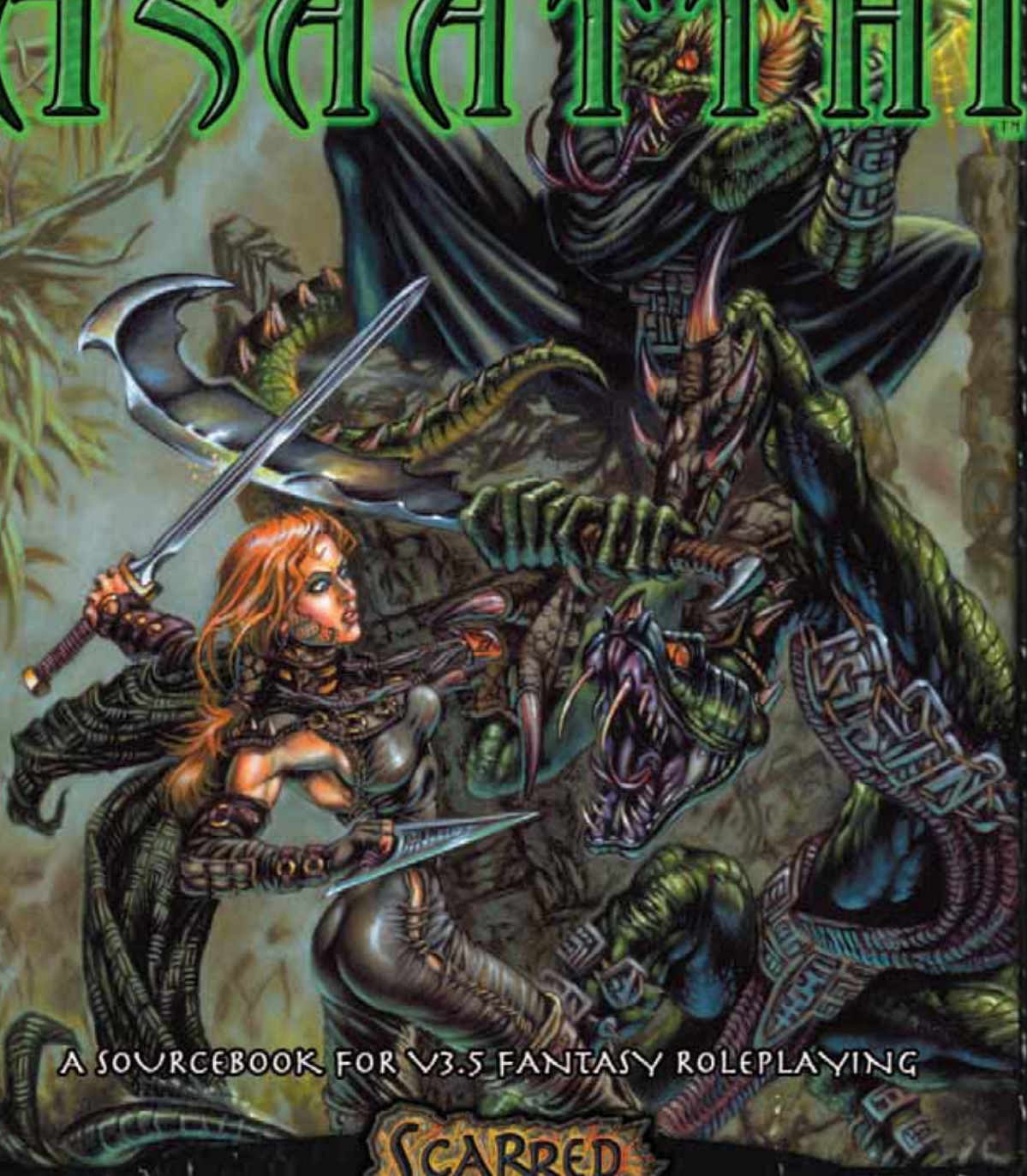




# VIGILWATCH

## SECRETS OF THE

# ASAATHI



A SOURCEBOOK FOR V3.5 FANTASY ROLEPLAYING





# VIGIL WATCH

## SECRETS OF THE

# ASAATTHI

### FEARED WARRIORS OF THE ARCANÉ

Cold. Cunning. Masters of sword and spell. Such words describe the serpentfolk called asaatthi, yet still little is known of their ancient history, their rich culture, their once-influential role in the world... and their plans for the future.

This second volume in the Vigil Watch series for the Scarred Lands explores the mysterious asaatth race. Also discover tips for using these serpentfolk in any d20 campaign, from details on the creatures' culture and lairs to unique magic and prestige classes.

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# ASAATTHI

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# VIGIL WATCH

## SECRETS OF THE

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# Preface

*The Vigils of Vesh are a select group of men and women faced with a daunting task: to protect the world from those forces that strive to dominate or destroy the Scarred Lands. The ancient asaath race is among the most challenging foes the Vigils have encountered. The serpentfolk ruled the world in ages past, second only to the titans themselves. Though that time is long gone, asaatthi still claim dominance as their birthright and scheme to restore their long-lost empire.*

I created the mysterious and malevolent serpentfolk for the **Creature Collection** by drawing on a mélange of influences: feudal Japanese and Chinese culture and legend, ancient Egyptian society and mythology, fond memories of a friend's old fantasy campaign, and a desire to make a more challenging — and enduring — reptilian foe than, say, lizardfolk. The asaatthi have lurked in the shadows of the Scarred Lands ever since, awaiting their moment to strike.

They have their chance with **Vigil Watch: Secrets of the Asaatthi**. We can thank the initial direction by Scarred Lands Developer Joseph Carriker and the efforts of authors Werner Hager, Ben Lam and Will Timmins for the details you'll find in the following pages. They've infused the asaatthi with a depth and richness that goes far beyond my initial thought of "Wouldn't it be cool to have warrior-wizard snake dudes?"

This book reveals the history, culture and biology of the serpentfolk. It also discloses the mysteries that have made our ophidian friends feared for generations throughout the Scarred Lands. It offers richness and depth for your campaign, helping make asaatthi more than guys in snake suits.

The enclosed source material presents the serpentfolk as believable creatures — beings with a history and culture, with goals and personalities as compelling and diverse as those of the PCs. Players and Game Masters alike will find a wealth of material from the Veshian Vigils' own documents, as well as new feats, spells, prestige classes and complete rules for roleplaying asaath characters.

Indeed, there's no reason why you can't try your hand at playing an asaath PC. The serpentfolk aren't all evil (although being evil doesn't necessarily make one a mindless, slaving murderer — but that's a topic for another time ...), nor do they all wish to simply slaughter other races and return their creator, the titan Mormo, to dominance. Incorporating an asaath into an adventuring party is tricky, to be certain, but it opens the door to new and engaging interactions with more traditional races and classes.

So, welcome to the serpent's lair, where an ancient race hoards secrets long forgotten and dreams of glory reclaimed. Welcome to **Vigil Watch: Secrets of the Asaatthi**.

Andrew Bates  
Managing Editor  
Sword & Sorcery Studios

*Most Esteemed Commander Kelemis Durn,*

*For an empire that lasted nearly three millennia, conquered Ghelspad and had a presence on most of the known world, it is astounding that so few facts can be found on the Asaatth Empire. This was once a nation with unimaginable magical prowess and which dominated all the other races of the time. It seems, however, as if the titans themselves decided to wipe away all but scant traces of this otherwise unconquerable empire.*

*Asaatthi still exist, of course, as we are all too painfully aware. Fortunately, the serpentfolk have fallen far indeed from the lofty heights of power they once enjoyed. Even still, asaath are not to be underestimated. These creatures make implacable foes. It is for this reason that I have compiled the following information, so that we may better fight the serpentfolk and eventually take the battle to their very door.*

*It was not easy to gather these historical details. Much of my information comes from unorthodox sources, most notably from a discovery made at some old asaath ruins where the Perforated Plains meet in the foothills of the Titanshome Mountains. The vigilants with whom I was working on this project had heard of these ruins; they seemed as auspicious a place to find information as they were perilous to travel to.*

*Foul creatures from the plains assailed us at every step of the journey north from Darakeene. The trip proved its worth, however, for we found two valuable sources of information regarding the old empire. Nestled against the foothills of the precipitous peaks was an obsidian tower... and hidden beneath its massive base was a vast subterranean complex. Inside, we found a number of asaath relics, which are currently under examination in Lave. Among these items were several crystal orbs. Incredibly, these orbs hold the memories of asaath long dead, who would tell their tale given the right command. This manuscript contains some of the testimony gleaned from these orbs.*

*Another discovery was as unexpected as the orbs. A solitary asaath approached us as we departed the ruins. We readied for battle, but to our surprise he held out his hands in a gesture of peace. The creature was not hostile. Quite to the contrary: In fact, he seemed eager to talk. Since we wore no insignia, I presented myself as a researcher interested in asaath history. This asaath, who calls himself Isauthil, replied that he was an historian who was banished by his people. He would not speak of his crimes, but he has otherwise been more than happy to relate what he knows of asaath history.*

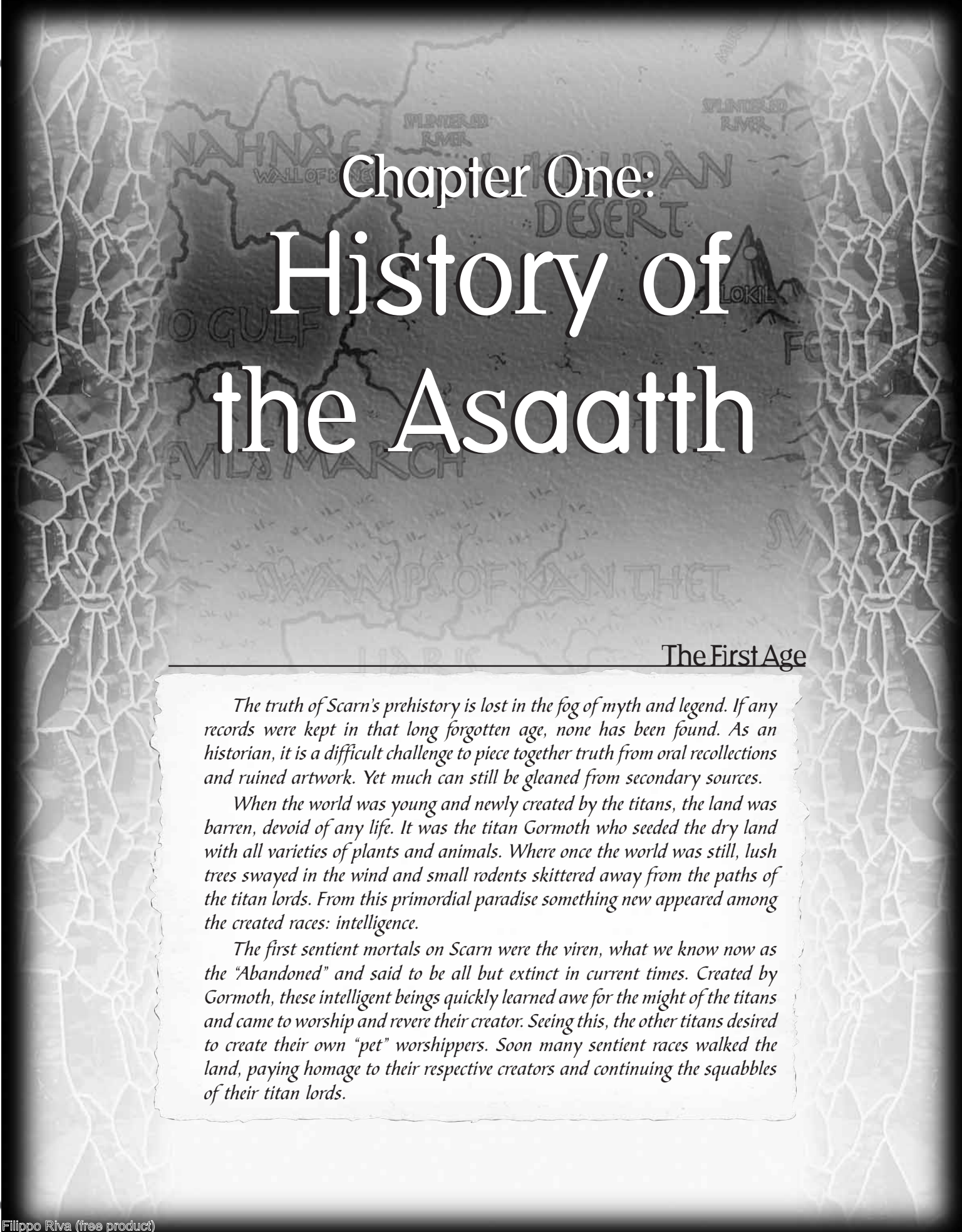
*Our discoveries are a boon to the people of Ghelspad and to the Vigils' cause, but please know that it must remain suspect until verified through further research. The testimonies from the orbs are magical in nature, a magic that we barely understand. And I know nothing of this Isauthil, so it is only prudent that we be cautious in accepting his statements.*

*Though we must cast a jaundiced eye upon every detail, the composite of these sources nonetheless has a promising internal consistency. When read with additional references that I have included from elven and human histories — recovered from the Phylacteric Vault and the Library of Lokil — a promising picture begins to emerge regarding our intriguing foes.*

*I hope you find this of interest and of use.*

*Your servant,*

*— Erem of Ezel, Chronicler of the Lolhardran Vigil*



# Chapter One: History of the Asaatth

## The First Age

*The truth of Scarn's prehistory is lost in the fog of myth and legend. If any records were kept in that long forgotten age, none has been found. As an historian, it is a difficult challenge to piece together truth from oral recollections and ruined artwork. Yet much can still be gleaned from secondary sources.*

*When the world was young and newly created by the titans, the land was barren, devoid of any life. It was the titan Gormoth who seeded the dry land with all varieties of plants and animals. Where once the world was still, lush trees swayed in the wind and small rodents skittered away from the paths of the titan lords. From this primordial paradise something new appeared among the created races: intelligence.*

*The first sentient mortals on Scarn were the viren, what we know now as the "Abandoned" and said to be all but extinct in current times. Created by Gormoth, these intelligent beings quickly learned awe for the might of the titans and came to worship and revere their creator. Seeing this, the other titans desired to create their own "pet" worshippers. Soon many sentient races walked the land, paying homage to their respective creators and continuing the squabbles of their titan lords.*

## The Primordial Past

*Excerpt from the memory orb of Quilisiath, the Master of Vision (est. -5600 OC):*

The details of the First Age of Civilization are now lost to us, although stories still survive and are kept by the learned among us. It is said that the viren were the original race, created by Gormoth, the first titan to discover or invent the secrets of sentient life. It was not long after this first race of shaggy beast-men walked the face of Scarn that other titans coveted the strange new toy of creation. Thus, the viren waned with the coming of the myriad races spawned by the titans.

We asaathii were the cherished first-born of our mother, Mormo, the Queen of Serpents. Yet we were not alone in the world, as the other titans spawned their own races. All of the titans experimented with the secret of creation, giving rise to humans, orcs, elves, goblins and other races besides, that endure as little more than fragments of legend. Some races were held dear, others scorned as failures. Some of these experiments turned out so poorly that no titan would admit to their creation. So it is that, while we know our ancestry as children of Mormo, no titan claims the creation of the humans.

None can deny that the First Age was a time of children. Scarn was a very large place and had room for the titans' various creations. With so much land, little need arose for war and conflict. In truth, the races knew little of one another and were free to grow as they would. As time progressed, new races were created, often adapted from existing forms. As more and more creatures were created to populate Scarn, contact — and conflict — between the races became inevitable.

We know almost nothing of such conflicts, although fragments of records suggest a vicious war occurred between our kind and the mysterious slarecians. Other struggles are suggested, but the wisest among us have not learned sufficient details worthy of sharing with the rest of our kind.

As these sentient races spread over Scarn they formed ever-larger communities, claimed land and built structures. They dug and they tilled, they mined and they moved rock and soil for their own desires. For the first time, the varied races accomplished something previously only the titans could: transformation of the land. The Lords of Scarn were ill amused, however. The titans soon grew bored and then irritated with their creations. As had been done

## The Asaath Language

“Asaath” is an ancient word originally meaning “convocation” or “gathering place.” Over time it shifted to indicate settlements, and then civilization. “Dwellers of asaathii” were those who lived in cities and towns, civilized and distinct from the barbarous lesser races. Soon, “those who dwelled in asaathii” was simplified to “asaathii.”

This same process occurred with other words in the early days of the world. Many asaath terms and root words were incorporated into other evolving languages; the reverse did not occur. Though serpentfolk are willing to learn the languages of their enemies — after all, one must understand one's foe to defeat him — they have taken great pains to keep their own language pure. As such, Asaath spoken in modern times is virtually identical to that used in the titan epochs.

The following documents reference many asaath terms. Translations and explanations are included whenever possible, and Appendix Three has a lexicon for ease of reference.

more than once before, it was time to wipe the slate clean.

## The First Cataclysm

Just as the First Age witnessed the rise of the sentient races, the First Cataclysm represented the titans' attempt to scourge the world of that creation. But some aspect of this latest genesis proved to be different, more resistant to the changes made by the titans. This trait was sentience. These new races with their intelligence had the ability to adapt and survive. And survive they did — but not without cost. The First Cataclysm was a time of strife and turmoil. Plagues descended upon the intelligent races, emptying the cities and decimating civilizations. These pestilences not only ravaged the body but crippled the mind. In panic, the once-great nations of the first races were shattered and the people fled underground to avoid their own blighted cities. As if to prevent the races from returning to the surface, the sun was brought closer, baking the land and boiling the seas.

Beneath the surface, the first races eked out a miserable existence. Civilization was destroyed, but the people themselves persevered. This subterranean internment was especially harsh to our people, who had once thrived in the moist forests of what would one day be called Ghelspad. Other races, however, regrouped and thrived in the perpetual darkness.



In spite of the punishment laid upon them by the titans, dwarves carved out fortresses and cities from the very earth of Scarn. Eons passed, and it was the dwarves who came to rule the realms below. Displaced and discouraged, we asaatthi resolved to reclaim the lands above. Hearing the cries of her beloved children, the Serpent Queen looked once more to her first creation. With the return of her gaze, our own eyes were raised from the dirt to look toward our destiny.

## The Coming of Asaatthi

We asaatthi lost much since the First Age — we were scattered and reduced to barbarity. The only thing we had left, in fact the one thing that differentiated us from the other races, was the love of our Mother. While the other titans birthed and then ignored their creations, we were the only children of Mormo. We were her beloved. When she heard our despair, she came to us.

It was to one in particular that Mormo entrusted the future of our people. Isiithua was the last in a long line of queens who had reigned below, and Mormo granted her longevity and the secret arts of wizardry. Emboldened by the vision of our Mother, Isiithua unified the scattered asaatth remnants to her side, leading our ancestors in their first steps back to the surface realm.

From distant locations, through dangers and difficulties, our people came. We came to retake the world, we came to escape our purgatory. Most of all, we came to please our mother. One among us stood above all others, with the insight and knowledge of our destiny that could have come only from the Great Mother — the great witch Isiithua, who would become the Undying Queen, who would build the foundations of a great empire and reign supreme over the world. Through her, Mormo gave us the magic required to bring back the rain and the artifacts to conquer the blighted races on the surface.

Most of all, she gave us hope. Like a storm, the combined asaatth race raged across the face of Scarn, emerging from the pits of the earth to conquer the surface world. Wielding mighty sorceries, Isiithua called clouds to cover the blazing sun and summoned rains to flood the parched earth. With the gifts of the Venomqueen, we asaatthi remade the world into a sultry paradise.

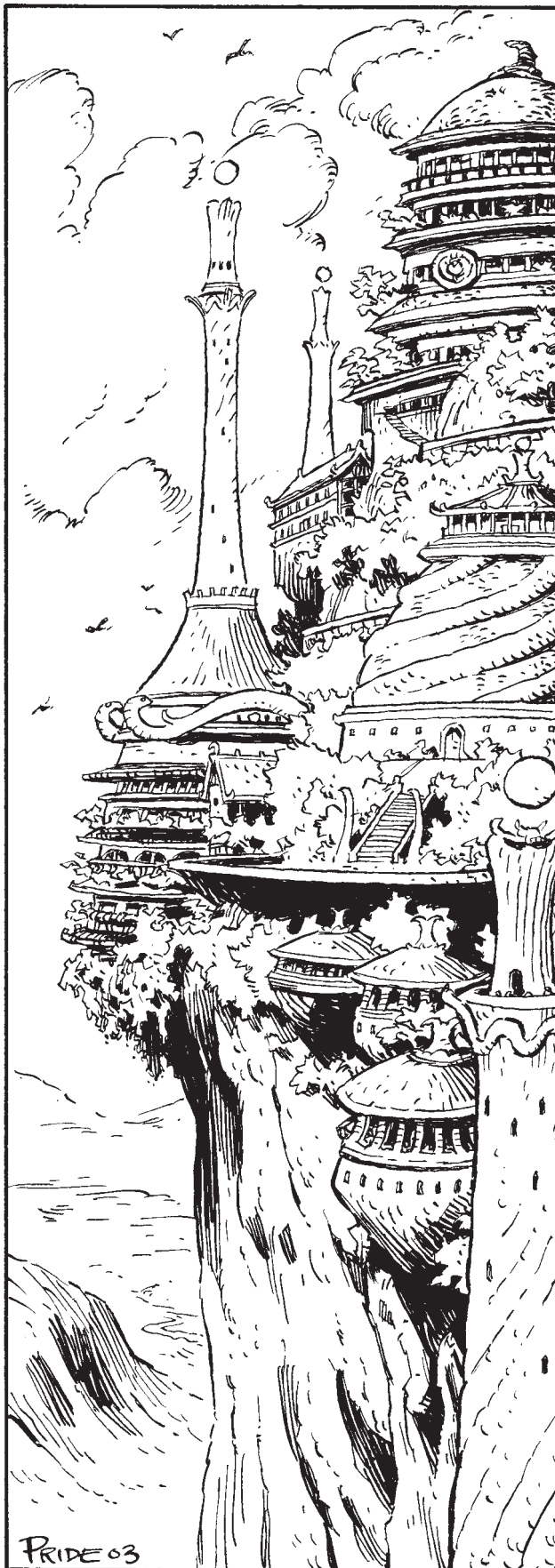
## The Second Age

*According to legend, the witch Isiithua heralded the rise of Asaaii Tthul, the nascent Asaatth Empire, by her command of weather magic. Where she passed, desert became savannah and plains turned into swampland. Rain poured down in areas untouched by water for centuries. Streams swelled first into rivers and then into torrents, washing out the makeshift villages of the humans and orcs who dwelled on the surface. The land, once arid and desolate, became lush with vegetation.*

*When this initial work was done, the witch-queen turned her efforts to other pursuits. Isiithua came upon a rocky fastness and there laid the foundations for her first city, Ithiil Elissaatek. She commanded her daughters, powerful witches in their own right, to spread across the land and build other holdings. They created five other cities — though “city states” may be a better term, given the size and power that each achieved.*

*Ithiis lilynaseetth, the Jeweled City, was built about a handful of hills surrounded by moors. Asaaran Ithiir, the Serpentmount, was placed high up in the Kelders. Chir Isiil, the Tower of Fangs, overlooked the foothills of the southern Kelder Mountains. Phar Ithiisi, the City of Sages, was erected in a vast savannah. And Jor Ithiil, the Frosthold, was built far to the north. These great capitals dominated each region, commanding other smaller cities and settlements and dictating the wishes of their asaatth rulers. The serpentfolk kept their cities comfortable and safe with the judicious use of magic. The residents of each continually pushed the limits of their knowledge, and they were amply rewarded for their diligence.*

*In the city of Ithiis lilynaseetth, a calendar was created to chronicle the triumphs of this new empire. The first year, called Aatura, was set to the creation of the first city — Ithiil Elissaatek.*



## The Beginnings of the Empire

*Excerpt from the memory orb of Kyliisia, First Oracle of Asaaran Ithiir (est. -5450 OC):*

The coming of Isiithua hearkened the greatness that was Asaii Tthul, the Asaatth Empire. The witch-queen shared her sorcery with her great generals and warmasters. Armies of asaatthi descended upon the other races with the wrath of a people denied their birthright and confined for centuries to the dark recesses of Scarn. Using the gifts granted by the Serpent Queen, Isiithua fell upon the surface tribes, destroying or enslaving them with ease. She then called forth rain from the heavens, bringing life-giving water to the surface of Scarn. In the years that followed, the great sorcerers of the war became queens of the myriad cities of Asaii Tthul.

It is in the cities, with their politics and infrastructure, that the empire truly shines. I was born in Asaaran Ithiir, the Serpentmount. Perched high atop the tallest mountains of the continent, asaatthi of this city watch over the entirety of our empire. In the century between the founding of the city and my birth into the empire, the six great cities were erected, raised through complex engineering assisted with powerful sorceries. Each city is ruled by a descendant of the first witch. Through the blessings of Mormo and their own powerful witchery, each of these queens enjoys great longevity.

Each of the six cities pursues a different type of magic. Jor Ithiil specializes in climate magic to protect its inhabitants from the bitter cold. The residents of Ithiis Ilnaseeth are adept at the enchantment of jewels and art. In Asaaran Ithiir, the magic used for commerce and travel is considered supreme.

Though asaatthi as a whole excel in the art of wizardry, the citizens of my city stand as first among equals. The Serpentmount serves as the hub of the empire. The city itself is perched beneath one of the greatest peaks in the Kelders, encircled by a wall to keep out the lesser races. This wall has no entrances, but at five points equidistant around the wall are great gates that transport travelers to the other five cities. From here, our citizens can travel to literally any place imaginable. Our city streets sprawl in all directions, sometimes ending in portals that lead to distant parts of the city. The structures here tend to be small and decorative, as asaatthi of importance keep only façades in the city, each of which holds little more than a meeting room, a portal to the owner's actual residence and quarters for the lesser races who act as servants. An asaatth's true home is hollowed out in the

Kelders themselves and protected by impregnable layers of unbroken rock.

I myself am an undisputed master of scrying magics. My small tower sits near the center of the city, specially designed to entertain visitors and diplomats. The upper floor of this tower has an exterior entrance so that my guests aren't bothered by the rabble living below. This room offers scenic panoramas of lands all across Scarn. I change these scenes from time to time to reflect my mood or the predilections of those I entertain. Two doors lead from this chamber. One is a portal to my personal office and quarters, the other to the tower of an associate of mine residing on a distant plane. As you must be aware, I serve the queen as First Oracle for our great city, alerting her to any dangers to Asaaran Ithiir and keeping track of the machinations of the other cities. It is for this reason that I record the preceding remarks — that they may motivate others to aspire to my greatness, now that the time that remains to me grows short.

### Dealings with Other Races

*Excerpt from the memory orb of Feriith, Warmaster of Adderfang (est. -4200 OC):*

We stand like a bastion of civilization and order among the windswept plains of northeastern Ghelspad. Chirasa, the Adderfang, claims allegiance to mighty Jor Ithiil. It rises in defiance of the terrible storms and the barbaric human and orc tribes that once ruled the land. I am Feriith, Warmaster of the host of the Venomqueen and servant of the Lady of Silver Scales. I was placed here to pacify this land, to give civilization to those who wish our gifts, and death to those who are beyond redemption.

Our job is constant on this unending grassland. The hellish place makes the indigenous inhabitants a brutal and ferocious lot. But any beast can be tamed. We ferry through Adderfang perhaps a hundred new prisoners and slaves every month, but the intermixed tribes of humans, goblins and orcs breed like vermin. Every summer when the frost melts, the skies turn blue and the rivers claw through their icy prisons... and the tribes bring war to the very gates of Adderfang. They never succeed, of course, for we asaatthi have with us the forces of civilization, military training, magics developed over centuries of research and the love of our own mother, Mormo. The lesser races fall before us like wheat to the flail.

This foolish resistance to asaath rule is felt rarely elsewhere in the realm. My first wife, a powerful witch to the Serpentqueen, commands a fortress in a jungle far to the south. There the tribal humans, once petty slaves to the great drakes who inhabited that land, accept eagerly the gifts of our civilization. These humans give their offspring willingly to serve as servants to the empire, in exchange for teaching in the ways of the Queen of Serpents. Though these humans

are not fit to handle the true secrets of the Venomqueen, they wisely seek to emulate our culture, creating cities of their own and establishing dominion over their neighbors.

Our efforts to civilize the lesser races are necessarily set aside by a crisis of the realm. Jealousy threatens the empire, as the queens of each city seek the favor of the Scaled Mother to the exclusion of the others. Allies in the Serpentmount warn us that the Queen of the First City has threatened the Lady of Silver Scales and seeks to annex our city under her rule. The outlying holdings of the Frosthold have been pulled back, our fortresses have been magically secured, and we prepare for war. I hope this dispute will be over quickly, so that I can return to my own tasks. I am confident that we are making headway in the plains and that it is just a matter of a few more years before we will have the area cleansed of resistance.

### The War of Cities

*Excerpt from the memory orb of Osstatiil Asaat, Lorekeeper of the First City (est. -3850 OC):*

In the later days of the empire, the combined asaath dominion looked out to the furthest reaches of the world for enemies and found... nothing. No one was left worthy to be called enemy. It was then that we asaatthi looked within. There we found our greatest adversary.

Ithii no Srua, the War of Cities, began with the fall of the Sightless Queen, who had ruled for nearly two millennia over the city of Asaaran Ithiir. With their queen murdered, the asaatthi of the Serpentmount and their allies looked at the other cities for someone to blame. They turned their clouded gaze toward our own Undying Queen, Mother of the First City of Ithiil Elissaatek. We gathered our forces from abroad to prepare for conflict with Asaaran Ithiir. It was a battle we knew would end in our triumph, but that was not the battle that came.

Vengeance lay deep in the hearts of the asaatthi of the Serpentmount. The undisputed masters of dimensional magic, these asaath lords had many allies throughout the realm — and with them they planted the seeds of rebellion. These seeds bore ripe fruit when an ally of Asaaran Ithiir, the city of Jor Ithiil, gathered forces of its own and accused our venerable queen of fighting with her own race. Jor Ithiil's rulers then made the outrageous demand that they be allowed to investigate our actions. Of course, this was a ruse to gain entrance to our most hidden chambers and plunder our secrets and power for themselves.

We saw through their ploy and instead mobilized for war. The Serpentmount closed her doors, but we had allies in the City of Sages with sufficient mastery in teleportation magic to mobilize an army. And such an army was mustered that the world trembled and the titans themselves surely looked upon it in awe! In the

wink of an eye, a thousand thousand asaatthi were arrayed on the snowy plains surrounding the city of Jor Ithiil and laid siege to the Frosthold.

Though we outnumbered the forces of the Frosthold twenty to one, the sorceresses of that northern fastness controlled the weather of their frigid land. We underestimated the dangers of the snow and wind. They were naught but playthings for the northern witches, so we retreated with serious losses. Our allies in the Jeweled City and the City of Sages showed themselves as traitors as they withdrew and we were left alone. Though we regrouped, we found our city surrounded by the forces of Jor Ithiil and Asaaran Ithiir — and with them, the bitter teeth of the winds of the north.

The weather witches brought storms, but we struck back with empowered spells, both defensive and destructive, to stem their onslaught. The clouds gathered, pelting lightning and ice on our wards, and we lashed back with fire and venom. Individually our magics were more powerful, heightened by our mystic mastery, but they were too numerous. Where their magic could not penetrate, brute force and numbers won the day.

The battle grew dire for us, the loyal oppressed. Then came the moment when our queen emerged from the sanctum where she had spent the past millennia. She sneered at the forces arrayed against her. With a wave of her arms, she stole back the power of weather and rained fire on her enemies. It was a mighty gesture, and our traitorous brethren surely saw the error of their ways. But the great Mother, Mormo, thought poorly of asaatth warring upon asaatth. She took back those blessings that were granted so long ago upon our deathless queen. All the years of unnatural age assaulted the First Queen in an instant. Like a puppet whose strings had been cut, the great queen Isiithua fell from her minaret.

The invaders have sacked the city of Ithiil Elissaatek. I and a few others have spent our days hiding wherever we can find shelter. We thought to wait out the conflict, but each day I look to the sky and see that the storm clouds still have not parted. What this portends, I know not.

### The Decline of Asaatthi

*Discussion with Isauthil:*

The depredations of Asaii Tthul earned my ancestors the attention of the titans themselves. Even the Great Mother turned her face away from her once beloved children and withdrew her blessing and protection. During the War of Cities, which led to the fall of the First City, perhaps half of the asaatthi in the empire perished. Asaatthi of Jor Ithiil looted the remains of Ithiil Elissaatek but found themselves unable to regain control of the storms that had been unleashed. The sky grew dark and poured forth tor-

rents of rain, seemingly in an attempt to wash away all that my ancestors had built. Forces from the other cities withdrew into the relative safety of their environs, but the gifts of Mormo became more elusive. With this isolation, old strongholds were abandoned and the system of mystic gates that had spanned the furthest reaches of the empire fell into disuse.

The other races, once subjugated by the Asaatth Empire, handled the asaatthi's crumbling control in different ways. The elves moved to the forest that the Undying Queen had once controlled and sealed their borders in preparation for the coming storm. The humans and orcs, always heedless of the future, took the opportunity to strike back at their former masters. They took asaatth strongholds in the northeast, looting our fortresses for any relics left behind — though in their ignorance, they hadn't the required knowledge to make use of our magics. In the southwest, human horsemen even routed a small asaatth unit that defended the Jeweled City. The once great asaatth empire was left fragmented and lost. Our people retreated to the bowels of their individual cities to salvage what they could and watched the skies in the hopes of once more seeing the life-giving sun.

## The Great Sleep

*After the fall of the first city, the other city-states recoiled from the climatic turmoil that the asaatth magics had wrought. Years went by without the clouds parting, destroying the ecology in many parts of Ghelspad. The wars themselves had taken their toll on the asaatth city-states, and the population waned. The Frosthold was hit particularly hard. The serpentfolk responded by calling their kin from the far reaches of the world in an effort to help stabilize their population. Fortresses were abandoned and the empire shrank. Where once the empire of Asaii Tthul reached into the farthest recesses of the world and linked disparate lands under a unified hierarchy, the asaatthi were left with disconnected cities each struggling alone to survive a prison of ice and darkness.*

### The Long Night

*Excerpt from the memory orb of Ythriisil, Warmaster of Vaarisiith (Est. -3650 OC):*

These are dark times, indeed. By this I mean not only the omnipresent lack of light and heat, which we have suffered from for so long. Darker

still is the apparent fate of our once great empire. These are my last nights on this tropical continent, as I have been summoned home to Jor Ithiil to secure the city. The Lady of Silver Scales grows old, her infirmity a sign of our Mother's displeasure. She is my queen, however, and it is my place to do her will until Mormo wishes her removal from this world.

Only fifty asaatthi remain to finish warding the city, and all we have the ability to do is secure the temple. We leave, by filthy boats of all things, when we are done. The humans who prowl the jungle grow more reckless with our absence. Just this morning, I found four of the stinking creatures slinking around the east gate. The foolish beasts didn't survive the wards, of course, and I made sure that their bodies were left in full view to warn away the others. These creatures aren't the cleverest of the titans' creations; I shall be surprised if they endure even a century after we leave.

I must admit that I do not wish to abandon this once great stronghold. I distrust the orders of my liege; she dwells overmuch about the meaning of the fall of the Undying Queen. She sees Mormo's disfavor in all things now and seems ready to accept our great empire falling into dust. To see these city streets quiet, the market empty, the holy places warded and locked — it chills my blood.

Our queen is correct; she at least has fallen out of favor. But I vow this to all I hold sacred — with the blessings of our Mother, I will see this city become again what it should be. This dishonor cannot continue.

## The Coming Ice

*Excerpt from an unnamed memory orb (Est. -3000 OC):*

The night never ends, the sun never rises, the ice never recedes. I know not how many years have passed in my guardianship of the asaatthi of Asaaran Ithiir. Decades? Centuries? The population of an entire city-state lies in these warmed caverns, awaiting my word, awaiting the announcement that the sun shines in the sky again. Is that the sun? No, simply a reflection of light between snow and clouds. Perhaps I have lost the ability to see; perhaps I now merely recall the things that I have seen over and over for an untold period of time.

My duty was simple and it was an honor to accept. I was but to wait for the storms to end, while the others slept and endured the cold. Occasionally a few would wake, to recover from the long sleep, eat what they could and consort in physical pleasures before returning to the

sanctuary of the mind. I sat and watched it all, guarding against others who might take advantage of our state. When I took this post I committed to memory our histories, our culture — all that we once treasured when the sun shined on us with the Mother's favor. Now it is dark and she has turned away.

I have consulted the memory stones, like old friends eager to ease my loneliness and tell me tales of better days. Times when we were powerful and the world was ours. When we did not need to huddle like scared mammals in subterranean dens. I have sat and watched and learned while I waited for our race to return to glory. I have waited for the light and heat of the sun to call us back to life and to greatness.

But my vigil grew too long. I called upon the ancient arts, spells only the fallen queens had used to prolong their lives. But without the Mother's blessing these spells now had a deadly price. I could prolong my life only at the sacrifice of the ones who I protected. I chose the old and the weak, thinking it was better that I, their protector, had the time left to continue my watch. I have prolonged my life an unknown number of years at the expense of a score, maybe two, of asaatth lives.

But my watch is done. I understand now that the sun will never show. Snow and ice will cover the land until we all leave this place. She waits until her once beloved children have all faded away in death before she will bring back the warmth.

I will not delay it any longer. Mormo, dear Mother, your children have failed you and we suffer the proper fate for that. My last act shall be to place the burden of my memories in this crystal orb. May your future offspring find this and learn from their elder siblings. Perhaps they will not suffer the righteous jealousy that has consumed your once cherished children. Perhaps they will be worthy of you. I prepare now to cast my final spell — grateful that those below will never awaken to know what I have wrought.

## The Second-Born

*Discussion with Isauthil:*

While her first-born lay huddled and sleeping in their warmed catacombs, Mormo searched for others to serve her. She didn't need to look long. Far to the south lay a once hot and humid jungle that benefited from the cooler temperatures. The residents, primarily humans, began to consolidate and develop civilization. These "cities" were small, primitive affairs, but they did what all cities do: warred and traded with one another. In the constant jockeying for position,

### The Coming of the Others

*I think this world has seen enough empires come and go. I have just returned from the eastern steppes and the humans there are frightening. I visited the citadel they call Fangshold. When I entered the great hall I noticed frescoes etched into the walls very much reminiscent of the old relics we have found of asaatthi.*

*Their “king” attempted to intimidate me into recognizing his sovereignty over all that he can reach. Since it was obviously a loaded statement, I granted him that. He proclaimed himself an ice king and suggested that we “fey folk” give him tribute; I declined.*

*His anger almost got the best of him, but we settled into talking about his stronghold. It seems these disheveled people discovered this fortress while searching for shelter from the foul weather that plagues this land. The king found a few artifacts and proceeded to subjugate several of the local tribes into his “empire.” He asked us for support in his war against the orcs who also inhabit this land, and I told him that we would take it under consideration.*

*I would advise against it, my lord. We need not encourage another race to dominate the land as the serpentfolk did. Let them keep their baubles, but watch this tribe lest they become too powerful.*

— Letter from Ambassador Felthynien to King Lathyrin of the Ganjus

each called upon different titans for power and influence. One city in particular had the good fortune to lie near one of our abandoned fortresses. Little was left of value, but these humans learned from our art the proper ways to entreat the Serpent Queen. With this knowledge, they made the appropriate sacrifices in order to gain the attention of our titan Mother.

The Queen of Serpents decided to recognize the ambition of these humans. She offered them the power of transformation if they promised to serve her eternally. To this city she sent a swarm of venomous snakes. The toxin was deadly to those whose faith wavered, but those who trusted the Serpent Queen were blessed by transformation into a more powerful form. They became the Athu Athiir, the Second-Born. The humans they soon enslaved called this new race the yuan-ti, after some demon of their primitive myths.

With the gifts Mormo gave to them, the second-born rose to prominence on the island you call Termana. This must have pleased the Serpent Queen greatly, for as her first-born slept, her second-born ruled what little of Scarn was still lush and verdant. The power of the yuan-ti was checked only by elves who had fled their forest home on Ghelspad for warmer lands on northern Termana. These elves called upon drakes, who served no titan, to protect them from the second-born. For time unknown the Athu Athiir and the elves kept this stalemate... but then the seas began to thaw.

### The Third Age

*The ice retreated and the world thawed. While most other races were quick to adapt to the changing climate and rebuild their civilizations, the asaatthi were slow to rouse to the changing times. Through the long years of solitude and monotony, many of their guardians had gone mad. Centuries spent watching over the remains of their civilization, pursuing greater powers of arcane mastery and siphoning the souls of their charges to sustain their own ceaseless vigils, had caused many to lose track of what was occurring on the surface. When the asaatthi finally began to rouse, they found their guardians mostly dead, missing or lost in their own madness.*

*The asaatth rebirth was sudden and extreme. Hundreds of serpentfolk emerged from their rocky tombs filled with anger toward their failed guardians and hope for the coming spring. Asaatthi scoured the land, pillaging all nearby settlements. After a week-long orgy of sating their primal needs, the serpentfolk looked upon this new world. Their first task was to renew communication between the cities. To their shock and surprise, only three remained — the Jeweled City, the City of Sages and the Tower of Fangs. Everything further north had fallen long ago.*

## Reconsolidation

### *Discussions with Isauthil:*

The thawing of the world filled my ancestors with hope. On some level, the emerging asaatthi assumed that while they had slept, the whole world had slept as well. Ah, but it was not so. The elves, barely a presence before the long night, had fortified their forest home and were thriving. Humans proved most adaptable to the cold and an entire empire had arisen — and fallen — in the icy north. Far to the south a new race of dwarves stirred from their rocky homes, and even further south and across the sea were the Athu Athiir. Upon awakening, my forebears found the world to be a very crowded place.

I would like to say that our first task was reconsolidation, but that would be a lie. The asaatthi woke with a vengeance, and that vengeance was taken out first on the failed guardians. Each city was then put in the precarious situation of finding order — difficult indeed, since most of the leaders had perished either prior to, or during, the great sleep, and the individuals who were chosen as protectors and lorekeepers were slain or banished for their failure. It was a very bloody time, and few survived who retained knowledge of the old ways. In time, however, order was reclaimed and the asaatthi were ready to look outward.

Of course, the few surviving asaatth cities sought to restore communication with their brethren. Only three strongholds survived the ice: Ithiis Ilnaseetth, Phar Ithiisi and Chir Isiil. Each faced a similar situation. With so many asaatthi dead, they hadn't the military power to retake their conquered holdings. With the only sources of lore insane, dead or driven off, they hadn't the knowledge to rebuild the vital magics that once ran the empire. And in the chaos of awakening, vital treasures and relics had either been stolen or destroyed.

Even worse, once communications were reestablished, asaatth pride prevented the envoys from being forthright about their own situations. Thus, no real efforts were made to unify resources. Millennia of punishment from our mother still had not taught us to work together.

Each of the three remaining cities continued to refortify, preparing for the inevitable day they could launch forth and rebuild the old empire. While my ancestors were in this process of reconstruction, another opportunity appeared — and again, we disregarded it out of arrogance.

New creatures approached the Tower of Fangs: part serpent, part human. They were the Athu Athiir, the Second-Born. They came to the tower in the name of Mormo, offering an alliance and a chance to conquer the other races. The asaatthi, not truly understanding the changes that had occurred during their sleep, and still perceiving with eyes that had once

ruled all they could see, denied the newcomers. Their offer of alliance spurned, the Athu Athiir turned to war.

This conflict was mainly felt in the southeast, around Chir Isiil. In fact, the other two cities did not even know that the Athu Athiir existed until after the Tower of Fangs had already fallen.

Still, they could have done nothing had they been aware of the threat their brethren faced. The two remaining asaatth cities were threatened by an unexpected danger of their own. A human nation had arisen in the sweltering south. Its people devoted themselves to the titan Thulkas and had powerful sorcerers among them. Asaatthi from Phar Ithiisi, the nearest to the humans of the two cities, raided a few of the more distant towns for supplies and slaves. Unexpectedly, these humans raided back. Because of the weakened state of the asaatth military force, and the fact that the humans now wielded magic, casualties were severe on both sides. This constant fighting eventually weakened the human empire into collapse, but it also prevented asaatth expansion. Unfortunately, this distraction allowed another human nation to grow further north.

## The Yuan-ti War

*Erythyn Gwadræel, Captain of the elven ship Vel-Ithilia (Est. -550 OC):*

The yuan-ti eased their northward pressure on our seas as the oceans began to thaw. We entered into a tentative truce, and the yuan-ti turned their attention northward, back to our ancestral homeland. We sent word on scaled wings to our brethren in the Ganjus, describing the threat these yuan-ti posed to the ancient forests. Our courier came back with word that yet another danger was awakening on Ghelspad.

According to our brothers in the Wood, an ancient race was rousing from the great ice. Like the yuan-ti, these creatures were devoted to the Serpent Queen Mormo, but this race was far older and had once ruled great swaths of Ghelspad. The age would grow dark indeed if these two races allied together to conquer the free people of Scarn.

Our prayers to our Lord and the Great Mother were answered. Instead of allying, these two races fought over southern Ghelspad and the seas in between that land and Termana. Travel is dangerous now, and the conflict makes life unhappy in the region, but the situation is far more pleasant than the alternative could have been.

## The Rise of Humans

*Excerpt from The Ancient World by Myridren of Femulyae (Est. 502 OC):*

Before men came to rule the land, before even the elves resided in their forest homes, a race of serpents ruled Scarn. Those strange creatures still

exist and are known as “asaatthi.” Though once this race had holdings across the continent, it is now mostly a curiosity of the southern climes. I hear that these “serpentfolk” plague the lands east of Calas as well as the plains and swamps south of Dara.

An interesting account of these creatures is circulating in the taverns of Calas, however. The story’s details vary, and the people involved always seem to be related in some way to the storyteller, but enough consistency exists in the different accounts to give the tale credence.

The setting is in the rugged foothills that lead up to the Kelders, on the eastern frontier of that nation. The story begins with a band of explorers, who are searching for relics of great antiquity — of course, is that not the way all tavern stories begin? But it is what happens next that caught my attention. This group of adventurers came upon a small band of asaatthi, who were caught by surprise. Instead of mustering a defense, the serpentfolk were routed quickly. The creatures seemed eager, even desperate, to continue on in the direction they had been heading and fled rather than face the adventurers. Curious, the men retraced the creatures’ steps, hoping to find something the serpentfolk had left behind or at least to discover the reason behind their haste.

You see now, dear reader, why I disparage the intellect of those who wander the land in search of “adventure.” But I digress.

After traveling several days into the foothills, the group came across a tower perched atop a steep hill. Signs of a massacre surrounded the fortress. Thousands of asaatth bodies lay strewn about. As the men watched, several humans left the interior of the tower to examine and loot the bodies of the slain and carry what magic and valuables they found back into the tower. At first the band of explorers thought to call out to these people, thinking they were witnessing the victors of a mighty battle. But then, behind the looters, the travelers from Calas observed a hideous creature. It had the body of a huge serpent and the head of a woman. She gazed at the intruders and the men were filled with such terror that it was all they could do not to soil themselves as they ran from the grim display.

From their description it seems as if asaatthi are barbaric indeed. They war among themselves with a truly genocidal fervor. Whoever the new asaatthi are who reside in that forsaken tower obviously show little regard for their own race and see humans as little more than chattel and slaves. It is fortunate that Calas serves as a buffer between our great empire and these ruthless creatures. It is my opinion, as a scholar of history, that this menace should be dealt with after we have pacified the people of Calas.

## The Third Cataclysm

*Weakened by unceasing war with the yuan-ti, the asaatthi ignored the rise of the other races, specifically the Empire of Lede. By the time war with the yuan-ti ended — in a battle of attrition with clear victory going to neither side — the new Empire of Lede was ascendant. The Ledean forced the asaatthi back into their strongholds.*

*Though asaatthi have no great love for any people other than their own, I believe this is the main cause of their deep hatred for humans. The serpentfolk spent millennia attempting to regain superiority over Ghelspad, only to be stopped by humans.*

## The Coming of the Queen

*Discussions with Isauthil:*

It was a dark time to be an asaatth. First, humans stole our lore, displacing us to become Mormo’s most beloved. The transformed humans, those Athu Athiir, then landed on our ancestral homeland to take one of our cities. Then more humans — and base humans, at that — banded together and developed civilization in their own right, spreading over the continent of Ghelspad like the resilient fungus that covered our cavern walls. As a result, asaatthi were lost and disordered for a long time.

A second chance was given to us, however.

It began at the site of one of our oldest cities, Chir Isiil, the Tower of Fangs. After the human nations had collapsed, when dark dwarves ran wild on the surface of Scarn, our great Mother visited her beloved children at last. I wish I could say that she sought asaatthi. No, she visited the Athu Athiir who occupied that hold. I will never know why she sought to create another new race, but I believe it was foresight. Other races were worshipping gods in place of the titans. Such a course must lead inevitably to a clash between titans and gods. Mormo acted to secure victory should this eventuality come to pass.

To the Athu Athiir, Mormo offered even more power. Unsurprisingly, they accepted. They were tasked with the reorganization of the children of Mormo. They were to go to the hags, humans who chose worship of Mormo, and to the asaatthi, her first-born, and form an army greater than any ever marshaled on the face of Scarn. The Second-Born agreed to do all Mormo asked. To help them accomplish these goals she transformed them into creatures more resembling humans, but with their serpent nature hidden within.



Mormo then looked upon the hounds that my ancestors had first bred as defenders. The Athu Athiir had taken up use of these huge animals, native to the Kelder foothills, while my ancestors slept. They served their purpose well, but the Serpentmother saw that they could be improved. These beasts she transformed into large scaled creatures, with manes of writhing serpents. Along with their new powers and more potent servants, the transformed Athu Athiir took on a new name: gorgon.

Mormo sent these gorgons out to unify her forces. So that her new children would not continue to sit in their comfortable sanctuary and be lax in their duties, Mormo sank the Tower of Fangs beneath the ground. Homeless, gorgons traveled far and wide, using the camouflage of their form to pass unnoticed through the human nations. Wherever they journeyed, they sought out followers of Mormo of every race and allegiance. The gorgons had their best success in the remains of the asaath city of Ithiil Ilnaseeth.

The gorgons were given a cautious welcome at the Jeweled City. We asaathi are not a forgiving race. This can serve as a hindrance to opportunity on rare occasions. The gorgons were surprisingly patient, however, and waited for the proper time. It came at last when news reached the city that the followers of the gods had destroyed the titan Mesos.

## The Fall of Mormo

The coming of the Titanswar caused the unification that Mormo had planned for with the creation of the gorgons. Ithiil Ilnaseeth served as a hub of activity and planning. The forces of the divine realized this as well, and the city was attacked numerous times. The charduni were the first to mount an assault and were nearly successful. The city would have fallen had not the Athu Athiir made a timely attack upon the charduni homeland. The charduni assault stalled long enough for asaath forces to surround and decimate them. This was a time when all the children of Mormo found common ground in the face of plentiful enemies.

With the defeat of the charduni and the support of asaathi to the north, the forces of the Serpent Queen pushed forward into the heart of human and elven lands. Any who did not obey the great Mother were slain in the steady advance. Week by week my ancestors took more and more of the Broadreach as they closed on the Ganjus, the ancestral home of the elves.

This was the location of my forebears' greatest battle. The dwarves and elves of the Broadreach, along with the amassed forces of Vera-Tre, stood to prevent Mormo's children from breaching the Haggard Hills. Asaath and gorgon fought hard and their foes neared defeat. It was then that the Venomqueen chose to see what destruction her host had unleashed. In turn, my ancestors reveled in gifting her all she desired.

Thousands died from asaath blades and asaath spells. Only too late did the forces of Mormo discover



that the entire conflict was a ruse, a diversion intended to call the Serpentmother to the field of battle. The gods appeared with an army from Aurimar. Chardun bound our Mother to her physical form, while Madriel protected the divine armies from her venoms. Belsameth, Vangal and even the titan Denev entered the fray.

My ancestors surely reveled in the greatest moment of the asaath race when Mormo appeared to observe their victory. Their greatest horror occurred but moments later when the gods shackled the Serpentmother — and destroyed her before their unbelieving eyes.

Mormo fell before the combined might of four gods and a titan, and her armies were defeated and scattered.

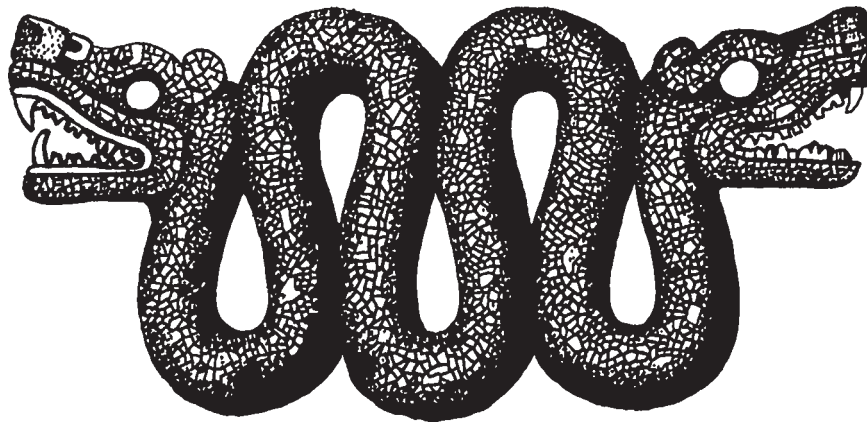
### The Last Age

This is the end of my story. In many ways this is a fitting conclusion, for this is in some ways the end of my race. We were the first to achieve true greatness.

That pinnacle we achieved has yet to be surpassed. But the fall of our Mother spelled the end of our time. Still, we continue on, in this world that is not our own. The city of Ithiil Ilnaseeth endures, and asaatthi seek to reorganize the forces of the Serpentmother. Asaatthi exist in the desert who seek to recover the remnants of a city that was destroyed by Thulkas' passage. Some asaatthi have even joined the hags and gorgons in an effort to recover the pieces of our dismembered Queen.

