

200 monsters from the depths of the earth, compiled from over a dozen sources, including 92 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.



XRP 3002

Monster Geographica: Underground

Expeditions Retreat Press



# Monster Geographica Underground

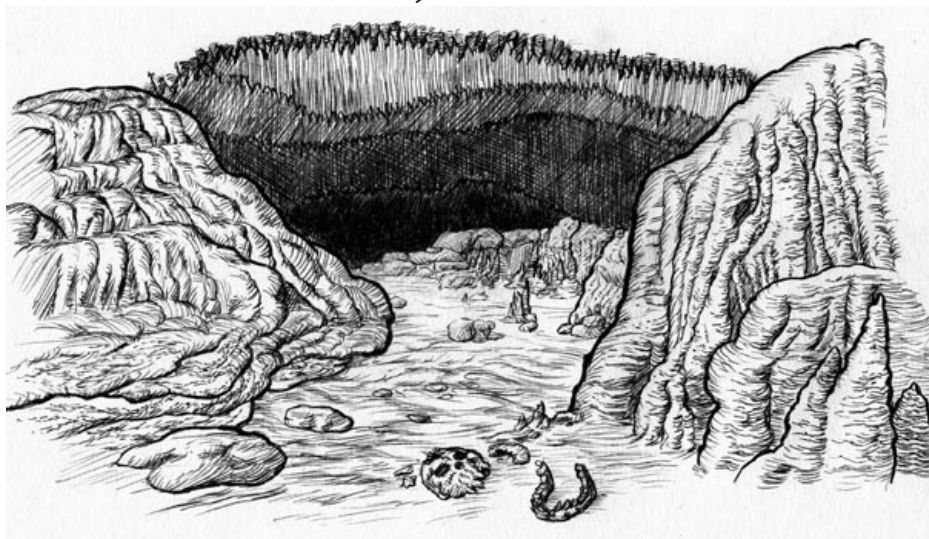


Expeditions Retreat Press



# Monster Geographica: Underground

*A compilation of monstrous  
entities found below*



*Monster Selection and Design: Joseph Browning,  
Suzi Yee, Kevin Baase*

*Conversion and Editing: Kevin Baase and Joseph Browning  
Art: Ravindra Rana*

## Expeditions Retreat Press

# Alphabetical Listing of Monsters

Abroan.....	27	Chitinous Battlemounts.....	32
Acidweaver.....	87	Cinder Wight.....	134
Addlevetch.....	14	Coblynau.....	16
Albine.....	63	Compost Seeker.....	67
Ambush.....	27	Cone Ooze.....	164
Amohaji.....	88	Corpse Fungus.....	10
Arachnogolem.....	180	Crag Man.....	94
Arachnomorph.....	106	Crorit.....	165
Arachnopygmy.....	28	Crypt Guardian.....	135
Arcanoplasm.....	129	Crypt Thing.....	95
Artificeer.....	186	Crystal Moss.....	46
Ascomoid.....	107	Crystal Serpent.....	17
Banded Spider.....	108	Dagger Worm.....	136
Banded Spider Mother.....	181	Dark Elf Spirit.....	96
Bandersnatch.....	64	Dark Voyeur.....	47
Barangulaak.....	192	Daurzam.....	17
Barathelar.....	130	Death Watch Beetle.....	114
Barrow Rat.....	6	Deep Fey.....	18
Basidiron.....	89	Deviant Mimic.....	48
Bedlam.....	163	Dorje Ooze.....	68
Bhuta.....	44	Draconid.....	166
Bicephalous Troll.....	131	Drone Weaver (Worker Spider).....	33
Blackwater Slough.....	190	Drudge Crawler (Worker Spider).....	97
Black Skeleton.....	90	Eldlorn.....	9
Blind Maw.....	132	Erolth.....	69
Blood Ooze.....	109	Ethereal Adder.....	137
Blood Pool.....	29	Ethereal Assassin.....	138
Blood Pudding.....	91	Eye Killer.....	50
Bolrow.....	149	Fear Guard.....	98
Bone Sovereign.....	92	Flosid.....	34
Brainlock Spider.....	110	Fluttering Ooze.....	7
Brilkoun.....	177	Foul Spawner.....	35
Burrower.....	150	Fulgurate Mushrooms.....	70
Cavernivore.....	174	Fungal Render.....	115
Cavern Giant.....	133	Furnace Golem.....	188
Cavern Lizard.....	65	Gholimor.....	139
Cavern Wolf.....	42	Gloom Crawler.....	152
Cave Beetle.....	15	Gnishma.....	194
Cave Fisher.....	30	Gnomide.....	70
Cave Hermit.....	111	Gore Mole.....	71
Cave Keeper.....	173	Gorgotaur.....	116
Cave Leech.....	112	Grasping Cell.....	140
Cave Star.....	31	Gravel Golem.....	141
Cave Troll.....	93	Gremmin.....	51
Ceiling Diver.....	45	Grimvole.....	52
Cellar Dweller.....	8	Grimvole, Grim Master.....	153
Centioch.....	66	Grindgut Spitter (Worker Spider).....	53
Chamber Worm.....	151	Groundling.....	36
Charrel.....	113	Gutslinger.....	54

Gutslug .....	55	Rock Troll.....	124
Gutwrench.....	154	Rope Golem.....	102
Haemovorid.....	56	Sand Flail .....	59
Hellscorn.....	167	Screaming Skull .....	80
Horach.....	72	Shadow Ooze .....	125
Huggermugger .....	19	Silent Reaper .....	146
Hypnogrub .....	117	Silid .....	12
Igran-Krider .....	20	Singer .....	60
Inscriber .....	72	Skulleton .....	60
Iron Maiden Golem.....	168	Skunk Goblin .....	13
Jellyhive.....	99	Slather .....	160
Ka Spirit.....	100	Slaughterford.....	161
Kulkum .....	21	Slavering Moulder .....	175
Lasso .....	37	Slime Crawler .....	23
Lava Lurker.....	118	Slithe .....	23
Lavum.....	57	Snailfolk.....	24
Leech Bat .....	11	Soot Goblin .....	25
Leytru .....	142	Soulless One.....	187
Living Web.....	38	Spectral Angler.....	162
Magma Worm .....	189	Spitting Ghoul.....	81
Mal'Orm .....	119	Stalassein.....	82
Manavore .....	121	Stinkgnarl.....	178
Marloc.....	155	Stonestrider .....	83
Mawler.....	74	Stone Pudding.....	171
Mercury Ooze .....	75	Stone Slider Ghoul.....	184
Mirror Fiend.....	143	Stone Slug .....	103
Morph.....	145	Straga .....	162
Noja.....	76	Symbiotic Jelly.....	84
Nokker.....	122	Tentacled Horror .....	176
Noroughk .....	57	Teo-Seleraï .....	84
Nymorryx .....	22	Time Spider.....	126
Olivid .....	77	Trapper.....	147
Oozecrawler.....	123	Twilight Mushrooms.....	147
Ophean.....	58	Tzorda .....	195
Ore Hound.....	38	Udamentaz .....	127
Orvender .....	170	Undal.....	85
Ossecap .....	156	Undead Ooze.....	128
Pallemon .....	157	Undermind .....	191
Palnor .....	101	Ushabti .....	61
Pedra Wyrn .....	182	Vacuous Engulfer.....	104
Phantasm .....	159	Vampire Spider.....	179
Piercer .....	7	Void Monster.....	196
Piryke .....	182	Vylar, Brood Mother .....	193
Planar Lamprey.....	183	Vylar, Greater.....	172
Pompilian .....	39	Vylar, Lesser.....	26
Pseudoslab.....	78	Wailhaunt .....	148
Quickener.....	197	Waking Dead.....	62
Rahulh.....	101	Walking Disease.....	185
Ravvimen.....	40	Warden Jack Swarm.....	86
Redcap.....	41	Wurggis .....	43
Reliquary Guardian.....	79	Wyrdwolf .....	105

# Monsters By Type

**Aberration:** Slime Crawler (1), Vylar (Lesser) (1), Abroan (2), Lasso (2), Pompilian (2), Deviant Mimic (3), Gutslug (3), Gutslinger (3), Erolth (4), Horach (4), Mawler (4), Stalassein (4), Crag Man (5), Palnor (5), Rahulh (5), Vacuous Engulfer (5), Arachnomorph (6), Hypnogrub (6), Manavore (6), Udamentaz (6), Arcanoplasm (7), Blind Maw (7), Ethereal Assassin (7), Gholimor (7), Morph (7), Silent Reaper (7), Gutwrench (8), Marloc (8), Slaughterford (8), Stone Slug (5), Spectral Angler (8), Straga (8), Bedlam (9), Draconid (9), Vylar (Greater) (9), Tentacled Horror (10), Trapper (7), Brilkoun (11), Pedra Wyrm (12), Piryke (12), Undermind (15), Vylar (Brood Mother) (16), Void Monster (18), Quickener (20)

**Animal:** Cave Star (2)

**(Aquatic):** Ravvimen (2), Lavum (3)

**(Cold):** Undead Ooze (6)

**Construct:** Living Web (2), Ushabti (3), Reliquary Guardian (4), Screaming Skull (4), Warden Jack Swarm (4), Rope Golem (5), Crypt Guardian (7), Gravel Golem (7), Mirror Fiend (7), Iron Maiden Golem (9), Arachnogolem (12), Furnace Golem (14), Barangulaak (16)

**Dragon:** Amohaji (5)

**(Earth):** Crystal Serpent (1), Sand Flail (3), Gnomide (4), Gore Mole (4), Stonestrider (4), Crag Man (5), Mal'Orm (6), Wailhaunt (7), Burrower (8), Orvender (9), Cave Keeper (10), Magma Worm (14)

**Elemental:** Sand Flail (3), Gnomide (4), Stonestrider (4), Wailhaunt (7) Orvender (9), Cave Keeper (10)

**Fey:** Cellar Dweller (1/3), Eldlor (1/3), Coblynau (1), Deep Fey (1), Redcap (2), Haemovorid (3), Noja (4), Nokker (6)

**(Extraplanar):** Gnomide (4), Stonestrider (4), Udamentaz (6), Wailhaunt (7), Orvender (9), Ethereal Assassin (7), Cave Keeper (10), Magma Worm (14)

**(Fire):** Lava Lurker (6), Cinder Wight (7), Magma Worm (14)

**Giant:** Bhuta (3), Cave Troll (5), Rock Troll (6), Bicephalous Troll (7), Cavern Giant (7)

**(Goblinoid):** Silid (1/2), Skunk Goblin (1/2), Soot Goblin (1), Arachnopygmy (2)

**Hazards:** Piercer (1/4), Fulgurate Mushrooms (4), Symbiotic Jelly (4), Twilight Mushrooms (7)

**Humanoid:** Silid (1/2), Skunk Goblin (1/2), Daurzam (1), Huggermugger (1), Igran-Krider (1), Kulkum (1), Nymorrx (1), Snailfolk (1), Soot Goblin (1), Arachnopygmy (2), Ravvimen (2), Norughk (3), Olivid (4)

**(Incorporeal):** Dark Voyeur (3), Dark Elf Spirit (5), Fear Guard (5), Ka Spirit (5), Phantasm (8), Spectral Angler (8), Crorit (9), Hellscorn (9), Soulless One (13)

**Magical Beast:** Barrow Rat (1/4), Leech Bat (1/2), Crystal Serpent (1), Slithe (1), Cavern Wolf (2), Groundling (2), Ore Hound (2), Ceiling Diver (3), Eye Killer (3), Grimvole (3), Lavum (3), Ophean (3), Cavern Lizard (4), Gore Mole (4), Undal (4), Acidweaver (5), Wyrdwolf (5), Banded Spider (6), Cave Leech (6), Gorgotaur (6), Lava Lurker (6), Dagger Worm (7), Ethereal Adder (7), Bolrow (8), Burrower (8), Gloom Crawler (8), Grimvole (Grim Master) (8), Ossecap (8), Slather (8), Cavernivore (10), Banded Spider (Mother) (12), Planar Lamprey (12), Tzorda (18)

**Monstrous Humanoid:** Albine (4), Bandersnatch (4), Teo-Selerai (4), Cave Hermit (6), Charrel (6), Mal'Orm (6), Barathelar (7), Leytru (7), Pallemon (8), Artificeer (13)

**Ooze:** Fluttering Ooze (1/4), Blood Pool (2), Flosid (2), Dorie Ooze (4), Mercury Ooze (4), Pseudoslab (4), Symbiotic Jelly (4), Blood Pudding (5), Blood Ooze (6), Oozecrawler (6), Shadow Ooze (6), Grasping Cell (7), Cone Ooze (9), Stone Pudding (9), Blackwater Slough (15), Gnishma (18)

**Outsider:** Magma Worm (14)

**Plant:** Corpse Fungus (1/2), Addevetch (1), Ambush (2), Wurggis (2), Crystal Moss (3), Singer (3), Fulgurate Mushrooms (4), Basidiron (5), Jellyhive (5), Ascomoid (6), Fungal Render (6), Twilight Mushrooms (7), Stinkgnarl (11)

**(Reptilian):** Nymorrx (1), Olivid (4)

**(Shapechanger):** Deviant Mimic (3), Mawler (4), Stone Slug (5), Arachnomorph (6), Udamentaz (6), Barathelar (7)

**Undead:** Chitinous Battlemounts (2), Foul Spawner (2), Dark Voyeur (3), Gremmin (3), Skulleton (3), Waking Dead (3), Inscribe (4), Spitting Ghoul (4), Black Skeleton (5), Bone Sovereign (5), Crypt Thing (5), Dark Elf Spirit (5), Fear Guard (5), Ka Spirit (5), Undead Ooze (6), Cinder Wight (7), Phantasm (8), Crorit (9), Hellscorn (9), Slavering Moulder (10), Vampire Spider (11), Stone Slider Ghoul (12), Walking Disease (12), Soulless One (13)

**Vermin:** Piercer (1/4), Cave Beetle (1), Cave Fisher (2), Drone Weaver (2), Grindgut Spitter (3), Centioch (4), Compost Seeker (4), Drudge Crawler (5), Brainlock Spider (6), Death Watch Beetle (6), Time Spider (6), Chamber Worm (8)

**(Water):** Amohaji (5)

# Introduction

First off, thanks for supporting us in the newest product line from Expeditious Retreat Press!

The XRP3000 line is dedicated to creative, useful applications of the open game license and open game content. Monster Geographica books compile 200 monsters of specific terrains into one inexpensive, 100% OGC resource (excluding art, company logos, and company name). Collected from over 20 different sources, Monster Geographica books also provide an extensive array of challenge ratings and concepts.

Due to its organization, Monster Geographica is an ideal monster supplement for random encounters, adventure building, and campaign design. Unlike other monster books, Monster Geographica organizes monsters by challenge rating.

Building a CR 5 encounter? All CR 5 monsters are right next to each other; no need to flip back and forth between a CR table and the monsters' stat blocks. Need a random encounter level 7? Again, all CR 7 monsters are right next to each other. Don't see one you like? Flip to the CR 5 monsters and pick two.

We also include an alphabetical table of contents with a listing of creatures by type and subtype (also arranged by challenge rating), making Monster Geographica books easy to use from many different approaches. Listings by type and subtype allow you to search using a different set of parameters. Need a CR6 ooze? With Monster Geographica, you can reference the listing by type and know each monster's CR without having to flip to the actual stat block.

We have many fond (and often bloody) memories of great 3.0 monsters, and we didn't want to leave them out of the Monster Geographica books. Therefore, up to 50 % of the monsters in every Monster Geographica book are conversions of 3.0 monsters updated for a 3.5 game.

And lastly, we wanted to make Monster Geographica books affordable. We hope you understand and agree with our no-internal-art policy that allows us to offer 200 monsters for \$20. And notice the spine? That's a lay-flat binding that will hold up to the most dedicated use.

Monster Geographica: Underground is the first book in the line, gathering 200 monsters commonly found below the surface. The next book is Monster Geographica: Marsh and Aquatic, coming out November 2004, followed by Forest, Hills and Mountains, and Plains (Deserts and Tundra).

You may be wondering why Monster Geographica: Underground is XRP3002? A little known PDF called Internet Arcana was XRP3001. Internet Arcana was an ambitious project that strove to take full advantage of its digital medium. Not only were all the SRD spells and magic items in one fully bookmarked PDF, they were hyperlinked for ease of reference. We gathered many new spells and magic items from other sources, with the intent of bringing attention to other publishers' work through hyperlinking to product buy-pages and company web sites. It was a testament to what the digital medium could do for both the publisher and the consumer. Unfortunately, it was released shortly after Wizards of the Coast announced 3.5.

So short of an announcement for 4.0, we hope you enjoy Monster Geographica: Underground and all the Monster Geographica books for a long time!

Good Gaming,  
Suzi and Joe

P.S. Don't forget to enjoy the little "Flora and Fauna" bits scattered throughout the books. They contain interesting information appropriate to the setting, even if some of them aren't strictly flora nor fauna. Go ahead and sue us for it if you like...

# Barrow Rat

## Tiny Magical Beast

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

**Initiative:** +2

**Speed:** 15 ft. (3 squares), climb 15 ft., burrow 15 ft.

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

**Base Attack/Grapple:** +1/-10

**Attack:** Bite +5 melee (1d3-3)

**Full Attack:** Bite +5 melee (1d3-3)

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

**Special Attacks:** Mob tactics

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

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

**Abilities:** Str 4, Dex 15, Con 10, Int 2, Wis 12, Cha 2

**Skills:** Balance+10, Climb +10, Hide +16, Move Silently +8

**Feats:** Weapon Finesse

**Environment:** Underground

**Organization:** Pack (4-9), swarm (11-20), or nest (10-40 plus 100% noncombatant young)

**Challenge Rating:** 1/4

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 2-3 HD (Tiny)

**Level Adjustment:** —

This creature looks like a long, brownish-gray rat with a gray, hairless tail. Its underbelly is lighter in color and it has a black stripe on its dorsal side that runs the length of its body.

Barrow rats are scavengers by nature and prefer to feed on dead animals or rotting corpses, even going as far as to gnaw through a wooden coffin to eat the flesh of a newly dead and buried creature. Food that is not immediately devoured is ripped into smaller pieces, carried back to the barrow rat's nest, and stored for later consumption or fed to the newborn barrow rats.

Barrow rats are not as numerous or populous as their normal relatives, and people generally encounter them near barrow mounds or graveyards. Most encounters are at night as the rats sleep in underground burrows during daylight hours. A typical barrow rat nest holds 10-40 of the creatures with an additional 10-40 noncombatant young. One or two males dominate the nest. Typically there are also two or three females who dominate the colony, remaining subordinate only to the dominate male(s). Young are born live and a female typically gives birth to 3d8 young. The typical gestation period for a barrow rat is 1 month and young reach maturity in 3 months. Young are born blind and hairless and are completely dependent on their mother for several days thereafter. Young open their eyes around 20 days, and the mother weans her young after about one month.

Young barrow rats gain the stoney skin ability at 30 days after birth.

## Combat

Barrow rats rarely engage in combat with creatures much larger than themselves, preferring to flee when confronted. Smaller creatures are attacked from ambush and mobbed by the rats.

If threatened or cornered, a barrow rat activates its stone skin ability for defense and either attacks with its bite or simply flees. Multiple barrow rats mob an opponent. If their nest or young are threatened, barrow rats fight to the death.

**Mob Tactics (Ex):** Barrow rats crawl over each other in an attempt to mob opponents. When up to four barrow rats occupy a single 5-foot space, they attack with a +1 circumstance bonus.

**Stoney skin (Su):** Once per day, as a standard action, a barrow rat can toughen its skin to the hardness of stone. It gains damage reduction 5/— for 1 minute.

**Skills:** Barrow rats have a +4 racial bonus on Hide and Move Silently checks and a +8 racial bonus on Balance and Climb checks. They use their Dexterity modifier for Climb checks. A barrow rat can always take 10 on a Climb check, even if rushed or threatened.



# Fluttering Ooze

**Tiny Ooze**

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

**Initiative:** +0

**Speed:** 5 feet (1 square), fly 20 ft. (clumsy, 4 squares)

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

**Base Attack/Grapple:** +0/-10

**Attack:** Slam +0 melee (1d3-2)

**Full Attack:** Slam +0 melee (1d3-2)

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

**Special Attacks:** Smother

**Special Qualities:** Blindsight 60 ft., confounding appearance, ooze traits

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

**Abilities:** Str 6, Dex 11, Con 10, Int —, Wis 1, Cha 1

**Skills:** —

**Feats:** —

**Environment:** Underground

**Organization:** Flurry (5-10), swarm (11-30)

**Challenge Rating:** 1/4

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 2 HD (Tiny); 3 HD (Small)

**Level Adjustment:** —

The glistening wet patch of stone bursts from the wall and flutters about in a form resembling a moth. Its translucent form and silent motions combine with the cavern's darkness to confound the senses and make it quite difficult to follow.

## Combat

Usually found either clinging to walls or flying through dungeon corridors, this creature is attracted by the subtle moisture created through other creatures' respiration. The ooze attempts to wrap itself around a target's head in an effort to suffocate its prey—it dissolves its prey only very slowly, and its acid is not strong enough to harm flesh even after several minutes of direct contact. Fluttering oozes are also attracted by the gases given off by burning torches and smother them with their bodies, thinking the brands are prey. These unlucky creatures are usually severely wounded if not killed. However, they are rarely solitary, and other moths flock to attack intruders who now flounder in the dark.

**Smother (Ex):** A fluttering ooze that hits with its slam attack attempts to start a grapple as a free action without provoking an attack of opportunity. If the ooze succeeds at this grapple check, it wraps itself around its opponent's head. On the following round, the opponent must hold its breath or begin taking suffocation damage. The victim may attempt to peel that attached cave moth away with a successful DC 10 Strength or Escape Artist check; an ally may also attempt a DC 12 Strength check to pull away the creature.

Damage dealt to a fluttering ooze in the process of smothering a victim is split between cave moth and victim (round odd numbers to the ooze). The save DC is Constitution-based.

**Confounding Appearance (Ex):** Fluttering oozes are difficult to see, requiring a DC 15 Spot check to notice one. Even if a creature sees the cave moth, it must then make a second DC 15 Spot check to notice that it is something other than a simple patch of wet stone (if it is resting on a wall or ceiling) or a large moth (if it is flying).

## Piercer

Piercers resemble 1-foot long stalactites and are found underground in caves and caverns hanging from the ceiling waiting for living creatures to pass underneath. Those viewing a piercer must make a Spot check (DC 20) to discern its true nature; else it is overlooked and mistaken for a normal stalactite. Piercers gather in clusters of up to 20 creatures.

When a living creature stands in a square directly below a piercer, it drops and attempts to impale the unsuspecting foe. The creature can make a Reflex save (DC 15) to avoid the piercer's attack. If the save fails, the target sustains 1d6 points of piercing damage. If the save succeeds, the piercer misses its target and may not attack

again until it climbs back into position. (Piercers move 5 feet per round). A piercer on the ground is easily dispatched, although touching or attacking it unarmed or with natural weapons causes it to secrete an acid that deals 1d4 points of acid damage to the opponent each time one of its attacks hits.

Piercers can grow to a length of 6 feet. Those of 2 to 4 feet in length are CR 1 and deal 2d6 points of damage if they hit a foe. Their acid deals 1d6 points of acid damage. Those of 5 to 6 feet in length are CR 2 and deal 3d6 points of damage if they hit. Their acid deals 1d6 points of acid damage. The DC to avoid a piercer's attack is 15, regardless of its size.



# Cellar Dweller

## Fine Fey

**Hit Dice:** 1d6 (3 hp)

**Initiative:** +6

**Speed:** 15 ft. (3 squares), burrow 5 ft. (1 square)

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

**Base Attack/Grapple:** +0/-19

**Attack:** Dagger +14 melee (1d4-3/19-20/x2) or hand crossbow +14 ranged (1d4/19-20/x2)

**Full Attack:** Dagger +14 melee (1d4-3/19-20/x2) or hand crossbow +14 ranged (1d4/19-20/x2)

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

**Special Attacks:** Reduce person, spell-like abilities

**Special Qualities:** Damage reduction 5/cold iron, darkvision 20 ft., tremorsense 30 ft., underground animal empathy

Cellar dwellers are furry black-and-gray striped fey that infest dark places. If they infest an area with other inhabitants, they use their spell-like abilities to scare away owners. Rapid breeders, it does not take long for these diminutive bipeds to take over.

## Combat

**Reduce Person (Sp):** Once per day, a group of five or more cellar dwellers may work together to permanently shrink a Medium or smaller target down to two inches as if by an improved version of the reduce person spell (Caster level 5th). The target must succeed on a DC 10 Fortitude save to negate the effect. However, with every two cellar dwellers over five that are in the casting group, the DC increases by one point. The save DC is Charisma-based.

**Spell-like Abilities:** 1/day- *darkness*, *ghost sound* (DC 10), *knock*, *levitate*, *mage hand*, *nondetection* (DC 13), *open/close* (DC 10), *whispering wind*. Caster level 3rd. The save DCs are Charisma-based.

**Saves:** Fort +0, Ref +8, Will +3

**Abilities:** Str 4, Dex 22, Con 10, Int 15, Wis 13, Cha 11

**Skills:** Climb +0, Disable Device +4\*, Escape Artist +9, Handle Animal +3\*, Hide +22\*, Jump -5, Listen +7, Open Lock +6\*, Search +5, Spot+7, Survival +6, Tumble+7

**Feats:** Alertness, Weapon Finesse (B)

**Environment:** Urban underground

**Organization:** Gang (2-5), group (6-19) or platoon (20-40)

**Challenge Rating:** 1/3

**Treasure:** No coins, 70% goods (gems only), 30% items

**Alignment:** Usually chaotic neutral

**Advancement:** 2-3 HD (Fine)

**Level Adjustment:** -

**Tremorsense (Ex):** Cellar dwellers know the location of creatures within 30 feet, so long as those creatures are in contact with the ground.

**Underground Animal Empathy (Ex):** A cellar dweller can communicate and empathize with normal subterranean animals. This gives it a +2 racial bonus to checks when influencing the animal's attitude, and allows the communication of simple concepts and (if the animal is friendly) commands. A cellar dweller also has a +4 racial bonus on Handle Animal checks when dealing with underground animals.

**Skills:** \*Due to the coloration of its skin and dark clothing, a cellar dweller has a +8 racial bonus on Hide checks in places such as cellars, dungeons, and caverns. When outdoors in the dark it has an additional +4 bonus on Hide checks. A cellar dweller takes a -2 penalty to Open Lock and Disable Device checks, since it doesn't have thieves' tools of the proper size.

# Eldlorn

## Medium Fey

**Hit Dice:** 1d6 (3 hp)

**Initiative:** +0

**Speed:** 20 ft. (4 squares)

**Armor Class:** 14 (+3 leather armor, +1 small shield), touch 10, flat-footed 14

**Base Attack/Grapple:** +0/+0

**Attack:** Warhammer +0 melee (1d8/x3)

**Full Attack:** Warhammer +0 melee (1d8/x3)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** —

**Special Qualities:** Ancestral memories, darkvision 60 ft., stonecunning

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

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

**Skills:** Appraise +4, Craft (blacksmithing) +6, Craft (stonemasonry) +6, Craft (weaponsmithing) +6, Knowledge (arcana) +4, Knowledge (history) +6, Listen +5, Sense Motive +3, Spot +5

**Feats:** Alertness, Iron Will (b)

**Environment:** Underground

**Organization:** Solitary or accompanied by dwarves

**Challenge Rating:** 1/3

**Treasure:** Standard

**Alignment:** Usually neutral

**Advancement:** By character class

**Level Adjustment:** +0

The eldlorn are an ancient race of fey distantly related to dwarves. While they share many racial preferences with dwarves, they have a stranger, slower view of the world than most dwarves.

Eldlorn are as serious and determined as their distant relations, but they are much quieter about their resolve. Where a dwarf is stoic and direct, an eldlorn is contemplative and watchful, slow to laugh or show emotion of any kind. Eldlorn prefer to associate with humanoids patient enough to give each topic a slow-paced examination that comes naturally to eldlorn. Although they appreciate craft and artistry as much as their dwarven kin, it is magic that stirs the imaginations of the fey. Eldlorn are inventive in their spell casting and have collections of ancient spells greater than those of most other races.

Eldlorn resemble dwarves in build, although they are seldom as stocky as the typical dwarf. Usually about four feet tall, an eldlorn weighs around 80% of an adult human's average weight. Their skin color is a mix of tiny points of black, grey and white, a near-perfect match to granite and they are slightly cool to the touch. Their hair ranges from light grey through to charcoal black, tending to whiten with age. Male eldlorn commonly grow long beards, which they weave into a complicated braid.

Even more than dwarves, eldlorn are smiths of great power. Many eldlorn wizards and clerics focus on item creation feats and dedicate their span of years to perfecting their craft. Some of the greatest magesmiths have been eldlorn dwelling within dwarven communities. Eldlorn often become advisors to great dwarf chieftains and kings, but they seldom become leaders themselves. Outside of dwarven society, they are usually governed by groups of their oldest members. Eldlorn speak Dwarven, Sylvan and Undercommon.

## Combat

Most eldlorn live within or near dwarven communities but are seldom involved in military activities. If forced to fight, eldlorn act carefully and logically, attempting to keep their distance and use whatever spells or magic items they have access to. Since they rarely fight alone, eldlorn warriors have developed sophisticated tactics to use in conjunction with their spellcasters. At its simplest, the eldlorn method of combat consists of low-level soldiers fighting defensively, sometimes employing tower shields, to provide cover for their spellcasting leaders.

**Ancestral Memories (Su):** Once per week, an eldlorn can contact his or her ancestors to seek advice on a specific course of action. Doing so acts as the *augury* spell cast by a cleric of a level equal to the eldlorn's Hit Dice total. Because this is a supernatural ability it requires no divine focus. It is the eldlorn's ancestors, rather than a deity, who offer a prediction. Eldlorn also receive a +2 racial bonus on Knowledge (history) skill checks and they can make such checks untrained.

**Darkvision (Ex):** Unlike most fey, an eldlorn has darkvision with a range of 60 feet.

**Stonecunning (Ex):** This ability grants an eldlorn a +4 racial bonus on Search checks to notice unusual stonework, such as sliding walls, stonework traps, new construction (even when built to match the old), unsafe stone surfaces, shaky stone ceilings, and the like. Something that isn't stone but that is disguised as stone counts as unusual stonework. An eldlorn who merely passes within 10 feet of unusual stonework can make a Search check as if he were actually searching, and a Eldorn can use the Search skill to find stonework traps as a rogue can. An eldlorn can also intuit depth, sensing his approximate depth underground as naturally as a human can sense which way

is up. Eldlorn have a sixth sense about stonework, an innate ability that they get plenty of opportunity to practice and hone in their underground homes.

**Skills:** An eldlorn has a +2 racial bonus on Craft checks that are related to stone or metal items.

### *Eldlorn Characters*

Although they are fey, not humanoids, eldlorn breed true with dwarves. The child of an eldlorn-dwarf union is always a dwarf. Because of this,

## *Corpse Fungus*

### **Tiny Plant**

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

**Initiative:** -5

**Speed:** 0 ft.

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

**Base Attack/Grapple:** +0/—

**Attack:** —

**Full Attack:** —

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

**Special Attacks:** Spores

**Special Qualities:** Plant traits

The corpse fungus is lichen that infects recently dead bodies. It goes through three distinct stages. Infection and incubation occur within the first week, and the fungus is difficult to detect. The exhibiting stage occurs within 2-8 weeks of infection, where tendrils are visible and attack when disturbed. Lastly, the mobile stage occurs within 8-12 weeks of infection. The corpse fungus animates its host by creating a faux nervous system. Though it resembles a zombie in appearance and movement, it is a plant and therefore immune to turning.

### *Combat*

**Spores (Ex):** Corpse fungi have only one attack, but it is a debilitating one. Disturbing the exhibiting stage fungus by prodding it or shifting the host body causes the plant to emit a cloud of spores. Anyone standing within 10 feet of the corpse when this attack is unleashed must make a Reflex save against DC 11 or be paralyzed for 1d4 hours. This ability can only be used once per day. The save DC is Constitution-based.

### *Creating a Corpse Fungus Host*

“Corpse fungus host” is an inherited template that can be added to any zombie (referred to hereafter as the base creature).

the eldlorn race dwindles with each generation. Prestige classes with the race requirement “dwarf” are open to eldlorn as long as they meet all of the other prerequisites.

An eldlorn’s favored class is wizard. Most eldlorn Non-Player Characters with class levels are experts competent at two or more Craft skills. Most eldlorn leaders are almost always wizards. Adventuring eldlorn are usually motivated by a desire to search out new or lost arcane lore.

Eldlorn have the same age categories as elves.

**Saves:** Fort +3, Ref +0, Will -4

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

**Skills:** —

**Feats:** —

**Environment:** Any underground

**Organization:** Solitary (parasite)

**Challenge Rating:** ½

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 2 HD (Small)

**Level Adjustment:** —

A corpse fungus host uses all the base creature’s statistics and abilities except as noted here.

**Size and Type:** The creature’s type changes to plant. The creature’s size is unchanged. Zombies with this template become plant creatures.

**Armor Class:** A corpse fungus host’s natural armor bonus increases by +2.

**Special Attacks:** A corpse fungus host retains all the special attacks of the base creature and also gains the following special attack.

**Spores (Ex):** Attacking the host while a corpse fungus is in the mobile stage causes the plant to emit a cloud of spores. Anyone standing within 10 feet of the host when this attack is unleashed must make a Reflex save (DC = 10 + ½ Host’s HD + Con modifier), or be paralyzed for 1d4 hours. This ability can only be used once per day. The save DC is Constitution-based.

**Special Qualities:** A corpse fungus host retains all the special qualities of the base creature. The corpse fungus host loses its undead traits, and instead gains plant traits.

**Abilities:** Same as the base creature, but Constitution is 12.

**Challenge Rating:** Same as base creature +1.

**Alignment:** Always neutral.



# Leech Bat

## Small Magical Beast

**Hit Dice:** 1/2d10 (2 hp)

**Initiative:** +2

**Speed:** 5 ft. (1 square), fly 30 ft. (average) (6 squares)

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

**Base Attack/Grapple:** +0/-5

**Attack:** Bite +0 melee (1d6-1) or touch +0 melee (attach) or harmonic attack +3 ranged touch

**Full Attack:** Bite +0 melee (1d6-1); or touch +0 melee (attach); or harmonic attack +3 ranged touch

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Attach, blood drain, harmonic attack

**Special Qualities:** Darkvision 120ft., light sensitivity, low-light vision

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

**Abilities:** Str 8, Dex 14, Con 10, Int 1, Wis 11, Cha 5

**Skills:** Hide +8, Listen +3, Spot +3

**Feats:** Alertness

**Environment:** Underground

**Organization:** Swarm (5-20), family (21-60), colony (61-200)

**Challenge Rating:** 1/2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 1-2 HD (Small); 3 HD (Medium)

**Level Adjustment:** +5\* (familiar)

Parasitic predators, leech bats live off the drained blood of animals. Leech bats have serpentine bodies roughly 3 feet long, leathery wings with small claws, and large, leechlike mouths framed with tiny yellow eyes. Their rubbery skin is a dull gray, marked with patches of crimson. Their tails are prehensile, allowing them to hang from cave ceilings with ease. Leech bats typically live underground in families of several dozen, but larger colonies numbering in the hundreds are not uncommon. Depending on the depth of their homes, leech bats hunt either small underground creatures such as lizards and burrowing mammals, or swarm above ground at night and drain the blood of cows, horses, and similar defenseless animals.

## Combat

Leech bats seek out healthy animals, stunning them with their harmonics before latching on to drain blood. A swarm of leech bats usually flees if hard-pressed, but creatures invading a family's territory must cause the bats great damage before they will abandon their home.

\*A spellcaster of 5th level or higher with the Improved Familiar feat can take a leech bat as a familiar.

**Attach (Ex):** If a leech bat hits with a melee touch attack, it latches onto its opponent's body with its mouth. An attached leech bat is effectively

grappling its prey. The leech bat loses its Dexterity bonus to AC and thus has an AC of 11, but holds on with great tenacity. An attached leech bat can be struck with a weapon or grappled. To remove an attached leech bat through grappling, the opponent must achieve a pin against the leech bat.

**Blood Drain (Ex):** A leech bat drains blood, dealing 1d2 points of Constitution damage in any round when it begins its turn attached to a victim. Once it has dealt 4 points of Constitution damage, it detaches and flies off to digest the meal. If its victim dies before the leech bat's appetite has been sated, the leech bat detaches and seeks a new target.

**Harmonic Attack (Ex):** A leech bat can fire a 20-foot ray of sonic energy as a standard action. A creature struck by the ray must succeed on a DC 10 Fortitude save or be stunned for 1d3 rounds. The save DC is Constitution-based.

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

## Physiological uses

A leech bat corpse, if less than a week old, can be added to any sonic spell of 3rd level or lower as a material component, adding +1 to the spell's save DC. Multiple corpses grant no extra bonus. The corpse is consumed during casting.

# Silid

**Silid, 1st-Level Warrior**

**Small Humanoid (Goblinoid)**

**Hit Dice:** 1d8+2 (6 hp)

**Initiative:** +2

**Speed:** 30 ft. (6 squares)

**Armor Class:** 15 (+1 size, +2 Dex, +2 leather armor), touch 13, flat-footed 13

**Base Attack/Grapple:** +1/-2

**Attack:** Short sword +3 melee (1d6+1) or short spear+4 ranged (1d4+1)

**Full Attack:** Short sword +3melee (1d6+1) or short spear +4 ranged (1d4+1)

**Space/Reach:** 5 ft./5 ft.

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

**Special Qualities:** Blur, darkvision 60 ft., light blindness

This small humanoid has pale gray skin and moves with quickness and gracefulness. Its hair is unkempt and jagged, and its ears are slightly pointed. Its arms end in four-fingered hands. Its eyes are slightly bulbous with red pupils.

Silids are small subterranean dwellers that enjoy ambushing and waylaying their opponents. Opponents are slain, their possessions stolen, and the bodies left to whatever happens to wander along looking for a meal. Silids are cruel, mean-spirited creatures that care nothing for themselves or anything else. They seem to take great pleasure in bringing misery to others, particularly adventurers. Silids rarely interact with other races. They are an untrustworthy lot, and most other races avoid contact with them.

Silids live in groups (called stripes) of up to 40 individuals. Each stripe is a loose organization of silids, with a single leader that controls and governs the remainder of the stripe. The leader is almost always the meanest, cruelest, and sneakiest silid of the bunch. Under his command, the silids conduct raids and hunt their subterranean realm for surface-dwellers that have wandered into their territory. When hunting or harassing travelers, silids often don armor (either leather or padded) and carry weapons.

Silids are humanoids roughly 3 to 4 feet tall. Though slightly thick in stature, a silid is quick on its feet and extremely graceful. Hair color is always dark, usually black or brown. Silids prefer to dress in drab or dark clothes with black being the most prominent, followed closely by dark gray.

Silids speak Undercommon and Goblin.

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

**Abilities:** Str 13, Dex 15, Con 14, Int 10, Wis 9, Cha 4

**Skills:** Hide +12, Listen +3, Move Silently +8, Spot +3

**Feats:** Stealthy

**Environment:** Underground

**Organization:** Gang (5-10), band (11-16, plus 1 3rd-level leader), or stripe (21 -40 plus 50% noncombatants plus 1 3rd-level sergeant, 1 lieutenant of 4th level, and 1 leader of 6th or 7th level)

**Challenge Rating:** 1/2

**Treasure:** Standard

**Alignment:** Usually chaotic evil

**Advancement:** By character class

**Level Adjustment:** +1

## Combat

Silids skulk about their underground world in search of surface-dwellers. Surface-dwellers seem to love exploring the realms of the deep, so there rarely is a shortage of opponents for the mean-spirited silid. Often, a band of silids trails an adventuring party before attacking; waiting until the terrain is just right (silids prefer small, cramped areas because they gain the advantage on larger opponents). When the attack commences, a silid blurs itself and usually employs one of the following tactics.

The silids attack from ambush, attempting to maim or kill as many of their opponents as they can. Or, the silids rush from all angles and swarm their opponents. The latter tactic is usually only used when a large group of silids are present (such as when a party of adventurers stumbles into a silid lair).

**Sneak Attack (Ex):** A silid deals +1d6 points of damage any time its target is denied a Dexterity bonus to AC (whether the target actually has a Dexterity bonus or not), or when the silid flanks its target. If the silid takes levels in the rogue class, this ability stacks with the rogue's sneak attack.

**Blur (Sp):** Once per day, a silid can create an effect identical to the blur spell (caster level equals the silid's class levels).

**Light Blindness (Ex):** Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds a silid for 1 round. On subsequent rounds, it is dazzled as long as it remains in the affected area.

**Skills:** Silids have a +4 racial bonus on Hide and Move Silently checks.

# Skunk Goblin

## Skunk Goblin, 1st-Level Warrior

### Tiny Humanoid (Goblinoid)

**Hit Dice:** 1d8+4 (8 hp)

**Initiative:** +2

**Speed:** 20 ft. (4 squares)

**Armor Class:** 16 (+2 size, +2 Dex, +2 leather armor), touch 14, flat-footed 14

**Base Attack/Grapple:** +0/-8

**Attack:** Short sword +2 melee (1d3/19-20) or javelin +4 ranged (1d3)

**Full Attack:** Short sword +2 melee (1d3/19-20) or javelin +4 ranged (1d3)

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

**Special Attacks:** —

**Special Qualities:** Darkvision 120 ft., pungency

**Saves:** Fort +6, Ref +2, Will +0

**Abilities:** Str 10, Dex 14, Con 18, Int 10, Wis 11, Cha 6

**Skills:** Hide +10, Listen +4, Move Silently +4, Search +10, Spot +4

**Feats:** Alertness

**Environment:** Urban land or underground

**Organization:** Gang (4-9), troupe (10-24), band (10-100 plus 3 3rd-level cleric per 20 adults and 1 rogue of 5th level), or tribe (40-400 plus 1 3rd-level cleric per 20 adults, 1 or 2 rogues of 6th level, 1 fighter of 7th level, and 10-24 dire rats)

**Challenge Rating:** ½

**Treasure:** Standard

**Alignment:** Usually chaotic neutral

**Advancement:** By character class

**Level Adjustment:** +2

These smaller goblinoids are brown-gray in color and covered in puss-filled sores. They are only a few feet tall and their realm is filth and waste, and their odor reflects their home.

## Combat

**Pungency (Ex):** Skunk goblins smell so bad that anyone within 10 feet of one must succeed on a DC 14 Fortitude saving throw each round or become nauseated; nauseated characters are unable to attack, cast spells, concentrate on spells, or do anything else requiring attention. The only action such a character can take is a single move or move-equivalent action per turn. This effect lasts until the character moves out of range, plus 1 round. The save DC is Constitution-based.

**Skills:** Skunk goblins gain a +8 racial bonus to all Search checks due to their almost supernatural penchant for discovering valuables in even the densest of midden heaps.

## Skunk Goblins as Characters

Most skunk goblins unsurprisingly choose to follow the rogue class. Those who become clerics tend toward the following domains: Chaos, Luck, and Trickery. The few that study arcane magic almost always take the adept class rather than sorcerer or wizard, and usually multi-class as rogues.

Skunk goblin characters possess the following racial traits.

- +2 Dexterity, +4 Constitution, -4 Charisma.
- Tiny size. +2 bonus to Armor Class, +2 bonus on attack rolls, +8 bonus on Hide checks, -8 penalty on grapple checks, lifting and carrying limits ½ those of Medium characters.
- A skunk goblin's base speed is 20 feet.
- Darkvision out to 120 feet.
- +8 racial bonus on Search checks.
- Special Qualities (see above): Pungency.
- Automatic Languages: Goblin, Undercommon. Bonus: Common, Draconic, Orc.
- Favored Class: Rogue.
- Level Adjustment: +2



# Addlevetch

## Small Plant

**Hit Dice:** 1d8+3 (7 hp)

**Initiative:** +7

**Speed:** 15 ft. (3 squares)

**Armor Class:** 18 (+1 size, +7 Dex), touch 18, flat-footed 11

**Base Attack/Grapple:** 0/-6

**Attack:** Eye rays +8 ranged touch

**Full Attack:** Eye rays +8 ranged touch

**Space/Reach:** 5 ft./—

**Special Attacks:** Eye rays

**Special Qualities:** All-around vision, low-light vision 60 ft., plant traits

**Saves:** Fort +5, Ref +7, Will -4

**Abilities:** Str 7, Dex 25, Con 17, Int —, Wis 2, Cha 18

**Skills:** Hide +11, Search +1, Spot +4

**Feats:** Alertness<sup>b</sup>

**Environment:** Underground and warm deserts

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

**Challenge Rating:** 1

**Treasure:** 50% standard

**Alignment:** Always neutral

**Advancement:** 2 HD (Small); 3 HD (Medium)

**Level Adjustment:** —

This is an interesting, but dangerous subterranean plant that lives near sources of fresh water. It has no leaves, a dark brown base of thick, mobile roots, and three long and curving stems. Each of these stems sports a colorful and shiny sphere. The desert breed of addlevetch is very similar to its subterranean cousin, except that it is lighter in hue and grows a few large leaves near its base.

## Combat

An addlevetch prefers to lie in wait along pools of water, usually clinging to a stalctite or a palm tree. When an animal or other prey comes near, it uses its rays to disable and kill the creature. Once any threats have passed, the plant nestles into the corpse to consume and grow.

**Eye Rays (Su):** Each of the addlevetch's three small eyes can produce a magical ray once per round as a free action. Each of the addlevetch's three eye rays resembles a spell cast by a 8th-level caster, but follows the rules for a ray. Each eye ray has a range of 55 ft. and save DC of 14. The save DCs are Charisma-based.

The three eye rays include:

*Confusion Eye:* This yellow eye shoots a ray that acts as a *confusion* spell, except that it affects one creature with up to 8 Hit Dice. The target must succeed at a DC 18 Will save to resist.

*Daze Eye:* This red eye can shoot a ray that works like the *daze* spell, except that it affects one creature with up to 8 Hit Dice. The target must succeed at a DC 14 Will save to resist.

*Inflict Light Wounds Eye:* This little blue sphere shoots a ray that works like the *inflict light wounds* spell, except that it affects one creature with up to 10 Hit Dice, causing 1d8+5 points of damage. The target may make a DC 15 Will save for half damage.

**All-Around Vision (Ex):** Addlevetch plants are exceptionally alert. Their prehensile eye-stems give them a +4 racial bonus to Spot and Search checks, and they cannot be flanked.

**Plant:** Immune to all mind-affecting effects, poison, sleep effects, paralysis, polymorph, and stunning. Not subject to critical hits.

# Cave Beetle

## Diminutive Vermin

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

**Initiative:** +0

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

**Armor Class:** 22 (+4 size, +8 natural), touch 14, flat-footed 22

**Base Attack/Grapple:** +0/-16

**Attack:** Bite +4 melee (1d2-4 plus poison)

**Full Attack:** Bite +4 melee (1d2-4 plus poison)

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

**Special Attacks:** Implant eggs, poison

**Special Qualities:** Blindsight 60 ft., vermin traits

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

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

**Skills:** Climb +4

**Feats:** Weapon Finesse<sup>b</sup>

**Environment:** Underground

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

**Challenge Rating:** 1

**Treasure:** None

**Advancement:** —

**Level Adjustment:** —

Cave beetles are blind but well adapted to a life without light. They have no eyes at all, relying solely upon their small antennae and the specialized receptor-hairs on their legs to provide them with details about their environment.

A cave beetle's exoskeletal carapace is its greatest asset and most distinctive feature. It is usually gray and somewhat lumpy, allowing the beetle to be mistaken for a rock at a quick glance. The carapace extends beyond the beetle's head and legs, so when it wishes it can 'plop' itself down where it stands and be entirely covered by its carapace. The cave beetle's antennae touch the stone floor directly below its head, tapping along like two guiding canes as the creature makes its way along the caverns of the subterranean world.

Cave beetles mate whenever a male and a female stumble across each other. The female stores the fertilized eggs in her abdomen until discovering a suitable host in which to implant them. (The host need not be living; carrion does nicely as well.) When it finds a host a cave beetle sprays out airborne pheromones advertising the fact. This chemical scent is undetectable to humans and most humanoid races but sends any cave beetles within 300 yards scurrying in the general direction of the victim.

Cave beetles have a low metabolism, allowing them to go without food for weeks at a time. They generally do not need to drink, obtaining enough liquid from the bodies of their occasional victims.

Like many insects, cave beetles can walk along walls and ceilings. Their wing cases have fused shut in rock-mimicry; cave beetles cannot fly.

## Combat

Cave beetles are omnivorous, feasting mostly upon molds and lichens found growing underground. They devour any carrion they stumble across but are not against attacking any living creatures they might bump into. Since a cave beetle's mouthparts are hidden underneath its extended carapace, it can only bite those creatures upon which it stands (usually having wandered into them by accident as they rest or sleep). Creatures bitten by a cave beetle must deal with the effects of its paralytic venom.

**Implant Eggs (Ex):** Once a victim is paralyzed, a female cave beetle implants 1d4 eggs into the paralyzed creature's wounds, dealing an additional point of damage to the victim in the process. If untreated (with a remove disease or heal spell) within 5d12+60 minutes, the eggs hatch and start devouring the victim from within, inflicting 1 point of damage per grub per minute until the host is slain.

**Poison (Ex):** Injury, Fortitude DC 10, initial damage paralysis for one minute, secondary damage paralysis for 1d3 hours. A cave beetle can only store enough venom for a single bite attack, requiring an hour to replenish its stock. The save DC is Constitution-based.

**Skills:** Cave beetles have a +8 racial bonus on Climb checks. A cave beetle can always choose to take 10 on Climb checks, even if rushed or threatened.

# Coblynau

## Small Fey

**Hit Dice:** 1d6 (3 hp)

**Initiative:** +1

**Speed:** 30 ft. (6 squares)

**Armor Class:** 16 (+1 size, +1 Dex, +4 natural), touch 12, flat-footed 15

**Base Attack/Grapple:** +0/-6

**Attack:** Club -1 melee (1d4-2)

**Full Attack:** Club -1 melee (1d4-2)

**Space/ Reach:** 5ft. / 5ft.

**Special Attacks:** Shape earth

**Special Qualities:** Darkvision 60 ft., light sensitivity, spell resistance 16

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

**Abilities:** Str 7, Dex 12, Con 10, Int 9, Wis 10, Cha 12

**Skills:** Craft (trapmaking) +4, Hide +8 Listen +6, Search +4, Spot +6

**Feats:** Alertness

**Environment:** Underground

**Organization:** Gang (6-9), band (10-20), or tribe (20-100)

**Challenge Rating:** 1

**Treasure:** None

**Alignment:** Usually chaotic evil

**Advancement:** 2 HD (Small), 3 HD (Medium)

**Level Adjustment:** —

These foul-tempered and moody fey creatures live deep in the earth, usually inhabiting mineshafts or other underground areas frequented by humans. They are prone to misleading and playing harmful tricks upon any creatures they encounter. Short and stooped with hard, warty, toad-like skin, coblynau have huge gray eyes and are pug-nosed. They have short stumpy horns and 2 foot long non-prehensile tails.

## Combat

**Shape Earth (Su):** As a full round action, four or more coblynau can magically alter the shape or stability of stone or earth. The creatures must designate a 10 foot square area they wish to imbue with one of three effects.

Each effect is stored in the designated area until the coblynau desires to trigger it. The effect can be triggered by any of the creatures that created it. A coblynau group can only designate one area at a time. The save DCs are Dexterity-based.

To trigger the effect, a coblynau must knock seven times (7 rounds) on a wall that is adjacent to and within 30 feet of the designated area.

**Collapse-** causes a 10 foot x 10 foot square area of ceiling to collapse. Creatures caught in the falling debris take 2d6 hit points of damage (Reflex save DC 11 for 1/2 damage).

**Dead end-** blocks an existing passage with a 1 foot thick wall of stony earth.

**Open pit-** causes a 10 foot x 10 foot square area in the floor to suddenly open up. Creatures falling into the pit take 1d6 points of falling damage (Reflex save DC 11 for 1/2 damage).

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

## Flora and Fauna

**Crystal Grazer:** The crystal grazers are a family of many colored crystal lattices through which air travels. This living crystal filters the underdeep air of microscopic magiovores, much like ocean sponges filter the ocean's water for its food. Crystal grazers inhale carbon dioxide, store it in small hollow structures within their crystal latticework, and use the carbon dioxide in their digestive process. The multi-colored crystal grazers are often found clinging to underground areas frequented by living creatures that profit greatly from their air purification side-effect. Intelligent races often create caves containing lifegiver moss and crystal grazers throughout their strongholds. Identifying a crystal grazer requires a knowledge (dungeoneering) check DC 10. Crystal grazers are magically dependent gems that require magic, carbon dioxide, and food to survive. They are only found underground or in caves. Sunlight eventually breaks down their crystalline structure, killing them.



# Crystal Serpent

## Small Magical Beast (Earth)

**Hit Dice:** 1d10+3 (8 hp)

**Initiative:** +2

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

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

**Base Attack/Grapple:** +1/-2

**Attack:** Bite +3 melee (1d6+1 plus shock)

**Full Attack:** Bite +3 melee (1d6+1 plus shock)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Shock

**Special Qualities:** Burrow, darkvision 60 ft., low-light vision, tremorsense 60 ft.

Crystal serpents seek, eat, and are entirely composed of gems, be it quartz, hematite, turquoise, or other semi-precious stones. They writhe through the stone and earth hunting gems, which they detect within 60 feet.

## Combat

**Shock (Ex):** When a crystal serpent hits with its bite attack, it delivers a sharp jolt of electricity to its opponent, dealing 1d4 points of electricity damage.

**Burrow (Ex):** Crystal serpents can travel as easily through stone as fish travel through water.

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

**Abilities:** Str 12, Dex 14, Con 17, Int 7, Wis 10, Cha 5

**Skills:** Hide +8, Listen +2, Move Silently +4, Spot +2

**Feats:** Lightning Reflexes (b), Stealthy

**Environment:** Underground

**Organization:** Brood (2-5), or nest (5-10)

**Challenge Rating:** 1

**Treasure:** 2d6 10 gp gems

**Alignment:** Always neutral

**Advancement:** 2-3 HD (Small)

**Level Adjustment:** —

They can travel up to 30 feet per round through solid stone, dirt, or any other type of earth except for metal. The burrowing leaves no tunnel or hole, nor does it create a ripple or any other sign of its presence. A *move earth* spell cast on an area containing a burrowing crystal serpent flings it back 30 feet, stunning the creature for 1d6 rounds unless it succeeds at a Fortitude save (DC 16 + the caster's relevant ability bonus).

**Tremorsense (Ex):** Crystal serpents know the location of creatures within 60 feet, so long as those creatures are in contact with the ground.

# Daurzam

## Daurzam, 1st-level warrior

**Medium Humanoid (Daurzam)**

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

**Initiative:** +2

**Speed:** 20 ft. (4 squares)

**Armor Class:** 16 (+2 Dex, +4 natural), touch 12, flat-footed 14

**Base Attack/Grapple:** +0/+0

**Attack:** Shortspear +0 melee (1d6) or shortbow +2 ranged (1d6/x3)

**Full Attack:** Shortspear +0 melee (1d6) or shortbow +2 ranged (1d6/x3)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** —

**Special Qualities:** Darkvision 120 ft., dodge bonus, light sensitivity

Daurzam are good-natured primitives living in subterranean depths. They are thick humanoids with long limbs and thick, rhino-like skin. Daurzam often see themselves as protectors of the deep earth, hunting and killing unwanted intruders and dangerous evil creatures.

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

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

**Skills:** Hide +6, Listen +2, Move Silently +6, Spot +2

**Feats:** Alertness, Stealthy (b)

**Environment:** Underground

**Organization:** Solitary, patrol (2-4), or band (5-20)

**Challenge Rating:** 1

**Treasure:** No coins, standard goods, no items

**Alignment:** Usually neutral

**Advancement:** By character class

**Level Adjustment:** +0

## Combat

**Dodge Bonus (Ex):** A daurzam has a +4 dodge bonus to Armor Class against all creatures of Huge or larger size.

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

# Deep Fey

**Medium Fey**

**Hit Dice:** 2d6+2 (9 hp)

**Initiative:** +4

**Speed:** 30 ft. (6 squares)

**Armor Class:** 16 (+4 Dex, +2 leather armor), touch 14, flat-footed 12

**Base Attack/Grapple:** +1/+1

**Attack:** Short sword +1 melee (1d6/19-20) or light crossbow +5 ranged (1d8/19-20)

**Full Attack:** 2 short swords -1 melee (1d6/19-20); or light crossbow +5 ranged (1d8/19-20)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Spell-like abilities

**Special Qualities:** Darkvision 120 ft., see in darkness, spell resistance 16, vulnerability to light

**Saves:** Fort +1, Ref +7, Will +6

**Abilities:** Str 10, Dex 19, Con 12, Int 12, Wis 16, Cha 17

**Skills:** Climb +5, Hide +9, Listen +8, Move Silently +9, Search +6, Spot +8, Survival +3 (+5 following tracks), Swim +5

**Feats:** Two-Weapon Fighting

**Environment:** Underground

**Organization:** Solitary, pair, band (2-8 plus 1 3rd level leader), or force (4-40 plus 1 8th level captain, 1 7th level sorcerer, 2 5th level priests, and 3 3rd level sergeants)

**Challenge Rating:** 1

**Treasure:** Standard

**Alignment:** Usually lawful good

**Advancement:** By character class

**Level Adjustment:** +2

Deep fey are spirits of the earth, inhabiting only the deepest and darkest crevasses and caverns under the ground. Even most other underground races view them as legendary and nonexistent. Deep fey are the protectors of the secret places of the earth: sacred grottoes, hidden wonders, and delicate structures. These are places that were not meant for mortals to venture, and the deep fey are sworn to keep all others out. Deep fey take great care to keep the entrances to their areas hidden and secret, and often fight small skirmishes with other underground races to prevent them from moving too far beneath the earth.

Deep fey are slight in stature, being slightly smaller than elves. They have jet black skin and hair that reflects no light, long pointed ears, snaky tails, and thick curved horns. They are highly magical in nature, and prefer to live in absolute darkness. Some say that the bodies of the deep fey are created out of the darkness itself. There may be some truth to this, as deep feys exposed to bright light begin to slowly fade away. Deep fey speak an archaic form of Sylvan.

## Combat

Deep fey prefer to attack in darkness, and use their spells to counter opponents' light sources before attacking. In battle, deep fey like to remain behind cover and target their enemies with missile weapons. If melee is necessary, deep fey warriors attack with a short sword in each hand. Deep fey often use their spider climb ability to ambush their enemies, dropping onto them from above in deep caverns. Spellcasters remain out of the melee, using their spells from a distance to help their brethren.

**Spell Like Abilities:** 1/day—*deeper darkness*, *dispel magic*, *spider climb*. Caster level 2nd (or equal to character level). The save DCs are Charisma based.

**See in Darkness (Su):** Deep fey can see perfectly in darkness of any kind, even that created by a *deeper darkness* spell.

**Vulnerability to Light (Ex):** Deep fey gain their sustenance from darkness, and are adversely affected by light. If exposed to a strong light source (anything brighter than a torch), a deep fey is dazzled. If exposed to sunlight or a *daylight* spell, a deep fey takes 1 point of damage each round and is blinded. Deep fey near the surface world sometimes manufacture special protective eyewear to counter these penalties.

# Huggermugger

## Small Humanoid (Huggermugger)

**Hit Dice:** 2d8 (9 hp)

**Initiative:** +3

**Speed:** 30 ft. (6 squares)

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

**Base Attack/Grapple:** +1/-3

**Attack:** Hook-blade +5 melee (1d4)

**Full Attack:** Hook-blade +5 melee (1d4)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Confusion aura

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

**Saves:** Fort +0, Ref +6, Will +1

**Abilities:** Str 11, Dex 16, Con 10, Int 11, Wis 13, Cha 12

**Skills:** Hide +13, Listen +3, Move Silently +9, Sleight of Hand +9, Spot +3

**Feats:** Weapon Finesse

**Environment:** Underground

**Organization:** Band (4-9) or swarm (10-20)

**Challenge Rating:** 1

**Treasure:** Standard

**Alignment:** Always chaotic neutral

**Advancement:** By character class

**Level Adjustment:** +2

This small creature wears a black hat, pulled low so as to hide its facial features. Short, cropped black hair juts from under the hat. It wears a robe of grayish-brown.

A huggermugger stands 3 to 4 feet tall. Its skin is pale and cold to the touch, regardless of the actual temperature in the surrounding area. A huggermugger's normal attire, in addition to its hat, is a robe of black or dark gray. Huggermuggers live in warrens deep beneath large cities in the sewers and catacombs. They have been compared to rats, swarming up from the filth to feed on human society like great parasites.

Huggermuggers are small, underground dwelling humanoids that relish in chaos, disorder, trickery, and the fine art of thieving. These degenerate humanoid creatures have only been encountered in large cities with extensive sewer systems, but it is not known how their race has spread or how it developed. Some fear-mongering city dwellers have loudly speculated that the huggermuggers have vast tunnel complexes that connect all of the large cities of the world, and that some day the vile race will issue up from the depths as an invading army.

Huggermuggers do not speak, other than the incessant chattering and mumbling they seem to constantly indulge in. Their language has yet to be translated by sages, so what they call themselves remains a mystery. The name "huggermugger" is a nonsense word akin to "boogeyman," being a name used in stories to scare children into remaining close to home and not exploring the sewers and dark alleys of the city.

## Combat

A band of huggermuggers slowly circles its opponents, chattering and mumbling so as to cause confusion. Each round they circle a foe, one huggermugger moves in, attacks with its

hook-blade, and then falls back into the circle as another prepares to attack. If outnumbered or outclassed, huggermuggers prefer to attack from ambush, confusing their opponents before robbing or slaying them.

**Confusion Aura (Su):** A group of three or more huggermuggers can, as a free action, create an aura of confusion. Anyone within 40 feet of the huggermuggers must succeed on a Will save (DC 12, +1 per huggermugger in the group) or be affected as by a confusion spell for 5 rounds. All huggermuggers in the group must be within 30 feet of each other to create this aura. Each huggermugger may contribute to the confusion aura once per day. A creature that makes a successful save cannot be affected by the confusion aura of any huggermuggers in that group for one day. The save DC is Charisma-based.

**Natural Cunning (Ex):** Huggermuggers possess innate cunning and logical ability. This makes them immune to maze spells, prevents them from ever becoming lost, and enables them to track enemies. Further, they are never caught flat-footed.

**Skills:** Huggermuggers have a +4 racial bonus on Sleight of Hand, Move Silently, and Hide checks.

**Hook-Blade:** Damage 1d4 (S), 1d6 (M); crit x2; weight 2 lb.; slashing.

The hook-blade is 13 inches long with a wooden handle and finely sharpened, curved blade on one end. A smaller blade protrudes from the other side of the weapon. It resembles a kama with a smaller curved blade opposite the main blade.

The smaller blade can be used to disarm an enemy. When using the hook-blade, a creature gets a +2 bonus on opposed attack rolls made to disarm an enemy (including the roll to avoid being disarmed if such an attempt fails).

# Igran-Krider

**Medium Humanoid (Igran-Krider)**

**Hit Dice:** 2d8 (9 hp)

**Initiative:** +3

**Speed:** 30 ft. (6 squares), climb 15 ft. (3 squares)

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

**Base Attack/Grapple:** +1/+1

**Attack:** Spear +1 melee (1d8/x3) or bite +1 melee (1d3) or spear +4 ranged (1d8/x3)

**Full Attack:** Spear +1 melee (1d8/x3) and bite -4 melee (1d3); or spear +4 ranged (1d8/x3)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Dazzle, hypnotic lights

**Special Qualities:** Darkvision 60ft., light generation.

Igran-krider are a race of subterranean humanoids who act as lorekeepers of the underworld, constantly refining their living history of sound. A typical igran-krider stands 6 feet tall and weighs about 160 pounds. Igran-krider are hairless, and their skin is a barely-translucent white, dappled with tough black spots. Beneath the white surface, veins are faintly visible, coursing with colored fluids. Igran-krider can brightly illuminate these fluids, shining light through the tunnels of their homes. This light is used both as a communications medium and as a means of dazzling adversaries. Beneath an igran-krider's heels are 4-inch retractable claws, which they use to climb tunnel walls. Igran-krider can live as long as 120 years.

Igran-krider are carnivores, using their serrated teeth to eat their prey raw. They live in small packs, based out of sparsely furnished caves. A pack generally remains in one area until danger or a lack of food forces the pack to find a new home. A pack reduced to three or fewer igran-krider is gifted with an igran-krider child from another pack; the survival of all packs is considered equally important.

Igran-krider normally communicate through pulses of colored light, but also speak a secret ceremonial language. Igran-krider understand Undercommon, but never speak it.

## Combat

Igran-krider hunt by hanging from cave ceilings, waiting for prey to come within range of their spears.

**Saves:** Fort +0, Ref+6, Will +2

**Abilities:** Str 10, Dex 16, Con 11, Int 10, Wis 14, Cha 11

**Skills:** Climb +8, Hide +6, Jump +2, Listen +6, Move Silently +4, Perform (wind instruments) +2, Spot +2, Tumble +4

**Feats:** Acrobatic

**Environment:** Underground

**Organization:** Pack (3-6 plus 1 3rd-level bard)

**Challenge Rating:** 1

**Treasure:** 10% coins; 50% goods; 50% items

**Alignment:** Usually neutral

**Advancement:** By character class

**Level Adjustment:** +0

**Dazzle (Ex):** In an area of shadowy illumination or darkness, an igran-krider can dazzle creatures within 5 feet by suddenly bringing its light to full intensity as a move action. A nearby creature must succeed on a DC 11 Fortitude save or be dazzled for 1 round. The save DC is Constitution-based.

**Hypnotic Lights (Ex):** As a standard action, an igran-krider can shift the color and intensity of its light in such a way as to try to hypnotize onlookers. This has no effect until a total of three or more igran-krider, all within 10 feet of each other, are creating the hypnotic lights. Once this occurs, any creature within 30 feet of a member of the igran-krider group must succeed on a Will save (DC 11 + number of igran-krider participating) or be fascinated by the lights. The effect ends immediately if the number of igran-krider participating drops below three. A creature that succeeds on the saving throw or is freed from the trance is immune to those igran-krider's hypnotic lights for 24 hours. The save DC is Charisma-based.

**Light Generation (Ex):** Igran-krider can change the color and intensity of the light emanating from their bodies as a move action. Their maximum brightness is that of a torch, and their minimum sheds shadowy illumination within 5 feet (as a candle). They can just as easily illuminate anywhere between these extremes, or hide their light completely.

**Skills:** Igran-krider have a +4 racial bonus on Hide, Listen, and Move Silently checks. Igran-krider have a +8 racial bonus on Climb checks. An igran-krider can always choose to take 10 on Climb checks, even if rushed or threatened.

# Kulkum

## Medium Humanoid (Kulkum)

**Hit Dice:** 2d8 (9 hp)

**Initiative:** +0

**Speed:** 30 ft. (6 squares)

**Armor Class:** 12 (+2 natural), touch 10, flat-footed 12

**Base Attack/Grapple:** +1/+3

**Attack:** Cleaver +3 melee (1d8+2)

**Full Attack:** Cleaver +3 melee (1d8+2)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** —

**Special Qualities:** Darkvision 120 ft., light sensitivity

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

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

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

**Feats:** Alertness

**Environment:** Underground

**Organization:** Band (5-40)

**Challenge Rating:** 1

**Treasure:** Standard

**Alignment:** Usually neutral

**Advancement:** By character class

**Level Adjustment:** +1

Kulkum are primitive gray humanoids inhabiting the fungal forests of the subterranean. Well over 6 feet tall, kulkum have an ape-like appearance due to their long, thick arms and relatively short legs. Renown for their prowess in hunting, they often decorate themselves with skins, bone, and teeth of their prey.

Kulkum live in settlements composed of family groups led by their best warrior. Some kulkum are semi-nomadic, following food and resources that are so often scarce in the deep.

## Combat

Kulkum love to fight. They enjoy the thrill of combat and the warmth of fresh blood. However, they are not without honor; if an opponent fights bravely a kulkum may spare his life.

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

## Kulkum as Characters

Kulkum characters possess the following racial traits.

- +4 Strength, +4 Wisdom.
- Medium size.
- An kulkum's base speed is 30 feet.
- Darkvision out to 120 feet.
- Racial Hit Dice: A kulkum begins with two levels of humanoid, which provide 2d8 Hide Dice, a base attack bonus of +1, and base saving throw bonuses of Fort +10, Ref +3, and Will +0.
- Racial Skills: A kulkum's humanoid levels give it skill points equal to 5 x (2 + Int modifier). Its class skills are Hide, Listen, Move Silently, and Spot.
- Racial Feats: A kulkum's humanoid levels give it one feat.
- +2 natural armor bonus.
- Special Qualities (see above): light sensitivity.
- Automatic Languages: Undercommon. Bonus: Terran, Dwarven, Orc.
- Favored Class: Fighter.
- Level Adjustment: +1



# Nymorryx

**1st level warrior**

**Small Humanoid (Reptilian)**

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

**Initiative:** +1

**Speed:** 20 ft. (4 squares)

**Armor Class:** 22 (+1 size, +1 Dex, +4 dodge, +5 natural, +1 light wooden shield), touch 16, flat-footed 17

**Base Attack/Grapple:** +0/-4

**Attack:** Claw +1 melee (1d3) or bite -1 melee (1d3) or shortspear +1 melee (1d4) or light crossbow +2 ranged (1d6/19-20)

**Full Attack:** 2 claws +1 melee (1d3) and bite -1 melee (1d3); or shortspear +1 melee (1d4) or light crossbow +2 ranged (1d6/19-20)

**Space/Reach:** 5 ft./ 5 ft.

**Special Attacks:** Spell-like abilities

The magical fusion of a deep gnome and a lizardfolk, the nymorryx gets its size, stealth and coloration from the former and most of its physiology from the latter. Appearing to be nothing more than a small, gray-scaled dinosaur, the nymorryx can nonetheless use a number of spell-like abilities, speak a number of languages and wield tools and weapons. A nymorryx walks hunched over, using its long tail to balance its body. They do not wear clothing of any type, save perhaps a harness to hold their weapons and a backpack. Due to their reptilian nature, there are no obvious differences between the sexes.

Nymorryx were created as a servitor race by the dark elves. Their small size and nondetection makes them well suited to spy upon other subterranean races and report their findings back to their masters.

A nymorryx speaks Common, Gnome, Draconic, Terran and Undercommon.

## Combat

Nymorryx were designed primarily for stealth and they prefer to avoid combat when possible. If forced into battle, however, they are quite capable warriors, often wielding a halfspear or light crossbow but striking out with claws and teeth if necessary. Often several nymorryx will fight defensively, allowing one of their number to escape to report back to their dark elven masters.

**Deep Gnome Traits (Ex):** Despite their lizard-like appearance, all nymorryx have the following racial traits, carryovers from their Deep Gnome heritage:

**Special Qualities:** Deep gnome traits, spell resistance 12

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

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

**Skills:** Balance +4, Hide +5\*, Jump +1, Listen +1, Spot +1, Swim +3

**Feats:** Multiattack

**Environment:** Temperate and warm marsh and underground

**Organization:** Gang (2-3), band (6-10 plus 50% non-combatants plus 1 leader of 2nd-5th level) or tribe (30-60 plus 2 lieutenants of 2nd-5th level and 1 leader of 3rd-8th level)

**Challenge Rating:** 1

**Treasure:** Standard

**Alignment:** Usually neutral

**Advancement:** By character class

**Level Adjustment:** +3

- +2 Dexterity, +2 Constitution, -4 Charisma.
- Small size. +1 bonus to Armor Class, +1 bonus on attack rolls, +4 bonus on Hide checks, -4 penalty on grapple checks, lifting and carrying limits  $\frac{3}{4}$  those of Medium characters.
- A nymorryx's base land speed is 20 feet.
- Darkvision out to 120 feet and low-light vision.
- Spell resistance equal to 11 + class levels.
- +2 racial bonus on all saving throws (figured into the statistics for the character presented here).
- +4 dodge bonus to Armor Class against all creatures (figured into the statistics for the character presented here).
- Skills: Nymorryx receive a +2 racial bonus on Hide checks, which improves to +4 in darkened underground areas. Because of their tails, nymorryx have a +4 racial bonus on Jump, Swim, and Balance checks. The skill modifiers given in the statistics block include a -1 armor check penalty (-2 on Swim checks) for carrying a light shield.
- Automatic Languages: Common, Gnome, Draconic, Terran and Undercommon. Bonus Languages: Dwarven, Elven, Giant, Goblin, Orc.
- Spell-Like Abilities: 1/day - *blindness/deafness* (typical save DC 12), *blur*, *disguise self*. Caster level equals the nymorryx's class levels. The save DC is Charisma-based and includes a +4 racial modifier.
- *Nondetection (Su)*: A nymorryx has a continuous nondetection ability as the spell (caster level equal to class levels).
- Favored Class: Rogue.
- Level Adjustment: +3

# Slime Crawler

## Medium Aberration

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

**Initiative:** +2

**Speed:** 20 ft. (4 squares), climb 10 ft. (2 squares)

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

**Base Attack/Grapple:** +0/+1

**Attack:** Tentacle slap +1 melee (1d3+1)

**Full Attack:** 4 tentacle slaps +1 melee (1d3+1) and bite -4 melee (1d4)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Constrict 1d3+1, Improved grab

**Special Qualities:** Darkvision 60 ft. scent, slippery

The slime crawler is the immature version of an infamous subterranean predator. It is slug-like, with small stumpy legs that allow the slime crawler to climb walls and other surfaces. Four tentacles sprout below its throat, which eventually grow into the pseudo-pod like tentacles of its mature form.

## Combat

A slime crawler attacks using its tentacles, attempting to grab prey and squeeze it until either the slime crawler or the prey is dead.

**Constrict (Ex):** A slime crawler deals 1d3+1 points of damage with a successful grapple check.

**Improved Grab (Ex):** To use this ability, a

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

**Abilities:** Str 12, Dex 14, Con 12, Int 1, Wis 12, Cha 6

**Skills:** Climb +9, Escape Artist +18, Listen +3, Spot +3

**Feats:** Alertness

**Environment:** Any land and underground

**Organization:** Solitary, cluster (2-5), swarm (5-10) or nest (10-20)

**Challenge Rating:** 1

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 2 HD (Medium)

**Level Adjustment:** —

slime crawler must hit an opponent of up to Small size with a tentacle attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

**Slippery (Ex):** A slime crawler exudes a thin, oily film from its mouth that leaves a slug-like trail behind it as it slithers along. Any creature stepping in this slime must succeed on a DC 11 Reflex save or slip and fall prone. This slime remains for 1d2 hours before losing its potency and drying up. The save DC is Constitution-based.

**Skills:** A slime crawler has a +12 racial bonus on Escape Artist checks due to its slippery secretions. Slime crawlers have a +8 racial bonus on Climb checks. A slime crawler can always choose to take 10 on Climb checks, even if rushed or threatened.

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

**Saves:** Fort +3 Ref +4 Will +0

**Abilities:** Str 6, Dex 15, Con 12, Int 3, Wis 10, Cha 15

**Skills:** Hide +8, Jump +2, Listen +2, Move Silently +4, Spot +2

**Feats:** Stealthy

**Environment:** Underground

**Organization:** Troop (3-12)

**Challenge Rating:** 1

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 2-3 HD (Small)

**Level Adjustment:** —

## Combat

**Sneak Attack (Ex):** Any time a slithe's opponent is denied his or her Dexterity bonus to AC, or if a scitherlike flanks its opponent, it deals an extra 1d6 points of damage. This ability is just like the rogue's sneak attack and subject to the same limitations.

# Slithe

## Small Magical Beast

**Hit Dice:** 1d10+1 (6 hp)

**Initiative:** +2

**Speed:** 40 ft. (8 squares)

**Armor Class:** 14 (+1 size, +2 Dex, +1 natural), touch 13, flat-footed 12

**Base Attack/Grapple:** +1/-5

**Attack:** Bite +0 melee (1d4-2)

**Full Attack:** Bite +0 melee (1d4-2)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Sneak attack

Slithes are subterranean kin to ferrets and weasels. Their characteristic low, lean bodies, long tail, and dark coloration make slithes the perfect petty thieves. Slithes thieve in groups, using a distraction method while the best sneak among them snatches food and parcels that may contain food from unsuspecting humanoids. Slithes are cowards. Loud noises and large groups of people are usually enough to convince slithes to look for easier prey.

# Snailfolk

## Medium Monstrous Humanoid

**Hit Dice:** 1d8+5 (9 hp)

**Initiative:** -2

**Speed:** 20 ft. (4 squares), climb 10 ft. (2 squares)

**Armor Class:** 17 (-2 Dex, +9 natural) touch 8, flat footed 17

**Base Attack/Grapple:** +1 /+2

**Attack:** Light mace +2 melee (1d6+1)

**Full Attack:** Light mace +2 melee (1d6+1)

**Space/Reach:** 5 ft./5 ft.

**Special Qualities:** Blindsight 60 ft., immunity, pliable body, telepathy 100ft.

A snailfolk is a gray skinned gastropod of humanoid shape with a 4-foot diameter shell on its back. Four flexible stalks and an oval orifice functioning as a mouth are the only discernible features on its face. Two elephantine, tree trunk legs tapering slightly outward from the bottom of its shell provide the creature its only means of locomotion, dragging it along the ground. A thin slime coats their pliant bodies, inhibiting them from wearing any clothing. In the eyes of the casual observer, snailfolk display no sense of urgency, an admirable racial trait commonly appearing in folklore and children's tales.

Snailfolk begin life as small, 8-inch long gastropods, appearing no different from the standard garden snail. They crawl slowly about on their single rubbery "foot" leaving behind a glistening trail of viscous goo in their wake. Because of this distinctive signature, they are extremely easy to track until their slime evaporates an hour later. As they continue to mature, their developing bodies undergo a subtle metamorphosis. Their rubbery body exhibits more flexibility allowing the creature to stand upright on its two legs. In this posture, snailfolk utilize their two arms to wield weapons and perform a variety of simple tasks such as grasping objects. Despite the presence of humanoid limbs, snailfolk retain the ability to walk along sheer surfaces reducing their already limited speed in half.

Adult snailfolk stand 6 feet tall and weigh 250 pounds, thanks largely to the hard shell affixed to their backs. Lacking vocal organs, snailfolk depend upon their limited telepathic abilities to communicate.

## Combat

Snailfolk maintain their composure and poise in the heat of battle. Snailfolk favor small, blunt weapons, since they can retract themselves

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

**Abilities:** Str 13, Dex 6, Con 21, Int 11, Wis 13, Cha 10

**Skills:** Bluff +2, Climb +9, Escape Artist +6, Hide +0\*, Listen +2, Move Silently +1, Open Lock +6, Sleight of Hand +6

**Feats:** Great Fortitude

**Environment:** Underground

**Organization:** Solitary, group (2-6)

**Challenge Rating:** 1

**Treasure:** Standard

**Alignment:** Usually neutral

**Advancement Range:** By character class

**Level Adjustment:** +2

and the weapons into their shells without any real danger of injury. Snailfolk opt for discretion in lieu of valor whenever confronted by a clearly superior foe, prompting them to retreat into the safety of their hard shells until help arrives or the foe loses interest.

**Immunity (Ex):** Snailfolk possess no skeletons; therefore, they are immune to blunt weapons.

**Pliable Body (Ex):** As a move action, a snailfolk may retract its entire body into its shell and secrete a powerful adhesive that affixes its feet to the ground. This powerful glue prevents an enemy from tipping the snailfolk over, and provides a +8 cover bonus to AC. An opponent may attempt a DC 30 Strength check to pry the snailfolk's body from the ground, thus negating its cover bonus to AC. The check DC is Constitution-based and includes a +15 racial bonus.

In addition to the defensive applications of this ability, a snailfolk's invertebrate physiology enables it to squeeze its head underneath a narrow space to see what is on the other side or to poke a flattened finger into a keyhole to investigate the locking mechanism. An enemy that attacks a vulnerable snailfolk in such a precarious position ignores the snailfolk's natural armor bonus.

**Telepathy (Su):** Snailfolk can communicate with all willing creatures within 100 ft. if the creature possesses a language.

**Skills:** Snailfolk have a +2 racial bonus on Bluff and Move Silently checks, and a +8 racial bonus on Escape Artist, Open Lock, and Sleight of Hand checks. Snailfolk have a +8 racial bonus on Climb checks and a snailfolk can always choose to take 10 on Climb checks, even if rushed or threatened. \*A snailfolk has a +10 racial bonus on Hide checks in stony areas, when pulled completely within its rocklike shell.

## Habitat/society

Snailfolk are strict vegetarians, subsisting solely upon lichen, fungi, and mosses. They view the consumption of flesh as a barbaric trait suitable only for the lower animals, an opinion that they demonstratively state at every available opportunity. Despite their dogmatic view on the aforementioned subject, other races including carnivorous humanoids treat snailfolk fairly well. Some confuse their slow, deliberate nature for stupidity, causing them to entirely dismiss them as a threat, while others rely upon their telepathic abilities to serve as translators between various subterranean beings.

Because of their rather slow nature, the concept of speed utterly fascinates snailfolk. A *potion of haste* fetches a king's ransom for the elusive elixir, and some reports claim that snailfolk develop an addition to the magical substance. Sorcerers and wizards frequently specialize in spells and magical items that increase speed, making *haste* the most popular spell in their arsenal of magic. Some adventurous merchants from the surface brave the perils of subterranean travel just to engage in the

lucrative business of selling potions, items and scrolls containing speed enhancing magic.

As invertebrates, snailfolk find the notion of a skeleton completely unnerving. They view arthropods and other creatures with an exoskeleton with somewhat less suspicion, and they naturally view invertebrates as the pinnacles of biological design. Snailfolk believe that covering the skeleton with layers of flesh indicates that the creature is obviously hiding something, a belief continually borne out in their voluminous folklore on the subject. They take gleeful pride when breaking someone's bones (even a friend's) with their blunt weaponry as it is sure to "teach the skeleton inside a lesson." A snailfolk encountering a pile of bones in a creature's lair takes the precaution of breaking each bone in half, just in case they get any nasty ideas about animating as a skeleton.

Like many gastropods, snailfolk are a hermaphroditic race; each member possesses both male and female reproductive organs. Snailfolk cannot impregnate themselves, but both partners can walk away pregnant from a single encounter.

## Soot Goblin

### Small Humanoid (Goblinoid)

**Hit Dice:** 2d8+2 (11 hp)

**Initiative:** +2

**Speed:** 30 ft. (6 squares)

**Armor Class:** 15 (+1 size, +2 Dex, +2 leather armor), touch 13, flat-footed 13

**Base Attack/Grapple:** +1/-3

**Attack:** Short sword +2 melee (1d4/19-20) or net +4 ranged (special) or shortbow +4 ranged (1d4/x3)

**Full Attack:** Short sword +2 melee (1d4/19-20) or net +4 ranged (special) or shortbow +4 ranged (1d4/x3).

**Space/Reach:** 5ft./5ft.

**Special Attacks:** -

**Special Qualities:** Darkvision 120 ft., stonecunning

These creatures look much like goblins, though their jet-black skin makes it clear that they are no common sort of goblin. Cold black eyes stare from their wrinkled faces without expression as they take in their surroundings.

### Combat

Soot goblins never get involved in straight-up brawls if they can help it. If they cannot overcome their opponents with traps, sneak attacks, and

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

**Abilities:** Str 11, Dex 15, Con 13, Int 12, Wis 13, Chr 11

**Skills:** Hide +12, Listen +4, Move Silently +11, Open Lock +5, Search +5, Spot +3

**Feats:** Dodge

**Environment:** Underground

**Organization:** Murder party (3-5), band (11-20, plus a 3rd-level rogue), nest (25-100, plus a 3rd level rogue per 15 adults, and 1 leader of 5th-7th level), and temple (50-300, plus a 3rd-level rogue per 15 adults, 1 leader of 5th-7th level, and 1 cleric of 8th-10th level)

**Challenge Rating:** 1

**Treasure:** Standard

**Alignment:** Usually neutral evil

**Advancement:** By character class

**Level Adjustment:** +1

missile fire, they retreat as best they can in order to fight another time. If cornered, they fight like rabid animals (and they're tougher than they look). If a way out exists, they don't stand and fight unless the advantage is clearly theirs.

**Stonecunning (Ex):** Soot Goblins have the stonecunning ability identical to that of dwarves

**Skills:** Soot goblins receive a +4 racial bonus on Search checks and a +6 racial bonus on Hide and Move Silently checks.

