

Dark Masters



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Dark Masters

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Devil Worship

The perils are great, the potential dangers unmistakable, and yet the allure is all too real. Devil worship, in fact and fiction, has been a part of our world since before any of the current practiced religions were even formed. From appeasing a vengeful nature demon with sacrifices to cloistered cultists summoning devils amid a pentagram, there have always been those who were willing to gamble with their souls by making pacts with the denizens of the infernal realms.

And yet, all too often in RPGs, this aspect—worshipping demons and devils as legitimate, if decidedly evil deities—is overlooked. While one would hope they never surpass the good-gods, they do in fact represent an alternative pantheon if you will.

Methodology and Cosmology

In some cultures, the demons and devils (often called fiends) are simply the servants of evil gods, just as celestials are servants of the good gods. In others, the most powerful demons are gods in their own right. Hades, for example, could be considered a demon. It would be even easier to make the case that Kali is a demon.

The “demons” we are most concerned with in Dark Masters are those evil entities that are outcast when the forces of good triumph in an area. In some cases, the good gods exile, bind, or more rarely kill the evil entity in question. Examples from earth mythology include the Christian God casting out Satan, or the chaining of Loki by the Norse gods.

In other cases, demons are created when the worshippers of good gods take control of a society and outlaw the worship of evil gods. No one knows whether the loss of worshippers weakens evil gods, or perhaps all deities have a pact not to directly interfere actively in the mortal realm, but regardless the end result is that the outcast entity must start working in a much less obvious manner, using guile and lesser minions to spread its influence.

Role in the World

Fiends play a central role in the cosmologies, providing a counter balance to the good and neutral deities. Many barbaric humanoid races, orcs and goblinoids foremost among them, openly worship demons and devils. It’s in this form that adventurers most often come across these infernal beings and their mortal agents.

But it would be a mistake to believe that the “good” races—humans, elves, dwarves, and the rest—are impervious to the seductive allure of demons and devils. Indeed, it’s among these peoples that many outsiders devote their attention, both because they represent a largely untapped pool of worshippers and because stealing away followers weakens the influence of their celestial enemies.

But let’s face it; most people won’t easily turn to evil, nor will those who do advertise the fact by worshipping outsiders openly. Any deity that is readily identified as evil is not likely to receive many converts among the good races, and any clergyman that proclaims himself to such a religion isn’t likely to live long—if roving bands of adventurers don’t get them, inquisitors or angry mobs will.

As a result, except in the most deprived and perverted societies, the existence of these evil deities and their cults will be largely unknown to the general populace. They will be mysterious and feared; the mere mention of hooded cultists or curse-afflicting witches is likely to send a community into a panicked frenzy (turn to the Salem Witch Trials as a case study of such behavior).

Nevertheless, there are indeed pockets of individuals, many of whom would hardly consider themselves twisted or evil, who do indeed worship devils and demons. But why? After all, what would a blacksmith have to gain from praying to an evil deity of slaughter? Absolutely nothing, truth be told. That’s why most devils and demons actually seek to act much more subtly. They target common folk by fixating on certain specific aspects that affects their daily life, then twist and pervert it to serve their own interests.

For example, a devil might gain many converts by presenting himself as a deity of smithing and offering worshippers access to infernal flames with which to power their forge, hellish ores from which to craft items, and even freedom from competition by sending their minions to destroy rivals. The blacksmith likely does not initially realize he is worshipping evil, but soon finds himself entrenched and too corrupted to contemplate escape. In essence, he has sold his soul for success and is now little more than a slave.

By necessity, devils and demons often need to be specialized, because to do otherwise would be to attract the immediate attention and retribution of the celestials. This also means that they must be plotters and schemers, seeking both to increase their standing vis-à-vis other fiends in a Byzantine play for influence and to undermine the influence of the good and neutral gods.

Alignment

Alignment plays a decisive role in determining the nature of a demon and its clergy, its interaction with mortals, and the composition of its church.

Lawful Evil fiends tend to be tyrannical. They believe in imposing order to avoid anarchy, in the assumption that only the strongest and smartest should rule. All others exist only to serve. Their worshippers are the rightful rulers of the world, and seek to use force—generally military conquest—to bring others in line with their point of view. Quite often followers know their masters’ plots (or part of them), and actively work towards these objectives with the promise of receiving a position of importance in the New World Order in return for loyal service.

Lawful Evil worshippers may be tolerated for a while by other alignments, especially by societies desperate for someone to forge order out of chaos. The rigid authoritarianism often results in increased nationalism, greater success in war, a focused channeling of resources for the sake of industry, improved social services and infrastructure, and reduced crime. Many are willing to trade off their freedoms for such benefits (look no further than Nazi Germany as a real-world example), but in the end good-peoples will recognize the foul stench of despotism and the threat that Lawful Evil represents and will seek to contain or destroy it.

Neutral Evil fiends are greedy and self-serving individuals who care little for ideals and are mercenary enough to align with anything that will advance their interests. They typically do not seek to overthrow nations or to assume control of societies; instead, most are thieves and rogues, individuals who will do anything to come out on top, including murder. These fiends are leeches, feeding their own needs through their followers, who are inevitably cast aside when they are no longer useful.

Worshippers of Neutral Evil deities are easy to overlook, simply because they tend to be inconspicuous or appear non-threatening at first. But, in their own way, they are as real a threat to society as their other evil brethren, for their criminal actions undermine a society's morals, subvert its economy, and breed corruption that affects the governmental process. Inevitably, in the name of order, governments will seek to arrest their activities, but just as neutral evil worshippers are apparently the least threatening of the demon-followers, so too are they the most difficult to expunge from a society.

For their part, Chaotic Evil entities hunger for power, for pleasure, for blood. Their entire existence is directed towards feeding their appetites. Nothing else matters, and order of any kind is to be destroyed lest it seek to impose restrictions on their pleasures. Chaotic Evil cannot be reasoned with and its adherents lack a moral compass of any kind. Followers are often crazed, deluded, or driven mad by That-Which-Should-Remain-Unknown. Most are anarchists, serial killers, drug pushers, or other deviants.

Just as demons, the epitome of chaos, eternally fight among themselves, so too do mortals of this persuasion engage in constant war against all comers. The good races know that, unlike with the other evil persuasions, there can be no conciliation with worshippers of chaotic evil entities, because they are the antithesis of everything that civilization strives to achieve. To allow chaotic evil to exist even for a moment is to invite a stab in the back. No quarter is expected in the war against chaos, and none is given.

The Price of Worship

There are clear, if double-edged, incentives to devil worship. There would have to be, wouldn't there? Why else

would one take the risk? Devil worship offers a quicker, easier, and more seductive path to power.

Followers of the true gods gain only subtle advantages for their adherence because the gods do not want to overtly interfere on their lives—the point of a mortal existence is, after all, to learn for oneself and build character. Guidance and assistance is thus extremely limited.

Those who elect to worship devils, however, find their patrons are far less concerned with such niceties. They are likely to intervene directly to assist their followers, and are even willing to enter the mortal plane themselves when the need arises. Clerics gain extra powers in the form of extra spell slots and special abilities, but at a cost. Only the mightiest of fiends are able to provide offer their followers spells up to 9th-level of ability; most others are far more limited in scope of their assistance. Worshippers may also find themselves cursed in some manner—physical defects, insanity, emotional imbalance, or misfortune.

Ishale

Medium Outsider (Evil, Extraplanar)

Hit Dice: 20d8+120 (210 hp)

Initiative: +11 (Dex)

Speed: 60 ft., Climb 30 ft

Armor Class: 24 (+3 natural, +11 Dex)

Base Attack/Grapple: +20/+28

Attack: +2 *keen two-bladed sword* +27 melee (1d8+9)

Full Attack: +2 *keen two-bladed sword*
+27/+22/+17/+12 and +27/+22 melee (1d8+9)

Space/Reach: 5 ft./ 5 ft.

Special Attacks: Painful Strike

Special Qualities: Devil Qualities, Fast Healing 10, SR 20, Uncanny Dodge, Wall Crawler.

Saves: Fort +18, Ref +28, Will +17

Abilities: Str 27, Dex 33, Con 23, Int 13, Wis 16, Cha 19

Skills: Balance +25, Climb +22, Escape Artist +25, Gather Information +10, Intimidate +24, Jump +25, Knowledge (Infernal Politics) +10, Knowledge (Strategy and Tactics) +20, Listen +17, Ride +12, Search +16, Spot +19, Tumble +34, Use Rope +14

Feats: Combat Reflexes (B), Deflect Arrow, Exotic Weapon Proficiency (two-bladed sword), Improved Critical, Improved Two-Weapon Fighting, Mobility (B), Power Attack, Scar of Vengeance (new feat; see sidebar below)(B), Two-Weapon Fighting, Weapon Focus (two-bladed sword)

Environment: Any land or underground

Organization: Unique

Challenge Rating: 19

Treasure: Standard

Alignment: Neutral Evil

Advancement: By character class

Ishale is Marshal in the armies of Baalzebub, Lord of the Seventh Circle; She is tall (over 6' in height) and comely, though she has long spider legs sprouting from her back in a mockery of the beautiful wings of celes-



tials. Ishale rarely wears clothes, save for a bolt-studded iron girdle that binds her mid-thrift. She is proud of her appearance, almost vain, and will disfigure any woman who rivals her beauty.

Ishale is despised by the dark elves, which see her as a heinous affront to the Spider Queen and therefore seek to slay her. Because disenfranchised driders tend to flock to her worship as an alternative to the deity that cursed them, Ishale is seen as actively attempting to subvert the dark elves. This is actually far from the truth, as she actually makes little effort to court followers. Nevertheless, many dark elf heroes have quested to kill the devil, and none have returned. For her part, Ishale has no particular loathing for either the dark elves or their mistress, but she does grow weary of the distraction they provide. Soon, very soon, she promises to stamp out their quest for vengeance.

Combat

Ishale revels in combat. Because of her speed and agility, she prefers a mobile form of combat and likes to keep her opponents guessing by attacking at unpredictable times and locations. Incidentally, it's likely these personal abilities that led to her affinity for rapid, mobile warfare for which she is known as a general.

Wall Crawler (Ex): Ishale's legs provide a +5 circumstance bonus to Climb skill checks. In addition, while climbing she suffers no penalties to attacks or AC.

Painful Strike (Su): Her blows are infused with the pain of all those she has struck down in combat, transmits something of this agony to new victims. Any creature struck must make a Fortitude save (DC 10 + the damage suffered) or be stunned for 1d4 rounds. Creatures immune to critical hits or subdual damage are unaffected by this ability.

Ishale as a Deity

While revered by some for her martial abilities, Ishale has relatively few that see her as an ultimate power. Some elves—particularly female warriors—pay tribute to Ishale before entering battle, especially when the opponent arrayed before them are dark elves. Nevertheless, her clergy are few and scattered. Those that do worship her, assuming they live through the trials, become powerful and malicious clerics. Such

clerics have a passion for war, and are typically sought by those engaged in struggle with dark elves or armies intent on conquest, as those that have a priest of Ishale on their payroll are inevitably victorious in battle.

Deity: Ishale, Marshal of the 7th Circle, Loathsome Slayer of Dark Elves

Alignment: Neutral Evil

Domains: War, Evil.

Typical Worshippers: Female warriors, conquering generals, elves, any subterranean race at war with dark elves, dissident dark elves and driders.

Preferred Weapon: Two-handed sword.

Maximum Worshipper Spell Level: 7th



Relationships: In addition to being his most trusted general, Ishale is both Baalzebul's daughter and his lover. Baalzebul prizes the ruthlessness and skill she exhibits, both in personal combat and while leading troops on the battlefield. Among the other devils, Anat is known to favor Ishale, despite her ancient rivalry with Baalzebul. Some have hinted at a secret relationship between the two female devils. Perhaps they are sisters (both are martially inclined, after all), or maybe Ishale finds a comfort in the arms of Anat the likes of which she cannot with the cold Baalzebul?

A fallen angel, Ishale has many enemies among the celestial host. The most intractable rivalry is undoubtedly with Michael. The two were once comrades-in-arms and due to be wed, fighting side by side in numerous desperate engagements against infernal forces. Baalzebul seduced Ishale, and while Michael was willing to forgive her momentary indiscretion, she could not forgive herself. Ever since, she has stood by Baalzebul's side and, in so doing, has crossed swords with her estranged love many times, Michael always expressed his forgiveness.

Ishale and the Spider Queen, despite the animosity between them, have had little interaction with one another. Yet they met once, with the latter getting the worst of it in the form of a hideous, disfiguring scar that healed painfully slow. For a deity who prides herself upon her blinding beauty, the humiliation was almost unbearable, and she has never forgotten the slight. Some theologians believe this may be the root cause for the Spider Queen's eternal hatred of Ishale.

Associations: Ishale is often associated with the spider, among the most efficient hunters in the animal kingdom. This is considered an affront by worshippers of the Spider Queen, and cause for much enmity between their respective clergy. Among mystical beasts, she is associated with spider eaters, an infernal version of which she often rides into battle. They are symbolic of Ishale's struggles with the dark elves.

Purpose: Ishale is a general in the armies of hell and, as such, is devoted principally to martial endeavors and the defeat of enemies on the battlefield. She has given her followers the secrets of warfare and military tactics. While she serves the infernal host and instills iron discipline and a rigid hierarchy in her troops and church, the concepts of Good and Evil and Law and Chaos are ultimately of little import to her. She is far more concerned with results. If flaunting the rules gains her an advantage that she can use in securing a victory, than she will willingly do so. She is a wild experimentalist, trying many new tactics and technologies as she can, no matter how morally repugnant or inhumane.

She also advocates vengeance, preferably the kind that leaves her enemies scarred and scared. Ishale provides the inspiration for cold, calculated plots of revenge. It's not enough to kill an enemy, because that frees them from experiencing the pain of defeat and all-too often cre-

ates martyrs around whose memory resistance can rally. Instead, enemies are to be cowed and terrorized, bent low before their fellows, and made to feel the ignominy of defeat.

The dark elves are reprehensible, arrogant beings that are unaware of their true insignificance. They believe she has designs on the race, when in fact nothing could be further from the truth. Ishale has long grown weary of them, and has sent countless scores to premature and bloody deaths. For that reason, the infernal marshal is hailed as a champion of those who similarly detest the dark elves. Ishale makes little real effort to cultivate this image but has embraced it if for no other reason than she likes the notoriety it grants her.

Servants: Ishale's most common companion is Sidon, a spider-eater that is constantly surrounded by a fog of sulphurous fumes. Sidon is fearsome in combat, but has a trickster's heart and loves to goad the minions of the Spider Queen. While this only fans the flames the dispute between the two deities, Sidon's actions amuses Ishale-and there is precious little that does-so she allows it to continue.

Ishale can't be bothered with the dark elves on a daily basis, so she leaves the fighting of that war to Elisheba'tal, an Elven warrior princess who has served as her aide-de-camp for well over a dozen centuries. At one time a mortal, Elisheba'tal led numerous campaigns against the dark elves. In revenge, the Spider Queen transformed the child forming in her womb into a spider-hybrid that, if born, would inherit his mother's military acumen and be destined to serve at the Spider Queen's side as her general. Unwilling to accept this, Elisheba'tal cut open her own stomach and slew her unborn child, but in so doing killed herself. Ishale was impressed and elevated the woman to her side, becoming something of a patron saint of elven warrior women blinded by hatred and a desire for vengeance, particularly those engaged in warfare against dark elves.

Church Description: Priests of Ishale practice their craft with a malicious passion that is not for the physically frail. The initiation trials often leave them horribly scarred, while many perish from the abuse. No cleric with a Constitution of less than 11 can hope to pass the trials, a combination of combat and physical testing. Even upon successfully completing the initiation, an individual is not yet considered a cleric. To earn this title, he must serve in at least one pitched battle and have spilled the blood of an enemy. Those who single out dark elves for their first bleeding see favor cast down on them by Ishale.

If a character slays a dark elves of equal level or greater, she automatically gains the feat Scar of Vengeance (see sidebar, below).

Clerics of Ishale must take the Weapon Focus (two-bladed sword) no later than 4th level, and upon reaching 5th level, the cleric receives Favored Enemy (dark elves) for free.



Scar of Vengeance [General]

Your attacks leave horrible, disfiguring scars.

Prerequisite: Attack Bonus 4+, Improved Critical, Weapon Focus (Any bladed, and the character must be wielding this weapon to take advantage of this feat).

Benefit: On any successful critical hit with any bladed weapon the character may elect to leave an ugly, bleeding wound that mars the victim's flesh. The horrible scar inflicts 1d6 points of temporary Charisma damage. A character must make a successful Fortitude save (DC 10 + the attackers melee attack bonus) to recover all the lost Charisma damage. Failure indicates the victim recovers only half his Charisma. A *restoration* spell will heal any damage.

The church of Ishale, such as it is, is broken up into sects that may have little to do with one another. Within the cell, however, it is rigidly hierarchical. A 1st-level acolyte, called a Gladius, is kept extremely busy with a variety of mundane tasks. They fill the role, for all intents and purposes, of a feudal squire. It is rare for a gladius not in service to a higher-level cleric to adventure far from home; they are deemed simply not to have earned their spurs, so to speak.

5th level clerics are called Captains and might be given authority over a cell. It might be unusual in other religions for such a junior clergyman to be given such a level of responsibility, but it must be remembered that clerics of Ishale are few and far between and few enough reach this level.

At 9th-level a cleric is hailed as a Marshal and is considered above working on day-to-day matters of religion. Marshals plot the overthrow of lords and the downfall of kingdoms, assemble Ishale's host on the Prime Material Plane, and lead armies into battle as mercenaries. They are feared and respected for their grasp of strategy and tactics, and when a Marshal suggests a course of military action anyone with a shred of sense listens.

While Ishale publicly preaches unswerving loyalty to church hierarchy, she privately watches for signs of initiative and experimentation among her priests. In light of the small size of her following, innovation must compensate for lack of numbers, and it are the revolutionary thinkers and the bold leaders who ultimately gain Ishale's favor, not those blindly devoted to structure and stricture.

Doctrine: Anger is a being's constant companion, and should be harnessed for the power it provides. But Ishale believes that anger should be unleashed in a cold and calculating fashion. Biding one's time, strategizing, and hiding one's hatred will give you more and better oppor-

tunities to wreak vengeance and defeat your foes. There is something of a schism within the church, with many clerics believing that in regards to the dark elves Ishale is practicing what she preaches, burying her hatred for an opportune time to strike her enemies down. They believe that they should do likewise, lulling the dark elves into a false sense of security by largely ignoring them. Further, they believe that the ongoing conflict distracts resources from other, potentially more valuable causes.

Others, however, believe that the dark elves are indeed the main threat and that the war must be fought ruthlessly and constantly until such time as it is won. They advocate launching constant attacks against the enemy to wear them down, concerned that any easing of intensity will allow the enemy to shore up their defenses and place them in a far more secure position when the war is inevitably renewed.

Holy Days: The last day of the calendar year is of enormous importance to the Ishalite faith, a time for soldiers to give thanks for surviving yet another year and for any victories they may have accumulated during that time. It is usually celebrated by an elaborate festival, the highlight of which is the Bloodletting, a ritual slaying of sorts. Average worshippers take turns attacking an effigy made of skin and stuffed with organs and blood (usually of an animal, but not always) with a blunt sword. He who spills "spills the blood" feasts first at the dinner and is deemed blessed for the coming year. Wine, representative of blood, is drunk in vast quantities. Symbolic of victory over their enemies, this ritual is but a shadow of the depraved levels to which clerics of Ishale sink in her honor.

Captives, who previously have had their chest cavities opened, stuffed until bloated with the organs of other victims, and then sewn closed again are pitted against clerics in a form of gladiatorial combat. How these captives survive the surgical procedure, or remain alive afterwards with no rib cage and a torso swollen with viscera is unknown. The killing blow, when the victim is gutted and the organs spill forth, is almost an orgasmic experience for the clerics.

Demara

Medium-size Outsider (Evil, Extraplanar)

Hit Dice: 14d8+28 (86 hp)

Initiative: +5 (+1 Dex, Improved Initiative)

Speed: 20 ft.

Armor Class: 19 (+1 Dex, +8 natural)

Base Attack/Grapple: +14/+16

Attack: *Icy Burst Staff of Frost* +16 melee (1d6+2)

Full Attack: *Icy Burst Staff of Frost* +16/+11/+6 melee (1d6+2)

Space/Reach: 5 ft./5 ft.

Special Attacks: Aura of Cold, Spells

Special Qualities: Devil Qualities, DR 5/magic, Immunities (cold, electricity, petrification), SR 14, Wild empathy

Saves: Fort +10, Ref +8, Will +13

Abilities: Str 14, Dex 12, Con 15, Int 11, Wis 16, Cha 16

Skills: Balance +7, Bluff +11, Climb +6, Hide +10,

Intimidate +15, Knowledge (Nature) +20, Listen +13,

Move Silently +16, Spot +13, Swim +5, Survival +20.

Feats: Improved Initiative, Iron Will, Maximize Spell,

Quicken Spell, Track

Environment: Any Temperate or cold land

Organization: Unique

Challenge Rating: 13

Treasure: No coins, double goods, standard items

Alignment: Chaotic Evil

Advancement: By character class

Without death, there can be no rebirth. Without hardship, there can be no triumph. Such are the excuses offered by Demara, the Winter Mistress, for the brutal cold and relentless snow she delivers unto the world. Her rationales are nothing more than empty words, however, because she cares nothing about promoting rebirth or triumph. In truth, Demara simply loves administering the suffering and death that winter brings. If she had her way snow would shroud the land all year long.



Demara is cautious in her machinations, but often intervenes directly in the affairs of mortals. She typically aids other evil creatures in increase winter's suffering, but nevertheless is reluctant to show herself even under the most forgiving conditions.

Her roughly humanoid body seems to be made of dry and withered vines and branches, and she appears to be bent under the weight of the season. Her face resembles that of an ancient woman, creased with lines of age and worry. She carries a gnarled staff upon which she wearily leans.

She hates nature and wild animals, save for those that have a natural affinity for winter, such as polar bears, snowy owls, wolves and most especially winter wolves.

Combat

Demara likes to close with her enemies and meet them in confined locales so that she can engulf as many as possible in her aura of cold. She is a dispassionate killer, finding no pleasure in the destruction of her enemies but still all-too willing to do so.

Aura of Cold (Su): The air around Demara is infused with supernatural cold, dealing 2d6 points of damage to every creature within 40 feet (Reflex DC 18 half). This effect may take the appearance of swirling snow, reducing visibility to 10 feet and covering her with one-half concealment.

Spells: Demara can cast divine spells as a 3rd level druid. She can also cast *ice storm* and *wall of ice* once per hour at 8th level of ability.

Demara as a Deity

The emissary of winter, Demara would like nothing better than for the season to last eternally. She recognizes that this is beyond the power wielded by her master Stribolg, the God of Winter, at the present and most certainly well beyond her own abilities. Instead, she seeks to enhance the suffering associated with winter. Demara consoles herself by admitting there is a sliver of sense in the current order. If winter lasted all year long, there would be a much smaller pool of potential worshippers, since those few races that would survive in such a harsh climate—those well suited to the cold—would have little to fear from her. As long



as the other seasons exist, humanoids will fear and propitiate Demara, out of concern of angering her and suffering overly during the inevitable winter.

Deity: Demara, Winter Mistress

Alignment: Chaotic Evil

Domains: Chaos, Death, Evil, Winter (new Domain, see below).

Typical Worshippers: Barbarians, humanoid tribes, and peasants in harsh northern climes.

Preferred Weapon: Staff

Maximum Worshipper Spell Level: 5th

Winter Domain

Granted Power: Demara's blessing protects her clerics from cold-damage. Each round, the first 5 points of damage the cleric would otherwise take from cold-based attacks is negated, regardless of whether the source of the damage is natural or magical. This blessing does not extend to equipment.

Winter Domain Spells

- 1 *Ray of Frost*
- 2 *Chill Metal*
- 3 *Diminish Plants*
- 4 *Sleet Storm*
- 5 *Ice Storm*
- 6 *Cone of Cold*
- 7 *Control Weather*
- 8 *Horrid Wilting*
- 9 *Elemental Swarm*

Relationships: Stribog, the feared Lord of Winter who seeks to brutally subjugate communities just as winter does life during its season, is Demara's beloved grandfather. Evil and coldly merciless, the old tyrant nonetheless finds warmth in his frosted heart to return her affection. While the relationship between the two is clear and accepted by all theologians, the exact lineage linking the two is perplexing and difficult to tie down; While suspects abound, no one knows her true parentage.

Holy Days: The placating of their deity has always been recognized as being of paramount importance for those worshipping Demara. These primitive practices date back millennia and have more recently been usurped by the clergy. On the evening of the Winter Solstice, farmers would visit their orchard to give homage to Demara and thereby protect their trees from harm. Bonfires were lighted and the men would encircle the tree, silently reciting prayers; it was important that no noise be made during the ceremony, the idea being to calm Demara rather than to excite her.

Much of the ceremony remains the same today, save that it is not always performed by farmers in their orchards. Hunters fearful of a harsh winter killing off game, for example, might perform the ritual around trees deep in the forest, while suppression of their beliefs by

clergy of the good gods have forced many farmers to hold rituals away from the prying eyes of their parish priest in barns or cellars.

Religious services by Demaran clerics and the savages of the northern realms vary slightly from that of the ignorant masses. In these ceremonies the focus of the circle is a beautiful, naked woman. Sometimes she is a senior priestess, other times a captive sacrifice secured to a withered pole (dryads are especially prized). In the latter case, after the ceremony is complete the woman is left to slowly succumb to the elements. The body remains in place until the spring thaw, at which time she is finally cut down and buried.

Associations: Demara is associated with the snowdrop, a tiny white flower that grows in snow-collared clumps in the newborn year. Often appearing in orchards, farmers see them as a sign that Demara heard their winter prayers and has deigned not to inflict any more suffering upon them. The clergy know otherwise. With the irrevocable coming of spring, the Winter Mistress leaves an essence of herself in these flowers by which to aid her clergy until such time as she might return once more. [A snowdrop *empowers spells* as per the feat; a single flower is consumed per casting].

In the animal kingdom wolves, snowy owls, and stoats are identified with Demara.

Servants: Truso Hackle-Back and the Thirty are the animal servants of Demara. Truso is a winter wolf that leads his pack mates onto the mortal plane, reporting on all the events of the sphere. Their mistress prizes them because for their preternatural stealth, and because of their ability to grow grizzled coats in the summer, which enables them to serve her throughout the year and still remain inconspicuous. The Thirty often accompany Demara when she goes forth to punish a mortal, their despondent howling presaging the death.

Akka appears as beautiful woman dressed snugly in a white stoat cloak, silver hair spilling out from beneath the deep hood. She walks upon the snow, almost gliding and leaving no impression of her passing. Akka often appears when men are lost, starving, or on the verge of succumbing to the cold. She offers them one wish (such as bringing deer to the hunter) if only they give themselves to her....and her mistress.

Purpose: Demara serves as the Mistress of Winter, one of Stribolg's primary emissaries on the mortal plane. She goes forth to ensure nothing impedes the progress of winter and to prevent mortals from attempting to alter the season through magical means. It is her *task* to seek means of extending winter, it is her *pleasure* to increase the suffering that it inflicts upon mortals.

Most mortals have no understanding of her true motives. Instead of a cold and merciless agent of destruction, they see her as something of an arbitrary spirit of

Truso Fiendish Winter Wolf. Large Magical Beast (Cold); **CR** 6; **HD** 6d10+30; **hp** 80;

Init +5; **Spd** 50 ft.; **AC** 17 (-1 size, +3 Dex, +5 natural), touch 10, flat-footed 14; **BAB/Grp** +6/+16; **Atk** Bite +11 melee (1d8+8 plus 1d6 cold); **Full Atk** Bite +11 melee (1d8+8 plus 1d6 cold); **Space/Reach** 10 ft./5 ft.; **SA** Breath weapon, freezing bite, trip, smite good; **SQ** Darkvision 60 ft., immunity to cold, low-light vision, scent, vulnerability to fire, Darkvision 60 ft, resistance to cold 5 and fire 5, Dr 5/magic, SR 11; **AL** Always evil (any); **SV** Fort +10, Ref +8, Will +3; **Str** 22, **Dex** 16, **Con** 20, **Int** 9, **Wis** 13, **Cha** 10

Skills: Hide +1*, Listen +6, Move Silently +9, Spot +6, Survival +1*

Feats: Alertness, Improved Initiative, Track

Breath Weapon (Su): 15-foot cone, once every 1d4 rounds, damage 4d6 cold, Reflex DC 16 half. The save DC is Constitution-based.

Freezing Bite (Su): A winter wolf deals an extra 1d6 points of cold damage every time it bites an opponent, as if its bite were a frost weapon.

Skills: Winter wolves have a +1 racial bonus on Listen, Move Silently, and Spot checks. Winter wolves have a +2 racial bonus on Hide checks. *Their natural coloration grants them a +7 racial bonus on Hide checks in areas of snow and ice. A winter wolf has a +4 racial bonus on Survival checks when tracking by scent.

Smite Good(Su): Once per day a fiendish creature can make a normal melee attack to deal +6 extra damage against a good foe.

nature. While they accept that she can be vengeful and temperamental, they know that when given the proper respect she can be protective and nurturing.