Yet, for every asaath who tries to recover the past, another seeks to tread a new path. In some ways this might be a new opportunity for my people. For the first time in our history, we asaatthi are free. It is an indicator of this age that I can even speak such blasphemy, but asaatthi can now choose their own path, unconcerned as to whether it pleases Mormo.

Thus I wander, and relate the tale of Scarn's greatest race. In ages past I would have been maimed or killed for revealing the secrets I have, but no one exists now to whom I owe my allegiance. None save for myself. So with this luxury, my tale is done. Do with it what you will, humans of this new age.



# Chapter Two: Lands of the Serpentfolk

*Where once the race ruled continents, asaatthi now influence but two major regions — the vast swamps of Kan Thet and the sere Ukrudan Desert — with lesser impact upon a handful of other areas. The following documentation compiles previous vigilant research with our discoveries from recent expeditions and is supplemented by information passed along by other scholars, adventurers and others who have encountered asaatthi.*

*Asaatthi are much reduced in numbers and influence from previous eras, but they are far from scattered rabble. As these documents show, the serpentfolk are still a force to be feared in those lands they dominate... and their numbers appear to be growing.*

*— Erem of Ezel, Chronicler of the Lolhardan Vigil*

## Swamps of Kan Thet

**Name:** Sssruaath no Kan Thet (Throne of the Eight Crowns)

**Population:** 73,500 (Asaatthi [Usaahuai, Sefutiissi] 65%, Other [servitor races, slaves] 35%)

**Government:** Varies by culture (see below for asaath government)

**Languages:** Asaatth, Common, Titan Speech, Ukrudan

**Religion:** Mormo, Laathsaal, ancestral worship (Asaatth)

**Currency:** Barter or foreign coinage

**Resources:** Herbs and fungi, magic artifacts, precious minerals

### History

Even by the elves' ancient reckoning, this region — covering a portion of Ghelspad in the southwest — has always borne its asaath name of “the Swamps of Kan Thet.” At the zenith of Asaii Tthul, the Asaatth Empire, the Kan Thet teemed with life. It was home to more than 10 million serpentfolk and their attendant slaves. Its temple cities towered hundreds of feet above the mangrove canopy, home to the palaces of asaath priestess-queens and their idols to the Mother of Serpents. Engineered with now-forgotten lore, the palaces in the Kan Thet were second only to the grand pavilions of Ithiil Elissaatek, the First City. They were earthly heavens of pleasure and vice, but so impervious to assault that they doubled as fortresses from which asaath launched their campaigns of conquest.

In the end, the serpentfolk's own treachery proved the Kan Thet's undoing. Their internecine conflicts, which led to the devastating War of Cities, altered the climate and caused the ancient swamp to recede. Assassinations gave way to open fratricide, and in the end even cannibalism became commonplace. Slaves either revolted or escaped in the chaos, and the bejeweled asaath sancta fell to ruin. Subsequent war with the elves, the rise of the Ledean Empire and finally the Titanswar all served to ensure the Kan Thet's downfall. Today the swamp is barely more than one third its former size, and only half of the thirty grand prefectures remain that existed during the Asaatth Empire.

Much of the race's remaining power now resides in the decaying capital of Ithiis Ilnaseeth. The direct translation is “Jewel of the Serpentmother,” but outsiders have long called it the “Lost City of Asaatthi.” This stronghold is the home of the swamp-dwelling asaath High Council and the focus of courtly games for the three clans of Ssrutek (nobles), Mormus (druids of Mormo) and Caallek (commoners or gentry).

Though the power of Ithiis Ilnaseeth cannot be denied, asaath from outlying prefectures have become distanced from its decadence. Continued turbulence among the outlying regions suggests that a growing number of asaath wonder if it might not be better to be rid of the ancient structure of High Council and Ssrutek and start anew.

### Geography

The geological foundation of the Kan Thet is a lacy network of ancient rivers that drain into Liar's Sound. Like the asaath and their defunct empire, these rivers are mere shadows of their former glory. Even so, they still transport loam from the lower Gascars and southern Ukrudan Desert throughout the swamp. This rich soil attracted asaath to the region in their primordial days.

Travelers to this “land” are struck by the lack of solid ground. The swamp's sea-level terrain consists almost entirely of giant roots and knee-deep waters. This water ranges from clear to murky black, and it harbors myriad sinkholes. Forbidding though the waters often appear, they are not universally crawling with vermin waiting to strip the flesh off the unwary. They are in fact quite clean, the dark clays of the swamp floor acting as a sort of natural filter.

Only in rare places do the waters give way to mounds of earth, likely the remnants of hills or supremely eroded echoes of a now-forgotten mountain range. The serpentfolk built their existing cities on many of these places and keep careful record of those that remain unsettled. Given how rare these sites are, asaath guard them jealously — not just from outsiders, but from one another. The hoarding and covert seizure of such places remains a cornerstone of asaath courtly games.

Great sequoias rise to tremendous heights throughout the Kan Thet. The average tree stands more than a hundred feet tall, and the oldest are many times that height. These hallowed few predate even the Great Sleep and are sacred to asaath.

### Flora and Fauna

Asaatth mythology credits Mormo with the creation of the Kan Thet's living beauty, a conceit which serves doubly to swell their egos (by claiming it was a gift by the titaness to her “chosen”) and to provide some cover of moral respectability (that asaath are the honored guardians of that gift). Still, they have long taken such claims to heart. All that breathes and grows in the Kan Thet is simultaneously very beautiful and very deadly, and asaath guard *all* of it attentively.

Plants throughout the swamps are often brilliant in coloring, sporting variegated foliage and blooms of hypnotic designs. Virtually every petal and leaf is laden with powerful intoxicants, alternately able to kill, enfeeble or arouse. Animals are much the same,

with the lowliest bottom-feeding fish more vibrantly colored than the most opulent of those famed hedonists of southern Ghelspan, Shelzari courtesans.

## People and Culture

In the asaath tongue, the main breed of serpentfolk who dwell in the Kan Thet are called *usaahuai* — literally “swamp pureborn.” The *usaahuai* are divided into three great clans: *Ssruutek*, *Mormus* and *Caallek*. This clan division is relatively new, introduced around 3000 OC when a traditional — and far more fragmented — clan system based on familial relations was abandoned for a condensed system based on politico-religious birthright. The old clan structure now exists only as “royal families,” which are comprised almost entirely of *Ssruutek* clan members. Only in the traditionalist holdfasts of the west, and among the desert-dwelling *asaathi* to the north, does the old familial clan structure remain (see below for more details).

The *Ssruutek*, *Mormus* and *Caallek* clans also reflect the *asaath* philosophical divide. These differences in thought are as old as the race itself and in older (and arguably more honorable) times served to promote spiritual dynamism.

The warriors and nobles of clan *Ssruutek* are concerned with matters of honor. Traditional and

ruthless, they never hesitate to do what honor demands. This usually puts them at odds with the religion-minded druids of clan *Mormus*, who seemingly flaunt honor whenever their faith (or convenience, as the *Ssruutek* charge) demands.

Among the druids of clan *Mormus*, religious devotion is the dominant philosophy. Complete adherence to the teachings and worship of *Mormo* is all that matters. Traditionally, this faction is most preoccupied with matters of spirituality and metaphysics. This has grown warped from older methods of asceticism to the opulence and excess of the modern day.

Members of clan *Caallek* have embraced what has been dubbed “neo-rationalism.” They concern themselves with what they view as right and wrong, contravening honor or religion as necessary. This has put them at odds with clan *Mormus* in particular, who consider neo-rationalism just short of heresy. Perhaps for this very reason, the *Caallek* are nominally allied with the *Ssruutek*, whose adherence to honor is not unlike the teachings of neo-rationalism.

Unless otherwise noted, classes referred to in NPC listings are found in the *Player's Handbook*, *DMG*, *Oriental Adventures* or Appendix One of this book.



### Asaatthi and Other Resources

As noted in the preface, feudal Asian culture influenced the serpentfolk's origins. Asaatthi aren't meant to simply be "snake samurai," but we did want to add further richness to the race and to the Scarred Lands. We considered new character classes, asaath racial weapons and other details drawn from Asian-inspired legend and myth.

As it happens, *Oriental Adventures*, published by Wizards of the Coast, handles much of this already. Many asaath follow a path similar to that of the samurai and wield weapons much like the katana. We've gained permission to refer to *Oriental Adventures* for such details, so that you can use it as a companion volume for an asaath-related campaign. (We've also drawn on other Scarred Lands titles where appropriate.)

It isn't mandatory to use these other sources, of course. If you don't have OA or just don't want to use it, you can substitute standard *Player's Handbook* elements where you see fit — "Sam" ("samurai") becomes "Ftr" ("fighter"), and so on.

### Organization

The Kan Thet asaath divide themselves among 15 prefectures that span the swamp's entirety. Though ultimately beholden to the Jewel of the Serpentmother and to the High Council, each prefecture is nearly as old as the capital itself and is rich with regional culture and pride. Each prefecture is ruled jointly by a lord and a warmaster. Prefectures are informally grouped by region, with each region overseen by a group of veteran asaath referred to as warmasters. Unlike a sizable portion of government officials, warmasters are competent and dedicated to the welfare of their people.

### Government

Courtly games and religious debates aside, the vast portion of power in the Kan Thet resides with the Asaath High Council. The council consists of 50 members, three from each of the prefectures and five from Ithiis Ilnaseeth. Though council members are ostensibly nonpartisan, clan politics invariably plays a major role in council decisions.

Members are selected from their appropriate regions through a combination of magical prognostication, distinguished service, political maneuvering, blackmail and bribes. They each serve on the council for 20 years, at which point a new candidate is chosen. Former councilors act as advisors for newcomers, and some have used this position to maintain personal power at the expense of the asaath nation.

At present clan Mormus has the majority, including four of the five members representing Ithiis

Ilnaseeth. Clan Ssrutek holds the remaining capital seat and influences most of the non-Mormus representatives. Clan Caallek has traditionally been marginalized on the council, a trend that remains true at present. This is not to say all councilors from the same clan agree on all matters. Many come from the druidic orders of the Courts of the Four Seasons (see sidebar) and view the Council as merely an extension of their internal struggles.

### Crime and Punishment

Asaatthi do not tolerate crime and punish transgressions with vigor. They tolerate reckless judgment even less, so considerable steps are taken to ensure that sentences are deserved. Among asaath of the Kan Thet, the High Council or a representative thereof handles any judgment, typically using *detect thoughts*, *suggestion* and similar magics on defendants while all parties give their accounts in a *zone of truth*. Paragon warriors (see Appendix One) are often in attendance as well.

Being a judge is not an ongoing appointment but is designated when a trial occurs. Only the judge is allowed magic use at trial, and his applications are purely to ensure that all parties remain truthful and forthcoming on the matter at hand. It is a high honor to be given the task of judging a trial, and one of the few posts that seldom sees corruption. If caught manipulating a trial, the judge and his immediate family suffer *unsihdua*, the coward's death. Further, the extended family is stripped of all holdings and considered no better than servitors.

It should be noted that asaath law is for asaath; servitor races and slave stock have no such luxury. In particular, the summary torture and destruction of humans who are simply suspected of committing a crime is a common occurrence.

This report lacks the space for extensive documentation of all crimes possible under asaath law. The list below indicates broad categories of offenses and the standard punishment for those found guilty of each.

**Petty Theft (50 gp or under):** Amputation of the left arm at the elbow.

**Grand Theft (51 gp or higher):** Expulsion from the Kan Thet.

**Divulging Asaath Secrets:** Removal of tongue.

**Fraternalizing with Humans:** Death by flensing (skinning).

**Murder:** Death chosen by the victim's surviving relatives.

**Treason:** Death by poison.

**Killing an Asaath Infant:** Death by ritual torture (often lasting up to two weeks).

### Religion

Worship of Mormo is absolute, but clan Mormus is not. This key distinction lies at the heart of the enmity between clans Ssrutek and Caallek, and the

druids who the secular clans believe are trying to control them. For most asaath, religious devotion is a delicate balance between state doctrine and one's personal beliefs.

The druidic orders oversee all matters of religion, and through clan Mormus they make a good attempt at controlling matters of state as well. Divided and at times openly hostile, the orders wage constant struggles ranging from debates over doctrine to assassination and sabotage. Members encompass everyone from extremists calling for the rounding up and execution of known neo-rationalists to radical reformists who broker alliances with the same. Though many druidic orders remain moderate, a growing trend toward extremism has been seen in recent decades.

### Armed Forces

Kan Thet asaath have no standing army, but they do have ample stores of weapons and magic. Every asaath is trained in the arts of war, so that all but the weakest have considerable skill. The serpentfolk could mobilize their entire population in a militia at least as formidable as any standing army of equal size... or perhaps even larger.

### The Lost City of Asaath

**Alternate Names:** Ithiis Ilnaseeth, Jeweled City, Jewel of the Serpentmother

**Population:** 19,700 asaath (Mormus 50%, Sruutek 25%, Caallek 25%) and 12,500 servitor races (lizardfolk 50%, troglodytes 25%, trogodons 20%, other 5%). Thousands of “feeder stock” and “entertainment stock” include humans, elves and dwarves — though humans are used only for the latter, being considered too vile to eat — but asaath have not bothered with a census of their numbers.

**Government:** Magocracy (heavily contested, though Mormus-dominated)

**Ruler:** Asaath High Council

**Languages:** Asaath, Ledean, Titan Speech

**Religion:** Mormo

**Currency:** Gold scale (1 gp), silver fang (5 sp), silver scale (1 sp), copper eye (1 cp)

**Resources:** Herbs and fungi, magic artifacts, precious minerals

**Allies:** Parehuai, Yshaahuai (Ukrudan asaath)

**Enemies:** Fangsfall, Shelzar, Hollowfaust, Darakeene (though theoretically any non-asaath is an enemy)

Though choked with swamp weed and lying half-sunken below the waterline, the asaath capital remains among the greatest cities in the world. The Vigils only recently made a successful exploration of Ithiis Ilnaseeth — literally, “the Jeweled City” — but it has been the subject of ill-fated treasure raids and scholarly speculation for generations.

Built around eight thousand years ago, the so-called “Lost City” was completed by –5610 OC and was among the largest urban centers of the day. Along with its contemporaries, the Jewel of the Serpentmother oversaw the vast asaath domain. Ithiil Elissaatek was the First City, but Ithiis Ilnaseeth was the most glorious of asaath city-states, soon attracting the race's most notable paragons. Tablets describe near-mythic figures like Aastet the Weaver of Tolaat Ithiir, who entrained a million-million fey bound in gossamer so that their lamentations would herald his presence.

Ithiis Ilnaseeth expanded severalfold from its founding, with an efficient network of roadways and arcane gates linking the capital to other major centers throughout Scarn. The attendant trade in goods and knowledge led to the rise of a well versed ruling elite. These asaath adhered to the precepts of honor and familial allegiance, creating one of the first meritocracies. Though beholden to the city's Priestess-Queen, these civil ministers oversaw the day-to-day operations of the entire Kan Thet region. Their sage governance was likely a prime reason behind the Jeweled City's prosperity.

A major shift in political thought occurred around –2500 OC, when the civil ministers were supplanted by the religious caste. Motivated by liturgical concerns, they abandoned many time-honored traditions of asaath statercraft. One figure, Uunhaas Kahelz, was notorious for ordering the execution of key ministers after they announced that not enough ivory was on hand to build the high-elder's summer barge. Their blood was drained into an enchanted pool, in which his rivals were drowned thereafter. Though Uunhaas was later denounced as mad and devoured by an angry mob, such excesses became increasingly commonplace. The fragmentation of city infrastructure and military coincided with the beginning of Ithii no Srúa, the War of Cities.

By the time of the serpentfolk's defeat in the Devil's March generations later, the Jewel of the Serpentmother was a shadow of its former self. Despite punitive laws to curtail emigration, more and more residents fled the city. The societal breakdown was complete in –2463 OC, when the druidic orders razed the towers of Clan Ilpaax and Clan Te Nuunaath while their occupants slept. One in five of the Jewel's citizens died in the unrest that erupted that following day. The familial clans were victorious in the subsequent conflict, and the druids were exiled to a demonic metaplane. A new, more moderate druidic council was put in its place. The resulting stability allowed the city time to recover, but the Jewel's primacy and sacred status were shattered.

Surprisingly, the Divine War restored the Jewel's clarity of purpose. Asaath rallied to Ithiis Ilnaseeth in answer to the call of their mother-creator, swelling

## The Courts of the Four Seasons

The collapse of the clan system did not mean the end of the noble class. If anything, it galvanized clan proponents who felt the religious encroachment of clan Mormus on civil matters was abhorrent. The nobles insinuated their beliefs into the asaath mainstream, giving rise to the Kia Dedasst Tthan Aailoten, the Courts of the Four Seasons.

Each court comprises asaath of like minds who champion a different version of civil conduct. In the unity of shared vision, a court is capable of anything—even betraying rival courts—if it means making that vision a reality. The antagonism between the courts is second in ferocity only to the internal schisms of the druidic orders.

Though dominated by clan Ssrutek, ambitious Caallek and Mormus sympathizers bolster the courts. Each of the four courts includes the court's name in Asaath, a general description and prominent court members.

### The Spring Court

#### Kartuum Ailoten

Staunch foes of the Winter Court, nobles of Spring believe that the asaath time of penance is nearing an end. This powerful faction is replete with those who have held true to the old ways... and to the old pride. The court's sizable numbers and discipline make it even more formidable.

Some Kartuum lords suffer mild insanity, which rivals suggest is due to clinging too closely to their optimistic credo. These "mad ones" are welcome due to the unique insights that their condition grants them, as well as to their impressive mastery of the spirit world.

**Niviindo the Serene** (*male asaath, Brb3/Wiz13/Lcm4, CE*): Often seen clutching or clawing at his head, the Lord of Fools acts as if he lives half in the real world and half in the metaplanes. Niviindo is invincible when lucid and merely dangerous when not. He has reduced both his worst enemies and greatest allies to dust when in the grip of madness, then resurrected them again—only to smite them once more.

**Moviianye Tendaa** (*female asaath, Drd9/Wiz3, LN*): Though of little significance to those who command the Spring Court, young Moviianye carries a great secret: She bears the *Vernal Orb*, an artifact with an ancient and subtle connection to Mormo herself (see Chapter Three). Only Moviianye's closest retainers are aware of her secret, as she has never displayed a public aptitude with witchery.

### The Summer Court

#### Umenraa Ailoten

Summer Court members claim to be loyalists, though others liken them more to fools. The Umenraa lords maintain that the race is still at its pinnacle of glory. Degenerates use narcotics and hallucinogens to fortify their personal view. Many maintain lavish dwellings where they conduct bacchanalia. Tragic heroes are common also; they charge into the harshness of present times, hoping to prove that they retain the spirit of old. Most meet their demise battling more powerful opponents, though they often cause considerable damage before being put down.

This court would have been exterminated long ago if it were merely frivolous. At its heart, the Summer Court is a gathering of real and powerful passion. Whether addict or crusader, a Summer courtier believes fervently in his version of reality. No matter how distracted by drugs or adrenaline, he always remembers that the true goal is to establish that reality for all asaath. Under such circumstances, Umenraa Ailoten can be as cunning and subtle as any other court.

**Sogaan Kiirtenta** (*female asaath, Sam11/Wiz8, LE*): Sogaan is a master illusionist who has not succumbed to decadence. When not holding off the constant press of suitors, she recruits and trains trogodons for her formidable personal guard. Rumors suggest that she wishes to die in a glorious raid against human forces, but her tactical genius is potent enough that she has yet to suffer defeat.

**Tafuu Ketaan** (*male asaath, Sam11/Anw4, LE*): Personal retainer to Sogaan, Tafuu is the last of a family renowned for its heroic (if foolhardy) actions during the Divine War. Its charge at the Battle of Ten Hills saved the bulk of the asaath army but ensured the family's decline. The survivors pledged themselves to the Kiirtenta, hoping to complete their heroic sacrifice acting as personal guards. Though Tafuu's enthusiasm should have meant death—and his family's extinction—many times over, Sogaan's strategic acumen keeps him alive. Tafuu also wields the last *ketaan ite* blade, an ancestral sword of considerable magical power.

### The Autumn Court

#### Sokenraa Ailoten

Members of the Autumn Court believe themselves the chosen few who will survive Mormo's culling upon her return... or who espouse the



## The Courts of the Four Seasons (cont'd)

claim in hopes of being spared when the time comes. Sokenraa lords maintain a strict conduct that spurns physical indulgence. Much of their time is spent maintaining this ascetic code and inducting those few postulants deemed worthy enough to be “saved.”

Autumn lords are the most steeped in druidic mysticism and maintain a significant contingent from the Mormus clan. The Ssrutek feel this pollutes the Autumn Court, while Mormus extremists consider it a haven for traitors. Sokenraa Ailoten members aren't bothered by such views, not being interested in the opinions of the doomed.

**Aitaal Vanashuuk** (*male asaath, Sam3/Wiz2 [Sam12/Wiz17/Drd5 when focused], LE*): The aging Aitaal is perhaps the most respected member of the Autumn Court. Although his abilities have atrophied due to his age, his knowledge is second to few. Decrepit though he has grown, Aitaal can still focus for brief moments to recapture his lost prowess. Aitaal carries the first *vanashuuk ite* blade, perhaps even the prototype upon which all the mystical heirloom swords of his family are based. Its construction is flawless, and the forces of chaos are suppressed in its presence.

**Nelcuutek Tai Ihaan** (*male asaath, Drd5/Mnk15, LE*): It is not easy being master of protocol for a court with countless subtleties of behavior, but Nelcuutek has never disappointed. His calming presence has smoothed

over numerous breaches of etiquette and kept violent conflicts from erupting. Still, he is not adverse to unleashing his own significant martial abilities when necessary.

### The Winter Court

#### Taalohotep Ailoten

The mistrusted Winter Court is seen as a collection of monsters who justify any action by claiming that they are in an age of forsaken penance. Many Taalohotep lords stop just shy of breaking laws that would guarantee their execution. Attending their “events” is a dangerous exercise, for even fellow asaathi might lose a limb or two before the night is done, and slaves are almost guaranteed a tortured death.

The Winter Court's true goal is subtle, unchallenged control. Whatever else might be said of them, they are schemers of the highest order — though not for power for its own sake. The Taalohotep lords believe that a time of atonement is upon them, and it is their duty to ensure that no asaathi escapes it.

**Itoomek Iiseruu** (*male asaath, Rog17/Wiz3, LE*): The Iiseruu family is so secretive that few asaathi know it exists. Its members instead take the false names of phantom houses. These include the Yiikaro of Iijo prefecture, the Tobbe of Kedast and the Hariante family “loyal” to the Spring Court. Itoomek oversees these vast operations as the head of his family and can arguably be called the mastermind behind the Winter Court.

the capital's population. Armies of generals and legions of ministers arrived from every corner of Scarn to coordinate the asaathi war effort. The Jewel became heart and sword of the serpentfolk. The armies of Albadia and then Almathea were lost attempting to take Ithiis Ilnaseeth. The forces of Vera-Tre, Calastia and even the Charduni Empire were shattered as they hurled themselves against its defenses. The most spectacular battle lasted 90 days, during which the armies of Darakene, Uria and Zathiske marched into the western Kan Thet. Chroniclers say that the very air came to life as effigies of sword and claw tore apart the human ranks.

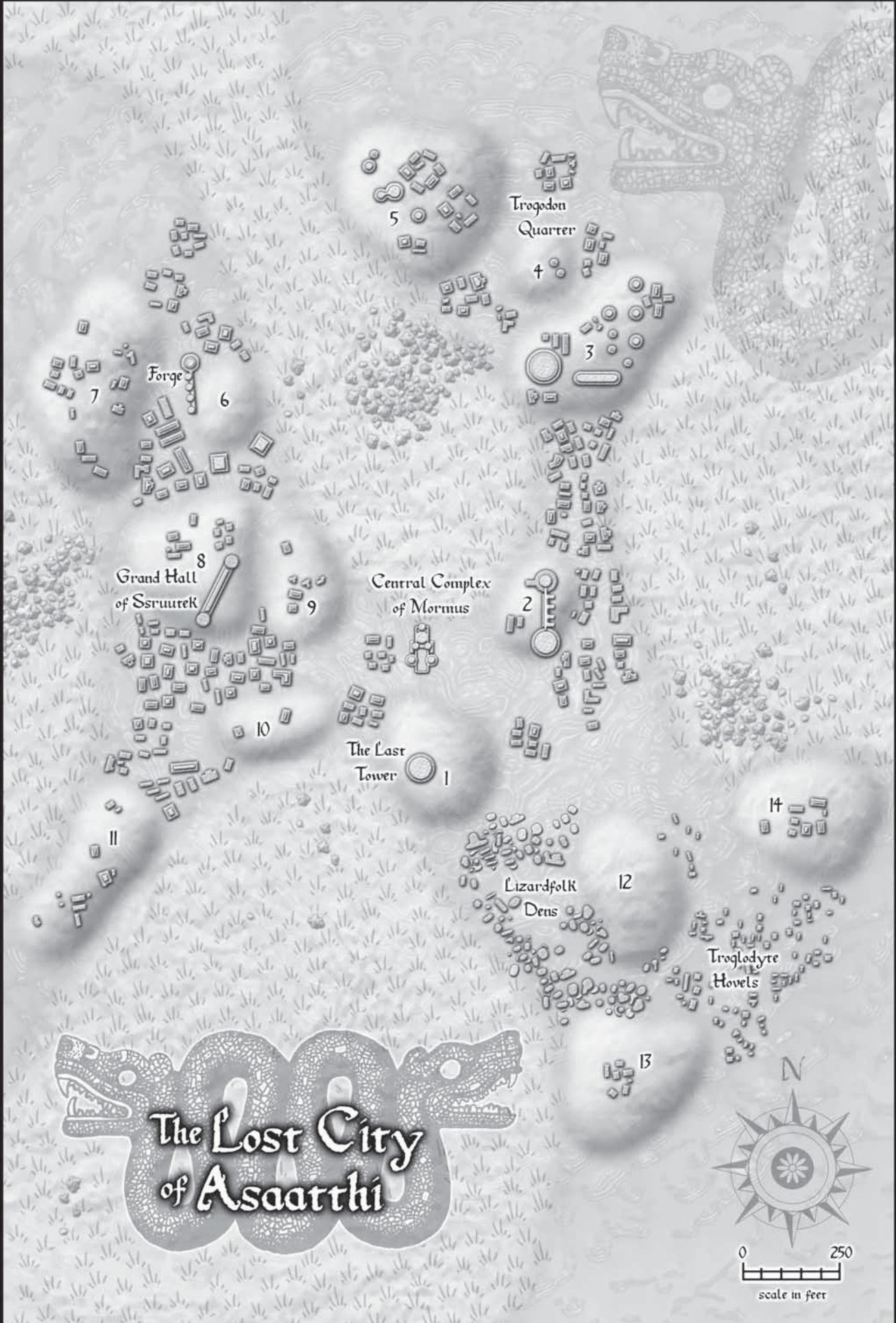
Then Mormo was rent asunder, and the Jewel of the Serpentmother imploded in a sympathetic orgy of madness and despair. So many asaathi committed ritual suicide that the streets were rivers of blood. Dozens of wrack dragons formed unbidden from the mass release of spiritual miasma, and the ground sank several feet into the swamp's wet embrace. (See **Crea-**

**ture Collection Revised** for details regarding wrack and wrack dragons.)

Yet even then the battlements of Ithiis Ilnaseeth held, their innate magic remaining strong enough to repel the armies of the gods. The Divine War ended soon after, and the city that could not be defeated was simply ignored. It did not matter that the asaathi capital was impregnable, for the asaathi people had already fallen.

The divine races were preoccupied with rebuilding their own cultures and paid no heed to what had become of the Jewel of the Serpentmother. Adventurers braved the swamps every so often, and those few who survived returned with spoils of awesome power. Their tales of jeweled streets and fountains flowing with healing nectar enticed others. Yet the ancient treasures were far from unprotected, for serpentfolk emerged to reclaim their stolen treasures and ancient legacies.

# The Lost City of Asaatthi



Of more immediate concern to the Vigils, the remains of Ithiis Ilnaseeth are functional enough to pose a threat to all the lands of Ghelspad. Multiple sources attest that the city's defenses, when fully operational, could blast and disintegrate entire armies. Though far from intact, the Jewel's arcane defenses remain potent. And within its walls are incantations to summon legions, raze cities and banish avatars. With a population of thousands of asaathii — a populace which can mobilize for battle — the city remains among the largest in the world. Despite the city's general decay, Ithiis Ilnaseeth's armories are, if anything, better stocked than ever before. Asaathii are inheritors to a vast wealth and millennia of power. Supplies and heirlooms once contested by expansive families now sit in vaults or lie forgotten, awaiting the day when they are reclaimed. If relic hunters can reap the city's bounty, certainly Vesh can — indeed, *must* — do the same.

If nothing else, we Vigils can ill afford our enemies laying claim to the vaults of Ithiis Ilnaseeth before we do.

### City Landmarks

The current catalog of the Jewel's landmarks is woefully incomplete. We can take solace in the fact that modern asaathii also do not know the full extent of their capital's secrets.

**The Fourteen Hills:** Averaging 10 feet above the waterline, the fourteen hills of the Jewel support the majority of the capital's surviving structures. The hills' surfaces are covered with buildings which vary in state of repair and occupancy, while their undersides are a favorite lair of troglodytes. The asaathii sanction the troglodytes' habitation, both to keep the servitor race happy and to benefit from the proximity of so many guards.

*The First Hill (1):* Ironically, the First Hill (so named because it was the first landmass chosen for development in the city's construction) houses the Last Tower. It once also supported the central agora and now overlooks the main temple complex of the Mormus clan. The catacombs of the First Hill are elaborate and dangerous, with ancient defenses still active. Herein lie the mummified remains of druid elders, along with their personal troves of talismans and books. An elaborate network of 56 fountains runs along the hills' southern edge, fed from a continuous supply of blood from daily executions. It is unclear whether these killings are due to the race's harsh law codes or simple cruelty, or are part of some elaborate, long-term ritual.

*The Kenhueti Hill (2):* Originally called the Second Hill, the Kenhueti is named for a mythic lost race said to be older than the asaathii. Mormo accorded this fabled people notice for some unknown reason, and the hill is dedicated in honor of the Serpentmother's unknowable wisdom.

### The Lost Race of Kenhueti

Few asaathii know that the "kenhueti" are none other than the viren, first of the titanspawn races. In the time of the First Age, the nascent asaathii people led a vicious war against the slarecians and later the high elves — who were, themselves, allies against the slarecians until the elves' betrayal. Though the slarecians were defeated and the elves driven back, these battles nearly destroyed the asaathii race.

The wisest saw that they might not survive the coming dread event that was later called the First Cataclysm. So that the story of the First Age was not lost, these asaathii infused the lore of their race into three swords, the greatest weapon familiars of the day (see Chapter Three, "Weapon Familiars"). Named the *elisaat ite*, the blades were entrusted to the lone race that stayed true to the alliance that had (temporarily) defeated the slarecians — the viren.

Though the viren have long since degenerated to little more than savages, they still honor their vows to the serpentfolk. The *elisaat ite* blades are stored within mystically sealed crystalline pillars hidden deep in the trackless wilderness where the viren make their lairs. Someday, the weapons' owner will come with a fragment of phrase which, when combined with the words that the viren keep safe, shall shatter the pillars. The viren know that they must protect the *elisaat ite* at all costs until then.

The few asaathii aware of this secret would reclaim the potent swords in an instant but for two things: They cannot discern where the pillars were taken, and they have lost their treasured fragment of the phrase that will break them open.

The structures of this hill are set aside for other titanspawn races who have dealings with the serpentfolk. No love is lost between asaathii and yuanti, gorgons, hags and other devotees of Mormo, but it appears that overtures of alliance have been made. Toward what ends remains a mystery at present.

*The Hills of Trogus (3, 4, 5):* These mounds were created for the alligator-centaur race of trogodon (see **Creature Collection Revised**). Given that race's affinity for water, it is ironic that these hills are among the driest places in the Kan Thet. The trogodons are often left to their own devices; asaathii visit when in need of bodyguards or ready squads to accompany them on some foray. The trogodons established a warrior school in the hills, but no self-respecting asaathii would ever consider attending such a place.

*The Heart of Summer* (6): This “hill” is a construct of transplanar engineering, an art now lost to the asaath. It furnishes the Jewel with a constant supply of rare minerals that manifest upon its slopes during each new moon. Only the sacred smiths of Tiijo and Kottorak are allowed to build upon the Heart, and their shops and warrior schools are here also.

*The Hills of the Crown* (7, 8, 9, 10, 11): Most of the western hills are covered in the villas and estates of the Ithiis Ilnaseeth nobility, mostly members of the Ssrutek clan and their retainers. If the First Hill is the public heart of the capital, the Hills of the Crown are its private thoughts. Powerful magic bars the region from *scrying*, and the nobles take extreme measures to ensure that no spy of any sort survives long.

To the residents’ frustration, the protective magics shut down on occasion with little warning. Although the nobility knows that these fluctuations are due to some breakdown in the city’s ancient mystic defenses, they lack the knowledge to repair the problem. Relic hunters and assassins often lurk near the hills, alert for the faint ripples of force that signal when the magic is disrupted... and the time is right to make a move.

*The Servants’ Mounds* (12, 13, 14): In contrast to even the Hills of Trogus, the Servants’ Mounds are eclectic places filled with makeshift houses, warrens and collapsed tenements. Each hill is roughly the same size and supports large numbers of both lizardfolk and troglodytes. Perhaps the liveliest section of the city, the Servants’ Hills make up in spirit what they lack in opulence.

**The Central Complex of Mormus:** This large network of temples and arcologies was constructed when Clan Mormus was established. It saw a major addition after the Divine War, when Mormo’s Vault was built. It has seen only routine maintenance work since that time, including a monthly replating with gold. Being unworthy to look upon the temples’ grandeur, slaves of the Mormus temple are rendered blind and deaf. Their vocal cords are removed so that the druids are undisturbed as they perform their daily tasks. The last measure is a precise lobotomy, such that each slave can perform one and only one function when prompted by touch. This makes for a large but very efficient staff, run by a special cadre in the Mormus.

**Mormo’s Vault:** This grand obsidian structure was erected after the fall of the Hag Queen and resembles the titaness in terrifying detail. Recovered fragments of Mormo are housed within the structure, which is guarded with a cadre of the finest asaath paragon warriors. It is warded against *scrying* and intrusion, and is patrolled by asaath and summoned creatures and constructs.

**The Grand Hall of Ssrutek:** This oblong and slightly curved structure was built from the carapaces of slain demons, who were summoned for the express

purpose of harvesting their bodies. The effect is quite stunning at twilight, when the sun plays off the Hall’s polished surface in a shower of iridescent hues. The noble class meets within the Hall; designed to hold thousands, scant dozens now frequent the place.

**The Imperial Treasury:** It is rumored that the wealth of the serpentfolk’s lost empire is hidden behind a nondescript wooden door that opens on a corridor festooned with all manner of mechanical and mystical traps. Any non-asaath who may have discovered this place has not survived to tell of it. The asaath maintain several “decoy treasuries” throughout the Lost City. Guarded by lesser magic than the true treasury, the decoy treasures nonetheless offer a considerable haul.

**Araad Minuuth (The Last Tower):** The last of the city’s original great towers, the Araad Minuuth (Lotus Tower or Last Tower) is guarded neutral ground with cultural and religious significance to all clans. Its walls are covered in ancient hieroglyphs that chronicle the city’s founding. The Jewel’s warrior elite reside here, soldiers and wizards pledged not to any faction but to the singular purpose of protecting the asaath capital.

## Central Territories

Rich in asaath heritage, the central territories cover the core of the sprawling Kan Thet. Considered hallowed places, even the most worthy (or the best connected) are under strict rules while in their borders. These dicta are not imposed as heavily in the Lost City (which lies within the central territories). Still, such elitism does little to help the asaath people grow unified once more. Segregating the central territories ensures that the other Kan Thet prefectures remain regionalized, with the warmasters of the east and the rationalists of the north growing ever more interested in seeing the current hierarchy overthrown.

## Hiiboreeth

**Capital:** Hosaan Nahir

**Population:** 1,800 (Mormus 60%, Caallek 35%, Ssrutek 5%)

**Government:** Magocracy (Mormus-dominated)

**Ruler:** Neferiit Hosaan (*female asaath Drd20, NE*)

Asaath legends say that Mormo created Hiiboreeth personally, cracking the earth with the fire of stars she plucked from the sky to raise the land from the ocean floor. Asaathi see Hiiboreeth as their heartland and would do anything to defend it... or conquer it. It is now the bastion of the most fundamentalist of the druids of Mormus. Non-Mormus asaathi face stiff restrictions while within Hiiboreeth, which angers many visitors and has stirred rumblings at the outer prefectures of conquest.

## Kanasst

**Capital:** Torutaa Nahir

**Population:** 1,300 (Mormus 80%, Caallek 15%, Ssrutek 5%)

**Government:** Magocracy (Mormus-dominated)

**Ruler:** Raiju Torutaa (*male asaath Drd15/Wiz5, NE*)

The small prefecture of Kanasst is second only to Hii boreeth in spiritual significance. Here is the Chasm of Worlds, a watery rift within the swamp where it is said one can fall through to another world if one's heart is true. The serpentfolk believe that Mormo drew forth the first asaath souls from this wellspring to create their race.

**Tomanja Torutaa** (*female asaath Wiz17/Rog3, LE*): Tomanja's physical frailty detracts little from her palpable aura of strength. The *de facto* head of the Torutaa family, she oversees the maintenance of Kanasst's many shrines. Dismayed by current events among the asaathi, she strives to reconcile the nobles of Ssrutek and the druids of Mormus. As she has said more than once, they are the chosen leaders of the asaath race; those who believe otherwise are misguided at best and treasonous at worst.

## Eastern Territories

Battered by millennia of war, the hardened people of the eastern prefectures take the defense of the Kan Thet as a sacred duty. Determined to prevent the hated armies of man from reaching any further into their homeland, they have turned their once-quiet lands into a military state the equal of the warlike charduni in all ways but size.

A harsh honor code reigns supreme here, and asaathi warriors do not hesitate to lay down their lives for the protection of their people. Even the common folk are known for their resolve. Stories are told of parents amputating their own limbs so that their children do not starve in truly dire times.

## Haraano-Naseeth

**Capital:** Ossataano

**Population:** 2,200 (Ssrutek 81%, Caallek 16%, Mormus 3%)

**Government:** Military Theocracy (Ssrutek-dominated)

**Ruler:** Aruaton Mohhe (*male asaath Sam11/Wiz3, LE*)

The prefecture of Haraano-Naseeth is called the "great barrier" of the Kan Thet. It is run more as a garrison state than as an extension of the Jewel of the Serpentmother. Numerous warrior schools are found here, turning out soldiers to add to the bulwark against incursions of the east. The warmasters of the east rule from the fortress-city of Ossataano, said to be second only to the Jewel in its wonders and defenses.

**Sheettha Mohhe, Warmaster of the East** (*female asaath Wiz7/Sam12, LE*): Police officer, arbiter, naturalist and doctor, the current warmaster of the eastern prefecture takes her job seriously — as does her hand-picked garrison. Decades in this post have done little to dull her wits, which are devoted to the prosperity of her domain. Sheettha frequents the settlements of Haraano-Naseeth, traveling mostly by foot so as better to take in the state of the land. She seldom takes an escort on such treks; as the current master of the terrifying Utaan Ite fighting style, few things on Scarn pose her any threat. (Chapter Three has details on asaath fighting techniques.)

## Aanjo

**Capital:** Thosaas

**Population:** 1,920 (Ssrutek 87%, Caallek 12%, Mormus 1%)

**Government:** Military Theocracy (Ssrutek-dominated)

**Ruler:** Teaa Tekaan Mohhe (*female asaath Sam12/Pgw4, LE*)

If Haraano-Naseeth is the asaathi's shield, then Aanjo is its sword. Traditionally a naval center, the warrior schools of this archipelago produce the serpentfolk's greatest sailors. Historically, raids against the rest of Ghelspad and Termana were launched from here, though none has been organized since Mormo fell. Today, Aanjo is the starting point for errant asaathi hoping to recover a piece of the Serpentmother from the "dreaded" lands beyond.

## Northern Territories

Lands of relative cool and dryness, the northern territories have long been the bastion of asaath free-thinkers. During the purge of the intelligentsia around –3000 OC, many ministerial and noble families fled north. They reshaped the swamplands to emulate what they had lost in the Jewel, creating sprawling towns filled with piazzas, fountains and villas. Though many such settlements are now lost to the Kan Thet, magic has preserved a few. Of the others that endure, some have become the lairs of recluses and hags.

## Rijjotek

**Capital:** Hagaatthar Nahir

**Population:** 1,500 (Caallek 96%, Ssrutek 4%)

**Government:** Meritocracy (Caallek-dominated)

**Ruler:** Minratet Hagaatthar (*male asaath Wiz12/Ftr4, LE*)

The northernmost of all prefectures, Rijjotek once stretched deeply into Devil's March. With the loss of the asaath armies, its borders stretch no farther than the Kan Thet. Its settlements are far newer than most, dating back only five thousand years or less. This is much to the residents' liking, for Rijjotek is the birthplace of the neo-rationalism movement; asaath

adherents regard the prefecture's "newness" as an auspicious sign.

**Tsunaa Hagaatthar** (*female asaath Wiz12/Mnk4, LE*): The assistant-master of the Taasuden school was once something of an infamous prodigal daughter (though Tsunaa has since grown nicely into seasoned middle age). No longer the hotheaded young asaath who spent seven years in Durrover as a *polymorphed* human jeweler, Tsunaa now runs the respected Taasunden warrior school of the northern prefectures.

She holds to her opinions (of which she has many) strongly, with her dislike for humans chief among them. Having mixed with the "wrong crowd" during her sojourn, she has come to associate the race with thievery and all things dishonorable. The one exception to her scorn is the blood alchemist Sangus, whom she met during her stay in Durrover and with whom she has become enamored. Sangus now maintains a small retreat in Riijotek under Tsunaa's protection.

## Iijo

**Capital:** Saa no Theetis

**Population:** 780 (Caallek 70%, Mormus 18%, Ssrutek 12%)

**Government:** Mercantile Meritocracy (Caallek-dominated)

**Ruler:** Oroju Hagaatthar (*female asaath Rng7/Wiz5, LE*)

Though the smallest asaath prefecture, Iijo's rich stores of crystal make it the perfect site for arcane portals. Indeed, it was once known as the Place of Gates and served as the focal point of the grand magical rituals that supported the Asaath Empire's system of transport *gates*. In its last — and perhaps most spectacular — service, the Place of Gates coordinated the deployment of asaath forces against Jorithiil. The *gates* no longer function, but Iijo's raised causeways are the best maintained throughout the Kan Thet and see constant use.

**Kansuukotek Lintaato** (*male asaath Sam7/Rng11, LE*): The Lord of Roads is perhaps the most powerful asaath in the prefecture, which is why his neo-rationalist sympathies have caused considerable concern back in the Jewel. Some asaathi fear that he may one day make a public declaration for the radicals, thereby undermining the power of clan Mormus throughout the northern and western prefectures. To this end, the druidic orders have sent agents to counter Kansuukotek — and clan Caallek has sent an equal number of agents to do just the opposite.

## Clletatantek

**Capital:** Lintaato Nahir

**Population:** 1,500 (Caallek 38%, Ssrutek 35%, Mormus 27%)

**Government:** Theocracy

**Ruler:** Vijo Lintaato (*male asaath Clr10/Drd8, NE*)

Forever an asaath battleground, Clletatantek is where revolutions begin and wars are waged. It was here that the clans defeated the druidic armies in the second millennium pre-OC and where Vangal confronted Mormo for the first time. Despite its history, little exists of the dark energies from which wrack is formed — for Clletatantek is also revered as the place of honorable combat and is hallowed by the mightiest of asaath magic. (See **Creature Collection Revised** for specifics on wrack.)

**Ojinta Lintaato** (*female asaath Clr14, LE*): The great temple towns dedicated to the demigod Laathsaal are among the few permanent settlements in this otherwise deserted place. All are managed by "Ojinta the Just" and her veritable army of acolytes. In addition to these duties, she is rumored to have sojourned to the human city of Hedrad over the past decade, hidden by magic while she learned the city's secrets.

## Southern Territories

Most tales about asaathi talk of cities with streets of gold bricks and pools filled with countless gems. The truth is not so opulent, even in the wondrous Jewel of the Serpentmother. Still, the southern territories of the Kan Thet come closest to such legends.

Perversion and decadence are commonplace in these lands. Prisoners are beheaded to test the sharpness of blades; organs are removed from living victims to create aphrodisiacs, and their brains are kept alive with magic long enough so that they hold the "right flavor" for the feasts that follow. Ladies bathe in the tears of slaves while lords use the same unfortunates for blood sport. If clan Mormus elite did not guard them, these prefectures may well have been cleansed long ago.

## Maarato

**Capital:** Hoonte

**Population:** 1,300 (Mormus 98%, Caallek 1%, Ssrutek 1%)

**Government:** Mercantalist (Mormus puppet bureaucracy)

**Ruler:** Twin brothers Ardekamen Huario (*male asaath Drd6/Ftr3, CE*) and Mosukamen Huario (*male asaath Ftr6/Drd3, CE*)

Richest of the southern lands, Maarato teems with treasure. Its hills are scattered with diamonds and its riverbeds are laden with sapphires. Nearly every flower of suitable size conceals a gem of some sort and the air is filled by an intoxicating fragrance. This is the pleasure realm of the asaathi, a place where they can play out their escapist fantasies through a mixture of real trinkets and illusory narcotics. Rumors of Maarato are leaked purposefully to the rest of Ghelspad. The

foolish treasure-seekers this attracts ensures that the larders are well stocked.

**Gojiin Kenyotaa** (*male asaath Rog12/Wiz4, NE*): The Kenyotaa rumor mill is an efficient and ruthless machine, and Gojiin is the central gear that keeps it all running. An agitator expelled from the Summer Court for his brazen disrespect of the Ssrutek clan, Gojiin moved to Hoonte over 30 years ago and founded the Kenyotaa family. Now his agents use espionage and blackmail to lure outside adventurers to slavery and his political enemies to ruin.

## Narasst

**Capital:** Faanru Nahir

**Population:** 1,300 (Mormus 50%, Caallek 25%, Ssrutek 25%)

**Government:** Magocracy (Mormus-dominated)

**Ruler:** Ssaisuna Mormus (*female asaath Drd11/Wiz5, NE*)

Though adjacent to Maarato, the prefecture of Narasst could not be more different. Both share the veneer of prosperity common to the southern territories, but Narasst wears it with less gaudiness and more wisdom. The greatest personal relics and items are stored in this, the treasury of the asaath world, though religious icons and treasures of the state remain in the Jewel of the Serpentmother.

**Jerrotantek Suun** (*male asaath Mnk8/Pgw5, LE*): Once a modest itinerant from the western prefecture of Igaro, Jerrotantek became enamored with the wealth and beauty of Narasst, so much so that he temporarily forgot his vows and fell from favor. Now reformed, Jerrotantek ranks among the greatest defenders of the vaults of Narasst. He sees it as a personal test (and atonement) to be near so much wealth but never to be able to attain or use it.

**Oniuu Kottorak** (*male asaath Wiz6/Rog11, LE*): Head of the southern branch of the august Kottorak family, Oniuu is to locks what his northern kinsmen are to swords. One out of every three vaults in the prefecture is of Kottorak design, and thefts from these account for less than one percent of one percent of the total for the region.

## Sallamasst

**Capital:** Toru Tora

**Population:** 1,730 (Mormus 55%, Ssrutek 43%, Caallek 2%)

**Government:** Magocracy (contested between Mormus and Ssrutek)

**Ruler:** Vinas Attotek (*female asaath Wiz10/Om8, NE*)

The elemental planes all but spill wholesale into this place. Rich in the pure elements of a dozen or more dimensions, Sallamasst is the summer residence of many of Ithiis Ilnaseeth's highest-ranking citizens. Guarded against intrusion, the villas within are as

glorious as any in asaath lands, made from such rare things as the carapaces of dream spiders and amber taken from ritually killed trees.

**Horibanuu Attotek** (*male asaath Wiz13, LE*): Like the rest of his family, Horibanuu retains elementals as bound servitors. A contingent of fire elementals guards his villa, while a squad of air elementals acts as scouts and a troupe of earth elementals provides maintenance. Horibanuu is attended by water elemental concubines. He is known to lend the service of his "pets" when surpluses permit.

**Hiimjo Attotek** (*male asaath Wiz9/Rog6/Rlc6, LE*): The elderly Hiimjo puts the average adventurer to shame; he and his chosen apprentices have more victorious encounters in a week than most adventurers experience in a lifetime. His palatial estate is filled with artifacts from three dozen planes — including, it is said, the golden head of a slain celestial that fills a three-story room from ceiling to floor.

## Kedasst

**Capital:** Kedakii Nahir

**Population:** 1,100 (Ssrutek 45%, Mormus 30%, Caallek 25%)

**Government:** Magocracy (officially, though the Mormus puppet lords have little real power)

**Ruler:** Hendu Mormus (*male asaath Drd7, NE*)

Once a part of Aanjo, the Mormus carved Kedasst into an independent prefecture shortly after the end of the Divine War. They believed that they would win the favor of local Kedasst lords and undermine the strength of the eastern warmasters of clan Ssrutek. Unfortunately for the druids, Kedasst remains very much a military stronghold. Despite the Mormus' efforts, it remains allied to the radical arm of the Ssrutek.

**Taruunta Kelatuu** (*female asaath Sam14/Anw3, LE*): Taruunta heads the Kelatuu family's branch in Kedasst. Through her shrewd management, her house has become one of the most prosperous in the region. She has even managed to gather something of a personal cult, composed of handmaid spies whom Taruunta uses both to corrupt and "pacify" the prefecture's druidic rulers.

**Ninsuu Haarotutek** (*male asaath Sam7/Wiz6/Loc3, LE*): Ninsuu perpetuates a grudge between the Haarotutek and Kelatuu which has lasted between the families for some 20 generations. If he did not hate the Mormus even more for their effective seizure and disenfranchisement of the Haarotutek family, he would long ago have allied with them to wipe out the Kelatuu of Kedasst. As it is, he satisfies himself by playing the two groups against each other, a move which has destabilized much of the prefecture.

## Western Territories

The prefectures west of Liar's Sound have remained as they were for millennia, far from the upheavals of foreign invasion and civil war. A stronghold of asaath traditionalism and culture, this region may be the race's strongest link to its past.

Isolated from the affluence of the central territories, these prefectures have learned to be self-reliant and cooperative. The local lords and warmasters work in tandem to keep at bay such undesirables as the sutak tribes, those worshippers of the titan Thulkas whose mastery of fire magic poses perhaps the greatest threat to the region. Not far behind are the Dunahnae with their dark dwarven hordes who covet new slaves. Last but not least are adventurers from Fangsfall; though usually quite harmless, such bands have succeeded in making off with prized asaath artifacts more than once.

Such constant pressure has taken its toll on the western prefectures' defenses. The citizenry feels abandoned by the Jewel and discontent is everywhere. The end result is that many western asaathi harbor imperialist sympathies and pine for a return to the days when honor, not a distant magocracy, ruled them.

### Luusotek

**Capital:** Taamtha Nahir

**Population:** 2,600 (Caallek 48%, Ssrutek 39%, Mormus 13%)

**Government:** Military magocracy (Caallek-dominated, though most residents hold more to ancient familial affiliations than to the modern triclan structure)

**Ruler:** Teferu Taamtha (*male asaath Wiz6/Lor7/Orn3, LE*)

The westernmost prefecture and home of the Sih Ruu and Taamtha families, Luusotek has neither strategic nor economic importance. A backwater in every conceivable meaning of the word, its rivers traverse circles around villages little changed from their pre-Ledean days. Its one strength is its people's vast knowledge of medicine, perhaps the greatest in all the Kan Thet. The Sih Ruu family members in particular are said to be masters of the ancient healing rites of *si inthala* and are keepers of the *day fragment* of an asaath artifact called the *Chalice of Rebirth*. Their close allies, the Taamtha, hold the *night fragment* of the same artifact, given by the Sih Ruu when the two families consolidated their rule of the prefecture some three thousand years ago. (See Chapter Three for more information on *si inthala* rites.)

**Esoo Sih Ruu** (*male asaath Sam11/Wiz6, LE*): Esoo is head and master of the Tenyuutek School, founded nine centuries ago to train the family's elite guardians. He is also chief retainer of the Sih Ruu family and abhors the social scheming of his eastern

counterparts. In his only sojourn to the Jewel of the Serpentmother, he was involved in a duel against a prominent member of the Mormus clan. It ended in his opponent's death. Esoo has never ventured to the Jewel again.

**Araaji Taamtha** (*female asaath Ftr6/Wiz9, LE*): Araaji passes for an asaath half her age, but her power is that of one many times her senior. She is wholly dedicated to Luusotek and her family's alliance with the Sih Ruu. It is an ill-kept secret that she is deeply in love with Esoo, but the Tenyuutek Master remains oblivious to the fact.

### Kyaantek

**Capital:** Apsu sa Aath

**Population:** 520 (Ssrutek 87%, Caallek 11%, Mormus 2%)

**Government:** Ancestral magocracy (Ssrutek-dominated, though most residents hold more to ancient familial affiliations than to the modern triclan structure)

**Ruler:** Amuun Theraad (*male asaath Brd3/Wiz8/Orn5, LE*)

The clans gathered in this land millennia ago to create the modern asaath era. The region was left strangely untouched by the Divine War, and it is said that even today that asaath ancestors watch over Kyaantek.

The hills are crowned by shrines and monuments to ages past, and though their means are meager the people maintain these as best they can. The largest of the shrines have attracted sizeable settlements, and these serve as the region's only true cities.

**Uhiite sa Aath** (Shrine of the First Unity): This circular pagoda dates to the construction of the Six Cities of the Asaathi and is one of the few structures from that era to remain intact. Within its walls rest the ensorcelled remains of the long-dead clan founders. Fourteen warriors guard this sacred site, each a master of a different style of combat and magic.

**Moriita sa Aath** (Shrine of the Tearless): Also called the Shrine of Lost Swords, this largest of the Kyaantek shrines covers a quarter of a square mile. Elder asaath warmasters and warriors often retire here. Though not a warrior school in the strictest sense, the collected martial secrets and skills within the Moriita complex are staggering.

