silently +22, Sense Motive +27, Spot +21

Feats: Alertness, Awesome Blow, Cleave, Great Fortitude, Improved Bull Rush, Improved Initiative, Iron Will, Power Attack

Environment: Warm forests

Organization: Solitary

Challenge Rating: 13

Treasure: Triple standard

Alignment: Always neutral

Advancement: 24-46 HD (Gargantuan)

Level Adjustment: —

As soon as any non-shenhabs enters the graveyard, the cemetery sentinel immediately rises from the earth to meet the threat.

A cemetery sentinel stands 20 feet high at the shoulder and weighs about 6 tons. Cemetery sentinels do not speak, but understand Shenhabs and one or two local languages.

Combat

The undead guardian of the graveyard rises from the earth as soon as it senses an intruder. Any intruder — even one who stumbles into the graveyard by accident — is considered a foe and is likely to be attacked furiously; however, anyone who immediately attempts to leave while assuring the cemetery sentinel that it has no intentions of harming or stealing from the graveyard (note the cemetery sentinel's +27 Sense Motive bonus) may be allowed to depart safely.

The cemetery sentinel uses all the attacks available to its living brethren. Once the threat is

gone, whether killed or driven off, the cemetery sentinel melds back into the earth, which settles over it undisturbed.

Trample (Ex): Reflex half DC 36. The save DC is Strength-based.

Splinterking

Colossal Giant

Hit Dice: 20d8+140 (230 hp)

Initiative: +2

Speed: 50 ft. (10 squares)

Armor Class: 25 (-8 size, -2 Dex, +25 natural), touch 0, flat-footed 25

Base Attack/Grapple: +15/+41

Attack: Slam +17 melee (2d6+10 plus splinters)

Full Attack: 2 slams +17 melee (2d6+10 plus splinters)

Space/Reach: 40 ft./40 ft.

Special Attacks: Needle spray, spells, splintering

Special Qualities: Low-light vision, vulnerability to fire, wild empathy

Saves: Fort +19, Ref +6, Will +10

The splinterking is a rare form of giant found in ancient forests. Nigh 80 feet tall, the splinterking appears to be composed of rough-hewn and splintering wood rails formed into a thin humanoid shape. Many mistake them for plants, particularly large treants, but in truth they are giants.

Splinterkings inhabit ancient forests, blending in with the massive trees. They live secluded lives, usually interacting only with the other denizens of the deep forests they call home. Regardless of their alignment, splinterkings always seek to preserve nature, although their methods of doing so may vary widely.

A typical splinterking stands 60-80 feet tall and weighs between 30 and 40 tons. Splinterkings speak Common, Druidic, Giant, and Sylvan.

Combat

If a splinterking has the opportunity to prepare for a fight, it uses its spells to the fullest strategic advantage possible. Otherwise, it is perfectly capable of melee combat. Unless foes are weak enough not to require strategic consideration, a splinterking typically attempts to splinter everyone facing it. This attack is effective against spellcasters, who may have trouble concentrating through the pain caused by the splinters. Finally, a splinterking generally use its needle-spray attack in only two circumstances: if it is close to being defeated, or if it feels certain that use of the effect will almost completely eliminate its opponents.

Spells: A splinterking casts divine spells as an 11th-level druid.

Ground Meld (Su): The cemetery sentinel can enter and leave the earth of its graveyard as if by means of the spell *meld into stone*. Leaving and entering the ground is a move action.

Abilities: Str 30, Dex 7, Con 25, Int 14, Wis 19, Cha 13

Skills: Concentration +27, Hide -18, Jump +18, Knowledge (nature) +20, Listen +22, Spot +22, Survival +22 (+24 in aboveground natural environments)

Feats: Ability Focus (needle spray), Cleave, Great Cleave, Improved Initiative, Lightning Reflexes, Power Attack, Track

Environment: Temperate forests

Organization: Solitary, pair, or family (3-5)

Challenge Rating: 13

Treasure: Standard

Alignment: Usually neutral

Advancement: 21-40 HD (Colossal)

Level Adjustment: —

Typical Druid Spells Prepared (6/6/5/5/4/2/1, save DC 14 + spell level): 0—*detect magic, know direction, light, mending, read magic, resistance*; 1st—*cure light wounds, detect animals or plants, entangle (x2), longstrider, speak with animals*; 2nd—*bear's endurance, bull's strength, chill metal, owl's wisdom, warp wood*; 3rd—*greater magic fang, protection from energy, quench, speak with plants, wind wall*; 4th—*command plants, cure serious wounds, freedom of movement, rusting grasp*; 5th—*cure critical wounds, wall of thorns*; 6th—*greater dispel magic*.

Splintering (Ex): When a splinterking hits a foe with its slam attacks, splinters of its wooden body break off and become wedged in the victim's body. For every round that the victim remains active (i.e., doing anything other than sitting still), he sustains 1d6 points of damage. Splinters can be removed as a full-round action with a successful DC 20 Strength check.

Needle Spray (Ex): Once per day, as a standard action, a splinterking can spray a volley of needles to a range of 40 feet. The spray is cone-shaped and deals 4d6 points of piercing damage to those within the area. Affected creatures can make a DC 29 Reflex save to halve the damage. The save DC is Constitution-based and includes a +2 bonus from the Ability Focus feat.

Wild Empathy (Ex): This power works like the druid's wild empathy class feature, except that a splinterking has a +12 racial bonus on the check.

Arborgeist

Huge Undead (Cold, Incorporeal)

Hit Dice: 20d12 (130 hp)

Initiative: +3

Speed: 30 ft. (6 squares)

Armor Class: 12 (-2 size, +2 Dex, +2 deflection), touch 12, flat-footed 10

Base Attack/Grapple: +10/-

Attack: Incorporeal touch +12 melee (2d8 plus 2d6 cold and 1d4 Wisdom drain)

Full Attack: 2 incorporeal touches +12 melee (2d8 plus 2d6 cold and 1d4 Wisdom drain)

Space/Reach: 15 ft./15 ft.

Special Attacks: Aura of cold flame, burning howl, horrific appearance, spell-like abilities, Wisdom drain

Special Qualities: Arborgeist weaknesses, commune with nature, darkvision 60 ft., immunity to cold, incorporeal traits, undead traits, vulnerability to fire, weaknesses, +2 turn resistance

An arborgeist looks like an animated tree, yet it is shadowy and translucent. Its face is contorted in agony, and a sickly blue-green flame sheathes its barren limbs and appendages. These twisted and corrupted spirits are the souls of treants and sentient trees that met their end at the hands of fire and great evil. Unable to find rest, these trees return as terrible spirits of vengeance known as arborgeists. While bearing a consuming hatred for the living, arborgeists still fondly remember their former love of trees. They exclusively dwell deep in the burnt remnants of wooded areas, guarding their fellow trees and venting their wrath upon any living thing that threatens their groves. An arborgeist is about 30 feet tall. Arborgeists speak Treant and Common.

Combat

Arborgeists display no fear of combat, largely because they subconsciously welcome destruction as a release from their unnatural state. They rely on their *commune with nature* ability to initially detect intruders and then use their *tree stride* ability to silently approach the target, sinking into the nearby earth to ambush it as it draws closer. When it emerges from hiding, it deploys its cold aura and horrific appearance ability to scatter weaker opponents. If that fails, it engages in melee.

Aura of Cold Flame (Su): An arborgeist's body continually radiates an unearthly cold that deals 2d6 points of cold damage each round to any living creature within 20 feet (no save).

Burning Howl (Su): At the instant of its final destruction, the arborgeist graphically relives its fiery death, prompting it to unleash a burst of intense fire.

Saves: Fort +8, Ref +8, Will +18

Abilities: Str -, Dex 14, Con -, Int 17, Wis 18, Cha 14

Skills: Diplomacy +4, Hide +11, Intimidate +22, Knowledge (geography) +18, Knowledge (nature) +18, Listen +22, Search +22, Sense Motive +22, Spot +22, Survival +24 (+26 in aboveground natural environments, +26 to keep from getting lost or to avoid natural hazards, +26 following tracks)

Feats: Alertness, Blind-Fight, Great Fortitude, Improved Critical (incorporeal touch), Improved Initiative, Iron Will, Track^B, Weapon Focus (incorporeal touch)

Environment: Any forests

Organization: Solitary, pair, or brood (3-6)

Challenge Rating: 14

Treasure: None

Alignment: Always chaotic evil

Advancement: 21-40 HD (Huge)

Level Adjustment: -

All creatures within 20 feet immediately burst into flame, sustaining 6d6 points of fire damage, although a DC 22 Reflex save halves the damage. An ignited creature continues to burn, taking 1d6 points of fire damage each round, until it extinguishes the flames or dies trying. The save DC is Dexterity-based.

Horrific Appearance (Su): Any living creature with 60 feet that views an arborgeist must succeed on a DC 22 Fortitude save or suffer 1d4 points of Strength drain, 1d4 points of Dexterity drain, and 1d4 points of Constitution drain. A creature that successfully saves against this effect cannot be affected by the same arborgeist's horrific appearance for 24 hours. The save DC is Charisma-based.

Spell-Like Abilities: At will—*tree stride*; 3/day—*command plants* (DC 22). Caster level 20th. The save DCs are Charisma-based.

Wisdom Drain (Su): An arborgeist causes 1d4 points of Wisdom drain each time it hits with its incorporeal touch attack. On each such successful attack, it gains 5 temporary hit points.