Only as one becomes deeply and irrevocably enmeshed in the religion does Demara's true nature begin to show itself, and by then most people simply believe the price of her blessing is worth the taint on their souls.

Church Description: The Winter Mistress is revered -or feared-by two types of people: those who dread winter and those who thrive in it. The fearful offer their prayers to Demara in the hopes that she might relieve their suffering during the winter months, while those who flourish in that harshest of seasons—primarily primitive barbarian societies—give thanks for their ability to survive and hope that by giving offerings she will deign to extend the winter a few weeks longer and thereby punish their enemies further. The pinnacle of the cult's hierarchy predominantly hails from these savage peoples, and it is their hope that by spreading Demara's worship into "civilized" lands they not only make their mistress more powerful, but also undermine the stability of these civilizations by sowing fear and creating discord among the established religions.

The cult of Demara can be found in most arctic and sub-arctic lands, as well as temperate regions lands that exist along the fringes of civilization. They meet in secluded locations such as barns, cellars, or forest clearings: anywhere that offers some privacy and security. Few true temples exist to Demara, though some are rumored to exist in the taiga, that sub-arctic region of swamp and coniferous forests that straddle temperate and arctic lands. These temples, if they truly exist, are presumably designed secure bases from which the cult can infiltrate civilization.

Demara's clergy plays on fear, recruiting many into the ranks of the cult who might otherwise not be considered evil. Some are brought in who wish nothing more than protection for their family over the winter. Once in the grasp of the cult and its infernal deity, however, few can resist being pulled deeper into acts of evil under threats that Demara will visit ruin upon if they do not. Often times, the members are desperate enough to do anything the cult demands. Stealing winter stores of food from others to feed their own family, for example, is advertised as act of self-preservation that is all too often necessary in the harsh world in which we live, when in fact it furthers Demara's goals of inflicting suffering upon the innocent.

The cult's clerics typically wear hooded, fur cloaks over their normal attire. Hoods are common in that many worshippers seek to conceal their identities from one another. The cult's symbol is a weathered and twisted staff, which all clerics carry. When a worshipper hears a knocking upon his door and upon answering finds such a staff leaning against the wall, it is a sign of ill-omen, that the winter shepherd will visit her wrath upon the home soon unless her instructions are loyally followed.

Doctrine: It is only through the grace of Demara that mortals can survive winter unscathed. Those that pray to her will receive her blessings, while those that shun her justly bear the brunt of the vulgarities of the season. Non-believers label Demarans as ignorant pagans, but the truth is that it is these peoples misplaced faith in distant gods that ensures hardship where there need not be any. If one were to offer you a warm blanket to shield you from the cold, would you not accept such a gift? Demara offers protection and mercy, and yet she is still spurned. Who then is are the ignorant?

Life hangs by a fragile thread, and the world is at its core merely an arena in which people struggle against one another for resources upon which survival rests. The harsh winter months bring this brutal truth to the fore. As a result, the only way to ensure one's survival is through the acquisition of power and resources. Whatever you must do to thrive, you will do it. If your actions cause others suffering, so be it; if they are unable to protect what is theirs, then they are weak and unworthy.

The same is true of nature. Flora and fauna that are weak should perish, making way for those that are hardy. Mighty conifers should replace deciduous trees, crops are



Varg

Medium Undead (cold)

Hit Dice: 3d12+3 (22 hp)

Initiative: +0

Speed: 30 ft.

Armor Class: 12 (+2 natural)

Base Attack/Grapple: +1/+2

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

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

Space/Reach: 5 ft./5 ft.

Special Attacks: Trip, Heat Leaching

Special Qualities: Undead, Cold Subtype, Scent

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

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

Skills: -

Feats: Toughness, Weapon Finesse

Environment: Any cold

Organization: Solitary, Pair, or Pack (7-16)

Challenge Rating: 2

Treasure: None

Alignment: Neutral Evil

Advancement: 4 HD (Medium-size), 5-6 HD (Large).

Favored as guardians and agents of retribution by Stribolg and Demara, vargs are mindless but loyal zombies. Most are created by these malicious entities or their priests, though it seems some vargs may form “naturally”—wolves dying from starvation or the elements during particularly harsh winters.

Vargs, also known as heat leach wolves, are emaciated and ragged looking specimens, their eyes lifeless voids and their howls even more melancholy than that of their living cousins. They are sustained by feeding upon the body heat of their prey, literally draining it from their victims much as a vampire would drain blood.

Despite being little more than zombies, vargs retain a glimmer of their former cunning and pack mentality. They co-operate with one another far more than do standard zombies, and are capable of communicating with one another. In fact, an element of wolves' famous sociality still remains.

Combat

Vargs perform their creator's bidding without hesitation, attacking with bloodthirsty abandon. While slower than living wolves, they nonetheless retain a sliver of their pack mentality and will circle foes to attack from the flank and rear.

Heat Leaching (Su): On a successful bite, the creature attempts to drain heat from its victim. Victims must make a Fortitude save (DC 18) or suffer 1d4 points of cold damage and be slowed for one round. The wolf is invigorated by the leached heat, in turn gaining hit points equal to the damage dealt to its

victim. Absorbed hit points first heal the creature of damage sustained, then provide temporary hit points that last four rounds.

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

Undead: Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

Cold Subtype: Cold immunity, double damage from fire except on a successful save.

aberrant, and those animals that need seek shelter from the cold, whether by migration or hibernation, are inherently inferior to those that adapt to the seasons.

Not everything need die someday. Demara herself is a perfect example of this, as are the select few trees and animals that refuse to succumb to winter. We are fools if we believe the cycles of nature are in volatile, and we limit ourselves if we accept them as such. Indeed, cycles should be broken....seasons need not change, and life should indeed last forever. Many clerics of Demara seek to cheat death and alter the seasons.

There is something of a schism in the church at present. There are those who believe Demara has acquiesced to the current order and accept that winter must at some point end, while other, radical elements are sure that the ultimate goal remains to subjugate the world to all-encompassing, eternal shroud of snow and ice.

Temple Of Demara

This Demaran temple is located in a frontier village that is little more than a rough collection of filthy hovels around a stream. The village is split by rift between those traditionalists who worship Demara as a remnant of the old ways, and those who follow the more acceptable, state-sponsored pantheon of deities. The latter included the nobility, merchants, and craftsmen, while the “pagan beliefs” holds sway over the vast majority of peasants.

The local shrine to Demara is located on the outskirts of the community in a simple barn made from logs hewn flat on the inside walls. In reality, there are two temples: one which is shown to the common villager, the other, located in a secret complex below, is the preserve of the priests, Radu Frostshanks, alone. The worship of Demara is frowned upon by the village lord and the head of the parish church, but they believe it to be primitive nature worship, not demonology. Their few inspections have turned up nothing untoward, as they have yet to locate the secret complex below.

Radu Frostshanks

The resident priest of Demara is a wild-eyed, uncouth, and disheveled individual. Sickly and old before his time, Frostshanks looks about 50 but is in fact some 20 years younger. His legs are blackened and crippled by a severe bout of frostbite in his youth and he moves only with the greatest of difficulty. Always a bit distanced from reality, the injury caused his grip on reality to snap. He is reclusive by nature, never mingles with strangers, and is quite abusive to those he dislikes.

Radu Frostshanks, human cleric5: CR 5; HD 5d8; **hp** 30; **Init** +0; **Spd** 10 ft; **AC** 13; **BAB/Grp** +3/+3; **Atk** Staff +4 melee (1d6+1) or sling +3 ranged (1d4); **Space/Reach** 5 ft./5 ft.; **SA** Spells; **AL** NE; **SV** Fort +6, Ref +2, Will +7; Str 10, Dex 10, Con 10, Int 16, Wis 15, Cha 11.

Skills: Climb +2, Craft (alchemy) +3, Concentration +6, Diplomacy +2, Heal +3, Hide +2, Jump +1, Knowledge (Nature) +5, Listen +1, Move Silently +2, Profession (Herbalist) +9, Spot +1, Survival +9.

Feats: Brew Potion, Maximize Spell, Skill Focus (Survival)

Possessions: +1 leather armor, +1 icy burst staff, minor ring of elemental resistance (fire), sling,

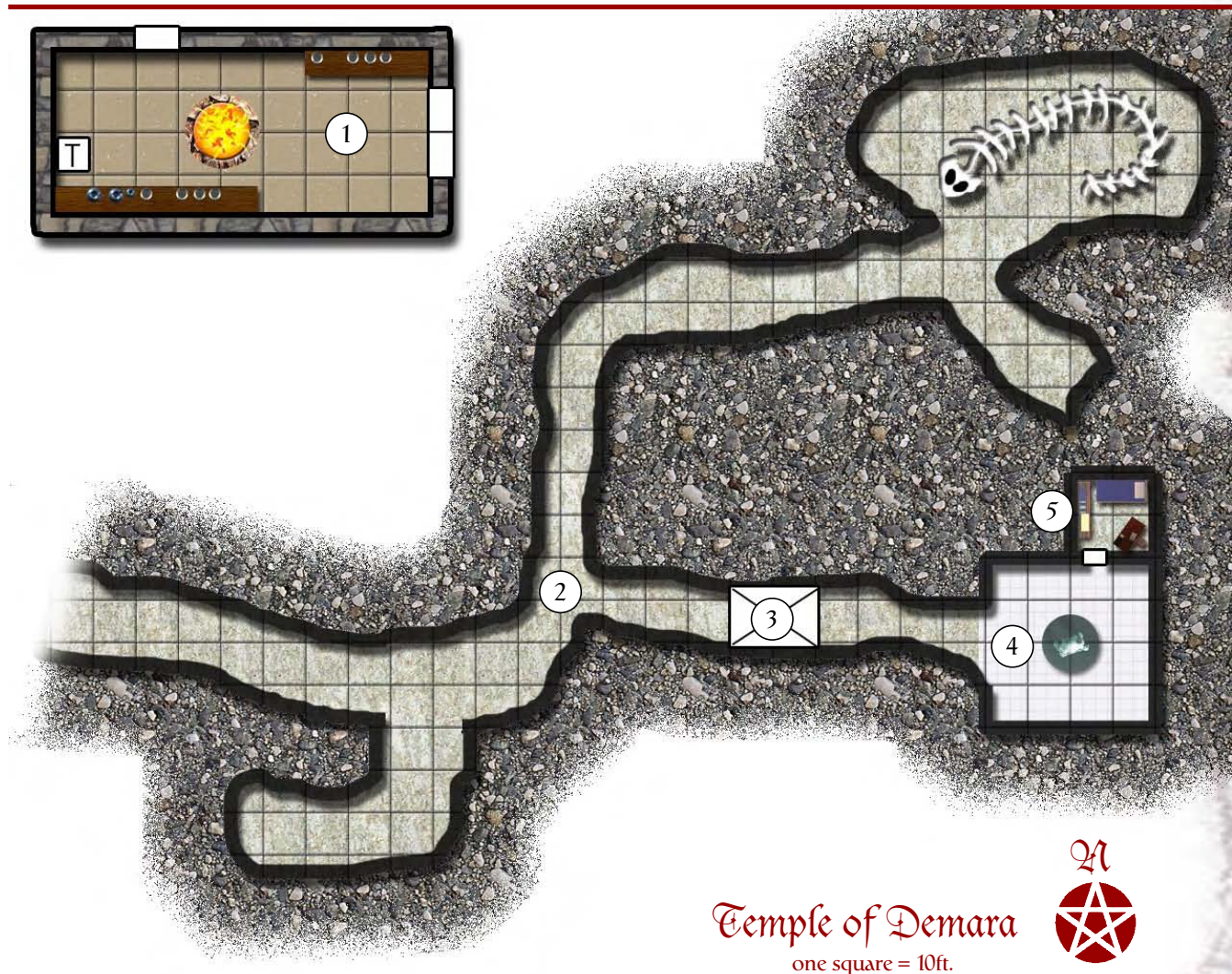
Spells (5/4+1/3+1/1+1): 0-level—*Cure Minor Wounds, Detect Magic, Guidance, Light, Resistance*; 1st—*Cure Light Wounds, Endure Elements, Obscuring Mist, Shield*

of Faith, Summon Monster I; 2nd—*Death Knell, Hold Person, Silence, Undetectable Alignment*; 3rd—*Cure Serious Wounds, Water Walk*.

Tactics: Radu is adverse to combat, both out of necessity and character. He'll prefer to talk his way out of confrontation if possible, attempting to paint his religion as an unjustly oppressed and little understood belief akin to that acceded to by druids. If forced into fighting, he'll attempt to do so at a place of his choosing—typically the White Shrine (room #4), where his spells are enhanced and he can be protected by his varg companions. Radu uses his spells and sling first, only wading in with his *icy burst staff* as a last resort.

1) Main Temple

The forest is a blanket of straw, forest moss, and pine boughs. The air is full of eye-stinging smoke from the open fire that heats the shrine, the barn lacking a smoke-hole. Several large shelves used for both storage and for sleeping (the rituals often last well into the night) line the walls. The only notable features are the icons placed along the walls, each a painted wooden images of Demara, her servants, and scenes from her mythology. In times of trouble, and in particular during harsh winters, the worried villagers gather solemnly in front of the icons to pray.



A Search check (DC 15) will reveal the concealed trapdoor in the floor despite the obscuring layer of straw, moss, and pine boughs. Characters making a successful Survival check (DC 12) may detect the cold air seeping out from Demara's subterranean shrine and recognize it could not come from a natural draft. This provides them with a +2 circumstance bonus for subsequent Search checks to find the trapdoor.

2) Subterranean Tunnels

The temperatures within Demara's shrine are magically kept subzero. Improperly dressed characters start suffering from the effects within 10 minutes of entering. Unprotected characters must make a Fortitude save every 10 minutes (DC 15, +1 per previous check) and sustain 1d6 points of subdual damage for every failed save.

The walls of the tunnels are rough and ragged, and the floor uneven and littered with stones. The nature of these tunnels restricts movement by half; characters that wish to proceed faster need make Balance checks (DC 12 at ¾ speed, DC 15 at normal speed) to avoid falling prone and suffering 1 point of subdual damage. Characters making a Profession (Mining) check at DC 10 or Craft (Stoneworking) roll at DC 12 will be able to verify that the tunnels are neither natural nor manmade, appearing to be the result of burrowing.

At the location marked on the map lies all that remains of the tunnels architect: A remorhaz's carapace. Its wide mouth is brimming with dozens of jagged teeth, each one longer than a dagger, and the back of the skull bristles with a pair of wing-like fins. Thankfully, the ocular cavities are dark and lifeless. Characters searching inside the carapace will find a dagger +1 with a successful Search roll (DC 12), all that's left of the beast's final meal.

3) Fake Pit

A massive pit stretches across the corridor at this point. It extends ten feet in every direction, leaving no space between the pit and the walls. The bottom disappears into darkness below.

The pit is actually an elaborate fake designed to ward off intruders. It appears bottomless, but is in fact only two feet deep. A permanent *Darkness* spell has been cast at the bottom of this pit. A *Daylight* spell or similar magical light source will dispel the illusion.

4) White Shrine

White porcelain tiles cover the walls, ceiling, and floor of the entire room. All of the tiles are highly polished, reflecting and magnifying light (the radius for all light sources are doubled). The obvious focal point is a crystal statue of Demara standing atop a dais in the middle of the floor. Three emaciated wolves with tattered white fur lay on the dais around Demara's feet.

A *detect magic* spell reveals a powerful alteration aura on the entire room. All cold-based spells are cast as if under the influence of the *empower spell* feat, multiplying

by one-half all variable, numeric effects.

Once per day, on a command word known only to Radu, the statue of Demara can project an aura of cold. The air around the statue becomes infused with supernatural cold, dealing 2d6 points of damage to every creature within 40 feet (Reflex DC 18 half). This effect takes the appearance of swirling snow, reducing visibility to 10 feet and providing one-half concealment to everything within its shroud.

Monster: The three "wolves" are in fact vargs.

Vargs (3): CR 2; HD 3d12+3; hp 22; Init +0; Spd 30 ft; AC 12; BAB/Grp +1/+2; Atk/Full Atk Bite +5 melee (1d6+1); Space/Reach 5 ft./5 ft.; SA Trip (trip with a free action on successful bite attack), Heat Leaching; SQ Undead, Cold Subtype (cold immunity, double damage from fire except on a save); SV Fort +1, Ref +1, Will +3; Str 13, Dex 10, Con -, Int -, Wis 10, Cha 1.

Feats: Scent, Toughness, Weapon Finesse

Tactics: The varg know their task and fulfill it well. They attack anyone entering the shrine, save for Radu himself, and with their scent ability they cannot be fooled by disguises meant to make intruders look like the high priest. They attempt to isolate the weakest individual and bring it down together. One holds the creature's attention by attacking from the front, while the others work around to the flanks and rear.

5) Radu's Chambers: The door to the priest's chambers is typically locked. Beyond is a simply adorned bedchamber with a desk and bookcase filled with illuminated texts. Unlike the carefully crafted white shrine, this room has an irregular shape and clearly was not carved with any great care. A successful Search check (DC 20) of the bookcase discovers a latch that swings the shelves aside to reveal a secret closet. Inside are several boxes, including a large, ornate chest. The boxes contain the shrine's accumulated wealth.

Door: Hardness 5; 18 hp; Open Lock (DC 15); Break (DC 15).

Monster: While the small boxes are exactly as they seem, the chest is actually a mimic who has formed an uneasy alliance with Radu. In return for guarding Demara's treasure, the priest helps secure regular meals for the aberration.

Mimic: CR 4; HD 7d8+21 hp 52; Init +1; Spd 10 ft; AC 15; BAB/Grp +5/+13; Atk Slam +9 melee (1d8+4); Full Atk 2 Slams +9 melee (1d8+4) Face 5 ft. by 5 ft.; SA Adhesive (automatically grapples with slam attack; victims suffer automatic slam damage every round until mimic is dead; weapon striking mimic is held fast unless Reflex save at DC 16 made; a Strength check (DC 26) is required to pry stuck weapons off) Crush; Mimic Shape (detect the ruse on a successful Spot check opposed by mimic's disguise check), Immunity to Acid; SV Fort +5, Ref +5,

Will +6; Str 19, Dex 12, Con 17, Int 10, Wis 13, Cha 10.

Skills: Climb +9, Disguise +13, Listen +8, Spot +8.

Feats: Alertness, Lightning Reflexes, Weapon Focus (Slam)

Tactics: The mimic maintains its charade until either a victim is within reach or it becomes apparent that its disguise has been compromised. It then attacks with a ravenous hunger.

Treasure: Amongst the boxes is a total of 200gp and 1800 sp, as well as two *potions of healing*.

Minakhta

Medium Outsider (Evil, Extraplanar)

Hit Dice: 12d8+48 (102 hp)

Initiative: +7 (+3 Dex, Improved Initiative)

Speed: 20 ft; fly 80 (perfect)

Armor Class: 18 (+3 Dex, +5 natural)

Base Attack/Grapple: +12/+14

Attack: Claw +14 melee (1d6+2)

Full Attack: 2 Claws +12 melee (1d6+2), bite +7
melee (1d8+2 and disease), dagger +7 melee (1d4+2)

Space/Reach: 5 ft./5 ft.

Special Attacks: Paralysis, Disease, Frightful
Appearance, Spell-like abilities, Improved Grab.

Special Qualities: Evasion, Deeper Darkvision,

Saves: Fort +8, Ref +11, Will +6

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

Skills: Balance +16, Concentration +23,
Disguise +13, Gather Information +16,
Hide +18, Intimidate +17, Knowledge
(Abyss) +10, Listen +19, Move
Silently +15, Search +14, Sense
Motive +12, Spot +18,
Survival +10, Tumble +23

Feats: Alertness, Improved Initiative, Quick Draw,
Ride-by Attack, Trample

Environment: Any land

Organization: Unique

Challenge Rating: 11

Treasure: Standard

Alignment: Chaotic Evil

Advancement: By character class

Extremely bloodthirsty and ravenous for humanoid flesh, the crow-headed Minakhta is drawn to mortal battlefields where she sates her hunger by feasting upon the dead and dying. She rends the body beyond recognition and consumes its entrails, leaving the remains for other scavengers to fight over.

Minakhta has the head of a crow, with oily black feathers, a dark beak often gleaming with fresh blood, and gleaming yellow eyes. Her torso is that of a perfectly proportioned woman, only barely shrouded by elegant silk robes that suggest an elegance that is in stark contrast to her nature. Long, lithe legs end in scaled crow's feet and razor sharp talons. A pair of black wings, infested with bugs and showing festering wounds through threadbare feathers, sprout from her back.

When necessary, Minakhta can assume human form, but aspects of her true nature remain apparent. Her hair, generally worn pulled taut in a severe bun at the nape of her neck, is oily and as black as pitch, while her hands



Seneschal

Medium-size Undead

Hit Dice: 7d12 +3 (48 hp)

Initiative: +2 (Dex)

Speed: 30 ft.

Armor Class: 18 (+2 Dex, +6 natural)

Base Attack/Grapple: +4/+5

Attack: Bite +6 melee (1d8+1 and paralysis)

Full Attack: Bite +6 melee (1d8+1 and paralysis), 2 claws +2 melee (1d4 and paralysis)

Space/Reach: 5ft./5ft.

Special Attacks: Paralysis, Spell-like Abilities

Special Qualities: Undead, +4 Turn Resistance, Rebuke Ghouls and Ghosts.

Saves: Fort +2, Ref +4, Will +8

Abilities: Str 13, Dex 15, Con -, Int 15, Wis 16, Cha 18

Skills: Climb +6, Diplomacy +8, Escape Artist +8, Gather Information +6, Hide +8, Jump +6, Knowledge (Royalty and Nobility) +6, Listen +8, Move Silently +7, Search +6, Sense Motive +8, Spot +8

Feats: Multiattack, Toughness, Weapon Finesse

Environment: Any urban

Organization: Solitary

Challenge Rating: 4

Treasure: Standard

Alignment: Always Chaotic Evil

Advancement: 8-9 HD (Medium-size)

Seneschals are elite ghosts in the service of Minakhta. Most serve as officers in her household, but some are dispatched to the Prime Material Plane to advance their matrons' interests. Unlike the beings they once were, Seneschals are not obviously undead and can indeed pass for human.

Combat

Although they are powerful combatants, Seneschals employ cunning to defeat their foes more often than outright violence. They may construct elaborate plans to destroy their enemies, plots that take months or even years to reach fruition.

Paralysis (Ex): Those hit by a Seneschal's bit and claw attack must succeed at a Fortitude save (DC 15) or be paralyzed for 1d6+4 minutes. Even elves are vulnerable to this paralysis.

Spell-like Abilities: Once per day a Seneschal may use the following abilities as per the spells cast by a 5th-level sorcerer-*charm person*, *detect thoughts*, and *suggestion*.

Rebuke Ghouls and Ghosts (Ex): As high-ranking officials in Minakhta's court, Seneschals enjoy a natural respect among lesser ghouls and ghosts. As a result, they may rebuke these undead as would an 8th-level cleric.

Undead: Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.



are rough and end in long, sharp nails. While a stunning physical beauty, her voice is an unsettling dry croak.

She is often preceded by a thick mist that clings to the earth like a dank blanket; many take it for natural fog rolling in off a body of water or the haze that accompanies dawn or dusk, and in it the dark shadow circling above generally goes unnoticed until its too late.

Combat

Minakhta is an unobtrusive, merciless killer when driven by hunger to attack healthy mortals, but would far prefer to simply feast upon the dead and mortally wounded, ailing, or incapacitated. When she has sufficient room, her preferred method of attack is either repeated flying slashes using the Ride-by Attack feat or a single overwhelming dive designed to bowl over the opponent with her Trample feat (gaining an additional claw attack at the standard +4 for prone targets). If in disguise and the intended victim is unaware of her true nature, Minakhta will use her Bluff skill to convince her enemy to lower his guard before she slips a dagger into his ribs with her Quick Draw feat, which she follows up immediately and ferociously, often striking again before her victims can recover due to her Improved Initiative.

Minakhta's hunger is legendary and she will not be sated until she has consumed the entrails of 2d10 individuals, at which point she will fly away to ferry the souls to hell.

Paralysis (Ex): Those hit by Minakhta's claw and bite attacks must succeed at a Fortitude save (DC 16) or be paralyzed for 1d6+6 minutes. Even elves are prone to this paralysis.

Deeper Darkvision (Ex): Minakhta can see without hindrance even when shrouded by *deeper darkness* spells.

Spell-like Abilities: At will—*deeper darkness* and *scare*. 1/day—*desecrate* and *plane shift*. These abilities are as the spells cast by a 16th level sorcerer.

Disease (Su): Minakhta is a carrier of both Filth Fever and Demon Fever. Victims of her bite attack must make Fortitude saves (DC 12 and 18 respectively) of contract these diseases.

Evasion (Ex): If subjected to an attack that allows a Reflex save for half damage, Minakhta takes no damage on a successful save.

Frightful Appearance (Ex): The devil is associated with death, disease, and the undead. As such, her mere presence is enough to make most men cower in fear. All those seeing her must make a Will saving throw (DC 16) or suffer a -2 morale penalty to all attack rolls, checks, and saves for the remainder of the encounter. After making this saving throw, whether successful or otherwise, a character is immune to this ability for the next 24 hours.

Carrion Eagles

Large Magical Beast

Hit Dice: 4d10+4 (26 hp)

Initiative: +4 (Dex)

Speed: 10 ft; fly 80 ft (average)

Armor Class: 16 (-1 size, +4 Dex, +3 natural)

Base Attack/Grapple: +4/+11

Full Attack: claw +6 melee (1d6+3)

Full Attack: 2 claws +6 melee (1d6+3), bite +1 melee (1d8+1)

Space/Reach: 5 ft. by 5ft./5 ft.

Special Attacks: Disembowel, Disease.

Special Qualities: Evasion

Saves: Fort +5, Ref +8, Will +3

Abilities: Str 17, Dex 18, Con 12, Int 10, Wis 14, Cha 10

Skills: Knowledge (undead) +2, Listen +5, Sense Motive +6, Spot +9, Survival +8

Feats: Alertness

Environment: Any forest, hill, mountain, and plains

Organization: Solitary

Challenge Rating: 3

Treasure: None

Alignment: Usually Neutral Evil

Advancement: 5-8 HD (Huge); 9-12 HD (Gargantuan).

As symbols of Osiris, Minakhta hates eagles and most especially the most majestic of their kind, the giant eagle. While she is more than content to kill the adults, she has something far more insidious in store for the unhatched offspring. What better slight against Osiris than to corrupt own creation and turn them against him? To that end, Minakhta infuses the eggs with foul magic so that when the young emerge they have become more crow than eagle, twisted and evil.

Carrion eagles have oil black feathers covering the entirety of their bodies and are generally mistaken for crows. They stand 10' tall and have a wingspan of up to 20'. Minakhta often gives these birds to her holy warriors as mounts. They attack giant eagles on sight. In an affront to nature, they are wasteful feeders and consume only the choice parts of a corpse—organs, eyes, and select portions of flesh.

Carrion eagles speak Infernal and Common.

Combat

A carrion eagle swoops down on its foes from a great height and slashes with its claws. When there isn't enough room for such tactics, attacks in a fury of slashing claws and rending beak.

Evasion (Ex): If subjected to an attack that allows a Reflex save for half damage, an anathema eagle takes

no damage on a successful save.

Disembowel (Ex): If it uses an full-round action to make a single successful claw attack against a creature of Medium-size or smaller, a carrion eagle may attempt disembowel a foe—the faster to get at the tasty morsels within. Victims must make a successful Fortitude save (DC 10 + damage inflicted). If the save fails, the character has been gutted and will die in a number of rounds equal to his Constitution modifier. The character must make a Will save (DC 20) to take any action during this time. This ability can only be used against creatures of 3 HD or less and even only then against bipedal beings, creatures in flight, or those whose stomachs are someone expose (such as when a four-legged animal lies on its back).

Disease (Ex): Carrion eagles are carriers of Filth Fever. Victims of their bite attack must make Fortitude saves (DC 12) or contract this disease.

Improved Grab (Ex): If Minakhta hits an opponent of Medium size or less with both claw attacks she attempts to dig her talons into the victims hide and retain her deadly hold. After dealing normal damage she may start a grapple as a free action without provoking an attack of opportunity. If she succeeds, she deals automatic claw damage each round the hold is maintained and may make a bite attack with a +4 circumstance bonus.

Minakhta as a Deity

Minakhta is principally worshipped by ghouls and ghosts, and is hailed as the only true deity by the small were-crow population. Some pagan tribes—goblinoid and others—who have the crow or raven as a totem animal unwittingly offer their prayers to Minakhta, while she also casts blessings upon necromancers who have acquired a vile taste for humanoid flesh. It is said in many cultures that eating the humanoid liver can prolong life, in effect allowing the individual to live forever so long as he maintains a steady diet of entrails. Small cults dedicated to such practices—and therefore to Minakhta—have emerged in many cities across the globe.