**Laahmet Iideraat** (*female asaath Sam7/Wiz5, LE*): Laahmet was adopted into the Iideraat after a band of treasure-seekers destroyed her home village. Since then she has been a loyal retainer of the Iideraat family. Her rare navy-blue scales and white pupils have made her something of a celebrity, but it is her sword that truly distinguishes her. The Iideraat found her with the blade clutched in her infant hands. The mysterious *ite* weapon trails beads of spring water when it is swung.



## Hiinatek

**Capital:** Sontaamaru

**Population:** 3,120 (Caallek 72%, Ssruutek 20%, Mormus 8%) plus 7,820 (trogodon 100%)

**Government:** Military magocracy (the dominant families of Kottorak, Hajiite and Sionferu make the modern triclans structure all but meaningless)

**Rulers:** Iajendo Hajiite, Warmaster of the West (*male asaath Sam15/Wiz7, LE*), Sekahotep Sionferu, Warmaster of the West (*male asaath Sam12/Wiz10, LE*)

Hiinatek, largest of the western prefectures, is home to the two Warmasters of the West. The largest trogodon settlements are found here also. Life in this expansive place has changed little since ancient times. Even the Kan Thet seems milder and dryer, harkening to its older days.

By virtue of its many hills and caves, Hiinatek is also the natural treasury of the asaathi's mineral wealth. Smithing in all its forms reaches its greatest expression in Hiinatek, and a brisk trade exists between Hiinatek and the northern territories.

**Morsei Kottorak** (*male asaath Exp20/Sam3, LE*): Maker of the famed *kottorak ite* blades (see Chapter Three), Morsei is the eldest son of the near-extinct Kottorak family. Long plagued by weak fertility, the members of the Kottorak line instead poured their energies into the art of swordcraft. "The swords are our children," say the Kottorak, and if so then they are worthy children indeed. One in three members of the Mormus clan wields these masterful weapons, believing nothing else is fitting for the greatest of Mormo's chosen.

**Vosen Hajiite** (*male asaath Drd6/Sam8/Wiz11, NE*): Vosen is a juggernaut at 14 feet from nose to tail. His rough features and dull "peasant's" face suggest a simpleton, but he is undoubtedly one of the most brilliant asaathi alive. Originally born into the Mormus clan, he retired from his position in Ithiis Iilnaseeth and moved to Hiinatek to become lord of the Hajiite family. Under most circumstances he would have been branded a heretic and executed on the spot, but few asaathi can stand up to Vosen, whether in a contest of swordsmanship, magic or faith. Not one to forget the implied threats levied during his days in the

capital, Vosen has countered by fostering neo-rationalists in the western prefectures. To date, none of the agents sent against him has succeeded... or made it back to explain his failure.

## Igaro

**Capital:** Kaasten

**Population:** 270 (Caallek 100%)

**Government:** Theological meritocracy (Caallek-dominated)

**Ruler:** Ternaasotep Keikaan (*female asaath Mnk9/Clr5, LE*)

With warm winds and a virgin shoreline, Igaro is a pleasant place even by human standards. Its small population consists mostly of hunter-gatherers who live on the natural bounty of the archipelago. Their modest huts dot the region's scattered islands and their small (some would say antiquated) boats dot the water between. The faith of Mormo and Laathsaal is strong here, though it lacks the fanaticism so common in the central territories.

Igaro asaathi are more concerned with the spiritual aspects of their faith and look for inspiration in the religions of Termana. Those who can conceal their sympathies from itinerant druids have strong leanings to Ushadani, the spiritual cosmology of Termana (see **Scarred Lands Campaign Setting: Termana**).

**Nosaata Hajiite** (*male asaath Mnk7/Wiz4/Spw7, LN*): Nosaata left Hiinatek after becoming disillusioned by the decline of his ancestral home. He sought enlightenment in the south but found a twisted fate instead. It seemed he was cursed to see all those he loved die. Nosaata descended into despair and retreated into the swamp. He returned a decade later, heralding his arrival by slaying a thousand pisceans who were raiding Igaro villages. Now a folk hero, Nosaata works from afar to restore his home and seek a way to lift whatever bane has been placed upon him.

**Tokett Suun** (*male asaath Clr11/Mnk3/Drw6, LE*): The "Starry Master," a longtime follower of the asaath demigod Laathsaal, is rarely seen anymore. Gone are the days when he would rush down a hillside to meet marauders in battle. He prefers to work through his students instead and has founded an informal warrior school in Osuuta village on the southern edge of the prefecture.

## Ukrudan Desert

**Name:** Paretet Asaat (Desert-place of Asaatthi)

**Population:** 125,000 (Human 71%, Sutak 8%, Half-orc 4%, Halfling 4%, Asaatth 4%, Troglodyte 4%, Lizardfolk 2%, Daywalker Slitheren 1%, Other 1%)

**Government:** Varies by culture (see below for asaath government)

**Languages:** Asaatth, Common, Titan Speech, Ukrudan

**Religion:** Enkili, Mormo (Asaatthi), Thulkas

**Currency:** Barter or foreign coinage

**Resources:** Horses, livestock, magical artifacts

### History

In the ancient times of the First Age, the Ukrudan was an expanse of rolling grassland. Though somewhat dry and warm, fertile rivers meandered through it, carefully tended by asaath. Over time they grew powerful, establishing a mighty civilization.

The end of the First Age brought heat and desolation. The rivers thinned to trickles, the grass and fields withered away. Asaatthi struggled to survive, adapting to the arid climate with the aid of powerful magic. Living below the ground whenever possible, the serpentfolk learned to sustain themselves in the desert.

The Second Age heralded the return of the savannahs, bringing fertility back to the desert. The asaath rejoiced in their patroness, Mormo, and grew again into a powerful civilization. Then the land dried and grew cold, and in the waning civilization the serpentfolk retreated below the ground. A season's hibernation became an age, and the land went silent once more.

The ice ended, bringing great heat. But this time the savannah did not return. No new fertility emerged. Instead, the land grew increasingly hot and dry. Humans dominated, a vast civilization thriving atop the bones of Asaii Tthul, the Asaatth Empire. The asaath were forced to withdraw into the most isolated corners of the region, struggling to recover the lore and might of their ancestors.

Then came the Divine War, and the curse of Thulkas blasted the land into the terrible desert it is today.

Despite this desolation, tribes of many races survive in the Ukrudan. Humans are by far the most populous, and they pose a great threat to asaath. Asaatth nomads live much as their ancestors did at the end of the First Age. They have developed every mundane and arcane art they can to survive. Further, they scour the desert for relics of the past, hoping to reclaim their legacy and rebuild their empire.

### Geography

To the casual eye, the desert is a vast featureless wasteland. Oceans of sand shift with the wind, changing from day to day. Spurs of stone break through occasionally, forming small islands and offering shelter for travelers — and for native creatures.

Dunahnae's Wall of Bones borders the Ukrudan to the west, while the Gaspar Peaks and Festering Fields form the desert's eastern edge. The Ukrudan gives way to the lush plains of the Devil's March to the south, and its northern border lies along the fertile lands of Darakeene and the mouth of the Border River. These borders may not be as static as once thought; locals claim that the desert has expanded in recent years, inching slowly into Darakeene and the Festering Fields.

The city of Lokil stands in the southeastern corner of the Ukrudan Desert. The Library of Lokil focuses on interactions with other nations, though trade with desert nomads is not uncommon. The city's location also makes it a prime target for sutak raids.

Aati Eliblesh Asaat — what the divine races call the Desert Paradise of Asaatth — lies near the center of the Ukrudan. Research suggests that it was once one of the mighty city-states of the ancient asaath empire, called Phar Ithiisi. Now serpentfolk guard the ruins, ready to destroy any trespassers.

### Flora and Fauna

The Ukrudan's outer reaches are much like a conventional desert. Scrub brush, cacti and other vegetation thrive, and seasonal rains bring a rush of flowering life to the land. Insects, lizards, kangaroo mice, hunting birds and other animals adapted to the climate form a desert food chain, with the humanoid races at the top. Deep taproots and the occasional pocket oasis offer alternative food sources and water for those skilled in desert survival.

In contrast, the deep desert is almost lifeless. Not even the hardiest animals survive long in such desolation. Only asaath and Daywalker slitheren endure here. Raids to the exterior and magic use remain the primary ways those of the inner desert survive.

### People

Human Ukrudan tribesmen trace their roots to Dunahnae, Lokil and Hollowfaust. Their culture, forged from the desert's heat, is distinct from that of those realms. Tribes are commonly distrustful of outsiders and quite disciplined. They can seem cruel or violent to outsiders, due to the demands of survival.

Daywalkers are ratmen born of the fiery magic and power of Thulkas. This slitheren breed is resistant to the heat and arid conditions of the deep desert. They venerate Thulkas, seeking out kindling to perform flame worship. Humans are raided for — and as — food, as well as supplies and flammable objects.

Daywalkers and sutak are known to establish “understandings,” but they are not allies and will raid one another when it suits them.

The sutak, fierce humanoids with horse- or donkeylike heads and rust-colored fur, are quite common in the Ukrudan Desert. They raid caravans and communities, both to destroy divine races and for needed food and supplies. Sutak also attack asaath, long-time rivals for territory and resources. Resistant to even the worst heat and sun, sutak often launch their attacks in the harshest heat of the day.

Troglodytes are scaled, reptilian creatures strongly resembling bipedal lizards. They prefer to live underground, but a number of tribes are found in the eastern desert, particularly in the rocky foothills of the Gascars. Troglodytes avoid other races, though they will raid humans when the advantage is theirs.

Asaatthi nomad tribes roam throughout the region and are a powerful force in the deep desert. They raid other races for food and slaves — indeed, the troglodytes offer a portion of their offspring for servitude each season to avoid being assaulted — and maintain links with asaath in other regions. Most asaath here are desert pureborn.

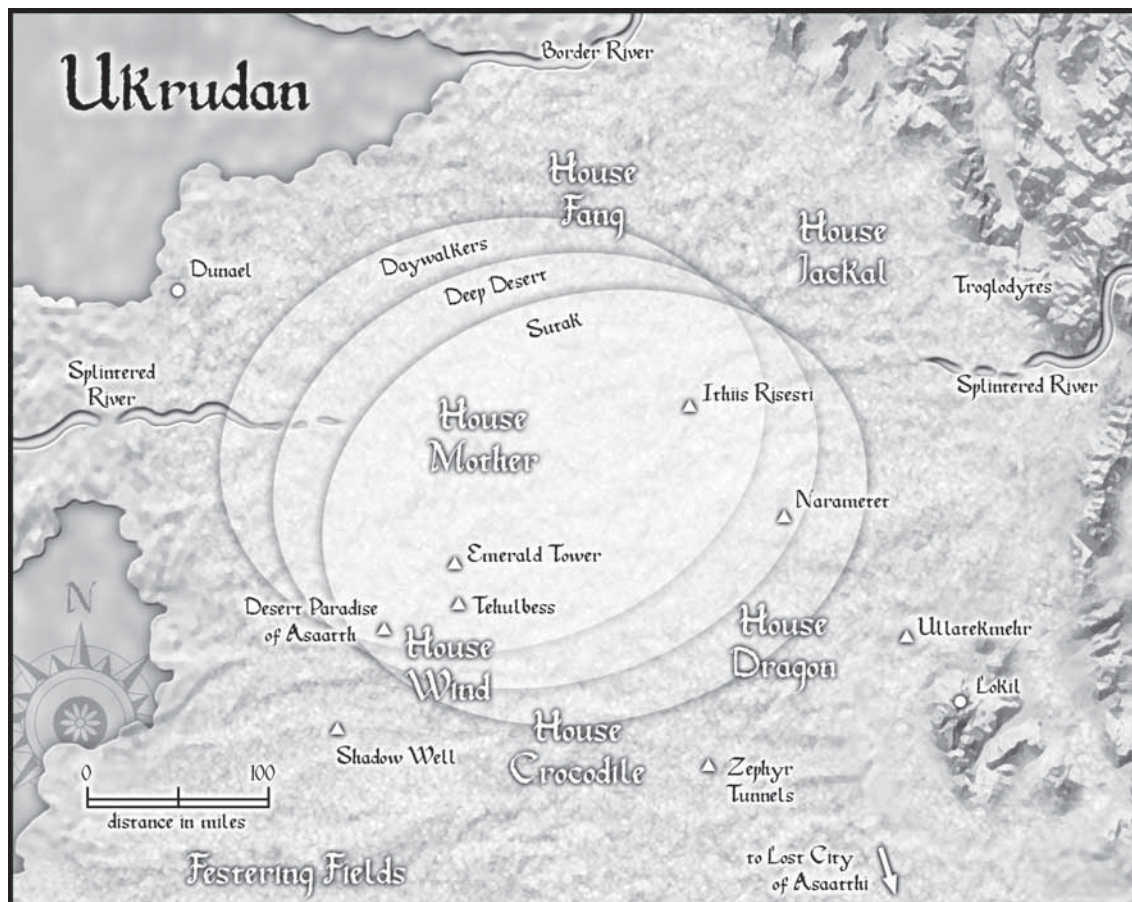
(**Creature Collection II: Dark Menagerie** has more details on Daywalker slitheren and sutak. See the MM for information on troglodytes.)

## Culture

All of the tribes, from humans to sutak, live in similar ways. Most are led by a group of elders with tribal priests carrying the traditions, symbols and rituals of the past. Humans have a culture that dates prior to the Divine War, with tribal lineages remembered in ritual and song. Charismatic war leaders often lead the sutak, but their priests carry the newer traditions of Thulkas, instructing the young and guiding the warriors. Games and contests are common, sometimes violent. Asaatthi nomads are led in similar fashion but have different traditions — lore from the ancients and stories passed down to instruct their children. Craftsfolk, particularly those with arcane training who can build shelters, are highly valued.

Lifestyles may be similar, but perspectives vary greatly. Sutak wish the destruction of all divine races; asaath see themselves as supreme inheritors of the world and all other races as vile; humans despise the titanspawn; and so on.

Asaatthi are split into urban and nomadic groups. The urban asaath — called parehuai — attempt to live as their ancestors did before the great cold, making their homes in the area surrounding the Desert Paradise or in other ruins. They have a formalized parliamentary government and have laws concerning punishment, property and land. The nomadic asaath



— labeled yshaahuai — rejected a sedentary culture generations before. They regard their urban cousins with some amusement and disdain. After all, one bad storm can force the urbanites back out into the desert. Still, the groups unify without hesitation when faced with a common foe.

## Government

Familial elders lead most asaath groups. Age connects the serpentfolk with their past and bears great symbolic power.

Powerful spellcasters often lead the urban settlements. Liches rule in several cases, an echo of the undying queens of earlier ages. Asaatthi put no great stock in authority, however, beyond a certain fondness for the trappings of an organized government. Behind each powerful leader are deals, power-plays and concessions.

Tribal government can be just as complex, with an elaborate network of favors and responsibilities tying different groups. The larger tribes have many laws and regulations. In practice, laws and regulations are used in feuds and conflicts between asaaththi more than outright violence.

## Crime and Punishment

Ukrudan asaaththi are similar to the Kan Thet species in their views on crime and punishment. They consider favoring humans, treachery and killing asaathth young the three greatest crimes. Settlement leaders and tribal elders judge cases and are known to mete out harsh punishments for those judged guilty.

While some feuds are used as excuses to kill off political opponents, most asaaththi prefer to “own” enemies. The serpentfolk are few enough, after all, and power must be hoarded carefully. Murder is punished harshly due to this same principle.

Otherwise, the punishments listed with Kan Thet asaaththi are applicable to the Ukrudan breeds.

## Religion

Humans worship Enkili as a god of the weather and defender against Thulkas. Some also worship D'shan, the Desert Wind, and others even follow Thulkas. Daywalkers and sutak are followers of Thulkas, both blessed by his burning power.

Asaatthi are universally dedicated to Mormo. A certain respect and attachment to the spirits of the land has grown among the desert nomads, and spirit walkers or summoners can be found among them. Mormo is worshipped primarily as patron of snakes and the comfort of lairs. Her life-giving powers are an important aspect of asaathth faith, but in the midst of the lifeless desert this aspect of worship receives less attention. Instead, her power to endure, to alter flesh and to poison her enemies inspires the tribes.

## Armed Forces

Among all the desert races, fighting is encouraged by every member. Children and women of the humans practice knife-fighting, sutak children are brought on raids, and asaaththi are taught the arts of magical destruction as part of their first lessons.

In any of the desert tribes, a good 90% of the population is capable of fighting effectively. This does mean that in raids between races, typically none are left alive. Even a youth could follow a raiding party, possibly leading others to attack or cutting down unwary scouts.

## The Desert Paradise of Asaatth

**Name:** Aati Eliblesh Asaat (Dwellers of the Once-Paradise Asaatth)

**Population:** 3,500 (troglodyte 50%, asaaththi 30%, lizardfolk 15%, other 5%)

**Government:** Magocratic Dictatorship

**Ruler:** Msehel, Cynosure of the Orb (*male asaathth lich* *Wiz12/Lcm5/Orn5, NE*)

**Languages:** Asaatth, Ledean, Titan Speech

**Religion:** Mormo

**Currency:** Gold scale (1 gp), silver fang (5 sp), silver scale (1 sp), copper eye (1 cp)

**Resources:** Ancient artifacts and lore

**Allies:** Sefutiissi, Usaahuai (Kan Thet asaaththi)

**Enemies:** Ukrudan tribesmen, Dunahnae, Hollowfaust, Darakeene (though theoretically any non-asaaththi is an enemy)

## History

Phar Ithiisi, the City of Sages, was a vast place of high towers and deep tunnel complexes. The fertility brought by the Undying Queen turned dry scrub into arable lowlands, and the city-state became wealthy on trade and agriculture. The populace enjoyed the fruits of this success, from the merchants in the streets to the high wizards who devoted more energy to their studies.

It was the growing cold, not war or political turmoil, that hearkened the city's end. Many asaaththi sought refuge from the changing climate, resulting in riots and widespread starvation. Emergency measures ensued, bringing a series of often drastic “solutions.” For a time, the city was run by liches and undead, with asaaththi consuming one another. At other points, lotteries determined who would live or die. Slave populations shifted rapidly. During periodic food shortages asaaththi resorted to eating their laborers, causing further disaster.

Then the high mages of this city perfected asaathth hibernation. Large underground chambers were prepared some distance from the city to ensure privacy. For a time, only the ruling class and certain elite would hibernate in the enclaves, waking every few years to

manage affairs. As the cold showed no sign of abating, the entire surviving population at last went into slumber.

The Third Age ended the reign of cold with a certain irony. The climate became unbearably hot and dry. The land around the city was covered in scrub and small trees, nothing like what the asaatthi were used to. Even worse, after generations of hibernation and a culture of survival, much ancient knowledge was lost. A number of asaatth guardians meant to protect their people during the slumber went mad, committed suicide or simply died in the course of their watches. They held the keys to defuse the Desert Paradise's protective wards, but with so many gone, only a portion of the city was returned to asaatthi control. Other areas remained under ancient protection, turning against the asaatthi when the serpentfolk ventured back to the Desert Paradise.

They adapted to both the harsh new climate and their now-dangerous city as best they could. A measure of civilization returned; some sought the lost secrets of their ancestors, while others took up a nomadic existence rather than face the city's hidden threats. Civilization grew, though it was ever but a shadow of its former power. In the face of daily hardships, hope swelled the legends and symbolism of the ancient city. What was once Phar Ithiisi, the City of Sages, became Aati Eliblesh Asaat, the Desert Paradise of Asaatth, its old name spoken only by scholars.

Then the Titanswar brought more hardship. Besides the terror of Mormo's demise, enraged Thulkas blasted the Ukrudan Desert. The Desert Paradise of Asaatth endured, after a fashion, but many serpentfolk fled anyway, joining their nomadic cousins rather than dwell amid dangerous ancient defenses and utter despair. The news that Mormo could be made whole again brought some back to the Desert Paradise, but the place has fallen far from its former glory.

Despite dwelling upon the city fringes, asaatthi consider the Desert Paradise inhabited. More than that, they consider Eliblesh a holy city. They perform what lore and ritual they retain from the ancient times and continue trade with other communities and their nomadic brethren.

(See **Scarred Lands Campaign Setting: Ghelspad** for details on the Titanic Epochs and the Titanswar.)

## Geography

The land for many miles around this "paradise" is inhospitable gray sand and heat-blasted rock. Small bands of yshaahuai, or nomadic asaatthi, crisscross the vast desert, scraping out a meager existence with a liberal use of arcane and druidic magic. A number of permanent camps exist at oases scattered throughout the desert. Many once offered entry to the enclaves during the long hibernation.

### Defenses of the Desert Paradise

The asaatthi who reinhabited the city dwell only at its outskirts. The outer warehouses and towers that they occupy now are among the few places that returned to their control after awakening from hibernation. The vast interior of the metropolis is unsafe, protected by a variety of arcane defenders and spells that modern serpentfolk lack the knowledge or power to defuse. Countless explorers have died trying to penetrate the city boundaries, bringing occasional revelations hard-won with their blood.

It makes for a formidable problem. Violence was common during the age in which cold blanketed the land. Factions vied for control, sending slaves, constructs and demons against one another. Unlike simple magic locks and wards, most of these measures were designed to defy the power and magical skill of asaatth warrior-wizards, not simply to keep out raiders or pests. The defenses were bolstered further when other races made incursions against the serpentfolk.

Potent spells and wards still survive from that age, but knowledge of their locations and the means to control them died with their creators long ago. Still, the asaatthi have not given up, confident that they will return to the full bloom of asaatth power if they could just deactivate the guardians. In private, many face the taunting majesty of their ancestors and struggle to reconcile how far the race has fallen.

The western border is more hospitable, but the proximity to Dunahnae makes for a dangerous situation. The followers of Chardun are numerous, organized and have a potent military. Furthermore, they pay close attention to their eastern border, primarily to watch for Darakeene excursions. Asaatthi have been drawn into traps numerous times in the area. Between these dangers and their lack of interest in the sea, they choose simply to avoid this region.

The eastern expanse of the desert breaks up into rocky hills, which asaatthi nomads prefer. Nearby Hollowfaust and Lokil pose some danger but also offer the prospect of capturing humans. This area hosts a few troglodyte tribes, which make valuable slaves. While troglodytes dislike the desert, they fare better than lizardfolk do.

A few valuable trade routes run south, through the Festering Fields and on to the asaatthi of Kan Thet. While such passage is treacherous, exchange of ancient lore, slaves and treasures is vital to both regions.

The city that is the Desert Paradise sprawls along a great rise that overlooks the surrounding desert.

Rambling streets and blocky ruins cover the expanse, a vast megalopolis lost to the ages. Around the perimeter and on the lee side of the slope cluster tents, buildings built of recovered stone and those structures whose ancient defenses were defused. On this fringe dwell the urban asaatthi known as parehuai.

## Flora and Fauna

The harsh conditions of the Ukrudan interior mean that food and water are very rare. Satak, Daywalkers and asaatthi can endure the great heat but must raid settlements on the fringes to survive. They are not above attacking one another, but by far the preferred target is humans.

Humans are most common in the east. Asaatth nomad raiders ship human cargo west to the Desert Paradise in exchange for arcane lore and other goods.

Asaatthi prefer reptilian slaves, but not enough troglodytes are around for their purposes. Necessity has forced them to target Daywalkers and satak. Both races are comfortable in the desert conditions and function much better than other races. Troglodyte slaves lack a particular ability to withstand the heat but thrive in underground lairs.

## People

While usaahuai — the “swamp pureborn” asaatthi who command the Kan Thet — and other serpentfolk breeds may visit, the inhabitants of the Desert Paradise are primarily parehuai, or “desert pureborn.” This breed developed in past ages, with the occasional aid of magic, to thrive in the heat and aridity of the Ukrudan. While the present conditions are more severe than anything the asaatthi have dealt with before, the desert dwellers continue to adapt.

The “urbanites” of Eliblesh are desert nomads who have settled, for the most part, around the city. The majority of the place — clusters of spires, ruined buildings, extensive tunnels — remains outside their control. On occasion, storms from outside or guardians unleashed within the city force the urbanites to scatter back into the desert, retreating until conditions settle down once more.

Urban clothing tends to be more colorful and elaborate than that of their nomadic brethren. Inhabitants enjoy stone jewelry shaped through magic and set with gems. Whenever possible, spells both utilitarian and frivolous are placed within these decorations. Parties and fetes are common, given that urbanites do not have to travel as much as their nomadic brethren do.

Troglodytes are the most common slaves in the city. While they do not enjoy the desert clime, troglodytes thrive in subterranean environs. The asaatthi have adapted or built many tunnels and underground constructions, areas where troglodytes prove adapt-

able servants. In the Desert Paradise, they actually outnumber the serpentfolk. They are treated well for the most part and police their own brethren to avoid trouble from their masters.

Lizardfolk, traditional servants to the asaatthi, do not fare as well in the desert. Though interior sleeping chambers are kept humid, this is a far cry from the swamp and aquatic terrain the lizardfolk prefer. The desert outside makes it quite impossible for these slaves to escape.

Satak and Daywalker slaves are rare, and valued. They are also more difficult to control, given their greater intelligence and ability to survive in the desert. The nomadic serpentfolk find them too much trouble to bother, but the parehuai are known to use them for various duties, including exploration, experiments and as exotic subjects for parties.

## Culture

The desert asaatthi are divided into nomad and urban breeds that developed from the so-called “enclave cultures” from the long generations of the Great Cataclysm. Enclaves originated from the empire that came before but lost much of the sophistication of their ancestors. Those emerging from slumber were obsessed with recovering the past and lacked the ability to organize or behave in large groups. They were frequently gripped with suicidal melancholy. Now, the only ones who remain of the enclave culture are liches and other immortal or long-lived asaatthi guardians. These rare ancients are now called *zhaarehuai*, or “cold ones,” a reference to their having lived since the time of the ice age.

Not all those who emerged from slumber were the rare cold ones or succumbed to suicide. Some of the offspring born of those who emerged from the enclaves took the harsh new existence as a challenge to be defeated.

The nomadic traditions that grew from the enclaves began with a focus on simple survival. They were forced to become nomads because they had no other choice, with no fertile land waiting for them when they awoke after the Great Cataclysm. They went from being empire builders to raiders fighting for food to eat. They could bemoan the loss or they could bare their fangs and forge a new existence. The desert hardened them in time, honed the perfection of the race. They became *yshaahuai*, desert travelers.

In the early days of the nomads, some longed to recover their lost heritage. Though they feared the dangers within the Desert Paradise, their time in the harsh waste gave them courage. They returned to the ancient city, rejoining the enclave guardians who dwelled in the safer portions of the city fringe. The *zhaarehuai* offered a link to the past and a path to the future. The enclave guardians are a profound influ-

### The Sigil-Maze of Mormo

Ossthos ni Mormo is said to be one of the last gifts that the Serpentmother gave her most chosen offspring. The sigil-maze is reputed to lie somewhere at the heart of the Ukrudan, a line of small green-black stones laid out in a pattern that disturbs the gaze. Wandering the path requires going on foot from the beginning and denies the use of any magic. Doing so awakens ancient powers, energies that transform those who walk the path. Supplicants may leave the path at any point but are warped forever as a mark of their failure. Any who endure the entire path are destroyed when they reach the center if they are not pure in their love for the Serpentmother and wise to her lore. The rare few with purity of resolve and wisdom are granted one *wish*. Leaving the maze is just as deadly as entering. No confirmed tales are known of anyone who has survived both the path in and out.

ence on the asaathhi who came back to the city of Eliblesh. They became parehuai, desert dwellers.

The desert asaathhi diverged into two groups from the same ancient source. Still, they share the same vision — that the Mother can be recovered, and that the empire will come again in time.

### Cultural Interaction

Each yshaahuai tribe is essentially an extended family and cares for its own foremost. Tribes associate for purposes of trade, sharing information and forming alliances and marriages when expedient.

The parehuai have come under the zhaarehuai's wing in an effort to revive bygone asaath culture, though interpreted from a modern perspective. Such interpretations are often gleaned from poorly recalled memories and fragments of history. A well known example is the "Effusion of Mormo." When these texts were first discovered, druids attributed the term to the generative power of Mormo, her life-giving breath that marked the beginning of the Epoch of Mormo. They still maintain this, despite evidence that it is a simple allegorical code for hot water springs.

The secular groups among all desert asaathhi have misunderstandings just as significant. Since asaathhi believe in a deep connection with their ancestors, they assume that their attitudes and beliefs are fundamentally the same as those of their predecessors. Assumptions made based upon historical fragments are assumed to be accurate — for would not their forebears have reached the same conclusions? The ancient "feast of the children," for example, refers to a practice of culling the population of criminals and undesirable classes. Most asaathhi interpret this as

referring to the children of slaves. Some scholars and higher-ranking asaathhi know the truth but find it preferable to gloss over it.

The divisive nature among tribes and between city-dwellers is easily overestimated. When faced with danger — raiders, natural disasters, slave shortages, approaching monsters — differing tribes and/or different urban communities mobilize and unify. Once the threat is taken care of, they return to their usual pattern of claiming personal victory, decrying rivals and so forth.

Similarly, even with the most heated feuds, desert asaathhi rarely commit serious crimes. They might ensure that the children of an enemy receive little education or are commanded to the riskiest duties. Actually killing a child is, as with most asaathhi groups, extremely rare. Likewise, while it might be expedient to commit a treasonous act and pin it on a rival, this almost never happens.

Enemies are dealt with in the fields of reputation and society. This is not insignificant. Reputation and prestige are a measure of power, giving access to food, equipment, arcane lore, followers and breeding opportunities.

### Festivals

The parehuai and yshaahuai breeds congregate at the Desert Paradise on holy days, throwing massive festivals when several tribes converge. The population frequently triples during these convocations, the tent-city around Eliblesh fanning out over the desert.

During a festival, affluent serpentfolk arrange tents into large receiving areas to greet guests. Delicacies and entertainment are provided. Garnering an invitation, and even a prominent seat, at one of these events often involves much political wrangling. Parties negotiate at these gatherings for wealth, jobs, legal changes, trade of servants and, most importantly, breeding arrangements.

Scholars, craftsmen and warriors engage in their own trades, performing great works of magic and skill to entice potential patrons or buyers. Many of these performances are held in the common areas, arranged between groups unable to fund a proper fete of their own.

Nomadic groups use these festivals to trade children and slaves. Children are traded much as humans negotiate political marriages, providing a common "blood bond" between tribes. News and artifacts are also the subject of much haggling, though practical matters typically are handled near the end of the festival.

About midway through the event, holy rites are performed for an entire day. All asaathhi take part in their obeisance to Mormo. Before going to sleep for the evening, asaath families worship in private.

On the final day adjustors and other officials ensure all contracts and agreements have been finalized and honored. During this time, all asaatthi are watchful, each wary of theft and other betrayals. While during the entire festival all are enjoined by sacred principle to keep the peace, asaatthi seek power whenever they can grasp it.

## Organization

The Desert Paradise was ringed with many of the largest asaath enclaves in the north. Modern desert asaatthi see Eliblesh as their race's cultural and religious home. It serves many purposes in the current day. Much trade passes through the city, and it is a haven for nomad tribes. Periodic convocations are held here, tribes gathering to exchange children, share news and perform rituals.

Most of the major industry takes place in two enclaves about an hour west of the city. There, metalshops and workrooms deep in the ground survive the periodic storms that roar through the Ukrudan. Many desert asaatthi rely on Eliblesh for magic items, weapons and serpentsteel. The city maintains large breeding populations of slaves, particularly troglodytes and lizardfolk.

Despite generations adapting to the harsh conditions, even the hardest desert asaatthi are not comfortable in the Ukrudan. A few rare families have artifacts or unusual blessings to help them survive, but the majority find the environment a hardship. Enclaves, oases, encampments and portable shelters are cared for and protected with potent magic. While asaatthi are diurnal, nomads prefer to travel only in the early morning and evening hours. Desert asaatthi use the druidic spell *locate object* to find oases and springs when in the more hospitable east, or *create water* in the arid interior. Tribes also make use of *Leomund's tiny hut* and similar spells to provide shelter during the hottest hours of the day.

Life is somewhat easier in the Desert Paradise of Asaath and in some of the larger enclaves elsewhere in the desert. Stone cisterns were shaped underground in ages past, fed originally from nearby streams. With the onset of cold, *heating orbs* (metal balls infused with permanent *heat metal* spells) were placed in the cisterns. Some were used as hypocausts, providing warmth. Others linked to ventilation systems, keeping the air inside humid. Heat from these cisterns could melt ice and snow above, supplying the enclave with water.

Most of these systems were shut down or failed over the hibernation of the race. In the third great age the land became a desert and the cisterns dried up. A few of the more powerful mages crafted *decanter of endless water* that are dispersed among remaining enclaves and in certain places in the city. In addition, one *decanter* in the Desert Paradise is set to create salt water in what was once a sewer tunnel. This fluid is

dried in a large cistern and the salt gathered to supplement diet and for trade. Each *decanter* has a tremendous value to the asaatthi, and losing even one would put great strain on the populace.

Meat is gathered from domesticated camels, rats, desert lizards and even slaves if times are lean. Enclave mushroom farms and greenhouses offer additional foodstuffs. The greenhouses are a marvel that endure from the Epoch of Mesos. Crafted through magic, including stone walls with permanent *invisibility* and pottery infused with permanent *plant growth*, the greenhouses have been key to providing the desert asaatthi with sustenance through the seasons.

Slaves and druids tend to the domesticated animals and greenhouses. They grow barley, rye, yams and a variety of fruit. Slaves transport and prepare waste, remove weeds and keep roofs clear of sand. The grain and tubers feed asaatthi and slaves, but a large portion sustains the domesticated animals. The animal pens and greenhouses are not in the city proper but in the nearby enclaves of Ithib Chash and Ithib Cursek (see "Asaatthi Enclaves," below). As the asaath population has grown, the "farms" have strained in trying to support that population.

Eliblesh and each enclave in the desert maintain emergency stores, primarily paid for by selling water to nomads. Many of the urbanites look forward to a time when the race will dwell safely in the city proper. In the meantime, emergency stores ensure that the serpentfolk will endure through hard times and thrive when they at last reclaim their empire.

The dwellings on the city fringe show tantalizing portions of ancient lighting systems, libraries, temples, halls of learning, markets and much more. The interior of Eliblesh remains too dangerous to settle, so the asaatthi must settle for these glimpses of their past and their destiny.

## Government

The ancient lich Mshel heads both the Desert Paradise of Asaath's ruling council and the cabal known as the Orb. The council is comprised of wizards who meet frequently in Ithib Chash, one of the stable enclaves near the city. This mage council represents the guilds and nomad families, with ties to groups throughout the Ukrudan Desert. The council serves Mshel foremost in an advisory capacity but may overrule him on matters of policy. Such conflicts are handled delicately.

The Orb is a coalition of liches first created to protect the enclaves during the great hibernation. They were some of the few survivors of both the long night and the bloodshed that came with awakening. Cynosure Mshel is considered a newcomer, as he was born close to the end of the hibernation. Despite his youth compared to other Orb members, he wields significant power and has secured his power over the



ages. Two liches, also members of the Orb, serve on the mage council. The other three Orb members rule enclaves further away.

Msehel considers order and the security of all asaathi of primary importance. He ensures that the mating chambers are warm and dry, the slaves are healthy, and stores of food and equipment are maintained. He oversees internal politics, leaving most external matters to underlings. Msehel does keep an eye on warrior training and the maintenance of guard posts.

Msehel is aware that, despite his long experience and vital place in recent history, a coalition can unseat him, given proper motivation. He maintains his power through manipulating the interests of his people, playing groups off one another. He has murdered his brethren, secretly, when he felt that the good of his people demanded it.

Msehel has no interest in delving into the secrets of the ancestors directly. Those interested in exploring inner Eliblesh must go through him or his officers or defy him. In the former case, supplicants are first urged to address the immediate needs of their fellow serpentfolk. In the latter case, they cross authority at their own peril. Some believe Msehel is hiding a great secret, though all acknowledge that a careless explorer can easily release terrible forces. Those leaving the inner city cannot keep their findings secret and are required to share discoveries with the mage council. They are paid for what they learn, though the secrets are not always disclosed to the rest of the populace.

Each exploration develops with a great deal of politics and lobbying. Guilds fund expeditions or organize parties to try the defenses of Eliblesh. Agreements on divvying up the potential discoveries take on an atmosphere of recreational gambling. Some prefer a more patient approach, examining safer, already uncovered regions. Explorers also look



for ancient settlements elsewhere in the Ukrudan. Nomads find a healthy market for lore in Eliblesh and can receive funding for their own expeditions.

Despite the laws and pressure to share information, asaatthi are fiercely private and individualistic. Nearly all on the mage council have secreted vital bits of ancient lore. Cabals of wizards and druidic circles experiment, sometimes disastrously, with the remnants of the past. Mselhel prefers to overlook transgressions of highly placed asaatthi, unwilling to risk open confrontation.

Rumors circulate that Cynosure Mselhel and the other liches maintain a hidden tie to the ancient sites. Some suggest that the liches hid their phylacteries deep within Eliblesh, or even that some agency in its depths holds them. The darker rumors whisper that the Orb members are mere puppets of a darker force in the Desert Paradise. No one has confirmation of this as yet, let alone whether such a force serves the asaatthi, is an impersonal construct gone mad or is some greater mystery.

## Crime and Punishment

Crimes are more common in the Desert Paradise than elsewhere in the Ukrudan, mainly because the council applies a great number of rules to the populace. Given how esoteric some of the laws are, judgment can be a complicated matter. This book has insufficient room to detail the intricacies of the asaatth legal code, but an overview should suffice. Parehuai law has a communal emphasis; they value personal rights and property, but the demands of the desert city evolved a concept of shared resources. The desert nomads do not share this attitude and instead have their own refined system of personal rights and ownership.

A common urban crime is mistreatment of slaves. While it is acceptable to punish a slave harshly for infractions, killing one results in a fine of twice that slave's sale value. An unsatisfactory slave should be sold to another asaatth or to the city council rather than be slain. The city may relegate the slave to breeding or, if officials deem the slave useless, to die for public entertainment and the remains eaten.

Tainting or damaging the water supply is treated as treason, given how finite and valuable a resource it is. Damaging food supplies is punished as if food were stolen, as a petty theft or expulsion depending on the severity of the crime.

Entering the inner city of Eliblesh without permission of the council is considered treason. Exiting the inner city and failing to reveal secrets to the council is judged as theft. This is normally a political matter, as only large nomad families and other groups have the resources to enter Eliblesh without being destroyed by the lingering defenses.

**Petty Theft (50 gp or under):** Amputation of the right or left hand, possible loss of an eye.

**Grand Theft (51 gp+):** Expulsion from the city and declared unclean to asaatth society.

**Giving Away Asaatth Secrets:** Removal of the tongue. Severe infractions are often also punished as treason.

**Fraternizing with Humans:** Death by slow crushing.

**Murder:** The victim's relatives are given the criminal to be killed in the manner of their choosing. This is usually accompanied by an elaborate party.

**Treason:** First the tail is cut off, dishonoring and staining the criminal. Then death by poison.

**Killing of an Asaatth Infant:** Death by ritual torture. This can last for many weeks and is usually accompanied by parties where others may take part.

## Religion

Mormo is at the center of asaatth identity. Everywhere in the city are icons, statues and sigils relating to the mother of serpents. Stone chambers consecrated to the Serpentmother are so ancient that the floors are worn to grooves from ages of ceremony. Pipes were installed in some to create a "sand fountain," in which sand pours through in a constant hissing prayer.

While necessity requires asaatthi to live in ancient quarters once given over to slaves, they are no proper place for worship of Mormo. Instead, druids gather in what were once outlying temples and holy streets. The wards and guardians of these places were brought under control or dealt with long ago. In these places the asaatthi feel closest to their ancestral worship of the Serpentmother.

The druids in the Desert Paradise of Asaatth are, like other groups, rather divided. Circles proclaim various temples the best, or truest, homage to Mormo. Sects spread rumors that they have greater insight and lore concerning her rebirth.

Ritual purification by water has a heightened value here. It reflects on the power of asaatthi to have plentiful water even in the most desolate of lands. Censers sprinkle feet before journeys, as well as homes, doorways, weapons and so forth. Such purifications require a donation, of course.

The druids have concocted elaborate and often contradictory religious strictures, which have sometimes resulted in violent disagreements. Some of the city leaders are worried that purification has become an obsession among their brethren. Mselhel shares the concern, but so far measures have failed to make headway, and more drastic efforts are likely to erupt in conflict.

Other controversies have begun to grow, such as the matter of sacred serpents. Snakes were reintroduced into the city late in the Epoch of Thulkas, cared for by druids as holy symbols of Mormo. These symbols have become a measure of status and respect. Recent outbreaks of snake mites, a pest indicative of poor

hygiene among reptilian races, have led to accusations of sabotage and claims that eggs were stolen by rivals. None of these charges has been borne out, but tension is rising.

Asaatthi who visit the Desert Paradise of Asaatth are often unnerved by the worship here. While arguments and divisiveness are common elements of asaatth society, the parehuai seem almost shallow and petty in their faith. Yshaahuai unfamiliar with their swamp-dwelling cousins to the south usually attribute it to living in an urban environment. As no specific heresy has been committed yet, outsiders keep their observations to themselves. Those settling into the city create a loose, “proper” religious order of their own but invariably become tainted by the habits of their urban brethren.

Many of the desert tribes fear that a dark curse is on the Desert Paradise. They feel that it is lost, not only to time but to the asaatthi. Whether cursed by Thulkas or Mormo herself, even those tribes who have ties to the city remain wary. Some fear that their ancestors have looked upon them and judged them unfit. Others suspect that the forces set to guard the city have become corrupted by time, decayed into a convulsive, deadly force.

Those who have chosen to live on the edges of the city regard such views as those of weak-minded hysterics. Surely, if such a corrupting danger existed, Msehel and the other enclave-guardians would warn them. Even so, is not the chance to uncover their past worth any price?

## Armed Forces

The Desert Paradise maintains a force of about 100 asaatth soldiers (a mix of fighters and samurai, each with additional levels in wizard). Much like usaahuai in the Kan Thet, the entire adult populace serves as a reserve militia that can be pressed into service if necessary. All young asaatthi serve five-year periods of duty upon reaching maturity. Most move on to other careers, but some remain soldiers. A standard asaatth soldier is well equipped, bearing masterwork weapons and magic items such as *wands of magic missiles*.

Ten watchposts monitor the major approaches to inner Eliblesh at all times. Each is staffed by two to four asaatthi and is protected from the fierce storms that often rage within the inner city. Another 20 watchposts monitor exterior approaches and various magical wards; these range up to a mile from the edge of the city and the enclaves nearby.

A body of 400 troglodyte slaves bolsters military defenses. Bands of five, each headed by an asaatth leader, patrol the surrounding territory, particularly the enclaves. Further out, nomadic asaatthi provide further security in the course of their standard peregrinations.

While formalized, the military is not disciplined. Cynosure Msehel monitors the inner guards, who remain vigilant. The outer guards indulge in gambling, secret trysts and petty plots, leaving the outer borders far less secure than the populace believes. Frequent patrols mitigate this somewhat, primarily because the soldiers view them as a chance to gain notoriety by ambushing some humans or capturing slaves.

Conflicts occur between different groups of soldiers. While professing a unity as inheritors of the city, the local serpentfolk are divided between families and tribes. These groups compete for attention and prestige. Still, as always, asaatthi unify in the face of credible threats.

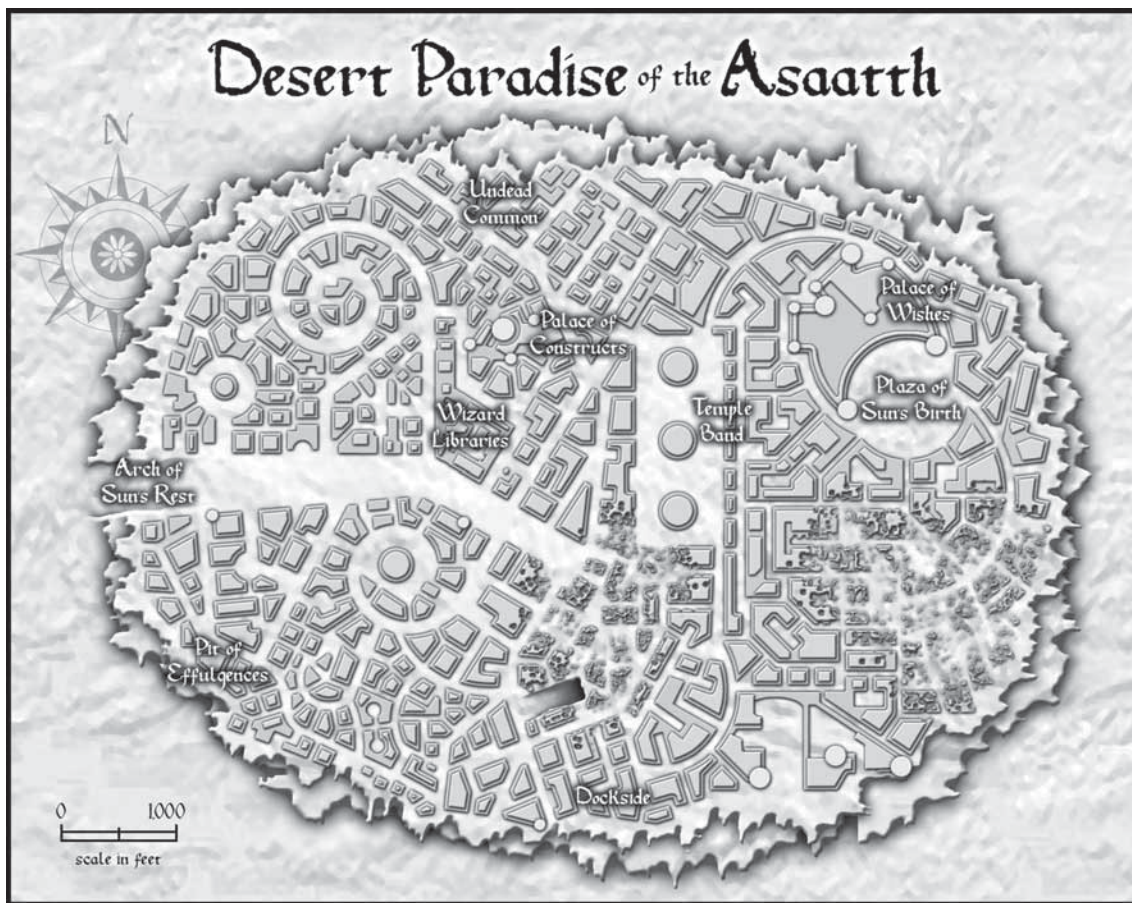
Despite inconsistent defenses, the Desert Paradise is more than able to protect itself. Since the parehuai consider the city holy, any beings who enter the inner city — even those asaatthi who sneak in without permission — must be destroyed. It is an affront to the asaatth ancestors and to Mormo to defile divine Eliblesh; any who dare must be made an offering to the spirits of their people and the Serpent Mother. Asaatthi have been known to track a tomb robber across the breadth of Ghelspad, then abduct him for a ceremony of sacrificial cleansing upon one of the city’s temple altars. (Though this reverence is genuine, a selfish undercurrent exists — if the asaatthi can’t enter the city at will, they’ll be damned if someone else will.)

## The Desert Paradise of Asaatth

The design of the city is most easily made out from the air — though the opportunity arises seldom for those with the ability to fly, since the weather is rarely clear above Eliblesh. The Desert Paradise is built on a massive butte many miles wide, once an island surrounded by rivers. The city itself is in a depression at the top. It is a collection of ruined walls, arches and huge flagstoned parks, all laid out in a series of messy spirals. Many of the buildings have an alchemically treated sandstone coating that gives them a golden hue. When visibility is good, sun glints over the buildings. The ruins shimmer, a golden vision of past ages.

The tents and buildings of the modern asaatthi are primarily to the north, along the back slope of the butte and descending to the desert. An hour or so to the west are the permanent holdings of Ithib Chash and Ithib Cursek.

The design of the city is hard to pin down. Over epochs, it was expanded, reshaped, buildings torn down or moved, and streets shifted uncountable times. Design styles have clashed repeatedly. Many surviving structures show styles divided by thousands of years laid one next to the other, with materials from all over Ghelspad.



Many of the buildings had underground chambers for mating, storing goods or performing various ceremonies. These shifted, were lost, rediscovered, and connected time and time again. Windows became doors as the ground rose in the city, doors opened to nothing but air after streets were dug more deeply. As the climate cooled, the city began to grow more quickly downward. By the Great Cataclysm, the surface was relegated to receiving guests, storage and occasional rituals.

Asaatthi make heavy use of magic in architecture. At the height of the Paradise, *teleport* spells with guardians or elaborate wards connected the sealed homes of the wealthy. Craftsmen developed *shaping* spells (see Chapter Three), allowing them to fashion amazing works. In some periods many public buildings were held aloft by magic. Materials such as gold, silver and mithral adorned even common homes. The fabled Hall of Judges was a large two-story building made entirely of emerald, and several temples were crafted from serpentsteel. Ancient texts make casual reference to these and other wonders. The majority of such buildings have long since crashed or been dismantled. It is thought that large storerooms in the center of the city have texts and treasure piled high, discarded as mere scrap.

The most ancient buildings are built of solid, unjoined stone, with gaps to allow for shifts in the material and the flow of air. Stone doors and door-jamb, shutters and other pieces are strewn throughout the city. Metal was reserved for ornamentation, weapons and armor.

Almost every stone in and around the city has been crafted in some way. Spirals, small serpents, eyes, sinuous asaath text and many other designs cover each. Some buildings were designed with deep engravings, curlicues of serpents or other designs that seem to leap from the stone surface. Others have smooth, almost organic designs, looking like a rippling, squirming shape frozen in place. Geometric designs and layout came in and out of style, interleaved with an esthetic of the intentionally nongeometric.

The modern inhabitants live in scattered clusters of buildings along the outer fringe, enhanced with tent communities, built lairs and old enclaves. These enclaves are little more than deep stone-lined tunnels, though have some basic furnishings like *heating orbs*. Lighting is either by window slabs (created by a *wall of crystal*; see Chapter Three) or *continual flames*. Wherever possible, asaath attempt to reclaim the architectural styles they can see in the city, embellishing their homes over time.

The ancients used magically crafted or conjured cloth for clothing and bedding. Silky metal sheets of chain were also common. Modern asaathi still conjure some materials, but for the most part must trade with nomads and southern merchants. Serpentfolk hang tapestries, particularly in sleeping quarters, to keep out drafts and decorate their buildings. This practice was unknown before the Great Cataclysm and originates from desert nomads.

Wards and observation posts cover the main approaches to the city. Several gates in the side of the butte lead to protected galleries, and then on into the city itself. These accesses are normally sealed up to prevent city guardians from striking at asaath guards.

## Factions

Much of life around the city deals with alliances and loyalties. Everyone has friends and enemies, even those who have just arrived. A saying common to the asaathi is, “Power is recognized by the status of one’s enemies.”

As noted previously, the Orb of Guardians and the mage council are the key ruling bodies among the parehuai of Eliblesh. The other factions listed here are among the most influential but do not represent a complete accounting of the groups operating within the Desert Paradise.

### The Orb of Guardians

The orb has long been a symbol of security and safety for asaathi, and so the guardians of the enclaves took it as their standard. Over the long hibernation, many embraced undeath, particularly near the ends of their natural lives. The Orb of Guardians once contained not only undead but many living wizards and druids.

At present, the Orb is a fraction of what it once was, held in the cold memories of the six surviving lich members. Mselhel is Cynosure, or center, of this society and rules the communities ringing the Desert Paradise of Asaath. Sepuis (*female asaath lich Wiz9/Drd7/Lcm2, CE*) and Eleuhs (*male asaath lich Wiz12/Drw5, NE*) serve under him. Three other liches rule neighboring territories, though they maintain less control than Mselhel does.

Other factions work hard to maintain the good graces of the Orb, while many simply try to escape its notice. Ultimately, while those of the city fear the Orb, its power is limited. Druidic factions, in particular, regularly ignore the dictates of the Orb.

### Mage Council

Composed of 36 wizards and druids, including the three local members of the Orb, the mage council is often a stage of factional disputes. Members of the council often represent organizations seeking to sway city matters. The council also oversees justice, using

*zone of truth* and other spells to determine guilt and mete out punishments. Conflicts between clan allegiances and urban rule often erupt — particularly when the weather forces the communities to separate — despite the presence of impartial paragon warriors.

### Fangs of the Orb

Once a designation of the armies of the Paradise of Asaath, the Fangs vanished long before the hibernation began. A group of military-minded citizens resurrected the title for what is now little more than a club for the wealthy. The Fangs of the Orb funds expeditions and helps train prospective warriors. This faction also maintains one of the healthier relationships with the nomad tribes.

Fangs leadership hammers the Council for not building defenses and not doing more to reclaim the city. The order also supports aggressive breeding programs with the long-term goal of creating a new asaath army, and organizing the yshaahuai under the urban asaath leadership. This rhetoric garners attention and controversy, but thus far the only result has been a high public profile for the Fangs.

### Grass

This secretive order of rogues has its headquarters in Ithib Chash, though its members dwell throughout the Ukruadan Desert. They believe that the strength of their race lies in discretion and secrecy.

Grass maintains ties with asaathi outside of Eliblesh — the nomad tribes, Kan Thet asaathi and infiltrators (serpentfolk who insinuate themselves into other cultures). They channel information between these groups and sources within the urban asaath society. This faction is not recognized publicly, but the Orb often makes covert use of its services.

### The Heart of Mormo

One of many druidic factions, this group considers itself the blood and essence of Mormo’s worship. Also called the Scarlet Faction, its members maintain a large temple on the city’s edge, constructed of red poppy jasper and inlaid with huge rubies. Members dress in spiral bands of cloth dyed in blood. Other asaathi joke that even humans can track members of the Heart of Mormo by their stench.

This faction is popular with the more religious immigrants who find society around the city lacking in proper faith. The group is known to have several containers of Mormo’s flesh and blood. The blood is used in private ceremonies. The Heart’s representative on the mage council has a great deal of sway with religious matters.