Commune with Nature (Su): Arborgeists acquire knowledge as though continuously under the effect of a *commune with nature* spell (caster level 20th). This ability affects an area of 10 miles.

Arborgeist Weaknesses: Despite their great power, arborgeists possess certain limitations, most notably their fear of fire prevents them from entering an area with a fire (camp fire, forest fire, etc.). Similarly, if strongly presented with an open fire source, like a torch or burning brand, they recoil in terror. These things do not harm the arborgeist; they merely keep it at bay. Despite their incorporeal

nature, they cannot fly and also remain in contact with the ground. However, they can pass through solid objects and sink into the earth at will. Lastly, arborgeists never venture from the confines of the forest that spawned them. Because they died as a

result of fire, arborgeists primarily haunt woods rather than vibrant forests. Regardless of size, the woods act as its eternal prison, and nothing short of destruction or divine intervention pardons them from their fate.

Deadwood

Gargantuan Plant

Hit Dice: 16d8+128 (200 hp)

Initiative: -5

Speed: 0 ft. (immobile)

Armor Class: 27 (-4 size, -5 Dex, +26 natural), touch 1, flat-footed 27

Base Attack/Grapple: +12/+19

Attack: —

Full Attack: —

Space/Reach: 20 ft./0 ft.

Special Attacks: Absorption, carrion stench, foul influence, subjugate undead

Special Qualities: Damage reduction 6/-, low-light vision, plant traits, spell resistance 22

Saves: Fort +18, Ref —, Will +8

Abilities: Str —, Dex —, Con 27, Int —, Wis 16, Cha 21

Skills: —

Feats: —

Environment: Temperate or warm forests

Organization: Corpse-copse (1 deadwood tree plus any number of controlled undead)

Challenge Rating: 14

Treasure: Standard

Alignment: Always neutral evil

Advancement: 17-32 HD (Gargantuan); 33-48 HD (Colossal)

Level Adjustment: —

The deadwood is a nightmarish tree that feeds on decomposing corpses and raises others to protect it. A deadwood can grow to a height of nearly 100 feet, with some ancient specimens reaching even higher. The deadwood's bark looks like cracked and burned flesh. The stench of rotting flesh rises from the surrounding ground upon which lie scattered bones and partly rotted limbs. Several thick lumps, like tumors or boils, move a few inches up the tree's trunk and a slimy mass of tissue falls from one of its branches, landing with a squishy thud. It bears a few drooping, leafless branches which sprout asymmetrically along its trunk. A single bloated, purple fruit, about the size of a muskmelon, ripens on one of the branches.

A deadwood's power over the undead is awe-inspiring. Its influence over a forest is so strong that the body of any animal or person who falls dead within miles of a deadwood rises as undead creatures, which will most likely spend the rest of their existences guarding the deadwood.

Combat

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

Absorption (Ex): A low mound of pulpy, glistening, decomposing animal matter extends in a 20-foot radius from the deadwood's base for a typical adult tree. Any creature lying prone within this area is quickly enveloped in the muddy, festering earth around the tree's roots; a character may avoid this

fate with a DC 26 Reflex save (helpless creatures get no save). Complete envelopment takes 2 full rounds, during which time the victim may make a DC 26 Strength or Escape Artist check each round to break free. The save and check DCs are Constitution-based.

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

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

Foul Influence (Su): The deadwood exerts its foul influence to a radius of 300 feet for every 2 HD of the tree. Any animal, giant, humanoid, or monstrous humanoid corpse within this range that remains in contact with the ground for 1 full round is animated into a zombie or skeleton. Corpses of humanoids with 2 or 3 class levels are instead turned into ghouls, while those with 4 or more class levels are instead turned into ghosts; there is a 5% chance that a ghoul or ghost so created also retains half of its class levels (round down).

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

Subjugate Undead (Su): Any undead within the area of the deadwood's foul influence (300 feet per 2 HD) must make a DC 23 Will save every hour or be compelled to move toward the tree. (The save DC is Charisma-based.) Weak corporeal undead are simply brought to the tree to be absorbed, but those with 3 or more HD or having the incorporeal subtype are spared this final fate and instead linger near the tree, compelled to protect the deadwood from attackers. At least 6d6 undead, mostly ghouls, ghosts, and zombies of various sizes, strengths, and compositions (those animated by the tree), with perhaps a few incorporeal undead, typically roam near a fully grown deadwood.

Deadwood Fruit

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

Ebant

Huge Plant

Hit Dice: 16d8+160 (232 hp)

Initiative: -1

Speed: 30 ft. (6 squares)

Armor Class: 37 (-2 size, -1 Dex, +20 natural, +4 deflection, +6 profane), touch 17, flat footed 37

Base Attack/Grapple: +12/+33

Attack: Slam +23 melee (2d6+13 plus poison)

Full Attack: 3 slams +23 melee (2d6+13 plus poison)

Space/Reach: 15 ft./15 ft.

Special Attacks: Animate trees, nightmare, poison, trample 2d6+19

Special Qualities: Damage reduction 10/ slashing, darkvision 60 ft., low-light vision, plant traits, profane infusion, resistance to fire 10

Saves: Fort +26, Ref +12, Will +16

Any undead that eats the fruit immediately gains 1 HD for every 4 HD of the deadwood that produced the fruit, regardless of normal HD maximums for that undead creature's advancement range. The creature then wanders away from the parent tree and searches for, or attempts to create, a place of great carnage. When the deadwood seed within it senses a large supply of fresh corpses, it immediately slays its undead host and takes root in the earth. A new deadwood tree usually grows at the unnatural rate of 5 feet (and 1 HD) per month, and perhaps even more quickly if a particularly large supply of bodies is nearby.

A living creature consuming even a single bite of ripe deadwood fruit dies instantly unless it makes a DC 26 Fortitude save (the save DC is Constitution-based); even on a successful save, the eater takes 3d6 points of Constitution drain. If the creature survives, this single bite grants it a small measure of the deadwood's power—it may thereafter rebuke/command undead as an evil cleric of 2nd level, or gains 1 bonus level for the purpose of turn/rebuke undead checks if it already had the power to do so. Surviving multiple bites might provide other benefits or carry certain penalties, at the GM's discretion.

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

Abilities: Str 36, Dex 9, Con 31, Int 14, Wis 16, Cha 14

Skills: Diplomacy +12, Intimidate +10, Knowledge (arcana) +12*, Knowledge (nature) +12*, Knowledge (religion) +12*, Listen +11, Sense Motive +11, Spot +11, Survival +9 (+11 in aboveground natural environments)

Feats: Awesome Blow, Cleave, Improved Bull Rush, Iron Will, Lightning Reflexes, Power Attack

Environment: Temperate forests

Organization: Solitary or grove (5-8)

Challenge Rating: 14

Treasure: Double standard

Alignment: Always evil (any)

Advancement: 17-32 HD (Huge); 33-48 HD (Gargantuan)

Level Adjustment: -

Composed of tough, black bark and viewing the world through crimson gouts of hellish light, the ebant is the reincarnation of a treant destroyed by an act of violence. Brought back into being through the powers of dark gods, the ebant has forgotten all memories of its former life and seeks to take over the forest for its own dark purposes. Trees in an ebant's domain gradually become dark and twisted over a three-month period of time. Natural wildlife seeks refuge elsewhere, and only other dark creatures live in a forest under the control of an ebant. Even though the forest may appear lifeless, the trees and other plants still continue to grow and replenish themselves.

While in a healthy forest, an ebant readily stands out from the natural plants that surround it. As the forest becomes darker and more twisted, however, the ebant blends into the surroundings. Tracking an ebant through any kind of forest is impossible, and most travelers only discover an ebant's presence by chance encounter or perseverance.

Ebants can be reasoned with, and they hold many secrets regarding dark lore. Characters looking for the meaning behind a sinister prophecy or the goals of another evil creature might very well seek out an ebant for advice. Such advice isn't given without a great price to be paid, and the ebant speaks only in riddles and innuendo when answering such questions. Evil creatures, especially dark elves, seek to have ebants take over areas of their own lands, thereby making any direct attack on them by the forces of good extremely unlikely. Shielding evil strongholds with ebant-controlled lands also serves to weaken any invading group. Ebon spiders (page 179) and ebants live together in the dark forests created by an ebant, sometimes working together to overcome martial threats placed against them.

A typical specimen is about 30 feet tall, with a "trunk" about 2 feet in diameter. It weighs around 4,500 pounds. An ebant speaks the language of treants, as well as Common and two other languages based on its location in the campaign world and surrounding races.

Combat

An ebant prefers to gain some advantage over its foes before entering combat with them.

Typically, an ebant watches a group entering its domain to determine their intentions before animating nearby trees to attack. Once its enemies have been engaged, the ebant charges into combat, attacking first whomever it believes to be the greatest threat to its success.

Animate Trees (Sp): An ebant can animate trees within 240 feet at will, controlling up to three trees at a time. It takes 1 full round for a normal tree to uproot itself. Thereafter it moves at a speed of 10 feet and fights as an ebant in all respects. Animated trees lose their ability to move if the ebant that animated them is incapacitated or moves out of range. The ability is otherwise similar to *liveoak* (caster level 12th).