There is a final source of recruits to swell the ranks of Minakhta's worshippers: the desperate. Many people know of Minakhta and offer brief prayers and even small sacrifices to her during funerals to save beloved dead from desecration at her hands or those of her ghoul minions. However, while lying wounded and helpless on the field of battle with ravenous scavengers closing in, or when food has been exhausted and the only means of staying alive is to sink to cannibalism, lip service to Minakhta often shifts to genuine prayers and promises of loyalty. She's been known to appear at such times and offer salvation, but the price is steep indeed. Some are allowed to live with merely their souls as payment, while others are transformed into ghouls, ghosts, or were-crows as part of the exchange.

Deity: Minakhta

Alignment: Chaotic Evil

Domains: Chaos, Death, Destruction, Evil.

Typical Worshipers: Ghouls, Necromancers,

Harpies, Gnolls, those seeking immortality.

Preferred Weapons: Dagger

Maximum Worshiper Spell Level: 6th

Purpose: Minakhta is the patron deity of crows, ghouls, and other scavenging beasts. She is a harvester of souls for Hell, stealing them before they can properly be judged on the merit of their actions and essentially impressing the recently deceased into the infernal ranks. She haunts battlefields in search of prey, and is considered an omen of death and destruction.

As one of the faithful of Set, she plays a prominent role in that deities' plan for retribution against Osiris. It is assumed that, should the forces of evil ever succeed in overthrowing the legitimate pantheon of gods, Minakhta would replace Anubis and assume responsibility for the dead.

Relationships: Minakhta is the sworn enemy of Anubis, the guardian of the necropoli and Judge of the Dead. Anubis weighs the heart of each person against the Feather of Truth to determine whether that person will live forever or be fed to the Destroyer. Wise and restrained, he believes all beings should receive a fair judgment before their fates are determined. Minakhta, on the other hand, by feasting on the organs of the dead before they can be weighed, condemns people to damnation. Anubis cannot tolerate such transgressions, and his clergy have been hunting followers of Minakhta since time began.

She is the illegitimate daughter of Set, God of Evil, the product of the violent raping of a Jahi. He has no paternal compassion for Minakhta and in fact he is far more intimate with her than it is proper for a man to be with his daughter, but Set recognizes her value as a minion and therefore protects her as one would a carefully husbanded resource.

She also has an uneasy relationship with Eurynomous, the Corpse Eater, as both count ghouls among their principal followers. Thus far the two have resolved to maintain their distance from one another, but meetings between their respective undead worshippers and fairly common and result in vicious clashes. It's evident that a confrontation between Eurynomous and Minakhta for sovereignty over ghouls and ghosts is inevitable and likely to occur soon.

Holy Days: Followers of Minakhta are grim, morbid people who have few organized festivals per se. Whether the worshippers are human cultists hiding in a deprived sanctum, ghouls prowling a graveyard, or a gnoll warband celebrating a successful raid, all enjoy gluttonous feasts or humanoid flesh, and it is at these times that Minakhta is most often cited in prayer.

Dark Flock

Tiny Undead

Hit Dice: 1/2d12 (3 hp)

Initiative: +2 (Dex)

Speed: 10 ft; fly 40 ft (average)

Armor Class: 15 (+2 size, +2 Dex, +1 natural)

Base Attack/Grapple: +1/-10

Attack: claw +5 melee (1d4-3)

Full Attack: 2 claws +5 melee (1d4-3)

Space/Reach: 2 ft./ 0 ft.

Special Attacks: Paralysis

Special Qualities: Undead, +2 Turn Resistance

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

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

Skills: Listen +6, Spot +6

Feats: Weapon Finesse

Environment: Any

Organization: Solitary, Flock 4-40

Challenge Rating: 1/2

Treasure: None

Alignment: Always Chaotic Evil

Advancement: 1HD (Tiny)

These crows look identical to their mundane brethren, save for the hawk-like talons and yellow eyes that gleam with infernal intent.

Combat

Though generally scavengers, members of the Dark Flock attack with their razor-sharp claws when threatened.

Paralysis (Ex): Those hit by the creature's claw attack must succeed at a Fortitude save (DC 12) or be paralyzed for 1d6+2 minutes. Elves are immune to this paralysis.

Undead: Immune to mind-influencing effects, poison, sleep, paralysis, stunning and disease. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

Turn Resistance (Ex): Members of the Dark Flock have +2 turn resistance.

Human cultists are rare in that they tend to wrap their orgies in pseudo-religious garb. Their midnight revels, generally held on nights when no moon is present, are accompanied by the burning of incense and the chanting of a long series of prayers which might last four or five hours.

One ritual common among all followers occurs when one of their fellows dies. The devotee must consume the flesh of their deceased comrade, symbolizing the eternal bond between them. The entrails, of course, are offered up to Minakhta and it's not unusual for the ever-hun-

gry demon to actually appear and claim the soul of the fallen.

Associations: In nature, Minakhta is obviously associated with crows and ravens. She has also been linked to vultures and, through her father Set, to jackals and hyenas. These creatures all share her taste for human flesh. Among beasts and monsters she is clearly associated with ghouls and ghosts.

Numbering few in sum, the greatest concentration of her followers can be found among harpies, who often worship Minakhta as their principle deity, and gnolls. The latter may have originally turned to the devil as a result of her relation with Set, but her blood thirst and ravenous appetite for flesh has endeared Minakhta to these savages such that she is now a deeply rooted, if somewhat minor deity in their pantheon.

Servants: Though Minakhta has many servants, foremost among them are the Dark Flock. In a great aviary located in her hellish castle there live 1,000 large black crows. Each bird was, in life, a devoted humanoid follower of Minakhta and has been rewarded with the privilege of serving at their masters' side for all eternity. The devil will sometimes send a member of the flock to earth to serve as a familiar to a necromancer or to spy on enemies, though more often they are dispatched together as a fiendish swarm that picks fields clear of crops and attack any living creature in their path.

She is often accompanied by a pack of sniveling ghouls desperate for her attention, and her fortress is guarded by a 666 of these foul undead. They seek to curry her favor in the hopes of being elevated above their peers, and perhaps being made a Seneschal. These elite ghouls can pass for living and are sent to serve evil monarchs on earth, advising them on how to crush their opponents and breed fear among their populace. The aim is to spread Minakhta's influence among mortal rulers or, at the very least, to push them towards war or otherwise induce them into performing acts of brutality that provide the devil with fresh victims.

Church Description: Followers of Minakhta keep largely to themselves, gathering only in small groups in hidden basements or secure backrooms in the middle of the night. They are a secretive bunch, all too aware that they would be hunted relentlessly if ever their existence were made known. They make sacrifices to their deity, typically the organs of tender young children, while they themselves feed on the remaining flesh. Ghouls in the vicinity will soon be drawn to the "church", known as a rookery, and serve the cultists as assassins and thugs.

Cultists refer to individual members as a claw and the collective congregation as a flock. There are those, the true clerics and holy warriors of Minakhta, who spend their existence separate from these cults, wandering from battlefield to battlefield and basking in the stench of death. These "Carrion Claws", as they are called, are the heroes

of the religion and the envy of all worshippers for they are the favorites of their patron. Some truly devote “carrion claws” have the ability to create ghouls, enjoy mastery over the undead, and can transform into a crow. Powerful Carrion Claws may be offered the services of a vile anathema eagle as a mount.

Clerics of Minakhta can automatically turn or rebuke ghouls and ghosts. At 3rd level she is granted a crow familiar that serves as his faithful companion, and at 5th level is offered the ability to transform herself into a crow once/day as per the spell *polymorph self* as cast by an 8th-level sorcerer. This ability can be used twice/day as of 7th level. Finally, at 10th-level the cleric has the ability to *create spawn* as per the ghoulish ability. The scenes of recent carnage are centers of great power from the deity and its clerics. When clerics of her faith are at such sites, they cast spells at one-level higher.

Followers wear black robes and often wear masks covered with crow feathers to hide their identities from one another, a security precaution designed so that one member of a claw cannot, if captured, compromise the entire cult.

Doctrine: Minakhta believes mortals exist, quite simply, to feed her insatiable appetite. They are little more than crops to be harvested, and her worshippers have the same lack of respect for the sanctity of life. They believe that one must be prepared to do whatever it takes to survive, including murder, theft, war, or torture.

While ferocious in self-defense and energetic in the pursuit of their own interests, followers typically abhor getting their hands dirty and prefer manipulating others into doing their work for them. Just as a crow feeds off carrion left behind by a predator, so too do followers seek to reap the benefits of others’ labors.

Followers of Minakhta do not believe that all people have a right to be judged. Just as their patron races to the battlefield to steal souls and spirit them away to Hell before they can be rightfully judged before the heavenly host, so too do followers exact sudden and final justice without trial. Woe betides a city whose courts and watch have been infiltrated by Minakhtans.

Temple of Minakhta

Most shrines to Minakhta are heavily protected from prying eyes, allowing cultists to conduct their deprived religious rites in secrecy. This particular shrine is located below a prominent business in the small town of Khopesh.

The cultists of Minakhta meet in the basement of Amit’s Carriage Works. The main floor of the building contains little out of the ordinary. Large double-doors enter into the workshop, which contains several small carriages in various stages of completion and perhaps

a cart belonging to a local farmer undergoing repairs. Small separate rooms contain a forge and personal office for Tutan Amit.

Observant characters (Spot DC 12) may notice an 8-inch hole cut in the roof for Amit’s crow. A Search check (DC 15) will reveal black feathers caught in the wood and droppings on the floor.

There’s also a secret door on the back wall that allows the cultists to come and go as they please.

Secret Door: 2 inch thick; hardness 8; hp 20; Search (DC 18).

Trap: The secret door is located under a rack containing carriage wheels; if the door is opened at any time other than during the agreed upon meetings, a trigger is tripped that sends the wheels crashing down the trespassers.

Collapsing Wheels Trap: CR 1; mechanical; touch trigger; manual reset; three carriage wheels fall from the rack above the door when trigger is tripped; no attack roll necessary; 1d4 damage per wheel; Reflex save (DC 18) for each wheel avoids; Search (DC 14); Disable Device (DC 10).

Trapdoor: 2 inch thick; hardness 4; hp 10; Search (DC 18).

A concealed trapdoor leads down to a rickety staircase to a damp landing below.

1) Landing

The landing is bare, undecorated, and unlit. A door, made from solid oak boards surrounding a copper core, stands opposite the stairs. A key in the possession of Amit is the only one that can open the door.

Trap: The door inflicts an electric shock on anyone attempting to open it without Amit’s key.

Heavy Oak Door: 5 inch thick; Hardness 6; hp 40; Break (DC 25); Open Lock (DC 30).

Electric Shock Trap: CR 3; magic device; touch trigger; automatic reset; 5d8 points of electric damage to anyone attempting to pick the lock or force the door (no saving throw); Search (DC 23); Disable Device (DC 25).

2) Laboratory

This room contains a workshop where Amit makes the various candles, incense, brews, and other pseudo-religious trappings that are associated with their worship of Minakhta. There is a desk along one wall, while a large table stands in the center of the room. On the table are a variety of glass beakers and ceramic jars containing sundry materials.

A Search roll (DC 10) will turn up two smokesticks,

a sunrod, and foul smelling incense that causes anyone within 10 feet to make a Fortitude save (DC 12) or suffer -2 to all actions and saves for 1d6 minutes.

A Search check (DC 20) of the desk will reveal a drawer with a false back. Contained within are a *Potion of Remove Paralysis* (the ghouls can occasionally be short-tempered) and a *Potion of Cure Moderate Wounds*.

The various equipment, ingredients, and notes may be sold to an alchemist for a total of 50gp.

3) Shrine to Minakhta

The door opens to reveal a room full of dark, roiling mist heavily laden with the stench of decaying flesh. The mist acts per the spell *stinking cloud* as cast by a 3rd-level sorcerer (note that the cultists are immune to its nauseating effects). A faint red light casts an eerie glow through the mist.

Vision is greatly reduced because of the haze. A creature within 5 feet has one-half concealment (attackers suffer 20% miss chance), while creatures further away have total concealment (50% miss chance, attacker can't use sight to locate target).

Both the mist and the unsettling light emanate from

the statue of Minakhta (variable thickness; hardness 8; hp 90; SR 16; Break DC 24) that stands in the center of the room. While the mist pours out of her gaping beak, the red glow comes from a human heart held in one of her outstretched hands. While destroying the statue will stop the flow of mist and clear the room in about an hour, doing so causes Minakhta to immediately appear and seek vengeance on those who would defame her.

Monster: Lurking within mist are a pair of ghouls that were attracted by the profane stench of this place and wandered in through the sewer grate (area #6). They now serve as guardians for the temple. They cannot be turned within this chamber and enjoy the benefits of the *desecrate* spell (+2 bonus to attack rolls, damage rolls, and saving throws; +2 hp per HD).

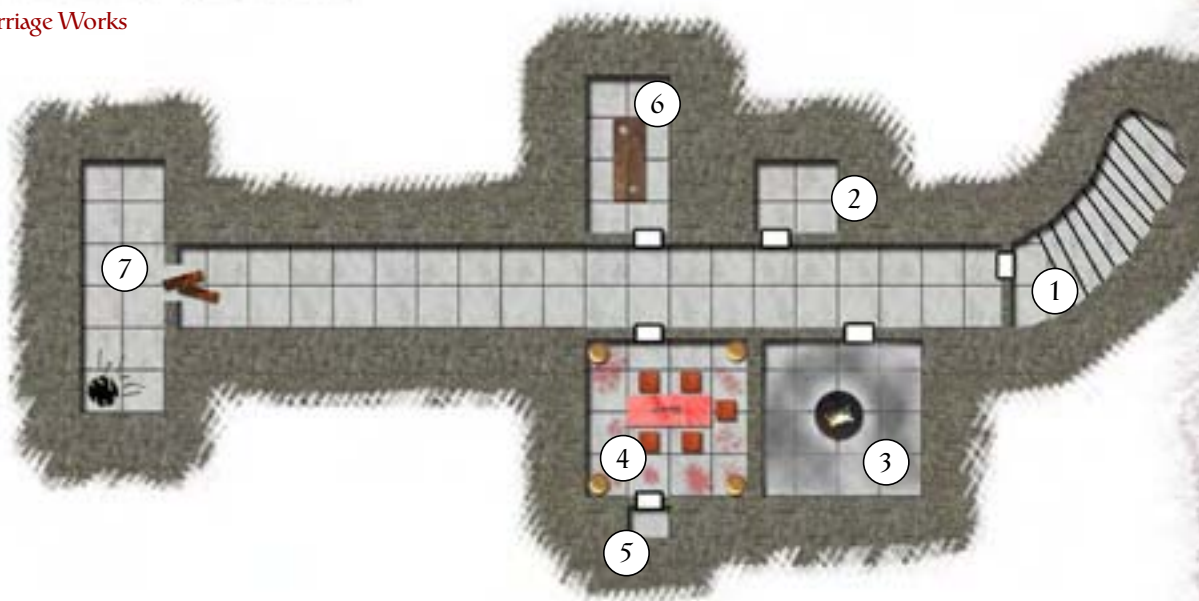
Ghouls (2) Medium Undead ; **CR** 1; **HD** 2d12; **hp** 13; **Init** +2; **Spd** 30 ft.; **AC** 14 (+2 Dex, +2 natural), touch 12, flat-footed 12; **BAB/Grp** +1/+2; **Atk** Bite +2 melee (1d6+1 plus paralysis); **Full Atk** Bite +2 melee (1d6+1 plus paralysis) and 2 claws +0 melee (1d3 plus paralysis); **Space/Reach** 5 ft./5 ft; **SA** Ghoul fever, paralysis; **SQ** Darkvision 60 ft., undead traits, +2 turn resistance; **AL** Always chaotic evil; **SV** Fort +0, Ref +2, Will +5;



Amit's Carriage Works

Temple of Minakhta

one square = 5ft.



Str 13, Dex 15, Con -, Int 13, Wis 14, Cha 12
Skills: Balance +6, Climb +5, Hide +6, Jump +5, Move Silently +6, Spot +7
Feats: Multiattack

Experience: In addition to XP for the combat encounter, destroying the shrine by cleansing it with holy water and a consecrate spell earns the PC s a 500 XP group story reward and good-aligned clerics and paladins an additional 100 XP individual reward.

4) Sacrificial Altar

This room stinks of evil and human sacrifice. A tall brazier stands in each corner, each decorated with the motif of a skull surrounded by crows. The rather amateurish fresco depicting legends surrounding Minakhta adorn the walls, but are partly obscured by streaks of dried blood left by the cultists who ceremoniously wipe their bloodied hands upon the surface after a ritual feasting. The entire room is warded by an *unhallow* spell.

In the center of the room is a long table surrounded by a set of five matching chairs. The table is stained crimson by blood and scarred by many score marks made by knives and meat cleavers. It is engraved with the image of a raptor-like talon gripping a bleeding heart, one of Minakhta's symbols. Characters making a Knowledge: Religion check (DC 25) will recognize the representation.

5) Cell

A single dungeon cell, 6' square, designed to hold prisoners intended for sacrifice. A thin layer of soiled straw covers the cold stones, while manacles are attached to an iron ring driven into the wall. The cell door is locked (Open Lock DC 20).

Held captive inside the cell is a young girl, perhaps 14 years old. Nubia is scheduled for sacrifice to Minakhta, after which her still-warm corpse feasted upon by the cultists. Nubia's parents will be grateful for her safe return but, as poor farmers, cannot offer much in reward (perhaps 10gp). The frightened girl cannot identify her attackers, but she proudly points out that she bit one of them, "a fat-man", on the arm hard enough to draw blood. This was Omir the butcher.

Heavy Oak Door: 5 inch thick; hardness 8; hp 80; Break (DC 27); Open Lock (DC 20).

6) Butchery

Omir the Butcher, the "Claw Secundis" of the cult, came upon the idea of corrupting the townsfolk to Minakhta's worship by feeding them the flesh of sacrificial victims in his famous sausages. He believes that, by doing so, he taints their souls and opens them up to his dark deity. Whether the plan will work or not is up in the air, but his sausages have resulted in several sick and dead townsfolk over the last few weeks. This is making Tutan Amit nervous, as he's afraid an investigation of the mysterious illness may lead back to Omir and hence the cult itself.

A large table dominates this room, upon which lay an assortment of knives and meat cleavers. In the rear is a smoke house containing several dozen sausages (the chimney links to that of the forge, above). The floor in this room slopes down to a grate in the floor through which blood and other refuse is washed into the sewers. Omir keeps the room locked to keep the ravenous ghouls from getting at his meat, but that hasn't stopped them from trying, as the heavily clawed door provides testament to.

Heavy Oak Door: 5 inch thick; hardness 8; hp 80; Break (DC 27); Open Lock (DC 20).

7) Sewer Entrance

The door to this room has been smashed open from the inside, and the splintered remains lies across the open doorway and out into the hall. A metal grating set into the floor has been violently assaulted from below as it buckles upwards and the bars are bent wide open. The ghouls in area #3, driven to a frenzy by the alluring stench of Minakhta's temple, burst into the complex from the sewers below and in so doing did the damage in evidence.

Spot checks (DC 12) will reveal dark blood stains alongside the grating, where the remains of sacrificial victims were set down while the grate was unlocked prior to being pushed into the sewer below for disposal.

The cultists will escape through the sewers only as a last resort; soiled clothes and the stench of refuse would inevitably result in uncomfortable questions being asked.

Encounters: The cult consists of five wealthy artisans led by Tutan Amit, a 3rd-level cleric and 4th-level expert. His fellows are all experts as well (ranging in level from 2-4th), and two are 1st-level clerics as well. They freely admit to belonging to a fellowship, but brush it off as being merely a gentleman's club.

Tutan Amit, Human Cleric 3rd/Expert 4th; HD 3d8+4d6; **hp** 25; **Init** +0; **Spd** 30ft; **AC** 10; **BAB/Grp** +5/6; **Atk** +6 melee (Kama, damage 1d6+1), +5 ranged (Dagger, damage 1d4+1); **SA** spells; **AL** CE; **SV** Fort +4, Ref +2, Will +9; Str 13, Dex 11, Con 10, Int 16, Wis 14, Cha 10.

Skills:, Bluff +6, Concentration +7, Craft (Alchemy) +7, Craft (carriage-making) +10, Diplomacy +4, Disable Device +3, Handle Animal +6, Heal +5, Hide +4, Intimidate +5, Knowledge (Religion) +7, Listen +5, Move Silently +5, Spot +4.

Feats: Brew Potion, Exotic Weapon Proficiency (kama), Power Attack, Quicken Spell.

Divine Spells Prepared: 0 level- *Detect Magic, Detect Poison, Light, Read Magic*; 1st-*Cause Fear, Cure Light Wounds, Doom*; 2nd-*Hold Person, Undetectable Alignment*.

Domain Spells: 1st-*Protection from Law*; 2nd-*Death Knell*

Possessions: Kama, 2 daggers, *cape of the mountebank, potion of sneaking*, Styx (dark flock familiar).

Badenoch the Red Cap

Medium Outsider (Evil, Extraplanar)

Hit Dice: 17d8+85 (161 hp)

Initiative: +3 (Dex)

Speed: 30 ft.

Armor Class: 25 (+3 Dex, +12 natural)

Base Attack/Grapple: +17/+24

Attack: Claw +24 melee (1d6+7)

Full Attack: 2 Claws +24 melee (1d6+7), or +3 *long-spear* +27/+22/+17/+12 melee (1d8+10), stomp +19 melee (2d8+4)

Space/Reach: 5 ft./5 ft.

Special Attacks: Battle Frenzy, Unnerving Gaze, Vicious Wounding

Special Qualities: Keen Senses, Rejuvenation, Weaknesses (Iron, Scriptures)

Saves: Fort +15, Ref +13, Will +13

Abilities: Str 24, Dex 17, Con 21, Int 16, Wis 17, Cha 21

Skills: Balance +23, Climb +27, Escape Artist +23, Hide +23, Intimidate +25, Knowledge (Local) +18, Listen +25, Move Silently +23, Open Locks +8, Search +18, Spot +25, Survival +14, Tumble +25.

Feats: Alertness, Cleave, Great Cleave, Improved Bull Rush, Power Attack, Run.

Environment: Any cold or temperate mountains or hills

Organization: Unique

Challenge Rating: 16

Treasure: Standard

Alignment: Chaotic Evil

Advancement: By character class

Badenoch is called the “Laird of Redcaps”, for he is the undisputed overlord of these malicious fey and may in fact be the progenitor of the entire unsavory race. He loves battle and bloodshed, and these places are his holy sites. He rarely comes to the mortal plane, but when he does it’s these places he haunts.

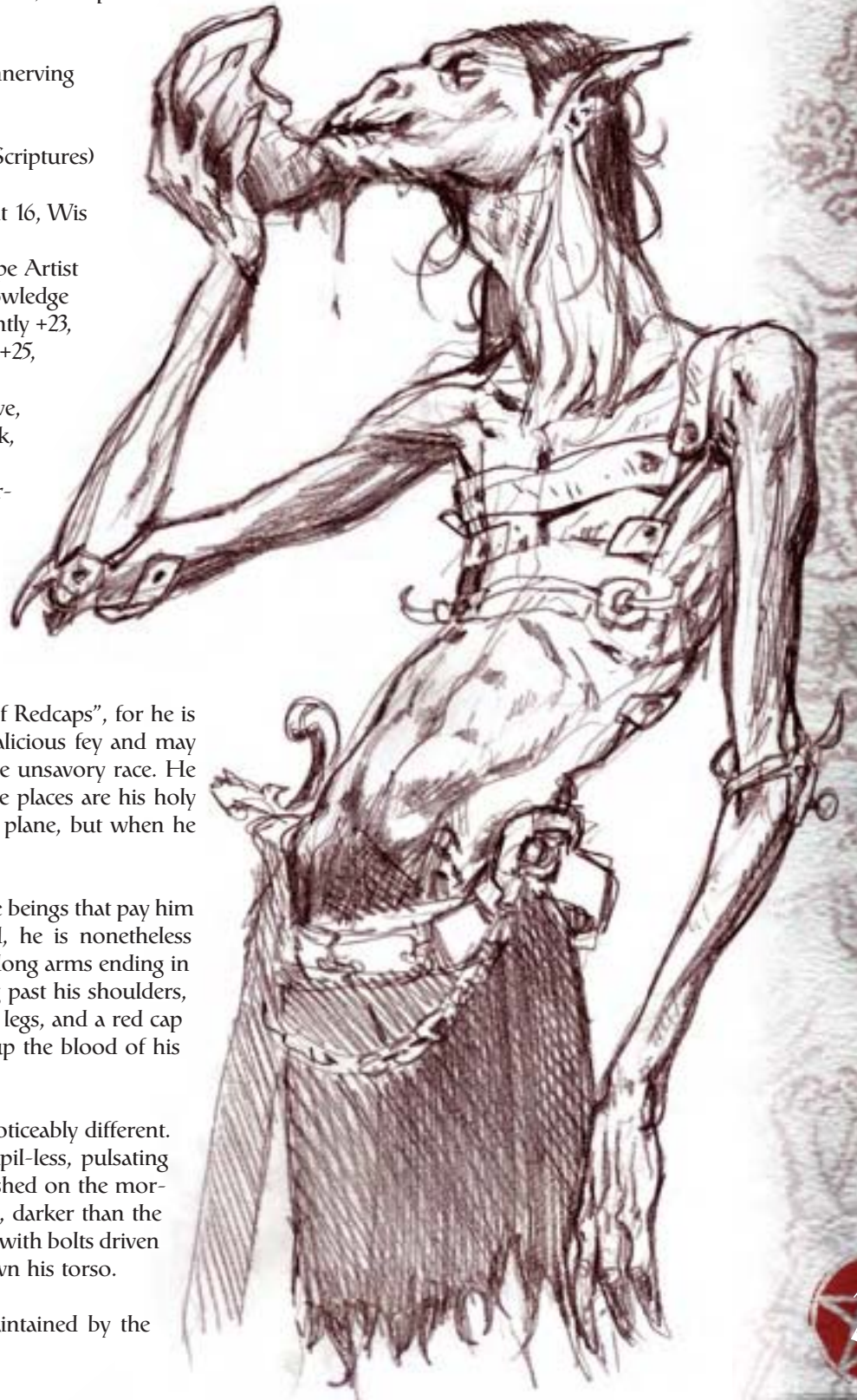
In many respects he is similar to the beings that pay him homage: Tall and broad-shouldered, he is nonetheless cadaverously gaunt with unnaturally long arms ending in yellowed-claws, wiry gray hair falling past his shoulders, massive iron boots borne on spindly legs, and a red cap upon his head with which he sops up the blood of his fallen foes.

In other respects, however, he is noticeably different. His eyes are smoldering red and pupil-less, pulsating brighter with each new act of bloodshed on the mortal plane. His entire body is jet-black, darker than the deepest cave, and iron bands studded with bolts driven into his very bones run vertically down his torso.

Like all red caps, Badenoch is maintained by the

psychic imprint of foul deeds captured in the walls of old castles. His infernal castle is crumbled and ruined like many of those that saw war and slaughter on earth, and yet it is ever growing because from each building that sees an act of bloody violence Badenoch takes one stone or beam. As long as mankind insists on its killing one another, his fortress will continue to expand.

Several rooms are little more than cesspools of savaged beings who lie in puddles of blood and entrails, balancing precariously on the brink of death and suffering enormously for all eternity. Badenoch will often dine in these



chambers, taking comfort in the whimpering that all is indeed right with the world.

Combat

A wicked being with a passion for murder and war, Badenoch is a frightening and brutal opponent. He uses his spear to good effect, taking advantage of its reach and propensity for leaving terrible wounds, but nevertheless prefers to finish off his foes by stomping them to a pulp with his weighted iron boots. Incredibly, he will often pause in the midst of combat to dip his cap in the blood of a fallen foe, even as others are assailing him. Such is his confidence in his own abilities.

Battle Frenzy (Ex): Badenoch enters combat in a rage that lasts 10 rounds; few foes survive even this long. The effects are similar to the barbarian's rage ability (+4 Strength, +4 Constitution, +2 morale bonus on Will Saves, -2 AC penalty), granting him +9 morale bonus on attacks and damage and 34 extra hit points. Bradenoch suffers no ill effects afterwards.

Unnerving Gaze (Su): Those subject to Badenoch's gaze find themselves overcome with despair, fear, and melancholy that is associated with the tragic places he represents. Characters must succeed at a Will save (DC 21) or suffer a -4 morale penalty on all attack and damage rolls, saves, and checks for the next 2d6 rounds.

Bloodletting (Su): A successful attack using his spear causes a deep, bleeding wound unless the victim succeeds at a Fortitude save (DC 10 plus damage inflicted). The injured creature loses 2 additional hit points each round until the injury is bound (DC 10 Heal check) or the creature is killed. In addition, until the blood is stemmed Badenoch creature can unerringly track the wounded creature.

Keen Senses (Ex): Badenoch sees four times as well as a human in low-light conditions and twice as well in normal light. He also enjoys darkvision with a range of 120 feet.

Badenoch as a Deity

Among the mercifully rare red caps he is the only true deity, both the creator of the race and the god-king that ensures them a steady stream of victims. They also believe that in the final battle against the hated elves and their good-fey brethren (often collectively known as the "Seelie Court", Badenoch will muster his followers into an army and lead them to victory.