### Order of the Calcine Chalice

One of the more prosperous wizard cabals, the Calcine Order takes its standard from an artifact found deep in the city. Anything placed in this artifact has

impurities burned away. This order applies the symbolism embodied in this device to its pursuit of knowledge.

The Calcine Order does much of the official research of the communities around the Desert Paradise. Asaatthi interested in a career in wizardry often start in the Calcine Order. They work to gain some notoriety to become appealing candidates to the other factions.

### Sixth Petal

This druidic faction considers itself the purest worshippers of Mormo, in contrast to the misguided souls of the Heart of Mormo. It takes its name from the powerful symbol of the six extremities of an asaath, representing perfection. Other groups are seen as incomplete, “five petallites” who are doomed to waste away.

This group is tied to several merchant families and maintains a brisk trade. Though less powerful than the Heart of Mormo, it has a large repository of ancient lore and a diverse following. It has no core temple, and the organization rotates ceremonies between various households in Ithib Cursek.

### City Defenses

The asaath’s Desert Paradise of Eliblesh is well protected, located as it is at the summit of a butte that overlooks the surrounding desert. The mass of stone is far from the city’s only protection, however. It is also subject to frequent desert winds and overcast weather. The region up to a half-day’s travel from the butte is

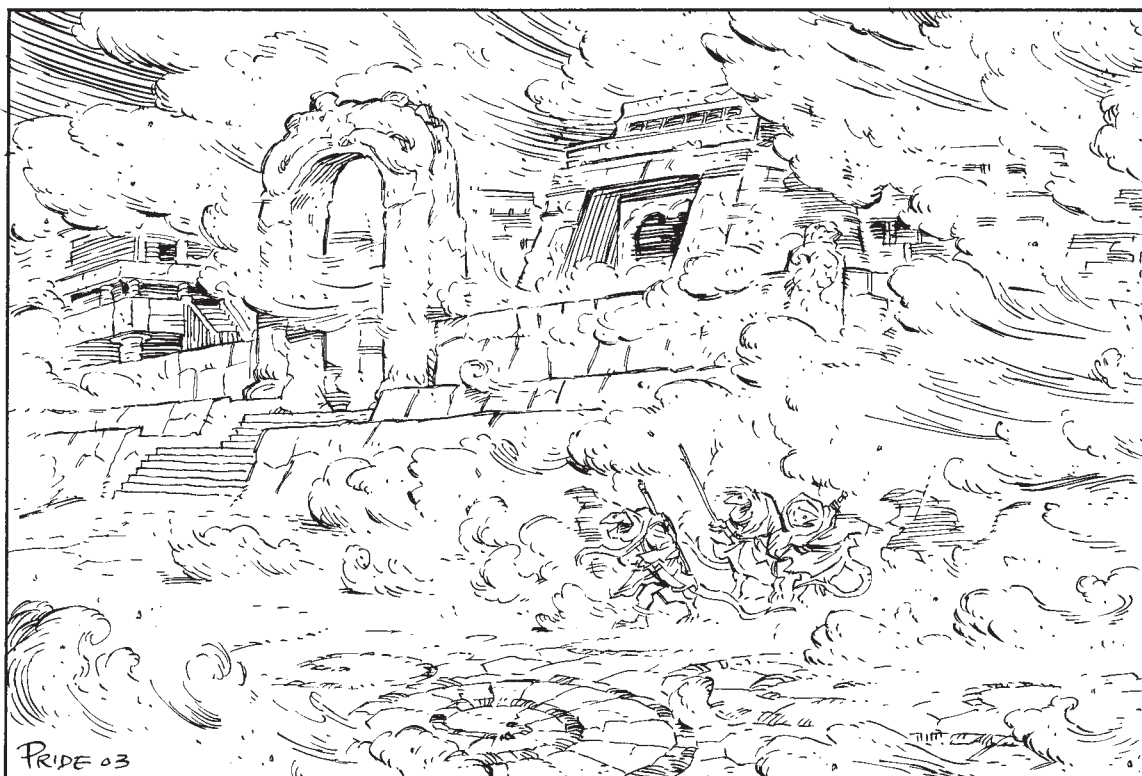
subjected to fierce winds. These are particularly intense at the inner city; sand is blown around in the depression, leaving at least part of Eliblesh buried in sand at all times.

This circumstance is made worse by ancient weather control artifacts still active within the city that draw clouds. Rather than helping fertility, however, these efforts cause frequent violent storms. Only in the early spring does a respite occur — a few weeks during which the weather quiets and the sky is clear.

Ancient magic protects much of the city itself. Exterior walls and streets all have DR 5/magic, in addition to whatever hardness they possess normally. This protects buildings from the worst of the storm ravages. Asaatthi must use their own magic to defend against the weather, typically by going belowground when druids or other diviners indicate that fierce weather is coming.

The city’s defenses are many and varied. Magical traps litter the main buildings and accessways. *Teleport* mazes confound explorers, particularly since crucial linkages have eroded in many cases. Unusual creatures such as sand golems and slarecian worms squirm in several places, waging a slow war against Eliblesh’s defenses.

Ancient city guardians do not have any special defense against the weather, so most capable of discrimination will seek shelter when need be. Unlife thrives in deep pits, possibly used once to dispose of prisoners. For now, a wrong turn may dump a would-be adventurer into a hungry pit.



PRIDE 03

**Table 2–1:**  
**Weather in the Desert Paradise**

The weather changes often around Eliblesh. At dawn, roll d% to determine the overall weather for the day. Then, to see if the weather fluctuates at any given hour in the course of the day, roll 1d6. On a 1, shift the weather result down one level; on a 6, shift the weather result up one level. After dark, the weather result shifts down one level automatically.

You need not roll for fluctuation each hour, but given how often the weather can change, you should check at least four times during each day.

d%	Result
—	Warm, calm
—	Warm, light wind
1–10	Hot, light wind
11–25	Hot, moderate wind
26–55	Hot, strong wind
56–80	Hot, severe wind and sandstorm*
81–95	Extremely hot, windstorm and greater sandstorm**
95–00	Extremely hot, hurricane and colossal sandstorm†
—	Abysmally hot, tornado and colossal sandstorm†

\**Sandstorm*: A sandstorm reduces visibility to 1d10x5 feet and causes a –4 penalty to Listen, Search and Spot checks. It deals 1d3 points of nonlethal damage per hour to any creature caught in the open and leaves a thin coating of sand in its wake.

\*\**Greater Sandstorm*: As a sandstorm, but storm damage is 1d3 points of nonlethal damage every 20 minutes and the storm leaves behind 1d4 feet of sand.

†*Colossal Sandstorm*: As a greater sandstorm, but storm damage is 1d3 nonlethal every other round and the storm leaves behind 2d4 feet of sand.

See *DMG*, Table 3–24: Wind Effects and Chapter 3 “Wilderness Adventures” for an explanation of weather terms and additional information on the desert environment.

## City Encounters

Exploring the city is an exercise in constant danger. Encounters may occur with any number of things — random desert or subterranean monsters, protective constructs or other guardians, even traps or environmental hazards. Powerful artifacts maintain many of the defenses, particularly traps and constructs. The city’s ancient defenses also replace most constructs and undead that are destroyed. An asaath patrol or authorized research party is rare beyond the outer area of Eliblesh, but they are known to appear.

Outside, one has a 50% chance of an encounter every 100 feet. Inside is a 25% chance per corridor and room. The Encounter Level (EL) increases the further into the city that adventurers go. Roll dice to determine a given EL within a certain area, as indicated below. Not even seasoned asaath warriors have an easy time of it in the Desert Paradise, so wise characters should feel no shame in retreating when they’re clearly outmatched in an encounter.

Roll	City Location
1d8	Outer approaches
2d6+2	City core/depths
2d8+4	Major area/building

The Game Master can refer to Chapter 3 of the *DMG* for details on traps, dungeons and monster encounters. Also, Appendix Two of this book has encounter tables that may be useful.

## Nomad Tribes

Yshaahuai, nomadic desert asaatthi, inhabit the vast reaches of the Ukrudan. These tribes travel between known enclaves, holds and oases. While some more urban-minded groups have made permanent homes in the Desert Paradise and some enclaves, the majority of the yshaahuai maintain their nomadic lifestyle.

The nomads are divided into six houses, which are further divided into innumerable tribes. The houses are Crocodile, Dragon, Fang, Jackal, Mother and Wind. Each is described below, including its name in Asaatth and notable figures.

### House Crocodile

#### Bhet Amheu

Crocodile house travels in the south, near the Desert Paradise of Asaatth and along the Festering Fields. Its members are skilled in necromantic lore, making it easier to negotiate trips southward. The house is a mix of desert and swamp asaatthi and is somewhat distanced from the other tribes. Crocodile and Dragon usually get along well, though.

**Caameneusis** (*male asaatthi Brd6/Wiz12, CN*): He is master of the Crocodile with his mate, the swamp asaatthi Shahasshet. Their marriage represents a symbolic link between the primary asaatth races. Since becoming heads of the house, they have established that mating must occur only among their immediate family lines. Caameneusis is a shrewd negotiator, interested in the wealth and power of trade.

**Shahasshet** (*female asaatthi Wiz10/Orm3/Lor4, NE*): She is an usaahua, or swamp asaatthi. A scholar, she is head of the Iteftu (Talon Order). She sifts through news that passes through the Crocodile tribes and has a store of information that few others suspect. Some secrets are sold, but she keeps the choicest to herself.

### House Dragon

#### Bhet Aharka

The Dragon house identifies with the Desert Paradise and a supposed kinship with ancient dragons. It is the most likely to deal with the city, and many members fund merchant caravans to the southern asaatthi. Dragon-related spells are common to Dragonhouse warriors.

**Heura Aheuruk** (*male asaatthi Wiz10/Lcm6, NE*): He is the eldest member and master of the house, which operates a territory close to the Desert Paradise. Dragon maintains a prestige that the other tribes respect. This reputation is built primarily upon Heura's renowned wisdom and insight, though he is also an accomplished merchant.

### House Fang

#### Bhet Chiir

Styling themselves as the fiercest of asaatthi warriors, the tribes of this house are scattered far and wide. Other serpentfolk consider the Fangs to be reckless. They have notable successes against sutak, Daywalkers and humans, but their losses are severe. Still, other tribes fund and encourage Fangs to pursue specific targets, preferring not to waste their penchant for self-destruction.

**Amunusse** (*male asaatthi Bar7/Ftr15, CE*): While asaatthi are by no means compassionate beings, the master of House Fang revels in destruction and slaying foes. Other houses have a reluctant respect for his abilities. Wild and savage, he is also brilliant, employing war wizards with great precision in his attacks. He maintains a small, unnamed enclave where he stores piles of skulls and other mementos.

### House Jackal

#### Bhet Meeri

This house inhabits much of the northeastern region of the Ukrudan. Its choice of the jackal — a mammal — is odd. Those familiar with the house know that it is meant as a mockery of the divine order. Its members are consummate raiders, capturing human tribes in the area for trade. The Jackals also represent a challenge to the asaatth ways, as they adapt to deal with new situations.

The tribes of this house have renovated two ancient desert enclaves, Cassiis and Memset. The Jackal tribes have adapted some of the city-dwellers' ways in these places, although each is but a shadow of its old glory. A goodly portion of each enclave's tunnels and chambers has collapsed or become infested with deep-dwelling things. Rumors are told of deeper places containing untold treasures, but the only discoveries thus far are hostile creatures and crumbling architecture.

The large stone understructure of Cassiis lies beneath the sands three days' travel from the Gascar Peaks. Cassiis has enough food and water for as many as 200 asaatthi at a time. Memset is further south in a spur of the Gascar that extends into the desert. It is built into solid rock, much like an upside-down tower. Its deepest rooms are infested with undead. The upper rooms can house 50 asaatthi for short periods.

**Tsaabeot Behest** (*female asaatthi Ftr6/Exp4/Wiz8, CE*): The matron of House Jackal dwells in Cassiis. She is of the Behest (Snout) tribe, a prominent raiding tribe within the Bhet Meeri. She is a tactician and scholar, regarded as one of the wisest of the desert asaatthi.



## Nomad Tribes (cont' d)

**Marheur Loesdid** (*male asaath Ftr6/Sor6/Ekn6, CN*): Also called Marheur the Bold, this warrior controls Memset. He is a major rival of Tsaabeot, having made recent claims to leadership of the Jackals. Most of the tribes are careful not to commit to either party as yet.

### House Mother

#### Bhet Neuis

These tribes worship Mormo with a zeal that stands out even among asaathi. The house was among the first that formed after the great hibernation ended and claims it is the “mother clan” from which all desert asaathi descend. Its tribes prefer the deep desert, avoiding contact with the cities and with other races. None of the tribes in this house has a fixed home or enclave — each tribe maintains a strict nomadic lifestyle. Mother House tribes show a greater incidence of druidic magic than is common among the serpentfolk.

**Mother Shelebu Shelah** (*female asaath Drd15/Hie4, CE*): This elder of the Shelah tribe is also the leader of Bhet Neuis. She, and many of the other tribal leaders, most often travels in the form of serpentine fire elementals. Those not of the house never see Mother Shelebu; only the house

faithful glimpse her during large tribe convocations once every seven years.

### House Wind

#### Bhet Euwe

The tribes of this house were once a mystical group that dwelled near the Desert Paradise of Asaath. It is now a small but influential gathering of wealthy tribes. While nomadic, each keeps small enclaves in scattered locations that hold lore and treasure. Members of House Wind also have residences within the urban communities ringing the Desert Paradise of Asaath. Such members act as representatives for Wind interests in the affairs of city asaathi. Wind tribes also cooperate with Dragon and Crocodile in merchant expeditions.

Bhet Euwe uses many *shaping*, *wall of crystal* and similar spells in their enclaves. Drawing on ancient asaath builder lore, these homes are often new or expansions from older hibernation outposts. Every one is designed to kill intruders with great speed.

**Periashek of Second Hill** (*female asaath Wiz12/Orm4, CE*): The leader of Bhet Euwe dwells with her tribe in a compound four days from the Desert Paradise. She coordinates matters in the city and scrutinizes merchant traffic.

## Enigmas of the Deep

Many mysteries are in the center of the city. For instance, some chambers appear to be designed for dragon habitation. While depictions of dragons are not uncommon in asaath designs, it is not clear which types were present and whether they were only guests or full-time residents. A small asaath expedition did discover that one chamber was inhabited, reportedly by a dragon lich or a construct that resembles such a creature. The location is a mystery, for the survivors fled in such a panic that they could not remember the route.

About four hundred feet below the surface are hallways containing mysterious columns. These are evidently much older than the city itself and are inscribed with patterns or writing the asaathi have not yet deciphered. Moreover, each is protected by an enhanced version of *wall of force*. The function and history of these columns are unknown at present.

One valued commodity is *ssyueshii*, or “reader stones.” When light is shown through various spots, they project shadows of words on nearby surfaces. Moreover, by manipulating a stone, the words change between various “pages.” If placed in a specific way over a sample of sheshs script (see Chapter Three), the letters are projected in several directions in a more

legible form. Since most consist of ancient accounting, census figures and private letters, they serve as a window into the past. They also provide a useful tool for handling sheshs script.

The most remarkable thing about the *ssyueshii* is that they manage these feats with no arcane power (except for preservative magic that keeps them from crumbling to dust). Unfortunately, many have been damaged over the ages. Modern asaathi cannot duplicate these devices, though the Calcine Chalice continues to do research on the subject.

A similar device records the memory impressions of the dead. These are likewise valued for the direct accounting of the past that they offer. Asaathi around the Desert Paradise have some reservations about these devices, as once or twice *memory orbs* have driven seers mad.

A variety of underground life is common in many of Elibleth's deeper regions. Green slimes, undead oozes and many other creatures have made homes in the depths. Portals, heat and water sources, ancient food fabrication spells and other relics help these monsters thrive. Making things more chaotic, the city's constructs — designed to keep areas clean — do not recognize either these squatters or asaath explorers, and attack them as common pests.

Obscure references to “the Well” have convinced some asaath that a deep shaft is below the city. Some claim that this tube is lined with portals or entrances to more ancient chambers or to other planes. All manner of strange monsters or artifacts is said to inhabit this well. A few asaath have latched onto the idea, searching for further information or hints on where the Well could be. No solid evidence exists of such a shaft, but deep wells, sometimes filled with undead or constructs, have been found throughout the old city. Some are traps, while others once served as some form of industry or disposal.

The last of the mysteries is that no ghosts are in the old city. Skeletons, zombies and various other undead are often found, but no wraiths, specters or other remnants of souls. Though it is cast rarely, *reincarnation* functions without problem near the city. This suggests that souls have no barriers and that no force is trapping them. This leaves even the greatest asaath minds baffled as to the absence of incorporeal undead.

## Asaath Enclaves

Asaath civilization once extended throughout the Scarred Lands. Many sites are no more than lost ruins in current times. Asaath expeditions pursue these ancient places, combing records and *memory orbs*, hoping to find fragments of their once-mighty empire.

Enclaves, the chambers that housed the race through the great hibernation, are the most common and sought-after sites. Asaath survive in every climate, but enclaves beyond the Desert Paradise are few and far between and are not populous. Common belief holds that numerous enclaves remain hidden within the earth’s embrace. These were lost for various reasons — occupants died out during the hibernation, or were so well protected that those who emerged could find no way to return once they left. Asaath have other tales, stories of enclaves where the guardians went mad. Chambers in which asaath still sleep. Enclaves with ancients in magical stasis, surrounded by wonders of the earliest empire.

The majority of serpentfolk are eager to reclaim such places, but dissent exists among the race. Some wonder what ancient asaath will think of their modern brethren. Some fear that the ancients will demand rulership over current asaath. Some worry that such a long time spent in hibernation might twist their forebears in untold ways. As such, many expeditions are drawn into power struggles between supportive patrons and influential opponents who feel some secrets are best left undiscovered.

Below is a listing of notable enclaves found in the Ukrudan. Evidence suggests that this is just a sampling of the enclaves that may be found elsewhere across Scarn.

### Legend of the Floating City

Ithiis Risesti, or “City of Constellations,” is one of many ancient asaath legends. It was once a great city — one formed of massive smooth stone blocks that floated in a collective some 100 feet or more above the land. The blocks of chambers were never still, moving always in slow patterns. It was a great work of the ancient empire, intended to move as the inhabitants chose. As the cold descended, the residents installed stelaes throughout the blocks. These potent wards allowed the city wizards to control the weather at immense distances and keep the cold at bay.

Then came the thunderclap — a deafening explosion heard by all within hundreds of miles of Ithiis Risesti’s location. Asaath who investigated in the aftermath found no evidence of the city, not even bodies or ruined stone. Scattered records and explorers’ tales claim to have found bits of magic stone or other evidence of the great city at various places throughout the Scarred Lands. The great asaath scholar Usshaultet claims to have found the ruins and has established an excavation site a few days from the heart of the Ukrudan, but the floating city has yet to be found.

**Emuntet Minuuth:** The Emerald Tower is located less than a day’s travel from Eliblesh, signified by small lumps of stone on the desert plain. Much of the underground is made of a spell-hardened green glass, with *continual flame* and *continual heat* built into bubbles in the glass. The entire system is constructed from interlocking magic. Unfortunately, the design did not allow for improvement later. Magic provides light and heat, an underground spring and greenhouse provide water and food, but the site’s small size restricts habitation to roughly 100 asaath and 200 slaves.

**Ithib Chash:** This enclave lies an hour west of the Desert Paradise. Along with Ithib Cursek, it is one of the main habitations of modern desert asaath. The enclave is a deep tunnel lined with small chambers. Several caved-in cross-tunnels are slowly being restored. One shaft is blocked off, as it leads into an area infested with unlife and other subterranean monsters. The enclave can hold several hundred asaath in an emergency, but it is used primarily for storage and for underground farms. Asaath instead dwell aboveground in a series of low stone buildings that ring the enclave openings; tents spread further beyond. The enclave openings are stone, covered by new construction to keep sand out.

**Ithib Cursek:** This enclave is less than an hour from its sister enclave of Ithib Chash. Once a large vaulted chamber with numerous side galleries, the main chamber collapsed during the Great Cataclysm.

Few asaathi hibernating there survived for the great awakening. Now, the central chamber depression is filled with smaller buildings and ramps up to the surface. The side galleries are used for storage, housing and enclosed farms. Sand is often a problem for these outer rooms, spilling down from above. Tents extend on the surface of the sands. The central enclave has underground springs and heat-generating magic items for its well-to-do inhabitants.

**Ithiir Unhareb:** Also called the Zephyr Tunnels, this complex is built over an underground chasm. Through a combination of magic and natural features, the tunnels channel warmth along several galleries of chambers. Work since the great hibernation has equipped the enclave with water. A variety of underground flora and fauna have been encouraged in distant wings of the enclave. No trace has been found of the asaathi who hibernated here, though hints exist that the enclave extended far more deeply than has been restored. Every so often, strange beings emerge from the chasm to confound the residents or escape into the desert.

**Naametet:** Actually an aboveground city rather than a traditional enclave, this site's name translates to "Place of Oils." It was a prosperous mercantile city before the cataclysm — whether one wanted magic, perfume, fuel or food, this was the source. As other asaathi withdrew to hibernate in enclaves, the rulers of Naametet used more magic to keep the city comfortable. In time, the city council was overthrown and the inhabitants rushed to build enclaves. Lacking strong leadership, few efforts survived beyond the planning stage. The residents fell to squabbling and looting, and ended up fleeing before the terrible cold or perishing. Naametet was abandoned, but its magics sustained much of it through the ages. The serpentfolk rediscovered the place in modern times and have settled much of it again.

**Shadow Well:** This deep shaft is a tomb; none of the asaathi who attempted to hibernate here survived. Located in the deep desert, the inhabitants live by providing services to tribes stopping by. The fifty asaathi here, the Shadow Well clan, are of the Dragon house.

**Tehulbess:** This enclave is less than a day's travel from the Desert City of Asaath. Remnants of stone

mark them, traces of cities that once stood. Tehulbess has a large number of surface rooms, basements and storage cellars of the ancient city. Many of these have collapsed and are open to the sky. Near the center of town a number of tunnels leads downward, ringed by spell slits and once heavily warded. As the tunnels descend, a number of small galleries extend to either side. About 80 feet below the surface the tunnels open into much larger rooms. These were likely cisterns at one point, but were later reinforced and furnished as hibernation chambers. A few tunnels extend further, built during the great hibernation by guardians. Now, several of the upper rooms have been adapted into farms, using techniques of the Desert Paradise. Water and heat, though not as elaborate as the main city, keep the enclave comfortable for its four hundred asaathi.

**Ullatek Mehr:** One of the easternmost of the inhabited enclaves, this site once housed almost a thousand asaathi. It was built a few miles from an ancient city expressly for the great hibernation. Many of House Mother came from this enclave; it is still regarded as a favored enclave of the Mother tribes, though they refrain from any permanent habitation within it or elsewhere. Tribes of Crocodile, Fang and Jackal houses have established residences here. The ancient spells that kept the enclave livable have mostly faded over time and the enclave lacks significant amenities, so the tribes live in the surrounding area, using the enclave for storage and shelter.

**Zharastet:** Translated as "Rose Chambers," this unique enclave has no fixed location. Through ancient and powerful magics, the entire enclave *teleports* daily between a series of locations around the desert. The interlocking stone rooms are difficult to enter from outside and are protected by a host of spells, such as *hold stone* (**Relics & Rituals II: Lost Lore**). The rooms are comfortable, with decorative rose topiaries and other fanciful furnishings. House Wind managed to enter it and has laid claim to it. Despite thorough investigation, the enclave shows no sign of ancient habitation. It remains a mystery as to why it seems that no asaathi hibernated within Zharastet. Though House Wind maintains a small number of researchers and personnel within the house, the enigma of its background inspires caution.

## Other Regions

### Hornsaw Forest

In ancient times, this place was called the Broadreach, a stronghold of elves and dwarves. The influence of Mormo twisted it into what came to be called the Hornsaw and drew the attention of asaatthi.

Even now, asaatthi do not dwell in the Hornsaw. They lack the resources and resolve to compete with the other titanspawn races that infest the place. Instead, the serpentfolk assemble detachments to head into the Hornsaw Forest. For a few months, or until the group suffers significant setbacks, the asaatthi investigate the forest. They search for information to assist in restoring Mormo and gather any valuable resources and slaves they come across. They then return to the Ukrudan or the Kan Thet, relaying any important findings to others of their kind. After a season of breeding, a new group is assembled and the process repeats.

The trip is hazardous. It passes near Hollowfaust, Lokil and the Heteronomy of Virduk. Asaatthi avoid large engagements as a distraction from their mission, though the occasional isolated human or elf may be hunted.

The results are well worth it. The asaatthi often recover vital elements of Mormo's power. Distillations of her blood have been sent to the Jewel of the Serpentmother to fuel visions and prophecies. Interrogation of other Mormo worshippers has given the asaatthi insights as well.

### Kelder Mountains

A number of asaatth cities were in mountains, often isolated retreats for adventuresome warriors or weary mages. The cold moved down the mountains before spreading across the land, so it was here that the serpentfolk first experimented in combating the changing climate.

Some asaatthi observed the efforts of other races and decided that it would be more fitting to live comfortably off of the hard work of their enemies. These progenitors of the infiltrator race (see Chapter Three) blended with dwarven and human communities, forming a covert society.

The mountain cities that tried to protect against the growing cold found construction efforts too difficult in the face of conflict with other races. Some joined the infiltrators, while others left for the Ukrudan or the Kan Thet. The handful of cities that remained were eventually wiped out by the divine races.

Now, the infiltrators live on in many isolated human settlements in the Kelder Mountains. Some entire villages are composed of infiltrators, maintaining human guises for visitors and merchants rather than for fellow townsfolk. Travelers who venture into these regions are often not heard from again.

### Sweltering Plains

This land is inhospitable even for the hardest desert asaatth. A few tribes make homes here, sheltering in the ancient forts of Ubab and Selbssis.

Records suggest that a large asaatth military presence was once in what is now the Sweltering Plains. Armories, treasuries and libraries are supposed to dot the area. A few ruins have yielded in-



teresting fragments. Three known sites of interest exist, known as Otattek, Itattek and Utattek — “Site One,” “Site Two” and “Site Three.” As yet, all the serpentfolk know is that these sites are large, protected by magic and infested with dangerous creatures.

Site One is a maze of chambers, its central areas protected by magic. The surrounding area is filled with constructs and monsters with a strong chaos aspect, such as chaos beasts (see MM). Site Two is a massive cube of stone in the ground, surrounded by wandering fire elementals and fire-related outsiders. Site Three’s location seems to change, and it exerts powerful mental magics. While Site One and Site Two have clear asaath markings, accounts of Site Three are confusing and contradictory.

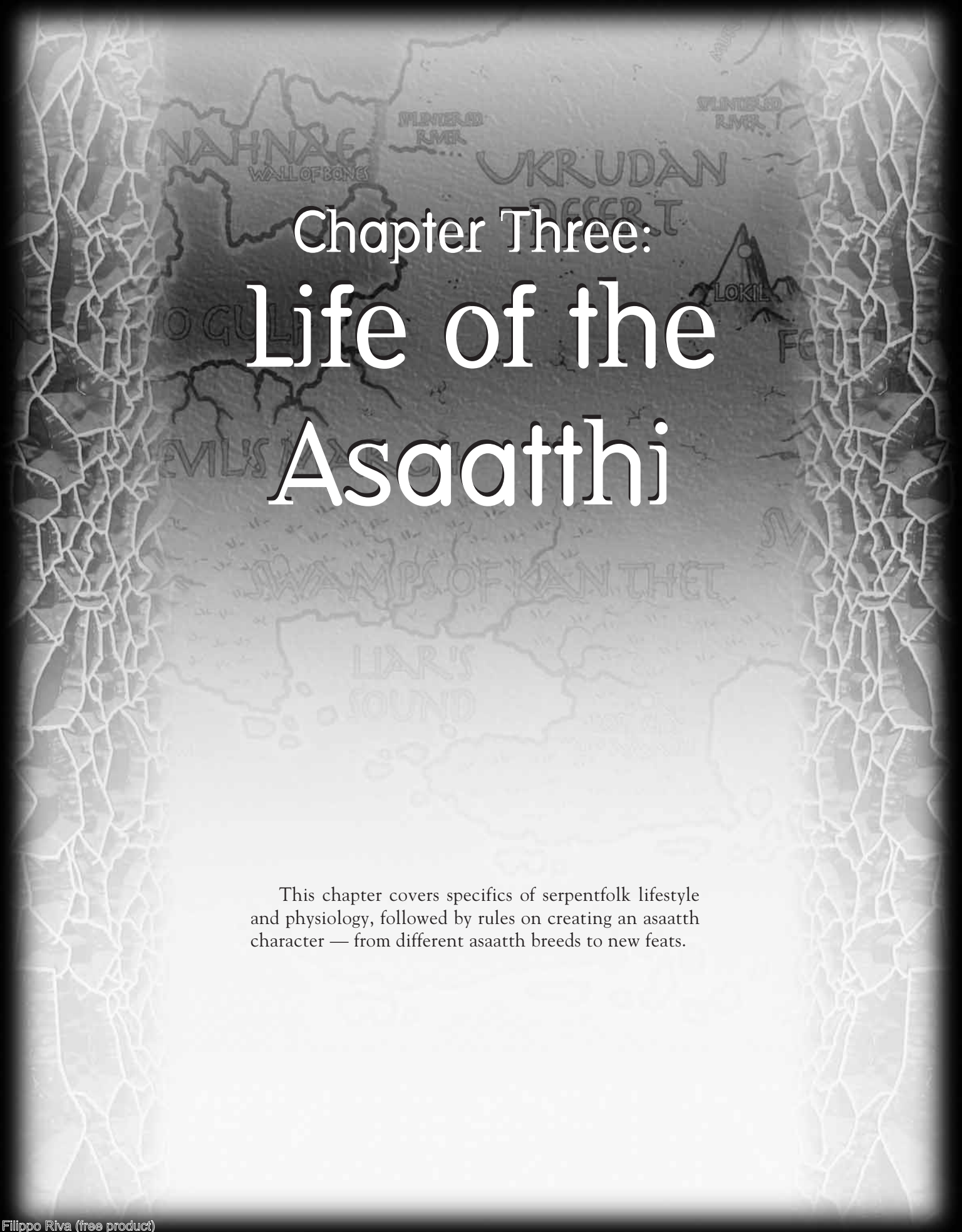
The local tribes have supported themselves by provisioning asaath expeditions from other regions. That many of these expeditions return in failure — or not at all — simply encourages more visitors.

## Titanshome Mountains

Many asaatthi reasoned that with the growing cold, it would be best to inhabit a realm deep within the ground, close to the world’s heat. Some chose the Titanshome Mountains, a place filled with numerous caves and cracks to deep magma flows.

They built a number of large complexes, though over the ages many were destroyed by thulkans or other titanspawn. Yet the asaatthi survive, living primarily underground. This racial offshoot has shorter tails and stockier frames than their cousins to the south, and has lost any real connection with the worship of Mormo. Druidic lore is forgotten; these mountain asaatthi are concerned with immediate survival. They retain many other traditions and ways common to serpentfolk, though the specifics often differ.

Their scattered mountain holds are layered with spells and wards. Tribes are fiercely loyal, congregating to expand shafts that channel vital heat. Before breeding, several families combine to form a more protective group to watch hatchlings. Afterward, the families separate to forage on their own. Slaves are rare and are valued when they can be captured. When times are lean, slaves are often killed for food.



# Chapter Three: Life of the Asaatthi

This chapter covers specifics of serpentfolk lifestyle and physiology, followed by rules on creating an asaath character — from different asaath breeds to new feats.

## Asaatth Life

Asaatthi are reptiles, but with a few important differences. Unlike reptiles, asaatthi are warm-blooded and have robust metabolisms. They are nonetheless physiologically adapted for warm and tropical climates. Asaatthi lack fur or a layer of blubber that would protect them against long periods of cold, and their circulatory system is well designed to dissipate heat.

An adult asaatth is as tall as a human but quite thin, with a flexible musculature. The feet are digitigrade, stepping in a quick birdlike fashion while the body and tail move in a twisting, swaying gait. This creates a languid, almost hypnotically relaxed way of moving, making it easy to underestimate an asaatth's speed.

Eyes are some variety of yellow, including pale straw, bright gold and dull bronze. Skin coloration ranges from deep green to light tan, with marks in brilliant red, yellow or blue. The pattern of markings may be stipples, stripes or piebald. The hands and feet have black, short claws.

When running, an asaatth normally leans far forward, using the long muscular tail as a counterbalance. The tail has a ridge of sharp scales, acting as a serrated edge, and proves a useful weapon.

Asaatthi have fangs and poisonous saliva. While this poison only nauseates Medium creatures, it can stun small prey. Live prey are favorite food, though they also eat cured or cooked meat. They consume a large amount of meat once a day, dozing for a few hours afterward. Grains and tubers are eaten in small amounts to maintain energy during the rest of the day and provide needed nutrients.

In temperate zones, some asaatthi practiced in Still-ing Blood (see below) hibernate through winter. Since they do not age while hibernating, such asaatthi effectively age at three-quarters the rate of other serpentfolk.

### Daily Life

Asaatthi often sleep in groups. Naturally diurnal, they prefer to wake well after sunrise. After a rubdown with fine sand, asaatthi have a small meal before dressing. Slaves may be responsible for dressing an asaatth.

Asaatthi enjoy a midday meal and an afternoon meal. Large quantities of meat are consumed during one of these meals, after which the asaatthi doze for a few hours. The other meal is a small amount of tubers or grain. Whether the meat is first or second depends on the climate, the occupation of the asaatth and local tradition.

Clothing is worn loose, to give the tail and legs room to move. Jewelry symbolizes power and wealth, not by gross value but in selection and arrangement. Two emeralds arranged on a spiral band of gold may indicate that the individual oversees two skilled wizard underlings. A pocked amulet could signify ownership of a large host of slaves. These symbols are easy to misin-

terpret, even by other asaatthi in the same community. They are boasts of power, not accurate record-keeping.

Historically, almost every piece of jewelry was enchanted in some fashion. Modern asaatthi are more concerned with the immediacies of survival and lack the luxury of their ancestors, so enchanted jewelry is less common.

### Superstitions and Beliefs

Silver, platinum and clear gems were once seen as symbols of wisdom, perception and the stars. They have since gained an association with the long ages of cold. While these materials are still used, particularly with valuable magical or religious artifacts, they seldom see use in everyday life.

An asaatth prefers gold, colored gemstones, obsidian and similar treasures. Opals are valued still, associated with slumber, hibernation and dreaming. Spiral patterns, obvious symbols of Mormo, are common in the design of outfits and jewelry, with spiral bracelets being ubiquitous.

The earth and underground — caves and caverns and the like — are seen as comforting. The open sky, on the other hand, feels threatening. Asaatthi are awake during the day but prefer to stay out of direct sunlight. Given a choice, they will travel in the early evening, sleeping in low tents during long journeys.

Humans are considered unclean, enemies of the faith and tied to the destruction of Mormo. They are also prolific, filling many asaatth ancestral holdings. None of the other races is quite as offensive, so much asaatth anger and frustration land on human heads. Elves and dwarves are considered subservient to humans in the same way that asaatthi view yuan-ti and lizardfolk as subservient to themselves. As such, those races do not suffer quite the same degree of stigma that humans do.

Asaatthi will consume intelligent races, considering most fit as prey. Humans are the exception, viewed as foul and not worth consumption even if an asaatth is starving.

Slaves are common among the serpentfolk, both “lesser” reptilian races and other humanoid races. They take perverse pleasure in having human slaves, who are relegated to the most arduous and degrading tasks. Humans are most valued for dissection and games of death.

## Life Cycle

Many of the trappings and cultural elements of asaatth life have changed over the epochs. Physically, however, they are the same. Even with the erosion of history, the unchanging physical needs of asaatthi have lent some endurance to their society.

### Mating

Asaatthi go into heat twice a year. The timing varies, somewhat dependent on the local climate. The first estrus is triggered by an abundance of food. In

temperate climates, this is typically in spring. Elsewhere asaatthi may breed with the first rains after a dry period.

The second mating is less predictable, though it often occurs a month or so after the first clutches are born. In regions with strong summer or autumnal rains, the second mating typically happens a week or two after the rains have passed.

In the months leading up to mating, males compete for the affections of females. In large communities, elaborate lines of favor and heated rivalry ensue. Typically a group of females, often related, has the close attention of a somewhat larger host of males. In regions where paternal lineage is important, females pick males of only a specific clan.

When the time comes, a group of females and their attendant males enter a mating chamber, with water and food on hand. The males twine around the females, usually four to six males per female. The chamber floor has padded dips or shallow bowls to accommodate these mating bundles. This may go on for as long as two days. Offspring are considered to be the children of all present in the mating chamber.

Some asaatthi not yet of breeding age, or not accepted as mates, guard communities while mating is underway. These are usually insufficient protection, however, and other asaatthi must arrange to mate in shifts. Fierce trading of favors and gambling occur over this responsibility, frequently with ties to courtship.

## Birth

Asaatthi females eject males once mating is complete, locking themselves within the mating chamber. Clean cloth, straw and sand are laid out as a nest. The females each lay between two and two dozen eggs after a few days. The eggs are leathery white, gray, or straw-colored ovoids each 5–8 inches long and 3–4 inches wide.

After the first week, mothers leave in shifts if the needs of the settlement require the mothers to tend slaves, craft goods or perform magic. The eggs gestate for 16 weeks before hatching. Young female asaatthi tend to the hatchlings and older children, but the whole community takes part in raising them. Children may be given bracelets to keep track of their clan lineages, given their propensity to sleep twined with dozens of other children.

## Youth

Asaatth children are taught and cared for by the community. The child gains a new piece of jewelry every year at a special hatching ceremony, the time and specifics of which vary between communities. Adults take turns providing these gifts. At the age of six, young asaatthi emerge from the hatchling chambers. Housed by their tribe or relatives, they learn more about their place in society. Punishments become common at this age. Punishments for misbehaving or

offending adults include assisting slaves in drudge work, wearing charms with insulting sigils upon them and standing on a narrow board for hours.

Magic is the bedrock of asaatth civilization. Every facet of life and every vocation involves magic. Children learn the underpinnings of magic first as a way of making life more comfortable. Later, they learn the building blocks of magical crafting, magical combat and magical survival.

Children are also taught responsibilities. A sense of duty to the community and to Mormo is instilled. While a child has a degree of freedom, considerable pressure is on those who do not show the proper attitude in these matters. Warriors are expected to protect the settlement, druids to fulfill the proper obeisance, and nobles to lead. Those who fail to find a place for themselves or who shirk their duties find life difficult. Food shares, services and general respect evaporate.

## Adulthood

At the age of 13, asaatthi are considered adults. They are consecrated as children of Mormo and begin to feel the breeding urge, though they are seldom given the opportunity to mate before their 20th year. The ceremony of jewelry changes at adulthood, with the serpentfolk giving one another presents. These can be cherished, honored items, but may also be subtle and convoluted insults or punishments. An elder giving someone a jewel that radiates cold may be delivering a mild rebuke, particularly since it is expected that the asaatth wear it publicly.

Those asaatthi who have not proven themselves are kept out of breeding opportunities. The rules for females are more lax than those for males. Males must work to show themselves as valuable, strong, fit partners, a process that takes time. Females, on the other hand, need only show themselves healthy enough to ovulate and lacking in any obvious deficiencies. Whether due to birth defects, crimes or cowardice, some serpentfolk may be excluded from breeding indefinitely. These form a disaffected class who seek to prove themselves through research, military success or wealth. Most successes rely on establishing good connections.

Adults are involved in constant schemes, from personal relationships to tribe politics. Most of the time the posturing and plays for attention are insignificant, but they can turn deadly. While killing a fellow asaatth is punished, those seeking power can find interesting ways to set up their political enemies.

## Old Age

Elders, those of 100 or more years, gather treasure in private quarters that grow in size and complexity. Power and prestige are hoarded as well. Elders seek to organize a household of younger asaatthi and slaves. These homes can be quite spacious, with receiving rooms for visitors, slave quarters and courtyards to idle the day away.



Elder females often breed for their entire lives, though fertility significantly decreases after age 90. At that age, the matrons who have not followed a martial or arcane path dedicate themselves to caring for the younger females and their hatchlings. They gain a degree of power over the selection of mates for their subordinate females.

Even in tropical climes, asaaththi begin to hibernate as they grow older, for a few months per year. This extends their lives and fulfills a growing desire to gather treasure and power.

## Learning

Education is not well organized among asaaththi. Children are lectured to by adults on a variety of topics, in no particular order. Their early caretakers cover the basics, starting with spoken language, written language and basic math. Adults may then take it upon themselves to teach lessons on various topics. Familiarity with asaathth history is regarded highly. Most serpentfolk learn a scattering of tales, observations and ancient texts depending on the interests of the community elders. Additionally, it is every asaathth's duty to protect his race, so each is trained in the fundamentals of magic and combat.

Inspired by the titans and the world of nature they created, asaaththi follow three core precepts: *kenesh*, *anieku* and *elohepe*.

*Kenesh*, or honor, is distinct from the perception of that concept in other races. For asaaththi, honor is a subtle and complex thing. On a basic level, it can be seen as a matter of decisive action, a combination of discipline and decisiveness. Honor has a spiritual

component — the asaathth takes her cue from the titans and the world around them. Quicksand does not warn that it is about to swallow someone. Rockslides do not call out that they are coming. Crocodiles have no meetings or parlays to decide whether to tear into their prey. An asaathth who vacillates over important matters or shies away from decision is considered dishonorable. The worst of the dishonored, called the *rekensh*, have abandoned their race and committed the gravest sin — meekness.

*Anieku*, or necessity, is something like conscience. It guides that which must be done for survival. Again, nature has many examples. Breeding is necessity, working together as a community is necessity. Furthermore, *anieku* is an important counterpoint to *kenesh*. Necessity dictates *why* actions should be undertaken. It demands that a community work together for survival and may limit honor. While an asaathth wants to take potent action against his political enemies, the needs of the community and his survival within the group may override striving for personal honor.

The final part of asaathth philosophy is *elohepe*, or insight. Meaning literally “bright eyes,” *elohepe* is the fundamental requirement that asaaththi learn to understand the world. Unlike the majority of nature, they are gifted with awareness. Just as predators learn the behavior and habits of prey, asaaththi gain experience and wisdom to take charge of the world.

Insight counteracts and reinforces the other two truths. An honorable asaathth cannot take useful action if he lacks wit and understanding. Necessity can be understood only by grasping the intricacies of a situation.



The aekeshu, or “true being,” is a combination of these three principles. An asaath deceives others, balancing honor and insight. An asaath works and coordinates with others, combining insight and necessity. While honor may suggest slaying enemies immediately, a combination of principles demands keeping them to find good use. In war, no dishonor comes with retreat — as long as it is clear the asaatthi have more to lose by staying. Wanton conflict saps the asaatthi and is not to be desired.

### Mystic Training

All asaatthi learn the arcane arts. They are intertwined with every aspect of life, from hygiene to military conquest. Such training is rooted in bygone ages, in the worn ruins of their ancestors. Each asaath is reminded daily of what they have lost. The weight of history presses down, judging them and demanding nothing but the greatest efforts to resurrect the past.

Arcane education begins with the caretakers of the young, who outline basic principles. Full wizards take time to select promising individuals to help in their work, particularly in scribing and copying. By adulthood, all asaatthi have a skilled grasp of magic along with whatever vocations they have chosen. Spells are traded rather freely, though an asaath takes care to protect his spellbook. Arcane works, from use of *open/close* cantrips to the ubiquitous *continual flame*, are part of daily life.

### Ophidian Foes and Friends

Arrogant and lofty, asaatthi have been brought low by the destruction of their empire, decimation of their people and loss of their patroness Mormo. This legacy makes the serpentfolk intriguing enemies and compelling allies.

### Asaath NPCs

GMs have a number of options with asaath NPCs. Much depends on the type and purpose of the serpentfolk in question. Slave assistance, particularly lizardfolk and troglodytes, are common across a wide range of groups.

A given party may evoke a range of responses from asaatthi. Divine races are the enemy, and serpentfolk will attempt to enslave or kill them. Goblins, orcs and other races may have more opportunity to treat with asaatthi. A party of non-divine races may converse or trade with asaatthi, if they convey power and importance. This is more likely if the asaatthi in question are in a small group or have mercantile interests.

Encounters always require some finesse. It is more appropriate to choose a lower CR and play the asaatthi very intelligently than the reverse.

Combat-oriented asaatthi may have a wide mix of classes. An asaath with many wizard levels may be

### Asaatthi and Honor

Many races see morality in shades of gray, where the line between right and wrong is often blurred by what is convenient, necessary or desirable. In contrast, asaatthi see a right and wrong way of doing everything — an honorable way and a dishonorable way. This is not to say that all asaatthi agree on just what the “right way” is. Further, while all asaatthi appear to pay homage to the ideals of honor, some work secretly to undermine them, from the greedy few to the fanatical many.

Driven by personal ambition, some asaatthi stoop to doing what is convenient at the expense of even their own twisted ethics (to be self-serving is fine, but to be self-serving *and* to act without restraint is unpardonable). Such asaatthi are often wretched things, hated by their peers and forced into exile if they haven’t been driven off already. Those who remain undetected are the cancer at the heart of asaatthi society. Among them are traitors who sell secrets to the yuan-ti, hostile titanspawn and, at worst, to the hated humans.

Most asaatthi believe in some form of personal ethics, though outsiders may find it difficult to recognize how the serpentfolk display them. After all, asaatthi culture was nurtured on worship of the titan of treachery. As long as it did not mean breaking his word, an asaath might well commit all manner of atrocity. An asaath would have no qualms about sacrificing someone or something if it meant preserving the honor of his family, clan and/or race.

Under asaath code, serpentfolk act honorably toward each other. They are not under that obligation when dealing with the lesser vermin of Scarn. Asaatthi consider themselves the pinnacle of creation, after all, second only to the titans in every regard. To show honor toward the inferior races would only lessen asaatthi glory, and by proxy the titans’ greatness. As fellow scions of Mormo, yuan-ti and gorgon are afforded a small (very small) degree of respect. Other titanspawn may be elevated to similar status, if they perform in a truly heroic manner. The “divine races” and humans in particular are beneath contempt, mere beasts whose rise to prominence was only made possible by the traitorous gods and their own disgusting fecundity. Even were a human able to miraculously gain the respect of the asaatthi, it would be no more than the respect of a master for his dog.

considered as much a soldier as one with fighter levels. Asaatthi warrior druids can be particularly fearsome, particularly those who have become dragon disciples (see Appendix One).

The serpentfolk make shrewd combatants, particularly in their use of magic. If they know what they are up against and have time to plan, they are certain to prepare spells and tactics of devastating effectiveness.

If unsure of what encounters may occur, warriors of lower spellcasting levels prepare spells with immediate or short-term effects, such as *bull's strength* or *summon monster*. Asaatthi are not averse to using direct damage-dealing spells, but they prefer to focus on spells of improvement, protection and divination.

Asaatth warriors with more than seven effective wizard levels use *mystic enhancement* (see “Asaatth Magic,” below) with a spell like *bear's endurance*, *bull's strength*, *cat's grace* or *fox's cunning* if they suspect conflict in the near future. This offers an increased physical ability for over an hour. Stronger spellcasters also draw on additional spells, loci (see “Variant: Loci,” below) and magic items for everything from combat to stealth.

Asaatthi working in a group specialize. Ranged spells or weapons are combined with warriors with combat prowess who can rush opponents. Spells cover a wide range, ready to defend or destroy in a myriad of ways. These choices reflect expectations, but a few odd spells are often held in reserve for unusual events.

Scouts rely on *expeditious retreat*, which allows them to move fast when combined with Asaatth Running. They also favor spells that enhance physical abilities and senses and protect the scout from notice. Most scouts learn spells with long durations and short, then pick the best mix depending on whether they make a quick reconnaissance or a long patrol.

Asaatthi in the desert face many creatures inured to heat and thus rarely prepare fire attack spells. Indeed, spells like *iceshards* (**Relics & Rituals 2: Lost Lore**) offer good protection against desert creatures. Survival spells and *fly* (to gain a good view of the surroundings) round out the normal spells prepared.

In other areas, military training combines with spells to shape the environment, such as *field of razors* (**Relics & Rituals 2: Lost Lore**) and *wind wall*. A formation or merchant company uses such tactics to define ease of access, restrict opponents' ability to get to it, and set up kill zones. Ideally, melee fighters are isolated from their ranged and spellcasting comrades. Any ranged enemies are then attacked en masse from cover by asaatth ranged and spellcasting characters.

Asaatthi avoid conflict against clearly superior foes, though they may underestimate a situation at first (particularly one involving members of the divine races). Serpentfolk reassess strategy once battle is

underway. If it is clear they are outmatched, asaatthi will try to retreat. They often cover this with a feint of some kind, bluffing the opponent to make a sudden surprise retreat.

Retreating asaatthi may scatter in small groups or find a quick hiding place to dig in, depending on the environment of the encounter and/or how far the asaatthi are from significant aid or safety. Mobile scouts are likely to scatter to summon reinforcements. Enclave defenders attempt to seal entrances, giving time to send a message out through magical or mundane means.

Strong opponents may not let asaatthi retreat easily, causing the serpentfolk to take heavier losses without inflicting significant damage on their foe. If the entire asaatth force cannot break away, some serpentfolk press the attack so that one or more can run for reinforcements. Given no avenue of escape, asaatthi fight with desperation. They rarely surrender — doing so earns them a lifetime of miserable slavery at best. Their only hope is to weaken their opponents enough that any future asaatth forces stand a better chance of defeating the foe.

## Asaatth PCs

Player character asaatthi are unlikely in a traditional adventuring party. Working with the divine races is a betrayal of everything that asaatthi believe in.

The exception is an infiltrator (see “Asaatth Breeds,” below). Infiltrators commonly insinuate themselves among other races for long periods of time. A PC infiltrator could even develop some limited sympathy for the race it dwells among.

Another possibility includes an adventuring party composed of titanspawn — orcs, goblinoids, even ratmen. While asaatthi have a turbulent history with reptilian races (especially gorgons and yuan-ti), they can work together when the situation demands it.

The most likely dynamic is an adventuring party composed entirely of asaatthi. This makes for an unusual approach to gaming in the Scarred Lands. A race of almost entirely evil beings hated by most other races may not strike players as their first choice for a fun campaign. Still, facing a hostile world and building a civilization can be a great opportunity for adventure and roleplaying.

Playing a typical asaatthi is a mix of remorseless — though enlightened — self-interest, casual — though not indulgent — cruelty, and an obsessive — though practical — taste for luxury. At the same time, an asaatth values wisdom, intelligence and skill. Individual asaatthi may seem quite trustworthy and honorable by the standards of other races. This can include even chaotic-aligned serpentfolk, as long as they have a goal in mind.

While some may consider the race decadent, an asaath can pursue agendas with deliberation and great zeal. Whether passionate for the salvation of Mormo or the gathering of ancient lore, these asaath offer strong hooks to fit an asaath character into a game.

While powerful, an asaath has a hefty level adjustment. A player may elect to pick one of the breeds with a lower adjustment (see below). The GM should keep an eye on the asaath's advancement. An asaath gaining all wizard or fighter levels may qualify for a drop in the adjustment, as either spellcasting or combat ability far outstrips the other qualities of the character.

Players of asaath, particularly in a party with other races, should be willing to adjust the race's typical behavior for the good of the campaign. The other players should also understand that an asaath brings a unique dynamic to an adventuring party. The GM should discuss the potential inclusion of an asaath PC with the players as a whole. (The GM is also at liberty to adjust the interracial dynamic to suit the campaign better, whether one set in the Scarred Lands or in some other d20 world.)

## Asaath Breeds

In the long ages of slumber, asaath civilization scattered and frayed. Many small enclaves lost all contact with the others, and some are still lost, unaware of the affairs of the race as a whole. The hibernation took a toll on many of these groups, resulting in sickly, degenerate offshoots.

Following are the known asaath breeds and racial adjustments for each. See "New Feats," below, and the *Player's Handbook* for any listed feats.

### Pureborn Asaath

The core breeds — swamp and desert asaathi — comprise the so-called pureborn. They regard "lesser" serpentfolk with revulsion. They may work with the lesser races, using them to reclaim ancient lore or

protect vital borderlands, but anything more intimate — especially mating — is unthinkable. If the asaathi rebuild their population to any significant degree, it is likely that they will attempt to enslave these lesser breeds as an underclass.

### Usaahua (Swamp Pureborn)

The racial split into swamp- and desert-dwelling asaathi predates the Great Cataclysm, though the differences have grown since. While the groups regard each other as rough equals, mating between the two races is rare. Swamp pureborn regard desert-dwellers as barbaric scavengers and themselves as the true heirs of asaath civilization.

An usaahua's tail is thicker and shorter than that of the desert breeds, just touching the ground when standing still. Swamp asaathi have slight webbing between the fingers and toes and their hides are dark and patterned. Some take Profession (boating) to navigate waterways in the swamp. Few swamp asaathi take the Asaath Running feat. Caudal Lure is common, particularly among warriors.

### Parehua (Desert Urban Pureborn)

Desert pureborn were among the first to leave the great hibernation. They are aggressive in their pursuit of recovering ancient asaath lore and rebuild their society. The parehuai follow the ways of the ancient enclave guardians and consider themselves the foremost defenders and inheritors of asaath civilization.

A parehua is leaner than a swamp asaath, with a long whiplike tail. Coloration tends toward even tans and browns, with markings close to the major skin color. Desert urban pureborn often take Gather Information or various Knowledge skills, due to their research in the Desert Paradise and other asaath ruins.

### Yshaahua (Desert Nomad Pureborn)

Other serpentfolk breeds identify these asaathi with the nomadic lifestyle, indicated by their name — "yshaan" means "traveler." Some of their encampments are set up among sheltered rocks or near oases; others are

Table 3—1: Asaathi Vital Statistics

Age	Middle Age*	Old**	Venerable†	Maximum Age
Adulthood 13	75	160	225	+2d%years
Height and Weight	Base Height	Height Mod	Base Weight	Weight Mod
Sex				
Asaath, male	5'2"	+2d10	120 lb.	x (2d4) lb.
Asaath, female	5'0"	+2d10	105 lb.	x (2d4) lb.