Nightmare (Su): A creature that fails the secondary saving throw against an ebant's poison is subject to its nightmare effect. Once each year on the anniversary of the ebant's attack, the creature lapses into a comatose state for 24 hours that is marked by sweating, uncontrollable shaking, and vivid dreams that recreate the attack in the mind of the victim. In addition, each time the creature finds itself in the domain of an ebant (marked by the twisting trees of its dream), the creature suffers a -4 morale penalty on all attack rolls and saving throws. This mind-affecting fear effect can be removed by a *remove curse* or DC 27 *break enchantment* spell cast within a number of days of the attack equal to the caster's level. Afterwards, only a *miracle* or *wish* spell is sufficient to remove the effect.

Poison (Ex): Injury, Fortitude DC 28, initial damage 1d6 Strength, secondary damage nightmare. The save DC is Constitution-based. The ebant's body is coated with poisonous sap, and as its branches come down upon its enemies, the cuts and scratches inflicted by the attacks allow the ebant's poison to seep into the wounds.

Trample (Ex): Reflex DC 31 half. The save DC is Strength-based.

Profane Infusion (Su): The dark powers that give life to an ebant infuse it with profane energy, granting it a +6 profane bonus on its Armor Class and saving throws.

Skills: *Ebants have a +12 racial bonus on all Knowledge checks related to evil subjects.

Pongossus

Gargantuan Animal

Hit Dice: 28d8+216 (342 hp)

Initiative: +10

Speed: 60 ft (10 squares), climb 40 ft.

Armor Class: 20 (-4 size, +2 Dex, +12 natural armor), touch 8, flat-footed 18

Base Attack/Grapple: +21/+46

Attack: Slam +30 melee (2d6+13)

Full Attack: Slam +30 melee (2d6+13), bite +28 melee (2d6+6), and stomp +28 melee (2d8+6)

Space/Reach: 20 ft/20 ft

Special Attacks: Swallow whole

Special Qualities: Low-light vision

Saves: Fort +23, Ref +18, Will +11

A pongossus is massive primate standing above the treeline, its humongous knuckles resting on the ground. Its fur is black, as are its face, hands, and feet. Its powerful huffs and snorts cause the nearby trees to tremble.

The pongossus is a rare prehistoric primate that lurks in the oldest of forests. Pongossi are bipedal and use their elongated arms in movement. Many think the pongossus is extinct, a bygone of time and progress, but in the deepest remote jungles, a few pongossi linger.

Native tribes in the jungle have been known to worship a pongossus, which they call "Pongomongo." They say its blood has the power to bring the dead back to life, and its excrement draws out poison from the body. Every decade they offer special sacrifices to Pongomongo—trespassers of the jungle. These tribes also believe that one day Pongomongo will battle the legendary tarasque on one of its rampages, and in that battle all civilization will be destroyed. In the aftermath, the fallen blood of these two legends shall give rise to a lush forest, the likes of which the world has never seen.

A pongossus is over 40 feet tall and weighs more than 25 tons.

Tiger General

Large Monstrous Humanoid

Hit Dice: 16d8+32 (104 hp)

Initiative: +2

Speed: 70 ft. (14 squares)

Armor Class: 21 (-1 size, +2 Dex, +1 Wis, +2 unarmored AC bonus, +7 natural), touch 14, flat-footed 19

Base Attack/Grapple: +16/+25

Attack: Large spiked chain +20 melee (2d6+8) or unarmed strike +20 melee (3d6+5)

Abilities: Str 36, Dex 15, Con 24, Int 2, Wis 10, Cha 14

Skills: Climb +35*, Jump +34, Listen +5, Spot +5

Feats: Alertness, Blind-Fight, Combat Reflexes, Dire Charge, Epic Toughness, Improved Initiative, Iron Will, Multiattack, Snatch, Superior Initiative

Environment: Warm forests

Organization: Solitary

Challenge Rating: 14

Advancement: 29-56 HD (Gargantuan), 57-84 HD (Colossal)

Level Adjustment: —

Combat

A pongossus attacks anything that enters its territory, regardless of size. It will often use its Snatch feat to grab an adversary, only to quickly fling it aside, often at a tree or other enemies. If badly injured, it may snatch a victim and retreat with its prize.

Swallow Whole (Ex): A pongossus can try to swallow a grabbed opponent of Large size or smaller by making a successful grapple check. The swallowed creature takes 2d8+8 points of crushing damage and 8 points of acid damage per round from the pongossus's stomach. A swallowed creature can also cut its way out by using claws or a light slashing weapon to deal 25 points of damage to the stomach (AC 20). Once the creature exits, muscular action closes the hole; another swallowed opponent must again cut its own way out. The pongossus's stomach can hold two Large, four Medium, eight Small, sixteen Tiny, thirty-two Diminutive, or sixty-four Fine opponents.

***Skills:** Pongossi receive a +8 racial bonus on Climb checks. A pongossus can always choose to take 10 on Climb checks, even if rushed or threatened.

Full Attack: Large spiked chain +20/+15/+10/+5 melee (2d6+8) and bite +15 melee (2d6+3) or unarmed strike +20/+15/+10/+5 melee (3d6+5) and bite +15 melee (2d6+3) or flurry of blows +18/+13/+8/+3/+18/+18 melee (3d6+5)

Space/Reach: 10 ft./10 ft. (up to 15 ft. with spiked chain)

Special Attacks: Chain combat, flurry of blows, greater flurry, *ki* strike (lawful, magic), improved grab, martial arts, pounce, rake 3d6+2, unarmed strike

Special Qualities: Abundant step, darkvision 60 ft., diamond body, improved evasion, purity of body, scent, slow fall 60 ft., still mind, wholeness of body

Saves: Fort +9, Ref +12, Will +11

Abilities: Str 20, Dex 15, Con 15, Int 9, Wis 13, Cha 15

Skills: Balance +13, Climb +10, Diplomacy +4, Hide +8*, Jump +26, Listen +9, Move Silently +11, Sense Motive +6, Spot +9, Swim +10, Tumble +11

A tiger general is similar to the chiao (p. 21), but is not actually of the same race. A tiger general is often the leader of bands or tribes of chiao.

A tiger general is the self-proclaimed “King of the Tigers” within its territory, and few dispute the claim when tiger generals have their chiao nearby. Masters of martial arts and the spiked chain, tiger generals epitomize all the qualities the chiao uphold: strength, physical prowess, strategy, and a lust for conquest. When two tiger generals cross paths, bloody conflict is certain to follow.

Tiger generals stand between 9 and 10 feet tall and weigh over 500 pounds. Their coloration and patterns resemble those of tigers, with the most common being orange fur with black stripes. White tiger generals with black stripes have also been seen on occasion. Tiger generals speak Common.

Combat

When it feels confident of its mastery of a situation, a tiger general disarms its opponents, then takes them apart with flurries of unarmed strikes and its deadly mastery of the spiked chain. When it is less certain of its opponents, a tiger general is far more cautious, finding chiao to aid it and using its stealth and mobility to strike from ambush.

Chain Mastery (Ex): A tiger general may treat the spiked chain as a special monk weapon, allowing the tiger general to use it as part of a flurry of blows, attacking with unarmed strikes and the spiked chain interchangeably as desired. When using the spiked chain as part of a flurry of blows, the tiger general applies its Strength bonus (not Str bonus $\times 1-1/2$ or $\times 1/2$) to its damage rolls for all successful attacks, whether it wields the spiked chain in one or both hands. Even though the spiked chain requires two hands to use, a tiger general may still intersperse unarmed strikes with spiked chain strikes.

Improved Grab (Ex): To use this ability, a tiger general must hit with an opponent with two unarmed strikes. 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 rake.

Ki Strike (Su): A tiger general’s unarmed attacks are empowered with *ki*. Its unarmed attacks are treated as lawful and magic weapons for the purpose of dealing damage to creatures with damage reduction.

Feats: Acrobatic, Combat Reflexes^B, Dodge, Exotic Weapon Proficiency (spiked chain), Great Fortitude, Improved Disarm^B, Mobility, Spring Attack, Stunning Fist^B

Environment: Temperate and warm forests

Organization: Solitary

Challenge Rating: 14

Treasure: Double standard

Alignment: Usually lawful evil

Advancement: By character class

Level Adjustment: –

Martial Arts (Ex): The tiger general pursues combat superiority through martial arts. A tiger general possesses the abilities of a 12th-level monk.

Pounce (Ex): If a tiger general charges a foe, it can make a full attack, including two rake attacks.

Rake (Ex): Attack bonus +20 melee, damage 3d6+2.

Abundant Step (Su): A tiger general can slip magically between spaces, as if using the spell *dimension door*, once per day (caster level 6th).

Diamond Body (Su): A tiger general is in such firm control of its own metabolism that she gains immunity to poisons of all kinds.

Fast Movement (Ex): A tiger general has a 40-foot enhancement bonus to its speed (already included above). A tiger general in armor or carrying a medium or heavy load loses this extra speed.

Improved Evasion (Ex): A tiger general takes no damage on a successful Reflex saving throw against attacks, and only half damage on a failed save. A helpless tiger general does not gain the benefit of improved evasion.

Purity of Body (Ex): A tiger general has gained control over its body’s immune system, granting it immunity to all diseases except for supernatural and magical diseases (such as mummy rot and lycanthropy).

Slow Fall (Ex): A tiger general within arm’s reach of a wall can use it to slow its descent, taking damage as if the fall were 60 feet shorter.