In this way he has also become a favored deity among some Drow kingdoms. The Dark Elves point to Badenoch's dark-taint as proof he is in fact one of them, and the red cap legend about leading him leading them in battle against the elves adds further credence to this belief. Regardless of the validity of such arguments, the equally vile Drow has embraced Bradenoch's bloodthirsty and murderous ways. This is especially true among Dark Elf assassins.

Similarly, some of the rare cutthroats that exist within elven society have taken to secretly worshipping the Laird of Red Caps. Where else would they turn to for divine favor? Surely none of the elven gods would bless their behavior. There are even some disaffected and misguided young elven nobles who find some purpose, some means of alleviating their boredom, in murder. Finally, some communities that exist near ruins inhabited by red caps pray to Badenoch for salvation. The price for protection is dear-human sacrifice-but many willingly pay it, unaware that they are becoming as base as that which they seek protection from and that they are unwittingly making the demon stronger.

Deity: Badenoch, Laird of Red Caps

Alignment: Chaotic Evil

Domains: Death, Destruction, War

Worshippers: Red caps, Drow, elven Assassins and misguided youth, those living near Red Cap haunted ruins.

Preferred Weapon: Long spear

Maximum Worshipper Spell Level: 6th

Purpose: Badenoch is a fey-god of rage, violence, bloodlust, murder, war, and carnage. He is only truly happy when dipping his cap in the blood of yet another victim or when a mortal does the same in his name. Among his few lasting accomplishments is the siring of the redcaps, a race of malicious and warlike fey residing amongst wild hill ranges and who are drawn to places of slaughter and violence. With this dubious resume, it should be unsurprising that Badenoch is something of an embarrassment among the elves.

Badenoch has little interest in the outcome of the conflicts of mortal societies. His interest lies solely in propagating wars and seeing that they are fought with as much brutality and last as long as possible. It is in his best interest, however, to ensure that the balance between good and evil does not tip too heavily in the favor of the former and will on occasion act to advance the cause of chaos.

Similarly, he generally remains aloof of infernal struggles and politicking. Machinations bore him.

Relationships: Badenoch occupies a low rung on the ladder of the Spider Queen's favor, which many theologians claim is because the Laird of Redcaps is in fact not a Drow at all. He is uninterested in the eternal plotting that consumes the existence of those higher in the hierarchy and it is precisely for this reason that he has been allowed to penetrate the society of the dark elves. Further, the Spider Queen sees him as a useful counterbalance to the vengeful and ever-scheming Black Widow, her own daughter and the Drow goddess of death and murder. Black Widow resents this intrusion into her domain and sees in it collusion between her mother and Badenoch to deprive her of power and influence. As a result, clerics of the Black Widow despise those of the interloper and devise elaborate plots to murder them.

Haunted Creatures

Sometimes the foul psychic residue of an act of great violence and tragedy not only corrupts the place where the events unfolded but also those creatures living there. These unfortunate creatures are as much victims as those who died here. Their senses overwhelmed with feelings of loss, anger, pain, and fear, they become themselves as wicked and evil as the perpetrators of the original crime.

Creating a Haunted Creature

“Haunted” is a template that can be applied to any corporeal vermin, animal, beast, or magical beast (hereafter referred to as the “base creature”) with an intelligence score greater than 1. The base creature’s type does not change. It uses all the base creature’s statistics and special abilities except as noted here.

Hit Dice: All the base creature’s hit dice (current and future) become d12.

Attacks: A haunted creature retains all the base creature’s attacks and also gains a bite attack if it didn’t already have one.

Damage: If the base creature does not normally have a bite attack, refer to the table below. Otherwise, use the values below or that of the base creature, whichever is greater.

Special Attacks: A haunted creature retains all of the special attacks of the base creature and also gains the following special attacks:

Unnerving Gaze (Su): The eyes of a haunted creature reflect the torment it feels. Those subjected to the gaze must succeed at a Will save (DC 14) or suffer a –2 morale penalty on all attack and damage rolls, saves, and checks for 1d4 rounds.

Bloodletting (Su): Whenever a victim is struck by the haunted creature’s bite attack it must make a Fortitude save (DC 10 + damage). A failure indicates the wound bleeds profusely and causes the victim to lose 1 hp of damage each round until the wound is tended (DC 10 Heal check). In addition, until the blood is stemmed the haunted creature can unerringly track it.

Special Qualities: A haunted creature retains all the special qualities of the base creature, plus darkvision with a 60-foot range. It also gains the following special qualities:

Undead Essence: Although the creature is very much alive, for the purposes of special abilities and spell effects they are considered undead.

Saves: Same as base creature

Abilities: Str +2, Con +1, Cha +1

Environment: Same as the base creature, plus underground

Alignment: A haunted creature’s alignment is always chaotic evil.

Challenge Rating: +1

Haunted Bite Damage

Size	Damage
Fine	1
Diminutive	1d2
Tiny	1d3
Small	1d4
Medium	1d6
Large	1d8
Huge	2d6
Gargantuan	2d8
Colossal	4d6

Haunted Goat

Small Animal

Hit Dice: 1d12+1 (7 hp)

Initiative: +2 (Dex)

Speed: 40 ft.

Base Attack/Grapple: +0/-2

Armor Class: 13 (+1 size, +2 Dex)

Attack: Ram +2 melee (1d3+2)

Full Attack: Ram +2 melee (1d3+2), Bite –3 melee (1d4+1)

Space/Reach: 5 ft. / 5 ft.

Special Attacks: Unnerving Gaze, Bloodletting.

Special Qualities: Darkvision 60 ft., Undead Essence

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

Abilities: Str 14, Dex 14, Con 13, Int 2, Wis 12, Cha 7

Skills: Balance +5, Climb +3, Listen +2, Spot +3

Environment: Any hill, mountain, or underground

Organization: Solitary or herd (5-30)

Treasure: None

Challenge Rating: 1

Advancement: 2-3 HD (Small)

This example of a haunted creature uses a goat as the base creature.

Many goats range wild over the moors, grazing where they will. It isn’t unusual to find them in and amongst the ruins of castles and towers, seeking shelter from the elements or feeding in the remains of gardens and orchards. These unsuspecting creatures have no idea of the history of these places and fail to notice as their bodies are corrupted by the foul essence that hangs like a shadow over the ruins. They become predators rather than prey.

Combat

Alone, haunted goats will usually only feed upon rodents and other small creatures. A herd, on the other hand, can be quite dangerous and will work together to bring down larger prey. Generally they act passive and helpless, allowing a wolf to approach before turning on the would-be predator in a fury of slashing teeth and horns.

Unnerving Gaze (Su): The eyes of a haunted goat reflect its inner turmoil. Those subjected to the gaze must succeed at a Will save (DC 14) or suffer a -2 morale penalty on all attack and damage rolls, saves, and checks for 1d4 rounds.

Bloodletting (Su): Whenever a victim is struck by a haunted goat's bite attack it must make a Fortitude save (DC 10 + damage). A failure indicates the wound bleeds profusely and causes the victim to lose 1 hp of damage each round until the wound is tended (DC 10 Heal check). In addition, until the blood is stemmed the haunted creature can unerringly track it.

Undead Essence: Although the creature is very much alive, for the purposes of special abilities and spell effects they are considered undead.

That said, there are followers of both deities who seek reconciliation with the other. They point to the similarities in spheres of influence and physical appearance—both are cadaverously gaunt and aged-looking, for example—and suggest that Black Widow and Badenoch are in fact estranged twins. Is it not possible that the Spider Queen separated them at birth for the express purpose of playing them off one another at a later date?

If there were one entity Badenoch could call a friend it would be Gamygn, a devil he regularly hosts in his castle. Gamygn regales Badenoch with his immense knowledge, and humors him by summoning spirits of those he or his followers have murdered so that he might regale in their continued torment. What exactly the cultured Gamygn gets out of this odd-couple relationship is unknown, though some speculate that he leeches off Badenoch and his followers; after all, his knowledge comes from questioning the deceased and the spirits of those who died naturally are far harder to access than those trapped on earth because they are protected in Heaven or jealously guarded over in Hell.

Holy Days: There is no codified calendar of holy days in Badenoch's religion. Instead, red caps worship the anniversary of the violent event that lured them to their current residence and cults honor the date of a nearby battle or murder.

Holy days are marked by acts of senseless and extremely violent murder. This is when those attempting to appease nearby red caps by killing unwary travelers or kidnapped victims as a sacrifice to the dark fey-god. These are also one of the extremely rare occasions when a red cap will venture any significant distance from his ruins. For them not to dip their hat in blood on this day is considered the deepest of affronts to their deity. Young clerics may attempt to call Badenoch's attention by performing a particularly grisly slaying.

Associations: Among animals Badenoch is only associated with wolves, a beast many people perceive

(wrongly) to be little more than a ravenous-killing machine. Will-o'Wisps are often linked to Badenoch as they feed upon the powerful emotions—panic, horror, and death—that result from his work and because they delight in luring travelers into ruins inhabited by red caps.

As red caps do not distinguish between their prey all races have reason to dislike Badenoch. Naturally elves are foremost among them, followed closely by dwarves who consider it a sin to allow works of engineering to be allowed to ruin simply because of some unfortunate happenstance that occurred centuries ago. Both make it a habit of confronting red caps and cultists of Badenoch wherever they should find them.

Servants: Among Badenoch's minions the closest is undoubtedly Pey, a loyal 18-HD will-o-wisp that has the unique ability to lure travelers across the barrier into the Abyss and into his personal fortress. This allows the deity to remain within the confines of his beloved sanctum and he now rarely leaves.

Fire-de-Braes is a half-breed, the product of an unholy union between a redcap and a Drow witch. In life an extremely devout cleric of Badenoch and perhaps the most notorious serial killer in all of history, after death she was called upon by his Lord and became his servant and emissary. She is generally charged with ministering to his interests among the Drow, since she provides a more comforting image to this matriarchal society than would he himself or any of his male-dominated clergy. Fire-de-Braes is not confined to the Underdark, however, and is occasionally sent to the surface on missions of vital importance.

On those few times that Badenoch deigns to visit earth he is usually born by Moray, a black highland pony with a crimson red shaggy mane and a great-fanged maw. Where the pony walks, bloody-hoof prints are left behind. Moray can also turn into a lovely young woman, though her true nature is betrayed by the hoofs that mar her shapely legs.

Church Description: Worshippers are unlikely to be found in large cities, save for the homicidal deviants who by their very nature tend to be paranoid individualists uninterested in the organized religion. Instead, most are found in villages and small towns located in or near a range of hills or mountains.

Low-level clerics either minister to a small cult or are loners, wild experimenters in the ways of death who like to experience as many different murderous activities as they can. Often the latter travel far and wide, providing religious comfort to those who are neglected by other faiths—assassins, thugs, executioners, bandits, and the like.

Almost all clerics are as gaunt as their deity and they often fast as a way of showing respect to him, and they all age prematurely (twice as fast, though life span is not shortened). This is the price for Badenoch's blessing.

With the rarest of exceptions (save among the Drow),

Blood Nag

Large Magical Beast

Hit Dice: 4d10+24 (46 hp)

Initiative: +3 (Dex)

Speed: 50 ft.

Armor Class: 18 (-1 size, +3 Dex, +6 natural)

Base Attack/Grapple: +4/+12

Attack: Bite +8 melee (1d4+5)

Full Attack: Bite +8 melee (1d4+5), 2 hooves +3
melee (1d4+5)

Space/Reach: 10 ft. /5 ft.

Special Attacks: Blood Drain

Special Qualities: Darkvision, Alternate Form,
Cold Resistance 5, Immunity to Poison, Damage
Reduction 5/magic.

Saves: Fort +10, Ref +7, Will +5

Abilities: Str 20, Dex 17, Con 22, Int 10, Wis 19, Cha 22

Skills: Balance +11, Listen +11, Move Silently +9, Spot
+11, Survival +9.

Feats: Alertness

Environment: Any hills

Organization: Solitary or pair

Challenge Rating: 4

Treasure: None

Alignment: Chaotic Evil

Advancement: 5-8 HD (Large).

Blood nags inhabit barren and rugged hills. They are strong and surefooted equines, able to quickly navigate

through rough terrain even when heavily burdened thanks to the hard, hooked hooves. Standing 5' tall, their coats are generally black, though brown or gray are possible, and they have abundant, stringy-long manes of straight hair that covers a muscular neck. Their bodies are compact, with well-developed forelegs and a broad chest. When Blood nags walk they leave behind them a clear trail of bloody hoof-prints.

Blood Nags speak infernal.

Combat

Blood Nags typically disguise themselves as beautiful women to lure targets, who are always male, closer. They can remain in human-form and feed, but if the target appears at all dangerous a blood nag will revert to its natural form in order to make use of its hoof attacks in addition to its bite.

Blood Drain (Su): A blood nag can suck blood from a living victim with its fangs if it makes a successful grapple check. If it pins its foe, the blood nag drains 1d4 points of permanent Constitution damage each round it maintains the pin.

Alternate Form (Su): A blood nag can assume any female humanoid form of Small to Large size as a standard action. This ability is similar to the polymorph self spell but allows only humanoid forms. The magical disguise is imperfect, however, because the creature maintains its horse hooves instead of feet that match the assumed form.



only males may serve as clerics of Badenoch. At first level a cleric becomes a crimson brother. He is addressed as "crimson brother", and introduced by his full title. The only other title one may ever obtain is that of crimson cardinal, obtained at 10th-level. All clerics wear caps dyed red in the blood of humanoid victims (one of the initiation requirements is to kill a person), but it only the crimson cardinals who is granted the honor of wearing blood-red robes.

Shrines to Badenoch, known as haunts, are typically found in some ruined edifice--perhaps a crumbling tower, the shell of a long abandoned manor, or even in a burnt-out building or amongst the foundations of a collapsed home. Ideally, the place has experienced some bloody event in its history. If so, all spells cast within are Empowered as per the feat, and worshippers gain a +4 morale bonus to Listen and Spot checks.

Clerics of Badenoch may turn corporeal undead and rebuke incorporeal undead, a reflection of their belief that the latter are holy and the former are aberrant. At 5th level they gain the Improved Critical feat for free. At 7th level a cleric gains the ability to rage like a barbarian, except they suffer no ill effects afterwards. At 10th level they find themselves inexplicably drawn to a ruin that Badenoch blesses as a haunt and which becomes theirs to do with as they wish.

Because of their affinity to haunted locales, clerics of Badenoch become immune to effects of ethereal undead. Every other level, they gain +1 to all saving throws to resist the abilities of ghosts, specters, and other ethereal undead. This maxes out at +5 to all saving throws upon reaching 10th level.

Blood is sacred to Badenoch. Everything in life--good health, fertility, success in battle, even the graces of their Lord--depended upon a proper balance the four humors. To ensure there is no excess, blood is regularly drained from one's own body. Most religions see this as the vilest of sacrileges, as clergymen are typically forbidden to practice surgery lest their holiness be stained. Not so the followers of Badenoch. They revel in it, and drink of each others life fluids as a sign of fraternity.

Doctrine: Badenoch expressively forbids any magic that brings a person back from the dead (raise dead, resurrection, or true resurrection). The deceased are intended to remain deceased; end of story. Similarly, they consider it a vile abuse of the natural order to animate the dead and therefore go out of their way to slay zombies or skeletons whenever they are encountered. Ghosts and ethereal undead, however, are sacred monuments to a violent and untimely death and must be preserved. Many clerics of Badenoch stand vigil over haunted locales, defending them from adventurers who would seek to lay the restless dead at peace.

The joy of slaughter is the purest, most base pleasure. Few have embraced this truth, making the experience all

the more sacred and special. The adrenaline one experiences as they kill a foe is Badenoch within them. Dedicated worshippers naturally want to always feel as close to their deity as they do in such moments, and therefore seek to kill as often in as brutal a fashion as possible. Many become serial killers.

Temple of Badenoch

Dunskillen Keep is a crumbling ruin located in the wild and foreboding hills of the border region. It can be seen looming over several nearby villages, casting an oppressive pall over them. The villagers know Dunskillin to be haunted, resulting from a tragedy that occurred 200 years before. According to legend, when the keep was pillaged by a band of savage border reivers and the inhabitants killed to a man (some stories claim an insider was bribed to open the gates to admit entrance), the lady of the manor was kept alive long enough to be raped and beaten by each member of the outlaw band. She finally perished from the abuse, but only after several terrifying and agonizing hours. Her spirit, it is said, remains bedded to Dunskillin.

Few brave the inhospitable heath, rugged peaks, and dangerous marshes inherent to the region and therefore the ancient castle remains unwanted, unclaimed and unexplored. Save by the cult of Badenoch, who value its isolation and reputation greatly. The cult is comprised of six individuals, all elves of significant means who were bored with their privileged existence and curious about the nature of death. It began with the challenge of plotting the perfect murder. After getting a taste of the adrenaline one gets when the life of another is in your hands, the elves began to plan more elaborate and brutal attacks. Over time, they began to embrace Badenoch and stumbled upon Dunskillin.

The ghost of Moira Mac Dunskillin, the brutalized lady of the castle, haunts Dunskillin. There is a 4-in-20 chance that she will materialize whenever characters enter any given room. Also haunting the ruined castle is a redcap, who keeps his murderous appetite sated by killing unwary individuals lured here by a will-o-wisp that roams the hills.

1) Gatehouse

Two guardrooms flank the main gates. The room above contains the winch controlling the portcullis, which is normally raised to allow the redcap's victims to enter but will be closed during any of the cults' rituals (the last thing anyone wants is to be caught red-handed worshipping a devil!). The room above also features a pair of murder holes through which to attack enemies with missile weapons, spears, or burning oil.

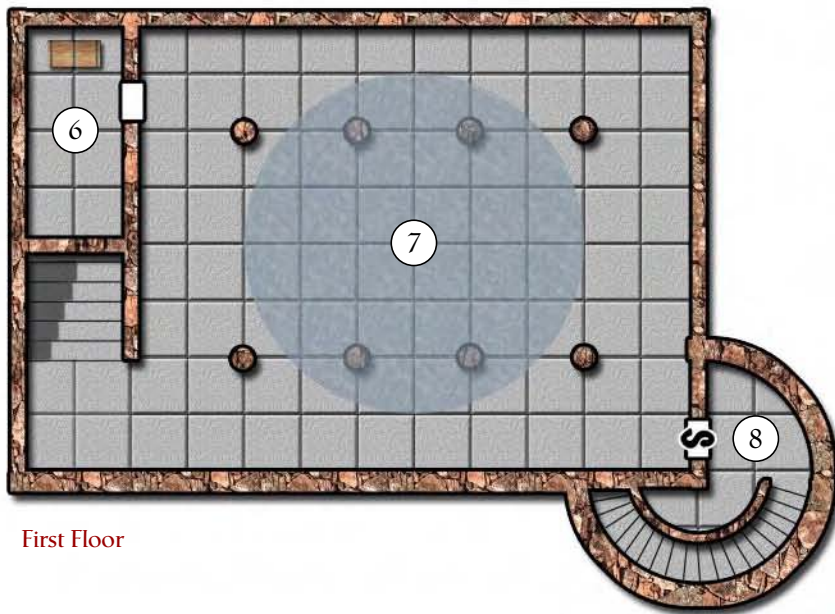
The gatehouse is generally unoccupied, though the cultists will defend from this point if they anticipate attack.

2) Stable

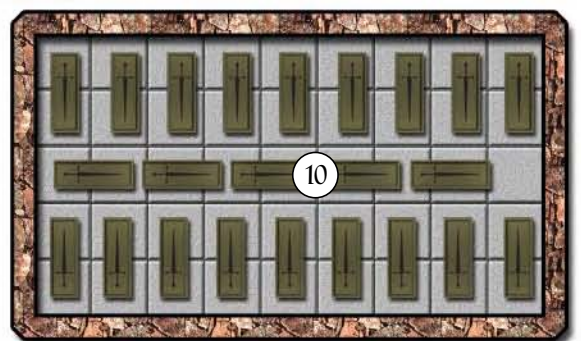
The stable is in state of decay, the roof sags and gaping



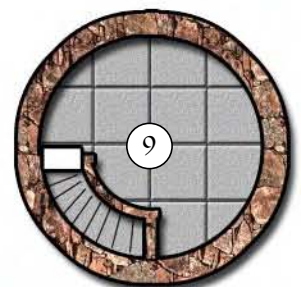
Ground Floor



First Floor



Basement



Second Floor



Dunskillen Keep

one square = 5ft.

holes are evident in the roof. The cultists have at least shored the beams up so that the roof isn't likely to collapse anytime soon. Inside are 6 horseboxes, up to four of which will be occupied during when the cult meets.

Monster: One of the horseboxes is occupied by the redcap's personal mount, a blood nag.

Blood Nag: CR 4; HD 4d10+24; hp 46; Init +3; Spd 50 ft.; AC 18; BAB/Grp +4/+12; Atk: Bite +8 melee (1d4+5); Full Atk: Bite +8 melee (1d4+5), 2 hooves +3 melee (1d4+5); Space/Reach 5 ft./5 ft.; SA Blood Drain (on successful grapple, 1d4 permanent Con damage); SQ Alternate Form (female humanoid), Darkvision, Cold Resistance 5, Immunity to Poison, Damage Reduction 5/magic; SV Fort +10, Ref +7, Will +5; Str 20, Dex 17, Con 22, Int 10, Wis 19, Cha 22.

Skills: Balance +11, Listen +11, Move Silently +9, Spot +11, Survival +9.

Feats: Alertness

Tactics: An intelligent creature, the blood nag will not directly attack a large, obviously well equipped party. It will instead take the form of a female and attempt to hide among the hay. If discovered, she says she was captured by the creature in the keep but managed to escape. She would rather remain unobserved however, at least for the moment, so that she may kill the party's mounts at leisure and thereby inhibit their ability to flee the keep. She'll then stalk the party, hoping to kill lone PCs. If forced to fight, it does so savagely but will retreat if reduce to less than half its hit points.

3) Stores

Stockpiles of firewood, food, drink, ammunition, and other necessities once would have occupied this vaulted chamber, but most useful items were taken during the reivers' pillage. That which remains is rotted or spoiled.

4) Kitchen

The kitchen shows sign of recent use, and there is a store of iron rations and several barrels of wine in the pantry. The well is 50 meters deep.

5) Dormitories

These chambers, once the sleeping quarters for the keep's soldiers and servants, are now empty but for litter or rocky debris and rotted linens.

6) Ritual Hall

This room was once a sleeping chamber for servants or soldiers as with the dormitories above (area #5). It is now the ritual hall for the cultists of Badenoch. They've since cleaned out the debris. Still, there are few furnishings within beyond a locked (Open Lock DC 25) and trapped chest, a large urn, and a stylized knife atop a shelf.

Globe of Cold Trap: CR 5; magic device; touch trigger; automatic reset; 20-ft. radius sphere; 5d6 damage; Reflex save avoids (DC 15); Search (DC 21); Disable Device (DC 15).

Treasure: The knife is used by the cultists to ritually bleed one another and is a +2 *unholy dagger of wounding*. The urn is an *urn of destruction*, an item unique to the worship of Badenoch. Cultists take trophies from their victims which, when placed in the urn, ensures that they cannot raised from the dead. This magical effect works as per the spell *destruction* as cast by a 20th-level sorcerer. It's not a wise idea to put one's hand inside either, as the magic will consume any living tissue it comes in contact with. The chest is locked and contains six gold chalices, one per cult member, worth 60gp each. The chalices are caked in dried blood, as they use them to drink of their fellows' blood. Performing this ritual grants the imbuing character the benefits of *aid* spell, save the duration is 1 day.

7) Great Hall

A vast chamber that was once the center of the keep's social activity, the hall is now eerily silent and empty. Pillars cast shadows across the room that may shroud hidden enemies, light sources flicker ominously, and the room is very cold. A 30' circle centered roughly upon the middle of the room is in fact so cold anyone entering it suffers 3d6 points of cold damage as heat is literally sapped from their bodies (Reflex save DC 13 for half damage).

Monster: While she can be encountered elsewhere in the castle, Moira immediately materializes when this circle is breached for this is the spot where she suffered and died.

Moira, human female ghost aristocrat 2nd: CR 4; HD 2d12; hp 10; Init +1; Spd fly 30 ft (perfect); AC 15; BAB/Grp +1/0; Atk Incorporeal touch +1 melee (no damage vs. corporeal foes, 1d3 vs. ethereal or incorporeal); Space/Reach 5 ft./5 ft.; SA Frightful Moan (All creatures within 30 feet make Will save or be panicked 2d4 rounds), Malevolence (Victims make Will save DC 20 to avoid being taken over by ghost as per *magic jar*); SQ Undead, Rejuvenation (restore itself in 2d4 days if "killed"), +4 Turn Resistance; SV Fort +0, Ref +1, Will +7; Str 10, Dex 13, Con -, Int 12, Wis 12, Cha 20.

Skills: Appraise +4, Diplomacy +4, Hide +8, Knowledge (Royalty and Nobility) +9, Listen +9, Search +9, Sense Motive +4, Spot +9.

Feats: Alertness, Iron Will

Tactics: When Moira materializes she instantly and unwittingly always uses her Frightful Moan ability. This isn't done with malicious intent; it's her tormented cries for help, the last mortal sounds she made. Characters who successful withstand the fright and make Listen checks (DC 15) make out the muffled words "help me" amidst the moan. In the round after her materialization, Moira attempts to use her malevolence ability to take over a characters body. Again, this is with no maliciousness intended. She wants to use the body as a vessel to slay the redcap who, as a living manifestation of the suffering infused within the castle walls, is a constant reminder of her final hours.

Treasure: Hidden between cracks in the flagstone floor is Moira's charm necklace (DC 12 Search to locate), which might provide clues as to the ghost's identity.

Experience: If Moira could be laid to rest it would be worth a 500 XP story reward for the PCs, and an additional 250 reward for good-aligned clerics and paladins. Not only is this a service to the deceased but it also cleanses the keep of the malevolence that made it attractive to followers of Badenoch, who will then move on in search of a new shrine.

Ending the haunting is difficult, however.

8) Room of Chains

This small room at the base of the redcaps tower is full of wet chains that hang from the timbers above and rattle and sway despite the absence of a breeze. All are covered with blood, either fresh or dry, and the corpses of victims—two humans and a gnoll—hang from several. Many other skeletons litter the floor, and amongst them are numerous burnt tapers.

This is the redcap's trophy room, a place where it can display his kills and revel in the murders. The cultists believe the redcap is the mortal embodiment of Badenoch, and that being among its victims is the easiest way to commune with their deity. As a result, they often come to this chamber and pray amongst the corpses. Pray for the favor of their deity, pray for the power to kill.

The chains have been infused with the bitter psychic imprint of the castle and have gained a malevolence all their own. Any good-aligned character that enters the room is subject to the chains' attacks. Each round they must make a Reflex save (DC 13) to avoid being entangled. Entangled characters suffer -2 to attack rolls, -4 penalty to effective Dexterity, can't move, and must make a Concentration check (DC 15) to cast spells. Breaking free requires a Strength check or Escape Artist check (DC 30). Characters who make the save can move at only half-speed.

In addition to the threat of entanglement, characters are assailed each round by 1d2 chains that attempt to rake them for 1d8 points of damage. The chains attack as 4 HD creatures.

If the redcap (see area #9) hears the PCs in this room, he'll take advantage of their difficulty by attacking.

9) Redcap's Tower

Accessible from the Room of Chains (area #8), the tower is ascended by spiral stairs that run counter-clockwise, meaning right-handed individuals climbing the stairs suffer a -2 circumstance penalty to their attack rolls. The locked door at the top of the stairs leads to the redcap's personal chambers. The foul creature has savaged

all the contents that reminded it of the hated humans. Remains of chairs, tapestries, a bed and other furnishings lay strewn about the room.

Monster: An evil fey, the redcap looks like a very old man who, despite his broad-shoulders, is cadaverously thin. He wears iron boots and a red hat soaked in the blood of his many victims.

Redcap, Medium Fey: CR 6; HD 7d6+21; hp 45; Init +1; Spd 30 ft; AC 19; BAB/Grp +3/+7; Atk +4 *longspear* +11 melee (1d8+10); Full Atk +4 *longspear* +11 melee (1d8+10) or 2 claws +7 melee (1d8+4), stomp (2d8+2); Space/Reach 5 ft./5 ft.; SA Battle Frenzy (as barbarian rage except suffers no ill effects afterward), Unnerving Gaze (Will save DC 16 or suffer -2 morale penalty on all attack and damage rolls, saves, and checks for 1d4 rounds), Vicious Wounding (wounds bleed profusely, causing 2hp damage each round until wound bound with DC 10 Heal check); SQ Keen Senses (darkvision 120 feet), Rejuvenation (restore itself after 2d4 days if "killed"); SV Fort +5, Ref +6, Will +6; Str 19, Dex 12, Con 16, Int 11, Wis 12, Cha 16.

Skills: Hide +10, Knowledge (Local) +5, Jump +11, Listen +11, Move Silently +10, Search +10, Spot +11.

Feats: Cleave, Improved Bull Rush, Power Attack.

Possessions: +4 *longspear*, *ring of climbing*.

Tactics: The redcap will initially engage the PCs on the stairs where it enjoys a tactical advantage (he receives a +2 circumstance bonus to hit due to height, while right-handed climbers suffer a -2 penalty to hit). He uses his unnerving gaze and then initiates a bull rush. If the fight goes against him, the redcap flees through a window and climbs to the tower roof where he intends to make a final stand.