\*-1 to Str, Dex and Con; +1 to Int, Wis and Cha.

\*\* -2 to Str, Dex and Con; +1 to Int, Wis and Cha.

† -3 to Str, Dex and Con; +1 to Int, Wis and Cha.



based in the sites of ancient asaath cities. This breed frowns on urban and swamp pureborn for not being more aggressive in hunting down ancestral secrets.

A yshaahua is like a parehua in appearance. The Asaatth Running feat is common. It is not unusual for nomads to encourage druidic instead of arcane spellcasting ability, and take druid as a favored class.

### Pureborn Asaatth Racial Traits

- +2 Strength, +6 Dexterity, +2 Constitution, +2 Intelligence, +4 Wisdom, +2 Charisma.
- Medium size.
- A pureborn asaath's base land speed is 40 ft.
- Darkvision: A pureborn asaath can see in the dark up to 60 feet.
- Weapon and Armor Proficiency: An asaath is automatically proficient with simple weapons, martial weapons, light armor and medium armor.
- +5 natural armor bonus.
- Skills: Usaahuai gain a +2 racial bonus on Move Silently and Spellcraft checks. Parehuai gain a +2 racial bonus on Knowledge (arcana) and Spellcraft checks. Yshaahuai gain a +2 racial bonus on Move Silently and Survival checks.
- Keen Senses (Ex): An asaath sees three times as well as a human in low-light conditions and has darkvision to 60 feet. Serpentfolk also have the scent ability: They can use sense of smell to detect approaching enemies within 30 feet, can sniff out hidden foes as a move action, and may track by sense of smell.

- Poison (Ex): Asaatth saliva contains a mild poison. The victim of an asaath's bite must make a DC 12 Fortitude save or be nauseated for 2d4+2 minutes.

- Spellcasting Ability (Ex): Usaahuai and parehuai cast spells as 3rd-level wizards (save DC 13 + spell level). Yshaahuai cast spells as either 3rd-level wizards or druids (save DC 13 + spell level).

- Automatic Languages: Asaatth, Common, Draconic.

- Favored Class: Wizard (usaahua, parehua); druid (yshaahua).

- Level Adjustment: +5

### Sefutiiss (River-Dweller)

Sefutiissi ranged far and wide during the Epoch of Gulaben, waking every so often to re-establish asaath civilization amid the ice. Their efforts failed and resulted in a tremendous reduction of their numbers by the time of the thaw. They have become insular, plying the waterways of the Western Territories and treating other asaath with tremendous caution. They maintain trade, but cultural interaction is kept to a minimum.

A sefutiiss is similar in build though usually smaller in stature to swamp pureborn. Coloration is dark and patchy, and they have pronounced webbing between fingers and toes. It's not uncommon for a river-dweller to have a short fin running along his spine and tail, a lingering trait from an age when they spent a great deal of time in water.

## Sefutiiss Racial Traits

River-dweller traits are consistent with asaath pureborn, except for the following distinctions.

- +2 Strength, +6 Dexterity, +2 Constitution, +4 Wisdom.
- Sefutiissi gain a +2 racial bonus on Move Silently and Swim checks.
- *Spellcasting Ability (Ex)*: River-dweller asaath cast spells as 3rd-level druids (save DC 13 + spell level).
- Favored Class: Druid.
- Level Adjustment: +3

## Saahuet (Infiltrator)

During the long cold of the Epoch of Gulaben, an earthquake sundered one of the asaath enclaves. Few serpentfolk survived, emerging in a harsh world ill-suited to their kind. Using magic to disguise their forms, they hid amid human settlements as a matter of survival. Many were discovered or died out in time. Some few survived, and their descendants still dwell in humanoid settlements throughout Ghelspad. Some even ended up breeding with humans or other races to ensure their legacy.

These so-called infiltrators lived apart from the rest of the asaath race even after the ice age ended. Simply taking the form of divine races was objectionable to other serpentfolk; breeding with them was considered an abomination. Only by offering others of their kind outrageous riches, valuable information on the foes of asaath, vital information on the ancients and on Mormo—and through simple perseverance—did the infiltrators gain even the least tolerance from the rest of their race.

The pureborn revile saahueti, but a grudging understanding has been established. The infiltrators hope that they can improve their standing in time, though not out of an interest for vindication. The saahueti make no excuses in their hearts for what their forebears did; their only interest is in resurrecting Mormo and standing as her most favored.

A saahuet in its native form may have varied coloration, from patterned greens and yellows to blues and browns. In build, the infiltrator is most similar to desert pureborn. The feat Path of the Unseen is common among this breed.

## Saahuet Racial Traits

Infiltrator traits are consistent with asaath pureborn, except for the following distinctions.

- +2 Dexterity, +4 Intelligence, +2 Wisdom, +2 Charisma.
- Saahueti gain a +2 racial bonus on Bluff and Perform checks.

- *Humanoid shape (Su)*: An adult saahuet can turn himself into any Medium humanoid and back again. His options for new forms include any creatures of the humanoid or monstrous humanoid type (see the MM). This ability functions like the *polymorph* spell, except as noted here. The effect lasts until the asaath changes back to his natural form, but he may not change again until that same length of time has passed. So a saahuet who changes shape to a dwarf for two months and then returns to his asaath form must wait two months before taking the form of another humanoid. Changing form (to another shape or back) is a standard action and does not provoke an attack of opportunity.

The form chosen must be that of a humanoid or monstrous humanoid that the saahuet is familiar with. So, an infiltrator who has never encountered an orc could not take on its form.

- Level Adjustment: +4

## Lihuelless (Misbred)

This breed is the result of asaath mating with other races. They are born most often from infiltrators, who use them as pawns. Other asaath regard them as more vile than humans. Few lihuellessi are aware of their origins, most often being told by the infiltrators or the other race that they are marked by Mormo or are part of an underground cult of Mormo.

Other misbred resulted from efforts to revitalize the asaath by breeding with lizardfolk or troglodytes. Over time, the serpentfolk decided the results were unsavory and heretical. The surviving examples are isolated families who live as a kind of favored class among the lizardfolk and troglodyte servants, avoiding the asaath whenever possible.

A misbred resembles the non-asaath parent more strongly, an intentional effort on the part of the original experimenters. Lihuellessi have emerged only from humans, elves, or orcs. They have some traces of their ophidian blood, with a thin, tall stature and patches of rough or even scaled skin. Most lack tails entirely, though the occasional lihuelless is born with a short stub. Their features are angular, and their eyes often show the strange golden hue common to asaath. These signs may be mistaken for being a Witch of the Old Blood (see Appendix One of **Player's Guide to Wizards, Bards, and Sorcerers**). Misbred often use disguises to conceal such traits. A lihuelless with lizardfolk or troglodyte ancestry is hard to identify unless one is quite familiar with these races.

Misbred blood does not dilute significantly. Mating with one another, other asaath breeds or their non-asaath race is often successful. Misbreds do not produce pure asaath with one another; mating with asaath may result in either asaath or misbred offspring. They may produce pure members of the non-asaath parent.

## Lihuelless Racial Traits

Lihuellessi combine their asaath and non-asaath parents' racial qualities. Traits are consistent with asaath pureborn and the non-asaath race, except for the following distinctions.

- +2 Dexterity, +2 Intelligence, +2 Wisdom, +2 Charisma.
- Lihuellessi have no racial skill bonuses.
- *Spellcasting Ability (Ex)*: Misbred cast spells as 2nd-level wizards (save DC 12 + spell level).
- Favored Class: Wizard.
- Level Adjustment: +2

## Rrassek (Lowest One)

Normally, asaath deal with genetic diseases by controlling breeding. Those born handicapped are relegated to a lesser part of society but protected as asaath nonetheless. Even an impaired asaath is considered superior to other races... as long as he is a productive member of society. In some of the smaller enclaves and more isolated tribes, however, significant inbreeding formed the rrasseki. Stubby tails, poor vision, lesser intelligence and poor health are all common to this breed.

Rrasseki exceed the tolerance of asaath law. They are considered unclean and offensive, and can be slain with impunity. Other asaath slay any rrasseki they encounter, though the creatures are already few in number.

The lowest ones live a nocturnal life, preferring to avoid any other races whenever possible. Magical training is uncommon and they lack the wealth or contacts to equip themselves with jewels as much as other breeds do. Otherwise their culture remains similar to the rest of the asaath race.

Coloration is more erratic than that of other breeds, often being splotchy or dull. Rrasseki are almost tail-less, having only a short nub incapable of making tail attacks. Lowest ones may not take Asaath Running.

## Rrassek Racial Traits

Lowest one traits are consistent with asaath pureborn, except for the following distinctions.

- +2 Dexterity, -2 Constitution, -2 Intelligence, -2 Charisma.
- A rrassek's base land speed is 30 ft.
- Rrasseki have no racial skill bonuses.
- Rrasseki cannot generate poison.
- *Spellcasting Ability (Ex)*: Lowest ones cast spells as 1st-level sorcerers (save DC 11 + spell level).
- Favored Class: Ranger.
- Level Adjustment: +0

## New Feats

### Adept of the Living Mysteries [General]

This feat is prized by those who study *si intthala* rites (see below). *Sihru* mendicants may show their students the path to mastering this feat, gaining otherwise unattainable insights into healing.

**Prerequisites:** Wis 13, Skill Focus.

**Benefit:** When selecting a Skill Focus feat for a Wisdom-based skill, you gain a +4 bonus instead of the normal +2 bonus. That skill also becomes a class skill.

### Asaath Running [General]

An asaath's limber physiology allows it to run faster than most humanoid. With some practice, an asaath is capable of amazing speeds.

**Prerequisites:** Muscular tail with length equal to at least 1/3 your height, digitigrade stance, Run.

**Benefit:** When running, you move six times your normal speed (if wearing light or no armor and carrying no more than a light load) or five times your speed (if wearing medium or heavy armor or carrying a medium or heavy load). You retain the bonus to Jump checks and Dex bonus to AC from the Run feat. In addition, if you make a jump after a running start, you increase the distance or height cleared by one half (this cannot exceed the maximum distance possible).

### Caudal Lure [General]

To attract prey, many snakes keep their bodies still or hidden but for the twitching tips of their tails. Asaath have adapted this trick to combat, their tails darting and wriggling to distract foes. Since an asaath tail can be used as a potent weapon, the trick is often convincing.

**Prerequisites:** Int 13, Dex 13, Combat Expertise, Improved Feint, flexible tail.

**Benefit:** You gain a +1 dodge bonus to Armor Class and your Dex bonus to Bluff checks when attempting an improved feint. You lose these bonuses under any condition that makes you lose your Dexterity bonus to Armor Class (if any). Dodge bonuses stack.

**Special:** A fighter may select Caudal Lure as one of his fighter bonus feats.

### Desert Adaptation [General]

Asaath are comfortable in warm conditions, but they do suffer in desert extremes. Over the ages, some desert asaath have become better equipped to survive in such a climate.

**Benefit:** You receive a +6 bonus to Fortitude saving throws for resisting the effects of heat and dryness (see "Heat Dangers" in Chapter 8 of the DMG).

**Special:** This can be taken only as a starting feat. Its effects may stack with the effects of Great Fortitude.

## Sheshss Script [Metamagic]

Ages of study of arcane lore have led to some advances in efficiency among asaatthi. One of the greatest is sheshss script. It is used both for magic and for concise record-keeping, though most asaatthi can understand it only with the aid of *read magic*. Ancient “reader stones” can project it in an easier-to-read format, at least in its mundane usage.

The writing is done in a tight, multidirectional series. Reading the script in mundane form often requires note paper, to unravel the various thoughts contained in the symbols. A reader stone is of great help. It takes about one minute to read 250 words in the mundane form, the same as with *read magic* and arcane writing. It takes twice as long to read sheshss script in arcane form due to its complexity.

Writing in any form of sheshss script takes four times as long as normal, primarily in writing out preliminary notes. Much of the challenge in writing sheshss lies in compressing text in such a way that it does not take an undue amount of time to read. Asaatth writing is related to sheshss but does not have its specialized qualities.

**Benefit:** Normal writing converted to sheshss takes up 1/6 the space that it would otherwise require (so six pages of text compress into one page). Arcane writing, such as scrolls and spellbooks, take up 1/2 the space they would normally.

Copying spellbook pages written in sheshss script costs 150 gp per page and 75 gp per page for extra copies, due to the dense writing. Only half as many pages are needed, however. This does not affect the cost of scrolls.

## Stilling Blood [General]

The growing cold of the Epoch of Lethene was disastrous to asaatth civilization. This technique, developed from observing animal hibernation, saw use by the beginning of the Epoch of Gulaben.

**Prerequisites:** Caster level 3rd, reptile.

**Benefit:** You enter a state of hibernation over the span of three hours, your heart rate and body temperature dropping dramatically. During this time, you have no need for sustenance and do not age. You retain a slight awareness of your surroundings (–10 circumstance penalty to Spot and Listen checks) but cannot move or otherwise react. You may cast a spell that does not require verbal or somatic components, but it has a 50% arcane spell failure chance. You suffer one hit point of damage after each year you hibernate and cannot heal naturally from any injuries during that time.

You may attempt to awaken once each day on a successful DC 20 Will save. Upon reaching 6 hit points, you must succeed at a DC 12 Fortitude save to awaken. You suffer a –5 penalty to all actions after

emerging from hibernation; this penalty lasts one hour for each year spent in hibernation.

## Strike of the Viper [General]

You draw your weapon and strike a foe with blinding speed.

**Prerequisites:** Proficient with weapon, base attack bonus +5, Quick Draw.

**Benefit:** If you Quick Draw a weapon to attack a flat-footed opponent, your weapon’s threat range is tripled. For example, using Strike of the Viper with a short sword, you threaten a critical hit on a roll of 15–20 instead of the normal 19–20; with a longbow, you threaten a critical hit on a roll of 18–20 instead of the normal 20.

**Special:** This feat requires drawing the weapon from its sheath in a sudden strike. As such, it cannot be performed more than once in the same encounter. The effect stacks with other feats like Improved Critical, but not with any other effect that expands a weapon’s threat range (such as the *keen edge* spell).

A fighter may select Strike of the Viper as one of his fighter bonus feats.

## Si Intthalaa Rites

The family of Sihru in Luusotek are the masters of sacred healing rites first developed from the oldest druidic rituals dedicated to Mormo. Over the generations, new rites were added and old ones modified as the worship of Mormo changed and the serpentfolk gained in learning. At their core, si intthalaa rites celebrate the verdant nature of life, and in this respect they are very much unchanged from the ancient libations to the Serpentmother.

## Bulwark of Life [General]

Your life energies are strong and controlled, making them less vulnerable to attack or injury.

**Benefit:** When taking ability damage, you reduce the amount suffered by 1. This can reduce the ability damage to 0 but not below 0.

**Special:** You may take this feat multiple times; its effects stack.

## Depths of Strength [General]

Your body withstands grave injury better than most, allowing you to stay alive despite grievous injury.

**Benefit:** You may be reduced by another –5 hit points before you die.

**Normal:** A character without this feat dies when reduced to –10 hit points (see the *Player’s Handbook*, Chapter 8).

**Special:** You may take this feat multiple times; its effects stack. If you also have the Diehard feat, you can continue taking partial actions until your



new death threshold and you do not die until you reach that threshold.

### Truth of Unity [General]

The Sihru teach this ancient secret to all who wish to learn it, for it is the sacred word of Mormo herself — all life, all knowledge, are but aspects of a single whole. It is their belief that so long as this “truth” is known, the Mother of Serpents can never truly die.

**Benefit:** You gain a +2 synergy bonus on Heal checks for every skill that you possess at 5 or more ranks (including the Heal skill).

### Technique Feats

The asaath warrior schools are among the oldest martial academies in the world, hearkening back to the foundation of Asaii Tthul in the Second Age. The schools’ time-honored techniques push the boundary between physical skill and arcane power and have contributed to the reputation of asaath as godlike warriors.

This section details some of the asaath styles and their techniques that other races are aware of through years of reconnaissance. The lists for each style are almost certainly incomplete. The ways of technique feats are guarded closely, and no asaath would willingly teach a non-asaath their secrets. Still, some few non-asaath are known to use some of these techniques.

Technique feats are available to any asaath affiliated with the appropriate school and who meets the feat’s requirements. Only samurai (or fighters, if you choose not to use *Oriental Adventures*) and certain asaath prestige classes (see Appendix One) may use their bonus feats to learn technique feats.

### Alyeeth Kassuk Style

Though conceived as a defensive form, alyeeth kassuk works through subterfuge, deception and knowledge of one’s opponents. “Strike first and strike last” is the motto of its students, while masters of the art prefer the more elegant affirmation “strike but once.” Alyeeth kassuk, or “the sword that is not,” acknowledges that a skilled swordsman relies increasingly on his weapon skills, sometimes even to the detriment of his natural talent. By removing that foundation, a practitioner of this style renders her foe vulnerable and learns to avoid the same pitfall herself.

Alyeeth kassuk works well on its own, though many practitioners supplement it with attack powers reliant on stealth and speed. Sneak attack and Strike of the Viper are common abilities among the alyeeth kassukya. Those with arcane leanings make a point to prepare *true strike* so as to drive the point (quite literally) home.

All techniques of the alyeeth kassuk style require a successful Bluff (feint) check against your opponent. Those that apply to multiple foes can be used simultaneously against a number of opponents equal to your Charisma modifier (minimum 1).

### False Is the Blademaster [Asaath Technique]

Each style teaches the student to look at her surroundings in a particular way. By understanding where your opponents focus their attentions, you can stay in their “blind spots.”

**Prerequisites:** Int 13, Bluff 6 ranks, This Is a Lie, base attack bonus +7.

**Benefit:** You disappear from perception, not just from view. Only your weapon remains visible. All attacks against you suffer a 50% miss chance unless your obfuscation is defeated by *true seeing* or a similar effect. You are not invisible per se, and spells such as *invisibility purge* do not dispel this technique. This is a mind-altering supernatural effect.

**Special:** Maintaining this technique requires a successful Bluff check to feint against your opponent, determined at the start of each round you wish to maintain the effect. It applies against multiple foes.

### False Is the Stance [Asaath Technique]

You have learned to turn your opponents’ skills against them — the stronger their stance, the weaker they become.

**Prerequisites:** Int 13, Bluff 9 ranks, False Is the Blademaster, base attack bonus +7.

**Benefit:** Opponents fighting you in melee suffer a penalty to Armor Class equal to your Charisma modifier. This penalty cannot exceed each foe’s base attack bonus. This is an extraordinary ability.

**Special:** Maintaining this technique requires a successful Bluff check to feint against your opponent, determined at the start of each round you wish to maintain the effect. It applies against multiple foes.

### False Is the World [Asaath Technique]

One of the alyeeth kassuk’s ultimate techniques, this feat traps your opponent in a “false world” based on the narrow teachings of his fighting style. A fighter who actually survived its use describe his opponent as “dissolving in a shower of petals, while the landscape changed to resemble a stylized painting.”

**Prerequisites:** Int 13, Bluff 12 ranks, False Is the Stance, base attack bonus +9.

**Benefit:** You gain a +1 technique bonus on all attack rolls, damage rolls and Armor Class against your opponent in melee combat for every feat that

he possesses which affects his attack roll, damage roll, Armor Class or the manner in which he may attack (such as Whirlwind Attack). This includes any technique feats, regardless of their benefit, and applies separately to each opponent you face in melee. This is a mind-altering supernatural ability.

**Special:** Maintaining this technique requires a successful Bluff check to feint against your opponent, determined at the start of each round you wish to maintain the effect. It applies against multiple foes.

### My Lie Is Strong [Asaatth Technique]

You have focused your skill at feinting to the point of flawless execution.

**Prerequisites:** Int 13, Bluff 6 ranks, This Is a Lie, base attack bonus +5.

**Benefit:** You count your Bluff rank as doubled when making a Bluff check to feint in combat. This is an extraordinary ability.

### This Is a Lie [Asaatth Technique]

You have learned to deceive through your fighting style.

**Prerequisites:** Int 13, Combat Expertise, Improved Feint, base attack bonus +5.

**Benefit:** You can make a Bluff check to feint in combat as a free action. This is an extraordinary ability.

### Your Lie Is Weak [Asaatth Technique]

You have focused your skill at countering feints to the point of flawless execution.

**Prerequisites:** Int 13, Sense Motive 6 ranks, This Is a Lie, base attack bonus +5.

**Benefit:** You count your Sense Motive rank as doubled when making a Sense Motive check to counter a feint in combat. This is an extraordinary ability.

### Taasuden Style

A beautifully choreographed display, taasuden — “anvil of wind” — uses precision and speed to build up a dense mass of air along the forward edge of the practitioner’s weapon. Folded much like the steel in a sword, that air can generate sufficient force to kill. The key to the taasuden style is speed: the faster the weaponmaster, the deadlier his weapon. Taasuden students favor such feats as Dodge, Expertise, Improved Bull Rush, Mobility, Quick Draw, Run, Strike of the Viper and Whirlwind Attack.

### Dance as the Wind [Asaatth Technique]

The practitioner first learns to become “as the wind” — graceful and fluid without beginning or end. This technique fosters the ability to generate the speed so integral to the taasuden style.

**Prerequisites:** Dex 13, Int 13, base attack bonus +3, melee weapon.

**Benefit:** You gain a +1 technique bonus to your initiative at the start of combat. This increases by an additional +1 each subsequent round to a maximum of double your starting initiative. This bonus is lost if you delay, ready or do not attack during any round.

### Grow as the Gale [Asaatth Technique]

Your weapon weaves a complex pattern, wrapping the very air around it in an extension as deadly as the weapon itself.

**Prerequisites:** Dex 13, Int 13, base attack bonus +9, Dance as the Wind, melee weapon.

**Benefit:** After 5 rounds of sustained combat, your threat range increases by 5 feet. This continues every 5 rounds, to a maximum of double your original threat range.

### The Wind Cuts All [Asaatth Technique]

A difficult technique even for masters of the style, this is the taasuden’s rebuttal to slow, heavily armored juggernauts.

**Prerequisites:** Dex 16, Int 13, base attack bonus +9, Dance as the Wind, The Wind Cuts Deeply, melee weapon.

**Benefit:** When attacking a target who has a lower initiative, you gain a bonus to damage equal to the difference between your initiatives. This bonus cannot exceed your Dexterity modifier.

### The Wind Cuts Deeply [Asaatth Technique]

The classic taasuden technique, your weapon weaves through the air, folding wind before it to strike with great precision.

**Prerequisites:** Dex 16, Int 13, base attack bonus +6, Dance as the Wind, melee weapon.

**Benefit:** Your threat range is doubled when you attack a target who has a lower initiative. The effect stacks with Improved Critical, but not with Strike of the Viper or any other effect that expands a weapon’s threat range (such as the *keen edge* spell).

### The Wind Denies You [Asaatth Technique]

The current master of taasuden, Tsunaa, added this new technique as a defensive measure. It uses the air cushion to block and deflect incoming attacks.

**Prerequisites:** Dex 13, Int 13, base attack bonus +6, Dance as the Wind, melee weapon.

**Benefit:** You gain damage reduction 1/– at the start of combat against any attack that does not exceed your AC by at least 10. This increases by an additional +1/– each subsequent round to a maximum equal to your base attack bonus.

## Utaan Ite Style

Among the oldest surviving fighting forms known to modern asaatthi, utaan ite, or “focus of unity,” is as acclaimed for its lethal techniques as it is for its difficulty to master. Utaan ite teaches its students to use two disparate weapons, in the process negating the respective weakness of each and enhancing the strength of both. Feats often favored by utaan itekyaa include Two-Weapon Defense, Two-Weapon Fighting, Greater Two-Weapon Fighting and Improved Two-Weapon Fighting.

### As Night and Day [Asaatth Technique]

The practitioner learns to wield his weapons “as night and day” — two halves of an inseparable whole.

**Prerequisites:** Dex 13, Int 13, base attack bonus +6, two melee weapons.

**Benefit:** When wielding a melee weapon in each hand (but not a double weapon), you may use the more favorable qualities of each weapon for all attacks. For instance, if you are using a rapier and a heavy lance, each attack deals 1d8 damage (the heavy lance’s damage), threatens a critical on 18–20 (the rapier’s critical threat range), deals x3 damage on a successful critical (the heavy lance’s multiplier), has 10 ft. reach (the heavy lance) and can still attack adjacent opponents (since the rapier has no such restriction).

**Special:** This technique gives no special proficiency in using two weapons beyond what is noted above. You still suffer the standard penalties for using two weapons.

### Pattern of Twin Heavens [Asaatth Technique]

This master technique evolved from an exercise promoting meditative tranquility. Sweeping both weapons in a series of hypnotic patterns caused others nearby to become entranced. The utaan itekyaa believe the power behind this technique comes from one’s “warrior spirit” — and the stronger one’s spirit, the more potent this technique.

**Prerequisites:** Dex 13, Int 13, base attack bonus +12, As Night and Day, Two Suns Rise, Two Moons Shadow, two melee weapons.

**Benefit:** As long as you wield two melee weapons, all opponents within 60 feet who have fewer Hit Dice than your own level by eight or more cannot attack you. This is a visual, mind-altering effect.

### Two Moons Shadow [Asaatth Technique]

Like twin moons, one eclipsing the other, each of your weapons conceals the movements of its partner. Defenders see only the obvious threat, and that is when the hidden one strikes.

**Prerequisites:** Dex 13, Int 13, base attack bonus +9, As Night and Day, two melee weapons.

**Benefit:** You negate your target’s dodge and insight bonuses to AC when you attack with two melee weapons.

### Two Suns Rise [Asaatth Technique]

Like twin suns upon a single horizon, your strikes flash in twin attacks.

**Prerequisites:** Dex 13, Int 13, base attack bonus +9, As Night and Day, two melee weapons.

**Benefit:** When attacking with two melee weapons, as long as one attack roll hits, both attacks hit.

## Variant: Weapon Familiars

Many asaatthi consider their weapons as more than mere tools, more even than mere treasures. They are links to an ancient past, items passed down from asaatth to asaatth through so many generations that the metal of their blades has outlived the mountains from which that metal was extracted. Such items abound with power, but it is a subtle strength more mystical than sorcerous. The asaatthi call it yhai tonsaatth, or the “soul of my ancestors.”

Each “weapon soul” is linked to the current user (though rare exceptions exist). A common thread runs through the generations, but the weapon’s soul grows and changes with each new owner. Thus the weapon is like a newborn babe when first awakened to a new wielder — fresh and full of promise and with nothing of its past life to enhance (or sully) its current incarnation.

The exceptions are those weapons whose masters were so great that the weapon’s souls likewise flared into full sentience. The souls of these weapons burn after their mighty masters’ souls have vanished from existence. Though loyal to a named successor, such yhai tonsaatth test the aspirant to ensure his worth. The rewards are well worth the rigors, for these weapons are fantastic in power and wisdom.

Being worthy of wielding a weapon familiar requires the purchase of the Weapon Familiar feat.

Weapon familiars are considered a variant rule. As with variants in the DMG, the GM and players should agree whether to incorporate weapon familiars into their campaign.

### Weapon Familiar [General]

You have learned to awaken the latent soul of your weapon and imbue it with a fragment of your own. This newly awakened entity becomes a loyal ally and friend.

**Prerequisites:** Weapon Focus (chosen weapon), Weapon Proficiency (chosen weapon), one of Summon Familiar ability or Weapon Specialization (chosen weapon) or Ancestral Daisho ability (see OA, Chap-

ter 2: Classes, “Samurai”), chosen weapon must be masterwork or better, GM’s permission.

**Benefit:** Your chosen weapon “awakens” and becomes linked to you as a familiar otherwise identical to more traditional familiars (see “Familiars” in the *Player’s Handbook*, Chapter 3: Classes). A character may have only one weapon familiar at any one time, and its loss (either through destruction or dismissal) costs the character 500 experience points per character level. A lost weapon familiar cannot be replaced for a year and a day, and a quest or deed of some sort is required before such a replacement can be made.

Each weapon familiar confers certain abilities to its master as per Table 3–4: Weapon Familiars. These abilities function only as long as the weapon is wielded or is accessible on the master’s person.

**Special:** Weapon familiars are bonded for life and cannot be transferred. When the master dies, the weapon’s soul enters a new karmic cycle and its abilities are lost. Those weapons that undergo *ascension* (see below), however, have souls that are so strong that they leave the karmic cycle altogether. Such weapons outlive their masters and retain all their memories and abilities. In such a case, the master may designate an heir, or, failing that, the weapon may choose a new master (assuming it desires one).

A weapon familiar takes the place of a normal familiar — a character can have only one, not both.

Unlike other intelligent items, weapon familiars never enter duels of wills with their masters regardless of their ego scores. They reject use by any being other than their designated master, however (see “Intelligent Items” in the *DMG*, Chapter 7: Magic Items).

**Weapon Familiar Ability Descriptions:** In addition to the conferred abilities in Table 3–4, the weapon familiar gains special abilities based on its master’s character level as per Table 3–5: Weapon Familiar Special Abilities. Unless otherwise noted, these abilities are not contingent on the weapon being wielded or being on the master’s person.

*Lesser Awakening (Ex):* When a weapon’s sentience is first awakened, an amalgam is created of its past lives and the will of its current master. It gains the master’s alignment and views on major issues. In many ways, the weapon takes to its master like a good child to a parent. It gains Intelligence, Wisdom and Charisma scores as noted in Table 3–5, as well as an ego.

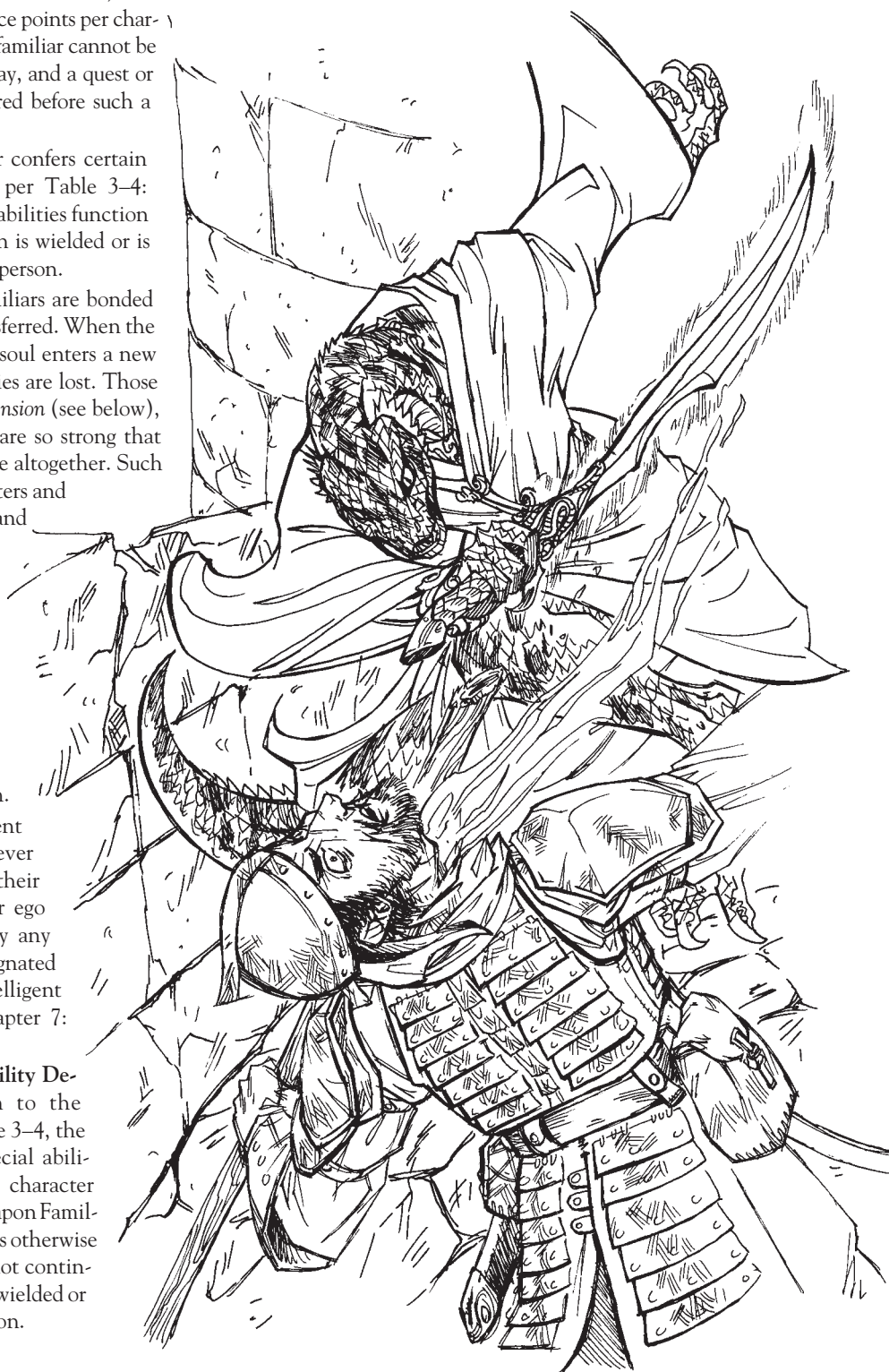


Table 3–4: Weapon Familiars

Familiar	Benefit to Master
Bastard sword, greatsword, katana, longsword, short sword, two-bladed sword, wakizashi	+2 to Sense Motive
Dagger, kukri	Gain Improved Initiative
Falchion, rapier, scimitar	+2 to Bluff for feints
Glaive, long spear	May attack adjacent foes with this weapon as though it were a club
Longbow, shortbow	Vision range doubles
Quarterstaff	+2 to Wisdom
Scythe	+2 to all saving throws against death effects; saves against master's death spells are at +1 DC

*Share Spells (Su)*: The master may choose to have any spell he casts on himself affect his weapon familiar also, as long as the familiar is at hand or accessible on his person. All noninstantaneous effects are lost if the weapon familiar is separated and are not restored even if the master regains his weapon. Additionally, the master may cast a spell with target “you” on his weapon familiar instead of himself.

*Empathic Link (Su)*: Master and weapon communicate through vague impressions and imagery (though filtered through the familiar's childlike intellect). This power is imprecise, and the “dialog” is shrouded in poetic metaphor. Master and weapon must be within 1 mile of each other.

*Touch (Su)*: The weapon can deliver touch spells for its master, as long as the master designates the weapon as the one touching and holds the weapon when the spell is cast. Ranged weapons (such as arrows used with a bow familiar) can benefit from this ability but lose the spell if they stray more than 30 feet from the master. The touch spell dissipates if the master casts another spell.

*Speak With Master (Su)*: This ability allows the weapon and master to communicate with clarity. The weapon and master can either communicate telepathically at up to a 1-mile range, or the weapon can emit hums, chimes or other such sounds that the master understands as a language (others require *comprehend languages* or similar magic to understand it). This ability cannot be used to share senses.

*Greater Awakening (Ex)*: A weapon that undergoes the great awakening enters the realm of legend (much as its master does). The event is marked by all manner of celebration, ranging from gala feasts to sessions of deep meditation. It is in many ways a “coming of age” for the weapon, as it sheds the naiveté of its “childhood.”

If it has been treated well and used honorably, the weapon remains forever loyal to the master who has cared for it. Otherwise it forsakes its master, even turning upon him. Whether loyal or rebellious, the weapon familiar begins developing views of its own. It may change alignment at this time (at the GM's discretion).

Table 3–5: Weapon Familiar Special Abilities

Master's Character Level	Hardness	Int, Wis, Cha	Special
1–2	+1	6	Lesser awakening, share spells, empathic link
3–4	+2	7	Touch
5–6	+3	8	
7–8	+4	9	Speak with master
9–10	+5	10	
11–12	+6	11	Greater awakening, spell resistance
13–14	+7	12	<i>Scry on familiar</i>
15–16	+8	13	
17–18	+9	14	
19–20		15	
21–22		16	Ascension

This table continues indefinitely. The weapon's Intelligence, Wisdom, and Charisma scores continue to increase by 1 for every two master levels (i.e., 17 at 23rd level, 18 at 25th level, 19 at 27th level).

*Spell Resistance (Ex):* The familiar gains spell resistance equal to the master's character level + 5.

*Scry on Familiar (Sp):* The master may scry on the familiar as the spell cast by a wizard of level equal to the master's character level.

*Ascension (Ex):* As with any self-aware consciousness, a weapon familiar may achieve a moment of epiphany when all the universe's secrets are laid bare. Weapons that undergo such transformations are tremendously rare (as are the heroes who wield them). These are the weapons that smite unworthy masters, that slay demons and gods, and after which all smiths strive to model their creations. They are, in essence, deities among weapons.

An ascended weapon familiar is considered an artifact and its intelligence becomes immortal unless the weapon is destroyed. Even if its master is somehow slain, the weapon retains all of its abilities and knowledge (including memories).

No ascended weapon from before the last Cataclysm remains in the possession of asaatthi. The recovery of any such a treasure would be a boon of unprecedented proportions.

## Weapon Familiar Feats

Great and terrifying are the fighting arts of the asaatthi, refined as they have been over the millennia. Yet wondrous too are the arts of the serpentfolk that exalt not the use of weapons, but the weapons themselves. These are quantified in weapon familiar feats, lore that warriors employ to enhance the strength of their yhai tonsaath. Though purchased by the character, these feats apply to his weapon familiar.

Weapon familiar feats are selected as normal when you gain a new feat slot. A fighter, samurai or wizard may select weapon familiar feats as bonus feats when appropriate. While asaatthi from all classes may possess weapon familiars, serpentfolk of these three classes hone their ancestral souls to their greatest expression. Weapon familiars are also the hallmark of the ancestral warrior and paragon warrior prestige classes (see Appendix One).

### The Edge Is True [Weapon Familiar]

Your weapon familiar's self-awareness fortifies its attacks and defenses.

**Prerequisites:** Weapon Familiar, The Path of Strength.

**Benefit:** If your weapon familiar is not the correct type to bypass a target's damage reduction, the target must reduce the damage it ignores by an amount equal to the weapon familiar's damage modifier. For example, a target with damage reduction 10/silver struck by a weapon familiar with Int 15 applies only DR 8 against the weapon familiar's damage result.

Also, your weapon familiar adds its Intelligence modifier to its hardness for determining if it can be damaged by (or can damage) another weapon.

### Eye of a Thousand Wisdoms [Weapon Familiar]

As an instrument of magic, your weapon familiar can detect its presence.

**Prerequisites:** Great awakening weapon familiar ability, Eye of Honor.

**Benefit:** At will, your weapon familiar may *detect magic* as a spell-like ability as if cast by a wizard equal to your character level.

### Eye of Honor [Weapon Familiar]

Your weapon familiar is an instrument of honor and can sense the vagaries of ethics and morality in those around it.

**Prerequisite:** Weapon Familiar.

**Benefit:** At will, your weapon familiar may *detect evil, law, chaos or good* as a spell-like ability as if cast by a wizard equal to your character level.

### Eye of the Single Truth [Weapon Familiar]

Your weapon familiar is an instrument of ultimate truth, perceiving and acting upon it with each moment of its existence.

**Prerequisites:** Ascension weapon familiar ability, Eye of a Thousand Wisdoms.

**Benefit:** At will, your weapon familiar may *detect secret doors, detect thoughts* and use *clairaudience/clairvoyance* as a spell-like ability. Once per week it may perform one of the following as a spell-like ability: *divination, true seeing, find the path, legend lore, discern location* and *foresight*. Each functions as if cast by a wizard equal to your character level.

### Fortune of Action [Weapon Familiar]

Your weapon familiar is no longer a passive tool.

**Prerequisites:** Weapon Familiar, weapon familiar's Int 10.

**Benefit:** At will, your weapon familiar may use *telekinesis* as a spell-like ability as if cast by a wizard equal to your character level.

### Fortune of Magic [Weapon Familiar]

This is a popular feat among the asaatthi, who see it as a point of honor to develop the legacy of magic within their familiars.

**Prerequisites:** Weapon Familiar, weapon familiar's Int 10.

**Benefit:** You may choose one 0-level to 3rd-level spell from the sorcerer/wizard spell list. This spell becomes a supernatural ability as if cast by a wizard equal to your character level. Your weapon familiar may use it a number of times per day equal to 3 + its Intelligence modifier (minimum of 1/day).

If your weapon familiar has the ascension familiar ability, you may instead choose one 4th-level to 6th-level spell from the sorcerer/wizard spell list.

**Special:** If your weapon also possesses Manifest Loyal Offerings, it can cast any spell with the target “You” on you.

You may gain this feat multiple times. Each time you select a new spell.

### Fortune of Motion [Weapon Familiar]

Your weapon familiar is no longer inanimate.

**Prerequisites:** Weapon Familiar, weapon familiar’s Int 10.

**Benefit:** At will, your weapon familiar may have *fly* as a supernatural ability as if cast by a wizard equal to your character level.

### Fortune of Prowess [Weapon Familiar]

Your weapon familiar gains a particular capability.

**Prerequisite:** Weapon Familiar.

**Benefit:** Your weapon familiar gains and may confer a particular feat, regardless of any non-feat prerequisites. Any feat requirements apply as normal to the one using it (you or the weapon familiar). Your weapon familiar cannot both use and confer the same feat simultaneously.

Though Fortune of Prowess is an exceptional ability, any feats noted as spell-like or supernatural in their descriptions must conform to the restrictions for such abilities (such as being dispelled in an *antimagic field*).

**Special:** You may gain this feat multiple times. Each time you select a new feat which your weapon gains and can confer.

### Fortune of Speech [Weapon Familiar]

Your weapon familiar can talk.

**Prerequisite:** Weapon Familiar.

**Benefit:** Your weapon familiar can communicate in any language it knows. Most weapons flash runes and sigils across their blades, though simulating speech through “singing” or “humming” is common as well.

### Knowing the Master’s Heart [Weapon Familiar]

Your weapon becomes aware of your deepest desires. It does nothing to counter your goals as long as it is able, even if you are forced to do otherwise by magic or other coercion.

**Prerequisite:** Greater awakening weapon familiar ability.

**Benefit:** Your weapon familiar uses its abilities in as effective and intelligent a manner as possible to achieve your goals. Essentially, this allows you to determine your weapon familiar’s actions even if your character cannot (for example, if your character is

under the effects of a spell or has been rendered unconscious).

### Loyal Offerings [Weapon Familiar]

Beyond vague empathy, your weapon can now share its senses directly with you.

**Prerequisite:** Weapon Familiar.

**Benefit:** At will, your weapon familiar can share its perceptions (including those granted by supernatural or spell-like abilities) with you, as long as you are within 1 mile of each other. This is a supernatural ability.

### Manifold Loyal Offerings [Weapon Familiar]

Beyond simple senses, your weapon may confer its powers directly on you.

**Prerequisites:** Greater awakening weapon familiar ability, Loyal Offerings.

**Benefit:** Your weapon familiar can confer its spell-like and supernatural abilities to you, as long as you wield it or it is accessible on your person.

### Offerings Returned [Weapon Familiar]

Your weapon embodies a spell domain and becomes a wellspring of its power.

**Prerequisites:** Ascension weapon familiar ability, Manifold Loyal Offerings.

**Benefit:** Choose a spell domain. Once per day as a supernatural ability, your weapon may cast each of the spells in that domain as a caster equal to your current character level (a weapon without a current master uses the highest character level that its last master achieved prior to death). These spells are considered deity level, meaning they are not subject to an *antimagic field*, among other effects.

Alternatively, your weapon can grant the ability to cast these spells to a single target on the same plane as itself. The target is treated as a cleric of level equal to its Hit Dice for purposes of determining if it can cast the spell (for example, only a 5th-level or higher cleric can cast a 3rd-level spell, so the target must have a minimum of 5 Hit Dice to cast a granted 3rd-level domain spell). The target must also possess a Wisdom score of at least 10 + the spell’s level in order to cast the spell.

Each sunrise or sunset (determined when you take this feat), you choose which version of the ability that your weapon familiar expresses. Your weapon is bound to this decision for 24 hours.

### The Path of Knowledge [Weapon Familiar]

While all weapon familiars gain increasing awareness with the passage of experience, some go even further and acquire true skill.

**Prerequisite:** Weapon Familiar.

**Benefit:** Your weapon familiar has 6 skill ranks that it can allocate among Craft, Knowledge (any

skill) and Sense Motive. No skill may have more ranks than 3 + your character level. Knowledge and Sense Motive function as normal. The weapon may use Craft to magically repair any damage it has sustained, just as if it had the necessary equipment and raw materials.

If your weapon possesses the greater awakening familiar ability, you may also choose from Perform, Speak Language and Spellcraft. A weapon familiar with ranks in Speak Language cannot communicate without magical means unless it also possesses the Fortune of Speech feat; the skill grants understanding only.

If your weapon possesses the *ascension* familiar ability, ranks may be allotted to any skill — it has transcended its nature and can master the abilities which other sentient beings take for granted.

**Special:** If your weapon familiar possesses this feat as well as the greater awakening ability, it can use Intelligence-, Wisdom- and Charisma-based skills untrained if the skills allow it.

You may gain this feat multiple times. Each time your weapon gains an additional 6 skill ranks to allocate.

### The Path of Strength [Weapon Familiar]

Your weapon familiar's physical form become stronger.

**Prerequisite:** Weapon Familiar.

**Benefit:** Your weapon familiar gains +1 hardness and +10 hit points. If your familiar possesses the Craft skill it can repair itself magically even if reduced to below 0 hit points. As long as a fragment of it larger than a grain of sand remains, it can use this ability.

**Special:** You may gain this ability multiple times. The effects on hardness and hit points stack.

### Strength of the Blade's Soul [Weapon Familiar]

You enhance the strength of your weapon's soul and your own through intensive meditation.

**Prerequisites:** Wis 13, Weapon Familiar.

**Benefit:** Your weapon familiar has 2 points that you can add in any fashion to its ability scores. Also, you gain a +1 luck bonus to all Will saves as long as you wield your weapon familiar.

**Special:** Two alternate versions of this feat exist. "Strength of the Blade's Steel" has a prerequisite of Con 13 instead and grants a +1 luck bonus to Fortitude saves. "Strength of the Blade's Grace" has a prerequisite of Dex 13 instead and grants a +1 bonus to Reflex saves. Each is otherwise identical to Strength of the Blade's Soul.

You may gain all three versions of this feat multiple times. Their effects stack.

### To Kill No More [Weapon Familiar]

As a true mark of sentience, your weapon can elect to rebel against its nature, altering and even negating its inborn design to kill.

**Prerequisites:** Greater awakening weapon familiar ability.

**Benefit:** At will, your weapon familiar can convert its damage between nonlethal and lethal damage as a free action. Also as a free action and after damage is rolled, your weapon familiar can reduce the amount of damage it actually inflicts, to a minimum of 0. This is a supernatural ability.

## Variant: Loci

When a spellcaster prepares his spells, he essentially casts all but a last "trigger" for each one. He stores the incomplete spells within himself, unleashing them at some later point with the necessary gestures or phrasing. The asaath learned long ago how to combine these incomplete spell energies to create new mystic effects. They manipulated the energies with their minds, fitting them together in different combinations. Each new mystic construct held a power all its own, greater than the individual spell energies comprising it. As long as these spells remained unused — in other words, prepared but uncast — the mystic construct remained active. This construct was called a "locus" and was the first step along the asaath path of "greater magic" that was said to lead the way to the "true magic" of the titans.

Loci as described in this section are considered a variant rule. As with variants in the *DMG*, the GM and players should agree whether to incorporate loci into their campaign.

### Locus Feats

Loci are presented as feats. As such, they are available only when a character meets the prerequisites and has an appropriate feat slot available. You can use a locus to fill a general feat slot or to fill a bonus metamagic or item creation feat.

To learn a locus, a character must know all the spells listed under its prerequisites (as well as meeting any other listed prerequisites). A locus then offers the character a benefit as long as one of two conditions are met:

- The caster has prepared *and* left uncast *all* the spells listed in the locus prerequisites. (In other words, as a wizard normally prepares his spells.)
- The caster can spontaneously cast *all* the spells listed in the locus prerequisites. This includes knowing the spells *and* having the necessary spell slots available. (In other words, as a sorcerer normally prepares her spells.)



Each locus described below is considered “active” as long as every spell in the locus remains prepared and uncast (or the necessary spell slots remain available), thereby bestowing its benefits upon the caster. Preparing a locus requires 5 minutes (even for spontaneous spellcasters) and is done at the time a character prepares his spells.

For example, the Lightning Spark locus feat lists the prerequisite spells *light* and *shocking grasp* (x2). To have Lightning Spark active, a wizard must have prepared (but not cast) these three spells, while a sorcerer must have at least learned them and must have one 0-level spell slot and two 1st-level spell slots available.

Casters who must prepare spells (such as wizards) can commit each spell to only a single locus at a time. For example, a caster knows two loci, both of which require a prepared *magic missile*. The caster has prepared all the other prerequisite spells for each, but he has only one prepared *magic missile*. He must choose to which locus he'll assign the prepared *magic missile*. That locus becomes “active” and grants its stated benefit. Lacking its own prepared *magic missile*, the other locus remains incomplete and grants no benefits. The caster can reassign *magic missile* to the incomplete locus (assuming its other prerequisite spells remain uncast), but then the first locus is rendered “inactive.”

Casters who cast spells spontaneously (such as sorcerers) do not need to commit to a single locus. Consider the example above but with a spontaneous spellcaster. Assuming all other prerequisites are met (including having all necessary spell slots available), she must simply know *magic missile* and have one 1st-level spell slot available to have both loci active at once. If a locus calls for “*magic missile* (x3),” the spontaneous spellcaster must still have at least three available 1st-level spell slots to keep the locus active.

Being assigned to a locus does not interfere with a spell's regular casting. It remains a prepared spell — or available spell slot, as appropriate to the caster — and can be used at the caster's discretion. The moment the spell is cast — or that enough spell slots are no longer available — the locus becomes incomplete and ceases to function. Veteran casters often prepare multiples of key spells so that they can cast the spell if need be without having to “shut down” a locus.

All locus feats are considered supernatural abilities unless noted otherwise in a specific description.

## Saving Against Loci

Locus feats have spell-like effects, many of which offer targets a saving throw. Unless otherwise indicated in a locus feat's description, a saving throw against your locus has a DC of 10 + 1/2 your character level + your bonus for the relevant ability (Intelli-

gence for a wizard; Charisma for a sorcerer or bard; Wisdom for a cleric, druid, paladin or ranger).

## Arcane Locus Feats

### Dance of the Serpent [Locus]

You gain social prowess, becoming incredibly inspiring — or incredibly intimidating — as you see the need.

**Prerequisites:** Prepared or spontaneous ability to cast *charm person*, *ray of enfeeblement*, *hypnotic pattern* and *Tashaa's hideous laughter*, Knowledge (arcana) 8 ranks, Spellcraft 8 ranks.

**Benefit:** You gain a +2 competence bonus to all checks relating to social interaction. Also, whenever you generate a morale bonus or penalty, you may adjust the bonus by an additional +2 or the penalty by an additional -2 (as appropriate).

### Enlightened Weapon of the Soul [Locus]

You can preserve the strength of your will in the weapon you create. The stronger your self-discipline, the more powerful your creation.

**Prerequisites:** Have prepared or have spontaneous ability to cast *magic missile*, *magic weapon*, *prestidigitation* and *Tensor's floating disk*, Knowledge (arcana) 10 ranks, Spellcraft 10 ranks, Wis 13, Weapon of the Soul.

**Benefit:** This feat functions as per Weapon of the Soul, but the weapon you summon has an enhancement bonus equal to your Wisdom modifier.

### Hand of Radiance [Locus]

You can command the essence of light, shaping it to your will. It is believed that asaath wizards co-opted this locus from the slarecians following that race's destruction.

**Prerequisites:** Prepared or spontaneous ability to cast *light* (x3), Knowledge (arcana) 5 ranks, Spellcraft 5 ranks.

**Benefit:** You may touch an object and cause it to glow as though emitting natural sunlight. The target can be no larger than your size and no heavier than your standard carrying capacity. This may require a touch attack and permits the target a Fortitude save to negate the locus's effect.

In addition, as a full-round action you may sculpt light as though it were clay. You can alter the path of a shaft of light, create objects of solid light and render a minor object invisible (no larger than Diminutive and no heavier than 5 pounds) by bending the light around it.

You can have a number of Hand of Radiance effects active at once equal to your Int bonus (any combination of light-emitting targets and sculpted light). Each lasts for 1 hour or until you dispel it (this is a free action).

### Lightning Form [Locus]

With this potent locus, you can transform objects into pure electricity.

**Prerequisites:** Have prepared or have spontaneous ability to cast *light*, *shocking grasp* and *lightning bolt*, Knowledge (arcana) 10 ranks, Spellcraft 10 ranks, Hand of Radiance, Lightning Spark.

**Benefit:** You may transform a nonliving, nonmagical object that you hold into pure electricity. The object can be no larger than a two-handed melee weapon and allows a Fortitude save to negate the locus's effect if the object is capable of such saves.

You wield the transformed object as a melee weapon otherwise identical to a longsword or quarterstaff (your choice) or hurl it as a javelin. The damage is consistent with the weapon type but applies as electrical damage. The power of the locus maintains the weapon's shape, resulting in no collateral effects as long as you hold it (such as shocking those who touch it). If you lose contact with the transformed object for more than one round, however, it explodes in a 10-foot radius for 5d6 points of electricity damage (Reflex half).

An object cannot be restored to its original state once it is transformed, but you can dissipate the electrical energy harmlessly as a free action.

**Special:** Two alternate versions of this locus exist, each of which must be purchased separately. Fire Form replaces the *shocking grasp*, *lightning bolt* and Lightning Spark prerequisites with *burning hands*, *fireball* and Searing Ember, respectively (it transforms the object into fire and deals fire damage). Frost Form replaces the *shocking grasp*, *lightning bolt* and Lightning Spark prerequisites with *chill touch*, *sleet storm* and Frostbite (it transforms the object into bitter cold and deals cold damage). These loci are otherwise identical to Lightning Form, including the Fortitude save to negate the transformation.

### Lightning Spark [Locus]

This locus feat refines the manipulation of energy from Hand of Radiance, allowing you to imbue objects with electrical essence.

**Prerequisites:** Have prepared or have spontaneous ability to cast *light* and *shocking grasp* (x2), Knowledge (arcana) 8 ranks, Spellcraft 8 ranks, Hand of Radiance.