Still Mind (Ex): A tiger general has a +2 bonus on saving throws against spells and effects from the school of enchantment, since its meditation and training improve its resistance to mind-affecting.

Wholeness of Body (Su): A tiger general can heal its own wounds. It can heal a 24 of hit points of damage each day, and it can spread this healing out among several uses.

Skills: A tiger general gains skills as a monk. A tiger general has a +4 racial bonus to Balance, Hide, and Move Silently checks. *In areas of tall grass or heavy undergrowth, the Hide bonus becomes +8.

Favored Class: A tiger general’s favored class is monk. The tiger general listed above is treated as a 12th level monk, and any additional monk levels stack with its inherent monk abilities. Thus, a 6th-level tiger general monk has the abilities of an 18th-level monk.

unfamiliar

Small Outsider (Evil, Extraplanar)

Hit Dice: 16d8+ 64 (136 hp)

Initiative: +5

Speed: 30 ft. (6 squares), fly 50 ft. (poor)

Armor Class: 30 (+1 size, +5 Dex, +14 natural), touch 16, flat-footed 25

Base Attack/Grapple: +16/+14

Attack: Claw +22 melee (1d6+2)

Full Attack: 2 claws +22 melee (1d6+2) and bite +20 melee (1d3+1 plus sensory overload)

Space/Reach: 5 ft./5 ft.

Special Attacks: Absorb magical energy, discharge magical energy, sensory overload, spell-like abilities

Special Qualities: Darkvision 60 ft., immunity to magic, vulnerability to natural weapons

Saves: Fort +14, Ref +15, Will +14

Abilities: Str 14, Dex 20, Con 18, Int 17, Wis 18, Cha 15

Originally descended from powerful familiars abandoned or inadvertently transported to evil planes of existence, unfamiliars occasionally return to their ancestral hunting grounds in search of their main source of sustenance, magical energy. Over several millennia, the various species of familiars evolved into a single, universal creature, which depends upon the arcane or divine energy of its former master for survival. Commensurate with their unusual heritage, unfamiliars resemble a bizarre amalgamation of several different creatures.

Thick green scales provide a formidable natural defense, while leathery wings attached to their upper arms span the length of their bodies, bestowing limited but awkward flying ability. Their tiny hands end in dagger-like retractable claws, and their heads appear similar to that of a small feline, albeit armored with rigid plates. Unfamiliars stand upright, with a stubby, vestigial tail dragging behind them.

Because of their successful adaptation to their extraplanar environment, their mutated physiology prevents them from dwelling outside of their native habitat for more than a few days, limiting them to monthly journeys. To compensate for this shortcoming, they extensively plan their forays to their ancient hunting grounds to maximize the time spent on there. Generally, they prefer wooded locations near adventurers' stomping grounds,

Skills: Balance +16, Bluff +7, Climb +20, Diplomacy +4, Disguise +2 (+4 acting), Escape Artist +22, Hide +24, Intimidate +4, Jump +23, Knowledge (arcana) +12, Knowledge (nature) +12, Listen +13, Move Silently +24, Sleight of Hand +14, Spellcraft +12 (+15 with scrolls), Spot +13, Survival +23* (+25 in aboveground natural environments), Swim +11, Tumble +17, Use Magic Device +21 (+23 with scrolls), Use Rope +5 (+7 with bindings)

Feats: Dodge, Mobility, Multiattack, Spring Attack, Track, Weapon Finesse

Environment: Any evil-aligned plane

Organization: Solitary or pair

Challenge Rating: 14

Treasure: Double standard

Alignment: Always neutral evil

Advancement: 17-32 HD (Small); 33-48 HD (Medium)

Level Adjustment: –

such as abandoned ruins, desolate dungeons, and royal tombs; otherwise, they opt for frequently traveled highways and roads, awaiting passersby. After completing their objective, unfamiliars return home with their magical spoils.

Mercilessly and incessantly harassed by more powerful denizens of their native planes, most unfamiliars lead solitary, nomadic lives, bartering their magical plunder for temporary safe haven. For unfamiliars, the accumulation of magic items not only provides nourishment and sustenance, but also a measure of peace and occasionally cooperation from other inhabitants. Unfamiliars generally trade armor and weapons to the natives, while hoarding the more valuable creations, such as rods and staves. They require approximately 1,000 gp worth of magic per day, absorbing the mystical energies through direct, physical contact. Well-adapted to conduct surveillance and perform espionage missions, some unfamiliars unwilling to part with their hard fought treasure sometimes barter their services to the more potent inhabitants of their native plane.

Despite the passage of time and countless generations, unfamiliars only mate within the relatively safe confines of their ancestral forests. The exact reason for this phenomenon remains unclear, but most scholars believe the forest offers a more secure environment. Regardless

of the rationale, all unfamiliars of breeding age, compelled by an overriding instinct, annually return to procreate.

An average unfamiliar is about 3 feet long and weighs around 20 pounds. Unfamiliars speak Common, Abyssal, and Infernal.

Combat

Unfamiliars assume a strategic position in high trees, using their keen sight and *detect magic* ability to hunt for prey. Unfamiliars ambush their quarry with varying tactics depending upon the situation. Against a balanced group of warriors and spellcasters, unfamiliars retain a defensive posture, avoiding physical ranged and melee attacks, while trying to provoke magical attacks from their foes. If confronted exclusively by spellcasters, unfamiliars swoop from their perches and into melee combat, completely unconcerned with their adversaries' offensive capabilities. Spellcasters accompanied by familiars suffer the brunt of their assault, as the unfamiliar targets the master and his servant. On the other hand, unfamiliars rarely instigate battles with druids or rangers, displaying an obvious wariness for the natural weaponry of the aforementioned opponents.

Absorb Magical Energy (Ex): Unfamiliars thrive on magic, absorbing the mystical energies generated by spells and spell-like abilities directly or indirectly targeting them. Magic absorbed in this manner still functions normally, dealing damage to all other creatures within its area of effect. Unfamiliars absorb an amount of magical energy equal to the level of spell cast against them plus half of the caster's level. For instance, a *lightning bolt* cast by a 6th-level sorcerer yields six points of magical energy [3 (the level of the *lightning bolt*) + 3 (6 divided by 2) = 6]. All magical energy absorbed in this manner accumulates; therefore, if an identical wizard cast the same spell at the unfamiliar, the amount of stored magical energy increases to 12. During its next turn, the unfamiliar must discharge the magical energy; otherwise, the energy harmlessly dissipates.

Flora and Fauna

Terror Wasps: The bright red terror wasps evolved more than a mild protective sting for hive defense. When any creature of small or larger size comes within 20ft. of a terror wasp nest, the nest swarms and attacks. Its victims are usually quickly frightened away as the wasps terror attack (Will save DC 18 or become panicked) takes hold, and those that aren't are still subject to their sting attacks. Terror wasps are considered a delicacy by many tropical races and are the favored food treat for shambling mounds. Terror wasps are magically dependent insects that need magic, fruit, air, and water to survive. They are found mostly in tropical rain forests, but seem to be moving into deciduous forests.

Discharge Magical Energy (Su):

Unfamiliars discharge stored magical energy in one of three ways. As a standard action, the unfamiliar wraps its wings around its body and violently spins in place, hurling crackling bolts of mystical energy in a 30-foot radius around its body. The bolts deal damage equal to the amount of magical energy discharged to every creature in the area of effect. A successful DC 22 Reflex save halves the damage. The save DC is Constitution-based. Also as a standard action, the unfamiliar can heal itself, healing one hit point for every point of magical energy expended. Lastly, as a free action, the unfamiliar can expend the energy points as a morale bonus on its damage rolls for the round.

For example, during the course of the preceding round, an unfamiliar absorbed 12 points of magical energy. On its turn, the unfamiliar chooses to generate a 30-foot field of magical energy, dealing 12 points of damage to all creatures within the area of effect. Alternatively, it can choose to heal itself of 12 points of damage, or instead add a +12 morale bonus to all of its damage rolls during its attack.

Sensory Overload (Ex): The unfamiliar's bite releases a surge of raw, arcane power so intense that the recipient must succeed on a DC 22 Fortitude save or be dazed for one round. The save DC is Constitution-based.

Spell-Like Abilities: At will – *detect magic*; 1/day – *plane shift* (DC 19). Caster level 16th. The save DCs are Charisma-based.

Immunity to Magic (Ex): An unfamiliar is immune to any spell or spell-like ability that allows spell resistance.

Vulnerability to Natural Weapons (Ex): Because of the unnatural transformation into their present state, unfamiliars demonstrate a vulnerability to natural weaponry and weapons crafted from organic materials (such as wood). As a result of this susceptibility, a natural weapon's threat range against the unfamiliar doubles and its critical multiplier increases by one.

Skills: *Unfamiliars have a +4 racial bonus on Survival checks when tracking by scent.

Arachnolypse

Gargantuan Vermin

Hit Dice: 20d8+140 (230 hp)

Initiative: +5

Speed: 30 ft. (6 squares)

Armor Class: 30 (-4 size, +4 Dex, +20 natural), touch 10, flat-footed 26

Base Attack/Grapple: +15/+39

Attack: Bite +23 melee (2d8+12)

Full Attack: Bite +23 melee (2d8+12) and 6 claws +21 melee (1d8+6)

Space/Reach: 20 ft/15 ft.