Treasure: The only survivor of the redcap's rage is a strong chest in which the fiend keeps its horde. It contains 1 silver necklace worth 90gp, 48gp, 36sp, a +1 *ghost touch dirk* (taken from an adventurer who would end the tower's haunting), and *potion of hiding*.

10) Burial Chamber

The keeps basement contains 23 rotting coffins, all of which contain skeletons. Based on the evidence suggested by the bones, one can surmise that these people suffered horrible wounds and died brutally.

The bodies are, of course, those of the slaughtered garrison. Internment here was intended to be temporary, but a sudden appearance by Mary's apparition caused the work crews to flee in terror and no one has been willing to return since.

Experience: Characters who see to it that the bodies are properly buried receive a 100 XP story reward, while good-aligned clerics and paladins receive an additional 50 XP reward.



Aatxe

Large Outsider (Evil, Extraplanar)

Hit Dice: 16d8+80 (152 hp)

Initiative: +1 (Dex)

Speed: 40 ft.

Armor Class: 22 (-1 size, +1 Dex, +12 natural)

Base Attack/Grapple: +16/+27

Attack: Horn +22 melee (1d10+7)

Full Attack: Horns +22/+17/+12/+7 melee (1d10+7)

Space/Reach: 10 ft. /5 ft.

Special Attacks: Thunderous Charge, Gore, Trample

Special Qualities: Alternate Form, Spell-like Abilities, SR 20, Damage Reduction 10/magic, Demon Qualities, Wild Empathy.

Saves: Fort +15, Ref +6, Will +7

Abilities: Str 25, Dex 13, Con 21, Int 13, Wis 15, Cha 14

Skills: Concentration +15, Craft (all skills) +13, Diplomacy +10, Intimidate +20, Jump +18, Listen +20, Move Silently +9, Search +18, Sense Motive +15, Spot +15, Survival +16.

Feats: Alertness, Cleave, Great Cleave, Improved Bull Rush, Improved Critical, Power Attack

Environment: Any mountains, hills, or underground

Organization: Unique

Challenge Rating: 15

Treasure: Standard

Alignment: Chaotic Evil

Advancement: By character class

Aatxe is a weather deity, the personification of foul weather and angry storms. He takes the form of a massive steer with a shaggy and sweat-lathered hide the color of pitch and a pair of hooked horns that seem to crackle with the energy of lightning. When on the mortal plane he is an unstoppable force of destruction, so his horns and huge snout are often caked in dried blood and gore. Aatxe stands almost 10' at his shoulders, snorts hot smoke from his flaring nostrils and, unlike mundane bulls, has a mouth lined with sharp canine teeth. A single iron ring hangs from his nostrils. Foul-tempered, he strikes at anything in his path and eagerly devours his prey.

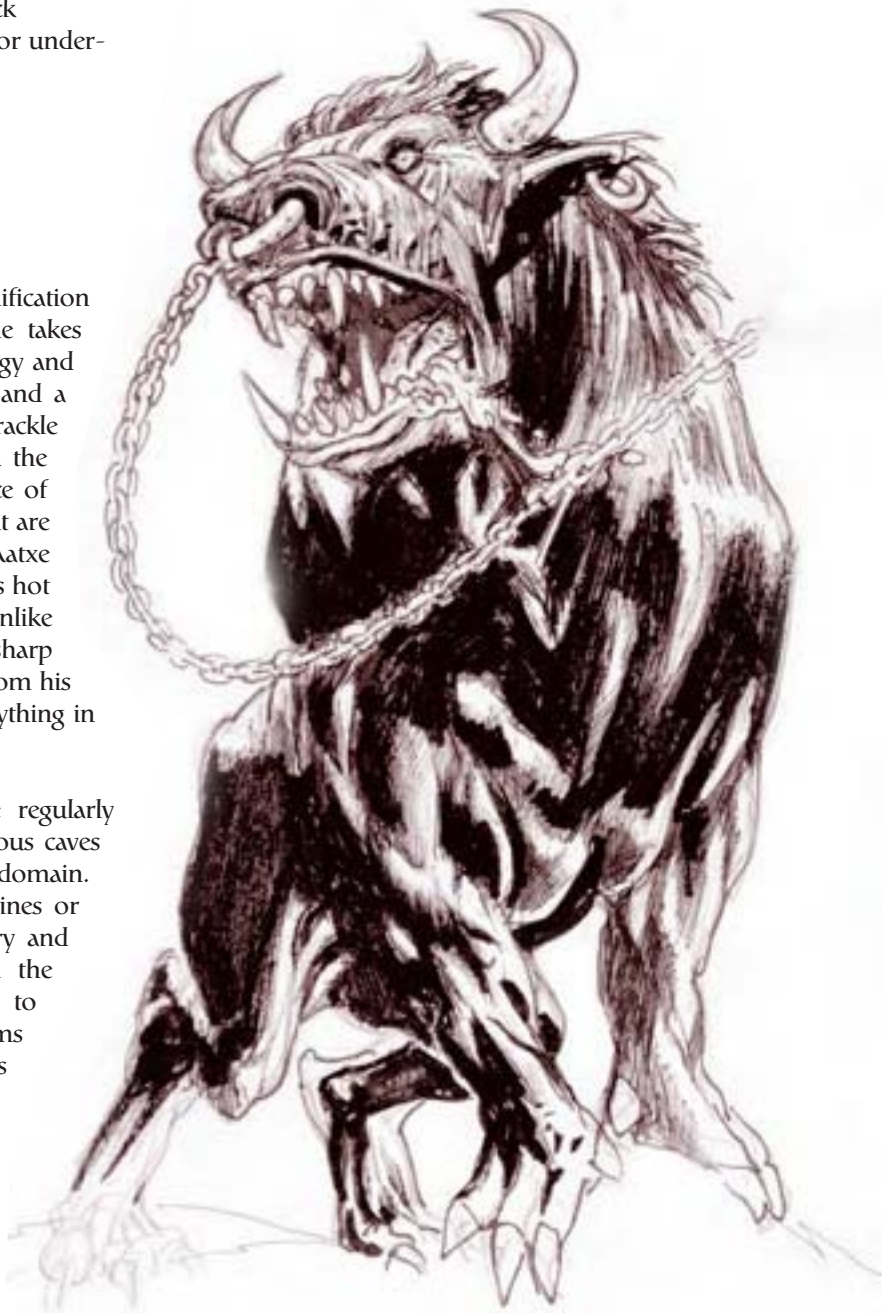
While he resides in the Abyss, he regularly accesses the mortal world through various caves that serve as portals to his dimensional domain. These caves are often the home of shrines or temples dedicated in his honor. Ornery and barely able to restrain his temper in the Abyss, when he comes to earth it is to unleash retribution in the form of storms that ravage the countryside for miles around. Shrouded by the driving rains, Aatxe prowls for victims and kills any traveler foolish enough to be caught outside.

He occasionally assumes a human form, that of a swarthy young man who wears gentleman's clothes and carries himself with the air of an aristocrat. In this guise he'll enter inns or homes and concoct stories designed to lure the unwary outside and into his grip. He cannot enter into combat in this guise, and if attacked he attempts to flee. A successful strike doing any damage causes him to collapse into a puddle of water and rain-soaked clothes after which he cannot reform for another month.

Combat

Aatxe always, when possible, begins combat with a devastating charge attack. He uses his spell-like abilities liberally as well, particular against spellcasters who he despises as a rule. Aatxe only engages in combat in his bull-form, and even if confronted while in his human shape he will seek to flee rather than betray his guise.

Thunderous Charge (Su): Anytime Aatxe performs a charge action he is accompanied by the rumble of thunder



Auroch

Large Animal

Hit Dice: 5d8+20 (43 hp)

Initiative: +0

Speed: 30 ft.

Armor Class: 13 (-1 size, +3 natural)

Base Attack/Grapple: +3/+12

Full Attack: Gore +7 melee (1d8+5)

Space/Reach: 10 ft. /5 ft.

Special Attacks: Ferocity, Trample

Special Qualities: None

Saves: Fort +8, Ref +1, Will +3

Abilities: Str 21, Dex 11, Con 18, Int 2, Wis 10, Cha 8

Skills: Listen +4, Spot +4

Feats: Endurance, Iron Will

Environment: Any hills, plains, or forests

Organization: Solitary or herd (2-20)

Challenge Rating: 3

Treasure: None

Alignment: Always Neutral

Advancement: 6-8 HD (Large).

The largest and most aggressive bovine known to man, the auroch looks almost *dire* in appearance. Its hair is coarse and often shaggy, horns are oversized and twisted, and its eyes glow with a ferocity. As a result hunting the beast is a popular pastime and a show of bravery. Those really wishing to test their mettle with attempt to subdue the beast with only their bare hands or even leap over a charging steer.

But for all its ferocity and ill temperament, the auroch is in fact merely an animal and as such desires only to be left alone.

Combat

The auroch is a truly powerful beast, especially when protecting its herd. In such a situation it will not cease fighting until its charges are out of apparent danger.

Ferocity (Ex): An auroch is such a tenacious foe that it can continue to fight without penalty even when disabled or dying.

Trample (Ex): An auroch can trample Small or smaller creatures for 1d8+7 points of damage. Opponents who do not make attacks of opportunity can attempt a Reflex save (Dc 23) to halve the damage.

that literally shakes the very ground. This acts as the spell *earthquake* cast at 16th level of ability.

Gore (Ex): When charging, and in addition to the normal benefits and hazards that such an action incurs, Aatxe can make a single gore attack that deals 4d8+7 points of damage.

Trample (Ex): Aatxe can trample Small or smaller crea-

tures for 1d8+9 points of damage. Opponents who do not make attacks of opportunity can attempt a Reflex save (DC 23) to halve the damage.

Spell-like Abilities: Aatxe can cast the following spells as quickened abilities: *control winds*, *gust of wind*, *wind wall* (at will); *chain lightning*, *control weather*, *deeper darkness*, *whirlwind* (6 times per day). These spells are cast as a 16th level sorcerer.

Alternate Form (Su): Under the cover of darkness or stormy weather, Aatxe can assume the appearance of a human male. This ability does not work in fair weather or daylight.

Aatxe as a Deity

Aatxe is an angry deity that seeks victims and appeasement from his worshippers. And yet, in spite of this, he has a loyal following. Many are farmers or herdsman who wish to protect their flocks and fields from his wrath, offering tribute in the form of sacrifices to buy his favor. Ranchers pray to him in the hopes that he might fertilize their cattle to create larger, healthier offspring. More sinister are those who believe that civilization is inherently corrupt and views the Young Bull's destructive rampages as nature's way of striking back. In their twisted minds all that humanity had created must be destroyed in order to remold the ruins into a better society. Only the will the world be healed.

His great strength and unharnessed power makes him an attractive deity for barbarians and some warriors. Those savage tribes, human and otherwise, who have the bull as a totem beast invariably worship Aatxe. Foremost among them are the minotaurs. The priests of their powerful Aatxian cult claim the ability to harness the power of the raging storm and are feared indeed.

Deity: Aatxe, the Young Bull

Domains: Air, Chaos, Destruction, Evil, Strength, War

Alignment: Chaotic Evil

Preferred Weapon: Battleaxe

Followers: Farmers and shepherds, anarchists, primitive tribesmen, minotaurs.

Maximum Worshipper Spell Level: 5th

Purpose: Aatxe has simple needs and desires, though everything is in excess. He enjoys fighting, and has insatiable appetites for food, drink, and carousing. It's no wonder that in addition to his portfolio as a storm deity, he is also a demon of warfare and fertility. Essentially, he is a symbol of the destructive power of nature, and as a result is tolerated by Celestials. To destroy him and his followers would be to deny the infallibility of the natural order, and few gods are willing to make this leap. Besides, it's not unprecedented for gods to occasionally make use of Aatxe's particular talents by unleashing him upon sinful followers.

Relationships: Few infernals have anything to do



with Aatxe because of his unpredictable nature and plain orneriness. More than one emissary sent to parlay with the bull-demon has been mauled by his massive horns, and no Abyssal lord is foolish enough to seek a personal audience.

It is known that Aatxe holds a deep and burning hatred of the thunder god Thor. The two have clashed over dominion of the weather for eons. Each time the Norse god has gotten the better of the demon and sent him back to the Abyss in humiliation. It was Thor who had the audacity to drive the nose ring through his snout, as if he were some mere steer! Aatxe cannot forget nor forgive such mistreatment and seeks to revenge himself upon the Norse god.

Associations: In nature the creature closest to Aatxe is, predictably enough, the bull. But while all such animals are sacred to him, he casts greatest favor upon the auroch. These temperamental steers, the largest and most aggressive known to man, are said to be Aatxe's direct offspring. Some myths suggest that he also sired the entire minotaur race with some as yet unidentified female, and it's therefore unsurprising that of all the mortal races he takes the greatest interest in their affairs. Finally, among legendary beasts and monsters the gorgon stands out as the only one that is routinely associated with Aatxe.

Servants: As with wild bulls, Aatxe is a loner by nature and can't long suffer companionship. He tolerates females only long enough to satisfy his carnal urges, but other males are typically driven off or, more commonly, killed. Because of his intolerable nature, Aatxe has few close servants.

It's thought that his castle, a maze-like fortress made from the bones of 50,000 victims, is home to a harem of female aurochs and minotaurs, jealously guarded over by the one male Aatxe trusts—the eunuch known as Rhock.

Rhock was once a mortal—either a man or minotaur, the legends vary—who stumbled upon the underground prison in which Thor had chained Aatxe after one of their epic battles. Without hesitation or thought or reward, Rhock severed the chains that secured the demon's nose ring to the walls. Upon learning of this deed, Thor leveled Rhock's village with a single, earth-shattering smite from his mighty hammer. Ironically, the intended target was the sole survivor. Shielded by Aatxe's blessing, he dug his way out of the rubble and swore allegiance to the Young Bull if only he would be granted the means of revenging himself upon Thor.

Rhock's epidermis is now rock hard (damage reduction 20/magic), his Strength and Constitution match that of the mightiest minotaur (Strength 22, Constitution 18), he has access to Earth domain spells as a 5th level cleric, and he can burrow through solid rock at a rate of 20 feet per round. He spends most of his time crafting stone monuments to his master, managing the demon's castle, creating maze-like shrines for Aatxe's mortal followers,

Scourge Steer

Aatxe is riled when mortals hunt the majestic auroch, or worse, taunt them with their infantile bull-leaping antics. With malicious intent, he sometimes creates scourge steers as a nasty surprise to those who would seek to demean bovines.

Creating a Scourge Steer

Any corporeal bovine creature is a viable candidate for the scourge steer template. They become outsiders, but otherwise their creature type does not change. Creatures with this template use all the base creature's statistics and special abilities, except as noted here.

Special Attacks: A scourge steer creature retains all the special abilities of the base creature and gains the following features.

Scourge (Su): Victims suffer an addition 1d6 divine damage in addition to normal damage from goring attacks, while good-aligned creatures suffer 2d6 additional damage. A successful Will save (DC 20) halves scourging damage.

Special Qualities: Scourge Steers retain all the special qualities of their base creature statistics. Additionally, they gain the following:

Damage Reduction (Su): They become almost immune to physical attacks, gaining damage reduction 10/magic

Saves: Same as the base creature

Abilities: Strength +2, Constitution +1.

Skills: Same as the base creature

Feats: Same as the base creature

Environment: Same as the base creature, plus underground

Organization: Same as base creature

Challenge Rating: As base creature +2

Treasure: Same as base creature

Alignment: Always chaotic evil

Advancement: Same as base creature.

or excavating new portals to the material plane. Many dwarves believe the mysterious tapping sounds often encountered in their mines are that of Rhock digging a new tunnel.

Church Description: Clerics raised among barbarian peoples are often heroes of the tribe due, in no small part, to their combination of great strength and magical ability. Those existing among civilized peoples are not nearly so well considered. They are viewed as unpredictable savages prone to violence and an omen that Aatxe's ire will soon be directed upon their community. As a result, the meet in dark caves or deep cellars, all too aware that to be caught would result in death.

All clerics of the Aatxian faith follow a martial path and must have Strength and Constitutions of 13+. Those who

fail to meet these demands but still attempt to gain Aatxe's blessings find their entreaties swatted away with callous disregard. These unfortunate souls are often found later, the victims of a lightning strike, flash flood, uprooted tree, or cattle stampede.

Those who successfully enter the priesthood have no ability to turn or rebuke undead. Instead, they gain the ability to cast *bull's strength* once per day, develop resist elements 5 (rises to 10 at 5th level, and 15 at 10th), and earn a new combat feat from the following list once every three levels (one at 1st, then again at 4th, 7th, 10th, and so forth): Cleave, Endurance, Great Cleave, Great Fortitude, Improved Bull Rush, Improved Critical, Power Attack, Improved Sunder, Toughness.

Doctrine: Followers of Aatxe despise most races as weak, unworthy, and cowardly beings who flee from the mere crackle of lightning and the roar of thunder. They respect dwarves, however, both for their sturdiness and love of caves and the underground. Conversely elves and druids, who seek to protect the forests and their inhabitants from the storms Aatxe unleashes, are despised. Why these petty beings fear the uprooting of trees being uprooted and animals being struck dead by lightning is beyond his understanding, but their efforts to thwart his rage have nevertheless earned them the enmity of Aatxe

and all who follow him.

Simply put, followers of the Young Bull are expected to do everything to excess, but most especially fighting and carousing. While there is no greater glory than victory in combat, how hollow is that victory if one does not sire offspring to inherit the glory? Those clerics who die of old age in their beds have clearly strayed from Aatxe's doctrine and will find themselves spurned by their lord. As a result, the older a cleric of Aatxe becomes, the more risks he takes with his own health. In short, they become cavalier about their lives, suicidal almost in their reckless abandon in the face of danger.

Temple of Aatxe

1) Outside

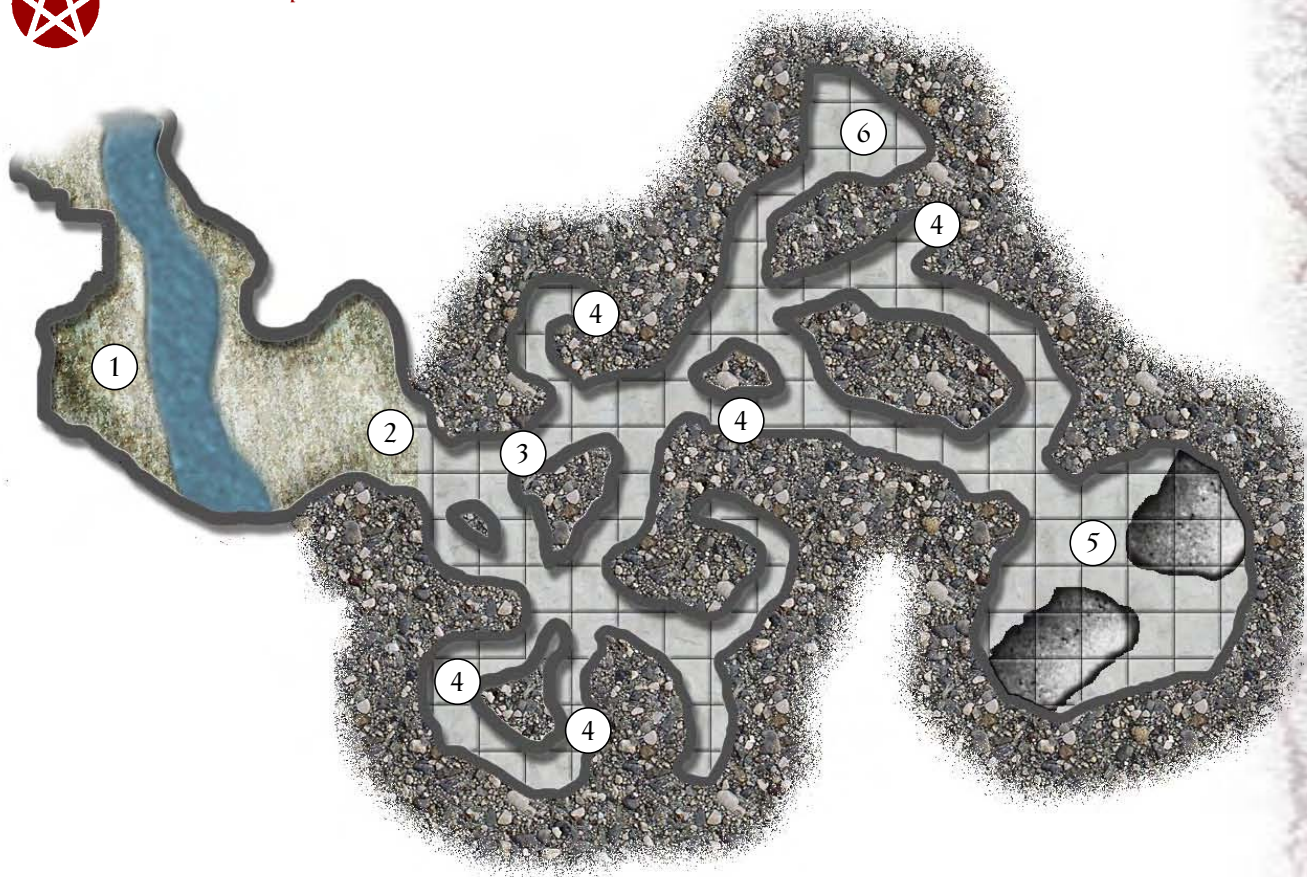
The foaming brown waters that run through this dark ravine seem to be making a desperate attempt to flee the unfettered evil that resides within the sheer rock walls. Twisted tree and stunted shrubs cling desperately to the unrelenting slopes, and at the end of the ravine a dark cave yawns, almost daring you to step into its jagged maw and confront the malevolent forces lurking within.

Legends say that a gorgon lives within the cavernous vaults, emerging at night to attack lone travelers. In truth, far more than a gorgon, as fearsome as such a beast may be, inhabits



Temple of Aatxe

one square = 10ft.



the cave for it serves as a shrine to the demon Aatxe.

2) Entrance

The cave entrance is a great, black, intimidating maw. Numerous bones, and the more recent remains of several large animals, litter the area. This is the only access to the shrine and is guarded by the gorgon of local legend.

Monster: The gorgon is acquiescent to the passage of cultists, but aggressively attacks any others who dare intrude upon its domain.

Gorgon Large Magical Beast; **CR** 8; **HD** 8d10+40; **hp** 85; **Init** +4; **Spd** 30 ft.; **AC** 20 (-1 size, +11 natural), touch 9, flat-footed 20; **BAB/Grp** +8/+17; **Atk** Gore +12 melee (1d8+7); **Full Atk** Gore +12 melee (1d8+7); **Space/Reach** 10 ft./5 ft.; **SA** Breath weapon, trample 1d8+7; **SQ** Darkvision 60 ft., lowlight vision, scent; **AL** Always neutral; **SV** Fort +11, Ref +6, Will +5; Str 21, Dex 10, Con 21, Int 2, Wis 12, Cha 9

Skills: Listen +9, Spot +8

Feats: Alertness, Improved Initiative, Iron Will

Breath Weapon(Su): 60-foot cone, once every 1d4 rounds (but no more than five times per day), turn to stone permanently, Fortitude DC 19 negates. The save DC is Constitution-based.

Trample(Ex): Reflex DC 19 half. The save DC is Strength-based.

Tactics: The gorgon is single minded and without subtlety. When it becomes aware of the party it charges out and attacks. It's hungry, so uses its breath weapon only to even the odds or in dire straits.

Development: A Spot check (DC 12) will reveal a vine and foliage shrouded statue of an elven Bowman in firing position, dressed in simple clothing and wielding an unadorned longbow. This "statue" is actually a decades old victim of the gorgon. A stone to flesh spell may revive the petrified elf, and if so he will volunteer to aid the PCs in their exploration of Aatxe's temple. If the elf fails his Fortitude save, he dies soon after being restored, in which case the PCs may make use of his +1 *freedom of movement* longbow, a unique item that allows the wielder to act as if continually under the effect of a *freedom of movement* spell.

Treasure: Typically, the cultists will pick clean any corpses of valuables but Search checks (DC 15) may turn up the following, one item per minute spent scouring the area: a purse with 75gp, a *ring of protection* +1 still affixed to a skeletal hand, and a rose quartz gem (worth 40gp).

3) Minotaur Maze

The cave becomes a natural network of twisting tunnels and stone columns. The passages twist and turn at a dizzying rate and combined with the numerous dead ends conspire to thoroughly confuse the party.

Monster: A mated pair of minotaurs, the guardians of the shrine and themselves acolytes of Aatxe, make this maze their home. Natural and extremely cunning predat-

tors, they stalk and attempt to kill any trespassers.

Minotaur, clerics of Aatxe 3rd (2): **CR** 7; **HD** 9d6+18; **hp** 61, 57; **Init** +0; **Spd** 30 ft.; **AC** 14; **BAB/Grp** +7/+15; **Atk** greataxe +10 melee (3d6+6); **Full Atk** greataxe +10/+5 melee (3d6+6), gore +5 melee (1d8+2); **Space/Reach** 5 ft./5 ft.; **SA** Powerful Charge (4d6+6 damage), Spell-casting Ability; **SQ** Turn/Rebuke Undead, natural Cunning (never caught flat-footed, track enemies) scent; **SV** Fort +9, Ref +6, Will +8; Str 19, Dex 10, Con 15, Int 10, Wis 13, Cha 9.

Skills: Concentration +4, Intimidate +2, Knowledge (Religion) +3, Listen +7, Search +2, Spellcraft +2, Spot +7.

Feats: Combat Casting, Great Fortitude, Power Attack, Track

Spells: 1st level-*Cure Light Wounds, Magic Weapon, Obscuring Mist, Endure Elements*; 2nd level-*Bull's Strength, Wind Wall*.

Tactics: The minotaurs use their spells to their best effect to soften up the enemy, attempt to lure them into the various traps scattered throughout the maze (see location #4 below). When they choose to fight they use hit-and-run tactics, charging from the shadows to inflict casualties and then retreating again. They only make a stand when escape is impossible, when the temple itself is threatened, or when their precious treasure (see location #6 below) is at stake.

4) Pit Traps

Several pits have been dug throughout the maze and then carefully concealed with rotting boards covered with sand and stone.

Pit: CR 1; mechanical; location trigger; manual reset; DC 15 Reflex save avoids; 20 ft. deep (2d6, fall); multiple targets (first target in each of two adjacent 5-ft. squares); Search DC 20; Disable Device DC 23.

5) Minotaurs' Lair

This large cave is bisected by a deep chasm, spanned only by a narrow natural stone bridge. The chasm is 30 feet deep and 10 feet wide. A pile of bones and partially eaten carcasses litter the bottom. Crude wall painting depicting bulls cover the walls, an homage to the minotaurs' deity.

Tactics: The minotaurs place great value in their accumulated wealth and will fight to defend it. Even so, they place higher value in their god and will retreat to the temple if reduced to 20 hit points, there to make a final stand.

Treasure: An unlocked chest contains a total of 434sp, 171gp, a platinum necklace (worth 500gp), potion of cat's grace, and a brooch of shielding.

6) Shrine of Aatxe

This cave contains a high, vaulted ceiling that is wrought with glowing veins of crystalline stone (quartz). The bones of numerous humanoids, all broken numerous times over, lay scattered everywhere across the room save for

a ash-filled fire pit in the middle. This fire pit is used in ceremonies, and if disturbed in a sacrilegious way—filled with earth or the ashes dispersed, for example—there is a 30% chance Aatxe himself will take notice. The walls are decorated with cave art depicting numerous bulls, all apparently done with blood, and one much larger than the rest. This latter image is of Aatxe, and it is through it that he steps out from the Abyss onto the mortal realms.

Monster: The other paintings hold fiendish auroch scourge steers that can be called upon essentially as one would use a *summon monster* spell. Only one such creature can be summoned from this cave per day, however, and one it has been summoned its corresponding image fades and must be recreated.

Auroch Scourge Steer: CR 5; HD 5d8+20; hp 47; Init +0; Spd 30 ft; AC 13; BAB/Grp +3/+13; Atk Gore +9 melee (1d8+6); Space/Reach 5 ft./10 ft.; SA Scourge (1d6 extra damage with gore attacks, 2d6 vs. good, Will save DC 20 for half), Trample (small or smaller creatures, 1d8+7 damage, Ref save DC 23 for half damage); SQ Damage Reduction 10/magic; SV Fort +8, Ref +1, Will +3; Str 23, Dex 10, Con 19, Int 2, Wis 12, Cha 9.

Skills: Listen +4, Spot +4

Feats: Endurance, Iron Will

Development: If either of the minotaurs have retreated into the shrine they will summon a scourge steer to aid in their defense.

Wealhtha

Medium-Outsider (Evil, Extraplanar)

Hit Dice: 15d8+45 (113 hp)

Initiative: +1 (Dex)

Speed: 60 ft.

Armor Class: 26 (*half plate* +2 and shield, +4 natural, +1 Dex)

Base Attack/Grapple: +15/+18

Attack: +3 *Longsword* +22 (1d8+6)

Full Attack: +3 *Longsword* +22/+17/+12 (1d8+6)

Space/Reach: 5 ft./ 5ft.