**Benefit:** With a touch, you may infuse a nonliving object with an electrical charge. The target can be no larger than your size and no heavier than your standard carrying capacity. This may require a touch attack and permits the target a Fortitude save to negate the locus's effect.

The target releases its charge on the next living thing that it touches (other than you). The effect is the same as with *shocking grasp*, except that a victim can make a Fortitude save to negate the effect.

You can have a number of Lightning Spark effects active at once equal to your Int bonus. Each lasts for 1 week, until discharged or until you dispel it (this is a free action). The initial charge via Lightning Spark is a supernatural ability, but the discharge is considered an extraordinary ability.

**Special:** Two alternate versions of this locus exist, each of which must be purchased separately. Searing Ember replaces the *shocking grasp* prerequisite with *burning hands* (it discharges a scalding hot blast that deals fire damage identical to *shocking grasp*). Frostbite replaces the *shocking grasp* prerequisite with *chill touch* (it discharges a sudden, intense freeze that deals cold damage identical to *shocking grasp*). These loci are otherwise identical to Lightning Spark, including the Fortitude save to negate the discharge.

### Majesty of the Serpent [Locus]

Such is the wonder — and terror — you inspire that your voice crackles with thunder and your eyes flash with lightning. The very sky seems to darken or clear to reflect your moods.

**Prerequisites:** Prepared or spontaneous ability to cast *control weather*, *hypnotic pattern*, *prestidigitation* and *Tashaa's hideous laughter*, Knowledge (arcana) 10 ranks, Spellcraft 10 ranks, Cha 13, Dance of the Serpent.

**Benefit:** You gain a +4 competence bonus to all checks relating to group social interactions, or a +8 competence bonus when focusing your attention on a single target. Also, whenever you generate a morale bonus or penalty, you may adjust the bonus by an additional +4 or the penalty by an additional -4 (as appropriate).

### Move Without Motion [Locus]

You can disorient your opponents by dodging “between moments,” disappearing and reappearing faster than their senses can follow.

**Prerequisites:** Prepared or spontaneous ability to cast *blink*, Knowledge (arcana) 8 ranks, Spellcraft 8 ranks.

**Benefit:** You gain a +2 dodge bonus to Armor Class and cannot be flanked. You may also take the Dodge feat multiple times. You cannot stack the effects of multiple Dodge feats, but each can be applied to a different opponent and grants a +2 dodge bonus to Armor Class rather than the usual +1 bonus.

**Special:** If you gain a level in a class that grants bonus metamagic or item creation feats, you

may select Dodge as one of these feats. These benefits are negated against an opponent who also has Move Without Motion.

### My Blood for Yours [Locus]

You lash out with your will in a sympathetic blast of malign energy.

**Prerequisites:** Prepared or spontaneous ability to cast *magic missile*, *magic weapon* and *prestidigitation*, Knowledge (arcana) 8 ranks, Spellcraft 8 ranks, Con 13, Weapon of the Soul.

**Benefit:** As a free action after you make a successful attack but before damage is resolved, you may elect to suffer lethal damage up to 10 x your Constitution modifier. Your target suffers 2 points of lethal damage for each point of damage you suffer in this fashion. Your target can use only magical means to heal the damage suffered.

If the damage inflicted with My Blood for Yours kills the target, you may choose to lose 5 hit points permanently in the round it dies to prevent the victim's return to life by any means except deity-level magic.

**Special:** A target with a higher Wisdom score than yours may make a Will save for half damage or to negate your attempt to prevent its resurrection, as appropriate.

### Radiant Weapon of the Soul [Locus]

With mastery of this rare locus, you embrace the light of the sun, using it to strengthen the mettle of your soul's weapon.

**Prerequisites:** Have prepared or have spontaneous ability to cast *magic missile*, *magic weapon*, *prestidigitation* and *Tensor's floating disk*, Knowledge (arcana) 12 ranks, Spellcraft 12 ranks, Wis 13, Weapon of the Soul, Enlightened Weapon of the Soul.

**Benefit:** This feat functions as per Enlightened Weapon of the Soul, but the weapon you summon blazes with dazzling power. Coruscating sunlight dances along its surface, radiant as the midday sun.

An opponent targeting you is considered blinded (see the *Player's Handbook* Glossary). This blindness continues each round that the opponent remains engaged with you and lasts for a number of rounds equal to your Wisdom modifier after he breaks off the attack.

**Special:** Foes who are already blind or who do not engage you ignore the locus's blinding effect. Similarly, opponents with Blind-Fight or Great Fortitude may make a Fortitude save to ignore the blinding effect for the remainder of the encounter. Characters with darkvision suffer a -2 penalty on this roll.

### Step Between Moments [Locus]

By traveling along strands of magic rather than through space, you can vanish from virtually all forms of perception.

**Prerequisites:** Prepared or spontaneous ability to cast *blink* and *teleport*, Knowledge (arcana) 12 ranks, Spellcraft 12 ranks, Move Without Motion.

**Benefit:** As a free action, you can move just out of phase with the Material Plane, becoming imperceptible to all but magic such as *true seeing* or to another with this locus. You can remain "between moments" each round that you make a Spellcraft check (DC 5 the first round, +3 each subsequent round). You are forced back to standard reality on a failed roll, reappearing as if from nowhere.

You gain all the benefits of invisibility (see the *Player's Handbook* Glossary) and make no sound (assume the benefits of *silence* except that you continue to hear as normal). You are considered corporeal while "between moments," but you may not interact with anything in the Material Plane. Speaking, attacking, even picking up a small object forces you back to standard reality. You may voluntarily "step back" as a free action at any time. Whether forced back or doing so voluntarily, you must wait one full round before moving "between moments" again.

**Special:** These benefits are negated against an opponent who also has Step Between Moments.

### Strike from the Soul [Locus]

Your martial will guides the accuracy of your physical weapon.

**Prerequisites:** Have prepared or have spontaneous ability to cast *magic missile*, *magic weapon*, *prestidigitation* and *true strike*, Knowledge (arcana) 8 ranks, Spellcraft 8 ranks, Int 13, Weapon of the Soul.

**Benefit:** If you would hit a target with a roll of 10 on a d20 (plus your attack bonus), you may choose to hit automatically instead of making the roll. This precludes any chance to score a critical hit, and your attack is still subject to mischance due to concealment, blindness and similar effects.

### Strike Without Motion [Locus]

You do not seem to move when you attack; wounds appear on your opponents as if by magic.

**Prerequisites:** Prepared or spontaneous ability to cast *blink* and *teleport*, Knowledge (arcana) 12 ranks, Spellcraft 12 ranks, Move Without Motion.

**Benefit:** At the start of each round, opponents engaged in melee combat with you must succeed on a Will save or suffer a -2 morale penalty to all

rolls and to Armor Class, as well as a –4 penalty to Sense Motive checks when resisting your feints for that round.

**Special:** These benefits are negated against an opponent who also has Strike Without Motion.

### Veiled Mein [Locus]

This locus is a subtle counterpoint to Dance of the Serpent. You dull the wits of those around you, blunting the power of their charm.

**Prerequisites:** Prepared or spontaneous ability to cast *charm person*, *ray of enfeeblement*, *hypnotic pattern* and *Tashaa's hideous laughter*, Knowledge (arcana) 8 ranks, Spellcraft 8 ranks.

**Benefit:** You may target opponents in your line of sight up to your Charisma modifier in number (minimum 1). As long as you can see them, each suffers a –4 penalty to all skill checks relating to social interaction.

**Special:** A target with Skill Focus for an affected skill may make a Will save to ignore the effects of this feat for the remainder of the encounter.

### Wall Without Stones [Locus]

This locus derives its name from its practitioners' ability to put up a "wall" of defense. With this locus, you respond to attacks with a speed that defies perception.

**Prerequisites:** Prepared or spontaneous ability to cast *antimagic field*, *blink*, *globe of invulnerability* and *shield*, Knowledge (arcana) 15 ranks, Spellcraft 15 ranks, Move Without Motion, Strike Without Motion.

**Benefit:** Once each round as a free action you may ignore any one attack made against you. You must choose the attack to ignore before any attack roll is made or any effect is resolved, as appropriate. A condition that makes you lose your Dexterity bonus to Armor Class (if any) denies you the benefits of this locus.

**Special:** This benefit is negated against an opponent who also has Wall Without Stones.

### Weapon of the Soul [Locus]

You can shape your martial will into a weapon.

**Prerequisites:** Have prepared or have spontaneous ability to cast *magic missile*, *magic weapon*, *prestidigitation* and *Tensor's floating disk*, Knowledge (arcana) 8 ranks, Spellcraft 8 ranks.

**Benefit:** As a move action, you may summon to hand (or tail) a single weapon that you are proficient with and that you can normally wield. You choose which type of weapon you want each time you summon it forth. The weapon is considered masterwork but has no true physical substance — it is merely an extension of your will. As such, it cannot be damaged (though you can still be

disarmed). Under no circumstances can the weapon be used by anyone except you.

If the weapon is separated from you for any reason, it dissolves into nothingness unless you can regain it by the end of your next action. You can dismiss a weapon you have summoned at any time as a free action.

**Special:** If you possess the Quick Draw feat, you may summon a weapon as a free action rather than a move action.

### Druidic Locus Feats

Druidic loci are far less common than arcane loci. These are but a few whose processes are still known; others must surely exist.

#### Pillar of Cleansing Flame [Locus]

You create a "sanctum" of mystical energy wherein the forces of holy fire are yours to command.

**Prerequisites:** Have prepared or have spontaneous ability to cast *flame strike* and *hallow* (x2), Knowledge (nature) 13 ranks, Spellcraft 13 ranks, Wis 13.

**Benefit:** As a move action, you summon a pillar of soft sunlight encompassing a 10-foot radius centered on you. Anything with hostile intent that enters the area is struck by mystical fire, suffering 2d6 points of fire damage (Reflex half). Each hostile target that remains in the pillar's radius suffers 1d6 points of fire damage each subsequent round (Fortitude negates).

You can banish the pillar of light and the attendant fire as a move action. As with any locus feat, you can summon it again at any time as long as the prerequisite spells remain uncast.

**Special:** An alternate version of this locus exists, which must be purchased separately. Pillar of Bitter Lightning replaces the *flame strike* prerequisite with *call lightning* and deals electricity damage. It is otherwise identical to Pillar of Cleansing Flame.

#### The Seed Within [Locus]

You virtually become one with flora of all types, and sentient plant and fungal life consider you one of their own.

**Prerequisites:** Have prepared or have spontaneous ability to cast *detect animals or plants*, *control plants* and *freedom of movement*, Knowledge (nature) 11 ranks, Spellcraft 11 ranks, Wis 13.

**Benefit:** You suffer no penalties when moving through an environment of plants and/or fungi — whether created through natural or magical means — and you are immune to any plant-based poisons or toxins. Further, any sentient plant life you encounter reacts to you as if you are of the same species.

## Asaath Magic

Magic, as it is known today, was mastered by the asaatthi millennia ago. Their sorceries were things of supreme power and grace, designed and executed with a skill that could only be described as perfection. The lore of such spellcasting is now lost, with only fragments accessible to modern asaatthi. Yet even these fragments are enough to grant those who wield them a power unlike any other, and an edge that engenders a healthy respect — even fear — among the serpentfolk’s opponents.

### Amnesia

*The target loses all memory.*

Enchantment [Mind-affecting]

**Level:** Brd 5, Sor/Wiz 6

**Components:** V, S

**Casting Time:** 1 standard action

**Range:** Close (25 ft. + 5 ft./2 levels)

**Target:** One living creature

**Duration:** Instantaneous

**Saving Throw:** Will negates

**Spell Resistance:** Yes

#### Description

During the Titanswar, fey allies of Syhana used magical arrows that could destroy an enemy’s memory while leaving him relatively unharmed. The infiltrator asaatthi saw many applications for such magic. Stealing some unused arrows, they gleaned the spell’s design for their own use.

#### Spell Effect

A target who fails his save against this spell loses all memory of his life. He retains his alignment and all of his skills, class abilities, spells and languages but has no context for how he knows them. This effect can be dispelled only with *heal*, *limited wish*, *wish* or *miracle*.

### Bladeturn

*Deflects physical attacks aimed at the caster.*

Abjuration

**Level:** Sor/Wiz 6

**Components:** V, S, M

**Casting Time:** 1 standard action

**Range:** Personal

**Target:** You

**Duration:** 1 round/level

#### Description

Titanspawn and divine races have developed their own versions of this spell, which saw a great deal of use during the Divine War.

#### Spell Effect

This spell allows you to deflect a single attack directed at you once per round. On a successful Will save (DC is equal to the attack roll), you deflect any single successful ranged or melee attack that you can see. *Bladeturn* does not work against flanking attacks or if you are surprised.

You make a “dismissing” gesture to deflect the chosen attack. This is a free action in addition to your normal actions for the round and does not provoke an attack of opportunity.

*Arcane Material Components:*  
A fragment of magnet wrapped in silk.

### Encode Memory

*Stores memories within a prepared stone.*

**Level:** True Ritual — Drd 3, Wiz 3

**Components:** V, S, F, XP

**Casters Required:** 3

**Proxy:** Yes: 10 worshippers per caster

**Casting Time:** 10 minutes

**Range:** Close (25 feet + 5 feet/2 levels)

**Target:** 1 recently slain corpse or special

**Duration:** Permanent

**Saving Throw:** None

**Spell Resistance:** No

#### Description

Ancient asaath wizards created this ritual in an effort to preserve the collected lore of the Asaath Empire. It requires the use of a prepared magic item as a focus. The item can hold the accumulated memories of one sentient creature. Though used for lorekeeping of asaath memories, the target need not be of the same race as the casters.

#### Spell Effect

This spell is cast on either a recently dead corpse (no older than 8 hours) or upon a willing subject. The spell withdraws the target’s lingering spirit and stores it in a prepared focus. Once there, the spirit can be questioned about any details of its former life.

If the target is alive, removing the spirit slays the target. A living subject must knowingly and without coercion of any sort accept undergoing the ritual. If he does not, the spell simply fails. Any creature who has been the target of this spell may not be raised by any means short of a *wish* or *miracle*.

*Focus:* Memory orb (see “Equipment and Magic Items,” below).

XP Cost: 100 XP per caster

### Life Transfer

*A victim’s life force is transferred to a crystal.*

Necromancy [Death]

**Level:** Sor/Wiz 9

**Components:** V, S, F

**Casting Time:** 1 full round

**Range:** Touch

**Target, Effect or Area:** 1 creature

**Duration:** Permanent

**Saving Throw:** Will negates

**Spell Resistance:** Yes

#### Description

At the height of the Asaath Empire, the serpentfolk delved into magic that they used to prolong their lives. It is said that their greatest sorcerer and queen discovered the secret to this spell and guarded knowledge of it from potential enemies. Some think that the use of *life transfer* kept the asaath civilization lingering well past the empire’s demise.

#### Spell Effect

You drain a target of life (this may require a touch attack if the target is unwilling). If the target succeeds at a Will save, the spiritual trauma stuns him for 2d4 rounds. If he fails the Will save, he is slain

and his soul is trapped in the focus (the body decays as normal unless preserved through some means). He cannot be raised by any means short of a *wish* or *miracle* while the soul is trapped in the crystal. The only way to release a trapped soul is to destroy the focus.

*Focus: Essence crystal.*

### Mask of Virtue

*Your thoughts and alignment are concealed from detection.*

Illusion (Glamour) [Mind-affecting]

**Level:** Brd 4, Clr 4, Pal 3, Sor/Wiz 3

**Components:** V, S, F/DF

**Casting Time:** 1 round

**Range:** Personal

**Target:** You

**Duration:** 2 hours/level (D)

#### Description

This spell creates the aura of an alignment of your choice and filters your surface thoughts so that any who sense them unwittingly get a false reading.

#### Spell Effect

Anyone using magic to determine your alignment or detect your surface thoughts must make a Will save versus the spell's DC. To determine the spell DC, double your relevant ability bonus. For example, *mask of virtue* cast by a wizard with Int 17 has DC 19 (10 + spell level [3] + double the wizard's Int bonus [6]).

On a successful save, an individual knows your true alignment and/or surface thoughts. Otherwise, he detects the false alignment and/or surface thoughts that you project, unaware of their false nature. It is recommended that the GM make the saving throw in secret.

*Material Component:* Holy symbol of your deity. The holy symbol need not be carried after the casting is complete.

### Mystic Enhancement

*Increases another spell's duration.*

Evocation

**Level:** Sor/Wiz 4

**Components:** V, S, F

**Casting Time:** 1 minute

**Range:** Special; see text

**Target:** Special; see text

**Duration:** Special; see text

**Saving Throw:** Will negates (harmless)

**Spell Resistance:** Yes

#### Description

This spell channels the caster's mystic power to increase the duration of another spell he casts.

#### Spell Effect

This spell multiplies by 10 the duration of a single non-damage-inflicting spell with a timed duration that you cast. The spell to be enhanced must be at least one level lower than *mystic enhancement* and must be cast before the end of the following round.

For example, a 7th-level wizard who casts *cat's grace* in the round after he casts *mystic enhancement* increases the duration of *cat's grace* from 7 minutes to 70 minutes.

### Shaping

*Transforms raw materials to finished objects.*

Transmutation

**Level:** Sor/Wiz 2

**Components:** V, S, M/F

**Casting Time:** See text

**Range:** Touch

**Target:** One creature or 1 cu. ft./level; see text

**Duration:** See text

**Saving Throw:** None

**Spell Resistance:** No

#### Description

Asaatthi had a magic-rich civilization for many epochs. The Paradise of Asaatth relied on spells to shape and form architecture. Use of *fabricate* and *stone shape* led to a demand for simpler, more lim-

ited spells that craftsmen could use for their work.

Asaatth developed this spell to exert arcane power over materials relating to a given craft. With a touch, a weaponsmith could smooth or sharpen steel, and a leatherworker could bind seams with the pass of a hand. Alchemy shaping allows substances to be mixed without elaborate equipment. Dwarves and other races are known to have either stolen this lore or developed it independently.

#### Spell Effect

Each *shaping* spell is specific to a type of Craft, which you must have at 4 ranks or more. Common spells include *shaping (weaponsmithing)* and *shaping (gemcutting)*. The spell can be used in one of two ways, decided when the spell is prepared.

The first method of application enchants the materials being used so that normal tools are not needed for any Craft checks required for creation. If tools are used, Craft checks gain a +4 arcane bonus. This effect lasts 1 hour/level.

The second method is to mold materials directly. In one standard action you can shape up to 1 cu. ft./level, or 200 cu. in./level if the material is a mineral. A complex or intricate item fashioned in this manner requires a Craft skill check to determine its final quality.

When molding materials, some effects can be accomplished that are otherwise difficult or even impossible. With the pass of a hand, you could inscribe a message on a wall, requiring a Craft check only if the handwriting needed to be particularly fine. Gold filigree could be set inside a gemstone. In this latter case,

an otherwise impossible task becomes a DC 20 Craft check.

Spells may be cast in multiples. Material spells, such as *shaping* (blacksmithing), could be combined with *shaping* (bookbinding) to make a book out of steel. Such an application of *shaping* would likewise eliminate the need for a forge to create the book.

**Material Component:** A symbol painted onto the back of one or both of the caster's hands. Each hand with the symbol upon it can use the spell effect. The ink should be black or dark scarlet, and fades when the spell expires. For 10 gp, this symbol can be tattooed, fulfilling the material component from then on.

## Wall of Crystal

*Creates a wall of transparent crystal.*

Conjuration (Creation)

**Level:** Clr 5, Drd 6, Sor/Wiz 5

**Components:** V, S, M/DF

**Casting Time:** 1 standard action

**Range:** Medium (100 ft. + 10 ft./level)

**Effect:** Crystal wall whose area is up to one 5 ft. square/level (S)

**Duration:** Instantaneous

**Saving Throw:** See text

**Spell Resistance:** No

### Description

Asaatth wizards developed this spell when architectural trends moved toward having great open spaces and many windows. Conjuring large blocks of clear crystal made it practical to have large viewing spaces

while offering far greater security than just leaving gaps in rock walls and ceilings. *Wall of crystal* was used for entire walls, but more often a larger piece was refined manually or with the *shaping* spell to make a number of smaller windows.

### Spell Effect

You cause a flat, transparent crystal wall to manifest. It inserts itself into any surrounding nonliving material if its area is sufficient to do so, making it useful for sealing a passage or closing a breach or just putting in a window. The wall is normally a flat plane. It can be created in simple geometric shapes like a curve, an angle or even a hollow sphere, although doing so reduces the spell's area by half. The wall cannot be conjured so that it occupies the same space as a creature or another object.

A *wall of crystal* is 1 inch thick per four caster levels and is composed of up to one 5-foot square per level. You can double the wall's area by halving its thickness. Each 5-foot square has 10 hit points per inch of thickness and hardness 5. A section of wall whose hit points drop to 0 is breached. If a creature tries to break through the wall with a single attack, the DC for the Strength check is 15 + 2 per inch of thickness. Although conjured, the wall is normal crystal. It can be destroyed by a *disintegrate* spell or by nor-

mal means such as breaking and chipping.

The crystal is flawless but is of an industrial grade; it is not considered a precious mineral. It is not invisible (DC 10 Spot check to notice in normal lighting, DC 18 Spot check to notice in poor lighting). Despite the quality, clarity drops the thicker the wall gets. At 1-foot thickness, the *wall of crystal* is cloudy and rippled, applying a -8 penalty to visual checks to look through it. Also, the DC to notice the wall drops by 10.

The wall can be created to stand vertically on a surface but not be attached to that surface, allowing it to be tipped over or otherwise moved. If not pushed over, the wall is 50% likely to tip in either direction. A creature must make a DC 30 Strength check to push the wall over. Creatures with room to flee the falling wall do so on successful Reflex saves. Any Large or smaller creature that fails takes 6d6 points of damage. The wall cannot crush Huge or larger creatures. The wall shatters when it falls if you fail a break DC check (DC 15 + 2 per inch of thickness). It is also possible to trap mobile opponents under a domed wall or sphere. Creatures can avoid entrapment with successful Reflex saves.

**Arcane Material Component:** A diamond or small chunk of crystal worth 50 gp.

## Equipment and Magic Items

### New Equipment

**Jewelbook:** These “books” are common among asaath, often being used as spellbooks. Using *shaping* (*gemcutting*) and Craft Wondrous Item, text is inscribed in the jewel’s facets. When the jewel is handled in a particular way, turning the facets just so, a page of text appears, visible only to the wielder. A jewelbook requires a gem worth at least 45 gp with 100 total facets (inside and out). A jewelbook can have more facets — and therefore more pages — at an additional 1 gp per five facets.

A jewelbook can be read only with a successful DC 25 Decipher Script check or *read magic*. Inscribe a new page of text in a jewelbook costs 75 gp for materials and effort. If used as a spellbook, inscribing a new spell costs 150 gp.

**Moltleather, Moltvellum:** This material is made from molted asaath skin, using *shaping* (*alchemy*) and treating it with special substances to create moltvellum. After being treated in this way, it is effectively nothing but fine parchment. Particularly important documents or records are written on this material.

It can be treated a second time with *shaping* (*leatherworking*) to layer and thicken the material into decent leather. Moltleather armor is a special gift to asaath warriors and is not available commercially.

Both moltvellum and moltleather count as 10 gp of “raw materials” toward appropriate crafts. They can also apply to scrolls, spellbooks and the like.

**Ribbonscroll:** Made of silk, linen or vellum, a ribbonscroll looks like a decorative sash. It is instead a useful writing surface. The material of a ribbonscroll has intricate folds, each the equivalent of a page, allowing it to store many more “pages” than is appar-

ent. Only by unfolding it in a precise way is the information visible in a coherent fashion. A ribbonscroll weighs one tenth the amount of a book of equivalent page count. It is resistant to water and soiling, and rips and other minor damage can be repaired without losing text.

A successful DC 20 Spot check or DC 15 Search check discerns that a ribbonscroll is more than just a decorative sash. Reading individual ribbonscroll folds requires no skill (other than knowing the language used). Making sense of the total context requires a successful DC 20 Decipher Script check.

A ribbonscroll costs 22 gp for 100 folds. If used as a spellbook, inscribing a new spell costs 150 gp.

**Serpent Mail:** Just one of the many unique accomplishments of asaath craftsmen, this masterwork armor is made from the skins of great serpents bred specially for this purpose. Like moltleather, serpent mail is nonmagical but is treated with magical processes during its making. It protects the wearer like a suit of chainmail, yet hampers only as about much as the leather armor it more closely resembles (it is considered light armor). Serpent mail is a special gift to asaath warriors and is not available commercially.

### Traditional Asaath Weapons

Asaath favor certain weapons, the sithaas, vektthaas and vektthesh chief among them. Ranged asaath weapons tend to be thrown; while asaath are excellent archers, they rarely use the bow.

Many asaath weapons are similar to those from Asian settings. The list below shows terms for certain traditional asaath weapons and their equivalents. Details on Asian weapons are found in *Player’s Handbook*, Table 7–5: Weapons; *DMG*, Table 5–3: Asian Weapons; and *Oriental Adventures*, Table 5–7: New

Table 3–2: New Equipment

Item	Cost	Weight
Jewelbook, 100 facets	45 gp	*
Jewelbook, 150 facets	55 gp	*
Jewelbook, 200 facets	65 gp	*
Moltvellum (sheet)	3 sp	*
Moltvellum book, 100 pages	17 gp	2 lb.
Ribbonscroll, 100 folds	22 gp	1/3 lb.
Ribbonscroll, 150 folds	30 gp	1/2 lb.
Ribbonscroll, 200 folds	45 gp	1 lb.

Armor	Cost Bonus	Armor	Maximum Dex Bonus	Armor Check Penalty	Arcane Spell Failure	Speed	Weight
Moltleather armor**	N/A	+3	+6	0	5%	Normal	15 lb.
Serpent mail**	N/A	+5	+5	0	10%	Normal	25 lb.

\*No weight worth noting.

\*\*Considered light armor.

Listed jewelbooks, moltvellum and ribbonscrolls are blank.

Moltleather armor and serpent mail are not available commercially.



### Asaatth Armor

Every asaath warrior receives a suit of moltleather armor or serpent mail upon reaching the age of majority. It is as much a matter of personal accomplishment as it is a practical consideration. A warrior who fails in training does not receive this gift, while one who has shamed himself or his comrades in battle can be stripped of his asaath armor.

Not all of the serpentfolk wear their gifted armor — some deem it too special to subject to the rigors of battle — but no asaath will ever willingly part with it. A member of another race who wears moltleather armor or serpent mail is guilty of a most extreme offense in asaath eyes, unless he can somehow prove the armor was a gift of the serpentfolk themselves.

These armors will fit a non-asaath only with major modifications (costing at least 100 gp). This requires a successful DC 25 Craft (armorsmithing) check, and only someone with at least 5 ranks in each of Craft (armorsmithing) and Craft (leatherworking) skills can attempt such alterations.

Weapons. Otherwise, the listed *Player's Handbook* substitute weapon should suffice.

\*A “no” weapon is an exotic weapon with a blade at either end of the handle. A character may fight with it as if wielding a double weapon. Assume standard weapon traits for each blade, but note that all normal penalties for two-weapon fighting apply.

The art of crafting sithaas was lost in the Divine War. All surviving sithaas no are recognized as weapon familiars of immense power.

\*\*Kottoraki eeto are nearly as legendary as kottoraki ite swords and have similar abilities (see below).

†Narhaath often telescope, capable of extending into full-length clubs or quarterstaves.

††This weapon is balanced for throwing.

^All weapons of this type are considered masterwork quality, bestowing a +1 enhancement bonus to attack rolls.

## Magic Items

### Essence Crystal

**Description:** This platinum chain is set with a blue-white crystal, used in the *life transfer* spell to store the souls of sentient creatures. The stone grows darker in color the more souls are placed in the crystal, and drains in color as each soul's life force is drained to ignore the natural effects of aging in the wearer.

Asaatth Term	Asian Term	Player's Handbook Substitute
araaki	naginata	glaive
araaki no*	(double naginata)	(double glaive)
eeto**	war fan	—
narhaath†	tonfa	club
nuuthesh	shuriken	shuriken
seeoth††	sai	sai
senkutth	kukri	kukri
sithaas^	katana	bastard sword
sithaas no*	(double katana)	(doublebastardsword)
taarahu	kau sin ke	spiked chain
tetthopesh	chakram	—
vektthaas^	—	longsword
vektth kesh^	wakizashi	short sword

**Powers:** An *essence crystal* is usually found uncharged. When the wearer casts *life transfer*, the crystal gains a number of charges equal to the HD of the victim of the spell. By expending a charge, the wearer is immune to the effects of natural aging for a full year. The wearer resumes aging as normal if the *essence crystal* is removed. The crystal has Hardness 5 and 20 hit points.

Strong necromancy; CL 13th; Craft Wondrous Item, *life transfer*, *magic jar*; Price 91,000 gp; 45,500 gp + 3,640 XP.

### Geoud Stone

**Description:** In ancient times, asaath explorers encountered two races while traveling the planes. Labeled the geouaath and the iouaath, these beings possessed great power in enchantment. Among their accomplishments were magic stones — the ones of iouaath design floated about the head of their bearer, while geouaath stones graced one's sword.

Asaatth histories record that the slarecians encountered these races also and became intent on using iouaath magic. The asaath allied with the geouaath in turn, sparking a war between the two alien races. The geouaath were triumphant and iouaath civilization was shattered. Their lore survived in a lesser form but was of little use to the slarecians.

The geouaath repaid the asaath by giving them the secret of crafting their stones. The First Cataclysm came long after, severing the serpentfolk's contact with the geouaath.

Modern asaath master enchanters can still craft *geoud stones*, but the aged Master Hetikaas and his disciples at Geoud Hall are the undisputed masters of the art. Asaatthi from as far away as Asherak pay homage to the master's sanctum, offering lavish gifts in return for custom stones.

**Powers:** A *geoud stone* is an ellipsoid of varying color. It is always linked to a designated melee weapon and rests either on the weapon's hilt or its

Table 3—3: Geoud Stones

Color	Flare	Effect	Market Price
Amber	Brilliant	+1d6 solar damage/+2d6 damage against undead (creatures particularly vulnerable to sunlight, such as vampires, take +2d8 damage)	10,000 gp
Amber	Pulsing	+1d6 electrical damage	4,000 gp
Amber	Regular	Resistance to electricity 2, Evasion as per a rogue, add any weapon-derived AC bonus (such as a <i>defending</i> weapon or use of Combat Expertise) as a bonus against electricity-related saving throws	12,000 gp
Azure	Brilliant	“Freezes” opponent (1d4 temporary Dexterity damage; DC 16 Fort negates)	15,000 gp
Azure	Pulsing	+1d6 cold damage	4,000 gp
Azure	Regular	Resistance to cold 2, Evasion as per a rogue, add any weapon-derived AC bonus (such as a <i>defending</i> weapon or use of Combat Expertise) as a bonus against cold-related saving throws	12,000 gp
Crimson	Brilliant	+2 weapon bonus to initiative and free use of the Quick Draw feat (this ability functions even when the weapon is sheathed)	8,000 gp
Crimson	Pulsing	+1d6 fire damage	4,000 gp
Crimson	Regular	Resistance to fire 2, Evasion as per a rogue, add any weapon-derived AC bonus (such as a <i>defending</i> weapon or use of Combat Expertise) as a bonus against fire-related saving throws	12,000 gp
Emerald	Brilliant	Wielder merges with the weapon’s spirit, gaining a bond-spirit template (see <b>Relics and Rituals II</b> , “Spirit Walker”); the bond-spirit is specific to the weapon (not the stone) and is “fixed” once chosen	10,000 gp
Emerald	Pulsing	On a critical hit, summons angry spirits of the sword as per <i>summon monster III</i> cast at 6th level	20,000 gp
Smoky	Brilliant	+2 weapon bonus to AC against ranged attacks and free use of the Deflect Arrows feat	8,000 gp
Smoky	Pulsing	+1 to weapon damage	4,000 gp
Smoky	Regular	+1 shield bonus to AC	4,000 gp
Violet	Brilliant	+2 weapon bonus to Bluff checks for feints and +2d6 damage against a flat-footed opponent	8,000 gp
Violet	Pulsing	20% miss chance when hit	8,000 gp

scabbard while the weapon is unused. Each stone set with the weapon comes to life the moment the weapon is brandished, flaring with color and spinning free to circle 1d6 inches from the weapon’s surface. This circling in no way interferes with the weapon’s regular use. As long as it continues to circle, a *geoud stone* confers specific abilities upon the weapon (see Table 3–3: Geoud Stones). Damaging effects require a successful attack with the weapon unless otherwise indicated.

The *geoud stone* returns to its resting position the moment the weapon is put away, or hovers above the weapon if it is dropped. The weapon’s owner can seize and stow a *geoud stone* at will, though doing so cancels the stone’s benefits until it is returned to the weapon (or to a new weapon).

A *geoud stone* has AC 24, 10 hit points and hardness 5. Attacking the stones always provokes an attack of opportunity unless the attacker has the Improved Disarm feat.

Moderate varied; CL 12th; Craft Wondrous Item, creator must be 12th level, creator must have 10 ranks in Craft (gemcutting) skill.

### Memory Orb

**Description:** Asaatthi used *memory orbs* to keep permanent historical records. Each 6-inch diameter sphere is made of a deep blue-black crystal and contains the memories of beings long dead.

**Powers:** This crystal sphere is either found inactive or already imbued with memories. An inactive *memory orb* is the focus for the *encode memory* true ritual. A creature with Int 6 or higher who touches an

active *memory orb* gains immediate access to the stored memories. A *memory orb* doesn't have any real intelligence of its own but does have a personality similar to the creature whose memories are stored within. Unless given direction, as simple as being asked specific questions, the stone rambles audibly about random memories (specific content is up to the GM). The stone has access to all the memories of the original being and will relate them if asked.

Moderate divination; CL 11th; Craft Wondrous Item, *legend lore*, *magic jar*; Price 12,000 gp (inactive), 58,000 gp (active); 6,000 gp + 480 XP; Weight 5 lb.

## Minor Artifacts

### Kottorak Ite Blades

**Description:** The sacred weapons of the Kottorak family, these weapons have an illustrious history. It was a *kottorak ite* that beheaded the Kings of Elz, Zathiske and Albadia, and clove in twain the Wall of Clouds. It was the reflection cast by a *kottorak ite* that blinded the All-Seeing Champion of Aurimar and lay low the falsehoods of the last Slarecian Master of Lies. In the opinion of many asaatthi, no better weapons exist, and warriors make pilgrimages to the prefecture of Hiinatek in hopes of receiving one.

Particularly rare *kottorak ite* blades have additional powers to those described here. They are among the most treasured asaath artifacts, and scores of serpentfolk have been known to mobilize to retrieve one that has been lost or stolen.

**Powers:** Each *kottorak ite* blade is forged of adamantite and is so light as to have no weight — indeed, it even floats on water. The blade radiates a glow on

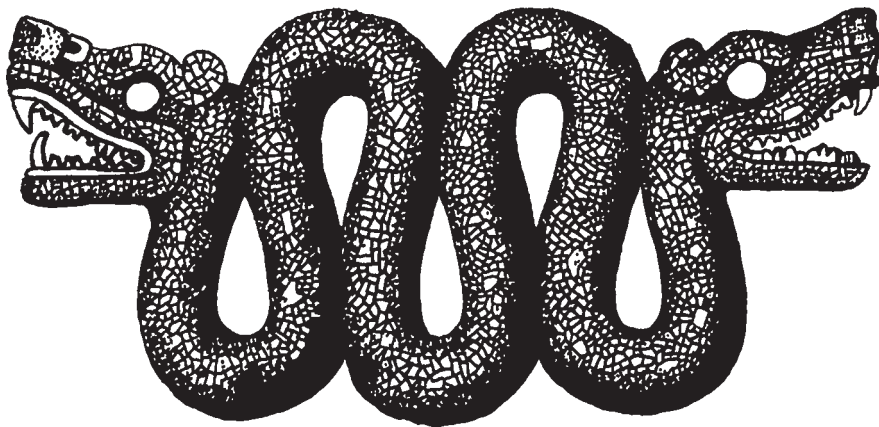
command. This is considered true sunlight and can illuminate up to a 60-ft. area, a 18-ft. line or a 120-ft. cone as the wielder directs. A *kottorak ite* weapon ignores a target's hardness and damage reduction. All such blades are sentient, with 3d6 Intelligence, 2d6 Wisdom and Charisma, +10 ego bonus and lawful evil alignment.

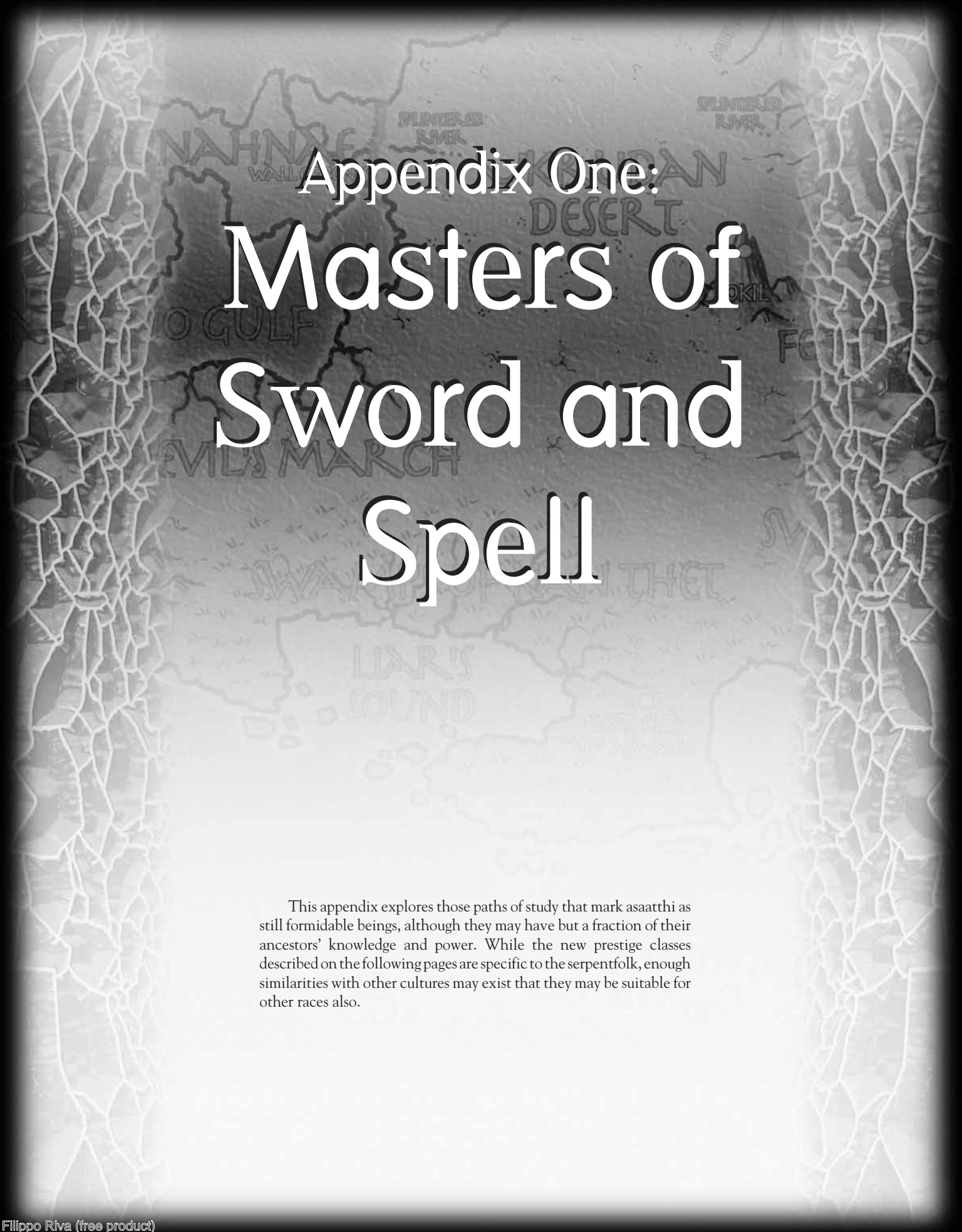
These abilities stack with any further bonuses a blade may receive through enchantment or bonding as a weapon familiar (see below).

### Vernal Orb

**Description:** This small polished stone of ever-changing hues is worn in a simple gold and silver fitting around Moviianye's neck (see Chapter Two, "The Courts of the Four Seasons"). It appears as an item of modest power even to the strongest of arcane divinations. Only those with a powerful connection to Mormo — such as those who have partaken of her flesh or are strong in their faith — perceive that the *Vernal Orb* is something more. To the *Orb's* chosen it grants foresight into the future and absolute mastery of druidic magic.

**Powers:** While possessing the *Orb*, a caster may apply up to three metamagic feats to any prepared druidic spell she casts without adjusting the spell's level or increasing its casting duration. Alternatively, the caster may elect to apply no metamagic feat, in which case casting that spell does not count against the number of spells she may cast that day. The caster may then cast that same spell again in the same day. This function may be applied once to each spell the caster has prepared for the day. All spells cast, whether augmented by metamagic feat or not, are considered deity level.





# Appendix One: Masters of Sword and Spell

This appendix explores those paths of study that mark asaatthi as still formidable beings, although they may have but a fraction of their ancestors' knowledge and power. While the new prestige classes described on the following pages are specific to the serpentfolk, enough similarities with other cultures may exist that they may be suitable for other races also.

## Oriental Adventures Classes

As noted before, many of the cultural themes in *Oriental Adventures* offer additional flavor for an asaath-related campaign. Given that, it should not be surprising that most of the classes in that book are suitable for asaatthi characters. Still, be aware that asaatthi do not recognize *ki* in the way it is presented in *Oriental Adventures* — to them, it is simply another expression of the same power used for arcane spellcasting and other mystic pursuits. *Ki*-related rules in *Oriental Adventures* function as normal; it is merely the serpentfolk's interpretation that is different.

**Samurai:** These warriors of the noble class are most common among the swamp pureborn, though some are seen among desert pureborn. Other asaath breeds lack sufficient lineage to walk the path of the serpent samurai.

**Shaman:** Asaath shamans were once part of the druidic caste but went their own way some time ago. They are typically solitary sorts, and not a few of them focus their spirit attunement upon their asaath ancestors.

**Shugenja:** This class is uncommon among the serpentfolk. A few yshaahuai follow this path, often focusing on water or earth magics.

**Sohei:** These warrior monks are found more often among asaatthi than are members of the core monk class. The ethos of militant pursuits

in defense of the divine — most often worship of Mormo, in the case of serpentfolk — is more in keeping with the race's philosophy.

**Blade Dancer:** The study of swordplay as art form suits well the asaath temperament. The blade dancer is a common pursuit among the serpentfolk.

**Iaijutsu Master:** Asaatthi study many ways in which a warrior may become one with his weapon. This prestige class is one of a few key paths to martial mastery that serpentfolk may pursue (see below for additional areas of study).

**Ninja Spy:** Few serpentfolk follow such a secretive course, but their services have been needed on more than one occasion — usually to dispatch a leader among humans or other races who proves troublesome to asaath interests. Individuals within usaahuai and saaheuti breeds most often study as ninja spies.

**Tattooed Monk:** Much like the dragon warrior below, this prestige class serves as a path of study for those monks or sohei who show sufficient commitment.

**Weapon Master:** A weapon master is more common than an ancestral warrior or paragon warrior (both described below). All three are paths of martial discipline, but a weapon master does not require the same intensive spiritual commitment the others do.

## Ancestral Warrior (Aath Mehaarui)

In the days of the great Asaatth Empire, the aath mehaarui, or ancestral warriors, were the paragons of all that it meant to be asaath. No house or clan was considered worthy unless at least one of their number was counted among the aath mehaarui's ranks. This was not difficult, for these warriors numbered in the tens of thousands in that glorious age, each the equal of a thousand-thousand lesser souls.

Now in the twilight of the asaath race, ancestral warriors are few and far between. Most modern asaath have lost their ancient pride, and the ancestors have forsaken them as a result. Those few who display aptitude for this august calling often become the pawns of their manipulative kin. Bound by honor to serve family and clan, ancestral warriors have no choice but to acquiesce.

Though diminished in number, the ancestral warriors of current times are no weaklings. Wielding ancient weapons and channeling the mystical fury of their hallowed dead, they remain among the greatest and most feared of all serpentfolk — their heritage would demand nothing less.

The individual mysteries and ancestors that bless each ancestral warrior are quite different. As such, significant variation exists between members of this prestige class. The most obvious manifestation of this is in the ancestral abilities that they manifest.

### Other Races

The majority of ancestral warriors are asaath. While it is un-

likely for a non-asaath to find a potent enough ancestor to sanction his development in this class, it remains in the realm of possibility. The ancestor-minded Termanans of the southern continent also have their own ancestral warriors. Outside the Scarred Lands ancestral warriors may be found among feudal societies with a strong emphasis on clan or familial structure, and even characters of modern settings might awaken to their "ancient legacy" and become an ancestral warrior.

**Hit Die:** d8

### Requirements

To qualify to become an ancestral warrior (Anw) a character must fulfill all the following criteria:

**Base Attack Bonus:** +6

**Skill:** Knowledge (ancestors) 5 ranks.

**Special:** The aspirant



must meet the prerequisites of the Weapon Familiar feat: Weapon Focus (chosen weapon), Weapon Proficiency (chosen weapon), one of Summon Familiar ability or Weapon Specialization (chosen weapon) or Ancestral Daisho ability (see “Samurai” in *Oriental Adventures*, Chapter 2: Classes). The character must also possess a masterwork version of the chosen weapon.

## Class Skills

The ancestral warrior’s class skills (and the primary ability for each) are Bluff (Cha), Climb (Str), Craft (Int), Diplomacy (Cha), Jump (Str), Knowledge (ancestors) (Int), Ride (Dex), Sense Motive (Wis), and Swim (Str).

**Skill Points at Each Level:** 2 + Int modifier.

## Class Features

All of the following are class features of the ancestral warrior prestige class.

**Weapon and Armor Proficiency:** Ancestral warriors are proficient with simple and martial weapons, light and medium armor and shields.

**Weapon Familiar:** At 1st level, an ancestral warrior is bonded to a weapon familiar, thereby gaining the Weapon Familiar feat. The chosen weapon must be the same as that used to meet the requirements of this class. If the ancestral warrior already has a weapon familiar, he may instead select a weapon familiar feat (see Chapter Three).

**Bonus Feats:** Beginning at 1st level and at every two levels in this prestige class thereafter, the ancestral warrior gains a bonus feat. This feat can be a technique or a weapon familiar feat (see Chapter Three) or an ancestor feat (see *Oriental Adventures*, Chapter 4: Feats). The ancestral warrior must still follow all restrictions regarding the selection of these feats.

**Ancestral Avatar (Su):** At 2nd level, the ancestral warrior can channel the mystical ener-

gies of his forebears. He temporarily gains a 4-point enhancement to allocate among his abilities. For example, the ancestral warrior may choose to gain +2 Strength and +2 Wisdom, or +4 Constitution. A reflection of the aptitudes of the ancestor blessing him, the enhancement allocation occurs only at 2nd level and can never be changed once established.

While channeling the avatar, an ancestral warrior can use only skills and class abilities based on an enhanced ability score. Likewise he can cast spells related to an enhanced ability score only (Intelligence for wizards, Wisdom for clerics, druids, rangers, Charisma for sorcerers) — except for spells granted by *hallowed arts* (see below), which can always be cast while channeling the avatar.

Ancestral avatar may be used once per encounter, and only a certain number of times each day (determined by level; see Table A1–1). It lasts a number of rounds equal to 3 + the ancestral warrior’s Charisma modifier. Afterward, the ancestral warrior is fatigued (–2 Strength, –2 Dexterity, cannot charge or run) for the remainder of the encounter. Channeling takes no time, but the ancestral warrior can do so only during his action.

**Hallowed Arts (Sp):** The ancestors are not gods, but *asaatthi* pray for their wisdom and guidance nonetheless. At 2nd level the ancestral warrior may select a domain (the ancestor’s will often guides this choice). The ancestral warrior gains the domain’s granted power.

He also gains access to a limited number of spells. First, he selects a cantrip or orison which he can cast a number of times a day equal to his ancestral warrior level.

Second, he may cast any spell from his chosen domain once per day as long as his Wisdom score is at least 10 + the spell’s level *and* his ancestral warrior

Table A1–1: Ancestral Warrior (Anw)

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+1	+2	+0	+2	Weapon familiar, bonus feat
2nd	+2	+3	+0	+3	Ancestral avatar 1/day, <i>hallowed arts</i>
3rd	+3	+3	+1	+3	Bonus feat
4th	+4	+4	+1	+4	Ancestral avatar 2/day
5th	+5	+4	+1	+4	Bonus feat
6th	+6	+5	+2	+5	Ancestral avatar 3/day
7th	+7	+5	+2	+5	Bonus feat
8th	+8	+6	+2	+6	Ancestral avatar 4/day
9th	+9	+6	+3	+6	Bonus feat
10th	+10	+7	+3	+7	Apotheosis, ancestral avatar 5/day

level is at least equal to the spell's level. These spells are cast as a cleric equal to the ancestral warrior's Hit Dice, but can be cast only while channeling an ancestral avatar.

**Apotheosis (Su):** Once he reaches 10th level, an ancestral warrior's forebears grant him the ability to walk in the mortal world while wearing their immortal power. The ancestral warrior gains an additional 4 points to allocate among his ability scores while channeling the ancestral avatar. He is no longer fatigued at the end of each channeling and may use the spellcasting ability of *hallowed arts* even while not channeling. Lastly, he may cast his chosen cantrip or orison at will an unlimited number of times per day.

### Ex-Ancestral Warriors

An ancestral warrior who forsakes or otherwise sullies the name of his heritage through dishonorable conduct loses all of his class abilities and can gain no new levels in this prestige class — this in the unlikely event that he wasn't already reduced to a fine ash by his forebears' wrath. He may attempt to win back his ancestors' favor, though it is a near-impossible task at best. The attempt involves a series of quests and harrowings that do not end until the dishonored character gains enough experience to gain a new level (which must be taken from the ancestral warrior prestige class). Then and only then does he regain his mystic powers — though at the same level as when he was disgraced.



## Dragon Warrior (Drachiir Mehaaru)

Many asaatthi revere dragons, considering them powerful children of Mormo (regardless of what the dragons think of the matter). Symbols of arcane might and terrible fury, dragons represent a path of power for asaatth warriors who hope to invoke their own inner draconic nature.

A dragon warrior — drachiir mehaaru, in the Asaatth tongue — is a path followed by more than a few monks and sohei (see *Oriental Adventures*, Chapter 2: Classes). This prestige class embodies the asaatth virtues of honor, necessity and wit. Dragon warriors disdain most weapons and armor.

### Other Races

A dragon warrior has a philosophy that other races may well embrace, but the class abilities are tailored to an asaatth's unusual physiology. A reptilian race with natural weapons translates most easily. Other humanoid races would require some means of gaining the appropriate natural weapons.

**Hit Die:** d8

### Requirements

To qualify to become a dragon warrior (Drw) a character must fulfill all the following criteria:

**Alignment:** Non-chaotic

**Base Attack Bonus:**  
+3

**Spellcasting:** Capable of casting 2nd-level spells

**Special:** Claw and bite natural weapons, natural poison

### Class Skills

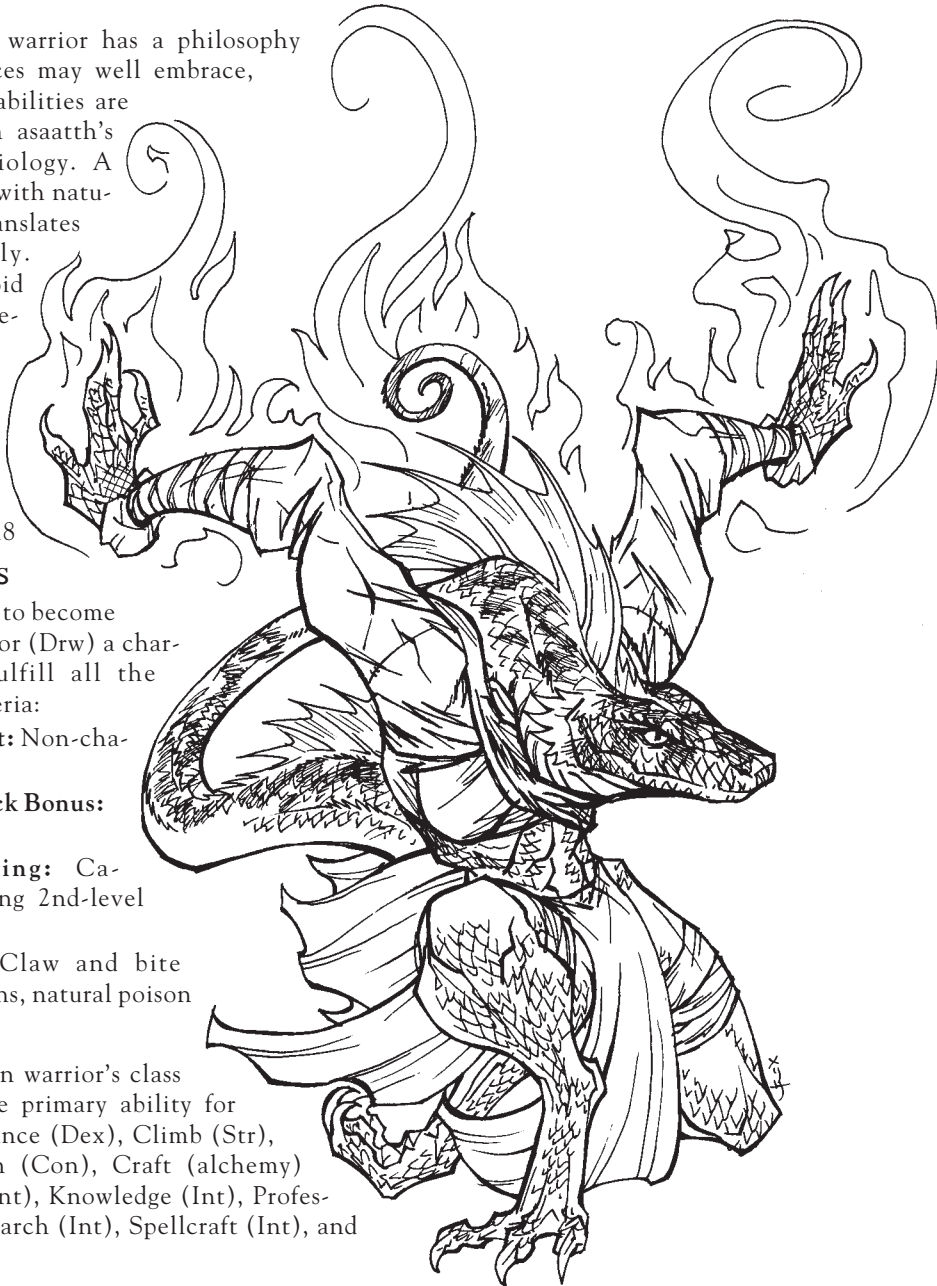
The dragon warrior's class skills (and the primary ability for each) are Balance (Dex), Climb (Str), Concentration (Con), Craft (alchemy) (Int), Craft (Int), Knowledge (Int), Profession (Wis), Search (Int), Spellcraft (Int), and Spot (Wis).