# Vylar, Lesser

## Medium Aberration

**Hit Dice:** 2d8+2 (11 hp)

**Initiative:** +3

**Speed:** 50 ft. (10 squares), climb 25 ft. (5 squares)

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

**Base Attack/Grapple:** +1/+2

**Attack:** Claw +2 melee (1d4+1 plus disease)

**Full Attack:** 3 claws +2 melee (1d4+1 plus disease)

**Space/Reach:** 5 ft/5 ft.

**Special Attacks:** Disease

The grotesque armies of a single hive mind, vylar live only to feed, seeking organic matter to absorb into their web. Vylar come from the deepest parts of the underworld, but constantly expand their territories in search of new prey. They make no distinction between living and dead flesh, killing beasts and humanoids as readily as they raid crypts and steal carrion. Their prizes are returned to the vylar web - a vast network of living chambers that serve as nodes for distribution of food to the vylar. The fleshy blue and purple walls of these chambers glisten with moisture, and mouthed tentacles await more food. Pools in the floor fill with thick fluids consumed by the vylar, while hidden apertures steadily release foul-smelling vapors.

Lesser vylar resemble slender, three-armed humanoids. Their blue skin protrudes with bone spikes around their legs and forearms, and their hands end in long claws that assist them in climbing. From their sloped heads stare wide, slanted eyes that glow with azure radiance. Like all vylar, however, their sight is poor. They average over 6 feet tall, but hunch over when they move.

Lesser vylar are the most common vylar, serving most of the web's needs. They move beneath the earth in massive broods, attacking everything that crosses their paths. Vylar do not speak or understand any languages.

## Combat

Lesser vylar attack in great numbers to make up for their lack of individual strength. Able to run up sheer cliff walls and stalk prey from cavern ceilings, they often fall upon their intended victims, striking hard with their keen claws.

**Disease (Ex):** Vylar fever—claw, Fortitude DC 12, incubation period 1d3 days, damage 1d3 Str and 1d3 Con. The save DC is Constitution-based.

**Blindsight (Ex):** Lesser vylar can detect the presence of other creatures within 90 feet by scent, taste, and vibration. Opponents still have

**Special Qualities:** Blindsight 90 ft., darkvision 60 ft., psychic trauma, telepathy

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

**Abilities:** Str 13, Dex 17, Con 12, Int 6, Wis 9, Cha 4

**Skills:** Climb +10, Hide +4, Jump +9, Move Silently +6

**Feats:** Combat Reflexes, Mob Mentality\*

**Environment:** Underground

**Organization:** Pack (5-12) or brood (12-30 plus 2-4 greater vylar)

**Challenge Rating:** 1

**Treasure:** None

**Alignment:** Always neutral evil

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

**Level Adjustment:** —

total concealment against a lesser vylar unless it can actually see them.

**Psychic Trauma (Su):** When a lesser vylar's telepathic link to the colony is severed (via the removal or death of the brood mother, if within 500 feet, and the removal or death of all greater vylar within 500 feet; by removing the lesser vylar from the area; or by severing the link with an antimagic field or similar effect), the lesser vylar becomes confused for 1d4 rounds before recovering from the psychic trauma.

**Telepathy (Su):** While within 500 feet of a greater vylar or brood mother, vylar can communicate telepathically with all other vylar who are telepathically linked.

**Feats:** \* While within 500 feet of a greater vylar or brood mother, lesser vylar receive the Mob Mentality feat.

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

## Mob Mentality [General]

The creature and its comrades are particularly good at ganging up on opponents.

**Benefit:** If two creatures flanking an opponent have the Mob Mentality feat, every creature with the Mob Mentality feat who threatens that opponent gains a flanking bonus on melee attacks against the opponent equal to the total number of threatening creatures with the Mob Mentality feat, to a maximum of +5.

**Normal:** Creatures flanking an opponent receive only a +2 flanking bonus on attacks, regardless of the number of flanking creatures.

**Special:** Creatures who gain a flanking bonus from this feat without actually flanking their opponent are not considered to be flanking for purposes of sneak attacks and other special abilities.



# Abroan

**Fine Aberration (Swarm)**

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

**Initiative:** +9

**Speed:** 40 ft. (8 squares)

**Armor Class:** 23 (+8 size, +5 Dex), touch 23, flat-footed 18

**Base Attack/Grapple:** +3/—

**Attack:** Swarm (1d6 plus 1d2 acid)

**Full Attack:** Swarm (1d6 plus 1d2 acid)

**Space/Reach:** 10 ft./0ft.

**Special Attacks:** Acid, distraction

**Special Qualities:** Blindsight 30 ft., immune to weapon damage, sound sensitivity, swarm traits

These golden creatures live on piles of treasure, unmoving until they sense prey. Unfortunate treasure hunters and opportunists are met with acidic bites as the abroan swarm.

## Combat

**Acid (Ex):** The small fangs of an abroan inject its victim with an acid, causing an extra 1d2 points of acid damage on a successful swarm attack.

**Distraction (Ex):** Any living creature that begins its turn with a swarm in its square must succeed on a DC 13 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

# Ambush

**Small Plant**

**Hit Dice:** 2d8+6 (15 hp)

**Initiative:** +4

**Speed:** 10 ft. (2 squares)

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

**Base Attack/Grapple:** +1/-3

**Attack:** Thorn cluster +2 ranged (1d4)

**Full Attack:** Thorn cluster +2 ranged (1d4)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Thorns

**Special Qualities:** Low-light vision, plant traits, tremorsense 60 ft.

The ambush is a mobile, carnivorous plant that consists of a thick trunk resembling a 3-foot mound of brownish-green leaves. It stakes out a particular area underground and waits for its prey to wander by. From the trunk sprout several thick branches with sparse leaves, which bear small pale buds of gold or purple. Many rows of 1-inch long needle-like thorns are spaced evenly along the length of each branch. Hidden beneath its trunk, the ambush's mouth appears to be a dark recess or cavity.

**Saves:** Fort +2, Ref +8, Will +5

**Abilities:** Str 1, Dex 21, Con 12, Int 6, Wis 12, Cha 10

**Skills:** Climb +5, Hide +21, Jump +8, Listen +4, Move Silently +13, Tumble +7

**Feats:** Improved Initiative, Lightning Reflexes

**Environment:** Underground

**Organization:** Solitary or colony (2-3 swarms)

**Challenge Rating:** 2

**Treasure:** Double coins, standard goods, standard items

**Alignment:** Always neutral

**Advancement:** None

**Level Adjustment:** —

**Sound Sensitivity (Ex)** Abroa are blind but very sensitive to sound, and suffer double damage from sonic attacks. They are also rendered inert by the playing of soothing music within 30 feet of them. A successful Perform (any instrument) check (DC 18) causes the affected abroa to become helpless for as long as the music continues to be played.

**Skills:** Abroa have a +8 racial bonus on Climb, Jump, and Move Silently checks.

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

**Abilities:** Str 11, Dex 10, Con 16, Int 2, Wis 11, Cha 9

**Skills:** Hide +7, Spot +2

**Feats:** Improved Initiative

**Environment:** Underground

**Organization:** Solitary, patch (4-8), or colony (11-20)

**Challenge Rating:** 2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 3-6 HD (Small)

**Level Adjustment:** —

## Combat

The ambush attacks by firing a cluster of thorns at any creature that comes within 20 feet.

**Thorns (Ex):** An ambush can loose a cluster of needle-sharp thorns at any foe within 20 feet. An opponent hit by the thorns suffers a -1 circumstance penalty to attacks, saves, and ability and skill checks until all the thorns are removed. Further hits increase the circumstance penalty by 1 cumulatively. Removing all the thorns requires 10 rounds.

# Arachnopygmy

## Small Humanoid (Goblinoid)

**Hit Dice:** 2d8 (9hp)

**Initiative:** +2

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

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

**Base Attack/Grapple:** +1/-3

**Attack:** Bite +2 melee (1d6 and poison) or javelin +4 ranged (1d4)

**Full Attack:** Bite +2 melee (1d6 and poison) and 4 claws +0 melee (1d4) or javelin +4 ranged (1d4)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Poison

**Special Qualities:** All-around vision, darkvision 60 ft.

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

**Abilities:** Str 11, Dex 14, Con 10, Int 9, Wis 10, Cha 6

**Skills:** Balance +2, Climb +8, Hide +6, Jump +1, Listen +1, Spot +8

**Feats:** Multiattack

**Environment:** Warm forest and underground

**Organization:** Gang (1-6), raiding band (3-18, plus 2-8 with spider mounts and 1 4th-level leader), or nest (5-50, plus 2-20 with spider mounts and 24th-level leaders and 1 8th-level cleric matriarch)

**Challenge Rating:** 2

**Treasure:** Standard

**Alignment:** Usually neutral evil

**Advancement:** By character class

**Level Advancement:** +1

This small humanoid has six long, slender limbs and a bizarre array of eight eyes that rest over a fanged maw. It wears scraps of clothes and oddments of cheap jewelry and scampers about easily on its two sets of arms and two pairs of legs.

## Combat

Arachnopygmy tactics rely on ambush, making use of their natural climbing ability to hide in the tree canopy or on cavern ceilings where they rain javelins and darts upon prey. Though not bright, arachnopygmies are cunning with traps. In open combat (i.e., a fair fight), the usual goblin cowardice often takes hold of a leaderless band.

**Poison (Ex):** Arachnopygmy's bite carries a weak poison. Bite—injury, DC 11 Fortitude save, 1d2 Dex/ld2 Dex.

**All-Around Vision (Ex):** An arachnopygmy has a +7 racial bonus on Spot checks. Arachnopygmies have a +8 racial bonus on Climb checks and an arachnopygmy can always choose to take 10 on Climb checks, even if rushed or threatened.

**Skills:** Arachnopygmies receive a +7 racial bonus to Spot checks.

## Arachnopygmy Characters

Arachnopygmies are ferocious but not courageous. Those who take the ranger class gain Multiweapon Fighting (rather than Two-Weapon Fighting) as a bonus feat if they choose the melee combat style; the feat is still limited to use while wearing light or no armor. Arachnopygmies that

specialize in riding mounts take the Ride skill in place of Balance, and the Mounted Combat feat instead of Multiattack.

Arachnopygmy characters possess the following racial traits.

— +4 Dexterity, -2 Intelligence, -4 Charisma.

— Small size: +1 bonus to Armor Class, +1 bonus on attack rolls, +4 bonus on Hide checks, -4 penalty on grapple checks, lifting and carrying limits 3/4 those of Medium characters.

— An arachnopygmy's base land speed is 30 feet, and its climb speed is 20 feet.

— Racial Hit Dice: The arachnopygmy begins with two levels of humanoid, which provide 2d8 Hit Dice, a base attack bonus of +1, and base saving throw bonuses of Fort +0, Ref +3, Will +0.

— Racial Skills: Arachnopygmies' humanoid levels gives it skill points equal to 5 x (2 + Int modifier, minimum 1). Its class skills are Balance, Jump, Listen, and Spot. An arachnopygmy has a +7 racial bonus on Spot checks and a +8 racial bonus on Climb checks.

— Racial Feats: Arachnopygmy's humanoid levels gives it one feat.

— +2 natural armor bonus.

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

— Special Attacks (see above): Poison.

— Special Qualities (see above): All-around vision, darkvision 60 ft.

— Automatic Languages: Common, Goblin.

— Favored Class: Ranger.

— Level Adjustment: +1

# Blood Pool

**Large Ooze**

**Hit Dice:** 3d10+6 (22 hp)

**Initiative:** +2

**Speed:** 5 ft. (1 square)

**Armor Class:** 11 (-1 size, +2 Dex), touch 11, flat-footed 9

**Base Attack/Grapple:** +2/+10

**Attack:** Slam +5 melee (1d6+6 plus 1d2 acid)

**Full Attack:** Slam +5 melee (1d6+6 plus 1d2 acid)

**Space/Reach:** 10 ft. /5 ft.

**Special Attacks:** Acid, blood poisoning

**Special Qualities:** Blindsight 60 ft, ooze traits, regeneration 1, tied to place

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

**Abilities:** Str 18, Dex 14, Con 15, Int —, Wis 1, Cha 1

**Skills:** —

**Feats:** —

**Environment:** Any land and underground

**Organization:** Solitary

**Challenge Rating:** 2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 4-6 HD (Large); 7-12 HD (Huge)

**Level Adjustment:** —

A blood pool is an artificially created ooze, formed from the blood of both its maker and a number of sacrificed victims. It is always magically tied to the vessel in which it was created, usually an ornate pool but sometimes a fountain, bath, trough or similar object. In appearance it usually looks like a flat pool, but it can form a bloody pseudopod and use this to lash out at anyone nearby. It is always hungry for more blood.

## Combat

A blood pool will never attack its maker, as it can sense their deep kinship, for the two are of one blood. Blood pools must wait for victims to come to them, given their limited mobility with regard to the pool they are tied to. If the pool is at least partially concealed, so that for example the top of the pool is level with the floor and the blood pool resembles a simple puddle of gore, it will typically show no signs of movement or life until someone steps in it.

**Acid (Ex):** A blood pool is mildly acidic, so that anyone touching it or being attacked by it sustains 1d2 damage. This acid dissolves only flesh, and is used by the blood pool to gradually digest any creature thrown or dragged into it.

**Blood Poisoning (Ex):** Because every part of the blood pool is mutable, it can force its way through the very pores of its victim's skin, where it begins to poison the victim's blood. Any creature hit by a blood pool in combat, or immersed within it, must succeed on a DC 13 Fortitude save or sustain 1d2 initial damage to Constitution. If this is failed, one minute later a further save must be made to avoid 1d4 secondary damage to Constitution. The save DC is Constitution-based.

**Regeneration (Su):** A blood pool that is in its ornately carved pool, bath or fountain regenerates one hit point of damage per round.

**Tied to Place (Su):** Every blood pool is tied to the place of its original creation, usually an ornate pool or other large stationary vessel. Although it may slowly move from this place, a blood pool cannot go beyond a 100-foot radius from it. It may only spend one minute outside its place at a time, after which it must succeed on a DC 15 Fortitude save each minute or sustain 1 point of damage. This damage can be regenerated normally once it returns to its pool.

# Cave Fisher

## Medium Vermin

**Hit Dice:** 3d8+9 (22 hp)

**Initiative:** +1

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

**Armor Class:** 16 (+1 Dex, +5 natural), touch 11, flat-footed 15

**Base Attack/Grapple:** +2/+8

**Attack:** Filament +3 ranged touch (drag) or claw +8 melee (2d4+6)

**Full Attack:** Filament +3 ranged touch (drag) and 2 claws +8 melee (2d4+6)

**Space/Reach:** 5 ft./5 ft. (60 ft. with filament)

**Special Attacks:** Drag, filament

The cave fisher is a 7-foot long insect-like creature with a hard outer shell. It closely resembles a large lobster and spider. The cave fisher has eight legs, six of which it uses for movement while the other two - ending in large, serrated pincers - are used to reel in and kill its prey. The cave fisher has a 3-foot long snout that fires a strong, web-like adhesive filament it uses to reel in its prey. Often, the ground and walls nearby are covered with this filament. The cave fisher lairs on ledges and cliffs underground, where it can quickly strike and reel in its prey. Its lair is always littered with bones and gear from its previous victims.

## Combat

The cave fisher's preferred method of attack is to anchor itself to its ledge and string its filament across the ground of its lair. When a living creature touches or passes near the filament, the fisher attempts to trap it and reel it in. If the cave fisher fails this, it can fire its filament at an opponent up to 60 feet away. Another common method of attack is for the cave fisher to secret itself in a crack or a ledge above a cavern and dangle its filament down onto unsuspecting creatures passing below it (DC 20 Spot check to notice dangling filament).

**Drag (Ex):** If a cave fisher hits with its filament attack, the filament attaches to the opponent's body. This deals no damage, but allows the cave fisher to drag the stuck opponent 10 feet closer each subsequent round (provoking no attacks of opportunity) unless that creature breaks

**Special Qualities:** Darkvision 60 ft., vermin traits

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

**Abilities:** Str 23, Dex 12, Con 16, Int —, Wis 10, Cha 4

**Skills:** Climb +14

**Feats:**—

**Environment:** Underground

**Organization:** Gang (1-4)

**Challenge Rating:** 2

**Treasure:** Standard

**Alignment:** Always neutral

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

**Level Adjustment:** —

free, which requires a DC 21 Escape Artist check or a DC 17 Strength check. The check DCs are Strength-based, and the Escape Artist DC includes a +4 racial bonus. A cave fisher can draw in a creature within 5 feet of itself and attack with its claws at a +4 attack bonus in that round.

A filament has 15 hit points and can be attacked by making a successful sunder attempt. However, attacking a cave fisher's filament does not provoke an attack of opportunity. If the filament is currently attached to a target, the cave fisher takes a -4 penalty on its opposed attack roll to resist the sunder attempt. Severing the filament deals no damage to a cave fisher.

Any liquid with a high alcohol content will dissolve the adhesive and force the cave fisher to release its hold (though it may strike again on its next turn with it). Likewise, an application of universal solvent forces the cave fisher to relinquish its hold.

**Filament (Ex):** Most encounters with a cave fisher begin when it fires or dangles its strong, sticky filament. The cave fisher can strike up to 60 feet away with its filament (no range increment). A cave fisher continuously creates the filament material and can regrow a severed filament in one hour.

**Skills:** Cave fishers have a +8 racial bonus on Climb checks. A cave fisher can always choose to take 10 on Climb checks, even if rushed or threatened.

# Cave Star

**Tiny Animal**

**Hit Dice:** 1/2 d8 +5 (7 hp)

**Initiative:** +2

**Speed:** 0 ft.

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

**Base Attack/Grapple:** +0/-11 (+1 when attached)

**Attack:** Touch +4 melee (attach)

**Full Attack:** Touch +4 melee (attach)

**Space/Reach:** 2.5 ft./ 0 ft.

**Special Attacks:** Acid, attach, paralysis

**Special Qualities:** Blindsight 60 ft., immunity to acid

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

**Abilities:** Str 5, Dex 15, Con 20, Int 2, Wis 12, Cha 2

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

**Feats:** Weapon Finesse

**Environment:** Underground

**Organization:** Family (5-10) or colony (10-30)

**Challenge Rating:** 2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** —

**Level Adjustment:** —

Cave stars are aggressive subterranean cousins of starfish. Their five long, spindly arms are covered in spines, allowing them to cling to cave walls and paralyze their prey. Cave stars' coloration varies from a sandy hue to dark brown. Some subterranean races capture and breed cave stars, harvesting their paralytic poison. If one or more of a cave star's limbs are severed, the creature regrows the severed limb in one week. Any severed limb also grows into a new cave star after one week. Cave stars move slowly like their starfish cousins.

## Combat

Cave stars attack by dropping from the ceiling or walls of a narrow passage. They latch onto their opponents, stinging them with their paralyzing poison. Once the opponent is paralyzed, they excrete their digestive acid and begin to eat the helpless victim.

Cave stars only attack once their prey is very near, usually within 15 feet. If a star lands on its prey (successful touch attack) it worms its spindly arms around and into clothing and armor, seeking out its victim's flesh. Then it stings its foe each round until either the star is killed or its enemy is paralyzed. Once paralysis sets in, the star uses its acid attack in an attempt to digest its prey. Several cave stars can attack one creature, in which case they all begin using their acid attacks once one has successfully paralyzed the victim.

**Acid (Ex):** A cave star that paralyzes an opponent releases its digestive acids. The acid can only be used on contact and deals 2d4 points of acid damage. If a cave star is removed from this point forward, the opponent suffers an additional 1d4 points of acid damage in the subsequent round from residue acid. This acid only affects organic materials.

**Attach (Ex):** If a cave star hits with a touch attack, it wraps its five arms around the opponent, latching onto the opponent's body. An attached cave star is effectively grappling its prey. The cave star loses its Dexterity bonus to AC and has an AC of 13, but holds on with great tenacity. Cave stars have a +12 racial bonus on grapple checks (already figured into the Base Attack/Grapple entry above).

An attached cave star can be struck with a weapon or grappled itself. To remove an attached cave star through grappling, the opponent must achieve a pin against the cave star.

**Paralysis (Ex):** A cave star that has grabbed its opponent attacks with its poison immediately. Any creature with a cave star attached to it must succeed on a DC 15 Fortitude save or be paralyzed 1d10 rounds. The save DC is Constitution-based.



# Chitinous Battlemounts

## Large Undead

**Hit Dice:** 4d12+3 (29 hp)

**Initiative:** -1

**Speed:** 40 ft. (8 squares), climb 40 ft. (8 squares)

**Armor Class:** 10 (-1 size -1 Dex, +2 natural armor), touch 8, flat-footed 10

**Base Attack/Grapple:** +2/+9

**Attack:** Slam +4 melee (1d8+4) or force blast +0 ranged (2d8)

**Full Attack:** Slam +4 melee (1d8+4) or force blast +0 ranged (2d8)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Force blast

**Special Qualities:** Darkvision 60 ft, undead traits

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

**Abilities:** Str 17, Dex 8, Con —, Int —, Wis 10, Cha 1

**Skills:** Climb +11

**Feats:** Toughness (b)

**Environment:** Underground

**Organization:** Team (2-6 chitinous battlemounts plus 2-6 riders)

**Challenge Rating:** 2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** —

**Level Adjustment:** —

Even in death, the dark elves' insect companions continue to serve their masters on the battlefield. The dark elves use their necromantic magic on the large beetles and spiders to create these walking, undead war machines. Through a process known only to the weavers of power, the undead insect is changed into a mighty machine that can fire blasts of magical force from specially designed turrets dug out of their carapace. A soldier sits in a hollowed out section of their chitinous battlemount, firing the force blast at the enemy.

The chitinous battlemount appears like any giant-size beetle or spider, albeit decayed and a little worse for wear. It walks with halting and jerky steps, but moves quickly across the battlefield. Dark elven houses normally adorn their

mounts in the symbols and colors of their house so that they may be differentiated from each other in the heat of conflict.

## Combat

**Force Blast (Sp):** Once per round, when the rider of the chitinous battlemount activates this power, the mount may fire its blast of magical force at the enemy. This blast takes the appearance of a ball of blue-green energy that launches across the battlefield to slam into opponents. This blast has a range of 120 feet and explodes in a 10-foot radius. All beings in the explosive radius of this attack take 2d8 points of force damage.

**Skills:** Chitinous battlemounts have a +8 racial bonus on Climb checks. A chitinous battlemount can always choose to take 10 on Climb checks, even if rushed or threatened.

## Flora and Fauna

**Long Hauls:** Long hauls are small crystalline life forms found in the underdeep. They're shiny and look like a mixture of mica and dry seaweed. In desperate situations, carbon-based life can eat long hauls and find enough sustenance to survive. A single long haul provides three days' worth of sustenance for a medium-sized creature. The sustenance is slowly released over the three-day period, but hunger is not assuaged even though all needs are being met. Long hauls taste awful and are usually found in small groups of three or four. If consumed for more than ten days, long hauls act like poison (Ingested, DC 15, Initial effect; 1 Con, Secondary effect; 1d8 Con) and do not provide nourishment. Identifying a long haul requires a knowledge (dungeoneering) check DC 10. Long hauls are magically dependent gems requiring magic and stone to survive. They are only found underground.

# Drone Weaver (Worker Spider)

## Large Vermin

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

**Initiative:** +3

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

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

**Base Attack/Grapple:** +3/+9

**Attack:** Bite +4 melee (1d10+3 plus poison)

**Full Attack:** Bite +4 melee (1d10+3 plus poison)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Poison

**Special Qualities:** Darkvision 60 ft, vermin traits

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

**Abilities:** Str 15, Dex 17, Con 12, Int —, Wis 10, Cha 2

**Skills:** Climb +10, Hide +5, Spot +6

**Feats:** —

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 5-8 HD (Large); 9-12 HD (Huge)

**Level Adjustment:** —

Born sterile, these spider-like creatures are the results of failures in other breeding programs. Though they are not as strong as the drudge crawlers (page 97) who perform most of the hauling and lifting for the dark elves, the drone weavers are quite useful in their own way. The stress of being unable to breed drives these creatures to distraction, which results in a greater amount of web being produced by these creatures than any other spiders. When fed the proper diet, the drone weavers create the incredibly strong and flexible construction webbing used by the dark elves in their architecture. Though construction webbing is not sticky, the drone weavers are capable of secreting a powerful glue to hold it in place.

A single drone weaver is able to create a 10-foot cube of webbing material per day per 2 Hit Dice it possesses. Thus, a drone weaver with 4 Hit Dice is able to create two 10-foot cubes of construction webbing each day, provided it receives the proper diet. It normally costs 5 gold

pieces per day for every 2 Hit Dice the drone weaver has to supply the drone weaver with the food it needs to generate its webs.

## Combat

Drone weavers are trained to fear combat and will flee any attacker unless cornered or goaded into attacking at the behest of a master. Unlike most other spiders, and despite their ability to produce prodigious quantities of webbing material each day, the drone weavers are incapable of creating a traditional spider web of their own and lack any web attack. If forced into combat, the drone weaver simply bites and injects its poison into any creature that gets near.

**Poison (Ex):** Injury, Fortitude DC 13, initial and secondary damage 1d6 Strength. The save DC is Constitution-based.

**Skills:** Drone weavers have a +6 racial bonus on Hide and Spot checks, and a +8 racial bonus on Climb checks. A drone weaver can always choose to take 10 on Climb checks, even if rushed or threatened.

# Flosid

## Large Ooze

**Hit Dice:** 4d10+20 (42 hp)

**Initiative:** -5

**Speed:** 15 ft. (3 squares)

**Armor Class:** 4 (-1 size, -5 Dex) touch 4, flat-footed 4

**Base Attack/Grapple:** +3/+8

**Attack:** Slam +3 melee (1d6+1 plus 1d6 fire)

**Full Attack:** Slam +3 melee (1d6+1 plus 1d6 fire)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Fire, petroleum belch

**Special Qualities:** Blindsight 60 ft., immunity to fire and electricity, resistance to acid 10 and cold 10, ooze traits

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

**Abilities:** Str 12, Dex 1, Con 21, Int —, Wis 1, Cha 1

**Skills:** —

**Feats:** —

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 5-8 HD (Large), 9-16 HD (Huge)

**Level Adjustment:** —

Flosids appear as amorphous masses of gooey, bubbling, black slime roughly 8 feet in diameter and 6 inches deep. The sickly puddle of dark matter emits substantial heat in addition to a terrible odor reminiscent of rotting vegetables. Unlike typical oozes, flosids break down organic matter for digestion by incinerating it rather than dissolving it in corrosive acid. In its endless quest for food the extremely slick creature rolls along the ground with amazingly little effort easily passing beneath doors or through tiny fissures; however its slipperiness prevents it from climbing walls or adhering to ceilings. Because of its strong smell and inability to drop down onto its opponents, the creature rarely catches adventurers by surprise. Nonetheless, it is still a dangerous adversary for novice explorers venturing deep into the mine's twisting passageways and dark chambers.

Flosids originate in the depths of the earth, feeding on the oil-bearing, fossilized deposits buried in the recesses of its lower strata. Constantly searching for fresher organic food sources, the ravenously hungry creatures eventually find their way closer to the surface, lured by the sounds and vibrations created by miners toiling above them.

## Combat

Bereft of any intelligence or cunning, the flosid's irrepressible instinct to feed drives it to attack regardless of the consequences. Flosids strike their victims by transforming a portion of their body into a tendril-like appendage that lashes at its foe.

**Fire (Ex):** Flosids generate tremendous heat that slowly incinerates matter in direct contact with the flosid. Its intense warmth deals 1d6 points of fire damage per round to organic and inorganic material.

**Petroleum Belch (Ex):** Every 1d4 rounds, the incessantly bubbling flosid spews a massive globule of hot, slippery oil that coats everything within 5 feet of the creature. The slick substance automatically deals 1d6 points of fire damage, and any character within the area of effect must succeed on a DC 17 Reflex save or fall to the ground. The save DC is constitution-based. The flosid emits this liquid involuntarily, as a free action.

**Ooze:** Immune to mind influencing effects, poison, sleep, paralysis, stunning, and polymorphing. Not subject to critical hits.

# Foul Spawner

## Large Undead

**Hit Dice:** 5d12+6 (38 hp)

**Initiative:** -3

**Speed:** 15 ft. (3 squares)

**Armor Class:** 10 (-1 size, -3 Dex, +4 natural), touch 6, flat-footed 10

**Base Attack/Grapple:** +2/+11

**Attack:** Slam +6 melee (1d8+5) or touch +6 melee (envelop)

**Full Attack:** 2 slams +6 melee (1d8+5) or touch +6 melee (envelop)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Envelop, paralysis

**Special Qualities:** Darkvision 60 ft., expel, undead traits

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

**Abilities:** Str 20, Dex 5, Con —, Int 2, Wis 10, Cha 2

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

**Feats:** Toughness (x2)

**Environment:** Any land and underground

**Organization:** Solitary, pair, gang (3-6), or troop (7-15)

**Challenge Rating:** 2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 6-9 HD (Large); 10-15 HD (Huge)

**Level Adjustment:** —

Foul spawners are obese masses of undead flesh. They are truly horrific, for their abdomen splits open to disgorge a mass of other undead creatures, crawling forth in an obscene parody of birth.

## Combat

The bulk, awkwardness, and stupidity of foul spawners make them poorly suited for any but the most auxiliary role in combat; their true value relies upon fear and surprise. The abdomens of these swollen horrors are often bulging with lifeless burdens, allowing relatively few spawners to hide whole troops of undead elite, transporting and then blasphemously expelling them into battle.

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

**Envelop (Ex):** A foul spawner is big, but its grotesquely distended abdominal cavity is mostly hollow. An empty spawner can attempt to envelop opponents into its body, trapping them inside. Instead of using its slam attack, an empty spawner can make a melee touch attack against a Medium or small opponent. Though this attack deals no damage, a successful hit initiates a grapple check as a free action. Even if the foul spawner is hit with an attack of opportunity, it may still continue the grapple.

If the spawner establishes a hold, the opponent is drawn into its body and trapped. A trapped creature must save against paralysis (see

below). Trapped creatures are also considered grappled, though the spawner is not considered grappled. Trapped creatures who are not paralyzed can attempt to escape by succeeding at two grapple checks against the spawner on subsequent rounds: the first gets it back to the abdomen's opening and the second allows it to free itself completely. Dealing 10 points of damage to the foul spawner's interior (AC 13) with a light slashing or piercing weapon opens a hole large enough for a trapped creature to slip out. The hole closes immediately after the victim escapes; another trapped creature must cut its own way out.

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

**Paralysis (Su):** Living victims trapped by in a spawner are subject to a potent paralytic effect. Such creatures must succeed on a DC 12 Fortitude save each round or be paralyzed until 1d4 rounds after the spawner expels it.

**Expel (Ex):** As a standard action, a foul spawner can expel up to 1 Medium, 4 Small, 16 Tiny, 64 Diminutive, or 256 Fine creatures it has enveloped into any occupied 5-foot squares it threatens. This does not provoke attacks of opportunity upon the spawner itself, but creatures being expelled may provoke attacks of opportunity for leaving the spawner's square and passing through others as they are expelled them.

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

# Groundling

## Small Magical Beast

**Hit Dice:** 3d10+6 (22 hp)

**Initiative:** +1

**Speed:** 30 ft. (6 squares), burrow 15 ft. (3 squares)

**Armor Class:** 16 (+1 size, +1 Dex, +4 natural), touch 12, flat-footed 15

**Base Attack/Grapple:** +3/+2

**Attack:** Claw +7 melee (1d4+3)

**Full Attack:** 2 claws +7 melee (1d4+3) and bite +5 melee (1d6+1)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** —

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

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

**Abilities:** Str 16, Dex 13, Con 14, Int 10,

Wis 10, Cha 11

**Skills:** Hide +8\*, Jump +14, Listen +5, Spot +5, Swim +5

**Feats:** Alertness, Multiattack

**Environment:** Underground

**Organization:** Gang (2-5), band (4-8 plus 1 2nd level divine spellcaster and 1 2nd level arcane spellcaster), warband (10-18, plus 3 4th level divine spellcasters and 3 4th level arcane spellcasters), or tribe (40-200 plus 1 12th level leader and 6-20 10th level spellcasters)

**Challenge Rating:** 2

**Treasure:** Standard

**Alignment:** Usually evil (any)

**Advancement:** By character class

**Level Adjustment:** +2

Groundlings are a race of mean and hardy burrowers. They make their homes in the ground near the tombs and halls of the undead, where there is little competition for space. These creatures resemble large, muscular groundhogs with wickedly curved teeth and gleaming red eyes. They have black claws and spotted gray-blue fur. They stand nearly 4 feet tall and weigh approximately 60 pounds. Groundlings speak Gnoll.

## Combat

Groundlings are ferocious in combat, attacking any living creature they see and only fleeing when faced with certain defeat. They emit a high-pitched wail during battle, and this cry can be heard for hundreds of feet in all directions. It serves to attract other groundlings to the presence of intruders. A favorite tactic of groundlings is to emerge from their underground tunnels and attack creatures that pass by them (normally by surprise). The tunnels created by a groundling are small enough that only small (or extremely thin) creatures have a chance of entering them.

**Undead Cloak (Ex):** A groundling is undetectable by nonintelligent undead, as if it were the target of a continuous *hide from undead* effect. If a nonintelligent undead creature is ordered to attack a groundling, it treats the groundling as totally concealed. Intelligent undead are not affected by the undead cloak.

**Skills:** A groundling has a +8 racial bonus on Jump checks. \*It also has a +4 racial bonus on Hide checks when underground.

## Groundling Society

Groundlings choose to take up residence deep underground. Many times, they invade old lairs that are filled with undead creatures and establish a settlement there. They don't seek out contact with other creatures beyond what food they need to harvest to survive, and it's very rare for them to make pacts with other living creatures. It is not uncommon for groundlings to become the minions for powerful undead creatures, however. Being intelligent and (mostly) obedient, powerful liches, vampires, and other undead find them to be capable servants. Groundlings follow a strict 'survival of the fittest' rule, and those who become sick or injured are commonly left behind to die. Leadership in a tribe of groundlings can change from one challenge to the next, as a leader only leads as long as he's strong enough to fend off challengers. Despite this internal turmoil, groundling tribes in the service to undead creatures generally serve faithfully (upon fear of being destroyed). After reaching adulthood, a groundling is permitted to wear armor and can wield normal weapons. Until this time, he must prove his fitness with his natural weapons.



# Lassoo

## Medium Aberration

**Hit Dice:** 3d8+9 (22 hp)

**Initiative:** +2

**Speed:** 5 ft. (1 square), climb 5 ft. (1 square)

**Armor Class:** 20 (+2 Dex, +8 natural), touch 12, flat-footed 18

**Base Attack/Grapple:** +2/+8

**Attack:** Tongue +8 melee touch or bite +8 melee (2d4+6)

**Full Attacks:** Tongue +8 melee touch or bite +8 melee (2d4+6)

**Space/Reach:** 5 ft./5 ft. (25 ft. with tongue)

**Special Attacks:** Improved grab, pin

**Special Qualities:** Darkvision 60 ft.

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

**Abilities:** Str 22, Dex 14, Con 17, Int 2, Wis 12, Cha 5

**Skills:** Climb +16, Listen +5, Hide +13\*, Spot +5

**Feats:** Alertness, Lightning Reflexes

**Environment:** Underground

**Organization:** Solitary or cluster (2-16)

**Challenge Rating:** 2

**Treasure:** Standard

**Alignment:** Always neutral

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

**Level Adjustment:** —

The lassoo is a rare and unusual predator. It is an upside down, cone-shaped beast, with a thick muscular foot at its top used to attach itself to the ceilings of caverns. The lower part of the lassoo consists of an alligator-like mouth containing a long sticky tongue. The outside of the beast is covered with a thick, stony hide that makes the lassoo look more like a natural stalactite than a living creature. The tongue of the lassoo can stretch up to 25 feet to grab food. In addition to its deceptive appearance, a lassoo relies on a chameleon-like camouflage ability to surprise its prey.

## Combat

The lassoo waits in caverns for tasty creatures to walk beneath it. When a Medium or smaller opponent comes within its range, it attacks with its tongue and uses its improved grab ability to pick up the victim and bring him to its mouth. The lassoo's tongue attack is extremely quick, and unless the lassoo was spotted ahead of time, this attack is by surprise.

**Improved Grab (Ex):** To use this ability, a lassoo must hit a Medium or smaller opponent with its tongue attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. Breaking free from a grapple with a lassoo may involve falling damage if the lassoo is clinging to a ceiling.

**Pin (Ex):** If a lassoo successfully pins a Small or larger opponent in a grapple, the opponent always provides soft cover (+4 bonus to AC) against attacks from below. This is in addition to the random chance to hit the wrong target when aiming at grappling creatures.

**Skills:** Lassos have a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened. A lassoo can also change its color to match its surroundings, granting a +10 racial bonus on Hide checks. If hiding among stalactites, this bonus improves to +20.

## Living Web

### Medium Construct

**Hit Dice:** 2d10+20 (31 hp)

**Initiative:** +2

**Speed:** 10 ft. (2 squares)

**Armor Class:** 12 (+2 Dex), touch 12, flat-footed 10

**Base Attack/Grapple:** +1/+4

**Attack:** Slam +4 melee (1d4+4 plus preternatural cold)

**Full Attack:** Slam +4 melee (1d4+4 plus preternatural cold)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Improved grab, preternatural cold

Created by the dark elves to guard rarely traveled tunnels, the living web is made of giant spider silk and looks like normal cobwebs.

### Combat

**Improved Grab (Ex):** To use this ability, a living web must hit with its 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 wrap a creature in its webs.

**Preternatural Cold (Su):** A living web channels a supernatural cold from beyond the grave, inflicting 1 point of cold damage each time it makes a successful slam attack. Any creature suffering a loss of 3 hit points in one encounter due to this cold effect must succeed on a DC 14 Fortitude save or also suffer 1 point of Strength

## Ore Hound

### Medium Magical Beast

**Hit Dice:** 3d10+15(31 hp)

**Initiative:** +0

**Speed:** 35 ft. (7 squares)

**Armor Class:** 12 (+2 natural), touch 10, flat-footed 12

**Base Attack/Grapple:** +3/+6

**Attack:** Bite+6 melee (1d6+4)

**Full Attack:** Bite +6 melee (1d6+4)

**Space/Reach:** 5ft./5ft.

**Special Attacks:** Deafening bark, fearless loyalty

**Special Qualities:** Construct traits, darkvision 60 ft., resistance to fire 5, low-light vision

**Saves:** Fort +0, Ref +2, Will -5

**Abilities:** Str 16, Dex 15, Con —, Int —, Wis 1, Cha 1

**Skills:** Hide +2\*

**Feats:** —

**Environment:** Any land and underground

**Organization:** Cluster (2-4), community (5-9), or colony (10-20)

**Challenge Rating:** 2

**Treasure:** Standard

**Alignment:** Always neutral evil

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

**Level Adjustment:** —

damage. Each additional point of cold damage requires another Fortitude save. The save DC is Constitution-based and includes a +3 racial bonus.

**Web Wrap (Ex):** A living web can enfold its prey in its own body. The prey may be up to the same size category as the living web for this attack to work. Grappled creatures are automatically hit by the living web's slam attack every round. A wrapped creature can cut its way out by using a light slashing or piercing weapon to deal 5 points of damage to the webs (AC 12). Once the creature exits the webs, the hole closes; another wrapped opponent must again cut its own way out. Living webs of Medium size can hold 1 Medium, 2 Small, 4 Tiny, 8 Diminutive, or 16 Fine or smaller opponents.

**Skills:** \*Living webs appear exactly like normal cobwebs and have a +10 racial bonus on Hide checks to mimic their mundane cousins.

**Special Qualities:** Darkvision 60 ft., ore nose, light sensitivity, low-light vision

**Saves:** Fort +10, Ref +3, Will +2

**Abilities:** Str 16, Dex 11, Con 20, Int 2, Wis 13, Cha 8

**Skills:** Escape Artist +6, Jump +4, Listen +3, Move Silently +6, Spot +7

**Feats:** Alertness, Great Fortitude

**Environment:** Underground

**Organization:** Solitary, pair, or pack (3-4)

**Challenge Rating:** 2

**Advancement:** 4-6 HD (Medium)

**Level Adjustment:** +2 (cohort)

Ore hounds are broad and stocky. Their short black coats are speckled with reddish-gold patches at the snout, chest and belly. Their large golden eyes gleam in the shadows of their tunnels.

## Combat

A ore hound's loud bark is indeed worse than its bite. It is utterly fearless in defense of its master and won't back down from any attacker, no matter how large or dangerous. Once an ore hound attacks a target, nothing can deter it except death or its master's express command.

**Deafening Bark (Ex):** An ore hound barks constantly in battle (a free action, unless using its bite attack) or when it smells prey or precious ore. All creatures within a 60-foot radius of the dog must succeed on a DC 16 Will save or be stunned for 1d4 rounds. Even if the save succeeds, the creature suffers a -2 morale penalty to attack rolls, saves, and checks for the next 1d4 rounds. Whether or not the save is successful, an affected creature is immune to the effects of that hound's deafening bark for one day. This is a sonic, mind-affecting effect. The save DC is Charisma-based

and includes a +6 racial bonus.

Dwarves gain a +4 racial bonus on Will saves against the hounds' deafening bark; success means no effect, while failure is the equivalent of a success for others.

**Fearless Loyalty (Ex):** A powerful bond grows between an ore hound and its master, such that the hound gains a +2 circumstance bonus on all attack rolls, checks, and saves if it witnesses its master being threatened or harmed. This bonus lasts as long as the threat is immediate and apparent. The dog must be under the master's ownership for one full month for this bond to be established, and lasts for the rest of the hound's life.

**Ore Nose (Ex):** An ore hound can locate precious metals by scent within 30 feet, just as other dogs can locate creatures by scent, and may track such metals by scent with a Wisdom check (if a fleeing opponent bears a large quantity of gold, for instance, an ore hound may track her).

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

# Pompilian

## Small Aberration

**Hit Dice:** 2d8 (9 hp)

**Initiative:** +0

**Speed:** 30 ft (6 squares)

**Armor Class:** 21 (+1 size, +10 natural), touch 11, flat-footed 21

**Base Attack/Grapple:** +1/-4

**Attack:** Slam +1 melee (1d6-1)

**Full Attack:** Slam +1 melee (1d6-1) or 3 spines +1 melee (1d4-1 plus paralysis)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Hurl body, paralysis

**Special Qualities:** Darkvision 60 ft.

Pompilians are creatures that look like porous rock. They vary in color from ferrous reds to sepia. From their pores sprout retractable tentacles that end in spines. They live in caverns with high ceilings and spend most of their time hanging from the ceiling, except for mating season when they venture on the ground.

## Combat

Pompilians generally begin combat by hurling their bodies from high above, then lashing out with their spines once they reach ground level.

**Hurl Body (Ex):** A pompilian can tether itself to an overhanging stone with its tendrils and then launch itself at opponents as a projectile. If

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

**Abilities:** Str 8, Dex 10, Con 10, Int 3, Wis 10, Cha 9

**Skills:** Climb +3, Hide +11\*, Move Silently +4

**Feats:** Stealthy

**Environment:** Underground

**Organization:** Lurk (4-24)

**Challenge Rating:** 2

**Treasure:** None

**Alignment:** Always neutral

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

**Level Adjustment:** —

its hits a creature, a pompilian causes 1d6-1 points of damage, plus 1d6 points of damage for every 10 feet it falls. A pompilian ignores the first 50 feet it falls for the purposes of falling damage.

**Paralysis (Ex):** Creatures hit by a pompilian's spine attack must succeed on a DC 11 Fortitude save or be paralyzed for 3d4 rounds. The save DC is Constitution-based.

**Skills:** A pompilian has a +4 racial bonus on Climb and Hide checks.

\*Pompilians typically hide on high ceilings and in other out-of-the-way areas. A pompilian has a +8 racial bonus on Hide checks when hiding above ground in its native environment.

# Ravvimen

**Medium Monstrous Humanoid (Aquatic)**

**Hit Dice:** 2d8+4 (13 hp)

**Initiative:** +2

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

**Armor Class:** 17 (+2 Dex, +2 leather armor, +3 natural) touch 12, flat-footed 15

**Base Attack/Grapple:** +2/+4

**Attack:** Gaff +4 melee (1d4+2/x3) or bite +4 melee (1d4+3 plus disease)

**Full Attack:** 2 gaffs +2 melee (1d4+2/1d4+1) or bite +4 melee (1d4+3 plus disease)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Disease, tangle of weeds

**Special Qualities:** Amphibious, damage reduction 5/bludgeoning, immunities, light sensitivity

Sewers are not self contained sanitation systems; the excess water runoff and waste products collected within its passageways eventually find their way to an adjacent body of water for permanent disposal. The indigenous inhabitants of these locales accept the bounty of inorganic material with little regard for its origin with one significant exception. A cruel and malicious race of monstrous humanoids dwelling within the swamps realizes that the trail of refuse and carrion spilling into their habitat lead to a concentration of unsuspecting sentient prey. The creatures collectively known as ravvimen venture throughout the extensive network of sewer tunnels and passageways, while they search for humanoids and other intelligent beings.

Ravvimen originated in the oceans countless thousands of years ago before commencing a mass migration into estuaries, bayous, and complex river systems. The exodus from the oceans transformed them from purely aquatic saltwater predators into amphibious freshwater scavengers. Ravvimen appear as extremely bloated, disproportionate, gelatinous bipedal humanoids covered in a dense variegated layer of light brown and dark green scales. Its legs are thick but short culminating in roughly circular webbed feet, whereas its arms are long and spindly, ending in a wide hand with three fingers and a prehensile thumb. Its appendages attach to a massive, flabby torso with a grotesquely protruding stomach. Atop this enormous body sits a relatively small head comprised predominantly of two larger fleshy ears running from the base of its neck to the top of its head. Thin strands of black seaweed wrap around its disgusting, pointed yellow teeth and hang out of its mouth. A tiny nose rests just above it, allowing the ravvimen's forehead enough room to house three eyes with immense black pupils. Despite its misshapen

**Saves:** Fort +2, Ref +5, Will +4

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

**Skills:** Escape Artist +4, Knowledge (any) +1, Listen +2, Move Silently +3, Search +2, Spot +2, Survival +3, Swim +10

**Feats:** Two Weapon Fighting

**Environment:** Any aquatic, marsh, and underground

**Organization:** Gang (2-5), squad (6-11), band (12-20) or tribe (21-100)

**Challenge Rating:** 2

**Treasure:** Standard

**Alignment:** Always chaotic evil

**Advancement:** By character class

**Level Adjustment:** +2

appearance and excessive weights, the creature displays remarkable agility. It always wears a suit of leather armor constructed from the skin of a sea mammal while wielding a gaff in each hand.

Ravvimen grow to a height of 6 feet tall and weigh 400 pounds. They speak Common and Aquan. Their favored class is ranger.

## Combat

Ravvimen always hunt as a unit deploying a number of carefully orchestrated strategies and surprisingly sound tactical maneuvers. When traveling through the narrow, winding passageways, ravvimen position their two stealthiest warriors at the front of their formation. At least twenty feet behind them are the group's two strongest warriors followed by the remaining force. Ravvimen venturing through familiar tunnels always fan out along several parallel corridors potentially enabling them to flank unsuspecting opponents. Despite their arrogance and unshakable belief in their racial superiority, they express no qualms about fleeing in the face of overwhelming danger. Their philosophy adheres to the ancient proverb "victory is not measured in minutes but in millenniums."

**Disease (Ex):** Bayou bloat - bite, Fortitude DC 11, incubation period 2d6 hours; damage 1d3 Dex. The save DC is Constitution-based. Commensurate with its name, bayou bloat causes the victim's stomach to rapidly swell.

**Tangle of Weeds (Ex):** Every 1d6 rounds, a ravvimen may regurgitate an enormous ball of tangled weeds that it directs at a single target. The clump of twisted plant matter possesses a 5-foot range increment and requires a ranged touch attack to hit (+4 attack bonus). Any Medium or smaller creature struck by a tangle of weeds must succeed at DC 13 Reflex save or be entangled. The save DC is Constitution based. Casting a spell

with a somatic component necessitates a DC 15 Concentration check or else the caster loses the spell. Breaking free from the dense strands of plant matter requires a DC 13 Strength check or a DC 17 Escape Artist check. The check DCs are Constitution-based, and the Escape Artist DC includes a +4 racial bonus.

**Amphibious:** Ravvimen possess gills and lungs and can survive on land or underwater.

**Immunities (Ex):** Ravvimen are immune to organic poison and scent based attacks.

**Light Sensitivity (Ex):** Ravvimen dwell primarily in darkness. They suffer a -1 penalty to attack rolls in bright sunlight or within the radius

## Redcap

**Tiny Fey**

**Hit Dice:** 1d6+1 (4hp)

**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 (1d3-2/19-20 plus poison) or dagger +6 ranged (1d2-2/19-20 plus poison) or claw +6 melee (1d2-2)

**Full Attack:** Short sword +6 melee (1d3-2/19-20 plus poison) or dagger +6 ranged (1d2-2/19-20 plus poison) or 2 claws +6 melee (1d2-2)

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

**Special Attacks:** Poison, spell-like abilities

Redcaps are 20 inches tall with wrinkled gray skin, white hair, and grayish-blue eyes. Their mouth sports small upward-curving fangs, and their hands end in eagle-like talons.

They dwell in ruins, dungeons, and other such desolate places, though they are not averse to taking up residence near civilized lands (stealing livestock, and slaughtering family pets). Redcaps hate humans and most other good-aligned fey creatures (especially brownies, grigs, and pixies).

Though not combat-minded, they often go out of their way to kill good-aligned fey if given the chance. They prefer to dress in greens, browns, or other drab colors, except their hats. Their hats are always red, having been soaked in the blood of those they have slain. Redcaps speak Common, Sylvan, and Elven.

### Combat

Redcaps generally avoid combat, preferring to harass those they encounter until such time as the redcap can strike with the advantage (such as against a sleeping or helpless opponent). They normally throw stones or poisoned daggers at

of a *daylight* spell.

**Gaff:** Wielded by ravvimen, the gaff little more than a 6-inch-long, barbed fishhook affixed in a perpendicular fashion to a wooden, bone, or steel rod roughly 4 inches long and no more than an inch in circumference. Cost: 2 gp; Damage 1d4; Crit: x3; Range Increment:-; Weight: 1 lb.; Type: Piercing.

**Skills:** A ravvimen 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.

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

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

**Abilities:** Str 7, Dex 18, Con 12, Int 14, Wis 14, Cha 14

**Skills:** Bluff +6, Craft (poisonmaking) +6, Craft (any one) +4, Escape Artist +8, Hide +14\*, Listen +8, Move Silently +8, Search +6, Spot +8

**Feats:** Dodge (b), Improved Initiative (b), Weapon Finesse

**Environment:** Temperate and warm forest and underground

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

**Challenge Rating:** 2

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

**Alignment:** Always chaotic evil

**Advancement:** 2-3 HD (Tiny)

**Level Adjustment:** +2

opponents before turning invisible and dashing away. Sleeping or helpless opponents are attacked with dagger or short sword, both of which are usually poisoned. If cornered or threatened, a redcap turns invisible and attempts to slip away.

**Poison (Ex):** Redcaps often employ special poisons extracted from aconite plants. Aconite poison is crafted by redcaps so they always carry a generous supply with them.

**Aconite Poison:** Injury, Fortitude DC 15; initial and secondary damage 1d4 Con. A redcap 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 redcap may coat a single weapon with poison as a standard action.

**Spell-Like Abilities:** At will—*invisibility*; 1/day—*dancing lights*, *detect good*, *glitterdust* (DC 14), *mirror image*, *ventriloquism* (DC 13). Caster level 7th. The save DCs are Charisma-based.

**Skills:** Redcaps have a +2 racial bonus on Listen and Spot checks. \*Redcaps have a +4 racial bonus on Hide checks in a forest setting.



# 2 Wolf, Cavern

## Medium Magical Beast

**Hit Dice:** 4d10+8 (30 hp)

**Initiative:** +4

**Speed:** 50 ft. (10 squares)

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

**Base Attack/Grapple:** +4/+6

**Attack:** Bite +7 melee (1d8+3)

**Full Attack:** Bite +7 melee (1d8+3)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Shriek, trip

**Special Qualities:** Blindsight 60 ft., scent

**Saves:** Fort +6, Ref +8, Will +2

**Abilities:** Str 14, Dex 19, Con 15, Int 3, Wis 13, Cha 9

**Skills:** Hide +6, Jump +10, Listen +12, Move Silently +6, Spot +3

**Feats:** Alertness, Weapon Focus (bite)

**Environment:** Underground

**Organization:** Solitary or pack (4-16 plus 1 6-9 HD alpha male)

**Challenge Rating:** 2

**Treasure:** Standard

**Alignment:** Always neutral

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

**Level Adjustment:** —

Long ago, as people carved civilization out from the wilderness, many of the native animals were driven underground for survival. Colonies of wolves spent countless generations in the darkness, adapting and adjusting to their new lives. The result of this evolution is the cavern wolf, a lean and hungry beast with the strength of its forefathers, and the speed and abilities of the native cave animals. These wolves stand about 4 feet high, and have extremely prominent ears. No longer dependent on vision, their ears allow them to see with sound. They also have developed vocal chords that allow them to emit extremely high frequencies, often at volumes that can prove harmful to other creatures. Cavern wolves are fast and efficient predators, traveling and hunting in packs. Most packs are led by a larger alpha male, usually with 6-9 HD. Cavern wolves are found at all depths, as they no longer have a dependence on light in any form. It is believed that intelligent underground races have captured and domesticated these creatures, using them as guard dogs and attack animals.

## Combat

Cavern wolves move in packs through the underground, looking for suitable prey. Their high Listen skill usually means that they hear something before it sees them. When the time is right, the alpha male initiates combat by using his shriek power. Then the pack attacks, using their bite and trip attacks to bring down their quarry. If the cavern wolves take heavy losses or the alpha male is killed, other pack members join in with their shriek attacks. If this still doesn't help, the

pack attempts to slink back into the darkness of the caves, taking what meat they can with them. A solitary cavern wolf uses the same tactics, shrieking at the beginning of an encounter and then biting a nearby creature.

**Shriek (Ex):** Once per hour, a cavern wolf can emit an intense, highpitched howl that stuns its prey. Creatures other than cavern wolves hearing the shriek within 100 feet must succeed on a DC 14 Fortitude save or be stunned and deafened for 1d3 rounds. The save DC is Constitution based.

**Trip (Ex):** A cavern wolf 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. If the attempt fails, the opponent cannot react to trip the wolf.

**Blindsight (Ex):** Cavern wolves have poor eyesight, and have learned to sense their surroundings with sound. A cavern wolf emits short, highpitched yelps, normally above the range of most humanoid hearing. Using this technique, cavern wolves detect creatures and objects within 60 feet. Due to their underdeveloped normal eyesight, cavern wolves have a +4 racial bonus on saves against gaze attacks and other attacks requiring vision. However, they suffer a -4 penalty on saves against sonic attacks due to their sensitive hearing. Deafened or silenced cavern wolves must resort to their normal eyesight, and suffer the normal effects of concealment when fighting in darkness or shadowy illumination.

**Skills:** Due to its specialized hearing, a cavern wolf has a +10 racial bonus on Listen checks.

# Wurggis

**Small Plant**

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

**Initiative:** +5

**Speed:** Fly 30 ft. (good) (6 squares)

**Armor Class:** 14 (+1 size, +1 Dex, +2 natural) touch 12, flat-footed 13

**Base Attack/Grapple:** +4/ -1

**Attack:** Slam +3 melee (1d2+1 plus blood drain)

**Full Attack:** Slam +3 melee (1d2+1 plus blood drain)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Blood drain, detach spores, population explosion

Plants within dark, extremely moist environments differ greatly from the plants commonly encountered by humanoids on the surface. Beneath the sun's warm, basking rays, green plants dominate the landscape, relegating fungi to a secondary role. However, in the subterranean world, fungi are the undisputed kings while only a small handful of simple green plants congregate in the immediate vicinity of sewer openings. No longer competing for resources against their green counterparts, fungi prosper and thrive, evolving into a diverse myriad of revolutionary species. The overwhelming majority poses no threat to sentient life, but unfortunately, the wurggis does not fall into the former category.

On first sights the wurggis' appearance conjures an image of a mighty wind buffeting mounds of tumbleweed across the great, open plains. In a similar manner, the wurggis rolls a few inches above the sewer's murky waters, seemingly propelled by an unknown, invisible force. Sages classify the plant as a puffball, a unique division of the fungi family consisting of roughly spherical plants. Wurggi look like a small, dark brown ball covered by a dozen long, thin needles affixed to its central body. Endowed with some limited intelligence and a hive mentality, the creatures travel through the sewers in close formation, eerily reminiscent of a swarm of enraged bees.

Wurggi measure roughly 2 feet in diameter. They are completely incapable of speech.

## Combat

Wurggi are vicious, predatory fungi that feast on the warm blood of any animal. Devoid of any tactical prowess, the ravenous plants overwhelm foes with sheer numbers, plunging their pointed spikes into the exposed flesh of their prey. After drawing a specified quantity of blood from its

**Special Qualities:** Blindsight 60 ft., plant traits

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

**Abilities:** Str 12, Dex 12, Con 12, Int 5, Wis 5, Cha 6

**Skills:** Hide +4, Listen +1, Move Silently +4

**Feats:** Improved Initiative, Stealthy

**Environment:** Underground

**Organization:** Gang (3-6), pack (7-16) or colony (17-36)

**Challenge Rating:** 2

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** —

**Level Adjustment:** —

victim, the wurggis detaches its needle, spewing thick clouds of spores into the air. In a matter of a few rounds, the battlefield transforms into a chaotic, hazy mess as millions of spores fill the air.

**Blood Drain (Ex):** Whenever a wurggis hits an opponent, it attaches itself to its victim and starts draining blood through one of its needles. During the initial round of contact, the wurggis drains enough blood to cause one point of Constitution damage. On subsequent rounds, the wurggis draws 1d4 points of Constitution damage from its host. Retractable barbs within the creature's needle prevent foes from physically removing the creature; however, the wurggis loses its Dexterity bonus to AC while affixed to its foe.

**Detach Spore (Ex):** As soon as the wurggis' deals 6 points of Constitution damage its main body detaches itself, leaving the pulsating needle and a chunk of flesh within the victim's skin. On the following round, this chunk explodes in a small cloud of spores dealing one point of Charisma damage to the victim. If a character sustains more than four points of Charisma damage in this manner, he must succeed on a DC 12 Fortitude save or one point of Charisma damage becomes drained instead. The save DC is Constitution-based.

**Population Explosion (Ex):** 1d4 rounds after detaching a needle, the wurggis emits a dense cloud of airborne spores that fills an adjacent 10-foot radius area and lingers for 2d4 rounds. Living creatures within its area of effect must succeed on a DC 12 Fortitude save or the spores inhibit the creature's breathing for 1d4 rounds. Creatures affected by the spores suffer a -2 penalty to attack, damage rolls and saving throws. In addition, all creatures within the cloud suffer a 20% miss chance on attacks, although the cloud does not limit their range of vision. The save DC is Constitution-based.

# Bhuta

## Large Giant

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

**Initiative:** -1

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

**Armor Class:** 16 (-1 size, -1 Dex, +8 natural), touch 8, flat-footed 16

**Base Attack/Grapple:** +3/+12

**Attack:** Bite +7 melee (1d6+5)

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

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Mind blast, psionics

**Special Qualities:** Blindsight 30 ft., scent

**Saves:** Fort +6, Ref +0, Will +1

**Abilities:** Str 21, Dex 9, Con 15, Int 14, Wis 10, Cha 10

**Skills:** Climb +10, Intimidate +6, Jump +12, Listen +6, Spot +4, Swim +13

**Feats:** Multiattack, Power Attack

**Environment:** Underground

**Organization:** Solitary, pair, band (3-7), or village (10-25)

**Challenge Rating:** 3

**Treasure:** Standard

**Alignment:** Usually chaotic neutral

**Advancement:** By character class

**Level Advancement:** +2

Bhutas are a race of subterranean giants that are over 10 feet tall and nearly half a ton. Having lost their sight and completely lacking eyes, bhutas rely on their keen sense of hearing, apparent from their vast flapping ears. They form small subterranean communities, mostly based on familial groups and hunting partners.

## Combat

Bhutas prefer to fight in groups, and they almost always attack to obtain food. If overwhelmed in combat, they use their psionic powers to call for aid from their village. Bhutas rarely wield weapons, preferring to rely on their natural attacks, psionic powers, and superior numbers to achieve victory. Anyone captured by bhutas can expect to be devoured within the next 1d4 days.

**Mind blast (Sp):** This psionic attack is a cone 60 feet long. Anyone caught in this cone must succeed on a DC 12 Will save or be stunned for 3d4 rounds. The Save DC is Charisma-based. Bhutas can use this ability once per day.

**Psionics (sp):** At will—*know direction, magic missile*; 3/day—*message*. Effective caster level 3rd.

**Blindsight (Ex):** Through its innate awareness of changes in air currents, a bhuta can sense all foes within 30 feet as a sighted creature would. Beyond that range, it treats all foes as having total concealment.

**Skills:** A bhuta 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.

## Flora and Fauna

**Bloodmat:** This dark red fungus lives in low areas prone to collecting blood, such as carnivorous lairs, slaughterhouses, or torture chambers. It is harmless until reaching the fruiting stage. At this point (about a year in most situations) a flat and thick mushroom grows (called a “mad steak”). Looking like a spongy, bloody brick, it is often eaten by carnivores. This usually drives them mad with terrible hallucinations, and the creature feels an overwhelming urge to flee that lasts for three days. Most creatures run until their heart fails or they drop from exhaustion or dehydration. The fungus then takes hold in the creature’s body and put out its reproductive spore bodies. These edible red mushrooms then release their spores into the air within a week. Bloodmat is a magically dependent fungus that needs magic, blood, water, and air to survive. It is found anywhere its requirements are met. Bloodmat poison can be made from the mad steak. Bloodmat poison: Ingested, DC 24, Initial effect; Panicked and hallucinatory, Secondary effect; Panicked and hallucinatory; Duration of effect; 3 days.

# Ceiling Diver

## Medium Magical Beast

**Hit Dice:** 4d10+12 (34 hp)

**Initiative:** +0

**Speed:** Fly 50 ft. (good) (10 squares)

**Armor Class:** 15 (+5 natural), touch 10, flat-footed 15

**Base Attack/Grapple:** +4/+6

**Attack:** Claw +6 melee (1d6+2 plus shock) or bite +6 melee (1d6+2 plus shock)

**Full Attack:** Claw +6 melee (1d6+2 plus shock); or tail spike +4 melee (1d8+2 plus shock and constrict) and bite +4 melee (1d6+1 plus shock)

**Space/Reach:** 5 ft./5 ft. (10 ft. with tail)

**Special Attacks:** Constrict (1d8+2), improved grab, powerful charge, shock

**Special Qualities:** Electric field, low-light vision

**Saves:** Fort +7, Ref +4, Will +3

**Abilities:** Str 14, Dex 10, Con 16, Int 4, Wis 15, Cha 10

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

**Feats:** Flyby Attack, Multiattack

**Environment:** Underground

**Organization:** Colony (4-16)

**Challenge Rating:** 3

**Treasure:** None

**Alignment:** Always neutral

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

**Level Adjustment:** —

The ceiling diver looks like a large bat with long claws and a prehensile tail used to cling to the ceiling.

## Combat

Ceiling divers always initiate combat by dropping from the ceiling and attacking with their claws. Once they hit the ground, they will attack with tail spike and bite until they are able to take to wing again, at which point they will fly high and repeat their charge.

**Constrict (Ex):** A diver deals 1d8+2 points of damage with a successful grapple check.

**Improved Grab (Ex):** To use this ability, a ceiling diver must hit with its tail spike 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.

**Powerful Charge (Ex):** A diver that makes a successful charge attack from the air can deal double damage with its claw attack

**Shock (Ex):** The touch of a diver deals 1d8 points of electricity damage. This ability can only be used for one attack per round, once every three rounds; the berial requires two rounds to recharge for another shock.

**Electric Field (Ex):** Ceiling divers generate an electric field that allows them to sense their surroundings. A diver's field gives it senses equivalent to darkvision out to 20 feet. For every additional diver within 20 feet, the range of this darkvision increases by 10 feet. Thus, a group of 10 divers would have darkvision out to 110 feet.

# Crystal Moss

## Small Plant

**Hit Dice:** 2d8+6 (15 hp)

**Initiative:** +0

**Speed:** 10 ft. (2 squares)

**Armor Class:** 11 (+1 size), touch 11, flat-footed 11

**Base Attack/Grapple:** +1/-5

**Attack:** Needle +2 ranged (1d3-2 plus poison)

**Full Attack:** 12 Needles +2 ranged (1d3-2 plus poison)

**Space/Reach:** 5 ft./0 ft.

**Special Attacks:** Mind feed, poison

**Special Qualities:** Blindsight 60 ft., plant traits, psi-like abilities, regeneration 3

Crystal moss is a wide patch of seemingly common moss, though displaying a few wicked needles, probably found clinging to some stone or a cavern wall. Jutting out near the center of the plant-mass is a small faceted crystal roughly the size of a human thumb. The crystal glows with an internal light, and looks to be very valuable. Crystal moss requires high moisture, preferring to grow near water pools where animals frequent. This moss dislikes other plants, especially the shrieker fungus, crushing or smothering them if it can.

## Combat

This moss mostly uses its psionics to lure and poisonous needles to kill its prey, or at least knock it into a coma to die of natural causes, and then slowly consumes the decomposing flesh. The glowing crystal is the source of power for the moss, and it cannot be removed until the moss has been killed. It continues to glow as a *sunrod* for 10 days after the crystal moss' death and is worth 300 gp.

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

**Abilities:** Str 6, Dex 10, Con 17, Int —, Wis 2, Cha 16

**Skills:** —

**Feats:** —

**Environment:** Underground

**Organization:** Solitary, or cluster (2-8)

**Challenge Rating:** 3

**Treasure:** 50% coins; 25% goods; 25% items

**Alignment:** Always neutral

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

**Level Adjustment:** —

**Mind Feed (Ex):** A crystal moss feeds off the minds of other creatures, as a free action. Intelligent creatures within 25 feet of a crystal moss must succeed on a DC 14 Will save each round or suffer 1d4 points of Intelligence damage. The DC increases by +2 for any creatures touching the central crystal. The save DC is Charisma-based.

**Poison (Ex):** Each of the crystal moss's needles contain an ugly poison that is injected with a successful hit. Injury, Fortitude DC 14, initial damage 1d4 Int, secondary damage 1d6 Int. The save DC is Constitution-based.

**Psi-like Abilities:** At will (without augmentations)—*Attraction* (DC14), *Aversion* (DC14), *Disable* (DC14). Effective manifester level 7th. The save DCs are Charisma-based.

**Regeneration (Ex):** Fire and acid deal normal damage to a crystal moss.



# Dark Voyeur

**Medium Undead (Incorporeal)**

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

**Initiative:** +6

**Speed:** 40 ft. (8 squares), fly 70 ft. (good) (14 squares)

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

**Base Attack/Grapple:** +2/—

**Attack:** Corrupting touch +4 melee (1d4)

**Full Attack:** Corrupting touch +4 melee (1d4)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Corrupting touch, fear aura

Dark voyeurs are incorporeal undead associated with mirrors. They are dark shapes with two pinprick eyes.

## Combat

Dark voyeurs are ultimately cowards and retreat from all confrontations. Only in darkness will they actively fight, but rarely to a fatal outcome, preferring to watch their opponent's fear of the unknown overtake them.

**Corrupting Touch (Su):** A dark voyeur that attacks a corporeal target deals 1d4 points of damage, ignoring any armor its target may have. When attacking an ethereal target, it adds its Strength modifier to both attack and damage rolls. Against material targets, it adds its Dexterity modifier to attack rolls but not to damage.

**Fear Aura (Su):** Dark voyeurs constantly emanate an aura of fear, affecting all that come within a 5-foot radius. This ability operates exactly as the *fear* spell (caster level 6th), and a victim must succeed on a DC 15 Will save to negate the effects. This is a mind-affecting fear effect. The save DC is Charisma-based.

**Light Vulnerability (Ex):** Dark voyeurs are completely powerless when exposed to any form of light, becoming paralyzed; they are unable to act physically, having effective Strength and Dexterity scores of 0, but may take purely mental actions. They usually retreat from the light though their mirrors as swiftly as possible. Dark voyeurs trapped in light for 3 consecutive rounds are destroyed.

**Mirror Bound (Su):** A dark voyeur's affinity for mirrors is caused primarily by its link to one special mirror. This "home" mirror

**Special Qualities:** Darkvision 60 ft., incorporeal traits, light vulnerability, mirror bound, mirror travel, undead traits

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

**Abilities:** Str 15, Dex 15, Con —, Int 13, Wis 12, Cha 16

**Skills:** Diplomacy +6, Hide +11, Intimidate +12, Listen +6, Search +7, Sense Motive +7, Spot +6

**Feats:** Blind-Fight, Improved Initiative

**Environment:** Any land and underground

**Organization:** Solitary

**Challenge Rating:** 3

**Treasure:** None

**Alignment:** Always neutral evil

**Advancement:** 5-8 HD (Medium)

**Level Adjustment:** —

commonly reflected the death of the voyeur's living form, and trapped part of the departing soul within its glass. The mirror is always a glass of the inhabiting voyeur's size category or larger with a hardness of 1 and 5 hit points. All damage inflicted upon a dark voyeur's mirror is also inflicted upon the undead creature itself. Due to the dark voyeur's vulnerability to light, this mirror is always kept in a dark area so the voyeur might rest in it during the day. If its mirror is shattered, the voyeur instantly returns to the broken glass, its body transforming 1d6 shards into exact copies of itself, but of Diminutive size and with only 1 hit point. These copies must all be destroyed to kill the dark voyeur, otherwise they will each flee to another mirror of their home mirror's original size or larger and will reappear at full size and with total hit points in 1d4 days. A mirror bound to a dark voyeur has the properties of a ghost touch item, and may be manipulated by ethereal and incorporeal creatures. Such an item retains its properties even if its inhabitant is destroyed.

**Mirror Travel (Su):** Dark voyeurs may travel between any two mirrors known to them much like the spell *tree stride* allows druids and rangers to walk between trees. This is cast as if by a 10th-level sorcerer. The mirrors traveled through can be no more than one size category smaller than the voyeur, lest they be too small to travel through, and dark voyeurs have a transport range of 1 mile. Dark voyeurs may emerge and travel without the use of mirrors, but avoid doing so due to their vulnerability to light.

**Skills:** Dark voyeurs have a +4 racial bonus on Hide and Intimidate checks.

# Deviant Mimic

## Arcarivore/Parasitic

### Small Aberration (Shapechanger)

**Hit Dice:** 3d8+9 (22 hp)

**Initiative:** +4

**Speed** 15 ft. (3 squares)

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

**Base Attack/Grapple:** +2/+6

**Attack:** Slam +7 melee (1d6)

**Full Attack:** 2 slams +7 melee (1d6)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Adhesive grapple, consume magic (arcarivore only), life drain (parasitic), magic aura

**Special Qualities:** Damage reduction 10/ non-magic (arcarivore only), darkvision 60 ft., immunity to acid, mimic shape

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

**Abilities:** Str 11, Dex 18, Con 17 Int 10, Wis 13, Cha 10

**Skills:** Climb +2, Disguise +10, Hide +9, Jump +9, Listen +1, Move Silently +6, Tumble +8

**Feats:** Acrobatics, Weapon Finesse

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 3

**Treasure:** None

**Alignment:** Usually neutral

**Advancement:** 4-6 HD (Small)

**Level Adjustment:** —

Cavern explorers often mistake the sly and deceptive deviant mimics for a deposit of mercury, the rare and unusual metal bearing an uncanny resemblance to the masters of disguise. In their natural state deviant mimics are silvery animated liquids capable of changing their density, shape, coloration, and solidity at will. The arcarivore, parasitic, and assuming mimic are nearly indistinguishable from each other in their normal form. Related to their larger cousin, the deviant mimics lost some size and viscosity in their evolution and mutation. All three versions of the deviant mimic can assume the dimensions, weight, and density of any inanimate object from the size of a large amulet to a small chest.

All deviant mimics speak Common.

## Assuming

### Small Aberration (Shapechanger)

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

**Initiative:** +2

**Speed:** 20 ft. (4 squares)

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

**Base Attack/Grapple:** +3/+8

**Attack:** Slam +5 melee (1d8+1)

**Full Attack:** 2 slams +5 melee (1d8+1)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Adhesive grapple, consume item, magic aura

**Special Qualities:** Damage reduction 10/ magic, darkvision 60 ft., immunity to acid, mimic shape

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

**Abilities:** Str 13, Dex 15, Con 17, Int 10, Wis 13, Cha 10

**Skills:** Climb +5, Disguise +10, Hide +7, Listen +1, Move Silently +5, Swim +4

**Feats:** Athletic, Weapon Finesse

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 3

**Treasure:** None

**Alignment:** Usually neutral

**Advancement:** 5-7 HD (Small)

**Level Adjustment:** —

## Combat

Deviant mimics depend upon their impressive deception skills to avoid combat, preferring to infiltrate the inventory of a cavern explorer under the guise of a valuable treasure item or by taking the place of a piece recently consumed. If forced into a fight, the creature attempts to latch onto a selected item holding their equipment hostage in an effort to barter its escape. The arcarivore and parasitic deviant mimics tend to slosh around, jumping and tumbling about if all else fails.

**Adhesive Grapple (Ex):** As a grapple action that does not provoke an attack of opportunity, the deviant mimic may attack to latch onto another individual, covering part or all of its body in a liquefied adhesive. When making this attack,

deviant mimics gain a +8 racial bonus to grapple attacks and checks (included in the stat blocks above). While grappling, it can deal slam damage or use its consume or life draining abilities on the grappled character or the character's equipment with a successful grapple check.

**Mimic Shape (Ex):** The deviant mimics can assume the shape, weight and form of most any item as small as a copper coin or as large as a treasure chest. While in the form, they cannot communicate or slam attack although they can employ their other abilities including forming pseudopod "legs" to move about at the rather slow speed of 5 feet. It can change its solidity and hardness from the strength of steel to liquid form. Changing from or reverting back to their liquid form requires a move action.

**Magic Aura (Sp):** At will – *magic aura*. Caster level 5th, the save DC is Charisma-based.

**Skills:** Deviant mimics have a +8 racial bonus on Disguise checks. Arcarivores and parasitics have a +10 bonus on Jump checks.

Each of the subtypes of deviant mimic has a specific type of food it consumes and a number of additional abilities.

### *Arcarivore Mimic*

The arcarivore deviant mimic searches for magic items in all their forms, consuming both the physical and magical essence of the item.

**Consume Magic (Su):** The arcarivore can detect magic on any item it touches. It then can consume the magic of the item at a rate of one +1 for items with enhancement bonuses, or one magical effect (at random) per round for magic items without enhancement bonuses. After consuming the magic from the item, the creature physically devours the item dealing 1d6 hit points per round, ignoring hardness. Once ingesting the objects the arcarivore tends to take on the item's old form.

**Damage Reduction (Ex):** The arcarivore's magic devouring nature makes it especially resistant to attacks of a magical nature. When attacked by a magical weapon or spell the arcarivore ignores the first 10 points of damage from each attack. Only nonmagical attacks, such as a mundane weapon or fires ignore this damage reduction.

### *Assuming Mimic*

The assuming is tougher, but less finicky eater than the other deviant mimics.

**Consume Item (Ex):** The assuming deviant mimic can consume items by damaging them, dealing 1d8+1 points of damage, while ignoring half of the object's hardness.

### *Parasitic Mimic*

The parasitic consumes the life force of anyone carrying it as part of his or her equipment.

**Life Drain (Su):** A parasitic can employ this ability once per round in liquid form; however, it can only utilize this effect once per day if mimicking a shape. A parasitic mimic in physical contact with its victim deals ability damage, always affecting the creature's ability with the highest score. The creature must succeed on a DC 15 Will save or suffer 1d3 points of ability damage from the appropriate ability. If the creature fails the save, it will not automatically notice the attack or its source, though if the creature succeeds on its save it will feel that something is amiss but cannot precisely determine the origin or cause. The save DC is Constitution-based.

### *Habitat/Society*

Deviant mimics can mate across sub species producing offspring of the same variety as its mother. Outside of mating, the creatures lead a solitary existence that sometimes results in lethal confrontations whenever two deviant mimics of the same sex encounter one another. However, the deviant mimics' first priority is always self preservation. Parasitic mimics often move from host to host to reduce the chance of detection, while arcarivore mimics usually eat one or two items and move onto greener pastures. The assuming, however, remains affixed to a particular character, consuming virtually every item while constantly changing form to befuddle the frustrated victim. The three varieties like to take the form of an item in treasure hordes or sneak up on sleeping adventurers and assume the form of one of their pieces of equipment.

### *Variant*

These creatures frequently mutate, and it is common for offspring to desire different foods. For example, a variant of the arcarivore savors chaos items, while an assuming variant only consumes other liquids.

# Eye Killer

## Medium Magical Beast

**Hit Dice:** 4d10+8 (30 hp)

**Initiative:** +2

**Speed:** 20 ft. (4 squares)

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

**Base Attack/Grapple:** +4/+7

**Attack:** Tail slap +7 melee (1d6+4)

**Full Attack:** Tail slap +7 melee (1d6+4)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Constrict 1d6+3, death gaze, improved grab

**Special Qualities:** Darkvision 120 ft., light sensitivity, low-light vision

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

**Abilities:** Str 16, Dex 14, Con 14, Int 2, Wis 10, Cha 12

**Skills:** Hide +4, Listen +5, Move Silently +5, Spot +9

**Feats:** Alertness, Stealthy

**Environment:** Underground

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

**Challenge Rating:** 3

**Treasure:** None

**Alignment:** Always chaotic evil

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

**Level Adjustment:** —

Eye killers are subterranean dwellers that hate daylight. They dwell underground in dark places, where very little light can touch their sensitive eyes. Eye killers are limbless spherical things at birth, but take form as they develop. The eye killer is a strange hybrid monster about 7 feet long. Its upper body is that of a large black bat while its lower torso is that of a snake. Its bat-like wings are useless, as the eye killer cannot fly. The upper portion of the eye killer is covered with dark green fur, and the lower snake-like portion is scaled in green and yellow. The eye killer's eyes are large, lidless, white circles and are without pupils.

## Combat

The eye killer is very territorial and attacks any living creature that enters the area currently under its watchful eye. If the intruders wield light sources (magical flame, lanterns, or the like), the eye killer attacks using its death gaze ability by absorbing the light (from the light sources) into its eyes and releasing it in a bright flashing ray at the chosen target; otherwise, it dispatches the trespassers with its improved grab and constrict attacks.

**Constrict (Ex):** An eye killer deals 1d6+3 points of damage with a successful grapple check.

**Death Gaze (Su):** Once per day, death, 50 feet, Fortitude save DC 13 negates. The save DC is Charisma-based. Even if the save is successful, the victim takes 3d6 points of damage. An eye killer is immune to its own gaze attack. If an eye killer's gaze attack is reflected back upon it, it can amplify the intensity of the light and project it at a new victim as a free action (DC to save is increased by +2).

**Improved Grab (Ex):** To use this ability, an eye killer must hit with its tail slap attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

**Light Sensitivity (Ex):** Eye killers are dazzled in bright sunlight or within the radius of a daylight spell. If exposed to such light, an eye killer will immediately release any opponents from its grasp and attempt to flee at its full speed.

**Skills:** An eye killer has a +4 racial bonus on Spot checks.

# Gremmin

## Medium Undead

**Hit Dice:** 5d12 (35 hp)

**Initiative:** +1

**Speed:** 30 ft. (6 squares), burrow 10 ft. (2 squares)

**Armor Class:** 19 (+1 Dex, +8 natural), touch 11, flat-footed 18

**Base Attack/Grapple:** +2/+4

**Attack:** Heavy pick +5 melee (1d6+3/x4)

**Full Attack:** Heavy pick melee +5 (1d6+3/x4)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Distort perception, prospector's fever

**Special Qualities:** Darkvision 60 ft., undead traits

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

Gremmins are haunted remnants of desperate prospectors who craved nothing but instant wealth in life. Paying no regard to practical concern in their mad rush to unearth buried treasure, hungry, thirsty, and lost miners eventually realize the gravity of their predicament—though leaving their spectacular find is out of the question. This sentiment ultimately sparks their transformation into a gremmin after earthly demise.

The creature's disheveled appearance and the accompanying smell of decay precipitate an immediate response of foreboding from even casual observers. The creature typically wears a battered miner's hat with wisps of gray and brown hair teeming with caked deposits of dirt and grime. It wears a torn and tattered miner's outfit containing numerous pockets filled with various gems, metals, and minerals. Regardless of the circumstances, it never releases its grip on its heavy pick, constantly twirling and spinning the weapon in silent rehearsal for combat. During battle, the creature frequently smiles and grimaces, revealing a mouth full of yellowing, rotting teeth.

Gremmin greet intruders with loud cries of "get off my land!" or "Dagnabit ya filthy varmint!" Most develop distinguishing signatures or designs that they carve into the boundaries of their territory. Although they don't need to eat, gremmin develop a taste for a particular rock or mineral that they regurgitate a few hours after ingestion. Gremmins stand 6 feet tall and weigh 140 pounds. They speak Common and in rare instances Undercommon.

## Combat

Gremmins never retreat, bitterly defending their proprietary claims against any creature passing through its territory. Gremmins initiate confrontations through verbal barbs, inciting opponents with derogatory terms such as

**Abilities:** Str 14, Dex 12, Con —, Int 13,

Wis 15, Cha 15

**Skills:** Appraise +6, Climb +5, Craft (Alchemy)

+3, Craft (gemcutting) +5, Hide +3, Knowledge

(geology) +6, Profession (miner) +8, Search +5,

Spot +7, Survival +7 (+9 following tracks)

**Feats:** Toughness, Weapon Focus (heavy pick)

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 3

**Treasure:** No coins; 100% goods (stones or metal only)

**Alignment:** Usually neutral evil

**Advancement:** 6-12 HD (Medium)

**Level Adjustment:** —

"scalawags," "trespassers," or "scoundrels." Despite their exceptional zeal, gremmins never wade into battle; they prefer letting their foes come to them, maximizing the effectiveness of their supernatural abilities.

**Distort Perception (Su):** Any creature moving toward a gremmin with the intention of committing a hostile action against it encounters a powerful mind-affecting field that distorts the creature's spatial perceptions. A gremmin's adversary must succeed on a DC 14 Will save to continue toward its target and complete its intended action. If the save succeeds, the creature also ignores this ability for the remainder of the encounter. Creatures failing the save instead travel in a random direction for the remainder of the round taking no other actions. (Use the grenade like weapon chart in the Player's Handbook to determine the creature's exact direction.) Impenetrable physical barriers, such as a wall or door in the creature's path immediately cease its movement, but passable impediments such as a chasm or a spike stones spell do not. Each round, the creature receives a new Will save to shrug off the effect. If it succeeds on the save, it acts normally for that round, although it must still make a Will save every round to counteract the continuous power. The only range limitation for the ability is that the victim must possess a clear line of sight to the gremmin, although actual visual contact between the gremmin and its foe is unnecessary. This is a mind-affecting effect. The save DC is Charisma-based.

**Prospector's Fever (Su):** Three times per day, a gremmin may use this ability to affect one living target within 30 feet. The creature must succeed on a DC 14 Will save or spend the next 2d6 rounds searching its immediate vicinity for gold. The creature ignores all external stimuli with the exception of any direct or indirect attacks affecting the creature. Hostile acts against the creature immediately snap the victim back to reality, but verbal pleas prove fruitless. This is a mind-affecting effect. The save DC is Charisma-based.



# Grimvole

## Small Magical Beast

**Hit Dice:** 4d10+12 (34 hp)

**Initiative:** +2

**Speed:** 30 ft. (6 squares), burrow 15 ft. (3 squares), swim 30 ft. (6 squares)

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

**Base Attack/Grapple:** +4/-2

**Attack:** Claw +7 melee (1d4-2)

**Full Attack:** 3 claws +7 melee (1d4-2)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Debilitating aura, nerverlash

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

**Saves:** Fort +7, Ref +6, Will +2

**Abilities:** Str 7, Dex 14, Con 16, Int 3, Wis 12, Cha 6

**Skills:** Hide +7, Listen +3, Move Silently +3, Spot +4, Swim +6

**Feats:** Ability Focus (nervelash), Weapon Finesse

**Environment:** Underground

**Organization:** Solitary, clutch (2-8), or colony (12-26)

**Challenge Rating:** 3

**Treasure:** None

**Alignment:** Always neutral

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

**Level Adjustment:** —

Grimvoles are tunneling mammals that emanate fields of debilitating energy. An average grimvole is around 4 feet long and weighs between 40 and 50 pounds. It has a small, furry body with three densely-muscled forelimbs and a pair of thick, serpentine tails it uses to help push itself forward. It is covered in dense brown and yellow fur that helps it slide smoothly over earth and stones. Its skin is pale yellow, and its face is narrow with small eyes and long whiskers. Grimvoles are quick and agile, sweeping across the ground with confident movements.