Special Attacks: Body smash, crush 4d8+18, web

Special Qualities: Damage reduction 15/adamantine, darkvision 60 ft., spell resistance 26, vermin traits

Saves: Fort +19, Ref +7, Will +6

Abilities: Str 35, Dex 13, Con 25, Int 2, Wis 10, Cha 10

Skills: Hide -11, Jump +22, Listen +25, Spot +25, Survival +13

Feats: Awesome Blow, Great Fortitude, Improved Bull Rush, Improved Initiative^B, Improved Overrun, Multiattack, Power Attack, Snatch, Track^B

Environment: Any forests

Organization: Solitary

Challenge Rating: 15

Treasure: Double standard

Alignment: Always chaotic evil

Advancement: —

Level Adjustment: —

A monstrous beast smashes through the trees, its body a malformed mass of fur, glistening chitin, squirming pinkish organs and blazing eyes. An acidic reek surrounds the gigantic abomination.

Nothing inspires fear in the hearts of forest-dwellers more than the legend of the arachnolypse. Tales tell of a malformed spider of titanic proportions, a mass of fur, glistening chitin, squirming pinkish organs and blazing eyes. The arachnolypse can snap trees like mere branches and devour all in its path. As quickly as it appears, it is gone, only to strike again without warning after years have passed.

The arachnolypse is often believed to be a unique creature, but learned sages believe that more than one exist. They hypothesize that these are the last remnants of an ancient race of giant arachnids, possibly twisted by an evil deity or some other evil creature of great power.

The arachnolypse stands nearly 30 feet tall and weighs nearly 15 tons.

Combat

The arachnolypse cannot surprise its opponents, but it need not do so. Most victims are destroyed almost incidentally as they are swept up in the arachnolypse's swath of destruction. If actually attacked, the arachnolypse responds by instinctively webbing attackers and hacking at the closest opponents with its many legs. Against a single opponent, the arachnolypse prefers to rear up and slam its body down on the creature.

Body Smash (Ex): As an attack action, the arachnolypse can slam its body to the ground and cause shock waves. Any creature within 50 feet must succeed on a DC 32 Reflex save or fall prone; those within 20 feet who fail this save also drop their weapons. The save DC is Strength-based.

Additionally, any creature within 100 feet of the arachnolypse when it smashes the earth must succeed at a DC 20 Will save or suffer a -6 morale penalty to all attack rolls, saving throws, ability checks, and skill checks for 1d10 rounds. Spellcasters must make a DC 20 Concentration check or the shock disrupts their spellcasting. The save and check DCs are Charisma-based.

Crush (Ex): A jumping arachnolypse can land on opponents three or more sizes smaller than itself as a standard action, using its whole body to crush them. A crush attack affects as many creatures as can fit under the arachnolypse's body. Each creature in the affected area must succeed at a DC 27 Reflex save or be pinned, automatically taking 4d8+18 points of bludgeoning damage. The save DC is Constitution-based. Thereafter, if the arachnolypse chooses to maintain the pin, treat it as a normal grapple attack. While pinned, the opponent takes crush damage each round.

Web (Ex): The arachnolypse has at least a dozen spinnerets all over its body, allowing it to shoot a sticky thread in nearly any direction, up to 50 feet away. The arachnolypse has enough constantly functioning spinnerets that it may effectively create as many webs in a day as it requires. Its web attack has a maximum range of 50 feet and is treated as an attack with a net with a range increment of 15 feet. Its web attack is effective against any creature of Gargantuan or smaller size.

An entangled creature can escape with a successful DC 27 Escape Artist check or a successful DC 31 Strength check. The check DCs are Constitution-based, and the Strength check DC includes a +4 racial bonus. The arachnolypse's webs can support its own tremendous weight.

Skills: The arachnolypse receives a +20 racial bonus on Listen and Spot checks, and a +10 racial bonus on Jump checks.

Bloodshackle Hag

Large Monstrous Humanoid

Hit Dice: 15d8+15 (82 hp)

Initiative: +6

Speed: 35 ft. (7 squares)

Armor Class: 23 (-1 size, +2 Dex, +12 natural), touch 11, flat-footed 21

Base Attack/Grapple: +15/+23

Attack: Claw +18 melee (2d6+4)

Full Attack: 2 claws +18 melee (2d6+4)

Face/Reach: 10 ft./10 ft.

Special Attacks: *Blood domination*, horrific countenance, spells

Special Qualities: Damage reduction 10/magic, darkvision 60 ft., eyes of blood, fast healing 5, spell resistance 26

Saves: Fort +8, Ref +11, Will +14

From afar, the bloodshackle hag looks little more than a wretched, bent over old woman, but she could easily stand 10 feet tall. Her skin is blood red, and her hands are tipped with filthy claws. Her appearance is horrifying and unnatural.

The bloodshackle hag lurks deep in the hearts of thick woods, plotting and scheming to set evil plans in motions. She is rumored to be a unique creature, but multiple sightings indicate that more than one may exist. She prefers her solitude and likes to stay out of sight, using her minions to track and terrify anyone in her realm. If she feels that intruders may prove useful to her agendas, she has her servitors attempt to capture them; otherwise she simply watches with pleasure as her servitors hunt the strangers down and slay them. Captured prisoners are brought to the hag, who uses her *blood domination* power to control them.

A bloodshackle hag stands 10 feet tall, weighs about 400 pounds, and speaks Giant and Common.

Combat

The bloodshackle hag does not enter combat unless she is confident of victory. If she is threatened with defeat, she *teleports* to safety immediately.

Blood Domination (Sp): If she can obtain a sample of a victim's blood, the hag can transform him into a minion creature under her control. As the process involves an hour-long ritual, the victim is usually restrained. First, the hag cuts the victim with her claws and allows a small amount of blood to fall on her open palm. She then proceeds with the ritual, creating a magical bond between herself and the victim. At the end of this time, the victim must succeed on a DC 24 Will saving throw or be under the hag's control. This functions as a *dominate person* spell. She can then also use the *eyes of blood* ability through the victim. The spell lasts until removed, and it requires no further attention from a bloodshackle

Abilities: Str 18, Dex 15, Con 13, Int 22, Wis 20, Cha 21

Skills: Bluff +25, Concentration +19, Diplomacy +9, Disguise +5 (+7 acting), Hide +8, Intimidate +27, Listen +18, Move Silently +20, Sense Motive +23, Spellcraft +24, Spot +18

Feats: Ability Focus (*blood domination*), Empower Spell, Improved Initiative, Great Fortitude, Maximize Spell, Persuasive

Environment: Any forests

Organization: Solitary

Challenge Rating: 15

Treasure: Standard

Alignment: Always chaotic evil

Advancement: By character class

Level Adjustment: –

hag. Victims always act as ordered, even killing or betraying friends in the name of their new mistress. The hag can end the *domination* voluntarily, or a successful *dispel magic* or *remove curse* spell can end the effect. The save DC is Charisma-based and includes the feat Ability Focus.

Horrific Countenance (Su): The hideous appearance of a bloodshackle hag is such that all who gaze upon her for the first time must succeed on a DC 22 Will save or be affected as if by a *fear* spell (caster level 15th). Subsequent viewings of the hag have no further effect. The save DC is Charisma-based.

Spells: A bloodshackle hag casts spells as a 17th-level sorcerer.

Typical Sorcerer Spells Known (6/8/7/7/7/7/6/6/4 per day, caster level 17th; save DC 15 + spell level): 0—*acid splash, detect magic, flare, ghost sound, mage hand, message, ray of frost, read magic, touch of fatigue*; 1st—*mage armor, magic missile, ray of enfeeblement, reduce person, shield*; 2nd—*fog cloud, hideous laughter, mirror image, touch of idiocy, web*; 3rd—*deep slumber, fly, slow, stinking cloud*; 4th—*black tentacles, crushing despair, greater invisibility, stonewall*; 5th—*baleful polymorph, feeblemind, hold monster, mind fog*; 6th—*eyebite, greater dispel magic, true seeing*; 7th—*forcecage, greater teleport, waves of exhaustion*; 8th—*horrid wilting, maze*.

Eyes of Blood (Su): The bloodshackle hag needs only concentrate to use one of her minion's senses as long as it is within 25 miles of her current location. While using the minion's senses, the hag gets sensory input as if she were actually in the same place as the minion. She can only borrow the senses of a single minion at once, and she is only vaguely aware of her own surroundings while she is doing so. If attacked in this state, she is considered flat-footed, and she takes 1d4 rounds to come out of her trance before she can attack. She defends normally.

Canopy Kraken

Huge Magical Beast (Aquatic)

Hit Dice: 18d10+90 (189 hp)

Initiative: +5

Speed: 20 ft. (4 squares), climb 20 ft., swim 40 ft.

Armor Class: 28 (-2 size, +1 Dex, +19 natural), touch 9, flat-footed 27

Base Attack/Grapple: +18/+34

Attack: Tentacle +24 melee (2d6+8)

Full Attack: 6 tentacles +24 melee (2d6+8) and bite +19 melee (2d8+4)

Space/Reach: 15 ft/10 ft. (40 ft. with tentacles)

Special Attacks: Constrict 2d6+8, improved grab, spell-like abilities, spells, swallow whole

Special Qualities: Amphibious, damage reduction 5/piercing, darkvision 60 ft., fast healing 1, immunity to disease and poison, low-light vision, resistance to electricity 10 and fire 10

Saves: Fort +16, Ref +14, Will +14

Abilities: Str 26, Dex 13, Con 20, Int 17, Wis 22, Cha 19

The canopy kraken looks like a gigantic squid with a soft, mottled dark green body and a heavy, chitinous beak. This would not be so shocking if it weren't propelling itself through the jungle foliage with its multiple vine-like tentacles.