**Skill Points at Each Level:** 2 + Int modifier.

### Class Features

All of the following are class features of the dragon warrior prestige class.

**Weapon and Armor Proficiency:** Dragon warriors are proficient with certain light and adaptable weapons: club, dagger, kama, quarterstaff, shuriken and sling. Dragon warriors are not proficient with armor, which interferes both with arcane spells (if they have



somatic components) and with their special combat abilities.

**Spells per Day:** When a new dragon warrior level is gained, the character gains new spells per day as if she had also gained a level in a spellcasting class she belonged to before she added the prestige class. She does not, however, gain any other benefit a character of that class would have gained (wild shape per day, metamagic or item creation feats, and so on).

If a character had more than one spellcasting class before she became a dragon warrior, she must decide to which one to add each level of dragon warrior for purposes of determining spells per day.

**Spell Limitation:** The path of the dragon warrior applies some restrictions in her spellcasting. Dragon warrior levels add to other class levels for spells that have ranges of personal, touch, cone or ray. Further, touch spells can be used only to improve or protect the dragon warrior herself or to harm others. Neutral effects, such as *illusory script*, are excluded. A dragon warrior can still research and learn excluded spells but cannot prepare them.

**Dance of the Dragon (Ex):** Starting at 1st level, a dragon warrior no longer follows the standard base attack bonus chart for determining multiple attacks. Instead, her secondary attacks with natural weapons take only a -3 penalty rather than the normal -5. So a dragon warrior with a +10 base attack bonus making a full attack action strikes with bite, two claws and tail at +10/+7/+4/+1.

When a dragon warrior would normally receive an extra attack with a manufactured weapon (such as when her base attack bonus

goes to +6), he instead gains an extra natural attack. This additional attack starts over his attack type cycle, so a dragon warrior with a +12 base attack bonus adds an additional bite and claw to the end of his full attack option: bite, claw, claw, tail, bite, claw.

At 8th level, a dragon warrior's secondary attacks with natural weapons take only a -1 penalty rather than the -3.

**Bite of the Dragon (Ex):** At 2nd level, the dragon warrior's teeth, claws and tail become potent weapons. Bite and tail slap attacks inflict a base 1d8 damage and claws inflict 1d6.

**Virulence (Ex):** Starting at 2nd level, an asaath's natural poison grows increasingly potent. Add 1/2 the character's dragon warrior levels (round down) to her natural poison DC.

**Evasion (Ex):** At 3rd level, a dragon warrior gains evasion. If exposed to an effect that allows a Reflex saving throw for half damage, she takes no damage with a successful save. Evasion can be used only if the dragon warrior is wearing light armor or no armor at all.

If the dragon warrior already has evasion, she gains the benefits of improved evasion (see below).

**Transcendent Flesh (Su):** At 4th level, the dragon warrior's body can receive arcane enchantments. Spell effects and magic item weapon enhancements that normally apply to manufactured weapons can be applied to the character's natural weapons. Spells are cast as normal, but any magic item creation costs twice the normal amounts. The dragon warrior's body is considered a single object for the purpose of adding further enchantments.

**Poison Spitting (Ex):** At 5th level, the dragon warrior may spit poison at a single enemy. This is handled as a thrown weapon with a range increment

Table A1-2: Dragon Warrior (Drw)

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1st	+0	+0	+2	+2	Dance of the dragon (-3)	+1 level to existing class
2nd	+1	+0	+3	+3	Bite of the dragon, virulence	+1 level to existing class
3rd	+2	+1	+3	+3	Evasion	+1 level to existing class
4th	+3	+1	+4	+4	Transcendent flesh	+1 level to existing class
5th	+3	+1	+4	+4	Poison spitting	+1 level to existing class
6th	+4	+2	+5	+5	Strike of the dragon +1	+1 level to existing class
7th	+5	+2	+5	+5	Poisoned flesh	+1 level to existing class
8th	+6	+2	+6	+6	Dance of the dragon (-1), strike of the dragon +2	+1 level to existing class
9th	+6	+3	+6	+6	Improved evasion	+1 level to existing class
10th	+7	+3	+7	+7	Transference, strike of the dragon +3	+1 level to existing class

of 10 feet. After spitting poison, the dragon warrior cannot repeat the act for 1d4 rounds.

**Strike of the Dragon (Su):** At 6th level, the dragon warrior has achieved true mastery over her natural weaponry. She receives a +1 bonus to attack and damage rolls, which stack with any magical bonus or feat the character possesses. This bonus improves by an additional +1 every other dragon warrior level, to a maximum of +3 at 10th level. In addition, her natural weapons are considered magical for the purpose of overcoming damage resistance.

**Poisoned Flesh (Ex):** At 7th level, the dragon warrior may exude poison through her skin as a move action. The poison remains until the dragon warrior strikes a target with a natural weapon attack (requiring a saving throw against

asaath poison) or until she wipes it off. The dragon warrior may then excrete more venom to that body part with a move action.

**Improved Evasion (Ex):** At 9th level, the dragon warrior moves with incredible ease. A successful Reflex saving throw still avoids damage on attacks that normally deal half damage on successful save, but now the dragon warrior takes only half damage even if the saving throw fails.

**Transference (Su):** At 10th level, the dragon warrior can transfer any of her natural weapon enchantments, such as *flaming*, to her thrown weapons. The dragon warrior is considered the weapon's "launcher." This applies only to thrown weapons, not to ranged weapons like bows and crossbows.

## Locus Master (Lokoss Totthep)

Locus masters are spellcasters who, having savored the potential inherent in loci, dedicate themselves to their study and execution. This is not an easy destiny to follow, as it involves taxing research both in the library and in the field. Much of the lore surrounding loci is lost, or at the very least buried with dead civilizations under many feet (if not miles) of earth.

For the tenacious few who succeed — which is to say, survive the first few such forays — the secrets of the loci enhance their personal power greatly. They learn to spin and cast their loci cooperatively with other adepts, embed loci into the uninitiated, and even imbue these magical patterns with the spark of true life.

### Other Races

While loci are almost exclusively the purview of the asaatthi, a few other ancient races are familiar with this form of magic. More recently, some of the “younger” races have begun to explore the mysteries of loci. Though still new to their power, such individuals’ efforts have seen a return to the practice of loci. In the Scarred Lands, notables include arcane spellcasters within the Penumbra Pentagon and the sutak fire-mages of the Ukruan. A few necromancers of Hollowfaust and Glivid Autel have also unearthed the loci’s lost heritage. The Cult of the Ancients sits on a veritable mountain of locus lore (though most do not realize this), and the geomancers of Hetanu and the astrologers of the Tepujes have been practicing rudimentary protolocus magic for generations.

In other campaign settings, a locus master is suitable with any

environment where ancient mystic secrets may be found.

**Hit Die:** d4

### Requirements

To qualify to become a locus master (Lcm) a character must fulfill all the following criteria:

**Feats:** Any three locus feats.



**Skills:** Knowledge (arcana) 5 ranks, Spellcraft 5 ranks.

**Spellcasting:** Ability to cast 3rd-level spells.

## Class Skills

The locus master's class skills (and the primary ability for each) are Concentration (Con), Craft (Int), Decipher Script (Int), Gather Information (Cha), Knowledge (arcana) (Int), Knowledge (history) (Int), Speak Language (Int), Spellcraft (Int) and Survival (Wis).

**Skill Points at Each Level:** 2 + Int modifier.

## Class Features

All of the following are class features of the locus master prestige class.

**Weapon and Armor Proficiency:** Locus masters do not gain proficiency with any weapons or armor.

**Spells per Day:** When a new locus master level is gained, the character gains new spells per day as if he had also gained a level in a spellcasting class he belonged to before he added the prestige class. He does not, however, gain any other benefit a character of that class would have gained (improved chance of controlling or rebuking undead, metamagic or item creation feats, and so on).

If a character had more than one spellcasting class before he became a locus master, he must decide to which one to add each level of locus master for purposes of determining spells per day.

**Bestow Locus (Su):** At 1st level, the locus master can bestow the power of his active loci on a proxy. This can be either a willing recipient or an object. The recipient, or anyone holding the object (as appropriate), can then use the locus as though it was her own. While the locus is bestowed, the locus master loses access to both the locus and the prepared spells (or necessary spell

slots) comprising the locus — the mystic energy now resides with the proxy. The locus master may end this effect at any time as a move action, instantly regaining both the locus and his prepared spells (or spell slots).

Unless recalled, the mystic energies of the locus remain with the proxy, even after the locus master has died. Though uncommon, this has resulted in the creation of locus items.

**Locus Mastery:** Starting at 2nd level and at every three levels in this prestige class thereafter, the locus master gains a bonus locus feat. Alternatively, he may choose to increase by +2 the DC to resist his locus's effects (this may be selected multiple times; the effects stack).

**Shared Locus (Su):** At 4th level, the locus master can use the mystic energy of others to sustain his loci. Such individuals must be willing donors who agree to commit their prepared spells or otherwise keep their spell slots available. Spells and spell slots must match those required by the locus. The sharing occurs only while all donors remain within 1 mile of the locus master.

Shared locus reduces the spell prerequisites to keep the locus active by one for each donor, to a minimum of one prepared spell or spell slot of the locus master's choice that he must maintain. The locus effect applies only to the locus master, however. If a donor also knows the locus, she can use the locus master's prepared spells or available spell slots to maintain her own locus in turn.

**Mass Shared Locus (Su):** At 7th level, the locus master has full command over his shared locus ability. He can bestow the benefit of an active shared locus to a number of donors up to half his Int bonus (round down).

**Awaken Locus (Su):** Some believe that loci are muted echoes of "true spells," spells of such potency that

Table A1–3: Locus Master (Lcm)

Class Level	Base				Special	Spells per Day
	Attack Bonus	Fort Save	Ref Save	Will Save		
1st	+0	+0	+0	+2	Bestow locus	+1 level of existing class
2nd	+1	+0	+0	+3	Locus mastery	+1 level of existing class
3rd	+1	+1	+1	+3	—	+1 level of existing class
4th	+2	+1	+1	+4	Shared locus	+1 level of existing class
5th	+2	+1	+1	+4	Locus mastery	+1 level of existing class
6th	+3	+2	+2	+5	—	+1 level of existing class
7th	+3	+2	+2	+5	Mass shared locus	+1 level of existing class
8th	+4	+2	+2	+6	Locus mastery	+1 level of existing class
9th	+4	+3	+3	+6	—	+1 level of existing class
10th	+5	+3	+3	+7	Awaken locus	+1 level of existing class

some even gained a kind of sentience. At 10th level, the locus master can approximate this in the loci at his command. The locus master's active loci become semi-autonomous, each one granting him an extra move action with which to manipulate locus effects. For example, a locus that requires a move action to grant an

effect performs the action on its own without the locus master expending any action himself. Since the loci's "life" is separate from the locus master's own, the player may continue to direct the move actions for active loci even if the locus master cannot (for example, if he is rendered unconscious or is under mental control).

## Ornamancer (Naseeth)

The original translation of naseeth is “bejeweled.” To the asaath, this has connotations of prestige, permanence, nobility and power. The naseethi exemplify and embody all these principles. In other cultures, adherents of this prestige class are known as “ornamancers,” wizards who focus their magics on enchanted precious ornamentation and jewelry.

The study of ornamancy developed in the Jeweled City at the height of the Asaath Empire. These mages explored the magical secrets that could be discovered through manipulation of gemstones.

In their explorations in jewelcraft, ornamancers postulated that gemstones were manifestations of an innate magic that transformed ordinary stone. These wizards learned to tap this innate power to enhance their own abilities. Furthermore, whatever energies the gems could channel could be enhanced by setting a stone in precious metals and inscribing arcane markings upon them. Ornamancy endures in current times, in large part because the Jeweled City was one of the few places to survive the empire's fall.

### Other Races

While gems are not magical per se in the Scarred Lands, their crystalline structures facilitate the channeling of mystic energy. Ornamancers tap into this potential, harnessing it to enchant magic items and generate ever greater spell effects. The study of ornamancy could persist in all cultures to some degree, most often expressed in the creation of magic items.



Some rare individuals may be known to travel further along this path, combining their own mystic abilities with the potential locked within flawless gems.

**Hit Die:** d4

### Requirements

To qualify to become an ornamancer (Orn) a character must fulfill all the following criteria:

**Feats:** Craft Wondrous Item, one other Item Creation feat.

**Skill:** Appraise 8 ranks, Craft (jewelcraft) 8 ranks, Knowledge (arcana) 5 ranks.

**Spellcasting:** Must be able to cast 3rd-level arcane spells.

### Class Skills

The ornamancer's class skills (and the primary ability for each) are Appraise (Int), Concentration (Con), Craft (alchemy) (Int), Craft (Int), Knowledge (arcana) (Int), Search (Int), Spellcraft (Int).

**Skill Points at Each Level:** 2 + Int modifier

### Class Features

All of the following are class features of the ornamancer prestige class.

**Weapon and Armor Proficiency:** Ornamenters are proficient with simple weapons but not with armor. Armor of any type interferes with the ornamancer's arcane gestures, which can cause her spells to fail (if those spells have somatic components).

**Spells per Day:** When a new ornamancer level is gained, the character gains new spells per day as if she had also gained a level in a spellcasting class she belonged to before she

added the prestige class. She does not, however, gain any other benefit a character of that class would have gained (improved metamagic or item creation feats, and so on).

If a character had more than one spellcasting class before she became an ornamancer, she must decide to which one to add each level of ornamancer for purposes of determining spells per day.

**Improved Creation:** At 1st level, an ornamancer learns to use a gem's structure to better channel mystic energy, thereby easing the process of creating magic items. Working a gem into an item's creation reduces the XP of its creation cost by 25%. The precious materials used raise the gp cost of its creation by 10%.

**Gem Resistance (Su):** Starting at 1st level, the ornamancer gains spell resistance 10 versus spells cast upon her that require a gem as a material component or focus. Gem resistance also applies to magic items that have gems as a part of their design (jewels set in rings, necklaces, brooches, etc.). This increases by 5 every three levels, for SR 15 at 4th level, SR 20 at 7th level, and SR 25 at 10th level.

**Imbue Gemstone:** At 2nd level, the ornamancer can store additional spell levels within a gemstone lattice. When preparing her daily allotment of spells, she may prepare a number of additional spell levels equal to one half her ornamancer level (a "half-level" equals one cantrip). These spell levels are allocated however the ornamancer sees fit, although they cannot exceed the spell level cap as indicated in Table A1-4. For example, a character with five ornamancer levels can prepare one 2nd-level

Table A1-4: Ornamentancer (Orn)

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day
1st	+0	+0	+0	+2	Improved creation, gem resistance (SR 10)	+1 level of existing class
2nd	+1	+0	+0	+3	Imbue gemstone (1st-level)	+1 level of existing class
3rd	+1	+1	+1	+3	Enhanced jewel magic	+1 level of existing class
4th	+2	+1	+1	+4	Gem resistance (SR 15)	+1 level of existing class
5th	+2	+1	+1	+4	Imbue gemstone (2nd-level)	+1 level of existing class
6th	+3	+2	+2	+5	—	+1 level of existing class
7th	+3	+2	+2	+5	Redirect imbuing, gem resistance (SR 20)	+1 level of existing class
8th	+4	+2	+2	+6	Imbue gemstone (3rd-level)	+1 level of existing class
9th	+4	+3	+3	+6	—	+1 level of existing class
10th	+5	+3	+3	+7	Jewel mastery, gem resistance (SR 25)	+1 level of existing class



spell and one 0-level spell, two 1st-level spells and one 0-level spell, one 1st-level spell and three 0-level spells, or five 0-level spells.

Additional spells imbued in a gemstone are cast as normal, although the jewel in which they're stored serves as a focus component in addition to the spell's normal components.

A gemstone used for imbuing must be cut (DC 20 Craft (jewelcraft) check), and may be loose or set as part of an item. The jewel must have a market price of at least 1,000 gp/spell level. If an ornamancer tries to store spell levels beyond the gemstone's capacity, the gemstone is destroyed and the extra spell levels are lost for that day.

**Enhanced Jewel Magic:** At 3rd level, when casting a spell that uses a gem as a material component, the ornamancer can make a DC 30 Craft (jewelcraft) check to prevent that component from being expended in the casting. This ability has no effect on foci used in spellcasting.

**Redirect Imbuing:** At 7th level, the ornamancer can channel an imbued spell to cast any spell of the same school of the same level or lower that she knows, even if she did not prepare

the new spell ahead of time. For example, an ornamancer who has imbued *haste* (a 3rd-level transmutation spell) may "lose" *haste*, redirecting its imbued energy in order to cast *darkvision* (a 2nd-level transmutation spell).

**Jewel Mastery:** At 10th level, the ornamancer masters the control and manipulation of any mystic power relating to gems. She adds +2 to the Difficulty Class for any saving throw relating to a spell she casts that requires a gem as a material component or focus. The effect stacks with any other bonuses to her spell saving throw DCs and applies to imbued spells that she casts from gemstones.

The ornamancer can also try to wrest an *ioun stone* or a *geoud stone* from a target within her line of sight. As a standard action, the ornamancer makes an opposed control check using her ornamancer levels against the target's Will save. If the target succeeds, the stone remains in his control. If the ornamancer succeeds, the *ioun stone* or *geoud stone* drifts over to take up a position with her instead.

## Paragon Warrior (Thetlan Mehaaru)

While some asaatthi devote themselves to upholding the heritage of their race, as described under the ancestral warrior prestige class, others devote themselves to upholding its principles. These are the paragon warriors, asaatthi who take to their highest expression the concepts of conscience, honor and insight. Though they can be as diabolical and cruel — if not more so — than their less honorable kin, they walk a path of truth and devotion in their own way.

Though considered the equal of ancestral warriors in prestige and ability, there have never been many paragon warriors. Paragon warriors are given a great deal of social flexibility, be it in political, martial or spiritual matters. Those who attempt to manipulate paragon warriors invariably meet disastrous fates (often without any apparent effort on the part of the affronted paragon). Asaatth folklore has it that a paragon's honor protects him from the dishonor of others, to the point that fate itself brings low those with nefarious intentions.

### Other Races

Asaatth views on honor and virtue are sometimes difficult for other races to grasp, but they are not alone in having a select few who dedicate their lives to upholding such values. Though other cultures may express their values differently, only a rather small difference exists in the moral fiber between paragon warriors of different societies.

**Hit Die:** d8

### Requirements

To qualify to become a paragon warrior (Pgw) a character must fulfill all the following criteria:

**Base Attack Bonus:**  
+6

**Alignment:** Any lawful.

**Special:** The aspirant must meet the prerequisites of the Weapon Familiar feat: Weapon Focus (chosen weapon), Weapon Proficiency (chosen weapon), one of Summon Familiar ability or Weapon Specialization (chosen weapon) or Ancestral

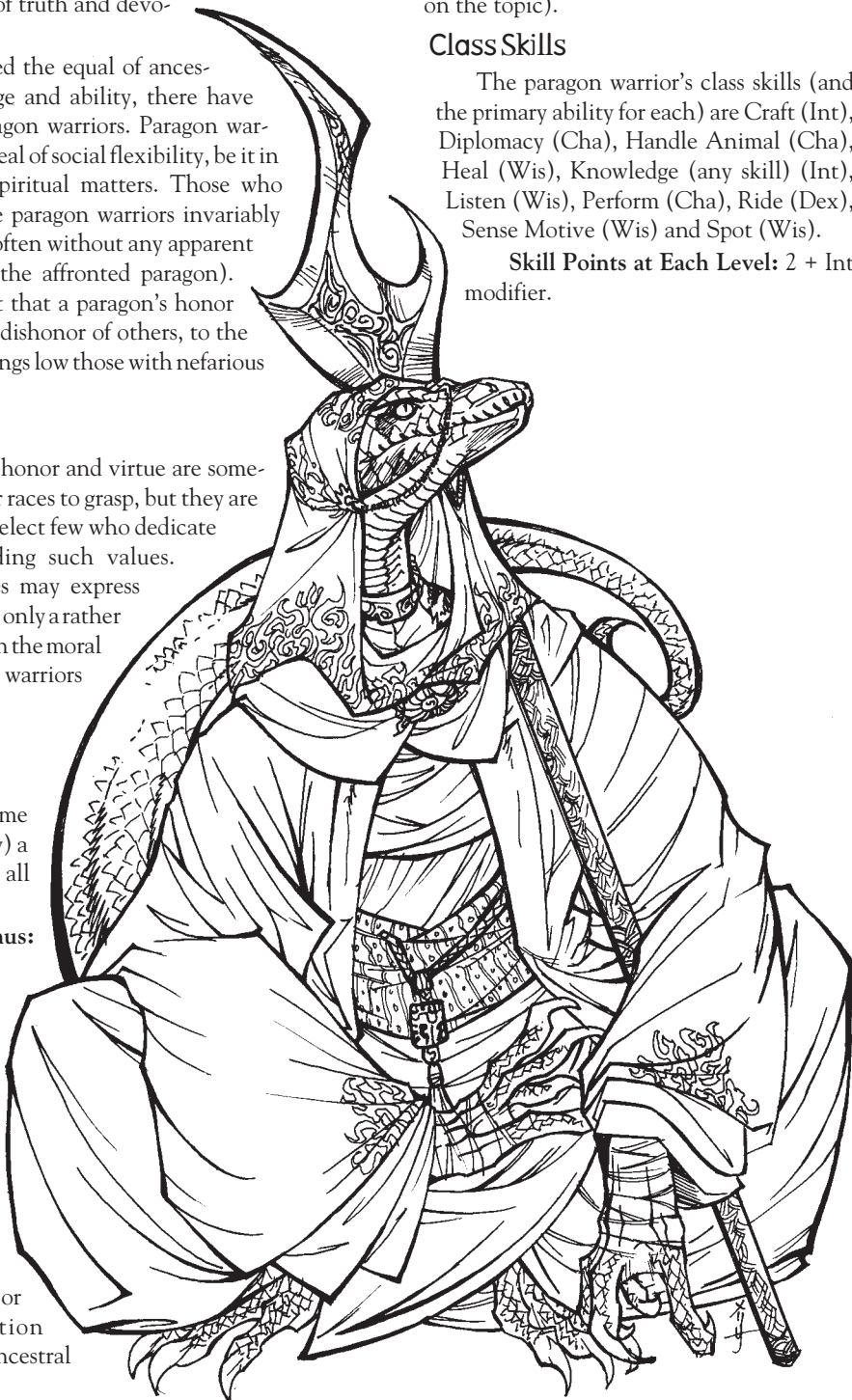
Daisho ability (see “Samurai” in *Oriental Adventures*, Chapter 2: Classes). The character must also possess a masterwork version of the chosen weapon.

Also, the aspirant must act in accordance with the virtues as recognized by the asaath ethos. In particular, he must truly exemplify one of the central three tenets: conscience, honor or insight (see “Learning” in Chapter Three for further discussion on the topic).

### Class Skills

The paragon warrior's class skills (and the primary ability for each) are Craft (Int), Diplomacy (Cha), Handle Animal (Cha), Heal (Wis), Knowledge (any skill) (Int), Listen (Wis), Perform (Cha), Ride (Dex), Sense Motive (Wis) and Spot (Wis).

**Skill Points at Each Level:** 2 + Int modifier.



## Class Features

All of the following are class features of the paragon warrior prestige class.

**Weapon and Armor Proficiency:** Paragon warriors are proficient with simple and martial weapons, light and medium armor and shields.

**Weapon Familiar:** At 1st level, a paragon warrior is bonded to a weapon familiar, thereby gaining the Weapon Familiar feat. The chosen weapon must be the same as that used to meet the requirements of this class. If the paragon warrior already has a weapon familiar, he may instead select a weapon familiar feat (see Chapter Three).

**Virtue Awakened (Su):** At 1st level, a paragon warrior chooses one of the three core precepts that he shall champion. He thereafter lives by a strict code and even gains mystical abilities the more he comes to personify that precept.

**Conscience (Anieku):** A paragon of conscience can be ruthless or merciful, but is invariably fair. By spending 1,000 XP, he projects a permanent aura of virtue at a radius of 10 x his Charisma modifier in feet (minimum 10 feet). Those within the aura suffer a –2 virtue penalty on all Bluff checks, including the paragon himself. He may purchase the aura multiple times; the radius remains the same but the virtue penalty stacks. A paragon of conscience considers it dishonorable to knowingly make false judgments or to knowingly pursue selfish interests in favor of the greater good.

**Honor (Kenesh):** A paragon of honor is a true asset to his friends, family and clan. By spending 1,000 XP, he can attune permanently to a willing target (the paragon warrior has no limit to the number of targets other than his available XP). As long as the paragon warrior and the target are on the same plane, the paragon knows her general condition, emotional state and a rough direction to her location. A paragon of honor considers it dishonorable to take any willing action against someone to whom he is attuned.

**Insight (Elohepe):** A paragon of insight is the signpost others look to for guidance. By spending 1,000 XP, he may adopt a cause or obligation. He can champion a number of obligations equal to his Wisdom modifier (minimum of 1); such obligations must be specific and cannot be personal in nature — they must serve the paragon’s tribe, clan or race. He may commit to a new cause after one year or after the present cause is resolved, whichever comes first (each requires another 1,000 XP expenditure). Once committed, he is immune to all mind-altering magic that might sway him from his obligation. Also, once per day he can cast *commune* as if a 20th-level cleric, except that he may ask one question each time. This question must relate to his cause and how best to further it. A paragon of insight considers it dishonorable to fail in his obligation in any way.

**Paragon’s Strike (Su):** Purity of purpose guides the hand of the paragon warrior. At 2nd level, any melee weapon that the paragon warrior wields gains a +1 enhancement bonus to attacks and damage. This bonus stacks with all other bonuses, except for a magical weapon’s existing damage bonus (use only the higher bonus). The enhancement bonus increases by +1 every other level that the character advances in this prestige class, to a maximum of +5 at 10th level.

The paragon’s strike is also treated as a magic weapon for the purpose of dealing damage to creatures with damage reduction (see “Damage Reduction” in the DMG Glossary). The capacity to overcome damage reduction increases as the character advances as a paragon warrior. At 6th level, the paragon’s strike is treated as a lawful weapon for the purpose of dealing damage to creatures with damage reduction. At 10th level, the paragon’s strike is treated as an adamantine weapon for the purpose of dealing damage to creatures with damage reduction.

**Bonus Feats:** Beginning at 3rd level and at every other level in this prestige class thereafter, the paragon

Table A1–5: Paragon Warrior (Pgw)

Class Level	Base				Special
	Attack Bonus	Fort Save	Ref Save	Will Save	
1st	+1	+2	+0	+2	Weapon familiar, virtue awakened
2nd	+2	+3	+0	+3	Paragon’s strike +1
3rd	+3	+3	+1	+3	Bonus feat
4th	+4	+4	+1	+4	Paragon’s strike +2
5th	+5	+4	+1	+4	Bonus feat
6th	+6	+5	+2	+5	Paragon’s strike +3
7th	+7	+5	+2	+5	Bonus feat
8th	+8	+6	+2	+6	Paragon’s strike +4
9th	+9	+6	+3	+6	Bonus feat
10th	+10	+7	+3	+7	Virtue is mine, paragon’s strike +5

warrior gains a bonus feat. This feat can be a technique or a weapon familiar feat (see Chapter Three) or an ancestor feat (see *Oriental Adventures*, Chapter 4: Feats). The paragon warrior must still follow all restrictions regarding the selection of these feats.

**Virtue is Mine (Su):** At 10th level, the paragon warrior becomes one with his chosen virtue. It permeates every aspect of his being, turning him into a paragon in the truest sense of the word.

**Conscience (Anieku):** A paragon of conscience may spend 1,000 XP to become a victim's advocate. This victim need not be an individual; it could be a forest destroyed by crazed pyromancers. The paragon gains a +2 virtue bonus to all rolls while acting on the victim's behalf or while seeking to bring the culprit to justice. The paragon can champion only one victim at a time.

**Honor (Kenesh):** A paragon of honor gains a +2 virtue bonus to all rolls while protecting or rescuing someone to whom he is attuned.

**Insight (Elohepe):** A paragon of clarity of purpose gains a +2 virtue bonus to all rolls while performing a specific task related to his committed obligations (including acting upon the advice of his *communion*).

### Ex-Paragon Warriors

A paragon warrior who acts dishonorably of his own free will loses all of his class abilities and can gain no new levels in this prestige class. He also loses 500 XP for each paragon warrior character level (though he can never be brought below zero experience points). To regain his abilities, he must act according to the tenets of his virtue for a year and a day. Any lost XP cannot be recovered.

## Relic Hunter

To stave off the despair that pervades the current era, glorious tales are told of the golden days of old — days when peasants did not starve and rulers could trust their own counselors. These empires of old rose from the earth on the backs of the valorous — and fell to dust from the betrayals of dark enemies. Now, all that is left of this gilded past are the vacant shells of the many ruins that dot the land. This doesn't stop the tales from being told, however — indeed, oftentimes the glories of the past glow more brightly with each telling.

Always, some individuals are unwilling to sit back with a good ale and listen to the bards' stories. These intrepid few seek to find the truths for themselves. Such adventurers travel the length and breadth of the world, exploring those places left untouched for eons. Called "relic hunters," these folk share a desire to find that one artifact that will grant them fame, renown and power.

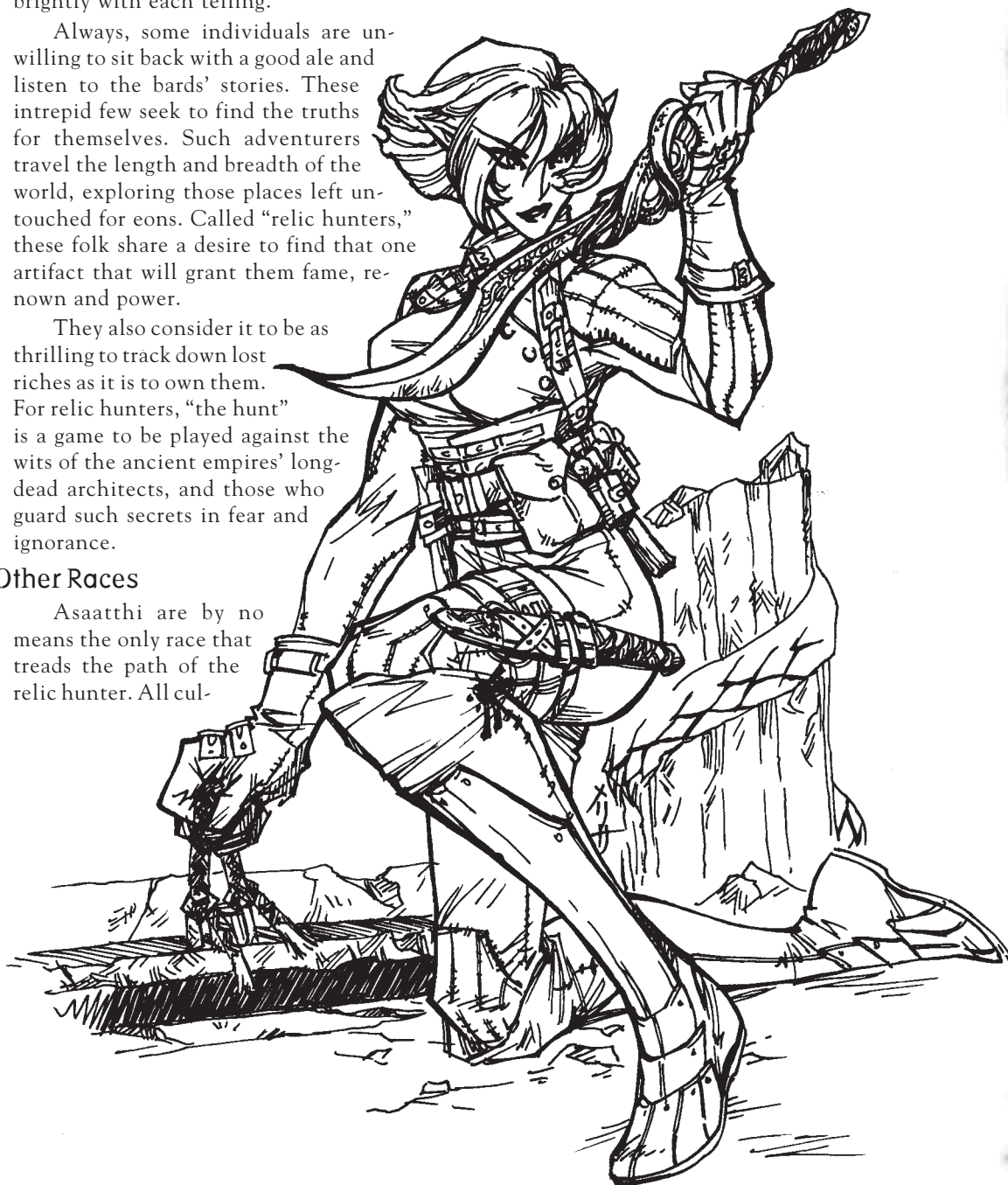
They also consider it to be as thrilling to track down lost riches as it is to own them. For relic hunters, "the hunt" is a game to be played against the wits of the ancient empires' long-dead architects, and those who guard such secrets in fear and ignorance.

### Other Races

Asaatthi are by no means the only race that treads the path of the relic hunter. All cul-

tures have individuals with an overwhelming thirst for discovery and riches. Those who become relic hunters have the required cunning mind, lightning reflexes and reckless spirit.

**Hit Die:** d8



## Requirements

To qualify to become a relic hunter (Rlc) a character must fulfill all the following criteria:

**Base Attack Bonus:** +3

**Feat:** Toughness.

**Skill:** Appraise 5 ranks, Disable Device 3 ranks, Gather Information 5 ranks, Knowledge (history) 7 ranks, Search 5 ranks.

**Special:** Must be literate.

## Class Skills

The relic hunter's class skills (and the primary ability for each) are Appraise (Int), Bluff (Cha), Climb (Str), Craft (alchemy) (Int), Decipher Script (Int, exclusive skill), Diplomacy (Cha), Disable Device (Int), Escape Artist (Dex), Gather Information (Cha), Jump (Str), Knowledge (history) (Int), Open Lock (Dex), Search (Int), Speak Language (Int), Survival (Wis), and Use Magic Device (Cha, exclusive skill).

**Skill Points at Each Level:** 6 + Int modifier.

## Class Features

All of the following are class features of the relic hunter prestige class.

**Weapon and Armor Proficiency:** Relic hunters are proficient with simple and martial weapons and light armor.

**Relic Lore:** With extensive study into the history of ancient civilizations and having picked up a collection of myths, anecdotes and legends regarding the cultures she investigates, a relic hunter knows much about the artifacts that might be found at a site. When presented with some artifact, whether mundane or magical, the relic hunter makes a relic lore check with a bonus equal to her relic hunter levels + her Intelligence modifier. (If the relic hunter has levels in bard she may also add a bonus equal to her bard class level.) This check will not reveal secrets or magic powers for

an object, but may offer a hint as to its general function. Details regarding relic lore can be determined on the chart below.

**Trapfinding:** At 1st level, a relic hunter is aware of the dangers inherent in exploring strange ruins. She can use the Search skill to locate traps when the task has a Difficulty Class higher than 20. Finding a nonmagical trap has a DC of at least 20 (higher if it is well hidden). Finding a magical trap has a DC of 25 + the spell level used to create it.

The relic hunter can also use Disable Device to disarm magic traps. A magic trap generally has a DC of 25 + the spell level used to create it. A relic hunter who beats a trap's DC by 10 or more with a Disable Device check can study a trap, figure out how it works, and bypass it (with her party) without disarming it.

**Specialized Lore:** At 2nd level, the relic hunter gains greater knowledge of one particular civilization of her choice. The relic hunter thereafter has a +2 circumstance bonus to any skill checks relating to the exploration of that civilization. This includes the use of Appraise, Decipher Script, Disable Device, Knowledge, Open Lock, Search and Use Magic Device. This bonus also applies to any relic lore checks that relate to the particular civilization.

The relic hunter can choose an additional specialized lore at 5th level and at 8th level. Also at each interval, the circumstance bonus for any one civilization (including the one just selected, if so desired) increases by 2. For example, a character with 6 relic hunter levels has specialized lore with two civilizations; she gains a +4 circumstance bonus on the skills listed above relating to one of the civilizations, and a +2 circumstance bonus relating to the other civilization.

**Trap Sense (Ex):** Starting at 2nd level, a relic hunter has an intuitive sense that alerts her to danger from traps. This confers a +1 bonus on Reflex saves made to avoid traps and a +1 dodge bonus to AC

### Relic Lore

DC	Type of Knowledge	Examples
10	General knowledge, known by an average citizen of that culture	Common myths and legends, general description of dynasties, cultural taboos.
15	General knowledge, known by a specific subgroup.	Legal systems of the upper class, typical wages of workers, general treatment of slaves.
20	Specific knowledge, details known to a sizable percentage of the culture.	Dates and times of holidays, specific names of authority figures (local mayor, military general, heads of state).
25	Specific knowledge, known by a small subgroup.	Genealogy and clan ties of nobility, metallurgical composition of tools, details of the funerary rites of a culture.
30	Obscure knowledge, known to specific individuals.	The name of the cherished mistress of the third emperor of the Vhaerith dynasty of Lede and her eye color.

against attacks made by traps. These bonuses rise by +1 every other level thereafter (4th, 6th, 8th and 10th). Trap sense bonuses gained from multiple classes stack.

**Fast Recovery (Ex):** Starting at 3rd level, a relic hunter's body learns to recover faster than normal from the frequent knocking-around that it receives. The relic hunter adds her Con bonus (if any) to the total hit points that she can recover per each day of rest. This is applied prior to any modifiers to hit point recovery, such as recovering one and a half times your character level after complete bed rest. For example, a relic hunter with nine total character levels and Con 15 recovers 11 hit points per day of rest, and 16 hit points per day of complete bed rest.

**Skill Mastery:** Relic hunters are renowned for their calm attitudes in tense situations. At 3rd level, the relic hunter selects a number of skills equal to 3 + Int modifier. When she makes a skill check with one of these skills, the character may take 10 even if stress or distractions would normally prevent her from doing so.

**Uncanny Dodge (Ex):** At 4th level, a relic hunter gains the ability to react to danger before her senses would normally allow her to do so. She retains her Dexterity bonus to AC (if any) even if she is caught flat-footed or struck by an invisible attacker. She still loses her Dexterity bonus to AC if she is immobilized. If a relic hunter already has uncanny dodge from another class, she automatically gains improved uncanny dodge instead (see below).

**Construction Sense (Ex):** At 4th level, a relic hunter has amassed sufficient knowledge of architectural designs to gain a +2 circumstance bonus on checks to notice unusual work in any construction, such as sliding walls, new construction (even when built to match the old), unsafe surfaces, shaky ceilings and the like. Construction disguised as a natural object or environment counts as unusual workmanship. A relic hunter who merely comes within 10 feet

of unusual construction can make a check as if she were searching actively. The bonus stacks with trapfinding and specialized lore.

This ability functions for all manner of construction, whether stone, wood, metal, bone or otherwise. The bonus increases to +4 at 8th level.

**Evasion (Ex):** At 5th level, the relic hunter's reactions become preternaturally quick. If she is the subject of an effect that normally allows a Reflex save for half damage, she takes no damage on a successful saving throw. Evasion can be used only if the relic hunter is in light or no armor and does not function if the relic hunter is helpless (unconscious, paralyzed, etc).

**Damage Reduction (Ex):** At 6th level, the relic hunter is well used to the dangers of exploration, such that she can avoid the full brunt of most physical attacks. This is reflected in a damage reduction rating of 2/-. This increases to 4/- at 9th level.

**Spell Resistance (Su):** At 7th level, the relic hunter has been exposed to enough danger that she has learned to avoid most mystic assaults. This is represented by spell resistance with a rating of 10 + the character's levels in relic hunter.

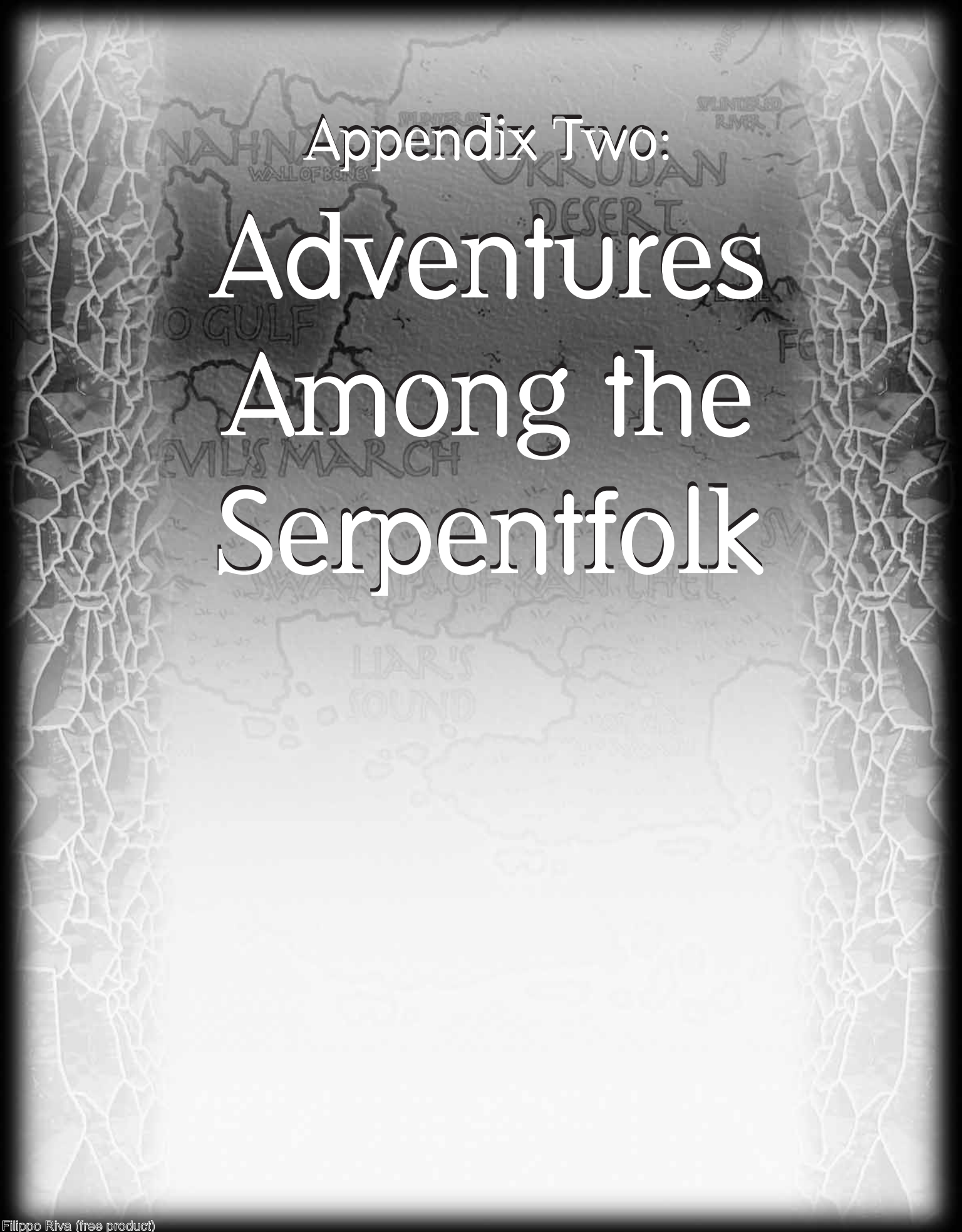
**Improved Uncanny Dodge (Ex):** At 8th level, the relic hunter can no longer be flanked. This denies a rogue the ability to sneak attack the relic hunter by flanking her, unless the attacker has at least four more rogue levels than the character has relic hunter levels.

If the relic hunter already has uncanny dodge (see above) from another class, she automatically gains improved uncanny dodge instead, and the levels from the classes that grant uncanny dodge stack to determine the minimum level a rogue must be to flank the character.

**Improved Evasion (Ex):** At 10th level, a relic hunter faced with an effect that normally allows a Reflex save for half damage now takes no damage on a successful Reflex save and half damage on a failed Reflex save.

Table A1-6: Relic Hunter (Rlc)

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special
1st	+0	+2	+2	+0	Relic lore, trapfinding
2nd	+1	+3	+3	+0	Specialized lore, trap sense +1
3rd	+2	+3	+3	+1	Fast recovery, skill mastery
4th	+3	+4	+4	+1	Uncanny dodge, construction sense +2, trap sense +2
5th	+3	+4	+4	+1	Evasion
6th	+4	+5	+5	+2	Damage reduction 2/-, specialized lore, trap sense +3
7th	+5	+5	+5	+2	Spell resistance
8th	+6	+6	+6	+2	Improved uncanny dodge, construction sense +4, trap sense +4
9th	+6	+6	+6	+3	Damage reduction 4/-
10th	+7	+7	+7	+3	Improved evasion, specialized lore, trap sense +5



Appendix Two:

# Adventures Among the Serpentfolk



## Encounters

### Desert Paradise of Asaatth (CR 9)

The heartland of desert asaatti, the region within a few days' travel of the Desert Paradise is dangerous even for the most experienced adventurers. Asaatthi themselves encounter trouble away from the protective walls of their city — or further within the city itself. A magical alarm alerts the city if any asaatti patrols, squads or war bands are attacked.

Sutak sometimes embark on swift raids called scourges, eliminating merchant bands or nomadic encampments. Scourges have been known to assault the Desert Paradise itself, but thus far each resulted in massive sutak losses. Smaller raiding parties pick off asaatti traders and smaller nomadic bands traveling to or from the city.

**Encounter Chance:** 4% per hour; 6% per hour at night (24% per six hours; 36% per six hours at night).

#### Desert Paradise of Asaatth (CR 9)

D% Day	D% Night	Encounter	No. Encountered	CR	At EL	Source
1–4	1–4	Asaatth merchant caravan	*	*	14	CCRev
5–14	5–29	Asaatth nomadic band	*	*	9	CCRev
15–39	30–44	Asaatth patrol	*	*	6	CCRev
40–41	45–46	Asaatth squad	*	*	7	CCRev
42	47	Asaatth war band	*	*	14	CCRev
43–47	48–50	Blight wolves	2d4	5	10	CCRev
48–51	51–54	Dune delver	1	5	5	CCRev
52–57	55–59	Firedrake	1	5	5	CCRev
—	60–62	Harpies	4d6	2	10	MM
58–60	63–65	Lamia	1	6	6	MM
61–68	66–73	Pyres	4	5	9	CCRev
69–73	—	Ratman pack, Daywalker	**	**	9	CC2
74–76	74–77	Sand wyvern	2d4	3	7	CC2
77–81	78–80	Sand wyvern flock	3d6	3	10	CC2
—	81–83	Shockbats	3d8	3	10	CC2
82–85	84–87	Skivers	1d4+1	3	6	CC2
86–88	—	Solar scarabs	1d10+10	1/2	7	CCRev
89–92	88–91	Sutak	1d6+4	1	7	CC2
93–96	92–94	Sutak raiding party	†	†	10	CC2
97	—	Sutak scourge	††	††	13	CC2
98–00	95–97	Ukrudan stalker	1	5	5	CC2
—	00	Werevulture	2d4	2	7	CCRev

CCRev: **Creature Collection Revised**

CC2: **Creature Collection 2**

\*Asaatth encounters:

*Merchant caravan* consists of 10 asaatti (CR 3 each), 2 4th-level fighters (CR 7 each), 1 6th-level wizard (CR 9) and 1 6th-level druid (CR 9).

*Nomadic band* consists of 4 asaatti (CR 3 each), 1 4th-level fighter family elder (CR 7) and 1 3rd-level wizard family elder (CR 6).

*Patrol* consists of 1 asaatti (CR 3) and 5 troglodytes (CR 1 each). Patrols are tripled and CR 9 if the area is on alert.

*Squad* consists of 1d4+2 asaatti (CR 3 each). This result should be considered a war band if the area is on alert.

*War band* consists of 1d4+1 x10 asaatti (CR 3 each), plus one sergeant, a 3rd-level fighter (CR 6),

per 15 warriors, plus one commander, a 6th-level fighter (CR 9).

\* *Ratman pack, Daywalker*: The pack consists of 3d10 Daywalkers (CR 1 each) plus 1 4th-level fighter (CR 5). In this region, they are likely to be hunting asaatti or engaged in reconnaissance.

† *Sutak raiding party*: This group consists of 1d4 x10 sutak (CR 1 each), plus 1 2nd-level fighter (CR 2) per 10 raiders.

†† *Sutak scourge*: A scourge consists of 1d8+2 x10 sutak (CR 1 each), plus 1 2nd-level fighter (CR 2 each) per 10 sutak, plus 1 4th-level sorcerer (CR 4 each) per 50 sutak, plus 1 leader, a 5th-level fighter (CR 5).

## Lost City of Asaatthi (CR 8)

The putative capital of the swamp-dwelling asaaththi, the Lost City is found in a land of wild marshes. No large groups of humanoids pose a threat to asaathth domination; the terrain discourages other groups from embarking on campaigns. As a consequence, asaaththi of the Lost City are not as vigilant as

their desert kin. A 25% chance exists that the city is alerted when any patrols or groups are attacked. A patrol that is attacked and breaks an engagement summons reinforcements, raising an alert within 1d3 hours.

**Encounter Chance:** 8% per hour; 6% per hour at night (48% per six hours; 36% per six hours at night).

### Lost City of Asaatthi (CR 8)

D% Day	D% Night	Encounter	No. Encountered	CR	At EL	Source
—	1–2	Asaatth ancients	*	*	13	CCRev
1–4	3–4	Asaatth merchant caravan	*	*	14	CCRev
5–14	5–19	Asaatth river-dwellers	*	*	8	CCRev
15–24	20–24	Asaatth squad	*	*	7	CCRev
25	25	Asaatth war band	*	*	14	CCRev
26	26	Dragon, woodwreck	1	12	12	CCRev
27–35	27	Giant crocodile	2d4+4	4	10	MM
36–45	—	Lizardfolk foragers	**	**	9	MM
46–48	28–31	Ooze, gray	1	4	4	MM
49–53	32–44	Miredweller	3d6	2	9	CCRev
54–55	45–47	Serpent root	1	4	4	CCRev
56–57	48	Shocker lizard	1d4+1	2	6	MM
58	49	Shambling mound	1	6	6	MM
59–60	50–52	Slime reaver	1d6+3	1	6	CC2
61–75	53–57	Snake, giant constrictor	1d3+1	5	8	MM
76–77	—	Snake, Huge viper	1d3+1	3	6	MM
78–80	—	Snake, Large viper	1d3+1	2	5	MM
81–83	58–60	Spined lizard	1d3+2	2	6	CC2
84–85	61–63	Stench toad	1d3+2	2	6	CC2
86	64–66	Swamp fisher	1	4	4	CC2
87–89	67–69	Swamp tyrant	1	7	7	CC2
90–92	70	Tendriculos	1	6	6	MM
93–97	71–95	Troglodyte hunters	†	†	8	MM
98–99	96–97	Vermin host, leech	1d3+2	2	6	CC2
00	98–00	Will-o'-wisp	1	6	6	MM

CCRev: Creature Collection Revised

CC2: Creature Collection 2

\*Asaatth encounters:

*Ancients* are 1d6+6 2nd-level wizard asaathth ghosts (CR 7 each). These spirits seek to continue to protect the Lost City. They are not in contact with other asaaththi, however.

*Merchant caravan* consists of 10 asaaththi (CR 3 each), 2 4th-level fighters (CR 7 each), 1 6th-level wizard (CR 9) and 1 6th-level druid (CR 9).

*River-dwellers* are 1d4+1 asaaththi led by 1 family elder, a 2nd-level druid (CR 6).

*Squad* consists of 1d4+2 asaaththi (CR 3 each). The squad is doubled in size if an alert is active and is CR 9 because of it.

*War band* consists of 1d4+1 x10 asaaththi (CR 3 each), plus 1 sergeant, a 3rd-level fighter (CR 6), per 15 warriors, plus 1 commander, a 6th-level fighter (CR 9).

\**Lizardfolk foragers*: The foragers are 2d8 lizardfolk slaves (CR 1) led by 1 asaathth foreman (CR 3).

†*Troglodyte hunters*: The hunters are 3d6 troglodytes (CR 1 each). If they deviate from their appointed territory or fail to check back when they are due, an asaathth squad is dispatched to look for them. One of the troglodytes has an amulet to contact asaaththi if attacked. When the amulet is used, a squad is dispatched, but the city does not go to an alert until military forces are convinced that an actual threat exists.

## Sample Encounters

### Strange Friends

The party has just defeated a group of asaatthi. A short time later, a sutak appears over a distant dune, waving a white flag of parlay. The remainder of a sutak band is out of sight of the party. This group, including the one waving the flag, has a CR equal to the party's average level +2.

Party members or guides familiar with the desert may have heard of the mule-headed sutak. This race is violent, warlike and cruel, but organized and known to honor agreements. If parlay is accepted a representative named Kahkeen approaches. Otherwise, the sutak attempt to withdraw.