Grimvoles dwell in underground tunnels, occasionally using underwater entrances as natural barriers against surface predators. In water, they fold their forelimbs against their bodies and use their tails to propel themselves. They are not amphibious, however, and must surface for air. They live in small families, burrowing through earth to increase the sizes of their lairs as necessary. Whenever possible, they feed on other small mammals such as rats and rabbits. Their energy fields allow them to catch animals that might otherwise escape, and allow groups of grimvoles to overpower snakes and other enemies.

A grimvole's debilitating aura extends through rock, earth, and water. Many miners have learned to recognize sudden and extreme fatigue as a sign that a grimvole warren is nearby, and some mines have been closed due to grimvole infestations.

## Combat

Alone, grimvoles are not particularly aggressive. A family that discovers intruders will attack, but will flee if badly hurt. A grimvole relies upon its debilitating aura to weaken its enemies,

only using its claws once its opponents are exhausted. A grimvole uses its nerverlash power in self-defense if it feels greatly threatened, usually by creatures much larger than itself.

**Debilitating Aura (Su):** A grimvole constantly radiates a field of debilitating energy in a 15-foot radius. Any creature inside the field other than another grimvole must succeed on a DC 15 Fortitude save each round or be exhausted so long as it remains in the field. The effect wears off of a creature 1d4 rounds after the grimvole dies or the creature leaves the area of effect. A grimvole's debilitating aura is a necromantic effect. The save DC is Constitution-based.

**Nerverlash (Su):** Three times per day, the grimvole can focus its debilitating aura at a single opponent within 20 feet, making a knifelike strike at the victim's nervous system. The opponent must succeed on a DC 17 Fortitude save or suffer 1d4 points of Constitution damage. A grimvole's nerverlash is a necromantic effect, and creatures immune to necromantic effects or not subject to critical hits are immune to a grimvole's nerverlash. The save DC is Constitution-based.

**Immunities (Ex):** Grimvoles are immune to death, charm, and compulsion effects. They are not subject to ability drain or energy drain.

**Skills:** A grimvole 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.

# Grindgut Spitter (Worker Spider)

## Large Vermin

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

**Initiative:** +3

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

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

**Base Attack/Grapple:** +3/+9

**Attack:** Bite +4 melee (1d8+3 plus poison)

**Full Attack:** Bite +4 melee (1d8+3 plus poison)

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Poison, toxic spit, web

**Special Qualities:** Darkvision 60ft., vermin traits

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

**Abilities:** Str 15, Dex 17, Con 12, Int —, Wis 10, Cha 2

**Skills:** Climb +10, Hide +5\*, Move Silently +3\*, Spot +6

**Feats:** —

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 3

**Treasure:** None

**Alignment:** Neutral

**Advancement:** 5-8 HD (Large); 9-12 HD (Huge)

**Level Adjustment:** —

A specialized worker spider, the grindgut has a large gizzard it fills with jagged rocks and other bits of hard debris. The gizzard is used, not in the digestion of food as in many types of bird or reptile, but rather in the condensation of blood, tissue, and organic waste into a paste useful to the drudge crawler (page 97) and drone weaver (page 33). This paste is a necessary component of the diet of both creatures, and a single grindgut spitter can provide enough of the paste each day to supply one of either type of creature per Hit Die it has. Thus, a spitter with 6 Hit Dice can provide enough paste for up to 6 drone weavers or drudge crawlers.

Like drudge crawlers, grindgut spitters are highly aggressive and attack strangers (other than dark elves) who are stupid enough to enter their lairs. Spitters lead with a squirt of webbing, followed by a blast of toxic spit before closing in to finish off their prey with their venomous bites.

## Combat

**Poison (Ex):** Injury, Fortitude DC 13, initial and secondary damage 1d6 Strength. The save DC is Constitution-based.

**Toxic Spit (Ex):** As a follow-up to an attack with a web, the grindgut spitter can spit a 10-foot cone of toxic spittle at its targets once per round. Those within the cone must succeed on a DC 15 Reflex save or suffer 1d8 points of acid damage. The save DC is Dexterity-based.

**Web (Ex):** Grindgut spitters often wait in their webs, 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.

Grindgut spitters 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 Huge size.

An entangled creature can escape with a successful DC 13 Escape Artist check or burst it with a DC 17 Strength check. Both are standard actions. The check DCs are Constitution-based, and the Strength check DC includes a +4 racial bonus.

Grindgut spitters often create sheets of sticky webbing from 30 to 40 feet square. 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, and sheet webs have damage reduction 5/—.

A grindgut spitter can move across its own web at its climb speed and can pinpoint the location of any creature touching its web.

**Skills:** Grindgut spitters have a +6 racial bonus on Hide and Spot checks, and a +8 racial bonus on Climb checks. A grindgut spitter can always choose to take 10 on Climb checks, even if rushed or threatened. \*Grindgut spitters gain a +8 competence bonus to Hide and Move Silently checks when using their webs.

# Gutslinger

## Medium Aberration

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

**Initiative:** +3

**Speed:** 20 ft. (4 squares)

**Armor Class:** 15 (-1 Dex, +6 natural), touch 9, flat-footed 15

**Base Attack/Grapple:** +3/+4

**Attack:** Bite +4 melee (1d12+1)

**Full Attack:** Bite +4 melee (1d12+1)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Ambush, guts

**Special Qualities:** Darkvision 60 ft

**Saves:** Fort +3 Ref +0 Will +4

**Abilities:** Str 12, Dex 9, Con 15, Int 3, Wis 10, Cha 9

**Skills:** Hide +8\*, Move Silently +1

**Feats:** Improved Initiative, Stealthy

**Environment:** Underground

**Organization:** Troop (3-12)

**Challenge Rating:** 3

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 5-8 HD (Medium)

**Level Adjustment:** —

The gutslinger is an ovoid creature that looks vaguely like a mushroom cap as it sits on top of a gigantic fungus stalk. Its mouth is full of sharp teeth. Their flat, spongy bodies have several pairs of long, multi-jointed legs. This disgusting creature can disgorge its own sticky entrails to catch prey.

## Combat

Gutslingers wait in ambush atop a fungus stalk, then drop on opponents from above.

**Ambush (Ex):** As its first attack, a gutslinger may spring out from hiding and make a charge attack, dropping into its opponent from above. If the charge is successful, the gutslinger deals an extra 1d6 points of damage. If the gutslinger is spotted before it attacks, it cannot deal the extra damage.

**Guts (Ex):** A gutslinger can expel its innards from its mouth, for one of two specific purposes. A gutslinger can only perform one of these actions or the other in a given round.

**Share:** A gutslinger can launch its innards from its mouth to make a ranged touch attack (attack bonus +2) that can strike up to 30 feet

away (no range increment). If the gutslinger hits with the attack, the guts stick to the prey. This deals no damage, but allows the gutslinger to drag the stuck opponent 10 feet closer each subsequent round (provoking no attacks of opportunity) unless that creature breaks free, which requires a DC 17 Escape Artist check or a DC 13 Strength check. The check DCs are Strength-based, and the Escape Artist DC includes a +4 racial bonus. A gutslinger can draw in a creature within 5 feet of itself and bite with a +4 attack bonus in the same round. A gutslinger cannot otherwise make a bite attack until it retracts its innards.

**Decoy:** When pressed, a gutslinger can launch its innards up to 30 feet away and detach them, to distract predators. The guts flop and thrash about so long as they are left there. Any creature touching the innards suffers 1d4 points of acid damage per round. The stench of the guts is repellent; any creature trying to eat the guts must succeed on a DC 14 Fortitude save or be nauseated for 1d4 rounds. The save DC is Constitution-based.

**\*Skills:** A gutslinger has a +12 racial bonus on Hide checks while in a fungus forest.

# Gutslug

## Medium Aberration

**Hit Dice:** 3d8+6 (19hp)

**Initiative:** +4

**Speed:** 30 ft. (6 squares), Fly 50 ft. (perfect) (10 squares)

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

**Base Attack/Grapple:** +2/+4

**Attack:** Bite +6 melee (1d4+3 plus blood drain)

**Full Attack:** Bite +6 melee (1d4+3 plus blood drain)

**Space/Reach:** 5 ft. (coiled)/5 ft.

**Special Attacks:** Blood drain, improved grab, sneak attack +2d6

**Special Qualities:** Blindsight 30 ft, vulnerabilities

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

**Abilities:** Str 15, Dex 19, Con 15, Int 1, Wis 11, Cha 3

**Skills:** Listen +4, Move Silently +6, Spot +4

**Feats:** Alertness, Weapon Finesse

**Environment:** Underground and temperate forest

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

**Challenge Rating:** 3

**Treasure:** None

**Alignment:** Always neutral

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

**Level Adjustment:** —

This hideous creature is a slimy, sticky worm that bears a striking resemblance to human entrails. Its body is lumpy, veined, and gray. It has no eyes and its mouth is large and resembles the suckered mouth of a leech.

These disgusting creatures have many names—entrail worms, intestine crawlers, viscera worms, among others. The most common name assigned to these leech-like parasites is gutslug.

The body of one of these creatures is approximately 10 feet long but usually no thicker than an inch in diameter. At irregular intervals (especially after feeding), the body of a gutslug widens to accommodate a bag-like stomach.

Gutslugs are most often found in underground caverns, though some do lair above ground. Aboveground gutslugs build their nests in forested areas, often near lakes or rivers. They are never encountered in warm or cold regions as they detest both extremes. They are nocturnal hunters and generally avoid the sunlight if possible. (Sunlight does not damage them; they just don't like it.)

Subterranean gutslugs nest in crevasses, or in small caves or natural caverns, sometimes near a source of water. The lair is coated with a thick layer of slimy and sticky mucus (regurgitated by the gutslug). This mucus has a strong acidic stench and is easily detected at ranges of 30 feet or less.

## Combat

When a warm-blooded living creature is detected, a gutslug flies or slithers directly toward it, attacking and biting almost mindlessly. A grabbed foe is entwined in the gutslug's body and drained of blood.

**Blood Drain (Ex):** A gutslug that grapples a foe drains blood. This deals 1d4 points of Constitution drain each round the grapple is maintained. Once a gutslug has drained 8 points, it detaches and moves away to digest its meal.

**Improved Grab (Ex):** To use this ability, a gutslug must hit an opponent of any size 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 drains blood.

**Sneak Attack (Ex):** When a gutslug flanks an opponent, or anytime an opponent is denied its Dexterity bonus to AC, the gutslug deals an extra 2d6 points of damage with a successful attack.

**Vulnerabilities (Ex):** Gutslugs are vulnerable to salt. A pint of salt deals 1d4 points of damage to a gutslug each round for 1d2 rounds. A pint of alcohol poured or thrown on a gutslug deals no damage but causes it to take a -4 penalty on grapple checks for 1 minute.

# Haemovorid

**Tiny Fey**

**Hit Dice:** 3d6 +6 (16 hp)

**Initiative:** +4

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

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

**Base Attack/Grapple:** +2/-8 (+4 when attached)

**Attack:** Touch +8 melee (attach) or composite shortbow +9 ranged (1d3/x3)

**Full Attack:** Touch +8 melee (attach) or composite shortbow +9 ranged (1d3/x3)

**Space/Reach:** 2 ½ ft./0 ft.

**Special Attacks:** Attach, blood drain, special arrows, spell-like abilities

**Special Qualities:** Low-light vision, greater invisibility

Haemovorids are a horrid fusion of a stirge and a pixie. The stirge progenitor provides the head structure, wings and appetite for blood, as well as a modification to the pixie's hands and feet, allowing the haemovorid to latch onto its victims yet still have enough manual dexterity to accurately wield bows. Forced to feed on the blood of living victims while maintaining its own normal intelligence, many haemovorids turn toward evil.

Haemovorids lose their vocal abilities during the transmutation ritual and developed a crude sign language that allows them to express simple ideas to one another, though first generation haemovorids still know the languages they knew as pixes.

Pixies and other sprites view haemovorids as unnatural abominations to be killed on sight. This hatred is matched in full by the haemovorids, although in their case it is because the pixie represents everything that they have lost. Stirges, on the other hand, accept haemovorids amongst their ranks. Haemovorids are often found lairing with stirges, seeking additional safety in numbers.

## Combat

A haemovorid attacks by landing on a victim, finding a vulnerable spot and plunging its sharp proboscis into the flesh. This is a touch attack and can target only Small or larger creatures. Haemovorids often first render their victims immobile with their special sleep arrows, counting on their natural invisibility to grant them a surprise attack.

**Attach (Ex):** If a haemovorid hits with a touch attack, it uses its sharp pincers to latch onto the opponent's body. An attached haemovorid is effectively grappling its prey. The haemovorid loses its Dexterity bonus to AC and has an AC of 13, but holds on with great tenacity. Haemovorids

**Saves:** Fort +3, Ref +7, Will +4

**Abilities:** Str 7, Dex 18, Con 14, Int 14, Wis 13, Cha 16

**Skills:** Concentration +9, Escape Artist +8, Hide +14, Listen +8, Move Silently +10, Search +9, Spot +7, Survival +2 (+4 following tracks), Use Rope +5 (+7 bindings)

**Feats:** Weapon Finesse, Weapon Focus (shortbow)

**Environment:** Temperate and warm forest and underground

**Organization:** Clutch (2-4), swarm (5-8) or flock (9-13)

**Challenge Rating:** 3

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

**Alignment:** Often neutral evil

**Advancement:** 2-3 HD (Tiny)

**Level Adjustment:** —

have a +12 racial bonus on grapple checks (already figured into the Base Attack/Grapple entry above). An attached haemovorid can be struck with a weapon or grappled itself. To remove an attached haemovorid through grappling, the opponent must achieve a pin against the haemovorid.

**Blood Drain (Ex):** A haemovorid drains blood, dealing 1d4 points of Constitution damage in any when it begins its turn attached to a victim. Once it has dealt 4 points of Constitution damage, it detaches and flies off to digest the meal. If its victim dies before the haemovorid's appetite has been sated, the haemovorid detaches and seeks a new target.

**Special Arrows (Ex):** Haemovorids sometimes employ arrows that deal no damage but can erase memory or put a creature to sleep.

**Memory Loss:** An opponent struck by this arrow must succeed on a DC 15 Will save or lose all memory. The save DC is Charisma-based and includes a +2 racial bonus. The subject retains skills, languages, and class abilities but forgets everything else until he or she receives a *heal* spell or memory restoration with *limited wish*, *wish*, or *miracle*.

**Sleep:** Any opponent struck by this arrow, regardless of Hit Dice, must succeed on a DC 15 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 – *lesser confusion* (DC 14), *detect chaos*, *detect good*, *detect law*, *detect thoughts* (DC 15) and *dispel magic*. Caster level 8th. The save DCs are Charisma-based.

**Greater Invisibility (Su):** A haemovorid remains invisible even when it attacks. This ability is constant, but the haemovorid can suppress or resume it as a free action.



# Lavum

## Medium Magical Beast (Aquatic)

**Hit Dice:** 4d10+4 (26 hp)

**Initiative:** +7

**Speed:** Swim 50 ft. (10 squares)

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

**Base Attack/Grapple:** +4/+4

**Attack:** Bite +4 melee (1d10 plus venom)

**Full Attack:** Bite +4 melee (1d10 plus venom)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Venom

The lavum is a serpentine, fish-like creature than hunts in slow-flowing subterranean rivers and still lakes. The lavum's body is scaled and shaped like a fish, but like a snake, its jaw unhinges to feed its voracious appetite. Bizarre to both physiologies, the lavum has a grasping appendage beneath its jaw, which injects poison into creatures by way of a set of fangs.

## Combat

A lavum attacks with its bite. If successful, a lavum attempts to inject venom into its prey.

**Surprise Charge (Ex):** As its first attack, a lavum may spring out from hiding and make a charge attack. With this charge, a lavum can move three times its normal speed, and jump out of the water if its opponent is above the surface.

# Norughk

## Small Humanoid (Norughk)

**Hit Dice:** 3d8+12 (25 hp)

**Initiative:** +3

**Speed:** 30 ft. (5 squares)

**Armor Class:** 19 (+1 size, +3 Dex, +5 natural), touch 14, flat-footed 16

**Base Attack/Grapple:** +2/-2

**Attack:** Cleaver +6 melee (1d6)

**Full Attack:** Cleaver +6 melee (1d6)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** —

**Special Qualities:** Darkvision 60 ft., spell-like abilities

Norughks are vile, sadistic creatures that willingly serve the evil brilkoun (page 177), who value norughks as pets rather than implanted slaves. Norughks enjoy their favored status among those who serve the brilkoun, especially their roles as tormentors and bodyguards. These misshapen little brutes are about the size of a gnome with

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

**Saves:** Fort +5 Ref +7 Will +1

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

**Skills:** Hide +6, Jump +12, Swim +8

**Feats:** Ability Focus (venom), Improved Initiative

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 3

**Treasure:** None

**Alignment:** Always neutral

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

**Level Adjustment:** —

**Venom (Ex):** If a lavum hits with its bite attack, its grasper arm shoots out to inject a poisonous barb into the same target. This requires an additional melee attack roll with a +6 attack bonus. If this second attack is successful, the target is injected with the lavum's poison.

**Poison:** Injury, Fortitude DC 17, initial damage 1d4 Dex, secondary damage paralyzed for 1d4 hours. The save DC is Constitution-based and includes a +2 racial bonus.

**Skills:** \*A lavum 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. A lavum has a +8 racial bonus on Hide checks in underground aquatic environments. This bonus does not apply when a lavum is using its glowing organs to attract prey.

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

**Abilities:** Str 10, Dex 17, Con 18, Int 10, Wis 8, Cha 6

**Skills:** Hide +9, Listen +6, Spot +6

**Feats:** Alertness, Weapon Finesse

**Environment:** Underground

**Organization:** Pile (2-20)

**Challenge Rating:** 3

**Treasure:** Standard

**Alignment:** Usually lawful evil

**Advancement:** By character class

**Level Adjustment:** +3

short bowed legs, long scaly arms, and long smooth tails.

## Combat

**Spell-Like Abilities:** At will – *displacement*; 3-day – *mirror image*; 1-day – *blink*, *invisibility*. Caster level 6th.

# Ophean

## Large Magical Beast

**Hit Dice:** 6d10+12 (45 hp)

**Initiative:** +0

**Speed:** 30 ft. (6 squares)

**Armor Class:** 15 (-1 size, +6 natural), touch 9, flat-footed 15

**Base Attack/Grapple:** +6/+14

**Attack:** Claw +9 melee (1d6+4) or tail club +4 melee (2d6+6/19-20)

**Full Attack:** 2 claws +9 melee (1d6+4) or tail club +4 melee (2d6+6/19-20)

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Tail club, vocalization

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

**Saves:** Fort +7 Ref +5 Will +2

**Abilities:** Str 18, Dex 10, Con 15, Int 3, Wis 10, Cha 10

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

**Feats:** Improved Critical (tail club), Improved Overrun, Power Attack

**Environment:** Underground

**Organization:** Herd (4-16)

**Challenge Rating:** 3

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 6-12 HD (Large); 13-18 HD (Huge)

**Level Adjustment:** —

Opheans are large, bulky quadrupeds with a long tail, a short neck, and a billed-mouth. They have thick hides akin to rhinoceros, and they use their long bony-plated tails and thick claws for defense.

Low to the ground, these docile vegetarians typically graze on fungus and are found throughout the fungal forests of the deep. Wild opheans are social animals and move in matriarchal herds. Some subterranean humanoids, like the daurzam and the kulkum, raise opheans for labor, milk, and meat.

## Combat

An ophean attacks with raking claws or a tail swipe, depending on the position of its enemy.

**Tail Club (Ex):** If an ophean scores a successful critical hit with a tail club attack, the target must succeed on a DC 17 Fortitude save or have a bone broken. A target with a broken bone suffers a -2 penalty to Dexterity and Strength until the bone heals. The save DC is Strength-based.

**Vocalization (Ex):** As a full round action, an ophean can honk at a particular pitch to cause nausea. All creatures within a 40-foot cone must succeed on a DC 13 Fortitude save or be nauseated for 1d4 rounds. Other opheans are immune to this attack. This is a sonic effect. The save DC is Charisma-based.

**Call Ophean (Ex):** An ophean can make a loud honk to attract others of its kind, which can be heard at a range of up to 2 miles.

## Flora and Fauna

**Death's Bloom:** This large, brilliantly colored mushroom is found only on the heads of dead bodies. If ingested they cause temporary madness and euphoria. However, they also grant 1d6 random memories from the deceased. Some may be useful, such as the exact process for casting a spell or the command word for a magic item, while others will be less useful, such as visions of cleaning a table or of stargazing. Death's Bloom is a magically dependent fungus that needs magic, air, water, and a host to survive. The poison in a Death's Bloom requires a fortitude save (DC 15) and causes initial and secondary damage of 1d6 temporary Wisdom ability damage. The ingester is also afflicted with acute paranoia (treat his attitude as unfriendly) for a period of 1d6 hours.

# Sand Flail

**Medium Elemental (Earth)**

**Hit Dice:** 2d8+2 (11 hp)

**Initiative:** +3

**Speed:** Burrow 10 ft. (2 squares), fly 30 ft. (perfect) (6 squares)

**Armor Class:** 16 (+3 Dex, +3 natural), touch 13, flat-footed 13

**Base Attack/Grapple:** +1/+4

**Full Attack:** Slam +4 melee (1d6+3) or disc +4 ranged (1d4+3)

**Attack:** Slam +4 melee (1d6+3) or disc +4 ranged (1d4+3)

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

**Special Attacks:** Quartz disc, spin attack

**Special Qualities:** All-around vision, elemental traits, tremorsense 60 ft., vulnerable to water

**Saves:** Fort +1, Ref +6, Will +0

**Abilities:** Str 16, Dex 17, Con 13, Int 4, Wis 11, Chr 11

**Skills:** Hide +6\*, Search +1, Spot +1

**Feats:** Power Attack

**Environment:** Elemental Plane of Earth

**Organization:** 3-5 (group) or 30-50 (gathering)

**Challenge Rating:** 3

**Treasure:** Special (see text)

**Alignment:** Always neutral

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

**Level Adjustment:** —

Sand flails are flying earth elementals that look like large stone flail heads. They often have quartz and silver veins running through their bodies in spiderweb-like patterns. 10 gp of silver and 100 gp of quartz can be easily mined from a sand flail corpse.

## Combat

When encountered on underground beaches or in deserts, sand flails wait until their prey walk right over them. They lie just underground, spread over a large area usually no closer than 20 feet to each other. Once their opponents have walked into their colony, the flails spring up and attack from every direction, surrounding and often flanking their enemy. When encountered underground, sand flails use their tremorsense to detect a victim's approach, and speed toward them. Once within 40 feet, the flails start attacking with their quartz discs. If the enemy closes, they typically retreat to fire again from range, even if this provokes an attack of opportunity.

**All-Around Vision (Ex):** A sand flail has no eyes and receives very little visual input, making it essentially nearly blind. However, the constant spinning motion of a hovering sand flail grants it enough sight for the creature to see in all directions

at once, giving it a +4 racial bonus on Spot and Search checks, and preventing it from being flanked.

**Quartz Disc (Ex):** Sand flails manifest quartz discs from within their bodies. These discs do 1d4+3 points of damage, with a range of 40 feet. Once out of contact with the flail, the discs return to their home plane after two minutes.

**Spin Attack (Ex):** Once per day, a sand flail can employ a spin attack. To use this ability, it must spend one full round spinning in place. While spinning, a sand flail has a -2 circumstance penalty to AC. At the beginning of the following round, the sand flail generates a whirlwind cloud of quartz discs. Anyone within 30 feet suffers 3d6 points of damage (Reflex DC 16 half). The save DC is Dexterity-based and includes a +2 racial modifier.

**Vulnerability to Water (Ex):** A sand flail hates water, avoiding it at all costs. Against any water-based attack or spell that deals damage, a sand flail takes half again as much (+50%) damage as normal from the effect, regardless of whether a saving throw is allowed, or if the save is a success or failure.

**Skills:** \*A sand flail has a +8 racial bonus on Hide checks when in sandy areas.

# Singer

## Large Plant

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

**Initiative:** +0

**Speed:** 5 ft. (1 square)

**Armor Class:** 15 (-1 size, +6 natural), touch 9, flat-footed 15

**Base Attack/Grapple:** +3/+12

**Attack:** Hammer slam +7 melee (1d8+7)

**Full Attack:** Hammer slam +7 melee (1d8+7)

**Space/Reach:** 10 ft./10 ft. (20 ft. with tongue)

**Special Attacks:** Destructive sonics

A singer is a colorful bell-shaped fungus typically found hanging from the ceiling of underground caverns. Singers use their long tongue and hammer (the knobby mass at the end of the tongue) to defend themselves from intruders or poachers.

## Combat

**Destructive Sonics (Su):** The peal of the singer echoes out in all directions, creating a sphere of destructive sound with a radius of 10 feet per Hit Die the singer has. The peal does 3d6 points of sonic damage to organic creatures (Reflex DC 15 half).

**Detect Thoughts (Sp):** At will, singers can sense *detect thoughts* of creatures within a radius of

# Skulleton

## Tiny Undead

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

**Initiative:** +0

**Speed:** Fly 10 ft. (perfect) (2 squares)

**Armor Class:** 14 (+2 size, +2 natural), touch 10, flat-footed 12

**Base Attack/Grapple:** +2/-8

**Attack:** Bite +4 melee (1d3-2 plus disease)

**Full Attack:** Bite +4 melee (1d3-2 plus disease)

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

**Special Attacks:** Disease, dust

**Special Qualities:** Darkvision 90 ft., undead traits

Believed to have been created by a lich or demilich, the skulleton resembles the latter creature in that it appears as a skull, pile of dust, and collection of bones. Several small gems (false - all are painted glass and worthless) are inset in its eye sockets and mouth. The skulleton is thought to have been created to detour would-be tomb plunderers in to thinking they had desecrated the lair of a demilich.

## Combat

A skulleton lies in wait for its prey. When a living creature touches a skulleton, it rises 6 feet in the air and uses its dust attack (doing its best imitation of a demilich, even pivoting to face its foes). Once it uses its dust attack to incapacitate its

**Special Qualities:** Blindsight 60 ft., detect thoughts, plant traits, silence

**Saves:** Fort +7, Ref +1, Will +2

**Abilities:** Str 20, Dex 10, Con 16, Int —, Wis 13, Cha 9

**Environment:** Urban land and underground

**Organization:** Solitary or belfry (2-7)

**Challenge Rating:** 3

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 5-8 HD (Huge), 9-12 HD

(Gargantuan)

**Level Adjustment:** —

10 feet per Hit Die the singer has as a free action. This effect is treated as detect thoughts cast by a sorcerer of level equal to the singer's Hit Dice.

**Silence (Sp):** Singers consume sound, and can create a sphere of *silence* as a free action. The sphere's range is 10 feet per Hit Die of singer. A belfry of singers creates a single sphere with a diameter of ten times the sum of the Hit Dice of all of the singers in the group. This effect is treated as if cast by a sorcerer of a level equal to the singer's Hit Dice. A sphere created by a belfry of singers is treated as if cast by a sorcerer of a level equal to the summed total of the Hit Dice of the singers. The singer can drop or raise the sphere at will.

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

**Abilities:** Str 6, Dex 10, Con —, Int 10, Wis 12, Cha 10

**Skills:** Hide +15, Listen +7, Move Silently +7, Search +6, Spot +7

**Feats:** Stealthy, Weapon Finesse

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 3

**Treasure:** Standard

**Alignment:** Any evil

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

**Level Adjustment:** —

opponents, the skulleton moves to bite with its gem-encrusted teeth.

**Disease (Ex):** Filth fever - bite, Fortitude DC 12, incubation period 1d3 days; damage 1d3 Dex and 1d3 Con. The save DC is Constitution-based.

**Dust (Ex):** A skulleton can use its crumbled remains to attack any creature that comes within 10 feet, twice per day. A skulleton billows forth the dust in a 10-foot cloud that affects any creature caught within it. The creature must make a successful DC 12 Fortitude save or be affected as by a *stinking cloud* for 6 rounds. A creature that fails its save is affected as by a *stinking cloud* for 6 rounds. The dust cloud remains for 2 rounds before dispersing. The save DC is Constitution-based.

# ushabti

## Small Construct

**Hit Dice:** 2d10+10 (21 hp)

**Initiative:** +0

**Speed:** 30 ft. (6 squares)

**Armor Class:** 15 (+1 size, +4 natural), touch 11, flat-footed 15

**Base Attack/Grapple:** +1/-2

**Attack:** Slam +3 melee (1d4+1)

**Full Attack:** 2 slams +3 melee (1d4+1)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Curse, moan

Ushabti are funerary statues placed within the tombs and necropoli of important individuals to act as guardians for their mortal remains. They may vary in size, from small figurines that act as amulets to ward off evil, to man-sized statues of slaves and warriors. All ushabti are highly decorative and eagerly sought by collectors. Small ushabti are carved from precious wood and inlaid with ivory, small gemstones, and gold leaf. Larger ushabti are fashioned from marble or granite. One half of the value of an ushabti's treasure takes the form of the ushabti itself; the rest consists of jewelry, scrolls, and the daily items that the dead are thought to require in the afterlife. Minor ushabti are symbolic protectors or simple enchantments against thieves, although high priests or good-aligned gods may imbue ushabti of important persons to protect the tomb in a more active way. These ushabti are animated with positive energy and safeguard the tomb from robbers, defilers, and unholy creatures.

## Combat

Ushabti physically attack those who dare to enter their tombs. Besides physical attacks, they make liberal use of their powerful moan and curse attacks. An ushabti's moan attack remains in constant effect while the ushabti is active. Ushabti attack fearlessly until destroyed. Fortune seekers beware: physically damaging ushabti greatly reduces or nullifies its value to collectors.

**Curse (Su):** An ushabti can attempt to curse a character that has invaded its resting place. A character must succeed on a DC 12 Will save or suffer a permanent -1 sacred penalty on all saving throws for each Hit Die of the ushabti. The save DC is Charisma based. This curse is far reaching, and also affects all of the character's family members, though with only half the penalty (round down).

Creatures who take no treasure from an ushabti's tomb are freed from the curse upon departing, but those who escape with treasure continue to hear the ushabti's moaning in the back

**Special Qualities:** Construct traits, damage reduction 5/adamantine, darkvision 60 ft., low-light vision

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

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

**Environment:** Underground

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

**Challenge Rating:** 3

**Treasure:** Double standard

**Alignment:** Always neutral

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

**Level Adjustment:** —

of their minds and cannot escape the guilt of their theft. This curse can only be removed by a *remove curse* spell and an *atonement* spell cast by a cleric with access to the Death domain, or when all items removed from the tomb are returned along with a penance worth 10% of the value of the missing treasure. *Remove curse* and *atonement* spells are only effective if cast upon the original defiler of the tomb. Cursed family members subject to these spells discover that the curse is nullified only for a day's time, after which it returns in full force.

**Moan (Su):** When it notices intruders, the ushabti begins to emit a low, melancholy moan as a free action. Those within 60 feet who can hear this dirge are wracked with guilt for disturbing the rest of the dead, and suffer a -1 morale penalty on initiative checks and attack rolls throughout the combat or until leaving the area. A DC 12 Will save negates this effect. A creature that succeeds on the saving throw is immune to that ushabti's moan for 24 hours. The save DC is Charisma based. This is a sonic, mind-affecting effect.

## Construction

Wood or stone worth 200 gp must be used to carve the ushabti's body by the spellcaster or another worker, requiring a DC 15 Craft (woodworking) check or a DC 15 Craft (stonemasonry) check. After the body is complete, the ushabti is animated through an extended magical ritual that requires a specially prepared sanctum or workroom, similar to an alchemist's laboratory and costing 500 gp to establish. An ushabti with more than 2 Hit Dice can be created, but each additional Hit Die adds 500 gp to the market price, and the price increases by 1,000 gp if its size increases to Medium or 4,000 gp if its size increases to Large, modifying the cost to create accordingly. CL 11th; Craft Construct, *animate objects*, *bane*, *bestow curse*, *geas/quest*, *ghost sound*, *make whole*, *permanency*, caster must be at least 8th level; Price 3,000 gp; Cost 1,600 gp + 112 XP.

# Waking Dead

## Medium Undead

**Hit Dice:** 4d12+3 (29 hp)

**Initiative:** +2

**Speed:** 30 ft. (6 squares)

**Armor Class:** 17 (+2 Dex, +5 natural)

touch 12, flat-footed 15

**Base Attack/Grapple:** +2/+6

**Attack:** Claw +6 melee (1d6+4)

**Full Attack:** 2 claws +6 melee (1d6+4) and bite +4 melee (1d4+2 plus bite of despair)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Bite of despair

**Special Qualities:** Darkvision 60 ft., passwall, undead traits

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

**Abilities:** Str 18, Dex 14, Con -, Int 8, Wis 15, Cha 11

**Skills:** Hide +4, Intimidate +2, Listen +7, Move Silently+3, Spot +8

**Feats:** Alertness, Toughness

**Environment:** Underground

**Organization:** Solitary, gang (2-5) or team (6-11)

**Challenge Rating:** 3

**Treasure:** Standard

**Alignment:** Usually chaotic evil

**Advancement:** 5-8 HD (Medium)

**Level Adjustment:** —

Waking dead are the unrestful souls of those who were buried alive and awoke trapped in a coffin. Their glowing violet eyes reflect the terror and mania that followed them into undeath. Though their mortal bodies succumb to suffocation, their frantic desperation transformed the corpse into the waking dead. Panic-stricken scratching hones their razor sharp bony claws.

Waking dead inhabit catacombs and graveyards, seeking solace in the destruction of other creatures while also wishing for their own demise. They particularly enjoy killing priests and healers, deeming them partly responsible for their current condition. They readily cooperate with other members of their race as well as more powerful sentient undead.

The creature's height and weight vary based upon the individual. The metamorphosis into their current state erased all of their previous memories; therefore, waking dead possess no language skills.

## Combat

Despite their inherent madness, waking dead are cunning creatures that prefer to employ stealth before rushing into combat. Some wily individuals utilize their *passwall* ability to hide inside of a nearby sarcophagus in an effort to take their opponents by surprise. However, once they commit to battle waking dead attack with terrifying ferocity, slashing and biting their foes mercilessly. Death serves as a release for the tormented creatures; hence, they ignore any impulses of self-preservation.

**Bite of Despair (Su):** A living creature hit by a waking dead's bite must succeed on a DC 14 Will save or (DC 14) or envision itself lying in a coffin desperately trying to escape. The victim falls to the ground and lies perfectly still in a helpless,

catatonic state. Because it believes that it is inside of an airtight coffin, the victim immediately starts suffocating. Characters in this predicament can hold their breath for two rounds per point of Constitution. Afterwards, they must make a DC 12 Constitution check each round to continue holding their breath. The check DC is Constitution-based and increases by +1 each round.

When the character finally fails, he lapses into unconsciousness on the first round, falls to -1 hp on the second round and then feigns death on the third round. Fortunately, the character's associates can revive him from this state in the same manner as the sleep spell. The effect spontaneously ends four minutes later if neither of the other conditions occurs. Characters previously affected by this illusion receive a +4 bonus to their Will save to resist bite of despair for the remainder of the combat with the waking dead. This is an enchantment and compulsion effect. The DCs are Wisdom based.

**Passwall (Sp):** Waking dead possess the amazing ability to walk through specific organic or inorganic material as if affected by the *passwall* spell as cast by a 9th level sorcerer. The only restriction is that the creature can only use the ability to pass through the same material as its coffin. Therefore, a waking dead buried in a wooden coffin walks through wooden doors but is unable to travel through a stone wall. This ability functions constantly.

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



# Albine

## Medium Monstrous Humanoid

**Hit Dice:** 6d8+24 (51 hp)

**Initiative:** +3

**Speed:** 30 ft. (6 squares), burrow 10 ft. (2 squares)

**Armor Class:** 18 (+3 Dex, +5 natural), touch 13, flat-footed 15

**Base Attack/Grapple:** +6/+11

**Attack:** Bite +11 melee (2d6+5) and whirl +9 melee touch (trip)

**Full Attack:** Bite +11 melee (2d6+5) and 2 claws +9 melee (1d6+2) and whirl +9 melee touch (trip)

**Space/Reach:** 5 ft./5 ft. (10 ft. with whirl)

**Special Attacks:** Whirl

**Special Qualities:** Darkvision 60 ft.

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

**Abilities:** Str 21, Dex 16, Con 19, Int 6, Wis 13, Cha 8

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

**Feats:** Alertness, Multiattack, Iron Will

**Environment:** Underground

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

**Challenge Rating:** 4

**Treasure:** Standard

**Alignment:** Usually neutral evil

**Advancement:** 7-12 HD (Medium); 13-18 HD (Large)

**Level Adjustment:** +2

The ruthless albine is a rare but dangerous subterranean creature. The albine cannot be found deep in the earth, but instead stays quite close to the surface at all times. It burrows through the ground, building a complex network of tunnel traps that connect to its lair. To make these traps, the albine burrows up underneath surface paths and corridors, leaving just enough soil to keep the path from collapsing until it is walked upon. Once it has set a number of these traps, it retires to its lair at the center of this network and waits and listens for prey to come crashing down into its domain. In appearance, the albine is only vaguely humanoid. It has an enlarged mouth, filled with sharp teeth poking out at wild angles, and extremely sharp claws. It has a thick, leathery hide with a pale, whitish hue. It is also noted for its long, thick rat-like tail that stretches out to ten feet in length, and which it uses to trip its opponents in combat. The albine always carefully strips its prey of foreign objects before it devours it. These objects are generally disposed in a single tidy pile at the back of its lair, making the albine a favorite among treasure seekers.

## Combat

The albine charges readily into combat. While it fights with its teeth and claws, it constantly whirls its tail back and forth around it, tripping its opponents. If reduced to 10 or fewer hit points, it retreats back into its network of tunnels or attempts to burrow away.

**Whirl (Ex):** While in combat and not flat-footed or unable to attack, an albine constantly twirls its tail around itself along the ground. On its turn, it makes a single melee touch attack roll as a free action (a trip attack that does not provoke attacks of opportunity) with its tail. This trip attack roll applies against all creatures within 10 feet; each creature struck must proceed to make a Strength or Dexterity check opposed by the albine's Strength check (applying modifiers for size and stability, as normal for trip attacks). Creatures who fail are tripped. If the albine loses, its opponents cannot react to trip it. This ability can be used even in cramped fighting quarters.

# Bandersnatch

## Large Monstrous Humanoid

**Hit Dice:** 7d8+28 (59 hp)

**Initiative:** +6

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

**Armor Class:** 17 (-1 size, +2 Dex, +6 natural), touch 11, flat-footed 15

**Base Attack/Grapple:** +7/+17

**Attack:** Claw +12 melee (1d8+6)

**Full Attack:** 2 claws +12 melee (1d8+6) and bite +7 melee (2d4+3)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Improved grab

**Special Qualities:** Burrow through obstacle, darkvision 60 ft., photophobia, squeeze

**Saves:** Fort +6, Ref +7, Will +6

The legendary bandersnatch lurks deep in the earth and in the nightmares of children everywhere. This pale, bent, misshapen humanoid feeds by burrowing into cellars and basements and lying in wait for someone to enter. Its preferred hiding place is under stairs, and its favorite attack is grabbing the ankles of those descending. When the bandersnatch has finished with its meal, it burrows out, back into the earth, taking the body of its victim, and leaving behind little sign of its having ever been there.

The bandersnatch eschews light, and has been known to beat a hasty retreat when met with a bright flash. It is difficult to get a good look at a bandersnatch, but those who have seen one describe it as eerily human.

The bandersnatch makes its lair deep in the earth, in a tight burrow at the center of its maze of tunnels. Here it stores the bodies of all of its victims both for later feeding, and for the sheer joy of collecting. Though it attacks nearly anyone, the bandersnatch prefers children, as they put up little resistance and they slide easily between steps. Bandersnatches do not appear to acquire mates, although young have been discovered in some of their lairs. It is presumed that adults mate when they encounter each other under the earth, but then go their separate ways.

## Combat

The bandersnatch is a lurker in areas where predators are not expected, and its foes are often caught offguard. It attacks victims in their homes, at inns, or in other presumed safe places. If a lurking bandersnatch goes undetected, it can make

**Abilities:** Str 23, Dex 14, Con 19, Int 4, Wis 13, Cha 4

**Skills:** Escape Artist +3\*, Hide +4, Listen +2, Move Silently +4

**Feats:** Combat Reflexes, Improved Initiative, Power Attack

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 4

**Treasure:** Standard

**Alignment:** Usually neutral evil

**Advancement:** 8-14 HD (Large); 15-21 HD (Huge)

**Level Adjustment:** —

a trip or grapple attack against a victim descending the stairs above its hiding place. Flatfooted opponents do not receive attacks of opportunity against the bandersnatch and are pulled through the steps to be savaged by it. Small and slender characters may slide all the way through, but larger characters are likely to get stuck, leaving them exposed and vulnerable while the bandersnatch devours the lower half of their bodies. Once it has killed a victim, the bandersnatch burrows back into its hole, clutching the body. If a bandersnatch faces strong resistance, it retreats, taking a hostage if possible to be devoured later. It may also flee if caught in bright light. When the bandersnatch returns to its hole, it piles up the earth behind it, making it difficult for anyone to follow it.

**Improved Grab (Ex):** To use this ability, a bandersnatch must hit a Medium or smaller creature with a claw attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity.

**Burrow Through Obstacle (Ex):** A bandersnatch cannot efficiently burrow through wood or stone, but as a full round action it can dig its way through 6 inches of either material. Metal prevents its passage entirely.

**Photophobia (Ex):** Bandersnatches hate all light, and are dazzled when not in darkness or shadowy illumination. A bandersnatch exposed to sunlight or a *daylight* spell immediately becomes panicked.

**Squeeze (Ex):** A bandersnatch can squeeze into spaces smaller than itself as if it were a Medium creature. \*It also has a +16 racial bonus on Escape Artist checks to squeeze through tight spaces.

# Cavern Lizard

## Large Magical Beast

**Hit Dice:** 5d10+15 (42 hp)

**Initiative:** +2

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

**Armor Class:** 16 (-1 size, +2 Dex, +5 natural), touch 11, flat-footed 14

**Base Attack/Grapple:** +5/+14

**Attack:** Bite +10 melee (2d6+7)

**Full Attack:** Bite +10 melee (2d6+7)

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Improved grab

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

**Saves:** Fort +7, Ref +6, Will +2

**Abilities:** Str 21, Dex 15, Con 17, Int 3, Wis 12, Cha 2

**Skills:** Climb +14, Hide +5\*, Listen +5,

Move Silently +7, Spot +5

**Feats:** Alertness, Weapon Focus (bite)

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 4

**Treasure:** 50% standard

**Alignment:** Always neutral

**Advancement:** 6-10 HD (Large); 11-15HD (Huge)

**Level Adjustment:** —

This large gray creature has an angular head and sapphire-gold bulging eyes. Its thick, muscled legs end in wide-angled feet with suction-like pads on the bottom.

A cavern lizard is typically very aggressive and often travels far away from its lair in order to hunt. While not territorial, a cavern lizard is rarely encountered with others of its kind. Each cavern lizard often has a hunting ground covering up to 2 miles.

A cavern lizard's lair is a large expanse of interconnected caves littered with the bones and scattered remains of its victims (including treasure). Hunting cavern lizards usually drag their kill back to their lair before devouring it. If young are present in the lair, the kill is divided between them. Young cavern lizards resemble their adult counterparts in all respects, save their eyes are a dull blue. During mating season (late summer, early fall) 1d6 eggs may be found in the lair. Eggs are round in shape, leathery to the touch, and gray in color.

## Combat

Cavern lizards are ambush hunters. They prefer to scale the walls and wait for prey to pass underneath them where they drop down on their

unsuspecting meal. In most battles, once a cavern lizard bites, it hangs on until its opponent is dead. If facing more than one foe, it won't employ this tactic so as not to leave itself defenseless against other aggressors. If cornered or extremely hungry, a cavern lizard fights to the death; otherwise it retreats if it is facing a particularly powerful opponent.

**Improved Grab (Ex):** To use this ability, the cavern lizard 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 deals bite damage each round the hold is maintained.

**Skills:** A cavern lizard can always choose to take 10 on a Climb check, even if rushed or threatened. Cavern lizards have a +4 racial bonus on Hide and Move Silently checks. \*In areas of natural stone or rock, the Hide bonus increases to +8. Cavern lizards have a +8 racial bonus on Climb checks.

# Centioch

## Huge Vermin

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

**Initiative:** +2

**Speed:** 40 ft. (8 squares)

**Armor Class:** 17 (-2 size, +2 Dex, +7 natural), touch: 10, flat-footed 15

**Base Attack/Grapple:** +6/+18

**Attack:** Bite +8 melee (2d6+4)

**Full Attack:** Bite +8 melee (2d6+4) and sting +3 melee (2d4+2 plus poison)

**Space/Reach:** 15 ft. /10 ft.

**Special Attacks:** Poison

**Special Qualities:** Darkvision 60 ft., vermin traits

**Saves:** Fort +8, Ref +4, Will +2

**Abilities:** Str 19, Dex 14, Con 15, Int —, Wis 10, Cha 4

**Skills:** Balance +10, Climb +12, Hide -2, Jump +8, Spot +4

**Feats:** —

**Environment:** Underground

**Organization:** Solitary or colony (2-7)

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 9-16 HD (Huge); 17-24 HD (Gargantuan)

**Level Adjustment:** —

Centiochs scuttle through wet underground tunnels, devouring living creatures and carrion alike. Growing up to 25 feet long, a centioch resembles an overgrown centipede with huge mandibles and a scorpion's tail. Its carapace is thick and black, while its tail is a rusty orange, topped with a three-pronged stinger that releases a fast-acting paralytic poison. It has two large, black eyes, but its vision is poor. A centioch's scores of widespread legs give it excellent balance. Centiochs live only a few years after hatching and leaving their colonies. They lay dozens of eggs at once, but fewer than one in six newborns survive to adulthood.

## Combat

Centiochs rarely eat creatures bigger than sheep, but large slow moving or injured creatures may tempt centiochs into attacking anyway. Anger and hunger can also drive centiochs to attack. In combat, a centioch bites and stings one creature until that creature falls, then moves on to the next.

**Poison (Ex):** Injury, Fortitude DC 16, initial damage 2d4 rounds paralyzation, secondary damage 1d4 rounds paralyzation. The save DC is Constitution-based.

**Skills:** Centiochs have a +4 racial bonus on Hide and Spot checks, and a +8 racial bonus on Balance and Climb checks.

## Physiological Uses

While a centioch's poison becomes inert after the creature's death, a character with the Craft (alchemy) skill can use it as a base for creating a poison equivalent to oil of taggit. A centioch's stinger can be removed without need for a skill check. For purposes of determining creation time and raw materials cost, up to 10 doses of oil of taggit created with centioch stinger cost only 45 gp each. Oil of taggit created in this manner has a Craft (alchemy) DC of 20. A character with 5 or more ranks in Knowledge (nature) has a +2 bonus on the Craft (alchemy) check.

## Adventure Ideas

A recent string of burglaries, murders, and other crime; have all involved the use of poison to render guard: or victims unconscious. Tracking down the source of the poison, the PCs find that a cult has been selling the poison to underworld figures, and that the cult is acquiring the poison by farming centiochs.

# Compost Seeker

## Large Vermin

**Hit Dice:** 8d8+24 (60 hp)

**Initiative:** +0

**Speed:** 20 ft. (4 squares), burrow 10 ft. (2 squares)

**Armor Class:** 18 (-1 size, +9 natural), touch 9, flat-footed 18

**Base Attack/Grapple:** +6/+12

**Attack:** Bite +7 melee (2d6+3)

**Full Attack:** Bite +7 melee (2d6+3)

**Space/Reach:** 10 ft. /5 ft.

**Special Attacks:** —

**Special Qualities:** Blindsight 30 ft., damage reduction 2/-, division, regeneration 5, scent, tremorsense 60 ft., vermin traits

**Saves:** Fort +9, Ref +2, Will +2

**Abilities:** Str 14, Dex 10, Con 17, Int—, Wis 11, Cha 2

**Skills:** —

**Feats:** —

**Environment:** Warm forest and underground

**Organization:** Solitary, pair, colony (3-5), or swarm (6-20)

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 9-16 HD (Large); 17-24 HD (Huge)

**Level Adjustment:** —

A thick, earthworm-like creature writhes from the mud on the cavern floor. It is dark in color and covered with sticky mucous, and is easily the size of a crocodile. Like their diminutive cousin the earthworm, compost seekers spend most of their time tunneling underground, extracting nutrients and moisture from the soil. Compost seekers only surface when rich sources of nutrients suddenly appear, like recently slain bodies.

## Combat

Though not naturally aggressive, compost seekers pursue their meals with mindless determination. Anyone who attempts to interfere with their feeding finds that their gnawing bites are just as capable of tearing living flesh as they are dead.

The bodies of deceased compost seekers can be boiled down, rendering them into a clear, viscous oil that can be applied to fresh wounds in order to halt bleeding. Making this oil requires a DC 15 Craft (alchemy) check; the oil grants a +4 circumstance bonus on Heal checks to stabilize the fallen. A normal adult worm can provide 8 doses of this oil (1 dose per HD).

**Blindsight (Ex):** Using nonvisual senses, compost seekers know the location of creatures within 30 feet.

**Division (Ex):** Any single attack that deals enough slashing damage to the compost seeker cuts it into two pieces. The amount of damage required is equal to one-fifth the seeker's normal hit point total. Thus, a seeker with 60 hit points is cut in half is a single attack deals at least 12 points of damage. If the seeker succeeds at a DC 15 Fortitude save, both pieces survive independently (each with half the worm's remaining hit points). If the save fails, only one half survives, retaining all of the seeker's present hit points.

If both halves survive, each begins to regenerate as a separate creature with a hit point total equal to that of the original seeker. However, the part that does not have a head can only bite once it has fully regenerated; it usually simply burrows into the ground to heal before returning to the battle.

**Regeneration (Ex):** Fire and cold deal normal damage to a compost seeker.

# Dorje Ooze

## Small Ooze

**Hit Dice:** 4d10+20 (42 hp)

**Initiative:** -1

**Speed:** 10 ft. (2 squares)

**Armor Class:** 6 (+1 size, -5 Dex), touch 6, flat-footed 6

**Base Attack/Grapple:** +3/+4

**Attack:** Slam +9 melee (1d8+7)

**Full Attack:** Slam +9 melee (1d8+7)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Constrict 1d8+7, dissolve mind, dorje power, improved grab

**Special Qualities:** Blindsight 60 ft., consume power, ooze traits, sense psionics

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

**Abilities:** Str 20, Dex 1, Con 20, Int 6, Wis 1, Cha 1

**Skills:** Listen +0, Spot +1

**Feats:** Alertness, Improved Initiative

**Environment:** Any marsh and underground

**Organization:** Solitary

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 5-7 HD (Small); 8-12 HD (Medium); 13-20 HD (Large)

**Level Advancement:** —

Dorje oozes use their *sense psionics* ability to locate psionic prey. With a successful attack against a psionic opponent, the dorje ooze flows onto its target's body and uses its dissolve mind ability to slay its victim.

## Combat

**Constrict (Ex):** A dorje ooze deals 1d8+7 points of damage with a successful grapple check.

**Dissolve Mind (Su):** Any opponent constricted by a dorje ooze must succeed on a DC 17 Fortitude save each round or take 1 point of Intelligence drain, 1 point of Wisdom drain, and 1 point of Charisma drain. The save DC is Constitution-based. A new save is required at the same DC each round that the dorje ooze constricts. The save DC is Constitution-based.

**Dorje Power (Sp):** Each dorje ooze can manifest one selected power of 1st to 3rd level from the psion's power list. This power may be manifested once per round as a free action that does not provoke an attack of opportunity. A dorje ooze typically manifests its power every round during combat, but not at all any other time.

**Improved Grab (Ex):** To use this ability, a dorje ooze must hit 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 can constrict.

**Blindsight (Ex):** A dorje ooze's entire body is a psionic sensory organ that can ascertain prey by scent and vibration within 60 feet.

**Consume Power (Su):** A dorje ooze is completely unaffected by psionics, except that it heals 1 hit point of damage per psionic power point paid to manifest the power or attack mode used against it.

**Ooze Traits:** A dorje ooze is blind (blindsight 60feet) and immune to gaze attacks, visual effects, illusions, and other attack forms that rely on sight. It is also immune to poison, sleep effects, paralysis, stunning, and polymorphing. It is not subject to critical hits or flanking.

**Sense Psionics (Su):** A dorje ooze can sense whether any creature within 60 feet of it has psionic powers. If it detects such an opponent, it attacks immediately.



# Erolth

## Medium Aberration

**Hit Dice:** 4d8 (18 hp)

**Initiative:** +0

**Speed:** 20 ft. (4 squares)

**Armor Class:** 10, touch 10, flat-footed 10

**Base Attack/Grapple:** +3/+3

**Attack:** Beak +3 melee (1d8)

**Full Attack:** Beak +3 melee (1d8)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Beak deflection, spells

**Special Qualities:** Blindsight 30 ft., darkvision 60 ft., multilingual, perfect memory

**Saves:** Fort +1 Ref +1 Will +10

**Abilities:** Str 10, Dex 10, Con 10, Int 18, Wis 22, Cha 18

**Skills:** Knowledge (any five) +23, Listen +30, Spot +8

**Feats:** Alertness, Combat Expertise

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Usually neutral good

**Advancement:** By character class

**Level Adjustment:** +9

Erolths are 7-foot tall bird-like creatures that live in subterranean lairs. Their pronounced beaks, elongated arms, and relatively short legs belie an avian heritage, although they no longer fly, using their arms to move around.

Erolths are peaceful hermits seeking to learn all they can know. They have a way with languages, picking new languages up quickly, but do not wish to arouse undue attention to themselves in the process. Among subterranean races, erolths are renown as soothsayers and wisemen. People often seek an erolth's advice in times of trouble or ask erolths to arbitrate disputes.

## Combat

Erolths prefer to avoid combat and flee when possible. They usually summon a powerful creature to protect their retreat. They would rather not kill any non-evil creature, but are fierce opponents when forced.

**Beak Deflection (Ex):** An erolth that uses its beak for fighting defensively gains a +6 bonus to Armor Class rather than the usual +2 bonus.

**Spells:** An erolth can cast divine spells as a 12th-level druid. The save DCs are Wisdom-based.

Typical Druid Spells Prepared (6/7/6/5/4/4/3; save DC 16 + spell level): 0 - *detect magic*,

*detect poison, know direction, mending, read magic, virtue*; 1st - *calm animals, detect animals or plants, detect snares and pits, longstrider, obscuring mist, pass without trace, speak with animals*; 2nd - *animal messenger, barkskin, hold animal, owl's wisdom, spider climb, tree shape*; 3rd - *daylight, protection from energy, quench, speak with plants, wind wall*; 4th - *dispel magic, freedom of movement, repel vermin, scrying*; 5th - *awaken, commune with nature*; 6th - *stone tell, summon nature's ally VI*.

**Multilingual (Ex):** If an erolth encounters a creature that speaks a language it is not familiar with, the erolth can learn that language rapidly. If an erolth listens to a creature speaking an unfamiliar language for 2d6 minutes, the erolth will become conversant in that language, and the erolth will become fluent in that language if it continues to hear the language for a total of 24 hours.

**Perfect Memory (Ex):** An erolth has total recall on any event it has ever witnessed or experienced and any information it has ever heard.

**Skills:** An erolth has a +15 racial bonus on Listen checks, and a +12 racial bonus on Knowledge checks.

# Fulgurate Mushrooms

## Hazard (CR4)

This patch of ordinary-looking mushrooms is typically found underground or in areas where the ground is damp and soft (riverbanks, marshes, for example). A typical patch covers a 10-foot area. When contacted (touched, stepped on, etc.) the mushrooms send out a burst of lightning that deals 3d6 points of electricity damage to any creature within 10 feet of the fulgurate mushroom patch. A successful Reflex save (DC 16) halves the damage. Most fulgurate mushrooms are instantly destroyed

when they release their lightning blast, but enough survive to continue propagation.

If a patch of fulgurate mushrooms is hit with a cold-based effect or attack, it immediately releases its lightning burst at double the potency if it hasn't already done so (and been destroyed). This deals 6d6 point of electricity damage (Reflex DC 16 half) to all creatures within 20 feet of the mushrooms.

Fulgurate mushrooms appear as normal mushrooms with faint blue stems and either bluish-white caps or sapphire blue caps.

## Gnomide

**Medium Elemental (Earth, Extraplanar)**

**Hit Dice:** 6d8+18 (45 hp)

**Initiative:** -1

**Speed:** 20 ft. (4 squares), burrow 20 ft

**Armor Class:** 17 (-1 Dex, +8 natural), touch 9, flat-footed 17

**Base Attack/Grapple:** +4/+8

**Attack:** Fist +8 melee (1d8+4/19-20)

**Full Attack:** 2 fists +8 melee (1d8+4/19-20)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Spell-like abilities, summon elemental, tremor

**Special Qualities:** Change shape, darkvision 60 ft., elemental traits

**Saves:** Fort +8, Ref +1, Will +2

**Abilities:** Str 19, Dex 8, Con 16, Int 10, Wis 11, Cha 11

**Skills:** Appraise +2, Climb +8, Craft (any) +2, Hide +1\*, Intimidate +3, Listen +3, Spot +2

**Feats:** Cleave, Improved Critical (fist), Power Attack

**Environment:** Elemental Plane of Earth

**Organization:** Solitary or gang (2-8)

**Challenge Rating:** 4

**Treasure:** Standard

**Alignment:** Usually lawful neutral

**Advancement:** By character class

**Level Adjustment:** —

The civilization builders from the Plane of Earth, gnomides are industrious and reliable, accused rightly of stubbornness as they rarely change their mind once they commit to anything. They are squat and stocky, with stone skin that ranges from the gray to the black, depending on the kind of rock it is made of. Their features are rough and vague; their faces have more suggestions of facial features than the real thing. Gnomides are master crafters, turning what comes from the earth into anything, be it metal or stone.

In addition to the standard languages, gnomides speak Dwarven and Terran.

## Combat

Gnomides are not known for clever tactics, but brutal assault works for them just fine. If they use weapons, they are made from the strongest metals and the toughest stone.

**Spell-like Abilities:** At will—*mending*; 3/day—*detect magic*, *meld into stone*, *soften*

*earth and stone*; 2/day—*make whole*, *stone shape*; 1/week—*earthquake* (DC 18). Caster level 6th. The save DCs are Charisma-based.

**Summon Elemental (Sp):** Once per day a gnomide can attempt to summon 1d4 Medium earth elementals with a 35% chance of success, or one thoqqa with no chance of failure. This ability is the equivalent of a 4th-level spell.

**Tremor (Su):** Gnomides can make the ground tremble beneath them up to 60 ft. away. Creatures must succeed on a DC 16 Reflex save or be knocked down and prone. The shaking is so violent that creatures inside the area suffer 2d4 points of damage. The save DC is Constitution-based.

**Change Shape (Su):** A gnomide can assume the shape of a dwarf or gnome as a standard action.

**Skills:** \*Gnomides have a +6 racial bonus on Hide checks when standing against stone.

# Gore Mole

## Large Magical Beast (Earth)

**Hit Dice:** 4d10+16 (38 hp)

**Initiative:** +0

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

**Armor Class:** 18 (-1 size, +9 natural), touch 9, flat-footed 18

**Base Attack/Grapple:** +4/+13

**Attack:** Gore +8 melee (1d8+5) or claw +3 melee (1d6+2)

**Full Attack:** Gore +8 melee (1d8+5) and 2 claws +3 melee (1d6+2)

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Toss

**Special Qualities:** Darkvision 90 ft., low-light vision, tremorsense 60 ft, wall of stone

**Saves:** Fort +8, Ref +4, Will +2

**Abilities:** Str 20, Dex 10, Con 18, Int 2, Wis 12, Cha 10

**Skills:** Jump +9, Listen +7, Spot +6

**Feats:** Alertness, Power Attack

**Environment:** Underground

**Organization:** Solitary or pair

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 5-8 HD (Large); 9-12 HD (Huge)

**Level Adjustment:** +6 (cohort)

Gore moles are burrowing monsters often trained by dwarves as steeds for elite cavalry units. Their brutal horns and keen senses make them powerful underground predators.

A gore mole looks like a giant mole with two deadly horns protruding from its snout and heavy claws that resemble those of a badger. Its tough hide has a stony texture and is vaguely reminiscent of that of an armadillo.

Wild gore moles stalk their prey using tremorsense and then ambush them from beneath. They are seldom intimidated by large groups. When used as cavalry they are even more dangerous. Dwarves rarely stint when equipping their mounts and gore mole riders usually enhance their beasts' natural abilities without slowing or encumbering them.

## Combat

Although of only animal intelligence, gore moles are well practiced in their hunting technique. Typically one bursts through a thin section of cavern floor to catch a group unaware, tosses a victim back into the ambush tunnel that it burrowed and then retreats behind a wall of stone.

Even a small group of gore mole cavalry can easily control large battles, using their mounts to burrow trenches, set ambushes and lead fearsome charges. Gore moles used as war mounts are often equipped with bladed claw bracers and studded leather barding. A gore mole so equipped has an Armor Class of 21 and deals 1d8+2 damage with each claw.

**Toss (Ex):** A gore mole that makes a successful charge attack can attempt to trip the opponent as a free action without making a touch attack or provoking an attack of opportunity. If the gore mole wins the opposed Strength check, instead of knocking the opponent prone, it tosses the opponent into the air to fall prone into any space that the gore mole threatens. This deals 1d6 points of falling damage in addition to the damage dealt by the initial charge attack. Characters with Tumble who are not flat-footed can make a Tumble check (DC 15) to avoid this additional damage and land on their feet.

**Wall of Stone (Sp):** Once per day, a gore mole can create a *wall of stone* as per the spell (caster level 12th.)

## Training a Gore Mole

A gore mole requires training before it can bear a rider in combat. Training a gore mole requires six weeks of work and a DC 25 Handle Animal check. Riding a gore mole requires an exotic saddle. A gore mole can fight while carrying a rider, but the rider cannot also attack unless he or she succeeds on a Ride check.

Gore mole young are worth 2,000 gp a piece on the open market. Professional trainers charge 1,000 gp to rear or train a gore mole.

**Carrying Capacity:** A light load for a gore mole is up to 400 pounds, a medium load, 401-800 pounds, and a heavy load 801-1200 pounds.

**Reduced Speed:** When carrying a rider, a gore mole burrow speed is reduced to 15 ft. (3 squares)

# Horach

## Medium Aberration

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

**Initiative:** +2

**Speed:** 40 ft. (8 squares), climb 30 ft. (6 squares)

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

**Base Attack/Grapple:** +3/+4

**Attack:** Claw +4 melee (1d6+1) or bite +4 melee (2d6+1)

**Full Attack:** 2 claws +4 melee (1d6+1) and 2 lesser claws +2 melee (1d4+1); or 2 claws +4 melee (1d6+1) and 2 tentacles +2 melee (drain); or bite +4 melee (2d6+1)

**Space/Reach:** 5 ft./5 ft.

The horach is a horrifying insectoid creature, about the size of a human. It has five pairs of long, bristly, multi-jointed limbs, sometimes claws, pincers, or tentacles. Horachs have a hive mentality, living in groups with a queen who is responsible for the hive's reproduction. Some hunt the horach for profit, sought after by alchemists for various arcane or medicinal remedies. Others think horachs can be trained.

## Combat

A horach fights in a blurring whirlwind of horrid claws. When pressed or outnumbered it will use its flaming jelly. Two of the horach's claws are more powerful than the other two, which serve as its primary weapons.

**Flaming Jelly (Ex):** Once per day as a full round action, a horach can unleash a blast of caustic abdominal fluid that ignites upon contact with oxygen (whether air, or the oxygen in water). The fluid erupts forth in a 60-foot cone, and all creatures within this area (except the attacking horach) are covered in the

# Inscriber

## Medium Undead

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

**Initiative:** +0

**Speed:** 30 ft. (6 squares)

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

**Base Attack/Grapple:** +2/+3

**Attack:** Slam +3 melee (1d4+1 plus mnemonic exchange)

**Full Attack:** Slam +3 melee (1d4+1 plus mnemonic exchange)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Confusion aura, mnemonic exchange

**Special Qualities:** Absorb text, spell-like abilities, darkvision 60 ft., fast healing 1, undead traits

**Special Attacks:** Flaming jelly, fluid drain

**Special Qualities:** Darkvision 60 ft., immune to mind-affecting effects

**Saves:** Fort +2 Ref +3 Will +4

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

**Skills:** Climb +9, Jump +5, Listen +10, Spot +10

**Feats:** Alertness, Multiattack

**Environment:** Underground

**Organization:** Swarm (3-6), nest (7-18), or hive (19-100)

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 6-10 (Medium); 11-15 (Large)

**Level Adjustment:** —

jelly and burst into flame. On the first round, affected creatures take 4d4 points of fire damage. The jelly continues to burn for three more rounds, dealing 3d4 points of fire damage in the second round, and after than 2d4 and then 1d4, and burning out in the following round. The fire from the jelly can only be extinguished by surrounding it with a vacuum or by magic designed to put out fires such as the *quench* spell; cold, ice, and water have no effect as the jelly feeds off of the oxygen present therein. A character that succeeds on a DC 13 Reflex save takes only half damage every round. The save DC is Constitution-based.

**Fluid Drain (Ex):** When a horach makes a successful tentacle attack, its tentacles burrow into its opponents flesh to drain its brain fluids. The subject of such an attack must succeed on a DC 13 Fortitude save or take 1d2 points of Intelligence drain and 1d2 points of Dexterity drain. The save DC is Constitution-based.

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

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

**Abilities:** Str 12, Dex 10, Con —, Int 19, Wis 13, Cha 15

**Skills:** Concentration +7, Craft or Knowledge (any two) +14, Decipher Script +11, Diplomacy +4, Listen +5, Move Silently +2, Profession (any one) +8, Search +11, Sense Motive +7, Spot +5, Survival +1 (+3 following tracks)

**Feats:** Skill Focus (any Craft or Knowledge) (x2)

**Environment:** Any

**Organization:** Solitary

**Challenge Rating:** 4

**Treasure:** Standard

**Alignment:** Always neutral

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

**Level Adjustment:** —

Every inscriber was once a living scholar who obsessed over a certain field of study. After death, their lust for knowledge overcame the laws of nature, driving them to search the world for further information. Inscribers look like corpses on the verge of decomposition, wearing whatever garb they were buried in. Their eyes glow a soft yellow, and their skin is covered with black writing. Many inscribers have a gray cast to their skin, due to the bleeding of the magical ink. The writing is an inscriber's summary and analysis of absorbed texts and memories, and is constantly scrawled over blank flesh as if by an invisible pen. When inscribers run out of room on their bodies, they tear off strips of skin, and press the "pages" into enormous tomes they carry at all times. The skin soon regrows and fills with more writing.

Inscribers use their absorbed information to determine where to search for more. They travel to libraries, monasteries, the homes of experts in their fields, and wherever else they might acquire knowledge. Though they rarely cause harm intentionally, inscribers can bring great misfortune to populated areas, due to the auras of confusion that surround them.

Inscribers do not speak, but understand Common and any languages they knew in life. They are difficult to communicate with, but a creature displaying knowledge of the inscriber's chosen field has a chance of getting through to what remains of the scholar's mind. When this happens, the inscriber's writing slows, as it lets its focus slip.

## Combat

Inscribers generally pursue their own tasks, ignoring others and protected by their confusion auras. Inscribers who are attacked or who have their tomes stolen will use any appropriate spell-like abilities they have absorbed on their opponents, and then, if brought into melee, daze and drain their enemies.

**Confusion Aura (Su):** All intelligent creatures who come within 40 feet of an inscriber have their minds flooded with images and words related to the inscriber's area of study. An affected creature must succeed on a DC 14 Will save or be overwhelmed by the torrent of information and confused for 2d4 rounds. Creatures who make successful saves cannot be affected again by that inscriber's aura for 24 hours. An inscriber's confusion aura is a mind-affecting phantasm effect. The save DC is Charisma-based.

**Mnemonic Exchange (Su):** Intelligent creatures hit by an inscriber's slam attack are affected by one of two possible effects (inscriber's choice). The inscriber can either cause 1d6 points of Intelligence damage to the creature, learning all the creature knows about the inscriber's area of study in the process, or infuse the creature with a portion of

the inscriber's own knowledge. In the latter case, the creature gains a +6 competence bonus on a Craft, Knowledge, or Profession skill possessed by the inscriber for a number of days equal to the creature's Intelligence modifier (minimum 1), and must immediately succeed on a DC 16 Will save or be dazed for 2d12 rounds. This is a mind-affecting effect. The save DC is Intelligence-based.

**Absorb Text (Su):** An inscriber can absorb the text of all written materials within 15 feet as a standard action. By concentrating, the inscriber lifts all writing off nearby surfaces, and the text swirls through the air into the inscriber's mouth. Affected objects are left blank, and the inscriber gains full knowledge of all the absorbed text. Only text written with some form of liquid (whether ink, dye, or blood) is affected. Objects the inscriber is unaware of (such as hidden objects, and objects inside containers) are unharmed, and attended or magical items can make DC 14 Will saves to resist. The save DC is Charisma-based. If the inscriber absorbs the text of a scroll, the inscriber gains the ability to cast the scroll's spells once each as a spell-like ability.

**Spell-Like Abilities:** At the start of any encounter, a given inscriber is assumed to have absorbed 1d4-1 scrolls. The inscriber can cast each spell from a scroll once, as a spell-like ability, at the scroll's caster level. The contents of absorbed scrolls can be determined as if they were medium magic items found in treasure. The inscriber can also convert (as a good cleric converts prepared spells to cure spells) spell-like abilities gained from scrolls into any of the following: *discern location*, *find the path*, *illusory script* (DC 15), *legend lore*, *secret page*, *sepia snake sigil* (DC 15). Caster level 7th. The save DCs are Charisma-based. Inscribers activate their spell-like abilities by tearing off skin where mystic text is written, and holding the scraps aloft. The skin cannot be used by creatures other than the inscriber.

## Inscribers' Tomes

A typical inscriber's tome weighs about 4 pounds and is slightly smaller than a human torso. It has no inherent magical qualities, but may be warded with *illusory script* and *sepia snake sigil*. The text is written in the inscriber's native language, and its style is confusing and opaque. Nonetheless, an inscriber's tome is an extremely comprehensive and valuable resource on a given subject. A creature using an inscriber's tome for research must make an appropriate Craft, Knowledge, or Profession check in the inscriber's area of study to understand enough of the text to find useful information. The DC for this check ranges from 15 (relatively common information) to 30 (extremely complicated or obscure topics). Inscribers will fight to the death to protect their tomes and abandon all to recover them.

# Mawler

## Tiny Aberration (Shapechanger)

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

**Initiative:** +3

**Speed:** 20 ft. (4 squares)

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

**Base Attack/Grapple:** +4/-3 (+12 when being worn)

**Attack:** Bite +9 melee (1d4+1)

**Full Attack:** Bite+9 melee (1d4+1)

**Space/Reach:** 2.5 ft./0 ft.

**Special Attacks:** Constrict 1d4+1, improved grab, vorpal bite

A mawler's natural form is that of a small blob of fleshy stuff approximately 2 feet across. Mawlers are rarely ever seen in their natural form, however, as they almost always take the shape of an article of clothing made for a Medium humanoid—meals are easy to come by in that form. A mawler can alter its texture, color, and shape to match such substances as leather and metal. A single mawler usually takes on the form of a single article of clothing, such as a hat, helmet, scarf, codpiece, or belt. A pair of these creatures encountered together can take the shape of a pair of boots or a pair of gloves.

## Combat

A mawler generally does not engage in melee. It lies in wait for an unsuspecting meal to don it. In the rare instance that a mawler is forced into melee, it attacks with its bite.

When an unsuspecting person dons the mimic, it usually waits 1d3 minutes before attacking with its bite. A mawler that scores a critical and severs a victim's limb tries to move away as quickly as possible to digest the meal.

**Constrict (Ex):** A mawler deals automatic bite damage with a successful grapple check.

**Improved Grab (Ex):** To use this ability, a mawler must hit an opponent up to two sizes larger 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. A mawler being worn as an article of clothing has a +15 racial bonus to grapple checks.

**Vorpal Bite (Ex):** A mawler that scores a critical hit with its bite attack while being worn severs the extremity that was inside it at the time.

**Special Qualities:** Darkvision 60 ft., magic aura, mimic shape

**Saves:** Fort+4, Ref+5, Will+7

**Abilities:** Str 13, Dex 16, Con 14, Int 5, Wis 11, Cha 11

**Skills:** Disguise +14, Hide +14, Listen +2, Spot +2

**Feats:** Alertness, Iron Will, Weapon Finesse

**Environment:** Any

**Organization:** Solitary or pair

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Any evil

**Advancement:** 7-12 HD (Tiny); 13-18 HD (Small)

**Level Adjustment:** —

For example, a mawler being worn as a boot severs the victim's leg. A mawler can only use its vorpal bite while being worn.

A creature that loses a limb suffers a -4 penalty to skill checks that require the use of two limbs. For example, a victim that loses a hand or arm suffers -4 penalty to Climb checks, Disable Device checks, and so forth. Further, a creature that loses its primary weapon-wielding arm or hand suffers a -6 penalty when wielding a weapon in its offhand. A creature with the Two-Weapon Fighting feat that loses its primary arm or hand ignores the penalty for wielding a weapon in its offhand.

If the victim loses a foot or leg, the penalty applies to Balance checks, Jump checks, and the like. Additionally, the creature's speed is reduced to one-quarter. If the severed extremity happens to be the head, the victim dies immediately (unless it can live without its head).

**Magic Aura (Su):** A mawler continuously emits a moderate aura of Transmutation magic. This ability can be negated or dispelled, but the mawler can activate it as a free action on its next turn.

**Mimic Shape (Ex):** A mawler can assume the general shape of any object that is roughly Tiny size. A mawler's body is fleshy and pliable, but it can alter the rigidity of its body to resemble metal, wood, and even stone. Most mawlers have found that taking on the shape of articles of clothing provides the most ready meals. The ruse can be detected by a Spot check opposed by the mawler's Disguise skill.

**Skills:** A mawler has a +8 racial bonus on Disguise checks.



# Mercury Ooze

## Large Ooze

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

**Initiative:** -5

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

**Armor Class:** 4 (-1 size, -5 Dex), touch 4, flat-footed 4

**Base Attack/Grapple:** +3/+9

**Attack:** Slam +4 melee (2d4+3 plus mercury poisoning)

**Full Attack:** Slam +4 melee (2d4+3 plus mercury poisoning)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Constrict 2d4+3, improved grab, mercury poisoning

**Special Qualities:** Blindsight 60 ft., ooze traits

**Saves:** Fort +6 Ref -1 Will -1

**Abilities:** Str 14, Dex 1, Con 20, Int —, Wis 1, Cha 1

**Skills:** Climb +10

**Feats:** —

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 6-10 HD (Large); 11-15 HD (Huge)

**Level Adjustment:** —

Mercury ooze appears to be a sentient form of actual mercury. Created by some bizarre and broken arcane experiment in ages past, the mercury ooze is a monster best left alone. The mercury ooze appears as a pool of shiny silver-white liquid about 8 feet long and 6 inches thick. It can compress its body to a thickness of 1 inch to slip into cracks and crevices.

## Combat

A mercury ooze attacks by grabbing and squeezing its prey.

**Constrict (Ex):** A mercury ooze deals automatic slam and mercury poisoning damage with a successful grapple check.

**Improved Grab (Ex):** To use this ability, a mercury ooze must hit with its 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.

**Mercury Poisoning (Ex):** A victim touched by a mercury ooze must succeed on a DC 17 Fortitude save or suffer 1 point of Dexterity drain

and 1 point of Constitution drain. One week after suffering the ability drain, the opponent must succeed on a DC 17 Will save or be affected as if by a permanent confusion spell. The effects of the confusion can be removed by the successful casting of a *heal*, *miracle*, or *wish* spell. The save DCs are Constitution-based.

**Blindsight (Ex):** A mercury ooze's entire body is a primitive sensory organ and knows the location of creatures within 60 feet.

**Ooze:** Mercury oozes are mindless and immunity to all mind-affecting effects. They are effectively blind and are immune to gaze attacks, visual effects, illusions, and other attack forms that rely on sight. They are also immune to poison, sleep effects, paralysis, polymorph, and stunning. Mercury oozes are not subject to critical hits or flanking.

**Skills:** Mercury oozes have a +8 racial bonus on Climb checks. A mercury ooze can always choose to take 10 on Climb checks, even if rushed or threatened.

# Noja

## Small Fey

**Hit Dice:** 3d6 (10 hp)

**Initiative:** +6

**Speed:** 30 ft. (6 squares)

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

**Base Attack/Grapple:** +1/-3

**Attack:** Shortbow +4 ranged (1d4/x3 plus poison)

**Full Attack:** Shortbow +4 ranged (1d4/x3 plus poison)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Spell-like abilities

**Special Qualities:** Homebrew, low-light vision

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

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

Noja are hairy little humanoids 3-4 feet tall with dark brown skin covered in thick black hair. Renown as traders in the subterranean realm, noja are a welcomed sight in underground cities, carrying fungi, lichens, and other exotic wear. Their carts are pulled by opheans (page 58) and undals (page 85), and they often use wyrdwolves (page 105) in guarding their trade goods. Noja females are known for their shrewd intellect, and noja males for their penchant for mischief.

## Combat

Noja shun combat, preferring trickery and magic to actual confrontation, but they can be quite adept at fighting if pressed.

**Spell-Like Abilities:** Female noja can use the following spell-like abilities: At will—*augury*, *cure serious wounds*, *detect*

**Skills:** Appraise +6, Craft (any one) +6, Diplomacy +4, Escape Artist +8, Hide +8, Listen +8, Move Silently +6, Perform (any one) +4, Sense Motive +6, Sleight of Hand +7, Spot +8, Survival +7, Use Rope +2 (+4 bindings)

**Feats:** Alertness (b), Dodge, Improved Initiative

**Environment:** Underground

**Organization:** Band (1 female, 4-16 males)

**Challenge Rating:** 4

**Treasure:** Standard coins; standard goods; double items (potions only)

**Alignment:** Usually chaotic neutral

**Advancement:** 4-6 HD (Small)

**Level Adjustment:** +4 (female), +3 (male)

*magic*, *feather fall*, *grease*, *haste*, *silence* (DC 15), *tongues*; 3/day—*dream*, *sleep* (DC 14); 1/day—*eyebite* (DC 19), *heal* (DC 19). Caster level 10th. The save DCs are Charisma-based.

Male noja can use the following spell-like abilities: At will—*detect magic*, *flare* (DC 13), *silent image* (DC 14); 3/day—*cure light wounds* (DC 14); 1/day—*modify memory* (DC 15). Caster level 10th. The save DCs are Charisma-based.

**Homebrew (Ex):** A noja can make an alchemical brew that can emulate the effects of any first through third level spell that targets a creature. These non-magical concoctions function in the same manner as magical potions, and are made with a caster level of 10th. The nowyr are very secretive about their methods and ingredients.

# Olivid

## Large Humanoid (Reptilian)

**Hit Dice:** 5d8+10 (32 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/+8

**Attack:** Quarterstaff +3 melee (1d8+1) or longbow +3 ranged (2d6/x3)

**Full Attack:** Quarterstaff +3 melee (1d8+1) or longbow +3 ranged (2d6/x3)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Spell-like abilities (females only)

**Special Qualities:** Damage reduction 3/— (males only), darkvision 60 ft., fire resistance 5

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

**Abilities:** Str 12, Dex 12, Con 15, Int 18, Wis 16, Cha 16

**Skills:** Concentration +10, Craft (any two) +11, Knowledge (nature) +12, Listen +9, Spot +9, Survival +11 (+13 aboveground)

**Feats:** Combat Casting (females only), Combat Expertise, Endurance (males only)

**Environment:** Underground

**Organization:** Solitary (1 male) or family (2-8)

**Challenge Rating:** 4

**Treasure:** Double standard

**Alignment:** Usually neutral good

**Advancement:** By character class

**Level Adjustment:** +6

Olivids are a race of reptilian humanoids that live in wet cave systems, often near hot springs or volcanic areas. Olivids are 8-foot tall, graceful creatures with lean, elongated limbs. Their scales are various shades of green, brown, yellow, and red, forming mosaic-like patterns along the olivid's body.

Olivids exhibit different types of behavior depending on sex. Female olivids tend to live in groups and use traps and tactics against aggressors. Male olivids typically leave the matriarchal groups after they reach maturity and live alone. Male olivids approach combat with brute force rather than strategically.

Olivids are considered kind and judicious among other subterranean folk. They sometimes act as arbiters between conflicting subterranean tribes.

## Combat

**Spell-Like Abilities:** Female olivids can use the following spell-like abilities: At will—*faerie fire*, *spek with animals*, *water breathing*; 1/day—*charm animal* (DC 14), *charm person* (DC 14), *meld into stone*, *stone shape*. Caster level 10th. The save DCs are Charisma-based.

## Olivids as Characters

Olivid characters possess the following racial traits.

- +2 Strength, +2 Dexterity, +4 Constitution, +8 Intelligence, +6 Wisdom, +6 Charisma.
- Large size. -1 penalty to Armor Class, -1 penalty on attack rolls, -4 penalty on Hide checks, +4 bonus on grapple checks, lifting and carrying limits double those of Medium characters.
- Space/Reach: 10 feet/10 feet.
- An olivid's base land speed is 30 feet.
- Darkvision out to 60 feet.
- Racial Hit Dice: An olivid begins with five levels of humanoid, which provide 5d8 Hide Dice, a base attack bonus of +3, and base saving throw bonuses of Fort +1, Ref +4, and Will +1.
- Racial Skills: An olivid's humanoid levels give it skill points equal to 8 x (2 + Int modifier). Its class skills are Concentration, Craft, Knowledge (nature), Listen, Spot, and Survival.
- Racial Feats: An olivid's humanoid levels give it two feats.
- +5 natural armor bonus.
- Special Attacks (see above): Spell-like abilities (females only).
- Special Qualities (see above): Damage reduction 3/—(males only), fire resistance 5.
- Automatic Languages: Draconic, Undercommon. Bonus Languages: Dwarven, Terran.
- Favored Class: Druid.
- Level Adjustment: +6

# Pseudoslab

## Huge Ooze

**Hit Dice:** 4d10+36 (58 hp)

**Initiative:** -5

**Speed:** 15 ft. (3 squares)

**Armor Class:** 3 (-2 size, -5 Dex), touch 3, flat-footed 3

**Base Attack/Grapple:** +3/+12

**Attacks:** Slam +2 melee (1d6+1 plus 1d6 acid)

**Full Attack:** Slam +2 melee (1d6+1 plus 1d6 acid)

**Space/Reach:** 15 ft./10 ft.

**Special Attacks:** Acid, engulf, paralysis

**Special Qualities:** Blindsight 60 ft., immunity to cold and fire, ooze traits, stone-like

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

**Abilities:** Str 12, Dex 1, Con 29, Int —, Wis 1, Cha 1

**Skills:** —

**Feats:** —

**Environment:** Any underground

**Organization:** Solitary

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 5-8 HD (Huge); 9-12 HD (Gargantuan)

**Level Adjustment:** —

Pseudoslabs are a magical merging of a gelatinous cube and a gray ooze. From the former progenitor the pseudoslab gains its basic shape; from the latter, its corrosive acid attack and its coloration. Pseudoslabs look like nothing so much as a hewn block of damp gray stone; crossbreeders often create pseudoslabs as inconspicuous guard-beasts for their homes or treasure vaults.

## Combat

Pseudoslabs often strike from a position of surprise; many opponents fail to recognize the cubic ooze as a living creature until it lashes out at them with an extended pseudopod or attempts to engulf them with its massive bulk.

**Acid (Ex):** A pseudoslab's acid does not harm metal or stone.

**Engulf (Ex):** Although it moves slowly, a pseudoslab can simply mow down Large or smaller creatures as a standard action. It cannot make a slam attack during a round in which it engulfs. The pseudoslab merely has to move over the opponents, affecting as many as it can cover. Opponents can make opportunity attacks against the pseudoslab, but if they do so they are not entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a DC 14 Reflex save or be engulfed; on a success,

they are pushed back or aside (opponent's choice) as the pseudoslab moves forward. Engulfed creatures are subject to the pseudoslab's paralysis and acid, are considered to be grappled and are trapped within its body. The save DC is Strength-based and includes a +1 racial bonus.