Special Attacks: Spell-like Abilities, Mounted Combat Mastery

Special Qualities: Devil Qualities, Damage Reduction 15/magic, SR 24

Saves: Fort +14, Ref +14, +13

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

Skills: Bluff +16, Concentration +16, Diplomacy +20, Intimidate +18, Knowledge (Nature) +18, Listen +13, Ride +22, Search +18, Sense Motive +16, Spot +14, Survival +20.

Feats: Mounted Combat, Power Attack, Spirited Charge, Trample, Weapon Focus (Longsword)

Environment: Any temperate hills or forest

Organization: Solitary

Challenge Rating: 16

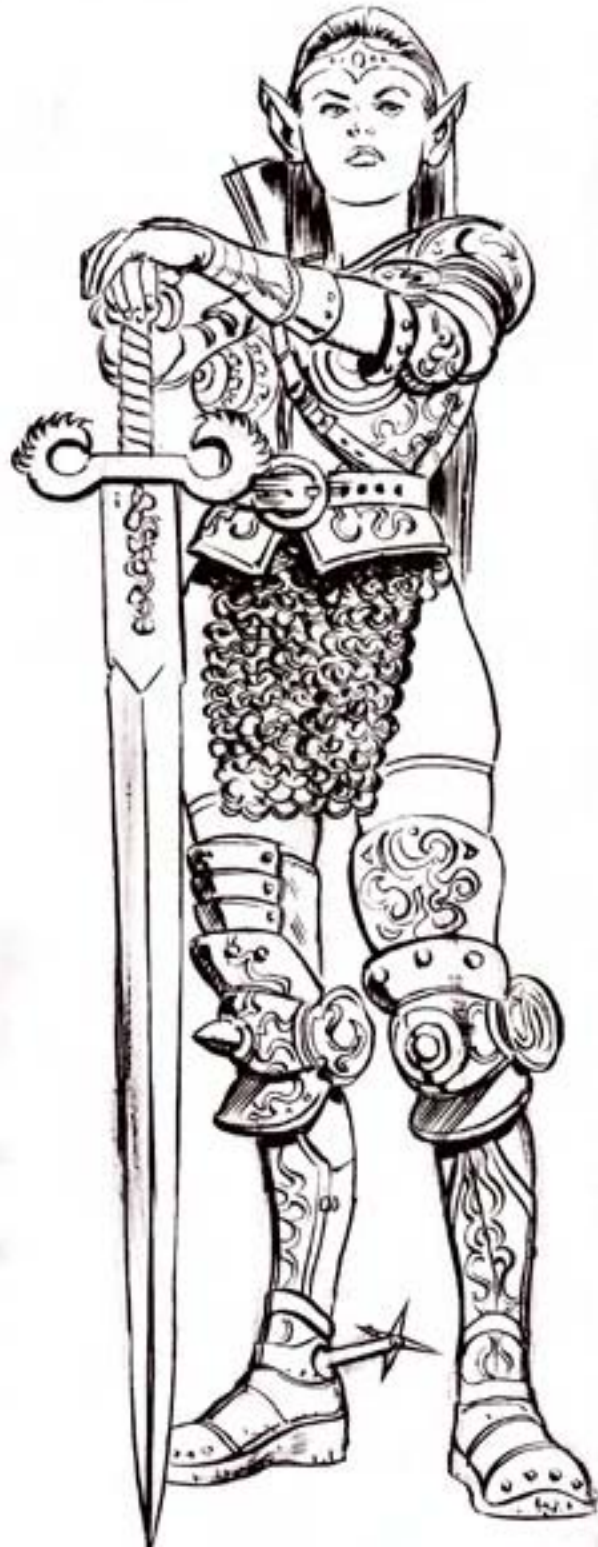
Treasure: Standard

Alignment: Lawful Evil

Advancement: By character class

Referred to as Saint Wealhtha by the Templar Knights of the Dales who revere her, there is actually nothing saintly or holy about this corrupted entity. Wealhtha was once a paragon of virtue, a demi-goddess of unicorns and elven knights, and the patron deity of the rare alicorn race (half elf/half unicorn).

She is now a twisted parody of the noble being she once was. While she still espouses law, her version of order is rigid and tyrannical and she believes that only her followers are strong and pure enough to end the petty squabbling that bedevils the world. It is therefore her goal, and those of the Knights of the Dales, to place the world under their trusteeship.



Wealhtha bears striking elven features, but is taller and much more powerfully built. Her ears are long and pointy, almost equine in shape, and she bears a rich mane of silver hair streaked with black and red. She has red eyes and bears a black bony protrusion in the middle of her forehead. Wealhtha is stunningly attractive, but there is an aura of aloofness about her that often puts men ill-at-ease.

Combat

Wealhtha cannot bear to let any challenge go unopposed. She eschews any form of missile weapon or subtlety, but will cast protection from arrows upon herself and animal growth upon her mount if there is sufficient time. Combat begins with a devastating mounted charge that few can withstand. Though reckless and arrogant she may be, Wealhtha is no fool. If she encounters opposition too powerful to defeat, she will seek to escape and then allow herself careful consideration on how to best defeat the foe.

Spell-like Abilities: At will-detect magic, inflict light wounds; 3/day-protection from arrows, zone of truth; 1/day-animal growth, suggestion, telepor greater, undetectable alignment. 1/week-plane shift. All abilities are as the spells cast by a 17th-level spellcaster.

Mounted Combat Mastery (Ex): Wealhtha is among the most proficient mounted warriors in all of Hell, never mind the mortal realms. When mounted, she gains +2 to hit and inflicts an additional 1d6 points of damage. This is in addition to other bonuses, such as those from her feats.

Wealhtha as a Deity

Deity: Wealhtha

Domains: Law, Evil

Alignment: Lawful Evil

Preferred Weapon: Lance

Typical Worshippers: Elven knights, disillusioned unicorns and centaurs.

Maximum Worshipper Spell Level: 5th

Purpose: Wealhtha is a fallen fey demi-god, an avenging spirit that defends the world from those that would despoil it. She once representing all that was noble and orderly about elves and their sylvan brethren, but has long since been overcome by desire for vengeance and an undying hatred of “barbarian” peoples, a term that includes not only the evil races of orc and goblinoid but also humanity. She believes that the conservative old-races who helped shape the current world-including isolationist elven factions-are also responsible for what ails it. Justice cannot be served by the faint of heart or the weak of will. The only way to be rid of these problems, they insist, is to extreme measure of destroying these races. Thus far, she has kept her taint hidden from the rest of the elven pantheon.

Whereas most woodland guardians remain aloof of the conflicts in mortal society, or at least take a purely defensive posture, Wealhtha is all too willing to involve

herself and her followers in any conflict that promises reward-the defeat of a mutual enemy, increased holdings, or even wealth to finance future endeavors. They cloak their participation in rhetoric about defeating evil and ensuring order, but really it’s about bettering their position for the inevitable war that will decide rulership of the mortal realm.

Most alicorns worship her as a patron deity, some unaware of her true motives. Amongst her other followers are elven nobles and crusading faerie knights chaffing to restore a world order in which the fey occupy their rightful position of dominance, as well as centaur tribes beleaguered by humanoid encroachments.

Holy Days: The first day of summer is traditionally Wealhtha’s holiest day. With fields ploughed and crops planted, it represents the beginning of the campaigning season. Known as *Remuda*, or “horse-herd”, it also marks the day when young horses are old enough to be branded with the heraldic devices of their masters. The act of branding is one of extreme piety, marking a symbolic joining of man and mount-horses are not considered property, but rather companions. Clerics perform the branding as it requires a precise skill-if an iron is too hot it could burn and cause infection; too cool and the hair will grow over the brand as it healed and obscure the mark.

Remuda ceremonies are host to feasting, horse markets, and jousting tourneys. If there is to be no campaigning, knights announce their intended quests for their coming season and gather companions to fight at their side.

The other major holy period in the Wealhtha calendar is *Anjo* (Saint Day), a holiday corresponding to nights of the full moon during the Oak Moon (December). During this time followers pay homage to their deity and pray for strength, endurance, and martial glory in the coming year. It is a deeply solemn period, in direct contrast to the bellicose exuberance of *Remuda*.

Finally, Wealhtha asks that her believers pray to her on the eve of battle.

Associations: She is obviously most commonly associated with unicorns, and they are indeed the symbol most commonly seen on their heraldic devices. The stag, another noble woodland beast, also represents Wealhtha and their horns will sometimes bedeck knightly helms. Horses as well are blessed beasts, in particular war horses. Wealhtha shows little love for the more elegant riding horses or the coarser working varieties. Among plants, she favors mistletoe because this parasitic plant destroys the yew tree from which bows, the weapon of cowards, are crafted.

Servants: Wealhtha’s constant companion is her mount Gwaelador (“Earthshaker” in Elven), a devilish unicorn with eyes that burn with all the infernal realm’s fury and a smoky gray coat. The charge of this mighty beast can cause trees to topple and the earth to open up. There are

Destrier

Large Monstrous Humanoid

Hit Dice: 4d8+16 (34 hp)

Initiative: +2 (Dex)

Speed: 60 ft.;

Armor Class: 24 (-1 size, +2 Dex, +2 large shield, +5 chainmail, +5 natural)

Base Attack/Grapple: +4/+12

Attack: Longsword +7 melee (2d6+4/19-20)

Full Attack: Longsword +7 melee (2d6+4/19-20) and 2 hooves +3 melee (1d6+2);

Space/Reach: 10 ft. /5 ft.

Special Attacks: Flaming Hooves.

Special Qualities: Spell-like Abilities, Magic Circle Against Chaos, Immunities, Wild Empathy

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

Abilities: Str 19, Dex 16, Con 18, Int 11, Wis 17, Cha 18

Skills: Hide +2, Listen +11, Move Silently +11, Search +3, Sense Motive +3, Spot +11, Survival +8.

Feats: Alertness, Weapon Focus (hoof)

Environment: Temperate Forest

Organization: Solitary or pair

Challenge Rating: 5

Treasure: None

Alignment: Lawful Neutral

Advancement: 5-8 HD (Large).

Destriers are loners by nature, knights errant crusading to destroy chaos in all its forms. Single-minded in their pursuit for justice, they are often merciless and cruel, and if mistakes are made along the way in dispensing justice than so be it. They are so convinced of the righteousness of their cause that they go to any length to enact it.

They look very similar to centaurs: the upper torso, arms, and head of an elf, the lower body of a large horse. There are distinct differences, however, most noticeably the spiral horn that projects from its forehead. In another nod to its unicorn heritage, males always sport a beard and both sexes have thick, shaggy manes. The equine hair of a destrier is typically jet-black or smoky gray, while the hair atop its head can be white, gold or silver.

Combat

Destriers relish combat, and their answer to any problem is generally straightforward and blunt. They close into melee as quickly as possible and forego all missile weapons as cowardly and dishonorable. Fully armored and wielding lance and sword, they are a fearsome sight.

Flaming Hooves (Su): When attacking a being of chaos, a destrier's hooves burst into flame, causing an additional 1d4 points of damage and setting combustible materials alight.

Magic Circle Against Chaos (Sp): This ability continuously duplicates the effect of the spell. It cannot suppress this ability.

Spell-like Abilities: Destriers can become *ethereal* and *astral project* once per day. These abilities function just like the spell of the same name as cast by a 15th-level sorcerer. They can *detect chaos* at will as a free action.

Once per day, they may cast *cause light wounds*.

Immunities: Destriers gain a +5 racial bonus on all saves against poisons and Enchantment spells and abilities.

Carrying Capacity: A light load for a destrier is up to 300 pounds; a medium load, 301-600 pounds; and a heavy load 601-900 pounds.



legends of heroes favored by Wealhtha who were saved from hordes of their enemies by Gwaelador's charge. Some say rider and mount are in fact mated.

Chief among her servants are Silvermane and Silverbrook, her son and daughter respectively. Silvermane is a huge unicorn (8 HD) with a mane made of pure silver, a gift from the dwarves when the two races fought as one against the orc hordes. He is sent forth to punish those who seek compromise with evil and knights that shirk the chivalric code. Silverbrook, like her sibling, owes her majestic mane to the dwarves. She is a fabulously beautiful and regal elven ambassador (8th-level Aristocrat). Her task is to strengthen the resolve of mortal kings—in particular those of elven nations—to fight against evil humanoids, and they often call upon her for counsel when momentous decisions must be made. She also happens to be a spy for her mother, a fact that few appreciate.

Church Description: Followers of Wealhtha—almost exclusively alicorns, elves and centaurs—live by a strict, if misguided code of chivalry, the essential role of which is to validate them as an elite. All cultists, regardless of their class, are known as “knights” and bear arms and armor. Because of their devotion to their own twisted tenets of law and justice, most followers are holy warriors. Clerics are numerous, and with magic flowing strongly through the veins of elf and alicorn alike, sorcerers and wizards are present in significant numbers as well. However, these spellcasters are not cloistered academics. All are capable and willing combatants, typically using their spells to augment their own martial abilities. Therefore, most mages are multi-classed fighters.

Most followers proudly announce their loyalty to Wealhtha, for while her methods are considered extreme the depth of her evil is not well known—perception is that she is merely zealous in her desire to defend the sylvan lands—and nor is her designs upon the world. The fact that many powerful noble families are ‘Wealhtides’ makes any efforts to investigate her church’s activities politically impossible.

From a very young age, the offspring of Wealhtides are immersed activities—riding, hunting, fieldcraft, religious instruction—that serve as training for their future role as upholders of order. Serving as a page to experienced knights hones their skills and serves as a form of indoctrination. Upon reaching young adulthood a squire (even those not of a martial bent) is given a sword, belt, and scabbard in quiet church ceremony. The new squire is encouraged to fight, travel, and learn of the world. They often form companionships of friends, not always consisting solely of other Wealhtides, with whom to face the dangers ahead. They are expected to return after five years to be formally knighted in a solemn ceremony.

All followers of Wealhtha must maintain a suitable kit for war. This includes plate mail or chain hauberks, with metal shield, long sword, lance, and three mounts—one warhorse and two riding horses. As one rises within the

rigid hierarchy she is expected to have a specified minimum of equipment, plus a certain number of horses and followers. Indeed, to have anything less is to undermine one’s status as a noble warrior, and therefore even clerics and sorcerers carry a similar gear. However, there is plenty of variation in the quality and quantity of weaponry and horses, betraying both rank and wealth. As a result of the cost of properly outfitting oneself, booty captured in war or tourney is of extreme importance to a Wealhtide and even in the midst of battle they will go out of their way to secure such items. Landed knights, and particularly those with extensive holdings, tend not to have these concerns because a weaponsmith will almost certainly be present among their retinue or in their demesne.

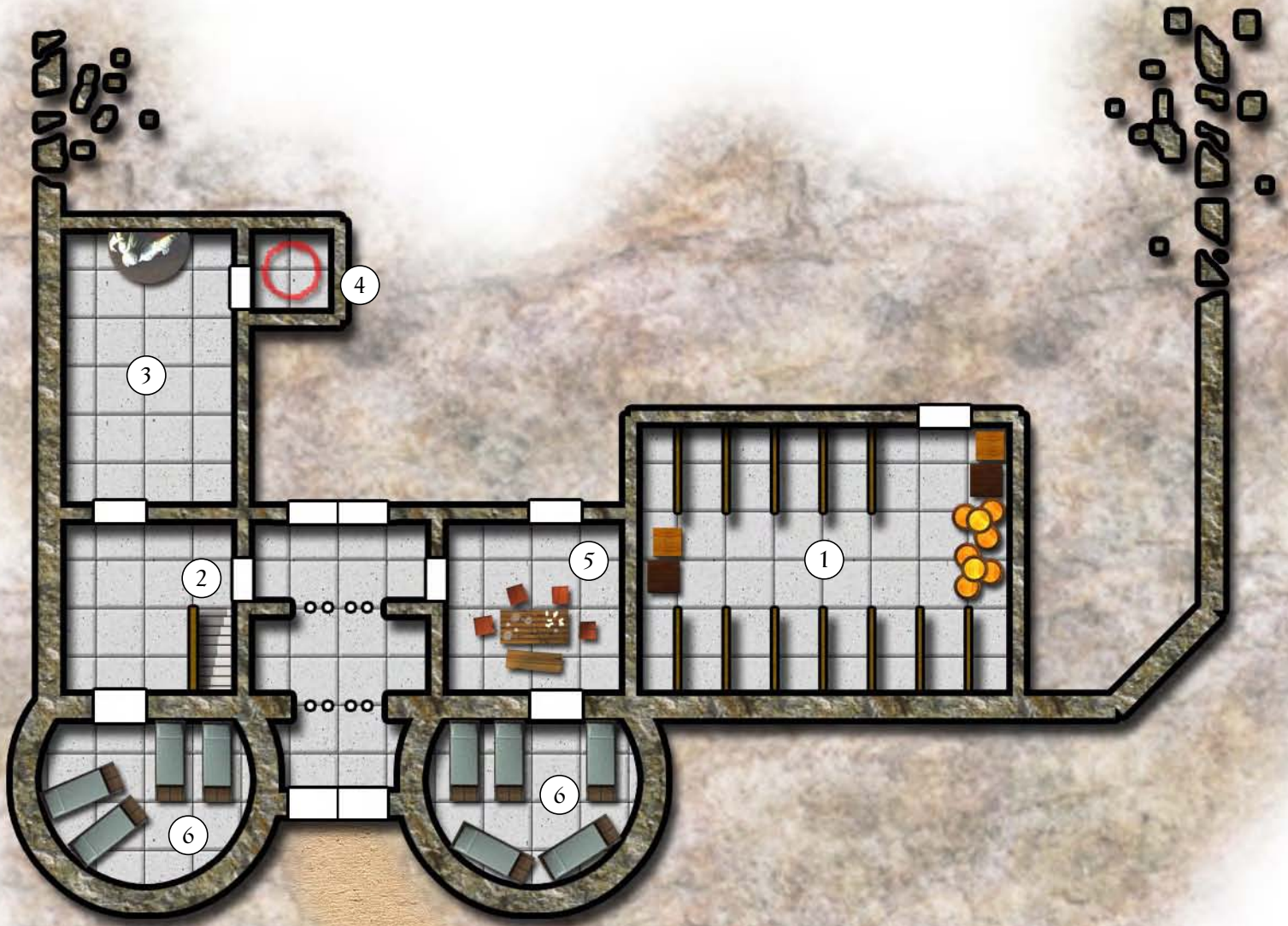
Doctrine: As a result, the ultimate *raison d’être* of the knight is to fight this inevitable battle, and therefore warfare, and the preparation for such, plays an important role in the lives of all worshippers of Wealhtha. When not actually involved in organized military campaigns against perceived enemies, they continuously hone their skills through tournaments and questing. Interestingly, while their lives are governed by a rigid code of chivalry, warfare can be anything but civil.

That knights should act courteously towards fellow knights is a matter of self-interest, and thus captured enemy nobility will be taken captive rather than being put to the sword. Part of the motive for this is ransom, and here warfare borrows from the tournament, itself in origin a preparation for war. But there is also a wider explanation: Chivalry is based on caste-solidarity, and to have dissent within the aristocracy would weaken their control over the burgeoning lower-classes. This is vital to the knights’ way of thought, because they hold to the belief that a strong and rigid nobility, which by its nature is inherently superior, is necessary to keep society from being undermined by the mindless masses. Thus, putting the inhabitants of a city to the sword does not detract from one’s honor even while the defending knightly garrison is spared.

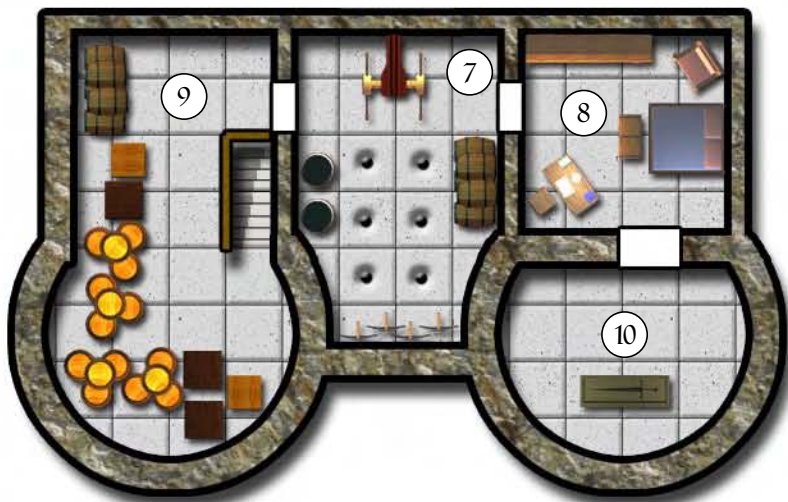
Indeed, they have a very jaundiced view of other races in general, believing them distinctly inferior. Only the elite among them, a very relative term Wealhtha clerics will assure you, is there even the slightest hint of culture. In truth, even the highest human king is deemed below the lowest of alicorn knight, but the disparity in numbers means that they must accept—at least for the time being—the nobility of other races as a means of controlling the populace.

Temple of Wealhtha

Dunwood Castle’s towering gatehouse, standing on a high spur and overlooking a strategic highway, is a mighty edifice that commands attention much as it has done since its construction 300 years ago. Built by the Knights of Wealhtha, an order of holy warriors, the fortress has seen much conflict in its time, the effects of which are plainly seen upon its battered but still defiant walls. It has still not recovered from its last bout of fighting.



Ground Floor



First Floor



During a harsh winter of three years past, an army of 3,000 orcs descended upon the fortress and demanded that the small garrison, no more than 50 strong, surrender. When the castle's commander, Lady Malahide, refused the orcs launched an ill-conceived assault that failed to break through the walls and cost them a third of their force. Resorting to bombardment and undermining, the mighty curtain walls were eventually breached after more than a month of fighting. Still, the valiant Lady Malahide refused to surrender and the siege continued. Finally, after having held for more than five months, the garrison was overrun in an overwhelming assault. Legend suggests terrible, foul magic aided the attackers in the final battle. There were no survivors among the defenders.

The orcs demolished the castle as it had become a symbol of valiant resistance to their rule. All that remains is the gatehouse, rising from the grassy hillside to a commanding 20 meters. Followers of Wealhtha have since re-occupied the ruins and begun tentative repairs. Because of Lady Malahide's heroic defense and her subsequent martyrdom, Dunwood Castle is becoming a major pilgrimage for followers of Wealhtha's faith and as its sacred standing increases its importance to the church hierarchy will likely become more pronounced as well. Indeed, full-scale reconstruction may well begin within the next few years.

This would bode ill for its neighbors.

Gate Defences: The twin towers are linked by a building over the gateway. The wooden gates have been repaired and reinforced by iron plates held in place by large iron studs. They are usually barred from the inside by a stout wooden beam that requires a Strength roll (DC 20) to lift. Behind the gates is a short passage leading to an inner set of gates. Within the passage is an oxen tethered to a wheel; prodding the beast to walk turns the wheel, which by way of pulleys and gears lifts the beam securing the outer gate.

Set into the roof of the passage are a number of murder holes through which defenders can drop boiling water and burning pitch. Halfway between the two sets of gates is a portcullis, which can be dropped to trap attackers below the murder holes.

The garrison consists of nine elven and half-elven men-at-arms, and their knight commander, a 4th-level cleric of Wealhtha.

Men-at-Arms, War1: CR 1; HD 1d8+2; hp 10; Init +2; Spd 30; AC 17; BAB/Grp +1/+2; Atk +3 melee (1d8+1, longsword or spear), or +3 ranged (1d6, crossbow); SQ Elven traits; **AL** N; **SV** Fort +4, Ref +1, Will +1; Str 12, Dex 14, Con 14, Int 10, Wis 12, Cha 12.

Skills: Handle Animal +2, Listen +4, Ride +5, Spot +2

Feats: Weapon Focus (Longsword or spear)

Possessions: Chain mail armor, longsword, buckler, spear, crossbow, 20 bolts.

Quessen, Alicorn Cleric4: CR 4; HD 4d8+16; hp 33; Init +2; Spd 40; AC 20; BAB/Grp +3/+6; Atk +7 melee (1d8+2, longsword or lance); SQ Elven traits, *detect evil* at will, +4 bonus vs. potions and Enchantment spells or spell-like abilities, Turn Undead, evil and law spells at +1 caster level.; **AL** NE; **SV** Fort +8, Ref +3, Will +6; Str 16, Dex 14, Con 19, Int 12, Wis 14, Cha 15.

Skills: Concentration +10, Diplomacy +3, Heal +3, Knowledge (Religion) +5, Ride +5, Spellcraft +7

Feats: Combat Casting, Weapon Focus (longsword or lance)

Domains: Law, Evil

Spell Prepared: 0 level- *Detect Magic, Inflict Minor Wounds, Light, Read Magic, Virtue;* 1st- *Cause Fear, Command, Cure Light Wounds, Protection from good, Sanctuary;* 2nd- *Bull's Strengh, Desecrate, Hold Person, Silence.*

Possessions: Half-plate armor, long lance, longsword, small steel shield, dagger.

1) Stables

The stables have stalls for half a dozen warhorses. A complete set of well-tended barding for a heavy war horse can be found within. The building is stocked with hay and oats.

Monster: Only one horse-the personal mount of the garrison captain-is currently present. This magnificent beast is actually fey-touched; it is completely invulnerable to physical damage with the sole exception being its hooves. Any attacks directed upon hooves are made against the horse's standard armor class and results in damage as normal.

Tactics: Unless directed by its master, the horse is not typically hostile. However, if someone other than its master attempts to mount it, or anyone other than a follower of Wealhtha attempts to handle it, the horse will grow violent.

Achilles, Warhorse, Heavy Large Animal; CR 3; HD 4d8+12; hp 30; Init +1; Spd 50 ft.; AC 14 (-1 size, +1 Dex, +4 natural), touch 10, flat-footed 13; BAB/Grp +3/+11; Atk Hoof +6 melee (1d6+4); Full Atk 2 hooves +6 melee (1d6+4) and bite +1 melee (1d4+2); Space/Reach 10 ft./5 ft.; SQ Low-light vision, scent, Invulnerability (cannot be wounded by any weapon, including magical varieties, except for blows directed at hooves; magic-based attacks work as normal); **AL** Always neutral; **SV** Fort +7, Ref +5, Will +2; Str 18, Dex 13, Con 17, Int 2, Wis 13, Cha 6

Skills: Listen +5, Spot +4

Feats: Endurance, Run

2) Stair

A simple but sturdy stair leads up.

3) Chapel

This wing is a recent feature, the only real attempt to rebuild the castle after its destruction. The most obvious feature of the chapel is its unique wagon-roof, so called

because the rafters are supported by curved braces which meet in the center and when covered by boarded ceiling give the effect of a covered wagon. This is a architectural feature common to most shrines to Wealhtha.

At the far stands a statue of the deity, leaning wearily but triumphantly upon a lance, a foal curled up peacefully at her feet. On one side of her is the remnants of a tapestry, badly burned in the destruction of the fortress at the hands of the orcs, depicting varied glorious episodes in Wealhtha's existence. At one time a mighty divine artifact, it now possesses a shadow of its power

Tapestry of Glory: Typically borne by a standard-bearer atop a special frame, the tapestry bestows *protection from arrows* (10/+3) on all allied mounted troops within a 100 meter radius. It also offers these troops +6 bonus on their Ride skill checks.

Moderate Abjuration; CL 15th; Craft Wondrous Item, *protection from arrows*, *cat's grace*. Weight: 20 lb.

Opposite the tapestry and on Wealhtha's right is a large wooden panel, measuring five feet square. In gold lettering is a verse describing, in metaphor, the fall of the fortress to the Orc horde:

*"A crack of thunder with lightning and fire
Fell into the castle and own to the choir
A sulphurous smell came with it and the fortress did rent
The stones abroad into the air with violence were sent..."*

Anyone reading this passage must make a Willpower check (DC 15), otherwise a great animosity towards orcs germinates within his heart. Henceforth, any time the character encounters and orc or half-orc he must make a Willpower check (DC 13), or attack immediately.

4) Meditation Hall

A painted circle, seemingly painted in blood, dominates the floor of this room. Resting on a pillow within the center of the circle is an ancient, yellowed unicorn's horn. The chamber is cold and, with the door closed, completely sound proof.

When inside the confines of the circle, characters receive a +5 circumstance bonus to Concentration rolls and, with a successful Concentration check (DC 20) can reduce the time of rest required to recover divine spells to a mere four hours. A unicorn's horn must be present within to circle to act as a focus. Characters with Knowledge (Religion) may recognize the nature of the pentagram with a successful check (DC 15). An *Identify* spell cast on the floor will provide the same information.

5) Gate Room

This room is a Spartan affair, containing little more than a table and a few simple chairs. A pair of men-at-arms is always on duty here. It is their task to prevent any unauthorized entry into the fortress. They meet visitors cordially but are firm in their resolve and extremely

devoted to their duty. If threatened or attacked, they call for assistance from the guards above.

6) Barracks

Quiet obviously a barracks for common soldiers, the room poorly furnished and dimly lit. There are nine beds covered with thin blankets, at the foot of which is a small chest. Armor and weapons hand from racks above the beds. Off-duty men-at-arms are typically sleeping or relaxing within; at any time 1d4+3 will be present within.