The sutak watched the battle between the PCs and the asaatthi. They wish the party's help in destroying more of the serpentfolk. The sutak want help attacking a specific outpost which houses many sutak slaves. They do not volunteer this detail unless pressed. They wish not just to free the slaves but to kill all asaatthi there. They concede this point very reluctantly.

The sutak agree to maintain a truce with the party up to a whole day after they part ways if the PCs help. Otherwise, the sutak promise not to pursue the party — most likely comprised of racial enemies — for two hours. If the party agrees, Kahkeen hammers out an arrangement. (Terms will likely involve offering the party some portion — though as little as possible — of loot.) The party must be careful with the wording of how they agree. The sutak will not hesitate to destroy both PCs and asaatthi if they find a loophole and can do so without great risk.

The strength of the asaath encampment depends on the strength of the party. The base EL is equal to average party member level +4, though the assistance of the sutak multiplies XP by 2/3.

Sutak slaves are equal to half the amount of the sutak war party, though they are unarmed and in no condition to pose a threat. Slaves of other races, including those relating to the PCs, may be there as well, depending on the course of the campaign.

### The Living Swamps

Many of the river-dwellers regard it as their sacred duty to promote the power of Mormo in all respects. As potent druids, they use *unhallow* to protect their religious sites. The pinnacle of the river-dwellers' tradition, however, is *awaken*.

This is seen as homage to Mormo's life-giving power.

Awakened plants and animals fill the swamps, many loyal to the asaatthi. They act as eyes and ears, passing along information to their masters. Some serve more directly, protecting the dwellings of asaatthi or fighting alongside them.

An awakened tendriculos (see MM) is made all the more dangerous by full sentience. Even the asaatthi are wary around these plants, as their appetite often strains the bonds of friendship. Some are capable of mimicry, using calls to distract or draw in characters. Others pretend to be spirits of the forests, offering advice and shelter to visitors. Many of these have become forest gods of free troglodytes. The troglodytes gather meat for their avatar of the swamps in exchange for advice and sometimes druidic magic.

Awakened crocodiles are fairly frightening as well. Naturally adept at stealth, these abilities are all the more powerful with full intelligence. Many avidly learn the druidic power of their asaath allies. These have spawned tales of werecrocodiles.

## Awakenings:

### A Short Adventure

**If you are a player, check with your Game Master; see if he plans to run this adventure before reading any further.**

"Awakenings" can be told from one of several perspectives — the Vigils of Vesh, the Battle-Mages of Calastia and the asaatthi. It is intended for characters of 5th to 6th level (bear in mind level adjustment if the PCs are asaatthi).

"Awakenings" tells of an ancient evil stirring within the Kan Thet. At first each side thinks the other is the source of the danger, but it is much more: a dormant slarecian true spell, left behind from the First Age to enact vengeance upon the serpentfolk. This realization gives the Vigils and Calastians a glimpse into the legacy of the asaatthi, while the asaatthi rediscover part of their lost heritage.

To defeat the threat, they must gather three portions of asaath artifacts and use them in a powerful ceremony. It is unlikely that a single group can achieve this goal, but it is just as unlikely that the three groups will be willing to work together. Each gathers a fragment of artifact on its own, but the story is as likely to end in cooperation as with one group destroying the others to obtain their fragments of the key.

Dear Commander,

I regret to inform you that our mission went poorly; fewer than half of our group survived. We head for Hollowfaust now. We will proceed undercover by way of caravans to the Gleaming Valley. We have discovered something which I must report immediately, and I cannot wait until reaching the Golden City to send this message by more secure courier.

As instructed, we infiltrated the eastern marches of the Kan Thet, hoping to gauge the strength and nature of the asaatthi there. After days of journey and braving a marsh squall we had found no sign. This was perplexing, as earlier reports suggested dozens of small settlements near our route. The explanation was swift and terrible as the ground beneath us gave way. One of my lieutenants was swallowed by the rift and the rest of us barely leaped to safety in time. From the once-still waters came a terrible sound of slithering, and before my eyes a most unclean mosaic of snakes and other dread things assembled into a near-human form. It was an abomination, and so obviously otherworldly that it defied any reckoning by the sane mind.

Steel and spells were no match for the thing. I do not know what power it held, but it was surely beyond us. Its serpentine construction suggested asaatth wizardry, so we tried to discern where the titanspawn controlling the monster might be. We were unsuccessful, and with losses mounting I ordered a retreat.

The swamp was alive then and I knew we had indeed fallen into a trap. Asaatthi were waiting for us, damn them all! By some miracle we managed to escape. It is now clear to me that they are planning something, something so important that they have placed guardians the likes of which I have never even read about around their accursed swamp.

We must return to the Kan Thet and neutralize this threat once and for all. I hope that by the time I reach Mount Glianorum you will have made your decision, and that reinforcements will be waiting.

Your friend,  
Finarion Celstis, Lollhardran's Vigil

My master and liege,

Enclosed is a copy of an intercepted communiqué to Lave. I allowed the original message to continue on and all precautions were taken to prevent knowledge of our intercept.

It would appear that the Vigils have been snooping near the Heteronomy again, though in this case their mark lay within the swamps of Kan Thet. They were concerned about the strength of the serpentfolk, and foolishly sent an underprepared force to scout the area.

The Vigils' encounter interests me; I suggest we send a detachment of our own into the Kan Thet to "aid" our vigilant friends. I am certain we can capitalize on this, turning the Vigils and the asaatthi against each other as we move in on their respective realms. Forgive my conceit at offering to lead this expedition, but I have been studying the Lollhardran for years now and would love to see just how they squirm in real life.

I hope you are well. Say hello to father for me.

Your loyal brother,  
Bachiel Ameron

The Mother be praised,

I trust you are well, my elder-friend. Duties require that I be brief and to the point; we must wait another time to speak lightly.

It is as we feared. The humans have laid waste to our villages. Merciless as they always are, no survivors were left. We found the young dismembered within their rookeries. Evidence indicates a large party, perhaps dozens to a hundred, traveling through the eastern territories. We later encountered a group of vigilants — of Lollhardran's Vigil by their medallions — trying to escape the swamp. Though I desired their tortured deaths, our forces were too far dispersed to destroy them all. Some few escaped; even now they make their way northward, unaware of the tracking spells we have placed upon them.

When they return to Lave we shall learn much of their strengths and methods. So far, our evening tells of an urgent message sent to the Veshian capital; no doubt they are preparing for a second and more substantial incursion. Is this a prelude to war? I cannot say, but I will rip the entrails from my body before I allow them to repeat their crimes.

I will not return to Ithia Ilnaasatth; I intend to make a stand here. Several of my warriors have likewise elected to remain. Though I demand nothing, any aid is a blessing. We must not let the humans think they can defile our home without retribution.

Please send my regards to Saaya and the little ones. And to you too, may the Serpent Mother see the glory of your works.

In honor we part,  
Tadokoro

## The Forces at Work

The major players in “Awakenings” — and the corresponding perspectives from which the Game Master can explore the adventure — include the following groups. It is up to the GM to decide which group is most suitable for the PCs to take part in the adventure.

### Vigils of Vesh

First among equals, the Vigils represent the major protagonists in “Awakenings.” Home Commander Kelemis Durn sent a force to investigate the Kan Thet, under the command of the promising but inexperienced Finarion Celstis (*male half-elf, Rng9/Vig4, LG*). As Finarion reports in his letter, above, things went poorly. He now assembles a new team — including non-vigilant specialists (the PCs, if appropriate) — for a second mission. Finarion adopts squad tactics this time around. The PCs form one of the squads, autonomous but able to rely on the vigilants for intermittent support and requests.

This option is best for good and/or lawful characters, especially those with links to Mithril, Vesh, Burok Torn or their allies.

Alternatively, the PCs are an independent company who run into Finarion’s group as the vigilants head for the swamp. Working with (or at least in parallel) with the vigilants is an excellent opportunity to gain extra cover from danger, and Finarion welcomes all the help he can get.

This option is best for neutral or chaotic characters, especially those with few links to mainstream Ghelspadian society or who have shady dealings with Ghelspad’s underworld.

### Battle-Mages of Calastia

Curious what will happen with Finarion’s new expedition — and hoping to loot asaath of arcane tidbits — the morally questionable Bachiel Ameron (*male human, Wiz7/Ftr3/Cbm3, LE*) leads a force of battle-mages to the Kan Thet. Second son of Antreas the Royal Grand Vizier of Calastia and a formidable man in his own right, he is ruthless and eager to prove himself to both his father and his peers.

Bachiel employs freelance shock troops so that his own forces can wade in afterward and clean up what stragglers remain. If the GM chooses this approach, the PCs find their role as these conscripts. This option is suited for groups of all alignments, whether serfs and freemen using this adventure to start a new life, or mercenaries hoping to curry favor with the Black Dragon Throne.

Or the PCs may be part of the Calastian privileged few, hoping to gain rank in the nation’s hierarchy. In this case they are the “elite advanced guard.” This option is best suited for evil characters with lawful leanings, especially those from Calastia itself.

### Asaatthi

Based on recent events, the seasoned Tadokoro (*male asaath, Wiz10/Sam2/Pgw4, LN*) believes that

humans are invading, or are making forays in preparation for invasion. He will not stand for further aggressive action. A seasoned general and paragon of asaath honor, Tadokoro gathers followers to deal with the humans’ inevitable return.

The PCs in this case are the youngest warriors under his command. (They could also be young soldiers visiting from the Desert Paradise.) Their elders outclass them in power, but their idealism and enthusiasm set them apart. This option is suited for asaath characters of any concept or alignment, although they should be loyal to the asaath cause and have a strong sense of honor if they hope to stay in their leader’s good graces.

### Slarecians

The legacy of this long-vanished race forms the source of conflict. The slarecians never forgave the asaath for defeating them in a transplanar war that ravaged the First Age. A faction summoned alien creatures and imprisoned them in stasis beneath the heart of asaath civilization. The slarecians then cast a true spell to oversee the execution of their vengeance. This magical effect is so potent as to have a form of sentience — think of it as the manifestation of slarecian will, its mission to fulfill the points addressed in this adventure.

The slarecians’ unforeseen defeat by the gods and titans prevented them from unleashing their spell, so it lay dormant as millennia passed. Freed countless years later by a geological tremor — unnoticed by all parties in this scenario, though it did trigger the “squall” that Finarion notes in his letter — the slarecian true spell begins its plan at last.

### Theme and Tone

“Awakenings” is about discovery, “awakening” to a long-lost truth of good and evil. It is important that, as the GM, you keep each perspective as discrete and plausible as possible. Regardless of allegiance, each group should believe it is in the right, and only in the end does the greater reality become clear.

### Prelude: A Gathering of Threads

The story begins in Lave, Vashon or the Jewel of the Serpent Mother (or the Desert Paradise), as appropriate to the group the PCs are part of. The PCs learn of the events in the Kan Thet as understood by their particular group (see the letters above) and answer a summons by their respective leaders. Each should believe that the others are the true villains — though only the Calastians know of their own involvement at this point.

This is a chance for characters to prepare for what is certain to be a difficult journey. They will have few opportunities to resupply or otherwise have contact with the outside world once the story begins in earnest.

While the PCs are part of a larger (though by no means huge) force, the encounters to follow are geared for the PCs themselves. It is up to you how this is

conveyed, although it's best to have the PCs act as forward scouts or to have their commander send them to investigate "over there" (which just happens to be where the encounter takes place).

### The Nightmare Begins

**Encounter Level:** 3 (for accidents, treated as traps) and 5 (elementals)

The slarecian true spell is insidious. Aware that a potential threat assembles, the spell plagues the groups in subtle ways even before they reach the swamp. Supplies decay, are poisoned or even explode. Loose bricks and stones fall upon the party, and freak weather occurs wherever they go.

One night, before the group has reached the Kan Thet — or in the course of its patrols, in the case of asaatthi — a bolt of lightning crashes into the party's lodgings. Fire elementals (1 Medium leading 3 Small) surge from the resulting fire and attack those nearby. The elementals target NPCs, especially bystanders. The slarecian spell hopes to create as much chaos as possible.

**Small Fire Elementals (4):** CR 1; Small elemental (fire, extraplanar); HD 2d8, hp 9; Init +5; Spd 50 ft. (10 squares); AC 15 (+1 size, +1 Dex, +3 natural), touch 12, flat-footed 14; Base Atk +1; Grp -3; Atk +3 melee (1d4 slam plus 1d4 fire); Full Atk +3 melee (1d4 slam plus 1d4 fire); Space/Reach 5 ft./5 ft.; SA burn; SQ darkvision 60 ft., elemental traits, immunity to fire, vulnerability to cold; AL NE; SV Fort +0, Ref +4, Will +0; Str 10, Dex 13, Con 10, Int 4, Wis 11, Cha 11.

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

*Feats:* Dodge, Improved Initiative<sup>B</sup>, Weapon Finesse<sup>B</sup>.

**Medium Fire Elemental:** CR 3; Medium elemental (fire, extraplanar); HD 4d8+8, hp 26; Init +7; Spd 50 ft. (10 squares); AC 16 (+3 Dex, +3 natural), touch 13, flat-footed 13; Base Atk +3; Grp +4; Atk +6 melee (1d6+1 slam plus 1d6 fire); Full Atk +6 melee (1d6+1 slam plus 1d6 fire); Space/Reach 5 ft./5 ft.; SA burn; SQ darkvision 60 ft., elemental traits, immunity to fire, vulnerability to cold; AL NE; SV Fort +3, Ref +7, Will +1; Str 12, Dex 17, Con 14, Int 4, Wis 11, Cha 11.

*Skills:* Listen +3, Spot +4.

*Feats:* Dodge, Improved Initiative<sup>B</sup>, Weapon Finesse<sup>B</sup>.

Elementals of each size have the following additional abilities.

**Elemental Traits (Ex):** Immune to poison, sleep effects, paralysis and stunning; not subject to critical hits or flanking.

**Fire Subtype (Ex):** Immune to fire; suffers +50% damage as normal from cold, regardless of whether a saving throw is allowed, or if the save is a success or failure.

**Burn (Ex):** Those hit by a fire elemental's slam attack must succeed on a Reflex save (DC 11 for Small, DC 14 for Medium) or catch on fire. The flame burns for 1d4 rounds. Creatures hitting a fire elemental with natural weapons or unarmed attacks suffer this effect also.

### Encounter Level: 6

In the nights following the elemental attack, the slarecian spell sends dark dreams to the minds of its foes. It notes anything done in the nightmare (feats used, spells cast, magical items activated) and prepares responses for when the party is encountered in person.

Each nightmare begins with the PC alone. Then a horrific form appears and attacks immediately (use the slarecian horror, below). This bizarre mix of serpents and oozing leathery horrors is impossible to see clearly. The PC is in the same physical shape as when he was awake. He may defend himself with his most recently prepared spells and the equipment taken on the mission.

On a successful DC 15 Sense Motive check, a PC realizes that the nightmare also acts as a kind of probe. The PC can try to awaken at this point, though the true spell makes doing so difficult (DC 25 Will save). If the PC rolls a natural 1 on the Will save to wake up, he is trapped in a dream trance for 2d6 rounds and attacks those around him as if they were more horrors within the nightmare. The DC drops by 1 (cumulative) each round that the PC inflicts damage upon the horror. Short of using *wish* or *miracle*, the nightmare ends only once the horror is slain or the PC wakes up.

A character who dies in the dream may die in reality. Only the timely use of Heal (DC 18), a *cure* spell or similar healing magic can avert death.

The PCs proceed to the eastern Kan Thet after these travails. Compared to what has happened, the journey to come seems a vacation.

## Part 1: First Meetings

The PCs have the chance to gather clues to the threat they face once they enter the Kan Thet. The swamps seem unwholesome, with strange creatures and large vermin everywhere.

### Encounter Level: 4

In late afternoon on the day of their arrival, the PCs encounter an opening in the swamp's canopy. Several large animals are cocooned in spider silk. Start a private 3-round countdown after you describe the area. Characters may act as normal, but 2 Medium and 4 Small monstrous spiders appear when the countdown reaches zero (DC 15 Spot or Listen to detect; failure means the character is flat-footed for the first round).

When one of the Medium spiders suffers a grave wound (falling to 2 hp or less), the other Medium spider makes urgent keening noises and rushes to protect it, unconcerned whether it provokes attacks of opportunity or the like. Anyone who makes a DC 18 Spot check sees egg sacks within webbing in a dark patch of foliage. A DC 18 Knowledge (nature) check suggests that the Medium spiders are a mated pair (the Small spiders are a lesser breed that act at the larger spiders' direction). Detecting alignment reveals that the Medium spiders are lawful neutral,

**Monstrous Spider, Small (4):** CR 1/2; Small vermin; HD 1d8, hp 4; Init +3; Spd 30 ft. (6 squares), climb 20 ft.; AC 14 (+1 size, +3 Dex), touch 14, flat-footed 11; Base Atk +0; Grp -6; Atk +4 melee (1d4-2 bite plus poison); Full Atk +4 melee (1d4-2 bite plus poison); Space/Reach 5 ft./5 ft.; SA poison, web; SQ darkvision 60 ft., tremorsense, vermin traits; AL N; SV Fort +2, Ref +3, Will +0; Str 7, Dex 17, Con 10, Int —, Wis 10, Cha 2.

**Skills:** Climb +11, Hide +11\*, Jump -2\*, Spot +4\*.

**Feats:** Weapon Finesse<sup>B</sup>.

**Mindless (Ex):** No Intelligence score, and immune to all mind-affecting effects.

**Monstrous Spider, Medium (2):** CR 1; Medium vermin; HD 3d8+3, hp 16; Init +3; Spd 30 ft. (6 squares), climb 20 ft.; AC 14 (+3 Dex, +1 natural), touch 13, flat-footed 11; Base Atk +1; Grp +1; Atk +4 melee (1d6 bite plus poison); Full Atk +4 melee (1d6 bite plus poison); Space/Reach 5 ft./5 ft.; SA poison, web; SQ darkvision 60 ft., tremorsense, vermin traits; AL LN; SV Fort +4, Ref +3, Will +0; Str 11, Dex 17, Con 12, Int 5, Wis 10, Cha 2.

**Skills:** Climb +11, Hide +7\*, Jump +0\*, Spot +4\*.

**Feats:** Weapon Finesse<sup>B</sup>.

Monstrous spiders of each size have the following additional abilities.

**Poison (Ex):** Small monstrous spider: Injury — Fort DC 10, 1d3 Str/1d3 Str. Medium monstrous spider: Injury — Fort DC 12, 1d4 Str/1d4 Str.

**Web (Ex):** Web 8 times/day, as a net but with 10 ft. range increments (maximum range 50 ft.). Effective against targets up to one size category larger than the spider. Requires Escape Artist (Small, DC 10; Medium, DC 12) or Strength (Small, DC 14; Medium, DC 16) standard action to escape. A monstrous spider can move along its own web at its climb speed.

**Tremorsense (Ex):** Can detect and pinpoint any creature or object within 60 feet in contact with the ground, or within any range in contact with the spider's webs.

and magical detection indicates that they have supernatural intelligence.

If the PCs try to salvage the situation (assuming they want to bother), the spiders offer useful information. The most expedient method is to heal the grievously injured Medium spider. Once it's clear that the PCs have no designs on the spiders' eggs, the intelligent spiders offer their knowledge of the area. (*Speak*

*with animals* allows communication; if no one has it, give one of the spiders just enough Common to relate necessary details.)

First, the spider relates that something “bad” entered the Kan Thet — or maybe was always here but just “woke up.” They walk on two legs and smell strange and like to kill things for fun. The spiders know nothing more except that many of the swamp's crea-



tures are angry and afraid.

If the PCs manage to earn the spiders' respect (through use of *cure*, *remove disease*, *create food* or wild empathy), the creatures give them 1d3 fist-sized balls of silk. These can be treated as use-activated single charge magic items of the *web* spell cast by a 3rd-level wizard.

**Encounter Level: 9**

About a day after the spiders, the slarecian spell engineers a meeting between the Vigil and asaath forces in hopes that the groups will destroy each other. The groups come across different sections of a temporary camp (the Calastians look on from afar). The true spell influences movements and the local environment to shield each group from the other. Regardless of the PCs' skill checks and spell use, evidence suggests to the humans that this was a human camp, while asaath believe it was an asaath camp. It is clear that the encampment was destroyed during the recent mission/invasion.

The slarecian true spell influences investigation results to support each group's worst prejudices of their enemy. In fact, the better their results, the worse the picture painted. For example, not only did the enemy attack through stealth, they tortured their helpless opponents before killing them. Only a character who rolls a natural 20 or similar spectacular success has an inkling that "the evidence doesn't all fit" (though nothing more).

After both sides reach the desired conclusions, the true spell lifts the obfuscation. The PCs see their opposite number about 30 feet across some minor barrier (fallen logs, burned-down lodging) — something that keeps the PCs from launching an immediate attack before the following occurs. The NPCs are of equivalent ability (assume a mixed party including one arcane spellcaster, one fighter, and one divine spellcaster). The other side hurls insults. On a successful DC 15 Sense Motive check, the PCs understand that this other force feels certain that they, the PCs, are responsible for the attack on this camp. This is strange, given that the evidence the PCs found points to the other force being the perpetrators.

**Death**

One or more PCs may die in the first contact encounter or in subsequent encounters. Their respective leaders (especially Tadokoro) prepared for just such a contingency, though, and have *true resurrection* scrolls on hand.

Make it clear that the supply of such powerful magic is limited and that the mission has just begun.

The Calastians attack and battle is joined before any conclusions are gleaned (the slarecian spell, again, nudging the Calastians to battle so that all the forces are destroyed). If the PCs are Calastians, have each make a DC 23 Will save; those who fail think that they've been seen and feel that attack is the only reasonable response.

The rest of each group's forces appear within 1d4 rounds (roll for each group). What was a minor skirmish fast becomes a major battle, rife with chaos and uncertainty. With wounded on all sides, each force's leader — Finarion, Bachel and Tadokoro — calls a retreat.

**Part 2: Interdictions**

**Encounter Level: 7**

The slarecian spell does not want the forces to gain a cool head. Within two hours after the battle, each force is ambushed by three of the horrors described in Finarion's letter and seen in the PCs' dreams. Scrutinizing these things (DC 10 Spot or Sense Motive, or *detect evil*) reveals them as things of unimaginable malevolence, with minds so alien as to be incomprehensible.

The NPCs counter two of the creatures, but the PCs must contend with the third. You need not roll specifics for the NPC combat; focus on the PCs'

**Slarecian Horrors (3):** CR 6; Medium outsider (lawful, evil); HD 7d8+8, hp 40; Init +4; Spd 30 ft. (6 squares); AC 18 (+8 natural), touch 10, flat-footed 18; Base Atk +7; Grp +8; Atk +9 melee (1d8+1 claw plus 1d8 profane); Full Atk +9 melee (1d8+1 2 claws plus 1d8 profane); Space/Reach 5 ft./5 ft.; SA anguish, woe; SQ darkvision 60 ft., scorn, damage reduction 10/holy, SR 16, cold immunity, poison immunity, regeneration 1; AL NE; SV Fort +7, Ref +6, Will +6; Str 13, Dex 11, Con 13, Int 21, Wis 10, Cha 12.

**Skills:** Balance +7, Bluff +11, Escape Artist +7, Hide +10, Intimidate +11, Listen +10, Jump +9, Knowledge (the planes) +14, Move Silently +10, Sense Motive +11, Spellcraft +15, Spot +11, Survival +10, Swim +12.

**Feats:** Great Fortitude, Track, Weapon Focus (claws).

**Anguish (Su):** The slarecian horror's claws inflict 1d4 temporary Intelligence damage of horrible mental torment (Will DC 14 negates). A creature reduced to 0 Intelligence attempts immediate suicide.

**Woe (Su):** Opponents within 10 feet of the slarecian horror are overcome by depression, suffering a -1 morale penalty to all rolls until the horror is slain. (Will DC 12 negates.)

**Scorn (Su):** The slarecian horror's alien evil repels all good things, granting it a +1 profane bonus to AC against all good-aligned opponents.





encounter. Gauge how well the PCs are doing. If they dispatch their opponent in short order, let them help their NPC allies with another one of the horrors. The party may even defeat all three attackers (unlikely but truly spectacular), in which case they earn Finarion's friendship, Tadokoro's allegiance or Bachel's respect, as relevant. Each extra defeated horror is considered an additional EL 7 for purposes of advancement and rewards.

After the battle, characters who make a DC 13 Heal or Spot check while examining the creature's remains notice that the creature recently fought against the party's enemies (vigilants, Calastians and/or asaath, as appropriate).

A character with a successful DC 21 bardic knowledge or Knowledge (arcane, history or religion) check recognizes the slarecian overtones in these creatures' design. Once this is related, the PCs have a vision, a fleeting image of some divine or ancestral guide. It holds a strange item in each hand — two concentric rings in one and a glowing orb in the other.

Each character can make a bardic knowledge or Knowledge (arcane, history, religion or the planes) check. If the check equals DC 20, the character recognizes them as artifacts of immense power. If the PC gets a 25, he knows that they can open gateways to other worlds; on a 30, he recalls that ancient asaath texts refer to them as "the *Arcaatthos*" (see sidebar). Regardless of the information gleaned, the PCs are filled with urgency. They know that they *must* find the artifacts if they are to resolve what is happening.

### The Arcaatthos

To travel between worlds, ancient asaath created three artifacts, called the *Arcaatthos*. They are considered major artifacts even though their asaath creators were mortal. Each was placed within a battle barge designed to sail the planes.

*Arcaath Vehod (The Annular Gate)*: This artifact looks like two concentric rings with the smaller one suspended within the larger one. It was designed to breach the barrier between worlds. Beyond its prescribed use, one skilled in its use could possibly use the *Gate* to create entire worlds.

*Arcaath Hiithom (The Singularity Eye)*: The size of a large orange, this black orb resembles a *sphere of annihilation* in appearance and function. The *Eye* allowed asaath battle barges to exit the infinite potentiality connecting the planes. It can also selectively destroy aspects of reality.

*Arcaath Athon (The Font of Creation)*: This 6-inch diameter spheroid of pure energy pulses with a warm glow. Within its confines is a miniaturized star. The *Font* was used to power the *Eye* and the *Gate* when they transported a ship across planes. The *Font* is not needed to energize their other powers.

You may wish to emphasize the seriousness of the current situation by having some NPCs die and others sent back due to severe injuries. The PCs may follow up on different leads:

- Finding an enemy camp is difficult (DC 27 Survival); the swamp is hard to traverse and each commander took pains to secure a defensible site. Each leader is also leery of revealing his camp; the PCs must make a successful DC 13 Bluff or Diplomacy check to gain permission to scout.

If the PCs are well rested, you may “reward” them with an encounter during their search — a wounded slarecian horror. This one has only 50% of its hit points and its woe ability is no longer active. This is an optional EL 5 interlude.

- The horrors can be traced to their point of origin in several ways. The remnants of the creatures can be used as the focus of a *clairaudience/clairvoyance* spell which reveals a damaged slarecian gatekeeper,

perched upon an elevated stand of stones. Using *speak with plants* and *speak with animals*, the flora and fauna of the swamp point the characters in the right direction when shown the remnants. Lacking proper magic, using Track (DC 17 Survival) reveals a trail of fading filth and broken vines.

**Encounter Level: 7**

The next day, the remaining forces to whom the PCs are attached head for the gatekeeper. A thick fog (summoned by the slarecian true spell) descends; it acts as an *obscuring mist* that always surrounds the various forces. The spell then lures the remaining forces toward one another — clearing the mist enough to show the most “convenient” path. Vigilants, asaatthi and Calastians head for another engineered confron-

**Slarecian Shadowspawn (5):** CR 2; Medium outsider (incorporeal, evil); HD 3d8+3, hp 16; Init +7; Spd 40 ft. (8 squares), fly 10 ft. (perfect); AC 16 (+3 Dex, +3 deflection), touch 13, flat-footed 13; Base Atk +3; Grp +3; Atk +6 melee (2d4 claw); Full Atk +6 melee (2d4 2 claws); Space/Reach 5 ft./5 ft.; SA pass through, death shriek, shadowbind; SQ light vulnerability, incorporeal traits, weapon resistance; AL NE; SV Fort +4, Ref +6, Will +6; Str —, Dex 16, Con 13, Int 18, Wis 16, Cha 16.

*Skills:* Appraise +10, Bluff +9, Hide +9, Intimidate +9, Knowledge (art) +10, Knowledge (the planes) +10, Listen +9, Move Silently +9, Search +10, Sense Motive +9, Spellcraft +9, Spot +9.

*Feats:* Improved Initiative, Weapon Finesse.

**Death Shriek (Ex):** The shadowspawn shrieks when it dies, *deafening* those within 10 feet for 1d6 weeks (DC 13 Fort negates), those within 30 feet for 1d6 days (DC 11 Fort negates) and those within 100 feet for 1d6 hours (DC 9 Fort negates).

**Light Vulnerability (Ex):** Direct sunlight destroys a shadowspawn, and light-based spells and effects damage it as though it were undead.

**Weapon Resistance (Ex):** Magical weapons inflict 1 point of damage per +1 enhancement bonus. Holy and ghost touch weapons do not suffer this limitation.

**Pass Through (Su):** With a touch attack, a shadowspawn inflicts 2d6+3 points of cold damage and *stuns* a target for 2 rounds (DC 15 Fort negates) as it “passes through” him. The shadowspawn suffers 1d4 points of damage and loses its Dex bonus to AC the round it passes through.

**Shadowbind (Su):** With a touch attack, a shadowspawn encases a *stunned* target in shadowy glass (DC 14 Fort negates). The shadowspawn inflicts 1 point of Strength drain each day as it feeds off the victim. The victim becomes weightless and can take no conscious action except *telepathy* and dream communication (if relevant). Only direct sunlight or a shadowspawn’s death shriek breaks the shell.

**Slarecian Gatekeeper:** CR 12; Huge outsider (lawful); HD 20d8+100, hp 95 (currently); Init +1; Spd 5 ft. (1 square); AC 21 (–2 size, –3 Dex, +16 natural), touch 5, flat-footed 21; Base Atk +20; Grp +36; Atk +26 melee (4d10+8 slam); Full Atk +26 melee (4d10+8 slam); Space/Reach 15 ft./15 ft.; SA forcewall, electrical field; SQ immunities, SR 20, telepathy, spell-like abilities; AL LN; SV Fort +17, Ref +9, Will +19; Str 26, Dex 4, Con 20, Int 14, Wis 25, Cha 20.

*Skills:* Bluff +28, Concentration +28, Diplomacy +28, Intimidate +28, Knowledge (arcana) +25, Knowledge (geography) +25, Knowledge (the planes) +25, Sense Motive +30, Spellcraft +25, Spot +30.

*Feats:* Combat Casting, Die Hard, Endurance, Extend Spell, Great Fortitude, Improved Initiative, Widen Spell.

**Forcewall (Su):** As a standard action 3 times per day, the gatekeeper can create a *wall of force* as the spell cast by a 20th-level sorcerer.

**Electrical Field (Su):** 50-foot radius, damage 5d10 electricity, Reflex DC 27 half, can emit once every 1d4 rounds.

**Immunities (Ex):** Immune to effects that permit a Fortitude save.

**Telepathy (Su):** Can communicate with any creature within 200 ft., as long as the creature speaks a language.

**Spell-Like Abilities:** At will — *gate*, *greater teleport*, as spells cast by a 20th-level sorcerer. Only usable on self or those stepping through its portal.

tation. On a successful DC 17 Will save, PCs realize what is happening and can persuade their commander (DC 15 Bluff or Diplomacy) to break off and forge on for the gatekeeper. Doing so is difficult but possible, increasing Survival checks for tracking to DC 20.

After some time, the PCs enter an open area. (The PCs should encounter the gatekeeper alone. Just before the coming confrontation, have them become separated from the larger force—the NPCs may arrive on the scene after the PCs have done the hard work.) The fog rolls back, revealing a place blanketed in unnatural dusk (it is merely dark if the PCs arrive at night). Still, they can see that the gatekeeper is guarded by five slarecian shadowspawn. The gatekeeper does not take part in the combat.

After the shadowspawn are defeated, the PCs can see a place filled with riches and strange lights just beyond the gatekeeper's portal. Due to the damage the gatekeeper suffered (inflicted by the shadowspawn and which has also rendered the gatekeeper somewhat insane), the image keeps flickering in and out of existence.

If the PCs are foolish enough to attack the gatekeeper, it defends itself but cries out for mercy; it is as much a pawn as they are. "The truth of what you seek lies through this gate. Dire consequences await the world if you slay me and remain in ignorance."

Otherwise, the gatekeeper thanks the PCs for rescuing it. "I know why you have come, for it is what the shadowspawn feared might pass. Continue through this gate and you will find truths, both the one you seek and the one you would avoid."

### Part 3: Remembrance and Discovery

#### The Battle Barge: EL 3

After appearing on scene, the NPC leader directs the PCs through the *gate*. Someone must investigate, but the leader won't send everyone through at once. The PCs have proven themselves most capable of dealing with whatever might lie on the other side. (You may leave some doubt of this rationale if the PCs are part of the Calastian force.)

The *gate* opens on a platform covered in broken tiles of faded slate. A layer of dust covers everything, and the place feels ancient. A prismatic sky shimmers overhead; on a successful DC 16 Knowledge (the planes) check, characters understand that they are in a sheltered area between the metaplanes. The ornate rail around the platform is broken in places, with a 100-foot drop to an expansive city below. Those with Profession (sailor) or who make a DC 17 Intelligence check realize that they are, in fact, on an enormous ship.

The scene is both breathtaking and disturbing. The geometry of the place seems *wrong*, or at least so alien and advanced that the mind cannot fully com-

prehend it. Looking at any one location for more than 10 rounds generates waves of nausea (Fort DC 11 negates). If a character examines the buildings, nausea be damned, a successful DC 15 Appraise, Craft, Profession or relic lore check reveals that construction techniques are of ancient asaath design. (Asaaththi make this check at DC 10.)

The PCs then hear distant creaking, followed by a crash from one of the larger structures. To investigate, the PCs must head along expansive streets spanned by an occasional archway. Emphasize the largeness of the place and how they are progressing at a very slow rate. If a character comments about getting to their destination faster, a voice intones "command accepted" and the nearest archway flares to life, showing their destination on the other side.

Whether the PCs reach the destination via *gate* or by foot, they stand at a large cyclopean ziggurat, seven stories tall and inlaid with gold and ivory. Another creak and crash come from inside the ziggurat.

The inside is spacious; an ornate atrium is filled with statues of serpentfolk and archways leading off to other rooms. A successful DC 15 Spot check reveals that it is larger on the inside than on the outside. One of the archways had a heavy door which recently melted into slag. Its iridescent hues and characteristic sheen identify the remnants as adamantium.

The creaks and crashes come every 10 rounds, "guiding" the party toward the top. The PCs pass 10 rooms along the way. It takes one round to cross a room, one round to examine it and one round to loot one item from it (if they are so inclined). Once 20 rounds have passed, the "creak and crash" becomes a wail of anguish.

Upon reaching the top level, the PCs see one of the slarecian horrors fighting with a luminous asaathth. The asaathth is dressed in armor fashioned from jewels and held together by adamantine and mithral thread. Gems swirl and dart around the asaathth's gleaming blades. The horror is larger and more potent than those the PCs faced, with bony ridges and defined musculature. Even more disturbing, parts of the horror

#### Looting

Treasure is everywhere, riches so opulent that even asaathth characters are amazed. Taking one round with a successful DC 15 Search or Knowledge (arcana) check gives the PCs a good idea what items are the most valuable (*detect magic* can point out magical items also). This amounts to 10,000 gp worth of treasure or 5,000 gp worth of magic items.

What is more, nothing is trapped. The battle barge hails from a nobler era, when asaaththi did not need to guard their power with a dozen levels of security.

seem to be made of “normal” flesh. All but the most reclusive characters recognize it as slarecian.

Neither combatant notices the PCs. Both seem to be dueling on several levels at once, hurling weapons, magic and will against each other almost too fast to register. The combat continues until the PCs aid the asaath. If they decide to aid the slarecian instead, the asaath is destroyed and the resulting magical explosion paralyzes all PCs (no save); the slarecian then vanishes and the characters remain in stasis for eternity.

PCs who aid the asaath must make an attack roll against AC 10 (as if performing the aid as another action). If two or more PCs succeed, the horror disengages and teleports away. The asaath gives those who aided him a nod of recognition (this heals them of all damage — including ability damage). The asaath is very surprised if the PCs are not serpentfolk but merely gives them a look that seems to see to the depths of their souls. It ignores all their questions and says, “You must stop the saal rekeeahn before it can use the Eye. With it, no race will be safe. Take this, friend, and use it well.”

PCs may make a DC 15 Knowledge (arcana) check to realize that the Eye refers to one of the *Arcaatthos* (see sidebar), if they are not aware of the reference already. (The lowered difficulty reflects the fact that the asaath ancestor spirit is implanting the relevant information in their minds.) The individual who accepts the item from the asaath realizes that he holds the *Singularity Gate* (if the PCs are asaatthi), or the *Font of Creation* (if they are not). The bearer knows as much about the artifact as is detailed in the relevant sidebar.

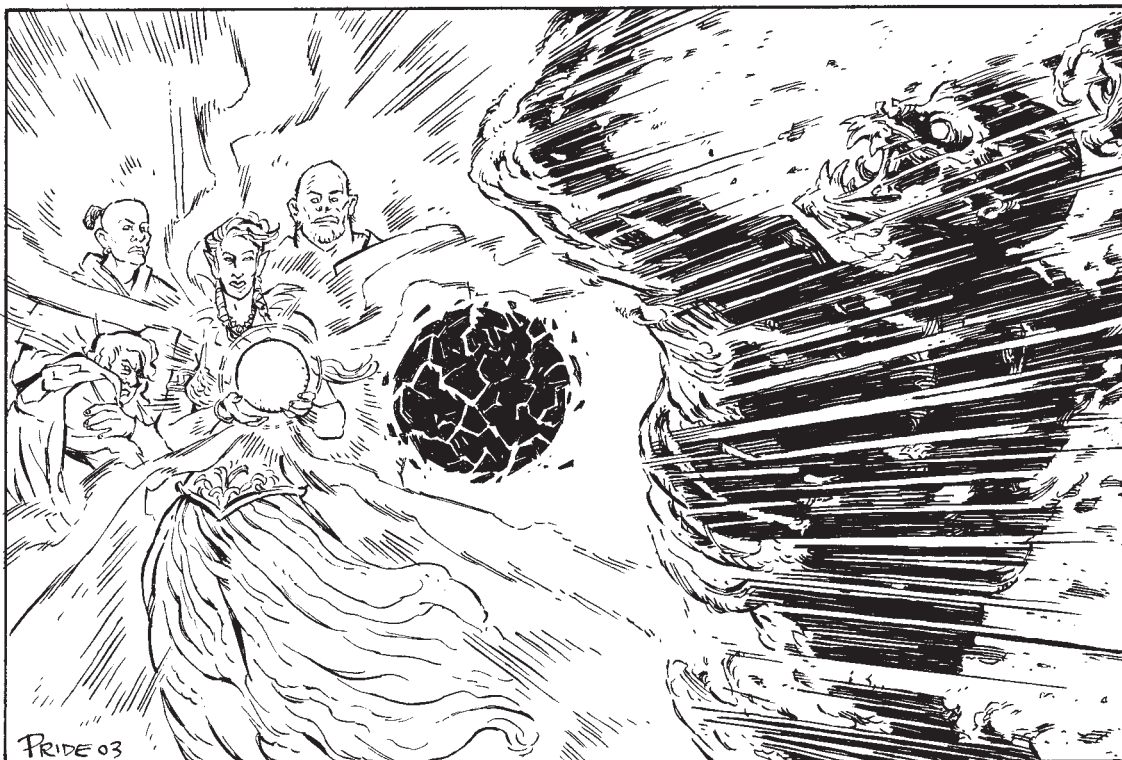
With that, the luminous asaath gestures at one of the many gems glittering upon his armor. It flares in a variant of *teleportation circle* (DC 19 Spellcraft check to determine the spell), and the characters return to Scarn.

## Part 4: Like Water and Oil

The party is back with the rest of its expeditionary force. Looks of wonderment greet their sudden arrival. They learn from their leader that their forces have skirmished with the other enemies in the area. The leader believes that the PCs’ forces have the advantage and is preparing to make a final, all-out attack.

Again, the slarecian spell is manipulating events. The PCs have been taken out of the loop with their trip through the *gate* and can sense the manipulation with a successful DC 20 Sense Motive or Spellcraft check. Convincing their leader of the manipulation is more difficult, requiring a successful DC 23 Bluff or Diplomacy check. If successful, their leader suggests a meeting between the factions to discuss the “real threat.” Otherwise, the leader orders an immediate engagement.

When the PCs approach the other forces, whether for parlay or combat, the one holding the piece of the *Arcaatthos* senses the other two artifacts nearby. A DC 15 Spot check confirms that each of the other forces carries a piece. In a flash of intuition, the PC understands that the other groups somehow each encountered a *gate* of their own and were gifted with one of the *Arcaatthos*, much as the PCs were.



This offers the PCs another chance to convince their leader to parlay if the groups are coming for battle, this time at DC 20. The PC with the artifact can sense that his counterparts attempt the same thing with their groups. If the PCs are successful, all are successful. Otherwise, battle is joined.

Fifteen 8th-level NPCs remain on all sides, as well as the lead NPCs. The fight ends when two of the three lead NPCs are either dead or rendered unconscious, at which time their followers attempt retreats. The forces who retreat leave their pieces of the *Arcaatthos*; assume that the NPC carrying it fell in battle. The PCs' forces retreat only if the PCs decide to fall back also; otherwise, they may continue to fight until they gather the other two artifacts. Once the three artifacts are gathered, proceed to Endgame (below).

If the teams parlay instead, each leader advances with a small group — the PCs, and a matching number from the other two forces, each carrying one of the *Arcaatthos*. The ensuing encounter is in constant danger of degenerating into melee. Rather than require skill checks, have a brief period of roleplaying as each leader accuses the others of atrocities, followed by name-calling among the other forces. The PCs (and their artifact-holding NPC counterparts) must make themselves heard and ease tensions.

## Endgame

The character holding the artifact is visited by the “guide” mentioned in Interdictions, above. Along with the NPCs who hold their pieces of the *Arcaatthos* (if the groups are in parlay), the PC channels a message: all present must pool their mystic skills to unlock the power of the artifacts. In game terms, this involves rolling a cumulative result of 200 on either Knowledge (arcana), Spellcraft, Use Magic Device, Intelligence or Wisdom checks. Only those who hold the artifacts may make these rolls (assume that the NPC counter-

parts give a +5 synergy bonus on each roll). Up to three PCs may touch their artifact, contributing their rolls accordingly.

The slarecian true spell senses the danger to its plans and summons the superior slarecian horror. The horror appears 1d3 rounds after the mystic channeling begins. The statistics below are adjusted due to the creature's recent combat on the battle barge, but it remains a tremendous threat nonetheless. It tears into the NPCs; roll combat or simply roll 2d3 each round to indicate how many NPCs fall that round (the superior horror must take 2 rounds to kill each leader).

When the cumulative roll of 200 is reached, the *Font of Creation* slots perfectly into the *Annular Gate*. A spherical area radiates from the artifacts, extending for 10 miles in every direction. Through the near-blinding light, the characters see the *Singularity Gate* swell in an absence of light. The superior horror incinerates and the *Gate* shatters in a shower of black glass.

## Epilogue

The spillover effect of the *Annular Gate* resurrects the PCs' slain comrades and enemies, though not the horror. In fact, all slarecian creatures or artifacts within 10 miles are destroyed — including the gatekeeper, whose portal is shattered also.

The two remaining *Arcaatthos* are gray and inert, but it is unlikely that they are truly depleted of energy. The vision guide returns for the last time, now visible to all those assembled. Though it says nothing, it is clear that it is an image of a well beloved ancestor or a herald of a deity that character worships. A look of contentment on its face, it melts in a flutter of butterflies, leaving the party to pursue their individual destinies.

**Slarecian Horror, Superior:** CR 8; Large outsider (lawful, evil); HD 18d8+18, hp 99; Init +8; Spd 30 ft. (6 squares); AC 19 (–1 size, +10 natural), touch 9, flat-footed 19; Base Atk +18; Grp +21; Atk +23 melee (2d6+7 claw plus 2d6 profane); Full Atk +23 melee (2d6+7 2 claws plus 2d6 profane); Space/Reach 10 ft./10 ft.; SA anguish, woe; SQ darkvision 60 ft., scorn, damage reduction 15/holy or good, SR 26, cold immunity, poison immunity, regeneration 4; AL NE; SV Fort +14, Ref +11, Will +13; Str 20, Dex 11, Con 13, Int 21, Wis 10, Cha 12.

**Skills:** Balance +11, Bluff +20, Escape Artist +21, Hide +17, Intimidate +22, Jump +24, Knowledge (the planes) +26, Listen +21, Move Silently +21, Sense Motive +20, Spellcraft +26, Spot +21, Survival +21, Swim +20.

**Feats:** Combat Reflexes, Great Fortitude, Improved Initiative, Iron Will, Track, Weapon Focus (claws), Weapon Specialization (claws).

**Anguish (Su):** The slarecian horror's claws inflict 1d6 temporary Intelligence damage of horrible mental torment (Will DC 20 negates). A creature reduced to 0 Intelligence attempts immediate suicide.

**Woe (Su):** Opponents within 10 feet of the slarecian horror are overcome by depression, suffering a –1 morale penalty to all rolls until the horror is slain. (Will DC 20 negates.)

**Scorn (Su):** The superior slarecian horror's alien evil repels all good things, granting it a +1 profane bonus to AC against all good-aligned opponents.

## Unanswered Questions

Though the immediate threat was averted, many unanswered questions remain. What was the ultimate source of the horrors, and are more lying in wait? (The true spell remains active, weakened but still thirsting for the vengeance it was designed to seek.) Do other battle barges exist like the one the characters visited, trapped in the infinite potentials that link the multiverse? What of the mysterious, luminous asaath? Was it an ancestor spirit; if so, does this mean others exist? And what of the two surviving fragments of the *Arcaatthos*? (The leaders

of each surviving group take possession of their artifacts to pass along to their superiors.)

Then, of course, is the practical concern of dealing with two other hostile groups while stuck deep in the Kan Thet. It offers an intriguing opportunity to make overtures to otherwise hostile cultures, but the party has no guarantee of long-term success. For the moment, while none among the vigilants, battle-mages or asaatthi is much interested in further conflict after such an event, that may not last long.

And who knows what other things this adventure may have stirred up in the swamps?

A stylized, cracked map of a fantasy world. The map is rendered in shades of gray and white, with a prominent white crackle pattern across the entire surface. Various geographical features and names are visible, including "NAHNAE WALL OF BONES", "WINTERED RIVER", "UKRUDAN DESERT", "LOKIL", "EVIL'S MARCH", "SWAMPS OF KAN THET", and "LIAR'S SOUND". The map is framed by a dark, textured border.

Appendix Three:

# Lexicon

This appendix lists the more significant or useful asaath terms and has a brief discussion on how the Asaatth language is constructed.

The double vowel construction — “aa” or “ii” — stresses importance. Because of this, many asaath names have this construction — they see themselves as important, after all. These are pronounced as long vowel sounds (ay or ee).

The “tth” construction denotes past tense. It also has connotations of permanence, as in “was, is and always will be.” Hence, “naseeth” means “jewel” but also has a deeper meaning of “bejeweled,” with an undertone of constancy. This can also apply to its appearance in the “asaath” name. This is pronounced as a hard “th,” or sounding the “t” and then the soft “th.”

A single “i” at the end of most asaath terms denotes the plural.

Cities have an “Ithii[consonant]” construction. This denotes a large town or capital with the trailing consonant being a regional difference (-l, -s, -r).

**Aat(i):** Dweller(s).

**Aekeshu:** True being, honor, propriety.

**Aharka:** Dragon.

**Amheu:** Crocodile.

**Anieku:** Necessity, law, requirement, community.

**Araad Minuuth:** Lotus Tower or Last Tower.

**Asa:** Snake or serpent (as in Asaatthi, Asaii Tthul, Asaaran Ithiir, etc.).

**Asaaran Ithiir:** The Serpentmount, one of the six great asaath city-states; it is said to be located high up in the Kelders.

**Asaii Tthul:** The Asaatth Empire.

**Behest:** Snout.

**Bhet:** House.

**Caallek:** The clan designation for commoners of the Kan Thet asaath.

**Chir, Chiir:** Fang or tooth.

**Chir Isiil:** The Tower of Fangs, one of the six great asaath city-states; records say that it overlooked the foothills of the southern Kelder Mountains.

**Eliblesh:** Once-paradise (“eliw,” once; “beleesh,” paradise).

**Elisaat ite:** Literally, “blades of ancient lore.” The name given to three powerful weapon familiars that the asaath created at the end of the First Age and left in the keeping of the viren.

**Elohepe:** Insight, perceptive, intelligent, lore, history.

**Euwe:** Wind.

**Hua(i), Huet(i):** Breed, type, kind. Mostly used for races, and specifically those in good standing among asaath. In ancient times, sometimes referred to cities or towns, so “parehuai” would be “asaath who live in/come from the desert.”

**Ite:** Literally “sacred weapon;” usually an ancestral blade of considerable magical power. Any weapon, regardless its design, can be called “ite” if it is of sufficient beauty and workmanship.

**Ithib:** Enclave, lair, town. Related to “Ithiil;” sometimes appears as “Ithiib” when one is talking/writing about one’s home town. Regional variations include “Ithit” and “Ithip.”

**Ithii no Srua:** The War of Cities.

**Ithiil Elissaatek:** The First City of Asaatthi, now lost to the ages. The witch-queen Isiithua the Undying founded it long ago in the time before the Divine War.

**Ithiis Ilnaseeth:** The Jeweled City, one of two of the six great asaath city-states that survive relatively intact to the current age. Commonly known to the divine races as the Lost City of Asaatthi.

**Jor Ithiil:** The Frosthold, one of the six great asaath city-states, its location known only to be somewhere far in Ghelspad’s northern reaches.

**Kan Thet:** Widely used as the name of the swamps wherein the Lost City of Asaatthi can be found; Kan Thet translates to “eight crowns.”

**Kenesh:** Honor, courage, strength, self.

**Kenhueti:** An ancient race rumored to be older than the asaath. Few in modern times know that the name refers to the viren, also called the Abandoned.

**-Kyaa:** Honorific denoting a committed disciple of a particular warrior school. The school’s named precedes the suffix and identifies the student’s fighting style. For example, “taasudenkyaa” is a student of the Taasuden Style.

**Lihuelless(i):** The misbred race, though etymology is unclear. “Liil” means mixed, often used to refer to shapeshifting or other variable states. Liulhuet(i) would be shapeshifting asaath, such as many druids. Liiulhuetess(i) was used in ancient texts to describe groups of asaath who spent an unhealthy amount of time in other shapes, a term once used for the original saheuti.

**Loesdid:** Bold.

**Lord:** Rough translation of the asaath position of daimyo if one uses *Oriental Adventures*, encompassing both rank and familial obliga-



tion. Traditionally the prefectures of the Swamps of Kan Thet were female-dominated, though the martially oriented Ssrutek and the rationalist Caallek have become more balanced over the generations.

**Meeri:** Jackal.

**Mehaarui:** Honored warrior. Mehaaruai are as a rule more respected than the common warrior (haarui), both for their virtue and for their superior fighting prowess.

**Naama/Naame:** Oil(s) (Such as Naametet, place of oils).

**Naseeth:** Jewel.

**Neuis:** Mother.

**Parehua(i):** Literally “desert dweller(s).” Name given to the urban asaath who follow the ways of the ancient enclave guardians.

**Phar Ithiisi:** The City of Sages, one of the six great asaath city-states; said to have been erected in a vast savanna.

**Prefecture:** Rough translation for the basic asaath political domain among the Kan Thet serpentfolk. Alternate translations include province and shogunate. The modern prefecture system is a holdover from the days of the familial clans, when individual houses would rule their immediate domains as semiautonomous nations. Though the command of modern prefectures is far more centralized, significant regional differences remain, and lords of one prefecture will not necessarily yield to visiting lords (even those technically of higher rank).

**Rrassek:** Lowest ones. This is an old word, generally used for anyone unfit to breed for a variety of reasons.

**Saaheut(i):** Infiltrator race.

**Sefutiiss(i):** River-dweller(s) race. The etymology is unclear, but it is possible that it is a regional derivation of “tseneeb (river) + heut + ess (diminutive, lesser).”

**Sheshs:** The actual word is “shasheseis,” meaning “highly compressed script.” A form of

writing using complex symbols, position and harmonics to shape meaning.

**Si Intthalaa:** Ancient asaath healing rites.

**Srua:** War, battle, conflict.

**Ssruaath:** Asaath word for throne. More generally, any place of governance.

**Ssrutek:** The clan designation for the noble class of the Kan Thet asaath. It translates roughly to “enthroned ones.”

**Ssyueesh/Ssyueshii:** Reader stone/stones.

**Stet:** Place. Generally used in suffix form as -tet, such as “Paretet” (desert-place).

**Unsiihdua:** “The coward’s death,” ritual murder for those who bring great shame or dishonor to their family or to the asaath race as a whole.

**Usaahua(i):** Swamp dweller(s) race.

**Warmaster:** Rough translation of the asaath position of shogun if one uses *Oriental Adventures*, encompassing both military command and civilian bureaucracy. Warmasters oversee matters of state in their immediate areas of defense and are expected to be as competent in legal and economic matters as they are at warfare. Among the warrior-minded Sssrutek, the designations of warmaster and lord are used interchangeably.

**Warrior School:** Rough translation for an asaath martial academy. Unlike many contemporary schools, asaath warrior schools are more akin to monastic brother/sisterhoods that educate their students in a rigorous amalgam of combat, philosophy and religion. Graduates of these schools bear the honorific “-kyaa” (see above).

**Yhai Tonsaath:** “Soul of my ancestors”; the asaath term for weapon familiars.

**Yshaahua(i):** Literally “desert traveler(s)”; this breed of asaath roams the desert wastes in a tribal culture.

**Zhaarehua(i):** “Cold one(s)”; designation given the asaath who emerged from the long cold as lichens.

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