**Paralysis (Ex):** A pseudoslab secretes an anesthetizing slime. A target hit by a pseudoslab's melee or engulf attack must succeed on a DC 21 Fortitude save or be paralyzed for 3d6 rounds. The pseudoslab can automatically engulf a paralyzed opponent. The save DC is Constitution-based.

**Blindsight (Ex):** A pseudoslab's entire body is a primitive sensory organ that can ascertain prey by scent and vibration within 60 feet.

**Stone-like (Ex):** Pseudoslabs are hard to see when set against a stone surface, and it takes a DC 15 Spot check to recognize one as a living creature. The DC increases to 20 if the pseudoslab is in a specially carved niche, allowing it to appear as part of a wall or floor. Creatures who fail to notice a pseudoslab and walk into it are automatically engulfed.

**Ooze:** Immune to mind-affecting effects, poison, sleep effects, paralysis, polymorph, and stunning. They are not subject to critical hits.

# Reliquary Guardian

## Tiny Construct

**Hit Dice:** 3d10 (16 hp)

**Initiative:** +5

**Speed:** 20 ft. (4 squares)

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

**Base Attack/Grapple:** +2/-3

**Attack:** Shortspear +7 melee (1d3+3) or bite +7 melee (1d3+3 plus poison)

**Full Attack:** Shortspear +7 melee (1d3+3) or bite +7 melee (1d3+3 plus poison)

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

**Special Attacks:** Poison

**Special Qualities:** Construct traits, damage reduction 10/bludgeoning and magic, darkvision 60 ft., low-light vision, magic tracking, spell resistance 13

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

**Abilities:** Str 16, Dex 21, Con —, Int —, Wis 17, Cha 12

**Skills:** —

**Feats:** —

**Environment:** Any land and underground

**Organization:** Solitary or pack (2-12)

**Challenge Rating:** 4

**Treasure:** Double standard

**Alignment:** Always neutral

**Advancement:** 4-6 HD (Tiny); 7-9 HD (Small)

**Level Adjustment:** —

Reliquary guardians are magical constructs created by volcano-dwelling people to protect the remains of their ancestors. Some unscrupulous artificers are willing to sell reliquary guardians to others, so they can be found protecting other sorts of tombs as well.

## Combat

Reliquary guardians are harmless until placed upon a container holding the remains of a dead sentient being. Once that happens, they become active; they will animate and attack anyone that approaches within 5 feet of the container, except for a direct descendant of the person whose body it guards. The guardian can magically detect the proper bloodline, and cannot be fooled. Note that while the guardian will not attack direct descendants, it is not under their control either. If a direct descendant removes the reliquary guardian from its resting place, it becomes inactive until reset. Reliquary guardians are sometimes armed with tiny weapons, otherwise they attack with

their wooden teeth. A reliquary guardian's natural weapons, as well as any weapons it wields, are treated as magic weapons for the purpose of overcoming damage reduction.

**Magic Tracking (Su):** A reliquary guardian can sense the exact location of the remains and grave items it is tasked to guard from any distance. If the remains or any grave items are stolen, it can track the missing objects perfectly over any distance. It cannot track across planar boundaries.

**Poison (Ex):** Injury, Fortitude DC 11, initial damage and secondary damage 1d6 Str. The save DC is Constitution-based.

## Construction

Reliquary guardians are made from rare and expensive woods. Assembling the body requires a DC 15 Craft (woodworking) check.

CL 11th; Craft Construct (see Monster Manual), *animate object*, *ghoul touch*, caster must be at least 11th level; Price 12,000 gp; Cost 1,000 gp + 520 XP.

# Screaming Skull

## Tiny Construct

**Hit Dice:** 6d10 (33hp)

**Initiative:** -5

**Speed:** 0 ft.

**Armor Class:** 13 (+2 size, -5 Dex, +6 natural), touch 7, Flat-footed 13

**Base Attack/Grapple:** +3/-5

**Attack:** None (see text)

**Full Attack:** None (see text)

**Space/Reach:** 2.5 ft/0 ft.

**Special Attacks:** Cacophony, insanity, magic missile

**Special Qualities:** Construct traits, damage reduction 5/adamantine, darkvision 60 ft., low-light vision

**Saves:** Fort +2, Ref—, Will +2

**Abilities:** Str 10, Dex —, Con —, Int —, Wis 11, Cha 1

**Skills:** —

**Feats:** —

**Environment:** Any

**Organization:** Solitary

**Challenge Rating:** 4

**Treasure:** Two gemstone eyes (200 gp+ each)

**Alignment:** Always neutral

**Advancement:** 7-12 HD (Tiny); 13-18 HD (Small)

**Level Adjustment:** —

This creature resembles a humanoid skull with a single gemstone embedded into each eye socket.

Screaming skulls are immobile guardians created with the purpose of guarding or protecting a specific object or area. They are often used in concert with other monsters as their screaming alerts other creatures to the presence of intruders. A screaming skull obeys its commands to the letter. Should its creator die or should the screaming skull be unable to carry out its commands, its magical nature ceases to function and it becomes nothing more than a normal skull. Its gemstone eyes dull to a lackluster gray (though they retain their value).

## Combat

When a living creature moves within 40 feet of a screaming skull, it unleashes its hellish scream. The screaming skull continues its assault until it is destroyed or its foes leave the area. The gemstones that function as the screaming skull's eyes can be pried from a destroyed skull by succeeding on a DC 20 Strength check.

**Cacophony (Su):** When a living creature comes within 40 feet of a screaming skull, it releases an ear-shattering roar of tumultuous sounds as a free action that can be heard up to 1,000 feet away. Affected creatures within 60 feet must succeed on a DC 13 Will save or take 1d6 points of sonic damage each round until they leave the area. Spellcasters within the area must succeed on a Concentration check (DC 10 + sonic damage taken) to successfully cast a spell. The screaming

lasts 1d4 rounds before ceasing for one round. After that, the skull remains silent unless a creature moves within 40 feet of it—it then screams again and repeats the above cycle. The save DC is Constitution-based.

This cacophonous scream increases the chance of wandering monsters by +20%, who come to investigate the source of the disturbance.

**Insanity (Su):** An opponent that touches a screaming skull (including with natural or unarmed attacks) must succeed on a DC 13 Will save or be stricken insane as by an *insanity* spell (caster level 6th). The save DC is Constitution-based.

**Magic Missile (Su):** Once per round, a screaming skull can produce a *magic missile* from its eyes, as the spell (caster level 6th). The screaming skull can release 3 missiles each round using this ability, and (unlike the spell) an opponent can attempt a DC 13 Reflex save to avoid a missile. The save DC is Constitution-based.

## Construction

A screaming skull is created from the skull of a Medium or larger humanoid or other such creature. A single gemstone worth at least 500 gp must be inserted into each eye socket during construction (total cost 1,000 gp). Assembling the skull requires a successful Craft (jewelrymaking) or Heal check (DC 13).

Caster level 8th; Craft Construct (see the MM), *insanity*, *magic missile*, *shout*, caster must be at least 8th level; Price 15,000 gp; Cost 8,500 gp +560XP.



# Spitting Ghoul

## Medium Undead

**Hit Dice:** 6d12 (39 hp)

**Initiative:** +2

**Speed:** 30 ft. (6 squares)

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

**Base Attack/Grapple:** +3/+5

**Attack:** Bite +5 melee (1d8+2 plus paralysis and poison) or spit +5 ranged touch (poison)

**Full Attack:** Bite +5 melee (1d8+2 plus paralysis and poison) and 2 claws +0 melee (1d4+1 plus paralysis) or spit +5 ranged touch (poison)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Death spray, ghoulish fever, paralysis, poison

**Special Qualities:** +2 turn resistance, damage reduction 5/silver, darkvision 60 ft., undead traits

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

**Abilities:** Str 15, Dex 15, Con —, Int 13, Wis 14, Cha 14

**Skills:** Balance +8, Climb +11, Hide +11, Jump +9, Move Silently +11, Spot +9

**Feats:** Dodge, Mobility, Spring Attack

**Environment:** Any land and underground

**Organization:** Solitary, pair, gang (3-4), or pack (5-12)

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Always chaotic evil

**Advancement:** 7-12 HD (Medium)

**Level Adjustment:** —

The spitting ghoul's greenish flesh is covered with oozing sores and pustules, and the reek of death and disease wafts from its decaying form.

## Combat

In combat, a spitting ghoul often begins by spitting its poison at one or more targets and then charging in to attack with tooth and claw. Spitting ghouls are fearless in combat, fighting to the last—they are fanatical in their devotion to their master and willingly accept themselves to be destroyed in order to spread their horrid disease.

**Death Spray (Ex):** The instant a spitter is killed or destroyed, the pustules on its skin all burst simultaneously, so that all creatures within 5 feet of it are exposed to its ghoulish fever.

**Ghoul Fever (Su):** Disease (Su): Ghoul fever—bite, Fortitude DC 15, incubation period 1 day, damage 1d3 Dex and 1d3 Con. 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 possessed in life. It is not

necessarily under control of any other ghouls, but it hungers for the flesh of the living and behaves like other ghouls in all respects.

**Paralysis (Ex):** Those hit by a spitting ghoul's bite or claw attacks must succeed on a DC 15 Fortitude save or be paralyzed for 1d4+1 rounds. Elves are immune to this paralysis. The save DC is Charisma-based.

**Poison (Ex):** Spit (20 feet, once every 1d3 rounds) or bite, Fortitude DC 15, initial damage 1d4 Con, secondary damage infected with ghoulish fever. The save DC is Constitution-based and includes a +2 racial bonus.

If a spell or spell-like ability is used to delay, neutralize, or otherwise mitigate the effects of the poison, the caster must first make a caster level check as if trying to overcome spell resistance 19. If this check fails, the spell has no effect.

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

# Stalassein

## Large Aberration

**Hit Dice:** 6d8+18 (45 hp)

**Initiative:** +2

**Speed:** 5 ft. (1 square), climb 10 ft. (2 squares)

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

**Base Attack/Grapple:** +4/+10

**Attack:** Bite +5 melee (1d8+3)

**Full Attack:** Bite +5 melee (1d8+3)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Improved grab, swallow whole

**Special Qualities:** All-around vision, darkvision 60ft., light blindness, scent

Hiding in the shadows of cavern ceilings, stalasseins wait patiently for their meals to walk beneath them. From a distance, stalasseins appear to be 6- to 10-foot-long stalactites. On closer scrutiny, however, their true nature is revealed. A stalassein's body is composed of a mass of writhing tentacles, which anchor it to real stalactites and extend downward into a four-pronged, conic head. Each prong bears a pair of eyes, and is lined with teeth on its inner edges. The prongs can fold back like an opening flower blossom, releasing a thick odor of rot before snapping shut on the stalassein's victim. A stalassein's skin is rough and rocky, and changes color to blend with its surroundings.

Stalasseins attack almost any creatures that happen to walk underneath them, provided the creatures are small enough to swallow in one bite. When not preparing to strike, stalasseins sleep for days on end, only waking when their keen sense of smell detects creatures nearby. They reproduce asexually, occasionally plucking off tentacles which develop into young stalasseins. Stalasseins hate bright light, and most never see sunlight.

Some brave explorers eat stalassein meat when other food is unavailable. A cooked stalassein smells faintly like burning oil, and its meat is tough, rubbery, and virtually tasteless. However, the smell of a stalassein being cooked is often more than enough to stave off lesser wandering creatures.

## Combat

Stalasseins try to take their opponents by surprise, snapping at creatures from above and attempting to swallow them whole. They use their long reach to stay at a distance from their enemies, but when hard-pressed, stalasseins slink across cavern ceilings and try to hide.

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

**Abilities:** Str 15, Dex 15, Con 16, Int 2, Wis 10, Cha 7

**Skills:** Climb +10, Hide +8\*, Listen +4, Move Silently +4, Search +2, Spot +7

**Feats:** Alertness, Combat Reflexes, Power Attack

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 7-12 HD (Large); 13-18 HD (Huge)

**Level Adjustment:** —

**Improved Grab (Ex):** To use this ability, a stalassein 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 try to swallow its opponent in the following round.

**Swallow Whole (Ex):** A stalassein can swallow a grabbed opponent of a smaller size than itself by making a successful grapple check. Once inside, the opponent takes 1d8+3 points of bludgeoning damage per round. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 15 points of damage to the stalassein's interior (AC 11). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A Large stalassein's interior can hold 2 Medium, 8 Small, 32 Tiny, or 128 Diminutive or smaller opponents.

**All-Around Vision (Ex):** Stalasseins' symmetrically-placed eyes allow them to look in any direction, providing a +4 racial bonus on Spot and Search checks. Stalasseins cannot be flanked.

**Light Blindness (Ex):** Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds stalasseins for 1 round. On subsequent rounds, they are dazzled as long as they remain in the affected area.

**Skills:** A stalassein's ability to change color grants it a +8 racial bonus on Hide checks. \*In rocky or subterranean settings, this bonus improves to +12. Stalasseins have a +8 racial bonus on Climb checks. A stalassein can always choose to take 10 on Climb checks, even if rushed or threatened.

# Stonestrider

**Large Elemental (Earth, Extraplanar)**

**Hit Dice:** 8d8+24 (60 hp)

**Initiative:** +0

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

**Armor Class:** 19 (-1 size, +10 natural), touch 9, flat-footed 19

**Base Attack/Grapple:** +6/+17

**Attack:** Slam +12 melee (1d8+10 plus ethereal push)

**Full Attack:** Slam +12 melee (1d8+10 plus ethereal push)

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Ethereal push

Stonestriders are elemental creatures often used by elite dwarven cavalry. Their strange connection to the ethereal plane also makes them excellent mounts for scouts and ambush parties despite their slow speed. Dwarves have long used stonestriders to carry messages or undertake scouting missions though dangerous areas, especially those in danger of collapsing.

A stonestrider looks much like a four-legged stone spider with one featureless, ovoid body section. Although it can navigate in any direction with ease, it generally keeps the long axis of its body oriented 'forward'. A stonestrider has no head, mouth or other appreciable features, although some specimens appear pitted and worn down after long absence from the elemental plane of earth. The top of a stonestrider's body stands about five feet off the ground, but its five-jointed legs arch up an additional foot or so.

The stonestrider's strange legs allow it to navigate narrow areas as if it were a Medium creature (the approximate size of its ovoid body) in the rare instances where it cannot simply meld into stone or turn ethereal.

## Combat

Stonestriders are almost never encountered without dwarven riders or a band of dwarven scouts. Those few that are found alone seldom attack but fight back if threatened. When in combat, dwarves riding stonestriders try to meld into stone and wait for a chance to strike at the leader of their foes. They often set ambushes at strange angles, dropping on foes from above, appearing suddenly out of cliff faces or reaching up from a featureless cavern floor.

**Ethereal Push (Su):** An opponent hit by a stonestrider's slam attack must succeed a DC 17 Fortitude save or be forced onto the ethereal plane.

**Special Qualities:** Darkvision 60 ft., elemental traits, enveloping mount, ethereal stride, meld into stone

**Saves:** Fort +9, Ref +2, Will +3

**Abilities:** Str 24, Dex 10, Con 16, Int 2, Wis 12, Cha 10

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

**Feats:** Cleave, Great Cleave, Power Attack

**Environment:** Elemental Plane of Earth

**Organization:** Solitary or pair

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 9-16 HD (Huge), 17-24 HD (Gargantuan)

**Level Adjustment:** +8 (cohort)

The opponent remains ethereal for 1d4 rounds, unable to interact with the physical world; follow the restrictions described in the *ethereal jaunt* spell. The save DC is Constitution-based.

**Enveloping Mount (Su):** Stonestrider are not ridden like normal mounts but flow their semi-malleable bodies around a trusted rider. The stonestrider can initiate or end this ability as a full round action. While enveloped, the rider gains a +4 cover bonus to armor class. An attack that misses the rider within the margin provided by cover instead hits the stonestrider, provided that the attack roll is at least equal to the stonestriders armor class. The rider must depend on the stonestrider for movement just as if riding a more conventional mount, but needs no saddle. The rider follows all other normal rules for mounted combat, including making Concentration checks to cast spells if the stonestrider moves more than its speed. A stonestrider can make no physical attacks of its own while enveloping a rider.

**Ethereal Stride (Su):** Once per day a stonestrider can become ethereal as the *ethereal jaunt* spell (caster level 10th). A stonestrider may use this ability while carrying a rider with its enveloping mount ability.

**Meld into Stone (Sp):** A stonestrider can *meld into stone* as the spell (caster level 6th) as a standard action. A stonestrider can use this ability at will and maintain its melded state indefinitely unless it is using its enveloping mount ability. If using its enveloping mount ability, a stonestrider may only use this ability twice per day.

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

# Symbiotic Jelly

## Hazard (CR 4)

The symbiotic jelly is a small, sickly yellow blob of slimy ooze about 3 inches in diameter. It is found in subterranean realms, caverns, and damp, dark caves. A symbiotic jelly possesses several mental abilities that it uses to assail its foes.

When a living carnivorous creature moves within 30 feet, the jelly attempts to charm it (as the *charm monster* spell). The victim must succeed on a DC 15 Will save to resist the effects. If successful, the victim feels a tingling sensation but nothing more. The jelly then lets the creature pass unharmed, as it can only attempt its charm ability on the same creature once per 24 hours. If the save fails, however, the creature becomes a host creature under the symbiotic jelly's sway.

The jelly telepathically orders the host to remain in its lair and attack the next living creature to venture into the area. The jelly uses its illusion powers to make the host appear to be a much weaker creature or an entirely different type of creature all together. The jelly also generates an illusionary treasure horde in which to draw potential prey into its lair. A successful DC 15 Will save allows a victim to disbelieve either illusion.

When the jelly's symbiotic host kills a trespasser, the jelly draws sustenance as the charmed host monster feeds on the victim. If the symbiotic jelly's host is slain, the jelly attempts to charm the creature that killed the host and use it to replace its former host. The symbiotic jelly, if it can be found, is automatically killed by the application of fire, cold, or acid.

## Teo-Selerai

### Medium Monstrous Humanoid

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

**Initiative:** +7

**Speed:** 70 ft. (14 squares), climb 20 ft. (4 squares)

**Armor Class:** 18 (+3 Dex, +4 natural, +1 dodge), touch 14, flat-footed, 14

**Base Attack/Grapple:** +4/+7

**Attack:** Claw +8 melee (1d6+3)

**Full Attack:** 2 claws +8 melee (1d6+3) and hasted claw +8 melee (1d6+3) and bite +3 melee (1d4+1 plus disease)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Disease, pounce

**Special Qualities:** Blood spawn, damage reduction 10/magic, darkvision 60 ft., haste,

light blindness, spell resistance 13, spider climb

**Saves:** Fort +3, Ref +8, Will +2

**Abilities:** Str 17, Dex 16, Con 14, Int 4, Wis 7, Cha 10

**Skills:** Balance +4, Climb +9, Hide +9, Jump +27, Listen +5, Move Silently +8, Spot +2

**Feats:** Alertness, Improved Initiative

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 4

**Treasure:** Standard

**Alignment:** Always chaotic evil

**Advancement:** 5-8 HD (Medium)

**Level Adjustment:** —

Teo-selerai are filthy, sadistic creatures that live underground, the mad creations of powerful magic. Averaging between 4 and 5 feet tall, teo-selerai have mottled, greenish-brown skin, bulging black eyes, and six-fingered, clawed hands. Though capable of standing upright, teo-selerai move on all fours with supernatural grace and speed, magically clinging to cavern walls and ceilings. The only sound a teo-selerai makes is a throaty gurgle, produced when the creature is excited or anxious.

Teo-selerai were once human, but were altered by magic and driven underground. They live alone in caves, and rarely come above ground

due to their intense hatred of light. They eat whatever creatures they can find - usually bats, or fish from underground streams - and eagerly attack humanoids when given the chance, dragging explorers' corpses back to their lairs and feeding off them for days. Teo-selerai are believed to understand Undercommon, but they do not speak.

### Combat

Teo-selerai prefer to observe their enemies from hiding before attacking, but always attack intelligent creatures who spot them. A teo-selerai's natural weapons, as well as any weapons it wields,

are treated as magic weapons for the purpose of overcoming damage reduction.

**Disease (Ex):** Filth fever - bite, Fortitude DC 14, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con. The save DC is Constitution-based.

**Pounce (Ex):** If a teo-selerai charges a foe, it can make a full attack.

**Haste (Su):** A teo-selerai is supernaturally quick, and acts as if affected by a *haste* spell. The effects are included in the statistics block.

**Spider Climb (Su):** A teo-selerai can climb sheer surfaces as though with a *spider climb* spell. The effects are included in the statistics block.

**Blood Spawn (Su):** When a teo-selerai takes 10 or more points of damage from a piercing or slashing weapon in a single attack, the spilled blood transforms into 1d8 bats, 1d4 rats, or 1d2 Small monstrous spiders (equal chance for each). These creatures, though hostile to the teo-selerai's attackers, are not under the teo-selerai's control, and disappear after 1d4 rounds. The teo-selerai's blood loses this quality when the teo-selerai dies.

## Undal

### Large Magical Beast

**Hit Dice:** 5d10+10 (37 hp)

**Initiative:** +3

**Speed:** 30 ft. (6 squares)

**Armor Class:** 17 (-1 size, +3 Dex, +5 natural), touch 12, flat-footed 14

**Base Attack/Grapple:** +5/+12

**Attack:** Thumb spike +8 melee (1d8+5)

**Full Attack:** Thumb spike +8 melee (1d8+5)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Crown of horns

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

The undal is a large quadruped that roams subterranean lands in large herds. Sometimes called the cattle of the deep, the undal is a peaceful, large vegetarian that grazes on mushrooms, mosses, and lichen. The most distinguishing characteristic of the undal is its majestic crown of horns. Unlike antlers, the undal's horns do not branch but grow from its head like hair.

The noja (page 76) have a long tradition of domesticating undals, using them as draft animals, food, and trade. Wild undals roam the deep and are highly prized for their warm fur and horns.

**Light Blindness (Ex):** Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds teo-selerai for one round. On subsequent rounds, they are dazzled as long as they remain in the affected area.

**Skills:** Teo-selerai have a +4 racial bonus on Hide, Jump, Listen, and Move Silently checks and a +8 racial bonus on Climb checks. A teo-selerai can always choose to take 10 on Climb checks, even if rushed or threatened.

### Physiological Uses

A character with the Craft (alchemy) skill can powder and treat a teo-selerai's bone marrow to create a poison equivalent to id moss. The bones can be removed without need for a skill check. For purposes of determining creation time and raw materials cost, a dose of id moss created with teo-selerai bones costs only 25 gp, and has a Craft (alchemy) DC of 20. A character with 5 or more ranks in Knowledge (nature) has a +2 bonus on the Craft (alchemy) check.

**Saves:** Fort +6, Ref +7, Will +2

**Abilities:** Str 16, Dex 16, Con 15, Int 5, Wis 12, Cha 15

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

**Feats:** Alertness<sup>b</sup>, Power Attack, Weapon Focus (thumb spike)

**Environment:** Underground

**Organization:** Solitary or herd (5-20)

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 6-10 HD (Large); 11-15 HD (Huge)

**Level Adjustment:** —

### Combat

An undal enters combat with a ferocious charge, then flails about with its thumb spike.

**Crown of Horns (Ex):** When an undal charges, it lowers its head to gore its enemy with its head full of horns. On a successful charge, the undal deals 4d4+5 points of damage with its horns. This attack takes the place of its thumb spike attack, and can only be performed if the undal is at least 30 feet away from its target.

# Warden Jack Swarm

## Fine Construct (Swarm)

**Hit Dice:** 5d10 (27 hp)

**Initiative:** +2

**Speed:** 40 ft. (8 squares)

**Armor Class:** 21 (+8 size, +2 Dex, +1 natural), touch 20, flat-footed 18

**Base Attack/Grapple:** +3/—

**Attack:** Swarm (1d6 plus topple or wounding)

**Full Attack:** Swarm (1d6 plus topple or wounding)

**Space/Reach:** 10 ft./0 ft.

**Special Attacks:** Distraction, wounding spikes, topple

**Special Qualities:** Construct traits,

immune to weapon damage, swarm traits, tremorsense 30 ft.

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

**Abilities:** Str 4, Dex 14, Con —, Int —, Wis 11, Cha 1

**Skills:** —

**Feats:** —

**Environment:** Any

**Organization:** Solitary, spill (2-5 swarms), or disaster (6-11)

**Challenge Rating:** 4

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** —

**Level Adjustment:** —

Warden jacks are miniscule metal objects in the shape of a ball covered in sharp spikes. These things are able to move on their own by retracting their spikes, and rolling along the ground. Wizards and nobles who fear the intrusion of thieves commonly use them as guardians. Warden jacks never attack their creator and can be programmed to avoid specific individuals or types of individuals, or to attack only specific types of individuals, or attack only under specific conditions as specified by the creator.

These constructs are capable of guarding an entire floor or area, but are unable to climb up stairs and are stopped by closed doors or other impassable objects that they cannot fit through. They can, however, fall down stairs or navigate even the steepest of slopes.

Warden jacks resemble caltrops somewhat, and typically range from 1-3 inches in diameter.

## Combat

Warden jack swarms have two modes of attack: as moving caltrops, or as rolling marbles. They set themselves up for combat by rolling into the path of their opponents and extending their spikes. Once combat begins, most of them roll around continually, extending their spikes and attempting to wound an opponent. Some remain in spheroid form in order to get under the feet of a foe and bring it to the ground. Extending or retracting spikes is a free action for the warden jack swarm.

**Distraction (Ex):** Any living creature that begins its turn with a warden jack swarm in its space must succeed on a DC 12 Fortitude save or be unable to attack, cast spells, concentrate on spells, or do anything else requiring attention for 1 round. The only action an affected character can take is a single move action per turn. The save DC is Constitution-based.

**Topples (Ex):** Any living creature damaged by a warden jack swarm when its spikes are retracted must succeed on a DC 12 Reflex save or fall prone. The save DC is Constitution-based.

**Wounding (Ex):** Any living creature hit by a warden jack swarm when its spikes are extended must succeed on a DC 12 Fortitude save or take 1 point of Constitution damage. The save DC is Constitution-based.

**Tremorsense (Ex):** A warden jack can automatically sense the location of anything within 30 feet that is in contact with the ground.

## Construction

Individual warden jacks are formed from hardened steel and molded into their spherical shape. The steel used must be of high quality and cost at least 1,000 gp. Assembling the bodies requires a successful Craft (blacksmithing or sculpting) check (DC 15).

Caster level 8th; Craft Construct (see the MM), *animate object, guards and wards*, caster must be at least 8th level; Price 7,000 gp; Cost 4,500 gp + 240 XP.



# Acidweaver

**Large Magical Beast**

**Hit Dice:** 5d10+15 (42 hp)

**Initiative:** +1

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

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

**Base Attack/Grapple:** +5/+13

**Attack:** Bite +8 melee (1d8+6 plus poison)

**Full Attack:** Bite +8 melee (1d8+6 plus poison)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Poison, web of acid

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

The acidweaver is the trap architect of the dark elven city. It lairs in the tunnels leading to and from the city and cloaks vital areas of the tunnel in thick layers of webbing. While the dark elves travel through secret tunnels devoid of such defenses, those who stumble into the tunnels of the acidweaver are in for a rude shock as the sticky strands become flesh-devouring acid that quickly reduces even the strongest of foes into quivering puddles of liquefied tissue and soggy bone. Acidweavers look much like other giant spiders, though their bodies tend to be longer and thinner than their cousins. The only real hint of their more dangerous nature is the stench of ammonia that clings to them and can be detected within 20 feet.

## Combat

The acidweaver is not a direct fighter. It prefers to use its webs to capture targets, then releases the acid held in the webs to destroy those it finds particularly dangerous. If the web and acid are not enough to finish a creature off, the acidweaver will normally retreat and search for allies to help it bring the intruders down, resorting to biting only as a last resort.

**Poison (Ex):** Injury, Fortitude DC 16, initial and secondary damage 1d6 Str. The save DC is Constitution-based.

**Web of Acid (Ex):** Acidweavers often wait in their webs, 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.

Acidweavers 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 Huge size.

An entangled creature can escape with a successful DC 16 Escape Artist check or burst it with a DC 20 Strength check. Both are standard actions. The check DCs are Constitution-based,

**Saves:** Fort+7, Ref +5, Will +1

**Abilities:** Str 18, Dex 12, Con 16, Int 5, Wis 10, Cha 5

**Skills:** Climb +12, Hide +3\*, Move Silently +3\*, Jump +6, Spot +2

**Feats:** Dodge, Stealthy

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 5

**Treasure:** None

**Alignment:** Neutral

**Advancement:** 6-10 HD (Large); 11-15 HD (Huge)

**Level Adjustment:** —

and the Strength check DC includes a +4 racial bonus.

Acidweavers often create sheets of sticky webbing from 30 to 40 feet square. 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, and sheet webs have damage reduction 5/-.

An acidweaver can move across its own web at its climb speed and can pinpoint the location of any creature touching its web.

Additionally, the acidweaver can trigger the release of a powerful acid from the web itself, as a standard action. Any creature caught in the web must succeed on a DC 17 Fortitude save or suffer 2d4 points of acid damage as the acid soaks into their flesh and begins breaking their tissues down. This damage persists for 2d4 rounds, or until the creature removes itself from the web. The damage continues for one round after the creature removes itself from the web, as the acid continues to burn the skin. This damage can be avoided by immediately dousing the creature in one gallon (plus one gallon per size category above Medium) of mild alcohol (most wines or other alcoholic drinks qualify). The save DC is Reflex-based and includes a +4 racial bonus.

**Skills:** An acidweaver has a +8 racial bonus on Climb checks. An acidweaver can always choose to take 10 on Climb checks, even if rushed or threatened. \*Acidweavers gain a +8 competence bonus to Hide and Move Silently checks when using their webs.

# Amohaji

## Small Dragon (Water)

**Hit Dice:** 7d12+7 (52 hp)

**Initiative:** +4

**Speed:** 40 ft. (8 squares), swim 30 ft. (6 squares)

**Armor Class:** 22 (+1 size, +11 natural), touch 11, flat-footed 22

**Base Attack/Grapple:** +7/+4

**Attack:** Bite +9 melee (1d6+1)

**Full Attack:** Bite +9 melee (1d6+1) and 2 claws +4 melee (1d4)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Breath weapon, psi-like abilities

**Special Qualities:** Darkness 60 ft., immunity to paralysis and sleep, low-light vision, telepathy 100 ft.

**Saves:** Fort +6, Ref +7, Will +7

**Abilities:** Str 13, Dex 10, Con 13, Int 19, Wis 14, Cha 16

**Skills:** Appraise +14, Concentration +11, Diplomacy +5, Disable Device +11, Hide +14, Listen +12, Move Silently +10, Open Lock +8, Psicraft +14, Search +12, Sense Motive +9, Spot +12, Survival +2 (+4 following tracks), Swim +9\*

**Feats:** Improved Initiative, Inertial Armor, Lightning Reflexes

**Environment:** Underground

**Organization:** Solitary, pair, clutch (3-5), haven (6+)

**Challenge Rating:** 5

**Treasure:** Standard

**Alignment:** Usually chaotic neutral

**Advancement:** 8-14 HD (Small); 15-21 HD (Medium)

**Level Advancement:** —

The amohaji are snake-like dragons that use their tails to maneuver in the water. They are typically dark blue or brown with black stripes, mimicking the appearance of rippling water.

## Combat

A typical amohaji prefers to avoid combat if possible, using extensive knowledge of the local underground to lead its foes on a merry chase—usually one that involves plenty of ambushes and hasty retreats. It tries to lead enemies away from its haven, unless it is certain that the other inhabitants are capable of defeating the intruders without losses.

If cornered, an amohaji uses its breath weapon to singe a creature that threatens it. Another favored tactic is to wipe its foes' minds and leave them with the conviction that they saw nothing in the sewers that day. If confronted while polymorphed, the amohaji turns invisible and tries to lose any pursuers before reverting to its natural form.

**Breath Weapon (Su):** Once every 1d4 rounds, an amohaji can breathe a 40-foot line of fire. Every creature in the area takes 4d6 points of fire damage (Reflex DC 14 half). An amohaji's fire breath can travel 5 feet underwater before dissipating. The save DC is Constitution-based.

**Psi-like abilities:** At will—*detect hostile intent*, *psionic charm*, *psionic lock*, *psionic suggestion*. 3/day—*mindlink*, *mindwipe*. Effective manifester level 7th. The saves are Charisma-based.

**Telepathy (Su):** An amohaji can telepathically communicate with all others of its kind to a range of 100 feet. When such communication is between family members, the range increases to 1 mile.

**Skills:** The amohaji gains 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.

# Basidiron

## Medium Plant

**Hit Dice:** 5d8+10 (32 hp)

**Initiative:** +1

**Speed:** 20 ft. (4 squares)

**Armor Class:** 16 (+1 Dex, +5 natural), touch 11, flat-footed 15

**Base Attack/Grapple:** +3/+5

**Attack:** Slam +5 melee (1d8+3)

**Full Attack:** Slam +5 melee (1d8+3)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Hallucination cloud, spores

**Special Qualities:** Cold slow, low-light vision, plant traits, tremorsense 60 ft.

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

**Abilities:** Str 14, Dex 13, Con 15, Int —, Wis 11, Cha 1

**Skills:** —

**Feats:** —

**Environment:** Underground

**Organization:** Solitary or pair

**Challenge Rating:** 5

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

**Alignment:** Always neutral (evil tendencies)

**Advancement:** 6-10 HD (Medium); 11-15 HD (Large)

**Level Adjustment:** —

The basidiron is a large, 7-foot tall fungal monster. Its body is dark green or brown and leathery to the touch, resembling an inverted umbrella with 4-6 stems (each about 5 feet long) hanging beneath it. The inside of its cone-shaped top is black. Its stems are brownish-green. The basidiron is believed to be related to the ascomoid (page 107), and like its distant relative, makes its lair in underground natural caverns. Unlike the ascomoid's lair that is usually damp or wet, the basidiron's lair is unusually dry.

## Combat

The basidiron attacks by striking with its cone-shaped cap or by firing a line of spores at an opponent.

**Spores (Ex):** Line, 10 feet; Fortitude DC 14 or die in 1d4+1 rounds from spore infection unless remove disease is cast on the victim. The save DC is Constitution-based.

**Hallucination Cloud (Ex):** The basidiron can release spores in a 20-foot radius (centered on its body) as a full round action. Those within the cloud must succeed on a DC 14 Fortitude save or hallucinate for as long as they remain in the cloud plus 1d4 rounds afterwards. The save DC is Constitution-based.

Hallucinations are determined randomly for each creature affected.

## Hallucination

1. Individual believes he is in a swamp and strips off gear and armor to avoid sinking.

2. Individual believes he is being attacked by a swarm of spiders. He attacks the floor and surrounding area.

3. Individual believes item held has turned into a viper; drops item and retreats back from it.

4. Individual believes he is suffocating and gasps for air and clutches throat.

5. Individual believes he has shrunk to 1/10 normal size. He begins yelling for help.

6. Individual believes his associates have contracted a disease. He will not come closer than 10 feet.

7. Individual believes he is melting; grasps self in attempt to hold together.

8. Individual believes his back is covered with leeches. He tears armor, clothing, etc. from his back to get at them.

**Cold Slow (Ex):** A basidiron takes no damage from cold-based attacks but is instead affected as by the *slow* spell and is prevented from making spore attacks for 2d4 rounds.

**Plant:** Immune to all mind-affecting effects, poison, sleep effects, paralysis, polymorph, and stunning. Not subject to critical hits.

**Tremorsense (Ex):** Basidirons know the location of creatures within 60 feet if those creatures are in contact with the ground.

# Black Skeleton

## Medium Undead

**Hit Dice:** 6d12 (39 hp)

**Initiative:** +4

**Speed:** 40 ft. (8 squares)

**Armor Class:** 20 (+4 Dex, +6 natural), touch 14, flat-footed 16

**Base Attack/Grapple:** +3/+3

**Attack:** Short sword +8 melee (1d6/19-20 plus Strength damage) or claw +7 melee (1d4 plus Strength damage)

**Full Attack:** 2 short swords +8 melee (1d6/19-20 plus Strength damage) or 2 claws +7 melee (1d4 plus Strength damage)

**Space/Reach:** 5 ft/5 ft.

**Special Attacks:** Frightful presence, strength damage

**Special Qualities:** Damage reduction 10/

bludgeoning and good, darkvision 60 ft., +4 turn resistance, undead traits

**Saves:** Fort +2, Ref +6, Will +5

**Abilities:** Str 11, Dex 19, Con —, Int 13, Wis 10, Cha 14

**Skills:** Climb +5, Escape Artist +9, Hide +10, Jump +8, Listen +5, Move Silently +10, Search+6, Spot+5

**Feats:** Two-Weapon Fighting, Weapon Finesse, Weapon Focus (short sword)

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 5

**Treasure:** Standard

**Alignment:** Always chaotic evil

**Advancement:** 7-12 HD (Medium); 13-18 HD (Large)

**Level Adjustment:** —

This creature looks like a skeleton with glistening black bones, seemingly constructed of blackened steel. Small red pinpoints of light burn in its hollowed eye sockets.

Much more powerful than standard skeletons, these minions of evil are often employed as guardians or protectors to keep sealed some ancient knowledge best left undiscovered. They are intelligent monsters and are not subject to the mindless commands that can be given to such undead as skeletons or zombies. They have a clear mind, and sometimes go against the commands and wishes of those they serve, if it benefits the black skeleton in question. Black skeletons are the remnants of living creatures slain in an area where the ground is soaked through with evil. The bodies of fallen heroes are contaminated and polluted by such evil and within days after their death, the slain creatures rise as black skeletons, leaving their former lives and bodies behind. Black skeletons are intelligent and do maintain some memories of their former lives.

Black skeletons wear any clothes or armor they had in life, and some still carry their gear or weapons (most discard their weapons in favor of two short swords as soon as they can). Black skeletons speak Common and Abyssal.

## Combat

Black skeletons attack with two short swords in battle with little more than the intention of cutting their foes to pieces. They are intelligent

opponents and will use tactics during battle, often sending several of their number against a foe's front, while the others move into position to flank their adversaries. Black skeletons are smart enough to know when the battle is lost and withdraw from combat, though rarely. Most simply fight to the death, driven by some unseen hatred for the living. A black skeleton's natural weapons, as well as any weapons it wields, are treated as evil-aligned for the purpose of overcoming damage reduction.

**Frightful Presence (Ex):** The mere presence of a black skeleton is unsettling to foes, especially when the skeleton shrieks. Creatures within 60 feet and with less HD than the black skeleton that hear it must succeed on a DC 15 Will save or become panicked for 4d6 rounds. Creatures that successfully save are immune to the frightful presence of the same black skeleton for 24 hours. The save DC is Charisma-based.

**Strength Damage (Su):** Good-aligned creatures hit by a black skeleton (either by a weapon or natural attack) must succeed on a DC 15 Fortitude save or take 1d3 points of Strength damage. The save DC is Charisma-based. This effect is a function of the black skeleton itself, not its short swords.

**Feats:** Because of the black skeleton's magical nature, its Two-Weapon Fighting feat allows it to attack with both weapons at no penalty.

# Blood Pudding

**Medium Ooze**

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

**Initiative:** +0

**Speed:** 30 ft. (6 squares)

**Armor Class:** 10, touch 10, flat-footed 10

**Base Attack/Grapple:** +3/+8

**Attack:** Slam +4 melee (2d4+1)

**Full Attack:** Slam +4 melee (2d4+1)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Disgorge, improved grab, infuse

**Special Qualities:** Amorphous, blindsight 60 ft., ooze traits, resistance to fire 10, vulnerabilities

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

**Abilities:** Str 12, Dex 10, Con 20, Int —, Wis 10, Cha 8

**Skills:** —

**Feats:** —

**Environment:** Temperate marshes and underground

**Organization:** Solitary

**Challenge Rating:** 5

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 6-10 HD (Medium); 11-15 HD (Large)

**Level Adjustment:** —

This creature is a spheroid blob of protoplasm, blood-red in color. It constantly exudes a foul-smelling and sticky slime.

This monster rolls through dark corridors or marshes looking for sustenance and can consume the vital fluids of any creature it contacts. This sustenance most often takes the form of dungeon delvers that stumble upon the pudding. In marshes and swamps, the blood pudding feeds on animals and other natural fauna or any other living creature that happens to wander by.

## Combat

A blood pudding strikes by forming a thick pseudopod and lashing out at an opponent. If it hits, it attempts to grab that foe and infuse itself with the opponent's body. Unless forcibly removed from the victim, a blood pudding does not relinquish its host until that creature is dead.

**Disgorge (Ex):** A blood pudding that has infused itself can force the creature's own blood out through its pores, eyes, ears, and mouth. This is a standard action that deals 1d2 points of Constitution damage each round. At Constitution 0, the host dies, and the blood pudding exits. To onlookers it appears as if the slain creature is bleeding profusely.

**Improved Grab (Ex):** To use this ability, a blood pudding must hit an opponent up to its size 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 infuse its form with a creature. A blood pudding gains a +4 racial bonus to grapple checks because of the sticky slime it secretes.

**Infuse (Ex):** A blood pudding that makes a successful grapple check can merge its form with that of a living creature. If it succeeds, the blood pudding's form disappears as it soaks through skin, wounds, and any other opening in the host's body. This special attack deals no damage but allows the blood pudding to use its disgorge special attack.

A creature infused with a blood pudding can try to forcibly eject the creature once per round as a full-round action (coughing it up, vomiting, and so on). This requires a successful DC 17 Fortitude save. The save DC is Constitution-based. A creature can be affected by the pudding's infuse attack again, but gains a +2 circumstance bonus on its Fortitude save. This bonus lasts for one day and is effective against the infuse attack of that blood pudding only.

**Amorphous (Ex):** Blood puddings have no discernable front or back and are not subject to critical hits. They cannot be flanked.

**Vulnerabilities (Ex):** Drinking liquid with high alcohol content weakens a blood pudding and reduces further Constitution damage by one-half for the next 10 minutes.

Consuming pure vinegar causes an infused blood pudding to eject itself in the same round the vinegar is consumed. A creature drinking pure vinegar to purge an infused blood pudding must succeed on a DC 12 Fortitude save or be nauseated for 3 rounds. A blood pudding does not infuse itself again with this creature for one day.

# Bone Sovereign

## Large Undead

**Hit Dice:** 4d12 +4 (30 hp)

**Initiative:** +5

**Speed:** 40 ft. (8 squares)

**Armor Class:** 14 (1 size, +1 Dex, +4 natural), touch 10, flatfooted 13

**Base Attack/Grapple:** +2/+10

**Attack:** Claw +6 melee (1d8+5)

**Full Attack:** 2 claws +6 melee (1d8+5) and bite +4 melee (1d4+2)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Command undead

**Special Qualities:** +2 turn resistance, damage reduction 5/bludgeoning, darkvision 60 ft., desecrate, detect undead, immunity to cold, skeleton merge, skeleton spawn, undead traits

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

**Abilities:** Str 19, Dex 12, Con —, Int 8, Wis 8, Cha 13

**Skills:** Hide +4, Jump +8, Listen +4, Move Silently +5, Spot +4

**Feats:** Improved Initiative, Multiattack

**Environment:** Any

**Organization:** Solitary

**Challenge Rating:** 5

**Treasure:** None

**Alignment:** Always chaotic evil

**Advancement:** 5-8HD (Large); 9-12 HD (Huge); 13-16 HD (Gargantuan); 17+ HD (Colossal)

**Level Adjustment:** —

Bone sovereigns are amalgamations of skeletons whose animating enchantments coalesced to form a single, self-aware undead entity. Usually encountered near the ancient tombs and other fell places that spawned them, these undead creatures are driven by the need to assimilate other skeletal monsters into their own bodies, feeding off the animating enchantments that bind such creatures in undeath. A bone sovereign becomes larger and more powerful, with a proportionally increased appetite for necromantic energy as it assimilates other undead. No two bone sovereigns are identical, as each is an accumulation of the bones of many smaller skeletons. Usually they take a bipedal humanoid form, though some resemble demons, dragons, or other beasts, especially if the bones of such creatures have been collected by the monster. As a bone sovereign becomes larger and more powerful, it becomes less recognizable as any one type of creature.

## Combat

Since they lack any ranged attack, bone sovereigns favor frontal assaults. Like many undead, these creatures harbor no small hatred for life, and they usually wade into melee combat with a chilling confidence. Bone sovereigns have a measure of intelligence, and though they sometimes attack large groups of lesser creatures, they usually try to avoid monsters larger or obviously more powerful than themselves.

**Command Undead (Su):** A bone sovereign is able to rebuke and command undead at will as an evil cleric of a level equal to its Hit Dice. Instead of cowering in awe, however, skeletons that are rebuked by a bone sovereign are drawn towards the creature to be permanently merged into its form. Commanded skeletons are likewise

assimilated by the bone sovereign as soon as their usefulness as separate beings is ended. Other types of undead can't be merged with it, but a bone sovereign usually keeps commanded wraiths, shadows, ghouls, and other lesser undead nearby for as long as possible. Because of the desecration aura created by its presence, such beings frequently follow a bone sovereign even after its domination has lapsed. In some cases, the gruesome entourage that accompanies a bone sovereign can be more dangerous than the bone sovereign itself.

**Desecrate (Su):** A bone sovereign's unholy body perpetually generates the effect of the *desecrate* spell, as cast by a cleric equal in level to its Hit Dice. The bone sovereign benefits from all of the spell's powers (included in the statistics block), but undead allies do not gain *desecrate*'s attack and damage bonuses.

**Detect Undead (Sp):** A bone sovereign can *detect undead* at will, as the spell cast by a cleric equal in level to its Hit Dice.

**Skeleton Merge (Su):** When a bone sovereign comes into contact with an animated skeleton under its control, it can merge the other monster into its form as a free action, adding the normal skeleton's Hit Dice to its own. For example, a normal bone sovereign that merges with a troll skeleton (5 HD) becomes a Huge 9HD bone sovereign. The skeleton ceases to exist as a separate entity and becomes part of the bone sovereign.

**Skeleton Spawn (Su):** As a standard action, a bone sovereign can create any number of skeletal monsters from its body. Skeletons spawned by the bone sovereign are under its complete mental control. The Hit Dice of the spawned creatures are deducted from the bone sovereign's Hit Dice, and return to the sovereign when it again merges



with the spawn. If a skeleton spawn is destroyed, it cannot be merged back into the bone sovereign; its Hit Dice are lost. Spawned skeletons are treated in all ways like standard skeletons, and can act as the remains of any creature the sovereign desires. A bone sovereign can lose no more than half its Hit Dice in one round, and cannot reduce its Hit Dice to fewer than 4 through this process. Spawned skeletons can be of any variety of types. For example, a bone sovereign with 24 Hit Dice

could create a chimera skeleton and a wolf skeleton (11 HD total), two troll skeletons (12 HD total), 12 human warrior skeletons (12 HD total), or any combination which adds up to 12 Hit Dice or fewer. There is no limit to the number of spawned skeletons that a bone sovereign can control at once. Because spawning makes a bone sovereign weaker, it only does so when it is heavily outnumbered by lesser foes.

# Cave Troll

## Medium Giant

**Hit Dice:** 4d8+20 (38 hp)

**Initiative:** +6

**Speed:** 80 ft. (16 squares)

**Armor Class:** 22 (+6 Dex, +5 natural, +1 dodge), touch 17, flat-footed 15

**Base Attack/Grapple:** +3/+5

**Attack:** Claw +6 melee (1d4+2)

**Full Attack:** 2 claws +6 melee (1d4+2) and bite +1 melee (1d4+1)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Rend 2d4+3

**Special Qualities:** Darkvision 90 ft., haste, low-light vision, regeneration 3, scent, spider climb

**Saves:** Fort +9 Ref +8 Will +0

**Abilities:** Str 15, Dex 22, Con 20, Int 6, Wis 9, Cha 6

**Skills:** Jump +22, Listen+3, Spot+4

**Feats:** Alertness, Dodge

**Environment:** Underground

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

**Challenge Rating:** 5

**Treasure:** Standard

**Alignment:** Usually chaotic evil

**Advancement:** By character class

**Level Adjustment:** +4

Cave trolls are smaller cousins of the normal troll and are found in all types of subterranean realms. They are as deadly, or more so, than their larger brethren. Cave trolls have the same voracious appetite of the normal troll and sustain themselves on whatever they can find in their Underdark realms. They rarely venture to the surface world, preferring the security and tranquility of the darkness they inhabit. If extremely hungry or if food is scarce, however, a cave troll ventures to the surface and attacks whatever it finds near its lair.

Cave trolls stand 6 feet tall and weigh 300 pounds. Their leathery skin is blackish-gray and their eyes are yellow. Most cave trolls have long upright ears, almost elven in nature. Their arms and legs are long and slender, though both are quite powerful. Cave trolls do not walk with the same hunched gait of their larger relatives. They stand upright and move with blinding speed.

## Combat

Cave trolls often use deception when they first encounter prey, especially intelligent prey. Their troll heritage often leads to the misconception that they are slow in combat, which they gladly

allow their opponents to believe - until the cave troll strikes or moves. Only then is the ruse negated and the true nature of the troll revealed. Cave trolls attack by grabbing and rending an opponent.

**Rend (Ex):** If a cave troll hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 2d4+3 points of damage.

**Haste (Su):** A cave troll is affected by a permanent *haste* spell. This grants it one extra claw or bite attack. This also grants the cave troll a +1 bonus on attack rolls and a +1 dodge bonus to its AC and Reflex saves (already included in the statistics block). The cave troll loses the +1 AC bonus anytime it would lose a dodge bonus.

**Regeneration (Ex):** Fire and acid deal normal damage to a cave troll. If a cave troll 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.

**Spider Climb (Su):** A cave troll can climb sheer surfaces as though with a *spider climb* spell (caster level 4th).

# Crag Man

## Medium Aberration (Earth)

**Hit Dice:** 6d8+18 (45 hp)

**Initiative:** +1

**Speed:** 30 ft. (6 squares)

**Armor Class:** 19 (+1 Dex, +8 natural), touch 11, flat-footed 18

**Base Attack/Grapple:** +4/+7

**Attack:** Slam +8 melee (1d8+3)

**Full Attack:** 2 slams +8 melee (1d8+3)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Pierce, piercer hellstorm

**Special Qualities:** Damage reduction 5/—, darkvision 60 ft., *passwall*, stalagmite form, tremorsense 100 ft.

**Saves:** Fort+5, Ref+3, Will+6

**Abilities:** Str 17, Dex 13, Con 17, Int 6, Wis 12, Cha 6

**Skills:** Hide +2\*, Listen +6, Move Silently +3, Spot +6

**Feats:** Alertness, Power Attack, Weapon Focus (slam)

**Environment:** Underground

**Organization:** Cluster (2-5) or colony (6-11)

**Challenge Rating:** 5

**Treasure:** Standard

**Alignment:** Always chaotic evil

**Advancement:** 7-12 HD (Medium); 13-18 HD (Large)

**Level Adjustment:** +3

This creature resembles a thick, squat, humanoid carved from stone. Small depressions in its head seem to function as eyes, and its mouth is a small, toothless crevice. Its arms end in powerful fists.

Sometimes called living stalagmites, crag men are found underground in naturally occurring caverns, caves, and other such subterranean places. They detest sunlight, but are not harmed by it.

Crag men are a malevolent race of semi-intelligent beings that make their way in the world by means of brutality, trickery, and deceit. They have no formal society structure and exist in loose bands or colonies. The leader is the strongest member of the colony and rules through intimidation and fear. Crag men are believed to be asexual and sages have been unsuccessful in determining their exact means of reproduction. No young have ever been encountered, but several “eggs” resembling softened stone have been seen, closely guarded, in many crag men lairs. Sages believe these “eggs” might shed some light on the crag men’s means of reproducing—if they could only obtain one of the eggs to examine.

Crag men communicate with one another through body language and a series of low, rumbling moans. Sages are unsure of whether crag men can actually speak or understand any other language.

## Combat

Crag men prefer to attack from ambush. They wait, in stalagmite form for interlopers to enter their lair. Using their tremorsense ability,

crag men can pinpoint the location of all intruders and wait patiently until they can catch their opponents unaware. At that time, they assume humanoid form and attack, pummeling their foes with their powerful fists or changing their fists into sharpened, dagger-like points and stabbing their opponents. If overpowered or outnumbered, a crag man summons a cluster of piercers to aid it or cover its escape. Creatures killed by crag men are stored as food and eventually devoured.

**Pierce (Ex):** As a free action, a crag man can transform its hands into stony points. When striking with its hands in this manner, it deals 1d8+3 points of piercing damage (rather than bludgeoning damage) with its slam attack.

**Piercer Hellstorm (Sp):** Once per day, a crag man can summon 2d10 piercers (page 7) with a 50% chance of success.

**Passwall (Sp):** Once per day, as a standard action, a crag man can create an effect similar to the *passwall* spell (caster level 3rd).

**Stalagmite Form (Ex):** A crag man’s natural form is that of a stalagmite. While in this form it does not radiate magic and true seeing does not reveal its humanoid form. The crag man can change forms as a free action once per round.

**Tremorsense (Ex):** A crag man can automatically detect the location of anything within 100 feet in contact with the ground.

**Skills:** \*Crag men receive a +8 racial bonus to Hide checks against a background of stone.

# Crypt Thing

## Medium Undead

**Hit Dice:** 6d12 (39 hp)

**Initiative:** +6

**Speed:** 30 ft. (6 squares)

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

**Base Attack/Grapple:** +3/+4

**Attack:** Claw +4 melee (1d6+1)

**Full Attack:** 2 claws +4 melee (1d6+1)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Teleport other

**Special Qualities:** +4 turn resistance, damage reduction 10/bludgeoning and magic, darkvision 60 ft., undead traits

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

**Abilities:** Str 12, Dex 14, Con —, Int 12, Wis 14, Cha 15

**Skills:** Bluff +12, Diplomacy +6, Disguise +2 (+4 acting), Intimidate +11, Listen +13, Move Silently +9, Search +8, Sense Motive +10, Spot +14

**Feats:** Alertness, Improved Initiative, Persuasive

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 5

**Treasure:** Standard

**Alignment:** Always neutral

**Advancement:** 7-12 HD (Medium); 13-18 HD (Large)

**Level Adjustment:** —

Crypt things are undead creatures found guarding tombs, graves, crypts, and other such structures. They never leave the area they guard. A crypt thing appears as a humanoid skeleton wearing a brown or black hooded robe. Two small pinpoints of red light form its pupils. Crypt things speak Common.

## Combat

A crypt thing does not attack if the area it is guarding is not disturbed and if the crypt thing is left alone. A crypt thing avoids combat if possible by using its teleport other ability to remove potential opponents from the area. If necessary, the crypt thing will attack remaining creatures with its claws. A crypt thing's natural weapons, as well as any weapons it wields, are treated as magic weapons for the purpose of overcoming damage reduction.

**Teleport Other (Sp):** When a crypt thing uses this attack, all creatures within a 50-foot range must succeed on a DC 15 Will save or be teleported away in a random direction (1d4; 1, north; 2, south; 3, east; 4, west) and to a random distance (1d10 x 100 feet) away from the crypt thing. Roll randomly for each creature that fails its save. The save DC is Charisma-based.

A teleported creature never arrives in a solid object and arrives in the closest open space available if the target area is solid. Teleported creatures can arrive in mid-air at the specified location rather than on a solid surface, if the crypt thing so wishes. Creatures that fall as a result

of this situation take normal falling damage. A creature that succeeds at its save is unaffected by that crypt thing's teleport other ability for 24 hours.

## Create Crypt Thing

Necromancy [Evil]

Level: Clr 7, Sor/Wiz 7

Components: V, S, M

Casting Time: 1 hour

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

Target: One corpse

Duration: Instantaneous

Saving Throw: None

Spell Resistance: No

You may create a crypt thing with this spell. The spell must be cast in the area where the crypt thing will make its lair. A crypt thing can be created only from a mostly intact corpse or skeleton. The corpse must have bones (so, no oozes, worms, or the like). If a crypt thing is made from a corpse, the flesh falls from the bones. The statistics for the crypt thing depend on its size, not on what abilities the creature may have possessed while alive. Only one crypt thing is created with this spell, and it remains in the area where it was created until destroyed.

**Material Component:** A black pearl gem worth at least 300 gp. The gem is placed inside the mouth of the corpse. Once the corpse is animated into a crypt thing, the gem is destroyed.

# Dark Elf Spirit

**Medium Undead (Incorporeal)**

**Hit Dice:** 6d12 (39 hp)

**Initiative:** +7

**Speed:** Fly 50 ft. (10 squares) (perfect)

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

**Base Attack/Grapple:** +3/—

**Attack:** Incorporeal touch +6 melee (1d6 plus agonizing touch)

**Full Attack:** Incorporeal touch +6 melee (1d6 plus agonizing touch)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Agonizing touch

**Special Qualities:** +2 turn resistance, darkvision 60 ft., dark elf traits, incorporeal traits, low-light vision, master pain, rejuvenation, undead traits, vulnerability to purification

This figure looks like a pale, ghostly dark elf clad in fine clothes. It presents a pain-filled mournful expression.

## Combat

Dark elf spirits make little use of tactics due to their pain-wracked minds. They fly recklessly into battle, attacking whomever they encounter until either they or their opponents are dead. During those instances in which they are thinking clearly, they usually submit to attacks without defending themselves, in the hopes of dying.

**Agonizing Touch (Su):** Living creatures touched by a dark elf spirit must succeed on a DC 15 Fortitude save or be affected as if by *symbol of pain* for 1d6 rounds. In addition, the touched creature must succeed on a DC 15 Will save or be affected as if by *confusion* for a like amount of time. In each case, the caster level equals the spirit's HD. Creatures normally immune to disease receive a +4 bonus on the Fortitude save against the symbol of pain effect. Undead are immune to the pain effect, but not the confusion. The save DCs are Charisma-based.

**Master Pain (Ex):** As a full-round action, upon encountering a living member of one of the divine races (celestials), a dark elf spirit may attempt a DC 20 Fortitude save to shift its alignment to chaotic good for 1d4 rounds. If it succeeds, it may interact with other creatures as would a normal dark elf. If the save fails, the forsaken spirit howls in torment, negating its

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

**Abilities:** Str —, Dex 17, Con —, Int 8, Wis 7, Cha 14

**Skills:** Intimidate +8, Knowledge (any one) +2, Listen +8, Search +4, Sense Motive +1 Spot +8

**Feats:** Alertness, Blind-fight, Improved Initiative

**Environment:** Underground

**Organization:** Solitary, pair, band (3-6), or mob (7-14)

**Challenge Rating:** 5

**Treasure:** None

**Alignment:** Always chaotic evil

**Advancement:** 7-18 HD (Medium)

**Level Adjustment:** —

ability to move silently, and attacks the nearest living creature in a foul rage until it or the target is dead.

**Rejuvenation (Su):** If a dark elf spirit is destroyed, roll 1d20 plus the spirit's HD against a DC of 16. If this check is successful, the spirit reforms after 2d4 days have passed. The only guaranteed way to be rid of a dark elf spirit is to destroy it with *remove disease*.

**Vulnerability to Purification (Ex):** In addition to taking damage from cure spells, a dark elf spirit takes 5d6 points of damage from a *remove disease* spell or any similar effect.

**Dark Elf Traits:** +2 racial bonus against enchantment spells and effects.

- +2 racial bonus on Listen, Search, and Spot checks. A dark elf spirit who merely passes within 5 feet of a secret or concealed door is entitled to a Search check to notice it as if she were actively looking for it.

- Darkvision out to 120 feet.

- Spell resistance of 17.

- +2 racial bonus on Will saves against spells and spell-like abilities.

- Dark elf spirits can use the following spell-like abilities once per day (caster level 6): dancing lights, darkness, faerie fire.

- Light Blindness: Abrupt exposure to bright light (such as sunlight or a daylight spell) blinds dark elf spirits for 1 round. On subsequent rounds they are dazzled as long as they remain in the affected area.

# Drudge Crawler (Worker Spider)

## Huge Vermin

**Hit Dice:** 10d8+10 (55 hp)

**Initiative:** +3

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

**Armor Class:** 16 (-2 size, +3 Dex, +5 natural), touch 11, flat-footed 13

**Base Attack/Grapple:** +7/+19

**Attack:** Bite +9 melee (2d6+4 plus poison)

**Full Attack:** Bite +9 melee (2d6+4 plus poison) and 2 claws + 4 melee (1d8+2)

**Space/Reach:** 15 ft./10 ft.

**Special Attacks:** Poison, rage

**Special Qualities:** Darkvision 60ft., vermin traits

**Saves:** Fort +8, Ref +6, Will +3

**Abilities:** Str 19, Dex 17, Con 12, Int —, Wis 10, Cha 2

**Skills:** Climb +12

**Feats:** —

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 5

**Treasure:** None

**Alignment:** Neutral

**Advancement:** 11-20 HD (Huge); 21-30 HD (Gargantuan)

**Level Adjustment:** +7 (cohort)

The drudge crawler is one of only two types of dark elven arachnids unable to spin a web. The drudge crawler is gifted instead with a pair of oversized claws it can use to lift and carry materials from one location to another. Completely passive in most cases, the drudge crawler becomes a frenzied whirlwind of destruction if it is threatened, its territory is entered, or it is exposed to mating pheromones. Dark elven arachnophiles often douse themselves with such pheromones before battle, keeping their drudge crawlers in a heightened state of aggressive arousal throughout the conflict.

A single drudge crawler can lift much more than its meager strength would seem to indicate, due to the support provided by its legs and the design of its carapace. In addition to the normal lifting capacity provided by the drudge crawler's Strength, it can lift an additional 200 pounds per Hit Die. This great strength allows the drudge to do all the manual labor involved in construction and makes them the most prized of the worker spiders.

## Combat

Drudge crawlers enjoy combat and will attack any strange creature (other than dark elves) entering their territory. Drudge crawlers will work together under the watchful eye of a spider handler, but are otherwise prone to attack one another. In combat, the drudge crawler focuses on a single creature at a time, doing its best to kill one opponent before moving onto the next.

**Poison (Ex):** Injury, Fortitude DC 16, initial and secondary damage 1d6 Str. The save DC is Constitution-based.

**Rage (Ex):** A drudge crawler that takes damage in combat flies into a berserk rage on its next turn, clawing and biting madly until it or its opponent is dead. It gains +4 Strength, +4 Constitution, and -2 AC. The creature cannot end its rage voluntarily.

**Skills:** Drudge crawlers have a +8 racial bonus on Climb checks. A drudge crawler can always choose to take 10 on Climb checks, even if rushed or threatened.

# Fear Guard

## Medium Undead (Incorporeal)

**Hit Dice:** 6d12 (39hp)

**Initiative:** +6

**Speed:** Fly 30 ft. (good) (6 squares)

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

**Base Attack/Grapple:** +3/—

**Attack:** Incorporeal touch +6 melee (1d4 Wis)

**Full Attack:** Incorporeal touch +6 melee (1d4 Wis)

**Space/Reach:** 5 ft/5 ft.

**Special Attacks:** Fear aura, spell-like abilities, Wisdom damage, create spawn

**Special Qualities:** +2 turn resistance, darkvision 60 ft., daylight weakness, incorporeal traits, see in darkness, undead traits

This incorporeal entity appears as a hooded humanoid figure donned in floating robes of translucent gray over a suit of incorporeal armor. Its facial features are a swirl of maddening images, fluctuating between a serene and calm countenance to a face twisted in horror and fear.

Fear guards embody evil in its blackest conjuration. They are summoned from some unknown place by evil wizards and clerics to act as unusual bodyguards.

Fear guards do not speak, but unleash a frightful moan when defending their master. If a fear guard's master is slain, a fear guard goes on a killing rampage. Any damage sustained is instantly healed, and its Wisdom damage changes to Constitution damage, and any creature killed arises within 2d6 hours as a rampaging fear guard like the one that killed it.

## Combat

Shrouding themselves in a preternatural darkness, fear guards fight using spell-like abilities and their incorporeal touch. If guarding a particular location, a fear guard fights until either it is slain or driven away, or its opponents are slain or flee.

**Fear Aura (Su):** A fear guard can radiate a 20-foot radius fear aura as a free action. A creature in the area must succeed on a DC 16 Will save or be affected as though by a *fear* spell (caster level, 8th). A creature that successfully saves cannot be

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

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

**Skills:** Hide +11\*, Intimidate +12, Listen+10, Spot +10

**Feats:** Blind-Fight, Improved Initiative, Weapon Focus (incorporeal touch)

**Environment:** Underground

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

**Challenge Rating:** 5

**Treasure:** Standard

**Alignment:** Always chaotic evil

**Advancement:** 7-12 HD (Medium); 13-18 HD (Large)

**Level Adjustment:** +4 (cohort)

affected again by the same fear guard's aura for one day. This is a mind-affecting fear effect. The save DC is Charisma-based. A fear guard's master is immune to its fear aura.

**Spell-like Abilities:** At will—*ray of enfeeblement*, *darkness*; 2/day—*deeper darkness*. Caster level 8th.

**Wisdom Damage (Su):** The touch of a fear guard deals 1d4 points of Wisdom damage to a living foe if it fails a DC 16 Fortitude save. A creature reduced to Wisdom 0 withdraws into a deep sleep filled with nightmares and is considered helpless. The save DC is Charisma-based.

**Create Spawn (Su):** Any living creature reduced to Wisdom 0 by a fear guard and is killed by another creature becomes a fear guard under the control of its killer within 2d6 hours. If a *bless* spell is cast on the corpse before this time, it prevents the transformation.

**Daylight Weakness (Ex):** A fear guard exposed to natural sunlight (not merely a *daylight* spell) suffers 2d6 points of damage and immediately flees from the source of light. A fear guard caught in sunlight cannot attack and can only take a single move or attack action in a round.

**See in Darkness (Su):** A fear guard can see perfectly in darkness of any kind, even that created by *deeper darkness* spells.

**Skills:** \*A fear guard has a +8 racial bonus on Hide checks in areas of darkness



# Jellyhive

## Large Plant

**Hit Dice:** 6d8+54 (81 hp)

**Initiative:** +4

**Speed:** 25 ft. (5 squares), climb 20 ft. (4 squares)

**Armor Class:** 18 (-1 size, +4 Dex, +5 natural), touch 13, flat-footed 14

**Base Attack/Grapple:** +4/+6

**Attack:** Bite +6 melee (1d6+3)

**Full Attack:** Bite +6 melee (1d6+3)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Ooze dart, swallow ooze whole

**Special Qualities:** Camouflage, darkvision 60ft., immunity to acid and paralysis, low-

light vision, plant traits, regeneration 2, scent, tremorsense 80 ft.

**Saves:** Fort +14, Ref +6, Will -2

**Abilities:** Str 14, Dex 18, Con 29, Int —, Wis 2, Cha 6

**Skills:** —

**Feats:** —

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 5

**Alignment:** Always neutral

**Advancement:** 7-12 HD (Large); 13-18 HD (Huge)

**Level Adjustment:** —

This is one of the stranger creatures of the subterranean world, specifically noted for its eating habits. It is a wide stalk covered with a dome-shaped shell and several fleshy sacs. Protruding from under the shell are several fat legs and a toothy proboscis. The shelled fungus uses this tube to purposely feed on various oozes, jellies, gelatinous cubes, puddings and slimes, easily stalking and ingesting this foul quarry. When not hunting or feeding, it hangs patiently from a cavern ceiling.

## Combat

Not only does the jellyhive consume these sloppy creatures, it also cultivates them for future meals. Every time the jellyhive consumes an ooze, it saves a little portion, and stores the tiny bit in a flesh-sac for the future. If ever the jellyhive finds an animal or other creatures coming close, several sacs split open and drop a few of the tiny oozes nearby. This method works out splendidly for the fungus; the oozes will devour whatever creatures they can, thereby growing larger to become new meals for the jellyhive to enjoy. If the little slimes happen to escape, they will likely get larger on their own, and the jellyhive will probably hunt them down later.

**Camouflage (Ex):** A jellyhive can adjust its coloring to match the surrounding stone of caverns. When a jellyhive is at rest, it has a +5 racial bonus to Hide checks.

**Ooze Dart (Ex):** If a jellyhive is on the ground, it can launch a small ooze up to 10 feet away. A jellyhive has 1d6+10 sacs, each one containing a ½-HD Tiny ooze. These oozes are most often ochre jellies, but can be any type of ooze creature. Once free from the sac, the oozes attack normally.

**Plant:** Immune to mind-affecting effects, poison, sleep effects, paralysis, polymorph, and stunning. Not subject to critical hits.

**Regeneration (Ex):** Fire deals normal damage to a jellyhive.

**Swallow Ooze Whole (Ex):** If a jellyhive makes a successful bite attack against an ooze creature, it can make a grapple check as a free action. If the grapple is successful, the jellyhive will swallow the creature, storing it in one of its fleshy sacs. The jellyhive will store up as many oozes as it can, holding a maximum of 55 hit points of oozes. An ooze creature will be completely digested after one hour.

**Tremorsense (Ex):** Jellyhives know the location of creatures within 80 feet, so long as those creatures are in contact with the ground.

# Ka Spirit

## Medium Undead (Incorporeal)

**Hit Dice:** 5d12 (32 hp)

**Initiative:** +8

**Speed:** 30 ft. (6 squares), fly 60 ft. (good) (12 squares)

**Armor Class:** 16 (+4 Dex, +2 deflection), touch 16, flat-footed 12

**Base Attack/Grapple:** +2/—

**Attack:** Incorporeal touch +6 melee (rotting possession)

**Full Attack:** Incorporeal touch +6 melee (rotting possession)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Create spawn, rotting possession

**Special Qualities:** +4 turn resistance, darkvision 60 ft., incorporeal traits, undead traits

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

**Abilities:** Str —, Dex 18, Con —, Int 12, Wis 11, Cha 15

**Skills:** Hide +11, Intimidate +8, Listen +7, Search +8, Sense Motive +6, Spot +7

**Feats:** Ability Focus (rotting possession), Improved Initiative

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 5

**Treasure:** None

**Alignment:** Always lawful evil

**Advancement:** 6-15 HD (Medium)

**Level Adjustment:** —

In many ancient cultures, people were sacrificed during the burial of important individuals. It was believed that their spirits would serve that of the deceased in the other world. The ka spirit is the soul of one this unfortunates. The first of these beings date from the early ages of civilization. Ka spirits appear as incorporeal versions of their former selves. They are rooted to their tomb, and are charged with guarding it against all intruders. Although they have no ability to manipulate the material world, they are able to possess and destroy the bodies of desecrators. Anyone killed by a ka spirit is bound to guard the tomb they despoiled.

## Combat

A ka spirit appears and attacks only when a specific command is violated. While most often this condition is something like, "No one shall enter this tomb," it can be much more specific, such as, "No one shall touch this mummy's canoptic jars or phylactery." Whatever the dictum, once it is broken, the ka spirit immediately appears and attacks those violating its charge. Once the ka spirit is awakened, it commands its spawn to attack, if it has any. It then moves in and attempts to possess the character who first violated its charge. If the ka spirit is unable to possess its first target, it moves on to another party member. Once it has possessed someone, it turns and attacks the rest of the party. If the possessed person is killed

or disabled, it leaves the host body and attempts to possess another member of the group. The ka spirit does not desist until either it is destroyed or all those who have violated its charge have been defeated.

**Create Spawn (Su):** Any creature killed by Constitution damage from the ka spirit's rotting possession ability rises as a zombie under the ka spirit's control after 1d4 rounds. It does not possess any of the abilities it had in life.

**Rotting Possession (Su):** If it successfully hits with its touch attack, a ka spirit can merge with the body of a living creature. The target can resist this attack with a successful DC 16 Will save. If the save is failed, the victim falls under total control of the ka spirit. This ability is similar to a *magic jar* spell (caster level 10th), except that it does not require a receptacle. Each round the creature remains possessed, it must succeed on a DC 16 Fortitude save (using its normal saving throw bonus, not the ka spirit's) or rot away, suffering 1d6 points of Constitution damage. If the creature dies (from Constitution loss or another reason), the ka spirit manifests separately again. The save DCs are Charisma based. The ka spirit can be forced to leave a body by a *remove curse* or DC 21 *break enchantment* spell. A ka spirit targeted by dispel evil while possessing a creature is utterly destroyed if it fails the spell's Will save.

# Palnor

**Huge Aberration**  
**Hit Dice:** 8d8+16 (52 hp)  
**Initiative:** +3  
**Speed:** 30 ft. (6 squares)  
**Armor Class:** 17 (-2 size, -1 Dex, +10 natural), touch 7, flat-footed 17  
**Base Attack/Grapple:** +6/+18  
**Attack:** Slam +8 melee (1d6+6)  
**Full Attack:** Slam +8 melee (1d6+6)  
**Space/Reach:** 15 ft./15 ft.  
**Special Attacks:** Scream, vomit  
**Special Qualities:** Darkvision 60 ft

Palnor are gigantic bloated humanoid-like creatures devoid of distinguished physical features. Their pale skin seems stretched across the palnor’s immense girth, and their blank eyes show no emotion. Despite their appearance, palnors are fierce, temperamental creatures capable of much destruction.

## Combat

**Scream (Ex):** A palnor can emit a grotesque scream as a standard action. All creatures within 20 feet of the palnor must succeed on a DC 14 Fortitude save or be shaken for 2d4 rounds. This is a sonic effect. The save DC is Charisma-based.

# Rahulh

**Large Aberration**  
**Hit Dice:** 6d8+12 (39 hp)  
**Initiative:** +2  
**Speed:** 40 ft. (8 squares), climb 40 ft.  
**Armor Class:** 16 (-1 size, +2 Dex, +5 natural), touch 11, flat-footed 14  
**Base Attack/Grapple:** +4/+11  
**Attack:** Claw +6 melee (1d8+3) or spit +6 ranged (1d6 acid)  
**Full Attack:** 2 claws +6 melee (1d8+3) and bite +1 melee (1d6+1 plus 2d6 acid) or spit +6 ranged (1d6 acid)  
**Space/Reach:** 10 ft./10 ft.  
**Special Attacks:** Improved grab  
**Special Qualities:** Blindsight 60 ft., nullify light, tremorsense 100 ft.

Rahulh are 10 feet tall spider-like predators with six legs and clawed appendages coming from their abdomen. They climb along cave walls of smooth, long tunnels and wait for prey to pass by. Rahulh sometimes work with other intelligent creatures to lure prey into their tunnels in exchange for booty.

## Combat

A rahulh attacks with a deadly combination of claws and bite. If its prey is out of reach, a riulh launches balls of acidic saliva, with a maximum range of 40 feet. A rahulh will often drop down on an opponent to grab it, then carry it off to devour it.

**Saves:** Fort +4, Ref +1, Will +6  
**Abilities:** Str 18, Dex 8, Con 15, Int 8, Wis 10, Cha 6  
**Skills:** Listen +3, Search +4, Spot +3  
**Feats:** Ability Focus (scream), Improved Initiative, Power Attack  
**Environment:** Underground  
**Organization:** Solitary  
**Challenge Rating:** 5  
**Treasure:** None  
**Alignment:** Always neutral  
**Advancement:** 9-16 (Huge); 17-24 (Gargantuan)  
**Level Adjustment:** —

**Vomit (Ex):** A palnor can vomit forth a variety of disgusting gases, or a volley of bone chips, as follows, in a 10-foot cone.

**Sleep Gas:** DC 16 Fortitude save or fall asleep for 1d10 minutes (target can be awakened normally). The save DC is Constitution-based.

**Laughing Gas:** DC 16 Fortitude save or suffer from *hideous laughter* (as the spell) for 1d4 rounds. The save DC is Constitution-based.

**Hallucinatory Gas:** DC 16 Will save or stunned for 1d4 rounds. The save DC is Constitution-based.

**Bone Chips:** A shower of bone chips fills the area, causing 2d10 points of piercing damage to all creatures in it (DC 13 Reflex for half). The save DC is Dexterity-based.

**Saves:** Fort +4, Ref +4, Will +5  
**Abilities:** Str 16, Dex 14, Con 15, Int 11, Wis 10, Cha 9  
**Skills:** Climb +11, Hide +9, Listen +4, Move Silently +9, Spot +4  
**Feats:** Alertness, Stealthy, Weapon Focus (spit)  
**Environment:** Underground  
**Organization:** Solitary or pack (2-4)  
**Challenge Rating:** 5  
**Treasure:** Standard  
**Alignment:** Usually neutral evil  
**Advancement:** 7-12 HD (Large); 13-18 HD (Huge)  
**Level Adjustment:** —

**Improved Grab (Ex):** To use this ability, a rahulh must hit a Medium or smaller creature 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 deals automatic claw damage each round. A rahulh may move at its full normal speed and use its other attacks while grappling an opponent.

**Nullify Light (Sp):** A rahulh continuously dims the output of any light sources within 50 feet of itself by 90%. The rahulh cannot suppress this ability.

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

# Rope Golem

## Medium Construct

**Hit Dice:** 6d10+20 (53hp)

**Initiative:** +0

**Speed:** 30 ft. (6 squares)

**Armor Class:** 17 (+7 natural), touch 10, flat-footed 17

**Base Attack/Grapple:** +4/+7

**Attack:** Slam +7 melee (1d8+3)

**Full Attack:** 2 slams +7 melee (1d8+3)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Improved grab, strangulation 1d8+2

Rope golems are constructed from many intertwined and knotted ropes and often serve as guardians to lesser nobles, wizards, clerics, and the like, protecting a treasure hoard or some ancient knowledge best kept hidden.

A rope golem is tangled mess of knotted and bundled ropes in roughly humanoid form. The typical rope golem stands 7 feet tall but weighs only about 100 pounds or so. Its long, gangly arms end in noose-like hands. A rope golem can expand its shape to fill a 10-foot area or contract its form to fill a space less than 2 1/2 feet square. Until it is activated, a rope golem appears to be nothing more than a pile of normal ropes. Rope golems cannot communicate.

## Combat

Rope golems attack by rolling their ropey appendages into “fists” and pummeling a foe. If a rope golem hits, it attempts to slip its noose-like hands over its opponent’s head and around its neck. If successful, a rope golem often maintains the hold until it is destroyed or its opponent is dead.

**Improved Grab (Ex):** To use this ability, a rope golem must hit an opponent up to one size larger than itself 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 strangle its opponent.

**Strangulation (Ex):** A rope golem deals 1d8+3 points of damage with a successful grapple check. Because the rope golem seizes the opponent by the neck, a strangled foe cannot speak or cast spells with verbal components.

**Construct Traits (Ex):** Immune to mind-influencing effects (charms, compulsions, phantasms, patterns, and morale effects), poison, sleep,

**Special Qualities:** Construct traits, damage reduction 5/adamantine and slashing, darkvision 60 ft., immunity to magic, low-light vision, vulnerability to fire

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

**Abilities:** Str 17, Dex 10, Con —, Int —, Wis 11, Cha 1

**Skills:** —

**Feats:** —

**Environment:** Any

**Organization:** Solitary

**Challenge Rating:** 5

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 7-12 HD (Medium); 13-18 HD (Large)

**Level Adjustment:** —

paralysis, stunning, death effects, necromancy effects, and polymorph. Immune to any effect that requires a Fortitude save (unless it works on objects, or is harmless). Not subject to critical hits, nonlethal damage, ability damage, energy drain, fatigue, exhaustion, or death from massive damage; cannot be healed, raised or resurrected, though it can be repaired.

**Fire Vulnerability (Ex):** A rope golem takes half again as much (+50%) damage as normal from fire, regardless of whether a save is allowed, or if the save is a success or failure.

**Immunity to Magic (Ex):** A rope golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

A *disintegrate* spell affects it normally. A *rope trick* or *animate rope* spell deals 1d6 points of damage to the rope golem per three levels of the spell caster (e.g., a 6th-level sorcerer deals 2d6 points of damage to a rope golem if it casts rope trick or animate rope). A *mending* spell heals the rope golem of 2d6 points of damage. Fire-based effects and spells affect it as described in its fire vulnerability above.

## Construction

A rope golem’s body is spun and tied from 200 pounds of rope. Special bindings and powders worth 200 gp are used in the process. Assembling the body requires a successful Craft (ropemaking) or Use Rope check (DC 13).

Caster level 8th; Craft Construct (see the MM), *animate rope*, *geas/quest*, *rope trick*; caster must be at least 8th level; Price 14,200 gp; Cost 7,200 gp +560 XP.

# Stone Slug

**Medium Aberration (Shapechanger)**

**Hit Dice:** 8d8 (36 hp)

**Initiative:** +0

**Speed:** 20 ft. (4 squares)

**Armor Class:** 16 (+6 natural), touch 10, flat-footed 16

**Base Attack/Grapple:** +6/+7

**Attack:** Spine +7 melee (1d12+1 plus disease)

**Full Attack:** 2 spines +7 melee (1d12+1 plus disease)

**Space/Reach:** 5 ft./5 ft. (10 ft. with spine)

**Special Attacks:** Disease, flail

**Special Qualities:** Amorphous, blindsight 60 ft., camouflage, stoneform

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

**Abilities:** Str 13, Dex 10, Con 10, Int 5, Wis 10, Cha 8

**Skills:** Climb +10, Hide +12, Move Silently +8

**Feats:** Cleave, Great Cleave, Power Attack

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 5

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 9-16 HD (Medium); 17-24 HD (Large)

**Level Adjustment:** —

Stone slugs are amorphous, brown, dough-like blobs that change their color and texture to blend with their environment. Stone slugs also camouflage themselves by assuming the shape and hardness of small boulders or crystals.

The stone slug tends to be shy and elusive, preferring to remain unseen. If provoked or hungry, they move with surprising quickness. Inside this amorphous mass, these creatures hide sets of long, black quills that carry a festering disease.

## Combat

When attacking, stone slugs form long thin prehensile pseudopods bearing a diseased spike at their end. These tentacle-like limbs reach out to 10 feet.

**Disease (Ex):** Stone slug festering — spine, Fortitude DC 14, incubation period 1 day; damage 1d4 Con and 1d6 Dex. The save DC is Constitution-based.

**Flail (Ex):** Once every three rounds, an stone slug may make a flailing attack. A stone slug will frantically writhe and flop its body, swinging its spines wildly. This is a full-round action, but allows a stone slug to make a normal spine attack against every target within its reach.

**Amorphous (Ex):** A stone slug is not subject to critical hits. It cannot be flanked.

**Blindsight (Ex):** A stone slug can ascertain prey by scent and vibration within 60 feet.

**Camouflage (Ex):** A stone slug can change its color and texture as a free action, once per round. When altered to blend in with its environment this way, a stone slug has a +6 racial bonus on Hide checks.

**Stoneform (Su):** As a full-round action, a stone slug can harden its body to take the form of a small boulder or chunk of crystal. A stone slug in this form gains +4 to natural armor and a +20 racial bonus on Hide checks (which does not stack with its bonus from camouflage).

**Skills:** A stone slug has a +6 racial bonus on Climb, and Move Silently checks.

# Vacuous Engulfer

## Large Aberration

**Hit Dice:** 5d8+15 (37 hp)

**Initiative:** +1

**Speed:** 30 ft. (6 squares), swim 10 ft. (2 squares)

**Armor Class:** 16 (-1 size, +1 Dex, +6 natural), touch 10, flat-footed 15

**Base Attack/Grapple:** +3/+9

**Attack:** Claw +4 melee (1d6+3)

**Full Attack:** Claw +4 melee (1d6+3)

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Vacuum pull

Vacuous engulfers are creatures created by the growth of life around pinprick holes to pocket dimensions. Vacuous engulfers are symmetrical, four-sided creatures that stand about 8 feet tall. Four spiderlike legs tipped with sharp claws lead to a stalk of a torso, which in turn leads to the engulfer's four mouths. Each mouth protrudes from the torso in a 2-foot-long tube, ending with a diamond-shaped opening which is usually tightly closed. These openings are incredibly flexible, allowing the engulfer to ingest creatures far larger than would appear possible. The torso-stalk ends 1 foot above the mouths, topped with four bulging yellow eyes. The skin of a vacuous engulfer is colored a light green, splashed with yellow and speckled with black. Its texture is tough and slimy, and it tends to absorb the smells of the environment around it.

Vacuous engulfers live out their lives wandering and devouring prey. They receive nourishment from the decomposition of their victims' bodies inside their pocket dimensions. They have no discernible food preferences, migratory patterns, or relationships with other species and show no need for sleep.

Occasionally, vacuous engulfers are captured and placed as guardians over tombs and other abandoned places.

## Combat

Vacuous engulfers attack any Medium or smaller moving creatures that catch their attention, though creatures that stay perfectly still have a strong chance of going unnoticed. Vacuous engulfers normally devour opponents with their vacuum attack before they are close enough to use their claws; even then, they only use one claw at a time, in order to keep their balance.