7) Portcullis Room

The portcullis is operated from this room, hanging from pulleys and released at a moments notice. Typically, it is raised. The middle of the floor is dotted with murder holes, about 6 inches in diameter. Missile weapons (20 spears, 96 crossbow bolts) are found in racks and barrels respectively, ready to be used upon attackers. Also in the room is a pair of large iron cauldrons, both containing pitch. They stand above unlit fires, on wheeled iron frames that allow them to be maneuvered with ease. The section of the floor around the murder holes is noticeably dished to ensure the boiling liquid runs through them as intended. Finally, there is a rain barrel in each corner that collects water through pipes that run in from the roof. This ensures the garrison a ready supply of water for both drinking and, in the event supply of pitch runs out, to be boiled and used against enemies.

8) Knight's Room

Lady Quessen is the current Knight Captain of the fortress. Her chambers are lavishly adorned in comparison to that of the soldiers under her command, with well-made furniture, a thick rug upon the floor to ward of the chill, and glass lamps for illumination. Such is the due of a crusading cleric, as pillaged orc lairs keep Quessen living in comfort. The dresser has a drawer with a secret bottom (Search DC 17) holding several small, unmarked vials (*potion of lesser restoration*, *potion of truth*, *potion of bull's strength*) and 50gp.

9) Stockroom

This chamber was once used to dry herbs and store various supplies. A few shattered crates are scattered about the room, and splintered fragments of wood and tufts of hay-the remains of numerous crates- line the floor.

Creature

A dire rat hides in a crate (Spot check DC 25). The crate serves as a convenient home. The rat attacks anyone who comes within 5' of his den (clearly a threat), or anyone left alone in the room (clearly prey). Characters who spot the rat in hiding and attempt to attack it before it emerges find their efforts hampered by the cover provided by the crate (+7 cover bonus to AC, +3 cover bonus to reflex saves).

Dire Rat (1) Small Animal; **CR** 1/3; **HD** 1d8+1; **hp** 5; **Init** +3; **Spd** 40 ft., climb 20 ft.; **AC** 15 (+1 size, +3 Dex, +1 natural), touch 14, flat-footed 12; **BAB/Grp** +0/-4; **Atk** Bite +4 melee (1d4 plus disease); **Full Atk** Bite +4

melee (1d4 plus disease); **Space/Reach** 5 ft./5 ft.; **SA** Disease; **SQ** Low-light vision, scent; **AL** Always neutral; **SV** Fort +3, Ref +5, Will +3; Str 10, Dex 17, Con 12, Int 1, Wis 12, Cha 4

Skills: Climb +11, Hide +8, Listen +4, Move Silently +4, Spot +4, Swim +11

Feats: Alertness, Weapon Finesse

Disease(Ex): Filth fever-bite, Fortitude DC 11, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con. The save DC is Constitution-based.

Skills: Dire rats have a +8 racial bonus on Swim checks. Dire rats have a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened. Dire rats use their Dexterity modifier for Climb and Swim checks.



10) Effigy

The tomb of Lady Malahide bears a striking effigy of the fallen warrior-woman. Kneeling at her feet are statues of her two young daughters, both holding skulls as symbols of their mothers' tragic death. The inscription on the tomb explains how Lady Malahide died "by wicked practice and sorcery".

Inside the tomb lies the knights' remains, seemingly untouched by decay and still wearing her plate armor. A gleaming sword resting across her breast and in the grip of her hands, and a shield rests at her feet. The long sword is a +1 weapon. Lady Malahide's indomitable spirit remains and her skeletal hands resist attempts to pry the magic blade from her hands. Only those who willingly accept a *geas* to destroy those responsible for her death may do so. The knight's body is impervious to harm, either magical or mundane, and thus any effort to forcibly remove the sword are doomed to failure.

Minor Entities

Nottawasaga

Medium-sized Outsider (Evil, Extraplanar)

Hit Dice: 8d8 (32 hit points)

Initiative: +0

Speed: 50 ft.

Armor Class: 17 (+5 natural, +2 Dex)

Base Attack/Grapple: +8/+10

Attack: Quarterstaff (MW) +11 (1d6+3 plus Blinding Strike)

Full Attack: Quarterstaff (MW) +11/+6 melee (1d6+3 plus Blinding Strike)

Space/Reach: 5 ft. / 5 ft.

Special Attacks: Blinding Strike, Spell-like Abilities, Children of the Night.

Special Qualities: Devil Qualities, Foul Water, Damage Reduction 10/+2, SR 24, Daylight Powerlessness.

Saves: Fort +5, Ref +9, Will +7

Abilities: Str 15, Dex 15, Con 10, Int 17, Wis 16, Cha 16

Skills: Concentration +12, Listen +15, Move Silently +13, Ride +13, Search +14, Sense Motive +15, Spot +11, Survival +14

Feats: Blind-Fight (B), Combat Casting, Iron Will, Track

Environment: Any land or underground

Organization: Unique

Challenge Rating: 7

Treasure: Standard

Alignment: Chaotic Evil

Advancement: By character class

Nottawasaga appears as a hunched, gaunt old lady with pale skin and wiry gray hair tied back into a ponytail. Her eyes are wrapped in a bloodied and dirty rag, and her face is so cadaverous as to be almost skull-like. She leans wearily on a weathered staff.

As a bringer of chaos and illness, principally blindness, Nottawasaga is much feared. It is said she is able to darken the sun, plant the seed of disease within water, and move about unseen.

Her motivation for evil is three-fold. First, she strikes the old blind so that they are unafraid of death when it comes for them and unable to flee from its cold embrace. Secondly, she is an avenger of nature and takes from hunters who are wasteful of the earth's their ability to provide for themselves and their family. Finally, she strikes out aimlessly and cruelly during the autumn months when she is unable to see the brilliant brilliant display of brightly hued forest foliage.

Combat

When possible Nottawasaga prefers stealth over direct confrontation. She would rather steal into a village at night to foul the water supply or blind sleeping warriors with a mere touch of her hand, but when forced to fight, or when successive attempts against a target have come to naught, she can be quite fearsome.

Blinding Strike (Su): With a successful attack Nottawasaga may blind a foe. The target must make a Reflex save against DC 21. On a failed save the target is blinded, suffering all the associated penalties as defined by the DMG. If the save succeeds, Nottawasaga's claws merely do normal damage.

Foul Water (Su): One demon may foul water at a rate of 10 cubic feet per round simply by touching her lips to it. This water becomes infected with disease that leads to blindness.

Spell-like Abilities: 2/day—*improved invisibility*; 1/day—*dimension door*. These abilities are as the spells cast by an 8th level sorcerer.

Darken the Sun (Su): This ability allows Nottawasaga to create a cloud of darkness with a one-mile radius that makes it appear as if she were extinguishing the sun. The gloom provides on-half concealment, and lasts for a single hour. She may use this ability once per day.

Daylight Powerlessness: She is utterly powerless in natural sunlight, instantly becoming incorporeal. In the presence of a *daylight* spell, Nottawasaga loses her damage reduction.

Children of the Night (Su): Once per day she may call forth a swarm of 10d10 bats to do her bidding. These creatures arrived in 1d6 rounds and serve her for up to 2 hours or until destroyed.

Nottawasaga as a Deity

Nottawasaga is a singular malevolence and is not revered as a major deity by more than a handful of misguided or deprived individuals. Many barbarians have learned to appease her in various ways, which saves them

from harm but also serves to empower the blind devil. She's the embodiment of nature's cruelty, but at the same time is its protector and avenger. Some embattled druids and rangers come to believe that nature can only be preserved by fighting the war to protect it in merciless, savage manner that strikes fear in those who seek to exploit the forests.

Deity: Nottawasaga

Alignment: Chaotic Evil

Domains: Chaos, Evil.

Preferred Weapon: Staff

Typical Worshipers: Those wishing to protect their village from blindness, those seeking the power

Maximum Worshiper Spell Level: Third

Nottawasaga's faith revolves principally around keeping her notice away from the villages where she may do most harm. Most worshippers do not seek her favor, but rather they hope to appease the devil or distract her attention in order to spare their people suffering. These followers are typically shamans who have dedicated their existence to protecting their people, and yet, because of their perceived association with Nottawasaga, they are feared and shunned.

These individuals, loners by nature, willingly sacrifice their own eyes that those of their charges might be spared. Captives taken in raids against neighboring people are often blinded in an effort to satisfy Nottawasaga's seemingly random need for destruction. It's an unsavory task that falls to the shaman; he's already tainted by evil after all.

Some inevitably turn upon those they once served, seeking vengeance for the villagers' cold treatment. These individuals hope to bring themselves and their actions to the notice of their infernal mistress, so that they may be granted power to sate their thirst for revenge. These shamans know the fear Nottawasaga generates, and having tasted of it while protecting their villages have grown drunk with its power. They crave more, and willingly offer themselves to her in return.

Nottawasaga's priests have no power over the undead, but all gain the blind-strike feat for free at first level and gain echolocation at 5th level, allowing them to "see" without hindrance. They, like their mistress, are associated with bats and may rebuke or command them as if they were undead. Because of their affinity to bats and aversion to sunlight, some people believe priests of the Blind Hag to be vampires. While this is merely folklore, it's true that some vampires gain strength from her worship.

There are no formal temples to Nottawasaga. Services are usually held in caves or deep pits dug into the earth, with all entrances covered so that no light penetrates the shrine. In such a way they show their faith by putting themselves completely at their mistress' mercy, knowing that in her element she may materialize and destroy them at any moment.

Shah-E-Kot

Medium-size Outsider (Evil, Extraplanar)

Hit Dice: 9d8+18 (55 hit points)

Initiative: +4 (Improved Initiative)

Speed: 30 ft.

Armor Class: 20 (+3 natural, +7 chain mail +2)

Base Attack/Grapple: +9/+14

Attack: +2 vicious Longsword +16 melee (1d8+7)

Full Attack: +2 vicious Longsword +16/+11 melee (1d8+7)

Space/Reach: 5 ft./5 ft.

Special Attacks: Spell-like Abilities, Whisper of Cruelty

Special Qualities: Devil Qualities, Damage Reduction 15/magic, SR 15, Regeneration 6

Saves: Fort +9, Ref +6, Will +8

Abilities: Str 20, Dex 10, Con 16, Int 15, Wis 15, Cha 15

Skills: Bluff +10, Diplomacy +10, Disguise +10, Gather Information +10, Hide +10, Intimidate +10, Knowledge (Nobility and Royalty) +8, Listen +10, Ride +5, Sense Motive +11, Spot +14.

Feats: Alertness, Deceitful, Improved Initiative, Negotiator

Environment: Any land or underground

Organization: Unique

Challenge Rating: 9

Treasure: Standard

Alignment: Lawful Evil

Advancement: By character class

Shah-E-Kot is an unassuming, uninspiring individual. He stands about 5'4" tall, with abnormally close-set eyes that all but touch one another, and a face pitted with some infernal disease. His body is bony and looks like the desiccated husk with sickly skin stretched tight across prominent bones. Some have suspected that Shah-E-Kot may be an unholy offspring of an Osyluth and a humanoid. One could be excused if he thought such a pitiful creature could never exist long in Hell, and yet he not only survived but thrived.

He began as a dull bureaucrat in the service of Ipos, one of the Dukes of Hell, but after a millennia of political machinations, suspicious deaths, and courting of favor Shah-E-Kot emerged as the sole ruler of one of Ipos' realms. He rules in a despotic fashion, creating the devils under his command even more callously than do most infernal lords and crushes all dissent with his highly effective Osyluth secret police.

Privately, the devil has become more irrational and reclusive, due to a deep-rooted persecution complex and constant fear of the assassins blade. He is always surrounded with deeply loyal Osyluth bodyguards and routinely purges the upper-echelons of his government to root out traitors. Shah-E-Kot refused to sleep in the

same room twice and all the rooms in his palace are identical in order to consume would-be assassin, everything is taste-tested, and when he deigns to leave his palace the roads are swept of all beings.

His incredible rise to power and ability to remain at the top despite a host of internal and external enemies has made Shah-E-Kot something of a "patron saint" of mortal dictators.

Combat

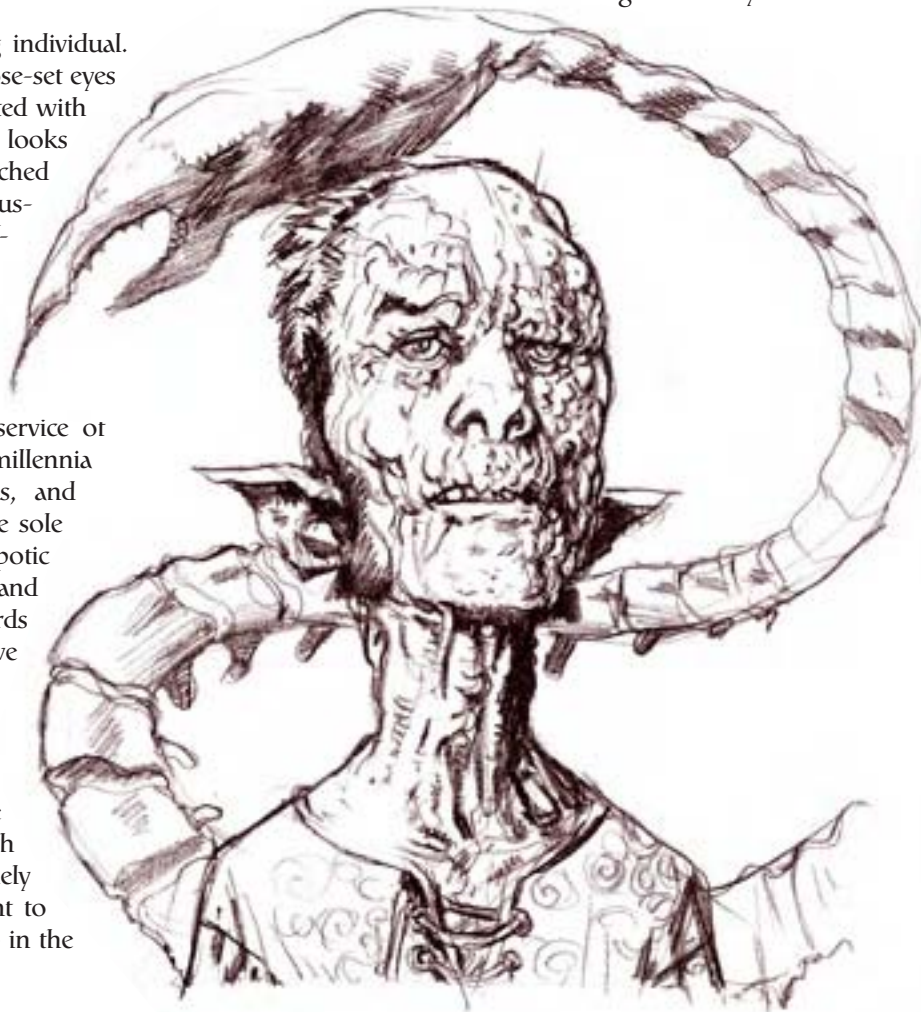
Shah-E-Koth relies mainly on his spell like abilities and prefers to avoid melee confrontation when possible.

Spell-like Abilities: At will-*blur*, *change self*, *cause fear*, *detect thoughts*, *mage armor*; 3/day-*haste*, *nondetection*, *shocking grasp*; 1/day-*improved invisibility*. These abilities are cast as spells cast by a 14th-level sorcerer.

Whisper of Cruelty (Sp): As per the spell *suggestion*, as cast by a 10th level spellcaster.

Shah-E-Kot as a Deity

As an infernal entity Shah-E-Kot personifies the cruelty, haughtiness, and repression that is the mark of mortal dictators. He basks in authority and has embraced the prime material plane as a new realm in which to expand his iron grip. Not content with the immense power he enjoys in Hell, the devil actively works to promote this image and curry favor



among mortal worshippers, and is thus one of the more active devils on earth.

Humans are the most common worshippers, but more rarely dwarf and hobgoblin rulers appeal to his wisdom.

Deity: Shah-E-Kot

Alignment: Lawful Evil

Domains: Evil, Law, Luck, Trickery

Preferred Weapon: Whip or sap

Typical Worshipers: Spies, secret police, tyrannical rulers, executioners.

Maximum Worshiper Spell Level: Third

He is neither as skilled in the shadowy art of assassination or espionage as Foras, as able a diplomat and statesman as Andras, nor as successful a military leader as Agaliarept. His success, rather than through excellence in any one narrow field lies in blending a degree of ability in each of these areas with unrivaled ruthlessness, vindictiveness, and an arbitrariness that leaves everyone around him unsure if that day might be his last. His mortal followers learn much from his night-time visits and consultations, and he has been known to send trusted agents to serve as advisors and bodyguards to ensure particularly vile dictators remain on their throne. In fact, his secret police are as active on earth, foiling coups designed to topple unpopular rulers, as they are in Hell.

But such assistance does not come without a price. Shah-E-Kot is particularly fond of show trials and purges and his followers must ensure to keep their dark patron amused.

Those followers who do not demonstrate a suitable degree of servility to him, even the mightiest among kings, may find themselves abandoned by their erstwhile patron and facing insurrection sparked by infernal agents.

Shah-E-Kot's network of spies throughout Ipos' domain is superior to that of even his lord, and though he is sure to funnel any pertinent information to his master he usually alters or omits enough to retain some advantage in the power struggles inevitable in Hell. As Leraie and Foras have information gathering services that have proven capable of infiltrating even Shah-E-Kot's vaunted police state, he loathes these infernal lords and directs considerable resources to warding off their efforts. He fears what knowledge they may have obtained, what mischief they may be fermenting, and what assassins they may have planted among his regime.

Most evil rulers erect numerous shrines to the devil around their domain as a symbol of their power, and in some cases they outlaw religion save for that of Shah-E-Kot himself. These temples tend to be overwhelming edifices, cold and fortress-like in an effort to instill awe and fear. They become representative of the power of the regime itself, and in addition to serving as a house of worship they house branch facilities of the secret police. In light of this, one shouldn't be surprised that the priests of Shah-E-Kot typically comprise the inner ring of the security services, those closest to the ruler and ultimately

most responsible for his protection. They're *very* good at their job.

Lantern Jack

Medium-size Outsider (Evil, Extraplanar)

Hit Dice: 14d8+18 (55 hit points)

Initiative: +8 (+4 Dex, +4 Improved Initiative)

Speed: 40 ft.

Armor Class: 19 (+4 Dex, +5 natural)

Base Attack/Grapple: +14/0

Attack: +2 *ghost touch club* +18 melee (1d6+4)

Full Attack: +2 *ghost touch club* +18/+13/+8 melee (1d6+4)

Space/Reach: 5 ft./ 5 ft.

Special Attacks: Spell-like Abilities, Constitution Drain

Special Qualities: Incorporeal, Fog Cloud, Devil Qualities, Darkvision 60 ft., SR 20

Saves: Fort +13, Ref +13, Will +11

Abilities: Str 14, Dex 18, Con 19, Int 15, Wis 15, Cha 20

Skills: Bluff +24*, Diplomacy 22*, Hide +24, Intimidate +15, Knowledge (The planes) +14, Listen +21, Move Silently +21, Sense Motive +15, Spot +21.

Skills marked with * cannot be used while his mouth is sewn shut; a dispel magic cast by a 15th-level sorcerer would be needed to remove the incantation.

Feats: Alertness, Combat Reflexes, Improved Initiative, Power Attack, Skill Focus (Hide)

Environment: Any land, aquatic or underground

Organization: Unique

Challenge Rating: 13

Treasure: Standard

Alignment: Lawful Evil

Advancement: By character class

If legend is to be believed, Lantern Jack was, in life a notorious, miserable old drunkard and liar. He was an all round ne'er-do-well, detested by one and all. One day Jack happened upon the Asmodeus while wandering the forest and, completely nonplussed by the entity in his company, he proceeded to trick the devil prince into climbing a tree. Jack then carved the image of a holy symbol onto the trunk, trapping the Asmodeus amongst the foliage.

Realizing he had the devil in something of a bind, Jack proposed a deal. He'd let Asmodeus down on the condition that he promised not to take his soul when he died. The Devil had no choice but to agree. But when Jack eventually passed away he found the devious infernal had the last laugh. Because of his sinful ways, he was denied entrance to Heaven, and nor could he enter Hell because of his prior agreement with the Devil. Instead, he was forced to wander forever in the mists that existed between Heaven and Hell.

When Jack asked the Devil how he would find his way through the darkness, the master of the infernal regions tossed him a single ember from the fires of Hell to guide his way. To protect the flame, Jack placed it inside a lan-

tern. Thus he became known as Lantern Jack, a wandering spectre of evil who delights in terrorizing mortals and luring them into deadly peril. He feeds on the emotions of disorientation, fear, and panic that are associated with oppressive fog.

Lantern Jack, despite his loutish behavior, was in life a country gentleman of some means. He dresses as such to this day, including a short coat of dark colored cloth, pantaloons, well-crafted shoes with shiny buckles, and a round hat. In most respects he is a plain looking fellow, save for the blood caked cudgel he carries, the pasty white skin, a mouth that has been crudely sewn closed (Asmodeus was sick of his lies, and jealous that Jack may have been nearly as deft of tongue as he), and the tendrils of wispy fog that rise from his body.

Combat

Lantern Jack may appear anywhere on land or at sea, stepping forth from fog banks to cause torment among upon the living. He revels in fear and terror, and seldom strikes down an opponent until he has toyed with



it. If confronted by beings that pose a danger, he'll seek to disappear into the mist, retreat across a body of water, or turn incorporeal to escape. However, he'll not soon forget the humiliation and can be sure to retaliate later.

Constitution Damage (Su): Lantern Jack's touch deals 1d4 points of temporary Constitution damage to a living foe. A creature reduced to Constitution 0 by Lantern Jack dies and becomes a *fog geist* (see below). Points of Constitution return at a rate of 1 per day, or 2 if the character does nothing but rest.

Spell-like Abilities: Lantern Jack can use *cause fear*, *protection from good*, *dispel good*, *bestow curse*, *water walk*, *control weather*, and *control winds* at will. He can also use *blasphemy*, *phantasmal killer*, and *harm* 1/day. All spells are cast as a 15th-level spellcaster.

Incorporeal: Lantern Jack can become incorporeal 4/day, at which times he can only be harmed by incorporeal creatures and/or objects, +1 or better weapons, and magic. There is a 50% chance that he will ignore any damage from a corporeal source. While incorporeal he can pass through solid objects at will and always moves silently.

Fog Cloud (Sp): At will he may cast the spell fog cloud at 15th level of ability. There are some differences, however. The area of effect is much greater than the spell (a 500-foot square area), and its somewhat more resistant to being dispersed by wind; it takes moderate wind 6 rounds to disperse the fog, strong winds 3 rounds.

Lantern Jack as a Deity

When seasoned mariners encounter an impenetrable fog bank or the doldrums that empty the sails, they call upon the dread Lantern Jack in the hopes the demon will quell his wrath and allow them to be on their way. On land, enveloped by the protective shroud of mist, necromancers and vampires move about freely without fear of retribution or exposure to the sun, thanking the evil deity for protecting them. The moorland inhabitants fear Lantern Jack nighttime prowls and leave gifts and sacrifices in his honor as a means of placation.

Deity: Lantern Jack

Alignment: Chaotic Evil

Domains: Air, Chaos, Trickery, Water

Preferred Weapon: Cutlass

Typical Worshippers: Pirates, sailors, those who dwell on moors and fear the evil that lurk within its mists, necromancers, vampires.

Maximum Worshipper Spell Level: 5th

Although banned from Hell, Lantern Jack has carved an infernal realm for himself, though no one is quite sure where it's located. Perhaps it's a demi-plane of sorts? Souls sworn to Lantern Jack are condemned to eternity within a cemetery on a desolate moor or aboard a leaking

Fog Geist

Large Undead (Incorporeal)

Hit Dice: 8d12 (52 hit points)

Initiative: +10 (+6 Dex, +4 Improved Initiative)

Speed: Fly 80 ft. (perfect)

Armor Class: 20 (-1 size, +6 Dex, +5 deflection)

Base Attack/Grapple: +4/0

Attack: Incorporeal Touch +9 melee (1d8)

Full Attack: Incorporeal Touch +9 melee (1d8)

Space/Reach: 5 ft./10 ft.

Special Attacks: Air Mastery, Drench, Engulf

Special Qualities: Incorporeal, Undead

Saves: Fort +5, Ref +12, Will +3

Abilities: Str -, Dex 23, Con -, Int 9, Wis 13, Cha 15

Skills: Hide +10, Listen +11, Spot +11

Feats: Dodge, Improved Initiative, Weapon Finesse

Environment: Any land, aquatic or underground

Organization: Solitary, or Bank (2-12)

Challenge Rating: 5

Treasure: None

Alignment: Always neutral evil

Advancement: 9-12 HD (Huge)

Fog geists appear as mundane, if dense, wisps of fog. Since it prefers to hide amongst ground clinging fog, it is almost impossible to see (in effect becoming *invisible*). When it attacks foes gain momentary flashes of a face and hands in the fog, psychic impressions of the being the undead once was, but such images are fleeting and tend to leave the victim more unnerved than enlightened.

The only known way to become a fog geist to be killed by Lantern Jack's touch attack.

Combat:

A fog geist is fast and maneuverable, making it all but impossible to escape from. It is also relentless in its search for souls and thus prefers to engulf foes over any other combat option.

Air Mastery (Ex): Airborne creatures suffer a -1 penalty to attack and damage rolls made against a fog geist.

vessel with empty rigging adrift in a windless, current less expanse. In both cases the landscape is obscured by all encompassing fog that's almost suffocating in its intensity. From these hateful prisons, there is no escape.

Lantern Jack is associated with shadow mastiffs, and is sometimes accompanied by a pair. As such, his clergy revere these majestic and savage beasts and often domesticate them. He is also linked with will-o-wisps, due to their similar habits, but the exact nature of their relationship is unknown. Laypeople attempt to appease him by leaving valuables outside and warding their homes with hollowed and carved gourds lit with candles. Though he

Drench (Su): The undead's touch puts out torches, campfires, exposed lanterns, and other open, nonmagical flames up to Medium-size. A fog geist can dispel magic fire it touches as *dispel magic* cast by a sorcerer whose level equals half that of the creatures' HD (ie. an 8 HD fog geist uses *dispel magic* as a 4th-level sorcerer.)

Engulf (Su): A fog geist can envelope a Medium-size or smaller creature as a standard action. It cannot make any other attacks during a round in which it engulfs. The creature merely has to move over the opponent. Opponents can make attacks of opportunity against the fog geist, but if they do so they are not entitled to a saving throw. Those who do not attempt an attack of opportunity must succeed at a Reflex save (DC 18) or be engulfed; on a success, they are still within the fog geist's misty shroud but have eluded its attempt to constrict them. Engulfed creatures are considered grappled and trapped within its body, and find their soul being dragged from their body. A Fortitude test (DC 14+1 per round grappled) must be made to avoid having their soul stolen. Creature's without a soul suffer the loss of 1d4 permanent points of Constitution and Wisdom, and cannot be raised should they die short of *miracle*, *true resurrection*, or *wish*. For the purposes of grappling, a fog geist has an effective Strength of 16. Killing the undead releases the trapped soul. A fog geist can engulf a single creature at a time.

Undead: Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

Incorporeal: Can be harmed only by incorporeal creatures, +1 or better magic weapons, or magic, with a 50% chance to ignore any damage from a corporeal source. Can pass through solid objects at will, and own attacks pass through armor. Always moves silently.

Sunlight Powerlessness: Fog geists can only operate under cover of darkness or overcast conditions. They are powerless in natural sunlight (not merely a *daylight* spell) and flee from it. A fog geist caught in sunlight cannot attack and can take only partial actions.

is all too willing to relieve the ignorant peasants of their wealth, such gifts are actually of no value as a protection from his vengeance. Gourds, on the other hand, are a different matter entirely. Any gourd-it need not be carved-placed by the front door of a home prevents him from crossing the threshold.

To gain Lantern Jack's favor, his cultists go one step further than the masses with their rituals. They use followed out human head, lit by candles made from human fats, to attract his attention and blessing. Once a head has decomposed and only a skull remains, it is said to have no further value and a new one must be acquired. Cults

therefore kill new victims on an average of every other month, and always on fog-shrouded evenings.

Clerics of Lantern Jack can turn and rebuke undead as normal, though they do so at +1 to their effective level in foggy conditions. Perhaps to facilitate this, they can also cast *obscuring mist* once per day/per three levels. At fifth level, they may assume *gaseous form* once per day, though only before the hours between dusk and dawn. At 10th level, they can assume *gaseous form* twice per day. Due to the similarities between their powers and those of vampires, and in light of their mutual preference for darkness, many people mistakenly take cultists of Lantern Jack for vampires. Many clerics are all too happy to play along with this misconception, if for no other reason than the fear it engenders.

Prayers and services are most often held amidst a heavy fog bank at night, though the exact location doesn't seem to matter. Temples, however, are typically built in forlorn moorlands or on the hulks of aging ships moored in isolated coves.

Ashen Pilgrim

Medium-sized Undead

Hit Dice: 12d12 (78 hit points)

Initiative: -2 (Dex)

Speed: 10 ft.