The canopy kraken is a relative of the ocean-dwelling kraken. It lairs in treetops near bodies of water, fiercely guarding its territory from intruders and others of its kind.

Each of the creature's six barbed tentacles has about a dozen leafy protrusions that give it a vinelike appearance. Its beaklike mouth is located where the tentacles meet the lower portion of its body. A typical canopy kraken is about 20 feet long and weighs around 5,000 pounds. A canopy kraken speaks Common, Aquan, Auran, and one language common to the region.

Combat

The canopy kraken's coloration and habitat give it an excellent opportunity to surprise its opponents. A kraken usually drapes its camouflaged tentacles across foliage (where they are often mistaken for thick vines) and simply waits for prey to approach. It is capable of breathing and functioning perfectly well both on land or in the water, and often chooses a lair on or near water, which allows it to take advantage of this fact.

Within its domain, a canopy kraken is difficult to surprise, as its charmed minions will report any unusual activity. If it feels threatened by a particular report, the kraken will often send one or two of its more powerful and aggressive minions to "investigate," while it learns about or observes the encounter through other creatures or spells. If

Skills: Climb +16, Concentration +17, Hide +11*, Jump +2, Knowledge (nature) +9, Listen +26, Move Silently +16, Search +12, Spot +26, Survival +6 (+8 in aboveground natural environments, +8 following tracks), Swim +16, Use Magic Device +16

Feats: Alertness, Combat Casting, Eschew Materials, Improved Initiative, Iron Will, Lightning Reflexes, Skill Focus (Use Magic Device)

Environment: Warm forests or marshes

Organization: Solitary

Challenge Rating: 16

Treasure: Double standard

Alignment: Usually neutral evil

Advancement: 19-36 HD (Huge); 37-54 HD (Gargantuan)

Level Adjustment: —

the intruders prove to be competent but no terrible threat, the kraken may engage in hit-and-run tactics, relishing the thrill of the hunt, and then simply make the interlopers its slaves. However, if the intruders present a serious threat, the canopy kraken will prepare to buff itself with preparatory combat spells and look for a good opportunity to kill them.

Canopy krakens are fond of using magic items and wearing the trinkets of fallen foes.

Constrict (Ex): With a successful grapple check, a canopy kraken deals tentacle damage.

Improved Grab (Ex): To use this ability, the canopy kraken must hit 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 may either constrict or transfer a grabbed opponent to its mouth for a bite. If the kraken establishes a hold with its bite, it can attempt to swallow its victim whole.

Spell-Like Abilities: At will—*charm animal* (DC 15), *charm person* (DC 15), *dominate animal* (DC 17), *obscuring mist*. Caster level 18th. The save DCs are Charisma-based.

Spells: Canopy krakens can cast divine spells as 9th-level druids. The save DCs are Wisdom-based.

Typical druid spells prepared (6/6/6/4/3/2; save DC 16 + spell level): 0—*create water, detect magic, flare, guidance, read magic, resistance*; 1st—*detect animals or plants, entangle, faerie fire, hide from animals, longstrider, magic fang*; 2nd—*bear's endurance, chill metal, gust of wind, resist energy, soften earth and stone, summons swarm*; 3rd—*greater magic fang, plant growth, poison, speak with plants*; 4th—*command plants, rusting grasp, spike stones*; 5th—*animal growth, summon nature's ally V*.

Swallow Whole (Ex): A canopy kraken can try to swallow a grabbed opponent at least two sizes smaller than itself by making a successful grapple check. Once inside, the opponent takes 2d8+8 points of crushing damage plus 6 points of acid damage per round. A swallowed creature can cut its way out using a light slashing or piercing weapon to deal 20 points of damage to the kraken's interior (AC 19). Once the creature exits the kraken by cutting its way out, muscular action closes the hole; another swallowed creature must cut its own way out. A Huge kraken's interior can hold 2 Medium, 8 Small, 32 Tiny, 128 Diminutive, or 512 Fine opponents.

Ulatra

Large Monstrous Humanoid

Hit Dice: 16d8+80 (152 hp)

Initiative: +9

Speed: 40 ft. (8 squares), climb 30 ft., swim 60 ft.

Armor Class: 30 (-1 size, +9 Dex, +12 natural), touch 18, flat-footed 21

Base Attack/Grapple: +16/+32

Attack: Claw +27 melee (2d8+12) or 2 spines +24 ranged (1d10+12 plus paralysis)

Full Attack: 2 claws +27 melee (2d8+12) and 2 pincers +25 melee (3d6+6) and bite +25 melee (2d10+6) and 2 tails +25 melee (2d6+6) and eyestalks +25 melee (improved grab); or 2 spines +24 ranged (1d10+12 plus paralysis)

Space/Reach: 10 ft./5 ft. (10 ft. with tails or eyestalks)

Special Attacks: Improved grab, paralysis, rake 3d8+6, spines

Special Qualities: Damage reduction 5/adamantine, darkvision 60 ft., fast healing 10, immunity to acid, paralysis, poison, polymorph,

The bizarre ulatra is as close as a single creature can come to being an army. The ulatra stands about 8 feet tall, and is vaguely humanoid, with insectoid features and rugged armor plating. A veritable arsenal of weapons sprouts from the beast, starting with two massive claws backed by razor-sharp blades. Next are two mantis-like pincers with which the ulatra lacerates its prey, and two long spiked tails able to lash out in all directions. The mouth of the creature runs both vertically and horizontally, providing the effect of two bites in one. Along the back of the creature are five long tendrils ending in eyes, as well as twenty stiff spines, spring-loaded and able to be let loose at a moment's notice. All this rests atop two powerful legs, covered with spikes and ending in vicious talons.

The ulatra appears to be intelligent, but never attempts to communicate in any way. Its only interaction with other races is hunting them. An ulatra is an obsessive stalker that focuses on one

Amphibious (Ex): Although canopy krakens are aquatic, they can survive indefinitely on land.

Skills: Canopy krakens have a +4 racial bonus on Move Silently checks and a +8 racial bonus on Climb and Swim checks. They can always choose to take 10 on Climb and Swim checks, even if rushed or threatened. They can use the run action while swimming, provided they swim in a straight line.

*In overgrown or heavily foliate areas (including underwater areas with aquatic plant life), canopy krakens have a +8 racial bonus on Hide checks.

sleep, and stunning, resistance to cold 15, electricity 15, and fire 15, spell resistance 20

Saves: Fort +12, Ref +19, Will +14

Abilities: Str 34, Dex 28, Con 20, Int 15, Wis 19, Cha 17

Skills: Balance +11, Climb +20, Disable Device +8, Hide +29, Jump +20, Knowledge (arcana) +8, Listen +12, Move Silently +15, Search +8, Sleight of Hand +15, Spot +12, Survival +10 (+12 following tracks), Swim +26, Tumble +17

Feats: Combat Reflexes, Great Fortitude, Improved Sunder, Multiattack, Power Attack, Track

Environment: Any

Organization: Solitary

Challenge Rating: 16

Treasure: No coins; double goods; double items

Alignment: Usually chaotic neutral

Advancement: 17-32 HD (Large); 33-48 HD (Huge)

Level Adjustment: –

creature at a time. Typically the ulatra kills its target, although sometimes it simply strips him of one of his possessions, sometimes valuable, sometimes not, and then leaves. Ulatras that kill their victims typically take one of their body parts, such as the heart or an eye, as a souvenir of the kill. These souvenirs are always taken back to the creature's hidden lair, often some distance away, before the ulatra selects another victim to pursue. Strangely, no evidence has ever been found that the ulatra eats its kills. An ulatra is always alone; no one has ever seen two of the creatures, nor has anyone ever seen an immature ulatra.

Ulatras are equipped for all types of environments. An ulatra has gills as well as lungs that allow it to function even underwater. Their thick skin and armor give them protection against the elements. Their multiple arms and prehensile eyestalks allow them to climb up all but the sheerest surfaces with amazing speed. The ulatra also can

change its coloring to match its surroundings, allowing it to hide and stalk quite effectively. Its eyestalks also function as periscopes, allowing the creature to see around corners, over walls, and through dense foliage.

Strangely, no one claims to have any idea where the *ultra* originated from, or how it came to exist. Most sages and scholars are baffled by its nature, which appears to be neither enhanced by magic nor tainted by the planes. Of course, if someone could actually kill or capture one, it might make their job easier.

The few that have had a glimpse inside say that the lair of the *ultra* is complex and strange, laid out like a laboratory. Objects of all types lay arranged throughout the place, often in bizarre and unsettling juxtaposition. Some say the *ultra* is building something, others think it is looking for a means to return to its true home.

An *ultra* stands 8 feet tall and weighs around 325 pounds. It does not speak any language.

Combat

The *ultra* is an efficient killing machine. If attacking a single opponent, it grabs him and holds him with its eyestalks while it tears him apart with its claws, pincers, tails, and teeth. If dealing with multiple foes, it remains in hiding and attempts to paralyze some of them with its spines before moving in for melee. Once in melee, it focuses on one opponent at a time, while it keeps others at bay with its tails.