**Vacuum Pull (Su):** As a move action, a vacuous engulfer can open any number of its mouths, creating a powerful suction that draws nearby objects and creatures inside. Each mouth generates a 60-foot

**Special Qualities:** All-around vision, darkvision, 60 ft., pocket dimension

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

**Abilities:** Str 15, Dex 12, Con 17, Int 2, Wis 8, Cha 7

**Skills:** Climb +3, Listen +1, Search +2, Spot +6, Swim +10

**Feats:** Combat Reflexes, Lightning Reflexes

**Environment:** Any

**Organization:** Solitary

**Challenge Rating:** 5

**Treasure:** Double standard

**Alignment:** Always neutral

**Advancement:** 6-10 HD (Large); 11-15 HD (Huge)

**Level Adjustment:** —

cone of suction equivalent to hurricane-force winds. Any Medium or smaller creature who is blown far enough to reach the engulfer's space is pulled through a mouth into the pocket dimension beyond.

Due to the suction, a vacuous engulfer's mouths are pulled close as part of the action in which they are opened, immediately ending the winds.

**All-Around Vision (Ex):** Vacuous engulfers' four eyes allow them to look in any direction, bestowing a +4 racial bonus on Spot and Search checks. Vacuous engulfers cannot be flanked.

**Pocket Dimension:** Objects and creatures pulled through a vacuous engulfer's mouths are transported to an endless black void without air or gravity. All newly-arrived creatures and objects appear at the same point, but there is no exit present. Teleporting out is impossible, but *plane shift* and other methods of planar travel function normally. Creatures who need air risk suffocation immediately. When a vacuous engulfer is killed, the contents of the pocket dimension appear inside its torso-stalk. This does no damage to the creatures and objects appearing (which burst free), but usually destroys the engulfer's corpse.

If a *portable hole* is brought inside a vacuous engulfer, the hole, the engulfer, the contents of the hole and the pocket dimension, and any creatures within a 10-foot radius of the engulfer are drawn into the Astral Plane, destroying the *portable hole* and vacuous engulfer in the process.

**Skills:** A vacuous engulfer 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.



# Wyrdwolf

## Large Magical Beast

**Hit Dice:** 8d10+8 (52 hp)

**Initiative:** +3

**Speed:** 30 ft. (6 squares)

**Armor Class:** 18 (-1 size, +3 Dex, +6 natural), touch 12, flat-footed 15

**Base Attack/Grapple:** +8/+16

**Attack:** Claw +11 melee (1d6+4)

**Full Attack:** 2 claws +11 melee (1d6+4) and bite +7 melee (2d8+2/19-20)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Pack attack, rend 1d6+4, strobe

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

**Saves:** Fort +7, Ref +9, Will +3

**Abilities:** Str 18, Dex 16, Con 12, Int 5, Wis 12, Cha 10

**Skills:** Listen +6, Spot +7

**Feats:** Improved Critical (bite), Power Attack, Weapon Focus (bite)

**Environment:** Underground

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

**Challenge Rating:** 5

**Treasure:** None

**Alignment:** Always lawful evil

**Advancement:** 9-16 HD (Large); 17-24 HD (Huge)

**Level Adjustment:** —

The wyrdwolf is a fierce pack hunter in the subterranean realm. Its long, lean body is over 7 feet tall and packed with taut muscles. Its hairless body is well armored by thick, leathery bone-white skin. A wyrdwolf has large claws and a huge jaw full of sharp fangs, but is most notable for its huge glowing eyes. Although relatively uncommon, wyrdwolves have an unsavory reputation among underground dwellers.

## Combat

A wyrdwolf attacks with savage biting and clawing. It will usually begin combat with its strobe attack, hoping to disorient foes to make it easier to rip them to shreds.

**Pack Attack (Ex):** Wyrdwolves are intelligent and coordinate their attacks. If two wyrdwolves flank the same opponent, they have a +4 flanking bonus on attacks instead of the usual +2.

**Rend (Ex):** If a wyrdwolf hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 1d6+4 points of damage.

**Strobe (Su):** A wyrdwolf can disorient its prey by momentarily increasing the brightness of its glowing eyes, as a free action once per minute. All creatures within 40 feet must succeed on a DC 14 Fortitude save or be blinded for 1d2+1 rounds. Creatures can avoid this attack in the same manner as a gaze attack. The save DC is Charisma-based.

## Flora and Fauna

**Lifegiver:** This yellow fungus is most commonly no larger than a dwarf's forearm, but whole caverns can be coated in a single continuous carpet of lifegiver if moisture levels are high. It fruits twice a year, and its fruits fill with mostly oxygen and some helium. These soft purple puffballs then float up to the top of the cave, remaining until their outer layer decomposes or is punctured by protruding stone. When this happens the puffballs release their spores into the air. Lifegiver fungus continually expels breathable air throughout the year, a great benefit for all underground creatures. Enough lifegiver fungus in a single cavern can create underground air currents upon which their spores can reach new places. Given enough time, this fungus can create caves as they slowly eat away at the surrounding stone, which it uses as food. Lifegiver is a magically dependent fungus that needs stone and magic, to survive. It is mostly found underground and, although it doesn't need water to survive, is more successful in moist conditions.

# Arachnomorph

## Large Aberration (Shapechanger)

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

**Initiative:** +6

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

**Armor Class:** 15 (-1 size, +2 Dex, +4 natural), touch 11, flat-footed 13

**Base Attack/Grapple:** +4/+9

**Attack:** Longsword +4 melee (1d8+1) or bite +5 melee (1d4+1 and poison) or shortbow +5 ranged (1d6) or web +5 ranged

**Full Attack:** Longsword +4 melee (2d6+1/19-20) and bite +0 melee (1d4+1 and poison) or shortbow +5 ranged (1d8/x3) or web +5 ranged

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Poison, spell-like abilities, spells, web

**Special Qualities:** Change shape, darkvision 60 ft.

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

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

**Skills:** Climb +14, Concentration +10, Craft (weaving) +7, Listen +9, Move Silently +10, Spot +9

**Feats:** Alertness (b), Combat Casting, Improved Initiative, Weapon Focus (bite)

**Environment:** Temperate and warm forest and underground

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

**Challenge Rating:** 6

**Treasure:** Double standard

**Alignment:** Often neutral evil

**Advancement:** By character class

**Level Adjustment:** +5

As the name suggests, arachnomorphs are spider-bodied creatures, intelligent shapeshifters capable of assuming several different forms. In their normal forms, arachnomorphs are virtually indistinguishable from monstrous spiders. One clue to their nature is the distinctive markings upon the arachnomorph's abdomen: two thin white stripes against a dark gray or black body. The spider-like legs are long and thin, rather like those of a black widow.

Arachnomorphs are found in small colonies of their own race, although there are frequently monstrous spiders living with them. Every once in a great while an arachnomorph is discovered living in secret among humanoids of its own kind, as in the case of an arachnomorph whose humanoid form is that of a dwarf living among dwarves. In such instances, the humanoids are almost never aware of the arachnomorph's true nature.

## Combat

Arachnomorphs are aggressive and often instigate combat. They prefer the longsword and shortbow in their humanoid and drider forms, but can also employ a variety of combat spells in either form and can deliver a poisonous bite as a spider or drider. Arachnomorphs avoid using fire spells, as their webs burn easily.

**Poison (Ex):** Injury, Fortitude DC 15, initial damage 1d6 Str, secondary damage 2d6 Str. The save DC is Constitution-based.

**Spell-like Abilities:** 1/ day – *dancing lights*, *darkness*, *detect chaos*, *detect evil*, *detect good*, *detect law*, *detect magic*. Caster level 6th.

**Spells:** Arachnomorphs cast spells as 3rd-level sorcerers. *Typical Sorcerer Spells Known* (6/6, base save DC 12 + spell level); 0 – *detect magic*, *ray of frost*; 1st – *magic missile*.

**Web (Ex):** In drider or spider form, an arachnomorph can throw a web up to six 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 of up to Huge size. The web anchors the target in place, allowing no movement.

An entangled creature can escape with a successful DC 15 Escape Artist check or burst the web with a successful DC 19 Strength check. The check DCs are Constitution-based, and the Strength check DC includes a +4 racial bonus. The web has 6 hit points, hardness 0, and takes double damage from fire.

**Change Shape (Su):** An arachnomorph's natural form is that of a Large monstrous spider. It can assume two other forms. The first is a unique Small or Medium humanoid; an arachnomorph in its humanoid form always assumes the same appearance and traits, much as a lycanthrope would. In humanoid form, an arachnomorph cannot use its bite attack, webs, or poison. The second form is a Large drider-like form whose humanoid features are the same as those of its humanoid form. The arachnomorph retains its bite attack, webs, and poison in this form, and can also wield weapons.

An arachnomorph remains in one form until it chooses to assume a new one. A change in form cannot be dispelled, nor does the arachnomorph revert to its natural form when killed. A true seeing spell, however, reveals its natural form if it is in its humanoid or drider form.

**Skills:** An arachnomorph has a +4 racial bonus on Move Silently checks and a +8 racial bonus on Climb checks. An arachnomorph can always choose to take 10 on Climb checks, even if rushed or threatened.

# Ascomoid

## Large Plant

**Hit Dice:** 6d8+18 (45 hp)

**Initiative:** +1

**Speed:** 30 ft (6 squares)

**Armor Class:** 17 (-1 size, +1 Dex, +7 natural), touch 10, flat-footed 16

**Base Attack/Grapple:** +4/+10

**Attack:** Slam +5 melee (trample 1d6+3)

**Full Attack:** Slam +5 melee (trample 1d6+3)

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Spores, trample 1d6+3

**Special Qualities:** Damage reduction 5/piercing, immunity to bludgeoning weapons, plant traits, resistance to fire 10 and electricity 10, tremorsense 60 ft.

**Saves:** Fort +8, Ref +3, Will +2

**Abilities:** Str 14, Dex 13, Con 17, Int —, Wis 11, Cha 1

**Skills:** —

**Feats:** —

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 6

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

**Alignment:** Always neutral (evil tendencies)

**Advancement:** 7-12 HD (Large); 13-18 HD (Huge)

**Level Adjustment:** —

Ascomoids are subterranean semi-sentient fungi that devour living creatures when encountered. An ascomoid's lair is a large natural cavern with little or no natural light and often damp. Bones of its victims are strewn about its lair. The ascomoid appears as a 10-foot wide puffball-like fungus with a brownish-green surface. The ascomoid is covered with small pocks that serve as sensory organs.

## Combat

The ascomoid attacks by rolling over its opponents or by firing spores from the pocks on its leathery skin.

**Spores (Ex):** Line, 30 feet; billows into 20-foot diameter cloud upon impacting a solid surface; Fortitude DC 16 or die in 1d4 rounds

from spore infection. Even if the save succeeds, affected creatures are blinded and nauseated for 1d4 rounds. The casting of a *remove disease* spell prevents death from spore infection, but does not cure the blindness or nausea. The save DC is Constitution-based.

**Trample (Ex):** Reflex half DC 15. The save DC is Strength-based. Opponents hit by an ascomoid's slam attack are automatically trampled and receive no saving throw.

**Plant:** Immune to all mind-affecting effects, poison, sleep effects, paralysis, polymorph, and stunning. Not subject to critical hits.

**Tremorsense (Ex):** Ascomoid know the location of creatures within 60 feet if those creatures are in contact with the ground.

## Flora and Fauna

**Stonemite:** The stonemite may be considered the underdeep equivalent of the termite. Living on stone (opposed to wood), stonemites often make their nests in stalactites, stalagmites, or columns. Within these formations, the colony expands over a period of many years (sometimes hundreds) until a new pair slides through stone to find another suitable cavern system. Stonemites eat a mixture of stone dusts, crystals, and fungi, which they grow inside their nests in special chambers. To ensure survival of the a new colony, mating pairs roll in the spores of the colony's food caves so that when they find an appropriate cave, livegiver fungus, crystal grazers, and long hauls invade the cave to create a more stonemite-friendly environment. Stonemites are a very important function is the growth of livable caverns throughout the underdark. They have several different castes: workers, soldiers, digesters (who turn stone dust into a syrupy liquid that humanoids can eat, but which tastes disgusting), water-makers (who use magic to create minisule amounts of water), and the queen. Stonemite colonies can have up to several million members and can eat 5 sq. ft. of stone in a year's time. Stonemites are magically dependent creatures that need water, air (very little in comparisons to non-magical insects), and stone to survive. They are only found underground.

# Banded Spider

## Large Magical Beast

**Hit Dice:** 9d10+27 (76 hp)

**Initiative:** +5

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

**Armor Class:** 20 (-1 size, +1 Dex, +10 natural), touch 10, flat-footed 19

**Base Attack/Grapple:** +9/+17

**Attack:** Bite +13 melee (2d6+6 and poison)

**Full Attack:** Bite +13 melee (2d6+6 and poison)

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Poison, web

**Special Qualities:** Alien mind, darkvision 120 ft., immunity to disease and poison, low-light vision, resistance to cold 5, fire 5, acid 10, and electricity 10, tremorsense 60 ft., true seeing

**Saves:** Fort +9, Ref +7, Will +4

**Abilities:** Str 18, Dex 12, Con 17, Int 10, Wis 12, Cha 6

**Skills:** Climb +12, Hide +5, Jump +16, Move Silently +7, Spot +20

**Feats:** Improved Initiative, Improved Natural Attack (bite), Skill Focus (Spot), Weapon Focus (bite)

**Environment:** Warm desert and underground

**Organization:** Solitary, pair, or brood (3-5 banded spiders, 1 banded spider mother)

**Challenge Rating:** 6

**Treasure:** Standard

**Alignment:** Always chaotic neutral

**Advancement:** 10-18 HD (Large)

**Level Adjustment:** —

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

## Combat

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

**Poison (Ex):** Injury, Fortitude DC 17, initial and secondary damage 1d8 Str. The save is Constitution-based.

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

**Alien Mind (Ex):** Being magically descended from vermin, banded spiders have an intelligence that is completely alien to non-

archanoid creatures. This grants them two benefits: first, they gain an ability similar to the rogue ability slippery mind, except that banded spiders gain a second save against any mind-affecting spell or effect, not just enchantments; second, any non-arachnoid creature attempting to contact or read a banded spider's mind directly must succeed on a Will save (DC 10+1/2 spider's HD + the spider's Wisdom modifier) or be stunned for 1 round.

**Immunities (Ex):** Banded spiders are immune to disease and poison.

**Resistances (Ex):** Banded spiders have cold, fire, and sonic resistance 5, as well as acid and electricity resistance 10.

**Tremorsense (Ex):** Banded spiders know the location of creatures within 60 feet, so long as those creatures are in contact with the ground.

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

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

# Blood Ooze

## Large Ooze

**Hit Dice:** 6d10+24 (57 hp)

**Initiative:** +2

**Speed:** 20 ft. (4 squares)

**Armor Class:** 11 (-1 size, +2 Dex), touch 11, flat-footed 9

**Base Attack/Grapple:** +4/+10

**Attack:** Slam +5 melee (1d6+3)

**Full Attack:** Slam +5 melee (1d6+3)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Improved grab, blood drain

**Special Qualities:** Blindsight 60 ft., clotting vulnerability, ooze traits, merge, split

**Saves:** Fort +6, Ref +4, Will -3

**Abilities:** Str 15, Dex 14, Con 19, Int —, Wis 1, Cha 2

**Skills:** —

**Feats:** —

**Environment:** Temperate and warm land and underground

**Organization:** Solitary

**Challenge Rating:** 6

**Treasure:** None

**Alignment:** Always neutral evil

**Advancement:** 7-12 HD (Large); 13-18 HD (Huge)

**Level Adjustment:** —

In the wake of battles where thousands of mortals are slain, violent energies cling to the earth. These energies sometimes manifest by joining with the spilled blood of the dead, igniting the lingering life-force within and creating a blood ooze.

Blood oozes are bright red when first formed, turning dark crimson as they consume more blood and grow larger. Ordinarily a squirming pool or stream filling about 10 square feet, a blood ooze can alter or split apart its body to form simple shapes. It can flow up walls, divide to better fight multiple opponents, or compress itself to fit into buckets or troughs. No matter its form, a blood ooze always appears fluid and wet. Cold temperatures cause a blood ooze's body to congeal, and restrict its movements, so all blood oozes keep to warmer climates and heated areas indoors.

Blood oozes live only to feed, draining their victims of blood to add to their own. Attracted by the scent of blood, they often lurk in densely populated humanoid settlements, ambushing creatures from dark corners, barrels, and public wells.

## Combat

A blood ooze attacks by smothering its opponent in a suffocating rush of blood, filling the victim's eyes, ears, and mouth, and draining its blood from the inside-out. Against multiple opponents, a blood ooze usually splits once, merging if either ooze takes a significant amount of damage, or splitting again after gaining strength.

**Blood Drain (Ex):** A blood ooze can drain blood from a grabbed opponent with a successful grapple check, dealing 1d4 points of Constitution damage. For every point of Constitution damage inflicted in this manner, the blood ooze gains 1d4 temporary hit points.

**Clotting Vulnerability (Ex):** A blood ooze that takes cold damage is *slowed* (as the spell) for 1d4 rounds. During this time, the blood ooze cannot merge.

**Improved Grab (Ex):** To use this ability, a blood ooze must hit with its 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 begin draining blood the following round.

**Merge (Ex):** A split blood ooze can combine with another as a standard action. To do so, the blood ooze needs to move into the second ooze's space. The new ooze has the combined total of the originals' hit points (including temporary hit points).

**Split (Ex):** Piercing and slashing weapons deal no damage to a blood ooze. Instead, the creature splits into two identical oozes, each with half the original's current hit points (round down; temporary hit points are also split). An ooze with only 1 hit point cannot split further. A blood ooze can intentionally split as a standard action.

# Brainlock Spider

## Medium Vermin

**Hit Dice:** 6d8+18 (45 hp)

**Initiative:** +1

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

**Armor Class:** 13 (+1 Dex, +2 natural), touch 11, flat-footed 12

**Base Attack/Grapple:** +4/+6

**Attack:** Bite +6 melee (1d6+3 plus poison)

**Full Attack:** Bite +6 melee (1d6+3 plus poison)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Poison, spores

**Special Qualities:** Darkvision 60 ft., vermin traits

**Saves:** Fort +8, Ref +3, Will +2

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

**Skills:** Climb +10

**Feats:** —

**Environment:** Underground

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

**Challenge Rating:** 6

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

**Alignment:** Always neutral

**Advancement:** 7-12 HD (Medium), 13-18 HD (Large)

**Level Adjustment:** —

Brainlock spiders are named after the mold that usually grows in symbiosis on their bodies. Brainlock mold grows in pinkish-grey lumps and the spider of the same name usually has a layer of the patchy mold growing upon the upper parts of its cephalothorax and all but the joints of its many-segmented legs. Otherwise, the brainlock spider is built rather like a tarantula, albeit one standing five-feet-long. It does not generate webbing from its body like most spiders do. Brainlock spiders live a subterranean existence, as the mold they harvest on their bodies is ineffective in sunlight.

## Combat

Brainlock spiders are slower than most monstrous spiders of comparable size, often allowing their mold spores to do most of their hunting for them. They begin combat by inciting the mold on their bodies to burst forth in a cloud of spores, then move in to bite their prey after the spores have had a chance to take effect.

**Poison (Ex):** Injury, Fortitude DC 16, initial and secondary damage 1d4 Str. The save DC is Constitution-based.

**Spores (Ex):** If disturbed, a patch of this pinkish-gray mold bursts forth with a cloud of poisonous spores. All intelligent creatures within 10 feet of the mold must succeed on a DC 17 Fortitude save or take 1d6 points of Intelligence damage. Another DC 17 Fortitude save is required 1 minute later - even for creatures who succeeded at the first save - to avoid taking 2d6 points of Intelligence damage. The save DC is Dexterity-based and includes a +3 racial bonus. Anyone brought down to 0 Intelligence falls unconscious into a coma-like stupor. Fire destroys brainlock mold and sunlight renders it dormant.

Brainlock spiders are immune to the effects of the mold and can send mold spores out in a 10-foot cloud by rubbing their legs against the mold covering their cephalothorax. Note, even after a brainlock spider is slain the mold on its body is still active and must be dealt with.

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



# Cave Hermit

**Large Monstrous Humanoid**  
**Hit Dice:** 8d8 +24 (60 hp)  
**Initiative:** -1  
**Speed:** 20 ft. (4 squares), climb 20 ft. (4 squares)  
**Armor Class:** 20 (-1 size, -1 Dex, +12 natural), touch 8, flat-footed 20  
**Base Attack/Grapple:** +8/+16  
**Attack:** Gore +11 melee (2d6+6)  
**Full Attack:** Gore +11 melee (2d6+6)  
**Space/Reach:** 10 ft./5 ft.  
**Special Attacks:** Sneak attack +3d6  
**Special Qualities:** Acid burst, darkvision 60 ft., shell

**Saves:** Fort +5, Ref +5, Will +6  
**Abilities:** Str 18, Dex 8, Con 16, Int 8, Wis 10, Cha 10  
**Skills:** Appraise +8, Bluff +3, Climb +12, Diplomacy +3, Hide +5\*, Search +2, Sense Motive +2  
**Feats:** Endurance, Negotiator, Skill Focus (Appraise)  
**Environment:** Underground  
**Organization:** Solitary or family (2-4)  
**Challenge Rating:** 6  
**Treasure:** No coins, standard goods; double items  
**Alignment:** Usually chaotic neutral  
**Advancement:** By character class  
**Level Adjustment:** —

Trade even in the deepest depths below the surface and selling rare and valuable products to travelers and the indigenous residents can be lucrative. The enigmatic cave hermit tops the list of these intrepid subterranean businessmen, inspiring glorious words of praise in some circles and outright scorn in others. Adventurers view them as an oasis in the desert, while natives perceive the eclectic salesmen as greedy, amoral charlatans solely concerned in making a hefty profit. The creature's solitary nature and irritable, unpleasant, demanding personality effectively reinforces the latter opinion.

their shell, melting the equipment of any creature threatening them as a last resort. Cave hermits short of marketable goods sometimes ambush weaker opponents, lying in wait along well-traveled routes before springing out from a concealed position and unleashing a surprise attack.

Cave hermits appear as grotesquely hunchbacked humanoids with reddish pink flesh, and a fiendish looking face equipped with a set of dangerous horns. The enormous weight of its hunchback often forces the creature to walk on all fours, using the knuckles of its padded hands for added support. In actuality, its hunched back is really a hollow, hard shell containing its assorted goods and belongings. Often covered in rags sacks, pockets and pouches, the carapace is obviously made of bone protruding from its shoulder joint and extending about two feet beyond its bowed legs.

**Sneak Attack (Ex):** Any time the cave hermit's target is denied a Dexterity bonus, or when it is flanked by the cave hermit, the latter deals an additional +3d6 points of damage on a successful melee attack.

The debris attached to its shell makes it appear like a massive trash heap whenever the creature lies flat on the ground. Cave hermits stand 8 feet tall and weigh 500 pounds including all of the gear stashed into its hollow carapace. Cave hermits speak Common and Undercommon as well as a smattering of other languages used to aid them in their business ventures.

**Dissolving Burst (Ex):** In dire emergencies, a cave hermit sprays acid through tiny pores in its shell, filling a 10-foot radius around the creature. The corrosive substance deals no damage to living matter, but wreaks havoc on equipment and other inanimate objects. The acid deals 3d6 points of damage to all unattended objects within the area of effect. Creatures in the midst of the spray must succeed on a DC 17 Reflex save or any objects on their person also take damage from the acid. The save DC is Constitution-based. It takes a cave hermit one hour to replenish its supply of acid. Cave hermits rely upon this special ability only as a last resort.

## Combat

Despite their abrasive demeanor, cave hermits do not relish violence and abhor any physical confrontations with customers. Nonetheless, the creature's obnoxious nature only goads individuals looking for a fight or an easy mark to rob. Under these circumstances, they usually withdraw into

**Shell (Ex):** A cave hermit can withdraw into its shell and seal it tight as a move action. This action provides a +8 cover bonus to AC but prohibits the cave hermit from moving or attacking. A sealed shell is airtight, allowing the cave hermit total protection against gases and other airborne attack forms and giving the cave hermit buoyancy and a ten minute supply of oxygen. A destroyed shell regenerates in one month.

**Skills:** Cave hermits have a +5 racial bonus on Appraise checks and a +8 racial bonus on Climb checks. A cave hermit can always choose to take 10 on Climb checks, even if rushed or threatened. \*A cave hermit that withdraws into its shell has a +6 racial bonus and a +4 competence bonus on Hide checks.

# Cave Leech

## Medium Magical Beast

**Hit Dice:** 8d10+30 (74 hp)

**Initiative:** +4

**Speed:** 40 ft. (8 squares), swim 30 ft. (6 squares)

**Armor Class:** 16 (+6 natural), touch 10, flat-footed 16

**Base Attack/Grapple:** +8/+10

**Attack:** Tentacle +10 melee (1d4+2) or bite +5 melee (1d6+2)

**Full Attack:** 8 tentacles +10 melee (1d4+2) or bite +5 melee (1d6+2)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Blood drain, constrict 1d4+2, improved grab

**Special Qualities:** Damage reduction 10/ piercing or slashing, darkvision 60 ft., low-light vision, tentacles, tremorsense 60 ft.

**Saves:** Fort+9, Ref+6, Will+3

**Abilities:** Str 15, Dex 11, Con 17, Int 3, Wis 12, Cha 6

**Skills:** Hide +12, Jump +7, Listen +3, Spot +3, Swim +12

**Feats:** Improved Initiative, Toughness (x2)

**Environment:** Underground

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

**Challenge Rating:** 6

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 9-16 HD (Medium); 17-24 HD (Large)

**Level Adjustment:** —

This large, bloated creature has a flattened, semi-translucent body of sickly yellow. Eight whip-like tentacles protrude from the monster's front, near its head. Hundreds of smaller tentacles line its body and seem to aid in locomotion. Its mouth is rounded and ringed with dozens of needle-like teeth.

Though not aquatic creatures, cave leeches are often found near underground rivers, lakes, and streams. They are aggressive creatures whose sole purpose seems to be to kill and devour any living creature that stumbles into their territory.

Cave leeches often lair with others of their kind. Food is not shared among them, so each leech is effectively on its own when hunting prey. Quarrels over prey sometimes erupt between cave leeches lairing together; these disputes end when one of the leeches backs down or is driven away.

## Combat

When a meal comes within range, the cave leech fires a tentacle out and attempts to grab its target. Grabbed prey is pulled in to the cave leech's mouth and bitten.

A victim completely drained of blood becomes a dried, rotting husk and its body is cast aside. A cave leech sometimes uses the rotting husks of its victims to line its lair.

**Blood Drain (Su):** A cave leech can suck blood from a foe with its bite by making a successful grapple check. If it pins the foe, it drains blood, dealing 1d4 points of Constitution drain each round the pin is maintained.

**Constrict (Ex):** A cave leech deals 1d4+2 points of damage with a successful grapple check. If an opponent is being grappled when a tentacle is severed, the tentacle continues to constrict and deals one-half damage (1d2 +1). (See tentacles, below.)

**Improved Grab (Ex):** To use this ability, a cave leech must hit an opponent of any size with a tentacle attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict. A cave leech gains a +4 bonus to its attack roll if it bites a grappled foe.

**Tentacles (Ex):** A single tentacle is AC 13 and has 5 hit points. Damaging a tentacle does not harm the cave leech itself. Severing a tentacle does not break its hold on a creature it is grappling, but does reduce the damage by one half (see constrict, above). A severed tentacle has a grapple check of +2, and a severed tentacle regrows in 1d4 days.

**Tremorsense (Ex):** A cave leech can automatically sense the location of anything within 60 feet that is in contact with the ground.

**Skills:** Cave leeches have a +8 racial bonus on Hide checks.

A cave leech 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.

# Charrel

**Medium Monstrous Humanoid**

**Hit Dice:** 9d8+36 (76 hp)

**Initiative:** +9

**Speed:** 40 ft. (8 squares)

**Armor Class:** 22 (+5 Dex, +7 natural), touch 15, flat-footed 17

**Base Attack/Grapple:** +9/+12

**Attack:** Claw +12 melee (1d6+3)

**Full Attack:** 2 claws +12 melee (1d6+3) and bite +10 melee (1d4+1)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Snort

**Special Qualities:** Darkvision 60 ft., resistance to fire 20

**Saves:** Fort +7, Ref +11, Will +7

**Abilities:** Str 16, Dex 20, Con 19, Int 6, Wis 13, Cha 7

**Skills:** Hide +8, Jump +7, Listen +4, Move Silently +8, Spot +4

**Feats:** Dodge, Improved Initiative, Multiattack, Run

**Environment:** Underground

**Organization:** Solitary or roost (2-8)

**Challenge Rating:** 6

**Treasure:** Standard

**Alignment:** Usually neutral evil

**Advancement:** 10-18 HD (Medium); 19-27 HD (Large)

**Level Adjustment:** —

The charrel is a swift, beastly humanoid with armored scales and flinty, sparking claws. The creature stands about 6 feet tall, and can run at great speeds on its powerful hind legs. Within its sinuses, the charrel constantly builds up large amounts of a thick, highly flammable mucus. This substance can be expelled at the charrel's victims, and bursts into flames if exposed to an open flame or spark, such as from the creature's claws.

Charrels live in tightly knit territorial groups and sometimes war with each other over hunting grounds. They make their lairs in dense foliage and shallow caves. Charrels are carnivores, but do not eat raw meat. They do not value treasure, so items and gold tend to lay scattered about their domains.

## Combat

The charrel prefers to stalk prey by stealth. It's as likely to sneak up on unsuspecting creatures as it is to lay in wait for them with its Hide skill. When it gets as close as it can, it jumps out of hiding and attacks. Before closing in to melee, it

uses its snort attack to cover creatures in its mucus. It continues to use its snort attack until it runs out of mucus, and then switches to claws and teeth.

**Snort (Ex):** Three times a day, a charrel can spray its mucus in a 20 foot cone as a standard action. Anything caught in the area must succeed on a DC 18 Reflex save or become coated with the substance. If a victim is then exposed to open flame, or hit by the claws of the charrel, the mucus ignites, immediately inflicting 4d6 points of fire damage, and inflicting 1d6 points of additional fire damage each round for 1d6 rounds (or until the flames are extinguished). It takes a full round action to extinguish the burning mucus, requiring a DC 18 Reflex save. Water automatically douses the flames, and rolling on the ground or smothering the fire grants a +4 bonus on the save. The save DCs are Constitution based. The mucus burns away after being set on fire, but unignited mucus lasts a full hour before losing its volatility. It can be washed off normally with 1 minute of work.

# Death Watch Beetle

## Medium Vermin

**Hit Dice:** 9d8+18 (58 hp)

**Initiative:** +0

**Speed:** 30 ft (6 squares)

**Armor Class:** 19 (+9 natural), touch 10, flat-footed 19

**Base Attack/Grapple:** +6/+10

**Attack:** Bite +10 melee (1d8+6)

**Full Attack:** Bite +10 melee (1d8+6)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Death rattle

**Special Qualities:** Darkvision 60 ft., immunity to death effects, vermin traits

**Saves:** Fort +8, Ref +3, Will +3

**Abilities:** Str 19, Dex 10, Con 15, Int —, Wis 10, Cha 9

**Skills:** Hide +0\*, Listen +4, Spot +4

**Feats:** —

**Environment:** Temperate and warm forest, and underground

**Organization:** Solitary

**Challenge Rating:** 6

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 10-18 HD (Medium); 19-27 HD (Large)

**Level Adjustment:** —

A death watch beetle appears as a 5-foot long beetle with a dark green carapace. It uses a mixture of saliva and earth to stick rubbish (leaves and twigs, for instance) to itself in order to attack by surprise.

## Combat

A death watch beetle begins combat using its death rattle ability. Any creatures that survive are bitten by the beetle's mandibles and devoured.

**Death Rattle (Ex):** A death watch beetle can, by vibrating its carapace rapidly, produce a clicking noise that sets up sonic vibrations in all creatures within a 30 feet, once every 1d4+1 hours. These vibrations are similar to a *power word kill* spell but cast as an area effect, killing creatures that have 20 or fewer hit points, and up to a total

of 200 hit points of such creatures. All creatures in the area that are not killed outright are stunned for 4d4 rounds. If a creature in the area of effect has more than 20 hit points, that creature still takes 20 hit points of damage from the vibrations. A successful DC 16 Fortitude save halves the damage and negates the stun effect. The save DC is Constitution-based. This is a mind-affecting death effect.

**Vermin:** Death watch beetles are mindless and therefore immune to all mind-affecting effects.

**Skills:** A death watch beetle has a +4 racial bonus on Listen and Spot checks.

\*A death watch beetle has a +8 racial bonus on Hide checks when using its surroundings to camouflage its appearance.

## Flora and Fauna

**Bergasalt:** An extremely rare mineral similar in composition to halite, bergasalt occurs only when decomposing matter remains in direct contact with a specific combination of salts for upwards of 10,000 years. During this span, the decaying material slowly fossilizes, forming an amalgamation between itself and the adjacent salt crystals. Because of the extremely slow and complex metamorphosis, deposits of bergasalt remain incredibly elusive even to the most experienced geologists and treasure hunters. Bergasalt appears as a calcified, whitish crystalline structure teeming with tan spots and streaks, making it an undesirable mineral to casual observers. On the other hand, priests of deities presiding over the affairs of the dead and the enemies of the undead immediately recognize the highly desirable mineral. Placing a one-ounce piece of bergasalt in a dead person's mouth prevents anyone from reanimating the body as any undead, indefinitely, even after removing the bergasalt. Bergasalt found within burial catacombs always arrived in this manner, making the graves of individuals warded in the aforementioned fashion a lucrative target for thieves. **Value:** 1,000gp/lbs.

# Fungal Render

## Gargantuan Plant

**Hit Dice:** 20d8 (90 hp)

**Initiative:** -5

**Speed:** 5 ft. (1 square)

**Armor Class:** 9 (-4 size, -5 Dex, +8 natural), touch 1, flat-footed 9

**Base Attack/Grapple:** +15/+32

**Attack:** Tendril +16 melee (rend)

**Full Attack:** 6 tendrils +16 melee (rend)

**Space/Reach:** 20 ft. /20 ft.

**Special Attacks:** Crush, rend

**Special Qualities:** Low-light vision, plant traits, uproot

**Saves:** Fort +12, Ref —, Will +1

**Abilities:** Str 20, Dex —, Con 10, Int —, Wis 1, Cha 1

**Skills:** —

**Feats:** —

**Environment:** Underground

**Organization:** Colony (4-16)

**Challenge Rating:** 6

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 21-40 HD (Gargantuan); 41-60 HD (Colossal)

**Level Adjustment:** —

A fungal render is a mushroom of vast magnitude with several tendrils that extend from the cap, which it uses to tear apart its food. The trunk is flexible and sways to avoid blows.

## Combat

**Crush (Ex):** A fungal render that has uprooted itself can fall 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 render's body. Each creature in the affected area must succeed on a Reflex save (DC 20) or be pinned, automatically taking 4d10+2 points of bludgeoning damage. The save DC is Constitution-based. Thereafter, if the fungal render chooses to maintain the pin, treat it as a normal grapple attack. While pinned, the opponent takes crush damage each round.

**Rend (Ex):** If a fungal render hits with a tendril attack, the tendril sticks solidly to the opponent's body with a gluey resin. The first tendril that hits deals no damage, but if a render has more than one tendril attached, it deals 1d4 points of damage per tendril each round as the fungal render pulls its victim apart. A creature

can break free, which requires a DC 30 Escape Artist check or a DC 34 Strength check. The check DCs are Strength-based, and the Escape Artist DC includes a +4 racial bonus.

A tendril has 10 hit points and can be attacked by making a successful sunder attempt. However, attacking a render's tendril does not provoke an attack of opportunity. If the tendril is currently attached to a target, the fungal render takes a -4 penalty on its opposed attack roll to resist the sunder attempt. Severing a tendril deals no damage to a fungal render.

A fungal render has a total of 10 tendrils which can be used in combat, although it can only use 6 in a full attack.

**Plant:** Immune to mind-affecting effects, poison, sleep effects, paralysis, polymorph, and stunning. Not subject to critical hits.

**Uproot (Ex):** As a free action, a fungal render can uproot itself. While uprooted, the render can move 5 feet per round, and still attack with 4 tendrils (the others will be caught under its mass). An uprooted fungal render has a Dexterity score of 1, and a Reflex save of +1.

# Gorgotaur

## Large Magical Beast

**Hit Dice:** 7d10+21 (59 hp)

**Initiative:** +4

**Speed:** 30 ft. (6 squares)

**Armor Class:** 18 (-1 size, +9 natural), touch 9, flat-footed 18

**Base Attack/Grapple:** +7/+16

**Attack:** Greataxe +11 melee (2d8+7/x3) or gore +11 melee (1d8+2)

**Full Attack:** Greataxe +11/+6 melee (2d8+7/x3) or gore +11 melee (1d8+2)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Breath weapon, powerful charge 4d6+7

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

**Saves:** Fort +10, Ref +5, Will +2

**Abilities:** Str 20, Dex 10, Con 16, Int 7, Wis 11, Cha 8

**Skills:** Intimidate +6, Listen +5, Search +3, Spot +5

**Feats:** Great Fortitude, Improved Initiative, Track

**Environment:** Underground

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

**Challenge Rating:** 6

**Treasure:** Standard

**Alignment:** Usually chaotic evil

**Advancement:** By character class

**Level Adjustment:** +4

Gorgotaurs are favored hybrids for those crossbreeders seeking powerful guardians, for these creatures combine physical strength, combat prowess, magical attacks and a humanlike intelligence. Built like a minotaur, a gorgotaur's powerful body is covered in metallic black scales. Twin silver horns jut out from the creature's head, powerful weapons in and of themselves, although most gorgotaurs also wield greataxes with deadly accuracy. A gorgotaur is often found in the company of minotaurs, always serving in a leadership role in such instances. They tower over their minotaur minions; most gorgotaurs stand nearly 8 feet tall.

Gorgotaurs speak Giant.

## Combat

Gorgotaurs prefer melee combat, deriving a savage pleasure from hacking apart enemies with their greataxes. They are not afraid of using their petrifying breath weapon against powerful foes, however, nor do they shirk from using the

threat of petrification from keeping their minotaur underlings in line.

**Breath Weapon (Su):** 60-foot cone, once every 2d4 rounds (but no more than 3 times per day), turn to stone permanently, Fortitude save DC 16 negates. The save DC is Constitution-based.

**Powerful Charge (Ex):** A gorgotaur typically begins a battle by charging at an opponent, lowering its head to bring its sharp-tipped horns into play. In addition to the normal benefits and hazards of a charge, this allows the beast to make a single gore attack with a +11 attack bonus that deals 4d6+7 points of damage.

**Natural Cunning (Ex):** Although gorgotaurs are not especially intelligent, they possess innate cunning and logical ability. This gives them immunity to *maze* spells, prevents them from ever becoming lost, and enables them to track enemies. Further, they are never caught flat-footed.

**Skills:** \*Gorgotaurs have a +4 racial bonus on Listen, Search and Spot checks.



# Hypnogrub

## Huge Aberration

**Hit Dice:** 10d8+20 (65 hp)

**Initiative:** +1

**Speed:** 20 ft. (4 squares)

**Armor Class:** 17 (-2 size, +1 Dex, +8 natural), touch 9, flat-footed 16

**Base Attack/Grapple:** +7/+16

**Attack:** Tentacle +7 melee (1d4+1)

**Full Attack:** Tentacle +7 melee (1d4+1)

**Space/Reach:** 15 ft./10 ft.

**Special Attacks:** Breath weapon, hypnosis, improved grab, roll over (3d10+2)

**Special Qualities:** Blindsight 120 ft., camouflage, damage reduction 5/magic, immunity to cold

**Saves:** Fort +5, Ref +4, Will +10

**Abilities:** Str 12, Dex 12, Con 15, Int 18, Wis 16, Cha 16

**Skills:** Climb +12, Diplomacy +5, Hide +8, Listen +16, Move Silently +14, Search +15, Sense Motive +14, Spot +16, Survival +3 (+5 following tracks)

**Feats:** Ability Focus (hypnosis), Alertness, Stealthy, Weapon Focus (tentacle)

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 6

**Treasure:** None

**Alignment:** Usually neutral

**Advancement:** 11-20 HD (Huge); 21-30 HD (Gargantuan)

**Level Adjustment:** —

The hypnogrub is a bloated, translucent creature that crawls around in the dark depths. The bulk of its mass is an oblong, rotund body that gives off unusual waves and patterns of color. Throughout its body are patches of tentacles that probe for meals. Despite its simple physiology, the hypnogrub is far more clever and dangerous than it appears.

## Combat

A hypnogrub will initiate combat with a hypnotic display of lights. It only uses its other attacks after attempting the hypnosis. A hypnogrub will only use its breath weapon against multiple weaker opponents. A hypnogrub's natural weapons, as well as any weapons it wields, are treated as magic weapons for the purpose of overcoming damage reduction.

**Breath Weapon (Su):** 20-foot cone, once every 1d4 rounds, damage 1d10 cold, Reflex DC 17 half. The save DC is Constitution-based.

**Hypnosis (Ex):** A hypnogrub can project shifting patterns of light from its body in a 60-foot cone as a free action. All creatures within the area must succeed on DC 20 Will save or be hypnotized for 1d6 minutes. Creatures that fail their saving throws will not recognize a hypnogrub as a threat until after it attacks them. This effect is otherwise identical to the *hypnotism* spell, and

there is no limit to the number of creatures that can be affected in this way. The save DC is Charisma-based.

A hypnogrub may also project normal, harmless light of varying intensities from its body as a free action.

**Improved Grab (Ex):** To use this ability, a hypnogrub must hit with its 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 roll over its opponent.

**Roll Over (Ex):** A hypnogrub can use its body to crush a grappled foe that is two or more sizes smaller than itself. The opponent is pinned, automatically taking 3d10+2 points of bludgeoning damage. Thereafter, if the hypnogrub chooses to maintain the pin, treat it as a normal grapple attack. While pinned, the opponent takes crush damage each round.

If a hypnogrub dies while grappling an opponent, its body immediately begins to dissolve, and the crushing damage ceases.

**Camouflage (Ex):** A hypnogrub can control the opaqueness of its body. It can appear at its normal opaqueness, or fully transparent (granting it a +12 bonus on Hide checks) or anywhere in between.

# Lava Lurker

## Huge Magical Beast (Fire)

**Hit Dice:** 9d10+54 (103 hp)

**Initiative:** +3

**Speed:** 30 ft. (6 squares), swim 60 ft. (12 squares)

**Armor Class:** 23 (-2 size, +3 Dex, +12 natural), touch 11, flat-footed 20

**Base Attack/Grapple:** +9/+24

**Attack:** Bite +14 melee (2d10+10)

**Full Attack:** Bite +14 melee (2d10+10) and 2 claws +9 melee (1d6 +3)

**Space/Reach:** 15 ft./10 ft.

**Special Attacks:** Break weapons, improved grab, swallow whole

**Special Qualities:** Darkvision 60 ft., low-light vision, immunity to fire, vulnerability to cold

**Saves:** Fort +12, Ref +9, Will +4

**Abilities:** Str 25, Dex 16, Con 22, Int 5, Wis 12, Cha 15

**Skills:** Hide -4\*, Listen +6, Spot +8, Swim +7\*

**Feats:** Awesome Blow, Cleave, Improved Bull Rush, Power Attack

**Environment:** Any warm land and underground

**Organization:** Solitary

**Challenge Rating:** 6

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 10-18 HD (Huge); 19-27 HD (Gargantuan)

**Level Adjustment:** —

The lava lurker is a huge creature that swims in molten rock the way a fish swims in water. Although it has a back ridge like some dragons, the lava lurker is physiologically closer to amphibians. Its impossibly thick hide is jet black with cracks and crags, giving the lava lurker the appearance of rock rather than a predator. The lava lurker's long, powerful tail ends in wide horizontal flukes.

## Combat

**Break Weapon (Ex):** Any character attacking a lava lurker with a non-magical melee weapon must succeed on a DC 20 Reflex save or the weapon will take 15 points of damage. The save DC is Constitution-based.

**Improved Grab (Ex):** To use this ability, a lava lurker 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 try to swallow the foe the following round.

**Swallow Whole (Ex):** A lava lurker can try to swallow a grabbed opponent of Medium or smaller size by making a successful grapple check. The swallowed creature takes 2d6+6 points of crushing damage plus 6 points of acid damage per round from the drommeran's gizzard. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 20 points of damage to the lava lurker's gut (AC 20). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out.

**Skills:** A lava lurker 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.

When among volcanic rocks, the lava lurker's craggy hide gives it a +8 racial bonus to hide checks.

# Mal'orm

## Medium Monstrous Humanoid (Earth)

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

**Initiative:** +2

**Speed:** 30 ft. (6 squares), burrow 15 ft. (3 squares)

**Armor Class:** 16 (+2 Dex, +4 natural), touch 12, flat footed 14

**Base Attack/Grapple** +5/+7

**Attack:** Claw +7 melee (1d4+2)

**Full Attack:** 2 claws +7 melee (1d4+2) and bite +2 melee (1d4+1) plus poison

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Poison, spell-like abilities

**Special Qualities:** Darkvision 120 ft., earth friend, lucky, telepathy 30ft.

**Saves:** Fort +4, Ref +8, Will +9

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

**Skills:** Bluff +5, Diplomacy +5, Hide +7, Knowledge (nature) +9, Knowledge (Planes) +5, Listen +5, Move Silently +8, Survival +8 (+10 underground)

**Feats:** Combat Casting, Track

**Environment:** Underground

**Organization:** Nest (1-10) or city (11-100)

**Challenge Rating:** 6

**Treasure:** Standard

**Alignment:** Usually neutral

**Advancement:** By character class

**Level Adjustment:** +2

Deep below the earth in caverns rarely seen by surface dwellers, a peaceful race of subterranean humanoids maintains the natural balance of their underground domain. Accomplished spelunkers and expert miners affectionately refer to these creatures as the “druids of the deep”, a moniker earned by their unceasing devotion to the sanctity of their environment and their affinity for druidic magic. Commensurate with their love of the earth, these creatures develop a close bond and deep respect for the elementals and fey creatures harmoniously dwelling alongside them. Through the intervention of these supernatural beings, the mal’orms acquired the knowledge to wield divine magic to defend, expand, and maintain tunnels and caverns in the darkest depths of the earth. With the aid of these creatures, the mal’orms ward their settlements against intruders by creating wails and fortresses of living rock and stone specifically attuned to allow passage only to the mal’orms and their most trusted allies.

Mal’orms resemble upright crickets with a hard exoskeleton inexplicably covered with dense layers of biotic fungus eerily similar to brown or green fur. The plants’ thick coating helps regulate its body temperature as well as reduce the effects of certain attacks. Although seemingly insect like in appearance, mal’orms possess only two arms and two legs, an anatomical feature that disqualifies their inclusion in the insect family. The Mal’orm’s hands end in a single claw broken into three separate fingers, enabling it to firmly grasp objects and cast spells with somatic components. Conversely, their feet end in an adhesive three-toed talon that helps it easily grip wails and

ceilings. Its black, spherical head consists of two compound eyes that emit a slight, red glow in complete darkness, four antennae sprouting from its forehead and small but strong mandibles renowned for their ability to chisel through stone as if slicing through paper.

Mal’orms stand 5 feet tall and weigh 145 pounds. They speak their own language of clicking sounds and Terran. In addition, the mal’orms possess a limited form of telepathy empowering them to communicate with surface dwellers venturing into their domain.

## Combat

Pacifistic by nature, mal’orms detest violence; however, serious threats to their communities provoke an immediate response from the normally placid creatures. Armed with powerful druidic magic and supported by their indigenous allies, the mal’orms utilize their combined forces to rain destruction upon their foes. Wielding an array of potent spells, the mal’orms physically transform the battlefield into a treacherous minefield of deliberate cave ins, collapses, and transmuted rocks and stones. If all else fails, the mal’orms wade into physical combat slashing and biting their foes with their sharp claws and mandibles.

**Poison (Ex):** Injury, Fortitude DC 13, initial damage 1d6 Str, secondary damage permanent blindness. The save DC is Constitution-based.

**Spell like Abilities (Sp):** At will—*magic stone, soften earth and stone, stone shape*. 1/day—*stoneskin, stone tell*. Caster level 5th. The save DCs are Charisma-based.

**Earth Friend (Su):** Any non-evil creature innately linked to the earth itself such as an earth elemental or an earth mephit (any creature with the Earth subtype) refuses to attack the mal'orm under any circumstances. This includes any of the aforementioned creatures under the control of another individual. Any effort to forcibly compel a summoned or charmed creature to attack the mal'orm automatically breaks the bonds between the master and the being under his command.

**Lucky (Su):** Fortune always smiles on the mal'orm granting them a +2 luck bonus to all saving throws.

Furthermore, once per day, the mal'orm receives the option of rolling two dice and keeping the better outcome. The mal'orm can invoke this benefit on any die roll including attack, damage, saves, and skill checks; however, the mal'orm must announce the intention to use this power prior to making his roll.

**Telepathy (Su):** Mal'orm can communicate telepathically with any creature within 30 feet that speaks or understands a language if the other party wishes to converse with the mal'orm. They cannot converse with an unwilling party.

### *Habitat/society*

Situated far beneath the surface, few races even know of the mal'orms' existence, let alone the intricacies of their physiology and culture. They dwell within massive enclosed cities consisting of numerous tunnels and passageways emanating from a massive central chamber that serves as the communal gathering place and center of worship. The clan elder, a political and religious figure directly appointed by the mal'orms' deity, governs over the city with the aid of a wise and learned council of druids. Because there are no obvious entrances into the settlement,

subterranean explorers simply ignore the structure as a stone wall or a strange anomaly at worst. In actuality, a living wall comprised of stationary earth elementals encapsulates the entire structure, only allowing the mal'orms and trusted allies to enter and exit the city. The living walls possess all of the attributes of a large earth elemental with the exception that they remain stationary. Veritable captives of the mal'orms the benevolent citizens shower the creatures with gifts of jewels and precious metals as well as idly chatting with their earthy kin.

Mal'orm sexuality is unique in the fact that the creatures alternatively spend a portion of their lives as a member of each gender. Mal'orms spend their formative years as females, giving birth to several generations of offspring during their first century. When they become centenarians, they suddenly transform into males, fathering several more generations during the second half of their lives. Mal'orms that reach 200 years of age journey to the elemental home of their great deity, Stone Man, where the mighty god offers them three alternatives. During a personal audience with their deity, he grants them a choice between immortality as an elemental in his service, reincarnation, or the position of Clan Elder if Stone Man deems the individual worthy of the honor. Of course, the Stone Man only provides these options to Mal'orms that lead exemplary lives. Evildoers and enemies of the earth suffer the Stone Man's wrath as he condemns the wretched being to an eternity of torment within a fiery pit of burning sulfur.

### *Variant*

Mal'orm characters receive a +2 bonus to Constitution, a +4 bonus to Strength, Dexterity, and Charisma, and a +6 bonus to Wisdom. Naturally, their favored class is druid. Mal'orm player characters possess an ECL of +7.

# Manavore

## Medium Aberration

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

**Initiative:** +3

**Speed:** 40 ft. (8 squares)

**Armor Class:** 18 (+3 Dex, +5 natural), touch 13, flat-footed 15

**Base Attack/Grapple:** +3/+3

**Attack:** Antennae touch +3 melee (dissolve magic)

**Full Attack:** Antennae touch +3 melee (dissolve magic) and bite -2 melee (2d6)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Dissolve magic

**Special Qualities:** Damage reduction 10/adamantine, darkvision 60 ft., garlic distaste, innate counterspell, magic sustenance, magical glow, rust magic, scent, sense magic, spell resistance 14

**Saves:** Fort +2, Ref +4, Will +5

**Abilities:** Str 10, Dex 17, Con 13, Int 2, Wis 13, Cha 8

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

**Feats:** Ability Focus (dissolve magic), Alertness

**Environment:** Underground

**Organization:** Solitary or pair

**Challenge Rating:** 6

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 6-10 HD (Medium), 11-15 HD (Large)

**Level Adjustment:** —

Manavores look like rust monsters, except they glow a whitish-green.

## Combat

**Dissolve Magic (Su):** A manavore that makes a successful touch attack with its antennae causes the target to be drained of magic. If the target is a magic item, the item must succeed on a DC 19 Will save or instantly lose all magical abilities, as if it were struck by a rod of cancellation. If a creature is holding it at the time, then the item can use the holder's Will save bonus in place of its own if the holder's is better. Artifacts are unaffected. If the target is a creature with the ability to cast spells or use spell-like abilities, the victim must succeed a DC 19 Will save or lose all memorized spells, open spell slots, or the ability to use its spell-like abilities for the rest of the day. Affected creatures or objects with spells cast on them are affected as if by a targeted dispel magic effect (caster level 15). Each time the manavore successfully uses its dissolve magic ability, it gains 5 temporary hit points. The save DC is Constitution-based and includes a +4 racial bonus.

**Garlic Distaste (Ex):** The scent of garlic repels manavores, keeping them at bay. A manavore will not willingly come within 15 feet of a clove of garlic, even if there is nearby magic. Similarly, a manavore will not come within 5 feet of a person who has eaten a substantial amount of garlic within the last 24 hours. This distaste is so strong that a manavore will not attempt to dissolve magic within 5 feet of garlic unless it has lost at least 8 points of Constitution score due to magical starvation (see below). At this point, it can once per day attempt a DC 20 Will save to approach within the garlic 'barrier' and try to dissolve the magic.

**Innate Counterspell (Su):** A manavore is permanently protected by a constant counterspell effect, which works as if a dispel magic spell (caster level 5th) were used to attempt to counter spells targeting the manavore. The manavore must make a dispel check: it rolls 1d20 with a +5 bonus for its caster level against a DC of 11 + the spell's caster level. Spells that are successfully counterspelled grant the manavore 1 temporary hit point for each level of the counterspelled spell.

**Magic Sustenance (Ex):** A manavore must consume at least 1 spell level or 25 gp worth of magical items per day. Each day that a manavore does not consume magic causes 1 point of Constitution damage, which cannot be healed normally until after the manavore successfully uses its dissolve magic ability.

**Magical Glow (Su):** A manavore glows as if illuminated by a greenish-white candle. This glow increases as a manavore dissolves magic or successfully counterspells it. A manavore does not benefit from the concealment normally caused by *darkness*, *blur*, *displacement*, *invisibility*, or similar effects. The light is too dim to have any special effect on undead or dark-dwelling creatures.

**Rust Magic (Ex):** A manavore that makes a successful touch attack with its antennae against a metal magical item causes the target item to corrode, falling to pieces and becoming useless immediately. The touch can destroy up to a 10-foot cube of metal instantly. Magic armor and weapons, and other magic items made of metal, must succeed on a DC 17 Reflex save or be dissolved. Nonmagical metal weapons are unaffected. The save DC is Constitution-based and includes a +4 racial bonus.

**Sense Magic (Ex):** The manavore continuously senses magic as the spell *detect magic*, up to a range of 90 feet.

# Nokker

## Small Fey

**Hit Dice:** 4d6 (14 hp)

**Initiative:** +3

**Speed:** 40 ft. (8 squares)

**Armor Class:** 16 (+3 Dex, +3 natural) touch 13, flat-footed 13

**Base Attack/Grapple:** +2/-2

**Attack:** Rock +6 ranged (1d3)

**Full Attack:** Rock +6 ranged (1d3)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Explosive rocks, precise collapse, spell-like abilities

**Special Qualities:** Darkvision 60 ft., resistance to fire 5, spell resistance 16

**Saves:** Fort +2, Ref +7, Will +5

**Abilities:** Str 10, Dex 16, Con 12, Int 14, Wis 12, Cha 15

Experienced miners delving deep into the heart of the earth always leave small ornamental stones and food along their journey as an appeasement to the nokkers that they commonly refer to as the “spirits of the mine”. Nokkers appear as small, wiry humanoids with elongated fingers and grossly protruding gray eyes. Nokkers are generally bald, but a few tufts of fine black hair tenaciously cling to their smooth scalps. Although their actual skin color is a dull ivory, the thick layers of black soot and gray dust covering their gaunt bodies make them appear dark gray. Unlike typical fey, nokkers prefer sturdy, faded shirts and pants and heavy shoes tipped with metallic spikes.

Whenever miners break into the nokkers’ cavernous lair, they usually remain hidden for several days, carefully observing the miners’ actions while gauging their strength. If they deem the miners as friendly and respectful, the nokkers make their presence known by stealing the miners’ mundane items and playing whimsical tricks on them. The nokkers and their humanoid guests usually negotiate a mutually beneficial settlement as they allow the miners to continue working while the miners provide them with minor ornamental stones and food. Unfortunately, the nokkers are fond of fresh food from the surface, and any interruptions in their supply provoke an angry response from the hungry fey. On the other hand, nokkers loathe cruel or avaricious miners. After verifying the creatures’ hostile intentions, the nokkers prepare a surprise attack to rid their lair of the unwanted interlopers.

Nokkers stand a mere 3 feet tall and weigh only 50 pounds. They speak Common, Dwarven, Terran, and Undercommon.

**Skills:** Appraise +10, Balance +7, Craft (Alchemy) +6, Climb +4, Craft (gemcutting) +7, Escape Artist +9, Hide +11, Jump +7 Knowledge (geology) +7, Move Silently +9, Profession (miner) +8, Use Rope +3 (+5 bindings)

**Feats:** Dodge, Mobility

**Environment:** Underground

**Organization:** Gang (2-4) or band (6-11)

**Challenge Rating:** 6

**Treasure:** No coins; 50% goods (metal or stone only); 50% items (metal or stone only)

**Alignment:** Always chaotic neutral

**Advancement:** 5-7 HD (Small)

**Level Advancement:** —

## Combat

Bereft of tremendous physical strength and formidable natural defenses, nokkers attack in guerilla fashion, launching brief, preferably unexpected assaults against intruders before retreating into the surrounding passageways and caverns. When faced with an obviously superior foe, they usually opt for discretion in lieu of valor. Nokkers keep a supply of at least twenty small rocks on their person at all times in case of any emergencies. Regardless of the type of rock thrown, its range increment is 20 feet.

**Explosive Rocks (Su):** During the course of the entire day, nokkers imbue volatile qualities into a number of ordinary rocks. Unfortunately, the explosive charge lasts for only a short time before harmlessly dissipating. At any given time, they possess only 1d4 such stones. During a planned assault, nokkers usually carry 2d4 explosive rocks rather than 1d4. Unlike their normal ranged attacks, explosive rocks function as grenade like weapons exploding on contact that inflict 3d6 points of fire damage to its target in addition to normal bludgeoning damage from the rock itself and 1d6 points of fire damage to anything within 5 ft. There is a 5% chance that any hit scored against a nokker accidentally detonates an explosive rock.

**Precise Collapse (Su):** Once per day, nokkers may discharge a thin gray ray at any unstable ceiling within 30 feet causing a partial collapse. They exercise tremendous control over the planned cave in, only causing a 5-foot square of roof to come crashing to the ground. Any creature underneath the cave in takes 4d6 points of impact damage, but a DC 15 Reflex save reduces the damage in half. Because of its limited size, there is a relatively negligible amount of debris. The save DC is Dexterity-based.

**Spell-like Abilities:** 3/day-invisibility (self only); 1/day-greater invisibility (self only). Caster level 8th.



# Oozecrawler

## Large Ooze

**Hit Dice:** 7d10+28 (66 hp)

**Initiative:** +1

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

**Armor Class:** 10 (-1 size, +1 Dex), touch 10, flat-footed 9

**Base Attack/Grapple:** +5/+14

**Attack:** Bite +9 melee (1d8+7 plus poison) or web +5 ranged touch

**Full Attack:** Bite +9 melee (1d8+7 plus poison); or web +5 ranged touch

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Jelly, poison, web

**Special Qualities:** Absorb, alternate form,

blindsight 60 ft., ooze traits, resistance to acid 20 and fire 20

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

**Abilities:** Str 20, Dex 12, Con 19, Int —, Wis 1, Cha 1

**Skills:** Climb +13

**Feats:** —

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 6

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 8-14 HD (Large); 15-21 HD (Huge)

**Level Adjustment:** —

Oozecrawlers are gelatinous arachnids that dissolve and consume organic matter. Made of nearly transparent rubbery green goo, an oozecrawler resembles an 8-foot-long spider. It has no recognizable organs, though a dark nucleus floats at its center. An oozecrawler can melt into a puddle or climb walls, and it walks slowly and deliberately.

Oozecrawlers survive by feeding on oozes, and are able to reduce even ordinary creatures to puddles of jelly with their poison. Their preferred prey is the ochre jelly, but they can digest almost any sufficiently liquid and amorphous creature. They make their homes in holes, wells, and dark caverns, pooling in gaps where they rest between meals. They can live for several weeks without sustenance, but prolonged hunger causes their bodies to dry out and crack.

## Combat

Oozecrawlers randomly wander large areas to hunt, searching for living creatures. They begin combat by casting their webs, then trying to bite their opponents. Oozecrawlers absorb ochre jellies they find as quickly as possible, even at risk to themselves. An oozecrawler that is badly injured and cannot heal will dissolve into a pool, trying to prevent further harm.

**Jelly (Ex):** A creature whose Constitution is reduced to 0 by an oozecrawler's poison immediately dissolves, becoming a mindless ochre jelly with all statistics and abilities replaced by an ochre jelly's. A *greater restoration* spell can return a creature so transformed to normal.

**Poison (Ex):** Injury, Fortitude DC 17, initial damage 1d6 Con, secondary damage 2d6 Con. The save DC is Constitution-based.

**Web (Ex):** An oozecrawler can throw a web eight times per day as a standard action. This is similar to an attack with a net but has a range of 30 feet, with a range increment of 10 feet, and is effective against targets of up to Large size. The web anchors the target in place, allowing no movement. An entangled creature can escape with a DC 17 Escape Artist check or burst the web with a DC 21 Strength check. The check DCs are Constitution-based, and the Strength check DC includes +4 racial bonus. The web has 15 hit points, hardness 0, and though the webs are flammable, they are immune to fire damage. Creatures caught in a burning oozecrawler web take 2d4 points of fire damage from the flames.

**Absorb (Ex):** An oozecrawler that makes a successful grapple check against a grabbed ochre jelly sucks the jelly into its body. The jelly floats passively inside the oozecrawler, surrounding the oozecrawler's nucleus. Once per round as a free action, the oozecrawler can inflict 4 points of damage to the jelly and cure itself of a like amount. If the oozecrawler is destroyed, the ochre jelly is freed. An oozecrawler can only hold one jelly at a time.

**Alternate Form (Ex):** As a standard action, an oozecrawler can dissolve into a 5-foot-radius pool of jelly, or return to its spider form. When in its pool form, the oozecrawler cannot attack or cast webs, but it is also immune to damage from weapons. It takes a successful DC 15 Spot or Knowledge (dungeoneering) check to recognize an oozecrawler in pool form as anything more than a pool of murky water.

**Skills:** Oozecrawlers have a +8 racial bonus on Climb checks. An oozecrawler can always choose to take 10 on Climb checks, even if rushed or threatened

# Rock Troll

## Large Giant (Earth)

**Hit Dice:** 8d8+56 (92 hp)

**Initiative:** +1

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

**Armor Class:** 20 (-1 size, +1 Dex, +10 natural), touch 10, flat-footed 19

**Base Attack/Grapple:** +6/+17

**Attack:** Claw +12 melee (1d6+7)

**Full Attack:** 2 claws +12 melee (1d6+7) and bite +7 melee (1d6+3)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Rend 2d6+10

Rock trolls are relatives of the normal troll and make their lairs deep within the subterranean realms of the earth. Most underground creatures avoid rock trolls, as they are completely malign and evil, attacking any living creature, especially when hungry. They are quite fond of human and halfling flesh and usually stage raids upon surface dwellers every month. Because of this, they are often encountered in large surface caves in the sections well outside the reach of sunlight.

Rock trolls are 10 feet tall and weigh about 600 pounds. They resemble their smaller relatives in most respects. The rock troll's hide is stone gray or brown, its hair is black or brown, and its eyes are dull brown. Like its counterpart, the rock troll's arms and legs are long and thin. Its arms end in sharpened talons, and its legs sport great three-toed feet.

## Flora and Fauna

**Halite:** Also known by its more common name, rock salt, halite most commonly appears as a clear cubic crystal, however white, yellow, red, and black varieties of the very soft mineral exist. Salt derived from halite is a vital component in the diet of every animal as both an essential nutrient and a flavoring. Halite embedded deep beneath the earth usually pushes its way to the surface over the span of thousands of years, contorting the shape of overlying layers of sediment. In addition to its nearly limitless practical applications, practitioners of the magical arts sometimes create a crystal ball from a large chunk of halite. Because of its soft, brittle texture, the procedure requires a tremendous degree of precision and expertise; therefore, interested parties delegate this preliminary stage of the process to gem cutters. One of the most common natural minerals, the classification of halite poses no difficulties to anyone.

**Special Qualities:** Darkvision 90 ft., fast healing 5, low-light vision, scent, vulnerability to sunlight

**Saves:** Fort +13, Ref +3, Will +3

**Abilities:** Str 25, Dex 12, Con 25, Int 4, Wis 9, Cha 6

**Skills:** Listen +7, Spot +6

**Feats:** Alertness, Iron Will, Power Attack

**Environment:** Underground

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

**Challenge Rating:** 6

**Treasure:** Standard

**Alignment:** Usually chaotic evil

**Advancement:** By character class

**Level Adjustment:** +5

## Combat

Rock trolls attack any living thing that enters their territory, usually doing so for food. They have no strategy or organization in their attacks; a rock troll flails relentlessly at its foes with its powerful claws until either it or its opponent is dead.

**Rend (Ex):** If a rock troll hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 2d6+10 points of damage.

**Fast Healing (Ex):** A rock troll heals only if it is underground and touching dirt or earth.

**Vulnerability to Sunlight (Ex):** A rock troll exposed to natural sunlight (not merely a *daylight* spell) is instantly turned to stone (as if by the *flesh to stone* spell) if it fails a DC 17 Fortitude save. This effect is permanent, but can be dispelled if the rock troll is removed from the sunlight and *stone to flesh* is cast on it. A new save must be made each round the rock troll remains within the sunlight.

# Shadow Ooze

## Huge Ooze

**Hit Dice:** 6d10+18 (51 hp)

**Initiative:** -5

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

**Armor Class:** 3 (-2 size, -5 Dex), touch 3, flat-footed 3

**Base Attack/Grapple:** +4/+14

**Attack:** Slam +4 melee (2d6+3 plus 1d4 acid)

**Full Attack:** Slam +4 melee (2d6+3 plus 1d4 acid)

**Space/Reach:** 15 ft./10 ft.

**Special Attacks:** Acid, constrict 2d6+2 plus 1d4 acid, improved grab

Adventurers walking through dungeon complexes inhabited by shadow oozes often are not aware of them until, excited in the shadow cast by the torchlight, the ooze strikes. Shadow oozes typically grow in walls and floors of environments that are normally dark for long periods. They are social creatures, typically living in colonies.

## Combat

These simple molds are immune to the damage caused by all normal weapons, but take double damage from fire. Once any fire damage at all is done to a shadow ooze, it ceases its attack, leaving an acrid smell in the air and a small wisp of smoke. It is not dead, however, and attacks again if the PCs pass by it later. In order to ensure a shadow ooze is dead, the PCs must first realize it is a mold, then carefully burn the entire area covered by the ooze.

A shadow ooze waits until its prey is casting a distinct shadow, and then attacks from the enemy's shadow. An enemy's shadow may move as the source of light is moved. Nonetheless, because the ooze is spread so widely, whatever shadow is cast likely still falls on some part of the shadow ooze. The ooze rears and attacks from that shadow, giving the impression that, wherever its victim turns, its shadow relentlessly attacks. This trick is so convincing that, as long as the victim believes her shadow is attacking, the shadow

**Special Qualities:** Blindsight 60 ft, vulnerability to fire and light, ooze traits, spread thin

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

**Abilities:** Str 15, Dex 1, Con 17, Int —, Wis 1, Chr 1

**Skills:** Climb +10

**Feats:** —

**Environment:** Underground

**Organization:** Colony (6-16)

**Challenge Rating:** 6

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 7-12 HD (Huge); 13-18 HD (Gargantuan)

**Level Adjustment:** —

ooze's AC gains a +12 circumstance bonus. Once the victim realizes the ooze is all around her, the AC drops down to normal.

**Acid:** A shadow ooze's acid does not affect metal or stone.

**Constrict (Ex):** A shadow ooze deals automatic slam and acid damage with a successful grapple check. The opponents clothing and armor take a -4 penalty on Reflex saves against the acid.

**Improved Grab (Ex):** To use this ability, a shadow ooze must hit with its 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.

**Vulnerability To Light (Ex):** A shadow ooze is a large organism, often covering twenty square feet or more. If this area is completely bathed in light, such as from a *sunbeam* spell, the ooze ceases its attack and tries to flee.

**Spread Thin (Ex):** The shadow ooze is spread so thinly over the stone and rock of its habitats that any blow from a normal weapon does no damage. Additionally, a DC 30 Search check is necessary in order to see the ooze in torchlight or brighter illumination.

**Skills:** Shadow oozes have a +8 racial bonus on Climb checks. A shadow ooze can always choose to take 10 on Climb checks, even if rushed or threatened.

# Time Spider

## Large Vermin

**Hit Dice:** 8d8+24 (60 hp)

**Initiative:** +4

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

**Armor Class:** 23 (-1 size, +4 Dex, +10 natural), touch 13, flat-footed 19

**Base Attack/Grapple:** +6/+14

**Attack:** Bite +9 melee (1d8+6 plus poison)

**Full Attack:** Bite +9/+4 melee (1d8+6 plus poison)

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Poison, time web

**Special Qualities:** Darkvision 60 ft., flicker, vermin traits

**Saves:** Fort +9, Ref+6, Will +2

**Abilities:** Str 18, Dex 19, Con 16, Int —, Wis 10, Cha 2

**Skills:** Climb +12

**Feats:** —

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 6

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

**Alignment:** Always neutral

**Advancement:** 9-16 HD (Large), 17-24 HD (Huge)

**Level Adjustment:** —

Time spiders weave their webs using all four dimensions. A tunnel full of time spider webbing is usually empty, inhabiting the same space, but not the same time. A group of travelers passing through such a tunnel may find themselves ensnared when the web suddenly appears around them, sharing both space and time with the unfortunate prey.

## Combat

**Poison (Ex):** Injury, Fortitude DC 17, initial and secondary damage 1d6 Str. The save DC is Constitution-based.

**Time Web (Ex):** Time spiders layer and knot their webs to fill tunnels and caverns up to 20 feet in diameter. The webbing exists in the usual three spatial dimensions and they actively travel through the fourth dimension of time. The parts of the web that exist in space are sticky, making it strong and difficult to escape. The parts of the web that exist in time are not sticky. It takes two rounds for a spider in its lair to move to the location of a trapped creature. A time spider's web traps creatures within its area when it appears suddenly around them. Creatures within 10 feet of the edge of the web may make a DC 18 Reflex save to move out of the web's area and escape being entangled by the web. The save DC is Dexterity-based.

An entangled creature can escape with a successful DC 17 Escape Artist check or burst it with a DC 21 Strength check. Both are standard actions. The check DCs are Constitution-based, and the Strength check DC includes a +4 racial bonus.

Each 5-foot section has 16 hit points, and sheet webs have damage reduction 5/---. The webs burn

easily though, and take double damage from fire attacks. The length of time a thread exists in normal space, and the period at which it appears in any one place, is also based on the size of the spider.

A time spider can move across its own web at its climb speed and can pinpoint the location of any creature touching its web.

A character may figure out how to use the web to move through time by making a DC 35 Knowledge (arcana) check. This allows the party to spatially and temporally navigate along the non-sticky part of the web, according to the thread length and period of existence.

## Web Table

Size	Thread Length	Thread Period
Large	8-15 rounds	1-2 times/day
Huge	90s. to 3 min.	Every 6-8 hours

**Flicker (Ex):** Time spiders skip from second to second. This flicker effect explains the spiders' high natural armor bonus, but it makes it almost impossible for the creatures to hide or camouflage themselves. In any situation where the spider might normally make a Hide check, a character trying to locate the spider makes a simple Spot check (DC 10), instead.

**Skills:** Time spiders have a +8 racial bonus on Climb checks. A time spider can always choose to take 10 on Climb checks, even if rushed or threatened.

# Udamentaz

## Medium Aberration (Shapechanger)

**Hit Dice:** 8d8+24 (60 hp)

**Initiative:** +8

**Speed:** 30 ft. (6 squares)

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

**Base Attack/Grapple:** +6/+7

**Attack:** Bite +7 melee (2d6+1 plus poison)

**Full Attack:** Bite +7 melee (2d6+1 plus poison)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Confusing gaze, disease spores, poison, spell-like abilities

Resembling an arachnid in appearance, the udamentaz has a large, spidery torso with four long, spindly legs. Extending from beneath its torso is an elongated neck with a horrifyingly disfigured head attached to it. Its head is hideously grotesque with short dirty spikes and a pair of inky black eyes. A thick black goo drips from the udamentaz's mouth, running through several rows of sharp canine teeth and down its neck. The most disturbing feature of the udamentaz is the large pulsating bulb of its abdomen, covered with hundreds of tiny orifices that open and close to release tiny puffs of yellow spores. Though grotesque in its natural form, the udamentaz has the ability to change form into a charismatic human male. It is in this form that the udamentaz performs most of its interactions with other races. The udamentaz has a natural talent for social interaction and stealth, making it a perfect assassin. The udamentaz rarely shows its natural form to others, except when it moves in for the kill.

Though the udamentaz can eat and digest just about anything, they prefer to feast on the young. It is said that they find lean fresh muscle tastier than soft, fatty flesh. It is believed that a powerful extraplanar being spawned the race. The udamentaz are rumored to convey the souls of their victims to their father's domain for eternal confinement. The udamentaz are quite precious to him and he is very protective of them. Anyone slaying one of these—his favorite children—may find themselves subject to his wrath.

## Combat

Udamentaz rely on stealth and deception to survive. They avoid melee at all costs, using their spell-like abilities and gaze power to frighten

**Special Qualities:** Alternate form, darkvision 60 ft.

**Saves:** Fort +5, Ref +6, Will +9

**Abilities:** Str 13, Dex 19, Con 17, Int 15, Wis 16, Cha 22

**Skills:** Bluff +12, Diplomacy +15, Disguise +6 (+8 acting), Gather Information +12, Hide +11, Move Silently +11, Intimidate +8, Perform (any one) +11, Sense Motive +9

**Feats:** Combat Expertise, Dodge, Improved Initiative

**Environment:** Underground

**Organization:** Solitary or pair

**Challenge Rating:** 6

**Treasure:** Standard

**Alignment:** Usually neutral evil

**Advancement:** By character class

**Level Adjustment:** +5

and confuse opponents. If forced into melee, an udamentaz reverts to its natural form, attacking with its disease spores and poisonous bite.

**Confusing Gaze (Su):** Confused for 1d6 rounds, 30 feet, Will DC 20 negates. The save DC is Charisma based.

**Disease Spores (Ex):** Once every 4 rounds as a standard action, an udamentaz can release an explosion of disease-ridden spores into a 20 foot radius around it. Anyone inhaling the spores is subject to the effects of a *contagion* spell (caster level 10th). All spores released at once carry the same disease. A successful DC 17 Fortitude save negates the effect. The save DC is Constitution based.

**Poison (Ex):** Injury, Fortitude DC 17, initial damage 1d8 Con, secondary damage 1d6 Con. The save DC is Constitution based.

**SpellLike Abilities:** At will—*cause fear* (DC 17), *darkness*, *doom* (DC 17), *undetected alignment*. Caster level 10th. The save DCs are Charisma based.

**Alternate Form (Su):** An udamentaz can shift between arachnid and human forms as a standard action. In human form, it does not have its bite attack, natural armor bonus to AC, or disease spores. It can still use its spell-like abilities and confusing gaze. It can change into human form and back up to three times a day. An udamentaz remains in one form until it chooses to assume a new one. A change in form cannot be dispelled, but an udamentaz reverts to arachnid form when killed. A *true seeing* spell reveals both forms simultaneously.

# Undead Ooze

## Huge Undead (Cold)

**Hit Dice:** 6d12+3 (42 hp)

**Initiative:** -1

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

**Armor Class:** 3 (-2 size, -5 Dex), touch 3, flat-footed 3

**Base Attack/Grapple:** +3/+12

**Attack:** Slam +3 melee (2d4+1 plus 1d6 cold)

**Full Attack:** Slam +3 melee (2d4+1 plus 1d6 cold)

**Space/Reach:** 15 ft./10 ft.

**Special Attacks:** Cold, engulf, expel skeletons

Sometimes, when an ooze raids the grave of a restless and evil soul, a transformation takes place. The malevolent spirit, still tied to the rotting flesh consumed by the ooze, melds with the ooze. The result is a creature filled with hatred of the living and an intelligence and cunningness not normally known among its kind. An undead ooze appears as a large, viscous, black mass, from which the bones of its previous victims' protrude.

## Combat

The undead ooze has an advantage over any other ooze: intelligence. It uses this new gift to its fullest in combat by attacking from surprise or by stalking its prey and attacking when the opportunity presents itself. The undead ooze attacks by slamming its body into its prey. It usually engulfs its foes or expels its skeleton allies to contend with its enemies.

**Cold (Ex):** The undead ooze constantly emits an aura of cold, dealing 1d6 cold damage on any successful melee hit.

**Engulf (Ex):** An undead ooze can simply move across any Large or smaller creatures as a standard action. It cannot make a slam attack during a round in which it engulfs. The undead ooze merely has to move over the opponents, affecting as many as it can cover. Opponents

**Special Qualities:** Blindsight 60 ft., immunity to cold and polymorphing, undead traits, vulnerability to fire

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

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

**Skills:** Climb +9, Hide +4, Listen +8, Search +7, Spot +8, Swim +7

**Feats:** Improved Initiative, Toughness, Weapon Focus (slam)

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 6

**Treasure:** None

**Alignment:** Always chaotic evil

**Advancement:** 7-12 HD (Huge); 13-18 HD (Gargantuan)

**Level Adjustment:** —

can make attacks of opportunity against the ooze, but if they do so, they are not entitled to a saving throw. Those who do not attempt attacks of opportunity must succeed on a DC 15 Reflex save or be engulfed; on a success, they are pushed back or aside (opponent's choice) as the ooze moves forward. Engulfed creatures are subject to the ooze's cold and are considered to be grappled and trapped within its body. The save DC is Strength-based and includes a +1 racial bonus.

**Expel skeletons (Su):** As a full round action, an undead ooze can expel the skeletons in its body. At any given time, an undead ooze has 1d4 skeletons in its body. Expelled skeletons can act in the round they were expelled, and each skeleton can be of any size up to Large. Slain skeletons can be engulfed by the undead ooze and then reanimated and expelled again in 1d2 hours when they are returned to full strength.

**Amorphous (Ex):** An undead ooze is not subject to critical hits. It cannot be flanked.

**Skills:** Undead oozes have a +8 racial bonus on Climb checks. An undead ooze can always choose to take 10 on Climb checks, even if rushed or threatened.



# Arcanoplasm

## Large Aberration

**Hit Dice:** 7d8+42 (73 hp)

**Initiative:** +4

**Speed:** 30 ft. (6 squares), climb 10 ft. (2 squares)

**Armor Class:** 16 (-1 size, +7 natural), touch 9, flat-footed 16

**Base Attack/Grapple:** +5/+11

**Attack:** Slam +7 melee (2d4+3 plus 1d6 acid)

**Full Attack:** Slam +7 melee (2d4+3 plus 1d6 acid)

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Acid, arcane spell mimicry, constrict 2d4+3 plus 1d6 acid, improved grab

This creature resembles a giant, pale amoeba shot through with stripes of dark gray. Caught within its protoplasmic form are half-digested, creatures of various types and sizes.

Thought to be the result of a failed magic experiment, wizards and sorcerers alike have tried for years to gather information on this alien creature, but thus far such information has eluded even the most resourceful of casters.

Arcanoplasms are found in areas where the residual energies of arcane magic linger. Such areas include ruined wizard towers, keeps, dungeons, and so forth. Here they feed and remain until disturbed. Most encounters with these monsters take place in such locations as the arcanoplasm rarely travels far from its lair. And since it lairs in ruins and other such adventurer-attracting places, it rarely has to wait long between meals.

## Combat

Arcanoplasms always target arcane spellcasting creatures first. Their innate ability to detect such creatures allows them to do so with precision and accuracy. Because of its ability to replicate spells cast near it, the arcanoplasm always tries to stay within 30 feet of an arcane caster. Mimicked spells are cast at the foe deemed most threatening.

**Acid (Ex):** An arcanoplasm secretes a highly corrosive acid that dissolves only flesh. Any melee hit deals acid damage.

**Arcane Spell Mimicry (Ex):** An arcanoplasm can mimic any arcane spell of 4th level or lower that is cast within 30 feet of it. The spell takes effect on the arcanoplasm's next action, has a caster level of 7th, and does not require any

**Special Qualities:** Absorb arcane magic, amorphous, arcanesense 100 ft., blindsight 60 ft., immunities

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

**Abilities:** Str 15, Dex 11, Con 22, Int 10, Wis 14, Cha 14

**Skills:** Climb +18, Hide +3, Move Silently +7

**Feats:** Combat Casting, Improved Initiative, Weapon Focus (slam)

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 7

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 8-14 HD (Large); 15-21 HD (Huge)

**Level Adjustment:** —

components. The save against a mimicked spell has a DC of 12 + the level of the spell. The save DC is Charisma-based.

**Constrict (Ex):** An arcanoplasm deals automatic slam and acid damage with a successful grapple check.

**Improved Grab (Ex):** To use this ability, an arcanoplasm must hit with its 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.

**Absorb Arcane Magic (Ex):** Any arcane spell cast at an arcanoplasm is automatically absorbed. This cures 1 point of damage per 3 points of damage the spell would otherwise deal (non-damaging spells cure 1 point of damage per spell level of the spell). Spells that affect an area are not absorbed, but neither do they affect an arcanoplasm. An arcanoplasm cannot absorb divine magic and is affected by it normally.

**Amorphous (Ex):** An arcanoplasm is not subject to critical hits. It cannot be flanked.

**Arcanesense (Su):** An arcanoplasm can automatically detect the location of any arcane spellcaster within 100 feet. This functions as a *detect evil* spell but there is no chance the arcanoplasm is stunned and it is not blocked by stone, lead, or other material.

**Immunities (Ex):** Arcanoplasms are immune to poison, sleep effects, paralysis, polymorph, and stunning.

**Skills:** An arcanoplasm has a +8 racial bonus on Climb checks and can always take 10 on a Climb check, even if rushed or threatened.

# Barathelar

## Small Monstrous Humanoid (Shapechanger)

**Hit Dice:** 7d8+14 (45 hp)

**Initiative:** +9

**Speed:** 40 ft. (8 squares)

**Armor Class:** 19 (+1 size, +6 Dex, +2 natural), touch 17, flat-footed 13

**Base Attack/Grapple:** +7/+4

**Attack:** Bite +13 melee (1d4+1)

**Full Attack:** Bite +13 melee (1d4+1)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Hiss, lifestealer

**Special Qualities:** Change shape, darkvision 60ft., spell-like abilities, spell resistance 15

Barathelar are wily shapechangers who don the appearance of a housecat to infiltrate a humanoid household. Once inside, the barathelar targets the young children of the home and suffocates them by literally stealing their breath. They then retreat to their lair beneath the bustling streets.

The barathelar appears in one of two forms: its natural humanoid shape, or that of a cat. In its actual state, the barathelar is a small, gaunt childlike humanoid with a dark olive complexion and a thick head of jet, black hair. It frequently employs an impish, mischievous grin and its mysterious amber eyes to disarm suspicious humanoids. Although females account for nine out of every ten barathelars, every barathelar sports a small cluster of barely discernible, thin white whiskers on its upper lips and along the side of its nose. In addition to its physical characteristics, the creature flaunts its riches and style by adorning itself in only the finest attire. Barathelars possess all of the trappings of wealth and a charming personality, but they remain aloof, interacting with humanoids only to further their agenda. Surprisingly the barathelar is unable to alter its humanoid appearance in any manner. Conversely, the creature displays an astounding prowess to mimic the physical appearance of virtually any cat, a trait that it uses to its maximum advantage.

Barathelars stand 3 feet tall and weigh 45 pounds. They speak Common, Infernal, and Undercommon.