Armor Class: 13 (-2 Dex, +5 Natural)

Base Attack/Grapple: +6/+4

Attack: Staff +4 melee (1d6-2) or touch +4 melee (1d8+5; Will save at DC 19 for half damage)

Full Attack: Staff +4 melee (1d6-2), touch -1 melee (1d8+5; Will save at DC 19 for half damage)

Space/Reach: 5 ft./ 5 ft.

Special Attacks: Fear Aura, Paralyzing Touch

Special Qualities: Turn resistance +4, damage reduction 15/bludgeoning and magic, darkvision 60 ft., undead traits, Spell-like abilities

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

Abilities: Str 6, Dex 6, Con --, Int 13, Wis 17, Cha 16

Skills: Handle Animal +8, Hide +6, Intimidate +13, Knowledge (Geography) +13, Listen +8, Move Silently +8, Spot +9, Survival +16

Feats: Combat Expertise, Improved Disarm, Improved Trip, Skill Focus (Intimidate), Skill Focus (Knowledge (Geography)), Skill Focus (Survival)

Environment: Any land

Organization: Unique

Challenge Rating: 8

Treasure: None

Alignment: Neutral Evil

Advancement: 13-15 HD

The Ashen Pilgrim looks like a skeletal man dressed only in a loincloth, his ribs and bones painfully obvious through his gray skin. He hobbles about slowly with the aid of a sturdy oaken quarter staff. Anyone who meets the Ashen Pilgrim is sure to have misfortune fall upon him. If the Ashen Pilgrim visits a village, there is sure to be famine within the year.

The Ashen Pilgrim is a sort of supernatural entity, not quite a demon, not quite an undead. He exists in the material world, wandering from place to place, and his progress can theoretically be tracked. There is even a holy order, the Knights of the Ashen Path, that attempt to follow the Ashen Pilgrim and set right the damage inflicted by his progress.

Combat

The Ashen Pilgrim is a frightening sight to behold and few are brave enough to contest his passage. Those that do, however, find he wields a terrible power that belies his frail appearance.

Fear Aura (Su): The Ashen Pilgrim is shrouded in a dreadful aura of death and evil. Creatures of less than 5 HD in a 60-foot radius of this entity must succeed on a Will save (DC 19) or be affected as though by a *fear* spell from a 12th-level sorcerer. Those who successfully save cannot be affected again for 24 hours.

Paralyzing Touch (Su): Any living creature the Ashen Pilgrim hits with its touch attack must succeed on a Fortitude save (DC19) or be permanently paralyzed.

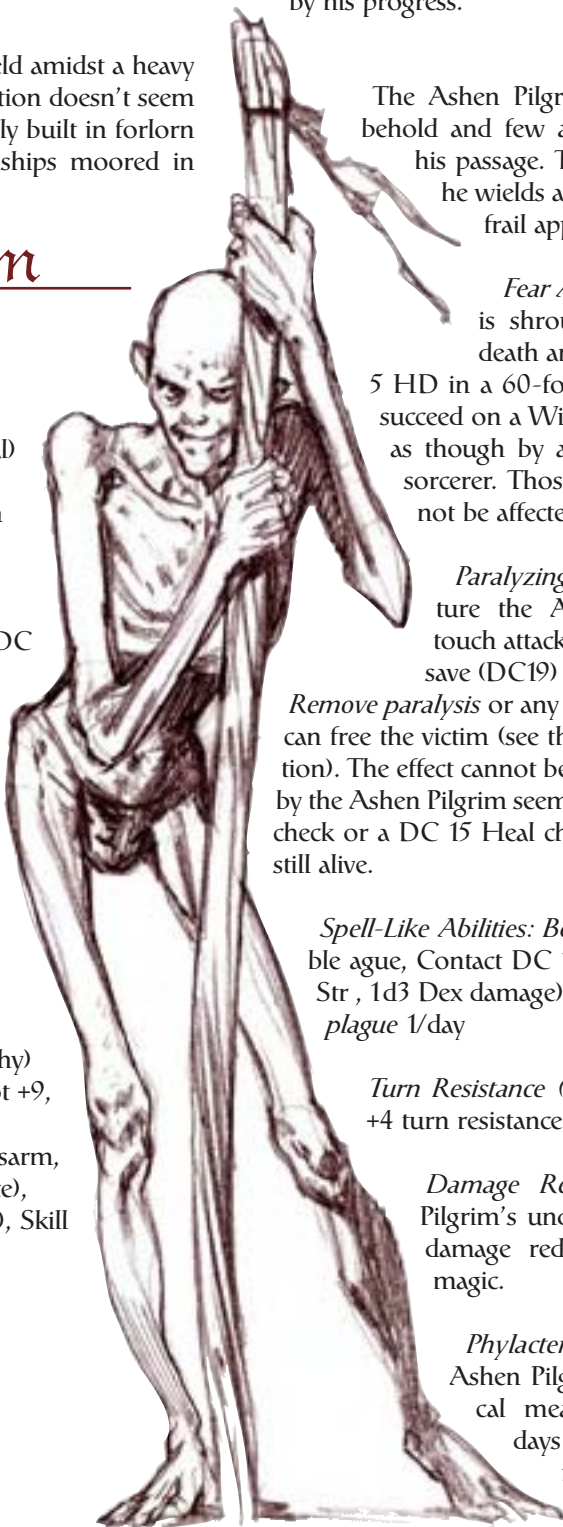
Remove paralysis or any spell that can remove a curse can free the victim (see the *bestow curse* spell description). The effect cannot be dispelled. Anyone paralyzed by the Ashen Pilgrim seems dead, though a DC 20 Spot check or a DC 15 Heal check reveals that the victim is still alive.

Spell-Like Abilities: *Bestow Curse:* Contagion (stable ague, Contact DC 14, Incubation 1d3 days, 1d3 Str, 1d3 Dex damage), *diminish plants* 3/day, *insect plague* 1/day

Turn Resistance (Ex): The Ashen Pilgrim has +4 turn resistance.

Damage Reduction (Su): The Ashen Pilgrim's undead body is tough, giving it damage reduction 15/bludgeoning and magic.

Phylactery: Legend holds that the Ashen Pilgrim cannot be destroyed by cal means, that he will reappear days and continue on his grim res. This same legend states



that this entity's life force is stored in a phylactery, much like a lich, and this phylactery must be destroyed to truly be rid of this entity.

Skills: The Ashen Pilgrim has a +8 racial bonus on Hide and Move Silently checks.

The Ashen Pilgrim as a Deity

The Ashen Pilgrim is a figure of dread. Villagers far and wide know of him, fear him, and take steps to turn him aside. Efforts to ward away the entity rarely take the form of physical confrontation. Instead, villages rely upon numerous strange little superstitions such as hanging holy symbols from road signs, sweeping a crossroads with fennel, laying bushel of wheat along a side road to trick the Ashen Pilgrim to travel away from a village, or hanging holy symbol from the granary to conceal its contents. These superstitions aside, nobody actually worshipped the Ashen Pilgrim... until recently...

Recent decades have seen the rise of a cult dedicate to the evil demon. This cult of flagellants travels from village to village, preaching doom and destruction and spreading a dogma of hopelessness.

Deity: The Ashen Pilgrim

Alignment: Neutral Evil

Domains: Destruction, Scourge (new Domain) Travel

Typical Worshipers: Pilgrims, flagellants

Preferred Weapon: Flail (either light or heavy), or whip.

Maximum Worshiper Spell Level: Fourth

Scourge Domain

Granted Power: You are immune to paralysis (including the strike of undead such as ghouls and ghosts) and to ability damage or drain caused by disease (though you are still susceptible to the effects of such diseases, such as sores and odors).

Scourge Domain Spells

- 1) *Doom*
- 2) *Hold Person*
- 3) *Contagion*
- 4) *Enervation*
- 5) *Feeblemind*
- 6) *Harm*
- 7) *Regenerate*
- 8) *Power Word, Blind*
- 9) *Energy Drain*

Followers of the Ashen Pilgrim see themselves as harbingers of evil, misfortune, and death. It is only through accepting the tenuous nature of humanity's existence and giving oneself over to the Ashen Pilgrim's mercy that one can hope to salvage some sanity in this insane world. They believe that an apocalypse is inevitable at some point, but the end is sped by mortals' meddling with nature and irresponsible use of both arcane magic and technology. They

therefore preach against the use of these blasphemous and ultimately destructive sciences.

Priests, known as Flagellants, are obsessed with the Last Judgment and are full of angst. They preach a message of repentant austerity. They hold that their patron is not evil at all. Instead, it is their assertion that the Ashen Pilgrim is a reflection of a deep ambiguity that many mortals feel about the world that they have created for themselves, and that he serves to redress some of the errors of modern civilization as a means of forestalling the apocalypse.

In addition to warning of the finality of our existence, Flagellants act as spies whose task it is to keep close watch on scientific and arcane advances being undertaken so as to identify potential threats before they reach the stage where they might pose a threat.

Only the highest members of the cult know the truth. All of the dogma preached by the flagellants is nothing more than lies designed to give an appeasing face to what is a terrible and reprehensible religion. The Ashen Pilgrim does not seek to forestall the end; his actions are conducted out of mere malice. He does not oppose magic and technology because they pose a threat to mortal existence; he does so because they represent tools that might be used in the coming war between the forces of good and evil. And no way does his worship offer salvation; instead, it leads to eternal damnation.

Flagellants are hardened to physical rigors and privation. At 1st level, all gain the Endurance feat for free. In addition, they are all skilled in the use of flails and whips. At 2nd level they get +1 to hit with these weapons, and gain an additional +1 bonus every second level until topping out at +5 at 10th level.

Followers of the Ashen Pilgrim do not congregate, nor do they typically build expansive temples. In some cases, however, where a village or town has fallen firmly under the sway of the religion, the converted may build a cathedral to repent for their assumed sins. These buildings, rare as they are, become nodes for the religion and are often staffed by cloistered monks and other laypeople.

New Prestige Class

The Spineless

What fortress is secure against your skills of infiltration? Every castle has its weak points, an undefended opening, and you find them with unerring accuracy. Even an arrow slit or chimney can be a means of entrance for those who have walked down the dark path as you have, a journey that ends only in death of damnation. You've fallen under the sway of a fiendish entity, have been tainted by its influence, and in whispered tones have been offered great powers. You accepted, and are now something less than human.



Over time, as their bodies mutate, most spineless gain a disdain for their former vertebrate form. They become silently egotistical beings that believe they are superior to other humanoid races, and that there isn't a place that they cannot successfully infiltrate. This arrogance often results in them taking extreme risks out of disdain for the dangers they face.

Hit Die: d6

Requirements

To qualify to become a spineless, a character must fulfill all the following criteria.

Base Attack Bonus:
+2 or higher

Skills: Escape Artist 8 ranks,
Move Silently 4 ranks

Special: The character must give himself over to a fiendish entity. The character's alignment immediately becomes an evil reflection of his current mores (For example, lawful good becomes lawful evil).

Spineless Class Skills

The spineless' class skills (and the key ability for each skill) are:

Str: Climb, Jump

Dex: Balance, Escape Artist, Hide,

Move Silently, Tumble

Con :-

Int: -

Wis: Listen, Spot

Cha: Perform

Skill Points at Each Level: 4 + Int modifier.

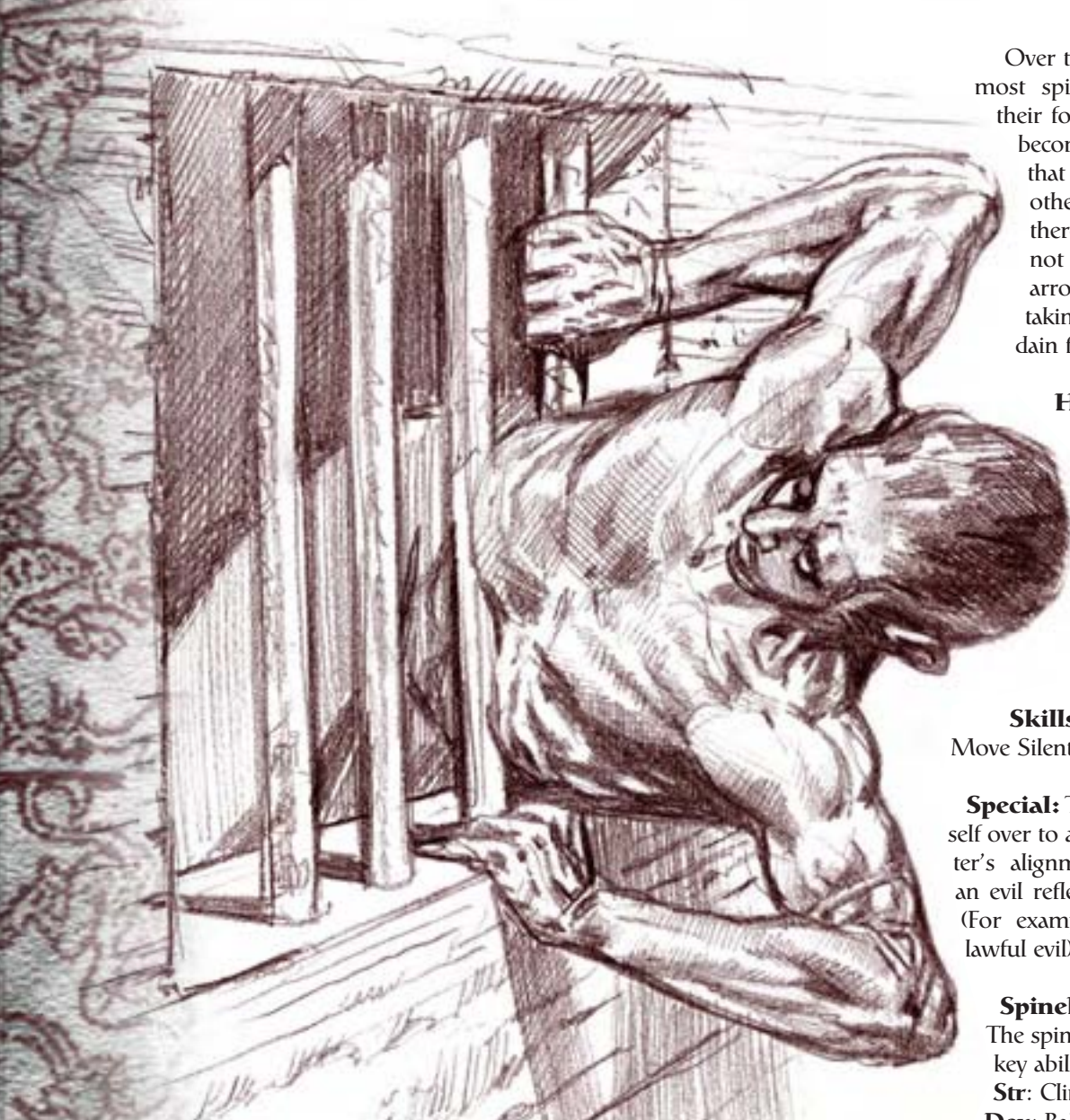
Class Features

All the following are features of the spineless prestige class.

Flexible: At first level a spineless gains a +1 bonus to Escape Artist rolls.

Physical Change: The character becomes shockingly thin, his fat and seemingly much of his musculature being stripped away. The spineless loses 40 pounds and suffers -1 penalty to Charisma checks.

Contortionist: At 3rd level a spineless character becomes a skilled contortionist, able to bend and shape his body to such an extent that he is able to squeeze through spaces



Spineless are deadly assassins and skilled thieves who are masters of infiltration. A combination of training and physical transformation allows them to bend and shape their body to fit into even the smallest spaces, allowing them to sneak into even the most secure locations. Spineless enjoy cultivating misconception about the level of danger they present, because they certainly look anything but imposing. Generally slight, weasely individuals with pasty skin and a rubbery musculature, a Spineless would never be mistaken for a mighty warrior.

The typical spineless was once a rogue, who chose this path because of the allure being able to enter unseen into even the most heavily fortified and strongly defended fortresses. Monks, wizards, and sorcerers are also good candidates, as are fighters willing to exchange their heavy arsenals for smaller, less cumbersome and more easily concealed weapons. Clerics, paladins, and druids seldom choose this class because of the infernal influence involved, while barbarians and rangers rarely become spineless, perceiving them to be unnatural deviants. Indeed, they are more likely to kill a spineless than become one.

too space for him to otherwise enter. Every three levels thereafter he becomes increasingly skilled and able to squeeze through ever-tighter spots. At 3rd-level a character can pass through areas accessible to creatures one size smaller; at 6th-level this becomes two sizes smaller and at 9th-level three sizes smaller.

Nimble: With increased control over its bones and a limited ability shape them to suit particular function a spineless character receives a +1 bonus to all Dexterity-based skills. This increases to +2 at 8th-level.

Soft Spine: At 5th-level the character is one step short of being an invertebrate, his spine now flexible cartilage instead of rigid bone. The character gains a +3 bonus to all Escape Artist checks, and when attempting to escape a grapple the opponent does not get to add size bonus to its grapple check.

Immunity to Paralysis: At 6th-level, due to the unusual nature of its physiology, a spineless character is immune to paralysis.

Soft Bone: At 7th-level, the characters bones have all become extremely flexible and many have been replaced with cartilage outright. As a result, they take only half damage from bludgeoning weapons and falls.

Spinewrack: As the character becomes increasingly alien in it's form, it comes to view all vertebrates as a blasphemy. As a demonstration of the weakness of the vertebrate form, once per day the character can cause an individual's spine to break (Fortitude save DC 17) with a successful touch attack. The victim suffers 4d6 points of damage and is crippled until a regenerate spell is cast upon the shattered bones.

True Invertebrate: At 10th-level a spineless character becomes a true invertebrate. He gains +5 bonus to all Escape Artist checks, and when attempting to escape a grapple the opponent incurs a penalty as though he were one-size smaller.

War Domain Spells

Air Burst

Transmutation

Level: Clr 2, Sor/Wiz 2

Components: V, S

Casting Time: 1 action

Range: Touch

Targets: 1d4 catapult stones

Duration: 1 day/level

Saving Throw: None

Spell Resistance: yes

Casting air burst upon a pile of catapult stones (or artillery shells if you allow gunpowder weapons in your game) makes 1d4 of them magical. The spell cannot be used on sling stones or any other missile weapon ammunition. Enchanted stones burst overhead of the targets instead of impacting upon them, causing razor-sharp shards to shower down on them. All creatures within 20 feet suffer 4d6 points of damage (Reflex save DC 20 for half damage). Cover, except that which extends overhead, provides half of the protection it would otherwise offer.

Airburst makes catapults, which are essentially siege weapons of little value except for making breaches in walls, effective battlefield weapons.

Armored Respite

Abjuration

Level: Cleric 1, Sor/Wiz 1

Components: V, S.

Casting Time: 1 action

Range: Touch

Target: One or more creatures, no two of which can be more than 30 feet apart.

Duration: 1 day/level

Saving Throw: Will negates (harmless)

Spell Resistance: Yes (harmless)

You are able to imbue yourself and/or others within

Spineless Advancement

Lvl	Atk Bonus	Fort	Ref	Will	Special
1	+0	+2	+2	+0	Flexible, Physical Change
2	+1	+3	+3	+0	
3	+2	+3	+3	+1	Contortionist
4	+3	+4	+4	+1	Nimble
5	+3	+4	+4	+2	Soft Spine
6	+4	+5	+5	+2	Immune to Paralysis
7	+5	+5	+5	+3	Soft Bones
8	+6	+6	+6	+3	Spinewrack
9	+6	+6	+6	+4	
10	+7	+7	+7	+4	True Invertebrate



the area of affect with the ability to rest while still wearing armor. Characters are able to sleep in their armor without being fatigued the next day, and suffer no ill effects of any kind (typically, if a character sleeps in armor with an armor check penalty of -5 or more he suffers -2 to Strength and Dexterity the following day, and cannot charge or run due to fatigue).

Clearly this spell is of immense benefit armies on campaign, as affected soldiers are able to fight immediately upon waking. It affects a number of creatures equal to no more than twice your level. If there are more potential targets than you can affect, you must select the targets. You may select yourself as a recipient, but counts as one of your total.

Battlefield Parlay

Enchantment (Compulsion) [Mind-Affecting, Language Dependant]

Level: Brd 2, Clr 3, Wiz/Sor 3

Components: V, M

Casting Time: 1 action

Range: Personal

Target: You

Duration: 1 minute/level

You gain the ability to intimidate your battlefield opponents through your own demeanour and martial appearance, as well as the size and relative strengths of the forces you lead. You may use your Strength modifier instead of your Charisma modifier when negotiating on the battlefield—an Intimidation check. Such negotiations are further modified through the size, disposition, makeup and ability of the opposing sides:

Outnumber Enemy 2 to 1: +1

Outnumber Enemy 3 to 1: +2

Outnumber Enemy By Greater Than 3 to 1: +3

Your Forces Occupy Superior Battlefield Positions: +1

Your Forces Are Noticeably Better Equipped: +1

Your Forces Are Distinctly Better Trained and Disciplined: +1

At Least Half Of Your Forces Are At Least One Size

Larger Than Your Opponents: +1

While as with the intimidation the specific effects of battlefield parlay are based upon the discretion of the GM, some guidelines for its use can be provided. All of the DC's listed below are modified by the Will bonus of the enemy commander.

Shake enemy, forcing them to fight with -2 morale penalty (DC 15)

Force Enemy to retreat from the battlefield (DC 20)

Enemy surrenders unconditionally (DC 30)

Material Components: A broken pen and a sliver of iron.

Breach

Transmutation

Level: Clr 4, Drd 3, Sor/Wiz 3

Components: V, S, M/DF

Casting Time: 1 action

Range: Medium (100 ft. plus 10 ft. per level)

Area: 10 ft. square per level

Duration: Instantaneous

Saving Throw: Fortitude negates

Spell Resistance: No

When this spell is cast, a breach through which characters can pass emerges in a target barrier—a door, a wall, a dense thicket. In the case of physical barriers, the spell simply destroys a 10 ft. square segment per level. The damage is permanent, though can be repaired as usual and plant barriers will eventually begin to reform at their normal pace.

Physical barriers are allowed a Fortitude save to negate.

The spell also has limited use against non-physical and magical barriers (such as a wall of

Fire). In this case the breach lasts only so long as the caster concentrates upon the task, instantly reforming afterwards.

Note that while breach does create a portal through which to pass, it does not in any way guarantee the passage will necessarily be an easy one. For example, a breached wall will collapse, forcing characters passing through to walk over uneven and possible unsteady ground, and while a hole may indeed be formed in the thicket roots and other ground obstacles will still remain.

Material Components: A small vial of water, the only naturally occurring substance that, given time, can eat through any material.

Create Siege Tower

Conjuration (Creation)

Level: Clr 7th, Sor/Wiz 5th

Components: V, S, M

Casting Time: 10 minutes

Range: Close (25 ft. plus 5 ft./2 levels)

Effect: 20 foot square by 30 foot tall structure

Duration: 2 hours/level

Saving Throw: None

Spell Resistance: No

You create a sturdy tower 20 feet square and 30 feet tall made of timber. The tower has a Hardness of 5, 400 hit points and is mobile, moving at a rate of 10 feet per round. In all respects it resembles a standard siege tower, with a door at its base, 12 arrow slits on each of the first two levels (providing nine-tenths cover), and parapets on the open third level (providing half cover). A 5-foot by 15-foot wooden plank, located on the tower's top, is used as a means by which troops can gain a foothold on enemy parapets.

The tower is not designed to be habitable, and lacks heating or insulation. It does, however, resist flames and fire as if it was constructed of stone and is impervious to normal missiles, though not the sort cast by siege engines or giants. The door is arcane locked to prevent intrusion, and an unseen servant is bound to the tower to provide

service to the troops (fetching arrows and so forth).

Material Components: A fist-sized piece of mortar, a handful of wood shavings, and an arrowhead.

Force March

Abjuration

Level: Brd 2, Clr 2, Sor/Wiz 3

Components: V, S

Casting Time: 1 full round

Range: Medium (100 ft. plus 10 ft./level)

Targets: Any number of creatures

Duration: 1 hour/level

Saving Throw: None

Spell Resistance: No

This spell invigorates all allied troops within range, allowing them to force march with no ill effect. All troops within the area of effect may hustle for one hour per level of the caster, in addition to the one-hour per day typically allowed during overland movement, without suffering subdual damage.

A caster of at least 8th level can allow troops to march more than 8 hours a day without making Constitution checks. For every level above 8th, he may push troops one additional hour before they begin making Constitution checks.

Ford

Conjuration (Creation)

Level: Clr 3, Druid 2, Sor/Wiz 3

Components: V, S, M

Casting Time: 1 Action

Range: Close (25 ft. + 10 ft./ 2 levels)

Area: 10 ft. wide by 10 ft./2 levels by 3 ft. plus 2 feet/2 levels

Duration: 10 minutes/level

Saving Throw: None

Spell Resistance: No

You create a ford across a river or other narrow body of water by which medium-size persons can wade across safely. The width of the ford is always 10 feet wide, or wide enough for three men standing shoulder-to-shoulder to cross simultaneously, while length is 10 feet for every 2 levels of the caster. Depth of water remains a limiting factor, with the caster able to create a ford in water no deeper than 3 feet plus two additional feet per level.

Physical damage cannot harm the ford, though *dispel magic* will destroy it and *control water* may be used to flood it.

Material Component: A smooth, round river rock and a handful of mud.

Last Stand

Enchantment (Compulsion) [Mind-Affecting]

Level: Brd 3, Clr 3, Law 3

Components: V, S, DF

Casting Time: One action

Range: Medium (100 ft. plus 10 ft./ level)

Targets: 1d6 creatures/level, all of whom must be within 30 ft. of each other)

Duration: 1 minute/level

Saving Throw: Will negates

Spell Resistance: Yes

This spell rallies outnumbered troops into making a heroic last stand. You and your allies must be outnumbered four to one in total hit points. With the spectre of certain death looming over them, and inspired by the spell-caster, the affected troops fight with rabid desperation, gaining +5 morale bonus to Saves, Attack and Damage rolls, and Armor Class. The spell lasts until the combat is over or for a maximum of 1 minute per level of the caster, whichever eventuality comes first, and remains in effect even if the caster is slain.

After the spell has expired characters must make a Fortitude save (DC 20) or be fatigued for the remainder of the day, the adrenaline having drained them of their vitality.

Salt Soil

Evocation

Level: Clr 6, Drd 5, Sor/Wiz 6

Components: V, S, M

Casting Time: 1 day

Range: 1 mile/level radius emanating from caster

Duration: Instantaneous

Saving Throw: None

Spell Resistance: No

To deny an enemy use of cultivatable land-his own or that of a territory invaded-is to undermine that enemy's ability to conduct war. By destroying an enemy's farmland, one undermines his economy, deprives him of taxes to pay for troops, and creates discontent among the populace. Similarly, invading armies feed themselves by foraging on the march, so that by destroying farmlands in the line of march of an enemy you may defeat him without ever having to come to blow. In either case, it often involves extensive manpower and resources (often salt, which makes the soil too alkaline to support life) to accomplish.

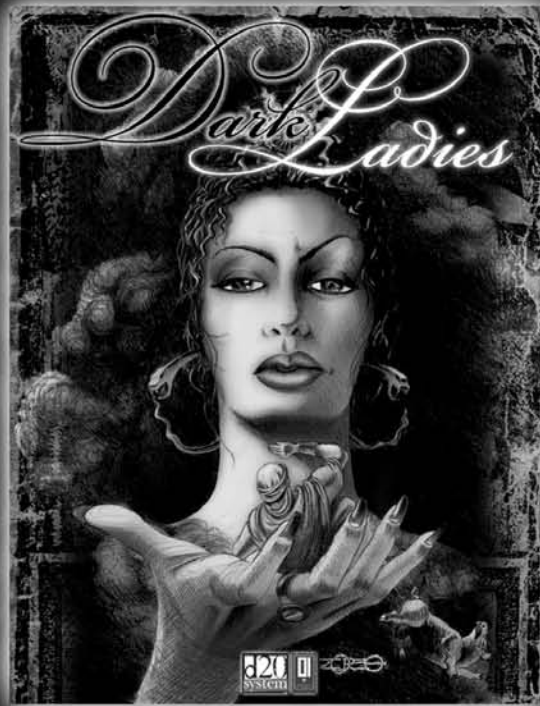
Salt soil is an easier and more effective means of fouling land. All plants within the target range will rapidly wither and die, and land affected is unable to support any growth for one year. Even intensive cultivation and fertilization will do little to alleviate the damage. Sentient plants (such as Treants) caught within the radius of the spell can make a Fortitude save (DC 20) to avoid death and instead take 3d6 points of temporary Constitution damage.

Salt soil counters *plant growth*.

Material Components: A pinch of salt.



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Dark Masters

The perils are great, the potential dangers unmistakable, and yet the allure is all too real. Devil worship, in fact and fiction, has been a part of our world since before any of the current practiced religions were even formed. From appeasing a vengeful nature demon with sacrifices to cloistered cultists summoning devils amid a pentagram, there have always been those who were willing to gamble with their souls by making pacts with the denizens of the infernal realms.

And yet, all too often in RPGs, this aspect-worshipping demons and devils as legitimate, if decidedly evil deities-is overlooked. While one would hope they never surpass the good-gods, they do in fact represent an alternative pantheon if you will.