Flora and Fauna

Gravewart: Because the woods lie close to humanoid settlements, many settlements bury their dead in the woods. Well-traveled paths from the towns and villages snake through the shrubs and trees, culminating in a small clearing that serves as a cemetery. Unfortunately, the odor of decay attracts predators who disinter fresh graves in search of easy meals. To discourage these unwelcome trespassers, residents plant gravewart shrubs around the cemetery's perimeter to mask the stench of decay and to repel hungry intruders. Because of its unique appearance and widespread usage in graveyards, gravewart is easily identifiable, demanding only a Knowledge (Nature) or Survival check (DC 5). Gravewart is an unusual hybrid shrub of evergreen and citrus. It stands eight feet tall and appears as a tangled mass of gangly, woody branches laced with thick, sharp thorns. Gravewart's purplish-black flowers produce a bright, reddish-orange fruit similar in shape and texture to oversized lemons but tasting more like grapefruit. As a first line of defense against predators, villagers pack the dense shrubs tightly together, creating a formidable thicket of savage thorns. They then put up a locked gate to allow humanoid access to the graveyard. Although the thorns deter smaller mammals, they act only as a nuisance for larger, more aggressive animals. Fortunately, its fruit and oil (from its leaves) contain a natural repellent against animals from the canine and ursine families.

Gravebane: Travelers that frequently pass through wilderness areas heavily populated by wolves and bears keep an ample supply of gravebane, a sticky resin derived from the gravewart shrub, on their person in the event of an attack. This natural repellent functions against all varieties of canines, including their distant relatives, bears. One application of the resin lasts for 2d4 hours and is usually placed within an open receptacle attached to a necklace. Gravebane forces any dog or bear coming within 10 feet of the warded creature to make a Will save (DC 11); otherwise, the pungent substance keeps it at bay. Overt attacks against the repulsed animals by the user or his allies cause the animals to immediately retaliate, although the gravebane still provides a +1 morale bonus to AC against any creatures initially repelled by the resin.

Improved Grab (Ex): To use this ability, an *ultra* must hit a Large or smaller opponent with its eyestalks 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 rake.

Paralysis (Ex): Due to natural toxins excreted by the *ultra*'s body, a creature struck by an *ultra*'s spines must succeed on a DC 23 Fortitude save or become paralyzed for 2d4 rounds. The save DC is Constitution-based.

Rake (Ex): Attack bonus +25 melee, damage 3d8+6.

Spines (Ex): An *ultra* can fire two spines per round as a standard action. Treat spines as thrown weapons with a range increment of 40 feet. Once an *ultra* fires all twenty of its spines, it grows a new set in 10 minutes.

Skills: An *ultra* has the camouflage abilities of a chameleon, bestowing a +16 racial bonus on Hide checks. It has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line. It has a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

Gouzom Tree

Gargantuan Plant

Hit Dice: 17d8+255 (331 hp)

Initiative: +0

Speed: 50 ft. (10 squares)

Armor Class: 6 (-4 size, -1 Dex, +1 natural), touch 5, flat-footed 6

Base Attack/Grapple: +12/+31

Attack: Slam +15 melee (3d6+7)

Full Attack: 2 slams +15 melee (3d6+7)

Space/Reach: 20 ft./50 ft.

Special Attacks: Acidic rain, pollen cloud

Special Qualities: Blindsense 100 ft., immunity to acid, low-light vision, plant traits, regeneration 5, tremorsense 100 ft.

Saves: Fort +27, Ref +4, Will +7

The gouzom, or “cloud-tree”, has a towering, irregular trunk covered with a smooth bark. Several huge palm-type leaves spread out from the top of the tree like a giant green umbrella. Hanging along the bottom stalks and spines of the leaves are rows of white, yellow, and orange, bell-shaped flowers. Unlike most trees, there is a wide collection of varied plants growing thickly around the trunk.

The gouzom uses its network of roots to detect nearby creatures, conferring the benefits of blindsense and tremorsense. The roots within the gouzom’s natural reach are the thickest and most sensitive. They continue to travel underground with him as he moves.

Animals with a Wisdom of 12 or higher are unnerved by the gouzom and refuse to go near it. Native humanoids have learned to avoid the tree, and if good aligned, usually warn others about it. Birds will not nest underneath the canopy, but some will nest on top to take advantage of the safety.

Combat

Acid Rain (Ex): At will, or if the trunk, leaves or roots of the tree take 10 or more points of damage in one round, the hundreds of white flowers that hang from the palms will begin to weep droplets of acid that land the following

Abilities: Str 25, Dex 8, Con 40, Int 1, Wis 10, Cha 15

Skills: Spot +18

Feats: Ability Focus (acidic rain), Ability Focus (pollen cloud), Great Fortitude, Improved Initiative, Iron Will, Skill Focus (Spot)

Environment: Tropical forests

Organization: Solitary

Challenge Rating: 17

Treasure: Standard

Alignment: Always neutral

Advancement: 18-34 HD (Gargantuan)

Level Adjustment: —

round. Any creatures within 50ft of the gouzom must make a DC 35 Reflex Save to dive clear of the acidic shower, otherwise the droplets cause 4d8 points of acid damage. This attack continues for 4 rounds, depleting the acid stores for 10 minutes. The save DC is Constitution-based.

Pollen Cloud (Ex): If any creature of Tiny size or larger moves within 50 feet of the gouzom, it triggers the release of a cloud of pollens from the yellow and orange flowers. This heavy cloud drifts lazily down to the ground, covering everything in a wispy powder. The attack continues as long as a creature or creatures remain within reach.

The pollen is a deadly poison to nonplant creatures if inhaled, causing serious loss of intelligence and wisdom that resembles euphoria or drunkenness. Creatures affected by this toxin tend to simply wander in confusion.

Gouzom Pollen: Inhaled, Fortitude DC 35; initial and secondary damage 3d6 Intelligence and 3d6 Wisdom and *confusion* (as the spell; caster level 20th). The save DC is Constitution-based.

Blindsense (Ex): The gouzom uses its network of roots to detect creatures nearby up to 100 feet. The roots within reaching range of the gouzom are the thickest and most sensitive.

Regeneration (Ex): Fire deals normal damage to a gouzom tree.

Doomhag

Medium Outsider (Cold, Lawful, Evil, Extraplanar)

Hit Dice: 18d8+90 (171 hp)

Initiative: +5

Speed: 30 ft. (6 squares), fly 60 ft. (average) (12 squares)

Armor Class: 31 (+1 Dex, +20 natural), touch 11, flat-footed 30

Base Attack/Grapple: +18/+23

Attack: Claw +24 melee (1d8+5) or bite +23 melee (2d6+5)

Full Attack: 2 claws +24 melee (1d8+5) and bite +21 melee (2d6+2)

Space/Reach: 5 ft./5 ft.

Special Attacks: Icy blast, spell-like abilities

Special Qualities: Damage reduction 10/magic and good, darkvision 60 ft., determine fate, immunity to cold, immunities, resistance to acid 10 and sonic 10, spell resistance 30, vulnerability to fire

Saves: Fort +16, Ref +12, Will +18

Abilities: Str 20, Dex 13, Con 21, Int 19, Wis 24, Cha 15

Doomhags serve as unwavering instruments of vengeance, reaping suffering and agony upon their terrified victims. Although their motives remain unknown, their actions indicate they adhere to some higher authority. Doomhags demonstrate no compassion, enacting their brutal sentences with calculated efficiency and sadistic delight.

Doomhags stand six feet tall and possess large shadowy wings. They appear as atrophying, gaunt crones with sharp, jagged claws, coal black eyes and thin tufts of decaying grey hair clinging to their wrinkled scalps. They bundle their emaciated bodies in rotting, black cloaks and adorn themselves with grisly necklaces of interlocking bones.

Doomhags speak Common, Giant and Infernal.

Combat

Doomhags prefer swooping down upon their opponents using their icy blast ability or physical attacks. They never retreat, regardless of the circumstances. Any doomhag slain in combat regenerates its material body 1d4 days later, immediately undertaking a quest to track down and slay its killer. Should its original killer succeed again, the doomhag is permanently dead.

Icy Blast (Su): Three times per day, a doomhag can unleash a 40-foot cone of ice, snow and hail. Any creatures within the cone must

Skills: Bluff +13, Concentration +21, Craft (alchemy) +13, Craft (weaving) +24, Diplomacy +13, Disguise +5 (+7 acting), Escape Artist +14, Gather Information +7, Hide +13, Intimidate +19, Knowledge (arcana) +21, Knowledge (religion) +16, Knowledge (the planes) +22, Listen +15, Move Silently +10, Search +14 (+16 following tracks, +16 other planes), Sense Motive +18, Spellcraft +25 (+27 scrolls), Spot +26, Survival +17, Use Magic Device +9 (+11 scrolls), Use Rope +1 (+3 bindings)

Feats: Ability Focus (icy blast), Combat Casting, Combat Reflexes, Flyby Attack, Improved Initiative, Multiattack, Weapon Focus (claw)

Environment: Any evil-aligned plane

Organization: Coven (3)

Challenge Rating: 18

Treasure: Standard coins; double goods; standard items

Alignment: Always lawful evil

Advancement: —

Level Adjustment: —

succeed on a Reflex save (DC 26 half) or take 9d6 points of cold damage. Creatures within the cone must also succeed on a DC 26 Reflex save or be affected as if by the *slow* spell for 2d8 rounds. The save DCs are Constitution-based.