## Combat

Barathelars rely upon deception and guile rather than their fairly weak physical attributes to defeat their opponents. Ideally, they prefer attacking a helpless opponent, as in the case of a sleeping child, but if confronted with no readily available escape route, the barathelar stands its ground until it is able to flee. To achieve this end, the barathelar

**Saves:** Fort +7, Ref +11, Will +7

**Abilities:** Str 12, Dex 20, Con 14, Int 14, Wis 14, Cha 17

**Skills:** Balance +8\*, Climb +5\*, Disguise +8, Escape Artist +9, Hide +12\*, Jump +8\*, Listen +6\*, Move Silently +12\* Spot +6

**Feats:** Improved Initiative, Dodge, Weapon Finesse

**Environment:** Underground

**Organization:** Solitary

Challenge Rating: 7

**Treasure:** Standard

**Alignment:** Always lawful evil

**Advancement:** 8-14 HD (Small)

**Level Adjustment:** —

initially relies upon its Hiss ability to frighten off as many foes as possible before hightailing itself out of the situation. It employs *blink* as a second alternative and its other spell-like abilities as a desperate last resort.

**Hiss (Su):** Three times per day, a barathelar may emit a sinister spitting sound similar to a serpent's hiss that affects all creatures within a 20-foot radius. Affected creatures must succeed on a DC 16 Will save or be frightened for 3d6 rounds. A creature that succeeds on its Will is immune to that barathelar's hiss for 24 hours. This is a sonic, mind-affecting effect. The save DC is Charisma-based.

**Lifestealer (Su):** A barathelar's kiss literally sucks the breath from its helpless opponent, immediately triggering the onset of respiratory arrest. A victim must succeed on a DC 16 Fortitude save or begin to suffocate (see Suffocation in the DMG for the details on death by asphyxiation.) A remove curse spell is the only means of saving the creature's life. Fortunately, the barathelar can only utilize the ability while in cat form and only against a helpless opponent. Using this ability is a full round action. The save DC is Charisma-based.

**Change Shape (Su):** A barathelar can assume the shape of any tiny or small feline or return to its humanoid form as a standard action.

**Spell like Abilities (Sp):** At will —*blur*, *color spray*, 3/ day—*blink*, *shadow evocation* as if cast by a 10th level sorcerer (DC 13 + spell level). The save DCs are Charisma based.

**Skills:** Barathelars receive a +4 racial bonus to Balance, Climb, Hide, Jump and Listen skills checks and a +8 racial bonus to Move Silently skill checks while in cat form. \* A barathelar in cat form has a +4 racial bonus on Balance, Climb, Hide, Jump and Listen checks and a +8 racial bonus on Move Silently checks.

# Bicephalous Troll

## Large Giant

**Hit Dice:** 9d8+54 (94 hp)

**Initiative:** +6

**Speed:** 30 ft. (6 squares)

**Armor Class:** 18 (-1 size, +2 Dex, +7 natural), touch 11, flat-footed 16

**Base Attack/Grapple:** +6/+16

**Attack:** Claw +11 melee (1d4+6) or club +11 melee (1d8+6)

**Full Attack:** 2 claws +11 melee (1d4+6) and 2 bites +6 melee (1d8+3) or 2 clubs +11/+6 melee (1d8+6)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Rend 2d6+9

**Special Qualities:** Darkvision 90 ft., low-light vision, regeneration 5, scent

**Saves:** Fort +12, Ref +5, Will +4

**Abilities:** Str 23, Dex 14, Con 22, Int 6, Wis 9, Cha 8

**Skills:** Listen +7, Search +4, Spot +7

**Feats:** Alertness, Improved Initiative, Iron Will, Power Attack

**Environment:** Cold and temperate hills, mountains, and underground

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

**Challenge Rating:** 7

**Treasure:** Standard

**Alignment:** Always chaotic evil

**Advancement:** By character class

**Level Adjustment:** —

That a bicephalous troll's parentage includes an ettin is made obvious by the creature's two functional heads. These two-headed trolls often have brownish tones to their skin mottling, but otherwise conform to the standard troll physiology. They can be found living with normal trolls, ettins or off on their own.

## Combat

A bicephalous troll attacks with either two claws and two bites, or with up to two clubs. When biting, each head attacks the same victim, but a two-headed troll can attack two different foes with its arms without an off-hand penalty, as each arm can be 'targeted' by a different

head. These crossbreeds have a much weaker form of regeneration that heals damage but cannot rejoin severed limbs.

**Rend (Ex):** If a bicephalous troll hits with both claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 2d6+9 points of damage.

**Regeneration (Ex):** Fire and acid deal normal damage to a bicephalous troll. If a troll loses a limb or body part, the lost portion regrows in 3d6 minutes. The creature cannot reattach a severed member.

**Skills:** A bicephalous troll's two heads give it a +2 racial bonus on Listen, Spot, and Search checks.

## Flora and Fauna

**Showersheads:** A rare cave formation only found in tropical caves, showersheads are calcite formations that form on the ceiling under a seep site. They sprout out in a conical shape with a narrow top and a wide bottom. Sometimes they are more cylindrical in nature.

**Snottites:** Acid-secreting microbial strands that hang like viscous stalactites. The tips of some snottities are 0.0pH. They are found in caves that have a high content of hydrogen sulfide, methane, and carbon monoxide because the microbes are chemosynthetic, using the natural chemical reactions of such gases to build cells. In some caves, the walls and ceilings are completely covered with a white gypsum paste carrying acid-secreting bacteria. Long (1-2 inch) snottities are called "stringers," while two-inch disks are called "phlegm balls."

# Blind Maw

## Huge Aberration

**Hit Dice:** 9d8+27 (67 hp)

**Initiative:** +2

**Speed:** 30 ft. (6 squares)

**Armor Class:** 14 (-2 size, +2 Dex, +4 natural), touch 10, flat-footed 12

**Base Attack/Grapple:** +6/+18

**Attack:** Tentacle +9 melee (1d6+4) or bite +6 melee (2d8+2)

**Full Attack:** 6 tentacles +9 melee (1d6+4) and tongue +6 melee (1d4+2) or bite +6 melee (2d8+2)

**Space/Reach:** 15 ft./15 ft.

**Special Attacks:** Constrict 1d6+4, improved grab, tongue grab, trample 1d6+6

Blind maws are nothing more than masses of black tentacles splaying and groping in all directions. Driven by insatiable hunger, a single gaping mouth lined with hundreds of teeth lay at the center of the tentacles.

## Combat

**Constrict (Ex):** A blind maw deals 1d6+4 points of damage with a successful grapple check.

**Improved Grab (Ex):** To use this ability, a blind maw must hit with its 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.

**Tongue Grab (Ex):** If a blind maw hits an opponent of Large size or smaller with its tongue, it deals 1d4+2 damage and pulls the

**Special Qualities:** Blindsight 60 ft., deaf, scent

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

**Abilities:** Str 19, Dex 15, Con 16, Int 5, Wis 10, Cha 7

**Skills:** Hide -3, Jump +4, Search +0, Spot +3, Tumble +5

**Feats:** Blind-Fight, Multiattack, Run, Weapon Focus (tentacle)

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 7

**Treasure:** Standard

**Alignment:** Always neutral

**Advancement:** 10-18 HD (Huge), 19-27 HD (Gargantuan)

**Level Adjustment:** —

opponent into its space without provoking an attack of opportunity, using its remaining attacks against other opponents. A successful hold does not deal any additional damage with the tongue, since the blind maw cannot constrict with this attack. However, a blind maw that has grabbed a Medium or smaller opponent with its tongue deals 2d8+2 points of bite damage on its second consecutive successful grapple check.

**Trample (Ex):** Reflex half DC 18. The save DC is Strength-based.

**Blindsight (Ex):** A blind maw's acute sense of smell allows it to ascertain prey within 60 feet.

**Deaf (Ex):** A blind maw has no auditory senses, and is immune to sonic attacks and all spells and spell-like effects that require a victim to hear the caster.

# Cavern Giant

## Large Giant

**Hit Dice:** 8d8+32 (68 hp)

**Initiative:** +3

**Speed:** 30 ft. (6 squares)

**Armor Class:** 22 (-1 size, +3 Dex, +10 natural)  
touch 12, flat footed 19

**Base Attack/Grapple:** +6/+21

**Attack:** Unarmed strike +13 melee (1d8+7) or stalactite +8 ranged (2d6+7)

**Full Attack:** Unarmed strike +13/+8 melee (1d8+7) or stalactite +8/+3 ranged (2d6+7)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Armtwist, backbreaker, great hug, improved grab, throw stalactites

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

Cavern giants are a proud and honorable race dwelling in the expansive network of galleries and passageways below the ground. Far removed from the worldly ambitions and petty squabbles of their surface kin, cavern giants enjoy a peaceful and rather tranquil existence in the anonymity of their subterranean race.

Cavern giants are extremely muscular humanoids with dull beige skin, deep hazel eyes, and flowing locks of long, blond hair. Its grotesquely deformed, cauliflower ears noticeably stand out more than its proportionate nose and mouth. Cavern giants acquire their trademark earlobes as the result of their passion for wrestling, a sport that not only functions as a pastime for the reclusive creatures, but also as a way of life. In fact, nearly all cavern giants instinctively tilt their heads slightly at all times as if they are preparing to lock arms with an opponent. Commensurate with their love of grappling, cavern giants always wear revealing and skintight clothing that primarily covers their groin and thighs.

Cavern giants stand 9 feet tall and weigh 350 pounds. They speak Common, Giant, and Undercommon, displaying surprising articulation for giants.

## Combat

Despite their intelligence, cavern giants throw caution to the wind and always grapple a foe unless prevented by an interposing barrier. They only resort to throwing stalactites under narrow circumstances. Not inherently malicious or sadistic, cavern giants normally deal nonlethal damage to inferior foes, opting to disable their adversaries rather than kill them. They only inflict lethal damage to creatures that they consider a grave threat to themselves or the tribe as a whole.

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

**Abilities:** Str 24, Dex 16, Con 18, Int 12, Wis 14, Cha 10

**Skills:** Climb +13, Hide +8, Intimidate +5, Listen +8, Spot +9

**Feats:** Improved Grapple, Improved Unarmed Strike, Weapon Focus (unarmed strike)

**Environment:** Underground

**Organization:** Solitary, gang (2-5), band (6-15 plus 35% noncombatants or tribe (16-30 plus 40% noncombatants and 1 barbarian, fighter or ranger of at least 5th level)

**Challenge Rating:** 7

**Treasure:** Standard

**Alignment:** Usually neutral good

**Advancement:** By character class

**Level Adjustment:** +10

**Armtwist (Ex):** Cavern giants utilize this particular wrestling maneuver to inhibit strong opponents by twisting the victim's arm behind his back and pulling it up toward his neck. A cavern giant using this ability does unarmed strike damage plus 1 point of Strength damage with a successful grapple check. A Fortitude save (DC 10 + damage dealt) negates the Strength damage. This ability is only effective against creatures within one size category of the cavern giant.

**Backbreaker (Ex):** Cavern giants opt for this wrestling hold to restrict the movement of dexterous adversaries by positioning the foe atop his shoulders and contorting the victim's body around his neck. A cavern giant using this ability does unarmed strike damage plus 1 point of Dexterity damage with a successful grapple check. A Fortitude save (DC 10 + damage dealt) negates the Dexterity damage. This ability is only effective against creatures within one size category of giant.

**Great Hug (Ex):** The cavern giant wraps his burly arms around his victim's torso, literally squeezing the life out of him. A cavern giant using this ability does unarmed strike damage plus an additional 1d6 points of nonlethal damage with a successful grapple check. This ability is only effective against creatures within one size category of the cavern giant.

**Improved Grab (Ex):** To use this ability, the cavern giant must hit with an unarmed strike. It may then begin a grapple as a free action without provoking an attack of opportunity. If it wins the grapple, it gains a hold and may armtwist, backbreaker, or great hug.

**Throw Stalactite (Ex):** Cavern giants can hurl stalactites 120 feet, dealing 2d6+6 points of damage with a successful hit. Giants encountered outside of their lair typically carry 1d4+1 stalactites in a large sack.

# Cinder Wight

## Large Undead (Fire)

**Hit Dice:** 8d12 (52 hp)

**Initiative:** +9

**Speed:** Fly 40 ft. (perfect) (8 squares)

**Armor Class:** 20 (-1 size, +5 Dex, +6 natural), touch 14, flat-footed 15

**Base Attack/Grapple:** +4/+11

**Attack:** Slam +8 (1d8+4 plus 1d6 fire and energy drain)

**Full Attack:** Slam +8 (1d8+4 plus 1d6 fire and energy drain)

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Energy drain, fire, smoke inhalation

**Special Qualities:** +2 turn resistance, damage reduction 10/magic, darkvision 60

ft., immunity to fire, smoke form, undead traits, vulnerability to cold

**Saves:** Fort +2, Ref +9, Will +7

**Abilities:** Str 16, Dex 20, Con—, Int 4, Wis 12, Cha 19

**Skills:** Spot +12

**Feats:** Improved Initiative, Lightning Reflexes, Weapon Finesse

**Environment:** Any

**Organization:** Solitary, gang (2-5), or mob (6-11)

**Challenge Rating:** 7

**Treasure:** None

**Alignment:** Always chaotic evil

**Advancement:** 9-24 HD (Large)

**Level Adjustment:** —

This creature is a swirling, humanoid cloud of burning ash and charred body parts. A red glow of burning embers can be glimpsed floating within the mass. This creature reeks of smoke and burnt flesh.

A creature that is burned to death by magical fire may rise again as a fiery undead being called a cinder wight. The lairs of old red dragons may be haunted by many of these pathetic, angry spirits, and many a wizard that has dispatched a foe with a well-placed fireball has been found mysteriously charred to death many months after the deed.

Cinder wights are barely intelligent, but they do have a very vivid recollection of the pain they endured in the moments before their death. Filled with anger as fiery as the flames that took their life, cinder wights harbor a strong hatred of fire and any living creature that has control over it.

Although it cannot speak, the sound of wailing and screaming and the rushing of fire-stoked wind constantly accompany a cinder wight.

## Combat

In melee, a cinder wight slams with the charred remains of its fists. If a cinder wight encounters an opponent that demonstrates any form of control over fire—either through casting a fire spell or using a magic item that produces fire—it attacks that opponent to the exclusion of all others. A cinder wight's natural weapons, as well as any weapons it wields, are treated as magic weapons for the purpose of overcoming damage reduction.

**Energy Drain (Su):** Living creatures hit by a cinder wight's slam attack gain one negative level. The DC is 18 for the Fortitude save to remove a negative level. The save DC is Charisma-based. For each such negative level bestowed, a cinder ghou gains 5 temporary hit points.

**Fire (Su):** Any opponent struck by a cinder wight's slam attack must succeed on a DC 18 Reflex save or catch fire (see catching on fire in the DMG). The save DC is Charisma-based.

**Smoke Inhalation (Su):** As a full round action, a cinder wight can attempt to force some of its smoky form into the lungs of a living opponent by moving into a space occupied by an opponent. The target must succeed on a DC 18 Fortitude save or inhale part of the creature. Smoke inside the victim's lungs burns the surrounding tissues and organs, dealing 1 point of Constitution damage each round for 1d4+2 rounds. The affected creature can attempt another Fortitude save each round to cough out the burning residue. A successful save halts the damage. The save DC is Charisma-based.

**Smoke Form (Ex):** A cinder wight's natural form is similar to the *gaseous form* spell, though the creature retains its natural armor bonus, all attacks, and can use its supernatural abilities. Its fly speed is 40 feet per round with perfect maneuverability. A cinder wight is subject to the effects of wind (in that it can be blown away, but it cannot be dispersed and takes no damage from wind). A cinder wight cannot enter water or other liquid and cannot pass through small holes or narrow openings.



# Crypt Guardian

## Large Construct

**Hit Dice:** 9d10+30 (79 hp)

**Initiative:** +0

**Speed:** 20 ft. (4 squares)

**Armor Class:** 24 (-1 size, +15 natural), touch 9, flat-footed 24

**Base Attack/Grapple:** +6/+16

**Attack:** Slam +11 melee (2d6+6)

**Full Attack:** 2 slams +11 melee (2d6+6)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Coffin of death, improved grab

**Special Qualities:** Blindsight 60 ft., construct traits, immunity to magic, staunch guardian

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

**Abilities:** Str 22, Dex 10, Con —, Int—, Wis 12, Cha 1

**Skills:** —

**Feats:** —

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 7

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 10-18 HD (Large), 19-27 HD (Huge)

**Level Adjustment:** —

Crypt guardians stand 9 feet tall and weigh 350 pounds. Carved out of stone by master craftsmen and given life by a great priest, crypt guardians protect the tombs of the rich. They are typically sculpted as a larger, idealized likeness of the deceased, usually depicting the individual as he appeared during the prime of his life. In addition to the intentional resemblance to the dearly departed family member, its designer also inscribes the person's name, date of birth, date of death and an appropriate epitaph on the construct's torso. Most builders create the crypt guardian from gray and white marble; however, some limestone, granite, and even quartz constructs do exist.

They are incapable of speech, but possess a limited ability to communicate with hand gestures. Most commonly, the creature extends its outstretched arm in an effort to signal approaching intruders to stop.

## Combat

Completely devoid of any intelligence, crypt guardians react to various stimuli based upon preprogrammed instructions. They allow creatures uttering a password to continue toward the warded tomb unmolested; however, they immediately attack anyone that does not state the password and approaches within a specified distance from the tomb. Crypt guardians always position themselves between their adversaries and their designated tomb, pummeling their foes with slam attacks.

**Improved Grab (Ex):** To use this ability, a crypt guardian must hit with both of its 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 use its coffin of death ability in a subsequent round.

**Coffin of Death (Su):** On a successful grapple check, the construct pulls the creature into its torso

and tightly squeezes it. As the victim struggles, the crypt guardian literally weaves a stone cocoon in the shape of a coffin around the hapless enemy. A creature within the crypt guardian's grasp must succeed on a DC 20 Fortitude save or become petrified. A creature that succeeds on its save still takes 4d6+12 points of damage. The save DC is Strength-based.

**Construct:** Immune to mind influencing effects, poison, disease, and similar effects. Not subject to critical hits, nonlethal damage, ability damage, energy drain, or death from massive damage.

**Immunity to Magic (Ex):** The crypt guardian is immune to all spells, spell-like abilities, and supernatural effects with the exception of any spell that restores life to a dead creature, such as *raise dead* or *resurrection*. These spells deal 1d6 points of damage per level of the spell with no saving throw allowed.

**Staunch Guardian (Ex):** The crypt guardian fights with increased ferocity whenever an adversary stands within 10 feet of its designated tomb. The creature receives a +2 morale bonus to attack and damage rolls as long as the foe remains within the coffin's immediate vicinity.

## Construction

Building a crypt guardian requires 3,000 pounds of stone, preferably marble but granite, limestone, and quartz are acceptable alternatives. The crypt guardian's construction costs 75,000 gp including the purchase of the raw materials. Sculpting the block of stone into a crypt guardian requires a Craft (sculpting) check (DC 18).

The construct's builder must be 17th level and possess the ability to cast divine spells. Animating the mass of inorganic matter drains 1,500 XP from its creator and necessitates the spells *animate object*, *bless*, *commune*, *geas/quest* and *miracle*.

# Dagger Worm

## Huge Magical Beast

**Hit Dice:** 8d10+40 (84 hp)

**Initiative:** +0

**Speed:** 20 ft. (4 squares), burrow 20 ft. (4 squares)

**Armor Class:** 16 (-2 size, +8 natural), touch 8, flat-footed 16

**Base Attack/Grapple:** +8/+24

**Attack:** Tentacle rake +14 melee (2d4+8)

**Full Attack:** 4 tentacle rakes +14 melee (2d4+8) and bite +12 melee (2d8+4)

**Space/Reach:** 15 ft./10 ft. (15 ft. with tentacle)

**Special Attacks:** Constrict 2d4+8, improved grab, rage

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

**Saves:** Fort +11, Ref +8, Will +1

**Abilities:** Str 26, Dex 10, Con 20, Int 1, Wis 9, Cha 6

**Skills:** Listen +5, Survival +4

**Feats:** Endurance, Lightning Reflexes, Multiattack

**Environment:** Underground

**Organization:** Solitary or pair

**Challenge Rating:** 7

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 9-16 HD (Huge); 17-24 HD (Gargantuan)

**Level Adjustment:** —

Dagger worms are burrowing monstrosities that catch prey with their bladelike tentacles. Dagger worms are tubular, with thick brown skin and toothy mouths surrounded by four black, bulbous eyes. They can weigh as much as 4 tons, and grow up to 4 feet wide and 20 feet long. Behind a dagger worm's eyes grow four long tentacles, tipped with dagger-shaped spines made of black bone. Two more tentacles sprout from a dagger worm's sides, which the worm uses to propel itself underground.

A dagger worm has a pouch in its underbelly for carrying its young. Males and females share this responsibility, as a mated pair of dagger worms can produce over one hundred offspring every season. These offspring are vicious, and often cannibalize each other while in the pouch. When the survivors mature and leave their parents, they rarely comprise more than ten percent of their original number.

An adult dagger worm travels through old tunnels or digs new ones, hunting alone until it finds and pairs with a worm of the opposite sex. Mated dagger worms travel together for just over a year before dying. Dagger worms can go without food for days, and are all the more dangerous when forced to go hungry for extended periods of time.

## Combat

Hungry dagger worms wait 15 to 30 feet underground, bursting forth from the earth to attack Small and Medium creatures they feel

moving above them. Whenever possible, a dagger worm attempts to grapple its opponent, then burrow back underground so that its prey is buried with it.

**Improved Grab (Ex):** To use this ability, the dagger worm must hit an opponent with a tentacle rake 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.

**Constrict (Ex):** A dagger worm deals automatic tentacle rake damage with a successful grapple check.

**Rage (Ex):** A dagger worm that is carrying offspring and that takes damage in combat flies into a berserk rage on its next turn, biting and raking madly until either it or its opponent is dead. It gains +4 to Strength, +4 to Constitution, and -2 to Armor Class. The dagger worm cannot end its rage voluntarily.

## Adventure Ideas

Heavy rainfall has disrupted the mating patterns of dagger worms near a farming community. Hundreds of immature dagger worms swarm beneath the soil, and are causing problems for the populace. The local baron has sent a wizard to turn the soil to ash, so that the plague of worms will not spread, but this will destroy the livelihood of the farmers. The PCs are caught in the middle, as hired bodyguards to the wizard, or as friends of the farmers.

# Ethereal Adder

## Huge Magical Beast

**Hit Dice:** 7d10+35 (73 hp)

**Initiative:** +3

**Speed:** 20 ft. (4 squares)

**Armor Class:** 16 (-2 size, +3 Dex, +5 natural), touch 11, flat-footed 13

**Base Attack/Grapple:** +7/+22

**Attack:** Bite +12 melee (2d6+10 plus ethereal bite)

**Full Attack:** Bite +12 melee (2d6+10 plus ethereal bite)

**Space/Reach:** 15 ft./10 ft.

**Special Attacks:** Confusion, constrict 2d8+10, ethereal bite

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

**Saves:** Fort +10, Ref +8, Will +2

**Abilities:** Str 25, Dex 16, Con 21, Int 3, Wis 6, Cha 8

**Skills:** Balance +5, Listen +8, Spot +8

**Feats:** Ability Focus (confusion), Alertness, Iron Will

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 7

**Treasure:** Standard coins; double goods (gems only); no items

**Alignment:** Always neutral

**Advancement:** 8-14 HD (Huge)

**Level Adjustment:** —

Ethereal adders are large, multicolored serpents with unusual poisonous bites that make their victims fade. Commonly (and wrongly) believed to be natives of the Ethereal Plane, ethereal adders are beautiful, shimmering creatures. Capable of growing longer than 25 feet and weighing over half a ton, they are slow to move but highly nimble. Their scales glisten with a natural luminescence, shining with a dazzling array of colors. Their heads are wide and flat, with tiny black eyes. Adders keep their fangs retracted against the roofs of their mouths, ready to pierce skin at a moment's notice.

Ethereal adders are often taken by nagas as pets and used to guard areas of great importance. In the wild, they are found in large underground lairs atop massive piles of gems and coins. No one knows what ethereal adders eat, or if they produce offspring. Scholars hypothesize that an ethereal adder's collection of gems may somehow keep it nourished, but this is only speculation. Ethereal adders spend most of their time sleeping and awaiting potential victims.

## Combat

Ethereal adders often toy with their prey, first confusing then constricting their opponents. Once bored or seriously threatened, they bite their enemies. While an adder's disease works on a creature, the creature fades into the Ethereal Plane, away from food, supplies, and allies.

**Ethereal Bite (Su):** A creature struck by an ethereal adder's bite must succeed on a DC 18 Fortitude save or become ethereal after 1d4 rounds. A *dimensional anchor* used on the creature

during this time prevents this; otherwise, the creature remains ethereal for 1d3 days before returning to the Material Plane. If the creature returns to the Material Plane for even a brief period during this time (such as by using a *blink* or *plane shift* spell), the etherealness effect of the ethereal bite is negated.

A creature that fails its Fortitude save is also infected with the supernatural disease fading fever — Fortitude DC 18, incubation period 1 day, damage 2d6 Constitution. A creature reduced to Constitution 0 fades from existence, leaving no corpse. All save DCs are Constitution-based.

**Confusion (Su):** Three times per day, an ethereal adder can confuse creatures within 15 feet by swaying its head. Each creature in the area must succeed on a DC 14 Will save or be confused for 1d4 rounds. The save DC is Charisma-based.

**Constrict (Ex):** On a successful grapple check, an ethereal adder deals 2d8+10 points of damage.

**See Invisibility (Su):** Ethereal adders constantly *see invisibility* with a range of 60 feet.

**Skills:** Ethereal adders have a +4 racial bonus on Listen and Spot checks.

## Physiological Uses

Ethereal adder fangs can be used to create *blink potions* for 3/4 the normal base price. All other creation requirements remain the same. An ethereal adder's fangs can be extracted on a DC 16 Survival or Knowledge (arcana) check. Failing the check by 5 or more means that the fangs become damaged and unusable. A single adder has enough fangs for use in 1d4 potions.

# Ethereal Assassin

## Medium Aberration (Extraplanar)

**Hit Dice:** 8d8+24 (60 hp)

**Initiative:** +8

**Speed:** Fly 20 ft. (good) (4 squares)

**Armor Class:** 19 (+4 Dex, +5 natural), touch 14, flat-footed 15

**Base Attack/Grapple:** +6/+9

**Attack:** Bite +9 melee (2d6+3 plus energy drain)

**Full Attack:** Bite +9 melee (2d6+3 plus energy drain) and sting +7 melee (2d4+1 plus poison)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Death throes, energy drain, poison

**Special Qualities:** Blindsight 100 ft., cover of darkness, darkvision 60 ft., ethereal jaunt, flight, low-light vision, regeneration 3

**Saves:** Fort +5, Ref +6, Will +9

**Abilities:** Str 17, Dex 19, Con 16, Int 12, Wis 17, Cha 13

**Skills:** Hide +13, Listen +10, Move Silently +12, Search +7, Spot +10, Survival +3 (+5 following tracks)

**Feats:** Improved Initiative, Multiattack, Stealthy

**Environment:** Ethereal Plane

**Organization:** Solitary

**Challenge Rating:** 7

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 9-16 HD (Medium), 17-24 HD (Large)

**Level Adjustment:** —

Ethereal assassins are rotund spherical creatures whose coloration varies from pearly opaque to vibrant greens and purple. A large toothy mouth delivers a draining bite, while its stingers inject poison into its victims. Due to their hydrogen-filled bodies, ethereal assassins float when they do enter the material plane, and their bodies explode when killed by fire, lightning, or electrically charged attacks.

## Combat

An ethereal assassin attacks by leaping out of the Ethereal Plane and surprising its opponents. Since it usually gains surprise, it takes advantage of this free round of actions to use its cover of darkness ability. After the surprise round, the assassin usually sticks around for one round of combat. If things are not going well, the creature jaunts back to ethereal reality to lick its wounds and plot its next attack. The assassin is doggedly relentless and will attack at least once more before giving up on its prey.

Once in melee, the assassin focuses on its selected prey to the exclusion of all other combatants. Once its prey is dead, it jaunts back to the Ethereal Plane with the body.

**Death Throes (Ex):** When an ethereal assassin's body is killed by fire or lightning, the hydrogen ignites and explodes, dealing 6d6+10 points of fire damage to every creature within 15 feet of the ethereal assassin (Reflex DC 18 half). The save DC is Dexterity-based.

**Energy Drain (Su):** Living creatures hit by an ethereal assassin's bite attack gain one negative level. The DC is 15 for the Fortitude save to remove a negative level. The save DC is Charisma-based. For each such negative level bestowed, the ethereal assassin gains 5 temporary hit points.

**Poison (Ex):** Injury, Fortitude DC 17, initial and secondary damage 2d6 Dex. The save DC is Constitution-based.

**Cover of Darkness (Sp):** An ethereal assassin can create *darkness* once per day as the spell (caster level 15th). It uses this cover to facilitate its attack.

**Ethereal Jaunt (Su):** An ethereal assassin can shift from the Ethereal to the Material Plane as a standard action and shift back again as a free action. The ability otherwise works like the *ethereal jaunt* spell (caster level 15th).

**Flight (Ex):** An ethereal assassin's body is naturally buoyant. This buoyancy allows it to fly at a speed of 20 feet. This buoyancy also grants it a permanent *feather fall* effect (as the spell) within personal range.

**Regeneration (Ex):** Fire and lightning deal normal damage to an ethereal assassin. If an ethereal assassin loses a stinger or body part, the lost portion regrows in 3d6 minutes.

# Gholimor

## Huge Aberration

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

**Initiative:** +8

**Speed:** Fly 30 ft. (perfect) (6 squares), swim 30 ft. (6 squares)

**Armor Class:** 15 (-2 size, +4 Dex, +3 natural), touch 12, flat-footed 11

**Base Attack/Grapple:** +6/+19

**Attack:** Tentacle +9 melee (1d6+5 plus transformation)

**Full Attack:** Tentacle +9 melee (1d6+5 plus transformation) and 8 tentacles +9 melee (1d6+5)

**Space/Reach:** 15 ft./15 ft.

**Special Attacks:** Constrict 1d6+5, improved grab, transformation

Gholimors are tentacled predators found near deep underground waterways. Gholimors have thick, green-brown skin and move like jelly fish, undulating their large mass and tentacles through the air and water. Their nine tentacles end in spines, one of which delivers a nasty poison.

## Combat

Gholimor usually attack in groups of four to nine, when intruders are near their water habitat. Ideally, the gholimor wait until their prey sets out across some underground sea in a boat. This allows the gholimor to attack from the air while landbound prey must fight constrained in the boat, unable to spread out.

If hungry enough, gholimor hunt the dry passages in their cave systems, using *passwall* and *move earth* to surprise their victims. They learn other creatures' whereabouts via *scrying* and *prying eyes*. A gholimor attacks with all of its tentacles at the same attack bonus.

**Constrict (Ex):** A gholimor deals 1d6+5 points of damage with a successful grapple check.

**Improved Grab (Ex):** To use this ability, a gholimor 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. It may eventually try to bring the caught creature to the underside of its body, for a bite, dealing 2d6+5 points of damage. But the gholimor usually bites only to deal a killing blow and begin digesting its prey. If prey is still healthy and struggling, it continues to constrict and attack with its other tentacles.

**Transformation (Ex):** Each gholimor has a single poisoned tentacle, identical in appearance to the others. A blow from this tentacle can cause a terrible affliction. A creature hit by this tentacle must succeed on a DC 16 Fortitude save or begin to

**Special Qualities:** Blindsight 100 ft., flight, healing, psionics, telepathy 90 ft.

**Saves:** Fort +4, Ref +6, Will +8

**Abilities:** Str 20, Dex 19, Con 15, Int 17, Wis 15, Cha 17

**Skills:** Escape Artist +13, Hide +7, Knowledge (aboleth) +12, Listen +11, Search +12, Spot +10, Swim +13

**Feats:** Dodge, Improved Initiative (b), Mobility, Power Attack

**Environment:** Underground

**Organization:** Pack (4 -9), school (16-23), or hive (21-40)

**Challenge Rating:** 7

**Treasure:** 50% coins, 50% goods, standard items

**Alignment:** Always neutral evil

**Advancement:** 9-16 HD (Huge), 17-24 HD (Gargantuan)

**Level Adjustment:** —

exude a terrible noxious vapor from their skin over the next 1d4+1 minutes. The subject must succeed at a second DC 16 Fortitude save to be able to speak or take any actions. Failure indicates that the subject will vomit forth the same noxious vapor, which will fill up a 10-foot radius around the creature; this radius increases by 10 feet every round following, up to a maximum radius of 100 feet. Anyone breathing this gas, or consuming water that has been polluted by it, must succeed at a DC 16 Fortitude save or suffer from paralysis for 1d4+1 rounds. The victim will suffer 1d3 points of Constitution damage every round that this continues. The save DCs are Constitution-based. Only a *remove disease*, *heal* or *mass heal* spell will end the affliction.

**Flight (Su):** A gholimor can cease or resume flight as free action. While flying, a gholimor is always moving silently. Characters listening for a flying gholimor must succeed at a Listen check against DC 25.

**Healing (Ex):** Gholimor are hearty creatures, able to regrow lost limbs over a period of a few weeks. This ability also grants them a +5 circumstance bonus to their Fortitude save against an aboleth's transformation attack.

**Psionics (Sp):** At will—*control water*, *move earth*, *passwall*, *prying eyes*, *scrying*, *see invisibility*, *true seeing*. These effects are as the spells cast by a 16 level sorcerer (save DCs, where applicable, are 13+spell level).

**Telepathy (Su):** A gholimor can communicate telepathically with any other gholimor within 90 feet.

**Skills:** A gholimor 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.

# Grasping Cell

## Huge Ooze

**Hit Dice:** 12d10+48 (144 hp)

**Initiative:** -3

**Speed:** 15 ft. (3 squares), climb 15 ft. (3 squares)

**Armor Class:** 5 (-2 size, -3 Dex), touch 5, flat-footed 5

**Base Attack/Grapple:** +9/+22

**Attack:** 4 tentacles +12 melee (1d6+5)

**Full Attack:** 4 tentacles +12 melee (1d6+5)

**Space/Reach:** 10 ft./100 ft. (tentacle)

**Special Attacks:** Adhesive

**Special Qualities:** Blindsight 120 ft., ooze traits, vulnerability to electricity

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

**Abilities:** Str 21, Dex 5, Con 18, Int —, Wis 1, Chr 1

**Skills:** —

**Feats:** —

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 7

**Treasure:** Standard

**Alignment:** Always neutral

**Advancement:** 13-24 HD (Huge); 25-36 HD (Gargantuan)

**Level Adjustment:** —

This disgusting creature has a quivering, protoplasmic central body ringed with twelve slimy, extremely long, elastic tentacles.

## Combat

The grasping cell's method of attack is simple—pick up a victim and drop it from a great height, usually 80 to 100 feet. Each tentacle is easily strong enough to lift 200 pounds, and they can combine to lift heavier prey.

An opponent can attack a grasping cell's tentacles with a sunder attempt as if they were weapons. A grasping cell's tentacles have 12 hit points each. If a grasping cell is currently grappling a target with the tentacle 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 grasping cell's tentacles deals 6 points of damage to the creature. A grasping cell usually withdraws from combat if it loses 5 tentacles. The creature regrows severed limbs in 6d12 minutes.

**Adhesive (Ex):** A grasping cell's tentacles secrete a sticky substance that helps them grip and hold an opponent. A victim hit by a tentacle is automatically grappled, and to

break free it must succeed on a DC 21 Escape Artist check or a DC 21 Strength check. In any round that a grasping cell begins the round with a grappled target, the creature may lift the opponent an additional 30 feet into the air. When the opponent has reached the end of the tentacle's reach the grasping cell drops its victim. Creatures dropped take falling damage (1d6 points of damage per 10 feet fallen). The check DCs are Strength-based.

A weapon that strikes one of a grasping cell's tentacles is stuck fast and snatched away unless the wielder succeeds on a DC 20 Reflex save. A grasping cell can dissolve its adhesive selectively and at will, and the substance breaks down 10 minutes after the creature dies.

**Vulnerability to Electricity (Ex):** Grasping cells suffer double damage from electricity-based attacks.

**Blindsight (Ex):** A grasping cell can sense creatures within 120 feet by sound, vibration, and air pressure.

**Skills:** Grasping cells have a +8 racial bonus on Climb checks. A grasping cell can always choose to take 10 on Climb checks, even if rushed or threatened.



# Gravel Golem

## Small Construct

**Hit Dice:** 10d10+10 (65 hp)

**Initiative:** -1

**Speed:** 20 ft. (4 squares)

**Armor Class:** 25 (+1 size, -1 Dex, +15 natural), touch 10, flat-footed 25

**Base Attack/Grapple:** +7/+10

**Attack:** Slam +15 melee (3d4+10)

**Full Attack:** Slam +15 melee (3d4+10)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Pelt

**Special Qualities:** Construct traits, damage reduction 15/bludgeoning, darkvision 60 ft, immunity to magic, low-light vision

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

**Abilities:** Str 25, Dex 8, Con —, Int —, Wis 11, Cha 1

**Skills:** —

**Feats:** —

**Environment:** Underground

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

**Challenge Rating:** 7

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 11-20 HD (Small), 21-30 HD (Medium)

**Level Adjustment:** —

The gravel golem stands only 3-4 feet tall. They look like a small dark elf made of loose earth and stone, with glowing green eyes. For its size, the gravel golem is very powerful, the demon within it always looking to do battle and to destroy its master's enemies. Often employed by dark elves, these golems act as special guardians or shock troops in their armies. Only in the most extreme of circumstances, however, will dark elves allow such creatures to wander their cavernous homes without a master.

## Combat

**Pelt (Ex):** The gravel golem uses a modified version of the *magic missile* spell once per round. This version causes small rocks to launch from the golem's hand to strike a single target dealing bludgeoning damage. Treat these rocks exactly as the *magic missile* spell in all other aspects (caster level 16th).

**Construct:** Immune to mind influencing effects, poison, disease, and similar effects. Not subject to critical hits, nonlethal damage, ability damage, energy drain, or death from massive damage.

**Immunity to Magic:** A gravel 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. The golem receives no saving throw against any of these effects.

A *move earth* spell drives a gravel golem back 120 feet and deals 3d12 points of damage to it.

A *disintegrate* spell slows a gravel golem (as the *slow* spell) for 1d6 rounds and deals 1d12 points of damage.

An *earthquake* cast directly at a gravel golem stops it from moving that round and deals 5d10 points of damage.

## Construction

Assembling the body requires a DC 15 Craft (stonemasonry) check or a DC 15 Craft (sculpting) check.

CL 16th; Craft Construct (see MM), *animate object*, *bless*, *commune*, *prayer*, *resurrection*, caster must be at least 16th level; Price 80,000; Cost 1,500 gp + 1,400 XP.

# Leytru

## Medium Monstrous Humanoid

**Hit Dice:** 9d8+18 (58 hp)

**Initiative:** +11

**Speed:** 60 ft. (12 squares), climb 40 ft. (8 squares)

**Armor Class:** 22 (+7 Dex, +4 natural, +1 dodge), touch 18, flat-footed 15

**Base Attack/Grapple:** +9/+12

**Attack:** Claw +16 melee (2d6+3)

**Full Attack:** 3 claws +16 melee (2d6+3) and bite +14 melee (1d8+1)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Improved grab, jagged rake, sneak attack +1d6

**Special Qualities:** Damage reduction 10/bludgeoning, evasion, fast metabolism, improved uncanny dodge, refractive

The shadowy leytru lurks in the dark, solemn passageways and galleries of the catacombs, ascending at night into the adjacent city to ambush and devour unsuspecting victims. As morning approaches, the stealthy predator returns to its security of its lair, waiting for evening's inevitable approach to begin the murderous cycle anew.

Leytrae appear as sinewy, humanoid creatures practically bereft of any flesh on their bones. An oddly wedge-shaped head with beady eyes and a protrusive lower jaw carefully scans its surroundings in an incessant search for prey. It possesses two long, wiry arms culminating in three fingered hands with a huge claw in lieu of a traditional thumb and an even longer set of legs ending with a pair of feet bearing two serrated claws. The creature's coloration is difficult to discern as its thin scaly skin alternates between transparent and reflective hues, blurring its appearances and distorting its movement.

A leytru stands 6 feet tall if walking upright, but the creature generally propels itself on all fours. Leytrae weigh 135 pounds and speak their own language in addition to Common and Undercommon.

## Combat

Leytrae prefer to ambush their prey hiding until the opportune moment presents itself. They usually prefer to attack lone victims, avoiding encounters with groups and individuals clad in heavy armor unless the odds are overwhelmingly in their favor. After killing their victim, they drag

**Saves:** Fort +5, Ref +15, Will +9

**Abilities:** Str 16, Dex 25, Con 15, Int 14, Wis 17, Cha 10

**Skills:** Balance +15, Climb +16, Escape Artist +12, Hide +12\*, Jump +18, Listen +9, Move Silently +13, Spot +8, Tumble +14, Use Rope +7 (+9 binding)

**Feats:** Improved Initiative, Lightning Reflexes, Multiattack, Weapon Finesse

**Environment:** Any urban or underground

**Organization:** Solitary, pair, or pack (3-10)

**Challenge Rating:** 7

**Treasure:** 100% goods (gems and minerals only)

**Alignment:** Usually neutral evil

**Advancement:** 9-18 HD (Medium size); 19-27 HD (Large)

**Level Adjustment:** —

the mangled corpse back to their underground sanctuary where they skin and devour the creature at their leisure.

**Improved Grab (Ex):** To use this ability, the leytru 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 strike the opponent with its jagged rake attack.

**Jagged Rake (Ex):** The claws on the leytru's feet are exposed to numerous infectious agents picked up from the filthy floors. Against a grappled opponent, the leytru receives two rake attacks at +17 melee dealing 2d6+1 points of damage on a successful hit. Furthermore, if the leytru hits with a rake the victim must succeed on a DC 16 Fortitude save or contract filth fever (incubation period 1d3 days; damage 1d3 Dex and 1d3 Con). The save DC is Constitution-based.

**Sneak Attack (Ex):** Any time a leytru's opponent is denied its Dexterity bonus to AC, or if a leytru flanks its opponent, it deals an extra 1d6 points of damage. This ability is just like the rogue's sneak attack and subject to the same limitation. This bonus stacks with any other sneak attack bonus acquired through class levels or by any other means.

**Evasion (Ex):** With a successful Reflex save against an attack that allows a Reflex save for half damage, a leytru takes no damage.

**Fast Metabolism (Ex):** Because of its incredibly fast metabolism the leytru continually acts as if under the influence of a *haste* spell

(these effects, including the extra claw attack and armor class bonus, are provided in the creature's statistics). Unfortunately, not all of the effects are beneficial to the leytru. Potions consumed by a leytru last only half of their normal durations, and a poisoned leytru must make a Fortitude saving throw to avoid the poison's secondary damage on the following round rather than one minute later as normal. To meet its incredible physiological demands, leytrae consume three times as much food per day as comparably sized humans. A *slow* spell cast at the leytru temporarily suppresses this ability but does not dispel it.

**Improved Uncanny Dodge (Ex):** A leytru retains its Dexterity bonus to AC when flat-footed or struck by an invisible attacker, and it cannot be

flanked except by a rogue of at least 13th level. It can flank characters with the uncanny dodge ability as if it were a 9th level rogue.

**Refractive (Ex):** A leytru's skin bends and distorts light coming into contact with it, making it difficult for opponents to ascertain its exact position. As a result, creatures attempting to strike a leytrae suffer a 20% miss chance. *True seeing* allows an opponent to pinpoint its precision location, but *see invisibility* proves ineffective.

**Skills:** A leytru in shadowy conditions receive a +10 circumstance bonus to Hide checks. Leytru have a +8 racial bonus on Climb checks. A leytru can always choose to take 10 on Climb checks, even if rushed or threatened.

## Mirror Fiend

### Medium Construct

**Hit Dice:** 8d10+20 (64 hp)

**Initiative:** +2

**Speed:** 30 ft. (6 squares)

**Armor Class:** 30 (+2 Dex, +18 natural), touch 12, flat-footed 28

**Base Attack/Grapple:** +6/+11

**Attack:** Rake +11 melee (2d8+5)

**Full Attack:** 2 rakes +11 melee (2d8+5)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Frightful presence

**Special Qualities:** Construct traits, damage reduction 15/bludgeoning and magic, fast healing 10, immunity to magic, symbiosis

A mirror fiend is a faceted, ruby red, crystalline construct, standing roughly 7 feet tall and weighing approximately 350 pounds. It lacks the stiffness of movement most golems exhibit, and very often surprises its foes with the fluidity and precision of its strikes. The mirror fiend is a rare form of golem that is magically bound to a mirror during its creation. The mirror acts as the golem's abode when it is inert, and serves to heal the fiend when it is damaged. The mirror to which the golem is linked is always a grandiose affair of baroque styling and dramatic execution. The golem's presence is not apparent within the mirror until the proper conditions are met for its manifestation. Its creator usually shapes the golem to serve as a guardian, and it is often placed in treasure vaults, spellbook repositories, or other areas of great importance or value. The golem's mirror is simply hung in the desired location, and specific conditions are spoken into it by the creator. These

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

**Abilities:** Str 20, Dex 14, Con —, Int —, Wis 11, Cha 10

**Skills:** —

**Feats:** —

**Environment:** Any

**Organization:** Solitary

**Challenge Rating:** 7

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 9-16 HD (Medium); 17-24 HD (Large)

**Level Adjustment:** —

conditions typically are, "Destroy anyone other than myself whose image reflects upon your surface," although instructions can be much more complex and specific. When its conditions are met, the mirror fiend steps through the mirror's surface, and performs the appropriate command.

### Combat

The mirror fiend is a dangerous combatant. Its bewildering manifestation is enough to leave most opponents more than a little intimidated. The fiend's typical strategy is to focus on offense, letting its resilient frame bear the brunt of any resistance. It tends to stay close to its mirror though, in order to protect it. A mirror fiend focuses on one foe at a time, attacking those closest first. A mirror fiend's natural weapons, as well as any weapons it wields, are treated as magic weapons for the purpose of overcoming damage reduction.

**Frightful Presence (Ex):** When a mirror fiend exits its mirror, it does so suddenly, leaving witnesses shaken. Creatures with fewer Hit Dice than the mirror fiend who witness its appearance must succeed on DC 14 Will saves or become shaken for 2d6 rounds. An opponent that succeeds on the saving throw is immune to that mirror fiend's frightful presence for 24 hours. The save DC is Charisma based.

**Fast Healing (Ex):** The mirror fiend enjoys the benefits of fast healing 10 while it is merged with its mirror. Outside of its mirror, the fiend lacks this ability. This is a mind-affecting fear effect.

**Immunity to Magic (Ex):** A mirror fiend is immune to any spell or spelllike ability that allows spell resistance, with the exception of spells which cause bludgeoning damage or have the force or sonic descriptors. In addition, certain spells function differently against the creature. *Mending* heals the golem of 1d6 points of damage, plus 1 point per level of the caster, and *make whole* acts as a *heal* spell for the mirror fiend.

**Symbiosis (Ex):** The mirror fiend has a symbiotic link with its mirror that allows it to heal its damage. However, this may at times become a liability. The mirror can be attacked as an ordinary object, and it shares its hit points with the golem as if they were one creature. The mirror has AC 2 and hardness 10. The mirror also benefits from the golem's magical immunities. Entering or exiting the mirror is a standard action for the mirror fiend.

## Flora and Fauna

**Lava Tube Caves:** Caves that are carved by molten lava. They usually form on the sides of volcanoes or along gullies and trenches. The top of the lava hardens, insulating the bottom of the lava and allowing it to carve out caves by melting the rock, not by erosion. Lava tubes have carried fluid lavas 50 or more miles from their source. Many lava tubes are close to the surface (less than 20 feet and sometimes less than a foot). Consequently, the upper layers of a lava tube may have tree roots hanging from the ceiling like tinsel or beaded curtains. Depending on the type of lava, the walls and floors may be rough and bumpy with piece of pure aa lava (called clinker floors), or smooth and ropy pahoehoe lava. Lava tubes have their own collection of formations: cupola, lava ball, lava falls, lava roses, runners, shark tooth stalactites, splash stalactites, sunken plunge pools, tubular lava stalactites, upwelling lava, and windows.

**Lava balls:** Lava balls form when pieces of a lava tube's ceiling break off and fall into moving lava. Moved along by a molten river, the lava ball grows in size, similar to a snowball rolling downhill. These lava balls are found stuck to the ceiling, pushed through windows or skylights and deposited on the side, or wedged in tight constrictive passages of the lava tube.

**Lava falls:** Waterfalls of lava found on the lower levels of lava tubes. These molten waterfalls behave like typical waterfalls. The turbulence of the falling lava cuts a deep basin below, forming lava lakes and sunken plunge pools in larger falls. Lava falls can cutback into the supporting rock through thermal erosion, melting away the rock. When the lava flow recedes, it leaves a high-ceiling chamber downstream which marks the lava flow at the height of the falls.

**Lava roses:** A drip formation found on the floor of lava caves. These little roses form when sheets of molten lava drip from the ceiling. The center depresses from continual layers of falling lava sheets, making the center of the roses, while the individually cooling sheets of lava form the petals. Lava roses also form when upwelling lava boils up through the partially solidified floor.

## Construction

Thousands of handcut crystal shards worth 10,000 gp must be fitted to construct the body of the golem, and a Large mirror of masterwork quality is needed for the golem's abode. The mirror's value must be at least 1,000 gp and it must be at least 8 feet in height and 4 feet in breadth. The spellcaster or another worker must craft the body and mirror, requiring a DC 25 Craft (gemcutting) check and a DC 25 Craft (glassblowing) check, respectively. The creator also must supply half a pint of his own blood to animate the golem, giving the mirror fiend its sanguine appearance. After the body and mirror are complete, the mirror fiend is animated through an extended magical ritual that requires a specially prepared laboratory or workroom, similar to an alchemist's laboratory and costing 500 gp to establish. The cost to create listed below includes the cost of the physical body and all the materials and spell components that are consumed or become a permanent part of the mirror fiend. A mirror fiend with more than 8 Hit Dice can be created, but each additional Hit Die adds 5,000 gp to the market price, and the price increases by 20,000 gp if the creature's size increases to Large, modifying the cost to create accordingly. CL 14th; Craft Construct, *fabricate, limited wish, mirror image, stonemason*, caster must be at least 14th level; Price 30,000 gp; Cost 20,625 gp + 1,050 XP.

# Morph

## Large Aberration

**Hit Dice:** 12d8+36 (90 hp)

**Initiative:** +0

**Speed:** 60 ft. (12 squares)

**Armor Class:** 18 (-1 size, +9 natural), touch 9, flat-footed 18

**Base Attack/Grapple:** +9/+17

**Attack:** Appendage +12 melee (1d8+4)

**Full Attack:** Appendage +12 melee (1d8+4) additional (see below) appendages +10 melee (1d8+4)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Multiple natural weapons

**Special Qualities:** Immunity to polymorphing, resistance to cold 15, vulnerability to fire, shape control

**Saves:** Fort +7, Ref +4, Will +13

**Abilities:** Str 18, Dex 10, Con 16, Int 9, Wis 20, Cha 5

**Skills:** Escape Artist +11, Hide -1, Listen +8, Move Silently +3, Spot +8

**Feats:** Blind-Fight, Cleave, Power Attack, Great Cleave, Multiattack

**Environment:** Any land and underground

**Organization:** Solitary

**Challenge Rating:** 7

**Treasure:** Double standard

**Alignment:** Always neutral evil

**Advancement:** 13-24 HD (Large); 25-36 HD (Huge)

**Level Adjustment:** —

The morph is little more than pinkish-gray muscles stretched along the collection of bones that form this hideous skeletal creature. Despite its misshapen appearance, the bizarre skeleton moves at an incredible rate.

## Combat

A morph is a seemingly random collection of monstrous, bestial, and humanoid skulls; club-like limbs; claws; dagger-like ribs; and so forth. The creature can bear amulets, jewelry, or bits of clothing or armor left over from past victims, and might even use them to entice curious adventurers.

**Multiple Natural Weapons (Ex):** In the first round of combat, a morph will have 1d4 random bony appendages. It can make a full attack with all of these appendages with a +10 attack bonus, and can make a standard attack with any of these. An appendage juts out from the body and can take the form of a set of jaws, a claw, a bony club (slam), or a horn (gore). In every round after the first, a morph produces another appendage, up to a maximum number equal to its Hit Dice. Each weapon's attack bonus and damage is the same regardless of what type of damage it inflicts.

**Shape Control (Ex):** Up to once per round as a free action, a morph may alter its shape with a successful DC 20 Escape Artist check in order to take the best advantage of the surrounding terrain. For example, this might allow it to pass through small tunnels or expand outward to fill a cave mouth. This effectively permits the morph to act as if it were up to two sizes smaller or larger than its actual size—whatever size is most beneficial at any given moment—though no actual numeric or combat benefits are gained. Thus, a morph may move through small spaces as if it were Small, or it might gain the 20 feet by 20 feet statistic of a Gargantuan creature if it were useful. However, it does not gain the AC and attack modifiers or the reach benefits commensurate with these sizes.

**Immunity to polymorphing (Ex):** Because of their physical control, morphs are immune to polymorphing effects.

**Skills:** Morphs receive a +8 racial bonus on Escape Artist checks.

# Silent Reaper

## Medium Aberration

**Hit Dice:** 6d8 + 30 (57 hp)

**Initiative:** +8

**Speed:** 30 ft. (6 squares)

**Armor Class:** 19 (+4 Dex, +5 natural), touch 14, flat-footed 15

**Base Attack/Grapple:** +4/+8

**Attack:** Arm +8 melee (2d4+4/18-20/x4)

**Full Attack:** 2 arms +8 melee (2d4+4/18-20/x4)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Keen strike

**Special Qualities:** Blindsight 120 ft., light sensitivity, necrophage, spell-like abilities

**Saves:** Fort +7, Ref +6, Will +6

**Abilities:** Str 18, Dex 19, Con 20, Int 13, Wis 12, Cha 12

**Skills:** Hide +13, Move Silently +10, Search +7, Spot +5, Survival +7 (+9 follow tracks)

**Feats:** Combat Reflexes, Improved Initiative, Stealthy

**Environment:** Underground

**Organization:** Solitary or cabal (1-3)

**Challenge Rating:** 7

**Treasure:** No coins, 50% goods, 50% items

**Alignment:** Usually neutral

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

**Level Adjustment:** —

The silent reaper stalks the subterranean realms of the dead, voraciously feeding on the memories of the unfortunate souls eternally slumbering within its solemn confines. Frequently found in active catacombs, reapers rely upon their ability to pass through earth and stone to remain unseen as the living pay their respects to their departed loved ones and wait to devour the deceased's recollections.

The reaper is a black amalgamation of human and insect anatomy. Standing at 5 1/2 feet and 140 pounds, the reaper has a man's upper torso and an insect's abdomen with four thin, chitinous legs. Two folded and wickedly curved scythe-like limbs protrude from its chest. A misshapen stump devoid of eyes, ears, or any other discernible sensory apparatuses sits atop the torso, and a necklace of shrunken heads from past victims adorns its neck or waist. Silent reapers understand Common, but can speak and understand any language known by a head attached to its neck stump. (See necrophage.)

## Combat

Commensurate with its name, the silent reaper relies upon stealth to attack and kill its prey. The creature attacks with its immense scything limbs, and frequently deals substantial damage in only a few swings. After quietly and silently slaying its foe, the reaper removes the victim's head and escapes through the earth. Always preoccupied with self-preservation, the craven aberration flees if met by a superior foe.

**Keen Strike (Ex):** The silent reaper's limbs deal the damage of a scythe but score a critical threat on 18-20. In addition, a reaper slaying a victim with a critical hit decapitates the creature unless it succeeds on a DC 18 Fortitude save. The save is Constitution-based.

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

**Necrophage (Su):** The silent reaper employs this macabre power to feast upon the memories of dead sentient beings. Creatures possessing more HD than the silent reaper receive a DC 14 Will save to prevent the ravenous thief from stealing his mental images and personal mementos. The reaper only receives one opportunity to perform this grim task on any individual head that it remains in physical contact with for at least one minute per level or HD of the intended target. If it fails in its initial attempt, the reaper cannot partake in its intangible meal. Devouring a victim's memories grants the reaper a +1 bonus to Intelligence and bonus skill points equal to the victim's HD. The creature prefer skills that aid in future feeding, such as Hide, Move Silently, Search, Spot, and other abilities of a similar vein.

The bonuses acquired through this ability are temporary, lasting one hour per HD of the victim. In addition to the aforementioned bonuses, the reaper also acquires access to specific memories as if it cast *speak with dead* at 6th level. Consuming the creature's memories in this manner causes its skull to contract, reducing it to one-tenth its original size. As a final insult to its prey, the reaper can affix the creature's head to its neck stump, allowing it to converse in any language spoken by the decedent. This function expires at the same time as the temporary bonuses expire. Intelligence and skill point bonuses acquired from multiple creatures stack.

**Spell-Like abilities (Sp):** At will—*silence*, /always centered on the silent reaper), 3/day—*passwall*. Caster level 6th.



# Trapper

## Huge Aberration

**Hit Dice:** 12d8+48 (102 hp)

**Initiative:** +5

**Speed:** 10 ft. (2 squares)

**Armor Class:** 16 (-2 size, +1 Dex, +7 natural), touch 9, flat-footed 15

**Base Attack/Grapple:** +9/+27

**Attack:** Slam +17 melee (2d4+15)

**Full Attack:** Slam +17 melee (2d4+15)

**Space/Reach:** 15 ft./10 ft.

**Special Attacks:** Improved grab, smother

**Special Qualities:** Darkvision 60 ft., immunity to cold and fire

**Saves:** Fort +8 Ref +5 Will +10

**Abilities:** Str 30, Dex 12, Con 19, Int 14, Wis 15, Cha 14

**Skills:** Climb +20, Hide +17\*, Listen +14, Move Silently +14, Search +11, Spot +14

**Feats:** Alertness, Blind-Fight, Improved Initiative, Power Attack, Stealthy

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 7

**Treasure:** Standard

**Alignment:** Always neutral

**Advancement:** 13-24 HD (Huge); 25-36 HD (Gargantuan)

**Level Adjustment:** —

The trapper is able to mimic the appearance of the floor of a building, dungeon, or other structure. By manipulating its body structure while covering the floor, it can form a box that resembles a small trunk or chest.

## Combat

A trapper will wait until its prey is almost centered on its body (usually near the trunk or chest they form to lure prey in) before it strikes. A trapper attacks by folding and wrapping its body around its prey and smothering and squeezing until either it or its opponent is dead.

**Improved Grab (Ex):** To use this ability, a trapper must hit with its 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 smother.

**Smother (Ex):** A trapper can wrap itself around grappled prey. The round following the

initial successful grapple, a victim must either hold her breath or begin to suffocate. A grappled creature also takes slam damage each round the hold is maintained. A victim can escape the trapper's hold by making a DC 26 Escape Artist check or a DC 30 Strength check. The check DCs are Strength-based, and the Escape Artist DC includes a +4 racial bonus. While engulfed, a creature can only attack by using a light slashing or piercing weapon, and then only if the weapon was in hand when the creature was first enveloped. Damage inflicted on a trapper by other creatures while it encompasses a victim causes an equal amount of damage to the victim. Blunt weapons deal full damage to the victim but do not harm the trapper.

**Skills:** A trapper has a +12 racial bonus on Hide checks. \*When a trapper changes color to appear as stone, the Hide bonus increases to +16.

# Twilight Mushrooms

## Hazard (CR 7)

Twilight mushrooms appear as purplish-black mushrooms about 4 to 6 inches in height. They grow in patches of 5-10 mushrooms and are only found in damp, dark underground areas. Twilight mushrooms have tremorsense out to 60 feet, and burst forth a cloud of noxious and choking dust when a living creature comes within 10 feet. All those 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 1d6 points of Constitution damage. Even if either (or both) saves succeed, the affected creature is stunned for 2d4 rounds from fits of choking and coughing. Sunlight renders twilight mushrooms dormant, and cold instantly destroys them.

# Wailhaunt

## Large Elemental (Air, Earth, Extraplanar)

**Hit Dice:** 7d8+14 (45 hp)

**Initiative:** +3

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

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

**Base Attack/Grapple:** +5/+13

**Attack:** Claw +8 melee (2d4+4 plus elemental disjunction)

**Full Attack:** 2 claws +8 melee (2d4+4 plus elemental disjunction) and 2 wing slams +3 melee (1d6+2)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Elemental disjunction

Formed amid the caress of earth and the howl of air, wailhaunts are elemental spirits forever in motion. Wailhaunts resemble enormous spectral bats with birdlike talons and humanoid faces. Their bodies are shimmering and translucent, almost gossamer for all their strength. Each glows with a colored aura that dims when the wailhaunt is injured. Their fronts are covered in taut skin over visible bone, but their backs bear scattered feathers and jewels. Depending on their place of origin, wailhaunts' heads have more or less bestial features—many resemble beautiful humans or elves, while others have traits of bats, birds, or worms. Wailhaunts move swiftly and gracefully, flipping and twirling in the air as easily as they charge forward. As they fly, the air hisses and roars and howls around them, the sound changing according to their moods and personalities.

Wailhaunt flocks fly through deep canyons and enormous underground caverns—places where air flows through canals of earth. They take sustenance from these flights, and only rarely leave their homes. According to wailhaunt myth, the first of their race were the unwanted progeny of powerful air and earth elementals, but now wailhaunts seem to spring to life spontaneously: every few decades, a flock will gather in a place where winds are particularly violent, and adopt a wailhaunt who flashes into existence. Wailhaunts usually die after a few centuries when they are caught in a place without wind, but their maximum life span is unknown.

Wailhaunts speak Auran and Terran, in voices accompanied by—and sometimes indistinguishable from—the sounds of wind.

## Combat

Wailhaunts try to stay out of reach of their opponents, swooping down, raking with their claws, and then flying away again. Most wailhaunts flee

**Special Qualities:** Damage reduction 10/magic, darkvision 60 ft., elemental traits, immunity to acid, electricity, and sonic, many voices, vulnerability to silence

**Saves:** Fort +7, Ref+10, Will +3

**Abilities:** Str 18, Dex 17, Con 14, Int 12, Wis 13, Cha 16

**Skills:** Craft (any one) +8, Listen +8, Move Silently +12, Spot +8

**Feats:** Flyby Attack, Lightning Reflexes, Wingover

**Environment:** Elemental planes of Air and Earth

**Organization:** Solitary or flock (4-12)

**Challenge Rating:** 7

**Treasure:** Standard coins; double goods (gems only); standard items

**Alignment:** Usually chaotic neutral

**Advancement:** 8-14 HD (Large); 15-21 HD (Huge); 22-28 HD (Gargantuan)

**Level Adjustment:** —

if hard-pressed, sometimes preparing an ambush elsewhere to try to gain an advantage. A wailhaunt's natural weapons, as well as any weapons it wields, are treated as magic weapons for the purpose of overcoming damage reduction.

**Elemental Disjunction (Su):** A creature hit by a wailhaunt's claw attack must succeed on a DC 16 Fortitude save or have its ability to interact with the elements interfered with, becoming separated from either air or earth (50% chance) for 2d4 rounds. The save DC is Charisma-based. A dispel magic spell targeting the affected creature ends the effect prematurely. A creature cannot be disjoined from its own subtype, instead suffering 2d8 points of damage.

**Air:** The creature is unable to interact with air and cannot breathe. The creature must make a DC 10 Constitution check. The save must be repeated each round, with the DC increasing by +1 for each previous success. When the creature fails one of these Constitution checks, it begins to suffocate. In the first round, it falls unconscious (0 hp). In the following round, it drops to -1 hit points and is dying. In the third round, it suffocates. In addition, the creature cannot make noise, as if affected by a *silence* spell.

**Earth:** The creature and its equipment become ethereal (as an *ethereal jaunt* spell), unable to interact with material objects.

**Many Voices (Ex):** A character must succeed on a DC 15 Listen check to distinguish wailhaunt voices from their windy background. One successful check allows a character to understand any number of wailhaunts during a given encounter.

**Vulnerability to Silence (Ex):** A wailhaunt affected by a *silence* spell cannot fly.

# Bolrow

## Large Magical Beast

**Hit Dice:** 12d10+72 (138 hp)

**Initiative:** +0

**Speed:** 30 ft. (6 squares)

**Armor Class:** 21 (-1 size, +12 natural), touch 8, flat-footed 21

**Base Attack/Grapple:** +12/+23

**Attack:** Claw +18 melee (1d6+7)

**Full Attack:** 2 claws +18 melee (1d6+7)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Follow-up

**Special Qualities:** Blindsight 120 ft., cadaverous healing, darkvision 60 ft., low-light vision

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

**Abilities:** Str 25, Dex 10, Con 23, Int 2, Wis 12, Cha 10

**Skills:** Listen +26

**Feats:** Awesome Blow, Cleave, Diehard, Improved Bull Rush, Power Attack

**Environment:** Underground

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

**Challenge Rating:** 8

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 13-24 HD (Large); 25-36 HD (Huge)

**Level Adjustment:** —

Bolrows are large brutes of the underground, growing up to 10 feet tall. They have thick, powerful bodies covered by a thick, dark gray hide. They have a huge head with virtually no neck, no eyes, a gaping mouth full of serrated teeth, and a chin spike. Having lost their sight long ago, bolrows use their hearing and keen nose to locate their prey.

## Combat

**Follow-Up (Ex):** A bolrow has more than one type of natural weapon, but its short neck prevents the creature from using them effectively in combat. A bolrow can use its claws to bat an opponent up near its face, where it can make additional attacks. If a bolrow successfully hits an opponent with one claw attack, it can make an attack with its chin spike

(+13 melee, damage 3d4+3) or if it successfully hits with both claw attacks, it can make an bite attack (+13 melee, damage 2d8+3). A bolrow cannot make both a bite and chin spike attack in the same round.

**Blindsight (Ex):** Bolrows can ascertain prey by scent and vibration within 120 feet.

**Cadaverous Healing (Ex):** A bolrow has the uncanny ability to recover from mortal wounds. When a bolrow begins its turn with negative hit points, it begins healing at a rate of 5 hit points per round, until it has more than 0 hit points. When a bolrow reaches -10 hit points, it falls to the ground, as if dead. A bolrow does not truly die until it reaches -30 hit points.

**Skills:** A bolrow has a +10 racial bonus on Listen checks.

## Flora and Fauna

**Dead Man's Eyes:** Its grisly diet and enigmatic nature attach strong stigmas to this extremely rare fungus, but the mushroom's astounding ability to restore sight commands a very hefty price on the open market. Squeezing the mushroom's juice into the eyes of a magically or naturally blinded creature immediately grants them another Fortitude save (DC same as blinding effect, 15 if none) to regain his sight with a +4 circumstance bonus. Alternatively, the fungus also bestows preventive properties, giving the creature a +2 circumstance bonus to all magical or normal attacks directed against his vision. This includes spells such as blindness and color spray, but it does not include gaze attacks. The aforementioned bonus lasts for 1 hour. The fungus' remarkable abilities are only effective while- the mushroom retains any moisture. Mushrooms found naturally retain their restorative and preventive properties for 3d4 days, while a mushroom purchased on the open market only remains viable for 2d3 days and costs 200 gp.

# Burrower

## Huge Magical Beast (Earth)

**Hit Dice:** 10d10+43 (98 hp)

**Initiative:** +0

**Speed:** 20 ft. (4 squares), burrow 20 ft. (4 squares)

**Armor Class:** 17 (-2 size, +9 natural), touch 8, flat-footed 17

**Base Attack/Grapple:** +10/+26

**Attack:** Slam +16 melee (1d8+8)

**Full Attack:** 2 slams +16 melee (1d8+8)

**Space/Reach:** 15 ft./10 ft.

**Special Attacks:** Purge, trample 1d8+12

**Special Qualities:** Darkvision 60 ft., light blindness, low-light vision, vulnerability to fire

Residents of the underground, burrowers are bloated quadrupeds that feed on rocks and soil. Weighing nearly 2 tons and standing up to 14 feet high at the shoulder, a burrower is almost always on the move, its hulking frame lumbering through the dark. It has a thick gray hide layered with folds of corpulent skin, giving it a wrinkled and gluttonous appearance. Two large black eyes glisten like drops of oil upon its large round face, and its highly developed nostrils guide it to rare minerals. A burrower's oval, concave mouth is filled with hundreds of rounded yellow teeth designed to grind the stones it eats into gravel. Twelve separate stomachs aid it in digestion, and allow the monster to process virtually any material. A dead burrower often has a valuable array of minerals and gems mixed in with the rest of its stomach contents.

When at rest, burrowers sleep lightly. Though their size and thick skin make them difficult targets for most predators, burrowers are intensely greedy creatures, viewing trespassers in their domains as competition. Soil and rock are their sole source of food, and burrowers stop at nothing to protect their meals. They are loners, seeking out others of their kind only to mate on rare occasions.

Deep in the earth, burrowers are attracted not only by the scent of minerals, but also by flashes of light. Phosphorescent moss, torchlight, and displays of magic can all lure in a burrower, or bring one upon a band of adventurers.

**Saves:** Fort +11, Ref +7, Will +4

**Abilities:** Str 26, Dex 11, Con 19, Int 3, Wis 8, Cha 10

**Skills:** Listen +4, Spot +4, Survival +2

**Feats:** Cleave, Iron Will, Power Attack, Toughness

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 8

**Treasure:** 1/10th coins; 25% goods (gems only); no items

**Alignment:** Always neutral

**Advancement:** 11-20 HD (Huge); 21-30 HD (Gargantuan)

**Level Adjustment:** —

## Combat

Burrowers begin combat with all but the weakest creatures by spraying their cones of debris. They then proceed to charge their opponents, trampling them and attacking with their forelimbs. Burrowers exposed to fire usually take at least 1 round before realizing the extent of the danger and fleeing.

**Purge (Ex):** Three times per day as a standard action, but no more than once every 4 rounds, a burrower can expel rock, mud, and bile in a 50-foot cone, dealing 8d8 points of damage to creatures in the area (Reflex DC 19 half). Living creatures that fail their saves are tormented by itching skin and burning eyes for 3 rounds, and suffer a -4 penalty to AC and a -2 penalty on attack rolls. An itching creature that takes a full-round action to clean itself ends the penalties early. The save DC is Constitution-based.

**Trample (Ex):** Reflex DC 23 half. The save DC is Strength-based.

**Light Blindness (Ex):** Abrupt exposure to bright light (such as sunlight or a *daylight* spell) blinds burrowers for 1 round. On subsequent rounds, they are dazzled as long as they remain in the affected area.

## Adventure Ideas

Multiple burrowers have been causing earthquakes around a major city. The PCs are asked to go underground and investigate, and they learn from other underground creatures that the burrowers are fleeing from tunnels to the south. The cause is a group of fire giants who have been expanding their sub-volcanic stronghold, releasing streams of magma into burrower tunnels.

# Chamber Worm

## Huge Vermin

**Hit Dice:** 15d8+30 (97 hp)

**Initiative:** +0

**Speed:** 40 ft. (8 squares)

**Armor Class:** 11 (-2 size, +3 natural), touch 8, flat-footed 11

**Base Attack/Grapple:** +11/+26

**Attack:** Bite +16 melee (2d8+10)

**Full Attack:** Bite +16 melee (2d8+10)

**Space/Reach:** 15 ft/10 ft

**Special Attacks:** Improved grab

**Special Qualities:** Blindsight 30 ft., light sensitivity, vermin traits

**Saves:** Fort+11, Ref+5, Will+4

**Abilities:** Str 24, Dex 10, Con 15, Int —, Wis 8, Cha 4

**Skills:** Hide+0\*, Listen+11

**Feats:** —

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 8

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

**Alignment:** Always neutral

**Advancement:** 16-30 HD (Huge); 31-45 HD (Gargantuan)

**Level Adjustment:** —

This pallid eyeless worm-like creature is well over 15 feet long, with a huge set of scythe-like mandibles flanking its mouth.

## Combat

The chamber worm squeezes into a long, narrow fissure or tunnel, coiling itself like a giant spring. It remains still in its fissure far from any sources of light, and detects approaching victims by changes in air pressure and vibration. It is not an intelligent predator, and once it locks its mandibles around a victim, it tries to drag the target inside its hole whether the prey fits or not. The mandibles saw continuously at the victim, inflicting deep, jagged wounds until the worm can be persuaded to let go. Piles of refuse — bits of clothing, armor, and equipment—found in mounds around a particular hole are often a dead giveaway that a chamber worm awaits inside.

**Improved Grab (Ex):** To use this ability, the chamber worm must hit an opponent of up to Large size with its bite 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 deals bite damage each round the hold is maintained.

**Blindsight (Ex):** A chamber worm can sense creatures within 30 feet by means of minute changes in vibration, temperature, and air pressure.

**Light Sensitivity (Ex):** Abrupt exposure to bright light (such as sunlight or a *daylight* spell) effectively blinds a chamber worm for 1 round, overloading its sense receptors. It must also succeed on a DC 18 Will save or retreat immediately to the deepest recesses of its lair, dropping any victim currently trapped in its mandibles. In addition, it suffers a -1 circumstance penalty to all attack rolls, saves, and checks while operating in bright light.

**Skills:** Chamber worms receive a +12 racial bonus on Listen checks. \*Due to its coloration, a chamber worm that remains motionless receives a +16 racial bonus on Hide checks in darkened or subterranean settings.

# Gloom Crawler

## Huge Magical Beast

**Hit Dice:** 10d10+30 (85 hp)

**Initiative:** +6

**Speed:** 20 ft. (4 squares), swim 20 ft. (4 squares)

**Armor Class:** 18 (-2 size, +2 Dex, +8 natural), touch 10, flat-footed 16

**Base Attack/Grapple:** +10/+25

**Attack:** Tentacle +16 melee (1d6+7)

**Full Attack:** 10 tentacles +16 melee (1d6+7) and bite +11 melee (2d8+3)

**Space/Reach:** 15 ft./10 ft. (30 ft. with tentacle)

**Special Attacks:** Constrict 1d6+7, improved grab

**Special Qualities:** All-around vision, darkvision 60 ft., low-light vision, tremorsense 60 ft., vulnerability to sunlight

**Saves:** Fort+10, Ref+9, Will+4

**Abilities:** Str 24, Dex 14, Con 16, Int 4, Wis 12, Cha 2

**Skills:** Listen +10, Search +1, Spot +13

**Feats:** Alertness, Improved Initiative, Weapon Focus (bite), Weapon Focus (tentacle)

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 8

**Treasure:** Standard

**Alignment:** Always neutral

**Advancement:** 11-20 HD (Huge); 21-30 HD (Gargantuan)

**Level Adjustment:** —

The gloom crawler is a solitary creature resembling a giant squid with blackened skin and a large mass of writhing squid-like tentacles. It is about 5 times the length of an average human. At the end of each tentacle is a small, round, lidless eye with a stark blue pupil. A gloom crawler makes its lair in underground caves, dungeons, and other such subterranean complexes far away from the daylight of the surface world and spends most of its time dormant, waking every so often to eat.

The gloom crawler moves along its underground world using the suction cups on its tentacles to pull itself along. The creature's "tentacle eye" allows it to see in any direction at any time if it wishes.

Gloom crawlers are omnivorous creatures sustaining themselves on a diet of subterranean plants, mosses, rodents, and other subterranean fauna. They do not, however, turn down the chance for a larger meal such as that offered by a foolhardy adventurer that stumbles into a gloom crawler lair. The gloom crawler's body and tentacles are rough to the touch and glossy and inky black in color fading to a dull black on the underside of the tentacles. It has a large hooked beak that it uses to bite a foe and tear its flesh.

Although adopted for cave living, gloom crawlers are capable swimmers and can hold their breath for up to 20 minutes.

## Combat

Gloomcrawlers bring as many tentacles to bear on a foe as it can. If it grabs a foe, it hangs on and constricts while fighting off other opponents.

A held foe is pulled in close so the gloom crawler can bite with its beak. A gloom crawler can bring up to five tentacles to bear on a single 5-foot space.

**Constrict (Ex):** A gloom crawler deals 1d6+7 points of damage with a successful grapple check.

**Improved Grab (Ex):** To use this ability, a gloom crawler must hit an opponent of any size with a tentacle attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

**All-Around Vision (Ex):** Each of the gloom crawler's tentacles has a single small eye near the tip. This grants the gloom crawler a +4 racial bonus to Search and Spot checks and it cannot be flanked.

**Tremorsense (Ex):** A gloom crawler can automatically detect the location of anything within 60 feet that is in contact with the ground.

**Vulnerability to Sunlight (Ex):** A gloom crawler is highly susceptible to natural sunlight (not merely a *daylight* spell), and takes 2 points of Constitution damage each round it remains in the area. While operating in natural sunlight, it can only take a single move action or attack action each round.

**Skills:** A gloom crawler 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.



# Grimvole, Grim Master

## Large Magical Beast

**Hit Dice:** 14d10+98 (175 hp)

**Initiative:** +3

**Speed:** 30 ft. (6 squares), burrow 15 ft. (3 squares), swim 30 ft. (6 squares)

**Armor Class:** 12 (-1 size, -1 Dex, +4 natural), touch 8, flat-footed 12

**Base Attack/Grapple:** +14/+22

**Attack:** Claw +17 melee (2d6+4)

**Full Attack:** 3 claws +17 melee (2d6+4)

**Space/Reach:** 10 ft/5 ft.

**Special Attacks:** Debilitating aura, nervelash

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

**Saves:** Fort +16, Ref +8, Will +9

**Abilities:** Str 18, Dex 8, Con 24, Int 9, Wis 16, Cha 9

**Skills:** Hide +1, Listen +8, Move Silently +5, Swim +12

**Feats:** Ability Focus (debilitating aura), Ability Focus (nervelash), Improved Initiative, Improved Natural Attack (claw), Iron Will

**Environment:** Underground

**Organization:** Solitary, clutch (1 plus 2-8 grimvoles), or death squad (1 plus 2-8 ogre zombies)

**Challenge Rating:** 8

**Treasure:** None

**Alignment:** Usually neutral evil

**Advancement:** 15-28 HD (Large)

**Level Adjustment:** —

Rare mutations of grimvoles (page 52) grow rapidly to the size of small elephants over the course of years. Many are also more intelligent than their ordinary brethren, and learn to communicate with other creatures in halting common. Grim masters often have a strong disdain for other beings, particularly those affected by their auras. They may take on undead servants, and assault anyone who enters their underground homes.

Grimvoles masters are tunneling mammals that emanate fields of debilitating energy. Average grimvole masters are around 11 feet long and weigh between 500 and 900 pounds. They have furry bodies with three densely-muscled forelimbs and a pair of thick, serpentine tails it uses to help push itself forward. It is covered in dense brown and yellow fur that helps it slide smoothly over earth and stones. Its skin is pale yellow, and its face is narrow with small eyes and long whiskers. Grimvoles are quick and agile, sweeping across the ground with confident movements.

A grimvole master's debilitating aura extends through rock, earth, and water. Many miners have learned to recognize sudden and extreme fatigue as a sign that a grimvole warren is nearby, and some mines have been closed due to grimvole infestations.

## Combat

Grim masters rush their enemies, bringing them into range of their auras. They use their nervelashes liberally, crippling any foes too distant or strong to be killed by their claws.

**Debilitating Aura (Su):** A grimvole master constantly radiates a field of debilitating energy in a 15-foot radius. Any creature inside the field other than another grimvole must succeed on a DC 26 Fortitude save each round or be exhausted so long as it remains in the field. The effect wears off of a creature 1d4 rounds after the grimvole master dies or the creature leaves the area of effect. Its debilitating aura is a necromantic effect. The save DC is Constitution-based.

**Nervelash (Su):** Three times per day, the grimvole master can focus its debilitating aura at a single opponent within 20 feet, making a knifelike strike at the victim's nervous system. The opponent must succeed on a DC 26 Fortitude save or suffer 1d8 points of Constitution damage. A grimvole master's nervelash is a necromantic effect, and creatures immune to necromantic effects or not subject to critical hits are immune to nervelash. The save DC is Constitution-based and includes the grimvole master's Ability Focus feat.

**Immunities (Ex):** Grimvole masters are immune to death, charm, and compulsion effects. They are not subject to ability drain or energy drain.

**Skills:** A grim master 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.

# Gutwrench

## Large Aberration

**Hit Dice:** 9d8+45 (85 hp)

**Initiative:** +4

**Speed:** 40 ft. (8 squares)

**Armor Class:** 14 (-1 size, +5 natural), touch 9, flat-footed 14

**Base Attack/Grapple:** +6/+20

**Attack:** Slam +15 melee (1d8+15 plus 1d6 acid)

**Full Attack:** Slam +15 melee (1d8+15 plus 1d6 acid)

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Acid, digest, pinning rush

**Special Qualities:** Blindsight 60 ft., resistance to acid 25, scent

**Saves:** Fort +10, Ref +3, Will +5

**Abilities:** Str 30, Dex 10, Con 20, Int 2, Wis 8, Cha 3

**Skills:** Listen +3, Move Silently +4, Spot +3  
**Feats:** Great Fortitude, Improved Bull Rush, Improved Initiative, Power Attack

**Environment:** Underground

**Organization:** Solitary, pair, or gaggle (3-6)

**Challenge Rating:** 8

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 10-18 HD (Large); 19-27 HD (Huge); 28-36 HD (Gargantuan)

**Level Adjustment:** —

The foul gutwrench is the result of a magical experiment gone horribly wrong. It has the size and strength of a rhinoceros, excepting that it is built inside out, with a thick, pulsating, oozy mass of bone and stomach lining making up the outside of the beast. This mass is set atop three muscular bestial legs, allowing it to move rapidly in any direction.

## Combat

The gutwrench tracks down its prey by scent in corridors and caverns. It initiates combat by charging at its quarry and smashing it against a wall. The gutwrench then continues to press against its victim until he is digested by its stomach acid. If it is attacked in a more open area, it slams its mass into its opponents, lacerating them against its protruding bones and dissolving their bodies with its enzymes.

**Acid (Ex):** The surface of the gutwrench is covered with digestive stomach acid. This acid dissolves only organic material. Leather or wooden armor or clothing dissolves and becomes useless immediately when its wearer takes acid damage unless it succeeds on a DC 19 Reflex save. A wooden weapon that strikes a gutwrench also dissolves immediately unless it succeeds on a DC 19 Reflex save, and creatures striking a gutwrench

with unarmed strikes or natural weapons suffer 1d6 points of acid damage per hit. The save DCs are Constitution based.

**Digest (Ex):** A creature pinned by a gutwrench automatically suffers 4d6 points of acid damage after each full round spent pinned.

**Pinning Rush (Ex):** If a gutwrench successfully bull rushes a creature and pushes it against a wall or other barrier, it deals normal slam damage and has a chance of pinning the creature. The creature must succeed on a DC 24 Reflex save, or the gutwrench moves into the creature's space and is considered to be grappling the creature. The creature begins the grapple pinned. If the save is successful, the gutwrench still moves against the wall, but its opponent takes a 5-foot step into an adjacent square. (If there are no nearby open squares, the save automatically fails.) The save DC is Strength-based.

**Blindsight (Ex):** The gutwrench sees with its senses of taste and smell with a range of 60 feet. Beyond that range, it is considered blinded. A gutwrench is invulnerable to gaze attacks, visual effects of spells such as illusions, and other attack forms that rely on sight. Since it has no clear front or back and sees in all directions at all times, the gutwrench cannot be flanked.

# Marloc

## Large Aberration

**Hit Dice:** 10d8+50 (95 hp)

**Initiative:** +3

**Speed:** 60 ft. (12 squares), burrow 30 ft. (6 squares)

**Armor Class:** 22 (-1 size, +3 Dex, +10 natural), touch 12, flat-footed 19

**Base Attack/Grapple:** +7/+16

**Attack:** Tool +11 melee (1d8+5)

**Full Attack:** 4 tools +11 melee (1d8+5)

**Space/Reach:** 10 ft./10 ft. (15ft. with tools)

**Special Attacks:** Cooperation, rage

**Special Qualities:** Darkvision 60 ft., telepathic link

**Saves:** Fort +10, Ref +6, Will +10

**Abilities:** Str 20, Dex 16, Con 20, Int 16,

Wis 16, Cha 10

**Skills:** Craft (any) +13, Knowledge (architecture and engineering) +16, Profession (miner) +19, Listen +16, Search +13 (+15 secret doors), Spot +13, Survival +3 (+5 following tracks)

**Feats:** Alertness, Great Fortitude, Endurance, Skill Focus (Profession [miner])

**Environment:** Underground

**Organization:** Colony (2-20)

**Challenge Rating:** 8

**Treasure:** Double standard

**Alignment:** Usually lawful neutral

**Advancement:** 11-20 HD (Large); 21-30 (Huge)

**Level Adjustment:** —

Marlocs are the tinkers of the subterranean realm. Their upper torso is humanoid with 4 arms ending in tool-like appendages, whirling furiously on the project at hand. Their lower half is like an insect's carapace, mobile due to 5 sets of short legs. Although their bodies are an odd mix of metal and flesh, there is definitely intelligent life behind those glowing yellow eyes.

Marlocs are the result of an unusual mining accident. Created as drilling and mining machines, the original pair of marlocs delved deep, unleashing strange creatures that breathed life into their mechanical forms. Fearing enslavement the pair escaped and mated, forming the first marloc colony ages ago.

Marlocs are social creatures that prefer the company of their own kind. They are always engaging in some sort of work, from building vast bridges to widening tunnels. Other subterranean races often contract marlocs to build their structures.

## Combat

Marlocs are not pugnacious creatures. Their communal desire is creating structure, and they use their tools and intellect to that aim foremost. But marlocs have a nasty temper, especially where their architectural creations and buildings are concerned. Their tool-like appendages become deadly weapons, their cooperative spirit turns into mob tactics, and their tinkering pride turns to rage.

**Cooperation (Ex):** When marlocs congregate, they work better together than alone. If two marlocs flank the same opponent, they have a +4 flanking bonus on attacks instead of the usual +2.

**Rage (Ex):** Once per day, a marloc can fly into a berserk rage for 10 rounds. It gains +4 Strength, +4 Constitution, and -2 AC. This ability functions as the barbarian's rage class ability.

**Telepathic Link (Sp):** All marlocs can communicate with each other through telepathy, at a range of 200 feet.

# Ossecap

## Huge Magical Beast

**Hit Dice:** 12d10+72 (138 hp)

**Initiative:** +0

**Speed:** 40 ft. (8 squares)

**Armor Class:** 19 (-2 size, +11 natural), touch 8, flat-footed 19

**Base Attack/Grapple:** +12/+29

**Attack:** Bite +19 melee (2d6+9)

**Full Attack:** Bite +19 melee (2d6+9) and 2 claws +14 melee (2d4+4)

**Space/Reach:** 15 ft./10 ft.

**Special Attacks:** Roar, trample 2d8+13

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

**Saves:** Fort +16, Ref +8, Will +5

**Abilities:** Str 29, Dex 10, Con 22, Int 1, Wis 9, Cha 5

**Skills:** Listen +7, Spot +3, Survival +2

**Feats:** Endurance, Great Fortitude, Iron Will, Power Attack, Run

**Environment:** Underground

**Organization:** Solitary or pair

**Challenge Rating:** 8

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 13-24 HD (Huge)

**Level Adjustment:** —

Ossecaps are massive beasts that live deep underground and terrorize all creatures they encounter. Ossecaps are quadrupeds, averaging 18 feet high, 25 feet long, and weighing over 5 tons. Their leathery scales range from deep crimson to dusty brown, and along their backs grow a series of green horns, each over 3 feet long. These horns continue along their short tails. Ossecaps' small yellow eyes are set above wide maws full of long teeth. Their skulls are armored with layers of thick bone, affording the beasts protection from magical enchantments in ways not fully understood.

Ossecaps prey on almost anything smaller than themselves, though their limited senses of sight and smell make them poor trackers. They rely on chance encounters with prey, but occasionally guard sources of vegetation or water to better their odds. Otherwise, they wander through the deep places of the world, keeping territories that cover miles of tunnels and caves.

Ossecaps never sleep or tire, remaining awake and aware at all times. This has led warlords and spellcasters to seek out ossecaps for use as guardians of keeps and towers, but while many have tried to harness ossecaps to their own ends, none has ever been successful—often ending up devoured instead.

## Combat

While not very intelligent, ossecaps attack all creatures larger than Tiny and smaller than themselves on sight, devouring them or crushing them beneath their bulk. Ossecaps often begin combat by roaring, then charging ahead, swinging their tails and stomping their feet.

**Roar (Ex):** As a move action (or as a free action when combined with a regular move) an ossecap can let out a tremendous roar. All creatures who hear the roar (except other ossecaps) within a 50-foot spread must succeed on a DC 22 Fortitude save or be deafened for 2d4 rounds. A creature that fails its Fortitude save must succeed on a DC 13 Will save or also be shaken for the same amount of time. The deafening save DC is Constitution-based; the fear save DC is Charisma-based. This is a sonic, mind-affecting fear effect.

**Trample (Ex):** Reflex DC 25 half. The save DC is Strength-based.

**Immunities (Ex):** Ossecaps are immune to sleep effects and mind-affecting effects.

## Physiological Uses

The inside of a properly cleaned ossecap skull offers a space about 5 feet in diameter and 8 feet high. Creatures inside the skull have a +6 resistance bonus on saving throws against mind-affecting effects originating from sources outside the skull. However, creatures outside the skull have the same bonus against mind-affecting effects originating from sources inside the skull. A cleaned ossecap skull weighs about 400 pounds.

# Pallemon

**Medium Monstrous Humanoid**

**Hit Dice:** 7d8+14 (45 hp)

**Initiative:** +8

**Speed:** 30 ft. (6 squares)

**Armor Class:** 24 (+4 Dex, +7 Int, +3 natural) touch 21, flat footed 13

**Base Attack/Grapple:** +7/+7

**Attack:** Touch +7 melee (infuse intellect)

**Full Attack:** 2 touches +7 melee (infuse intellect)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Crush personality, infuse intellect, sap sentience, spell-like abilities

**Special Qualities:** Canny defense, blindsight 60 ft., immunities, spell resistance 18, telepathy 60 ft.

**Saves:** Fort +4, Ref +9, Will +10

**Abilities:** Str 10, Dex 18, Con 15, Int 24, Wis 21, Cha 19

**Skills:** Concentration +11, Craft (Alchemy) +16, Diplomacy +6, Heal +11, Knowledge (arcana) +17, Knowledge (any) +16, Listen +13, Move Silently +12, Sense Motive +13, Spellcraft +18 (+20 scrolls), Survival +13, Use Magic Device +10 (+12 scrolls)

**Feats:** Dodge, Improved Initiative, Mobility, Spring Attack<sup>b</sup>

**Environment:** Underground

**Organization:** Solitary, gang (2-5), squad (6-12) or group (13-26)

**Challenge Rating:** 8

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

**Alignment:** Always neutral evil

**Advancement:** By character class

**Level Adjustment:** +10

Evolution never progresses in a straight, unbroken line. Its circuitous path leads to many divergent roads that sometimes result in success and other times end in failure. Contrary to popular belief, human development is not an exception to this process. Long before kings and empires waged epic battles for world supremacy, humanity itself engaged in a titanic struggle against its close relatives; a race of humanoids originally known as “pale men”. Although the two races shared the same ancestry and basic physiology, noticeable anatomical differences distinguished the two species of humankind. “Pale men” were taller, leaner, more intelligent, fair-skinned people lacking the physical strength and aggressiveness of their human cousins. When the two divergent branches of human evolution encountered one another, a deadly competition for resources quickly ensued. Unable to contend with humanity’s proclivity for violence and superior numbers, the “pale men” eventually retreated to the only place that man dared not follow them, the dark, subterranean passageways and galleries that became their permanent home. As time passed, the prehistoric rivalry eventually passed from humanity’s collective knowledge, making the “pale men” nothing more than a distant memory.

Life beneath the surface proved exceptionally difficult for the fledgling race of humanoids. Bereft of the abundant natural resources found on the surface many succumbed to starvation or fell easy prey to a host of virulent diseases and natural predators stalking the pitch black, mysterious

caverns. Nevertheless, the hardiest members of the race managed to survive and over countless generations, they adapted to permanent exile underground. Consistent with other troglodyte life forms, they assumed the troglomorphic characteristics endemic throughout cavern ecology. They no longer bore even a passing resemblance to humanity, metamorphosing into a strange and powerful new race of monstrous humanoids commonly referred to as the pallemon, an alternate form of their original name “pale men.”

Pallemon appear as tall, gaunt, albino humanoids with bloated craniums and long, spindly arms and legs. Thin flaps of white skin cover their vestigial eye sockets, while their nose is nothing more than a tiny indentation with two nostrils. Their small, rounded mouth contains a long, prehensile ivory tongue and no teeth. Apparently, the creatures gather sensory information through their relatively large horn-shaped ears and thousands of tiny cilia that cover their hands, feet, and face. The pallemon’s sexual organs are completely internalized; therefore, it is practically impossible to distinguish the humanoid’s gender without a probative examination. In their native environment, pallemons prefer wearing no clothing except for magical attire. When venturing toward the surface, they usually equip themselves with earth-colored fabrics to blend in with the environment. Pallemons stand 7 feet tall and weigh 150 pounds. Pallemons rely on telepathy to communicate. Their favored class is wizard.

## Combat

Hardly renowned for their physical prowess, pallemons rely upon their mental attacks to debilitate opponents from a distance without fighting in close quarters. If forced to melee their adversaries, they utilize the Spring Attack feat to maximum benefit, touching an opponent and then fleeing.

Masterful tacticians, pallemons focus their attacks against non-spellcasters, considering them intellectually inferior opponents, while depending upon their spell resistance to protect them against magical attacks. After disposing of these foes, pallemons turn their attention to the spellcasters, subverting them to their will through the usage of their spell-like abilities, particularly *charm monster*, *dominate person* and *suggestion*. A potent pallemon wizard always leads a surface venturing expedition, using his magic primarily to boost the strength and abilities of his group rather than blast the enemy with offensive spells.

Pallemons especially enjoy combating foes while concealed; therefore, spells such as *blur*, *displacement*, *invisibility*, and *mirror image* are always popular options. If the tide of battle favors their enemies, pallemons flee at the first opportunity in an effort to regroup later.

**Crush Personality (Sp):** Three times per day, the pallemon points toward a single, sentient living creature within 30 feet and telepathically infiltrates its mind, belittling and disparaging the enemy's ethos and frailties. The target must succeed on a DC 17 Will save or be stunned for 1d4 rounds and suffer damage based upon the target's alignment.

Alignment	Damage
NE	No damage
CE, LE, N	1d6 damage
NG, CN, LN	2d6 damage
CG, LG	3d6 damage

Employing this ability causes the pallemon's skull to pulsate with a dull yellow glow. This attack only works against creatures less intelligent than the pallemon. If the target is of equal or greater Intelligence than the pallemon, the pallemon is stunned for one round and cannot use this ability for 1d4 hours. The save DC is Charisma-based.

**Infuse Intellect (Ex):** Whenever the pallemon's melee touch attack hits its opponent the pallemon bombards the creature with a massive infusion of useless knowledge and trivial information. The enormous, sudden influx overloads the foe's mind. The attack deals nonlethal damage equal to the difference between the pallemon's Intelligence and its

victim's Intelligence as well as dazing the hapless victim for one round. A successful Will save (DC 10 + nonlethal damage dealt) negates the daze effect and reduces the damage in half. For instance, a pallemon attacks a human fighter with an Intelligence score of 12. If the pallemon hits with its touch attack, the pallemon deals 12 points of nonlethal damage, (pallemon's Int score of 24 minus the fighter's Int score of 12). The opponent must make a Will save (DC 22, 10 + nonlethal damage 12) to halve the damage and avoid the daze effect. Creatures of equal or greater Intelligence than the pallemon suffer no ill effects from this attack. This attack does not work on creatures with an Intelligence less than 3.

**Sap Sentience (Sp):** Every 1d6 rounds, the pallemon opens its telepathic channels and literally sucks the Intelligence from its foes. All living creatures within 20 feet of the pallemon must succeed on a DC 18 Will save or suffer 1d4 points of Intelligence damage. The pallemon absorbs any Intelligence damage lost in this manner and adds them to its Intelligence score until the end of the following round. Although this sudden influx of intellect does not bestow any additional skill points spelled or similar benefits, it does affect the Difficulty Class of spell saving throws based upon Intelligence as well as its crush personality and infuse intellect abilities. For instance, a pallemon employs the sap sentience ability in the midst of four humanoid foes. Two of the enemies successfully save against the effects whereas the other two fail sustaining 2 and 3 points of Intelligence damage respectively. Until the end of the following round, the pallemon receives a +5 bonus to his Intelligence score making it 29 instead of the typical 24. The save DCs are Wisdom based.

**Canny Defense (Ex):** When not wearing armor or using a shield, a pallemon adds its Intelligence bonus to its Armor Class.

**Immunities (Ex):** Pallemons are immune to mind influencing effects, sleep, paralysis, and stunning unless affected by its own attacks (see special abilities above).

**Spell like Abilities (Sp):** 3/day—*charm person* (DC 15); 1/day—*charm monster* (DC 18), *dominate person* (DC 19) and *suggestion* (DC 17). These abilities are as the spells cast by a 9th level wizard. The save DCs are Charisma-based.

**Telepathy (Ex):** Pallemons communicate with any creature within 60 ft. that possesses a language.



# Phantasm

**Medium Undead (Incorporeal)**

**Hit Dice:** 9d12 (58 hp)

**Initiative:** +9

**Speed:** 30 ft. (6 squares), fly 60 ft. (perfect) (12 squares)

**Armor Class:** 18 (+5 Dex, +3 deflection), touch 18, flat-footed 13

**Base Attack/Grapple:** +4/—

**Attack:** Incorporeal touch +9 melee (1d6 plus energy drain)

**Full Attack:** Incorporeal touch +9 melee (1d6 plus energy drain)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Energy drain, possession

**Special Qualities:** Aura of desecration, darkvision 60 ft., incorporeal traits, undead traits

This entity appears as a translucent humanoid with faintly discernible facial features twisted and corrupted by evil. Its arms are long and thin and trail off in wisps of immaterial matter.

Phantasms are malevolent and sinister spirits that delight in the destruction of good-aligned creatures. While many undead creatures are the undead form of once living creatures, phantasms have no real material connection to living creatures; they are spirits born of pure evil. They are most often found haunting ruined temples or churches dedicated to evil gods, or dungeons constructed by evil creatures; any place where the stench of evil permeates the very air.

## Combat

A phantasm begins battle by attempting to possess a foe, and if successful, it then controls the host like a puppet. In addition, while possessing a foe, it is constantly sapping its life energy. When the host is destroyed, the phantasm leaves the body and attempts to repeat the process on any opponents still in the area.

**Energy Drain (Su):** The incorporeal touch of a phantasm deals one negative level. The Fortitude save to remove a negative level has a DC of 22. The save DC is Charisma-based. For each such negative level bestowed, the phantasm gains 5 temporary hit points.

**Possession (Su):** Once per round, a phantasm can merge its body with a creature on the Material Plane. This ability is similar to a *magic jar* spell (caster level 9th), except that it does not require a receptacle. To use this ability, the phantasm must move into the target's space;

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

**Abilities:** Str —, Dex 20, Con —, Int 15, Wis 15, Cha 16

**Skills:** Bluff+12, Hide +16, Intimidate +14, Listen +13, Search +8, Sense Motive +13, Spot +13

**Feats:** Alertness, Blind-Fight, Great Fortitude, Improved Initiative

**Environment:** Any

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

**Challenge Rating:** 8

**Treasure:** None

**Alignment:** Always chaotic evil

**Advancement:** 10-27 HD (Medium)

**Level Adjustment:** —

moving into the target's space to use this ability does not provoke attacks of opportunity. The target can resist the attack with a successful DC 17 Will save. A creature that successfully saves is immune to that same phantasm's possession for one day, and the phantasm cannot enter the target's space. If the save fails, the phantasm vanishes into the target's body.

A phantasm automatically deals one negative level (from its energy drain ability) each round to its host. The host can eject the phantasm with a successful DC 17 Will save. This save can be attempted once per round. If successful, the phantasm is forced from the host's body and it cannot attempt to possess the same host for 1 minute. If turned or subjected to a *dismissal* spell while possessing a host, the phantasm is ejected. The save DCs are Charisma-based.

**Aura of Desecration (Su):** A phantasm has a continuous aura of desecration that affects a 10-foot radius. This aura can be dispelled, but the phantasm can restart it again as a free action on its next turn. All turn attempts made within the aura suffer a -3 profane penalty; all undead within or entering the aura gain a +1 profane bonus to attack rolls, damage rolls, and saves (these bonuses are already included in the phantasm's statistics block). This spell otherwise functions as a desecrate spell.

**Unnatural Aura (Su):** Both wild and domesticated animals can sense the unnatural presence of a phantasm at a distance of 30 feet. They will not willingly approach nearer than that and panic if forced to do so; they remain panicked as long as they are within that range.

# Slather

## Huge Magical Beast

**Hit Dice:** 8d10+40 (84 hp)

**Initiative:** +1

**Speed:** 30 ft. (6 squares), burrow 10 ft. (2 squares)

**Armor Class:** 17 (-2 size, +1 Dex, +8 natural), touch 9, flat-footed 16

**Base Attack/Grapple:** +8/+25

**Attack:** Bite +15 melee (2d8+13/19-20)

**Full Attack:** Bite +15 melee (2d8+13/19-20)

**Space/Reach:** 15 ft./10 ft.

**Special Attacks:** Improved grab, lurk, swallow whole

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

**Saves:** Fort +11, Ref +7, Will +4

**Abilities:** Str 28, Dex 12, Con 20, Int 2, Wis 11, Cha 8

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

**Feats:** Improved Critical (bite), Iron Will, Power Attack

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 8

**Treasure:** Standard coins; 50% goods; 50% items

**Alignment:** Always neutral

**Advancement:** 9-16 HD (Huge); 17-24 HD (Gargantuan); 25-32 HD (Colossal)

**Level Adjustment:** —

The slather is an enormous snake with illusionary powers of disguise. The slather lurks in ruins, caves, dungeons, and buildings. Its standard mode of attack is to slide its body into a building, leaving only its head outside, where it is magically cloaked to look like the natural entryway. Even though it is quite huge, the slather is able to burrow its way into areas where it normally couldn't fit. Even with no building around, the slather can coil up and camouflage its entire body to look like a small ramshackle shelter. The slather feeds by simply opening its mouth and allowing its prey to walk right into its gullet. Anyone brave enough to look through the waste of a slather is likely to find a fair amount of treasure.

## Combat

A slather is lazy. It finds a good spot to lurk, then it camouflages itself and waits patiently with its mouth open. If attacked, or if its prey becomes suspicious, it comes out of hiding and fights with its bite attack, attempting to swallow its victims whole.

**Improved Grab (Ex):** To use this ability, a slather must hit a 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 try to swallow its foe in the following round.

**Lurk (Ex):** Any creature that voluntarily walks into the illusory mouth of a slather automatically becomes grappled. The slather usually prepares to swallow a creature that is approaching its mouth as a readied action, allowing it to immediately make a grapple check upon the creature's entrance.

**Swallow Whole (Ex):** A slather can try to swallow a grabbed opponent of up to one size smaller than itself by making a successful grapple check. Once inside, the opponent takes 3d8+13 points of bludgeoning damage plus 1d12 points of acid damage per round. A swallowed creature can cut its way out using a light slashing or piercing weapon by dealing 20 points of damage to the slather's belly (AC 14). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A Huge slather's gullet can hold 2 Large, 8 Medium or Small, 32 Tiny, 128 Diminutive, or 512 Fine or smaller opponents.

**Camouflage (Sp):** A slather can cloak itself in an illusory glamer that deceives all senses, making it appear to be a natural part of its surroundings. Typically this ability is used to make the snake's head appear to be an open stone archway. A DC 21 Will save allows a character who studies or interacts with the illusion to disbelieve it. The save DC is Charisma based and includes a +8 racial bonus. This ability is equivalent to a 5th level spell (caster level 8th, or equal to the slather's Hit Dice).

# Slaughterford

## Medium Aberration

**Hit Dice:** 10d8+30 (75 hp)

**Initiative:** +8

**Speed:** 40 ft. (8 squares)

**Armor Class:** 20 (+4 Dex, +6 natural), touch 14, flat-footed 16

**Base Attack/Grapple:** +7/+10

**Attack:** Arm blade +11 melee (1d8+3, 19-20/x3)

**Full Attack:** 2 arm blades +11 melee (1d8+3, 19-20/x3)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Augmented critical, flurry of blows, rend armor

**Special Qualities:** Darkvision 60ft, spell resistance 19

**Saves:** Fort +6, Ref +7, Will +8

**Abilities:** Str 16, Dex 18, Con 17, Int 11, Wis 12, Cha 13

**Skills:** Balance +9, Hide+7, Jump+11, Listen +4, Move Silently +7, Spot +4, Tumble +9

**Feats:** Dodge, Improved Initiative, Mobility, Weapon Finesse

**Environment:** Underground

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

**Challenge Rating:** 8

**Treasure:** Standard

**Alignment:** Always neutral evil

**Advancement:** 11-30 HD (Medium)

**Level Adjustment:** —

This strong, wiry creature looks inhumanly slender and weak, with four long, bony arms. Its primary arms end in long, sharp blades.

Slaughterfords were bred from unknown humanoid stock by long-forgotten wizards in ages past. They typically dwell underground in burrows or caves and only venture to the surface world at night. They are not harmed by sunlight, but do not like it.

Their secondary arms, immediately below the first, are much weaker and are only used for simple manipulation, never for combat. When the slaughterford is engaged in combat, it keeps its secondary arms folded against its belly. Slaughterfords move with an odd grace, capable of inhuman feats of agility and flexibility. Their faces are twisted mockeries of human expression, bearing reddish eyes, large noses, and perpetual sneers of evil and rage. They are completely hairless. Slaughterfords can communicate amongst themselves in their strange tongue. Some can understand Common, but none can speak it.

## Combat

A slaughterford strikes with its arm blades. In melee it relentlessly slashes and stabs until

either it or its opponent is dead. It can use both of its arm blades with equal proficiency. Heavily armored opponents are subjected to its armor rending ability before being slashed and stabbed. A group of slaughterfords work in concert to slay their foes. If faced with overwhelming odds, the slaughterford attempts to flee.

**Augmented Critical (Ex):** A slaughterford threatens a critical hit on a roll of 19-20 with its arm blades. A successful critical hit deals triple damage.

**Flurry of Blows (Ex):** Similar to a monk, a slaughterford can make a flurry of blows attack at the expense of accuracy. It can make one extra attack per round as a full attack action, but each attack receives a -2 penalty.

**Rend Armor (Ex):** If a slaughterford hits with both arm blades, it pulls apart any armor worn by its foe. This attack deals 2d8 +6 points of damage to the opponent's armor. Creatures not wearing armor are unaffected by this special attack. Armor reduced to 0 hit points is destroyed. Damaged armor may be repaired with a successful Craft (armorsmithing) check.

# Spectral Angler

## Huge Aberration (Incorporeal)

**Hit Dice:** 10d8+50 (95 hp)

**Initiative:** +5

**Speed:** 10 ft. (2 squares), fly 20 ft. (perfect) (4 squares)

**Armor Class:** 12 (-2 size, +1 Dex, +3 natural), touch 9, flat-footed 11

**Base Attack/Grapple:** +7/+17

**Attack:** Incorporeal tentacle touch +8 melee (1d6 plus Charisma drain)

**Full Attack:** 4 incorporeal tentacle touches +8/+3 melee (1d6 plus Charisma drain)

**Space/Reach:** 15 ft./10 ft.

**Special Attacks:** Charisma drain

**Special Qualities:** Blindsight 60 ft., incorporeal traits

**Saves:** Fort +8, Ref +4, Will +11

Spectral anglers are wispy globs with faint, colored organs. Looking much like a jellyfish, the body and organs float and writhe viscously, while four long tentacles drain away living creatures' ego.

## Straga

### Large Aberration

**Hit Dice:** 10d8+43 (88 hp)

**Initiative:** +3

**Speed:** 15 ft. (3 squares), burrow 10 ft. (2 squares)

**Armor Class:** 15 (-1 size, -1 Dex, +7 natural), touch 8, flat-footed 15

**Base Attack/Grapple:** +7/+14

**Attack:** Bite +9 melee (2d6+4)

**Full Attack:** Bite +9 melee (2d6+4)

**Space/Reach:** 10 ft/5 ft.

**Special Attacks:** Breath weapon

**Special Qualities:** Damage reduction 5/bludgeoning, darkvision 60 ft., immunity to poison, resistance to cold 10, electricity 10, and fire 10, tremorsense 60 ft.

Stragas are 10 feet long quadrupeds, each leg a different length giving the straga its lumbering uneven gait. Its skin is caked with dirt and stones, but beneath the grime its body is a rusty copper color that dimly reflects light. Speckling its body and growing in a crest along its back are numerous deep blue "pustules," which gradually swell over a straga's lifetime. The pustules are coated with a thin layer of oil, and while tough, are more susceptible to damage than the rest of the straga's body. The air in a straga's territory always smells pure and sweet, though stragas themselves have an earthy scent.

**Abilities:** Str —, Dex 13, Con 20, Int 12, Wis 14, Cha 16

**Skills:** Hide +6, Intimidate +10, Listen +9, Spot +9

**Feats:** Alertness, Improved Initiative, Iron Will, Weapon Focus (incorporeal touch)

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 8

**Treasure:** Double Standard

**Alignment:** Always neutral evil

**Advancement:** 11-20 HD (Huge), 21-30 HD (Gargantuan)

**Level Adjustment:** —

## Combat

**Charisma Drain (Su):** Living creatures struck by a spectral angler's incorporeal touch attack must make a Fortitude save (DC 20), or take 1 point of Charisma drain. The angler heals 5 hit points for each point of Charisma drain its victim takes, to a limit of its normal maximum hit points. The save DC is Fortitude-based.

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

**Abilities:** Str 16, Dex 8, Con 19, Int 5, Wis 10, Cha 9

**Skills:** Appraise +5, Move Silently +5, Swim +5

**Feats:** Ability Focus (breath weapon), Improved Initiative, Skill Focus (Appraise), Toughness

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 8

**Treasure:** None

**Alignment:** Always neutral evil

**Advancement:** 11-20 HD (Large); 21-30 HD (Huge)

**Level Adjustment:** —

## Combat

Stragas usually enter combat with great confidence, releasing their toxic breath in hopes of slaying their enemies easily. In the event that their opponents survive, they use the cover of the clouds to burrow and escape, or wait for a better opportunity to fight back.

**Breath Weapon (Ex):** A straga can expel the poison it has processed three times per day as a standard action. The effect is identical to a *cloudkill* spell (caster level 10th) centered on the straga. The Fortitude save to resist the poison has a DC of 21. The save DC is Constitution-based and includes the straga's Ability Focus feat.

# Bedlam

**Large Aberration (Chaotic)**

**Hit Dice:** 13d8+26 (84 hp)

**Initiative:** +12

**Speed:** Fly 50 ft. (perfect) (10 squares)

**Armor Class:** 25 (-1 size, +8 Dex, +8 natural), touch 17, flat-footed 17

**Base Attack/Grapple:** +9/+16

**Attack:** Slam+11 melee (2d4+3)

**Full Attack:** 2 slams +11 melee (2d4+3)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Chaos burst, chaotic resonance

**Special Qualities:** Damage reduction 10/lawful, darkvision 60 ft., detect law, immunity to chaos, immunity to transformation, resistance to law spells

This creature has no set form. Before your eyes it seems to shift from a vaguely humanoid form with yellow eyes and no other discernible facial features to a swirling mass of grayish-black, crackling matter. In its latter form, blue-gray energy arcs and dances, making it resemble a thundercloud shot through with lightning. It seems to constantly alter its form, as if it has no control over it.

## Combat

Bedlams induce chaos and destroy or weaken law with every move. Since it continuously detects law, it uses this ability to discern whether or not those it encounters are of a lawful nature or not. Non-lawful creatures are not left unmolested, but are generally just subjected to one or two chaotic bursts before the creature moves on. If lawful creatures are present, the bedlam unleashes a chaotic burst and moves to melee, forming two limbs from its chaotic mass to pound its enemies. A bedlam's natural weapons, as well as any weapons it wields, are treated as chaotic-aligned for the purpose of overcoming damage reduction.

**Chaos Burst (Su):** Once per round as a standard action, a bedlam can release a burst of crackling gray energy in a 20-foot radius around itself. Lawful creatures caught in the area take 5d8 points of damage and are staggered for 1d6 rounds. Non-lawful and non-chaotic creatures take 3d8 points of damage, but are not staggered. Chaotic-aligned creatures are immune to this effect. A DC 18 Will save halves the damage and stagger effect. The save DC is Constitution based.

**Chaotic Resonance (Su):** A bedlam emanates an aura of pure chaos, an invisible and ever-changing ring of chaotic matter. This aura disrupts spells and magic items (except those of a chaotic nature) used within 20 feet of the bedlam. Spellcasters in the area must make a successful caster level check (DC 18)

**Saves:** Fort+8, Ref+12, Will+10

**Abilities:** Str 17, Dex 26, Con 15, Int 15, Wis 15, Cha 12

**Skills:** Hide +15\*, Listen +14, Move Silently +21, Search+10, Spot+14

**Feats:** Alertness, Blind-Fight, Dodge, Great Fortitude, Improved Initiative

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 9

**Treasure:** Standard

**Alignment:** Always chaotic neutral

**Advancement:** 14-39 HD (Large)

**Level Adjustment:** —

each time they attempt to cast a spell. If the check fails, the spell fizzles away just as if it had been cast. Any magic item used within this area must succeed on a DC 18 Fortitude save or lose its magical properties for that round. A new save must be made each round the item remains within the area. The check DC and save DC is Constitution based.

Spells with the "chaotic" descriptor that are cast within this area function as if they were empowered (as by the Empower Spell feat). Chaotically-aligned weapons deal an extra 1d6 points of damage while in this area. Lawful-aligned weapons are unaffected by this aura.

**Detect Law (Su):** A bedlam can continuously *detect law* as the spell (caster level 10th), though there is no chance of it becoming stunned by overwhelming lawful auras. It can suppress or resume this ability as a free action.

**Immunity to Chaos (Ex):** The bedlam cannot be affected by any spell, spell-like ability, weapon, magic item, or supernatural effect that has the chaotic descriptor. Creatures with the chaotic subtype are unaffected by this immunity and can attack the bedlam normally.

**Immunity to Transformation (Ex):** No mortal magic can affect or fix a bedlam's ever-shifting chaotic form. Effects such as polymorphing or petrification force the creature into its new shape for a moment, but it immediately returns to its mutable form as a free action at the start of its next turn.

**Resistance to Law Spells (Ex):** The bedlam has SR 20 against spells, spell-like abilities, and supernatural effects with the "law" descriptor. This spell resistance also applies to spells of the Law domain.

**Skills:** \*A bedlam's grayish coloration grants it a +8 racial bonus to Hide checks when in areas of thick fog or smoke.

# Cone Ooze

## Huge Ooze

**Hit Dice:** 12d10+72 (138 hp)

**Initiative:** -5

**Speed:** 10 ft. (2 squares)

**Armor Class:** 3 (-2 size, -5 Dex), touch 3, flat-footed 3

**Base Attack/Grapple:** +9/+21

**Attack:** Slam +11 melee (2d6+6 plus secretion)

**Full Attack:** Slam +11 melee (2d6+6 plus secretion)

**Space/Reach:** 15 ft./10 ft.

**Special Attacks:** Acid, engulf, secretion

**Special Qualities:** Blindsight 60 ft., resistance to cold 10 and fire 10, immunity to sonic, ooze traits

**Saves:** Fort +10, Ref -1, Will -1

**Abilities:** Str 19, Dex 1, Con 22, Int —, Wis 1, Cha 1

**Skills:** —

**Feats:** —

**Environment:** Warm and temperate desert and underground

**Organization:** Solitary

**Challenge Rating:** 9

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 13-24 HD (Huge); 25-36 (Gargantuan)

**Level Adjustment:** —

A cone ooze is a gray amorphous mass that lives in odd conical stone structures, similar in shape to termite mounds. Some speculate that the cone ooze's secretions compose the bulk of their conical home.

## Combat

Being completely mindless, the cone ooze's only instinct is to feed. Anything living thing that comes within reach is a potential meal.

**Acid (Ex):** The cone ooze excretes a relatively weak acid that dissolves organic material slowly. The ooze's acidic touch deals 3 points of acid damage per round to wooden or leather objects or to living tissue, but the ooze must remain in contact with the object or creature for 1 full round to deal this damage.

**Engulf (Ex):** Although it moves slowly, a cone ooze can simply mow down smaller creatures as a standard action. It cannot make a slam attack during the round in which it engulfs. The ooze merely has to move over opponents, affecting as many as it can cover. Opponents can make attacks of opportunity against the ooze, but if they do so they are not entitled to a saving throw. Those who

do not attempt attacks of opportunity must succeed at a DC 20 Reflex save or be engulfed (the save DC is Strength-based); as the ooze moves forward. Engulfed creatures take slam damage every round and are subject to the ooze's acid, and are considered grappled and pinned within its body. Opponents who escape the ooze's grip are affected by its secretion for 2d6 rounds (see below).

**Secretion (Ex):** Any creature hit by the cone ooze's slam attack must make a DC 22 Reflex save or be entangled by the ooze's sticky resin for 2d6 rounds. Further slam attacks by the ooze against an opponent already entangled by this secretion extend the period of entanglement by 1 round (on a failed save), not 2d6 rounds. The save DC is Constitution-based.

**Blindsight (Ex):** A cone ooze's entire body is a primitive sensory organ that can ascertain prey by scent and vibration within 60 feet.

**Ooze:** Immune to mind-affecting effects, poison, sleep effects, paralysis, polymorph, stunning, gaze attacks, visual effects, illusions, and other attack forms that rely on sight. They are not subject to critical hits or flanking.



# Crorit

## Large Undead (Incorporeal)

**Hit Dice:** 10d12 (65 hp)

**Initiative:** +4

**Speed:** Fly 30 ft. (good) (6 squares)

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

**Base Attack/Grapple:** +5/+16

**Attack:** Slam +11 melee (1d12+10) or incorporeal touch +6 melee or +11 against ethereal foes (1d4 or 1d4+7 against ethereal foes)

**Full Attack:** Slam +11 melee (1d12+10) or incorporeal touch +6 melee or +11 against ethereal foes (1d4 or 1d4+7 against ethereal foes)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Corrupting touch, crush armor, fear aura, rock burst

A crorit is the angry spirit of a willful miner that was betrayed by his comrades. The crorit will haunt a particular tunnel, room, or even a whole mine, killing anyone unfortunate enough to venture into its territory. It forms its body from whatever materials are nearby, and can use picks, saws, and other tools to make slashing claws.

## Combat

A crorit fights using both physical and incorporeal attacks. A crorit's natural weapons, as well as any weapons it wields, are treated as magic weapons for the purpose of overcoming damage reduction.

**Corrupting Touch (Su):** A crorit that hits a living target with its incorporeal touch attack deals 1d4 points of damage. Against ethereal opponents, it adds its Strength modifier to attack and damage rolls. Against nonethereal opponents, it adds its Dexterity modifier to attack rolls only.

**Crush Armor (Su):** A crorit can use its telekinetic powers to crush metal and stone objects. As a standard action, a crorit can focus its power on a non-magical suit of metal armor and crush it. The character in the armor must make a successful DC 17 Reflex save, or its armor will take 3d20 points of bludgeoning damage. If the armor is totally destroyed, the character inside will suffer 2d10 points of crushing damage. The save DC is Charisma-based.

**Fear Aura (Su):** A crorit is shrouded in a dreadful aura of death and evil. Creatures of less than 5 HD in a 60-foot radius that look at the crorit must succeed on a DC 19 Will save or be affected as

**Special Qualities:** +5 turn resistance, damage reduction 10/magic and cold iron, darkvision 60 ft, incorporeal traits, solid form, spell resistance 20, telekinesis, undead traits

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

**Abilities:** Str 25, Dex 10, Con —, Int 12, Wis 10, Cha 14

**Skills:** Diplomacy +4, Hide +11, Listen +13, Move Silently +15, Search +8, Sense Motive +6, Spot +13, Survival +0 (+2 following tracks)

**Feats:** Ability Focus (fear aura), Improved Initiative, Lightning Reflexes, Power Attack

**Environment:** Any land and underground

**Organization:** Solitary

**Challenge Rating:** 9

**Treasure:** Standard coins, no goods, standard items (metal items only)

**Alignment:** Usually lawful evil

**Advancement:** —

**Level Adjustment:** —

though by a *fear* spell from a 10th level sorcerer. A creature that successfully saves cannot be affected again by the same crorit's aura for 24 hours. This is a mind-affecting fear effect. The save DC is Charisma-based.

**Rock Burst (Su):** As a full-round action, a crorit may explode its solid form, sending it bursting outward in all directions. All creatures within 20 feet of the crorit must make a successful Reflex save or suffer 2d20 points of bludgeoning damage (Reflex DC 17 half). The save DC is Dexterity-based.

**Solid Form (Su):** Once per day as a full-round action, a crorit is able to use nearby bones, rubble, and debris to form a solid housing for its spiritual form. This solid form moves as the crorit does, and allows the creature to use its slam attack. This casing has 65 hit points of its own, and adds a +6 natural armor bonus to the creature's regular armor class. Attacks made against this false body ignore the crorit's damage reduction, and damage only this solid form unless they are also able to harm the crorit's incorporeal form. A crorit is incapable of using its incorporeal touch while encased in its solid form, and its incorporeal traits do not benefit it in any way. When the solid form is reduced to 0 hit points, it will be entirely destroyed, leaving only the crorit's true incorporeal form.

**Telekinesis (Su):** At will, a crorit can use *telekinesis* as a 10th-level sorcerer. A crorit may only use this power against stone and metal objects. A crorit may also optionally use this power to hurl rocks at enemies (+6 ranged attack bonus, 1d4+10 damage, range increment 30 feet).

# Draconid

## Huge Aberration

**Hit Dice:** 15d8+60 (127 hp)

**Initiative:** +6

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

**Armor Class:** 23 (-2 size, +2 Dex, +13 natural), touch 10, flat-footed 21

**Base Attack/Grapple:** +11/+26

**Attack:** Bite +17 melee (2d6+7 plus poison)

**Full Attack:** 2 bites +17 melee (2d6+7 plus poison)

**Space/Reach:** 15 ft./15 ft.

**Special Attacks:** Breath weapon, poison, web

**Special Qualities:** Damage reduction 10/magic, darkvision 60 ft., resistance to fire 10

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

This hideous creature looks like a cross between a giant spider and dragon or hydra. Two long serpentine necks topped with draconic heads sprout from its body rather than a spider's head. Its head and neck are scaled gray, and its spidery torso is covered in short, coarse fur.

Draconids are a hideous cross between either a giant spider and a hydra or a giant spider and a dragon, depending on who you ask. They dwell deep underground where they dine on the flesh of dark elves, dwarves, goblins, and just about anything else that crosses their path. These creatures are never encountered on the surface world, preferring to spend their lives underground.

Draconids are solitary creatures and never mix with others of their own kind (except for mating purposes). If a draconid moves into another's territory, a fight almost always ensues as soon as they discover one another. A typical draconid hunting ground covers an area of nearly 10 miles from its lair.

When not hunting, a draconid spends its time in its lair. A draconid's lair is something most disgusting and quite memorable to those that stumble across it. A tangled mess of shiny coins and gems mixed with corpses, bones, and rotted flesh. Draconids speak Draconid and Common.

## Combat

A draconid usually waits in its web until prey passes underneath or nearby. It then releases its breath weapon and moves into melee. Once engaged, the draconid bites with one head and breathes fire with the other. If facing a large group of opponents, it often reshapes its breath weapons and fires both in a large, overlapping cone to try and catch as many of its foes as it can. A draconid's natural weapons, as well as any weapons it wields, are treated as magic weapons for the purpose of overcoming damage reduction.

**Abilities:** Str 24, Dex 14, Con 19, Int 6, Wis 14, Cha 11

**Skills:** Climb+15, Listen+13, Spot+13

**Feats:** Ability Focus (poison), Alertness, Improved Initiative, Lightning Reflexes, Power Attack, Weapon Focus (bite)

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 9

**Treasure:** Standard coins, double goods (gems only); standard items

**Alignment:** Always neutral (evil tendencies)

**Advancement:** 16-30 HD (Huge); 31-45 HD (Gargantuan)

**Level Adjustment:** —

**Breath Weapon (Su):** Each head can breathe a jet of fire once every 1d4 rounds in a 30-foot line. A jet deals 3d6 points of fire damage per head. A successful DC 21 Reflex save halves die damage. The save DC is Constitution-based.

**Poison (Ex):** A draconid delivers its poison with each successful bite attack (injury, Fortitude DC 23; initial and secondary damage 1d6 Dexterity). The save DC is Constitution-based and reflects the draconid's Ability Focus Feat.

**Web (Ex):** A draconid can throw a web six 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 draconid. An entangled creature can escape with a successful DC 21 Escape Artist check or burst it with a DC 25 Strength check. Both are standard actions. The check DCs are Constitution-based, and the Strength check DC includes a +4 racial bonus.

Draconids often create sheets of sticky webbing 40 feet square. 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, and sheet webs have damage reduction 5/—. Draconid webs have fire resistance 10. A draconid can move across its own web at its climb speed and can pinpoint the location of any creature touching its web.

**Skills:** A draconid can always take 10 on Climb checks, even if rushed or threatened. Draconids have a +8 racial bonus on Climb checks.

# Hellscorn

**Medium Undead (Incorporeal)**

**Hit Dice:** 11d12 (71 hp)

**Initiative:** +6

**Speed:** 30 ft. (6 squares)

**Armor Class:** 16 (+2 Dex, +4 deflection) touch 16, flat-footed 14

**Base Attack/Grapple:** +5/—

**Attack:** Incorporeal touch +7 melee (1d4 plus touch of betrayal)

**Full Attack:** Incorporeal touch +7 melee (1d4 plus touch of betrayal)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Kiss of death, look of longing, touch of betrayal

**Special Qualities:** Darkvision 60 ft., incorporeal traits, undead traits

Hellscorns are the undead manifestations of vitriolic hate that only spurned love can engender. Hellscorns predominantly appear as they did in life; however all hellscorns still bear the open wounds dealt by their capricious lover. Phantasmal blood incessantly pours from the gaping punctures and slashes staining the spirit's burial garb. In a similar vein, hellscorns killed by poison continuously froth and foam at the mouth, indefinitely regurgitating the toxin responsible for their death. Despite its primeval urge for vengeance, the apparition's melancholy countenance conveys an expression of disbelief and sadness rather than a maniacal glare. Its pathetic appearance often emits pity instead of caution from inexperienced adventurers, a mistake that always proves fatal. Hellscorns stand between three and six feet tall depending upon the base creature's race and sex. All hellscorns speak Common plus any other languages that the creature knew in life.

## Combat

Hellscorns always use their seemingly benevolent appearance to their best advantage. They initiate combat with their potent gaze attack, weakening as many enemies as possible before reverting to melee combat. Hellscorns rely upon their touch of betrayal ability to incapacitate foes and then finish them off with their kiss of death power. Hellscorns retreat if seriously threatened, however they never flee from their treacherous murderers regardless of the situation.

**Kiss of Death (Su):** Hellscorns utilize this terrifying melee touch attack against defenseless foes reduced to tears by the spirit's touch of betrayal ability. Commensurate with its name,

**Saves:** Fort +3, Ref +5, Will +11

**Abilities:** Str —, Dex 15, Con —, Int 15, Wis 15, Cha 18

**Skills:** Bluff +12, Concentration +3, Disguise +10, Escape Artist +8, Hide +10, Knowledge (any) +8, Listen +8, Search +9, Sense Motive +7, Spellcraft +4, Spot +10

**Feats:** Blind-Fight, Dodge, Improved Initiative, Iron Will

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 9

**Treasure:** Standard

**Alignment:** Always chaotic evil

**Advancement:** 10-22 HD (Medium)

**Level Adjustment:** —

the hellscorn approaches its adversary and kisses the despondent enemy, forcing him to make a Fortitude save (DC 19) or die. Success results in 5d6 points of damage and immediately negates the hellscorn's touch of betrayal and look of longing abilities and grants the character a +4 bonus to his saving throws against these effects for the remainder of the encounter. Kiss of death only functions against creatures moved to pity through its touch of betrayal ability; all other opponents suffer no ill effects from this attack form. The save DC is Charisma-based.

**Look of Longing (Su):** Gaze attack, 30 feet; all attack, damage rolls, and saving throws suffer a -4 morale penalty for the duration of the combat; Will save (DC 19) negates. The save DC is Charisma-based.

**Touch of Betrayal (Su):** Whenever the hellscorn's incorporeal touch attack hits a living creature the foe must make a Will save (DC 19) or fall to the ground sobbing and crying uncontrollably for 1d4 rounds. The victim completely ignores his surroundings, and offers no resistance to the hellscorn allowing it to strike him at will. The save DC is Charisma-based.

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

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

# Iron Maiden Golem

## Large Construct

**Hit Dice:** 12d10+30 (96 hp)

**Initiative:** +0

**Speed:** 20 ft. (4 squares)

**Armor Class:** 28 (-1 size, -1 Dex, +20 natural), touch 8, flat-footed 28

**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:** Animated host, bladed lid, steal essence

**Special Qualities:** Construct traits, damage reduction 15/adamantine, darkvision 60 ft., immunity to magic, low-light vision, vulnerability to rust

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

**Abilities:** Str 27, Dex 10, Con —, Int —, Wis 11, Cha 1

**Skills:** —

**Feats:** —

**Environment:** Any

**Organization:** Solitary

**Challenge Rating:** 9

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 13-24 HD (Large); 25-36 HD (Huge)

**Level Adjustment:** —

An iron maiden golem is a variation of the iron golem. Like the torture device that is its namesake, an iron maiden golem is a hollow structure with several dagger-like blades on the inside of the lid. The golem itself has the appearance of a tall, well-muscled male or female warrior. When a living creature is placed into the iron maiden and the lid is closed, the blades impale the unfortunate victim, causing an agonizing death. Unlike the coffin-like torture device, however, an iron maiden golem has articulated arms and legs, and is capable of moving under its own power.

Although standard iron golems have a breath weapon, an iron maiden does not. However, it has the ability to usurp the essence of any humanoid being enclosed within. The corpse of the unfortunate victim trapped in the iron maiden golem is transformed into an undead being similar to a zombie. The iron maiden, with a victim trapped inside, can then utilize some of that victim's skills, feats, or combat capabilities. A trapped victim decays at an accelerated rate, so at least once a month an iron maiden golem must be given a fresh victim or it reverts to its normal capabilities (as reflected in the statistics block above).

## Combat

An iron maiden golem without a victim attacks by slamming opponents with its powerful fists. When a victim is trapped within, it fights in a style relevant to the victim.

**Animated Host (Su):** Once a victim trapped within an iron maiden has died, it reanimates as a zombie in the next round (as if by an *animate dead* spell). It cannot escape, however, and serves

only to fuel the iron maiden and provide it with skills and abilities. While it is trapped, the zombie cannot be attacked, damaged, turned, rebuked, or commanded, and it doesn't suffer any damage from the bladed lid. If the lid of the golem is somehow forced open, the zombie has the normal abilities of a Medium zombie (as detailed in the MM). The victim of an iron maiden golem must be alive when it is placed inside and the lid is closed or the golem's animate host ability fails.

**Bladed Lid (Ex):** A living creature inside an iron maiden when the lid is closed is pierced by twenty dagger-like blades, dealing a total of 50 points of piercing damage each round. The lid automatically seals with an *arcane lock* spell with a caster level equal to that of the iron maiden golem's creator (14th level usually). The lid can be forced open with a successful Strength check (DC 34) or by casting dispel magic. The *knock* spell has no effect on the lid. The check DC is Strength-based and includes a +10 bonus from the *arcane lock* spell. Because of the shape of the iron maiden, only a Medium humanoid can be sealed inside.

**Steal Essence (Su):** An iron maiden golem that has created a host using its animate host ability (see above) gains 10 temporary hit points, uses its own base attack bonus or the host's (whichever is higher), and can make normal use of the victim's skills, feats, and non-magical class abilities.

The golem must substitute its own ability scores when determining its total skill bonuses; therefore it cannot use skills requiring Constitution or Intelligence, and since it cannot speak, many Charisma skills are severely limited. Likewise, the iron maiden golem must meet the requirements

for any feat in order to make use of that feat (thus feats such as Dodge and Combat Expertise are unavailable to the golem). An iron maiden cannot use any divine spells or divinely granted special abilities, since the host within is no longer able to receive such abilities from her deity. An iron maiden likewise cannot use any arcane spells as its inherent magic immunity disrupts any attempt to do so.

**Construct Traits (Ex):** Immune to mind-influencing effects (charms, compulsions, phantasms, patterns, and morale effects), poison, sleep, paralysis, stunning, death effects, necromancy effects, and polymorph. Immune to any effect that requires a Fortitude save (unless it works on objects, or is harmless). Not subject to critical hits, nonlethal damage, ability damage, energy drain, fatigue, exhaustion, or death from massive damage; cannot be healed, raised or resurrected, though it can be repaired.

**Immunity to Magic (Ex):** An iron maiden golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

A magical attack that deals electricity damage slows an iron maiden golem (as the slow spell) for 3 rounds, with no saving throw. A magical attack that deals fire damage breaks any slow effect on the iron maiden golem and heals 1 point of damage for each 3 points of damage the attack would otherwise deal. If the amount of healing would cause the golem to exceed its full normal hit points, it gains any excess as temporary hit points.

**Rust Vulnerability (Ex):** An iron maiden golem is affected normally by rust attacks, such as that of a rust monster or a *rusting grasp* spell.

### Construction

An iron maiden golem is constructed from 5,000 pounds of pure iron, mixed with rare chemicals and ingredients costing at least 8,000 gp. Assembling the body requires a successful Craft (armorsmith or weaponsmith) check (DC 16).

Caster level 14th; Craft Construct (see the MM), *animate dead*, *arcane lock*, *geas/quest*, *limited wish*, *polymorph any object*, caster must be at least 14th level; Price 52,000 gp; Cost 34,000 gp + 1,760 XP.

## Flora and Fauna

**Caves:** Areas carved out of rock by water. They are found anywhere there are massive limestone deposits at or near the surface. Water percolates through the bedrock, eroding underground streams, tunnels, and caverns as it goes. Rock floors, steep passages, the presence of canyons, and tight meandering curves are telling signs that a fast flowing river cut the cavern. Slow rivers leave behind level passages, silt and sand covered floors, tube-like passages, and sweeping curves in elongated sections of meandering paths. There are often decorative deposits of calcite covering the floor and ceiling. Some features associated with caves are columns, scallops, stalactites, stalagmites, and other speleothems.

**Cave bacons:** A short drapery with iron bands striping horizontally. When seen through a light source, it looks impeccably like bacon due to the reddish hue of the iron and the wave of the drapery.

**Cave balloons:** Small gas-filled pouches made of hydromagnesite found on cave walls. Solutions under pressure (forced out, not free flowing) seep through cracks and pores. They encounter moonmilk as they come out, and the gas fills the moonmilk like a rubber balloon.

**Cave blisters:** Rounded mineral deposits on cave surfaces that are filled with sediment or another mineral. They form when solutions are forced out of small cracks and holes by capillary pressure.

**Cave bottlebrushes:** Cave formations hanging from the ceiling with a narrow top and a thick bulbous bottom. They form when stalactites are immersed in a cave pool for a long time. If the pool is supersaturated with calcite, underwater mineral formations will cover the stalactites, forming a thick bulb or cap, giving the bottlebrushes their name.

**Cave pearls:** Concentric mineral deposits that look like pearls, though they are sometimes elliptical or square. They are found in shallow cave pools where water drips and calcite forms around sand, rocks, or other objects. Continuous dripping can create pearls the size of golf balls.

**Cave rafts:** Sheet-like deposits that form on cave pools. Sometimes they stick to the walls, forming shelfstones, or they fall to the bottom of the pool. When many rafts stack together, they form raft cone stalagmites.

**Moonmilk:** A soft, white, claylike substance present on the walls of many caves. It is gooey and pasty (like plaster of Paris) when wet and chalky when dry. It is a carbonate, dripwater precipitate.

# Orvender

## Large Elemental (Earth, Extraplanar)

**Hit Dice:** 12d8+48 (102 hp)

**Initiative:** -1

**Speed:** 20 ft. (4 squares)

**Armor Class:** 18 (-1 Dex, -1 size, +10 natural)  
touch 8, flat footed 18

**Base Attack/Grapple:** +9/+18

**Attack:** Fist +13 melee (2d6+5)

**Full Attack:** 2 fists +13 melee (2d6+5)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Stone cone

Violent volcanic eruptions and the accompanying seismic disturbances release incalculable quantities of energy that, under the right circumstances, give rise to the enigmatic orvender. The orvender is an amalgamation of cooling lava and indigenous inorganic matter. The unusual metamorphosis that transforms the inanimate shape into a sentient being inexplicably imparts the creature with the solemn duty of preserving the sanctity of the earth's bountiful natural resources. The unmistakable sound of miners' hammers and picks striking pristine stone beckons the undivided interest of its stoic defender.

Orvenders appear as extremely muscular and chiseled humanoid with square heads, a massive torso, rippling, disproportionate arms and thick, powerful legs. The creature's body contains several different hues including pink, light blue, red and brown, but gray and black are generally the most prevalent colors. Despite its roughly humanoid shape, the creature's body contains no rounded features or curves, making it seem more like a construct than a living entity. Generally regarded by most humanoids as a mindless brute, orvenders actually attempt to engage in dialogue with opponents. Unfortunately, poor language skills greatly limit their negotiating prowess. Orvenders stand 9 feet tall and weigh 500 pounds. They speak broken Terran.

## Combat

Orvenders rely upon their spell like abilities to casually and secretly observe the actions of any potential exploiters. As soon as they verify the targets' intentions to despoil the earth, orvenders wade into battle, wildly swinging their massive fists in an awesome display of raw power and brute strength. If the creature believes that the visitors pose a severe threat to its safety, it initiates its Shield of Stones power prior to discharging a supernatural barrage of stones. Interspersed with

**Special Qualities:** Elemental, immunities, shield of stone, spell-like abilities

**Saves:** Fort +12, Ref +3, Will +6

**Abilities:** Str 21, Dex 9, Con 18, Int 8, Wis 14, Cha 11

**Skills:** Appraise +2, Hide +8, Listen +6, Spot +6

**Feats:** Combat Reflexes, Power Attack, Cleave, Great Cleave, Improved Overrun

**Environment:** Elemental Plane of Earth

**Organization:** Solitary

**Challenge Rating:** 9

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 13-24 (Large); 25-36 (Huge)

**Level Adjustment:** —

its bruising attacks and remarkable abilities, the creature implores the trespassers to leave the area in broken Terran. If the opponents heed the orvender's plea, it breaks off the attack and escorts the interlopers back to the surface. After expelling them, the orvender once again employs its spell like abilities to seal the entrance.

**Stone Cone (Su):** Every 1d4 rounds, the orvender may release a 40 ft. long cone of pebbles, rocks and stones that deal 6d6 points of impact damage. A successful Reflex save (DC 15) reduces the damage in half. The save DC is Dexterity-based.

**Immunities (Ex):** Orvenders take no damage from stone weapons and suffer only half damage from metallic weapons.

**Elemental:** Immune to poison, sleep, paralysis, and stunning. Not subject to critical hits.

**Shield of Stone (Su):** At will, the orvender conjures a swirling mass of tiny stones and pebbles identical in function to the shield spell with the exception that the shield does not negate magic missile. Shield of Stone gives the orvender a cover bonus (+4 to AC and +2 to Reflex saves).

**Spell like abilities (Sp):** 3/day—*meld into stone, spike stones, stone shape*. These abilities are as the spells cast by a 7th level cleric (save DC 12 + spell level)

## Habitat/Society

In their minds, orvenders exist for the sole purpose of protecting the earth's natural resources from despoilment at the hands of others. If confronted by an obviously superior foe, orvenders occasionally forge alliances with other members of their race as well as like-minded indigenous creatures such as earth elementals and xorns. Despite their ability to cooperate with other creatures, orvenders lead a lonely, nomadic lifestyle, roaming through several hundred miles of tunnels and chambers on an annual basis.



# Stone Pudding

## Huge Ooze

**Hit Dice:** 11d10+66 (126 hp)

**Initiative:** -5

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

**Armor Class:** 3 (-2 size, -5 Dex), touch 3, flat-footed 3

**Base Attack/Grapple:** +8/+19

**Attack:** Slam +9 melee (2d6+4 plus 1d6 acid and petrification)

**Full Attack:** Slam +9 melee (2d6+4 plus 1d6 acid and petrification)

**Space/Reach:** 15 ft./10 ft.

**Special Attacks:** Acid, petrification

**Special Qualities:** Blindsight 60 ft.,

camouflage, ooze traits, vulnerability

**Saves:** Fort +13, Ref -2, Will -2

**Abilities:** Str 17, Dex 1, Con 22, Int —, Wis 1, Cha 1

**Skills:** Climb +11

**Feats:** —

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 9

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 12-22 HD (Huge); 23-33 HD (Gargantuan)

**Level Adjustment:** —

A stone pudding resembles a large blob of liquid, slow-moving stone. A stone pudding spends its time slithering along dungeon passageways feeding on carrion, adventurers, and just about anything else it encounters. It is thought to be a distant relative of the other deadly puddings.

Stone puddings are most active at night. During the day they simply lie dormant, almost as if sleeping. They serve no readily discernable purpose in the ecology of things and simply spend their time devouring stone and organic materials. The typical stone pudding is about 16 feet across and from 2 to 4 feet thick, and weighs in excess of 20,000 pounds.

## Combat

Stone puddings attack by forming a pseudopod and slashing at their prey. Opponents turned to stone are dissolved by the deadly pudding's acid. Though non-intelligent, a stone pudding often lies in wait, using its coloration to hide itself against a wall or floor of worked stone, before lashing out against an opponent.

**Acid (Ex):** A stone pudding secretes a digestive acid that dissolves organic material and stone, but not metal. Any melee attack deals acid damage. Clothing dissolves and becomes useless immediately unless it succeeds on a DC 21 Reflex save. A stone or wooden weapon that strikes a stone pudding dissolves immediately unless it succeeds on a DC 21 Reflex save. The save DCs are Constitution-based.

The pudding's acidic touch deals 21 points of damage per round to wooden or stone objects (including creatures it has turned to stone), but the pudding must remain in contact with the object for 1 full round to deal this damage.

**Petrification (Ex):** The touch of a stone pudding turns an opponent permanently to stone if it fails a DC 21 Fortitude save. The save DC is Constitution-based.

**Blindsight (Ex):** A stone pudding's entire body is a primitive sensory organ that can ascertain prey by scent and vibration within 60 feet.

**Camouflage (Ex):** It takes a DC 20 Spot check to notice a non-moving stone pudding before it attacks. Anyone with ranks in Survival or Craft (stonemasonry) can use one of those skills instead of Spot to notice the creature. Dwarves can use stonemasonry to notice a stone pudding.

**Ooze:** Immune to mind-affecting effects, poison, sleep effects, paralysis, polymorph, stunning, gaze attacks, visual effects, illusions, and other attack forms that rely on sight. They are not subject to critical hits or flanking.

**Vulnerability (Ex):** A stone pudding is slowed (as by a slow spell) for 3 rounds if *stone to flesh* is cast on it. The stone pudding does not receive a save against this effect.

**Skills:** A stone pudding can always choose to take 10 on a Climb check, even if rushed or threatened. Stone puddings have a +8 racial bonus on Climb checks.

# Vylar, Greater

## Huge Aberration

**Hit Dice:** 10d8+50 (95 hp)

**Initiative:** -1

**Speed:** 30 ft. (6 squares)

**Armor Class:** 15 (-2 size, -1 Dex, +8 natural), touch 7, flat-footed 15

**Base Attack/Grapple:** +7/+22

**Attack:** Claw +12 melee (2d4+7) or spit +4 ranged touch (2d4 acid)

**Full Attack:** 4 claws +12 melee (2d4+7); or spit +4 ranged touch (2d4 acid)

**Space/Reach:** 15 ft./15 ft.

**Special Attacks:** Alter physiology, rend 4d4+10, spit

**Special Qualities:** Blindsight 90 ft., darkvision 60 ft., telepathy

The grotesque armies of a single hive mind, vylar live only to feed, seeking organic matter to absorb into their web. Vylar come from the deepest parts of the underworld, but constantly expand their territories in search of new prey. They make no distinction between living and dead flesh, killing beasts and humanoids as readily as they raid crypts and steal carrion.

Greater vylar are the commanders of vylar broods. Their massive bulk makes them much slower than their smaller cousins, but their strength more than compensates for their lack of mobility.

Greater vylar weigh nearly a ton and average 16 feet tall, though they hunch over even farther than lesser vylar. Three fused spines run down their backs, and their four arms and two legs end in thick black talons. Their heads feature vertically aligned mouths and two sets of mandibles each. Despite this, greater vylar rarely bite living creatures, instead thoroughly chewing their dead prey to later feed to nodes of the vylar web.

Greater vylar are often found at the back of traveling broods, serving as links to the brood mother. They telepathically convey the web's needs to lesser vylar, and drive them forward in search of food.

## Combat

Greater vylar almost always accompany dozens of lesser vylar, overseeing the broods and guiding their actions. They avoid putting themselves at risk unless necessary, spitting acid from safety and waiting to be needed. Greater vylar alter their broods' physiology only as a last resort, but willingly do so if a fight is going poorly.

**Saves:** Fort +10, Ref+2, Will +7

**Abilities:** Str 24, Dex 9, Con 21, Int 12, Wis 11, Cha 7

**Skills:** Hide +4, Listen +13, Move Silently +12

**Feats:** Cleave, Great Fortitude, Improved Overrun, Mob Mentality\*, Power Attack

**Environment:** Underground

**Organization:** Solitary or brood (2-4 plus 12-30 lesser vylar)

**Challenge Rating:** 9

**Treasure:** None

**Alignment:** Always neutral evil

**Advancement:** 11-30 HD (Huge)

**Level Adjustment:** —

**Alter Physiology (Ex):** A greater vylar can change the physiology of lesser vylar, giving them enormous strength and speed at the eventual cost of their lives. As a standard action, the greater vylar can send a telepathic command to any number of vylar within 50 feet. The affected vylar gain +4 Strength, +4 Constitution, and -2 AC, and are affected as by a haste spell (for a net +2 bonus to AC), but take 1d4 points of damage every round thereafter. The process cannot be reversed. As the vylar dissolve internally, their skin turns pale and flakes away, before they are reduced to viscous pools.

**Rend (Ex):** A greater vylar that hits with two or more claw attacks latches onto its opponent's body, tearing flesh. This attack automatically deals an additional 4d4+10 points of damage.

**Spit (Ex):** A greater vylar can spit a glob of acid up to 30 feet as a standard action. This is a ranged touch attack with no range increment. Opponents hit by this attack take 2d4 points of acid damage. The acid, unless somehow neutralized, lasts for 3 rounds, dealing another 2d4 points of acid damage each round.

A creature who takes all 3 rounds of damage has its possessions put at risk. A single item belonging to the creature (determined as if by a rolling a natural 1 on a saving throw against a magical attack) must succeed on a DC 20 Fortitude save or be dissolved. The save DC is Constitution-based.

**Telepathy (Su):** Greater vylar can communicate telepathically (and create a telepathic link) with all other vylar within 500 ft.

**Feats:** \* Greater vylar grant all vylar within 500 feet the Mob Mentality (see page 26).

# Cave Keeper

**Huge Elemental (Earth, Extraplanar)**

**Hit Dice:** 20d8+100 (190 hp)

**Initiative:** +0

**Speed:** 40 ft. (8 squares)

**Armor Class:** 25 (-2 size, +17 natural), touch 8, flat-footed 25

**Base Attack/Grapple:** +15/+35

**Attack:** Slam +25 melee (2d10+18/19-20)

**Full Attack:** Slam +25 melee (2d10+18/19-20)

**Space/Reach:** 15 ft./15 ft.

**Special Attacks:** Breath weapon

**Special Qualities:** Damage reduction 10/magic, darkvision 60 ft., elemental traits

**Saves:** Fort +17, Ref +6, Will +7

**Abilities:** Str 35, Dex 10, Con 20, Int 8, Wis 8, Cha 10

**Skills:** Hide +5\*, Listen +7, Spot +7

**Feats:** Alertness, Cleave, Great Cleave, Improved Critical (slam), Improved Sunder, Iron Will, Power Attack

**Environment:** Elemental Plane of Earth

**Organization:** Solitary

**Challenge Rating:** 10

**Treasure:** No coins; double goods (gems and minerals only); no items

**Alignment:** Always neutral

**Advancement:** 21-40 HD (Huge); 41-60 HD (Gargantuan)

**Level Adjustment:** —

Cave keepers are enormous pieces of living rock originally from the elemental plane of earth. Their color and shape vary from sleek gray slate to blue-veined marble. Cave keepers living on the material plane live a solitary life and take refuge in the deep bowels of the earth, comforted by the presence of more rock. Their territorial nature and maintenance of their cavern home give them their name, and subterranean races quickly learn to respect a cave keeper's boundaries. Cave keepers rarely interact with surface dwellers, although cave keepers do appear in cautionary tales of miners who dug too deep or adventurers who wandered too far into the earth.

## Combat

Cave keepers use their giant stony fists to pummel intruders and hostiles. They rarely initiate combat without provocation, but defend themselves and their homes competently. A cave keeper's natural weapons, as well as any weapons it wields, are treated as magic weapons for the purpose of overcoming damage reduction.

**Breath Weapon (Su):** 20-foot square cloud of coal dust, once every 1d4 rounds (but no more than three times per day), damage stunned and 1 point of Con damage every round until successful save is made, Fortitude DC 25 negates. The save DC is Constitution-based.

\***Skills:** A cave keeper has a +10 racial bonus on Hide checks when stationary in rocky terrain.

## Flora and Fauna

**Speleothems:** Cave deposits of calcium carbonate and sulfates that decorate the walls, ceilings, and floors. The most common are stalactites and stalagmites, which are spires hanging from the ceiling and shooting up from the floor. When they meet, they form columns. Helictites are stalactites that grow in all directions, defying the laws of gravity in their formations. Water along sloping ceilings form draperies that ripple and curve, shimmering various colors depending on the mineral content of the water. Flowstones are thin sheets covering the walls and over ledges, but they require lots of water. If water makes its way to the floor, travertine rimstone dams may form, becoming rimstone pools if they fill with water. Rare, but beautiful, are gypsum flowers and sulfate deposits that form under dry passages beneath sandstone caprocks, where stalactites are incapable of forming.

# Cavernivore

## Huge Magical Beast

**Hit Dice:** 12d10+96 (162 hp)

**Initiative:** +5

**Speed:** 40 ft. (8 squares), climb 10 ft. (2 squares)

**Armor Class:** 19 (-2 size, +1 Dex, +10 natural), touch 9, flat-footed 18

**Base Attack/Grapple:** +12/+32

**Attack:** Bite +22 melee (3d12+12)

**Full Attack:** Bite +22 melee (3d12+12) and 2 claws +20 melee (2d6+6)

**Space/Reach:** 15 ft./10 ft.

**Special Abilities:** —

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

**Saves:** Fort +16, Ref +9, Will +3

**Abilities:** Str 34, Dex 12, Con 26, Int 5, Wis 8, Cha 13

**Skills:** Climb +20, Hide +13, Listen +11, Move Silently +6, Spot +3

**Feats:** Alertness, Improved Initiative, Multiattack, Power Attack, Stealthy

**Environment:** Underground

**Organization:** Solitary or pair

**Challenge Rating:** 10

**Treasure:** Standard

**Alignment:** Usually neutral

**Advancement:** 13-24 HD (Huge); 15-36 HD (Gargantuan); 37-48 HD (Colossal)

**Level Adjustment:** —

The cavernivore is a huge and hungry underground reptile. It is most famous for its large and ferocious maw, completely filled with sharp and jagged teeth. The beast has three luminescent tendrils that extend from its head and give off light. The creature has full control over these appendages, which can stretch out as far as 15 feet. The cavernivore spends its time deep underground, using its natural light source as a lure to lost visitors who are desperately seeking a path to the surface.

Cavernivores like to lurk around sharp corners in deep caverns. They hide their bodies around a corner, while their light tendrils extend into the main passage, giving the appearance of weak sunlight filtering through from above. When it hears prey approach, the monster slowly pulls its tendrils back around the bend in order to keep up the appearance of natural light. If all goes as planned, its victim is in for a nasty surprise when confronted with a solid wall of teeth.

## Combat

The cavernivore is a lazy beast and prefers to lie around and let its prey come to it. Consequently, it prefers to attack from a position of surprise. As creatures close in on the cavernivore's location, make a Listen check for the cavernivore. If successful, it maneuvers its tendrils so that they remain out of sight. If the cavernivore fails its roll, creatures can identify the light source as a tendril with a successful DC 20 Spot check. If this roll is failed, the party is surprised when they turn the corner and come face to face with the creature. Unless creatures make a genuine effort to move silently and without a light source, the cavernivore

is probably not surprised by their presence. For its surprise attack, the cavernivore uses its Power Attack feat to attempt to finish a victim off in one cruel bite.

Once in melee, the creature attacks with its powerful jaws, as well as its strong claws. Its light tendrils offer it little advantage in a fight, so it retracts them to ensure they are not injured. It uses its Power Attack against less armored opponents in order to kill them off sooner. If its prey flees the battle, the creature only pursues if it has not downed a single victim. Otherwise, it stays and expends its energies eating and digesting those left behind. A pursuing cavernivore is extremely terrifying. It moves at great speed through most caverns, and can climb better than most adventurers. The best way to elude one is to find a passageway too narrow for it to enter.

**Luminescence (Ex):** The cavernivore has three long and flexible tendrils ending in luminescent glands. These glands give off a weak but constant full spectrum glow, each shedding bright light to a range of 30 feet and shadowy illumination to a range of 60 feet. The light resembles sunlight, but does not adversely affect sunlight-sensitive creatures. The cavernivore cannot turn off or extinguish these lights, but it can cover its tendrils with its body as a move action and completely smother the light. The tendrils can be targeted with sunder attacks. Each has 8 hp (separate from the cavernivore's total hit points).

**Skills:** The cavernivore has excellent hearing, giving it a +8 racial bonus on Listen checks. It has a +10 racial bonus on Hide checks, but cannot hide unless its light is concealed. Cavernivores have a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

# Slavering Moulder

## Large Undead

**Hit Dice:** 9d12 (58 hp)

**Initiative:** +1

**Speed:** 10 ft. (2 squares)

**Armor Class:** 24 (-1 size, +1 Dex, +14 natural), touch 10, flat-footed 23

**Base Attack/Grapple:** +4/+11

**Attack:** Bite + 8 melee (1d4+3) or spittle +4 ranged touch (5d6 acid)

**Full Attack:** 4 bites + 10 melee (1d4+3) and 4 tentacles +5 melee (1d2+1) and spittle +4 ranged touch (5d6 acid)

**Space/Reach:** 10 ft./5 ft.

**Special Attack:** Energy drain, engulf, improved grab, slavering, spittle, stench

**Special Qualities:** Amorphous, damage reduction 10/bludgeoning and magic, darkvision 60 ft., ravenous, undead traits

**Saves:** Fort +3, Ref +4, Will +7

**Abilities:** Str 17, Dex 13, Con —, Int —, Wis 13, Chr 13

**Skills:** —

**Feats:** —

**Environment:** Any underground

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

**Challenge Rating:** 10

**Treasure:** Double coins, standard goods (metal and stone only), double items (metal and stone only)

**Alignment:** Always neutral

**Advancement:** 10-18 (Huge)

**Level Adjustment:** —

Slavering moulthers are thought to be undead gibbering moulthers, raised, killed, and brought back from the dead by dark powers. Though it needs no sustenance, the slavering moulder eats everything in its path, except stone, metal and gems. It is commonly employed to clean underground lairs, dungeons, and labyrinths. Such subterranean homes to slavering moulthers are unusually clean.

## Combat

Slavering moulthers attack first by gobbing spittle at their opponents, then hurling tentacles and strings of protoplasmic flesh. The tentacles have jagged teeth that bite at the moulder's foes. A slavering moulder's natural weapons, as well as any weapons it wields, are treated as magic weapons for the purpose of overcoming damage reduction.

**Amorphous (Ex):** A slavering moulder is not subject to critical hits. It cannot be flanked.

**Create Spawn (Su):** Any humanoid killed by a slavering moulder's Energy Drain ability returns as a ghoul in 1d4 rounds. Spawn are under the command of the individual who created the slavering moulder and remain enslaved until its death. They do not possess any of the abilities they had in life.

**Energy Drain (Su):** On a successful grappled check after grabbing, that mouth attaches to the opponent. It automatically deals bite damage and bestows one negative level to a living creature. This ability can be used once each round for each mouth attached. The DC is 15 for the Fortitude save to remove a negative level. The save DC is Charisma-based. A mouth can be ripped off (dealing 1 point of damage) with a DC 15 Strength check or severed by a successful sunder attempt (the mouth has 6 hit points). A severed mouth continues to bite for 1d4 rounds after such an attack, but cannot drain energy.

**Engulf (Ex):** A slavering moulder can try to engulf a Large or smaller opponent grabbed by three or more mouths. The opponent must succeed on a DC 19 Reflex save or fall and be engulfed. In the next round, the moulder makes eight bite attacks on the opponent instead of four (each with a +4 attack bonus). An engulfed creature cannot attack moulder from within. The previously attached mouths are now free to attack others. The save DC is Strength-based and includes a +2 racial bonus.

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

**Ravenous (Ex):** The undead moulder's unnatural hunger and single-mindedness grants it a +2 bonus to all melee attacks, as reflected above.

**Slavering (Su):** As soon as a moulder spots something edible, it begins a constant slavering as a free action. All creatures (other than moulthers) within a 60-foot spread must succeed on a DC 15 Will save or be affected as though by a confusion spell for 1d4 rounds. This is a sonic, mind-affecting compulsion effect. A creature that successfully saves cannot be affected by the same moulder's slavering for 24 hours. The save DC is Charisma-based.

**Spittle (Ex):** As a free action every round, a slavering moulder fires a stream of spittle at one opponent within 30 feet. The moulder makes a ranged touch attack; if it hits, it deals 5d6 points of acid damage, and the target must succeed on a DC 15 Fortitude save or be blinded for 1d4 rounds. Eyeless creatures are immune to the blinding effect, but are still subject to the acid damage. The save DC is Charisma-based.

**Stench (Ex):** The stink of death and corruption surrounding these creatures is sickening. Those within a 10-foot spread must succeed on a DC 15 Fortitude save or be wracked with nausea, suffering a -2 circumstance penalty to all attacks, saves, and skill checks for 1d6+4 minutes. The save DC is Charisma-based.

# Tentacled Horror

## Huge Aberration

**Hit Dice:** 12d8+60 (114 hp)

**Initiative:** +0

**Speed:** 30 ft. (6 squares)

**Armor Class:** 22 (-2 size, +14 natural), touch 8, flat-footed 22

**Base Attack/Grapple:** +9/+24

**Attack:** Tentacle +14 (1d8+7)

**Full Attack:** 4 tentacles +14 melee (1d8+7) and bite +12 melee (3d6+3)

**Space/Reach:** 15 ft./15 ft.

**Special Attacks:** Constrict 1d8+7, improved grab

**Special Qualities:** Aura of insanity, darkvision 60 ft., horn, regeneration 5, resistance to acid 10, spell resistance 19, tremorsense 30 ft.

**Saves:** Fort +9, Ref +6, Will +13

**Abilities:** Str 24, Dex 10, Con 21, Int 14, Wis 16, Cha 18

**Skills:** Bluff +12, Intimidate +16, Knowledge (arcana) +12, Listen +13, Sense Motive +13, Spot +13

**Feats:** Cleave, Iron Will, Lightning Reflexes, Multiattack, Power Attack

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 10

**Treasure:** Standard

**Alignment:** Always chaotic evil

**Advancement:** 13-24 HD (Huge); 25-36 HD (Gargantuan)

**Level Adjustment:** —

Ancient and evil, a tentacled horror is a monstrosity from the unknown depths of the earth. This monster is most often found inhabiting dungeons or ruins far from the reaches of civilization.

Tentacled horrors are egotistical and lazy creatures, and put themselves above all others they encounter. Often, a tentacled horror that finds its way into a subterranean society will attempt to set itself up as a god. Lesser creatures such as goblins often accept this false god and bring it sacrifices of living victims. Once ensconced as ruler-deity, a tentacled horror is content to remain in one place to be cared for by its subjects. A pool of its own slime and the scattered bones of its victims will surround a tentacled horror that has been in power for some time.

Exuding a foul oily slime wherever it goes, a tentacled horror has a powerful humanoid torso that ends in a thick slug-like foot. Sprouting from the torso are four whip-like tentacles tipped in cruel barbs. Most horrifying of all, however, is the face. A tentacled horror has a shapeless head with a single, huge, unblinking eye. The mouth of a tentacled horror is a yawning chasm of sharp teeth eager to sink into living flesh. Above the eye is a glistening black 2-foot long horn—the very source of the tentacled horror's power.

## Combat

A tentacled horror attacks first with its tentacles, ripping and tearing at its opponent with the sharp barbs at the tip. Any grappled opponent is immediately bitten.

**Constrict (Ex):** A tentacled horror deals 1d8+7 points of damage with a successful grapple check.

**Improved Grab (Ex):** To use this ability, a tentacled horror must hit a creature of any size with a tentacle attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and can constrict. A tentacled horror can make a bite attack each round against a grappled foe with a +4 bonus to its attack roll.

**Aura of Insanity (Su):** Creatures with less than 6 HD that view a tentacled horror must make a Will save (DC 20) or be affected as if by an *insanity* spell (caster level 12th). Creatures of 2 HD or less are not only driven mad, but also are compelled to worship the tentacled horror as a god (as if affected by a *charm person* spell, caster level 12th). The save DC is Charisma-based. Only a *restoration*, *greater restoration*, *miracle*, or *wish* spell can restore the mind of one driven insane by a tentacled horror.

**Horn (Su):** The source of a tentacled horror's power is its horn. If a tentacled horror's horn is removed, it loses its regeneration ability and suffers a -6 effective penalty to Strength and Constitution until its horn is reattached. The horn is AC 20, hardness 10, and has 20 hit points. A tentacled horror's horn cannot be removed unless it is helpless. It takes a successful Strength check (DC 40) or 10 points of damage to the horn to remove a tentacled horror's horn.

**Regeneration (Su):** Fire and cold deal normal damage to a tentacled horror. If a tentacled horror loses a limb or body part, the lost portion regrows in 2d6 minutes. The creature can reattach the severed member (including its horn) instantly by simply holding it to the stump. If it loses its horn, the tentacled horror cannot regenerate.

**Tremorsense (Ex):** A tentacled horror automatically ascertains the location of anything within 30 feet that is in contact with the ground.



# Brilkoun

## Medium Aberration

**Hit Dice:** 10d8+20 (65 hp)

**Initiative:** +5

**Speed:** 30 ft. (6 squares)

**Armor Class:** 15 (+1 Dex, +4 natural), touch 11, flat-footed 14

**Base Attack/Grapple:** +7/+8

**Attack:** Dagger +8 melee (1d4+1/19-20)

**Full Attack:** Dagger +8 melee (1d4+1/19-20)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Parasitic implant, spells

**Special Qualities:** Darkvision 60 ft., spell resistance 14

**Saves:** Fort +5, Ref +4, Will +10

**Abilities:** Str 12, Dex 12, Con 15, Int 18, Wis 16, Cha 18

**Skills:** Bluff +11, Concentration +15, Diplomacy +8, Disguise +4 (+6 acting), Intimidate +15, Knowledge (arcana) +17, Listen +10, Sense Motive +12, Spellcraft +19, Spot +10

**Feats:** Combat Casting, Improved Initiative, Maximize Spell, Quicken Spell

**Environment:** Underground

**Organization:** Solitary, patrol (2-5), or coven (6-40)

**Challenge Rating:** 11

**Treasure:** Double coins; double goods, triple items

**Alignment:** Usually neutral evil

**Advancement:** By character class

**Level Adjustment:** +7

Foul masters of the depths, brilkoun are one of the most powerful evil societies of the subterranean realms, living in intricate, orderly cities in vast caverns. They are a ruling class infamous for their substantial slave collections, which they use for labor and amusement alike. To prevent uprisings, brilkoun insert parasites that eat brain matter in the heads of their thralls, threatening to activate the parasites if the slaves become unruly. Those considered unworthy of servitude are put to death, after being tortured by the noroughks (page 57).

Brilkoun are purple insect-like centauresque creatures possessing large heads with bulging veins. At the back of their skull is a pouch containing their fearful parasites. Brilkoun are usually encountered with two or three successfully implanted personal servants who protect their master.

## Combat

A typical brilkoun has 10 effective levels of sorcerer for the purposes of spellcasting. Any additional levels of sorcerer taken by an brilkoun build upon these initial 10 levels for the purposes of spellcasting. Most brilkoun carry an abundance of magic items which they will make use of in combat, and they will usually have several magical defenses in place at all times.

**Parasitic Implant (Ex):** Within their head pouch each brilkoun carries 1d4+1 small, worm-like parasites. These parasites are released upon helpless opponents and magically burrow into their victims skulls in 2d6+2 agonizing rounds. Once in place the parasite feeds on the victim's emotions placing them into a permanent *calm emotion* state and the victim is magically aware that the worm within their skull will eat their brain in 1d4+1 rounds if they don't follow the orders of the brilkoun who carried the parasite. A parasite can only be killed by *remove disease*, *heal*, *limited wish*, *wish*, or *miracle*.

When a brilkoun dies, all of its slaves' brains are consumed by their parasites. This consumption renders the victim helpless, screaming and writhing on the ground

**Spells:** An brilkoun can cast arcane spells as a 10th-level sorcerer (6/6/6/6/5/3; save DC 14 + spell level). A typical brilkoun has access to the following spells: 0 – *acid splash*, *dancing lights*, *daze*, *detect magic*, *mage hand*, *message*, *prestidigitation*, *ray of frost*, *resistance*; 1st – *expeditious retreat*, *protection from good*, *ray of enfeeblement*, *shield*, *ventriloquism*; 2nd – *darkness*, *invisibility*, *mirror image*, *resist energy*; 3rd – *dispel magic*, *nondetection*, *suggestion*; 4th – *animate dead*, *crushing despair*; 5th – *dominate person*. The save DCs are Charisma-based.

# Stinkgnarl

## Large Plant

**Hit Dice:** 12d8+156 (210 hp)

**Initiative:** +3

**Speed:** 10 ft. (2 squares)

**Armor Class:** 19 (-1 size, +3 Dex, +7 natural), touch 12, flat-footed 16

**Base Attack/Grapple:** +9/+17

**Attack:** Slam +12 melee (2d8+6)

**Full Attack:** Slam +12 melee (2d8+6)

**Space/Reach:** 10 ft./10 ft. (15 ft. with slam)

**Special Attacks:** Abhorrent stench, mucus pustules

**Special Qualities:** Blindsight 60 ft., low-light vision, plant traits, tap root

**Saves:** Fort +21, Ref +7, Will +0

**Abilities:** Str 19, Dex 17, Con 36, Int —, Wis 2, Cha 4

**Skills:** —

**Feats:** —

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 11

**Treasure:** Standard

**Alignment:** Always neutral

**Advancement:** 13-24 HD (Large); 25-36 HD (Huge)

**Level Adjustment:** —

The stinkgnarl is a tall and pulsing mass of fleshy fungus that periodically belches a small gray cloud from under its cap. This cloud is the first thing everyone notices when approaching the stinkgnarl, having a rank odor that hangs in the air. There is no one color specific to the repugnant fungus, but most are brightly colored yellow or green, and a few phosphorescent specimens have been identified. The whole of the spherical cap is covered with fist-sized weeping pustules and is protected by a random pattern of woody plates that allow freedom of movement.

This fungus grows best near pools of standing water or wet caverns, but can be found nearly anywhere underground. It will tolerate most any plants and fungus that grow nearby, but it will not tolerate Violet Fungus or other poisonous plants, and will attempt to smash any that come close enough.

## Combat

This fungus does not hesitate to blast an area with its stench, or flail its massive body like a rubbery hammer at anything that comes near.

**Abhorrent Stench (Ex):** Whenever approached, the stinkgnarl emits a misty spray of foul gasses that fills up to 300 square feet, rising 10 feet in the air, and lingers for 1 hour. Living creatures able to smell the cloud must make a Fortitude Save (DC 31) or become severely nauseated, gagging and coughing as tears well up in their eyes. Nauseated creatures are unable to attack, cast spells, concentrate on spells or do

anything else requiring attention. The only action a nauseated creature can take is a single move (or move-equivalent action) per turn. These effects last as long as the character is in the affected area and for 1d10 rounds after leaving the area. Those who remain in the area that make their save must continue to save each round with a +1 resistance bonus. Creatures with the Scent or other heightened olfactory qualities suffer a -4 circumstance penalty to resist the noxious vapors. If a creature spends 10 rounds breathing inside the affected area, they must make a Fortitude save (DC 31) or take 1d4 points of subdual damage the next round and each round thereafter. Leaving the area will end this damage. The save DCs are Constitution-based.

**Blindsight (Ex):** The stinkgnarl has several simple “ears” that detect sound and changes in air pressure, allowing the stinkgnarl to locate creatures within 60 feet.