Spell-like Abilities: At will—*animate dead*, *blasphemy*, *cone of cold* (DC 17), *create undead*, *darkness*, *desecrate*, *dispel magic*, *fear* (DC 16), *freezing sphere* (DC 18), *greater scrying* (DC 19), *magic circle against good*, *suggestion* (DC 15), *true seeing*, *unhallow*, *unholy aura*, *wall of ice*; 1/day—*finger of death* (DC 19), *time stop*, *wail of the banshee* (DC 21). Caster level 20th. The save DCs are Charisma-based.

Determine Fate (Su): Three times per day, a doomhag may create a field that alters the outcome of events that happen within it. All creatures within a 100-foot radius of a doomhag must succeed on a DC 21 Will save each round or roll two sets of dice for any attack roll, skill check or saving throw made that round; the result which is more beneficial to the doomhag is the one that actually occurs. This field lasts for 1 round per doomhag's HD, or when the doomhag chooses to end it. This is a mind-affecting effect. The save DC is Charisma-based.

Immunities (Ex): Doomhags have an immunity to poison, sleep effects, paralysis, stunning, disease, death effects, and mind-affecting effects (charms, compulsions, phantasms, patterns, and morale effects).

Cropping Squid, Female

Gargantuan Magical Beast

Hit Dice: 20d10+180 (290 hp)

Initiative: +0

Speed: Fly 20 ft. (average) (4 squares)

Armor Class: 22 (-4 size, +18 natural), touch 6, flat-footed 22

Base Attack/Grapple: +20/+44

Attack: Tentacle +28 melee (2d6+12/19-20)

Full Attack: 2 tentacles +28 melee (2d6+12/19-20) and 8 arms +26 melee (1d8+6) and bite +26 melee (2d8+6)

Space/Reach: 20 ft./15 ft. (100 ft. with tentacles)

Special Attacks: Constrict 2d6+12 or 1d8+6, improved grab, swallow whole

Special Qualities: Darkvision 60 ft., float, jet, low-light vision

The cropping squid is a land squid that hovers on sacs of air. Unlike their male counterpart, female cropping squids are often translucent or pale colored. They are significantly larger than the males and spend most of their time in the upper air.

Female cropping squids do not clear large tracks of land like their male counterparts. When in heat, the female cropping squid is attracted to the pattern cropped into the vegetation (seen clearly from the ether). The female floats down, and the pair exchanges sexual tentacles. The resulting eggs are a handful of feet in width and float up to the female. The female then proceeds to fatten up by eating everything in the surrounding area; unlike the males, the female cropping squid can swallow humanoids.

Cropping squid eggs are highly prized for transport and lifting materials, as well as a delicacy and rumored aphrodisiac.

Combat

Constrict (Ex): A cropping squid deals automatic arm or tentacle damage with a successful grapple check.

Improved Grab (Ex): To use this ability, a cropping squid must hit with an arm or 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 or attempt to swallow the foe the following round.

Swallow Whole (Ex): A female cropping squid can try to swallow a grabbed opponent of Huge or smaller size by making a successful grapple check. The swallowed creature takes 2d8+12 points of crushing damage plus 1d8 points of acid damage per round from the squid's gizzard. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 35 points of damage to the squid's gizzard (AC 15). Once the creature exits,

Saves: Fort +21, Ref +12, Will +9

Abilities: Str 34, Dex 10, Con 29, Int 3, Wis 12, Cha 5

Skills: Listen +9, Spot +8*, Survival +9

Feats: Cleave, Flyby Attack, Hover, Improved Critical (tentacle), Iron Will, Multiattack, Power Attack

Environment: Any land

Organization: Solitary or mated pair

Challenge Rating: 20

Treasure: Special (see text)

Alignment: Always neutral

Advancement: 21-40 HD (Gargantuan), 41-60 HD (Colossal)

Level Adjustment: —

muscular action closes the hole; another swallowed opponent must cut its own way out.

A female cropping squid's gizzard can hold 2 Medium, 4 Small, 8 Tiny, 16 Diminutive, or 32 Fine or smaller opponents.

Float (Ex): A cropping squid can fly at a speed of 80 feet per round, and has a permanent *feather fall* effect (as the spell) with personal range.

Jet (Ex): A cropping squid can jet directly upward once per round as a full-round action, at 60 feet. It must move in a straight line, but does not provoke attacks of opportunity while jetting.

Skills: *A female cropping squid has a +10 racial bonus on Spot checks to detecting a male cropping squid.

Squid Egg in pasta nest

1 cropping squid egg

3 handfuls long, flat egg noodle

1/4 cup wine

3 kitchen-spoons butter

2 chopped onions

1 leek, thinly sliced

4 cloves minced garlic

1 half-basket button mushrooms

3 kitchen-spoons flour

2 sprigs thyme

Half a cup of heavy cow's cream

Plenty of spooned sour cream

Ground black pepper

Half-boil squid's egg by gripping carefully but gently in strong tongs, lest the egg be cracked. The jelly coating must not be removed. Boil one half of the egg in salty water until the shell is cloudy and pink. Remove from water and immerse boiled half in very cold water.

Mix butter, flour, and wine until smooth. Let garlic and sliced leek be sauteed with onions until somewhat caramelized. Add mushrooms and cook

until most of the liquid has steamed away. Mix together with heavy cream and butter mixture into a thick sauce. Heat until bubbly. Stir into boiled egg noodles.

Pile noodles onto plate with generous sauce. Sprinkle with flour. Season with thyme and pepper. Make a deep space in the noodles to fit the egg, six fingers deep. Spoon in thick sour cream. Place squid egg boiled-side down into sour cream and noodle

nest, carefully pressing until stuck. Do not let the egg be cracked. Be sure jelly remains.

Serve immediately. Do not let egg warm before serving. Crack shell with spoon to eat.

A Craft (cooking) check (DC 17) is required to prepare this dish correctly. Made properly, the dish can garner prices in excess of 155 gp. Made improperly, the egg may slip free of the dish and break on the ceiling.

Humbaba (Forest Guardian)

Gargantuan Giant

Hit Dice: 40d8+320 (500 hp)

Initiative: +2

Speed: 90 ft. (18 squares), swim 60 ft. (12 squares)

Armor Class: 33 (-4 size, +2 Dex, +25 natural), touch 8, flat-footed 31

Base Attack/Grapple: +30/+58

Attack: Claws +43 melee (2d8+16/19-20) or rock +28 ranged (2d6+16)

Full Attack: 2 claws +43 melee (2d8+16/19-20) or rock +28 ranged (2d6+16)

Space/Reach: 20 ft./20 ft.

Special Attacks: Breath weapon, paralysis, roar, rock throwing, spell-like abilities

Special Qualities: Blindsight, low-light vision, scent

Saves: Fort +30, Ref +14, Will +20

This creature is the guardian giant of the cedar forests. Humbaba is fiercely protective of his charge; he'll kill anyone he perceives as threatening his trees. Humbaba is a proud and haughty warrior, given to insulting his enemies before he destroys them. He shows no mercy to those who threaten his trees, but he cowers in fear if he realizes that an enemy actually might be able to kill him.

Humbaba has the paws of a lion and a body covered with tough, horned scales. His feet have the claws of a vulture, his head has the horns of a wild bull, and his tail and penis each have a snake's head on their end. He's described as having a face like coiled intestines. Humbaba's Charisma does not represent his personal appearance.

Combat

Breath Weapon (Su): 60-foot cone, once per day, damage 20d10 magical fire that does no damage to plants, Reflex DC 38 half. The save DC is Constitution-based.

Paralysis (Sp): The first time anyone comes within 240 ft. of Humbaba while he's in his forest, the target must succeed on a DC

Abilities: Str 42, Dex 14, Con 26, Int 16, Wis 26, Cha 10

Skills: Climb +43, Concentration +38, Diplomacy +2, Jump +40, Knowledge (nature) +34, Listen +51, Spot +33, Sense Motive +38, Survival +40 (+42 aboveground), Swim +26

Feats: Athletic, Awesome Blow, Cleave, Combat Reflexes, Devastating Critical (claws), Great Cleave, Improved Bull Rush, Improved Critical (claws), Improved Sunder, Improved Unarmed Strike, Overwhelming Critical (claws), Power Attack, Stunning Fist, Weapon Focus (claws)

Environment: Temperate and warm forest

Organization: Solitary

Challenge Rating: 24

Treasure: No coins; no goods; standard items

Alignment: Usually neutral evil

Advancement: By character class

Level Adjustment: —

30 Fortitude save or become paralyzed for 1d4 rounds. The save DC is Charisma-based.

Roar (Ex): Three times per day, as a free action, Humbaba can roar with an effect equivalent to a *fear* spell (caster level 20th; Will DC 30). Humbaba usually roars at the start of a combat, and thereafter only uses this power as he stands over the body of a defeated foe. The save DC is Charisma-based.

Rock Throwing (Ex): The range increment is 200 feet for Humbaba's thrown rocks.

Spell-like Abilities: At will—*freedom of movement*; 4/day—*control plants* (DC 18). Caster level 20th. The save DC is Charisma-based.

Blindsight (Su): Humbaba's hearing is so acute that he can detect and pinpoint any moving creature or object at any range, so long as it is moving within his forest.

Skills: Humbaba has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

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