**Mucus Pustules (Ex):** Whenever the stinkgnarl makes a successful slam attack, it causes several of the spherical pustules to burst and splatter the target with slimy mucus. The stinking glop acts like a powerful glue, and if a creature is hit 3 or more times with the mucus attack, they will become entangled for 10d6 minutes. The target suffering mucus entanglement must make a Reflex Save (DC 19) every turn or become stuck and immobile. The save DC is Dexterity-based.

**Taproot (Ex):** In order to gain more leverage for its flailing slam attacks, the stinkgnarl possesses a thick, woody taproot it can drill deep into the rock. This gives the stinkgnarl a +4 stability bonus against charge-type attacks.

# Vampire Spider

## Huge Undead

**Hit Dice:** 8d12 (52 hp)

**Initiative:** +6

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

**Armor Class:** 21 (-2 size, +3 Dex, +11 natural), touch 10, flat-footed 18

**Base Attack/Grapple:** +4/+23

**Attack:** Bite +13 melee (2d6+11 plus poison) or slam +8 melee (2d6+11 plus energy drain)

**Full Attack:** Bite +13/+8 melee (2d6+11 plus poison) or slam +8 melee (2d6+11 plus energy drain)

**Space/Reach:** 15 ft./10 ft.

**Special Attacks:** Blood drain, dominate, energy drain, poison, smite good, web

These creatures appear as giant spiders, with rotted carapaces and hideously elongated fangs. Though they appear to move clumsily, it is a ruse - the vampire spider is every bit as dexterous and agile as any spider of its size. The only hint of its otherworldly origins is the faint purplish glow emanating from each of its eight eyes (this glow can be seen with a successful DC 15 Spot check).

While vampire spiders are a unique combination of fiendish and vampiric essences in the form of a giant spider, they do not receive all of the advantages of their vampiric form. Vampire spiders do not have ability to create spawn or command wild creatures. Vampire spiders favor the fighter class, but are also known to undertake some training as rogues and rangers, as well.

## Combat

The vampire spider is a strong and canny combatant who prefers to strike from surprise in order to weaken its foes and deplete their numbers before it makes a frontal assault. Working in teams, these hideous creatures can wreak terrible havoc. Given their ability to heal themselves from the blood of their foes, the vampire spider makes a formidable opponent who is very difficult to destroy.

All vampire spiders share the same weaknesses as other vampires (see MM), including an inability to cross running water or enter a home without being invited. Vampire spiders cannot be staked, however. A vampire spider's natural weapons, as well as any weapons it wields, are treated as magic weapons for the purpose of overcoming damage reduction.

**Blood Drain (Ex):** A vampire spider can suck blood from a living victim with its fangs by making a successful grapple check. If it pins the foe, it drains blood, inflicting 1d4 points of Constitution drain each round the pin is maintained. On each successful attack, the vampire spider gains 5 temporary hit points.

**Special Qualities:** Damage reduction 10/magic and silver, darkvision 60 ft, fast healing 5, spell resistance 16, turn resistance +4, undead traits, vampire weaknesses

**Saves:** Fort +2, Ref +6, Will +7

**Abilities:** Str 32, Dex 14, Con —, Int 12, Wis 12, Cha 14

**Skills:** Climb +20, Hide +14, Jump +16, Listen +14, Move Silently +14, Spot +17

**Feats:** Alertness, Improved Initiative, Lightning Reflexes

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 11

**Treasure:** None

**Alignment:** Usually chaotic evil

**Advancement:** 9-16 HD (Huge); 17-24 HD (Gargantuan)

**Level Adjustment:** —

**Dominate (Su):** A vampire spider can crush an opponent's will just by looking onto his or her eyes. This is similar to a gaze attack, except that the vampire spider must use a standard action, and those merely looking at it are not affected. Anyone the vampire targets must succeed at a DC 16 Will save or fall instantly under the vampire's influence as though by a *dominate person* spell (caster level 12th). The ability has a range of 30 feet. The save DC is Charisma-based.

**Energy Drain (Su):** Living creatures hit by a vampire spider's slam attack gain two negative levels. The DC is 16 for the Fortitude save to remove a negative level. The save DC is Charisma-based. For each negative level bestowed, the vampire spider gains 5 temporary hit points. A vampire spider can use its energy drain ability once per round.

**Poison (Ex):** Injury, Fortitude save DC 16, initial and secondary damage 1d6 Str. The save DC is Charisma-based.

**Smite Good (Su):** Once per day, a vampire spider can make a normal melee attack with a +2 bonus that deals an extra 8 points of damage against a good foe.

**Web (Ex):** Vampire spiders often wait in their webs, 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 vampire spider 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 Gargantuan size. An entangled creature can escape with a successful DC 13 Escape Artist check or burst it with a DC 17 Strength check. Both are standard actions. The check DCs are Constitution-based, and the Strength check DC includes a +4 racial bonus.

A vampire spider often creates sheets of

sticky webbing from 40 to 50 feet square.

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, and sheet webs have damage reduction 5/—.

A vampire spider can move across its own web at its climb speed and can pinpoint the location of any creature touching its web.

A vampire spider's web is also much more than just its home; it is an extension of its abilities. If

a vampire spider is in contact with its web, it can use its blood drain ability against any creature entangled in any of its webs within 30 feet of its current location without need for a grapple check.

**Fast Healing (Ex):** A vampire spider heals 5 points of damage each round so long as it has at least 1 hit point. If reduced to 0 hit points or lower, a vampire spider attempts to escape. It must reach its web within 2 hours or be utterly destroyed. Once at rest in its web, a vampire spider is helpless. It regains 1 hit point per hour until it reaches 1 hp. It is then no longer helpless and resumes healing at the rate of 5 hit points per round.

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

## Arachnogolem

### Large Construct

**Hit Dice:** 8d10+30 (74 hp)

**Initiative:** +5

**Speed:** 40 ft. (8 squares), climb 40 ft.

**Armor Class:** 22 (-1 size, +5 Dex, +8 natural), touch 14, flat-footed 17

**Base Attack/Grapple:** +6/+17

**Attack:** Slam +12 melee (2d6+7) or bite +7 melee (2d8+7 plus poison)

**Full Attack:** 6 slams +12 melee (2d6+7) or bite +7 melee (2d8+7 plus poison)

**Space/Reach:** 10 ft./10 ft.

**Special Attacks:** Poison

The arachnogolem stands over 10 feet tall, and its adamantine body weighs nearly 600 pounds. It looks a large spider with swirling patterns of runes and glyphs across its surface. Even though made of metal, the eyes of the golem appear to glow with the green radiation common to caverns and corridors around dark elven cities. These golems are used to protect noble families, temples and gathering places from attack and are rarely used as an offensive weapon of war.

### Combat

**Poison (Ex):** When an arachnogolem bites an opponent, it injects the target with potent venom. Injury, Fortitude save DC 16, initial and secondary damage 1d10 Con. An arachnogolem can inject poison 3/day.

**Immunity to Magic:** An arachnogolem 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.

**Special Qualities:** Construct traits, damage reduction 15/bludgeoning, darkvision 60 ft, immunity to magic, low-light vision

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

**Abilities:** Str 25, Dex 20, Con —, Int —, Wis 11, Cha 1

**Skills:** Climb +15

**Feats:** —

**Environment:** Underground

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

**Challenge Rating:** 12

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 9-16 HD (Large), 17-24 HD (Huge)

**Level Adjustment:** —

A *transmute metal to wood* spell slows an arachnogolem (as the *slow* spell) for 2d6 rounds, with no saving throw, while a *heat metal* spell heals 2d4 of its lost hit points. An arachnogolem is affected normally by rust attacks, such as that of a rust monster or a *rusting grasp* spell.

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

### Construction

Assembling the body requires a DC 17 Craft (armorsmithing) check or a DC 17 Craft (sculpting) check.

CL 16th; Craft Construct (see MM), *geas/quest*, *limited wish*, *poison*, *polymorph any object*, caster must be at least 16th level; Price 80,000; Cost 1,000 gp + 1,600 XP.

# Banded Spider Mother

## Huge Magical Beast

**Hit Dice:** 18d10+90 (189 hp)

**Initiative:** +5

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

**Armor Class:** 31 (-2 size, +1 Dex, +22 natural), touch 9, flat-footed 30

**Base Attack/Grapple:** +18/+34

**Attack:** Bite +25 melee (2d8+8 and poison)

**Full Attack:** Bite +25 melee (2d8+8 and poison) and 2 talons +22 melee (1d10+4)

**Space/Reach:** 15 ft./10 ft. (15 ft. with talon)

**Special Attacks:** Poison, web

**Special Qualities:** Alien mind, darkvision 120 ft., immunity to disease and poison, low-light vision, resistance to cold 10, fire 10, sonci 10, acid 20, and electricity 20, tremorsense 60 ft., true seeing

**Saves:** Fort +16, Ref +12, Will +10

**Abilities:** Str 26, Dex 12, Con 21, Int 10, Wis 14, Cha 11

**Skills:** Climb +19, Hide +7\*, Jump +10, Move Silently +15\*, Spot +22

**Feats:** Ability Focus (poison), Improved Initiative, Improved Natural Attack (bite), Iron Will, Multiattack, Skill Focus (Spot), Weapon Focus (bite)

**Environment:** Warm desert and underground

**Organization:** Solitary

**Challenge Rating:** 12

**Treasure:** Standard

**Alignment:** Always chaotic neutral

**Advancement:** 19-36 HD (Huge); 37-54 HD (Gargantuan)

**Level Adjustment:** —

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

## Combat

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

Banded spider mothers are similar in appearance to a full-grown male, but its outer shell is hairless and shiny black. Her body is easily half against the size of a typical adult male, reaching 15 feet or more in diameter when fully grown; some specimens have been reported at twice that size.

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

**Poison (Ex):** Injury, Fortitude DC 28, initial and secondary damage 2d8 Str. The save DC is Constitution-based.

**Web (Ex):** Banded spider mothers have fully developed spinnerets, unlike males; they may create and use webs as monstrous web-spinning spiders one size larger than themselves. (Thus a

Huge mother uses its web as a Gargantuan web-spinning spider.) See Chapter 3: Vermin in the MM for more information on monstrous spiders' webs.

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

**Immunities (Ex):** Banded spiders are immune to disease and poison.

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

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

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

# Pedra Wyrms

## Huge Aberration

**Hit Dice:** 12d8+60 (114 hp)

**Initiative:** +5

**Speed:** 30 ft. (6 squares)

**Armor Class:** 16 (-2 size, +1 Dex, +7 natural), touch 9, flat-footed 15

**Base Attack/Grapple:** +9/+25

**Attack:** Bite +15 melee (2d8+8 plus poison)

**Full Attack:** Bite +15/+10 melee (2d8+8 plus poison)

**Space/Reach:** 15 ft./10 ft.

**Special Attacks:** Poison, stone gaze

**Special Qualities:** Damage reduction 10/magic or stone, darkvision 60 ft., tremorsense 60 ft.

Pedra wyrms have stone skins, blending into their subterranean home. They have hundreds of legs that flutter along their sides, moving along like a centipede, only much bigger. A pedra wyrm's natural weapons, as well as any weapons it wields, are treated as magic weapons for the purpose of overcoming damage reduction.

# Piryke

## Large Aberration

**Hit Dice:** 12d8 (54 hp)

**Initiative:** +1

**Speed:** Fly 30 ft. (good) (6 squares)

**Armor Class:** 21 (-1 size, +1 Dex, +11 natural), touch 9, flat-footed 20

**Base Attack/Grapple:** +9/+17

**Attack:** Bite +12 melee (2d6+6) or tentacle +7 melee (1d4 plus special)

**Full Attack:** Bite +12 melee (2d6+6) or 13 tentacles +7 melee (1d4 plus special)

**Space/Reach:** 10 ft./10 ft. (15 ft. with tentacle)

**Special Attacks:** Blindness, tentacles

**Special Qualities:** Blindsight 30 ft., damage reduction 10/magic, spell resistance 15

The piryke are a highly intelligent race of magic-obsessed creatures. They appear to be great, floating ovoids of a sickly dun color. They have a great opaque eye in the middle, and on their top side is a cavernous, toothy mouth. On the underside is a series of tentacles with blind eyes at the ends. They collect magic items with a frighteningly obsessive mania. A piryke's natural weapons, as well as any weapons it wields, are treated as magic weapons for the purpose of overcoming damage reduction.

## Combat

**Blindness Gaze (Su):** Blindness for 2d10

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

**Abilities:** Str 27, Dex 13, Con 21, Int 5, Wis 12, Cha 5

**Skills:** Climb +8, Hide +6\*, Listen +6, Move Silently +8

**Feats:** Ability Focus (stone gaze), Awesome Blow, Improved Bull Rush, Improved Initiative, Power Attack

**Environment:** Underground

**Organization:** Solitary, pair, or family (2 plus 1d6 young)

**Challenge Rating:** 12

**Treasure:** None

**Alignment:** Usually neutral

**Advancement:** 13-24 HD (Huge), 25-36 HD (Gargantuan)

**Level Adjustment:** —

## Combat

**Poison (Ex):** Injury, Fortitude DC 21, initial damage 2d8 Str, secondary 2d6 Str. The save DC is Constitution-based.

**Stone Gaze (Su):** Turn to stone for 1d6 hours, range 30 feet; Fortitude DC 15 negates. The save DC is Charisma-based.

**Skills\*:** Pedra wyrms receive a +10 racial bonus to Hide checks in underground environs.

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

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

**Skills:** Bluff +12, Diplomacy +2, Disguise +0 (+2 acting), Hide +12, Intimidate +14, Knowledge (arcana) +20, Listen +17, Search +17, Spellcraft +19, Spot +20, Survival +5 (+7 following tracks)

**Feats:** Dodge, Flyby Attack, Mobility, Point Blank Shot, Shot on the Run

**Environment:** Underground

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

**Challenge Rating:** 12

**Treasure:** Double standard

**Alignment:** Usually neutral evil

**Advancement:** 13-24 HD (Large); 25-36 HD (Huge)

**Level Adjustment:** —

rounds, range 30 feet; Will DC 16 negates. The save DC is Charisma-based.

**Negative Energy (Su):** The withered eyestalks of an piryke channel negative energy when used to attack, dealing 1d4 points of damage per successful tentacle attack. Additionally, if more than three tentacles strike the same creature in the same round, a sudden surge of corrupted magical energy is sent through the target. The target must make a successful DC 16 Fortitude



save or suffer further effects, depending on the number of successful tentacle attacks. If a target is hit by 4-5 tentacles, it will be shaken for 2d4 rounds; if hit by 6-7 tentacles, it will be stunned for 2d6 rounds; if hit by 8-9 tentacles, it will go to sleep (as the spell) for 2d6 minutes; if hit by 10-11 tentacles it will be paralyzed for 3d6 minutes; if hit

by 12 tentacles it will be petrified; and, if hit by all 13 tentacles, the target dies. The save DC is Constitution-based.

**Spell Resistance (Su):** A piryke has spell resistance 15. For each spell that a piryke successfully resists, the piryke gains a number of temporary hit points equal to the level of the spell.

## Planar Lamprey

### Gargantuan Magical Beast

**Hit Dice:** 16d10+112 (200 hp)

**Initiative:** +2

**Speed:** 20 ft. (4 squares), burrow 20 ft. (4 squares)

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

**Base Attack/Grapple:** +16/+40

**Attack:** Bite +25 melee (2d8+18)

**Full Attack:** Bite +25 melee (2d8+18)

**Space/Reach:** 20 ft./15 ft.

**Special Attacks:** Improved grab, swallow whole

**Special Qualities:** Portal organ, tremorsense 90 ft.

With a rumble, a vast, segmented worm rises up from the ground, its massive maw easily large enough to swallow a giant whole. It is dull reddish-purple in color.

### Combat

The gate worm simply tries to eat as much as possible, as quickly as it can. It moves toward any prey that it detects with its tremorsense, targeting the largest concentration of creatures. It often appears in the midst of animal herds, grabbing more prey than even such a massive creature could possibly eat and then vanishing to digest its meal—and pass excess prey on to other gate worms.

**Improved Grab (Ex):** To use this ability, a gate worm must hit with its bite attack. If it establishes a hold, it can attempt to swallow whole.

**Swallow Whole (Ex):** A gate worm can try to swallow a grabbed opponent of a smaller size than itself by making a successful grapple check. Once inside, the opponent takes 2d8+12 points of crushing damage plus 7 points of acid damage per round from the worm's gizzard. A swallowed creature can cut its way out using a light slashing or piercing weapon to deal 25 points of damage to the gizzard (AC17). However, whenever the worm takes damage to its gizzard, its nervous system

**Saves:** Fort +17, Ref +12, Will +4

**Abilities:** Str 35, Dex 6, Con 25, Int 1, Wis 8, Cha 8

**Skills:** Listen +20, Spot +1

**Feats:** Alertness, Improved Initiative, Improved Overrun, Lightening Reflexes, Power Attack, Weapon Focus (bite)

**Environment:** Warm desert and plains and underground

**Organization:** Solitary

**Challenge Rating:** 12

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 17-32 HD (Gargantuan); 33-48 HD (Colossal)

**Level Adjustment:** —

automatically attempts to flush the content of its gizzard to its teleportation organ. Each time the gate worm takes damage, creatures in the gizzard must succeed at an opposed grapple check or be pushed into the organ and transported to a new gate worm in a random location. This flushing is a free action for the worm.

Once a creature exits the worm's gizzard by butting its way out, muscular action closes the hole; another swallowed creature must cut its own way out. A Gargantuan gate worm's gizzard can hold 2 Large, 8 Medium, 32 Small, 128 Tiny, or 512 diminutive or smaller opponents. Once the gizzard is full, the creature starts shunting the contents of its gizzard to the teleportation organ, starting with the first subsequent creature swallowed.

**Portal Organ (Su):** The gate worm's teleportation organ is essentially a magical portal that transports any contents arriving from the gizzard to that of the gate worm's closest blood relative (usually sibling or child), which can be anywhere in the world. Once transported, the creature may try to cut its way out of the receiving worm as described above, but this might well result in their being flushed to that worm's teleportation organ, which always transfers to yet another worm, never the first worm that swallowed them.

# Stone Slider Ghoul

## Medium Undead

**Hit Dice:** 15d12 (97 hp)

**Initiative:** +7

**Speed:** 40 ft. (8 squares)

**Armor Class:** 23 (+3 Dex, +6 natural, +4 masterwork chain shirt), touch 13, flat-footed 20

**Base Attack/Grapple:** +7/+11

**Attack:** +1 greatsword +12 melee (2d6+7/19-20) or claw +11 melee (1d6+4)

**Full Attack:** +1 greatsword +12/+7 melee (2d6+7/19-20) or 2 claws +11 melee (1d6+4)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Desecrate, leech life, rebuke undead, spell-like abilities

**Special Qualities:** +4 turn resistance, damage reduction 5/good and magic, darkvision 60 ft., incorporeality, servant of undeath, spell resistance 16, undead traits

**Saves:** Fort +5, Ref +8, Will +11

**Abilities:** Str 18, Dex 17, Con —, Int 17, Wis 14, Cha 20

**Skills:** Appraise +12, Balance +11, Concentration +14, Climb +12, Intimidate +23, Jump +12, Listen +20, Move Silently +11, Search +12, Spot +20, Swim +13

**Feats:** Combat Casting, Dodge, Extra Turning, Improved Initiative, Mobility, Spring Attack

**Environment:** Any land and underground

**Organization:** Solitary, pair, clique (3-5), detachment (6-10, plus each Gormul ghoul is normally accompanied by 15+ HD worth of undead such as skeletons, zombies, ghouls, or ghosts)

**Challenge Rating:** 12

**Treasure:** No coins, double goods (gems and jewelry); standard items

**Alignment:** Always lawful evil

**Advancement:** 16-30 HD (Medium); 31-45 HD (Large)

**Level Adjustment:** —

This being seems to be a simple ghoul or some other such undead, although one clad in fine armor and wearing expensive jewelry.

## Combat

A stone slider ghoul uses incorporeality to slide into the ground, then rise up amidst enemy troop formations, wreck havoc, and slip once again back into the ground. Enemies who approach the ghoul are weakened by its leech strength ability. The stone slider ghoul usually fights with a unit of lesser undead such as zombies, skeletons, or ordinary ghouls, using spell-like abilities to deal with enemies who remain while healing its undead minions. A stone slider ghoul's natural weapons, as well as any weapons it wields, are treated as evil-aligned and magic for the purpose of overcoming damage reduction.

**Desecrate (Su):** The stone slider ghoul permanently radiated a *desecrate* effect, as a spell (caster level equals the ghoul's HD), in a 30-foot radius.

**Leech Life (Su):** Any living being within 30 feet of a stone slider ghoul must make a DC 22 Fortitude save each round or take 1 point of Strength damage. For every additional stone slider ghoul within 30 feet of each other, the leech life

radius of each is extended by 10 feet. Thus, if 2 stone slider ghouls are within 30 feet of one another, both have their radius extended to 40 feet. If 5 stone slider ghouls are all within 30 feet, each has this effect extended to a 70-foot radius. In any case, a creature within overlapping radii need only save once each round.

A creature whose Strength score is reduced to 0 by this ability and then dies rises upon the following midnight as a ghoul.

**Rebuke Undead (Su):** Stone slider ghouls can rebuke or command undead as evil clerics (effective cleric level equals the ghoul's HD). Due to their Extra Turning feat, they may do so 12 times per day.

**Spell-Like Abilities:** At will—*command undead* (DC 17), *ghoul touch* (DC 17); 3/day—*control undead* (DC 22), *mass inflict light wounds* (DC 20); 1/day—*unholy aura* (DC 23). Caster level 15th. The save DCs are Charisma based.

**Incorporeality (Su):** As a standard action, a stone slider ghoul may make itself and all of its equipment incorporeal. Becoming material again is a free action.

**Servant of Undeath (Ex):** Stone slider ghouls cannot be controlled, though they can be turned, destroyed, or rebuked.

# Walking Disease

**Medium Undead**

**Hit Dice:** 15d12+3 (100 hp)

**Initiative:** +1

**Speed:** 30 ft. (6 squares)

**Armor Class:** 24 (+1 Dex, +13 natural) touch 11, flat-footed 23

**Base Attack/Grapple:** +7/+11

**Attack:** Slam +11 melee (1d6+4 plus debilitating touch)

**Full Attack:** 2 slams +11 melee (1d6+4 plus debilitating touch)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Debilitating touch, improved grab, massive infection, wave of parasites

**Special Qualities:** Darkvision 60 ft., see in darkness, spell resistance 24, undead

**Saves:** Fort +5, Ref +8, Will +11

**Abilities:** Str 18, Dex 12, Con -, Int 10, Wis 14, Cha 15

**Skills:** Hide +5, Intimidate +11, Knowledge (any) +5, Move Silently +6, Search +13, Spot +16, Survival +12 (+14 follow tracks)

**Feats:** Blind-Fight, Combat Reflexes, Lightning Reflexes, Power Attack, Toughness

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 12

**Treasure:** Standard

**Alignment:** Usually neutral evil

**Advancement:** 16-30 HD (Medium)

**Level Adjustment:** —

Numerous colonies of fungi, bacteria, and viruses inhabit the festering corpse transforming its pale, flaccid skin into a mottled landscape of enormous pustules, ulcerous sores, and asymmetrical tumors. Despite its terrible limp and its drawn, emaciated appearance, the creature demonstrates remarkable physical strength and surprising litheness. Walking diseases stand 6 feet tall and weigh 145 pounds. They speak broken Common but are incapable of uttering more than a few simple commands and phrases.

## Combat

Although incapable of devising complex strategies, the moderately intelligent walking disease does display a limited grasp of combat tactics. Initiating combat from a distance, it blasts its adversaries with a wave of parasites before wading into melee combat. Once in close quarters, the creature always focuses its attacks on one opponent, wearing the foe down with its debilitating touch and massive infection powers. The walking disease continues to assault the same randomly determined creature regardless of its invulnerability or obvious resistance to the walking disease's powers. Walking diseases only deviate from intended targets if they retreat and another potential opponent is closer to the walking disease than its initial enemy is.

**Debilitating Touch (Su):** The creature's mere touch infects any living foe with potentially lethal diseases. Any creature struck by its slam attack must make a Fortitude save (DC 19); otherwise it contracts a disease from the creature. The disease's incubation period is 1 day and it inflicts 1d6 temporary points of randomly determined ability damage. The DCs are Charisma based.

**Improved Grab (Ex):** Use of this ability requires a successful slam attack against a medium or smaller creature. Improved grab allows it to start a grapple as a free action without provoking an attack

of opportunity. If it wins the grapple checks the walking disease establishes a hold on the opponent and attempts to use its massive infection ability against that foe on the following round.

**Massive Infection (Su):** After a successful grapple check, the walking disease instantaneously transmits millions of lethal pathogens to the victim. The creature must make a Fortitude save (DC 27); otherwise the virulent microorganisms cause 1d6 points of Constitution damage per round, and the creature is dazed as his body tries to fend off the invaders. Each round thereafter, the creature receives a new saving throw until he succeeds or dies, whichever comes first. The walking disease does not need to maintain a hold on its victim to continue dealing damage to it. Creatures succeeding at their initial or subsequent saving throw suffer 3d6 points of damage but stop taking Constitution damage, are no longer dazed, and acquire immunity to this attack form for 2d6 rounds. Because of this fact, the creature always tries to disengage from the grapple after employing this power. Any humanoid creature slain by this power rises as a walking disease 1d4 days later. A *remove disease* or *heal* spell will immediately end the effect, without dealing damage to the creature.

**Wave of Parasites (Su):** Once per day, the walking disease unleashes a 20 ft. cone of microscopic parasitic organisms that burrow beneath the skin and assault the body's major organs. Victims within the cone receive a Reflex save (DC 19) to completely avoid the cone or the tiny parasites produce massive organ failure 1d4 rounds later unless the victim makes a Fortitude save (DC 19). Creatures suffering organ failure die immediately, while those making their saving throw fend off the parasitic assault but still suffer 3d6 points of damage. A *remove disease* or *heal* spell immediately ends the effect, without dealing damage to the creature.

# Artificer

## Medium Monstrous Humanoid

**Hit Dice:** 17d8+51 (127 hp)

**Initiative:** +4 (+4 enchantment bonus)

**Speed:** 20 ft. (4 squares)

**Armor Class:** 22 (+12 enchantment bonus), touch 22, flat-footed 22

**Base Attack/Grapple:** +17/+16

**Attack:** —

**Full Attack:** —

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

**Special Attacks:** Babble, spells

Artificers are an ancient race of intelligent humanoid that sought knowledge and immortality through arcane powers. Twisted by insanity and kept alive through spells cast long ago, artificers are rare to come by, although some seek them out to unlock the knowledge behind their insanity.

## Combat

Artificers have a profound storehouse of arcane lore in their heads, but cannot use it to defend themselves. Instead, artificers rely on spells cast long ago, made permanent. Many of these spells belong to posterity, and their precise nature is unknown. Treat these effects as though cast by 18th level wizard for purposes of dispelling.

Artificers possess all the item creation feats as racial bonuses. Their vast accumulated lore allows them to create virtually any item in half the normal time. They must have the requisite ingredients, however.

While their intelligence represents the vast sea of accumulated magical knowledge, their wisdom reflects their insanity. They cannot, as a result of this hindrance, use any skills.

**Babble (Su):** Anyone within 50 feet of a sleeping artificer has a 50% chance of hearing the creature's babbling through the doors of its laboratory. Roll 1d10 and consult the following chart to determine what language the artificer is speaking.

## Random Language Chart

1—Abyssal	6—Undercommon
2—Celestial	7—Dwarven
3—Common	8—Elven
4—Draconic	9 or 10—Unintelligible
5—Infernal	

A roll of 9 or 10 represents a dead language that cannot be understood without *comprehend languages*.

**Special Qualities:** Concentration, darkvision 60 ft., spell resistance 30

**Saves:** Fort +8, Ref +10, Will +6

**Abilities:** Str 9, Dex 11, Con 17, Int 21, Wis 3, Cha 13

**Skills:** —

**Feats:** — (see description)

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 13

**Treasure:** Special

**Alignment:** Always chaotic evil

**Advancement:** —

**Level Adjustment:** —

Those who can understand what the artificer says must make a Will save against DC 19 or go temporarily insane (as if affected by a *confusion* spell) for 1d6 hours. The next time the hearer sleeps, another check must be made against DC 19 to see if the insanity reasserts itself permanently. In the case of a PC, she becomes, effectively, an invalid. The save DC is Charisma-based.

**Spells:** Each round of combat, an artificer babbles incoherently, waves its arms wildly, and gestures threateningly. 50% of the time nothing happens. The other 50% of the time, it casts potent spells at its attackers. Roll 1d8 on the chart below (save DC 24, if the spell allows a save), or simply choose spell from another sourcebook (save DC 15 + spell level).

**Concentration (Ex):** Concentration is meaningless to these creatures. During their height, their knowledge of spell-lore was unrivaled, and they cast their spells innately, requiring no more concentration than a warrior needs to swing a sword. Artificers always make their Concentration checks.

## Random Offense Spell Chart

1— <i>Imprisonment</i>	5— <i>Meteor swarm</i>
2— <i>Disjunction</i>	6— <i>Weird</i>
3— <i>Prismatic spray</i>	7— <i>Energy drain</i>
4— <i>Power word, kill</i>	8— <i>Wail of the banshee</i>

Artificers are considered 18th level wizards for purposes of damage, spell duration, etc.

**Treasure:** Artificers have no money. They work, however, in fully stocked alchemical laboratories. Also, they always have one or more completed magical items with them. Roll 1d6. The result is the number of completed major magic items found with the artificer. These items may be chosen or rolled randomly. If the artificer has an item that could be used immediately, like a rod or wand, choose or roll again, but keep the first item. Make sure the artificer uses the item in question in combat with the PCs, assuming it is beneficial to combat.

# Soulless One

## Medium Undead (Incorporeal)

**Hit Dice:** 12d12 (78 hp)

**Initiative:** +5

**Speed:** 30 ft. (6 squares), fly 50 ft. (perfect) (10 squares)

**Armor Class:** 13 (+1 Dex, +2 deflection), touch 13, flat-footed 12

**Base Attack/Grapple:** +6/—

**Attack:** Incorporeal touch +8 melee (2d6 cold plus hypothermia)

**Full Attack:** Incorporeal touch +8 melee (2d6 cold plus hypothermia)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Death gaze, hypothermia

**Special Qualities:** +4 turn resistance, darkvision 60 ft., frigid aura, immunity to cold, incorporeal traits, undead traits, unhallowed presence, unholy aura

Soulless ones are powerful undead spirits driven by lament and hatred of the living. They are writhing shadows cloaked in tattered scarlet shrouds. Their dark faces have indistinguishable features, and their eyes occasionally flash with light. Soulless ones are surrounded by bitterly-chilling auras, but generate no frost or other visual manifestations of cold. They move slowly and gracefully, passing confidently through objects and touching their fingertips to their enemies.

Soulless ones are the product of unbearable lament, the spirits of stillborn children who were taken by darkness. These spirits are raised by evil entities, learning to hate the living and grant strength to undead. They search for other spirits to capture, and protect the interests of the dead. Some act as elite agents of the beings who raised them, sent to slay hunters of undead, retrieve artifacts of evil power, or otherwise fulfill dangerous tasks.

Soulless ones speak no languages.

## Combat

A soulless one rarely needs to enter melee, slaying opponents with its gaze before they have a chance to engage it. When forced into a genuine fight, a soulless one relies on its auras to weaken or kill its foes, but can only rarely inflict serious damage with its touch attack. Therefore, a soulless one who fights powerful opponents will usually retreat and gather undead allies before fighting again.

**Death Gaze (Su):** Death, 30 feet, Fortitude DC 18 negates. The save DC is Charisma-based.

**Saves:** Fort +10, Ref +11, Will +16

**Abilities:** Str —, Dex 12, Con —, Int 17, Wis 14, Cha 15

**Skills:** Bluff +15, Hide +14, Intimidate +18, Listen +15, Perfect Recall +16, Search +16, Sense Motive +15, Spot +15

**Feats:** Great Fortitude, Improved Initiative, Iron Will, Lightning Reflexes, Weapon Focus (incorporeal touch)

**Environment:** Any

**Organization:** Solitary

**Challenge Rating:** 13

**Treasure:** None

**Alignment:** Always chaotic evil

**Advancement:** 13-24 HD (Medium)

**Level Adjustment:** —

**Hypothermia (Ex):** A creature who takes cold damage from a soulless one's touch attack must succeed on a DC 18 Fortitude save or suffer the effects of hypothermia. Treat the creature as fatigued. The penalties end when the creature is healed of all cold damage caused by the soulless one (including damage from its frigid aura, and damage taken after the creature succumbs to hypothermia). The save DC is Charisma-based.

**Frigid Aura (Ex):** A soulless one constantly radiates a field of extreme cold in a 25-foot radius. Each round a creature is within this area, it must succeed on a DC 18 Fortitude save or suffer 1d6 points of cold damage. The save DC is Charisma-based.

**Unholy Aura (Su):** Evil creatures within a 25-foot radius of a soulless one (including the soulless one itself) are protected by the effects of an unholy aura spell (caster level 15th). The deflection and resistance bonuses from the aura are calculated into the soulless one's statistics. The unholy aura can be dispelled, but the soulless one can create it again on its next turn as a free action.

**Unhallowed Presence (Su):** A soulless one exudes an unholy effect similar to that of an unhallow spell. Within 25 feet of the soulless one, all turning checks to turn undead suffer a -4 profane penalty and turning checks to rebuke undead gain a +4 profane bonus. This is in addition to the soulless one's turn resistance.

# Furnace Golem

## Huge Construct

**Hit Dice:** 24d10+40 (172 hp)

**Initiative:** -1

**Speed:** 20 ft. (4 squares)

**Armor Class:** 32 (-2 size, -1 Dex, +25 natural), touch 7, flat-footed 32

**Base Attack/Grapple:** +18/+41

**Attack:** Slam +31 melee (4d8+15 plus 2d6 fire)

**Full Attack:** 2 slams +31 melee (4d8+15 plus 2d6 fire)

**Space/Reach:** 15 ft./15 ft.

**Special Attacks:** Breath weapon, furnace-interior, heat, improved grab

Furnace golems are 20-foot tall constructs that look like humanoid clad in black iron armor. A large grate-covered opening in its abdomen houses a roaring fire in its innards. The fires powering a furnace golem are magical in nature, (it needs no natural fuel to power it and they cannot be extinguished), though if a furnace golem is destroyed, the fires in its innards burn out. Those used as guards stand motionless, appearing as nothing more than a giant black iron statue, until activated. Furnace golems, like other constructs, obey their creator's commands to the best of their ability. Should the creator die, or should the golem's commands be unattainable, the furnace golem becomes rogue. Though completely functional, it follows no commands or orders.

## Combat

Furnace golems open combat using their breath weapon before pulverizing their opponents with their massive fists. Grabbed opponents are shoved into the golem's burning interior where they are trapped until they break free or die.

**Breath Weapon (Su):** Once every 1d4 rounds, a furnace golem can belch forth a line of fire 5 feet wide, 5 feet high, and 50 feet long; 10d6 points of fire damage, Reflex DC 22 for half. The save DC is Constitution-based.

**Heat (Ex):** A furnace golem's entire form is extremely hot. Any slam attack deals 1d6 fire damage. Creatures attacking a furnace golem unarmed or with natural weapons take this same fire damage each time one of their attacks hits.

**Improved Grab (Ex):** Furnace golems that hit an opponent (at least one size category smaller than itself) with a slam attack can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it either conducts the grapple normally or shoves an opponent (up to two sizes smaller) into its furnace-interior the following round.

**Furnace-Interior (Ex):** A furnace golem can try to shove a grabbed opponent up to two sizes

**Special Qualities:** Construct traits, damage reduction 15/ adamantine, darkvision 60 ft., immunity to fire, immunity to magic, low-light vision, resistance to cold 20, rustproof

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

**Abilities:** Str 41, Dex 9, Con —, Int —, Wis 11, Cha 1

**Skills:** —

**Feats:** —

**Environment:** Any

**Organization:** Solitary

**Challenge Rating:** 14

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 22-48 HD (Huge); 49-72 HD (Gargantuan)

**Level Adjustment:** —

smaller than itself into its interior by making a successful grapple check. An opponent thrown into the furnace golem's interior is trapped as a metal grating closes over the opening in the same round. A trapped creature automatically takes 2d6 points of fire damage each round. Escaping the creature's interior requires a successful Strength check (DC 30) to bend the bars. Alternately a trapped creature can escape by dealing at least 25 points of damage to the bars (AC 22). Note, the golem's damage reduction applies to all attacks against the bars. A Huge furnace golem's interior can hold 2 Medium, 8 Small, or 16 Tiny or smaller creatures.

**Immunity to Magic (Ex):** A furnace 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. A magical attack that bypasses its cold resistance slows a furnace golem (as the *slow* spell) for 3 rounds, with no saving throw. A magical attack that deals fire damage breaks any slow effect on the furnace golem and heals 1 point of damage for each 3 points of damage the attack would otherwise deal. If the amount of healing would cause the golem to exceed its full normal hit points, it gains any excess as temporary hit points.

**Rustproof (Ex):** Though constructed of iron, a furnace golem, unlike an iron golem, is not affected by rust attacks.

## Construction

A furnace golem's body is constructed from 8,000 pounds of iron mixed with rare ingredients and chemicals totaling 12,000 gp. Creating the body requires a Craft (armorsmithing or weaponsmithing) check (DC 20).

Caster level 16th; Craft Construct (see the MM), *fireball*, *geas/quest*, *limited wish*, *polymorph any object*, *wall of fire*, caster must be at least 16th level; Price 180,000 gp; Cost 102,000 gp +6,720 XP.



# Magma Worm

**Gargantuan Outsider (Earth, Extraplanar, Fire)**

**Hit Dice:** 15d8+90 (157 hp)

**Initiative:** +3

**Speed:** 20 ft. (4 squares), burrow 20 ft. (4 squares), swim 10 ft. (2 squares)

**Armor Class:** 20 (-4 size, -1 Dex, +15 natural), touch 5, flat-footed 20

**Base Attack/Grapple:** +15/+39

**Attack:** Bite +23 melee (2d8+12) or tail slam +18 melee (2d8+12 plus 2d6 fire)

**Full Attack:** Bite +23 melee (2d8+12) and tail slam +18 melee (2d8+6 plus 2d6 fire)

**Space/Reach:** 20 ft./15 ft.

**Special Attacks:** Burn, heat, improved grab, swallow whole

Magma worms are impressive creatures, amalgamating the size and general build of a purple worm with the coloration and elemental abilities of a thoqqua (although they lack the purple worm's poisonous tail-spike). Magma worms make their homes deep underground, burrowing through earth and stone with equal ease and can often be seen swimming in magma flows

Magma worms are often used as opportunistic guardians. Because of their low intelligence they cannot actually be trained as guard beasts, but many wizards find that simply having such a creature living in their general vicinity does much to keep unwanted trespassers away. Others find them useful creatures to take control of (using a *dominate monster* spell) during a battle. A dominated magma worm can be a powerful enemy to throw at a subterranean foe.

The size of the progenitor creatures involved in the hybridization of a magma worm—specifically of the purple worm—causes additional difficulties to the crossbreeder. This particular fusion is most often performed deep underground, in a specially-modified cavern equipped as a laboratory. After all, it is often much easier building a laboratory deep underground where the purple worm and thoqqua are most often found than finding a way to safely (and probably secretly as well) capture and transport such creatures to a laboratory on the surface world. Some crossbreeders even take this one step farther and build their laboratories in air-filled pockets upon the Elemental Plane of Earth.

## Combat

Magma worms often form into a coil 15 feet across while in battle, striking out to bite with their teeth and slamming enemies with their tails.

**Special Qualities:** Darkvision 60 ft., immunity to fire, tremorsense 60 ft., vulnerability to cold

**Saves:** Fort+17, Ref+8, Will+11

**Abilities:** Str 35, Dex 8, Con 22, Int 1, Wis 10, Cha 9

**Skills:** Climb +18, Listen +12, Move Silently +9, Spot +12, Survival +14, Swim +20

**Feats:** Awesome Blow, Great Fortitude, Improved Bull Rush, Improved Initiative, Iron Will, Power Attack

**Environment:** Elemental Plane of Fire

**Organization:** Solitary

**Challenge Rating:** 14

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 16-30 HD (Gargantuan); 31-45 HD (Colossal)

**Level Adjustment:** —

**Burn (Ex):** When a magma worm hits with its tail slam attack, the opponent must succeed on a DC 13 Reflex save or catch fire. The save DC is Constitution-based. The flame burns for 1d4 rounds if not extinguished sooner. A burning creature can use a full-round action to put out the flame.

**Heat (Ex):** Merely touching or being touched by a magma worm automatically deals 2d6 fire damage.

**Improved Grab (Ex):** To use this ability, a magma worm 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 attempt to swallow the foe the following round.

**Swallow Whole (Ex):** A magma worm can try to swallow a grabbed opponent of a smaller size than itself by making a successful grapple check. Once inside, the opponent takes 2d8+12 points of crushing damage plus 8 points of acid damage per round from the magma worm's gizzard. A swallowed creature can cut its way out by using a light slashing or piercing weapon to deal 25 points of damage to the gizzard (AC 17). Once the creature exits, muscular action closes the hole; another swallowed opponent must cut its own way out. A Gargantuan magma worm's interior can hold 2 Large, 8 Medium or 32 Small, 128 Tiny, or 512 Diminutive or smaller opponents.

**Skills:** A magma worm 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.

# Blackwater Slough

## Huge Ooze

**Hit Dice:** 12d10+36 (102 hp)

**Initiative:** -1

**Speed:** 5 ft. (1 square), swim 10 ft. (2 squares)

**Armor Class:** 11 (-2 size, -5 Dex, +8 natural), touch 3, flat-footed 11

**Base Attack/Grapple:** +9/+12

**Attack:** —

**Full Attack:** —

**Space/Reach:** 15 ft/0 ft.

**Special Attacks:** Frigid aura, spell-like abilities

**Special Qualities:** Shadow form, ooze traits, telepathy 200 ft., damage reduction 15/bludgeoning and magic, darkvision 60 ft., low-light vision, immunity to cold, spell resistance 27

**Saves:** Fort +7, Ref +1, Will +6

Blackwater sloughs are frozen sheets of black fluid with strange white and yellow eyes occasionally bobbing into view. Fabled as the tainted runoff from a lake that contains an evil ancient race, blackwater slough do not die of natural causes and are extremely patient to see their plans come to fruition. They plot and connive, arranging the downfall of both good and evil through manipulation, illusions, and bargains with glory-seekers. Sloughs pit good and evil beings against one another, hoping all are destroyed.

Blackwater sloughs move slowly, rippling and flowing toward their destinations. Most make their homes in marshes or damp caverns, seeping through cracks in the earth and remaining in one place as long as possible. Those who must travel prefer to do so in water, where they can let themselves be carried by currents. They smell strongly of mildew, but frequently disguise their scent through magic.

## Combat

Direct combat is a last resort for blackwater sloughs; they prefer arranging the deaths of their enemies from afar. When pressed into battle, however, they are formidable. Often forewarned of their opponents' approach, sloughs fill their homes with illusory walls and screens to confuse their foes. Once this is done, creatures summoned with *shadow conjuration* provide distracting (and occasionally dangerous) fodder, and are easily replaced when killed. Attacks with *greater shadow evocation*, *horrid wilting*, and *shades* come next, with *maze* reserved for use against particularly dangerous individuals (such as creatures with *true seeing*). A blackwater slough's natural weapons, as well as any weapons it wields, are treated as magic weapons for the purpose of overcoming damage reduction.

**Abilities:** Str 1, Dex 1, Con 17, Int 24, Wis 10, Cha 22

**Skills:** Bluff+18, Concentration +13, Diplomacy +20, Intimidate +20, Knowledge (any three) +17, Listen +10, Search +17, Sense Motive +10, Spellcraft +17, Spot +10, Swim +3

**Feats:** Combat Casting, Improve Initiative, Iron Will, Lightning Reflexes, Persuasive, Spell Focus (illusion)

**Environment:** Cold marshes and underground

**Organization:** Solitary

**Challenge Rating:** 15

**Treasure:** None

**Alignment:** Always neutral evil

**Advancement:** 13-24 HD (Huge); 25-36 HD (Gargantuan); 37-48 HD (Colossal)

**Level Adjustment:** —

**Frigid Aura (Su):** Once per round, as a free action, a blackwater slough can create an aura of intense cold in a 30-foot radius burst. Any creature within this area must succeed on a DC 19 Fortitude save or suffer 1d6 points of cold damage. Those damaged are also affected as by a *slow* spell (caster level 14th) for 1d4 rounds. The save DC is Constitution-based.

**Spell-Like Abilities:** At will—*arcane sight*, *control water*, *dancing lights*, *detect scrying*, *dream*, *false vision*, *ghost sound* (DC 17), *hypnotic pattern* (DC 19), *illusory script* (DC 20), *illusory wall* (DC 21), *misdirection* (DC 19), *persistent image* (DC 22), *prying eyes*, *shadow conjuration* (DC 21), *hideous laughter* (DC 18), *ventriloquism* (DC 18); 3/day—*black tentacles*, *greater shadow evocation* (DC 25), *nightmare* (DC 22), *phantasmal killer* (DC 21), *rainbow pattern* (DC 21), *scrying* (DC 20), *shades* (DC 26); 1/day—*horrid wilting* (DC 24), *maze*, *screen* (DC 25). Caster level 14th. The save DCs are Charisma-based, and include the blackwater slough's Spell Focus (illusion) feat. These abilities can only be used through the blackwater slough's shadow form.

**Shadow Form (Su):** As a full-round action, a blackwater slough can create a shadowy humanoid servant. This ability is identical to a *project image* spell (caster level 14th), with the following exceptions: a shadow form does not mimic the appearance of the slough, has an unlimited duration, and does not allow a Will save to disbelieve. The slough can only use its spell-like abilities through the shadow form. A successful *dispel magic* spell cast on the shadow form destroys it, after which the slough may not create another for 5 rounds.

**Skills:** A blackwater slough 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.

# Undermind

## Large Aberration

**Hit Dice:** 10d8+50 (95 hp)

**Initiative:** -3

**Speed:** 5 ft. (1 square)

**Armor Class:** 9 (-1 size, -3 Dex, +3 natural), touch 6, flat-footed 9

**Base Attack/Grapple:** +7/—

**Attack:** —

**Full Attack:** —

**Space/Reach:** 10 ft./5 ft.

**Special Attacks:** Improved domination, mind blast

**Special Qualities:** Darkvision 60 ft., remote sight, telepathy 1,000 ft.

**Saves:** Fort +8, Ref +0, Will +12

**Abilities:** Str 9, Dex 5, Con 20, Int 25, Wis 17, Cha 20

Weighing near a ton, the undermind is a large, tentacled, fleshy mass, often covered with moss, boils and open sores on its green-gray skin. Though physically frail, the undermind settles into the depths of cave systems and dungeons by simultaneously controlling the minds of numerous creatures.

## Combat

Underminds are worthless physical combatants. With no melee or ranged attacks, the slug-like creatures depend primarily upon their servants to stop any adventurers who might attempt to “clean out” the undermind’s home. These servants are unnaturally compelled to fight beyond their normal limitations. This, combined with the undermind’s natural ability to direct its psychic powers through its servants, means few adventurers ever learn what is controlling the denizens of the dungeon.

If the PCs make it to the undermind’s lair, it attacks them directly with its mind. In all cases, the undermind, either directly or through its servants, uses its mind blast attack first, then its improved domination. It typically attempts to dominate the most powerful warrior in the group, directing him to attack the most powerful spellcaster.

**Improved Domination (Sp):** An undermind can use *dominate person* (Will save DC 22 negates) on any creature it can sense via telepathy.

**Skills:** Bluff +18, Diplomacy +21, Disguise +5 (+7 acting) Intimidate +22, Knowledge (any three) +19, Listen +16, Search +18, Sense Motive +15, Spot +16, Survival +3 (+5 following tracks)

**Feats:** Ability Focus (improved domination), Alertness, Iron Will, Persuasive

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 15

**Treasure:** Double standard

**Alignment:** Always lawful evil

**Advancement:** 11-20 HD (Large); 21-30 HD (Huge)

**Level Adjustment:** —

The subject may be of any type and may be up to Large size. This domination lasts for one month, although creatures with Intelligence 12 or greater get another save after 24 hours. There is no limit to the number of creatures an undermind can control. This ability will not work through lead. The save DC is Charisma-based.

Dominated servants gain the feats Blind-Fight, Combat Reflexes, Endurance, Great Fortitude, Iron Will, Lightning Reflexes, Power Attack, and Toughness (x2). When attacking in groups, the creatures gain a +2 coordination bonus on attack rolls and cannot be flanked or sneak attacked unless alone.

**Mind Blast (Sp):** This psionic attack is a cone 60 feet long. Anyone caught in this cone must succeed on a DC 20 Will save or be stunned for 3d4 rounds. The save DC is Charisma-based.

**Remote Sight (Sp):** By concentrating for one round, an undermind can psychically see through the eyes of one of its dominated victims. The undermind can keep this link active each round as a free action. Both improved domination and *mind blast* can be used through this link, although the save DC for both is reduced by two due to the weakness of the proxy mind.

# Barangulaak

## Medium Construct

**Hit Dice:** 20d10+20 (130 hp)

**Initiative:** +0

**Speed:** 20 ft. (4 squares)

**Armor Class:** 32 (+22 natural) touch 10, flat-footed 32

**Base Attack/Grapple:** +15/+27

**Attack:** Large heavy pick +27 melee (1d8+18/x4)

**Full Attack:** Large heavy pick +27/+22/+17 (1d8+18/x4)

**Space/Reach:** 5 ft./5 ft.

**Special Attacks:** Circle of devastation

**Special Qualities:** Construct, damage reduction 10/ adamantine, immunity to magic, oversized weapon, programming

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

**Abilities:** Str 35, Dex 10, Con —, Int —, Wis 11, Cha 1

**Skills:** —

**Feats:** —

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 16

**Treasure:** No coins; 100% goods (barg jural stones only)

**Alignment:** Always neutral

**Advancement:** 21-40 HD (Medium)

**Level Adjustment:** —

Barangulaaks stand 4 four feet tall and weigh 1,000 pounds. They appear as gluttonous steel gray dwarves speckled with black spots. Their creator was a greedy dwarven priest who aspired to monopolize the world's minute supply of the renowned mineral barg jural. Barangulaaks appear to wear ornate suits of full plate and wield a large heavy pick in their thick hands. Built primarily for strength, the ruthless prospectors utilize their powerful weapon to full effect, hacking through massive quantities of rock and stone as well as opponents standing in their way. When they acquire a barg jural stone, they store the gem within a secure and secret compartment within their massive belly.

Barangulaaks are solitary creatures wandering vast expanses of the subterranean world searching for the object of their desire. Despite the passage of thousands of years and the destruction of a sizeable portion of their numbers, dwarven sages currently estimate that thirty-five barangulaaks still roam the extensive network of underground tunnels and chambers riddling the earth. They speak a few simple words of Common and Dwarven, but they are completely incapable of engaging in conversation.

## Combat

The barangulaak generally takes a very simplistic approach to combat; it just keeps swinging until its opponent falls. However, unlike typical constructs, the creatures immediately retreat if reduced to one quarter their original hit points. Despite this moniker of intelligence, the construct displays no tactical or strategic innovations other than flight.

**Circle of Devastation (Ex):** When three or more opponents are within the barangulaak's threat range, the construct attacks as if it possessed the Whirlwind Attack feat. This reaction is a programmed response; therefore, the creature exercises no judgment in determining whether to utilize the ability.

**Construct:** Immune to mind influencing effects, poison, disease, and similar effects. Not subject to critical hits, nonlethal damage, ability damage, energy drain, or death from massive damage.

**Immunity to Magic (Ex):** The barangulaak is immune to all spells, spell like abilities, and supernatural effect with the exception of any spell that inspires or instills courage such as remove fear. These spells deal 1d6 points of damage per spell level to the barangulaak with no saving throw allowed.

**Oversized Weapon (Ex):** A barangulaak wields a large heavy pick without penalty.

**Programming (Ex):** Whenever the barangulaak is reduced to one quarter its original hit points, the creature immediately flees. If pursuers continue to attack the creature even after it attempts to escape, the creature undertakes no action other than to keep moving. This overrides the circle of devastation programming.

## Construction

The barangulaak's body consists of 1,000 pounds of iron, tin and zinc plus 5 pounds of darksite (an extremely rare cosmic metal). Unfortunately, the secrets of building the impressive creature vanished along with their creator several thousand years ago.

# Vylar, Brood Mother

## Huge Aberration

**Hit Dice:** 18d8+54 (135 hp)

**Initiative:** -1

**Speed:** 0 ft.

**Armor Class:** 12 (-2 size, -5 Dex, +9 natural), touch 3, flat-footed 12

**Base Attack/Grapple:** +13/+24

**Attack:** Bite +14 melee (2d4+3)

**Full Attack:** 2 bites +14 melee (2d4+3) and 6 tentacle rakes +13 melee (1d6+1)

**Space/Reach:** 15 ft./15 ft. (50 ft. with tentacle)

**Special Attacks:** Alter physiology, hatch, noxious fumes, spell-like abilities

**Special Qualities:** Blindsight 90 ft., darkvision 60 ft, fast healing 12, telepathy 500ft., spell resistance 34

**Saves:** Fort +11, Ref —, Will +18

**Abilities:** Str 16, Dex —, Con 17, Int 26, Wis 20, Cha 25

**Skills:** Bluff +28, Concentration +24, Heal +26, Intimidate +30, Knowledge (arcana) +29, Knowledge (dungeoneering) +29, Listen +14, Sense Motive +26, Spellcraft +31, Spot +14, Survival +26

**Feats:** Combat Casting, Great Fortitude, Improved Initiative, Iron Will, Mob Mentality\*, Multiattack, Spell Focus (enchantment), Weapon Focus (tentacle)

**Environment:** Underground

**Organization:** Colony (1 plus 400-800 lesser vylar and 20-40 greater vylar)

**Challenge Rating:** 16

**Treasure:** None

**Alignment:** Always neutral evil

**Advancement:** 19-36 HD (Huge); 37-54 (Gargantuan)

**Level Adjustment:** —

Far beneath the earth, surrounded by a maze of web nodes, the brood mother lurks. A massive ball of sticky purple flesh roughly 20 feet in diameter, it suspends itself in its cavern by thick blue tentacles. Each of its tentacles is tipped with retractable claws, perfect for burrowing into stone, and can grow more than 50 feet long. Hungry mouths stretch forth from the brood mother's translucent skin, where a web of veins can be seen pumping thick black oil through its body.

An ancient creature, the brood mother's only purpose is to expand the vylar web, laying vylar eggs and absorbing nutrients passed through the nodes. Thousands of eggs line the walls of the brood mother's chamber, their soft purple shells quivering with the movements of the developing monsters inside them. In the tunnels surrounding the brood mother's chamber are thousands of vylar, all born with a single purpose: to live and die to protect their master.

## Combat

The brood mother mainly relies on its hordes of lesser and greater vylar for protection. If somehow reached, it attempts to *dominate* and *hold* intruders before hatching new vylar to deal with them.

**Alter Physiology (Ex):** A brood mother can change the physiology of greater vylar, giving them enormous strength and speed at the eventual cost of their lives. As a standard action, the brood mother vylar can send a telepathic command to any

number of vylar within 50 feet. The affected vylar gain +4 Strength, +4 Constitution, and -2 AC, and are affected as by a haste spell (for a net +2 bonus to AC), but take 1d4 points of damage every round thereafter. The process cannot be reversed. As the vylar dissolve internally, their skin turns pale and flakes away, before they are reduced to viscous pools.

**Hatch (Ex):** The brood mother can create and force-grow eggs as a standard action. The brood mother suffers 5 points of damage for every lesser vylar hatched, and 15 points of damage for every greater vylar hatched. It can spend no more than 20 hit points each round in this fashion, and no more than 100 hit points each day. The eggs form and are hatched in niches in the walls of the brood mother's chamber.

**Noxious Fumes (Ex):** Any non-vylar within 30 feet of the brood mother must succeed on a DC 22 Fortitude save every round or become nauseated by its fumes until 1d4 rounds after leaving the area or the brood mother's death. The save DC is Constitution-based.

**Spell-Like Abilities:** At will—*confusion* (DC 22), *dominate monster* (DC 27), *hypnotism* (DC 19), *mass charm monster* (DC 26), *mass hold monster* (DC 27). Caster level 18th. The save DCs are Charisma-based, and include the brood other's Spell Focus (enchantment) feat.

**Feats:** \* Brood mothers grant all vylar within 500 feet the Mob Mentality (page 26).

# Gnishma

## Colossal Ooze

**Hit Dice:** 30d10+300 (465 hp)

**Initiative:** -5

**Speed:** 30 ft. (6 squares)

**Armor Class:** 15 (-8 size, -5 Dex, +18 natural), touch -3, flat-footed 15

**Base Attack/Grapple:** +22/+53

**Attack:** Slam +29 melee (4d8+15)

**Full Attack:** 8 slams +29 melee (4d8+15)

**Space/Reach:** 60 ft./30 ft.

**Special Attacks:** Grind, improved grab, stench, trample 2d10+30

The gnishma is an ooze of unbelievable size. It appears as a vast rolling mass of dirty gray rotting flesh. It is the all-devourer.

## Combat

A gnishma attacks with barbed pseudopods. It lashes out at distant targets while steamrolling over closer enemies.

**Grind (Ex):** Any creature grappled by the gnishma is subject to a grind attack in the following round if it does not escape a successful DC 40 Escape Artist check or burst out with a DC 40 Strength check. Both are standard actions. Creatures may also apply their Swim check modifiers to the roll. The check DCs are Strength-based.

Creatures that remain grappled at the beginning of the gnishma's turn take 2d10+30 points of damage from being ground up by the horny ridges and muscular pseudopods within its mass. Trapped creatures also begin to suffocate.

**Special Qualities:** Blindsight 60 ft., ooze traits, resistance to fire 15, vulnerability to acid and electricity, vulnerable to vinegar

**Saves:** Fort +15, Ref +5, Will +5

**Abilities:** Str 40, Dex 1, Con 30, Int —, Wis 1, Cha 1

**Skills:** —

**Feats:** —

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 18

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 31-90 HD (Colossal)

**Level Adjustment:** —

A creature trapped inside a gnishma can still attack the creature by using a light slashing or piercing weapon, albeit with a -4 circumstance penalty.

**Improved Grab (Ex):** To use this ability, a gnishma must hit with its 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 attempt to grind its opponent.

**Stench (Ex):** A gnishma's stench is so foul that any creatures within 30 feet of it must make a successful DC 35 Fortitude save or be shaken until they leave the gnishma's presence. The save DC is Constitution-based.

**Trample (Ex):** Reflex half DC 40. Any creature that the gnishma successfully tramples is considered automatically grappled. The save DC is Strength-based.

**Vulnerable To Vinegar (Ex):** Vinegar causes a gnishma to melt, dealing 2d6 points of acid damage for every quart poured on it.



# Tzorda

## Huge Magical Beast

**Hit Dice:** 25d10+125 (262 hp)

**Initiative:** +6

**Speed:** 30 ft. (6 squares)

**Armor Class:** 32 (-2 size, +2 Dex, +22 natural), touch 10, flat-footed 30

**Base Attack/Grapple:** +25/+43

**Attack:** Slam +34 melee (2d8+10)

**Full Attack:** 2 slams +34 melee (2d8+10) and bite +28 melee (4d6+5)

**Space/Reach:** 15 ft./15 ft.

**Special Attacks:** Fling, frightful presence, improved grab, improved trample 2d8+15

**Special Qualities:** Attuned, damage reduction 10/epic, darkvision 60 ft., fast healing 15,

immunities, low-light vision, spell resistance 30

**Saves:** Fort +19, Ref +16, Will +11

**Abilities:** Str 30, Dex 15, Con 21, Int 4, Wis 12, Cha 13

**Skills:** Autoheal +11, Climb +14, Jump +16, Listen +7, Spot +7

**Feats:** Awesome Blow, Cleave, Combat Reflexes, Great Cleave, Improved Bull Rush, Improved Initiative, Iron Will, Power Attack, Weapon Focus (slam)

**Environment:** Underground

**Organization:** Solitary

**Challenge Rating:** 18

**Treasure:** Double standard

**Alignment:** Always neutral

**Advancement:** —

**Level Advancement:** —

Tzorda, also known as the Beast, is a magical creature whose mission is to protect its territory from all intruders. Tzorda stands 18 feet high and weighs over 5,000 pounds. Its eyes smolder with a fiery glow, trailing a red haze as it moves. From its head grow four black horns, protruding from the chitinous covering on its back. Its frame is large and muscular, covered with dirt and grime and tufts of bloodstained fur, and its brown skin, like its horns, is stronger than steel. Surrounding Tzorda's mouth are dozens of jagged teeth, capable of crushing bone. The only sound the Beast makes is a terrible roar, and the scent of rot clings to its body. It is an incarnation of rage and destruction, built for the sole purpose of destroying life.

Tzorda is bound to a particular territory, incapable of leaving. When it magically senses a creature's arrival, it immediately abandons its wanderings to seek and kill the intruder. Tzorda does not eat, sleep, breathe, or question its purpose; it patrols its territory, and nothing more. Tzorda speaks no languages and will not communicate with any creature.

## Combat

Tzorda prowls its territory in an eternal search for prey, consumed by the urge to kill. Once the Beast senses an intruder, it rushes to meet its new victim. Melee combatants are grabbed and flung away via Tzorda's attacks of opportunity before they can close, and spellcasters usually succumb to trampling. Tzorda's natural weapons are treated as epic weapons for the purpose of overcoming damage reduction.

**Fling (Ex):** As a free action, Tzorda can fling a grabbed opponent 1d6 x 10 feet. The opponent suffers 1d6 points of damage per 10 feet traveled and lands prone. When it flings an opponent, it can use its Cleave feat to attack another enemy nearby.

**Frightful Presence (Ex):** Any creature with fewer HD than Tzorda that sees the Beast must succeed on a DC 23 Will save or become frightened until 5d6 rounds after leaving its sight. Whether or not the save is successful, that creature cannot be affected again by Tzorda's frightful presence for 24 hours.

**Improved Grab (Ex):** To use this ability, Tzorda 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 can fling its foe as a free action.

**Improved Trample (Ex):** Reflex DC 32 half. The save DC is Strength-based. Tzorda can trample normally as a full-round action, or integrate trampling into a charge. Tzorda can trample creatures while charging and end the charge with an attack on the charged opponent, continue forward after charging to trample the opponent and creatures lined behind it, or both. Tzorda must still obey normal movement restrictions on a charge; it must have a clear path (excepting Large or smaller creatures it tramples), and cannot move more than twice its speed.

**Attuned (Su):** Tzorda is aware of the exact locations of all intelligent creatures within its territory. Though it can be blinded, Tzorda suffers no penalties when fighting intelligent creatures it cannot see.

**Fast Healing (Ex):** Tzorda can reattach a severed member instantly by holding it to the stump.

**Immunities (Ex):** Tzorda is immune to poison, sleep effects, paralysis, stunning, polymorphing, disease, death effects, and necromancy effects, and ignores mind-affecting effects (charms, compulsions, phantasms, patterns, and morale effects). Tzorda is not subject to critical hits, ability damage, ability drain, fatigue, exhaustion, or energy drain. Tzorda is not at risk of death from massive damage.

# Void Monster

## Huge Aberration

**Hit Dice:** 12d8+84 (138 hp)

**Initiative:** +8

**Speed:** Fly 40 ft. (perfect) (8 squares)

**Armor Class:** 27 (-2 size, +4 Dex, +15 natural), touch 12, flat-footed 23

**Base Attack/Grapple:** +9/—

**Attack:** Pseudopod +11 melee touch (3d12+7 plus annihilate)

**Full Attack:** 5 pseudopods +11 melee touch (3d12+7 plus annihilate)

**Space/Reach:** 15 ft./10 ft. (25 ft. with pseudopods)

**Special Attacks:** Annihilate

**Special Qualities:** Blindsight 180 ft., damage reduction 20/ magic, fast healing 5, immunities, immunity to magic, spell resistance 25

**Saves:** Fort +13, Ref +10, Will +8

**Abilities:** Str 10, Dex 19, Con 24, Int 1, Wis 6, Cha 12

**Skills:** Spellcraft +10

**Feats:** Great Fortitude, Improved Initiative, Iron Will, Lightning Reflexes, Weapon Finesse

**Environment:** Any

**Organization:** Solitary

**Challenge Rating:** 18

**Treasure:** None

**Alignment:** Always neutral

**Advancement:** 13-24 HD (Huge); 25-36 HD (Gargantuan); 37-48 HD (Colossal)

**Level Adjustment:** —

The void monster is an enormous blot of self-aware nothingness. Though completely devoid of any understandable matter or energy, the creature still seems to have a semblance of sentience. The void monster cancels out of existence anything that comes into contact with it, whether it is material, energy, magic, or even simply light. It is unknown exactly where a void monster comes from, but some believe it to be the result of a quickener (page 197) coming into contact with a *sphere of annihilation*. The void monster moves wherever it wants to go, without concern for terrain or obstacles. Any matter in its path is simply blinked out of existence as it passes. The motivation of a void monster is unclear, although it does appear to grow in size and strength as it absorbs more and more material, especially living matter and magical energy. Most assume that it simply feeds off of this matter for its sustenance.

## Combat

The void monster attacks with its pseudopods, which immediately cancel out any nonliving matter, although living matter puts up a slight resistance. Living creatures killed by the void monster are cancelled out of existence just as if they were nonliving matter. The void monster can move in any direction without concern for terrain or obstacles. Weapons deal normal damage to the monster, although any weapon striking the creature is immediately annihilated. Spells cast against the void monster are also cancelled out, although they may damage the creature. A void monster's natural weapons are treated as magic weapons for the purpose of overcoming damage reduction.

**Annihilate (Ex):** Touch attacks from the void monster deal 3d12 points of damage, plus the creature's Constitution modifier. In addition, matter which comes into contact with a void monster is instantly annihilated. Weapons striking the monster must succeed on DC 23 Reflex saves or be obliterated, as must possessions of creatures struck by the monster. Determine which single item risks annihilation when a void monster makes a touch attack against an opponent as when rolling a natural 1 on a saving throw against a magical attack. Creatures striking a void monster with natural weapons suffer the monster's pseudopod damage. The save DC is Constitution-based.

**Blindsight (Ex):** A void monster has no eyes, but it can perceive the existence of matter all around it within 180 feet. Beyond that range, it is considered blinded. A void monster is invulnerable to gaze attacks, visual effects of spells such as illusions, and other attack forms that rely on sight.

**Immunities (Ex):** Void monsters are immune to acid, disease, mind-affecting effects, paralysis, poison, polymorph, sleep, and stunning. They are not subject to critical hits, nonlethal damage, ability damage, ability drain, energy drain, fatigue, exhaustion, or death from massive damage.

**Immunity to Magic (Ex):** A void monster is immune to any spell or spelllike ability that allows spell resistance, unless the spell targets the void monster directly. Any spell directly targeted at a void monster that overcomes the monster's spell resistance deals 1d6 points of damage per spell level to the monster, but otherwise has no effect. A *rod of cancellation* that touches a void monster deals 12d6 points of damage before being annihilated.

# Quickener

## Tiny Aberration

**Hit Dice:** 8d8+48 (84 hp)

**Initiative:** +9

**Speed:** Fly 60 ft. (perfect) (12 squares)

**Armor Class:** 33 (+2 size, +9 Dex, +12 natural), touch 21, flat-footed 22

**Base Attack/Grapple:** +6/-6

**Attack:** Absorb +17 melee touch (magic absorption)

**Full Attack:** Absorb +17 melee touch (magic absorption)

**Space/Reach:** 21/2 ft./0 ft.

**Special Attacks:** Magic absorption, spell-like abilities

**Special Qualities:** Arcane sight, blindsight 120 ft., immunities

**Saves:** Fort +5, Ref +11, Will +4

**Abilities:** Str 2, Dex 28, Con 22, Int 5, Wis 7, Cha 25

**Skills:** Concentration +12, Spellcraft +2

**Feats:** Greater Spell Penetration, Spell Penetration, Weapon Finesse

**Environment:** Any

**Organization:** Solitary

**Challenge Rating:** 20

**Treasure:** None

**Alignment:** Usually chaotic neutral

**Advancement:** 9-16 HD (Small); 17-24 HD (Medium)

**Level Adjustment:** —

The much feared quickener is the magic equivalent of a black hole. While intense amounts of matter can compress into a single point, too much magic in a single area can collapse and compress as well. The result of such an occurrence is the quickener, a being of pure magic, with a small and chaotic mind of its own. The quickener senses and seeks out magic, absorbing it and adding its power to itself. The quickener appears as a small floating orb, rippling with colors and energy. As a quickener grows in power, it grows in size and ferocity. Quickeners are totally silent, and make no sound when moving or casting their spells. Being entirely made of magical energies, the quickener is entirely immune to magic. In addition, the quickener can absorb and learn any spell directed at it, and can cast it at will from that point onward. It can also absorb any magical energies that come in contact with its body, dispelling them and taking their powers for its own use. While unaffected directly by magic, the quickener may still be fooled by magical effects. For example, it cannot see creatures that are invisible, although if it comes into contact with them it absorbs their invisibility spells.

## Combat

The quickener is unpredictable and deadly in a fight. It attacks any group of individuals that it can sense carrying large amounts of magic. It attacks warriors first, saving spellcasters so they fill it with their spells. It uses its spells to kill, and devours any magic left over (such as magic items) when the battle ends. Once the area is depleted of magic, the quickener flits away, leaving the hapless spellcasters to deal with the aftermath of the battle.

**Magic Absorption (Su):** Any spell (arcane or divine) that would affect a quickener is automatically dispelled and absorbed by the creature as a free action. Spells needn't be targeted at the quickener—an instantaneous area effect spell (such as *fireball*) is absorbed if the quickener is within its area, and a lasting spell (such as *summon monster* or *wall of force*) is absorbed and disappears as soon as the quickener touches its effect. A creature that strikes or is touched by a quickener in melee has all spells affecting it absorbed. Any spell a quickener absorbs becomes a spell-like ability the quickener can use at will. Magic items that come into contact with a quickener (including weapons striking the creature) must make DC 21 Will saves or be turned into normal items. Determine which single item risks absorption when a quickener makes a touch attack against an opponent as when rolling a natural 1 on a saving throw against a magical attack. Even artifacts have a chance of being absorbed by a quickener, though the quickener must make a touch attack to try, and both artifact and quickener are destroyed if the quickener is successful. Supernatural effects are not absorbed or countered, but never affect the quickener. Quickeners heal one hit point per spell level absorbed, and hit points equal to half the caster level of items absorbed. The only exceptions are the spells *dispel magic* and *antimagic field*. If a *dispel magic* spell affects a quickener (treat the quickener as a spell with caster level 20th), the quickener suffers 2d6 points of damage. If the dispel check is failed, the quickener absorbs the spell normally. A quickener within an *antimagic field* must succeed on a Will save (as if *antimagic*

field normally allowed a save) each round or suffer 3d6 points of damage.

**Spell-Like Abilities:** Quickeners can cast any spell they have absorbed at will. There is no limit to the number of spells they can know. A quickener's spelllike abilities are always quickened (as the metamagic feat), allowing it to use two every round. The following spells are likely to be known by an average quickener: *antilife shell*, *baleful polymorph* (DC 22), *banishment* (DC 24), *blindness/deafness* (DC 19), *chain lightning* (DC 23), *charm monster* (DC 21), *cone of cold* (DC 22), *deeper darkness*, *destruction* (DC 24), *detect magic*, *disintegrate* (DC 23), *eyebite* (DC 23), *fear* (DC 21), *finger of death* (DC 24), *fire storm* (DC 25), *fireball* (DC 20), *gate*, *globe of invulnerability*, *greater dispel magic*, *harm* (DC 23), *hold monster* (DC 22), *ice storm*, *inflict critical wounds* (DC 21), *lightning bolt* (DC 20), *magic missile*, *meteor swarm* (DC 26), *poison* (DC 21), *power word kill*,

*prismatic spray* (DC 24), *shatter* (DC 19), *slay living* (DC 22), *sleep* (DC 18), *slow* (DC 20), *spectral hand*, *teleport*, *whirlwind* (DC 25). Caster level 30th. The save DCs are Charisma based.

**Arcane Sight (Su):** A quickener senses all magic within 120 feet as if using greater arcane sight.

**Blindsight (Ex):** The quickener senses creatures with a range of 120 feet. Beyond that range, it is considered blinded. A quickener is invulnerable to gaze attacks, visual effects of spells such as illusions, and other attack forms that rely on sight.

**Immunities (Ex):** A quickener is a being made of pure magic, and is therefore not subject to critical hits, flanking, nonlethal damage, or death from massive damage. It is immune to death effects, disease, poison, paralysis, sleep effects, and stunning.

## Legal Section

### OPEN GAME LICENSE Version 1.0a

The following text is the property of Wizards of the Coast, Inc. and is Copyright 2000 Wizards of the Coast, Inc ("Wizards"). All Rights Reserved.

1. Definitions: (a)"Contributors" means the copyright and/or trademark owners who have contributed Open Game Content; (b)"Derivative Material" means copyrighted material including derivative works and translations (including into other computer languages), potation, modification, correction, addition, extension, upgrade, improvement, compilation, abridgment or other form in which an existing work may be recast, transformed or adapted; (c) "Distribute" means to reproduce, license, rent, lease, sell, broadcast, publicly display, transmit or otherwise distribute; (d)"Open Game Content" means the game mechanic and includes the methods, procedures, processes and routines to the extent such content does not embody the Product Identity and is an enhancement over the prior art and any additional content clearly identified as Open Game Content by the Contributor, and means any work covered by this License, including translations and derivative works under copyright law, but specifically excludes Product Identity. (e) "Product Identity" means product and product line names, logos and identifying marks including trade dress; artifacts; creatures characters; stories, storylines, plots, thematic elements, dialogue, incidents, language, artwork, symbols, designs, depictions, likenesses, formats, poses, concepts, themes and graphic, photographic and other visual or audio representations; names and descriptions of characters, spells, enchantments, personalities, teams, personas, likenesses and special abilities; places, locations, environments, creatures, equipment, magical or supernatural abilities or effects, logos, symbols, or graphic designs; and any other trademark or registered trademark clearly identified as Product identity by the

owner of the Product Identity, and which specifically excludes the Open Game Content; (f) "Trademark" means the logos, names, mark, sign, motto, designs that are used by a Contributor to identify itself or its products or the associated products contributed to the Open Game License by the Contributor (g) "Use", "Used" or "Using" means to use, Distribute, copy, edit, format, modify, translate and otherwise create Derivative Material of Open Game Content. (h) "You" or "Your" means the licensee in terms of this agreement.

2. The License: This License applies to any Open Game Content that contains a notice indicating that the Open Game Content may only be Used under and in terms of this License. You must affix such a notice to any Open Game Content that you Use. No terms may be added to or subtracted from this License except as described by the License itself. No other terms or conditions may be applied to any Open Game Content distributed using this License.

3. Offer and Acceptance: By Using the Open Game Content You indicate Your acceptance of the terms of this License.

4. Grant and Consideration: In consideration for agreeing to use this License, the Contributors grant You a perpetual, worldwide, royalty-free, non-exclusive license with the exact terms of this License to Use, the Open Game Content.

5. Representation of Authority to Contribute: If You are contributing original material as Open Game Content, You represent that Your Contributions are Your original creation and/or You have sufficient rights to grant the rights conveyed by this License.

6. Notice of License Copyright: You must update the COPYRIGHT NOTICE portion of this License to include the exact text of the COPYRIGHT NOTICE of any Open Game Content You are copying,

modifying or distributing, and You must add the title, the copyright date, and the copyright holder's name to the COPYRIGHT NOTICE of any original Open Game Content you Distribute.

7. Use of Product Identity: You agree not to Use any Product Identity, including as an indication as to compatibility, except as expressly licensed in another, independent Agreement with the owner of each element of that Product Identity. You agree not to indicate compatibility or co-adaptability with any Trademark or Registered Trademark in conjunction with a work containing Open Game Content except as expressly licensed in another, independent Agreement with the owner of such Trademark or Registered Trademark. The use of any Product Identity in Open Game Content does not constitute a challenge to the ownership of that Product Identity. The owner of any Product Identity used in Open Game Content shall retain all rights, title and interest in and to that Product Identity.

8. Identification: If you distribute Open Game Content You must clearly indicate which portions of the work that you are distributing are Open Game Content.

9. Updating the License: Wizards or its designated Agents may publish updated versions of this License. You may use any authorized version of this License to copy, modify and distribute any Open Game Content originally distributed under any version of this License.

10 Copy of this License: You MUST include a copy of this License with every copy of the Open Game Content You Distribute.

11. Use of Contributor Credits: You may not market or advertise the Open Game Content using the name of any Contributor unless You have written permission from the Contributor to do so.

12 Inability to Comply: If it is impossible for You to comply with any of the terms of this License with respect to some or all of the Open Game Content due to statute, judicial order, or governmental regulation then You may not Use any Open Game Material so affected.

13 Termination: This License will terminate automatically if You fail to comply with all terms herein and fail to cure such breach within 30 days of becoming aware of the breach. All sublicenses shall survive the termination of this License.

14 Reformation: If any provision of this License is held to be unenforceable, such provision shall be reformed only to the extent necessary to make it enforceable.

#### 15 COPYRIGHT NOTICE

Open Game License v 1.0 Copyright 2000, Wizards of the Coast, Inc.

System Reference Document Copyright 2000, Wizards of the Coast, Inc.; Authors Jonathan Tweet, Monte Cook, Skip Williams, based on original material by E. Gary Gygax and Dave Arneson.

A Magical Society: Ecology and Culture, Copyright 2004, Expeditionary Retreat Press, Authors Suzi Yee and Joseph Browning

Nyambe: African Adventures Copyright 2002, Trident Inc. d/b/a/ Atlas Games; author Christopher W. Dolunt

Minions v3.5 Copyright 2003, Bastion Press, Inc.

Monster of the Mind, Copyright 2003

Green Ronin Publishing; Authors Kevin Brennan, James Maliszewski, Morgan Peer, and Tracy Peer

Monsters of the Endless Dark: The Wanderers Guild Guide to Subterranean Organisms, by Jon Pollom and Andy Hopp, Copyright 2002 Jon Pollom and Andy Hoop. Published by Goodman Games (contact goodmangames @mindspring.com, or see www.goodmangames.com.)

The Kaiser's Garden, Copyright 2003, Mad Kaiser Games

Open game content from Ultimate Monsters Volume I copyright 2003, Mongoose Publishing Ltd.

Into the Black, Copyright 2003, Bastion Press, Inc.

Liber Bestarius, Copyright 2002, Eden Studios, Inc.

Creature Collection III: Savage Bestiary Copyright 2003, White Wolf Publishing, Inc.

Tome of Horrors II Copyright 2004, Necromancer Games, Inc.; Author Scott Greene; Additional Authors: Erica Balsley, Kevin Baase, Casey Christofferson, Jim Collura, Meghan Greene, Lance Hawvermale, Travis Hawvermale, Bill Kenower, Patrick Lawinger, Nathan Paul, Clark Peterson, Bill Webb and Monte Cook.

Denizens of Avadnu Copyright 2003, The Inner Circle.

Open Game Content from The Penumbra Bestiary Copyright 2003, Trident Inc. d/b/a Atlas Games; editor Michelle A Brown Nephew.

Creature Collection Revised Copyright 2003, White Wolf Publishing, Inc.

Slime Crawler from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Authors Casey Christofferson and Scott Greene.

Archer Bush from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Jean Wells.

Cave Fisher from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Lawrence Schick.

Eye Killer from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Ian Livingstone.

Skulleton from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene.

Mercury Ooze from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene.

Symbiotic Jelly from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Roger Musson.

Basidiron from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Gary Gygax.

Cave Troll from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene and Clark Peterson.

Crypt Thing from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Roger Musson.

Ascomoid from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene,



based on original material by Gary Gygax.

Death Watch Beetle from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene and Clark Peterson, based on original material by Gary Gygax.

Rock Troll from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene.

Undead Ooze from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Sword & Sorcery Studios.

Trapper from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene, based on original material by Gary Gygax.

Twilight Mushrooms from Tome of Horrors, Copyright 2002, Necromancer Games, Inc.; Author Scott Greene.

Original Spell Name Compendium Copyright 2002 Necromancer Games, Inc.; based on spells from the Player's Handbook that were renamed in the System Reference Document, found on the legal page of [www.necromancergames.com](http://www.necromancergames.com).

Creature Collection Copyright 2000, Clark Peterson

Relics & Rituals Copyright 2001, Clark Peterson  
Creature Collection 2: Dark Menagerie Copyright 2001, White Wolf Publishing, Inc.

Mithril: City of the Golem Copyright 2001, White Wolf Publishing, Inc.

HoHowfaust: City of Necromancers Copyright 2001, White Wolf Publishing, Inc.

The Wise and the Wicked Copyright 2001, White Wolf Publishing, Inc.

The Divine and the Defeated Copyright 2001, White Wolf Publishing, Inc.

Burok Torn: City Under Siege Copyright 2002, White Wolf Publishing, Inc.

Vigil Watch: Warrens of the Raftnen Copyright 2002, White Wolf Publishing, Inc.

Secrets and Societies Copyright 2002, White Wolf Publishing, Inc.

Wilderness & Wasteland Copyright 2002, White Wolf Publishing, Inc.

Scarred Lands Campaign Setting: Ghelspad Copyright .2002, White Wolf Publishing, Inc.

Relics & Rituals 2: Lost Lore Copyright 2002, White Wolf Publishing, Inc.

Serpent in the Fold: Serpent Amphora Cycle, Book I Copyright 2002, White Wolf Publishing, Inc.

Calastia: Throne of the Black Dragon Copyright 2002, White Wolf Publishing, Inc.

Scarred Lands Gazetteer: Termana Copyright. 2002, White Wolf Publishing, Inc.

The Serpent and the Scepter: Serpent Amphora Cycle, Book I Copyright 2002, White Wolf Publishing, Inc.

Hornsaw: Forest of Blood Copyright 2002, White Wolf Publishing, Inc.

The Penumbral Pentagon Copyright 2003, White

Wolf Publishing, Inc.

Shelzar: City of Sins Copyright 2003, White Wolf Publishing, Inc.

The Serpent Citadel: Serpent Amphora Cycle, Book III Copyright 2003, White Wolf Publishing, Inc.

Blood Bayou Copyright 2003, White Wolf Publishing, Inc.

Player's Guide to Wizards, Bards, and Sorcerers Copyright 2003, White Wolf Publishing, Inc.

Player's Guide to Fighters and Barbarians, Copyright 2003, White Wolf Publishing, Inc.

Player's Guide to Clerics and Druids Copyright 2003, White Wolf Publishing, Inc.

Player's Guide to Rangers and Rogues Copyright 2003, White Wolf Publishing, Inc.

Scarred Lands Campaign Setting: Termana Copyright X'C 5, White Wolf Publishing, Inc.

Vigil Watch: Secrets of the Asaatthi Copyright 2003, White Wolf Publishing, Inc. The Faithful and the Forsaken Copyright 2003, White Wolf Publishing, Inc.

The Complete Guide to Drow, Jeffrey Quinn, Copyright 2002 Joseph Goodman DBA Goodman Games (contact [@mindspring.com](mailto:goodmangames), or see [www.goodmangames.com](http://www.goodmangames.com).)

Open game content from Evil is copyright 2001, Alderac Entertainment Group Inc.

Hammer & Helm: A Guidebook to Dwarves, copyright 2002, Green Ronin Publishing; Author Jesse Decker

Dungeons, Copyright 2000, Alderac Entertainment Group

Evil, Copyright 2001, Alderac Entertainment Group

Dragons, Copyright 2001, Alderac Entertainment Group

Undead, Copyright 2001, Alderac Entertainment Group

Into the Green Copyright 2003, Bastion Press, Inc.

War, Copyright 2002, Alderac Entertainment Group

Monster, Copyright 2002, Alderac Entertainment Group

Disenchanter from the Tome of Horrors, Copyright 2002. Necromancer Games, Inc; Author Scott Greene based upon original material by Roger Musson.

Bookworm from the Tome of Horrors, Copyright 2002. Necromancer Games, Inc; Author Scott Greene based upon original material by Gary Gygax.

Purple Moss from the Tome of Horrors, Copyright 2002. Necromancer Games, Inc; Author Scott Greene based upon original material by Jean Wells.

Occult Lore Copyright 2002, Trident Inc. d/b/a Atlas Games; authors Keith Baker, Adam Bank, Chris Jones, Scott Reeves, and Elton Robb

Monster Geographica: Underground, Copyright 2004, Expedition Retreat Press